

THE TANGLED SKEIN OF DESTINY

A DUNGEONS & DRAGONS® *LIVING
FORGOTTEN REALMS* ADVENTURE

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SPECIAL THANKS TO DAVE KAY FOR ALL OF HIS WORK AS WRITING DIRECTOR
ON THE EPIC CAMPAIGN'S FIRST SEASON. THOUGH THE TORCH HAS NOW
PASSED, I AM SURE HIS EVIL, EVIL PRESENCE WILL BE FELT IN THE CAMPAIGN
FOR YEARS TO COME.

A trail of assassination and devastation leads to Lolth's throne. The path to the Queen of Spiders is treacherous and the soul of many a brave hero is trapped alongside the demons ensnared in her webs. Can you weave your way through the Demonweb to untangle the truth? A **three-round** *Living Forgotten Realms* adventure set in the Demonweb for 23rd level characters. This adventure is a direct sequel to *EPIC3-2 Cracks in the Crimson Cage* and the conclusion to the first season of the Epic Campaign.

This is a three-round adventure. We recommend that you allow a minimum of 12-15 hours of playing time.

Based on the original DUNGEONS & DRAGONS® rules created by E. Gary Gygax and Dave Arneson and the new DUNGEONS & DRAGONS game designed by Andy Collins, Rob Heinsoo, and James Wyatt.

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If you want to organize LFR games at home, you don't need to be associated with the Wizards Play Network. You don't need to report your event to anyone, and neither the DM nor the players need to have DCI/RPGA membership numbers. Just find the adventure you want to play, download it, and have fun!

Be sure to keep up with the LFR Community at our campaign website: <http://community.wizards.com/lfr>.

PREPARING FOR PLAY

In order to play this adventure, you'll need copies of the D&D 4th Edition core rulebooks. These are the *Player's Handbook*, *Dungeon Master's Guide*, and *Monster Manual*, or the corresponding D&D Essentials products. Any other rules referenced in this adventure will be noted in the **New Rules Items** section at the end of the adventure.

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read aloud when appropriate. Information about non-player characters (NPCs) and monsters appears in the full stat-block format with each combat encounter. For non-combat encounters, this information appears in abbreviated form in the adventure text.

Along with this adventure, you'll find a session tracking sheet. If you're playing this adventure as part of a WPN event (see above), complete and turn in this sheet to your organizer directly after play.

READING MONSTER STAT BLOCKS

Most of the information should be easy to understand, as it mirrors the information presented in the *Monster Manual*. Attacks may have a letter next to them designating the type: M for melee, R for ranged, C for close, and A for area. Auras are designated with the O symbol, as well as the aura keyword.

A lower-case letter (used only for certain melee and ranged attacks) denotes that the attack can be used as a basic attack.

Brief descriptions of the monsters and other information can be found in Appendix 3.

All monsters have been updated for the latest monster design standards for damage, defenses, and style. In some cases, abilities have been streamlined to reduce complexity and make the encounters easier to run correctly and on time.

IMPORTANT DM INFORMATION

As the DM of the session, you have the most important role in facilitating the enjoyment of the game for the players. You take the words on these pages and make them come alive. The outcome of a fun game session often creates stories that live well beyond the play at the table. Always follow this golden rule:

Make decisions and adjudications that enhance the fun of the adventure whenever possible.

In support of the golden rule, we offer these guidelines:

- **You are empowered to make adjustments to the adventure and to make decisions about how the group interacts with the world.** This is especially important during non-combat encounters, but you may also need to adjust the combat encounters for groups that are having too easy or too hard of a time with the adventure.
- **Don't make the adventure too easy or too difficult.** Never being challenged makes for a boring game, and being overwhelmed makes for a frustrating game. Gauge the experience of the players (not the characters) with the game, try to feel out (or just ask) what they like in a game, and attempt to give each player the experience they're after. Everyone at the table should get a "chance to shine."
- **Be mindful of pacing, and keep the game moving to ensure you finish on time.** Watch for stalling, as play loses momentum when this happens. At the same time, make sure that the players don't finish the adventure too early; provide them with a full play experience. *Living Forgotten Realms* adventures are designed to be played in about 4 hours; be very aware of running long or short, and adjust the pacing accordingly. If that means you need to "call" a combat encounter when it is obvious that the PCs are going to win, then feel free to do so.
- **Give the players appropriate hints so they can make informed choices about how to interact with the environment.** Players should always know when enemies are bloodied or affected by conditions. Give them clues about how to interact with their surroundings so they can

tackle skill challenges, combats, and puzzles without getting frustrated by a lack of information. Encourage immersion in the adventure and give the players “little victories” for figuring out a good choice from your clues.

In summary, being the DM for a *Living Forgotten Realms* adventure isn't about following the adventure's text word-for-word; it's about creating a fun, challenging game environment for the players. Chapters 1 and 2 of the *Dungeon Master's Guide* are filled with good information about being a DM for a D&D game.

APPROPRIATE CHARACTER LEVELS

This Epic Campaign adventure is designed for **level 23** player characters (PCs). Players may only play this adventure with characters that have reached 21st level through play in the *Living Forgotten Realms* campaign. To be clear, it is okay to use a character that was started above 1st level following the rules in the *LFR Campaign Guide* and subsequently reached 21st level through the play of LFR adventures. However, the campaign rules limit new characters to a starting level of 11. It is not legal to create a brand-new 21st-level character specifically to participate in the Epic Campaign.

If a character has reached 21st level but is not the correct level for this adventure, which can only happen by playing the Epic Campaign adventures out of order, that player may adjust the level of his or her character accordingly for the duration of this adventure.

Adjusting Level Up: If a character is below the designated level for this adventure (but has reached at least 21st level), increase the character's level to the correct level for this adventure, following the core rules (so the character gains powers, feats, ability score increases, and so forth as normal). The player may not change any of the character's existing magic items, and the character gains no new magic items.

Adjusting Level Down: If a character is above the designated level for this adventure, reduce the character's level by removing all benefits gained from higher levels. The character may not use any of the magic items or Story Awards gained from Epic Campaign adventures designated for levels higher than this adventure. For example, if a player had to skip the level 21 adventure but has already played the level 22 and level 23 adventures, that character may not use any of the magic items gained from those adventures during the lower-level adventure. Anything that happened in the higher-level adventures is temporarily “unwound,” as if the character had played the adventures in the correct order.

FAILING TO DEFEAT AN ENCOUNTER

If the group fails to defeat an encounter (for example, if they have to flee from a combat because it's too tough or they fail too many checks during a skill challenge) it doesn't have to mean the end of the adventure. In most cases, both success and failure should lead to interesting story outcomes. The PCs might miss out on some XP or treasure, but whenever possible, give them a chance to work around their failure and still bring the adventure to a successful conclusion.

CHARACTER DEATH

If a PC dies during the course of the adventure, the player of that character and the rest of the group have two options, provided that they have access to the Raise Dead ritual (either a PC has it and can use it or the characters return to civilization), they have access to the body, and it is possible to return the dead PC to life.

- **Pay for the Raise Dead ritual.** If the group has access to the body and chooses this option, the component cost is usually divided evenly amongst the group (although this is not required, it is generally considered good form to share the costs). The component cost is 500 gp for heroic tier, 5,000 gp for paragon tier, and 50,000 gp for epic tier). If a PC can cast the ritual, then the component cost is the only cost. If the group must locate an NPC to cast the ritual, that NPC charges a fee equal to 20% of the component cost.
- **Use a power that returns dead characters to life.** Certain characters gain powers that allow them to restore life without using the Raise Dead ritual or paying a component cost. For example, the warpriest (a cleric build from *Heroes of the Fallen Lands*) gains the *resurrection* daily utility power at 8th level. NPCs may not be used for this option unless an adventure specifically says so; a player character with the appropriate power must be at the table (assuming he or she isn't the dead character) and all other conditions for using the power must be met. For example, *resurrection* may only be used at the end of an extended rest, and the character must have died within the last 24 hours.
- **Invoke the Death Charity clause.** If the group doesn't have access to the dead character's body, or if they have the body but cannot afford (or are unwilling) to pay for a ritual, the player can choose to return the PC back to life at the end of the adventure, exactly as if the Raise Dead ritual had been used on the dead character. The details of exactly how the character's body made its way back to civilization are up to the player, or this can be left deliberately vague.

There is no direct cost for accepting Death Charity, but the character forfeits all non-XP rewards for the adventure (including gold, Story Awards, and the opportunity to select a Treasure). The PC cannot participate in the same adventure a second time.

Sometimes, invoking the Death Charity clause is the only option to return a dead PC to life. For example, if the group suffers a TPK and no friendly NPCs know where to find them, then it's unlikely that their bodies can be recovered. The DM is the final arbiter of whether or not a dead character's body can be recovered. Remember, the Death Charity clause is always an option, no matter what happened to the PC. Returning from the dead (by whatever means) is optional and up to the player, but the decision must be made at the table and recorded on the character's Adventure Log. Any character that chooses not to return from the dead is permanently retired from play.

Mounts are not characters. These rules do not apply if a mount is killed during an adventure. To resurrect a dead mount, the owner must pay 20% of the mount's market price at the end of the adventure in which the mount died.

MILESTONES

Whether the characters succeed or fail in an encounter, they generally reach a milestone after every second encounter following the start of the adventure or their last extended rest. Some encounters do not count toward a milestone, usually because they are pure roleplaying encounters or do not pose a meaningful challenge to the party. If an encounter is not intended to count toward a milestone, it will say so. In particular, you should not deny the players a milestone just because they are having an easy time with the combat encounters. After each encounter, inform the players whether that encounter counted toward the next milestone. Reaching a milestone gives each PC another action point and affects some magic item powers.

LASTING EFFECTS

Sometimes a PC suffers a lasting effect that isn't automatically resolved by the end of the adventure, such as the death penalty or the later stages of a disease.

Death Penalty: When a character dies and is brought back to life, that character usually suffers a death penalty. For example, a character brought back by the Raise Dead ritual or a warpriest's resurrection power suffers a -1 penalty to all attack rolls, skill checks, saving throws, and ability checks until he or she has reached three milestones. The player should record the

character's death on his or her Adventure Log, and then keep a running tally of milestones reached. Once the PC has reached the third milestone since coming back to life, the death penalty ends.

Sometimes the death penalty is paid by a character other than the character that was returned to life. For example, if a sentinel uses the restore life power, there is a cost of four healing surges. These healing surges cannot be regained until the PCs who spent the surges (which cannot include the character who was returned to life) have reached three milestones or taken three extended rests. The character(s) who spent the surges track this on their individual Adventure Logs. As each character crosses the appropriate threshold, the death penalty ends for that character, regardless of whether it is still active on other characters.

Diseases: A disease lasts until it is cured or it reaches its final state. Normally, a PC makes an Endurance check after each extended rest to see if the disease improves, worsens, or maintains its current condition. At the end of an adventure, any character suffering from a disease must resolve the disease to either its cured or final state, using the necessary number of extended rests to do so. Other characters adventuring with the PC may aid the afflicted character during this time. If a disease reaches its final state and the PC can get a Cure Disease ritual cast (and pay the appropriate costs), they may do so.

Other Lasting Effects: Other effects that last beyond the scope of the adventure should be resolved at the DM's discretion. Effects that last for a well-defined period of time (those that end after a certain number of days or extended rests) should be resolved at the end of the adventure in which the effect was obtained (unless otherwise specified, such as by a Story Award). Effects that use a benchmark of unknown duration (such as milestones) should be recorded on the character's Adventure Log and tracked across adventures.

It is always the player's responsibility to inform his or her DM at the beginning of an adventure if the character is suffering from a lasting effect.

ADVENTURE BACKGROUND

During the Dawn War, the gods and primordials created abominations, horrific living weapons that fought on both sides. At the conclusion of the war, the remaining abominations were confined to the prison plane of Carceri; those that escaped Carceri were routed to Arvandor, astral dominion of Corellon and the Seldarine, where they were kept in check by the Glorious Hunt.

In *EPIC3-1 The Glorious Hunt*, groups of adventurers traveled to Arvandor and joined the Hunt. The flow of abominations had increased dramatically, and they were tainted with a virulent poison capable of corrupting mortals and immortals alike. Arvandor had become so overwhelmed by these incursions that many of the abominations spread beyond Arvandor into Faerûn itself.

Fearing that these incursions were too much for his *ruesti*, the exalted of Arvandor, to handle, Corellon sent for aid from the fey kingdoms of Faerûn. Through their heroics, the adventurers cleansed Corellon and his *ruesti* of the poison that threatened their very existence.

After their victory, Corellon asked the adventurers to travel into Carceri, to discover the source of the poisonous abominations, and to put a stop to it.

In *EPIC3-2 Cracks in the Crimson Cage*, Corellon sent the adventurers to Carceri, asking them to reach the isle of Agathys, the spawning place of abominations, weapons crafted by the gods and primordials during the Dawn War.

On Agathys, Lolth had used a powerful ritual to take control over the metaphysical funnel that linked the isle to Arvandor. Understanding that a direct assault upon Arvandor would prove to be fruitless, Lolth employed Sinmaker, an enigmatic apothecary detained in Carceri, to craft a poison powerful enough to bring certain death to Corellon, offering Sinmaker his freedom in return. The plan to increase the flow of abominations into Arvandor and infuse them with Sinmaker's virulent poison was working perfectly until the PCs interceded. Her plan foiled, Lolth retreated back to the Demonweb, leaving a number of powerful servants stationed within Agathys to maintain control over the metaphysical funnel. Typical of her nature, she did not hold up her end of the bargain with Sinmaker before taking her leave.

The adventurers journeyed through Carceri and, with Sinmaker's aid, defeated the forces that maintained Lolth's hold over the funnel. With the denizens of Carceri bearing down on them, the adventurers escaped the prison plane through a portal to the Demonweb.

Corellon then requested that the PCs assist him once more by seeking out Lolth and obtaining knowledge and peace as his emissaries.

NEW PLOTS REVEALED

Tsien Chiang, a Shou sorceress of immeasurable power and knowledge wanted to siphon energy from the Demonweb for her evil schemes. Disguised as a young priestess of Lolth, Tsien beguiled Matron Mother Zarylene Oussate of Sshamath to accept her as an apprentice and manipulated Zarylene into discovering

the means by which Lolth could poison Corellon and his realm of Arvandor.

Zarylene prayed to the Spider Queen with her new apprentice's scheme, claiming it as her own. Lolth heard those prayers. As a reward, she summoned Zarylene and Tsien to her court, then departed to launch her campaign against Arvandor.

Following Lolth's departure, Tsien disappeared into the depths of the Demonweb Pits bearing the shard of an ancient artifact. She planted the artifact in an abandoned temple where it siphons power from the Demonweb and channels that power to Tsien.

Unfortunately, the shard is also causing the Demonweb to unravel. Entire sections have dissolved and long-imprisoned demons have escaped into Faerûn.

Zarylene made the connection between her apprentice's disappearance and recent events, so she fled Lolth's halls to the upper layers of the Demonweb, fearing the wrath of the Spider Queen. Lolth returned to her realm, severely weakened and furious that she allowed herself to be tricked. With all of her power bent on keeping the Demonweb together, Lolth must rely on a group of adventurers whose destiny has brought them to her realm.

DM'S INTRODUCTION

This is a delve-style adventure set in one of the most classic and well-known locales in *Dungeons and Dragons* - the Demonweb Pits.

This adventure features a number of new traps and encounter mechanics. To maximize player enjoyment, over-communicate with the players and explain these new mechanics in detail.

This adventure also features a great deal of content, and players may not yet be used to playing at Epic tier. The adventure should run in 12 - 15 hours of play time. Many of the maps are large and detailed, so drawing, printing, or preparing them in advance is advised. Be sure to save 1.5 - 2 hours for the final encounter and conclusion. Pay special attention to underlined sections - they are underlined for a reason!

A number of previous adventures may have an impact in this adventure. Before beginning the adventure, determine which PCs have played *EPIC3-1 The Glorious Hunt* and *EPIC3-2 Cracks in the Crimson Cage*. Other adventures of note: *SPEC2-2 Tyranny's Bitter Frost*, *CORE2-1 Killing the Messenger*, *CORE2-11 The Sign of Four*, *CORE2-12 The Sschindylm Heresy*.

The adventure begins with the PCs standing in the arrival chamber within the Demonweb. They have been tasked with an ambassadorial mission to seek out the Spider Queen and negotiate peace on behalf of Corellon

and his court. However, it is immediately apparent that something is very wrong within the Demonweb - entire sections of the plane are dissolving and crumbling before the PCs' eyes, and horrific creatures once trapped within the Demonweb are being freed into the planes.

The PCs' path takes them through a temple of Lolth where a drow priestess struggles to survive an attack by her kin. After intervening, the PCs discover that the priestess, Zarylene, has fallen out of grace with Lolth. She can help the PCs locate the keys to the Black Gate - the only way to Lolth's court.

The PCs may either accompany Zarylene or retrieve the keys on their own, eventually defeating Eclavdra and breaking through the Black Gate to have an audience with Lolth. Clever negotiation can spare Faerûn and Arvandor all manner of problems, or help the PCs recover some power.

Lolth sends the PCs deep into the Demonweb Pits, as close as she can to whatever is destroying her realm. There, they discover the abandoned Temple to Kiaransalee that Tsien subverted. In a ritual room below the temple, the PCs confront the abyssal shard planted by Tsien. The shard attempts to corrupt and control the PCs, but with skill and might they can overwhelm it.

Encounters 2 and 4 each give the DM a choice of which sub-encounter to run. Feel free to prepare only the sub-encounters you prefer, though some may work better for certain groups.

TOTAL PARTY KILLS (TPK)

Although rare, TPKs happen from time to time. In most cases, the party fails the adventure when every PC is killed in an encounter. However, given the length of this adventure, a TPK can spoil everyone's fun, especially when the players set aside fifteen hours to play and are killed after two. Use your discretion in determining ways for the party to recover from a TPK.

GODS AREN'T PERFECT

Deities, although very powerful, are not omniscient and their power has limits. Throughout this adventure and future adventures in the Epic campaign, the characters will interact with the deities of Faerûn in a variety of ways. In some cases, the characters may come to the aid of a greater deity. In other cases, the characters may stand against the schemes of another. It is important to convey the fact that the gods, like mortals, are flawed and need to be helped or opposed when the time comes. Always remember that the characters are the heroes and they have a special place in this world, one that even the gods cannot deny.

PLAYER'S INTRODUCTION

While this adventure is meant to be played as a sequel to *EPIC3-2*, not all PCs might have played that adventure. For PCs that did not play *EPIC3-2*, they should likely enter the adventure as an ally sent by Corellon. Alternatively, they might be one of the prisoners the PCs freed from Carceri.

If no characters have played *EPIC3-2*, it is highly advised that you run that adventure before this one, as the EPIC adventures are intended to be played in order.

Give the players Handout 1, which explains the story so far.

CONTINUED FROM *EPIC3~2*

Corellon's voice rings clearly, the god significantly recovered from almost dying little more than a day ago. "Lolth's attack on my realm comes as no surprise. However, the fact that Lolth has somehow learned the secret behind my funnel in Carceri and how to manipulate it is troubling. Although Lolth was once a member of the Seldarine, she is one of the few deities not bound by the Carceri Compact.

"I have one more favor to ask of you. Seek out Lolth as my personal emissaries. Learn how she came by this knowledge and see to it that she relents. Be very careful, my friends. You are in the Demonweb now - Lolth's domain. Many heroes have perished here. Do not expect a warm welcome."

"Lolth values power as the highest virtue, so she will speak with anyone powerful enough to best her servants and reach her. If you succeed, I trust you to secure whatever protection for Arvandor and Faerûn is possible."

As Corellon's voice fades, a violent tremor reverberates throughout the chamber and the tunnels beyond, nearly bringing you to your knees.

Give the players Handout 2, which describes the environmental conditions of the Demonweb. If any PCs wish to know more, they can use Arcana, History, or Religion:

Arcana / Religion DC 20: The Demonweb is in a state of flux, with tremors shaking the web as if some great force is assaulting it. It even appears as if some of the divine power maintaining the area around you is rapidly draining away. To reach Lolth in the center of the Demonweb, all petitioners must pass through the Black Gate.

Arcana DC 37: The Demonweb Pits were once the 66th-layer of the Abyss, home to countless demons, as well as special servants of Lolth.

Usually, it is very difficult to leave the Demonweb as Lolth prevents planar transportation and ensnares travelers, but that protection appears to have been removed. If anything, it almost seems as if the outer areas of the Demonweb might fall entirely away.

Religion DC 37: The Demonweb Pits is a highly restricted astral dominion that Lolth maintains. The outer areas are chaotic snarls designed to weed out any who would approach her. Breaching the Black Gate is only possible using four special portal keys given only to Lolth's most trusted servants, or at direct invitation of the goddess.

History DC 37: Many adventurers have traveled into the Demonweb, though few survived. History has recorded two successful expeditions to the Demonweb Pits, the first in 1356 DR and a second in 1377 DR. According to accounts of those expeditions, traversing the Demonweb is like traveling through the hollow strands of a massive spiderweb. The center of the web is protected by a black gate that can only be breached with four mystical portal keys.

The PCs have a small amount of time to perform rituals -up to 30 minutes- for any rituals. Rituals that take more time are interrupted before they can be finished (so do not cost any components).

As long as any PC has **EPIC05 Rescued Prisoners of Carceri**, the prisoners they saved thank them one more time, before they find some way out of the Demonweb:

The prisoners you rescued from Carceri crowd around you, thanking you once more for their rescue from the plane which - until you intervened - could not be escaped.

Give the players Handout 3, so those with EPIC05 may choose an appropriate benefit for this adventure. Feel free to roleplay with any of the prisoners that are there for all of the PCs.

Shortly thereafter, a tear rips through one of the web corridors revealing a rift back to Faerûn, as well as destabilizing the chamber so it imminently disintegrates.

The prisoners immediately decide to take their chances almost anywhere in Faerûn, rather than remaining in the Demonweb, and give their farewells. If the PCs wish to have any of their mounts or companions leave the Demonweb, this may also be an appropriate opportunity.

The PCs have only one productive direction to go: away from the disintegrating edge of the Demonweb. Proceed quickly to Encounter 1.

As the PCs travel, make it obvious to them that the Demonweb is unraveling around them - the first three combat encounters in particular illustrate that point.

TIME LIMITS AND EXTENDED RESTS

The adventure begins immediately after the PCs have been given an extended rest by Corellon, so they should not be able to take an extended rest during this adventure, since they must wait 12 hours before they can begin another. This includes rituals that expedite extended rests, such as the Fantastic Recuperation ritual.

The PCs have 30 minutes during the Introduction, and another 20 minutes during Encounter 11, to perform rituals. It is otherwise difficult to find time to perform rituals or take multiple short rests.

Each encounter that contributes to a milestone allows a single short rest after it. During those five minutes, a PC can perform a ritual or read a scroll that takes 5 minutes.

If the PCs attempt to take an additional short rest, or perform a ritual at a different time, their attempt is interrupted by harrying ambushes, tremors, and other hazards. Refer to Appendix 2.

Any attempt to take ten minutes or more prior to Encounter 10 results in the Demonweb falling apart around them. Any ritual that takes longer than ten minutes is impossible until after Encounter 10, interrupted by an unending assault of drow, demons, spiders, and/or undead.

It can be difficult to raise a dead or dying PC due to these restrictions unless the PCs have access to powers or items, such as the *flask of sin*. Otherwise, there are methods to raise the dead in Encounters 4C, 11, and 12. In the event of a TPK Corellon or Lolth can send aid to the PCs.

ENCOUNTER 1: BELLY OF THE BEAST

ENCOUNTER LEVEL 24

SETUP

This encounter includes the following creatures and traps:

3 hive demon warriors (W)

1 hive demon drone (D)

1 hive demon queen (Q)

Acidic cavern (hazard)

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove one warrior.

Six PCs: Add a second drone.

The PCs arrive at a ledge near the top of a large cavern that drips with acid. The only way forward lies at the bottom of the cavern, 250 feet below. Along the way flying insect-like creatures attack. The PCs must fend off these attacks and avoid splashes of acid while reaching the cavern floor.

When the PCs first arrive at this encounter, read or paraphrase the following:

The enormous cavern ahead is at least 100 feet in diameter. The walls here pulsate as if alive, and from the ceiling stalactites slowly drip a foul liquid which smokes and sizzles as it hits the floor. A few steps ahead, the path abruptly ends, overlooking a chasm. The webs here are thick, rope-like strands that scatter between all of the walls and ceiling.

If the party has a vision source that extends less than 250 feet (50 squares), relay the following:

Looking down and across the chasm, you can see a few large columns extending out of the darkness.

A faint blue glow can be seen on top of a column perhaps one hundred and fifty feet away.

If the party has a darkvision or a light source that extends at least 250 feet (50 squares), relay the following:

Far below, you can barely see the ground. There are many large columns that extend varying heights from the ground; you may be able to use these to help your descent if necessary.

A little more than half-way down on a far column is the body of a male drow. A silver sphere glows blue in his left hand.

The PCs have a number of options to reach the ground floor of the cavern. They could attempt to climb down the walls, swing from ropes or webs within the cavern, or jump from one stone platform to the next. They may also try flying, teleportation, or whatever other means they can come up with. Allow the PCs to be creative while making their descent. Note that the webs make it difficult to simply jump directly to the bottom, even for those who can ignore falling damage.

Once the PCs understand the difficulties of descent, allow each to take a single move action to begin to descend. They can take 10 for the check for that action. If any hesitate to see what happens to the others, they begin the encounter on the entry ledge.

A tremor shakes the entire cavern, making the entry ledge crack ominously and dislodging boulders from the room's columns. The foul liquid dripping from the ceiling begins to pour through widened holes.

Suddenly, the cave echoes with a loud buzzing sound. From out of holes in the columns fly a number of demonic winged insects the size of griffons.

All non-flying creatures must make a DC 20 Acrobatics check or be knocked prone and slid 1 square east by the tremor. The demons emerge from inside the cracked columns. Roll initiative.

At the end of the first round, the entry ledge collapses entirely, sliding all creatures on it 6 squares towards the next column. Any PC on a collapsing ledge who makes a DC 37 Acrobatics check lands safely on the next column instead of falling.

Every round thereafter, a column collapses in the same manner, starting with the highest column and working lower.

FEATURES OF THE AREA

This area has a few important features.

Columns: The columns are all platforms of solid stone. They vary in height from 20 ft tall (4 squares high) to 220 ft tall (44 squares high). The PCs can use these as 'stepping stones' to aid their descent.

Webs: Strands of webbing hang from the walls and ceiling, arranged between the many columns. If a PC would fall more than 60 feet (12 squares), intentionally or accidentally, the webs entangle the PC and arrest the fall. The PC takes 6d10 falling damage modified as for a normal fall and takes a -5 penalty to attack rolls until the

end of their next turn. A PC may climb anywhere in the room on the webs (as per Handout 2 given to the players in the Introduction).

As a move action, a PC may swing on the webbing. A DC 27 Acrobatics or Athletics check allows a PC to swing up to their speed +2 squares and land on a nearby column without taking the first 30 feet (6 squares) of falling damage. A DC 20 check allows the swing, but the falling damage is still taken. A check result less than 20, means that the action is wasted.

Body / Glow: The drow body is on top of the 5th column (150 ft / 30 squares down). It has been burnt by acid and rent by claws. Closer examination shows that it has been drained of blood.

Clutched in the drow's left hand is a silver sphere that is faintly glowing blue. A DC 37 Arcana or History check identifies the sphere as a portal key (see Appendix 1). The drow's boots (*airstriider*) seem untouched by the acid that has burnt the rest of him. It takes a minor action to retrieve either of the objects.

Acidic Cavern Hazard: At the start of each round of combat, PCs notice the highest column containing a PC and a second column two columns further down from the first are obviously threatened by the falling acid. Acid splashes from the ceiling at the end of the round, attacking the columns determined at the start of the round.

The PCs are fully aware of this hazard; they can see where the acid is about to drop and may be able to move away before the round ends.

TACTICS

The queen uses *poison spray* when it is available, or *acid spit* (*acidic claws* if forced to melee) otherwise. She prefers granting *talon skewer* basic attacks to her warriors. She uses *hive movement* and *inspire ally* so she can effectively position or free her allies to attack.

The hive demon drone opens with a *drone* attack, harassing as many PCs as possible.

The hive demon warriors use *talon skewer* to try to impale and carry off PCs, doing their best to isolate the PCs from one another. They prefer to keep PCs grabbed, rather than dropping them, so they can more easily devour them.

ENDING THE ENCOUNTER

Once the PCs have defeated all the monsters in this encounter, they may safely retrieve the silver sphere portal key and leave the cavern. Proceed to Encounter 2.

MILESTONE

This encounter counts towards a milestone.

TREASURE

The drow body on the column 150 feet down has a silver sphere portal key, as well as a pair of *airstriider* boots.

If the PCs do not stop to loot the body (perhaps on their way down after finishing the combat), the sphere falls to the ground and bounces noisily when the fifth column collapses. It can be easily retrieved, but the boots are lost in the pile of rubble from the collapsing room.

ENCOUNTER 1: BELLY OF THE BEAST STATISTICS

1 Hive Demon Drone (D)	Level 24 Skirmisher
Large elemental magical beast (demon)	XP 6,050
HP 218; Bloodied 109	Initiative +28
AC 39, Fortitude 36, Reflex 39, Will 34	Perception +12
Speed 6, fly 10 (hover)	Darkvision
TRAITS	
Mobility	
The drone gains a +2 bonus to AC against opportunity attacks provoked by movement.	
Combat Advantage	
The drone deals an extra 2d6 damage against any target it has combat advantage against.	
STANDARD ACTIONS	
m Rending Claws • At-Will	
Attack: Melee 1 (one creature); +29 vs. AC	
Hit: 4d6 + 25 damage, and ongoing 15 damage (save ends).	
M Mobile Melee Attack • At-Will	
The drone can move up to half its speed and make one melee basic attack at any point during that movement. The drone doesn't provoke opportunity attacks when moving away from the target of its attack.	
C Drone (charm) • Recharge when first bloodied	
Attack: Close burst 2 (non-demons in burst); +27 vs. Will	
Hit: The target is dazed (save ends).	
First Failed Saving Throw: The target is unconscious (save ends).	
TRIGGERED ACTIONS	
Vengeance of the Hive	
Trigger: An enemy reduces the hive demon queen to 0 hp	
Effect (No Action): This hive demon gains a +4 bonus to attack rolls against the triggering enemy until the end of the encounter.	
Skills Bluff +19, Insight +17, Intimidate +19, Stealth +26	
Str 19 (+16)	Dex 24 (+19) Wis 10 (+12)
Con 18 (+16)	Int 11 (+12) Cha 14 (+14)
Alignment evil Languages Abyssal	

Note: Chasme (*Manual of the Planes*) with *vengeance of the hive* adapted from the Demon Master theme (*Demonomicon*). Damage and initiative improved by the queen.

3 Hive Demon Warrior (W)	Level 23 Skirmisher
Large elemental magical beast (demon)	XP 5,100
HP 212; Bloodied 106	Initiative +28
AC 37, Fortitude 34, Reflex 35, Will 32	Perception +20
Speed 6, fly 8 (hover)	Darkvision
TRAITS	
Drag Off	
When the warrior moves while it has a creature grabbed, it can pull that creature with it. In addition, the creature remains grabbed, and the warrior does not provoke an opportunity attack from the creature.	
STANDARD ACTIONS	
m Sword Talons • At-Will	
Attack: Melee 1 (one creature); +28 vs. AC	
Hit: 2d8 + 14 damage.	
m Talon Skewer • At-Will	
Requirement: The warrior must be flying.	
Effect: The warrior flies its speed. At any point during its movement, the warrior can use <i>sword talons</i> twice. If both attacks hit the same target, that target is grabbed. The warrior does not provoke an opportunity attack for moving away from the target of the attacks.	
M Sting (acid, poison) • Recharge 5-6	
Attack: Melee 1 (one creature); +26 vs. Fortitude	
Hit: 4d10 + 25 poison damage, and the target is slowed, cannot shift, and takes ongoing 15 acid damage (save ends all).	
TRIGGERED ACTIONS	
Vengeance of the Hive	
Trigger: An enemy reduces the hive demon queen to 0 hp	
Effect (No Action): This hive demon gains a +4 bonus to attack rolls against the triggering enemy until the end of the encounter.	
Str 24 (+18)	Dex 26 (+19) Wis 19 (+15)
Con 20 (+16)	Int 15 (+13) Cha 23 (+17)
Alignment evil Languages Abyssal	

Note: Hellwasp devil with *vengeance of the hive* adapted from the Demon Master theme (*Demonomicon*). Damage and initiative improved by the queen.

Acidic Cavern	Level 23 Hazard
Hazard	XP 5,100
Hazard: Acid splashes down from the ceiling searing anyone who does not avoid it.	
Perception	
♦ At the start of each round, all characters automatically notice dripping acid that identifies the columns that will be attacked at the end of the round: the highest column containing a PC and a second column that is two further down from that column.	
Attack (acid)	
<i>Trigger:</i> The end of each round.	
<i>Attack:</i> Burst Special (targets non-flying creatures on the column); +26 vs. Reflex	
<i>Hit:</i> 3d12 + 6 acid damage, and ongoing 20 acid damage and a -5 penalty to AC (save ends both)	
Countermeasures	
♦ A creature can move off of the column before the end of the round.	
Note: Custom hazard	

1 Hive Demon Queen (Q)	Level 23 Elite Controller (Leader)
Large elemental magical beast (demon)	XP 10,200
HP 422; Bloodied 211	Initiative +24
AC 37, Fortitude 33, Reflex 35, Will 36	Perception +18
Speed 8, fly 12 (hover)	Darkvision
Immune fear; Resist 15 acid	
Saving Throws +2; Action Points 1	
STANDARD ACTIONS	
m Acidic Claws (acid) • At-Will	
<i>Attack:</i> Melee 2 (one creature); +28 vs. AC	
<i>Hit:</i> 2d10 + 10 damage plus 10 acid damage.	
<i>Effect:</i> An ally hive demon within 2 squares of the target may shift 1 and make a basic attack against the target as a free action.	
r Acid Spit (acid) • At-Will	
<i>Attack:</i> Ranged 20 (one creature); +26 vs. Reflex	
<i>Hit:</i> 2d10 + 20 acid damage, and the target is dazed until the end of the hive demon queen's next turn.	
<i>Effect:</i> An ally hive demon within 2 squares of the target may shift 1 and make a basic attack against the target as a free action.	
C Poison Spray (acid, poison) • Recharge 5-6	
<i>Close burst</i> 5 (enemies in burst); +26 vs. Fortitude	
<i>Hit:</i> 2d10 + 20 acid and poison damage, and the target is weakened (save ends).	
<i>Miss:</i> Half damage.	
<i>Effect:</i> Demons within the burst gain a +2 power bonus to attack rolls until the end of the hive demon queen's next turn.	
MOVE ACTIONS	
Hive Movement • At-Will	
<i>Effect:</i> One ally hive demon within 20 squares moves up to its speed.	
MINOR ACTIONS	
Inspire Ally • Recharge 5-6	
<i>Effect:</i> One ally hive demon within 20 squares gains a +2 power bonus to attack rolls until the end of its next turn and removes any one condition.	
TRIGGERED ACTIONS	
Exhorted Counterattack (healing) • Encounter	
<i>Trigger:</i> An ally within 20 squares of the hive demon queen is hit by an enemy.	
<i>Effect (Immediate Reaction):</i> The triggering ally regains 50 hit points and then makes two basic attacks against the attacking enemy as an opportunity action. If either basic attack hits, the enemy is dazed (save ends).	
Skills Insight +23, Stealth +23	
Str 20 (+16)	Dex 22 (+17) Wis 27 (+18)
Con 19 (+15)	Int 24 (+18) Cha 24 (+19)
Alignment evil	Languages Abyssal
Note: Reskinned angel of authority (MM2) with a simplified warlord template. Static bonuses are removed and factored into the other stat blocks for simplicity.	

ENCOUNTER 1: BELLY OF THE BEAST MAP

TILE SETS NEEDED

Caves of Carnage x2, *Lost Caverns of the Underdark* x2

Most PCs can only see up to 20 squares, so the gray platforms (-24 sq., -36 sq., -42 sq., and -46 sq.) are not initially visible.

The demons emerge from the columns after the first tremor. Do not place them until after the PCs have taken 1 move action and the first tremor activates the encounter.



W = hive demon warrior; D = hive demon drone; Q = hive demon queen

ENCOUNTER 2: FRAYING EDGE

SETUP

The PCs encounter difficulties as they move away from the fraying edge of the Demonweb.

None of these encounters count towards a milestone, so there is no time for a short rest after them.

Run one of the following encounters:

- **2A Demon Escape:** A skill challenge and roleplaying encounter where the PCs witness and help prevent demons escaping to Faerûn, then talk to a drider. Run this encounter for groups that want more information.
- **2B Demon Prison:** A combat/skill encounter where the PCs can travel past ensnared demons, and possibly fight some of them. Run this encounter for groups that need an additional challenge.
- **2C Warded Way:** A simple puzzle lock bars a pathway. Run this encounter only for groups that like puzzles.

Either choose the encounter that is best for your group or allow the PCs to choose by reading the following:

There are three exits from the chamber. Harsh noises, though faint from distance, come from the first two pathways which lead towards large chambers.

The third exit is an enclosed corridor that ends nearby in a twenty-foot diameter door that appears sealed with a complex divine ward of Lolth.

Perception DC 27: The sounds coming from the first two pathways are growls, roars, and screams, as well as curses in Abyssal.

Perception DC 37: The sounds coming from the first path are the sounds of demons celebrating and seem to be decreasing in volume, while the second path's howls are fueled by rage.

Religion DC 27: The warded door's religious iconography suggests it is a puzzle that initiates of Lolth could easily bypass. It could be bypassed without solving the puzzle, but likely not in the little time available to you.

Proceed to Encounter 2A, 2B, or 2C.

ENCOUNTER 2A: DEMON ESCAPE

SETUP

This encounter includes the following creatures:

Many demons (lower level)

1 Maevia, female drider

The PCs see a large rift ahead where demons, freeing themselves from the webs, are escaping Lolth's domain.

A drider priestess works frantically to spin webs around escaping demons. She cannot keep up as several demons rip free from the weakening webbing binding them to the walls and hurl themselves through a large planar rift.

The image on the far side of the rift flickers between familiar scenes from the forests of Aglarond to cities of Cormyr.

Use this scene to make it clear to the PCs that demons are escaping into Faerûn. Some of the PCs may recognize this phenomenon from the first battle in Myth Drannor in *EPIC3-1*. The instability of the Demonweb is a far-reaching threat that is causing great destruction in Faerûn.

There are demons of many kinds, such as mezzodemons, babau, and vroock. None is powerful enough to threaten the PCs.

The PCs can assist in stopping the demons, closing the rift, or leave the area. The drider is too busy to talk much until the demon threat has been contained. If the PCs wish to stop the demons or the rift, each PC may attempt one skill check or may use one power to attack the demons directly.

Athletics/Endurance DC 27: Physically stop the demons from reaching the rift. Award two successes for a DC 37 success.

Arcana/Religion DC 27: Help to seal the rift to Faerûn. Award two successes for a DC 37 success.

Attack: A PC simply kills demons, making a single attack roll using a power to approximate how well they're doing with many attacks. A hit with an at-will attack against any defense 37 is worth one success. A hit with an encounter or daily attack power is worth two successes.

If the group obtains 3 successes (2 for a group of 4, 4 for a group of 6), they and the drider priestess manage to

close the rift before many demons escape. The drider is grateful for their aid.

If the PCs do not obtain enough successes, many demons escape and the drider is slain in the battle. If they succeeded in at least one Arcana or Religion check, they still manage to seal the rift. Otherwise, the PCs are forced to flee the area before it tears apart.

The drider is well aware that the PCs could easily destroy her, so she takes care to keep her distance and appear harmless. She introduces herself as Maevia and thanks the PCs for their help. Maevia is concerned about the demons escaping on their own, rather than being released as needed to serve Lolth's wishes.

If the PCs are friendly with Maevia, she informs them that the only way to reach Lolth is through the Black Gate. She tells them how to tell the difference between a path that leads towards the center of the Demonweb, and one that leads away. As long as they head towards the center, they eventually reach the Black Gate.

DC 20 Insight checks confirm that she tells the truth. She would not lie to them as it would only get her killed.

After the PCs finish their conversation with Maevia, she excuses herself to deal with demons escaping elsewhere.

ENDING THE ENCOUNTER

Whether or not the PCs intervene, the encounter ends when they decide to move past this area. Proceed to Encounter 3.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

There is no treasure for this encounter.

ENCOUNTER 2B: DEMON PRISON

SETUP

This encounter includes the following creatures:

Many demons

The PCs pass through a large chamber where demons are held in place by webs empowered by magic.

A massive chamber is filled with rows of demons wrapped up in cocoons of glowing webs. Most of the demons in the chamber strain against the web bonds, slowly biting, clawing, and tearing free of their bonds.

A DC 27 Arcana reveals that the magic of the webbing would normally pacify the demons, but it is weakening rapidly for some reason.

Lolth's will is less strongly felt here, and the drider warden of this prison has fled the area. The demons will manage to free themselves soon. They are initially unaware of the PCs. There are demons of many kinds, such as vrocks, nabassu, and even a bebilith. The PCs could easily kill them, though not trivially in these numbers.

If your group is having too easy a time in the adventure, decides to slaughter the imprisoned demons, or otherwise takes actions to rile the demons up, proceed directly to the demon breakout. Otherwise, the PCs can attempt to slow the demon's escape and/or sneak past with a group check (picking one skill for which to make the check):

Arcana/Religion DC 27: Bolster the fading power of the magic webbing to pacify the demons.

Stealth DC 27: Avoid demons that might be able to hear or smell the PCs and keep the group quiet.

If the group obtains 3 successes (2 for a group of 4, 4 for a group of 6), they manage to get through the chamber safely.

If they do not obtain enough successes, the demons go into a frenzied surge for blood and some manage to escape.

With a howl, a nearby demon tears off the webs covering its head. Seeing you, it roars in Abyssal and all of the demons in the room go into a frenzied surge for your blood.

Some of the demons manage to tear free from their bonds enough to attack.

Demon Breakout: The PCs can easily destroy any number of demons as they make their way through the room, but not before they are clawed, breathed on, and caught in a number of death bursts. Make an attack against each creature in the group:

Attack: +28 vs. AC

Hit: 25 damage.

Miss: 12 damage.

Allow extraordinary actions to avoid or redirect attacks or mitigate the damage taken.

ENDING THE ENCOUNTER

The encounter ends once the PCs get through the demon prison. Proceed to Encounter 3.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

There is no treasure for this encounter.

ENCOUNTER 2C: WARDED WAY

SETUP

A puzzle lock designed to slow and injure those who are not followers of Lolth blocks the PCs.

An adamantine door blocks the way ahead. Inscribed into its center is a mithril web, with a symbol of Lolth in the center, and six spiders on the strands around it.

Some of the spiders are larger than others, and each of the spiders is crafted of a different hue of gem.

Refer to Handout 7 for the puzzle.

The puzzle is solved by pressing the six spiders in order from outermost to innermost (approaching Lolth) and smallest to largest (gaining in power).

The colored gems are a distraction, and are in six colors of the rainbow (Red, Orange, Yellow, Green, Blue, Violet). Attempting to press them in the order of a rainbow is a special trap designed to harm surface dwellers. The true solution, by color, is Green, Violet, Orange, Yellow, Blue, and Red.

Religion DC 20: The symbol in the center of the web is the eight-pointed star, a holy symbol of Lolth.

Religion DC 27: Lolth has no religious doctrines tied to color, especially not the colors of the rainbow.

Religion DC 37: Lolth teaches her followers to gain power and to elevate themselves in the ranks to get closer to her.

Thievery DC 20: The six spiders may all be pressed in. Nothing else on the door can be manipulated.

Thievery DC 27: All six spiders have seen equal wear and tear, suggesting each must be pressed once and in some specific order.

Thievery DC 37: The spiders look like they must all be pressed to trigger the door, but a delicate mechanism detects failure as soon as the spiders are pressed in the wrong order. The green spider lacks this mechanism, suggesting it should be the first button pressed.

If the PCs press the spiders in the order of the rainbow, the door opens immediately for them. Once they step through, they hear a woman's voice.

"Only a surface fool would find comfort in an illusion cast by the sun."

Each PC loses one healing surge and takes a -5 penalty to initiative in the next combat.

If the PCs press the spiders in any other order, the lock allows them up to three attempts to get the correct order. If the PCs cannot solve the puzzle within three attempts, the door locks completely. The PCs must attempt another route (Encounter 2A or 2B), unless they waste enough time that the Demonweb unravels around them (Appendix 2B).

ENDING THE ENCOUNTER

If the PCs solve the puzzle, or trigger the trap, proceed to Encounter 3. If they fail to solve the puzzle, run either Encounter 2A, Encounter 2B, or Appendix 2B.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

There is no treasure for this encounter.

ENCOUNTER 3: TOXIC FLOW

ENCOUNTER LEVEL 24

SETUP

This encounter includes the following creatures:

2 demonic maws (M)

2 dread wraiths (W)

1 reaper of the river (R)

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove 1 dread wraith or demonic maw (as appropriate for your group).

Six PCs: Add 1 dread wraith or demonic maw (as appropriate for your group).

The PCs make their way from the unraveling outer edge of the Demonweb to a cavern system interwoven into the web network. Poison has long seeped into the cavern carving a river through the webs. The poison is amassing too quickly, however, and will soon flood the chamber.

When the PCs enter the area, read or paraphrase the following:

Dark green fluid gushes from the ceiling into a cavern ensnared in the Demonweb ahead. A river of poison runs off from the cavern descending down the only web corridor out of the cavern.

A number of boats formed of calcified webbing are tied off at the mouth of the river.

Any PC who is trained in Dungeoneering can tell that the walls are under too much stress, and the poison flowing in too quickly. It is only a matter of time before the corridor behind the PCs and the ceiling of the cavern destabilize.

Give the PCs a round to investigate the area and to prepare for river travel. They may choose to activate flight or water walking abilities.

The fluid accumulates rapidly, flooding the area. Chunks of web break off from the walls and flow away.

The twisted forms of tortured souls within the walls take on a more definite shape. Some try to pull themselves free from the webs, their arms reaching out toward you.

The PCs have 1 more round until the corridor they've been traveling in starts to disappear behind them. As each section dissolves, the vanishing wall erupts with more poison that flushes down toward the PCs. If the PCs have any large companions or mounts, warn them the mount will be difficult to use.

The PCs need to go down the river, most easily accomplished using a boat, flight, water walking, or climbing. Large creatures, such as mounts, may crowd themselves onto a makeshift web-boat. They are treated as squeezing and prone as long as they are on the boat. Due to the low ceiling, large creatures are otherwise exposed to the poison of the river.

Refer to Handout 4 for detailed rules for traversing the poison rapids.

After 2 rounds, any PCs not already in the river are swept into it by a deluge of poison and collapsing corridor. Those PCs suffer 20 points of poison damage and begin the encounter already swimming in the poison.

Once the PCs are moving downriver, read the following:

The poisonous flowing river slides objects and creatures down the congested corridor toward an unknown destination. The only safe place through the rapidly eroding tunnel is the narrow space between the surface of the poison river and the ceiling.

This route takes the PCs on a wild ride down a sluice-like channel of flowing poison. The corridor is 20 feet (4 squares) wide and progresses through many turns for 210 feet (42 squares).

Before combat begins, give the PCs one round to learn how the river works. Once they are settled into the ride down the river, a spirit of a drow weaponmaster wielding a spectral spiked chain rises from the river to block their way. As he does so, wraiths tear free from the webs and attack.

The reaper of the river appears in front of the PCs, while the wraiths appear behind them. The demonic maws come from ahead of the PCs, in the river. One of the maws should begin the combat out of line of sight, around a corner within 10 squares.

Because the undead are insubstantial and phasing, and the demonic maws are underwater, they do not hinder boats from moving down the river. The maws can hinder anyone that is swimming.

ENCOUNTER MAP

In drawing this encounter, you need only draw a 20 foot wide (4 squares) corridor with regular turns and

stalagmites. If the PCs have many mounts and companions, it may be necessary to widen the river to avoid congestion.

FEATURES OF THE AREA

Low Ceiling: The corridor ceiling throughout this encounter is only 5 feet (1 square) above the surface of the poison river.

Poison River: The river is 15 feet deep (3 squares) and has a current of 25 feet per round (5 squares). At the end of each round, all creatures in the river slide 5 squares downriver.

Any creature that enters the river takes ongoing 20 poison (save ends); the save cannot be attempted until the creature is not in the river. Any creature that ends its turn in the river also takes 20 poison damage (meaning a creature takes 40 poison damage each turn).

Calcified Web-Boats: Curved sections of calcified web walls can be used as boats to navigate the poison river without suffering its effects. Each web-boat is roughly 5'x10' (1 square wide by 2 squares long) in size.

Stalagmites: Occasional stalagmites poke through the web corridor and present a navigational hazard for PCs that are on calcified web-boats. If allowed to float down the poison river out of control, the boats run directly into these hazards. Failure to avoid a stalagmite results in a collision with the following consequences:

- If the web-boat is intact, it splits into 2 pieces and sends the individual riders in opposite directions.
- If the web-boat has already been split, the rider takes 10 damage from the collision and must make a DC 27 Acrobatics or Athletics check to remain on the boat.

Dissolving River: If any enemies are still alive at the end of the sixth round (after resolving the river current), the entire web river collapses and crashes into another corridor.

Any PC that isn't at least 25 squares down the corridor takes 30 falling damage and 20 poison damage. The combat then ends, all enemies either dying, falling out into the Demonweb, or fleeing.

TACTICS

The dread wraiths ensure combat advantage by stealth, invisibility, or flanking. They focus on anyone who might escape the river of poison. They seek to reduce the PCs to 0 hp so they fall in and drown in the river of poison, eventually joining the wraiths in undeath.

The reaper attempts to force the PCs to fight him, and only him, instead of his allies. He uses his power to force PCs into the poison river and slow them, so they do not escape.

The maws use *vicious rend* to slide enemies into the poison where they can be devoured. If a demonic maw uses *relentless attacks* to move over both squares of a web-boat, it automatically splits the boat into two pieces with its many teeth.

ENDING THE ENCOUNTER

After the PCs defeat the undead, the river dumps them into a large cavern with numerous crevices and small holes throughout the floor. The river quickly empties into these outlets and disperses.

Another corridor picks up on the other side of the chamber. Proceed to Encounter 4.

MILESTONE

This encounter counts toward a milestone.

TREASURE

There is no treasure in this encounter.

ENCOUNTER 3: “TOXIC FLOW” STATISTICS

2 Dread Wraith (W)	Level 23 Lurker
Medium shadow humanoid (undead)	XP 6,050
HP 164; Bloodied 82	Initiative +24
AC 37, Fortitude 33, Reflex 37, Will 35	Perception +17
Speed fly 10 (hover); phasing	Darkvision
Immune disease, fear, poison; Resist 30 necrotic	
TRAITS	
Insubstantial	
The dread wraith takes half damage from all sources, except those that deal force damage. Whenever the wraith takes radiant damage, it loses this trait until the start of the wraith's next turn.	
O Shroud of Night • Aura 5	
Bright light in the aura is reduced to dim light, and dim light becomes darkness.	
Combat Advantage (necrotic)	
The dread wraith deals an extra 4d6 necrotic damage against any target it has combat advantage against.	
STANDARD ACTIONS	
m Dread Blade (necrotic) • At-Will	
Attack: Melee 1 (one creature); +26 vs. Reflex	
Hit: 4d6 + 17 necrotic damage.	
TRIGGERED ACTIONS	
Shadow Glide (teleportation) • At-Will	
Trigger: An attack that does not deal force or radiant damage hits the dread wraith.	
Effect (Immediate Reaction): The dread wraith becomes invisible until it hits or misses with an attack or until the end of the encounter. The wraith teleports up to 4 squares.	
C Death Shriek (psychic)	
Trigger: The dread wraith is reduced to 0 hit points.	
Attack (No Action): Close burst 3 (enemies in the burst); +27 vs. Will	
Hit: 4d6 + 17 psychic, and the target is dazed (save ends).	
Miss: Half damage.	
Skills Stealth +26	
Str 18 (+15)	Dex 28 (+20)
Con 20 (+16)	Int 14 (+13)
	Wis 12 (+12)
	Cha 28 (+20)
Alignment chaotic evil Languages Common	
Note: Dread wraith influenced by the new wraith design, removing weaken, regeneration, and spawning new wraiths for pacing reasons, revising <i>insubstantial</i> , and adding a variant <i>shadow glide</i> .	

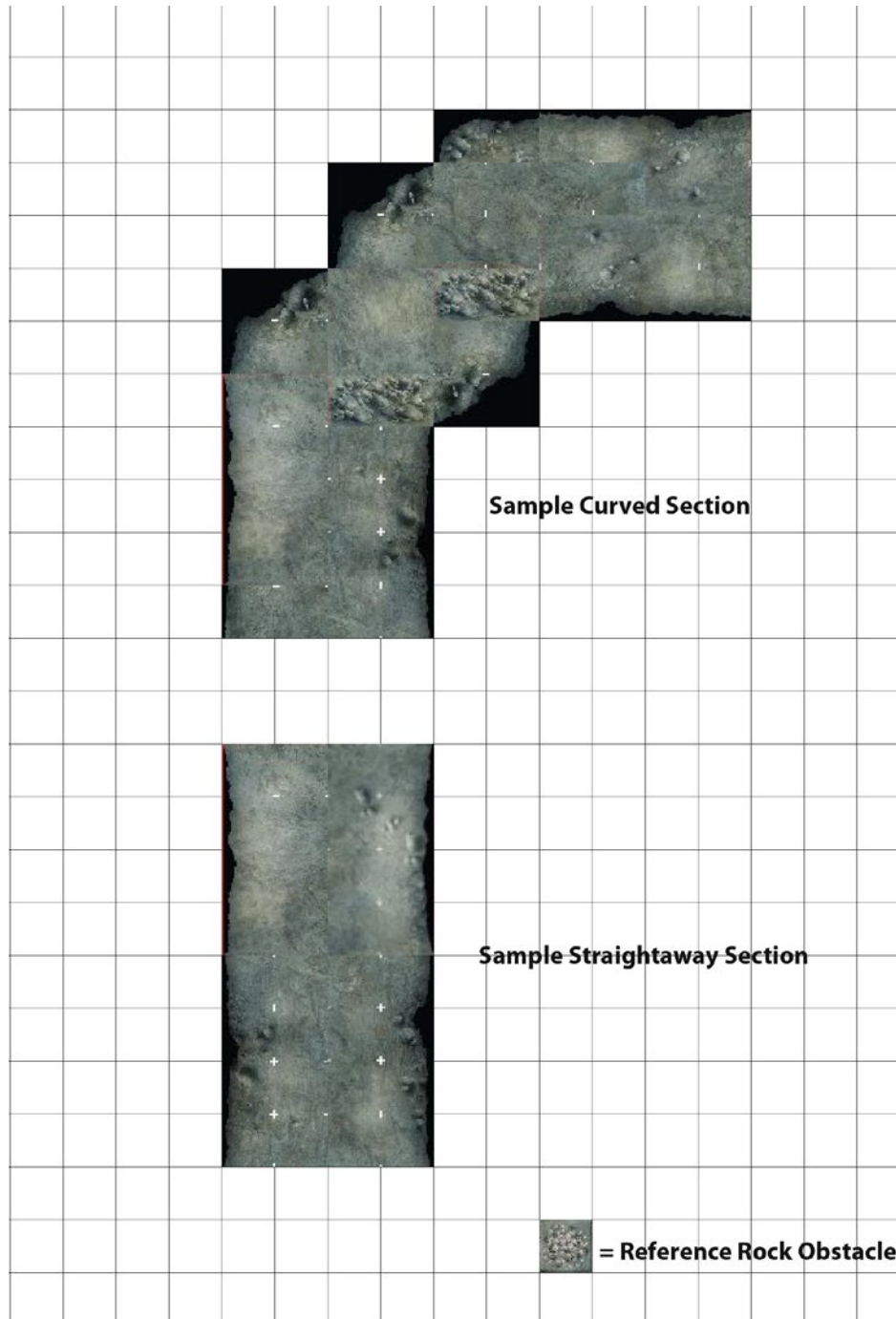
1 Reaper of the River (R)	Level 24 Elite Soldier
Medium fey humanoid (undead)	XP 12,100
HP 452; Bloodied 226	Initiative +23
AC 40, Fortitude 36, Reflex 38, Will 34	Perception +20
Speed fly 8 (hover); phasing	low-light vision
Immune disease, fear, poison; Resist 15 cold, 15 radiant	
Saving Throws +2; Action Points 1	
TRAITS	
Insubstantial	
The reaper takes half damage from all sources, except those that deal force damage or attacks that target only the reaper.	
O Fell Attraction • Aura 5	
An enemy that ends its turn within the aura is pulled 2 squares.	
STANDARD ACTIONS	
m Warning Strike • At-Will	
Attack: Melee 2 (one creature); +27 vs. Reflex	
Hit: 3d10 + 16 damage and the target is slowed (save ends).	
Effect: The target is marked until the end of the reaper's next turn.	
M Double Attack • At-Will	
Effect: The reaper makes two <i>warning strike</i> attacks.	
C Chains of Lamentation (psychic) • Recharge 4-6	
Attack: Close burst 2 (enemies in burst); +27 vs. Will	
Hit: 2d10 + 13 psychic damage, and the target is immobilized (save ends).	
C Cry of Longing (cold, psychic) • Recharge when first bloodied	
Attack: Close blast 5 (enemies in blast); +27 vs. Fortitude	
Hit: 4d10 + 26 psychic and cold damage, and the target is slowed (save ends) and pulled 4 squares.	
TRIGGERED ACTIONS	
M Marked Torment (psychic, teleportation) • At-Will	
Trigger: When the creature marked by the reaper makes an attack that targets a creature other than the reaper.	
Attack (Immediate Interrupt): Melee 2 (one creature); +29 vs. Will	
Hit: 3d10 + 16 psychic damage, and the attack instead targets only the reaper.	
Skills Arcana +20, Stealth +26	
Str 18 (+16)	Dex 28 (+21)
Con 26 (+20)	Int 16 (+15)
	Wis 16 (+15)
	Cha 25 (+19)
Alignment evil Languages Common, Elven, Giant	
Note: Soulsorrow (<i>Dragon</i> 374), influenced by new design and given a more guardian reflavoring.	

2 Demonic Maw (M)		Level 23 Skirmisher
Large elemental beast (aquatic, demon)		XP 4,150
HP 218; Bloodied 109		Initiative +22
AC 37, Fortitude 35, Reflex 36, Will 35		Perception +24
Speed 4, swim 10		Blindsight 10
Resist 20 poison, 20 acid		
TRAITS		
Drag Off		
When the maw moves while it has a creature grabbed, it can pull that creature with it. In addition, the creature remains grabbed, and the maw does not provoke an opportunity attack from the creature.		
STANDARD ACTIONS		
m Bite • At-Will		
Attack: Melee 2 (one creature); +28 vs. AC		
Hit: 4d6 + 17 damage and the target is grabbed (escape DC 27). The maw cannot make bite attacks while it has a creature grabbed, but it can use its <i>vicious rend</i> .		
M Vicious Rend • At-Will		
Attack: Melee 2 (one creature that the maw currently has grabbed); +26 vs. Fortitude		
Hit: 4d12 + 17 damage and the target slides 5 squares, is knocked prone, and is no longer grabbed.		
Miss: Half damage and the target is still grabbed.		
M Relentless Attacks • At-Will		
Effect: The maw moves its speed and can enter enemies' spaces. This movement provokes opportunity attacks, and the maw must end its move in an unoccupied space. The first time it enters each enemy's space during this movement, the maw makes a <i>bite</i> attack. Once it makes a successful <i>bite</i> attack, the maw does not make any other <i>bite</i> attacks. When the maw completes its movement, it makes a <i>vicious rend</i> attack against the target hit by its bite attack.		
TRIGGERED ACTIONS		
C Jaws of Death		
Trigger: The maw is reduced to 0 hit points.		
Attack (No Action): Close burst 1 (enemies in the burst); +28 vs. AC		
Hit: 4d6 + 17 damage.		
Str 22 (+17)	Dex 28 (+20)	Wis 26 (+19)
Con 26 (+19)	Int 2 (+7)	Cha 20 (+16)
Alignment chaotic evil Languages understands Abyssal		
Note: Modified Achree (<i>E3 Prince of Undeath</i>). Added drag off.		

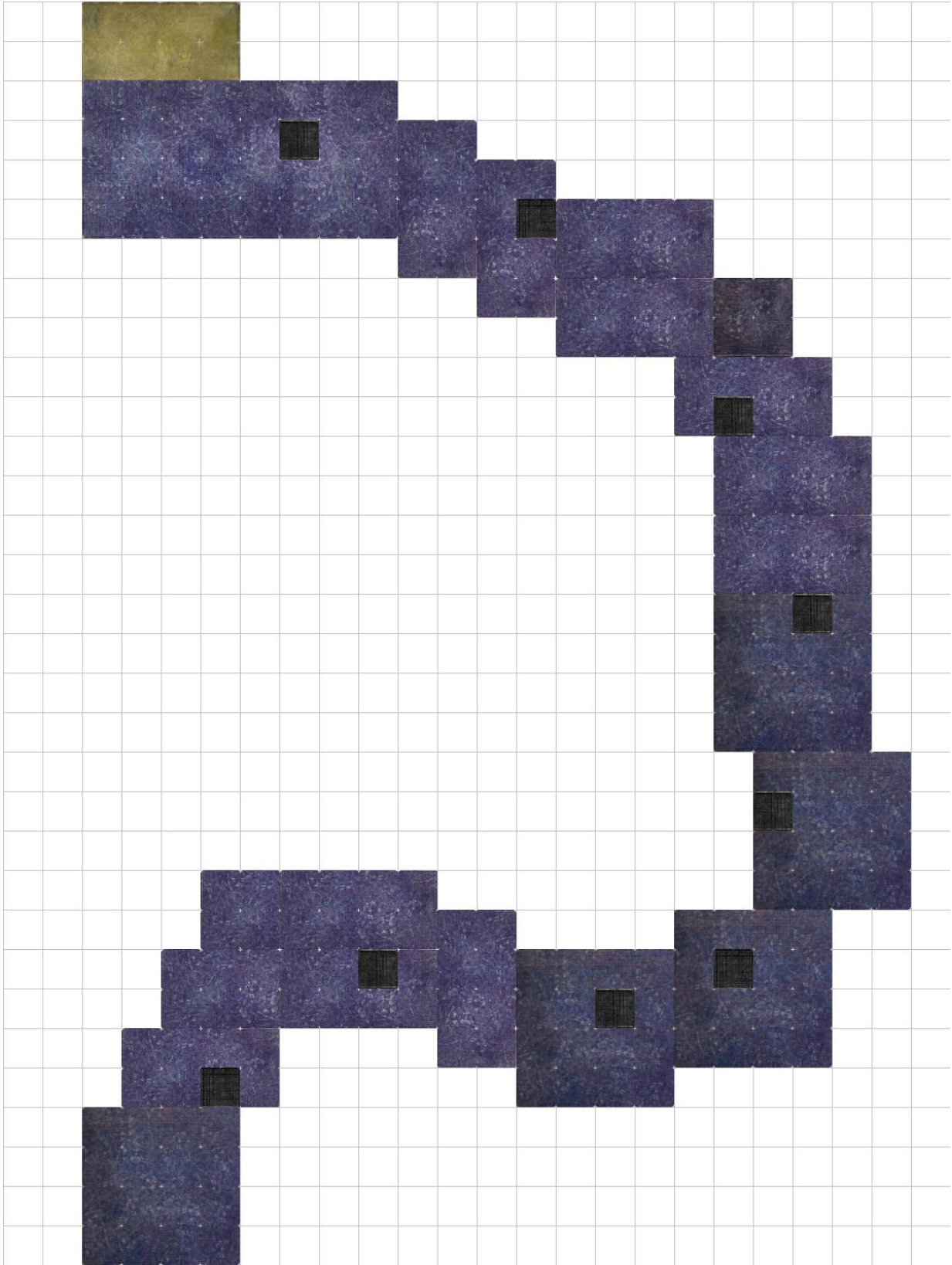
ENCOUNTER 3: “TOXIC FLOW” MAP

TILE SETS NEEDED

None (pictured ,ap is for reference only; draw by hand)



ALTERNATE EXAMPLE FULL MAP



ENCOUNTER 4: TORN STRANDS

SETUP

The PCs race deeper into the Demonweb.

None of these encounters counts towards a milestone, so there is no time for a short rest after them.

Run one of the following encounters:

- **4A Mirrors of Destiny:** A roleplaying encounter where PCs can obtain a warning or hint of things to come. Run this encounter for groups that will have a hard time with later combats or that you know well enough to improvise a foreshadowing.
- **4B Spiders' Tangle:** A skill/combat encounter where the PCs must make their way around a drider and spiders overseeing repairs to the Demonweb. Run this encounter for groups that are having too easy a time.
- **4C Corellon's Assistance:** A combat where the PCs rescue a messenger sent by Corellon. Run this encounter for groups where a PC has died.

Choose the encounter that is best for your group, and run just that one. If you have no preference, give the PCs a choice between 4A and 4B:

The path splits ahead down two web corridors that look alike. As a tremor once again strikes the Demonweb, a cacophony of noise can be heard.

Down the left path is a shattering noise - like a hundred glasses falling on stone, and a single cry of pain.

Down the right path is a bizarre screeching noise, like many non-humanoid creatures cursing in agitation.

Proceed to Encounter 4A, 4B, or 4C.

ENCOUNTER 4A: MIRRORS OF DESTINY

SETUP

This encounter includes the following creatures:

Durvagaz, wounded drider

The PCs come upon a 60 foot wide section of web corridor intertwined with shards of broken magic mirror, along with a wounded drider named Durvagaz.

The chamber ahead is covered in fragments of a giant, broken mirror; some of the pieces jut out from the walls and floor at sharp angles.

In the middle of the chamber is a gravely wounded drider. His face is cut in many places, and a jagged piece of mirror has sliced through his lower half, chopping off five of his legs.

The drider stares into a piece of mirror as he speaks, "Lolth has abandoned us. Our destiny is broken. A hundred plots viewed and executed from this chamber, and now all is lost. Are you here to finish me, then?"

The drider, Durvagaz, will soon die from his injuries. He knows that Lolth left her realm some days ago, and ever since then something has been tearing the Demonweb apart.

Durvagaz feels betrayed, so he sees no harm in telling the PCs anything they might need to know. He asks only that they end his suffering. He can inform them of the Black Gate and the portal keys, though he suggests leaping through the first tear in the Demonweb before it all falls apart.

If the PCs heal the drider, he seems baffled that they would choose to do so. He tells them anything they might wish to know, but more fearfully - no longer resigned to death, he wonders if they healed him so they could kill or torture him after, for their own amusement.

The mirror in this room was an artifact that Lolth's servants used in divinations to find opportunities for subterfuge, assassination, and war. Broken, it still contains some power to show the future, but only for a short time.

Make a point of asking which players allow their PCs to look at mirror fragments directly. This is designed to put a scare into them, but those who dare to look may find that it was worth the gamble.

Gazing into the mirror fragments can reveal a glimpse into the PC's future. If you have the ability to customize a vision that ties into the PC's epic destiny,

that is preferable. Otherwise, especially if the PC could use assistance, you may foreshadow an event from a future encounter:

- Eclavdra fights the PC, a cloak of black tendrils deflecting the PC's blows while reaching out to choke the PC (from Encounter 10).
- As the PC destroys a wailing spirit, a drow knight in black armor with a blade of blue flame gestures, and the spirit is torn in four, reforming to attack the PC (from Encounter 12).
- The PC parries a blow from another PC - preferably one that is particularly weak-willed - as a blood red light pulses to make an evil cast to both their faces (from Encounter 13).

Feel free to create other visions. They should foreshadow but not fully reveal an event.

Some PCs might see a shattered destiny, where they have failed.

- The PC's comrades lie dead around a raging Lolth. She smiles at the PC, then tears out the PC's throat with her teeth.
- All of the PCs approach Corellon in a temple on Arvandor. A flash of red light glints in their eyes, and a horde of demons appear as they attack the weakened god.
- The PC sifts through ash on a dark and desolate landscape. The vision expands to show their home country, the sun hidden entirely by dark clouds and every living creature dead and destroyed.

Note that PCs who chose not to look never see anything in the mirrors. The magic of the mirror fades away rapidly, and they cannot be looked in again, nor can a PC wait to hear what everyone else sees, then brave a look.

ENDING THE ENCOUNTER

The encounter ends after the PCs leave the mirror chamber.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

There is no treasure in this encounter.

ENCOUNTER 4B: SPIDERS' TANGLE

SETUP

This encounter includes the following creatures:

Caxzur, drider taskmaster

many spiders

A web pathway has snapped free and crashed into the path ahead. A team of spiders led by a drider, Caxzur, are working on repairs to the two pathways. PCs can avoid them or confront them. As always, reward creativity and innovative use of powers.

The path ahead is a disaster area. A web corridor has crashed down onto the path ahead. Dozens of spiders crawl over the two pathways, working to repair the webs. A drider scuttles amongst the spiders, flicking a spiked whip.

It would be extremely difficult to sneak directly past the spiders, but it would be possible if the party is willing to climb onto the underside of the web pathway or lower themselves to another nearby pathway.

They can accomplish this by everyone making DC 20 Stealth and Athletics checks. Anyone who fails the Stealth check attracts the attention of some spiders and takes 20 poison damage. Anyone who fails the Athletics check takes 20 falling damage.

The PCs could also confront the drider and negotiate for passage.

Caxzur is sadistic and enjoys his job and his power over others. He is quick to point out the risk to himself if he let them by - a risk perhaps mitigated by an appropriate gift. Excess flattery or bowing pleases him and results in lower DCs for Bluff and Diplomacy, while true humiliation backed up by Intimidate may deflate his ego and make him switch to subservience to the PCs.

A bribe of 5,000 gp allows them to pass automatically, while a suitable DC 37 Bluff, Diplomacy, or Intimidate by any PC allows them to bypass the spiders. Reduce the DC to 27 or 20 under exceptional circumstances, such as a drow or changeling party, or if appropriate due to roleplaying.

If hostilities are joined, the PCs can quickly scatter and slay the spiders and Caxzur, but not before they counterattack. Make an attack against each creature in the group:

Attack: +26 vs. Fortitude

Hit: 25 poison damage.

ENDING THE ENCOUNTER

The encounter ends after the PCs leave the mirror chamber.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

There is no treasure in this encounter.

ENCOUNTER 4C: CORELLON'S ASSISTANCE

ENCOUNTER LEVEL 17

SETUP

This encounter includes the following creatures:

1 marilith

1 Aedon Nimbleblade

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Reduce the marilith's hit points to 260.

Six PCs: Increase the marilith's hit points to 400.

Use this encounter only if the PCs are running low on resources but not low on time. It could be run later, if necessary.

Corellon has sent a party of paragon adventurers into the Demonweb to aid the PCs. Unfortunately, the adventurers have run afoul of demons being released by the collapsing webs. The last remaining member, Aedon Nimbleblade, is in a losing battle with a powerful demon.

The sound of battle ahead reverberates along the webbing that forms the walls of the passage.

If the PCs do not advance within one round, the marilith knocks Aedon unconscious. If they wait two or more rounds, the marilith kills Aedon. When the PCs advance to the chamber, read:

The chamber ahead is littered with the bodies of adventurers and demons. An eladrin is being slashed repeatedly by a demon with a serpentine tail and a female drow torso, except with six arms, each holding a sword dripping blood.

Roll initiative. Aedon (Initiative +18) is badly injured and retreats, if able. He is no match for an epic demon. The marilith begins the combat injured, at 330 of 436 hp. The PCs should be able to finish off the demon quickly.

ENDING THE ENCOUNTER

Aedon begins in awe of Faerûn's greatest heroes. After recounting the stories of several of their most impressive accomplishments, he introduces himself as a powerful

adventurer and is surprised that the PCs have not heard of his adventuring company. Are they not aware of the *Swordcoast Adventurers Guild* and their great deeds at the Battle of Elturgard, the Defense of Myth Drannor, and the Siege at Spellgard?

In any case, Aedon explains that the *Swordcoast Adventurer's Guild* were hired by the Coronal of Myth Drannor, claiming an important mission for Corellon himself, to enter Lolth's Demonweb and to deliver any aid needed to the heroes on their epic quest. Unexpectedly, when Aedon and his companions arrived, the strands gave way and they lost over half their number to the depths of the pits. They stumbled into this chamber and were attacked by a large force of demons, apparently freed from the webs. Many demons escaped and are likely headed to Faerûn. Aedon's comrades were killed, and only this last demon remained. The PCs came along just in time.

Aedon realizes he is in way over his head, and wishes to return to Myth Drannor to muster what forces can be found to deal with the demons that have escaped. He has special elixirs to give the PCs to aid in their quest, but they cracked during the battle, so must be used immediately or become useless.

Aedon produces a scroll and casts a ritual that returns him and the fallen adventurers to Myth Drannor while the PCs take a short rest.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

The PCs gain 4 special elixirs that they can distribute in any way they choose, but they must be used immediately. Each elixir restores 2 healing surges when imbibed or can be used to raise a dead PC. A PC raised by the elixir is restored to its bloodied hit points, regains 2 healing surges, and suffers the death penalty (-1 to attacks, checks, and saves until it reaches three milestones).

1 Marilith	Level 24 Elite Skirmisher
Large elemental humanoid (demon)	XP 12,100
HP 460; Bloodied 230 (currently 330)	Initiative +23
AC 38, Fortitude 35, Reflex 37, Will 35	Perception +21
Speed 8	Darkvision
Saving Throws +2; Action Points 1	
STANDARD ACTIONS	
m Scimitar (weapon) • At-Will	
<i>Attack:</i> Melee 2 (one creature); +29 vs.AC	
<i>Hit:</i> 3d10 + 12 damage.	
M Shroud of Steel (weapon) • At-Will	
<i>Effect:</i> The marilith uses scimitar twice and gains a +6 bonus to AC until the end of its turn.	
M Weapon Dance (weapon) • At-Will	
<i>Effect:</i> The marilith uses <i>scimitar</i> six times. Each time it hits, the marilith can shift 1 square.	
TRIGGERED POWERS	
M Hacking Blades (weapon) • At-Will	
<i>Trigger:</i> An adjacent enemy misses the marilith with a melee attack.	
<i>Effect (Free Action):</i> The marilith uses <i>scimitar</i> against the triggering enemy.	
Soul of Slaughter • At-Will	
<i>Trigger:</i> The marilith scores a critical hit.	
<i>Effect (Free Action):</i> The marilith makes a <i>scimitar</i> attack against a creature other than the target of the critical hit.	
Skills Bluff +19, Insight +22, Intimidate +19	
Str 28 (+21)	Dex 19 (+16) Wis 21 (+17)
Con 30 (+22)	Int 12 (+13) Cha 14 (+14)
Alignment chaotic evil Languages Abyssal, Common,	
Note: Marilith with <i>soul of slaughter</i> instead of <i>variable resistance</i> (<i>Demonomicon</i>).	

ENCOUNTER 5: RESCUE

ENCOUNTER LEVEL 25

SETUP

This encounter includes the following creatures:

2 drow zealots (D)

1 drow archmage (A)

1 draegloth shadowspinner (S)

8 Lolth venomspitters (V)

Zarylene Oussate (Z)

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove 4 venomspitters and reduce one of the two drow zealot's hit points to its bloodied value.

Six PCs: Add 1 drow zealot by the southern door and give all three of the drow zealots an action point.

When Zarylene Oussate's plans to regain Lolth's favor went awry, she fled Lolth's court and began plotting her next move. A group of drow tracked her down and hopes to subdue her for transport back to Lolth. They've also been instructed by Xunarra (Encounter 8) to seize any of Zarylene's Black Gate keys.

Zarylene arrived in the temple before the drow and located a secret compartment in the altar that contained the iron pyramid portal key. She palms it from the compartment at the start of combat.

The PCs arrive in the midst of a battle between three drow and Zarylene Oussate. A draegloth shadowspinner is allied with the drow assailants, but it is currently outside the room and out of view. Do not place a token on the map until instructed to do so as described below. The drow archmage has used *spider climb* to move up the side of a column and is likely out of view at the start of the encounter, though it is obvious from which square it is hurling acid bolts.

As the PCs approach the open doors to the temple of Lolth, read the following:

The clashing of steel weapons, the crackling of magical energy, and voices shouting in the heat of battle herald a deadly conflict beyond the doors ahead.

When one or more PCs approach the temple:

Two drow warriors slash furiously with poisoned swords at an injured drow priestess pinned down in front of a large altar. Acidic blasts of magic energy

assault her from an obscured point near the ceiling. One yells, "Give us the portal key or die, traitor!"

The drow priestess looks past the warriors to you and cries out "Kill them!" She staggers back into the altar, dropping to one knee. "Only I can guide you..." Her voice slurs, as poison overtakes her. "Only I... key... Demon... web."

She collapses to the floor, unconscious.

The other drow spin around towards you, raising their blades to charge.

Roll initiative for all combatants. Note that the draegloth does not enter the combat until the very end of the first round.

The venomspitters are conjured into existence as soon as at least one PC enters the temple. If no PC chooses to place themselves into the temple at start of combat, the venomspitters should not be placed on the map initially.

Zarylene is feigning unconsciousness by the altar. DC 30 Insight or DC 40 Perception (passive or active) will notice she is still conscious, only pretending so the other drow don't execute her. She holds a small iron pyramid that she retrieved from the altar she has fallen against.

When the draegloth joins the combat, read the following:

With a terrific crash, a massive section of ceiling smashes to the ground. A huge, demonic abomination with wickedly clawed spider legs lands on the rubble. The surprisingly nimble beast fires strands of webbing as it arrives.

The draegloth's entrance triggers the collapsing roof hazard. The draegloth then takes a full turn of actions, minus its move action to jump down.

At the start of the second round of combat, a tremor strikes:

A tremor shakes the entire Demonweb. The web corridor to the north bounces up and down, accompanied by ripping noises. Cracks spread through the room's columns and more chunks of ceiling rain to the floor.

All creatures must make a DC 20 Acrobatics check or fall prone. Until the start of the next round, any creature that attempts to stand from prone must make a DC 20 Athletics check or its attempt fails and the action is wasted. Note that all of the drow and spiders automatically succeed, except the drow zealots who fail on a 1.

If the PCs try to avoid the combat entirely, the drow pick up Zarylene and order the party to stay well away while they search for (and eventually discover) her portal key. At that point, a tremor shakes the temple and the northern web strand strains as if it's soon going to snap. The loss of a portal key and the imminent collapse should be enough to make most groups join the encounter. The drow are not interested in assisting the party or escorting them to Lolth, and the venomspitters appear and attack the PCs even if the drow are not fighting.

FEATURES OF THE AREA

This area has a few important features.

Ceiling: The ceiling in this chamber is 25 feet (5 squares) high. Note that flying creatures cannot stay out of the draegloth's reach of 3 squares.

Holy Water of Lolth: The two large cauldrons and the large pool behind the altar are full of a venomous liquid sacred to the worshippers of Lolth. Any creature that enters the water cannot benefit from resistance or immunity to poison until the end of the encounter. Any creature that ends its turn in the water gains vulnerability 10 poison until the end of the encounter. Whenever any square of holy water is included in the collapsing roof hazard, any creature adjacent to it is splashed and cannot benefit from poison resistance or immunity to poison until the end of the encounter.

TACTICS

The drow zealots begin the combat with their weapons already poisoned from *poisoned weapon*. They target PC strikers with poisoned attacks. The drow zealots prefer to fight inside the temple where they believe Lolth favors them, rather than bottleneck the northern doors.

The drow archmage slithers up columns, along the ceiling, and down walls to avoid the PCs. It uses *unwholesome sacrifice* on venomspitters, especially when the resultant *deathstorm* will prove effective. If engaged in melee, it *cruel banishes* the attacker into an area of collapsing room or into the holy water.

The draegloth shadowspinner lurks outside the abandoned temple and waits for an opportune time to enter combat. It crashes through a weak point in the ceiling with brute force when the PCs have been engaged in melee for one round after the tremor at the start of round 2.

The venomspitters primarily use ranged attacks from within the spider leg corridors. As the room collapses, some of them teleport near clusters of PCs so their *deathstorms* can be effective.

Zarylene wants to survive - she is faking unconsciousness from drow poison and is near death. If no one specifically chooses to kill her, assume that she survives through any collateral damage until the 3rd round of combat, when she attempts to escape south to avoid the collapsing roof. Zarylene tells the PCs to follow her so they can help her defeat Eclavdra. Refer to Encounter 6 for any other information on roleplaying Zarylene.

ENDING THE ENCOUNTER

The PCs escape, either in good order through the southern exit, or due to the room's collapse. Proceed to Encounter 6.

MILESTONE

This encounter contributes to a milestone.

TREASURE

The PCs may obtain an iron pyramid portal key from Zarylene's body, or more likely, in the next encounter.

ENCOUNTER 5: RESCUE STATISTICS

2 Drow Zealot (D)	Level 22 Brute
Medium fey humanoid	XP 4,150
HP 255; Bloodied 127	Initiative +18
AC 34, Fortitude 35, Reflex 34, Will 32	Perception +11
Speed 7	Darkvision
Resist 10 poison	
TRAITS	
O Spider Host • Aura 1	
While the zealot is bloodied, adjacent bloodied enemies gain ongoing 20 poison damage (save ends).	
STANDARD ACTIONS	
m Fullblade (weapon, poison) • At-Will	
Attack: Melee 1 (one creature); +27 vs. AC	
Hit: 3d12 + 18 damage and ongoing 20 poison (save ends).	
MINOR ACTIONS	
R Darkfire • Encounter	
Attack: Ranged 10 (one creature); +25 vs. Reflex	
Hit: The target grants combat advantage and cannot benefit from invisibility or concealment until the end of the zealot's next turn.	
Poison Weapon (poison) • Recharge 6	
The next time the zealot hits a creature with <i>fullblade</i> , it makes a secondary attack against that creature.	
Secondary Attack: +25 vs. Fortitude; the target takes a -2 penalty to attack rolls (save ends).	
First Failed Saving Throw: The target is weakened (save ends).	
Second Failed Saving Throw: The target is knocked unconscious (save ends; the target takes a -5 penalty to this saving throw).	
TRIGGERED ACTIONS	
Spider Burst (poison, zone)	
Trigger: The zealot drops to 0 hit points.	
Effect (No Action): The zealot's death creates a zone in a close burst 1 that lasts until the end of the encounter. The zone is difficult terrain, and any creature that starts its turn within the zone takes 10 poison damage.	
Str 27 (+19)	Dex 24 (+18)
Con 25 (+18)	Int 12 (+12)
Wis 10 (+11)	Cha 21 (+16)
Alignment chaotic evil	
Languages Abyssal, Common, Elven	
Equipment fullblade	
Note: Added ongoing poison to <i>fullblade</i> .	

1 Drow Archmage (A)	Level 24 Elite Artillery
Medium fey humanoid	XP 12,100
HP 344; Bloodied 172	Initiative +19
AC 36, Fortitude 35, Reflex 36, Will 38	Perception +14
Speed 7, climb 7 (spider climb)	Darkvision
Saving Throws +2; Action Points 1	
STANDARD ACTIONS	
m Dagger (weapon) • At-Will	
Attack: Melee 1 (one creature); +29 vs. AC	
Hit: 2d4 + 15 damage, and the target takes a -4 penalty to attack rolls until the end of the archmage's next turn.	
r Abyssal Bolt (acid, poison) • At-Will	
Attack: Ranged 20 (one or two creatures); +29 vs. Reflex	
Hit: 4d8 + 15 acid and poison damage and the target slides 2 squares.	
R Demonic Grasp (poison) • Encounter	
Attack: Ranged 10 (one creature); +29 vs. Fortitude	
Hit: The target is immobilized and suspended 1 square up (save ends both). While this effect lasts, whenever the target or one of its allies deals damage to a demon, drow, or spider, the target takes 10 poison damage.	
MINOR ACTIONS	
Unwholesome Sacrifice (necrotic) • Recharge 5-6	
Effect: The archmage deals 20 damage to an ally adjacent to it.	
In addition, the archmage recharges one encounter power or deals 10 extra damage on its next ranged attack before the end of its next turn.	
M Cruel Banishing (teleportation) • Encounter	
Attack: Melee 1 (one creature); +29 vs. Fortitude	
Hit: The archmage teleports the target 7 squares, and the target is dazed (save ends).	
R Darkfire • Encounter	
Attack: Ranged 10 (one creature); +29 vs. Reflex	
Hit: The target grants combat advantage and cannot benefit from invisibility or concealment until the end of the archmage's next turn.	
TRIGGERED ACTIONS	
Warp in the Weave • Encounter	
Trigger: The archmage is included in a burst or blast.	
Effect (Immediate Interrupt): The triggering burst or blast does not target the archmage or its square.	
Shield • Encounter	
Trigger: The archmage is hit by an attack.	
Effect (Immediate Interrupt): The archmage gains a +4 power bonus to AC and Reflex until the end of its next turn.	
Spider Burst (poison, zone)	
Trigger: The archmage drops to 0 hit points.	
Effect (No Action): The archmage's death creates a zone in a close burst 1 that lasts until the end of the encounter. The zone is difficult terrain, and any creature that starts its turn within the zone takes 10 poison damage.	
Skills Arcana +23	
Str 13 (+13)	Dex 25 (+19)
Con 22 (+18)	Int 22 (+18)
Wis 14 (+14)	Cha 28 (+21)
Alignment chaotic evil	
Languages Abyssal, Common, Elven	
Equipment dagger	
Note: Using a modified (less powerful and less complex) wizard template.	

1 Draegloth Shadowspinner (S)	Level 24 Elite Controller
Huge elemental magical beast (demon)	XP 12,100
HP 400; Bloodied 200	Initiative +19
AC 38, Fortitude 37, Reflex 35, Will 33	Perception +20
Speed 8, climb 8 (spider climb)	All-around vision, darkvision, tremorsense 10
Saving Throws +2; +4 against poison effects; Action Points 1	
STANDARD ACTIONS	
m Claw • At-Will	
Attack: Melee 3 (one creature); +29 vs. AC	
Hit: 3d10 + 16 damage, or 4d10 + 18 against dazed creatures.	
M Slashing Claws • At-Will	
Effect: The draegloth uses claw against two different targets.	
R Tethering Web (poison) • At-Will	
Attack: Ranged 5 (one or two creatures); +27 vs. Reflex	
Hit: 2d10 + 13 poison damage, and the target is tethered (save ends).	
While the target is tethered, it is dazed, and the draegloth can pull the target to a square adjacent to it during the draegloth's turn as a free action.	
C Repelling Legs • At-Will	
Attack: Close burst 1 (enemies in burst); +27 vs. Fortitude	
Hit: 3d10 + 16 damage, and the target is pushed 3 squares.	
A Poison Web of Lolth (poison) • Encounter	
Attack: Area burst 2 within 10 (creatures in burst); +27 vs. Reflex	
Hit: 3d10 + 7 poison damage, and the target is restrained and takes ongoing 20 poison (escape ends both, escape DC 27)	
MINOR ACTIONS	
C Maddening Darkness (psychic, zone) • Encounter	
Attack: Close burst 1 (enemies in burst); +27 vs. Will	
Hit: The target is slowed and dazed until the end of the draegloth's next turn.	
Effect: The burst creates a zone that lasts until the end of the draegloth's next turn. The zone blocks line of sight for all creatures except the draegloth. Any other creature is blinded while within the zone.	
Vicious Assault • Encounter	
Effect: The next attack the draegloth makes before the end of its next turn is made against the lowest of the target's defenses.	
TRIGGERED ACTIONS	
Spider's Escape • Recharge 6	
Trigger: The draegloth is hit by a melee attack.	
Attack (Immediate Interrupt): The draegloth shifts 4 squares and can move through enemy spaces during the shift.	
Dark Leap (teleportation) • Encounter	
Trigger: An enemy damages the draegloth.	
Effect (Immediate Reaction): Maddening darkness recharges, and the draegloth uses it. The draegloth then teleports 8 squares.	
Skills Religion + 23, Stealth +24, Bluff +18	
Str 27 (+20)	Dex 24 (+19) Wis 17 (+15)
Con 25 (+19)	Int 22 (+18) Cha 19 (+16)
Alignment chaotic evil Languages Abyssal, Elven	
Note: Draegloth abomination (MM3) with spiderblessed spinner template (DMG2). Replaced variable resistance with vicious assault (Demonomicon).	

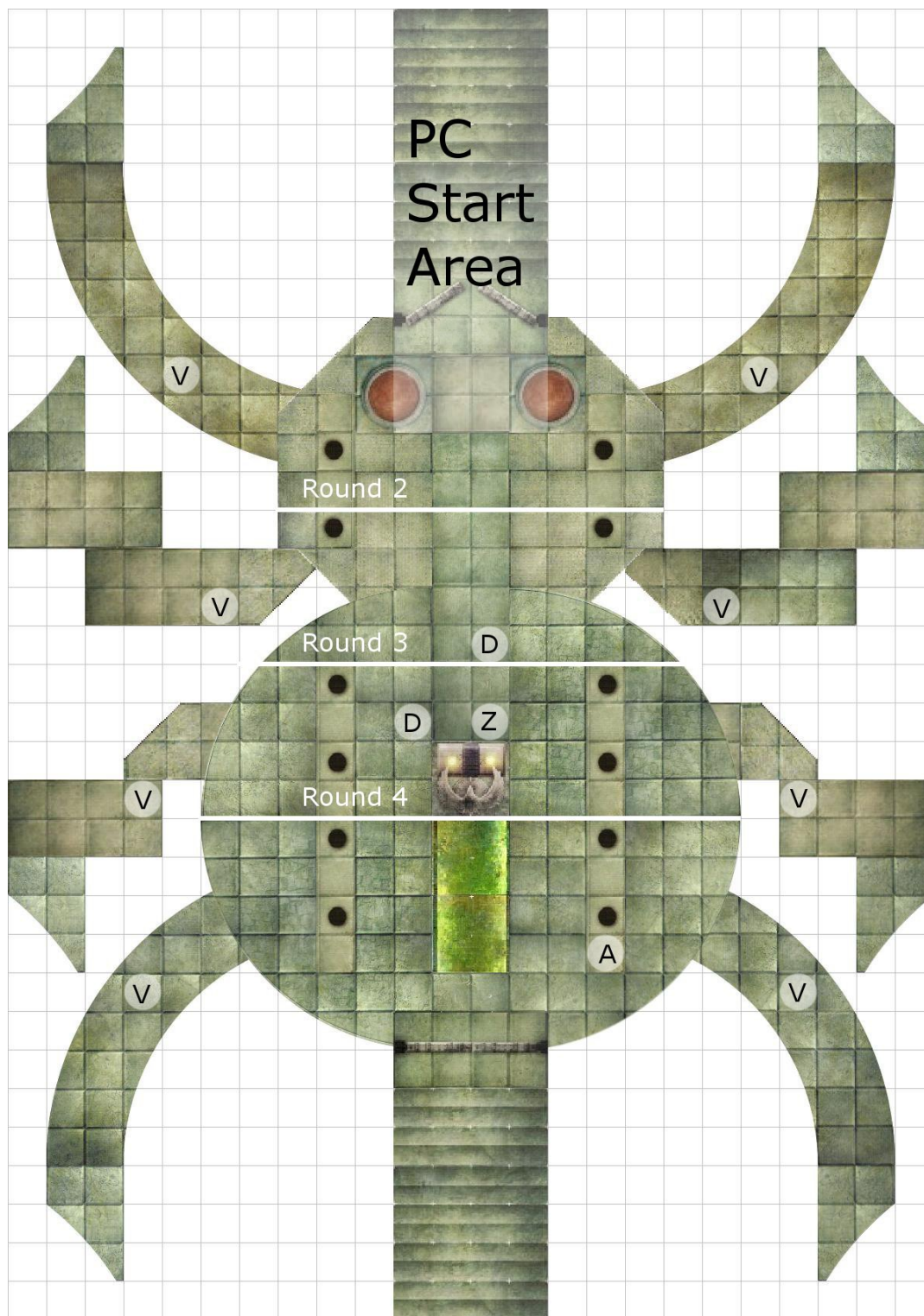
8 Lolth Venomspitter (V)	Level 22 Minion
Medium elemental magical beast (spider)	XP 691
HP 1; a missed attack never damages a minion	Initiative +22
AC 35, Fortitude 33, Reflex 35, Will 34	Perception +21
Speed 8 (see also temple defender)	Darkvision
Immune poison	
STANDARD ACTIONS	
m Bite (poison) • At-Will	
Attack: Melee 1 (one creature); +27 vs. AC	
Hit: 10 damage, and ongoing 10 poison damage (save ends).	
r Spit Venom (poison) • At-Will	
Attack: Ranged 10 (one creature); +27 vs. Fortitude	
Hit: 10 poison, and ongoing 10 poison damage (save ends).	
MOVE ACTIONS	
Temple Defender (Teleportation) • At-Will	
Effect: The venomspitter can teleport to any square within 3 squares of Lolth's altar or a living ally in the temple.	
TRIGGERED ACTIONS	
C Deathstorm (poison)	
Trigger: The venomspitter drops to 0 hit points.	
Attack (No Action): Close burst 5 (targets enemies taking ongoing poison damage); +27 vs. Fortitude.	
Hit: The target takes 14 poison damage.	
Miss: The target takes 7 poison damage.	
Effect: Any enemy that is adjacent to a target that was hit by the attack takes 14 poison damage.	
Str 25 (+20)	Dex 29 (+22) Wis 27 (+21)
Con 23 (+19)	Int 20 (+18) Cha 18 (+17)
Alignment chaotic evil Languages Primordial	
Note: Re flavored fire archon flamebow (Dungeon 174).	

Collapsing Roof	Level 22 Hazard
Hazard	XP 4,150
TRIGGERED ACTIONS	
Initial Collapse	
Trigger: Immediately prior to the draegloth's entrance	
Attack: Area burst 2 centered on the intended landing spot for the draegloth (creatures in burst); +25 vs. Reflex	
Hit: 3d10 + 14 damage, and the target is knocked prone.	
Shattering Room	
Trigger: The end of rounds 2, 3, and 4.	
Attack: Area Burst Special (see below); +25 vs. Reflex	
Hit: 3d10 + 14 damage, and the target is knocked prone.	
Effect: The burst becomes difficult terrain due to rubble. Any columns in the burst are destroyed.	
Special: At the end of round 2, all of the temple above the Round 2 line next to the second column is attacked.	
At the end of round 3, all of the room above the Round 3 line is attacked. In addition, the northern corridor snaps free. Any creatures still in the corridor fall, as described in Final Collapse.	
At the end of round 4, all of the room above the Round 4 line is attacked.	
Final Collapse	
Trigger: At the end of round 5.	
Effect: The entire temple collapses and all PCs still in it fall to another section of the Demonweb, taking 6d10 falling damage. Any remaining enemies die.	
Countermeasures	
A DC 20 Dungeoneering check as a minor action reveals the area that will be attacked in the following round, as well as the danger to those in the corridor for round 3 and the entire temple for round 5. When hit by the hazard, a creature may replace its Reflex defense with a Dungeoneering check result as an immediate interrupt.	

ENCOUNTER 5: RESCUE MAP

TILE SETS NEEDED

Dungeon Tiles Master Set x2, Arcane Towers x2, Fane of the Forgotten Gods x2



D = drow zealots; A = drow archmage; S = draegloth shadowspinner; V = Lolth venomspitters; Z = Zarylene Oussate

ENCOUNTER 6: THE HUNTED

SETUP

Zarylene Oussate, female drow priestess of Lolth.

The PCs escape the collapsing Temple of Lolth, following a dissolving web corridor to a nondescript cavern with multiple exits. The tremors subside and the area seems secure for the moment.

Before proceeding, read Appendix 1 regarding the Black Gate keys for important background information. Read the following text aloud:

The dissolving corridor finally ceases at the edge of a medium-sized cavern with multiple exits to additional web corridors leading in various directions. The violent tremors subside and there is a sense of relative safety for the moment.

This encounter occurs during the short rest after Encounter 5.

NOTE: The rest of this encounter assumes that Zarylene is alive. If she is not and the PCs did not retrieve the iron pyramid portal key from her in the previous combat, they discover her corpse here where it fell from the collapsing chamber. The PCs find nothing else of interest in the cavern and must choose an exit to continue toward the Demonweb Pits. Proceed to the Ending the Encounter section.

If Zarylene is alive, she nearly collapses after reaching the room:

The wounded drow priestess is severely injured and gasping for breath.

Zarylene has already fetched the iron pyramid from the Temple of Lolth. Zarylene hopes the bronze star and silver sphere are still obtainable. She plans to use the PCs to help her deal with Eclavdra at the Black Gate to obtain the final key.

If the PCs helped defeat her attackers, Zarylene makes a half-hearted attempt to thank them for intervening. In any case, she sets into motion her plan to take the PCs to Lolth. Zarylene needs the PCs' protection against other demonic forces that may be out to destroy her, and she believes she can make proper amends to Lolth by leading the PCs to the Spider Queen as a sacrifice.

After catching her breath, the drow priestess leans against a large rock for support and looks at you uncomfortably. "It is clear that we have much to offer each other. I'm on my way to an audience with Lolth, but my enemies have been set against me and my journey may prove impossible if I remain alone. Yet, I hold one of the keys to open the only portal leading to the Spider Queen's domain." She holds up a small iron pyramid that glows with a fiery purple energy. "I also know where the other keys are located and can lead you through the most expeditious route to the Black Gate."

Zarylene's goals for this encounter are as follows:

- Enlist the PCs to help her recover the Black Gate Keys hidden throughout the Demonweb.
- Use the PCs as bodyguards against other forces that may be out to get her.

Zarylene's goal for the adventure is to regain Lolth's favor. She has two ideas for accomplishing that goal:

- Lead the PCs to Lolth's court and offer them as sacrifices to the spider queen.
- Exact revenge on her apprentice, Zim'mizai of House Mizzrym, for manipulating Zarylene in the plan to tamper with Carceri.

Zarylene's basic pitch to convince the PCs to escort her is as follows:

- She knows the location of the Black Gate keys to gain entrance to Lolth's domain. While it is possible the PCs may stumble across them, doing so on their own would take longer and be more hazardous.
- With the apparent time constraint, it makes sense to pool their resources and get the keys as fast as possible. Zarylene knows several shortcuts to get to the Black Gate in the least amount of time.
- She offers the iron pyramid portal key, as a sign of good faith. In truth, she assumes they could kill her for it, and anyone carrying a portal key is more of a target.
- She identifies the silver sphere portal key carried by the PCs. If they did not retrieve it in Encounter 1, they will obtain it later in Encounter 8.
- Zarylene claims to know the identity of the real traitor behind the chaos of the Demonweb. She refuses to tell the PCs, saying that they need to

protect her long enough so that she may report to Lolth to make her amends.

Zarylene can reveal some or all of the following through role-playing:

- She tells the PCs that her name is Zarylene Oussate, a priestess of Lolth.
- Zarylene admits that her Queen has found disfavor with her recently, but she does not give specific reasons why. She says that it is her personal shame and no one needs to know the details; that is for her and the Spider Queen alone. If someone suggests that she might be responsible for the chaos of the Demonweb, she dismisses that with a derisive laugh and simply says that if she were the one responsible then she would be a fool to return to face Lolth's wrath.
- Zarylene explains that she is intent on returning to Lolth to make amends, but that the current situation has forced her to do so at great risk to herself. If asked how she plans to make her amends, she says that she knows the identity of the traitor responsible for the chaos of the Demonweb and she believes that revealing this information to Lolth in person is sufficient to get a pardon.
- Zarylene ashamedly admits that she needs protection to make the journey to the Black Gate and offers her help to the PCs if they travel with her. She offers to lead the PCs on the journey if there are no female PCs in the party, but is content to allow female party members to take that role. If female PCs allow the males to take the lead or question their decisions, Zarylene inquires why the female PCs allow such insolence from their inferiors.
- If asked too much about the Black Gate, Zarylene laughs and points out. ***"If I tell you everything, you'll kill me before we get to the Black Gate! Do you think a drow matron would fall for such an obvious ploy?"*** She promises to stick with them to fetch all the keys and go through the gate. Insight checks reveal her as sincere.
- With the Demonweb unraveling around them, Zarylene fears that there is little time to retrieve the other gate keys before they are lost forever. She believes that they must move quickly before all is lost.
- Zarylene says that the Spider Queen is the mistress of her domain and it is only by her will that the Demonweb exists at all. The eruption of chaos seems to have weakened Lolth's power over the realm and she believes the Spider

Queen is struggling to maintain what little control she has left. However, if anyone suggests that Lolth is significantly weakened and vulnerable to attack, Zarylene says they are fools to believe it. Zarylene suggests that Lolth may be too focused on her vengeance to care for the outer areas of the Demonweb.

- If the PCs insist on a little more detail on the location of the keys, she briefly describes the reaver garden where an ally (Xunarra, the drider) is safeguarding one of the keys.

The PCs might wish to use Insight or Religion for additional information. Attempts to use Bluff, Diplomacy, or Intimidate should yield the information above. Zarylene might be willing to reveal more later, but knows better than to trust the PCs if she is no longer useful.

Insight DC 20: Zarylene is just using them to get to Lolth and otherwise hates outsiders. She is battered and weakened and would not likely survive long on her own in the Demonweb.

Insight DC 27: Zarylene knows more than what she is telling. It may be possible to gain this information through further negotiation and discussion as the PCs make their way toward the Black Gate.

Insight DC 37: Like most drow, Zarylene will most likely betray the PCs at the first opportunity. She is also unlikely to trust any offers made by the PCs even if they seem sincere. However, Zarylene does need the PCs' protection for now.

Religion DC 27: The drow that attacked Zarylene were Chosen of Lolth, some of Lolth's more powerful drow servants. They likely were attempting to capture or kill Zarylene to gain Lolth's favor.

Religion DC 37: Zarylene is taking a great risk in going before Lolth in failure, so she likely has a plan to regain Lolth's favor.

If the PCs refuse to cooperate, Zarylene lets them leave on their own. She sneaks through and retrieves the bronze star from Encounter 8 and attempt to negotiate with them there.

Zarylene is in no shape for further combat. If the PCs wish to kill her (purposefully or "accidentally"), they can do so easily.

If the PCs allow Zarylene to stay alive, she remains a short distance behind them. Whenever combat begins,

she creates a *cloud of darkness*, turns into a tiny spider, and sneaks away. She reappears at the end of combat. Assume Zarylene survives any upcoming combat encounter.

TROUBLESHOOTING

If the PCs really do not wish to deal with Zarylene, especially if they see her as a repeat of Sinmaker from EPIC3-2, downplay Zarylene and allow them to avoid her.

ENDING THE ENCOUNTER

The encounter ends when the PCs are ready to leave the cavern. If they travel with Zarylene, proceed directly to Encounter 8. If they do not, proceed to Encounter 7.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

The iron pyramid portal key might be obtained in this encounter.

ENCOUNTER 7: INNER TRAPPINGS

SETUP

The inner Demonweb is more stable, but patrols of drow soldiers and deadly traps are more common. Without Zarylene to guide them, the PCs must find their own way past these obstacles.

SCENE 1: LOST IN THE WEB

The PCs use their skills or abilities to avoid getting lost.

Every path seems to intersect with several others, creating a maddening and confusing web that doubles back on, and over and under, itself. With frequent patrols by drow, demons, and spiders, it would be all too easy for getting lost to turn fatal.

The PCs have several skill options for making their way. Allow them to be creative to earn bonuses or to bypass the challenge entirely, but some likely solutions are listed below. Allow each character no more than one skill check.

History/Religion DC 37

A History or Religion check allows a character to recall enough of Demonweb navigation.

Dungeoneering/Nature DC 37

If a PC has gotten a vague idea of how to head towards the Black Gate from a previous NPC, or comes up with the idea themselves, they can propose just keeping their course heading towards the center of the web. Dungeoneering or Nature allows them to navigate safely in this manner.

Bluff/Intimidate/Stealth DC 37

This method could involve stalking a drow patrol to overhear their conversation using Stealth, browbeating a patrol using Intimidate, or claiming to be invited or pretending to be a drow officer lost in the chaos using Bluff.

The PCs might alternatively have access to very quick divination, such as Hand of Fate, that might be reasonably expected to help. It is fine to be lenient with time in such an instance, as long as they don't attempt to cram several other rituals or additional short rests into the same time frame.

If all of the PCs fail their check (or choose not to make one), then they each take 20 damage between various attacks, traps, and hazards, but eventually reach the next scene.

SCENE 2: DEFENSES

The PCs have made significant progress, but they now have only two choices for how to proceed. One is clearly trapped, while the other is guarded.

There are two paths that head onwards. Drow guards converse from their post down the first path. The second path leads into a corridor that is lined with holes on all sides. Poisoned spikes jut from the holes.

Allow them to choose the guard post (Scene 2A) or trapped corridor (Scene 2B). Resolve that scene, then proceed to Scene 3.

SCENE 2A: GUARD POST

There are several drow behind barriers down the corridor. It might be possible for the PCs to talk their way past, to ambush the drow, or simply to charge them.

Stats are not necessary, but if they are helpful, treat the drow guards as led by a single drow zealot (from Encounter 5) with a number of drow stalkers (from Encounter 10) equal to the number of PCs. They are staggered out behind a web barrier.

Bluff DC 37

One lead PC must make the check. With a convincing story (perhaps the PC appears to be a drow mage leading some thralls), reduce the primary DC to 27. In this case, every other PC going with the lead PC must succeed at a DC 20 Bluff check.

Intimidate DC 37

The guards know they'd die to the PCs, but also fear what Lolth would do to them. If a single lead PC succeeds, the guards let the PCs through. On a failure, if every other PC makes a DC 27 Intimidate check, the guards let them through anyway. If the other PCs do something egregious, like instantly killing one of the drow minions, success requires only a single DC 27 Intimidate check, rather than one check per PC.

Stealth DC 37

Any PC may sneak directly past the guards, moving when the guards blink or talk. The PCs could also sneak past by clinging to the web wall, which requires DC 20 Stealth and Athletics checks. PCs using Stealth do not need to make the checks listed under Bluff or Diplomacy.

If any PC fails a check or the PCs instead simply attack the drow guards, you can either run the combat with the creatures, or assume each PC takes 15 damage. If the

PCs attempt to use Stealth to move up and then ambush the drow, have each PC make a DC 20 Stealth check. If they all succeed, then their ambush is successful and they take no damage.

SCENE 2B: TRAPPED CORRIDOR

The corridor is filled with traps, so it takes extremely careful going to avoid being hurt. Request a single Perception check and a single Thievery check. The other PCs may assist these checks, if desired.

The Thievery DC is based on the Perception check result:

Perception Result	Thievery DC
Below 20	Impossible
20-26	DC 37
27-36	DC 27
37+	DC 20

If the Thievery check fails, every PC must make an Acrobatics check. Each character takes 40 points of damage minus his or her individual Acrobatics check result.

SCENE 3: XUNARRA'S MINION

As the PCs turn into a corridor, they startle a demon attempting to hide in the shadows of the corridor and spy on them.

A hunched creature in dark robes freezes in shock at your approach. It shrieks, then leaps away.

The shadowy figure is a low-level demon spawn called Grohlnik. Grohlnik is a servant of Xunarra, the drider totemist in Encounter 8: Reaver's Garden. If the PCs wish to catch or corner Grohlnik, they can easily do so. Grohlnik can be described as follows:

The creature has a large hunch-back and wears heavy, dark brown robes that nearly conceal its face completely. A single, cat-like eye glows beneath a hood fashioned from thick strips of cloth. The foul creature has extra digits on its hands and feet and wields a cudgel.

Arcana DC 27

The creature is a type of minor demon spawn, usually tasked for assisting drow casters with tasks that are dangerous. Most of their kind are injured or warped by the tasks into which they are forced.

Insight DC 27

Grohlnik is terrified of the PCs. He will say anything to get out of here alive.

If the PCs choose to talk with Grohlnik, use the talking points below. A DC 20 Insight or Intimidate check reveals his lies.

- Grohlnik is obviously afraid of the PCs and cowers from them if they use any form of intimidation.
- Grohlnik claims that he's just looking for food and doesn't want to start any trouble. (False)
- If shown a Black Gate key, he initially denies any knowledge of the keys. (False)

Once it is obvious that the PCs do not believe his lies, he will switch to the truth in hopes of not being slain.

- Grohlnik admits that he is there looking for a key. He reveals that someone named Xunarra sent him here to retrieve it.
- Grohlnik can be coerced into revealing that he knows that Xunarra has a portal key. Grohlnik can describe the shortest path to Xunarra's Reaver Garden, where Lolth's Reavers are nurtured and hatched.

ENDING THE ENCOUNTER

After the PCs leave Grohlnik, proceed to Encounter 8.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

None.

ENCOUNTER 8: REAVER GARDEN

ENCOUNTER LEVEL 23

SETUP

This encounter includes the following creatures:

2 Lolth's reavers (R)

1 Xunarra, drider totemist (T)

6+ cave spiders (S)

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove the Lolth's reaver hidden under the web floor.

Six PCs: Add 4 cave spiders and increase Xunarra's hit points by 100.

The reaver garden is a two-chamber area of the Demonweb where Lolth's reaver eggs are hatched and grown to maturity through a long process of nurturing and feeding on the blood of many elves, eladrin, angels, and demons.

Xunarra, the drider who tends to the reavers being grown here, was entrusted one of the Black Gate keys. She was a loyal servant of Zarylene for the time that Zarylene was in favor with Lolth. However, with Zarylene's status in question and the Demonweb in chaos, Xunarra has decided that her only loyalty is to Lolth. Xunarra sent allies out to fetch the other keys. With Lolth's blessing, she sent the drow chosen and the draegloth to bring Zarylene to Lolth.

Strange glowing webs like thin walls extend from floor to ceiling in one part of the chamber ahead, while others cover a large pit in the center of the room.

A female drider wearing an obsidian vest with night-blue trim holds up a spider totem, as if commanding you to advance no further.

Many spiders crawl over the walls and webs in this chamber.

PCs at least 4 squares into the room with a Passive Perception 35 notice a large spider lurking underneath the web floor in the center of the chamber.

If Zarylene is with the PCs, Xunarra says:

"You should not have come back, Zarylene," the drider totemist says in a sorrowful tone. "Surrender to me now and I will deliver you to Lolth. Or don't, and I'll deliver you wrapped in my spiders' webs."

Zarylene says, "I have only come to claim that which is mine, Xunarra. Hand over the key or my new allies will destroy your little 'garden' here."

Xunarra says nothing, but throughout the room the spiders spring to attack.

Roll for initiative and start combat. Xunarra is not interested in any more talk and Zarylene's threats do not impress her.

If Zarylene is NOT with the PCs, Xunarra reacts as follows:

If there are no elves or eladrin in the group:

The drider inspects your group momentarily and then says, "No one may enter here. Turn back now and I'll let you live."

If there are elves or eladrins in the group:

The drider inspects your group momentarily and then says, "If you wish to pass, put your weapons away and move quickly to the far exit."

Xunarra is not interested in speaking with the PCs at all. If they try to initiate a conversation, she strongly urges them to comply with her previous order. If they do not, then roll for initiative and begin combat.

If the PCs were instructed to cross to the far side of the chamber to exit, roll initiative when they are at the halfway point and start combat. Xunarra is particularly interested in providing elf and eladrin blood for her reavers.

Xunarra murmurs, "You will provide delicious elven blood to make Lolth's reavers grow strong."

Map Notes: The Lolth's reaver under the web (marked as water on the map) is not visible at the start of the encounter unless PCs are at least 4 squares into the room and make a DC 35 Perception check.

Six cave spiders are arranged around the room. More spider movement can be seen deeper in the webs of the room.

Until Xunarra dies, add another 2 (3 for a group of 6) cave spiders each round. On the cave spider's initiative, they emerge to attack from any webbed area and take a full round of actions.

FEATURES OF THE AREA

Ceiling and Walls: The ceiling of the chamber is 4 squares above the floor. All spider climbing creatures may use the ceiling and walls for movement.

Magic Web Wall: The main chamber and the egg nest under the floor are protected by sections of magic webbing. The webbing causes attacks with arrows, bolts, and other forms of ammunition to miss automatically and provides superior cover against all other forms of attack.

If a ranged attack would miss a target on the other side of the web wall, the attack is instead retargeted at its attacker who must reroll the attack.

Passing through the web wall requires 3 extra squares of movement, unless a creature has spider climb. Creatures cannot be force moved through the wall. Any attempt to teleport through the web wall results in the creature stopping before the web wall, where it is restrained until the start of its next turn.

Each 5-foot (1 square) section of web has 30 hp (AC & Reflex 20, Fortitude 30, vulnerable 20 fire). If a close or area fire attack destroys any webbing, the rest of the webbing is also set on fire and burns away at the end of the next round.

Xunarra may attack through the web wall without suffering its negative effects.

Web Floor: The central section of the floor marked as water is actually the same magic web as the web wall, but covering a pit. At the bottom of the pit are a number of reaver eggs.

Creatures without spider climb treat the area as difficult terrain. If the web floor catches fire, all creatures on it at the time or ending their turn on it take 20 fire damage. At the end of the next round, the web floor disintegrates. Any creature on the web when it disintegrates falls 50 feet (10 squares), taking 5d10 falling damage.

TACTICS

All creatures in this combat favor elf and eladrin targets.

Lolth's reavers use *web leap* on any concentrations of enemies and try to keep enemies away from Xunarra or the eggs.

Xunarra uses *venom ray* to immobilize dangerous targets for her cave spiders to attack. She *spider swarms* on her first turn to discourage melee attacks. She'll use her action point to *psychic scream* as soon as possible. Assume that she is commanding all of the spiders to employ intelligent tactics.

Cave spiders use *tethering web* to immobilize all enemies, then move or charge in to bite any immobilized targets.

ENDING THE ENCOUNTER

The encounter ends after the PCs defeat Xunarra and the spiders and retrieve the portal key. The exit from this room leads to the Hall of the Great Web. Proceed to Encounter 9.

MILESTONE

This encounter counts toward a milestone.

TREASURE

Xunarra is wielding a +5 *greater staff of power*, wearing +5 *shadowdance armor*, and carrying the eight-pointed bronze star portal key.

ENCOUNTER 8: “REAYER GARDEN” STATISTICS

2 Lolth's Reaver (R)	Level 25 Brute
Large elemental beast (mount, spider)	XP 7,000
HP 287; Bloodied 143	Initiative +19
AC 37, Fortitude 37, Reflex 34, Will 35	Perception +19
Speed 8, climb 6 (spider climb)	Tremorsense 5
STANDARD ACTIONS	
m Bite (poison) • At-Will	
Attack: Melee 1 (one creature); +30 vs.AC	
Hit: 3d10 + 5 damage, and ongoing 20 poison damage (save ends).	
R Grasping Thread • At-Will	
Attack: Ranged 10 (one creature); +28 vs. Reflex	
Hit: The reaver pulls the target 5 squares, and the target is restrained (save ends).	
Each Failed Saving Throw: The reaver pulls the target 5 squares.	
C Web Leap • Encounter	
Effect: The reaver jumps 8 squares without provoking opportunity attacks. The reaver then makes the following attack.	
Attack: Close blast 3 (enemies in blast); +28 vs. reflex	
Hit: 3d12 + 12 damage, and the target falls prone and cannot stand up (save ends).	
TRIGGERED ACTIONS	
Bloodied Leap • Encounter	
Trigger: The reaver is bloodied for the first time.	
Effect (Free Action): The reaver recharges <i>web leap</i> , then uses it.	
Skills Stealth +24	
Str 28 (+21)	Dex 25 (+19) Wis 25 (+19)
Con 27 (+20)	Int 14 (+14) Cha 14 (+14)
Alignment chaotic evil Languages Elven, Abyssal	
Note: Modified Stealth and Dexterity. Added <i>bloodied leap</i> in imitation of <i>bloodied breath</i> in Tiamat's Red Hand theme.	

1 Xunarra, Drider Totemist (X)	Level 25 Controller (Leader)
Large fey humanoid (drider)	XP 7,000
HP 226; Bloodied 113	Initiative +18
AC 39, Fortitude 35, Reflex 38, Will 36	Perception +21
Speed 6, climb 6 (spider climb)	Darkvision
Action Point 1	
TRAITS	
O Dark Pact Mobility • Aura 5	
Bloodied allies in the aura automatically succeed on saving throws against slowing effects and immobilizing effects.	
Shadowdance Armor	
Xunarra's area and ranged attacks do not provoke opportunity attacks.	
STANDARD ACTIONS	
m Bite (poison) • At-Will	
Attack: Melee 1 (one creature); +30 vs.AC	
Hit: 3d10 + 16 damage, and ongoing 20 poison damage (save ends).	
R Venom Ray (implement, poison) • At-Will	
Attack: Ranged 10 (one creature); +28 vs. Reflex	
Hit: 4d6 + 19 (crit 5d10 + 43) poison damage, and the target is immobilized until the end of its next turn.	
C Psychic Scream (implement, psychic) • Recharge 6	
Attack: Close blast 5 (enemies in blast); +28 vs. Will	
Hit: 3d10 + 16 psychic damage and the target is dazed (save ends). At the start of the target's next turn, determine the enemy nearest to it: It may not make any attack until the start of its following turn that does not include that target.	
MINOR ACTIONS	
Spider Swarm (poison, zone) • Recharge 5-6	
Effect: Close burst 2. The burst creates a zone that lasts until the end of the encounter or until Xunarra uses spider swarm again. Enemies grant combat advantage while in the zone, and any enemy that ends its turn there takes 20 poison damage.	
Staff Defense • Encounter	
Effect: Xunarra gains a +5 power bonus to all defenses against the next attack made against her.	
TRIGGERED ACTIONS	
Powered Rebuke • Daily	
Trigger: An enemy within 20 squares hits Xunarra with an attack.	
Effect (Immediate Reaction): The triggering enemy takes 25 force damage.	
Skills Arcana +24, Intimidate +22	
Str 21 (+17)	Dex 22 (+18) Wis 19 (+16)
Con 18 (+16)	Int 24 (+19) Cha 21 (+17)
Alignment evil Languages Common, Elven, Abyssal	
Equipment +5 greater staff of power, +5 shadowdance vest	
Note: Drow spider totemist with Those Who Hear Theme for action point and <i>psychic scream</i> , altered range, reflavored into a drider.	

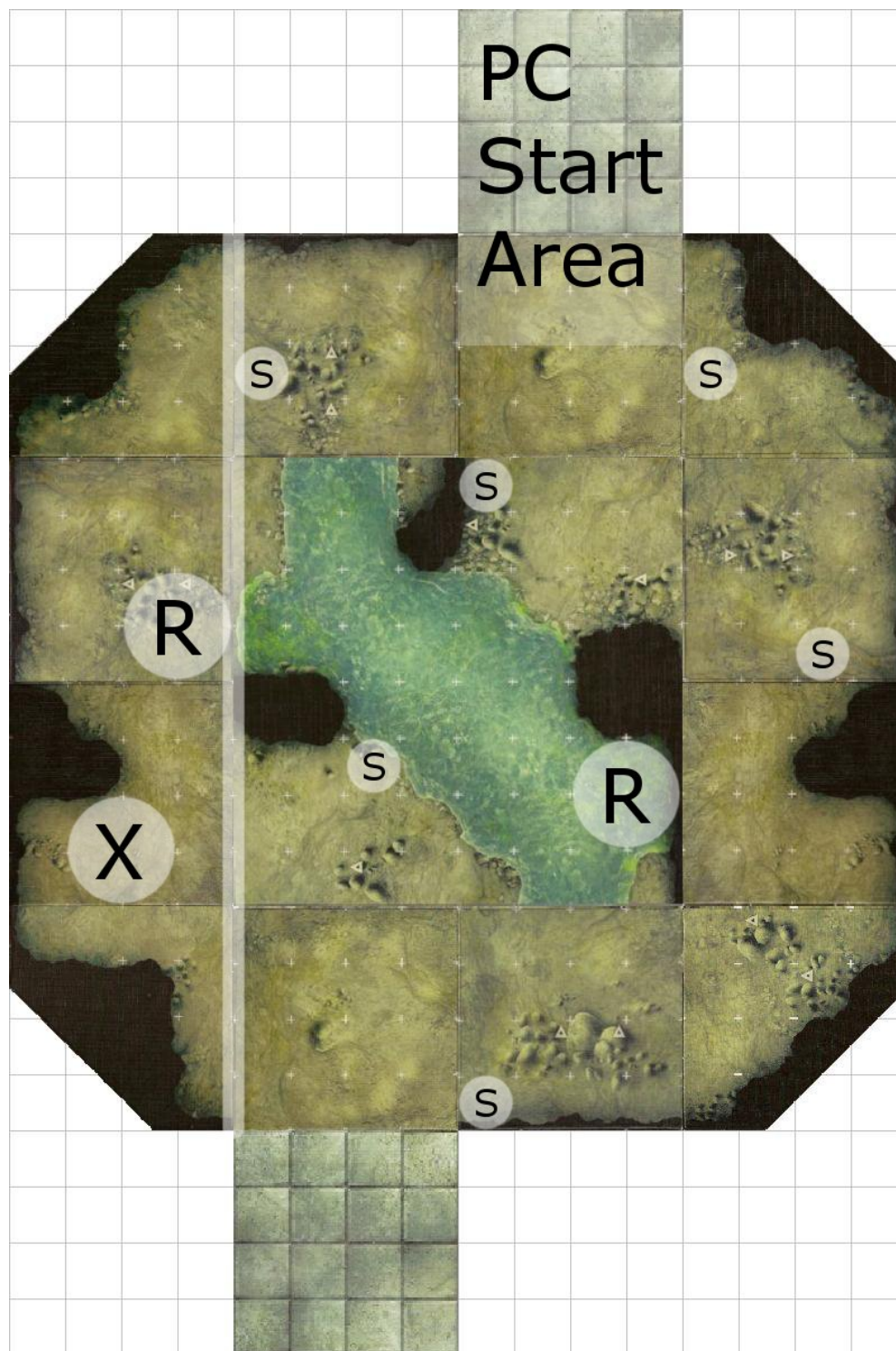
6+ Cave Spider (S)		Level 23 Minion Skirmisher	
Medium Natural Beast (spider)		XP 1,275	
HP 1; a missed attack never damages a minion		Initiative +20	
AC 37, Fortitude 35, Reflex 36, Will 33		Perception +16	
Speed 6, climb 6 (spider climb)		Darkvision,	
Resist 15 poison		Tremorsense 5	
TRAITS			
Web Walk			
The spider ignores difficult terrain composed of webs.			
STANDARD ACTIONS			
m Bite (poison) • At-Will			
Attack: Melee 1 (one creature); +28 vs. AC			
Hit: 15 damage, plus 10 poison damage if the target is immobilized, restrained, stunned, or unconscious.			
MINOR ACTIONS			
R Tethering Web • At-Will (1/round)			
Attack: Ranged 10 (one creature); +26 vs. Reflex			
Hit: The target is immobilized until the end of its next turn.			
Skills Athletics +21, Stealth +23			
Str 22 (+17)	Dex 24 (+18)	Wis 20 (+16)	
Con 19 (+15)	Int 1 (+6)	Cha 8 (+10)	
Alignment unaligned		Languages --	

ENCOUNTER 8: “REAVER GARDEN” MAP

TILE SETS NEEDED

Caves of Carnage x2

(The white line is the web wall)



R = Lolth's reavers; X = Xunarra, drider totemist; S = cave spiders

ENCOUNTER 9: HALL OF THE GREAT WEB

SETUP

This encounter includes the following creatures:

Zarylene Oussate

or

1 yochlol tempter

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: The tempter starts combat with 150 hp.

Six PCs: The tempter gains an action point.

The PCs come upon a 60 foot diameter circular chamber with several web corridor exits, some of which extend only a short distance to where they've crumbled into ruin. When the PCs enter the area, read the following:

Ahead is a black hemispherical chamber with several passages branching off in all directions. The floor is polished black marble etched with silver lines and shapes. The floor seems to wobble and shift underfoot.

If Zarylene is with the party, she takes this time to explain the function of the room and discuss strategy for the Black Gate.

“From this room, we can travel directly to the Black Gate. It is time for us to discuss strategy.”

If she is not, a yochlol tempter approaches the party. It has been sent by Lolth who is intrigued by the party.

A drow woman in elegant robes enters the room. She hesitates for a moment, then speaks, “I bear greetings from Lolth. She wishes you to know how to earn her attention. Or at least, how to die amusingly in the attempt.”

Either way, the party should have the opportunity to go into the next encounter understanding how the portal keys interact with the Black Gate.

Zarylene wants the party to consider her useful enough to keep with them, but also knows she needs to give them enough information to defeat Eclavdra.

The yochlol despises the PCs, believing their very presence in the Demonweb is blasphemous. It gives

them the information only because Lolth ordered it to, but grudgingly.

Either NPC reveals the following information:

- The gate is guarded by a powerful kastighur demon, known as Malothezon, as well as Eclavdra, Lolth's exarch.
- The Black Gate itself acts to protect its defenders, as well as to summon drow soldiers to reinforce the battle.
- The PCs must deactivate the Black Gate's powers by using portal keys in several locations on the battlefield. Only after they do so can they stop the reinforcements and open the Black Gate to Lolth.
- The keys do not require any special skills to activate, but do require someone tough or mobile enough to get them into place. The PCs should carefully consider who carries the keys.

Zarylene also wants to discuss tactics for the upcoming battle. She describes the area of the Black Gate and indicate the locations of the keyholes. Prepare the map for Encounter 10 to illustrate these features. She then imparts the following:

- Eclavdra and Malothezon are high enough in Lolth's favor that the Black Gate protects them. It acts continuously to remove harmful effects from them, though it can only remove one effect at a time. It also either armor or cloaks them in its tendrils, making it much harder to kill them. The tendrils are most threatening, as they can lash back at an attacker in kind. The Black Gate cannot maintain the armor and cloak at all times effectively.
- Inserting portal keys gradually strips the Black Gate's defenses from the pair, likely removing Malothezon's defenses first. It is possible to defeat Malothezon and Eclavdra without using the keys first, but it is easier to use at least some keys before attacking the Black Gate's guardians.

After discussing these challenges, Zarylene notes that they can either approach the Black Gate on foot or use a portal key to teleport directly in front of it. Either way, she suggests that the PCs make any last minute preparations they wish.

The yochlol tempter orders the PCs to use a portal key to go to the Black Gate immediately, insulting them if they attempt to delay or prepare for the fight. The PCs may choose to kill the yochlol tempter at any point. Stats are given below.

If the PCs had an easy time with all of the previous fights, the yochlol tempter somehow joins them as they travel, appearing right beside them in the next combat and immediately attacking. When the yochlol attacks, read or paraphrase:

“Your taint must not be allowed to reach my mistress. My life is a minor price to pay to stop you.”

FEATURES OF THE AREA

Map Floor: Characters making a DC 27 Insight check can identify the etchings on the floor as a map of this area of the Demonweb. Circles represent rooms, squares identify portals, and lines are the connecting web corridors.

An iron pyramid, silver sphere, and a blue crystal cube are inscribed in the floor here. With a DC 27 Arcana check, these can be identified as access points for the portal keys. If the PCs use one of the portal keys, they are instantly teleported to the entrance to Encounter 10.

TACTICS

The yochlol tempter uses *seductive glare* and *venom bolt* if at range or shifts into demon form to use *amorphous flurry* for melee. If at all possible, it uses *amorphous flurry* to reduce a foe's Will, then follows up with *seductive glare*.

ENDING THE ENCOUNTER

The encounter ends after the PCs leave the chamber.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

No treasure is found in this encounter.

1 Yochlol Tempter	Level 23 Controller
Medium elemental humanoid (demon, shapechanger)	XP 5,100
HP 198; Bloodied 99	Initiative +17
AC 37, Fortitude 33, Reflex 35, Will 36	Perception +21
Speed 6, climb 8 (spider climb)	Darkvision
Resist 15 poison	
STANDARD ACTIONS	
m Demon Form • Tentacle • At-Will	
Attack: Melee 2 (one creature); +28 vs.AC	
Hit: 1d6 + 10 damage	
M Demon Form • Amorphous Flurry • At-Will	
Effect: The yochlol makes four tentacle attacks. A target hit by two or more tentacle attacks takes a -4 penalty to Will (save ends).	
A Demon Form • Maddening Web (psychic) • Recharge 4/5	
Attack: Area burst 2 within 10 (targets enemies); +27 vs. Reflex	
Hit: The target is immobilized and takes ongoing 25 psychic damage (save ends both)	
m Drow Form • Spider Touch (poison) • At-Will	
Attack: Melee 1 (one creature); +26 vs. Reflex	
Hit: 3d8 + 15 damage, and ongoing 15 poison (save ends).	
r Drow Form • Venom Bolt (poison) • At-Will	
Attack: Ranged 10; +26 vs. Reflex	
Hit: 3d8 + 15 damage, and the target is slowed and takes ongoing 15 poison damage (save ends both).	
MINOR ACTIONS	
r Drow Form • Seductive Glare (charm, reliable) • Recharge when the target saves	
Attack: Ranged 10; +28 vs. Will	
Hit: The target is dazed (save ends).	
First Failed Saving Throw: The target is dominated (save ends).	
FREE ACTIONS	
Drow Shape (polymorph) • At Will	
Effect: A yochlol tempter can alter its physical form to take on the appearance of a unique female drow.	
Demon Shape (polymorph) • At Will	
Effect: A yochlol tempter can alter its physical form to resume its demon form.	
Skills Bluff +23, Intimidate +23, Religion +20, Stealth +22	
Str 18 (+15)	Dex 23 (+17) Wis 21 (+16)
Con 14 (+13)	Int 19 (+15) Cha 24 (+18)
Alignment chaotic evil	Languages Abyssal, Common, Elven

ENCOUNTER 10: THE BLACK GATE

ENCOUNTER LEVEL 25

SETUP

This encounter includes the following creatures and traps:

2 drow gate archers (A)

infinite drow stalker minions (S)

Malothezon, demon guardian of the Gate (M)

Eclavdra, exarch of Lolth (E)

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove a drow gate archer. Eclavdra's *cloaked in Black Gate tendrils* and Malothezon's *armored in Black Gate tendrils* recharge only on a 6.

Six PCs: Add a drow gate archer. Eclavdra's *cloaked in Black Gate tendrils* and Malothezon's *armored in Black Gate tendrils* recharge on a 4-6.

Before starting the encounter, make sure the PCs know who is carrying each portal key. When the PCs first arrive at this encounter, read or paraphrase the following:

Spanning most of the opposite wall is an enormous black gate that absorbs all nearby light, flanked by two towers. In the center of the room stands a huge demon, its eyes burning with fiery hatred.

Past the demon is a raised portcullis of bone and metal. Transparent columns running from floor to ceiling contain wailing ghostly images.

A ravishing drow woman steps through the Black Gate, like stepping through water. Tendrils of the gate cling to her, forming a cloak around her. She swings a rod topped with three writhing tentacles and shouts, "These defilers are unworthy to grace our Goddess Lolth's presence. They must not pass through the Black Gate to her. Destroy them!"

FEATURES OF THE AREA

This area has a few important features.

The keyholes: There are four 'keyholes' on the map, designated by the numbers 1 - 4. A PC adjacent to one of these can spend a minor action to insert the proper portal key (1 = Iron Pyramid, 2 = Silver Sphere, 3 = Eight-Pointed Bronze Star, 4 = Pale Blue Crystal Cube).

At the end of each round, a number of minions enter the combat equal to the number of PCs minus the number of portal keys that have been inserted. The minions may appear in any square adjacent to the Black Gate or on the active keyhole squares.

Once all 4 keys are in place, the PCs gain control of the Black Gate. Its combat abilities cease to function, and reinforcement creatures stop arriving.

The towers: There is a thirty-foot tall tower made of webbing on either side of the gate. The tower arrow slits afford anyone inside concealment and superior cover from anyone outside the towers.

The entrance to the tower is actually thirty feet up (the drow climb the webs or teleport in). A DC 27 Thievery or Athletics check as a minor action opens an arrow slit in the webs wide enough to pass through and that arrow slit no longer provides superior cover. The tower cannot be entered from the ground.

The pillars: The transparent pillars provide cover but not concealment. Any creature adjacent to a pillar gains vulnerable 10 psychic and deals 10 extra damage with psychic attacks.

The portcullis: There is a portcullis in the center of the room that is currently raised. When lowered, the portcullis blocks movement for all creature sizes small and above and provides cover (DC 37 Acrobatics for a medium creature to squeeze through, DC 27 for a small creature).

The portcullis automatically closes once two enemy creatures pass through it. On her turn, Eclavdra can raise or lower the portcullis as a free action. Additionally, anyone within the towers can raise or lower the portcullis by flipping a switch as a minor action.

The portcullis can be destroyed (all defenses 22, 150 hp) or forced up or down (DC 20 Strength, move action). An attempt to force the portcullis up that succeeds at DC 30 Strength breaks the portcullis so it cannot be reclosed.

Ceiling: The ceiling is 30 feet (6 squares) high.

TACTICS

The archers use the cover provided by the towers to try to attack with stealth each round. If a PC enters one of the towers, the archer uses *cloud of darkness* to protect itself.

Eclavdra stays near a pillar, trying to focus fire on whomever the archers and the demon are attacking. She attempts to separate PCs from one another and split the party using the portcullis.

Malothezon and the drow minions attack whichever targets they can, focusing their attacks if possible. A minion only uses *cloud of darkness* if it does not interfere

with the ranged attacks of Eclavdra and the archers. Remember that reinforcement minions arrive each round until the gate is closed.

If any PC has the story award **EAST10 Ire of Lolth** (from *EAST1-5 Mole Hunt*), they are preferentially targeted.

ENDING THE ENCOUNTER

When both Eclavdra and Malothezon are dead and all keys have been activated, the remaining drow flee or surrender. Once the PCs enter the Black Gate, proceed to Encounter 11.

MILESTONE

This encounter counts towards a milestone.

TREASURE

The PCs can find *Eclavdra's circlet of control* on her corpse. She also carries a pale-blue crystal cube portal key.

ENCOUNTER 10: THE BLACK GATE

1 Eclavdra, Exarch of Lolth (E)	Level 25 Elite Soldier (Leader)
Medium fey humanoid, drow	XP 14,000
HP 460; Bloodied 230	Initiative +24
AC 41, Fortitude 35, Reflex 39, Will 37	Perception +18
Speed 7	Darkvision
Saving Throws +2; Action Points 1	
TRAITS	
O Spider Queen's Emissary • Aura 5	
Any demon, drow, or spider ally within the aura gains a +2 power bonus to attack rolls and can shift 1 square as a minor action.	
Guardian of the Black Gate	
At the start of her turn, Eclavdra may remove a single harmful condition or harmful effect.	
STANDARD ACTIONS	
m Tentacle Rod (weapon) • At-Will	
Attack: Melee 3 (one creature); +30 vs. AC	
Hit: 3d8 + 15 damage.	
M Tentacle Lash (weapon) • At-Will	
Attack: Melee 3 (one, two, or three creatures); +30 vs. AC	
Hit: 3d8 + 15 damage, and the target cannot benefit from immunity or resistance to poison until the end of the encounter. In addition, the target is slowed (save ends).	
First failed save: The target is immobilized instead of slowed (save ends).	
Second failed save: The target is immobilized and weakened instead of immobilized (save ends both).	
R Circlet of Control (charm, psychic) • At-Will	
Attack: Ranged 10 (one or two creatures); +28 vs. Will	
Hit: 2d6 + 25 psychic damage, and the target is pulled 5 squares.	
MINOR ACTIONS	
R Insidious Offer (charm, psychic) • Recharge when first bloodied	
Attack: Ranged 10 (one creature); +28 vs. Will	
Hit: 1d10 + 6 psychic damage, and the target chooses either to take 30 extra psychic damage or to become dominated (save ends).	
C Entrancing Beauty (charm, psychic) • At-Will (1/round)	
Attack: Close burst 5 (enemies in burst); +28 vs. Will	
Hit: 1d6 + 6 psychic, and Eclavdra pulls the target 2 squares.	
M On Your Knees (weapon) • Recharge 5-6	
Attack: Melee 3 (one creature); +30 vs. Will	
Hit: The target falls prone and cannot stand up (save ends).	
TRIGGERED ACTIONS	
Cloaked in Black Gate Tendrils • Recharge 5-6	
Trigger: Eclavdra is damaged by an enemy.	
Effect (No Action): The damage is instead taken by the triggering enemy. All other effects are resolved normally.	
Special: This ability cannot be used after three portal keys have been inserted.	
Blinking Escape (teleportation) • At-Will	
Trigger: Eclavdra is hit by an area or a close attack.	
Effect (Immediate Reaction): Eclavdra teleports 6 squares and gains concealment until the end of her next turn.	
Skills Bluff +25, Insight +23, Intimidate +25, Religion +24	
Str 17 (+15)	Dex 30 (+22)
Con 22 (+18)	Wis 23 (+18)
	Cha 26 (+20)
Alignment chaotic evil Languages Abyssal, Common, Elven	
Equipment tentacle rod, circlet of control, pale blue crystal cube (portal key)	

Note: Eclavdra (MM3) adjusted by the circlet of control and Black Gate defenses.

1 Malothezon(M)	Level 23 Elite Soldier
Huge elemental humanoid (demon, kastighur)	XP 10,200
HP 428; Bloodied 214	Initiative +19
AC 39, Fortitude 36, Reflex 34, Will 35	Perception +18
Speed 8	Darkvision
Resist 20 psychic	
Saving Throws +2; Action Points 1	
TRAITS	
Threatening Reach	
Malothezon can make opportunity attacks against enemies within 3 squares of it.	
Guardian of the Black Gate	
At the start of its turn, Malothezon may remove a single harmful condition or harmful effect. Malothezon cannot use this ability once two portal keys have been inserted.	
STANDARD ACTIONS	
m Claw • At-Will	
Attack: Melee 3 (one creature); +28 vs. AC	
Hit: 5d8 + 10 damage, and the target slides 2 squares.	
Effect: The target is marked until the end of Malothezon's next turn.	
R Crushing Pain (psychic) • At-Will	
Attack: Ranged 10 (one creature); +27 vs. Fortitude	
Hit: 5d8 + 7 psychic damage, and the target is immobilized until the end of Malothezon's next turn.	
Aftereffect: The target is slowed until the end of Malothezon's next turn.	
M/R Attack Flurry • At-Will	
Effect: Malothezon uses claw twice and crushing pain once, making the attacks against two or three targets.	
C Vitriolic Spew (acid) • Recharge when first bloodied	
Attack: Close blast 5 (enemies in blast); +25 vs. Reflex	
Hit: 2d10 + 15 acid damage, and ongoing 15 acid damage (save ends). The blast's area is difficult terrain until the end of Malothezon's next turn. Any creature that ends its turn in the area takes 10 acid damage.	
MINOR ACTIONS	
C Overawe (psychic) • Recharge 5-6	
Attack: Close burst 10 (creatures in burst marked by Malothezon); +25 vs. Will	
Hit: 2d8 + 7 psychic damage, and the target grants combat advantage and cannot take immediate actions or opportunity actions (save ends both).	
TRIGGERED ACTIONS	
Armored in Black Gate Tendrils • Recharge 5-6	
Trigger: Malothezon is damaged by an enemy.	
Effect (No Action): Malothezon takes half damage from all other sources until the end of its next turn.	
Special: This ability cannot be used after one portal key has been inserted.	
Telekinetic Harness • At-Will	
Trigger: An enemy marked by Malothezon ends its turn in a square that is not adjacent to it.	
Effect (Immediate Reaction): Malothezon pulls the triggering enemy 6 squares, and the target is restrained and takes ongoing 15 psychic damage (save ends both).	
Str 27 (+19)	Dex 22 (+17)
Con 22 (+17)	Wis 24 (+18)
	Cha 10 (+11)
Alignment evil Languages Abyssal, Common	

Note: Braxat lord (DSCC) with Black Gate defenses.

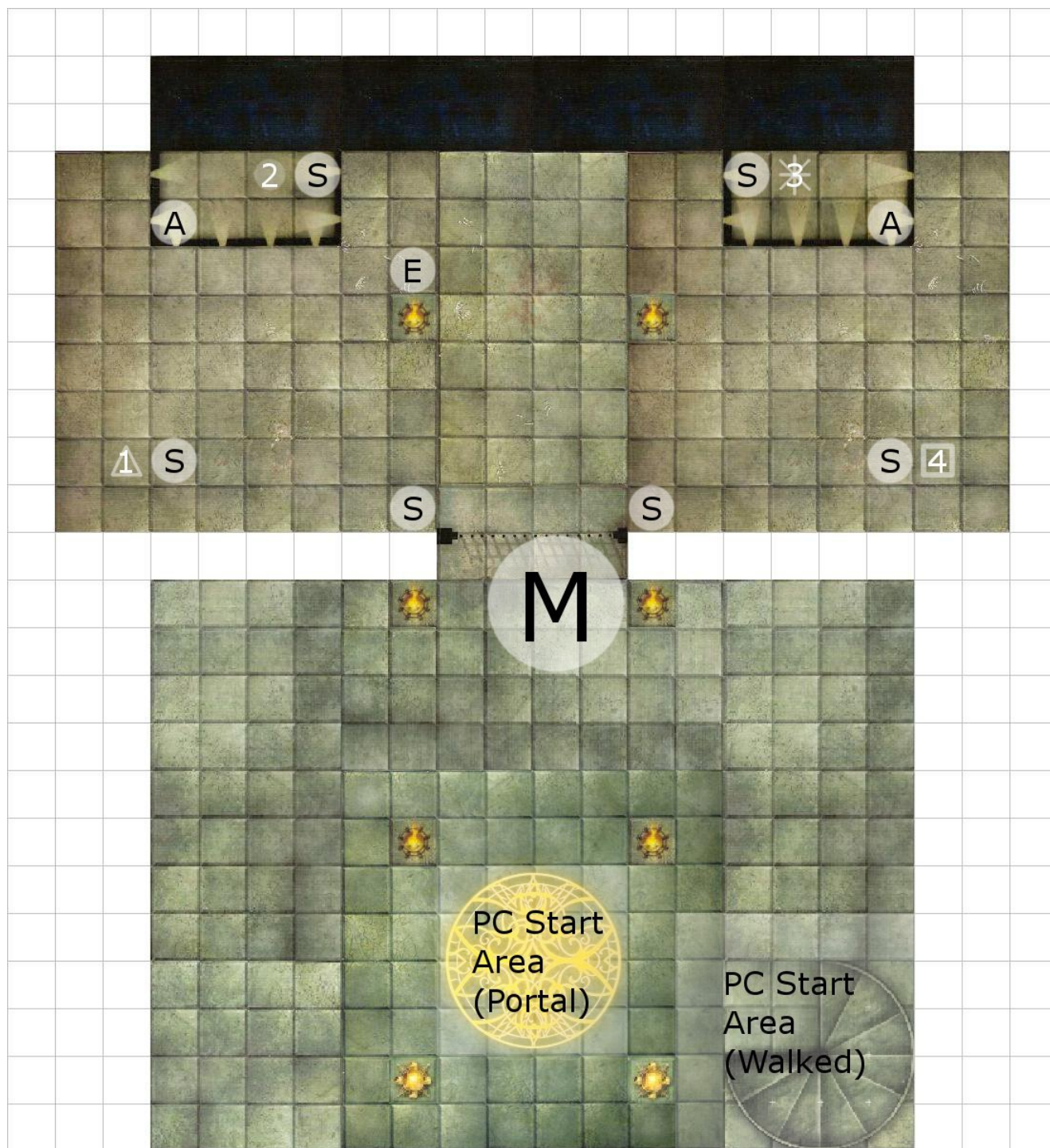
2 Drow Gate Archer (A)	Level 23 Artillery
Medium fey humanoid, drow	XP 5,100
HP 158; Bloodied 79	Initiative +18
AC 36, Fortitude 32, Reflex 34, Will 34	Perception +20
Speed 6	Darkvision
STANDARD ACTIONS	
m Rapier (weapon) • At-Will	
Attack: +28 vs. AC	
Hit: 2d8 + 14 damage.	
r Crossbow (weapon) • At-Will	
Attack: Ranged 10/20 (one or two creatures); +30 vs. AC	
Hit: 3d8 + 18 damage.	
R Poisoned Bolt (weapon, poison) • Recharge 5-6	
Attack: Ranged 10/20 (one creature); +28 vs. Fortitude	
Hit: 3d8 + 18 poison damage, and ongoing 20 poison damage and the target cannot spend healing surges (save ends both).	
MINOR ACTIONS	
C Cloud of Darkness (zone) • Encounter	
Effect: Close burst 1. The burst creates a zone that lasts until the end of the archer's next turn. The cloud blocks line of sight for all creatures except the archer. While entirely within the cloud, any creature other than the archer is blinded.	
TRIGGERED ACTIONS	
Firesight Ammunition • At-Will 5/encounter	
Trigger: The archer targets an attack.	
Effect (Free Action): The archer takes no penalty due to cover or concealment. If the attack hits, the enemy cannot benefit from cover, concealment, or invisibility (save ends).	
Skills Bluff +18, Intimidate +18	
Str 17 (+14)	Dex 20 (+16)
Con 14 (+13)	Int 12 (+12)
	Wis 18 (+15)
	Cha 14 (+13)
Alignment evil	
Languages Common, Elven	
Equipment repeating crossbow, rapier, 5x +5 <i>firesight bolts</i>	
Notes: Reflavored and simplified rakshasa archer with firesight ammunition.	

Infinite Drow Stalker (S)	Level 23 Minion Lurker
Medium fey humanoid	XP 850
HP 1; a missed attack never damages a minion.	Initiative +20
AC 37, Fortitude 33, Reflex 36, Will 36	Perception +12
Speed 6	Darkvision
TRAITS	
Stalker Ambush	
When the stalker hits a creature that cannot see it, the stalker's attack deals 5 extra damage.	
STANDARD ACTIONS	
m Rapier (weapon) • At-Will	
Attack: Melee 1 (one creature); +28 vs. AC	
Hit: 15 damage.	
R Hand Crossbow (poison, weapon) • At-Will	
Attack: Ranged 10 (one creature); +28 vs. AC	
Hit: 10 damage and 5 poison damage.	
MINOR ACTIONS	
C Cloud of Darkness (zone) • Encounter	
Effect: Close burst 1. The burst creates a zone that lasts until the end of the stalker's next turn. The cloud blocks line of sight for all creatures except the stalker. While entirely within the cloud, any creature other than the stalker is blinded.	
Str 16 (+14)	Dex 20 (+16)
Con 14 (+13)	Int 16 (+14)
	Wis 13 (+12)
	Cha 11 (+11)
Alignment evil	
Languages Common, Elven	
Equipment longsword, hand crossbow	
Notes: Ongoing damage simplified for tracking purposes.	

ENCOUNTER 10: THE BLACK GATE MAP

TILE SETS NEEDED

Arcane Towers, Halls of the Giant Kings x2, Dungeon Tiles Master Set



A = drow archers; S = drow stalker minions; M = Malothezon; E = Eclavdra; the Black Wall is the Black Gate.

ENCOUNTER II: QUEEN'S GAMBIT

SETUP

Lolth, Queen of the Demonweb Pits

Note: This is a roleplaying encounter between the PCs and Lolth, Queen of the Demonweb Pits. Lolth should come across as calm and confident in her position, although clever PCs may be able to surmise that she actually needs their help. After the PCs pass through the Black Gate, read or paraphrase:

In a massive dark temple, scores of kneeling drow priestess chant prayers in Elven and Abyssal. Arcs of eldritch energy spin from drow archmages towards the center of the temple, gathering around an immense glowing web of energy.

A huge female drider moves along the web, taking in the energy and power of the prayers, and spinning in fixes to innumerable rents and tears in the web. Even as the spider legs skitter and work, the entrancingly beautiful drow face turns towards you.

Without pausing in her work - apparently maintaining the entirety of the Demonweb - Lolth speaks, "Welcome to the center of the Demonweb. My exarch Eclavdra believed you unfit to face me. I am impressed that you proved her wrong. Even that fool, Corellon, might do something right every few centuries."

Lolth has a number of goals:

- Enlist the PCs to stop the power that is disrupting the Demonweb.
- Ensure their silence over the state of the Demonweb and her weakness, so that her enemies - among them Corellon and the Seldarine - do not assault her realm.
- Set the PCs on a path of vengeance against the one that harmed her realm.

Fully aware that she will not be trusted, she hopes the PCs will make an offer to assist her, or can be manipulated into her use.

Lolth knows that the PCs have been sent by Corellon to negotiate. She heard every word he said to the party at the beginning of the adventure, carried through vibrations in her web. She cannot pay attention to everything in the Demonweb, but her attention was drawn when a god's voice reverberated through her domain, especially his. She hopes by mentioning Corellon to prompt the party to ask for terms.

Lolth pauses to let the PCs introduce themselves and make their case. She ignores Zarylene initially. The PCs may wish to use a number of skills to gather information:

Arcana DC 27: The amount of power that Lolth's servants are channeling to her is staggering. Even a god might feel the strain of channeling so much for very long.

Arcana DC 37: If nothing is done to stop whatever is damaging the Demonweb, it might take Lolth many years to fix her dominion. If she stopped fixing it, even briefly, it might be damaged permanently.

Insight DC 27: Lolth believes the PCs might be useful to her. She is far more focused on her own needs than betraying them.

Insight DC 37: Lolth considers the PCs a potentially valuable asset that she could use to solve her problems. Lolth is not sure that her dominion would survive if she diverted her attention from maintaining the web to deal with the problem herself.

Insight DC 44: Lolth intends to manipulate the PCs to help her, but she is almost desperate. She will make a deal, as long as it is one that satisfies her, and stick to it (at least long enough to restore her power and strike back at those who attacked her dominion). She recognizes that attempts to mislead the PCs or to make insincere offers do not get her what she needs.

Religion DC 27: Lolth values power in all her servants and supplicants. The PCs have defeated two of her strongest servants, exarchs Eclavdra and Tyranoth (see EPIC3-2), earning her respect and interest.

Religion DC 37: Lolth only recently (in the timescale of the gods) brought the Demonweb Pits out of the Abyss as her own astral dominion. Hordes of demons and potentially worse are (or were) imprisoned in her dominion at that time and connections still exist to what remains of the Abyssal layer.

During the negotiation, each PC should make a Bluff, Diplomacy, or Intimidate check to make an individual impression. Allow a maximum of one check per PC, and encourage everyone to roll once by the end of the encounter. Make it clear that there are no penalties for failing this check. PCs may not assist each other.

Bluff/Diplomacy/Intimidate DC 27: Lolth brings up major group concessions (see below) and looks more favorably on outlandish requests from the PC. She does this not because she is impressed or swayed by their argument, but so she is seen to concede a point to make the bargain easier.

Bluff/Diplomacy/Intimidate DC 37: Lolth is pleased with the PC's words. In the final bargain, that PC gains a bonus personal benefit that is automatically used for access for treasure or a blessing.

Intimidate checks should not be made and cannot succeed for direct threats to Lolth. Intimidate checks based on the damage to the Demonweb, assault by other enemies such as gods or demon lords, or convincing shows of strength can all succeed. Lolth is not afraid of the PCs, no matter their check.

ZARYLENE AS A GIFT

If the PCs offer Zarylene as a gift to Lolth, Lolth gracefully accepts the offer. ***"I am always pleased when guests bring gifts, and a traitor is a fine plaything."***

Proceed to Zarylene's Fate below. Reduce the Bluff/Diplomacy/Intimidate DCs by 5 in the encounter.

If the PCs do not offer her to Lolth, Zarylene stays quiet until it seems obvious that bringing the PCs has truly pleased Lolth, at the end of a bargain, or if it seems necessary to defend herself.

Lolth argues from a position of strength. The PCs are powerful and useful to her - they are demigods and similar in their own right, after all - but she will not let them think her weak, nor her equal. Lolth is willing to let the PCs know the following pieces of information, if the telling might prove useful.

- Zarylene Oussate gave the knowledge of how and why to manipulate Carceri. It is now obvious that Zarylene gained this information from her apprentice.
- The Demonweb started unraveling after Lolth traveled to Carceri, apparently at the hands of Zarylene's apprentice. The Demonweb's damage is only a temporary setback, however.
- Many powerful demons and monsters have been spilled out of the Demonweb into Faerûn. More will continue to do so, perhaps endangering all of Faerûn, unless the PCs take steps to help her in the Demonweb.
- Zarylene's apprentice was much more than she seemed. She slew a number of powerful servants and exhibited power over an astral dominion.

- The apprentice must have had strong reasons to have orchestrated all of this damage. One who would do such harm to Arvandor, Faerûn, and the Demonweb is likely not interested in any supposed "Greater Good."
- The disruption comes from deep within the Demonweb, within a section that was once part of Thanatos that Lolth claimed from a rival goddess (she cannot remember Kiaransalee due to a magic ritual, but Thanatos is the abyssal layer currently ruled by Orcus and once ruled by Kiaransalee, the drow goddess of Undeath). It is separate from her web, so Lolth cannot directly touch it without going there physically, which she does not wish to do at this time.
- She sent several powerful servants to investigate already, but they failed.
- The PCs find Zarylene's apprentice, the PCs can kill her or capture her, whichever is convenient. Lolth requests that they bring back the apprentice's head, allowing Lolth to resurrect her as many times as is needed to amuse herself.

Lolth initially offers the following bribes, to be gifted if the PCs succeed in helping her.

- A blessing and gift of her power, which provides assistance for all time.
- A choice among the most powerful magic items available to her.
- A restoration of power for any who need it: healing surges, a daily power, and raising from the dead.

She hesitantly offers the following, to at least appear reluctant. Offer each after any successful social check, or when pressed. Lolth can use these as a concession for the party's assistance.

- A cessation of hostilities between her forces and those of Arvandor for no less than one century;
- Assistance in hunting down and reclaiming demons and other creatures that were turned loose upon Faerûn by the dissolving Demonweb;
- Agreement to enact a ritual to erase the knowledge of how to manipulate Corellon's work on Carceri from Lolth and her servitors.

Note that the first option also ensures that Lolth has time to regain power and repair the Demonweb. While she does not appear eager for it, she certainly emphasizes it as a good choice.

THE DEFAULT OPTION

If the players are uninterested in roleplaying the discussion or simply want to do whatever Lolth wishes, then Lolth quickly sends them to do her bidding. Assume one group benefit (cessation of hostilities) and three personal benefits for each PC (one for restoration of power and two for the item/blessing).

Once all of the potential offers are on the table, Lolth notes the following:

“You ask much of me, but offer nothing I could not do myself, given patience. But I am not patient, nor will I have it thought that I am easily manipulated. Choose what matters most to each of you, then speed forth on my bidding and let none ever speak of this situation again.”

Present the players with Handout 5. Make sure they understand the rules: Each PC may receive a maximum of four benefits: one to four personal benefits and zero to three group benefits that might help all of Faerûn. Each PC gets to choose his or her own individual benefits, but the group benefits (if any) are the same for everyone. Remember that each PC who made a DC 37 Bluff, Diplomacy, or Intimidate check gains the benefit of a free individual blessing/magic item automatically, separate from the bargain, so these characters may make a total of 5 choices (one of which must be blessing/magic item).

Some groups will argue over this question, with some PCs wanting all three of the group benefits while others push for more personal benefits. If a group argues for more than a few minutes, Lolth ends the argument in favor of more personal benefits and sends them on their way. As she indicated, she is not patient.

Note that the handout is only intended to make this scene easier to resolve. You should roleplay the discussion out. If you know that your group will have difficulties with the handout, fill it in yourself for them. Some PCs might refuse to take any personal benefits; that is a valid choice (but the group still needs to decide what the split will be between the two types of benefits).

Some PCs might ask for truly outlandish things, such as drow slaves, a kiss, or safety for an East Rift city. It may be reasonable to grant their request, or at least claim to do so. If you feel they are truly in danger, or if the request amuses Lolth, then give them the benefit of more power restoration in addition to their request. There is a blank space on the certificate for this adventure where you should record any such “custom”

benefits for the amusement and evil pleasure of future DMs.

If the PCs have not presented Zarylene as a gift, at the end of the bargain or if forced to speak beforehand, Zarylene steps forward and attempts to take credit:

“Oh most holy Dark Mother, Lady of Spiders and Queen of the Abyss, I beg your forgiveness for my part in these unfortunate events. As penance, I have brought you these brave warriors so that...”

Lolth snarls, “SILENCE, Zarylene! You have failed me utterly. Since you seem incapable of serving me as a matron mother drow, perhaps you will better serve as a plaything.”

ZARYLENE’S FATE:

Read the following when Zarylene is either presented as a gift, or after she steps forward to speak to Lolth:

Lolth points at Zarylene and utters an incantation. Zarylene begins trembling, screaming and wailing as black spines pierce through her from within. Before your eyes, she is transformed into a hideous creature - a mass of barbed claws, long spindly legs and a massive bloated body. The creature that was once Zarylene Oussate lets out a final bestial shriek, then scuttles away.

A DC 20 Arcana or Religion check identifies this as a chwidenchra, a near mindless creature formed almost entirely of legs and claws that drow typically throw into pits and feed garbage. They are created only as a form of punishment.

ENDING THE ENCOUNTER

Assuming the PCs eventually agree to a deal, Lolth restores a number of healing surges and daily powers as determined by the bargain. If any PC has the story award **EAST10 Ire of Lolth**, that award is void once they agree to help her.

The PCs no longer suffer limited teleportation in the Demonweb. Lolth gives them 20 minutes to make any special preparations. It is no longer nearly impossible to perform short rituals or take additional short rests, though their mission is still quite urgent. Lolth will need to send further assistance and nullify their bargain if they cannot help her within the next couple of hours.

Once the PCs are ready to depart, Lolth opens a portal directly to a section of the Demonweb that was once part of Thanatos, Kiaransalee’s dominion, in front of a temple to the dead goddess. She tells them:

“I have opened the way to the Temple of Dark Consumption in what was once Thanatos. I will keep the portal open, so that those of you who survive can return.”

Proceed to Encounter 12.

TROUBLESHOOTING

If the PCs insist on fighting Lolth, her statistics are provided in *Monster Manual 3*, though doing so is probably foolhardy. In any event, challenging the Queen of Spiders directly results in a complete failure of the mission, no matter what happens. (From a canon perspective, the PCs would not likely get the chance to pick a fight with Lolth by herself; they would have to face many, many more of her servitors both leading up to the battle and during the battle... but it can be fun for players to test their characters against what should be insurmountable threats, so you might agree to run a “PCs versus Lolth” combat just for fun after finishing the real adventure.)

PCs who do not reach a bargain with Lolth may leave the Demonweb, or may wander around in it until violently shunted out. They have failed their mission. Make it clear to PCs that failing the mission, while clearly harmful to Lolth and the Demonweb, is also potentially disastrous for Arvandor and Faerûn.

If any PCs need to be raised, Lolth will do so with a smile, counting it as a restoration of power for that particular PC. The dead PC is restored to full hit points and suffers the death penalty (-1 on attacks, saves, and checks) for the remainder of this adventure. The character does not receive any of the other benefits of a restoration of power, but may spend additional restorations, if he or she has any remaining.

MILESTONE

The PCs do not earn any XP for this encounter, and it does not count towards a milestone.

TREASURE

There is no treasure in this encounter, though it affects access to treasure bundles available at the end of the adventure.

ENCOUNTER 12: TEMPLE OF DARK CONSUMPTION

ENCOUNTER LEVEL 25

SETUP

This encounter includes the following creatures and traps:

1 priest of the vengeful banshee (P)

3 revenancer death knights (K)

6 vengeful banshee disciples (B)

6 dread slayer zombies (Z)

Moilian hearts trap

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Remove 1 revenancer death knight and 2 vengeful banshee disciples.

Six PCs: Add 1 revenancer death knight and 2 vengeful banshee disciples.

Lolth's portal deposits the PCs before the open door of a dark temple within a large cavern.

A large temple opens before you. Two corridors lead deeper, though the floors seem to ripple as forms beneath them strain and grasp at the surface, faces screaming silently in torment. Prayers are etched into the walls in all languages, though some sections seem inexplicably missing.

Religion DC 27: The temple is dedicated to death and undeath. It is harmful for any living creature to enter. The souls trapped within some of the floor tiles of the temple can slow any living creature that comes in reach.

Religion DC 37: The necrotic energy pulsing through the temple will harm any living creature that enters and reanimate as undead any who die. It also protects undead, removing their normal vulnerability to radiant energy.

If any PC has either **CORE69 The Dead Rise** or **CORE70 Wrath of Kiaransalee** (from *CORE2-12 The Sschindylryn Heresy*), they may read the name Kiaransalee among the runes along the wall and recognize parts of the prayers as those used by the cultists in that adventure.

PCs with **CORE70** gain a +5 bonus to Religion checks made against the Moilian hearts trap.

Once any PCs actually enter the temple, read or paraphrase:

Moments after you enter the temple, an icy chill grips your heart. The walls of the temple pulse, as if in tune to your staggered heartbeat. Something is attacking your life force!

A dull thudding noise sounds, echoing off the walls, coming from somewhere deeper in the temple. Whatever is attacking you lies deep within.

A Moilian heart has attuned itself to each living creature in the group. The hearts have begun to attack the life force of the party and will continue to do so until disabled, destroyed, or their targets are dead. Determine the number of hearts required (one for each living PC, companion, and mount) and distribute the hearts evenly amongst the three altars, with the fewest upon the center altar if an even distribution is impossible. The PCs can use Arcana, Heal, and Religion to sense the locations of the hearts (see the Moilian hearts hazard).

The hearts deal damage whenever an attuned creature ends its turn. Even though there are no visible monsters, initiative should likely be rolled immediately to organize the PCs in resolving the hearts.

Note the illusory walls around the entrance - they cannot be detected by anyone who has not entered without extraordinary means, such as blindsight or truesight, but PCs likely have an opportunity to detect them very quickly afterwards.

The undead in the temple do not attack until the PCs have ventured further in. They have been instructed to let the hearts and soul tiles destroy intruders. The vengeful banshee disciples hidden beyond the illusory walls do not attack until after the PCs discover them, or engage the revenancer death knight and priest of the vengeful banshee in the center area.

FEATURES OF THE AREA

Ceiling: The ceiling of the temple is 10 feet (2 squares) high.

Illumination: The temple is brightly lit by strange black-blue flames.

Illusory Walls: An illusory wall blocks line of sight. Creatures can walk through it without penalty, though obviously creatures that believe the illusion aren't likely to try doing so. Illusory walls are similar to one-way mirrors in that they are transparent from one side (allowing a viewer to see creatures on the other side) while from the other side they appear to be normal walls.

If a creature is adjacent to an illusory wall and has a passive Insight or Perception of 37, or if an active DC 37 Insight, Dungeoneering, or Perception check is made within 4 squares, the wall is detected as illusory.

Once informed of a wall that is illusory (such as when informed by an ally or by witnessing an attack going through the wall), creatures may proceed through completely unhindered.

If the PCs wish to try walking through walls to see if they're illusory, it costs either a minor action or 1 square of movement to check a wall.

Soul Tiles: Many squares of the temple are tiled in a shifting surface imprisoning hostile souls that reach up and attack any living creature who disturbs them. These tiles line both entry corridors and surround the central altar.

A living creature that enters a square of soul tiles gains vulnerability 10 necrotic and is slowed (save ends both). A creature cannot save against this effect while it remains in the square.

The spirits in the floor can reach a short distance up, so floating above the floor or jumps less than DC 20 Athletics are still treated as entering the square.

Altars: Undead adjacent to an altar gain a +2 bonus to attack rolls. The Moilian hearts lie pulsing on the various altars, black blood pumping power into the altar.

Tables: The tables contain necromantic paraphernalia. They are 3-foot high tables and are blocking terrain, unless jumped over.

Shelves: The shelves are blocking terrain and contain numerous holy books of Kiaransalee, most of which are useless due to missing text including her name.

A +5 *emerald tome of the devourer* can be retrieved from the westernmost shelf. Due to its distinct appearance and magical aura it is easily found.

TACTICS

All of the combatants in this encounter favor attacking any PC who has **CORE70 Wrath of Kiaransalee** (from CORE2-12 *The Sschindylryn Heresy*).

The undead in the temple are spread apart, set to guard the altars and hearts in the temple. All undead are willing to travel to the central area, but they do not completely abandon their posts to cross entirely from one side of the temple to the other.

The revenancer death knights work closely with the vengeful banshee disciples and dread slayer zombies, using *unholy flames* and marking targets to grant the minions extra damage, and creating new banshees when others die.

The dread slayer zombies melee anyone threatened by the revenancer death knights, knowing they can more than double their damage by working with the knights.

The vengeful banshee disciples spread their attacks, attempting to steal secrets and curse as many different PCs as possible.

The priest of the vengeful banshee uses *necrotic web* to restrain PCs away from the altars or in the soul tiles. It prefers bloodied or necrotic vulnerable targets for *ray of death*.

ENDING THE ENCOUNTER

After the Moilian hearts and the priest of the vengeful banshee have been destroyed, the southern skull melts away, revealing a spiral staircase that leads down to a ritual chamber below the temple. The revenancer death knights and undead minions attack anyone who remains above, but do not follow PCs who descend.

If the PCs flee down the stairs to the next encounter, they get the benefit of a short rest as they descend, even though they have not taken the time.

Proceed to Encounter 13.

MILESTONE

This encounter counts towards a milestone.

TREASURE

The priest is wearing an *iron of spite*. A +5 *emerald tome of the devourer* is on one of the shelves.

If any PCs died during the combat, during a short rest the PCs realize that the power of the altars may be subverted and consecrated to resurrect dead allies.

Doing so can be done as part of a short rest and costs no components. The dead ally returns at maximum hit points, with no death penalty, but is dazed. The ally cannot ignore or recover from this dazed condition until it takes an extended rest.

ENCOUNTER 12: “TEMPLE OF DARK CONSUMPTION” STATISTICS

1 Priest of the Vengeful Banshee(P)	Level 24 Elite Controller
Medium fey humanoid (undead)	XP 12,100
HP 448; Bloodied 224	Initiative +18
AC 40, Fortitude 38, Reflex 36, Will 39	Perception +25
Speed 6, teleport 6	darkvision; truesight 10
Immune disease, poison; Resist 15 necrotic	
Saving Throws +2; Action Points 1	
TRAITS	
O Wail of the Banshee (necrotic) • Aura 10	
Any living creature that starts its turn within the aura takes 10 necrotic damage. Any creature in the aura takes a -2 penalty to death saves.	
Iron of Spite (necrotic)	
Any enemy that hits the priest with a melee attack takes 5 necrotic damage.	
STANDARD ACTIONS	
m Paralyzing Touch • At-Will	
Attack: Melee 1 (one creature); +29 vs. AC	
Hit: 4d8 + 18 damage, and the target is immobilized and weakened (save ends both).	
R Ray of Death (necrotic) • At-Will	
Attack: Ranged 10 (one or two creatures); +27 vs. Reflex	
Hit: 4d6 + 18 necrotic damage, and the target loses a healing surge.	
A Necrotic Web (necrotic, zone) • Recharge when bloodied	
Attack: Area burst 3 within 20 (living creatures in burst); +27 vs. Reflex	
Hit: 5d8 + 14 necrotic damage, and the target is restrained and takes ongoing 10 necrotic damage (save ends both).	
MOVE ACTIONS	
Revenancer's Guardian • At-Will	
Effect: The priest sinks into the floor and instantly re-emerges adjacent to one of the temple's altars. The priest removes one harmful effect that lasts until the end of a creature's next turn.	
MINOR ACTIONS	
Necrotic Burst • Encounter	
Effect: All allies within 5 squares gain 26 temporary hit points.	
TRIGGERED ACTIONS	
Revenancer's Last Chance	
Trigger: The priest is bloodied for the first time in the encounter.	
Effect (No Action): The priest sinks into the floor and instantly re-emerges adjacent to one of the temple's altars. Remove all harmful effects and conditions from the priest.	
Kiaransalee's Revenge • At-Will	
Trigger: The priest reduces a creature to 0 hit points.	
Effect (Free Action): The priest gains an action point.	
Skills Arcana +31, Insight +23, Intimidate +29, Religion +25	
Str 19 (+16)	Dex 23 (+18) Wis 26 (+20)
Con 24 (+19)	Int 27 (+20) Cha 22 (+18)
Alignment chaotic evil Languages all	
Equipment iron of spite	

Note: Aspect of Vecna (*Open Grave*) reflavored with updated damage expressions and Orcus Blood Cultist theme. *Necrotic web* power simplified and *revenancer's last chance* added.

Moilian Hearts	Level 23 Warder
Trap	XP 8,300
<i>A black humanoid heart sits within a tangle of arteries and veins.</i>	
Trap: Each living creature that enters the temple becomes attuned to a Moilian heart hidden within one of its chambers, triggering the hearts. Once triggered, the heart's dark power infects a creature regardless of its proximity to the heart - eventually killing it unless the heart is destroyed or disabled.	
Perception	
♦ A character with line of sight to a heart immediately notices it and learns of the first two countermeasures.	
Additional Skills: Arcana, Heal, or Religion (minor action)	
♦ DC 27: The character linked to a particular heart can sense its exact location in the temple.	
♦ DC 37: The character senses the exact locations and attunements of all active Moilian hearts in the temple.	
Trigger	
Each living creature that enters the temple becomes linked to a Moilian heart, triggering that particular heart. Once triggered, each heart slowly kills the creature it is linked to until that heart is destroyed (see Countermeasures below), or the creature it is linked to is dead.	
Effect	
Effect: At the end of the linked creature's turn, it takes 20 cold and necrotic damage and cannot benefit from resistance or immunity to necrotic damage until the end of its next turn, right before it would take the heart's damage again.	
Special: A creature slain by the heart rises as a free-willed vengeful banshee disciple at the start of its next turn, appearing in the space where it died or in the nearest unoccupied space if that space is occupied. The disciple must be destroyed before the creature can be raised.	
Countermeasures	
♦ A character can attack a heart (all defenses 35, hp 50, with superior cover against creatures not adjacent to the altar). Once destroyed, the creature linked to that heart is no longer subject to the trap's effect.	
♦ A character can disable an adjacent heart using Heal, Religion, or Thievery, requiring a DC 27 check (move action), or a DC 37 check (minor action).	
♦ The hearts take their power from the temple's defenders. When the final priest or knight is destroyed, all remaining hearts are disabled.	
Note: Custom trap based on Moilian heart (<i>Tomb of Horrors</i>).	

3 Revenancer Death Knight (K)	Level 24 Soldier (Leader)
Medium natural humanoid (undead)	XP 6,050
HP 226; Bloodied 109	Initiative +19
AC 40, Fortitude 38, Reflex 36, Will 36	Perception +16
Speed 8	Darkvision
Immune disease, fear, poison; Resist 15 necrotic, 15 fire	
TRAITS	
O Marshal Undead • Aura 10	
Against creatures marked by the death knight, undead allies in the aura gain a +2 bonus to attack rolls and deal an extra 10 necrotic damage.	
STANDARD ACTIONS	
m Flaming Greatsword (fire, weapon) • At-Will	
Attack: Melee 1 (one creature); +29 vs. AC	
Hit: 3d10 + 8 damage plus 10 fire damage.	
Effect: The death knight marks the target until the end of the death knight's next turn.	
M Halting Sword of Woe (fire, weapon) • Recharge 5-6	
Attack: Melee 1 (one creature); +29 vs. AC	
Hit: 4d10 + 8 damage plus 10 fire damage and the target is knocked prone.	
Effect: The death knight marks the target until the end of the death knight's next turn.	
MINOR ACTIONS	
C Unholy Flames (fire, necrotic) • Recharge 5-6	
Attack: Close burst 2 (living creatures in burst); +27 vs. Reflex	
Hit: 2d8 + 9 fire and necrotic damage.	
Effect: Undead allies in the burst deal an extra 2d6 fire damage until the end of the death knight's next turn.	
TRIGGERED ACTIONS	
Death Knight's Challenge • At-Will	
Trigger: An enemy marked by the death knight shifts or makes an attack that doesn't include it.	
Effect (Opportunity Action): <i>Halting sword of woe</i> recharges and the death knight uses it against the triggering enemy.	
Rise, Minions • Encounter	
Trigger: A vengeful banshee disciple minion within 10 squares is reduced to 0 or fewer hit points.	
Effect (Immediate Reaction): Four minions of the same type rise from the remains of the fallen minion, appearing in or adjacent to the square in which the triggering minion fell. These new minions act on the same initiative as the fallen minion.	
Special: Multiple death knights may not use this power in reaction to the death of the same minion.	
Skills Athletics +25, Endurance +23	
Str 27 (+20)	Dex 21 (+17)
Con 22 (+18)	Int 17 (+15)
	Wis 19 (+16)
	Cha 19 (+16)
Alignment evil	Languages Common, Abyssal
Equipment greatsword, plate armor	
Note: Angelic captain of Hestavar (<i>Dragon</i> 371) heavily reflavored into a death knight.	

6 Vengeful Banshee Disciple(B)	Level 23 Minion
Medium natural humanoid (insubstantial, undead)	XP 692
HP 1; a missed attack never damages a minion	Initiative +21
AC 37, Fortitude 34, Reflex 35, Will 37	Perception +20
Speed fly 6 (hover); phasing	Darkvision
STANDARD ACTIONS	
m Spectral Touch (Necrotic) • At-Will	
Attack: Melee 1 (one creature); +28 vs. AC	
Hit: 15 necrotic damage, and the target cannot spend healing surges until the start of the disciple's next turn.	
r Stolen Secrets (Psychic) • At-Will	
Attack: Ranged 5 (one creature); +26 vs. Will	
Hit: 15 psychic damage, and the target cannot use encounter powers (save ends).	
TRIGGERED ACTIONS	
Curse of the Vengeful Banshee • At-Will	
Trigger: An enemy reduces the disciple to 0 hit points.	
Effect: The triggering enemy gains vulnerable 10 necrotic until the end of the encounter.	
Str 22 (+17)	Dex 26 (+19)
Con 21 (+16)	Int 5 (+8)
	Wis 18 (+15)
	Cha 11 (+11)
Alignment chaotic evil	Languages Abyssal, Common, Elven
Note: Masked disciple of Vecna (<i>Dungeon Master Experience</i> Article 6/16/11), reflavored. <i>Stolen secrets</i> power adjusted to allow daily power use.	

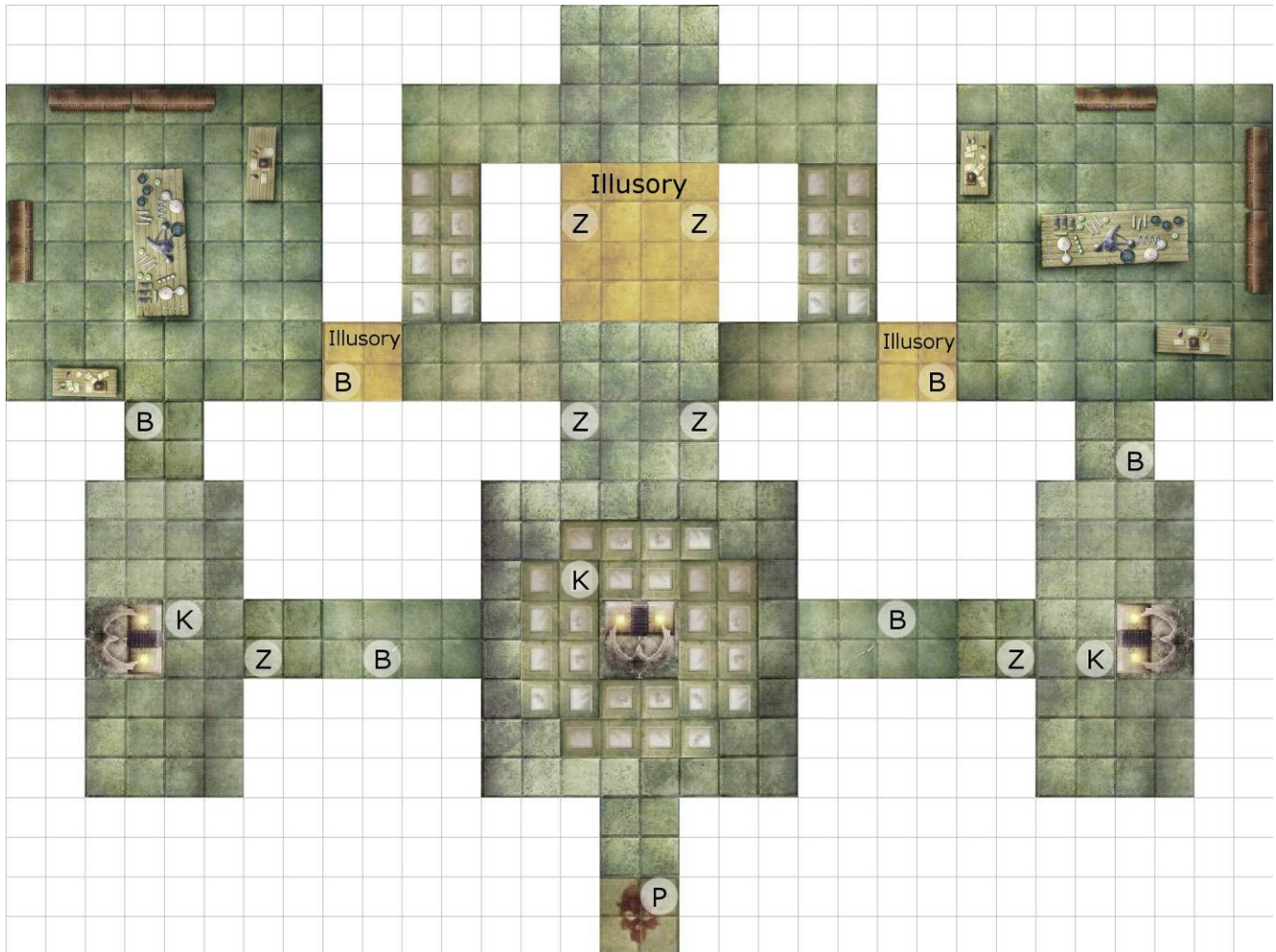
Dread Zombie Slayer	Level 23 Minion Brute
Medium natural animate (undead)	XP 692
HP 1; a missed attack never damages a minion	Initiative +17
AC 35, Fortitude 37, Reflex 35, Will 35	Perception +17
Speed 6	darkvision
Immune disease, poison; Resist 15 necrotic	
STANDARD ACTIONS	
m Slam • At-Will	
Attack: Melee 1 (one creature); +28 vs. AC	
Hit: 11 damage.	
M Rending Slam • At-Will	
Effect: The dread zombie slayer uses slam twice. If both attacks hit the same target, the target falls prone and is dazed (save ends).	
TRIGGERED ACTIONS	
Rise Again • Encounter	
Trigger: The dread zombie slayer is reduced to 0 hit points, but not by a critical hit.	
Effect (No Action): On its next turn, the dread zombie slayer stands up, has 1 hit point, and has all harmful conditions or effects removed.	
Str 21 (+16)	Dex 23 (+17)
Con 26 (+19)	Int 10 (+10)
	Wis 23 (+17)
	Cha 12 (+12)
Alignment chaotic evil	Languages Abyssal, Common, Elven
Note: Allowed critical hits to bypass <i>rise again</i> .	

ENCOUNTER 12: “TEMPLE OF DARK CONSUMPTION” MAP

TILE SETS NEEDED

Dungeon Tiles Master Set x2, Fane of the Forgotten Gods (Skull and Soul Tiles)

Illusory sections should not be placed for the PCs.



P = priest of the Vengeful Banshee; **K** = revenancer death knights; **B** = Vengeful Banshee disciples;
Z = dread slayer zombies

PCs start at the top of the map in the middle section.

ENCOUNTER 13: INEVITABLE BETRAYAL

ENCOUNTER LEVEL 26

SETUP

This encounter includes the following creatures and traps:

1 Abyssal shard (A)

2 hammers of the Abyss (H)

2 blades of the Abyss (B)

SCALING THE ENCOUNTER

Make the following adjustments to the combat based on the number of PCs present.

Four PCs: Instead of adding a blade and hammer each round:

Round 1: Add 1 hammer

Round 2: Add 1 hammer and 1 blade

Round 3: Add 1 blade

Round 4: Add 1 hammer and 1 blade

(Start at Round 1 again)

Six PCs: Instead of adding a blade and hammer each round, add:

Round 1: Add 2 hammers and 1 blade

Round 2: Add 1 hammer and 1 blade

Round 3: Add 1 hammer and 2 blades

Round 4: Add 1 hammer and 1 blade

(Start at Round 1 again)

The party enters the room through the stairs from the temple above.

The stairs lead down to a ritual chamber. The chamber is brightly lit by a swirling ritual circle. In the middle of the circle rests a crystal shard that pulses madly with power.

A DC 27 Arcana or Religion recognizes the crystal as a sliver of the shard of evil that created the Abyss. Such slivers are extremely rare, but always the source of great evil: famous examples include the shard that corrupted Asmodeus, the artifact wielded by Witch King Zhengyi destroyed in *SPEC2-2 Tyranny's Perilous Bastion*, and Crenshinibon in *Icwind Dale*, defeated through the work of Driz't.

Four cauldrons surround the circle, containing old blood and decayed viscera.

There are three drow corpses on the floor of the chamber. One is pierced by crossbow bolts, while the other two stabbed each other to death.

The cauldrons are a remnant from when the chamber was used by priests of Kiaransalee. The drow were scouts of Lolth who managed to get this far. They were mind controlled by the shard into slaying each other.

The PCs are initially allowed to investigate the chamber as they see fit. The shard waits to see what they will do.

Arcana / Religion DC 27: The shard is rapidly draining power from the Demonweb, as if returning it forcibly to the Abyss. Further, it contains some sentience and almost palpable evil. In order to overcome the shard, it will be necessary to remove the wardings around it and also overcome it through force of personality.

Arcana / Religion DC 37: Instead of going to the Abyss, the power is being redirected to an individual. The shard has the power to manufacture a pocket dimension within it. It will be necessary to not only defeat its protections here, but also to venture into its mindscape. (If the PC making the check has played *CORE2-11 the Sign of Four*, the four-fold stylistic symbolism in the circle matches Tsien Chiang's work.)

Once it is obvious that the PCs do not leave, or if they attempt to disable or break the shard, read or paraphrase:

The shard flares with power and a voice thunders in your head. "SERVE ME, OR DIE!"

The shard creates constructs of malevolent thought in the physical world and mindscape. One blade and one hammer of the Abyss appear adjacent to the circle in the physical world and in the mindscape.

The shard then attempts to draw PCs into its mindscape. Any PC who chooses to may willingly enter the mindscape at this time daring to face it on its own terms.

The shard makes a close attack against all creatures in the room, +27 vs. Will. Each creature hit is brought into the mindscape. Note that many PCs might have **EPIC06 Escaped the Inescapable** (from *EPIC3-2 Cracks in the Crimson Cage*), which can be used once to avoid being drawn into the mindscape.

Roll initiative after resolving the attack. This combat is a complex one fought both in a mindscape created by the shard, as well as the area outside. Any PC hit by the

shard is brought into the mindscape. PCs are able to fully perceive events in both locations.

The inside of the shard is a riot of bright red and orange pulsing light. The walls are transparent, showing the physical world outside. Sound echoes throughout everyone's minds, mixing with a psychic cacophony from the shard and its constructs.

Note that the shard may add additional enemies during each round (including the first round), either at the start of the round, or on the hammer and blade initiatives.

Refer to Handout 6 for resolving corruption and the skill challenge in this encounter.

FEATURES OF THE AREA

Magic Circle: No creature may move into the circle or affect the shard within it until the skill challenge is completed to disable it. The magic circle does not block line of sight or line of effect otherwise.

Ceiling: The ceiling in the chamber is ten feet (2 squares) high.

Illumination: Brightly lit.

Physical Cauldrons: The cauldrons in the physical world radiate necrotic energy. Any creature that ends its turn next to a cauldron takes 20 necrotic damage.

Mindscape Crystal: The eight glowing symbols ringing the outside of the mindscape map are large pulsing crystals. The blades and hammers of the Abyss heal 25 hit points when they end their turn adjacent to a crystal.

Any enemy that ends its turn adjacent to one of these crystals takes 25 corruption (see Abyssal shard).

SKILL CHALLENGE: DISABLE THE SHARD

Goal: Disable the shard.

Complexity: 4 (Special)

Primary Skills: Arcana, Athletics, Bluff, Diplomacy, Endurance, Insight, Intimidate, Nature, Religion, Thievery

Victory: The shard flickers out, its power broken and its connection to the true shard of evil dissipated. The servants created by it dissipate without its power maintaining them.

In the physical world, any creature adjacent to the magic circle may attempt to destroy the circle, with brute force, finesse, or magical power:

Arcana / Athletics / Nature / Religion / Thievery DC 27 (Move Action) or DC 37 (Minor Action)

A successful check allows one PC in the mindscape (who has less corruption than current hit points) to escape, or one PC in the physical world adjacent to the circle to enter the mindscape. Each particular PC is limited to a maximum of one success per round.

From anywhere in the mindscape, a PC may contest the shard with their force of personality, outwitting or overpowering it:

Bluff / Diplomacy / Endurance / Insight / Intimidate DC 27 (Move Action) or DC 37 (Minor Action)

A successful check against a mindscape crystal will deactivate it for the remainder of the encounter. A successful check against the circle removes 25 corruption from one creature in the mindscape. Each particular PC is limited to a maximum of one success per round.

If a PC does not have greater corruption than their current hit points, a DC 27 (move) or 37 (minor) Bluff, Diplomacy, Endurance, Insight, or Intimidate check can allow them to escape the mindscape into any square adjacent to the magic circle in the physical world. It does not contribute to the skill challenge.

The circle around the shard is disabled when all 3 of the following conditions occur:

- A number of successes equal to the number of PCs have been obtained in the physical world.
- A number of successes equal to the number of PCs have been obtained in the mindscape.
- A number of shard servants of any type (blade and/or hammer) equal to the number of PCs have been destroyed.

Once the circle is disabled, a standard action made in any of the central squares (either physical or mindscape) may be taken to either claim or damage the shard. Either action ends the encounter.

TACTICS

The shard focuses on bringing PCs into itself so they can be exposed to its corruption. Once it possesses any PCs, it directs attacks against PCs who are attempting to disable it or seem particularly resistant to corruption. The shard prefers to avoid damaging PCs who have become possessed. It creates servants wherever they are most useful.

The blades attempt to stay in the center of the fight, to assist allies within 3 squares, and to keep enemies within 5 squares.

The hammers prefer to use melee attacks, so they can threaten opportunity attacks. They use smashing strike as often as possible, hurling enemies away from working on the skill challenge or towards mindscape crystals.

ENDING THE ENCOUNTER

After the PCs claim or damage the artifact, the remaining enemies disappear, and you may proceed to the Conclusion.

TREASURE

The two stabbed drow corpses are each carrying a *potion of cure critical wounds*. The corpse of the drow archer is wearing a *helm of teleportation*. Those treasures could be retrieved before or during the combat.

The shard of pure evil can also be safely recovered after the combat.

ENCOUNTER 13: “INEVITABLE BETRAYAL” STATISTICS

2 Blade of the Abyss (B)	Level 24 Controller (Leader)
Medium elemental animate	XP 5,100
HP 218; Bloodied 109	Initiative +21
AC 38, Fortitude 35, Reflex 37, Will 36	Perception +25
Speed 7	Darkvision
Resist 15 psychic	
TRAITS	
O Guidance of the Abyss • Aura 3	
Any ally within the aura can reroll one failed power recharge at the start of its turn.	
O Splintering Mind • Aura 5	
Any enemy that starts its turn within the aura takes 15 psychic damage.	
STANDARD ACTIONS	
m/r Mental Slash (psychic) • At-Will	
Attack: Melee 1 or Range 5 (one creature); +29 vs. AC	
Hit: 3d8 + 4 damage, and the target loses psychic resistance and takes a -2 penalty to saving throws against psychic effects (save ends both).	
MINOR ACTIONS	
Abyssal Commandment • Recharge 6	
Effect: One or two allies within 5 squares of the blade can each either make a melee basic attack as a free action or shift its speed as a free action.	
TRIGGERED ACTIONS	
Shifting Feet • At-Will	
Trigger: An enemy within 5 squares of the blade shifts.	
Effect (Immediate Reaction): The triggering enemy is slid 2 squares.	
Str 18 (+15)	Dex 28 (+20) Wis 26 (+19)
Con 18 (+15)	Int 22 (+17) Cha 21 (+16)
Alignment chaotic evil Languages Abyssal, understands any	
Note: Yuan-ti malison blessed (MM3).	

2 Hammer of the Abyss (H)	Level 24 Brute
Large elemental animate	XP 6,050
HP 275; Bloodied 137	Initiative +19
AC 37, Fortitude 36, Reflex 35, Will 35	Perception +19
Speed 7	
Resist 15 psychic	
STANDARD ACTIONS	
m Slam • At-Will	
Attack: Melee 2 (one creature); +29 vs. AC	
Hit: 3d12 + 20 damage.	
r Psychic Crush (psychic) • At-Will	
Attack: Ranged 20 (one creature); +27 vs. Will	
Hit: 3d10 + 16 psychic damage, and the target is knocked prone.	
M Smashing Strike • Recharge 4-6	
Attack: Melee 2 (one creature); +27 vs. Fortitude	
Hit: 3d12 + 20 damage and the target is pushed 4 squares and knocked prone. If the target would be pushed into a wall or other unmovable object, the target takes an additional 2d10 + 8 damage.	
Miss: Half damage and the target is pushed 2 squares.	
Str 28 (+21)	Dex 25 (+19) Wis 24 (+19)
Con 25 (+19)	Int 4 (+9) Cha 7 (+10)
Alignment chaotic evil Languages Abyssal, understands any	
Note: Blackstar crusher (E1).	

1 Abyssal Shard (A)	Level 23 Solo Hazard
Trap	XP 25,500
Trap: The shard attempts to corrupt and possess its enemies.	
Trigger	
Before any hostile action would be taken against it, the shard tries to draw its enemies to it and creates blade and hammer servants.	
During the encounter, it acts three times per round, on initiatives 40, 30, and 20, using a different attack option each time, in any order it chooses.	
Your Mind is Mine • At-Will 1/round	
Attack: Close (all enemies in physical world); +27 vs. Will	
Hit: The target is drawn into the abyssal mindscape, into the nearest legal space that corresponds to its relation to the circle in the physical world.	
Effect: After resolving the attack, move one of the blades or hammers either from the ritual room to any space in the mindscape, or from the mindscape to the nearest legal space to the circle in the ritual room.	
Revel in Corruption • At-Will 1/round	
Attack: Close (all enemies in mindscape); +27 vs. Will	
Hit: The target gains 50 corruption.	
Miss: The target gains 25 corruption.	
Effect: After resolving the attack, one of the blades, hammers, or a possessed creature is slid 5 squares and makes an at-will attack as a free action against a target of the shard's choice. This attack does not provoke opportunity attacks.	
Betrayal is Inevitable • At-Will 1/round	
Attack: Range 10 (one creature); +27 vs. Will	
Hit: The target gains 50 corruption and is slid 5 squares and makes an at-will attack. The shard chooses the attack and any targets. This attack does not provoke opportunity attacks.	
Miss: The target gains 25 corruption.	
Effect: After resolving the attack, remove all harmful conditions on one of the blades or hammers.	
Other Actions	
◆ Each round, the shard may create a new hammer and blade, placing them in any space within the mindscape, or the nearest legal space adjacent to the circle in the physical world. Each creature may be added either at the start of the round, or immediately prior to its respective initiative.	
◆ If at any time a creature in the mindscape has more corruption than its current hit points, it becomes possessed by the shard. A duplicate of the creature is created in the nearest legal space to the circle in the ritual room. The creature cannot escape the mindscape until its current hit points are once again greater than or equal to its corruption.	
When it is the corrupted creature's turn, the possessed duplicate also takes a turn. The shard may slide it up to 5 squares and make any at-will attack available to the corrupted creature. Any damage or harmful conditions dealt to the duplicate are instead taken by the corrupted creature. The duplicate disappears as soon as the corrupted creature's hit points equal or exceed its corruption. If this happens on the creature's turn, the duplicate takes its turn before disappearing.	
Other than being unable to escape the mindscape, being corrupted does not hinder the actions of the creature in any way.	
Countermeasures	
◆ See Player Handout 6.	
Note: Custom hazard.	

ENCOUNTER 13: “INEVITABLE BETRAYAL” PHYSICAL MAP

TILE SETS NEEDED

Dungeon Tiles Master Set, Fane of the Forgotten Gods

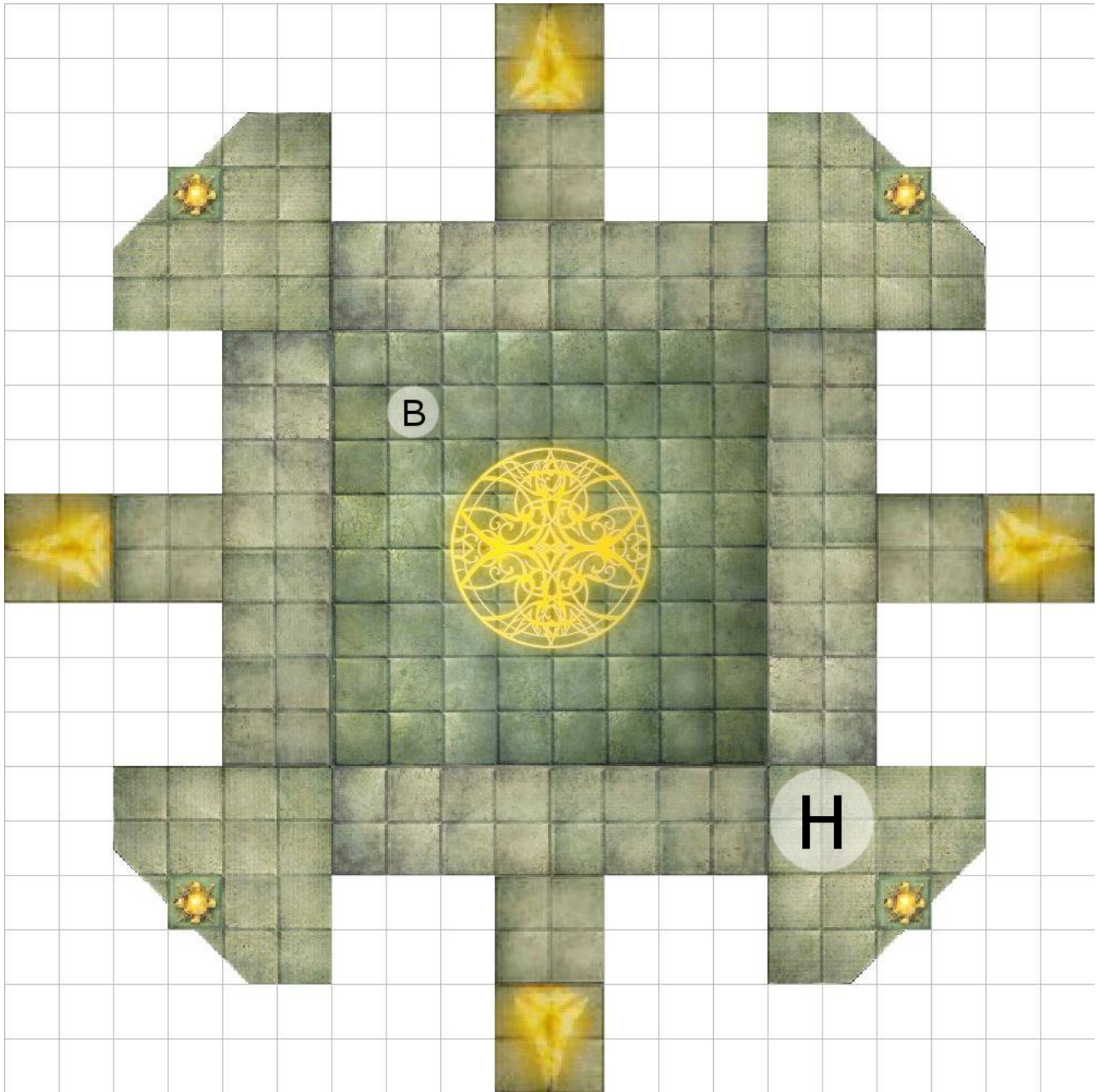
The monsters should be placed in any legal space adjacent to the circle once combat begins.



ENCOUNTER 13: “INEVITABLE BETRAYAL” MINDSCAPE MAP

TILE SETS NEEDED

Dungeon Tiles Master Set, Fane of the Forgotten Gods (extra shards)



ENCOUNTER 14: CONCLUSION

Determine if the PCs are taking the shard (whether they broke it or claimed it) with them, or are leaving it behind where Lolth can claim it later.

With the Abyssal sliver of pure evil defeated, the near constant tremors that have shaken the Demonweb cease.

PCs that take the shard earn story award EPIC13 Sliver of Pure Evil. If their PC is the one that attacked or claimed the shard during the encounter, mark the award appropriately.

The PCs can then return through Lolth's portal to collect their rewards. Lolth wants to ensure that the PCs and her followers realize that she is no longer (and perhaps never was) weak, and could easily kill them. She simply chose not to do so.

Lolth's portal leads back to a different location, an immense hall with banquet tables flanking a path to an ebony jeweled throne. Drow and driders recline on benches and cushions throughout the room.

Lolth, in the form of a stunningly beautiful drow woman, smiles from her throne and gestures you forward. "Excellent work! You have completed the task I set for you. You stand before me weakened from your exertions. It has been a trying day, has it not? I suppose there is just one last thing to do."

She stands. "You did not bargain for safe passage back out of my realm. That was terribly foolish of you." She grins. "You do look just tasty enough to eat!" Throughout the room, dozens of drow ready themselves for combat.

Lolth claps her hands. "So we better proceed to the presentation of gifts and start the feast. You served me well, and I reward my servants. The better to have them continue their service in the future."

All PCs earn story award EPIC10 Bargain with the Queen of Spiders. PCs who bargained for personal access to treasure and blessings must choose whether they wish her blessing or items. Update the story award EPIC10 with the choices made by the PCs.

If the PCs offered Zarylene as a gift to Lolth, and received the reduced DC benefit in Encounter 11, then they earn story award EPIC11 Gift for Treachery.

After celebrating with Lolth, the heroes are escorted from the Demonweb.

Corellon has them brought to him on the Mistress of the Night shortly thereafter. They are met at the shores by

Corellon himself, as well as a welcome committee of bowing ruesti. Corellon looks at each of the PCs, then speaks.

"In all of Arvandor's history, there are few who have done so much for it. From now and for eternity, you are welcome to my realm, as if you were ruesti yourself."

All PCs gain story award EPIC12 Arvandor's Eternal Protection. Those who have already played EPIC3-1 and EPIC3-2 (with this same character) gain the benefits of EPIC15 Gearing Up for the Challenges Ahead now; those who have not yet played both previous Epic Campaign adventures will get the benefits of EPIC15 after playing them.

Corellon then teleports them to a ruined temple. PCs who played EPIC3-1 recognize the site where they fought a glabrezu and the insane spirits of elven priests.

"This temple once held my greatest lore, including what few notes existed on my work on Carceri. During the Stormstar Requiem, the four Gods of Fury assaulted Arvandor. During that distraction, a meddlesome sorceress named Tsien Chiang managed to breach the temple. It appeared she was interested only in destroying my lore keepers and the information they protected. She was defeated and cursed to insanity.

"Unfortunately, Tsien was more than she appeared, and I believe we can safely lay the problems of the last few days at her feet. Tsien was recently freed in an attempt to stop the return of a powerful force of undeath. A worthy, perhaps even necessary, goal, though one not without other costs.

"Her machinations have devastated Arvandor and the Demonweb and wreaked chaos upon Faerûn, but I do not doubt these are only her opening moves. The method she used to steal power from the Demonweb also suggests a disquieting tie to the Abyss.

"Still, in just the past few days you have saved two divine realms and a god. Along the way, you destroyed two exarchs of another god and faced the Queen of Spiders down in her own lair. I'd say you've earned a rest, however brief, before you turn your attentions to Tsien."

**The story continues in
EPIC4-1 Shooting the Moon**

REWARDS SUMMARY

At the conclusion of the adventure, the PCs earn XP, gold, access to Treasures, and Story Awards. All totals listed here are per PC.

EXPERIENCE POINTS AND GOLD

In the Epic Campaign, characters do not need to track XP. All characters reach level 24 upon completing this adventure (regardless of whether they died during the adventure or not).

Base Gold per PC

225,000 gp

(Conclusion: 225,000 gp)

TREASURE

Each PC receives treasure in the form of gold pieces (the “Base Gold” listed above) as well as the option to select from a list of Treasures. A Treasure may give the PC more gold, a magic item, or something else of value. Each player makes one and only one selection for their character; multiple players may choose the same Treasure. Some of the listed Treasures may not be available if the PCs did not complete the objective specified in the adventure to unlock that Treasure.

If a character buys or sells gear during the adventure (or pays for services, such as NPC ritual casting) add or subtract the amount from the base gold. If a player selects a Treasure that gives their character more gold, add that amount to that character’s base gold award. It is possible and permissible for a character to spend more gold than he or she earns during an adventure, but characters may not spend gold that they do not have. For details on selling items, see the *Living Forgotten Realms Campaign Guide*.

If a player selects a magic weapon or suit of armor for their PC that is not specific on the type of item listed, they must select the exact item at the time they choose that bundle. For example, if a *duelist’s weapon +1* is listed as a Treasure, a player selects the form of the weapon amongst the choices possible for that magic item (light blades). If the player selects the item as a *+1 duelist’s dagger*, the player writes that information down on the PC’s adventure log and the item is forever after that specific weapon.

Certain Treasures have a minimum adventure level listed. That Treasure is not available if the group played below the minimum adventure level. However, those who played at a higher adventure level can always choose from the lower-level options.

An asterisk next to a magic item means that it is an item that appears in the **New Rules** section.

THREE ROUNDS, TWO TREASURES

The Living Forgotten Realms Epic Campaign consists of 10 three-round adventures, each of which covers a single level of the Epic tier of play. To keep the PCs’ rewards in line with the campaign’s expected advancement rate, the PCs have the opportunity to select **TWO** of the listed Treasures (including More Gold). We settled on two Treasures instead of three, because characters are really not expected to find three magic items per level, even at the Epic tier. We structured the Base Gold and More Gold awards such that a character who chooses More Gold as both of his or her Treasures still ends up with enough cash to buy a level 23 magic item at market price.

All the PCs are considered to be 24th level at the time they are making their Treasure selections from this adventure, so they can choose any of the listed items. A character who wishes to find two magic items for his or her two Treasures still has to have two available found-item slots (including the new slot that is unlocked for reaching 24th level).

To be clear, a character who chooses More Gold twice receives no other Treasures. That character would earn 200,000 gp in addition to the Base Gold award, for a grand total of 425,000 gold pieces gained from this adventure.

EACH PC SELECTS TWO OF THE FOLLOWING:

Treasure A: *aistriders** (level 25; AV)

Found in Encounter 1

Treasure B: *shadowdance armor +5** (level 25; *Seekers of the Ashen Crown*)

Found in Encounter 8

Treasure C: *+5 greater staff of power** (level 25; *Mordenkainen’s Magnificent Emporium*)

Found in Encounter 8

Treasure D: *Eclavdra’s circlet of control** (level 27; *custom*)

Found in Encounter 10. PCs who choose this item as one of their Treasures also gain EPIC14 (which includes the game statistics for the circlet).

Treasure E: *iron of spite* (level 27; PH)

Found in Encounter 12

Treasure F: +5 *emerald tome of the devourer** (level 25; MME)

Found in Encounter 12

Treasure G: *helm of teleportation** (level 25; MME)

Found in Encounter 13

Treasure H: 8 pieces of +5 *firesight ammunition* (level 25; MME)

Found in Encounter 10. This choice does not consume a found-item slot.

Treasure I: a gift from Lolth

Found in the Conclusion; Story Award EPIC10 lists whether this treasure bundle can be taken and the available selection of items.

Treasure J: a second gift from Lolth

Found in the Conclusion; Story Award EPIC10 must indicate the player took additional item access from Lolth twice. Otherwise, as Treasure I.

Treasure K: Any Uncommon permanent magic item (regardless of item slot) of level 24 or lower from a player resource

Found in the Conclusion

Treasure L: Any Common permanent magic item (regardless of item slot) of level 26 or lower from a player resource

Found in the Conclusion

Treasure X (Upgrade an Item): A character may upgrade one existing +4 enhancement bonus magic item (and only a +4 enhancement bonus magic item) to a +5 enhancement bonus. The upgraded item is the same item, but the character now has the +5 version of that item instead of the +4 version.

Found in the Conclusion; if the original +4 item was selected using a found-item slot, then the upgrade does NOT consume another found-item slot. However, if the original item was not paid for with a found-item slot, then selecting the upgrade DOES consume one of the character's found-item slots.

Treasure Y (Potions plus Gold): A character may choose to gain 5 *potions of cure critical wounds** (level 20) plus 75,000 (seventy-five thousand) gold pieces instead of another Treasure. The player should write the consumables gained on his or her Adventure Log. Consumables obtained in this fashion do not take up found-item slots.

Treasure Z (More Gold): A character may choose to receive coin, astral diamonds, or other valuables worth 100,000 (one hundred thousand) gold pieces (in addition to the Base Gold amount) instead of another Treasure.

STORY AWARDS

Award these if the PC completes the condition for the award in the adventure. Pass out certificates to the players for their story awards.

EPIC10 Bargain with the Queen of Spiders

You confronted Lolth in the center of the Demonweb, an audacious act by any standards. In exchange for your service in saving her dominion, Lolth has agreed to the following conditions (check all that apply):

- ☐ A temporary truce between Arvandor and the Demonweb, to last for at least a century;
- ☐ Assistance from the drow in hunting down the demons and abominations unleashed on Faerûn;
- ☐ Lolth and her servants will forfeit their knowledge of and ability to manipulate Carceri.

Furthermore, Lolth offered personal benefits to you, in the form of her blessing, access to her most powerful magic items, and perhaps even a special request. Your DM will tell you how many individual benefit selections you are entitled to make. Write that number here: _____ and make that many choices from the following options.

☐ **Blessing of Lolth** (1 benefit). This Blessing does not follow the normal rules for divine boons in LFR. It does not count as one of your found items or Treasures, does not count against the limit of Uncommon or Rare items you are allowed to possess, and it is always active (it does not count as your one active divine boon). It lasts until you fulfill your Epic Destiny (by reaching the end of the Epic Campaign), unless it is revoked by a future Story Award.

Blessing of Lolth

You gain darkvision and a +5 bonus to Athletics checks to climb.

☐ **Greater Blessing of Lolth** (1 benefit; requires Blessing of Lolth to be gained first). The benefits of the Greater Blessing are cumulative with the Blessing of Lolth.

Greater Blessing of Lolth

You gain tremorsense 1 and a spider climb speed equal to half of your base land speed.

Access to Magic Items (costs 1 benefit per item, maximum of two benefits spent on items; each item gained also counts as one of your Treasure selections for this adventure, and requires you to spend a found-item slot).

- ☐ *shadow band* (level 27, AV)
- ☐ +6 *spiderkissed weapon* (level 27, *Dragon* 367)
- ☐ *hands of Hadar* (level 26, AV2)
- ☐ +6 *envenomed ki focus* (level 27, HoS)
- ☐ +6 *spidersilk mantle* (level 28, AV2)
- ☐ +6 *cloak of arachnida* (level 28, AV)
- ☐ +6 *spider rod* (level 28, AV2)
- ☐ +6 *gossamer tome* (level 28, AV2)
- ☐ +6 *Fearcatcher* (the requirement to worship Lolth is waived) (level 28, *Dragon* 390)

☐ A special request of your own devising (1 benefit). Briefly write the details below. This is intended primarily as a roleplaying tool. Depending on just how outlandish this request is, Lolth may or may not grant it in exactly the way you had in mind, or she may delay granting it until long after your adventuring career is over. Consider the source, and be careful what you wish for. Although this customized boon can potentially modify future encounters in the Epic Campaign (as always, at the DM's discretion), it cannot allow challenges to be bypassed entirely.

EPIC11 Gift for Treachery

You offered Lolth a gift she could not refuse: the traitor Zarylene Oussate. Lolth approves of your willingness to discard an ally who was no longer useful to you for additional gain. You have proven yourself an appropriately treacherous individual in the eyes of the Queen of Spiders.

EPIC12 Arvandor's Eternal Protection

For your tireless acts to save Arvandor, you are granted an eternal home in Corellon's astral dominion. As you have served to protect the home of the First of the Seldarine, so shall its divine power now serve to protect you.

If you are dead at the dawn of any day, you are granted a vision of Arvandor and then resurrected as if by the Raise Dead ritual. Any effect that would prevent Raise Dead from working on you also blocks this effect. You suffer the usual death penalty, but there is no component cost. This effect is primarily useful for being raised between adventures, unless the adventure allows time for an extended rest.

EPIC13 Sliver of Pure Evil

When faced with a sliver of the shard of pure evil that created the Abyss, you prevailed against its overwhelming corruption. The shard was disabled when your party ☐ Claimed it; or ☐ Attacked it

☐ Your character took the final action to claim or attack the shard (only one per table).

EPIC14 Eclavdra's Circlet of Control

After defeating the exarch Eclavdra, you claimed her circlet. *Eclavdra's circlet of control* counts against your limit of one Rare item per tier, as one of your found magic items, and as one of your Treasures for this adventure.

Eclavdra's Circlet of Control		Level 27 Rare
<i>This circlet is made of black adamantine and decorated with a spider symbol.</i>		
Head Slot		1,625,000 gp
Property		
Gain a +3 item bonus to Diplomacy and Intimidate.		
Attack Power (Charm, Psychic) ♦ At-Will (Standard Action)		
Attack: Ranged 10 (one creature); level + 3 vs. Will		
Hit: 2d6 + your level psychic damage, and you pull the target 5 squares.		
Attack Power (Charm, Psychic) ♦ Encounter (Minor Action)		
Attack: Close burst 5 (enemies in burst); level +3 vs. Will		
Hit: 1d6 + 6 psychic damage, and you pull the target 2 squares.		
Attack Power (Charm, Psychic) ♦ Daily (Minor Action)		
Attack: Ranged 10 (one creature); level + 3 vs. Will		
Hit: 1d10 + 6 psychic damage, and the target chooses either to take 30 additional psychic damage or to be dominated by you (save ends).		
Reference: Custom item created for LFR, based on Eclavdra's abilities from her statistics block (see MM3).		

EPIC15 Gearing Up for the Challenges Ahead

You gain the benefits of this Story Award after completing EPIC3-1, EPIC3-2, and EPIC3-3 (in any order) with the same character. Choose any one Common or Uncommon permanent magic item of level 25 or less from a player resource. You pay nothing for this item, it does not count as one of your Treasure selections, and it does not cost a found-item slot. You also gain one additional found-item slot, which you may use after completing EPIC4-1 or a subsequent Epic Campaign adventure, subject to the normal limit of Treasure selections for that adventure.

EPIC3~3 EVENT SUMMARY

THE RESULTS OF THIS ADVENTURE WILL HAVE AN IMPACT ON THE FUTURE DEVELOPMENT OF THE EPIC CAMPAIGN!
Please fill this survey out and return it to your Event Organizer or Senior DM. You may also fill out the survey online.

<https://www.surveymonkey.com/s/EPIC0303LFR>

Question 1. Which of the following concessions did the group obtain from Lolth (check all that apply)?

- ☐ A temporary truce between Arvandor and the Demonweb, to last for at least a century;
- ☐ Assistance from the drow in hunting down the demons and abominations unleashed on Faerûn;
- ☐ Lolth and her servants will forfeit their knowledge of and ability to manipulate Carceri;
- ☐ None of the above; the PCs negotiated only for themselves and only for themselves.

Question 2. What happened to the abyssal shard of pure evil?

- a. The PCs attacked and broke it.
- b. The PCs claimed it.
- c. The PCs failed to defeat it.

Question 3. Where is the shard now?

- a. In the Demonweb
- b. With the PCs
- c. Somewhere else (please specify where / with whom):

Question 4. The PCs had an opportunity to interact with Zarylene Oussate, a disgraced drow matron. What was her status at the end of the adventure?

- a. Punished by Lolth
- b. Abandoned in the Demonweb
- c. Dead

Question 5. Tsien Chiang was released in CORE2-11 *Sign of Four*. How many of the people at the table (including the DM) had played or run that adventure? (0-7): ____

Question 6. How many total PC deaths were there during the adventure? (If the same character died, came back, and died again, count that as two deaths.) ____

Questions 7-8 (Optional). How do the DM and the players rate this adventure?

DM's Rating:

- a. 1 star (worst possible rating)
- b. 2 stars (below expectations)
- c. 3 stars (met expectations / average)
- d. 4 stars (above expectations)
- e. 5 stars (exceeded expectations / best rating)

Players' Rating:

- a. 1 star (worst possible rating)
- b. 2 stars (below expectations)
- c. 3 stars (met expectations / average)
- d. 4 stars (above expectations)
- e. 5 stars (exceeded expectations / best rating)

Question 9 (Optional). The first year of the Epic campaign offered PCs the dilemma of working with or for powerful evil entities. On the back of this page or a second sheet, please share with us your comments as the DM, as well as any comments from the players, regarding your enjoyment of this year's overall Epic plot, as well as the individual adventures, NPCs, and encounters that you enjoyed most (and least). We also encourage you to share your feedback with us on the LFR Forums on the Wizards Community.

NEW RULES

Eclavdra's Circlet of Control

Level 27 Rare

Head Slot 1,625,000 gp

Property: Gain a +3 item bonus to Diplomacy and Intimidate.

Attack Power (Charm, Psychic) ♦ **At-Will** (Standard Action)

Attack: Ranged 10 (one creature). Your Level + 3 vs. Will
Hit: 2d6 + Your Level psychic damage, and the target is pulled 5 squares.

Attack Power (Charm, Psychic) ♦ **Encounter** (Minor Action)

Attack: Close burst 5 (enemies in burst). Your Level + 3 vs. Will

Hit: 1d6 + 6 psychic damage, and the target is pulled 2 squares.

Attack Power (Charm, Psychic) ♦ **Daily** (Minor Action)

Attack: Ranged 10 (one creature). Your Level + 3 vs. Will
Hit: 1d10 + 6 psychic damage, and the target may either take 30 additional psychic damage or be dominated (save ends).

Reference: This is a custom LFR item based on Eclavdra's charm abilities.

Greater Staff of Power

Level 25 Rare

Implement: Staff 625,000 gp

Enhancement: +5 attack rolls and damage rolls

Critical: +5d10 damage

Attack Power (Force) ♦ **Daily** (Immediate Reaction)

Trigger: An enemy within 20 squares of you hits you with an attack.

Effect: The enemy takes force damage equal to 25 + the level of your highest unused daily arcane attack power.

Utility Power ♦ **Encounter** (Minor Action)

Effect: You gain a +5 power bonus to all defenses against the new attack against you during this encounter.

Utility Power ♦ **Daily** (No Action)

Trigger: You miss with an attack roll for an at-will or an encounter arcane attack power using this staff.

Effect: You reroll the attack roll and must use the second result.

Reference: Mordenkainen's Magnificent Emporium, page(s) 49.

Airstriders

Level 25 Uncommon

Feet Slot 625,000 gp

Property: You take no damage from a fall and always land on your feet. You have a fly speed equal to your speed +2, but you must end each turn on a solid surface or you fall.

Power ♦ **Encounter** (Free Action)

Trigger: You would fall.

Effect: You do not fall until the end of your next turn.

Reference: Adventurer's Vault, page(s) 125.

Shadowdance Armor

Level 25 Uncommon

This armor shrouds you like dim light woven into threads and sewn into garments.

Armor: Cloth or leather 625,000 gp

Enhancement: +5 AC

Property: Your area and ranged attacks don't provoke opportunity attacks.

Power ♦ **Daily** (Free Action)

Trigger: You move more than 3 squares.

Effect: In bright light, your space and all adjacent squares become shrouded in dim light until the end of your next turn. If you were already in dim light, your space and all adjacent squares become dark, blocking line of sight, until the end of your next turn. You can see perfectly in this area of dim light or darkness.

Reference: Seekers of the Ashen Crown, page(s) 26.

Firesight Ammunition

Level 25 Uncommon

Ammunition 25,000 gp

Enhancement: Attack rolls and damage rolls

Property: When you make an attack using this ammunition, your attack takes no penalty due to cover or concealment. When you hit an enemy with an attack using this ammunition, that enemy cannot gain the benefit of cover, concealment, or invisibility (save ends).

Reference: Mordenkainen's Magnificent Emporium, page(s) 46.

Iron of Spite

Level 27 Uncommon

Head Slot 1,625,000 gp

Property: Gain a +6 item bonus to Arcana checks and Intimidate checks. Any enemy that hits you with a melee attack takes 1d10 necrotic damage.

Reference: Player's Handbook, page(s) 249.

Emerald Tome of the Devourer

Level 25 Rare

Implement: Tome 625,000 gp

Enhancement: +5 attack rolls and damage rolls

Critical: +5d8 damage

Property: You gain darkvision. You gain an item bonus to Arcana checks, History checks, and Religion checks. The bonus equals the tome's enhancement bonus.

Utility Power ♦ **Encounter** (Minor Action)

Effect: You gain a +2 item bonus to your next attack roll before the end of your next turn. If that attack hits, you gain an item bonus to its damage roll. The bonus equals 4 + the tome's enhancement bonus. If you do not kill a creature before the end of your next turn, you take damage equal to your healing surge value at the end of that turn. If this damage drops you below 1 hit point, you die.

Reference: Mordenkainen's Magnificent Emporium, page(s) 51.

Helm of Teleportation

Level 25 Rare

Head Slot 625,000 gp

Property: When you teleport on your turn and end the move adjacent to any enemies, you gain combat advantage against those enemies until the end of your next turn.

Utility Power (Teleportation) ♦ **Encounter** (Move Action)

Effect: You teleport yourself or an adjacent ally up to 12 squares.

Reference: Mordenkainen's Magnificent Emporium, page(s) 69.

Potion of Cure Critical Wounds

Level 20 Uncommon

Consumable: Potion 5,000 gp

Utility Power (Healing) ♦ **Consumable** (Minor Action)

Effect: You drink the potion. If you have a healing surge, you must spend one. Instead of the hit points you would normally regain, you regain 3d8 + 20 hit points. If you are bloodied and don't have any healing surges, you still regain the hit points. If neither of these things is true, there is no effect.

Reference: Mordenkainen's Magnificent Emporium, page(s) 95.

Shadow Band

Level 27 Rare

Ring Slot 1,625,000 gp

Property: You gain partial concealment.

Utility Power ♦ **Daily** (Minor Action)

Effect: You gain total concealment until the end of your next turn.

Milestone: If you've reached at least one milestone today, the effect lasts until the end of the encounter.

Reference: Adventurer's Vault, page(s) 162.

Hands of Hadar

Level 26 Uncommon

Hands Slot 1,125,000 gp

Property: When you hit an enemy that is granting combat advantage to you and deal your Warlock's Curse extra damage to it, you deal an additional 2d6 extra damage.

Reference: Adventurer's Vault 2, page(s) 125.

Spidersilk Mantle

Level 28 Uncommon

Neck Slot 2,125,000 gp

Enhancement: +6 Fortitude, Reflex, and Will.

Power ♦ **Encounter** (Minor Action)

Effect: You gain a climb (spider climb) speed equal to your speed until the end of your turn.

Reference: Adventurer's Vault 2, page(s) 108.

Spider Rod

Level 28 Uncommon

Implement: Rod 2,125,000 gp

Enhancement: +6 attack rolls and damage rolls.

Critical: Ongoing 15 poison damage (save ends)

Property: When you hit with an attack that deals ongoing necrotic or ongoing poison damage using this rod, the ongoing damage increases by an amount equal to the rod's enhancement bonus.

Power (Poison) ♦ **Daily** (Minor Action)

Effect: You choose an enemy within 20 squares of you that is affected by an effect you created that a save can end. The effect gains "Aftereffect: The target takes ongoing 10 poison damage (save ends)."

Reference: Adventurer's Vault 2, page(s) 37.

Spiderkissed Weapon

Level 27 Uncommon

Weapon: Any melee 1,625,000 gp

Enhancement: +6 attack rolls and damage rolls.

Critical: 6d6 poison damage

Power (Poison) ♦ At-Will (Free Action)

Effect: All damage dealt by this weapon is poison damage. Another free action returns the damage to normal.

Power (Poison) ♦ Daily (Free Action)

Trigger: You hit with this weapon.

Effect: The target is slowed (save ends). First Failed Save: The target is immobilized (save ends).

Reference: Dragon Magazine 367, page(s) 39.

Cloak of Arachnida

Level 28 Uncommon

Neck Slot 2,125,000 gp

Enhancement: +6 Fortitude, Reflex, and Will.

Property: Gain a +2 item bonus to saving throws against effects that immobilize or restrain you. Gain resist 15 poison.

Power ♦ Daily (Immediate Interrupt)

Trigger: An adjacent enemy attacks you or moves away from you.

Attack: Melee 1; Intelligence, Wisdom, or Charisma vs. Reflex

Hit: the target is immobilized (save ends).

Reference: Adventurer's Vault, page(s) 150.

Envenomed Ki Focus

Level 27 Uncommon

Implement: Ki Focus 1,625,000 gp

Enhancement: +6 attack rolls and damage rolls.

Critical: +6d6 damage

Property: When you make a poison damage roll using this ki focus, you gain an item bonus to the damage roll. The bonus equals this implement's enhancement bonus.

Reference: Heroes of Shadow.

Gossamer Tome

Level 28 Uncommon

Implement: Tome 2,125,000 gp

Enhancement: +6 attack rolls and damage rolls.

Critical: 6d6 damage

Property: When you use the *web* power through this tome, any creature that ends its move in the zone of webs is restrained instead of immobilized.

Power (Poison) ♦ Daily (Free Action)

Effect: You expend an unused wizard daily attack power of level 5 or higher and gain the use of the *web* power. The power is lost if you don't use it before the end of the encounter.

Reference: Adventurer's Vault 2, page(s) 42.

The Fearcatcher

Level 28 Uncommon

Implement: Holy Symbol 2,125,000 gp

Enhancement: +6 attack rolls and damage rolls.

Critical: 6d6 psychic damage

Property: Each time you hit an enemy with an attack that has the psychic keyword or successfully intimidate an enemy, the fearcatcher gains a charge. The fearcatcher can hold up to 5 charges at one time. You gain a cumulative +2 bonus to your Intimidate skill for each charge the fearcatcher holds. The number of charges the fearcatcher holds is reset to zero after an extended rest.

Power ♦ Encounter (Minor Action)

Attack: Close burst value equal to the number of charges held by the fearcatcher (enemies in burst); Charisma vs. Will

Hit: the target is dazed until the end of your next turn and gains vulnerable 10 psychic (save ends). After this attack, the number of charges in the fearcatcher is reset to zero.

Reference: Dragon Magazine 390.

APPENDIX 1: PORTAL KEYS

THE BLACK GATE KEYS

The only method to get to Lolth is through the Black Gate in Encounter 10. This single point of entry makes it difficult for outsiders to gain access to Lolth's domain and many have died trying to fight their way inside.

In addition to its single point of entry, the Black gate can only be opened if Lolth "wills" it to open or through the use of 4 portal keys that are held by several of her most powerful followers. The 4 keys can be described as follows.

- silver sphere (found on a body in Encounter 1)
- small iron pyramid (found on Zarylene in Encounter 5)
- eight-pointed bronze star (found on Xunarra in Encounter 8)
- pale blue crystal cube (found on Eclavdra in Encounter 10)

The portal keys are connected magically to each other. If someone carrying one gets within 20 squares of another portal key, they sense a resonance between the keys. A minor action DC 27 Arcana check allows them to pinpoint the source of that resonance.

Xunarra and Eclavdra prefer to target characters holding a portal key if possible.

APPENDIX 2: RUNNING OUT OF TIME

There is insufficient time to take additional short rests or to perform rituals in much of the adventure. Whenever the PCs attempt to take too much time without moving, they may find the room unraveling around them or filling with destructive mist, or they might be attacked by drow ambushes or other wandering monsters.

Whenever the PCs waste time, choose one of the following encounters run:

- Appendix 2A: Drow Ambush
- Appendix 2B: Unraveling Web
- Appendix 2C: Maddening Mist

Note: A short rest cannot be taken after any of these encounters, and you should proceed immediately to the next major encounter. Make a judgment call as to whether the party succeeded in finishing the ritual or additional request they were attempting, based on whether it would improve the session or not.

If the PCs persist in attempting to waste time more than three times, either repeat an encounter if appropriate, or simply charge the party two healing surges and two encounter attack powers (three each for a group of 6) for handling repeated assaults, taken from any PCs they wish.

Alternatively, with players that trust and know you, and with proper preparation, you may attack them with a wandering encounter roughly equivalent to two level 23 monsters, such as 1 elite, 2 standards, 1 standard and 6 minions, or 12 minions. Some examples:

- 1 glabrezu or balor battlewhip
- 2 bonegouge assassins or ferrolith
- 2 drow shadowblades or drow zealots
- 1 drow archmage and 6 drow stalkers
- 1 yochlol tempter and 6 corrupted lechers
- 6 drow stalkers and 6 cave spiders

Be careful that you do not run out of time needed to run actual encounters with these punitive encounters. While the limited game time is part of the challenge and feel of this adventure, limited real time pressure is not intended.

APPENDIX 2A: DROW AMBUSH

SETUP

This encounter is intended to be used if the players try to take multiple short rests, or if the group is doing particularly well and it is desirable to do some damage to them after they short rest from an encounter.

Many Drow Minions: Two drow minions per PC sneak up in the darkness and fire crossbows into the PCs.

Determine Surprise If the PCs can be surprised (a specific item, paragon path, or epic destiny may effectively prevent this), find out which PCs are not resting (because they do not need to recharge powers, for example). All PCs should make a Perception check, with a -5 penalty if a PC is resting to heal or restore powers. If any make a Perception DC 37, they are not surprised.

Clouds of darkness appear around you, followed by a hail of poison-dipped crossbow bolts!

Attack: Roll an attack against each PC (two each if they are surprised): +30 vs. AC, for 15 damage and 10 poison.

After the attacks, the PCs easily slay or rout all of the minions. If they take any captive, the drow will answer any questions in exchange for their lives. They can describe the area of the next encounter in general terms, explain that the Black Gate is the only route to Lolth, and speak of the four portal keys, though they do not know who has them.

If other statistics are needed to resolve this encounter, you can use drow stalker statistics from Encounter 7.

ENDING THE ENCOUNTER

The encounter ends after the drow minions attack, then are defeated.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

There is no treasure for this encounter.

APPENDIX 2B: UNRAVELING WEB

SETUP

This encounter works best if the PCs refuse to leave an area, such as to perform a long ritual, or take multiple short rests. The PCs should be warned of the imminent danger.

The Demonweb shudders, yet another tremor rattling the area. The tremors are occurring more rapidly and violently, and the webbing here might not take the strain for long.

If the PCs cease what they are doing and leave, proceed to the next encounter. If the PCs do not leave, read or paraphrase the following.

As another tremor starts, you hear a tremendous snapping noise from somewhere far overhead. A moment later, a webbing corridor smashes into the ceiling. With a squealing rip, the webs in this area split apart, unraveling rapidly. Only quick reactions and a knowledgeable step will allow you to avoid being knocked out into the Demonweb, perhaps lost forever.

Every PC should make both an Acrobatics check and a Dungeoneering check, and total the result.

- Any PC that gets a total of 64 or more is completely successful.
- Any PC that gets a total of 54 or more is somewhat successful, taking 64 minus their result in damage (maximum 10 damage).
- Any PC that gets a total less than 54 has injured themselves through falling, exposure to mists, and almost being sucked out of the Demonweb entirely. They take 64 minus their result in damage (11+ damage) and take a -5 penalty to initiative checks for the remainder of the adventure.

Inventive use of special abilities, especially encounter or daily abilities, should give a bonus to the checks.

ENDING THE ENCOUNTER

The encounter ends after the PCs survive the unraveling web and race onwards to the next encounter. Proceed directly to the next major encounter.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

There is no treasure for this encounter.

APPENDIX 2C: MADDENING MIST

The corridor or room that the PCs are in begins to break open then fill with a poisonous mist. The mist seeps into the bodies of even creatures who do not need to breathe.

The walls around you groan with strain. A moment later, purple and green liquid sprays in through gaps in the web. The liquid turns instantly into a mist that swirls in a dizzying pattern as it fills the entire area around you.

Each creature must make three checks to get through the hazard erupting around them. All checks are made against DC 27. Total the number of failures (0 to 3) that each creature accrues. You should allow powers or use of other skills to substitute for the listed skills if appropriate.

- First, each creature must make an Endurance check to survive exposure to the strange mist. Any PC who does not breathe gains a +5 bonus to this check.
- Second, each creature must make either a Dungeoneering or Insight check to avoid becoming disoriented by the swirling mists.
- Third, each creature should make an Acrobatics or Athletics check to quickly and safely move through the mist.

Once they have cleared the mist, each PC who is trained in Heal can make a check to treat one creature. A success removes a failure from a target, though a failure adds one failure to the target. Any PCs who do not attempt to leave the area filling with mist accumulates failures.

Use the chart below to identify the effect on each creature that accrued any failures. Effects are cumulative:

Failures	Cumulative Effects
1	At the start of the next encounter, the creature cannot take immediate actions until the end of the first round.
2	The creature takes a -10 penalty to its initiative check in the next encounter.
3	The creature starts the next combat dazed until the end of the first round.
4 or more	The creature immediately takes its bloodied value in poison damage.

ENDING THE ENCOUNTER

The PCs get past the maddening mist and continue with the next encounter.

MILESTONE

This encounter does NOT count toward a milestone.

TREASURE

There is no treasure for this encounter.

APPENDIX 3: BESTIARY

ENCOUNTER 1: BELLY OF THE BEAST

Hive Demons: *These demons are the size of griffons, with iridescent wings and carapaces and wickedly barbed claws and talons.*

Arcana DC 20: Hive demons roam erratically, flying into an area, then carrying off and devouring every other living creature. They work with surprising teamwork for demons.

Arcana DC 27: There are three types of hive demon: warriors who seize prey and tear it apart before bringing it back to the hive, drones who put prey to sleep then bring it back alive for impregnation, and queens who mentally control all of the other demons.

Arcana DC 37: The warriors and drones may attack their prey while flying quickly by, and will go into a frenzy to slay anyone who kills a queen. The queen sprays a weakening acidic poison and incites her warriors and drones to a frenzy of activity. The queen is immune to fear and resistant to acid.

ENCOUNTER 3: TOXIC FLOW

Demonic Maws: *A giant maw that is little more than row upon row of chomping shark-like teeth.*

Arcana DC 20: Demonic maws swim through water, poison, or even acid, eating anything they encounter.

Arcana DC 27: Demonic maws bite down on enemies, and then shake them apart into digestible chunks.

Arcana DC 37: They are resistant to poison and acid and go on frenzied rampages through their enemies until they can bite and hold onto a creature.

Dread Wraith: *A tortured soul of one of Lolth's enemies, shrouded in darkness and shrieking in pain.*

Religion DC 20: Dread wraiths are one of the most powerful forms of insubstantial undead.

Religion DC 27: They favor surprise and grouping up on the vulnerable, then fading away to strike again.

Religion DC 37: Dread wraiths despise force and radiant energy, taking half damage from other attacks and fading away when struck. When they die, their death shrieks can harm any enemies within several paces. They are immune to fear, disease, and poison, and resistant to necrotic.

Reaper of the River: *An insubstantial drow spirit in ornate armor wields a spectral spiked chain.*

Religion DC 21: The spirit is that of a powerful servant of Lolth, pressed into service even after death.

Religion DC 28: Its chains can coil around any who seek to pass it, while its mental command draws enemies to face it alone.

Religion DC 37: The spirit is a reaper assigned to collect the souls of those who dare to trespass on the Demonweb's river. It acts as a guardian of all of Lolth's servants, taking half damage whenever a creature does not attack it alone. It can force enemies to attack it, slow and immobilize them, and draw them close. It is immune to fear, disease, and poison, and resistant to cold and radiant.

ENCOUNTER 4C: CORELLON'S ASSISTANCE

Marilith: *A demon with a serpentine tail and a female drow torso, except with six arms, each holding a sword dripping blood.*

Arcana DC 21: Mariliths are powerful demons who often command other demons from the front lines.

Arcana DC 28: Mariliths are straightforward combatants who tend to eviscerate anyone within reach, wielding all six weapons with deadly ease.

Arcana DC 37: It is dangerous to attack a Marilith in melee, because they can parry and slash back. They are also adept at cleaving through one enemy into another.

ENCOUNTER 5: RESCUE

Drow: *These drow are tattooed in symbols of Lolth and seem faster and more powerful than normal.*

Arcana / Religion DC 20: Only the most powerful drow are invited to join Lolth in the Demonweb. The zealots are the lowliest of the drow allowed in the abyss, while the archmage is clearly in command.

Arcana / Religion DC 27: Drow zealots are warped by magic so they are filled with spiders that spill out when they die. The archmage is a Chosen of Lolth, granted powerful abyssal magic.

Arcana / Religion DC 37: Drow zealots are resistant to poison. Drow archmages are known for sacrificing their allies to gain greater power, and can capture enemies in a demonic grasp that makes them feel every hurt dealt to its allies. Drow archmages are primarily ranged combatants but can teleport away those who threaten them in melee.

Lolth Venomspitter: *A spider made entirely of poison with a glowing holy symbol of Lolth on its abdomen.*

Arcana / Religion DC 20: Venomspitters are animated poison used to defend Lolth's holy sites.

Arcana / Religion DC 27: They can bite or spit poison.

Arcana / Religion DC 36: When killed, they burst in a poisonous vortex that harms anyone already suffering from poison or their nearby allies. They are immune to poison, being made of it.

Draegloth Shadowspinner: *A massive abomination with spider legs and demonic claws.*

Arcana DC 21: The creature is a twisted combination of drider and demon.

Arcana DC 28: This draegloth is a rare abomination that spins webs of pure shadow and clouds of maddening darkness around itself, blinding and dazing its enemies so it can eviscerate them.

Arcana DC 37: It can leap and scuttle away from enemies that harm it, or spin deadly restraining webs. Its tremorsense makes it a keen hunter.

ENCOUNTER 8: REAVER GARDEN

Lolth's Reaver: *These spiders are monstrously large with black chitin and red markings.*

Arcana DC 21: The Lolth's Reaver is the most favored spider in the Demonweb.

Arcana DC 29: Reavers are specially weaned on the blood of elves, eladrin, angels, and demons. They are vicious hunters that leap out and entangle their enemies, then tear them apart with their mandibles.

Arcana DC 38: These reavers leap and rage amongst their enemies when injured.

Xunarra, Drider Totemist: *A female drider wearing an obsidian vest with night blue trim and wielding a staff covered in eldritch runes.*

Arcana DC 21: The drider is a spider totemist, with command over all kinds of spiders.

Arcana DC 29: She can summon spiders to aid her, surrounding herself in a swarm of spiders, and hurl venomous rays.

Arcana DC 38: The drider can use her command of spiders to attack the minds of non-spiders, confusing them. Her vest is a magical item that makes it safe for her to use area or ranged powers in melee. Her staff is a rare type of *staff of power*, aiding her defense and allowing her to lash out with force when someone attacks her.

Cave Spider: *Small spiders skitter around the room, hurling strands of sticky webbing as they move.*

Nature DC 20: The cave spider is a trivial threat common in the Underdark.

Nature DC 27: The spiders immobilize their prey with tethering webs, then charge them.

Nature DC 37: They can be tremendously dangerous to a webbed prey.

ENCOUNTER 9: HALL OF THE GREAT WEB

Yochlol Tempter: *A drow woman in elegant robes. (drow form)*

A twisted bilious mass of slimy tentacles covered in eyes. (demon form)

Arcana / Religion DC 20: The attractive drow carries an implement for poison magic and is strangely alluring.

Arcana / Religion DC 27: The drow is actually a yochlol tempter, a creature able to shift between the form of a drow seductress and a horrible tentacle demon. In its drow form, it can bewilder and seduce targets while using magical poison.

Arcana / Religion DC 37: The yochlol is most dangerous in its demon form where it can fling maddening webs and tear flesh and minds apart with its tentacles. It is resistant to poison.

ENCOUNTER 10: BLACK GATE

Eclavdra: *Eclavdra is a ravishing drow woman carrying a rod topped with three writhing tentacles.*

History / Religion DC 21: Eclavdra is one of Lolth's exarchs, known as her most powerful servant.

History / Religion DC 29: Eclavdra is famed for her use of guile and charm, commanding her enemies around in combat, and seducing or dominating opponents out of combat. In melee, she wields her wicked tentacle rod to drain the strength from her enemies.

Religion DC 38: Eclavdra appears protected by tendrils of the Black Gate. They look capable of parrying and striking at those who attack her, as well as granting her a degree of divine protection against conditions. The Black Gate protects her more than the demon.

Malothezon: *A huge demon with massive claws and eyes burning with fiery hatred.*

Arcane DC 20: The kastighur demon lashes about with its claws, threatening all within its reach.

Arcane DC 27: This is Malothezon, known for clawing its enemies while overwhelming them with psychic pain. Those who seek to escape its claws are often pulled back to it.

Arcane DC 37: The Black Gate armors and protects the demon in some way, most likely making it harder to kill and difficult to keep persistent harmful effects on. It is resistant to psychic damage.

Drow: *The drow archers in the towers wield repeating crossbows, while the many other drow wield rapiers and hand crossbows.*

Arcane DC 20: The drow all wear uniforms of Lolth's armies and cities. Most look frightened, but the archers wield magical ammunition, so they must be elite snipers.

Arcane DC 27: The drow archers can create clouds of darkness, and all of the drow use poison on their crossbow bolts.

Arcane DC 37: The elite drow use a poison that prevents healing.

ENCOUNTER 12: TEMPLE OF DARK CONSUMPTION

Priest of the Vengeful Banshee: *A cadaverous drow in black robes covered in indecipherable symbols. A spiked metal sphere hovers above its brow.*

Religion DC 21: The undead priest chants out prayers that cannot be heard clearly, but still hurt any living creature nearby.

Religion DC 28: The priest is a ranged combatant that can trap its enemies in a necrotic web or drain healing surges with rays.

Religion DC 37: Anyone who attacks the priest in melee will take necrotic damage. It is immune to disease and poison and resistant to necrotic energy. The temple seems to protect the priest in some strange way.

Revenancer Death Knight: *A drow in burnt and blackened full plate, with a blue-flamed sword.*

Religion DC 21: The death knight slashes with unholy flames, challenging enemies to fight only it.

Religion DC 28: The knight commands other undead to focus on its chosen target, empowering them.

Religion DC 37: The temple has granted the knights the power to summon new minions to replace those that die nearby. They are immune to disease, fear, and poison, and resistant to necrotic and fire.

Vengeful Banshee Disciple: *A pale and shredded spirit of a recently deceased drow.*

Religion DC 20: The banshee is a pale spirit, easily dispersed.

Religion DC 27: When the banshee dies, it curses its killer to make it easier for its allies to avenge it.

Religion DC 27: The banshee can steal memories and prevent healing.

Dread Zombie Slayer: *A drow zombie whose muscles are veined in necrotic energy.*

Religion DC 20: The zombie is likely more of an annoyance than a true threat.

Religion DC 27: The zombie rends enemies it can reach, slamming them into the ground.

Religion DC 37: The dread zombie slayer is not easily slain, and will likely rise again. It is immune to poison and disease.

ENCOUNTER 13: INEVITABLE BETRAYAL

Abyssal Shard: *A glowing shard of pure evil pulses with energy in the center of a powerful circle of magic.*

Arcana DC 20: The shard, like most other known abyssal shards, has the power to corrupt and dominate other creatures. This one has an extra-dimensional mindscape located within it.

Arcana DC 27: It is impossible to harm the shard without first disabling the wards around it, but its created servants can be destroyed. Once the wards are down, it will be simple to stop the ritual by breaking or removing the shard from the circle.

Arcana DC 37: The shard can draw creatures into itself and more quickly corrupt them there. Once it corrupts a creature, it can trap the creature's mind within itself while possessing the creature's body. It can rapidly create, heal, or move its servants. .

Hammer of the Abyss: *A large golden crystal golem with massive bludgeoning fists.*

Arcana DC 21: The brute's fists are shaped like hammers and it is clearly dangerous in melee.

Arcana DC 28: It can smash its enemies aside and into other objects for tremendous damage.

Arcana DC 37: If forced to make ranged attacks, it can attempt to crush an enemy's mind. It is resistant to psychic.

Blade of the Abyss: *A jagged crystalline creature with many shards and edges that pulses with a red light and cacophonous psychic screaming.*

Arcana DC 21: This abyssal servant screams into the minds of its enemies to cause them pain.

Arcana DC 28: The blade of the abyss can slice away enemy's defenses. It assists its allies to attack more often and to use more powerful attacks.

Arcana DC 37: Shifting near a blade is not safe, as it can slide its enemies in retaliation. It is resistant to psychic.

APPENDIX 4: THANKS, PLAYTESTERS!

Epic adventures are particularly difficult to playtest due to the sheer range of possible powers and interactions. Several tables of play-testers fearlessly waded through from the earliest stages when the adventure was barely legible to fine-tuning minor gameplay changes later on to optimize challenge and fun. They uncovered all manner of problem, showcased many ways to break encounters, and the adventure is much stronger for their assistance.

Thanks.

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PLAYER HANDOUT 1: THE STORY SO FAR...

THE GLORIOUS HUNT

During the Dawn War, the gods and primordials created abominations, horrific living weapons that fought on both sides. At the conclusion of the war, the remaining abominations were confined to the prison plane of Carceri; those that escaped Carceri were routed to Arvador, astral dominion of Corellon and the Seldarine, where they were kept in check by the Glorious Hunt.

In *EPIC3-1 The Glorious Hunt*, groups of adventurers traveled to Arvador and joined the Hunt. The flow of abominations had increased dramatically, and they were tainted with a virulent poison capable of corrupting mortals and immortals alike. Arvador had become so overwhelmed by these incursions that many of the abominations spread beyond Arvador into Faerûn itself.

Fearing that these incursions were too much for his *ruesti*, the exalted of Arvador, to handle, Corellon sent for aid from the fey kingdoms of Faerûn. Through their heroics, the adventurers cleansed Corellon and his *ruesti* of the poison that threatened their very existence.

After their victory, Corellon asked the adventurers to travel into Carceri, to discover the source of the poisonous abominations, and to put a stop to it.

CRACKS IN THE CRIMSON CAGE

In *EPIC3-2 Cracks in the Crimson Cage*, Corellon sent the adventurers to Carceri, asking them to reach the isle of Agathys, the spawning place of abominations, weapons crafted by the gods and primordials during the Dawn War.

On Agathys, Lolth had used a powerful ritual to take control over the metaphysical funnel that linked the isle to Arvador. Understanding that a direct assault upon Arvador would prove to be fruitless, Lolth employed Sinmaker, an enigmatic apothecary detained in Carceri, to craft a poison powerful enough to bring certain death to Corellon, offering Sinmaker his freedom in return. The plan to increase the flow of abominations into Arvador and infuse them with Sinmaker's virulent poison was working perfectly until the PCs interceded. Her plan foiled, Lolth retreated back to the Demonweb, leaving a number of powerful servants stationed within Agathys to maintain control over the metaphysical funnel. Typical of her nature, she did not hold up her end of the bargain with Sinmaker before taking her leave.

The adventurers journeyed through Carceri and, with Sinmaker's aid, defeated the forces that maintained Lolth's hold over the funnel. With the denizens of Carceri bearing down on them, the adventurers escaped the prison plane through a portal to the Demonweb.

Corellon then requested that the PCs assist him once more by seeking out Lolth and obtaining knowledge and peace as his emissaries.

PLAYER HANDOUT 2: DEMONWEB FEATURES

The following are general features throughout the Demonweb:

Saving Throws: Lolth favors insidious poisons, traps, and webs. All creatures in the Demonweb Pits other than Lolth take a -2 penalty to saves against poison, slowed, immobilized, and restrained effects.

Clouds: The Demonweb is dimly lit by a diffuse blue glow from the billowing clouds that surround all web pathways. These clouds are heavy obscurement and block line of sight more than 10 feet (2 squares) outside of all rooms and corridors. Creatures that venture too far into the clouds are torn apart or shunted to other planes. If a creature ends its turn in the clouds (such as by attempting to use flight to explore and travel around the Demonweb), it must make a DC 37 Endurance check or take half its bloodied value in damage.

Lighting: Unless otherwise specified, all areas are dimly lit.

Teleportation: Beneficial teleportation and other forms of similar planar travel is limited in the Demonweb for any creatures who do not serve Lolth. Any creature that attempts to teleport more than 4 squares at once might teleport randomly. The creature must roll 1d20. If they roll equal to or higher than the number of squares they attempted to teleport, they arrive safely. Otherwise, they instead teleport the same distance in a random direction. If that is not a legal square, the teleport fails. A power that grants multiple separate teleports may safely exceed this limit, so long as each teleport is no more than 4 squares. A creature may make a DC 37 Arcana or Religion check as a minor action to allow itself to avoid this chaotic effect on teleportation until the end of its next turn. Each creature is considered individually, so a group teleportation power such as *astral step* might prove extremely chaotic or ineffective. Offensive use of teleportation, such as an *egis of ensnarement*, is unaffected.

Webbing: All of the corridors and many of the walls of the demonweb are made of thick magical webbing that is stronger than steel. This webbing is extremely easy to climb, requiring only a DC 20 Athletics and no hands necessary to move at half speed, or DC 37 to move at full speed and be treated as if you possessed a spider climb speed on the webs until the start of your next turn. Examination of the webbing reveals subtle movement in the apparently natural patterns which constantly shift to form the twisted bodies and faces of condemned and tormented souls.

PLAYER HANDOUT 3: PRISONERS' GRATITUDE

Any PCs who completed *EPIC3-2 Cracks in the Crimson Cage* might have **EPIC05 Rescued Prisoners of Carceri**. Each PC with that story award should refer to the following and choose one (and only one) benefit granted by a prisoner that they saved.

These bonuses apply until the end of the adventure.

Artham, Mask of Cyric

"Thank you again for my freedom. Dark times can make strange bedfellows, but also create the best opportunities for gain."

Benefit: You gain combat advantage against all enemies during the first round of an encounter.

Brugor, Hammer of Moradin

"I did not think I would ever see out of the Crimson Cage again, but apparently not even adamantite is strong enough to keep you down."

Benefit: You gain a +3 bonus to your healing surge value.

Clovar, Coinspinner of Tymora

"I'm not sure I'd call the Demonweb a lucky place to be, but still - better than Carceri, right? Course I don't have to stay here. Not so lucky to be you?"

Benefit: You gain a +1 bonus to saving throws.

Karas, Mistress of Pain, Chosen of Loviatar

"Loviatar bless and keep you, for your service. I have no doubt I could have withstood as much torture as the devils threw at me, but it would have been an utter waste of my potential."

Benefit: You may make saving throws against ongoing damage at the start and end of your turn.

Razorfang, the Claw of Yeenoghu

"Once good hunting here, though... it is wrong, not truly Abyss anymore. Bah. It is good to be free again. Free to rend and rip my enemies, and devour their entrails. You must join me in the hunt sometime soon!"

Benefit: You can score a critical hit on a natural 19 or 20 against bloodied enemies.

Therus, Patriarch of Oghma

"There is one upside to imprisonment - just think of all of the knowledge that has been obtained while I was away! The coming weeks should prove delightful."

Benefit: You gain a +2 bonus to all skill rolls.

PLAYER HANDOUT 4: SURFING POISON RAPIDS

BOATS

Moving: A creature may attempt to move their craft with paddling, poling, and pushing off against walls as a move action with a DC 10 Athletics check. Success results in the boat moving 1 square, plus 1 additional square for every 10 points by which the check result exceeds the base DC 10 (20-29 = 2 squares, 30-39 = 3 squares, etc). Multiple checks for the same boat are not cumulative for the round.

Hanging On: If the boat hits an obstacle, a DC 27 Acrobatics or Athletics check allows a creature to stay on the boat.

Forced Movement: Boats are not responsive to forced movement, unless the power would normally affect a vehicle. Creatures may be forced off of boats, though they may make a saving throw as usual to avoid entering the river.

Boarding: A creature can board a boat from the river by expending one square of movement.

SWIMMING

DC 20 Athletics to swim in the poison river at half speed.

CLIMBING

Creatures can climb along the web walls of the corridor, though the walls are more slippery due to the splashing poison. To cling to the side of the wall or to move at half speed is Athletics DC 20, and to move at full speed is Athletics DC 37. If a creature is subject to forced movement or fails to make a DC 20 Athletics to cling to the wall, it falls prone into the river.

A teleporter or flyer stopping or landing on the wall must make the same DC 20 Athletics check to land very briefly or it ends its turn on the wall or stalagmite.

RIVER CURRENT

Controlling a boat: At the end of each round, determine whether each boat is under control.

- If one or two creatures are in a boat, they may make an Acrobatics check as a free action. If any succeed at DC 27 or two succeed at DC 20, the boat is in control.
- If more than two creatures are in a boat, or no Acrobatics successes are achieved, the boat is out of control.

Controlled swimming: At the end of each round, determine whether each creature in the river is in control.

- If a creature has a swim speed or used Athletics to swim as a move action, it is in control.
- Otherwise, at the end of the round, a creature must make a DC 27 Athletics or Endurance check as a free action to stay in control.

At the end of each round, all boats and swimming creatures slide 5 squares downriver.

If a creature or boat is controlled, then it slides in a favorable manner, avoiding obstacles such as other boats and stalagmites. Uncontrolled creatures or boats slide into obstacles and are hindered by other creatures or boats.

PLAYER HANDOUT 5: BARGAIN WITH LOLTH

Lolth is willing to grant the group four benefits in total. All of these benefits except for “Restoration of Power” will only be received once the Demonweb has been saved.

In order to take any of the first three options, the entire group must agree. You may unanimously negotiate to obtain any or all of the following for the good of all Faerûn, at the price of your access to individual benefits:

☐ A cessation of hostilities between Lolth’s forces and those of Arvandor for no less than one century;

☐ Assistance from Lolth’s servants and allies in hunting down and reclaiming demons and other creatures that were turned loose upon Faerûn by the dissolving Demonweb;

☐ Agreement to enact a ritual that will erase the knowledge of how to manipulate Corellon’s work on Carceri from Lolth and her servitors.

☐ ☐ ☐ ☐ Personal benefit - Each time this is chosen, each PC in the party may choose to receive Lolth’s blessing of power, a powerful magic item, or restoration of power. PCs may choose different personal benefits.

Each PC must choose their personal benefits now. Restoration of Power occurs immediately and stacks with any other restorations of power earned during the bargain.

.....

PC 1: _____

☐ ☐ A blessing from Lolth that will empower the character for all time and/or a powerful magic item from Lolth’s hoard (may be taken up to 2 times)

☐ ☐ ☐ ☐ Restoration of power: 2 healing surges and 1 daily utility or attack power restored (may be taken up to 4 times)

PC 2: _____

☐ ☐ A blessing from Lolth that will empower the character for all time and/or a powerful magic item from Lolth’s hoard (may be taken up to 2 times)

☐ ☐ ☐ ☐ Restoration of power: 2 healing surges and 1 daily utility or attack power restored (may be taken up to 4 times)

PC 3: _____

☐ ☐ A blessing from Lolth that will empower the character for all time and/or a powerful magic item from Lolth’s hoard (may be taken up to 2 times)

☐ ☐ ☐ ☐ Restoration of power: 2 healing surges and 1 daily utility or attack power restored (may be taken up to 4 times)

PC 4: _____

☐ ☐ A blessing from Lolth that will empower the character for all time and/or a powerful magic item from Lolth’s hoard (may be taken up to 2 times)

☐ ☐ ☐ ☐ Restoration of power: 2 healing surges and 1 daily utility or attack power restored (may be taken up to 4 times)

PC 5: _____

☐ ☐ A blessing from Lolth that will empower the character for all time and/or a powerful magic item from Lolth’s hoard (may be taken up to 2 times)

☐ ☐ ☐ ☐ Restoration of power: 2 healing surges and 1 daily utility or attack power restored (may be taken up to 4 times)

PC 6: _____

☐ ☐ A blessing from Lolth that will empower the character for all time and/or a powerful magic item from Lolth’s hoard (may be taken up to 2 times)

☐ ☐ ☐ ☐ Restoration of power: 2 healing surges and 1 daily utility or attack power restored (may be taken up to 4 times)

PLAYER HANDOUT 6: STARING INTO THE ABYSS

RULES OF THE MINDSCAPE

No line of effect exists between the mindscape and the physical world. A creature is treated as being removed from play in the physical world, then placed in the mindscape where it can act normally. PCs are mentally aware of events in both locations, so they can communicate after a fashion.

- Example 1: A healer in the mindscape cannot heal someone who is not also in the mindscape.
- Example 2: A burst attack in the physical world does not affect any creature in the mindscape.

SKILL CHALLENGE

In order to overcome the abyssal shard of pure evil, you must complete all of the following:

- In the physical world, obtain a number of successes equal to the number of PCs in the party.
- In the mindscape, obtain a number of successes equal to the number of PCs in the party.
- Destroy a number of shard servants of any type equal to the number of PCs in the party.

PHYSICAL WORLD

Arcana / Athletics / Nature / Religion / Thievery DC 27 (Move) or DC 37 (Minor)

Checks must be made adjacent to the circle in the center of the room. A successful check also allows one PC in the mindscape (who has more current hit points than corruption) to escape, or one PC in the physical world adjacent to the circle to enter the mindscape. Each PC is limited to a maximum of one success per round.

MINDSCAPE

Bluff / Diplomacy / Endurance / Insight / Intimidate DC 27 (Move) or DC 37 (Minor)

Checks may be made from anywhere in the mindscape, targeting either a mindscape crystal or the circle. A successful check against a mindscape crystal will deactivate it for the remainder of the encounter. A successful check against the circle will also remove 25 corruption from one creature in the mindscape. Each PC is limited to a maximum of one success per round.

If your corruption value is less than or equal to your hit points, you can escape the mindscape with a move action (DC 27) or minor action (DC 37) using **Bluff, Diplomacy, Endurance, Insight, or Intimidate**. Success places you in any legal space adjacent to the magic circle in the physical world. Doing so does not contribute to the skill challenge.

CORRUPTION

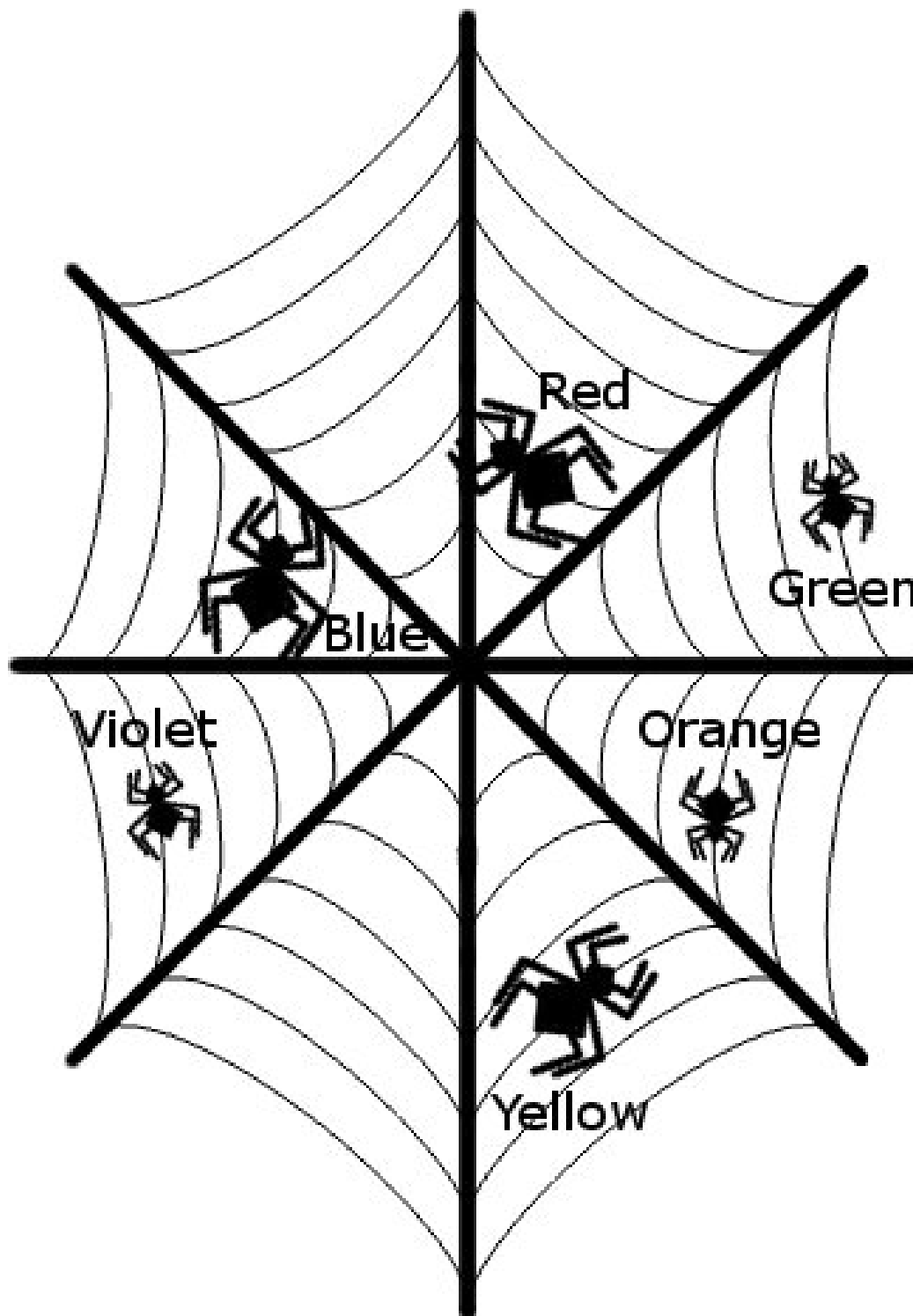
You may not leave the mindscape so long as your corruption is greater than your current hit points.

If your corruption value is greater than your current hit points and you are in the mindscape, you are corrupted. Inform the DM of this condition. When your turn starts, if you are still corrupted, you must notify the DM.

If you have any corruption at the end of your turn, you may make an **Insight** or **Intimidate** check as a free action. Remove corruption equal to your check result.

PLAYER HANDOUT 7: WEB WARDS

The web is built around an eight-pointed star - a holy symbol representing Lolth as the center.
There are six jeweled spiders - three large, and three small, each a different color.



DUNGEONS & DRAGONS

LIVING FORGOTTEN REALMS

(character name)

STRUCK A BARGAIN WITH THE QUEEN OF SPIDERS DURING:

EPIC3~3 THE TANGLED SKEIN OF DESTINY

EPIC10 Bargain with the Queen of Spiders

You confronted Lolth in the center of the Demonweb, an audacious act by any standards. In exchange for your service in saving her dominion, Lolth has agreed to the following conditions (check all that apply):

- ☐ A temporary truce between Arvandor and the Demonweb, to last for at least a century;
- ☐ Assistance from the drow in hunting down the demons and abominations unleashed on Faerûn;
- ☐ Lolth and her servants will forfeit their knowledge of and ability to manipulate Carceri.

Furthermore, Lolth offered personal benefits to you, in the form of her blessing, access to her most powerful magic items, and perhaps even a special request. Your DM will tell you how many individual benefit selections you are entitled to make. Write that number here: _____ and make that many choices from the following options.

☐ **Blessing of Lolth** (1 benefit). This Blessing does not follow the normal rules for divine boons in LFR. It does not count as one of your found items or Treasures, does not count against the limit of Uncommon or Rare items you are allowed to possess, and it is always active (it does not count as your one active divine boon). It lasts until you fulfill your Epic Destiny (by reaching the end of the Epic Campaign), unless it is revoked by a future Story Award.

Blessing of Lolth

You gain darkvision and a +5 bonus to Athletics checks to climb.

☐ **Greater Blessing of Lolth** (1 benefit; requires Blessing of Lolth to be gained first). The benefits of the Greater Blessing are cumulative with the Blessing of Lolth.

Greater Blessing of Lolth

You gain tremorsense 1 and a spider climb speed equal to half of your base land speed.

Access to Magic Items (costs 1 benefit per item, maximum of two benefits spent on items; each item gained also counts as one of your Treasure selections for this adventure, and requires you to spend a found-item slot).

- | | |
|---|--|
| <input type="checkbox"/> shadow band (level 27, AV) | <input type="checkbox"/> +6 spiderkissed weapon (level 27, Dragon 367) |
| <input type="checkbox"/> hands of Hadar (level 26, AV2) | <input type="checkbox"/> +6 envenomed ki focus (level 27, HoS) |
| <input type="checkbox"/> +6 spidersilk mantle (level 28, AV2) | <input type="checkbox"/> +6 cloak of arachnida (level 28, AV) |
| <input type="checkbox"/> +6 spider rod (level 28, AV2) | <input type="checkbox"/> +6 gossamer tome (level 28, AV2) |
| <input type="checkbox"/> +6 Fearcatcher (the requirement to worship Lolth is waived) (level 28, Dragon 390) | |

☐ A special request of your own devising (1 benefit). Briefly write the details below. This is intended primarily as a roleplaying tool. Depending on just how outlandish this request is, Lolth may or may not grant it in exactly the way you had in mind, or she may delay granting it until long after your adventuring career is over. Consider the source, and be careful what you wish for. Although this customized boon can potentially modify future encounters in the Epic Campaign (as always, at the DM's discretion), it cannot allow challenges to be bypassed entirely.

DUNGEONS & DRAGONS

LIVING FORGOTTEN REALMS

(character name)

HAS COMPLETED CHAPTER THREE OF THE LFR EPIC CAMPAIGN:

EPIC3~3 THE TANGLED SKEIN OF DESTINY

EPIC11 Gift for Treachery

You offered Lolth a gift she could not refuse: the traitor Zarylene Oussate. Lolth approves of your willingness to discard an ally who was no longer useful to you for additional gain. You have proven yourself an appropriately treacherous individual in the eyes of the Queen of Spiders.

EPIC12 Arvandor's Eternal Protection

For your tireless acts to save Arvandor, you are granted an eternal home in Corellon's astral dominion. As you have served to protect the home of the First of the Seldarine, so shall its divine power now serve to protect you.

If you are dead at the dawn of any day, you are granted a vision of Arvandor and then resurrected as if by the Raise Dead ritual. Any effect that would prevent Raise Dead from working on you also blocks this effect. You suffer the usual death penalty, but there is no component cost. This effect is primarily useful for being raised between adventures, unless the adventure allows time for an extended rest.

EPIC13 Sliver of Pure Evil

When faced with a sliver of the shard of pure evil that created the Abyss, you prevailed against its overwhelming corruption. The shard was disabled when your party ☐ Claimed it; or ☐ Attacked it

☐ Your character took the final action to claim or attack the shard (only one per table).

EPIC14 Eclavdra's Circlet of Control

After defeating the exarch Eclavdra, you claimed her circlet. *Eclavdra's circlet of control* counts against your limit of one Rare item per tier, as one of your found magic items, and as one of your Treasures for this adventure.

Eclavdra's Circlet of Control

Level 27 Rare

This circlet is made of black adamantine and decorated with a spider symbol.

Head Slot 1,625,000 gp

Property

Gain a +3 item bonus to Diplomacy and Intimidate.

Attack Power (Charm, Psychic) ♦ At-Will (Standard Action)

Attack: Ranged 10 (one creature); your level + 3 vs. Will

Hit: 2d6 + your level psychic damage, and you pull the target 5 squares.

Attack Power (Charm, Psychic) ♦ Encounter (Minor Action)

Attack: Close burst 5 (enemies in burst); your level +3 vs. Will

Hit: 1d6 + 6 psychic damage, and you pull the target 2 squares.

Attack Power (Charm, Psychic) ♦ Daily (Minor Action)

Attack: Ranged 10 (one creature); your level + 3 vs. Will

Hit: 1d10 + 6 psychic damage, and the target chooses either to take 30 additional psychic damage or to be dominated by you (save ends).

Reference: Custom item created for LFR, based on Eclavdra's abilities from her statistics block (see MM3).

EPIC15 Gearing Up for the Challenges Ahead

You gain the benefits of this Story Award after completing EPIC3-1, EPIC3-2, and EPIC3-3 (in any order) with the same character. Choose any one Common or Uncommon permanent magic item of level 25 or less from a player resource. You pay nothing for this item, it does not count as one of your Treasure selections, and it does not cost a found-item slot. You also gain one additional found-item slot, which you may use after completing EPIC4-1 or a subsequent Epic Campaign adventure, subject to the normal limit of Treasure selections for that adventure.

Event Name: _____ Event Code: _____
(This number was given to the organizer when the event was scheduled)

Adventure Title: _____ Session Number: _____
(For administrative use only)

Date of Play: / /
Month Day Year

Start Time: :
Hour Minute

Give hour in military time standard (p.m. hours = hour +12). Don't record the exact minute the adventure played. Instead list the closest 30-minute interval the game was scheduled to start at (30 or 00).

A legal table has no less than four players, and no more than six players.

Player Name	WIN/DCI Number
1	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>
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DUNGEONS & DRAGONS

SESSION TRACKING

DUNGEON MASTER

DM Name: _____

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DUNGEONS & DRAGONS

SESSION TRACKING

DUNGEON MASTER

DM Name: _____

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