

# DARK HEART OF MITHRENDAIN

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Sunlight bathes the soaring towers of the eladrin city of Mithrendain. Gentle breezes swirl through wooded parks and along well-kept streets, and in the ancient settlement whose golden hues have seen it named the Autumn City, thousands live in peace and prosperity. For centuries, the fomorian chasms deep beneath the city have stood silent below the great magical seals that closed them in the waning days of the eladrin empire. Over long years, the folk of Mithrendain have forgotten the dark threats of old, becoming complacent in their tranquility. And so none suspect that corruption lurks at the heart of the city, spreading out from the shadows to taint all it touches.



A month ago, Councilor Saffrenia, one of the city's leaders, began to see signs of corruption among some of her fellow members of the city's ruling council. However, her subsequent investigations have come to the attention of the dark figure behind that corruption, who has no qualms about killing Saffrenia before her suspicions spread. During an assassination attempt, the councilor's path crosses with that of a group of heroes from the mortal realm. Together, she and the PCs must venture into darkness, becoming hunter and hunted in a deadly chase in which the fate of the city hangs in the balance.

"The Dark Heart of Mithrendain" is an adventure for 12th-level PCs.

## ADVENTURE BACKGROUND

The city of Mithrendain is a stunning jewel in the crown of the eladrin, and is detailed on in *Dragon* #366. Built around an ancient fortress meant to seal away the threat of assaults from the Underdark, the city has long been coveted by fomorian kings chafing at their failed history of conflict with the eladrin. One fomorian in particular, a brutal despot named Musagzi, has long set his sights on the Autumn City. However, rather than risk his forces on a frontal assault against Mithrendain's impressive defenses and arcane wards, the fomorian has decided to try a more subtle approach.

Dispatching the lamia Jelvistra on a mission to the city, Musagzi has charged her with corrupting and coopting Mithrendain's ruling council. By controlling the city's leadership, the fomorian hopes to weaken Mithrendain, eventually breaking the seals that will

allow his forces to attack from the Underdark and raze the city.

Jelvistra poses as an eladrin noble recently arrived in Mithrendain. To maintain that cover, she rents luxurious apartments in the city, though she spends little time there. Deep beneath the citadel at the heart of Mithrendain, the lamia has shut down one of the city's mystic seals and opened up a passage to the Underdark, where she directs her careful plans to fruition.

Jelvistra has wasted no time getting close to four of Mithrendain's seven councilors. Unfortunately, the taint of corruption within the city's leadership has aroused the suspicions of Councilor Saffrenia Movrymm. Her quiet investigation threatens Jelvistra's plans, and has forced the lamia to send a force of assassins to end the councilor's threat. However, the threads of fate conspire to have Saffrenia's path crossed by a group of heroes from the mortal realm.

## ADVENTURE SYNOPSIS

The PCs unintentionally end up in the Feywild city of Mithrendain, where they find themselves caught up with an eladrin councilor under attack by hired killers. Mistaken for allies of Saffrenia, the PCs find themselves fighting at her side. In the aftermath, their actions see them welcomed to Mithrendain as heroes.

Saffrenia can open a portal back to the mortal realm for the PCs—but first, she asks their aid. The corruption at the highest levels of government means that Saffrenia can trust no one—not even the city guards who should be the ones to investigate her allegations. As the PCs take part in a celebration at which they are unexpected guests of honor, they meet

a number of councilors, clandestinely seeking evidence of their corruption on Saffrenia's behalf.

At the center of Saffrenia's suspicion stands Councilor Dresyae Tlathlyn, whose arrogance hides a deep-seated hunger for power. Through him, the PCs learn of a mysterious noble named Jelvistra and her connections to a number of those on the council.

Chief among Saffrenia's concerns are recent council directives to block off a number of the tunnels in the catacombs—a network of passages (some natural; some not) below the city. On the face of it, sealing off the catacombs seems like a positive security measure, but the manner in which the plans to do so were pushed through council without debate is what first aroused Saffrenia's suspicions.

Like all councilors, Dresyae wears a symbol of office that serves also as one of the keys to the great arcane seals beneath the city. However, the seal Dresyae wears is a fake, hinting at even more dangerous plots than Saffrenia has suspected.

Fearing that another assault on her life will come sooner than later, Saffrenia asks the PCs to accompany her as bodyguards to a meeting in the Old Battery. There, she seeks information and aid from a gang of young toughs and exiles. However, agents of Jelvistra get wind of the meeting and attack, forcing Saffrenia and the PCs to flee to the catacombs beneath the city.

There, the party and the councilor make a shocking discovery. The seal keyed to Dresyae's symbol of office has been shut down, a passage cut through from Mithrendain to the Underdark. Together, Saffrenia and the PCs descend deep into ancient fomorian caverns, braving deadly threats before facing off against the lamia herself, the fate of the city in the balance.



## THE FORCES OF DARKNESS

This adventure assumes that Jelvistra is an agent of the fomorian king Musagzi, whose plots are far reaching and likely as mad as he is. However, the force behind the lamia's attempt to corrupt Mithrendain can be customized according to the needs of your campaign.

**Drow:** No group loathes the eladrin more than their fallen cousins, the drow. As an agent of the dark elves, Jelvistra might seek to weaken the city in advance of an all-out assault. By reclaiming Mithrendain in the name of Lolth, the drow seek to use the city as a staging ground for attacks against other eladrin enclaves.

**Infernal Cult:** A group of the city's wealthy elite have turned away from the worship of Correllon in favor of patrons who offer more direct rewards. Hoping to sway the entire city to the worship of their dark masters, they have begun by corrupting Mithrendain's leaders.

**The Far Realm:** The strange behavior of the corrupted councilors hides a madness deeper than Saffrenia knows. Jelvistra is a tainted agent of the unspeakable beings that dwell in the Far Realm, and her control of Mithrendain is the first step in a twisted plan. By coopting the arcane resources of the city, she seeks to create a rift to the Far Realm that might destroy the Feywild.

## ADVENTURE HOOKS

"The Dark Heart of Mithrendain" begins with the PCs hunting a goblin band before being transported to the Feywild. The party can be drawn into this preliminary action in a number of ways.

**Helping the Little Guy:** With their heroic reputations already well established, the PCs are approached by a group of local farmers and woodcutters. They ask the party to rout a group of goblins that have recently taken to raiding outlying villages and logging camps.

**Villain's Trap:** The party is on the trail of a villain—perhaps a foe who escaped from the PCs during a previous adventure. The PCs track down an underling who reveals that their foe is meeting with a group of goblin bandits that very night. However, the villain is using both the minion and the unwitting goblin thugs to draw the PCs into an area of the woods where he knows that a Feywild gate is set to open. If all goes according to plan, the PCs will find themselves lost in the Feywild, granting the villain revenge or putting them out of reach of interrupting his plans.

**Bad Blood:** For PCs who have a racial enmity for goblins or a history of conflict with their kind, the opening encounter can be worked into any routine travel. Whether the goblins undertake an ambush or are simply in the wrong place at the wrong time, the subsequent chase sees the party drawn into the Feywild.

## THE DARK HEART OF MITHRENDAIN

An initial running combat encounter sees the PCs snatched away from the mortal realm to the Feywild, where they are caught up in the plots threatening Mithrendain. Three encounters in the city (including a skill challenge) provide evidence of the extent of the council's corruption. When the PCs and Saffrenia flee to the catacombs, they find themselves descending deep into the lamia's lair and a final showdown.

### LOST IN FOG

The adventure begins as the party witnesses the goblins they have been tracking make a break for a nearby wood shrouded in fog.

*After a half-day of tracking, you finally locate your quarry. A dozen goblins are on the run, breaking for mist-shrouded forest to your left as the moon crests a ridge behind you. A shout goes up from the goblins as you are spotted. Quickly, they race into the cover of the fog and the trees.*

This introductory encounter takes the form of a running battle as the PCs chase the goblins into the fog. It is intended to be disorienting, and the characters will have to make concerted efforts to stay close together. The party starts 40 feet from the edge of the forest and the heavy mist shrouding the trees.

### FEY FOG

While fighting in the forest, the party travels through an unusual fog created at the point of contact between the world and the Feywild. A DC 16 Nature check suggests that the thick fog bank is not naturally

## STRANGERS IN TOWN

Mithrendain is a city of the eladrin, and visitors of other races are rare. Unless the party consists entirely of eladrin or elves who can look the part, the PCs are going to draw an inordinate amount of attention from the folk of the city. Sometimes this is a positive benefit, as when word spreads of the otherworldly heroes who saved Saffrenia's life. In other cases (as when journeying to the Old Battery), it makes keeping a low profile all but impossible.

occurring, while a DC 21 Arcana check reveals that the fog is connected to the Feywild.

Creatures within the fog hear a mix of strange sounds—voices from an unseen market square, the howling of goblins, cartwheels on cobblestones, and the clash of steel on steel. If light sources are brought within the fog, shadows do not seem to fall properly. A PC in the fog sees things moving from the corner of his eye.

In the fog, all creatures and objects within 10 feet of each other have concealment. Creatures farther away have total concealment. Perception checks made to locate a creature by sight or sound take a -10 penalty. On a check that fails by 10 or more, characters believe that they see or hear what they seek in the wrong direction. If the PCs attempt to leave the area of the fog, it and its effect spread beyond the forest to hem them in.

Each turn that a PC moves and is not already in combat, roll 1d6 and consult the table below to see what he or she encounters in the fog. Add 1 to the roll

### ROLL RESULT

1	The character moves through an area filled with dangerous thorns. +10 vs. Reflex; 1d4 damage and the target is restrained. A PC can free himself the following round as a move action.
2	A frightened goblin warrior (MM 137) appears out of the mist and attacks the PC. The goblin flees if bloodied.
3	A hobgoblin soldier (MM 139) appears out of the mist, seeming disoriented and confused. It attacks the PC and fights to the death.
4	Strange shadows loom around the PC. +10 vs. Will; on a successful hit, the target grants combat advantage until the end of its next turn.
5	The PC brushes up against a tree and discovers that it is insubstantial. The PC must make a DC 21 Acrobatics check or stumble onto a cobblestone street that disappears after she falls. +10 vs. Fortitude; on a successful hit, the target is dazed (save ends).
6	The PC briefly hears the sounds of a marketplace all around. As suddenly as they came, the sounds fade.
7	The PC sees an eladrin peddler pulling a small cart through the mist. The peddler takes no heed of the

for each previous round of combat, adjusting if the same result occurs repeatedly.

Award the PCs full experience for any goblins they defeat, though this initial fight should not prove a significant challenge.

## ENCOUNTER M1: A TIMELY RESCUE

Pulled from the mortal realm to a Mithrendain market, the PCs break up an assassination attempt and find themselves caught up in a plot that threatens the city.

**Tactical Encounter:** "A Timely Rescue" (page 115).

8	character, disappearing as he moves behind a tree. The PC finds her path blocked by a marble wall. Despite the cold fog of the forest, the stone is dry and warm to the touch, as though the sun had been shining on it.
9	The PC sees a goblin skullcleaver (MM 137) standing confused on a city street surrounded by surprised eladrin. The street fades from view as the eladrin scatter. The goblin sees the PC and attacks, fighting to the death.
10	An eladrin blackguard (see encounter M1, page 115) steps out of the mist and sees the PC, shouting "Treachery!" in Elven. He swings once at the PC (+17 vs. AC; 1d8 + 6 damage, then fades away into the mist.
11	The PC hears voices shouting in Elven as a woman shouts in defiance. The voices surround the PC, but no one is there.
12	The mists recede and all the PCs are standing in the middle of a sunny marketplace. The party has crossed into the Feywild and the goblins are gone.

## SAFFRENIA'S FAVOR

Moments after the fight ends, two squads of city guards arrive on the scene. Shouting challenges, they immediately move to surround the PCs, but Saffrenia stops them in their tracks.

*"These visitors are welcome to Mithrendain and under my protection. Their timely arrival in our realm and their bravery are the only reason I am alive to speak to you." From within her cloak, the woman pulls a golden amulet on a chain, its face inscribed with Elven glyphs.*

*Upon seeing the symbol, the leader of the guards motions his troops to drop their weapons. "Councilor Saffrenia," he says, bowing. "My apologies to you and your companions. What happened here?"*

Saffrenia tells the guards that she was attacked by common thugs, a sidelong glance to the PCs



indicating that she wishes to stick to that story. As the guards take any bodies or prisoners away, the PCs find themselves the center of attention among the guards and bystanders alike. Though many of the eladrin are clearly intimidated by characters of other races, word that the PCs have saved a beloved city councilor quickly spreads.

*Saffrenia quietly whispers that you need to talk. Then loud enough for the crowd to hear, she says: “Before the attack, I*

*was on my way to a council celebration. I would be honored if my saviors would join me.”*

Saffrenia leads the party away from the market. Though the PCs continue to draw gawkers, the eladrin give them a wide enough berth for Saffrenia to quietly speak.

*“I have lived in Mithrendain all my life, and have been privileged to serve the city as a councilor for many years. Recently, however, I have grown to suspect that a kind of corruption festers at the heart of the council—corruption that might extend into the city guard as well. For a month now, I have been making inquiries into the actions of certain of my fellow councilors. You saw the results in the marketplace just now.”*

If the PCs ask about the portal that brought them here, Saffrenia tells them she knows it.

*“It is an ancient gate that activates rarely and always of its own accord. However, I have some small power with such things. I can activate the gate to allow you to return to your realm. But before you go, I would beg a favor of you.”*

The attack on Saffrenia’s life confirms her fears of corruption within the council. However, she has yet to discover concrete evidence of that corruption, and is afraid to take her concerns to the other councilors until she knows who among them has been tainted. Saffrenia is sure that another attack is imminent, and she needs protection and allies she can trust while she searches for the evidence she needs. She asks the PCs to aid her in her effort to expose the darkness in her city.

**Quest XP:** Defending Saffrenia and destroying the threat to the city is a major quest worth 3,500 XP and a 5,000 gp honorarium that Saffrenia promises the PCs.

## ENCOUNTER M2: THE COUNCIL CELEBRATION

For their role in saving Councilor Saffrenia, the PCs are welcomed as heroes at an eladrin celebration. There, they have a chance to look for evidence of the corruption Saffrenia sees in the other members of the council.

**Tactical Encounter:** “The Council Celebration” (page 117).

## MIDNIGHT RENDEZVOUS

Armed with the information gathered by the PCs, Saffrenia leads them to a warehouse in the Old Battery. Her meeting there is with the Crimson Outcasts, a band of thieves and exiles. Saffrenia fears that the corruption in the council might have already spread to the leadership of the city guard and the Watchers of the Night (Mithrendain’s secret police). She needs to know what the outcast community has heard and seen.

The Old Battery is one of the seamier wards of Mithrendain, named for the line of towers that stood beside the original fortress from which the city has grown.

*Through back alleys and empty streets, Saffrenia leads you to the Old Battery. The eladrin you pass are shabbily dressed, watching you with the same intensity you witnessed in the celebration. However, you hear more muttered oaths and even a few threats of violence along these darker streets.*



At a decrepit warehouse with grime-streaked windows, Saffrenia stops. The street around you is deserted except for two figures lurking in the shadows to either side of the door. They nod as she enters. Within, the walls are lined with stacks of dusty boxes, younger eladrin wearing crimson armbands standing before them. They watch you with a predatory gaze, a young male in black leather stepping into the center of the room as the others close around you.

Saffrenia smiles, "It is good to see you Illianter."

"And you my lady," the boy responds with a wary but deferential bow. "I never expected to see one of your station in the exiles' quarter, and in the company of outworlders, no less. What do you want?"

Saffrenia fills the Crimson Outcasts in on the events of earlier in the day, and tells Illianter what her fears of corruption in the council, the guard, and the Watchers. Illianter eyes the party warily as the councilor speaks, but a DC 16 Diplomacy check from the PCs can help convince him that Saffrenia speaks the truth.

"We've been keeping a close eye on the operations sealing the catacombs. These tunnels have always been our way to travel freely under the city. At first, we assumed the council was trying to flush us out to the streets where they could keep an eye on us. The more we look, though, the more it seems there's something else going on. It's only some of the catacombs being sealed, and not even those that see the most use."

Before Saffrenia and Illianter can do anything but compare notes, the meeting is attacked.

### ENCOUNTER M3: QUICKLING AMBUSH

A force of quicklings bursts in on the meeting with the Crimson Outcasts, with deadly results.

**Tactical Encounter:** "Quickling Ambush" (page 120).

### A MOMENT'S RESPITE

To escape pursuit, Saffrenia takes the PCs into the catacombs, leading them from the Old Battery toward the Citadel. Eventually, the characters find themselves at the junction of a number of rough passageways trickling with rainwater runoff.

*The route Saffrenia takes you along seems sure to lose any potential pursuit. The catacombs of Mithrendain are a maze of ancient tunnels and side passages, most long disused by the look of it. Though some are rough stone, others are finished passageways showing the elegant style of the city above.*

*Eventually, you find yourselves in a wide cavern with ledges surrounding a central pool fed by trickling rainwater runoff. Glowing moss covers the ceiling, filling the area with dim light.*

Saffrenia suggests that this chamber is a good place to rest. This area is near one of the secret entrances leading from the catacombs into the Citadel. Though the air here is faintly musty, the chamber is clean and safe. The party can take an extended rest at this point.

The assault at the warehouse tells Saffrenia that her foes are even closer than she realized. In addition, those foes will be hunting the party now. Saffrenia fears that the reach of those behind the corruption of Mithrendain might extend even to the mortal realm.



If the PCs cannot help her discover who is behind the threat, the characters might well find themselves hunted even after returning home.

### L1: THE HUNT BEGINS

As they try to get to safety, the PCs find themselves descending deep into the lamia's lair. Saffrenia's plan is to lead the party through the catacombs and to the

*Within, you see a chamber unlike anything else you have seen so far belowground. A large room of worked stone has a glowing circle set upon the floor...*

Citadel. There, she hopes to find Flaeorn Marnon and the other councilors not yet corrupted, convincing them to take a stand against the others.

Unless noted otherwise, all of the areas in the lamia's complex are dark.

*As you make your way along more twisting passageways, you see signs of the work the Crimson Outcasts described. Many passages have been blocked off by new stonework, Saffrenia taking you on a circuitous route toward the lower reaches of the Citadel.*

*Along a finished stone corridor, Saffrenia slows to feel her way along the wall. You hear the click of a hidden catch, and a concealed door swings wide.*

*Within, you see a chamber unlike anything else you have seen so far belowground. A large room of worked stone has a glowing circle set upon the floor, but the far half of the chamber is piled high with sandy soil. A glistening amber resin lines a tunnel cut through the mound that has disrupted the circle. Five eladrin soldiers in chainmail lie dead before it, vines and mushrooms sprouting from their corpses.*

Saffrenia is visibly shocked at what she sees. If the PCs ask her what it means, she answers truthfully that she does not know. The magic circle is one of the seals protecting Mithrendain, apparently breached by the creatures of the Underdark it was meant to protect against. This seal was the one keyed to Dresyae's missing symbol of office. (If the PCs did not deter-

mine that Dresyae's symbol was missing, the broken seal implies that the corrupt councilor is involved, one way or another.)

Saffrenia has the proof she sought of the threat to Mithrendain, but that proof might have come too late. She and the PCs must now enter the breach in order to find Dresyae's symbol of office and close the seal once more.

*The breach shows signs of recent digging, and the resin is covered in dripping slime. The light of the magic circle flickers as it slowly dies.*

The PCs have found the route opened by the lamia Jelvistra into the fomorian realm. The hole in the ground is 10 feet across. No light emanates from within.

A DC 16 Heal check made to investigate the bodies suggests that the eladrin guards were killed by some kind of insect swarm (Jelvistra's *devouring swarm*), and that they have been dead approximately two weeks. (Jelvistra has used Dresyae's influence with the Citadel Guard to ensure that no new patrols pass through this area.)

A DC 21 Nature check reveals that the vines entwining the corpses are not natural. A DC 21 Arcana check suggests they are infused with strange energy from the Feywild's Underdark.

The resin that lines the tunnel is solid beneath its coating of slime. A DC 16 Nature check identifies it as

## 1D6 BOON/CURSE

- 1 **Sharpened Senses:** Gain low-light vision. If you already have low-light vision, gain a +2 bonus to Perception checks.  
**Clouded Eyes:** Take a -2 penalty to Perception checks.
- 2 **Mobile:** Once per encounter as a free action, ignore difficult terrain when shifting.  
**Weight of Greed:** Your speed is reduced by 1 (minimum 1).
- 3 **Spirit of War:** Once per encounter as a free action, gain a +1 bonus to attack rolls with a longsword, longbow, or shortbow.  
**Untimely Fumble:** The first time you make a successful attack in an encounter, you must reroll and take the second result if it is lower.
- 4 **Lucky:** Gain a +1 bonus to your next saving throw.  
**Unlucky:** Take a -1 penalty to your next saving throw.
- 5 **One with the Feywild:** Gain the ability to use fey step (PH 38) as a daily power.  
**Bumbling:** Take a -2 penalty to all skill checks.
- 6 **Fortune Smiles:** You find a 1,000-gp gem in your pocket. This gem does not disappear after an extended rest.  
**Fate Takes Away:** The item taken from the wishing pool and two other magic items disappear from the character's possession. After an extended rest, the two items (but not the item from the pool) return.

some sort of insect resin, though whether the breach was dug by a single enormous creature or a swarm of smaller ones remains unknown.

## L2: DEADLY GARDEN

The route the lamia has opened up to the ancient fomorian caverns passes through a garden protected by a pair of voracious shambling mounds.

**Tactical Encounter:** "Deadly Garden" (page 122).



### L3: THE HATCHERY

This area has been set up by Jelvistra for the creation of a force of banshrae warriors.

*Large trees fill this warm cavern, their bark covered with clinging lichen and a strange black substance. Softly glowing cocoons are nestled between the roots of the trees, their soft shells moving.*

Two dozen cocoons, each the size of a small dog, drip a softly glowing amber resin similar to that lining the tunnel in area 1. A DC 21 Arcana check reveals that the cocoons contain the young of some insectoid fey creature.

If a callous PC breaks open one of the eggs (a move that Saffrenia opposes), a small humanoid with insectoid features and no mouth is seen inside. A DC 21 Arcana check identifies it as a banshrae. The immature creature quickly dies.

The bark of the trees has been replaced by black chitin, resembling an insect's shell.

### L4: THE WISHING POOL

An ancient pool is imbued with fey magic that Jelvistra has so far been afraid to tamper with.

*The buzz of insects fills the air in this dark cave, dominated by a pool filled with pale lily pads. In the center of the pool stands a statue of a laughing eladrin child, his hands extended as if to receive something.*

The wishing pool radiates magic (Arcana DC 16), though its purpose is not immediately clear. A successful DC 21 Perception check notices several items on the bottom of the pool. The water is clear and clean, and the PCs can retrieve the items easily

### JUST REWARDS

For their efforts in this adventure, the PCs are made Companions of Mithrendain, and they are always welcome in the eladrin city. In addition, Saffrenia and the remaining council members can bestow any of the following rewards upon the PCs, at your discretion.

**Dresyae Tlathlyn's Estate:** If he survived, Dresyae stands trial and is sent into exile. If the PCs are inclined to stay in the Feywild for a time, the new council finds it only fitting that the outsiders who risked their lives to save the city be granted Dresyae's estate. In addition to providing a base of operations, hidden rooms in the basement or journals in Dresyae's personal library might lead the PCs to future adventures.

**Saffrenia's Ritual Book:** Saffrenia shares the ritual that allows her to reopen the planar gate through which the PCs can return home.

### PLANAR KEY

*The air shimmers as the scene around you is replaced by a wholly different location. A gateway opens as the boundary between two worlds fades.*

**Level:** 13

**Category:** Travel

**Time:** 10 minutes

enough. However, Saffrenia warns them that taking without giving is often punished in the fey world.

For each item a PC takes from the pool, he or she must throw items of equal value back in (to within 20 percent, at your discretion). If this is done, no ill effect occurs. If something is thrown into the pool

**Duration:** Special

**Component Cost:** 200 gp

**Market Price:** 1,000 gp

**Key Skill:** Arcana

This ritual allows you to activate an existing permanent link between two planes. It otherwise functions as the Linked Portal ritual.

At the DM's discretion, specific permanent planar portals might only be operational at certain times.

At the completion of this ritual, make an Arcana check. The result determines the duration that the portal remains open.

**ARCANA  
CHECK RESULT**  
19 or lower  
20-39  
40 or higher

**PORTAL  
DURATION**  
1 round  
3 rounds  
5 rounds

**Titles and Patronage:** Cleaning out the full extent of the corruption in the city will take time. To aid in that effort, Saffrenia and the council name the PCs as Summer Knights of the Yellow Rose, empowering them to act as the council's agents. The Mithrendain council can act as a patron of the PCs in future adventures.

and nothing is taken, a PC finds herself the subject of a random boon upon leaving the area. If something is taken and nothing is given, a PC finds himself targeted by a random curse when leaving the area. Boons and curses last until the PC takes an extended rest. A PC can only be affected by one boon, but he





or she incurs one curse for each item taken. Consult the table to determine the results based on the characters' actions.

The following items can be found on the bottom of the pool: three 1,000-gp emeralds, a silver piece, a key ring containing keys to areas 7, 8 and 9), a pair of *goggles of night*, and an *amulet of protection* +3.

## L5: SELNARINE'S LAIR

A briar witch dryad oversees Jelvistra's banshrae breeding program and guards the entrance to the fomorian caverns.

**Tactical Encounter:** "Selnarine's Lair" (page 123).

## SAFFRENIA

While she accompanies the PCs, Saffrenia fights alongside them. However, despite her level and her powers, she remains a politician, not a warrior. While she is willing to put her life on the line alongside the PCs, she is more likely to use *healing touch* or *autumn's lure* from the sidelines, reserving her *gust of the frozen north* for dire emergencies. It is important that Saffrenia never steals the spotlight from the PCs.

**Saffrenia Movrymm** Level 13 Controller (Leader)  
Medium fey humanoid, eladrin XP 800

**Initiative** +8 **Senses** Perception +8; low-light vision

**HP** 122; **Bloodied** 61

**AC** 27; **Fortitude** 23, **Reflex** 25, **Will** 27

**Saving Throws** +5 against charm effects

**Speed** 6; see also *fey step*

⚔ **Staff** (standard; at-will) ⚔ **Weapon**

+18 vs. AC; 1d6 + 6 damage, and the target is dazed (save ends).

☃ **Gust of the Frozen North** (standard; at-will) ⚔ **Cold**

Ranged 10; +17 vs. Fortitude; 2d8 + 6 cold damage, and ongoing 5 cold damage (save ends).

☃ **Autumn's Lure** (standard; at-will) ⚔ **Charm**

Ranged 10; +17 vs. Will; the target slides 5 squares.

☞ **Healing Touch** (minor; encounter) ⚔ **Healing**

With a touch, Saffrenia allows the target to spend a healing surge and regain an additional 2d6 hit points.

☞ **Fey Step** (move; encounter) ⚔ **Teleportation**

Saffrenia can teleport 5 squares.

**Alignment** Good **Languages** Common, Elven

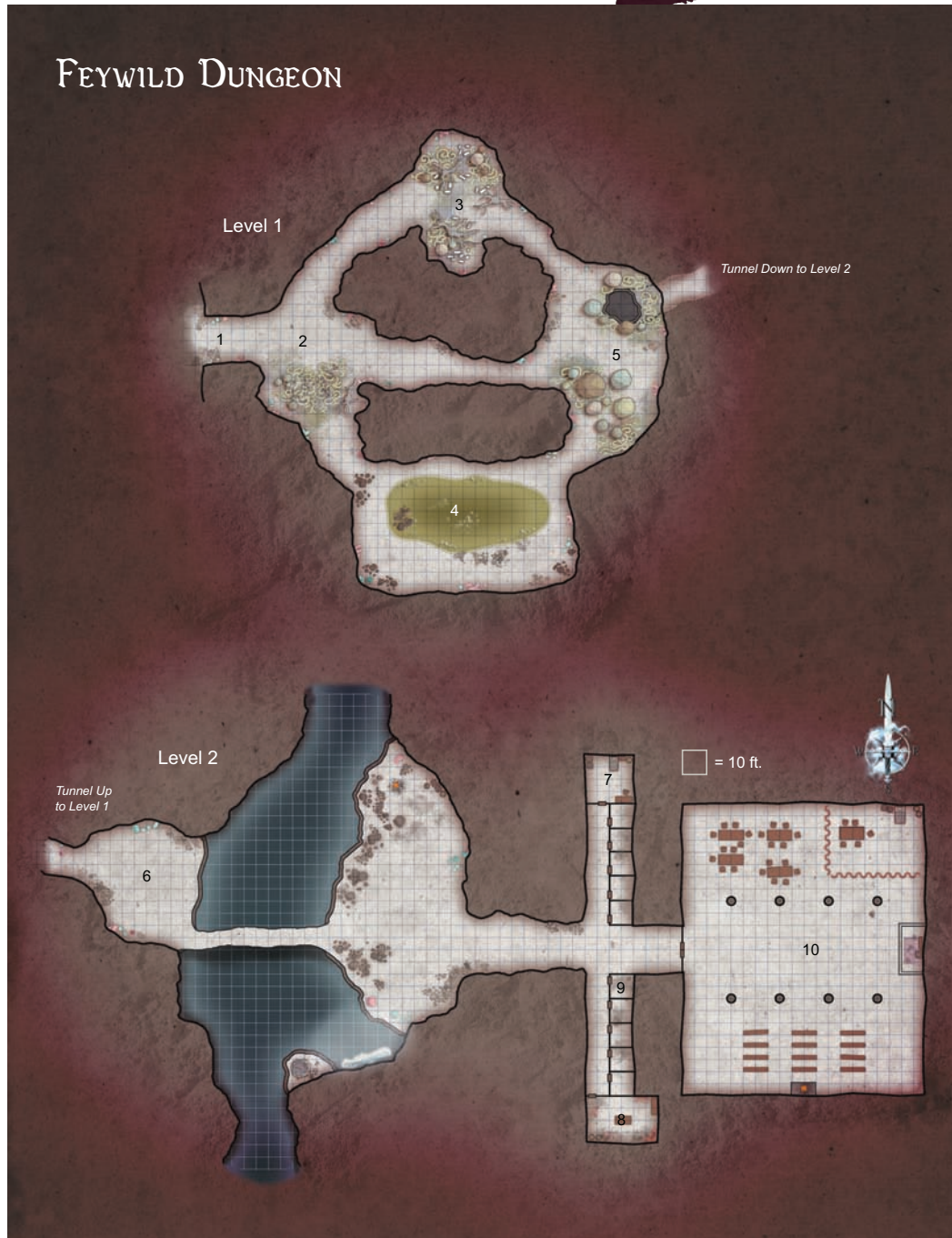
**Skills** Arcana +14, Bluff +11, Diplomacy +11

**Str** 10 (+6) **Dex** 15 (+8) **Wis** 14 (+8)

**Con** 10 (+6) **Int** 16 (+9) **Cha** 11 (+6)

**Equipment** robes, staff





## L6: WATERFALL BRIDGE

This ancient cavern has been reoccupied by a force of cyclopes in advance of the coming fomorian invasion.

**Tactical Encounter:** "Waterfall Bridge" (page 125).

## L7: CELLS

Beyond the cavern, the rough passage walls turn to worked stone. A line of barred cells fills a wide hall. Within the closest cell, you see scattered bones, rags, and bloodstained manacles fixed to the stone.

The cells are intended for the torture and questioning of eladrin prisoners. Though only a few have seen use so far, Jelvistra hopes that will change soon. The door to each cell is locked (Thievery DC 30, Strength DC 21), but one of the keys found in the wishing pool (area 4) opens them.

## L8: DRESYAE'S QUARTERS

The door to the northern room is locked (Thievery DC 30, Strength DC 21), but one of the keys found in the wishing pool (area 4) opens it.

*This worked stone chamber is furnished with a thick red carpet, a comfortable bed, and an elegant desk. A banner depicting the coat of arms of Mithrendain hangs on the wall.*

This chamber is used by Dresyae when he visits Jelvistra. Any search of the desk turns up documents and diaries revealing that he means to eventually betray Jelvistra and seize the city for himself.



In a hidden drawer of the desk (Perception DC 21), the PCs find a ring decorated in sapphires worth 2,000 gp.

## L9: TORTURE CHAMBER

The door to this room is locked (Thievery DC 30, Strength DC 21), but one of the keys found in the wishing pool (area 4) opens it.

*Instruments of torture fill this chamber. A rack sits at center with a steaming vat of acid behind it. An array of knives and picks hangs on the northern wall next to an iron maiden. To the southwest is some sort of covered pit.*

Beneath the wooden planks that cover the pit, the PCs find the remains of five eladrin (including city guards) who have been tortured and slain at the hands of Dresyae and Jelvistra.

## L10: THE LAMIA'S LAIR

In her great throne room, Jelvistra puts her plots for the fall of Mithrendain into action.

**Tactical Encounter:** “The Lamia’s Lair” (page 127).

*Instruments of torture fill this chamber. A rack sits at center with a steaming vat of acid behind it. An array of knives and picks hangs on the northern wall next to an iron maiden.*

## CONCLUSION

Once the PCs have defeated Jelvistra and her defenders, a thorough search of her sanctum reveals the full extent of the lamia’s plots for opening access to the Underdark beneath the city. The evidence the PCs and Saffrenia collect will clearly establish who on the council has been corrupted, and which councilors remain true to Mithrendain.

When the PCs have finished with Jelvistra and her servants, they make their way back through the Underdark tunnels without incident, returning to the chamber with the broken seal. With Dresyae’s symbol of office, Saffrenia is able to activate the seal once more and close off the passage to the caverns below.

Saffrenia calls an emergency meeting of the city council, with the PCs in attendance. When the evidence is presented, the corrupted councilors (including Dresyae if he was left alive) confess and are taken into custody. Arrest orders are issued for the corrupt agents within the guard.

When the PCs are ready to leave Mithrendain, Saffrenia gives them her final thanks, then performs the ritual that opens the gate to take them home.

## A TIMELY RESCUE

Encounter Level 12 (3,500 XP)

### SETUP

- 4 eladrin blackguards (G)
- 1 eladrin twilight enforcer (E)
- Saffrenia (S)

Once the party has crossed into the Feywild, they find themselves in the middle of a market square. Farmers and shoppers huddle behind produce carts in the midst of a street brawl. Several eladrin males with swords drawn are attempting to surround a female eladrin defending herself with a staff. Seeing the PCs suddenly appear as if by magic, the eladrin assassins assume them to be allies of Saffrenia and attack.

### TACTICS

The eladrin blackguards each issue a *Feywild challenge* to different PCs in an effort to prevent attacks against the twilight enforcer. They position themselves to use their *harvest's sorrow* power to protect the twilight enforcer, allowing him to direct the fight in their favor.

The twilight enforcer uses *binding bolt* against the strongest-looking melee combatants, giving the blackguards combat advantage against immobilized foes. He uses *teleporting bolt* against a spellcaster or ranged combatant trying to stay out of melee, dropping them where the guards can attack. He reserves *dazzling blast* until he can target two or more PCs.

These assassins ignore all threats or offers of parley. They do not surrender (knowing that Jelvistra will have them killed if they are captured). However,

if at least three of them are dead or unconscious and the other two are bloodied, the survivors flee.

### FEATURES OF THE AREA

**Bystanders:** Thirteen eladrin bystanders (labeled 'B' on the tactical map) have moved to the edges of the square, taking shelter in doorways, alleys, or under sellers' carts. The assassins focus their attacks exclusively on the PCs, but if any bystanders are attacked (including being caught in the PCs' area attacks), treat them as minions with AC 12, Fortitude 11, Reflex 12, and Will 11.

**Stalls and Carts:** Market stalls and vendors' carts selling produce and flowers, milk and cheese, and a wide variety of handicrafts are set up across the market square. A cart is tall enough that a Small creature can move under it and gain cover. It costs 2 squares of movement to hop up onto a cart. A character can make a DC 10 Strength check to tip over a cart, which then grants superior cover. A cart that is tipped over spills its contents in a 2-square-by-2-square area that becomes difficult terrain.



### ENDING THE ENCOUNTER

Once the assassins are overcome, the remaining bystanders react in fear to the PCs. A few run for help or shout for the city guard. The eladrin woman introduces herself as Saffrenia and thanks the PCs for intervening on her behalf. If the PCs are inclined to flee before the guards arrive, Saffrenia smiles and tells them to wait.



**Eladrin Twilight Enforcer (E) Level 12 Controller**  
Medium fey humanoid XP 700

**Initiative** +9 **Senses** Perception +7; low-light vision  
**HP** 114; **Bloodied** 57  
**AC** 26; **Fortitude** 23, **Reflex** 25, **Will** 25  
**Saving Throws** +5 against charm effects  
**Speed** 6; see also *fey step*

⬇ **Spear** (standard; at will) ⬆ **Weapon**  
+14 vs. AC; 1d8 + 3 damage, and the target is slowed until the end of the eladrin twilight enforcer's next turn.

↗ **Binding Bolt** (standard; at will)  
Ranged 10; +16 vs. Reflex; 1d8 + 5 damage, and the target is immobilized until end of the eladrin twilight enforcer's next turn.

↗ **Teleporting Bolt** (standard; at will) ⬆ **Teleportation**  
Ranged 10; +16 vs. Reflex; 1d8 + 4 damage, and the target is teleported up to 3 squares. The target cannot be teleported into an unsafe space.

⬅ **Dazzling Blast** (standard, recharge ⏏ ⏏) ⬆ **Radiant**  
Close blast 3; +13 vs. Will; 2d6 + 5 radiant damage, and the target is blinded until the end of the eladrin twilight enforcer's next turn.

**Fey Step** (move; encounter) ⬆ **Teleportation**  
The eladrin twilight enforcer can teleport 5 squares.

**Alignment** Evil **Languages** Common, Elven  
**Skills** Arcana +18, History +18, Nature +12  
**Str** 12 (+7) **Dex** 16 (+9) **Wis** 12 (+7)  
**Con** 10 (+6) **Int** 20 (+11) **Cha** 16 (+9)

**Equipment** robes, spear

## DEVELOPMENT

The assassins have the look of common street thugs, though their tactics and weapons indicate otherwise. Their attack on Saffrenia was intended to look like a robbery gone bad.

If the PCs attempt to capture any of the assassins for later questioning, Saffrenia discourages them. She quietly says that these killers have been sent by powerful foes that might have connections to the city guard. If the guards see them take a prisoner, it might lead to an even more deadly encounter.

**4 Eladrin Blackguards (B) Level 12 Soldier (Leader)**  
Medium fey humanoid XP 700

**Initiative** +14 **Senses** Perception +7; low-light vision  
**Feywild Tactics** aura 10; fey creatures in the aura score a critical hit on a roll of 19 or 20 (a roll of 19 is not an automatic hit, however).  
**HP** 117; **Bloodied** 58  
**AC** 28; **Fortitude** 22, **Reflex** 24, **Will** 22  
**Saving Throws** +5 against charm effects  
**Speed** 5; see also *fey step*

⬇ **Short Sword** (standard action; at will) ⬆ **Weapon**  
+19 vs. AC; 1d10 + 8 damage.

⬇ **Stab of the Entangling Wild** (standard action or opportunity attack; recharge ⏏ ⏏) ⬆ **Weapon**  
Requires longsword; +17 vs. AC; 3d8 + 8 damage, and target is restrained until the end of the eladrin blackguard's next turn. The eladrin blackguard cannot attack with its longsword while target is restrained.

↗ **Feywild Challenge** (standard; encounter)  
Ranged 10; the target is marked until the end of the encounter or until the eladrin blackguard dies, taking 6 damage each round it does not attack the eladrin blackguard.

**Fey Step** (move; encounter) ⬆ **Teleportation**  
The eladrin blackguard can teleport 5 squares.

**Harvest's Sorrow** (immediate reaction, when ally within 5 squares of the eladrin blackguard is damaged; at-will)  
Half the attack's damage is negated, and the eladrin blackguard takes the other half.

**Alignment** Evil **Languages** Common, Elven  
**Skills** Athletics +15, Arcana +10, History +10, Nature +12  
**Str** 18 (+10) **Dex** 22 (+12) **Wis** 13 (+7)  
**Con** 13 (+7) **Int** 14 (+8) **Cha** 16 (+9)

**Equipment** longsword

If the PCs persist, the captured eladrin knows only that he and his group were hired by a nameless third party to eliminate the councilor. He does not know who hired the group, or why.

**Saffrenia Movrymm Level 13 Controller (Leader)**  
Medium fey humanoid, eladrin XP 800

**Initiative** +8 **Senses** Perception +8; low-light vision  
**HP** 122; **Bloodied** 61  
**AC** 27; **Fortitude** 23, **Reflex** 25, **Will** 27  
**Saving Throws** +5 against charm effects  
**Speed** 6; see also *fey step*

⬇ **Staff** (standard; at-will) ⬆ **Weapon**  
+18 vs. AC; 1d6 + 6 damage, and the target is dazed (save ends).

↗ **Gust of the Frozen North** (standard; at-will) ⬆ **Cold**  
Ranged 10; +17 vs. Fortitude; 2d8 + 6 cold damage, and ongoing 5 cold damage (save ends).

↗ **Autumn's Lure** (standard; at-will) ⬆ **Charm**  
Ranged 10; +17 vs. Will; the target slides 5 squares.

**Healing Touch** (minor; encounter) ⬆ **Healing**  
With a touch, Saffrenia allows the target to spend a healing surge and regain an additional 2d6 hit points.

**Fey Step** (move; encounter) ⬆ **Teleportation**  
Saffrenia can teleport 5 squares.

**Alignment** Good **Languages** Common, Elven  
**Skills** Arcana +14, Bluff +11, Diplomacy +11  
**Str** 10 (+6) **Dex** 15 (+8) **Wis** 14 (+8)  
**Con** 10 (+6) **Int** 16 (+9) **Cha** 11 (+6)

**Equipment** robes, staff

## THE COUNCIL CELEBRATION

The PCs follow Saffrenia to a council-sponsored celebration in one of Mithrendain's many open parks.

*You find yourselves surrounded by eladrin revelers circling through seven large pavilions. Saffrenia explains that this is a council celebration, and that each pavilion belongs to a member of the ruling council. Such celebrations allow the folk of the city to meet freely with the members of the council, discussing concerns, creating petitions, or simply socializing.*

With word of the PCs' part in saving Saffrenia already circulating through the city, they are honored guests at the celebration and are welcomed in the pavilions of the other councilors. Saffrenia will be safe enough in her own pavilion during the celebration, giving the PCs the chance to glean insight into the four councilors Saffrenia suspects.

### INSIDE INFORMATION

The following skill challenge sees the PCs make the rounds of the pavilions of the four councilors under suspicion by Saffrenia, seeking confirmation of her fears.

**Setup:** The PCs can freely circulate throughout the celebration, keeping their eyes and ears open. Saffrenia gives them the names and descriptions of the four council members they should approach (see below). Depending on the racial makeup of the party, the PCs are likely to stand out in this crowd. The looks they get range from astonishment to revulsion, but their notoriety precedes them. The other

councilors are eager to meet the party that saved Saffrenia—though some are less thankful than others.

**Level:** 12 (XP 2,800)

**Complexity:** 4 (10 successes before 3 failures). Because the skill challenge plays out in four parts (see below), the PCs might wish to seek more successes in order to obtain additional information. For every two additional successes, award the party an additional 700 XP.

**Primary Skills:** See below.

**Special:** This section of the adventure is effectively four skill challenges in combination—one for each of the council members under suspicion. Information on each council member (and what kinds of things the PCs might learn from them) is given below.

Though the skill challenge connects specific information to particular checks, you can rework those revelations as you see fit. Improvise responses to the PCs' questions for things not covered below, using the broad sense of each councilor's personality and backstory, and the information in the "Adventure Background" section (page 105).

The PCs can hear about Jelvistra from a number of different sources, but the characters will have to piece the information together to get a full sense of the lamia's plots.

### DRESYAE ILATHLYN

Seduced by Jelvistra and now her lover, Dresyae is fully corrupted by the lamia and his own desire for power. He sees himself as the eventual master of Mithrendain, and plans to use Jelvistra's talents and contacts to marginalize the other councilors and take control of the military. Once well positioned, he will order both Jelvistra and the other council members into exile.

If the PCs gain two or more successes with Dresyae, they gather enough circumstantial evidence to believe that he is corrupt. If a PC earns a failure while speaking with Dresyae, he or she draws the attention of his guards, who forcibly remove the PC from his pavilion. That PC can make no further checks in this part of the skill challenge.

**Primary Skills:** Bluff, Diplomacy, Perception.

**Bluff (DC 16):** The PC quietly claims to know about Dresyae's corruption, or pretends to want to aid the councilor in his secret plans. A successful check causes Dresyae to drop the name of the eladrin noble Jelvistra, and to suggest that there might be a place for the PCs in Dresyae's plans. However, he tells them to steer clear of Saffrenia for their own good.

**Diplomacy (DC 10):** A PC seeking to ingratiate himself to Dresyae finds the councilor only too willing to talk about himself. He speaks of his role in the council's decision to seal off the catacombs, and lets on that he has even more extensive plans to ensure the prosperity and safety of the city.

**Perception (DC 16; DC 10 if following a successful Bluff or Insight check):** The PC notes that Dresyae's symbol of office (which he wears pinned to his jacket beneath a cloak) is close in appearance to that worn by Saffrenia, but not an exact match.

**Secondary Skills:** Insight, Thievery.

**Insight (DC 16):** Observing Dresyae for an extended period establishes the councilor's dark demeanor. He believes himself superior to his peers on the council, and carries himself with the air of a warrior, not a politician. A successful check grants a +2 bonus on further Bluff or Diplomacy checks in this part of the challenge. The use of this skill does not count as a success or failure in the skill challenge.



*Thievery (DC 16):* Dresyae is distracted, and a canny PC might be able to steal his symbol of office. If this is done, Saffrenia can tell the PCs how the symbols of office worn by the councilors secretly function as the keys to the arcane seals beneath the city. She also confirms that this symbol is a well-made fake, raising the question of where the real symbol is. The use of this skill does not count as a success or failure in the skill challenge.

## FLAEORN MARNON

The extravagant Flaeorn is given to bursts of unusual behavior. One day he might insist that purple is a foul color; the next, he orders his home painted in bright lilac hues. He is manic and random, and the people of Mithrendain love him for it. Flaeorn gives grand gifts to even the lowest of the common folk, and his pavilion is always packed. Jelvistra has repeatedly tried to corrupt Flaeorn, but his mercurial moods have so far thwarted her.

With two or more successes in this part of the challenge, the PCs believe that Flaeorn is not involved in any plots against the city. If a PC fails a check while speaking with Flaeorn, his mood darkens immediately and is noted by his crowd of supporters. Any further checks in this section of the challenge made by the PC (or any other PCs seen speaking with him or her) take a -2 penalty.

**Primary Skills:** Bluff, Diplomacy, Streetwise.

*Bluff (DC 21):* The PC can try to flatter or lie her way into Flaeorn's good graces, causing him to gossip about his fellow council members. He suggests that Dresyae is dangerous and power hungry, that Laemu would sell his children if the price were right, and that Serriay is far less capable than her recent success suggests.

*Diplomacy (DC 16):* The PC offers praise for Flaeorn's pavilion, inspiring the councilor to speak of enjoying the company of honest folk. He contrasts that with a councilor's obligation to deal with supplicants like Jelvistra, always wanting something in exchange for her offers of advice and favors.

*Streetwise (DC 16):* Flaeorn is surrounded by an adoring crowd. A PC who succeeds on this check learns that the councilor has performed many good works for the city, and that he has donated a sizable amount of his fortune to charities.

**Secondary Skill:** Insight.

*Insight (DC 16):* The PC spends time watching Flaeorn interact with the common folk to gauge his temperament and personality. All primary skill checks made by the PC in this part of the challenge gain a +2 bonus. The use of this skill does not count as a success or failure in the skill challenge.

## LAEMU SPIREMRUL

Councilor Laemu seeks only to advance himself by the collection of wealth. He was the first to fall to Jelvistra's plots, bought off for coin and the promise of more lucrative dealings with the lamia's unknown master.

*The extravagant Flaeorn is given to bursts of unusual behavior. One day he might insist that purple is a foul color; the next, he orders his home painted in bright lilac hues.*

Those who gain two or more successes against Laemu believe that he has been bribed to support plans to shut off and seal the catacombs beneath the city. If a PC earns a failure against Laemu, the

councilor orders his guards to show him and any PCs seen speaking with him away from his pavilion. Those PCs can make no further checks in this part of the challenge.

**Primary Skills:** Bluff, Diplomacy, Intimidate, Streetwise.

*Bluff or Intimidate (DC 16):* A PC can threaten Laemu or pretend he knows that the councilor is involved in illicit activity. Laemu deflects attention to Serriay, saying that she is the one determined to push through the closing off the catacombs. He merely accepted a small honorarium for his research into the issue.

*Diplomacy (DC 21):* The PC can attempt to win over Laemu with honest interest in the workings of the city's politics. With a successful check, Laemu speaks of the relationship between himself and those interested in the continued strength of the city, naming Jelvistra as a noble who has Mithrendain's best interests at heart.

A PC who gives Laemu a gift of coins or jewelry worth at least 100 gp gains a +2 bonus on this check.

*Streetwise (DC 10):* A PC who makes a successful Streetwise skill check overhears the talk of Laemu's underpaid and largely dissatisfied personal guards.

They hear of several late-night meetings with Jelvistra, and the fact that Laemu has been bribed with several thousand in gold to support her plans in the council.

**Secondary Skill:** Insight.

*Insight (DC 16):* The PC observes Laemu giving greater attention to those city folk who ply him with gifts, establishing the councilor's greed. With a successful check, the PC gains a +2 bonus on his next Diplomacy or Streetwise check made in this challenge. The use of this skill does not count as a success or failure in the skill challenge.

## SERRIAY CELSHIL

Serriay is a young eladrin who wants to be an effective leader on council but is ill suited to her position. Jelvistra has managed to exert control over her by feeding her suggestions for policy and protocol that Serriay has passed off as her own. Now indebted to Jelvistra, Serriay finds herself taking orders from her "friend."

*Serriay is a young eladrin who wants to be an effective leader on council but is ill suited to her position.*

Those who gain two or more successes with Serriay discern that she is beholden to another who has orchestrated her rise to power. While she may be good at heart, the councilor is clearly trying to cover up her connection to Jelvistra.

If a PC fails a skill check in this part of the challenge, Serriay's husband Thendol drunkenly asks them to leave her pavilion. If they do not, he punches them (+6 vs. AC, 2d6 + 5 damage) before passing out. However, Serriay's mortification gives the PC a +2 bonus to further checks in this part of the challenge.

**Primary Skills:** Diplomacy, Intimidate, Streetwise.

*Diplomacy (DC 16):* A PC who engages Serriay in conversation is introduced to her husband Thendol, who is only too happy to talk to the PCs. He speaks at length about Serriay's late-night meetings with the attractive and brilliant Jelvistra.

*Insight (DC 16; this check can be made only after a successful Streetwise check):* A PC can observe Serriay to intuit that while she genuinely cares for the people of Mithrendain, she seems wholly unsuited for the important role of councilor.

*Bluff or Intimidate (DC 21):* The PC threatens to expose Serriay's secrets. With a successful check, Serriay admits her relationship with Jelvistra. Additionally, she tells the PCs how the noble's formerly friendly suggestions and direction have lately turned to subtle threats.

**Secondary Check:** Streetwise.

*Streetwise (DC 10):* By observing and listening to the city folk in Serriay's pavilion, the PC hears of the young councilor's recent rise to a leadership role in council. A successful check grants a +2 bonus on the PC's next primary skill check. The use of this skill does not count as a success or failure in the skill challenge.

## ENDING THE CHALLENGE

The PCs can engage the councilors in any order they want, working individually or together.

**Success:** The PCs gather enough information to suggest which of the four councilors are dealing with

Jelvistra. Beyond the specific information they have gained from their successes, give them any information detailed in the other checks that you think is important. Additionally, the PCs' successful attempts at effectively navigating the unfamiliar social environment of the city helps them keep a low profile when they make their way to the Old Battery for the next encounter.

**Failure:** The PCs' failed attempts at gathering information draw the attention of corrupt city guards loyal to Jelvistra. They note these guards watching them as they leave the celebration. In encounter M3, add two eladrin twilight enforcers to the quicklings the PCs face. Additionally, the guards are able to stake out the warehouse to determine the best points of entry. They and the quicklings gain surprise in the encounter.



## QUICKLING AMBUSH

Encounter Level 10 (2,500 XP)

### SETUP

- 1 blade spider (S)
- 2 quickling renegades (R)
- Xixxit, quickling rogue (X)

If the PCs failed the previous skill challenge, this becomes a level 12 encounter also featuring two eladrin twilight enforcers (corrupt city guards working for Jelvistra). See encounter M1 for stat block, XP, and tactics.

The follow-up attack that Saffrenia fears comes sooner than the councilor expected. Jelvistra sends a swarm of quicklings to kill Saffrenia and all those with her, eliminating everyone the councilor might have spoken to about her suspicions.

If the PCs failed the previous skill challenge, the twilight enforcers help the quicklings set up an ambush. The foes in this encounter gain surprise and the PCs do not get the following Perception check to gain a warning of the attack.

### Perception Check

**DC 26:** From beyond the distant windows comes the sound of a struggle.

### When the quicklings attack, read:

*Breaking glass heralds the arrival of a horde of wicked-looking fey creatures through the blackened windows, their eyes blank, short swords flashing in their hands. A huge spider crashes in through the door a moment later. Even as the bulk of the creatures focus attacks on the outcasts*

*where they scatter, two creatures controlling the spider see Saffrenia and attack.*

**If the twilight enforcers are in this encounter, read:**

*Lurking in the shadows are two of the eladrin you saw watching you at the celebration.*

### TACTICS

The quickling renegades use their *quick cuts* power, focusing on lightly armored PCs. They stay in constant motion, using *fey shift* and *quick cuts* to keep out of melee.

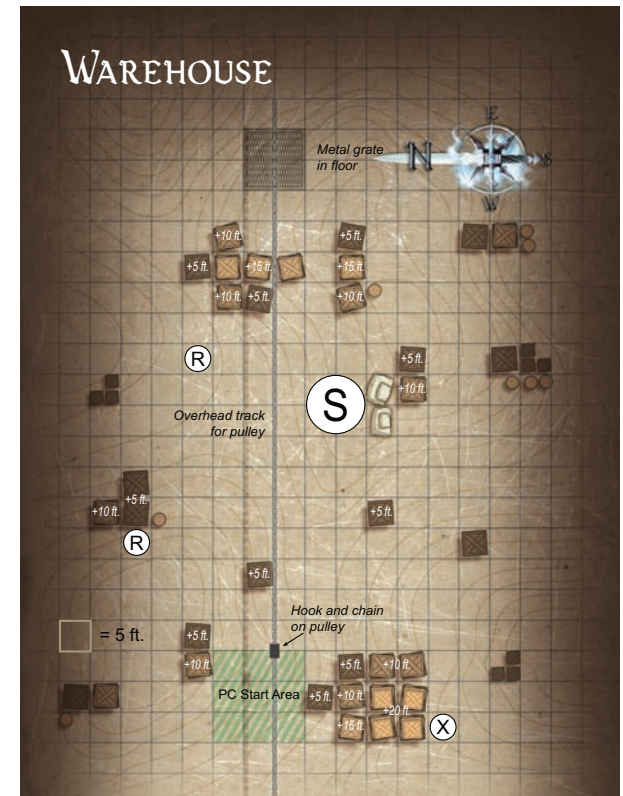
The blade spider moves into the thick of combat to threaten as many PCs as possible, making *double attacks*. Once a target is weakened by poison, the spider turns its attention to a new PC.

Xixxit uses the combat advantage from his *first strike* against a lightly armored spellcaster, then follows up with his *knockout* power in an attempt to get that foe out of the fight. He flanks with the blade spider for combat advantage.

These creatures all fight to the death.

### THE LARGER BATTLE

The Crimson Outcasts fight alongside the PCs, but unlike Saffrenia, they are not meant to be played as NPC combatants. Don't roll their attacks and damage along with the monsters. Instead, simply describe how the exiles clash with lower-level quicklings in a fight that quickly spreads to other unseen areas of the warehouse. This leaves the PCs free to defend Saffrenia from the elite squad targeting her. When the PCs defeat their foes, the quicklings fighting the Crimson Outcasts flee.



### DEVELOPMENT

Once the initial assault is dispensed with, the Crimson Outcasts gather up their dead and wounded. Illianter blames Saffrenia and the PCs for allowing themselves to be followed, the young eladrin warning the councilor as he flees.

*“Whoever you’re up against, they’re stronger than you. No mortal-world rabble are going to stop them.”*

In the aftermath, Saffrenia leads the PCs to the metal grate. This opens to a storm drain system that connects to the catacombs below the city. She tells the

PCs that the streets are no longer safe as she leads them underground.

## FEATURES OF THE AREA

**Illumination:** Moonlight through the shattered windows sheds dim light through the area.

**Crates:** Wooden storage crates are stacked across the warehouse. A stack can be climbed with a DC 16 Athletics check; the numbers on the tactical map represent the height of a stack in squares. A crate can be pushed off a stack to target a creature below (Strength vs. Reflex, 2d6 + 5 damage, and the target is knocked prone).

**Bags of Flour:** This pile of flour sacks is difficult terrain. A sack can be cut open and emptied as a minor action, with the flour inside creating a cloud in a burst 1 centered in the bag's square. The cloud provides concealment until the end of the next turn of the character who dumped it.

**Iron Grate:** A heavy iron grate covers the entrance to the tunnels below. The grate can be pulled up with a DC 16 Strength check.

**Pulley:** A well-oiled track with a block and tackle runs above the warehouse floor. The pulley runs freely along the track, allowing a PC who succeeds on a DC 22 Athletics check to swing above the fight within 2 squares of the track. This increases the character's speed by 2 and does not provoke opportunity attacks.

<b>Xixxit, Quickling Rogue (X)</b>	<b>Level 10 Skirmisher (Elite)</b>
Small fey humanoid	XP 1,000
<b>Initiative</b> +14 <b>Senses</b> Perception +8; low-light vision	
<b>HP</b> 208; <b>Bloodied</b> 104	
<b>AC</b> 25 (29 against opportunity attacks); <b>Fortitude</b> 21, <b>Reflex</b> 25, <b>Will</b> 21	
<b>Saving Throws</b> +2	
<b>Action Points</b> 1	
<b>Speed</b> 12, climb 6; see also <i>fey shift</i> and <i>quick cuts</i>	
⊕ <b>Short Sword</b> (standard; at will) ♦ <b>Weapon</b> +15 vs. AC; 1d6 + 7 damage.	
↓ <b>Rogue Strike</b> (standard; at will) ♦ <b>Weapon</b> The quickling rogue moves its speed. At any two points during its move, the quickling rogue makes a short sword attack. The quickling cannot use this power while immobilized or slowed.	
↓ <b>Knockout</b> (standard; recharges when first bloodied) ♦ <b>Weapon</b> +13 vs. Fortitude; 3d6 + 7 damage, and the target is knocked unconscious (save ends). If the unconscious target takes any damage, it is no longer unconscious. <i>Miss</i> : Half damage, and the target is dazed until the end of the quickling rogue's next turn.	
<b>Fey Shift</b> (standard; encounter) The quickling rogue shifts 10 squares.	
<b>Maintain Mobility</b> (minor; recharge ⓂⓂⓂ) An immobilized quickling rogue is no longer immobilized.	
<b>First Strike</b> At the start of an encounter, a quickling rogue has combat advantage against any creatures that have not yet acted.	
<b>Sneak Attack</b> A quickling rogue deals an extra 2d6 damage against any enemy it has combat advantage against.	
<b>Alignment</b> Evil	<b>Languages</b> Elven
<b>Skills</b> Acrobatics +22, Bluff +10, Perception +13, Stealth +17, Thievery +17	
<b>Str</b> 9 (+4)	<b>Dex</b> 24 (+12)
<b>Con</b> 16 (+8)	<b>Wis</b> 17 (+8)
	<b>Cha</b> 10 (+5)
<b>Equipment</b> short sword, leather armor	

<b>2 Quickling Renegades (R)</b>	<b>Level 10 Skirmisher</b>
Small fey humanoid	XP 500
<b>Initiative</b> +14 <b>Senses</b> Perception +8; low-light vision	
<b>HP</b> 104; <b>Bloodied</b> 52	
<b>AC</b> 25 (29 against opportunity attacks); <b>Fortitude</b> 21, <b>Reflex</b> 25, <b>Will</b> 21	
<b>Speed</b> 12, climb 6; see also <i>fey shift</i> and <i>quick cuts</i>	
⊕ <b>Short Sword</b> (standard; at will) ♦ <b>Weapon</b> +15 vs. AC; 1d6 + 7 damage.	
↓ <b>Quick Cuts</b> (standard; at will) ♦ <b>Weapon</b> The quickling renegade moves its speed. At any two points during its move, the quickling makes a basic attack at a -2 penalty. The quickling renegade cannot use this power while immobilized or slowed.	
<b>Fey Shift</b> (standard; encounter) The quickling renegade shifts 10 squares.	
<b>Maintain Mobility</b> (minor; recharge ⓂⓂⓂ) An immobilized quickling renegade is no longer immobilized.	
<b>Alignment</b> Evil	<b>Languages</b> Elven
<b>Skills</b> Acrobatics +22, Bluff +10, Stealth +17	
<b>Str</b> 9 (+4)	<b>Dex</b> 24 (+12)
<b>Con</b> 16 (+8)	<b>Wis</b> 17 (+8)
	<b>Cha</b> 10 (+5)
<b>Equipment</b> short sword	

<b>Blade Spider (S)</b>	<b>Level 10 Brute</b>
Large natural beast (mount, spider)	XP 500
<b>Initiative</b> +9 <b>Senses</b> Perception +7; tremorsense 10	
<b>HP</b> 130; <b>Bloodied</b> 65	
<b>AC</b> 22; <b>Fortitude</b> 21, <b>Reflex</b> 20, <b>Will</b> 18	
<b>Speed</b> 6, climb 6 (spider climb)	
⊕ <b>Claw</b> (standard; at-will) ♦ <b>Poison</b> +13 vs. AC; 1d8 + 5 damage, and the target takes ongoing 5 poison damage and is weakened (save ends both).	
↓ <b>Double Attack</b> (standard; at-will) ♦ <b>Poison</b> The blade spider makes two claw attacks.	
↓ <b>Combined Attack</b> (while mounted by a friendly rider of 10th level or higher; at-will) ♦ <b>Mount, Poison</b> When the blade spider's rider makes a melee attack, the blade spider makes a claw attack as a free action against the same target.	
<b>Alignment</b> Unaligned	<b>Languages</b> –
<b>Skills</b> Stealth +14	
<b>Str</b> 20 (+10)	<b>Dex</b> 18 (+9)
<b>Con</b> 20 (+10)	<b>Wis</b> 15 (+7)
	<b>Cha</b> 10 (+5)



## DEADLY GARDEN

Encounter Level 12 (3,400 XP)

Two Feywild shambling mounds guard this junction, preventing intruders from gaining access to Jelvistra's lair.

### SETUP

- 1 shambling mound (M)
- 1 stormrage shambler (S)

Once the PCs enter the breach, read:

*Despite the lack of light, this high-ceilinged cavern is overgrown with thorny vines, dark rose bushes, and speckled toadstools, some 10 feet high. In addition to the tunnel you entered through, three more rough passages exit to the east.*

Both shambling mounds are crouched within the bushes, gaining total concealment. Do not place their miniatures until they are spotted or attack.



<b>Massive Stormrage Shambler (S)</b>		<b>Level 15 Elite Controller</b>	
Large fey animate (plant)		XP 2,400	
<b>Initiative</b> +6		<b>Senses</b> Perception +8; darkvision	
<b>Lightning Aura (Lightning)</b> aura 2; enemies that enter or start their turns in the aura take 5 lightning damage.			
<b>HP</b> 302; <b>Bloodied</b> 151		<b>Regeneration</b> 10	
<b>AC</b> 29; <b>Fortitude</b> 29, <b>Reflex</b> 22, <b>Will</b> 24			
<b>Immune</b> lightning; see also <i>lightning affinity</i>			
<b>Saving Throws</b> +2		<b>Speed</b> 8 (swamp walk)	
<b>Action Points</b> 1			
⊕ <b>Tendrils</b> (standard; at-will) ♦ <b>Lightning</b>			
Reach 2; +18 vs. AC; 1d8 + 7 damage plus 1d8 lightning damage. While bloodied, the stormrage shambler deals an extra 5 lightning damage.			
⊕ <b>Double Attack</b> (standard; at-will) ♦ <b>Lightning</b>			
The stormrage shambler makes two basic attacks.			
↔ <b>Lightning Blast</b> (standard; encounter) ♦ <b>Lightning</b>			
Close blast 3; +18 vs. Reflex; 3d8 + 8 lightning damage. Miss: Half damage.			
<b>Lightning Affinity</b> (immediate reaction, when hit by a lightning attack; at-will) ♦ <b>Healing</b>			
The stormrage shambler regains 10 hit points. The stormrage shambler cannot attack itself to heal in this fashion.			
<b>Alignment</b> Unaligned		<b>Languages</b> –	
<b>Skills</b> Stealth +11			
<b>Str</b> 20 (+12)	<b>Dex</b> 8 (+6)	<b>Wis</b> 12 (+8)	
<b>Con</b> 23 (+13)	<b>Int</b> 5 (+4)	<b>Cha</b> 7 (+5)	

### Perception Checks

**DC 16:** *Something rustles in the mushrooms ahead of you.*

**DC 23:** *What appeared at first to be more foliage is actually a mass of roots and vines shifting slowly toward you.*

### TACTICS

The shambling mound uses its *enveloping double attack* to capture a lightly armored foe, then uses *subduing spores* to weaken its prey and those nearby.

The massive stormrage shambler starts with *double attack* but uses its *lightning blast* if it can target multiple foes. Whenever possible, it uses *lightning blast* against PCs engaging the shambling mound to heal its ally.

<b>Massive Shambling Mound (S)</b>		<b>Level 14 Brute</b>	
Large fey animate (plant)		XP 1,000	
<b>Initiative</b> +8		<b>Senses</b> Perception +7; darkvision	
<b>HP</b> 170; <b>Bloodied</b> 85		<b>Regeneration</b> 5	
<b>AC</b> 26; <b>Fortitude</b> 28, <b>Reflex</b> 23, <b>Will</b> 22			
<b>Immune</b> lightning; see also <i>lightning affinity</i>			
<b>Speed</b> 4 (swamp walk)			
⊕ <b>Tendrils</b> (standard; at-will)			
Reach 2; +17 vs. AC; 1d8 + 8 damage.			
⊕ <b>Enveloping Double Attack</b> (standard; at-will) ♦ <b>Healing</b>			
The shambling mound makes two basic attacks. If both attacks hit the same Medium or smaller target, the shambling mound makes a secondary attack against the target. <i>Secondary Attack:</i> +17 vs. Fortitude; the target is pulled into the shambling mound's space and restrained (save ends). While the target is restrained, no creature has line of sight or line of effect to it. At the start of the shambling mound's turn each round, the enveloped target takes 10 damage and the shambling mound regains 10 hit points. The shambling mound can envelop up to 2 creatures at a time. When the target makes its save, it reappears in a square of its choice adjacent to the shambling mound.			
↔ <b>Subduing Spores</b> (standard; encounter) ♦ <b>Poison</b>			
Close blast 1; +15 vs. Fortitude; 2d8 + 6 poison damage, and the target is weakened (save ends).			
<b>Lightning Affinity</b> (immediate reaction, when hit by a lightning attack; at-will) ♦ <b>Healing</b>			
The shambling mound regains 10 hit points.			
<b>Alignment</b> Unaligned		<b>Languages</b> –	
<b>Skills</b> Stealth +13			
<b>Str</b> 22 (+13)	<b>Dex</b> 12 (+8)	<b>Wis</b> 10 (+7)	
<b>Con</b> 20 (+12)	<b>Int</b> 5 (+4)	<b>Cha</b> 10 (+7)	

### TREASURE

The PCs can find some of the effects of the dead guards outside, including a *potion of vitality* and 400 gp.

### FEATURES OF THE AREA

**Illumination:** None.

**Vegetation:** The vines, bushes, and mushrooms in this area are difficult terrain. Any creature moving more than 3 squares through them must make a DC 16 Acrobatics check or be cut by thorns for 1d8 + 5 damage.

## SELNARINE'S LAIR

Encounter Level 13 (4,200 XP)

### SETUP

- 2 feyborn constrictors (S)
- Selnarine, briar witch dryad (D)
- 1 warthorn battlebriar (W)

Selnarine the briar witch dryad is one of Jelvistra's trusted lieutenants. She lives with her pets in this area, caring for the hatchery and overseeing the shambling mounds.

**When the PCs enter this area, read:**

*The ceiling of this large cavern shines like moonlight, bathing the area in a silver glow. To the south, a forest of mushrooms rises more than 6 feet high. To the north stands a dense tangle of chitin-covered trees. Barely visible within the dark thicket, a pit leads down.*

If the PCs fought the shambling mounds or have used a light source while moving through the earlier caverns, Selnarine and her allies have an ambush prepared, as indicated on the tactical map. All the creatures in this encounter have concealment where they hide among the trees and mushrooms. Do not place their miniatures until they are spotted or unless they attack.

### Perception Checks

**DC 10:** *The sound of rushing water echoes through the chamber, rising from the tunnel in the floor.*

**DC 16:** *Something shifts and rustles along the edge of the trees.*

**DC 21:** Within the forest of mushrooms, an enormous snake slithers slowly toward you.

**DC 25:** From the far side of the mushroom grove, an eladrin woman watches you.

### TACTICS

The warthorn battlebriar blocks the central tunnel if the PCs come in from that direction, using its *threatening reach* to hinder anyone trying to pass. It uses *thorn burst* even if it can target only a single PC, making claw attacks only against characters who consistently avoid that attack.

The feyborn constrictors target different PCs with their bite attacks. If a snake hits, it spends an action point to *constrict*. If it misses, it uses *lure of the wild* to drag foes through Selnarine's *curse of thorns* aura and move them close to the battlebriar. The snakes stay away from each other and their allies, so that their *undeniable beauty* causes foes to lose attacks rather than simply redirect them.

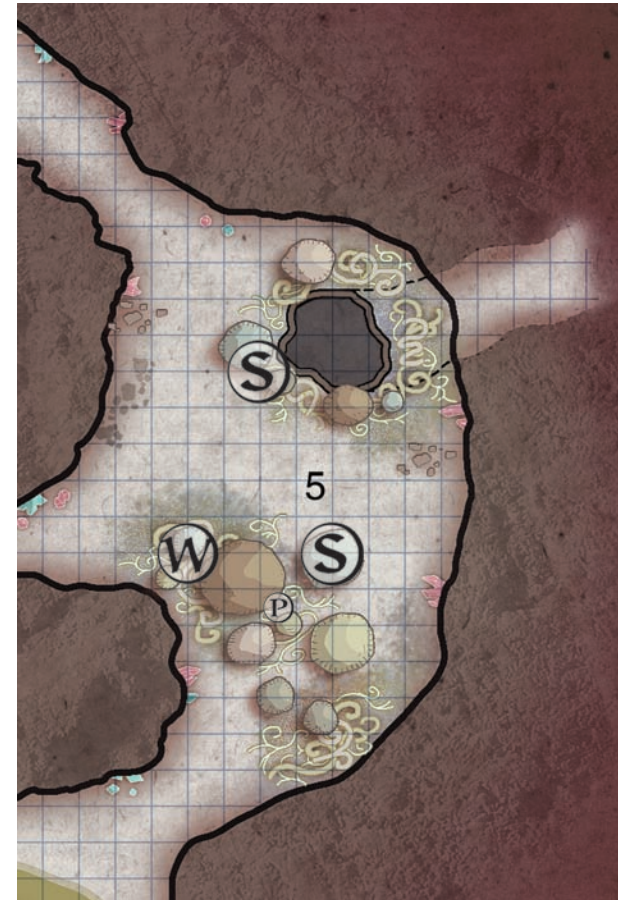
Selnarine moves so that the warthorn battlebriar is within her *thorn boon* aura, and so that the feyborn constrictors can take advantage of her *curse of thorns* aura. She uses her briar cage ability whenever possible, falling back on claw attacks only if necessary.

The snakes and the battlebriar fight to the death. However, if defeat seems certain and at least two of her allies have already been defeated, Selnarine runs to warn the cyclopes below.

### FEATURES OF THE AREA

**Illumination:** Dim light throughout.

**Pit:** The pit within the trees drops 10 feet to a wide, rough-hewn tunnel. This travels for 150 feet until it comes out in area 6 of the lower level. There is no light in the tunnel.



**Trees:** This area is difficult terrain. Vines and undergrowth fill the spaces between the trees, providing concealment. The trees appear similar to the trees found in the hatchery (area 3), though their bark has been entirely peeled away to reveal the chitin beneath.

**Mushrooms:** The mushrooms are blocking terrain.



**Selnarine, Briar Witch Dryad (D) Level 13 Elite Controller**  
Medium fey humanoid (plant) XP 1,600

**Initiative** +8 **Senses** Perception +13  
**Curse of Thorns** aura 3; enemies without forest walk take 2 damage each time they move—or are pulled, pushed, or slid—into a square within the aura. Creatures do not take damage when a briar witch dryad moves closer to them.  
**Thorn Boon** aura 6; allied plants in the aura deal an extra 5 damage with each melee attack.

**HP** 262; **Bloodied** 131  
**AC** 29; **Fortitude** 27, **Reflex** 25, **Will** 27  
**Saving Throws** +2

**Speed** 8 (forest walk)

**Action Points** 1

⊕ **Claws** (standard; at-will)  
+18 vs. AC; 1d8 + 3 damage.

↗ **Briar Cage** (standard; at-will)

Ranged 10; the target is encased in sharp briars; +16 vs. Reflex; 1d6 + 4 damage, and the target takes ongoing 5 damage and is restrained (save ends both). A creature in a briar cage has cover. A briar cage can be destroyed (25 hit points; resist 10 to all damage).

**Deceptive Veil** (minor; at-will) ◆ **Illusion**

The briar witch dryad can disguise itself to appear as any Medium humanoid, usually a beautiful elf or eladrin. A successful Insight check (opposed by the dryad's Bluff check) pierces the disguise.

**Thorny Body**

Any creature that grabs the briar witch dryad takes 5 damage at the start of its turn.

**Treestride** (move; at-will) ◆ **Teleportation**

The briar witch dryad can teleport 8 squares if it begins and ends adjacent to a tree, a treant, or a plant of Large size or bigger.

**Alignment** Unaligned **Languages** Elven

**Skills** Bluff +15, Insight +13, Stealth +13

**Str** 16 (+9) **Dex** 14 (+8) **Wis** 14 (+8)

**Con** 19 (+10) **Int** 11 (+6) **Cha** 19 (+10)

**2 Feyborn Constrictors (S) Level 9 Elite Soldier**  
Large natural beast (fey, reptile) XP 800

**Initiative** +9 **Senses** Perception +12; low-light vision  
**HP** 192; **Bloodied** 96  
**AC** 26; **Fortitude** 25, **Reflex** 24, **Will** 24

**Saving Throws** +2

**Speed** 6, climb 6, swim 6

**Action Points** 1

⊕ **Bite** (standard; at-will)  
+15 vs. AC; 1d10 + 6 damage, and the target is grabbed (until escape).

⊕ **Constrict** (standard; at-will)

Affects a target the feyborn constrictor has grabbed; +13 vs. Fortitude; 2d6 + 12 damage, and the target is dazed until the end of the feyborn constrictor's next turn.

⊕ **Undeniable Beauty** (immediate interrupt, when the feyborn constrictor is targeted by a melee attack; at will)

+11 vs. Will against the attacker; the attacker must target a different creature or end its attack.

↗ **Lure of the Wild** (standard; recharge [1/1])

Ranged 10; +11 vs. Will; the target is pulled 5 squares and is dazed (save ends).

**Step through the Mists** (move; encounter)

The feyborn constrictor teleports up to 3 squares.

**Alignment** Unaligned **Languages** –

**Skills** Stealth +12

**Str** 22 (+10) **Dex** 16 (+7) **Wis** 17 (+7)

**Con** 16 (+7) **Int** 2 (+0) **Cha** 10 (+4)

**Warthorn Battlebriar (W) Level 14 Controller**  
Large natural animate (plant) XP 1,000

**Initiative** +8 **Senses** Perception +9  
**Grasping Thorns** aura 2; enemies treat the area within the aura as difficult terrain; at the start of the warthorn battlebriar's turn, enemies in the aura take 5 damage.

**HP** 141; **Bloodied** 70

**AC** 28; **Fortitude** 28, **Reflex** 23, **Will** 24

**Speed** 6

⊕ **Claw** (standard; at-will)

Reach 2; +19 vs. AC; 1d8 + 6 damage, and the target is pulled 1 square.

↖ **Thorn Burst** (standard; at-will)

Close burst 2; +17 vs. Reflex; 2d8 + 1 damage, plus the target is slowed until the end of the warthorn battlebriar's next turn.

**Threatening Reach**

A warthorn battlebriar can make opportunity attacks against all enemies within its reach (2 squares).

**Alignment** Unaligned **Languages** –

**Str** 23 (+13) **Dex** 13 (+8) **Wis** 15 (+9)

**Con** 21 (+12) **Int** 3 (+3) **Cha** 12 (+8)

## WATERFALL BRIDGE

Encounter Level 14 (5,000 XP)

### SETUP

- 10 cyclops guards (G)
- 2 cyclops impalers (I)
- 1 wyvern (W)

The fomorian king Musagzi has assigned a force of cyclopes and a trained wyvern as the vanguard of his planned invasion.

As the PCs make their way down the tunnel from area 5, read:

*The rough passageway twists and turns as it winds through the depths for nearly a mile. Toward the end, the air in the passage grows cool, the sound of rushing water coming from ahead.*

When the PCs can see into this area, read:

*The twisting tunnel opens into a vast cavern of glowing purple crystal. To the south, a waterfall tumbles down a steep cliff, flowing through a chasm crossed by a natural bridge. Before the bridge, two one-eyed giants stand guard, a dozen more milling about on the far side of the chasm.*

The wyvern begins the encounter out of sight in its rocky nest. Do not place its miniature unless it is spotted or until it attacks.

### Perception Check

**DC 10:** *Spray from the waterfall has made the rock bridge slippery with water and slime.*

**DC 18:** *Behind an outcropping of rock above the waterfall, a scaled creature shifts in the shadows.*

10 Cyclops Guards (G)		Level 14 Minion
Large fey humanoid		XP 250
Initiative +8	Senses Perception +13; truesight 6	
HP 1; a missed attack never damages a minion.		
AC 27; Fortitude 26, Reflex 23, Will 23		
Speed 6		
⚔ Battleaxe (standard; at-will) ♦ Weapon		
Reach 2; +17 vs. AC; 7 damage.		
Evil Eye (immediate reaction, when a melee attack misses the cyclops guard; at-will)		
The cyclops guard makes a melee basic attack against the attacker.		
Alignment Unaligned	Languages Elven	
Str 22 (+11)	Dex 16 (+8)	Wis 17 (+8)
Con 20 (+10)	Int 11 (+5)	Cha 11 (+5)
Equipment hide armor, heavy shield, battleaxe		

2 Cyclops Impalers (I)		Level 14 Artillery
Large fey humanoid		XP 1,000
Initiative +10	Senses Perception +16; truesight 6	
HP 111; Bloodied 55		
AC 28; Fortitude 28, Reflex 25, Will 26		
Speed 8		
⚔ Spear (standard; at-will) ♦ Weapon		
Reach 2; +19 vs. AC; 1d10 + 6 damage.		
↘ Spear (standard; at-will) ♦ Weapon		
Ranged 10/20; +19 vs. AC; 1d10 + 6 damage.		
↘ Impaling Volley (standard; recharge [III]) ♦ Weapon		
The cyclops impaler makes two ranged spear attacks against different targets no more than 2 squares apart; ranged 10; +19 vs. AC; 2d6 + 6 damage, and ongoing 5 damage (save ends).		
Evil Eye (minor; at-will)		
Range sight; the cyclops impaler gains a +2 bonus to ranged attacks made against the target. It can designate only one target with its <i>evil eye</i> at a time.		
Alignment Unaligned	Languages Elven	
Skills Athletics +18		
Str 23 (+13)	Dex 16 (+10)	Wis 19 (+11)
Con 21 (+12)	Int 10 (+7)	Cha 12 (+8)
Equipment leather armor, 12 spears (in sheaf over back)		

Wyvern (W)	Level 10 Skirmisher	
Large natural beast (mount, reptile)	XP 500	
Initiative +10	Senses Perception +12; low-light vision	
HP 106; Bloodied 53		
AC 24; Fortitude 24, Reflex 20, Will 19		
Speed 4, fly 8 (hover); see also <i>flyby attack</i>		
⚔ Bite (standard; at-will)		
Reach 2; +15 vs. AC; 1d8 + 7 damage.		
⚔ Claws (standard; at-will)		
The wyvern can attack with its claws only while flying; +15 vs. AC; 1d6 + 7 damage, and the target is knocked prone.		
⚔ Sting (standard; at-will) ♦ Poison		
Reach 2; +15 vs. AC; 1d6 + 4 damage, and the wyvern makes a secondary attack against the same target. <i>Secondary Attack</i> : +13 vs. Fortitude; ongoing 10 poison damage (save ends).		
⚔ Flyby Attack (standard; at-will)		
The wyvern flies up to 8 squares and makes one melee basic attack at any point during that movement. The wyvern doesn't provoke opportunity attacks when moving away from the target of the attack.		
Aerial Agility +2 (while mounted by a rider of 10th level or higher; at-will) ♦ Mount		
While flying, the wyvern grants its rider a +2 bonus to all defenses.		
Alignment Unaligned	Languages –	
Str 24 (+12)	Dex 17 (+8)	Wis 15 (+7)
Con 18 (+9)	Int 2 (+1)	Cha 8 (+4)

### TACTICS

The first two cyclops guards throw themselves at the PCs while the guards on the other side of the chasm bottleneck the party on the slippery bridge. The guards set up a defensive line, pushing forward each time someone in the front rank falls. The first PCs on the cliff are targeted with bull rush attacks in an attempt to drive them into the river.

The cyclops impalers target foes with *evil eye* and *impaling volley* attacks, making spear attacks if the PCs spread out.



The wyvern targets any PCs who can fly. If there are none, it uses its *flyby attack* against lightly armored foes, striking and then flying out of melee range.

All these creatures fight to the death.

## FEATURES OF THE AREA

**Illumination:** The glowing crystal cave walls shed dim light throughout the area.

**River Chasm:** At the bottom of the 30-foot chasm, the 20-foot-deep river flows north at 6 squares per round. Characters falling in take 3d10 damage and must make a DC 15 Athletics check to tread water or swim to the cliff side.

Characters swept north slam against a wall of stone pillars beyond which the river flows underground. Characters are in no danger of slipping through the pillars. However, on each failed Athletics check, a character takes 1d10 damage from being buffeted against the rocks.

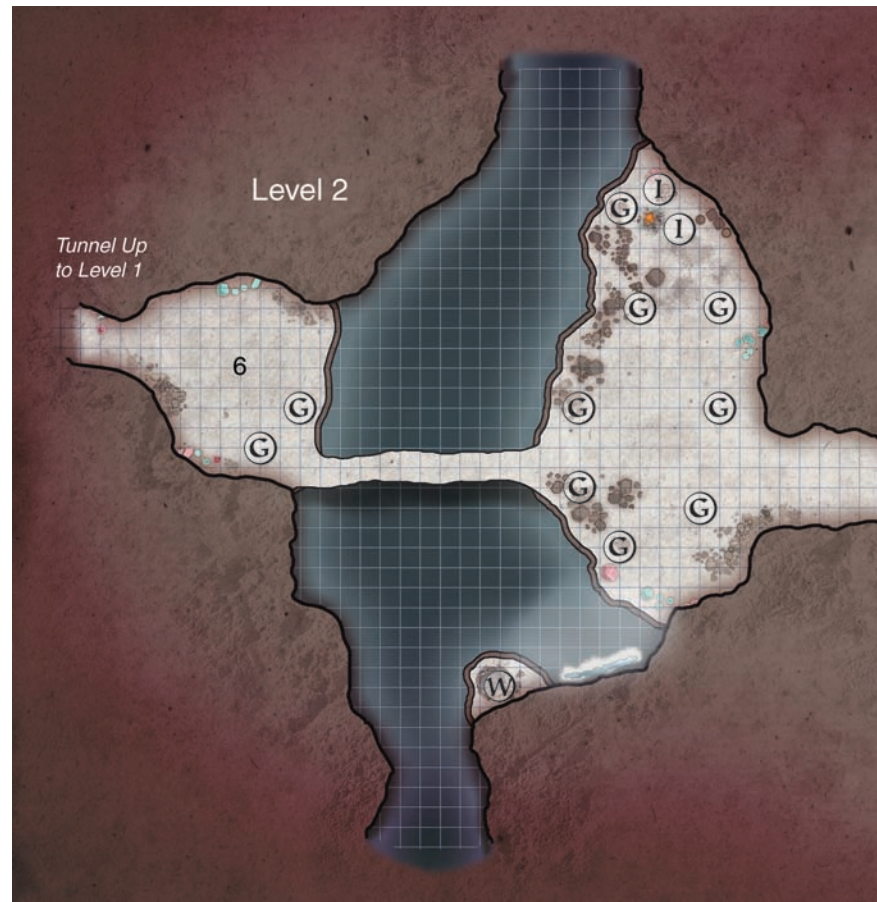
The cliffs can be climbed with a DC 20 Athletics check.

**Rock Bridge:** The rock bridge is covered with water and slime. A character who runs or makes a melee attack on the bridge must make a DC 10 Athletics check or fall prone and slide over the edge. The character is allowed a saving throw to remain on the bridge, as normal.

**Boulders:** These provide cover. A boulder can be climbed with a DC 15 Athletics check.

**Wyvern's Nest:** The wyvern nests on an outcropping 30 feet higher than the bridge (Athletics DC 15 to climb). While in its nest, the creature has cover from those below.

**Treasure:** A PC who climbs or flies up to the wyvern's nest finds eight gems worth 100 gp each and a +2 *flaming longsword*.



## THE LAMIA'S LAIR

Encounter Level 15 (5,900 XP)

### SETUP

Jelvistra (J)

Dresyae (D)

1 shield guardian (S)

3 banshrae warriors (B)

Jelvistra's inner sanctum is an ancient fomorian hall abandoned when the seals below Mithrendain closed off the old routes into the Underdark.

**When the PCs open the double doors, read:**

*Beyond the double door stands a great hall lined with glowing columns, one corner curtained off. To the north is a dining area; to the south, a huge hearth. Directly ahead stands a stone dais and throne.*

*A surprised-looking Councilor Dresyae Tlathlyn wheels in the center of the chamber. A large stone construct and a banshrae stand near the throne, upon which sits a beautiful eladrin woman with a wicked smile. Beside you, Saffrenia whispers: "Jelvistra..."*

*"My dear councilor," Jelvistra laughs. "After all the time and effort I've wasted trying to have you killed, you do me the favor of delivering yourself to me." The woman stands as she gestures to Dresyae. "Kill them all."*

Two of the banshrae warriors begin the encounter out of sight behind the doors. Do not place their miniatures unless they are spotted or until they attack.

### Perception Check

DC 22: A shadow moves behind the open door, someone hiding there.

DC 25: A beetle skitters down the eladrin woman's sleeve and within the folds of her robe.

### TACTICS

The banshrae warriors stay in motion to deal extra damage with their *skirmish* power, making *staggering palm* attacks whenever possible. They use *mantid dance* to defend against ranged attacks and recharge *staggering palm*.

The shield guardian stays within 2 squares of its master Jelvistra, attacking anyone who approaches and protecting her with its *shield other* aura.

Jelvistra uses her *pacifying burst* as soon as two or more PCs are within range, then spends her action point to use *devouring swarm* against a stunned foe. She sustains *devouring swarm* each round as she makes *cursed touch* attacks.

Dresyae marks a striker or defender with his *Feywild challenge*. He stays within 10 squares of Jelvistra so his *Feywild tactics* aura can benefit her, making *stab of the entangling wild* attacks while flanking with the banshrae so that all gain the benefit of his *battle lord tactics*.

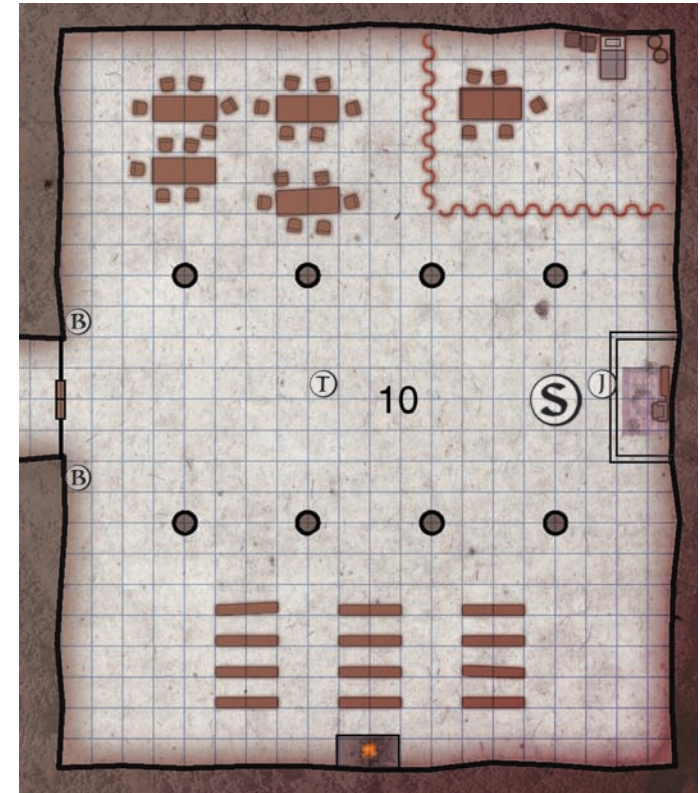
Jelvistra and her servants fight to the death.

### FEATURES OF THE AREA

**Illumination:** The glowing columns shed bright light throughout the area.

**Columns:** These ancient columns have been recarved to show swarms of insects devouring screaming eladrin. The columns are blocking terrain.

**Curtains:** These grant total concealment and seal off Jelvistra's quarters. Underneath the bed is a small



trunk containing 7,200 gp and Dresyae's symbol of office. The trunk also contains messages indicating that the fomorian king Musagzi is behind the plot to destroy Mithrendain's defenses.

**Throne:** The throne appears to be adorned with numerous gemstone scarabs, but these are worthless paste. The throne provides cover to anyone behind it.

### TREASURE

When the battle is done, the PCs can claim Dresyae's *ring of freedom of movement*. ☒



**Dresyae Thalthyn (D)**      **Level 12 Elite Soldier (Leader)**  
 Medium fey humanoid      XP 1,400

**Initiative** +14      **Senses** Perception +7; low-light vision  
**Feywild Tactics** aura 10; fey creatures in the aura score a critical hit on a roll of 19 or 20 (a roll of 19 is not an automatic hit, however).  
**HP** 234; **Bloodied** 117  
**AC** 30; **Fortitude** 24, **Reflex** 24, **Will** 22  
**Saving Throws** +2; +5 against charm effects  
**Speed** 5; see also *fey step*  
**Action Points** 1

⬇ **Longsword** (standard; at-will) ⬆ **Weapon**  
 +17 vs. AC; 1d8 + 7 damage.

⬇ **Stab of the Entangling Wild** (standard action or opportunity attack; recharge ☞☞☞) ⬆ **Weapon**  
 Requires longsword; +17 vs. AC; 3d8 + 7 damage, and the target is restrained until the end of Dresyae's next turn. Dresyae cannot attack with his longsword while the target is restrained.

**Battle Talent**  
 Dresyae scores critical hits on attack rolls of natural 19 and 20. Whenever Dresyae scores a critical hit, he and all allies within 5 squares of him regain 6 hit points.

↘ **Feywild Challenge** (standard; encounter)  
 Ranged 10; the target is marked until the end of the encounter or Dresyae dies, taking 4 damage each round it does not attack Dresyae.

**Fey Step** (move; encounter) ⬆ **Teleportation**  
 Dresyae can teleport 5 squares.

**Harvest's Sorrow** (immediate reaction, when an ally within 5 squares of Dresyae is damaged; at-will)  
 Half the attack's damage is negated, and Dresyae takes the other half.

**Battle Lord Tactics**  
 Dresyae and his allies deal an extra 2d6 damage against enemies that Dresyae flanks.

**Alignment** Evil      **Languages** Common, Elven  
**Skills** Athletics +15, Arcana +10, History +10, Nature +12  
**Str** 18 (+10)      **Dex** 22 (+12)      **Wis** 13 (+7)  
**Con** 13 (+7)      **Int** 14 (+8)      **Cha** 16 (+9)  
**Equipment** longsword, *ring of freedom of movement*

**Jelvistra, Lamia (J)**      **Level 12 Elite Controller (Leader)**  
 Medium fey magical beast (shapechanger)      XP 1,400

**Initiative** +8      **Senses** Perception +13  
**Swarm's Embrace** aura 1; an enemy that starts its turn in the aura takes 10 damage.  
**HP** 244; **Bloodied** 122  
**AC** 28; **Fortitude** 25, **Reflex** 24, **Will** 26  
**Resist** takes half damage from melee and ranged attacks;  
**Vulnerable** 10 against close and area attacks  
**Saving Throws** +2  
**Speed** 6, climb 6  
**Action Points** 1

⬇ **Cursed Touch** (standard; at-will) ⬆ **Healing**  
 +16 vs. Fortitude; 1d6 + 4 damage, and the target is dazed (save ends). In addition, the lamia regains a number of hit points equal to the amount of damage dealt.

⬇ **Devouring Swarm** (standard; sustain minor; at-will)  
 Reach 5; +16 vs. Fortitude; 3d6 + 4 damage. When the lamia sustains this power, the devouring swarm deals 3d6 + 4 damage to the target (no attack roll required). The target must be within this power's range for the lamia to sustain the power.

⬅ **Pacifying Burst** (standard; recharge ☞☞☞) ⬆ **Psychic**  
 Close burst 5; +16 vs. Will; the target is stunned (save ends).

**Change Shape** (minor; at-will) ⬆ **Polymorph**  
 A lamia can alter its physical form to appear as an attractive Medium humanoid of any race or gender (see *Change Shape*, MM 280).

**Squeezing Swarm**  
 By altering its shape, a lamia can squeeze through small openings as if it were a Tiny creature (see "Squeeze," PH 292).

**Alignment** Evil      **Languages** Common, Elven  
**Skills** Arcana +14, Bluff +16, Insight +13  
**Str** 13 (+7)      **Dex** 14 (+8)      **Wis** 14 (+8)  
**Con** 18 (+10)      **Int** 17 (+9)      **Cha** 21 (+11)

*About the Author*

Greg Marks is an evil mastermind directing his criminal army of precocious felines from the birthplace of gaming: Lake Geneva, Wisconsin. He and his cat minions have contributed to *City of Stormreach*, written numerous adventures for the RPGA, contributed repeatedly to previous incarnations of *Dragon Magazine*, and co-authored several products for Fantasy Flight Games' *Midnight* setting including: *Star and Shadow*, *Hammer and Shadow*, *Legends of Shadow*, and *Honor and Shadow*.

**3 Banshrae Warriors (B)**      **Level 12 Skirmisher**  
 Medium fey humanoid      XP 700

**Initiative** +14      **Senses** Perception +8; low-light vision  
**HP** 121; **Bloodied** 60  
**AC** 26; **Fortitude** 22, **Reflex** 24, **Will** 22  
**Speed** 8

⬇ **Slam** (standard; at-will)  
 +17 vs. AC; 1d8 + 4 damage.

⬇ **Staggering Palm** (standard; recharges after the use of *mantid dance*)  
 +17 vs. AC; 2d8 + 4 damage, plus the target is stunned until the end of the banshrae warrior's next turn.

↘ **Blowgun Dart** (standard; at-will) ⬆ **Weapon**  
 Ranged 5/10; +17 vs. AC; 1d4 + 6 damage.

**Melee Agility** (minor, usable immediately after hitting with a melee attack; at-will)  
 The banshrae warrior shifts 1 square.

**Mantid Dance** (move; recharge ☞☞☞☞)  
 Until the end of its next turn, the banshrae warrior gains a +2 bonus to all defenses and all noncritical ranged attacks automatically miss it.

**Skirmish** +2d8  
 If, on its turn, the banshrae warrior ends its move at least 4 squares away from its starting point, it deals an extra 2d8 damage on its melee attacks until the start of its next turn.

**Alignment** Unaligned      **Languages** telepathy 20  
**Str** 18 (+10)      **Dex** 23 (+12)      **Wis** 15 (+8)  
**Con** 17 (+9)      **Int** 14 (+8)      **Cha** 20 (+11)  
**Equipment** blowgun, darts

**Shield Guardian (S)**      **Level 14 Soldier**  
 Large natural animate (construct)      XP 1,000

**Initiative** +9      **Senses** Perception +15; darkvision  
**Shield Other** aura 2; as long as its master is within the aura, the shield guardian grants its master a +2 bonus to all defenses and takes half of its master's damage until it is destroyed.  
**HP** 138; **Bloodied** 69  
**AC** 30; **Fortitude** 29, **Reflex** 22, **Will** 27  
**Immune** charm, disease, fear, poison, sleep  
**Speed** 4

⬇ **Slam** (standard; at-will)  
 Reach 2; +20 vs. AC; 2d6 + 7 damage.

**Alignment** Unaligned      **Languages** –  
**Str** 24 (+14)      **Dex** 10 (+7)      **Wis** 16 (+10)  
**Con** 18 (+11)      **Int** 7 (+5)      **Cha** 9 (+6)