

Death Undaunted

(unfinished manuscript)

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Based on an outline written
by Steve Miller and Cindi Rice

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www.fraternityOfShadows.com

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Introduction for the Dungeon Master

*Thus, thus alas! I have mispent my time,
My youth, my best, my strength, my bud, and prime,
Remembring not the dreadful day of Doom,
Nor yet the heavy reckoning for to come,
Though dangers do attend me every hour
And ghastly death oft threatens me with her power . . .*
— Anne Bradstreet, “The Four Ages of Man” (1650)

What Has Gone Before

This is the adventure background. Here are the final two sections, which lead directly into the adventure. (*Interestingly, the section below also represents how Death Undaunted brought Lord of the Necropolis back into canon.*)

Return of the Lost King

Death’s presence created half of the “Shroud,” but the suffocating dreams came from Azalin himself. Azalin was helpless after the Requiem, unable to distinguish his own thoughts and memories from those of his subjects. Ironically, it was the Falkovnian invasion that woke Azalin from his fugue. As the people of Nartok reacted to Drakov’s troops with shock and fear, Azalin too found himself able to focus on the threat, closing the borders to defeat the invaders. His moment of coherence was both fleeting and exhausting, but it was enough. Necropolitans took the rising of the dead as a sign that their king was not truly gone, even as Azalin slipped back into his distorted nightmares.

But now Azalin saw a path to salvation: Whatever occupied the minds of Necropolitans filled the thoughts of Azalin as well. The legend of the Lost King spread across the domain, subtly prodded by the lich himself. Each new mind that prayed for Azalin’s return made it easier for Azalin to contemplate that goal.

However, even with the thoughts of more and more of his subjects supporting him, concentration was still taxing; Azalin’s thoughts continually bled into the dreams of the Necropolitans, and vice versa. It took Azalin three years to conceive of a plan to restore himself, only to realize that, once again, he would never be able to complete the task alone. He would need assistants who could act as his hands, and who could be counted on to reliably remember

their plan from one moment to the next, a task still beyond Azalin himself.

To this end Azalin turned to the only two people in Necropolis he felt he could trust: Balitor, a former baron of Il Aluk, and Oldar Wahldrun, a peasant whose namesake ancestor had earned Azalin’s oath of protection. Azalin started sending visions to the pair, detailing the creation of a *soul focus*. Based on the magical principles of his own phylactery, the completed talisman would have the ability to reconsolidate Azalin’s dispersed essence, restoring him to his former power.

Oldar proved particularly receptive to Azalin’s visions, but the process remained torturously slow. Not only was it still difficult for Azalin to concentrate for more than a few moments at a time, his memories remained distorted. At different times, Azalin might believe that Balitor had entered the infernal machine to become Death, or that Oldar had served Azalin alongside the Kargat, or even that Azalin had now joined the ranks of his own so-called “tormentors.” Azalin’s lack of focus also meant that whenever he communicated with Oldar or Balitor, many others would receive the visions as well — sometimes even Death itself.

Azalin spent a year trying to teach Balitor and Oldar how to construct the *soul focus*, but to no avail. It was Balitor who first realized the futility of their task. Not only were the needed spells incredibly complex and their instructor hopelessly incoherent, neither Balitor nor Oldar had the slightest aptitude for magic.

Equally frustrated and desperate, Balitor eventually resolved to call upon more skilled help. He and Oldar collected the notes they had transcribed from Azalin’s visions and took them to Tavelia, one of the most powerful remaining leaders of the Kargat. Balitor had met Tavelia on a handful of occasions through Azalin’s court, and knew that she

possessed the magical resources they so desperately needed. However, if all the years spent under Azalin's wing had taught Balitor anything, it was that only a fool would place his trust in a woman who was secret police and a vampire besides. Thus, although Balitor gave Tavelia all the notes she would need to construct the talisman, he feigned ignorance as to their true origins or purpose.

Balitor's mistrust of Tavelia was a mutual affair. After all, Balitor was a living human who, thanks to Azalin's gifts, had seen more years than even the vampiric Tavelia herself. Wary of what other magical gifts Balitor might be able to call upon, she agreed to create the talisman, hoping to quickly appease Balitor and send him on his way.

While Tavelia oversaw construction of the *soul focus*, Balitor and Oldar turned their attention to the rest of their plan. For the *soul focus* to function, they would also need to obtain Azalin's phylactery, in theory still somewhere within Azalin's keep, Avernus. Balitor again called upon his contacts, recruiting the bandit leader Galf Kloggin to obtain the phylactery and guard over Avernus until the talisman was complete. As he had done with Tavelia, Balitor told Kloggin nothing of his true plans, merely enticing the greedy halfling with promises of vast future wealth.

Death was not idle during these events. Death and its minions had received many of Azalin's visions, and Death's expertise in magic allowed it to fully grasp Azalin's plan. Death knew that the *soul focus* was being constructed somewhere, even if its minions had been unable to discover its location. Growing impatient with the Unholy Order of the Grave, Death created new, more powerful servants: the Horsemen. Legendary heralds of the Ascension made real through Death's awful power, Death's three "knights" now rode across Necropolis in search of the *soul focus*, spreading hunger, plague, and savagery in their wake.

Recent Events

Several weeks ago, just as fearful tales of the Horsemen were starting to spread across the domain, Tavelia and her assistants in Martira Bay completed the *soul focus*. Tavelia first guessed the talisman to be some kind of life-draining weapon, useless against her soulless kind, but as she continued the experiments, she gradually grasped the talisman's true purpose. To her lasting

frustration, full realization came only after she had delivered the talisman to Balitor and Oldar.

Now well versed in the workings of the *soul focus*, Tavelia seized upon an immense opportunity. By creating a weaker replica of the talisman, Tavelia could trap half of Azalin's essence, simultaneously restoring and enslaving him. Tavelia immediately started work on the false focus and unleashed her own servants — the Kargatane — to recover the true *soul focus* before Balitor and Oldar could restore Azalin.

As the PCs begin the adventure, Tavelia's servants have just stolen the *soul focus* from Balitor and Oldar. As the Kargatane rush their prize back to Martira Bay, Balitor and Oldar find themselves in a desperate chase — and facing desperate odds — to recover the talisman in time. And as others vie for control of Azalin's future, Death's Horsemen are closing in for the kill.

Adventure Synopsis

This adventure takes place in western Darkon, late in the summer of the year 755 on the Ravenloft timeline, soon before the depiction of the setting given in the Ravenloft setting book. Close to five years have passed since the doom of Il Aluk and the apparent destruction of Azalin in the Requiem. At the time of the adventure, the domain of Darkon is still commonly known as Necropolis and Il Aluk has not yet become a domain.

In the Prologue, the Dungeon Master is presented with numerous hooks to draw the heroes into the adventure to follow. The heroes head for Necropolis, but face minor obstacles and ill omens, including an errant tarokka card and a mysterious assailant who believes the heroes will usher in a dire prophecy.

The heroes enter Necropolis in Act One and quickly find themselves embroiled in the struggle for Azalin's fate. The heroes discover the menace of Death's dire influence over the domain as they first feel the effects of the Shroud, then have the misfortune to encounter one of Death's knights: the Horseman Famine. Making matters worse, the heroes' mysterious assailant continues her attempts to stop the PCs by any means possible. Fortunately, the heroes also encounter allies, Oldar and Balitor, who need help to recover the *soul focus*. If the heroes volunteer their aid, they and their new friends are off to Martira Bay.

In Act Two, the heroes must recover the *soul focus* from the clutches of the Kargat. Their investigation begins with Tavelia's false religion — the Faith of the Overseer — and winds its way through threads of conspiracy to the Cosmopolis Club, secret headquarters of the Martira Bay Kargat. If the heroes infiltrate this house of secrets, they can obtain the *soul focus* and learn of Tavelia's plot to usurp the throne. If luck is with the PCs, they may even recruit an unlikely ally: Lady Kazandra, a Kargat vampire still loyal to her king. If the heroes take too long investigating or fumble their attempts to regain the talisman, however, they may feel the noose tighten around their necks as another Horseman, War, appears on the scene and the Kargat mount a defense.

As soon as the heroes recover the *soul focus*, it's on to Act Three. To restore Azalin, the heroes must combine the talisman with Azalin's phylactery, still within Castle Avernus. With the Horsemen closing in, the heroes race to Avernus, only to discover that Galf Kloggin has betrayed them to Tavelia. The heroes must overcome both Kloggin's werebeasts and the Horsemen to reach the phylactery, restore Azalin, and receive their just reward.

Finally, the Epilogue presents three possible outcomes to these events. The heroes themselves determine whether Death devours the domain, Tavelia rules as the queen of a puppet king, or Azalin Rex is restored to set his kingdom to rights.

Dramatis Personae

Dramatis Personae detailed the following major NPCs: Oldar Wahldrun & Balitor, Tavelia of the Kargat, the Horsemen, Valana, Lady Kazandra, and Galf Kloggin.

Tavelia of the Kargat

Tavelia possesses the fragile, flawless, and ageless beauty of a porcelain doll. Her long raven hair flows smoothly down her back, and her stunning violet eyes are the talk of Martira Bay. Even more folk are impressed by her charitable nature and insight into the teachings of the Overseer.

Tavelia has spent years creating an immaculate public image. Rarely seen out of the blue and silver robes of the Overseer's priesthood, she presents a demure façade of innocence and intelligence to the people of Martira Bay, who know her as the likely successor to High Cleric Derakoth.

In her role as the leader of the Martira Bay Kargat, Tavelia is a master manipulator cast from Azalin's mold. No detail escapes her notice, and she is painstakingly methodical in the misdirection of her foes. Tavelia's duality is her one true weakness: having toiled so long to create her pristine persona, she will lunge to destroy anyone or anything that threatens to unravel her web of lies. If her perceived foes survive her violent overreaction, they may be able to take advantage of it.

Background

The mortal woman Tavelia entered undeath more than 160 years ago in the grip of the Kargat vampire Malamare (MAL-ah-MAR-ay). Enslaved by her creator, Tavelia joined the ranks of the Kargat and quickly demonstrated a natural gift for subterfuge, taking her cues from the methods of Azalin Rex himself. Eventually the darklord took note of his talented protégé. To reward Tavelia for her successes and loyalty, Azalin destroyed Tavelia's less impressive master, freeing her from his control.

Tavelia quickly rose through the ranks, and in 640 Azalin appointed her the leader of all the Kargat in Martira Bay. With her new resources, Tavelia started developing her "great flytrap," inventing the Faith of the Overseer from whole cloth. Outwardly the beneficent religion of a good and lawful god, the faith was actually a hollow shell designed to entice and identify insurgents and would-be "heroes" for subsequent elimination. Meticulous as always, Tavelia took several years to craft the tenets of her false religion, writing its holy scripture herself and gaining insight into many mystical topics as she did so. By 650 the Temple of the Overseer had been built and was drawing in the "flies." Tavelia has maintained the Overseer's benevolent façade so skilfully that in more than a century not one self-styled "champion of good" has discovered the faith's hollow core and lived to spread the tale. This success carried Tavelia's Kargat through the Requiem as well. While other cells run for cover, the Martira Bay Kargat agents remain not only powerful but also above suspicion.

Tavelia's insight into Azalin's procedures was also invaluable to her success. In the years of the Grim Harvest, Tavelia analyzed Azalin's increasing preoccupation with his secret experiments. Deducing Azalin's true plans, Tavelia had time to prepare for the coming collapse. In the shadow of Azalin's neglect, Tavelia recruited new agents

loyal only to her, and pruned away anyone who might contest her power.

Over the past century, Tavelia has become something of a victim of her own success. Her creation has attracted a large following in Martira Bay, and with the collapse of the Eternal Order the religion has started to spread to neighbouring cities. In fact, the Overseer is threatening to grow beyond Tavelia's direct control. Tavelia is also chafing at her Pollyanna public image. When Balitor approached her with sketchy plans for the *soul focus*, Tavelia had been trying to soothe her ennui by grooming her public persona to take over as High Cleric. When she discovered the talisman's true purpose, Tavelia knew her time had come.

Goals

In recent days Tavelia has secretly created a false *soul focus*. This duplicate can restore Azalin like the true talisman, but will trap half of his essence, weakening Azalin and shackling him to Tavelia's will. To obtain her goal, Tavelia needs to keep the real *soul focus* out of Balitor and Oldar's hands long enough to acquire Azalin's phylactery and perform the necessary rite. If Tavelia succeeds, she intends to abandon her innocent guise in style. In a bloody public ceremony, she will restore Azalin Rex and marry him to rule as the queen of an enslaved king. Tavelia craves the day she is safely upon the throne, so she can finally unleash a century of suppressed spite for the "mewling peasants" of Necropolis.

Valana

Here's Valana, as she was meant to appear before she was co-opted by Champions of Darkness. Trivia: This would not have been her first appearance in the pages of Ravenloft (NotWD)

Valana was glorious, in her day. Her dark tresses and deep black eyes once bewitched every man who crossed her path, but Valana lost her beauty when she was exiled by her people, the Vistani. Although Valana is barely older than Oldar Wahldrun [he's 34], the years have cruelly ravaged her beauty. Once voluptuous, her figure is now gaunt and angular. Her features are sunken and her skin is leathery. Only Valana's ebon hair and eyes retain their glamour, but even her black eyes betray the festering anger and madness seething behind them. The palm of Valana's left hand bears the mark of her ritual exile: six angry scars, radiating outward like a sunburst.

Valana still wears the exotic fashions of the Vistani, complementing them with a riding skirt, but she eschews flamboyant hues for the colors of charcoal and dried blood. Valana also carries several changes of clothing to aid her guerrilla tactics, including simple dresses and cloaks to blend into giorgio crowds.

Although still an intelligent tactician, Valana teeters on the brink of madness, relentlessly driven by obsession — a fact immediately apparent to anyone who speaks with her. She is prone to spouting her deranged prophecies of doom to anyone who will listen.

Background

Valana was born a Vistana, a child of the tribe of Hyskosa. She had barely come of age when the Vistani identified her kinsman as an emerging Dukkar: a legendary foe of the Vistani fated to bring doom to his people. The Vistani entrusted Hyskosa's own tribe with the vital task of stopping their kinsman before his catastrophic prophecies could come to pass. Ultimately they failed, and in 740 Hyskosa's Six Signs culminated in the Grand Conjunction. The damnation of the entire Prime Material Plane was only narrowly averted.

Madame Eva summoned Hyskosa's tribesmen to the Vistani camp in Barovia to account for their failure. Valana and her kin claimed that Azalin Rex had captured Hyskosa and imprisoned him deep within the dungeons of Castle Avernus. They swore that Azalin had guided Hyskosa's Hexad to ensure its passing, while guarding his prized seer with spells so powerful that not even the Vistani could breach them.

Their pleas fell on deaf ears. Damning evidence proved that many in Hyskosa's tribe had actually helped carry out the Hexad by steering giorgios into fulfilling the prophecies. In one of the darkest hours of the Vistani's history, Madame Eva herself ritually exiled the entire tribe of Hyskosa — men, women and children. The women of the tribe retained their prophetic Sight, but were cursed to share Hyskosa's fate, driven mad by the futures they saw.

Their mystic connection to the Land of Mists forever severed, the tribe of Hyskosa focused on the one course left to them: vengeance. Desperate to find a scapegoat for their own treachery, Hyskosa's kin blamed the lord of Darkon. Though scattered to the winds, Hyskosa's kin have ever since been the avowed foes of Azalin. They sought

to ensure that Azalin shared in their suffering, and dedicated themselves to foiling all his best-laid plans, whatever they might have been, whatever the cost.

Despite their best efforts over the decade that followed, the scattered tribe of Hyskosa caused Azalin no more consternation than a swarm of gnats. Azalin merely brushed off the interference they threw in his path; he was simply too powerful to defeat. But now, with Azalin personally helpless and his remaining defenses crumbling, the kin of Hyskosa hope to see their nemesis destroyed forever. Enter Valana. Driven half-mad by her visions of the future, she has foreseen that the player characters will be instrumental in Azalin's return. This she will not allow.

Goals

Valana has foreseen the future that awaits the Demiplane of Dread should the heroes succeed in their quest to restore Azalin. Her goal is to stop the heroes at any cost. Aware that she is outnumbered, she first tries to merely scare the heroes off. As the adventure proceeds and the heroes demonstrate their persistence, Valana escalates to hit-and-run attacks, hoping to break the party's morale or weaken them in the face of more powerful foes. If Valana is still alive in Act Three, desperation will drive her into a direct assault.

Valana is fully aware of the tragic fate awaiting the domain if Azalin is destroyed. She simply does not care.

The Drowning Dreams

The heroes come under the effects of the Shroud in Act One, although they may not notice this right away. As mentioned in the adventure background, the Shroud manifests in two ways, each effect stemming from a separate source. One effect is caused by Death's ongoing efforts to drain the life energy out of the domain; this is detailed in Scene Four: The Shrouded Realm.

The Shroud also manifests in the form of jarring nightmares. Commonly known as the Drowning Dreams, they stem from Azalin's tortured spirit, which permeates the entire domain and all within it. As Azalin struggles to concentrate or lapses into memories of his past failures, his daydreams bleed into the thoughts of his people. The heroes also experience these visions throughout the adventure; since these visions slowly change from one act to

the next, they are all presented in this section for quick reference.

Eight dreams are offered below. The Dungeon Master should allocate one or two dreams to each player character (assuming a party of four heroes) before beginning play, but can split up the visions however she sees fit. In larger groups, the DM should make sure that each PC is assigned at least one dream. Alternatively, the DM can just roll 1d8 to randomly assign dreams. All dreams are marked by Azalin's chilling, necromantic aura.

Dreams I through III are symbolic interpretations of Azalin's dispersion. Dreams VI through VIII are Azalin's disjointed memories of the Grim Harvest and the Requiem, giving heroes insight into the person they are working to save. The DM should ensure that one PC receives Dream IV; this source of an ancient regret can enhance the drama of the final scene. If more dreams are needed for an extremely large party of heroes, the DM can create new symbolic dreams or cull more flashes of Azalin's history from his previous appearances in RAVENLOFT accessories.

All Drowning Dreams follow the same pattern. In Act One, the message of each dream is obscure at best, baffling at worst. Azalin is unfocused, and his visions are thoroughly mingled with the heroes' own memories. In Act Two, Azalin takes vague notice of the heroes, and his increased attention results in more distinct, detailed imagery. In Act Three, the heroes possess the *soul focus*, which by its mere presence enhances the darklord's ability to gather his thoughts. Thus, visions in Act Three are drawn nearly intact from Azalin's memories. As the thoughts and fears of Necropolis fall away, the message of each dream finally becomes clear.

Each hero should experience at least one dreaming episode per Act (or one for each dream, if two are assigned). If more than two opportunities for dreaming episodes arise, a dream can repeat itself, differing in a few details. The DM can insert a dream whenever there is a lull in the action, particularly in the following situations:

- * While a hero is resting quietly or asleep
- * Whenever a hero is engulfed in deep darkness
- * During any ritual connected to Azalin
- * Whenever the heroes discuss Azalin or Death
- * Anywhere else the DM sees an opportunity

At the appropriate times, the DM should briefly take each player aside and present the information below, adapting it to each character's history.

Dreams presented in italics can simply be read to the player; the DM should paraphrase other dreams, mixing it with moments taken from the hero's past. The DM should provide any additional details a player asks for, but heroes cannot affect the visions they witness, so it's best to keep the action moving.

Dream I

Act I wrote:

The dreamer recalls a familiar lake, pool, or other large, calm body of water. The scene suddenly grows dark and cold, as if clouds have obscured the sun. The dreamer then notices he or she is holding a jet-black stone in his or her hand, and flings it out into the water. As the stone breaks the surface with a splash, concentric ripples expand to the edges of the pool.

Act II wrote:

The scene repeats itself, but this time the dreamer discovers he or she is holding a small black skull that feels painfully cold to the touch. The dreamer flings the skull into the middle of the pool. The skull dissolves in the water, so the ripples carry the skull's ebon tint, staining the entire pool an inky black.

Act III wrote:

Again you stand at the lip of the deep pool. Darkness has already fallen, and the calm waters remain bottomless and black. You see the reflection of stars in the pool's mirrored surface and look up. A vast nocturnal landscape stretches before you, dotted by cottages and dusted with snow. You note the towers of a distant city mere moments before they are engulfed by a shockwave of utter darkness. The ebon wave expands in perfect silence and at a terrific speed. As you watch, helpless, it closes the miles in seconds, draining the heat from your body. Just as the darkness washes over you, you wake, still shivering from the utter chill.

Dream II

Act I wrote:

The dreamer flashes back to the last time she was scribing a spell, writing a letter, drawing a map, etc. As the dreamer dabs her quill into the inkwell, a chilling shadow falls across the scene. Undeterred, the dreamer continues writing, but the moment she puts pen to paper, the ink floods outward from the quill, ruining the page.

Act II wrote:

The events of the dream repeat themselves, but this time, when the ink floods, it does not merely blot out the page. Instead, it soaks into the parchment, staining the entire page yet leaving the writing legible. Strangely, just before the vision ends, the dreamer realizes that the ink seems to have subtly warped the words or designs on the page.

Act III wrote:

Again you find yourself with quill in hand, recording your notes. The room is cold and dim, but this does not distract you from your work. You dab your quill into the crystal inkwell, idly noting that it is now shaped like an hourglass. Turning back to the parchment, you discover your work has been replaced by a map of Darkon. You touch the tip of your quill to a city labelled 'Il Aluk.' The ink immediately washes over the page, soaking into the parchment and distorting the map's details. The ink flows with intelligence, blotting out Il Aluk and reshaping the letters of 'Darkon' to spell 'Necropolis.' With a start, you realize the smears of ink have formed the pattern of a malevolent skull! It hangs in your vision for a moment as you wake.

Dream III

Act I wrote:

The dreamer flashes back to the last time she used any divination magic or (as in the example below) visited a Vistani fortune teller. Cold darkness washes across the scene as the dreamer inquires about a character of personal importance; a close friend or loved one, perhaps. The seer directs the dreamer to gaze into a crystal ball, and the dreamer is suddenly able to hear the thoughts of the subject in question — in the form of a curdling scream of unbridled terror.

Act II wrote:

The dreamer is again scrying as the cold darkness descends. The dreamer's thoughts leap from one subject to another, and with each name that comes to mind, the dreamer can suddenly hear the horrified screams of that person as well. Unable to withdraw, the dreamer's mind is quickly filled by a chorus of horror, adding voices with each passing moment, building into a cacophony of anguish that drowns out the dreamer's own terror.

Act III wrote:

You are momentarily disoriented as you take in new surroundings. You seem to be within a crystalline compartment. Through the curved walls, you can see the distorted images of a larger, stone chamber beyond. Chanting figures and flickering candles surround you, but you only have a few seconds to take in these details before you are engulfed by a searing burst of light. As your vision fails, your consciousness explodes. In the space of seconds, you hear the shrieks of those in the chamber, then of the thousands in the city outside, then of the many thousands more throughout the lands beyond. Each mind adds its terror to the chorus, drowning your thoughts in their nightmares. The terror of countless thousands still rings in your ears as you wake.

Dream IV

Act I wrote:

The dreamer flashes back to a death she regrets. This could be a captive the dreamer failed to rescue, an unwilling foe the dreamer was forced to destroy, an innocent bystander the dreamer could not protect, etc. As the events of that death play themselves out again, the hapless victim suddenly turns to meet the dreamer's gaze, and a cold darkness sweeps over the scene. The victim speaks in a gentle yet discordant voice, saying, "I forgive you," just before death strikes.

Act II wrote:

You stand in a darkened city street. The stars shine coldly in the sky, and you can see the breath of the townspeople gathered around you. Somewhere in the distance, a clock tower tolls midnight, and everyone turns to stare into the distance. As the bells chime twelve, a tremendous explosion rocks the street. Everyone is frozen in terror as a wave of shimmering darkness sweeps across the city, instantly slaying all it touches. Oddly, one man turns to face you. "I forgive you," he whispers, in the instant before he is consumed. In the last moments before the wave overtakes you all, another townspeople faces you. "Nonetheless," she whispers, "I still forgive you." Then all goes black.

Act III wrote:

You stand on a platform in a castle courtyard, bathed in the early morning sunlight. You are dressed in a regal cape and crown, and you hold a heavy, bejewelled sword. Hundreds of peasants press in tightly around the platform, all eyes on you in silent, fearful anticipation. A row of headsman's blocks stretches down the length of the platform. All but one is accompanied by a headless corpse lying in a spreading pool of crimson. One last prisoner stands by the nearest block. He is tall and calm, with a youthful face. You know him as your son, Irik, and you gesture for him to kneel. Irik turns to face you. You find no malice in his face, no matter how desperately you search.

"I forgive you," he says, softly.

You hear yourself speak in a harsh voice. "But I cannot forgive what you did, the deceit you practiced, nor what you have become."

Irik bows his head. "Nonetheless," he says with regret, "I still forgive you."

As Irik kneels over the block, you raise the sword, addressing your words to the crowd. "Let all who witness my action today," you proclaim, "take forth the word that justice and the law apply equally to all!"

The blade drops. You wake, your hands trembling.

Dream V

Act I wrote:

The dreamer flashes back to the last time the party made a dramatic escape from the lair of a powerful foe. The events replay themselves until the dreamer comes within sight of the final exit: freedom and safety. Suddenly an aura of cold darkness falls over the scene, and something snatches the dreamer from behind in a vice-like grip. As the dreamer struggles to break free, her companions make good their escape. The dreamer is spun to face her captor, a pale vampire dressed in black and red finery. "We'll never let you go," he hisses. The vampire (which should be referred to as "Your tormentor") drags the dreamer back toward her doom.

Act II wrote:

Suddenly you plunge into a bottomless, inky sea. Your lungs burn for air and you desperately try to swim to the unseen surface, but your legs are tangled in the shapeless tendrils of your tormentors. You try to break loose; their grip is too strong. You draw a weapon to hack your way free; more tendrils wrap around you. Despairing, you realize that no matter how often you break free, your tormentors will always entangle you once more. To escape, you must be as fluid as the water around you. Yes, to escape you must take a form that your tormentors cannot hold.

Act III wrote:

You stand within a dark and musty cavern, illuminated only by the dim glow of ancient spells. You turn your attention to three items on a platform in the center of the cavern. The remains of an ancient mage lie upon the platform, now little more than a crumbling skull in a pile of dust. Two treasures lie upon a granite table at the center of the platform, untouched by time. The first is an ornate silver box, which you know at once to be a phylactery: a magical receptacle to hold life energy. You confirm that, like the dusty remains, this phylactery has been abandoned for centuries.

Now you study the second item, a grimoire lying open to a complex and unfamiliar spell. This is what you have spent the last year searching for: the secret to forever shedding your physical body, to escaping your tormentors forever. Unable to contain your excitement, you begin to study the tome's contents, but just as you comprehend each new spell, it slips from your memory. No! The key to freedom lies at your fingertips, yet you can

remember it only as if waking from a dream. Your mind reels with the silent laughter of your tormentors. Very well. If your tormentors have blocked this path to freedom, you simply must find another...

You struggle to retain this thought as you wake.

Dream VI

Act I wrote:

The dreamer recalls the last time she learned or researched a new spell or acquired a new magic treasure. As the dreamer tries to use this new prize for the first time, cold darkness descends. The dreamer's prized belonging (the treasure, a spellbook, holy symbol, etc.) suddenly disintegrates into ash, leaving the dreamer wondering aloud, "What have I wrought?"

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The dreamer recalls the last time she learned or researched a new spell or acquired a new magic treasure. As the dreamer tries to use this new prize for the first time, cold darkness descends. The dreamer's prized belonging (the treasure, a spellbook, holy symbol, etc.) suddenly disintegrates into ash, leaving the dreamer wondering aloud, "What have I wrought?"

Act II wrote:

You are working within a cramped wizard's laboratory. You sense years passing as you pore over ancient tomes, seeking new uses for your old lore. You flip through a book of diagrams, admiring your progress. You see the golden skull of a human, followed by the skull of a dragon. Then a crystal skull, throbbing with life energy; next a crystal hourglass, swirling with black blood; then a golden coffin. The last page reveals a massive hourglass, surrounded by skulls. Growing impatient, you reach for a book filled with new spells, the very magic you need to reach your goal. But as you touch the book, it collapses into ash, and with it crumbles all the rest of your work.

Act III wrote:

A flash blinds you, and your body is consumed by foul energies. An instant stretches into an eternity. You feel the agony of thousands as their souls are torn from their bodies, dooming them to the agony of undeath. You hear your own failure echoing in the chorus of screams even now consuming your mind. With your last thought, you realize you have failed. You realize that all your labor has wrought nothing more than a city of the dead: a Necropolis. The chorus of torment echoes the name of your failure. Even as you wake, the word comes unbidden to your lips.

Dream VII

Act I wrote:

The dreamer flashes back to the aftermath of a fierce battle where one or more allies were seriously injured. As the dreamer prepares to cast curing spells or treat a companion's wounds, cold darkness descends over the scene. The dreamer suddenly notices that a nearby enemy is still clinging to life. "This one is far less worthy than you," says the dreamer to the fallen friend. The dreamer places a hand on each of the fallen, and a tendril of silvery energy sparks to life between the

two. As the companion's wounds knit, the foe's flesh shrivels on its bones.

Act II wrote:

You stand at the edge of an overhanging balcony, looking down into a vast, rounded chamber. Dozens of extravagantly costumed nobles fill the chamber below, looking on in stunned silence. At your bidding, two figures are suspended above the crowd, a tendril of energy connecting them. The man hanging at your right hand looks like Balitor, but shifts into the shapes of your friends and family. You do not know the man hanging to your left, but he changes into petty foes from your past. Suddenly, cold, dark mist flows from this man into Balitor. As the crowd gasps, Balitor grows younger and the other man ages decades. After a moment, you release the men, addressing your aged victim. "Your heart is perhaps not as loyal and pure as you thought." You glare at the rest of your guests. "Are there others who would like to test their worth?" These words are still on your lips as you wake.

Act III wrote:

Your surroundings suddenly shift, and you find yourself standing on the parapets of a lofty tower. Oblivious to the cold, you stare down at the winter vista stretched before you. You sense the approach of a servant behind you. A moment later, it speaks. "The Doomsday Device is ready, my lord," it whispers. "The ascension waits on your command." Your gaze hangs on the distant spires of Il Aluk. Perhaps sensing your ambivalence, the servant continues. "The mortals pass from birth to death in the flicker of a heartbeat. Their lives are nothing more than phantoms." Your advisor slides into view. It is a monstrosity: a skull and skeletal hands suspended in a misty body of ash and shadow. "They are far less worthy than you," it croons. You can still feel the creature's unholy gaze upon you as you wake.

Dream VIII

Act I wrote:

The dreamer recalls a time when she felt betrayed. This may have been an act of true treachery or merely a misunderstanding among friends. Whatever the form of the perceived betrayal, the dreamer flashes back to an earlier time when she still trusted the "traitor." The scene is interrupted when roiling clouds roll over the sky, casting the scene into a chilling shadow. Suddenly, the "traitor" draws a blade and stabs the dreamer in the back. The dreamer slumps to the floor, staring up at

her attacker. The traitor grins, hissing, “Long live the king.” A flash of lightning casts the entire scene in harsh shadow, plunging the traitor’s body into darkness while making his face and hands gleam bone white.

Act II wrote:

You stand in a vast temple dedicated to the gods of death. Your gaze focuses on the object at the center of the chamber. It is a huge gold coffin, adorned with strange symbols that continually flow into new patterns. A tall, emaciated man lovingly runs his hands along the lid of the coffin. He wears the ash-gray robes of the Eternal Order. He addresses you, excitement obvious in his sunken eyes. “I await with eager anticipation the hour of my ascendance from this prototype,” he preens. “I await, with even greater joy and anticipation, the day on which you shall ascend from the master device. Great shall be our power then! Great shall be the fear of the mortals we command!” Suddenly, a flash of lightning casts him in harsh shadows. For just a second, his robes are lost to darkness, and his jutting features gleam like a skull.

Act III wrote:

You find yourself floating within the upper half of a vast hourglass. Already you can feel new energy flowing through you. A fine rain of ash trickles past you, floating down from an unseen accomplice who is currently tightening clamps in the lid above, sealing you within the device. Now the pulse of energy drowns out the lifeless chanting of the robed figures in the chamber beyond. Finally, nothing stands between you and freedom from your tormentors. The last clamp twists into place, and your unseen aide floats down to peer in at you one last time. Its skeletal head and hands float within a body of mist and shadow. Its eye sockets gleam with malevolent red light. The energy consumes you now; the chanting stops; your moment of victory has come! At the last moment, the grim spirit leans close to bid you farewell. “The king is dead,” it hisses too quietly for anyone else to hear. “Long live the king.” Its icy voice drips with spite; for an instant you have doubts — and then you are consumed. The creature’s words cause you to shudder as you wake.

Prologue

There sat the Shadow fear'd of man;

...

And bore thee where I could not see

Nor follow, tho' I walk in haste,

And think, that somewhere in the waste

The Shadow sits and waits for me.

—Alfred Lord Tennyson, "In Memoriam A. H. H." (1850)

Scene One: Enter the Heroes

These are the adventure hooks. Two options are presented here: "Pulling Heartstrings" and "Pulling Pursestrings." Both assume the PCs are currently staying at the Perching Erne, a roadside inn just outside Ludendorf in Lamordia. It's just a stand-in inn, though, so with a few changes, it can be relocated to any domain bordering Necropolis.

Pulling Heartstrings: The PCs befriend a down-on-his-luck halfling commoner named Wat Brambledon, a wandering tinker. He decided to travel the world, had a bad time of it, and is now trying to get back home to his family in Rivalis. However, he's terrified of staying outdoors at night, and he can't afford the inn. If the PCs help him out and accompany him to Rivalis (two days' walk from here), he promises his family richly reward them -- if, perhaps, only with the finest meals they'll ever taste. Wat speaks of his homeland in glowing terms, though he does sadly admit that it has taken a turn for the worse without Azalin's protection.

Pulling Pursestrings: The PCs enjoy a quiet evening at the inn. Some locals are also present, including a group of men who are focused in hushed conversation among themselves for a while. This lot is the local thieves' guild (less than a half dozen rogues in total) and a Necropolitan rapsallion named Barton. To his associates, he's known as Barter the fence. After Barter concludes his business and the local toughs leave, he has the rest of the evening to kill, so he invites the PCs to join him in a night of cards (or whatever gambling games appeal to the PCs). Barter doesn't cheat, and if he loses, he calls it a night after losing about 200 gp. However, he's essentially casing the PCs while playing; everything he tells them about himself is a well-practiced lie, and at some point in the middle

of the night, after everyone's retired for the evening, he attempts to steal some valuables from the PCs. Whether he's noticed or nabs the loot, he's makes off for Rivalis without delay. If the PCs want their loot back -- optimally, he happens to steal an item of significant value to its owner -- they'll have to track him down. The innkeeper knows all about Barter and can point them in the right direction.

There's also a few adventure hooks for extended campaign use.

The first Horseman

Within hours of making the decision to go to Necropolis, the PCs have their first run-in with Valana, though they likely don't even spot her yet. Valana skewers the Horseman card from her tarokka deck onto a throwing knife or crossbow bolt and, using sniping techniques, fires it as a "purposeful miss" near a PC's head before withdrawing. Knowledge (arcana), bardic knowledge, or informed sources can learn a few things about the tarokka deck and the meaning of the Horseman card in particular, plus that no Vistana in their right mind would destroy a tarokka card like this. Valana also writes a message on the back of the card:

"You control his destiny, but you will share his fate."

Beyond the Mists

If outlander PCs start out in another world, the Mists boil up one night, surrounding the PCs. When the Mists withdraw... the PCs are still right where they started. However, one PC (preferably an arcane spellcaster) has been "marked" with a Horseman card mysteriously slipped into his or her gear. In this case, however, it's intact and doesn't bear Valana's scrawl.

Days, weeks, or months later, after the PCs have wrapped up their current business, they encounter another manifestation of the Mists in the form of misty horsemen, akin to the opening encounter in *Dark of the Moon*. As each PC is run down by the misty horsemen, they vanish into the Mists. When the PCs emerge from the Mists, they're in Ravenloft, near the border of Necropolis.

Bringing Horror Home

Some basic tips on adapting the adventure for use in other settings.

Scene Two: The Doom Prophet

The PCs have a mostly uneventful trip to Necropolis. On the way there, however, Valana sets them up for another unsettling ambush. (Thanks to Valana's twisted version of the Sight and the PCs' importance in the prophecy she foresees, she knows the routes they'll take before they do.)

A day from the border, in the rocky foothills of the *Sleeping Beast*, Valana (female Zarovan Vistani darkling Rog5/Asn2, CE) sets up her ambush, firing her crossbow from cover and hiding after each shot. She sticks around just long enough to fire off three shots, aiming at the PCs' mounts, if they have them, or at the least armoured PCs themselves otherwise. Each bolt is treated with paralytic poison and has a scroll tightly bound to its shaft. If the PCs unwrap the scrolls and read them, they read as follows:

"YOU KNOW NOT WHAT YOU WREAK"
"MY NIGHTMARES KNOW YOUR NAME"
"THE KING OF DEATH MUST NOT BE FREED"

...none of which, of course, will make a lick of sense to the PCs, not least because Valana is seriously deranged to begin with.

Valana designs the encounter to give herself the maximum chance of escaping, rather than doing any real damage, so odds are she gets away for now. (She knows she's no match for the PCs in a straight fight and acts accordingly.)

Scene Three: Silent Sentinels

When the PCs reach the border of Necropolis, they encounter a group of clerics of the Eternal Order (the clergy of the Rivalis temple) as the latter are fleeing the domain. When the PCs first lay eyes on Bishop Skrale (human Clr5 of the Eternal Order, LE) and his five acolytes (human Clr1, NE), they're busily erecting a pair of crude gallows by the side of the road. If the PCs don't interfere, the priests then haul a bound man and woman from their wagon and string them up by their wrists, with wooden placards hung around their necks. The "couple" are actually a pair of fresh corpses that Skrale animates as zombies on the spot; the signs read "BEHOLD ALL THAT AWAITS YOU HERE."

This encounter can devolve into combat if the PCs run in swinging; otherwise, Skrale can offer the PCs a little advice and information as he goes. He knows about Death, Azalin, and the Horsemen, but his viewpoint is based on his religious teachings and folklore rather than personal experience. If the PCs ask him about the "King of Death," he assumes it refers to Death, and explains what that is.

When the PCs enter Necropolis, they move on to Act I.

Act I: Into the Land of the Dead

*For he is gone, where all things wise and fair
Descend - oh, dream not that the amorous Deep
Will yet restore him to the vital air;
Death feeds on his mute voice, and laughs at our despair.*
—Percy Bysshe Shelley, “Adonais” (1821)

Act I (like Act III), can be considered "railroading" -- a linear series of events that more-or-less must occur in a certain (if, hopefully, natural) order.

Act I begins when the PCs enter Necropolis.

Scene Four: The Shrouded Realm

At the moment the PCs step foot in the domain, an eerie chill passes through them, and they fall under the effects of the Shroud. A few PCs may even hear their own names being softly whispered on the breeze, as if the land is beckoning to them.

At some point during Act I, each PC should experience at least one drowning dream.

Domain Overview

A very basic overview of western Necropolis -- nothing really that you can't find in Gaz II.

Traveling Encounters

Here's the whole section.

At first glance, Necropolis still appears to be a thriving kingdom, despite its empty throne. Sadly, the domain is rotten at its core. The barons of the cities bicker with each other and ignore the troubles brewing beyond their city limits, but the continuing political collapse pales before the supernatural melancholy imposed by the Shroud. As the heroes journey across the domain, they can encounter numerous examples of Death's enervating influence over the domain.

* Almost to the last, be they human or demihuman, young or old, the inhabitants of Necropolis look ashen and wan, as if they have been ravaged by a raging fever. A few people have suffered unduly from the Shroud, and appear so pale and consumptive that unwitting heroes could be led to suspect the mass predations of vampires.

* The heroes encounter a frail madman (male human Com1) begging for alms by the side of the road. If anyone offers the beggar any charity, he falls upon that PC, pitifully thanking him or her. Suddenly the beggar bursts into tears, begging for help and wailing that he has lost his soul, or even, bizarrely, that his soul has died yet his body lives on as an empty shell.

* Any more sensible passersby the heroes choose to speak with can confirm that, yes, everyone's health is slowly failing, and many people suffer from strange and terrible nightmares. These locals are quick to blame these ailments on "the Shroud," and explain that this is all caused by Death's presence. "All life has been wrapped in Death's Shroud."

* Although the Eternal Order is all but extinct in this region, it has left its mark. Many people believe in the tales of Azalin the Lost King, or that death itself rules Il Aluk and is gathering its armies for the day it conquers Necropolis to establish a new kingdom of the dead.

The heroes can also sense the weight of the Shroud on the land itself:

* While out in the countryside, the heroes enjoy a quiet moment. Far too quiet, in fact, as total silence briefly falls across the land. If this occurs during the day, the heroes realize the landscape surrounding them has grown completely still. No breezes stir the trees, no birds sing overhead. If the DM uses this encounter at night, a character on watch at midnight can notice that the soothing nocturnal chorus of crickets has suddenly fallen silent, as though a predator is nearby.

* Any animals owned by the party may abruptly fly into a panic without provocation, requiring successful Handle Animal checks to soothe them.

* The land seems to be filled with phantasmal bogeymen. Seen out of the corner of one's eye or

in darkness, random objects and shadows appear to take on malevolent shapes. A pile of clothes on the floor takes on the silhouette of a tiny corpse; a stain on the wall resembles a tortured face.

Death's Embrace

Details of Death's half of the effects of the Shroud. At the stroke of midnight on the first night after PCs enter the domain, the PCs experience Death's touch. If they're asleep at the time, they experience a vivid nightmare:

Your eyes snap open, suddenly awake. You struggle to breathe, and to your horror you feel a massive, unseen weight pressing on your chest, pinning you. Straining to peer down at your chest, you see nothing strange there — but beyond there lurks a living darkness, deeper than any shadow. A pale skull with eyes like embers floats within a dark shroud of mist and shadow, glaring at you hatefully. The creature somehow looms over you, yet seems far away. You can only watch as the spirit stretches a skeletal hand toward you, plunging it into your chest. Waves of torturous cold flow through your body — you would scream if you could — as the ghostly hand pulls a shimmering, misty heart from your chest. As the specter clutches its prize, it whispers its consolation to you in a chilling voice [roll 1d6]:

1. "This was never yours."
2. "One less sliver to take."
3. "Surrender this life."
4. "Return what is mine."
5. "Your loss is my strength."
6. "This was wasted on the living."

The monstrous spectre withdraws into the night, taking its prize with it, and you sink back into oblivion.

When the PCs wake, they feel weak and fatigued. They suffer 2 points of drain from their highest ability score. If they recover from these effects (fatigue by bed rest, the ability drain by magic), the effects hit them again a few days later, again at the stroke of midnight. In addition, while living within the Shroud, if a PC takes at least 10% of its normal hit point total in damage, its effective maximum hit points drops by 10% until they leave the Shroud. This effect is a one-time occurrence; maximum hit points can't drop below 90% this way.

Scene five: Enter famine

This is the scene where the PCs really get embroiled in the events to follow.

Rivalis

The PCs reach Rivalis, and have a some time to settle their business (taking Wat home and enjoying his family's hospitality or tracking down Barter).

Basically, the PCs have time to breathe before they're directed toward the town's open-air marketplace. If they're here with Wat, they can go with him to shop for the celebratory meal; if they're hunting Barter, leads indicate he'll be there.

The Hungry Child

Rivalis has a bountiful marketplace, but prices are 50% above normal. If the PCs ask about this, it's because many farmers in the area have recently suffered strange crop failures -- their crops have literally been withering in the fields, without rhyme or reason.

If the PCs aren't with Wat or hunting Barter, they have a minor encounter that tips them off about the situation: A painfully thin human urchin named Petris steals apples from a halfling's cart, and goes running with the owner hot on his heels. The PCs can intervene however they like. If the PCs don't catch Petris, the local constables do. Petris begs for mercy, saying his family's crops "won't grow right." The applemonger is sympathetic but can't simply let the child get away with theft. If the PCs offer to pay for the kid's apples, however, he sees fit to let Petris go. (Petris is hauled away by a constable for a "stern talking to.") The PCs can then ask the merchant about the blights.

From Feast to Famine

While the PCs are going about their business at the market -- perhaps just after the PCs have spotted Barter and taken chase through the crowds -- the Horseman Famine bursts onto the scene.

As you push your way through the milling crowds, a sudden chorus of terror erupts ahead of you. Mad panic flashes through the crowd, and you struggle just to keep your footing as shrieking townsfolk pour past. As the crowd thins, you behold the source of their terror: An emaciated corpse slumps upon the exposed spine of a similarly wasted horse. The skin of both horse and rider is stretched tightly

across their bones, and the rider's belly is grotesquely distended. Both look like they should be dead after years of starvation, yet they stand before you, silently observing the chaos around them. The horse's head sags weakly towards the ground, but the rider — wrapped only in a fraying burial shroud — watches the fleeing villagers with malevolent glee in its eyes. In growing horror, you notice the stalls surrounding this wasted monster. Fruit withers as you watch, and once-fresh meat shrivels and blackens in seconds. Yet dozens of people caught in this aura of decay are wrestling each other to reach this rotted food, and stuffing it into their gagging mouths!

Grinning wickedly, the rider reaches out with a tarnished sickle, snagging the shoulder of a fleeing passerby. The shrieking victim is hauled up onto the saddle, his legs kicking wildly. Suddenly you realize that you recognize this horror's hapless captive!

Depending on the chain of events that led the PCs here, Famine's doomed captive is either Wat, Barter, or Petris.

Here's the Wat/Petris version ("The Innocent Dies"):

The withered horror presses the child, Petris, tightly against the saddle. "Ah," it coos to its thin captive. "You are my child." The creature does not have a true voice. When it speaks, it forms words from the sounds of buzzing flies and cracking wood. The creature turns its hateful attention to the terrified crowd. "We seek a Fiery Eye," it announces, "and the two men who bear it. Give them to us, and the suffering of this innocent will end." The creature does not seem upset that its demand produces nothing but blind terror. Without prodding, the emaciated steed takes a few heavy steps further into the marketplace. As the horror moves, its dire influence spreads; more food rots and more people collapse, weakly trying to devour what remains.

"Not one of you will save this innocent?" buzzes the horror. "Then look upon us and know fear. Your fear speaks to us. Remember this day, and spread your terror to all who will listen. Let all who live know that we seek the Fiery Eye, and that we shall plague you until we have what we want. Seek an eye of gold and crystal, think upon your terror, and we shall hear you."

As the fiend continues to lecture the terrified throng, you realize that its captive's struggles have faded to faint twitches. Suddenly you see why; like the food in the stalls, he is wasting away before your eyes!

And the Barter version ("The Bigger Fish"):

The withered horror presses Barton tightly against the saddle. "I know you, mortal," it coos to its helpless captive. "You would steal candy from the mouths of babes." The creature does not have a true voice. When it speaks, it forms words from the sounds of buzzing flies and cracking wood. The creature's tone twists from amusement to spite. "We seek a Fiery Eye," it announces, "and the two men who bear it. You have seen that which we seek; I taste it in your fear. Give us the Fiery Eye, and this suffering will end." Barton tries to respond, but chokes on his words, unable to speak. The creature does not seem upset that its demand has produced nothing but blind terror. Without prodding, the emaciated steed takes a few heavy steps further into the marketplace. As the horror moves, its dire influence spreads; more food rots and more people collapse, weakly trying to devour what remains.

"Will any of you step forward to save this man?" buzzes the horror, addressing the terrified crowd. "No? Then look upon us and know fear. Your fear speaks to us. Remember this day, and spread your terror to all who will listen. Let all who live know that we seek the Fiery Eye, and that we shall plague you until we have what we seek. Seek an eye of gold and crystal, think upon your terror, and we shall hear you."

As the fiend continues to lecture the terrified throng, you realize that its captive's struggles have faded to faint spasms. Suddenly you see why; like the food in the stalls, he is wasting away before your eyes!

Whoever Famine has nabbed is doomed. The PCs can attack, of course, but at this stage of the game they'd be lucky to so much as get within melee distance before succumbing to the Horseman's powerful aura.

If the PCs do attack Famine, all they really do is gain its attention. Without nudging, its steed calmly clops over toward them, plunging the PCs into its aura if they aren't already affected. Once Famine has the PCs at its mercy, it finishes whatever it still

had to say, patiently waiting for its captive to starve to death. It then concludes with this:

The withered horror glances at the limp victim folded over its saddle, then glares down at you from its high perch. It frowns, its desiccated skin crinkling like parchment. "You are bold to oppose us," it buzzes. "But all mortals come to us, in time." Without flourish it releases its captive, allowing the lifeless bundle of dry bones to collapse on top of you.

The unholy horseman tugs at the reins of its lifeless steed, and they turn away, spreading more famine in their wake. The creature halts at the edge of the marketplace. It does not turn to address what remains of the crowd, but you hear the sound of buzzing flies offering its farewell: "Remember that we are never far away." With that, the abomination gallops towards the fields with surprising speed and power, the echoes of its hooves hanging over the market long after the monstrosity has gone.

Aftermath

The bucolic marketplace has now been transformed into a scene of death and horror. Swarms of constables converge on the scene, helping the dozens of affected victims recover and attempting to restore order. As panicked witnesses flee the marketplace, they spread the word and unsettle the entire town.

If the PCs chase Famine, they'll likely need mounts to keep up with its galloping steed. If they can keep up, they follow its aimless trail around the countryside. They catch up with Famine soon enough, and this time Famine stands its ground. The PCs aren't capable of permanently destroying Famine, and more likely would be lucky to escape the encounter with their lives.

If the PCs stick around to help out at the marketplace, they overheard a lot of terrifying gossip about what they just saw. All the villagers agree that it was the legendary Famine. Someone spreads claims that another hamlet to the north, Carnari, was wiped out by War less than a month ago, but a second person chastises the former for spreading such tales: No creature killed the people of Carnari -- they all killed each other with every tool at their disposal.

If Barter just met his end, he still has the stolen goods on his corpse, along with a little extra loot for good measure.

The "Fiery Eye" Famine demands is the *soul focus* -- it's crafted in the shape of Azalin's personal symbol (which is displayed on banners all over the place). The Horsemen are unobvious interrogators, so their plan is simple: Terrify as many people as possible, and get them fearfully thinking about the fiery eye. As more people think about it, Azalin will start thinking about, and Azalin's thoughts will bleed through into the Drowning Dreams. Death can then pick up on the clues and narrow down the *soul focus*' location. Their need to spread fear is essentially all that's holding the Horsemen back from simply destroying everyone they encounter.

Scene Six: friends and foes

This scene occurs in the immediate aftermath of Scene Five. The PCs are leaving the marketplace and still reeling from the event.

Old Enemy

Once the PCs have gone a few blocks in any direction, Valana launches her next attack. The PCs are likely still on their guard, so just before she strikes, they might notice a pair of men acting suspiciously -- they seem to be trying to sneak away from the marketplace without being noticed. (And of course that's just what draws attention to them.) These two are Oldar and Balitor, not that this means anything to the PCs just yet.

You take note of a pair of burly men as they slip out from between two buildings. Like you, they seem to be coming from the general direction of the marketplace. One burly man has a boyish face, and is taking directions from his even larger, bearded companion, who looks to be twice his age. Each man wears threadbare clothes, bears a sword on his hip, and carries a small, caged bird in one hand. Though none of this might strike you as noteworthy on any other day, after the horror of the marketplace the pair's skulking glances draw your attention. As the men start to cross the street, glancing furtively back and forth as they walk, you get a look at the older peasant's sword: the extravagant hilt gleams with inlaid gold and jewels.

While you keep an eye on the two men, a slight movement beyond them distracts you. You shift focus to a dressmaker's shop at the end of the street. Gauzy curtains flutter from an open window on the shop's second floor, almost hiding the dark figure crouching behind them. The dark shape

leans forward, and a loaded crossbow slides out into the sunlight.

Valana knows that the meeting of the PCs and O&B is a significant step toward the fate she is trying to prevent, so she uses this moment to spring a risky attempt at arranging a face-to-face confrontation.

She starts out by firing her crossbow at Oldar (she's still poisoning her bolts). Whether or not that first shot hits, she starts sniping at any foe that gives her a shot. (And yes, if the first shot hits Oldar, she uses the old sniper trick of using a fallen target to lure other foes out in the open.) She maintains as much cover as she can throughout the firefight.

The simple fact that the same sniper who attacked them is now going after these two strangers should be enough to tip off the PCs that there's some sort of connection here. Balitor makes the same connection and offers to join forces with the PCs.

For the moment, however, the pressing concern is for the PCs to work their way up to the shop Valana has commandeered.

Valana is on the second floor of the shop; her horse is waiting in the garden out back. When the PCs burst inside the ground floor, they find Sirta, the seamstress who lives here, a crossbow bolt still jutting from her shoulder. She's bound and gagged, and just starting to recover from the effects of Valana's poison. She begs the PCs for their help -- the madwoman is upstairs -- with her baby! The PCs may also notice something else rather disturbing: Valana has liberally splashed numerous flasks of lantern oil all over the walls and floor. This wooden building is a tinderkeg!

When the PCs get upstairs, Valana is waiting for them.

The door swings open to reveal a chilling sight. A wooden crib stands in the center of a humble bedroom. A chubby baby sleeps calmly within the crib, oblivious to the oil splashed all over the walls, the floor, the bed — and soaking into the crib itself.

A gaunt and angular woman stands on the far side of the crib, waiting for you. A crossbow is slung under her arm and a belt gleaming with throwing knives encircles her narrow waist. Her clothes are cut in exotic gypsy fashions, but all are black, gray,

or the color of rust. Lustrous black hair falls past the dark, leathery, and sunken features of her face, and wide black eyes give you an icy stare.

Your attention is immediately drawn to the blazing torch the woman loosely holds with the fingertips of one spindly hand. In the instant you first see the woman, she addresses you, her smoky voice quivering with tension and hatred.

“If I let go of this, we burn,” she hisses, her voice thick and exotic. She dips her head toward the infant. “All of us.”

This, in Valana's mind, is how one arranges for a conversation. Using the baby as a hostage, Valana wants to talk. Oldar and Balitor back off immediately (assuming Balitor isn't back in the street, tending to Oldar's wound).

If the PCs hear Valana out, she starts by barking orders: Everyone is to back down the stairs. She picks up the baby and carries it downstairs, and they'll talk down there. When they're done, the PCs will go out the front door, she'll go out the back, and she'll leave the baby on the back stoop.

Valana keeps a readied action throughout the encounter -- if anyone tries anything, she tosses a poisoned dagger at them (preferably disrupting any spells being cast). The second time anyone makes a move, she drops the torch (knowing she and the baby are the first to burn).

So, what does Valana have to say?

“This is your final warning! The worst evils all rise from the failure of the best intentions. I have seen the future you will bring forth! I cannot block it out! My eyes burn from what I see! The King of Death would destroy the world for the sake of a single soul, and it is you that will unleash him from his prison. Leave these lands today, and never return! If you do not stop marching blindly towards your fate, then I will be forced to bring an end to you.”

(The fact that the heroes vastly overpower Valana is the only reason she hasn't tried simply killing them, as a note.)

The PCs can ask questions, but Valana mainly just rants about the "King of the Dead" in her deranged fashion. She never clarifies just exactly who she's

talking about (so let the PCs keep their assumptions that she means Death).

Valana does her best to escape this encounter alive. If the PCs obey her demands, she keeps her end of the bargain, leaving the baby in the garden as she gallops away. If the PCs kill her -- well, she isn't done just yet. Either way, Valana dispenses with the threats from here on out. If the PCs don't heed her warnings and flee the country for good, she starts plotting their deaths.

New Allies

Once the encounter with Valana is resolved, the PCs can get to know these new guys Balitor and Oldar, who are obviously involved somehow. In fact, unless the PCs beat him to it, Oldar makes the first connection, peppering the PCs with questions about the madwoman who just attacked them: Who is she? What does she want with us? Oldar and Balitor have never encountered her before, so they assume the PCs must know something. Balitor shuts him up after a few questions, however, not wanting to spill any secrets.

Oldar is receptive to Azalin's dreams, but otherwise ultimately just a farmboy. Balitor is an experienced adventurer, but mainly just has decades of insider information on his side. Together, these two guys know they have no chance going up against Tavelia's Kargat, so they'll take any help the PCs can offer.

Oldar and Balitor can answer lots of questions -- the section is basically a rundown of what they do or don't know and what they'll admit -- but Balitor in particular is fairly cagey with what he'll reveal. He explains the basic situation, but, for now, keeps to himself that the king they're trying to rescue is himself an undead monster. Oldar's fresh off the turnip truck himself, so between them they can give the PCs a broad, but heavily whitewashed, version of the current situation. I won't go into the whole thing, but the information categories covered are "Oldar & Balitor," "Azalin Rex & Requiem," "The Shroud & Drowning Dreams," "The 'Fiery Eye' (*Soul Focus*)," "Their Plan," "The Kargat," "Tavelia," "Death & the Horsemen," "The Kargatane," "Galf Kloggin," "Darklings & the Tarokka," and "Martira Bay."

Here's the section on Galf for a quick example:

* Balitor contemptuously describes the halfling currently guarding Avernus and Azalin's phylactery as easily lured by the scent of gold; the

greedy leader of a gang of highwaymen who plague travelers in the Forest of Shadows. Balitor claims to have learned of Galf through a few ex-Kargat that joined his bandits. As he did with Tavelia, Balitor gained Galf's aid by telling him only what he wanted to hear. Balitor promised Galf the keys to a massive, secret (and nonexistent) treasury if the bandits would occupy Avernus until Balitor returned.

* Unfortunately, Kloggin's bandits cannot be called upon to help recover the *soul focus*; being the dishonourable brigands they are, if Galf learned that Balitor's goal was to restore Azalin's iron rule, his men would waste no time in putting a blade in Balitor's back and cutting themselves a better deal. But Balitor assures the PCs that there is no reason to worry; isolated off in Avernus, Galf has no way to learn what Balitor is really planning until the deed is done.

The section is, ultimately, a massive info dump, but it isn't intended to be ladled out all at once. For the rest of the adventure, whenever the PCs ask these two about an above topic, the DM would just check back here to see what info to provide.

Scene Seven: No Escape

This scene covers what happens if the PCs decide to bail out on the adventure and simply run for it.

Rats from a Sinking Ship

As the PCs flee the domain, they encounter a Necropolitan merchant, Beltan Miktis, who is frantically packing up his entire family to escape the "curse" that's fallen on the land (the Shroud). Beltan exaggerates the immediate threat of the curse -- he thinks it's killing his family -- but he has a cousin who fled to Lamordia and has written back, saying his health was restored almost immediately upon crossing the border. Basically, the purpose of the encounter is to relieve some of the pressure on the PCs' cooker -- letting them know that the Shroud isn't a permanent condition, and they'll be fine whenever they do leave.

In addition, Oldar and Balitor do their utmost to warn the PCs of the dire fate awaiting Necropolis if either Tavelia enslaves Azalin or Death consumes him. They also refuse to flee with the PCs -- Oldar won't abandon his family, and Balitor judges that he'll crumble to dust within a year without Azalin's magic, so there's no point in him fleeing. In other words, guilt trip.

Ultimately, however, if the PCs want to simply run away at this point in the adventure, there's nothing stopping them. Oldar and Balitor try to go it alone and fail; without the PCs events ultimately culminate in "Tavelia Triumphant."

Recovering from the Shroud

If the PCs *do* flee the domain, simple instructions on how the effects of the Shroud fade over time.

Act I ends when the PCs reach Martira Bay. Next post: Act II.

Act II: Better to be Loved

Desire with loathing strangely mixed

On wild or hateful objects fixed.

Fantastic passions ! maddening brawl!

And shame and terror over all!

—Samuel Taylor Coleridge, "The Pains of Sleep" (1816)

Act Two opens as soon as the heroes arrive in Martira Bay, preferably in the company of their new companions Oldar and Balitor. Act Two is organized differently than Acts One and Three. While other acts have a strong narrative drive, with one scene following another in a single chain of events, the PCs are largely free to blaze their own trail through the back alleys of Martira Bay. Thus, the scenes in Act Two focus on major locations the heroes might visit and special events that the PCs may either trigger or avoid entirely through the choices they make.

Although Act Two follows no rigid chain of events, the scenes will most likely fall into the following pattern. The heroes arrive in Martira Bay in this scene, and begin their investigation by visiting the Temple of the Overseer in Scene Nine. At the Temple of the Overseer the PCs find clues that lead to the Kargat's secret headquarters, the Cosmopolis Club, in Scene Ten. There, the heroes can recover the *soul focus* (as well as its duplicate, the false focus, and make a dash for Avernus, ending Act Two.

Optionally, if the DM feels that the heroes need more of a challenge, they can encounter more of Death's minions in Scene Thirteen.

On the other hand, if the PCs' investigation takes too long, another Horseman arrives in Martira Bay in Scene Eleven, spreading panic throughout the city. The Kargat also react to this threat, and if the heroes have not yet obtained the *soul focus*, they

will discover that it has been moved to a new hiding place in Scene Twelve.

Finally, if the heroes continue to dawdle, they will eventually run out of time. In Scene Fourteen, the heroes have one last, desperate chance to reclaim the *soul focus* as Tavelia's Kargat and the Horsemen battle each other for the future of the domain.

Scene Eight: Martira Bay

This is an extensive overview of the city -- expanding on the information presented in Death Triumphant. The overview is broken down into the following subsections:

City of Ambition

A general introduction to the city and its appearance.

Queens and Pawns

A guide to all the power players in the city, including "The Lady Mayor," "The City Constabulary," "The Harbor Watch," "The Guilds," "The Overseer," "The Kargat," and "The Kargatane."

Each section basically describes that organization, what others know about it, and how it is likely to interact with the events of this adventure.

Layout of the City

A detailed description of each of the city's sectors, including side encounters and secondary NPCs. Also includes ways for the PCs to research or gain information on various locations around town, such as the "open secret" passwords needed for admittance into the East District's Cosmopolis Club. Also makes mention of some locations outside the city proper, including Cassus Hous, which stands a mile north of the city, where it is flanked by the Sea of Sorrows to the west and Wolscroft Field (one of Darkon's oldest graveyards) to the east.

The Darkling's Reprise

General advice on how to run Valana's continuing siege on the PCs during this Act. Basically, whenever the PCs get separated or otherwise put themselves at a disadvantage (but not within the confines of the Kargat's bases), Valana can pop up for a quick hit-and-run attack, hoping to pick off PCs one by one. Valana definitely steps back into the shadows during this act, however, assuming she's even still alive.

Scene Nine: The Overseer

When the PCs arrive in Martira Bay, through Balitor they know that Tavelia has regained possession of the *soul focus*. They also know that she's a vampire, a Kargat leader, and that she poses as a priestess of the Overseer. Thus, the Temple of the Overseer is the obvious place to start looking for the focus. The PCs are basically on their own when it comes to these investigations. Oldar's helpless in a serious fight, and Balitor's insider status is a double-edged sword; although he knows more than anyone should, he is equally well known by Azalin's minions. If he shows his face around the Kargat, they'll nail him on the spot.

This scene details the Temple of the Overseer.

The Faith

A basic overview of the Overseer, the role it plays in Martira Bay's society, and its true purpose in the mind of its creator, Tavelia. Most of this can be found seeded into Gaz II.

Area Descriptions

A keyed map of the location. Just to tease you, here's the key:

1. Entryway
2. Worship Chamber
- 3a-b. Winding Stairs
- 4a-d. Testament Rooms
5. Clerical Apse
6. Cells
7. Communal Room
8. Storage
9. Sanctuary
10. False Crypt
11. Catacomb
12. Drainage pits
13. Inner Sanctum

Events and Encounters

With the exception of High Cleric Derakoth, the clergy are all Tavelia's nosferatu spawn, but Tavelia is extremely strict in insisting that all "Kargat business" be kept off the property. With the exceptions of the clergy's well-hidden coffins and a booby-trap or two intended to snare the overly curious, there really isn't much to find here. If approached, Tavelia refuses to "break character" in front of a crowd; her public persona is quite the little Mother Theresa.

While investigating, however, the PCs can uncover a few clues that lead them to the Kargat's true headquarters, the Cosmopolis Club.

* Lady Kazandra, owner of the infamous Cosmopolis Club, is listed on a plaque listing the Temple's biggest contributors (Tavelia slyly encourages this sort of competition among the city's elite).

* If the PCs ask too many questions (either of the clergy, or within the clergy's earshot), they may notice one of the priests sneaking off to file a report. If they successfully shadow the spawn, it leads them to the Club (or at least, a secret entrances located in a nearby soup kitchen).

* if the PCs somehow manage to get High Cleric Derakoth away from his "handlers" for a few minutes, the old lost one is quite open with what he knows, which is to say, almost nothing. He's incapable of acknowledging the existence of the Kargat, and he's quite excited about Tavelia's upcoming wedding to the king. He claims all the important people will be there, and doesn't seem to understand that the king is 'dead.' He adds that he's not supposed to know about it, but he thinks he overheard a conversation where Tavelia said the reception would be held at the Cosmopolis Club.

After a few minutes, the Kargat clergy hustle Derakoth away.

Scene Ten: The Cosmopolis Club

The Cosmopolis Club is a large urban estate in the East District, owned by the scandalous Lady Kazandra. In fact, this upscale "gentleman's club" is a front for Martira Bay's thieves' guild, which is in turn a front for the Kargatane, who in turn have no idea that they actually operate out of the main headquarters of the city's Kargat.

The PCs can gain entrance to the Club through a multitude of means, from good-old-fashioned sneaking over the wall, to exploring and discovering one of the secret entrances to the stronghold hidden beneath the manor. If the PCs have made the right social connections around town, they might even learn the right words to say to be invited in the front door. In short, getting in isn't the hard part.

When the PCs arrive in Martira Bay, this is where both the *soul focus* and its false duplicate are being held.

Area Descriptions

Once again, I'll tease you with the map key.

1. South Lawn
2. Approach
3. Antechamber
4. Guard Room
5. Cloak Room
6. Grand Lounge
- 7a-f. Private Rooms
- 8a-d. Private Rooms
9. Tavern
10. Cloak and Dagger Room
11. Ballroom
12. Kitchen
13. Secret Staircase
14. Hedge Maze
15. Courtyard
16. North Lawn
17. Entrance Hall
18. Carriage Room
- 19a-b. Stalls
20. Balcony
21. Kazandra's Office
22. Accounting Room
23. Gallery

- 24a-l. Bedchambers
25. Storage Closet
- 26a-c. Servant's Quarters
- 27a-b. Servant's Quarters
28. Bath Chamber
29. Linen Room
30. Orchestral Gallery
- 31a-d. Kazandra's Suite
32. Secret Staircase
33. Morwyck's Quarters
34. Hay Loft
35. Cold Storage
36. Wine Cellar
37. Secret Tunnel
38. Furnace Room
39. Fire Trap
40. Secret Staircase
41. Guild Hall
42. Hallway
43. Kazandra's Office
44. Safehouse
45. Hidden Entry
46. Observation Room
47. Secret Passage
48. Cage Trap
49. Magical Laboratory
50. Hallway
51. Upper Vault
52. Tavelia's Office
53. Water Trap
54. Pump Room
55. Secret Passage
56. Stake Trap
57. Trapworks
58. Dungeon
- 59a-p. Cells
60. Cage Mechanism
61. Crypt
62. Winding Passage
63. Sacrificial Chamber
64. Hidden Stairs
65. Lower Vault
66. Hallway
67. Spike Room
68. Records Depository
69. Torture Chamber
70. Lower Dungeon
- 71a-d. Cells

It's quite the sprawling bit of real estate, and basically divided into three sections. First, there's the Club itself, the aboveground manor and pleasure hall that acts as a "honey trap" for the city's elite. This section is rife with secret doors, passages, and listening tubes, but generally "safe." Tavelia's employees want their patrons to have the

feeling of being daring and risky, without thinking that they're actually endangering themselves by coming here.

Hidden beneath the manor is the thieves' guild/Kargatane headquarters, which can be accessed only by a few secret entrances.

Finally, at the core of the complex sits the sprawling passages of the Kargat headquarters. Getting in here means not just finding exceptionally well hidden entries, but bypassing its lethal traps. The Kargat run this place like a bank vault.

All of the employees here are either Kargat or Kargatane, depending on their function, and the grounds are constantly patrolled. The PCs must rely on stealth, slipping in and out without raising the alarm, or they'll be in for the fight of their lives as assassins, werebeasts, and the undead all converge on them.

Events and Encounters

Well, where to begin? This location is really the heart of the adventure. The PCs need to explore the Club without being detected long enough to find the *soul focus*. They might even have to go in twice, in case they're unlucky enough to accidentally steal the false focus the first time around. The false focus is a mirror image of the real one; they're easily mistaken for each other, if you don't know what you're looking for.

If PCs walk in the front door or infiltrate the thieves' guild, they're likely to encounter Lady Kazandra. In public, she denies all knowledge of the existence of the *soul focus*, the Kargat (well, she doesn't know anything more than any other Necropolitan, at any rate), or the Kargatane. Of course, she acknowledges the Kargatane when dealing with its recruits, though probably not by name. In private, if the PCs can get her talking (whether they have her at their mercy or vice versa), Kazandra admits that she does know about the *soul focus*' existence, but not its powers or purpose. If the PCs discover evidence of Tavelia's treachery and present it to Kazandra, she'll quietly throw her allegiance to them (which more comes into play in Act III).

If the Kargat detect the PCs, they'll play it subtle until they can steer the intruders away from the invited guests.

PCs who cause trouble or are captured are imprisoned down in the Kargat's cells for "questioning." They'll have to work their way free from there.

The *soul focus* automatically drains the life force of any living creature that touches it, dealing a negative level per round. To safely carry it, it must be contained in either a lead box or wrapped in negative energy-imbued leather. In other words, you have to skin something undead.

In various places, the PCs can also find Tavelia's immaculate notes, which include her creation of the focus and its duplicate, her plans for it -- and the fact that she's already dispatched agents to Avernus to entice Galf Klogglin into bringing Azalin's phylactery here to Martira Bay. The clock is ticking!

As soon as the PCs have the *soul focus* in hand, they can race for Avernus, ending Act II. All the remaining scenes are optional.

Scene Eleven: Enter War

Three or four days after the PCs enter Martira Bay, War arrives. The PCs probably only hear about this incident, and may encounter its aftermath. The PCs can have a run at War if they want to, however; it's basically a recap of the Famine encounter, but this time the PCs know about the antithetical tokens, thanks to Oldar and Balitor. If they manage to defeat War, no matter; it'll be back soon enough.

More important than the encounter itself is what it triggers: First, the PCs realize that the Horsemen are closing in. Second, the Kargat freak out and up their security. Kazandra doesn't want the Horsemen coming to her Cosmopolis Club, so if the PCs haven't already stolen the *soul focus*, she and Tavelia relocate it and the bulk of her forces to Cassus Hous, Kazandra's home (and an old, somewhat disused Kargat headquarters), triggering Scene Twelve.

Scene Twelve: Tavelia's Crypt

The PCs might reach this scene one of two ways. First, if War arrives; second, if the PCs infiltrate the Cosmopolis Club, fail to acquire the *soul focus*, and are detected. Either way, the Kargat relocate to this relative remote location and hunker down.

Cassus House stands at the edge of Wolscroft Field. At the heart of Wolscroft Field, far beneath its surface, lies the incredibly elaborate crypt of Malemare, Tavelia's wasteful -- and long since destroyed -- creator. Tavelia hides the *soul focus* inside this deathtrap of a tomb. There are two secret ways into the tomb: Through a trapped entrance in Malemare's mausoleum above, or through a hidden entry in Cassus Haus. One option is obscure and lethal for the uncautious; the other requires that the PCs battle their way through the Kargat.

Area Descriptions

There are three interconnected locations mapped out in this scene: The Shattered House, The Shunned Mausoleum, and Tavelia's Crypt.

Events and Encounters

The crypt is built around one elaborate deathtrap in particular, which involves a receding staircase that winds around a vast, seemingly bottomless pit. Add to this a living wall and some dive-bombing gargoyles, and you've got some fun. While exploring the crypt, the PCs may encounter Malemare's other vampire brides, all of whom have been mortared inside their sarcophagi since the night he was destroyed on Tavelia's behalf.

Once again, this scene ends when the PCs escape with the *soul focus* -- it's on to Act III.

Scene Thirteen: Dead Man's Chest

In case the PCs need a little more of a challenge, the DM can insert this scene. While the PCs sneak into either the Cosmopolis Club or Tavelia's Crypt, odds are they have to leave Oldar and/or Balitor behind.

Thing is, the Horsemen aren't Death's only servants in Martira Bay; there are others who would prefer to see the domain fall. When the PCs get back, the allies they left behind are gone, but someone is waiting in their place: A fisherman, who keeps his face in the shadows and covered up by his oilskin tricorne and greatcoat. A sailor who positively reeks of rancid fish and guts -- and who uses that stench to mask his own foul odor.

He's one of the "Black Crimps," a press gang that supposedly stalks the Waterfront streets by night, looking for crew to take back to the Bountiful.

The Black Crimps are also ghouls and ghosts, and their ghoul lord captain has thrown in his lot with Death. If he hands over the *soul focus*, Death will let him rule Martira Bay -- an entire city of rotting meat.

The Black Crimp has a simple proposal: The PCs must come to the docks at midnight, at which point they'll be rowed out to the Bountiful to make a trade: Their allies for the Fiery Eye. If the PCs took the false focus with them when they stole the real one, they might realize that these ghoulish sailors won't know one from the other. Alternatively, they can just blow off their friends, or have a throw down with the undead crew.

Scene fourteen: Where All Roads Lead

This scene takes place only if the PCs really dawdle. One week after the PCs reach Martira Bay and Act II begins, Galf Kloggin and his boys arrive in town with Azalin's phylactery.

Tavelia immediately publicly announces her upcoming wedding (though to whom exactly remains a much-discussed mystery about town). The PCs have just one more day to recover all of the various tokens they need. If they fail, Tavelia's plan is to invite the high-and-mighty of Martira Bay to her wedding. There, she will join the phylactery and the false focus and restore Azalin to power -- as her slave.

Of course, this doesn't escape Death's notice either, and the Horsemen storm the Temple of the Overseer during the ceremony. If the PCs are present at this event, it's really their very last chance to snatch victory away from the jaws of defeat. Of course, it also means slipping into the middle of a battle between the Horsemen and the Kargat, so the odds are bleak.

If, by this point, the PCs still haven't won Kazandra over to their side, then (barring PC intervention) she throws her Kargatane into the fray, holding off the Horsemen long enough for Tavelia to complete the ritual. The adventure ends with "Tavelia Triumphant."

On the other hand, Kazandra has thrown her lot in with the PCs, then she avoids the ceremony. Barring the PCs, the Horsemen overwhelm the Kargat, destroying Tavelia and her spawn. They then make off with the various talismans. If the

PCs are still alive -- at this point, we're going "off the map" of the adventure -- they have to somehow reclaim the talismans before the Horsemen deliver them to Death in Il Aluk. If they do, they can squeak restore Azalin themselves, resulting in either a variants of "The Heroes Triumphant" or

"Tavelia Triumphant," depending on their actions. if they fail, it's "Death Triumphant."

The short version is, this is a scene the PCs really don't want to have happen.

Act III: Castle Avernus

*Thus, I had so long suffered in this quest,
Heard failure prophesied so oft, been writ
So many times among "The Band" - to wit,
The knights who to the Dark Tower's search addressed
Their steps - that just to fail as they, seemed best,
And all the doubt was now - should I be fit?*

—Robert Browning, "Childe Roland to the Dark Tower Came" (1855)

Act Three begins when the player characters acquire the true *soul focus* and successfully flee Martira Bay with it in their possession. The heroes will be in even better shape if they also possess the false focus. The heroes should be headed toward Avernus to unite the *soul focus* with Azalin's phylactery. Should the heroes try to flee the domain with the *soul focus* in their possession, the borders of Necropolis will automatically close to keep them trapped. Azalin is now increasingly aware of the heroes' actions, and he will not allow them to flee with his last hope for restoration.

Although the heroes are free to go anywhere they want in Necropolis, Balitor and Oldar (assuming they are still alive) will stress that they have no time to spare; the Horsemen are still closing in, and now the Kargat may be on their heels as well. If neither Oldar nor Balitor has survived this far, the encounters in Scenes Fifteen and Sixteen can still warn the heroes that time is of the essence.

Scene fifteen: A Desperate Chase

This scene basically covers the PCs' flight from Martira Bay across the countryside to Castle Avernus. It includes two encounters:

Valana's final Bow

Valana makes her final assault on the PCs, doing everything in her power to kill as many of them as possible. If she was killed earlier in the adventure, odds are the PCs didn't burn her body to ash. If that's the case, she comes back as a wight

(retaining her class levels). When the PCs finally put an end to her in this encounter, she chokes out one final prophecy: "Know this: When the King of Death has your sword to your throat, it will be too late to change your fate." (This is referenced in "The Heroes Victorious.") Valana may also spit out a dying curse, depending on the whim of the DM.

Strange Bedfellows

At some point, Kazandra and a small entourage of Kargat spawn and human Kargatane catch up with the PCs while on the road. They've been dispatched by Tavelia to stop the PCs and recover the talismans.

If the PCs won Kazandra over to their side during Act II, she and her Kargatane doublecross the vampire spawn, joining with the PCs. She offers her assistance as an ally -- at least until Azalin is rightfully restored. She also presses that Tavelia will send more and more Kargat when she fails to report back.

If the PCs failed to recruit Kazandra back then, this is their last chance. If they convince her now, then it's as above. If not, it's a battle to the death (though Kazandra would rather flee to fight another day).

Scene Sixteen: Enter Pestilence

On the outskirts of the Forest of Shadows, with about two days' journey left to go before the PCs reach Avernus, the PCs pass a roadside farmstead. They notice that the animals in the paddock are all oozing

with sores -- most of them are already dead -- and there's even a human farmer lying in front of the barn, wheezing his last breath, his body rotting as the PCs watch. If the PCs try to help the man -- Oldar will insist on it and try to rush over to help him -- Pestilence bursts from the barn, launching its attack. (And if the PCs don't stop to help, Pestilence attacks anyway.) If Oldar did run up to the barn, then it's he who Pestilence attacks first, pinning him to the ground with its lance. This scene plays out like the encounter with Famine, except this time, Pestilence isn't playing around. It demands the soul focus -- and it knows the PCs have it.

If the PCs don't hand it over immediately, Pestilence lets Oldar go -- he's rotting now anyway -- and moves in on the PCs. If the PCs are clever and resourceful enough, they can hand over the false focus. Pestilence doesn't suspect the trick, and takes off immediately for Il Aluk, cackling horribly with glee. Otherwise, it's a battle to the finish. (If Pestilence is destroyed, it's still restored in time for the next scene.)

The final clock is ticking down -- Pestilence will rush the false focus to Il Aluk. In the meantime, the PCs won't have to worry about the Horsemen. However, once Death gets its claws on the false focus, it'll see through the trick, and it won't be pleased to say the least.

Scene Seventeen: At the Gates

The PCs arrive at the gates of Avernus with their surviving allies. As the PCs reach the foot of the castle, however, they spot the Horsemen -- all three of them -- bursting from the edge of the forest to the north at a mad gallop. They still have to cross the cleared land, but the combined fury of the Horsemen will be on the PCs in a matter of moments. If Kazandra is with the party, she offers to hold off the Horsemen to buy some time. She won't last long, however, so it won't be much time.

Meanwhile, Galf Kloggin and his brigands are up on the crenelations. Balitor announces himself and demands that Galf let them in, but Galf reveals his doublecross. The little rat-bastard (literally) says he won't let them in unless they give him the *soul focus*. Galf's also a little rattled by the hellish trio currently barreling up the way toward him.

The PCs have a couple of options here:

* The PCs get inside the castle by their own means. The simplest means to that end is to have someone climb the walls and fight their way to the gate controls. Galf's forces are mainly wererat rogues and warriors, with a handful of werewolves and maybe even a werebear.

* The PCs agree to hand over the *soul focus*. Galf opens the gate a crack and tries to take it before letting the PCs in. If he somehow succeeds, he shuts the gate again, leaving the PCs outside, at which point he returns to the crenelations and taunts the PCs with his cleverness. In this case, when the Horsemen arrive, all the PCs have to do is point out that they don't have the soul focus anymore -- it's Galf's problem now. As much as the Horsemen would like to destroy the PCs, their primary focus is on recovering the focus, so the PCs can just step aside if they like -- or even help the Horsemen breach the gates.

More likely, when Galf opens the gate to take the *focus*, the PCs use the opportunity to force their way inside. The werebeast brigands put up a fight, trying to get the focus from them, but it doesn't last long -- some of the brigands have to turn their attention to shutting the gate before the Horsemen get in.

* If the PCs bluff Galf, saying they'll just hand the *focus* over to the Horsemen then, Galf breaks down (he's been ordered to make sure the Horsemen don't get it) and lets the PCs in anyway. After they shut the gates, the brigands attack, as above.

The Horsemen arrive shortly thereafter. They don't mess around with threats or promises. Instead, to breach the powerful magic reinforcing the gates of Avernus, they dismount and use their own steeds as battering rams. This destroys the steeds (theoretically, at least until Death reforms them for the Horsemen) and thus weakens the Horsemen, but it does get them inside after a few rounds.

Scene Eighteen: Within the Keep

The PCs need to find Azalin's phylactery in the remaining moments before the Horsemen breach the gates. Fortunately for them, it's no longer all the way up at the top of the keep. While occupying the castle, Galf's brigands have thoroughly looted the place (losing quite a few of their number in the process) and have been packing up their stolen loot -- much of which they don't even understand -- in

the throne room. Galf's wererats engage in a fighting retreat in that direction, inadvertently leading the PCs the right way. Galf's men don't really have the PCs' destruction as a goal; with the Horsemen bearing down on them, they just want to get back to their loot, grab as much as they can carry, and scurry away the first chance they get.

As a note, along with the phylactery, Tavelia ordered Kloggin's men to gather up anything of "sentimental value" to Azalin, to spark his memories and ease his return to the world. But there was also plenty of valuable stuff lying around that Galf didn't think the old wizard would miss.

Galf isn't insane; if the PCs explain that they can combine the *soul focus* and the phylactery to destroy the Horsemen -- who otherwise are going to slaughter everyone present -- that bit of Diplomacy can convince Galf's forces to stand down, and even to lead them directly to the throne room.

The scenes inside the castle are keyed to the map from *From the Shadows*, though the PCs are likely only going to enter a few rooms. If the PCs do go "off track," however, brief descriptions are included for the rest of Avernus to bring it up to date (and reflect its years of neglect and Kloggin's recent activity).

Scene Nineteen: The Throne Regained

The PCs reach this scene when they enter the throne room with the *soul focus*. If it hasn't happened yet, the Horsemen breach the gates at this moment, and will thus be on the PCs in a matter of rounds.

To restore Azalin, the PCs need three things:

- * The soul focus, which the PCs have. Check.
- * Azalin's phylactery, which Kloggin's men have rolled down to the throne room. Check.
- * A body for Azalin to inhabit. As Balitor eyes the remaining brigands, he mentions "any old bones will do." Rather than become the sacrifice in a magic ritual, Kloggin (and any of his remaining men) are quick to point out that they have bones -- a complete skeleton, just sitting in a sack propped by the throne. They were told to find objects of sentimental value, and Kloggin assumed that whoever the inhabitant of the ornate crypt they discovered was -- Irik Zal'Honan, in fact -- he

probably meant *something* to Azalin to merit the royal treatment.

As the PCs touch the *soul focus* to the phylactery, Mists immediately begin to coalesce and converse around the bones and assorted trinkets. Azalin's spirit is being drawn back into a corporeal body, a process that will require several rounds. As soon as the process begins, any remaining brigands, including Kloggin, try to unobtrusively grab some loot and sneak out, hoping to lay low until the Horsemen have passed, then slip away.

Round One: Reddish lights start to pulse in the mist as it flows around the bones. Any ability drain caused by the Shroud immediately disappears as the Shroud begins to lift.

Round Two: The bones clatter together into a human shape, and the pulsing skeleton sits bolt upright. As the Shroud is fully dissipated, the PCs' maximum hit point totals are restored to normal (along with getting that 10% of their hit points back immediately, a nice little boost).

Round Three: The skeleton flies to its feet. Good news! Also, if they haven't already, the Horsemen burst in. Bad news.

The Horsemen have but one goal: To stop Azalin's return. If they separate the *soul focus* from the phylactery, the process stops cold. The bones clatter to the floor, and if the talismans are combined again, the process has to start from scratch.

Until the process completes itself, the PCs have to keep the Horsemen away from the phylactery, by every means at their disposal. If the Horsemen get an opportunity to slip by, they'll take it, but otherwise they're content to simply hack their way through the heroes. This is the final stand, with no room for retreat on either side.

Rounds Four and Five: As the skull's eye sockets fill with an increasingly bright reddish glow, mists continue to stream through the room into the skeleton. The reddish, pulsing glow surrounding the bones intensifies, almost as if forming blood and muscle around the skeleton. Meanwhile, the PCs just need to stay alive.

Round Six: With a final flash of reddish light from his eyes, Azalin once again cloaks himself in his mortal illusion. The Horsemen freeze, then back away in terror. Now they fight only if attacked, and

black mist begins to stream away from their bodies, as if blown on a wind originating from Azalin himself.

As the last wisps of pale vapor seep into Azalin, just before the glow dies out in his eyes, he proclaims, seemingly to no one, "I... am... Darkon." His gaze then gains focus, and he glares at the heroes before him. Azalin asks, "Where... am I?"

If no PCs reply, Balitor supplies that Azalin has been gone for nearly five years. Azalin frowns. "I have gone nowhere. I have been swimming in dreams of darkness." His gaze then shifts to the cowering Horsemen, and he sneers, taking a step toward them. He addresses them. "Interlopers... You are the servants of Death, are you not? I sense his presence in your fear. In your final moments, tell your master this: Azalin Rex has returned, and there will be... changes made." Azalin gestures at the Horsemen — barely a flicker of his fingers — and the Horsemen are instantly destroyed as if hit by an atomic blast.

Epilogue

Death Victorious

*This day, this day of wrath
Shall consume the world in ashes.*
—Traditional Requiem Mass

If Death obtains the *soul focus*, then the heroes have failed utterly and the domain of Necropolis is truly doomed. Death activates the *soul focus* immediately, absorbing Azalin's dispersed spirit into itself. Death's campaign to devour the power of Azalin Rex now takes days instead of decades. Azalin is destroyed, and Death becomes the new darklord of Necropolis.

As Death absorbs Azalin's strength, its powers expand to fill Necropolis. The effects of the Shroud intensify as Death tears the slivers of Azalin's soul from every living heart; every creature in the domain must succeed at a saving throw vs. death magic each night or permanently lose 1 hit point. This loss is cumulative; any creature drained to 0

Far away, in Il Aluk, Death senses the destruction of the Horsemen as one might experience having the blade suddenly drop while sticking one's arm through a guillotine.

Scene Twenty: Denouement

As the dust settles from the final battle with the Horsemen, the PCs find themselves in the throne room with Azalin, who -- mentally at least -- is still settling in from his state of powerless omnipotence. However, he's also at full power, and in his rattled state, he brooks no insolence. His first act is to demand that everyone present kneel before him. If anyone tries to attack him, he bats them away with a simple spell -- or perhaps simply destroys them outright. Azalin is obviously on the razor's edge of a TPK here, and demands to know why he shouldn't simply destroy the PCs where they stand. It's up to the PCs -- or Balitor, if needed -- to "talk Azalin down." Once Azalin is himself again, the adventure is over, with "The Heroes Victorious."

hp by the Shroud dies, rising within 1d10 rounds as an undead creature under Death's control.

Even this nightmarish life is too good to last. Unseen, unheard, the deadly aura hanging over Il Aluk begins to expand at the rate of two miles per day, snuffing all life in its path. Three days after Death's victory, Castle Avernus slips within the zone of death. Nearly a week later, the deadly energies reach Rivalis, slaying the town as it sleeps, and the horror begins. On day eleven, the death field slides across Viaki, Corvia, and Martira Bay. Enough survivors flee the doomed cities in time to spread panic throughout the remains of the domain. Mayvin falls in the following days, and hundreds of those fleeing dead Nartok are cut down by Drakov's merciless troops at the Falkovnian border.

Three weeks after Death's victory, Karg is slain; a week later, Tempe Falls and Maykle have joined it. Seven weeks after Death's victory, when

abandoned Nevuchar Springs becomes the last city to be consumed, all of Necropolis has been transformed into a land of the living dead. The surviving refugees claim the Hour of Ascension is at long last at its end, and that Death now rides across the silent country with its Horsemen.

But not even this vast new power can sate Death's hunger. Within a year, the Shroud manifests in the domains bordering Necropolis, and the cycle begins anew. The Demiplane of Dread has taken one step closer to the Time of Unparalleled Darkness.

Tavelia Victorious

*What shall I, a wretch, say then?
To which protector shall I appeal
When even the just man is barely safe?*
—Traditional Requiem Mass

This result occurs if Tavelia succeeds in using the false *soul focus* to restore Azalin at half strength, binding him to her control. It is also conceivable that the PCs may learn how to use the rite to make Azalin into their own slave. Should the heroes follow this route, they inherit the fate described for Tavelia below.

With half of his spirit sealed within the false *soul focus*, the enslaved Azalin is too weak to completely throw off Death's dire influence over his domain. The major effects of the Shroud lift, but a spiritual miasma still hangs over Necropolis and nightmares still lurk in the shadows. Azalin still gains the ability to read and modify the memories of anyone in his domain (as detailed in Ravenloft Gazetteer II), but he drops to 9th level.

Now secure behind the protection of her puppet king and husband, Tavelia Regina revels in her new power and freedom. She flaunts her undead nature and is feared as a brutal and sadistic tyrant. Exposed for the hollow mockery that it is, the Faith of the Overseer is shattered. Most priests of the Overseer are forced to flee before the wrath of lynch mobs — even those rare priests from outlying villages who were unaware of their religion's true nature. The Nevuchar Springs sect of the Church of Ezra tries to spread into western Necropolis to fill the vacuum, but is stymied by the locals' bitter distrust of all priests and organized religions.

Azalin is magically compelled to obey Tavelia's direct commands and is unable to oppose her directly. Unfortunately for the queen, Azalin does not bear his chains gladly. As the months pass, he starts scheming behind Tavelia's back to engineer her destruction. If the heroes proved themselves loyal to Azalin during this adventure, he may secretly recruit them to help him seek vengeance against his unwanted bride.

On the other hand, if it is the heroes who have enslaved Azalin, it is they whom he now seeks to destroy. Those who hope to keep Azalin as a pet should enjoy their power, for they will pay dearly for it soon enough.

The Heroes Victorious

*That day is one of weeping
On which shall rise again from the ashes
The guilty man, to be judged.*
—Traditional Requiem Mass

This ending is possible only if the heroes restore Azalin to full power by uniting the true *soul focus* with the lich's phylactery. RAVENLOFT Third Edition accessories assume that the PCs were victorious and that Azalin has been restored.

In the instant Azalin exerts his control over the domain, Death's ability to extend its essence into Necropolis is shattered. The heroes witnessed this severed connection in the immediate destruction of the Horsemen, a blow that strikes Death to the quick. The Shroud lifts from the domain, and everyone soon recovers from its draining effects. The Drowning Dreams come to an end. As the evil presence hanging over the domain recedes into Death's realm, Il Aluk becomes a domain, its borders marked by those of the death field hanging over the city. Death becomes a true darklord. Rumors emerge that the destruction of the Horsemen has greatly weakened Death, damaging its ability to control the undead within its domain. The Hour of the Ascension has at long last passed.

Azalin must begin the long process of repairing his crumbling kingdom. Azalin quickly determines who his friends were and who were his foes during his dark days, and delivers fitting rewards and punishments.

Balitor: Azalin restores Balitor's immortality, quickly returning his ally's youth. But as Balitor knew, the extra years come at the cost of his spirit.

When Balitor inwardly admits that he is again enjoying a life wrongfully wrenched from others, he becomes distant and troubled once more.

Oldar Wahldrun: If Oldar was slain, Azalin promises to restore his life (Azalin will also promise to do the same for any slain PCs). Azalin will clone Oldar in the Hall of Life, then pass off the copy as a restored original. When Oldar is thus revived (or if he survived), he asks only for Azalin to restore the spells protecting his family's farm. Azalin complies, and Oldar returns to his family.

Tavelia: Her long reign in the Kargat comes to an end. Azalin still considers the Overseer an invaluable tool, so he will not allow the truth behind that religion to be exposed, but Tavelia herself is to be eliminated. Azalin offers the task to the PCs. If they accept the challenge, the heroes can return to Martira Bay in a follow-up adventure, with the explicit goal of executing Tavelia while enjoying Azalin's patronage. If Tavelia survives the heroes' first attempt at retaliation, Azalin may destroy her himself, or she may flee the domain to brood over her losses and prepare her own vengeance.

Galf Klogginn: If Galf escaped Avernus in Act Three, he and his surviving bandits flee deep into the Forest of Shadows. Azalin considers Galf another traitor, but recognizes him as the pathetic, shortsighted fool he is. Azalin does not deign to punish Klogginn personally, but he does alert the barons of Nartok and Rivalis to Galf's identity and activities, assigning them the task of bringing the "bandit king" to justice.

Lady Kazandra: If Kazandra joined forces with the heroes, Azalin rewards the vampire for her loyalty by promoting her to the top of the Kargat's ranks. General Kazandra is then assigned the lengthy and unenviable task of reunifying the fractured secret police. She will consider the heroes to be uncertain allies at best, but promises to ignore them so long as they return the favor.

The Player Characters: Last but not least, the heroes can reap rich rewards of their own. Depending on their interests, Azalin can offer restored youth, all the gold coins they can carry, or magical tutelage. If the PCs entered Ravenloft from another world at the beginning of this adventure, Azalin promises to find a way to send them back home. He may even be capable of fulfilling this task.

However, the first boon Azalin will offer to the heroes is to grant them knighthood, which includes a title, a small manor, control over enough farmland to sustain a hamlet, and a certain degree of wealth and power. Such rich rewards do not come without strings, however. Azalin expects obedience from his knights, which at the very least means that they must not betray his secrets. Azalin may also occasionally assign missions to the heroes. While these missions will certainly be filled with thrills and adventure, some of them may also require huge powers checks!

The knighting ceremony itself may prove even more chilling, however. As each PC kneels before Azalin, the king taps that hero's own weapon to his or her shoulder. As the PC who killed Valana is being knighted, he or she should be reminded of Valana's final prophecies. Azalin Rex is the King of Death, who would destroy the Land of Mists for the sake of a single soul — and it is the heroes who have unleashed him upon the world.

Once and future King

Night had fallen across the land, cloaking the evening sky in deep violet. Azalin stood alone on the King's Watch atop the highest tower of Avernus, and gazed out over his kingdom, savoring the silence.

"Congratulations, father." The voice jolted Azalin from his reverie. He spun to face the speaker, a golden-haired, spectral youth who had silently materialized on the balcony.

"Irik," murmured Azalin, stunned. "How is it that you have left your crypt?" Azalin's son had not strayed from his tomb in all the decades since his death.

Irik gestured to his father. "You wear my bones," he said, without malice. "Where else would I be?"

Azalin looked down at his hands. "I will remedy the situation at once," he uttered, after a heavy pause.

"There would be little point," said the ghost. "My resting place has been defiled. It no longer holds any meaning for me. Plus, I fear you need me here more.

"Was the murder of all those thousands worth it?" Irik asked, his voice still devoid of hatred. "Look

what it won you. Five years of oblivion. Your kingdom is in ruin, and the jewel in your crown is lost." Irik cast his gaze towards Il Aluk, a dark smudge on the horizon.

Azalin scowled. "Always to be my tormentor?"

Irik frowned, his face sorrowful. "Never. Your conscience, perhaps. My words can only torment you because you know them to be true. I know you too well, father. Already you plan your vengeance — against that thing calling itself Death, and against everyone else you blame for the choices you yourself have made. Death calls you 'father' as well, you know. But you won't be able to cut off that son's head."

"Enough!" Azalin bellowed. "You do not know me as well as you think! I have lost much. And I do already think towards the future. But I did not sleep these past years." Azalin turned to look out over his domain. "I could hear them all; the thoughts of

the living, of the dead, of everything... even your thoughts, my son."

Azalin turned back to Irik, grinning. "Vengeance is for another day. Tonight I will heal a wound."

Azalin's illusory eyes closed as he focused his thoughts. In a moment, the deed was done.

The people of Necropolis dreamed that night. When next they woke, they remembered something new. Each and every one of them recalled that their homeland suffered under the pall of Death no longer. One thought at a time, the name of Necropolis withdrew from the land, replaced by an old memory, until it retreated into Il Aluk, and was heard no more. The kingdom of Azalin Rex was Darkon once again.

