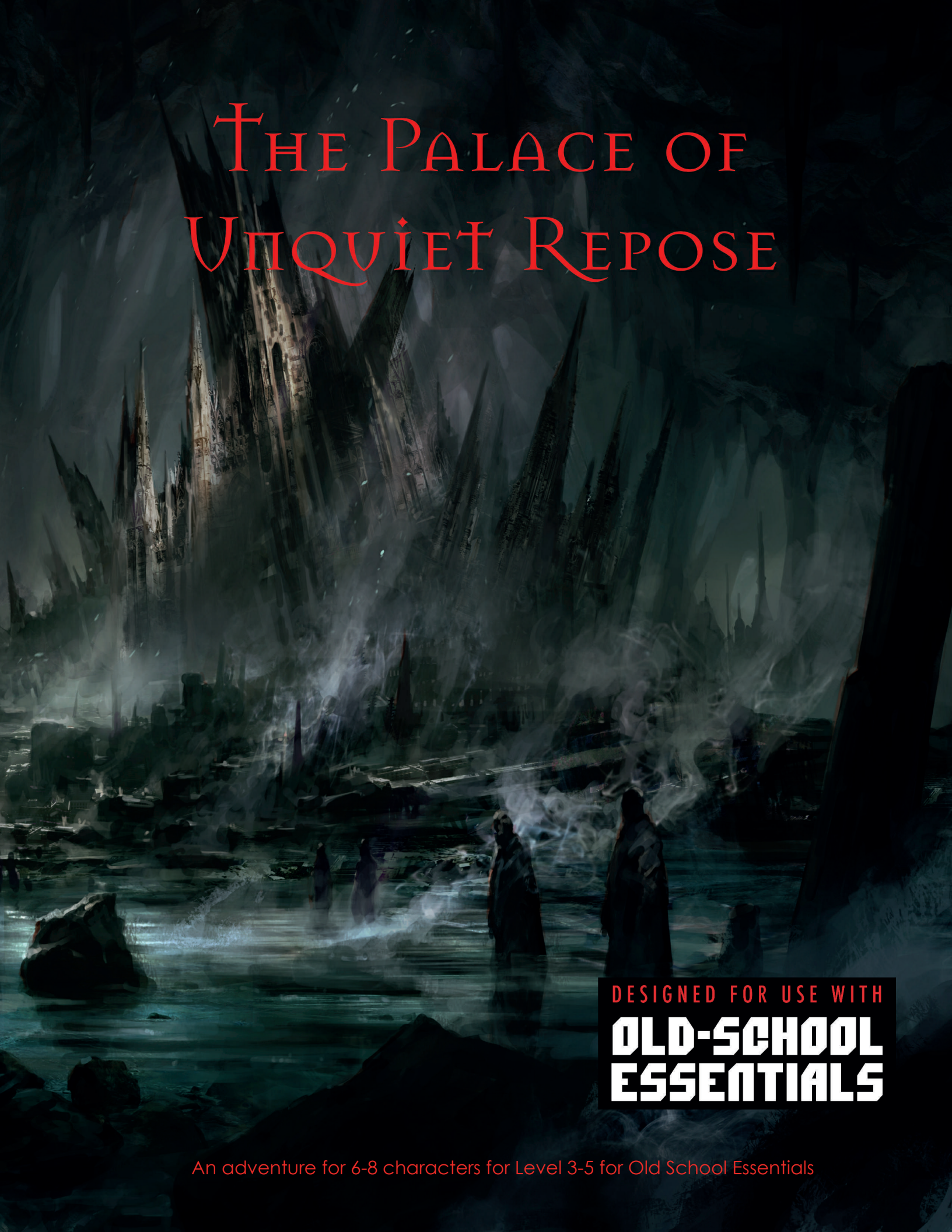
The Palace of Unquiet Repose



DESIGNED FOR USE WITH

OLD-SCHOOL ESSENTIALS

An adventure for 6-8 characters for Level 3-5 for Old School Essentials

The Palace of Unquiet Repose

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Author's Note

Internalized conflict externalized as war.
Hymning thy rebellion Lucifer morning star.
Bringer of light, forever shrouded by night.
I am hell, a sulphurous lake of fire and suffering.
My blackened heart is a writhing mass of poisonous snakes.
Grotesquely slithering as I slowly shed my dying skin.
In darkness.
Thou shalt come unto me.
In darkness.
Thou shalt worship me.
In darkness.
Thou art mine eternally

- Celtic Frost, *Synagogue Satanae*

Two Long Years.

To my readers, my publisher, my loved ones and all you victims of the Post-Truth Age. I wish you courage and strength in the coming darkness.

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PALACE OF UNQUIET REPOSE

Introduction: Ages past, the Tzyan region ruled earth and sea by sorcery and fear. So potent were its arts, so bottomless its depravities, that it would lay siege to the very gates of Heaven! Greatest of all Tzyan rulers was Uyu-Yadmogh, First among Princes, Devourer of Children. Now Tzyan is dust and its atrocities long forgotten. But in the darkness something lingers…

A great quake splits the rock asunder. Hushed whispers in begrimed taverns speak of a necropolis, deep within the wastes, dedicated to a Sorcerer's hubris. Soothsayers tell fortunes of riches untold, knowledge best kept secret, and evil that never sleeps but rages eternal within a prison of rotting flesh. Those that would help themselves to the palace's treasures had best move swiftly. Others are coming. Riches, Madness and Death await…in the Palace of Unquiet Repose.

Summary: Palace of Unquiet Repose is a Sword & Sorcery adventure for characters of levels 3-5. The PCs journey into the wasteland and discover the buried Necropolis of the Sorcerer Uyu-Yadmogh, unearthed by a Great Quake. Once the PCs arrive, they may enter through a fissure in the rock or via a hidden tomb complex. Once they reach the Necropolis proper, they will no doubt encounter at least one of several factions trying to gain entrance into the Palace.

An important part of the Palace of Unquiet Repose is the interplay between and within these factions. As such, the referee is encouraged to run them in a way that facilitates interaction, not simply combat. Two of the factions want to enter the palace but do not know how, while the third wants to prevent anyone from defiling their sacred place. Have faction members negotiate, offer truces, take prisoners for interrogation and be open to alliances, at least in the short term. Once they get within grasping range of Uyu-Yadmogh's treasures, it's a different story.

This adventure originally takes place in the Age of Dusk setting (see **Appendix D**, pg. 57) but can be placed in any campaign that has in its distant past an empire of evil sorcerers so powerful they contested with the gods themselves. References to Nzembar, Sybarra and other ancient empires can be replaced with suitable analogs or omitted entirely.

It is recommended to read the different Appendices before running the adventure. Please refer to **Appendix A: Factions** (pg. 45) for notes on each faction in this adventure, **Appendix B: New Magic Items** (pg. 52) for new treasures and **Appendix C: Horrors of the Age of Dusk** (pg. 54) for the eldritch monstrosities that dwell within the Palace.

Beginning the Adventure: The Age of Dusk is an unforgiving setting with scarce resources and populated by many dangerous creatures. It is suggested the GM implement the various wilderness rules for the process of traversing the Glass Wastes to the extent he deems necessary.

The adventure begins in the City of Iotha, Pearl of the Desert, the last city along the caravan route that leads from the City-States of Gal'alor across the Glass Wastes to distant Muir, bringing spices and blocks of marble. There are no other major settlements for hundreds of miles in all directions. The city represents a last chance for the party to purchase equipment, gather information and hire henchmen before the adventure commences.

Adventure Hooks:

1. The thief, Orestes the Cunning, claims to have stolen a map to the lost library of Anaraxes, said to contain all the knowledge of pre-Calamity Times. He is looking for hired muscle in retrieving it. His map is poorly translated and leads to the Palace of Unquiet Repose instead.

2. One of the characters is haunted by horrific visions of anthropophagy in darkness and feels an inexplicable call leading him/her into the wastelands in the west. Resisting the call only makes the visions worse. Whenever the character travels in the direction he/she is instead struck with premonitions of certain doom.

3. The astrologer Orixerxes has wrested the location of the Palace from a dying star and offers his weight in gold and three of his daughters to anyone who can bring him the grimoire of Uyu-Yadmogh (**The Tome of Iron and Glass**, pg. 53).

4. A steely-eyed bursar of the Sial-Atun offers 100 gp for each of the deserter's heads that are brought back to him. When asked about the reward for live prisoners, he merely stares blankly. The deserters were last seen heading southwest into the wastes. Anyone who can bring them to justice is owed a favor from the Sial-Atun.

5. The Great Quake was felt in every brothel and wine shop in the city! A nobleman claims to have seen a great plume of dust arise, far in the Glass Wastes, through his contraption of cut glass. Ridiculous of course. His offer of a gold piece per day to investigate is too good to pass up, however. A whore does not pay for herself, goes the saying.

6. A desperate soothsayer seeks in vain to solicit the help of fighting men to destroy an evil 'thought long dead.' Men scoff. 'The world is full of such terrors. What harm can one more inflict?' The softness of her skin and the promise of her caresses is something to be considered, however...

(She is **Khabareth Who Comes Before,** one of the Nine (see **Appendix A**, pg. 50), and seeks to use the PCs as pawns in her bid for Uyu-Yadmogh's power).

7. Avoiding all fanciful tales of buried ruins filled with ancient riches, the sensible course was to take a job as caravan guards. However, a terrible storm lays waste to the caravan, stripping flesh from bone. Emerging from the sand, spitting and coughing, miraculously unscathed, the imperious glare of a great stone Sphinx greets the bewildered party. It seems that the rumors were not so fanciful after all.

8. A band of fanatics (3d6 of 0th level) have glimpsed visions of the Tree of God, deep within the desert, and set out to find the place of salvation. They offer the party 100 gp each to escort them into the desert. Half of them perish in the desert before they reach the destination of their quest: the Palace of Unquiet Repose.

ROLL	WHISPERS AND LIES HEARD IN WINESHOPS AND OPIUM DENS
1	The earth trembled and shook. The gods are angry with us!
2	Be wary of the Sial-Atun, for they are ruthless and invincible in battle. Those who surrender to them are mutilated and left to die in the desert.
3	The Glass Wastes were once the site of an empire, so horrible none dare remember it.
4	Riches are sometimes found in the desert, but nothing good comes of them. Be wary.
5	This place is so ancient even the curses are rotting with age.
6	Sial-Atun mercenaries were seen heading into the desert. Now the city is crawling with them clamoring for their heads.
7	Tzyan was dead before they laid the very stones of this place. But its servants still live among us, hiding in shadows, passing on terrible secrets from father to son.
8	Underneath the sands lies a city made of marble and quartz, filled with riches beyond your wildest dreams!
9	They say the Tree of God has appeared in the Wastes. Many once journeyed into the desert to find it. They are all dead now.
10	Foul necromancy can make cages to hold even the soul. But there is always a price for such things.
11	They say the weaponry of Tzyan can draw blood even from gods.
12	My grandfather once found a carved bead in the sands. Protected him from the evil eye and the curses of witches!
13	They say the Glass Wastes are lifeless. Would that it were so! The Dusk Stalker comes with the setting sun and craves the skins of men!
14	Only fools go into the desert with few. My cousin knows reliable porters! (see Scoundrels and Cutthroats Table)
15	The mad race of Tzyan hated gods and worshiped only their own greatness.
16	A prince once held sway over these lands, and his knowledge was greater than all the wise men of this Age combined.
17	A prince once held sway over all these lands, and his evil was greater than all the devils of this Age combined.
18	That slovenly drunk Jaffa stills owes me 10 gp. Punch him for me if you see him.
19	Your mother is the most skillful prostitute in all the brothels of Iotha. I visit her every day! (characters begin play during tavern brawl).
20	I once saw a wise man walk barefoot over a pool of mercury. He never got sick!

#	SCOUNDRELS AND CUTTHROATS (HENCHMEN)	HIRING FEE
1	**Shing the Many-Tongued: AC** 9 [10]; **HD** ½; **hp** 3; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 20 [-1]; **MV** 120' (40'); **SV** D14, W15, P16, B17, S18 (NH); **ML** 6; **AL** N; XP 5 ● Read languages at 90% (as thief). ● Scholar in countless tongues, etched upon his wrinkled form in green ink. INT 15. ● Lotus addict.	Starting fee of 50 gp and 25 gp per day. Accepts IOUs at 20% interest.
2	**Ulo & Orm: AC** 9 [10]; **HD** ½; **hp** 4; **Att** 1 x weapon (1d6 +2 or by weapon +2); **THAC0** 20 [-1]; **MV** 120' (40'); **SV** D14, W15, P16, B17, S18 (NH); **ML** 6; **AL** N; **XP** 5 ● STR 17, INT 6. ● Porters. Twin brothers like giants clumsily sculpted from primordial granite. ● Fight only in self-defense. One is mute, the other is stupid as an ox.	Starting fee 10 gp and 5 sp per day.
3	**Velos the Liar**: **AC** 5 [14]; **HD** 5*; **hp** 14; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 17 [+2]; **MV** 120' (40'); **SV** D12, W13, P11, B14, S13 (T 5); **ML** 7; **AL** C; **XP** 225 ● DEX 15, CHA 13. ● Leather armor, twin **throwing daggers +1**, rapier and a pouch filled with nine human ears (dried). ● Face hidden behind smirking theater mask of pewter and tin (15 gp). ● Infamous cutthroat and deserter from distant Gal'Alor. Murderous hatred for Sial-Atun.	50 gp and a share of the treasure.
4	**Old Jaffa: AC** 8 [11]; **HD** 1; **hp** 3; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D13, W14, P13, B16, S15 (T 1); **ML** 6; **AL** C; **XP** 10 ● An aging loon and lecherous drunk, with debts in the hundreds of gold pieces. ● Has lice (save vs death each week or contract lice. -1 to hit and hear noise until *Cure Disease* is cast or bath is taken). ● Attempts to rob the party and desert at earliest opportunity.	He vows to serve for food and a warm bed.
5	**Khyfett: AC** 5 [14]; **HD** 2; **hp** 15; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 2); **ML** 8; **AL** L; **XP** 20 ● STR 15, DEX 17, CHA 13. ● Intricate chainmail, spear and shield. ● Countless ritual scars give him a formidable aspect. Amiable but a born and ruthless killer.	Starting fee 25 gp and a full share of the treasure.
6	**Cent: AC** 9 [10]; **HD** 3*; **hp** 5; **Att** 1 x dagger (1d4); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D13, W14, P13, B16, S15 (MU 3); **ML** 7; **AL** C; **XP** 50. **Spells:** *Detect Magic*, *Sleep*, *Mirror Image* ● INT 18, CHA 18. ● Can prepare a special divination variant of *Curse* that requires an hour's worth of consulting astrological charts and the name of the target to take effect, but may be cast anywhere within 20 miles of the target. ● An abrasive and foul-mouthed adept of the assassin-mathematicians of the Three-and-Twenty-Seven and connoisseur of fine poetry. His constant sneering condescension and predictions of cryptic doom lower morale of all other henchmen by -1.	100 gp hiring fee and full share of treasure.
7	**Bolos of Ursk: AC** 4 [15]; **HD** 2; **hp** 16; **Att** 1 x weapon (1d8 +3); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 2); **ML** 8; **AL** L; **XP** 20 ● STR 18, DEX 14, CON 16. ● Iron breastplate etched with poetry, scimitar and shield. ● Fat eunuch. A desultory and slovenly companion, fond of poetry and sweetmeats. ● Berserker fury in battle (battle rage +2 to hit and damage).	50 gp and a half share of the treasure.
8	**Rastlir of Muir: AC** 4 [15]; **HD** 4*; **hp** 20; **Att** 1 x mace (1d6); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D11, W12, P14, B16, S15 (C 4); **ML** 8; **AL** C; **XP** 125. Spells: *Cause Light Wounds, Darkness, Cause Fear; Hold Person, Silence 15' Radius* ● WIS 18, DEX 8, CHA 11. ● Wears plate despite the scorching heat and wields a mace. ● A prophet of the enigmatic Silent God. Shrouded in veils. Understands common but speaks only the unpronounceable tongues of distant Muir. ● Hideously burned face with diamond teeth (250 gp) beneath veil. ● Can cast one extra 1st and 2nd level spell. ● Secretly a cultist of Tzyan. The Ninth of the Nine (see **Appendix A,** pg 48).	150 gp and a share of the treasure. Allies with the Nine against the PCs if it becomes an issue.

Continued

9	**Hakir the Mazhurian: AC** 5 [14]; **HD** 1; **hp** 7; **Att** 1 x dagger (1d4 +1); **THAC0** 19 [0]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 1); **ML** 7; **AL** N; **XP** 10 ● STR 13, DEX 15, CON 13 ● Leather armor and wickedly curved pair of daggers. ● While Hakir is in the party it is possible to forage for food in the wastes and the party consumes only half the amount of water. ● Offspring of a chance coupling between a prostitute and a desert nomad. Abrasive and boisterous.	Asks for 200 gp (but can be bargained down to as little as 30) and a share of the treasure.
10	**The Red Dervishes: AC** 6 [13]; **HD** ½; **hp** 3; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 20 [-1]; **MV** 120' (40'); **SV** D14, W15, P16, B17, S18 (NH); **ML** 6; **AL** N; **XP** 5 ● Leather armor, scimitar, shortbow and shield. ● Caravan guards or swords-for-hire for the feuds of petty princes and fat merchants. They eagerly draw blood but don't follow/enter into any dungeon. ● A minimum of 6 must be hired, a max of 20. ● Led by a Captain. **(1) Captain: AC** 6; **HD** 2; **hp** 12; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [0]; **MV** 120' [40']); **SV** D12, W 13, P 14, B 15, S 16 (NH); **ML** 8; **AL** N; **XP** 20 ● Leather armor, scimitar, shortbow, and shield.	3 gp per month per Dervish. 20 gp per month for the captain.

The Location of the Palace: The Palace's location is a week's travel on foot from the great city, across the savage dunes of the Glass Wastes. The surrounding terrain is devoid of water and characters foraging for food have only half the normal chances of success.

Welcome to the Age of Dusk!: Each time the characters cross the desert between Iotha and the palace there is a 33% chance they are tracked by the **two dusk stalkers** (**Appendix C**, pg. 54) inhabiting the region. The stalkers hide by day (being near impossible to find in the desert) and only come out at dusk. Dusk stalkers are cunning and prioritize attacking spell-casters, archers, those with infravision and other targets of opportunity over heavily armored fighting men. If the party chooses to flee and escapes, the stalkers systematically destroy any equipment in their campsite before they begin stalking them again until they reach the palace or the City of Iotha.

(2) Dusk Stalker: AC 5 [14]; **HD** 5*; **hp** 27, 23; **Att** 2 x claw (1d6), 1 x bite (1d10); **THAC0** 14 [+5]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (3); **ML** 9; **AL** N; **XP** 225

- Dusk stalkers are very silent, attaining surprise on a 4 out of 6.
- Emits blood-curdling shriek when it first attacks. Save vs. paralyzation or stunned for 1 round.

The First Night: One of the stalkers approaches 200 yards from the camp and utters hideous keening shrieks throughout the night, keeping the party from resting (and thus regaining any spells). Clever PCs might elect to plug their ears, which is effective in canceling out the noise, but also means they have only a 30% chance to awaken from any noise during a night-time assault.

- Approaching the stalker causes it to flee into the sands (90% chance of evasion), unless the PCs are stealthy and avoid using light sources. The other stalker is hidden and observes the camp, and is only discovered if PCs use divination magic or have infravision.
- Sending three PCs or less without light (for whatever suicidal reason), the second stalker attempts to ambush them while the first one joins the fray when it hears the shrieks of its mate. It plans the ambush as close to its mate as possible.
- If driven off, the dusk stalker resumes its shrieking from a different location after 2d6 turns.

The Second Night: The first stalker resumes its shrieking. Attempts to ignore it cause the second stalker to attempt sneaking closer to the camp to kill one of the pack animals, horses, henchmen or porters, before fleeing back into the desert towards its mate. It has the usual chances of moving silently and surprise.

- Both stalkers otherwise follow the tactics of the previous night.
- Any ambush that is successful by the stalkers causes them to leave the flayed and mutilated body as a trophy for the PCs to find on their journey towards the palace.

The Third Night: Assuming the party prepares for a night assault, post guards and even construct fortifications, both stalkers remain silent and avoid the party for one night, only observing.

The Fourth Night: No noise. At midnight, prior to the changing of the guard (if the PCs follow a certain routine), one stalker, draped in the skin of its kill if applicable, attacks people on watch with a blood-curdling shriek (normal chances of surprise), the other follows one round later from the opposite side of the camp. If the stalkers survive, they attempt to ambush the PCs the next day.

THE BASIN

The trail eventually leads to a basin (300' wide, 50' deep at its center) surrounded by bulwarks of ancient, sand-scoured siltstone. The occasional fossilized ammonite and trilobite loom from the splintered rock. A basalt sphinx of monstrous aspect emerges hideously from piles of rubble (see **I. Sphinx Entrance**). A careful search of the basin reveals a man-sized fissure (see **II. Fissure Entrance**, pg. 13). Refer to **Appendix G: Overview Map**, pg. 60.

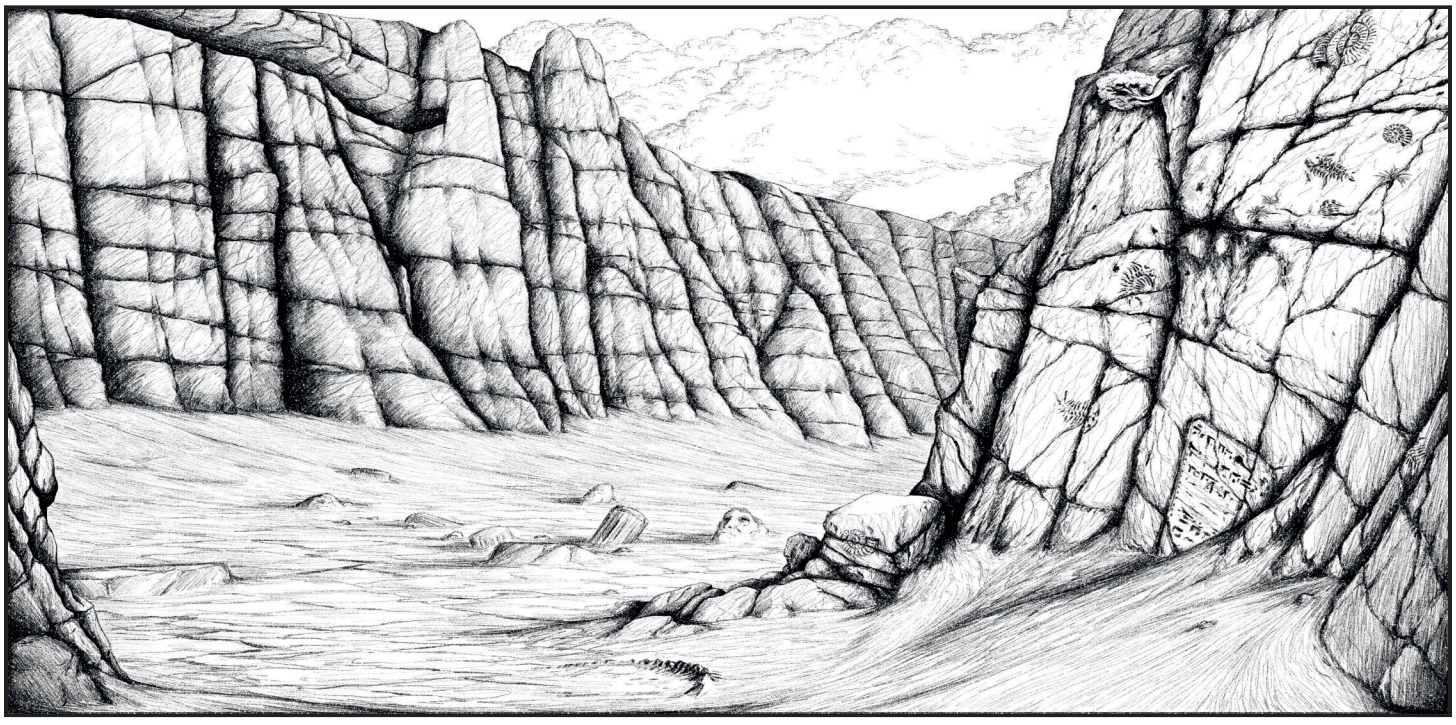
I. SPHINX ENTRANCE

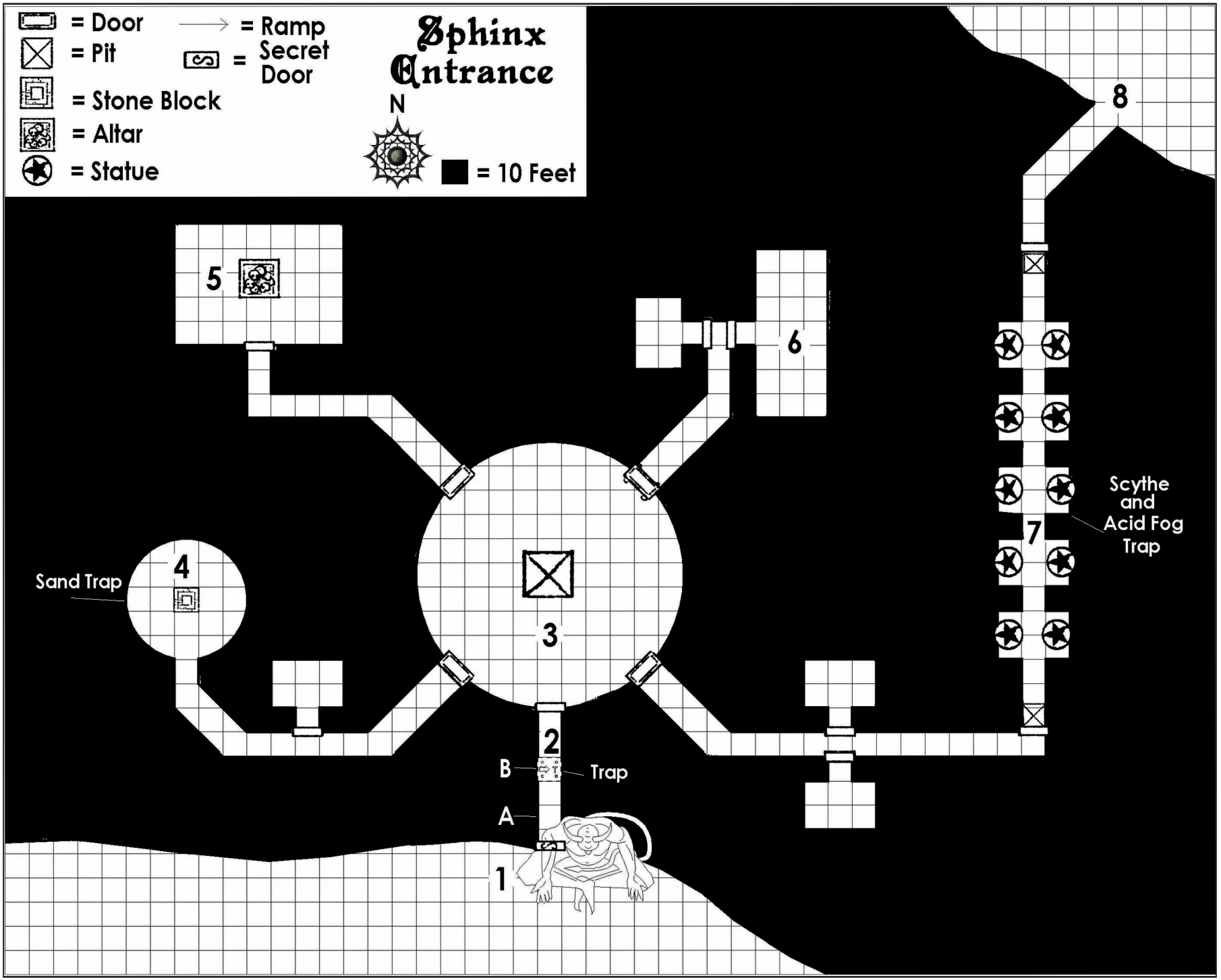
Inside the Sphinx: The air inside the Sphinx is thick with ancient dust and dry as the desert, but offers a welcoming coolness from the scorching heat outside. Stone is grey basalt, weathered by great age. Any torches sputter and burn with thick smoke. Passages are 10' wide and 15' high unless otherwise stated.

Wandering Encounters: There are no wandering encounters through the Sphinx Entrance or the Fissure Entrance.

1. Sphinx: Eroded by the ages, the malevolent visage of some ancient prince gazes down imperiously from a monstrous body of ancient stone. Part great cat, part dragon, part scorpion, unearthed by the quake, it seems poised to strike at any moment.

- There is a faint glow coming from the sphinx revealed by attempts to cast *Detect Magic*.
- A block in the cyclopean masonry can be wedged out, serving as a **secret door**. Halved chances of detecting secret doors because of the subtlety of its construction. A *Detect Magic* or similar spell reveals the stone radiates less magic than everything else, making it stand out clearly.




= Door
= Ramp
= Pit
= Secret Door
= Stone Block
= Altar
= Statue
Sphinx Entrance
N
= 10 Feet
8
5
6
Scythe and Acid Fog Trap
7
Sand Trap
4
3
2
B
Trap
A
1

- The seams are filled with grit, requiring a successful Open Doors or some subtle craft to open (i.e. pouring precious water or grease into the seams).

2. Secret Entrance: The entrance is a 3'x3' **shaft** that leads down at a 45 degree angle, becoming narrower in places where the stone has given way. The shaft is filled with gravel, sand, and debris.

- Wearing anything heavier then leather inside the **shaft** is impossible as characters quickly become wedged/stuck and may suffocate if they persist in attempts to do so. Armor or backpacks may be pushed in front or dragged behind.
- **Area A:** The **shaft** becomes a 30' vertical drop.
- **Area B:** The **shaft** levels off until it becomes horizontal, at which point there is a trap (see below).
- **Trap:** A single pressure plate on a level section of the shaft remains intact. Each PC has a 2-in-6 chance to trigger the trap until its sprung causing a collapse that inflicts 2d10 damage and forcing the character to save vs. breath attacks or become pinned under the rubble, with suffocation setting in after 10 turns. Characters may attempt an Open Door check to dig themselves free but need three successful checks to do so. Characters may add the STR bonus of anyone aiding them to their Open Doors checks, with a minimum of +1. Every time the character attempts to dig himself free, he expends an additional turn of air.

3. The Fate of Traitors: A sliding panel gives way into a massive circular chamber. A 9' deep **pit** occupies the center of the chamber. The walls are covered with faded **murals** and several stone tables are placed about the room facing the pit.

- The **pit** is littered with blackened bones. Characters rooting through the bones feel increasingly uneasy, as if the spirits of the victims seek to drag them off to share their nightmarish fate. Persistent characters find a blackened **ring** of orichalcum carved in the shape of a serpent devouring its own tail (375 gp). Anyone putting it on is *cursed* to relive the agonies of the victims in their dreams, gaining no rest and regaining no spells, and losing 1 hp every night until they are treated with a *Remove Curse* spell.
- The artwork is detailed to the point of obsession. It's possible to make out expressions and other minute details on even the smallest images. Anyone who speaks Tzyanese or can otherwise understand the hieroglyphics on the **murals** gains additional information. Recurring elements are the ancient Tzyanese, a giant figure with the trappings of a king or high-priest (The Master), and an unearthly cathedral-like structure of jagged crystal (The Weapon).
  - **North Wall:** Men are cast into a great pit, to burn alive while others watch. The Master towers over all men, directing the butchery. The Weapon in the upper right corner (small) [written: the Fate of Traitors].
  - **West Wall:** Men are made to watch as the Master devours women and children. The Weapon in the upper right corner (small) [written: The Key to Salvation].
  - **East Wall:** Armies of wiry men march under banners of impaled deities. Arrayed against them are golden warriors with animal faces led by the Sun and the Moon. Strange cathedral-like structure in the back (prominent) [written: Against the Golden Host].
  - **South Wall:** Procession of the Master and his servants in desperate flight, a massive cathedral-like structure looming over all (overwhelming) [written: That Which Comes After].
- On one table: **Curved knife of black steel, inscribed with hieroglyphics**. This sacrificial knife is made of alloys that can only be forged in absolute darkness. It harms creatures that can only be harmed by magical weapons but offers no bonuses to hit or damage. Intoning the chants engraved on the blade while cutting the hieroglyphs into his/her palm, the wielder may ask a single question as though it were a *Contact Higher Plane* spell (as though the caster was asking six questions). This power may be used once per week and the wielder takes 1d3 damage that cannot be healed with magic.

4. Sand Trap: An ornate stone **basin** on the north wall is filled to the brim with gold **coins**. The ceiling is **domed**, reaching 15' high and the walls of the chamber are covered with leering stone faces with gaping mouths. There is a narrow, 5' tall stone block in the corner of the room.

- **Trap:** Around the **basin** is a pressure plate on the floor that lowers a 3'' thick stone slab over the entrance (2-in-6 chance of setting off), sealing off any possibility of escape. Dusty sand begins pouring into the room from mouths in the walls. PCs have two turns before the room is filled with sand.
- Perceptive players may note that the top of the **dome** is above the level of any of the mouths.

Continued

The stone block can be moved but only has room for two characters, at best. Clever players might try to sit on each other's shoulders. Allow this, but call for DEX checks if the character on top is particularly heavy or carrying a full backpack.

- The **basin** is wide enough to accommodate two more characters.
- The room fills with sand to a height of 10'. Anyone who has not found a means to elevate themselves is subject to suffocation. One turn later, surviving characters hear muffled rumbling and slits in the floor open to drain away the sand. The stone slab blocking entry may be raised by a switch in a concealed panel in the basin.
- There are 297 **'coins'** in the basin that are earthen-work coated with gold paint, worth ½ cp each.

5. Faithful Companions: The center of the chamber is dominated by a grotesque **altar** of gilded **bone**. Surrounding the altar are dozens of corroded **pikes**, each with a gilded skeleton impaled upon it. All skeletons are missing their right hand. Faded **murals** cover each of the walls.

- There is 10,000 gp worth of gilded bone in the **altar** and the skeletons in the chamber. Removing it and carrying it across the desert will be a challenge as the molten metal has welded the bones onto the pikes and the alloys are heavy (total weight 20,000 gp).
- The **bones** carry the animating force of the **Azarog** (see **Appendix C**, pg 54)and destroying the bones is the only way to kill it permanently. This is not easy! The bones must be utterly pulverized and the alloy is malleable rather than brittle. Carrying a complete skeleton beyond the Black Shore and into the Necropolis causes the Azarog to animate it.

Animated Skeleton: AC 1 [18]; **HD** 4; **hp** 25; **Att** 1 x fists (1d6); **THAC0** 16 [+3]; **MV** 60' (20'); **SV** D10, W11, P12, B13, S14 (4); **ML** 12; **AL** C; **XP** 75

- Studying the formation of the **pikes** reveals them to form a complicated Tzyanese glyph, its meaning somewhere between Guardian, Legion and Spirit. It is pronounced 'Azarog.'
- As **Area #3**, one who speaks the Tzyanese tongue or can otherwise understand the hieroglyphics gains additional information from the **murals**.

Continued



- **North Mural:** Servants look on as the Master devours women and children. A closer look reveals their faces show not horror but gratitude [written: Loyalty's Reward].
- **West Mural:** Tzyanese funeral procession. The spirits of the fallen are dragged into a Thousand Hells to be rent by cackling demons whilst wrathful gods look on from on high [written: The Malice of the Divine].
- **East Mural:** Hundreds toil as the Master directs their efforts. A city is built underground, mirroring the city above [written: As Above So Below].
- **South Mural:** Twenty-seven servants are impaled and gilded, their spirits bound together into a single form standing vigil over the palace [written: Faithful Companions].

6. Pots: This chamber is unadorned and holds a variety of ceramic urns, **jars**, and pots.

- There are a total of 54 pots. Most of them are empty or their contents have long since spoiled or evaporated.
- There are two jars that still contain usable lamp oil, sufficient for 36 hours of illumination. The oil burns smoky, emitting a sulfurous stench (-1 to chances to surprise).
- Inside one of the **jars** is a desert scorpion who has found its way in (standard chances for surprise). The scorpion's sting (HD ½, AC 8, MV 60) deals only 1 point of damage but anyone so struck must save vs. poison or die in 3 turns unless treated.

(1) Scorpion: AC 9 [10]; **HD** 1 **hp** 1; **Att** 1 x sting (1 + poison); **THAC0** 19 [0]; **MV** 60' (20'); **SV** D 14, W15, P16, B17, S18 (NH); **ML** 5; **AL** N; **XP** 5

7. The Judgment of Uyu-Yadmogh: The passage has a series of five alcoves on either side. Each alcove is filled with 9' tall **statues** with three heads. Each head is the Master's, wearing a different, inscrutable expression. All hold heavy stone maces and hammers as if preparing to strike down anyone who passes between them.

- **Trap:** The third pair of **statues** has a pressure plate between them that triggers a scything blade trap at knee level (2-in-6 chance to trigger for 2d6 damage). Once triggered, a **second trap** activates and thick acidic fog starts pouring from each of the statue's mouths, expanding to fill the entire hallway.
- The acid fogs damage increases over time as the room fills up: **1st round:** irritating stinging sensation, **2nd round:** 1 damage, **3rd round:** 1 damage, **4th round:** 2 damage, and **5th round+:** 4 damage per round. Wet rags over the face and other exposed limbs halves the damage. The size of the reservoir is considerable. The fog starts filling up the tomb at five, 10' squares per turn, but is exhausted after 10 turns. After 10 turns, the fog dissipates after an additional turn.
- **Yet another Trap:** Between the 5th pair of **statues** is a 20' deep pit trap (2-in-6 chance for triggering for 2d6 damage). Particularly cruel referees might call for saving throws every round to see if any rope used to hoist characters up is affected by the acid. Polearms or ten-foot poles are sturdy enough to resist the acid long enough to remain unaffected.

8. Exit: The double door is set in the naked rock, man-high, of tarnished, ancient bronze. Faded **imagery** can barely be made out on the surface.

- The faded **imagery** is a series of man-like images superimposed over each other. Faint hieroglyphs describe each shape as a distinct part of the Soul, attaching esoteric properties to each that are utterly incomprehensible.

"Ancient traps are but the first, the most lenient, of my guardians."

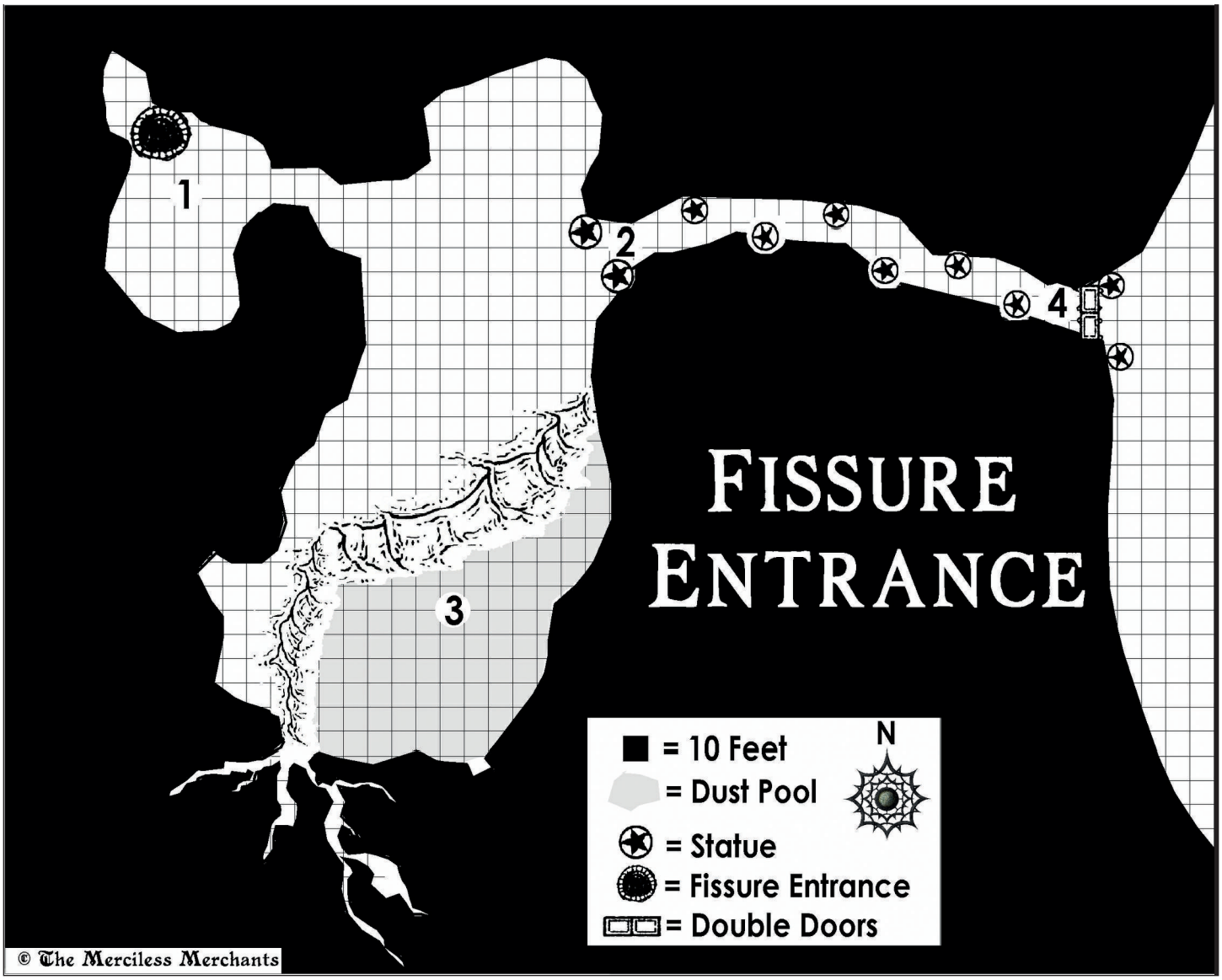
II. FISSURE ENTRANCE

Adventurers exploring the basin in the vicinity of the sphinx eventually discover a deep fissure in the rock. The sheer surface of the fissure plunges into pitch blackness (80' deep). A search reveals piton markings on the rock face as well as the nearby ashes of a dung-fire several days old. The rock face can be climbed by making a successful DEX check (thieves are automatically successful).

1. Unwelcome Visitors: The fissure gradually levels off into a rocky passageway. Nearby is a camp—bedrolls, a stained **cask**, two coils of rope, three backpacks, and the remains of a campfire. Six **corpses** are spread around the camp in a circle, their throats severed and their chests wrenched open. There are no signs of struggle.

- The **cask** is full of precious water (five days for four people). The backpacks contain cloaks, twenty iron spikes, a hammer, five flasks of oil, and flint and steel.
- Five of the **corpses** are natives, dressed in homespun tunics. The only one who shows any signs of struggle wears ornate splint mail, a curved knife on his belt, and a sword half drawn beside him. There is a composite bow and a quiver with 20 arrows at his feet. All corpses are less than a day old. Examination reveals each corpse has had its heart removed.

2. Totem: The passage widens out into a cavern. The air is still, dry and thick with the **dust** of ages. Footprints disturb the thick layer of dust, knee-high in places, leading across a buried path towards the east. A row of worn **statues**, man-high, stand on either side of the path. The sagging, mutilated **corpse** of a great beast is impaled on a spear beside the path.



- Moving through this chamber faster than walking kicks up clouds of **dust** and PCs must make a save vs. poison or start coughing for 1d3 rounds, causing -1 to attack rolls,10% spellcasting failure and making surprise impossible. Those taking precautions (wet rags over their mouths etc.) are unaffected.
- The **statues** are sculpted according to an utterly alien aesthetic and portray the same cruel, handsome sorcerer. Observation reveals the statues once had something embedded in them. Meticulously searching every statue reveals one still contains a globe of amber containing a long extinct insect (200 gp).
- The impaled **corpse** is a cross between a predatory bird and a bear. The corpse has been mutilated: its eyes have been gouged out and its tendons cut. Its mate is still alive **Area #3**.



3. Dust: The cavern widens further into a veritable lake of **dust**. As one strays from the path the dust deepens. A faint **glint** of gold or jewels can be seen coming from the east.

- Off the path, the **dust** becomes deeper, quickly coming up to the character's waist (half movement, -2 to hit with two handed weapons, no dexterity bonus to AC).
- Anyone approaching the **glint** sees a gold amulet peeking through the dust. The medallion is ancient, depicting a beautiful maiden driving a blade into her heart (350 gp).
- Attempting to grab the amulet means the dusk stalker leaps from its hiding place underneath it with an ear-piercing shriek, achieving surprise on a 4 in 6! It is unaffected by the dust clouds.

(1) Dusk Stalker: AC 5 [14]; **HD** 5*; **hp** 24; **Att** 2 x claw (1d6), 1 x bite (1d10); **THAC0** 14 [+5]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (3); **ML** 9; **AL** N; **XP** 225

- Dusk stalkers are very silent, attaining surprise on a 4 out of 6.
- Emits blood-curdling shriek when it first attacks. Save vs. paralyzation or stunned for 1 round.

4. Doors: Great doors of unknown alloys hang wide open on massive hinges, revealing an immense darkness beyond. **Inscriptions** mark both sides of the doors. The doors are far too heavy to move by human hand (20,000 lbs each). The phosphorescent outline of some foreboding, alien city can be made out in the distance (see **III. The Black Shore**, pg. 15).

- Examination reveals there is no sign of forced entry.
- The **inscriptions** are in Tzyanese (see Player's Handout, **Appendix E**, pg. 58).

"Beyond These Gates Lies A Fate Unimaginable; Free from the Fires. Eternal Un-life. Horror Absolute."

III. THE BLACK SHORE

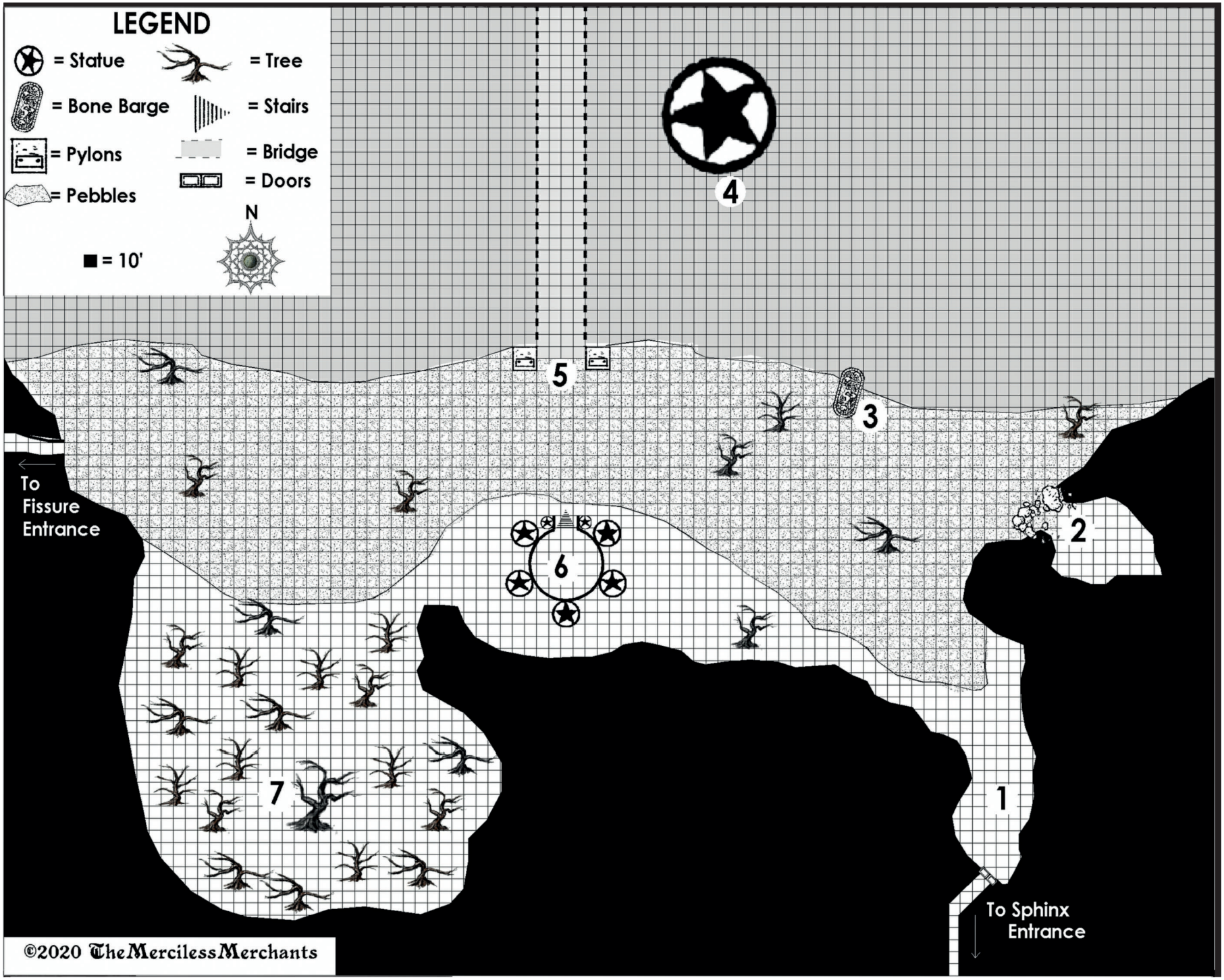
Either passage eventually enters a vast cavern that holds a sight of alien wonder and terrifying beauty, emerging upon a rocky beach of petrified trees and black sands. Rising from a lake of shimmering quicksilver and misty vapors, back-lit by eerie witch-light, the Palace of Unquiet Repose stands monstrous vigil over a city of the dead.

The Vapors: The Palace of Unquiet Repose is surrounded by a lake of mercury. The air above and within 30' of the lake is filled with noticeable, thick inebriating vapors. For every two turns of exposure, a saving throw vs death must be made (with a +2 for anyone protecting their face). Failure means the character takes a -2 to all attack rolls and saving throws until taken out of the fog. A second failure increases this penalty to -4. A third failed saving throw means the character loses consciousness.

Conditions on the Lake: Even with adequate light sources, characters cannot see further then 30' because of the thick vapors rising from it. Characters can walk on the lake (mercury is 13x as dense as humans) at half their normal movement speed. However, those that attempt to cross the lake in this manner risk coming in contact with mercury and contracting mercury poisoning! After a turn of contact, characters must make a saving throw vs poison or become weakened and feverish (halve strength score until cured) after an hour until treated with a *Neutralize Poison* spell or a week of rest in an area with clear air. Wearing thick boots or other footwear provides a +2 bonus to the save. Drinking mercury has the same effect as a turn of exposure (at -4 to save).

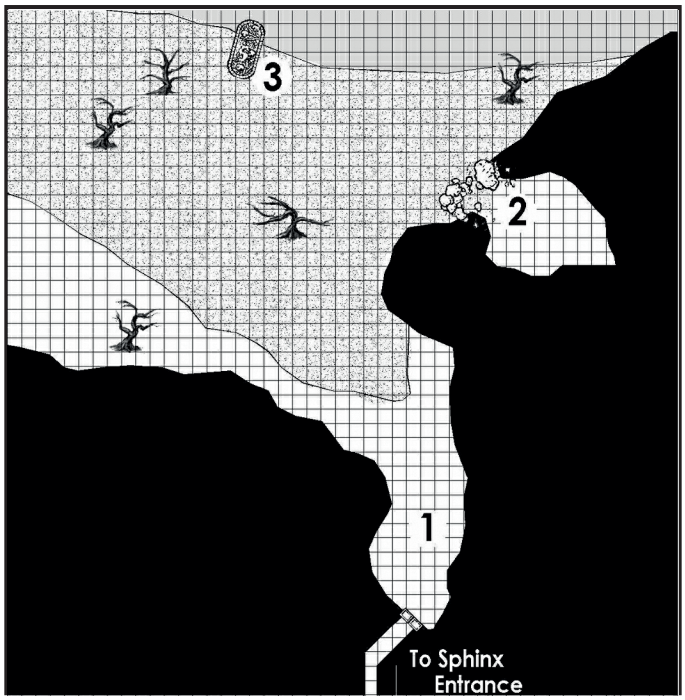
Wandering Encounters: A 2-in-6 chance every three turns signifies an encounter.

ROLL	ENCOUNTER	NOTES
1	**(2d4) Sial-Atun Patrol (see Appendix A,** pg. 45**): AC** 5 [14]; **HD** 3*; **hp** 17; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 3); **ML** 9; **AL** C; **XP** 50 ● Gilded chain mail, spiked helmet, round shield, pole arm, long bow, 20 arrows, longsword, dagger, and gruesome battlefield trophies.	They are on edge and demand the party to surrender. Refusal is met with lethal force.
2	**Escaped Slave: AC** 9 [10]; **HD** ½; **hp** 3; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 20 [-1]; **MV** 120' (40'); **SV** D14, W15, P16, B17, S18 (NH); **ML** 4; **AL** N; **XP** 5 ● Pledges loyalty to the party if they protect him from his cruel masters.	Three Sial Atun (stats above) arrive 5 rounds later. They demand the party to kill the escapee, hand him over to be punished or face their murderous wrath. If the party complies, they are willing to parlay with them.
3	Heart-wrenching keening emanating from **Area #7**, pg. 19.	
4	Disturbing mental tugging sensation in the direction of the Palace.	
5	One character receives a vision.	A coffin filled with serpents, coiled around each other in mortal combat. The coffin is sealed shut.
6	One of the characters steps onto a skull, joint, finger bone or rib buried in the beach. Loud crunching noise alerts any nearby creatures to their presence. How many more lie beneath…who can say?	


LEGEND
= Statue
= Tree
= Bone Barge
= Stairs
= Pylons
= Bridge
= Doors
= Pebbles
N
■ = 10'
4
5
3
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6
7
1
To Fissure Entrance
To Sphinx Entrance
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1. Cavern Entrance: Into the immense natural archway of the cavern are carved tens of thousands of impossibly minute reliefs of men undergoing unspeakable tortures and performing all imaginable obscenities. A pathway of intricately carved stone slabs leads to a **pebbled** beach. Scattered across the beach are petrified tree stumps sticking from the ground like fingers of bone. A massive statue (**Area #4**, pg. 18) rises from the lake, its right hand held up as if to arrest progress.

- Each **pebble** is actually a cut semi-precious stone carved with glyphs worth 5 cp. Each weighs as much as a gold piece. They are without number, the beach contains enough wealth to raise an empire. In addition, each of the stones emits a small anti-magic field. Anyone attempting to cast spells on the beach suffers a 20% chance to miscast.
- Carrying at least 300 stones gives spell-caster bearers a 10% spell failure chance and grants +1 on saving throws vs. spells. Carrying 600+ makes spellcasting impossible; anyone casting a spell within 10' of the bearer suffers a 20% spell chance to miscast, and the bearer gets a +2 to all saving throws vs. spells; magic items carried on the person become nonfunctional, and are eventually destroyed (after weeks of exposure to the nullifying enchantment).



2. Sial-Atun Base Camp: Rocks are piled up in this alcove, forming a crude defensive **bulwark.** Beyond, armed men in gilded mail sit desultorily around a smoky fire.

- **Caltrops** are strewn before and behind the **barricade** (20' length). Anyone moving through the caltrops without precaution takes 1d2 damage per 10' and must save vs. breath attack or have their movement slowed by 1/3 until they receive magical healing.
- The rocks provide a +2 bonus to AC to anyone taking cover behind them. A 3' deep trench dug in front of the **bulwark** means the barricade can only be surmounted on a successful Climbing or DEX check. Anyone doing so forgoes his DEX bonus to AC for that round. Anyone attempting to surmount the rocks must succeed at a DEX check or Climb Walls and forgo any Dexterity bonus to AC that round.
- **Two Sial-Atun** (see below) halt anyone approaching within 60', alerting the rest of the camp. **They are willing to negotiate but offer combat if challenged. They are wary of treachery.**
- While fighting, two Sial-Atun may collapse the **barricade** upon PCs in the trench inflicting 2d4 damage and pinning them beneath the rock unless they succeed at a saving throw vs breath attack. This creates a 10' hole in the barricade.
- Once the **alarm** is sounded, the rest of the camp mans the barricade in 1d4 rounds, targeting spell-casters with arrow fire and massing to fight off anyone trying to rush the barricade with spears. **Sergeant Crasse** fires arrows and directs the men whilst the **veteran Siradar** attacks the strongest fighter.
- An underground spring provides sufficient water for the Sial-Atun to survive.

Negotiation: These men are the frustrated rear guard of the Sial-Atun. Wiry, hollow-eyed killers, their lack of supplies, promised treasure and the evils of this place have frayed their normally unflappable nerves. They are 9 men, currently led by **Sergeant Crasse**.

Why they are here: These Sial-Atun have been led to the Palace by **Captain Sarakhar** with promises of infinite riches and godlike might. Instead they find only ennui and ancient horror while they wait for their comrades to return. The captain has gone into the city along with the rest of the men.

Co-operation: Sergeant Crasse knows he might earn redemption if he delivers the head, eyes and tongue of Captain Sarakhar to the Grand-Master of the Sial-Atun. He is willing to work with the party to that end and can be relied upon. His men are ambivalent, torn between loyalty to their Sergeant and fear and awe of the **veteran Siradar**.

Clean-shaven, hair locked in a single braid running down the back of his skull, badge of rank is tattooed on his brow. His eyes are hard and penetrating. Calculating, slow to act, but utterly committed once he does. His faith in his captain has been broken by the evil of this place. Now he wants merely to escape with his honor intact.

Sergeant Crasse: AC 2 [17]; **HD** 5*; **hp** 31; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 17 [+2]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (F 5); **ML** 10; **AL** C; **XP** 225
STR 16, INT 13, WIS 11, DEX 12, CON 15, CHA 11

Equipment: Plate mail with hideous face embossed on front, shield, longsword, longbow, (14) arrows, dagger, silver statue of entwined courtesans (44 gp).

A veteran of many campaigns, skin tempered by sunlight, hard weather and a thousand scars. His eyes are alight with fanaticism. To see him is to know no act is beyond him. So much blood has been shed by his hands he exudes almost palpable menace. The men fear and venerate him.

Veteran Legionary Siradar: AC 1 [18]; **HD** 6*; **hp** 38; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 17 [+2]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (F 6); **ML** 10; **AL** C; **XP** 350
STR 13, INT 14, WIS 8, DEX 15, CON 16, CHA 16

Equipment: Plate mail, shield, spiked helmet, polearm, long bow, 20 arrows, longsword, dagger, necklace of scrimshawed finger bones (children's).

(8) Sial-Atun: AC 5 [14]; **HD** 3*; **hp** 17; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 3); **ML** 9; **AL** C; **XP** 50

Equipment: Gilded chain mail, spiked helmet, round shield, polearm, longbow, 20 arrows, longsword, shield, dagger, and gruesome battlefield trophies.

3. Bone Barge: A **barge** is stranded upon the pebbled beach, its ghostly paleness stands in bright contrast to the surrounding gloom.

- The **barge** is constructed of human bone and large enough to carry a dozen men. The bone is brittle with age: 30% chance it collapses halfway if used to cross the lake. Those taking care to shore up the barge (extra lashing of rope, carpentry, and/or thief skills) reduces this chance by 10%.
- **Note:** The Sial-Atun notice PCs who investigate the barge and won't be surprised. They alert the camp.

4. Statue: Looming over the lake, the 45' tall basalt **statue** of Uyu-Yadmogh with its right hand upraised is a monument to power, arrogance, and evil.

- Closer inspection reveals a fine web of cracks running through the **statue**. A faint aura of evil and sorcery is all that remains of Uyu-Yadmogh's greatest protection, now defunct.

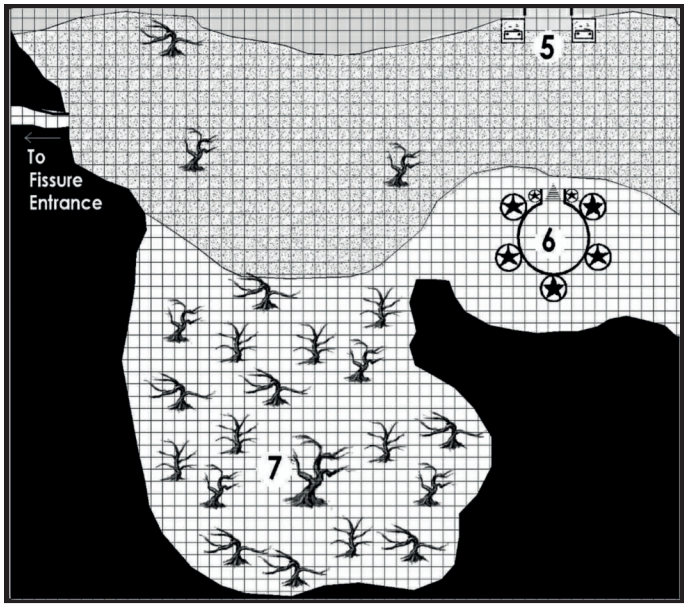
5. Hidden Path: Two weathered stone pylons on the beach mark the beginning of the **trail**, buried beneath the sand. There is writing on the pylons in Tzyanese. "Those Liberated From the Judgment of Heaven may pass through the Gate of the Host Incarnadine."

- A **pathway** of stone runs 8 inches under the mercury lake, invisible, unless carefully probed for, all the way up to the city. Those passing over it can travel at normal speed and are not subject to mercury poisoning. The path leads to **IV. The Necropolis, Area #1**, pg. 22.

6. Shrine to Uyu-Yadmogh: Two chimeras of god, scorpion and lion carved from gleaming black stone flank the stair entrance of this oppressive shrine. Five statues bearing great **urns** upon their shoulders surround a circular podium. A hundred carved faces stare dolorously from walls of ash-grey stone.

Note: Powerful servants of Lawful deities (paladins, clerics etc.) sense an aura of immense evil emanating from the shrine.

- The **urns** contain the powdery residue of unspeakable substances. Anyone "baptizing" himself with the dust is completely undetectable to – and cannot be targeted by - magical creatures, the undead, death magic, magic that targets the spirit and divination magic for 24 hours. The soul-quenching residue has the side-effect of requiring a saving throw vs. death. Failure results in a loss of one point of CHA permanently. Divine spell-casters lose the ability to cast spells for this period and might require atonement afterward. Unwilling targets require a saving throw vs breath attack to avoid the effect. Enough powdery residue in the urns remains to baptize three people.
- There is a feeling of palpable horror when approaching one of the **urns** containing a different residue. Touching the residue causes a faint numbness in the fingertips. Baptizing anyone with it means they must make an immediate saving throw vs death at -4 or have their flesh melt off their bones in a puddle of black ichor, causing instant death.



7. Vitrified Garden: The beach gives way to a grove of dead things. Great fossilized oaks, twisted in all manner of hideously animalistic shapes, cover the area under a canopy of skeletal limbs. The ground is covered with fine ashes and coal dust. A bloated tree in the center oozes night-black **ichor** from countless knots across a pile of human skulls layered at its base.

- The shadowy **ichor** is mildly corrosive and sticks like glue. Touching it with unprotected hands inflicts a point of damage for 1d3 rounds. Ingenious PCs might harvest enough of the material to make crude (but deadly!) missile weapons. A fist-sized projectile is clumsy (like throwing a sack of glue) at -2 to hit but a successful hit inflicts 1d6 damage for 1d3 rounds against living creatures and lower the targets AC and attack rolls by 2. There is enough ichor for 4 projectiles, unless PCs think to chop open the tree, in which case there is enough for 20 projectiles (chopping into the fossilized wood takes about an hour per 10 doses and the noise triggers a wandering monster check).
- One of Uyu-Yadmogh's surviving concubines, a Nzembarian construct known as a Glass Concubine, escaped the initial purge and now hides in the grove, wallowing in loneliness and misery. It attempts to lure any man it sees with her plaintive song.

(1) Glass Concubine: AC 5 [14]; **HD** 3*; **hp** 20; **Att** 1 x fist (1d12); **THAC0** 16 [+3]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 3); **ML** 9; **AL** C; **XP** 100

- PCs looking at the Glass Concubine must make a save vs. spell or be charmed.
- +1 weapons needed to hit.
- **Treasure: The Many-Angled Instrument of Ethereal Imprisonment** containing an **Empty Man** (see **Appendix: B** pg. 52, and **C** pg. 54), a heavily decayed suit of ancient plate mail of Karaashi Steel (if mended it functions as non-magical **Plate Mail +1),** a tarnished silver circlet shaped like a snake devouring its own tail with an empty eye socket (87 gp), 123 gp in currency of long dead empires (brass and molybdenum pieces) and an astonishing number of horrifically maimed skeletons.
- The **Sial-Atun** have lost several men exploring the grove and now avoid it. If looked for, their weapons and armor can be found littering the grove.

"A vast shore of black sand, each pebble carved by the hands of a master sculptor. Only a thin membrane; underneath it ageless, unfathomable, eternal horror."

IV. THE NECROPOLIS

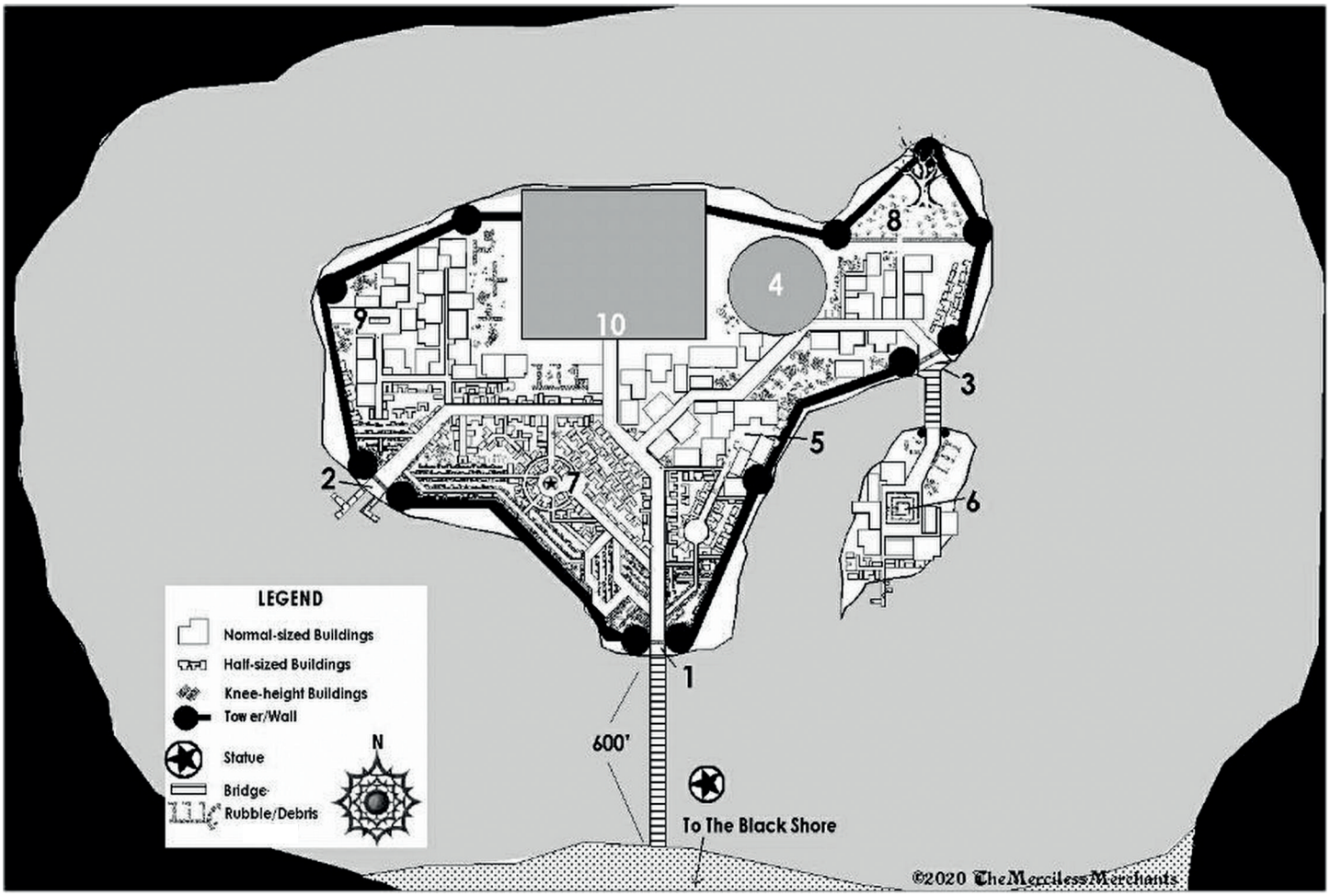
Rising from the lake like some pelagic horror, the necropolis is a replica of Uyu-Yadmogh's city in life, recast in terracotta and basalt. Doorways are skewed, angles are jagged and rooftops and towers are slanted. Every inch of the city is covered in hieroglyphics and sculpture, layer upon layer upon layer. There is a psychotic beauty to the place, a reflection of the madness of its inhabitants.

Buildings are sized according to the stature their inhabitants had in life. Entire blocks are barely knee-high, their inhabitants less than nothing in the eyes of the Master. Domiciles of the nobility are half-size, complete with gardens of finely sculpted stone. Temples, monuments, barracks and fora can be seen erupting from the mercury fog, immensities of stone. The palace towers over all, an opulent monstrosity in jagged basalt and crimson marble.

The thoroughfares and alleyways of this dead city are filled with clay statues. The subjects of Uyu-Yadmogh, belonging to him in death as they did in life. A lithe, graceful people in long, flowing robes of clay, some with ornate scars or other decorative mutilations, their expressions are beautiful in repose and monstrous in anger. Calm serenity is interspersed with bestial hatred, mad hunger and wracking agony.

Nothing can be heard in the city but silence.

Referee's Notes: Movement in the city can take place on the boulevards, streets, alleys, and even stepping over some of the knee-high building replicas (half movement rate). It is even possible to force a way though the terracotta walls at half movement speed. However the noise causes a wandering monster check every turn with no chance of surprising the monster because of the racket. If PCs desire, they can attempt to carefully navigate a path between or through windows, doorways, alleyways, buildings or roofs with a quarter of their normal movement speed.



Areas #4, #6 and #**10** can be seen from anywhere in the city.

The city is home to several **factions (**see **Appendix A: Factions**, pg.45)**,** each searching for a means of egress into the Palace. It is recommended to study each entry before running this part of the adventure.

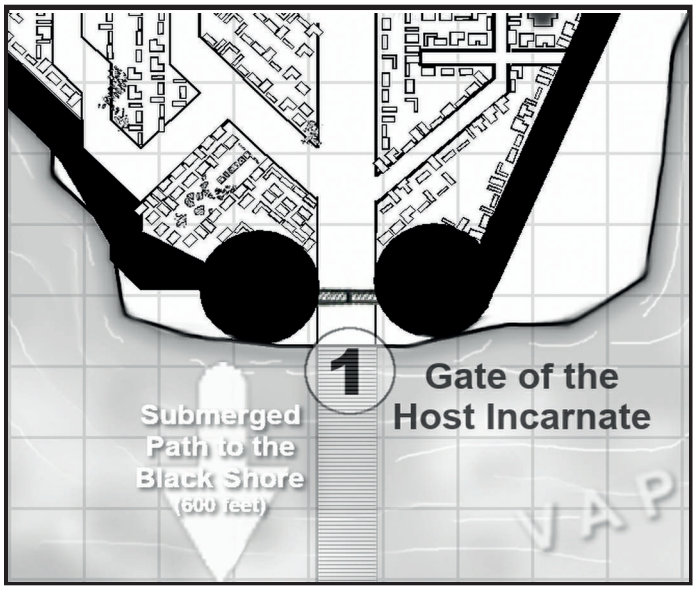
Haunting the streets of the necropolis is the **Azarog** (see **Appendix C**, pg. 54)**,** a mighty guardian of Uyu-Yadmogh. Trapped between the nullifying sorcery of the pebbles on the beach and the wards surrounding the palace, it has stalked the city, raging in silence, since its monstrous birth. The recent conflicts have given it access to the bodies that are its limbs.

Wandering Encounters: A 2-in-6 chance every 6 turns signifies an encounter.

ROLL	ENCOUNTER	NOTES
1	The Azarog (see **Appendix C**, pg. 54).	Corpses within 120' of the PCs are animated immediately as per the *Animate Dead* spell. Depending on the situation, the Azarog might try to attack from ambush, burst through the terracotta walls of a dwelling, hurl shards of pottery, attack suddenly as the PCs are rifling through their equipment, etc. If no corpses are present, the Azarog follows the PCs for 1d6 turns, with an eerie sensation of being watched being the only indication that anything is wrong.
2	**1d6 Walking Dead: AC** 8 [11]; **HD** 2; **hp** 12; **Att** 1 x weapon (1d8 or by weapon); **THAC0** 18 [+1]; **MV** 60' (20'); **SV** D12, W13, P14, B15, S16, (1); **ML** 12; **AL** C; **XP** 20	For type, roll 1d4. **1.** Sial-Atun **2.** Follower of Father **3.** Mummified husk **4.** Mixed group.
3	**2d6 Sial-Atun** (see **Appendix A**, pg. 45): **AC** 5 [14]; **HD** 3*; **hp** 17; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 3); **ML** 9; **AL** C; **XP** 50 ● Gilded chainmail, spiked helmet, round shield, polearm, longbow, 20 arrows, longsword, dagger, and gruesome battlefield trophies.	The Sial-Atun are on patrol. If the PCs are not accompanied by any Sial-Atun from the beach they assume they are hostile and attack on sight. They accept offers of surrender and bring any prisoners to their camp for interrogation.
4	**1d6 Children of the Tree** (see **Appendix A: Factions,** pg. 46)	The Children of the Tree move through the city via hidden passages and tunnels and will try to remain unobserved (standard Hide in Shadows percentage chance). If the PCs are unknown, they attempt to make peaceful contact. If the PCs have refused their offer of alliance, they evade them on subsequent encounters. If the PCs are hostile, they cast missiles or pieces of statuary from rooftops, set primitive deadfalls or attempt to sabotage or steal unattended equipment before retreating. They attack directly only if the PCs are low on hit points, exhausted, or similarly weakened.

Continued

5	**The Nine (roll d10)** **1. Thousand Faced Prince** in disguise. **2. The Follower in Darkness** in shadows. **3. The Eye of Tzyan** reasonable, surrenders to save life, awaits rescue and attempts to extract information. **4. The Invisible Sword** runs, turns and kills with gaze if necessary. **5. The Walker in Dreams** always encountered in spirit form. Body is hidden within one mile (guarded by one other roll again). **6. Khabareth Who Comes Before** challenges to a riddling contest, uses paralysis touch only when threatened. **7. The Shaper of Things to Come** threatens, shapes stones and houses into walls, armor, and weapons. **8. An Unbearable Thing, Drawn From Beyond Final Night, Given Hatred and Substance.** Attacks. **9-10.** Roll Twice and combine results.	Refer to **Appendix A: Factions,** pg. 48 for stats.
6	**Roll Twice.** Parties have stumbled on each other 1d4 rounds ago.	

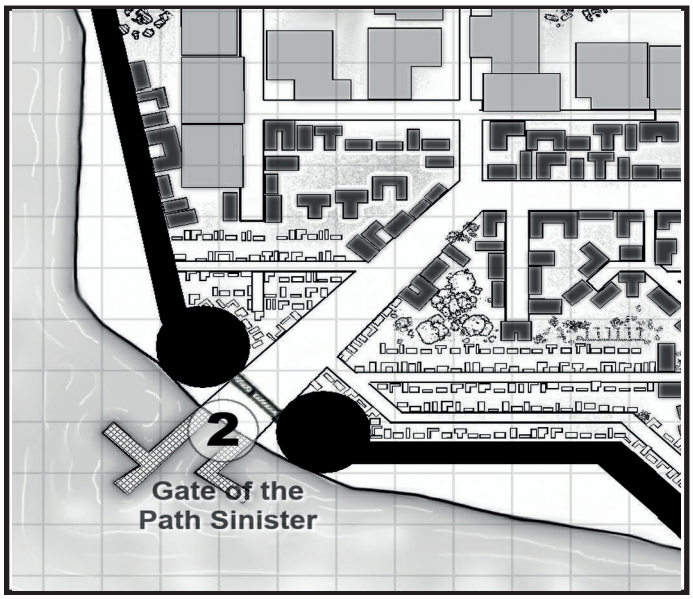


1. Gate of the Host Incarnadine: A great gate of worked stone provides access into the city. One of its giant doors has fallen inward. Faded carvings of Uyu-Yadmogh leading his re-animated hosts against the animal-headed construct legions decorate the other. An armored **body** dangles from a rope tied to the top of the gate.

- Cutting the **corpse** down without somehow arresting its fall causes it to splatter on the floor, creating enough racket to prompt an immediate wandering encounter check.
- The **corpse** is a Sial-Atun soldier who carries chain mail of exquisite craftsmanship (AC 4), a masterwork dagger, a pouch with a garnet (135 gp, shatters if corpse falls) and the mummified hand of a child. The corpse is less than two days old.

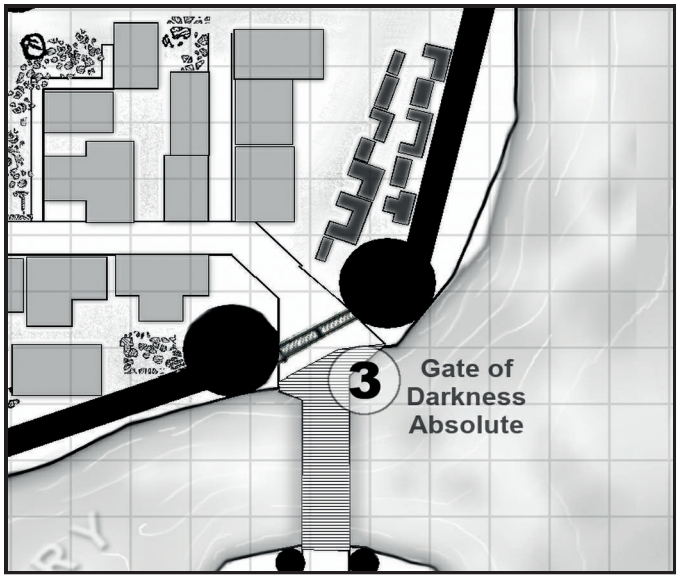
2. Gate of the Path Sinister: A gateway of stone beckons, its double doors wide open as if in invitation. Flanking the **gate**, twin **sphinx** statues with Uyu-Yadmogh's face glare down upon would be trespassers. One raises a hand as if in rebuke. The other raises both hands palm-up, as if in expectation of a gift. Two bone barges are tied to the dock.

- **Trap:** A 2-in-6 chance that a PC stepping through the **gate** steps on a pressure plate, triggering a scythe trap in the stone threshold. The blade is made of **Sybarran Steel**, attacks as a 6 HD creature (THACO 14 [+5]), inflicts 2d8+2 damage, and is a **Sword of Sharpness**. The **Sword of Sharpness** has a blade so keen that on a natural roll of 20 on a d20 it has a chance to sever a random appendage.
- The trap's blade can be pried or chiseled free if the stones are removed (successful pickpocket roll or Open Doors check or be cut for 1d4



damage). The blade is +2 to hit and damage but lacks a hilt. Any sturdy make-shift hilt is ruined in 1d20 attacks and holding the naked blade means the wielder suffers 1d4 damage each time he attacks. A custom hilt with special adhesives or similar alchemical ingredients eliminates this effect.

- Placing at least 20 gp of weight in the cupped hands of the **sphinx** disables the trap with an audible click as they lower, barely perceptible.

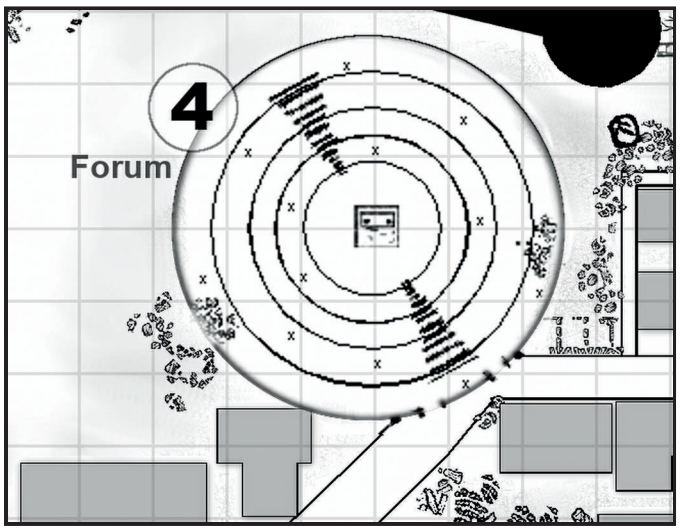


3. Gate of Darkness Absolute: This **gate** is made of featureless black stone that seems to consume any light that shines on it. The gatehouse shows no ostentation of any kind.

- Close investigation of the **gate** reveals murky forms shuddering and writhing within the material of the gate as though from very far away. Perhaps it is merely a trick of the light?
- The material of the gate is utterly cold to the touch (1 hp damage touched for a prolong period of time) harder than diamond and cannot be scratched, burned or marred in any way.

4. Forum: This structure, open to the sky, consists of great circular benches split surrounding a podium below. The forum is bisected by two stairways, whose steps seem fit for giants. Several corpses are placed on the benches. A **throne** of corroded iron with a **man** on it dominates the podium.

- A cruel jest of the Sial-Atun, the **man** is Alon, follower of the Silver Tree. He has been beaten savagely (1 hp left) and impaled upon the **throne** (which holds many vicious hooks).
- Unless the characters are particularly stealthy, Alon shouts for help when he sees anyone entering the forum.
- The **Azarog** frequents this area (70% chance) and is free to animate all 12 of the corpses (marked by an 'X'). It waits until the characters attempt to free Alon before animating them. Alon does not know this.
- Hooks in the back and armrests of the **throne** inflict 1d6 points of damage to anyone sitting on the chair, with an additional 1d6 for attempts to tear oneself free. Carefully extracting someone from the throne of hooks requires the assistance of a thief or someone with at least 14 DEX. A failure inflicts 1d6 points of damage to the person impaled on the hooks.
- Alon (0th level human) is grateful to anyone who frees him and tries to get the characters to join the Children of the Tree (see **Appendix A: Factions**, pg. 46).



5. Sial-Atun Territory: The narrow streets are blocked with walls of collapsed masonry. Only a single entrance allows access to this region. Debris litters the streets, making passage uneasy. In a cluster of buildings, their inner walls knocked out to make a single structure, the **Sial-Atun** make their base camp.

- This area is the base camp of the Sial-Atun (see below).
- Movement through this area is at half speed because of difficult terrain.
- Unless meticulously concealed, visitors to this area are quickly detected. Anyone not in the company of the Sial-Atun or allied to their cause are fired upon by **1d4 Sial-Atun**, who alert the rest of the company by shouts (1d6 rounds to mobilize). Standard encounter roll if the PCs attempt to negotiate after that.



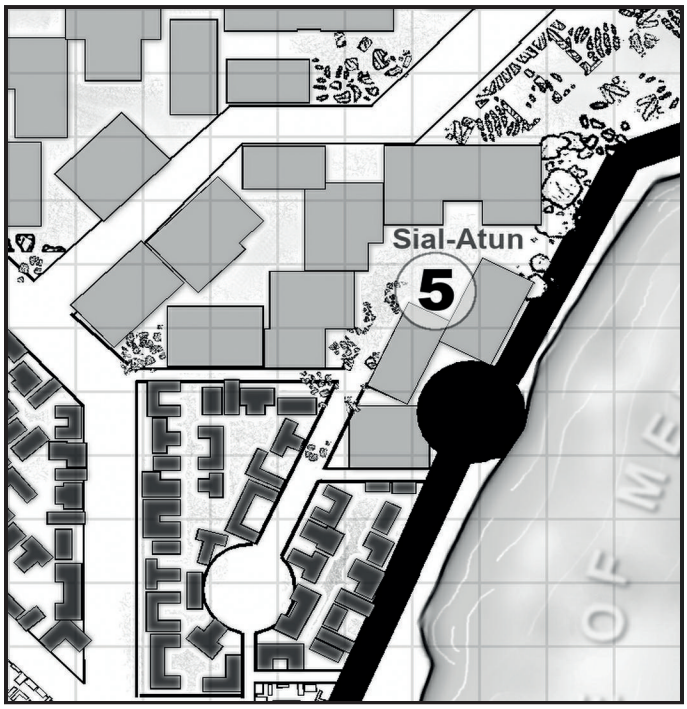
(22) Sial-Atun: AC 5 [14]; **HD** 3*; **hp** 17; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 3); **ML** 9; **AL** C; **XP** 50

Equipment: Gilded banded mail, spiked helmet, round shield, polearm, longbow, 20 arrows, longsword, shield, dagger, and gruesome battlefield trophies.

The regal features of an aristocrat with the flattened nose of a pugilist. His gilded plate mail is adorned with the severed heads of generals and lords. His helmet is shaped in the image of the Harrow King Skraegh-Hai, First Lord of the Legions. He laughs easily and his voice is clear. His eyes are black pits. He fights as though in a dream, every languid strike landing with deadly, artery-opening precision. All the world is a game to him.

Captain Sarakhar: AC 2 [17]; **HD** 6*; **hp** 46; **Att** 1 x longsword (1d8 +3) and 1 x **Nzembar's Kiss** (1d4 +4); **THAC0** 17 [+2]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (F 6); **ML** 10; **AL** C; **XP** 350
S 18, I 13, W 12, D 14, C 15, Ch 15

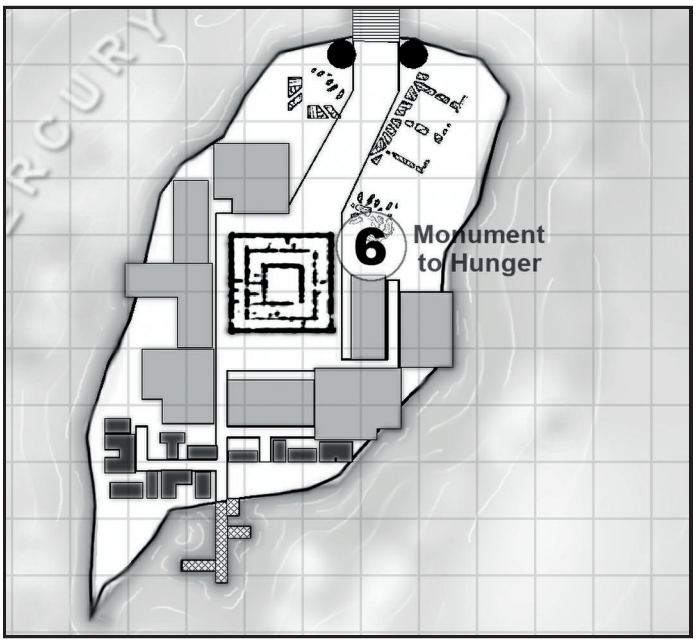
Equipment: Plate mail, longsword, longbow, 20 arrows, throwing knives, gilded skulls of lords and generals (500 gp total), and **Nzembar's Kiss.**



Negotiation: Captain Sarakhar is willing to entertain offers of temporary truce, provided the characters have not killed any of his men. There are enough riches for everyone in the palace, says he. He is searching for means of entering the palace (see **Palace of Unquiet Repose**, **Area #1**, pg. 32) and suspects the Children of the Tree might have a way. He has not been able to find the hideout of the Children of the Tree. He offers a safe place to rest if the characters co-operate. He attempts to slay the characters once they are no longer useful.
Current status: The Sial-Atun have been led here by Captain Sarakhar, following promises of untold riches. Instead they have found horror, ambush and death in the streets of the Necropolis. These men are wary, tired and on edge. They entered the city four days ago.

What they know: The captain warns the characters away from the trap in **Area #1** (**Palace, Halls of Devouring Death,** pg. 32). They explain that the hallway kills anyone passing through. They have discovered that bodies are animated by the Azarog and have adopted a practice of dismemberment to prevent this.

The Nine: The Sial-Atun are not yet aware of the presence of the Nine.



6. Monument to Hunger: Visible from far off, a monument looms out of the darkness, a barbed terracotta spire, accessible by a single portal in the shape of a gaping maw.

Inside is a circular **pit**, its depths lost in darkness. Terracotta statues are frozen in the act of casting livestock, valuables and newborns into the pit.

- The **pit** is seemingly bottomless and continues downward for many miles, possibly forever.
- Among the clay valuables there is some actual gold and silver, passed over by looters. A turn of dedicated searching reveals several necklaces of gold shaped like cartilage worth a combined 4d100 gp.

- This is where **the Nine** (pg. 48) make their home. At any time there are at least two present while the others are out exploring.
- Unless previously encountered, **An Unbearable Thing, Drawn From Beyond Final Night, Given Hatred and Substance** will be here, held in reserve until the Cultists are sure of the strength of their adversaries.

Negotiation: The Nine are looking for a way into the Palace, and seek to obtain the **Tome of Iron and Glass** that holds the secrets of Ancient Tzyan. They are loyal to themselves and abandon even their comrades to save their own skins. They are willing to co-operate getting rid of the Sial-Atun, and offer any treasure, besides the **Tome of Iron and Glass**.

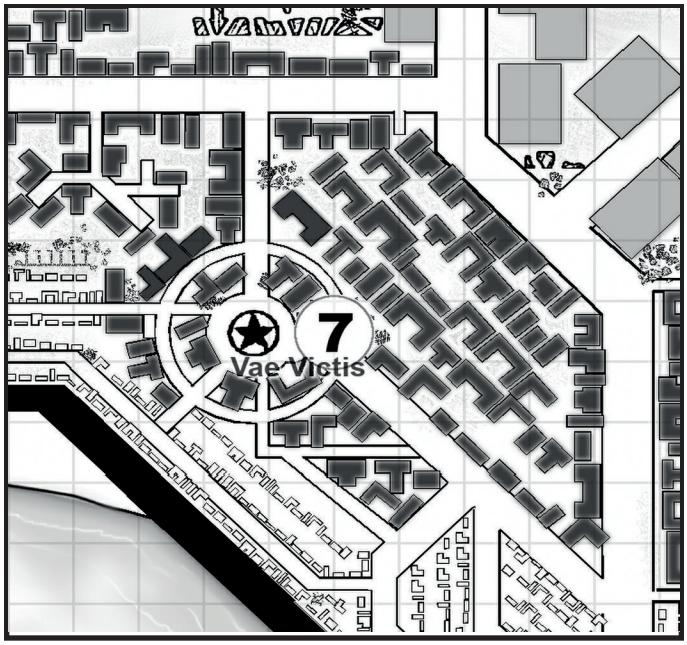
The Nine ask for a proof of allegiance from any potential allies. Something precious must be cast into the **pit**.

Current Status: They entered the city two days ago, using the Key to the Ninth Heart, a sorcery of translocation still tied to Uyu-Yadmogh's rotting spirit. They are patient, willing to wait. They have not yet managed to breach the palace, knowing full well the lethal sorcery that guards its entrance.

What they know: They have been able to avoid the Sial-Atun until now. They suspect the wards in **The Hallway of Devouring Death** (see **V. Palace, Area #1**, pg. 32) are fading and suggest feeding it with sacrifices will cause them to collapse, at least temporarily. They suspect the Children of the Tree might have some other means of entering the palace. They avoid at all costs the garden in **Area #8**, with superstitious fear.

7. Vae Victis: In the center of this plaza, a gigantic severed **head** perches like some vast marble boulder. A vision of beauty, with full hair like a lion's mane, alabaster flesh and regal features, marred by milky, blind eyes. Great orichalcum bolts are driven through its neck into the firmament and expressions of anguish and madness dance upon its face. It stirs to the sound of footsteps within a hundred feet, aware of all that transpires. A **shard** is embedded in its forehead, the wound weeping golden ichor down its face.

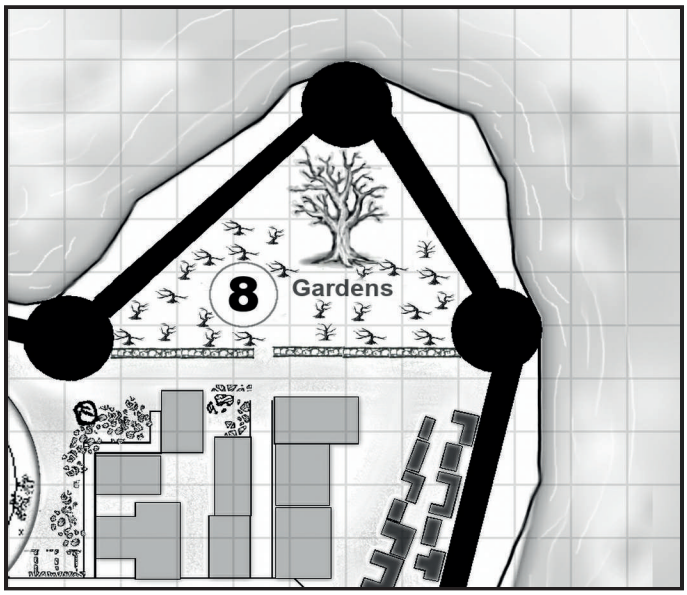
- This **head** is one of the Lesser Gods, fallen in battle against the Tzyanese. The sorcery of the Tzyanese has preserved a vestige of its former divinity. If questioned, it repeats its oracular prophecies endlessly in impossibly deep, droning lamentations (roll d10).



ROLL	CRYPTIC PHRASES
1	On the Plains of Sianroth we fought the host and reaped a bountiful harvest of men…
2	A Thousand Times A Thousand in number…
3	I am Tarsonus, Lord of Dreams and Visions, my eyes see future and past…
4	They contested us with weapons of glass and the bodies of our brothers and sisters…
5	A Pillar bright as the Sun lanced down from the heavens and heralded in the last age…
6	There can be no escape from the roiling maelstrom, the endless fire, the infinite hunger…
7	The Prince of Hunger shall writhe divided in his tomb for an Age…
8	Trapped in a prison of flesh he gnaws and scratches unto himself…
9	My head was taken by the hand of my brother…
10	…On the Plains of Sianroth we died in the birth of a sun...

- If the party offers some sort of prayer to Tarsonus, Lord of Dreams, no matter how sincere, he stirs from his madness. **If they remove the shard and let him die**, he answers a single question truthfully as per *Contact Higher Plane*.
- **The shard** is a **Deiophage**, a weapon of living crystal made to wound the divine**.** It acts as a **Dagger +2** and can harm any creature, even gods. The wielder must save vs death after each combat the weapon is used. Failure means minute filaments have grown into the character's hand. At this point the weapon can still be wrenched free (1 point of damage) and relinquished.

- If the weapon is wielded a second time and the save is failed, the bond is permanent until a combined *Curse Disease* and *Remove Curse* is cast. Every subsequent failed save means the loss of a point of CON. The CON loss is permanent until the **Deiophage** is removed. If the character's CON reaches 0 he becomes a mindless undead creature.



8. Gardens: The Gardens are an unnervingly beautiful place of terracotta trees and obsidian flowers, surrounded by 20' walls of sculpted basalt. Hedges of mica and granite and winding pathways restrict vision to a maximum of 30'.

- Attempting to move through the foliage requires immense delicacy (either a Move Silently check or a DEX check at -4), or one risks cutting oneself on the obsidian petals for 1d2 damage and provoking an immediate wandering monster check (noise).

Interior: In the center of the gardens stands a crystal **tree** glowing with a numinous pale radiance, its tangled branches seeming to shift in and out of sight as the characters behold it. A strange, prismatic **fungus** covers part of its stem. A feeling of immense tranquility pervades wherever the tree can be seen.

- **Violence within sight of the Tree is impossible.** Any impulses of rage or hostility are instantly quenched before they can be converted into action. Only **An Unbearable Thing** and anyone wielding **The Infinite Dart** is immune to this effect.
- The **fungus** functions as a ration and can sustain a character for quite a while. Anyone eating the fungus is nourished as if eating a full meal and bombarded with visions (roll d4):

  1. An infinite storm of fire, writhing and twisting, wherein the damned suffer for all eternity. The PC is suspended just above it, the heat searing flesh and singing hair.
  2. A vast marble table decked out with fine cloth, golden cutlery and trays of steaming, red meats. You can smell it but you can't quite put your finger on what it is.
  3. Darkness. The character's limbs are bound with chains, each one yanked in different directions by unseen, screaming phantoms.
  4. Within a black fortress on a foreboding mountain crag, a battle is taking place between soldiers wearing the same livery. Some hold the walls against the army outside, others are fighting among themselves within the castle walls. Some merely wail and beat their chests.
- This is the location of the Children of the Tree (see **Appendix A: Factions**, pg. 46). Unless the PCs take care to approach cautiously, the Children flee as the party blunders through the gardens.

Negotiation: The Tree prevents all violence within sight of it. The Children are eager to gain new converts in this hell and ask that characters partake of the fruits of the sacred tree and swear allegiance to the Father.

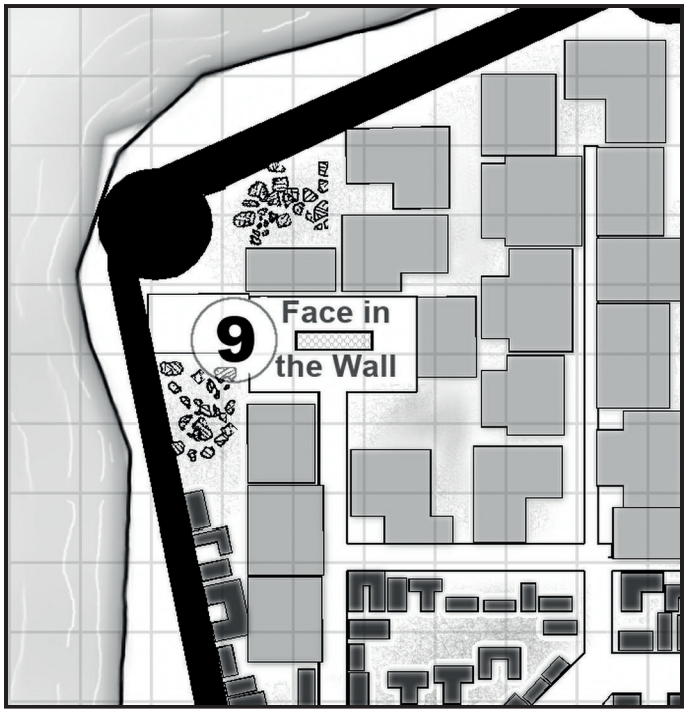
Current Status: They have been dwelling in this city for decades, fed by the growths of the tree, basking in its light, and keeping evil at bay for the price of a child per year at the directions of the Father. The newcomers are clearly hostile and must be driven off, made to join the Children, or killed.

What they know: The Children know the location of both the **Sial-Atun**, **the Nine** and **the Azarog.** They also know the location of a hidden passage into the Palace of Unquiet Repose (see **Area #9** and **V. Palace, Area #24**, pg. 39).

If they kill the Father: The character doing so receives immediate knowledge:

- By the gift of an eye (-2 to ranged attacks permanently) he can gain mastery over the **Infinite Dart**, a weapon cast from the branch of the Tesseract Tree.
- A character may also devote himself to the Tesseract Tree by crucifying himself upon it for 1d6 days. This is very dangerous (-2 CON permanently, and a save vs death or die from the exertion, -2 penalty if no one feeds the character while he dangles from the tree, wracked by visions). The result might be worth it. The character is enlightened with knowledge

about the beginning and end of the universe and his/her WIS is immediately raised to 18. From thereon out, he can call upon the reality altering power of the Tesseract Tree once per year. Treat this as a *Wish*.



9. The Face in the Wall: This structure seems a meditation hall of sorts. The stonework deadens all sound, making the interior deathly quiet. Every inch of the walls is covered with **overlapping** and interlocking geometric figures.

- If meditated on for a full turn, the character discerns the Face of Uyu-Yadmogh within the **overlapping** lines. Pressing both eyes at the same time opens the mouth to reveal a crawl way that leads into the Palace (see **V. Palace, Area #24**, pg. 39).

10. Gate to the Palace of Unquiet Repose: The towering Palace holds a grotesque bulwark of crimson marble and obsidian, dotted with all manner of hideous gargoyles. From its impregnable walls looms a carved gate, the height of ten men and wider still. A gaping hole has been molten into its orichalcum hide.

- Entering the gate leads one inside the Palace. See **V. Palace, Area #1**, pg. 32.

V. THE PALACE OF UNQUIET REPOSE

A baroque monstrosity hewn from basalt, obsidian and crimson marble, every square inch covered in reliefs and figurines, super-imposed over one-another as if capturing all possible facets of their nature. It seems fit for giants, with hallways 20' wide and lined with great columns holding up a ceiling beyond the range of torchlight. A deathless stillness permeates the place like a shroud, the air seems almost frozen. Footsteps seem unnaturally loud. Even whispers echo throughout the palace, distorted and amplified.

Referee's Notes: The Palace is a gigantic structure, dwarfing any normal keep or fortress. Its walls are 210' high, the towers at each corner 60' beyond that. The statuary is impregnated with enchantments that prevent the inside of the palace from being scried, viewed via *Clairvoyance* or penetrated via *Ethereal Travel, Astral Projection* or *Teleportation*.

There are several ways to enter the palace:

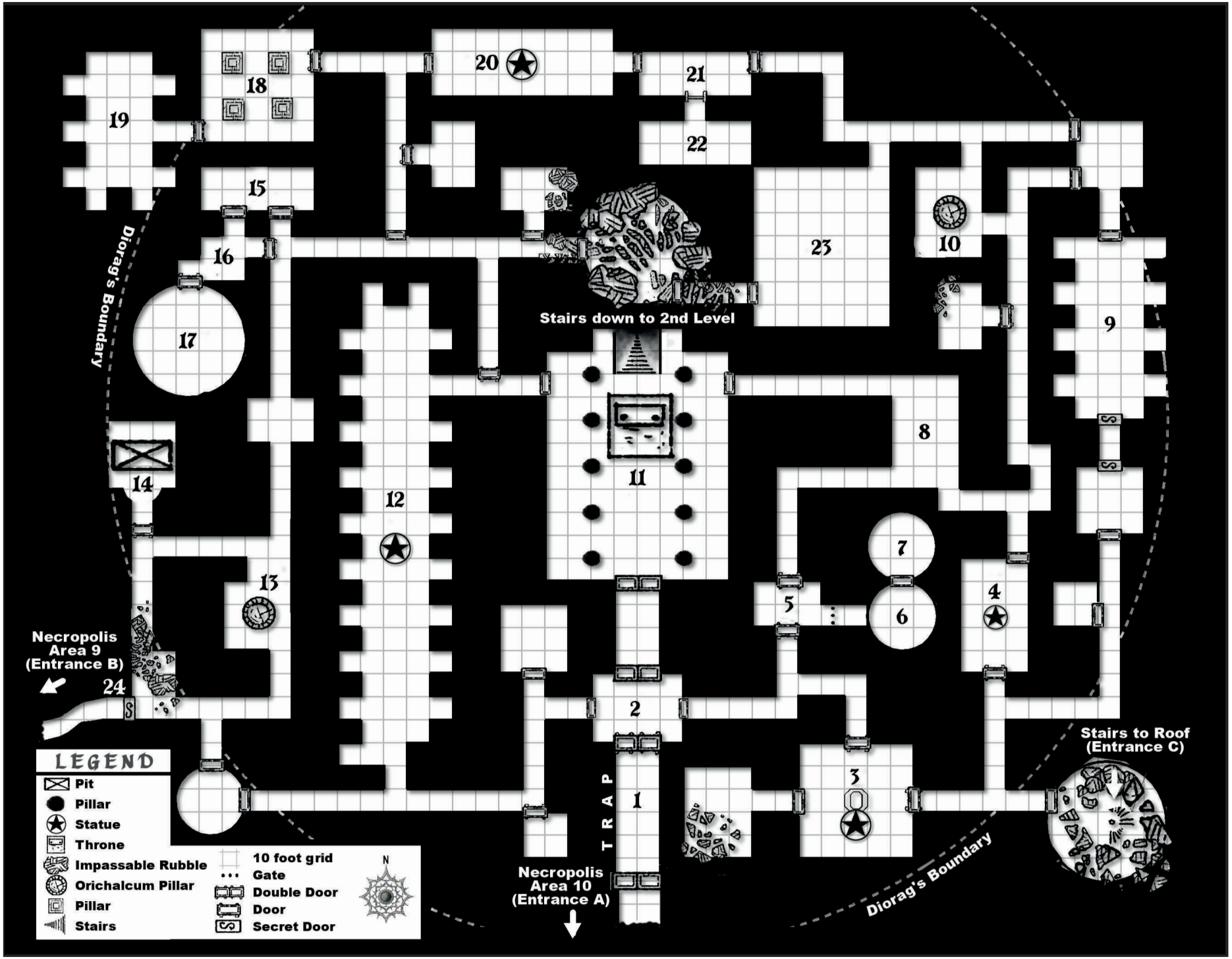
A) The front entrance at **Area #1** is the most direct route. Take into account that if the curse is disabled or the means of bypassing it is discovered, **the Sial-Atun and/or the Nine attempt to enter the palace.**

B) The secret entrance in **IV. Necropolis, Area #9,** pg. 28 leads to **Area #24,** pg. 39.

C) The walls may be easily climbed with a successful DEX check for every 100'climbed. The roof of the palace is solid granite, difficult to walk upon because of ridges and chasms of crimson and ebony statuary (move at half speed). Those setting foot on the roof provoke the ire of its guardians. After 1d6 turns, the marble and obsidian run like wax, forming a **Spire Guardian** every round until there are no more characters on the roof.

Spire Guardian: AC 5 [14]; **HD** 4; **hp** 14; **Att** 2 x claw (1d3), 1 x bite (1d6), 1 x horn (1d4); **THAC0** 16 [+3]; **MV** 90' (30') / 150' (50') flying; **SV** D8, W9, P10, B10, S12 (8); **ML** 11; **AL** C; **XP** 75

- Blend in with stone: May be overlooked or mistaken for inanimate statues.
- Can only be harmed by magical attacks and +1 weapons
- Unaffected by *Sleep* or *Charm* spells.


20
21
22
18
19
15
16
17
23
10
9
Diorag's Boundary
Stairs down to 2nd Level
8
14
11
12
7
6
5
4
13
Necropolis
Area 9
(Entrance B)
24
2
Stairs to Roof
(Entrance C)
TRAP
1
3
Necropolis
Area 10
(Entrance A)
Diorag's Boundary
LEGEND
Pit
Pillar
Statue
Throne
Impassable Rubble
Orichalcum Pillar
Pillar
Stairs
10 foot grid
Gate
Double Door
Door
Secret Door
N

However, there is an entrance in the partially collapsed eastern spire (near **Area #3** and **#4**). This entrance is covered in slavering mouths similar to **Area #1 Hallway of Devouring Death**, but the magic has been ruined. Steps creak and groan with each step. The stairwell collapses (33% chance) if trod upon by someone heavily encumbered (MV 20' or less), dropping the character 40' down for 4d6 damage. Anyone within 10' must make a DEX check to avoid the same fate.

Inside the Palace: Unless they take suitable precautions (removing their boots, binding their weapons etc.), all attempts to Move Silently within the palace are at -10% and all chances for players to surprise are at -1.

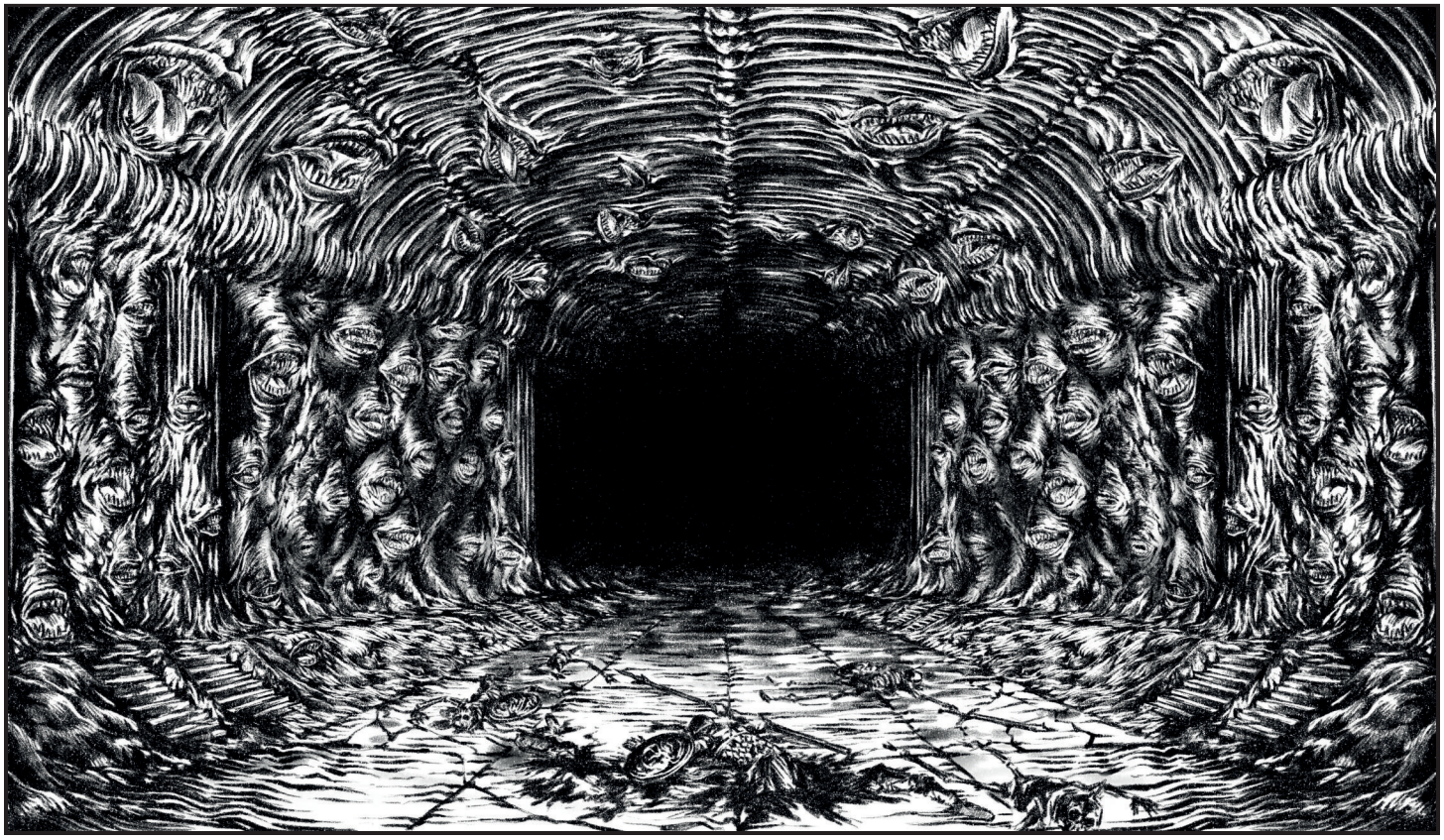
Empty Chambers: There are several chambers in the palace that are not keyed. Use the following description: Cracked marble, murky obsidian and seething, scarlet stone are all that remains of this ancient hall, its furnishings long turned to dust.

Wandering Encounters: Every 6 turns there's a 2 in 6 chance of an encounter. If the PCs have entered the palace unbeknownst to either the Sial-Atun or the Nine, roll 1d6. If either of them knows, roll 1d8. If they don't know, there's a 2 in 6 chance every 8 hours they find out.

ROLL	ENCOUNTER	NOTES
1	**Diorag the Breaker** (see **Area #11**, pg. 35).	Ignore, unless party has encountered Diorag inside **Area #11** first. If in an area where Diorag cannot move, distant discordant clanging of great spectral gongs are heard instead. 0 level henchmen and animals must roll morale or flee in either case.
2	**(1d6) Guardians of Uyu-Yadmogh: AC** 7 [12]; **HD** 5; **hp** 30; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 15 [+4]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (5); **ML** 9; **AL** C; **XP** 225 ● Leather and cudgel. ● Has Level 5 thief skills. ● Each of Uyu-Yadmogh's guardians carries d6 x d6 semi-precious gemstones (50 gp) embedded in their flesh.	The Guardians will always attempt to attack by ambush, targeting the least protected character.
3	**The Horror:** The character with the lowest WIS score receives visions of some indescribable horror writhing in a room of red marble.	Every time this encounter is re-rolled, the same character is affected and the horror becomes more pronounced. The third time he must roll a saving throw vs spell. Failure means the character becomes possessed by the will of Uyu-Yadmogh, causing him to perform the most detrimental act possible at an inconvenient time (e.g. try to stab one of his allies, drop the only lantern, warn enemies before an ambush etc.) whilst shrieking 'PRINCE OF SORCERERS! SAVE US FROM THE ETERNAL FIRES!' in Tzyanese. Every time this encounter is rolled, the character must make another saving throw until he leaves the palace.
4	**(2d6) Guardians of Uyu-Yadmogh: AC** 7 [12]; **HD** 5*; **hp** 30; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 17 [+2]; **MV** 120' (40'); **SV** D12, W13, P11, B14, S13 (T 5); **ML** 9; **AL** C; **XP** 225 ● Leather and cudgel. ● Has Level 5 thief skills. ● Each of Uyu-Yadmogh's guardians carries d6 x d6 semi-precious gemstones (50 gp) embedded in their flesh.	This larger pack attempts to subdue one character and carry him off to **Area #5** (pg. 32) to be sacrificed 2 hours later. Two Guardians will drag the unconscious character off while the rest holds off the party before making a retreat 1d6 rounds later.

Continued

5	**(1d2) Children of the Tree: AC** 9 [10]; **HD** ½; **hp** 3; **Att** 1 x weapon (1d4 or by weapon—club, shards of pottery); **THAC0** 20 [-1]; **MV** 120' (40'); **SV** D14, W15, P16, B17, S18 (NH); **ML** 12; **AL** N; **XP** 5 ● Very stealthy and knowledgeable of the area. Children receive +2 to surprise rolls and are only surprised on a 1.	Hanging up stone amulets to ward against evil. Flee if the characters seem hostile.
6	**Phantom:** Different images appear for 1d4 rounds before dissipating abruptly.	**1.** Tzyanese sorcerer preparing to sacrifice a young boy with wavy-bladed dagger. **2.** A handsome prince, garbed in robes of scarlet silk, sitting before a great silver platter heaped with steaming red flesh. **3.** Thugs, hands full with looted jewels, chased down by grim-faced soldiers and slain. **4.** A momentary glimpse of Diorag the Breaker (see **Area #11,** pg. 35).
7	**2d6 Sial-Atun (see Appendix A): AC** 5 [14]; **HD** 3*; **hp** 17; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 3); **ML** 9; **AL** C; **XP** 50 ● Gilded chain mail, spiked helmet, round shield, pole arm, long bow, quiver with 20 arrows, longsword, dagger, and gruesome battlefield trophies.	Attack without mercy if not already allies. If there are any remaining, 6 Sial Atun will be stationed at the front entrance to guard the exit.
8	**1d6 of the Nine**	The Nine kill if they can, and buy time with negotiation if they must. If Khabareth is with this party, then **An Unbearable Thing** (pg. 51) will be there also, waiting in shadow.



"Down the winding crevasse, across the glimmering sea, he made himself a cage in marble and ruby; a distillery for aeons of madness and suffering."

1. Hallway of Devouring Death: A dark hallway, walls, ceiling and floor carved with gaping **mouths**, beckons. The air within seems to tremble and crackle. A withered **husk**, still clutching a spear, lies several feet into the hallway.

- **Trap:** Any living creature passing 12' down the passage who is not carrying any of the anti-magic pebbles, under the effect of a *Non-detection* spell or baptized (see **III. The Black Shore, Area # 6,** pg. 18) begins to hear the ominous sound of drawn breath from the **mouths**. If the character takes a single step more, the mouths draw the life from the creature and they must make a successful saving throw vs. death at -4 or die a shrieking death and crumble into dust as their essence is pulled from them in a thousand directions.
- **The wards grow old:** If a creature succeeds at the saving throw vs death or after 10 HD worth of creatures have been devoured in this fashion the crackling in the air fades and the trap is rendered harmless for 24 hours. It cannot be disarmed but may be dispelled (CL 10th).
- The **husk** is of a Sial-Atun soldier. Besides the normal equipment, he carries 7 gp and 5 sp.

2. Atrium. The floor is composed of red and black tiles of marble and basalt. Every inch of the walls is covered with grotesque imagery of visionary craftsmanship: Tzyanese, dragons and images of Uyu-Yadmogh writhe in torment as skeletal shapes burst from their bodies like butterflies from a cocoon.

3. Chamber of Willing Sacrifice: The carven imagery takes on an increasingly manic tone, with the graven shapes overlapping and blurring into each other. In the center of the chamber, a golden **statue** of Uyu-Yadmogh looms over a plain, hexagonal **altar** of unadorned basalt.

- The **statue** is made of solid gold (worth 10,000 gp) but weighs a ton. Individual pieces may be chipped off at the rate of one chunk worth 10d10 gp per turn. Roll for wandering monsters unless the players are particularly quiet.
- The **altar** has a flat tetrahedral shape in the center, discolored with ancient vital fluids.

4. Chamber of Devouring: Every inch of the floor, walls, and ceiling is carved with various shapes and sizes of **eyes** and **fanged** mouths. A 15' tall crimson marbled statue of Uyu-Yadmogh towers over the room, inhumanly distorted with multiple sets of eyes glaring from an elongated skull. A carved crown of jutting, sparkling **diamond** thorns rests on an angry brow.

- Subtle **eye** blinks, twitches and movement occur out of the corner of one's eyes while walking through or staying within the chamber.
- **Round 4:** The **fanged** maws begin to salivate, leaving precious dampness that collects on the floor.
- **Round 8:** The mouths begin gnashing their teeth and tongues lick their chops.
- **Trap:** After **1 full turn**, characters still inside chamber take 10d10 damage as the ceiling, walls, and floor bulge inward and they are devoured by carven mouths. Those reduced to 0 hp are completely devoured, leaving no trace of themselves or their equipment.
- **Diamonds** can be collected by one person at one diamond per round (200 gp ea).

5. Siren Chamber: The chamber resembles an atrium for an emperor's harem. Everywhere there is **statuary** of pink-quartz depicting slant-eyed Nymphs cavorting obscenely with men, lions and hulking, muscle-bound satyrs. The walls, floor and ceiling are white marble impregnated with sinuous strands of crimson and scarlet. A dull iron gate covered in thorns and screaming mouths leads to the east.

- The **statues** are valuable (15 pieces 3d6 x1,000 gp each) but must be removed carefully to avoid damage and weigh 20,000 gp each. If the statues are broken up, the chunks may be sold for a hundredth of the gold piece value (and 3x their gp value in weight).

6. Siren Chambers II: The chamber is a grotesque fusion of harem parlor and tomb. In the center stands a vast **bed** of quartz and marble, with gossamer sheets and draperies of finely spun gold. Three sensuous shapes can be dimly glimpsed behind them, bent over a reposing form. Angelically beautiful reliefs of men and women with bodies wracked by decay behold the tableau with inscrutable faces. A gate of **scarlet** granite, sculpted with scenes of paradise, faces out of the opposite wall.

- The figure on the **bed** is the rotting corpse of a Child of the Tree. He has been impaled through the chest with a **Nail of Heaven**.
- **Nail of Heaven:** This 4-sided spike is covered in Tzyanese glyphs and about the length of a man's forearm. It functions as an active immovable rod on anything that it has been stabbed through (it does not need to penetrate the material, can also be stabbed through an iron hoop or a link of chain). It can be deactivated by the person who originally placed it with a touch, and will revert to normal on his death.
- Behind the draperies are three Glass Concubines (cursed). One is a draconic centaur with the lower body of a dragon. Unlike regular glass concubines, the centaur Concubine attempts to persuade charmed victims to recline on the bed. The next round it attempts to impale them with the **Nail of Heaven**. Victims get a saving throw vs spell to break free of the enchantment. PCs failing their save are impaled on the bed and killed instantly.
- Once combat is finished, anyone wishing to return to the first siren chamber (**Area #5**) must make a saving throw vs spell at +4. If they fail, they are unable to leave the room of their own volition.
- The **Scarlet** Gate is carved with scenes of unholy bliss, metamorphosis and an eternity free from the judgment of heaven. A vermilion glow can be seen coming from beneath the door, and mocking sensuous laughter and unearthly chimes can be heard from within. A thick, soporific musk threatens to overwhelm the players. Anyone examining the door must make a saving throw vs spell at +2 or be compelled to open the door.

(2) Glass Concubine: AC 5 [14]; **HD** 3*; **hp** 20; **Att** 1 x fist (1d12); **THAC0** 16 [+3]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (3); **ML** 9; **AL** C; **XP** 100

- PCs looking at the Glass Concubine must make a save vs. spell or be charmed.
- +1 weapons needed to hit.

(1) Draconic Centaur Glass Concubine: AC 5 [14]; **HD** 5*; **hp** 28; **Att** 2 x fist (1d12); **THAC0** 16 [+3]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (5); **ML** 9; **AL** C; **XP** 525

- PCs looking at the Draconic Glass Concubine must make a save vs. spell or be charmed.
- +1 weapons needed to hit.

7. Siren Chamber III: Nothing can be seen beyond the door except for a blinding, vermilion **glow**.

- Anyone staring into the **glow** must make a saving throw vs spell or step into the chamber. Any companions averting their eyes or making their saving throw have one more round to haul the character out. After the round is over, affected characters either disappear within the glow and/or the gate closes and a scream of unutterable horror issues from within. The character is very dead.

8. Intersection: The walls are covered with carvings of the Tzyanese bowing down before strange shapes with skin like armor and the faces of long-extinct animals. In another mural, the Tzyanese are shown to sit at the feet of the Gleaming Ones, receiving knowledge and wisdom. In the last panel, the gleaming shapes battle monstrous figures (the gods?), while one of them is seen to spirit the Tzyanese away, protecting them from the ensuing violence.

- Anyone searching the east wall of the hall for two rounds finds a single gemstone, covered in dust, lying in the corner (75 gp).

9. The Interior Guard: A great marble hall contains rows of carved **sepulchers** of worked obsidian, edges sharp like razors, gleaming from the light source. **Alcoves** on both sides of the room stretch off into the darkness. Faint glimmers can be discerned within.

- **The Sepulchers:** 46 in total, each carved from a single block of obsidian. These may be chiseled open with the appropriate equipment. Forcing them open takes 6 turns for 1 person (3 turns for 2, 2 turns for 3 etc. to a minimum of 1 turn). The noise provokes a wandering monster check each turn.
- Anyone not taking suitable precautions (thick gloves, padded armor, eye protection etc.) must make a saving throw vs death or be struck by the shards (1d3 damage, blinded on a roll of three damage). Inside each tomb is a skeleton, hideously distorted, bedecked in crumbling finery and obscene jewelry of long-forgotten alloys worth 2d6*100 gp.



- In each **alcove** is a Guardian of Uyu-Yadmogh. The gleaming comes from precious stones embedded in their mummified flesh. Touching them doesn't rouse them. Damaging any of them or trying to pry out the gemstones arouses all 20 instantly. Molesting the tombs means the guardians stir after a turn and attempt to sneak up on the tomb robbers and perform a sneak attack.

(20) Guardians of Uyu-Yadmogh: AC 7 [12]; **HD** 5; **hp** 30; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 15 [+4]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (5); **ML** 9; **AL** C; **XP** 225

- Leather and cudgel.
- Has Level 5 thief skills.
- Each of Uyu-Yadmogh's guardians carries d6 x d6 semi-precious gemstones (50 gp) embedded in their flesh.

10. Firmament: A great **pillar** of orichalcum, carved with devotional chants to Uyu-Yadmogh, is sunk into the earth, bearing the weight of the palace.

- This **pillar** is strong enough to hold any weight, or resist any terrestrial force (see Diorag, **Area #11**). If it is somehow destroyed (magical rust, the touch of a Wolf of Final Night or a *Disintegration* spell) the palace walls begin to crack, ominous groans of stonework, and shaking eventually leading to the palace collapsing in 1d6 turns, burying everything inside under hundreds of tons of rock.

11. Throne Room: An immense hall with gilded pillars and titanic marble steps lead to a golden gateway high above. A monstrous **throne** of jagged glass, fit for a giant, perches on the second step. Chained to its base with adamantium linkages of prodigious size through its flesh is a musclebound **giant**, with skin of pale alabaster, unmarked save for a wound over its heart. A dim spark of divinity still lingers in its dead flesh and its face is masked with the golden likeness of Uyu-Yadmogh.

- The **hulk** is Diorag the Breaker, re-animated corpse of the Demi-God of Strength. The adamantium chain allows him to move 1,000 feet from the throne (see dotted circle on map). He attempts to seize and tear asunder any intruders in the palace. Once Diorag has encountered the first intruders it attempts to pursue any survivors and appears on the random encounter table.
- Behind the **throne** is a great gateway that leads to a stairway leading below (see **Second Level**, pg 40).

Diorag the Breaker: AC 5 [14]; **HD** 20; **hp** 145; **Att** 1 x tear asunder (3d8); **THAC0** 6 [+13]; **MV** 60' (20'); **SV** D2, W2, P2, B2, S4 (20); **ML** 12; **AL** C; **XP** 2,000

- See **Appendix C**, pg. 54.

Diorag the Breaker seems much too formidable for a low or even mid-level party to overcome. This is intentional. The PCs either have to lure him away from the throne-room while some sneak in, trap him somehow, or find a means to kill him (good luck). The dotted line on the map is a rough indication of Diorag's range of movement. His chain is approximately 1,000' long. Some referee's discretion is necessary to determine whether Diorag can reach certain areas. Clever attempts by the PCs to shorten or tangle Diorag's chain should be rewarded (see pillars in **Areas #10** and **#13**). Unless Diorag's chain is permanently shortened (see **Nail of Heaven**, pg. 33) it generally takes Diorag 1d4 turns to untangle himself. If the PCs linger in an area just beyond Diorag's reach he is intelligent enough to backtrack and try a different route.

12. Chamber of Tribute by Conquest: The room is dominated by another statue of Uyu-Yadmogh, less human now, his robes bedecked with severed heads, his face and body warped and distorted, as if about to burst from internal energies, stands before a gnashing altar of teeth and fangs. Faint glimmers come from the rows of **alcoves** in the eastern and western wall.



- Within each **alcove** is a Guardian of Uyu-Yadmogh.
- Unless molested or attacked, they don't stir immediately. Even prying out their gems does not cause them to stir.
- They stir slowly, 2d6 turns after the PCs have left. If the PCs have taken any gemstones they track them unerringly throughout the palace and attack with overwhelming force. Otherwise they attempt to set up an ambush.

(20) Guardians of Uyu-Yadmogh: AC 7 [12]; **HD** 5; **hp** 30; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 15 [+4]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (5); **ML** 9; **AL** C; **XP** 225

- Leather and cudgel.
- Has Level 5 thief skills.
- Each of Uyu-Yadmogh's guardians carries d6 x d6 semi-precious gemstones (50 gp) embedded in their flesh.

13. Orichalcum Pillar: This room is similar to **Area #10** (pg. 35) containing the Orichalcum Pillar**.**

14. The Opening of the Third Way: A vision of hell. A cavernous room bisected by a great **pit** filled with solid electrum. Faces and arms stick from the mass, frozen in postures of agony.

- The **pit** is filled to the brim with electrum and bodies. Electrum can be chiseled and scraped loose with the appropriate mining tools at a rate of 100 ep per turn. The noise provokes a wandering monster check every turn.
- Examining the **pit**, a strange amulet in the shape of an eye is found on one of the sacrifices. If chiseled free (1 turn) and worn, it can turn back any spell cast at its bearer upon its caster three times before it turns to dust.

15. Larder: The floor of this chamber is littered with hundreds of **bones**, splintered and ruined. The walls and ceiling are stained with ancient viscera, some patches still fresh. Hooks of pitted iron, stained with centuries of bloodshed, dangle from the ceiling.

- Two of the Sial-Atun, partially skinned, partially devoured, dangle from meat hooks by their ankles.
- Amid the **bones** lie the riches of prior adventurers. A turn of careful searching reveals 3,017 cp, 217 sp, 43 gp, and a scroll of *Invisibility* inscribed upon a piece of amber (25 gp). Unless the PCs are particularly careful, the cracking of bones make enough noise to provoke a wandering monster check.

16. Fine Dining: A cramped, dark room holds a crude stone table and chair, dimly lit by three candles held in a devil-faced **candelabra**. A stained golden platter is topped with a severed, half-eaten human hand. Golden knives, forks, chisels, hammers and other, less discernible instruments are scattered across the table in aimless fashion. Beyond the chamber looms a doorway covered in obscene **graffiti**.

- Demented humming can be heard from the next chamber (see **Area #17**).
- The **candelabra** is worth 30 gp, the platter 15 gp and the instruments 10 gp respectively, triple that to an anthropophage or affluent ghoul.
- The **graffiti** contains the Tzyanese glyphs for 'zero', 'guardian' and 'chaos.' The rest is half-intelligible obscenities.

17. The Master of Ceremonies: A massive, circular chamber, every inch covered with overlapping layers of obscene graffiti and esoteric sorcerous symbols. A dim stench of carrion permeates the very air. A towering, stick-thin giant garbed in tattered ceremonial rags, all but its shriveled lips obscured by a massive headpiece of jewel-inlaid platinum, mutters garbled incantations as it traces uneven circles in **gore** from a great brass cauldron.

- The Master of Ceremonies retains some dim spark of sentience after countless ages. He mistakes the PCs for Tzyanese servants and inquires (in grating, half-demented Tzyanese) as to the safety of the palace, the state of the Master's Ritual, news of the Enemy, etc. **If the PCs can answer him he asks them whether they have steeled their souls for becoming one with The Master, asking for their names so he can 'immortalize' them.** Characters giving their names feel resigned to some nameless, hellish fate (immune to *fear* for the duration of their stay in the Palace), but automatically fail their saves against Uyu-Yadmogh's soul-devouring attack (see **Area #26**, pg. 41).
- If the PCs ask questions or don't participate in the charade, the Master of Ceremonies utters a low wailing moan (that provokes a random encounter check 1d6 rounds later) and then attempts to spatter any characters with handfuls of **gore** from the cauldron, spitting half-coherent curses and blasphemies.
- Any characters hit by the **gore** must save vs breath attack or be *cursed,* taking a -4 to all attack rolls and saving throws until the curse is removed by *Remove Curse*.

- If the cauldron is destroyed or the Master is blocked from it, he attacks with desiccated claws of bone.
- The Master's ceremonial crown is worth 3,000 gp, he bears a dull iron **Ring of Protection +1** on one hand and in one fold of his tattered robe are the **Valegrotic Sheafs**.
- The brass cauldron is worth 25 gp (or thrice that to an anthropophage or necromancer) but weighs over 2,500 gp. Any character sampling its contents is automatically *cursed*.

(1) The Master of Ceremonies: AC 3 [16]; **HD** 5*; **hp** 28; **Att** 2 x claws (1d6 + paralysis); **THAC0** 14 [+5]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (5); **ML** 10; **AL** C; **XP** 400

- On successful attack, save vs paralysis or be paralyzed for 1d6 turns.
- Immune to poison, and *Charm*, *Hold*, and *Sleep* type spells.



18. Sartoom: The floor of this room is covered with black and red tiles in a checkerboard pattern. The walls and ceiling are covered with polished silver mirrors. Four square columns hold up the flat ceiling. In the center stands a vast 10' globe of mirrored black glass. A man-sized **crate** of rough wood lies 3' into the room, open on its side. There is not a hint of dust anywhere.

- The Sartoom is a creature from the remotest dimensional abysses. It cannot perceive angular shapes. Any exposed curve (i.e. round shield, human flesh, concave surface) that enters the room is targeted by a glowing ray of light. It can target up to three creatures at one time, per round. Those struck must save vs wands or be disintegrated. Divine creatures or anyone making their saving throw takes 5d6 damage instead. Hiding behind a rectangular tower shield, underneath a **crate** or otherwise concealing non-angular surfaces protects anyone from being perceived by the Sartoom. The material of the Sartoom is virtually indestructible but disintegrates if slain.

The Sartoom: AC -4 [23]; **HD** 9; **hp** 72; **Att** 3 x disintegration beam (save vs. wands, disintegrate or take 5d6 damage); **THAC0** 12 [+7]; **MV** 0' (0'); **SV** D8, W9, P10, B10, S12 (9); **ML** 12; **AL** C; **XP** 2,100

- 90% Magic Resistance.

19. Terrible Weapons: Rows of shadowed alcoves holding suits of night-black **armor** and **blades** of black glass loom like mouths, some holding little more then piles of dust. The air resounds with faint murmurs and smells and tastes of iron. Light sources (mundane) flicker and are dimmed, creating many shadows.

- There are three intact suits of armor and five intact two-handed weapons still in the room.
- **Suits of Armor:** Unhallowed suits of full plate, with serrated vambraces and ornate, spined helmets. They are enchanted suits of plate, imbued with the imprisoned spirits of Tzyanese generals. The suits function as Sentient Swords (see *Sentient Swords in Old School Essentials, Classic Fantasy Rules Tome*). Each has different abilities:
- **Tzarikol the Forsaken: Dull Black Plate Mail +2,** bearer immune to fire and disintegration, INT 12, Ego 12 communication by empathy. Goal: Lead an army of followers against Uyu-Yadmogh (or other great foe if Uyu-Yadmogh has been destroyed). Lose a point of WIS every day the armor is worn (returns at rate of 1x per day once removed). Characters reduced to 0 WIS become mindless shells for the armor to inhabit. Armor cannot be taken off while under its influence.
- **Nimic the Betrayer:** Scintillant black **Plate Mail +1,** bearer *Detects Invisible, Secret Doors and Traps*. Casts *Charm Monster* 1x/day. Communication by empathy. INT 10, Ego 10. Goal: Betray closest ally during critical moment. Lose 1 CHA per day while worn (restored at a

rate of 1 per day if removed). If removed, all targets that have been under the influence of the armor's *Charm Monster ability* are immediately freed of the charm and now hate the bearer with a burning intensity (+2 to hit and damage, ML 12 against wearer of the armor).

- **Vecsash the Anointed:** Spined and barbed suit of **Plate Mail + 4.** Suit answers questions as *Commune* 1x/day and communicates by speech. Act as Strength 25 for 10 rounds 1x per day. INT 12, Ego 12. Goal: To anoint itself with the lifeblood of the nearest creature with every sundown. A control check is needed otherwise bearer fights as a 14th level Fighter while under direct control of the armor.
- **The Swords:** All five swords are **Deiophage Weapons. Two-handed weapons +1** of black and violet crystal. Can harm creatures that need +5 weapons to hit. Wounds inflicted by the Deiophage cannot be healed by magic or regeneration. INT 12, Ego 10. Communication by empathy. Goal: To slay the divine and their servants. Anyone who dies wielding a Deiophage is immediately animated as a wight under the influence of the Deiophage. All blades are Cursed. A control check is required to retreat or surrender in battle with the divine or their servants.

20. Unto Eternity: A vast hall of crimson marble and obsidian. Rows upon rows of terracotta figures frozen in positions of attention, khopesh swords poised to strike down unwary intruders. A blood-red stone **statue** of Uyu-Yadmogh, 25' high, towers over them. He has four faces and eight arms, as though four images of him were transposed over one another.

- Fighting in this room has a 15% chance each round to topple and shatter one of the statues with a stray shot or blow, provoking an immediate wandering monster check.
- Clever players might want to rig the **statue** of Uyu-Yadmogh to topple onto something (i.e. Diorag). Rigging it in this fashion requires 1d2 turns and a dwarf, thief or someone with knowledge of architecture and stone working tools (chisel, hammer etc.). Toppling it on a target takes one full round, normal chances to hit by the character with no bonuses (treat target as **AC** 9 [10]) and deals 6d6 damage and the target is stunned for 1d6 rounds (save vs breath for half damage and only 1 round of stunning).

21. The Shield of a Thousand Mirrors: A great room, with floor, ceiling, and pillars of polished obsidian **reflecting** the distorted images of the PCs. A looming archway in the distance reveals dimly twinkling riches.

- When anything steps into the room, an identical shape steps forth from the **reflective** surface one round later, with the initial reflection no longer visible. This effect works on **all inhabitants** of the palace.
- The shape has identical statistics to the creature in the room at the moment of duplication, including all equipment, active enchantments, current hit points and so on. The copy selects the original as its primary target. Other characters can hurt the copy. Anyone entering the room, attacking from outside the room or otherwise interfering with the combat spawns a similar mirror image in the room one round later.
- Destroyed copies shatter into a thousand shards of obsidian with a horrifying shriek, along with all of their equipment. The original now casts no reflection in the obsidian. After 24 hours, this effect resets.
- The Guardians of Uyu-Yadmogh (**Appendix C**, pg. 56) are compelled to avoid this place.
- The archway exists only in the mirror and reveals piles of gold without number. Only characters whose **reflections** have been slain can enter the Vault of Uyu-Yadmogh (**Area #22**) by stepping through the wall.

22. The Vaults of Uyu-Yadmogh: A mirrored cube filled with boundless riches. Mirrored walls and ceilings reflect whatever light source the characters have dimly through clouded obsidian. Breath fogs in the air and armor is soon covered by a thin layer of hoarfrost.

- Those without cold protection (thick hides or *Resist Cold*) must make a CON check or take 1 damage per turn while inside the vault.
- Mountains of coins totaling 3,356,000 cp, 520,000 sp, and 120,000 gp. Among them are scattered 10d20 gemstones worth 100-1,000 gp, a Nzembarian Concubine, 5d10 platinum plates engraved with the lamentations of the Turanian Kings (2,000 gp each), an orichalcum cauldron studded with gemstones (25,000 gp, weight 50,000 gp, gems can be pried out for 10% of value), the lost Book of the Tso (worth 2,000 gp to a scholar or despot), the Jade Seal of Great Karaash (grants the holder dominion over the ancient (and xenophobic) empire of Karaash, priceless but worth 5,000 XP until discovered it is a clever forgery!), the Iron Scepter of Skraegh-

Hai (rod of well-crafted iron, apparent worth 100 gp, actual worth 15,000 gp) and a clay tablet inscribed with a map to the sunless halls of King Sazedun the Accursed.

- The Greatest Treasures of the Tzyanese: **The Rod of Obliteration:** Brass rod with screaming devil face attached. Fire rays of force dealing 1d6, 2d6 or 3d6 damage, depending on the number of charges expended. Attack rolls are at +3 to hit. (14 charges)
- **The Unerring Bow of Isarion:** A bead of dark green glass, etched with minuscule runes. When grasped, it conjures forth a bow of radiant bars of coherent light that fires arrows of light. The bow is +5 to hit and damage. As long as the wielder of the bow hits his target he may make another attack in the same round. The bow never runs out of ammo. No protection on earth or in the heavens is proof against the **Bow of Isarion.** Mortals using the bow more then once per week during a combat must save vs death or lose a point of CON permanently. They may still use the bow even if they fail the saving throw. **Note:** The bow is scattered amid the coins and is either picked up accidentally (1% chance per full sack of treasure), if the entire hoard is somehow carried off or it can be detected if a *Detect Magic* is used.
- **The Osseous Ring:** A ring of scrimshawed bone in the form of a serpent swallowing its own tail. One doom (one type of damage, calamity, spell or device) is warded from the player. The PC is totally immune to it, taking no damage, and suffering no ill effects from it. At night, he may whisper another doom to the ring if he no longer fears the old one. The ring is *cursed*. While wearing the ring the wielder takes -2 to all saves and ages 1 year per week. Currently the doom is drowning.
- Anyone staying inside long enough for the **Shield of a Thousand Mirrors (Area #21)** to reset is attacked inside the vault by a double-strength evil twin.

23. The First Vessel: A vast marble **slab**, 9' high and 18' long, molded in the shape of Uyu-Yadmogh, dominates the room. Murals of an obscene paradise populated with cavorting abominations decorate the walls. The stone sorcerer glares upwards, his face a rictus of triumphant disdain.

- The marble **slab** is a tomb that can be broken open with a crowbar, a hammer and chisel, and a combined STR of 25. The tomb contains a giant body of **Sybarran Steel,** etched with baleful hexes, its arms and legs bound with manacles of adamantium. A **death mask** of finest platinum looks upon you with regal disdain from three sides of its face. The manacles may be opened with a successful Open Locks at -20% or a *Knock* spell.
- The body may be possessed by any disembodied spirit (Empty Man, Azarog, etc.) in one turn. It functions identically as a earth elemental (HD8*). Its fists count as **Sybarran Steel** and can harm creatures invulnerable to normal weapons. The body is an imperfect replacement for a living body. Any possessing spirit loses 1 HD per day as part of their substance leaks away into the afterlife. The possessing spirit only notices after it has already lost a HD.
- The three **death masks** may be pried or knocked off, revealing a pitted iron skull beneath. They are worth 500 gp each. Removing the death mask prevents the body from being possessed, or if it is already possessed, traps the possessing spirit inside until it is restored.
- The nature of the **First Vessel** may be discerned by any wizard or cleric of at least 4th level with a successful INT check or whatever the referee deems suitable.

24. Secret Outside Access: This hidden panel leads to a tunnel underneath the palace, that ends in **Area #9** (pg. 28) in the Necropolis.

VI. PALACE, SECOND LEVEL

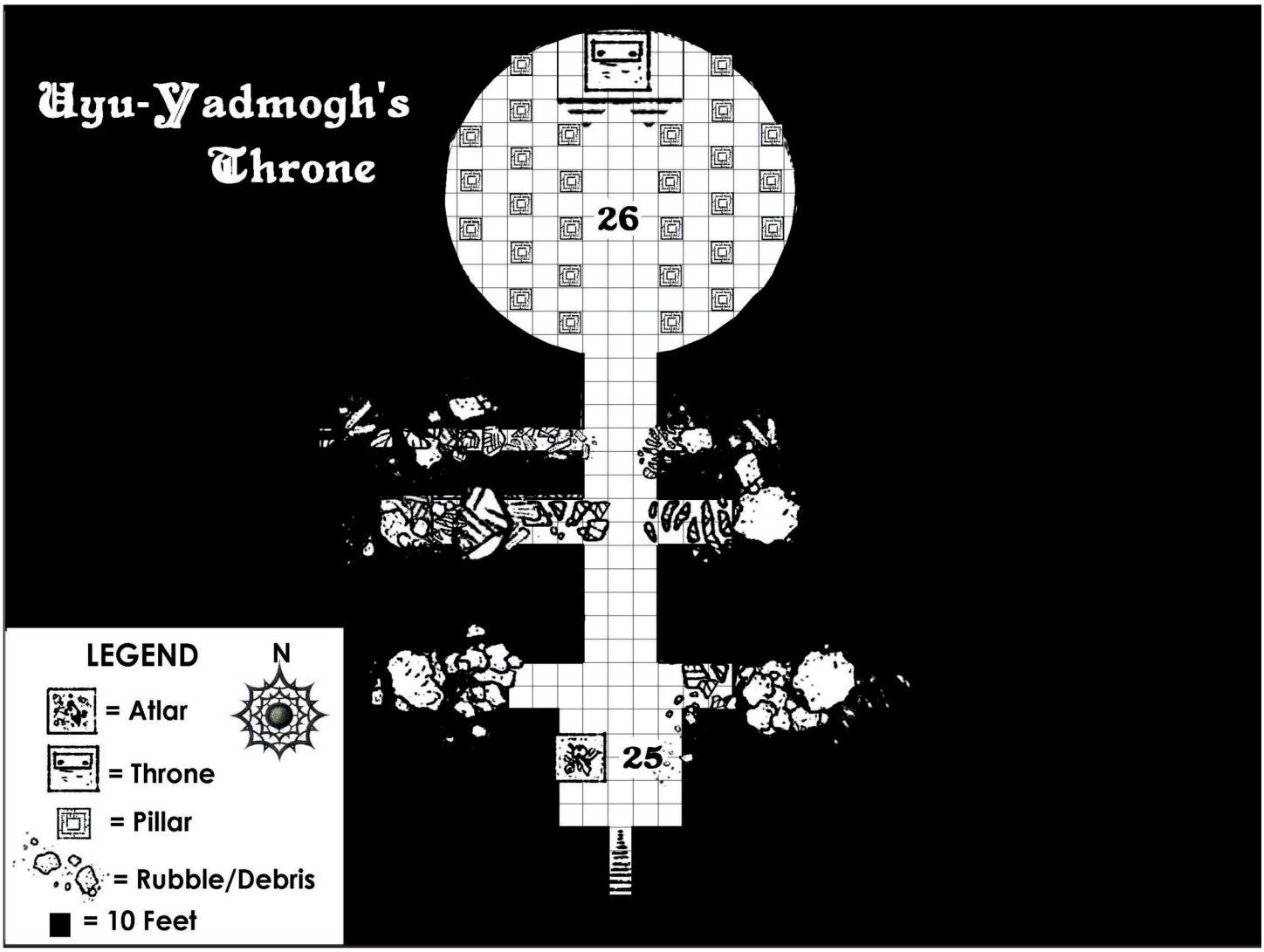
Those passing through the gateway to descend to the second level notice something is off immediately. Carvings and glyphs have splintered or run like molten wax. Marble is scorched and bones lie scattered across the area, blackened and splintered. It is deathly cold; breath fogs, sweat freezes, torches are dimmed. Something terrible has happened here.

Referee's Notes: There are no random encounters on this level. All normal illumination has only half the normal range and burns twice as fast. Characters not protected from the cold (magic or protective clothing/furs) must save vs breath attack or take a point of cold damage each turn they are not moving or fighting.

Diorag: Diorag doesn't pursue characters into the Second Level. If characters ran past him he waits in the Throne Room until they emerge. If the characters have snuck past him or led him astray without trapping him, there is a 1-in-6 chance every turn he returns to the Throne Room. Characters wanting to escape have to find a means of getting past him again.

25. Apotheosis Chamber: Statuary has been shattered and strewn about the ruined chamber. Half of a granite altar is embedded in the marble wall, surrounded by shards and broken masonry. The blackened silhouettes of men in postures of fear or anguish are burnt into the walls. Tiny ingots of **gold**, molten into the rock, gleam from all over the chamber. A massive gateway, its bas-reliefs turned to molten illegibility, stands open at the far side.

- The **gold** may be hewn from the rock at 1d6 gp worth of gold per turn, for a total of 300 gp.



26. The Throne of Uyu-Yadmogh: Columns of basalt, cracked with great age, soar upwards and disappear into the darkness. The walls are jet black obsidian, drinking in light. The ground is strewn with a layer of bones; skulls, rib-cages, and femurs. An orb, containing dimly glowing crimson smoke, stands in the center of the chamber, gripped in a clawed pedestal. On the far side is a vast, bladed throne of jagged black obsidian. Upon it is chained a many-headed giant with shackles of rune-scribed metal, its skeletal form pierced by spears and arrows and garbed in the rotting vestments and tarnished jewels of a dozen emperors. A great tome bound in iron and glass is clutched in its lap.

- **This is Uyu-Yadmogh, Prince of Tzyan, Arch-mage, Devourer.** Its trunk-like limbs are composed of many arms and legs, fused together by blasphemous sorcery. Skulls and arms stick from a distended latticework of ribs. Its body is draped in rotting finery that once would have beggared a kingdom. In its ten-fingered hands is clutched **The Tome of Iron and Glass.**
- Uyu-Yadmogh has sought to escape damnation by merging his soul with those of the relatives he consumed. This process was partially successful, and the Thing that was once these souls can no longer pass through the Gates of Heaven nor Hell. Even if its physical body is destroyed, it would simply reform on the Throne in 1d6 days. Throne, Body, Spirit: all are part of Uyu-Yadmogh.
- Uyu-Yadmogh attempts to recruit the PCs to guard him from any of the other factions that seek his secrets. It speaks with the voice of a sociopathic choir, sometimes contradicting his earlier pronouncements, sometimes urging himself to slay the intruders. It explains that it committed its atrocities only to escape the Judgment of Heaven. Though the Gods are long Dead, The Judgment of Heaven is Eternal. He urges characters to look into the **Subterrene Fire** and see for themselves what Judgment awaits them.
- **The Subterrene Fire:** Wrenched from divine sockets by the evil of Tzyan, those that peer into its awful depths see before them the unspeakable torments suffered by the damned in the afterlife. An eternity of unimaginable agony awaits all those that violate the tenets of the divine. Depending on how virtuous the PCs have been (referee's discretion), they might see themselves, their families and all their forefathers among the countless victims.
- Uyu-Yadmogh offers a method of escape. He explains that his own form of immortality has left him in a state of eternal wretchedness scarce better then hell, but that there are remnants of Old Tzyan that might offer a solution still (Vaults of Oblivion). He offers this knowledge freely once the heads of the Sial-Atun, and the Nine have been offered up to him.

Refusal: PCs who refuse Uyu-Yadmogh's recruitment or attempt to take the **Tome of Iron and Glass** are in for a fight. Uyu-Yadmogh can be attacked as an object (**AC** 5 [14], **HD** 15, **hp** 190). He cannot move from his throne, but he has two methods of attack.

- **Animation:** Each round, Uyu-Yadmogh animates the dead from among the bodies on the floor (roll d6 each round). These bodies are sustained by the will of Uyu-Yadmogh and his destruction ends them:

1-3. 1d6 Skeletons: AC 7 [12]; **HD** 1; **hp** 6; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [0]; **MV** 60' (20'); **SV** D12, W13, P14, B15, S16 (1); **ML** 12; **AL** C; **XP** 10

- **Undead:** No noise until attacking. Immune to effects that affect living creatures (i.e. poison). Immune to mind-affecting or mind-reading spells (i.e. *Charm, Hold, Sleep*).

4. Wight: AC 5 [14]; **HD** 3*; **hp** 19; **Att** 1 x touch (energy drain); **THAC0** 17 [+2]; **MV** 90' (30'); **SV** D 12, W13, P14, B15, S16 (3); **ML** 12; **AL** C; **XP** 50

- **Undead:** No noise until attacking. Immune to effects that affect living creatures (i.e. poison). Immune to mind-affecting or mind-reading spells (i.e. *Charm, Hold, Sleep*).

5. Wraith: AC 3 [16]; **HD** 4**; **hp** 25; **Att** 1 x touch (1d6 + energy drain); **THAC0** 16 [+3]; **MV** 120' (40') /240' (80') flying; **SV** D10, W11, P12, B13, S14 (4); **ML** 12; **AL** C; **XP** 175

- **Undead:** No noise until attacking. Immune to effects that affect living creatures (i.e. poison). Immune to mind-affecting or mind-reading spells (i.e. *Charm, Hold, Sleep*).

6. Spectre: **AC** 2 [17]; **HD** 6**; **hp** 36; **Att** 1 x touch (1d8 + energy drain); **THAC0** 14 [+5]; **MV** 150' (50') / 300' (100') flying; **SV** D10, W11, P12, B13, S14 (6); **ML** 11; **AL** C; **XP** 725

- **Undead:** No noise until attacking. Immune to effects that affect living creatures (i.e. poison). Immune to mind-affecting or mind-reading spells (i.e. *Charm, Hold, Sleep*).

- **Skulls:** His countless skulls seek to drink the character's souls. Each round, one PC must succeed at a saving throw vs death or lose one experience level.

Continued



- Uyu-Yadmogh has traditional undead immunities and can only be harmed by magical weapons of +2 or greater. **The Infinite Dart**, or an **Unbearable Thing** can slay him permanently.
- **He cannot be turned.**
- Uyu-Yadmogh carries on his person twenty necklaces each worth between 1d4 +1×1000 gp, which may be snatched away from him with a successful pick pockets check at -20% (or at referee's discretion, a DEX check). Anyone failing this roll is raked by his many clawed hands (Att 1d6 claws (1d6); THACO 12[+7]). The tome may be snatched in the same manner with the same repercussion. Other methods like shooting the tome from his hands with some sort of missile (AC 3 [16]), might also be successful at the referee's discretion.
- **The Tome of Iron and Glass** contains all the secrets of Uyu-Yadmogh.

Dead Gods? In the Age of Dusk setting, all of the gods were slain in a terrible battle with the Tzyanese and their hideous Weapon, a nightmarish Artifact God. Though dead, the hell the gods made for sinners is very much still there, and the Tzyanese were doomed to it for their crimes. If your setting still has gods and you don't want them dead, do not panic! You can simply have Uyu-Yadmogh's gods be long dead or forgotten, but not *your* gods, and the whole thing goes off without a hitch.

"And so it was they left, backpacks bursting with ancient riches, with shriven souls, eyes haunted by the memories of dead companions and backs bent under the weight of a terrible burden; a deal struck in a lightless vault, and the promise of salvation from a fire ever-hungry, that burns but never devours, in the cavernous deeps beneath the roots of the world."

VII. CONCLUSION

There are several possibilities for a follow-up. It is very likely that the characters do not survive Palace of Unquiet Repose, for it is indeed a very challenging adventure, even for experienced adventurers. Should they be skilled enough make it to Uyu-Yadmogh, it is possible they deem their chances too low and run with what loot they can carry and decide to stay the hell away from the palace and its bottomless horrors, and more power to them. In the event that they do not, here are some things you might want to consider.

The Promise of Uyu-Yadmogh: If the characters do decide to co-operate with Uyu-Yadmogh, they are most likely damned souls (and if they were not before, they are certainly now), interested in the salvation he promises. In this case the Tome he carries holds a place that represents their best hope. The Vaults of Oblivion, raised by the Tzyanese in the time of the Cataclysm, are a sanctum truly beyond salvation, an outpost erected in the fathomless emptiness of the darkness at the End of Time, where eternity itself has broken down. In this case, the forthcoming module by the Merciless Merchants should prove to the prospective GM's taste. For those of shorter time-preference, I fear that they will have to come up with the place themselves, which should be a challenge every bit as formidable to the skills of the GM, as the preceding adventure was to the skills of the players. I offer as hints and guidelines only the following. 1) The Vaults were originally erected by a coven of tzyanese arch-mages and their followers 2) They have been there so long they have likely forgotten the outside world even exists and 3) they have bred for aeons for evil and magical ability until they are no longer human. Good luck.

If the characters steal the tome: This is entirely within the spirit of the game and should earn an approving, if stern, nod from the GM. The characters might not even know of the potential to escape the just rewards of their ignoble lifestyle! Instead the promise of vaults of ancient sorcery, forged with knowledge long since lost should provide enough motivation for any adventurer worth their lamp oil.

If the characters kill Uyu-Yadmogh: While it is unlikely, it is not beyond the bounds of possibility that the characters manage to co-operate with one of the factions and kill Uyu-Yadmogh. Perhaps they armed a company of Sial-Atun with the living armory of the Tzyanese?!? Perhaps they confront him, armed with the Infinite Dart and the help of the

Nine! Perhaps they unleash the Empty Man into the City and he confronts Uyu-Yadmogh with an army composed of Children of the Tree, with all the sorcerous ability of the Nine welded into them. Very exciting! In this case they will likely seek to plunder the Vaults of the Palace for every last penny, or even seek to carry off the entire beach! In this case the GM should remember several things:

1) There exists a whole plethora of Encumbrance rules and rulings that the merciful GM may enforce at his leisure, to force the players to make hard choices when deciding what material they will carry on their backs in the two-week slog across the searing hot desert.

2) It is very possible that as soon as they return, their success will attract the attention of all manner of fortune seekers, criminals, bandits, covetous palace officials, sorcerers, scam-artists, gold-digging whores, looters, vengeful Sial-Atun, cultists, pilgrims, religious fanatics and assorted ne'erdowells! If the PCs attempt to cart off the entire Beach…By all means let them! Have they dealt with the Azarog it is meant to contain? If not then I encourage the GM to extrapolate the consequences of its escape as liberally as he deems fit, and remember that the soil of the Wastes hides the bones of countless thousands.

3) The GM may deem that the Palace is itself sustained by Uyu-Yadmogh's lingering Will and his death means that it will slowly begin to collapse. The dramatic GM might elect to have the palace begin to collapse mere moments after he has uttered his last words, making for a daring escape and mere rounds to collect one's loot before the entire edifice sinks beneath the quicksilver lake and is buried under tonnes of rock. Alternatively, the GM might elect to wait until the PCs have gathered up their hard-earned loot and set out for the road back before triggering a strategic earthquake and bury the whole under the sands that it came from.

In any case, with the plethora of factions, entities and cursed magical artifacts, I have little doubt the GM worth his salt may conceive all manner of exciting follow-up adventures. And send us a line at {themercilessmerchants@gmail.com} to let us know if it was to your liking.

-Signed Your Prince,
19th of October, 2020, The Netherlands

APPENDIX A: FACTIONS

Faction 1: Sial-Atun Deserters

"Tempered by atrocity, all that is soft and pliable in men has been burned from them. Men cast in the mold of weapons, with hard eyes and a killer's grace."

The Sial-Atun ('The Knife Palm') are the greatest warriors the world has ever seen. Men shudder at the sight of their gilded mail and impassive, cold eyes and tremble at their calculated atrocities. Taken as children, only one in three survives their initiation. They are sackers of cities, slayers of babes and architects of massacres. They are masters of the blade, the bow and the knife in the dark. Their signature move is the open handed strike that rips out the throat. For a king's ransom they can be turned against any foe and erase him from the world in a storm of blood and butchery. The only sins they know are failure, fear and disobedience.

Driven by nightmarish visions of a blood-soaked paradise under the sand, **Captain Sarakhar** forsook his oaths, risking a death by unutterable torments, and led his company into the wastes with promises of boundless wealth. Half of his men died of sun, thirst, or by their comrade's hands in rebellion.

The Sial-Atun within the necropolis grow restless and volatile. They have found many horrors and little of wealth, strangled sentries are found at night and they are starting to suspect this undertaking was not sanctioned by the Grandmasters. Only the presence of Siradar and Captain Sarakhar keep them in check. If both should perish, the rest would fall upon themselves unless they were given a chance for strong leadership.

(30) Sial-Atun: AC 5 [14]; **HD** 3*; **hp** 19; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 19 [+0]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 3); **ML** 9; **AL** C; **XP** 50

Equipment: Gilded banded mail, spiked helmet, round shield, pole arm, long bow, 20 arrows, longsword, shield, dagger, and gruesome battlefield trophies. Ability scores are above average, the weak do not survive initiation.

Tactics: The Sial-Atun fight in disciplined formations, favoring hand to hand combat. Spell-casters or ranged combatants are targeted by longbow. Particularly capable combatants are swarmed without mercy. If possible they attack from ambush. Challenges for one-on-one combat are accepted only if they are reasonably certain they will succeed (same HD or lower). Any captives are bound, questioned and left to wander the desert with their eyes and tongue cut out. They are fanatically loyal and will ally with the characters only if the PCs can convince them **Sarakhar** or **Crasse** is a traitor.

NPCs:

The regal features of an aristocrat with the flattened nose of a pugilist. His gilded plate mail is adorned with the severed heads of generals and lords. His helmet is shaped in the image of the Harrow King Skraegh-Hai, First Lord of the Legions. He laughs easily and his voice is clear. His eyes are black pits. He fights as though in a dream, every languid strike landing with deadly, artery-opening precision. All the world is a game to him.

Captain Sarakhar: AC 2 [17]; **HD** 6*; **hp** 46; **Att** 1 x longsword (1d8 +3) and 1 x **Nzembar's Kiss** (1d4 +4); **THAC0** 17 [+2]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (F 6); **ML** 10; **AL** C; **XP** 350
S 18, I 13, W 12, D 14, C 15, Ch 15

Equipment: Plate mail, longsword, longbow, 20 arrows, throwing knives, gilded skulls of lords and generals (500 gp total), and **Nzembar's Kiss.**

Captain Sarakhar is looking for a way into the Palace and attempts to use the PCs to achieve his aims if he finds them impressive. He cares nothing for his men and doesn't hesitate to sacrifice them if it means survival or reaching the palace. He has tried to torture a means of bypassing the Hallway of Devouring Death from the **Children of the Tree** but this has been unsuccessful.



Shaven like his kin, hair locked in a single tail running down the back of his skull, one side of his face is marked by a gruesome scar. A badge of rank is tattooed on his brow. His eyes are hard and penetrating. Calculating, never quick to act, but utterly relentless once he does. His faith in his captain has been broken by the evil of this place. Now he wants merely to escape with his honor intact.

Sergeant Crasse: AC 2 [17]; **HD** 5*; **hp** 31; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 17 [+2]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (F 5); **ML** 10; **AL** C; **XP** 225
STR 16, INT 13, WIS 11, DEX 12, CON 15, CHA 11

Equipment: Plate mail with hideous face embossed on front, shield, longsword, longbow, (14) arrows, dagger, silver statue of entwined courtesans (44 gp).

Sergeant Crasse is convinced his Captain betrayed all of them and will be the death of the Sial-Atun. He wants to dispose of him so he can assume command and order his men to withdraw. The only problem is the veteran legionary Siridar is fanatically loyal to the captain, and both would have to die in order for his plan to work. He attempts to recruit any PCs to his cause if he finds an opportunity.

A veteran of many campaigns, skin tempered by sunlight, hard weather and a thousand scars. His eyes are alight with fanaticism. To see him is to know no act is beyond him. So much blood has been shed by his hand he exudes almost palpable menace. His comrades look upon him with fear and awe.

Veteran Legionary Siradar: AC 1 [18]; **HD** 6*; **hp** 38; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 17 [+2]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (F 6); **ML** 10; **AL** C; **XP** 350
STR 13, INT 14, WIS 8, DEX 15, CON 16, CHA 16

Equipment: Plate mail, shield**,** spiked helmet, polearm, long bow, 20 arrows, longsword, dagger, necklace of scrimshawed finger bones (children's).

Siradar is fanatically loyal to Captain Sarakhar and balks at nothing, not even the murder of his fellow Sial-Atun, if it is at his command.

Faction 2: The Children of the Tree

"True faith burns in their hearts; searing, tempering but never consuming. All that they are has been shaped to fit the mold set out by their Father."

The Sial-Atun were not the only ones lured to the palace with visions of paradise. Long years ago, the Father led his flock across the sands and discovered a passage, now collapsed. When they had no more light and men were being taken in the darkness, they found the Tesseract Tree. For long years they have lived in the stone garden, nourished by the fungus growing on its skin and protected by its silvery light. They believe it is the Tree of God, and to bask in its rays is to be assured of paradise.

The Children are emaciated fanatics, clothed in threadbare rags, pale and half blind from their long existence in darkness. They follow their master without question and don't hesitate to lay down their lives at his command. They know the city and have learned to avoid its many perils, even discovered the **secret passage into the Palace** (see **IV. Necropolis, Area #9**, pg. 28 and **V. Palace, Area #24,** pg. 39). Some are aging and sick from the vapors of the lake, others young, hairless and wiry.

(53) Child of the Tree: AC 9 [10]; **HD** ½; **hp** 4; **Att** 1 x clubs, shards of pottery (1d4); **THAC0** 20 [-1]; **MV** 120' (40'); **SV** D14, W15, P16, B17, S18 (NH); **ML** 4; **AL** N; **XP** 5

- Surprise on 4-in-6.

Tactics: Sheltered, most all but oblivious of the outside world, the Children are no hardened soldiers. A lifetime of skulking in the darkness has honed their senses to a razor's edge and they are cautious to the extreme. They never use torches and pass through the city in pairs of two, navigating by touch or the dim phosphorescence of the palace. If at all possible they attack from ambush with thrown shards of pottery, dead-falls, darts or attempt to set the Azarog upon their enemies. To protect the father they would willingly lay down their lives. Even extreme torture doesn't cause them to reveal the location of the Tesseract Tree or the secret entrance into the palace.

The Children desire only to be left alone with the Tessaract Tree.

NPCs:

Tall like a scarecrow, tattered robes enfolding a skeletal husk, this wiry ancient seems animated with an unnatural vitality. A single wild green eye staring out of a skull-like face seems to gaze into your soul and his melodic voice ensnares your senses.

Father: AC 9 [10]; **HD** 1; **hp** 5; **Att** 1 x clubs, shards of pottery or **Infinite Dart** (1d4 or 2d6); **THAC0** 20 [-1]; **MV** 120' (40'); **SV** D14, W15, P16, B17, S18 (NH); **ML** 12; **AL** N; **XP** 10

- **Infinite Dart** treats opponents as **AC** 9 [10]. See **Appendix B**, pg 52.

Once a philosopher, renowned in the cities of the east, he is now only the Father. Drawn by visions of immortality and vast wealth, long years in the darkness and the horror have driven him mad. In dreams he speaks with the thing called Uyu-Yadmogh. In exchange for a single life every year, his Children are allowed to roam the city unmolested.

The Father is the absolute ruler of the Children and his word his law. He wields **the Infinite Dart**, a branch of the Tree that is the only weapon that can be used while in its presence. The voices of Uyu-Yadmogh whisper to him in dreams. The unrest near the palace have only exacerbated his madness. Every day, roll 1d6 for his attitude towards the party.

1. Benevolent: thinking the PCs emissaries of Uyu-Yadmogh, he renders what aid he can, fawning obsequiously (knows the secret entrance to the palace, see **IV. Necropolis, Area #9** pg. 28).

2. Bellicose: Attempts to lead the party in a campaign to destroy one of the rival factions:

1. The Sial-Atun
2. The Tzyanese
3. The Azarog
4. The hated Uyu-Yadmogh
5. His own flock
6. Genocidal Crusade.

3. Treacherous: Provides advice but attempts to lure the party into a trap that means their doom.

4. Paranoid: Suspecting treachery, he attempts to lure the invaders away from the Tree and have them pelted with shards of pottery (1d4 damage) until death follows.

5. Salvation: Uyu-Yadmogh calls for a sacrifice. He incites one of his followers to give up their child and bring it into the palace (**see V. Palace, Area #17-Master of Ceremonies**, pg. 36) to appease his hungry lord.

6. Madness: Many voices whisper. Foaming at the mouth, the Father writhes and shudders in epileptic seizures while his flock tends to him. (10% chance he dies)

Faction 3: The Nine
(Cultists of Tzyan)

"It is not physical hardship but knowledge that has changed these ones. All the myriad drives of humankind, subsumed into a holocaust of monstrous ambition. There is nothing they will not do to slake their thirst for power."

When Tzyan fell, not all of its lore was forgotten. Some have preserved its ancient knowledge and dream of its return. These are the Nine: scholars, criminals, necromancers, slavers, killers and prophets of the blackest hearts. The transgressions they have committed would make hardened killers whimper. They can be bargained with but never trusted. Inside the palace there is knowledge that they crave. They seek the Weapon that Burned the World.

They entered the city but days ago, using the Key to the Ninth Heart, a ritual of translocation still tied to Uyu-Yadmogh's rotting spirit. They are patient, willing to wait. They have not yet managed to breach the palace, knowing full well the lethal sorcery that guards its entrance. Each is loyal only to themselves and will abandon their comrades to save their own hides.

Only eight of the Nine are described here: Rastlir of Muir lurks in Iotha as a spy, and as such, the PCs may never meet him. Each of the Nine has a unique ability and their own tactics.



NPCs

How does one describe a thousand faces? His mimicry is so total even part of him forgets. Only the eyes retain their knowing malice.

1. Thousand Faced Prince: AC 6 [13]; **HD** 4; **hp** 15; **Att** 1 x **The Nightblade of Ion** (1d4+1) or throwing knives (1d4); **THAC0** 19 [0]; **MV** 120' (40'); **SV** D13, W14, P13, B16, S15 (T 4); **ML** 10; **AL** C; **XP** 175

- Level 4 thief abilities.
- Disguise: Can alter appearance at will (the ability does not radiate magic).

Equipment: Dark leathers, silver bracelet of screaming maidens (150 gp), **The Nightblade of Ion**, and three throwing knives.

Tactics: If the Nine are aware of the PCs and following them, he takes the shape of one of their confidantes or allies, such as a Child of the Tree, and attempts to join the party. He then attempts to kill one in their sleep, vanish and repeat the gambit days later. If the party is on guard, he attempts to sow dissension between the PCs and their allies.

An absence wrapped in black silk. A non-being. The Follower's voice is a mesmerizing sub-vocal whisper. Always it seeks to lure people to their doom, dealing only the final blow.

2. The Follower in Darkness: AC 2 [17]; **HD** 2; **hp** 8; **Att** 1 x dagger (1d4); **THAC0** 19 [0]; **MV** 120' (40'); **SV** D13, W14, P13, B16, S15 (T 2); **ML** 7; **AL** C; **XP** 35

- Level 2 thief abilities, however 100% Hide in Shadows.
- Can teleport between two shadows as per *Dimension Door* (50' range) at will.
- Can track as a Level 10+ Ranger.

Equipment: Robe of black silk, dagger, **Cask of Unknowing**, and platinum ring inset with jet (100 gp).

Tactics: As soon as the PCs are discovered and determined to be a significant threat, the Follower stalks them unerringly. It reveals itself if it means it can lure the PCs into a hazardous location. If they get into a fight, it attempts to backstab, then use *Dimension Door* to get away.

A beautiful golden, hairless child, one of its eyes is an orb of absolute blackness. Great robes of purple and gold wrap her slender form in billowing folds. She never lies but is always evasive, inscrutable.

3. The Eye of Tzyan: AC 9 [10]; **HD** 1; **hp** 3; **Att** 1 x dagger (1d4); **THAC0** 19 [0]; **MV** 120' (40'); **SV** D13, W14, P13, B16, S15 (T 1); **ML** 5; **AL** C; **XP** 16

- Level 1 thief skills.
- Ability to detect lies.

Equipment: Silk robes, dagger, **Seven Rings of Sybarr**, a ruby-cut toe ring (75 gp).

Tactics: The child is frank, attempting to strike an alliance with the PCs and learn as much as she can while revealing as little of the Nine's goals as possible. She runs from all fights. When the PCs are dealing with the Nine, the Eye is there, reading the motions of their soul.

A compact man of confident bearing, adorned with worn leather armor and many chipped throwing knives. His helmet is featureless brass polished to a mirror-finish save for diamond- and cross-shaped eye-holes. A sickly eldritch glow seeps from the cross-shaped hole.

4. The Invisible Sword: AC 5 [14]; **HD** 6; **hp** 24; **Att** 1 x throwing knives (1d4 + poison); **THAC0** 17 [+2]; **MV** 120' (40'); **SV** D12, W13, P11, B14, S13 (T 6); **ML** 8; **AL** C; **XP** 500

- Level 6 thief skills.
- Gaze attack, save vs. petrification or take 4d6 damage (celestial fire burns the character from inside!).
- Envenomed knives with serpent venom, save vs. poison or lose 2d4 STR over 3 turns. A *Neutralize Poison* restores the lost points immediately, otherwise they return at a rate of 1 per day).

Equipment: Leather and throwing knives coated with serpent venom.

Tactics: As soon as the PCs are identified as a threat, it is the Invisible Sword who accompanies one of the other Nine, throwing knives at maximum range and skulking away, only revealing his gaze when they face him in melee. The Invisible Sword can take damage if it meets its own gaze, but blocks the cross-shape with his left hand and attempts to flee if confronted with a reflective surface.

An emaciated old man, eyes sewn shut. Serrated glyphs are carved into his forehead, throat, solar plexus, heart, stomach and groin. Guttural rasp. Wry sense of humor.

5. The Walker in Dreams: AC 9 [10]; **HD** ½; **hp** 4; **Att** see below; **THAC0** 20 [-1]; **MV** 60' (20'); **SV** D14, W15, P16, B17, S18 (NH); **ML** 4; **AL** C; **XP** 6

Equipment: Tattered midnight robes, silver rope belt and silk slippers.

Special: The Walker in Dreams can, after half an hour of chanting, liberate his supple body from the prison of his flesh. This supple body is ethereal, can fly at 90', has 30 hp, AC 7 [12] and can only be harmed by magic or magical weapons. It can perceive, touch, and be touched by incorporeal creatures. The Walker's normal body is reduced to a comatose state while this occurs, and only by touching his supple body can the Walker re-enter his physical body. In his supple body, he can enter anyone's dream to communicate with them or disrupt it dealing 1d10 damage to the character and preventing him from gaining any benefits of rest (such as regained spells). If the target makes its saving throw vs. spells the Walker in Dreams is immediately sent back into his physical form and loses half his hit points. The state can last for 8 hours.

The Walker in Dreams is accompanied by a muscular war dog fitted with chain barding that he can possess and control as an extension of himself. If the war dog is slain, the Walker in Dreams must make a saving throw vs. death or lose half his hit points.

(1) War Dog: AC 7 [12]; **HD** 2+2; **hp** 15; **Att** 1 x bite (1d6); **THAC0** 17 [+2]; **MV** 180' (60'); **SV** D 12, W13, DP14, B15, S16 (1); **ML** 8; **AL** N; **XP** 25

Tactics: Once the Nine are aware of the PCs, the Walker follows them, enters their dreams to find out what they want and uses his *dream disrupting* ability if they refuse to tell him.

A Lady of almost agonizing beauty, with long raven hair, garbed in gossamer rainments half of crimson and half of gold. Her hands and lips are decorated with intricate tattoos. She is fond of riddles and paradoxes of all kinds. A desiccated finger dangles between her breasts on a cord.

6. Khabareth Who Comes Before: AC 8 [11]; **HD** 3; **hp** 12; **Att** 1 x staff (1d6); **THAC0** 19 [0]; **MV** 120' (40'); **SV** D13, W14, P13, B16, S15 (MU 3); **ML** 6; **AL** C; **XP** 80. Spells: *Charm Person, Sleep, Web*

- Touch and kiss cause paralysis (save vs. death to avoid) once per day.

Equipment: Robes, staff, desiccated finger inscribed with occult symbols. It is the fetter by which the Wolf of Final Night is bound to this world. Should it be destroyed, the Wolf is sent back to the End of Time—see #8 Tyzan Cultist), and the **Weavestone of Sybarra**.

Tactics: Khabareth attempts to seduce one of the PCs with the aim of feeding him to The Wolf of Final Night. Khabareth rarely leaves the presence of the Wolf of Final Night and enters direct combat with the PCs only if all of the Nine are threatened.

Khabareth is fond of riddles and enjoys a riddle challenge. Some options include:

"Graceful I am,
though fierce in close-quarters,
If you keep me in your heart,
You will perish"

- A Knife

"Cold Am I,
Though Long in the Making,
I am served by Friends,
But never appreciated"

- Betrayal.

A squat, fat man, with smooth olive skin like a seal and beady eyes in his expressionless face. His strangler's hands seem too large for his body and are eerily graceful, like spiders. His ornate armor is sculpted of clay and stone, but hinders him naught.

7. The Shaper of Things to Come: AC 3 [16]; **HD** 8; **hp** 55; **Att** 1 x by weapon (by weapon); **THAC0** 14 [+5]; **MV** 120' (40'); **SV** D8, W9, P10, B10, S12 (F 8); **ML** 10; **AL** C; **XP** 1,200

Equipment: Clay and stone armor (AC 4, collapses into inert clay upon his death).

Special: The Shaper of Things to Come can shape stone and clay at will, causing it to form weaponry, flow like water or part. 7x per day, the Shaper can use this ability to create weapons from stone (which function as +1 but shatter on an attack roll of 5 or less), raise bulwarks (as per *Wall of Stone*) or pass through stone and clay as though it were water (as *Pass-Wall*).

A special powder (7 doses) blown through a straw allows him to animate any statue *(see Living Statue, Old-School Essenstial Core Rules)*. Terracotta statues are similar to stats of Crystal Living Statues. The Shaper uses this dust in case of an emergency.

Tactics: The Shaper is the second one of the Nine who does not fear direct combat. He attacks from unexpected angles, passing through stone to attack from surprise, and uses *Wall of Stone* to separate PCs in narrow alleyways. If reduced below half hit points he flees, moving through solid rock, most likely losing the PCs unless they have some means of following him.

A horror from the End of Time. Its shape is a monstrous silhouette etched in absolute blackness. Its touch is oblivion and the cold of all things ending.

8. An Unbearable Thing, Drawn From The End of Time, Given Hatred and Substance (Wolf of Final Night): AC 0 [19]; **HD** 8; **hp** 43; **Att** 2 x claws (2d6); **THAC0** 12 [+7]; **MV** 120' (40'); **SV** D8, W9, P10, B10, S12 (8); **ML** 10; **AL** C; **XP** 2,850

Special: The creature is a Wolf of Final Night, a destroyer of All That Is. It is incorporeal, immune to spells and cannot be harmed by anything less than +2 weapons. Any wielder that successfully strikes it must save vs breath attack (gaining a bonus for each +1 of the item) or the weapon disintegrates. It regenerates 1 hp per round until its destroyed. Its claws are proof against any sorcerous protection and inflict 2d6 points of damage. The wounds do not heal as long as it dwells upon the world. Anyone killed by a Wolf of Final Night is erased from existence, all memory of him vanishing alongside his body, with no resurrection possible(short of divine intervention or a carefully worded *Wish*).

The Wolf was called by Khabareth Who Comes Before and if the talisman is destroyed it must save vs spell each round or return to the End of Time. If Khabareth is killed it must save at +2 or return to the End of Time. It cannot move more then 200' from the Talisman that binds it.

Tactics: Khabareth keeps the creature back as a last resort. If she is directly threatened it sallies forth from some dark corner and attacks, destroying all before it. She has only limited control over it and fears it, as is only right.



APPENDIX B: NEW MAGIC ITEMS

Cask of Unknowing

A *cursed* urn of coarse grey stone and cryptic, murky carvings. After their first encounter with the bearer of this object, any character must save vs. spell or be automatically surprised the next time they meet, their memories of the bearer snatched by the Cask. Anyone carrying the Cask must make a save vs. death each week or lose a point of CHA permanently as the Cask scratches and gnaws at the fabric of their being. Anyone reduced to 0 CHA becomes a non-being, forgotten by friends and foes alike, unable to interact with others or gain followers, automatically gaining surprise and hiding in shadows at 50%.

The Infinite Dart

A slim branch from the Tesseract Tree, infused with silvery light. Its branches seem to split and divide until they appear as little more than a silvery mist. The **Infinite Dart** can only be wielded by someone who has given his eye to the Tesseract Tree. The dart strikes unerringly at the heart, treating all creatures as **AC** 9 [10] and dealing 2d6 damage. Used against the undead, or divine beings, it deals double damage and instantly kills most weak undead (skeletons, zombies, etc.) The dart can be recovered after use.

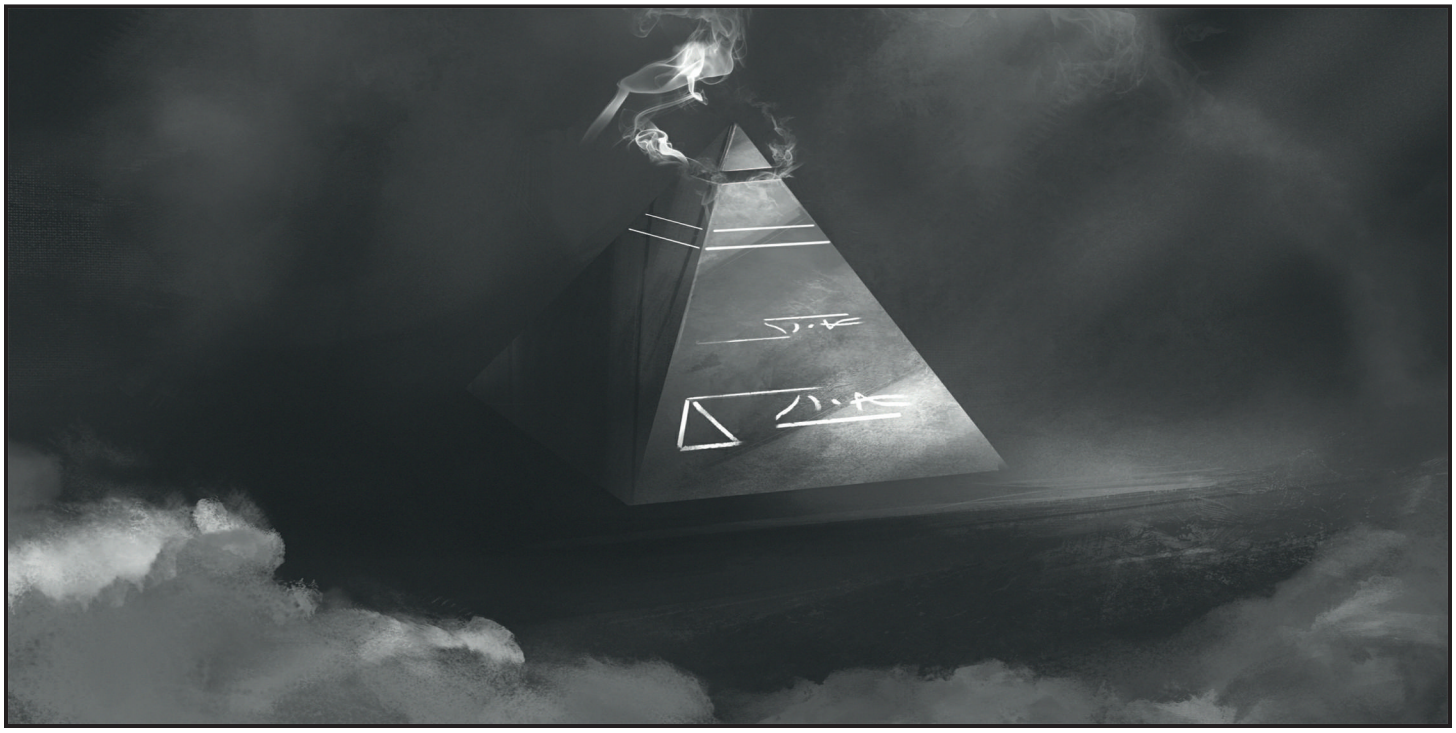
Nzembar's Kiss

This needle-thin dagger of elegant manufacture virtually ignores plate and chain, able to slip in-between links or greaves easily. The blade acts as a **Dagger +2**. Once per day, the first time the weapon draws blood, its target must save vs paralysis or be paralyzed with ecstasy for 1d4 turns.

The Many-Angled Instrument of Ethereal Imprisonment

A basalt pyramid, covered in the glyphs of long dead Sybarr. The instrument was a potent weapon against its many esoteric enemies. Directing the Instrument against an incorporeal or possessed creature forces the creature (or possessor) to make a save vs death or be imprisoned within the device as a *Magic Jar*. Creatures who can possess multiple targets simultaneously are only fully trapped if they possess no other hosts; otherwise the Instrument counts towards their maximum number of hosts. It is perfectly possible such creatures must be imprisoned multiple times and will take up as many slots as they possess creatures.

The device can hold a theoretically infinite number of incorporeal creatures within its fractal geometries. In reality, every imprisoned creature after the first adds a 5% cumulative chance of failure after each use, to a maximum of 75%. Upon failure the device does not function and 1d4



inhabitants are immediately released, with any possessor creatures directed at the nearest suitable host as per a *Magic Jar* spell.
Anyone versed in both sorcery and the language of Sybarr can read the glyphs on the Instrument and figure out a means of communicating with the inhabitants inside by concentrating. Some Instruments contain spirits thousands or tens of thousands of years old. If desired, the bearer of the Instrument can elect to free a specific spirit at any time, or direct a possessor spirit to a host (save vs spell to avoid if unwilling).

The device can perform any one function only once per turn.

The Nightblade of Ion

The Nightblade of Ion is a slender blade of utmost darkness, impossible to find on one's person. Utterly silent, it doubles the wielder's Move Silently chances when used to cut throats or backstab asleep victims. **The Nightblade of Ion** acts as a **Dagger +1**.

Seven Rings of Sybarr

These ornate rings are beautifully crafted and lavishly with minute engravings of lords and ladies suffering terrible calamity. Each ring is forged for one of the concubines of the Sybarran Emperors and protects against a specific doom, only once. If the event would kill the bearer of the ring it is instead negated and the character is fully healed and spirited out of danger to the nearest safe location, after which the ring crumbles to dust. The Dooms are: Drowning, Strangulation, Poison, Suicide, Burning, Level Drain and any Doom (the Greatest ring).

The Tome of Iron and Glass

The Grimoire of Uyu-Yadmogh's wicked line. A storehouse of lost arcane knowledge dating back long ages, it is literally priceless to anyone who can decipher its cryptic utterings.

Written in old Tzyanese, this tome contains 5d10 spells of levels 1-6. It also contains the 7th level spells *Prismatic Storm*, *Litany of Memetic Erosion, the Indigo Castigation* and an imperfect version of an immortality ritual (*Transcending the Fetters of Mortality*) that seems to work but instead destroys the ritualist and permanently blinds anyone within 50' if cast (save vs breath attack to avoid blinding). These 7th level spells may not be memorized but can be cast as if from a scroll after following the instructions and chanting for an hour. The *Prismatic Storm* functions as a *Prismatic Spray* but the area of effect is a 10 mile cone. The *Indigo Castigation* permanently alters any 20 1x1 mile squares so any organic creature within them must make a saving throw vs death every turn or permanently lose a point of CON. The *Litany of Memetic Erosion* will erase a single name, notion or idea from the collective memory of the world (no saving throw).

Each of these greater incantations can be cast only once.

Written within is a complete method of entering **the Vaults of Oblivion** and a map of the Recursive Labyrinth leading to **the Weapon (coming soon from Merciless Merchants!)**.

Valegrotic Sheafs

The **Valegrotic Sheafs** are three pieces of thick vellum, each containing one painting. The user of the sheafs can 'pull out' the art on the page (one full round) and it turns into a living creature for 1d4 turns. The creatures obey simple commands (attack, fetch, follow, guard, etc.). After the duration has expired the painting collapses into a pool of mixed paint. The sheafs may only be used once before their magic is lost.

Sheet 1: (1) Silver Beetle: AC 3 [16]; **HD** 3+1; **hp** 23; **Att** 1 x bite (2d6); **THAC0** 16 [+3]; **MV** 150' (50'); **SV** D12, W13, P14, B15, S16 (1); **ML** 9; **AL** N; **XP** 50

Sheet 2: (1) Crimson Lion: AC 6 [13]; **HD** 5; **hp** 30; **Att** 2 x claw (1d4+1), 1 x bite (1d10); **THAC0** 15 [+4]; **MV** 150' (50'); **SV** D12, W13, P14, B15, S16 (3); **ML** 9; **AL** N; **XP** 175

Sheet 3: (2) Amber War Dogs: AC 7 [12]; **HD** 2+2; **hp** 15; **Att** 1 x bite (1d6); **THAC0** 17 [+2]; **MV** 180' (60'); **SV** D 12, W13, DP14, B15, S16 (1); **ML** 8; **AL** N; **XP** 25

Weavestone of Sybarra

The **Weavestone of Sybarra** is an object of ancient might. It can absorb up to 7 spell levels per day and convert these into any spell the caster knows as though he were casting a spell. Spell-casters become aware of the Weavestone and its power whenever it is used if within 200'. Any spell caster can attempt to usurp control of the Weavestone on an opposed casting level test (both wielder and usurper roll a d10 and add their caster level). The winner can then direct and control the stone, the loser takes 2d6 damage. Spell-casters may attempt to assert control as often as they desire.

APPENDIX C: HORRORS OF THE AGE OF DUSK

The Azarog

AC 9 [10]; **HD** 8; **hp** 60; **Att** see below; **THAC0** n/a; **MV** 120' (40'); **SV** D 8, W9, DP10, B10, S12 (8); **ML** 12; **AL** C; **XP** 2,300

An ancient horror, the result of Uyu-Yadmogh's research into the soul and the nature of damnation. A chimera of spirit, soul and sorcerous substance, it exists partially in all realms and fully in none. A tortured non-being, it can invest corpses with a fragment of itself, yet remain whole.

The Azarog can animate any corpse within 120' of itself as a maximum hit point zombie (see Zombie, Core Rules) that do 1d6 extracold damage on touch. Each zombie is under the control of the Azarog and cannot move beyond 120' of its physical location. There is no other limit to the amount of bodies the Azarog can animate or control at the same time. Bodies thus animated are wreathed in colorless fire that saps heat from the air.

The Azarog is invisible in its normal form. It is almost impossible to destroy, taking no physical damage from spells or weaponry with a few exceptions. It can be turned as s*pecial, more powerful undead (referee's discretion)*. It may be targeted with a *Dispel Magic* as a 20th level spell, which disrupts it until it reforms in one day. It is vulnerable to any containment an incorporeal creature would be vulnerable to. It cannot pass through magical barriers, anti-magic fields, or anything that would bar passage to an ethereal creature. The destruction of the remains that brought it forth destroys it permanently.

Diorag the Breaker

AC 5 [14]; **HD** 20; **hp** 145; **Att** 1 x tear asunder (3d8); **THAC0** 6 [+13]; **MV** 60' (20'); **SV** D2, W2, P2, B2, S4 (20); **ML** 12; **AL** C; **XP** 2,000

The height of three men, a mindless husk still endowed with traces of lingering divinity, the corpse of Diorag the Breaker is terrifying to behold, a lifeless Atlas animated with idiot fury. All combatants under 3rd level must make an immediate morale roll upon entering combat with it or flee in mortal terror.

Diorag attacks by grabbing his opponents and ripping them apart. Its flesh may only be pierced by weapons that can slay deities (**Sybarran Steel**, a **Deiophage** weapon or +3 and higher). It has 25% magic resistance, is immune to *Polymorph*, petrification, non-magical fire and has all the regular undead immunities. Diorag regenerates 1 hp per turn. It cannot run or charge, only lumber and crawl.

Diorag is secured to the throne via adamantium chains that are virtually unbreakable. It may move anywhere to the limit of its chains (1,000') as indicated on the map.

Dusk Stalker

AC 5 [14]; **HD** 5*; **hp** (22); **Att** 2 x claw (1d6), 1 x bite (1d10); **THAC0** 14 [+5]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (3); **ML** 9; **AL** N; **XP** 225

Feral descendants of the horrid soldiers of unspeakable wars, the dusk stalkers prowl the wastes, leaving behind no trace, shrieking for blood and souls. A nightmarish crossbreed between bear and predatory bird, the stalker combines the ferocity of a wild animal with the dispassionate cunning of a man. Dusk stalkers are particularly hated for their tendency to wrap themselves in the flayed hide of their human prey. They kill sadistically and leave the corpses for the vultures.

Dusk stalkers can be unearthly silent if they wish and attain surprise in a 4-in-6 chance. When it first attacks, it emits a blood-curdling shriek that freezes men in their tracks. Anyone within earshot must save vs paralyzation or be stunned for 1 round.

Empty Man

AC as host; **HD** as highest HD of host; **hp** as host; **Att** as best of host; **THAC0** as best of host; **MV as host**; **SV** as best of host; **ML** 12; **AL** C; **XP** varies, as highest level host

Abominations of Sorcery, Mind and Flesh, the Empty Men are weapons of the wars of ages past. The Empty Man is a band of men fused together telepathically until each body has access to the total experience, knowledge, languages and skills of the whole. Each body perceives what the whole perceives. Individual bodies may be lost, but these can always be replaced. While once human,

functional immortality, the long weight of accumulated memory and a thousand lifetimes of murder has rendered the minds of these creatures utterly inhuman. Cold, ruthless, speaking in dead tongues and pursuing ends whose origins have long turned to dust, they have erased almost all evidence of their existence over the long ages. Anyone who knows of them hunts them with a zealous hatred.

The Empty Man is a minimum of 1 and a maximum of 10+1d10 creatures. **Each host attacks, saves and has the hit points, all the special abilities and arcane caster level of the best of its hosts.** If for example The Twin Eyes of Iadon consists of a 4th level fighter (18 hp before becoming conjoined) and a 6th level wizard (15 hp before becoming conjoined), both hosts have 18 hp, can use the best saves of either class, attack as a 4th level fighter and can cast spells (with normal restrictions) as 6th level wizards, using the same spell pool (so even an Empty Man that consists of multiple wizards can only cast as many spells as the highest level wizard among them, across all of its hosts). If it loses a host, half its knowledge is lost (so the death of a 4th level fighter means each of the Empty Man's hosts still retains the skills of a 2nd level fighter). Only the death of all hosts kills an Empty Man. Hit points are tracked separately for each host!

An Empty Man can incorporate a new vessel into itself by a process that takes an hour and requires the host to be immobilized. The host must succeed at a saving throw vs spell or become co-opted. The Empty Man may retry this possession attempt two more times, each time inflicting a cumulative -2 on the save. If the host resists the third time, he cannot be affected for 24 hours. Empty Men that attempt to incorporate more than their maximum fracture into two separate Empty Men (divide the hosts among them equally).

Empty Men can never be detected unless by special training or certain, rare artifacts. An Empty Man's distributed consciousness renders it immune to charm, domination and similar enchantment spells. Attempting telepathy on one invites an immediate possession attempt (save vs spells at +2 to avoid).

The records of fallen Sybarra speak of the Hollow Emperor, a creature who had tied the monarchs, generals and princes of twenty-six kingdoms into a single terrifying dominion.

Glass Concubine

AC 5 [14]; **HD** 3*; **hp** 20; **Att** 1 x fist (1d12); **THAC0** 16 [+3]; **MV** 120' (40'); **SV** D12, W13, P14, B15, S16 (F 3); **ML** 9; **AL** C; **XP** 100

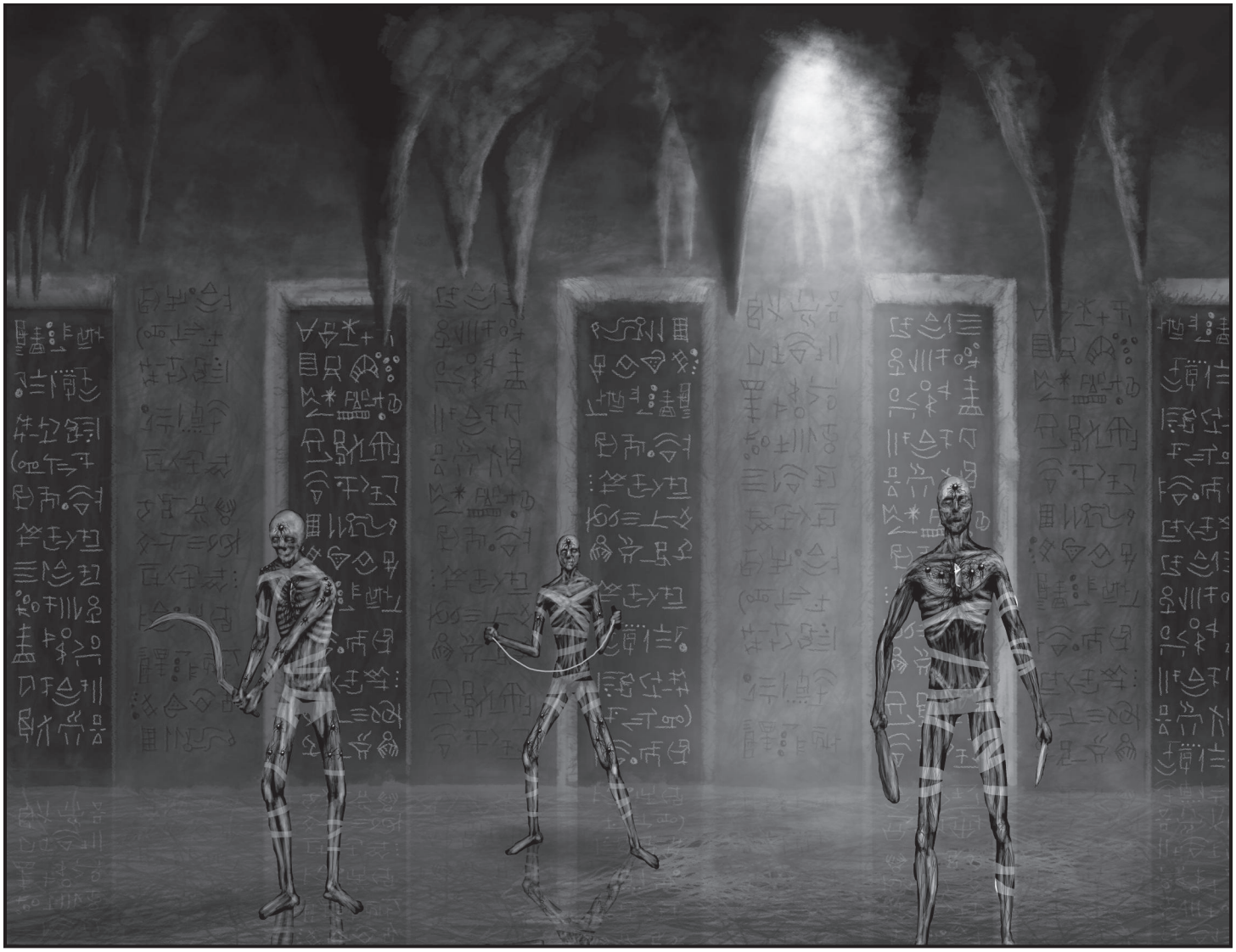
- PCs looking at the Glass Concubine must make a save vs. spell or be charmed.
- +1 weapons needed to hit.

Automatons of impossible, lascivious beauty, with nubile shapes of azure glass, luscious locks of spun electrum and platinum and perfect enameled faces. Creations of the long-lost artificers of Nzembar, the Glass Concubine was forged to fulfill any carnal desire. To look upon one is to be lost in perfection (save vs spell or be charmed).

To enjoy the tender caresses of these creatures is to enjoy bliss itself. A night with a Glass Concubine functions as a **Potion of Heroism** for the next day (the effect is potent but once per week, though their owners likely indulge in their ministrations with much greater frequency!). In the Age of Dusk, a merchant prince or petty king gladly pays one's weight in gold for such a device.

A number of these automatons were forged in the wake of the Doom of Nzembar by mad, vengeful artificers. Their caresses inflict excruciating agony on living beings (1d12 damage) but they are utterly captivated by any creature they encounter. In a cruel twist of the Artificers, the agonies they inevitably inflict bring them great anguish, causing them to wail in despair or recoil in horror every time they hit, only to renew their amorous offensive seconds later. Charmed victims do not resist their touch, even though the agony is no less severe for them.

Though killing the creatures destroys much of its delicate beauty, the alloys and wires can be sold as raw materials for 2,000 gp. Killing one while inflicting hardly any damage (a +5 dagger delicately inserted under the jaw) means the body is worth 10,000 gp instead.



The Guardians of Uyu-Yadmogh

AC 7 [12]; **HD** 5; **hp** 30; **Att** 1 x weapon (1d6 or by weapon); **THAC0** 15 [+4]; **MV** 120' (40'); **SV** D10, W11, P12, B13, S14 (5); **ML** 9; **AL** C; **XP** 225

- Leather and cudgel.
- Has Level 5 thief skills.
- Each of Uyu-Yadmogh's guardians carries d6 x d6 semi-precious gemstones (50 gp) embedded in their flesh.

To hunt down his wayward family members, Uyu-Yadmogh hired bands of ruthless thugs and killers. Little did they know they would serve him beyond death. Their mummified hides embedded with the gemstones of their reward, they guard the Palace with the tools of their ignoble trade.

They have all the abilities of a 5th level thief and attempt to attack by stealth and trickery, targeting the most vulnerable. Their desiccated flesh is vulnerable to fire (+1 to damage per die, -2 to saves).

The greed that motivated them in life still has a potent hold on them. Anyone fleeing from the Guardians can automatically cause them to drop pursuit by dropping at least 100 gp worth of precious goods. They target the most wealthy accoutered characters first.

Each of Uyu-Yadmogh's guardians carries d6 x d6 semi-precious gemstones (50 gp) embedded in their flesh.

The Wolves of Final Night

AC 0 [19]; **HD** 8; **hp** 43; **Att** 2 x claws (2d6); **THAC0** 12 [+7]; **MV** 120' (40'); **SV** D8, W9, P10, B10, S12 (8); **ML** 10; **AL** C; **XP** 2,850

The End of Time. When all suns have burned out, all matter turns to ash and heat is but a memory. Things haunt the Final Night. Terrible Things.

The Wolf of Final Night is a Nightmare from Beyond the End of Time. Its shape is a monstrous silhouette etched in absolute blackness. Its touch is oblivion and the cold of all things ending. They can be called and bound but they can never be controlled. Not for long.

There is no protection from the Wolves. Their touch penetrates any defense, even divine immunity, and inflicts 2d6 damage that cannot be reduced as the substance of the creature is erased. While the Wolf is within the continuum, these wounds cannot be healed. If a creature is destroyed, it is erased from living memory. It cannot be brought back unless someone somehow remembers what was lost.

Wolves are incorporeal, immune to spells and can be harmed only by magic weapons. Any wielder that strikes it must save vs death (with the item's bonus to the save) or his weapon disintegrates. It regenerates 1 hp per round until it is destroyed. They can move through lead, thick stone, or any substance normally impermeable to incorporeal creatures at 5' per turn. A *Protection from Evil* spell keeps them at bay.

If they are called to the Temporal Plane they must be bound to an object. Anyone with the object can control one. If the object is destroyed, the Wolf must save vs spell each round or return to the End of Time. If its summoner is killed it must save vs spell at +2 or return to the End of Time. It cannot move more then 200' from the talisman. This is deliberate. Other methods of summoning the Wolves exist. These methods are destroyed, and all who know of them are killed by powers aware of the Wolves' existence.

APPENDIX D: THE AGE OF DUSK

These are the last tales of humankind. It is an age of great wonder and dying sorcery. The world writhes and spasms in the aftermath of the wars of ages past. Magic itself is now a tattered thing, twisted for millennia into shapes ever more complex and potent. It heaves and quakes under the strain, bringing mutation and madness to lands barren with generations of brutal conflict. But in its death throes it is at its most vibrant and powerful.
The corpses of Gods, shattered and broken, drift and coalesce within the Tempest or lie pristine upon the hot sand, untouched by the ages. A furious storm of eldritch energies convulses on the site of their demise, vomiting forth amalgamations of half-remembered legends that poison the world with their very existence. The murder Weapon still stands upon a desert of glass, half-sentient fragments of its components prowling its innards while undying guardians slay all that seek to unearth the blasphemous knowledge that forged it.

Great spires, like jagged teeth, stand amidst the savaged lands, their undying inhabitants warring ceaselessly for the magical energy that sustains them. For miles around these cities, the essence of life is leeched from the very air to sustain their endless struggle till the world itself is ruin and the bloated sun goes dark. Creatures terrible and bizarre, nightmare soldiers from the unfathomable wars of eons past, walk the wastes baying for blood and souls.

Mankind is as it ever was, fractious and struggling, yet unbowed, trapped in an endless violent cycle of growth, stagnation and collapse. But the cycle has run its course, and all things must end. This is the last age, the greatest age, an age of heroes and villains like gods born anew, of fire and blood and the ringing of swordplay, of sorcery and abomination. Not for humanity the quiet dwindling of old age and the gentle death in bed. Mankind dies on its feet, screaming and bellowing, spitting at the onrushing tide of Final Night as it devours all.

These are the tales of the Age of Dusk.

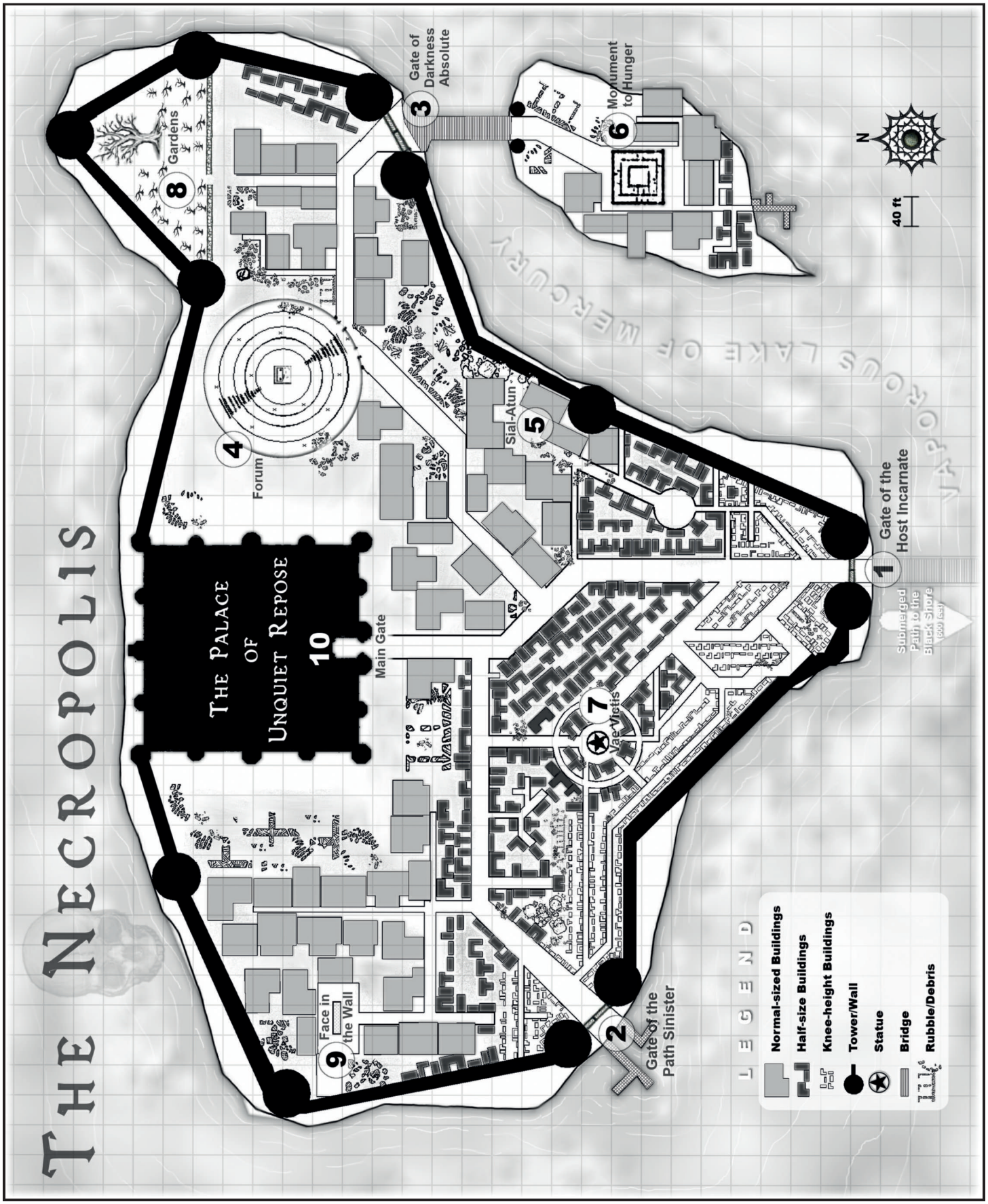
APPENDIX E: TZYANESE INSCRIPTIONS

Here lies Great Uyu-Yadmogh
Prince of Princes
Lord of High Sorcery,
Devourer of Souls

Let Him rest in blessed Oblivion,
Free of the Judgment on High
His Guardians eternal
His Treasures untouched
His Knowledge Forgotten

A thousand curses on those that would disturb His Slumber,
May their flesh be pierced with a thousand needles,
May their eyes be charred with boiling lead,
May their bones be broken by stone and hammer,
May their throat be burned with molten glass,
May their soul be savaged by the Final Ones,
May they be (the list continues on...)

APPENDIX F: NECROPOLIS MAP



APPENDIX G: OVERVIEW MAP



APPENDIX H: LEGAL

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