

## Return to the Keep on the Borderlands

### The Keep

The masonry walls of the keep are composed of granite blocks 20 ft. high and are 5 ft. thick on the average (hardness 8, hp 90, break DC 35, Climb DC 15). Murder holes and wall slits provide nine-tenths cover to archers behind them (PHB page 133).

### Population and Placement

#### 1. Main Gate

Iron portcullis: hardness 10; hp 60; lift DC 25; break DC 28.

Heavy wooden drawbridge: hardness 6; 80 hp; lift DC 30, break DC 25.

#### 2a. & 2b. Gatehouse Towers

**Lauri and Wort:** Male human War2; CR 1; Medium humanoid; HD 2d10; hp 14; Init +4; Spd 20 ft.; AC 16 (+6 armour), touch 10, flat-footed 16; Base Atk +2; Grp +2; Atk shortsword +3 melee (1d6/19-20) or shortbow +2 ranged (1d6/x3); Full Atk same; Space/Reach 5 ft./5 ft.; AL NG; SV Fort +3, Ref +0, Will +0; Str 11, Dex 10, Con 11, Int 10, Wis 10, Cha 10.

*15 Skills and Feats:* Listen +3, Spot +3, Search +1; Craft (arrowmaking); Weapon Focus (shortsword), Alertness, Improved Initiative.

*Possessions:* splint mail, shortsword, shortbow, quiver and 20 arrows

**Charl and Joop:** Male human War2; CR 1; Medium humanoid; HD 2d10; hp 14; Init +4; Spd 20 ft.; AC 16 (+6 armour), touch 10, flat-footed 16; Base Atk +2; Grp +2; Atk shortsword +3 melee (1d6/19-20) or shortbow +2 ranged (1d6/x3); Full Atk same; Space/Reach 5 ft./5 ft.; AL NG; SV Fort +3, Ref +0, Will +0; Str 11, Dex 10, Con 11, Int 10, Wis 10, Cha 10.

*15 Skills and Feats:* Listen +3, Spot +3, Search +1; Craft (bowmaking); Weapon Focus (shortsword), Alertness, Improved Initiative.

*Possessions:* splint mail, shortsword, shortbow, quiver and 20 arrows.

During the day, Lauri and Charl are on duty at 2a. while Wort and Joop are at 2b. This is reversed at night.

#### 3. Courtyard

**Sabine the Gatekeeper:** Female human Ftr3; CR 3; Medium humanoid; HD 3d10; hp 34; Init +1; Spd 30 ft; AC 18 (+7 armour, +1 Dex), touch 11, flat-footed 17; Base Atk +3; Grp +6; Atk +1 *mithril longsword* +8 melee (1d8+4/19-20) or shortbow +5 ranged (1d6/x3); Full Atk same; Space/Reach 5 ft.;5 ft.; SV Fort +4, Ref +2, Will +2; AL LG; Str 16, Dex 12, Con 12, Int 11, Wis 12, Cha 11.

*Skills and Feats:* Balance +2, Climb +4, Craft +5, Hide +1, Knowledge (nature) +2, Listen +1, Move Silently +1, Ride +2, Spot +1, Swim +9; Combat Reflexes, Point Blank Shot, Toughness, Weapon Focus (longsword), Weapon Focus (short bow).

*Possessions:* +1 *chainmail*, light steel shield, +1 *mithril longsword*, shortbow, dagger, quiver with 20 arrows, writing quill, book of names.

Most treasured possessions are her boys. Negroid human. A fit, attractive women in her thirties. Widowed. Has been gatekeeper here the last six years. Husband was a fellow adventurer who fell in the Caves of Chaos.

## Return to the Keep on the Borderlands

### 4. Stables

**Tella the Stablegirl:** Female human Rog1; CR 1; Medium humanoid; HD 1d6+2; hp 8; Init +3; Spd 30 ft.; AC 13 (+3 Dex), touch 13, flat-footed 10; Base Atk +0; Grp +1; Atk dagger +1 melee (1d4+1/19-20) or dagger +3 ranged (1d4+1/19-20); Full Atk same; Space/Reach 5 ft./5 ft.; SA Sneak attack +1d6; SQ trapfinding; AL CG; SV Fort +2, Ref +5, Will -1; Str 13, Dex 16, Con 15, Int 12, Wis 8, Cha 14.

*Skills and Feats:* Balance +7, Bluff +6, Diplomacy +6, Gather Information +6, Handle Animal +6, Hide +9, Knowledge (local) +5, Move Silently +9, Ride +7; Animal Affinity, Stealthy.

*SA-Sneak attack (Ex):* Tella's attack deals an extra 1d6 damage any time her target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when Tella flanks her target. Should Tella score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

Tella can sneak attack only living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. Tella must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. Tella cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

*SQ-Trapfinding (Ex):* Tella can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. She can use the Disable Device skill to disarm magic traps.

If Tella beats a trap's DC by 10 or more with a Disable Device check, she can bypass it (with her party) without disarming it.

*Possession:* dagger.

### 5. Common Warehouse

Padlock on the warehouse doors: Open Lock DC 20.

### 6. Gatekeeper's Tower

Gold hidden in the Sabine's extra boots: Search DC 20.

Appraise check DC 12 to identify the scribe's inkpot as a valuable item.

### 7a. Family Home

**Ol' Tarlach:** Male human (old) Com1; CR 1; Medium size humanoid; HD 1d4-3; hp 1; Init +0; Spd 20 ft.; AC 10; Base Atk +0; Grp +0; SV Fort -3, Ref +2, Will +1; AL LG; Str 11, Dex 10, Con 4, Int 9, Wis 13, Cha 10.

*Skills and Feats:* Hide +0, Listen +1, Move Silently +0, Profession (Fishermen) +5, Spot +1.

### 8. Smithy and Armorer

**Jafe the Smith:** Male human Ftr1; CR 1; Medium-size humanoid; HD 1d10+2; hp 12; Init +1; Spd 30 ft.; AC 13 (+2 armour, +1 Dex), touch 11, flat-footed 12; Base Atk +1; Grp +4; Atk smithy hammer +4 melee (1d6+3); AL CG; SV Fort +3, Ref +1, Will +0; Str 16, Dex 12, Con 14, Int 10, Wis 11, Cha 10.

*Skills and Feats:* Climb +5, Craft (armoursmithing) +6, Jump +5, Profession (blacksmith) +2; Power Attack, Skill Focus (Craft [armoursmithing]), Sunder.

*Possessions:* Leather armour, smithy hammer

## Return to the Keep on the Borderlands

### 9. Provisioner

The Provisioner only has normal equipment in stock (no exotic, masterwork, magical items, or bulky items). Items are as listed with prices in the PHB table 44.

**Mosely the Provisioner:** Male human Exp1; CR ½; Medium-size humanoid; HD 1d6-1; hp 2; Init +1; Spd 30 ft.; AC 13 (+2 armour, +1 Dex), touch 11, flat-footed 12; Base Atk +0; Grp +0; Atk shortspear +0 melee (1d8/x3); AL N; SV Fort -1, Ref +1, Will +4; Str 10, Dex 13, Con 8, Int 14, Wis 15, Cha 12.

*Skills and Feats:* Appraise +7, Bluff +4, Diplomacy +5, Gather Information +4, Knowledge (local) +5, Listen +4, Profession (merchant) +8, Search +5, Sense Motive +6, Spot +5; Skill Focus (Appraise), Skill Focus (Profession [merchant]).

*Possessions:* Leather armour, shortspear.

### 17. Chapel

**Abercrombie:** Male human Clr3; CR 3; Medium humanoid; HD 3d8+9; hp 25; Init +0; Spd 20 ft.; AC 18 (+5 armour, +3 shield), touch 10, flat-footed 18; Base Atk +2; Grp +4; Atk +1 *heavy mace* +5 melee (1d8+3); Full Atk same; Space/Reach: 5 ft./5 ft.; SA turn undead; SQ spells, spontaneous casting; AL LG; SV Fort +8, Ref +1, Will +8; Str 15, Dex 11, Con 16, Int 12, Wis 16, Cha 14.

*Skills and Feats:* Heal +9, Intimidate +5, Knowledge (local) +7, Knowledge (religion) +7; Great Fortitude, Iron Will, Power Attack.

*SA-Turn undead (Su):* Abercrombie can turn or destroy undead creatures 5 times per day as a Clr3; check +4, damage 2d6+5 HD.

*SQ-Spontaneous casting (Sp):* Abercrombie can convert any prepared spell into a *cure* spell of the same level or lower.

*Spells prepared (4/3+1/2+1; save DC 13+spell level):* 0-detect poison, guidance, resistance, virtue; 1st-bless, cure light wounds, detect evil, *inflict light wounds\**; 2nd-*hold person*, *shatter\**, *spiritual weapon*. \*Domain spell. Deity: St. Cuthbert; Domains: Destruction (smite 1/day for +4 bonus to attack roll and +3 bonus to damage on a single melee attack. He must declare the smite before making the attack), Law (casts Lawful spells as Clr4).

*Possessions:* chainmail, +1 *heavy steel shield*, +1 *heavy mace*.

### 18. Inner Gatehouse

As noted earlier, the arrow slits in the southern section of the gatehouse provide nine-tenths cover to those standing behind them.

Heavy double bound iron gates: hardness 10; 90 hp; lift DC 28, break DC 30.

### 25. The Keep Fortress

The front door is solid iron (hardness 10, hp 90, and break DC 28).

### 26. Jadale's Quarters

**Jadale:** Female human Ftr3; CR 3; HD 3d10+9; hp 29; Init +0; Spd 20 ft.; AC 18 (+7 armour, +1 Dex), touch 10, flat-footed 18; Base Atk +3; Grp +5; Atk +1 *longsword* +7 melee (1d8+2/19-20) or shortbow +3 ranged (1d6/x3); Full Atk same; Space/Reach: 5 ft./5 ft.; AL NG; SV Fort +6, Ref +1, Will +2; Str 15, Dex 10, Con 16, Int 13, Wis 13, Cha 16.

## Return to the Keep on the Borderlands

*Skills and Feats:* Climb +4, Jump +4, Knowledge (nobility and royalty) +4, Ride +6; Combat Expertise, Endurance, Quick Draw, Weapon Focus (longsword)

*Possessions:* +2 chainmail, light steel shield, +1 longsword, shortbow, quiver and 20 arrows.

### 27. Devereau's Quarters

**Devereau:** Male human Ftr5; CR 5; HD 5d10+5; hp 35; Init +4; Spd 15 ft.; AC 19 (+5 armour, +4 Dex), touch 14, flat-footed 15; Base Atk +5; Grp +8; Atk longsword +8 melee (1d8+3/19-20) or +1 longbow +10 ranged (1d8+3/x3); Full Atk same; Space/Reach: 5 ft./5 ft.; SQ lame; AL CG; SV Fort +5, Ref +5, Will +1; Str 16, Dex 18, Con 12, Int 14, Wis 10, Cha 11.

*Skills and Feats:* Climb +7, Craft (bowmaking) +10, Diplomacy +2, Jump +7, Knowledge (local) +6, Knowledge (nobility and royalty) +6, Swim +7; Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (longbow), Weapon Specialisation (longbow).

*SQ-Lame (Ex):* Devereau is lame in one leg; his movement is reduced by half, as if affected by caltrops.

*Possessions:* +3 leather armour, longsword, +1 longbow, quiver and 20 arrows.

### Potential Henchmen & Allies

**Cob:** Male human Rgr1; CR 1; Medium humanoid; HD 1d8+4; hp 12; Init +1; Spd 30 ft.; AC 15 (+3 armour, +1 shield, +1 Dex), touch 11, flat-footed 14; Base Atk +1; Grp +3; Atk longsword +3 melee (1d8+3/19-20) or shortbow +2 ranged (1d6/x3); Full Atk same; Space/Reach: 5 ft./5 ft.; SQ favoured enemy (humanoid - reptilian), wild empathy; AL NG; SV Fort +6, Ref +3, Will +0; Str 14, Dex 13, Con 18, Int 8, Wis 10, Cha 9.

*Skills and Feats:* Climb +7, Listen +6, Search +3, Spot +6, Survival +4, Swim +6; Alertness, Athletic, Track.

*SQ-Favoured enemy (humanoid - reptilian) (Ex):* Cob gains a +2 bonus on Bluff, Listen, Sense Motive, Spot, and Survival checks when using these skills against reptilian humanoids. Likewise, he gets a +2 bonus on weapon damage rolls against such creatures.

*SQ-Wild empathy (Ex):* Cob can improve the attitude of an animal. This ability functions just like a Diplomacy check to improve the attitude of a person. He rolls 1d20 to determine the wild empathy check result. The typical domestic animal has a starting attitude of indifferent, while wild animals are usually unfriendly.

To use wild empathy, Cob and the animal must be able to study each other, which means that they must be within 30 feet of one another under normal visibility conditions. Generally, influencing an animal in this way takes 1 minute, but, as with influencing people, it might take more or less time.

Cob can also use this ability to influence a magical beast with an Intelligence score of 1 or 2, but he takes a -4 penalty on the check.

*Possessions:* studded leather armour, light wooden shield, longsword, shortbow, quiver with 10 arrows.

Lean, tanned, weather-beaten, dishevelled. Quote: "Oh, I don't know, whatever."

## Return to the Keep on the Borderlands

**Third, Warrior Maid of Maruda:** Female human Ftr2; CR 2; Medium humanoid; HD 2d10+2; hp 17; Init +3; Spd 20 ft.; AC 18 (+5 armour, +3 Dex), touch 13, flat-footed 15; Base Atk +2; Grp +5; Atk spear +5 melee (1d8+5/x3) or spear +5 ranged (1d8+4/x3); Full Atk same; Space/Reach: 5 ft./5 ft.; SQ light sensitivity, darkvision 60 ft., does not speak Common; AL LN; SV Fort +4, Ref +3, Will +2; Str 17, Dex 16, Con 12, Int 10, Wis 14, Cha 17.

*Skills and Feats:* Climb +4, Jump +4; Blind-Fight, Endurance, Weapon Focus (spear)

*SQ-Light Sensitivity (Ex):* Third is dazzled in bright sunlight or within the radius of a *daylight* spell.

*SQ-Darkvision (Ex):* Third has darkvision out to 60 ft.

*Possessions:* bronze chainmail, bronze mask, 2 spears.

Very pale skin, green tunic and cloak, wears bronze mask at all times. Quote: "Maruda!"

**Brother Martin:** Male human Clr1; CR 1; Medium humanoid; HD 1d8+1; hp 9; Init +1; Spd 20 ft.; AC 16 (+5 armour, 1 Dex), touch 11, flat-footed 15; Base Atk +0; Grp +1; Atk quarterstaff +1 melee (1d6+1); Full Atk same; Space/Reach: 5 ft./5 ft.; SA turn undead; SQ spells, spontaneous casting; AL LG; SV Fort +4, Ref +1, Will +8; Str 11, Dex 12, Con 13, Int 10, Wis 16, Cha 15.

*Skills and Feats:* Heal +8, Knowledge (religion) +4, Profession (baker) +4, Speak Language (dwarf, elf), Survival +7; Iron Will, Self-Sufficient.

*SA-Turn undead (Su):* Brother Martin can turn or destroy undead creatures 5 times per day as a Clr1; check +2, damage 2d6+3 HD.

*SQ-Spontaneous casting (Sp):* Brother Martin can convert any prepared spell into a *cure* spell of the same level or lower.

*Spells prepared (3/2+1; save DC 13+spell level):* 0-*create water, mending, purify food and drink*; 1st-*bleed, cure light wounds, sanctuary*\*. \*Domain spell. Deity: St. Erkenwald; Domains: Good (casts Good spells as Clr2), Protection (can generate a *protective ward* as a supernatural ability. Grants someone he touches a +1 resistance bonus on his or her next saving throw. Activating this power is a standard action. The protective ward is an abjuration effect with a duration of 1 hour that is usable once per day.).

*Possessions:* chainmail, quarterstaff.

Nondescript; tonsure, simple brown robes, measured voice. Quote: "Let's see what everyone thinks before making a decision."

**Opal:** Female human Clr1; CR 1; Medium humanoid; HD 1d8+2; hp 13; Init +5; Spd 20 ft.; AC 16 (+4 armour, +1 shield, +1 Dex), touch 11, flat-footed 15; Base Atk +0; Grp +2; Atk morningstar +2 melee (1d8+2); Full Atk same; Space/Reach: 5 ft./5 ft.; SQ spells, spontaneous casting; AL N\* (see below); SV Fort +5, Ref +1, Will +5; Str 14, Dex 12, Con 15, Int 13, Wis 15, Cha 12.

*Skills and Feats:* Heal +6, Knowledge (local) +4, Knowledge (nature) +5, Perform (dance) +5, Profession (herbalist) +4; Improved Initiative, Toughness.

*SA-Turn undead (Su):* Opal can turn or destroy undead creatures 4 times per day as a Clr1; check +1, damage 2d6+2 HD.

## Return to the Keep on the Borderlands

*SQ-Spontaneous casting (Sp)*: Opal can convert any prepared spell into a *cure* spell of the same level of lower.

*Spells prepared (3/2+1; save DC 12+spell level)*: 0-*detect magic, light, read magic*; 1st-*cure light wounds\**, *divine favour, obscuring mist*. \*Domain spell. Deity: Unnamed moon god; Domains: Chaos (casts Chaos spells as Clr2), Healing (casts Healing spells a Clr2).

*Possessions*: scale mail, light wooden shield, morningstar

Quiet and calm, verging to giggly and giddy near full moon. Quote: "Where does it hurt?"

**Dubricus d'Ambreville**: Male human Wiz1; CR 1; Medium humanoid; HD 1d4+2 hp 6; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; Base Atk +0; Grp +2; Atk quarterstaff +2 (1d6+3); Full Atk same; Space/Reach: 5 ft./5 ft.; SQ spells; AL CG; SV Fort +2, Ref +1, Will +0; Str 15, Dex 12, Con 15, Int 17, Wis 6, Cha 14.

*Skills and Feats*: Concentration +6, Decipher Script +7, Diplomacy +4, Knowledge (arcana) +7, Knowledge (history) +5, Spellcraft +7; Improved Initiative, Scribe Scroll, Toughness.

*Spells prepared (3/2; save DC 13+spell level)*: 0-*detect magic, light, read magic*; 1st-*colour spray, magic missile*.

*Possessions*: quarterstaff.

*Spellbook*: 0 level (orisons)-all; 1st-*burning hands, identify, magic missile*.

Tall and thin, with a mop of unruly hair and a look of wide-eyed wonder. Quote: "I've got an idea!"

**Aseneth**: Female human Wiz2 (Necromancer); CR 2; Medium humanoid; HD 2d4-6; hp 5; Spd 30 ft.; AC 11 (+1 deflection), touch 11, flat-footed 11; Base Atk +0; Grp -1; Atk dagger -1 melee (1d4-1/19-20); SQ spells; AL NE; SV Fort -3, Ref +0, Will +6; Str 8, Dex 11, Con 5, Int 15, Wis 16, Cha 17.

*Skills and Feats*: Concentration +6, Decipher Script +7, Diplomacy +4, Knowledge (arcana) +7, Knowledge (history) +5, Spellcraft +7; Scribe Scroll, Spell Focus (Necromancy), Toughness.

*Spellbook*: 0 level (orisons)-*arcane mark, daze, detect magic, detect poison, disrupt undead\*, ghost sound, mage hand, mending, message, open/close, prestidigitation, read magic, resistance, touch of fatigue\**; 1st-*cause fear\*, chill touch\*, ray of enfeeblement\*, sleep, unseen servant*.

*Spells prepared (4/3+1; save DC 13+spell level, DC 14+spell level for Necromantic spells)*: 0-*detect magic, disrupt undead\*, read magic, touch of fatigue\**; 1st-*chill touch\* (2), sleep, unseen servant*. \*Necromantic spell. School specialisation: Necromancy; prohibited schools: Evocation, Illusion.

*Possessions*: quarterstaff, arcane scroll with *spectral hand (2)*, *ring of protection +1*.

Dark haired, pale, dresses entirely in black. Quote: "What's the fuss? It's just some dead bodies."

## Return to the Keep on the Borderlands

**"Mouse" (real name: Dudley Talbot):** Male halfling Rog2; CR 2; Small humanoid; HD 2d6+2; hp 11; Spd 20 ft.; AC 14 (+1 Dex), touch 14, flat-footed 10; Base Atk +1; Grp -3; Atk +2 *longtooth dagger* +4 melee (1d4+2/19-20) or dagger +7 ranged (1d3/19-20); SA sneak attack +1d6; SQ trapfinding, evasion; AL CN; SV Fort +2, Ref +8, Will +1 (+3 vs fear); Str 10, Dex 18, Con 12, Int 14, Wis 10, Cha 9.

*Skills and Feats:* Appraise +7, Balance +9, Climb +2, Disable Device +11, Escape Artist +9, Hide +9, Jump +2, Listen +2, Move Silently +11, Open Lock +11, Search +7, Sleight of Hand +9, Tumble +9; Nimble Fingers.

*SA-Sneak attack (Ex):* Mouse's attack deals an extra 1d6 damage any time his target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when Mouse flanks her target. Should Mouse score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

Mouse can sneak attack only living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. Mouse must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. Mouse cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

*SQ-Trapfinding (Ex):* Mouse can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. He can use the Disable Device skill to disarm magic traps.

If Mouse beats a trap's DC by 10 or more with a Disable Device check, he can bypass it (with his party) without disarming it.

*SQ-Evasion (Ex):* Mouse can avoid even magical and unusual attacks with great agility. If he makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage. Evasion can be used only if Mouse is wearing light armor or no armor. A helpless rogue does not gain the benefit of evasion.

*Possessions:* +2 *longtooth dagger*.

Furtive, nervous; small even for a halfling. Quote: "Are you crazy? I'm not going in there."

**Jess:** Female human Rog1; CR 1; Medium humanoid; HD 1d6+1; hp 7; Init +7; Spd 30 ft.; AC 15 (+2 armor, +3 Dex), touch 13, flat-footed 12; Base Atk +0; Grp +1; Atk *shortsword* +1 melee (1d6+1/19-20) or *shortbow* +3 ranged (1d6/x3); Full Atk same; Space/Reach 5 ft./5 ft.; SA Sneak attack +1d6; SQ trapfinding; AL CG; SV Fort +1, Ref +5, Will +0; Str 13, Dex 16, Con 12, Int 14, Wis 10, Cha 12.

*Skills and Feats:* Appraise +4, Bluff +5, Disguise +5, Disable Device +5, Jump +4, Knowledge (local) +6, Open Locks +5, Profession (fisherman) +2, Search +6, Sleight of Hand +9, Survival +2, Tumble +5, Use Rope +9; Deft Hands, Improved Initiative.

*SA-Sneak attack (Ex):* Jess's attack deals an extra 1d6 damage any time her target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when Jess flanks her target. Should Jess score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

## Return to the Keep on the Borderlands

Jess can sneak attack only living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. Jess must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. Jess cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

*SQ-Trapfinding (Ex):* Jess can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. She can use the Disable Device skill to disarm magic traps.

If Jess beats a trap's DC by 10 or more with a Disable Device check, she can bypass it (with her party) without disarming it.

*Possession:* leather armour, shortsword, shortbow, quiver and 20 arrows.

Slim, pretty, competent, quick. Quote: "Feets, don't fail me now!"

## Adventures in Town

### Mendel the Slaver

**Mendel the Merchant (Mendel the Slaver):** Male human Wiz4 (Enchanter); HD 4d4-4; hp 10; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +2; Grp -1; Atk unarmed strike -1 melee (1d3-3 nonlethal) or dart +2 ranged (1d4-3); Full Atk same; Space/Reach 5 ft./5 ft.; SA spells; AL NE; SV Fort +0, Ref +1, Will +5; Str 5, Dex 11, Con 8, Int 18, Wis 13, Cha 16.

*Skills and Feats:* Appraise +5, Balance +0, Bluff +3, Climb -3, Concentration +3, Craft (writing) +4, Diplomacy +6, Disguise +3, Escape Artist +0, Forgery +4, Gather Information +6, Heal +1, Hide +0, Intimidate +6, Jump -3, Knowledge (arcana) +9, Listen +1 (+3 if familiar within arm's reach), Move Silently +0 (+3 if familiar within 1 mile), Profession (merchant) +6, Ride +0, Search +4, Sense Motive +3, Spellcraft +9 (+11 to learn new Enchantment spells), Spot +2 (+4 if familiar within arm's reach), Survival +1, Swim -3, Use Rope +0; Alertness (if familiar within arm's reach), Eschew Materials, Scribe Scroll, Silent Spell, Still Spell.

*Languages:* Common, Draconic, Abyssal, Kobold, Orc.

*Spellbook:* 0 level (cantrips)-*arcane mark, dancing lights, daze\*, detect magic, detect poison, disrupt undead, flare, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue*; 1st-*animate rope, cause fear, charm person\*, comprehend languages, detect undead, expeditious retreat, hypnotism\*, magic missile, sleep\**; 2nd-*daze monster\*, scorching ray, Tasha's hideous laughter\*, touch of idiocy\**.

*Spells prepared* (4+1/4+1/3+1, save DC 14+spell level): 0-*daze\*, resistance, touch of fatigue, message, open/close*; 1st-*charm person\*, expeditious retreat, hypnotism\*, magic missile, sleep\**; 2nd-*Tasha's hideous laughter\*, silenced charm person\*, scorching ray, still sleep\**. \*Enchantment spell. School specialisation: Enchantment; prohibited schools: Conjuraton, Illusion.

*Possessions:* traveller's outfit, scrolls with *ghostform* (TaB)(spl lvl 5<sup>th</sup> caster 9<sup>th</sup>, DC 10, personal, ethereal for 9 minutes), *feign death* (TaB) (spl lvl 3 caster 5<sup>th</sup>, DC 6, touch willing, deathlike for 9 hours), *detect undead, magic missile, potion of comprehend languages*, amulet of controlling undead (spl lvl 7<sup>th</sup> caster 13<sup>th</sup>, once per day, up to 26 HD for 13 minutes), ring enchanted with *conceal alignment* (causes all know alignment spells cast on Mendel to give a false reading of NG), sign of Erishkigal (enables him to command the zombies and skeletons guarding the secret back entrance to the Hidden Temple).

## Return to the Keep on the Borderlands

**Chaan:** Cat familiar; CR ¼; Tiny magical beast; HD 4; hp 5; Init +2; Spd 30 ft.; AC 16 (+2 natural, +2 size, +2 Dex), touch 14, flat-footed 14; Base Atk +2; Grp -10; Atk claw +4 melee (1d2-4); Full atk 2 claws +4 melee (1d2-4) and bite -1 melee (1d3-4); Space/Reach: 2½ ft./0 ft.; SA deliver touch spells; SQ empathic link, improved evasion, low light vision, scent, share spells; AL N; SV Fort +2, Ref +4, Will +5; Str 3, Dex 15, Con 10, Int 2, Wis 12, Cha 7.

*Skills and Feats:* Balance +10, Climb +6, Hide +14\*, Jump +10, Listen +3, Move Silently +6, Spot +3; Weapon Finesse . \*+8 in areas of tall grass or heavy undergrowth. (Note: if Mendel has ranks in a skill and they are better than the familiar's base ranks, the familiar uses his skill ranks – need to figure out what skills Mendel has ranks in.)

*SA-Deliver Touch Spells (Su):* Chaan can deliver touch spells for Mendel. If Mendel and Chaan are in contact at the time Mendel casts a touch spell, he can designate Chaan as the "toucher." Chaan can then deliver the touch spell just as Mendel could. As usual, if Mendel casts another spell before the touch is delivered, the touch spell dissipates.

*SQ-Empathic Link (Su):* Mendel has an empathic link with Chaan out to a distance of up to 1 mile. Mendel cannot see through Chaan's eyes, but they can communicate empathically. Because of the limited nature of the link, only general emotional content can be communicated. Because of this empathic link, Mendel has the same connection to an item or place that Chaan does.

*SQ-Improved Evasion (Ex):* When subjected to an attack that normally allows a Reflex saving throw for half damage, Chaan takes no damage if it makes a successful saving throw and half damage even if the saving throw fails.

*SQ-Share Spells:* At Mendel's option, he may have any spell he casts on himself also affect Chaan. Chaan must be within 5 feet at the time of casting to receive the benefit.

If the spell or effect has a duration other than instantaneous, it stops affecting the familiar if it moves farther than 5 feet away and will not affect Chaan again even if it returns to Mendel before the duration expires. Additionally, Mendel may cast a spell with a target of "You" on Chaan (as a touch range spell) instead of on himself.

Big, fluffy, grey cat.

**Devdas:** Male human Ftr2; CR 2; Medium humanoid; HD 2d10+4; hp 19; Init +1; Spd 20 ft.; AC 18 (+5 armour, +2 shield, +1 Dex), touch 11, flat-footed 17; Base Atk +2; Grp +4; Atk longsword +6 melee (1d8+3/19-20); Full Atk same; Space/Reach: 5 ft./5 ft.; AL LE; SV Fort +5, Ref +1, Will +1; Str 16, Dex 13, Con 15, Int 10, Wis 12, Cha 11.

*Skills and Feats:* Climb +2, Intimidate +4, Jump +2; Cleave, Power Attack, Weapon Focus (longsword).

*Possessions:* chainmail, heavy steel shield, longsword.

**Ohtar:** Female human Ftr2; CR 2; Medium humanoid; HD 2d10+6; hp 21; Init +2; Spd 20 ft.; AC 19 (+5 armour, +2 shield, +2 Dex), touch 12, flat-footed 17; Base Atk +2; Grp +5; Atk longsword +5 melee (1d8+3/19-20); Full Atk same; Space/Reach: 5 ft./5 ft.; AL LE; SV Fort+6, Ref +2, Will +0; Str 17, Dex 14, Con 17, Int 11, Wis 10, Cha 8.

*Skills and Feats:* Climb +2, Jump +2; Dodge, Power Attack, Quick Draw.

*Possessions:* chainmail, heavy steel shield, longsword.

## Return to the Keep on the Borderlands

**Chantel:** Female human Com1; CR 1/3; Medium humanoid; HD 1d4+4; hp6; Init +3; Spd 30ft.; AC 13 (+3 Dex), touch 13, flat-footed 10; Base Atk +0; Grp +0; Atk unarmed strike +0 melee (1d3 nonlethal) or dagger +0 melee (1d4/19-20); Full Atk same; Space/Reach: 5 ft./5 ft.; AL N; SV Fort +4, Ref 3, Will -1; Str 10, Dex 16, Con 18, Int 10, Wis 8, Cha 17.

*Skills and Feats:* Climb +6, Jump +4, Swim +6; Athletic.

**Sascia:** Female human Com1; CR 1/3; Medium humanoid; HD 1d4+1; hp 3; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; Base Atk +0; Grp -1; Atk unarmed strike -1 melee (1d3-1 nonlethal) or dagger -1 melee (1d4-1/19-20); Full Atk same; Space/Reach: 5 ft./5 ft.; AL N; SV Fort +1, Ref +2, Will -2; Str 9, Dex 15, Con 12, Int 12, Wis 6, Cha 18.

*Skills and Feats:* Handle Animal +10, Listen +2, Ride +9, Spot +2; Animal Affinity.

### The Assassin's Challenge

**Tomas:** Male human Rog5/Asn2; CR 7; Medium humanoid; HD 7d6+7; hp 31; Init +2; Spd 30 ft.; AC 15 (+3 armour, +2 Dex), touch 12, flat-footed 15; Base Atk +4; Grp +5; Atk +1 rapier +7 melee (1d6+2/18-20) or dagger of venom +6 melee (1d4+2/19-20 plus *poison* once per day at DC 14) or light crossbow +6 ranged (1d8/19-20) or dagger +6 ranged (1d4+1/19-20); Full Atk same; Space/Reach: 5 ft./5 ft.; SA sneak attack +4d6, death attack, poison use, spells; SQ trapfinding, evasion, trap sense +1, uncanny dodge, improved uncanny dodge, +1 save against poison; AL LE; SV Fort +2, Ref +9, Will +2; Str 13, Dex 15, Con 12, Int 16, Wis 12, Cha 16.

*Skills and Feats:* Climb +11, Bluff +13, Diplomacy +13, Disable Device +12, Disguise +13, Hide +17, Intimidate +13, Move Silently +12, Open Locks +12, Spot +11, Survival +3, Use Rope +12; Combat Expertise, Improved Feint, Improved Trip, Weapon Finesse.

*SA-Sneak attack (Ex):* Tomas's attack deals an extra 4d6 damage any time his target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when Tomas flanks his target. Should he score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

Tomas can sneak attack only living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. Tomas must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. Tomas cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

*SA-Death attack (Ex):* If Tomas studies his victim for 3 rounds and then makes a sneak attack with a melee weapon that successfully deals damage, the sneak attack has the additional effect of possibly either paralyzing or killing the target (Tomas' choice). While studying the victim, Tomas can undertake other actions so long as his attention stays focused on the target and the target does not detect the assassin or recognize the assassin as an enemy. If the victim of such an attack fails a Fortitude save (DC 20) against the kill effect, she dies. If the saving throw fails against the paralysis effect, the victim is rendered helpless and unable to act for 1d6+7 rounds. If the victim's saving throw succeeds, the attack is just a normal sneak attack. Once the assassin has completed the 3 rounds of study, he must make the death attack within the next 3 rounds.

## Return to the Keep on the Borderlands

If a death attack is attempted and fails (the victim makes her save) or if Tomas does not launch the attack within 3 rounds of completing the study, 3 new rounds of study are required before he can attempt another death attack.

*SA-Poison use (Ex):* Assassins are trained in the use of poison and never risk accidentally poisoning themselves when applying poison to a blade.

*SQ-Trapfinding (Ex):* Tomas can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. He can use the Disable Device skill to disarm magic traps.

If Tomas beats a trap's DC by 10 or more with a Disable Device check, he can bypass it (with his party) without disarming it.

*SQ-Evasion (Ex):* Tomas can avoid even magical and unusual attacks with great agility. If he makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage. Evasion can be used only if Tomas is wearing light armour or no armour. A helpless rogue does not gain the benefit of evasion.

*SQ-Trap sense (Ex):* Tomas has a +1 bonus on Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks made by traps.

*SQ-Uncanny dodge (Ex):* Tomas retains his Dexterity bonus to AC even if he is caught flat-footed or struck by an invisible attacker. However, he still loses his Dexterity bonus to AC if immobilised.

*SQ-Improved uncanny dodge (Ex):* Tomas cannot be flanked.

This defence denies another rogue the ability to sneak attack Tomas by flanking him, unless the attacker has at least 11 rogue levels.

*Spells known (2; save DC 14):* 1st-*feather fall, sleep, true strike*.

*Possessions:* +1 rapier, +1 leather armour, dagger of venom, cloak of elvenkind, 7 daggers, light crossbow, quiver with 20 quarrels coated with blue whinnis poison (Injury DC 14, initial 1 Con, secondary unconsciousness), three vials of blue whinnis poison, masterwork thieves' tools, four flasks of alchemists' fire, 50 ft. silk rope, grappling hook, hammer, 10 pitons, two flasks of oil, flint and steel, 75 pp, 150gp, black opal (1000gp value).

**Holga:** Female human Wiz6; CR 6; Medium humanoid; HD 6d4+9; hp 23; Init +5; Spd 30 ft.; AC 14 (+2 armour, +1 Dex, +1 deflection), touch 12, flat-footed 13; Base Atk +3; Grp +2; Atk +2 *dagger* +2 *melee* (1d4+1/19-20) or *dart* +4 *ranged* (1d4-1); Full Atk same; Space/Reach: 5 ft./5 ft.; SA spells; SQ fire resistance 10, *nondetection*; AL NE; SV Fort +3, Ref +3, Will +7; Str 9, Dex 13, Con 12, Int 16, Wis 15, Cha 17.

*Skills and Feats:* Decipher Script +12, Diplomacy +6, Knowledge (arcana) +12, Move Silently +6, Perform (dance) +6, Profession (herbalist) +4, Spellcraft +12; Eschew Materials, Improved Initiative, Scribe Scroll, Spell Mastery (*fireball*), Toughness.

*Spells prepared (4/4/4/3; save DC 13+spell level):* 0-*detect magic, flare, message, read magic*; 1st-*burning hands, charm person, magic missile, shield*; 2nd-*detect thoughts, invisibility, knock, web*; 3rd-*fireball, hold person, lightning bolt*.

*Spellbook:* 0-all cantrips; 1st-*burning hands, charm person, identify, magic missile, mount, magic aura, shield*; 2nd-*bull's strength, detect thoughts, invisibility, knock, levitate, minor image, web*; 3rd-*fireball, gaseous form, hold person, lightning bolt, sepia snake sigil*.

## Return to the Keep on the Borderlands

*Possessions: bracers of armour +2, ring of protection +1, +2 dagger, 12 darts, boots of elvenkind, ring of minor fire resistance, dust of disappearance (3 doses), amulet of proof against detection and location, scroll with minor image, invisibility x2, web x2, gaseous form.*

### Sir Robin

**Sir Robin:** Male human Brd3; CR 3; Medium humanoid; HD 3d6; hp 12; Init +4; Spd 30 ft.; AC 14 (+4 Dex), touch 14, flat-footed 10; Base Atk +2; Grp +2; Atk darts +6 ranged (1d4); Full Atk same; Space/Reach: 5 ft./5 ft.; SA spells, *fascinate*; SQ bardic music, bardic knowledge, countersong, inspire courage, inspire competence; AL CN; SV Fort +1, Ref +9, Will +4; Str 10, Dex 18, Con 11, Int 13, Wis 12, Cha 16.

*Skills and Feats:* Bluff +9, Diplomacy +9, Escape Artist +10, Gather Information +9, Perform (lute) +9, Perform (whistle-pipes) +9, Perform (kazoo) +9, Sleight of Hand +10; Dodge, Lightning Reflexes, Run.

*Spells known (3/2; save DC 13+spell level):* 0-*dancing lights, flare, ghost sound, light, open/close, prestidigitation; 1st-silent image, unseen servant, ventriloquism*

*SQ-Bardic Music:* 3 times per day, Sir Robin can use his song or poetics to produce magical effects on those around him (usually including himself, if desired).

Starting a bardic music effect is a standard action. Some bardic music abilities require concentration, which means Sir Robin must take a standard action each round to maintain the ability. Even while using bardic music that doesn't require concentration, he cannot cast spells, activate magic items by spell completion (such as scrolls), or activate magic items by magic word (such as wands). Just as for casting a spell with a verbal component, a deaf bard has a 20% chance to fail when attempting to use bardic music. If he fails, the attempt still counts against his daily limit.

*Countersong (Su):* Sir Robin can use his music or poetics to counter magical effects that depend on sound (but not spells that simply have verbal components). Each round of the countersong, he makes a Perform check. Any creature within 30 feet of the bard (including the bard himself) that is affected by a sonic or language-dependent magical attack may use the bard's Perform check result in place of its saving throw if, after the saving throw is rolled, the Perform check result proves to be higher. If a creature within range of the countersong is already under the effect of a noninstantaneous sonic or language-dependent magical attack, it gains another saving throw against the effect each round it hears the countersong, but it must use the bard's Perform check result for the save. Countersong has no effect against effects that don't allow saves. The bard may keep up the countersong for 10 rounds.

*Fascinate (Sp):* Sir Robin can use his music or poetics to cause one creature to become fascinated with him. Each creature to be fascinated must be within 90 feet, able to see and hear Sir Robin, and able to pay attention to him. Sir Robin must also be able to see the creature. The distraction of a nearby combat or other dangers prevents the ability from working.

To use the ability, Sir Robin makes a Perform check. His check result is the DC for each affected creature's Will save against the effect. If a creature's saving throw succeeds, the bard cannot attempt to fascinate that creature again for 24 hours. If its saving throw fails, the creature sits quietly and listens to the song, taking no other actions, for as long as the bard continues to play and concentrate (up to a maximum of 1 round per bard level). While fascinated, a target takes a -4 penalty on skill checks made as reactions, such as Listen and Spot checks. Any potential threat requires the bard to make another Perform check and allows the creature a new saving throw against a DC equal to the new Perform check result.

## **Return to the Keep on the Borderlands**

Any obvious threat, such as someone drawing a weapon, casting a spell, or aiming a ranged weapon at the target, automatically breaks the effect. *Fascinate* is an enchantment (compulsion), mind-affecting ability.

*Inspire Courage (Su)*: Sir Robin can use song or poetics to inspire courage in his allies (including himself), bolstering them against fear and improving their combat abilities. To be affected, an ally must be able to hear Sir Robin sing. The effect lasts for as long as the ally hears Sir Robin sing and for 5 rounds thereafter. An affected ally receives a +1 morale bonus on saving throws against charm and fear effects and a +1 morale bonus on attack and weapon damage rolls. *Inspire courage* is a mind-affecting ability.

*Inspire Competence (Su)*: Sir Robin can use his music or poetics to help an ally succeed at a task. The ally must be within 30 feet and able to see and hear the bard. Sir Robin must also be able to see the ally.

The ally gets a +2 competence bonus on skill checks with a particular skill as long as he or she continues to hear the bard's music. Certain uses of this ability are infeasible. The effect lasts as long as Sir Robin concentrates, up to a maximum of 2 minutes. Sir Robin can't inspire competence in himself. *Inspire competence* is a mind-affecting ability.

*SQ-Bardic Knowledge (Ex)*: Sir Robin may make a special bardic knowledge check with a +2 bonus to see whether he knows some relevant information about local notable people, legendary items, or noteworthy places.

A successful bardic knowledge check will not reveal the powers of a magic item but may give a hint as to its general function. Sir Robin may not take 10 or take 20 on this check; this sort of knowledge is essentially random.

*Possessions*: 3 darts, lute, silver whistle-pipes, kazoo, thieves' tools, entertainer's outfit.

## Return to the Keep on the Borderlands

### The Wilderness

#### **Bandits**

**Bandits** (4) (see Caves of Chaos B2) medium humanoid; Rog 1; HD 1d6+1; hp 5,6,7; AC 15 (+3 armour, +2 Dex), touch 12, flat-footed 13; Base Atk +0; Grp +1; Atk melee +1 shortsword (1d6+1(19-20/X2) +0 bab +1 mwss), ranged +2 thrown dagger (1d4+1(19-20/X2) +0 bab +2 DX); SA sneak attack +1d6, trapfinding; SV Fort +1, Ref +4, Will +0; Str 12, Dex 15, Con 13, Int 14, Wis 10, Cha 8.

Skills(4/2) and feats: Hide, Listen, Search, Spot; Alertness, Improved Initiative

*Possessions:* masterwork studded leather armour, masterwork shortsword, 3 daggers, 10gp

Skill points: Rogue 45/Feat 2

**Bandit leader** (1) (see Caves of Chaos B2) medium humanoid; Rog 2; HD 2d6+2; hp 11; AC 15 (+3 armour, +2 Dex), touch 12, flat-footed 13; Init +6 (+2 Dex +4 feat); Spd 30 ft.; Base Atk +1; Grp +2; Atk melee +3 shortsword (1d6+1(19-20/X2)) +1 bab +1 mwss +1 ST), ranged +3 shortbow (1d6 (X3) +1 bab +2 DX), ranged +3 thrown dagger (1d4+1(19-20/X2) +1 bab +2 DX); SA sneak attack +1d6, trapfinding; SQ evasion; SV Fort +1, Ref +5, Will +0; Str 12, Dex 15, Con 13, Int 14, Wis 10, Cha 8.

Skills(5/2.5) and Feats: Hide, Listen, Search, Spot; Alertness, Improved Initiative

*Possessions:* masterwork studded leather armour, masterwork shortsword, 3 daggers, shortbow, quiver and arrows, 120gp.

Skill points: Rogue 55/Feat 2

**Halfling brigands:** see B5 below.

#### **The Bee Man (EL 7)**

**The Bee Man:** Male human Drd7; CR 7; Medium humanoid; HD 7d8+7; hp 43; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; Base Atk +5; Grp +5; Atk *scimitar of fear* +6 melee (1d6+1/18-20); SA spells, spontaneous casting; SQ resist nature's lure, trackless step, wild shape (3/day), wild empathy, woodland stride; AL CN; SV Fort +7, Ref +5, Will +10; Str 10, Dex 14, Con 13, Int 14, Wis 18, Cha 11.

*Skills and Feats:* Concentration +11, Craft (alchemy) +15, Diplomacy +5; Handle Animal +5; Knowledge (nature) +12; Listen +11; Spellcraft +12; Spot +11; Survival +14; Alertness, Craft Wondrous Item, Natural Spell, Skill Focus (Craft [alchemy]).

*SA-Spontaneous Casting:* The Bee Man can "lose" a prepared spell in order to cast any *summon nature's ally* spell of the same level or lower.

*SQ-Wild Empathy (Ex):* The Bee Man can improve the attitude of an animal. This ability functions just like a Diplomacy check made to improve the attitude of a person. The druid rolls 1d20+7 to determine the wild empathy check result.

The typical domestic animal has a starting attitude of indifferent, while wild animals are usually unfriendly.

## Return to the Keep on the Borderlands

To use wild empathy, the druid and the animal must be able to study each other, which means that they must be within 30 feet of one another under normal conditions. Generally, influencing an animal in this way takes 1 minute but, as with influencing people, it might take more or less time.

The Bee Man can also use this ability to influence a magical beast with an Intelligence score of 1 or 2, but he takes a -4 penalty on the check.

*SQ-Woodland Stride (Ex):* The Bee Man may move through any sort of undergrowth (such as natural thorns, briars, overgrown areas, and similar terrain) at his normal speed and without taking damage or suffering any other impairment. However, thorns, briars, and overgrown areas that have been magically manipulated to impede motion still affect him.

*SQ-Trackless Step (Ex):* The Bee Man leaves no trail in natural surroundings and cannot be tracked. He may choose to leave a trail if so desired.

*SQ-Resist Nature's Lure (Ex):* The Bee Man gains a +4 bonus on saving throws against the spell-like abilities of fey.

*SQ-Wild Shape (Su):* The Bee Man can turn himself into any Small or Medium animal and back again 3 times per day. His options for new forms include all creatures with the animal type. This ability functions like the *polymorph* spell, except as noted here. The effect lasts for 7 hours, or until he changes back. Changing form (to animal or back) is a standard action and doesn't provoke an attack of opportunity.

The form chosen must be that of an animal the druid is familiar with.

The Bee Man loses his ability to speak while in animal form because he is limited to the sounds that a normal, untrained animal can make, but he can communicate normally with other animals of the same general grouping as his new form.

*Spells prepared (6/5/4/3/2, save DC 14+spell level):* 0-*detect magic, detect poison, know direction, purify food and drink, read magic, resistance*; 1st-*entangle, longstrider, magic fang, obscuring mist, produce flame*; 2nd-*barkskin, bull's strength, heat metal, resist energy*; 3rd-*cure moderate wounds, dominate animal, poison*; 4th-*dispel magic, flame strike*.

*Possessions:* *cloak of resistance +1* (appears as a mangy cloak, radiates magic if detected for), *scimitar of fear*.

### **Bulette (EL 7)**

Bulette: hp 94 – see *Monster Manual* page 30; although blind, its tremorsense means that it is hardly hindered at all.

### **Caravan**

Possibly Mendel the Slaver, Missing Caravan, or Attacked Caravan

## Return to the Keep on the Borderlands

### **Giant Frogs**

**Giant Frogs (1 or 2d3, up to 30):** Medium magical beast; CR ?; HD 3d10+12; hp 31; Init +0; Spd 20 ft.; AC 14 (+4 natural), touch 10, flat-footed 14; Base Atk +3; Grp +7; Atk +7 melee (2d6+6, bite) or +2 melee (grapple, tongue); Full Atk +7 melee (2d6+6, bite) and +2 melee (grapple, tongue); Space/Reach 5 ft./5 ft. (10 ft. with tongue); SA Improved grab, swallow whole; SQ Darkvision 60 ft.; AL N; SV Fort +7, Ref +3, Will +0; Str 18, Dex 11, Con 18, Int 2, Wis 9, Cha 6.

*Skills and Feats:* Hide +4, Listen +1; Spot +3; Alertness, Toughness.

*SA-Improved Grab (Ex):* If a giant frog hits an opponent that is Medium size or smaller with a tongue attack, it attempts to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it has the option to conduct the grapple normally, or simply use its tongue to hold the opponent (-20 penalty on grapple check, but the giant frog is not considered grappled). In either case, the opponent is pulled into its mouth on the same round for a bite attack.

*SA-Swallow Whole (Ex):* If the giant frog begins its turn with an opponent of Small size or smaller held in its mouth, it can attempt a new grapple check (as though attempting to pin the opponent). If it succeeds, it swallows its prey and the opponent takes bite damage. A swallowed creature is considered to be grappled, while the giant frog is not. A swallowed creature can try to cut its way free with any light slashing or piercing weapon to deal 10 points of damage to the giant frog's interior (AC 14), or it can just try to escape the grapple. If the swallowed creature escapes the grapple, success puts it back in the attacker's mouth (still grappled), where it may be bitten or swallowed again. The giant frog can swallow only one Small creature, four Tiny creatures, sixteen Diminutive creatures, or thirty-two Fine creatures at a time.

### **Gnolls**

Gnolls (males, warriors) (30): hp 12, CR 1 – see *Monster Manual* page ?.  
Gnolls (females, guards) (15): hp 10, CR 1 – see *Monster Manual* page ?.  
Ashur, Ninurta, Tammuz (flinds)

Hyenas (6): hp 13, CR 1 – see *Monster Manual* page ?.

### **Harpy**

Harpy: hp 31, CR 4 - see *Monster Manual* page 150.  
One harpy is EL 4; two harpies are EL 6; three harpies are EL 7.

### **Leeches**

## Return to the Keep on the Borderlands

### **Leucrotta**

**Leucrotta:** CR 4; Large magical beast; HD 6d10+12; hp 45; Init +4; Spd 40 ft.; AC 16 (-1 size, +4 Dex, +3 natural), touch 13, flat-footed 12; Base Atk +6; Grp +10; Atk bite +9 melee (2d8+6); Full atk same; Space/Reach: 10 ft./5 ft.; SA sundering bite, parting kick 1d6+4; SQ mimicry, stench; AL CE; SV Fort +7, Ref +9, Will +3; Str 19, Dex 19, Con 15, Int 10, Wis 12, Cha 11.

*Skills and Feats:* Bluff +15, Hide +4\*, Listen +11, Spot +7; Dodge, Mobility, Skill Focus (Bluff).

\*Due to its colouration, a leucrotta gains a +6 racial bonus to Hide in ruins and rocky, broken terrain.

*SA-Sundering bite (Ex):* Any time a leucrotta successfully bites a target who is wearing armour or using a shield, it automatically makes a sunder attack as a free action. This attack does not provoke an attack of opportunity. The sundering attack always affects any shield used, until destroyed, and then any armour being worn. In any case, the bite still inflicts normal damage to the target as well.

*SA-Parting kick (Ex):* A leucrotta may make a parting attack with its rear legs as a free action if it then double-moves away from melee, and still provokes no attacks of opportunity in doing so. This mule-like kick is a +4 melee attack which does 2d6+6 points of damage to its target if successful.

*SQ-Mimicry (Ex):* Leucrotta can mimic the sounds or voice of virtually any humanoid or beast it might have heard. A leucrotta may make a Bluff check (opposed to a Listen check) to fool a listener into thinking that he or she has actually heard whatever the leucrotta desires (perhaps an endangered comrade, a wounded child or animal, etc).

*SQ-Stench (Ex):* Leucrotta smell of rotting flesh and have incredibly bad breath. Any creature that enters a leucrotta lair must immediately make a Fortitude save (DC 15) or be helpless with gagging for 1d4 rounds, assuming the creature has an olfactory sense. A creature with the scent ability suffers a -2 circumstance penalty to this save.

The leucrotta is a creature of hideous appearance and worse temperament that haunts deserted places, seeking to lure prey with its remarkable ability to mimic sounds. The ugliness of leucrotta is legendary, which makes the fact that they haunt desolate regions a blessing in more ways than one. They generally reside in deep, treacherous ravines and rocky spires and are as surefooted as mountain goats. Caves, old abandoned towers, or hollowed out deadfalls are the preferred lairs for these disgusting creatures.

The average leucrotta stands almost 7 feet at the shoulder and can reach a length of 9 feet at maturity. The body resembles that of a stag, with a leonine, tufted tail and cloven hooves. Its head resembles that of an enormous badger, but instead of teeth it has sharp, jagged bony ridges of a sickly grey hue. The body is tan, with the neck gradually darkening until the fur turns black at the head. Its eyes glow with a feral red light. It is normally extremely difficult to identify leucrotta tracks as such, since they are virtually identical to those of a great stag.

#### COMBAT

The leucrotta is very sly and uses its mimicry ability to lure its intended prey to within striking distance. It hunts humans, humanoids, and beasts alike. Most leucrotta know a smattering of basic phrases and expressions in many humanoid tongues, to better enable them to mimic language.

Once a leucrotta renders an opponent helpless, it will generally survey the area to make sure no other enemies are nearby, attacking viciously if it spots other intruders. This is particularly the case if it can see or knows of another opponent nearby. Leucrotta will usually give brief chase to an enemy or to other prey, but will never leave sight of any prey already taken.

## Return to the Keep on the Borderlands

### Lizard Men

Lizardmen (1 or 10): hp 11, CR 1 – see *Monster Manual* page ?.  
Juvenile lizard men

### Pilgrims

(Conversion by Robert J Schwalb)

**Bhut (“Brother Mathias”):** CR 5; Medium humanoid (shapechanger); HD 7d8+7; hp 35; init +0; Spd 30 ft.; AC 16 (+6 natural), touch 10, flat-footed 16; Base Atk +?; Grp +?; Atk bite +6 melee (1d6+1 plus numbing); Full atk bite +6 melee (1d6+1 plus numbing) and 2 claws +1 melee (1d4); Space/Reach: 5 ft./ 5 ft.; SA numbing bite; SQ masked alignment, darkvision 60 ft., undead immunities, DR 5/magic, *bless* vulnerability; AL LE; SV Fort+8, Ref+7, Will+7; Str 12, Dex 11, Con 13, Int 12, Wis 11, Cha 12.

*Skills and Feats:* Bluff +8, Knowledge (local) +8, Hide +5, Listen +3, Move Silently +5, Spot +2; Great Fortitude, Iron Will, Lightning Reflexes.

*SA–Numbing Bite (Ex):* Any time that the Bhut successfully inflicts damage with its bite attack, the victim must pass a Fortitude Save DC 15 or be Flat-footed until their next action, and are affected as if Shaken for 1d4 rounds. Shaken is a mild fear effect that imposes a –2 morale penalty to attack rolls, checks, and saving throws.

*SQ–Masked Alignment (Sp):* At all times, the Bhut’s intentions are shrouded by a strange and magical aura. Any attempt to penetrate this field with a Detect Evil, or Law, or any other type of alignment analysis spells, will fail. Results will always be “None detected”.

*SQ–Undead Immunities:* Although not undead creatures, the Bhut enjoys some of the benefits as if it were undead. Thus, the Bhut is immune to poison, sleep, paralysis, stunning, disease, death effects, necromantic effects, and they ignore mind-influencing effects (such as charms, compulsions, &c.) They are however subject to critical hits, subdual damage, ability point damage, ability point drain and energy drain. Likewise, as they have a Constitution score, spells and effects that target Constitution do affect them.

*SQ–Bless Vulnerability:* Any weapon that has been enhanced by a *bless* spell and hits the Bhut successfully, forces the Bhut to make an immediate Fortitude Save where the DC is equal to 10 + the damage dealt. Failure indicates death.

When the sun is in the sky, the bhuts (bah HOOTS) appear to be average humans, simple and unremarkable. However, when the sun sets, their true forms are revealed. What was once supple flesh grows dry and scaly, their hair lengthens and tangles, becoming a mat of greasy mess. Nails twist into wicked talons, while fangs emerge from their blackening gums. Neither a lycanthrope, nor Undead, the Bhut is simply a terror that plagues frontier villages, whose source remains shrouded in mystery.

### Shambling Mound (EL 6)

Shambling mound: hp 60, CR 6 - see *Monster Manual* page 222.

### Spiders

Small Monstrous Spiders (12): hp 4, CR ½ – see *Monster Manual* page 288.

### Stirges

Stirges (2d4): hp 5, CR ½ – see *Monster Manual* page 236.

## ***The Shy Tower***

### ***Will-o'-Wisp (EL 6)***

Will-o'-Wisp: hp 40, CR 6 - see *Monster Manual* page 255.

### ***Wolf Spiders***

Medium Monstrous Spiders (1 or 1d4): hp 11, CR 1 – see *Monster Manual* page 288.

### ***Zombies***

Zombies (12) – human commoner zombies: hp 16, CR ½ – see *Monster Manual* page 265.

Skeletons (24) – human warrior skeletons: hp 6, CR 1/3 – see *Monster Manual* page 225.

## The Caves of Chaos

### ***Cave A: Kobolds***

#### **A1. Entrance**

Rot grubs

#### **A2. Spiderweb trap**

#### **A3. Kobold Common**

Boulder trap

Kobolds War1 (20): hp 4, CR ¼ - see *Monster Manual* page 161.

Atk +1 melee (shortsword 1d4-1/19-20 or spear 1d6-1/x3 or dagger 1d3-1/19-20 or club 1d4-1) or +3 ranged (spear 1d6-1/x3 or dagger 1d3-1/19-20 or javelin 1d4-1).

#### **A4. Priceless Hoard?**

#### **A5. Court of the Kobold King**

#### **A6. Kobold Lair**

All kobolds surviving from A3 plus 1d10 more

### ***Cave B: Bandit Lair***

#### **B1. Entrance**

#### **B2. Guard Post**

Bandits (3) medium humanoid; Rog 1; HD 1d6+1; hp 5,6,7; AC 15 (+3 armour, +2 Dex), touch 12, flat-footed 13; Base Atk +0; Grp +1; Atk melee +1 shortsword (1d6+1(19-20/X2) +0 bab +1 mwss), ranged +2 thrown dagger (1d4+1(19-20/X2) +0 bab +2 DX); SA sneak attack +1d6, trapfinding; SV Fort +1, Ref +4, Will +0; Str 12, Dex 15, Con 13, Int 14, Wis 10, Cha 8.

Skills and feats: Hide, Listen, Search, Spot, Alertness, Improved Initiative

*Possessions:* masterwork studded leather armour, masterwork shortsword, 3 daggers, 100gp.

Skill points: Rogue 45/Feat 2

#### **B3. Storage Room**

## Return to the Keep on the Borderlands

### B4. Feasting Area

Bandits (5) (same as B2)

Bandit leader (1); medium humanoid; Rog 2; HD 2d6+2; hp 11; AC 15 (+3 armour, +2 Dex), touch 12, flat-footed 13; Init +6 (+2 Dex +4 feat); Spd 30 ft.; Base Atk +1; Grp +2; Atk melee +3 shortsword (1d6+1(19-20/X2)) +1 bab +1 mwss +1 ST) ranged +3 thrown dagger (1d4+1(19-20/X2) +1 bab +2 DX) SA sneak attack +1d6, trapfinding; SQ evasion; SV Fort +1, Ref +5, Will +0; Str 12, Dex 15, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats: Hide, Listen, Search, Spot, Alertness, Improved Initiative

*Possessions:* masterwork studded leather armour, masterwork shortsword, 3 daggers, 1200gp.

Skill points/feats: Rogue 55/Feat 2

### B5. Sleeping Area (EL 8)

**Halfling brigands (8):** Male halfling Rog2; CR 2; Small humanoid; HD 2d6+2; hp 11; Init +7; Spd 20ft.; AC 16 (+2 armour, +1 size, +3 Dex), touch 14, flat-footed 14; Base Atk +1; Grp -3; Atk: masterwork shortsword +2 melee (1d4/19-20) or masterwork dagger +6 ranged (1d3/19-20) or masterwork shortbow +5 ranged (1d4/x3); Full Atk same; Space/Reach: 5 ft./5 ft.; SA sneak attack +1d6; SQ trapfinding, evasion; AL CE; SV Fort +2, Ref +6, Will +1; Str 10, Dex 17, Con 13, Int 14, Wis 10, Cha 8.

*Skills and Feats:* (50/1) Climb, Jump, Listen, Move Silently, Search, Spot; Improved Initiative.

*SA-Sneak attack (Ex):* A rogue's attack deals an extra 1d6 damage any time his target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when A rogue flanks her target. Should A rogue score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

A rogue can sneak attack only living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. A rogue must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. A rogue cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

*SQ-Trapfinding (Ex):* A rogue can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. He can use the Disable Device skill to disarm magic traps.

If a rogue beats a trap's DC by 10 or more with a Disable Device check, he can bypass it (with his party) without disarming it.

*Possessions:* masterwork leather armour, masterwork shortbow, masterwork shortsword, masterwork dagger.

(halfling: +1 saves; +1 attack with thrown weapon; +2 climb, +2 jump, +2 listen, +2 move silently)

### B6. Halfling Highwaymen

## Return to the Keep on the Borderlands

### B7. Catbird, Nore and Orm the Worm

**The Catbird:** Male human Rog4; CR 4; Medium humanoid; HD 4d6; hp 15; Init +4; Spd 30 ft.; AC 18 (+4 armour, +4 Dex), touch 14, flat-footed 18; Base Atk +3; Grp +6; Atk +1 *rapier* +7 melee (1d6+4/18-20); Full Atk same; Space/Reach: 5 ft./5 ft.; SA sneak attack +2d6; SQ trapfinding, evasion, trap sense +1, uncanny dodge; AL LN; SV Fort +1, Ref +10, Will -2; Str 16, Dex 18, Con 10, Int 12, Wis 5, Cha 15.

+3 *Skills and Feats:* Balance +11, Bluff +9, Climb +10, Diplomacy +9, Disguise +9, Intimidate +9, Jump +10, Knowledge (nobility and royalty) +4, Swim +10, Tumble +11; Lightning Reflexes, Power Attack, Quick Draw.

*SA-Sneak attack (Ex):* The Catbird's attack deals an extra 2d6 damage any time his target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when The Catbird flanks his target. Should he score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

The Catbird can sneak attack only living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. The Catbird must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. The Catbird cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

*SQ-Trapfinding (Ex):* The Catbird can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. He can use the Disable Device skill to disarm magic traps.

If the Catbird beats a trap's DC by 10 or more with a Disable Device check, he can bypass it (with his party) without disarming it.

*SQ-Evasion (Ex):* The Catbird can avoid even magical and unusual attacks with great agility. If he makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage. Evasion can be used only if the Catbird is wearing light armour or no armour. A helpless rogue does not gain the benefit of evasion.

*SQ-Trap sense (Ex):* The Catbird has a +1 bonus on Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks made by traps.

*SQ-Uncanny dodge (Ex):* The Catbird retains his Dexterity bonus to AC even if he is caught flat-footed or struck by an invisible attacker. However, he still loses his Dexterity bonus to AC if immobilised.

*Possessions:* +1 *rapier*, +1 *studded leather armour*, 1d10sp, 1d10gp, silver necklace set with gems (worth 400gp).

Dressed like a dashing court dandy, misplaced sense of chivalry.

**Nore:** Female human Rog3; CR 3; Medium humanoid; HD 3d6+3; hp 15; Init +7; Spd 30 ft.; AC 13 (+3 Dex), touch 13, flat-footed 10; Base Atk +2; Grp +3; Atk shortsword +3 melee (1d6+2/19-20) or shortbow +5 ranged (1d6/x3) ; Full Atk same; Space/Reach: 5 ft./5 ft.; SA sneak attack +2d6; SQ trapfinding, evasion, trap sense +1; AL N; SV Fort +2, Ref +7, Will +1; Str 12, Dex 17, Con 13, Int 13, Wis 10, Cha 15.

## Return to the Keep on the Borderlands

*Skills and Feats:* Bluff +8, Diplomacy +8, Disable Device +11, Escape Artist +9, Gather Information +8, Open Locks +14, Search +7, Sense Motive +8, Spot +6, Use Rope +9; Improved Initiative, Nimble Fingers, Skill focus (Open Locks).

*SA-Sneak attack (Ex):* Nore's attack deals an extra 2d6 damage any time her target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when Nore flanks her target. Should she score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

Nore can sneak attack only living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. Nore must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. Nore cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

*SQ-Trapfinding (Ex):* Nore can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. She can use the Disable Device skill to disarm magic traps.

If Nore beats a trap's DC by 10 or more with a Disable Device check, she can bypass it (with her party) without disarming it.

*SQ-Evasion (Ex):* Nore can avoid even magical and unusual attacks with great agility. If she makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, she instead takes no damage. Evasion can be used only if Nore is wearing light armour or no armour. A helpless rogue does not gain the benefit of evasion.

*SQ-Trap sense (Ex):* Nore has a +1 bonus on Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks made by traps.

*Possessions:* shortbow, shortsword, *ring of minor displacement* (same as a *cloak*), silver earring set with blue sapphire (worth 300gp), blue silk gown (worth 80gp).

Dressed like a dashing noble lady in distress.

**Orm the Worm:** Male human Rog3; CR 3; Medium humanoid; HD 3d6+6; hp 18; Init +4; Spd 30 ft.; AC 16 (+2 armour, +4 Dex), touch 14, flat-footed 12; Base Atk +2; Grp +4; Atk shortsword +6 melee (1d6+2/19-20) or dagger +6 melee (1d4+2/19-20) or darts +7 ranged (1d4+3) when within 30 ft. or dagger +7 ranged (1d4+3/19-20) when within 30 ft.; Full Atk same; Space/Reach: 5 ft./5 ft.; SA sneak attack +2d6; SQ trapfinding, evasion, trap sense +1; AL CN; SV Fort +3, Ref +8, Will +3; Str 14, Dex 18, Con 15, Int 8, Wis 14, Cha 4.

*Skills and Feats:* Escape Artist +10, Hide +12, Listen +8, Move Silently +12, Open Lock +10, Sleight of Hand +10, Spot +8, Tumble +10; Point Blank Shot, Stealthy, Weapon Finesse.

*SA-Sneak attack (Ex):* Orm's attack deals an extra 2d6 damage any time his target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when Orm flanks his target. Should he score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

Orm can sneak attack only living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. Orm must be able to see the target well enough to pick out a

## **Return to the Keep on the Borderlands**

vital spot and must be able to reach such a spot. Orm cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

*SQ-Trapfinding (Ex):* Orm can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. He can use the Disable Device skill to disarm magic traps.

If Orm beats a trap's DC by 10 or more with a Disable Device check, he can bypass it (with his party) without disarming it.

*SQ-Evasion (Ex):* Orm can avoid even magical and unusual attacks with great agility. If he makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage. Evasion can be used only if Orm is wearing light armour or no armour. A helpless rogue does not gain the benefit of evasion.

*SQ-Trap sense (Ex):* Orm has a +1 bonus on Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks made by traps.

*Possessions:* leather armour, 3 darts, dagger, shortsword, 2d10sp, 3d10gp, golden ring with a flawed topaz (worth 200gp), platinum medallion on a thin silver chain (worth 100gp), tarnished bracelet set with a dull green stone (silver and peridot, worth 500gp).

Dressed like an overstuffed toad, cowardly, treacherous.

### **Cave C: Former Orc Lair**

#### **C1. The Stench of Death**

#### **C2. The Last Stand**

#### **C3. Carnage**

Skeletal orc children (4) – Small undead; CR ¼; HD 1d12; hp 6; Init

#### **C4. Rats & More Rats (EL 1)**

Dire rats (3): hp 5, CR 1/3 – see *Monster Manual* page 64.

### **Cave D: Goblin Lair**

#### **D1. Entrance**

#### **D2. Trap!**

#### **D3. Eastern Guard Post (EL 2)**

Goblin War1 (6): hp 5, CR 1/3 – see *Monster Manual* page 133.  
Atk: spear +2 melee (1d6/x3) or +2 ranged (1d6/x3).

## Return to the Keep on the Borderlands

### D4. Hobgoblins in Wait

Trap

Hobgoblin War1 (4): hp 6, CR ½ - see *Monster Manual* page 153.

AC 16 (scalemail), touch 11. flat-footed 15

Atk: longsword +2 melee (1d8+1/19-20) or longbow +2 ranged (1d8/x3)

### D5. Western Guard Post (EL 3)

Goblin War1 (8): hp 5, CR 1/3 - see *Monster Manual* page 133.

### D6. Goblin Commons

female goblin (17) goblin young (10) AC 10 HP 3, 2, or 1

### D7. The Goblin King

Hurkul, the Goblin King, small humanoid (goblin) male; HD 2, +1 ringmail, spear, morningstar

Goblin bodyguards (3) HD 1 max HP studded leather shield spear morningstars

Worg (1)

### D8. Hobgoblin Refuge

Hobgoblin War1 (6): hp 6, CR ½ - see *Monster Manual* page 153.

AC 16 (scalemail), touch 11. flat-footed 15

Atk: longsword +2 melee (1d8+1/19-20) or longbow +2 ranged (1d8/x3)

Female Hobgoblins (8) spear, Hobgoblin youth slings

## Cave E: Troll Cave

### E1. Mud Pit

### E2. Sleeping Troll (EL 5)

Troll: hp 63 - see *Monster Manual* page 247.

## Cave F: Former Hobgoblin Lair

### F1. Talking Skulls

trap glyph of warding

Hobgoblin skeletons with toughened bones (6): CR 1/3; Medium undead; HD 1d12; hp 6; Init +6; Spd 30 ft.; AC 17 (+5 natural, +2 Dex), touch 12, flat-footed 15; Base Atk +0; Grp +1; Atk claw +1 melee (1d4+1); Full Atk 2 claws +1 melee (1d4+1); Space/Reach: 5 ft./5 ft.; SQ DR 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +0, Ref +1, Will +2; Str 13, Dex 15, Con -, Int -, Wis 10, Cha 1.

## Return to the Keep on the Borderlands

### F2. Bone Vats

Hobgoblin skeleton with toughened bones: CR 1/3; Medium undead; HD 1d12; hp 6; Init +6; Spd 30 ft.; AC 17 (+5 natural, +2 Dex), touch 12, flat-footed 15; Base Atk +0; Grp +1; Atk claw +1 melee (1d4+1); Full Atk 2 claws +1 melee (1d4+1); Space/Reach: 5 ft./5 ft.; SQ DR 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +0, Ref +1, Will +2; Str 13, Dex 15, Con –, Int –, Wis 10, Cha 1.

### F3. Skeltar's Lair (EL 1)

Skeleton servitors (2) – human warrior skeletons: hp 6, CR 1/3 – see *Monster Manual* page 225.

### F4. Zombire's Chamber

**Skeltar:** Female human skeleton (special) Wiz2 (Necromancer); CR 2; Medium undead; HD 2d12; hp 18; Init +3; Spd 30 ft.; AC 15 (+2 natural, +3 Dex), touch 13, flat-footed 12; Base Atk +1; Grp +1; Atk claw +1 melee (1d4); Full Atk 2 claws +1 melee (1d4); SQ spells, DR 5/bludgeoning, darkvision 50 ft., immunity to cold, undead traits (except immunity to mind-affecting effects); AL NE; SV Fort +0, Ref +2, Will +4; Str 10, Dex 16, Con –, Int 17, Wis 12, Cha 8.

*Skills and Feats:* Concentration +5, Knowledge (arcana) +8, Knowledge (religion) + 8, Listen +3, Spellcraft +8, Spot +3; Greater Spell Focus (Necromancy), Scribe Scroll, Spell Focus (Necromancy).

*Spellbook:* 0 level (orisons)-*arcane mark, dancing lights, detect magic, detect poison, disrupt undead\*, flare, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue\**; 1st-*alarm, cause fear\*, chill touch\*, magic missile, ray of enfeeblement\*, shield, shocking grasp, sleep.*

*Spells prepared* (4/3+1; save DC 13+spell level, DC 15+spell level for Necromantic spells): 0-*dancing lights, flare, ray of frost, touch of fatigue\**; 1st-*cause fear\*, chill touch\*, magic missile, sleep.* \*Necromantic spell. School specialisation: Necromancy; prohibited schools: Conjuraton, Illusion.

*Possessions:* lapis ring, necklace of fireballs type I.

**Zombire:** Male human zombie (special) Wiz3 (Necromancer); CR 3; Medium undead; HD 3d12; hp 24; Init +1; Spd 30 ft. (can't run); AC 13 (+2 natural, +1 Dex), touch 11, flat-footed 12; Base Atk +1; Grp +2; Atk slam +2 melee (1d6+1); Full Atk same; SQ spells, single actions only, DR 5/slashing, darkvision 50 ft., undead traits (except immunity to mind-affecting effects); AL LE; SV Fort +1, Ref +2, Will +4; Str 12, Dex 12, Con –, Int 15, Wis 12, Cha 8.

*Skills and Feats:* Concentration +5, Knowledge (arcana) +8, Knowledge (religion) + 8, Listen +3, Spellcraft +8, Spot +3; Greater Spell Focus (Necromancy), Scribe Scroll, Spell Focus (Necromancy).

*Spellbook:* 0 level (orisons)-*arcane mark, dancing lights, detect magic, detect poison, disrupt undead\*, flare, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue\**; 1st-*alarm, cause fear\*, chill touch\*, magic missile, ray of enfeeblement\*, shield, shocking grasp, sleep.*

*Spells prepared* (4/3+1; save DC 13+spell level, DC 15+spell level for Necromantic spells): 0-*dancing lights, flare, ray of frost, touch of fatigue\**; 1st-*cause fear\*, chill touch\*, magic missile, sleep.* \*Necromantic spell. School specialisation: Necromancy; prohibited schools: Conjuraton, Illusion.

## Return to the Keep on the Borderlands

*Possessions: lapis ring, necklace of fireballs type I.*

Skeleton maids (2) – human warrior skeletons: hp 6, CR 1/3 – see *Monster Manual* page 225.

Zombies (6) and zombie footmen (2) - human commoner zombies: hp 16, CR ½ – see *Monster Manual* page 265.

### F5. Cold Storage (EL 6)

Zombies (8) – human commoner zombies: hp 16, CR ½ – see *Monster Manual* page 265.

Skeletons (12) – human warrior skeletons: hp 6, CR 1/3 – see *Monster Manual* page 225.

### F6. Smoke Room

Hobgoblin zombies (6): CR ½; Medium undead; HD 2d12; hp 16; Init +1; Spd 30 ft. (can't run); AC 12 (+2 natural), touch 10, flat-footed 11; Base Atk +2; Grp +3; Atk slam +3 melee (1d6+2); Full Atk same; Space/Reach: 5 ft./5 ft.; SQ single actions only, DR 5/slashing, darkvision 60 ft., undead traits; AL NE; SV Fort +0, Ref +0, Will +3; Str 15, Dex 11, Con –, Int –, Wis 10, Cha 1.

## Cave G: Fungus Cave

### G1. Stirges' Roost (EL 6)

Stirges (12): hp 5, CR ½ – see *Monster Manual* page 236.

### G2. Source of the Goblinwater (Otyugh Pool) (EL 4)

Otyugh: hp 36, CR 4 - see *Monster Manual* page 204.

### G3. Fun with Fungus

Gas spore (1)

### G4. Green Slime (EL 5)

Green slime, CR 4 – see *Dungeon Master's Guide* page 76.

Gelatinous cube: hp 54, CR 3 – see *Monster Manual* page 201.

### G5. More Fungus (I Scream, You Scream)

Shriekers (3): hp 11, CR 1 – see *Monster Manual* page 112.

Violet fungi (4): hp 15, CR 3 – see *Monster Manual* page 112.

Dire rats (12): hp 5, CR 1/3 – see *Monster Manual* page 64.

**Lykos the wererat (dire rat form):** Male human wererat Rog2; CR 4; Small humanoid (human, shapechanger); HD 2d6+4+1d8+2; hp 19; Init +9; Spd 40 ft., climb 20 ft.; AC 19 (+3 natural, +1 size, +5 Dex), touch 16, flat-footed 13; Base Atk +1; Grp –2; Atk bite +6 melee (1d4+1 plus disease); Full Atk same; Space/Reach: 5 ft./5 ft.; SA sneak attack +1d6, curse of lycanthropy, disease; SQ evasion, alternate form, rat empathy, DR 5/silver, low light vision, scent; AL LE; SV Fort +4, Ref +10, Will +5; Str 12, Dex 21, Con 15, Int 14, Wis 12, Cha 8.

## **Return to the Keep on the Borderlands**

*Skills and Feats:* Balance +7, Bluff +4, Climb +16, Hide +10, Intimidate +4, Jump +6, Listen +8, Move Silently +10, Search +7, Spot +8, Swim +15; Alertness, Improved Initiative, Iron Will, Stealthy, Weapon Finesse.

*SA-Sneak attack (Ex):* Lykos' attack deals an extra 1d6 damage any time her target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when Lykos flanks her target. Should Lykos score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

Lykos can sneak attack only living creatures with discernible anatomies – undead, constructs, oozes, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. Lykos must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. Lykos cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

*SA-Curse of Lycanthropy (Su):* Any humanoid or giant hit by Lykos' bite attack must succeed on a DC 15 Fortitude save or contract lycanthropy.

*SA-Disease (Ex):* Filth fever; bite, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

*SQ-Evasion (Ex):* Lykos can avoid even magical and unusual attacks with great agility. If he makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage. A helpless rogue does not gain the benefit of evasion.

*SQ-Alternate Form (Su):* Lykos can assume a bipedal hybrid form or the form of a dire rat. He will not do so, however.

*SQ-Rat Empathy (Ex):* Communicate with rats and dire rats, and +4 racial bonus on Charisma-based checks against rats and dire rats.

*SQ-Damage Reduction (Ex):* Lykos has damage reduction 5/silver.

Short, scrawny man with a thin unpleasant face; the transition to werebeast has unhinged his mind, leaving him feral and dangerous to anything on two legs.

### ***Cave H: Beleaguered Bugbears***

#### **H1. A Call to Arms**

#### **H2. Guard Room**

Bugbears (3) longswords silver sword

#### **H3. Bugbear Common**

Male bugbears (5) studded leather spiked club

Female bugbears (10) hide mace

Young bugbears (12) hide club

## Return to the Keep on the Borderlands

### H4. Bugbear Shaman

bugbear shaman Haggadah the Old Adept5  
Nabadiah the acolyte Adept2

### H5. Storage

### H6. Jailers

Female bugbears (4) hide, spiked mace, throwing axe

### H7. Slaves

Kobolds (4) unarmed and unarmoured

### H8. Slaves

Duranki human Clr1 priest of Nergal AL LE

## Cave I: The Labyrinth (EL 8)

Minotaurs (5): hp 39, CR 4 – see *Monster Manual* page 188.

## I1. Bethany (EL 1)

**Bethany, Priestess of Apep:** Female human Clr1; CR 1; Medium humanoid; HD 1d8-2; hp 6; Init +2; Spd 30 ft.; AC 12 (+2 Dex), touch 12, flat-footed 10; Base Atk +0; Grp +2; Atk flail –2 melee (1d8+2); Full Atk same; Space/Reach: 5 ft./5 ft.; SQ spells, spontaneous casting, rebuke undead; AL LE; SV Fort +0, Ref +2, Will +7; Str 14, Dex 15, Con 7, Int 10, Wis 17, Cha 16.

*Skills and Feats:* Diplomacy +4, Heal +7, Knowledge (nature) +4; Dodge, Iron Will.

*SA–Rebuke undead (Su):* Bethany can rebuke or command undead creatures 6 times per day as a Clr1; check +3, damage 2d6+4 HD.

*SQ–Spontaneous casting (Sp):* Bethany can convert any prepared spell into an *inflict* spell of the same level or lower.

*Spells prepared (3/2+1; save DC 13+spell level):* 0-*detect poison, guidance, virtue*; 1st-*calm animals\**, *command, cure light wounds*. \*Domain spell. Deity: Apep ("He Who Shall Devour the World"); Domains: Animal (can use *speak with animals* 1/day), Evil (casts Evil spells a Clr2).

*Possessions:* flail, 3sp, holy symbol (ankh) on chain around neck, *cursed* golden snake amulet with ruby eyes (worth 1200gp; on touching, Will save DC 15 or LG → LE otherwise → CE, deity becomes Apep).

Obsessed with cleanliness; only wears pure white, bathes every few hours.

## I2. Empty Room

## Return to the Keep on the Borderlands

### I3. Medusa (EL 7)

Sapphira, medusa: hp 33, CR 7 – see *Monster Manual* page 180.

*Possessions: cloak of protection +1*

### Cave J: Former Gnoll Lair

#### J1. Owlbear Cave (EL 4)

Owlbear: hp 52, CR 4 – see *Monster Manual* page 206.

#### J2. Abandoned Guard Post (EL 3)

Rust monster: hp 27 – see *Monster Manual* page 216.

#### J3. Unsleeping Sentinels

Zombies (3) – human commoner zombies: hp 16, CR ½ – see *Monster Manual* page 265.

Skeletons (3) – human warrior skeletons: hp 6, CR 1/3 – see *Monster Manual* page 225.

**Arpad:** Female human Wiz1 (Necromancer); CR 1; Medium humanoid; HD 1d4+2; hp 9; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; Base Atk +0; Grp –1; Atk dagger –1 melee (1d4-1/19-20); SQ spells; AL NG; SV Fort +1, Ref +1, Will +5; Str 8, Dex 13, Con 12, Int 15, Wis 16, Cha 14.

*Skills and Feats:* Concentration +5, Decipher Script +6, Knowledge (arcana) +6, Knowledge (local) +6, Spellcraft +6; Scribe Scroll, Spell Focus (Necromancy), Toughness.

*Spellbook:* 0 level (orisons)-*arcane mark, daze, detect magic, detect poison, disrupt undead\*, ghost sound, mage hand, mending, message, open/close, prestidigitation, read magic, resistance, touch of fatigue\**; 1st-*chill touch\*, detect undead, identify.*

*Spells prepared* (3/2+1; save DC 12+spell level, DC 13+spell level for Necromantic spells): 0-*detect magic, disrupt undead\*, read magic*; 1st-*chill touch\* (2), unseen servant*. \*Necromantic spell.

School specialisation: Necromancy; prohibited schools: Conjuration, Evocation.

*Possessions:* dagger.

14 years old, unwilling apprentice to Tarlech.

#### J4. Research Subjects

#### J5. Necromancer's Library

#### J6. Tarlech's Chambers

**Tarlech:** Male human Wiz5 (Necromancer); CR 5; Medium humanoid; HD 5d4+8; hp 20; Spd 30 ft.; AC 16 (+4 armour, +1 Dex, +1 deflection), touch 12, flat-footed 15; Base Atk +2; Grp +2; Atk quarterstaff +2 melee (1d6); SA spells; AL NE; SV Fort +4, Ref +4, Will +9; Str 11, Dex 12, Con 13, Int 17, Wis 16, Cha 10.

## Return to the Keep on the Borderlands

*Skills and Feats:* Concentration +9, Decipher Script +11, Knowledge (arcana) +7, Knowledge (religion) +7, Spellcraft +11; Maximize Spell, Scribe Scroll, Spell Focus (Necromancy), Greater Spell Focus (Necromancy), Toughness.

*Spellbook:* 0 level (orisons)-*acid splash, arcane mark, dancing lights, detect magic, detect poison, disrupt undead\**, flare, light, mage hand, mending, message, open/close, prestidigitation, ray of frost, read magic, resistance, touch of fatigue\*; 1st-burning hands, chill touch\*, detect undead, feather fall, identify, magic missile, ray of enfeeblement\*, shocking grasp; 2nd-arcane lock, blindness/deafness\*, command undead\*, ghoul touch\*, knock, levitate, Melf's acid arrow, protection from arrows, pyrotechnics, scare\*, spectral hand\*, spider climb, web; 3rd-fireball, sepia snake sigil, gaseous form, vampiric touch\*.

*Spells prepared* (4/4+1/3+1/2+1; save DC 12+spell level, DC 14+spell level for Necromantic spells): 0-detect magic, message, read magic, touch of fatigue\*; 1st-burning hands, chill touch\*, magic missile (2), shocking grasp; 2nd-levitate, Melf's acid arrow, pyrotechnics, spectral hand\*; 3rd-fireball, gaseous form, vampiric touch\*. \*Necromantic spell. School specialisation: Necromancy; prohibited schools: Enchantment, Illusion.

*Possessions:* bracers of armour +4, cloak of resistance +2, ring of protection +1, quarterstaff, scroll with minor globe of invulnerability, protection from arrows.

**Chantel zombie:** CR ½; Medium undead; HD 2d12; hp 16; Init +2; Spd 30 ft.; AC 14 (+2 natural, +2 Dex), touch 12, flat-footed 12; Base Atk +1; Grp +2; Atk slam +2 melee (1d6+1); Full atk same; Space/Reach: 5 ft./5 ft.; SQ single actions only, DR 5/bludgeoning, darkvision 60 ft., undead traits; AL N; SV Fort +2, Ref +4, Will +1; Str 12, Dex 14, Con -, Int -, Wis 10, Cha 1.

**Mummy-Cat:** CR ¼; Tiny animal; HD ½d12; hp 6; Init +2; Spd 30 ft.; AC 14 (+2 size, +2 Dex), touch 14, flat-footed 12; Base Atk +0; Grp -12; Atk claw +4 melee (1d2-4); Full atk 2 claws +4 melee (1d2-4) and bite -1 melee (1d3-4); Space/Reach: 2½ ft./0 ft.; SQ low light vision, scent; AL N; SV Fort +2, Ref +4, Will +1; Str 3, Dex 15, Con 10, Int 2, Wis 12, Cha 7.

*Skills and Feats:* Balance +10, Climb +6, Hide +14\*, Jump +10, Listen +3, Move Silently +6, Spot +3; Weapon Finesse . \*+8 in areas of tall grass or heavy undergrowth.

Yellow mold: CR 6 – see *Dungeon Master's Guide* page 76.

## Cave K: the Hidden Temple

### K1. Entrance to the Underworld

Lurker above

### K2. Passage to Quasqueton

### K3. The Pious Dead

illusion trap

Skeletons (13) – human warrior skeletons: hp 6, CR 1/3 – see *Monster Manual* page 225.

## Return to the Keep on the Borderlands

### K4. The Unquiet Dead (EL 9)

Zombies (20) – human commoner zombies: hp 16, CR ½ – see *Monster Manual* page 265.

### K5. Reception Chamber

### K6. Shrine of Nergal

Hanigalbat; Clr 1; acolyte of Nergal; cold iron mace

### K7. Adept's Chamber

**Wer, Priestess of Erishkigal:** Female human Clr4; CR 4; Medium humanoid; HD 4d8+4; hp 29; Init +1; Spd 20 ft.; AC 18 (+7 armour, +1 Dex), touch 11, flat-footed 17; Base Atk +3; Grp +4; Atk +1 *scythe* +5 melee (2d4+2/x4); Full Atk same; Space/Reach: 5 ft./5 ft.; SA death touch, spells, rebuke or command undead, spontaneous casting; AL NE; SV Fort +5, Ref +2, Will +6; Str 13, Dex 13, Con 13, Int 11, Wis 15, Cha 16.

*Skills and Feats:* Appraise +0, Balance –3\*, Bluff +3, Climb –3\*, Concentration +1, Craft (any) +0, Diplomacy +6, Disguise +4, Escape Artist –3\*, Forgery +0, Gather Information +4, Heal +2, Hide –3\*, Intimidate +5, Jump –3\*, Knowledge (arcana) +1, Knowledge (religion) +5, Listen +2, Move Silently –3\*, Ride +1, Search +0, Sense Motive +2, Speak Language (Erishkigal/Nergal dialect – cuniform written script), Spellcraft +0, Spot +3, Survival +2, Swim +1, Use Rope +1; Extra Turning.

*SA–Rebuke Undead (Su):* Wer can rebuke or command undead 10 times per day as a Clr4; check +3, damage 2d6+7 HD.

*SA–Spontaneous casting (Sp):* Wer can convert any prepared spell into an *inflict* spell of the same level or lower.

*Spells prepared* (5/4+1/3+1, save DC 13+spell level): 0-*detect magic, cure minor wounds, detect poison, read magic, virtue*; 1st- *cause fear\**, *command, comprehend languages, detect evil, cause fear*; 2nd-*align weapon, death knell\* (2), enthrall, silence*. \*Domain spell. Deity: Erishkigal; Domains: Death (death touch 1/day – melee touch attack, creature with 4d6 or less hp dies, no save); Evil (casts evil spells as Clr5).

*Possessions:* travelling robes, +2 *chainmail*, +1 *scythe*, *candle of invocation* (DMG p. 251), *phylactery of faithfulness* (DMG p. 264) (permanently set to NE, however it radiates no evil and appears to function normally), low slung belt with a jewelled golden clasp set with jet (worth 100gp), hairpin set with a black opal (opal worth 1000gp).

Niser, priest of Nergal; Clr 3; responsible to memorize and cast Undetectable Alignment daily on Kira the Huntress, to keep the Black Knight from discerning her chaotic nature.

### K8. Vestibule

Jude the Healer human Clr1

### K9. The Hidden Temple: Temple of Erishkigal

Red robed zombies (30) – human commoner zombies: hp 16, CR ½ – see *Monster Manual* page 265.

## Return to the Keep on the Borderlands

Black robed skeletons (30) – human warrior skeletons: hp 6, CR 1/3 – see *Monster Manual* page 225.

### K10. Holy of Holies

### K11. Treasury

Slithering tracker

### K12. A Game of Chess

**Ninurta, Priestess of Erishkigal (unarmoured):** Female human Clr2; CR 2; Medium humanoid; HD 2d8+4; hp 20; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; Base Atk +1; Grp +0; Atk masterwork scythe +1 melee (2d4-1/x4); Full Atk same; Space/Reach: 5 ft./5 ft.; SA death touch, spells, rebuke or command undead, spontaneous casting; AL NE; SV Fort +5, Ref +5, Will +4; Str 9, Dex 12, Con 14, Int 12, Wis 14, Cha 16.

*Skills and Feats:* Appraise +1, Balance +1, Bluff +3, Climb -1, Concentration +4, Craft(any) +1, Diplomacy +5, Disguise +4, Escape Artist +1, Forgery +1, Gather Information +4, Heal +2, Hide +1, Intimidate +5, Jump -1, Knowledge(religion) +5, Listen +2, Move Silently +1, Ride +1, Search +1, Sense Motive +2, Spellcraft +2, Spot +3, Survival +2, Swim -1, Use Rope +1; Endurance, Iron Will.

**Ninurta, Priestess of Erishkigal (armoured):** Female human Clr2; CR 2; Medium humanoid; HD 2d8+4; hp 20; Init +1; Spd 20 ft.; AC 16 (+5 armour, +1 Dex), touch 11, flat-footed 15; Base Atk +1; Grp +0; Atk masterwork scythe +1 melee (2d4-1/x4); Full Atk same; SA death touch, spells, rebuke or command undead, spontaneous casting; AL NE; SV Fort +5, Ref +5, Will +4; Str 9, Dex 12, Con 14, Int 12, Wis 14, Cha 16.

*Skills and Feats:* Appraise +1, Balance -3\*, Bluff +3, Climb -5\*, Concentration +4, Craft(any) +1, Diplomacy +5, Disguise +4, Escape Artist -3\*, Forgery +1, Gather Information +4, Heal +2, Hide -3\*, Intimidate +5, Jump -3\*, Knowledge(religion) +5, Listen +2, Move Silently -3\*, Ride +1, Search +1, Sense Motive +2, Spellcraft +2, Spot +3, Survival +2, Swim -9\*, Use Rope +1; Endurance, Iron Will.

*SA-Rebuke Undead (Su):* Ninurta can rebuke or command undead 6 times per day as a Clr1; check +3, damage 2d6+5 HD.

*SA-Spontaneous casting (Sp):* Ninurta can convert any prepared spell into an *inflict* spell of the same level or lower.

*Spells prepared (4/3+1, save DC 12+spell level):* 0-*detect magic, cure minor wounds, detect poison, read magic*; 1st-*cause fear, command, detect evil, protection from good\**. Domain spell. Deity: Erishkigal; Domains: Death (death touch 1/day – melee touch attack, creature with 2d6 or less hp dies, no save); Evil (casts evil spells as Clr3).

*Possessions:* masterwork chainmail, masterwork scythe, *brooch of shielding* ((20 points left), earring with red pearl (worth 200gp), earring with black pearl (worth 500gp), ring blackened silver and gold (worth 150gp)

Ninurta is in meditation. Unarmoured. DC 20 to fully wake, else consider dazed. Donning chainmail hastily takes 1 minute.

## Return to the Keep on the Borderlands

### K13. Acolytes

**Ishara, Priestess of Erishkigal (unarmoured):** Female human Clr1; CR 1; Medium humanoid; HD 1d8; hp 8; Init +1; Spd 30 ft.; AC 11 (+1 Dex), touch 11, flat-footed 10; Base Atk +0; Grp +0; Atk scythe +0 melee (2d4/x4); Full Atk same; SA death touch, spells, rebuke or command undead, spontaneous casting; AL NE; SV Fort +2, Ref +3, Will +3; Str 10, Dex 13, Con 11, Int 12, Wis 13, Cha 14.

*Skills and Feats:* Appraise +1, Balance +1, Bluff +2, Climb +0, Concentration +4, Craft(any) +1, Diplomacy +5, Disguise +4, Escape Artist +1, Forgery +1, Gather Information +4, Heal +1, Hide +1, Intimidate +2, Jump +0, Knowledge(religion) +4, Listen +1, Move Silently +1, Ride +1, Search +1, Sense Motive +1, Spellcraft +2, Spot +2, Survival +1, Swim +0, Use Rope +1; Endurance, Iron Will.

**Ishara, Priestess of Erishkigal (armoured):** Female human Clr1; CR 1; Medium humanoid; HD 1d8; hp 8; Init +1; Spd 20 ft.; AC 16 (+5 armour, +1 Dex), touch 11, flat-footed 15; Base Atk +0; Grp +0; Atk scythe +0 melee (2d4/x4); Full Atk same; SA death touch, spells, rebuke or command undead, spontaneous casting; AL NE; SV Fort +2, Ref +3, Will +3; Str 10, Dex 13, Con 11, Int 12, Wis 13, Cha 14.

*Skills and Feats:* Appraise +1, Balance -4\*, Bluff +2, Climb -5\*, Concentration +4, Craft(any) +1, Diplomacy +5, Disguise +4, Escape Artist -4\*, Forgery +1, Gather Information +4, Heal +1, Hide -4\*, Intimidate +2, Jump -5\*, Knowledge(religion) +4, Listen +1, Move Silently +1\*, Ride +1, Search +1, Sense Motive +1, Spellcraft +2, Spot +2, Survival +1, Swim -10\*(armour penalty doubled), Use Rope +1; Endurance, Iron Will

*SA-Rebuke Undead (Su):* Ishara can rebuke or command undead 5 times per day as a Clr1; check +2, damage 2d6+4 HD.

*SA-Spontaneous casting (Sp):* Ishara can convert any prepared spell into an *inflict* spell of the same level or lower.

*Spells prepared (3/2+1, save DC 11+spell level):* 0-*detect magic, cure minor wounds, read magic*; 1st-*cause fear\* (2), command*. \*Domain spell. Deity: Erishkigal; Domains: Death (death touch 1/day - melee touch attack, creature with 1d6 or less hp dies, no save), Evil (casts evil spells as Clr2).

*Possessions:* chainmail, scythe, holy symbol of Erishkigal

Ishara is most likely sleeping. Unarmoured. Chainmail takes 1 minute to don hastily.

### K14. The Black Knight, Huntress

**The Black Knight:** Male human Despot 5; HD 5d10+10; hp 48; Init +0; AC 23 (+10 armour, +3 shield), touch 10, flat-footed 23; Base Atk +5; Grp +8; Atk *longsword of wounding* +9 melee (1d8+4/19-20) or +1 *dagger* +6 ranged (1d4+4/19-20); SA smite chaos 2/day, oppression; SQ aura of fear, aura of law, detect chaos, divine grace, indomitable will, slippery mind; AL LE; SV Fort +6 Ref +4 Will +9; Str 17, Dex 10, Con 15, Int 10, Wis 14, Cha 17.

*Skills and Feats:* (\*-6 armour check penalty, -2 shield check penalty): Appraise +0, Balance +0\*, **Bluff +3**, Climb +3\*, **Concentration +5**, **Craft(any) +0**, **Diplomacy +6**, Disguise +3, Escape Artist +0\*, Forgery +0, Gather Information +3, Handle Animal +4, Heal +2, Hide +0\*, **Intimidate +4**, Jump +3\*, Knowledge(Heraldry) +2, **Knowledge(Nobility & Royalty) +4**, **Knowledge(Religion) +4**, Listen +2, Move Silently +0\*, Ride +1, **Search +0**, **Sense Motive +2**, Spot +4, Survival +2, Swim +3\*, Use Rope +0; Leadership (Score 9), Blind-fight, Endurance, Leadership, Mounted Combat.

## Return to the Keep on the Borderlands

*Possessions: +2 full plate, +1 heavy steel shield, longsword of wounding, ring of spell turning, ring of sustenance, figuring of wondrous power (onyx dog), stone horse, +1 dagger, +1 lance*

Spells available: alarm, bane, bless, curse water, command, cure light wounds, detect poison, divine favor, endure elements, magic weapon, profane weapon, protection from good, protection from chaos, resistance, virtue

Spells prepared: (SV 12+spell level)(1-1): command

*SA-Smite chaos (Su):* adds Cha bonus to attack and does 1 extra point per level damage.

*SA-Oppression (Su):* Make turning check (1d20 + Cha mod) as if despot was cleric of three levels lower turning undead. The result of the check indicates how many targets within 60' (who must be able to understand despot's words) are potentially affected, and the turning damage indicates the total HD of targets affected. Chaotic alignments are affected first, lawful alignments are affected last. Within the alignment spectrum, closer targets are affected first. A target that is oppressed becomes sickened with guilt and depression (-2 penalty on attack rolls, weapon damage rolls, saving throws, skill checks, and ability checks) for 1 minute. If the despot has twice as many levels or more than any creature that is oppressed, that creature is instead nauseated (can take only single move actions each turn) for 1 minute. The despot can use this ability 3+CH bonus times per day.

*SQ-Aura of Fear (Su):* A despot is immune to fear. Enemies within 10' rad have -4 moral penalty to saving throws against fear effect

*SQ-Aura of Law (Su):* is equal to his despot level (see detect law spell)

*SQ-Detect Chaos (Sp):* despot can detect chaos as the spell

*SQ-Divine Grace (Su):* bonus to saving throws

*SQ-Indomitable Will (Su):* A despot is completely immune to all spells of the Charm subschool.

*SQ-Slippery Mind (Ex):* If despot is affected by an enchantment spell or effect and fails his saving throw, he may attempt a second saving throw 1 round later. Failing the second saving throw does not grant further saving throws.

The Black Knight suspects Kira is chaotic in nature, but cannot discern her true alignment because the Hidden Temple priests conscientiously cast undetectable alignment on her daily. Even if he finds out her true alignment, they will remind him of his promise to help them expand the influence of the Hidden Temple. Kira is integral to their plans. Killing her would not serve their interest. Of course, he would not have to take great pains to prevent her demise, if the situation arose.

-----  
Kira the huntress, Ftr5

### **K15. The Honoured Dead (EL )**

Shadows (5): hp 19, CR 3 – see *Monster Manual* page 221.

### **K16. Shamhat and Nabu-Nisir**

**Shamhat, High Priestess of Erishkigal:** Female human Clr7; CR 7; Medium humanoid; HD 7d8+14, hp 53; Init +2; Spd 30 ft.; AC 17 (+5 armour, +2 Dex), touch 12, flat-footed 15;

## Return to the Keep on the Borderlands

Base Atk +5; Grp +6; Atk +3 *scythe* +8 melee (2d4+3/x4);

Full Atk same; SA rebuke or command undead, spells, death touch, spontaneous casting;

AL NE; SV Fort +7, Ref +7, Will +7; Str 12, Dex 14, Con 14, Int 16, Wis 16, Cha 17 (21 vs evil humans).

*Skills and Feats:* Appraise +3, Balance +2, Bluff +6, Climb +1, Concentration +7, Craft(any) +3, Diplomacy +9, Disguise +5, Escape Artist +2, Forgery +3, Gather Information +6, Heal +4, Hide +2, Intimidate +7, Jump +1, Knowledge(arcana) +5, Knowledge(history) +5, Knowledge(religion) +5, Listen +3, Move Silently +2, Ride +2, Search +3, Sense Motive +7, Spellcraft +7, Spot +6, Survival +3, Swim +1, Use Rope +3; Endurance, Iron Will, Improved Turning, Leadership (Score = 9).

*SA-Rebuke Undead (Su):* Shamhat can rebuke or command undead 6 times per day as a Clr 8; check +3, damage 2d6+10 HD.

*SA-Spontaneous casting (Sp):* Shamhat can convert any prepared spell into an *inflict* spell of the same level or lower.

*Spells prepared* (6/5+1/4+1/3+1,1+1, save DC 13+spell level):

0-*detect magic, cure minor wounds, detect poison, read magic, resistance, virtue;*

1st-*cause fear, command, cure light wounds, divine favour(+2), shield of faith(+2), cause fear\*;*

2nd-*, death knell, silence, spiritual weapon, veil of undeath(229), Eagle's Splendor\*;*

3rd-*bestow curse, deeper darkness, dispel magic, geas-lesser\**. (Searing Light Scroll 3d8)

4th-*divine power, suggestion\** (Cure Critical Wounds Scroll (4d8+7)

\*Domain spell. Deity: Erishkigal; Domains: Death (death touch 1/day – melee touch attack, creature with 6d6 or less hp dies, no save); Seduction (+1 on Chr checks, Charm Resistance +10).

*Possessions:*

*ring of human influence* (Cha +4 vs evil humans, suggestion 1/day, charm person 1/day caster lvl 12, may take 20 on Diplomacy check 1/day),

*phylactery of long years* (age 3/4 of normal rate),

*bracers of armour* +5,

+2 *scythe*,

*elixir of love* (DMG p255),

*oil of ethereal jaunt* (caster lvl 13, range personal, duration 13 rounds),

*gem of insight* (+1 enhancement bonus to Int and Wis, not currently working, has 2 years before will function again)(a ruby, hanging from a silver chain, apparent value 5000gp),

*amulet of life protection* (protection against magic jar or similar magic, user's psyche enters amulet if slain and remains safe 7 days) (a black sapphire, has a red glow in the center when a life is trapped within, apparent value 5,000gp)

Black dress, pasty makeup

**Nabu-Nisir, High Priest of Nergal:** Male human Clr6; CR 6; Medium humanoid; HD 6d8+18; hp 42; Init -2; Spd 20 ft;

AC 16 (+7 armour, -1 Dex), touch 8, flat-footed 16;

## Return to the Keep on the Borderlands

Base Atk +4; Grp +7; Atk +3 *heavy mace* +11 melee (1d8+5, +2d6 vs good aligned beings); Full Atk same; SA spells, rebuke or command undead, spontaneous casting;

SV Fort+8, Ref +2, Will+4; Str 16, Dex 6, Con 16, Int 13, Wis 15, Cha 15.

*Skills and Feats:* Appraise +1, Balance -6, Bluff +3, Climb -1, Concentration +7, Craft(any) +1, Diplomacy +2, Disguise +2, Escape Artist -6, Forgery +1, Gather Information +4, Heal +2, Hide -6, Intimidate +6, Jump -1, Knowledge (religion) +6(5 ranks gives synergy bonus to turning undead), Listen +3, Move Silently -6, Profession (Soldier) +3, Ride -2, Search +1, Sense Motive +2, Spellcraft +4, Spot +3, Survival +4, Swim -5, Use Rope -2; Blind-fight, Diehard, Endurance, Weapon Focus (mace)

*SA-Rebuke Undead (Su):* Nabu-Nisir can rebuke or command undead 6 times per day as a Clr6; check +4, damage 2d6+8 HD.

*SA-Spontaneous casting (Sp):* Nabu-Nisir can convert any prepared spell into an *inflict* spell of the same level or lower.

*Spell prepared (5/4+1/4+1/3+1, save DC 12+spell level):*

0-*detect magic, cure minor wounds, detect poison, purify food and drink, read magic;*  
1st-*cause fear, command, cure light wounds, nightshield(148)(+2 sv), protection from good\*;*  
2nd-*death knell, silence, sound burst, wave of grief(236), spiritual weapon\*;*  
3rd-*bestow curse, Unholy Storm(227), magic circle against good\*.*

\*Domain spell. Deity: Nergal; Domains: Evil (cast evil spells as Clr6), War (bonus feats: Martial Weapon Proficiency [mace] and Weapon Focus [mace]).

*Possessions:*

*breastplate of fear* +2 (fear upon all enemies viewing it, if wearer so desires, 10-foot maximum range, Will DC partial, Invoking this power is a standard action, See Rod of Lordly Might DMG pg. 235),

masterwork heavy steel shield,

+2 *unholy heavy mace*,

*horn of Valhalla* (bone),

*strand of prayer beads* (healing, karma, smiting),

*potion of cure serious wounds*,

wedding ring (twisted red gold and blackened silver worth 200gp - matches Shamhat's)

## Return to the Keep on the Borderlands

### Complete list of inhabitants of Kendall Keep (MIL=Militia)

#### 2. Gatehouse Towers

Lauri (MIL) man at arms, fletcher  
Charl (MIL) man at arms, fletcher

#### 3. Courtyard/Gate

Sabine the Gatekeeper (MIL)(two boys)

#### 4. Stables

Tella stable girl

#### 5. Warehouse (Sabine has key)

#### 6. Gatekeeper's Tower

Wort (MIL) man at arms, fletcher  
Joop (MIL) man at arms, bowyer  
Sabir, Tahir Sabine's 4 yr old boys

#### 7. Family Homes

##### A) FISHERMAN

Squamus (MIL)

##### B) COBBLER

Reece (MIL) the cobbler, WAR3  
Asgrim, Reece's pregnant wife  
Decius, Nadya

##### C) Dubricus d'Amberville (MIL)

(h)(f)(wiz1)scriver/adventurer

##### D) TAILOR

Quince Brakenbury (MIL)

##### E) TANNER

Jocelyn the tanner (MIL)

##### F) DAIRY

Neanne (MIL)  
Opal (MIL) (f)(clr1) cleric moon god, dairy  
Chandry (MIL) dairy

##### G) BAKER

Brother Martin (MIL),Cleric of St.Erkenwald

##### H) CARPENTER

Hobbin (MIL) carpenter  
Alwyn, Hobbin's wife  
Valens, Arius, Quillian, Arven, Lucian

##### I) COOPER

Asham (MIL)  
Naramis, Asham's wife (MIL)  
Arpad, Asham's child (missing, in COC)  
Atli, Parwin, Durifern, Barthony, Blasco

#### 8. The Smithy

Rafe (MIL) the smith, EXP 10  
Mother Smith, Rafe's mom  
Dara, Rafe's wife, pregnant  
Jankin, Kemble,

#### 9. Quartermaster (Adventurer's)

#### 10. Quartermaster (Merchant's)

Moseley quartermaster

#### 11. Locksmith

Mouse (MIL)(half)(thf2)(Dudley Talbot)

#### 12. Lookout Tower/Dairy

Tarquin Lum, boy 8 yrs

#### 13. Market Square

#### 14. Inn (Traveller's Rest)

Calista (MIL), Wilf's wife, innkeeper  
Mendel, Devdas, Ohtar, Chantel, Sascia

#### 15. Tavern (The One-Eyed Cat)

Tharl (MIL), hostler  
Ebb (MIL), Tharl's daughter, married Jolan Lum  
Third the warrior maid FTR1  
Cob (m)(ftr1) huntsman  
Jess (hum)(f)(thf1), serving girl/thief  
Aseneth (h)(nec2), wizard

#### 16. The Guild House

Greeves, butler Guild House  
Peta, housekeeper Guild House

#### 17. The Chapel

Abercrombie, Cleric of St. Cuthbert

#### 18. Inner Gatehouse (FARMER)

Jud Lum, farmer inner gate house  
Tarpeia Lum, Jud's wife  
Child 1-6, Jud and Tarpeia's  
Jerick Lum, farmer and butcher  
Durga, Jerick's wife  
Child 1-10 (m), Jerick and Durga's  
Jolan Lum, farmer, married Tharl's daughter Ebb  
Child 1-7, Jolan and Ebb's  
Kimber Lum (m), farmer, bachelor, youngest Lum brother. Frequents tavern

#### 19. Water Tower

#### 20. The Grannery (MILLER)

Kither (Lum), Wilton's wife  
Wilton, brother of Calista, farmer and miller  
Child 1-10, Wilton and Kither's

#### 21. The Common

#### 22. Old Stables

Kabel Lum, farmer  
Miep, Kabel's wife, daughter of Squamus the Fisherman, pregnant  
Child 1-4, Kabel and Miep's

#### 23. Parapet

#### 24. Prison Tower (TANNER, see 7E)

#### 25. Fortress

Master Nashe (m), keep's treasurer

#### 26. Jadale's Quarter's

Jadale (f)(ftr3) militia lieutenant

#### 27. Devereaus's Quarters

Devereau (m)(ftr5) sherriff

#### 28. Macsen's Quarters/Hall of Justice

Macsen, castellan