

DUNGEONS & DRAGONS[®]

MANUAL OF THE PLANES[™]



ROLEPLAYING GAME SUPPLEMENT

Richard Baker • John Rogers • Robert J. Schwalb • James Wyatt

DUNGEONS & DRAGONS[®]

MANUAL OF THE PLANES[™]



ROLEPLAYING GAME SUPPLEMENT

Richard Baker • John Rogers • Robert J. Schwalb • James Wyatt





CREDITS

Designers

**Richard Baker (lead),
John Rogers, Robert J. Schwalb, James Wyatt**

Graphic Designers

Soe Murayama

Additional Design

**Chris Sims, Greg Bilsland, Logan Bonner, David Noonan,
Stephen Radney-MacFarland, Peter Schaefer**

Developers

**Stephen Radney-MacFarland (lead),
Mike Mearls, Peter Schaefer, Stephen Schubert**

Editors

**Julia Martin (lead),
Greg Bilsland, Alex Jurkat**

Managing Editor

Christopher Perkins

Director of RPG R&D, Roleplaying Games/Book Publishing

Bill Slavicsek

D&D Story Design and Development Manager

Christopher Perkins

D&D System Design and Development Manager

Andy Collins

Art Directors

Kate Irwin, Keven Smith

Cover Illustration

Howard Lyon

Interior Illustrations

Rob Alexander, Dave Allsop, Steve Belledin, Zoltan Boros & Gabor Szikszai, Chippy, Daarken, Eric Deschamps, Steve Ellis, Jason Engle, Ralph Horsley, Howard Lyon, Warren Mahy, Torstein Nordstrand, William O'Connor, Lucio Parrillo, Anne Stokes, Francis Tsai, Franz Vohwinkel

D&D Script Design

Daniel Reeve

Publishing Production Specialists

Angelika Lokotz, Erin Dorries, Christopher Tardiff

Prepress Manager

Jefferson Dunlap

Imaging Technicians

Travis Adams, Bob Jordan, Sven Bolen

Production Manager

Cynda Callaway

Building on the design of previous editions by **E. Gary Gygax** and **Dave Arneson** (1st Edition and earlier); **David "Zeb" Cook** (2nd Edition); **Jonathan Tweet, Monte Cook Skip Williams, Richard Baker, and Peter Adkison** (3rd Edition).

This book is also built from the bones of giants. From the initial planar visions of Gary Gygax and Dave Sutherland, through the original, inspiring *Manual of the Planes* by Jeff Grubb, with its contributions by Roger Moore and Ed Greenwood, to the vibrant PLANESCAPE® work of David Cook, Colin McComb, Michele Carter, and Monte Cook, the planes have been an ever-evolving cosmology. Other resources for this work include the 3rd Edition *Manual of the Planes* by Jeff Grubb, Bruce R. Cordell, and David Noonan; *Fiendish Codex I: Hordes of the Abyss*™ by Ed Stark, James Jacobs, and Erik Mona; and *Fiendish Codex II: Tyrants of the Nine Hells*™ by Robin D. Laws and Robert J. Schwalb.

620-21893720-001

9 8 7 6 5 4 3 2 1

First Printing: December 2008

ISBN: 978-0-7869-5002-7



U.S., CANADA, ASIA, PACIFIC,
& LATIN AMERICA
Wizards of the Coast, Inc.
P.O. Box 707
Renton WA 98057-0707
+1-800-324-6496

EUROPEAN HEADQUARTERS
Hasbro UK Ltd
Caswell Way
Newport, Gwent NP9 0YH
GREAT BRITAIN
Please keep this address for your records

WIZARDS OF THE COAST, BELGIUM
't Hofveld 6D
1702 Groot-Bijgaarden
Belgium
+32 2 467 3360

Dungeons & Dragons, D&D, d20, d20 System, WIZARDS OF THE COAST, *Manual of the Planes*, *Player's Handbook*, *Dungeon Master's Guide*, *Monster Manual*, *D&D Insider*, all other Wizards of the Coast product names, and their respective logos are trademarks of Wizards of the Coast in the U.S.A. and other countries. All Wizards characters, character names, and the distinctive likenesses thereof are property of Wizards of the Coast, Inc. This material is protected under the copyright laws of the United States of America. Any reproduction or unauthorized use of the material or artwork contained herein is prohibited without the express written permission of Wizards of the Coast, Inc. Any similarity to actual people, organizations, places, or events included herein is purely coincidental. Printed in the U.S.A. ©2008 Wizards of the Coast, Inc.

VISIT OUR WEBSITE AT WWW.WIZARDS.COM/DND

CONTENTS

1: EXPLORING THE PLANES . . . 4	4: THE ELEMENTAL CHAOS . . . 62	7: PLANAR CHARACTERS . . . 138
The Planes and Your Campaign . . . 6	Visiting the Elemental Chaos . . . 64	Paragon Paths . . . 140
Characteristics of Planes . . . 7	Exploring the Elemental Chaos . . . 65	Blade of Cendriane . . . 140
Types of Planes . . . 7	Elemental Chaos Inhabitants . . . 68	Doomguard Marauder . . . 141
Planar Traits . . . 12	Elemental Chaos Locales . . . 73	Gatecrasher . . . 142
The World Axis Cosmology . . . 12	The City of Brass . . . 73	Knight of Celestia . . . 143
Customizing the Cosmology . . . 13	The Keening Delve . . . 76	Malec-Keth Janissary . . . 144
Navigating the Planes . . . 14	The Ninth Bastion . . . 76	Planeshifter . . . 145
Portals . . . 14	Zerthadlun . . . 77	Shadow Captain . . . 146
Rituals . . . 19	The Abyss . . . 78	Soul Guide . . . 147
Vehicles . . . 20		Rituals . . . 148
Phenomena . . . 20	5: THE ASTRAL SEA . . . 84	Analyze Portal . . . 148
Planar Terrain and Hazards . . . 21	Sailing the Astral Sea . . . 86	Astral Guide . . . 148
Sigil, City of Doors . . . 25	Exploring the Astral Sea . . . 87	Astral Sojourn . . . 149
The Far Realm . . . 30	Astral Sea Inhabitants . . . 88	Create Teleportation Circle . . . 149
The Plane of Dreams . . . 31	Astral Sea Locales . . . 90	Demicache . . . 150
	Arvandor, the Verdant Isles . . . 90	Elemental Transference . . . 150
2: THE FEYWILD . . . 32	Celestia, the Radiant Throne . . . 91	Fey Passage . . . 150
Visiting the Feywild . . . 34	Chernoggar, the Iron Fortress . . . 92	Far Sending . . . 150
Exploring the Feywild . . . 35	Hestavar, the Bright City . . . 94	Plane Shift . . . 150
Feywild Inhabitants . . . 36	Kalandurren,	Rope Trick . . . 151
Feywild Locales . . . 41	the Darkened Pillars . . . 96	Scramble Portal . . . 151
Astrazalian,	The Nine Hells . . . 97	Shadow Passage . . . 151
the City of Starlight . . . 41	Pandemonium . . . 106	Magic Items . . . 152
Brokenstone Vale . . . 42	Shom, the White Desert . . . 107	Armor . . . 152
Cendriane . . . 42	Tytherion,	Weapons . . . 153
The Feydark . . . 43	the Endless Night . . . 108	Holy Symbols . . . 154
Harrowhame . . . 43	Other Locales . . . 110	Orbs . . . 154
The Isle of Dread . . . 43		Rods . . . 155
Mag Tureah . . . 44	6: MONSTERS OF THE PLANES . . . 112	Staffs . . . 155
Maze of Fathaghn . . . 45	Archon, Air . . . 114	Arms Slot Items . . . 156
Mithrendain,	Astral Dreadnought . . . 115	Feet Slot Items . . . 156
the Autumn City . . . 45	Bladeling . . . 116	Head Slot Items . . . 156
The Murkendraw . . . 45	Bladeling Characters . . . 117	Neck Slot Items . . . 157
Nachtur,	Baphomet . . . 118	Rings . . . 157
the Goblin Kingdom . . . 46	Howling Blade . . . 119	Waist Slot Items . . . 157
Senaliesse . . . 46	Demon . . . 120	Wondrous Items . . . 158
Shinaelestra, the Fading City . . . 46	Canoloth . . . 120	Vehicles . . . 159
Vor Thomil . . . 47	Chasme . . . 121	
	Shadow Demon . . . 122	
3: THE SHADOWFELL . . . 48	Solamith . . . 123	
Visiting the Shadowfell . . . 50	Devil . . . 124	
Exploring the Shadowfell . . . 51	Barbed Devil . . . 124	
Shadowfell Inhabitants . . . 53	Brazen Devil . . . 125	
Shadowfell Locales . . . 57	Pain Devil . . . 126	
Gloomwrought,	Storm Devil . . . 127	
the City of Midnight . . . 57	Dispater . . . 128	
Letherna,	Aspect of Dispater . . . 129	
Realm of the Raven Queen . . . 60	Graz'zt . . . 130	
The House of Black Lanterns . . . 60	Aspect of Graz'zt . . . 131	
Moil, the City That Waits . . . 60	Chosen of Graz'zt . . . 132	
Nightwyrm Fortress . . . 61	Cults of Graz'zt . . . 133	
The Plain of Sighing Stones . . . 61	Keeper . . . 134	
The Shadowdark . . . 61	Korred . . . 135	
	Raavasta . . . 136	

EXPLORING THE PLANES

BEYOND THE circles of the world await peril, power, and adventure unimagined. Fomorians brood in the purple gloom of caverns illuminated by dancing auras of wizard's fire. Titanic stone sphinxes half buried in white sand guard the gates of a forgotten deity's ruined heaven. Hooded sorrowsworn assassins glide silently through the streets of a city perpetually veiled in shadows. Demon princes brood on thrones of skulls in the terrible depths of the Abyss, plotting the destruction of the mortal realms and the ruin of all.

Welcome to the planes.

Great heroes face quests that require them to venture into the far corners of the cosmos in search of lore and treasure forgotten in the mortal realms. The boldest heroes are called to fight their battles across many different planes of existence, and venture into dimensions where few mortals have ever dared to go. Other heroes venture into the planes for nothing more than the desire to see wonders unimagined. To those who have studied their secrets, the planes offer infinite experiences and possibilities.

This chapter explains the basics of venturing into the planes, including:

- ◆ **Planar Traits:** The different qualities and characteristics that planes demonstrate.
- ◆ **The Cosmology:** How the components of the D&D® game universe fit together.
- ◆ **Portals:** Portals are the most common means of planar travel. Here's how they work.
- ◆ **Planar Vehicles:** When you can't find a portal leading to where you want to go, you have to find a different means of transportation.
- ◆ **Planar Hazards:** Learn about some of the more common hazards planar travelers face.
- ◆ **Sigil, City of Doors:** The most well-known demiplane is Sigil, City of Doors. No one knows who created it or how, but Sigil holds portals aplenty.
- ◆ **The Far Realm:** The Far Realm is "beyond" or "above" the normal cosmos.
- ◆ **The Plane of Dreams:** The nature of this plane is a matter for debate. The Plane of Dreams is a vast repository where dreams go when they are dreamt.

ZOLTAN BORXOS & CABOR SZIKSZAI



THE PLANES AND YOUR CAMPAIGN

The world (sometimes called the mortal world or the natural world) of the DUNGEONS & DRAGONS® game is only one piece of a much larger cosmos. The world is surrounded by the Feywild and the Shadowfell, parallel dimensions that lie tantalizingly close at hand. It stands on foundations of matter drawn from the seething Elemental Chaos that preceded creation. And yet, at the same time, the mortal world drifts as a lonely speck of light and life in the eternal expanse of the astral mists. All these realities that exist beyond the world of mortals are known as the **planes of existence**—or just “the planes” for those who come to know them well.

A plane is an alternate reality, an otherworld that exists alongside the world of mortals. Some planes are small, no larger than a city of the mortal realm. Other planes are nearly infinite in expanse. The planes are a place where you can create literally any adventure or story you can imagine. Given the incredible possibilities the planes open up for your D&D campaign, it's a good idea for a Dungeon Master to decide exactly how he or she wants to use the material presented in *Manual of the Planes*. Here are a few suggestions.

THE ORIGIN OF MONSTERS

The simplest way to incorporate planar material in your campaign is to treat the planes as “the places where the most exotic monsters are from.” Even at low levels, heroes might encounter creatures native to other planes, such as the fey panther, the magma claw, or the spined devil. At higher levels, heroes encounter progressively more powerful planar beings abroad in the mortal world—beings such as vrock, efreet, or sorrowsworn. Each is clearly an outsider, a creature that does not arise within the natural order.

Some planar creatures are permanent residents of the mortal world. Other planar creatures may be summoned by mortals for sinister purposes, or may intrude in the world by venturing through portals the heroes must close.

THE EXOTIC ADVENTURE

An exotic adventure is the most common model for planar campaigns. Many Dungeon Masters treat the planes as exotic locales that, on rare occasions, serve as the backdrop for otherwise normal adventures. Rather than exploring a dead archmage's ruined tower on a lonely hilltop a few miles outside town, the player characters explore a similar tower on the slopes of a mountain in the Feywild or drifting on an earthmote in the Elemental Chaos.

To make an otherwise world-bound adventure into a planar adventure, all you (the DM) need to do is provide a portal, a scroll with the right ritual, or a

magic item to convey the player characters from their native world to the site of the adventure. Ideally, the adventure should soak up at least some of the planar flavor of its setting.

THE PLANAR PROGRESSION

Some campaigns follow adventure arcs that naturally introduce the player characters to ever-greater vistas of the cosmos as they rise in level. Player characters must learn how to successfully venture into these otherworlds to confront monsters and villains, to unearth lore, or to recover treasures that can be found only beyond the circles of the world.

In the beginning of their adventuring careers, player characters face the occasional monster from another plane. Once they've earned a few levels, they meet challenges that lie in fantastic locales just on the other side of mysterious portals, or find that their missions take them into the planes that lie closest to the world—the Feywild and the Shadowfell. Paragon and epic adventures hurl the heroes into the vastness of the Elemental Chaos or into the astral dominions of immortal powers. Learning how to reach the object of a quest, to competently navigate the vastness of the cosmology, and to deal with the supernatural perils of distant planes are adventures in and of themselves.

THE EXTRAPLANAR CAMPAIGN

Some cities or strongholds of mortalkind exist outside the mortal world—for example, the eladrin realms of the Feywild, the shadowborn city of Gloomwrought, or Sigil, the legendary City of Doors. Many great heroes are natives of planes beyond the mortal world. Much as world-bound heroes might journey widely from city to city or kingdom to kingdom, extraplanar heroes travel from plane to plane as their own whims and purposes demand. Using knowledge of the universe's portals, rifts, and fundamental properties, even low-level characters can get to any place imaginable—although plenty of planes are so hostile or dangerous that no well-informed extraplanar character in his or her right mind would voluntarily venture there.

The best place for you to set a truly extraplanar campaign is Sigil. Planar-born player characters (natives to the planes) can get to any place imaginable through its myriad portals—even someplace as strange and unfathomable (to the planar-born, at least) as the mundane world. Or, you could also set your extraplanar campaign aboard a planar vessel such as a *spelljammer*, visiting new worlds with each adventure.

CHARACTERISTICS OF PLANES

Most planes are much like the natural world. Mortal visitors find the air breathable, the climate endurable, and some amount of food and water accessible. However, each plane has its own unusual characteristics and embodies its own particular set of natural laws.

TYPES OF PLANES

A plane's type describes its basic nature and place in the cosmos. The term "plane" applies to many different places. Sigil, City of Doors, is a plane, even though it's no more than a few dozen miles in extent. It drifts in the multiverse unconnected to any other physical reality. The Abyss is also a plane. It is many thousands of miles in extent, large enough to swallow planets, but it's only a finite region of the Elemental Chaos. A traveler can walk (or more likely fall) into the Abyss from the surrounding Elemental Chaos, but a different set of physical and metaphysical laws apply in the Abyss than in the Elemental Chaos. In that sense, the Abyss is a plane separate from the surrounding Elemental Chaos.

PLANAR TYPE

- ◆ The world
- ◆ Fundamental planes
- ◆ Astral dominions
- ◆ Elemental realms
- ◆ Parallel planes
- ◆ Demiplanes
- ◆ Anomalous planes

THE WORLD

The first of the planes is the world in which humans and other mortals are born and have their existence. The world often is known only by its name. For example, the sages of Faerûn call their world Abeir-Toril. Those who study such matters in the city of Greyhawk know their world as Oerth, and the sages of Ansalon know their world as Krynn. In reference to the planes, the world is sometimes known as "the mortal world," "the material world," "the natural world," or "the middle world," to distinguish it from the supernatural realms surrounding it.

FUNDAMENTAL PLANES

The cosmos is composed largely of two infinite expanses from which all other planes formed: the Astral Sea and the Elemental Chaos. These planes are levels of reality in which countless specific locales exist like finite islands adrift in the infinite—the various astral dominions and elemental realms.

The fundamental planes provide the substance linking all the dominions and realms of deities and elemental powers together. To reach these specific places, a traveler must trek across the Astral Sea or the Elemental Chaos. Fortunately, planar portals and conduits make it possible to span vast distances with a single step—if a traveler knows where to find the portal he or she needs.

Although the fundamental planes are infinite, the known astral dominions and elemental realms lie within a finite distance of each other. If a traveler journeys through a fundamental plane into the trackless reaches outside the known dominions and realms, sooner or later he or she comes to the divine dominions or elemental kingdoms of different mortal worlds. Such a journey would be unthinkable long, and it would undoubtedly be easier to find or create a portal to reach them.

ASTRAL DOMINIONS

The astral dominions are distinct planes that exist within the Astral Sea. Most are the creations of deities, and as such, each dominion reflects the aesthetics (or whims) of its creator. Dominions may have wildly different properties and characteristics. Some are the size of worlds, whereas others are solitary towers or small cities on the shores of the Astral Sea. In artwork and in literature, they are often depicted as majestic islands or floating shards of landscape surrounded by a gossamer sea as flat and smooth as mirrored glass.

Astral dominions are commonly regarded as the heavens and hells of the mortal world. The dominions are where most deities are enthroned. Deities claim some mortal spirits after death—those chosen for special reward, or trapped and tormented by devils or dark deities. However, most mortal spirits pass through the realm of the Raven Queen in the Shadowfell after death and then into the eternal beyond.

ELEMENTAL REALMS

Within the Elemental Chaos lie countless elemental realms—domains where some powerful being has claimed a portion of the chaos and shaped it with will and purpose. Like astral dominions, elemental realms reflect the whims of those beings that create them. In artwork and literature, elemental realms are often portrayed as crude stone bergs and mighty structures floating in a churning sea of elements.

Although many elemental realms are the work of powerful elementals—for example, the efreet City of Brass—other realms are created by mighty mortals. Anyone of strong will and magical power can create anything he or she likes within the Elemental Chaos, and set a boundary around these creations in which the physical traits the creator prefers dominate. Scores of archmage towers, assassin strongholds, and mighty monuments lie scattered through the Elemental Chaos that were created by mortals centuries or millennia ago. Some still remain much as they were when they were made, whereas new masters have occupied others.

PARALLEL PLANES

Close by the mortal world lie its echoes, the parallel planes: the Feywild and the Shadowfell. Parallel planes are strange copies of the material world. Where seas and mountains lie in the world, similar seas and mountains exist in these parallel planes. Yet they are not perfect copies. A thriving human city in the mortal world might be a forested vale in the Feywild and a haunted ruin in the Shadowfell. It seems that the Feywild's version of a locale in the natural world is a pristine memory of what that place was like in the youth of the world, whereas the Shadowfell's version shows a vision of how that same spot will look when its people pass away and it falls into ruin.

Although some natural features vary between these planes, the biggest differences between them are the structures of sentient creatures. The kingdoms and castles of the eladrin are not replicated in the mortal world or the Shadowfell. Similarly, the city of Gloomwrought exists only in the Shadowfell, and no city stands in the corresponding spot in either the mortal world or the Feywild.

DEMIPLANES

The last regular type of plane is a demiplane—a unique place where anything might be encountered. Like astral dominions or elemental realms, demiplanes are things created by some power or agency after the formation of the world. They are not part of either the Astral Sea or the Elemental Chaos, but instead exist as bubbles of existence beyond the normal bounds of the cosmos.

Most demiplanes are small and secret. They're created to be refuges, vaults, or more rarely tombs or prisons. It takes extremely powerful magic to create something out of nothing. It's much easier to build a sanctuary in the Elemental Chaos than to create a secret plane of your own outside the bounds of the universe.

The most well known demiplane is Sigil, City of Doors. No one knows who created it or how, but Sigil holds portals uncounted that lead to every other plane of existence. Veteran planar explorers soon learn that Sigil is the first place to look when a door to somewhere else is needed.

ANOMALOUS PLANES

The cosmology includes some planes whose exact nature is not clear. These include the Far Realm, the Plane of Dreams, the Plane of Mirrors, and other mortal worlds. Anomalous planes stretch the boundaries of an already fantastic cosmology. They are the weirdest of the weird. They are conceived of as beyond the normal cosmology of planes (even more “outside” than demiplanes), being created from the dreams of all mortals, existing on the other side of mirrors, or built on other mind-straining concepts. Adventures rarely present themselves in these locations, as anomalous planes are genuinely inhospitable to most outsiders. However, denizens of anomalous planes often find their way into the world.

PLANAR STRUCTURE AND LAWS

The most basic question about a plane is its size. Is it infinite, or is it finite? If the plane is finite, how big is it?

The Astral Sea and Elemental Chaos are infinite. The mortal world (and therefore the parallel planes, too) may be infinite or it may not be. It depends on if one considers the vast starry void beyond the skies of the mortal world to be part of the world or if the stars are merely lights suspended inside a vast but finite crystal sphere.

PLANAR STRUCTURE AND LAWS

- ◆ Layers
- ◆ Bounded or recursive shape
- ◆ Gravity
- ◆ Mutability

LAYERS

Some astral dominions and elemental realms are organized into layers. These layers are distinct, geographically separate regions or domains. A layer is a subplane, and often has its own distinct flora, fauna, and features. However, the overall properties of a plane remain true no matter which layer of a plane a traveler ventures into. For example, the Abyss consists of hundreds of distinct island-continents of matter within the bounds of a single elemental realm. Many of these are the domains of individual demon lords, who create in their own layers conditions they find pleasing.

Most rituals of planar travel, portals, and conduits deposit travelers in a plane's outermost layer first. From that region, travelers must find their way into the deeper layers of the plane. Portals, or difficult roads or pathways that are often guarded, link the different layers of a plane. For example, most portals to the Abyss from elsewhere open into the first layer, the Plain of a Thousand Portals. From there, travelers can find other portals leading to deeper layers. They could conceivably fly or fall from one Abyssal layer to another through the vast, storm-wracked gulf of air, energy, and matter the Abyssal layers drift through, but the distances between them are vast, and the journey is unspeakably dangerous. Even demons prefer to use portals to move around from layer to layer.

BOUNDED OR RECURSIVE SHAPE

Does the plane have an edge that you can reach, or do you return to the same spot by traveling in a straight line? The surface of the mortal world is recursive, because it's a sphere. Sigil is a recursive demiplane. The city fills the interior of a torus, so a traveler can't help but circle back to where he started by continuing in a straight line. On the other hand, a plane such as Hestavar or Arvandor is bounded. Travel far enough, and eventually you reach the edge—the shores of the Astral Sea, whatever form that takes in that plane.

GRAVITY

Gravity works normally on the vast majority of planes. A few planes manifest one of two exceptional types of gravity: elemental buoyancy and subjective gravity.

Normal gravity is, well, normal. It acts as one would expect in the mortal world.

Elemental buoyancy is strange: Objects and materials native to the plane aren't subject to the force of gravity, but creatures and nonnative objects are. The Elemental Chaos experiences this type of gravity. Gigantic earthmotes, drifting boulders, and flowing seas arc through the "skies" and do not fall because they're held aloft by their elemental



buoyancy in the plane's natural stratification. You can pick up a rock and "hang" it in the air in front of you, and the rock floats there indefinitely. However, living creatures and their possessions are subject to "normal" gravity, and they can and do can easily fall off floating earthmotes or plummet into fiery chasms.

Subjective gravity is a property of the Astral Sea and the Far Realm. If a traveler is standing on or in something he or she wishes to exert gravity on him or her, it does so. In other words, if you want to stand on it, you can.

Gravity remains in force even if the traveler leaps into the air or flies—as long as the traveler wants it to. Unattended objects do not experience gravity. Attended objects are subject to a traveler's will. If you drop something and want it to fall, it does—but you can't "will it" to "fall" back to you.

In the absence of gravity (in other words, when you don't want to be affected by it), a creature can fly through a plane of subjective gravity by exercising its will. This mode of movement is slow, however.

SUBJECTIVE GRAVITY

On a plane that has subjective gravity, you can choose whether gravity affects you.

- ◆ You can stand on any surface equal to your space (1 square for most characters) or larger than your space.
- ◆ You gain the ability to fly at one-half your normal speed if not under the effect of gravity. You can hover, but you are a clumsy flier.
- ◆ A creature with the ability to fly can use its innate flying speed instead. It gains hover.

MUTABILITY

One of the fundamental laws of nature in the mortal world is that things remain where they are and how they are unless some force works on them. Boulders don't spontaneously change to sand or melt into water unless something causes them to. Some planes are not so reliable.

Divinely mutable planes assume the form willed by deities (or other powerful beings) who own the plane. The deity of the plane can cause great palaces to appear from nowhere, create or replace terrain, change the form of creatures native to the plane, or alter the weather with a mere thought. **Normal mutability** (defined as mortal inertia and constancy) applies otherwise. Most astral dominions are divinely mutable, although in cases where several deities share the same dominion, they exercise control over only their specific realms within the plane.

Unstable planes feature terrain and elements that change continuously and randomly. The Elemental Chaos is the prime example. Although vast stretches are relatively calm for long periods of time,

change is inevitable. A great frozen sea might remain that way for centuries, only to shatter when an outburst of magma comes into being in its center and begins to grow into a range of volcanic mountains.

INFLUENCE UNSTABLE PLANE (INTELLIGENCE)

Someone with a powerful will or armed with the right ritual can stabilize a portion of an unstable plane and hold it in the desired shape. The only questions are how long it takes to impose stability and how long the stability lasts once the being creating the stability stops concentrating. It's easy to freeze existing conditions in place, but much harder to impose entirely different conditions in an area.

Move Object: Standard action.

- ◆ **DC:** The DC is based on the object's size—Tiny or smaller, DC 5; Small or Medium, DC 10; Large, DC 15; Huge, DC 20; Gargantuan, DC 25.
- ◆ **Success:** You move an unattended object. You move the object 1 square, +1 square for every 5 points by which you beat the DC.
- ◆ **Failure:** You can't try to move the same object until after a short rest.

Alter Object: Standard action.

- ◆ **DC:** The DC is based on the object's size—Tiny or smaller, DC 20; Small or Medium, DC 25; Large, DC 30; Huge, DC 35; Gargantuan, DC 40.
- ◆ **Success:** You change an unattended natural object into a different element or energy of the same size. For example, change a boulder into a ball of fire.
- ◆ **Failure:** You can't try to alter the same object until after a short rest.

Stabilize Area: 1 minute.

- ◆ **DC:** The DC is 5 + 1 per square affected.
- ◆ **Success:** You lock an area into its current form for 24 hours. Double the area or the duration for every 5 points you beat the DC by.
- ◆ **Failure:** You can't try to stabilize an area until after an extended rest.

Alter Area: 1 minute.

- ◆ **DC:** The DC is 20 + 1 per square affected. Add +10 to the DC if the area has been stabilized (see above). Double the area or the duration for every 5 points by which you beat the DC.
- ◆ **Success:** You change the terrain of an area for 24 hours. For example, change a bare rocky plain into a forest.
- ◆ **Failure:** You can't try to alter an area until after an extended rest.



PLANAR TRAITS

Some planes possess magical or metaphysical qualities that affect the powers and abilities of creatures. For example, the City of Brass lies in a fiery portion of the Elemental Chaos, and within this particular dominion characters find that powers with the fire keyword are enhanced, while cold powers in the city of the efreet are diminished.

Large planes rarely have planar traits that affect their entirety. Planar traits usually manifest in specific locations within a larger plane (such as a particular dominion within the Astral Sea or a particular realm within the Elemental Chaos). For example, the characters might stumble upon a forest in the Feywild that heightens one's powers of inveiglement, and all creatures in the forest gain a +1 bonus to attack rolls when they use powers with the charm or illusion keyword.

PSYCHIC SIGNATURE

Planes other than the natural world possess a certain otherworldly quality. A mortal wandering the forests of Arvandor can sense that he or she is no longer in the natural world. Planar explorers can't always tell exactly where in the cosmos they are, but they can sense when they've passed from one plane to another. This phenomenon is known as a plane's psychic signature. Psychic signature has no other mechanical effect, although the impressions can be strong.

For example, a feeling of gloom permeates the Shadowfell. The Shadowfell's atmosphere is oppressive, and it deadens the spirits of its inhabitants.

A feeling of malaise slowly creeps over the visitor, deadening the spirit. On the other hand, the Feywild seems charged with some magical quality that sharpens the senses and intensifies the experience of being there. This intensification is enchanting in a pleasant place, but in the darker locales in the Feywild it magnifies the sense of danger and excitement as if such places were waiting in suspense for something wild and sinister to happen.

Astral dominions are marked by a sort of emotional relativity in which the viewer's emotional state colors things he or she sees, hears, and feels. When the viewer is calm and familiar with what he or she is looking at, things seem supernaturally clear and obvious. When the viewer is fearful or angry, things take on a dark, confusing overtone. When the viewer is resolved, he or she sees things as he or she is determined to see them—so a devil's insidious lies seem obvious to someone determined to resist them. However, when the viewer is wrongly resolved and stubbornly clings to a mistaken impression, the "truth" of his or her position seems just as obvious.

Elemental realms possess a psychic signature of mass and changeableness. Physical objects feel heavier and seem bigger, even though they aren't really. At the same time, objects appear to move as the viewer expects them to move, as if the viewer's will is what causes the flow of a river or the drifting of earthmotes in the sky. The sensation is nothing more than a strange sort of déjà vu, and it has no real effect other than bemusing those unfamiliar with the Elemental Chaos and its domains.

THE WORLD AXIS COSMOLOGY

Although various campaign settings may have their own arrangement of planes, the default planar structure of the D&D game is the World Axis cosmology. The World Axis cosmology is so named because the mortal world and its parallel planes form an axis or pivot point linking the two great infinite planes—the Astral Sea and the Elemental Chaos. The world is therefore the fulcrum where elemental forces and divine forces meet. This model provides a mix of benign, strange, wondrous, and sinister planes you can use in your game without the necessity of designing your own unique cosmology.

The World Axis cosmos consists of a core of five planes that have their own discrete existence, plus scores of dominions or realms that are features or locales of another plane. The planes are:

The World: The mortal plane of existence is the natural world. This world may be Abeir-Toril, Athas, Eberron, Kryn, Oerth, or a world of your own devising. This plane also encompasses the space between worlds.

Parallel Planes: Inextricably linked to the natural world are two parallel planes: the Feywild (or Plane of Faerie) and the Shadowfell (or Plane of Shadow). They are the closest of the planes to the mortal world.

Fundamental Planes: The mortal world and its parallel planes exist between two great infinite expanses—the Astral Sea and the Elemental Chaos. The Astral Sea is dotted with smaller planes called astral dominions, the Elemental Chaos with elemental realms.

Astral Dominions: All astral dominions are clearly delineated from the surrounding fundamental plane. These are planes in every sense of the term. Some are the domains of deities. Others were abandoned or had their inhabitants and structures destroyed long ago. Major astral dominions include:

- ◆ Arvador, the Verdant Isles
- ◆ Carceri, the Red Prison
- ◆ Celestia, the Radiant Throne
- ◆ Chernoggar, the Iron Fortress
- ◆ Hestavar, the Bright City
- ◆ Kalandurren, the Darkened Pillars
- ◆ The Nine Hells of Baator
- ◆ Pandemonium, the Howling Depths
- ◆ Pluton, the Gray Waste
- ◆ The White Desert of Shom
- ◆ Tu'narath, City of the Githyanki
- ◆ Tytherion, the Endless Night

Elemental Realms: In the vastness of the Elemental Chaos lie scores of elemental realms. Some of these, such as the Abyss, are differentiated enough from the surrounding elemental maelstrom to be planes within a plane. Others are specific locales within the chaos. Major elemental realms include:

- ◆ The Abyss
- ◆ The City of Brass
- ◆ The Ninth Bastion
- ◆ Zerthadlun

Demiplanes: Demiplanes are places that exist outside the fundamental planes. Each was created by artifice at some point in the past, since they do not naturally occur. Many demiplanes exist, but only a few are known by more than a handful of individuals. The most famous demiplane is Sigil, City of Doors.

Anomalous Planes: Finally, the cosmology includes some planes whose exact nature is not clear. Major anomalous planes include:

- ◆ The Far Realm
- ◆ The Plane of Dreams

CUSTOMIZING THE COSMOLOGY

The World Axis cosmology only represents one of many possible planar arrangements for a D&D campaign. It's the default setting, and all upcoming 4th Edition DUNGEONS & DRAGONS game products assume that the World Axis cosmology is the one you're using in your campaign. However, you can create your own cosmology for your campaign.

We recommend leaving the parallel planes and fundamental planes in place. Many spells, effects, and monsters are tied to the Astral Sea, Elemental Chaos, Feywild, and Shadowfell. If you eliminate these “structure” planes, you may create gaps in the game rules. For example, if you get rid of the Shadowfell or greatly alter it, the Shadow Walk ritual would have to be changed, too. Relatively minor alterations are possible. If you don't want a goddess of death on your plane of shadow, you can remove the Raven Queen and her palace of Letherna, and move a similar deity of death to the astral dominions. It won't interfere with any rules operations in the game.

When considering your cosmology, make sure you address the following:

- ◆ A place for good-aligned deities, angels, and immortals to come from.
- ◆ A place for devils and evil-aligned deities or angels to come from.
- ◆ A place for demons and elemental creatures to come from.
- ◆ A place for fey creatures to come from.
- ◆ A place for shadow creatures to come from.
- ◆ A way of getting from one plane to another.
- ◆ A way for spells or effects referring to astral, elemental, fey, or shadow planes or creatures to function.

One of the simplest adjustments to the cosmology is substituting the deities of the core pantheon for the deities of a specific campaign world. For example, you can remove Bane from Chernoggar and replace him with Tuern the Merciless, the god of war in your own home campaign.

The next step up in difficulty is adding or deleting specific astral dominions and elemental realms. The exact number, name, and inhabitants of the various astral dominions can be switched out to reflect the Dungeon Master's campaign preferences. This customization leaves the fundamental planes and parallel planes intact, so planar travel works pretty much as it does in the core cosmology. As an example, you could add the plane of Ysgard (or Asgard) and several of the ancient Norse deities to your cosmology. If Thor replaces Kord in your game—or even exists as a rival or ally of Kord—everything still works just fine.

If you are ambitious, you can overhaul the basic planar structure. In your game, the Elemental Chaos may not exist, and all elemental creatures come from the natural world. In your game, perhaps, all the astral dominions and major elemental realms are parallel planes. Therefore, venturing to the domains of deities is a matter of finding the correct “echo” of the mortal world.

NAVIGATING THE PLANES

Although many places in the planes are impossibly distant from the mortal world, the mortal world is riddled with rifts in the fabric of reality and hidden planar doorways. Volcanoes in the mortal world spew magma and burning ash from fiery seas within the Elemental Chaos. Rune-graven doors of iron protect gates leading to the Nine Hells. Mystic archways forgotten in ruined temples lead to the dominions of the gods themselves. Hundreds, perhaps thousands, of doors to these infinite realms lie scattered across the world.

Although the means may vary, the methods of planar travel fall into one of several broad types: portals, rituals, vessels, and phenomena.

PORTALS

A **portal** is a door or conduit created by powerful magic that links two distant points. In a way, portals are like backdoors in the universe, allowing a traveler to bypass the obstacles of distance and boundaries by stepping through. Permanent portals are often called gates, but they are few and far between. Many portals lead to destinations within the same plane, providing an expeditious means of covering vast distances. Others lead travelers to wondrous realms such as the Feywild, the Shadowfell, and even astral dominions. Rare and hidden portals may lead to places beyond the cosmology, depositing travelers in the Far Realm or on alternate natural worlds. Portals can also access demiplanes such as the city of Sigil, the sanctums of

archmages, domains of demigods, or dimensional vaults created to hold unspeakable entities.

Portals are curiosities. They stand in defiance to the natural order of things. It's within the power of mortals to construct new portals, but short of the most powerful rituals, created portals are fleeting things, consuming vast amounts of magic and requiring arcane mastery to sustain. Thus, permanent portals are subjects of much heated debate between scholars and sages, and theories abound about their origins and purpose.

One of the most common beliefs about independent permanent portals is that they are the natural products of an incomplete and flawed creation. As the primordials gathered the protomatter that would become creation, the protomatter clumps held gaps and fissures—holes worming through the work and leading to unexpected places. Another theory suggests the portals are remnants of the ancient wars between the primordials and deities, reflecting a universe damaged by their catastrophic struggle. Some portals may have been created by upheavals in the natural order as primordials died or were imprisoned and sealed away for all time. Other possibilities exist, many of which are upheld by different philosophies found throughout the planes. For example, the Doomguard (see page 141) believe the planes are in a state of decay, and that independent permanent portals are either the cause or the result of this march toward oblivion.

MOVING AROUND THE PLANES

Here's a quick overview of the most common methods for traveling from the world to different planes.

Portal: A portal is a magical doorway that instantly teleports the user somewhere else. Portals might go anywhere, and many require specific keys or actions in order to function. A portal is the easiest way to get to another plane, but you have to find a working portal that goes where you want to go.

Crossing: A crossing is a place where the veil between the worlds is thin. Crossings lead to the Feywild, the Shadowfell, and other parallel planes. Crossings sometimes activate and function much like portals leading to corresponding points on the parallel planes. They also mark places where travelers can use passage rituals to reach the parallel planes.

Worldfall: Large areas of the Feywild—for example, certain eladrin cities—sometimes shift to the natural world or back again. A traveler in the area of a worldfall is carried along when the area shifts to the other plane.

Passage Rituals: If you're at a crossing to the Feywild or Shadowfell, the ritual Fey Passage or Shadow Passage

can transport you into the parallel plane. Passage rituals are easy ways to move to another plane, but are limited because you need to find a suitable crossing point first.

Transfer Rituals: The ritual Astral Sojourn or Elemental Transference shifts a traveler to a random point in the Astral Sea or Elemental Chaos. You don't need any kind of crossing point. If you have to find something lost or hidden in the Astral Sea or the Elemental Chaos, you might need to use a transfer ritual.

Teleport Rituals: The rituals Planar Portal and True Portal create short-lived teleportation circles that can take travelers to specific locations on other planes. If you know exactly where you're going and you have the sigil sequence to get there, a teleport ritual is the fastest way to get there.

Planar Vessel: Magical ships such as *planar dromonds* or *spelljammers* have the ability to serve as navigation foci for the Plane Shift ritual. The Plane Shift ritual is a comparatively easy ritual that shifts the vessel and all its occupants into another plane.

THE GREAT WHEEL

An example of an alternative cosmology is the Great Wheel used in earlier editions of the D&D game. This cosmology featured the following planes:

Material Plane: The mortal world.

Astral Plane: This fundamental plane is much like the Astral Sea. The Astral Plane links the Material Plane to the Outer Planes.

Plane of Shadow: This plane, parallel to the Material Plane, is essentially the same as the Shadowfell.

Plane of Faerie: This plane is the Feywild. It exists in parallel to the Material Plane in this cosmology.

Ethereal Plane: This plane combines some features of parallel planes and some features of fundamental planes. It is infinite in scope, and links the Material Plane to the Inner Planes (or elemental planes). Characters and creatures in the border regions of the Ethereal Plane are in a parallel plane. They can still perceive the Material Plane. Ethereal creatures are invisible and insubstantial to Material Plane creatures, and they can phase through Material Plane objects. The Deep Ethereal is a fundamental plane of endless gray mist that can be shaped into various demiplanes.

The Ethereal Plane is the most difficult part of this cosmology, because it's a new fundamental plane that no game effects refer to in the rules. Various powers or magic items may confer temporary ethereality, and rituals can shift travelers into the Deep Ethereal to journey to the Inner Planes.

Six Inner (Elemental) Planes: In the Great Wheel cosmology, the Elemental Chaos does not exist. Instead, the Planes of Air, Earth, Fire, and Water are all separate from each other. In addition, the Positive Energy Plane and Negative Energy Plane embody the power of light, radiance, and life on the one hand, and death, decay, darkness, and the void on the other. All these planes are infinite in extent and impassable (if not instantly lethal) to mortal travelers. "Pockets" of other elements intrude in these planes. For example, the Elemental Plane of Air features a few floating earthmotes, and the Elemental Plane of Fire has regions of air and earth among its endless flames.

Seventeen Outer Planes: These planes are much like astral dominions. However, each one embodies its own gradation of good, evil, law, and chaos. Each plane is infinite in extent. Some have many layers, and others have

only one or two layers. Deities inhabit the Outer Planes, dwelling on the plane that most closely matches their particular ethics and morals. The Outer Planes are:

- ◆ *Ysgard (Unaligned):* A warlike domain, where great heroes battle giants.
- ◆ *Limbo (Unaligned):* Like the Elemental Chaos, Limbo is a plane where matter assumes random forms.
- ◆ *Pandemonium (Chaotic Evil):* As described in Chapter 5.
- ◆ *The Abyss (Chaotic Evil):* As described in Chapter 4, although in this cosmology the Abyss consists of layered infinite planes. The Abyss is an Outer Plane in this cosmology and is not part of the elemental planes. Demons should be treated as immortals, rather than elementals.
- ◆ *Carceri (Chaotic Evil):* A prison plane similar to that described in Chapter 5.
- ◆ *Hades (Evil):* A gloomy plane of despair and disease, like the worst parts of the Shadowfell.
- ◆ *Gehenna (Evil):* A plane of darkness and fire, somewhat like Tytherion (see Chapter 5).
- ◆ *The Nine Hells (Evil):* As described in Chapter 5.
- ◆ *Acheron (Unaligned):* Much like Chernoggar (see Chapter 5).
- ◆ *Mechanus (Unaligned):* An astral dominion of perfect law and inflexible order.
- ◆ *Arcadia (Lawful Good):* A peaceful kingdom somewhat like Hestavar (see Chapter 5).
- ◆ *Celestia (Lawful Good):* As described in Chapter 5.
- ◆ *Bytopia (Lawful Good):* A domain consisting of two idyllic layers, each forming the other's sky.
- ◆ *Elysium (Good):* A domain of golden fields, where the deserving find rest.
- ◆ *The Beastlands (Good):* A wilderness domain populated by wise animal like spirits and guardians.
- ◆ *Arborea (Good):* A forest realm similar to Arvandor (see Chapter 5).
- ◆ *The Concordant Domain (Unaligned):* A neutral plane influenced by all the others and populated by a smattering of folk from other planes.

Demiplanes: Sigil and the Far Realm are demiplanes in the Great Wheel cosmology. Their exact location in the cosmos is not known.

A reasonable explanation is that these theories are all correct. Persistent portals are the product of a variety of mistakes and achievements. Powerful wizards ripped open the planes to facilitate their travel, and deities themselves connected the planes to fight the primordials and their servants. Whether or not portals endanger the fragile balance of the planes is

unclear. What is clear is that planar travelers find these doorways useful and seek out more of these portals so that they can use them to find new worlds to explore.

Portals have a number of characteristics to describe their destination, function, and nature. These characteristics include their appearance, transparency, frequency, access, and precision.

APPEARANCE

A portal's appearance reflects the portal's destination. A portal leading to Sigil might be a doorway, but a portal connecting to the Elemental Chaos might look like a shimmering wall of water or a curtain of flame. Likewise, portals connecting to the Shadowfell could be hidden in black shadows, and those leading to the Feywild might be a tangle of roots or a stylized face made of vegetation.

Doors: Many persistent portals look like doors, making clear their purpose and function. Some doorways are two-dimensional rectangles of light. Such a door reveals its destination or masks it with a haze of color. When viewed from the side, it disappears, again coming into view when perceived from the other side. Other doorways are freestanding doors made of wood or iron. Some hang in the air, others rest against a solid wall, and others still stand in the center of a room or in the middle of nowhere.

Gates: A gate is a portal of considerable size that is large enough to accommodate the movement of several travelers at the same time. Gates are freestanding circular or square windows into another world, though some gates feature frames of stone or are set into a wall, ceiling, or floor.

Objects: Not all portals are obvious. Some are contained in objects, hidden behind an innocuous or sinister façade. A portal contained in an object functions when touched or handled, whereupon it transports the traveler to its destination. Portal objects are heavy, immobile structures such as mausoleums, obelisks, and statues. Although the fact that an object is a portal may not be evident, the nature of the object often provides hints about the portal's destination in its appearance. For instance, a portal to the Shadowfell might lurk inside a headstone in a graveyard. Object portals commonly activate upon being touched. However, some require the speaking of a phrase instead or in addition to being touched. Other objects require a specific action to make them work, such as making a sacrifice or performing a ceremony. A few object portals transport travelers only under special conditions, such as at a time of year.

Color Veils: Many portals found in the Astral Sea are veils of color. Color veils are specific kinds of portals that grant access to a particular astral dominion or plane. The most well-known common veils are the ones that surround each astral dominion; however, other color veils are wisps, circles, pools, or other freestanding shapes in the Astral Sea. Color veil colors correspond to a particular destination. These colors normally correspond to where a portal leads, but relying on a system of colors as a means to decipher a portal's destination has risks. Dark powers have been known to transmute the hues of color veils to lure travelers to their dooms, and others mask or

re-tint a veil to ward off unwanted guests. The following table presents the normal correlation of color veil colors and planes.

COLOR VEIL COLORS BY PLANE

Arvandor	Dark green
Carceri	Red
Celestia	Brilliant gold
Chernoggar	Red orange
Hestavar	Sapphire
Kalandurren	Pale gray
The Nine Hells	Swirling ruby red
Pandemonium	Magenta
Pluton	Iron gray
Shom	Pale blue
Tytherion	Indigo
The natural world	Silver
The Feywild	Emerald green
The Shadowfell	Black
Elemental Chaos	Mottled opal
The Abyss	Swirling dark purple

Most color veils lead to astral dominions. In fact, finding the right color veil is the quickest way to reach a desired dominion. A traveler can reach any dominion by sailing the Astral Sea and fixing the dominion in his or her mind, but sometimes these destinations prove elusive, avoiding discovery. A color veil shortens the search and ensures a speedy arrival at the desired dominion. More rarely, a color veil in the Astral Sea leads to another plane altogether, such as the Feywild or the Abyss.

Pools: Portal pools are found in the natural world, the Feywild, and the Shadowfell. Pools do not connect to the Astral Sea or its dominions, instead providing transport between the natural world and its echoes. Portal pools look and behave like water. Like most portals, a portal pool displays its destination as a reflection off the liquid of the pool. A portal pool leading to the Feywild might be bright green and covered by a skin of algae, whereas another portal pool might be cloudy, polluted, and brackish, suggesting that it connects to the Shadowfell.

Traveling by pool is unsettling because simply touching the water isn't sufficient for travel. Instead, one swims to the bottom of the pool, whereupon the swimmer feels his or her sense of direction turn upside-down. Upon crossing that threshold, the swimmer is no longer swimming down, but rather swimming up toward the surface of the pool into the other plane.

TRANSPARENCY

A portal's transparency speaks to a traveler's ability to perceive what lies beyond the threshold of the portal.

Clear: The portal provides a clear view of what's on the other side. Viewers can see to the normal extent of their vision. Some doors and gates have clear transparency.

Misty: Mist shrouds the portal, restricting vision to about 5 squares on the other side. Beyond this distance, the interference intensifies, blocking all vision. Curtains, pools, doors, and gates can all have misty transparency. Misty is the default level of transparency for portals.

Opaque: The portal allows light to travel through it but nothing else. It conceals all other details of what lies beyond. Portals leading to bright areas may also reveal shadows of objects positioned between the light source and the portal itself. Curtains and pools can be opaque.

Solid: A solid portal blocks all vision and light, masking what lies beyond. Portals contained in objects are commonly solid, though a mirror, for instance, might reveal the portal's destination in its surface. Some doors and gates are solid as well. A solid portal bears markings or other clues to give a hint about its destination.

Illusory: A rare few portals are enchanted with an illusions to hide their true destinations. Such a portal offers a false image of where it leads. A successful trained DC 25 Arcana check allows a character to recognize the image is an illusion, but does not reveal where the portal leads.

FREQUENCY

Although many portals are persistent and function continuously, a few operate only at certain times or open at random.

Permanent Portals: A permanent portal is always active and always functions. To use the portal, a traveler just needs to walk through it (by default).

Circle Portals: Some portals are active for brief moments at a time. Such portals connect to inscribed teleportation circles, areas equipped with an address formed of specific sigils that enables a traveler to use Linked Portal or a similar ritual to arrive at the portal's location.

Intermittent Portals: Portals may open and close at random or in accordance with a specific schedule. An intermittent portal may open daily at noon, remain open for an hour, and then close as if it never existed. Other portals—malfunctioning ones for the most part—open and close every few minutes, hours, or even years.



ACCESS

A portal's access describes who can use and how it is used. Most persistent portals are open, enabling travelers of any kind to move back and forth through the portal. Others might function for creatures of a particular race or may allow passage in a specific direction, stranding the traveler on the other side.

Open: These portals allow traffic to flow from either direction provided the portal is active.

Closed or Restricted: Closed or restricted portals have been locked or sealed. Passage through such a portal is usually impossible without the right portal key, entry phrase, or other entry criteria. The Arcane Lock ritual is useful for closing or restricting portals. A character can attempt to open a closed portal with the Knock ritual. (See "Arcane Lock, Knock, and Portals," page 149, and the Arcane Lock and Knock rituals in the *Player's Handbook*.)

Directional: Although most portals allow movement through a portal from either direction, some portals are one-way portals. Moving through such a portal carries the traveler to the destination, but to return, the traveler has to find some other means of travel.

PRECISION

All portals lead somewhere. However, not all portals are precise as to where they deposit travelers.

Precise: The portal functions as expected, and the traveler appears in the location revealed by the portal's appearance.

Imprecise: The traveler appears 1d10 squares away from the portal. If a result would deposit a traveler into a solid object, the creature appears in the closest unoccupied square to the rolled location.

Wildly Imprecise: A wildly imprecise portal is dangerous. It transports travelers to a random location within the same plane. (The Dungeon Master decides where the travelers go. In other words, the randomness is random from the view of the characters, but not the DM.) All travelers passing through the portal within 10 rounds arrive at the same destination, but those delaying further appear in a

different location. Wildly imprecise portals cannot transport travelers into solid objects. The portal instead deposits the traveler in the closest unoccupied square.

Malfunctioning Portals: Persistent portals can stand open for centuries, but the longer a portal goes without use, the greater the likelihood the magic empowering the portal begins to fail. Whenever travelers use a malfunctioning portal, roll on the Portal Malfunction table to see what happens.

PORTAL MALFUNCTION

d20	Result
1	Portal winks out of existence.
2	Portal sends the group of travelers to a random portal destination on a different plane (see the Random Portal Destination table).
3	Portal doesn't function at all for 1d10 rounds.
4-5	Portal functions as a precise portal, but it scrambles a user's body during transit. The traveler takes damage equal to its healing surge value.
6-7	Portal functions as a wildly imprecise portal.
8-11	Portal functions as an imprecise portal.
12-20	Portal functions as a precise portal.

Variable Portals: A variable portal can transport travelers to two, three, or more destinations. One of these portals presents a destination for a few moments at a time (1d6 rounds) before moving on to the next. Once a variable portal has cycled through all the destinations to which it can transport travelers, it starts over again with the first destination. Variable portals are clear or misty, showing their destinations within them successively. When a traveler enters the portal, it deposits the traveler at the destination it shows at the time.

Erratic Portals: When the magic of a permanent portal finally fails, it may transform into an erratic portal. At this point, a portal devolves from a conduit from one plane to another or a means of traveling substantial distances within a plane into a type of tactical terrain (see "Planar Terrain and Hazards," page 21).

RANDOM PORTAL DESTINATION

Most portals have fixed destinations, carrying travelers to the same location every time they're used. Malfunctioning portals, as well as reality rips (see "Phenomena," page 20), can fling travelers to unexpected places, stranding them in worlds and realities far from where they began their journey. Whenever a planar traveler moves through a portal or encounters a phenomenon indicating movement to random destination from one plane to another, roll on the Random Portal Destination table.

RANDOM PORTAL DESTINATION

d20	Destination
1	Alternate world
2	Demiplane or pocket dimension
3-4	The Astral Sea (see the Astral Sea Portal Destination table)
5	The Abyss
6	The Elemental Chaos
7-8	The Shadowfell
9-10	The Feywild
11-19	The natural world
20	Sigil

ASTRAL SEA PORTAL DESTINATION

d20	Destination
1-2	Arvandor
3-4	Pandemonium
5-6	The Nine Hells
7-8	Tytherion
9-10	Chernoggar
11-12	Kalandurren
13-14	Shom
15-16	Hestavar
17-18	Celestia
19-20	Other dominion

RITUALS

Portals offer an excellent means for adventurers to reach fabulous destinations, but in most cases, these destinations are fixed, making them of limited use to those who need to reach a particular location. A number of rituals help adventurers move within a plane or to other planes rather than spending an interminable time hunting down the right portal for the mission at hand. In addition, rituals can be used to divine a portal's secrets, lock a portal to prevent its use, or alter a portal's magic to make it malfunction (see "Rituals," pages 148-151).

TELEPORTATION CIRCLES

A teleportation circle is a ring of sigils and glyphs inscribed or chiseled around the area where a ritually created portal will appear. Although not all rituals require the use of teleportation circles, their inclusion in the ritual is beneficial, even if it is expensive. The reason is simple: The circle binds the portal to your location and to its destination by establishing the magical coordinates of the location into the circle itself (sometimes called the sigil sequence). Since these codes are required to establish the necessary links for a portal to appear, these coordinates are precious commodities for planar travelers, and their acquisition can be the subject of an entire quest.

Teleportation circles come in two forms: permanent and temporary. A permanent teleportation circle is a receptacle for portals. It is built to allow users to travel by means of Linked Portal and Planar Portal rituals. Most powerful organizations, temples, and guilds have permanent teleportation circles established in their holdings to enable swift and accurate transport. Temporary teleportation circles are inscribed at the spot where the ritual is performed, and they last only as long as the ritual remains active.

INTERPLANAR RITUALS

Interplanar rituals grant passage from one plane to another. Planar Portal is the most common method, but like Linked Portal, it requires knowledge of the destination's planar address (its sigil sequence), and that information is sometimes hard to obtain. Rituals to create permanent portals that bridge the planes exist, but such rituals are mind-bogglingly expensive and their acquisition difficult.

Rituals such as Fey Crossing and Astral Sojourn allow travelers to shift into a new plane from their current location. Rituals such as these do not allow any degree of control over the arrival point, and they shift the traveler into the corresponding locale in a parallel plane or deposit the traveler in a random spot in a fundamental plane. These rituals are most useful when the traveler doesn't know exactly where he or she is going and has to seek out something in those planes.

A few rituals such as Shadow Walk allow temporary transit into another plane to speed up travel. Although they take advantage of peculiar temporal disparities of the planar boundaries, they do not allow full passage into the other plane.

BEYOND THE CORE COSMOLOGY

The rituals described in this book and in the *Player's Handbook* allow player characters to reach just about any location in the core cosmology, but these locations aren't the only places worthy of exploration. The Far Realm lurks beyond the outermost reaches of the Astral Sea—beyond the normal cosmology. The Far Realm houses such horrors that to lay eyes on them is enough to drive a mortal mad. A ritual capable of opening a portal to the Far Realm could be a campaign-shattering event, letting loose a torrent of aberrant horrors to spread like spilled ink through your cosmology, transforming, corrupting, and unraveling the world, or at the least remaking it into something new and unpleasant.

In addition, worlds beyond those of the natural world exist—realities separated by the gulf of time and space, where different peoples, civilizations, perhaps even cosmologies reside. If sigil sequences exist for every point of space in the D&D world, sigil sequences must exist that correspond to other worlds, such as Abeir-Toril and Eberon. It's possible then that with the right sigil sequence, a planar traveler could slip free from one world to enter another. It's up to the DM to decide if such travel is available by Planar Portal, reality rip (page 21), or some other means.

VEHICLES

When rituals are not possible and portals prove elusive, planar travelers turn to other solutions to reach the planes. Magic items, such as a *cubic portal*, enable travelers to bridge the planes with minimal effort, and other magic items, such as a *manual of the planes*, can alter an existing portal to carry travelers to other destinations. Items like these are expensive, far beyond the reach of low-level explorers, but by using planar vessels travelers can traverse the planes at a more reasonable price.

ASTRAL SKIFF

Traveling the Astral Sea is a strange and unsettling experience, at least for the first-time traveler, as the plane stretches on to infinity, occupied by drifting deities trapped in the slumber of death and the dominions hanging suspended in the silvery void like islands in the heavens. It's possible to reach a dominion without aid of a vessel, but such travel is slow and arduous. Instead, people who explore the Astral Sea rely on *astral skiffs*. These vessels navigate the Astral Sea with ease, picking up the magical currents to reach their destination in short order. Ranging in size from small two-person vessels to sprawling barges capable of transporting hundreds of passengers, *astral skiffs* are a superior method of transport. Unfortunately, *astral skiffs* are a githyanki innovation and so finding these vessels outside of their hands is tough work.

A typical *astral skiff* is a vessel of sleek design equipped with mesh sails designed to catch the magic of the Astral Sea and propel the ship forward. In many ways, an *astral skiff* resembles a seafaring vessel, but the *astral skiff's* deck is enclosed and fitted with hatches and crystal windows. Gleaming rods extend out from the hull to provide directional control and stability.

Astral skiffs are rare. The smallest of these commonly fetch as much as 13,000 gp in planar marketplaces. See page 159 for typical *astral skiff* statistics.

PLANAR DROMOND

Planar dromonds resemble seafaring vessels of the natural world. They sport three masts, a stout wooden hull, and all the other accoutrements one would expect from such a vessel. Each *planar dromond* is fitted with a magical, rune-carved keel.

The *runekeel* allows the ship to pass from a body of water from one plane to another body of water on another plane. A *runekeel* allows transportation to seas and oceans in the Shadowfell, the Feywild, various astral dominions, and anywhere else with a liquid surface capable of bearing a sailing vessel. The *runekeel* does not allow passage to dry land. The hull of a *planar dromond* can withstand extremes of heat and cold.

Planar dromonds are expensive, costing as much as 1,125,000 gp. Luckily, an adventurer can book passage on these ships for as little as 1,000 gp. *Planar dromonds* sometimes hide among the docks of large cities in the natural world, but they are most often found in a variety of planar cities including the City of Brass and Gloomwrought. These ships are used to carry cargo from distant planes to exotic marketplaces throughout the cosmos. See page 159 for *planar dromond* statistics.

SPELLJAMMER

A *spelljammer* is a fantastic flying vessel. It consists of a ship's hull suspended in the air by a powerful *spelljamming helm*. Many different designs for *spelljamming* vessels exist, but most of these ships possess large fan-shaped sails extending from slender masts to catch the wind and to help with steering. A typical *spelljammer* can carry up to two dozen passengers in addition to its crew complement of 20.

Aerial travel is exciting in its own right, but the *spelljamming helms* of *spelljammers* permit plane shifting like the *runekeels* of *planar dromonds*. However, since the *spelljammer* flies, it can reach places its lesser counterpart cannot. *Spelljammers* have been spotted throughout the planes, drifting through the clouds of Celestia, swerving past fireballs in Avernum, and sweeping through the storms of the Elemental Chaos.

A new *spelljammer* sells for as much as 3,125,000 gp, but captains of these ships carry passengers to planar cities for a reasonable fee of 5,000 gp per passenger. See page 159 for typical *spelljammer* statistics.

PHENOMENA

Sometimes planar travel occurs as an unintended consequence of being in the wrong place at the wrong time. With all the burgeoning power of the planes, unexpected phenomena occur. These phenomena take the form of raging storms, bubbles welling up from one of the natural world's echoes, or the blurring of worlds when one echo brushes against the natural world. No one can predict when planar phenomena will happen, but when they occur, they do so with spectacular results.

PLANAR BLEED

The Shadowfell and the Feywild are in constant motion, following their orbits around the natural world, rotating in the cosmic soup of reality. With such motion comes the risk of collisions. When such an event occurs, a specific region of the natural world acquires the traits of the colliding plane. Thus, when the Shadowfell encounters the mortal world, a pall of gloom settles over the land, and sorrow seizes the hearts and minds of those dwelling there.

More importantly, during these events, travel to the other plane is easier. Portals and crossings open, disgorging the denizens of the other plane into the natural world, and planar bleed sometimes plucks the unwary from the world and pulls them into the Feywild or the Shadowfell. The duration of the blurring depends on the severity of the collision, but it lasts for no more than a day before normalcy reasserts itself.

PLANAR BREACHES

Planar breaches are terrifying occurrences, born in areas where the bounds of reality are tested to the point of breaking. Planar breaches can be created by powerful rituals that bend reality, the appearance of an elder evil, or the awakening of a primordial. In addition, certain areas spawn planar breaches on their own, causing bubbles to form and burst in reality, spewing the stuff of one plane into another.

A planar breach builds before it completely forms. As it threatens to explode, a bulge forms in reality, causing the area of the breach to distort and assume a stretched or compacted appearance. A few moments after the event begins, the bulge explodes outward, causing a portion of another plane and its inhabitants to fall into the other plane. The breach and the area all around it fuse into a bizarre amalgamation of realities, gaining the traits of both planes, and allowing passage from one plane to the next.

Planar breaches occur between any two planes and even between two different worlds. These phenomena can cause widespread damage and

destruction. (For example, one might expect catastrophe when an ocean of boiling water pours into the natural world from the Elemental Chaos.) Some planar breaches spawn elemental motes, free-floating chunks of earth, water, or some other fundamental element, that careen through the skies. Other planar breaches erase vast sections of lands, pulling them into some other world.

Most planar breaches don't extend farther than a few hundred feet in diameter, but greater breaches have haunted the world in its dim past, as attested to by the existence of floating islands of matter and stranger objects, formations, and structures in the world. A planar breach lasts for a few hours before stability is restored.

REALITY RIPS

A reality rip is a hole in the fabric of the cosmos, a gap of nothingness that is created when magic goes awry, such as in the wake of an artifact's destruction, the death of a deity, or some other monumental event. Once formed, the rip pulls surrounding materials inside, gobbling up reality until it collapses or the entire plane implodes. Some speculate reality rips tear holes to the Outside, and in the gap created, the natural movements of the universe move to plug the hole before the Far Realm enters into the universe, corrupting and destroying everything it touches. Travel into a reality rip is possible, but an adventurer cannot predict where he or she will end up.

PLANAR TERRAIN AND HAZARDS

The planes contain vistas ranging from the mundane to the fantastic: looming fortresses that literally crawl across fields of shattered earth and pockets of darkness so bleak that to step inside risks snuffing out more than the trusty sunrod in hand. The following planar terrain and hazards demonstrate but a sampling of the sorts of environments in which planar adventures might take place.

FANTASTIC TERRAIN

The following planar terrain features follow the guidelines presented in the *Dungeon Master's Guide*. The term "per tier" is used to show how an effect should scale. Multiply the per tier value by 1 for heroic tier, 2 for paragon tier, and 3 for epic tier.

Abyssal Wellspring: An abyssal wellspring is a suppurating wound in reality. It is a place where the raw madness and evil of the Abyss bulges into another plane. A wellspring fills 4 contiguous squares. A chaotic evil creature starting its turn in this space takes 5 damage per tier, but it gains a +1

bonus to attack rolls per tier and +2 bonus to damage rolls per tier until the end of its turn.

Angelic Lantern: Angelic lanterns are faint manifestations of divine will. These small, pulsating balls of light float in a square, shedding bright light in a radius of 20 squares. Any character standing in a space containing an angelic lantern and using an attack with the either the divine or the radiant keyword gains a +1 bonus to attack rolls per tier. An angelic lantern winks out of existence at the end of the turn that it first grants a bonus to such attacks.

Astral Flame: Astral flame is the burning essence of the Astral Sea. It is a fountain of fiery liquid that sheds bright light in a radius of 20 squares. The astral flame completely fills a square, and it costs 1 square of movement to enter a square filled with astral flame. Any creature entering an astral flame square or starting his or her turn in a square containing astral flame takes 10 radiant damage per tier. However, a character adjacent to this space can coat his or her weapon or implement with the stuff as a minor action. Until the end

of the encounter, all attacks using that weapon or implement gain the radiant keyword.

Divine Blood: Wreckage from the ancient war between the gods and the primordials still litters the planes. In particular, in secluded places where few dare travel, one might stumble upon a pool of divine blood. Any character who ends his or her move in the pool gains 5 temporary hit points per tier, but takes a -1 penalty to attack rolls and checks from the confusing visions and memories assailing his or her mind. This penalty remains until the temporary hit points are lost (see “Temporary Hit Points,” *Player’s Handbook*, page 294). Although the visions are random and seemingly nonsensical, occasionally (at the DM’s discretion) the visions impart important information that is useful to the character experiencing them.

Elemental Seepage: Elemental seepage is elemental fire, cold, thunder, or lightning, or some combination of the four. The seepage takes the form of a strange, viscous mass that pulsates and quivers with the energy of the Elemental Chaos. These seepages fill up to 4 contiguous squares. An attack power with one or more keywords corresponding to the types of energy comprising the seepage and used within 5 squares of the elemental seepage gains a +1 bonus to attack rolls per tier. (It is empowered by the seepage’s elemental power.) The seepage is harmless, though some areas of elemental seepage are known to hide one-way directional and wildly imprecise portals (see page 18) to locations on the Elemental Chaos.

Erratic Portal: When the magic of a portal finally fails, it may transform into an erratic portal. When a creature ends its move on an erratic portal square, it makes an immediate saving throw. On a save, that creature can teleport up to 5 squares per tier as a free action. On a failed saving throw, the creature can teleport up to 2 squares per tier as a free action, and it takes 10 lightning damage per tier. If the creature chooses not to teleport, it still takes the lightning damage.

Hellfire: Hellfire is found predominantly in the Nine Hells. A square of hellfire sheds bright light in a radius of 20 squares. In addition, creatures adjacent to hellfire add the fire keyword to their ranged attacks.

A creature entering or starting its turn in a square of hellfire takes ongoing 5 fire damage per tier. A failed saving throw against hellfire ongoing fire damage also increases the ongoing fire damage by 5 per tier (up to a limit of three times the original ongoing damage).

Phase Rock: An area of phase rock is slightly out of sync with reality. When a creature ends its move in a square of phase rock, that creature is insubstantial and gains phasing until it moves out of the phase rock.

Razorvine: This hardy creeper plant is ubiquitous in Sigil and throughout the planes. It has serrated leaves that unfold from black stems. Razorvine comes in clumps of 10 contiguous squares. It counts as difficult terrain, and a creature entering or starting its turn in a square of razorvine takes 10 damage per tier.

Energy Crystals: These weird crystals collect and store energy of all kinds. An energy crystal takes up 1 square, is considered difficult terrain, and has AC 5 and Fortitude 10. It has 20 hit points per tier. Whenever an energy crystal is attacked by a power with the cold, fire, lightning, necrotic, radiant, or thunder keyword, it takes no damage from the effects of those energy types. Until the end of the next turn of the creature making the attack, any creature entering or starting its turn adjacent to the crystal takes 5 damage per tier of the energy type(s) absorbed by the crystal. If the energy crystal is destroyed after absorbing energy but before the end of its attacker’s next turn, it explodes, dealing 10 damage per tier of the energy type(s) it has absorbed to all creatures within 3 squares of the energy crystal.

PLANAR HAZARDS

In addition to the perils of terrain, the planes are also filled with hazards at least as dangerous as the creatures inhabiting them. What follows is a selection of some of the more infamous planar hazards.

Burning Vapor	Level 11 Obstacle
---------------	-------------------

Hazard
XP 600
Clouds of burning vapor are common on the Elemental Chaos. These mixtures of elemental fire and air inexplicably wander far and can be found throughout the planes.

Hazard: A field of burning vapor fills 10 contiguous squares. Creatures within the burning vapor gain concealment.

Perception

- ◆ No check is necessary to notice burning vapor.

Additional Skill: Arcana

- ◆ DC 16: The character identifies the strange orange and red swirling mist as burning vapor.

Trigger

The burning vapor attacks when a creature enters or starts its turn in a field of burning vapor, burning body and lungs.

Attack

Opportunity Action **Melee**

Target: Each creature in the burning vapor

Attack: +14 vs. Fortitude

Hit: 2d8 + 6 fire damage, and ongoing 5 fire damage (save ends), and the burning vapor moves 3 squares in a random direction.

Countermeasures

- ◆ A character successfully holding his or her breath (see “Endurance,” *Player’s Handbook*, pages 184–185) in burning vapor does not take ongoing fire damage on a hit.
- ◆ A zone created with the cold keyword (such as the 9th-level wizard spell *ice storm*) destroys squares of burning vapor within it.

Vacuum Rift Level 14 Obstacle

Hazard XP 1,000

These holes in reality pull matter, air, and just about anything else into a strange gap between time and space.

Hazard: These small rifts in reality are focused in 1 space. They affect a 5-square burst around the focus square.

Perception

- ◆ No check is normally necessary to notice the vacuum rift. Creatures either see material being pulled in by the rift, or they hear the hurricanelike roar of the rift.

Additional Skill: Arcana

- ◆ DC 23: The character identifies the phenomenon as a vacuum rift.

Initiative +20

Trigger

The vacuum rift rolls initiative whenever a creature ends its move within 10 squares of it.

Attack

Standard Action Close burst 5

Target: Each creature or unattended object in burst

Attack: +17 vs. Fortitude

Hit: The target is pulled 5 squares toward the vacuum rift's focus square and immobilized (until the end of the target's next turn).

Trigger

When a creature or object enters or starts his or her turn in the vacuum rift's focus square.

Attack

Opportunity Action Melee

Target: Triggering creature or unattended object

Attack: +19 vs. Fortitude

Hit: 4d6 + 5 damage.

Miss: Half damage.

Countermeasures

- ◆ A character trained in Arcana can engage in a skill challenge to banish the vacuum rift: DC 25 Arcana; complexity 2 (6 successes before 3 failures); each check is a standard action. Success banishes the vacuum rift. Failure causes it to explode: Close burst 10; all creatures in the burst take 3d6 + 5 damage and are knocked prone, and the vacuum rift disappears.

Demonic Slime Level 16 Obstacle

Hazard XP 1,400

Wherever demons congregate for long, you are bound to find this sticky red slime that smells strongly of rot and the bitter iron tang of blood.

Hazard: A pool of demonic slime fills up to 5 contiguous squares. This sticky substance is difficult terrain.

Perception

No check is necessary to notice demonic slime.

Additional Skill: Arcana

- ◆ DC 25: The character identifies this strange pool of viscous red liquid as a pool of demonic slime.

Trigger

The demonic slime attacks when a creature enters or starts its turn within the area of the slime.

Attack

Opportunity Action Melee

Target: Creature in the demonic slime

Attack: +20 vs. Will

Hit: The target is dominated. The target must attack an adjacent creature or charge the nearest creature. If the target can do neither action, the target stands in the square dumbfounded, granting combat advantage to all creatures until the start of the target's next turn (or until it saves).

Countermeasures

- ◆ Demonic slime is immune to all but radiant damage. Each square of demonic slime has AC 5, Fortitude 10, and 30 hit points.

Avernus Cinderstorm Level 18 Blaster

Hazard XP 2,000

A ball of hellfire streaks down from the sky and explodes on impact, becoming a roiling, angry cloud of hot embers. This phenomenon, sometimes called battle's bane, is rare outside Avernus, the first layer of the Nine Hells, though it occurs in other astral dominions after fevered battles.

Hazard: An Avernus cinderstorm only occurs outdoors and is attracted to the blood and lament of the wounded. It doesn't manifest until one creature in a battle is bloodied. An Avernus cinderstorm is focused in a square adjacent to the bloodied creature and affects a 3-square burst around the focus square.

Perception

- ◆ DC 20: The character notices ashen clouds coalescing above the battlefield.

Additional Skill: Arcana

- ◆ DC 25: The character identifies the phenomenon as an Avernus cinderstorm.

Initiative +9

Trigger

When a creature is bloodied, the Avernus cinderstorm enters the area and rolls initiative.

Attack

Standard Action Close burst 3

Target: Each creature in burst

Attack: +22 vs. Reflex (+24 against bloodied creatures)

Hit: 2d6 + 18 damage and ongoing 10 fire damage (save ends).

Special: The Avernus cinderstorm continues to attack each round until no creatures are bloodied, at which point it disappears.

Upgrade to Elite (4,000 XP)

- ◆ Increase the initiative modifier and attack rolls by 2.
- ◆ Increase the burst to 5.



Entropic Fissure

Hazard

Level 22 Lurker

XP 4,150

A shifting, writhing fold in reality churns in a mass of disgusting colors and abominable screams, whispers, and gurgles. It lurches toward you as if drawn by your living presence.

Hazard: Entropic fissures are mobile and unpredictable gates to the Far Realm that devour creatures only to regurgitate them back as unstable and mutating abominations. An entropic fissure fills 1 square.

Perception

♦ No check is necessary to notice an entropic fissure.

Additional Skill: Arcana

♦ DC 24: The character identifies the entropic fissure.

Initiative +17

Trigger

The entropic fissure rolls initiative whenever a creature ends its move within 10 squares of it.

Attack

Move Action **Personal**

The entropic fissure slides up to 6 squares toward the nearest living creature each round.

Standard Action **Melee reach 3**

Target: A living creature

Primary Attack: +27 vs. AC

Hit: 2d10 + 8 damage, and the target is grabbed (until escape) and pulled into a square adjacent to the entropic fissure. On subsequent turns, the entropic fissure deals 2d10 + 8 damage to targets that it is grabbing. It can grab up to 8 targets at a time. Make a secondary attack against each grabbed and bloodied target.

Secondary Attack: +25 vs. Fortitude

Hit: The entropic fissure pulls the target into the Far Realm until the end of the entropic fissure's next turn, at which point it regurgitates the target into a vacant square adjacent to the fissure. The target returns from the Far Realms as a shifting and mutating version of its former self. It is helpless until a Remove Affliction ritual can be performed, at which point the target is no longer helpless and reverts to its former form.

Countermeasures

♦ A character who is trained in Arcana can engage in a skill challenge to banish the fissure: DC 29 Arcana; complexity 2 (6 successes before 3 failures); each check is a standard action. Success banishes the fissure. Failure causes it to split into two unstable fissures occupying adjacent squares. Each round, at the end of each unstable fissure's turn, it rolls a saving throw. On a failed saving throw, an unstable fissure winks out of existence.

Time Wrinkle

Hazard

Level 26 Lurker

XP 9,000

A time wrinkle is an area of reality where time and space have been irreparably damaged. The wrinkle is invisible, but if perceived, it looks like an impossibly long hair suspended in the air and writhing as if alive.

Hazard: A time wrinkle fills 1 square.

Perception

- ◆ DC 17: The character notices a faint disturbance in the air.

Additional Skill: Arcana

- ◆ DC 26: The character sees the time wrinkle.
- ◆ DC 31: The character identifies the time wrinkle for what it is.

Initiative +10**Trigger**

The time wrinkle rolls initiative whenever a creature comes within 10 squares of it.

Attack**Move Action** **Personal**

The time wrinkle moves 1d6 squares in a random direction each round. If this movement would place it inside an obstacle (a wall, a door, a column, or another solid object), it moves to the closest available unoccupied space.

Target: Each creature in its path

Attack: +25 vs. Reflex

Hit: The target immediately rerolls its initiative check and takes his or her next action on that initiative count, even if the target already acted in the round.

Countermeasures

- ◆ A character who notices the time wrinkle may make a DC 26 Acrobatics check to duck out of its way.
- ◆ A character can delay the time wrinkle with a DC 31 Arcana check so that it goes at the end of the round instead of its normal initiative order.
- ◆ A character can destroy the time wrinkle with a successful DC 33 Arcana check.

Upgrade to Elite (4,000 XP)

- ◆ Increase the initiative modifier and attack rolls by 2.
- ◆ Increase the movement to 1d10 squares.

SIGIL, CITY OF DOORS

SIGIL, CITY OF DOORS

1

Some call Sigil the City of Secrets, because everything that can be known is known somewhere in its twisting streets. Some call it the Cage, because it's hard to get to and hard to leave. Mostly it's called the City of Doors, thanks to the portals that connect it to the rest of the universe, like the hub of an enormous web of relationships and connections. A few wise souls like to think of Sigil as *the* microcosm—a tiny reflection of everything that is, everything that has been, and everything that yet could be, represented in the form of an enormous planar metropolis.

Sigil is a plane unto itself, existing outside the ordered structure of the rest of the universe and yet intricately connected to it through its unnumbered planar portals. It's a filthy, noisy city with smoke-choked alleyways and crowded streets. The city is built on the inside of a gigantic, hollow ring that has no outside. To its citizens, though, it's the center of the universe—vibrantly alive, full of every imaginable treasure.

SIGIL, CITY OF DOORS

Sigil is the bustling crossroads of the universe, full of portals leading to every known corner of the planes.

Population: Approximately 250,000. Representatives of nearly every race and monstrous kind can be found somewhere in the city.

Government and Defense: The only being in Sigil who wields any real authority is the mysterious Lady of Pain, the uncaring guardian and protector of the city. The touch of her gaze causes wounds to spout blood, and her smallest gesture can banish someone or something into an endless maze spawned in a pocket dimension. Her presence is said to prevent deities, demon princes, primordials, and beings of similar power from entering the City of Doors, and the fear of her is sufficient to keep a modicum of order in the streets. Crime is common, but rebellion is unthinkable.

Inns and Taverns: Sigil's inns and taverns cater to diverse clientele. Efreets from the City of Brass can find flaming halls of sumptuous luxury. Devils can enjoy a night spent in unthinkable debauchery. A traveler might lodge in an inn whose interior is like a twilight fey grove or a sunless cavern, or eat in a place that's virtually indistinguishable from Fallcrest's Blue Moon Alehouse.

Supplies: The Grand Bazaar, located in the city's Market Ward, is a huge square overflowing into side streets, alleyways, and even nearby taverns. It is filled with caravan tents and market stalls. It pales in comparison to the bazaars and markets of the City of Brass, but deals in commerce appropriate to the size of the city. Other marketplaces spring up in many places throughout the city. Most appear during the day, but some appear only at night.

Temples: Temples to all the deities—including evil gods whose shrines are rarely seen in civilized lands—can be found in the streets of Sigil. Most of them are small, and few claim any significant power in the city's affairs.

ENTERING AND EXITING SIGIL

Sigil may well hold the honor of being both the best- and worst-protected city in the multiverse. It has no walls or gates, so it has nothing to fear from sieges or any of the other threats that face a typical city. On the other hand, just about anybody or anything can walk right into the city whenever he, she, or it pleases through the portals that connect Sigil to other planes.

These portals aren't specially marked, ornate gates. Any bounded space big enough for somebody to walk or wriggle through—from a sewer entrance to a wardrobe—might double as a portal to another plane. Any average doorway, window, arch, fireplace, or chimney might be a portal in addition to serving its useful mundane function.

However, a visitor to Sigil need not worry about opening a closet door and accidentally tumbling through to the Abyss. Most portals need a portal key to activate them—a specific object that has some affinity for what's on the other side the portal, or sometimes merely a word, a gesture, or the right state of mind. Without the correct key, a portal is just an open space. Many of the city's natives are more than happy to sell keys to specific portals or at least sell the knowledge of a key's nature.

Some portals don't cooperate with the commercially minded, however. Many don't linger long enough to become well known, and some don't even lead to the same place twice in a row. Since nobody knows how to make or control Sigil's unique portals, little can be done to improve the situation.

If you want to leave or enter Sigil, you have to use a portal. Sigil does not have a special back door that would let you circumvent this fact. You can't call or summon creatures into or out of Sigil, nor can you use travel rituals to get in or out. Even deities can't (or don't want to) overcome these restrictions.

ARCHITECTURE

In most cities, the architecture depends on three factors: the building materials available, the environment, and the dominant style and personality of the locals. Sigil has none of those things, and its architecture demonstrates that fact amply.

Sigil has no natural building materials. The “ground,” though hard and sturdy, isn't stone, and it crumbles to dust when excavated. The place has no trees to turn into lumber. You can't even dig up sod or mud to build a crude hut. Every piece of material in every building on every street is imported from another plane. No two buildings are made from the same materials or designed the same way.

Sigil doesn't have much of an environment to shape its architecture, either. It never gets extremely hot or extremely cold, it has no monsoons or tornados, and

what does pass for weather just tends to make everything look gray and dingy. Thus, since the inhabitants don't have to worry about their houses surviving the next big storm, they build whatever structures suit their fancy.

Finally, Sigil has no dominant style. The look of the city reflects the fact that its residents come from everywhere. Dwarves build sturdy stone structures next to graceful elven villas. Down the street stands a faithful reproduction of an Abyssal palace, and tucked into a nearby alley is a white marble shrine to Pelor. On top of that, since it's easier to scavenge than to import, half (or more) of the buildings in Sigil are ramshackle affairs thrown together from the parts of a dozen other constructions. The gorgeous darkwood facade of that tavern probably came from an old elven inn, and its stone fireplace was carried rock by rock from the ruins of a foundry twenty-three blocks away.

ILLUMINATION

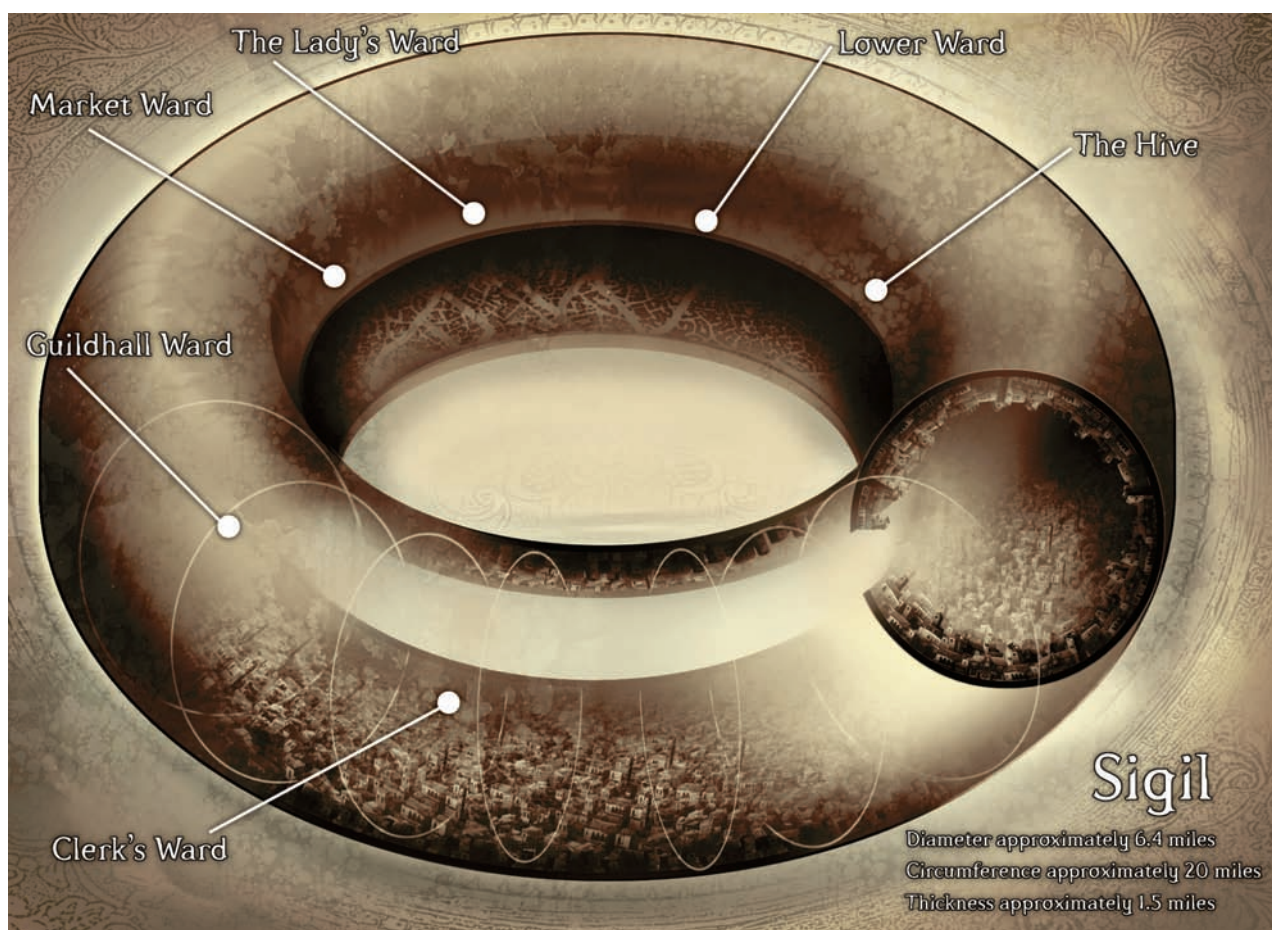
Despite its lack of a sun or moon, Sigil enjoys days and nights much like any terrestrial city. In the early hours of the morning, the sky slowly brightens, reaching a peak of illumination as bright as the noonday sun in a mid-latitude city (tempered by the near-perpetual haze). After peak, the illumination fades over the next several hours until darkness reigns, and then the whole cycle starts over. With no moon or stars, of course, “night” in Sigil isn't like a typical country evening. If it's clear, though, you can make out the flickers of torchlight and lanterns from the other side of the city high above. (Remember, the city's built on the inside of a ring, so the far side of town is directly overhead.)

All told, over the course of 24 hours, Sigil has about 6 hours of bright light and the same amount of darkness. The rest of the day is a murky twilight (dim light). Well-to-do travelers hire lanternbearers to accompany them through the streets during all but the brightest hours of the day, and a knowledgeable lanternbearer can be an effective guide as well as a handy source of illumination.

LAWS AND SOCIETY

Because of Sigil's role as the melting pot of the planes, it's easy to see how the city might seem like little more than a recipe for anarchy. How can a place where devils and demons rub shoulders with archons and efreet hope to maintain order?

The only real answer is the Lady of Pain. This powerful and mysterious being moves calmly and silently through the streets of Sigil. With a mere glance, she can cause creatures to sprout wounds and bleed like a fountain. A person who manages to get on her bad side finds himself or herself banished to an extraplanar maze, where he or she will likely die of starvation (or even old age) searching for the single hidden exit. Somehow, the Lady also prevents deities



and beings of similar power from entering the Cage, and even through its portals, so a coup isn't an option.

The people of the city contribute to maintaining order, as far as they can. The closest thing Sigil has to a police force is a citizen group called the Sons of Mercy. Unfortunately, without any official power to make arrests or carry out sentences, the Sons of Mercy don't garner much respect from the locals, and thus they aren't terribly effective in limiting crime. Similarly, the so-called Sigil Advisory Council may have the city's best interests at heart, but the group lacks real political power.

THE WARDS

Sigil is divided into six regions called wards. The wards aren't official designations—no walls divide them from one another—but everyone knows the difference between one ward and the next, even if locals don't agree on exactly where that difference begins and ends. Still, it's important for visitors to know what's where so that they don't wander where they aren't wanted. In some locales, walking into the wrong street might earn them a warning, but in others, it might get them a knife between the ribs.

Lower Ward: The Lower Ward is perhaps the most symbolic of the Cage as a whole. It gets its name from the large number of portals to the Elemental

Chaos (often considered the “lower” part of the universe) found there. Forges and smithies throughout the ward draw fiery energy from the Elemental Chaos and release foul-smelling smoke that chokes the air of the ward. Despite the stench, it's hard to avoid the Lower Ward, since most of the city's artisans live and work there, and the place is full of forges, mills, warehouses, and workshops.

The Lady's Ward: Going counterclockwise around the ring of Sigil, the next stop is The Lady's Ward (and yes, the locals can hear you capitalize all three of those words). The Lady of Pain doesn't live here, but rich citizens and most of Sigil's temples lie within this ward. The Lady's Ward has power, wealth, and majesty, and knows how to show it off.

Market Ward: In the Market Ward, everything is for sale. The wealth of Sigil may be concentrated in The Lady's Ward, but it's spent here, whether on goods, services, information, or reputation. The best place to buy anything is the Grand Bazaar, an immense plaza filled with shops, tents, and stalls offering wares from dozens of planes and strange worlds. Prices can vary wildly, from dirt cheap (for merchants with an unexpected overstock) to many times the normal value (for goods in sudden short supply, due to a faulty portal or a band of planar marauders).

Guildhall Ward: Many visitors can't tell the difference between the Guildhall Ward and the Market Ward. Even some locals claim that only tradition separates them. Since guilds don't play a particularly significant role in Sigil, one can guess that the name itself owes a lot to ancient tradition. Today, the Guildhall Ward serves as the domain of the middle class of Sigil. Many merchants who hawk their wares in the Market Ward during the day sleep in the Guildhall Ward at night, and many who deal in services (rather than selling finished goods) live in the Guildhall Ward and work there as well. The Guildhall Ward also houses many racial neighborhoods, from the transplanted elf grove of Rethevar to the githyanki community of Gitriban.

Clerk's Ward: The domain of bureaucrats, scribes, sages, and scholars, the Clerk's Ward is a quiet place to get things done without a lot of attention. Some criminal organizations looking to improve their lot move from the Lower Ward or the Hive into the Clerk's Ward, and the fact that the locals here respect each other's privacy encourages activities of an illicit nature. Of course, it wouldn't be Sigil if everything made sense, so the Clerk's Ward is also home to one of the flashiest places in the city—the Civic Festhall. Run by a group calling itself the Society of Sensation, the Festhall combines the best aspects of a concert hall, museum, and tavern while simultaneously serving as the centerpiece of an artistic neighborhood that brings travelers from across the multiverse. It's the best place in Sigil to see or be seen.

The Hive: Many locals claim that the Hive isn't a ward so much as it's the lack of a ward. The name for the region between the Lower Ward and Clerk's Ward and for the chaotic, sprawling slum in its center, the Hive teems with all kinds of scum. The lowest of the low dwell in the Hive: those who can't afford (or don't dare) to rub elbows with the more fortunate folks. The Hive is a microcosm of Sigil itself, encompassing everything that is needed in daily life: taverns and inns aplenty, entertainment, and services from pawnbrokers to sellswords. The quality may be questionable, but the prices can't be beat. The Gatehouse Night Market offers nearly everything one could find in the Grand Bazaar (and a few things one couldn't), though it's best not to think too hard about where the goods came from.

FACES OF SIGIL

The residents of Sigil are as diverse an assortment of characters as one can find anywhere in the universe. Mortals, immortals, and elementals live side by side, and ancient racial enemies—angels and devils, drow and eladrin, githyanki and mind flayers—pass on the street with barely a second glance. If Sigil is truly the universe in microcosm, then its citizens somehow represent all the teeming inhabitants of every world, with all their diverse alliances, hatreds, desires, secrets, and beliefs. The characters described here are a sampling of the local color. They are residents of Sigil who reflect or shape its character, and who might have a part to play in the adventures of heroes who find themselves on the streets of the City of Doors.

Alluvius Ruskin: In the City of Doors, sometimes the most important information is the key required to open a particular portal. Travelers in Sigil who are seeking a way out often find what they need at Tivvum's Antiquities, a tower rising above the bustle of the Market Ward. Alluvius Ruskin is a small, thin, elderly female tiefling with dark skin and wispy gray hair. She sells all kinds of items that are useful as gate keys: white rose petals for a portal to Arvandor, small blocks of unmelting infernal ice for a portal to the frozen wastes of Cania, or tiny blue pearls for a portal to the depths of an elemental sea. She's also an excellent source of information about portals that don't require physical keys—the words, gestures, and states of mind that open the more unusual portals in Sigil's streets. As a sideline to this business, she also cheerfully buys and occasionally sells magic items, though her selection is unpredictable at best.

Despite the taint of her infernal bloodline, "Lu" (as she is known to her frequent clients) seems innocuous, even charming, coming across as a kindly old person with her customers' best interests at heart. The reality, though, is that Alluvius is a powerful mage whose magic can raise the trinkets of her store into animate constructs to defend it. What's more, she's a member of an ancient, nearly vanished sect called the Incanterium, and long rituals have infused her entire being with arcane magic. Magic sustains her to the exclusion of food and even air, and she's hungry for more.

Behind her pleasant exterior, Lu dreams of one day acquiring enough magic to rule Sigil—and from there, with mastery of the city's portals, the entire universe. It might seem the dream of a lunatic, but the more magic she consumes, the closer she comes to making it a reality.

Rule-of-Three: Some say it's a principle of the universe that everything happens in threes. They point to the structure of the universe to prove this: The cosmos is the Elemental Chaos, the Astral Sea, and the world in between. The natural world, the Feywild, and the Shadowfell form another triad embedded within that one. Some philosophers speculate that there must be another triad of which the known universe and the Far Realm are two parts and the third is unknown. "See two things," folks in Sigil say, "and look for the third."

The being who calls himself Rule-of-Three has adopted this principle as a philosophy of living. He makes his money by selling information, but he gives three answers to every question, and he requires payment in a set of three—a gold coin, a silver coin, and a copper coin, perhaps, or three related favors. He's said to be the offspring of a glabrezu demon and a human mother—though some claim that the demon prince Graz'zt (see page 130) is his true father—and his information specialty is the Abyss and its inhabitants. To all appearances, though, he's a wizened, reedy githzerai sage in gray sackcloth who is quick with a gap-toothed grin. He frequents the Styx Oarsman, a tavern in the Lower Ward that caters to an elemental clientele and those with an interest in things Abyssal.

Rule-of-Three has fingers in much of the information-brokering and political maneuvering in Sigil, and he has important contacts in the Abyss, the City of Brass, and the Nine Hells. Some whisper that he aims to see the Blood War restarted, and others say that he wants the demons and devils to put aside their differences and join forces against the deities. Some even dare to suggest that he wants to claim a shard of evil from the heart of the Abyss for himself, seizing through this the power to become something akin to a god in his own right. Interacting with this mischievous, wry fellow in the crowded bustle of the Styx Oarsman, though, such grand schemes seem far beyond his capacity.

Shemeshka the Marauder: At the center of a far-flung web of spies and informants, Shemeshka the Marauder sits like a hungry spider. She's a vain, ambitious, and incredibly powerful raavasta (see page 136), the picture of dignified grace—except when her temper snaps and she erupts in a verbal tirade or deadly violence.

Unlike most raavastas, Shemeshka takes pride in her true form and rarely adopts a disguise. Her copery fur is soft and clean, with thin white streaks fanning out from the end of her canine snout to the edges of her face. She wears a spidery headdress made of razorvine—some say in imitation of the bladelikey appearance of the Lady of Pain. Beads, bracelets, hoops, and rings adorn her neck, arms, ears, and fingers, and a cloud of sycophantic tieflings flits around her constantly, clearing her path, combing her fur, brushing her robe, and arranging her headdress. These lackeys are easy to underestimate, and in reality, each is a skilled spy and assassin.

Shemeshka knows something about everyone in Sigil, or so she would have everyone believe. She has an unnerving habit in conversation of casually mentioning an incriminating or embarrassing secret of the person she's speaking to. She smiles and continues the conversation, leaving her conversation partner flustered, terrified, and inclined to give Shemeshka whatever she desires.

Vocar the Disobedient: This weathered old human male claims that he was once an exarch of Vecna, and both his empty eye socket and the stump of his left arm lend credence to his words. If one believes that claim, though, one is forced to consider seriously that his other pronouncements are true—and Vocar says many things that should not be true.

As a priest of the god of secrets, years ago, Vocar was diligent in acquiring secrets of all kinds, whispering them to his god in nightly prayer and locking them in his skull. Some suggest that all the secrets—or perhaps one in particular—drove him mad. Others claim that he grew rebellious against his divine master. In any case, Vocar has fled Vecna's service and now lives somewhere in the Hive, whispering a constant string of the universe's darkest secrets.

Vocar is an elderly human with a long white beard and a bald head spotted with age. He wears tattered and stained robes of brown and gray and carries a silver dagger. He occasionally covers the gaping wound of his left eye socket with a red cloth, but most of the time he doesn't bother.

Many people—and deities—would like to get at Vocar and either compile his knowledge or silence him forever. Vecna, of course, is first among those who would like to see him dead, and agents of the Maimed God appear in the Hive with some regularity to attempt to take Vocar's life. It's said, though, that Vocar knows some secret about Vecna himself that allows him to escape these assaults. Ioun is said to be just as interested in Vocar, though less violently inclined. In a city whose stock in trade is knowledge, though, everyone has at least a passing interest in whatever secrets remain bottled up in Vocar's brain.

THE FAR REALM

The Far Realm, also called Outside, is a plane—or perhaps a space beyond the planes—that is terrifyingly remote from standard planar geometry. The creatures that abide in the Far Realm are too alien for a normal mind to accept without being damaged. Where stray emanations from the Far Realm leak onto the world, matter stirs at the beckoning of inexplicable urges, then burns to ash or takes on monstrous new life.

The history of the Far Realm is one of controversy and question. This troubled discourse about its nature is well suited to the Far Realm, which exists as something fundamentally alien to any easy categorization in any cosmology. It is literally the “far” realm because it lies outside and beyond the cosmology that encompasses the world of mortals, primordials, and deities alike. The Far Realm is beyond the already-difficult-to-comprehend multiverse. It is “outside” creation, existing in the theoretical realm of timeless infinity. Knowledge of the Far Realm is a triumph of mind over the rude boundaries of matter, space, and sanity. In fact, every mortal or immortal who has attempted to comprehend the truth of the Far Realm eventually concludes that endeavor with a shattered mind at best. At worst, such people are subsumed and corrupted, becoming monsters themselves.

Those who only lightly value the cohesion of their own minds sometimes journey to those stained locations where the Far Realm has touched (or currently touches) the world. There, they seek to gaze Outside. Although the descriptions of many of the resulting visions are little more than incoherent babble, some share at least a few particulars. A thread of consistency speaks of a space inhabited by vast entities immersed in contemplations so alien that reality itself warps and changes in their presence. Lethal contradictions and toxic natural laws are born at whim only to dissolve like vapor to make way for newer, more insane dreams.

Another ongoing theme of the visions describes the Far Realm as a solid mass of translucent, onion-like skins. The stacked layers are pierced with free-floating bone-white rivers, and seepages of blue slime that dissolve all they touch. Elsewhere, gelatinous worms wend through the folds using writhing cilia and lichenlike encrustations. No air or atmosphere exists in the Far Realm. It is one immeasurable, semisolid amoebic sea.

Vast shapes drift at the edge of sight through the realm’s substance, blurrily reminiscent of creatures from the deepest sea trenches of the mortal world. Many of the blurry forms are as large as cities—and those are the small ones.

Thankfully, this realm of madness only rarely touches the rational world. The Far Realm is not normally a place one can visit, and its terrible, insane influences are infrequent in the world. When these rare intrusions occur, the warping pressure of the Far Realm transmutes previously inert substances. This blending of realities results in horrifying corruptions, disruptions, and sometimes even the birth of squiggling aberrant monstrosities.

Aberrant creatures that owe their existence to Far Realm influence include mind flayers, aboleths, beholders, and carrion crawlers. Some of these, including aboleths, are actual emigrants from the Far Realm. In truth, aboleths appear not unlike the forms their relatives still possess in the amoebic realm. Mind flayers, too, came directly from the Far Realm, though their current shape is an evolution of their original life cycle. Over time, illithids have adopted humanoid form. Many other aberrant creatures are not truly native to the Far Realm, but instead exist as the result of bizarre, deranged emanations that skewed the natural processes of the world and produced truly monstrous things.

MAK THUUM NGATHA, THE NINE-TONGUED WORM

The most powerful Far Realm entities are comparable to deities or primordials in their power. Mak Thuum Ngatha is one such creature, a being venerated by a handful of alien scholars, cultists, and little-known aberrant races. No being outside the Far Realm could say what Mak Thuum Ngatha’s desires or goals might be, but they are inimical to every living creature in the mortal world. Other Far Realm entities of similar power exist, each with their own small groups of mad followers, but the Nine-Tongued Worm is the best-known of this dangerous and obscure pantheon.

THE PLANE OF DREAMS

When a creature sleeps, the theory goes, its mind engages in the same sort of work deities performed when the world was new—an act of imaginative creation. Without the raw material of the Elemental Chaos to shape, though, these dreams exist only as thought-stuff, ideas given only the shadow of substance. To those few visitors who find their way to the Plane of Dreams, though, the environment is as real as any other world.

The Plane of Dreams (sometimes just called Dream) is a vast repository where dreams go when they are dreamt, a realm formed by millions of creative minds over the past ages of the world. The outer edges of the plane are where the newest dreams take shape, and the plane's deepest heart holds the dreams of ancient beings. Some claim that visitors to the outer edges of the plane can influence the dreams of creatures who are sleeping at that moment.

The exact nature of the plane is a matter of some debate. Some claim that it's a demiplane, standing outside the fabric of the cosmos and yet somehow connected to it all. Others argue that it's an astral dominion, long abandoned by whatever ancient deity created it—and it seems true that most travelers who stumble into Dream reach it through the Astral Sea.

Because it is formed of dreams, much of the Plane of Dreams seems familiar and normal to

visitors. Its natural laws display the whimsy of the sleeping mind, though, and both landscapes and creatures can change suddenly from one thing to another. Disparate terrain features lie in a jumble together, and a house might suddenly become an open desert—or a completely different house—without warning or reason.

Nightmare is a constant undercurrent in the Plane of Dreams. As often as not, a sudden transformation in the plane is a turn for the worse—a gentle rain turns to searing acid, an innocent child becomes a vampire or a tentacled monster. Events and creatures in Dream often induce fear out of proportion to their actual threat, imposing powers or effects with the fear keyword on visitors. Powers might also work in unexpected ways, and affinities for different power keywords might manifest randomly and change frequently in Dream.

Most creatures in the Plane of Dreams are formed from dreams, just like the terrain and environment are. However, many visitors are drawn to the plane because of the knowledge contained in its echoes of dreams. Servants of Vecna comb the plane for secrets, and spies from the information-brokers of Sigil sift through the most recent dreamscapes for information useful to their employers. Minions of Orcus search the ruins of ancient dreams for a hint of the Raven Queen's long-forgotten name, and the githyanki particularly enjoy preying on visitors to the plane. Adventurers might seek a portal to Dream either to aid or to hinder such individuals.



FRANZ VOHWINKEL

THE FEYWILD

THE FEYWILD (sometimes known as the Plane of Faerie) is a verdant, wild twin of the mortal realm. Towering forests sprawl for a thousand leagues. Perfect amber prairies roll between pristine mountain peaks soaring into the flawless clouds. Emerald, turquoise, and jade green seas crash along endless beaches. The skies are a perfect blue not seen in the mortal world—until storms come, coal-dark thunderheads boiling with fierce winds and torrential rains. In this world, arcane power thrums through every tree and rock. All existence is magical.

The creatures native to the Feywild—the enigmatic eladrin, the vicious hags, the wild dryads, and the tyrannical fomorians—are all charged with the mystic energy of this plane. Some are blessed by it, and some are warped. Like the land around them, the fey who inhabit this plane run to extremes. Good fey are noble and just, protectors of the natural world and those mortals they choose to show favor to. Evil fey are dark instinct unleashed, all blood and claw and rage. The creatures of the Feywild can be kind, cruel, noble, monstrous, and savage—often all at the same time.

This chapter explores the following aspects of the Feywild:

- ◆ **Visiting the Feywild:** A discussion of the primary means to reach this plane, and the planar traits of the Feywild.
- ◆ **Planar Traits:** How the Feywild's magic influences mortals who visit the plane, and the sorts of perils visitors might face.
- ◆ **Feywild Inhabitants:** A discussion of the most intriguing and notorious denizens of the plane.
- ◆ **Feywild Locations:** An exploration of significant locales of the Feywild, along with some creatures one might encounter in these dappled glades and ancient cities.



VISITING THE FEYWILD

The realm of faerie, full of beauty—and deadly danger

FEYWILD TRAITS

Type: Parallel plane.

Size and Shape: The Feywild is a parallel plane with dimensions and topography similar to the mortal world.

Gravity: Normal.

Mutability: Normal.

Some eladrin sages claim that the Feywild is the dream of the natural world itself. The Feywild is in many ways indistinguishable from the natural world. However, like a dream, the Feywild is a dangerous, vibrant reflection of the familiar. The geography of the Feywild parallels that of the mortal realm, if loosely. Various mountains, rivers, and seas on the natural world are found on the Feywild. However, the distances between landmarks in the Feywild—and the landmarks themselves—are often distorted.

Mortals come to this perilous realm to tap into the arcane powers that course like unseen rivers of magic through the wild landscape. Some wish to negotiate secret knowledge from the eladrin; some battle fey who inflict their capricious cruelties on innocents in the mortal world. Others seek to plunder magic artifacts still buried in the wreckage of crystal cities abandoned by the eladrin during the war with the drow. The dizzying forests, storm-kissed seas, and cloud-sheathed granite peaks of the Feywild hold countless mysteries for those with both the courage and cunning to survive.

REACHING THE FEYWILD

The Feywild is unique in that it is the only plane commonly reached by accident. In the wild places of the world **fey crossings**—points where the barrier between the Feywild and the mortal world is thin—lie sleeping in hidden glades or brood under mist-wreathed hills. More than a few mortals have strayed into fey crossings on the wrong day of the year or at the wrong moment of the day only to find themselves stranded in the world of the fey.

Over the centuries, the eladrin (and others) improved many naturally occurring fey crossings to create a number of reliable portals between the Feywild and the world. Such portals are marked by ancient standing stones, knee-high obelisks covered in ancient runes, groves of trees planted in a deliberate arrangement, or even circles of toadstools. Some fey crossings are as small as a single narrow archway between two menhirs, and others are sylvan glades the size of cities. Many of these sites have been abandoned. Their magic only slumbers deeply, waking

when conditions are right or when ancient elven words of passage coax them to life.

Fey crossings can normally be activated one of two ways: a key phrase coded to that particular crossing point or the use of the Fey Passage ritual. As befits their connection to such a wild plane, some portals activate randomly or when certain specific conditions are met, such as when the right lunar phase occurs or the sun hits a certain angle through just the right trees. When a fey crossing activates through random or through rare but normal occurrences, creatures often pass through these open portals without even noticing the transition to the Feywild. A few fey crossings remain permanently open. These occur in the deepest forests of the world, places where the mortal world and the Feywild achieve the greatest harmonic convergence.

Fey crossings in the mortal world are surrounded in local legends. Old stories warn that encounters with fey are fraught with peril. People who wander into the Feywild return changed, and some never return at all. For alert adventurers, such tales are clues to a long-lost passage to the wondrous, savage world of the fey. A forest with a reputation for locals disappearing in it may indeed be home to savage beasts—or perhaps folks who walk between two twin trees atop a hill deep in the woods at moonrise leave one world for the next.

The second method of travel across to the Feywild is through a **worldfall**. Worldfall occurs when the ebb and flow of planar energy allows a huge tract of land from one plane to shift to the other. Eladrin cities often “ride” worldfalls, suddenly appearing in the mortal world in a flash of sunlight and scattered flowers. To travel to the Feywild, all a traveler need do is enter the gates of such an eladrin city while it rests in the mortal plane and then wait within until the city returns to the Feywild.

Each worldfall is different. An eladrin city may appear regular as clockwork or once a century. The city of Shinaelestra shifts into the world every midnight, replacing a glade deep in the Howling Forest, then shifts back to the Feywild just before dawn. The towers of Astrazalian remain on the hillsides of a fair green island all spring and summer, fading into the Feywild with the coming of autumn and winter.

Travelers in the Feywild must first pit themselves against the riotous wild growth and rugged terrain in the plane. The plane has few marked paths, and no more than a handful of roads.

If lucky adventurers discover a river to guide their travels, they may soon find themselves at the top of a mile-high waterfall. As they pick their way down the slick stone cliffs, the spray from the falls soaks them as thoroughly as a summer shower. By the time choking sulfurous fog rolls in off the hag bogs, any illusions the visitors might have that they've stumbled into an idyllic natural paradise are long, long gone.

The unreliable geography of the Feywild only adds to travelers' woes. As noted, landmarks in the mortal world have echoes in the Feywild. The natural landmarks are often exaggerated versions of their material world counterparts. Mountain peaks are higher, sharper, more treacherous. Rivers that meander through the human world roar through the Feywild. Seas crash with waves driven by eldritch storms far offshore.

Built landmarks in the mortal world, such as cities, are nothing more than a hunting camp or even a small clearing in the Feywild forests. Even more maddening, distances between Feywild locales can even vary depending on which direction one is traveling. The trip from the eladrin outpost of Aedonni to the Council Warren takes three days less than the trip from the Council Warren to Aedonni. Absolutely no one who makes the trip can explain why.

Powerful forces are at work here, struggling for mastery of the Feywild. Eladrin archfey are not above using hapless interlopers as pawns in their convoluted court intrigues. The eladrin nobles themselves are caught up in an endless feud against the lords of the Feydark (the fey Underdark), the evil-eyed giant fomorians. As these races battle across the Feywild, beings from more exotic planes

execute complex plans to usurp control of this plane's limitless font of magical energy.

THE BRIGHT BEAUTY

Setting aside the dangers posed by the creatures of the Feywild, new arrivals must also cope with stunning new sensory experiences. The tangible presence of magic in the Feywild is like nothing ever experienced on the mortal world. The flowers of the Feywild give off perfumes that entrance unwary humans, and the stench of the Murk Sea can overwhelm the hardest warrior. The powerful magic suffusing the entire plane makes everything, for lack of a better word, intensely real. Natives call this effect the Bright Beauty. Colors are more vivid, smells more pungent. Light doesn't scatter as it should. Every sight, sound, smell, and taste has a sharper edge. As with most things in the Feywild, this effect can be a blessing and a curse. A simple shaft of sunlight in the Feywild can appear to be a divine sculpture of glimmering light, filling the viewer with inspiration. But the depthless shadows of the fomorian dungeons are equally vivid, and so drive a lost adventurer into mind-shattering panic.

The Bright Beauty has a further effect on sentient creatures. Blood responds to the enchantment of the Feywild. Just as the native creatures of the Fey embody extremes of passion and power, visitors begin to behave as pure, truer versions of themselves. Bold heroes become reckless, friends become lovers, and rivalries devolve into knife fights. Although adventurers never lose control, they must constantly fight the Feywild's call to the wild, the free, and unrestrained within.

FEY DEMESNES

Within the Feywild are places referred to as **fey demesnes**, which typically manifest in locations where two or more ley lines meet (see the "Ley Lines" sidebar). A fey demesne attunes itself to the most powerful denizen that dwells within its boundaries (usually but not necessarily a fey creature), altering its environs to reflect the mood or disposition of that creature. For example, a demesne inhabited by a heartless death hag might be rimed with perpetual frost, while a tower inhabited by a mad goblin mage might be overgrown with twitching, grasping vines of some unnatural hue.

Demesnes do not form empathic links with the creatures to which they attune themselves, and such creatures exhibit no direct control over their environs. For example, storm clouds might gather above the palace of an eladrin king whenever he's moved to anger, and only when his spirits are lifted do the clouds disperse.

LEY LINES

Arcane power churns through the Feywild along ancient, hidden paths known as ley lines. Some believe ley lines are the threads holding the fabric of the world intact, stitching one plane to the next. Ley lines in the Feywild have counterparts in the mortal realm, places of power that are often the sites of fey crossings. Indeed, following a ley line on either plane is often an excellent way to discover a lost fey crossing.

Places where ley lines intersect or terminate are highly magical. A character performing a ritual with the key skill of Arcana or Nature in such a place gains a +2 bonus to any skill check called for in the ritual. The ritual's component cost is also reduced to 75% of the normal cost. (Magic permeating the area improves the efficacy of the ritual components.)

FEYWILD INHABITANTS

In the early days of the Feywild, wild magic swirled through the primal forest, giving birth to countless beasts that were more an extension of nature than inhabitants of it. Some deities found the bright splendor of the place more fitting for their creations, and so fantastic variants of mortal creatures were turned loose under the eternal green shade. Few truly dumb beasts reside in the Plane of Faerie. Most creatures are gifted with some sliver of intelligence, even if nothing more than a malign cunning.

The intelligent races do their best to bend the Feywild to their will. The main rivals attempting to rule the Feywild are the eladrin in their shining cities and the fomorians in their subterranean fortresses. Other races lurk at the edges of the conflict, and the unpredictable character of the fey keeps the balance of power fluid. When dealing with politics in the Plane of Faerie, only one thing is certain: Half of what seems to be true isn't.



ARCHFEY

The most powerful of fey spirits are godlike avatars of their chosen aspect of nature. Some are noble eladrin so old and powerful that they have transcended the bounds of mortality, such as Tiandra, the Summer Queen, or the Prince of Frost. Some are the awakened spirits of mighty forests, mountains, or rivers, such as the Green Lord Oran or Scamander, the guardian spirit of the river of the same name. Others are the sentient incarnations of different types of animals, such as the Cat Lord or the Monkey King. A few archfey are fey of other races who have achieved great age and power—for example, the hag Baba Yaga or the satyr prince Hyrsam. Few of these beings are as strong as a deity or even a demon lord, but within their own demesnes, few other entities could hope to best them.

Archfey range from kindly to malicious and from compassionate to uncaring. Most are perilous for mortals to deal with, but others find mortal heroes fascinating and sometimes favor them with gifts of power or knowledge. In general, the archfey are absorbed in their own rivalries, intrigues, and old enmities. They work at cross-purposes with each other, although the most powerful archfey govern factions of like-minded fey.

THE COURT OF STARS

Several times a year, at no set schedule, the archfey and their allies gather for a parliament and bacchanalia, merging their royal courts into one great congress. They spend the time negotiating, feasting,

WARLOCK FEY PACTS

Fey pacts are a common source of power for warlocks. Each pact is a relationship, a bargain with a specific archfey. How a pact is made differs. Some warlocks are mentored by older warlocks, and then pledge to the mentor's patron. Mortals who wander into the Feywild and survive its trials are sometimes rewarded with a bargain for the amusement they've brought one of the archfey. Still others are approached on the mortal world by archfey or their representatives to strike the bargain. The archfey have their own mysterious agendas in the world of humans, and warlocks so empowered often prove themselves useful to their fey patrons.

The personal nature of this relationship adds flavor to a warlock's powers. If a warlock gains his or her magic through a pact with the Summer Queen, his spells look and sound different from boons granted by the Maiden of the Moon. At the DM's discretion, a warlock who sees another warlock use his or her powers may attempt a DC 25 Arcana check to guess the identity of the other warlock's archfey patron.

LUCIO PARRILLO

scheming, marrying, and betraying each other. The collected court has no true leader, but it is hosted by the archfey known as the Summer Queen. The eladrin call this assembly the Court of Stars.

Over the centuries the signatories to the Court of Stars have aligned themselves into factions. These vie for influence in the Court, which translates into arcane power and territory out in the Feywild. Most archfey and their followers count themselves as members of more than one faction, often supporting rival forces when it suits their purposes. Despite this chaotic mix of power, allegiances, ambition, and treachery, open conflict is rare in the Court of Stars. Favor is won through clever wordplay, duels using proxies, and ever-shifting schemes. Adventurers make useful cat's-paws for eladrin nobles.

Separate from the eladrin archfey factions, the remainder of the Court of Stars is composed of attendant faeries, ambassadors from other fey races, centaur chieftains, and various interplanar hangers-on. Many creatures attending the Court have worked for decades to gain enough influence to seek an audience with the Summer Queen. Some of these attendants from other lands have gone native. They have forgotten their original missions, and they now live out their days in the wondrous, intoxicating beauty of the Feywild.

THE SUMMER FEY

Tiandra, the Summer Queen, is one of the mightiest of the archfey. With a smile, she can ripen a crop, and with a frown, summon wildfires. Noble eladrin infused with the spirit of summer, count themselves as her barons. Other spirits of growth and good favor follow her banner. Her court and its followers are known as the Summer Fey.

Tiandra appears as an eladrin of great beauty, with honey-colored skin and hair that shimmers through all the colors of autumn leaves. Her eyes shine golden, like the sun. Her gaze alone can drive people mad.

The Summer Queen's Court, in the palace of Senaliesse, is a reflection of her unearthly beauty, and the court can appear frivolous. Fairies flit at her side. Every inch of her throne room is decorated with flowers, fountains, and fine silks. This vivid and rich sensual imagery is all merely a distraction from her fierce intelligence. Tiandra is a master strategist, both in the Court intrigues and on the battlefield. She also possesses an odd, dry sense of humor and a surprising streak of pragmatism.

Tiandra has an amused fondness for mortals. She craves the unpredictability and urgency instilled by their brief life span. She commands performances by mortal playwrights and commissions poems from poets who strike her fancy. She even goes so far as to take the occasional mortal lover. These relationships have tempered in her the disdain most archfey carry for mortals. She is nominally less fickle in her dealings with mortals

than most other powerful fey. The Summer Queen has granted favors to those who serve her well.

THE GREEN FEY

Oran, the Green Lord, is the greatest of the archfey of nature. He could be mistaken for an elf, albeit one a head taller and far more muscular than any other elf in existence. Oran's wild eyes are jet black and set in a rugged face the color of oak. His thatched hair is a mess of brambles and long braids. As a hunter and woodland warrior he is unrivaled. It is said even the god Corellon regards him with a cautious respect. Oran is attuned to every branch and bough, every stream in every forest of the Feywild. In addition to elves who dwell in the Feywild, he has the loyalty of many treants, dryads, and satyrs. Those fey who pledge fealty to Lord Oran are known as the Green Fey.

If Oran has one weakness, it is the wild nature of his heart. He can fall sway to mood swings as violent as thunderstorms. His relationship with Tiandra, for example, is legendary. It was Oran who sculpted Tiandra's palace of Senaliesse. Over the centuries, they have been lovers, they have been deadly rivals—and once, for two hundred years or so, they managed to be both at the same time. The fey of the Court often try to win favor by supporting one regent or the other in these times of romantic turbulence. At the present, the relationship of Oran and Tiandra is that of passionate friendship. Lord Oran is aware of his impetuous nature, and he values Tiandra's cool intellect to temper his decisions. They often act in tandem when the Court of Stars is in session, particularly on matters of security and warfare.

Although Lord Oran is the most powerful of the Green Fey, many other perilous archfey also belong to this faction.

THE WINTER FEY

The fey lords who choose the path of winter—are known as the Winter Fey. Although they have no true leader, the most powerful and ruthless of the lot is the Prince of Frost. When he bothers to convene his allies of the long night, his faction is known as the Winter Court.

Narrow of build, pale, and light-haired, the Prince of Frost has a smile that does not warm. He is not unnecessarily cruel, but he has not an ounce of mercy in his heart. He allies with other archfey only when facing the direst of threats. The Prince of Frost prefers to deal with his enemies quickly and viciously, with little regard for collateral damage. For some inscrutable reason, the Prince of Frost holds mortals in utter contempt. Although he appears content for now to rule his lands in the Feywild, rumors constantly circulate that he plots to freeze the entire mortal world into one long, eternal glacial age.

THE SEA LORDS

Merfolk and other aquatic fey collectively assemble in the Court of Coral. The fey of the rivers and oceans bow to the will of the eladrin archfey known as the Sea Lords. Elias and Siobhan Alastai are brother and sister, eladrin who only a few centuries ago achieved a level of power elevating them to the archfey. Because of their recent elevation, they are less emotionally detached than many of the archfey. They are, if not approachable, at least not as terrifying as many of the other great nobles of the Court of Stars. Strangely, few eladrin manifest the aspect of nature related to the waters of the world, and the Sea Lords rule a council made up primarily of powerful non-eladrin races native to the deep lakes and oceans.

Elias claims as his domain the shallows—the rivers, the lakes, even the shoreline reefs of the Feywild. His rulership of this domain brings him in constant contact with races who live along the strands. He considers their welfare a testimony to his mastery of the sea elements, and he is quick to aid his subjects if he senses unnatural dangers approaching. Elias is quick to laugh and loves music.

Siobhan is the more melancholy of the two. She rules the deep oceans and rarely leaves her underwater city, preferring to let Elias act as their ambassador to the Court of Stars when necessary. She considers herself the guardian of the ocean and all the deep places beneath it. Like the ocean waters she roams, Siobhan is slow to anger, but when she does, her wrath drowns entire lands. She can summon hurricanes, waterspouts, and tidal waves when her interests are threatened. Although Tiandra, Oran, and the Prince of Frost are considered the most powerful of the archfey, none of them has yet tested Siobhan at her full strength.

THE GLOAMING FEY

Sparked by the arcane influence within the Feywild, some archfey manifest more abstract qualities than seasons or living nature. Many are associated with dreams, darkness, stars, twilight, dusk, and other such nocturnal phenomena, and so they are collectively known as the Gloaming Fey. Although equal in power to the other courts, these archfey keep their own counsel. They are composed of a loose league, rather than a proper faction, but when the Court of Stars is in session, they band together during court intrigues.

The most well known of the Gloaming Fey is the Maiden of the Moon. She is a formidable hunter who carries a silver sword said to be able to cut through nightmares. The Maiden of the Moon wages a private war against lycanthropes and other savage killers, and she is considered benevolent toward mortals. Although she has many hunting camps in the Feywild, one in particular is a portal to her own private sanctuary on the shining moon above.

The Prince of Hearts is an eladrin archfey dedicated to the principles of beauty, gallantry, and love. One cannot be too careful around the Prince of Hearts. He has been known to grant boons to any who aid him in uniting true lovers separated by circumstance. At other times, the fire of unrequited love best suits his aspect. The Prince of Hearts sometimes meddles in the lives of mortals he believes should be in love, attempting to drive them together. If the unlucky pair dislike each other to begin with, he finds the attempt even more delightful.

HONOR AMONG FEY

All fey can be capricious at times and dangerous when provoked. Most fey societies, however, have elaborate social codes and forms of etiquette, rules that govern every aspect of behavior. One significant ethical distinction among the largely unaligned fey is how they apply their rules to mortals and other nonfey.

Many among the eladrin and their fey allies respect mortals who can navigate their rules, treating them with honor as they would other fey. By carefully negotiating the complex politics of these fey, mortals can find a welcome reception and (sometimes) safe passage back to the world. These fey make and keep bargains with mortals who show proper deference and respect, use correct titles and forms of address, and play by the same rules the fey do.

Other fey, however, don't apply their rules to outsiders. As far as these fey are concerned, nonfey are vulgar dupes or trifling amusements to be toyed with and disposed of. Fomorian respect only their own kind, showing no honor even to other fey. If these fey make bargains with mortals, it is only to trap the mortals in bets they can't win or promises they can't fulfill. These fey show no hesitation in breaking their bargains if the mortals find unexpected loopholes.

Some mortals use the term "seelie fey" to mean those fey who respect their bargains with mortals, and "unseelie fey" to refer to fomorians and other fey that are hostile to mortals, but those terms are meaningless to the residents of the Feywild themselves. Worse, it's dangerous to make any assumptions about a particular fey's disposition toward mortals based on an association with one of the archfey courts or any other generalization. Every archfey court consists of fey that might be considered both seelie and unseelie, though the Summer Fey and the Sea Lords are generally friendlier to mortals than the Winter Fey are. Even among the fomorians, a few do show honor and respect to mortals—particularly to evil mortals who make clear demonstrations of power.

A darker archfey affiliated with this faction is the Witch of Fates, a powerful oracle whose pronouncements spell doom. At the height of Cendriane's might and glory, the Witch of Fates appeared clad in the black of mourning to speak a dreadful prophecy against the city. She seems moved to lay low the proud and powerful, but sometimes elevates virtuous people in wretched circumstances. Any folk who toil for a lost or noble cause may find in her a terrifying patron.

ELADRIN

Eladrin are the “people” of the Feywild. Their cities are collections of sweeping, graceful crystal towers married effortlessly to the local landscape. These cities all predate the war with the drow, and many were ravaged during that conflict. Eladrin walk among ancient corridors and avenues layered with millennia of silent history. They are, to a great degree, haunting their own cities. Only now are the eladrin truly attempting to reclaim some of these shattered metropolises. Repair and resettlement is uneven. The spires of Astrazalian soar higher than ever, but Cendriane remains a melancholy ruin.

Each settlement is a city-state unto itself because the settlements are scattered at great distances across the Feywild. The cities sporadically attempt to create formal alliances, but none of the alliances are strong or of a long-lasting nature. Both the distances involved and the eladrin character run counter to such efforts.

As is commonly known, the foundation of eladrin society is the extended family, or House. Although most eladrin spend decades of their youth in one of the isolated stone and crystal cities dotting the endless shadow of the Feywild forest, an eladrin's true allegiance is to his or her House and its nobles. Those nobles in turn often swear allegiance to one of the eladrin archfey. The eladrin archfey are titular monarchs only. Although Tiandra is regarded as queen by many eladrin, she only rules in Senaliesse, and even then she governs only when she has to.

FIRBOLGS

Firbolgs are nocturnal hunters, and the greatest among them are referred to as Masters of the Wild Hunt. Relentless in their pursuit of enemies and game, they are not above hunting other sentient creatures, particularly trespassers in firbolg lands. Not every firbolg hunt results in the death of the prey, for it is the hunt itself that gives meaning to these creatures.

Firbolg settlements are small and remote, consisting of simple yet defensible lodges integrated with the surrounding wilderness. Many such villages are perched atop precarious cliffs or built atop floating motes of rock. Territorial disputes among firbolg clans are frequent. It takes a powerful common enemy to unite feuding clans, and such alliances rarely last once the common threat is overcome.

Firbolgs rarely involve themselves in the court intrigues of the eladrin and fomorians, although some firbolg clans will accept payment from an eladrin or fomorian monarch who needs help hunting down an elusive threat. Firbolg warriors occasionally show up in eladrin cities and fomorian strongholds to pay modest tribute to a king or queen. Such tribute usually comes in the form of a hunted beast carcass or a captured criminal.

FOMORIANS

Beneath the lush green hills of the Feywild sprawls the fey echo of the mortal world's Underdark—the Feydark. In this terrifying maze of black tunnels and mystic caverns, the malformed giants known as the fomorians rule with absolute tyranny over their vast underground kingdoms. Fomorians wield monstrous magical power. Few in either the Feywild or the mortal realm are their match. If the fomorians could set aside their quarrels, they would be a mighty force for conquest. Fortunately, this dreadful prospect is unlikely, since most fomorians loathe others of their kind along with most beings who are not fomorians. Ironically, this flaw is a direct side effect of the fomorians' powerful arcane abilities. The fell energy these monsters command inflicts endless pain on them and slowly drives them mad.

Every fomorian ruler tolerates his or her own immediate clan as members in his or her court—but barely that. Mates and offspring are even seen as nothing more than necessary rivals. It is often just a matter of time before a fomorian drives off or murders his or her family. Fomorian clans employ large spy networks against both neighboring powers and their own subjects. The only creatures fomorians trust are the cyclopes. Cyclopes serve the fomorians as advisors, master artisans, and spymasters.

As damaging as this madness and hatred are to any chance of a united fomorian kingdom, they serve each individual king or queen well. The suspicion of the fomorian ruler suffuses his or her entire kingdom. Insurrection is quashed in infancy, as subjects desperate to curry favor with their monarch—or at the least, to escape the next inevitable purge—inform against each other at the slightest provocation. Outsiders rarely find allies among the cowed and treacherous subjects of a fomorian ruler.

The monarchs of the fomorians rule from massive underground strongholds maintained by their cunning cyclops servants. Most of these fortresses lie in huge underground caverns in the Feydark. Rough iron walls rise from floor to ceiling, and slit windows peer out from squat turrets. Guards patrol both the approaching tunnels and ramparts along these walls. Peat farms and mushroom forests, tended by serfs bound to the fomorian lord, surround the fortress. This dismal mockery of pastoral

lands can extend far away from the stronghold. Fomorians regularly claim dominion over tracts of land a hundred leagues in diameter, but for all practical purposes, they rule only the area within a few hours' march of their strongholds.

Within the iron ramparts of the typical fomorian fortress lies a filthy, warrenlike town of servants and slaves. Feydark monsters thrive in these cities, consuming the offal of the urban filth. Brisk trade in provisions and slaves fills the stalagmite-rimmed marketplaces.

Most fomorian strongholds feature an inner keep or sanctum guarded by many thick iron doors. The fomorian ruler of the kingdom can be found within ruling over a perverse court of cruelty and guarded by fanatically devoted cyclopes and quickling assassins. Although many fomorians have been destroyed while assaulting eladrin cities or traveling the tunnels of the Feydark, few have ever been defeated within the walls of one of their sanctuaries.

Fomorians without a kingdom scheme to usurp some fellow giant's throne. In this unceasing struggle, fomorian rulers seek any advantage they can find, especially magical power. They often raid eladrin cities to plunder the eladrin vaults of magic items. A fomorian monarch even occasionally grants safe passage to adventurers who have arcane artifacts with which to bargain.

Because of their rivalries, fomorians have no central court organizing or ruling over all their kingdoms. The madness afflicting the evil giants means that even the individual kingdoms do not share a common character or temperament. Each fomorian family rules its Feydark fortress with jealous isolation and wildly varying temperament.

GOBLINS

Goblins are not fey, but they are hardy, fast breeding, and well established in the rugged corners of the Feywild. Over the course of centuries, goblin armies from the mortal world have established many strongholds in the Feywild. Although few last for long, the goblins who survive the fall of such kingdoms linger on for generations as bloodthirsty tribes of bandits, and some of those bandit tribes eventually seize enough territory to become full-fledged goblin kingdoms again. At this point in time, wicked goblin lords lurk in the dark shadows of the Feywild. They terrorize all who pass within striking distance of their fierce armies.

Goblins readily form alliances with the darker denizens of the Feywild, including fomorians, hags, evil druids, and lycanthropes. They often clash with eladrin and gnomes, since goblins raid the realms of these folk whenever they can. The goblins who dwell in the Feywild often command more magic than their counterparts in the mortal world, and many goblin monarchs are skilled warlocks or wizards.

GNOMES

The gnomes occupy a hazardous middle ground in the Feywild—literally. Between the eladrin in their towers and the fomorians in their underground fortresses, the gnomes build their warrens in the hills and forests. These warrens are hidden among the tree roots by cunning illusions. Adventurers often stroll right through the public square of such a settlement without even breaking step, much to the amusement of the gnomes.

For centuries, each gnome warren made its own way in the wilderness. With the rise of the fomorians, the warren councils realized they needed some sort of cooperation between communities. However, gnomes are tricksters—self-reliant and naturally suspicious folk. Good governance is not a priority. Reaching agreement on exactly how any sort of confederation might work proved elusive.

Finally the Gnome Council was formed. It is a pure meritocracy, composed of the gnomes cleverest in battle, most skilled in magic, or most subtle in politics. (The gnomes arrived upon this system out of necessity rather than idealism. Gnomes so love to argue that all other forms of republic stalled in endless debate.) Any gnome who accomplishes great deeds can be nominated to the Council. Those gnome heroes currently sitting on the Council then decide whether to accept the nominee to their ranks. Many gnome adventurers in the mortal world are attempting to establish themselves as heroes worthy enough to take a seat at the oak table in the Council Warren.

Once a gnome is judged worthy of a seat on the Council, it is his or hers for life. No gnome can ever stand still for too long, though, and Council members in particular are the adventuring type. When the group meets in its warren, any Council members present at the time attend the assembly. The Council is considered complete whether five or fifty gnomes attend.

The Gnome Council is led by Karl Stoneshine, a master of illusion who adventured for years in the mortal realm. The Council under Stoneshine is singularly concerned with the survival of the gnome warrens. Adventurers who aid the gnomes find themselves with grimly amusing allies in the Feywild. Actions that could be interpreted in any way as opposing to the gnomes earn undying enmity.

The entire race of gnomes once labored in servitude to the fomorians, and fomorians still enjoy hunting and even eating gnomes. Most gnomes hold fomorians more in fear than in hatred, striving to avoid the terrible giants and their cyclops vassals. When pressed, gnomes use deadly traps and illusions to attack the fomorians and defend their own communities. Gnomes also dislike goblins, who are fond of raiding gnome villages.

Gnomes are on cordial, if strained, terms with the eladrin. Gnome jocularly puts them at odds with eladrin cool arrogance. In short, gnomes consider the eladrin insufferably stuck up and nowhere near as clever as they believe themselves to be. Gnomes are not above “liberating” magic items or ancient documents from eladrin cities if the Council deems it necessary for the welfare of the warrens. One gnome habit in particular sets eladrin teeth on edge: The gnomes have found a way to trigger fey crossings at will. Even more startling, some gnomes are able to transport themselves from one fey crossing in the Feywild to another—an ad hoc teleportation system. The gnomes refuse to reveal how they trigger the fey crossings in this way.

FEYWILD LOCALES

What follows are some of the better-known landmarks dotting the forests and mountains of the Feywild.

ASTRAZALIAN, THE CITY OF STARLIGHT

This magnificent eladrin city is the showpiece of the eladrin lands. Appearing on the hillsides of a green island of the mortal realm for fully half of every year, it is the fey realm most well known to mortals.

ASTRAZALIAN

A town of white towers and winding streets on the hills of a fair green isle, Astrazalian exists in the mortal world during spring and summer and passes back to the Feywild in fall and winter.

Population: 8,900, plus an additional 5,000 or so who live in small estates or watchtowers elsewhere on the isle.

Most are eladrin, although a small number of elves and half-elves also reside here. Visitors of all the civilized races can be found in Astrazalian when it exists in the mortal world.

Government: Lady Shandria is the First Sword of the city, appointed to her position by the Council of Houses. The Council is made up of the heads of each of the eladrin Houses in Astrazalian.

Defenses: The Sword Guard is the city’s primary fighting force, a regiment of 600 eladrin soldiers. Astrazalian’s harbor also shelters a small fleet of five warships.

Inns: House of Solace; White Poplar; Swan House. The White Poplar is the largest, and caters to travelers from the mortal world.

Taverns: Laughing Gull; Moon and Stars; Lantern Tree. The latter is a large white oak tree with scores of lanterns above the tables set up under its branches.

Supplies: Star and Dolphin Coster; Aramath Teldorm. Aramath is an eladrin swordsmith and armorer of great renown.

Temples: Tower of Stars (Corellon); Temple of the Lady (Sehanine); Tower of Pearl (Melora).

Most of the eladrin Houses have a representative living in Astrazalian. Trade and treasure pour through the gates as mortal supplicants flood the city every summer. These resources, combined with the semiannual respites from the dangers of the Feywild, allow the eladrin within to rebuild Astrazalian at their leisure. It is one of the few eladrin cities with new towers rising alongside ancient spires. Giant white swans pull delicate boats along the docksides. The goods of many nations are sold among the brightly bannered stalls of the market. A particularly puissant magic university teaches students within the city’s walls. Eladrin wizards of Astrazalian have the broadest exposure to mortal spellcraft, trading their own lore for secrets unknown in the Feywild. This vibrant combination has given rise to truly powerful new arcane arts.

Astrazalian is ruled by Lady Shandria, an eladrin warlord. Lady Shandria is a distant niece of Queen Tiandra. As a result, the Summer Queen’s Court holds sway here. Some find it odd that a warrior has been placed in charge of Astrazalian when a diplomat would seem better suited to the task. Indeed, Lady Shandria obviously chafes at the role. Though this posting seems odd, Shandria rules here because although Astrazalian’s locale in the mortal realm is tranquil, the location it occupies when it returns to the Feywild every fall and winter is hideously dangerous.

In the Feywild, Astrazalian is within striking distance of the fomorian borderlands. All the eladrin cities closer to the fomorian territories have already fallen. Astrazalian is a fat, shining prize waiting to be plucked. The fomorians do not just covet the gold and magic items lining Astrazalian’s vaults, however. The prospect of an entire city from which to launch a conquering army against the mortal realm is intoxicating for the power-mad fomorians. The giants barely keep from jealously tearing each other apart between assaults on Astrazalian’s walls. Any mortals who return to the Feywild with Astrazalian find themselves in a constant state of siege from the moment the city fades back into existence.

As terrifying as this prospect is, opportunities abound for the fearless and foolhardy. Lady Shandria often assigns hazardous tasks to mortal sellswords rather than risk losing any of her valuable garrison troops. To gain the favor of Shandria is to gain the favor of the Summer Queen. Service to Astrazalian can earn mortals rare magical boons, favors from eladrin scholars, or even shave decades off the time required to petition for an audience with the Court of Stars.

BROKENSTONE VALE

Lycanthropy does not originate in the Feywild, but lycanthropes have a special bond with nature, and many roam the forests, hills, and dales of this plane. Hated, feared, and hunted in every corner of the mortal realm, some lycanthropes have forsaken that plane to dwell in a forest domain deep in the shadows of a mountain pass: Brokenstone Vale. Centuries ago a werewolf lord forged a kingdom of werebeasts here and fought a fierce war against the neighboring eladrin realms. After decades of strife and bloodshed, the Court of Stars conceded to the lycanthropes the lands they'd conquered. Old stone posts on the far side of a river that winds across the vale's mouth mark the agreed-upon border. Travelers who pass them take their lives into their hands, for Brokenstone is a place where lycanthropes can roam freely.

Living in the Feywild as a lycanthrope is a double-edged sword. On one hand, the moon here is much greater and much brighter in the sky, stoking the werebeasts' bloodlust to giddy new heights of savagery. On the other hand, that same moon is sacred to the archfey called the Maiden of the Moon. She abides by the ancient pact and does not venture within Brokenstone, but she bears a special hatred for lycanthropes, and her silver sword is the doom of any werebeast that crosses her path outside the vale.

Within the maze of forested ravines and steep hills of Brokenstone lie the ruins of old castles and towers where werebeast rulers of years gone by raised keeps or built halls. The mountainsides above that flank the vale are riddled with decrepit mines where wererats make their homes. A few of Brokenstone's lycanthropes gather in sullen clans or live among the ruins of the old rulers, but most lead solitary lives, keeping to themselves.

Although most lycanthropes here rarely bother to disguise their nature, a cluster of small lodging houses stands at the edge of Brokenstone for those who wish to walk as humans when needed. These ragged huts cling to the banks of the rushing river that defines the boundaries of the realm. The werewolf lord Viktor Mazan is the master of this place, and he maintains a brutal peace so that merchants can bring supplies and trade for rare wood harvested from within Brokenstone's hidden vales. Viktor does not allow travelers to remain long, and he sends the merchants off again as quickly as possible.

Many of Brokenstone's lycanthropes chafe at even this much restraint. Some of the werebeasts hunt far beyond the boundaries allotted to their kind long ago, risking open warfare with the eladrin again. Others have sworn fealty to a fomorian king named Bronnor whose fortress of Harrowhame lies nearby, and they plot to ambush and slay the Maiden of the Moon. The archfey are not deities, after all.

CENDRIANE

Once the most radiant city of the eladrin, Cendriane was the site of the longest and most vicious battle of the wars between eladrin and drow. Now the entire city-state is a dark, twisted forest, haunted by terrible specters. In the center of this wilderness lies Cendriane itself, a cursed ruin whose magnificent crystal towers stand silent and empty.

Cendriane is larger than any other eladrin city, yet is utterly abandoned by its former residents. Although many sections of Cendriane have been completely reclaimed by the forest, large swaths of the city center are devoid of life. Walking down the open streets of Cendriane, with the only sound among the intact bone-white mansions being the traveler's own footsteps, is disconcerting. No bird-song or breeze disturbs the mournful silence. These eerily preserved, museumlike areas are pockmarked by charred craters a hundred yards across. The arcane havoc that vaporized these buildings was powerful enough to scatter ten-ton shards of white stone high into the air, and many of them continue to float there, eerily silent. For explorers brave enough to scale the towers of Cendriane, it is not uncommon to force open a door some fifteen stories high and find one of these fragments jutting through the outer wall. One thing is clear: The destructive power unleashed here was unrivaled in all the Feywild.

Cendriane may be silent, but it is not empty. Giant spiders have taken up residence in many of the upper towers, spinning webs between the spires. Fey panthers lay in wait in the shadowed, shattered street-level doorways. A pack of displacer beasts stalks the Avenue of the Gods. The great Central Glade has returned to the wild, and it is now home to a particularly vicious circle of dryads. In the winding catacombs of the city, undead nest. A tragic eladrin vampire lord named Kannothe rules here, master of a bloodthirsty cult lurking beneath the earth. Some sages also believe that the creature that ravaged Cendriane was never destroyed, but instead remains imprisoned beneath the city vaults.

Despite its isolation and reputation, Cendriane sees its share of visitors. Incredible secrets were buried in Cendriane when it fell. Magic artifacts of unmatched power still lie in collapsed vaults. Maps to legendary lands sit on the shelves of the Great Library. Even the most modest dwelling in Cendriane yields treasures left behind by eladrin who fled during the holocaust. Such opportunities are too tempting for many creatures of the fey. At any given time, Cendriane may play host to small squads of drow arcanists, eladrin rangers on a rescue mission, quickling spies of a local fomorian king, and mortal adventurers, all unaware of each other as they explore the ruined, sprawling metropolis.

THE FEYDARK

The fey parallel to the Underdark is similar to its mortal twin in many respects. Its tunnels worm through the gutrock of the world for thousands of sunless miles. Vast caverns echo with the dull roar of underground rivers. Countless creatures hunt these catacombs, and entire civilizations rise and fall among the stone pillars.



ANNE STOKES

The Feydark is different in that the magically fecund wild nature of the plane is evident even here, miles beneath the surface of the earth. Translucent, glowing purple crystals light the Feydark in an unearthly glow. Where the Underdark is bare stone, the Feydark is lined with bizarre fungi. Forests of mushrooms, as tall as a human, cling to the jagged cliffs descending deep into the earth. Waterfalls run blood red with algae that's evolved to live off the magical emanations. Poisonous blue moss lines the tunnel walls, and shock stones lodged in the onyx walls absorb travelers' torchlight and convert it into sparking electrical energy.

Many of the Feywild monsters of the surface wander among these mutant forests, along with creatures even more bizarre. Giant insects swarm through the ooze of fungus and silt, often exhibiting great intelligence. Gnomes send regular expeditions into the Feydark, searching for magical stones used in their research. Drow on missions from the mortal realm use these tunnels to travel without alerting the eladrin. Strange humanoids that can only be described as "mushroom folk" gibber and puff spores as they scurry in the shadows. However, the undisputed masters of the Feydark are, of course, the fomorians.

HARROWHAME

King Bronnor, ruler of the dismal city of Harrowhame, is a typical fomorian ruler. One week, he grants pardons and sends ambassadors of peace to neighboring realms. The next, he executes suspected traitors and orders marauders and assassins to strike against his neighbors. Bronnor prefers to grow his holdings through slave trade rather than combat, and can reasonably be negotiated with during his saner moments. His realm lies near Brokenstone, the lycanthrope domain, and many lycanthropes serve him as spies and assassins in the lands above his subterranean kingdom.

THE ISLE OF DREAD

The Isle of Dread is a vast tropical island of volcanic origin set amid stormy seas. Jagged reefs guard the approach to black sand beaches. If a boat does somehow make it to the shore in one piece, its passengers then face a solid, lush green wall of tropical vines and trees. Great knifelike peaks of obsidian rise beyond the treeline. Travelers venture into that jungle at their peril. Of all the savage and secret places of the Feywild, the Isle of Dread is the most mysterious.

The entire Isle of Dread worldfalls constantly and unpredictably from the Feywild to the mortal realm—and it shifts to even stranger planes at times. Some sages argue it is everywhere at once, and some argue it is nowhere at all times. As a result of its constant travel, the Isle is populated by all manner of savage beasts. It

also hosts several tiny camps of shipwrecked sentient beings. The Isle is steaming hot. Reptilian beings fare better at exploring its secrets due to the climate.

Those secrets appear to be endless. An ancient yuan-ti temple is at the center of the jungle. North of the temple, several primitive races live in splendid stone ziggurats of unknown origin. Eagle-eyed explorers can just barely make out a thin tower, a needle of phosphorescent crystal, rising from the peak of one of the central mountains. On the southern coast several bands of stranded mortals have found each other—and discovered, to their shock, they all originate from wildly different moments in history. Some have reported sighting giant, terrible lizards racing on two legs through the jungle.

Even a short sojourn to the Isle of Dread makes one thing clear: Getting to the Isle is not as difficult as one might believe. Getting *off* the Isle is the challenge.

MAG TUREAH

The realm of Mag Tureah was an ancient underground kingdom centered around a spectacularly ornate iron fortress in the Feydark. In an odd parallel to eladrin cities' seamless blend of crystal tower and native wood, Mag Tureah's iron walls often abruptly give way to stone arches and natural tunnels. No one knows who (or what) built the fortress. Abandoned for unknown reasons by its unnamed makers, Mag Tureah lay empty for centuries. Fomorian after fomorian attempted to seize this crucial strongpoint. All were destroyed by whatever horrors stalked its maze-like corridors—until the fomorian king Thrumbolg, dubbed the First Lord, reached its dark heart. He defeated its horrible guardians, and now his empire expands inexorably from the iron towers out into the Feydark, a black tumor spreading unseen beneath the living green surface world.

On its own, the military stronghold of Mag Tureah would be the great prize of the land. But Mag Tureah has a special relationship with the mortal realm, making it valuable beyond measure. It is honeycombed with portals to the mortal world. What's more, although the Feydark sides of these portals all occur within the boundaries of the fortress, the passages to the mortal world are connected to dozens of locales scattered over thousands of miles. Mag Tureah is a hub offering access to every corner of the mortal realm.

On the mortal world, the portal sites often appear as unremarkable ruins. Explorers walk among shattered walls, marveling at the black stones, never noticing as the starry night sky above them is slowly replaced by onyx ceilings and glowing gems. By the time the travelers realize they've stumbled through a portal, it's too late. They are transported from a corridor on the surface of the mortal world to a black, unmarked tunnel a mile below the Feywild in the guts of Mag Tureah.

Escape is unheard of, and if they are captured by the First Lord, death will be a blessing.

Retracing their steps rarely aids these unlucky interlopers—the magic of Mag Tureah is unstable. Whatever portal abandoned them to this lonely spot quickly dissipates. It may reappear in an hour, or a day, or never. It may change location, now accessed by a tunnel mere yards away or on the other side of the Dark River cutting through the center of the fortress. Although all the portals of Mag Tureah connect to ruins on the mortal world, they do not connect to the same ruins on every trip. This fact is all that's kept the First Lord from launching an invasion force into the mortal realm.

Thrumbolg is working furiously to master the unreliable portals of his fortress. To this end he has kidnapped arcanists from multiple realms and put them to work studying the phenomena. Several of the lesser portals have been mapped, and each can be used—with reasonable certainty—if one possesses a complex guidebook filled with multidimensional equations predicting the times, locations, and end-points of the portal in question. Only a few copies of these guidebooks exist. They are stored in the vaults and laboratories in the heart of the fortress. It would seem suicidal to try to steal one, but the alternative is to attempt to escape Mag Tureah the hard way.

No one can explain why Mag Tureah has these properties, or why the portals are so unstable. Wizards knowledgeable in the ways of the Far Realm find disturbing similarities between these stuttering conduits and the methods by which aberrations travel the planes. Such theories put a different light on the fortress's initial abandonment. They also raise even more distressing questions about the First Lord's rule over the fortress. What if he did not so much defeat whatever lurked at the heart of Mag Tureah, but instead bargained with it?

THE LORD OF MAG TUREAH

No fomorian bows to any other, but all grudgingly admit the mightiest among them is the tyrant Thrumbolg, commonly referred to as the Lord of Mag Tureah or the First Lord. This elusive monster has built the largest fomorian kingdom in the Feywild around the ancient iron fortress from which he rules. The First Lord has forged unlikely alliances with fey, mortals, and even beings from planes best left unnamed. Although fomorian cooperation is unheard of, Thrumbolg has twice managed to trick other kings into marching with him against unsuspecting eladrin cities. Then while the victors squabbled over the conquest, his assassins moved in. The First Lord does not overreach. He pillages his targets and retreats to the safety of his monstrous cavern kingdom.

Most eladrin refuse to take the fomorians seriously as a unified threat. Yet recently Lord Oran finds himself unable to shake a nagging thought: the terrifying prospect that the Lord of Mag Tureah is somehow, against all odds, sane.

MAZE OF FATHAGHN

Although treants and dryads can be found throughout the forests of the Feywild, they have a mysterious agreement to protect, at all cost, one great oak tree deep in the Feywild. To do this, the dryad queen Fathaghn raised a mighty briar maze to confuse and consume any who venture too close to the sacred grove.

Adventurers traveling through the Feywild who enter the maze of Fathaghn might first notice that the undergrowth around them is too thick to cut through, though—what luck!—a worn path leads them through the briars. As they continue on, the trees surrounding them grow closer and closer together. Before they know it, the forest has aligned into impenetrable walls of wood and briar. The path they follow twists and turns, splits and wanders. Just as the adventurers recognize a malign intelligence at work, the dryads strike.

It is possible to escape from Fathaghn's maze with patience and luck. The dryads use hit-and-run tactics that are anchored around treants taken root within the maze itself. If explorers stay on the move, they can keep from being surrounded. Eventually their flight will lead them away from the sacred oak at the center of the maze. When their path leads them farther away from the oak, the intensity of the dryad attacks lessens. Perceptive adventurers can use this response to gauge direction within the maze and find an exit.

Alternatively, they may decide to press forward and find the oak the dryads are protecting. Legend has it Queen Fathaghn is protecting the Mother Tree—the ancient tree from which all green fey races originally sprang. Anyone who fashions a staff from the wood of this tree could conceivably control any plant fey or even transport himself or herself from tree to tree in a manner similar to dryads. But the abilities of the oak wood—and its provenance as coming from a mythical Mother Tree—are no more than legends, and legends are thin things indeed to stake one's life upon.

MITHRENDAIN, THE AUTUMN CITY

Once a great fortress of Cendriane, Mithrendain has blossomed into a beautiful eladrin forest-city whose buildings seem to grow naturally around the trees. However, Mithrendain has a dark secret: The central sections of the city are built atop a now-sealed tunnel that leads to the Feydark. Armies of the fomorian kings once invaded the surface world through this passage, which now lies sealed beneath the majestic Citadel Arcanum, a golden edifice riddled with secret passages and underground chambers.

Mithrendain is a timeless city bereft of clocks, sundials, or other methods of tracking the passage of time. A secret police force, called the Watchers of the Night, patrols the idyllic city. The Watchers, who can ignore the city's magic wards that prevent creatures from turning invisible, remain vigilant for signs of infiltration by the fomorians and their agents—subterranean menaces searching for the means to break through Mithrendain's defenses and reopen the great passage into the Feydark.

THE MURKENDRAW

The Murkendraw is a swamp as large as a sea—a swamp of weeping willows and rotted fruit, of gnarled roots thrusting up from bubbling quicksand pits, of impenetrable fogbanks stinking of swamp gas, of week-long rainstorms where lightning scours the sodden ground, and of great dire alligators and swamp wasps the size of dogs. It is the home of the hags. The Murkendraw is of the Feywild, and as such it is filled with life, but that life is fundamentally wrong. Dark cults worshiping deities of madness chant in the starless night. Warped mud creatures lurch out from behind stained yellow vine curtains, or suddenly rise from the black waters and clamber at the flat-bottom boats used to travel the stinking byways. After a few weeks of combating the gag-inducing beasts spawned by the corruption of the Murkendraw, adventurers may find themselves pining for the clean, bracing stench of the ordinary undead.

Although most swamps in the Feywild are infested with hags, the Murkendraw is the home of the most powerful hag of all—the terrible Baba Yaga. She dwells within a dilapidated hut that appears to be set on stilts just above the surface of the swamp waters, and she often takes the form of an old human woman. She can appear to be a friendly old earth mother or a terrifying crone depending on what suits her. If Baba Yaga is threatened and feels overmatched—a rare occurrence—a single ear-splitting whistle awakens her hut.

The hut then stands, unfolding the long bird legs first taken to be stilts. At full height the hut stands thirty feet tall. Its long legs give the hut amazing speed, and the ability to ignore difficult terrain. The hut can also fight, kicking like a flightless bird with those treelike legs. A single kick can stave in a humanoid's chest.

Baba Yaga is pure evil, but she can be bargained with. Like the fomorians, hags crave power, although their agendas are far more subtle. Baba Yaga is willing to trade secret for secret. Adventurers must beware: Of all the fey, Baba Yaga's bargains are the most treacherously worded. Few are wise enough to outwit her, and the truly wise don't even try.

NACHTUR, THE GOBLIN KINGDOM

One of the largest and most powerful of the Feywild's goblin kingdoms is Nachtur. A hobgoblin wizard who calls himself the Great Gark, Lord of All the Goblins, rules over a crowded city-warren in the caves and tunnels beneath the rugged hills in the heart of a thickly wooded forest. Goblin archers and wolfriders patrol the surrounding region vigorously, harassing travelers and pillaging anything of value they stumble across. The Great Gark intends to unite all the goblin-kind of the Feywild under his banner, and so far he has succeeded in subjugating several smaller tribes.

Under Gark's rule, Nachtur plays at acting like a civilized kingdom. Gark often dispatches ambassadors to nearby eladrin cities and fomorian kingdoms, and trades with several of the nearby fomorian realms. Nachtur's resilient mercenary companies serve many fomorian lords, hags, and occasionally Winter Fey lords. Nachtur's warmages and battle priests may lack the skill of eladrin spellcasters, but they have numbers and determination on their side, and some are strong in the magical arts of war. Gark himself recently survived an attack by quickling assassins. He single-handedly reduced them to ash.

Although Nachtur is not yet a real threat to the eladrin realms that make up the Court of Stars, goblin marauders often waylay eladrin travelers or seek to capture nobles for ransom. The Great Gark has some strategic sense as well as great tactical cunning. Efforts by the eladrin, centaurs, gnomes, and other fey of good heart to check the expansion of Nachtur's powers have proven largely unsuccessful so far. If anything, these attempts have armed the goblins with captured weapons and magic items they never could have forged themselves.

SENALIESSE

In the center of the Feywild's primeval forest grows a massive stand of ancient silver trees. The forest at the base of these trees seems completely undisturbed. A glance upward reveals nothing but the shining columns of the trunks rising into mist. No sound can be heard but the rustle of leaves and the chitter of wildlife. This silver grove is Senaliesse, the home of Queen Tiandra.

Guests of the Summer Queen wait patiently here until eladrin rangers appear from the green shadows. Once the all-clear is given, a rope elevator descends from the mists above. Visitors then endure a breathtaking—and terrifying—ride on the open elevator platform up to high into the treetops. Long after they've completely lost sight of the ground, guests breach the canopy and arrive in the rambling palace

of Tiandra, the Summer Queen. The palace sprawls out through the tops of countless gigantic oaks and yews. Tree limbs wide enough for several humans to walk comfortably abreast span the space between the silver trees. Visitors use these main avenues, although a web of thin rope walkways also connects branches high and low. The thought of a fatal fall from such treacherous footholds is too daunting for most.

Senaliesse lacks the signature crystal stone of all other eladrin cities. It is composed completely of living wood coaxed by Lord Oran to form walls, archways, and roadways high in the fey tree branches. The centerpiece of the palace is Tiandra's Chamber, a soaring proscenium of twisting green leaves overhanging a throne made of green summer branches and bounteous cascades of flowering scented vines. If Queen Tiandra is inclined to receive audience, hundreds of creatures can mingle comfortably in the room within. The sheer size of this proscenium is why Senaliesse has become the prime location for the irregular meetings of the Court of Stars. The Court meets here so often now that even on days when no archfey lords are present, scores of courtiers and ambassadors can be found here negotiating, gossiping, and scheming under the arch.

Guest houses in the high branches of the nearby trees are home to an eclectic mix of archfey, eladrin nobles, and ambassadors of other fey races. Queen Tiandra is the sole controlling authority, and she does not dabble with civic detail. Representatives from various eladrin houses rule the immediate area of their embassy residences.

One should not think that Tiandra's home is a town or city as mortals understand it, however. Creatures of immortal power gather to confer in this place. Although a few basic guest services have been set up for those summoned to Senaliesse at Tiandra's will, it is not meant to be a place where ordinary eladrin may dwell for any length of time.

SHINAELESTRA, THE FADING CITY

Shinaelestra's inhabitants have allowed the city to retreat before the wilderness. Shinaelestra is a city of rangers, and they long ago decided to let the forest reclaim the ancient walls. Many of Shinaelestra's towers are broken, barely rising above the thick overgrowth of the forest. Stands of trees rise from within roofless mansions, and many streets are impassable beneath thick overgrowth. However, the wilderness encroachment is a harmonious fall into ruin.

Every midnight, Shinaelestra shimmers into existence deep in the mortal realm's Howling Forest. Its rangers take advantage of this savage hunting ground, patrolling the depths of the black forest and pitting themselves against the mortal monsters who hunt its twisted paths. When dawn comes, Shinaelestra worldfalls back to the Feywild.

The ranger Lord Calenon Thray governs Shinaelestra lightly. Some say he is the greatest eladrin ranger of them all. In the lands surrounding the city, Calenon personally trains a select few to become the most devout of the Feywild's protectors. Those mortals who seek to master the ways of the ranger often make a pilgrimage to Shinaelestra to train with the ranger lord. Calenon welcomes all who manage to find the eladrin city, since the perils of the Howling Forest discourage—sometimes lethally—all but the worthy candidates.

VOR THOMIL

Vor Thomil, a dark underground conclave of sin and filth, is a powerful fomorian domain that lies close to Shinaelestra and often wars against that eladrin realm. A terrible fomorian monarch, Queen Connomae, rules Vor Thomil, and the entire realm trembles in anticipation of her next mad whim. Connomae clings to pretenses of grandeur and greedily clutches at the trappings of elegance and civility—which means that she brutally tortures and kills those courtiers who fail to keep up with what she thinks the “proper” behavior for such luminaries entails. She is also obsessed with her own amusements and searches constantly for new sources of diversion.

Queen Connomae often orders captured travelers to dress in mockeries of formal court attire. Such “ambassadors” are forced to amuse her with song, story, combat, or even inspired lunacy. Those who please her perverse whims are showered with gold and favors. Those who disappoint are slain during ornate ceremonies involving machines of fiendish design.

The queen obsessively collects artwork, although she has no ability to discern the transcendent from trash. Depending on the vagaries of her madness, she either lovingly displays the treasures or destroys them.



THE SHADOWFELL

THE SHADOWFELL is the dark echo of the mortal world, a twilight realm that exists “on the other side” of the world and its earthly denizens. Legend has it that an otherworldly dimness arose around the remnants and tatters of the raw stuff of creation. Over time, these shadows coalesced and assumed a form similar to the natural world, but darker, more ominous, and thrumming with a strange and unexpected power. This murky land spawned beings of its own and drew others from different parts of the cosmos. It came to be filled with a diverse population of creatures, fair and foul.

The Shadowfell is more than just a mirror, even as darkly cast and twisted as it is. This plane is the destination of souls loosed from their bodies. It is the domain of the dead, the final stage of the soul’s journey before moving onto the unknown. For this reason, the Shadowfell draws the attention of any with an interest in death. The power and allure of this place even drew the Raven Queen from the Astral Sea to take residence among the spirits, to govern them, and to monitor their movements as they await the inexorable pull of dissolution.

This chapter explores aspects of the Shadowfell:

- ◆ **Visiting the Shadowfell:** A discussion of the primary methods for reaching the Shadowfell and its planar traits.
- ◆ **Shadowfell Inhabitants:** A catalog of some of the plane’s notorious denizens.
- ◆ **Shadowfell Locales:** An overview of significant Shadowfell sites.

STEVE BELLEDIN





VISITING THE SHADOWFELL

Where dark dreams gather, and the ghosts of mortals linger for a time

SHADOWFELL TRAITS

Type: Parallel plane.

Size and Shape: The Shadowfell is a parallel plane with dimensions and topography similar to the mortal world.

Gravity: Normal.

Mutability: Normal.

Gloom: The Shadowfell mutes light sources, reducing the radius illuminated by 50 percent. For example, a torch illuminates 2 squares instead of 5; a lantern illuminates 5 squares instead of 10. Magical light sources are unaffected.

A place of deep shadows, of familiar yet alien landscapes, of vistas that snatch the breath, and of mind-rending visions, the Shadowfell is the gloomy reflection of the natural world. It is a plane dimmed and dulled by a pervasive and insidious pall. The home of the dead, the realm of the forsaken, a haven of the lost and the twisted, the birthplace of wretched creatures famous for their grief and sorrow—the Plane of Shadow is all this and more.

The Feywild reminds the traveler of the mortal world, but exaggerates its verdant splendor. The Shadowfell is similarly reminiscent, but the reflection is far different. Familiar landmarks, peoples, and places are changed, as if born from half-remembered nightmares or perverted by fear and doubt. Perils abound in the Shadowfell. Still, the allure of lost treasures, strange mysteries (including those of death), and alien vistas draw the bold and foolish alike to test their mettle against the forces of darkness that rule this chilling plane.

For all the Shadowfell's dismal reputation, it does have bright spots where those who fight against the malaise and the chill live almost ordinary lives. In fact, for many visitors to the Shadowfell, the plane has more in common with the natural world than it has differences. This is both comforting and disturbing.

REACHING THE SHADOWFELL

The superstitious claim that the Shadowfell caresses the natural world wherever the sun cannot reach. Its entrances huddle in old closets, among darkened doorways, and under the cloying darkness of the deepest dungeons. Common folk make signs against evil or whisper a quick prayer before continuing down dim streets, so strong is the fear that the Shadowfell evokes. These qualms stem from misap-

prehensions about the plane, born from mortal fears of death and what might lie beyond. Most know that when the flesh fails, into the darkness goes the spirit. No one can say with certainty what comes next.

The Shadowfell is one of the more accessible planes. In fact, on rare occasions, travelers have stumbled into it by accident. Places where the boundary between the world and the Shadowfell are thin are known as **shadow crossings**. Some intersections are naturally occurring, the result of ancient planar conjunctions or catastrophes. These crossings often occur in low-lying, deeply shadowed spots—forested hollows, mist-blanketed bogs, or the bottoms of caverns and ravines. Other junctions form in places where the forces of death are prevalent—graveyards, battlefields, and other places that bore witness to mass death. When active, shadow crossings permit travelers to shift from the mortal world to the corresponding location in the Shadowfell (but not always back again).

Few shadow crossings are continuously active. Most activate only under the right conditions, such as certain times of day, certain days of the year, or when various celestial phenomena take place—eclipses or new moons, for example. Travelers can also activate dormant crossing points using the Shadow Passage ritual, which is easier than creating a new portal or using the Planar Portal ritual.

A more reliable access to the Shadowfell is one of the many portals connecting this plane to the natural world. Most such connections bear the indelible mark of the Shadowfell. Gloomy, cold, and dripping with shadow, these places are tucked away, hidden by shadows, and behind layers of myth and superstition. Sites where portals to the Shadowfell exist usually have strong ties to death. Crude shrines erected to Orcus and hidden temples to Vecna, for example, might offer entry into Shadowfell.

Finally, the easiest—though costliest—means to reach the Shadowfell is via the Planar Portal ritual. Acquiring the address for a teleportation circle in the Shadowfell can be a challenge, for that information is almost always a closely guarded secret. Still, numerous junctions to the Shadowfell exist, and not all of them carry the risk of a lethal passage. The city of Gloomwrought is an excellent example. A sinking city along the coast of a vast and stormy sea, it is a popular port for seafaring ships and planar travelers alike.

The Shadowfell is unsettling in its familiar strangeness, for although many of the mortal world's landmarks remain, something is decidedly off. It is as if the plane steals a feature from the natural world and reproduces it, but imperfectly. A range of old, rugged mountains in the mortal world might appear jagged, like a row of teeth, or melted, like wet sand spilled from a child's hand. Roads and pathways wind through the lands in the same general direction as those from the natural world, but carry travelers into unexpected dangers, through stretches of haunted countryside, or to the brink of an unexpected chasm.

Communities correspond to those in the natural world, but they too are tainted duplicates. What might be a metropolis in the mortal world is an undead-infested ruin in the Shadowfell. An isolated hamlet could be reflected in the shadowy plane as a city under the tyrannical rule of a cruel vampire. A stronghold nestled in a mountain pass might manifest as a fortified gateway, plugging a hole to the Shadowdark. So, for all the similarities, travelers soon learn to forget what they know about the world, and to see the Shadowfell through fresh eyes.

PERVASIVE MELANCHOLY

One of the common misunderstandings about the Shadowfell is the belief it is ever dark. The shadowy plane, contrary to myths, features both day and night. However, the Shadowfell's sun is usually hidden behind clouds, low on the horizon, or pale and weak, seemingly unable to warm the realm. The moon too shines here, though it does so with the dull orange glow of a harvest orb.

Aside from the unusual movements of celestial bodies, the Shadowfell's influence is most felt in the plane's atmosphere. The place is no warmer or colder than the world, but a constant sense of coolness, an uneasy chill in the joints and the dampness of the hair, persists even in the face of a bonfire. It gets worse at night, when each breath sends out a plume of mist, and a rime of frost settles across the ground.

Perhaps the most insidious effect the Shadowfell has is a mental one. Those who travel the plane pay a heavy emotional price. It begins with a banked enthusiasm, a quenching of the fires of optimism beneath the heavy weight of sadness. Failure seems assured, hopelessness dogs every step. Depression wraps its cancerous claws about the heart. Although this melancholy in no way interferes with the ability (or lack thereof) to attain one's objectives, each day is a trial of resolve. Travelers must ever steel their hearts against the powerful presence of sorrow.

DOMAINS OF DREAD

Scattered throughout the Plane of Shadow are places hidden behind thick walls of mist, places ruled by dark and deeply troubled beings bound to the plane by dreadful curses. These isolated pockets within the Shadowfell are called domains of dread. A creature that passes through the curtain of mist into a domain of dread becomes trapped there—a prisoner of the dark lord who rules the domain.

Each domain of dread has a dark lord—a powerful creature with absolute hold over the domain and limited mastery over its shape and disposition. Similar to a fey demesne (see page 35), a domain of dread bends to the will of its master, reflecting his or her dark mood in various eerie or disturbing ways. Some domains of dread are quite small, such as a lonely castle on a hill. Others extend for miles.

Escape from a domain of dread is tricky and usually requires one to slay the dark lord, break the dark lord's curse, unlock the secret of the dark lord's power over the domain, perform a dark ritual, or accomplish some other difficult goal.

SHADOWFELL TERRAIN AND HAZARDS

The Shadowfell might lack the fearsome violence of the Abyss and the unpredictable dangers of the Elemental Chaos, but it is still a formidable and perilous place with dangers aplenty.

Darklands: Although supernatural energies extend throughout the Shadowfell, some places are stronger in shadow than others. Called darklands, these regions are not reflections of the natural world; they are unique manifestations of gloom. Desolate places, they leech life and vigor from the living. Color pales further in their vicinity—everything appears in shades of gray. Light found in the darklands is only that which travelers carry, and even then, it's dulled and wane.

Darklands are most often unstable and short-lived. Certain bleak areas, however, do solidify into permanent realms. These regions are among the most dangerous in the Shadowfell, because permanent darklands attract powerful undead, nightwalkers, and worse. Most travelers avoid them at all costs.

DARKLAND TRAITS

Darklands have the following traits.

Necrotic Affinity: Any attack that has the necrotic keyword gains a +1 bonus to the attack roll, and attacks that have the radiant keyword deal half damage. Ongoing radiant damage is not affected.

Reanimation: Living humanoids killed in darklands animate as zombies 3d6 minutes after death.

(*Monster Manual*, page 274). Large humanoid rise as zombie hulks (*Monster Manual*, page 275). These horrors are uncontrolled and attack any living creature they meet. The Gentle Repose ritual or complete destruction of the corpse prevents a dead creature from reanimating.

Necromantic Seepage: Pools of necromantic seepage form one of the most disturbing features in the Shadowfell. They bubble up from fissures in the ground or out of rifts in the air. The seepage is a thick black fluid, the congealed essence of shadow warped into a corrupting and rotting presence. Samples of the seepage removed from the pool dry after 1 minute, becoming black harmless flakes dispersed by the faintest breeze. In liquid form, however, necromantic seepage is lethal.

Any living creature entering a space containing necromantic seepage contracts a terrible disease known as soul rot.

Umbral Taint: The Shadowfell's lands as a whole are gloomy by dint of its psychic signature, but certain areas emit a presence far more awful. When a powerful undead creature is destroyed, it leaves behind a stain to mark its fall. These areas are colder than the normal coolness pervasive in the plane. Also, they are infused with the memories of the creature destroyed. This corruption can lend power to other undead creatures.

An area of umbral taint typically takes up the space occupied by the powerful undead whose demise created it. Undead in a space filled with umbral taint gain regeneration 5 per tier. In addition, powers that have the necrotic keyword used in a space of umbral taint gain a +2 bonus to attack rolls.

Soul Rot	Level 11 Disease	Endurance	improve DC 21, maintain DC 16, worsen DC 15 or lower
The target is cured.	<p>Initial Effect: The target takes 5 necrotic damage and loses one healing surge that the target cannot regain until cured of the disease..</p>	<p>The target is weakened until cured.</p>	<p>Final State: The target dies and rises as a wraith (<i>Monster Manual</i>, page 266).</p>



ROB ALEXANDER

SHADOWFELL INHABITANTS

Like the natural world, the Shadowfell is home to innumerable creatures, many of which resemble natural ones, and behave as they do. Flocks of ravens drenched in shadows catch zephyrs and wheel through the sky. Swarms of black beetles capable of stripping flesh from the bone boil up from depths of the plane, while spectral panthers, shadow hounds, and predatory shadow bats hunt the wilderness in search of prey.

Despite the legions of dead and the overwhelming gloom, pockets of civilization arise here and there. These bastions hold fast against the bands of undead and the more malevolent forces of the land. Whether shadar-kai castle, dark one enclave, or planar metropolis home to countless peoples from innumerable places, these communities function as they do in the natural world. What follows is a selection of the best-known inhabitants that call the Shadowfell home.

THE DEAD

Foremost of the Shadowfell's inhabitants are the dead. Each day brings droves of displaced souls from the natural world. They congregate here, searching for answers, meaning, or just a safe place to bide their time. The vast majority soon pass beyond the veil of the infinite, lingering only a few hours in the Shadow.

Some souls can and do escape the finality of death. Those who fear what lies beyond, and a few too blinded by anger or hate to willingly move on, cling to their bodiless existence in the Shadowfell. These fearful, miserable, or hateful creatures often become undead of various sorts. A few souls bound closely to the world by love, care, duty, unbreakable oaths, or deeds unfinished in life also linger in the Shadowfell. They are somber spirits, ghostly figures who long for the day of their release to the infinite. The stronger the spirit was in life, the longer it can resist the pull of the final veil. Mortal adventurers sometimes seek out these grim spirits for the knowledge they possess. A lingering spirit might be willing to help, but many demand a steep price before revealing the mysteries they hold.

EXALTATION AND DAMNATION

When most mortals die, their spirits linger in the Shadowfell for a time, and then pass on to the infinite. However, some mortal spirits are claimed (or damned) by the deities they served in life. From the Raven Queen's gloomy domain they ascend or plummet to an afterlife in one of the astral dominions, whether it is unending torment in the Nine Hells or eternal bliss in Celestia. The exact nature of the afterlife depends on the dominion, and the will of the deities residing there. For more information, see "The Exalted and the Damned" sidebar in Chapter 5: The Astral Sea (page 88).

THE LIVING

Among the legions of souls found on this plane, the Shadowfell also houses a small number of settlements, kingdoms, city-states, and more. Some of these places are reasonably civilized and safe, but most are domains trapped in powerful curses by nameless dark powers.

Natural mortals who live in the Shadowfell are referred to as **shadowborn**. Their realms might stand near active shadow crossings, atop the ruins of old death giant keeps, or amid wilderness tamed long ago by enterprising explorers and adventurers. Shadowborn settlements can provide a haven of sorts from the dangers of this dark plane. From no doubt strange origins, second and third generations of humans, elves, halflings, and other folk live almost normal lives in the shadow. They raise families, run businesses, mount expeditions into the unknown, and trade with sister settlements.

For all their normalcy, shadowborn settlements usually have a dark underbelly or a problem unique to that place. One city might have trouble keeping the dead from rising. Another features people that can't die from old age—the ancients linger on, growing ever older until their bodies collapse under the weight of accumulated years. Communities must deal with subversive cultists and unruly spirits, to say nothing of new horrors birthed from the Shadowdark.

CULTISTS AND LUNATICS

Orcus and his legions stand at the fore of those who would wrest control of the Shadowfell from the Raven Queen. From the moment the Demon Prince of the Undead mastered the dark arts of necromancy, his interest in shadow and the plane of its origin began to eclipse almost all other goals. Orcus would have seized control of the Shadowfell long ago if not for the Raven Queen. As long as she rules, he cannot establish full dominion over the plane.

Orcus believes that the key to the Raven Queen's defeat lies in her true name. If he could uncover it, he is certain he could unravel her divinity, thus weakening her enough to displace her. To this end, Orcus set his exarch Doresain to the task of finding the Raven Queen's name. The Ghoul King has yet to complete this mission, in spite of having at his disposition outrageous numbers of ghouls and armies of Orcus's powerful cultists. Although their failures enrage him, Orcus has managed to keep his infamous temper in check, exercising odd patience as his servants go about their work.

Vecna and his servants are also associated with this shadowy plane. The Lich Lord walks the Plane of Shadow from time to time, searching for lost relics



or brokering deals with the dreaded nightwalkers. His clergy operates in secret and forms hidden cults in the hearts of communities. Away from sight, they hone their mastery over death, performing terrible rituals to unlock the secrets of shadow. In particular, the Votaries of Vecna perform unspeakable experiments, devising new varieties of undead creatures within the confines of their crooked tower. Secured by the vast sea of bubbling effluvia surrounding their redoubt, the Votaries are confident that the creatures in the befouled waters can turn away any enemies who dare approach.

Zehir also maintains a presence on this plane. Many shadowborn turn to the god of darkness and murder, seeking the power that he offers. Lurking in the shadows of nearly every community, Zehir's priests maintain their temples by selling their services as assassins, spies, and saboteurs. Some shadowborn claim Zehir's priests work toward another, far more sinister design, and point to the appearance of shadow snakes as evidence of their unholy experiments.

UNDEAD

Many evil mortals consider the Shadowfell an ideal place to create undead servants. Over centuries, clerics of dark gods, cultists of Orcus, amoral wizards, and necromancers of the worst sort have created countless thousands of undead monsters using heinous rituals. All too often, the spellcasters who create such dark servants abandon their creations to the surrounding shadowscape when their purpose is accomplished, once control is lost over the undead, or even as a matter of pure malice.

As if the active creation of undead by reckless mortals was not bad enough, the Shadowfell itself sometimes spawns the unliving. Areas such as the darklands, places tainted by necromantic seepage, and other, less understood regions spawn all manner of animated beings. The taint of shadow also corrupts the soul vestiges wandering on this plane, twisting these sad spirits into ghosts and other spectral creatures.

Just as horrific, undead sometimes create themselves. Devourers, for example, are the undead remnants of horrific murderers lured into the darkness of the Shadowfell and transformed into manifestations of great evil. Others find the weight of their mortal deeds so heavy they cannot bear to move farther than the Shadowfell. In time, they are corrupted by the plane's malaise, becoming specters, wraiths, and other insubstantial beings. They roam the plane in search of victims to torment or kill.

Other types of undead retain their sentience and rise above blind instinct. Vampires and liches carve out baronies and duchies in the Shadowfell's depths. Tortured ghosts stalk the ruins of lost cities, while death knights, honed by their unquenchable hate, plot destruction against the living and their kingdoms.

FRANZ VOHWINKEL

DEATH GIANTS

Long ago a race of giants came to the Shadowfell intent on conquest. Like their counterparts in the natural world and the Feywild, they believed they should be masters of all they surveyed. In short order, they conquered the creatures that claimed the Shadowfell and enslaved them. Bending their subjects to their will, the giants constructed mighty cities and fortresses, expanding their holds far and wide. In the end, what defeated the giants was not a rebellion, but rather the plane itself.

Something about the Shadowfell's nature eroded the giants' ability to sustain themselves. Not long after their first cities were completed, the giants found themselves fading. Unable to halt the progression of this affliction, the giants turned to shadow to bind them to the plane. Through reckless use of dark rituals, they discovered mortal souls could slow the decay and allow them to remain in place.

Driven by fear, they gorged themselves on the souls of their slaves. The process transformed, twisted, and corrupted them until they left behind any meaningful rationale for their rule, other than the dictates of the seed of evil that had awakened within them. Their orgy of destruction wiped out most of their servants; the few survivors fled. The giants lost sight of the glory they hoped to achieve and wallowed in the shadows that took hold of their hearts. Their cities fell into ruin, their fortresses crumbled, and the giants themselves became wretched creatures, beings whose cruelty has become legendary.

Death giants still lair in the ruins of their once-great cities, or in lonely keeps deep in the shadow. They subjugate lesser creatures such as shadar-kai, dark ones, or shadowborn ogres and trolls, consuming the souls of their servants unless provided with suitable alternatives.

NIGHTWALKERS

Beings formed from the stuff of shadow and possessed of an incomparable maliciousness, undead stalkers roam the fringes of the Shadowfell, slaughtering mortals and shadow creatures alike. Nightwalkers often use evil rituals to restore their victims to a mockery of life, cursing them to rise as bodaks.

The nightwalkers trace their origins to a group of powerful, disembodied souls who refused to pass on. They used the supernatural energies of the plane to forge new bodies out of the raw stuff of shadow. Their selfishness and the influence of their new forms forever stained their souls, perverting them into the monstrous entities they are to this day.

By circumventing the natural order, the nightwalkers gained the attention of the sorrowsworn, and terrible battles wracked the Shadowfell. The conflict left great stretches of land forever warped and damaged. Although the sorrowsworn proved implacable

foes, many of the nightwalkers escaped and fled to the darkest reaches of the plane where they linger still.

For the most part, nightwalkers have little use for other creatures, preferring to brood in the gloom of their realms. If legend can be believed, Vecna or one of his disciples taught nightwalkers the ritual to create bodaks in exchange for a pledge of loyalty to the Maimed God. Other nightwalkers have joined forces with cultists of Orcus and lend their considerable strength to his armies of ghouls and demons. Whether they choose to ally with the forces of Vecna or Orcus, nightwalkers universally oppose the Raven Queen and her faithful.

Nightwalkers prove temporary allies at best, however. They do not hesitate to abandon old arrangements if it is in their best interests to do so. Still, the nightwalkers possess considerable power; many gladly make bargains necessary to secure even the smallest measure of these horrors' great strength.

SHADAR-KAI

Long ago, the shadar-kai were a tribe of humans who dwelt in the mortal world, and like other humans, the shadar-kai feared death. It represented the failure of their bodies and the helplessness of their will to halt the decay of the flesh. Shadar-kai mages dabbled in necromancy in an effort to end—or at least diminish—their decline, but the dark arts proved a poor solution to their troubles.

The shadar-kai turned to the Raven Queen and beseeched her to put an end to their fears, which she did. In a rare act of compassion, or a cold calculation of self-interest, the Raven Queen taught the shadar-kai that the inevitability of death was something to embrace, not dread. She promised to protect their spirits after death, spare them the damnation of undeath, and reshape the best of them into powerful new forms, such as the sorrowsworn. Over time, the shadar-kai cast aside their fear of mortality, abandoned their place on the natural world, and relocated to the Shadowfell, building settlements along the edges of the Raven Queen's wintry kingdom. Gradually, they spread and founded new cities throughout the plane.

Prolonged existence in the Shadowfell changed the shadar-kai. They began succumbing to the malaise of the plane. Grippd by misery, some shadar-kai simply faded from existence, first turning insubstantial and then vanishing altogether. As their people began to fade into the shadows, many shadar-kai sought to stimulate their bodies and minds, committing themselves to passion and excess to stave off the overbearing malaise.

Over time, the shadar-kai became a people of extreme emotions and incredible appetites. Some reveled in pleasure and pain. Others found stimulation in complex fighting styles and difficult weaponry,

such as the spiked chain. A few turned to the dark mysteries of shadow and became masters of its power. All these acts allowed the shadar-kai to survive, but at a great cost to their society and humanity.

Over generations of service to the Raven Queen, the shadar-kai have built somber cities and grim fortresses. The shadar-kai test their skills in bloodsoaked arenas, or engage in terrible carnality in vast pleasure halls. They torture themselves, pierce skin and bone with cruel objects, abrade their flesh with jagged barbs, and cover themselves in scars and tattoos for little more than the rush of feeling these acts arouse.

Shadar-kai strive to prove themselves worthy to their goddess, in the hopes of being remade into sorrowsworn or other powerful entities. An individual is great through personal achievement alone. Birth status or the deeds of an ancestor have no bearing on how an individual shadar-kai is seen by his peers, and so each tries to outdo the others and claim his or her place in society. This means the shadar-kai often prey on each other, killing to remove any obstacle to their own paths to greatness. At the very least, the shadar-kai all hope to find their end in battle, so that they might savor the pleasure and pain of violent death and feel a sense of closeness to the Raven Queen.

DARK ONES

Born into the feeble light at the dawn of creation, the dark ones might be the oldest race in the Shadowfell. They awoke soon after the plane came into being. Alone in the gloom, the dark ones were confused, isolated, furtive, and yet filled with wonder about the world around them. When the death giants entered the Shadowfell, the dark ones sought them out and saw in them their creators. They believed through service, they could find a purpose. They prostrated themselves before the mighty ones and became their loyal followers. In short order, they became little better than slaves.

The death giants were poor gods. Vain and arrogant, filled with evil and susceptible to the influence of the plane, they were fickle masters. This became far worse when the supernatural influence of the plane wormed into their hearts. Dark ones died by the hundreds as the death giants sacrificed their loyal supporters to prolong their own existence. Many dark ones broke from the death giants and abandoned their works. A few remained loyal. They clung to the delusions of their ancestors, but their hopes were dashed as their souls were added to the ones that swirled about their masters' darkened bodies.

The escapees set out to find their own place in the Shadowfell. Because the surface was the domain of the death giants, the dark ones fled to the bowels of the earth. There, they cut tunnels in the Shadowdark and established new homelands for themselves and

their descendants. They embraced the perfect darkness of their subterranean world.

Although the dark ones have little affection for outsiders, they are adept at masking their scorn behind a servile façade and the dark hoods of their cloaks. Dark ones can be found in most settlements in the Shadowfell—they reside alongside the living and the dead. In particular, they are comfortable among the shadar-kai. They also survive in areas claimed by nightwalkers and ghoulish lords. With the lessons of the death giants in their minds, however, dark ones remain loyal to themselves and themselves alone.

Most dark ones keep to subterranean enclaves deep in the Shadowdark. They travel the corridors to different settlements to spy, steal, and kill as needed. When they do join a surface community, they are cautious and select subterranean homes connected to their trap-laden passageways. This allows them to bring forth more of their kind without their neighbors' notice. They replenish their supplies and pilfer valuable treasures before slipping back into the darkness once more.

At times, dark ones set aside their ancient grudges long enough to find common ground with other peoples. It's not unheard of for dark ones to adopt the customs and beliefs of other cultures. They can integrate themselves into just about any culture, even if their willingness is just a ruse to secure new resources for their kindred. The shadar-kai have had the most success in establishing a rapport with the dark ones, and the Raven Queen counts many dark creepers and dark stalkers as fervent supporters. Still, outsiders can never be sure of a dark one's intentions, for they are a withdrawn people, short of words and suspicious in nature.

SORROWSWORN

No creature better reflects the sinister aspects of the Shadowfell than do the sorrowsworn. Imbued with the power of death, the sorrowsworn are the custodians of decay, the heralds of endings, and the harbingers of doom. Except in rare circumstances, they do not take part in the conflicts on the plane and are disinterested guardians at best, as the death giants can testify. Although many find service in the ranks of the Raven Queen—indeed, the goddess creates the sorrowsworn from shadar-kai and elevates a handful of them to serve as her Raven Knights elite—most are independent, and work to ensure the cycle of life continues as it always has.

The sorrowsworn do not seek out their enemies, but they are vicious when they encounter opposition. They have no capacity for mercy and fling themselves at death giants, nightwalkers, and any other terrible denizens whose presence contaminates the plane. The sorrowsworn do not build fortresses or cities. Instead, they haunt the ruins of lost settlements and

ruined death giant enclaves, long brought low by the efforts of these dire fiends. Sorrowsworn can also move between worlds, frequently traveling from the Shadowfell to the natural world, and back again. While in the natural world, sorrowsworn claim places of old grief, such as battlefields and graveyards, until that moment when they are roused to harvest a new batch of souls.

THE DREAD EMPEROR

The Shadowfell has its cultures and its dim bastions of civilization, where the masses join together to survive in the perilous reaches. The plane's macabre nature lures other individuals who find themselves unable to forge connections with others. These loners lead isolated lives, sheltered by the gloom of their environs. Cruel and depraved mortals from the natural world, many of them freaks exiled for their corruptions, find new existences here. Madness is common among these outcasts, and their delusions and suspicions drive them into the darkness to hide what they have become. A rare few come to embody all these traits, but none of them is as reviled as the self-styled Dread Emperor.

This human might indeed be dreadful, but he is emperor in his mind alone. He rules no sprawling domain. His influence is limited to the vicinity of his drab fortress atop a windswept peak on the fringes of a malignant darkland. He commands no subjects outside those demons he binds and the festering undead thralls he stores in the black recesses of his accursed citadel. He is a mortal deep in the grip of delusion.

The Dread Emperor came to the Shadowfell from the natural world decades ago. Although the enemies of his youth are likely gone, he has made no attempt to return to the world of birth, content to rule his "empire" in shadow. Other than a significant magical skill, the Emperor holds onto little from his time in the mortal world, and desires nothing further from it.

As his power advanced to fearsome levels in the Shadowfell, the Dread Emperor became debased and disturbing, both in habits and in mannerisms. He has an awful lisp and a leering eye. His voice is a cacophony of wheezes, mutters, and high pitched tones. Worse of all, he keeps a knot of desperate children shackled to his belt by chains. None can say what unspeakable torments they are forced to endure, but their gray faces and spare frames suggest their master is a merciless fiend.

The Emperor rarely emerges from his stronghold, but when he does, it is strictly a matter of business. He trades with planar merchants and black marketers alike, and isn't particularly loyal to one vendor or another. The appearance of the Dread Emperor is enough to bring an entire trading city to a standstill. The people pay the insane man respect for his assumed station, ply him with gifts, and feast him

on the finest fare—all to keep his terrible temper in check. The plight of the poor souls bound to his belt is enough to tug on the heartstrings of those who behold them, but his hosts tuck away their outrage lest they anger the vile being. They have learned what happens when someone interferes. When roused, the Dread Emperor responds with excessive violence. He knows no restraint, and wields his terrible power without mercy. When confronted with a hostile group, he slaughters hundreds. When faced with a company of armed men, he annihilates thousands. His ire is destruction and mayhem incarnate. Those who know of the Dread Emperor do everything in their power to keep this madman placated, and as far distant as possible.

Outside his stronghold, the Dread Emperor never goes without his highly burnished, golden plate armor. His shining helmet is fitted with oblong pieces of jet, forming a dark crown. It's open and frames the pale features of an unpleasant face. A regal crimson cloak hangs from his shoulders. Iron chains from his breastplate and wide belt end in collars wrapped around the necks of his child-hostages. For all the armor he wears, he goes about unarmed. He carries only his wands, which he uses with astonishing speed and skill.

SHADOWFELL LOCALES

Most of the Shadowfell traveled by visitors corresponds to lands found in the mortal world. These areas are dotted with settlements, denizens, and uncharted places to explore. What follows are a few of the more notable locales found on this plane. Some are active havens and less dismal places that provide shelter and supplies to adventurers; others stand as grim monuments to the darkness from which this plane takes its name.

GLOOMWROUGHT, THE CITY OF MIDNIGHT

Rising from an otherwise barren shore is Gloomwrought, a city overflowing its steep and menacing walls. A vast peat bog, named the Skins, spreads out to all sides, extending inland for miles. Tiny islands crowded with trees and underbrush struggle out of the mire, home to flocks of black birds whose warbles send chills through all who hear them. In spite of the dismal character of the place, Gloomwrought is one of the brightest lights in the Shadowfell, and is a common destination for merchants and travelers of the planes.

GLOOMWROUGHT

A dismal, crowded seaport, Gloomwrought is visited by many vessels that sail the seas of the Shadowfell—and other planes as well.

Population: Approximately 12,600. Most are shadowborn humans, halflings, tieflings, and dwarves. Many shadar-kai and dark ones also live here.

Government: Prince Rolan the Deathless, a somber human nobleman, is lord of the city. Power resides in the hands of decadent and disinterested merchant nobles, secret societies, and the mysterious beings known as the Keepers.

Defense: The Prince's Guard is a force of 60 corrupt and ineffective soldiers who protect Rolan's palace and garrison the city gates. Most merchants and guilds maintain their own mercenary guards. The folk of the city rely on the high walls and surrounding marsh for protection.

Inns and Taverns: Black Griffon Inn; Dark Moon Inn; Double Dagger Tavern; King and Fool Tavern; the Knight's Shield Inn; Six Crowns Tavern. The Knight's Shield is the best of the inns. It is located near Rolan's palace. Shadar-kai frequent the King and Fool, and do not like to be troubled by clueless visitors from the mortal world.

Supplies: Harskel Emporium; city market. The Harskel Emporium and the city market in the Plaza of Gargoyles are the busiest locales. House Harskel is the largest of the city's merchant companies, but the shadowy stalls and back alleys of the city market are the best places to find rare items not sold elsewhere.

Temples: The Aposkos (Erathis); Fane of Night (Zehir); House of the Eye (Vecna, hidden); Raven Eyre (the Raven Queen).

APPROACHING THE CITY

Most visitors to the city come by sea, for the inland bogs of the Skins are perilous. The mists and foul waters hide many dangers. Tentacled monsters skulk in the misty fens, competing with ghoul packs for fresh meat. Hags, wraiths, vine horrors, and other vicious things emerge from the noxious soup to snatch the unwary.

A few dark ones ply the Skins as ferrymen. For the price of 5 gold coins, they carry travelers from the bog's landward borders to the steep black walls of the city. Whether through sorcery or a pact with the beasts of the moor, the dark ones bring their cargo to the city with little trouble.

To hedge out unwanted dangers from land and sea, a massive black wall encircles the city. The wall's foundation sinks deep into the moor on land, and descends to the bottom of the shallow waters of the city's harbor. Lanterns hanging from posts extend out from the walls and cast a sickly green light across the surrounding lands. This keeps the bog monsters at bay and wards ships away from the slimy rocks hidden just below the water's surface. Stone limbs, hands, feet, and even faces provide macabre wall décor. These protrusions twitch and writhe, and the sounds of their laughter echoes in the cold wind that blows off the sea. No one's sure who carved these "gargoyles" or if they were carved at all. Even the



oldest codger can't remember a time when they did not festoon the walls.

More disturbing are the city gates. Carved to resemble skulls with jaws agape, these entrances mar the walls at various points. Peering eyes set in the rock watch those who pass beneath them. Worse of all, the gates don't stay put for long, drifting along the walls as suits their fancy.

Slime clings to the lower portions of the seaward walls, while seabirds roost in the pocks and holes pitting the surface of the ancient fortifications. The harbor wall is broken by several large passes, wide enough to accommodate the galleons that call at Gloomwrought. Great iron chains lie along the harbor bottom, ready to be raised at a moment's notice, cutting off all means of entrance and escape. Unlike the gates of the inland walls, the gaps in the seaward walls don't move.

THE CITY PROPER

Inside the walls, Gloomwrought is dank and crowded. The cityscape is a jumble of buildings piled one on top of another, with the occasional tower thrusting out from the heap to waver in the air. The structures are fashioned from the same dark stone of the walls, and feature the same curious design, complete with staring stone faces and headless torsos. Buildings seem to crane inward, as though they were eavesdropping on whispered conversations in the streets. The streets themselves are a twisting maze of passages, corridors, canals, and bridges.

Disturbingly, Gloomwrought's features share the bog gates' mobility. The city constantly shifts and changes, as if alive. New buildings sprout from uncertain depths, twisting up and out of the mass of low-lying rooms and corridors to form a new tower. Months later, the spire collapses into a heap of rubble. No one who lives in Gloomwrought is sure who's behind these changes. If the prince knows, he never speaks of it. As with many occurrences in the city, most blame the queer nature of the city on the Keepers.

DENIZENS

The Keepers are a race of creatures that seem human at first glance, but are less mortal than they appear. Keepers have pale, hairless skin and cover their bodies in heavy black leather smocks, sometimes studded with silver skulls. Black goggles fit snugly over their eyes, hiding their intentions behind panes of black glass. These strange beings are constantly busy, apparently keeping the city in working order. They walk through the streets, examining structures, inspecting passageways, murmuring to each other in strange clicking voices, then moving off to whatever destination awaits their attention. It's not clear if the Keepers answer to the city's prince or someone (or

something) else. They don't like conflict; when confronted, they collapse into a puddle of gooey tar and slither toward the nearest canal.

Gloomwrought's lord is the somber, reclusive Prince Rolan. He governs with a light hand, ignoring all but the most egregious troubles in the city. An ancient shadowborn human, he's ruled Gloomwrought for three hundred years, and he seems no closer to death. His chamberlains and functionaries consist of distant descendants—his original children, grandchildren, and great grandchildren all died off many long years ago. Locals whisper that Prince Rolan lives under the weight of a terrible curse that forever denies him the peace of death. Others say he's made a pact with an unnatural entity, offering his service in exchange for eternal life. Whatever the truth, Rolan has never explained the source of his longevity, and seems content to rule for as long as Gloomwrought stands.

The city's denizens range from humans, dragonborn, elves, and others of the common races, to the truly fantastic and the frighteningly sinister. Liches disembark from rotting vessels to trade in the city's festive marketplaces, while clerics of strange origin and stranger deities proselytize to any who will listen. Shadar-kai nobles recline in pleasure dens where they sample forbidden fare behind closed and warded doors. The common folk of the city are a somber lot who make a point of not noticing the dark and depraved habits practiced by the visitors to their city. They have quietly adapted to the city's unnerving malleability, as well as the dark and dangerous creatures that pass through their walls.

Gloomwrought is home to a number of organizations, including a variety of merchant houses and secretive guilds. The church of the Raven Queen has a powerful following in the city. Its great temple rests on the backs of 70-foot tall statues of men bent in half from the weight. The Tenebrous Cabal, an institution founded to instruct novices in the arts of shadow magic, runs an academy nestled in the northern corner of the city. The Veiled League, a group of hedonistic shadowborn elves and shadar-kai, control the city's vices. They operate the majority of the dreaming dens, bordellos, and other enterprises of sensation. Each of these factions, and many others besides, vie for dominance in the shifting patchwork of Gloomwrought's society. Violence between guilds and factions is common. Just as their soldiers tear down a hated rival, supposed allies turn against them.

The result of Gloomwrought's byzantine alliances, powerful visitors, and ever-changing arrangement is a city brooding with menace and dark opportunities. Its unusual location as a planar crossroads, its decadent nobility, and the discretion of its population draws wealthy travelers from all over the planes to congregate in the City of Midnight.

LEATHERNA, REALM OF THE RAVEN QUEEN

All souls come to the Shadowfell, and sooner or later every one of them passes through Letherna. The influence of this frozen realm transcends the bounds of the plane and bleeds into the frosty reaches of the natural world's distant north. Those who seek to commune with the Raven Queen must brave much to travel these harrowing lands. Letherna is dangerous, as much for its frigid elements as for the death-dealing monsters who stand guard over the Raven Queen's demesne.

Few roads lead to Letherna, for few mortals willingly tempt fate by seeking the realm of the dead. Instead, gray pines, heavy with snow, mark the edges of this quiet land, warning travelers of what lies past their borders. The forest stretches north, its floor a blanket of soft needles cloaked in shadow. Through these silent woods, travelers are certain to spot vaporous entities, motes of flickering colors, and the full-bodied apparitions of entities trapped between life and death. Many of these denizens are fearsome and insane. Others are solemn, burdened by the weight of their mortal deeds and unable to move on to the oblivion they crave.

Deep in the forest, the trees begin to thin, allowing witnesses to spy a strange spectacle in the sky. Streaking toward a distant range of ice-capped mountains are silvery ghosts that race across the darkened sky like falling stars. The closer one comes to the dominion of the Raven Queen, the more defined these spirits become, until they coalesce into a swirling maelstrom of souls above the Raven Queen's citadel.

When the trees give way to the snowy mountains, the goddess's fastness comes into full view. Nestled as it is among the highest peaks of this jagged range, hers is a mighty stronghold, cut from black ice that sparkles with new snow. Towers thrust up from the maze of walls and graceful bridges, drawing the eye to the storm of souls spinning above her citadel. From this maelstrom of spirits, a grim procession descends through her gates, summoned to learn their final fates.

Letherna harbors all manner of creatures, most of whom are the remnants of those souls the goddess rejects, or those unable or unwilling to move on. Rent souls, disembodied undead, and other corrupted spirits prowl the haunted lands, lamenting their existence and pining for the escape the Raven Queen denies them. These beings might be peaceful, frightened by outsiders, but just as often they exude pure malice, hungering for warm blood and flesh.

On the edge of Letherna lies a temple called Zvomarana. Only the most dedicated and powerful of the Raven Queen's servants are allowed to enter it. The temple is perched on a treacherous, bramble-choked incline, and its location serves as a test for those who would approach Zvomarana over land.

THE HOUSE OF BLACK LANTERNS

The House of Black Lanterns stands at a lonely crossroads in the wilds of the Shadowfell. The inn offers shelter for travelers, as well as a place to share news and swap dark tales. Raised centuries ago, the inn's ownership has changed hands so many times no one recalls who built the place or why. The current proprietor is a tiefling named Yarol, who claims to have won the place in a wager with the previous owner.

Standing some three stories tall and fronted by an old bell tower, the windows of this building all face inward toward its courtyard; a single door leads outside. A second building serves as a stable and barn, accessed through a set of doors. Spread throughout the yard and swinging on black iron lampposts are the lanterns from which the inn takes its name. Igniting on their own whenever the sun sets, the lanterns cast an eerie blue light throughout the yard.

MOIL, THE CITY THAT WAITS

The city of Moil embodies the perils of dealing with the demon princes. The Moilians made this disastrous error long ago, and have paid the price in the thousands of years since. In ages past, the Moilians dabbled in the black arts. They toyed with forbidden magic and demon summoning, seeking power to make their city ever stronger and wealthier. A cult devoted to Orcus came to rule the city, purchasing the favor of the Demon Prince of the Undead through mortal sacrifices and hideous ceremonies with the dead.

Eventually, the Moilians grew sickened by their excesses. They found the courage to tear down the temples of the demon prince and shatter the grand statues raised in his honor. They turned to Pelor in the hopes of purifying their souls with the god's wholesome light. The citizens of Moil learned what so many have come to know before—once beholden, none can escape from Orcus.

Enraged at their faithlessness, Orcus returned to the great city and found temples and icons dedicated to the hateful sun god. The Demon Prince seized the entire city and flung it into the deepest depths of the Shadowfell, cursing the Moilians to never again feel the warmth of the sun upon their faces. It wasn't long before hopelessness poisoned their souls and the mortals, as one, retreated into their sanctums to embrace blissful annihilation. When they faded away, they left behind the empty city as an elaborate monument to their folly. So Moil, the City That Waits, has stood for eons.

Little remains of Moil's original splendor. The city slowly sinks into a vast bog of darkness, a vile sea of pure necromantic energy from which come undead horrors conjured from the polluted mind of the Lord of Skulls. As the city sinks, towers, walkways, and more descends into the blackness, chunks break free and tumble into the void of nothingness.

Horrid as these ruins are for the living, the place bears an unholy attraction for the undead. Such is this allure that the mighty lich Acererak, master of the Tomb of Horrors, once laid claim to the City That Waits and used it as a conduit to transcend his mortal form and ascend to greatness. Others sometimes seize sections of the city to serve as hidden refuges while they hatch sinister plans. Undead creatures join these baleful figures, prowling the city's graceful bridges and staking out territory in its frozen towers. Many wonders lay undiscovered here, but finding them means confronting the legion of horrors that have claimed these ruins, and surviving the ominous darkness below.

NIGHTWYRM FORTRESS

Constructed at the dawn of history, this monstrous edifice of fossil-bearing stone has weathered the storm of countless attacks and held many names. For years now, it has served as the lair of a mighty shadow dragon named Urishtar, and thus it has come to be known as Nightwyrm Fortress.

The fortress has a towering outer wall called Matrathar's Teeth. The wall takes its name from the larva mage castellan that commands the fortress garrison, and its battlements are topped with jagged spikes. Stone bridges span a gaping chasm as they connect the outer wall to the inner keep.

The soaring towers of the inner keep pierce the darkened sky, their peaks shrouded by a swirling vortex of inky black clouds. Within this dark vortex lurks the lord of Nightwyrm Fortress, the mighty Urishtar, and the secrets and treasures it has sworn to protect until the end of time.

THE PLAIN OF SIGHING STONES

Stretching for hundreds of miles, the Plain of Sighing Stones is the largest of the Shadowfell's few deserts. Although the sun is not intense, the dead land punishes travelers with its desolation, its lack of water, and its fierce dust storms. Vast expanses of shifting dunes alternate with stony wastelands. The ever-present wind alters the sandy terrain at its whim, making navigation treacherous. The rushing air more slowly sculpts the mesas and boulders, but has created incredible shapes. Its passage sounds an eerie, desolate moaning that carries for miles and gives the desert its name. Dry oases stand like

bleached skeletons, heartbreaking in their lost promise. Elsewhere, sentient mirages lure travelers into the waiting teeth of the Plain's most dangerous denizens.

For all the perils of the Sighing Stones, people do live in these lands. A nomadic tribe of shadowborn humans called the Zamar-Sha are the undisputed masters of the region. Violent and unpredictable, they are as likely to torment and kill those who enter their lands as they are to ignore them. They wield strange curses like weapons, and their knowledge of desert fauna equip them with astonishing medicines and poisons. When stirred to war, the Zamar-Sha are terrifying enemies. They paint their bodies in white chalk, madden themselves with strange potions, and descend on their foes in an orgy of violence. The fields of bones sprinkled across the Plain of Sighing Stones testify to the wrath of the Zamar-Sha.

THE SHADOWDARK

Below the Shadowfell's twilight landscape lies a nightmarish reflection of the natural world's Underdark. Called the Shadowdark, this pitch-black expanse features labyrinthine tunnels, vaulted chambers, and subterranean seas. Past the lightless corridors, bottomless abysses are cloaked in blackness and bearded with ice. Oceans of necrotic seepage and darkland tunnels are so malevolent that to walk them risks annihilation.

One constant in this endless expanse of darkness is the cold. Descending into its depths plunges travelers into icy stillness, cold enough for breath to form and hang in the air. The deeper one travels, the colder it becomes, until even those protected by potent wards find the depths unbearable.

Like the Underdark, the Shadowdark is a refuge for aberrant horrors such as creatures spawned or touched by the Far Realm. Mind flayers, grells, and other vile creatures hold vast sections of the Shadowfell's bowels, but its depths shelter even stranger creatures. Ineffable horrors, grotesqueries born from nightmare, roam the bowels of the underworld. Forgotten kingdoms of undead are prevalent. Endless tales are told about great catacombs infested with zombies, dark cities overrun by wights, and fleshy slicks of discarded body parts awakened into near-sentience by powerful magic.

The stories of what lies inside the Shadowdark dissuade many adventurers from challenging its depths. Those who do are lucky to return, and even the ones who make it back are changed forever by their harrowing descent.

THE ELEMENTAL CHAOS

THE ELEMENTAL Chaos is the raw material of creation, that from which the universe arose. Untouched by the stabilizing divine influence that formed the world into a more or less permanent state, the Elemental Chaos is a roiling tempest of matter and energy. At times, areas coalesce into coherent shapes and terrain, but much of it resembles a stormy sea of churning destruction. The Chaos is at once the foundation of the world and the greatest threat to its existence. By its nature, the Elemental Chaos seeks to pull the created world into its embrace, and return it to its component parts.

Most of the inhabitants of the Elemental Chaos share a primal drive toward entropy. Many are creative in their own ways, building structures and civilizations, tearing them down, then beginning anew. Demons, however, driven by an insatiable thirst for destruction, seek to draw the entire universe into the vortex of annihilation that is the Abyss, their home.

This chapter presents a number of aspects about the Elemental Chaos, from the fabled City of Brass to the deepest pits of the Abyss.

- ♦ **Visiting the Elemental Chaos:** A discussion of the primary methods for reaching the Elemental Chaos and its planar traits. Getting to the plane is fairly simple. Getting around once you're there presents a host of challenges.
- ♦ **Elemental Inhabitants:** Birthplace of the primordials, the Elemental Chaos is now home to a countless variety of elemental creatures, from unthinking beings of living firmament to the titans, efreet, and demon princes who rule vast regions of the plane.
- ♦ **Elemental Locales:** The bulk of this chapter surveys important areas within the Elemental Chaos, focusing on exciting adventure destinations. The Abyss is the most prominent feature of the Elemental Chaos, and many locations within its endless depths are covered.



VISITING THE ELEMENTAL CHAOS

The foundations of the world, an infinite expanse of matter and creation

ELEMENTAL CHAOS TRAITS

Type: Fundamental plane.

Size and Shape: The plane is infinite in extent.

Elemental realms within it are bounded, finite areas with their own traits and laws. The Abyss is the largest and most significant elemental realm—a plane in its own right.

Gravity: Elemental buoyancy.

Mutability: Unstable.

No traveler to the Elemental Chaos could mistake it for any other plane or world in the infinity of existence. The “ground” might be bare elemental rock, hardening magma, a smooth sheet of ice or glass, or a field of jagged crystals or crumbling ash. Above, mountains of stone drift through the air or float on currents of lightning, while storm clouds collide with sheets of flame. Not far away, the ground comes to an end—a sheer cliff drops into an infinite abyss, or a river of magma cuts across the landscape. Another island might drift nearby, perhaps far below or just above—but sometimes on a collision course. The resulting cataclysm annihilates both landforms and creates something entirely new.

The substance of the Elemental Chaos is raw matter, unworked and unrefined. Air fills most expanses between masses of elemental material, making the majority of the plane at least theoretically hospitable to travelers from the world. In places, though, air is a hazard—swirling in ceaseless whirlwinds that grasp and never let go, or flowing as a liquid, cold enough to freeze fire.

Rock, iron, ice, crystal, and sand provide surfaces to stand on. Magma, molten metals, and even running flame stream through rivers or pool in great blazing lakes. Sometimes stone moves like water even without the heat of magma—an earthflow can carry away anything built on apparently solid ground. Blinding storms of sand or ash can arise at any moment, scouring flesh from bone.

Water flows in valleys cut through rock, but it also streams through empty air. It churns in vast tumultuous seas, floats in clouds of scalding steam, blows in storms of snow or hail, or drifts along as majestic icebergs.

Raw energy defies the constraints of material form. Sheets of fire dance across the sky, and liquid flame flows in canals through the City of Brass. Lightning flashes so constantly that those suitably protected find it to be solid footing. Thunder rolls like

tidal waves across the expanse of the plane, flowing about or shattering whatever stands in its path.

All these substances and forces are in constant motion, subject to collisions, tides, and storms of raw chaos energy. The only constant within the Elemental Chaos is change—an eternal cycle of creation and annihilation. Within this instability are islands (some as large as continents) that enjoy a temporary reprieve—places where communities thrive and monsters dwell. Here, in these drifting realms, adventures in the Elemental Chaos typically unfold.

REACHING THE ELEMENTAL CHAOS

The world was formed out of the Elemental Chaos, and in places it remains close to its origin. In the crater of an active volcano, at the eye of a mighty storm, among the churning of an ocean maelstrom, or from the heart of an ancient glacier, the Elemental Chaos spills into the world in destructive glory. Adventurous characters might seek such locations as portals, or be drawn to them to combat creatures native to the Elemental Chaos that spill into the world. In their efforts to put a stop to the danger of an angry storm titan or a marching army of fire archons, the characters might pass unwittingly from the natural world to the Elemental Chaos beyond.

The Elemental Chaos is home to a metropolis that rivals the Astral Sea’s Hestavar in grandeur, and exceeds it in decadence: the City of Brass, capital of the efreet. Like any bustling metropolis, the City of Brass is a hub for trade across the Elemental Chaos and to worlds beyond. Several permanent teleportation circles within and just outside the city are well-known destinations for the Planar Portal ritual, making it easily accessible to travelers seeking an entry point to the Elemental Chaos.

Permanent circles are also located in many of the githzerai monasteries found in the Elemental Chaos, and their sigils are cataloged in certain worldly monasteries. The Chaos’s Ninth Bastion fortress also has a well-guarded circle. Many tomes of foul lore concerning demons and the Abyss contain sigil sequences that can be used in a Planar Portal ritual, but these sequences, more often than not, lead to traps, prisons, or regions of the uppermost Plain of a Thousand Pits that are more than likely fatal.

Finally, travelers who can’t find a naturally occurring portal or the sigil address of an existing teleportation circle can use the Elemental Transference ritual (see page 150). This is risky, since the travelers arrive in a random place and can find it difficult to return.

EXPLORING THE ELEMENTAL CHAOS

The Elemental Chaos can be hard for adventurers to navigate, accustomed as they are to a world with a relatively level surface, consistent landmarks, and a defined north. Parts of the Elemental Chaos can be traversed on foot—vast rock slabs, ash fields, mineral plains, and ice sheets form extensive landscapes that hold plentiful opportunities for adventure. Others demand more exotic modes of transportation.

Flying mounts are popular and reliable means of getting from place to place among the jumbled elements of the Elemental Chaos. Mundane hippogriffs brought from the natural world can reach a monastery built on a floating earthmote, or find a dungeon tunneled into a mountain of ice. Hardier steeds native to the Elemental Chaos—such as rime-fire griffons, gorgons, or thunderhawks—are better able to navigate the hazards of the plane.

Both *planar dromonds* and *spelljammers* (see page 159) are useful vehicles for navigating the Elemental Chaos. With magical protection, *planar dromonds*

can sail across oceans of magma, sand, and acid as easily as they can manage water. Even without such protections, *planar dromonds* remain useful for navigating the Elemental Chaos's vast seas and rivers. *Spelljammers* are more versatile, able to soar through open air anywhere in the plane.

Some denizens and explorers of the Elemental Chaos have created vehicles specialized for navigating certain kinds of terrain. Galleys and barges of magically enchanted metal traverse the fiery lakes and canals of the City of Brass, carrying goods to and from the great markets of the efreet. These ships are functionally identical to the oceangoing vessels of the world, but resistant to enormous heat.

Lightning skiffs are sleek vessels designed to ride the breakneck currents of electricity that shoot across the sky. These conveyances are the fastest mode of transport known in the Elemental Chaos. Similar in design to *astral skiffs*, the first *lightning skiffs* might have been modified githyanki vessels transported

DEMONGATES

A demongate is a permanent, two-way portal between the Abyss and the world. The rituals involved in creating such links give the ritual caster no control over any demons that might come through the portal, nor can demons be compelled to come through. Demons, however, are happy for the opportunity to enter the world and wreak havoc. The portal remains open, allowing creatures to pass through it in either direction, until it is sealed or destroyed. Most demongates open on the Plain of a Thousand Portals, the uppermost layer of the Abyss, but various ritual casters devoted to particular demon princes can open demongates to layers under their patron's control.

Of course, player characters aren't likely to seek out the ritual that creates a demongate (and therefore it is not offered in this book), but they might find themselves in a position to interrupt the ritual as it's being performed, or having to deal with its consequences!

A climactic encounter in an adventure that pits the characters against demonic cultists might bring the heroes onto the scene just as the leader of the cultists nears the final step of the ritual. This might be a straightforward combat encounter, possibly with the addition of a countdown timer—the characters have to kill the cult leader, or otherwise force him to stop the ritual, before the timer reaches zero. Otherwise, the portal opens and demons start rushing through. You might, for example, put a six-sided die on 1 at the cult leader's first turn in the initiative order, and turn it up 1 each time his turn comes around. When you turn the die to 6, the ritual is complete and the encounter becomes more complicated.

Stunning the cult leader for a round isn't necessarily enough to interrupt the ritual, but it does keep the timer from increasing on his turn. You can use a four- or eight-sided die to vary the time pressure in the encounter.

You could also build the scene as a skill challenge within a combat encounter. To prevent the ritual's completion, the characters must use Arcana, Religion, and perhaps even Nature to identify the key focus items in the ritual and destroy them. The cultists, naturally, are keen to avoid that by keeping the group under constant attack. If the characters fail the skill challenge, the cultists complete the ritual and demons begin to arrive. You might bring a few demons through the gradually opening portal with each failed skill check, to dial up the tension as the encounter progresses.

Sealing a demongate can be accomplished using rituals (see the "Arcane Lock, Knock, and Portals" sidebar, page 149). At the DM's discretion, sealing or destroying a demongate might be a skill challenge that stands as an encounter on its own. Demons are attracted to the magical energies of a demongate and can detect variations in those energies. Any attempt to close or destroy such a portal typically draws the attention of demons near the Abyssal end. The DC for checks made to seal a demongate is equal to the Arcana check result of the character who performed the ritual to create the demongate; the DC for checks made to destroy the demongate is usually 10 higher. In practice, use DCs appropriate to the characters' level, referring to the Difficulty Class and Damage by Level Table (*Dungeon Master's Guide*, page 42).



from the Astral Sea into the Elemental Chaos. A *lightning skiff* can travel “downstream” on a lightning current at roughly 50 miles per hour, carrying half a dozen passengers in addition to its crew of three to five. A *lightning skiff* costs 20,000 gp.

A *chaos glider* is a small zeppelin with broad sails magically enchanted to catch the waves of raw chaos that ripple through the plane, and use that force for propulsion. Its crew of five leaves room for only one or two passengers and as much cargo as could fit on horseback. Riding chaos waves is a treacherous mode of travel. Sometimes a *chaos glider* drifts aimlessly in doldrums for days, and sometimes it is transported instantly across thousands of miles. *Chaos gliders* are not generally available for sale—they are best suited as one-time adventure elements to make characters’ lives interesting.

SURVIVAL IN THE ELEMENTAL CHAOS

Amid the crashing of earthmotes into rivers of magma and the blasting of superheated steam clouds through the sky, a less spectacular but more insidious hazard of the Elemental Chaos is the lack of sustenance for natives of the natural world. The City of Brass imports foodstuffs for its mortal residents and visitors, and where natural humanoids make their homes, agriculture or livestock has been cultivated. In the vast wilds, however, precious little to eat exists. Plants are rare, arising only where seeds from the natural world manage to take root in a hospitable environment. Most creatures native to the Elemental Chaos are inedible elemental beings, and the majority of the rest (such as slaads and demons) are unappetizing at best. Mortal visitors to the Elemental Chaos are well advised to bring their own rations.

ELEMENTAL TERRAIN AND HAZARDS

Travel and battles in the Elemental Chaos can be dramatically influenced by terrain features—aspects that change without notice in the churning tempest of the plane. The fantastic terrain includes choke frost, fonts of power, and whirlwinds; hazards can be treacherous ice sheets, caustic geysers, and fields of everflame. Any or all of these features, as detailed in the *Dungeon Master’s Guide*, might spice up an encounter in the Elemental Chaos.

The nature of the Elemental Chaos gives rise to many variations of these features. A whirlwind, for example, might incorporate fire or lightning, dealing damage to targets who enter or start their turn in the affected area (5 damage per tier is a useful starting point). A shifting earthflow might exert a slide effect similar to a whirlwind or current (*Dungeon Master’s Guide*, page 45).

STEVE ELLIS



Bursts of Elemental Force: The simplest and most pervasive hazards in the Elemental Chaos are bursts of uncontrolled elemental force. Similar to the caustic geyser hazard (*Dungeon Master's Guide*, page 91), fiery blasts, lightning strikes, gusts of wind, frigid air, storms of hail, eruptions of magma, pounding thunder, or clouds of steam can appear anywhere at any time. These hazards commonly appear in bursts that attack each round, or as zones affecting creatures that enter or start their turn within them. You can modify the caustic geyser to use other elements and deal different types of damage. A cloud of elemental steam is an example of a hazard that creates a persistent zone in constant motion.

Cloud of Elemental Steam	Level 14 Blaster
Hazard	1,000 XP

A cloud of scalding steam drifts across the battlefield, seemingly attracted to living creatures.

Hazard: This 3-square-by-3-square zone of shifting, almost sentient steam seeks out and scalds creatures that venture too close to its deadly wisps.

Perception

- ◆ DC 23: The character notices the cloud of steam before moving within 6 squares of it, and recognizes that it is moving.

Initiative +6

Trigger

The cloud of steam rolls initiative when a creature moves within 6 squares of it.

Attack ◆ Fire, Zone

No Action **Close burst 2**

Effect: The cloud of steam is a zone. Each round on its turn, the middle square of the zone slides 5 squares toward the nearest creature as a move action. Creatures that start their turn within the zone take 2d8+6 fire damage. Squares within the zone are heavily obscured.

Chaos Storm: In addition to the ubiquitous but relatively isolated bursts of force, storms of raw chaos sweep across the plane as well, posing a significant threat to travelers from other planes and natives alike. Of all denizens of the Elemental Chaos, only slaads are immune to the effects of a chaos storm.

Chaos Storm	Level 16 Blaster
Hazard	XP 1,400

A churning mass of raw chaos rolls across the battlefield, leaving nothing unchanged by its presence.

Hazard: A swirling mass of multicolored energy fills a single square but has tendrils that reach into every square within 3 squares of its central mass.

Perception

- ◆ The effects of a chaos storm are obvious as it moves through an area.

Initiative +10

Attack ◆ Zone

No Action **Close burst 3**

Effect: A chaos storm is a zone. Each round on its turn, the origin square of the zone slides 2d6 squares in a random direction as a move action. The storm has the following effects on creatures and objects in its burst:

- ◆ A creature teleports 1d6 squares in a random direction (roll 1d8 to determine direction) and takes 2d12 psychic damage. Slaads are immune to this effect.
- ◆ An unattended object that is not native to the Elemental Chaos is teleported as if it were a creature.
- ◆ A significant terrain feature, made of a singular elementalsubstance or energy and entirely contained within the burst, is transformed into a different kind of elemental substance or energy (DM's discretion). For example, a floating chunk of ice engulfed by the storm might become a ball of fire or an orb of acid. A geyser of acid could become a gout of cold or a spray of magma. The general effects of the terrain feature might remain similar or change dramatically, at the DM's option.

Countermeasure

- ◆ A character can attempt a DC 20 Intelligence check as a standard action to ward off the effects of the storm. On a success, the character becomes stabilized and is immune to the storm's teleportation and damage until the start of the character's next turn.

ELEMENTAL CHAOS INHABITANTS

The Elemental Chaos is home to many different creatures, from the demons that lurk in the swirling evil of the Abyss to the primordials that first shaped the world from the raw material of the elements.

ARCHONS

Archons are the soldiers of the primordial host, birthed at the dawn of time to engage the legions of angels and mortal creatures that served the deities in the great war over the created world. Formed in apparently limitless numbers from raw elemental energy, archons might have turned the tide of war in the primordials' favor. Realizing the threat, however, the deities discovered the secrets of archon creation and focused a relentless assault on the forges where they were bound into physical form. To this day, many angels hold such a burning hatred for archons that they're willing to risk considerable danger to strike at an important archon stronghold or foundry.

Archons organize themselves into loose bands, possess a mindset based on conflict and conquest, and hone already keen minds for strategy and tactics. They have no particular loyalty to the defeated primordials. They serve mighty leaders of their own kind, titans who manage to command them, efreetes and similarly powerful elemental creatures—anyone who can lead them into battle. When left to their own devices, they associate with other archons of the same kind—fire with fire, ice with ice, and so on. However, archons of a particular element hold no special enmity for other kinds of archons. Titans tend to lead archons with a common elemental background—storm titans command air archons, frost titans lead ice archons, and so on—though exceptions exist. Efreetes make an effort to amass armies of diverse archon breeds, recognizing the military strength that comes of such diversity. Ice, air, and other archons don't have any difficulty serving the fiery efreetes, as long as their leaders provide them with ample opportunities to fight.

Although the primordials originally created archons, the efreetes stole or learned the secrets of their creation, and the knowledge spread from them. In essence, the ritual transforms the body and spirit of another elemental creature into an archon, bound within specially crafted armor. Archons often create more of their own kind—not by any kind of reproduction, but following the same techniques the primordials used at the dawn of time. The process requires a special forge built in a significant concentration of elemental energy. One such forge, which the efreetes use to create fire archons, stands in the Char district of the City of Brass. Ice archons make more of their kind at a forge in the Crater of Blue Ice, a relatively stable formation located precariously close to the Abyss.

DEMONS

Though they congregate in the Abyss, demons are the most fearsome and dangerous creatures of the Elemental Chaos. If the Elemental Chaos embodies the constant tumult of destruction and creation, demons give savage form to the destructive part of that cycle. At the heart of the Abyss, destruction becomes annihilation, life and substance are snuffed from existence, and the cycle comes to an end. Demons are the tools the Abyss uses to extend the reach of its obliteration.

Most demons have simple desires: destroy as much as possible, preferably causing enormous pain in the process. The mightiest demons—princes such as Orcus, Demogorgon, and Graz'zt—have goals and aspirations beyond such basic drives. Specifically, they seek the extinction of the beings they hold responsible for the existence of the world they hate so much—the deities. Orcus's burning hatred for the Raven Queen is well known.

For the most part, demons are confined to the Abyss. No clear border divides the Abyss from the Elemental Chaos, however. It could be said that anywhere in the Elemental Chaos that demons appear is part of the Abyss, even when they strike out beyond their traditional haunts to attack slaads, githzerai communities, or efreet outposts. Demons rarely venture far above the Plain of a Thousand Portals, which is the uppermost region of the Abyss, but when they do, they often drag parts of the Elemental Chaos back with them, adding more material to the maelstrom of annihilation that is the Abyss.

Much like orcs or gnolls in the mortal world, demons are marauding raiders more interested in carnage than pillaging. Characters exploring the Elemental Chaos might encounter a rampaging demon band, or even be hired to help defend a small elemental realm from demonic attackers. Less often, demons are bound to serve mortal or elemental masters, including drow priestesses, powerful efreetes, titans, or demon cultists. As DM, you don't need a good reason to use a demon in an adventure or encounter. They are the ultimate monsters, forces of raw devastation that present a clear and unambiguous threat for the characters to vanquish.

EFREETES

If the primordials embody the churning elemental forces of the Elemental Chaos, the efreetes are their opposite—the single greatest force contributing to stability amid the entropy. Prime examples of how a strong will can impose its own order on the Elemental Chaos, efreetes have built lasting wonders. Their greatest achievement, the City of Brass, is a

permanent still-point in the tempest, miraculously immune to chaos storms and even the entropic energies that surround primordials. The city's gleaming domes and minarets are unchanging and eternal.

Efreets are fond of stories, and often repeat anecdotes they know to be false because a useful grain of insight might be conveyed. This love of yarn might explain why no single account explains the origin of the efreet. Some legends claim that efreet were the first creation of a primordial of fire, or even that they existed before the primordials. Other chronicles tie them to the devils, portraying them as rebels against Asmodeus or his agents in the Elemental Chaos. Others claim that the ruler of the efreet is a deity who betrayed the other gods and joined forces with the primordials. Rumor has it that apparent changes in the leadership of the efreet are a matter of this deity changing appearance—or dying and being reincarnated in a new form. Still other narratives say the efreet are the children of a forbidden union between a primordial and a deity, and thus possess both elemental and divine nature. Each story suggests a key element of the efreet's nature, even if its details have no basis in reality.

Efreets are easily the most subtle, conniving, and cunning creatures in the Elemental Chaos, comparable to the devils of the Nine Hells. The evil merchant princes of the Elemental Chaos, they can fill a similar role in the world, even before your characters reach epic levels. They trade in slaves, so characters might try to liberate someone, or attempt to escape from slavery themselves. Accustomed to getting what they want, efreet sometimes employ adventurers or thieves to acquire items they desire but can't buy. An adventure might find the player characters at an efreet's service, in competition with another efreet's hireling to retrieve a certain item first. Alternatively, the characters might be the victims when an efreet's fancy turns to an item in their possession.

The important role of servitude in efreet society also suggests ways to use these monsters in adventures. Most simply, an efreet could be the unwilling servant of another villain, bound by honor to serve against its will. The player characters can fight and kill it just as they would any other monster, but they might also bargain with it. They could promise its freedom in exchange for whatever help it might be able to give without violating the terms of its servitude. If, in classic legendary fashion, an efreet is bound to an item—such as a magic lamp—characters might be able to turn the tide of a difficult battle by finding and seizing that item (it is probably not just sitting out in the open). Either negotiating with an efreet or finding its “magic lamp” could be a skill challenge set in the middle of an ongoing combat encounter that pits the characters against the efreet and its current master.

The City of Brass is a major population center in the Elemental Chaos and a hotbed of adventure possibilities. That said, efreet are a major force to be reckoned with throughout the Elemental Chaos—their influence extends far and wide through ties of debt, obligation, extortion, and coercion. Insofar as politics exist in the Elemental Chaos, efreet are entangled in them, spinning their webs among titans, githzerai, archons, and others in the plane. Throw an efreet's involvement into an adventure to add a hidden complication. What seemed at first like the simple matter of an expansionist fire titan warlord attacking a githzerai monastery can become a more intricate plot when the characters discover that both the fire titan and the githzerai abbot owe significant sums of money to the same efreet.

The worst enemy of any efreet is another efreet belonging to a different noble house. The scheming, political wrangling, and sometimes outright warfare among the houses provide endless possibilities for adventure. What might characters do if they're caught in the streets of the City of Brass when one efreet house launches an attack against another? What if the characters have an obligation of service to either the attacking or defending house? Characters might find it easy to secure the assistance of an efreet, if they're willing to act in some way against the efreet's enemies—even if they don't necessarily know that's what they're doing.

ELEMENTALS

Elementals are as ubiquitous and pervasive in the Elemental Chaos as normal animals are in the mortal world. The elementals from the *Monster Manual* are but a few examples of the staggering variety found throughout the plane.

Elementals are limitless in shape, size, composition, and temperament, and they defy easy classification. They take shape from the base matter of the plane; what sentience they possess might be fragments of the minds of the primordials, but no one is certain. Some are dumb beasts; others are as smart as ogres or perhaps kobolds. In general, they lack any degree of society or civilization except what's imposed on them in servitude to efreet, titans, or other masters.

Elementals subsist by consuming elemental matter—some just incorporate it into their substance, but others ingest and digest it in some manner. Magma beasts commonly eat organic matter as well as rocks and metals, but it's not clear whether this food provides them with any nourishment or just a pleasant sensation akin to taste.

Elementals are dangerous to adventurers when they are hungry or territorial—which is most of the time. They're also found in the service of more powerful creatures—pressed into efreet armies, conjured by ritual casters or primordial cultists, or driven before titans in their warring rampages.

GENASI

Genasi are elemental humanoids with numerous legends surrounding their origin. Perhaps they were first created as a slave race by the efreet, or perhaps they descend from humanoids who came to the Elemental Chaos from the natural world ages ago. The first genasi may have arisen from elementals “gifted” with the sentience of a powerful primordial, or they might be the creations of a long-forgotten god who sought to break the primordials’ hold over the Elemental Chaos.

Genasi are highly adaptable denizens of the Elemental Chaos, gifted with an adventurous spirit and an unquenchable sense of wanderlust that have over the eons scattered the race across the entire plane and beyond. Genasi are most commonly found in the streets of the City of Brass, many of them bound as slaves and servants to powerful efreet. Others eke out modest livings as traders, artisans, laborers, and guides.

GITHZERAI

Githzerai are not particularly numerous in the Elemental Chaos, but they are similar to the efreet in that their settlements are among the rare places where the Elemental Chaos is tamed. Unlike the efreet, the githzerai are not native to the Elemental Chaos; they are natural humanoids who migrated from the world in ages long past. Their communities exert a stabilizing influence over the surrounding pandemonium. Individual githzerai spend time at the settlement boundaries where that influence ends, studying the Elemental Chaos and learning to counter it.

Githzerai settlements are not generally welcoming to outsiders, but travelers in need of aid are more likely to find it from these humanoids than from other inhabitants of the Elemental Chaos. The enigmatic githzerai make excellent villains or allies for player characters venturing into the Elemental Chaos, since they have the same wide range of desires and motivations that humans do. A learned race, they are also an excellent source of information about the Elemental Chaos and its denizens.

PRIMORDIALS

The primordials (hundreds or perhaps thousands in number) are ancient forces of creation that were first to emerge from the Elemental Chaos. In a frenzy of creation, they built the world from the Elemental Chaos’s churning matter and energy. They are primal aspects of nature, driven to create and re-create in an endless cycle of building and destruction. If the primordials had been left to their desires, the world would have remained a place of elemental fury and spectacular destruction.

But the primordials were not allowed to have the final say. The deities of the Astral Sea were fascinated with this protocreation, and set about making improvements to it—spreading life across the world, separating the roiling elements into oceans and landmasses. The gods created angels to serve them, and mortals to populate the world and worship them. Their influence imbued the world with a hint of the permanence of the eternal Astral Sea, establishing a stable place for their mortal creations to reside.

The deity-inspired permanence was anathema to the primordials. They sought to drive the gods from the world they had made, removing all traces of their interference so they could tear the creation asunder and build it anew. The deities refused to bend and fought to preserve the world and the mortals they had made.

In the end, the deities prevailed. They killed several of the great primordials, imprisoned others, and forbade the rest from ever again walking the world. Chained and raging in divinely crafted prisons, the ancient beings lie hidden within the cosmos. They wait for the hour when they can unleash elemental retaliation upon all of creation. Every once in a great while, a single primordial erupts into the world, sending chaos roiling in its wake. At these times, the mightiest of heroes emerge and face their greatest trials.

The primordials are raw, untamed chaos in elemental form, almost indistinguishable from the plane that birthed them. They possess power and intellect to rival or exceed the deities, but they are far from subtle. They don’t represent ideals or concepts—they embody the natural forces of creation and annihilation. They exist solely to act out that cycle, using the churning tempest of the Elemental Chaos as paint and canvas. Most are unaligned, a few are Evil or Chaotic Evil—all stand as sworn enemies of the deities and seize any possible opportunity to avenge the defeat they suffered at the beginning of time.

Most primordials are imprisoned in some way. Mual-Tar, the Thunder Serpent, is bound by chains made in Moradin’s forge, attached to stakes whose magic stabilizes the surrounding Chaos into a desolate plain of rock. Vezzuvu, the Burning Mountain, is trapped in a field of radiance, shifted partly out of reality, unable to affect her surroundings, or be affected by them. The deities cut off the head of Balcoth, the Groaning King, but it survives as a monstrous face of ash and cinders buried in a cave somewhere in the endless Chaos, unable to muster his mighty elemental power until he can re-form or reclaim his body.

Though the primordials cling to only a tiny fraction of the power they held before their war with the deities, they still have servants and worshipers—elementals and mortals who view them as patrons, guides, or potential allies against the gods and their servants. Some goblin tribes in the natural world devote themselves to the Fire Lord Imix, seeking

to unleash the eternal flame of their primordial master on their enemies. Deranged titans gather around the unchanging glacier where Solkara, the Crushing Wave, is imprisoned, channeling the hottest flames of the Elemental Chaos in a vain attempt to melt the prison.

Primordials fill a role similar to that of deities and demon princes—they're immensely powerful creatures that are appropriate threats only for epic characters at the pinnacle of their powers. Still, they can influence a campaign at the lowest levels through their minions and servitors. Characters might strive against Imix's goblin cult in the heroic tier, battle fire archons dedicated to the Fire Lord in their paragon levels, and fight their way through fire titans at the Temple of the Consuming Flame before confronting Imix at the end of their careers.

SLAADS

Entropy personified, the slaads thrive in the ever-changing Chaos but do not serve its elemental forces. Their movements and aims seem random. Their sole purpose appears to be bringing more chaos into existence, which they accomplish both through the random destructiveness of their actions and through the creation of more slaads.

The origin of the slaads and their place in the universe relative to primordials, demons, and other elemental creatures is uncertain. They believe themselves to be the first inhabitants of the universe, predating even the deities and primordials. Unlike other denizens of the Elemental Chaos, their physical form does not embody elemental forces such as fire or ice. Instead, they embody the chaos of elements churning together in the planar tempest.

Slaads are more akin to demons than other elemental creatures. This leads some sages to claim either that demons are in truth corrupted slaads, that slaads are a race of demons that is somehow not tethered to the Abyss, or that slaads were once demons that broke free of the influence of the Abyss and the Evil at its core. Slaads and demons have no particular affinity for each other. A few travelers have report encountering slaads and demons together, apparently cooperating in the destruction of some edifice or settlement in the Elemental Chaos. Because no pattern appears in these alliances, they are considered chance encounters rather than coordinated assaults. The slaads simply happen across demons engaged in acts of devastation and join in for the sake of unfettered chaos, or the other way around. As often as not, the two groups end up fighting each other when nothing else is left to destroy.

Slaads make ideal "wandering monsters" in the Elemental Chaos—they can appear anywhere and for any reason, or for no reason at all. They might arrive suddenly just to keep a level of tension and

excitement at the game table. They might follow the meandering path of a chaos storm (see page 67), attacking any creatures they encounter and reveling in entropy as the storm washes over the battlefield.

TITANS

According to some legends, the titans are servants of the primordials in much the same way that angels serve the deities. Tales tell that the titans were the first creatures, the first living things to draw breath after the deities and primordials themselves took shape. Their place in the universe suggests comparisons with angels, but few other similarities are evident. Crudely shaped from raw elemental substance, the titans are about as different from the refined, elegantly sculpted angels as any creature could be.



CHAPTER 4 | *The Elemental Chaos*

Believing themselves to be the firstborn of creation, the titans seek to emulate their primordial masters. They shape kingdoms for themselves from the raw forces of chaos, calling them “worlds” in imitation of the larger world they once helped shape. Unlike the efreet, though, the titans revel in the entropic jumble of elemental forces and do not try to impose order on the regions they control. For a fire titan, for example, it is enough that his domain be a fiery region, choked with ash and smoke and flowing with magma. If the chaos changes this region so it no longer fits that description, he either seeks to alter it back or moves to a new region better suited to his taste. Within those broad parameters, the chaos in a titan’s domain still churns, wild and untamed—nothing at all like the relative stability of the City of Brass. Among the greatest of the titan kingdoms are Sakath-Mazim, the Kingdom of the Ashen Storm, ruled by the warmongering fire titan king Surtur; Kaltenheim, the Kingdom of the Howling Ice, ruled by Surtur’s blustery nemesis, the frost titan king Thrym; and Torrakor, the Kingdom of the Black Waves, ruled by the mad storm titan queen Ysaga.

Titans war with each other for control of their world-creations. An earth titan might seek to conquer the rocky land of a rival titan, or attempt to wrest the shadowy domain of a death titan from its ruler’s control, then transform it into a region more to his liking. Giants, archons, salamanders, and multitudes of other elemental creatures are their foot soldiers in these wars of conquest, but no titan rules from afar or leads from the rear. The raw physicality of combat is in harmony with their essential nature, and they live to participate in the clash of battle.

At least in theory, titans remain loyal to their restrained or imprisoned primordial masters. Some fire titans are loyal to the Fire Lord Imix. Others are sworn to serve Shangar the Uncrowned or Vezzuvu, the Burning Mountain. A storm titan might pledge her loyalty to Mual-Tar, the Thunder Serpent, or heed the unspoken call of Castanamir, the Shattered Khan, or Olhydra the Rain Queen. In practice, most titans serve their own agendas first, with the goals of their imprisoned creators merely a distant thought in the back of their minds.

Many titans have more than a passing interest in the world their ancestors helped create. They would dearly love a chance to reclaim it from the deities who usurped it. Many titan realms contain places where the Elemental Chaos erupts into the world, spilling out into the hearts of active volcanoes, ocean storms, or freezing wastes. Possibly titans seek these places as sites for their territories, but it also might be that titans can open these portals with time and effort. In the world, these areas are usually well populated with giants.

Titans are good threats—alone, in numbers, or with minions—for characters from high paragon level to the pinnacles of their epic careers. They are not beings consumed by deep thought—they are creatures of powerful physicality, not subtlety, scheming, or diplomacy. They are best used as straightforward monsters, lording over domains that can be dungeons or wilderness environments in the Elemental Chaos. They rule through force of arms, bending giants and lesser elemental creatures to their service. Their weak wills leave them susceptible to the cunning entanglements of efreet, devils, or similarly cerebral creatures—even mortal visitors from the natural world.



ERIC DESCHAMPS

ELEMENTAL CHAOS LOCALES

The turbulent nature of the Elemental Chaos means that few locations within the plane have any real permanence. Strong-willed individuals and communities can shape the Elemental Chaos to their desires, but these realms last only as long as their inhabitants continue to exert their will to maintain them. The City of Brass is the longest-lived exception to that rule, but even it might someday dissolve back into the Elemental Chaos, swallowed up by the inexorable forces of entropy that are the true rulers of the plane.

THE CITY OF BRASS

Amid the swirling chaos stands an indomitable oasis—the sweltering yet grand abode of the efreet

CITY OF BRASS TRAITS

Type: Elemental realm.

Size and Shape: Walled metropolis surrounded by a sea of fire; bounded.

Gravity: Elemental buoyancy.

Mutability: Normal.

Fire Affinity: Attacks with the fire keyword gain a +1 bonus to the attack roll, and attacks with the cold keyword deal half damage (ongoing cold damage is not affected).

The oldest city in all creation, the City of Brass is a nexus for planar travelers. Those willing to look long and hard enough can find anything they have ever imagined somewhere in its labyrinthine avenues. With numerous grand bazaars and ornate shops, the City of Brass is the mercantile center of the universe.

Built on a vast basalt plate in an immense volcanic field on the edge of a fiery sea, the City of Brass is a still point in the churning tempest of the plane, and a relatively hospitable destination for mortal travelers. It is the home of the fiery efreet, and the temperature is invariably hot—comparable to a sweltering summer day in most places; more like the inside of a smelting forge or the slopes of an active volcano in others.

THE CITY OF BRASS

The capital city of the efreet, the City of Brass is the marketplace of the universe, where virtually anything can be bought or sold.

Population: Approximately 500,000. Efreet form the upper class of the city, with only a handful of disgraced members standing outside the noble caste. Other residents include salamanders, archons, azers, genasi, fire giants and titans, demons, and other intelligent elemental creatures, as well as a smaller number of visitors and immigrants from the natural world. Roughly two-thirds of the city's residents are slaves.

Government: Bashamgurda is the Lord of the Efreet, ruling the city from his Charcoal Palace.

Defense: An entire caste of slaves are born and raised as soldiers to defend the City of Brass against incursion from the wider Elemental Chaos and the Abyss. These include archons, azers, and salamanders. A corps of fanatical efreet warriors called the Unquenchable patrol the Charcoal Palace. The city guard, housed in the Ashlarks district, consists primarily of archon and salamander soldiers.

Inns and Taverns: The best place for visitors to find food or lodging is the district of Iskalat, near the city's harbor. The inns and taverns ringing the harbor cater to travelers from across the Elemental Chaos and other planes beyond. Guests are advised to keep a close eye on their valuables and be wary of con artists, but little risk of death or enslavement exists.

Supplies: Commoner's Market; Street of Steel in the Keffinspires; Marlgate warehouses; Pyraculum bazaar. Anything can be bought in the City of Brass. The Commoner's Market in the district of Avencina is an ideal place to secure both ordinary and exotic goods of a nonmagical nature. The Keffinspires district is home to most of the city's smiths, who make and sell magical and mundane items, including weapons and armor. The warehouses of the Marlgate district hold goods brought from across the planes for trade in the city, and the bazaars of Pyraculum offer the greatest diversity of high-quality goods.

Temples: The City of Brass is hostile to worshipers of the deities, and holds no public temples to any gods. The primordial known as the Fire Lord, Imix, has an opulent temple in the Furnace called the Eternal Flame Pavilion. Residents of the city are strongly encouraged to offer praise and gratitude to the lord of the Charcoal Palace in large shrines located in each district.

APPROACHING THE CITY OF BRASS

Though not as well connected as Sigil (see page 25), the City of Brass contains many permanent planar portals linking it to other locations, as well as a large number of teleportation circles that allow ritual casters access to the city. The vast majority of both portals and circles are controlled by efreet nobles who maintain tight security to prevent enemies from using them. One teleportation circle is carved in a huge brass plate just outside the Diamond Gate, right alongside the major thoroughfare leading into the Keffinspires district of the city. The sigil sequence for this portal is widely known, making it the most common means of reaching the City of Brass. A large contingent of archon guards stand to repel any incursion from this access point.

Travelers within the Elemental Chaos commonly make use of *planar dromonds* to reach the City of Brass, and less often find their way to the city on *spelljammers*, *lightning skiffs*, or *chaos gliders*. Experienced dromond captains claim that all magma flows and seas of liquid fire lead eventually to the Sea of Fire and the harbor of the City of Brass, particularly if one is traveling from another efreet settlement. The

powerful will of the efreet creates stable, navigable channels of fiery liquid connecting their settlements to the capital city.

Travelers who don't come by way of the Sea of Fire cross the basalt plain and enter the city through one of seven gates: the Gate of the Eternal Sun into the Rookery, the Diamond Gate or the Shimmering Gate into Keffinspires, the Gate of Ashes into Avencina, the Golden Gate into the Plume, or the Prism Gate or the Gate of the Desert Wind into Cindersweeps. Each of these gates (along with the harbor's Magma Gate) is a fortress with a permanent garrison, numerous obstacles and towers, and a dedicated military commander.

ARCHITECTURE

Even the poorest neighborhoods of the City of Brass feature monumental buildings made of granite, basalt, obsidian, or other igneous rock. Buildings made of any more combustible materials do not last long in the city's fiery environment. The wealthier neighborhoods also include buildings plated with or made from solid brass, copper, or iron, and trimmed with precious metal filigree. The city's skyline features slender towers, glittering domes, terraced ziggurats, and tall spires reaching high into the smoke-clouded sky. Colorful murals and ornate sculptures adorn buildings and public areas.

In much of the city, stone buildings show signs of wear, some even crumbling and in various states of disrepair. This leads some to suggest (privately) that the efreet's control over the surrounding maelstrom is not as complete as they claim.

ILLUMINATION

The surrounding Sea of Fire and the fiery canals crisscrossing the city provide a dim red glow throughout the City of Brass. Pots of unquenchable elemental fire hang at intervals along the streets to supplement this illumination.

LAWS AND SOCIETY

The City of Brass has a highly developed dual set of laws—one code for efreet, and another for everyone else. Few restrictions are placed on the efreet's behavior or trade. Members of other races labor under numerous regulations pertaining to how they conduct themselves, how they do business, and the taxes they must pay on their transactions. These laws are well publicized (posted at the gates and in each inn and public house) and are relatively simple to follow for those who wish to obey them. Some of the more obvious laws prohibit theft, murder, kidnapping, and misrepresentation of goods.

Lawbreakers are sentenced to a period of slavery under the control of the offended party—often the city itself, though such slaves are usually sold in the markets in the Arches. The original length of servitude

can be extended for additional infractions, ranging from speaking impolitely to one's master (seven days for a first infraction, or if a year has passed since the last infraction) to attempting to escape (one year plus one year for each day the slave was missing). Aside from breaking laws, the most common way that visitors to the City of Brass become slaves is by borrowing money and not being able to repay it (and the accrued interest) in time.

Slaves must wear and display bracelets indicating their servitude and their master. They are commonly bought and sold during the period of their slavery. Once the sentence is served, a slave again becomes a free person.

THE DISTRICTS

Like many other metropolises, the City of Brass is organized into districts—fourteen different sectors, each with its own local character.

Arches: This area lies between the naval yards and the well-to-do neighborhood of the Foundry. Its most notable location is a bustling slave market.

Ashlarks: This residential area is home to many of the free nonefreet of the city, as well as a few of the least prominent efreet houses. The landmark feature here is Long Castle, home to the city guard.

Avencina: Avencina is a rowdy, lower-class district where many races mingle. It contains the Commoner's Market, one of the city's largest open-air bazaars. Though buying or selling stolen merchandise is strictly illegal, one would be hard pressed to explain the many used, "secondhand" items in any other way. All merchandise is sold as-is. Frequently, a vendor selling in the market one day isn't there the next (or, at least, not in the same disguise).

Castings: In the shadow of the Furnace, this district is home to the barracks of the city's slave army. A great monument in the form of a giant archway, called the Gate of the Fallen, celebrates the many victories of the efreet in battle. It depicts them triumphing over most of the creatures native to the Elemental Chaos and the natural world.

The Char: The smell of molten metal suffuses this business district, where metalworking businesses congregate. The area houses the Red Wurm Smelter, which has several different slave-operated workshops and refines great quantities of ore brought into the city. The Forge of Manacles makes shackles for the city's slaves, and Locksmith's Row provides the fasteners. The massive Firespring creates fire archon soldiers for the city's defense.

Cindersweeps: This neighborhood houses lower-class, free residents for the most part. The notable features are the Military Dock, Drydocks, and the Keep of Fire Striking Steel. The fortress serves as an armory for the harbor garrisons. The Naval Yards allow restricted admittance to the city's canal system via the Naranj Canal.

The City of Brass



The Foundry: Visitors to the city sometimes make the mistake of going to the Foundry district in search of the metalsmiths who actually do business in the Char or Keffinspires. The Foundry is the third most exclusive neighborhood of the city, boasting large, ornate mansions and beautiful memorials to past notable personages. Efreets not well enough connected to live near the palaces of the Furnace and not wealthy enough to live in the Plume reside here. In addition, the wealthiest members of other races live here, since only efreets are allowed to live in the Furnace or the Plume. The prominent locations in the district are the Plaza of the Hunters, the Plaza of the Silver Chariot, the Gate of Glory, and the Fountain of Clearest Azure.

The Furnace: The most exquisite district in the City of Brass is the Furnace, a perfect hemisphere with the Charcoal Palace rising from its center. Government offices in the Red Pillar Halls surround the palace and accompanying areas, which include the Barracks of the Ring of Fire (the Lord of the Efreets' personal guard), and the Eternal Flame Pavilion (a shrine sheathed in beaten gold, dedicated to the primordial Fire Lord, Imix).

Iskalat: This district contains public docks for *planar dromonds* and other vessels that sail on the Sea of Fire. The Magma Gate allows entrance to the harbor, and from there to the city's canal system. Anyone who makes a living from vessels (repair, provisioning, or housing/recreation for travelers) lives and does business here. The district's a lively one, with many different races of planar travelers occupying the numerous inns and taverns. A notable landmark is the obsidian-walled Octagon, a great prison containing magic cells designed to keep even powerful creatures carefully sealed away.

Keffinspires: The main feature of this merchant district is the Street of Steel, where numerous smiths manufacture and sell weapons, armor, tools, and other items. The smiths of this district include a sizeable population of azers.

Marlgate: Located just south of the Ashlarks and north of Iskalat, this district holds the warehouses that store all that is worth having. The goods from the holds of *planar dromonds* are bought here and sold in bulk.

The Plume: Second in splendor to the Furnace alone, the Plume houses the wealthiest and most noble of the efrete houses. Only efreets can own or occupy property in this district. Magnificent buildings overlook splendid open courtyards. The district also houses the Castle of the Sun and Moon, where the city's finest legions live and train.

Pyraculum: This area houses the City Market, which is larger and slightly more upscale than the bazaar found in Avencina. Artisans of different races live and work here.

Rookery: An infamous quarter of the City of Brass, this area is renowned throughout the plane as the most dangerous and lawless area of the city. Even the city guards sometimes fear this place. Its gambling dens, pleasure gardens, and fighting pits never close.

THE KEENING DELVE

Not far from the City of Brass, a shrieking wind howls along a network of tunnels cut through a great mass of blood-red rock. The maddening sound is audible for miles around. It can even be heard on quiet evenings in the City of Brass, faint but clear, like a mourning wail.

This is the Keening Delve, an apparently permanent feature of the Elemental Chaos. According to legend, the elemental rock is the ancient stronghold of a slain primordial, Haemnathuun. Bahamut, Bane, and Ioun killed the primordial lord during the ancient war, and thousands of years of raging wind—the echoes of his dying screams, it is said—have worn his old citadel into a shapeless mass. Now croaking slaads, howling demons, and rampaging elementals infest the twisting tunnels, all driven to madness by the constant blaring of the wind.

The Keening Delve is an example of a classic D&D dungeon in the Elemental Chaos, with the City of Brass as a fine launching point for adventures that bring characters into the howling tunnels. Since the lair of a dead primordial might easily conceal a tremendous source of magical power, the characters could venture into the Delve in an attempt to claim a fragment of that power—or even the crystalline heart supposed to lie in the center of the Delve. Haemnathuun's heart might have the power to bring the primordial back to life if united with the dead body floating in the Astral Sea. The characters could venture into the Delve seeking to destroy that artifact, or otherwise prevent a cult from resurrecting the dead primordial.

THE NINTH BASTION

*Though eight times the bastion shall fail,
Yet once more shall the walls rise up against the tempest.*
—From the *Tablet of Resh Maraz*

Thousands of years ago, the empire of Mira spread its influence across much of the world. The Miran rulers were powerful priests of Erathis and Bane, commanding mighty rituals that helped their armies to victory. They even created Miran colonies in the Shadowfell and the Feywild. The empire's attempt to extend its influence into the Elemental Chaos may have spelled its doom but also allowed its influence to survive to the present day, in the form of the Ninth Bastion.

When the Miran rulers opened portals to the Elemental Chaos, they met with initial success. A paladin-general now remembered only as the Lawbringer established a fortress in the Elemental Chaos, called the Bastion of Law, and began taming the turbulent storm around it. The forces of Chaos responded, though, and soon the Bastion had fallen and legions of archons marched through the portals leading back to the Miran capital. Within a decade, the empire was destroyed and its colonies across the planes lay in ruins.

The Heirs of the Lawbringer fled the destruction of their capital and hid in forgotten passageways of the Bastion of Law. When the archons departed that ruined keep, the knightly order rebuilt. To this day, they maintain the Ninth Bastion in the Elemental Chaos. Clinging to a fragment of prophecy recorded on stone tablets rescued from the ruins of the Miran capital, the Heirs of the Lawbringer believes that holding the Bastion against the Elemental Chaos is its sacred responsibility. Indeed, such a presence is the key to the ultimate triumph of order and civilization in the universe. The Bastion has dissolved into the Elemental Chaos several times over the centuries—tradition says eight times, but the true number is much higher—but so far it has always been rebuilt.

As its name suggests, the Ninth Bastion is more a fortress than a city. Much like a dwarven citadel carved into the face of a mountain, the Ninth Bastion is shaped from an enormous mass of solid iron, sculpted into impregnable walls and towers, with tunnels leading to vaulted halls protected by a mile of iron on every side. Elemental lightning is shaped into a dome protecting the exposed parts of the fortress from aerial attack. A layer of soil brought from the world has been used to create a small farm where the Bastion ekes out a modest crop, but the fortress is far more dependent on imported food than the Heirs of the Lawbringer would prefer.

The society of the Ninth Bastion is rigidly militaristic and regulated. Visitors are admitted to the city, but kept under close supervision in case they turn out to be spies of a titan or efreet plotting the destruction of the fortress.

THE NINTH BASTION

An outpost of law in the Elemental Chaos, the Ninth Bastion is a military fortress standing proudly against the entropic forces that have overwhelmed it in the past and likely will again.

Population: Approximately 15,000. Most citizens are humans or dwarves. Some azers, liberated from the giants, reside in the city, and a few efreet merchants are allowed inside its walls, but these elementals are watched closely and their movements severely restricted.

Government: The Heirs of the Lawbringer, an order of knights, form the military government of the Bastion. Knight-Commander Dejann Selekai, a paladin of Erathis, is the current commander.

Defense: The Heirs of the Lawbringer number only 81 knights at any time. The other citizens of the Bastion are required to perform military service as soon as they reach adulthood and again on command throughout their lives.

Inns and Taverns: Outer Barracks; Shield and Platter Tavern; Charhouse. Those few travelers welcomed into the Ninth Bastion are assigned to the Outer Barracks, where they can stay in comfort but remain under the watchful eye of Barracks Captain Fask Arrior, who hopes to be a knight before long. The Shield and Platter tavern, located just down the Street of Silver from the Outer Barracks, is popular with both visitors and citizens of the Bastion. The Charhouse, run by an azer called Hurden, offers imported meat thoroughly cooked.

Supplies: Supplies are sparse in the Ninth Bastion. A few efreet merchants offer staples and a scant offering of luxuries brought from the City of Brass. Dwarf and azer smiths sell metalwork, but iron mined from the Bastion is tightly rationed.

Temples: Temple of Law (Erathis and Bane). The grand Temple of Law stands just inside the Lawbringer's Gate, which leads from the main outer courtyard to the inner part of the fortress. Dedicated to Erathis and Bane, the temple is the most extravagant edifice in the city, ornamented with treasures brought from the ruins of the Miran Empire and its far-flung colonies.

ZERTHADLUN

Order and entropy, creation and destruction—an uneasy balance sustains the universe. This is the philosophy of the githzerai. In ZertHADLun, the largest githzerai community in the Elemental Chaos, that balance is the subject of lifelong contemplation and study. Living in a gently regulated monastic order, the githzerai seek the proper blend of activity and meditation, work and leisure, self and community. More welcoming than the Ninth Bastion and less dangerous than the City of Brass, ZertHADLun is a peaceful oasis in the tumult of the Elemental Chaos.

ZertHADLun is a walled city built on a wide expanse of rock, transformed by labor and ritual into fields where the githzerai grow thin but hardy crops. The architecture and décor of the city are best described as austere, allowing plenty of comfort but little luxury.

Cenobites are the adult githzerai who have taken a vow to obey the community's rules and defend it from attack, and they make up about three-quarters of the city's population. The remaining population consists of young githzerai, a few adult githzerai who have not taken the vow, and a handful of nongithzerai attached to the community. Cenobites live in communal housing and work in fields or group workplaces where they produce goods for trade within the community and sale beyond its walls.

A select few among the cenobites, called the Sustainers, are released from the responsibilities of daily work to spend their waking hours in meditation that keeps the Elemental Chaos at bay. Their retreat at the exact center of the city is all but sealed off, and these nineteen monks live lives of complete seclusion.

More than once, assassins employed by the efreet of the nearby Ashblack Outpost, a colony of the City of Brass, have tried and failed to eliminate the Sustainers and thereby destroy the city.

ZERTHADLUN

The greatest githzerai city in the Elemental Chaos is an oasis of calm.

Population: Approximately 20,000. It is almost entirely githzerai.

Government: The head of the community carries the title Adlishar, loosely translated as “first among many.” Adlishar Rallamen settles disputes and administers justice at the highest levels of the community. Otherwise, the cenobites live according to strict rules of discipline that every member of the community helps police.

Defense: Part of the cenobite creed is full participation in the defense of the community, so nearly every adult citizen of Zerthadlun can be called upon in a crisis. Though it is essentially a citizen militia, this army is well trained and organized.

Inns and Taverns: Zerth’s Welcome; Still Point Tavern. Zerthadlun maintains a guest house, Zerth’s Welcome, where the occasional visitors to the community can stay free of charge. The Still Point tavern, ironically, is the most boisterous and rowdy place in all Zerthadlun. A dwarf named Meleth owns and operates it, privately espousing the idea that the githzerai need to “loosen up a bit” while publicly avowing nothing but respect for the disciplined, orderly ways of the cenobites. So far, the Adlishar tolerates the tavern’s presence because few cenobites frequent it.

Supplies: Open-air markets; Askar’s Outfitters. Zerthadlun strives to be a self-sufficient oasis in the Elemental Chaos, and cenobites work in a variety of trades to supply the members of the community with the staples of life. Cenobites barter their goods in open-air markets. Excess products are sold to efreet traders or to Askar’s Outfitters, a shop catering to visitors and other noncenobites. Askar is a human, but he’s secretly on the payroll of an Ashblack efreet.

Temples: Temple of the Mind (Ioun, Corellon, Raven Queen, Vecna); Temple of Making (Erathis, Moradin). The Temple of Mind, near the center of the city, is devoted to Ioun, Corellon, and the Raven Queen. Vecna is also acknowledged in the temple, though not openly worshiped. In the heart of the city’s workplaces is the Temple of Making, dedicated to Erathis and Moradin.

THE ABYSS

In the deepest reaches of the Elemental Chaos, the roiling tempest of elemental forces begins to change. A pattern of movement becomes apparent—a slow, downward spiral toward a black mote of utter annihilation at its root. Like a maelstrom that draws ocean vessels into the watery depths, the Abyss is a swirling vortex of destruction, dragging everything down toward its heart.

Travelers that fly above the Abyss can feel the strength of its pull, partly as a physical weight and partly as a psychological drag. The vortex is like a constant presence, a watching eye or siren song. Setting foot on any of the Abyss’s layers solidifies that

feeling. Some describe it as stronger gravity, others as having one’s soul slowly drained out one’s feet. This sensation nags at the back of a visitor’s mind—but it pales quickly in the face of more immediate dangers.

The Abyss consists of uncounted layers, each one a floating piece of terrain caught in an inescapable downward spiral. Each layer is a unique microcosm of terror, presenting a different face. One truth remains constant, however: The Abyss works to destroy its inhabitants with a passion and tenacity that might best be described as sentient.

Unlike the rest of the Elemental Chaos, the Abyssal layers include organic material—floating masses of tumor-filled flesh, thick forests of razor-branched vines, or wasting deserts of powdered bone. Even the raw elemental matter of the Abyss is corrupted and malign, from clouds of scalding steam that chase prey to lakes of bubbling, acidic slime.

By a trick of magical force, personality, and intractable will, a particularly powerful demon can entice or enslave a layer of the Abyss to its will, shaping it into a form that mirrors the demon’s dark nature. Such a creature becomes nearly as powerful as a deity, achieving a status akin to nobility among its peers. The fortified realms of these demon lords form the principal battlegrounds of their less powerful minions, for the lords of the Abyss constantly scheme and war against each other. Some of the more arrogant lords fancy themselves demon princes, but these self-proclaimed honors mean little in the Abyss. A demon maintains power only as long as it can keep it.

TRAVELING THE ABYSS

Travelers commonly reach the Abyss by passing through a demongate (page 65) or using a portal to a specific destination. It is possible, though, to descend through the Elemental Chaos until entropy becomes annihilation. This method of travel usually deposits travelers on the Plain of a Thousand Portals, which holds portals to many (perhaps all) of the other Abyssal layers. From there, it’s possible, but inadvisable, to fly between layers in search of a desired destination. The demons, after all, live in the layers of the Abyss—the space between layers is haunted by creatures even the demons fear.

THE PLAIN OF A THOUSAND PORTALS

The only distinct boundary between the Abyss and the Elemental Chaos is the Plain of a Thousand Portals, also called Pazunia or the Plain of Yawning Pits. It is a vast expanse of windswept barrens and jagged tors flickering with swarms of bloodthirsty demons. Its sky is filled with dark red fire, bathing the plain in sweltering heat and harsh light. Everywhere are massive pits that plunge into deeper levels of terror, portals to other layers of the Abyss. Most of these

chasms are two-way portals, but some are one-way, leaving no means of return. Many pits lead to inhospitable layers filled with deadly environmental dangers. Some of the remote layers of the Abyss do not attach to Pazunia at all, and are accessible only from stable gates on lower layers.

On the edges of the great pits crouch massive iron fortresses, inhabited by mighty demons who have not yet mustered the power to bend an entire layer to their wills. These warlike, scheming demons use special chambers within the fortresses to project themselves into the mortal world, where they attempt to sway events and attract followers and cultists. When so engaged, their physical forms are helpless, protected only by their iron fortresses and hordes of servitor creatures and pact-bound allies.

Because it is a gateway to most of the plane, Pazunia draws merchants, explorers, and occultists from throughout the universe. The layer is self-contained, but it's so large that huge sections of it remain essentially unexplored. Maps of Pazunia seldom attempt to encompass the whole layer, but instead focus upon a smaller section bounded by the iron fortresses of locally influential demons.

ABYSM

The primal, tropical realm of the two-headed demon prince Demogorgon reflects the bestial elements of chaos and evil, attracting feral demons and crude humanoids from all parts of the Abyss and beyond. These wrathful creatures gather under the banner of the mighty and resilient Prince of Demons, whose boastful title has triggered an endless onslaught from covetous enemies, particularly Graz'zt and Orcus, who would claim the title for themselves.

Abysm's two aspects embody Demogorgon's dual nature. A massive primeval continent covered in dense jungle houses those demons and mortals who serve Demogorgon as a force of strength and brutality. The seemingly endless oceans and brine flats that surround the land conceal far more subtle adherents to the Sibillant Beast.

Two imposing serpentine towers emerge from the turbid seas about a hundred miles from shore. Each structure ends in a turret resembling an enormous fanged skull. Bearing the same name as the demon lord's realm, the spires together comprise the fearsome sanctuary of the Prince of Demons.

Near the shore, the Screaming Jungle meets an immense inland bog populated by troglodytes, lizard-folk, hezrou demons, and the few yuan-ti cultists who manage to survive the natural hazards of the layer. Farther to the interior, the ground hardens and the canopy grows lush, casting the land in deep shadows. Here enormous dinosaurs battle for territory with dire apes and barlgura demons. The jungle is named for the constantly keening fiendish monkeys, lemurs, and apes that dwell below its leafy canopy.

AZZAGRAT

The markets and pleasure palaces of Azzagrat draw visitors from across the universe. They come seeking obscure magical lore or perverse delights unavailable elsewhere, trusting in a place where demons seem to restrain themselves from tearing visitors limb from limb—for a time. For all its safe reputation, however, Azzagrat holds just as many dangers as anywhere else in the infinite Abyss—and perhaps a good deal more.

The Triple Realm of Azzagrat consists of three distinct layers (Rauwend, Shadowsky, and Voorzzt), woven together by the demon lord Graz'zt. The Dark Prince controls one of the largest empires in the Abyss through a combination of fear, political manipulation, and cunning intelligence. The inhabitants of Azzagrat obey the will of Prince Graz'zt because their fortunes rise with his, and because he has shown a willingness to eliminate any disloyal inhabitants, usually sooner rather than later.

Everything on the gloomy layer of Rauwend is somehow doused or subdued, taking on an equally gray pallor. All Stealth checks made on this layer gain a +2 circumstance bonus. Those who spend time on the layer find that details of the place and its inhabitants fade quickly from memory.

In the Shadowsky layer, sunlight rises up from the ground, casting shadows like dark columns far into the sky. The atmosphere is dark by day and gray at night.

A wan cerulean sun feebly illuminates the dark sky of the layer of Voorzzt, where cold is hot and hot is cold. Flames glow blue and deal cold damage, whereas blisteringly cold gales cause fire damage. The layer can be reached only by way of Azzagrat's other layers and has no connection to Pazunia.

Azzagrat's markets boast a staggering variety of products, services, and exotic slaves surpassing anything available elsewhere in the Abyss. Graz'zt profits greatly from this business. By the Dark Prince's personal decree, any merchant bearing his six-fingered sign is free from harassment by any inhabitant of the city. Regardless of a merchant's sign or affiliation, thievery is bad for business and is not tolerated under any circumstances (although a good deal of it goes on without the knowledge of the authorities, such as they are).

Azzagrat presents a cosmopolitan surface, but danger lurks beneath it all. The city is mazelike; the surrounding countryside and forests are full of shadows and lurking killers. If Azzagrat at first appears safe, it does so only to draw in unsuspecting victims.

Zelatar: Graz'zt's magnificent capital crosses the borders into all three layers of Azzagrat. Great avenue-sized portals that remain open continuously link these three geographically disparate layers of the Abyss. Through powerful dimensional magic Zelatar exists on all three layers simultaneously. The

city surrounding it is different on each layer, meaning that three separate neighborhoods have arisen, each with its own nature. To make matters worse, Zelatar's streets wind and weave in a thoroughly perplexing manner that sometimes defies the laws of reality. Until someone has lived in the city for a year or more, he must rely upon a guide to find his way from one part of town to another (on purpose, that is). Otherwise, he must succeed on a DC 25 Streetwise check to reach his destination.

Graz'zt has issued a decree giving merchants protection in his realm, and though his will is not uniformly enforced, it is law in Zelatar. Merchants from the world often receive a small retinue of demons as their official guards while they remain in the city. These guards watch the merchants as much as they protect the travelers from thieves, and Graz'zt is not above inviting someone to his abode simply to rob the stranger of an item he covets.

ZELATAR

Graz'zt's capital city spreads across all three layers of his domain: the neighborhood of Fogtown rests on the layer of Rauwend, cosmopolitan Gallenghast on Shadowsky, and Darkflame on Voorzst. Because Graz'zt welcomes merchants to his domain, Zelatar is one of the few places in the Abyss that travelers can visit—as long as they show proper obedience to those carrying Graz'zt's banner or sign, emblazoned with his six-fingered hand.

Population: Approximately 15,000. Primarily demons and half-demons, but also including drow and other natives of the world, efreeti and other elementals, and a handful of rogue githzerai.

Government: Graz'zt is the undisputed, autocratic ruler of Zelatar (and all of Azzagrat). His Argent Palace is visible from all three neighborhoods of the city, but exists in none of them—or all of them at once.

Defense: Hordes of demons protect Zelatar from attack, but few other demon princes are foolish enough to challenge Graz'zt's citadel.

Inns and Taverns: Unremarkable taverns in Gallenghast ward. Most of Zelatar's inns and taverns are in the Gallenghast ward, crowded around the edges of market squares. None are savory places, but merchants under Graz'zt's protection can stay in them safely and find food they can at least stomach, if not enjoy.

Supplies: Market squares in Gallenghast ward. Shady traders from across the universe come to the market squares of Gallenghast to do business, enjoying some measure of Graz'zt's protection.

Temples: Chosen's Tabernacle (cult of Graz'zt). The Chosen's Tabernacle, cathedral of Graz'zt's cult, dominates the large central square of Gallenghast. The temple's marilith high priestess, Lavendeth, is a manipulative administrator with a head for dirty dealing. She is a favorite consort of the Dark Prince.

Fogtown: The poorest laborers of Azzagrat toil just outside the scythe-topped walls of this moody Rauwend neighborhood, harvesting colorless edible fungi from the featureless plains surrounding the city. Fogtown is a place of slave gulags and rickety insane asylums, where hope is far scarcer than coin, and violence lurks at the dark heart of every shadow.

Because the nature of the Triple Realm's Rauwend layer can make details difficult to remember, the city's inhabitants use Fogtown as a rendezvous point or contraband drop, reasoning that participation is safer when none can remember the others' faces.

Gallenghast: The largest of Zelatar's three neighborhoods is packed with the villas of demonic nobles and the markets of traders from every corner of the universe. Numerous inns and lodging houses of dubious character crowd the peripheries of vast market squares. Here and there, absent paving stones allow the natural light of Shadowsky to blast upward in vibrant towers of eerie luminescence, casting the neighborhood in moody lighting.

RALPH HORSLEY

Darkflame: The most remote of Zelatar's three neighborhoods, Darkflame is a haven for those who do not wish to be found. Graz'zt houses many of his deadliest assassins and agents within the district. All maintain deep cover identities that mask their true natures from even their closest neighbors. Shadow demons abound in the twisting mazelike alleys, seeking out those who would use the obscurity of Darkflame to hatch seditious plots against their ebon-skinned prince.

THE DEMONWEB

This layer of the Abyss is an immense void filled with webs, many of them worked by the plane's spidery denizens into tubelike passages and cysts. These tunnels connect various structures that have been pulled in from other planes and suspended in the webbing. The webs are only slightly adhesive—enough to feel oddly disturbing, but not enough to hinder movement. Attempts to map the Demonweb are futile, given that the web corridors are forever being pulled apart and rebuilt. A tunnel connecting two structures one day might disappear the next. Far beneath this web, in wells of utter darkness, lie the dreaded Demonweb Pits—the lair of the goddess Lolth.

Some claim that the Demonweb houses a network of portals to rival the City of Doors. The layer is a fitting abode for a deity who rules by lies and intrigue and who urges her followers to do the same. Although it might be true that Lolth's portals lead to many places, reaching them is a far more dangerous than venturing through Sigil. As a result, the Demonweb portals are used primarily for Lolth's own schemes of conquest and subversion. The portals lead to a variety of worlds and demiplanes where Lolth intrigues to gain power. Some of these worlds have been utterly defeated by Lolth's minions and swarm with dark elves, demons, and other servants of the Queen of the Demonweb Pits.

Most permanent residents of the Demonweb are drow worshipers of Lolth, powerful and arrogant priests and champions who live to fulfill the dark whims of their goddess. These agents defend the layer from intruders and act as facilitators of Lolth's ambitions upon the worlds linked to her web. Lolth favors personal breeds of demons such as the yochlols to the general kinds found on other layers. These "handmaidens" of Lolth outrank even more powerful demons, such as balors and mariliths, much to their chagrin.

Adventurers in the Demonweb must avoid the drow patrols as well as the demons and arachnid horrors that do Lolth's bidding. In extremely rare cases, a persuasive PC might convince one of Lolth's servants to betray another, but none betray their beloved demon queen.

THE ENDLESS MAZE

Baphomet, the bellowing Horned King (see page 118), dwells at the center of an infinite maze, filled with twisting corridors and trapped switchbacks. Its never-ending passages connect to several other labyrinths elsewhere in the Abyss, including the Valley of Crypts on Thanatos (Orcus's realm). Such connections bring legions of (often unwitting) visitors to the Endless Maze, where they soon become hopelessly lost. In time, they come to welcome death at the jaws of the slobbering beasts dispatched by Baphomet to prowl the maze in search of intruders.

Numerous minotaur tribes inhabit the maze, led by huge savage hybrids with demon blood. These creatures revere Baphomet as a patron deity, and such is their devotion that some eventually escape the maze to spread the worship of the Prince of Beasts to the minotaurs of the world. Numerous wild goristros hungrily wander the forlorn hallways of the Endless Maze, keeping the larger corridors and galleries free from intruders. The demon lord tolerates raiding parties of glabrezus who occasionally abduct these creatures to lash them into the service of a distant demon lord, for Baphomet knows that the goristros' stature and battle prowess carry his legend to all corners of the Abyss.

For all the demons and mindrending horrors of the maze, the layer supports a large number of mortals capable of providing either succor or danger to visiting adventurers. These furtive, untrusting creatures are the Lost, usually gnolls or humans released from the dungeons below Baphomet's palace at the Lyktion. Baphomet and his servitors casually hunt down these pitiful creatures as a way to slake boredom or to hone their skills for more important battles. When an allied demon lord or powerful mortal spellcaster wishes a service from the Prince of Beasts, Baphomet instructs him to find a specific member of the Lost, and refuses to discuss anything else until that individual has been brought to him. In remote corners of the layer, members of the Lost gather in motley gangs to eke out an existence while desperately searching for escape.

Baphomet's angry rivalries with other demon lords, particularly Yeenoghu and Graz'zt, fuel most of the armed conflict in the Endless Maze. Vast hordes of demons and mortal warriors flood the tunnels in an attempt to destroy the Prince of Beasts in his lair. Few invaders manage to negotiate the labyrinth well enough to pose a serious threat to the demon lord. Even those who know where they are going must first defeat Baphomet's creations before they can get a chance to battle the master.

The corridors in the Endless Maze appear as worked passages, 10 to 20 feet wide, with smooth walls and a ceiling as high as the passages are wide. Here and there, the hallways open into grand, vaulted

promenades, or constrict to narrow crawlways barely 1 foot in diameter. Near the Lyktion and Baphomet's other redoubts, the maze architecture is intricate, clean, and well maintained. The walls are constructed of ivory, white marble, granite, and porphyry. The immaculate condition of these portions of the maze is often marred by great swaths of blood, mangled bodies, and other gruesome leavings. Farther from the regions patrolled by Baphomet, the maze falls into crumbling disrepair and ultimately becomes unworked natural passages. Near portals to other layers, the maze sometimes takes on architectural or artistic trappings reminiscent of the layer on the other side of the gate. No natural illumination graces the Endless Maze, although magic torches keep important passageways illuminated so that Baphomet's victims can see the twisted faces of their pursuers.

The Lyktion: Baphomet's palace is a maze in itself, a confusing jumble of crooked hallways and myriad chambers. A mile-wide moat surrounds the squat palace, concealing a maddening series of submerged stairs, tunnels, and chambers. These features lead to the deeper halls of the fortress, which have no other means of entrance. The most ferocious of Baphomet's bestial guardians dwell in the moat's depths, rushing to defend the Lyktion in the relatively common event of an attack from the likes of Yeenoghu or Graz'zt.

THANATOS

Ash-gray clouds fill the cold black skies of Thanatos, the Belly of Death, where daylight never intrudes. A handful of villages crouch upon the layer's vast tundras, havens for the cultists who seek to emulate the life of their demonic patron, Orcus, who rules here. Outside the towns, hordes of undead roam across the land in search of flesh. The strongest and most ambitious of the Demon Prince of the Undead's thralls attempt to dominate and command these armies, leading them on invasions of layers ruled by rival demon princes such as Graz'zt and Demogorgon.

Thanatos is inhospitable even by the standards of the Abyss. The energy of undeath suffuses the place, leaving visitors plagued with a constant sense of chill and fatigue. Mortal creatures must rely on the few indigenous mosses, molds, and fungi for sustenance. Those that die on Thanatos rise in moments as undead.

The Plains of Hunger: The largest expanse of Thanatos, these frost-rimed flatlands teem with countless hordes of undead wandering aimlessly in search of lives to destroy and flesh to consume. Each horde contains hundreds of skeletons, zombies, and ghouls and smaller numbers of more powerful corporeal undead. Periodically, mortal deathpriests venture from the world to wrest control of a horde and lead it on a conquest in Orcus's name. Only after a great test of wills can the cultist dominate the horde's intelligent undead, who thereafter command the lesser creatures to serve the deathpriest.

The town of Orcusgate, named for the central gate of fire that connects Thanatos to the Plain of a Thousand Pits, is filled with the demons from the upper echelons of Orcus's cult.

The Final Hills: These dry, desolate hills separate the Plains of Hunger from Orcus's personal realm of Oblivion's End. The haunting creatures that dwell within ensure that those who pass through the hills do so only at the invitation of the Prince of the Undead. Tombs built into the tors hold undead of every description.

The town of Lachrymosa, nestled into the foothills, enjoys a climate warmed by rust-red geysers, though the water is caustic and poison. A balor called Glypimhor governs the town in Orcus's name.

A remote crag northwest of Lachrymosa conceals the entrance to the Valley of Crypts, a bewildering maze of natural defiles and canyons that eventually dips below the surface of Thanatos and connects to the Endless Maze of Baphomet.

The Frozen Sea: Flanking the Plains of Hunger on the opposite side of the Final Hills, the seemingly endless Frozen Sea extends far into the horizon. This frigid desert of icy wasteland caps unknown depths filled with hideous aquatic creatures seldom seen by the inhabitants of the plane. The ice extends for miles below the surface, and only a few ancient citadels built into the frozen shelf connect to the ocean's watery depths. Here and there enormous ancient shipwrecks rise up from the biting plain, entombed in ice far from the shore.

Oblivion's End: On the edge of Thanatos, beyond the Final Hills, rests this sprawling desert of powdered bone. Howling windstorms scream with the cries of lost incorporeal undead, forever bound to the desolate wasteland. At the center of this expanse stands the massive fortress of Everlost, a towering structure built from countless bones. Everlost is and has ever been the seat of Orcus's power on Thanatos, although the Blood Lord can manifest from place to place throughout the layer at will.

From this remote locale, Orcus issues decrees to his cult and enemies, pronouncing death sentences that soon reach the ears of his debased followers all over the universe. The Prince of Undeath is unconcerned with details, preferring to let his underlings worry about how to enact his grand designs. His chief diplomat and the castellan of Everlost is a lich named Harthoon.

TWELVETREES

Eons ago, several mighty demons tricked a dozen angels—each the servant of a different Good or unaligned deity—into visiting the Abyss for a council of peace. After a brief challenge to the angels’ masters, the demons bound the envoys to the towering trunks of twelve mighty trees in a desolate layer, sacrificing them in a vile arcane ritual that forever infused the layer with evil energies.

The angels’ shattering death screams still haunt the layer, now known as Twelvetrees. A massive basalt platform commemorates the site of the original sacrifice. The stone is ringed by sickly pines that ooze spiritual slime in an echo of the blood spilled by the ancient angels. Demons from throughout the Abyss make the pilgrimage to Twelvetrees in memory of their defiant ancestors, many hoping to use the platform to infuse their own debased plots and rituals. Nearly all demons throughout the Abyss know of and respect the power of Twelvetrees, and an affront to this layer is an affront to demons everywhere.

The palpable evil of Twelvetrees is like a drug to the pilgrims that voyage here. These creatures, including some of the most powerful demons, bask in a euphoric haze of ecstasy and pay little attention to the world around them. Nondemonic visitors might find it surprisingly easy to wander about the layer, needing only to avoid the flying horrors that patrol the layer, and the handful of zealous demons that wander the crowds in search of impostors to murder.



THE ASTRAL SEA

BEYOND THE circles of the mortal world lies an expanse of infinite possibility. The Astral Sea is a great silvery void in which countless fragments of divine or mortal purpose drift—dreams, ideas, and wishes, as well as fears and dark desires. All these thoughts and feelings become real and physical in this place. Most are virtually unnoticeable, of course. An ordinary mortal's passing fancy vanishes in the Astral Sea like a single raindrop falling into a mighty ocean. But dreams and dreads with power are a different matter. The desires of deities or beliefs shared by thousands of mortals take shape as vast kingdoms or even whole worlds within the Astral Sea.

These kingdoms and worlds are the astral dominions—planes adrift within the fundamental expanse of the Astral Sea. Some are heavenly realms of peace and splendor. Some are fantastic dreamscapes filled with marvels and strange perils. And some are dark and tormented places, hellish domains filled with unspeakable evil. Of all the planes, with the exception of the Far Realm, the dominions of the Astral Sea are the most remote from the mortal world. Only the mightiest of heroes venture here.

This chapter describes the dominions of the Astral Sea and the challenges of adventuring there, including:

- ◆ **Sailing the Astral Sea:** The means by which mortals can reach the Astral Sea and its planar traits.
- ◆ **Astral Inhabitants:** An overview of the creatures and powers who inhabit the Astral Sea and its dominions.
- ◆ **The Blood War:** A look at the age-old rivalry between devils and demons.
- ◆ **Astral Dominions:** Nine astral dominions figure prominently in the D&D cosmology. Wonders and dangers untold await heroes in these various heavens and hells.
- ◆ **Other Locales:** Although most of the interesting sites in the Astral Sea lie within the bounds of one dominion or another, the Astral Sea conceals more than a few mysteries and perils of its own.

STEVE BELLEDIN



SAILING THE ASTRAL SEA

Here dreams, hopes, fears, and dark ambitions become real, and gods and devils have their abodes

ASTRAL SEA TRAITS

Type: Fundamental plane.

Size and Shape: Infinite in extent.

Gravity: Subjective. A creature can stand on any surface equal to or larger than its base. It gains the ability to fly at one-half its normal speed if not under the effect of gravity. It can hover, but it is a clumsy flier. A creature with the ability to fly can use its innate flying speed instead. It gains hover.

Mutability: Normal.

Most sites of interest in the Astral Sea lie inside the borders of the astral dominions. Countless gates, portals, or conduits link the material world with the various astral dominions, so most travelers bypass the astral plane by teleporting directly to their destination. However, adventurers sometimes can't find a portal leading to the dominion they seek, or come up against quests that require them to search out some specific locale in the Astral Sea itself—for example, a lost githyanki stronghold. When no portal can be found, travelers must venture into the limitless Astral Sea and navigate their way to their goal.

REACHING THE ASTRAL SEA

Portals leading directly to the Astral Sea are comparatively rare. Instead, most portals leading to the Astral Sea don't lead to the Astral Sea at all, but instead take the traveler to a specific locale in one astral dominion or another. For example, portals leading directly from the mortal world to the Nine Hells are much more common than portals leading to the unspecified Astral Sea.

Portals leading to the various dominions are located in places of great power and well guarded. Traveling to the domains of the deities is a serious matter. Moreover, portals are not always safe or reliable. Some are one-way only, some function intermittently, and many require special keys or pass-phrases to activate. It's one thing to venture through a portal leading to a remote cave in Avernus, first of the Nine Hells—it's another to find that the portal won't permit return for days or weeks, stranding the travelers in a dangerous place.

Travelers who can't find a portal leading to the astral dominion they want to reach can locate a planar vessel to travel on or use a ritual. A small number of astral vessels roam the starry sea, occasionally calling in various ports. *Planar dromonds* pass infrequently through places such as the City of Brass, Gloomwrought, or the most cosmopolitan cities of the mortal world. *Astral skiffs* can't leave the astral, but if a traveler can find an astral junction where such *skiffs* pass through—for example, a portal in Sigil that leads to a githyanki outpost—then using an *astral skiff* serves as well.

In the absence of a planar craft, determined heroes can use the Astral Sojourn ritual (see Chapter 7) to leave the natural world and shift to the Astral Sea. However, traveling without the benefit of a vessel is slow and often dangerous. Travelers who have a specific destination in mind would be better off to use a planar portal.

THE NATURE OF THE ASTRAL SEA

The Astral Sea is not a sea, of course. It's more like a fantastic version of outer space. It's filled with vast clouds of a luminous, silver-gray substance that is not mist and not liquid. Thousands of stars glitter in the distance, especially in darker portions of the plane. Vast expanses of "open air" between these drifting clouds provide travelers with hundreds of miles of visibility, and even in the middle of the densest astral mists travelers can see objects several miles away with ease—the stuff of the Astral Sea just doesn't impede vision much at all.

Someone floating in the astral doesn't get wet or cold. A cool tingle on the skin is the only sensation. Creatures who need to breathe can do so without trouble. Winged creatures can fly through the astral stuff as if it were air, and natural swimmers can swim through it as if it were water. Other creatures can move slowly by desiring to move.

EXPLORING THE ASTRAL SEA

Even though the Astral Sea is a three-dimensional void, it possesses a distinct astral horizon that forms something like the surface of an ocean. The mists below this surface are darker and denser, and those above it are brighter and more open. Most creatures and objects slowly orient themselves toward this subtle demarcation without even realizing it, and travel toward their destination along the “surface” of the Astral Sea. Two vessels meeting in the Astral Sea do so on this unseen surface, so that encounters begin in a space that seems more two-dimensional than it is. Similarly, a vessel approaching one of the astral dominions normally does so from the dominion’s equivalent of sea level, or from its equator in the case of dominions that are shaped like worlds. It’s unusual to drop in to a dominion from the zenith or pole of its sky.

Distances in the Astral Sea are unthinkable vast, but most travelers need only journey for a day or two before finding a veil portal leading to their destination. However, finding a specific place in the Astral Sea itself (for example, a particular githyanki stronghold) may take much longer.

VEILS OF COLOR

A vast color veil serves as the border surrounding each of the astral dominions. The color veil may appear as a glittering mist, a dancing aurora, a gathering gloom, or a brooding fog. Regardless of its exact appearance, venturing into the veil works as a portal and transports the traveler into the dominion the color veil surrounds.

Most color veils allow at least some glimpse of the dominion that lies within. For example, an astral traveler can easily descry the shining mountains of Celestia from a distance outside its golden veil. The sullen red-black plains of the first layer of the Nine Hells of Baator are wreathed in fumes and smoke, but the clouds part from time to time, allowing a glimpse of the danger that awaits. However, other veils offer no hint of what lies on the other side. The dazzling blue aurora guarding the borders of Shom never parts, nor does the black fog marking the border of Tytherion.

Crossing a color veil can be dangerous, since the traveler immediately becomes subject to the traits of the dominion inside. The sole safe way to approach the Nine Hells is to descend the storm funnel above the lake that marks the source of the Styx. Crossing the veil at any other point around the Nine Hells means that the traveler is no longer sailing the Astral Sea, but instead immediately plummeting through the skies of Avernus. Unless the traveler is ready to fly, or has a vessel that can do so, he or she is not using the Styx will arrive in the Nine Hells in a fiery crash.

Lingering near a color veil is also dangerous because the denizens of the nearby dominion may notice. *Astral skiffs* near the Nine Hells have been set upon by flights of spined devils attacking suddenly out of the choking fumes surrounding the sullen orb of Baator.

Color veils often appear at vast distances from their plane’s actual location, much like mirages. These outlying echoes of a dominion’s primary color veil are look like swaths of the primary color veil and come in innumerable shapes. A traveler who ventures into the color veil is transported to its respective dominion, no matter how far away the color veil is from the dominion. In fact, most travelers journeying across the Astral Sea find an outlying color veil long before they would otherwise reach the dominion they seek. Most astral voyages last only as long as it takes to find a veil of the right color.

PSYCHIC STORMS

Some portions of the Astral Sea are subject to psychic storms—wild, unpredictable gales that darken the luminous clouds and blow travelers off course. Psychic storms usually delay travelers—except when they sweep travelers through a color veil before they can react. Psychic storms are very large—like hurricanes or vast sandstorms in the mortal world—but move quickly. A psychic storm affects a given area for 1d6 + 4 rounds.

Psychic Storm Effects: All creatures in a psychic storm are dazed. In addition, attacks with the psychic keyword gain a +2 bonus to attack rolls but deal only half damage.

ASTRAL SEA INHABITANTS

Although many creatures—mortal, immortal, and otherwise—call the various astral dominions home, comparatively few live in the Astral Sea itself. The lack of firm ground to stand on and scarce supplies of food and water mean that vast stretches of the Astral Sea are devoid of life. Any creatures dwelling in the plane must be able to do without the basic necessities of mortal existence (maruts or astral stalkers, for instance), or must seek out the rare islets of solid ground that lie scattered through this great silvery space (for example, the githyanki). A handful of beings such as astral dreadnoughts are truly adapted for life in the Astral Sea and fly in the ocean of the Astral Sea like whales swim in the waters of the natural world.

The islands of matter in the Astral Sea are highly prized by astral denizens and passing wayfarers alike. Some of these islets are little more than drifting boulders, useful only because they provide something solid to stand on or build on. Other islets are like tiny worlds and boast springs or lakes as well as strange forests of trees and creepers growing unhindered by gravity. (Plants grow well in the astral despite the lack of sunlight.) A few astral islands are the petrified remains of mighty primordials or deities who died long ago. Regardless of their origin, each such mote of matter is extremely valuable. Any islet larger than a hillock is certain to be inhabited or frequently visited by *someone*.

ABOMINATIONS

The terrifying monsters known as abominations pose a significant danger to careless astral travelers. Thankfully, they are few in number. A single astral stalker or phane can easily overwhelm an *astral skiff* and all its passengers and crew, and most abominations immediately destroy any mortals unfortunate enough to cross their paths. Githyanki often pay grudging tribute to tribes of astral stalkers or other abominations near their cities to purchase the monsters' forbearance.

ASTRAL TRAVELERS

Most creatures voyaging through the Astral Sea are traveling to some other place. These astral travelers include powerful mortals from the natural world, devils, divine servitors such as angels (or much more rarely, demigods or exarchs), and immortal guardians such as sphinxes bound to a purpose that requires them to travel from plane to plane. Although some rare rituals can free the soul from the body to journey to the dominions, most astral travelers are physically present in the Astral Sea and are as real there as they would be in the natural world.

Devils or evil mortals often attack other astral travelers they meet, but most others are inclined to give everyone they meet a wide berth and keep to themselves.

GITHYANKI

Warlike and imperious, githyanki are a mortal race that inhabits the eternal depths of the Astral Sea. Their cities are forbidding, fortresslike holds built atop the rare bits of drifting rock in the astral and surrounded by vigilant patrols in *astral skiffs*. Githyanki are a cruel people who believe that all other mortal races are their inferiors and are to be enslaved or plundered at any opportunity.

Githyanki eagerly seek out color veils or forgotten portals leading to the material world, for through these magic gates they can launch mighty raids against the unsuspecting people on the other side. Because of their hunger for conquest and riches, githyanki regard humans and other worldbound mortals faring abroad in the Astral Sea as great prizes—after all, the travelers came from somewhere and might be coerced into revealing the location of a portal the githyanki could attack through.

Although githyanki are quick to fall on clueless worldbound mortals who stumble into their grasp, they occasionally permit travel and trade to and from their cities. Nongithyanki who intend to visit a githyanki city should first obtain a sign of safe passage from one of the githyanki cadres—the militant guilds or orders that make up githyanki society. Githyanki respect the promises of safe passage

THE EXALTED AND THE DAMNED

Mortal spirits that come to the astral dominions via the Shadowfell (see the “Exaltation and Damnation” sidebar, page 53) are generally known as **exalted** or **damned**. They are living, corporeal beings exactly as they were in life. However, they become immortal (and their origin changes to “immortal”). If killed in this form, they pass on to their final fate, or they rise again the next dawn, or they sleep for a year and a day before awaking again—it depends on which dominion they inhabit. Exalted or damned killed outside of their home dominion usually pass on to the infinite, but if their bodies are swiftly returned to their dominion, the normal rules for the dominion apply.

Heroes are much more likely to be exalted or damned than ordinary people. Most join the shining hosts of their deity's domain, and leave mortal concerns behind them forever. A rare few, however, return (or are sent) back to the mortal world, usually to finish some labor or complete a quest.

offered by any of their military societies, but travelers who appear too dangerous (or too weak) may find their safe passage suddenly revoked.

A small number of nongithyanki captains have leave to ply their *astral skiffs* or *planar dromonds* throughout the Astral Sea because they pay ruinous bribes to powerful githyanki factions for the privilege. Worldbound travelers who are trying to arrange safe conduct in the first place can sometimes do so in a meeting place such as Sigil beforehand. Or they can try striking a bargain with the first githyanki ship that attempts to seize them once they reach the Astral Sea—although they'll have to find a way to convince the githyanki to parley and defend themselves until they do.



MARUTS

Like the githyanki, maruts dwell in astral fortresses—castlelike structures rooted on some drifting bit of astral stone. However, marut strongholds are much less common than githyanki cities, and none are particularly welcoming toward visitors. Unlike the githyanki, maruts do not require mortal sustenance, so they can be content with islets of barren rock.

A few marut fortresses, however, include a number of nonmarut servants, scribes, guards, and artisans. Maruts are not slave takers, but they sometimes require service as their compensation. They might, at times, accept slaves, prisoners, soldiers, or others sent involuntarily into their service for a time. A marut is an inflexible master, but seldom a cruel one

Maruts usually ignore travelers in the Astral Sea. Some repel all intruders. Others allow their servants to trade with visitors as long as doing so does not interfere with other duties.

THE BLOOD WAR

Demons hate immortals of any kind, but they have a special enmity for devils. Over the ages, many terrible battles have raged across Avernus, the Plain of a Thousand Portals, the Elemental Chaos, and those parts of the mortal world unfortunate enough to hold portals that offer access to the Abyss or the Nine Hells. A sullen truce currently prevails, but this ceasefire could end anytime.

Few mortals are aware of the Blood War, and fewer still know what triggered it. It began when Asmodeus rebelled against the deity he served. The mighty angel stole a shard of the evil seed embedded in the heart of the Abyss (see “The Birth of the Abyss” sidebar, *Monster Manual*, page 52) and forged it into a ruby-tipped rod, which he then used to slay his divine master. The Abyss wants the stolen shard returned, and consequently every demon does as well.

Armed with a fragment of true evil, Asmodeus hungers to seize the rest of the Abyss’s heart. With it, he can subjugate all demonkind to his will and make himself strong enough to overthrow all the other deities. For their own part, the demon lords want to destroy Asmodeus for his impudence and carry his rod back to the Abyss in triumph, thus returning the Abyss and all demonkind to their rightful might.

The intensity of the Blood War varies greatly over time. In centuries past, it has been a cosmic conflagration. Countless thousands of demons have swarmed through portals to assault Avernus. At the same time, devils crafted iron fortresses in the Elemental Chaos to storm the Abyssal depths. The battlefields of these ancient campaigns are littered with powerful (and evil) weapons, curses, and aftereffects. The current uneasy truce has held for several lifetimes of mortals now.

In the current interregnum, demons and devils regard each other with hostility and intense rivalry. They compete for influence in the mortal world—demons by aiding mortals with destructive purposes, devils by guile and corruption. For the moment, Asmodeus husbands the Nine Hells’ strength while the lords of demonkind are consumed with their own arguments and jealousy. No demon lord wants to bear the brunt of the losses in an attack against the Nine Hells, fearing that other demon lords will strike against him if he grows too weak.

Until they agree to act in concert, the demons have no real hope of overwhelming the Nine Hells. Asmodeus understands that the only thing that might cause the demon lords to forget their rivalries is the next infernal assault on the Abyss. Consequently, he is determined to plan his next campaign with the greatest of care so that when the Blood War resumes, it will be at the time and place of his choosing.

ASTRAL SEA LOCALES

What follows are some of the astral dominions and other locales that float in the eternal, infinite, and boundless Astral Sea.

ARVANDOR, THE VERDANT ISLES

The Blessed Isles of Elvenhome, where the fair folk dwell in grace and beauty forever

ARVANDOR TRAITS

Type: Astral dominion.

Size and Shape: Archipelago stretching about 400 miles across and composed of six large islands and dozens of smaller ones; bounded.

Gravity: Normal.

Mutability: Divinely mutable. (Deities control their own environs.)

Inveiglement: Attacks with the charm or illusion keyword gain a +1 bonus to the attack roll.

Arvandor is a dominion of emerald forests, enchanting waters, and starry nights. It is home to immortals who love beauty, song, and revelry. It is the domain of Corellon, patron of elves and eladrin, and many elven souls dwell in peace and joy here.

The plane is an archipelago of steep, forest-covered islands in a wine-dark sea. Many of Arvandor's isles lie hidden in glimmers of mist and mirage, or shift to the Feywild at times. At the edges of the plane, the dark waters of Arvandor are shrouded in great walls of rolling dark green mist that mark the dominion's borders. Astral vessels approaching Arvandor pass through the misty wall and sail into the plane's waters.

Arvandor experiences day and night, although the nights are brilliant with stars. When it rains, it's little more than a damp mist in the hours before dawn.

POWERS OF ARVANDOR

Two deities dwell in Arvandor: Corellon Larethian, god of elves and magic, and Sehanine Moonbow, goddess of the moon. Both are frequently absent from the plane. Sehanine walks in moonlight in the mortal world, and Corellon often roams the Feywild. Although neither is truly good, they dislike cruelty and wickedness, and evil creatures find no refuge in Arvandor. A number of demigods and exarchs attend these two greater powers, including such legendary beings as Erevan Ilesere, patron of jest and revelry. This celestial court is collectively known as the Seldarine.

Many fey inhabit Arvandor, including centaurs, dryads, merfolk, satyrs, and treants. Some of these can be dangerous to mortals—for example, a raging centaur or satyr, or a dryad who decides to charm a handsome mortal and keep him at her side.

Arvandor is also the home of the **ruesti**—the exalted souls of eladrin and elves granted life after life in the Elvenhome. The ruesti are spirits whose great beauty, wisdom, skill, or deeds in life earned the approbation of Corellon or his exarchs.

SITES IN ARVANDOR

Most of Arvandor is pristine wilderness. Green glades and musical waterfalls lie hidden in the high vales of its many islands. The six large islands in the archipelago range up to 100 miles in length, but scores of smaller ones dot the plane's sea.

Estaira: The largest of Arvandor's islands is Estaira, also known as Elvenhome. Bands of ruesti and fey roam its verdant forests and feast by its mirrorlike lakes. Gleaming eladrin towers dot the island's shores and lie within its wooded vales.

Gloaminghold: On a tiny islet near Arvandor's astral border stands the hidden house called Gloaminghold. Here the legendary tiefling warlock Duskmooon built a secure retreat many years ago. Gloaminghold's halls are filled with curiosities gleaned from a hundred strange places, but powerful guardians protect Duskmooon's treasures.

Nath Seldarie: Corellon's palace is a place of open arcades and colonnades high on the wooded slopes of Estaira's tallest hill. In Nath Seldarie, the Seldarine feast, revel, and take counsel at need. Walls of enchanted mist ward intruders away from the palace when the deities desire privacy.

ADVENTURE IN ARVANDOR

Arvandor is a peaceful dominion. However, it is not entirely safe. Some of Arvandor's fey denizens jealously guard their isles from intrusion. From time to time, evil fey, devils, or githyanki raid the outlying isles seeking plunder and mayhem (although Arvandor's denizens repel these raids easily). Arvandor is also a mustering place for expeditions against bastions of evil throughout the planes. Sealed moongates (permanent portals attuned by the moon's cycle or warded by the magic of Sehanine) lead to the Demonweb Pits, evil-tainted parts of the Feywild and natural world, and even some of the evil dominions. Mortal heroes might find that they need Arvandor's moongates to reach a perilous destination in another plane.

CELESTIA, THE RADIANT THRONE

A domain of seven holy mountains where the just and the good are eternally exalted

CELESTIA TRAITS

Type: Astral dominion.

Size and Shape: Range of seven mountains that runs about 120 miles and reaches a height of 10 miles and is surrounded by a narrow sea; bounded.

Gravity: Normal.

Mutability: Divinely mutable. (Deities control their own environs.)

Radiance Affinity: Attacks with the radiance keyword gain a +1 bonus to the attack roll, and attacks with the necrotic keyword deal half damage (ongoing necrotic damage is not affected).

Rising above the mists of the Astral Sea shine the seven splendid mountains of Celestia. Peaceful cities, green forests, and golden fields spill over their lower slopes. Mystic monasteries and golden palaces lie hidden beneath their snowy heights. The just, the righteous, and the merciful dwell here in light and joy forever.

Celestia is a single large island in the Astral Sea dominated by its magnificent mountains, each higher and grander than the last. A narrow band of shallow green sea surrounds the dominion, and this sea meets the surrounding astral in a brilliant golden aurora. Ships sailing to or from Celestia sail along a dazzling path of sunshine dancing on the water.

Night never comes to Celestia. The peaks of its mighty mountains glow like suns, waxing and waning from a rosy-hued twilight to a bright, golden noon and back again each day. The clouds of Celestia's skies are a dark silvery color, and rain is rarely heavier than a sunshower.

POWERS OF CELESTIA

Several noble deities dwell in Celestia. Kord, the god of strength and valor, roams the plane's mountainsides or feasts in his hall in the green vales below the slopes of Venya, the mountain also known as the legendary Snowbeard. Bahamut, the Platinum Dragon, holds court in his shining castle on a high spur of the mountain Mertion. Beneath the waterfall-graced slopes of Solania, the mountain also called the Rainfather, lie the vast halls of Moradin, the god of the forge. The three deities are close allies and act in concert, but if one of the three is first among equals, it's Moradin. The Dwarf-father governs over a court of lesser deities and powerful exarchs that include such figures as Berronar Truesilver, Moradin's consort, and Clangeddin Silverbeard, the patron of dwarf warriors.

The **exalted** of Celestia include the spirits of great artisans, valiant heroes, and good dragons. In addition, a number of elementals, galeb duhrs, and other

such creatures normally found in the Elemental Chaos call the plane home. Celestia's mountains are suffused with elemental power. These elementals are tempestuous and have been known to attack mortals visiting the plane.

SITES IN CELESTIA

Celestia consists of alpine meadows, thickly forested valleys, and towering mountain ramparts of stone, snow, and ice. A belt of foothills rings the shores of the plane, and most of the plane's denizens dwell in white cities or shining castles close to the sea.

Torzak-Belgirn: The Soulforge of Moradin is the mighty foundry where the Dwarf-father undertakes his greatest works. Under Moradin's tutelage the greatest dwarf smiths create arms and armor unequaled anywhere in the planes.

Empyron: Also known as the City of Healing, this town stands by the shores of a dark, starry tarn amid the high mountain vales. It is said that no curse, poison, or disease can withstand the touch of Empyron's waters, and those who can be healed nowhere else can find healing here.

Bridge of al-Sihal: Behind a mithral gate in Asiryet, the Heavenly City, lies a pathway or road of blinding light that ascends to the highest of Celestia's peaks: Chronias, the Radiant Throne. A mighty angel guards this portal, turning aside the unworthy. What awaits on the slopes of Chronias is a mystery to mortals, for those who pass the Bridge of al-Sihal do not return.



CHERNOGGAR, THE IRON FORTRESS

Destruction and war battle endlessly for supremacy

CHERNOGGAR TRAITS

Type: Astral dominion.

Size and Shape: Plateau about 300 miles across surrounded by a belt of dried seabed 10 to 50 miles wide; bounded.

Gravity: Normal.

Mutability: Divinely mutable. (Deities control their own environs.)

Endless warfare surges across the ashen plains and vast ramparts of Chernoggar, the plane known as the Iron Fortress. Here two feuding deities vie against each other with armies of warrior souls. At the end of each day the dead number in the thousands, but the next morning, they return to life to strive and die again, locked into an eternity of unending violence.

Chernoggar is a vast plateau of black, jagged rock. Travelers who breach its red-orange veil (the color of rust, some say) find themselves stranded on a plain of dried, cracked mud that is littered with the wrecks of astral vessels. Whatever sea that once surrounded the plane long ago dried up. A few miles from the veil, mighty cliffs of black stone climb up several thousand feet in beetling ramparts to the ancient battlefield of Chern, a wasteland of barren rock and deep crevasses. Great battlements of iron wall off the passes and crown the clifftops.

Chernoggar has no sun, moon, or stars. Its sky is a sullen orange-red color that waxes and wanes in brightness in a 24-hour cycle. At its brightest, it's equal to an overcast day in the natural world, and at its dimmest, it's about as bright as weak moonlight. The plane displays seasons of a sort. Over the course of a year, it warms to a furnacelike summer and then diminishes to a bitterly chill winter. Dust storms, wildfires, earthquakes, and thunderstorms are common, especially in parts of the plane where Gruumsh holds sway.

Chernoggar is a dangerous plane for astral travelers to visit. Gruumsh's minions are likely to slaughter anything they meet. Bane's servants seek to capture strangers, subjecting them to fearsome inquisitions before sentencing them to thralldom, torture, or imprisonment.

POWERS OF CHERNOGGAR

Bane, the god of war and tyranny, conquered the dominion of Chernoggar from its previous owner—a fiery war god named Tuern. After Tuern's defeat, Bane raised his mighty fortress of iron over Tuern's ancient throne and began to plan his next campaign. However, the orc god Gruumsh also desired to claim Tuern's place. Gruumsh brought his own domain of Nishrek into contact with Chernoggar, fusing the two dominions together and launching a furious invasion of Bane's newly won plane. The gods of tyranny and destruction have fought to become the sole, uncontested god of war ever since. Gruumsh is unable to overthrow Bane in the seat of Bane's power, and Bane can't drive Gruumsh out of the caves and mountains at the other side of Chernoggar.

Both Bane and Gruumsh field vast armies of monsters, war machines, and deathless warrior souls known as **battlesworn**. Gruumsh grants the fiercest and most bloodthirsty of his followers—orc champions, vile barbarians, and even a few monsters such as trolls and ogres—with the opportunity to sate their bloodlust again and again through eternity. Similarly, Bane rewards the most courageous, determined, and merciless of his followers with the chance to serve him after death. Battlesworn who die in Chernoggar rise from death at the next dawn.

Chernoggar is also populated by a native race—the bladelings. Bane brought a race of martially inclined mortals to Chernoggar many centuries ago and sought to transform them into the perfect soldiers, but the bladelings proved more independent of will than he had hoped. Although many of these fierce warriors still serve Bane today, others left Chernoggar long ago to seek a fate of their own devising.

SITES IN CHERNOGGAR

Most of Chernoggar is a rugged wasteland of ashen plains, bare rock, dry dead steppes, and vast belts of thorny brush. Ruined castles and the rusting wrecks of ancient war machines dot this bleak landscape. Crevasses that are many hundreds of feet deep wind through the plane. They pose a formidable obstacle to travelers on foot. Large stretches of the plane are virtually deserted. Though somewhere a great battle takes place constantly on the plane, Chernoggar is big, and out-of-the-way spots might not see fighting for years at a time. However, travelers might run into patrols, small bands of marauders, or hunting parties from either side anywhere on the plane.

The caves and tunnels of Chernoggar are home to all sorts of dreadful monsters that range from salamanders (who once served Tuern) to ropers, purple worms, and other deep-dwelling creatures. Some creatures escaped from the breeding pits of the goblins in Bane's service, and others Gruumsh brought to Chernoggar to test his warriors' fitness and courage.

Stairs of Woe: Only a handful of paths ascend the cliffs encircling Chernoggar's plateau. The best known is the Stairs of Woe, which climb from the dried seabed to the field of Chern, the great battlefield before Bane's fortress. Bane punishes cowards, traitors, and spies by imprisoning them in crow's cages along this tortuous climb. Bane uses these suspended cages of iron to show visitors the cost of drawing the Black Lord's ire.

Atop the stairs a guardpost offers visitors one chance to present themselves to Bane's servants and state their purpose in visiting Chernoggar. (It had better be a good one!) The guards assign minders (escorts who are guards and spies) to accompany the visitors wherever they go, watching carefully for any indication of treachery.

Tuer-Chern: Tuer-Chern is the Iron Fortress from which Chernoggar takes its sobriquet. Tuer-Chern is Bane's mighty stronghold. The size of the place is staggering. Its ramparts and walls encircle an area fully twenty miles across, and its gates and towers are beyond count. Tuer-Chern is unquestionably the largest single fortress in the cosmos, and only Moradin's fortress in Celestia or the infernal strongholds of Nessus in the Nine Hells rival it.

Although Tuer-Chern's defenses and barracks are hard to miss, the Iron Fortress is a great city as well as a fortification. Countless thralls and servants see to the menial tasks of maintaining the garrison. Vast foundries and armories ring eternally with the sound of weapons being forged. Dark chapels memorialize Bane's many victories, and shadowed libraries hold great collections of destructive lore. Legions of scribes and officials see to it that the Great Tyrant's will is enforced throughout his domain in the smallest of matters.

The heart of Tuer-Chern is Bane's throne hall, a mighty chamber so large in size that an entire mortal cathedral would fit inside it with room to spare. In the throne hall stands the Siege Terrible, the throne of the Black Lord. Few indeed can look upon Bane when he is seated here without falling to the floor in abject terror.

Clangor: Bane awards his exarchs and most capable underlings fiefs of their own to be ruled in his name. Clangor is one such feudal territory. It is a goblin fortress-city built in the sides of a fiery vent. It is governed by the goblin exarch Maglubiyet. Clangor is notorious for its gruesome arena games, in which captives are pitted against each other or forced to fight terrible monsters—sometimes with nothing more than a dagger or a cudgel. Below the arena lie vast breeding pits where goblin beastmasters seek to create ever more fierce and powerful monstrosities to loose upon the orcs of Nishrek.

The goblins of Clangor are not as dedicated to rigorous order as Bane's other servants, and Clangor boasts a small black market of planar traders and information-seekers.

Nishrek: On the far side of Chernoggar from Bane's citadel lie the volcanic mountains of Nishrek, the domain of Gruumsh. Once Nishrek was a dominion of its own, but in order to attack Bane the god of destruction brought Nishrek into Chernoggar. Bane's will prevailed, and Nishrek was halted hundreds of miles from Bane's dark citadel.

Nishrek's mountains are riddled with caves and crudely built stone orc holds. Earthquakes, avalanches of ash, windstorms, and fiery geysers torment the landscape, guarding Nishrek from Bane's legions as effectively as Tuer-Chern's iron walls deter Gruumsh's hordes.

Gruumsh dwells in a brooding keep called the Tower of Skulls. Several fierce exarchs and lesser powers serve Gruumsh, including Baghtru (an orc demigod of brute strength), Vaprak (an immense troll), and Luthic the Blood Moon Witch, who is consort to Gruumsh.

Zoronor: This walled town lies along the edge of the plateau. If Chernoggar has a port on the Astral Sea, Zoronor is it, although cargo must be dragged from grounded ships over the dry sea by lumbering dray-beasts. Zoronor is a sullen, violent bladeling town that serves as a base for mercenaries seeking work in other planes. A bladeling lord named Urlezar governs the town in Bane's name and rules with a surprisingly light hand. However, his apparent laxness is a cover under which numerous spies and informants ferret out disloyalty.

TOWER OF THE ADAMANTINE MAGE

In a forest of dead briars near the middle of Chernoggar stands an imposing tower of jagged stone. This tower is the home of Koth-Amar, the Adamantine Mage. An archmage of great skill, Koth-Amar long ago transferred his consciousness into a magically animated lifelike statue of adamantine. Koth-Amar is a notorious plunderer of magical lore from many planes, and he guards his ill-gotten treasures with deadly monsters. Worshipers of Ioun and Vecna have long sought to glimpse the knowledge within, but to date their efforts have failed.

HESTAVAR, THE BRIGHT CITY

A shining city of golden domes and precious stones among the clouds

HESTAVAR TRAITS

Type: Astral dominion.

Size and Shape: Earthmote archipelago extending for about 30 miles; bounded.

Gravity: Normal.

Mutability: Divinely mutable. (Deities control their own environs.)

Radiance Affinity: Attacks with the radiance keyword gain a +1 bonus to the attack roll, and attacks with the necrotic keyword deal half damage (ongoing necrotic damage is not affected).

The wondrous city of Hestavar drifts amid golden clouds. Hestavar represents the greatest heights of art, architecture, and invention that civilization can attain. It is a fantastically wealthy domain, with buildings roofed in gold and streets paved in precious stones. In Hestavar's mercantile arcades things that are too precious or scarce to be sold anywhere else can be found.

HESTAVAR

The most cosmopolitan and accessible of the astral dominions, Hestavar is a fantastically wealthy city of wonders.

Population: Approximately 300,000. Exalted souls and angels make up most of the population, with a smaller number of mortal beings.

Government: The deities Erathis and Pelor rule over Hestavar in name, but they leave the actual administration of the city to an efficient bureaucracy headed up by the high minister, an angel named Kemuel.

Defenses: Several legions of angels of battle, angels of valor, and exalted warriors.

Inns: House in the Clouds; Methion Arms; Garden of Geras. The Methion Arms is an excellent choice for travelers who desire a good mix of location, privacy, and reasonable rates.

Taverns: Silver Tankard; Andarman's Taproom; Kossian Vineyard.

Temples: Cathedral of Aurosion (Erathis, Pelor, and Ioun); University Chapel in Kerith-Ald (Erathis, Pelor, and Ioun). The palaces of Aurosion and Kerith-Ald include great halls of reverence, attended by angels and exalted clerics who served Erathis, Pelor, and Ioun in life. Smaller shrines dedicated to most other gods in the pantheon (even a few evil ones) exist elsewhere in the city, since the people of Hestavar are pious and give respect to all the deities.

Gigantic shimmering pale gold and silver clouds surround the city of Hestavar and mark its border with the Astral Sea. Through breaks in the clouds, approaching travelers spy slender towers and soaring domes high overhead. Astral vessels that enter the clouds emerge a few minutes later sailing upon the dazzling turquoise waters of the vast lagoon filling the lower third of the plane. Travelers without a vessel appear on one of the white sandbars dotting the perimeter of the lagoon. Dozens of islands covered in stately homes, white ramparts, and marble quays lie scattered over the surface of the lagoon, but the towns on the lagoon isles are only a small portion of the Bright City—most of the city is built atop the great floating earthmotes that mount higher and higher into the sky of the plane. Soaring bridges or buttresses link many of these motes, although other motes are free to drift.

It is always noontime in Hestavar. The clouds above the plane serve as its sun, shedding brilliant radiance from overhead. As the clouds drift and darken or brighten, the color and intensity of the light varies. At their darkest, the clouds take on a dark silver color like rainclouds, but brighter clouds behind them still glow intensely in a pale gold, peeking through in slanting beams like sunlight. It does not truly rain in Hestavar, but some of the earthmotes hold endless springs that feed small waterfalls high overhead. As lower earthmotes drift underneath, they pass through the falling mists.

POWERS OF HESTAVAR

Three greater deities make their homes in Hestavar. Pelor, the god of the sun, and Erathis, the goddess of civilization and invention, rule jointly over the plane. A court of valiant heroes, wise councilors, and great artists attend the two deities. Although Erathis does not share Pelor's boundless compassion or his enmity toward the forces of evil (tyranny is, after all, one of the forms that civilization may take), she greatly desires a peaceful, orderly realm and is a benevolent influence. When Pelor and Erathis do not wish to preside over their court, their palace draws away above the city, and the bridges linking it to the districts below vanish.

Ioun, the goddess of knowledge, plays a less active role in the affairs of the Bright City. She dwells in relative seclusion in a white tower filled with countless tomes and attended by many sages, scribes, and students of the arcane arts. On occasion, she leaves her tower on mysterious journeys to distant corners of the planes or the world. Some say she goes to visit days yet to come and records the events she observes in a secret book of prophecy.

Most of the citizens of Hestavar are **exalted**, mortal spirits who earned the favor of the deities during life and were granted life after life as a reward. However, Hestavar also serves as a crossroads of the

Astral Sea, and many creatures both mortal and immortal pass through its shining streets. Angels in the service of other deities, exalted spirits from other benevolent dominions, maruts, bladelings, mortal adventurers, eladrin lords, guardians such as nagas and sphinxes, and even the occasional githyanki or devil (protected by diplomatic assurances of good behavior) meet in the courts of Hestavar.

SITES IN HESTAVAR

Hestavar is filled with a constant bustle of activity. Ships ply the waters of the lagoon. Flying boats with sails like wings flit between the aerial islands of the higher districts. Although the plane presents a peaceful and friendly face to the Astral Sea beyond, it is not defenseless. The lagoon islands are heavily fortified, and many of the ships and aerial vessels are engaged in vigilant patrols.

Aurosion: A magnificent palace of gold that stands upon the highest of Hestavar's motes, Aurosion is the abode of Pelor and Erathis. A large and well-ordered bureaucracy of angels and wise mortal spirits governs Hestavar from the halls of Aurosion. Only the greatest of living mortals are permitted to approach the twin thrones, but on rare occasions Erathis and Pelor choose to bestow laurels on heroes of great renown.

The Field of Ida: This wide, flat earthmote is covered in a green daisy-flecked meadow. No permanent buildings have been erected on this meadow. Instead, great pavilions and viewing stands surround a broad tournament field. The field is the place where the folk of the city gather in times of celebration. Here the more valiant spirits of the city test their mettle in jousts or magical duels. On momentous occasions, the high lords and ladies of the city award victors with trophies or prizes of tremendous value.

Kerith-Ald, the Swan Tower: Ioun's dwelling place is Kerith-Ald. Kerith-Ald drifts on a lonely earthmote several thousand feet above the lagoon. Kerith-Ald's lower domes and halls contain a magic academy, a university, and a vast library—the finest to be found anywhere. Above these rise a slender white tower graced with a swan motif to which Ioun retreats when she desires time for reflection. Ioun holds court in the Hall of Enlightenment at the foot of the tower, and often bestows boons of knowledge on those who come seeking her favor. Although many people assume that Ioun's servants are academics who withdraw from worldly affairs, the cognoscenti of Kerith-Ald do not hesitate to intervene behind the scenes (often through mortal heroes) to safeguard places of learning or rescue works that would otherwise be lost forever.

LUCIO PARRILLO



Methion: Hovering a thousand feet above the city lagoon, this large, hill-covered earthmote is home to most of Hestavar's great mercantile emporiums and artisan workshops. Winding lanes and steep stairs climb up and down the sides of Methion linking dozens of courts and plazas. Small bookstores, jeweler's shops, goldsmiths, and curio dealers crowd together in an eclectic assortment of buildings and towers. Methion is the Bright City's principle marketplace for rare and unusual goods. The bazaar of the City of Brass may be a better market for arms and armor, but for the rarest and most wondrous treasures—especially implements, rings, and other magic jewelry—Methion is the place to go.

The Silver Tankard: On one of the larger of the lagoon isles stands the Silver Tankard, perhaps the best place in Hestavar to meet strange folk and hear interesting tales. The city boasts many taverns and inns, but the Silver Tankard's location on the lagoon means that astral wayfarers frequent it more than other places. Although no tavern in Hestavar is truly rough, the Silver Tankard comes the closest.

ADVENTURE IN HESTAVAR

Hestavar is normally a peaceful dominion, but sometimes danger lurks in surprising places. Devils, githyanki, and abominations such as astral stalkers sometimes ambush astral vessels as they come or go from the Bright City. Such creatures sometimes even raid the outskirts of the city, although Hestavar's defenses are formidable. Rarely, agents of hostile powers such as Vecna or Bane attempt something nefarious—espionage, kidnapping, or assassination. Mortal heroes visiting Hestavar could easily get caught up in skullduggery and intrigue as they try to ferret out such agents or stumble across villains engaged in some daring crime. Rival heroes or meddlesome demigods may find reason to work against the player characters. Finally, Hestavar's nobility—the greatest of the exalted mortal spirits who live in the Bright City—can be a prickly lot. They include a number of gallants quick to take offense when bumpkins from the mortal world fail to acknowledge their place. Heroes could become caught up in courtly politics, affairs of honor, or romantic rivalries that pit them against some of Hestavar's haughtier spirits. Brawls or pitched battles are unlikely in the Bright City, but lethal duels of sword or spell are not unheard of.

KALANDURREN, THE DARKENED PILLARS

A domain undone by a horde of demons, where few now venture

KALANDURREN TRAITS

Type: Astral dominion.

Size and Shape: Island of stepped plateaus about 120 miles across that sports two mighty peaks; bounded.

Gravity: Normal.

Mutability: Normal.

Alignment: Unaligned.

Cold Affinity: Attacks with the cold keyword gain a +1 bonus to the attack roll, and attacks with the fire keyword deal half damage (ongoing fire damage is not affected).

Once a peaceful, well-ordered domain of shining castles and noble warriors, Kalandurren is now a ruined landscape where dark powers squabble over the choicest plunder. Kalandurren was the dominion of the god Amoth, a power of justice and mercy, but thousands of years ago the demon princes Orcus, Demogorgon, and Rimmon took advantage of a cosmic conjunction to storm Kalandurren and destroy it. Amoth destroyed Rimmon and nearly split Demogorgon in two, but Orcus struck down the deity, and the demons prevailed. Divine hosts from the dominions of other deities soon drove out the victorious demons, but Kalandurren was marred forever.

Kalandurren is a large island dominion surrounded by a sea that pours endlessly off the edge of its being. Ships that sail over the edge continue straight on, soaring gently upward through damp, billowing mist into the Astral Sea. Visitors approaching from the Astral Sea catch glimpses of its waterfalls and peaks through a flickering color veil of pale gray. The isle itself consists of overlapping stepped plateaus covered in rolling hills, rising up to two towering pillarlike mountains. The many lakes and streams at the edges of the plateaus that flow off the edge of the plateau endlessly give the island the appearance of a great white fountain.

Long ago, a great golden orb that shone like the sun capped the mountain Aurama, and the mountain Argeno supported a white orb that gave forth silvery moonlight. Now the great orbs are blackened and dark, leaving only a dim gray gloom that pervades the whole plane from its steel-colored sky. Kalandurren is cold and cheerless, its temperature hovering just above freezing, and light flurries of snow sometimes fall amid driving blasts of wind.

POWERS OF KALANDURREN

No deities reign over Kalandurren, and large portions of the dominion are completely abandoned. Its current denizens include stranded demons, a handful of ancient guardians still protecting treasure vaults and places of power, and the Doomguard—a plane-spanning warrior society dedicated to destroying anything that attempts to impose its order on the cosmos, be it deity, devil, domain, or natural law.

The demons present the most serious threat to visitors. Some of the old portals used in the long-ago demonic assault still function intermittently. These portals allow more Abyssal denizens to trickle into the dominion. Demons prowl many of the ruins, squabbling over territory. The Doomguard, on the other hand, jealously guards a handful of strong citadels near points of particular interest. Although the Doomguard claims all of Kalandurren as its hidden redoubt, the Doomguard leave most of the ruins to whatever demons or other monsters see fit to lair there.

SITES IN KALANDURREN

Kalandurren was home to several large cities and scores of proud castles in its day. Most of these lie in ruin now. Bands of devils, githyanki, and mortal adventurers sometimes come to Kalandurren to search for a fabled artifact, to ferret out a long-lost piece of lore, or to see what they can unearth. Servants of Vecna are the most common of these ruin-delvers, and they often waylay others who unearth choice prizes.

Citadel Exalhus: The most important of the Doomguard strongholds is Citadel Exalhus. Here the doomlords—the secret masters of the society—take counsel. The high doomlord is Nariche, an evil and pitiless human female who sends powerful Doomguards to marshal hordes against bastions of civilization, whether tyrannical or benevolent. Nariche is intent on collecting the scattered pieces of an ancient artifact known as the *Rod of Seven Parts*, but what she intends to do with it, only she could say. The Doomguard has many powerful enemies, and so it slays any intruders its warriors detect by default.

Rimmon's Cairn: The slain demon prince Rimmon is entombed in a great barrow in the shadows of Argeno. The divine hosts who drove Orcus and Demogorgon from the dominion wove great wards of power to contain Rimmon's evil where the demon prince fell. From time to time, some maniac or minor demon seeks to destroy the wards, hoping to consume Rimmon's essence and thereby acquire the power of an Abyssal lord.

THE NINE HELLS

Abandon hope, all ye who enter here

THE NINE HELLS TRAITS

Type: Astral dominion.

Size and Shape: Planet roughly 7,000 miles in diameter and riddled with continent-sized caverns; recursive.

Gravity: Normal.

Mutability: Normal.

Plummet to Avernus: Creatures who fall through the dominion's color veil anywhere other than the storm clouds above the Lake of Despond take 5d10 falling damage, are knocked prone, and take ongoing 10 fire damage (save ends).

Cold Affinity (Stygia and Cania only): Attacks with the cold keyword gain a +1 bonus to the attack roll, and attacks with the fire keyword deal half damage (ongoing fire damage is not affected).

Corruption (Minauros and Maladomini only): Attacks with the disease or poison keyword gain a +1 bonus to the attack roll. Healing powers restore only half as many hit points as normal.

Fire Affinity (Avernus, Dis, Phlegethos, and Nessus only): Attacks with the fire keyword gain a +1 bonus to the attack roll, and attacks with the cold keyword deal half damage (ongoing cold damage is not affected).

Inveiglement (Malbolge only): Attacks with the charm or illusion keyword gain a +1 bonus to the attack roll.

The Nine Hells are the home of the terrible race of immortals known as devils. The hells are housed within a tormented world called Baator that is clouded in ash and smoke. Within this fuming orb lie cauldrons of lava, bitter seas of ice, and cities of scorching iron. Each hell (except Avernus, the first) is a buried continent, a cavern of tremendous size. Each lies deeper than its predecessor. Nessus, the ninth, is a fiery rift at the center of the devils' planet-sized dominion. Some hells are fiery, some are bitterly cold, some are poisonous mires, and some are cruel fortresses—but all are terrible beyond mortal endurance, and only the greatest and most foolhardy of heroes dare venture within.

The color veil of the Nine Hells is a roiling cloud of red smoke that occasionally parts to permit glimpses of the orb below: the burning desert of Avernus, which forms the surface of this tortured world. Astral travelers that pass through the plane's color veil find themselves dozens of miles above Avernus. Vessels (or individuals) that can't fly in worlds with normal gravity plunge to the ground in a fiery, buffeting whirlwind. Oddly, many travelers survive this descent—it seems the Nine Hells are not so merciful as to kill their victims too quickly. The only safe way

to enter the Nine Hells is to locate the storm churning above the Lake of Despond, birthplace of the Styx, and descend through its churning funnel. Vessels alight on the lake, but travelers without a vessel drop painfully onto the stony shore.

Unless the traveler can fly, it is much easier to enter the Nine Hells than it is to leave. Ascending the storm above the Lake of Despond is impossible, but some stories claim that the Styx pours back out into the Astral Sea after its frozen passage through Cania.

POWERS OF THE NINE HELLS

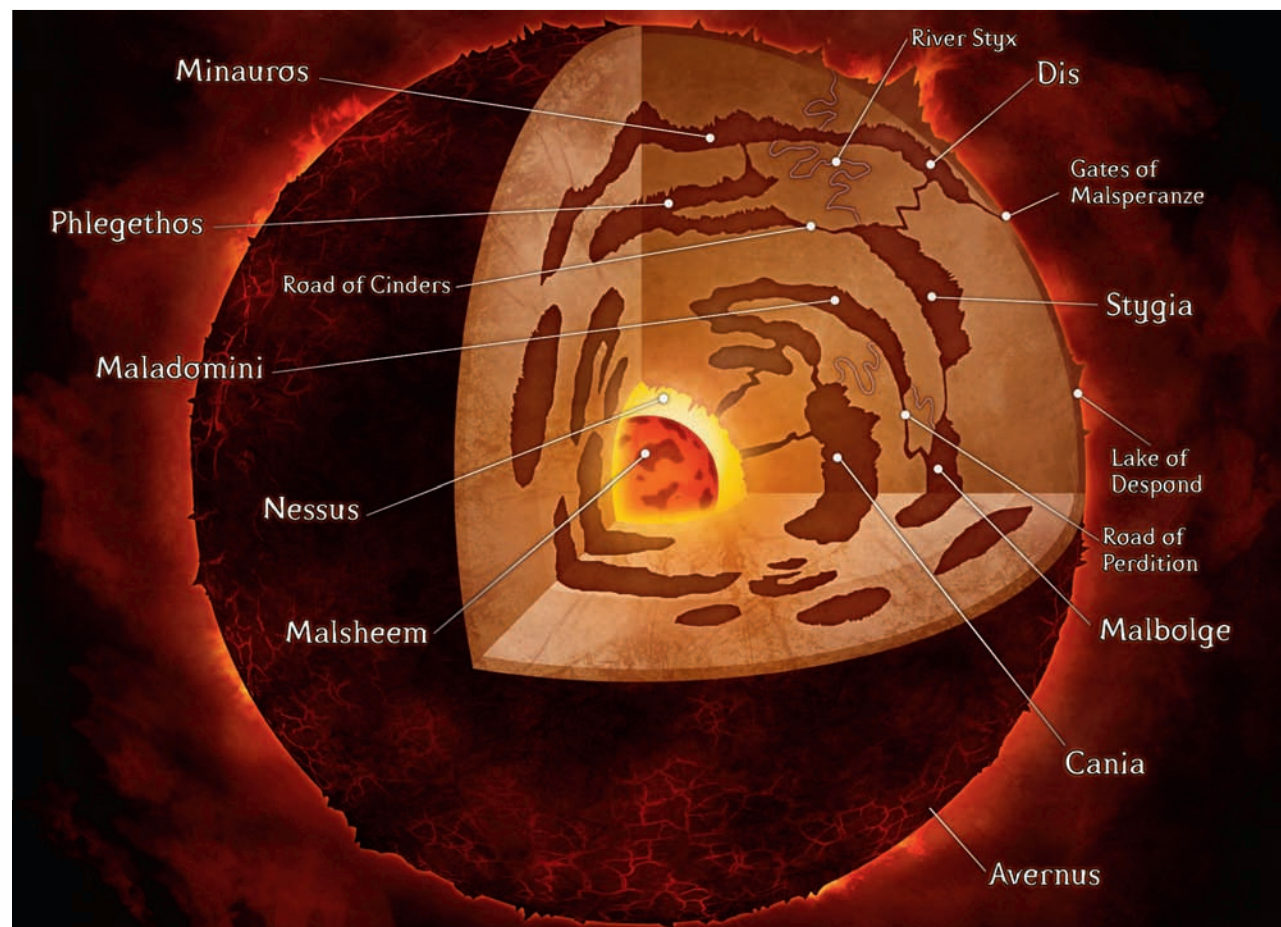
Countless legions of devils are imprisoned within this cavern world. They are bound for all time to the ruined dominion of the deity they rebelled against long ago. Each layer is governed by one of the **Lords of the Nine**. Most of the lords are **archdevils**, unique devils of great power. Archdevils too weak or disloyal to rule a layer of their own serve as viziers or vassals to one of the Lords of the Nine or languish in disfavor and exile, waiting for the chance to supplant one of their betters.

Archdevils are the dukes and princes of the Nine Hells, and they constantly scheme and plot against their peers in a never-ending quest for more power. Mephistopheles dreams of displacing Asmodeus. Baalzebul loathes Mephistopheles. Glasya hates Levistus, who in turn plots his revenge against

Asmodeus. Asmodeus fears no single lesser archdevil (except possibly Mephistopheles), but even the Prince of Nessus dreads the day when the other archdevils unite against him. Asmodeus carefully fosters rivalries and distrust among the other archdevils to prevent such a day from ever coming to pass.

Beneath the archdevils are the ranks of the infernal hierarchy. The Nine Hells are highly organized, and each devil has its own place that corresponds to its own personal power. The mighty pit fiends are the barons and nobles of the Nine Hells, each sworn to the service of one or another of the archdevils. War devils are the generals and captains of the Nine Hells. Brazen devils are elite guards, pain devils are torturers and jailors, spined devils are lowly scouts and messengers. Every devil has its place. The archdevils reward lesser devils that excel in their duties by transforming them into progressively more powerful forms through agonizing rituals.

Devils delight in claiming mortal souls—the **damned**. The Nine Hells are filled with the wretched spirits of mortals. Some deliberately gave themselves to the service of the Nine Hells in life, some did the devils' work unwittingly, and some had the misfortune to fall under fiendish power. The damned appear much as they did in life. They are reborn in the Nine Hells in a form of flesh and blood, although they are gaunt and frail. Through the tormenting of



the damned, devils harvest the power inherent in the mortal soul—power to fuel infernal rites, to animate infernal constructs, to strengthen archdevils, or to fortify defenses. Although most damned souls are imprisoned until expended, a scant few—those who served the Nine Hells with particular ability in life—are rewarded with transformation into lesser devils so that they may continue to serve the Nine Hells throughout eternity.

AVERNUS, THE FIRST HELL

The first layer of the Nine Hells is Avernus. It is the surface of Baator's ruddy orb. It is a desert of stone, pumice, and ash broken by the occasional range of low, jagged mountains or a flowing river of lava. The fortresses of devils dot its landscape surrounded by the debris of countless battles. During the most fierce outbreaks of the Blood War, hordes of demons often invade Avernus. Consequently, it is defended by legions of infernal warriors and daunting strongholds.

Unlike the deeper hells, Avernus has a sky. In the sky, sullen, roiling clouds of red and black constantly flicker and burn with goutts of orange flame. Streaking fireballs posing a significant threat to any creatures caught out in the open (see "Avernus Cinderstorm," page 23) pelt the barren landscape below at odd intervals. The air is hot, dry, and acrid, fouled by volcanic fumaroles.

The mighty pit fiend ruler of Avernus is Bel, chosen by Asmodeus for his loyalty and his military genius. Bel is a cool, calculating creature that carefully avoids the intrigues of the other lords. A circle of pit fiends known as the Dark Eight serve as Bel's vassals and councilors. Bel governs only at their pleasure, and he must constantly consider whether his actions will meet with the approval of the Dark Eight.

Avernus is also home to a number of lesser archdevils currently in disfavor, such as Azazel, Moloch, Nergal, and Raamoht. Most are deeply engaged in various plots and schemes to seize a place of true power again or at the least discredit any Lord of the Nine they perceive to be vulnerable to such tactics. Avernus is the largest and most desolate of the hells, so many outcast devils or those few damned who escape their torments hide in its barren mountains.

The Bronze Citadel: The Bronze Citadel is the seat of Bel's power. It is a mighty fortress of fourteen concentric rings, each studded with forbidding towers and infernal war machines. Thousands of spined devils, bearded devils, and legion devils are housed in its vast barracks. Adventurers captured in Avernus and those folk who hope to obtain a letter of safe passage through the Nine Hells are brought here to plead their case before Bel or one of his appointed lieutenants.

Darkspine: Once a corrupt city in the mortal world, Darkspine was engulfed by a great planar rift and brought to the plains of Avernus—a fitting end for its wickedness, according to some. Its ruins are mostly abandoned now, but a handful of desperate wretches still skulk through the burned buildings. Gangs of pain devils and bearded devils rummage through the debris, hoping to ferret out an escaped damned soul or unearth an interesting bauble.

Gates of Malsperanze: Many caves in Avernus lead down to other hells below, but the most notorious is a great archway guarded by towering gates of iron. Molten runes above the gates read, "Abandon hope, all ye who enter here." The gates stand open, and beyond them a road descends steeply to the iron city of Dis, second of the Nine Hells.

Lake of Despond: This large, bitter lake marks the birthplace of the River Styx. Souls newly arrived in the Nine Hells awake on its rocky shores where they are quickly snatched up by devils assigned the task of collecting the damned. A great funnel-like storm cloud churning above the lake marks the only safe descent from the Astral Sea to Avernus, so most planar travelers arrive in the Nine Hells at this point. Naturally, the devils looking out for damned souls often try to collect them, too.

THE RIVER STYX

The Styx is a dark and dismal stream that meanders through the Nine Hells. Born in a bitter lake amid basalt cliffs on Avernus, it is linked to the Astral Sea by a seething funnel of storm clouds dense enough to bear astral vessels down to the plains of Hell. It races in a reckless black torrent through steep gorges in Avernus before disappearing into a fuming cavern and plummeting down to the fetid marshes of Minauros. Slow and sluggish at that point, it wanders on a long, dark journey before emerging again in the icy sea of Stygia. The Styx then flows through Malbolge and Maladomini before it ends in the great glaciers of Cania, missing only Dis, Phlegethos, and Nessus in its travels.

Although it is a deadly perilous path, the Styx offers bold adventurers a road leading deep into the Nine Hells, especially if they can find or build a sturdy vessel. The plunges from Avernus to Minauros and from Minauros to Stygia are precipitous and can only be navigated by an expert boater in a vessel no larger than a keelboat. Riding the Styx may seem like the course of a lunatic, but few devils patrol its shores, and it's the best way to reach the middle hells without fighting through legions of devils first.

DIS, THE SECOND HELL

A road littered with skulls leads twenty miles or so from the Gates of Malsperanze down to the vast cavern of Dis. The cavern is illuminated by the ruddy glow of sluggish lava streams and red-hot iron. The cavern is more than a hundred miles wide and easily ten miles tall, and jagged mountains and sheer ravines break up its floor. Bridges of iron span dizzying drops until the road reaches the walls of the Iron City of Dis, from which the whole layer takes its name.

DIS

The largest and most well known of the cities in the Nine Hells, Dis is a vast maze of searing iron ramparts, dark alleyways, squalid slums, and squares where iron gargoyles brood.

Population: Approximately 400,000. Dis is large enough for many more, but much of the city is an uninhabited maze of iron walls and blind alleys. Devils and the damned make up the vast majority of the population, with a considerable number of cambions, tieflings, and assorted planar travelers.

Government: The archdevil Dispater is the supreme ruler of Dis. The city is a cruel and effective tyranny. Every devil knows its place.

Defenses: Thousands of legion devils, spined devils, bearded devils, and succubi dwell in Dis. The city is a tremendous fortress.

Inns: Crown of Iron; Fool's Hope; King's Arms. All are located in the slum area known as the Fetters, where planar travelers often wind up.

Taverns: Wages of Sin; Filched Kiss.

Supplies: The Fetters's market stalls are the best option for routine provisions, but decent food is rare and expensive. Arms, armor, and magic are available in the city's foundries, where many damned who were skilled artisans in life are put to work by Dispater's devils.

Temples: House of Shadows (Zehir); Fane of Glory (Tiamat); Shrine of Swords (Bane). All are located in the Fetters. The Hall of Infernal Might (Asmodeus) is a sprawling cathedral of iron located in the heart of Dis. Devils don't worship Asmodeus, but many of the damned do. It's how they got to be here in the first place.

Dis sprawls over miles of steep hillsides. It is a tangled maze of iron ramparts, black towers, and ramshackle alleyways. Vast dungeons of iron lie beneath the crowded streets. Travelers must be careful to avoid brushing up against walls, gates, and other such objects within the city, for most are searing hot.

The master of Dis is the archdevil Dispater, Father of Strife. Dispater rarely leaves his Iron Tower, preferring to govern his domain through minions and functionaries. Patient, deceitful, and meticulously careful of his personal safety, Dispater has survived the politics of the Nine Hells for ages uncounted. He rules over a small court of lesser archdevils, including Titivilus, Nuncio of the Iron Tower, and Biphant, the provost of Dis.

The Fetters: The city of Dis is the one place in the Nine Hells where creatures from outside the dominion can come to engage in trade, barter information, or seek infernal audiences. The Fetters is the name for the city district where these outsiders gather, along with damned souls who were clever or valuable enough to avoid the torments reserved for most of the Nine Hells' victims. Somehow many of the outsiders who come to Dis find themselves stuck here and never leave the Nine Hells—hence the name of the district. The Fetters is a sprawling, dismal slum crowded with shrines to dark deities and dilapidated palaces where splendor has long ago peeled away to reveal the rot beneath. Gangs of vicious thieves fight for control of the Fetters, but their freedom is an illusion. Dispater's spies and informants keep the archdevil apprised of dealings here.

Mentiri: The vast prison of Dis lies in the heart of a confusing labyrinth that is guarded by bone devils, bearded devils, chain devils, and barbed devils. Living mortals captured in the Nine Hells languish here. The inmates include crusading paladins, planar mercenaries, demon cultists—and more than a few luckless adventurers. The souls of mortals who somehow wind up in the Nine Hells without damning themselves in life are also held here. Due to ancient compacts, these do not belong to the devils and cannot be tormented or destroyed—but neither need they be released.

The Iron Tower: The citadel of Dispater is the Iron Tower, a mighty fortified palace that stands above the center of the city by hanging down from a gigantic stalactite in the cavern ceiling. The tower itself answers to Dispater's will. It forms new corridors and walls off intruders in blind mazes at the archdevil's whim. Within its bounds, Dispater is immune to assault.

MINAUROS, THE THIRD HELL

A road lined with gibbets leads from the lower gate of Dis and descends deeper and deeper as the city's cavern gradually broadens into the even vaster cavern of Minauros. Dank and brooding, Minauros extends for three hundred miles or so beneath a ceiling that is rarely more than a few hundred feet overhead. Towering columns of rock scattered every mile or two support the ceiling above. The only light comes from the faint luminescence of stinking, yellow-green swamp mists. Oily, foul-smelling water seeps down through the ceiling and falls as an endless rain to create a black, muddy bog throughout most of Minauros. In some places, warmth rising up from below heats the bogs of Minauros into stinking mud geysers.

Minauros is the domain of the archdevil Mammon, the King of Greed. Given to insatiable lust and avarice, Mammon is a vile, duplicitous creature that retains his position only by shamelessly fawning before

Asmodeus. Despised by the other Lords of the Nine, Mammon must find his allies beyond the Nine Hells. Consequently, he seeks to corrupt powerful mortals through avarice and lust. Mammon constantly promotes and casts aside lesser devils, so the mires of Minauros are full of devils hoping to win their way back into his good graces.

Minauros, the Sinking City: Mammon's seat of power is the city of Minauros, from which the cavern takes its name. Black muck oozes up between the paving stones, streets buckle and shift, and from time to time entire buildings vanish into the slime below. Mammon's gilded palace leans drunkenly as its foundations sink, but somehow it never completely collapses. Within the palace, the King of Greed surrounds himself with vast amounts of tawdry and tasteless (but valuable) treasure and legions of lesser devils.

Jangling Hiter: Jangling Hiter, the City of Chains, is the domain of the chain devils (kytons). The buildings of Jangling Hiter are kept from sinking into the layer's mire by great chains anchored in the rock of the cavern ceiling. Many are the torments of the Nine Hells, but nowhere are the damned more cruelly or creatively made to suffer as they are here. Damned souls are brought here from all corners of the plane and herded into Jangling Hiter by the scores every day. The bloated archdevil Sagirsa, a loyal vassal to Mammon, governs the city.

Labyrinth of Truths: The Labyrinth, a grim fortress of worn gray stone, is a vast repository of records kept by Mammon's underlings. Most of these are useless now, but a few are of inestimable worth—ancient treasure maps, books holding terrible rituals, and scrolls that record words of power forgotten elsewhere. A horde of lesser devils guards the Labyrinth.

PHLEGETHOS, THE FOURTH HELL

Dripping steps cut into the muddy geysers of Minauros descend for scores of miles to the fiery cavern of Phlegethos. Curtains of lava pour down from fissures in the ceiling of this hell to pool in great lakes of molten rock or race riverlike along slag-splattered courses. Mountainous volcanoes that contribute to the fiery destruction rise from the cavern floor. The air is scorching hot and flecked with ash.

Phlegethos is a long, twisting cavern world about thirty miles wide, two hundred miles long, and one to ten miles in height. It descends steeply from its upper end—where stairways from Minauros emerge at the feet of great rocky columns—down to a black plain of cracked and cooling lava. Amid this desolation stands the city of Abyrimoch, the only one in this nightmarish landscape. The Road of Cinders runs from the depths of Abyrimoch. The Road is a broken maze of old lava tubes that wind into the darkness. This maze serves as the corridor linking Phlegethos to Stygia, the fifth hell, but it is a dangerous path indeed.

5



DAARKEN

Sudden floods of lava spill down into this maze often to overtake travelers far from the layer's normal boundaries.

The archdevil Fierna rules over Phlegethos, but her father Belial stands beside her throne. Belial is the patron of secrets and seduction, an old and canny archdevil indeed. Fierna is the patron of fire and pleasure. Belial has long schemed against Levistus, the Lord of Stygia, but Fierna has little interest in that frozen domain. She instead courts the favor of Glasya, who rules the domain of Malbolge.

The Lake of Fire: The Lake of Fire is a vast lake of burning pitch in the middle of Phlegethos. It has long been considered a neutral ground in diabolical disputes. The angelic army of Asmodeus was encamped in this spot when the prince of Nessus succeeded in slaying the divine master of this realm, and here the dying deity's wrathful curse struck, submerging the faithless angels in seething fire. Despite their resistance to fire, devils still cannot abide the torment of this lake, and devils who earn the wrath of Asmodeus are often condemned to be chained in the burning pitch for years at a time.

Abyrimoch: Fierna and Belial rule from their palace in Abyrimoch, a city built in the caldera of an active volcano. Abyrimoch is the home of the Court Infernal, a circle of pit fiends who settle disputes between devils (and from time to time, the plea of a damned soul who thinks he or she has been unfairly condemned). Abyrimoch is the strongest fortress in the middle hells, and its black towers house vast numbers of legion devils and elite cadres of barbed devils, bone devils, and war devils.

Tymphalos, the Mouth of Iron: This volcano houses a tremendous foundry where lesser devils and hundreds of duergar toil to forge the weapons of Hell and create various infernal constructs. The archdevil Tymphal, a mechanical genius

and master smith, supervises this work. Tymphal distrusts Fierna's reckless passions and has chosen to immerse himself in his work and to ignore events outside his volcanic workshop.

STYGIA, THE FIFTH HELL

The tortuous Road of Cinders wanders for hundreds of miles through the broken maze of lava tubes and rifts. As the traveler leaves behind the furious heat of Phlegethos, the Road grows darker and colder until at long last it emerges on the shores of a frozen sea—Stygia, the fifth of the Nine Hells. Stygia is an icy domain, dotted with jagged icebergs and dimly lit by green-blue auroras of frostfire that flicker in the upper reaches of the miles-high vault.

Stygia is a vast layer, and it extends for more than fifteen hundred miles. Its ceiling is supported by a handful of mountainous columns that rise like islands from its frozen seas. It lies at about the same depth as Phlegethos, but due to the twists and turns of the Nine Hells' caverns, it underlies the layer of Dis. Hidden stairs of ice-covered iron in one of Stygia's mountain-columns lead up many long miles to link the two domains. At its farther shore, several long, icebound canals lead off into the darkness toward distant Malbolge.

The archdevil Levistus is master of Stygia, but he is imprisoned in his own domain. Long ago he murdered Bensozia, the consort of Asmodeus and mother of Glasya. In punishment, Asmodeus entombed Levistus in one of the layer's towering icebergs and gave his domain to the archdevil Geryon. However, a century ago Asmodeus dismissed Geryon and restored Stygia to Levistus's rule—but he did not free the Prince of Betrayal from his icy prison. Levistus is still frozen, but he is awake and aware, and he rules through intermediary devils he commands with the power of his mind.

THE DENIZENS OF HELL

As you might expect, the Nine Hells steadily increase in danger, because more powerful devils reside in deeper levels. Adventurers can find traveling pit fiends and archdevils in any of the Nine Hells, but most of the devils residing in the upper hells are much weaker than these mighty fiends. Common devils encountered on each layer include those listed below; statistics for these monsters can be found in Chapter 6 as well as the *Monster Manual*.

Avernus: Bearded devil, hell hound, legion devil grunt, legion devil hellguard, spined devil

Dis: Bearded devil, cambion hellsword, hell hound, legion devil grunt, legion devil hellguard, pain devil, spined devil, succubus

Minauros: Bearded devil, cambion hellsword, chain devil, legion devil grunt, legion devil hellguard, pain devil, hellstinger scorpion

Phlegethos: Chain devil, barbed devil, barbed devil enforcer, bone devil, firebred hell hound, legion devil hellguard, legion devil veteran, hellstinger scorpion

Stygia: Barbed devil, barbed devil enforcer, bone devil, legion devil veteran, ice devil, succubus

Malbolge: Barbed devil, barbed devil enforcer, bone devil, cambion hellfire magus, chain devil, legion devil veteran, succubus

Maladomini: Barbed devil, barbed devil enforcer, bone devil, cambion hellfire magus, legion devil veteran, legion devil legionnaire, storm devil, war devil

Cania: Bone devil, cambion hellfire magus, ice devil, legion devil veteran, legion devil legionnaire, storm devil, war devil

Nessus: Brazen devil, firebred hell hound, storm devil, legion devil legionnaire, pit fiend, war devil

The powerful pit fiend Amon serves as Levistus's seneschal. He oversees armies of bone devils, ice devils, and storm devils, which are all common in Stygia. Most other devils avoid the layer. Its bitterly cold seas can quench even a devil's fire.

Tantlin: Carved from the ice of a giant iceberg, Tantlin is the largest city in Stygia. Its structure consists of concentric rings. Lesser devils are consigned to the outer districts and forbidden from setting foot in the inner circles on pain of death. Although Tantlin is deep in the middle hells, it sees a fair amount of nondevil visitors. A number of well-guarded icy portals adrift in the surrounding sea link Stygia to various parts of the mortal world. Only Dis sees more traffic with outsiders. Of course, visitors are tolerated only as long as a powerful devil (a pit fiend or war devil) guarantees their safe passage.

Tomb of Levistus: The iceberg prison of Levistus drifts slowly throughout the dark reaches of Stygia. The frozen archdevil's form is visible through the exceptionally clear ice, where it is entombed about 100 feet deep inside a towering rampart. The iceberg is enchanted, and it quickly regenerates any effort to excavate its prisoner. Ice devils stand guard over the iceberg, but they have been known to accept bribes to allow visitors into Levistus's presence. The archdevil can perceive and communicate with those who stand immediately outside his prison.

MALBOLGE, THE SIXTH HELL

Hundreds of miles from the frozen sea of Stygia lies the great cavern of Malbolge. Long icebound canals link the two layers. They thaw gradually as the traveler approaches the sixth hell. Malbolge is a poisoned garden, a realm that seems fair at first glance, but which conceals terrible rot and despair. Its trees are twisted and brown, its ponds and streams hold poisoned waters, the fragrance of its flowers brings dark, drugged sleep and nightmares, and its white cities and proud towers are charnel houses.

Malbolge is one of the smaller of the Nine Hells. It is a cavern kingdom less than a hundred miles wide. Dozens of great lamps burning with a yellow-green radiance hang from the ceiling a mile overhead. The cavern floor is covered in dead forest and meadows dotted by ruined palaces and abandoned pavilions. This domain was once a beautiful garden in truth, cherished by the deity who ruled over this dominion before the rebellion of Asmodeus, but it is beautiful no longer.

The archdevil Glasya, daughter of Asmodeus, rules Malbolge. She is brilliant, seductive, manipulative, and thoroughly wicked. She delights in playing with those who fall into her power by mixing subtle mockery and cruel teasing with queenly hauteur. She may seem decadent and uncaring, but Glasya surrounds herself with devils (and other servants) who leap to do her bid-

ding. Her chief lieutenant is Tartash, the high marshal of Malbolge. He is an archdevil who commands the elite palace guard of brazen devils and war devils.

Although devils of all sorts can be found in Malbolge, monstrous insects and hellstinger scorpions also plague the layer.

Garden of Delights: Enclosed within the walls of a lovely palace, the Garden of Delights is a cruel place indeed. It is a glimpse of true beauty within the lie that is Malbolge. Glasya keeps it pristine to tantalize and mock her victims. Here succubi soothe broken prisoners, whispering temptations in their ears and promising escape from torment. Of course, nothing adds to the agonies of the Nine Hells more than a promise of relief cruelly rescinded.

Osseia, Palace of Glasya: Glasya governs her layer from a lustrous white palace whose walls and archways are lavishly decorated with baroque ornamentation. Only on close inspection does it become clear that the structure is made from the lacquered bones of countless victims. Glasya's court includes many succubi as well as reckless mortal courtiers, damned souls of wit or nobility, and high-ranking devils who have fallen out of favor with the other Lords of the Nine. When she tires of her playthings, her guard of brazen devils whisk them away to imprisonment or execution in virtual forests of the impaled.

MALADOMINI, THE SEVENTH HELL

A great marble boulevard lined with grotesque statues known as the Road of Perdition leads from Malbolge to Maladomini, the seventh hell. This layer consists of dozens of vast tunnels that meet and diverge in a maze stretching for hundreds of miles. Maladomini is one of the largest of the hells, and its branching passages link all the lower hells together—in various spots its tunnels reach Malbolge, Cania, and even Nessus.

The tunnels of Maladomini average three to five miles wide, with a ceiling a thousand feet or more overhead. Each tunnel is a long, curving cavern featuring ancient strongholds, crumbling cities, and ruined palaces that climb the tunnel's steep sides. Rivers of filth and sludge wind through the center of each tunnel. Swarms of biting flies plague all who venture through Maladomini's polluted ruins. Guttering green flames fed by pitch seep along the river banks and drifting balls of luminous green fire provide a dim, sickly illumination for the layer, but some tunnels lack this natural lighting and brood eternally in foul, cloying darkness.

Many infernal fiefs are located in Maladomini, and the strongholds of many quarrelsome pit fiends and war devils are located here. The ruler of the layer is the archdevil Baalzebul, the Lord of Flies. Decades ago Asmodeus caught Baalzebul plotting against him. In punishment, Asmodeus transformed the lord of

Maladomini into a horrible, sluglike form. Thoroughly beaten, Baalzebul now focuses his attention on wriggling back into the good graces of Asmodeus and earning release from his wretched state. If he can do so by ruining his ancient rivals Dis or Mephistopheles, so much the better. Baalzebul's consort is the powerful archdevil Lilith, who counsels the Lord of Flies in his plotting so that he (and therefore she, too) might be restored to his former glory. Other archdevils in Baalzebul's entourage include Barbatos (marshal of Maladomini) and Nebaz, the Herald of Lies.

Malagarde: The embodiment of Baalzebul's sloth, Malagarde is a once-grand city that is crumbling into ruin. Armies of damned souls and lesser devils labor to raise new buildings or repair streets slumping into sludge, but their efforts seem pointless, and the decay advances. A miasma of fatalism pervades the city. Visitors often fall into a gray despair and never muster the willpower to leave Malagarde. Baalzebul rules from the Palace of Filth, a vast structure constantly filled with refuse by lesser devils in obedience to the punishment decreed by Asmodeus.

The Carnival Macabre: Under a sluice that shows filth into a mucky vale, devils cavort in an endless bacchanal known as the Carnival Macabre. Dark pleasures and degradation of the most unspeakable sort are available within the Carnival's filth-splattered pavilions. The Carnival is home to a thriving black market in which devils barter for things forbidden even in the Nine Hells—stolen souls, treasures hidden from the Lords of the Nine, writs of safe passage, and books of banned rituals.

Grenpoli: Violence is forbidden within the walls of Grenpoli, the City of Guile. Much like the city of Dis on the second layer or Tantlin in the fifth, Grenpoli is a place where commerce and intrigue come together. It lies on a broad and easily navigable portion of the Styx, and trade bound from the middle hells to the lower hells often passes through its dilapidated storehouses.

The politics of the Nine Hells flowers in Grenpoli because this city is the place where the infernal bureaucracy established by Asmodeus carries out its business and the emissaries of the Lords of the Nine (and other powers) meet. Grenpoli is ruled in Baalzebul's name by a powerful cambion named Mysdem, but the true power in the city is the pit fiend Lenphant, the chief administrator of the infernal bureaucracy.

CANIA, THE EIGHTH HELL

The winding tunnels of Maladomini eventually connect to the vast, cold cavern of Cania. This great vault is a mountain-floored gulf several hundred miles across and dozens of miles in height, an icy kingdom shrouded in eternal night. Only a dim blue-white radiance glimmering from the mighty glaciers of the layer alleviates the darkness. In places where

no glaciers are nearby, Cania is lightless. Violent, howling winds that quickly overcoming all but the hardiest of creatures blow a stinging spray of ice and dust over Cania's mountains and icefields.

Much like Maladomini above, Cania was once a realm of great cities before the rebellion of Asmodeus. Although the cities of the seventh hell have crumbled into unrecognizable ruin, the cities of Cania are preserved in the icy depths. Here the remnants of the ancient domain that existed before the fall of the devils still exist in the form of icy tombs, forgotten libraries, and ghost-haunted palaces. Many of the angels who refused to rebel were condemned to torment and death here, and they linger in Cania's depths as undead creatures of terrible power. Even devils fear to delve too deeply into Cania's depths, preferring to leave these ancient ruins alone.

Because of this legacy of buried powers, the archdevil Mephistopheles—second in might only to Asmodeus himself—chose Cania for his own realm millennia ago. Some whisper that the treasures Mephistopheles has unearthed from the depths of his domain include the secrets of hellfire, as well as baleful weapons strong enough to deter even Asmodeus from interfering in this layer. Proud, handsome, and princely in demeanor, Mephistopheles has made a long career of tempting mortals with power, especially magical power, and is the patron of many infernal pact warlocks.

Mephistopheles's great strength lies in his command of the ice devils, or gelugons. These were once a mercenary race of demons akin to mezzodemons, but he entrapped them in perpetual servitude millennia ago, transforming them into denizens of the Nine Hells. Although Mephistopheles permits ice devils to serve other archdevils, they are bound to obey him before any others—a significant bit of insurance for the lord of Cania. Mephistopheles also commands the loyalty of several important archdevils, including Adonides (steward of Cania), Bifrons (commander of a great legion of ice devils), and Belphegor (warden of the hellfire fonts beneath Mephistopheles's palace).

THE ICY DARK OF CANIA

Cania's bitter cold can quickly kill any creature not immune to its effects. Devils dwelling in this layer are acclimated by an infernal ritual, but more than a few foolish mortals have died in Cania's icy wastes.

Cania is an environmental danger (see the *Dungeon Master's Guide*, page 158). All characters without resistance or immunity to cold must attempt a DC 29 Endurance check once every hour or lose one healing surge. Characters who have no healing surges left lose hit points equal to their level instead. Creatures slain by exposure to Cania's cold are quickly entombed in ice, their features frozen in expressions of horror and dismay.

Mephistar: Carved from the ice of a tremendous glacier, the citadel of Mephistopheles is oddly warm and inviting. It is an enormous castle with literally thousands of living spaces and a horde of guards and servants to attend the lord of the eighth hell. The palace and all its furnishings—even the throne of Mephistopheles—are carved from ice. Slaves and artisans tend to the palace, its contents, and its lord. One of Mephistar's courtyards holds the Garden of Frost, a perfectly detailed frozen facsimile of a living garden accurate down to each delicate icy petal of the smallest flower.

Kintyr: Kintyr is a lost city seated high in a saddle between two icy mountains. It was once the seat of a lesser archdevil who was a faithless vassal to Mephistopheles. The lord of the eighth hell eventually destroyed his rival and entombed the city in cursed ice. Hidden within its icy depths lies the sepulcher of the dead archdevil, along with secret treasures where the ice conceals a mighty artifact. Mephistopheles believes that ancient wards hide the device from devils who are loyal to him, so he sometimes sentences mortal prisoners to explore the ruins, promising freedom for them if they find anything of value.

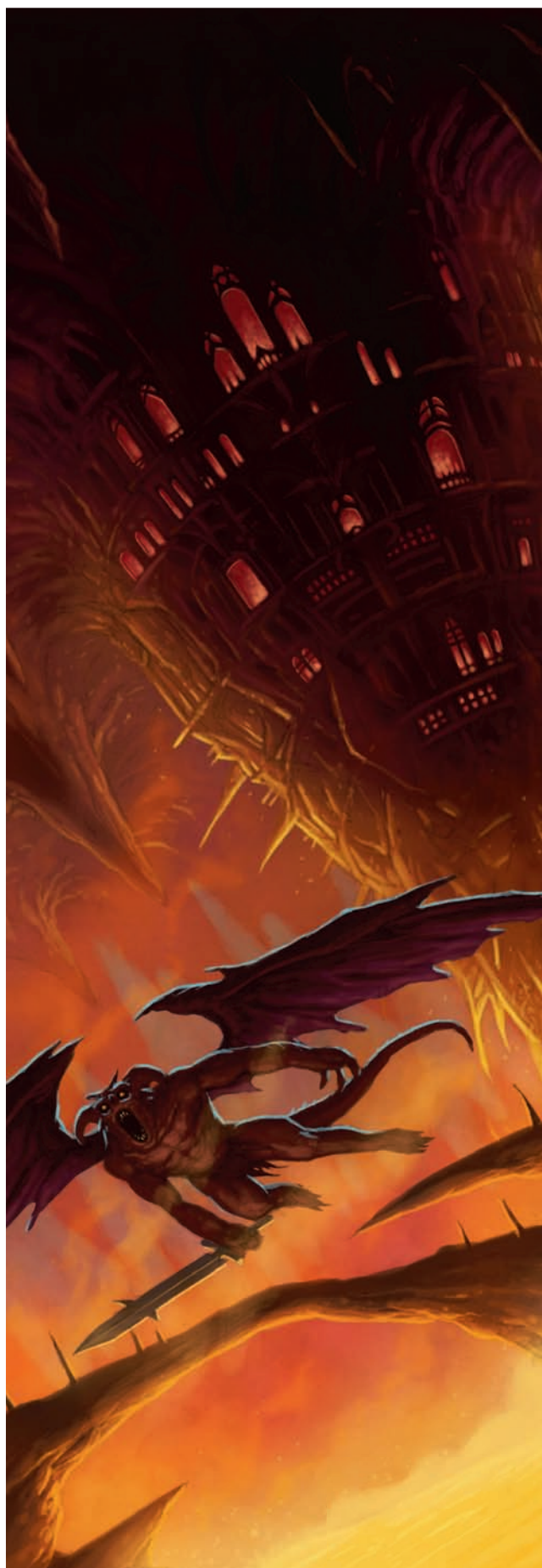
NESSUS, THE NINTH HELL

Hundreds of miles below Maladomini and Cania lies Nessus, the ninth hell. Black, icy rifts beneath Cania's glaciers plunge down to the fiery heart of the hells to link the two layers. Nessus is home to the mighty Asmodeus and countless legions of powerful devils. Few indeed are those who have looked upon its flaming rifts and infernal fortresses and returned again to the mortal world.

Nessus is spherical in shape, a cavern surrounding the dark core of the poisoned world of Baator. It consists of winding crevasses and great, flame-filled gulfs. It is similar to the tunnels of Maladomini, but the tunnels of Nessus more often than not have no floor and instead drop scores of miles down to rivers of molten rock. Citadels of iron inhabited by numberless legions of powerful devils cling to the sides of these terrible precipices, and great bridges span the dizzying drops.

The archdevil Asmodeus, Prince of Evil, personally rules over Nessus. On the rare occasions that he appears in person, he takes the form of a red-skinned humanoid with small black horns dressed in bejeweled robes and affecting an urbane manner. He is a calm, chillingly reasonable creature whose modest appearance is completely at odds with his true power. Asmodeus commands the loyalty of a number of able archdevils, including Alastor (executioner of Nessus), Baalberith (chancellor of the Nine Hells), and Phongor the Inquisitor. He is also served by scores of pit fiends and war devils.

Malsheem: Malsheem is the stronghold of Asmodeus himself. It is one of the strongest fortresses



in the cosmos. It is built in the circular walls of a volcanic crater on the “floor” of Nessus. The grim walls of Malsheem hold interior passageways and courts that are magnificent beyond description—halls of gold-veined marble, walls covered in intricate gold leaf, and furnishings of the finest quality. However, a tangible aura of despair suffuses its splendid hallways. Some parts of Malsheem are completely deserted, and visitors could wander for hours through empty chambers and echoing halls. For all Asmodeus’s power and pride, the Nine Hells are still a prison. Most of the palace’s demesnes are not so quiet, of course—Malsheem houses thousands of guardians, including a legion of brazen devils who guard Asmodeus with suicidal loyalty.

Taj Bari: Taj Bari, a copper-clad citadel that juts from the wall of a deep rift, serves as a repository for dark lore. In its vaults lies a copy of the *pact diabolus*, an ancient agreement between Asmodeus and the deities regarding the devils’ place in the universe. No mortal has ever viewed the pact, but many suspect that Asmodeus got the better of his divine enemies.

The Chalice of Woe: Creatures who arouse the particular ire of Asmodeus are sealed into red-hot coffins and left here, kept alive through endless years of torment by diabolical magic. The hundreds of “chalices” stand in rows amid the ruins of a forgotten city. Some are said to hold the spirits of great heroes who fell under Asmodeus’s power centuries ago.

Neshminaar: This secretive city hides behind towering walls of black stone broken only by a single small gate. Within its gloomy halls a cabal of cambions and devils learned in arcane lore experiment with the breeding of monsters, the creation of infernal constructs, and the perfection of dark rituals. Damned souls brought to Neshminaar are consumed in the most terrible ways imaginable, sometimes as nothing more than feed for hellish monstrosities as yet unknown beyond the citadel walls. The pit fiend Neshm rules over the city and supervises the dark studies of its foul lords.

THE FIRESTORMS OF NESSUS

The rifts of Nessus are periodically swept by racing walls of fire driven by furious winds like a gargantuan blast furnace. These firestorms are dangerous to any creatures not resistant or immune to fire damage.

Firestorm Attack and Hit: A firestorm is a moving wall of fire several hundred feet long, 5 to 10 feet deep, and 10 to 60 feet high. When a firestorm first appears, roll initiative for it. On its turn, it sweeps across a battlefield from one side to another, moving 1d12 squares on each of its turns. The wall attacks all creatures it contacts when it advances, as well as any creature that is pushed into it or otherwise enters it during the round: +22 vs. Reflex, 4d8+8 fire damage, and ongoing 10 fire damage (save ends). *Miss:* Half damage, and no ongoing damage.

PANDEMONIUM

A forgotten domain where the exiled, the hunted, and the desperate slowly succumb to madness

PANDEMONIUM TRAITS

Type: Astral dominion.

Size and Shape: Maze of great tunnels that extends for about six hundred miles; recursive.

Gravity: Normal.

Mutability: Normal.

Winds of Pandemonium: Outside of the shelter of a sturdy structure, all of these detrimental effects are imposed by the howling winds: All creatures take a –5 penalty to Perception checks in Pandemonium. Flying creatures treat all squares as difficult terrain. Attacks with the thunder keyword deal half damage (ongoing thunder damage is not affected). Zones of any kind cannot be sustained.

A rambling maze of black tunnels blasted by fierce winds, Pandemonium is the most desolate and dismal of the known astral dominions. The deity who created this place in the timeless depths of antiquity abandoned it soon afterward, and no great powers or races have ever called Pandemonium home. It is a place where the forgotten, the banished, and the lost wander without hope or rest, driven before the never-ending wind.

A dark and tempestuous portion of the Astral Sea surrounds Pandemonium. As the traveler approaches the dominion, roiling magenta purple clouds (the dominion’s color veil) press closer and closer, and the wind grows to a howling gale. A sudden burst of turbulence leaves the traveler sprawled on the floor of a vast cavern, and the seething clouds abruptly change into cold, black stone.

The entire plane is wrapped in an endless, black hurricane. To leave Pandemonium, an astral traveler needs to fly back through howling black rifts in the “outer” wall of the cavern-plane while battling wild winds. Many travelers wreck their vessels in this violent passage and become stranded here.

Pandemonium is a kingdom-sized labyrinth of long, winding tunnels and great caverns. These eventually return to their starting points, creating a sealed world-maze that no one has ever fully explored. The plane has no natural sources of light, and most of it is cold. The most dangerous feature is the violent, shrieking wind that buffets and torments any creature faring abroad.

POWERS OF PANDEMONIUM

No divine realms exist in Pandemonium, but that was not always so. Once this plane was the dominion of the awful god Tharizdun. Tharizdun abandoned the plane shortly after creating it, drawn subsequently by the possibilities of the Elemental Chaos. He never bothered to create any great citadel or palace for himself in Pandemonium. Nevertheless, Pandemonium still bears the mark of Tharizdun, the Chained God. Pandemonium's lightless, winding tunnels, its bone-numbing chill, and its maddening winds are as Tharizdun made them uncounted thousands of years ago. A small number of Tharizdun's ancient servants—monstrous guardians and angels of madness—still lurk in the depths of the plane. In addition to the mad minions of Tharizdun, the lich-god Vecna maintains a hidden tower in the heart of Pandemonium. Dark angels and powerful undead servitors ensure that no visitors stumble upon Vecna's tower and live to tell the tale.

Unlike most of the other astral dominions, few mortal spirits come to this dark place after death. Most of the mortals dwelling in Pandemonium are still alive. They are collectively known as the **banished**, because most have been consigned to this awful place by terrible curses or fled here to hide from powerful enemies. Many are driven insane by the dark and the wind. The most powerful group of banished is the Bleak Cabal, a secret order of adepts who deliberately give themselves over to madness to master magical power no mortal mind could otherwise endure.

SITES IN PANDEMONIUM

Pandemonium's tunnels average 40 to 200 feet in width, but many are a bit smaller and a few are absolutely colossal. Most non-natives quickly become lost in this great, dark maze.

Madhouse: The citadel of the Bleak Cabal lies near the plane's veil. It is a sprawling edifice of haphazardly arranged buildings and walls. The insane masters of the Bleak Cabal care little whether visitors stumble into their citadel or not, but the sellswords and monsters who serve the Bleak Cabal are often on the lookout for travelers who might be taken advantage of.

Wintervault: This portion of Pandemonium is noticeably colder than the rest of this cheerless plane. Here stinging blizzards are carried on the wind, and lakes of black ice lie on the cavern floor. A fierce tribe of frost giants lurks here, making slaves of any creatures who blunder into their grasp.

Agathion: Some of Pandemonium's caverns are completely sealed from the surrounding tunnels. They are completely cut off from the howling winds, also. The only way in or out is by magic portal. Many forgotten evils and slumbering monsters are imprisoned in the silent caverns of Agathion.

SHOM, THE WHITE DESERT

Where the monuments and ruins of a vanished race conceal ancient secrets

SHOM TRAITS

Type: Astral dominion.

Size and Shape: Desert of white dunes and low mountains seven hundred miles across; bounded.

Gravity: Normal.

Mutability: Normal.

Once a mysterious mortal race of great knowledge and enlightenment made its home in the dominion of Shom. Pilgrims journeyed to this plane in search of truth and insight and to learn from the elders of Shom. But the ancient race vanished long ago, leaving behind its deserted temples, its buried mausoleums, and its monuments of stone. Now Shom is a magnificent wasteland, a desert of white sand where titanic statues and empty cities silently guard their ancient riddles.

Shom is a large dominion. Mesas of faded orange rock and lush palm oases break up its rolling white dunes. The sky is a strikingly dark blue. A sun and moon orbit the plane, bringing day and night in the normal measure, but this sun and moon are fantastically decorated vessels of gold and silver that sail scores of miles above the ground. Although Shom is arid and swept by strong winds that drive plumes of dust from the dune crests, the temperature remains cool and comfortable.

Astral travelers nearing Shom find a brilliant blue aurora blocking their path. Those who venture through this color veil within to the dominion find themselves transported to the dazzling sands near the half-buried ruin of a city. Astral vessels alight gently on the ground. From the inside, the planar boundary resembles a strong, stationary heat shimmer mirage. Walking into the shimmer—or, in the case of a grounded vessel, taking hold of the helm with the desire to depart—returns the traveler to the Astral Sea.

POWERS OF SHOM

Shom's ancient inhabitants are long vanished, but they guarded their treasures and vaults with mighty constructs, immortal guardians, and sleepless undead. Sphinxes, nagas, mummies, ghosts, and golems protect many places of power in the dominion's ruined cities. Of course, the legendary relics and libraries of this plane draw would-be looters despite these guardians. Githyanki raiders, cultists, devils, or dark angels in the service of Vecna often search for some new treasure or bit of lost lore in Shom's wastes.

Although no mortals have dwelled in Shom in long ages, the bright wastes are dotted with the citadels of marut enclaves. The maruts keep watch on Shom's most powerful and dangerous ruins, driving away intruders when necessary.

SITES IN SHOM

Great statues, some hundreds of feet tall, dominate Shom's half-buried ruins.

Elirhondas: Once known as the City of Philosophers, Elirhondas was the capital of the domain. It was the final redoubt of Shom's people, and in its failing days many treasures of magical power or hidden knowledge were buried and sealed behind potent wards. Great flameskulls patrol the catacombs beneath its sand-covered streets and attack any intruders they encounter.

Oracle of Qarma-Thaal: This ancient oracle stands in a narrow cleft between two mesas. Together one of the oracle priests and the person seeking advice would drink from the mystic waters of a magic fountain and venture into strange dreams of hidden knowledge and things yet to come. Although the priests are long gone, the magic fountain remains, guarded by a great sphinx known as the Voice of Sarpoth.

THE VANISHED ILLUMIANS

Shom was once the realm of a mortal race known as the **illumians**. The illumians were much like humans, but Ioun blessed each illumian with two syllables of the Words of Creation: one for the mind and one for the soul. Empowered by this divine gift, the illumians created the astral dominion of Shom and withdrew from the mortal world to lead lives of reflection and study. The illumians flourished for ages, but in their isolation from the mortal world, they slowly ossified around the Words that each embodied. They drew apart from their kind, dividing into ever-smaller cabals that regarded each other with suspicion. An age of bitter rivalry, suspicion-fueled conspiracies, and violent feuds descended over Shom. Many cabals fled, returning to the mortal world or venturing into the far corners of the cosmos. Eventually only one cabal remained, ruling over an empty domain—and then, that cabal died. Ioun grieves for Shom still, for no other mortal realm gained so much understanding or preserved so much knowledge. As for the illumians, it's said that some still remain in the world, a diminished but wiser race.

TYTHERION, THE ENDLESS NIGHT

A terrible realm of thirst, of darkness, of dragon-hunted deeps

TYTHERION TRAITS

Type: Astral dominion.

Size and Shape: Canyon maze about 100 miles across, 800 miles long, and up to 12 miles deep, surrounded by a belt of dry steppes 10 to 50 miles wide; bounded.

Gravity: Normal.

Mutability: Divinely mutable. (Deities control their own environs.)

Corruption: Attacks with the disease or poison keyword gain a +1 bonus to the attack roll. Healing powers restore only half as many hit points as normal.

Necrotic Affinity: Attacks with the necrotic keyword gain a +1 bonus to the attack roll, and attacks with the radiant keyword deal half damage (ongoing radiant damage is not affected).

A vast maze of canyons shrouded in perpetual darkness, Tytherion is a monster-haunted wasteland where serpents lurk and dragons feed. Sinister temples brood over dizzying precipices, and grim fortresses dot the slopes and spires hidden in the lightless depths below. It is a plane of gloom, of despair, of disillusionment. Here voracious evil gathers its servants and its assets to itself, and hungers for yet more.

Astral travelers who breach Tytherion's murky indigo color veil find their vessels aground in the dry steppes of the rimlands of a canyon in the heart of a great desert or arid savannah. Tytherion consists of a great canyon, or rather, a canyon complex. The canyon stretches for hundreds of miles. Scores of side canyons, hanging valleys, stony shelves, and mountainous mesas complicate its depths. In many places, canyons cut into other canyons, and the deepest lie a dozen miles or more below the surface.

As travelers descend lower and lower into this brooding black maze, they pass from the desert of the rimlands down through a steep belt of dry, dead brush, where black pines and vicious brambles cling to the slopes. Moving lower still, and the brushland gives way to barren rock, choking fumes, and ash—for in the lowest depths volcanic vents feed sluggish streams of cooling lava that wind through the canyon floors.

Tytherion has no sun, no moon, and no stars. Above its barren mesas a thick cowl of black clouds seethe, lost in the gloom that pervades the plane. The only light native to the plane comes from the evil glow of magma rivers in the lowest depths and the

occasional flash of lightning in the black skies overhead. From time to time, violent thunderstorms scour the land, sending torrents of cold water cascading down into the canyons below. Most of the water evaporates by the time it reaches the bottom, turning into layers of steam and vapor that offer the dry brushland a small amount of moisture. How the dead trees and briars grew in the first place, none can say.

POWERS OF TYTHERION

The deities who rule in Tytherion do not pay much attention to their benighted realm. Both Tiamat and Zehir are content to allow their servants—and the monsters native to this awful place—to struggle on as best they can, thereby proving their worth.

The steppes, deserts, and higher canyons of Tytherion are the domain of Zehir. Mortal spirits who displeased Zehir in life are transformed into tormented serpentine monsters. In their mindless anguish, they may yet prove useful by guarding his temples. Mortal spirits who pleased Zehir are rewarded with the opportunity to continue their service to the god of night in the afterlife as **darksworn**. They remain in their humanoid forms but are granted serpentine features—forked tongues, fangs, lidless eyes—as marks of Zehir’s favor. They serve as priests, acolytes, and temple guards who grovel and chant in the black temples Zehir orders to built in his own honor.

Tiamat rules in the lower canyons, haunting the volcanic depths of Tytherion. She claims comparatively few mortal spirits for her own. Those she chooses as her darksworn are left to their own devices in the fuming depths of the plane. The strongest and most clever make themselves into lordlings, ruling over their lessers in the brooding castles of the depths. With little required of them by their dragon goddess, many of these servants of Tiamat continue their former lives of avarice and amass hoards in the afterlife as well. They can be found pursuing their greedy schemes in places such as Sigil, Gloomwrought, Chernoggar, or even Hestavar. Those who fail to win a place for themselves in this heartless order are left to fend for themselves outside the citadel’s walls and become the playthings of the dragons who roam throughout Tiamat’s domain.

Tytherion is also home to a number of out-cast devils. Chief among these is the archdevil Geryon, who once ruled Stygia, the fifth hell. The devils of Tytherion are a wretched lot. Some pursue schemes designed to regain the favor of Asmodeus, some continue in their proud rebellion and make empty boasts about wreaking revenge on their infernal rivals, and still others sell themselves as planar mercenaries. Doubtlessly, some of them are also only feigning their disfavor and are secretly serving Asmodeus in their “exile.”

RALPH HORSLEY



5

SITES IN TYTHERION

In the dry steppes of the rimlands, ancient roadways zigzag down into the depths past the brooding ruins of zigguratlike temples. Outside the chasm's rim, much of the plane seems devoid of level ground. Treacherous slopes of barren rock and scree constantly threaten travelers with the possibility of a fatal fall. Tytherion is warm and dry in its upper reaches, but its depths are hot as a furnace.

Amun-Atl: This massive stepped pyramid of black stone stands atop an island plateau and is the seat of Zehir's power. Lesser temples and dark monasteries surround the central ziggurat, which is a city of darksworn acolytes and assassins devoted to their scaly god. Zehir resides in a vast, lightless maze beneath the ziggurat, but he rarely emerges from his den to acknowledge the devotion of his worshipers. His eyes are fixed on his plots against rival deities. Atlathessk, the Seneschal of Night, a yuan-ti exarch who governs in Zehir's name, runs the domain. Atlathessk demands a steady supply of living mortals to slay upon Zehir's altars, which means that the denizens of Amun-Atl often deal with githyanki slavers or launch raids of their own against mortal worlds.

Caverns of Fiery Splendor: Beneath the deepest pit of Tytherion lies a vast cavern complex of flowing magma rivers and stone ramparts. This sprawling, labyrinthine cavern system is the lair of Tiamat, the Queen of Dragons. The darksworn spirits of evil dragonborn, outcast devils who have sworn allegiance to Tiamat, dark angels, and all manner of draconic spawn fly, crawl, and slither through these vast caves, fawning on the Dragon Queen. Five great wyrms—white, black, green, blue, and red—serve as Tiamat's consorts and guard her hoard, a collection of treasure that beggars the imagination.

Within Tiamat's lair stand a set of adamantine gates over 100 feet tall. Tiamat does not reveal what might lie beyond them and has never allowed them to be opened. Some sages speculate that mighty primordial were bound and imprisoned behind them long ago.

The Crawling Castle: A strong keep of iron walls and forbidding ramparts, the Crawling Castle roams the middle canyon level of Tytherion. It is called the Crawling Castle because it is carried upon hundreds of clawed iron legs. The castle is the citadel of the dark demigod Vulkur Vaal, also known as Vaal the Flayer. Vaal is a cambion warlord who cut a bloody path through the mortal world centuries ago before raising his sights to the abodes of the deities. He dabbles in the darkest sort of magic, seeking the power to make himself greater than any deity. The Castle itself is a mighty artifact that answers to Vaal's will alone. Tormented souls swing from iron gibbets on its battlements, and mercenary devils watch over its iron gates.

Hopelorn: In a hanging vale filled with thorny forest stands the obsidian necropolis of Hopelorn, the stronghold of the lich-lord Melif and his cabal of undead mages. Sarcophagi glow dimly with an evil green phosphorescence in the necropolis, shedding a ghastly light over the vale. It's rumored that Melif earned the wrath of the Raven Queen for his necromantic experiments and therefore withdrew to Tytherion. Horrible undead creations plague the vale of Hopelorn, and the darksworn have learned to give the place a wide berth lest they become the necromancer king's next subject.

Yithomel: Within this forbidding citadel, a cabal of Tiamat's most powerful darksworn spirits rules over a vast region of Tytherion's middle level canyons. These are the Seven Kings of Yith, mortal monarchs who each devoted their lives to a truly draconic lust for wealth and splendor. Each of the kings competes fiercely to amass more wealth and influence over mortal affairs than the others, with each of them engaged in an endless game of one-upmanship. Dozens of maruts who are bound by centuries-old contracts to protect their gluttonous employers guard the fortress.

OTHER LOCALES

The cosmography of the Astral Sea is not symmetrical. Some dominions are large, and some are small. Some are well known, and others are virtually forgotten. The Astral Sea washes up against many strange and distant shores, and no one has ever charted out all its floating islets and dark currents.

CARCERI, THE RED PRISON

Carceri is a well-hidden astral dominion. Its entrance is barred by great gates of adamantine. Those who breach the red color veil of the dominion are deposited in front of those adamantine gates. They cannot enter the dominion further without discerning a way to open or bypass the gates.

Carceri is a prison plane. The deities created Carceri as a place to imprison a terrible primordial monster that was too powerful to destroy without unleashing power sufficient to destroy all existence. Moradin himself forged the mighty gates and the chains that bind the monster inside.

Carceri takes the form of a bleak archipelago beneath a starless sky. Six barren islands lie beyond the adamantine gate: Othrys, Cathrys, Minethys, Colothys, Porphyatyx, and Agathys. The first five islands are cold and marshy and sometimes lashed by acidic rain. They are inhabited by a wretched, lawless handful of stranded creatures—mortals, mortal spirits, devils, and monsters of all sorts—who were sentenced to perpetual imprisonment in this plane. The strongest among these prisoners and outcasts dominate and enslave the weak.

The sixth island, Agathys, is uninhabited. It lies far beyond the others, and it is here that the gods buried the nameless thing the dominion was made to entomb. Grim, vigilant angels guard the shores and permit none to approach.

HAEMNATHUUN

Gods, primordials, and other powerful beings are sometimes preserved in the Astral Sea after their deaths. Drifting through the starry mists like statues of their former selves, they slumber through eternity, awaiting the divine spark that might reawaken them. One such drifting corpse is Haemnathuun, the Blood Lord, a terrible primordial who fell during a furious assault on the dominions of the gods countless ages ago.

Haemnathuun's drifting corpse is a floating mountain of strange scarlet stone 1,000 feet long. The primordial was nowhere near this size when he perished, but as the ages pass the drifting corpses of dead beings in the Astral slowly transform into astral matter. Haemnathuun was a terrible giant with four clawed arms and a wide mouth full of needle-sharp fangs. The petrification of his body and the trees and vines veiling his form do not obscure his monstrosity. The abominations known as blood fiends were his creation, and Haemnathuun made them in his own image.

A fierce tribe of astral stalkers dwells atop Haemnathuun's corpse. They dwell in the weird forest covering his body.

PLUTON, THE GRAY WASTE

A dominion of dying willows, shriveled olive trees, and black poplars, Pluton is forgotten by all but the most learned of sages. This cheerless land was once the domain of Nerull, a god of death who trapped the spirits of countless mortals in his kingdom, holding them in thrall. Some he punished with terrible torments and some he forced to serve in his grim legions, but most he kept as powerless shades, aching for the release of true death. Nerull wanted to reign as the king of the gods, and he sent curses and plagues against the mortal world to swell the numbers of the host of the dead.

Fate intervened in the form of a haughty mortal sorcerer-queen whose death brought her into Nerull's realm. The Lord of the Dead sought to bind her to him as his consort, but the sorcerer-queen refused him. Leading a rebellion of tormented souls, the queen overthrew Nerull, broke his hold on the dead, and claimed his portfolio. To prevent her from becoming a tyrant in the same mold as Nerull, the deities elevated this mortal shade to their own ranks and appointed her the goddess of death—but not the dead. Although sovereignty over the dead has been denied her, over the long ages of her reign she has

added winter and fate to her domain. She is known in the mortal world as the Raven Queen.

Although Pluton is largely abandoned, and no new mortal souls come here, some spirits feared to pass into true death and chose to cling to the half death that Nerull granted them. Most of these are now hateful, mindless undead creatures. Other mortal spirits were sentenced to torments or bondage that has not ended yet. For example, some spirits were consigned to build a wall that perpetually crumbles before it is finished or to move a mountain one spoonful of dirt at a time. Other creatures, such as minions of Vecna or plunder-seeking githyanki, come to Pluton in search of wealth or knowledge lost for the ages. The funerary wealth of a thousand dead monarchs lies in the mausoleums and crypts of this gloomy plane.

TU'NARATH, CITY OF THE GITHYANKI

The greatest of githyanki settlements is Tu'narath, a city ruled by the githyanki lich-queen Vlaakith. Built atop the vast corpse of a forgotten god, Tu'narath is an astral metropolis. Tens of thousands of githyanki and a like number of slaves throng its twisting streets and spiked towers. The city encircles the body of the lost deity, and dizzying bridges span the spaces between outstretched limbs and twisted sections of torso.

A small number of nongithyanki merchants and mercenaries granted safe passage by the Lich-Queen's functionaries carry out their business in the city's crowded market districts but are barred from leaving the quarters set aside for foreigners on pain of death. More than a few visitors have discovered the hard way that their safe conduct lasts only as long as the githyanki find it profitable to permit them to remain free.

Vlaakith the Lich-Queen has ruled over the githyanki race for more than a thousand years. Although other cities and citadels are nominally independent of Tu'narath, no githyanki dares to defy her. She habitually destroys would-be rivals with her fearsome necromancy, feeding on their life forces to sustain her in undeath. Vlaakith's palace is carved from the great skull of the dead deity upon which the city stands, dominating the skyline. It is a none-too-subtle reminder to her subjects that Vlaakith is always watching.

MONSTERS OF THE PLANES

SOLEMN SPIRITS haunt the gloomy trails of the Shadowfell, sadistic demons prowl the dungeons of the Abyss, and cruel devils wander the twisted caverns of the Nine Hells. From the forests of the Feywild to the citadels of the Astral Sea dwell creatures so terrible and so great that the mortal world would quake at their power.

This chapter introduces new monsters native to the planes.

MONSTER	LEVEL	ROLE
Bladeling Spiker	6	Soldier
Canoloth (Demon)	7	Soldier
Bladeling Razorguard	8	Artillery
Pain Devil	8	Soldier
Korred Cudgeleer	8	Soldier
Bladeling Ironmage	10	Elite Controller
Korred Dancecaller	10	Controller (Leader)
Pain Devil Captain	11	Controller (Leader)
Shadow Demon	12	Elite Lurker
Canoloth Harrier (Demon)	13	Minion
Chasme (Demon)	14	Skirmisher
Solamith (Demon)	15	Artillery
Dark Acolyte of Graz'zt	15	Minion
Six-Fingered Slayer	15	Lurker
Air Archon Zephyrhaunt	16	Lurker
Howling Blade	16	Skirmisher (Leader)
Keeper	17	Lurker
Air Archon Tempestblade	18	Skirmisher
Barbed Devil	18	Skirmisher
Barbed Devil Enforcer	18	Soldier
Raavasta Observer	19	Lurker
Aspect of Dispat	20	Elite Controller (Leader)
Chosen of Graz'zt	22	Elite Controller
Storm Devil	23	Artillery
Raavasta Conniver	23	Elite Controller
Astral Dreadnought	24	Solo Brute
Aspect of Graz'zt	24	Elite Skirmisher
Baphomet (Demon)	28	Solo Brute
Brazen Devil	28	Soldier
Dispat (Devil)	28	Solo Controller
Graz'zt (Demon)	32	Solo Skirmisher





ARCHON, AIR

AIR ARCHONS ARE ELEMENTAL WARRIORS created by the primordials to wage war against the gods and their servants.

Air Archon Zephyrhaunt		Level 16 Lurker
Medium elemental humanoid (air)		XP 1,400
Initiative +18	Senses Perception +12	
HP 122; Bloodied 61		
AC 30; Fortitude 28, Reflex 29, Will 27		
Immune disease, poison; Resist 15 lightning		
Speed fly 8 (hover)		
⚔ Spiked Chain (standard; at-will) ♦ Lightning, Weapon		
Reach 2; +22 vs. AC; 2d4 + 5 damage plus 2d6 lightning damage, and the target is pulled 1 square.		
⚡ Cyclone Fling (standard; recharge ⏏ ⏏ ⏏ ⏏)		
Close burst 1; +19 vs. Fortitude; 2d8 + 8 damage, and the target is pushed 3 squares and knocked prone.		
🌀 Whirlwind Escape (move; at-will) ♦ Teleportation		
Adjacent creatures are pushed 1 square, and the archon zephyrhaunt teleports 8 squares.		
Alignment Chaotic evil	Languages Primordial	
Skills Stealth +19		
Str 16 (+11)	Dex 23 (+14)	Wis 18 (+12)
Con 20 (+13)	Int 15 (+10)	Cha 14 (+10)
Equipment plate armor, spiked chain		

AIR ARCHON ZEPHYRHAUNT TACTICS

A zephyrhaunt surges forth and targets as many enemies as possible with *cyclone fling*. While waiting for this power to recharge, it attacks with its spiked chain, unleashing a barrage of attacks before using *whirlwind escape* to briefly retreat.



Air Archon Tempestblade		Level 18 Skirmisher
Medium elemental humanoid (air)		XP 2,000
Initiative +18	Senses Perception +14	
Billowing Winds (while bloodied) aura 3; while in the aura, enemies without the air keyword are deafened and take a -2 penalty to melee attack rolls and ranged attack rolls.		
HP 174; Bloodied 87		
AC 32; Fortitude 31, Reflex 32, Will 30		
Immune disease, poison; Resist 15 lightning		
Speed fly 8 (hover)		
⚔ Longsword (standard; at-will) ♦ Lightning, Weapon		
+23 vs. AC; 1d8 + 3 damage plus 2d6 lightning damage, and the target is pushed 1 square.		
⚡ Bonds of Wind (standard; encounter) ♦ Lightning, Weapon		
Requires longsword; +23 vs. AC; 4d8 + 10 lightning damage, and the target is immobilized (save ends). <i>Hit or Miss</i> : Once per round on this creature's turn, it can use a minor action to slide the target 1 square (save ends).		
Tempest Dash		
If the tempestblade moves 4 squares or more from its previous location on its turn, it gains a +2 bonus to AC, and its melee attacks deal an extra 1d8 lightning damage.		
Alignment Chaotic evil		Languages Primordial
Str 18 (+13)	Dex 25 (+16)	Wis 20 (+14)
Con 22 (+15)	Int 17 (+12)	Cha 15 (+11)
Equipment plate armor, longsword		

AIR ARCHON TEMPESTBLADE TACTICS

A tempestblade uses hit-and-run tactics, striking and then flying away to harry other foes. It tries to hit a powerful enemy with *bonds of wind*, using the slide effect to maneuver the adversary into a flanked position.

AIR ARCHON LORE

A character knows the following information with a successful Arcana check.

DC 20: Zephyrhaunts are elemental assassins, and tempestblades serve as the vanguard in battles.

DC 25: Zephyrhaunts transform into raging cyclones that fling enemies away. Screaming winds protect tempestblades by turning aside weapons and projectiles.

ENCOUNTER GROUPS

Air archons fight alongside other elemental creatures, even those of different elements.

Level 20 Encounter (XP 12,000)

- ♦ 2 air archon zephyrhaunts (level 16 lurker)
- ♦ 2 air archon tempestblades (level 18 skirmisher)
- ♦ 1 ice archon frostshaper (level 20 controller)
- ♦ 2 red slaads (level 15 soldier)

ASTRAL DREADNOUGHT

ASTRAL DREADNOUGHTS SWIM FEARLESSLY through the Astral Sea in search of prey. A dreadnought consumes its quarry alive, attempting to fill the emptiness of its existence with the souls of others.

Astral Dreadnought Level 24 Solo Brute
Gargantuan immortal magical beast XP 30,250

Initiative +18 **Senses** Perception +19; darkvision
Frightful Presence (Fear) aura 3; enemies in the aura take a -2 penalty to attack rolls.

HP 1,135; **Bloodied** 567

AC 38; **Fortitude** 38, **Reflex** 35, **Will** 38

Immune fear; **Resist** 30 variable (3/encounter; see *Monster Manual*, page 282); see also *swallow*

Saving Throws +5

Speed fly 12 (hover)

Action Points 2

⬇ **Pincer Claw** (standard; at-will)

Reach 3; +27 vs. AC; 2d6 + 13 damage, and the target is grabbed (until escape). An astral dreadnought can grab up to two creatures at a time, one in each claw. The astral dreadnought cannot use this attack if it has two creatures grabbed.

⬇ **Twin Pincer Claw** (standard; at-will)

The astral dreadnought makes two pincer attacks. The astral dreadnought cannot use this attack if it has a creature grabbed.

⬇ **Pincer Crush** (standard; at-will)

Targets creatures grabbed by the astral dreadnought; +25 vs. Fortitude; 2d12 + 13 damage.

⬇ **Swallow** (standard; at-will)

Targets a bloodied Large or smaller creature that the astral dreadnought has grabbed; +25 vs. Fortitude; the target is swallowed. The target enters a demiplane that is 8 squares wide, 8 squares long, and 2 squares tall. The swallowed creature arrives in a square of the dreadnought's choosing. A hovering eyeball occupies the center 4 squares of the demiplane.

Creatures in the demiplane can attack the eye. It shares the current hit points, defenses, immunities, resistances, and saving throws as the astral dreadnought, and it is also insubstantial. The eye can't be knocked prone or teleported, and it is immune to forced movement. Creatures in the demiplane are not affected by the dreadnought's aura.

Any damage or effects the eye takes are also applied to the astral dreadnought. When an astral dreadnought dies, the swallowed creatures are expelled into the space the creature formerly occupied.

⬅ **Chained God's Gaze** (minor; recharge ⏏ ⏏) ♦ **Psionic**

Close blast 3; +25 vs. Will; the target is dazed (save ends). *First Failed Saving Throw:* The target is stunned instead of dazed (save ends). *Second Failed Saving Throw:* The target is stunned and takes ongoing 40 psychic damage (save ends both).

⬅ **Orb of Dread** (free 1/round; at-will) ♦ **Psionic**

Close blast 3; targets swallowed creatures; +26 vs. Will; the target is dazed (save ends). *First Failed Saving Throw:* The target is stunned instead of dazed (save ends). *Second Failed Saving Throw:* The target is stunned and takes ongoing 40 psychic damage (save ends both).

Alignment Chaotic evil

Languages Supernal

Str 29 (+21) **Dex** 22 (+18) **Wis** 25 (+19)

Con 27 (+20) **Int** 5 (+9) **Cha** 14 (+14)



ASTRAL DREADNOUGHT

6

ASTRAL DREADNOUGHT TACTICS

The astral dreadnought relies on its aura to strike fear into the hearts of its enemies. While foes suffer the effect of its gaze, the monster snaps up weak and undefended creatures in its pincer claws, attempting to damage them enough to stuff them into its yawning maw.

ASTRAL DREADNOUGHT LORE

A character knows the following information with a successful Religion check.

DC 24: Astral dreadnoughts were once angels of the Chained God, but their master's madness corrupted them. They became hideous abominations of mindless, destructive hunger.

DC 29: The dreadnought's star-filled gaze contains a fragment of the Chained God's evil. Those who meet its gaze glimpse utter madness, and the experience can leave a person's mind reeling.

Any creature the astral dreadnought swallows becomes trapped in a demiplane. Only the death of the astral dreadnought can free those it has trapped in this extradimensional space.

DC 31: Cultists and scholars alike have speculated that if one were to harvest the eyes of enough astral dreadnoughts, he or she might use the combined power to free the Chained God.

BLADELING

SPIKES AND BLADES PROTRUDE FROM a bladeling's skin, hence its name.

The first bladelings were created by the god Bane as soldiers, and while some bladelings continue to serve their creator in his astral dominion of Chernoggar, others have escaped the war god's yoke to lead fiercely independent lives.

Bladeling Spiker	Level 6 Soldier
Medium natural humanoid	XP 250
Initiative +6	Senses Perception +4
HP 69; Bloodied 34	
AC 22; Fortitude 20, Reflex 18, Will 16	
Resist 8 acid	
Speed 6	
⚔ Falchion (standard; at-will) ♦ Weapon	
+13 vs. AC; 2d4 + 5 damage (crit 4d4 + 13), and the target is marked until the end of the bladeling spiker's next turn. If a target marked by the bladeling spiker makes an attack that does not include the bladeling spiker, it takes 2 damage.	
⚡ Razor Storm (standard; encounter)	
Close burst 1; +11 vs. Reflex; 1d6 + 5 damage.	
⚡ Natural Spikes (minor; at-will)	
Close blast 1; the target takes 2 damage.	
Alignment Any	Languages Common
Skills Intimidate +4	
Str 20 (+8)	Dex 16 (+6) Wis 12 (+4)
Con 13 (+4)	Int 10 (+3) Cha 8 (+2)
Equipment hide armor, falchion	

BLADELING SPIKER TACTICS

A bladeling spiker charges eagerly into battle, using its falchion to hack through foes. The spiker uses *natural spikes* once per round, or twice if it doesn't move. Only when surrounded by multiple foes does the bladeling spiker use *razor storm*.

BLADELING LORE

A character knows the following information with a successful Nature check.

DC 10: Bladelings are fierce warriors who respect power. Many bladelings still roam the battlefields of Chernoggar, but some have managed to escape to find homes elsewhere within the planes.

DC 15: A bladeling's body is a living weapon. Although these warriors rely on weapons and armor in battle, they can also unleash the spikes and the blades on their bodies. All bladelings can loose their spikes in a barrage around them, but only a few can shoot the spikes out to great distances.

DC 20: Long ago, Bane plucked a race of mortals from the world and used it to fashion a new race of soldiers. He bestowed the race with fighting skills and natural weaponry, yet he could not quash the independence that led some bladelings to rebel against him.

Bladeling Razorguard	Level 8 Artillery
Medium natural humanoid	XP 350
Initiative +9	Senses Perception +12
Steel Shroud aura 1, while the bladeling razorguard is not bloodied; an enemy that starts its turn in the aura takes 5 damage.	
HP 65; Bloodied 32	
AC 22; Fortitude 17, Reflex 22, Will 20; see also <i>razor shield</i>	
Resist 9 acid	
Speed 6	
⚔ Longsword (standard; at-will) ♦ Weapon	
+11 vs. AC; 1d8 damage.	
🏹 Longbow (standard; at-will) ♦ Weapon	
Range 20/40; +15 vs. AC; 1d10 + 5 damage, and the target's speed is reduced by 1 square until the end of the bladeling razorguard's next turn.	
⚡ Razor Storm (standard; encounter)	
Close burst 1; +13 vs. Reflex; 1d6 + 5 damage.	
Razor Shield	
While the bladeling razorguard is not bloodied, it gains a +2 bonus to AC and Reflex defenses.	
Alignment Any	Languages Common
Skills Intimidate +5, Stealth +14	
Str 11 (+4)	Dex 21 (+9) Wis 16 (+7)
Con 11 (+4)	Int 12 (+5) Cha 8 (+3)
Equipment hide armor, longbow, longsword, quiver with 30 arrows	

BLADELING RAZORGUARD TACTICS

Bladeling razorguards are competent in melee, but they prefer to support their allies with ranged attacks. To deter their foes from getting close, they make use of the *steel shroud* aura and the *razor storm* power.

Bladeling Ironmage	Level 10 Elite Controller
Medium natural humanoid	XP 1,000
Initiative +7	Senses Perception +6
Cloud of Blades aura 1; an enemy that begins its turn in the aura takes 5 damage.	
HP 200; Bloodied 100	
AC 26; Fortitude 19, Reflex 25, Will 21	
Resist 10 acid	
Saving Throws +2	
Speed 6	
Action Points 1	
⚔ Short Sword (standard; at-will) ♦ Weapon	
+15 vs. AC; 2d6 + 2 damage.	
🏹 Razor Dart (standard; at-will)	
Ranged 10; +15 vs. AC; 1d8 + 2 damage, and the target is slowed until the end of the bladeling ironmage's next turn.	
⚡ Improved Razor Storm (immediate reaction, when hit by a melee attack; encounter)	
Close burst 2; +14 vs. Reflex; 1d8 + 2 damage, and ongoing 5 damage (save ends).	
💣 Shrapnel Burst (standard; recharge ☞ ☞)	
Area burst 2 within 10 squares; +14 vs. Reflex; 1d8 + 3 damage, and the target is slowed until the end of the bladeling ironmage's next turn.	
Alignment Any	Languages Common
Skills Arcana +15, Intimidate +10	
Str 10 (+5)	Dex 15 (+7) Wis 13 (+6)
Con 12 (+6)	Int 20 (+10) Cha 17 (+8)
Equipment leather armor, short sword	

BLADELING IRONMAGE TACTICS

Bladeling ironmages take charge in battle, supporting allies by launching *shrapnel bursts* into the enemies' midst and hurling *razor darts*. Even if an ironmage's foes manage to close in, the ironmage can respond with *improved razor storm* and its painful *cloud of blades* aura.

ENCOUNTER GROUPS

Bladelings reside throughout the planes and are often encountered in Sigil, Gloomwrought, and the wilds of the Elemental Chaos. Bladelings often serve as mercenaries, fighting for whoever meets their price.

Level 11 Encounter (XP 3,000)

- ◆ 1 bladeling ironmage (level 10 elite controller)
- ◆ 2 bladeling razorguards (level 8 artillery)
- ◆ 4 bladeling spikers (level 6 soldier)
- ◆ 1 hell hound (level 7 brute)



FRANZ VOHWINKEL

BLADELING CHARACTERS

Average Height: 5' 8"–6' 4"

Average Weight: 210–310 lb.

Ability Scores: +2 Dexterity, +2 Wisdom

Size: Medium

Speed: 6 squares

Vision: Normal

Languages: Common

Skill Bonuses: +2 Intimidate

Acid Resistance: You have resist acid 5 + one-half your level.

Razor Storm: You can use *razor storm* as an encounter power.

Razor Storm

Bladeling Racial Power

Spikes and blades leap from your body to tear through your foes.

Encounter

Minor Action Close burst 1

Targets: Each creature in burst

Attack: Strength + 2 vs. Reflex, Constitution + 2 vs. Reflex, or Dexterity + 2 vs. Reflex

Hit: 1d6 + Dexterity modifier damage.

Increase to +4 bonus and 2d6 + Dexterity modifier damage at 11th level, and to +6 bonus and 3d6 + Dexterity modifier damage at 21st level.

Special: When you create your character, choose Strength, Constitution, or Dexterity as the ability score you use when making attack rolls with this power. The choice remains throughout your character's life and does not change the power's other effects.

NEW FEAT: IMPROVED RAZOR STORM [BLADELING]

Prerequisite: Bladeling

Benefit: Replace your *razor storm* power with the following power.

Improved Razor Storm

Bladeling Racial Power

Blades and spikes burst outward, impaling your foes and causing ongoing pain.

Encounter

Minor Action Close burst 2

Targets: Each creature in burst

Attack: Strength + 2 vs. Reflex, Constitution +2 vs. Reflex, or Dexterity + 2 vs. Reflex

Hit: 1d8 + Dexterity modifier damage, and ongoing 5 damage (save ends).

Increase to +4 bonus and 2d8 + Dexterity modifier damage at 11th level, and to +6 bonus and 3d8 + Dexterity modifier damage at 21st level. Also, increase ongoing damage to ongoing 10 damage at 11th level, and to ongoing 15 damage at 21st level.

Special: When you create your character, choose Strength, Constitution, or Dexterity as the ability score you use when making attack rolls with this power. The choice remains throughout your character's life and does not change the power's other effects.

BAPHOMET

BAPHOMET, ALSO KNOWN AS THE HORNEDED KING, embodies the destructive force of rage and the savage aspects of nature. His cult is a powerful force within minotaur society, helping to steer the race toward its evil, bestial side. His creed is to embrace the beast within, so worshipers often include mercenaries, pirates, and savage tribes of barbarians.

Baphomet is an aggressive, boastful demon with delusions of grandeur that infect his worshipers with blinding zealotry. He is violent and easily angered. Although he can be cunning, he prefers to act on impulse. Creatures who appease Baphomet's whims are allowed to live, while those who express doubts are crushed beneath his hooves.

Baphomet sometimes dons an iron crown with the severed heads of slain enemies impaled on its sharp tines. He wears sparse armor and carries an enormous greataxe called *Heartcleaver*.

BAPHOMET LORE

A character knows the following information with a successful Arcana check.

DC 19: Baphomet is called the Horned King, the Trampler, the Prince of Beasts, and the Minotaur Lord. Minotaurs and those who worship the savage aspects of nature revere him.

DC 28: Baphomet's enmity is directed at two great enemies: the demon prince Yeenoghu and the goddess Melora. Baphomet, like Yeenoghu, believes he is best suited to rule the natural world. Baphomet also bears a grudge against Graz'zt, who once imprisoned him.

DC 33: Baphomet rules a layer of the Abyss called the Endless Maze, which is a vast labyrinth of stone. Goristro demons and savage minotaurs stalk the Endless Maze, hunting anyone who stumbles into their lord's domain.

Baphomet	Level 28 Solo Brute
Huge elemental humanoid (demon)	XP 65,000
Initiative +23	Senses Perception +27; darkvision
Blood Ground aura 5; a creature in the aura that makes a melee attack against a bloodied target gains a +5 bonus to damage rolls, and a bloodied creature that makes a melee attack gains a +10 bonus to damage rolls.	
HP 1,295; Bloodied 647; see also <i>ferocity</i>	
AC 42; Fortitude 44, Reflex 41, Will 40	
Resist 20 variable (3/encounter; see <i>Monster Manual</i> , page 282)	
Saving Throws +5	
Speed 8 (earth walk)	
Action Points 2	
⚔ Heartcleaver (standard; at-will) ♦ Weapon	Reach 3; +32 vs. AC; 3d12 + 10 damage (crit 9d12 + 46), and the target takes a -2 penalty to AC (save ends).
⚔ Goring Horns (standard; at-will)	Reach 2; +31 vs. AC; 4d8 + 10 damage, and the target slides 2 squares. When Baphomet makes this attack as part of a charge, the target is also knocked prone.
⚔ Rampage (standard; at-will) ♦ Weapon	Baphomet makes a <i>heartcleaver</i> attack against one target and a <i>goring horns</i> attack against a different target.
⚔ Bellow (immediate reaction, when Baphomet is damaged by an attack; recharges when first bloodied) ♦ Fear, Thunder	Close burst 6; +29 vs. Will; 7d8 + 6 thunder damage, and the target is dazed (save ends).
⚔ Bloodied Fury (standard; usable only while bloodied; at-will)	Close burst 2; +29 vs. Fortitude; 4d8 + 10 damage, and the target is pushed 3 squares and knocked prone.
Abyssal Maze (minor; at-will) ♦ Illusion	Area wall 4 within 10 squares; the illusory wall occupies 4 contiguous squares and lasts until the end of the encounter. The wall cannot be destroyed or climbed. If Baphomet creates more than one wall, no part of the walls can be adjacent. The wall blocks movement and line of sight for enemies. Baphomet and his allies can move, see, and attack through the wall without penalty. If Baphomet or an ally moves into space within the wall that is adjacent to an enemy, that enemy can ignore the effects of that wall.
Ferocity (when reduced to 0 hit points)	
Baphomet makes a <i>bloodied fury</i> attack.	
Alignment Chaotic evil	Languages Abyssal, Common
Skills Athletics +29, Intimidate +25, Nature +27	
Str 30 (+24)	Dex 28 (+23) Wis 26 (+22)
Con 27 (+22)	Int 20 (+19) Cha 22 (+20)
Equipment <i>Heartcleaver</i> (+6 vicious greataxe)	

BAPHOMET TACTICS

Baphomet revels in melee combat, charging boldly into battle. He uses *bellow* the first time he is hit while at least three enemies are within range. If his foes are beyond melee range, Baphomet uses *abyssal maze* to split them up and sow confusion. Once he's in melee, Baphomet uses *abyssal maze* to keep enemies from retreating. He directs his *Heartcleaver* attacks against heavily armored foes and his *goring horns* attacks against less armored enemies. Once bloodied, Baphomet tosses aside his weapon and uses *bloodied fury* each round until his opponents are dead or he is destroyed.

HOWLING BLADE

HOWLING BLADES ARE RELIGIOUS ZEALOTS that worship Baphomet and engage in ritualistic and profane activities that encourage chaos and savagery.

Howling Blade		Level 16 Skirmisher (Leader)	
Medium natural humanoid, human		XP 1,400	
Initiative +17		Senses Perception +17	
HP 151; Bloodied 75; see also <i>rage of beasts</i>			
AC 30; Fortitude 27; Reflex 29; Will 28			
Speed 6			
⚔ Longsword (standard; at-will) ♦ Weapon			
+21 vs. AC; 2d8 + 7 damage, and the target slides 1 square.			
⚔ Mobile Charge (standard; at-will) ♦ Weapon			
Requires longsword; the howling blade makes a charge attack:			
+22 vs. AC; 1d8 + 9 damage, and the howling blade shifts 3 squares.			
⚔ Strike of the Horned King (standard; usable only while bloodied; at-will) ♦ Weapon			
Requires longsword; +21 vs. AC; 3d8 + 7 damage.			
Rage of Beasts (minor; usable only while bloodied; encounter)			
The howling blade gains 15 temporary hit points and 1 action point.			
Blood for Baphomet (minor; recharge ⏏ ⏏ ⏏)			
An ally in a flank with the howling blade makes a melee basic attack against the flanked creature as a free action.			
Alignment Chaotic evil		Languages Abyssal, Common	
Skills Athletics +15, Bluff +18, Nature +17			
Str 14 (+10)		Dex 25 (+15)	
Con 15 (+10)		Int 12 (+9)	
		Wis 18 (+12)	
		Cha 20 (+13)	
Equipment hide armor, longsword			

HOWLING BLADE TACTICS

A howling blade uses *mobile charge* at the start of combat and then resorts to longsword attacks, fighting with utter devotion to the Horned King and using its *blood for Baphomet* power whenever it can. Once bloodied, it uses its *rage of beasts* and *strike of the Horned King* powers.

HOWLING BLADE LORE

A character knows the following information with a successful Religion check.

DC 20: Minotaur cabalists lead cults of Baphomet in minotaur cities, though worship of the Horned King has spread into rural areas where poor, depraved humanoids live. Led by a cult called the Temple of Ire, the followers conduct raids on the patrols and garrisons of local authorities.

DC 25: Howling blades are the spiritual leaders of the Temple of Ire. They worship Baphomet and perform rituals that climax with the decapitation of a bull. Witnesses have reported that the severed head speaks in the whispered voice of Baphomet.

ENCOUNTER GROUPS

Baphomet's cults include both minotaurs and humanoid cultists.

Level 14 Encounter (XP 4,800)

- ♦ 2 howling blades (level 16 skirmisher)
- ♦ 1 savage minotaur (level 16 brute)
- ♦ 8 human lackeys (level 7 minion)

Compared to other demon lords, Baphomet is relatively weak. He is rarely found alone and prefers the company of savage minotaurs and goristro demons.

Level 30 Encounter (XP 94,000)

- ♦ Baphomet (level 28 solo brute)
- ♦ 1 marilith demon (level 24 elite skirmisher)
- ♦ 2 goristro demons (level 19 elite brute)



DEMON

THE CORRUPTED DEPTHS OF THE ABYSS CONTAIN a wide variety of demons, which live only to destroy.

CANOLOTH

THE CANOLOTH IS THE HUNTING HOUND of the Abyss. Some canoloths are kept as profane pets, and others roam the Elemental Chaos in feral packs, leaving carnage in their wake.



Top to bottom: Chasme and canoloth

Canoloth	Level 7 Soldier
Medium elemental beast (demon)	XP 300
Initiative +7	Senses Perception +9; blindsight 10
HP 82; Bloodied 41	
AC 23; Fortitude 21, Reflex 19, Will 18	
Resist 10 poison, 10 variable (1/encounter; see "Resist," <i>Monster Manual</i> , page 282)	
Speed 7	
⬆ Bite (standard; at-will)	
+13 vs. AC; 2d6 + 4 damage.	
⬆ Tongue Lash (standard; at-will)	
Reach 4; +13 vs. AC; 1d6 + 4 damage, and the target is dazed (save ends).	
⬆ Tongue Seize (minor; at-will)	
Targets a dazed, stunned, unconscious, or helpless creature; reach 4; +12 vs. Fortitude; the target is pulled into an unoccupied space adjacent to the canoloth.	
⬅ Canoloth Yowl (standard; encounter) ⬆ Fear, Psychic	
Close burst 1; targets creatures without the demon keyword; +11 vs. Will; 1d6 + 1 psychic damage, and the target takes a -2 penalty to all defenses (save ends).	
Alignment Chaotic evil	Languages Abyssal
Skills Athletics +12	
Str 18 (+7)	Dex 14 (+5) Wis 12 (+4)
Con 18 (+7)	Int 5 (+0) Cha 6 (+1)

CANOLOTH TACTICS

A canoloth moves to within 4 squares of its enemies and employs *tongue lash*. If the enemy is dazed by the attack, the canoloth uses *tongue seize* to pull that foe within easy reach of its jaws. The creature also uses *canoloth yowl* to weaken the defenses of enemies it's unable to hit or when it is surrounded by foes.

Canoloth Harrier	Level 13 Minion
Medium elemental beast (demon)	XP 200
Initiative +8	Senses Perception +12; blindsight 10
HP 1; a missed attack never damages a minion.	
AC 27; Fortitude 26, Reflex 24, Will 23	
Resist 10 poison	
Speed 7	
⬆ Tongue Lash (standard; at-will)	
Reach 4; +18 vs. AC; 5 damage, and the target is dazed (save ends). If the target is already dazed, it takes an extra 2 damage instead.	
Alignment Chaotic evil	Languages Abyssal
Str 18 (+10)	Dex 14 (+8) Wis 12 (+7)
Con 18 (+10)	Int 5 (+3) Cha 6 (+4)

CANOLOTH HARRIER TACTICS

Canoloth harriers employ similar tactics to those of canoloths. The only difference is that the canoloth harriers like to gang up on one target.

CANOLOTH LORE

A character knows the following information with a successful Arcana check.

DC 16: Canoloths hunger for flesh, and like evistors, they are drawn to form hunting packs. They are tolerant of other abyssal denizens and often accompany a variety of demonic creatures.

DC 21: Despite its lack of eyes, a canoloth has senses to detect and track prey.

ENCOUNTER GROUPS

Mezzodemons frequently train canoloths as savage pets. They even sell canoloths to those willing to buy such monsters. A canoloth's pack instinct makes it willing to work with a variety of creatures.

Level 7 Encounter (XP 1,500)

- ◆ 2 canoloth demons (level 7 soldier)
- ◆ 1 howling hag (level 7 controller)
- ◆ 2 crimson acolytes (level 7 skirmisher)

Level 12 Encounter (XP 3,400)

- ◆ 2 mezzodemons (level 11 soldier)
- ◆ 5 canoloth harriers (level 13 minion)
- ◆ 1 spirit devourer (level 11 elite controller)

CHASME

CLEVER, SWIFT, AND CRAVEN, CHASMES are insectlike demons that slake their unending thirst for blood and pain by tormenting the weak.

Chasme	Level 14 Skirmisher
Large elemental magical beast (demon)	XP 1,000
Initiative +16	Senses Perception +7
HP 138; Bloodied 69	
AC 29; Fortitude 26, Reflex 29, Will 24	
Resist 10 variable (2/encounter; see "Resist," <i>Monster Manual</i> , page 282)	
Speed 6, climb 6 (spider climb), fly 10	
⚔ Gore (standard; at-will)	
+19 vs. AC; 2d6 + 7 damage, and ongoing 5 damage (save ends), or ongoing 10 damage if the target already has ongoing 5 damage (save ends).	
✚ Mobile Melee Attack (standard; at-will)	
A chasme can move up to half its speed and make one melee basic attack at any point during that movement. The chasme doesn't provoke opportunity attacks when moving away from the target of its attack.	
⚡ Drone (standard; recharges when first bloodied) ◆ Sleep	
Close burst 2; targets creatures without the demon keyword; +17 vs. Will; the target is dazed (save ends). <i>First Failed Saving Throw:</i> The target is unconscious (save ends).	
Chasme Mobility	
The chasme gains a +2 bonus to AC against opportunity attacks provoked by movement.	
Combat Advantage	
The chasme deals an extra 1d6 damage against any target it has combat advantage against. This damage increases to 2d6 against unconscious foes.	
Alignment Chaotic evil	Languages Abyssal
Skills Bluff +14, Insight +12, Intimidate +14, Stealth +19	
Str 19 (+11)	Dex 24 (+14) Wis 10 (+7)
Con 18 (+11)	Int 11 (+7) Cha 14 (+9)

CHASME TACTICS

A chasme relies on speed and the advantage of flight to plague its enemies while avoiding harm. The creature begins combat with *drone* and then focuses on slaying unconscious enemies. The chasme darts from opponent to opponent, attempting to inflict ongoing damage on multiple adversaries. The chasme reserves its recharged use of *drone* for covering its retreat or sealing victory.

CHASME LORE

A character knows the following information with a successful Arcana check.

DC 18: A chasme's cunning and sense of self-preservation provide it with a subtlety unusual in demons. Although its goal is ruin, mayhem, and pain, it takes the time to gather power and knowledge. Usually through lies, threats, and torture, it coerces other beings into helping it.

DC 23: Chasmes spontaneously emerge from the corpses of creatures slain in the Abyss. Like fiendish maggots, young chasmes crawl from the bodies and begin feeding off the corruption that saturates the Abyss. Other demons, especially those that fly, often kill and eat any chasme larvae they happen upon. The few young chasmes that possess the wiles to survive grow into adult specimens within a month.

ENCOUNTER GROUPS

Chasmes prefer strong, stupid allies, so they often accompany or manipulate brutish demons. If service to a mightier demon allows a chasme to spread mayhem, it seizes the opportunity.

Level 14 Encounter (XP 5,200)

- ◆ 2 chasme demons (level 14 skirmisher)
- ◆ 2 night hags (level 14 lurker)
- ◆ 2 mezzodemons (level 11 soldier)

Level 15 Encounter (XP 6,000)

- ◆ 2 chasme demons (level 14 skirmisher)
- ◆ 1 demonweb terror (level 14 elite controller)
- ◆ 2 drider fanglords (level 14 brute)

SHADOW DEMON

BORN OF THE UNADULTERATED CORRUPTION of the Abyss, a shadow demon is a fiend of consuming darkness. These lurking demons act as spies, scouts, and assassins.

Shadow Demon		Level 12 Elite Lurker
Medium elemental humanoid (demon)		XP 1,400
Initiative +17	Senses Perception +12; darkvision	
HP 196; Bloodied 98		
AC 28; Fortitude 25, Reflex 27, Will 26		
Resist 15 necrotic, 15 variable (2/encounter; see “Resist,” <i>Monster Manual</i> , page 282), insubstantial; Vulnerable radiant (if the shadow demon takes 15 or more radiant damage, it loses phasing and insubstantial until the end of the attacker’s next turn)		
Saving Throws +2		
Speed fly 8 (hover); phasing		
Action Points 1		
⬆️ Claw (standard; at-will) ♦ Necrotic		
+15 vs. Reflex; 2d6 + 7 necrotic damage; see also <i>combat advantage</i> .		
⬇️ Void Rake (minor; at-will) ♦ Necrotic		
Requires combat advantage; the shadow demon makes a melee basic attack.		
↩️ Abyssal Void (standard; recharges when first bloodied) ♦ Necrotic, Zone		
Close burst 3; +13 vs. Fortitude; 1d6 + 6 necrotic damage. The burst creates a zone of darkness that lasts until the end of the shadow demon’s next turn. The zone of darkness cannot be illuminated, and it blocks line of sight for all creatures that cannot see in darkness. A creature that starts its turn within the zone takes 1d6 + 6 necrotic damage.		
Combat Advantage		
When the shadow demon uses a claw attack to damage a target it has combat advantage against, the target cannot spend healing surges until the end of the shadow demon’s next turn.		
Alignment Chaotic evil		Languages Abyssal
Skills Arcana + 13, Bluff +17, Stealth +18		
Str 8 (+5)	Dex 24 (+13)	Wis 12 (+7)
Con 20 (+11)	Int 14 (+8)	Cha 22 (+12)

SHADOW DEMON TACTICS

A shadow demon tries to ambush foes. If it gains surprise, it uses *void rake* and then spends an action point to use *abyssal void*. The shadow demon takes advantage of phasing to avoid combat with multiple enemies. It often delays until it sees an opportunity to gain combat advantage. Once bloodied, the shadow demon uses *abyssal void* again, retreating if severely wounded.

SHADOW DEMON LORE

A character knows the following information with a successful Arcana check.

DC 16: Despite its resemblance to a wraith, a shadow demon is a living spawn of the Abyss. Its powers utilize the necrotic energy resulting from the demonic connection to oblivion and entropy.

DC 21: Shadow demons are like devils in that they lie and scheme to drive mortals toward evil. However, shadow demons aim to proliferate death and destruction, not to acquire souls and power. A shadow demon’s primary goal is always the annihilation of life.

ENCOUNTER GROUPS

Shadow demons interact with other demons only when they share a common goal. This usually occurs at the behest of a powerful leader, such as a demon lord. Shadow demons work with undead and other creatures associated with death, such as corrupt shadar-kai, servants of nightwalkers, and Orcus’s deathpriests.

Level 13 Encounter (XP 3,800)

- ♦ 1 shadow demon (level 12 elite lurker)
- ♦ 1 deathpriest of Orcus (level 9 controller)
- ♦ 5 battle wights (level 9 soldier)

Level 13 Encounter (XP 3,900)

- ♦ 1 shadow demon (level 12 elite lurker)
- ♦ 2 minotaur warriors (level 10 soldier)
- ♦ 1 minotaur cabalist (level 13 controller)
- ♦ 1 viscera devourer (level 12 soldier)

SOLAMITH

A CORPULENT CREATURE OF ALL-CONSUMING HUNGER, the solamith attacks by tearing off chunks of itself and hurling the wads of necrotized, exploding tissue at enemies. Those it slays, it devours to replenish its spent flesh.

Solamith		Level 15 Artillery
Large elemental humanoid (demon)		XP 1,200
Initiative +13	Senses Perception +8	
HP 115; Bloodied 57		
Regeneration 10 (if the solamith takes cold damage, regeneration doesn't function on its next turn)		
AC 26; Fortitude 27, Reflex 28, Will 25		
Resist 10 fire, 10 variable (2/encounter; see "Resist," <i>Monster Manual</i> , page 282)		
Speed 8		
⚔ Claw (standard; at-will) ♦ Fire		
Reach 2; +21 vs. AC; 1d8 + 5 damage plus 1d6 fire damage.		
✂ Soulfire (standard; at-will) ♦ Fire, Necrotic		
The solamith chooses one of the following attacks, taking damage as it hurls parts of itself at enemies. The solamith cannot reduce itself to 0 hit points or fewer in this fashion.		
♦ Area burst 1 within 20; +19 vs. Reflex; 3d6 + 6 fire and necrotic damage. The solamith takes 5 damage.		
♦ Area burst 2 within 20; +19 vs. Reflex; 4d6 + 6 fire and necrotic damage. The solamith takes 10 damage.		
♦ Area burst 3 within 20; +19 vs. Reflex; 5d6 + 6 fire and necrotic damage. The solamith takes 15 damage.		
⚡ Soulfire Retort (immediate reaction, when the solamith takes damage from a melee attack; recharges when first bloodied) ♦ Fire, Necrotic		
Close blast 3; +19 vs. Reflex; 3d6 + 6 fire and necrotic damage, and the target is pushed 1 square.		
Alignment Chaotic evil		Languages Abyssal
Str 20 (+12)	Dex 23 (+13)	Wis 13 (+8)
Con 19 (+11)	Int 4 (+4)	Cha 8 (+6)

SOLAMITH TACTICS

Despite its imposing bulk, a solamith is a soft target that must rely on protection from its allies. It moves around the battlefield with surprising speed, hurling *soulfire*. It avoids melee and uses *soulfire retort* to keep adversaries away.

SOLAMITH LORE

A character knows the following information with a successful Arcana check.

DC 18: A solamith can peel away parts of its body. The creature hurls the chunks of flesh, which explode in bursts of necrotic energy and fire. When a battle ends, the solamith gorges on the fallen to replenish its cannibalized flesh. Its favorite food is the flesh of mortal humanoids.

DC 23: When eating, a solamith tears its victims apart and then slowly consumes the flesh, savoring each morsel. When the creature finishes, a tortured face appears under the skin of the demon's belly—a spiritual echo of the dead creature's soul.

ENCOUNTER GROUPS

Solamiths are fierce tormenters that press weaker creatures into service. They sometimes work with demons of equal or greater strength, if only to ensure their own safety. Creatures that can summon and control demons use solamiths as gatekeepers and artillery.

Level 15 Encounter (XP 6,000)

- ♦ 1 solamith demon (level 15 artillery)
- ♦ 2 red slaads (level 15 soldier)
- ♦ 3 gray slaads (level 13 skirmisher)

Level 15 Encounter (XP 6,000)

- ♦ 2 solamith demons (level 15 artillery)
- ♦ 1 immolith demon (level 15 controller)
- ♦ 2 azer ragers (level 15 brute)



Top to bottom: Shadow demon and solamith

DEVIL

AS PUNISHMENT FOR BETRAYING THEIR DIVINE MASTERS, devils are bound to the Nine Hells. Yet devils sometimes escape into the world. They often serve powerful, evil mortals, though such service is dangerous and usually comes at a price.

BARBED DEVIL

BARBED DEVILS ARE FIERCE WARRIORS entrusted with the defense of infernal fortresses or assigned to patrol the lower hells in search of spies and intruders. When summoned to the world, they serve as elite bodyguards or champions for mortal tyrants.



Top to bottom: Brazen devil and barbed devil

Barbed Devil		Level 18 Skirmisher
Medium immortal humanoid (devil)		XP 2,000
Initiative +17	Senses Perception +11; darkvision	
Threatening Barbs aura 1; any creature in the aura that makes a melee attack or a close attack with the weapon keyword against the barbed devil takes 5 damage.		
HP 170; Bloodied 85		
AC 33; Fortitude 31, Reflex 30, Will 29		
Resist 20 fire		
Speed 7, teleport 7		
⬇ Claw (standard; at-will)		
+23 vs. AC; 1d8 + 7 damage.		
⬇ Double Attack (standard; at-will)		
The barbed devil makes two claw attacks.		
⚡ Hurl Flame (standard; recharge ⏏ ⏏) ♦ Fire		
Ranged 5; +21 vs. Reflex; 1d10 + 6 fire damage, and ongoing 5 fire damage, and the target is dazed (save ends both).		
⬅ Barbed Teleport (standard; encounter) ♦ Teleportation		
Close burst 1; +23 vs. AC; 1d8 + 7 damage, and the barbed devil teleports 7 squares.		
Infernal Bound (minor; at-will)		
The barbed devil shifts 3 squares.		
Alignment Evil	Languages Supernal	
Skills Athletics +21, Intimidate +19		
Str 25 (+16)	Dex 23 (+15)	Wis 15 (+11)
Con 18 (+13)	Int 12 (+10)	Cha 20 (+14)

BARBED DEVIL TACTICS

A barbed devil uses *hurl flame* at distant foes. When enemies draw near, it uses *infernal bound* to leap at an enemy, and then makes a *double attack* before teleporting away.

Barbed Devil Enforcer		Level 18 Soldier
Medium immortal humanoid (devil)		XP 2,000
Initiative +16	Senses Perception +11; darkvision	
Grasping Barbs aura 1; an enemy that enters or leaves the aura takes 5 damage and is marked until the end of its next turn.		
HP 174; Bloodied 87		
AC 35; Fortitude 31, Reflex 29, Will 29		
Resist 20 fire		
Speed 7, teleport 7		
⚔ Claw (standard; at-will)		
+25 vs. AC; 1d8 + 7 damage, and the target is pushed 1 square; see also <i>grasping barbs</i> (above).		
⚔ Double Attack (standard; at-will)		
The barbed devil enforcer makes two claw attacks. If both attacks hit the same target, the barbed devil enforcer tries to impale the target on its barbs as a secondary attack: +22 vs. Reflex; 5 damage.		
🔥 Hurl Flame (standard; recharge ⏏ ⏏) ♦ Fire		
Ranged 5; +20 vs. Reflex; 1d10 + 7 fire damage, and ongoing 5 fire damage, and the target is dazed (save ends both).		
Alignment Evil	Languages Supernal	
Skills Athletics +21, Intimidate +19		
Str 25 (+16)	Dex 20 (+14)	Wis 15 (+11)
Con 22 (+15)	Int 12 (+10)	Cha 20 (+14)

BARBED DEVIL ENFORCER TACTICS

A barbed devil enforcer begins combat with *hurl flame*. The creature then teleports into its foes' midst and makes *double claw* attacks while subjecting them to its *grasping barbs* aura. If a creature retreats, the barbed devil enforcer pursues, teleporting or moving after it.

BARBED DEVIL LORE

A character knows the following information with a successful Religion check.

DC 20: Barbed devils (known as hamatulas) are named for the prickly spines that cover their bodies. They disdain weapons and prefer to attack with their spikes and claws.

DC 25: Barbed devils serve as guards in the citadels and vaults of the middle and lower hells. They are common in Phlegethos, Malbolge, and Maladomini, where they patrol the vast, winding tunnels.

ENCOUNTER GROUPS

Barbed devils are proud and love to fight. They serve masters who value their power.

Level 18 Encounter (10,000 XP)

- ♦ 2 barbed devils (level 18 skirmisher)
- ♦ 1 barbed devil enforcer (level 18 soldier)
- ♦ 2 cambion hellfire magi (level 18 artillery)

Level 19 Encounter (11,200 XP)

- ♦ 2 barbed devils (level 18 skirmisher)
- ♦ 1 bone devil (level 17 controller)
- ♦ 2 ice devils (level 20 soldier)

BRAZEN DEVIL

IN THE FIERY DEPTHS OF NESSUS lies Malsheem, the infernal fortress of Asmodeus. This is the domain of the brazen devils, so named because they are permanently encased in hellforged brass armor. The devils are stalwart defenders and ferocious combatants, swarming anyone who dares trespass into their territory.

BRAZEN DEVIL LORE

A character knows the following information with a successful Religion check.

DC 28: The Malsheem Guard, a force of 1,001 brazen devils, consists of the most loyal and ferocious devils. The Guard protects Asmodeus's palace and serves as an elite bodyguard. When a member of the Malsheem Guard dies, a new brazen devil is soon elevated in its place.

Unlike pit fiends, brazen devils lack ambition and crave only to serve their evil lord.

DC 33: Brazen devils are created from the worthiest and most devoted war devils, bone devils, and barbed devils. In a lengthy and agonizing ritual, the creatures are cut apart and fitted into hellforged brass armor. The armor is irremovable and remains attached to the devil for the rest of its existence.

Brazen Devil	Level 28 Soldier
Large immortal humanoid (devil)	XP 13,000
Initiative +20	Senses Perception +26; darkvision
Cloying Hellfire (Fire) aura 2; a creature that starts its turn in the aura takes 10 fire damage. A creature without the devil keyword cannot use powers with the teleport keyword while in the aura.	
HP 257; Bloodied 128	
AC 45; Fortitude 41, Reflex 38, Will 39	
Resist 30 fire	
Speed 7, fly 7 (clumsy)	
⚔ Halberd (standard; at-will) ♦ Weapon	
Reach 2; +35 vs. AC; 2d12 + 10 damage, and the target slides 1 square.	
⚡ Hellfire Gout (standard; recharge ⏏ ⏏) ♦ Fire	
Close blast 3; +33 vs. Reflex; 4d10 + 7 fire damage.	
⚡ Furious Assault (standard; encounter) ♦ Teleportation, Weapon	
+33 vs. Fortitude; 4d12 + 10 damage, and the target is pushed 3 squares. In addition, the brazen devil teleports into a space adjacent to the target after the target is pushed.	
⚡ Fiendish Opportunist (immediate reaction, when an enemy is pushed, pulled, or slid into a square adjacent to the brazen devil; at-will) ♦ Weapon	
+33 vs. Fortitude; 1d12 + 9 damage, and the target is knocked prone.	
Infernal Assault (move; encounter) ♦ Teleportation	
The brazen devil teleports 20 squares and gains a +2 bonus to attack rolls until the beginning of its next turn. The brazen devil can teleport into occupied squares, sliding any creatures occupying those squares into the nearest unoccupied squares.	
Alignment Evil	Languages Supernal
Skills Intimidate +25	
Str 28 (+23)	Dex 18 (+18) Wis 25 (+21)
Con 25 (+21)	Int 23 (+20) Cha 22 (+20)
Equipment hellforged plate armor (destroyed if the brazen devil is slain), halberd	

BRAZEN DEVIL TACTICS

A brazen devil uses *furious assault* to push its enemy adjacent to another brazen devil in order to trigger the other devil's *fiendish opportunist* power. The devils spread out to cover a large area with *cloying hellfire*. A brazen devil withholds *infernal assault* for an opportunity to keep its enemies from reuniting or retreating.

ENCOUNTER GROUPS

Asmodeus trusts no one, but what trust he has, he places in his palace guards. He uses brazen devils for the most sensitive or important tasks.

Level 28 Encounter (68,900 XP)

- ♦ 2 brazen devils (level 28 soldier)
- ♦ 1 pit fiend devil (level 26 elite soldier)
- ♦ 6 war devils (level 22 brute)

Level 30 Encounter (94,000 XP)

- ♦ 3 brazen devils (level 28 soldier)
- ♦ 1 ancient green dragon (level 27 solo controller)

PAIN DEVIL

PAIN DEVILS ARE MERCENARIES OF the Nine Hells that serve any master who lets them torture the weak and helpless. Pain devils are eager combatants, relishing the chance to crush foes beneath their scourges.

Pain Devil		Level 8 Soldier
Medium immortal humanoid (devil)		XP 350
Initiative +8	Senses Perception +12; darkvision	
Aura of Torment aura 2; a creature without the devil keyword that starts its turn in the aura takes 2 damage.		
HP 86; Bloodied 43		
AC 24; Fortitude 21, Reflex 18, Will 19		
Resist 10 fire		
Speed 5		
⬇ Scourge (standard; at-will) ♦ Weapon		
Reach 2; +15 vs. AC; 2d8 + 5 damage, and the target is slowed until the end of the pain devil's next turn.		
⬅ Wave of Pain (standard; recharge ⏏ ⏏) ♦ Weapon		
Close burst 2; targets enemies; +13 vs. AC; 3d6 + 5 damage, and the target is slowed until the end of the pain devil's next turn.		
Sadism		
When the pain devil scores a critical hit or its attack renders an enemy bloodied, it gains a +2 bonus to attack rolls and saving throws until the end of its next turn.		
Alignment Evil	Languages Supernal	
Skills Insight +12, Intimidate +10		
Str 20 (+9)	Dex 15 (+6)	Wis 17 (+7)
Con 14 (+6)	Int 14 (+6)	Cha 12 (+5)
Equipment scourge		

PAIN DEVIL TACTICS

The devils target nimble enemies, using the debilitating effect of their scourges to keep the creatures within reach. Pain devils take positions where they can affect the most creatures with *aura of torment*. Pain devils withhold *wave of pain* until they have two or more enemies in the area, or until they gain the attack bonus from *sadism*.

PAIN DEVIL LORE

A character knows the following information with a successful Religion check.

DC 15: Pain devils are relatively weak devils, but they are cruel and bloodthirsty foes. A pain devil's scourge causes agony that briefly cripples its target.

DC 20: Pain devils are skillful and cruel torturers. They are common in the upper hells, especially Dis and Minauros. Sadistic mortals summon pain devils to the world to serve as mercenaries.

Pain Devil Captain		Level 11 Controller (Leader)
Medium immortal humanoid (devil)		XP 600
Initiative +7		Senses Perception +13; darkvision
Aura of Torment aura 2; a creature without the devil keyword that starts its turn in the aura takes 2 damage.		
HP 110; Bloodied 55		
AC 25; Fortitude 23, Reflex 20, Will 21		
Resist 10 fire		
Speed 5		
⬇ Scourge (standard; at-will) ♦ Weapon		
Reach 2; +16 vs. AC; 2d8 + 5 damage, and the target is weakened until the end of the pain devil captain's next turn.		
⬅ Ignite Weaponry (standard; recharge ⏏ ⏏) ♦ Fire		
Close burst 10; allies in the burst deal an extra 5 fire damage on attacks with the weapon keyword until the end of the pain devil captain's next turn.		
Supreme Sadism		
When the pain devil captain scores a critical hit or its attack renders an enemy bloodied, it and all allies within 5 squares of the pain devil captain gain 10 temporary hit points.		
Alignment Evil		Languages Supernal
Skills Insight +13, Intimidate +11		
Str 20 (+10)	Dex 15 (+7)	Wis 17 (+8)
Con 14 (+7)	Int 14 (+7)	Cha 12 (+6)
Equipment scourge		

PAIN DEVIL CAPTAIN TACTICS

The pain devil captain wades into battle and uses *ignite weaponry* as often as it can, but otherwise tries to pound enemies with its scourge in the hope of triggering its *supreme sadism*.

ENCOUNTER GROUPS

Pain devils sell their services outside of the Nine Hells, and they can be found in the company of various evil creatures.

Level 7 Encounter (1,500 XP)

- ♦ 2 pain devils (level 8 soldier)
- ♦ 2 spined devils (level 6 skirmisher)
- ♦ 1 tiefling darkblade (level 7 lurker)

Level 9 Encounter (2,300 XP)

- ♦ 2 pain devils (level 8 soldier)
- ♦ 1 pain devil captain (level 10 controller)
- ♦ 2 cambion hellswords (level 8 brute)

STORM DEVIL

STORM DEVILS RAIN DOWN DESTRUCTION from above. They serve as artillery in the armies of the lower hells, especially in Maladomini and Nessus.

Storm Devil		Level 23 Artillery
Medium immortal humanoid (devil)		XP 5,100
Initiative +18 Senses Perception +17; darkvision		
HP 169; Bloodied 84		
AC 37; Fortitude 35, Reflex 34, Will 33		
Resist 20 fire, 20 lightning, 20 thunder		
Speed 7, fly 7 (clumsy)		
⚔ Trident (standard; at-will) ♦ Lightning, Weapon		
+26 vs. Reflex; 2d8 + 6 damage, and ongoing 10 lightning damage, and the target is dazed (save ends both).		
⚡ Lightning Fork (standard; at-will) ♦ Lightning		
Requires trident; ranged 20; +28 vs. Reflex; 3d6 + 8 lightning damage.		
⚡ Infernal Thunderclap (standard; recharge ☞ ☞) ♦ Lightning, Thunder		
Area burst 2 within 20; +26 vs. Fortitude; 2d10 + 6 lightning and thunder damage, and the target is pushed 3 squares from the origin square and dazed until the end of its next turn.		
Cyclone (free, when first bloodied; encounter)		
The storm devil shifts 3 squares, and any Medium or smaller enemy adjacent to the storm devil at the start of the move is knocked prone.		
Alignment Evil		Languages Supernal
Skills Stealth +23		
Str 20 (+16)	Dex 25 (+18)	Wis 22 (+17)
Con 25 (+18)	Int 16 (+14)	Cha 17 (+14)
Equipment trident		

STORM DEVIL TACTICS

Storm devils begin battle by flying to a perch that provides a view of the battlefield. From there, they blast foes with *infernal thunderclap*. While they wait for that power to recharge, they use *lightning fork*.

Storm devils are clumsy fliers, so they avoid fighting from the air. They land before attacking, and they fly only to find a new perch from which to blast foes.

STORM DEVIL LORE

A character knows the following information with a successful Religion check.

DC 25: Storm devils are the artillery of the Nine Hells. They patrol the citadels of the lower hells, and they serve as bodyguards to pit fiends. Their lightning and thunder powers are feared by weaker devils because few have resistances to those energy types.

DC 30: Storm devils can be unruly and have little patience for the regimentation of infernal ranks. They sometimes disobey orders or abandon their posts for an opportunity to score a quick kill or to torment weaker devils.

ENCOUNTER GROUPS

Storm devils are known to harass vessels passing through the Astral Sea. They also provide artillery support to hosts of other devils as well as mortals who summon them and bind them to service.

Level 23 Encounter (25,550 XP)

- ♦ 2 storm devils (level 23 artillery)
- ♦ 1 war devil (level 22 brute)
- ♦ 4 ice devils (level 20 soldier)



Top to bottom: Pain devil and storm devil

DISPATER

A MASTER OF STRATEGY AND INTRIGUE, Dispater is the lord of Dis, the second hell. He is known as the Iron Duke and as the Father of Strife, and he governs with an iron fist wrapped in a velvet glove.

Clever and cautious, Dispater is rarely caught off guard. He is usually urbane and calm, speaking with courtesy and reason. However, when his enemies defy him, his eyes flash red with fury, and his words scour foes with unholy power.

Dispater		Level 28 Solo Controller (Leader)
Medium immortal humanoid (devil)		XP 65,000
Initiative +20		Senses Perception +21; darkvision
HP 1,295; Bloodied 647		
AC 45; Fortitude 41, Reflex 43, Will 42		
Resist 30 fire		
Saving Throws +5		
Speed 6, teleport 10		
Action Points 2		
⬇ Smiting Rod (standard; at-will) ⬆ Weapon		
Requires <i>rod of Dispater</i> ; +34 vs. AC; 2d8 + 10 damage (crit 8d8+10), and the target is pushed 2 squares and dazed (save ends).		
⬇ Blasphemous Reply (immediate reaction, when hit by a melee attack; at-will) ⬆ Thunder		
Targets the attacker; +32 vs. Will; 3d8 + 10 thunder damage, and the target is pushed 1 square.		
⬆ Scathing Rod (standard; at-will) ⬆ Acid, Implement		
Requires <i>rod of Dispater</i> ; ranged 20; +32 vs. Reflex; 2d8 + 10 acid damage, and the target takes a -2 penalty to attack rolls until the end of Dispater's next turn.		
⬆ Inveigle (standard; recharge ⬆⬆⬆) ⬆ Charm, Psychic		
Ranged 20; +32 vs. Will; 2d8 + 10 psychic damage, and the target slides 3 squares and is dominated (save ends). <i>Aftereffect</i> : The target is dazed until the end of its next turn.		
⬆ Gates of Dis (minor; at-will) ⬆ Conjuration, Fire		
Area wall 10 within 20 squares. Dispater conjures a lattice of scalding iron that lasts until the start of his next turn. The wall blocks movement and line of effect, but it does not block line of sight. Creatures that end their turn adjacent to the wall take 10 fire damage. Creatures pulled, pushed, or slid adjacent to the wall take 20 fire damage. The wall is 4 squares high and cannot be destroyed.		
Diabolic Awe (free 1/round, when an enemy within 10 squares becomes bloodied or takes a critical hit; at-will) ⬆ Fear, Healing		
The enemy is pushed 3 squares away from Dispater and is dazed until the end of Dispater's next turn. Creatures with the devil keyword within 10 squares of Dispater regain 20 hit points.		
Alignment Evil	Languages Supernal	
Skills Arcana +29, Bluff +28, History +29, Insight +26, Religion +29		
Str 22 (+20)	Dex 23 (+20)	Wis 24 (+21)
Con 27 (+22)	Int 30 (+24)	Cha 29 (+23)
Equipment scarlet robe, <i>rod of Dispater</i> (see below)		

DISPATER'S TACTICS

Dispater chooses his fights carefully, and he avoids confronting dangerous enemies until he has secured every advantage. He keeps lesser devils on hand, including legion devils, war devils, and even a few pit fiends. Dispater sends his followers into battle first so he can gauge the strength of his foes.

If he does fight, Dispater uses *gates of Dis* to divide his enemies while he tries to dominate the most powerful foe with *inveigle*. He remains at range, using *scathing rod* while waiting for *inveigle* to recharge. If closely pressed in melee, he uses an action point to make two *smiting rod* attacks and then teleports away. He does not hesitate to flee if a fight turns against him.

Rod of Dispater

Level 28

A symbol of Dispater's authority, this adamantine rod is shaped like two serpents entwined together, and it grants the power to scour foes with acid.

Implement (Rod) 2,125,000 gp

Enhancement: Attack rolls and damage rolls

Critical: +6d8

Property: The rod functions as a +6 *heavy mace* as well as an implement.

Power (At-Will): Free Action. Use this power when you hit with a melee attack using the rod. The target is pushed 2 squares and dazed (save ends).

Power (At-Will ⬆ Acid): Standard Action. Ranged 20; Intelligence vs. Reflex; 2d8 + Intelligence modifier acid damage, and the target takes a -2 penalty to attack rolls until the end of your next turn.

DISPATER LORE

A character knows the following information with a successful Religion check.

DC 20: Dispater is the lord of Dis, the second hell. Dispater's palace is the infamous Iron Tower, a mighty fortification in the center of the city of Dis. Dispater is renowned for his powers of persuasion.

DC 25: Dispater is cautious, and he often creates aspects of himself. These avatars deal with matters outside of Dis.

DC 28: Dispater does not encourage cults. Instead, he seduces influential mortals with the promise of power. Dispater's agents are often viziers, councilors, or ministers who secretly govern from behind the scenes.

DC 33: A master of Hell's politics, Dispater is closely allied with Mephistopheles, lord of the eighth hell. Both the archdevils share a hatred for Baalzebul, lord of the seventh hell.

ASPECT OF DISPATER

DISPATER RARELY VENTURES FROM HIS IRON TOWER. Instead, he prefers to send an aspect to treat with his peers or tempt mortals who interest him.

Dispater has no connection to his aspect except that he knows where and when one enters the world.

Aspect of Dispater Level 20 Elite Controller (Leader) Medium immortal humanoid (devil) XP 5,600

Initiative +14 **Senses** Perception +15; darkvision

HP 382; **Bloodied** 191

AC 37; **Fortitude** 33, **Reflex** 35, **Will** 34

Resist 20 fire

Saving Throws +2

Speed 6, teleport 10

Action Points 1

⚔ **Smiting Rod** (standard; at-will) ♦ **Weapon**

+25 vs. AC; 2d8 + 6 damage, and the target is pushed 2 squares and dazed until the end of the aspect of Dispater's next turn.

⚡ **Lesser Blasphemous Reply** (immediate reaction, when hit by a melee attack; recharges when first bloodied) ♦ **Thunder**

Targets the attacker; +24 vs. Will; 3d8 + 7 thunder damage, and the target is pushed 1 square.

☞ **Lesser Inveigle** (standard; recharge ☞ ☞ ☞) ♦ **Charm, Psychic**

Ranged 10; +24 vs. Will; 2d6 + 7 psychic damage, and the target slides 2 squares and is dominated until the end of the aspect of Dispater's next turn.

☞ **Lesser Gates of Dis** (minor; recharge ☞ ☞ ☞) ♦ **Conjuration, Fire**

Area wall 5 within 20 squares. The aspect of Dispater conjures a lattice of scalding iron that lasts until the start of his next turn. The wall blocks movement and line of effect, but it does not block line of sight. Creatures that end their turn adjacent to the wall or are pulled, pushed, or slid adjacent to the wall take 10 fire damage. The wall is 4 squares high and cannot be destroyed.

Lesser Diabolic Awe (free 1/round, when an enemy within 5 squares becomes bloodied or takes a critical hit; at-will) ♦

Fear, Healing

The enemy is pushed 3 squares away from the aspect of Dispater and is dazed until the end of the aspect's next turn.

Creatures with the devil keyword within 5 squares of the aspect of Dispater regain 10 hit points.

Alignment Evil **Languages** Supernal

Skills Arcana +23, Bluff +22, History +23, Insight +20, Religion +23

Str 18 (+14) **Dex** 19 (+14) **Wis** 20 (+15)

Con 23 (+16) **Int** 26 (+18) **Cha** 25 (+17)

Equipment scarlet robe, smiting rod

ASPECT OF DISPATER TACTICS

Dispater's aspect avoids risky fights. It surrounds itself with allies and seeks advantages in combat. The aspect targets enemies with *lesser inveigle* while using *lesser gates of Dis* to keep foes at bay. The aspect is patient, and rather than engaging in melee, it stays away from dangerous enemies while waiting for *lesser inveigle* to recharge.

ASPECT OF DISPATER LORE

A character knows the following information with a successful Religion check.

DC 25: Aspects of Dispater are summoned or created through rituals, and they often work covertly within a government to sway rulers toward evil.

ENCOUNTER GROUPS

Aspects of Dispater are accompanied by retinues of other devils that can assist in their master's diabolical plans.

Level 22 Encounter (19,200 XP)

- ♦ 1 aspect of Dispater (level 20 elite controller)
- ♦ 2 ice devils (level 20 soldier)
- ♦ 2 cambion hellfire magi (level 18 artillery)

Dispater rarely leaves his layer of the Nine Hells, but he does not shy from confronting enemies intruding in his demesne.

Level 30 Encounter (101,000 XP)

- ♦ Dispater (level 28 solo controller)
- ♦ 2 pit fiend devils (level 26 elite soldier)

Level 30 Encounter (101,400 XP)

- ♦ Dispater (level 28 solo controller)
- ♦ 2 war devils (level 22 brute)
- ♦ 3 storm devils (level 23 artillery)
- ♦ 16 legion devil legionnaires (level 21 minion)



GRAZ'ZT

DEMONS AREN'T SUBTLE, BUT THEN every rule has its exception. Graz'zt is the schemer of the Abyss, and he constantly plots against Demogorgon and Orcus from his realm of Azzagrat. Graz'zt uses seduction, guile, and trickery as his weapons, launching demonic hordes only after his intrigues leave enemies in disarray. Known also as the Dark Prince, Graz'zt appears and acts more human than other demon princes. However, he is capable of atrocities to rival even the most sadistic demons. Graz'zt has black skin, six small horns atop his head, and six digits on each hand and foot.

Graz'zt was once a devil and a trusted advisor to Asmodeus, who charged Graz'zt with invading the Abyss and seizing the evil seed that created it (see "The Birth of the Abyss" sidebar, *Monster Manual*, page 52). Graz'zt's initial invasion was successful, and he managed to seize three layers of the Abyss. However, pressure from Orcus and Demogorgon stalled Graz'zt's descent toward the heart of evil. Graz'zt eventually rejected his heritage and turned the conquered territory into his own kingdom. Today, he is one of the most powerful demon princes. And whether he truly spurned the Nine Hells or is secretly colluding with Asmodeus is known only to Graz'zt. Regardless, that doesn't preclude a change of allegiances later.

Graz'zt cultivates an atmosphere of indolence and lassitude within his horrid palace. The outward decadence of his court masks the truth, though: The palace is a nexus of schemes that extend throughout the planes and across the centuries.

GRAZ'ZT TACTICS

Graz'zt uses *overwhelming domination* to make enemies into allies and then sets them up to help flank opponents with him.

One or more characters will likely be dominated through much of the fight against Graz'zt. If your players are amenable, allow a player to retain control of his or her character if the player agrees to fight faithfully on Graz'zt's behalf.

Graz'zt is elusive on the battlefield, moving from flank to flank, teleporting when appropriate. If the PCs are intent on maintaining their distance, then Graz'zt employs *unholy blight*. If the battle turns against Graz'zt, he willingly flees and leaves his allies to die.

Graz'zt		Level 32 Solo Controller
Medium elemental humanoid (demon)		XP 135,000
Initiative +27	Senses Perception +24; darkvision	
HP 1,430 Bloodied 715		
AC 48; Fortitude 45, Reflex 48, Will 48		
Immune charm; Resist 20 variable (3/encounter; see <i>Monster Manual</i> , page 282)		
Saving Throws +5		
Speed 6, teleport 6		
Action Points 2		
⚡ Wave of Sorrow (standard; at-will) ♦ Acid, Weapon, Teleportation		
Reach 2; +37 vs. AC; 2d10 + 10 damage (crit 7d10 +10), and ongoing 10 acid (save ends), and Graz'zt teleports to an unoccupied square adjacent to the target.		
↶ Sorrow Cyclone (standard; recharge ⏏ ⏏) ♦ Acid, Weapon, Teleportation		
Requires Wave of Sorrow; close burst 1; targets enemies; +37 vs. AC; 2d10 + 10 damage (crit 7d10 +10), and ongoing 10 acid damage (save ends), and Graz'zt teleports to an unoccupied square adjacent to a creature hit by the attack.		
➤ Overwhelming Domination (standard; recharges when no enemy is dominated by Graz'zt) ♦ Charm		
Ranged 20; targets two enemies; + 35 vs. Will; the target is dominated (save ends), and saving throws against this effect take a -4 penalty. Graz'zt can force a creature he has dominated to use encounter attack powers. A creature dominated by Graz'zt counts as his ally and is not considered dazed (as per the dominated condition) for the purpose of flanking. <i>Aftereffect</i> : The target takes a -4 penalty to Will defense until the end of the encounter.		
✖ Unholy Blight (standard, recharge ⏏ ⏏)		
Area burst 5 within 10; targets enemies only; +35 vs. Reflex; 2d10 + 10 damage, and the target is weakened until the end of Graz'zt's next turn.		
Change Shape (minor; at-will) ♦ Polymorph		
Graz'zt can alter his physical form to appear as an attractive Medium humanoid of any race or gender (see "Change Shape," <i>Monster Manual</i> , page 280).		
Combat Advantage		
Graz'zt deals an extra 4d6 damage against any target he has combat advantage against.		
Vicious Twist (free, when Graz'zt hits a creature with an attack that has the weapon keyword; recharge ⏏ ⏏) ♦ Weapon		
That creature takes an extra 20 damage.		
Alignment Chaotic evil	Languages All	
Skills Arcana +27, Bluff +32, Diplomacy +32, History +27, Insight +29, Intimidate +32		
Str 27 (+24)	Dex 33 (+27)	Wis 27 (+24)
Con 22 (+22)	Int 22 (+22)	Cha 33 (+27)
Equipment Wave of Sorrow		

GRAZ'ZT LORE

A character knows the following information with a successful Arcana or Religion check.

DC 20: Graz'zt is the Dark Prince, a demonic patron of tyrants and despots. Evil schemers swear obeisance to him.

DC 25: Graz'zt's greatest rival is Demogorgon, and Graz'zt would like nothing better than to destroy the two-headed demon prince and claim the title of "Prince of Demons."

DC 28: Graz'zt rules a three-tiered realm in the Abyss known as Azzagrat. Within the twisted streets of this landscape dwell hordes of demons and deadly elementals.

DC 33: Graz'zt was once an archdevil in the service of Asmodeus. Graz'zt was sent by Asmodeus to retrieve the shard of evil embedded in the heart of the Abyss, and though he did not succeed, Graz'zt did conquer three levels of that plane. He established his own kingdom there, rejecting Asmodeus to instead reign over his newly conquered territory.

DC 35: Graz'zt carries a massive, serrated greatsword called *Wave of Sorrow*. He wields the sword in one hand, and the blade moves like a wave when he brandishes it. In addition to fighting with the sword, Graz'zt is a master of dominating his enemies, whom he directs to fight on his behalf.

ASPECT OF GRAZ'ZT

AGENTS OF GRAZ'ZT CAN PERFORM a ritual that brings an aspect of Graz'zt into the world. The aspect heeds the commands of its summoner, acting as an advisor and bodyguard.

Graz'zt has no connection to this aspect except that he knows where and when one enters the world.

Aspect of Graz'zt		Level 24 Elite Skirmisher
Medium elemental humanoid (demon)		XP 12,100
Initiative +23	Senses Perception +19; darkvision	
HP 438; Bloodied 219		
AC 40; Fortitude 36, Reflex 38, Will 38		
Resist 10 variable (3/encounter; see <i>Monster Manual</i> , page 282)		
Saving Throws +2		
Speed 6, teleport 4		
Action Points 1		
⬢ Greatsword (standard; at-will) ⬢ Acid, Teleport, Weapon		
Reach 2; +29 vs. AC; 1d10 + 10 damage, and ongoing 5 acid damage (save ends), and the target teleports 1 square into a space of the aspect of Graz'zt's choosing.		
✂ Forceful Domination (standard; recharges when no enemies are dominated by the aspect of Graz'zt) ⬢ Charm		
Ranged 10; +28 vs. Will; the target is dominated (save ends), and saving throws against this effect take a -2 penalty. A creature dominated by the aspect of Graz'zt counts as his ally and is not considered dazed (as per the dominated condition) for the purpose of flanking.		
Combat Advantage		
The aspect of Graz'zt deals an extra 2d6 damage against any target it has combat advantage against.		
Alignment Chaotic evil		Languages All
Skills Arcana +21, Bluff +26, Diplomacy +26, History +21, Insight +24, Intimidate +26		
Str 24 (+19)	Dex 29 (+21)	Wis 24 (+19)
Con 19 (+16)	Int 19 (+16)	Cha 29 (+21)
Equipment greatsword		

Wave of Sorrow

Level 30

Wave of Sorrow is a massive, black greatsword that Graz'zt wields in one hand. The serrated blade undulates when wielded by the Dark Prince.

Lvl 30 +6 3,125,000 gp

Weapon: Greatsword

Enhancement: Attack rolls and damage rolls

Critical: +5d10 damage

Property: This weapon deals ongoing 10 acid damage (save ends) on a successful melee attack.

Power (At-Will ♦ Teleportation): Free Action. Use this power when you hit an enemy with a melee attack or a close attack that uses this weapon. You teleport to a square adjacent to the target you hit.



ASPECT OF GRAZ'ZT TACTICS

Like the true Dark Prince, the aspect of Graz'zt starts a battle with an attempt to dominate an enemy. The aspect then works in concert with the target of its domination, focusing attacks on the enemies that appear resistant to attacks that target Will defense.

ASPECT OF GRAZ'ZT LORE

A character knows the following information with a successful Arcana check.

DC 30: Powerful cult leaders can perform a ritual that conjures an aspect of the Dark Prince.

DC 35: An aspect of Graz'zt is nearly as cunning as the true Graz'zt, though it obeys the commands of its summoner rather than engaging in its own plots and schemes.

CHOSEN OF GRAZ'ZT

GRAZ'ZT LIKES CREATURES PREDISPOSED TOWARD trickery and espionage, and for that reason, he favors lamias. A lamia's ability to change its appearance makes it an effective cult leader—one capable of sowing the seeds of chaos within any society.

The most powerful cult leaders become the Chosen of Graz'zt, privy to the secrets and magic of the Abyss, including the ritual to conjure an aspect of Graz'zt.

IGGWILV, THE SOMETIME ALLY OF GRAZ'ZT

Known widely as the Witch Queen, the once-human spellcaster Iggwilv has a long history with Graz'zt. Through a clever and audacious series of rituals, Iggwilv imprisoned Graz'zt in the world under her command. The two became lovers, each trying to gain power over the other, and Iggwilv bore at least one child as a result of the union. Eventually, Graz'zt escaped Iggwilv's bonds and returned to the Abyss. Iggwilv attempted to hide from the wrathful demon, but she failed. When Graz'zt found her, he imprisoned Iggwilv in Azzagrat for a time.

Now, the two maintain a wary alliance, each certain that the other will inevitably perform some act of betrayal. They share an affinity for subterfuge that makes them effective partners, so long as each can keep from stabbing the other in the back.

Chosen of Graz'zt	Level 22 Elite Controller
Medium fey magical beast, lamia (shapechanger)	XP 8,300
Initiative +15	Senses Perception +13
Swarm's Embrace aura 1; an enemy that starts its turn in the aura takes 15 damage.	
HP 416; Bloodied 208	
AC 38; Fortitude 35, Reflex 34, Will 35	
Resist takes half damage from melee and ranged attacks;	
Vulnerable 10 against area and close attacks	
Saving Throws +2	
Speed 6, climb 6	
Action Points 1	
⚡ Cursed Touch (standard; at-will) ⚡ Healing	
+26 vs. Fortitude; 1d8 + 7 damage, and the target is dazed (save ends). In addition, the Chosen of Graz'zt regains hit points equal to the damage dealt.	
⚡ Devouring Swarm (standard; sustain minor; at-will)	
Reach 5; +26 vs. Fortitude; 3d8 + 7 damage. When the Chosen of Graz'zt sustains this power, the devouring swarm deals 3d8 + 7 damage to the target (no attack roll required). The target must be within this power's range for the Chosen of Graz'zt to sustain the power.	
⚡ Word of Graz'zt (standard; recharge ⚡) ⚡ Charm	
Close burst 5; targets enemies, affects first enemy hit only; +26 vs. Will; the target is dominated (save ends).	
Change Shape (minor; at-will) ⚡ Polymorph	
A chosen of Graz'zt can alter its physical form to appear as an attractive Medium humanoid of any race or gender (see "Change Shape," <i>Monster Manual</i> , page 280).	
Squeezing Swarm	
By altering its shape, a Chosen of Graz'zt can squeeze through small openings as if it were a Tiny creature (see "Squeeze," <i>Player's Handbook</i> , page 292).	
Alignment Evil	Languages Common, Elven
Skills Arcana +22, Bluff +25, Insight +18	
Str 18 (+15)	Dex 19 (+15) Wis 14 (+13)
Con 24 (+18)	Int 23 (+17) Cha 28 (+20)

CHOSEN OF GRAZ'ZT TACTICS

A Chosen of Graz'zt opens combat with *word of Graz'zt*. It then attacks nondominated enemies with *devouring swarm*. The lamia relies on *cursed touch* for close combat, attempting to keep its hit points full while waiting for *word of Graz'zt* to recharge.

CHOSEN OF GRAZ'ZT LORE

A character knows the following information with a successful Arcana or Religion check.

DC 25: The Chosen of Graz'zt are the Dark Prince's most devoted followers. A Chosen of Graz'zt is charged with facilitating assassinations and espionage in the world. All of the Chosen are lamias who have learned from their master's cunning.

DC 30: The Chosen of Graz'zt can dominate enemies. As lamias, they also have the powers and characteristics common to their species, including their ability to assume humanoid forms.

CULTS OF GRAZ'ZT

CULTS OF GRAZ'ZT GATHER IN HIDDEN PLACES near locations of power—the catacombs under a palace, the supply tunnels beneath a stronghold, or an unused library or laboratory at a wizards' college.

When they meet, the cultists hatch nefarious schemes to enhance their members' influence and power. At any time, a cult of Graz'zt has several plots in motion. Graz'zt monitors the activity of his cults, though most have plans of such a petty scale that he cares little about their fate. Only the best schemes attract his attention.

A cult's sacrifice to Graz'zt might include a powerful person or an object symbolic of an individual's power, such as a scepter or a crown. Victims are often tortured as a way of demonstrating the cult's power over that person.

A typical paragon-tier cult of Graz'zt includes a small group of six-fingered slayers (human assassins that have six fingers on each hand) and droves of dark acolytes.

Six-Fingered Slayer	Level 15 Lurker
Medium natural humanoid, human	XP 300
Initiative +13 Senses Perception +10	
HP 108; Bloodied 54	
AC 29; Fortitude 27, Reflex 29, Will 27	
Immune charm; Resist 10 psychic	
Speed 6	
⚔ Dagger (standard; at-will) ♦ Poison, Psychic, Weapon	
+20 vs. AC; 1d4 + 2 damage plus 2d6 psychic damage, and the six-fingered slayer makes a secondary attack against the same target: +20 vs. Fortitude; the target takes ongoing 10 poison damage (save ends).	
⚔ Six-Fingered Strike (standard; recharges when bloodied) ♦ Poison, Psychic, Weapon	
Requires dagger; close burst 1; +20 vs. AC; 1d4 + 2 damage plus 2d6 psychic damage, and the six-fingered slayer makes a secondary attack against the same target.	
Secondary Attack: +20 vs. Fortitude; the target takes ongoing 10 poison damage (save ends).	
Dark Veil (minor; recharge ☞ ☞ ☞)	
The six-fingered slayer gains concealment and phasing until the end of its next turn.	
Alignment Evil Languages Abyssal, Common	
Skills Bluff +14, Insight +14, Stealth +16	
Str 14 (+9) Dex 18 (+11) Wis 15 (+9)	
Con 12 (+8) Int 13 (+8) Cha 14 (+9)	
Equipment leather armor, dagger, robes	

SIX-FINGERED SLAYER TACTICS

Six-fingered slayers are assassins who follow Graz'zt's teachings. They use *dark veil* to step through solid walls into the midst of their enemies before striking with their poisonous daggers. Once *dark veil* recharges, they use the power to slip away.

Dark Acolyte of Graz'zt	Level 15 Minion
Medium natural humanoid, human	XP 300
Initiative +9 Senses Perception +10	
HP 1; a missed attack never damages a minion.	
AC 29; Fortitude 27, Reflex 26, Will 27	
Immune charm	
Speed 6	
⚔ Greatsword (standard; at-will) ♦ Weapon	
+20 vs. AC; 7 damage, or 9 damage if the dark acolyte has combat advantage against the target.	
🏹 Longbow (standard; at-will) ♦ Weapon	
+19 vs. AC; 7 damage.	
Dying Whispers (when reduced to 0 hit points by an attack)	
Allies within 5 squares of the dark acolyte gain combat advantage against the attacker.	
Alignment Evil Languages Abyssal, Common	
Skills Bluff +13, Insight +15	
Str 17 (+10) Dex 14 (+9) Wis 16 (+10)	
Con 14 (+9) Int 13 (+8) Cha 12 (+8)	
Equipment leather armor, greatsword, longbow, quiver of 30 arrows	

DARK ACOLYTE OF GRAZ'ZT TACTICS

Dark acolytes work together to flank enemies, thereby increasing the damage they deal with their melee attacks, while a few keep to the fringes and pepper enemies with arrows.

ENCOUNTER GROUPS

Graz'zt sometimes sends demons to aid his most ardent supporters, but only the most worthy followers can summon his aspect to do their bidding. The Chosen of Graz'zt prefer tough, vicious demons that they can use as bodyguards and soldiers.

Level 15 Encounter (6,000 XP)

- ♦ 8 dark acolytes of Graz'zt (level 15 minion)
- ♦ 2 six-fingered slayers (level 15 lurker)
- ♦ 1 immolith demon (level 15 controller)

Level 20 Encounter (15,900 XP)

- ♦ 1 Chosen of Graz'zt (level 22 elite controller)
- ♦ 2 nabassu gargoyles (level 18 lurker)
- ♦ 12 dark acolytes of Graz'zt (level 15 minion)

Level 23 Encounter (28,700 XP)

- ♦ 1 Chosen of Graz'zt (level 22 elite controller)
- ♦ 1 aspect of Graz'zt (level 24 elite skirmisher)
- ♦ 2 hezrou demons (level 22 brute)

Graz'zt trusts in his peerless ability to dominate enemies, which means he can always count on extra allies if battle should come.

Level 33 Encounter (193,300 XP)

- ♦ Graz'zt (level 32 solo controller)
- ♦ 3 marilith demons (level 24 elite skirmisher)
- ♦ 1 balor demon (level 27 elite brute)



KEEPER

KEEPERS ARE THE EERIE CUSTODIANS of the Shadowfell city of Gloomwrought, though they sometimes travel abroad and even visit the natural world. They avoid conflict until their secret agendas come into conflict with others' actions—and because their agendas are mysterious, such conflicts can arise at any time.

If the keepers serve a master, no one knows who that master is. Gloomwrought's residents believe the keepers serve the city's prince, Rolan the Deathless, but no evidence exists to validate this belief.

KEEPER LORE

A character knows the following information with a successful Arcana check.

DC 20: Keepers are the strange custodians of the Shadowfell city of Gloomwrought. They see to the upkeep of the city for reasons unknown.

DC 25: Keepers act at the behest of an unnamed master. Their agendas are secret, but their activities often relate to death. Seeing a keeper outside the Shadowfell is considered an ill omen pointing to imminent death.

DC 27: Keepers speak among their kind in an unknown clicking language. When a keeper dies, it dissolves into an inky black pool similar to the liquid form it can take while alive, but leaves its equipment behind.



Keeper	Level 17 Lurker
Medium shadow humanoid (shapechanger)	XP 1,600
Initiative +18	Senses Perception +17; blindsight 20
HP 128; Bloodied 64	
AC 31; Fortitude 29, Reflex 30, Will 28	
Immune charm, fear, sleep; see also <i>dissolution</i>	
Speed 6; see also <i>dissolution</i>	
⚔ Shadowformed Weapon (standard; at-will) ☒ Weapon	
The keeper attacks with a weapon it forms out of shadow: +23 vs. AC; 2d8 + 3 damage, and the target is marked until the end of the keeper's next turn. A keeper can only have one creature marked by this attack at a time. The condition ends if the keeper uses its <i>dissolution</i> power.	
☒ Caustic Breath (standard; encounter) ☒ Acid	
Close blast 3; +20 vs. Fortitude; 3d6 + 5 acid damage, and the target is blinded (save ends). <i>Aftereffect:</i> the target takes a -2 penalty to attack rolls (save ends).	
Dissolution (standard; recharge ☒ ☒) ♦ Healing, Polymorph	
The keeper dissolves into a dark, viscous liquid. While in this form, the keeper is immune to the restrained and immobilized conditions, and it ignores difficult terrain. The keeper gains a +5 bonus to all defenses, and it regains 10 hit points at the end of each of its turns. The keeper gains a climb speed and swim speed equal to its base walking speed. The keeper can take only move actions and minor actions. It can stay in this form indefinitely, and it can return to its normal form as a move action.	
Marked Advantage	
The keeper deals an extra 2d6 damage against a target it has marked.	
Alignment Unaligned	Languages Common
Skills Stealth +19, Thievery +19	
Str 17 (+11)	Dex 22 (+14) Wis 19 (+12)
Con 20 (+13)	Int 18 (+12) Cha 9 (+7)
Equipment trench coat, smock, goggles	

KEEPER TACTICS

Keepers tend to attack in groups. One group makes a frontal assault, using *shadowformed weapons*, while another group moves into a tactical position where its members can use *caustic breath*. When the first group's members are heavily injured, they retreat using *dissolution*. The other group then engages the enemy while its companions heal.

When a battle appears lost, keepers sacrifice themselves to provide cover and allow one of their numbers to escape—presumably so that creature can report the encounter to the keepers' secret master.

ENCOUNTER GROUPS

Keepers rarely associate with other creatures. They are usually found in groups of their own kind or occasionally with subservient, shadowy allies.

Level 17 Encounter (8,000 XP)

- ♦ 4 keepers (level 17 lurker)
 - ♦ 2 spectral tendrils traps (level 13 obstacle)
- Statistics for the spectral tendrils trap are presented in the *Dungeon Master's Guide*, page 91.

Level 18 Encounter (10,800 XP)

- ♦ 2 keepers (level 17 lurker)
- ♦ 2 shadow snakes (level 16 skirmisher)
- ♦ 1 blackroot treant (level 19 elite soldier)

KORRED

KORREDS ARE DISTANT RELATIVES OF GNOMES, or like many dark fey, gnomes altered in elder times by fomorian magic. These capricious fey enjoy wild revels that they often compel unwitting passersby to join.

Korred Cudgeleer		Level 8 Soldier
Small fey humanoid		XP 350
Initiative +7	Senses Perception +6; low-light vision	
HP 86; Bloodied 43		
AC 24; Fortitude 21, Reflex 19, Will 20		
Speed 5		
⬇ Cudgel (standard; at-will) ♦ Weapon		
+15 vs. AC; 2d6 + 3 damage, and the target is marked until the end of the encounter or until another creature marks it.		
↖ Cudgeleer's Jig (standard; recharge ⏏ ⏏ ⏏) ♦ Weapon		
Close burst 1; the korred makes a melee basic attack against each creature within the burst. The korred cudgeleer shifts a number of squares equal to the number of creatures it hits. It must end the shift adjacent to another creature.		
Cudgeleer's Reel (free, when an adjacent enemy shifts away from the korred cudgeleer; at-will)		
The korred cudgeleer shifts into the vacated square.		
Alignment Unaligned	Languages Elven	
Skills Athletics +12, Endurance +11		
Str 16 (+7)	Dex 12 (+5)	Wis 14 (+6)
Con 14 (+6)	Int 11 (+4)	Cha 13 (+5)
Equipment hide armor, cudgel		

KORRED CUDGELEER TACTICS

A korred cudgeleer treats battle like a rowdy dance, laughing and singing as it viciously pounds its foes. It charges into the midst of its enemies, unleashing *cudgeleer's jig* immediately. It remains near a korred dancecaller, who helps it gain a better position at times.

Korred Dancecaller		Level 10 Controller (Leader)
Small fey humanoid		XP 500
Initiative +5	Senses Perception +5; low-light vision	
HP 102; Bloodied 51		
AC 24; Fortitude 22, Reflex 22, Will 23		
Speed 5		
⬇ Cudgel (standard; at-will) ♦ Weapon		
+15 vs. AC; 2d6 + 4 damage, and the target slides 3 squares.		
➤ Fool's Dance (standard; at-will) ♦ Charm, Psychic		
Ranged 10; +13 vs. Will; 1d8 + 5 psychic damage, and the target must move at least 2 squares during its turn (save ends). A target that does not move 2 squares takes 2d6 psychic damage at the end of its turn (before it makes any saving throws).		
Rhyme of Calling (minor; at-will)		
Two allies within 5 squares of the korred dancecaller can shift 2 squares as a free action.		
Reactive Call (immediate reaction, when an enemy hits the korred dancecaller with a melee attack; at-will)		
An ally within 5 squares of the korred dancecaller shifts 2 squares as a free action.		
Alignment Unaligned		Languages Elven
Skills Diplomacy +13, Insight +11		
Str 14 (+7)	Dex 11 (+5)	Wis 13 (+6)
Con 14 (+7)	Int 14 (+7)	Cha 16 (+8)
Equipment hide armor, club		

KORRED DANCECALLER TACTICS

The korred dancecaller positions other korreds advantageously using *rhyme of calling*. It stays close to its allies, but it tries to avoid enemies so it can call a *fool's dance*. If the dancecaller is in danger, it uses *reactive call* to draw allies closer to help defend it.

KORRED LORE

A character knows the following information with a successful Nature check.

DC 20: Korreds have a love of dance, bawdy tunes, and lewd rhymes. They have a dark sense of humor that manifests as cruel practical jokes and forcing others, especially worldly mortals, to be entertainment. With a mix of magic and callousness, korreds have made many ill-fated travelers dance themselves to death.

ENCOUNTER GROUPS

Owing true allegiance to no one, korreds live in communities among their own kind or other dark fey. They are easily influenced to mischief and wickedness, so they can be found alongside evil creatures.

Level 9 Encounter (2,300 XP)

- ♦ 4 korred cudgeleers (level 8 soldier)
- ♦ 1 korred dancecaller (level 10 controller)
- ♦ 1 quickling runner (level 9 skirmisher)



RAAVASTA

CUNNING AND MANIPULATIVE, RAAVASTAS prowl the dark corners of the Elemental Chaos and the Abyss, working their evil to foment warfare and mayhem.

Raavastas (pronounced rah-VAH-sta) are consummate dealmakers, the classic string-pullers that use deception and diversion to achieve their goals. They play their enemies against one another, whispering a tangle of truths and lies in the hope of sparking a conflict that draws attention away from their true designs. Raavastas are most active in the Abyss, manipulating the demon lords and their servants, but they are found in Sigil and throughout the Elemental Chaos, particularly in the City of Brass.

A raavasta rarely shows its true form (that of a fox-headed humanoid), preferring to alter its appearance to lull others into a false sense of security. Raavastas also have an uncanny gift for languages. After a few moments of observing communication, they become fluent in the language, using it with the mastery of a native speaker.

Raavasta Observer		Level 19 Lurker
Medium elemental humanoid (shapechanger)		XP 2,400
Initiative +19	Senses Perception +18; truesight 6	
HP 136; Bloodied 68		
AC 32; Fortitude 29; Reflex 32; Will 33		
Resist 10 psychic, 10 variable (3/encounter; see "Resist," <i>Monster Manual</i> , page 282)		
Speed 8		
⚔ Claws of Blindness (standard; at-will)		
+23 vs. AC; 1d6 + 6 damage, and the target is blinded (save ends).		
🔮 Mind Lure (standard; recharge ⏏ ⏏ ⏏) ♦ Psychic		
Ranged 10; +22 vs. Will; 1d10 + 7 psychic damage, and the target slides 5 squares and grants combat advantage to the raavasta observer until the end of the target's next turn.		
🔄 Change Shape (minor; at-will) ♦ Polymorph		
The raavasta observer can alter its physical form to take on the appearance of any Medium humanoid, including a unique individual (see "Change Shape," <i>Monster Manual</i> , page 280).		
Cloak and Claw		
The raavasta observer deals an extra 2d6 damage against a target when it makes an attack while it has total concealment.		
👻 Vanish (immediate reaction, when an enemy hits the raavasta observer; recharge ⏏ ⏏) ♦ Illusion		
The raavasta observer shifts 3 squares and is invisible until the end of its next turn or until it attacks.		
Alignment Evil	Languages All	
Skills Bluff +21, Stealth +20		
Str 15 (+11)	Dex 22 (+15)	Wis 18 (+13)
Con 16 (+12)	Int 19 (+13)	Cha 24 (+16)
Equipment fine clothing		

RAAVASTA OBSERVER TACTICS

A raavasta observer uses *change shape* to lure an enemy close before using *mind lure* against it. Cautious, it uses *vanish* at every opportunity and never hesitates to flee a battle if defeat seems inevitable.

Raavasta Conniver		Level 23 Elite Controller
Medium elemental humanoid (shapechanger)		XP 10,200
Initiative +16	Senses Perception +22; truesight 6	
HP 428; Bloodied 214		
AC 40; Fortitude 35; Reflex 38; Will 36		
Resist psychic 15, variable 15 (2/encounter; see “Resist,” <i>Monster Manual</i> , page 282)		
Saving Throws +2		
Speed 6		
Action Points 1		
⚔ Claws of Blindness (standard; at-will)		
+26 vs. AC; 1d6 + 5 damage, and the target is blinded (save ends).		
🔮 Bind (minor; recharges when <i>enforce contract</i> is used) ♦ Charm, Psychic		
Ranged sight; no attack roll required; the target chooses to take ongoing 20 psychic damage (save ends) or be dominated (save ends); see also <i>enforce contract</i> .		
👉 Mind Stab (standard; encounter) ♦ Fear, Psychic		
Close burst 5; targets enemies; +28 vs. Will; 5d6 + 9 psychic damage, and the target moves its speed away from the raavasta conniver.		
🔄 Change Shape (minor; at-will) ♦ Polymorph		
A raavasta conniver can alter its physical form to take on the appearance of any Medium humanoid, including a unique individual (see “Change Shape,” <i>Monster Manual</i> , page 280).		
🔒 Enforce Contract (immediate reaction, when an enemy’s melee or ranged attack targets the raavasta conniver; recharge when <i>bind</i> is used) ♦ Charm		
The attack targets the creature affected by the raavasta conniver’s <i>bind</i> power instead of the raavasta conniver. Using this power ends the <i>bind</i> effect on that creature.		
👻 Vanish (immediate reaction, when an enemy hits the raavasta conniver; recharge ☞ ☞) ♦ Illusion		
The raavasta conniver shifts 3 squares and is invisible until the end of its next turn or until it attacks.		
Alignment Evil	Languages All	
Skills Bluff +23, Diplomacy +23, Insight +22		
Str 14 (+13)	Dex 20 (+16)	Wis 23 (+17)
Con 22 (+17)	Int 28 (+20)	Cha 25 (+18)
Equipment fine clothing		

RAAVASTA CONNIVER TACTICS

A raavasta conniver begins combat by using *bind* against an enemy, preferably a ranged attacker. Whenever the conniver is the target of a dangerous attack, it uses *enforce contract* to defer the threat. Should the conniver become overwhelmed, it uses *mind stab* to drive off enemies while it escapes.

RAAVASTA LORE

A character knows the following information with a successful Arcana check.

DC 22: Raavastas are cunning humanoids that spin sinister schemes. They act as dealers, bargainers, and merchants, selling their services and anything else to make a profit and sow chaos. Often, their commodities come with hidden flaws that can eventually destroy a client.

DC 27: Many raavastas have rituals they use to augment their bargaining techniques. Conventional and magical methods for detecting truth are often ineffective against them. If a raavasta's plot is revealed, the raavasta usually has a magical means of escape, either by the use of an item, a nearby portal or gate, or some other form of teleportation.

DC 29: Many planar scholars believe that raavastas were once demons known as arcanaloths. According to sages, the demon lords drove the arcanaloths out of the Abyss due to their conniving ways, and it is from these demons that raavastas and rakshasas descend. Their similar tendencies and greed supports this theory, though rakshasas are quick to dismiss such claims as evil slurs against their race's honorable nature.

ENCOUNTER GROUPS

Raavastas surround themselves with useful servants and are loath to be caught alone. Raavastas use mezzodemons as guards and warriors. However, raavastas can be found with virtually any creature that has the muscle and the power to provide proper defense.

Level 18 Encounter (10,000 XP)

- ◆ 1 raavasta observer (level 19 lurker)
- ◆ 1 rockfire dreadnought (level 18 soldier)
- ◆ 1 azer beastlord (level 17 soldier)
- ◆ 1 firebred hell hound (level 17 brute)
- ◆ 6 azer warriors (level 17 minions)

Level 19 Encounter (12,000 XP)

- ◆ 1 raavasta observer (level 19 lurker)
- ◆ 2 fire archon blazesteels (level 19 soldier)
- ◆ 2 ice archon rimehammers (level 19 soldier)

Level 19 Encounter (12,000 XP)

- ◆ 3 raavasta observers (level 19 lurker)
- ◆ 8 mezzodemons (level 11 soldier)

Level 21 Encounter (19,800 XP)

- ◆ 1 raavasta conniver (level 23 elite controller)
- ◆ 3 marut blademasters (level 21 soldier)

Level 22 Encounter (24,100 XP)

- ◆ 1 raavasta conniver (level 23 elite controller)
- ◆ 2 efreet fireblades (level 22 soldier)
- ◆ 2 fire archon ash disciples (level 20 artillery)

Level 23 Encounter (25,500 XP)

- ◆ 1 raavasta conniver (level 23 elite controller)
- ◆ 1 efreet cinderlord (level 23 artillery)
- ◆ 1 glabrezu demon (level 23 elite brute)



PLANAR CHARACTERS

HEROES ARMED with knowledge of the planes can walk the sylvan vales of the Feywild or visit the lonely trails of the Shadowfell. They can explore elemental realms, where the building blocks of worlds still wait for hands to shape them. Heroes can storm the astral ramparts of the heavens and the hells, challenging gods and devils alike. Epic threats to the mortal world originate from these otherworldly dimensions, and only the mightiest heroes are equipped to face the extent of planar dangers. Despite the hostile environment, though, some heroes come to call the planes home, traveling between unseen dimensions as easily as their world-bound counterparts journey from city to city.

The planes are filled with secret societies, arcane cabals, and individuals who master strange and rare fighting techniques. The paragon paths, rituals, and magic items described herein are ideal for characters native to the planes or characters who frequent the planes often. For example, a warlord interested in the shadow captain paragon path ought to have visited the Shadowfell at some point during his or her adventuring career (perhaps between adventures), or one can assume that he or she found a mentor with extensive knowledge of the plane in question.

This chapter includes:

- ◆ **Paragon Paths:** The planes are rife with arcane lore, powerful patrons, and potential mentors. Characters native to the planes and heroes who visit the planes can master paragon paths inaccessible to the inhabitants of the natural world.
- ◆ **Rituals:** Planar travelers rely on potent rituals to navigate the planes.
- ◆ **Magic Items:** Rare and unusual treasures fill the bazaars of the City of Brass and Sigil, the armories of Moradin's fortress, and the golden streets of Hestavar. Heroes must be equipped to deal with the most hostile environments and deadliest creatures if they are to travel the planes.



WILLIAM O'CONNOR



PARAGON PATHS

BLADE OF CENDRIANE

"That which consumed my homeland will find me a much more dangerous, much less palatable meal."

Prerequisite: Eladrin, ranger

The ancient empire of Cendriane left ruined cities when it fell long ago, but these remnants are not the only legacy of the eladrin kingdom. A group of rangers remains in the service of the lost empire, surviving in the borderlands of the once-great realm.

You are a descendant of the survivors of Cendriane's mysterious cataclysm, or you have been tutored in the martial secrets of that realm. You have perfected the use of *fey step* and the art of double-wielding longswords. The Cendriane sword style has pushed you to explore the boundaries of your heritage and expand upon the eladrins' innate magic. This self-knowledge combined with your blade mastery makes you a transient adversary on the battlefield, disappearing and reappearing as necessary.

BLADE OF CENDRIANE PATH FEATURES

Fey Step Assault (11th level): When you use a power that has the teleportation keyword, or when you use the Call of Cendriane path feature, you gain a +1 bonus to attack rolls with powers that have the weapon keyword until the end of your next turn.

Call of Cendriane (11th level): When you spend an action point to take an extra action, you can teleport 5 squares before or after your extra action.

Blademaster of Legacy (16th level): You gain a +1 bonus to damage rolls with melee attacks that use a longsword.

BLADE OF CENDRIANE EXPLOITS

Forcing the Portal

Blade of Cendriane Attack 11

You strike two nearby foes, teleporting them apart to create an opening.

Encounter ♦ Martial, Teleportation, Weapon

Standard Action **Melee weapon**

Primary Target: One creature

Primary Attack: Strength vs. AC

Hit: 2[W] + Strength modifier damage, and you teleport the target 2 squares. Make a secondary attack.

Secondary Target: One creature other than the primary target

Secondary Attack: Strength vs. AC

Hit: 1[W] + Strength modifier, and you teleport the target 2 squares. The target must be teleported to a space within 3 squares of the primary target.

Ethereal Hunter

Blade of Cendriane Utility 12

Stepping though thin air, you blink back into existence next to your enemies, making them your prey.

Encounter ♦ Martial, Teleportation

Move Action **Personal**

Effect: You teleport 5 squares. You must teleport to a square adjacent to at least one enemy. Each enemy adjacent to you grants combat advantage to you and is designated as your quarry until the end of your next turn. The enemies don't count against your normal limit of one quarry at a time, although you can still deal Hunter's Quarry damage only once per round.

Feywild Tempest

Blade of Cendriane Attack 20

You travel unseen through the battlefield, materializing to strike at a foe before disappearing and moving on to the next adversary.

Daily ♦ Martial, Teleportation, Weapon

Standard Action **Melee weapon**

Requirement: You must be wielding two melee weapons.

Primary Target: One creature

Primary Attack: Strength vs. AC (main weapon and off-hand weapon), two attacks

Hit: 1[W] damage per attack.

Effect: Teleport 5 squares. Make a secondary attack.

Secondary Target: One creature other than the primary target

Secondary Attack: Strength vs. AC (main weapon and off-hand weapon), two attacks

Hit: 1[W] damage per attack.

Effect: Teleport 5 squares. Make a tertiary attack.

Tertiary Target: One creature other than the primary and secondary targets

Tertiary Attack: Strength vs. AC (main weapon and off-hand weapon), two attacks

Hit: 1[W] damage per attack.

DOOMGUARD MARAUDER

"You and all you strive to create will someday fall. I shall hasten this fate."

Prerequisite: Fighter

The Doomguard is a nihilistic society of mercenaries, marauders, and freebooters that troubles the domains of good and evil alike. As a member of the Doomguard, you believe the universe is sliding toward destruction and that everything eventually comes to an end. The best of the Doomguard are free-willed revolutionaries who fight to overthrow tyranny and stifling order; the worst are murderous villains who revel in destruction.

As a Doomguard Marauder, you possess the traits of an anarchist. Laws run counter to nature and deprive mortals of the freedom to choose their fate. For good or bad, the Doomguard is ever the enemies of tyranny and government. The society's members especially hate devils, and they continuously wage war against them.

DOOMGUARD MARAUDER PATH FEATURES

Ruin's Reward (11th level): Whenever you score a critical hit, you regain hit points equal to your Constitution modifier.

Destructive Action (11th level): When you spend an action point to take an extra action, you deal 1d12 extra damage on attacks made before the end of your turn. The damage increases to 2d12 at 21st level.

Inevitable Doom (16th level): When you miss with a melee weapon attack, you gain a +2 bonus to your next melee attack roll against that creature.

DOOMGUARD MARAUDER EXPLOITS

Entropic Blow Doomguard Marauder Attack 11

You swing with a devastating strike that leaves you and the enemies around you open to attack.

Encounter ♦ **Martial, Weapon**

Standard Action Melee weapon

Target: One creature

Attack: Strength vs. AC

Hit: 3[W] + Strength modifier damage, and you and each enemy adjacent to you takes a -2 penalty to AC until the end of your next turn.

Strike of Unmaking Doomguard Marauder Utility 12

Your attack puts your foe on the path to destruction.

Encounter ♦ **Martial, Weapon**

Free Action Melee weapon

Trigger: You hit an enemy with a melee attack

Effect: The target loses all resistances until the end of your next turn.

Arm of Dissolution Doomguard Marauder Attack 20

Your attack resounds with a chord of dissolution, and your foe crumbles under the power of entropy.

Daily ♦ **Martial, Weapon**

Standard Action Melee weapon

Target: One creature

Attack: Strength vs. AC

Hit: 3[W] + Strength modifier damage, and ongoing 10 damage (save ends). Each time the target takes the ongoing damage, you gain a +1 power bonus to melee attack rolls until the end of your next turn.

Miss: Half damage, and ongoing 5 damage (save ends). You gain no power bonus from the ongoing damage.



GATECRASHER

"A chalice of Corellon would be pretty rare. But maybe I know where to find one, if you have enough gemstones to jog my memory. . ."

Prerequisite: Rogue, trained in Arcana

Your rogue skills are as useful in the planes as in the world. You might be negotiating with a fomorian king instead of a tiefling merchant or cracking open a portal instead of picking a padlock, yet the principles are the same. You make it your business to locate lost relics across the planes and to learn the whereabouts of creatures that don't want to be found. Your connections span hundreds of organizations and people, and you know the locations of scores of portals.

GATECRASHER PATH FEATURES

Portal Alteration (11th level): A gatecrasher gains benefits related to portals (page 14).

Transparency: A gatecrasher sees through all but illusory portals as if they were clear. A gatecrasher that succeeds on a DC 25 Arcana check can recognize an illusory portal as illusory and can observe the portal's true destination.

Access: A gatecrasher gains a +5 bonus to Thievery checks to attempt to unlock an Arcane Lock on a portal.



Precision: A gatecrasher who moves through a portal can give the portal the precise trait. This trait lasts for 5 minutes after the gatecrasher exits the portal.

Gatecrasher Action (11th level): When you spend an action point to take an extra action, you gain an additional move action that you can expend to teleport a number of squares equal to your speed. You can only use the move action on your turn, and the additional action expires at the end of the encounter.

Gatecrasher Advantage (16th level): When an enemy within your line of sight uses a power that has the teleportation keyword, you gain combat advantage against that creature until the end of your next turn.

GATECRASHER EXPLOITS

Striker's Gate

Gatecrasher Attack 11

You dash through a dimensional pocket and skewer your foe.

Encounter ♦ Arcane, Teleportation, Weapon

Standard Action **Melee weapon**

Requirement: You must be wielding a light blade.

Target: One creature

Effect: Before the attack, you teleport 5 squares to a space adjacent to the target and gain combat advantage against it until the end of your turn.

Attack: Dexterity vs. AC

Hit: 2[W] + Dexterity modifier damage.

Trickster's Gate

Gatecrasher Utility 12

You open a planar rift that lets you and your allies briefly pass through another plane before reappearing from a connected gate.

Daily ♦ Arcane, Teleportation

Move Action **Ranged 20**

Effect: You create two dimensional gates in two unoccupied squares within range. The gates last until the end of your next turn. You and your allies can move from one gate's square to the other gate's square as if the squares were adjacent to each other. Movement through the gates is impossible if either gate's square is occupied.

Sustain Minor: The gates persist. As a move action, you can move a gate 4 squares and must move it to a square within 20 squares of you.

Boltportal Strike

Gatecrasher Attack 20

You create a small portal in front of you and a corresponding one next to your foe, allowing you to strike your enemy from across the battlefield.

Daily ♦ Arcane, Weapon

Standard Action **Melee weapon**

Target: One creature

Effect: You make an attack from a square within 10 squares of you, gaining any benefits or penalties associated with that square, such as combat advantage from flanking.

Attack: Dexterity vs. AC

Hit: 5[W] + Dexterity modifier damage.

Miss: Half damage.

KNIGHT OF CELESTIA

"The first time I beheld the beauty of Celestia, its splendor so moved me that I swore to become its champion."

Prerequisite: Paladin

As a knight of Celestia, you are an icon of virtue, championing the causes of Celestia and doing battle with those that seek its ruin. Although you retain devotion to your own deity, you also enjoy the favor of the gods that dwell in Celestia. You advance the agendas of the deities of Celestia in addition to that of your patron deity.

When you use your knight of Celestia powers, a flickering flame appears above your head, displaying the blessing the gods have bestowed upon you.

KNIGHT OF CELESTIA PATH FEATURES

Aura of Menace (11th level): When a creature that you have marked takes radiant damage from your *divine challenge*, the creature sheds bright light on 20 squares in all directions and grants combat advantage to any attacker until the end of your next turn.

Blessing of the Gods (11th level): When you spend an action point to take an extra action, you gain a +2 bonus to all defenses until the end of your next turn.

Dedicated Foe (16th level): When you score a critical hit against an enemy that you have marked with *divine challenge*, the attack ignores the creature's resistances, and the target takes radiant damage from *divine challenge* as if it had made an attack that didn't include you as a target. This damage triggers your *aura of menace*.

KNIGHT OF CELESTIA PRAYERS

Celestia's Challenge Knight of Celestia Attack 11

You channel righteous outrage into your weapon, challenging your foes with the wrath of the gods.

Encounter ♦ Divine, Weapon

Standard Action Melee weapon

Primary Target: One creature

Primary Attack: Strength vs. AC

Hit: 1[W] + Strength modifier + Charisma modifier damage.

Effect: Make a secondary attack.

Secondary Target: One creature other than the primary target

Secondary Attack: Strength vs. AC

Hit: 1[W] + Strength modifier + Charisma modifier damage. If both attacks hit, the targets are marked as if by your *divine challenge* until the end of your next turn.

Brilliant Guardians Knight of Celestia Utility 12

You create a pair of luminescent reflections of yourself that hover near allies, safeguarding them from harm.

Daily ♦ Conjunction, Divine

Standard Action Ranged 10

Effect: Two glowing duplicates of yourself appear in separate spaces within range. Each duplicate sheds bright light on 20 squares in all directions, and each ally adjacent to a duplicate gains a +2 power bonus to its AC and Will defense.

Sustain Minor: The duplicates persist and you can move one duplicate 3 squares or each duplicate 2 squares.

Purifying Radiance Knight of Celestia Attack 20

White motes of purifying radiance dance along your weapon as your strike sears a foe with the divine retribution of Celestia.

Daily ♦ Divine, Radiant, Weapon

Standard Action Melee weapon

Target: One creature

Attack: Strength vs. AC

Hit: 2[W] + Strength modifier damage, and the target takes ongoing 10 radiant damage (save ends). Each time the target fails a saving throw against this effect, each enemy adjacent to the target takes radiant damage equal to your Charisma modifier.

Miss: Half damage, ongoing 5 radiant damage (save ends), and no damage to adjacent creatures.



MALEC-KETH JANISSARY

"My oath and sword shall remain unbroken for as long as I draw breath."

Prerequisite: Swordmage

Malec-Keth janissaries are products of the elite arcane and military practices taught in the Tower of Malec-Keth, a war-magic academy in the City of Brass. Highly disciplined and rigorously trained, Malec-Keth janissaries have a fighting style demonstrative of their mastery of mind and body. They learn offensive and defensive techniques to protect their wards, and they also study music, art, and language.

Many Malec-Keth janissaries are servants to powerful masters, both humanoid and elemental. Proud and loyal, janissaries are single-minded in defense of their allies and masters. They favor a modest appearance; the only distinguishing mark a janissary bears is the tattoo of single blue flame on the brow that declares him or her a graduate of Malec-Keth. Those who wear the mark of Malec-Keth are known far and wide among the elemental realms for their determination and deadly skill with spell and blade.

Many powerful lords and ladies favor janissaries as bodyguards for their defensive abilities. Other Malec-Keth janissaries owe allegiance to no master, preferring to use their training to further their own ambitions.

MALEC-KETH JANISSARY FEATURES

Devshirme Training (11th level): You gain training in a skill from your class list or gain an additional two languages.

Malec-Keth Action (11th level): When you spend an action point to take an extra attack, you ignore your enemies' resistances until the end of your turn.



Chant of War (11th level): While you are bloodied, your *aegis of assault* or *aegis of shielding* power is a close burst 5.

Primordial Blade (16th level): Years of tireless study and exposure to the forces within the Elemental Chaos have honed your ability to control the elements. At the end of each short rest or extended rest, select one of the following damage types: cold, fire, thunder, or lightning. Your attacks deal 1d4 extra damage of the selected damage type until the end of your next rest.

MALEC-KETH JANISSARY SPELLS

Loyal Unto Death

Malec-Keth Janissary Attack 11

In a flash of light, you and a nearby ally vanish, reappearing only after you have switched positions.

Encounter ♦ Arcane, Teleportation, Weapon
Standard Action Melee weapon

Target: One creature

Effect: Before the attack, you and an ally within 10 squares of you swap places, teleporting into each other's space. Each enemy adjacent to you grants combat advantage to you, and each enemy adjacent to the ally grants combat advantage to him or her until the end of your next turn.

Secondary Target: One enemy

Attack: Strength vs. AC

Hit: 3[W] + Strength modifier damage.

Ever-Present Escort

Malec-Keth Janissary Utility 12

You extend the invisible field of protection granted by your swordmage warding to a nearby ally.

Encounter ♦ Arcane, Teleportation

Immediate Interrupt

Immediate Interrupt Close burst 5

Trigger: An ally within 5 squares of you is hit by an attack that targets AC

Target: The triggering ally in burst

Effect: You teleport to a square adjacent to the target. The target gains a +4 power bonus to AC until the end of your next turn.

Elemental Scourge

Malec-Keth Janissary Attack 20

You draw forth a burst of energy from the Elemental Chaos, scouring your enemies while allowing your allies to retreat to safety.

Daily ♦ Arcane, Cold, Fire, Implement, Lightning, Teleportation, Thunder

Standard Action Close burst 5

Target: Each enemy in burst

Attack: Intelligence vs. Reflex

Hit: 4d8 + Constitution modifier cold, fire, lightning, and thunder damage. The attack ignores any resistance to these damage types.

Effect: Each ally in the burst can teleport 3 squares.

PLANESHIFTER

"You could argue that the sunrise in Arvandor is the most beautiful sight in all the planes—but then, you've never seen Erathis pass judgment on a wayward cleric . . ."

Prerequisite: Warlock or wizard

Exploration is in your blood, but the world doesn't hold your interest. Instead, you enjoy the myriad wonders of the planes. You have extensive knowledge of the planes, and your ability to find portals and traverse dimensions is unrivaled.

PLANESHIFTER PATH FEATURES

Study of the Planes (11th level): You acquire and master the Planar Portal ritual (*Player's Handbook*, page 311), even if you do not have the Ritual Caster feat or are of the appropriate level. You gain a +4 bonus to Arcana checks when performing rituals that have the travel category.

Planeshifter's Action (11th level): When you spend an action point to take an extra action, you also gain an extra move action for that turn. You can use that move action to teleport 10 squares.

Location Mastery (16th level): You and allies within 5 squares of you cannot be teleported against your will.

PLANESHIFTER SPELLS

Sequester

Planeshifter Attack 11

A vortex opens behind your foe, drawing it into a timeless demiplane and briefly trapping it there.

Encounter ♦ Arcane, Implement, Teleportation

Standard Action **Ranged 10**

Target: One creature

Attack: Intelligence or Charisma vs. Fortitude

Hit: The target is banished to a demiplane (save ends).

The target disappears, cannot take actions, and cannot be targeted. On a save, the target reappears in the space it last occupied. If that space is occupied, the target returns to the nearest unoccupied space of its choice. You can expel the target from the demiplane as a free action, in which case it appears as described above.

Quick Portal

Planeshifter Utility 12

No one can open a portal quicker than you.

Encounter ♦ Arcane, Teleportation

Standard Action **Ranged 5**

Effect: You create a portal in an unoccupied square within range that lasts until the end of your next turn. The portal leads to a permanent teleportation circle on your current plane. You must know the teleportation circle's sigil sequence, and you lose three healing surges when you create the portal. If you have fewer than three healing surges when you use this power, you take damage equal to your healing surge value for each healing surge you don't lose.

Sustain Standard: You lose a healing surge or take damage equal to your healing surge value when you sustain the portal.

Dimensional Cascade

Planeshifter Attack 20

You cast an enemy through a sequence of deadly planar locations.

Daily ♦ Arcane, Implement, Teleportation; Varies (see below)

Standard Action **Ranged 20**

Target: One creature

Attack: Intelligence or Charisma vs. Will

Hit: The target is cast through a series of dangerous planar locations. Until the start of the target's next turn, the target disappears, cannot take actions, and cannot be targeted. In addition, choose four damage types from the following list: acid, cold, fire, force, lightning, necrotic, poison, psychic, radiant, and thunder. The target takes 4d8 damage (1d8 of each damage type in whatever order you choose), and the target takes ongoing 5 damage of each type (save ends all).

At the start of the target's next turn, the target reappears in the space it last occupied. If that space is occupied, the target reappears in the nearest unoccupied space of its choice.

Miss: The target is cast through the dangerous planar locations but takes damage and ongoing damage of only two types, and the target reappears at the end of your turn.



SHADOW CAPTAIN

"My soldiers do not tire, thirst, or anger. If you cross me, your soul will join their ranks."

Prerequisite: Warlord

Not all heroic warriors walk in the light. As a shadow captain, you know there is strength to be found in darkness. Among the lost souls, you gain the power to command shadows. Spirits carry out your wishes on the battlefield, and those forces are strong and disciplined.

SHADOW CAPTAIN PATH FEATURES

Shadows' Reconnoitering (11th level): Shadowy spirits constantly whisper to you, describing the unseen. You gain a +2 bonus to Perception checks and a +2 bonus to Insight checks.

Shadow Captain's Action (11th level): When you spend an action point to take an extra action, you and an ally within 5 squares of you deal 1d6 extra necrotic damage on melee attacks until the end of your next turn. Increase this damage to 2d6 at 21st level.

Inspiring the Invisible Legion (16th level): When you score a critical hit, the target of the attack is harried by shadows, causing the creature to grant combat advantage to any attacker until the end of your next turn.

SHADOW CAPTAIN POWERS

Underworld Gambit Shadow Captain Attack 11

Shadows writhe around your weapon, infusing your attack with necrotic energy that deprives your enemy of strength.

Encounter ♦ Necrotic, Shadow, Weapon

Standard Action **Melee weapon**

Target: One creature

Primary Attack: Strength vs. AC

Hit: 1[W] + Strength modifier. Make a secondary attack against the target.

Secondary Attack: Charisma + 2 vs. Reflex

Hit: Charisma modifier necrotic damage, and the target is weakened until the end of your next turn.

Shadow Guardians Shadow Captain Utility 12

Soldiers of shadow heed your call and aid your defenses.

Daily ♦ Conjuration, Necrotic, Shadow

Standard Action **Ranged 10**

Effect: You conjure a number of shadow soldiers equal to your Intelligence modifier (minimum 1) that last until the end of your next turn. Each shadow soldier appears in an unoccupied square within range. The shadow soldiers provide cover to allies but not enemies. An enemy that enters a shadow soldier's square is immobilized (save ends).

Sustain Minor: The shadow soldiers persist. As a move action, you can move each shadow soldier a number of squares equal to your Charisma modifier (minimum 1).



Shadow Turncoat Shadow Captain Attack 20

With a single strike, you tear off a shadowy piece of your opponent. That shadow then rebels against its former master.

Daily ♦ Conjuration, Reliable, Shadow, Weapon

Standard Action **Melee weapon**

Target: One creature

Attack: Strength vs. AC

Hit: 3[W] + Strength modifier damage, and you conjure a shadow in an unoccupied square adjacent to the target. Until the end of the encounter, each time you hit the target, a new shadow is created and the old one is destroyed.

The shadow is a reflection of the target. It has the defenses, immunities, resistances, speed, and melee basic attacks of the target. The shadow also has the same type and keywords, though it has the shadow origin. The shadow has 1 hit point, and a missed attack never damages the shadow. You control the shadow as a free action, which acts on your turn and has one standard action.

Soul Guide

"Let the light of righteousness guide you to your eternal reward."

Prerequisite: Cleric

You are a beacon in the darkness, one who reveals the way, and a guardian of the dead. Through your holy works, you ensure that the souls of the dead move on, free of fear and remorse, and unimpeded by sinister entities that would use them for dark deeds. You harbor a special hatred for undead, seeing them as perversions of the natural order.

Visions of past lives—leftover fragments from those you have saved—haunt your dreams. Although the sights are unsettling, they renew your commitment to guard the souls from the dangers lurking between this world and the next.

When you use your soul guide powers, ephemeral bits of soul materialize and swirl about you.

Soul Guide Path Features

Rebuke Soul (11th level): You can invoke the power of your deity to use *rebuke soul*.

Channel Divinity: Rebuke Soul Soul Guide Feature

You shock your enemies to the very foundation of their being.

Encounter ♦ Divine, Implement, Radiant

Minor Action Close burst 5

Target: Each creature that has the shadow origin or the undead keyword in burst

Attack: Wisdom vs. Will

Hit: The target is immobilized until the end of your next turn. If the target has both the shadow origin and the undead keyword, it also takes 2d8 + Charisma modifier radiant damage.

Spiritual Guidance (11th level): Instead of spending an action point to take an extra action, you can spend an action point to regain the use of an encounter power that has the radiant keyword, or you can gain an extra use of your Channel Divinity class feature.

Weighty Soul (16th level): When you hit an insubstantial creature with a power that has the radiant keyword, that creature loses insubstantial until the end of your next turn.

Soul Guide Prayers

Soul's Enthrallment Soul Guide Attack 11

Your holy symbol erupts with divine power, tugging on the souls of all who behold its splendor.

Encounter ♦ Divine, Implement, Radiant

Standard Action Ranged 10

Target: One creature

Attack: Wisdom vs. Will

Hit: 2d8 + Wisdom modifier radiant damage, and you pull the target a number of squares equal to your Charisma modifier. If the target has the shadow origin or the undead keyword, it is also dazed until the end of your next turn.

Shadowbane Circle Soul Guide Utility 12

You draw upon divine energy to summon a nimbus of holy light that is anathema to your enemies.

Daily ♦ Divine, Radiant, Zone

Standard Action Area burst 2 within 10 squares

Effect: The burst creates a zone of bright light that lasts until the end of your next turn. Creatures that have the shadow origin or the undead keyword treat the zone as difficult terrain. While within the zone, those creatures gain vulnerable 10 radiant or increase their vulnerability to radiant damage by 10.

Sustain Minor: The zone persists.

Soul Brand Soul Guide Attack 20

A blazing glyph appears on your enemy's brow, emitting a holy glow that burns its corrupted soul.

Daily ♦ Divine, Implement, Radiant

Standard Action Melee 1

Target: One creature

Attack: Wisdom vs. Fortitude

Hit: 3d8 + Wisdom modifier + Charisma modifier radiant damage. The target takes ongoing 10 radiant damage and sheds bright light on 20 squares in all directions (save ends both). Until the target saves, any enemy takes a -2 penalty to attack rolls while adjacent to the target.

Miss: Half damage, ongoing 5 radiant damage (save ends), and no other effects.



RITUALS

Rituals are a tool to reach and explore the planes. They can create portals to bridge impossible distances, alter existing portals to send you and your allies into the unknown, and shelter you from the worst that the planes can throw against you. Many of the following rituals facilitate planar exploration and are staples in every planes-traveler's ritual book.

RITUALS BY LEVEL

Lvl	Ritual	Key Skill
6	Fey Passage	Arcana or Nature
8	Analyze Portal	Arcana
8	Shadow Passage	Arcana or Religion
12	Demicache	Arcana
12	Elemental Transference	Arcana
12	Rope Trick	Arcana
14	Astral Guide	Religion
14	Scramble Portal	Arcana
15	Astral Sojourn	Religion
15	Create Teleportation Circle	Arcana
16	Far Sending	Arcana
18	Plane Shift	Arcana

ANALYZE PORTAL

You can read the language of the portal's movement and colors and can decipher its secrets.

Level: 8
Category: Divination
Time: 1 hour
Duration: Instantaneous

Component Cost: 250 gp
Market Price: 800 gp
Key Skill: Arcana

When you perform this ritual, choose a portal you can see. Analyze Portal causes the portal to erupt with faint lights that flicker and spin, letting you learn about its destination and function. This ritual reveals the name of the portal's destination and its location in the world or plane on which the destination is located.

Depending on your Arcana check result, you can learn information about the last creature to use the portal and learn the identity of the creature or the nature of the event that created the portal.

Arcana Check Result	Information Learned
15 or higher	You learn the portal's precision characteristics.
20 or higher	You learn the portal's access characteristics.
24 or higher	You learn the name of the portal's destination.
30 or higher	You learn the origin, type, and keywords of the last creature to use the portal, including the length of time since that event.
Arcana Check Result	Information Learned
25 + half the ritual caster's level	You learn what keys, if any, open the portal.
30 + half the ritual caster's level	You learn the identity of the creature who created the portal.
35 or higher	You learn where the portal leads regardless of its transparency. You can see the other side up to 24 squares away.

ASTRAL GUIDE

A mote of white light coalesces before you, prepared to guide you through the Astral Sea.

Level: 14
Category: Binding
Time: 1 hour
Duration: Special

Component Cost: 700 gp, plus 1 healing surge
Market Price: 2,200 gp
Key Skill: Religion

You must use this ritual in the Astral Sea. You summon a fragment of divine essence to guide you. The guide sheds bright light on 8 squares in all directions, and it lacks physical form and cannot be harmed in any way.

As part of this ritual, you name a specific, fixed destination in the Astral Sea. The most common use of this ritual is to lead its user to a particular astral dominion. However, the astral guide could also lead you to the exit of a labyrinth, the entrance to a dungeon, or to a site within an astral dominion. The guide cannot lead you to a general location, such as "a room with astral diamonds" or to an unknown place, like "the death knight Malachi's hiding place." If the named location does exist within the Astral Sea, the guide leads you there by the shortest (though not always the safest) route.

The guide hovers in the air and moves at your speed. It remains within 12 squares of you. The guide remains until you reach your destination, the ritual's duration expires, or you take an extended rest.

At the completion of the ritual, make a Religion check. The result determines the duration for which astral guide remains.

Religion Check Result	Duration
19 or lower	30 minutes
20-29	1 hour
30-39	4 hours
40 or higher	16 hours

ASTRAL SOJOURN

With each word of the ritual, the world around you grows fainter, until finally it vanishes altogether, and you find yourself floating in the silvery void of the Astral Sea.

Level: 15	Component Cost: 3,800 gp
Category: Travel	Market Price: 7,000 gp
Time: 1 hour	Key Skill: Religion
Duration: Special	

You must use this ritual in the world. When you perform this ritual, you transport yourself and up to eight allies to a random spot in the Astral Sea.

Creatures that travel the Astral Sea using this ritual have a faint silver nimbus surrounding them, which coalesces into a ghostly cord trailing a few inches from the neck. The manifestation of the cord represents the traveler's connection to the location from which they departed the world.

If you or one of your affected allies leaves the Astral Sea, such as by stepping through a portal to another plane, then the ritual ends and all participants return to the location from which they departed the world. At the end of the ritual's duration, or upon the death of the ritual caster, the participants also return to the location from which they departed the world.

The ritual caster can choose to end the ritual at any time. This requires 10 minutes, has no cost or skill check, and instantly returns all participants to the world. A participant always returns to the same location from which he or she departed the world.

At the completion of the ritual, make a Religion check. The result determines how long the ritual's participants remain in the Astral Sea.

Religion Check Result	Effect
19 or lower	3 days
20 to 29	7 days
30 to 39	21 days
40 or higher	1 year

CREATE TELEPORTATION CIRCLE

You inscribe a ring of sigils on a stone surface, bestowing it with the power to connect with portals.

Level: 15	Component Cost: 1,000 gp per square filled by the teleportation circle, plus 5 healing surges
Category: Travel	Market Price: 10,000 gp
Time: 4 hours	Key Skill: Arcana (no check)
Duration: 24 hours (special)	

You create a teleportation circle with a unique sequence of magic sigils, which you and other ritual casters can use as a location marker for rituals such as Linked Portal and Planar Portal. The teleportation circle does not transport creatures anywhere on its own—it merely enables other travel rituals. The ritual caster chooses the size of the teleportation circle, which in turn affects the ritual's component cost: 1 square, 4 squares (a 2-square-by-2-square area), 9 squares (a 3-square-by-3-square area), or 16 squares (a 4-square-by-4-square area).

The teleportation circle lasts for 24 hours, but the ritual caster can extend the duration by spending a healing surge every 24 hours to sustain it. The caster does not need to see or even be on the same plane to sustain the effect. If the ritual's effect is sustained without interruption for a year and a day, the teleportation circle becomes permanent.

ARCANE LOCK, KNOCK, AND PORTALS

Portals are like cosmic doorways, and as such, Arcane Lock (*Player's Handbook*, page 301) and Knock (*Player's Handbook*, page 307) can affect them.

You can use Arcane Lock to seal a portal against anyone who does not provide a password or against creatures of certain origins, types, descriptions, sizes, or those possessing specific equipment. Unlike mundane doorways, though, you can designate a special portal key to allow entry. The following paragraphs apply to Arcane Lock when the ritual is performed on a portal:

Key Object: You can assign an item as a portal key. You designate a form and a material for the key item, such as an iron key or a silver holy symbol of Ioun, or you can choose an item of a specific origin, such as a cockatrice feather or a rock from the Abyss. You cannot designate a specific item, like the *Wand of Orcus* or "my wand." Typically, a creature performing Arcane Lock chooses a key that corresponds to the portal's destination.

Like with mundane doorways, you can use Knock to open a portal sealed with Arcane Lock. However, many portals are barred by Arcane Locks created by powerful, planar creatures (or even groups of creatures), so the DCs to open them can be high.

DEMICACHE

You open a small portal into a personal demiplane that can store small objects.

Level: 12
Category: Warding
Time: 10 minutes
Duration: Special

Component Cost: 1,000 gp
Market Price: 2,600 gp
Key Skill: Arcana

You create a small, personal demiplane that can store nonliving items of up to 250 pounds. The demiplane has a portal that is 6 inches in diameter and is always open. The portal floats near you or can be affixed to your clothing (like a pocket), and you can retrieve items from the portal as a minor action. The portal is visible to others, and it moves with you at your speed.

At the completion of the ritual, make an Arcana check. The result determines how long the portal stays open. If the portal closes before you retrieve the stowed objects, they appear at your feet.

Arcane Check Result	Duration
19 or lower	1 day
20-29	7 days
30-39	30 days
40 or higher	1 year

ELEMENTAL TRANSFERENCE

The world around you vanishes, leaving you adrift in the sundered terrain of the Elemental Chaos.

Level: 12
Category: Travel
Time: 1 hour
Duration: Special

Component Cost: 1,000 gp
Market Price: 2,600 gp
Key Skill: Arcana (no check)

Use this ritual in the world. When you perform this ritual, you transport yourself and up to eight allies to a random spot in the Elemental Chaos. You have no control over where you appear, but your immediate environs aren't hazardous. Once in the Elemental Chaos, you can travel as normal within the plane. You remain in the Elemental Chaos until you leave by another means.

Fey Passage

You open a path marked by standing stones, allowing you and your allies to step into the Feywild.

Level: 6
Category: Travel
Time: 10 minutes
Duration: Instantaneous

Component Cost: 140 gp (see below)
Market Price: 360 gp
Key Skill: Arcana or Nature (no check)

Use this ritual at a fey crossing (see page 34). When you perform this ritual, you transport yourself and up to eight allies from the world to a corresponding location in the Feywild, or from the Feywild to a corresponding location in the world. The fey crossing need not be active for Fey Passage to work.

You remain in the Feywild until you leave by another means or you perform this ritual again at a fey crossing.

Special: Eladrin have a special connection to the Feywild. Consequently, an eladrin who has mastered this ritual or performs it from a scroll does not pay the component cost.

FAR SENDING

You cast your senses beyond planar boundaries to deliver a message to a distant creature.

Level: 16
Category: Exploration
Time: 10 minutes
Duration: Instantaneous

Component Cost: 800 gp
Market Price: 4,200 gp
Key Skill: Arcana (no check)

Far Sending functions like Sending (*Player's Handbook*, page 312), except you do not make an Arcana check to determine its range. Far Sending can deliver messages anywhere, regardless of distance or location.

PLANE SHIFT

Light flares around your vessel as it begins to cross the space separating planes, carrying you off to a new location.

Level: 18
Category: Travel
Time: 10 minutes
Duration: Instantaneous

Component Cost: 1,000 gp, plus a vehicle with a navigation focus (page 159).
Market Price: 17,000 gp
Key Skill: Arcana

You move a vehicle (including the vehicle's pilot, crew, and load) that has the navigation focus trait from one plane to another (see "Vehicles," page 159).

At the ritual's conclusion, you name a location you have previously visited. The location must be a fixed place, and it must be in the same location it was when you last visited it. Once the location is named, make an Arcana check. The check determines the distance between your vehicle and your destination when you arrive on the plane.

Arcana Check Result	Destination Location
19 or lower	100 miles from the destination
20-29	50 miles from the destination
30-39	10 miles from the destination
40 or higher	Arrive at destination

Instead of choosing a specific location, you can also choose a plane as a general destination. In this case, the vehicle appears in a random location on that plane (no Arcana check necessary). It's not necessary for you to have visited the destination plane to use the ritual in this manner.

Focus: A vehicle that has the navigational focus trait\$.

ROPE TRICK

You drop a silver rope that passes through the floor and into a safe chamber where you can rest.

Level: 12	Component Cost:
Category: Exploration	1,000 gp, plus a focus worth 2,000 gp
Time: 10 minutes	Market Price: 2,500 gp
Duration: 7 hours	Key Skill: Arcana

When you perform Rope Trick, the ritual's focus (see below) passes through a portal and into a temporary demiplane. The portal entrance occupies 1 square. A creature can climb down the rope into a demiplane that is 2 squares high, 8 squares long, and 8 squares wide.

The entrance to the demiplane appears as a subtle shimmer and has solid transparency (see "Transparency," page 17). A successful Perception check (DC 15 + half your level) allows a creature outside the portal to detect the entrance. The portal can be locked with the Arcane Lock ritual (see the "Arcane Lock, Knock, and Portals" sidebar, page 149), and unless you choose to lock the portal, the demiplane remains accessible from the outside.

Once the ritual ends, the demiplane disappears, and any creatures or objects in the demiplane appear in the nearest unoccupied space to the demiplane's former entrance. The ritual's focus appears where the demiplane's entrance was. The ritual caster can choose to end the ritual at any time.

Focus: A silver rope worth at least 2,000 gp.

SCRAMBLE PORTAL

You alter the configuration of a teleportation circle or other portal so others cannot travel through it.

Level: 14	Component Cost: 1,600 gp
Category: Warding	Market Price: 4,000 gp
Time: 10 minutes	Key Skill: Arcana
Duration: Special	

Scramble Portal allows you to alter the magic of a permanent portal, making it malfunction. For the ritual's duration, the portal sends creatures passing through it to a random destination (DM's discretion).

At the completion of the ritual, make a Arcana check. The result determines how long the portal remains scrambled.

Arcana Check Result	Duration
24 or lower	1 hour
25-34	8 hours
35-44	1 day
45+	7 days

SHADOW PASSAGE

Where shadows lie thick in the world, you can push aside the veil and step into the Shadowfell.

Level: 8	Component Cost: 135 gp
Category: Travel	Market Price: 680 gp
Time: 10 minutes	Key Skill: Arcana or Religion (no check)
Duration: Instantaneous	

Use this ritual at a shadow crossing (see page 50). When you perform this ritual, you shift yourself and up to eight allies from the world to a corresponding location in the Shadowfell, or from the Shadowfell to a corresponding location in the world. The shadow crossing need not be active for Shadow Passage to work.

You remain in the Shadowfell until you leave by another means or you perform this ritual again at a shadow crossing.

Special: Shadar-kai have a special connection to the Shadowfell. Consequently, a shadar-kai who has mastered this ritual or performs it from a scroll does not pay the component cost.



MAGIC ITEMS

From weapons and armor to wondrous items, planar equipment is important for adventurers preparing to face the challenges of the planes. Some items can help adventurers contend with the hazards of strange and perilous terrain, while others offer staggering power that can rival the most powerful immortals and elementals. Whether an item comes from a marketplace in Sigil or from the depths of the Abyss, any piece can potentially give an adventurer the edge he or she needs to survive the travails of the planes.

ARMOR

Magic armor that is found or purchased in the planes tends to be exotic in appearance and oriented toward surviving encounters with dangerous planar creatures.



ARMOR

Lvl	Name	Price (gp)
8	Scintillating +2	3,400
12	Feytouched +3	13,000
13	Scintillating +3	17,000
17	Feytouched +4	65,000
18	Driftmetal +4	85,000
18	Scintillating +4	85,000
22	Feytouched +5	325,000
23	Demonwrought +5	425,000
23	Driftmetal +5	425,000
23	Scintillating +5	425,000
27	Feytouched +6	1,625,000
28	Demonwrought +6	2,125,000
28	Driftmetal +6	2,125,000
28	Scintillating +6	2,125,000

Demonwrought Armor

Level 23+

This armor is fashioned with a demon's likeness, and it bestows some of the resistances that its namesake possesses.

Lvl 23 +5 425,000 gp Lvl 28 +6 2,125,000 gp

Armor: Plate

Enhancement: AC

Property: You automatically succeed on saving throws against ongoing fire damage.

Power (Daily): Minor Action. You gain resist 15 variable (2/encounter; see "Resist," *Monster Manual*, page 282) until the end of the encounter.

Level 28: Resist 20 variable.

Driftmetal Armor

Level 18+

Infused with the eldritch power of the planes, this armor gives the wearer the ability to distort his or her position and resist radiant and psychic assault.

Lvl 18 +4 85,000 gp Lvl 28 +6 2,125,000 gp

Lvl 23 +5 425,000 gp

Armor: Chain, Scale

Enhancement: AC

Property: Resist 5 radiant and resist 5 psychic.

Level 23 or 28: Resist 10 radiant and resist 10 psychic.

Power (Encounter ♦ Teleportation): Immediate Interrupt. Use this power when an enemy targets you with a melee attack. You and that enemy swap places, and that enemy takes a -2 penalty to attack rolls until the end of your next turn.

Feytouched Armor

Level 12+

Materials from the Feywild are worked into this armor, improving your reflexes and allowing you to disappear briefly.

Lvl 12 +3 13,000 gp Lvl 22 +5 325,000 gp

Lvl 17 +4 65,000 gp Lvl 27 +6 1,625,000 gp

Armor: Leather, Hide

Enhancement: AC

Property: Gain an item bonus to initiative checks equal to the armor's enhancement bonus.

Power (Encounter ♦ Illusion): Standard Action. You become invisible until the end of your next turn.

Scintillating Armor

Level 8+

Woven from thread imbued with the fundamental powers of the cosmos, this armor can protect against energy and unseen forces.

Lvl 8 +2 3,400 gp Lvl 23 +5 425,000 gp

Lvl 13 +3 17,000 gp Lvl 28 +6 2,125,000 gp

Lvl 18 +4 85,000 gp

Armor: Cloth

Enhancement: AC

Power (Daily): Immediate Interrupt. Use this power when you take force, lightning, psychic, or radiant damage. You gain resist 5 against that damage type until the end of the encounter.

Level 13 or 18: Gain resist 10 against the damage type.

Level 23 or 28: Gain resist 20 against the damage type.

WEAPONS

Planar weapons are often crafted to have an appearance representative of their origin. Demonic weapons might be forged from red-black iron, while weapons from Celestia are frequently made of celestial steel, a bright metal that never dulls. Weapons crafted in the Nine Hells are made from Baatorian greensteel, a noxious metal that has a greasy finish and is renown for its fire- and acid-based enchantments.

WEAPONS

Lvl	Name	Price (gp)
9	Demonlayer +2	4,200
9	Elementalbane +2	4,200
9	Githyanki silver +2	4,200
12	Wyrdwarped +3	13,000
13	Shadowstrike +3	17,000
14	Demonlayer +3	21,000
14	Elementalbane +3	21,000
14	Githyanki silver +3	21,000
17	Wyrdwarped +4	65,000
18	Shadowstrike +4	85,000
19	Demonlayer +4	105,000
19	Elementalbane +4	105,000
19	Githyanki silver +4	105,000
19	Planesplitter +4	105,000
22	Wyrdwarped +4	325,000
23	Shadowstrike +5	425,000
24	Demonlayer +5	525,000
24	Elementalbane +5	525,000
24	Githyanki silver +5	525,000
24	Planesplitter +5	525,000
27	Wyrdwarped +6	1,625,000
28	Shadowstrike +6	2,125,000
29	Demonlayer +6	2,625,000
29	Elementalbane +6	2,625,000
29	Githyanki silver +6	2,625,000
29	Planesplitter +6	2,625,000

Demonlayer Weapon

Level 9+

Inscribed with holy prayers and runes, this powerful weapon is the bane of all demonkind.

Lvl 9	+2	4,200 gp	Lvl 24	+5	525,000 gp
Lvl 14	+3	21,000 gp	Lvl 29	+6	2,625,000 gp
Lvl 19	+4	105,000 gp			

Weapon: Any

Enhancement: Attack rolls and damage rolls

Critical: +1d8 damage per plus, or +1d12 damage per plus against demons.

Power (At-Will): Free Action. Use this power when you hit a creature that has the demon keyword with this weapon. The demon does not benefit from variable resistance until the start of your next turn.

Power (Daily): Minor Action. Your next attack with this weapon against a demon, if made before the end of your next turn, gains a +5 power bonus to the attack roll.

Elementalbane Weapon

Level 9+

Forged of celestial steel and created to slay archons, this weapon excels at destroying natives of the Elemental Chaos.

Lvl 9	+2	2,600 gp	Lvl 24	+5	325,000 gp
Lvl 14	+3	13,000 gp	Lvl 29	+6	1,625,000 gp
Lvl 19	+4	65,000 gp			

Weapon: Any melee

Enhancement: Attack rolls and damage rolls

Critical: +1d8 damage per plus, or +1d12 damage against elementals

Power (Daily): Standard Action. Celestial light blazes from this weapon as you make an attack: Close burst 2; Strength + this weapon's enhancement bonus vs. Reflex; 1[W] damage, and if the target is an elemental, it is blinded (save ends).
Level 24 or 29: Increase damage to 2[W].

Githyanki Silver Weapon

Level 9+

The rune-engraved weapon assaults a creature's mind and has the power to banish it to another plane.

Lvl 9	+2	4,200 gp	Lvl 24	+5	525,000 gp
Lvl 14	+3	21,000 gp	Lvl 29	+6	2,625,000 gp
Lvl 19	+4	105,000 gp			

Weapon: Heavy Blade

Enhancement: Attack rolls and damage rolls

Critical: +1d8 psychic damage per plus

Power (At-Will ♦ Psychic): Free Action. All damage dealt by this weapon is psychic damage. Another free action returns the damage to normal.

Power (Daily ♦ Teleportation): Free Action. Use this power when you hit with this weapon. The target is banished to a demiplane (save ends). It disappears from sight, cannot take actions, and cannot be targeted. On a save, the target reappears in the space it last occupied. If that space is occupied, the target returns to the nearest unoccupied space of its choosing.

Shadowstrike Weapon

Level 13+

This weapon casts a long and dangerous shadow.

Lvl 13	+3	17,000 gp	Lvl 23	+5	425,000 gp
Lvl 18	+4	85,000 gp	Lvl 28	+6	2,125,000 gp

Weapon: Light Blade, Spear

Enhancement: Attack rolls and damage rolls

Critical: +1d6 damage per plus

Property: Attacks that use this weapon ignore concealment from dim light or darkness.

Power (Daily): Minor Action. Until the end of your next turn, this weapon's reach increases by 1 square and you have combat advantage against your target.

Wyrdwarped Weapon

Level 12+

This weapon thrums with hidden power that can teleport your enemy.

Lvl 12	+3	13,000 gp	Lvl 22	+5	325,000 gp
Lvl 17	+4	65,000 gp	Lvl 27	+6	1,625,000 gp

Weapon: Any ranged

Enhancement: Attack rolls and damage rolls

Critical: +1d6 damage per plus

Power (Daily ♦ Teleportation): Free Action. Use this power when you hit with this weapon. Teleport the target of your attack a number of squares equal to the weapon's enhancement bonus.

Planesplitter Weapon

Level 19+

The edge of this weapon is so sharp that it seems to cut through the unseen forces separating the planes.

Lvl 19 +4 105,000 gp Lvl 29 +6 2,625,000 gp
Lvl 24 +5 525,000 gp

Weapon: Axe, Heavy Blade

Enhancement: Attack rolls and damage rolls

Critical: +1d12 damage per plus

Property: While wielding this weapon, you can perform the Planar Portal ritual (*Player's Handbook*, page 311).

Power (Encounter): Free Action. Use this power when you make a melee attack using this weapon. The weapon's reach increases by 2 squares.

Power (Daily ♦ Teleportation): Minor Action. You create a dimensional rift connecting two squares within 10 squares of each other that lasts until the end of your next turn. A creature that enters one of the squares can move to the other square as if it were adjacent to that square. A creature cannot pass through the rift if either square is occupied by another creature.

HOLY SYMBOLS

Many of the deities worshiped in the world live within the planes. As such, the planes contain a bountiful number of devotees, many of which craft and sell magic holy symbols.

HOLY SYMBOLS

Lvl	Name	Price (gp)
13	Symbol of security +3	17,000
18	Symbol of security +4	85,000
22	Symbol of astral might +6	325,000
23	Symbol of security +5	425,000
27	Symbol of astral might +6	1,625,000
28	Symbol of security +6	2,125,000

Symbol of Astral Light

Level 22+

You invoke the power of your god to banish the darkness.

Lvl 22 +5 325,000 gp Lvl 27 +6 1,625,000 gp

Implement (Holy Symbol)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 radiant damage per plus

Power (Daily): Free Action. Use this power when making an attack that uses this symbol and has the radiant keyword. All creatures that have the shadow origin that are adjacent to the attack's target are pushed a number of squares away from you equal to the symbol's enhancement bonus.

Symbol of Security

Level 13+

The hand of fate intercedes on behalf of your allies.

Lvl 13 +3 17,000 gp Lvl 23 +5 425,000 gp

Lvl 18 +4 85,000 gp Lvl 28 +6 2,125,000 gp

Implement (Holy Symbol)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 damage per plus

Power (Encounter ♦ Teleportation): Immediate Reaction. Use this power when an ally within 10 squares of you is first bloodied in an encounter. That ally teleports to a space adjacent to you.

ORBS

Orbs provide useful controlling effects for contending with denizens of the planes.

ORBS

Lvl	Name	Price (gp)
13	Orb of translocation interference +3	17,000
14	Gith orb of illithid's bane +3	21,000
18	Orb of translocation interference +4	85,000
19	Gith orb of illithid's bane +4	105,000
23	Orb of the planes +5	425,000
23	Orb of translocation interference +5	425,000
24	Gith orb of illithid's bane +5	525,000
28	Orb of the planes +6	2,125,000
28	Orb of translocation interference +6	2,125,000
29	Gith orb of illithid's bane +6	2,625,000

Gith Orb of Illithid's Bane

Level 14+

This silvery orb emits tendrils of psychic interference, piercing the minds of those who wield mental powers.

Lvl 14 +3 21,000 gp Lvl 24 +5 525,000 gp
Lvl 19 +4 105,000 gp Lvl 29 +6 2,625,000 gp

Implement (Orb)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 psychic damage per plus

Power (Daily ♦ Psychic): Immediate Reaction. Use this power when an enemy within 10 squares uses a power that has the psychic keyword. The enemy takes 10 psychic damage, and all enemies adjacent to the target take 5 psychic damage.

Level 24 or 29: The enemy takes 15 psychic damage, and adjacent enemies take 10 psychic damage.

Orb of the Planes

Level 23+

This multicolored orb provides knowledge of the planes and allows its user to thwart those who frequently travel through the planes.

Lvl 23 +5 425,000 gp Lvl 28 +6 2,125,000 gp

Implement (Orb)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 damage per plus

Property: You gain a +5 item bonus to Arcana checks made to detect magic when attempting to perceive a portal. You can use this orb as a focus for the Analyze Portal or Planar Portal rituals instead of paying the component cost.

Power (Encounter ♦ Teleportation): Immediate Interrupt. Use this power when an enemy within 10 squares of you uses a power that has the teleportation keyword. That power fails and you can teleport 10 squares.

Orb of Translocation Interference Level 13+

This insubstantial orb taps into the space between the planes, altering the course of teleportation.

Lvl 13	+3	17,000 gp	Lvl 23	+5	425,000 gp
Lvl 18	+4	85,000 gp	Lvl 28	+6	2,125,000 gp

Implement (Orb)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 damage per plus

Power (Encounter): Free Action. Use this power when an enemy within 10 squares of you uses a power that has the teleportation keyword. Choose the space where the enemy appears. The location must be within the power's normal range.

Rods

Warlocks deal with planar and otherworldly creatures through their pacts. These creatures sometimes produce potent rods to aid their mortal servants.

RODS

Lvl	Name	Price (gp)
3	Rod of time distortion +1	680
8	Rod of time distortion +2	3,400
13	Rod of time distortion +3	17,000
15	Rod of shadow's caress +3	25,000
15	Rod of sylvan trickery +3	25,000
18	Rod of time distortion +4	85,000
20	Rod of shadow's caress +4	125,000
20	Rod of star's descent +4	125,000
20	Rod of sylvan trickery +4	125,000
23	Rod of time distortion +5	425,000
25	Rod of shadow's caress +5	625,000
25	Rod of star's descent +5	625,000
25	Rod of sylvan trickery +5	625,000
28	Rod of time distortion +6	2,125,000
30	Rod of shadow's caress +6	3,125,000
30	Rod of star's descent +6	3,125,000
30	Rod of sylvan trickery +6	3,125,000

Rod of Shadow's Caress Level 15+

This rod summons tentacles of shadowy energy to impede your foes.

Lvl 15	+3	25,000 gp	Lvl 25	+5	625,000 gp
Lvl 20	+4	125,000 gp	Lvl 30	+6	3,125,000 gp

Implement (Rod)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 necrotic damage per plus

Power (Daily ♦ Conjuration, Zone): Standard Action. You evoke the essence of the Shadowfell in an area burst 1 within 10 squares. The burst creates a zone of grasping tentacles. Any enemy that starts its turn within the zone is slowed until the start of its next turn. In the Shadowfell, the power has an area burst 2 within 10 squares. A minor action sustains the zone.

Rod of Star's Descent Level 20+

This rod tears a hole into the Far Realm, allowing maddening light to slip out and instill blinding insanity in your foes.

Lvl 20	+4	125,000 gp	Lvl 30	+6	3,125,000 gp
Lvl 25	+5	625,000 gp			

Implement (Rod)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 radiant damage per plus

Power (Daily ♦ Conjuration): Standard Action. You create a rift to the Far Realm that causes maddening light to spill out in an area burst 3 within 10 squares. Any enemy in the burst is blinded until the end of its next turn.

Rod of Sylvan Trickery Level 15+

You can use this rod to distort space, disorienting your enemy as you relocate the creature on the battlefield.

Lvl 15	+3	25,000 gp	Lvl 25	+5	625,000 gp
Lvl 20	+4	125,000 gp	Lvl 30	+6	3,125,000 gp

Implement (Rod)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 damage per plus

Power (Daily ♦ Teleportation): Free Action. Use this power when you place your Warlock's Curse on a creature. While that creature is under your curse, teleport the target 3 squares when you hit it with a power that has the arcane keyword and uses this implement. The effect lasts until the end of the encounter. If you are in the Feywild, you can teleport the target 6 squares instead of 3 squares.

Rod of Time Distortion Level 3+

This crystal rod allows you to distort time as you cast a spell, depriving an enemy of the opportunity to retaliate.

Lvl 3	+1	680 gp	Lvl 18	+4	85,000 gp
Lvl 8	+2	3,400 gp	Lvl 23	+5	425,000 gp
Lvl 13	+3	17,000 gp	Lvl 28	+6	2,125,000 gp

Implement (Orb)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 damage per plus

Power (Encounter): Free Action. Use this power when you make a ranged attack using this implement. The attack does not provoke an opportunity attack.

STAFFS

Staffs crafted within the planes often incorporate fantastic materials and unusual shapes.

STAFFS

Lvl	Name	Price (gp)
14	Staff of portals +3	21,000
19	Staff of portals +4	105,000
24	Staff of portals +5	525,000
29	Staff of portals +6	2,625,000

Staff of Portals

Level 14+

Topping this black staff is a crystal sphere that enhances your powers of teleportation.

Lvl 14 +3 21,000 gp Lvl 24 +5 525,000 gp
Lvl 19 +4 105,000 gp Lvl 29 +6 2,625,000 gp

Implement (Staff)

Enhancement: Attack rolls and damage rolls

Critical: +1d6 damage per plus, and teleport the target 1 square per plus.

Power (Daily ♦ Teleportation): Free Action. Use this power after you use a power that has the teleportation keyword. You and all allies within 2 squares of you can teleport 5 squares.

ARMS SLOT ITEMS

Gauntlets, bracers, and shields exist across the planes, each crafted with unique enchantments representative of their origin.

ARMS SLOT ITEMS

Lvl	Name	Price (gp)
16	Gauntlets of the blood war	45,000
26	Gauntlets of the blood war	1,125,000

Gauntlets of the Blood War

Level 16+

These gauntlets are perpetually stained with blood and were originally crafted by elementals to help slay immortals.

Lvl 16 45,000 gp Lvl 26 1,125,000 gp

Item Slot: Arms

Property: You gain a +3 item bonus to damage rolls against creatures that have the immortal origin.

Level 26: +5 item bonus.

Power (Daily): Free Action. Use this power when you hit a creature with the immortal origin. The creature takes ongoing 10 damage (save ends).

Level 26: Ongoing 15 damage (save ends).

FEET SLOT ITEMS

Mobility is key to navigating the planes, so planar artisans create items to help escape dimensional denizens and evade hazardous terrains.

FEET SLOT ITEMS

Lvl	Name	Price (gp)
8	Boots of grounding	3,400
18	Planar stasis boots	85,000
18	Planestrider boots	85,000

Boots of Grounding

Level 8

These boots are unnaturally heavy, but they keep you grounded against magical movement.

Item Slot: Feet 3,400 gp

Power (Encounter): Immediate Interrupt. Use this power when an attack would force you to teleport. You do not teleport.

Planar Stasis Boots

Level 18

These supple boots make you feel confident of your ability to stay in one place when confronting magical attacks that displace you.

Item Slot: Feet 85,000 gp

Property: You cannot be teleported against your will.

Power (Encounter): Immediate Interrupt. Use this power when you would be pulled, pushed, or slid. You are moved 2 fewer squares.

Planestrider Boots

Level 18

These boots allow you to teleport around corners and to places you might not see from your current point of view.

Item Slot: Feet 85,000 gp

Property: When you use a power to teleport, you can instead teleport twice as the same action. The total distance you travel with both teleports cannot exceed the distance you could have traveled with the original teleport. You could, for example, teleport to a corner, establish a new line of sight, and teleport to a square not visible from your starting location, so long as the maximum number of squares teleported does not exceed the teleport power's allotted movement.

Power (Encounter ♦ Teleportation): Move Action. Teleport 10 squares.

HEAD SLOT ITEMS

Magical headgear is useful for detecting unseen features of the planes and adapting to harsh planar environments.

HEAD SLOT ITEMS

Lvl	Name	Price (gp)
21	Ioun stone of adaptation	225,000
22	Circlet of portals	325,000

Circlet of Portals

Level 22

This brilliant band of celestial steel allows you to better perceive the unseen paths through the planes.

Item Slot: Head 325,000 gp

Property: You know the location of all portals within 1 mile.

Ioun Stone of Adaptation

Level 21

This clear crystal floats in the air above your head, providing you with sustenance and durability against certain adverse effects.

Item Slot: Head 225,000 gp

Property: You do not need to eat or drink. Also, you and your equipment suffer no ill effects from ambient temperatures between -50 and 140 degrees Fahrenheit or from precipitation.

Power (Encounter): Free Action. Use this power when you are affected by ongoing damage. The ongoing damage ends.

NECK SLOT ITEMS

Defense is often the best offense when contending with the horrors that dwell in realms beyond the world. For that reason, many planar travelers wear potent amulets and cloaks.

NECK SLOT ITEMS

Lvl	Name	Price (gp)
14	Mantle of faith +3	21,000
19	Mantle of faith +4	105,000
20	Brimstone cloak +4	125,000
24	Mantle of faith +5	525,000
25	Brimstone cloak +5	625,000
28	Greenstone amulet +6	2,125,000
29	Mantle of faith +6	2,625,000
30	Brimstone cloak +6	3,125,000

Brimstone Cloak

Level 20+

This cloak smells faintly of sulfur and helps resist both fire and poison.

Lvl 20 +4 125,000 gp Lvl 30 +6 3,125,000 gp
Lvl 25 +5 625,000 gp

Item Slot: Neck

Enhancement: Fortitude, Reflex, and Will

Property: Gain resist 10 fire and resist 10 poison.

Level 25 or 30: Resist 15 fire and resist 15 poison.

Power (Daily ♦ Fire): Immediate Reaction. Use this power when you are hit by a melee attack. The attacker takes ongoing 10 fire damage (save ends).

Level 25 or 30: Ongoing 15 fire damage (save ends).

Greenstone Amulet

Level 28

Extracted from burning realms within the Nine Hells, greenstone is valued by archdevils for its bestowed resistance to psychic effects and scrying.

Lvl 28 +6 2,125,000 gp

Item Slot: Neck

Enhancement: Fortitude, Reflex, and Will

Property: Gain resist 15 psychic.

Property: Rituals that have the scrying category that are directed at you or allies within 10 squares of you fail.

Power (Daily): Immediate Interrupt. Use this power when you would be hit by an attack that has the charm keyword. Make a saving throw. On a save, the attack misses you, and you ignore any miss effects the attack has.

Mantle of Faith

Level 14+

Woven of celestial thread, these vestments carry the boon of divine protection.

Lvl 14 +3 21,000 gp Lvl 24 +5 525,000 gp
Lvl 19 +4 105,000 gp Lvl 29 +6 2,625,000 gp

Item Slot: Neck

Enhancement: Fortitude, Reflex, and Will

Power (Daily ♦ Healing): Immediate Reaction. Use this power when you take damage from an attack. Regain hit points equal to the damage taken up to twice your healing surge value.

RINGS

Rings of the planes have fabulous powers and properties to match their exotic materials.

RINGS

Lvl	Name	Price (gp)
20	Ring of dimensional escape	125,000
28	Ring of elemental mastery	2,125,000

Ring of Dimensional Escape

Level 20

You might escape death, but only if you have friends nearby.

Item Slot: Ring 125,000 gp

Property: Add 1 square to the maximum distance of any teleport you make.

Power (Daily ♦ Teleportation): No Action. Use this power when an attack drops you to 0 hit points or fewer. Teleport 20 squares.

If you've reached at least one milestone today, you also stabilize. You don't make death saving throws unless you take more damage.

Ring of Elemental Mastery

Level 28

Forged from elemental air, earth, fire, and water, this ring gives its wearer the durability to withstand the harshest climates and to bypass the toughest resistances.

Item Slot: Ring 2,125,000 gp

Property: You do not need to breathe. Also, you and your equipment suffer no ill effects from precipitation, high pressure, and ambient temperatures between -50 and 140 degrees Fahrenheit.

Power (Encounter): Minor Action. Choose one of the following damage types: acid, cold, fire, or lightning. Until the end of the encounter, your attacks ignore 5 resistance of that type.

If you've reached at least one milestone today, your attacks ignore resistance of the chosen type.

WAIST SLOT ITEMS

Waist items provide the durability necessary to survive travel within the planes.

WAIST SLOT ITEMS

Lvl	Name	Price (gp)
10	Cincture of the githzerai	5,000

Cincture of the Githzerai

Level 10

This rope cord is woven to enhance the ability of the mind to lend strength to the body.

Item Slot: Waist 5,000 gp

Power (Daily): Immediate Interrupt. Use this power when an attack would hit your Fortitude defense. Use your Will defense in place of your Fortitude defense against the attack.

WONDROUS ITEMS

The diverse assortment of wondrous items related to the planes can provide utilitarian benefits to aid virtually any planar traveler.

WONDROUS ITEMS

Lvl	Name	Price (gp)
8	Lodestone of the planes	3,400
13	Sextant of the planes	17,000
16	Folding Astral skiff	45,000
21	Manual of the planes	225,000
23	Instant portal	425,000
30	Cubic portal	3,125,000

Cubic Portal

Level 30

This fist-sized cube is cut from solid carnelian, and each face contains a stylized glyph that corresponds to a specific planar location.

Wondrous Item 3,125,000 gp

Power (Daily ♦ Teleportation): Minor Action. Depressing one side of the cubic portal opens a portal in an unoccupied square up to 3 squares away from you. The portal remains open until the end of your next turn and leads to a permanent teleportation circle in another location. Any creature entering the square occupied by the portal is teleported to that destination.

Each side of the cube opens a portal to a different permanent teleportation circle, which is determined at the cubic portal's creation. The portals are misty, restricting vision to 5 squares into the destination. Until the portal closes, creatures can move freely between portal and teleportation circle.

Sustain Minor. The portal remains open until the end of your next turn.

Instant Portal

Level 23

Shattering this glass marble against a hard surface releases the short-lived portal within.

Wondrous Item 425,000 gp

Power (Consumable ♦ Teleportation): Minor Action. You create a portal in an adjacent square. The portal leads to a destination determined when the item was created. The portal remains open for 5 rounds, closing at the end of your turn on the fifth round.

The portal is misty, restricting vision to 5 squares into the destination. Until the portal closes, creatures can move freely between the portal and the location to which its connected.

Lodestone of the Planes

Level 8

This arrow-shaped piece of magnetite bound in electrum whirls in the air, directing you to a portal you're looking for.

Wondrous Item 3,400 gp

Power (Daily): Special. Use this power during a short or an extended rest only. You learn the direction and rough distance to the nearest portal connected to a plane of your choice.

Manual of the Planes

Level 21

The pages of this tome display complex diagrams of planar destinations and provide insight into the portals connecting various locations within the planes.

Wondrous Item 225,000 gp

Property: You can use the Analyze Portal ritual as if you have the Ritual Caster feat and are of the appropriate level. The ritual's component cost is halved, and it takes half the time to complete the ritual. You gain a +4 item bonus to Arcana checks to perform the ritual.

Power (Daily): Standard Action. Change the destination of an open portal to any other destination, as long as you know the sigil sequence of the new destination. The portal resets to its normal destination after 1 minute.

Sextant of the Planes

Level 13

This small brass sphere unfolds to reveal a collection of crystal lenses, levers, and dials that provide guidance to nearby portals.

Wondrous Item 17,000 gp

Property: You can use the Plane Shift ritual as if you have the Ritual Caster feat and are of the appropriate level. When you perform the Plane Shift ritual, the component cost is halved, and it takes half the time to complete the ritual. You gain a +4 item bonus on the ritual's Arcana check.

Powers (Daily): Special. Use this power only during a short or an extended rest. You learn the direction and distance to a fixed location that you have previously visited.

Folding Astral Skiff

Level 16

This small metallic cube expands into a full-sized astral skiff.

Wondrous Item 45,000 gp

Power (Daily): Standard Action. The cube unfolds into a full-sized *astral skiff* (see "Vehicles" below). The cube unfolds only if there is enough unoccupied space to contain the skiff.

Power (At-Will): Standard Action. The *astral skiff* collapses into a cube. You cannot use this power while creatures or objects (not including objects normally contained in the skiff) occupy the *astral skiff*.



ZOLTAN BOROS & GABOR SZIKSZAI

VEHICLES

Traveling in the planes can be an endeavor, but fortunately for adventurers, a number of planar vessels exist to help expedite their travels. The vehicles here use the vehicle rules described in *Adventurer's Vault*.

Astral Skiff

Gargantuan vehicle

HP 250 **Space** 2 squares by 4 squares **Cost** 13,000 gp

AC 4; **Fortitude** 20, **Reflex** 2

Speed fly 12 (hover), overland flight 15

Pilot

The pilot must stand at a control wheel, typically at the rear of the *astral skiff*.

Crew

In addition to the pilot, an *astral skiff* requires a crew of three, all of whom use a standard action each round to control the skiff. Reduce the skiff's fly speed by 4 squares for each missing crew member. At fly speed 0, the *astral skiff* sails out of control.

Load

Ten Medium creatures; one ton of cargo.

Out of Control

An out-of-control *astral skiff* moves forward at half speed (not including any modifiers for its astral sails).

Astral Attunement

The *astral skiff* functions only in the Astral Sea.

Fragile Propulsion

For every 25 damage the *astral skiff* takes, its speed is reduced by 2 squares. At fly speed 0, the ship comes to a stop.

Planar Dromond

Gargantuan vehicle

HP 500 **Space** 4 squares by 10 squares **Cost** 1,125,000 gp

AC 3; **Fortitude** 20, **Reflex** 2

Speed swim 5

Pilot

The pilot must stand at a control wheel, typically at the rear of the dromond.

Crew

In addition to the pilot, a *planar dromond* requires a crew of fifteen, all of whom use a standard action each round to control the vessel. Reduce the dromond's swim speed by 2 squares for every 5 missing crew members. At swim speed 0, the dromond sails out of control.

Load

Fifty Medium creatures; two hundred tons of cargo.

Out of Control

An out-of-control *planar dromond* moves forward at half speed (not including any modifiers for its sails).

Sails

The *planar dromond* takes a penalty or bonus to its swim speed from -4 to +4 depending on the strength and direction of the wind.

Runekeel (Navigation Focus)

This ship is built on a runekeel, which is the navigation focus for the Plane Shift ritual. When traveling to other planes using that ritual, a *planar dromond* must move from one large body of water (or other liquid) to another.

Spelljammer

Gargantuan Vehicle

HP 500 **Space** 4 squares by 8 squares **Cost** 3,125,000 gp

AC 3; **Fortitude** 20, **Reflex** 2

Speed fly 12 (hover), overland flight 15

Pilot

The pilot must sit at the spelljammer helm, typically at the rear of the spelljammer.

Crew

In addition to the pilot, a spelljammer requires a crew of five, all of whom use a standard action each round to help control the vessel. Reduce the spelljammer's fly speed by 4 squares for each missing crew member. At fly speed 0, the spelljammer is unable to travel and flies out of control.

Load

Thirty Medium creatures; forty tons of cargo.

Out of Control

An out-of-control spelljammer moves forward at half speed (not including any modifiers for its sails). Each round, it has 75% chance of descending. It descends 5 squares for the first 10 rounds it's out of control. After 10 rounds, it descends 10 squares per round. An out-of-control *spelljammer* that hits the ground after descending more than 20 squares is destroyed.

Sails

The *spelljammer* takes a penalty or bonus to its fly speed from -4 to +4 depending on the strength and direction of the wind.

Spelljammer Helm (Navigation Focus)

This vehicle is equipped with a spelljamming helm, which is the navigation focus for the Plane Shift ritual.

ABOUT THE AUTHORS

Richard Baker is a senior designer at Wizards of the Coast, Inc, a *New York Times* best-selling novelist, and co-author of *Dungeons & Dragons 4th Edition for Dummies* (published by Wiley Press).

John Rogers is a professional writer who has worked in a variety of media, including movies (*Transformers*), TV (*Eureka*, *Global Frequency*, *Cosby*), and comic books (*Blue Beetle*). His latest writing effort is *Leverage*, a new TV series debuting on TNT in December 2008. Read his blog at <http://kfmonkey.blogspot.com>.

Robert J. Schwalb is a freelance game designer who previous credits include *Draconomicon™: Chromatic Dragons* and the *Forgotten Realms® Player's Guide*.

James Wyatt is a lead designer at Wizards of the Coast and an Origins Award-winning game designer, as well as a part-time novelist.



SHARE YOUR ADVENTURES. SHAPE YOUR WORLD.

Explore Faerûn with a band of adventurers gathered from around the globe and make a *real* impact on the world of Toril.

The RPGA's Living Forgotten Realms campaign offers dozens of official D&D® adventures every year—adventures that will help guide how the Realms will continue to evolve.

And best of all, you can do it wherever you play D&D—at home, your favorite game store, conventions—anywhere.

GET MORE INFORMATION AT: WIZARDS.COM/RPGA

DUNGEONS & DRAGONS®
LIVING FORGOTTEN REALMS



All trademarks are property of Wizards of the Coast, Inc.
©2008 Wizards.





ADVENTURE BECKONS THROUGH PLANAR PORTALS

Beyond the mortal world awaits great peril, power, and adventure. Welcome to the planes! With this book, you can explore the magical realms of the Feywild, the haunted lands of the Shadowfell, the divine dominions of the Astral Sea, and the savage maelstrom of the Elemental Chaos and the Abyss. Every plane offers unique adventuring locations filled with unparalleled dangers and fantastic features.

This supplement for the DUNGEONS & DRAGONS® Roleplaying Game explores the planes of existence, including the Feywild, the Shadowfell, the Astral Sea, and the Elemental Chaos. In addition to planar monsters and hazards for Dungeon Masters, this book features new paragon paths, feats, rituals, and magic items for players looking for an edge when adventuring in the planes.

For use with these 4th Edition DUNGEONS & DRAGONS® core products:

Player's Handbook® *Dungeon Master's Guide®*
Monster Manual®
D&D® Miniatures
D&D™ Dungeon Tiles



ISBN: 978-0-7869-5002-7



EAN

Sug. Retail: U.S. \$29.95

CAN \$34.00

Printed in the U.S.A.

218937200