

Level 14C: The Architect's Workshop

Referee Note: This level is very sparsely described; only the most basic of detail is given about the rooms and their inhabitants. This is not done to “pass off” the work to the Referee, but to allow for customized expansion appropriate to the individual campaign. Players reaching this level should be considered seasoned, and their PCs are worthy of respect and challenge. Each of the rooms gives a basic description of design intent, and a table for some beginning encounters, but the Referee is encouraged to tailor this level to make it interesting and distinct for their own specific campaign.

The structure of Rappan Athuk (except for the natural caverns, which were used as a basis for expansion) was created by one “man,” the half-devil Glazerel. Known as the Architect, Glazerel is a master artist and engineer known throughout the multiverse for his creations. The son of Cheshimboth, Armorer of the Hells, Glazerel took his place in the dia-

bolic hierarchy early on. His mechanical aptitude was readily apparent, and Lucifer himself ordered Glazerel the finest education the lower planes had to offer. He excelled in creating new and unique devices for use in the Hells, and eventually left the plane to seek out other projects and works. One of his greatest projects was the creation of a vast apparatus designed to draw the soul from a being and convert it to pure magical energy. The *anima engine*, as the device is known, was instrumental in the creation of Rappan Athuk, and in the powering of some of the odd effects in the dungeon. There is no known limit to what the *anima engine* can do, and no one knows the correct way to operate it besides Glazerel (a fail-safe when dealing with Orcus; he remains useful).

Glazerel himself is often away from the level, conducting experiments and creating even more astonishing things elsewhere, but he does come back to this level often to check up on progress.

This area is shown on **Map RA-14C**.

Iron Golem: HD 20 (80 hp); AC 3 [16]; Atk 1 weapon or fist (4d10); Move 6; Save 3; AL N; CL/XP 17/3500; Special: Poison gas, immune to all weapons +2 or less, slowed by lightning, healed by fire, immune to most magic.

Lilin Sorceress: HD 7 (40 hp); AC 6 [13]; Atk 2 claws (1d3) and 1 weapon (1d8); Move 12 (Fly 18); Save 9; AL C; CL/XP 11/1700; Special: Magic resistance (15%), immune to fire, magical abilities, +1 magic weapons to hit, spells (1st—*charm person*, *magic missile* x2, *shield*; 2nd—*detect invisibility*, *invisibility*, *mirror image*, *strength*; 3rd—*fireball*, *hold person*, *suggestion*; 4th—*confusion*, *polymorph other*; 5th—*feeblemind*, *wall of stone*).

Brass Golem: HD 10 (50 hp); AC 4 [15]; Atk 1 slam or 1 weapon (3d6); Move 6; Save 5; AL N; CL/XP 12/2000; Special: Spit molten brass (6d6), +1 or better magic weapon to hit, slowed by lightning, healed by fire, immune to most spells (lightning slows a brass golem and fire heals them).

Glazerel, the Architect: HD 18 (74 hp); AC 2 [17]; Atk 2 claws (1d4) and bite (1d6); Move 12 (Fly 24); Save 3; AL C; CL/XP 26/6200; Special: Hellfire (1/day, 10d6 damage), +1 or better weapon to hit, immune to poison, resistance to fire (50%), magic resistance 45%, spells (3/day—*charm monster*, *darkness 15-ft radius*, *detect invisibility*, *detect magic*, *dispel magic*, *ESP*, *flesh to stone*, *invisibility*, *legend lore*, *levitate*, *magic missile*, *polymorph other*, *suggestion*, *teleport*, *wizard eye*, *wizard lock*; 1/day—*cause disease*, *finger of death*, *gate*, *monster summoning V*, *polymorph object*, *prismatic sphere*, *time stop*, *unholy word*, *wish*). Gear: Bracer of AC 4 [15], scroll of mage's evasion (see below), scroll of protection from magic, ring of protection +2, wardtoken, warden ring.

Glazerel's *mage's evasion* takes place under the following base conditions: Being reduced to 5 or less hit points; failing any hostile saving throw; entering magical *silence*; and his speaking the word “Diabalaire”. Under any of these conditions Glazerel is instantly transported to his private demiplane “safe zone”, where his retinue of servants may attend his recovery. The Referee may change these conditions to account for PC tactics. Glazerel should not be defeated at this point.

Level 14C

Difficulty Level: 18+

Entrances: Teleportation mural on **Level 14A**, at **Area 14A-3**.

Exits: None

Wandering Monsters: Check once every 90 minutes on 1d20:

1-4	2 iron golems and 1 lilin sorceress, patrolling the hallways
5-6	4 yithians (see Area 14C-3G)
7-8	1d3 pixies (see Area 14C-3H)
9	1 moon beast with 2d4 denizen of Leng minions (see Area 14C-3G)
10	1 eremite (see Area 14C-3B), only occurs once
11	1d2 interlocutors with 8 chain devil aids (see Area 14C-3B)
12-13	1 brass golem
14	Roll again on this table. 1d3 mercane haggling with the secondary result (see 14C-3C)
15-17	1d6 ophidian technicians (see Area 14C-3A)
18	Glazerel
19-20	No encounter

Detections: Strong evil and magic emanates from the entire level.

Shielding: The entire level is shielded, and no means of divination or magical transport such as *teleport*, *dimension door*, *astral spell*, or *etherealness*, functions except in very specific areas (**Area 14C-1**). Each of the workshop demiplanes has their own features (Referee's discretion).

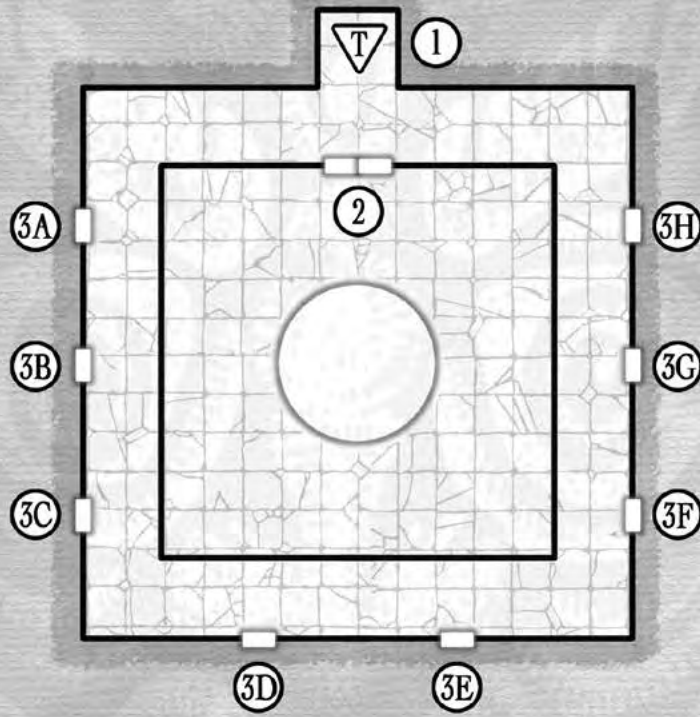
Standard Features: Unless otherwise noted, all doors on this level are made of locked, solid metal doors.

LEVEL 14C

Level 14C

1 square = 10 feet

▽ T = Teleportal



New Spell

Mage's Evasion

Spell Level Magic-user, 9th level

Range: Personal

Duration: 1 day/level or until discharged

This spell transfers you and everything you carry (except for other creatures or objects that weigh more than 50 pounds) to a destination you designate at the time of casting. When casting *mage's evasion*, you must specify the locale and detail up to six specific conditions that trigger this spell. When any of these conditions occurs, your body, mind, and soul are transported to the target destination. The location can be any place you have familiarity (studied carefully, as defined by the *teleport* spell), even another plane.

When casting the spell, you cast *teleport* and possibly other spells that take effect when you arrive at your destination point. The initial casting of *mage's evasion* drains 1d6 hp from the spell-caster. These hit points are "stored" in the spell, and may be regained by the caster normally. The stored hit points are immediately recovered by the caster upon the triggering of the *evasion*.

The *teleport* aspect of this spell takes you to your destination, so any condition that prevents teleporting also prevents *mage's evasion*. Once reaching the destination point, the companion spells included in the *evasion* instantly and simultaneously take effect. The companion spells must be ones that have a range of personal and be of a spell level no higher than one-third of your caster level. The total combined level of companion spells may not exceed your caster level. The conditions you specify to bring the spell into effect must be clear, although they can be general in nature.

The spell pulls together your mind, body, and soul if they have been separated. For example, if your soul is trapped in a *magic jar* when the *evasion* is triggered, your soul returns to your body (breaking the *magic jar* spell). If your body or soul has been bound, you must succeed at a opposed caster level check (per the *dispel magic* spell) to break free.

You may only use one *mage's evasion* spell at a time; if a second is cast, the first spell (if still active) is dispelled.

New Magic Items

Wardtoken

These small, specialized tokens are crafted of a material similar in texture to bone, but much stronger and more durable. The tokens are 2 in. wide by 3 in. tall, and 1/2 in. thick, and have a glowing rune on one side. They can be worn around the neck like a necklace, but not take up the neck slot for other items.

The wardtokens sole purpose is to open the door at **Area 14C-2** in Rappan Athuk. They are useless elsewhere.

Warden Ring

This plain-looking steel band bypasses the shielding on **Level 14C** of Rappan Athuk, allowing the wearer to *teleport* normally, use any planar traveling abilities, and break the restriction on summoning monsters and casting *gates*. The ring does not grant the ability to *teleport* or summon aid by itself.

There is a more powerful version of the ring, the *greater warden ring*, which controls the lesser rings. The *greater warden ring* can suspend the powers of any *warden ring* as long as the wearer of the *greater warden ring* desires, as a move-equivalent action that does not provoke attacks of opportunity. The *greater warden ring* is a singular item; it is a minor artifact.



14C-1. The Arrival

As the PCs arrive at the teleportal receiver, the first thing they notice is a set of vast (30 ft. tall by 40 ft. wide) double doors directly ahead of them. Seemingly made of some kind of polished metal (the metal is actually hardened mercury), the doors have no handles or obvious method of opening. A single seam runs vertically down the center, denoting the doors do, in fact, open.

In addition to the metal doors, a large (20 ft. x 20 ft. x 30 ft. tall) hallway runs to the left and right. Crafted of tight-fitting flagstone, the hallway is not the typical dungeon affair; it is very clean, with no trace of dust or grime of any kind. Ambient light radiates from unseen locations giving the walkway an even, almost pleasant glow. The absence of any odor (even the stones forming the hallway) is slightly unsettling, and druids and rangers may find this disconcerting. Any animals certainly balk at the strange sterility of the level. No sounds are immediately apparent, although a listening at the doors reveals a slight hum.

If the PCs do not move from this position, or spend time investigating the doors ahead, a **patrol** happens by after 2 minutes.

Iron Golems (2): HD 20 (80 hp); AC 3 [16]; Atk 1 weapon or fist (4d10); Move 6; Save 3; AL N; CL/XP 18/3800; Special: Poison gas, immune to all weapons +2 or less, slowed by lightning, healed by fire, immune to most magic.

Lilin Sorceress: HD 7 (40 hp); AC 6 [13]; Atk 2 claws (1d3) and 1 weapon (1d8); Move 12 (Fly 18); Save 9; AL C; CL/XP 10/1400; Special: Magic resistance (15%), immune to fire, magical abilities, +1 magic weapons to hit, spells (1st—*charm person*, *magic missile* x2, *shield*; 2nd—*detect invisibility*, *invisibility*, *mirror image*, *strength*; 3rd—*fireball*, *hold person*, *suggestion*; 4th—*confusion*, *polymorph other*; 5th—*feeblemind*, *wall of stone*).

Tactics: The lilin stays back and uses her fire spells to bolster the iron golems. The golems simply go forth and crush!

14C-2. The Anima Engine

The central work area of this level, this area is secured by smooth metal doors. There is no keyhole, handle or any other obvious means of entry or opening the doors. The doors are opened with special *wardtokens*; besides using the tokens, the door is magically warded (immune to *knock* and any transmutation-type spells less than 8th level) and fortified to be near-impregnable (1,000 hp; -65% on open lock checks). Should the PC manage to find a *wardtoken*, or some other means of entry, describe the following:

As the shimmering portal opens, you see before you an incredible sight: A huge, looming geometric shape. Reaching some forty feet in diameter, it appears to be some kind of misshapen sphere, the sides ground down into facets, somewhat resembling a gemstone, with twenty or more sides. The object is looks to be formed of a jumble of materials; steel, glass, crystal and more are fused together to fashion the sphere.

Towering metal scaffolding surrounds the orb, with ladders and stairs at various locations. Catwalks cross above and to the sides of the object, granting access to all sides of it. Around the base, various box-like containers surround the structure.

The room itself is dim, as if light itself is being drawn into the orb. Excepting the large structure in the center of the room, the area seems unoccupied and unfurnished.

This workroom is quite spacious, roughly 100 ft. square, with a 60 ft. ceiling. The area is dimly lit from unseen sources. There is a 20% chance that **Glazerel** is here working with the engine. He is not happy intruders have breached this workroom. His first action is to ask, "By who's authority do you enter?" This is simply to catch the PCs off-guard; Glazerel cares not for anyone else's authority here! He initially throws a few high-level spells at the PCs, to assess their strengths (as possible tools later?). If an easy victory is possible, the Architect defeats the party, has the lilins take them away to be used later and gets back to work. If they seem a challenge, Glazerel simply *teleports* away to come back after his minions and security have driven the outsiders away. He does not fear for the *engine*; he assumes the PCs incapable of harnessing its power.

If Glazerel is not here, there are **6 iron golems** under the direction of a **single lilin sorceress** guarding the structure.

Iron Golems (6): HD 20 (80 hp); AC 3 [16]; Atk 1 weapon or fist (4d10); Move 6; Save 3; AL N; CL/XP 18/3800; Special: Poison gas, immune to all weapons +2 or less, slowed by lightning, healed by fire, immune to most magic.

Lilin Sorceress: HD 7 (40 hp); AC 6 [13]; Atk 2 claws (1d3) and 1 weapon (1d8); Move 12 (Fly 18); Save 9; AL C; CL/XP 10/1400; Special: Magic resistance (15%), immune to fire, magical abilities, +1 magic weapons to hit, spells (1st—*charm person, magic missile x2, shield*; 2nd—*detect invisibility, invisibility, mirror image, strength*; 3rd—*fireball, hold person, suggestion*; 4th—*confusion, polymorph other*; 5th—*feeblemind, wall of stone*).

Major Artifact - Anima Engine

Major Artifact

Anima Engine

This great contraption seems to be an endless series of winding tubes, glass spheres, metallic and crystal structural beams, and even more exotic materials fused into an icosahedral shape. The facets of the engine cascade with electrical and eldritch energies. Roughly 40 ft. in diameter, the engine is a marvel of craftsmanship for its sheer size alone. Surrounding the base of the structure are nine box-like containers of various sizes.

Aside from its size and obvious power, the most frightening aspect of the *anima engine* is what it is able to do. The engine captures the latent soul energy of any being dying within a 1 mile radius. This energy is stored in the engine and may be used to fuel both arcane and divine magic. Souls are not immediately used by the engine; they are stored within the machine's power reservoir for a matter of time (Referee to determine exact length of time if necessary; allow any dead PCs the chance at resurrection). The limits on what can be accomplished with the *anima engine* are unknown. In addition to passively collecting soul energy, the *anima engine* may be used to actively drain a target of their animating force. The necromantic power of the engine is strong enough that if a target is placed in one of the sarcophagus-shaped retainers surrounding the engine, the target's soul is torn from the still living body. This process of draining splits the victim into two parts; soul energy, captured in the engine, and a soulless husk of a still-living being. The targets are freed to be used as physical tools of Orcus, ideally giving the Demon Lord both benefits; the soul to be used to fuel his awful experiments, and a physical being to be used to do his bidding.

The *anima engine* has 9 receptacles encircling its bulk; 3 halfling-sized, 3 human-sized, 2 ogre-sized, and 1 giant-sized. Each of the receptacles can receive an appropriately-sized occupant, and a smaller subject may be placed in a receptacle one size larger than they are.

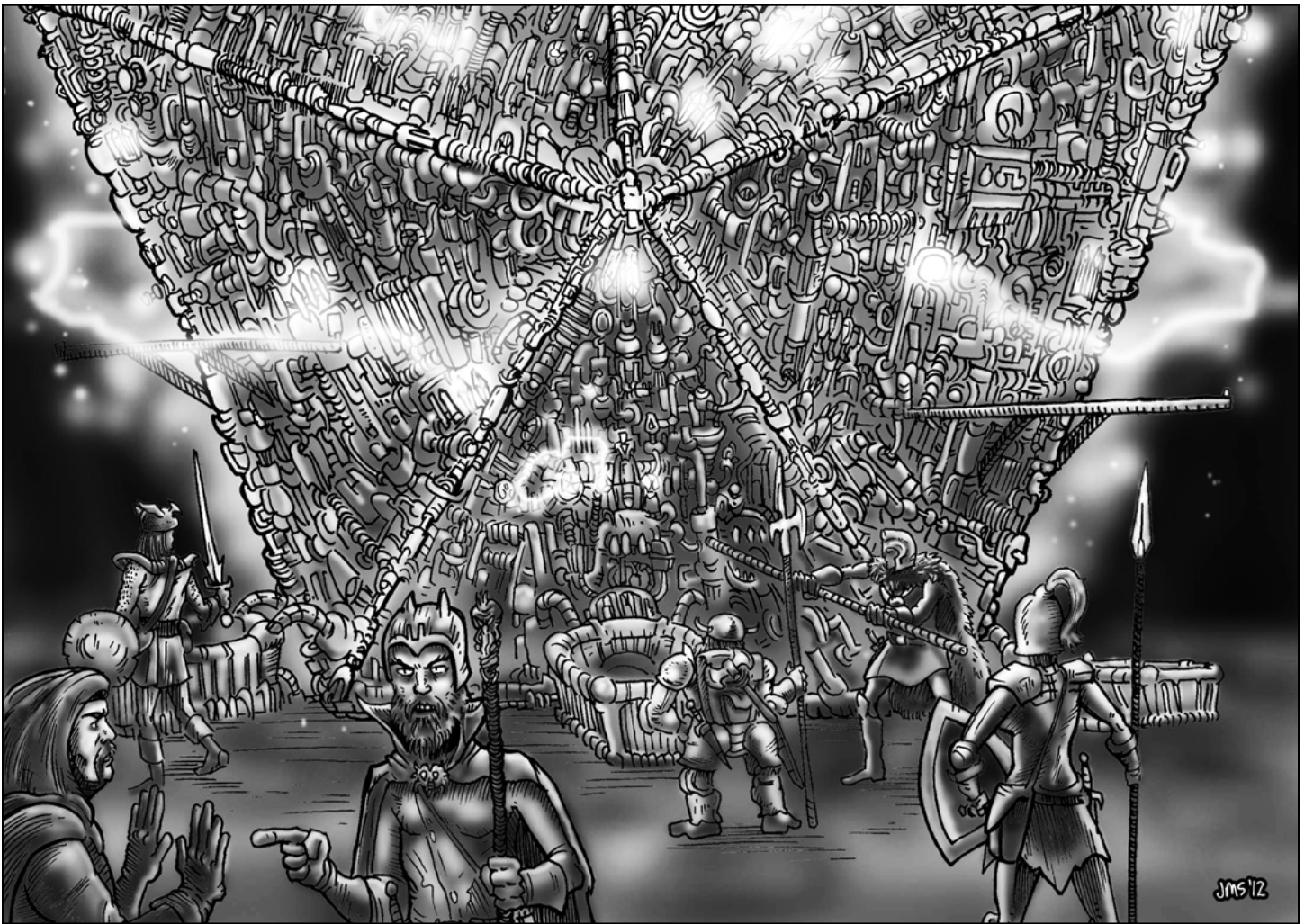
Targets subjected to the *anima engine* suffer the effects of losing their soul, but retain most of their abilities. Their memories are intact (a tormenting reminder of their former lives), but they follow the orders of Orcus implicitly, not as automatons but as fully capable beings.

Currently, there is only one being in the multiverse that knows the proper way to use the *anima engine*, the diabolic archwizard Glazerel. If the *anima engine* falls into the control of the PCs, allow any with an Intelligence of 18 or better a 1% chance to control the engine, and loose some of its energy. Failure indicates magical backlash (a defense mechanism constructed into the engine by Glazerel, as a safeguard he is never "replaced"), requiring a saving throw or the controller is subject to *disintegration*, and anyone within 30 ft. of the engine (including the operator) is hit by a 9 dice *lightning bolt*.

Should the PC manage to successfully harness the power of the *anima engine*, allow them the ability to duplicate any one spell effect (divine or arcane), i.e. the PCs might create the effect of a *prismatic sphere* or such. Note that once the PCs determine what the engine is, and how it works, actually using it is considered an evil act. PCs with alignment considerations will be severely affected (lawful clerics lose the ability to cast spells for 1 week, paladins stripped of abilities until they atone, etc.). The *anima engine* currently stores enough soul energy for 2 successful magical effects before new subject must be placed in the receptacles.

The *anima engine* was used in the construction of Rappan Athuk, and is the power source for many of the unusual magic effects present in the dungeon.

If Orcus is ever placed in the *anima engine*, it will cease to function.



14C-3. The Workshops

Each of the workrooms beyond their respective doors is a self-contained demiplane. The rooms were created by Glazerel, and may be morphed and changed as the room “owner” desires to facilitate their individual experiments and research (within reason; a demiplane controller could not simply “crush all intruders” once they enter the plane).

Entering each of these rooms is a simple process. Approach the door, touch the rune in the center of the door, and it simply melts away into nothingness for 3 rounds. If the party needs more time, the next person in line can simply touch the door and have it open. Any attempts to break the door or bash it down are futile; the doors are anchored in time and space, and are impervious to any harm (as long as the *anima engine* is functioning).

Each of the following areas is accompanied by several paragraphs of description, but these are merely designed as starting points. PCs with the power and experience needed to reach this level may desire specific or non-traditional gaming to interest them, and this is an excellent opportunity to add your own personal twists to Rappan Athuk. Many of these levels are below the power level of the PCs if they are capable of traveling to **Level 14C**. Treat these levels as a pleasant distraction to the horror of Rappan Athuk, and allow the PCs a chance to embrace their “explorer spirit” and have some fun!

The sub-rooms are:

14C-3A. The Beginning of Time

The door opens up on a high mountainside, affording the PCs an excellent view of the verdant valley below. Lush tropical foliage and huge plants stretch as far as the eye can see. Large bodies of deep blue water

Demiplane Controller: Glazerel (absentee, no active control)

Exits: The portal back to **Level 14C** does not open from this side. Transporter in ophidian skyship (inactive until power source found), can return the PCs to the material plane. “Weather events” may transport large areas to other random locations (Referee’s discretion; the timing of these events is also random).

Detections: Moderate magic emanates from the entire plane.

Shielding: The demiplane is shielded from divination or magical transport such as *teleport*, *dimension door*, and so on.

Wandering Monsters: Check once every 120 minutes on 1d20:

- | | |
|-------|---|
| 1-3 | Normal random dinosaur (roll on d8; 1 ankylosaurus ; 2-3 brontosaurus ; 4-6 stegosaurus ; 7 triceratops ; 8 tyrannosaurus rex) |
| 4-10 | Random dinosaur +2 HD more than normal |
| 11-12 | Degenerate ophidians |
| 13-14 | Lizardfolk savages |
| 15-16 | Random megafauna (roll on d6; 1-3 mammoth ; 4-5 woolly rhinoceros ; 6 sabre-tooth tiger) |
| 17-20 | None. |

LEVEL 14C

and an occasional rock hillock break up the blanket of greenery. The heat and humidity are staggering, and anyone not prepared immediately begins perspiring profusely. Dehydration is a serious threat here, even with the abundance of water everywhere. Occasional movement catches the eye as enormous lizards and gigantic mammals travel about the valley. These massive creatures seem like ordinary versions, but are of even more colossal size. The overall view is breathtaking, just for the sheer amount of life represented here.

If the party descends to the floor of the valley, they happen upon what looks like a campsite not far from where they descend. Several conical tents are erected near a rather large, but unlit, bonfire. If the PCs approach, they are greeted by an emerging group of **curious ophidians**. The ophidians are not immediately hostile, and if some form of communication can be established, they are quite helpful while the PCs are here. The ophidians are technicians and scientists, digging nearby to unearth a technological device (beyond the comprehension of the PCs).

While the technicians are trying to communicate their needs with the PCs a **tyrannosaurus rex** comes to investigate and perhaps have some lunch!

This realm is a generally low-technology land of giant dinosaurs and their ilk. The few native races are barely above the creation of fire and primitive tool building. The group of ophidian technicians is not from this land; how they arrived here is unknown, and they have a difficult time explaining it. They did not come through the portal from **Level 14**; they arrived in a flying ship. They have been searching for a device to repower their craft so they can return home, but until they can locate the device (the power source), they are marooned here. They welcome any and all help, and can in turn offer help surviving in the prehistoric environment.

Should the PCs help the ophidians find their power source, and repair the flying ship, the technicians will offer them a “fuel rod” in compensation. The fuel rod is a 1 ft. long by 3 in. glass tube filled with glowing green light. It emits a strange form of energy; magic-users have a 15% chance of harnessing this power to cast spells that bypass all magic resistance. The fuel rod can be used once per hour. Glazerel knows about the technology on the flying ship, and is why he sealed the portal back to **Level 14C**.

The environment here, while beautiful, is harsh. The heat and humidity are nearly overwhelming, and dehydration is a serious threat here, even with the abundance of water everywhere. If the Referee desires, in addition to environmental challenges and the frequent dinosaur encounters, the PCs may run across new strains of diseases, exotic poisonous plants, strange semi-intelligent fungi, etc.

Ankylosaurus: HD 8; AC 0 [19]; Atk 1 clubbed tail (3d6); Move 9; Save 8; AL N; CL/XP 8/800; Special: None.

Brontosaurus: HD 25; AC 6 [13]; Atk 1 stomp (4d10); Move 9; Save 3; AL N; CL/XP 25/5900; Special: None.

Stegosaurus: HD 15; AC 2 [17]; Atk 1 bite (1d8), 1 spiked tail (4d6); Move 9; Save 3; AL N; CL/XP 15/2900; Special: None.

Triceratops: HD 15; AC 0 [19] front, 5 [14] back; Atk 1 gore (4d8); Move 12; Save 3; AL N; CL/XP 15/2900; Special: None.

Tyrannosaurus Rex: HD 18; AC 4 [15]; Atk 1 bite (4d8); Move 18; Save 3; AL N; CL/XP 19/2400; Special: Chews and tears.

Mammoth: HD 12; AC 5 [14]; Atk 1 trunk (1d10), 2 gore (1d10+4), 2 trample (2d6+4); Move 12; Save 3; AL N; CL/XP 13/2300; Special: None.

Sabre-tooth Tiger: HD 7; AC 6 [13]; Atk 2 claws (1d4+1), 1 bite (2d6); Move 12 (Swim 6); Save 10; AL N; CL/XP 7/600; Special: Rear claws

Woolly Rhinoceros: HD 10; AC 5 [14]; Atk 1 horn (2d6); Move 12; Save 5; AL N; CL/XP 10/1400; Special: Double damage on charge.

Degenerate Ophidian: HD 6; AC 3 [16]; Atk 1 spear (1d8); Move 12; Save 14; AL N; CL/XP 6/400; Special: None. Gear: Spear, shield.

These ophidians are no relation to the ophidian technicians; perhaps they are somehow distantly related, as man is to ape.

Lizardman Savages: HD 6+1; AC 5 [14]; Atk 2 claws (1d3), 1 bite (1d6); Move 6 (Swim 12); Save 16; AL N; CL/XP 6/400; Special: Breathe underwater.

Ophidian Technicians: HD 6; AC 4 [15]; Atk 1 bite (0 + poison); Move 12; Save 14; AL N; CL/XP 5/240; Special: Reproductive bite.

14C-3B. The Hospital

Difficulty Level: 14+

Demiplane Controller: Doctor Chance (present, active control)

Exits: Portal back to **Level 14C** does not function from this side. Room titled “Outpatient Ward” contains a locked desk. In the desk is a specialized token (a “badge”) that allows a non-chain devil bearer to bypass the shielding of **Level 14C**; the badge may be passed back through the doorway to allows all PCs to return. Due to the spatial/temporal location of the demiplane, attempts to *teleport* to any location other than **Level 14C** fail (although the spell is not used up in that case).

Detections: Faint magic emanates from the entire plane.

Shielding: The demiplane is shielded from divination or magical transport such as *teleport*, *dimension door*, and so on. . Summoning and conjuring spells have a 10% chance of failure here.

Wandering Monsters: Check once every 10 minutes on 1d20:

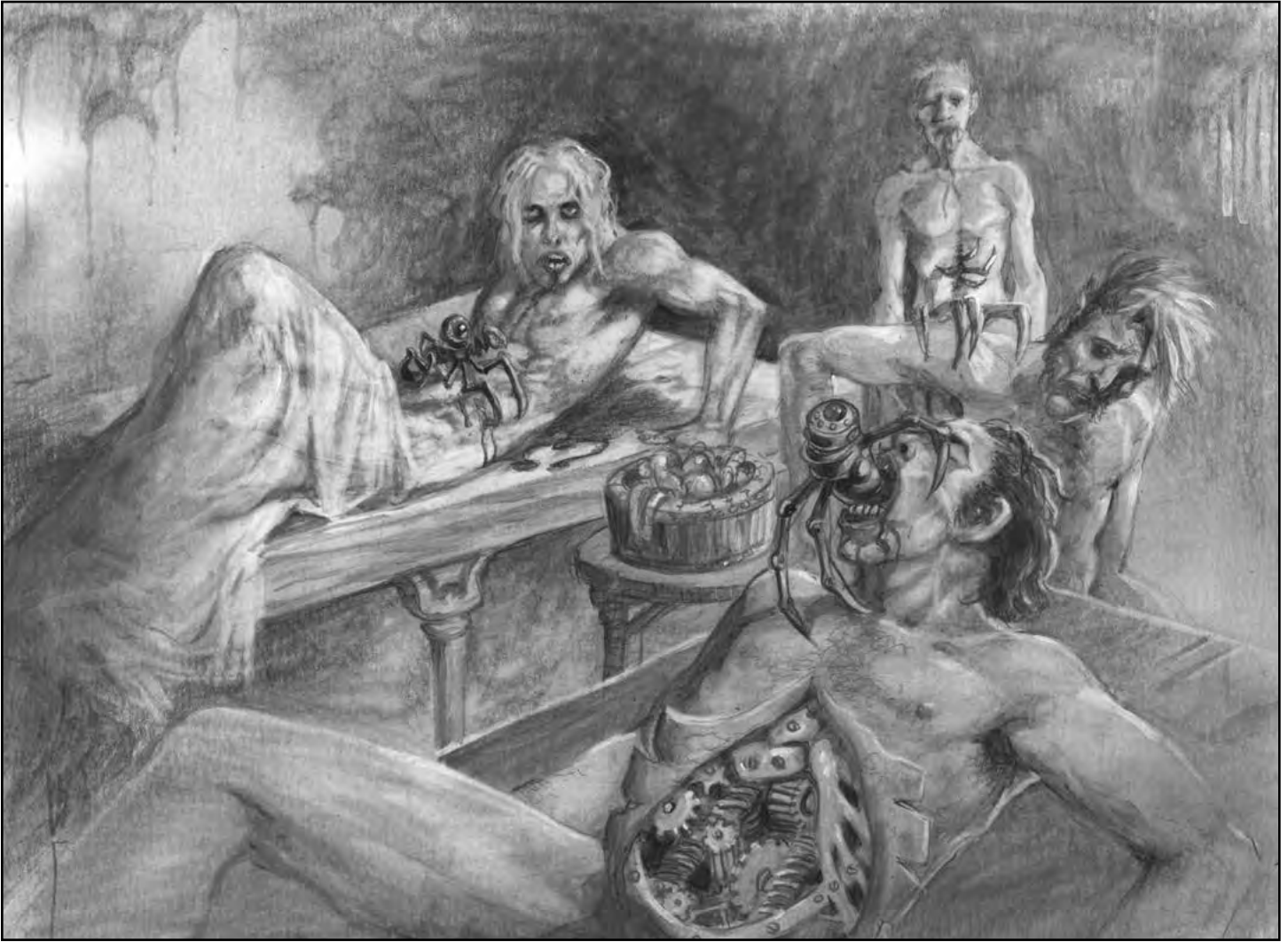
1–10	2d6 chain devil orderlies
11–12	1d4 interlocutor chain devil “residents”
13	Surgical “patient” (n’gathau)
14	Surgical “patient” (ogrekin)
15–16	“Quarantine patient” (chaos beast)
17	Crazed human patient
18–20	None

Entering past this doorway is a shock to the senses. Bright light is everywhere, and the floor and walls are made of close-fitting white tiles, very different from the flagstone of the previous hallway. The effect is a very bright area; even cleaner than the rest of the area. A 10 ft. hallway leads 20 ft. past the door, and turns a corner. PCs notice a strange smell in the air, a stinging, acrid odor reminiscent of cat urine (antiseptic and bleach).

As the party proceeds around the corner, the scene changes drastically; blood stains the floor in wide swaths, with spatter covering the walls and ceilings. Flesh and chunks of tissue are tossed away into corners, and the entire hallway looks like an abattoir.

As the party absorbs the scene, they hear a distant, distorted voice come from an indeterminate location, “Paging Doctor Chance; Doctor Chance, proceed to admitting; Doctor Chance, please proceed to admitting”.

The PCs have many options at this point. Retreating back into **Level 14C** is not one of them. If the PCs advance further and continue down the hallway, on each side of the hallway they see large doors (10 ft. tall, 5 ft.



wide) with small glass windows in them. Peering into the rooms offers a variety of grisly scenes: Humanoid forms secured to strange metal tables with wheels (gurneys), covered in blankets with widening wet marks, fluids dripping on the floor to pool; large cabinets with various drawers (alchemical and medical supplies), with bloody handprints and ghastly streaks of some unpleasant substance on them; darkened rooms that house unseen creatures bumping and thrashing about. As the PCs observe the interiors of the rooms, they hear the sounds of approaching footsteps, as the doctor comes to admit new patients.

An experimental ward dealing with the manipulations of flesh, this area is the home of “Doctor Chance” an **elite chain devil** that loves nothing more than teasing new forms out of his subjects. Fascinated with n’gathau workmanship and a practitioner of their art, the doctor takes pride in reconfiguring his patients and assembling them to his questionable vision of “perfection.” Dr. Chance struck a deal with Glazerel to give the devil information and research on his work, but even Glazerel became disgusted with the doctor’s work, and trapped him and his staff here. The chain devils have discovered they may not leave this plane by any means (the *anima engine* binds them here). The doctor has thus been experimenting on patients in an attempt to find out how to manipulate a fleshy form to bypass the wards and escape (no one said he was sane!)

The hallways of the hospital are a never-ending maze; there is no escape to the “outside.” The PCs must find an exit in one of the ward rooms, as the door back to **Level 14C** cannot be opened from this side (this is a “closed ward”). There are additional portals and *gates* in some of the rooms, but they have special activation requirements (blood, human sacrifice, etc.). These *gates* may take the PCs back to their home, they may take them to other lands tortured by the doctor’s influence, or they may open up to the Plane of Agony itself.

Chain Devil Orderlies: HD 8; AC 0 [19]; Atk 2 chains (2d4); Move 12; Save 8; AL C; CL/XP 10/1400; Special: Silver or magic weapons to hit, immune to cold and poison, magic resistance (20%), regenerate 2 hp/round (unless damaged by silver), gaze (save or paralyzed with fear for 1d4 rounds + 1d4 points of wisdom damage).

Doctor Chance, Elite Chain Devil: HD 20 (100 hp); AC -4 [23]; Atk 1 bite (2d6 + pain), 2 claws (2d6 + pain), 2 wings (1d8 + pain); Move 15 (Fly 24); Save 3; AL C; CL/XP 29/7100; Special: +2 or better weapon to hit, regenerate 3 hp/round, immune to cold, magic resistance (65%), pain (save or -2 penalty to saving throws for 1d4 rounds), gaze (save or paralyzed with fear for 1d4 rounds + 1d4 points of wisdom damage), immune to illusion and invisibility, spells (at will—*teleport, inflict light wounds*; 3/day—*blade barrier, cure serious wounds (self), inflict serious wounds, phantasmal force, wall of iron*; 1/day—*magic jar, symbol of pain*).

Interlocutor: HD 14; AC 0 [19]; Atk 4 claws (1d8 + bleed); Move 15; Save 3; AL C; CL/XP 17/3500; Special: +1 or better weapon to hit, immune to cold and poison, magic resistance (30%), regenerate 2 hp/round, gaze (save or paralyzed with fear for 1d4 rounds + 1d4 points of wisdom damage), bleed (save or lose 1 hp per round until healed with magic or wounds are bound – takes at least 2 rounds).

N’Gathau Patient: HD 9; AC 4 [15]; Atk 1 strike (1d12 electricity); Move 9; Save 6; AL C; CL/XP: 9/1,100; Special:

LEVEL 14C

Lower right arm encased in latticework of wires, chest pierced with spikes (grappler damage is 1d6+1).

Ogrekin Patient: HD 2; AC 4 [15]; Atk 1 strike (1d4); Move 12; Save 16; AL C; CL/XP 2/30; Special: None.

Quarantine Patient (Chaos Beast): HD 8; AC 3 [16]; Atk 2 claws (1d4 + corporeal instability); Move 9; Save 8; AL C; CL/XP 10/1400; Special: Corporeal instability (save or become spongy mass; lose 1 point of wisdom each round; at 0 wisdom, become chaos beast; only healed with *remove curse*), immune to transformation magic like *polymorph*, magic resistance 20%.

Crazed Human Patient: HD 7; AC 9 [10]; Atk 1 bite (1d6 + disease); Move 15; Save 9; AL N; CL/XP 7/600; Special: Bite causes disease (per giant rat), insane (eschews material goods, collects trophies from kills).

14C-3C. Chuck's Bar-n-Grill

Difficulty Level: Varies

Demiplane Controller: Chuck (present, active control)

Exits: Portal back to **Level 14C** functions from this side. Frequently used by lilin guards in their "off time".

Detections: Moderate magic emanates from the entire plane.

Shielding: The demiplane is shielded from divination magic.

Wandering Monsters: Anything from anywhere may be found here.

The area on the other side of this door is the grandest restaurant and bar the PCs have ever encountered. As far as the PC can see are patrons of every race, sitting around tables of all sizes, enjoying a quiet drink in a booth, laughing, crying, shouting, kissing and a hundred other acts.

Dimly lit, various dancing, magical lights and magical effects keep the place from seeming too dark. The smell of roasted meats and freshly baked bread instantly makes the mouth water. If this were not in the lower levels of Rappan Athuk, one might think this the greatest place on earth!

A vastly long ebony bar is situated along one wall. Seemingly endless, hundreds of patrons line its length. Exotic, beautiful members of both sexes serve drinks and food to the seated patrons, but for spirits, one must approach the bar. Behind the bar, a tall, robust blue-skinned "man" cleans a wide glass with an impeccable white towel, gives the PCs a wry glance and says, "What'll ya' have?"

This restaurant is Glazerel's experiment in race relations and manipulation. It is a completely neutral ground for anyone to meet with anyone; there is a general sense of passivity here, and while fights do happen, they are quite rare (considering the clientele).

Any race the Referee wants to introduce may be here, and the proprietor of the establishment and head bartender is a **mercane**, a race of interdimensional merchants, named Chuck. A very pleasant fellow, he has a great fondness for art, and looks favorably on artists that don't mind "talking shop" about any new works. Chuck also has a vast array of magical and mundane wares for sale (as all mercane do), and is always willing to make a deal. "I founded this place to get customers to come to me. I'm too old to go around chasing the deal," is one of Chuck's favorite statements. The mercane seems very happy here, and has a steady stream of "regulars" from many lands. Few patrons exit the demiplane into **Level 14C**, probably due to the sign over the door that reads "Employees Only." Glazerel frequently sends a lilin to Chuck in order to gain some rare item that only a mercane could procure, thus there is currently a tenuous beneficial relationship. Should one side tip the balance however, it could

be full-out war very quickly.

On the rare occasions when a bar-brawl does break out, Chuck has a very capable **security team**, led by a head bouncer with the bizarre name of "Suga."

Chuck, Mercane Bartender: HD 7; AC 4 [15]; Atk 1 falchion (2d6); Move 12; Save 9; CL/XP 9/1100; Special: Magic resistance 15%, spells (3/day—*dimension door*, *invisibility*; 1/day—*shift* to any plane).

Valkyrie Security Guards (12): HD 12; AC 0 [19]; Atk +1 spear (1d8+1); Move 15 (Fly 30); Save 3; AL N; CL/XP 17/3500; Special: +1 or better weapon to hit, immune to cold, lightning and poison, magic resistance (50%), spells (at will—*bless*, *comprehend languages*, *shift* to other plane (self and mount); 3/day—*lightning bolt*, *geas*; 1/day—*cure serious wounds*, *summon mount*), draw soul from newly dead body and store in spear for transportation to outer planes. Gear: +1 spear, +1 platemail.

Suga, Head Bouncer, Rock Troll: HD 16 (80 hp); AC -2 [21]; Atk 2 claws (1d6), bite (1d6); Move 12 (Burrow 9); Save 3; AL N; CL/XP 18/3800; Special: Rend, regenerate 3 hp/round, vulnerability to sunlight, immune to poison and disease. Gear: *Potion of extra healing*, *cloak of protection +2*, *golden lion figurine of power*.

14C-3D. Arachnophobia

Entering this dark, cavernous room, lit only with the ambient light of the doorway, there is a sudden chill, which may or may not be from the local temperature. Enormous webs hang from floor to ceiling. Draping like decorations, the strands of webbing are as thick as a man's arm; whatever spun these webs was *big*. After the initial observation, the PCs notice what looks to be a tunnel leading away into darkness. Fully 30 ft. in diameter, anyone possessing darkvision notices that the sides of the tunnel teem with movement. Hundreds of insects, spiders, scorpions and other unidentifiable crawlies skitter along much of the surface of the tunnel. In the distance, a shout is heard, and the voice sounded human!

Difficulty Level: 14+

Demiplane Controller: Aleavix (present, active control)

Exits: Portal back to **Level 14C** does not function from this side. Aleavix has a teleportation circle in his den that allows transport back to **Level 14C**.

Detections: Moderate magic emanates from the entire demiplane. Faint evil emanates from Aleavix's den.

Shielding: The demiplane is shielded from divination or magical transport such as *teleport*, *dimension door* and so on. . Summoning and conjuring spells have a 5% chance of failure here.

Wandering Monsters: Check once every 20 minutes on 1d20:

1	Aleavix
2-5	6 fiendish goliath spiders
6-8	2d8 giant emperor scorpions
9-12	1d4+1 tenebrous purple worms
13-15	Random vermin (roll on d20; 1-5 2d6 giant soldier ants ; 6-7 2 goliath stag beetles ; 8-12 titán centipede ; 13-17 3d6 giant solifugids ; 18-20 2d6 giant ticks)
16-20	minor insect life (non-combative bugs the size of one's hand)

LEVEL 14C

This colossal tunnel complex is filled with insect and arachnid life, most of gigantic proportions. The wandering monsters here are unusually massive, with only the “babies” or particularly venomous varieties being normal size. There is no natural light in these tunnels, and the temperature is quite cool, but very dry.

The master of this area is Aleavix, a **gharros demon** who grew weary of his demonic overlord’s instruction, so one day he slaughtered his lord and took his treasure. He then struck out on his own, until he eventually struck a deal with Glazerel. Aleavix was granted mastery of this demiplane to breed and care for his beloved verminous “children,” cultivating them to distil more and more powerful venoms, which he then trades back to Glazerel. Aleavix is very protective of the insects here, considering them his “children”, and will come for any intruders harming them.

Aleavix has recently discovered one of his giant spider breeds is capable of producing a venom that affects demons and devils alike (a fact he has not informed Glazerel about), but has not gathered a large supply. If peaceful contact is somehow reached, he may be interested in selling the venom to PCs.

Aleavix, Gharros Demon Assassin: HD 16 (80 hp); AC -3 [22]; Atk 1 +2 axe (2d8+2) and 2 tail stings (1d8 + poison); Move 12; Save 3; AL C; CL/XP 22/5000; Special: Poison, spells (at will—*darkness 15-ft radius, mirror image*), +1 or better weapon to hit, immune to electricity and poison, magic resistance (50%), telepathy 100 ft. Gear: +2 axe, 2 doses of lethal poison, 2 doses of sleep poison.

Fiendish Goliath Spider: HD 14; AC 1 [18]; Atk 1 bite (4d6 + poison); Move 12 (Climb 12); Save 3; AL C; CL/XP 18/3800; Special: +1 or better weapon to hit, resistance to fire (50%), magic resistance (35%), web 8/day, poison (save or paralyzed for 1 hour).

Giant Emperor Scorpion: HD 16; AC 0 [19]; Atk 2 claws (2d6) and sting (2d6 + poison); Move 15; Save 3; AL N; CL/XP 18/3800; Special: Immune to fear and charm, poison (save or paralyzed for 1 hour).

Tenebrous Worm: HD 10; AC 1 [18]; Atk 1 bite (2d6 + 1d6 acid); Move 9; Save 5; AL N; CL/XP 11/1700; Special: Acid, bristles.

Difficulty Level: 19+

Demiplane Controller: Glazerel (absentee, no active control)

Exits: Portal back to **Level 14C** does not function from this side. No alternate exit directly back to **Level 14C**. The PCs may be able to use the central beam to travel back to **Level 14C** with Sister Macry’s help.

Detections: Overwhelming magic emanates from the entire plane.

Shielding: The demiplane is shielded from divination or magical transport such as *teleport, dimension door* and so on. Summoning and conjuring spells have a 50% chance of failure here.

14C-3E. The Siphon

Beyond the door to this area, what looks to be a vast empty space is broken by nine vertical shafts of light in the distance, each of different diameters surrounding a tenth, much smaller beam in the center. The light beams are too bright to look directly at, but a quick look discerns the width of each beam varies from a few feet to two score or more. No walls or ceiling is visible in the room; no floor can be made out, although the footing is solid. The air is cool, with a slight ozone taste in the air,

reminding one of a fall night after a lightning storm.

Approaching the pillars of light (the nearest is 100 ft. away), forms in the beams become visible. The closest beam is massive, easily thirty feet in diameter; if the PCs approach, the brightness of the light actually diminishes, and it is possible to make out a form in the light. Soon you realize you are face to face with a dragon! And not just any dragon, an immense, jet black specimen that turns its massive head to stare back at you.

Moving to investigate the other pillars, you recognize other figures in the beams:

- A spiny, serpentine creature roughly twice the height of a man, its body is a colorful blend of red and orange tones, with a white underbelly and ridges of black horns along its sides and back. Its head is draconic, with a wide, toothed maw and eyes with slitted pupils that glitter with intelligence. A crown formed from glowing runes of light floats above its head (a **kekatar protean**).

- A six-armed creature formed from blue stone, its lower body is a series of slowly spinning rings of metal. It hovers in the beam of light just off the ground, and is roughly the size of a large ogre or small hill giant. Wings with feathers like steel blades jut from its rocky back (a **lhaksharut inevitable**).

- A powerful bipedal humanoid standing nearly 40 ft. tall, wearing ornate armor. Bony protrusions jut from his thick, muscular hide and crown his massive head (an **akvan div**).

- This humanoid creature is a strange blend of serpentine and draconic, with great wings and sweeping horns. It is clothed in robes of flowing white with glittering runes woven along the fringes, and stands nearly ten feet tall (a **draconal agathion**).

- This large cowled figure at first appears to be some sort of shadow entity trapped by the beam, but on closer inspection, lights glitter within its dark frame, as if it were not truly a creature at all, but a portal to the night sky (a **pelorma aeon**).

- This figure appears to be a normal human woman in modest clerical robes, bearing a holy symbol of Muir (**Sister Macry**, human high priestess of Muir).

- This being floats in the light beam on a fluffy cushion. It appears to be a man at first, dressed in the finest bejeweled silks, but on closer inspection his hands bend backward, and flanking his face on either side are additional faces of various beasts—those of a bear, a panther, a tiger and a dragon (a **maharajah rakshasa**).

- Easily the largest of the creatures imprisoned within the illuminated fields, this giant stands nearly 70 ft. tall. He has dusky skin with a slightly reddish hue, and is clad in silver armor. His hands, the size of a large cart could easily crush a troll with a single blow (an **elysian titan**).

- The sleek, black dragon, nearly 30 ft. tall, with jet-black scales and wings like curtains of utter darkness (an **ancient umbral dragon**).

This room is one of Glazerel’s early attempts to funnel magical energy with the “aid” of powerful and unique beings. Designed in conjunction with a mad mage from another world, Glazerel eventually abandoned the experiment after several failed attempts and the *anima engine* began to show promise. Now more a storage facility or “prison,” the creatures contained herein have been largely forgotten. Few come here from the outside, and the contained creatures cannot leave of their own power. Due to the extremely dangerous nature of the inhabitants, there are always **9 iron golems** stationed here, just in case any of the beams weaken and one of the captives escapes. The golems do not attack anyone else in the area, unless attacked first.

How power was to be drained from the captured beings is not readily apparent, but clever characters may be able to make the room function again in a limited capacity. A cleric or magic-user is able to stand in the central beam of light and concentrate on focusing power from the surrounding prison beams. The PC should roll 1d20, adding his level. If the total is 22 or higher, the magic-user in the center beam draws energy directly from the prisoners; power courses through the targets veins healing all wounds as well as curing any disease and removing any toxin. If the roll is 27 or higher, the PC’s level increases by 1 for 1 week. If the roll is 32 or higher, the PC can open the portal between planes; for 1 minute, travel is possible using the portal to **Level 14C**. Use of the beam

LEVEL 14C

is considered a chaotic act, and any lawful cleric using the beam in such a fashion is immediately stripped of all class abilities until they receive a *restoration* spell cast by a 16th level lawful cleric.

Note: Should any of the captives escape confinement, the focusing power of the light beams is corrupted, and no longer functions. This is a fail-safe designed by Glazerel; if a captive breaks out of their prison, they still cannot escape the demiplane (in theory; these are powerful beings!)

Sister Macry is a special prisoner; as the first being captured by Glazerel many years ago, she understands what must be done to allow the PCs to escape. She explains the use of the light beams in a rudimentary fashion, and informs the PCs that one of them must stand in the central beam and concentrate on opening the portal back to **Level 14C**. They must focus on draining power from her beam only, and take all the power she can offer (+5 bonus on check to use the beam). She does this willingly, sacrificing herself so that good may return to the material plane. This results in killing Sister Macry (and releases her soul, which bypasses the *anima engine*, although the PCs won't know that!), but opening the portal back to **Level 14C**. This should be a dramatic scene for the PCs; they know what they have to do, but they must perform a heinous act to do it. This is an excellent opportunity for roleplaying, and should be rewarded thusly. Lawful PCs should have a major moral dilemma on their hands, but suffer no ill effects if they go through with opening the portal with Sister Macry's blessing.

If the PCs open the portal, and Sister Macry is drained, the light beam matrix fails, and the PCs have 1 minute to get out! The other light beams flicker briefly, and then all prisoners are released. Most of the former prisoners begin fighting amongst themselves, but a few single out the PCs to vent their wrath. Should any of the other prisoners escape out the portal, the PCs may gain a powerful future adversary (Referee's discretion).

Ancient Umbral Dragon: HD 17 (136 hp); AC -5 [24]; Atk 1 bite (2d8), 2 claws (2d6); Move 15 (Fly 60); Save 3; AL C; CL/XP 21/4700; Special: Breath weapon (50-ft x 25-ft cone of negative energy), spells (at will—*darkness 15-ft radius*, 1/day—*cause light wounds*, *magic missile*).

Keketar Protean: HD 23; AC -5 [24]; Atk 1 bite (4d8), 2 claws (2d6); Move 15 (Fly 15, Swim 15); Save 3; AL N; CL/XP 32/8000; Special: Regenerate 2 hp/round, immune to acid, polymorph and hold spells, magic resistance 55%, spells (at will—*dispel magic*, *polymorph self*, *teleport*; 3/day—*confusion*, *polymorph object*; 1/day—*disintegrate*, *prismatic sphere*, *wish*).

Lhaksharut Inevitable: HD 22; AC -5 [24]; Atk +1 spear (1d6+1) and +1 longsword (1d8+1) and +1 morningstar (1d6+1) or 4 slams (2d8) or 2 energy bolts (100 ft. range, 6d6 damage); Move Fly 24; Save 3; AL N; CL/XP 32/8000; Special: +1 or better weapon to hit, immune to electricity, illusions and invisibility, magic resistance (55%), regenerate 2 hp/round, magic weapons (chaotic creatures cannot be healed normally after suffering damage from weapons unless they receive a *remove curse* spell), spells (at will—*detect magic*, *dispel magic*, *teleport*; 3/day—*disintegrate*, *wall of iron*)

Akvan Div: HD 24; AC -5 [24]; Atk 1 bite (2d8 + swallow whole on a natural '20'), 2 claws (2d6) and tail slap (2d10); Move 18 (Fly 30); Save 3; AL C; CL/XP 36/9200; Special: Gargantuan size, +2 or better weapon to hit, immune to fire, poison, illusions, and invisibility, shake faith (when strikes a cleric or druid, they must save or lose spellcasting ability for 1d4 rounds), spells (at will—*detect magic*, *teleport*, *protection from good 10-ft radius*; 3/day—*disintegrate*, *dispel magic*, *unholy word*; 1/day—*geas*, *summon 1d6 ghuls*), aura of hopelessness (30-ft. radius, save or -2 penalty to attack and save).

Draconal Agathion: HD 24; AC -5 [24]; Atk 1 bite (2d6 + 1d6 fire), 2 claws (1d8 + 1d6 fire); Move 15 (Fly 60); Save 3; AL L; CL/XP 36/9200; Special: Protective aura (20-ft radius; *protection from evil*), regenerate 2 hp/round, +2 or better weapon to hit, immune to fire, magic resistance (55%), breath weapon (3/day; 120-ft. line, 10d6 points of fire damage), lay on hands (24 hp per day), spells (at will—*speak with animals*, *charm monster*, *ESP*, *teleport*, *hold monster*, *light*; 3/day—*cure serious wounds*, *lightning bolt*, *neutralize poison*, *cure disease*, *control weather*, *control winds*).

Pleroma Aeon: HD 24; AC -5 [24]; Atk 1 touch (10d6); Move Fly 30; Save 3; AL N; CL/XP 35/8900; Special: Regenerate 2 hp/round, immune to cold and poison, magic resistance (55%), sphere of creation (3/day; 2-ft. diameter sphere of white energy that creates new matter in a 5-ft. wide path), sphere of oblivion (3/day; 2-ft. diameter sphere of black energy, disintegrates anything it touches), spells (at will—*create food and water*, *plant growth*; 3/day—*remove curse*, *darkness 15-ft radius*, *disintegrate*; 1/day—*wish*).

Sister Macry, High Priestess of Muir, Cleric 20: HP 71; AC 9 [10]; Atk 1 unarmed strike (1d3); Move 12; Save 4; AL L; CL/XP 20/4600; Special: None.

Due to the long-term and remote confinement, Sister Macry has lost access to most of her class abilities and to spellcasting. This does not diminish her resolve, but does greatly reduce her personal power.

Maharajah Rakshasa: HD 20; AC -4 [23]; Atk 2 claws (1d3), 1 bite (1d6) or +2 short sword (2d6); Move 15 (Fly 12); Save 3; AL C; CL/XP 28/6800; Special: +2 or better weapon to hit, illusory appearance, special magic resistance (55%), spells (at will—*clairaudience*, *clairvoyance*, *ESP*; 3/day—*charm monster*, *magic missile*, 1/day—*cure light wounds*, *mirror image*, *web*, *fly*, *polymorph other*, *dimension door*).

Elysian Titan: HD 21; AC -5 [24]; Atk 1 *maul of the titans* (6d8) or slam (2d8); Move 24; Save 3; AL L; CL/XP 31/7700; Special: Immune to illusion, invisibility, death spells, mind control, aging and disease, regenerate 3 hp/round, magic resistance (55%), +1 or better weapon to hit, spells (at will—*remove curse*, *dispel magic*; 3/day—*charm monster*, *suggestion*, *cure serious wounds*; 1/day—*fireball*).

Iron Golems (9): HD 20 (80 hp); AC 3 [16]; Atk 1 weapon or fist (4d10); Move 6; Save 3; AL N; CL/XP 18/3800; Special: Poison gas, immune to all weapons +2 or less, slowed by lightning, healed by fire, immune to most magic.

14C-3F. DragonHolme

When the party breaches this doorway, they are greeted with a blast of chilly mountain air. Entering a large cavern, observant PCs notice a cave opening 100 yards distant. Approaching the cave mouth, the panorama comes into full view.

Looking out over the landscape, you see a breathtaking sight. A vast mountain range stretches as far as the horizon. Gigantic stone masses compete for space, and not a patch of flat ground can be seen anywhere. Towering spires reach for the heavens; bold and craggy precipices dominate the skyline, many formed into cones bearing impossibly sharp peaks. Between the herculean outcroppings, abyssal crevasses sink into gloom. Travel in this land appears to be either by air, or on a slope of some kind. Land travel looks difficult at best.

Lower down the slope bearing the cave entrance, there is an impressive structure; a massive suspension bridge. A track down from the cave mouth

LEVEL 14C

Difficulty Level: 16+

Demiplane Controller: Auriferous, gold dragon (present, active control)

Exits: Portal back to **Level 14C** functions from this side. Rare minerals are gathered by Glazerel from the stone giant miners.

Detections: Moderate magic emanates from the entire plane.

Shielding: The demiplane is shielded from divination magic.

Wandering Monsters: Check once every hour on 1d20:

1–8	4–8 stone giant miners
9–10	1–2 rocs
11–15	2–5 cave giants
16	3–6 ettins
17	2 yrthak
18	3–6 wyverns
19	Auriferous (see below)
20	None.

to one side of the bridge appears to be passable, if steep.

Viewing the bridge from a distance did not do its workmanship justice. The ropes supporting the bridge are made up of individual strands as thick as a man's waist; a dozen or so make up each of the four cables supporting each side of the bridge. The ropes are anchored to the side of the mountain under piles of boulders and slabs of rock.

The planks that form the walkway are split tree-trunks, each six to ten feet in width. Close-set, the entire bridge looks more stable than many roads you have seen. Considering the constant wind, the bridge does not sway or even seem to notice the breeze. Whoever or whatever built this structure, they wanted it to be sturdy.

Now that you have descended to the bridge, in the far distance, you can just make out what looks like another bridge. Glancing below, deeper into the abyssal crevasse, you can barely make out what might be another. It seems there are people here interested in ground travel.

This land was developed to mine rare minerals and metals in a waystation between the material plane and the plane of earth. Not desiring to enter that plane and deal with its denizens, Glazerel created his own version. Forgoing the laws of physics, he shaped the mountains as he saw fit, and seeded the land with giant servitors to mine the precious stones he needed. While creating the connection to the plane of earth, a "splinter connection" was formed tying into the plane of air (hence the great winds). All in all, this is something of an inhospitable place if you're not native to the planes of earth or air.

The demiplane became another "prison" when Glazerel decide to house one of his experiments gone awry here. In an attempt to draw forth the soul of an ancient gold dragon named Auriferous, the beast was instead turned in to a **vampire**. Being unwilling to deal with the creature, Glazerel placed it here.

Additional portals have opened in this land (possibly from the stone giants, possibly just from the tenuous connections to the elemental planes), as **stone giant mining clans** and **cave giants** have formed a kind of society, and various avian monstrosities have found their way here over the years. A few tribes of **barbaric humans** eke out an existence here, their days being dominated by avoiding the spectrum of deadly predators that come from any direction. The fear of sliding off the edge of a mountain into the vast divides housing who-knows-what is a constant threat.

Denizens from the planes of earth and air come here to trade with the giants, as there are minerals and metals here in unusual abundance due to Glazerel's tinkering with the laws of physics. All arrivals placate Auriferous with magical treasures, as he considers minerals or coins worthless (he has plenty!)

Auriferous' horde contains several items Glazerel is concerned about. Auriferous possesses three items the half-devil knows of and fears; 6

arrows of slaying (devils), a +3 two-handed sword, +5 vs. demons and devils, and a sphere of annihilation.

Stone Giant Miner: HD 9+3; AC 0 [19]; Atk 1 club (3d6); Move 12; Save 6; AL N; CL/XP 10/1400; Special: Throw boulders.

Roc: HD 12; AC 4 [15]; Atk 1 bite (3d12), 2 claws (3d6); Move 3 (Fly 30); Save 3; AL N; CL/XP 12/2000; Special: None.

Cave Giant: HD 9+3; AC 4 [15]; Atk 1 club (2d8) or slam (1d8); Move 12; Save 6; AL C; CL/XP 9/1100; Special: None.

Ettin: HD 10; AC 3 [16]; Atk 2 clubs (3d6); Move 12; Save 5; AL C; CL/XP 10/1400; Special: None.

Yrthak: HD 12; AC 1 [18]; Atk 2 claws (1d6), bite (2d8) or sonic lance (6d6); Move 9 (Fly 24); Save 3; AL N; CL/XP 14/2600; Special: Immune to gaze attacks and illusions.

Wyvern: HD 8; AC 3 [16]; Atk 1 bite (2d8) or 1 sting (1d6); Move 6 (Fly 24); Save 8; AL C; CL/XP 10/1400; Special: Poison sting, flies.

Four iron golem guards and a **lilin sorceress** are posted near this doorway. They do not interfere with anyone entering the portal from this side; they attack anyone entering from the demiplane side who is not wearing a **wardtoken**.

Iron Golems (4): HD 20 (80 hp); AC 3 [16]; Atk 1 weapon or fist (4d10); Move 6; Save 3; AL N; CL/XP 18/3800; Special: Poison gas, immune to all weapons +2 or less, slowed by lightning, healed by fire, immune to most magic.

Lilin Sorceress: HD 7 (40 hp); AC 6 [13]; Atk 2 claws (1d3) and 1 weapon (1d8); Move 12 (Fly 18); Save 9; AL C; CL/XP 11/1700; Special: Magic resistance (15%), immune to fire, magical abilities, +1 magic weapons to hit, spells (1st—*charm person, magic missile x2, shield*; 2nd—*detect invisibility, invisibility, mirror image, strength*; 3rd—*fireball, hold person, suggestion*; 4th—*confusion, polymorph other*; 5th—*feeblemind, wall of stone*).

Auriferous, Vampiric Gold Dragon: HD 12 (96 hp); AC 2 [17]; Atk 2 claws (1d6 + level drain), 1 bite (3d8 + level drain); Move 12 (Fly 24); Save 3; CL/XP 22/4700; Special: Charm gaze (save at -2), fire or chlorine breath, spells as 8th level magic-user, regenerate 3 hp/round, gaseous form at will, summon horde of bats or 3d6 wolves, vampiric vulnerabilities, immune to fire and poison.

14C–3G. The Plateau

Four **iron golem guards** and a **lilin sorceress** are posted near this doorway. They do not interfere with anyone entering the portal from this side; they attack anyone entering from the demiplane side who is not wearing a **wardtoken**. Any of the native denizens of the demiplane are swiftly repelled by the security forces on this side. Additional security arrives in 3 rounds, if called for by the lilins.

Cold desolation greets the PCs on the other side of this portal. A frigid moon hangs over the entire landscape, casting an eerie luminescence to the alien terrain. A gusting tempest blows across the wasted plateau, with little in the way of shelter in sight. Rolling dunes and occasional gulleys offer the only relief from the scouring wind. Rocky outcroppings rise from the sand, only to be swallowed up moments later.

Off in one direction, the PCs can vaguely make out what looks to be a modest structure; a forlorn monastery, possibly here to provide shelter to waylaid travelers approximately a half-mile in the distance. Hazy waves blur accurate perception of the place, and the distance plays tricks on the

LEVEL 14C

Difficulty Level: 16–20

Demiplane Controller: The Amber Prince (present, active control)

Exits: Portal back to **Level 14C** functions from this side. Due to the spatial/temporal location of the demiplane, attempts to *teleport* to any location on the PCs native material plane other than the entrance to **Level 14C** fail (although teleporting to another material plane is possible). Teleporting to the doorway on **Level 14C** is possible, as is travel inside this demiplane.

Detections: Faint magic emanates from the entire demiplane.

Shielding: Summoning and conjuration spells have a 30% chance of failure here.

Wandering Monsters: Check once every 2 hours on 1d20:

On the plateau:

1–3	1–8 denizens of Leng
4–6	2–8 ghuls
7	1 moon-beast
8–10	11–20 shining children
11–13	3–12 shantak
14	1 mu spore
15–16	2–5 Leng spiders
17	2–12 hounds of tindalos
18–20	None

In the city

1–5	4–24 juju-zombies
6–7	1 worm that walks
8–10	2–12 yithians
11	2–12 hounds of tindalos
12–16	5–50 ghouls
17–20	1 zombie horde

eye. One moment, the structure appears angular and “right”; in the next moment it appears curved and misshapen, as if the place were made of some kind of oozing, flexible surface.

In the opposite direction, a rising glow can be seen from what may be a town, but the distance is difficult to judge. The rolling dunes confuse the mind, and either structure may be a mirage.

This desolate area is actually an alternate material plane, reached when Glazerel experimented with the *anima engine* and *create demiplane*. A tear in the fabric of space was opened, and this portion of the alternate universe was drawn in. Horrible creatures from nightmare and dream live here amongst disfigured humanoids and creatures beyond all mortal recognition. The small structure a half mile from the entrance is a dwelling similar in structure to a monastery, and is the home to a **moon-beast** lord, served by his **denizen of Leng servants**, and assorted other beings held in slavery. What the lord’s purpose for being here is, one cannot even fathom. Trekking across the desolation, the PCs may encounter **Leng spiders**, **shining children**, **shantaks**, a **mu spore**, a **tribe of ghuls**, a **caravan of denizens of Leng** transporting slaves (of myriad races and forms) and more.

As the party approaches the larger town (a journey of no more than 1 day), observant PCs notice that the moon never changes position, and that time does not appear to flow the same as they are used to (this is incorrect; time flows the same, but the moonscape and lighting conditions never change). Upon reaching the city, they discover more examples of alien architecture. Large, brick buildings are tightly packed, with narrow alleyways slicing up the entire city. No broad streets are seen anywhere; the widest passage is a mere 10 ft. at most. Slick cobblestones pave the alleys, damp as if from a recent rainstorm. Sewer grates dot the alleys

at regular intervals, and odd chittering can be heard from their depths. **Ghouls**, **juju-zombies**, **worms that walk**, and even more hideous creatures roam the crossing streets, eager to feast on the “new arrivals.”

The PCs quickly realize the entire town is just a series of alleyways; without climbing to the rooftop of a building and getting a better perspective, they are essentially trapped in a maze. What greets them at the top is far more unsettling. Looking out across the city, the PCs estimate the town is formed as a five-mile-wide arc around the perimeter of a dark lake, the buildings roughly a half-mile deep. The lake gives off a terrible feel, as if it is the edge of infinity.

In one of the taller buildings lives the **Amber Prince**, a being of immense magical power (Referee to determine the Amber Prince’s abilities to fit the campaign). The Prince wrested control of the plane from Glazerel, and has designs to use this area as a staging ground for an assault on the material plane. When the Prince becomes aware of the PCs presence, he observes them to discover their motives, and lays plans on how to use his “new tools” against Glazerel.

Iron Golems (4): HD 20 (80 hp); AC 3 [16]; Atk 1 weapon or fist (4d10); Move 6; Save 3; AL N; CL/XP 18/3800; Special: Poison gas, immune to all weapons +2 or less, slowed by lightning, healed by fire, immune to most magic.

Lilin Sorceress: HD 7 (40 hp); AC 6 [13]; Atk 2 claws (1d3) and 1 weapon (1d8); Move 12 (Fly 18); Save 9; AL C; CL/XP 11/1700; Special: Magic resistance (15%), immune to fire, magical abilities, +1 magic weapons to hit, spells (1st—*charm person*, *magic missile* x2, *shield*; 2nd—*detect invisibility*, *invisibility*, *mirror image*, *strength*; 3rd—*fireball*, *hold person*, *suggestion*; 4th—*confusion*, *polymorph other*; 5th—*feeblemind*, *wall of stone*).

Denizen of Leng: HD 10; AC -1 [20]; Atk 1 bite (1d6 + save or paralyze for 1d3 rounds), 2 claws (1d4); Move 15; Save 5; AL C; CL/XP 15/2900; Special: Immune to poison and gases, magic resistance 25%, spells (3/day—*ESP*, *charm person*, *levitate*, *phantasmal force*; 1/day—*locate object*, *teleport*).

Ghul: HD 6; AC 1 [18]; Atk 1 bite (1d6), 2 claws (1d4); Move 15 (Climb 9); Save 11; AL C; CL/XP 6/400; Special: Undead, resistance to fire (50%).

Moon-Beast: HD 14; AC -3 [22]; Atk 2 claws (1d6), 4 tentacles (1d6 + save or *confusion* for 1d6 rounds); Move 18 (Climb 9); Save 3; AL C; CL/XP 22/5000; Special: Half damage from blunt weapons, immune to cold, gaze attacks, illusions and poison, resistance to electricity (50%), magic resistance (35%), walk on air, spells (at will—*ESP*, 3/day—*charm monster*, *dispel magic*, *phantasmal force*).

Shining Child: HD 16; AC -4 [23]; Atk 2 strikes (4d10 fire) or searing ray (120 ft. range, 6d6 fire); Move 12 (Fly 24); Save 3; AL C; CL/XP 23/5300; Special: Immune to blindness, fire and poison, 60-ft. radius aura of blinding light (save negates), spells (at will—*teleport*, *light*, *phantasmal force*; 3/day—*dispel magic*, *wall of force*; 1/day—*symbol of insanity*).

Shantak: HD 11; AC -2 [21]; Atk 1 bite (2d6), 2 talons (1d8); Move 9 (Fly 18); Save 4; AL C; CL/XP 16/3200; Special: Immune to cold and disease, slippery skin, immune to gasses, fly through the void of space (3d20 hours to anywhere within the solar system).

Mu Spore: HD 35; AC -5 [24]; Atk 4 tendrils (2d6), bite (4d6 + swallow whole on natural ‘20’); Move 15; Save 3; AL N; CL/XP 41/22900; Special: Regenerate 2 hp/round, +3 or better weapon to hit, resistance to acid (50%), cough spores (cone 100 ft. wide, 50 ft. long; 10d8 damage), those struck by a tendril must pass a save or be held fast.

LEVEL 14C

14C—3H. The Garden

Leng Spider: HD 15; AC -4 [23]; Atk 3 flail attacks (3d6) and bite (2d6 + poison); Move 15 (Climb 15); Save 3; AL C; CL/XP 21/4700; Special: Regenerate 2 hp/round, magic resistance (35%), immune to cold, confusion and insanity, spells (at will—*detect magic, dispel magic, web*; 3/day—*invisibility, phantasmal force*; 1/day—*charm monster, confusion*).

Hound of Tindalos: HD 10; AC 0 [19]; Atk 1 bite (2d6), 2 claws (1d8); Move 15 or *teleport*; Save 5; AL C; CL/XP 16/3200; Special: +1 or better weapon to hit, immune to mind effects and poison, gaze (save or suffer 3d6 points of slashing damage), walk on air, spells (at will—*obscuring mist, invisibility, locate creature*; 3/day—*haste, slow*), reading mind forces one to save or be struck with insanity.

Juju Zombie: HD 3; AC 2 [17]; Atk 1 weapon or fists (1d6); Move 12; Save 14; AL C; CL/XP 5/240; Special: +1 or better weapon to hit, immunity to electricity and cold, immunity to magic missile, resistance to fire (50%).

Worm that Walks: HD 22; AC -1 [20]; Atk 1 staff (1d6); Move 12; Save 3; AL C; CL/XP 26/6200; Special: Magic resistance 25%, disincorporate into a swarm of insects (per *creeping doom*), spells (1/day—*creeping doom, insect plague*).

Yithians: HD 14; AC -2 [21]; Atk 2 pincers (2d8); Move 9 (Climb 6); Save 3; AL N; CL/XP 20/4400; Special: Regenerate 2 hp/round, +1 or better weapon to hit, spells (at will—*astral projection* (self), *ESP, hold monster*), amnesia (1/day through telepathic communication, save or struck with amnesia), swap minds (in place of attack, as *magic jar*).

Ghoul: HD 2; AC 6 [13]; Atk 2 claws (1d3), 1 bite (1d4); Move 9; Save 16; CL/XP 3/60; Special: Immunities, paralyzing touch.

Zombie Horde: HD 20; AC 2 [17]; Atk 1 horde attack (4d6); Move 12; Save 3; AL C; CL/XP 21/4700; Special: Half damage from edged and piercing weapons, immune to mind control and fear, when destroyed there are 2d6 zombies from the horde remaining.

Six iron golem guards and a lilin sorceress are posted near this doorway. They do not interfere with anyone entering the portal from this side; they attack anyone entering from the demiplane side who is not wearing a *wardtoken*. Any of the native denizens of the demiplane are swiftly repelled by the security forces on this side. Additional security arrives in 3 rounds, if called for by the lilins.

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Pixie: HD 1; AC 5 [14]; Atk 1 dagger (1d4) or arrow; Move 6 (Fly 15); Save 17; AL N; CL/XP 5/240; Special: Sleep arrows, magic resistance (25%), lights.

Pixies appear as tiny winged elves flitting about meadows and/or forests. They are capricious, and spiteful when wronged. While all pixies have a heart full of song and play, they can turn cruel in an instant. Pixies have special *sleep arrows* they use in combat. When the target is hit by a pixie arrow, they must make a saving throw or be affected as a *sleep* spell.

Sprite: HD 1d6; AC 4 [15]; Atk 1 short sword (1d3) or short bow (1d4); Move 12 (Fly 24); Save 18; AL N; CL/XP 2/30; Special: Sleep arrows, speak with animals, spells, magic resistance 25%.

Leprechaun: HD 1; AC 8 [11]; Atk 1 weapon (1d6); Move 18; Save 15; AL N; CL/XP 5/400; Special: Magic resistance (10%), magic abilities.

Ogre: HD 4+1; AC 5 [14]; Atk 1 weapon (1d10+1); Move 9; Save 13; AL C; CL/XP 4/120; Special: None.

Will-o'-Wisp: HD 9; AC -8 [27]; Atk 1 shock (2d6); Move 18; Save 6; AL N; CL/XP 10/1400; Special: Change appearance and lightning.

Ghaele Azata: HD 13; AC -3 [22]; Atk +2 two-handed sword (1d10+2) or 2 light rays (300 ft. range; 2d12); Move 18 (Fly 60); Save 3; AL L; CL/XP 22/5000; Special: +2 or better weapon to hit, immune to electricity and petrification, magic resistance (30%), spells (at will—*bless, charm monster, cure light wounds, detect invisibility, detect magic, ESP, dispel magic, hold monster, invisibility, phantasmal force, teleport*; 1/day—*wall of force*), gaze (60 ft. range; chaotics must save or die), take form of light.

This doorway opens onto a lush meadow with thick forest off in the distance. A wide stone ring dominates the meadow. A large stone slab lies in the center of the huge menhirs, giving a sense that whoever built this scene meant it to last. Flickering lights dance in and out of the circle, answered by similar lights on the edge of the forest. Who or what is creating the light is unknown.

A large white stag emerges from the forest some distance away. It raises its head, seemingly in the party's direction. Staring for a moment, the stag

Difficulty Level: 12+

Demiplane Controller: Lady Elan (present, active control)

Exits: Portal back to **Level 14C** functions from this side. Numerous "faerie rings" are portals to other locations (Referee's discretion).

Detections: Strong magic emanates from the entire plane. Faint chaos radiates from the entire plane.

Shielding: Summoning and conjuration spells have a 10% chance of failure here.

Wandering Monsters: Check once every 30 minutes on 1d20:

1-2	11-20 pixies
3-5	7-14 sprites
6-8	2 leprechauns
9-11	4-16 ogres
12-14	Any one fey creature (Referee's discretion)
15	2-10 will-o'-wisps
16	2-3 ghaele azata
17	Lady Elan (see below)
18-20	None.

LEVEL 14C

slowly shakes its head, as if in disapproval. It stares hard at the group for another moment, then retreats back to the forest.

If the PCs enter the meadow, they discover the portal door is the center of the grassy area. The meadow radiates out from the door some 300 yards to reach the encircling forest. There does not appear to be any roads or track through either the meadow or the forest.

Once around the side of the portal, the PCs see a mushroom circle, each of the fungi the size of a human's chair. Perched atop the toadstool is a gnomish-looking man, with a dark crimson cap. Several of his fellows sit under the mushroom in a circle, playing some sort of game with sticks and twigs. The fellow hops down from his seat and approaches the party. After surveying them briefly he says, "Nope, you ain't supposed to be here. What' dya doin' here?" The little man waits sternly for a reply.

No matter what the PCs response, the **redcap thug** leaps to the attack. His **11 brothers** join in as soon as they see the scuffle commence.

Redcap Thugs (12): HD 8; AC 2 [17]; Atk 1 weapon (1d6+2 + poison) or claws (1d2); Move 4; Save 8; AL C; CL/XP 10/1400; Special: Poison, spells. Gear: +2 *polearm*, +2 *chainmail*, *ring of spell storing (haste)*.

The redcaps are one faction in this fanciful land fighting to gain control of the *summerstone*, a fey artifact thought to control the seasons and grant dominion over the Seelie Court. All manner of fey creature may be encountered in this land, and although none of them may leave by the portal door, there are faerie rings than can take a traveler to even more fanciful and remote lands. Should the PCs make an ally, and aid that faction in the war for the *summerstone*, it is possible the PCs may be able to found their own faerie kingdom!

When Glazerel first created this demiplane and populated it with fey (to learn the secrets of their specific brand of magic), he did not count on the "pathetic" faeries usurping control of the land! A constant struggle between fey and evil alike has ensued since, with alternate routes and portals to the demiplane being created by the inhabitants. Strangely enough, the "pathetic faeries" have created some powerful effects here, many of which Glazerel is unaware of (and unprepared for). Should the faerie realm become united, they could be a threat to **Glazerel's** base.

Lady Elan, a druidess nymph is the "controller" of this area. Although she is able to manipulate the lands, she is loath to do so, feeling it is "unnatural" (considering it was entirely created by magic). Lady Elan is completely neutral regarding each faction living here, and does not interfere with their struggles. She alone knows the location of the *summerstone*, and does not reveal it to anyone, for fear they will use it to overthrow the realm. Lady Elan may show an interest in the PCs, perhaps trying to forge an alliance to destroy Glazerel or sunder his hold over the demiplane completely.

Lady Elan, Nymph: HD 14 (93); AC 9 [10]; Atk none; Move 12; Save 3; CL/XP 5/240; Special: Sight causes blindness or death (usable 3/day; save at -1; if successful, target is blind, if if save is failed, roll another save at -2; if that save fails viewer dies), immune to fire, shape change (3 animal forms per day), druid spells (1st—detect magic, detect snares & pits, faerie fire x2, locate objects, predict weather, purify water; 2nd—cure light wounds, heat metal, obscuring mist, produce flame, warp wood; 3rd—call lightning, cure disease, hold animal, pyrotechnics x2; 4th—cure serious wounds, dispel magic, insect plague, produce fire; 5th—control winds, transmute rock to mud, sticks to snakes, wall of fire; 6th—feeblemind, finger of death, weather summoning; 7th—creeping doom, fire storm). Gear: Staff of command.