

PHYLACTERY

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MY ZINE DNA - AN ODE TO FRANK AND PAGAN

I go back a long way with zines. Long before I discovered metal, punk and slacker zines in the 90s, I was a full-blown pre-teen geek combing the back pages of *Fangoria*, *Starlog*, *Famous Monsters of Filmland* and any other sci-fi or horror mag I could get my greedy little mitts on. I was fascinated by the little ads for a life-sized Frankenstein's Monster, sweet x-rays specs and an actual live monkey that smoked. What interested me even more were the ads for fanzines – these weird little self-made mini-magazines packed full of cool stuff.

Growing up in the deep south, my exposure to any kind of fandom was limited. I'm not even sure that word even existed at the time. The only way you could "find your people" was by tentatively testing the waters at school to see if anyone else knew about that one issue of *World's Finest* where the Composite Superman had shown up or if anyone had read that article in *Starlog* about Darth Vader's volcanic fortress. It was a small world and for every person that seemed interested in that kind of stuff, there were ten others who had no idea what the hell I was talking about.

That's where the fanzine enters the picture! Combing through the back pages of a random 80's-era issue of *Fangoria* or *Ninja Magazine* one day, I ran across an ad from a guy named Frank out of New Jersey who had an indie comic fanzine called *ZOPE*. Not only did he write and draw his own comics, but he had a mailing list where he invited other artists to contribute. Send in some stuff and he'd put it in the zine. He'd even send you a free copy!

Now, to put this into context, I was about 12 years old and I was sending a grown man living in New Jersey – who I absolutely did not know – letters full of my art for various different comic book characters and one-page scenes of monsters duking it out. In turn, he'd send me an envelope every few months that had the compiled zine inside of it, which also featured the art I had sent in. It was a mailing loop – anyone who contributed got a copy and could then pass that copy on to others when they were finished.

After 6 months or so of this, I come home from school one afternoon and my mother has a manila envelope in her hand... and its open. One eyebrow raised, she demanded to know what all this random art sent to her son by a stranger was but – more importantly – just who in the hell was Frank from New Jersey?! Of course I came clean, my mother was horrified and I was rightfully banned from ever writing to strange grown-ups again. To her credit, however, she didn't chastise me too badly for my entry in the comic – a classless pubescent spin on the at-the-time-popular *Teenage Mutant Ninja Turtles* called (and I'm groaning as I type this) "The Turbo-Tittied Ninja Nuns". I think I only got grounded for a week, which is pretty light when you consider all the information.

In the years that followed, I left my small home town as quickly as I could and I learned to find other geeks like me without writing to random strangers in the back of horror rags, but I never forgot about fanzines. I'd pick them up at record shops, comic book stores and swap meets. A few of them were even pretty good - *Pagan's Head* by Pagan Kennedy being the one I remember most fondly. I kept telling myself that one day I was gonna do a zine of my own... one day.

Now that those days are here and we're on issue 3 of *The Phylactery*, I look back on my weird zine DNA and what a strange, winding trip it was to get to the issue you hold in your hands. RPGs aside, I wonder if I ever would have gotten around to writing this thing if I hadn't also found *Dungeons & Dragons*. I like to think I would have, but who knows?

-Levi

THE SECRET HISTORY OF THE GRANDFATHER OF ASSASSINS

"It's done." – Every assassin, ever.

Long before hired killers found it advantageous to work in clandestine groups, the grandiose title of the "Grandfather of Assassins" was simultaneously feared and respected throughout the lands of men. The individual who holds the title of Grandfather of Assassins is considered one of the most powerful beings alive due to the sheer amount of might and influence at their disposal. Yet, there are no official transcripts or timelines detailing the organization of this brotherhood of killers, as the keeping of such records would be dangerous business for just about anyone. So the question remains - who are these enigmatic death-dealers who have come and gone over the guild's long history?



The first grandfather of assassins was Lu-Shim, an extraordinarily powerful monk from the far east who is said to have fled sorcerous retribution there, having forsaken the tenets of his temple and turned to the ways of evil. Forced to flee to the civilized lands of the west, he developed the first organized assassin's guild as a place to learn the art of death, poisons, and subterfuge. In truth, Lu-Shim had fallen victim to a powerful curse from a *helm of alignment change*, which ultimately condemned him down the path of evil that gave birth to the modern-day assassin's guild. Lu-Shim sat at the head of this cabal of killers and was addressed simply as "The Grandfather".

The first public victim of Lu-Shim's fledgling organization was Gulnor Havas, a well-known merchant and caravan master who was attempting to monopolize trade routes between the kingdoms of the south and west. He was slain in a most brutal and public fashion, succumbing to a particularly agonizing poison in the very market streets he held such an iron grip over. In truth, however, the first actual victim of the guild was Vardal "the Redeemer", a powerful cleric in the service of the gods of good. Lu-Shim used this public target as a secret test-run, proving to have both the ability and means to not only slay the high priest but to ensure that he could not be *raised or resurrected*.

Lu-Shim grew and maintained his guild for many decades, but its advancement and overall success were curtailed by the powerful

magical curse that he bore. He would just as often order the slaying of potential targets for the advancement of evil in a region as for the exorbitant fees or personal power it brought the guild. In time, Lu-Shim was himself slain by a treacherous underling—a wizardess of no small power named Iryulan, who would become known as the "Heiress in Black" or simply "The Heiress" by many. Iryulan utilized a potent magical poison sourced from the killing fields of the lower planes to murder Lu-Shim and then seized the guild for her own ends.

Under Iryulan's direction, gone were the days of senseless killings just for the sake of murder itself. Iryulan guided the guild in a different direction, courting favor among the powerful and gaining political allies to ensure long-term survival. This period in the guild's growth saw a boom of civilized expansion as it was allowed to flourish under the secret protection of nobles and powerful folk. A handful of years later, profits increased twenty-fold and ushered in a new era of success for the guild.

Iryulan was both extremely cunning and notoriously cautious, which is why she was able to maintain leadership of the guild for so long. Under her direction, the guild developed a network of spies that still penetrates every level of society to this day. Through her iron grip of control over these underlings, she created a spider's web of deceit, misinformation, and terror that became the foundation and standard for what the guild is known for today.

After more than eighty long, bloody winters at the head of the guild, Iryulan (who had used magical means to extend her life far beyond normal) was slain by several powerful apprentices who had secretly allied themselves with clerics of the god of murder. Her death was not a quiet one, as she destroyed nearly half of the assassins that were arrayed against her, along with most of the priesthood. Before her body had even hit the floor, her slayers turned on one another in an attempt to wrest control of the guild from the others. In the ensuing chaos, a murder priest named Krovard (known as "The Apostle of Blood" for his killing of more than thirty paladins and clerics up and down the western coast) emerged as the victor, gaining control of the guild and its resources.

Krovard brought the organized, commonplace worship of the god of murder into the heart of the guild, a practice that remains strong to this day. Unfortunately for Krovard, his sovereignty over the guild was short-lived, lasting only a handful of years. He was slain by a magical arrow that sizzled into an oily black mist after his death and was swiftly replaced. In brutal succession, no fewer than a half dozen murder priests reigned over the guild for the next ten years, each one falling to the poisoned blade or silent strike of their successor. Finally, it was The Red Shrike, a long-standing guild member and highly experienced assassin, that took control of the guild. The Red Shrike took no quarter among the

remaining murder priests, ending the bitter succession and constant turnover of leadership.

The Red Shrike proved to be an adept and measured leader, steering the guild back to its secretive ways but never loosening its grip over the network of informants, spies, and underlings which had helped it become so powerful. The Red Shrike's most lasting contribution to the guild would be the establishment of a secret headquarters out of the crumbling fortress Blackheath. Known alternatively as Rooksfell, Bleakspire, and Valknar's Plummet over the centuries (depending on who you ask), it still exists today as a massive death-trap for would-be plunderers and invaders. These days, the guild uses the fortress as a shooting gallery and proving ground for initiates and trainees. The true lair of the guild is far beneath the fortress, accessed by permanent *spell-gates* that lead to secret locations deep within the jungle, along the coast, and in the mountains of the hinterlands. In doing so, the Red Shrike spread the guild's base of power out so that it could never again be conquered by a single force.

In the many years since these early days, the leadership of the guild has changed hands several times as guild masters have come and gone. Always known as "The Grandfather" in the tradition of Lu-Shim (even when another gender should assume leadership), the guild-master maintains absolute control over the guild and its assets until he is challenged. The current

Grandfather of Assassins is Vlax Drim, a former border scout from the northern hinterlands who was recruited by the guild some fifteen winters ago. In the years since his enlistment and subsequent training, he has steadily climbed the ladder of the guild hierarchy, assuming leadership only in the last year.

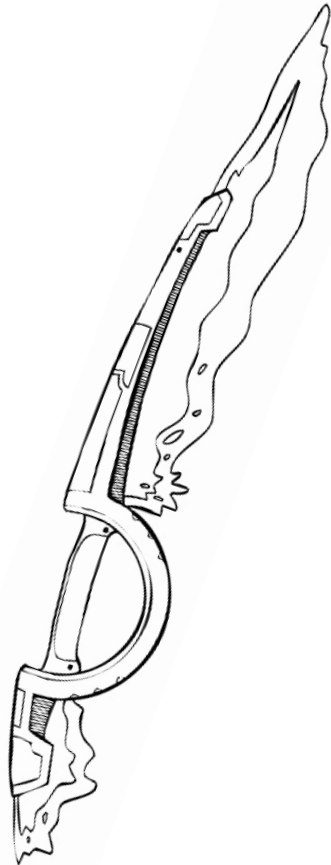
Guild Lore. Several magical items have survived the bloody wars and behind-the-scenes machinations of the guild's storied history. Here are but a few:

Red Shrike's Armor

Both a notorious assassin and well-regarded steward in the guild's secret history, the Red Shrike was infamous on many levels for an assortment of things, the least among them being his *red shrike's armor*. A deep and vibrant crimson, this *+2 leather armor* also had the added quality of acting as a *cloak of displacement*, warping and bending the light around it. This magical displacement causes the wearer to always appear a few feet away from his actual location, and any melee or missile attack aimed at the wearer will automatically miss the first time. It also confers a *+2 save* against gaze attacks, spells, breath weapons, spitting and so on that are aimed directly at the wearer. The armor class bonus conferred by the armor comes directly from the displacement.

Throatseeker

A deadly blade that has passed through the hands of more than a dozen expert assassins and bounty killers since its creation, this finely-crafted dagger is forged from high-quality steel and is expertly balanced for throwing. In the hands of most, this blade acts as a *+1 dagger*, but in the hands of an assassin, *Throatseeker* is a *+2 dagger* that may be hurled three times the normal distance as a normal dagger of its type. In addition, a natural roll of 20 on the attack dice inflicts triple normal damage if it is being wielded by an assassin.



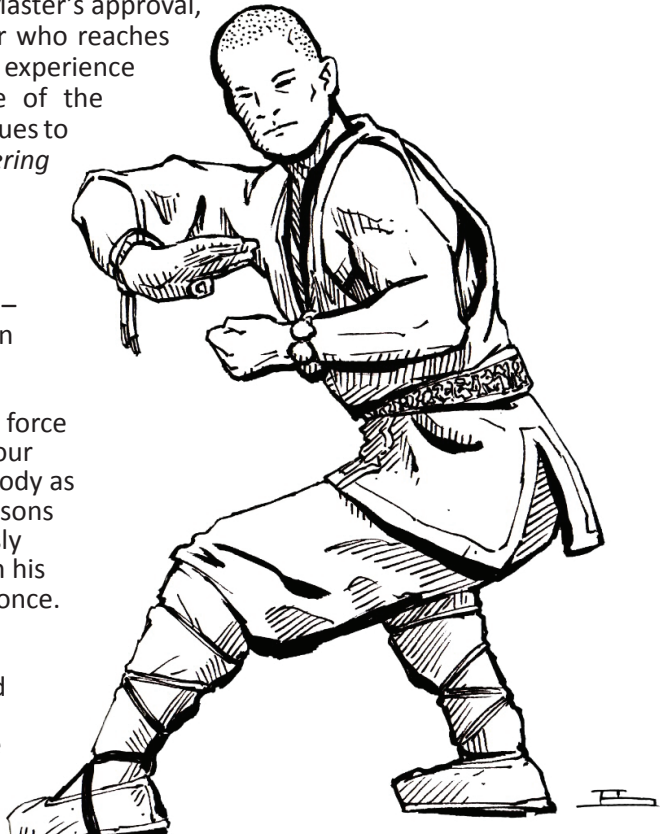
ALTERNATE DEATH BLOW TECHNIQUES FOR THE HIGH-LEVEL MONK

“Quite simply, the deadliest blow in all of martial arts. He hits you with his fingertips at 5 different pressure points on your body, and then lets you walk away... but once you’ve taken five steps your heart explodes inside your body and you fall to the floor, dead.” – Bill, Kill Bill 2

For countless centuries, the most disciplined of monks have strived to attain the secret of the *quivering palm* technique (outlined in the 1E PHB for the world’s most popular role-playing game), a martial arts strike so deadly that it sets up vibrations in its victim’s body which the monk can then command to cease, causing instant death. The ability to cause certain death with just a mere touch is widely feared, but there are other, more exotic techniques hidden away in the mist-shrouded monasteries of legend.

With the Game Master’s approval, a monk character who reaches the 13th level of experience may choose one of the following techniques to replace the *quivering palm* ability.

- 1. Iron Cobra’s Exploding Venom Palm –**
This forbidden maneuver unleashes a concentrated force of toxins in your opponent’s body as dozens of poisons simultaneously flood through his system all at once. A round later he keels over dead, bloated horribly and tinged purple from the shock.



2. **Li Lo's Falling Star Fist** - The monk clasps both hands on the side of his foe's head, unleashing a sudden burst of concentrated inner power. His opponent's body rapidly heats up and their brain boils in its own juices!
3. **Spirit of the Jade Phoenix** - The monk's fist strikes his foe in the chest, unleashing a massive burst of electricity. His opponent is felled, engulfed in arcs of white lightning. When the smoke clears, only a burned husk remains!
4. **The Bloody Hand of Lama Nobu** - With a loud shout, the monk's hand disappears into the chest of his opponent. Moments later, he tears his foe's still-beating heart out with a quick jerk of the hand.
5. **Claws of the Crimson Mantis** - Utilizing the forbidden eagle claw technique, the monk swiftly rips one or more limbs from his opponent's body, culminating in tearing his foe's head clean from his shoulders. Fountains of blood spray everywhere.
6. **The Drunken Master's Heavenly Flame Technique** - In lieu of striking your opponent, you take a swig from your wineskin and spit forth a deadly gout of flame! The fire immolates your foe and nothing can put it out. A round later he collapses, burned alive.
7. **Secret Art of the Southern Shins** - With a burst of supernatural strength, you roundhouse kick your opponent's head clean off their body!
8. **Crippled Tiger's Guillotine Fist** - With a single swipe of a ridge hand, the monk decapitates his opponent in the same manner as a *vorpal sword*. For specifics on this effect, follow the guidelines for using the *vorpal sword* outlined in the 1E DMG for the world's most popular role-playing game.
9. **One Million Hateful Blows** - The monk's strike is so powerful that it pulverizes every bone in his foe's body. Moments later, his opponent collapses in a gruesome heap as it no longer has the bones to stand!
10. **Silent Strike of the Phantom Crane** - The force of your blow is so concentrated that it not only kills your foe instantly, but it also annihilates his soul! Any and all attempts to raise the victim from the dead only have a 50% chance of success.

Unless noted otherwise, all of these abilities conform to the limitations of the standard monk's *quivering palm*. If the Game Master allows, one of these abilities can be taken instead of the monk's *quivering palm* ability gained at the 13th level. It is completely up to the Game Master if any secondary techniques can be learned beyond the first.

GODS, THE FALLEN AND FORSAKEN

It is convenient that there be gods, and, as it is convenient, let us believe there are. - Ovid

DHELMAS

Amongst a handful of ancient cultures, Dhelmas was a minor deity of scribes, graven images, and, to a lesser extent, magical glyphs and symbols. His faith was found primarily in libraries, schools, and other places of written knowledge but he was occasionally invoked by sages and wizards as well. More than 200 winters ago, the worship of Dhelmas quietly wound down and eventually disappeared altogether, his sphere of influence being subsumed by Od, the god of knowledge. In truth, Dhelmas was not slain or banished by Od but rather was transformed into one of the god's many tools and sigils of office – the great book of knowledge which Od carries at his breast at all times.



Dhelmas has many symbols and signifying runes, but his most common – a feathered quill and an open eye - can still be found in ancient books and tomes of magic. The ruin of a library or wizardly study might bear the god's symbol as well.

Lore. A small order of heretics in the church of Od believes that it was not Dhelmas who was subsumed by the greater god of knowledge, but that it was Dhelmas who overtook Od. Lest they be defrocked and turned out by their temples, this order – known as the Brotherhood of the Sacred Flame, for they *“carry the light of Dhelmas in these times of ignorance and darkness”* – remains a close and well-kept secret. They value what they perceive as truth above all else and will actively work in civilized areas to ensure that these truths come to light, be it the secret birth of an heir, the location of a powerful object that might sway their cause, or the sudden revelation of the identity of a spy.

HODAARK

Hodaark was the god of nooses and in some cases, he was known as "The Strangler". At one time, his was the name that doomed men hoping for a quick death would call out to and that those delivering punishment to the guilty would invoke. In the case of some death cults, Hodaark would also be prayed to before an assassination or murder, though this was more the purview of more powerful deities. Ancient signs of his worship can still be found on the stones of very old temples and underground ruins where he was once revered. Hodaark was himself murdered, laid low by Neral, the rightful god of murder and death.

Lore. A haunting figure is rumored to lurk at the site of an old gallows which is now long gone. It is said to be unnaturally tall, gaunt, and wear an executioner's hood over its head, a frayed noose tied in the old style about its neck. Those who have seen it say it brings a chill that even the dawning rays of the sun cannot banish and that it haunts their waking moments for weeks after. Numerous clerics were dispatched to investigate but it was not until the wizened sage Aldopholus visited was it revealed that the area was once the site of an ancient temple of Hodaark. Is this entity a manifestation of Hodaark or simply an unquiet

spirit that needs to be laid to its final rest?



SHUURSAK

Whispering prophecies of doom from the darkness, Shuursak was once a minor godling of seers, doomsayers, and diviners, especially those who used dark magic to attain their results. Shuursak contested with Alamut, the god of magic, but was cast down into the deep cosmic darkness to a place that even gods fear to tread. Instead of being scattered across the universe and forgotten, Shuursak dispersed his essence into more than two dozen *spheres of annihilation*, clinging to these negative objects of pure entropy in a bid to survive and simultaneously escape notice from his foe.

In a surprising cosmic turn, Shuursak is now emerging not as a deity of seers and diviners, but as a godling connected to the forces of entropy. Only time will tell if this takes hold in the mortal realm of men, but speculation by veteran adventurers that a great *sphere of annihilation* was seen whispering to the enigmatic Doomsayers of Kraak-Thul on Skullcano Island may have had something to do with Shuursak's return.

Lore. Since scattering his divine essence into dozens of *spheres of annihilation* across the cosmos, little has been heard from (or about) this once-powerful god. Further conjecture by sages and learned folk have revealed that these shards of Shuursak's essence may also be the unknown power that the cult known as the Heresy of the Void (see page 18) has been unknowingly worshiping.

JURAK

Broken and twisted, Jurak is a minor godling of mongrelmen and other cast-off folk. He exists in the spaces between, the cracks in the walls and the paths least traveled. Hooded and careful, Jurak exists at the edge of cosmic society – staying away from other beings of power and never seeking the attention of the other gods. Jurak



has no established temple or palace of worship but is carried on in the hearts, minds, and whispers of those who he champions. Those who are cast down and forced to live on the fringes of civilization, who are unwanted by society or banished for crimes they did not commit are all Jurak's children.

Jurak appears as a hunchbacked humanoid being, often using a gnarled cane or staff to get about. Glimpses beneath his deep tattered robes reveal an inhuman face, often swollen or deformed, and hands that alternately switch between human hands, claws, three-fingered talons or poorly-healed stumps. He rarely appears to anyone the same way twice, other than being disheveled and seemingly burdened by some sort of malady.

Lore. The demon Golthogrug made the fatal mistake of assuming that Jurak's desire to stay off the cosmic map was a sign of defenselessness and weakness and in doing so sought to capture the godling's soul as a source of power. After being attacked, Jurak lured Golthogrug into the depths of his lair – the Garden of Trash – where he dispatched the demon with one cruel, perfectly executed strike from the shadows after another. The bones of Golthogrug lie there still, stripped clean by the lowliest of creatures and discarded like common refuse in the Garden of Trash.

TOLLAR

A minor godling of shipwrecks whose name is almost forgotten, Tollar was most often invoked by lighthouse keepers and sailors as a means to prevent the scuttling of ships on the reef. His symbol – an old (sometimes crooked) stone lighthouse bearing an open eye – can still be found in very old chapbooks, captain's logs and, the ruins of coastal lighthouses. Though Tollar's worship has completely died out, memory of him still lingers in the tales of "the old man from the sea" and amongst longer-lived, intelligent sea creatures.

Lore. Along the frigid, mist-shrouded shores of the northeastern coastline, rumors of a ghostly lighthouse that seemingly appears out of nowhere and then vanishes just as suddenly have persisted for years. This "ghost tower" is said to be inhabited by the last divine vestiges of Tollar and that any who are clever or lucky enough to find it can chance to meet him. It should be noted however that Tollar was never one to suffer fools lightly and that those who interrupt whatever is occurring with this ghostly god should do so at their own risk.

MORE SECRETS FROM THE LICH'S CRYPT: SORGEROUS ITEMS OF POWER, BOTH DREAD AND FANTASTIC

“... and the magician drew a ring off his finger, saying – it is a talisman
against all evil, as long as you obey me.”

– *The Arabian Nights, Junior Classics Translation*

THE STORMBELLOW HORN

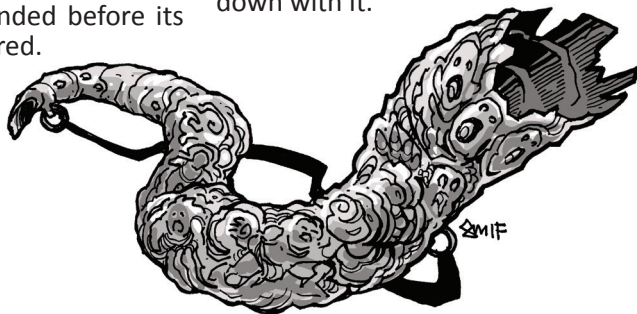
Masterfully crafted from a curving animal horn of unknown origin and carved with effigies depicting storm giants astride billowing clouds and thunderous lightning, the *stormbellow horn* is a potent magical item capable of calling forth unpredictable and potentially disastrous weather. Where the horn came from is unknown, but many have speculated that it was either a gift (or perhaps stolen!) from a flying citadel of storm giants or even a magical boon bestowed upon the mortal world from the god of nature himself.

The wielder of the horn can blow into it once every day to summon an effect similar to a *control weather* spell, but only calling forth thunderstorms, cloudy skies, or torrents of rain akin to a thunderstorm. The duration of this effect lasts for 4 hours and once called cannot be ended before its duration has expired.

If the user is a druid or ranger of at least 5th level, they may also call on a tornado to appear once a week, under all of the guidelines for a *weather*

summoning spell. This ability is also usable by a multi-classed bard of any level. The user has no control over the tornado and once it appears it must run its course.

Dark Lore. The *stormbellow horn* has appeared in several stories over the centuries, featuring most prominently in the chapbook turned travel-log *Thirteen Years Aboard the Siren's Wail* by the adventurer Jorst “the Twice-Daring”. In this book, the corsair describes seeing a passenger utilize the horn to call forth a massive sea-tornado as a last resort that in turn destroyed and scuttled more than a half dozen pirate ships who threatened his vessel. The crew of the *Siren's Wail* only narrowly avoided being swallowed up themselves and only because the tornado descended into the sea to create a giant whirlpool that sucked the surviving pirate fleet down with it.



DOOMKELP

Growing wild in places along the sea-floor where the influence of the goddess of misfortune has grown powerful because of shipwrecks, disastrous weather patterns, or magical fallout, *doomkelp* is a rare occurrence even in those fell places. Some sages have even surmised that it is an immature form of kelpie or some sort of bizarre offshoot strain of that accursed creature.

When properly harvested, *doomkelp* allows creatures who are not able to naturally breathe water to do so. This effect is permanent and has no side-effects while the creature remains fully submerged in water. It is only when that creature attempts to leave the water that the insidious effects of *doomkelp* become apparent. If this occurs, the creature immediately begins to suffocate and will die in 1d4 rounds plus the creature's constitution score. If a creature does not have a rated constitution score, it will suffocate and die within 1d4 + 1d10 rounds. If a creature returns to the water, this effect ends immediately.

Dark Lore. Traveler's tales abound with tales of *doom kelp* and its fateful effects. The crew of the good ship *Fairwind Cutter* was deceived by the illusions of a sea hag and beguiled into eating a hearty portion of doom kelp. They were unable to leave the shallows and return to their ship and were summarily herded like cattle by the hag and her scrag servitors so that they could be leisurely eaten over a few months. Another report would have it that the famed Grandfather of Assassins used powdered *doomkelp* to poison the

bastard son of King Turic III while he was taking a bath in a coastal pool. When he emerged from the water, he was unable to breathe and suffocated on the spot.

HEXDUST

Favored by witches, hags, and fell priests of the doom goddess, *hexdust* is a magical powder-like substance that can be sprinkled or flung into the air to produce its effects. It is a fine but grainy dust with a dark gray hue, its texture not unlike that of desert sand. Oddly, its presence is known to affect any directional compass within 30' of it, causing it to act wildly unreliable.

When a handful of *hexdust* is thrown into the air, all creatures within a 30' radius are immediately stricken by a malediction of doom, bestowing a -1 penalty to all saving throws made for the next 3d6 rounds. Alternatively, *hexdust* can be carefully sprinkled onto an unliving item of large size or smaller (such as a sword, a dungeon door, a treasure chest, and so on), bestowing a -2 penalty to any saving throw or effect made to damage or destroy it. This effect also lasts for 3d6 rounds.

Dark Lore. The process of manufacturing *hexdust* is a closely guarded secret by those who are capable of doing so. It is rumored that possible ingredients may include the ground horn of a peryton; a still-beating heart; grave worms from a drowned man buried on land; at least one deadly poison; the tongue of a gambler hanged for not paying his debt; water from the lungs of a victim of drowning; tears from a leucrota; the whispers of an unfaithful spouse; and finely ground kelpie strands.

SECRET ORGANIZATIONS AND DIABOLICAL CULTS

“Hideous gibbers and baleful moans flooded that old courtyard and it was only then that I knew I had been drawn in by that damnable cult... and would never see the light of day again.”

– Excerpt from the memoirs of the scholar Rolbard of Lapnathies

Secret societies and hidden sects pervade every level of civilization, from the high-born nobles of the great cities to the religious extremists of splinter cults to the peasants residing among the narrow streets and dark alleys of the poorest slum districts. Even the wildest regions of the hinterlands have their shadowy movers and shakers, motivated by the desire to seize power when there is a vacuum or bring doom upon others to appease their nefarious purposes.

The following examples of wicked cults and secret organizations are only a small selection of much greater forces at work, driven by the machinations of the powerful, unseen, and insane!

THE SLEEPERS OF HUL-CAAD

Three may keep a secret, if two of them are dead. – Benjamin Franklin

A minor god of old, Shuss oversaw the celestial domains of secrecy, intrigue, and hidden knowledge. Worshiped by few, but opening the way to hidden knowledge for those who did serve him, the Lord of Secrets maintained hidden temples and pockets of worshipers throughout the lands of men. Over the centuries, Shuss's influence waned and his worship slowly died off, until there were only a handful of his worshipers left. Because of this, Shuss became increasingly weakened and unable to oversee his domain as the Lord of Secrets. Eventually, he was dispatched by Neral, the god of murder, who feasted upon Shuss's divine essence until nothing remained behind but a waning memory.

Meanwhile, in the borderland province of Hul-Caad, the last remaining worshipers of Shuss felt the loss of their divine patron and fell to quarreling amongst themselves as to what should be done. While some fled the order, a group of the righteous few remained behind in blind obeisance to the god of secrets. It was declared that Shuss had simply gone into hiding and would one day reveal himself anew to the world. As their god had gone into hiding, so must they as well. Using a powerful *spell scroll*, the order hid away in a subterranean temple beneath the city streets and placed themselves into *temporal stasis*, trusting that one day the god of secrets would reveal his plans and awaken his faithful. Unfortunately for the sleeping faithful, their god was not in hiding at all and so they slept, untouched by the passage of time, for centuries on end.

Not too long ago, something DID wake them. Their divine spells and beliefs miraculously restored, the faithful awoke to find themselves in what amounted to a sealed tomb of sorts. Centuries had passed and the city of Hul-Caad was long gone, replaced by rolling hills and old stones scattered across the countryside. The city had been forgotten and so too had the last few worshippers of Shuss. The cult had become a living secret, unknown to all.

Currently, the Sleepers of Hul-Caad are working to restore their temple in the hidden subterranean vault beneath the open woodlands. They operate under the cover of darkness and protect the knowledge of their existence at all costs. They believe they have an extremely important role to play in the divine scheme of things and they still pay homage to the Lord of Secrets, even though it is not clear who is granting them their spells and powers. They wait for signs and portents to show the way, all the while rebuilding the foundations of their faith.

The followers of the Lord of Secrets wear deep robes of crimson, black, or dark grey. The robes are voluminous and often hide numerous surprises. One member found herself cornered only to open her robes and reveal a half dozen floating, waiting daggers pointed tip first at her attackers, ready to dart forth and slay. They are sneaky, well-informed adversaries and go to great lengths to both conceal their plans and to know those of others. Spycraft, deceit, and lying come second nature to them and there always seems to be a backup plan for everything. It can be said that even their backup plans have backup plans.

Lore. Not much is known about the true nature of the Sleepers of Hul-Caad as their province is both in the keeping of secrets and also knowing that which is hidden from others. Still, some very old tomes reveal glimmers of truth about them. In *Brodan's Border Tales*, the worship of Shuss is mentioned in passing, relating to an incident of blackmail among the ruling class that led to infiltration at the highest levels of the aristocracy. The faith also makes an appearance in *Bowbe's Roadside Companion*, where a group of monks is revealed to be assassins in the service of Shuss during a tavern brawl that resulted in the burning down of the dockside roadhouse Black Ultan's Arm in the port city of Ginor.

THE HERESY OF THE VOID

I whispered into the darkness... and something whispered back.

These robed, hooded cultists worship the raw power of entropy and the gradual decline of order in the universe. They prophesize that all is in decline, inevitably breaking down and that soon everything will be consumed until only darkness... and once the darkness itself is consumed, then nothing... remains.



The Heresy of the Void is a small, offshoot cult that is often cited by more mainstream faiths as a good example of what can happen when the onepious give in to the whispers and temptations of darkness. In times past, the Heresy of the Void (or simply “The Void” as they are known among themselves) began as a small order of disavowed and heretic clerics from a handful of other religious orders, defrocked from their various faiths. Together, they began worshiping darkness as their new divine sphere of influence, but this focus subtly shifted as the years passed by until the Heresy openly worshiped the consuming power of entropy as their primary deity.

These ur-priests are almost certainly all insane and cite *“hunting the many, diverse servants of the gods in all their forms”* as their primary goal. They do whatever they can to murder clerics of all faiths and particularly seek out divine champions (such as paladins and the like). The desecration of holy sites is a secondary goal and falls into their dogma as ex-servants of a diverse number of faiths, striking back at the gods who have spurned them.

Lore. Since its inception, the order has performed a terrible ritual that consists of desecrating holy places and then *disintegrating* captured clerics of other gods to send them into the “great void beyond”. After one such ritual in the port-city of Ginor, a sizzling, crackling *sphere of annihilation* suddenly appeared, sucking in all who were assembled before silently hovering above the lone, surviving member of the order and whispering prophecies to him. Was this a manifestation of the minor god Shuursak (see page 13)? Was this an attack by a rival cult or organization? Did some strange ripple in the cosmic source code of the universe result in this bizarre occurrence?

SHADE-DRUIDS OF USK-VAR

Nature is unnatural.

This loathsome sect of insane, albino druids embrace the undeniable will of change, believing that mankind is ultimately destined for an existence of dead flesh. Just as we grow and then shake loose from the mortal coil, so shall we rot, crumble and live again. To the shade druids of Usk-var, the human form is naught but a chrysalis to a higher level of existence and those who are willing to make the sacrifice to achieve it may one day attain the pinnacle of this earthly existence – lichdom.

The shade druids of Usk-Var believe that what most folk see as the natural order is a flawed perspective and that only their process of unnatural selection is true. Undeath is just as much a part of that process as life and those who deny the tenets of this existence must perish to “see the way”. Naturally, this puts them at odds with just about every civilized society, so they keep to themselves in the furthest reaches of their dark forests and blighted hollows. Only occasionally do they venture forth to bring some new revelation to the world or track down someone (or something) that they view as heretical. Who can divine the will of such mad beings?

Lore. Most adventurers will likely go their entire lives without ever hearing of these repellent beings from the overgrown ruins of Usk-Var... and that’s a good thing. Usk-Var itself was an ancient kingdom that fell into decadence and wickedness in ages past. At least one ancient text insists that it was “*swallowed up by the earth, consumed by the very forests on its borders*” while another says “*Usk-Var paid the price for its blight on the land when the land had finally had enough*”. What exactly these passages refer to or ultimately mean is unknown, lost to time. Something evil has long festered in the shattered, crumbling ruins at the heart of that ancient forest. If the shade druids are the symptom, then Usk-Var is the disease.



EVIL BOOKS AND SORGEROUS TOMES

Take care that as you devour the secrets of these eldritch tomes that they don't in turn devour YOU.

THREE EVIL SORCERIES

Also known as *The Lundur Chants*, this cumbersome iron-bound book was recovered from a vast, mountainous ruin far to the south and carried overland into the civilized lands of men at a great cost. The tome is large, measuring more than three feet on one side and being more than a foot thick. Its cover is plain and nondescript, bearing only a single, curious-looking rune in the lower right corner. The book has cold-wrought iron corners and hinges and is quite heavy, clearly made for someone of greater than human size.

While the tome has but three spells inscribed within, these spells are very powerful and are accompanied by a variety of other useful treatises. The spells – *astral spell*, *imprisonment*, and *time stop* – are all recorded in the book on two pages each, requiring both an understanding of the archaic southern tongue it is written in and *read magic* (or its equivalent) to decipher. *Three Evil Sorceries* also dictates the process for creating a homunculus and binding it to the caster's lifeforce. Any magic user of at least 7th level will be able to understand these intricacies and, if able, create a homunculus of his own. The tome also describes the process of attracting either an imp or a quasit to become a familiar (through the use of *find familiar*,

resulting in an automatic success of the type desired). Finally, the alchemical formulas for creating both *oil of ethereality* and *dust of appearance* are outlined in the latter pages of the book so that a magic-user of the proper level may create them with no chance of failure.

For all its many useful qualities, *Three Evil Sorceries* does come with a hefty cost for those who possess or attempt to use the tome. A trio of night hag witches known as the Stygian Sisters (and in the straightforward words of the southern wizard Ulicaster, "The Hell-Crones") haunt the book and will unleash their devilry upon those in possession of it, seeking to slay them and bring their soul to Hades to form larvae – a valuable commodity to both demons and devils alike. For every night that the book remains in the possession of the one who has used it (or read even a single paragraph from its pages), one of these night hags will visit them in the blackest hours of the night. If that night hag is slain, her spirit will return to Hades to reform and one of her sisters will take her place. This cycle goes on and on until either the night hags have killed the user or all three have been slain. If all three are dispatched, they cannot haunt the reader for a full month, after which the cycle begins anew.

Lore. For many years after its recovery, *Three Evil Sorceries* was under guarded lock and key in the Temple of Divine Mysteries in the kingdom of Lapnathies. Several months ago, the book was stolen after a sudden attack on the temple by summoned mezzoloths, during which an unknown intruder slew the tome's guards, penetrated

its magical wards, and stole the book away. Divinations and *legend lore* spells revealed only that it had been taken to the north and had been used briefly in the ancient ruins of Dun-Tharos for an unknown purpose. The ultimate fate of *Three Evil Sorceries* – or who stole the tome in the first place – remains unknown.

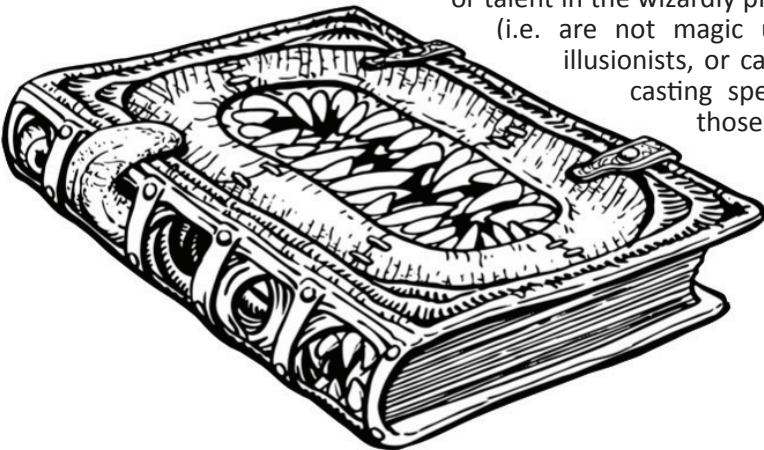
TABLEAU OF THE GIBBERING MAW

"This book is alive. That is a fact. How alive? Well, about as alive as a book can be I guess... and its hungry. Always hungry."

So begins the brief dissertation of Salla "Coldspells", a retired adventuring wizard from the west, on this little-known spell-tome, in her memoirs *Sleeping in the Mud and Other Amazing Tales from the Road*. The book is of standard size, with a thick leathery cover of unknown origin, iron-snapped bindings, and heavy leather clasps. It is hardy and sturdy, appearing to be made specifically for traveling and use outside of the library.

In truth, the book is a conduit to a magically-sensitive outer planar being that has many of the same qualities as a *bag of devouring*, although there are several important differences. The tome is receptive to the touch of beings who can channel eldritch spell energy, such as magic-users and illusionists. Even at the lowest of levels, these beings can handle the *Tableau of the Gibbering Maw* without any ill effect and may not ever discover that it is an actual living creature should they be unable to decipher its mysteries or if no one else is around to handle it.

For those who do not have training or talent in the wizardly profession (i.e. are not magic users or illusionists, or capable of casting spells from those spell



lists), the tome suddenly becomes very dangerous. If directly handled or opened, the book comes alive, spontaneously developing eyes, tongues, and a sizable maw of gnashing teeth on its cover. This mouth serves as a feeding orifice, leading to a substantially more massive creature on the other side of the book's gaping maw. It will attempt to draw its victim into its gullet in a most unpleasant and violent fashion. The *Tableau of the Gibbering Maw* has a base 75% chance for success, less the strength bonus for "damage", each +1 = 5% base chance. Thus an 18 strength character (with +2 damage) is only 65% likely to be drawn into the book, while a 5 strength character (with -1 damage) is 80% likely to be drawn in. The book radiates obvious magic and can potentially devour an unlimited amount of victims.

When first encountered, the Tableau of the Gibbering Maw appears to have only one spell in its repertoire - a *gate* spell that calls forth a very specific, yet unknown being. If this feature of the book is activated, a ravenous entity to which the book is bound is summoned, literally sprouting from the book in an explosion of gnashing teeth and serpentine tongues. This nameless, gluttonous being exists through a portal to the demi-plane of gluttony, a wet, squamous place composed of biting orifices, impossibly-long tongues, and pulsing musculature.

This creature does not attack but will defend itself if it is attacked. If this entity is fed an intelligent living creature of medium size or larger, it will reveal one of its spells. As it is successively fed more and more creatures, it will reveal more spells, each one of a successively higher level. This process continues until the last spell is revealed so that when there are no more spells to reveal to the reader, the entity instead attacks the wizard using it. It will attempt to draw the wizard in the same manner as described above.

The spells contained and subsequently revealed in the tome are *confusion*, *feeblemind*, *forget*, *geas*, *mass charm*, *power word blind*, *power word stun*, *repulsion*, *shout*, and *suggestion*. The lowest level spells are revealed first, with spells of higher level subsequently being discovered after each "feeding" by the book.

Lore. The few wizards who have studied this tome almost unanimously agree that it is less a tome of knowledge and more of an enspelled trap for other spellcasters. There has been much conjecture on whether there is an actual monster called forth by the *Tableau of the Gibbering Maw* or if the thing that comes through is the demi-plane of gluttony itself. The tome seems to devour everyone who pursues it to its end, eventually, and few have escaped.

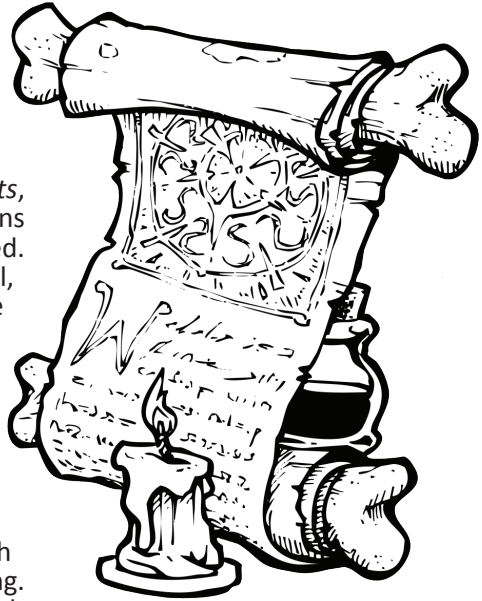
THE NINE DESPAIRS

Originally penned in the hand of the exceptionally cruel necromancer Argaustulin, these scrolls are both very old and very fragile. They are sometimes known as the *Mul-kuk Fragments*, so named for the crumbling ruins in which they were discovered. There are nine scrolls in total, written in blood taken from the backs of Argaustulin's slaves as they toiled to carry him about on a massive litter of bones.

The scrolls are contained in yellowing ivory scroll tubes of large size that have all been meticulously carved with scenes of horrendous atrocities. Each container is nearly 3 feet long. The tubes are capped on both ends with adamantine seals, each fashioned to represent a snarling, demonic visage. The handwriting on the scrolls is of a flowing dialect and variety that has not been seen in the lands of men for many hundreds of winters.

Each of the scrolls details one of nine steps that are necessary for attaining lichdom, and with each of those steps, an accompanying spell. Liches are, of course, undead spell users of the highest order and the process of becoming one is both a difficult and deadly affair. *The Nine Despairs* centralizes the information for doing so, making it unnecessary to track down all of the information on its own.

The spells included in *The Nine Despairs* are *death spell*, *enchant an item*, *geas*, *legend lore*, *limited wish*, *magic jar*, *mind blank*, *permanency* and *trap the soul*. The reader doesn't need to attempt to attain lichdom as they learn the spells, though the instructions on



how to do so are laid out for them. The scrolls contain a fair amount of archaic conjecture about the use of the spells and brief dissertations on each. These notes give the wizard attempting to learn the spell a 10% greater chance of being able to do so if they are studied before an attempt is made.

Lore. While a great number of religious orders and goodly wizards abhor the thought of an evil work like *The Nine Despairs* being loose in the world, several learned folk from a variety of races believe it to be a trap laid by another, greater lich so that those who complete the process described on the scrolls enter into an undead state completely in control of this fell being. Some have even gone an extra step and say that there is enough supporting evidence scattered about a dozen historical references that this being may even be the necromancer Argaustulin... who may have gone on to become a lich himself!

NAGA BOB, VETERAN ADVENTURER

*“... and even when we serve, we make the rules.
We bow to no man’s ultimate command, dance to no wizard’s
drumming, join no mob, hark to no wildering hate-call.
When we draw sword, it’s for ourselves alone.”*
– Fritz Leiber, *Swords in the Mist*

Hired sword. Tomb plunderer. Gambler. Tempter of fate. Half a hero, half a scoundrel. The veteran adventurer Naga Bob is all these things and more, all of which he will happily tell you about over a frothy mug of Noddy’s Milk-Mead or a pint of Old Crimson Dandy.

Naga Bob is short but wiry and thick-muscled. He prefers to be clean-shaven when he can, wearing a jeweled eyepatch over one eye... though which eye that is may differ from one day to the next. He has a swarthy complexion and black hair cropped close. He wears fine-fitting leather armor, carries a sword, and dagger at his belt and wears distinctive snake-pattern naga-skin boots.

As a traveler, seeker of lost treasures, and seasoned explorer of the highest order, Naga Bob has been from one end of the world to the other. He has explored ancient ruins in the wild hinterlands of the north, evaded cannibals amid cyclopean ruins in the southern jungles, traversed the back streets and crooked alleys of every city from coast to coast, and delved into the far reaches of the deep earth, always in search of gold, jewels and magic that he can seize for himself. He has sat upon glowing thrones in forbidden dungeons (and is said to have gained unearthly, cat-like agility from doing so), drank from magic pools at the heart of an enchanted forest, and is even said to be favored by the fates themselves... some even claim that he cannot die!

Naga Bob can be found carousing in bawdy roadhouses and gambling away his latest plunders in dockside taverns of the lowest repute. While he is no bandit or thieving brigand, a chance meeting on the open road is not out of the question, on his way from one place or the other. A cheerful disposition and the sheathing of swords may even give way to stories around a shared campfire or a much-welcome piece of advice about the road ahead. Naga Bob isn’t a cold-blooded murderer, but that shouldn’t lead one to believe that he’s not a killer. If threatened or attacked, he has no qualms about dispatching his foes as quickly and efficiently as possible.

NAGA BOB

Human Male

7th level Thief

5th level Fighter

Neutral

Armor Class: -2

Hit Dice: 12

Hit Points: 64

St 14 I 13

Ws 11 Dx 20

Co 15 Ch 15

+2 *shortsword*, +1 *dagger of throwing*, +2 *studded leather*, *boots of striding and springing*, *eyepatch of seeing*, *ring of protection +1*, *rope of climbing*.

Eyepatch of Seeing – Naga Bob wears a finely-tailored black eyepatch, inset with a finely cut gemstone. It has been observed that the color of the gemstone seems to subtly change from time to time. The eyepatch is magical, acting for all intents and purposes as a *gem of seeing*.

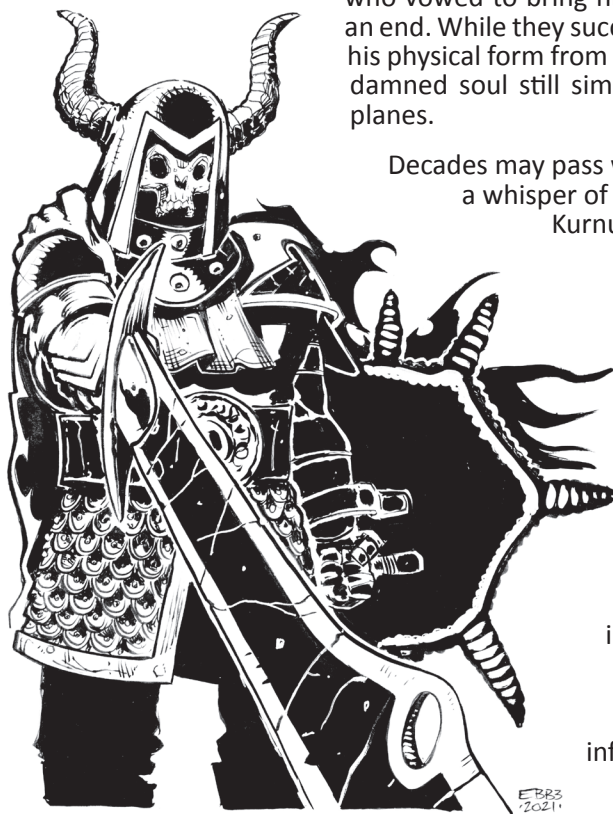


SAINT KURNUS, THE FALLEN

“To serve the gods of the outer dark, he forfeited the warmth of the light.” – A Betrayer’s Tale, by Cyrolin of Feli

The sad tale of Kurnus the Fallen is a story known by many, told around roadside campfires, strummed by hungry bards in taverns, or as a warning to young initiates on the temptations of evil. In days of old, Kurnus was a powerful servant of the gods of good but fell under the insidious sway of evil. Tempted by the forces of darkness in a bid to increase his power, Kurnus abandoned his vows to the lords of light and subsequently found himself betrayed by his new masters. As a fitting reward for his treachery, the gods of evil transformed Kurnus into a death knight, cursed to relive his failure again and again.

Kurnus terrorized the lands of men for decades, a lone knight in ragged black that would often appear out of nowhere to visit doom and damnation to all on the field of battle. Responsible for countless atrocities, he was eventually hunted down and destroyed by a company of powerful paladins, clerics, and wizards who vowed to bring his reign of terror to an end. While they succeeded in banishing his physical form from the living world, his damned soul still simmers on the lower planes.



Decades may pass without so much as a whisper of his name, and then Kurnus will emerge from his grim, crumbling volcanic fortress in the Abyss to pursue some mission for the gods of evil. He has grown strong as the centuries have passed, rivaling the most powerful mortal adventurers in capability. Kurnus is a deadly and very experienced adversary, an infamous boogeyman of veteran adventurers.

SAINT KURNUS

Former Human Paladin, now a Death Knight

Chaotic Evil

Armor Class: -4

Hit Dice: 14

Hit Points: 140

Special Attacks/Defenses: See below

Deathwhisper (+5 longsword), *Belt of Cloud Giant Strength*, *Cloak of Displacement*

Equal to the most formidable of liches in sheer power, Kurnus is one of the most horrible undead creatures to ever exist. He cannot be turned or dispelled through any mortal means (requiring divine intervention to do so) but has power over undead equal to that of a 12th level evil cleric. He has 80% magic resistance and if a 11 or lower is rolled on the percentage dice, the magic spell will be reflected at the caster (roll each time a spell is attempted).

Kurnus has strength equal to that of a cloud giant, attacks 3 times each round, and wields the magical sword *deathwhisper*. A single melee blow strikes at +10 to hit and inflicts 1d8+16 points of damage. A killing blow from the sword unleashes a thunderclap that stuns all living creatures (as a *hammer of thunderbolts* would) within 90 feet for one round. When on the field of battle, he may ride any manner of hellish steed (determined by the Game Master) but is always of a powerful sort and will obey him without question. Kurnus has many powerful abilities that derive directly from his accursed state. He generates *fear* in a 30' radius, can create a *wall of ice* at will, and has *true seeing*. Twice a day Kurnus can use *dispel magic*, *teleport*, and *gate* in a demon of type I-V with a 100% chance of success (though he can attempt to *gate* in a type VI demon with a 30% chance but is loathe to do so because of the price he will ultimately have to pay this rival infernal power). Once each day he can use any one of the *power word* spells, generate a *symbol of pain/stunning/death*, and unleash a 20-dice abyssal *fireball* that not even immunity to fire can protect one against. Where appropriate, the effects of these magical abilities is at the 20th experience level.

THE GRAND HERESY OF CHERNOBOG PRIEST-LICHES DRIVEN BY HATE!

Hatred fuels the engines of strife and burns away the power of reason. It is a cruel and unforgiving master.

These dreaded creatures are liches who served as clerics of Chernobog during their mortal lives, furthering the spread of evil, tyranny and destruction wherever they roamed. The Heresy of Chernobog are skeletal, emaciated humanoid creatures with glowing red eye-sockets that burn with fiery pinpoints of hatred. They adorn themselves in the unholy vestments they wore in life, often bearing Chernobog's holy symbol on a tattered tabard or circlet of some sort.



During the notorious “Great Culling” that saw the faith almost hounded into extinction (and their temple-fortress at Dun-Tharos destroyed), the most powerful hierarchs of the faith of Chernobog were forced to scatter to the winds due to the widespread destruction of the organized priesthood at the hands of servants of good. They called out to their dread god for succor and were answered. Chernobog revealed to them a ritual they could undergo to serve him for all eternity, outlasting the religious crusades of their times.

As several hundred winters passed, more than three dozen of Chernobog's faithful underwent this terrible ritual, condemning themselves to

undeath to serve their god's whims throughout the ages. Some of these creatures kept themselves hidden among the living, leading their temples from the shadows and plotting the downfall of civilization. Others formed small, secret orders within the Grand Heresy while still others hid away in subterranean vaults to hatch new intrigues and conspiracies, all the while ensuring the survival of Chernobog's worship.

Many of these liches have been destroyed by adventurers and holy orders over the years, though several pocket cells remain. They are most often encountered alone, though groups of three or more have been known to exist. There is even a long-standing rumor that as many as eight of these fell beings exist in suspended animation somewhere beneath the streets of Lapnathies.

The undead of the Grand Heresy of Chernobog are much like other liches – once-great mortal spellcasters who embraced death in exchange for unnatural long existence. There are, however, a few key differences. The mere sight of one of these terrible beings is enough to cause any living creature below 5th level to not only be stricken with *fear*, but with *weakness* as well. If a save vs paralyzation is not made, the afflicted being temporarily loses one half of their strength score for 2d6 rounds in addition to the effects of the *fear*. In addition to the normal array of spells that liches find themselves immune to, those serving Chernobog in the Grand Heresy impose a -2 penalty to be successfully turned by clerics of other faiths.

Provided below is a sample lich for the Grand Heresy of Chernobog.

KZAR-THUUL “OF THE SEVEN AND ONE BLACK OMENS”

Chaotic Evil, AC -3, MV 6", ATKS 1, DMG 1-10 + *paralyzation* or by 1-6 + *withering*, HD 12; SA/SD +1 or better weapon to hit, *fear*, *paralyzation*, spells, immunities; spells as a 16th level evil cleric; possesses a *scroll of creeping doom*, *staff of withering*, *ring of protection +3* and an *iron flask* (containing a type II demon); Kzar-Thuul is accompanied by 1d6+1 wights (50%) or 1d4+1 huecuva (40%) or both (10%).

CURSED BARROW OF WHISPERING SKULLS

A quiet hamlet in the middle of nowhere. A terrifying mystery unleashed on an unsuspecting populace. What are these mysterious floating skulls that petrify the living and stare enigmatically from beyond the grave? What do they want? Does their sudden appearance herald doom for the benign folk of Bentlebow's Ridge or is it something even more sinister?

A long-forgotten barrow-tomb has

been accidentally uncovered by a farmer's plow and seven glowing skulls with gemstones for eyes have silently floated out. They are hovering above the newly uncovered entrance and a murmur of whispers surrounds them. No one is brave enough to approach them but locals fear that the worst is yet to come. Will the characters uncover the mystery behind their sudden appearance and what that might mean for the small frontier settlement of Bentlebow's Ridge?



THAR'S A SOMETHIN' STRANGE HAPPENIN' OVER AT OLE FARMER JESSUP'S PLACE

Two days ago in the small farming village of Bentlebrow's Ridge, a local farmer (one Jessup Elkins) was plowing a freshly-cleared plot of land to the west of his farm when his horses stumbled and his plow disappeared into the ground. As his horses scattered to get free, the ground gave way and created a large hole that revealed a shallow subterranean cavern. Inside, an ancient stone marker bearing a strange pattern of swirling runes was revealed.

Once the dust had cleared, Jessup warily climbed down into the hole and investigated. With dreams of riches and buried treasure in his eyes, he pried at the stone marker until it came loose, revealing a long-abandoned entrance to a chamber underground.

Much to his surprise, out floated seven menacing-looking skulls wreathed in purple flames, each with precious stones festooned in their eye sockets. These skulls quietly drifted to the surface and created a circle around the newly-uncovered barrow, followed by a curious, discordant aura of hushed whispering that seemed to emanate from nowhere and everywhere all at once. Fleeing for his life, Jessup ran into town to tell his neighbors what he'd seen and his disturbing tale has the superstitious locals spooked beyond belief.



Since this occurred, there has not been a single individual brave enough to approach the plot, much less confront the skulls or investigate the barrow. Farmer Jessup refuses to go anywhere near it and has even preemptively discussed moving his family away from the Bentlebrow's Ridge for good.

The characters can stumble onto the circumstances at Bentlebrow's Ridge in several ways. The characters may be simply passing through during overland travel to another destination and stopped in the village to provision themselves. They might have come to the town to meet a relative or friend, or to seek out the advice of an expert who makes their home there. Ultimately, the characters might have been in the right place at the right time, having been summoned by a call for heroes to investigate this newly-uncovered mystery.

Regardless of their circumstance, the scenario begins with the characters riding into Bentlebrow's Ridge to find that the whole town is in an uproar over the disturbance in Jessup's field and it's all anyone can talk about.

RUMORS ABOUT TOWN

The whole settlement is abuzz with rumors and opinions on just what exactly is happening over at Jessup Elkin's farm. They range from the ludicrous to the possibly credible, but it's up to the characters to separate the wheat from the chaff. The Game Master can use any of the following:

"I aint seen nuthin' like this in damn near fifty years! We aint had wizardin' and what not since that pointy hat fellar rode through and turned that Tilly boy into a donkey 'fer tryin' to take his horse!"

"Now look here – this aint the first time we've had strange stuff happen up here in these parts. My granpappy's pappy passed it on down that long 'fore Bentlebrow's Ridge was here that this was the home of some sorta wizard that lived in these parts. He had an ole crooked tower and folks used to come from miles around to get their curses lifted and problems solved and what not. He had a buncha 'prentices too – young fellars that come out here and try to learn his secrets, if'n they had the knack for it."

"My aunt Jennie said them skulls aint nothin' but the devil's bid'ness... and they mean to damn the whole town!"

"My missus and I aim to get out of town 'fore sundown. If what Jessup says is true, then there aint gonna be nobody left alive by dawn!"

CONFRONTING THE SKULLS

There's only one thing wrong with these skulls... they're alive!

As predicted by the townsfolk, there are indeed seven human-sized skulls floating silently above a large hole in the ground. The skulls are in varying degrees of physical shape – with a few bearing cracks or missing jawbones – but are mostly complete. A variety of sparkling gemstones fill their eye-sockets, one to each eye. A constant, hushed susurrus of low whispers surrounds them, seemingly coming from everywhere and nowhere all at once. Other than outwardly looking strange, a bit fearsome, and obviously magical, they do not give off any other indications that they might be hostile.

If approached within 20', the skulls will all turn slowly, casting their hollow, bejeweled gazes down upon those who come near. They will not answer any questions, but if they are addressed the whispering will suddenly stop and they speak as one in a hollow, deep cacophony of voices:

*Rest we did, in graves of old.
Unremembered by tales bold.
Students of magic, book, and spell.
By our master's hand, slain as well.
Imprisoned in spirit, if not in mind.
We nourished his life, our souls resigned.
We now gather, here as one.
To claim our master, Valshathrun.
His skull within, we cannot obtain.
Bring him to us, and*

end our pain. Will you aid us now, against the odds? So we may sleep and dream, amongst the gods?

This is the only thing the skulls will say and if pressed with other questions, they will only stare wordlessly, floating silently and waiting with eternal patience. They take no other action but will repeat their rhyme if asked. On the occasion that someone foolishly attacks them, each skull acts as a 7th level wizard, using its full arsenal of spells against the one who assailed it. This might mean 7 lightning bolts being concentrated on a single player at once or the skulls acting in concert with a series of spells to disable, drive off or kill their attacker. Again, they're not here for a fight but will certainly deal promptly with anyone attacking them. The specifics and spell rosters are left up to each Game Master. They do not pursue anyone who flees.

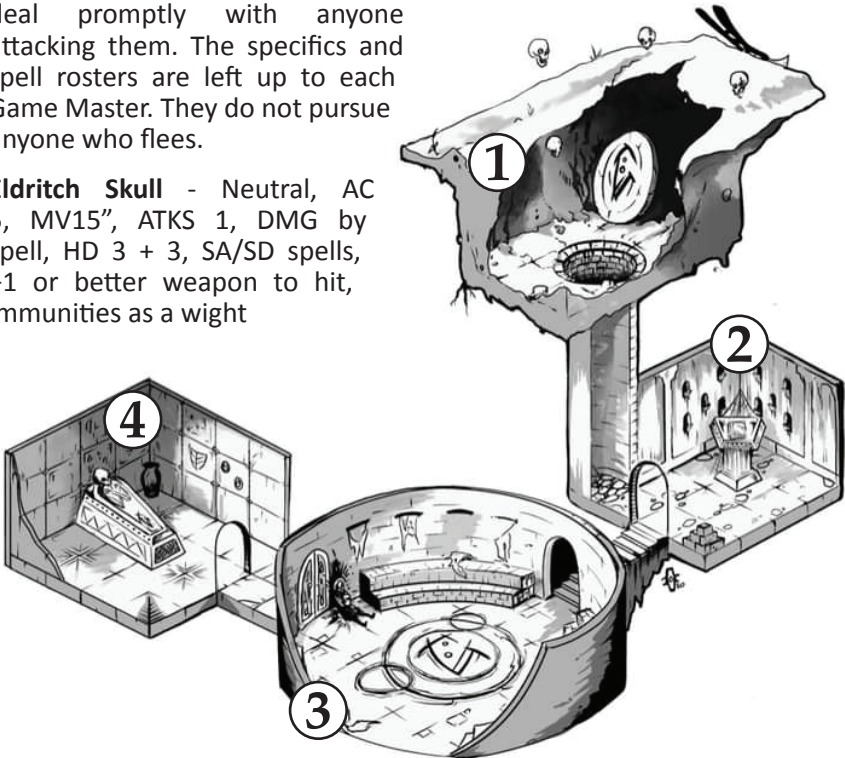
Eldritch Skull - Neutral, AC 5, MV15", ATKS 1, DMG by spell, HD 3 + 3, SA/SD spells, +1 or better weapon to hit, immunities as a wight

Sample Spell List for an Eldritch Skull – 4,3,2,1 – *burning hands, charm person, magic missile, sleep; invisibility, mirror image, shatter, web; lightning bolt, tongues; dimension door*

1-ENTRANCE TO THE CURSED BARROW

"Happy is the tomb where no wizard hath lain, and happy is the town at night whose wizards were all ashes." -H.P. Lovecraft, *The Festival*

The skulls float above a large, ragged hole in the ground that is roughly 15' wide and 10' deep. As characters make their way down, the skulls tilt slowly to look downward and gaze at them silently. A broken horse plow lies on the ground nearby.



Fresh dirt from the recent collapse lines the bottom of the hole and a very old-looking circular stone marker lies thrown to one side of an opening. This entrance leads straight down and into darkness. The marker appears to have been more of a door or capstone, leading to what most have presumed to be an underground barrow of some sort. The door is marked with a curious symbol that no one will initially recognize. However, if a *read magic* spell or similar magics are used, it can be identified as the personal symbol of the long-dead wizard Valshathrun. Otherwise, the door is typical of its kind, competently fashioned from chiseled stone.

The entrance shaft is competently constructed, rather than natural, and leads straight down. After 20' the corridor terminates in an unlit underground chamber.

2 - INNER CHAMBER

A tale of dread despair... written with the souls of the damned!

This chamber is dominated by a finely worked stone pedestal with a flat, tilted top. There are ten skull-sized niches in the walls surrounding the pedestal, leading one to presume that the skulls which currently float outside the barrow once resided within them. A *detect magic* or similar spell reveals a latent trace of magic related to some sort of magical stasis-type effect.

Upon further examination, the pedestal is revealed to be a podium of sorts, upon which

sits a large, brass-bound book of indeterminate age. The book is covered with a thick layer of dust and cobwebs. If the cobwebs are cleared away, the book appears to still be in fine shape despite having been underground and exposed to the elements for a very long time.

The book carries a minor enchantment that protects it from aging but is otherwise non-magical. Its cover bears the same symbol that was inlaid upon the door – revealed to anyone perusing the book in the same manner as the symbol on the door to once again be the personal symbol of Valshathrun.

Within its pages, characters can read all about Valshathrun's many mighty and horrible deeds, including the grim fate of every apprentice who had ever served him. Through perusing the tome, it is revealed that Valshathrun was fond of grooming younger wizards to a certain level of power and then entrapping their souls, binding their spirits within their skulls so that he could draw upon them for power. He brought them to this place, one by one, with the ultimate goal of one day achieving some sort of immortality through the annihilation of their souls.

Despite the horrors that unfold as one reads the book, discerning characters are also able to detect that the hand that ultimately penned these tales idolized Valshathrun. The reason for this is exposed if characters read through until the very end, where it is revealed that the author is Valshathrun's last apprentice – a

young mageling named Theera - who not only served her master until his untimely demise but was also hopelessly in love with him. She spirited away his remains to this specially prepared subterranean vault centuries ago after he was slain in spell-combat with a rival wizard. In time, the tower above was abandoned and with no one left to claim it, it was torn down stone by stone and carted off by locals until it was more or less forgotten.

Theera hoped to one day grow powerful enough to call her dead lover's spirit back from the grave but ultimately died long before she had an opportunity to do so while attempting to unlock the secrets of her master's spellbook, which was trapped with *explosive runes*. Her remains are found in the **Forum** (area 3).

3 - FORUM

Horror outlives the horrible...

This circular room appears to be a forum of some sort, with two tiers of seating on each side of the chamber. The walls are hung with drooping, ragged tapestries that are so worm-eaten and haggard that it is difficult to ascertain what they once depicted. One of the tapestries has completely fallen from the wall while the others all seem to be hanging on by a thread.

A very old, desiccated body is sprawled out on the ground next to the tomb, covered in cobwebs. The mummified corpse wears black robes cut with a mustard-yellow trim that has become severely

tattered and worm-eaten by age. A book is clutched in the corpse's hands, but it can be easily removed.

The book is one of many spellbooks that once belonged to Valshathrun. After he was slain in spell-battle and his tower looted, there was little left in the way of powerful magic for Theera to salvage. She was able to recover this spellbook and brought it here to learn its secrets to call her master's spirit from the afterworld. Unfortunately for her, Theera was slain by *explosive runes* inscribed inside the spellbook—one last insult to her in an ultimately wasted life. Because of her rabid devotion to Valshathrun and the nature of her demise, she persists here as a **burning geist**.

If her remains are disturbed or searched, Theera's spirit will not bother to manifest and attack, having persisted here in her undying devotion to Valshathrun for too long. She will only manifest and attack if Valshathrun's remains are disturbed. See the encounter description in **Valshathrun's Tomb** (area 4) for more details.

The book clutched in the Theera's withered hands is one of Valshathrun's many spellbooks. It is no longer magically trapped (the *explosive runes* having slain Theera before fading away). Aside from some minor notes on outlawed magical theory, the book contains the following spells, one to a page – *dimension door*, *ESP*, *explosive runes*, *forget*, *hold person*, *identify*, *protection from normal missiles*, *read magic*, *shatter*, *slow* and *wizard eye*.

4 - VALSHATHRUN'S TOMB

Some things are better left forgotten.

The final chamber in this underground barrow contains a large, fairly ornate tomb that is the resting place of someone significant. It is the crypt of the dread wizard Valshathrun!

Fortunately for the characters, little was left of Valshathrun after he was slain in spell-battle and only his bones and a few charred scraps of clothing were brought here by his insane apprentice Theera.

The tomb is well-carved and the lid bears Valshathrun's symbol. The top can be easily slid aside, revealing some extremely old, charred human remains, including a skull. If a *detect magic* spell or its equivalent is utilized, there is a latent aura of magic about the bones – a fading residual effect left over from the once-mighty magics that Valshathrun used to bind the spirits of his apprentices to him.

Valshathrun's spirit has long-departed the mortal realm, moving on to its ultimate fate. What does persist is the spirit of Theera, whose

undying devotion and outright obsession with her former lover causes her to persist as a **burning geist**. If Valshathrun's remains are disturbed – say, if players attempt to remove his scorched skull to take outside or investigate the bottom of the crypt for secret doors – Theera's spirit will manifest at the entrance of the chamber, wild-eyed and screaming... and attack!

The unquiet spirit of Valshathrun's former apprentice appears as a tormented woman wreathed in crackling flames that completely envelop her. Her visage appears haggard and tortured, constantly in pain from the magical trap set by her former lover. Should Theera's



spirit touch a character, the flames burn for 1d8 points of damage on the first round and then level loss on the following round. Successive attacks result in additional burning and level loss. Casting any sort of *cure* spell on the victim halts the successive damage and level drain.

Theera, the Burning Geist – Neutral Evil, AC 2, MV12”, ATKS 1, DMG 1-8, HD 7 + 3, SA/SD energy drain (1 level), +1 or better weapon to hit, immunities as a spectre plus immune to fire

THE FINALE

If the characters bring Valshathrun’s skull outside and present it to the circle of bejeweled skulls floating above the barrow, the aura of whispering voices slowly fades away and the skull will drift out of the characters’ hands and into the middle of the circle above them. All the skulls will turn their attention to Valshathrun’s skull and begin to chant in an unknown language. A flickering, greenish glow will slowly coalesce about the skull as the chanting from the circle increases, until Valshathrun’s skull screams in unearthly agony, his spirit is recalled to face judgment at the

hands of his seven apprentices. The skulls then drop to the ground, lifeless and immobile. A *detect magic* or similar spell reveals that no trace of magic remains.

Left behind with the skulls are 14 well-preserved and polished gemstones of exceptional quality. These stones range in color and type but are worth 200 gp each. These stones will also detect as nonmagical.

IN CONCLUSION

With the skulls gone and the barrow investigated, the folk of Bentlebrow’s Ridge are extremely grateful to the characters – especially Jessup Elkins. The characters have proven themselves to be heroes and the local folk treat them as such. The characters forever after have friends and people they can count on in the area, should they need help, a place to hide or shelter for the night. Their names will begin to spread across the countryside as “mighty heroes who vanquished the old wizard’s skulls”.

What ho! A round of your finest ale for these heroes!

MYTHS AND LEGENDS

STRAIGHT OUTTA THE GRINDHOUSE -

KALTARAAG “THE GRAVEYARD OF DRAGONS”

“Fortune and glory, kid. Fortune and glory.” – Indiana Jones and the Temple of Doom

Legends persist that deep in the hinterlands of the north (or in some tales, lost valleys and mountain passes nigh-unreachable by man) there exists a fabled location known as Kaltaraag “the Graveyard of Dragons”. Speculation amongst adventurers and explorers point to it as a place of eldritch magic that beckons dying dragons to their final resting place.

Kaltaraag is sought after for many reasons, but the one that seems to attract the most adventurers and would-be plunderers is the promise of dragon gold, accumulated and then left behind by dragons too greedy to part with it, even in death. While many explorers have sought this legendary place over the centuries, Kaltaraag remains elusive to mapmakers and seasoned veterans of the open road. Is the Dragon’s Graveyard a myth... or is there some truth to the legend?

According to the myths behind Kaltaraag, dragons instinctively know when their time has come. While many legends tell of dragons who perish in secret places (deep within mountains of stone or at the heart of glaciers for example),

that doesn’t necessarily mean that dragons have some sort of natural intuition as to when they will die. In just as many cases, a dragon may tire of probing explorers, greedy adventurers, or wizards who seek to turn their claws, scales, and bones into magical commodities. Others just tire of mortal life and wish to ascend to a higher plane.

Some sages and learned folk claim that Kaltaraag is no graveyard at all, but rather the site of an ancient battlefield. Supposedly, dragons representing law and chaos waged an epic battle here, reshaping the land and leaving nothing but destruction and bones behind. The devastation is said to have scarred the surrounding countryside, leaving behind odd rock formations amid the skeletal remains of dozens of dragons. Hundreds of gems and jewels – once embedded in the hides of these dragons – now lie scattered about and ripe for the taking!

The list of adventurers and eager tomb plunderers who have gone searching for Kaltaraag is long. Some have returned empty-handed while others have not returned at all. Now and again, a small bit of new lore or evidence will surface concerning Kaltaraag, with wild claims that someone has found a fantastic treasure or uncovered

some forgotten magic. Of course, none of these folk are ever able to retrace their steps to Kaltaraag or prove that they had, indeed, found the true Dragon's Graveyard.

According to at least one legend, there are greater forces at work that conspire to protect the location of Kaltaraag from outside forces. Some insist that the spirits of the dragons who came there to die shield the location from scrying and divination spells, while others say that anyone who finds Kaltaraag will in turn be consumed by these vengeful spirits. Others claim that Kaltaraag has its living guardians and that these enigmatic beings are responsible for those who have never returned from their explorations. The truth behind this legend, if any, is unknown.



HERE THERE BE MONSTERS!

“Creature stole my Twinkie.” – Eugene, *Monster Squad*

BLIGHT HAG

Frequency: Very Rare

No. Appearing: 1 or 1d3

Armor Class: 5

Move: 15”

Hit Dice: 5

% In Lair: 10%

Treasure Type: C, Y

No. of Attacks: 3

Damage/Attacks: 1-8/1-8/1-4

Special Attacks: *Weakness, withering gaze*

Special Defenses: Nil

Magic Resistance: 50%

Intelligence: Average

Alignment: Chaotic Evil

Size: L (7’ at the shoulder)

Blight hags inhabit the dank mires and fouled locales of the land’s most inhospitable regions, from coastal saltwater marshes to freshwater cypress swamps and beyond. These horrid creatures are reclusive and hate good will of any kind, preferring to lair in dismal, desolate places. They are physically powerful creatures and have disgusting, mottled hides equal in resiliency to well-made chainmail. The longer a blight hag remains in one place, the bleaker it becomes over time. Blight hags can survive both on land and underwater.

Merely looking at a blight hag is enough to make a creature weak from fright unless that being makes a save versus magic.

If unsuccessful, the creature loses one-half of its strength score for 1d6 turns. Worse still is the blight hag’s *withering gaze*, which can affect living creatures as far as 3” away unless they make a successful save vs magic. The *withering gaze* acts as a successful strike by a *staff of withering* with maximum effect, causing 2-5 points of damage, aging the creature by 10 years, and withering one of the affected creature’s limbs (check by random number generation to determine which limb is struck). Note that ageless creatures (undead, demons, devils, etc) cannot be so withered. A *heal* spell or its equivalent is required to reverse the effects of any withered limb. A blight hag can employ this debilitating effect 3 times per day and delights in gobbling up any unfortunate beings (or their limbs!) so affected.



KYUSS POLYP

Frequency: Very Rare

No. Appearing: 2-8

Armor Class: 9

Move: 1"

Hit Dice: 1

% In Lair: 100%

Treasure Type: Incidental

No. of Attacks: 1

Damage/Attacks: See below

Special Attacks: Carnivorous worms, *death field*

Special Defenses: Regeneration

Magic Resistance: Standard

Intelligence: Nil

Alignment:

Size: M

Infesting only the most forsaken and forlorn places, kyuss polyps appear as bulging, bloated sacs of veiny green membrane that cling to dungeon ceilings, tree branches, and other overhanging natural features that can accommodate their sagging bulk. Each kyuss polyp is filled with disgusting, fat, grub-like worms that visibly crawl about the inside of it.

Kyuss polyps feed and grow by way of their *death field*. This unholy effect drains the hit points of living creatures who come within 30 feet of a kyuss polyp. Anyone doing so must save vs magic or lose 1-8 hit points each round it remains within its radius. Since a kyuss polyp is capable of moving only at a very slow pace (1" round), it is very easy to move outside of this field of effect if a character wishes to do so.

If a kyuss polyp is reduced to 0 hit points, it explodes in a shower of putrid green sludge and carnivorous worms, blanketing everything within 30 feet. All living creatures in the radius of the effect must save vs poison to remove the multitude of wriggling worms that now crawl all over them. Those who make their save can slap all of the worms away before they begin



to burrow into their skin. Those who do not save immediately fall victim to the carnivorous worms' ravages, as they begin to make their way towards the character's brain. This journey takes 1-4 melee rounds to occur and during this time a *remove curse* or *cure disease* will destroy the worms. A *neutralize poison* or *dispel evil* delays the effect for 1-6 full turns. If the worm reaches the brain, the victim dies and becomes a son of kyuss as the process of putrefaction sets in without further delay.

Kyuss polyps regenerate at the rate of 1 hit point per round. Even after they are destroyed, this regeneration will continue, so the only way of permanently destroying this menace is by fire, lightning, acid or the direct application of holy water (or holy objects such as religious symbols, *holy swords*, etc.) to the wounds.

Cunning dungeon inhabitants who recognize them for what they are have been known to cultivate kyuss polyps in certain areas, waiting until adventurers get close enough and then unleashing some sort of effect or damage that causes them to explode. While this is a devious maneuver, a kyuss polyp has the potential to spawn actual sons of kyuss and those creatures can swiftly overtake an area if not controlled or guided by a greater force.

MURDEROUS IDOL

Frequency: Very Rare

No. Appearing: 1

Armor Class: 5

Move: 6"

Hit Dice: 45 hit points

% In Lair: Nil

Treasure Type: Nil

No. of Attacks: 1

Damage/Attacks: 3-12

Special Attacks: *Discordant whispers*

Special Defenses: See below

Magic Resistance: See below

Intelligence: Nil

Alignment: Neutral Evil

Size: L (8' tall)

Much like other magical statues (such as stone golems or caryatid columns), a murderous idol is often initially created by means of a specific magical tome or the whims of a high-level magic-user or cleric. At some point along the way, they become twisted and tainted by evil sorceries or eldritch magic, either specifically during their creation or through long-term exposure, particularly in a hateful or diabolical place. Rage and hate infuse their bodies, causing them to lash out and seek to destroy living creatures.

A murderous idol can appear in nearly any conceivable form, but most often appears in at least a vaguely humanoid one. Ruined churches, ancient temples, and accursed wizard towers are all places one might find a murderous idol. It prefers to remain in and lurk about such locales, inextricably tied to the evil of these bleak places.

The murderous idol begins combat by unleashing its *discordant whispers*, a susurrus of confusing, angry voices that represent all of the rage tied to them. The voices seem to erupt from



everywhere and nowhere all at once. This effect is similar to a *confusion* spell, affects all living creatures in a 30' radius, and lasts for up to 8 melee rounds. The murderous idol also attacks physically (using its fists to rain down blows) or wields a carried weapon that is already built into it during its initial construction. These creatures are very powerful and can smash through doors and other structures of normal construction. It is capable of doing 1 point of structural damage to wood or stone structures every other melee round.

Normal weapons do not affect a murderous idol. A weapon of +1 or greater enchantment is necessary to harm them. The only spells which affect a murderous idol are *dispel evil* (causes it to become immobile for 1-4 rounds), *mud to rock* (which will restore all damage done to a murderous idol), *rock to mud* (acts as a *slow* spell for 2-12 rounds) and *stone to flesh* (which makes the idol vulnerable to normal attacks for 1-4 rounds).

WITCHMAW TROLL

Frequency: Rare

No. Appearing: 2-8

Armor Class: 4

Move: 12"

Hit Dice: 8

% In Lair: 40%

Treasure Type: D

No. of Attacks: 3

Damage/Attacks: 3-9/3-9/3-18

Special Attacks: Rending

Special Defenses: Regeneration

Magic Resistance: Standard

Intelligence: Low

Alignment: Chaotic Evil

Size: L (9' + tall)

This terrible monster is a horrid offshoot of the common troll that has been specifically bred by the hags of the northern hinterlands to bring out all of its worst and most dangerous qualities. They are greatly feared by almost all creatures, as they are unalarmed of anything that walks on two legs above ground. Both their eyesight and sense of smell are very acute and they possess infravision out to 120'. Witchmaw trolls are very strong, capable of rending even veteran adventurers into shreds.

A witchmaw troll attacks with its unnaturally long claws and its great bite. If both claw attacks should hit, the witchmaw troll automatically rends its foe, causing an additional 2-12 points of damage and giving it a +2 to hit

on its bite attack. 3 melee rounds after being damaged, a witchmaw troll will begin to regenerate, repairing damage at the rate of 3 hit points per round. This regeneration includes the re-bonding of severed limbs and such severed limbs can fight on should they not be reattached; a hand can claw or strangle, the head may bite and so on. Total dismemberment will also not slay a witchmaw troll, for its parts will scuttle about in an attempt to reattach themselves until the creature can arise once more. Only by being burned or immersed in acid can a witchmaw troll be permanently slain.

Even though they are entirely irrational creatures, a witchmaw troll will still bend an ear to listen to the commands of the hag who bred it. Whether by nature or learned behavior, these creatures fear the hags and swiftly fall in line when commanded by them.



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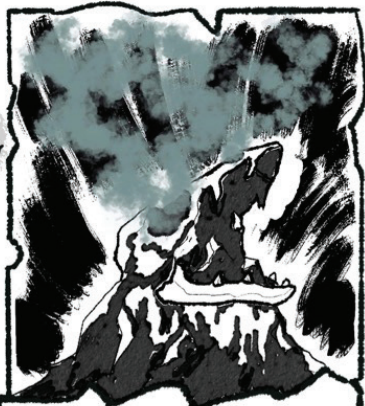
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SAVE vs DISBELIEF!



The FLENSING HOG is capable of skinning a full grown man in less than a minute! What it does with the skin cannot be mentioned in polite company!



On the fabled SKULLCANO ISLAND, a monster's skull the size of a fortress is said to have been spiked on top of a smoldering volcano by the gods themselves!

The
port-city
of
GINOR!



It's rumored to have more thieves and pickpockets per square mile than any other location in the world!



**COMING TO KICKSTARTER
THIS HALLOWEEN!**