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ADVENTURE ANTHOLOGY



THE GREAT MODRON MARCH



by Monte Cook and Colin McComb

THE GREAT ♦ MODRON MARCH ♦

*Being a Collection of Adventures in which
Player Characters of all Levels encounter
the Modrons as they Traverse the Great Ring.*

CREDITS

Designers: Monte Cook and Colin McComb ♦ Editor: Michele Carter
Creative Director: Steve Winter
Cover Artist: Randy Post
Interior Artist: Randy Post, Adam Rex, and Ray Nadeu ♦ Cartography: Rob Lazzaretti
Art Direction: Dawn Murin, Stephen A. Daniele
Electronic Prepress Coordinator: Dave Conant ♦ Typography: Angelika Lokotz
Border Art: Robert Repp ♦ Graphic Design: Dawn Murin
Proofreaders: Dave Wise, Ray Vallese

U.S., CANADA
ASIA, PACIFIC, & LATIN AMERICA
Wizards of the Coast, Inc.
P.O. Box 707
Renton, WA 98057-0707
+1-206-624-0933



EUROPEAN HEADQUARTERS
Wizards of the Coast, Belgium
P.B. 34
2300 Turnhout
Belgium
+32-14-44-30-44

Visit our website at <http://www TSR Inc com>

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AN INTRODUCTION

Including notes on Preparing for Play, the Format of each Adventure, the Places and Personalities contained herein, and intimate details of modron Life.

Somebody real canny once said, "One thing's for certain about all of the planes – no matter where you go, you'll always find plenty to do." While that may not always seem to be the case, experienced bloods know it's true. Adventures abound everywhere, whether a body's in tumultuous Limbo or placid Elysium. Opportunities for knowledge, jink, and power appear in every place, at any time. But once in a while, something comes along that makes all those other opportunities seem trivial, something that captures the attention of the entire multiverse.

Something like the Great Modron March.

See, once every Grand Cycle (that's 17 cycles, each of which is about 17 years – the time it takes for the largest gear on Mechanus to turn once), a horde of modrons spills out of Mechanus through the gate-town of Automata and parades around the Great Ring. Why? Nobody knows for sure, although it sure seems like they're gathering information as they march. It's a long way to go just to pick up the chant, but who can figure the modron mind?

Anyway, when the modrons march through a plane, they cause all kinds of havoc. They don't stop for anyone or anything; they'll trample right through a town and over the inhabitants if the berks are too slow to get out of the way. It's pretty ironic that the lawful automatons are the cause of this much conflict. 'Course, when the modrons reach the Lower Planes, the conflict *really* begins as the fiends attack the clockwork marchers every step of the way.

Despite all this, folks around the planes are used to the idea of the March. (Planars can get used to anything.) Previous Marches are fairly well documented, and bloods have roughed out a few probable modron routes. Besides, since the March occurs only about every 300 years and the last one was just over 100 years ago, most bashers figure that they probably won't be alive to see the next one. And if they are, they'll still have plenty of time to prepare.

They're wrong.

Without warning, reason, or order, the modrons begin pouring out of the gate in Automata and commence their march through the planes. It's years early. The modrons aren't following the usual paths. And some folks say that the modrons just out of Automata have a crazed look in their eyes. No one knows what's going on, but plenty of bloods want to learn.

The planes just got a little wilder.



THERE AREN'T
+@@ MANY +THINGS
A BODY CAN C@UNT @N
IN +HE MUL+IVERSE.
BU+ +HE M@DR@N MARCH
WAS ALWAYS @NE @F +HEM
UN+IL N@W.

— TARSHEVA LONGREACH,
PLANEWALKER

The Great Modron March is a collection of adventures that deals with the latest Modron March, which has seemingly gone out of control. In some circumstances the modrons appear malevolent as they trample over anything in their path. In others, they seem more sympathetic, like when they suffer fiendish attacks on the Lower Planes. The modrons don't care how others view them; they simply march.

This book follows the modrons as they make the trip around the Great Ring, so each adventure takes place in a wildly different setting. Involvement with the March brings the player characters (PCs) in contact with distinctive places, diverse personalities, and unique goals – both their own and those of their opponents.

These adventures can be inserted into any PLANESCAPE® campaign. With a little modification by the Dungeon Master (DM) or the inclusion of a few side adventures (perhaps from *Well of Worlds* [2604] or other published PLANESCAPE products), the scenarios can serve as a complete campaign on their own.

◆ PLANESCAPE ADVENTURES ◆

DMs unfamiliar with PLANESCAPE® adventures have to keep a few things in mind. Simply put, planar adventuring ain't about slaughtering monsters or crawling through dungeons. Sure, there're plenty of opportunities for such things on the planes, but planewalkers have their eyes on more important goals.

Canny cutters know that they can't get ahead on the planes by bashing everything in sight. Why? 'Cause no matter how powerful a body becomes, there's always something out there that can bash back harder. Fiends, aasimon, slaadi . . . the list of powerful planar creatures goes on and on. None of 'em are worth taking on just for the sake of a good fight. Fact is, top-shelf planewalking adventurers are those bloods who can think or talk their way out of a situation as well as fight their way out. Here's a good rule of thumb: If a body finds herself battling her way out of Gehenna with a dozen yugoloths screaming for her blood, chances are fairly good that somewhere along the way she did something totally wrong.



Likewise, DMs should design and run planar adventures so that bloods who use skill, wit, and charm have a chance to escape situations that seem impossible. This doesn't mean things are always easy for the player characters, but a body has to realize that adventurers can't be expected to fight off an army of githyanki or fiends – and on the planes, such encounters are possible and even likely.

Further, the tone of a PLANESCAPE adventure should reflect its planar surroundings. Nothing should be exactly as it appears. Planewalkers need to keep an open mind about everyone and everything. Enemies might lurk at every turn – but those same opponents could become allies if a basher plays his cards right. Nothing's seen in simple shades of black and white or good and evil. One minute a planewalker's fighting against the baatezu – and the next minute, *for* them against their mutual tanar'ri foes.

To planewalkers, it matters less *who* and *what* a cutter is than what he *believes*. Planar events are governed as much or more by belief as anything else. Belief literally is power, and the strength of a body's convictions is often the dividing factor between success and failure. Sigil's fractious factions know this. Each faction tries to answer the big questions about how the multiverse works and the *why* behind everything. Because they've successfully gathered together large groups of people who believe in the same ideas, the factions've taken their place among the most important organizations on the planes. Factions figure into virtually any planar adventure as both allies and enemies, whether they're trying to further their overall ambitions or because membership and adherence to faction tenets may dictate (or at least sway) the actions of planewalkers.



Finally, don't forget the importance of Sigil, the City of Doors. Even though no adventures in this book actually take place here, it's still the most obvious place for a group of planewalkers to establish themselves. Here, in

the city that's said to be at the center of everything, one can find the current chant, a wide selection of equipment, important contacts and allies, and virtually everything else necessary for a planewalking career. Additionally, the portals that lead into and out of the Cage offer transport to nearly any place that the PCs'll need to go. DMs should encourage players to have their characters establish permanent (or semipermanent) residences here. Many of the adventures in this and other PLANESCAPE products are written with the assumption that the characters hail from Sigil. The Cage is where the action is – or at the very least, it's the best place to hear about it.

◆ PREPARING FOR PLAY ◆

To run these adventures, the DM must be familiar with the basic information about the planes as detailed in the PLANESCAPE *Campaign Setting* boxed set (2600). Other sources mentioned throughout this book will prove helpful as well, but none are essential. In particular, the PLANESCAPE MONSTROUS COMPENDIUM* APPENDIX I and II are very valuable resources for expanding the adventures and suggesting alternate foes that can hinder the PCs.

The DM's most important job (after familiarizing himself with the adventures) will be to gauge the difficulty of each adventure against the PCs' abilities and power. Each scenario was designed for a particular level and number of characters, but if the PCs involved are of higher or lower levels (or are particularly strong or weak), the DM must modify the adventure to compensate. Simply increasing or decreasing the number of enemies the PCs face isn't always a satisfactory solution. DMs must remember that an iron door which might be an impenetrable barrier to low-level planewalkers is probably a negligible irritation to high-level bloods. Likewise, while a high-up wizard might be able to read a foe's mind, low-level cutters have to uncover the chant some other way. In short, the DM should be aware of differences in power beyond just tougher or easier monsters to fight.

◆ ADVENTURE FORMAT ◆

Naturally, the DM must be familiar with any adventure before running it. *Italicized text* should be read or paraphrased to the players, but the rest of the information is for the DM's eyes only.

General information on the nature of modrons and specific notes about running the Modron March adventures can be found below, under the heading "The Modron March." These clockwork creatures are the focus, impetus, or at least backdrop of every scenario, so a good deal of information – never before presented – has been provided. Full statistics for all modron types present on the March can be found in the Appendix, starting on page 126.

Each adventure is divided up into sections for ease of play as follows.

JUST THE FACTS, BERR

For quick reference, look for important details on the first page of each adventure in these categories:

- ◆ **NUMBER OF PCs:** The appropriate (and approximate) number of PCs that should participate in the adventure. This number can be adjusted for more or less powerful PC groups.
- ◆ **LEVELS:** The best range of experience levels for characters in the adventure. This range should be modified for larger or smaller PC groups.

- ◆ **PCs PREFERRED:** The type of cutters best suited for the adventure. It may distinguish between classes, races, or between primes and planars. Outlook might also be a concern.
- ◆ **FACTIONS:** While the factions don't stick their noses into everything, it typically seems like they do. With an event as big as the Modron March, the factions are sure to care about the most minuscule happenings. This heading details how their interest affects PC faction members.
- ◆ **SYNOPSIS:** An abbreviated description of the adventure to help DMs decide if it's a ride they want the PCs to take.



WHAT HAS GONE BEFORE

This section includes a short description of events that have occurred in the modrons' path up to the point at which the adventure takes place, in case the DM is not running all of the adventures. It also contains brief details about incidents that took place *between* the scenarios. The DM may use those details to create adventures spanning the gaps between the published ones.

DUNGEON MASTER'S NOTES

Next, the DM is presented with the dark of the tale. This heading includes all the background information that only the DM needs to know, as well as a brief synopsis of everything that will (probably) happen in the adventure. A DM who knows this section well is less likely to be caught off-guard while running the scenario.

IT BEGINS

Each adventure begins with a description of the hook – the circumstances that involve the PCs in the scenario. Some adventures provide more than one entry point to give DMs some flexibility.

BUILD-UP

This section covers the major part of the adventure, from descriptions of the events, people, and locations involved to details about the results of PC actions.

CLIMAX

Once all the pieces are in place, the PCs face the ultimate goal of the adventure – whether it's fighting a battle with the main villain, figuring their way out of a trap, or winning a big treasure.

EPILOGUE

If the PCs stayed out of the dead-book, this section provides suggestions about where they can go and what they can do when it's all over. It also includes repercussions of the character's actions, the reactions of friends and enemies they made along the way, and any rewards they may have won.

◆ NONPLAYER CHARACTERS ◆

While some NPCs and monsters deserve a full-blown statistical write-up, minor NPCs in this book have only a one-line entry to provide the DM with the basics. These descriptions are presented as following:

CHARACTER NAME OR TITLE (Origin*/gender** and race/class and level*** /faction if any/alignment)

- * Prime (Pr), Planar (Pl), Petitioner (Pe), Proxy (Px)
 - ** Male (♂), Female (♀), Genderless (Ø)
 - *** A letter indicates class as noted below. A number indicates the character's level. So, an F2,T3 is a multiclassed 2nd-level fighter and 3rd-level thief.
- | | | |
|-----|-------------------|---------------------|
| B | Bard | Specialist Wizards: |
| D | Druid | Abj Abjurer |
| C | Cleric | Con Conjurer |
| F | Fighter | Div Diviner |
| M | Mage (generalist) | Ele Elementalist |
| P | Specialty priest | Enc Enchanter |
| Pal | Paladin | Ill Illusionist |
| Ps | Psionicist | Inv Invoker |
| T | Thief | Nec Necromancer |
| O | Unclassed | Tra Transmuter |
| var | various | Wil Wild mage |

◆ THE MODRON MARCH ◆

The Modron March isn't an easy concept to grasp. Thousands upon thousands of these very strange, incredibly nonhuman beings parade around the planes for reasons no one can fathom. A DM needs to understand some of the basic facts about the March to make it all work.

THE ROUTE OF THE MARCH

The Modron March begins in Automata as the modrons emerge through the gate from Mechanus. Automata is the only place on all the planes permanently prepared for the March, since the townsfolk maintain a wide road leading directly from the gate through the town for the modrons. 'Course, as the first adventure demonstrates, even folks in Automata're taken by surprise by this out-of-sync March.

Next, the March advances through the Outlands to reach Fortitude, and the modrons enter the plane of Arcadia. Crossing the wide plains of the first layer, the modrons eventually reach a portal and proceed to Mount Celestia. From there, they travel through the gate to the gate-town of Excelsior, where they pass through the Outlands to the next gate-town. This pattern (clockwise around the Ring by way of each gate-town and the first layer of every Outer Plane) repeats throughout the Great Ring. Here, then, is the full course of the March:

- ◆ From Mechanus
- ◆ to Automata (Chapter I: The March Begins)
- ◆ to Fortitude
- ◆ to Arcadia
- ◆ to Mount Celestia (Chapter II: The Unswerving Path)
- ◆ to Excelsior (Chapter III: Ambushed!)
- ◆ to Tradegate
- ◆ to Bytopia
- ◆ to Elysium
- ◆ to Ecstasy
- ◆ to Faunel
- ◆ to the Beastlands (Chapter IV: Politics of the Beasts)
- ◆ to Arborea
- ◆ to Sylvania (Chapter V: Modron Madness)
- ◆ to Glorium
- ◆ to Ysgard
- ◆ to Limbo (Chapter VI: Law in Chaos)
- ◆ to Xaos
- ◆ to Bedlam (Chapter VII: The Modron Judge)
- ◆ to Pandemonium
- ◆ to the Abyss (Chapter VIII: Camp Followers)
- ◆ to Plague-Mort
- ◆ to Curst
- ◆ to Carceri (Chapter IX: Sidetracked)
- ◆ to the Gray Waste
- ◆ to Hopeless
- ◆ to Torch
- ◆ to Gehenna (Chapter X: The Flower Infernal)
- ◆ to Baator
- ◆ to Ribcage
- ◆ to Rigus
- ◆ to Acheron (Chapter XI: The Last Leg)
- ◆ and finally back onto Mechanus.

THE RANKS

When the modrons pour into Automata, the March consists of at least the following modron numbers and ranks.

- | | |
|-----------------|--------------------|
| ◆ one quinton | ◆ 50 pentadrones |
| ◆ one hexton | ◆ 80 quadrones |
| ◆ one septon | ◆ 405 tridrones |
| ◆ four octons | ◆ 1,280 duodrones |
| ◆ four nonatons | ◆ 8,640 monodrones |
| ◆ five decatons | |

These numbers should be considered a basic minimum. DMs wishing to make the March larger might do so by adding more duodrones and monodrones, perhaps doubling or tripling their numbers. It's far easier to increase the base modron numbers, because adding high-up modrons involves numerous and complicated additions of their respective "staffs" of lower-ranking modrons. Additionally, the modron promotion system (see below) ensures that the hierarch positions remain filled until the very end.

The DM *must* also bear in mind that each rank of modrons can only communicate with its direct superiors and its immediate subordinates. Fact is, a modron can't even understand the existence of a higher modron separated more than one rank from its own. A pentadrone looks upon a decaton as the ultimate form of modronhood and cannot imagine that any higher creature exists. The decaton receives its orders from the nonatons, never suspecting that those commands originated higher up. In turn, the modrons pass commands down through the ranks, progressively interpreting the orders into a form that the lower (and less intelligent) ranks can comprehend. Modron organization requires a varied assortment of positions, and each rank has its own very specific duties to perform.

The quinton hierarch functions as the overall leader and chief record-keeper. Due to the modron promotion process, if just one modron survives the March, it'll be a quinton. Thus, it's entrusted with the entire record of the March. The hexton, the next modron, serves as the general by maintaining defense and reacting to attacks.

The septon inspector makes sure everything progresses smoothly and properly. It watches the lower ranks closely to see that they maintain the proper order. The octons each command one-quarter of the modrons below them, and the nonatons serve as their assistants. The decatons concern themselves with the well-being of the lower ranks and serve as liaisons between the modron mass and the high-ups.

Serving as intermediaries between the other base modrons and the hierarch decatons are the 50 pentadrones, which also act as a sort of police force that monitors the lesser marchers. The quadrones are field officers and elite warriors. The tridrones are mid-ranking marchers, positioning themselves among the lesser base modrons in order to "herd" them along the right path. Tridrones are the lowest modrons able to react effectively and with any intelligence to new situations.

The numerous duodrones, while able to speak and record their observations, are limited in their ability to adapt to new situations without orders from above. They always follow given commands to their fullest extent, but they don't do so mindlessly. If ordered to attack, they do so until the enemy is defeated, but they won't keep attacking or turn on each other once the foe is vanquished.

The duodrones are positioned throughout the huge mass of monodrones, so that orders issued from or through the tridrones can be communicated to these least modrons.

The monodrones are little more than clockwork automats, unable to speak or carry out more than one command at a time.

MOVEMENT+

The Modron March moves at a rate of 6, the speed of the walking monodrones. Since not all modrons can fly, the March only flies when absolutely necessary. In these cases, the flying modrons carry the non-fliers. And following direct orders, even monodrones can be instructed how to swim.

The March never stops. The lesser modrons don't need sleep, and the more intelligent ones that normally require rest push themselves far beyond normal limitations while on the March. When a modron high-up absolutely requires sleep, it's carried on a litter by numerous monodrones and duodrones.

The March's route is predetermined before it leaves Mechanus. Sometimes its tortuously winding path makes no sense to onlookers. Sometimes it takes the most direct route between places. The modrons aren't stupid, however — they won't fling themselves mindlessly over a cliff like lemmings. On the other hand, whole towns have been crushed under the weight of the modrons simply because the burgs were in the way. The uncaring destruction of the March doesn't win it any supporters around the planes.

Here's one factor that really confuses and intrigues folks: The March always takes the same general route but never follows the same exact path. Many cutters feel that the modrons, in their carefully logical way, take the current "best" path. 'Course, that's just the chant.

WHAT+ THEY BRING

Modrons carry only weapons with them. Since modrons can consume virtually anything, the March scavenges for food along the way. They eat weeds, grubs, insects, and rodents as well as large game or vegetables and fruit. Any living matter provides them with sufficient energy to continue marching. Monodrones don't even need to eat, as they gain sustenance from the air itself.

WHAT+ THEY KNOW

Modrons capable of speech (all except the monodrones) can converse in the planar common trade language. This enables them to speak with anyone they come upon — but that's still something they do only rarely. Only in extreme

circumstances will they take time away from the March to even acknowledge the existence of a nonmodron. They never respond to folks simply rattling their bone-boxes, and they never answer questions about themselves or the March. The modrons talk when *they* need to talk. Similarly, the marchers don't care if they break local

customs, offend people, march over homes, or enter dangerous situations. They're focused on the March and only on the March.

Bashers're often surprised to learn (after meeting a few modron high-ups) that even modrons of the same rank

aren't all exactly the same. Some blood once said that everybody's the sum of their experiences, and that chant applies to modrons, too. See, each modron

encounters different events, and thus learns different lessons from its brethren. Monodrones are approximately the same (having experienced and understood virtually nothing), but by the time a modron passes into the upper ranks — and especially once it becomes a hierarch — it's established itself as (dare it be said?) an individual. 'Course, the modrons don't look at it that way. They consider themselves mere instruments of order with no thoughts of self.

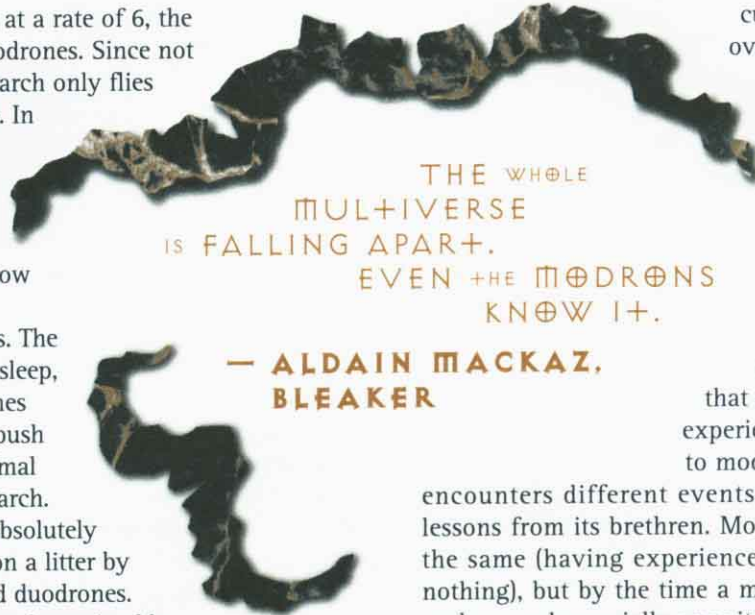
The point, however, is this: While all modrons act perfectly orderly, some are more or less trusting or tolerant, while others have experience in certain situations that others don't. What passes for a modron "personality" ain't much, but it's something — and it establishes them as a little more than identical drones.

While modrons are attributed with perfect memories, they just don't understand some things. Individuals' names are difficult for them to grasp, since they don't tumble to the idea of individual identities. Likewise, they disregard illogical or disorderly behavior. If they can't figure something out, it can't be of any consequence. Base modrons in particular end up ignoring a lot of things.

Now, some concepts are just unthinkable and inconceivable to any modron — the wrongness of order, the beauty or validity of chaos, the failure of the March, and faults in their superiors. Each modron sees the next highest rank as the most perfect form that can exist, since that's all they can comprehend.

WHAT+ THEY'RE LOOKING FOR

That's a dark no one knows. The modrons never seem to investigate anything or ask questions. They just march through the planes and look at whatever they pass. Some graybeards say that the modrons can extrapolate information about the multiverse as a whole just by passing



THE WHOLE
MULTIVERSE
IS FALLING APART.
EVEN THE MODRONS
KNOW IT.

— ALDAIN MACKAZ,
BLEAKER

through a small part of the planes, but that could just be clueless screed.

RESPONSE +⊕ A++ACK

The Modron March doesn't defend itself well against quick attacks. Since the majority of the modrons aren't much more than wind-up clockworks needing orders from a high-up to act, it takes a while for the March to react to anything. Once they're prepared to fight,



however, the modrons conduct battle en masse like a single, highly efficient machine of war. They can devastate and brutalize an area with incredible speed. Bashers trying to fight the modrons should use hit-and-run tactics and continually change their methods to keep the modrons from coordinating defenses and counterattacks.

Modrons are never deliberately cruel. They never seek revenge or delight in combat. Unless they're subjected to potent magic, they never feel fear and never break rank. They retreat only when ordered to do so. At the same time, however, modrons never show compassion, mercy, or leniency. They're never intentionally heroic. Berks who've seen one modron give its life to save its fellows may think it heroic, but they don't understand that the unfortunate modron "hero" acted under orders that it simply followed, unquestioning.

RESPONSE +⊕ +⊕HER FACT+⊕RS

When presented with a difficulty such as an obstacle, the entire March flies over the impediment if possible. In other cases, the high-ups sacrifice some of the marchers for the good of the whole March by forcing low-ranking modrons to create living bridges or ladders with their bodies, one hanging onto another.

A horribly wounded modron won't allow itself to become a burden to the rest of its fellows. However, it'll strive to keep up to the best of its ability. Modrons aren't suicidal, but they have very little sense of self-preservation.

To provide the modrons with the highest possible chance of success, modron high-ups do all they can to protect the March against the rigors of the planar environments. Spells and other modron disciplines enable the

marchers (but not modrons in general) to generally resist (for example) the heat of Gehenna, the unbreathable chaos of Limbo, and the acrid smoke often encountered on the Abyss. These protections aren't absolute, but they help the March move through these areas with few environment-related casualties. (Casualties inflicted by the natives of those planes are another matter.)

SPELLS AND MODRONS

As unique creatures, modrons react to certain magic differently from most folks. They have commonly known immunities (versus illusions, *fear*, mind-influencing spells, and life-draining powers), but they're also more susceptible to specific spells. *Heat metal* inflicts the damage listed for the spell, and they are unable to "take off their armor." Likewise, *transmute metal to wood* and *crystalbrittle* are treated as the modron equivalent to *finger of death* (that is, they must save or die).

Healing spells, *regenerate*, and the like work normally on modrons. They cannot be brought back from the dead-book by any means, however, since their energy returns to Mechanus to create new modrons.

DEATH AND PROMOTION

When a modron dies, it disappears. Some have described the process as rapid decomposition or corrosion, but in the end the modron corpse simply vanishes within seconds. Its essence reverts to Mechanus instantly, where it forms into a new monodrone. If a modron of a higher rank than a monodrone dies, a modron from the rank immediately below is "promoted." Then one from the rank below that fills in the void created by the promoted modron, and so on. None forget what they knew in their previous stations, although they immediately gain new abilities and skills.

This reformation and promotion process keeps the number of modrons in the multiverse constant, no matter what. Only those modrons that go rogue or are lost to unique circumstances are ever truly gone. Despite some reports, modrons do not reproduce by "splitting." By most definitions, they don't reproduce at all.

In regard to the March (which never receives reinforcements), this means that the number of high-up modrons always stays the same, because lower-ranking modrons are promoted if a high-up is lost. During the March, the promotions always occur among those actually on the March. If no modrons of the proper rank are available, the promotion befalls a modron on Mechanus – and the March has one fewer participant. Therefore, the monodrones're the first to be wiped out since no lower rank exists to replenish their station.

When all of the monodrones die, suddenly the duodrones have no one to replenish their fallen. Sure, when a duodrone dies a monodrone advances to become a duodrone, but *that* newly promoted duodrone is back on

Mechanus. This system ensures that only the highest ranking bashers survive the March – but they might not be the same ones that began it. 'Course, one modron's basically interchangeable with another one of the same rank, so it's not much of a difference.

Thousands upon thousands of modrons begin the March, but only a few dozen (or less) complete it. Nevertheless, the modrons' determination keeps them moving steadily forward, never faltering for an instant.



MARCH FOLLOWERS

Obviously, something as momentous as the Modron March – especially an unexpected one such as this – draws a lot of attention. As the March travels the Great Ring, folks begin to follow it. Some see it as a pilgrimage to learn a great truth, and some see it as a big moving party. Others trail the March attempting to make a name for themselves by mere association.

Plenty of berks, particularly Xaositects, accompany the March and try to make the modrons turn rogue. They assault the modrons with diatribes on individuality, they attempt to overload their senses (they call it “showing them the beauty of chaos”), and they reason with the automatons and try to trip them up with logic. None of these efforts ever work. Whatever the true dark regarding rogue modrons, one thing definitely seems to be true: No one can make a modron go rogue.

'Course, as the March continues, even more folks follow along – making a little jink by providing the original followers with food and supplies, joining in the “party,” or just coming along because they have nothing better to do.

In dangerous environments like the Lower Planes or Limbo, the followers obviously place themselves at great risk. Many of them die or disappear. Many more quit, leaving only the most dedicated behind – usually to face a terrible fate. Invariably, by the time the March makes it halfway through the Lower Planes, most if not all of the followers have abandoned the modrons.

THIS MARCH

This Modron March resembles no other in history. As the DM discovers as he reads through the Prologue and the Epilogue, Primus – the leader and god of the modrons – is dead. A mysterious entity slew the One and the Prime by equally mysterious means and temporarily usurped its position. This being searches for something he once lost, and he sends the Modron March out almost 200 years early to look for that object.

While the modrons don't realize that Primus is dead (most are not even aware of its existence), they all know that something is horribly wrong. Something foul and disordered lurks in the heart of Mechanus. Modrons across the multiverse function in a constantly agitated state.

When one of the lower-ranking modrons discovers the fact of Primus's existence and that the One and the Prime is dead, it goes rogue (as detailed in the last adventure). When this happens, the player characters have the opportunity to learn the dark.

The secret of the enigmatic murdering entity, what he's searching for, and his horrible plans are all revealed in a deluxe adventure called *Dead Gods* (November 1997 release). That adventure is not required to play any of the scenarios in this book, however.

RUNNING THE MARCH

DMs should keep in mind that it takes the modrons a considerable amount of time to march around the Great Ring. This book doesn't present an exact timetable because events can fluctuate to suit individual campaigns. The March can take months, years, or decades, depending on how the DM wishes to use it.

The adventures are staggered by character level and need to be interspersed among other adventures. No mortal adventurer could follow the March from beginning to end. For every exciting event that occurs around the modrons or in their wake, there are months (if not years) of simply tedious marching interrupted only by outside attacks or physical hazards.

These adventures follow the March around the Great Ring, so once the DM decides that the modrons have passed a plane or town, the PCs can't “go back” and participate in a scenario they skipped. However, with a bit of work on the part of the DM, any adventure can be modified to take place in a different location.

Overall, these adventures should evoke a feeling of constant movement and change. If the PCs see the modrons marching through Sylvania and then next encounter them in Limbo, the characters should feel that events occurred while they weren't present. Each time the characters see the modrons, for example, they'll be fewer in number. Some may look the worse for wear. Perhaps more “march-followers” and “groupies” have joined in. As the modrons progress, the locals are more prepared for their arrival because news travels faster than the modrons. And most importantly, the characters themselves will have changed due to their experiences and the knowledge they've picked up along the way.

In which Order falls to Chaos, and no one witnesses the Death of a God.

The secundus left the chamber after communing with the One and the Prime. It scuttled off to find a lesser tertian and relay its orders so that Primus's directives would work their way down the chain of command/communication. The required tasks would then be completed in an orderly and timely fashion. Its pace was even, its steps unhurried. Everything in Regulus operated smoothly, efficiently, and by the lawful pattern. It always did.

PROLOGUE

The One and the Prime was left alone in the central chamber hidden away in the bowels of the Great Modron Cathedral. It was, as always, connected to the latticework of waxy strands called the Infinity Web, which provided it with information from throughout the gears of Mechanus – and, to a lesser extent, much of the entire multiverse. Through its connection to the web, Primus saw through the eyes of all of its subordinates – even those it had dispatched throughout the planes and those it had commanded to gaze into the Cathedral's Orrery and observe the actions of creatures everywhere. The One and the Prime observed as much or more than any other being in the multiverse. Everything within the central chamber (and indeed, all of Mechanus) was operating smoothly, efficiently, and by the lawful pattern. It always –

Suddenly, the One and the Prime detected movement within the central chamber – a great deal of movement. Unproductive moments passed as it grappled with the impossibility of what was occurring. It doubted its own ocular senses until it performed an internal examination, proving that its faculties were functioning perfectly. It then confirmed this visual information with its other perceptions. Yes, definitely the impossible had transpired. Then Primus registered a rare correction: This event was not impossible, but merely improbable, since it had obviously occurred.

The central chamber of Primus, the One and the Prime, had been invaded.

It attempted to contact one of the secundi, but the communication was prevented by unknown means. Apparently, the Supreme Modron reasoned, the invaders had counted on its initial surprise at their intrusion and had used the time to cut Primus off from its underlings. Nevertheless, adaptation was occasionally required even for beings of perfect order. It was time to adjust to these new events, not to panic. Despite incontrovertible evidence of the fallibility of Regulus's defenses, there was no reason to doubt its own supreme power or to believe that it was in any danger.

The intruders vaguely resembled beings from the planes commonly classified as "Lower," but they did not exactly match any known type of fiend that had ever fallen under the Gear God's near-omnipresent eye. The creatures scurried about the central chamber

in a most disordered fashion, performing deeds Primus could not begin to guess at (although, to be sure, guessing was not among its strengths). The creatures in front of Primus then moved aside, revealing a shadowy figure behind them that slid forward toward the One and the Prime.

QUOT+E?
YΘU DESIRE A QUOT+E?
THE ΘNE AND +HE PRIME
DOES NΘ+ GIVE "QUOT+ES."

— PRIMUS +Θ A BARMY
GUVNER RECORD-KEEPER
WHΘ SOMEHOW GΘ+ IN+Θ
+HE CENTRAL CHAMBER

"You know me, do you not, *modron*?" The figure expelled the words like venom, pronouncing the last as though it was the worst possible insult he could imagine. The shadow moved even closer, so that Primus saw him fully.

Quickly and efficiently assessing and collating the data from all of its various senses, the One and the Prime determined with certainty that it did, indeed, know the intruder's identity. Knowledge of this identity made it uncomfortable in a way it could not define.

"Yes," Primus finally said in a monotone that disseminated throughout the room and carried a hint of shock noticeable only to the most careful of listeners. The creature before it seeped out a nightmare smile that revealed he was just such a listener. "But obviously, an elaborate deception is at work here. You are dead."

The shadow smiled. "Yes, I am. But I've no time for your short-sighted observations. Do you know where my talisman lies?"

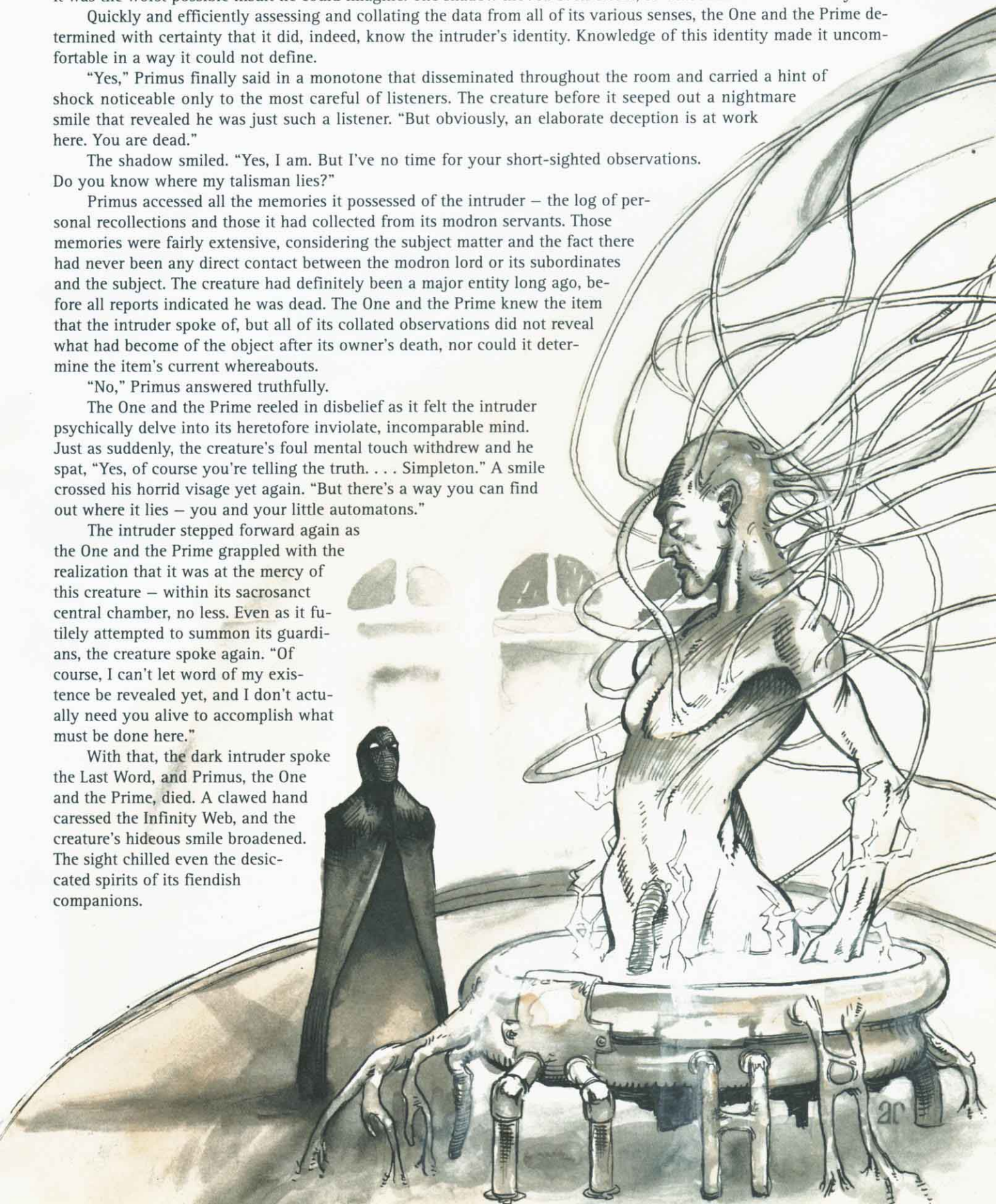
Primus accessed all the memories it possessed of the intruder — the log of personal recollections and those it had collected from its *modron* servants. Those memories were fairly extensive, considering the subject matter and the fact there had never been any direct contact between the *modron* lord or its subordinates and the subject. The creature had definitely been a major entity long ago, before all reports indicated he was dead. The One and the Prime knew the item that the intruder spoke of, but all of its collated observations did not reveal what had become of the object after its owner's death, nor could it determine the item's current whereabouts.

"No," Primus answered truthfully.

The One and the Prime reeled in disbelief as it felt the intruder psychically delve into its heretofore inviolate, incomparable mind. Just as suddenly, the creature's foul mental touch withdrew and he spat, "Yes, of course you're telling the truth. . . . Simpleton." A smile crossed his horrid visage yet again. "But there's a way you can find out where it lies — you and your little automatons."

The intruder stepped forward again as the One and the Prime grappled with the realization that it was at the mercy of this creature — within its sacrosanct central chamber, no less. Even as it futilely attempted to summon its guardians, the creature spoke again. "Of course, I can't let word of my existence be revealed yet, and I don't actually need you alive to accomplish what must be done here."

With that, the dark intruder spoke the Last Word, and Primus, the One and the Prime, died. A clawed hand caressed the Infinity Web, and the creature's hideous smile broadened. The sight chilled even the desiccated spirits of its fiendish companions.



CHAPTER I: THE MARCH BEGINS

Wherein the heroes make their way to the ordered city of Automata to right an old wrong on behalf of a Book and a Cat, only to witness the start of the Modron March.

◆ JUST THE FACTS, BERT ◆

NUMBER OF PCs: 4 to 6.

LEVELS: 1st to 3rd.

PCs PREFERRED: Any who live in Sigil, whether native planar or newly arrived prime. This adventure may even be used to start a PLANESCAPE campaign since it's not necessary for the PCs to know each other beforehand. Also, good-aligned characters will have more motivation to help, though the promise of a reward should entice any character.

FACTIONS: Any. Members of the Fraternity of Order (the Guvners) will feel most at home in Automata.

SYNOPSIS: A old debt from the past life of a petitioner takes the PCs to the gate-town of Automata.

◆ DUNGEON MASTER'S NOTES ◆

Though they arrive in Automata for entirely different reasons, the PCs end up in a perfect position to see the beginning of this unusual (and untimely) Modron March. As the modrons begin to pour out of the gate, the characters are indirectly introduced to the havoc that the March can and will inflict upon the Great Ring.

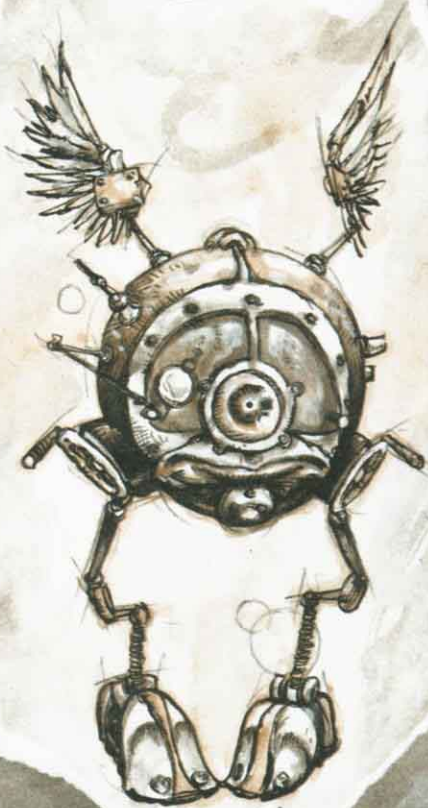
AUTOMATA

Chaotic planars have a saying: "Nobody with half a brain or a bit of free will goes to Automata on purpose." While this is an opinionated exaggeration, there's some truth in that. Automata is the gate-town on the Outlands that leads to the plane of Mechanus, home of the modrons and the seat of ultimate Law. Consequently, Automata's an extraordinarily orderly burg.

The local government, the Council of Order, rules over the town with a rather tight fist. A mire of bureaucracy wraps its tendrils around everything and everyone there, and that bureaucracy is mostly controlled by members of the Fraternity of Order. The town guard enforces the stringent laws that control not only commerce but movement, dress, and even personal interaction (that is, they tell a basher what he can and can't say, and who he can say it to).

THE MOST
ANNØYING THING
ABOUT INTELLIGENT
INANIMATE OBJECTS
IS THAT THEY NEVER
SHUT UP.

— HEIRON LIFEGIVER



But Automata isn't entirely the regulated, sterile machine that it appears at first glance.

This town has its seamy underside, same as virtually every burg. The Council of Anarchy controls the criminal element with edicts just as strict as those of its legitimate counterpart.

Sure, their name's a bit overblown by normal standards – these cutters are hardly Xaositects or Anarchists. Nevertheless, with the Council of

Anarchy's protection and guidance, cross-traders and other law-breakers operate out of the hidden tunnels and hidey-holes under the gridlike streets of the city. (For more information on Automata, see *A Player's Primer to the Outlands* [2610].)

THE REAL CHANT

The wizard Heiron Lifegiver operates on both sides of the law in the town of Automata. He looks a bit like a half-elf, but the whispered

chant says he's a misshapen rilmani. No matter which is true, he doesn't show his extraordinary

number of years. Heiron's got a reputation throughout the planes (in certain circles, anyway) for being an expert craftsman of magical

items. He specializes in sentient items – things with their own minds and wills.

Long ago, Heiron sold a magical book to Ydemi

Jysson, a clerk in Sigil. Ydemi couldn't afford the wizard's

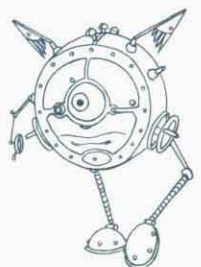
asking price for the book right off, so Heiron gave it to him under

the agreement that Jysson'd pay for it in installments. Jysson was an honest man and made the payments faithfully – until he died unexpectedly and obviously defaulted on the agreement. Since he was in the dead-book, however, there was no one to return the book to Heiron.

When Jysson returned to Sigil (now a petitioner in cat form), he learned of this past debt. Now he seeks help in returning the book to Heiron in Automata. Enemies of Heiron's (criminals working for the Council of Anarchy) are also looking for the wizard, who's now in hiding. The Council can't find Heiron, but they're smart enough to look for his unique creations and trace them back to him. . . .

SEQUENCE

1. In Sigil, the heroes are telepathically contacted by Jysson and the book. Jysson offers them a great deal of money (as well as his old business building) to help him take the book back to Heiron.
2. After passing through the portal, the group goes to Heiron's old kip, only to find that he doesn't operate from there anymore.
3. The Council of Anarchy's agents spot the PCs with the book – a magical item obviously created by Heiron – and follow them.
4. A chance encounter with an acquaintance of Heiron's leads the PCs to the wizard's hiding place, with his enemies close behind.
5. The Council's thugs attack, and the heroes are caught in the middle of the fray. Fortunately, the chaos brought about by the sudden appearance of thousands of modrons in the city saves them.



◆ I+ BEGINS ◆

Like many good tales of the planes, this one starts in the City of Doors. The PCs don't even necessarily know each other, but they're all in or around the Great Bazaar. Suddenly, a horrible pain erupts in their heads.

It's another ordinary day in Sigil until a sensation rises in the back of your brain-box, like a cross between a tickle and an interrupted sneeze. This feeling quickly grows in intensity, becoming a painful, relentless squeeze on your brain. Unconsciousness calls to you like a sweet song of a secret haven, but you resist. You take an involuntary step forward and discover that the pain diminishes ever so slightly as you move in that direction.

The PCs have a choice — either move in the direction that lessens the pain or fall unconscious in three rounds. Although a few people notice them gripping their heads in pain, no one can do anything to help (and this being Sigil, no one really makes the attempt anyway). Unconscious characters can be dragged along by their companions or left behind, so those that want to be involved in the ride will go along.

The characters find that only following a specific path through the streets of the Cage reduces the pain. Any deviation leads to renewed agony. A few blocks off the Bazaar, the path leads to an old two-story building marked with a sign that simply reads *Jysson*. (If the PCs don't know each other, as they approach they notice the other characters making their way toward the same building.) The front (and only) door is unlocked.



JYSSON

Once the PCs enter the building, the pain stops. Looking about, they can determine that the place is obviously some sort of long-abandoned clerk's office. Dust covers the desks and tables, which are strewn with papers, ledgers, and notebooks. All the documents are filled with incomprehensible columns of numbers. Any examination of the room, its contents, or each other is cut short by the sudden sound of a meek voice.

"Oh dear," it states, "I had no idea that would be so . . . painful for you. Please accept my apology."

The PCs can determine that the voice comes from the back of the room, near a book-covered table and a rickety wooden staircase that leads upstairs. No speaker is evident,

but after a moment a small gray cat jumps onto the table from the shadows under the stair and looks at the PCs. If one of the cutters asks the cat if it just spoke or if it brought them here, it says in a surprisingly human voice, "Nope. It wasn't me."

On the far table, one of the books — a particularly large, leather-and-metal-bound specimen — flips open, revealing a humanlike face in the gutter between the pages, which otherwise seem to be blank. "I really am sorry," it says in the meek voice the PCs heard before. It continues:

"I needed to call for help, so I reached out and tried to curb some 'pertish folks off the street. It's been so long since I've done that, I guess I grabbed too hard. Perhaps some sparkle would make it up to you? After you've heard me out I'll see to that, I promise."

"You see, we need a few kind pivers who will take myself and my associate here to the gate-town of Automata. Have you heard of Automata, gate-town to Mechanus? It's still there, isn't it?"

Canny bashers notice first off that the book speaks with very old mannerisms — it uses a long-outdated version of the cant. Second, since no one else appears in the room, they realize that the book's associate is the cat. The gray cat then identifies itself as Ydemi Jysson (Pe/♂ cat/HD 1/2/CG) and tells them that the book is, well, The Book.

Without giving them time for questions, Jysson begins telling the PCs his tale. For ages, it seemed, he was a petitioner on the Beastlands and quite happy to be there. One day last month, the ruler of his kind (the cat lord) came to him and asked him to deliver a message to someone in Sigil. Loath though he was to leave the Beastlands, he obeyed his mistress. He completed his task and headed back to the Beastlands gate, but as he walked down this particular street, something seemed to beckon him inside this building. Here, he encountered The Book, which explained to him that Jysson (in his mortal lifetime) had been a clerk who owned this tiny firm and lived in the apartment overhead.

In order to improve his business, the clerk had purchased a magical book to help him with his work. The terms of the purchase involved a series of payments over a number of years — terms that he defaulted upon when he died. Though not particularly lawful, the petitioner Jysson's benevolent demeanor compelled him to right this wrong — but there was no way a cat could carry a large tome like The Book all the way to Automata, where he'd bought it. Jysson ordered the tome to help him find aid, and The Book did so by calling to the PCs.

Jysson bought The Book from a wizard named Heiron, who specialized in creating sentient, powerful magical items. Unfortunately, Jysson doesn't remember where the wizard lives. In fact, he doesn't actually *remember* anything about his former life and only knows what The Book tells him, but such recollections always strike a certain

chord within him. The Book, of course, does remember. The Book also knows where Jysson kept his hidden jink, and promises it all to the PCs if they take it back to Heiron. If they want, they can also have the building.

Aside from being sentient, The Book has the following powers. Once per day it can mentally contact up to six people, sending them a single, simple message, such as "come." (It doesn't always have to involve as much pain as it accidentally inflicted upon the PCs.) Once per day it can read one person's thoughts as per the spell *ESP*. Also, once per day it can defend itself by mentally "stabbing" up to six foes for 1d6 hit points of damage and stunning them for 1d4 rounds (successful saving throws versus rod negate the damage but not the stun effect). Naturally, The Book is a flawless mathematician and knows a great deal about business. Its main drawback is its utter lack of creativity, so it has a great deal of difficulty coming up with ideas on its own. Physically, The Book is an impressive specimen, its leather cover embossed with Heiron Lifegiver's sigil (which appears as the letters "H" and "L" intertwined). If *detect magic* is cast upon it, the sigil emits what Heiron calls a "spark of life."

Is Heiron expecting The Book to be returned? Is the wizard even still alive? Neither knows the answers to these questions, but Jysson and The Book want to make the trip nonetheless.

GETTING TO AUTOMATA

In many adventures, finding the right portal or its key is a whole tale in and of itself. But not this time. Jysson did some exploring before The Book called the PCs, while he was still figuring out if it was possible for him to get it to Automata himself. He found a portal to the gate-town and even managed to discover the key.

The portal is in the Clerk's Ward of Sigil, in the doorway of a small scribe's shop near the Hall of Records. The key to this portal is a piece of paper torn in two perfectly even halves, with the letter E printed on each half.

The group should have little trouble getting to the portal and using it. If desired, the DM may insert some minor Sigil encounters along the way (faction groups, muggers, troublesome bureaucrats, or whatever). The real challenges come when the PCs reach Automata.



YOU HUMANS DO SUCH
STRANGE THINGS SOMETIMES.
IT'S HARD TO IMAGINE
THAT I EVER
WAS ONE.

— JYSSON



◆ BUILD-UP ◆

Nothing's ever as easy as it seems. Heiron hasn't been paying the Council of Anarchy its cut for those transactions that are less than legal in the eyes of Automata's strict sales-and-purchases laws. Now he's in hiding, and his enemies are looking diligently for him or any of his tell-tale handiwork — that is, any intelligent inanimate objects.

The agents and thugs of Leggis Scrog (PI/δ githzerai/T10/Revolutionary League/NE), one of the leaders of the Council of Anarchy, are the major threat that the heroes face when they arrive, although finding Heiron's not terribly easy either.

ARRIVAL

A slight chill runs down your spine as you pass through the portal into Automata. No longer within the dusty scribe's office, you now find yourself out-of-doors, with clear daylight replacing the foggy dimness you're used to in the Cage.

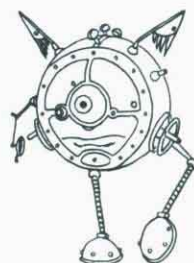
The town around you is built entirely of uniform gray-red stone that rises in identically sized stories. The whole burg seems constructed out of right angles and straight lines. The people hustle about in neat little rows, most of them dressed in the same identical gray robes.

"Newcomers must register at the Office of Visiting Entities," a voice says. It belongs to a stern, armor-clad soldier standing near you with nine of his fellows.

If the PCs follow normal procedure, they spend the next three to four hours filling out paperwork in a large office staffed by almost as many modrons as humorless petitioner paper-pushers. The characters're given street passes and a long list of Automata's laws, and they're charged 5 sp each for processing fees.

If the PCs instead choose to go about their business in the town without going to the Office (which Jysson recommends — he's a bit on the chaotic side, remember), there are no immediate reprisals. Only if they're stopped by a patrol or approach any of the hundreds of minor officials of the town will they have to pay the music (a minimum 10 gp fine) for not registering.

As the PCs move about Automata, the DM shouldn't worry about exact locations. Everything's uniform and rectangular, so there isn't much distinction between locations. All the buildings on a particular block always serve the same purpose (offices, homes, shops, foundries, and so on), but the arrangement of blocks in relation to each other doesn't seem to be set up with convenience in mind. The people of the town are either petitioners,



who all dress and act alike, or planars and primes who aren't quite so structured. There's always a modron or two scuttling about as well, and the sight of a rilmani, an archon, or even a baatezu's not completely surprising.

The Book knows where Heiron's case used to be and can easily guide the group there. Automata's pretty easy to get around since it's all set up as a perfect grid. But as the PCs walk around town, the talking book catches the eye of Leggis Scrog's agents, particularly those who watch Heiron's old kip.

Following The Book's directions brings the heroes to a block dedicated to various shops – candlemakers, leatherworkers, bakers, and other craftsmen. The exact building that used to be Heiron's now has a new-looking sign on it declaring the place as Thandol's Smoked Meats (and, judging from the spicy, smoky smell coming from within, it's probably correct).

Inside the PCs discover a shop that peddles various meats. The proprietor, an elderly man named Thandol (Pe/♂ human/O/LN), has a good deal more liveliness about him than most folks on the street.

"No, old Heiron doesn't work here any longer," he says if asked. He's a kindly sort, and he tells the group that Heiron packed up his things and left a few months ago. Thandol has no idea where Heiron went. If pressed, he tells the PCs that he thinks Heiron used to hang out at The Divine Machine, a nearby tavern. If anyone happens to ask about Heiron's character, Thandol whispers conspiratori-

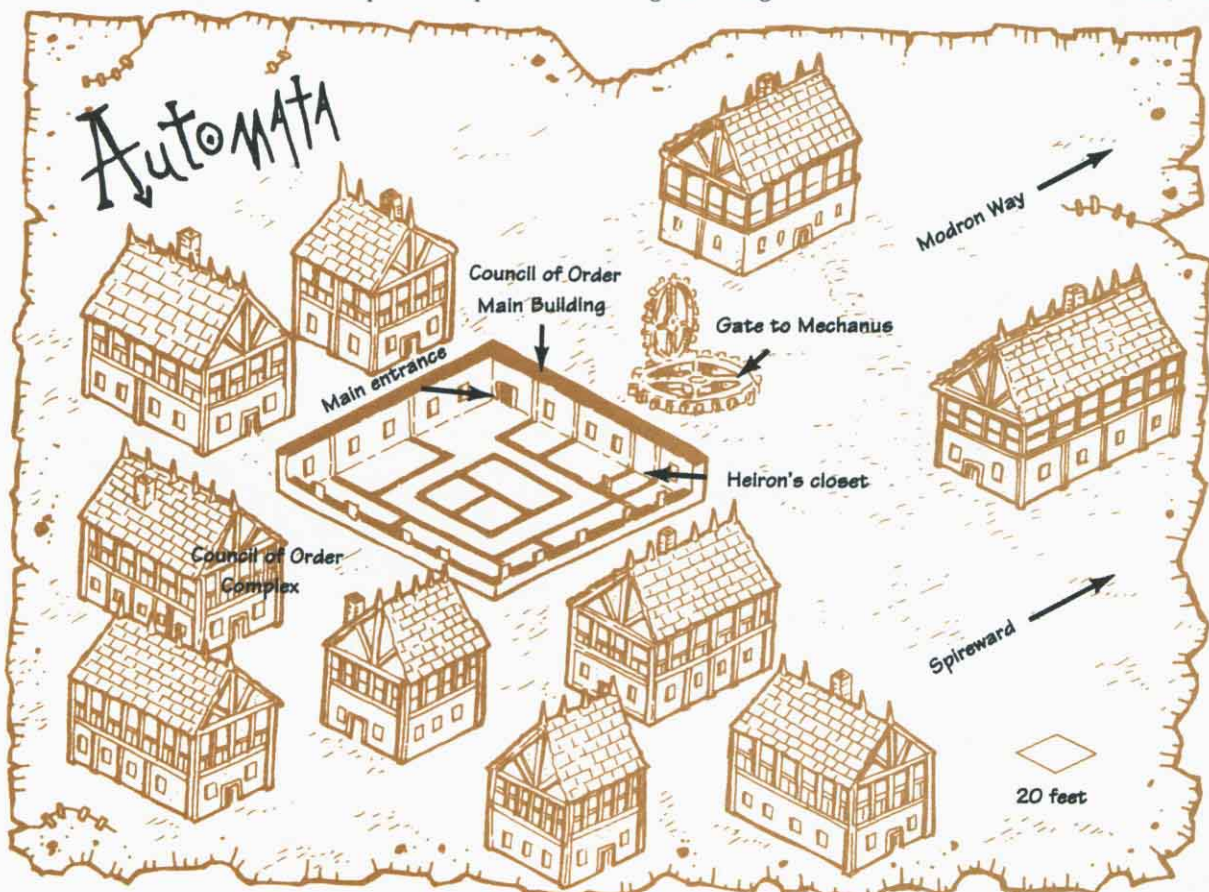
ally, "He had a number of secret compartments and hiding places. I think old Heiron was not completely on the legal side, if you know what I mean. . . ." That's all the simple shopkeeper knows.

INVESTIGATION

The group's best bet is checking out The Divine Machine. It's a busy tavern that appears to be designed for halflings, though it's full of members of all races. (Ironically, very few halflings frequent the place.) The proprietor Tourlac (Pe/♂ halfling/O/N) constantly apologizes for the small size of the chairs and other furnishings, especially to really tall or large bashers.

Heiron's not here, but if the PCs ask around and garnish a few cutters, they get the chant. Heiron seems to be in hiding. He packed up his things and sold his shop a while back, and hasn't been seen since. A few bubbers suggest that he's left town, but those who know him well remember that he's occasionally had to hide out for a time while some trouble or other blows over. He's not a real criminal, but it's hard to get by in Automata without breaking a law now and again – and sometimes a body's just got to pay the music for it. But Heiron never leaves town. He's around somewhere, the PCs are assured.

Finding a top-shelf wizard who doesn't want to be found can be quite a challenge. However, the PCs have a big advantage: The Book. One of Heiron's friends, a tiefling



named Muenscaal (Pl/♀ tiefling/F3/Free League/N), happens to be dining in The Divine Machine. She won't be

among those who help the

PCs, but she no-

tices them asking about him.

After observing them for

awhile, she determines that they don't

work for the Council of Anarchy. When

she catches sight of The Book, she recog-

nizes it for one of her friend's better creations. This piques her curiosity, but she waits until the PCs leave

the tavern to make her move.

Once they get outside, she approaches them and says flatly, "What are going to do with The Book?" If they answer her directly and tell her that they seek to give it back to Heiron, she tells them where he is and how to reach him. If they give any other response, she just shakes her head and walks away. If they attempt to follow her, she uses her tiefling *darkness* power, as well as her knowledge of the town, to give them the laugh.

Characters who aren't forthright'll have quite a bit of searching to do before they find someone else willing to tell them where Heiron's hiding. They're tracked all the while by the Council of Anarchy's agents, which makes most folks peery.

If the players state that their characters are extra careful, give them a chance to notice that they're being followed by some of the Council of Anarchy's agents — Jezrene the Quickeye and her group of thugs. As the agents following them are top-shelf bashers, it requires a successful Intelligence check with a -4 penalty to detect them. Even if the PCs notice their tail, only a brilliant plan to lose them actually succeeds. (Obviously, the DM's the final judge of that.) Problem is, if the PCs don't notice their tail again (another Intelligence -4 check), they won't even know if they really lost them.

Confronting the Council's agents only leads to a fight the characters probably can't win. If they insist on challenging their followers, the sudden but predictable appearance of the town guards to break up the fight might save their lives but probably results in their being scragged and thrown in jail for a while "to cool off." The statistics and descriptions of the Council of Anarchy's agents are given under the header "Heiron Lifegiver," below.

◆ CLIMAX ◆

Heiron hides in a place he considers fairly safe from the Council of Anarchy's thugs: a closet within the Council of Order building. To make it more comfortable, he's cast *Mordenkainen's magnificent mansion* in there. (He has to re-

cast it every 14 hours.) He's got all of his possessions, including the equipment from his shop, in a *portable hole*. His friends (including Muenscaal) know that if they go into the closet, then knock on the wall five times and whistle, Heiron opens the invisible door to the mansion.

If the PCs try to enter the Council of Order building at night, they have to avoid the 10 soldiers that guard the place and risk alerting many, many more. The building's locked up tight as well.

AUTOMATA CITY GUARDSMAN (Pe/var

human/F1/Fraternity of Order/LN) (10): AC 4 (chain mail and shield); MV 12; hp 5 each; THACO 20; #AT 1; Dmg 1d8 (long sword); SZ M (5'-6' tall); ML elite (13); Int average (8-10); XP 15 each.

During the day, getting in is much easier. The PCs only have to get past a few clerks and officials to reach Heiron's closet. This is a good time for the characters to engage in some creative lying, but the DM should remember that a body needs a permit to do virtually anything in Automata. The minor bureaucrats here ask for papers and permits to prove whatever story the PCs come up with. Fortunately, if the PCs fail to produce any documents, they're only subjected to a stern lecture and given directions to the proper office to get the paperwork done. Attacking or threatening anyone in this building brings a number of city guards down upon the heroes.

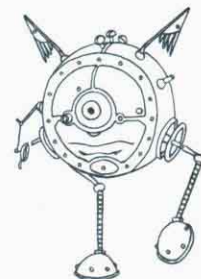
HEIRON LIFEGIVER

You step inside the large storage closet, which is filled with reams of unused paper, stacks of fresh ledgers, and crates of inkwells and pens. You give the knock-and-whistle "signal" Heiron's friend gave you and wait a moment, and a previously invisible doorway appears. The simple wooden door opens, revealing a cautious, uncomely face that peers out at you.

"Yes, who is — (gasp!) By the Spire! Who're you?" Before you can answer, the man begins to pull back into the doorway, closing the door as he does so. . . .

Obviously, Heiron's a little peery at times like this, so his first instinct is to flee from unknown bashers rather than give them the benefit of the doubt. Quick-thinking PCs will say something that gives him a reason to show them an interested eye. The voice of The Book also gets his attention.

Heiron is surprised yet pleased to see The Book, since it was always one of his favorite creations. He, of course, had long



since given up on seeing it again, assuming Jysson had turned stag, robbing him of The Book and giving him the laugh. Jysson gives his apologies to the wizard (who's surprised to hear it from a cat), but Heiron eventually admits that death is a pretty good excuse for reneging on an agreement. If the heroes are particularly good-natured and friendly toward Heiron, he even invites them into the magical mansion to rest for a while and dine.

Unfortunately, the PCs have been followed. Jezrene the Quickeye and a group of thugs come into the building, lie their way past the various officials working there (they *have* the proper passes and permits – forged, of course), and fling open the door to the closet as the heroes speak with Heiron.

"Capture the old man," Jezrene says, "but kill the rest of these sods." Canny bashers should've known that things were going too well. Jezrene's got a number of thugs with her – at least one thief and one fighter for each player character. The DM should use his own knowledge of the PCs' capabilities to judge the exact number, adding more or less thugs at his option. Realize, however, that the heroes are *supposed* to be a little outmatched.

Not surprisingly, Heiron tries to duck back into the mansion. Only successful Dexterity checks (made at a -3 penalty) allow PCs to follow before he closes the door. The mansion's not a refuge, however, for Jezrene uses *dispel magic* to cancel its enchantment, dumping everyone and everything within unceremoniously on the floor of the closet. In fact, those suddenly spat out of the mansion are stunned for 1d2 rounds, unable to act.

Jezrene concentrates her formidable powers against Heiron, who has his hands full dealing with her. Obviously, for the PCs to have a chance of surviving, Jezrene has to occupy herself



mainly with Heiron. But the rest of the thugs eagerly attack the PCs as Heiron's accomplices.

If Heiron bolts, he'll try to take his stuff (including The Book) with him. The rest of the group is severely hindered if they try to fight in the closet. (Fortunately, so are their attackers.) Some will probably want to get into the larger room to confront their foes.

The DM should remember that if Jysson the petitioner is killed off the Beastlands, his essence is forever lost. Good cutters should also realize this (assuming they're not clueless) and protect their little friend during the battle.

HEIRON LIFEGIVER (Pl/♂ half-elf/M14/N): AC 6 (Dex, ring of protection +2); MV 12; hp 31; THACO 16; #AT 1; Dmg 1d4 (dagger); SZ M (5'7" tall); ML unsteady (7).

S 8, D 16, C 9, I 18, W 14, Ch 11.

Personality: normally friendly, currently peery and self-interested.

Special Equipment: portable hole, ring of protection +2 (made on the Outlands).

Spells (5/5/5/4/4/2/1): 1st—change self, detect magic, hold portal, magic missile, shield; 2nd—blur, fog cloud, forget, invisibility, Melf's acid arrow; 3rd—dispel magic, fly, item, lightning bolt, nondetection (already cast); 4th—dimension door, solid fog, stoneskin, wizard eye; 5th—fabricate, feeblemind, passwall, telekinesis; 6th—antimagic shell, disintegrate; 7th—Mordenkainen's magnificent mansion (already cast).

JEZRENE THE QUICKKEYE (Pr/♀ elf/M10,T10/NE): AC 2 (Dex, bracers AC 6); MV 12; hp 34; THACO 16 (14 with short sword); #AT 1; Dmg 1d6+1 (short sword +1); SA ×4 backstab; SD 90% immune to sleep and charm; SZ M (5' tall); ML elite (14); XP 6,000.

S 13, D 18, C 12, I 17, W 15, Ch 12.

Personality: coldly efficient.

Special Equipment: bracers AC 6, short sword +1.

Spells (4/4/3/2/2): 1st—charm person, detect magic, magic missile, shocking grasp; 2nd—blindness, detect invisibility, mirror image, ray of enfeeblement; 3rd—dispel magic, hold person, lightning bolt; 4th—confusion, improved invisibility; 5th—domination, teleport.

Thief Abilities: PP 95, OL 77, F/RT 70, MS 95, HS 80, DN 40, CW 95, RL 60.

FIGHTER THUG (Pl/var human/F1/N or CN) (1 per PC): AC 6 (studded leather); MV 12; hp 5 each; THACO 20; #AT 1; Dmg 1d6 (short sword) or 1d4 (dagger); SZ M (5'-6' tall); ML average (10); Int average (9); XP 15 each.

THIEF THUG (Pl/var human/T1/N or CN) (1 per PC): AC 8 (leather); MV 12; hp 3 each; THACO 20; #AT 1; Dmg 1d6 (short sword) or 1d4 (dagger); SA ×2 backstab; SZ M (5'-6' tall); ML average (9); Int average (10); XP 35 each.

Thief Abilities: PP 30, OL 25, F/RT 20, MS 15, HS 10, DN 10, CW 85, RL 0.

THE MODRON MARCH

Jezrene knows she's got to capture Heiron and get out fast because the town guards will arrive quickly, alerted by the surprised and fearful cries of the clerks and other workers in the building. The guards do indeed arrive a few rounds into the battle but are immediately distracted by another occurrence: Modrons have begun pouring out of the gate from Mechanus.

The Great Modron March has begun.

And it's over 150 years early.

Anyone looking out the nearby windows sees the town erupt into a complete uproar over the sudden appearance of hundreds upon thousands of modrons pouring from the gearlike gate in seemingly endless waves. Jezrene and her thugs are, of course, as surprised as everyone else. This turn of events is so shocking, in fact, that she's forced to take a moment or two to determine whether Heiron is still a priority. Of course, the wizard and the PCs should make their break while she's distracted.

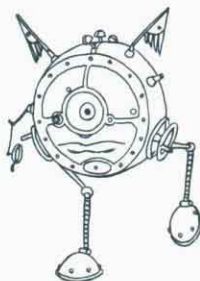
Heiron's survived his magical duel, and he has (of course) a number of ways to escape. If the PCs have been friendly to him, he helps them get away too. A fog cloud does nicely to cover their getaway, for example.

◆ EPILOGUE ◆

Obviously, the big news here is that the Modron March has begun and no one knows why. It takes almost 20 hours for the March to complete its passage through the gate from Mechanus. During this time and after, Automata is in chaos. Berks predict doom or salvation while others go temporarily barmy from the unexpected event. Even the modrons, an observant cutter might notice, look a little out of sorts. 'Course, they don't say anything to anyone, no matter what.

Heiron's grateful for the return of The Book, but his gratitude is toward Jysson. If some brave basher saved Heiron's life in the fight, he thanks the hero, pats him on the back, and buys him a drink. (Heiron's not an overly generous man.) The PCs' payment comes from Jysson's hidden jink, a total of 734 gp that The Book tells them is hidden in a secret cache under the bed upstairs in Jysson's old building. The building's also theirs, if they want it. They should, since real estate in Sigil's valuable. It's too small for more than one person (two if they're friendly), but it's still worthwhile property.

The portal the PCs took from Sigil was two-way, so getting back's pretty easy. 'Course, if they want to stick around and follow the March, the trip back to Sigil can wait — and that makes it easier to get them involved in the further adventures in this book (although it's not mandatory). If they do chase after the March, the DM needs to create some scenarios for what happens between this chapter and the next.



In which our Heroes discover that although the Modrons are lawful, their passage may produce unwelcome Chaos.

CHAPTER II: THE UNSWERVING PATH

◆ JUST THE FACTS, BERT ◆

NUMBER OF PCs: 4 to 6.

LEVELS: 2nd to 4th.

PCs PREFERRED: Any, though a few good-aligned PCs are recommended.

FACTIONS: Any. By this time, word of the unusual March has reached Sigil, and it definitely intrigues all of the factions. The following guidelines provide suggestions for how the three broad groups of factions may react to the Modron March. How individual members of these factions interpret the guidelines is, of course, up to each character.

The factions of order – the Harmonium, the Guvners, the Mercykillers, the Godsmen, and the Athar – may want to stop the March, or at the very least study it to understand the modrons' divergence from their normal patterns.

The factions of entropy (the Bleakers, the Doomguard, the Xaositects, the Anarchists, and the Dustmen) see it as further evidence of the breakdown of the multiverse.

The Fated, the Indeps, the Sensates, the Signers, and the Ciphers – the so-called factions of self – take the March as a sign that the modrons are finally beginning to achieve individuality.

SYNOPSIS: Archons of Mount Celestia call upon the PCs as intermediaries to try to halt the March. When that effort fails, the characters must defend the populace of Heart's Faith from the unstoppable modron horde.

◆ WHAT HAS GONE BEFORE ◆

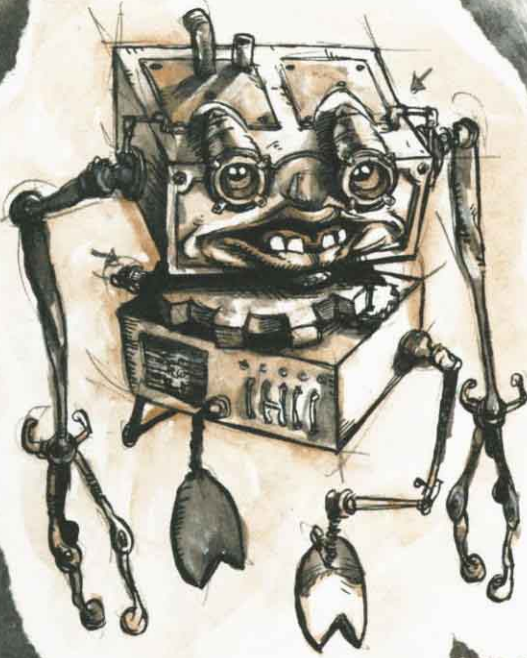
The Great Modron March spilled forth into Automata from the gate to Mechanus, moving in a precise flood across the Outlands until it reached the gate-town of Fortitude. Considerable time has passed as the March moved from Fortitude into Arcadia, and across Arcadia into Mount Celestia. Stepping over all in its path, the Modron

March now heads for the Outlands gate in the town of Heart's Faith – and the townsfolk are woefully unprepared.

MOVE ASIDE.
THE MODRON MARCH
DOES NOT ALTER ITS PATH
FOR ANYONE.
RESISTANCE IS FUTILE.

— THE QUIN+ON
LEADER OF THE MARCH

DUNGEON MASTER'S ◆ NOTES ◆



This adventure throws the PCs into the path of the Great Modron March. The adventure should teach them that the modrons will continue with their quest, no matter the cost to themselves or others. The March itself is their entire goal, and those who would stop it are nuisances to be avoided or eliminated as soon as possible.

The PCs aren't able to stand and fight toe-to-toe with the entire modron army. The modron numbers are practically undiminished from the time they left Mechanus, and that means that they've more than enough modrons to trample over a party of PCs.

This adventure is far more suited for parley, quick wits, and PCs who want a chance to prove themselves as heroes. See, the modrons are going to cause all sorts of damage in the town – and it'll take some quick-thinking PCs to save the citizenry.

The DM can help build tension for this adventure with a stopwatch. Many of the encounters described here have a time limit on them; using a stopwatch will help reinforce the perception that time is of the essence.

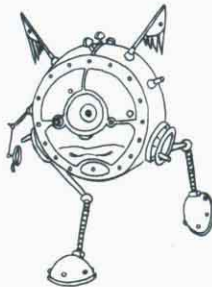
THE REAL CHANT

When the word on this untimely Modron March got out, most of the high-ups across the planes heard about it. It's still too early in the March for the leaders to understand what's going on, but they do know that it's unprecedented. That's why the archon high-ups of Mount Celestia have decreed that the rest of the archons should have nothing to do with this pack of modrons. The archon leaders are afraid of the sort of chaos the modrons might bring, and they certainly don't want that chaos infecting the lawful Mount. They fear that the madness of the modrons is infectious, able to spread to other creatures filled with the purity of law. That's when they seize on the idea of using mortals to do their work – and that's where the PCs come in.

The DM should find a pretext to lure the PCs to Mount Celestia – perhaps they've been contracted to make a delivery of books, or perhaps they have friends in the town of Heart's Faith. Regardless, while traveling on the Mount (preferably overland), they're contacted by a lantern archon and asked to turn the Modron March aside.

SEQUENCE

1. While traveling on or near Mount Celestia, the PCs are contacted by archons. The archons ask the PCs to try to dissuade the modrons from their travels through Mount Celestia.
2. The PCs contact some of the mid-rank modrons of the March, and their entreaties are brushed aside as the modrons press on.
3. The modrons begin their trek through Heart's Faith. They destroy anything that gets in their way – people, buildings, and anything else that stands between them and the gate. The PCs must control the damage and keep the townsfolk from panicking.
4. The modrons build a bridge over the sea, making a solid path to the gate to Excelsior. The PCs are left to pick up the pieces and ponder the seeming inevitability of the March.

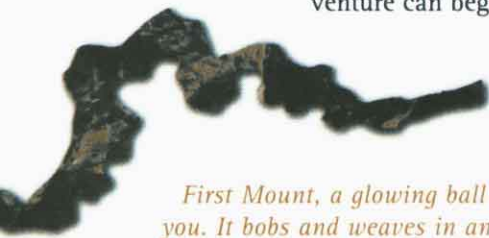


◆ I+ BEGINS ◆

As setup for this adventure, it's necessary for the DM to somehow lure the PCs to Mount Celestia. The following are three potential plot hooks:

- ◆ The characters've heard of a wondrous tome that allows them to summon the aid of archons in times of need;
- ◆ rumors of lost treasure have been circulating among the adventuring class of Sigil, and it's said to be buried in the mountains near Heart's Faith;
- ◆ a member of one of the PCs' factions has taken refuge in the "wilds" of Mount Celestia, and she's taken important knowledge with her (including information about a unique portal key). The PCs are assigned to retrieve it.

These examples are, of course, mere pretexts to bring the PCs to the Mount. Once they've arrived, the true adventure can begin.



As you cross the verdant splendor of another perfect day on Lunia, the

First Mount, a glowing ball of light appears before you. It bobs and weaves in an effort to gain your attention; bloods recognize the light as a lantern archon. Its bell-like voice comes into your minds: "Excuse my interruption, noble travelers . . . I have been sent to find someone who can aid us. My superiors (may they prosper and find ever more virtue in their spirits) wish to speak with you. Please, if you will follow me."

The lantern doesn't know exactly what its superiors have in mind for the PCs. It does know that they wish to speak to the PCs about the modrons, but it – like all archons on the Mount – has been forbidden contact with the modrons themselves. The lantern has no idea what its superiors will ask of the characters.

Naturally, if the PCs don't follow the lantern, the adventure is effectively over. ('Course, the party can still return to the task that brought them to Mount Celestia in the first place!) The archons find someone else to do the work for 'em. Hopefully, the PCs choose to follow the lantern archon, and it turns away and bobs off into the hills, revealing a trail that wasn't readily apparent before. The purity of the lantern archon shines brightly enough to illuminate a route that's invisible to the eyes of creatures who aren't on the path to enlightenment. The trail winds among the foothills of the Mount, and the crash of the Silver Sea off the shore echoes like the sonorous tolling of deep crystal bells. A warm breeze carries the scent of elusive flowers and caresses the faces of the party members as they follow the bobbing lantern. Eventually, they reach their destination: the Arch of Triumph, home to the sword archon Alziel.

THE ARCH OF TRIUMPH

The lantern archon's trail leads you to a shining terrace of silver that overlooks the Silver Sea. You're standing in the middle of a balcony that juts from an arch rising from the hills. The arch is made of white marble and silver. A softly glowing moon rises from the Sea beyond the railing. The trail has vanished as if it never was – though perhaps, far below, you can see the faintest outline of a pathway through the hills.

The most immediate feature of the balcony, however, is the sword archon who turns and greets you. Her silvery hair gleams in the soft light, and the white robe she wears accentuates her winged arms. Her face seems to shine with inner serenity, yet that serenity is marred by a tiny wrinkle between her perfectly beautiful eyes – a sure sign that there's something amiss on the Mount, something brewing that spells no good.

She bows low to you, and in a voice like the trickling chimes of a brook, speaks: "I am Alziel, sword archon of the silver rank. In the name of all my brethren, I welcome you, adventurers. I beseech you to hear my request. If you are honorable creatures, you will listen. And if you are not, I can promise payment. Will you listen?"

If the PCs don't agree to listen, she nods sadly and dismisses them. The lantern archon, its light somehow dimmed, leads the PCs back to where it found them and leaves them without another word. This adventure is over for the PCs at this point.

If any of the PCs are so foolish as to try to attack Alziel, she and the Arch vanish, leaving the PCs standing on a rocky hillside, with the Silver Sea just on the horizon. The characters won't ever be approached by the archons again – and they may find a cold reception if they ever need the aid of Mount Celestia's hosts.

If the PCs assent, she nods graciously and continues.

"As you may know, the modrons have left Mechanus early on their grand March. This can only be due to some spark of chaos that has infused them. As such, orders have come from above that we are not to interact with them, for fear that their chaos will infect us also. After all, if chaos can come even to the supremely lawful modrons, how could we resist it?"

"And yet, we see that the Modron March is headed for the town of Heart's Faith. We know from past experience that the devastation they wreak is horrifying, unless they can be persuaded to either circumnavigate the town or march through the winding streets instead of following their usual unyielding straight lines. They march through buildings, disregarding life and property both. They bring structure to a chaotic end – and they do not swerve aside as they tunnel through the town.

"We are caught in a dilemma, you see . . . we cannot contact the modrons, for fear that their chaos would bring

the Mount tumbling around our ears, but neither can we allow them to bring chaos to Heart's Faith.

"Thus it was that our superiors instructed us to find agents who could come into contact with these modrons, and to see if these folk would be kind enough to attempt to prevent the modrons from entering our beloved town of Heart's Faith.

"Will you?"

If the PCs demand payment of some sort, Alziel promises them aid in their original quest on the Mount. If they require more than that, she's authorized to grant up to 5,000 gp as a reward – but chances are the PCs would be better off accepting the aid of the archons or taking knowledge in payment. But then, not all PCs are that bright. Naturally, if they forgo payment altogether, they'll reap greater rewards by gaining the respect of the archons – and that's no small prize.

If the PCs accept the task, Alziel thanks them deeply and her eyes shine a little brighter. The lantern archon, which has been hovering nearby, bobs at an unspoken command, and turns to the PCs. "Please, follow me again," it says and heads back along the trail, which has mysteriously reappeared.

◆ BUILD-UP ◆

The lantern archon leads the party back along the trail, winding through the valleys of the foothills by a different path than the PCs first followed. When the hills peter out and the PCs arrive at the head of the trail, the archon slides away into the night. Ahead, the characters can see a huge line of modrons snaking along the coast of Mount Celestia, crawling from the shallow water where the gate from Arcadia dumped them. A small army of lantern archons watches them from a distance. The lanterns bob and dip, circling each other in a fretful dance of anxiety. They don't dare approach the modrons, but they don't dare leave the modrons unattended, either.

In the distance – approximately 15 miles away – lies the town of Heart's Faith. The modrons will reach the town in about 10 hours. The PCs have to talk to a modron high-up or make it to Heart's Faith before then.

The modrons leave a trampled trail of underbrush and churn up the mud of the layer. They move without regard for the natural order of the Mount; intent on their mission, anything that gets in their way is simply trampled underfoot. The fauna of the Mount has fled the coming of the Modron March, but the flora suffers.

While it's in Mount Celestia, the modron host is stretched out, with forerunners scouting ahead and a rear guard watching the back. The concentration of modrons is thickest in the middle, from whence the quinton leader dispenses orders. The modrons surrounding the quinton are its immediate inferiors, spreading out in ever-decreasing

circles of power. (The system of modron castes and communication dictates such an arrangement.)

If the PCs seem overly threatening, or if they try to stop the March by attacking its members, the modrons turn on them. Unless the PCs have strong magic and the ability to escape from a well-ordered army, the modrons surely crush them. On the other hand, if the PCs act orderly and follow the instructions the various modrons give them, they can reach some of the high-ups in the March. That's generally good advice when dealing with modrons – the creatures tend not to acknowledge anyone who doesn't play by their strict rules.

To reach a modron capable of comprehending their requests, the PCs must first wade past the monodrones (who've simply received the order to "march"), the duodrones (who've been ordered to march and report every 10 minutes), the tridrones, and the quadrones. One quadrone motions the PCs to fall into step so that it may question them. Under no circumstances does the March stop for the convenience of the PCs.

The quadrone interrogates the PCs for a time, asking them their names, their places of origin, their favorite meals, and their grandmother's maiden names, among other rigorous questions. It also assesses them covertly for weapons and intent. If they pass muster, it directs them to a pentadrone, who hears their requests. If the PCs are particularly clever or impress the pentadrone with their lawful natures, it passes them along to one of the five decatons, the lowest of the hierarch modrons and the highest rank that pays any attention to them.

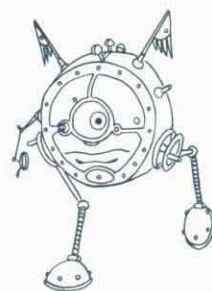
DEALING WITH MODRONS

The modron high-up (whether pentadrone or decaton) refuses to turn the March aside from Heart's Faith. According to their maps of Mount Celestia, passage through Heart's Faith is the only way to reach the gate to Excelsior. See, in ages past, the modrons signed an agreement with the rulers of Heart's Faith to remain on the roads of the town as they marched through. The modrons've interpreted this to mean the roads *as they were then*. As far as the modrons are concerned, people who make changes in the ancient streets of Heart's Faith bring destruction on themselves.

The spokesmodron has the following reactions to various PC proposals and inquiries.

- ◆ Turn the Modron March aside and pass along the walls of Heart's Faith:

"Nonsense. We have the maps. The town is the only way to the gate. We must reach the gate. Therefore, we must pass through the town."



- ◆ Look at new maps and find a new way around:

"Our maps are correct. Therefore, other maps are incorrect. There is but one path to the gate, and that path is through the town. It seems as though this discussion casts aspersions on our maps. It is patently impossible that there should be fault with our maps."

- ◆ Meet with the town's leaders to negotiate a new path through the town:

"Unacceptable. If they had wished to renegotiate, they would have done so before we left. Upon departure from Mechanus, the path was set. We have a long-standing contract with the rulers of that town that we will travel only along designated roadways. We travel those roadways whether the roads themselves are in repair or not. Changing those roads was a chaotic act. It is fitting that we should remind them of this."

- ◆ Point out that the modrons traveling on the ancient roadways will bring chaos to the town:

"If the residents wished to avoid this, they need only have avoided change. The change they wrought was chaotic. Therefore, our passage will help to restore law to the town."

- ◆ Bring up the rumored contagion of chaos in the March:

"We do not contain chaos. We repel chaos. To speak otherwise is to invite disaster. It is unthinkable to posit inherent chaos in the modron mind."

- ◆ Bemoan the destruction of lives when the modrons pass through Heart's Faith:

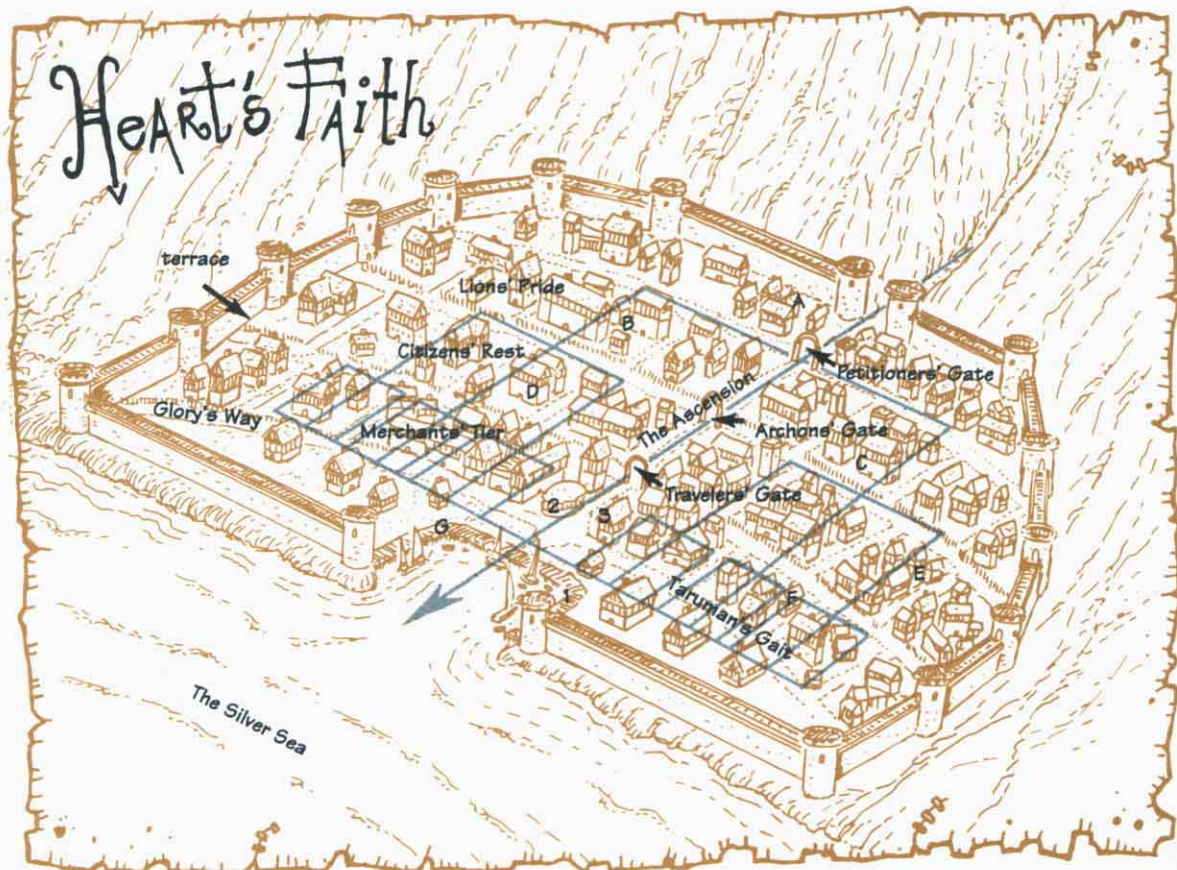
"Those who can move had best move. Those who cannot will be trampled. That is one of the oldest laws in the multiverse. We do not make the laws; we only enforce them."

(This is a harsh response, even considering the modrons' ultimately lawful natures. This may be another clue to the PCs that all is not right with the modrons.)

- ◆ Ask questions on the nature of law, chaos, and disruption:

"We are the ultimate law. All other law is tainted when compared to us. We are order. All other order disappears when held to our light. We are structure. All other structure crumbles when brought against us."

"We are perfect law."





Obviously, the modrons cannot be dissuaded from going through the town by way of the roads they agreed upon cycles and cycles ago. Nothing the PCs say or do convinces the modrons to turn aside. The characters have only one course of action: They must prepare the town for the coming of the modrons.

The modron army abandons the seacoast and follows the road that leads to Heart's Faith. Though it's a fairly straight route along the sea's edge to the town, the modrons follow the twisting road they agreed to follow ages ago.

If the PCs aren't too tired, they can make a run for the burg. After all, the Modron March moves only at the speed of its slowest members — the monodrones, moving at a speed of 6. Of course, the modrons don't need to stop and sleep, and the PCs have to travel about 10 miles along the seacoast to make it to the town. They may well be exhausted by the time they reach town to spread the word. The DM should assess penalties as appropriate.

Naturally, the PCs have the option of contacting one of the (relatively) nearby lantern archons and sending it off to the city to warn the populace of the modrons' imminent arrival. That buys the party a little more time, but another lantern approaches them and asks them to hurry to the city so that they can help the townsfolk prepare for their thousands of unwanted visitors.

HEART'S FAITH

Built into a steep cliffside by the shores of Lunia's ocean, the town of Heart's Faith is a place of love and trust that welcomes all visitors. It's an important burg because it's near the gate that leads to Excelsior on the Outlands; the gate hovers 20 feet offshore like a bobbing light. Wharfs on the shore berth ships that can take a traveler to the other Upper Planes or to the Outlands gate. The streets of Heart's Faith climb the mountain and wind through the small valleys of the city. The greater lammasu Lebes, the town's ruler, takes great joy in keeping Heart's Faith carefree.

Ordinarily, the town'd be defended by the Winged Lions, a pride of lesser lammasu who serve as the militia. Unfortunately, they've gathered far away for the White-moon, the conclave of lammasu, and by the time they can get back to Heart's Faith the damage will have already been done.

The map on page 26 illustrates the layout of the walled town. The numbers in the following text indicate locations on the map. A huge wooden pier (1) with numerous floating docks sits at the base of the mountain, filled with ships and occasionally visited by the whalelike bal-aena. At the shoreline and the docks, the buildings stand on marble columns and the merchants in their collapsible tents hawk their wares.

Immediately exiting the wharf area, a body enters the central plaza (2), "The Dome of the Skies," where the bazaar's located when high tide hasn't flooded the plaza. At its highest point, the tide rises as far as the steps of the

temple of Mitra (3), which also happens to be the central court of town. Three major streets lead out of the central plaza. Two of them, Glory's Way and Taruman's Gait, head along the shoreline in opposite directions, while the third, the Ascension, climbs through the rest of the town and into the Mount itself.

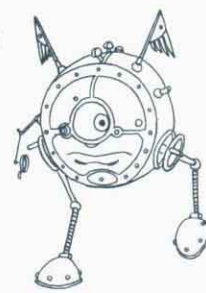
Beyond the shoreline, three tiers rise into the city. Roads connect tier to tier, but the best and largest avenue is the Ascension. Large silver fences ward anyone who may inadvertently stumble toward the edges of the tiers, and gates provide passage through the fences.

In the first layer, Merchants' Tier, the city offers its services to the highest bidders and those in need. Banks, guilds, inns, musicians, an occasional tavern, clothing stores, shops catering to pilgrims traveling to the higher reaches of the Mount, and such fill this tier. This tier is also home to the Heart of the Mended Trust, one of the most highly respected orphanages on the planes.

The second tier, Citizens' Rest, comprises the main residential block of the city. All the houses and apartments here are beautifully maintained. Though some houses may be smaller than others, all are in equally pristine condition. The residents of the burg do their best to make sure that even the poorest of their number live in comfort and joy, and there's said to be no crime in the city at all. The cobbled streets that run through the tier are in perfect condition, and some've said that they've ridden on bumper ice. Flowers and trees are planted throughout this level.

The third level, Lions' Pride, houses and serves the lawmakers and the law enforcers. The Winged Lions make their cases here, as do those who advise the ruler Lebes and the guards who watch the walls of the city against invasion. This tier appears more functional than the others, but in its own way, it's equally as beautiful in its symmetry and magnificent facade. From the architecture, a body gets the feeling that the third tier is a proud lion watching over its territory, and that's precisely the response it's supposed to invoke. From the outside, it presents a fierce demeanor to those who mean the town harm; from the inside, it simply seems paternalistic and watchful.

The map of Heart's Faith shows the paths the modrons take through the town, and the placement of the encounters should give the DM an idea of how far they spread through the town. Upon arriving through Petitioner's Gate in the third tier, they split into three groups to spread through the town. When they reach the Archon's Gate at the Citizens' Tier, two of these split again into three groups, and they repeat the performance at Traveler's Gate on tier one. In other words, those that descended straight down the Ascension remain a cohesive group, while those that branched off continue to do so in increments of three groups each.



ARRIVING IN TOWN

When the PCs reach Heart's Faith, they see that the city gates are manned not by the usual lammasu guardians but by humans. The guards watch the PCs carefully but pass them through the gate without trouble. If the PCs ask where the leader of the town is, one of the guards chuckles and says, "Well, he's far, far away, my friend. But I can tell you where the acting mayor is – just follow this road until you reach the central plaza, and ask for Cauldronborn."

When the PCs arrive at the central plaza, the first thing they see is the great temple of Mitra rising above the rest of the buildings. The high tide's just flowing out, and dawn lends a pink tint to the Silver Sea. Merchants hurry to set up their tents on the wet cobbles of the plaza, but unlike business-folk in most towns, they have nothing but kind words for each other. Though they compete for customers, they hold each other in high regard.

A golden aasimar lounges on the steps of the temple of Mitra. This is Cauldronborn, the child of an aasimon who's reputed to have slept in the Great Cauldron of Arawn, on the Gray Waste. He rises languidly as the PCs approach and asks, "Can I help you?"

When the PCs tell him who they're looking for, the aasimar bows and says, "At your service." He listens to the PCs' message, his face growing longer and grimmer as he realizes what it means for his city.

CAULDRONBORN (Pl/♂ AASIMAR/F3/LG): AC 2 (*leather* +3); MV 12; hp 64; THACO 10 (6); #AT 2/1; Dmg 1d6+7 (*short sword* +2, Str); MR 100%; SZ M (6' tall); ML champion (16); XP 175.

Notes: Cauldronborn is the acting mayor of Heart's Faith when the lammasu are away, and as such, he commands the loyalty of the human guards of the city.

S 18/77, D 17, C 14, I 17, W 16, Ch 15.

Personality: Cauldronborn is self-effacing and humorous, quick to see the good in any situation. He leads by example, rather than by order, and he's willing to try most any reasonable suggestion put to him.

Special Equipment: *leather armor* +3, *short sword* +2.

As the acting mayor, the aasimar has little idea of the history of the governance of the city; his function is mainly to keep the peace and quell possible disturbances. He certainly never expected that the March would be coming through the town, and he's not entirely prepared for it. He listens to any suggestions or advice the PCs may have to counter the modron menace and commands the guards accordingly. However, he won't buy just any harebrained scheme – he tempers the PCs' ideas, should the ideas need tempering.

Regardless of how much the PCs *plan* on telling Cauldronborn, they have only a fraction of that time. The PCs have barely finished explaining the situation to the aasimar before a panting boy comes dashing down the Ascen-

sion and throws himself in front of Cauldronborn, saying: "My lord! A huge army of modrons advances toward us! We have but a few minutes before they are upon us!"

Cauldronborn turns to the PCs and says, "Well? Any suggestions?"

If the characters have trouble coming up with ideas, the aasimar suggests that perhaps they'd best worry about the population before they worry about the structures. Only if the PCs have absolutely no ideas does Cauldronborn take the lead, and he's still more than willing to hear and use their suggestions later on.

While he leads the PCs to the entryway at the head of the town, Cauldronborn explains the layout of Heart's Faith to them so they can be better prepared to deal with the approaching situation.

◆ CLIMAX ◆

Fighting the entire Modron March will prove utterly fruitless; after all, there are thousands of modrons and barely that many inhabitants of Heart's Faith, let alone that number of fighters in the burg. The PCs have to think of something else. The modrons ain't stupid, either; they adapt to new situations, so using the same old time-buying devices throughout the city won't work. If the PCs are having trouble finding ways to slow the modrons, take them to Encounter B, below, for one possible response.

Several zones appear on the map; these are the suggested areas for the various encounters in this adventure. The DM is, of course, encouraged to add new scenarios and adapt the existing ones as necessary.

DEFENDING THE TOWN

Encourage the PCs to invent plans to defend Heart's Faith on their own. If they're not entirely sure about how to marshal and protect the town, Cauldronborn or the guards suggest the following three defenses. Please notice that none of these ideas include meeting the modrons head on. That's tantamount to suicide, and no one who's got any sense in their heads'll suggest it.

- ◆ Topple buildings and erect gates. It won't stop the March, but it certainly slows the modrons down, buying time for the residents to get out of the way.
- ◆ Try philosophy. Debating law might stop the modrons in their tracks; it might also cause the modrons to simply march right over the party. Either way, it'll slow them down for a moment or two.
- ◆ Perform an action so chaotic that the modrons, the epitome of law, have no choice but to try to eradicate it. Though they might not pursue a body too far, an act of chaos might well draw them off.



Most importantly, the PCs should realize that the modrons are more concerned about the symmetry of the March than about the time it takes. If necessary, the modrons wait for days for detached fractions of the March to rejoin the main group. Thus, if the PCs can buy delaying moments by toppling buildings in front of the modrons or fortifying the gates, they can buy precious time for the rescuers in the next tiers.

ENTER THE MARCH

A. THE ENTRY

A seemingly inexhaustible flood of modrons pours into the town, breaking into three groups as they spill along the third tier. They march, of course, in perfect synchronization, breaking their formations at right angles as they split into groups to file through town.

Though the PCs have already explained that the modrons won't turn aside for any reason, Cauldronborn takes it upon himself to try again. He stations himself at the Petitioner's Gate, determined to speak with the chief modron. He's convinced the quinton will listen to him; after all, the aasimar is the current recognized leader of the town, and he bears the signet to prove it.

He's wrong, of course. He does manage to attract the quinton's attention, and the leader of the March actually pauses long enough to hear Cauldronborn's entreaties. The PCs can use this brief reprieve to mobilize the guards and set them to evacuating the town.

Cauldronborn doesn't take no for an answer, and after about five rounds, the quinton says, "You are halting our progress. Therefore, you are an obstacle. Step aside or be removed."

The aasimar doesn't immediately take the modron's threat seriously, but the PCs should. They have one round to physically move Cauldronborn out of the way before the quinton raises two of its arms to attack.

If they don't move quickly enough, the modron strikes with lightning swiftness. Cauldronborn is injured and knocked unconscious. His wounds aren't life-threatening, but he won't be waking up any time soon. The quinton, meanwhile, turns away and the Modron March resumes its relentless pace.

With the aasimar inactive, the PCs become *de facto* leaders of the town, and the guards accept their commands for the duration of the emergency.

B. THE OLD PHILOSOPHERS' INN

In this area, the characters see a group of graybeards heading into a tavern rather than fleeing the oncoming modrons. If the PCs ask what they're doing, the sages reply, "Why, defending the town, of course!" Here's how they do it:

When the modrons turn toward this building, one of the old men steps forth and thunders, "Obey the law! We have a treaty with your kind that you shall leave this structure alone!" The advance leader of this modron party pauses and states, "We are not aware of any such treaty. We shall proceed." The old man throws a wink at the PCs and says, "I've got the contract somewhere around here. Don't you break that law until I can prove it to you." The monodrones and duodrones wait while their tridrone commander confers with the section leader (this takes about five rounds), and the locals evacuate.

When the modron leader reappears, however, it says, "No such treaty exists. The penalty for attempting to sow chaos through incorrect facts is death." Five monodrones and two duodrones move to seize the old man. As he hobbles away, the philosopher appeals to the PCs for aid. The PCs can spirit him away, in which case the duodrones pursue them for 100 yards before returning to the body of the March. They can also protect the philosopher by fighting the seven modrons. Meanwhile, the rest of the modrons proceed to move through the building, destroying it utterly. They do not concern themselves with vengeance for any of their fellows who've been killed.

C. THE STAND

Here, twenty guardians of Heart's Faith have decided to make a stand against the modron horde. They won't allow the modrons to tear down this building, which a sign proclaims is a historic relic where the great prophet Kralina once made her home. The guards stand arrayed in front of the building, their blades bared.

They don't stand a chance. The modrons are going to scythe through the defenders like so much wheat.

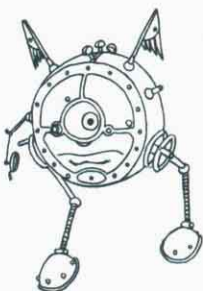
The modrons certainly won't be turned aside, so the PCs need to convince the guards that there are simply too many thousands of modrons to fight off.

Of course, that's easier said than done. Devoted as they are to the teachings of Mitra's prophet Kralina, the defenders won't turn away so easily. Only if the PCs can somehow convince them that it's for the greater good do the defenders leave this post, and that grudgingly – and only if the PCs promise to help them build a chapel devoted to Kralina, attached to the Temple of Mitra in the central plaza.

D. MORE DESTRUCTION

The modrons walking peacefully along the roads of Citizen's Rest suddenly take a turn toward the harbor. Systematically destroying the three-story apartment building that stands in their way, they burrow through the structure and forge their way down the mountainside into the first tier.

But you don't have time to worry about



that. You hear cries from the civilians who'd hidden in this house, which now rocks and shakes, ready to slide down the hillside in a tumble of scree and marble shards.

The PCs have seven rounds to rescue three elderly folks and two small children, relatives of some of the town guards, before the building comes crashing down entirely. They're huddled in a bedroom on the top floor; it takes one round to reach the top floor and two to get down with the civilians, meaning that the PCs have only four rounds to search the building. Those still inside when the building collapses suffer 4d6 points of damage, more than enough to kill most ordinary folks.

E. THE LIBRARY

The Library of Heart's Faith, one of the greatest available to mortal pilgrims on Mount Celestia, stands directly in the path of the March. The only person

guarding it is a feeble old woman, who holds a tome and shouts at the modrons. The modrons have paused as the pentadrone commander of this unit steps forward. It holds a sword in each of its five hands.

The librarian wails, "But think of all the knowledge that will be lost!" At that, the pentadrone pauses.

The PCs should know enough about modrons by now to realize that they won't be able to handle this group with force. If the PCs do attack, the modrons simply overwhelm the party and render them unconscious.

To successfully resolve this encounter, the PCs should speak to the pentadrone.

After all, the modrons march to gather information, right? If the PCs present a logical appeal to the idea of preserving knowledge,

the pentadrone commands an orderly and nondamaging march through the library and out the back door. Otherwise, the modrons unintentionally ransack the place as they march through in formation — no other plea prevents them from doing so.

KNOWLEDGE
IS THE GREATEST POWER
IN THE MULTIVERSE.

— THE LIBRARIAN
OF HEART'S FAITH.
SHORTLY BEFORE THE
MODRONS ARRIVE



F. THE ORPHANAGE

No matter where the PCs are, one of Cauldronborn's runners races up to them and gasps, "They're at the orphanage! You have to come! There's no one else!"

When the PCs arrive at the Heart of the Mended Trust Orphanage, they see a squad of modrons already battering down the shield of hastily erected magical force that surrounds and protects the place. Children are fleeing by crawling from the upper stories of the five-story building and shimmying down the drainwork. However, as the building grows ever more unstable, it's certain that they won't be able to hold on too much longer.

The PCs can rescue approximately 20 of the 50 children left inside if they simply dash in and carry them out. They can rescue more – or fewer – depending on what other schemes they cook up. If the PCs turn to fight the modrons here, the rest drop their tasks to help their fellows. They don't fight to kill unless the PCs actively try to kill them.

If the characters can hold off a force of 20 monodrones, 10 duodrones, and three tridrones for five rounds, they're relieved by a group of warriors who stand off the modrons long enough for the PCs to grab the children and escape. If they can't, well, the modrons run right through the orphanage – they don't care anything for the lives of individuals, after all.

G. THE HARBOR

The modrons converge on a single point on the pier. They head for the slips and wharves and begin tearing apart the moored ships. They're obviously constructing some strange contraption. The shipowners, who've been busy helping put down the chaos brought to the town, shriek in dismay and demand aid in rescuing their ships.

Most of the townsfolk are exhausted from the day's work, and the PCs should be as well. Most are content to see the modrons go – as long as the creatures ain't in the town proper anymore, that's all that matters, right?

Some of the guardsmen begin to march wearily toward the claimed ships – and the modrons working on these ships turn and cut the guards down. The PCs can reach some of the farther ships and sail them beyond reach of the creatures. They only have to sail beyond the harbor's edge. Any PC with the seamanship proficiency (or some similar skill) can get a single ship underway before

the modrons arrive to claim it. A ship already being disassembled can only be reclaimed if the PCs fight off all the modrons working on it.

The modrons eventually construct a bridge to the gate to Excelsior. Since the gate hovers 20 feet above the water, they can't reach it any other way; sure, some of the modrons can fly, but enough *can't* to make it impossible for the others to carry them all. If they don't gather enough ship materials to span the entire distance, they swim the remaining distance – and some of them go under, permanently. The modrons might not need to breathe, but their weight makes 'em sink into the ocean floor.

This encounter takes about 10 rounds.

◆ EPILOGUE ◆

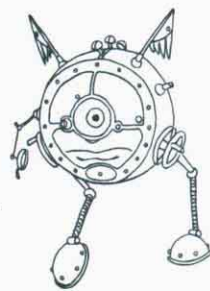
Obviously, the archons are true to their word, and they treat the PCs with utmost respect for their attempts. Even if the PCs weren't able to contain the damage wreaked by the modrons, they'll at least have tried – and the archons admire that noble urge. If the PCs agreed to take on the quest with little thought of their own profit in mind, they've earned something even more valuable: the gratitude of the archons. That's no small reward.

Of course, if the party successfully prevented much damage, the archons are even more impressed and grateful. The lammasu of Heart's Faith are equally as thankful, and the PCs likely receive special dispensation and favors in the town thereafter. Of course, a lawbreaker's still a lawbreaker, so characters prone to unlawful acts will still face appropriate punishment.

Furthermore, the PCs will be well regarded by the citizenry of the town, and this could go a long way toward establishing the characters' reputation on the planes. Who knows? They might just make some valuable contacts this way. Finally, just in case the town continues to change, the mayor orders permanent streets and gates built to the old specifications for the next Modron March – the toll in buildings here has been too great.

As for the modrons, well, they continue marching. What else could they do?

The next adventure, "Ambushed!", occurs very soon after this one; the DM may encourage the PCs to follow the March for an easy transition.



CHAPTER III: AMBUSHED!

In which the Heroes learn that no place is Safe, and that there's more than one use for a Modron.

JUST THE
♦ FACTS, BERT ♦

NUMBER OF PCs: 4 to 6.

LEVELS: 3rd to 5th.

PCs PREFERRED: Any, although good-aligned characters will have more motivation to become involved. PCs who participated in the previous adventure may be ambivalent about aiding the modrons (see "Dungeon Master's Notes," below).

FACTIONS: Any.

SYNOPSIS: The PCs must protect the March from evil knights who seek to kidnap the modrons and use them in hideous experiments.

♦ WHAT HAS GONE BEFORE ♦

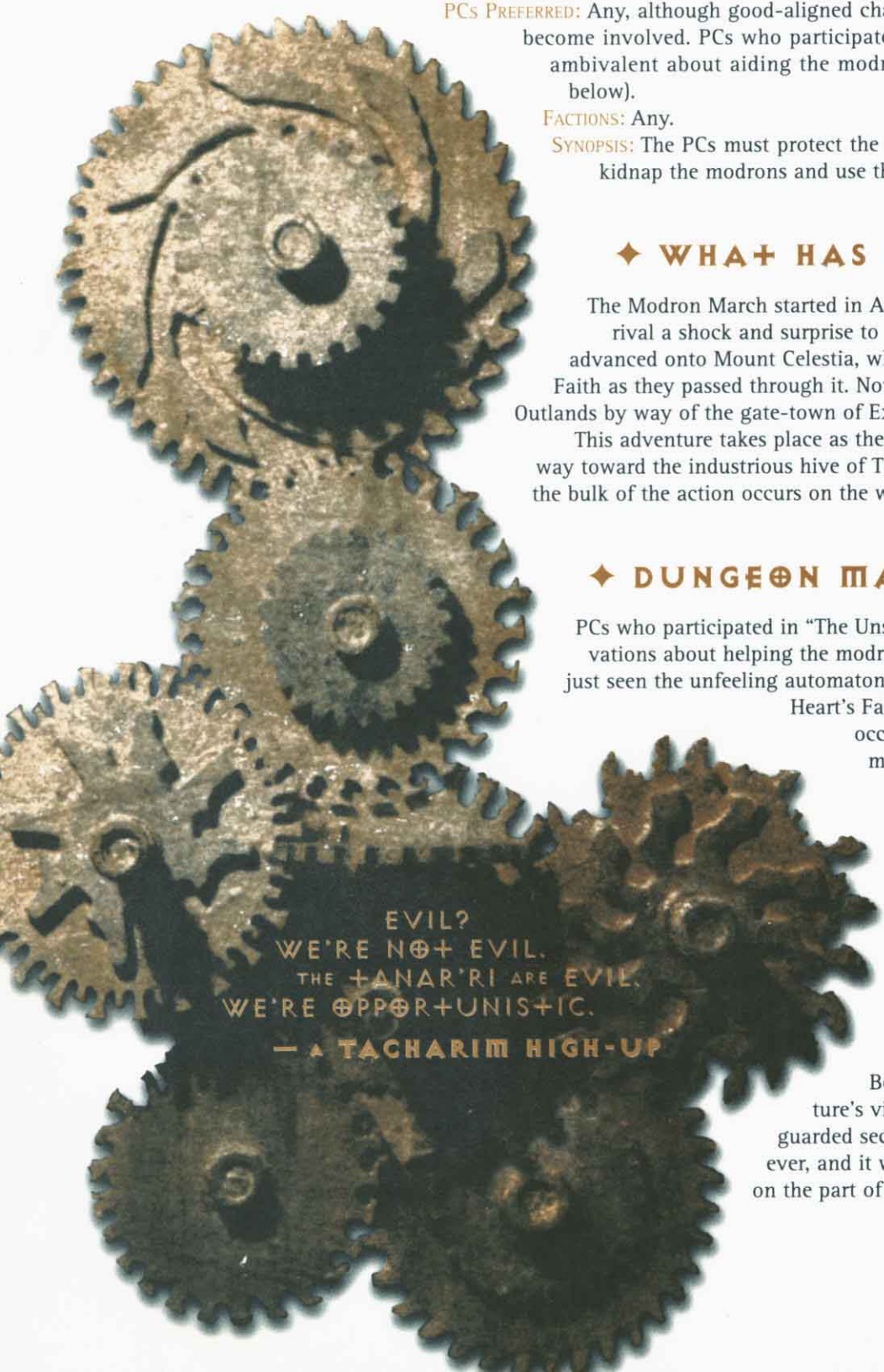
The Modron March started in Automata months ago, its untimely arrival a shock and surprise to everyone on the planes. The modrons advanced onto Mount Celestia, where they ravaged the town of Heart's Faith as they passed through it. Now the modrons proceed back onto the Outlands by way of the gate-town of Excelsior.

This adventure takes place as the March leaves Excelsior and winds its way toward the industrious hive of Tradegate, gate-town to Bytopia. Thus, the bulk of the action occurs on the wide plains of the Outlands.

♦ DUNGEON MASTER'S NOTES ♦

PCs who participated in "The Unswerving Path" may have some reservations about helping the modrons in this scenario. After all, they've just seen the unfeeling automatons trample the buildings and people of Heart's Faith without a thought. This adventure occurs not long after that, and some PCs may decide that the modrons "deserve" whatever they get for destroying the town. Nevertheless, they should realize that the modrons are not evil but merely devoted to a task.

With a little work, this adventure could be modified to take place while the March passes from Ecstasy to Faunel on the Outlands. With a lot of work, it could occur as the modrons move through Bytopia, Elysium, or the Beastlands. The evil base of the adventure's villains would be an even more closely guarded secret on one of the Upper Planes, however, and it would likely require much more effort on the part of the PCs to find it.

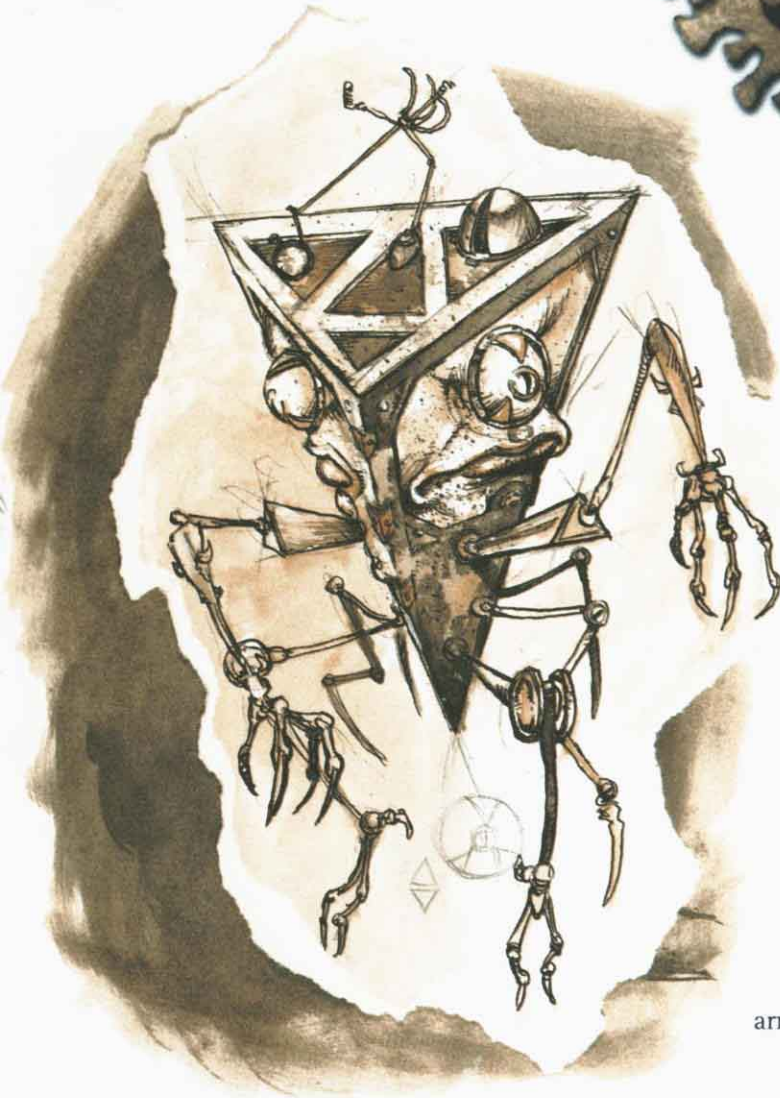


EVIL?
WE'RE NOT EVIL.
THE TANAR'RI ARE EVIL.
WE'RE OPPORTUNISTIC.
— A TACHARIM HIGH-UP

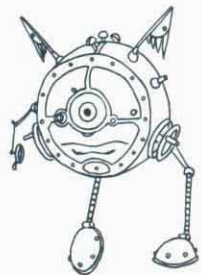
THE REAL CHANT

The Tacharim are an evil order of nomadic knights that often plagues the Outlands. No faction claims them, though the chant's that they have ties to the Doomguard and the Xaositects. They're as evil and sadistic as bashers come, and they're involved in all manner of enterprises and heinous acts, from murder to kidnapping to starting whole wars, all for fun and profit. Though they claim to be a "knighthood," all kinds of folks from wizards, priests, thieves, assassins, sages, and researchers down to the lowliest laborers, clerks, and guards fill out their ranks. As an organization, they look for larger and better ways of gaining power and spreading their influence across the planes; no one knows their true goals, but for the moment they simply seem to enjoy promoting evil and misery.

The Tacharim's staunchest enemies are the knights in and around Excelsior. Sir Vaimish Crasad, a paladin lord of one of the city's picket keeps, devotes most of his time to fighting the Tacharim on the Outlands rather than to internal politics in Excelsior. That's the way he likes it.



Recently, a group within the Tacharim kidnapped several low-ranking modrons from Automata and performed ghastly experiments upon them. They discovered a method by which they could remove certain parts of the modrons' bodies – the metallic, clockwork parts – and affix them to the bodies of other creatures. These new body parts worked more efficiently than most folks' normal appendages and in some cases granted the recipient special abilities. The Tacharim high-ups paid little attention to this research until the news of the new Modron March spread across the planes. The opportunity to gain so many modron parts simply could not be overlooked. The Tacharim plan to grab enough modrons to equip themselves with these enhanced parts and thus build an army of altered, part-modron warriors.



THE DARK OF MODRON DISMEMBERMENT AND THE BONDING PROCESS

A sage named Yissa Nyclar (an expert on modron physiology), aided by a number of alchemists, developed the process that allows the removal of modron parts without killing the creature.

See, when a modron goes to the dead-book, its body disappears. Its essence goes back to Mechanus, and a new monodrone's created there. But Yissa realized that injured modrons, no matter how sorely hurt, don't vanish. Therefore, modrons she's captured and dismembered for parts must be kept alive so that their lost pieces remain with the transplant recipients.

The Tacharim modified an old building on the Outlands into the Rendering Works. Here, Yissa and her assistants work to perfect the various processes they've developed. First, the removal of modron parts involves the creature's immersion in special chemicals and the use of powerful cutting and tearing tools (imported from the kocrachon baatezu). Transplanting the removed part to a new body often requires some reforging or refitting of the severed limb, so the Works include a number of forges and metal-working tools. The bonding procedure itself includes a great deal of magic.

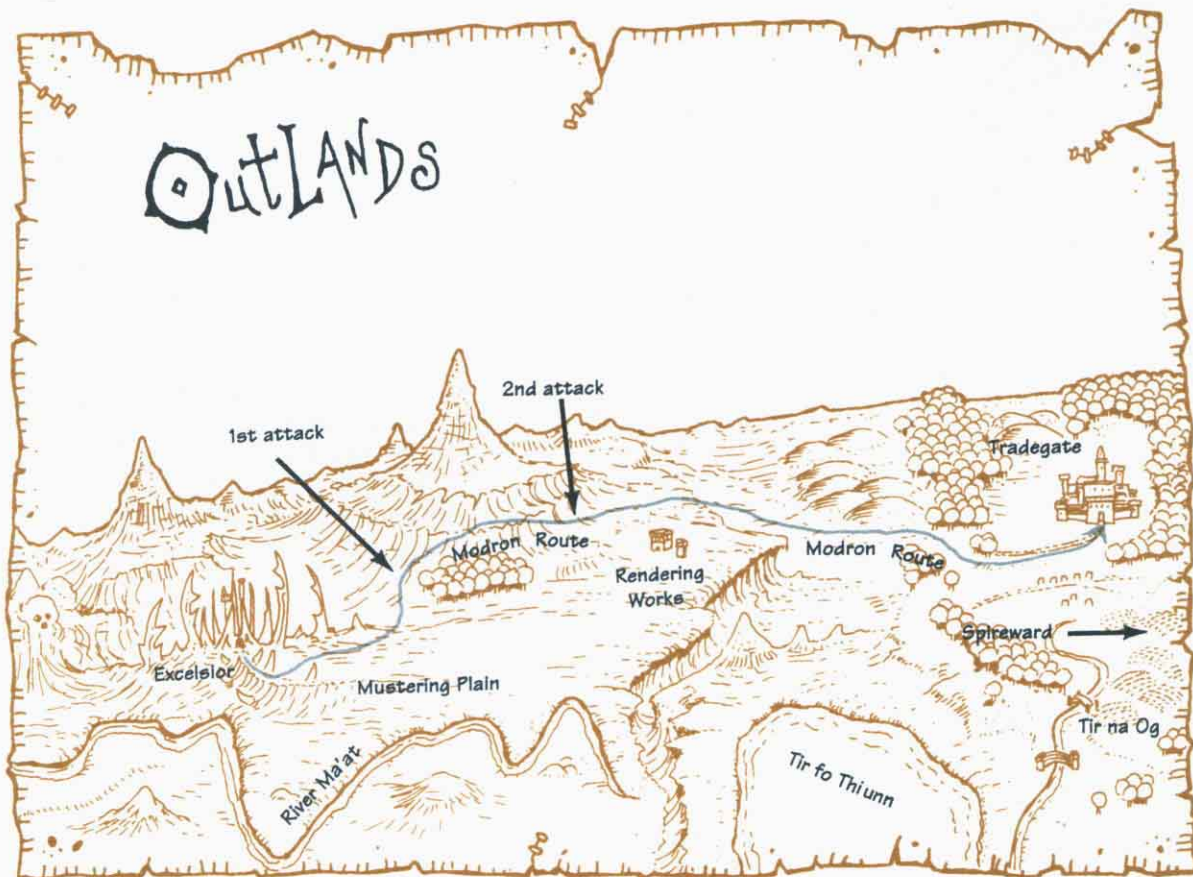
Sethetis, a priest of the evil power Set, aids Yissa with that last requirement. He's a long-time member of the

Tacharim and the source of most of the magic involved in the bonding process. In fact, keeping the process in operation requires virtually all of his time and spells. For that reason, the Tacharim assigned him a guardian fire grue mercenary to stay with him at all times. Of course, Sethetis also has his own agenda and ideas about the uses for modrons (see page 40).

Yissa and Sethetis are the only Tacharim high-ups directly involved in this plot. But they're dedicated to their mission, and if successful, they will inflict grievous atrocities upon countless modrons. The Tacharim will also gain a new and extraordinary way to increase the might of their evil knights.

SEQUENCE

1. The paladin lord Sir Vaimish Crasad hires the heroes to help protect the modrons as they make their way across the Outlands to Tradegate.
2. While on patrol, the PCs spot a raid and attempt to stop it, and they learn some of the raiders' tactics and possibly their objectives.
3. The Tacharim attack again and capture more modrons. The heroes follow the Tacharim back to the Rendering Works, where the evil knights disassemble the captive modrons.



4. Infiltrating the complex, the PCs learn the dark of the Tacharim's plans and their foul processes.
5. The heroes must choose whether to deal with the Rendering Works themselves or report back to Sir Vaimish.
6. If the PCs stay, they discover a way to sabotage the whole Works and free the modrons – but only if they're up to the challenges the Tacharim present.

◆ I+ BEGINS ◆

Sir Vaimish Crasad is as unhappy as anyone about the modrons barging through the planes and upsetting everything, but he has cause for greater concerns. Months ago, his sister Greir infiltrated the Tacharim to learn their secrets. She recently contacted her brother with a cryptic, magical message: "The knights of Tacharim have mastered a new, dark lore. You mustn't let them get at the modrons. They're using the modrons to . . ."

. . . and then the message ended. Vaimish fears for his sister's well-being, but his duty comes first: He's committed to honoring her last words to him. Therefore, he marshals his forces and convinces or hires every other available sword-arm he can find to protect the March from the Tacharim.

Sir Vaimish's servants scour every local tavern, hiring-hall, mercenary headquarters, and town square to gather troops. Word even filters into Heart's Faith, where the PCs may still be helping the local populace clean up after the March's devastation. Vaimish offers 200 gp to guards willing to shepherd the March from the plains outside Excelsior to the town of Tradegate. (This high fee is offered only to experienced adventurers; common men-at-arms are paid significantly less.)

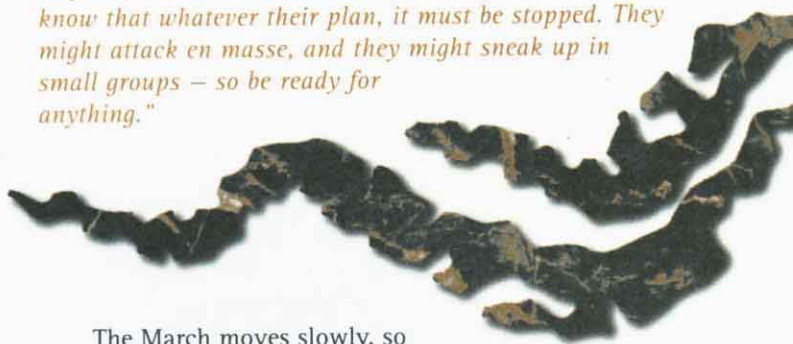
Even if the PCs aren't interested in money or helping the March, most of their factions want to see why Sir Vaimish wants the modrons protected – and from what. All are extremely curious about this March, and anything associated with it deserves attention. Faction high-ups may try to convince the PCs to get involved and report what they discover.

◆ BUILD-UP ◆

The player characters and other hired help assemble outside of Excelsior, on the Mustering Plain. Sir Vaimish Crasad himself (Pl/♂ human/Pal12/Order of the Planes-Militant/LG), astride his snow-white charger, organizes his guardians and assigns them each a station alongside the March. He also tells them briefly about the Tacharim.

"They're an evil, dark-hearted cabal of soulless warriors and black-crafted spellcasters interested in nothing

but selfish gain and unbounded conquest. We don't know why they're bent on attacking these modrons, but we know that whatever their plan, it must be stopped. They might attack en masse, and they might sneak up in small groups – so be ready for anything."



The March moves slowly, so even though the modrons already left Excelsior behind, the hired guards can easily catch up and take their positions. The heroes are assigned to the spireward side of the March, at a position right along the middle of the modron column. A few hours' jog gets them where they need to go, and from that point they can slow down. Horses or other mounts bring them there much faster.

Now, the hard part about guarding the March isn't how fast the modrons move – it's that they never stop. Whether mounted or not, human (and other) guards occasionally have to rest. Vaimish, a master tactician, has figured out how to cope. Each guard unit operates on a shift system, moving with the March for eight hours and then resting for four. If the guards move twice the speed of the modrons as they travel (normal human walking speed), the unit maintains its position within the same basic area alongside the March for the duration of the trip. These areas overlap in such a way that the March should be fairly well protected. Each unit is given a signal horn to call for help if the March is attacked at their position. The PCs make up their own guard unit.

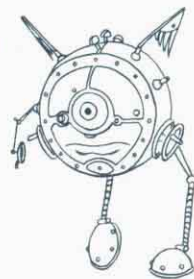
The area between the two gate-towns is an untamed, brush-covered wilderness with only a few paths stretching from burg to burg. The modrons follow their predetermined route, which doesn't necessarily coincide with the paths – even if it means they have to smash their way through thick brush or ford straight across streams.

THE FIRST+ A++ACK

As the PCs move up to take their positions, other guardian units pass along the chant that there've already been a few minor attacks by some bashers dressed in dark armor. They don't know how successful those attacks were, however.

Things are quiet for a while. But as the characters prepare to take their first rest break and night begins to fall, they see movement ahead of them.

Three riders mounted on black horses race forward into the March, followed by low shapes too dark to make out. The smaller beasts suddenly begin to howl like wolves,



the terrifying voices of hounds with cores of pure darkness. The hounds' baying seems to strike fear even into the stoic modrons, and their reaction spreads through the March like ripples in a pool. While the March is disorganized, each rider grabs a flailing modron and throws it on the back of his mount.

The riders are Tacharim knights, accompanied by four yeth hounds. They've worked out a standard set of tactics: First, the hounds cause *fear* in the modrons. Though modrons are normally immune to *fear*, their agitated state during this particular March and the intensity of the yeth hounds' power overcomes this immunity for a few moments. Then, while the modrons cower in the throes of terror, the knights grab as many as they can carry. Once away from the March, the knights bind the modrons and carry them back to the Rendering Works.

If the PCs intervene, the knights fight to the death, using treacherous and underhanded tactics. They'll do anything to win and escape.

Though the characters may try to pursue the evil knights, with the dual advantages of speed and surprise the Tacharim escape from this encounter.

TACHARIM KNIGHTS (Pl/♂ human/F4/NE) (3): AC 3 (plate armor); MV 12 (mounted 18); hp 23, 26, 30; THACO 17; #AT 1; Dmg 2d4 (broad sword) or 1d4+1 (crossbow); SD immune to *fear*; SZ M (6' tall); ML fearless (20); Int average (10); XP 270 each.

SD—As a benefit of their training and outlook, Tacharim knights are immune to *fear* and never check morale.

YETH HOUNDS (4): AC 0; MV 15, Fl 27 (B); HD 3+3; hp 18, 19, 20, 25; THACO 17; #AT 1; Dmg 2d4; SA baying causes *fear*; SD weapon immunities; SW daylight banishes them to the Ethereal; MR 10%; SZ M (5' long); ML fearless (19); Int low (6); AL NE; XP 975 each.

SA—all within 90 feet of baying must successfully save vs. spell or flee. Check once per encounter; the fear lasts as long as the victim can hear the baying.

SD—magical or silver weapons required to hit; weapons inflict damage according to their bonus (a +2 weapon inflicts 2 hp), while silver and magical weapons with no bonus inflict 1 hp.

THE SECOND ATTACK

Canny bashers gain a lot of information from the first encounter. First, observant PCs notice that all the dark knights wore the symbol of a strange bulbous flower on their armor. Second, the Tacharim obviously want to capture living modrons for some reason, and they use fast hit-and-run tactics to do it. Those who know anything about yeth hounds also

realize that the knights can only attack at night if they depend on the *fear* ability to disrupt the March.

Sure enough, the second attack comes the very next night. This time, however, the PCs hear the trumpeting of warning horns behind them. Moving toward the source of the alarm, they arrive just in time to see a large force of knights and hounds carrying modron prisoners off into the night. Eight slain guardians lay about the field, torn apart by the yeth hounds or riddled with crossbow bolts from the dark knights.

If the heroes give chase, they quickly see that they're far outnumbered. The attackers include at least 20 mounted knights and a dozen hounds. The heroes also see the modrons bound and piled ignominiously in a large wagon. As the wagon begins to move away, the evil knights surround it in a defensive formation.

Even if the PCs don't give immediate chase, the Tacharim leave an obvious trail, and a ranger or any cutter with the tracking proficiency could pursue them. The PCs also notice that the modrons of the March ignore their losses and move on.

If the PCs choose not to follow the raiding knights, attacks upon the modrons continue each night until the March reaches Tradegate, which takes about 10 days. By that point, the raiders have carried off hundreds of modron captives to the Rendering Works.

Hopefully, the PCs take the initiative and track the knights to their lair; if necessary, Sir Vaimish orders them to follow and retrieve the stolen modrons.



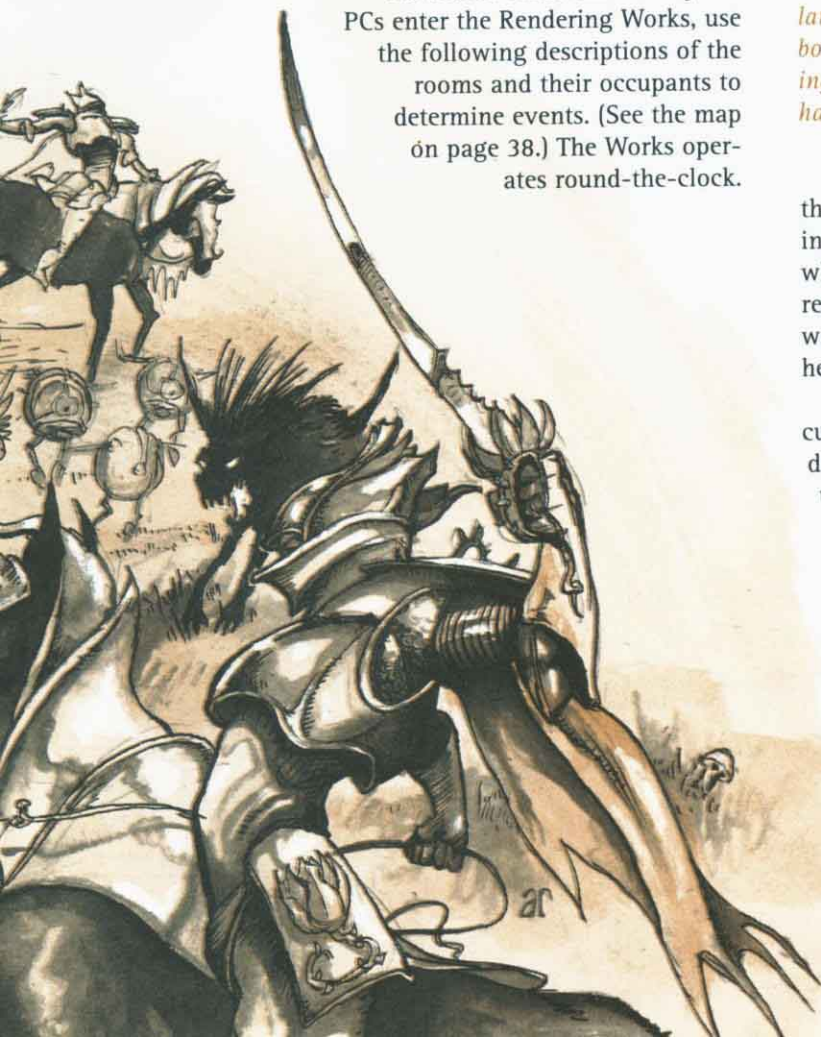
THE RENDERING WORKS

The PCs need to follow the raiders to see where they're going and why they've taken the modrons. Attacks upon these bashers probably results in a quick trip to the dead-book, although if the PCs attack and then retreat quickly, the knights won't follow. Their whole goal is to return to the Rendering Works with their captives.

It takes a full day's travel spireward to reach the Rendering Works, although cutters can see black smoke rising up into the air an hour before they actually arrive. The Works is a small compound, consisting of a watchtower and a large stone building, with some adjoining wooden outbuildings built onto the back. The two-story structure was once used as a school, though the building's undergone huge modifications since then. Numerous windows look into the main building, but those on the lower level have been bricked up. Smokestacks of a much newer construction than the rest of the building rise high in the air, belching forth a foul, oily smoke.

The knights and hounds enter through the main doors of the building with their wagon and its cargo. A small group of player characters (eight or fewer) can easily move within 150 yards of the Works without being seen, if they're careful – the rocky terrain provides abundant hiding places. If they advance any closer, however, they risk being seen by the watchtower guards.

No matter what time of day the PCs enter the Rendering Works, use the following descriptions of the rooms and their occupants to determine events. (See the map on page 38.) The Works operates round-the-clock.



A. WATCHTOWER. Rising 75 feet into the air, this stone tower is built on iron supports, with a iron-reinforced wooden belvedere at the top where three guards watch for intruders. An iron staircase leads up to this raised platform, accessed by a trapdoor in the floor. The guards use a large iron bell as an alarm when necessary.

GUARDS (Pl/♂ human/F2/NE) (3): AC 4 (chain mail and shield); MV 12; hp 10 each; THACO 19; #AT 1; Dmg 1d6 (spear); SZ M (5'–6' tall); ML steady (12); Int average (9–10); XP 35 each.

B. MAIN ENTRANCE. This large wooden set of double doors has recent (still shiny) iron reinforcements. Two guards always stand watch inside, looking out of sliding peepholes built into the doors.

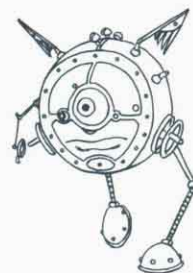
C. THE WORKS. When the players enter this room, read or paraphrase the following.

Until now, you've never heard the sound of modrons screaming in mortal terror. You've never smelled modron vitals exposed to open air, a fetid and metallic reek. Overpowering even that odor is the acrid stench of the chemicals filling the numerous vats and the smell of molten metal rising from the forges. The floor under your feet crunches with tiny metal filings, springs, gears, and tiny black stains that must be modron blood. Metal presses, lathes, grinding wheels, and worktables covered with tools both insidious and crude fill the rest of the room, all seeming to reach hungrily for the helpless modron captives that hang from the ceiling.

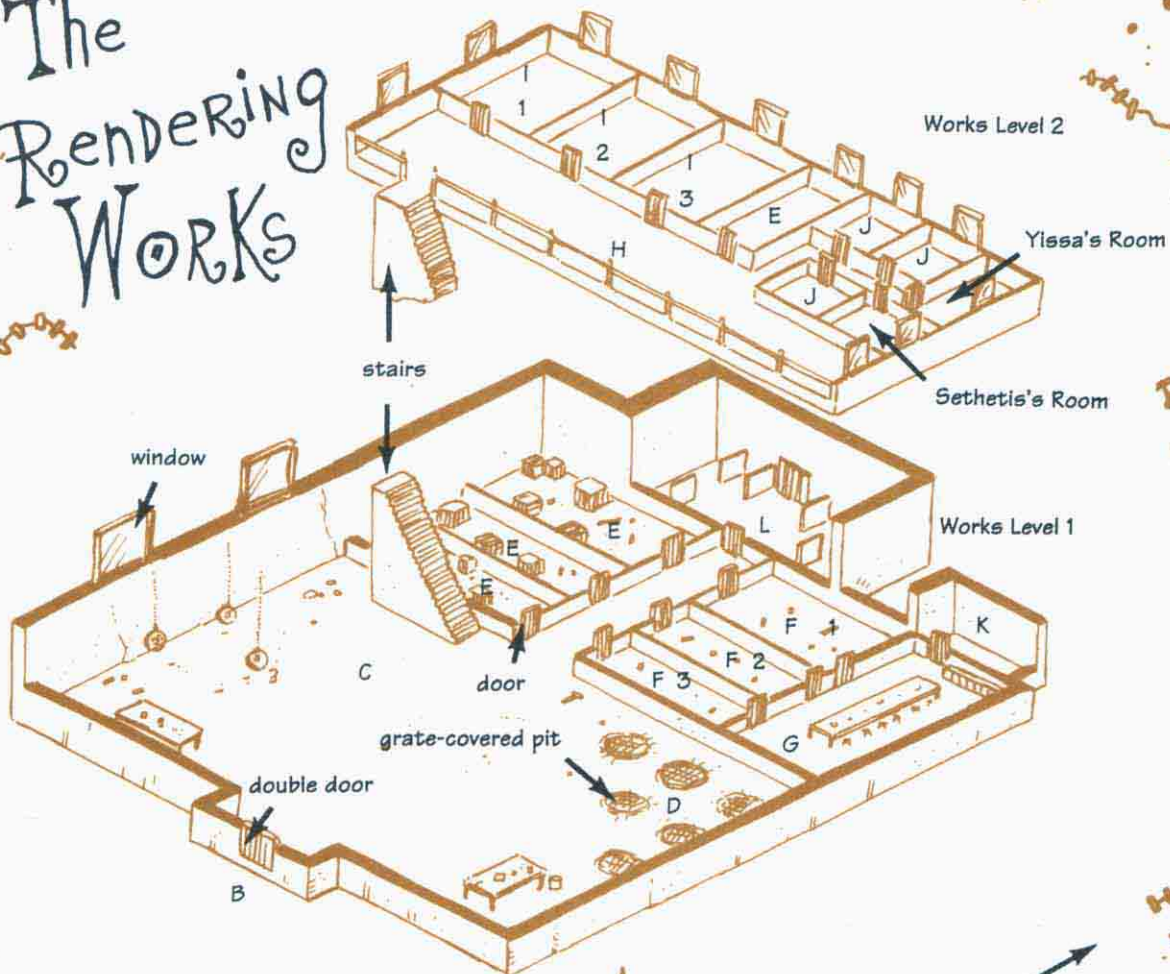
The majority of the building has been gutted to form this large two-story room. Here the modrons are rendered into their component bits, including the central "husks," which are kept alive with careful tending and magic. After removing the modrons' metallic and clockwork parts, the workers leave the fleshy and soft bits behind to swing helplessly from the ceiling by chains.

This room holds a number of vats, forges, and large cutting tools that are used to dismember the modrons, melt down or reforge the removed parts, and prepare them for the bonding process. The modrons currently being mutilated, as well as those already dismembered, hang from the ceiling like sides of meat, intact limbs bound to their sides. Currently, 12 monodrones, five duodrones, two tridrones, and one quadrone hang in various states of disassembly.

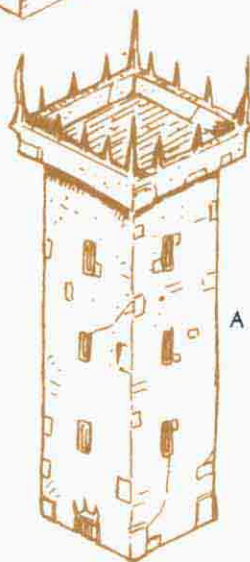
Ten workers labor here at all times, handling and rendering the captives. They bear no arms or armor but are as evil and sadistic (if not moreso) as the knights themselves. If necessary, they grab knives and other tools to fight the PCs.



The Rendering Works



- A Watchtower
- B Main Entrance
- C The Works
- D The Pens
- E Storage
- F 1 Knights' Barracks
- F 2 Guards' Barracks
- F 3 Workers' Barracks
- G Common Room/Mess Hall
- H Observation Gallery
- I Laboratory
- J Alchemist's Room
- K Kennels
- L Stables



Spireward

5 feet

TACHARIM WORKERS (Pl/var human/O/NE) (10): AC 10; MV 12; hp 6 each; THACO 20; #AT 1; Dmg 1d6 (cutting tool); SZ M (5'–6' tall); ML elite (13); Int average (9); XP 15 each.

D. THE PENS. The modron prisoners awaiting rendering are kept here. This area consists of six 15-foot-deep pits covered with metal grates. Six monodrones, one tridrone, and one pentadrone languish in the pens, along with one human prisoner: Sir Vaimish's sister, Greir Crasad (Pl/♀ human/R9/Order of the Planes-Militant/LG). If freed, she'll gladly help the PCs destroy the Works. Four guards watch over the whole area. (Use the guard statistics above.)

E. STORAGE. These storage facilities contain tools, supplies, chemicals, raw materials, and other basic items that the compound requires to operate. The rooms hold nothing of significant value, however.

F. BARRACKS. Across the hallway from the storage areas, three barracks provide housing to members of the Tacharim. All are fairly bare, though various items strewn around provide clues about the inhabitants: the workers keep extra tools in their room; discarded or broken weapons lie scattered around the guard barrack; and the knights' barrack (at the rear of the building, nearest the stables), the cleanest of the three, is stocked with crossbow bolts and pieces of armor — enough for two full sets of the black mail.

Each room can accommodate 20 cutters. Based on the number of raiders, the PCs should tumble to the fact that this building can't be the home of the entire Tacharim organization. Fact is, this isn't even their main headquarters; the modron dismemberment-and-bonding process is an interesting sideline, but it certainly isn't the Tacharim's only concern.

At any time, the worker and guard barracks hold 10 off-duty sods each. (They work in 12-hour shifts.) The knights rest and recuperate in their own barracks after a raid, but most of them don't live here on a regular basis. Instead, most spend their time "in the field," only rarely staying the night. When the PCs arrive, only a few knights are actually in residence at the Works.

G. COMMON ROOM/MESS HALL. All those living at the Rendering Works eat and relax here. Crude kitchen facilities and food stores lie along the far wall. Workers bring in water from a nearby spring, while other members of the organization ship food from Tradegate.

H. OBSERVATION GALLERY. This gallery overlooks the Works. From here, the Tacharim high-ups watch over the operation and make sure it progresses smoothly. Six finely crafted chairs and two small tables fill the area, but unless a dismemberment's in progress, no one's here. A few papers on one of the tables explain the process of removing modron parts while keeping them alive, providing great detail about modron anatomy.

I. LABORATORIES. Three different labs allow the depraved alchemists to take removed modron parts and use the magical bonding process on willing (or not-so-willing) recipients. These rooms are furnished with three or four operating tables (complete with straps to hold the patient down), as well as tables and cupboards full of tools ranging from large metal-working implements to delicate surgical instruments. PCs can find detailed documents in each lab concerning the dismembering and bonding processes, as well as books on the anatomy of humans, bariaur, githzerai, modrons, and other races. These rooms are kept very clean and have a cold, sterilized feel to them.

In the first lab, an unconscious human whose legs have been replaced by a monodrone's lies strapped to a table. If he's disturbed at this stage, he has a seizure and dies. A single worker watches over him. The second lab is currently empty. The third lab has a conscious bonding recipient, Denrac, a bariaur who's just received a successful transplant of a quadrone's arm and a monodrone's retractable monocle. He is an extremely hostile individual, mostly because the transformation's driving him completely barmy.

The three Tacharim alchemists are here, attempting to calm Denrac down. If the PCs make any move to help him, Denrac sides with them long enough to get out of the lab area, whereupon he attacks them too. On the other hand, if the PCs help subdue the bariaur, the alchemists treat them as allies until given a reason not to. (After all, if they're present, they must be part of the Tacharim.) If Denrac's killed in the struggle, the alchemists do *not* react well, since he represents so much of their painstaking labor. He's also the lover of the sage Yissa, who will be furious if anything happens to him.

These three alchemists helped Yissa develop the processes used in the operations here. They specialize in chemical mixtures, magical implementation, and medical and anatomical innovations.

ALCHEMISTS (Pl/♂ human/O/N) (3): AC 10; MV 12; hp 3 each; THACO 20; #AT 1; Dmg 1d4 (dagger); SZ M (5'–6' tall); ML average (10); Int high (13–14); XP 15 each.

Personalities: cold and clinical.

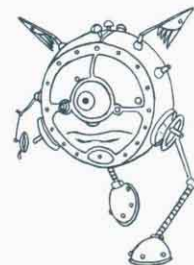
DENRAC GRUNDAREIN (Pl/♂ bariaur/O/Free League/N): AC 6; MV 15; HD 7; hp 40; THACO 13 (10 with club); #AT 1; Dmg 1d8 or 1d10+6 (war club); SA charge, strength; SD saves, surprise, immunities; MR 100%; SZ L (7' tall); ML steady (12); XP 2,000.

SA—charge for 3d8 damage and 50% chance to knock foe down; modron arm grants enhanced Strength.

SD—+1 to saving throws vs. spell; +2 to surprise rolls; monodrone monocle confers immunity to illusions.

S 18/00, D 13, C 15, I 10, W 8, Ch 9.

Personality: completely barmy.



J. HIGH-UPS' QUARTERS. These private rooms house the alchemists, Yissa the sage, and Sethetis the priest (along with Kr'klckl the fire grue). The rooms are well appointed and comfortable, containing between 50 and 300 gp (5d6×10) worth of miscellaneous treasure, art, and coined jink scattered between them.

The high-ups are found here only at night. Otherwise, they're somewhere else within the building (DM's option), observing the operations or working on various stages of the bonding process.

The bariaur Yissa was expelled from her flock on Ys-gard for her cold, passionless outlook on life and her lack of playfulness and zest. Traveling to the Outlands, she studied wherever she found information about the creatures that fascinated her most: the mechanical modrons. During this time, she met Denrac, a bariaur from an Outlands flock. The two fell in love, but she was still committed to her studies on modrons and their parts. Finally, Yissa joined the Tacharim because they had facilities where she could perform her distasteful experiments and further her bizarre studies. Denrac followed and joined the group just to be with her.

If Yissa encounters the PCs, she tries to avoid combat, either relying on the guards and knights to protect her or surrendering to the PCs immediately. She's really not very loyal to the Tacharim — she's only interested in her work. She figures that as long as she remains alive, she'll eventually have the opportunity to finish her experiments. If Denrac is killed, she'll be upset, but she's beyond such passions as rage or vengeance.

YISSA NYCLAR (Pl/♀ bariaur/O/N): AC 10; MV 15; HD 7; hp 34; THACO 13; #AT 1; Dmg 1d6 (short sword); SD saves, surprise; MR 10%; SZ M (6' tall); ML steady (12); XP 1,000.

SD—+1 to saving throws vs. spell; +2 to surprise rolls.

S 12, D 10, C 13, I 14, W 11, Ch 13.

Personality: Yissa's completely focused on her research; she has no thought for the immorality of her actions.

Sethetis is a devout priest of Set and a long-time member of the Tacharim, an organization that he believes allows him to further his patron's goal of the "brotherhood of evil." He's also a Dustman and holds no compassion for

the living. The Tacharim value his power greatly and hired Kr'klckl the harginn mercenary to protect him at all times. Kr'klckl even sleeps in the same room with the priest. Sethetis finds the grue annoying but appreciates having him around to watch his back.

Sethetis has been performing his own secret studies to determine a way to keep the body of a slain modron from disappearing so that it can be reanimated as an undead creature. So far he's been unsuccessful, but the journals in his room detail his grisly studies and morbid theories. As a member of the Dead, he cannot decide whether he should despise the modrons because they cannot really die or revere them since they must not really be alive.

If encountered, Sethetis has no interest in fighting the PCs; he knows when it's time to retreat. He lets the grue handle the PCs while he escapes by using his *polymorph self* potion to transform into a snake and slither away.

SETHETIS (Pl/♂ human/P10 [Set]/Dustman/NE): AC 2 (chain mail, *shield +1*, Dex); MV 12; hp 44; THACO 14; #AT 1; Dmg 1d4 (dagger) or 1d6 (staff); SA ×4 backstab bonus; SD immune to all poisons; SZ M (5' tall); ML elite (13); XP 4,000.

Notes: Special powers above are granted by Set. Spell slots not used (as indicated below) are consumed by magical requirements of the Works.

S 8, D 15, C 10, I 12, W 16, Ch 13.

Personality: detached, cold.

Special Equipment: *shield +1* (Outlands forged); *potion of healing*, *polymorph self*, and *speed*; Type D blade poison (5 doses).

Spells (6/6/3/3/2): 1st—*bless*, *cause light wounds*, *cure light wounds* (×2), *curse*, *protection from good*; 2nd—*silence 15-foot radius*, *spiritual hammer*, *wyvern watch*; 3rd—*animate dead*, *dispel magic*; 4th—*abjure*; 5th—*insect plague*.

The harginn mercenary Kr'klckl arrived on the Outlands via a portal and has adapted to being away from his home plane quite nicely. He accepted the job with the Tacharim because he enjoys seeing the modrons suffer. The grue takes his job very seriously and doesn't allow Sethetis to go anywhere on his own. If Sethetis escapes, Kr'klckl considers his contract fulfilled and leaves the rest of the Tacharim to their fate.

KR'KLCKL (harginn [fire grue]): AC 3; MV 15; HD 4+4; hp 25; THACO 15; #AT 1; Dmg 1d8 (scimitar) or 1d4+1d6 (*flaming crossbow*); SA flame; SD *blink*, immunity; SZ M (6' tall); ML champion (15); Int high (12); AL NE; XP 650.

SA—once/round can shoot out a gout of flame 3' wide

and 6' long that inflicts 1d4+4 points of damage, save for half.

SD—blink during battle, immune to all fire-based spells (dispels all such magic within 20').

Personality: mercenary but loyal to his current contract.

Special Equipment: *flaming crossbow* (operates as a light crossbow, but it fires flaming missiles that inflict an additional 1d6 fire damage).

K. KENNELS. A total of 15 yeth hounds stay in a small wooden house behind the main building, though they roam freely and only 2d4 of them lair here at one time. They require no pen or guards, as the hounds willingly stay with and work for the Tacharim. Intruders who don't identify themselves as Tacharim or show the group's symbol are immediately attacked.

L. STABLES. The knights quarter their mounts here; despite the Tacharim's evil deeds, the horses are well fed and cared for meticulously. A few wagons can also be found here as well as feed, tack, and stable-related supplies. Two guards are posted at the far door at all times.

◆ CLIMAX ◆

The PCs need to decide on a course of action. Infiltrating the Rendering Works requires stealing past the guards in the Watchtower, but beyond that, sneaking into the Works (particularly through the rear doors) isn't very hard. If the PCs can reach the second floor, the upper story windows are also unguarded. Once inside, they can attempt to gather information. The main room has plenty of large vats, tables, machines, and forges to hide behind, and from here they can learn the dark of the Works. It's important for them to tumble to the way things operate and learn the Tacharim's ultimate goals.

While the knights are too disciplined to ever reveal their secrets, the workers, guards, and alchemists, if coerced or garnished, may rattle their bone-boxes about the modron dismembering or the bonding process. If asked the right questions, they also reveal that many of the chemicals in the main room are highly flammable and could easily destroy the place if spilled and set aflame.

Destroying the entire Rendering Works, even if it means killing the modron prisoners inside, may be the best way

to stop the Tacharim. By putting the dismembered modrons in the dead-book, any successful transplants obtained from those modrons' parts are ruined as well. If the PCs are aware of Greir Crasad's presence, however, they should effect a rescue before demolishing the place.

A surprise attack easily catches the Tacharim off-guard, but it won't take long for the knights to mobilize and come down hard on the PCs. Canny bashers know when to fight and when to run. Fire is a useful weapon against the place, unless Kr'klckl is around — his presence makes fire spells difficult to cast.

◆ EPILOGUE ◆

When the smoke clears, the PCs have hopefully put the Rendering Works out of commission and escaped before they're scragged by the knights and guards. Freed (still intact) modrons rescued from the knights' clutches or from the pens don't show gratitude or even pause for a moment before they attempt to rejoin the March.

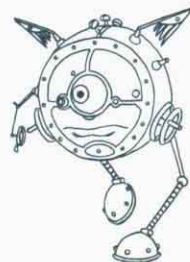
If the PCs destroyed the Works without killing the disabled modrons, they then have a difficult moral decision to make. Without limbs or the ability to feed themselves, the unfortunate automatons die within a matter of days. Without the aid of high-up healing magic (spells far beyond the characters' abilities), the PCs can't restore the lost parts. The PCs have three choices: Leave the dismembered modrons to die, put them out of their misery quickly, or take them all the way back to Mechanus for repairs. Good-aligned PCs should be awarded extra experience points if they choose the last option.

'Course, the Rendering Works were only one aspect of the Tacharim organization. They have a great many more operations in progress, including at least two more devoted to the modron scheme. Other transplants are taking place even as this installation is destroyed. If the PCs are interested in tracking down other Tacharim outposts, the DM is encouraged to allow them to do so. Eventually, they might even find the Tacharim's main base on Gehenna. (See Chapter 10 for more details.)

Alternately, as a follow-up adventure, the Keepers (detailed in the *PLANESCAPE MONSTROUS COMPENDIUM Appendix II*) might take an academic interest in the modron bonding process or just the dark of the March in general.

Should this happen, they start scragging modrons, Tacharim, and the PCs to get at the

dark of things and then hoard the information they've gained.



CHAPTER IV: POLITICS OF THE BEASTS

In which our Heroes discover that innocent Favors sometimes create unforeseen Consequences and experience a lesson in the Unity of Rings.

JUST THE FACTS, BERK

NUMBER OF PCs: 4 to 6.

LEVELS: 4th to 6th.

PCs PREFERRED: Any, but the party

should include folks skilled in the art of negotiation.

FACTIONS: None in particular, though the Doomguard would probably encourage the continued sullyng of the Beastlands.

SYNOPSIS: The PCs, seeking a favor from a nymph on the Beastlands, find her pool polluted by the off-track modrons upstream. By tracing the cause of the rerouted March, the PCs discover a circular tangle of events they must unravel to remedy the situation.

WHAT HAS GONE BEFORE

Quite a while has passed since the PCs discovered and destroyed one of the Tacharim's Rendering Works near Excelsior, leaving a smoking ruin behind them. The Modron March journeyed on, unhindered and seemingly untroubled, leaving Tradegate for Bytopia, Elysium, Ecstasy, and Faunel.

On Bytopia, the March's path led them straight toward the Golden Hills realm of the gnomish powers. Apparently not wishing to suffer the modrons' destruction, the gnome gods actually *moved* their entire realm out of the way of the oncoming March. Why they didn't just move the modrons, no one knows — although some bloods speculate that direct divine intervention on the March is somehow forbidden by an agreement Primus made with the powers of the multiverse. It's a dubious idea, but it'd explain why no gods interfere with the modrons, even when they trample godly property.

Once on Elysium, the March took to the waterway of Oceanus and rode the river through the first layer, much to the relief of the guardinals and other defenders of the Restful Plane. (Chant is the modrons ran into a little trouble at the Asuras' Bridge, and that the winged celestial lost more than a few feathers in his "discussion" with the modron hierarchs. He's still sulking, and folks from both sides of the river are happily using his temporary absence to facilitate trade.) Entering the Outlands again, the modrons filed quickly through the sprawling town of Ecstasy and across the Land to Faunel. There they demolished a few already-ruined buildings on their way to the gate. Now the modrons march through the Beastlands, blazing a swath across the grasslands under the eye of Selera, the ever-burning sun of the first layer of Krigala.

NATURE,
RED IN THE
AND CLAW . . .

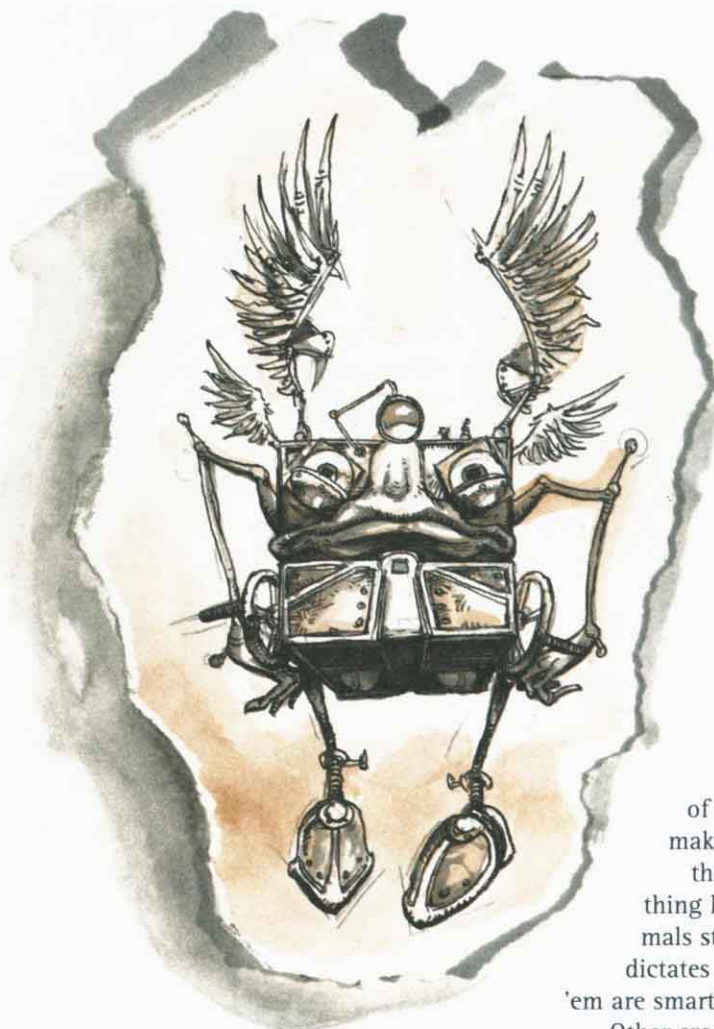
— SOME MORTAL POET
WHO MUST'VE SEEN
THE BEASTLANDS

◆ DUNGEON MASTER'S NOTES ◆

This adventure introduces the PCs to the intricate ecosystem of the Beastlands, demonstrating the careful balance of nature and what can happen if that balance is upset. The DM can also use it as a lesson in chaos theory, or an empirical example of the Unity of Rings.

As in many PLANESCAPE adventures, the party is encouraged to avoid combat and focus instead on discovering the reasons behind events taking place. Many of the encounters in this adventure could decimate or at least severely damage the PCs, and canny bashers'll recognize that. But then, any blood worth the name knows when it's time to fight, and when it's time to talk.

This adventure requires a substantial amount of traveling. The DM can choose either to let the travel time pass by unremarked, or to toss a few minor encounters the party's way to liven the journey up a bit. Encounters with the wildlife of the Beastlands are limited only by the DM's imagination. For example, the PCs are menaced by sudden brushfire and then by animal stampedes the fire incites; a pride of lions stalks the PCs for a time in search of a meal; a nest of asps lies directly in the party's path; the characters camp directly beneath a giant beehive; or any other scenario the DM can envision.



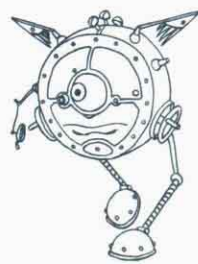
THE BEASTLANDS

The Beastlands comprise places of pure and natural beauty, virtually untainted by outside forces. Sometimes, folks come here looking to exploit the plane for commercial and selfish interests. These bashers rarely leave with their skins intact, and those who do vow to leave the Beastlands alone ever after.

That's only to be expected; the plane has its own protection.

Though this might seem like a place where a body can do whatever he likes — after all, the Beastlands lie toward the chaotic side of the Great Ring — the folks here don't take too kindly to berks who intend to muck up the plane's natural, wild harmony. Also, while plenty of normal animals live here, some of those seeming animals are really petitioners, with all the critical faculties of any petitioner on the planes. That fact makes it dicey to mess with *any* animal on the plane. That doesn't mean that everything here is nice and peaceful — all the animals still obey the laws of the jungle and the dictates of their instincts. It's just that some of 'em are smarter than the average basher.

Other creatures live on the plane, too, including powerful animal guardians like the warden beasts and the animal lords, and manifestations of nature's power in the form of nymphs and the cloudlike mortai. All work to preserve the natural order, as it were, keeping the plane unsullied by too much encroachment. They do their best to keep the web of nature functioning, and if that means passing a harsh sentence on an interloper, well — that's the law of the wild, berk.





Another important feature of the Beastlands is a condition called the *primal change*. Animals brought to the Beastlands give in to their wild natures and break free of their masters, disappearing into the plane. Exceptional animals such as a mage's familiar or a paladin's warhorse return before the master leaves the plane. Otherwise, they're gone forever.

The plane brings out the wild side in people, too: A body who stays too long on the Beastlands takes on the features of the animal that's closest to his true nature. A proud fighter might develop an eagle's beak, while an agile thief might find herself sporting a raccoon's black mask. This change occurs in 2–5 days for lawful folks, 2–24 hours for neutrals, and 1–6 hours for chaotics. The transformation lasts as long as the blood's on the plane and lingers for an equal amount of time after he leaves. (So a basher on the plane for a month suffers the primal change for a total of two months.) The changes usually don't do much more than alter a body's appearance, though they can occasionally be hindering (and certainly embarrassing). Some Cagers call this the "Beastpox."

One final note: The presence of the mortai keeps wind and air magic (including *fly* spells) from functioning across the entire plane. A body who relies on those kind of spells had better find another trick on the Beastlands, 'cause they just won't work.

It's no screed that the Beastlands are dangerous – but if a body respects the nature of the plane, it's not that hard to survive here.

THE REAL CHAN+

During the last Great March, the modrons managed to taint the home waters of a Beastlands nymph as they crossed the river upstream. The combined oil and dirt dropped off and churned up by their river crossing made the nymph slightly ill, and she resolved that she wouldn't suffer that again. Cashing in some old favors, she prevailed on the mortai called Breath of Life to keep the modrons away from her neck of the woods.

In so doing, she set a strange chain of events into motion. When the modrons entered the Beastlands on this March, the mortai blew the modrons away from the nymph's pool and off-course toward a city of avariel (winged elves). The avariel didn't look too keenly on this – few bashers'd want an army of modrons marching toward their town, especially after hearing what happened in Heart's Faith. The avariel called upon a pride of wemics to distract the modrons and divert their course, with perfect results: The modrons wound up heading in an entirely different direction. Unfortunately, they went right into the

territory of the dog lord. The dogs chased the modrons out of their realm and into the river on the edge of their territory. (Ironically, the river was the same one the mortai had originally blown them off-course to avoid.) The modrons would've crossed to the other side, but a circle of druids were cleaning the land after a fiendish invasion, and by no means would they allow the oil-leaking, gear-dropping modrons to cross it.

That left the modrons no option but to march upstream in the river itself. Thus, they've been polluting the very same river they were diverted from in the first place – but this time, they're doing it far more dramatically.

And that's where the party comes in.

SEQUENCE

1. The PCs hear that a nymph on the Beastlands has some information they need to save a friend. They travel to the Beastlands and track her down.
2. When they reach the nymph's pool, they find the waters polluted and the nymph dying. She beseeches the PCs to find the cause of the contamination and end it.
3. The PCs find the modrons marching up the river, blocked from leaving the waters by a huge pack of canines on one side and a vast wall of thorns on the other. (A treaty signed with the powers of the Beastlands prevents the modrons from confronting either group.) The only place for the modrons to go is upstream until they pass the dogs' territory. A modron speaker informs the party that the March cannot move unless the PCs can unravel the chain of events that led the modrons to this point.
4. The PCs backtrack the modrons' path and find that it leads inexorably back to the very nymph who now suffers from their pollution.
5. The PCs unravel the chain and set the modrons back on course. The nymph, in her gratitude, gifts them with what they need.

◆ I+ BEGINS ◆

Just a few days ago, a warrior was traveling the Beastlands when he was bitten by an aesperpent, a dark and deadly snake. He managed to kill the beast and crawl through a portal back to Sigil, but his body suffered an odd reaction to the serpent's venom: Instead of dying, he lapsed into a coma. No healing spell has been able to awaken him from the unnatural sleep.

How does this concern the PCs? The DM has a few options. This scenario'd work best if the fighter was a friend or acquaintance of the player characters, so they'd natu-

rally be concerned about him. Alternately, he could be the son of the PCs' previous employer, who calls upon the heroes to help. But however they're dragged into the adventure, they need someone who can lead them to a cure.

In most cases, a body can find just about anything in Sigil. If he doesn't know where to find it, chances are good that he can locate someone who does. Eventually, the PCs meet a chant-broker named Lil'z Rou (PI/♂ githzerai/T5/Society of Sensation/N), a misshapen githzerai with a bad eye and a twisted mouth. He charges 50 gp for his information, but it's worth it – chant is he's never given a bad piece of advice.

"I dunno about that nature and healing stuff, but I know someone who does. Her name's Alisiphone, and she lives on the Beastlands in Krigala, in the middle of a lake in an oak forest.

"Now, before you go runnin' off crazy-eyed, there's something you ought to know: She's a nymph, and that means that you've got to take precautions before you meet her. Otherwise, you'll go blind. Gauze across the eyes works real well, or you can just talk to her and not look at her. And she sometimes charges a hefty fee, but it's worth her chant."

Lil'z Rou then goes on to tell the PCs the best way to reach Alisiphone: A portal in the Market Ward leads to the Beastlands, about half a day's walk from Alisiphone's lake. The key is a wren's feather.

ON +HE BEAS+LANDS

When the PCs arrive on the Beastlands, read the following:

The very first thing you notice about this place is the blazing sun. It beats down upon you unrelentingly, oppressing you with its presence. You're standing on the edge of a grassy savannah, with grasses that grow up to your necks. In the distance, you see giraffes feeding from trees, and a pride of lions preparing their attack on the giraffes. At your feet, a stream flows into the incongruous oak forest behind you.

The stream is filled with oily debris that flows downstream with the swift current. It's an anomaly on the Beastlands, to be sure. If the PCs investigate the source of this contamination before journeying to see the nymph, go to "Build-Up," below, and run the encounters as shown. It'll just be more surprising to the PCs that the nymph they were looking for also happened to be the one who started the whole chain of events.

The nymph's lake lies not far downstream. The oak forest opens suddenly, revealing a clearing approximately a mile across with a lake in the center.

PRISTINE LAKE

A body can tell that the air here was once sweet with the scent of flowers and the babble of the river as it flowed into the sky-blue lake. Now, however, the air's gone a bit rank, as if a vast beast had died and left its corpse to rot in some hidden place. The lake itself still carries hints of its original purity, but the oil and muck flowing down the river is slowly rendering the place completely filthy.

As the PCs approach the lake, Alisiphone rises to the surface, pulling her texture together from the liquids of the pool. The foul waters have worked an evil sort of magic on her – her hair is lank and slimy, her skin sagging, her eyes red-rimmed and staring. She's certainly not the vision of beauty most folks expect from a nymph. A body can look straight at her with no ill effects, and that's perhaps the most frightening aspect of her transformation. She looks like nothing more than an ordinary human who's aged very poorly. She seems to have trouble holding herself above the surface; her head lolls to one side and her swollen tongue droops from her mouth when she finishes speaking.

Alisiphone doesn't understand why or how her waters have become polluted. She knows that the Modron March entered the plane and suspects it's to blame, but explains (in a halting, painful voice) that it was supposed to pass around the river feeding her lake to avoid just this kind of problem.

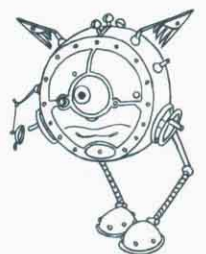
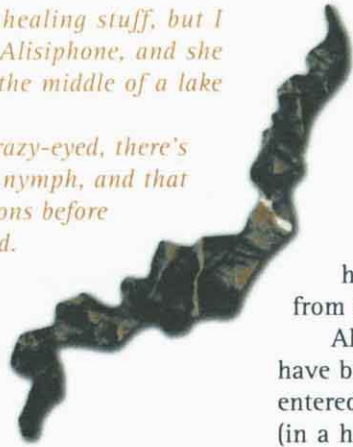
She cannot answer many of the party's questions. Her mind wanders, her eyes glaze, and she seems to have difficulty in articulating even the most basic thoughts unless she strains herself. Healing magic doesn't work on her, nor do any herbal remedies. The only way to stop her deterioration is by discovering the source of the pollution and ending it. Alisiphone can tell them as much – and that's about all she can tell them.

If asked about the venom cure, she says, "The putrid waters have drained my mind, and I can no longer recall half my knowledge. Recover my purity, and I shall be more than happy to satisfy your questions."

She has about a week to live, though measuring time under the endless sun is a difficult proposition at best. The DM should inform the PCs in no uncertain terms that the nymph won't last long.

ALISIPHONE (PI/♀ nymph/HD 3/NG): AC 9; MV 12; hp 7 (16 normally); THACO 17; #AT 0; Dmg nil; SA spell use as 7th-level druid; SD blindness, death; MR 50%; SZ M (5'); ML unsteady (7); Int exceptional (16); XP 1,400.

Notes: Nymphs ordinarily can cause blindness simply by their appearance; save vs. spell to avoid. Further, seeing a nymph disrobe causes death; again, save vs. spell to avoid. Alisiphone cannot currently cause either of these effects until her lake is returned to its pristine state.



◆ BUILD-UP ◆

Presumably, the PCs journey upriver to discover where the corruption in the water originates. As they head upstream, they see fish dying in puddles of oil and poisoned mammals lying not too far from the water's edge. Clearly, this pollution has ramifications beyond just Alisiphone's pool.

After a half-day of travel, the PCs finally encounter the rear stragglers of the modron army. The modrons sweat oil and other thick and viscous liquids into the running water, blackening it with their passing.

If the PCs accost any of these modrons – duodrones and tridrones, for the most part – they're referred higher up the chain of command. As the PCs move up the riverbanks toward their contact, they see the reason the modrons have been confined to the river's bed.

A huge pack of dogs patrols one side of the river, viciously snapping at any modron foolish enough to leave the safety of the water. They mill around a central figure – the dog lord himself, who's taken an interest in the proceedings – and they have no intention of letting the modrons set foot on their side of the river.

On the other side of the river, a vast wall of thorns keeps pace with the modrons' travel. Occasionally, the PCs see flashes of brown robes through the wall and hear the exhortations of humanoids on the far side of the wall, encouraging the thorns to grow and rise strong.

If the PCs want to investigate either one of these, refer to "The Dogs and the Druids," below. Otherwise, the PCs

eventually reach a decaton, a creature high enough in the modron bureaucracy to give the PCs some answers.

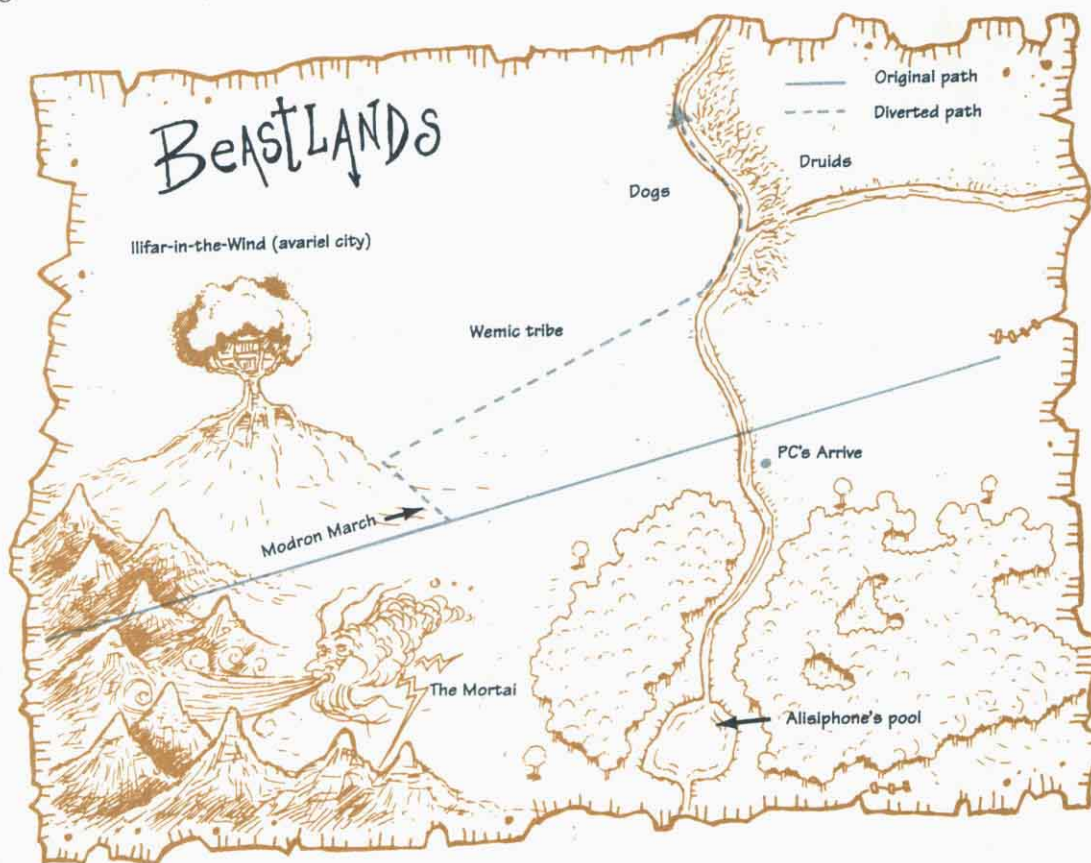
The decaton is brusque and efficient, alien and barely comprehensible. It speaks in clicks and whirs, eyeing the PCs as if they might be some sort of interesting experiment. It shows absolutely no emotion whatsoever.

When the PCs ask why the modrons have passed upstream away from their original course, the decaton replies:

"We travel this route by necessity and ancient pact. In the past, a treaty was made with this plane's guardians that, in return for agreement 512-n-71-75(a)iv: The Defense of the Animals, the March would be allowed to cross the Beastlands without suffering injury caused by said animals. This law also extends to other creatures the March may encounter as long as they are in harmony with the plane."

"Said creatures have, by their actions, forced the March to deviate from the planned course. A mortai-cloud-creature first drove the March onto a different path. Then the lion-centaurs were intransigent in their refusal to allow passage through their ranks. Agreement 512-n-71-75(a)iv: The Defense of the Animals forbids the modrons to harm any of these beings or to force them from their natural course as determined by the laws of the Beastlands. Thus, the March has been relegated to an upriver march."

If the PCs ask how the modrons can leave the riverbed, the decaton states:



"The March will return to its original course if so allowed. Appeals must be made to the hindrances that brought us to this state. We suggest dealing with the canines, the humanoids, or the wemics that drove us to this place. If any of these parties relent, we will resume our original course. Remove the obstacles and the March will remove itself from the waters."

THE DOGS AND THE DRUIDS

When the PCs approach the riverbank to negotiate with the dog lord, they're immediately challenged by a gauntlet of barking and snarling canines. Before they can even set one foot past the riverbank, a small group breaks off from the main pack and dashes back and forth, howling their heads off. It's clear that these dogs are extraordinarily territorial.

If the PCs persist, the dogs attack. Woe to the PCs if they strike back! They're on the Beastlands, after all, and a whole pack of dogs surrounds them. If the PCs choose to attack first, the entire pack jumps upon them in moments, and it's fairly well guaranteed the PCs'll perish if they follow that plan of action.

Patient PCs are rewarded when a speaking dog – a petitioner named Jhaxon (Pe/♂ dog/HD 1+1/N) – comes forward to converse with them. While Jhaxon speaks, the other dogs cease their endless racing and sit to watch Jhaxon deal with the party. The canines keep a close eye on the PCs to make sure they don't try to sneak onto the dogs' land. They've had to repel the modrons the whole while the March has been here, and they've grown weary of the constant challenges to their dominance of this place.

Jhaxon introduces himself and says simply:

"Man-beings, you cannot pass here. This is our land. We permit no others on our land. Go."

If the PCs ask to see the dog lord, Jhaxon replies:

"You have no rank or rights here. You cannot. No modrons, no man-things. This is our land. This is our final word: No. Maybe the wemics or the druids will let modrons cross the land. We won't."

It's clear that the modrons won't be allowed to march over that side of the bank; the PCs' next best bet is to try to talk the druids into relenting.

Unfortunately, the druids are equally unyielding. A Blood War battle recently erupted through a gate and onto the Beastlands, and they've been cleaning the site by riding the plane of the taint of fiendish blood and thought. They don't want any interference with that cleansing, and the presence of the modrons'd definitely be a hindrance to their labors.

Leading the druids is a woman calling herself the Hierophant of Trees (Pl/♀ human/D17/N). She deigns to

THE ONLY
GOOD MODRON IS ONE
+HAT'S DECOMPOSING
FAR FROM US.
— AN ACOLYTE,
SPEAKING
FOR THE HIEROPHANT

speak to the PCs if they approach her respectfully. She passes through the thorny wall without a rustle and regards the PCs with stony eyes. While the characters speak, she remains as silent as possible, preferring to let the uninitiated party waste their breath in the air.

When she does talk, her words are curt and clipped. She indicates that she'd rather die than allow the modrons access to the land she's been charged to purify. The incidental pollution of the river is not as important to her as the cleaning of the battlefield. After all, the river will slowly clean itself after the modrons have left the layer; the battlefield will remain corrupted for eternity if it is not attended to immediately. She suggests that the PCs persuade the modrons to turn around. By now, the characters should know that this is impossible. She then recommends that the party follow the chain of events and attempt to unravel it from the beginning.

If the PCs dare to lay so much as a finger on the Hierophant, the gathering of druids on the far side of the thorny wall combine their spells' might to crush the PCs.

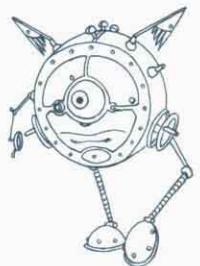
Dogs (wild) (200): AC 7; MV 15; HD 1+1; hp 9 each; THACO 19; #AT 1; Dmg 1d4 (bite); SZ S (3' long); ML elite (13); Int semi- to very (4–12); AL N; XP 35 each.

Notes: Backed by the dog lord, the dogs have a much higher morale than usual. Some exceptional petitioner dogs may be spellcasters of 1st to 3rd level as well.

FOLLOWING THE CHAIN

The party has but one option: to discover where the trouble began and hopefully find a way to remove the modrons from the river. The party can begin by seeking out the wemics.

Journeying downriver again, the PCs need to find the place where the modrons deviated from their route and began marching up the river. Rangers or druids in the party automatically determine the spot. (Otherwise, a character with the wilderness survival proficiency can make a roll at +4, or each member of the



party can make an Intelligence check at -2 to find the trail.) From there, it's just a simple matter of finding and backtracking the wemic trail.

The PCs follow the wemic path for about half a day. As they travel, they move deeper into the savannah. The grasses grow ever taller, finally reaching above the height of a man's head. Suddenly, the wemic trail peters out and vanishes into the grass. At that moment, several wemic warriors move silently from the tall grass, spears held at the ready. The leader of this group demands to know the PCs' business and the lion-warriors disarm the party.

If the PCs have approached the wemics peacefully and honestly, the lion-folk lead the party before their chieftain, a strong young female named Thrallspur (PI/♀ wemic/HD 5+8/N). With a hint of a sneer on her leonine face and in her purring voice, she addresses the PCs kindly, if a bit contemptuously:

"So, a bunch of citylings think they can make some change in the primal lands? I must say I envy you your audacity, if not your wits."

She's at ease enough to return the PCs' weapons to them, laughingly saying that they're no match for the

wemic tribe – but her bodyguards move a bit closer to her, just in case.

If the PCs ask why the wemics drove the modrons upriver, Thrallspur replies:

"We moved them at the request of Prince Allarien, the winged elf-man from the treetop city. The modrons were marching toward his home and his people, and I was more than happy to extract a promise of future favors from him for our aid. We drove the modrons upstream to keep them from the elf city, and have left the dogs to do the rest. It's out of our hands now."

Thrallspur won't hear of letting the modrons resume their previous course unless the avariel prince allows it. For that, she says, the party has to go to the tree city and speak to the prince themselves.

As with the other encounters thus far, PCs foolish enough to attack find themselves quickly torn to pieces.

WEMICS (200): AC 6; MV 12; 5+8 HD; hp 30 each; THACO 15; #AT 2 or 3; Dmg 1d4/1d4 and weapon; SD -2 initiative modifier; SZ L (7' tall); ML steady (12); Int average (11); AL N; XP 270 each.



ILIFAR-IN-+HE-WIND

The wemics provide the PCs with directions to the avariel city. It's only a few hours away, straight ahead on the modrons' mortai-diverted path.

A huge tree rises from the dry grasslands, twisted and gnarled and vaulting toward the sky. You can barely spy the faint shapes of organic buildings through the ever-rustling leaves of this treetop city, cleverly camouflaged in the wood. Even from a distance, you can see the silhouettes of huge birds circling and wheeling about its top, performing intricate aerial stunts. When they come diving toward you, you realize that the silhouettes are actually winged humanoids.

A troop of 20 avariel settles gracefully to the ground in front of the PCs. The leader, a graceful and androgynous winged elf (Pl/♂ avariel/F6/NG), bows low to the party and introduces himself.

"Greetings, esteemed travelers. We bid you a good day, with hopes for light laughter and a pleasant updraft to carry you in your journeys. I am Wing Lieutenant Estiss of the al karak elam, commander of this troop. I would like to extend to you an invitation to join us in the fair city of Ilifar-in-the-Wind, should you proclaim to us your business."

If the PCs are honest about their intentions, they're admitted entrance to the city. Estiss carries an amulet that allows him to *detect lies*, so the characters had best be truthful. Estiss says that he can arrange a meeting with Prince Allarien, but he insists that the characters give up their weaponry and all fire-making materials before they enter the city. (Fire is a real danger on the Beastlands, and more so to the avariel with their delicate wings.)

This is, of course, an invitation rather than a command. If the PCs desire to enter Ilifar-in-the-Wind, they have to comply with the local laws. Once the characters divest themselves of their weaponry, two avariel grasp each PC under the arms and, wings flapping, rise into the branches of Ilifar.

Within the sheltering branches of the trees, it becomes apparent that the city is far larger than it appeared from the ground. Nestled in the center of a crook of boughs is a vast open-air plaza made of wood and marble. Buildings look down on the plaza and perches and ledges jut out at all heights. Like most elven cities, Ilifar-in-the-Wind is incredibly beautiful, seeming somehow preplanned even in its chaotic tangle. The plaza bustles with merchants and elf-folk taking to the wing at every moment.

The PCs receive accommodations in a spacious, airy house and are invited to speak to the prince that evening at the revel. Even if they claim that the matter is of the utmost urgency, they won't gain the prince's audience any sooner. Still, they're completely free to wander the city as they wish.

That night at the revel, Prince Allarien summons the PCs to him and asks them their business. If questioned about the modrons and the wemics, he states:

"Yes, the modrons were coming toward Ilifar, apparently blown off course by one of the mortai. Since one can never tell what thoughts might arise in what passes for the modrons' minds, I thought it best to divert their course. I contacted the wemic tribe to see if they might take advantage of the truce the modrons made so long ago.

"I would grant my permission to turn the modrons around, but the modrons were blown off course by Breath of Life; I am hesitant to act against something a mortai has decreed must be. If you wish to take up the matter with Breath of Life, I can tell you where he — it, rather — was last seen, and how best to contact it."

Allarien produces a map and points the party toward a southern mountain range the mortai frequents. He says that the best way to get the mortai's attention is to call out its name — Breath of Life — and promise it a favor in return for its aid.

The prince proves to be a font of information about the area, and he's more than willing to spend some time with the PCs — especially if elves or half-elves in the party can bring him new tidings from Arborea. He insists that the PCs at least remain the night to enjoy the festivities. After all, it's not every day that nonwinged folks can stay the night in Ilifar.

The avariel can field up to 1,000 male and female warriors if the need arises.

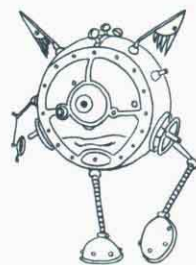
AVARIEL (1,000): AC 8; MV 9, Fl 18 (C); 1+1 HD; hp 6; THACO 19; #AT 1; Dmg by weapon (1d8 long sword or 1d6 crossbow); SA +1 with crossbow or sword; SZ M (5' tall); ML champion (15); Int high to supra- (14–20); AL NG; XP 650 each.

BREATH OF LIFE

Prince Allarien's instructions dictate a half-day's journey before the PCs reach the mountains indicated on the map. A huge storm rages about the upper crags, with lightning flashing down across the ground and thunder rolling from peak to peak. The very ground seems to tremble with the force of the sound. Though the wind howls along the ground, the clouds above do not move at all; this indicates the presence of the mortai.

Once the PCs call out the name "Breath of Life," the lightning stops and a face forms in the darkened cloud above them. The stern and wrath-filled face that peers from the cloud should be enough to make even the bravest hero cower. However, the being's anger isn't directed at the party, and the face speaks but one word with the echoing boom of the thunder: "Bide."

With that, the face disappears and the thunder and lightning resonate even more fiercely in the mountains. This goes on for



another 10 minutes or so, during which time it surely seems as if the mountain must shiver apart from the force of the concussions rattling around its peaks. Suddenly, as if a switch had been thrown, the storm ceases and sunlight flows through the cloud. The face appears in the cloud again, this time looking considerably more gentle. The mortai doesn't say what it was doing unless the PCs ask; if they do, Breath of Life explains that it was cleansing a pocket of slaadi who'd mistaken the Beastlands for a convenient place to hunt.

Once the PCs explain their mission (assuming they do so truthfully), the mortai says, in the voice of the wind through the needles of the pines nearby:

"I created the storm that blew the modrons off-course, yes. I did so at the behest of a water nymph who was fearful of her waters becoming polluted. I owed her a favor from many centuries ago and was more than happy to pay her back. I will grant the elves my permission to reverse their stance only if this water creature gives her permission as well.

"Her name is Alisiphone. Find her in a lake in the middle of an oak clearing and bring word of her approval back to me, if she gives it."

The party may suggest that it's Alisiphone's request and that they can save valuable time by obtaining the mortai's permission right now. However, Breath of Life will not reverse the favor done for Alisiphone unless the party brings it a personal token of the nymph's will. The mortai does not negotiate on this matter. The radiance that surrounded the face in the clouds fades and the winds erase the trace of the visage. The party has to go back to Alisiphone's pool.

BREATH OF LIFE (Pl/Ø mortai/HD 20/NG): AC -5; MV 15, Fl 48 (A); hp 152; THAC0 5; #AT 1 (lightning bolt); Dmg 10d6 (save for half); SA wind magic; SD immune to weapons; MR 80%; SZ G (undetermined dimensions); ML fearless (20); Int godlike (21+); XP 25,000.

Notes: can command atmosphere with perfect precision, duplicating these spells (unless noted, all may be used once/round): *control weather* (3/day), *control winds*, *dust devil*, *fog cloud*, *gust of wind*, *ice storm*, *ice wall*, and *whispering wind*. Also has the following abilities: *aerial servant*, *conjure air elemental*, *rainbow*, *rainbow pattern*, and *wind walk*. Can give these spells to others: *air walk* and *call lightning*.

◆ CLIMAX ◆

At this point in the adventure, the PCs really begin to travel. Their mission should seem like a race against time for the life of the nymph (and therefore, the life of their friend in Sigil). Minor delaying encounters with the Beastlands' wildlife should slow the party's progress and build tension. The more anxious the party becomes, the better.

First, the PCs must slog back to the nymph's pool. They can either go back the way they came (a meandering route) or attempt to blaze a direct path. Though a direct path might be faster, the PCs also have a greater chance of becoming lost and returning too late to help Alisiphone. In particular, a group without rangers and druids has a high chance of losing their way unless they make friends with the local petitioners and find a guide. And, naturally, an unknown path raises the chance for random encounters exponentially.



Back at Alisiphone's lake, the PCs find the nymph sprawled on the water's edge. She's breathing shallowly, and her skin looks as though it's caught some horrid affliction. It's literally peeling off, revealing the watery "muscles" which have turned as black as the corrupted waters. The lake itself is in even worse shape. All the algae and fish in it have died and floated to the surface, turning a once-lovely pond into a stagnant puddle. The stench is incredible.

As the party approaches, Alisiphone opens her eyes and blinks blearily at them. Hope flickers and dies in her eyes when she realizes they haven't brought some sort of miracle cure for her. As soon as the PCs explain why they've come — to retrieve some personal token from her — she reaches weakly for her head and removes a clump of hair, which she passes to the party. Then she falls back, gasping, onto the muddy shores of the lake.

Now, of course, the PCs must return to the mountains to find Breath of Life, to present to it the clump of hair as proof that Alisiphone will allow the modrons to resume their original course. The mortai has remained among the crags, blowing a gentle breeze through the canyons to dispel the stench of death that arose here with the presence of the slaadi. The mortai is concentrating solely on its task, and the PCs must call it again before it deigns to notice them.

When they present Alisiphone's token to the mortai, it says, "So let it be done. Take this token to the elves to prove they have my blessing in whatever they decide in this matter." With that, the mortai gathers itself up and heads high into the air — it's headed toward the modron army, to redirect them again.

At the avariel city, the PCs inform Prince Allarien of the change. He's relieved that he can help to save the nymph — and not just because he's a good-hearted fellow. He also figures that he'll be able to make her a valuable and knowledgeable contact. He presents the PCs with an arrow and a feather from his wing to prove to the wemics that the modrons are allowed passage back toward Ilifar-in-the-Wind. Furthermore, he urges the party to return to Ilifar when they have the chance — unless, of course, they've managed to offend him in some way.

When the PCs reach the wemic tribe, they're greeted by the same guards who escorted them to see Thrallspur in the first place. The guards are amused at the PCs' return but bring them to the current court of the nomadic tribe. Thrallspur accepts the feather and arrow and promises to allow the modrons passage should they come back through wemic territory.

When the PCs reach the site of the Modron March, they find that the modrons have already marched back down to their original site, and that the mortai has been raining furiously to cleanse the rivers. The rain doesn't touch the party; the mortai creates an eye around the PCs

**SOME+IMES
EVEN NATURE
NEEDS A LITTLE PUSH.
— BREATH OF LIFE**

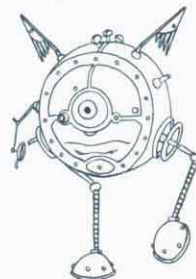
to keep them dry. It speaks again in the whisper of the rain: "Go to the nymph, and ask of her what you will. She is recovering even now."

◆ EPILOGUE ◆

The modrons dutifully return to their original course, cutting a swatch across the savannah until they reach the Roaring Gate to Arborea, a gate that floats aimlessly down a watery ravine. The dog lord and druidical circle go about their business as if nothing happened — and in their eyes, nothing has. As a DM option, the druids may desire some aid in removing fiendish weapons and armor from the battlefield. This gives the PCs some valuable contacts on the Beastlands.

Of course, they've already made priceless contacts during this adventure. The avariel are willing to entertain the PCs in the future, and the wemics, though they maintain an aloof exterior, will be excited to hear of the PCs' latest adventures.

Alisiphone herself recovers quickly and can provide important information for the PCs should they ever return to the Beastlands. Most importantly, she gives them a vial of purest water from her pool that will restore their friend to health.



CHAPTER V: MODRON MADNESS

In which the Heroes, relaxing in Sylvania, encounter some Experiments of a peculiar nature and possibly acquire a lasting Enemy.

◆ JUST THE FACTS, BERK ◆

NUMBER OF PCs: 4 to 6.

LEVELS: 4th to 6th.

PCs PREFERRED: Any, though PCs more apt to talk than fight should have an easier time of it.

FACTIONS: Any, though the villain of the piece is a Sensate, and PC Sensates may want to know what he's experienced – or they may be horrified by his actions.

SYNOPSIS: The characters discover another villain using modron parts for strange purposes and perhaps lose a friend to his schemes.

◆ WHAT HAS GONE BEFORE ◆

The March's been somewhat detained on the Beastlands, and the mad bacchae on Arborea also succeeded in slowing the March momentarily. To make up for the distractions, the modrons have stepped up their pace. They've now emerged into Sylvania and wind through the Outlands toward Glorium.

◆ DUNGEON MASTER'S NOTES ◆

The Modron March has now well and truly entered the Chaos side of the Great Ring, and the modrons' troubles continue to grow as the planes they cross become ever more inimical to their very natures.

Once past Limbo, the heart of chaos, they'll have to deal with the terrors of the Lower Planes – but at this point in their journey, they're in the greatest danger.

Prior to beginning this adventure, the DM should establish an NPC who's developed a friendship with the PCs. Preferably, it's a character the PCs know and like; for the purposes of this adventure, one is provided in the form of Xaldra Miloni (Pl/♀ tiefling/F3/Free League/CG). She's a tiefling Indep with a naturally sparkling personality. Impulsive and effusive,

Xaldra's spontaneous spirit suggests adventure and excitement to everyone who encounters her. She always does her best to convince the PCs to take part in hare-brained schemes and act with reckless abandon.



THE MODRONS
ARE COMING?
THIS CALLS FOR A DRINK.
NO...
IT CALLS FOR A PARTY!
— ONE OF SYLVANIA'S
MANY BUBBERS

SYLVANIA

The gate-town to Arborea is renowned across the planes for its atmosphere. No, it's not a place of rarified ambience and quiet contemplation; it's commonly called the home of revelry and celebration, and it's a well-deserved reputation. Day in and night out, the burg rings with constant celebration – perfect for folks who want to get away from more serious matters for a time.

The town itself has fairly few permanent residents, though the constant stream of revelers quadruples or quintuples the population even at the slowest of times – and that number can increase to 10 times as high. Many a retired adventurer has made a tidy fortune opening yet another inn, hostel, or tavern to feed and shelter the partygoers. But unlike in more lawful towns, each building sports its own unique architecture. Some open into the shapes of flowers,

while others bear the grinning forms of skulls. Some have rotating clock-

work inside, spinning the house and folding it into different shapes, while another might rotate

end over end. Sylva-

nia holds no end of marvels, and

it's said the marvels seem that much more mar-

velous when a body's had her weight in bub. (For more information on Syl-

vania, see *A Player's Primer to the Outlands*

[2610].)

It has long been a tradition in Sylvania to decorate the modrons as they pass through on the Great March, and this time is no different. The locals are

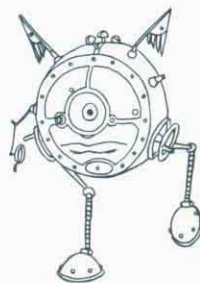
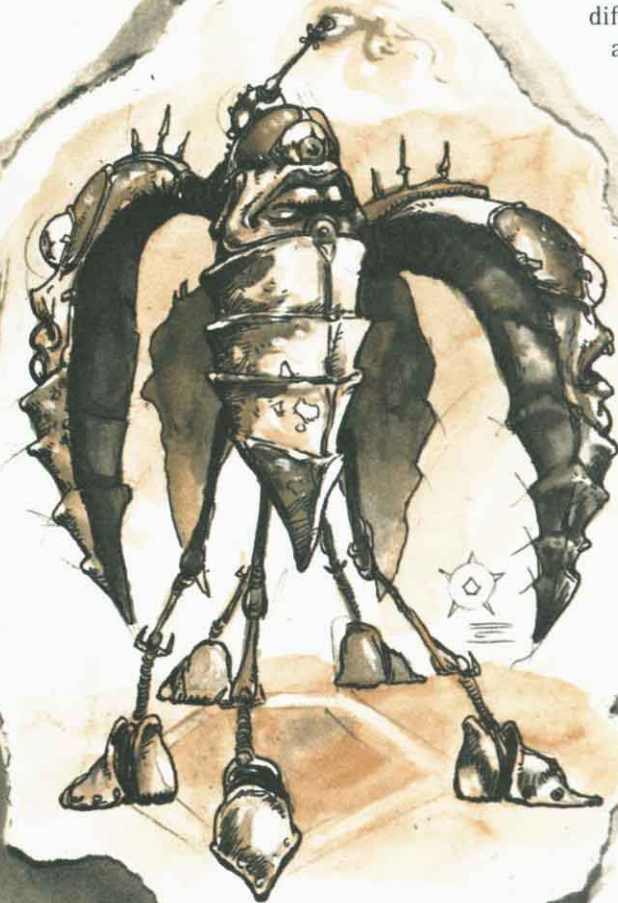
out in force with buckets of paint, streamers, feathers, beads, and tiny bells. When

the modron parade passes nearby, they dart out to affix their decorations on the modrons, who continue on blithely. The mo-

drons pay no attention unless they're attacked; the decorating isn't a threat, so they're not particularly wor-

ried. Fact is, most of the modron high-ups are busy making plans to get the March through

Limbo mostly intact.



THE REAL CHANT

Now, the Tacharim aren't the only ones interested in combining mortal adaptability with the strengths of modrons. Few creatures are as efficient and well designed as the modrons, after all.

Valran Stonefist, a wizard of little repute but great ability, has long wished to experience the multiverse through a modron's eyes. As a Sensate mage, he's been able to experience many of his desires, and he believes he's found a way to make this wish come true as well. He's already taken some captives and experimented on them, and, like the Tacharim, placed pieces of modrons on humans and human pieces on modrons. Unlike the Tacharim, though, Valran's processes actually link the life-forces of his victims; he's trying to achieve a true merging of the two forms rather than just stealing from one to improve the other.

Chant is that the Tacharim stole their techniques from him, but the dark of it is much simpler: After being booted from Ysgard, Yissa Nyclar studied under Valran's tutelage. When she left, she took his secrets to the Tacharim. Valran doesn't care what becomes of his work, since he's only doing it for his own experience.

Regardless, Valran understands the modrons' workings as well as anyone, and he doesn't mind if a few people get hurt in his quest for knowledge. What better place to find subjects than in the drunken revelry surrounding the passage of the modrons? He figures that no one will miss a few bubbers, and the modrons certainly won't stop their March to rescue a few missing here or there. Besides, the chaotic influence of Sylvania's bubbers should offset some of the worst excesses of the modron mindset in the final, merged form.

Problem is, one of Valran's abductees is the PCs' friend. Even if he knew, he probably wouldn't care – like a lot of self-absorbed berks, Valran discounts the efforts of anyone he doesn't know personally. That could prove to be his undoing.

SEQUENCE

1. On the advice of friends, the PCs journey to Sylvania for some much-needed rest and relaxation.
2. While celebrating the passage of the Modron March through town (a highly regarded event in Sylvania), one of the PCs' comrades disappears.

3. Investigation doesn't reveal much, but they're soon attacked by a horrid mechanical approximation of their friend. They also determine that bubbers from all over Sylvania have gone missing.
4. On further investigation, the PCs discover the lair of Valran Stonefist and witness the cruel experiments he's been performing there.
5. Hopefully, the PCs find a way to free the remaining living kidnap victims and release the energies of the entrapped modrons.

◆ IT+ BEGINS ◆

Leading the life of an adventurer isn't always easy. Sometimes a body just needs to get away and relax. The PCs are ripe for such a getaway, and some of their friends and associates strongly suggest the party take a break for a time. In fact, one of 'em has even reserved a suite of rooms for the PCs at the Drunken Leaf in Sylvania, just

at the time the unscheduled Modron March is due there. The March is cause for special celebration in Sylvania, but then, what isn't?

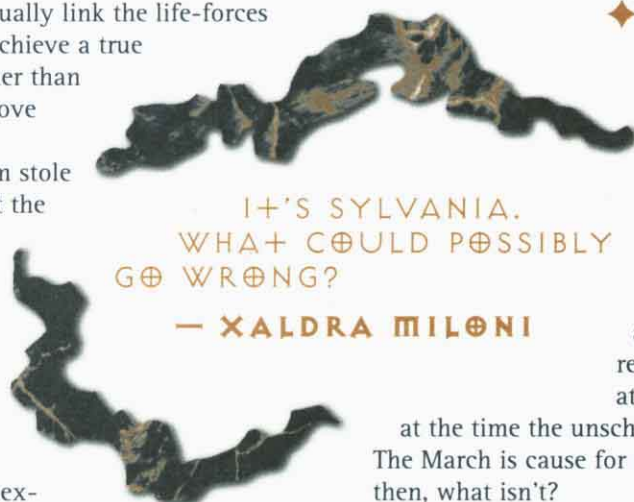
Naturally, this friend, Xaldra Miloni, decides to accompany the PCs. She's hardly one to pass up a party, and besides, someone needs to keep an eye on the PCs and make sure they have a good time.

If she can't get the PCs to agree to the trip, she'll fool them into going by tricking them through a portal to Sylvania. She knows the way back, but she won't reveal it to the PCs. They can find a way back if they're persistent enough, but there shouldn't be anything too pressing in their lives right now. Besides, Xaldra won't hear of them leaving for any reason – she's bound and determined for them to enjoy themselves.

If the party utterly refuses to follow her or returns immediately to Sigil, they miss out on the adventure. Later, they hear about Xaldra's demise from mutual friends. She was apparently the subject of an experiment that claimed her life, and the killer's nowhere to be found.

IN SYLVANIA

Xaldra leads the PCs to the Drunken Leaf, a fine Sylvanian establishment. It's far enough off the main streets that the noise won't be too clamorous but close enough that the PCs can crawl back after a night of reveling. Allisanaa Boughbender (Pr/♀ elf/M2/CG), the proprietor, came to the planes with her beloved, an elf priest who later went on to



become a proxy of Corellon Larethian — or so she tells everyone. The rooms reserved for the PCs are beautiful and spacious, affording a view of the trees surrounding Sylvania and the streets surrounding the inn. There's plenty of room for all the PCs and their gear — and the inn is close to several excellent restaurants.

The characters spend the next day or two relaxing and enjoying the town — Xaldra won't hear of it otherwise. She's got connections in town, and they know how to find the best parties. Xaldra's contacts show the PCs the best spots in town and introduce them to some of the more important people while they're at it. 'Course, this being the Chaos side of the Great Ring, chances are the high-ups ain't the official high-ups — but they're still good people to know.

At any rate, the PCs have the chance to unwind and relax. The DM should make sure that they do, to make what happens next even more of a surprise.

THE ARRIVAL OF THE MARCH

At last, the modrons arrive in Sylvania. The people of the town gather for one great celebration, bringing paint and gaily colored ribbons with which to festoon the modrons. For those who've come unprepared, vendors offer paintbrushes, cans of paint, silken scarves, and the like, all of course at vastly inflated prices. As the modrons march into Sylvania and work their way through the streets of the town, the citizens and visitors line the main thoroughfare and begin the process of decoration.

The people along the road dart out randomly, drenching this monodrone in blue paint and draping that pentadrone in scarves. The press of people makes a strange tide, shoving folks one way and another. Sometimes a basher's squirted into the street; other times he's practically smothered by the celebrating crowd. It's impossible to keep track of everyone in the party, and the PCs're inevitably separated.

Valran Stonefist's thugs use the commotion of the celebration to grab a few victims for the wizard's experiments. Unfortunately, Xaldra's one of them. To the PCs, it simply seems that she's vanished in the throng. They should assume (knowing Xaldra's temperament) that she's probably headed off to a local bubblehouse or found some new friends. It's not unusual for her to vanish for hours at a time, and it's probably not until some time later that night that they realize she's nowhere to be found. Impulsive Xaldra might be, but she's not so inconsiderate as to disappear without leaving word about where she's going.

If the PCs don't seem concerned, a few of Xaldra's friends approach the party and ask where she's gone. By asking around town, the PCs determine that, while many folks in Sylvania know Xaldra or at least know of her, none of them have any idea where she went. It's as if she's vanished into thin air.

The locals do know, however, that some of their other acquaintances have also vanished — natives and visitors alike, all of whom were watching the Modron March as it wound through town. Some of the bashers presented below recall seeing the abductors; the PCs receive similar answers from others they question.

ISEL THREE-THUMBS, a white-haired male bariaur with a caul over one eye and an air of cheap bub around him:

"Weel, it were about three big fellas, 'bout my size, wearin' decent clothes, each of 'em with yella hair an' friendly faces. Didn't know they was knights o' the post, or you c'n bet that I'd've done for 'em! They took one o' the Cagers who was standin' near me — looked to me like the berk'd fallen, and they was helpin' him off. 'Course, I guess I know now that they wasn't, eh?"

"Don't know where they've gone — I'm new in town m'self."

TEMMILAR ISQUAIN, a female tiefling with a face of ever-changing hues and an irritating manner:

"I saw something, I can tell you that. But you'll have to pay for it. At least five gold." (If the PCs pay:)

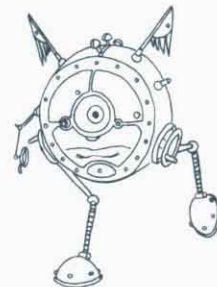
"Right. I saw an old-looking fellow, with squinted eyes and leathery skin, pinching the neck of a young berk and drawing his fainting body away. They headed off that way and disappeared into the woods." (She gestures toward the woods, in the direction of the brigands' headquarters.)

"Why didn't I stop them? Because it was none of my business, that's why."

ELDRAD MOORE, an incessantly perky, short male gnome:

"Hey, sure, yeah, I saw 'em. There was a big group of them carrying lots o' people out into the woods, thataway." (He waves vaguely toward the woods.) *"I was busy building this rotating lever here, see, so this building'll be able to catapult its patrons into that pool over there, or over there, or over there. Why? I dunno. It seemed like a good idea at the time."*

"But there were at least six bashers carrying three people away, and I saw 'em come back again later. I figured they were all bubbers and these guys were with them, although come to think of it, I'm pretty sure these cutters weren't acquainted with the ones they were taking away. Call it a hunch, if you will." The gnome continues to babble in a stream of consciousness best not waded. He throws in occasionally useful information, but the truth is, his speech is more chaff than wheat.



All of the locals identify the thugs as folks who've recently moved into the area. They've been coming into town every day for the past week or so but haven't been overly friendly to the townsfolk – odd behavior, as far as the Sylvanians are concerned. None of them know where the brigands live, precisely, but they can point the PCs in the general direction of the encampment.

◆ BUILD-UP ◆

Before the PCs head into the woods and while they're resting at the Drunken Leaf, the characters hear a strange dragging and hissing outside their door. A moment later, something heavy and metallic strikes against the door, knocking several times. Before they can answer, the door bursts inward, revealing a gleaming thing with pieces of flesh squeezed between metal plates. Crazy eyes stare at them, and blades slowly extrude from its arms. The creature has Xaldra's form underneath the metal – but the barmy look in its eyes tells the PCs that there's nothing left of her mind in this thing.

The Xaldra-creature attacks them immediately, howling its fury and dismay. In its agony, it mistakes the PCs as the source of its anguish; it fights to the death, wanting only to slay them all or be released from this state.

MODRONOID XALDRA: AC 2 (metal plates); MV 9; HD 6; hp 31; THACO 15; #AT 2; Dmg 1d6+2 (arm blades); SW metal-affecting spells; MR 10%; SZ M (5' tall); ML fearless (20); Int average (10); AL CN; XP 420.

If the modronoid's killed, the metal parts fade away, leaving only the mutilated body of Xaldra behind. Her eyes don't even look like they've found peace. The creature can be incapacitated, but the PCs need to find a way to keep it unconscious. If they allow it to wake, it immediately attacks again. There's no way to communicate with Xaldra's spirit, either – the modron-working that's been foisted on her body seems to have driven the spirit from her flesh already.

The innkeeper Allisanaa and the concerned patrons ask the PCs to investigate the creature's origins. They definitely don't want more of these things coming to terrorize Sylvania. If avenging their friend isn't enough motivation, the locals offer the PCs free room and board in Sylvania for the next year in return for ridding the area of the menace.

THE BRIGAND CAMP

Eventually, the PCs should head into the woods outside of town to find the kidnapers. The thugs' trail isn't hard to find, especially for a ranger or druid. It leads to a hilly area not far from town. Smoke issues from a hidden vent in the top of one hill, and if the PCs look around, they can easily find a back entrance to the cave underneath.

During the day, the brigands' cave is usually deserted. Truth to tell, there's not much to explore. The central chamber holds nine sleeping tents and a smoldering campfire. Off the main cave, three branching tunnels lead deeper into the hill. Two of these tunnels lead to smaller caverns used as storerooms. The last leads to a small, separate chamber that has been made into a rough one-person apartment (the leader's room). The whole set-up seems rough and temporary, and many of the brigands' possessions are beginning to succumb to decay in the moldy air.

No prisoners can be found here, nor is there any sign that this cave ever held captives. If the PCs are inclined to pilfer the area, there's not much treasure here either – a mere 100 gp at most.

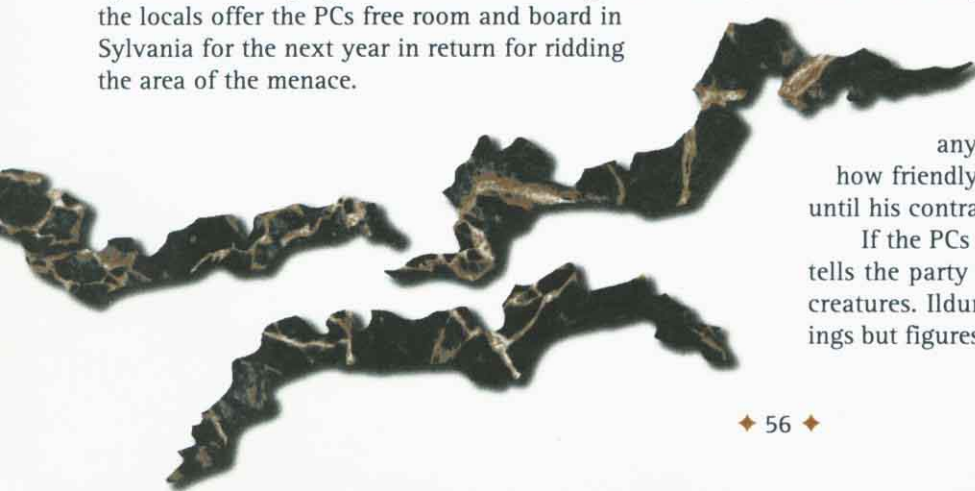
Approaching at night, the PCs can stealthily creep past the lackadaisical sentries at the cave's mouth. The chief and four of his men are in the main cave, playing at dice. Their reaction to the PCs' intrusion depends entirely on how the characters approach them.

If the PCs attack, the bandits are more than happy to meet them with violence. One of the men shouts for the outside guards. A horn hangs by the cave mouth, which the guard blows to summon the other five brigands from Valran Stonefist's case, about three quarters of a mile away.

However, the party's more likely to get answers with civility. See, the brigand leader Ildurn Grimm and his men are Bleakers, and they don't much care about spilling their employer's secrets. Though they're loyal to their contract, that doesn't preclude them from talking. A few months back, Ildurn and his men took on a job from a wizard looking to do some experiments on humans and modrons. Since it was good money, they agreed to it, and they've been working for the wizard ever since. During the day, they guard his case, help around the place with surgeries, procure and prepare prisoners, and act as general bodyguards to the wizard. Ildurn admits freely that they've taken unwilling victims for the experiments but expresses no remorse – it's a job, after all.

Ildurn makes no secret of the location of the wizard's fallen tower. He does point out, however, that he'll take any attack on the wizard personally. No matter how friendly he is toward the party, he's loyal to Valran until his contract expires, in a month or so.

If the PCs describe their altered friend Xaldra, he also tells the party that Valran's created 10 more mechanized creatures. Ildurn dislikes the wizard's work on living beings but figures that since there's no point to life, it doesn't





really matter what he does to them. Besides, he doesn't see the modrons as living beings.

BRIGANDS (Pl/♂ human/F3/Bleak Cabal/CN) (10): AC 7; MV 12; hp 25, 24, 22, 20, 20, 18, 16, 15, 13, 11; THACO 18; #AT 1; Dmg 1d8 (long sword); SZ M (6' tall); ML elite (14); Int high (13); XP 120 each.

Notes: The brigands are fairly intelligent, and they won't be suckered into foolish engagements. All of them consider themselves philosophers, and they'd rather talk than fight. They also serve as apprentices and assistants to the wizard Valran. They're fully loyal to the contracts they've signed.

Personalities: philosophical, moody, depressed.

ILDURN GRIMM ((Pl/♂ half-elf/T5/Bleak Cabal/CN): AC 3 (leather +2); MV 12; hp 21; THACO 18; #AT 2; Dmg 1d6+2 (short sword +2); SA backstab ×2; SZ M (5½' tall); ML steady (11); Int high (14); XP 270.

Notes: Ildurn Grimm has led this group of brigands for some years now, and he's almost totally without morals. However, he recognizes the value of dignity and considers himself an honorable man.

S 12, D 17, C 9, I 14, W 14, Ch 15.

Personality: hopeless, melancholy, loyal.

Special Equipment: leather armor +2, two short swords +2.

Thief Abilities: PP 40, OL 50, F/RT 45, MS 55, HS 55, DN 25, CW 70, RL 0.

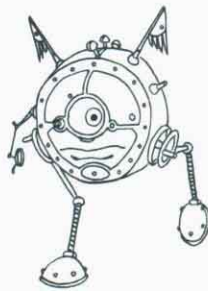
IN THE HOME OF THE WIZARD

Valran imagines his home was once a celestial rose that fell from Arborea's grace in millennia past and now lies moldering in the deep woods of the Outlands. Whether or not it's true is impossible to determine; the walls of the fallen tower are certainly constructed of ancient wood, and the sweet yet slightly rotted smell of the place lends his theory credibility. That's enough for Valran, whose mind is not so sturdy as to be completely free of delusions.

The wizard's home is mostly underground – only the front curve sits exposed, a shiny wooden dome that pushes tightly against the hills behind it. A stout door, nearly seamless in its perfect fit, is the only thing that mars the surface of the dome.

No obvious guard stands outside the place, but two brigands keep watch over the single entrance at all times. The guards hide within view of the door, covered by the underbrush. Their hiding places can be spotted by someone trained in woodland survival (a successful proficiency check). The guards use whistles and birdsong to signal the approach of intruders.

If the PCs have befriended the brigands, they immediately take the PCs to see Valran. He's in the operatory (10f), preparing for his greatest triumph. On the other hand, if the PCs attack the tower, all the remaining



brigands and Valran himself rush out to defend the place.

The characters can also attempt to sneak inside and explore on their own. Once past the two guards outside, they shouldn't encounter too many more until they reach Valran. The tower's furnishings are of fine quality, but mismatched, garish tapestries of no great value hang on the walls and dust covers the floor; this is obviously the home of a man with more important things on his mind than decoration or cleanliness. On the other hand, this place fairly thrums with power, radiating from no divinable source.

Obviously, it's a place of work, not of play – but Valran enjoys his labors nonetheless.

1. ENTRYWAY: The entryway is paneled in rosewood and lined with benches. Boots ranging in number from two to 10 (depending on how many brigands are here) are stowed under the benches, and a corresponding number of cloaks hang from the pegs on the wall. None of these items is magical.

The main path of footprints in the dust leads straight on, toward the rear of the house.

2. CENTRAL CHAMBER: This room's used for dining, strategy meetings, and as a main meeting hall when Valran has visitors (rarely). The oaken tabletop is covered with dirty plates and half-filled mugs. However, not a single fly dares disturb the rotting remains. If the PCs search this chamber carefully, suspended high above the table they find a small stone enchanted to repel insects.

Detailed charts of human and pentadrone anatomy are scrawled on the table underneath the clutter of plates. Notes scribbled in the margins include *Ocular extender currently unworkable*; *substitute gas?* and *extra arms?* Grease has eaten through a few spots on the charts, but anyone with knowledge of anatomy or spellcasting might discern that these are initial blueprints for grafting pieces of modrons onto humans. Characters who participated in the "Ambushed!" scenario can identify the notes as similar to the Tacharim's.

3. KITCHEN: The kitchen is just as untidy as the central chamber, with unwashed dishes stacked high in the trough. Aside from some excellent (but rusting) cutlery, there's nothing of value here.

4. VALRAN'S BEDROOM: This room holds a huge, gaudily painted wardrobe and a rumpled bed. The wardrobe acts as a larger-than-normal *portable hole* filled by an amazing number of brilliantly colored outfits. It looks like just the thing for an eccentric wizard.

Under the bed is a scrap of paper with the word "Rukhalis" scribbled on it. (This command word allows Valran to avoid the *crystal ball* trap in the next chamber.)

Bright tapestries cover the walls, one of which seems to be a moving landscape. Touching this changes the scenery to a bizarre seascape, a shifting mountain of rumbling stone, an airy land filled with clouded castles, or a burning pit from which the stench of sulfur seems to boil. Unbeknownst to the PCs, the last is the Flower Infernal on Gehenna, stronghold of the Tacharim, who've approached Valran with an offer.

The shifting tapestry cannot be removed from the wall.

5. SCRYING CHAMBER: A *crystal ball* sits in the center of this room, and a telescope lays along the far wall. A great megaphone rests discarded in the far corner, and something that could only be a huge, fleshy ear lies crumpled by the crystal ball.

The *crystal ball* is firmly affixed to the spot by powerful magic and cannot be moved. Anyone who disturbs it without uttering the command word "Rukhalis" must make a saving throw versus paralysis; a failed save indicates that the poor sod is paralyzed in that spot until Valran chooses to release him or a *dispel magic* defeats the trap (which is cast at 7th level).

A large tapestry attached to the wall depicts the actual area outside the tower. In effect, it acts as a monitor for the front of the structure, warning Valran of anyone's approach – when he bothers to check it. It can also be used (by anyone) to monitor rooms throughout the dome.

6. LIBRARY: Valran keeps his magical library here as well as his more mundane books. He owns the complete works of the poet Ioleuf, *The Factol's Manifesto*, the treatise on fiends called *Faces of Evil* (signed by the compiler and the contributors), and numerous other books. The most valuable books are locked in a glass cabinet.

He's protected his magical books with a *wizard lock* spell as well as a *fire trap* (1d4+7 points of damage) centered on the cabinet lock.

7. SENSORIUM:

Like a smaller version of the Sensates' sensoriums in Sigil, this room holds dozens of *recorder stones*, filled with Valran's experiences and those of his guests and victims. The PCs can find Xaldra's memory-stone here, sparkling like her personality. Unfortunately, removing the *stones* from this room destroys their effectiveness, so if the PCs plan to do anything with her stone, they have to do it here.

If the PCs've brought the modronoid-Xaldra here, they can place the stone on her chest and her memories will slowly filter back into her. This restores her mind, but her body remains twisted and partially metallic.

8. GUEST ROOM: This room hasn't been used in years; the floor's covered with a thick layer of dust that has lain undisturbed for a good long while. The room contains a bed, a footlocker, and a traveling chest. A thorough search reveals a *ring of free action* that's fallen behind the bed. Also, near the door, the floor bears the impact mark of a hoofprint – the bariaur Yissa's old print, to be exact.

9. CLOSET: The closet's filled with Valran's collection of interestingly carved walking sticks and brightly colored cloaks.

10. THE LONG PASSAGE: Beyond the circle of rooms and the central chamber, a lengthy hallway leads deep under the hills. Torches flicker warily, illuminating the long hallway, and the screams of modrons and humans can occasionally be heard echoing down the hall.

Dark, dank rooms sprout off this corridor like the thorns of a rose. These rooms hold various stages of Valran's work, which takes place at all hours.

10A. HUMANOID PRISON: Seven of Sylvania's missing bubbers huddle in this common cell. They're in a state of sheer terror and are completely unable to help the party. They've heard the screams of their comrades and have seen glimpses of the modronoids their erstwhile compatriots've become. They don't want to share that fate. If the PCs let them out, the prisoners flee immediately toward the front door – they're not about to face the modronoids or whatever monster must be creating the horrid beasts.

The prisoners include an old half-blind human warrior, a halfling female, an obese githzerai, a hard-edged tiefling, a crippled bariaur, a young human woman, and a middle-aged human male of Sylvania.

10B. MODRONOID PRISON: Though Ildurn informed the PCs that 10 of these creatures existed, he was wrong. Three of them perished during the day, having succumbed to modron madness and taken their own lives in moments of lucidity. The remaining creatures are thoroughly restrained by a massive *web* spell. One of the modronoids has been steadily sawing through the material, and they'll all burst free when the PCs confront Valran. If they're freed before that, they immediately attack.

The modronoids strike at anyone in their path. They have no fear of anything – death only offers them release.

MODRONOIDS (7): AC 2 (metal plates); MV 9; HD 6; hp 31 each; THACO 15; #AT 2; Dmg 1d6+2 (arm blades); SW metal-affecting spells; MR 10%; SZ M (5' tall); ML fearless (20); Int average (10); AL CN; XP 420 each.

10C. SURGERY PREPARATION/BARRACKS: Ildurn's men stay here while they wait for Valran's next assignment. Most of them are present during the day, preparing prisoners for experiments. At night, two brigands keep a nominal watch over all the prisoners.

The room contains vats of anesthetic, scalpels, metal saws, syringes, and weapons for the brigands to use if any of the prisoners become a little too rowdy.

10D. TOOL SHOP: Valran's hard on his tools, and they often break or become too dull to use. Here he keeps spares, builds replacements, and fixes the broken ones. All kinds of equipment bits and pieces can be found along the walls and on the rough-hewn tables that line the center of the room.

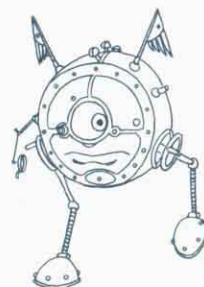
10E. MODRON PRISON: The captured modrons are kept here – both the whole and dismembered ones. Valran does his best to ensure that all his prisoners are treated well, even those that've already been mutilated to serve as parts. He's well aware that his process links the life force of the modrons and the humanoid victims: When the humanoid host dies, so do the modrons whose pieces are grafted on to it. If the modron manages to expire first, the host dies as well. Valran's learned to combine only one modron with one host; it cuts back on the possibility that a deceased host or modron will destroy a whole batch of experiments.

Valran keeps the modrons from acting as a unified whole by "recruiting" modrons separated by more than one caste, which prevents them from communicating with each other. He currently has five monodrones, three tridrones, and one pentadron. Xaldra's metal parts were taken from one of the tridrones.

10F. SURGERY: The PCs, whether accompanied by the brigands or exploring on their own, enter a room spattered in humanoid blood and oily modron juices. Bright light cast by stones infused with *continual light* radiates from the ceiling, illuminating a pair of tables in the center of this echoing chamber. On the first lies a mangled human cadaver, held down by leather straps. The other table is empty, though the position of the straps suggests it may have held a modron that was killed during the latest experiment.

Trays of sharp instruments and syringes sit nearby. Curtains screen off the back of the room; they hide an oubliette filled with decaying matter and the refuse of failed experiments. They also hide a spidery shell built of modron parts, into which Valran plans to place himself as soon as he discovers a way to do so without risk.

The wizard Valran's here, making notes in the large logbook he keeps near his





instruments. He's wearing a blood-spattered gown over his everyday clothing, and his unkempt hair protrudes from his head in various directions. As soon as the PCs open the door, he glances up at them.

◆ CLIMAX ◆

If he's attacked, Valran fights back vigorously, unleashing his spells to their fullest potential. Any surviving brigands come to his aid and likewise fight to their best ability. If it becomes apparent that Valran's beaten, the wizard casts *wraithform* on himself and attempts to escape. If the PCs somehow restrain him and set the prisoners free, he relaxes and smiles — he'll just kidnap more after the PCs have gone. He makes sure to remember them and won't hesitate to attack them in future encounters.

But Valran's more interested in talking. He's perfectly willing to discuss his work; indeed, he's eager to tell the PCs about it and assumes that they admire his work until they say otherwise. He's doing his best to improve humans by using pieces of the "worthless modrons," and he'll be the first to take part in the process once he figures out all the complications. All of his subjects so far have succumbed to a condition he calls "modron madness," which drives them to attack anyone they see and commit suicide if they can manage it. His most recent experiments have focused on eliminating that madness. So far he's failed, but he's more than happy to continue in the name of knowledge.

Should the PCs mention that their friend was one of his victims, Valran expresses sincere remorse but assures the characters that Xaldra did not die in vain — this is valuable work, after all. He further offers to compensate the PCs for their loss, and asks if 500 gp would be enough. He offers up to 2,000 gp but calls anything beyond that excessive. Valran doesn't place much value on anyone's life but his own.

If Valran's accused of doing evil work, he becomes very defensive and asks the PCs to leave. He resists any suggestion that he free the prisoners, claiming that he *has* to continue his work. He's not completely immune to reason, but if the PCs can't present him with sufficient argument for setting his prisoners free, Valran won't release them.

The modronoids break free of their prison while the PCs are attacking or talking to Valran. They attack anything they see and won't rest until they're dead.

VALRAN STONEFIST (Pl/♂ human/M7/Society of Sensation/CN): AC 3 (*bracers of defense* AC 4, Dex); MV 12; hp 18; THACO 18; #AT 1; Dmg 1d6+1; SZ M (5' tall); ML steady (13); XP 1,400.

S 6, D 15, C 10, I 16, W 9, Ch 12.

Personality: Valran is barmy, no doubt about that. His manner is a collection of odd ticks and jerks, and he swings from one mood to another with no warning. He's fanatically devoted to the pursuit of knowledge.

Special Equipment: *staff of striking* (20 charges), *eyes of minute seeing*, *helm of comprehending languages and reading magic*.

Spells (4/3/2/1): 1st—*friends*, *hypnotism*, *mending*, *shocking grasp*; 2nd—*bind*, *forget*, *web*; 3rd—*suggestion*, *wraithform*; 4th—*polymorph other*.

THEY'RE MODRONS.
THEY DON'T FEEL
ANYTHING.
— VALRAN.
EXPLAINING THE
LACK OF ANESTHETIC

◆ EPILOGUE ◆

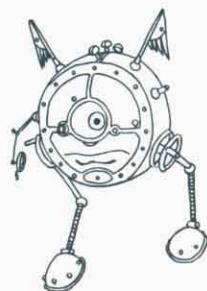
What happens next is very much dependent on the tack the PCs took with Valran. If they managed to politely convince him to leave off his experiments on others, then they'll have an advantage when and if they encounter him again (see Chapter X). If their methods were more direct and more vicious, they'll have earned a pitiless enemy. Regardless of what the PCs accomplish here, they won't dispose of Valran completely, and he'll make another appearance, allied with the Tacharim, in a later adventure.

The brigands led by Ildurn Grimm may also seek revenge, depending on how shoddily the PCs treated them, or they may become valuable allies.

Unless the PCs release them, the modrons and modronoids eventually perish. The modrons do their best to rejoin the March, no matter where it's gone. The modronoids, ill-equipped to deal with their new forms, are still barmy and seek a way to self-destruct as soon as possible. Of course, some clever berk may find a way to allow them to survive in some capacity. . . .

The prisoners freed from the tower are forever grateful to the PCs. They do their best to aid the characters in small ways, and they may be valuable contacts later on in the PCs' careers.

Meanwhile, the Modron March continues, heading deeper into the Chaos side of the Great Ring.



CHAPTER VI: LAW IN CHAOS

In which the modrons face the biggest threat to the March – the chaotic soup of Limbo – and the heroes must serve both Law and Chaos to get them through.

◆ JUST THE FACTS, BERT ◆

NUMBER OF PCs: 4 to 6.

LEVELS: 5th to 8th.

PCs PREFERRED: Planars, preferably those who know the dark of Limbo. Wizards and other bloods with high Intelligence scores have the easiest time shaping the chaos of Limbo.

FACTIONS: At least one Xaositect character would be helpful, but some non-Xaositects are needed as well.

SYNOPSIS: The PCs are hired by Limbo natives to help the Modron March move through Limbo as quickly as possible.

◆ WHAT HAS GONE BEFORE ◆

It's been a long time since the beginning of this unusual March. The modron numbers have been slowly whittled down by Outlander raiders and various other attackers. In Glorium and Ysgard, they met little trouble as the inhabitants just left the March alone – there wasn't enough glory in fighting modrons who weren't interested in fighting back. As the modrons leave Ysgard by walking a branch of Yggdrasil, the World Ash, they enter Limbo – the realm most inimicable to them and their ways.

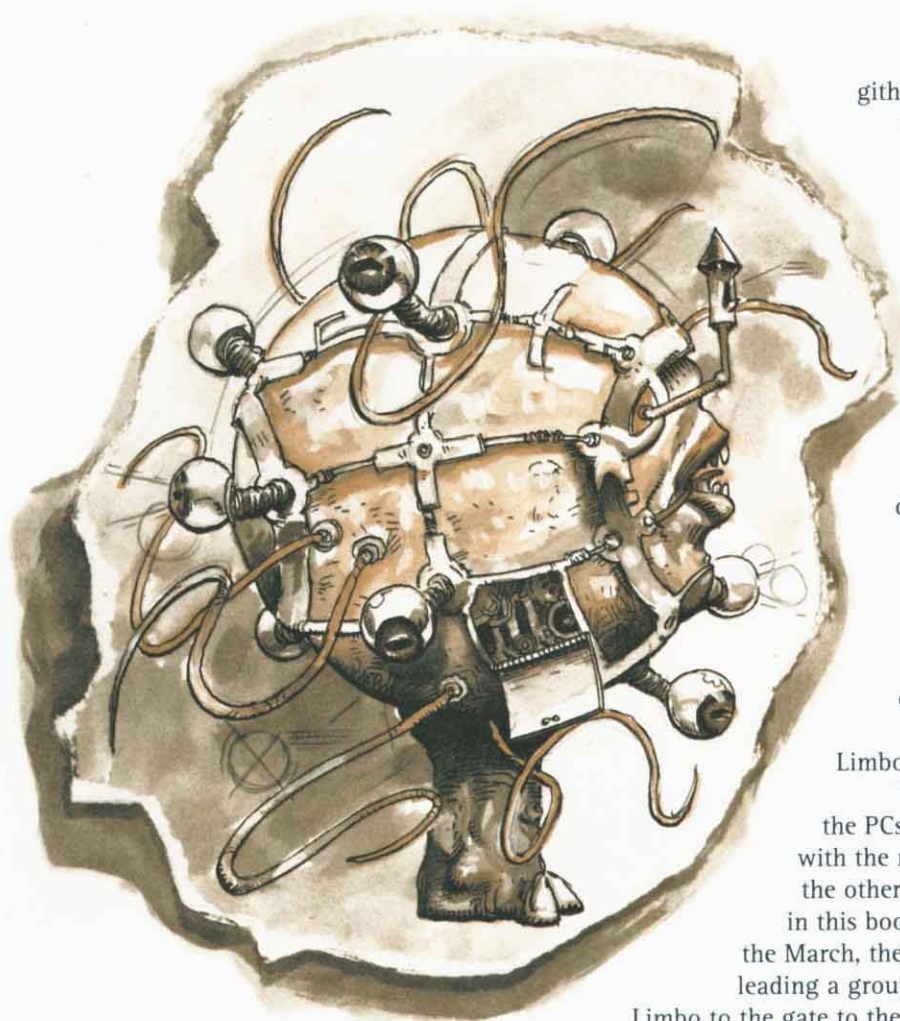
◆ DUNGEON MASTER'S NOTES ◆

Limbo always marks the spot on any Modron March where things really get difficult for the modrons. Even those that survive the journey through the plane's chaotic morass have nothing to look forward to but months or even years of marching through the Lower Planes, constantly harassed by fiends and other horrors.

Haeronimil is a githzerai high-up in the town of Shra'kt'lor in Limbo. He doesn't much like dealing with folks not of Limbo, but he's got a problem that required him to come to Sigil. There, he contacted Factol Karan of the Chaosmen. Xaositects aren't easy to deal with, but Haeronimil felt that Karan would be sympathetic to his cause.

See, the githzerai's well aware that the modrons are on their way to Limbo. He also knows that nothing will stop them or turn them away. Therefore, he's seeking cutters who can help the March get through Limbo as quickly as possible.

MODRONS
IN LIMBO –
THAT'S A JOKE.
RIGHT?
— FELLIZ,
A PLANEWALKER

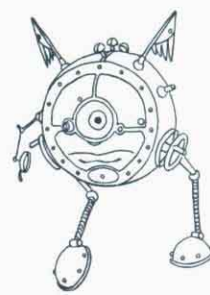


Why would a chaotic githzerai want to help the ultimately lawful modrons? Simple. By their very nature, the modrons taint the perfect chaotic beauty of Limbo. Unable to navigate in a plane so opposed to their ways, individual modrons lose their direction in the turbulent soup, creating tiny pockets of order where they're not wanted. As far as the githzerai are concerned, the sooner the modrons get through Limbo, the better.

This scenario requires the PCs to deal more directly with the modrons than most of the other adventures presented in this book. Hired as guides for the March, they'll be responsible for leading a group of modrons through Limbo to the gate to the town of Xaos.

SEQUENCE

1. Factol Karan and Haeronimil call the heroes and offer them a job. If the PCs accept the task, they'll be one of a number of guide groups helping the modrons travel through Limbo.
2. Haeronimil provides transport to Yggdrasil, where the PCs catch up with their charges.
3. The modrons must be convinced that following the PCs is the best (most logical) way to get through Limbo. The PCs deal with some of the modron hierarchs, face to . . . whatever.
4. As they guide the modrons, the PCs encounter all sorts of hazards – including the slaadi, who don't share the githzerai approach to "the modron problem." The slaadi think the modrons should just be slain.
5. The PCs are attacked by a githyanki assassin who wants the githzerai to suffer the modron invasion for as long as possible – so she's out to kill the guides and strand the March.
6. Hopefully, the heroes arrive at the gate to Xaos with at least some of those entrusted to their custody.



◆ I+ BEGINS ◆

"For a looking, berk job?"

Well, work's work — even if it means dealing with the backward-talking barmies of the Xaositects. Chant around Sigil's that the faction's looking for able-bodied bashers to do a big job. If the PCs are interested, they're brought before Factol Karan in a Chaosmen tavern in the Hive called Quake's Place.

Karan (visibly concentrating to make sense) introduces the PCs to the githzerai Haeronimil, who sums up the problem:

"Mechanus' clockwork automatons are on their way to Limbo. We don't like them. That's probably not a surprise, is it? We don't want them on our plane. But they can't be stopped — at least not this time. We are . . . not used to being surprised by the modrons."

"In any event, these right-angled things wandering through Limbo are like oil in water — they just don't mix. We're still trying to recover from the last of their sodding walkabouts. When the modrons come to Limbo, they get separated from each other and lost — they just can't handle the beautiful chaos. We wouldn't care, except that they create tiny pockets of order that stain the fabric of Limbo. They interfere with the wonders of the plane. They are an anathema to the perfection of chaos."

"So we want to hire guides to help them get through our plane as quickly as possible. Neither my people nor the Xaositects can do it — we can't deal with the modrons, and they won't follow us anyway."

"Will you help us?"

Each volunteer receives 500 gp for his trouble — 50 gp now, the rest upon reaching Xaos. Volunteers had better know the dark of Limbo and its environment, or they'd better gather the chant fast. Guides have to know how to shape Limbo's chaos in order to succeed.

◆ BUILD-UP ◆

On the appointed day, when the modrons approach the border to Limbo, the Xaositects activate a portal (and keep activating it for all the guides) that leads to a branch of

Yggdrasil spanning the "gap" between Ysgard and Limbo. The portal arch is located in the gap between the legs of a gigantic statue in a formal courtyard in The Lady's Ward.

"Fun the have with polygons!" the Chaosmen shout as you pass through the portal.

YGGDRASIL

You step through the portal onto the limb of a giant tree. The area before you resembles some strange staging area out of a barmy's dream. Thousands upon thousands of modrons, all shiny metal parts and sharp angles, stand on the brink of a swirling, churning maelstrom of chaos.

You're not in Limbo yet — just on the very edge.

Around you, other volunteers assemble the modrons into groups and lead them into the morass. A bunch of githzerai warriors seem to have their hands full just trying to convince other modrons not to leap into the churning soup.

The PCs stand on Yggdrasil, the World Ash, the tree that spans the multiverse.

As one of the great paths, Yggdrasil can transport a basher from plane to plane, and it's taken the March from Ysgard to the edge of Limbo.

Here, the potential guides meet with their modron charges and

convince the hierarchs of their efficiency. The githzerai do their best to hold the mass of modrons at bay while the hierarchs assign smaller groups to the various guides. A number of guides have already left with their modron charges by the time the PCs arrive.

The PCs also receive further directions from the githzerai. Once they and their modron charges leave the World Ash, they should head for the nearest of Limbo's swirling whirlpools of chaos. The whirlpools act like intraplanar conduits; this particular one spits the group out near the region called the Immeasurable, where the gate to Xaos, Limbo's gate-town on the Outlands, is located. The trip to the whirlpool takes about 15 hours. On the other side of the 'pool, it's another 26 hours through the Immeasurable to the Xaos gate — a quick trip by planar standards.



YΘU WAN+

A MAP ΘF LIMBΘ.

UH HUH.

I SUPPOSE YΘU WAN+ +Θ KNΘW
+HE LADY ΘF PAIN'S ADDRESS,
+ΘΘ.

I'D GIVE IT+ +Θ YΘU,

BU+ I PROMISED HER

I WΘULDN'+.

— FAC+ΘL KARAN

+Θ A

CLUELESS BASHER



RATTLE BONE-BOXES

As they gain their bearings, the PCs suddenly find themselves staring into the strange face of an octon modron. Standing behind it are a nonaton and two decatons – the octon's immediate inferiors. The octon says: "We proceed through here on our March. Explain your function."

The githzerai have already managed to convince the quinton (the leader of the March) that the modrons will need some kind of help getting through Limbo. The idea that anyone can *guide* the March anywhere is absurd, but the quinton understands that Limbo is nigh unfathomable and virtually unnavigable (especially to their kind). Therefore, it has agreed to allow suitable guides to lead the March temporarily.

Still, the heroes must convince the octon that they're the best and most logical ones for the job, capable and trustworthy. The PCs'll need some seriously persuasive arguments before the octon agrees; it considers the PCs almost beneath its notice, and it's not inclined to trust anyone found on the Chaos side of the Great Ring.

Wise folks know that logic appeals to a modron – emotion and feeling fall on deaf ears. Calmly pointing out their capabilities as adventurers helps, as does spouting some screed about the glory of Mechanus, order, or the modrons. The octon won't fold completely in the face of obvious flattery, but praising the perfection of law inclines it to listen. A demonstration of chaos shaping definitely proves the heroes' efficacy but requires one or more of the PCs to dive into the soup. The modrons are impressed by this – if for no other reason than they can't do it.

NAVIGATING LIMBO

Once the PCs satisfy the octon, it commands a large group of modrons to go with the heroes. All in all, 200 modrons accompany them for each player character: 180 monodrones, 15 duodrones, three tridrones, one quadrone, and one pentadrone.

The PCs must maintain a stable, level terrain and an ordered environment for the modrons to march on as they pass through Limbo. It may take more than one person's concentration to create an area large enough for the whole parade. The following general (simple) guidelines are given for shaping chaos; for more specific information, consult the *Planes of Chaos* boxed set (2603).

The area stabilized by the controller's mind is determined by the following table. To handle this large of a group, the PCs should have some smart bloods among their number.

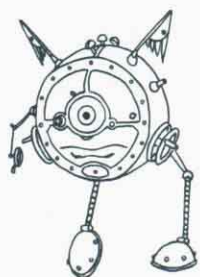
INTELLIGENCE	RADIUS AND TYPE OF TERRAIN
0	none
1–4	10 feet per point, simple natural terrain (flat meadow)
5–10	10 yards per point, complex natural terrain (hills, trees, streams)
11–18	100 yards per point, artificial constructs (buildings, streets)
19+	1 mile per point, complex artificial constructs (elaborate buildings)

Chaos shaping requires a body's full attention and concentration. While concentrating to maintain terrain, a character can't cast spells, use proficiencies, make attacks, or perform any other action besides walking. While that character rests or sleeps, another must take up the task. Intelligence checks aren't normally required unless the chaos-shaper is startled or attacked, in which case the check determines whether or not she keeps the terrain intact.

Modrons that get lost or fall into the chaotic soup don't dissolve like other folks, but neither can they control the roiling matter and energy around them to make a stable environment. Since they're hardy, resistant to the elements, and don't need to breathe, lost modrons can survive in Limbo, floating powerless, for a long, long time.

Even within a maintained terrain, Limbo poses one further complication: miniflux. Essentially, small items *not* being concentrated on – minor objects, such as rope, tinderbox, or an extra shirt tucked away in a PC's backpack – sometimes change or disappear completely. Major possessions, such as a warrior's sword or a mage's spellbook, are never affected. But at the DM's option, a PC who wishes to use a trivial item must make a Wisdom check to determine if that item has changed in any way. Failure indicates that the object has succumbed to miniflux and has changed or disintegrated. A changed item can be a different color, shape, or consistency – or can have transformed into something else altogether.

YES, BUT WHAT
WORTHWHILE QUALITIES
DO YOU POSSESS?
— A MODRON OCTON



ON THE MARCH

As the group travels, the higher-ranked modrons (the quadrones and pentadrones) come forward with occasional questions. These questions include: "How is it possible that chaos can control a whole plane?" "Why has order not taken hold?" "Is there an order to this we cannot see?" "Where are the gears?" "What rank are you?" and so on. Despite their own curiosity, the modrons reveal nothing about themselves, the March, or the reasons behind the March. They won't talk about what they have encountered so far, nor do they express any emotion, feeling, or expectation in regard to the horrors that lie ahead – not only in Limbo but on the Lower Planes. (The smarter ones surely realize that most of them will die, but that's irrelevant.)

'Course, since the entire trip takes about a day and a half, the PCs need to rest at some point. This, in and of itself, is a problem – the modrons don't want to stop. *They* don't need rest and insist that they'll move on without the PCs. Again, fast-talking bashers should ply them with logic to get them to wait. More than likely, the PCs manage only a few hours of sleep under these conditions – and during that time, at least one character must remain awake to maintain the environment. Tired and frustrated as the PCs likely are at this point, they encounter some other Limbo natives who aren't as willing to suffer the modron invasion as the githzerai.

Like the githzerai, the froglike slaadi hate the modrons' intrusion into Limbo. But rather than shepherd them through, they have a different solution: They'll put all the modrons in the dead-book if they can.

Dozens and dozens of slaadi attack the March before the group reaches the whirlpool. While it's technically not the PCs' responsibility to protect the modrons from attack, it's not really an issue – the slaadi don't discriminate between the modrons and their guides.

A red slaad for each member of the PC group attacks the characters out of the sea of chaos. Once they've dealt with their own attackers, the heroes can (if they wish) help defeat some of those attacking the modrons. Although the slaadi are able to slay a number of monodrones and a few of the higher modrons (the DM determines how many, perhaps based on PC action), the base modron numbers and the hierarchs' magical powers win out. The slaadi attackers fight to the death.

RED SLAADI (ONE PER PC): AC 4; MV 6; HD 7+3; hp 35 each; THACO 13; #AT 3; Dmg 1d4/1d4/2d8; SA stun, *gate*, egg; SD regenerate 2 hp/round; MR 30%; SZ L (8' tall); ML average (10); Int low (6); AL CN; XP 2,000 each.

SA—once per day, can stun all within 20' for two rounds with a loud croak (save vs. petrification to avoid); twice per day can *gate* 1–2 red slaadi with a 40% chance of success; there is a 25% chance per claw hit that a tiny egg pellet is implanted in the opponent, killing him in three months and producing a blue slaad.

YET ANOTHER ATTACK

The slaadi were driven back, so one might assume they'd give up, right? Wrong. Within the next hour, a legion of blue slaadi try their hand at exterminating the modrons. Again, the PCs face one slaad for every member in their group. This time, however, the modrons are better prepared and they repel the blues much quicker. In fact, the PCs find that the modrons – who now believe in the value of the PCs as guides – help defend *them* this time.

BLUE SLAAD (ONE PER PC): AC 2; MV 6; HD 8+4; hp 45 each; THACO 11; #AT 5; Dmg 2d6/2d6/2d6/2d6/2d8; SA disease, spells, *gate*; SD +1 or better weapon to hit; MR 40%; SZ L (10' tall); ML steady (12); Int low (7); AL CN; XP 9,000 each.

SA—bite has a 10% chance to infect with a rotting disease that slowly turns the victim into a red slaad; can use the following spell-like abilities once per round: *hold person* (one person only), *passwall*, *telekinesis*; can *gate* 1–2 blue slaadi or 1 green slaad 2/day with a 40% chance of success.

◆ CLIMAX ◆

Before the slaadi can launch any more attacks, the PCs' group reaches the whirlpool. Entering the conflagration of chaos (for the first time) can be disorienting as well as disconcerting. Leading the modrons into it is an extra added challenge.

Up ahead, the chaos outside your stabilized terrain begins to swirl more violently than before. This must be the chaos whirlpool you were lanned about. The name's not entirely inaccurate – it does seem a little like a three-dimensional whirlpool drawing all matter and energy into its hungry maw. But it's different from a normal whirlpool because it also spews forth as much as it pulls in. The elements within it swirl in every direction, and the cacophony of color and sound is difficult to bear.

See, while a cutter can fairly easily stabilize and shape the normal chaos of Limbo, it's far more difficult to affect one of these true maelstroms. Even the most intelligent bloods find these hearts of chaos to be profoundly taxing paths. Fact is, even a body's will-imposed terrain disappears here; it's all a sod can do to keep an area free of the churning chaos-matter, never mind shaping actual ground to walk on.

As the group passes through the whirlpool, the bashers stabilizing the chaos around the group must make Intelligence checks at –4 to maintain control as the chaos around them stretches, whirls, and tears at them.

The modrons are initially extremely reluctant to enter this node of chaos. If modrons dreamed, this would be a

thing of their nightmares. To them the whirlpool's a physical manifestation of the ultimate horror, the end of all things. The heroes have to convince the modrons that it's safe – again, an empirical example that a body can enter the whirlpool without being destroyed would probably do the trick.

ASSASSIN

Once the PCs and their modron followers reach the other side of their whirlpool, they enter the region of Limbo called the Immeasurable. At least one Intelligence check at a –1 penalty is required to control and shape the chaos, as it's one of the least stable areas of the plane (although it's difficult to understand how Limbo can be *more* unstable).

The PCs know nothing about other forces at work to upset the March. The Astral-dwelling githyanki've been spying on the whole situation and determined that it would be a major thorn in the side of their enemies, the githzerai, if the modrons were trapped in Limbo for as long as possible. Therefore, the githyanki sent assassins to kill the githzerai-hired guides. All the assassins were chosen for their talents as anarchs – cutters who can survive in the raw chaos of Limbo without concentrating on a stable terrain.

One of these assassins, a githyanki woman named Torrenth, waited near the Immeasurable for the modrons to arrive. Watching the PCs, Torrenth waits until the best possible moment to attack – while some of the PCs rest, are distracted by their modron charges, or are otherwise engaged.

Before she attacks, Torrenth casts a special version of *monster summoning II* her people stole from githzerai wizards. This spell summons 2d4 chaos imps, which she unleashes upon the PC group as she springs out of the chaos and attacks. Because of the compulsion of the summoning, the imps begin to wreak havoc with the heroes' items now rather than waiting for them to leave Limbo as they normally do. Torrenth's first attack is directed at the primary character stabilizing the chaos. If she can put that cutter in the dead-book, she figures it'll be impossible for the other characters to regroup all the modrons – if they survive her attack in the first place. Torrenth doesn't want to harm the modrons (she intends to leave them alive and in Limbo), but she doesn't want to cope with their powers and attacks, either. They'll be too befuddled by the sudden loss of the stable terrain to help the heroes in any case.

The githyanki won't fight to the death, and she's canny enough to know when she's defeated. If she can't kill everyone, she'll inflict as much harm and havoc as possible, then attempt to give her foes the laugh.

TORRENTH (Pl/♀ githyanki/F8,M8/CE): AC 3 (plate mail); MV 12; hp 41; THACO 13; #AT 3/2; Dmg 1d8+2 (*long sword* +2); SZ M (6' tall); ML fanatic (17); XP 1,000.

Notes: Torrenth's *long sword* was forged on the Astral and is only +1 on Limbo.

S 14, D 14, C 10, I 16, W 12, Ch 10.

Personality: crafty, thorough.

Special Equipment: *long sword* +2.

Spells (4/3/3/2): 1st—*burning hands*, *charm person*, *magic missile*, *wall of fog*; 2nd—*invisibility*, *stinking cloud*, *web*; 3rd—*hold person*, *lightning bolt*, *wraithform*, 4th—*fear*, *monster summoning II*.

CHAOS IMPS (2d4): AC 3; MV 12; HD 3; hp 12 each; THACO 17; #AT 1; Dmg Nil; SA meld; SZ T (2' tall); ML fearless (19); Int average (10); AL CN; XP 175 each.

SA—Any touch allows the imp to infest a nonintelligent item, causing it to change randomly to any other object. A brief touch allows the item a saving throw of 10, but a longer touch grants no save. Magical items always get a saving throw of 14, with an additional +1 for each plus of enchantment. If item is destroyed, or has *abjure*, *animate object*, *banishment*, or *dismissal* cast on it, the imp is forced out.

THE GATE

The assassin is the last major obstacle the heroes face. When they reach the area of the Xaos gate, githzerai wait nearby to guide them directly to it. Or, if the PCs can cast *locate object*, they can steer themselves to the guidon positioned at the gate. The guidon is a tall, stable monolith keyed to that spell, providing a beacon and marker for Limbo travelers.

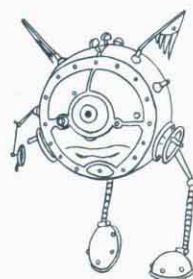
Once in Xaos, the modrons assemble into their March formations and begin their trek out of the burg and onward toward Bedlam. Agents of Haeronimil pay the guides and thank them for their work, unless the guides lost all of their charges. 'Course, being githzerai, they don't get too emotional over it all.

◆ EPILOGUE ◆

The trip through Limbo, though short, reduces the modron numbers like nowhere else up to this point in the March. Slaadi attacks decimated entire groups as they traveled through. Numerous others were lost in the miasma of the chaotic stew. Nevertheless, it would've been much worse if not for guides like the PCs.

The whole affair puts the heroes on passable terms with the githzerai and the Xaositects, for what that's worth. The githyanki'll have no love for them, but then, they hate everyone anyway.

Once the modrons are out of his plane, Haeronimil starts making plans for revenge against the hated githyanki for the attacks on the guides. The PCs may be contacted at a later date to see if they want "in" on this ride, since they were among those actually attacked.



In which our Heroes discover that the Modron March creates all manner of castoffs, and they free a lost Child from captivity.

CHAPTER VII: THE MODRON JUDGE

◆ JUST + THE FACTS, BERK ◆

NUMBER OF PCs: 4 to 6.

LEVELS: 5th to 8th.

PCs PREFERRED: Any, especially stealthy bloods. PCs who played the *Well of Worlds* (2604) adventure "Recruiters" will already be acquainted with their would-be employer, Bachalis.

FACTIONS: Any.

SYNOPSIS: A trapped modron begs the party to help it escape and rejoin the March.

◆ WHAT + HAS GONE BEFORE ◆

The modrons have passed their greatest test: the swirling soup of Limbo. There they lost a sizeable portion of their number, and many modrons returned to the embrace of Primus. Passing through the town of Xaos, the modrons suffered a barrage of fruit and wingless birds, but none of them shuffled into the dead-book. However, as the March now begins to descend into the Lower Planes, the possibility of mass modron extermination grows ever more likely.

Fortunately for the modrons, little harm befell them between Xaos and Bedlam, and they passed safely through the gate into Pandemonium. Observers said that they grew more *excited* as they passed through the gate.

They never stopped to see if they'd left anything behind.

DUNGEON MASTER'S ◆ NOTES ◆

This adventure takes place almost solely in the gate-town of Bedlam, on the Outlands. Perched on the gate to Pandemonium, Bedlam is home to Bleakers, madmen, and those who make their profits bobbing sods driven insane by the winds of the howling plane. Truth to tell, the whole town's full of barmies, and even those who steer clear of the gate're infected with the madness of the neighboring plane.

JUSTICE IS BLIND —
AND DEAF.
AND MOSTLY BARMY. BUT
IT'S CERTAINLY NOT MUTE.
MORE'S THE PITY.

— A BEDLAMITE DESCRIBING
TRICACALUS

They're peery at best, downright paranoid at worst – and they enjoy taking out their insecurities on those they believe have done them wrong. It's not a friendly place.

See the "Bedlam" section below for more information on the town.

THE REAL CHAN+

Well, the current March didn't leave anything behind on its travels. But a previous one did. See, some of the residents of Bedlam, deciding they were sick of the lawless ways of their city, decided they'd do well to get themselves a judge. And who better to understand the ways of law than a modron? Over 100 years ago, when the previous March left Bedlam, it did so minus a modron or two.

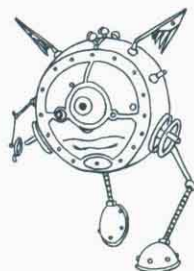
The Bedlamites installed a captured decaton as the town's judge under the secret direction of the shadow fiend Hrava, who's been running the lower end of the city behind the scenes for years now. The citizens heed the judge's advice and rulings as they like – that is, erratically – and they're mighty proud of themselves for being so downright civilized. Of course, they're all barmy, but that doesn't stop 'em from bringing cases before the judge.

Naturally, the modron's been driven rogue by its deprivation from modron contact and its constant proximity to the chaotic lunacy of the town. It was given the name Trictacalus, and now it responds to that name as if it truly were a unique individual. Trictacalus doesn't know that it's a rogue, however, and that makes the modron even more unpredictable. It still thinks it's in touch with the modrons of Mechanus, and it wants nothing more than to be reunited with its brethren. The strength of its belief is enough to

hold it in decaton form (rather than taking the quadrone shape of most rogues), but back on Mechanus it's already been replaced in the modron hierarchy.

The residents of Bedlam are well aware of the judge's desire to escape and therefore guard the modron closely. After all, what's the good of having a judge if a body doesn't really have the judge? It's barmy logic, but it's good enough for the Bedlamites. They've relaxed their guard somewhat, now that the latest great modron procession has passed through the town, but they're not taking any chances. They're still peery. And for good reason.

The modron judge has hatched a plan of escape. All it needs now are some gully berks to implement the scheme. But what the judge doesn't know is that the shadow fiend Hrava has plans of its own. Hrava is doing its best to move the judge into a position where it *can* escape – since the long-time presence of the modron established a dependence on a small bit of law, the chaos can only increase that much more once the judge is removed. And any increase in chaos suits the shadow fiend just fine.



BEDLAM

Perched on the rim of the volcano Maurash, the town of Bedlam spreads itself like a running wound across the slope and down toward the Pandemonium gate at the bottom of the hill. The gate itself takes the shape of an immense obsidian tower, topped by a huge hand that looks like it's desperately grasping for help in escaping the howling plane. Underneath the hand, six gates huddle around the base of the tower. Each gate drops a body into a different part of the plane. These six entrances, which the locals call *blastgates*, blow a constant stream of fetid and fouled air over the city. The wind's similar to that of Pandemonium, but it's not nearly as powerful as on the plane itself. That's not to say the wind's noise can't eventually drive a body mad, because it can. It just takes longer, that's all. Only the most securely sealed windows can keep out the maddening shriek of the wind, and even those tremble when the wind is at its peak. Of course, the wind is strongest near the gate, dissipating as it spreads through the town and across the Outlands.

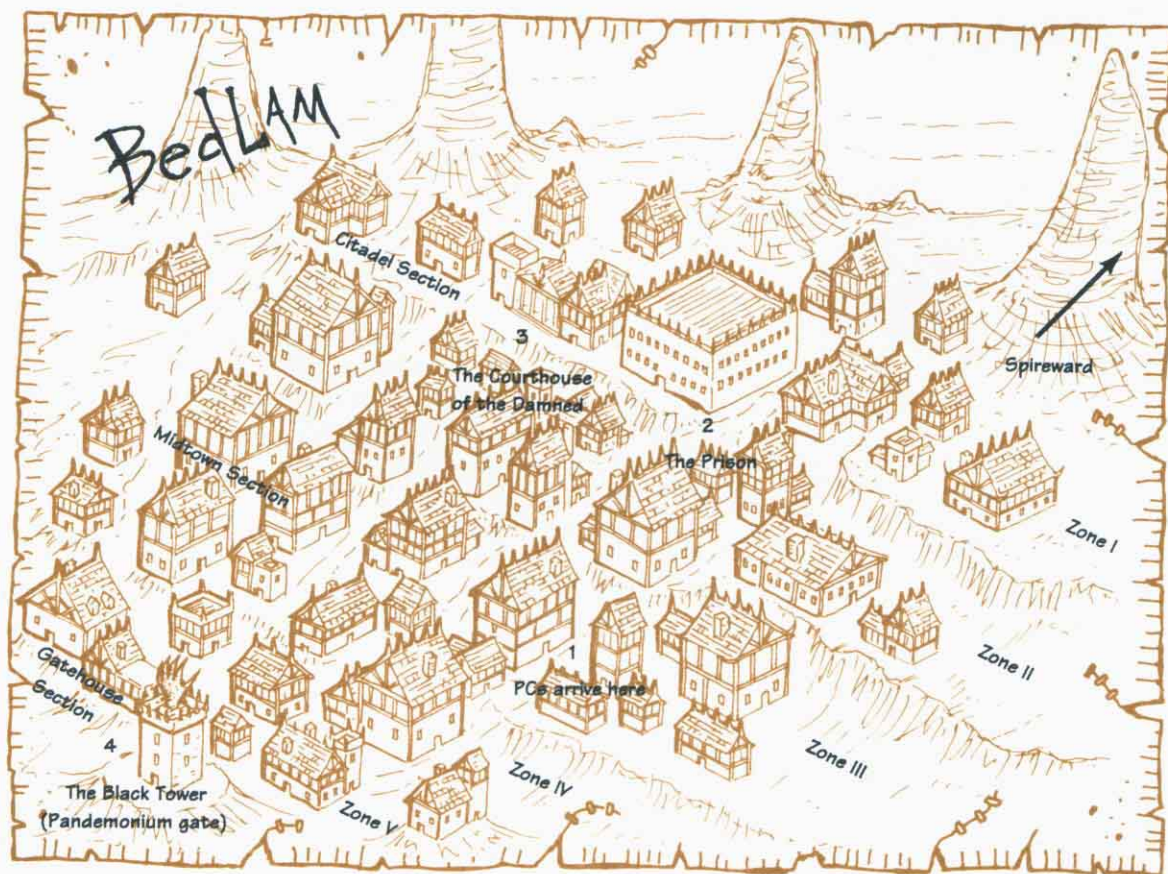
Eight streets wind through the whole town, tangling and losing their distinctive identities around the gate. Traveling from the gate back up the hill on one of these streets, a body can easily see the difference between the three districts. Right down around the gate in the area called *Gatemouth*, the buildings and streets are tangled

and strangled by chaos, with strange architecture that seems to twist space in on itself. Gatemouth certainly ain't an area where a body wants to stay after dark, not if she wants to keep her life and sanity. It's the home of crazed madmen who'd just as soon kill a berk as give her a smile. Actually, they'd *rather* stick a chiv in her than smile.

Farther up the hill lies *Midtown*, where the streets begin to straighten out and make a bit more sense. Artists, merchants, and the like live here: It's home to those who're rich enough to stay out of the slums of Gatemouth but don't have the jink to make it into the Citadel district.

The *Citadel* at the top of the hill's a walled compound with defensive towers and armed guards watching over it. The sanest and richest people in town live here, and it's pretty much the area that keeps the town from sliding wholesale into Pandemonium.

The people of Bedlam are about what a body could expect from them — barmy to one degree or another. Those closest to the gate are deranged, dangerous, and completely unpredictable, while those farthest up the hill have a much tighter grip on sanity. Three citizen's organizations serve to protect the town, though their methods and goals vary considerably. The *Windlancers*, based in the Citadel district, are the most reliable (and sane). They patrol the entire city but mostly stay in the bright streets of the Citadel, where they feel they can do the most good — and where there's less chance of being written into the dead-book.

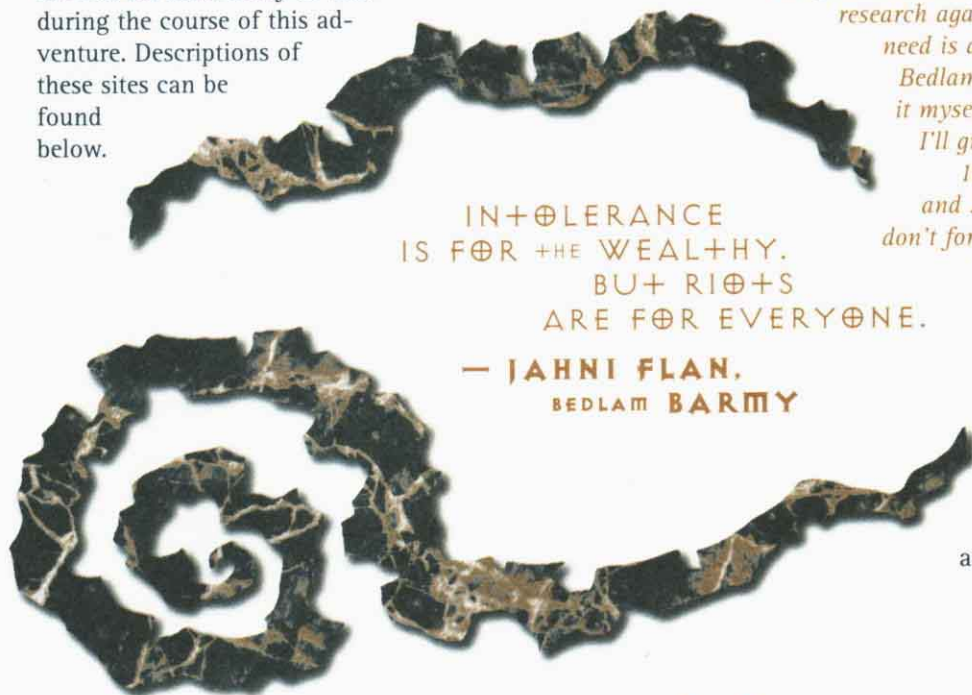


The semi-criminal *Sarex*, by contrast, comprise some of the most deranged sods in the whole burg. These unscrupulous mercenaries watch over Midtown and Gate-mouth, acting as bodyguards rather than militia. Fact is, the *Sarex*'s directives come from the shadow fiend *Hrava*, and it's through them that *Hrava* keeps its grip on the town. The *Sarex*'s hidden base appears to be just another of the squalid tenements that're so common in *Bedlam*. However, from there they've dug a basement, a sub-basement, and a network of tunnels that extends for a few blocks in all directions before coming up through the poorly maintained sewer systems of the burg. They've got a prison and torture chamber down deep, and *Hrava* lairs in the bottommost tunnels during the day. Their tunnels go as far uphill as the *Citadel* district and as far down as the border to *Gatemouth*.

Finally, concentrating almost exclusively in the area around *Gatemouth* are the *Misguided*, a group of petitioners who do their level best to help those who've been dangerously affected by *Pandemonium*'s winds. Naturally, they don't call themselves the *Misguided*; their name for themselves is the *Guiding Lights*. They aren't that tough, but they're known for being able to handle trouble. They travel in groups of nine, though a body can usually see only four members of any one group together. The others travel under cover of magic and shadow, and they rely on sneak attacks and guerilla warfare to combat their enemies.

Bedlam truly lies in the shadows of *Pandemonium*. It's as barmy as the old wizard *Tharick Bleakshadow*, the town's nominal ruler. The people are closed and unfriendly, and a body who wants to survive here had best learn to emulate that attitude. (For more information, see *A Player's Primer to the Outlands*.)

Numbers on the map represent the various locations the PCs are most likely to visit during the course of this adventure. Descriptions of these sites can be found below.



IN+TOLERANCE
IS FØR THE WEALTHY.
BUT RIØTS
ARE FØR EVERYØNE.

— JAHNI FLAN,
BEDLAM BARMY

SEQUENCE

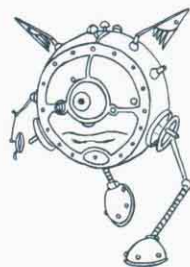
1. The PCs, in *Bedlam* to retrieve a pinch of volcanic ash for an old employer, are framed for a murder they didn't commit. They're in the wrong place at precisely the right time for the *Bedlamites*, who need a scapegoat for their own crimes.
2. For their alleged crime, the PCs are dragged before the modron judge. The charges are read and a parade of obviously unbalanced citizens testifies against the PCs.
3. After some deliberation, the judge orders the PCs locked away to await execution — and then changes its mind and orders them brought to its chambers.
4. The modron tells them its wish to escape *Bedlam* and join the latest *Modron March*. In exchange for their cooperation, it will help the PCs escape certain death as well.
5. The PCs sneak the judge through the gate to *Pandemonium*, just ahead of the mobs of *Bedlam*, and return to *Sigil* with the ash requested by their employer.

◆ I+ BEGINS ◆

Back in *Sigil*, as the PCs've been resting after their latest escapade, they're approached by one of their old compatriots. The wizard *Bachalis* (Pl/♂ half-elf/M18/Free League/NG) — last seen in the *Well of Worlds* adventure "Recruiters" — has an offer for them.

"Look, I know this is a bad time to be bringing this up, but you remember that favor you owe me? I'm busy doing research again, and I need some new material. All I need is a pinch of volcanic ash from the gate in Bedlam for a new spell I'm researching. I'd do it myself, but I really don't have the time. Plus I'll give you the same rate I gave last time — 100 platinum pieces for the whole group and 200 more each when you get back. And don't forget to keep receipts of your expenses."

The PCs do owe *Bachalis* a favor (the DM should make sure of that!), and it sounds like a simple enough task. If they accept, *Bachalis* hands them a small leather pouch that smells like it's been cut out of *baatezu* skin and says:



"Great! Excellent! Thank you very much! Just grab a pinch or two from the volcanic slag near the Pandemonium gate, drop it in the pouch, seal it up nice and tight, and come back home. That's all there is to it!"

With that, Bachalis practically skips out the door. He pokes his head back around the corner long enough to say:

"The best gate I know to Bedlam is in the Slags, near a hardy growth of razorvine. It's through the space made by a rusted iron bar leaning against a stone column. The key's a hearty scream."

If the DM desires, an entire adventure can be fashioned from the PCs' trip to the gate in the Slags; after all, the Hive is definitely the worst part of Sigil, and a journey through the Slags — the worst part of the worst part — can be incredibly harrowing. Eventually, however, the PCs find the gate that Bachalis described. Activating the portal and stepping through, they arrive in Bedlam through a doorway not far from the Pandemonium gate.

◆ BUILD-UP ◆

The wind from the monstrous gate howls around your ears as you step from the sheltering portal. Like the wail of a screaming banshee, the noise rises in pitch until you're sure your eardrums will shatter, and then it dies to a low moan. You can see — or rather, hear — why this is a town of barmies. The night around you is nearly lightless, with only a single torch guttering a few hundred feet away. Then even that vanishes, leaving you in the utter dark.

The twisted streets undulate wildly around you. Clearly, this is no place to be standing at night. You hear the locals howl into the dark like they've lost everything dear to them, and the sound of their wails almost makes you wish that the wind would kick up again.

When it does, moments later, it doesn't quite disguise the shriek of raw horror that penetrates the darkness at the same time.

The shriek originates from about the point where the torch had been bobbing moments before. What the characters see there almost defies description:

As you draw closer, you see what prompted the scream you heard bare seconds ago. You've discovered a dead body, but it's been so badly mutilated that it's all you can do to keep your gorge down.



The unfortunate githzerai is nailed to a doorframe by each of his limbs, his body making an X across the doorway. His inner organs have been removed and placed in a semi-circle around his body. Magic mouths set on each organ recite their gruesome tales, describing the functions of each part and how they've been mistreated by the owner. The look on the githzerai's face suggests that he was still alive when these atrocious tortures began.

To your disgust, you find that you're standing in an ever-widening pool of blood.

The sound of running feet snaps you from the contemplation of this grisly scene. Three members of the local watch converge on the spot immediately and raise a hue and cry. One shouts out, "Drop your weapons and raise your arms above your heads!"

If the PCs attempt to run or don't instantly obey, the three guards (members of the Sarex: a 7th-level fighter, a 7th-level mage, and an 8th-level thief) shout out the alarm and blow the brass whistles hanging around their necks.

If the PCs split up to evade capture, the Sarex choose one of the characters (preferably the slowest) and chase that basher until they've run him down in the maze of Bedlam's streets. They hope to catch at least one of the PCs and put him up before the judge so they won't seem totally ineffectual. Further, they hope that the friends of their prisoner'll come to break him out, and then they can nab the whole lot. Of course, if the PCs haven't wiped off their footwear, they leave a fine trail of bloody footprints for the militia to follow — and that trail lasts for a good quarter-mile, until it wears off completely.

On the other hand, if the PCs stick together and try to fight it out, the Sarex hit 'em with all they've got, trying to club the characters into unconsciousness. Five more Sarex guards arrive every round until the PCs are subdued. At the very least, they hold the PCs in combat until someone fetches a net or until a Sarex cleric arrives and casts *hold person* on 'em. The guards're efficient and organized, which is probably a surprise to folks expecting the unruly lunatics of Bedlam.

If the PCs surrender, the Sarex club 'em anyway — they're not particular.

Use the following statistics for all encounters with the Sarex throughout this adventure. Typical Sarex patrols include three to four members of mixed classes.

SAREX FIGHTER (Pl/var var/F7/NE): AC 3 (*chain mail* +2); MV 12; hp 56; THACO 14; #AT 3/2; Dmg 1d8+1 (long sword, Str); SZ M (6' tall); ML elite (13); Int very (12); XP 2,000.

SAREX WIZARD (Pl/var var/M7/NE): AC 7 (*bracers of defense* AC 8); MV 12; hp 23; THACO 18; #AT 1; Dmg 1d4 (dagger) or by spell; SZ M (6' tall); ML elite (13); Int exceptional (16); XP 3,000.

Typical spells (4/3/2/1): 1st—*chill touch, grease, magic missile, taunt*; 2nd—*darkness 15' radius, ray of enfeeblement, Tasha's uncontrollable hideous laughter*; 3rd—*lightning bolt, slow*; 4th—*polymorph other*.

SAREX CLERIC (Pl/var var/C7/NE): AC 3 (*chain mail +2*); MV 12; hp 48; THACO 16; #AT 1; Dmg 1d6+1 (mace); SZ M (6' tall); ML elite (13); Int high (13); XP 2,000.

Typical spells (5/4/2/1): 1st—*cause light wounds, command, cure light wounds, darkness, protection from good*; 2nd—*enthral, hold person, silence 15' radius, trip*; 3rd—*bestow curse, dispel magic*; 4th—*sticks to snakes*.

SAREX THIEF (Pl/var var/T8/NE): AC 4 (*leather +3, Dex*); MV 12; hp 41; THACO 17; #AT 1; Dmg 1d6 (short sword); SA backstab (×3 damage); SZ M (6' tall); ML elite (13); Int high (14); XP 3,000.

Thief Abilities: PP 45, OL 45, F/RT 45, MS 60, HS 60, DN 65, CW 70, RL 0.

THE DARK

The Sarex themselves actually committed this heinous crime under the direction of their boss, the shadow fiend. (Why? Just to foster chaos and fear in the town.) Fact is, they've enacted a couple of similar crimes recently, and they need a convenient scapegoat to take the blame. Fortunately (for them), the PCs happened along at just the right moment.

The arrival of the PCs is a double blessing for the Sarex. The characters' arrest sends a message to potential rivals about the inadvisability of crossing their organization (and their boss), but it also "proves" to the residents of the town that the efficient Sarex guards can catch criminals almost instantaneously. Any way a body looks at it, they come out ahead.

No one in town steps up to defend the party; no Bedlamite has the courage to defy the Sarex for a band of out-of-towners.

THE PRISON

The Sarex take the captured PCs to the prison (area 2). Once there, the guards strip the PCs of their weapons and equipment (including spell components); unless a PC has some extraordinary way of hiding an item, the guards find it. The Sarex put a heavy guard around the characters' cells and also place hidden guards in the streets who keep an eye out for anyone casing the prison. The Sarex let the PCs stew for the night in jail.

The prison's a squat, blocky affair, with none of the odd architecture that seems to dominate the rest of the

city. It's five stories tall, rising square and solid around the homes and inns around it. The plaza on which it sits is bare of any other structures, making it easy for the guards to patrol the prison's perimeter. It's controlled by the Sarex, of course; the Windlancers take their prisoners to their own headquarters rather than risk the "accidents" that always seem to befall those who enter the prison.

Inside, the prison is dank and dismal, with cracked stone floors and walls that drip with humidity. The wind from the gate howls around the building all day, and the windows aren't substantial enough to keep it out entirely. The first story of the building is the administration area and storage facility, where the Sarex keep the items they confiscate from their prisoners. At least three 5th-level fighters always keep a watch on the front door, which is the only way in or out of the structure. They keep the cell keys on the belt of the senior member.

The top four levels are really just giant rooms divided by bars. The Sarex shove prisoners into random cells, dividing them only by race and sex. Sometimes, when the Sarex are particularly busy they just shove a berk into the nearest available cell, never mind if it's full of tanar'ri who haven't eaten for a week. No windows open onto these levels. The guardsmen don't want prisoners getting any bright ideas.

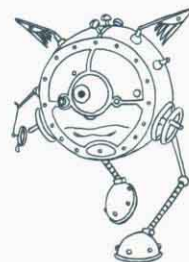
Five 5th-level guards watch each level. They don't care if the prisoners attack each other; they just don't want any escapees. If it looks like a prisoner's about to cause a commotion, the guards summon their compatriots by blowing their brass whistles.

In short, the DM's encouraged not to allow an escape from the prison unless the PCs are exceptionally clever.

THE TRIAL

When morning comes, the guards shackle the PCs thoroughly and drag them across Bedlam to the Courthouse of the Damned (area 3). The name says it all, really — it's a place for a body to receive punishment, not a fair trial. A huge black marble building, the courthouse features ornately carved columns that seem to defy all the laws of gravity and geometry. The columns support the roof that overhangs the stoa out front. Windows up to the third floor are sealed by bars, giving the whole place the look of a military encampment, a prison, or a place of torture — and to tell the truth, it's all three.

The town's citizens keep Trictacalus, the modron judge, locked in its courtroom on the second floor. The judge's chambers adjoin the trial room, and the windows here are barred too — the judge has done its best to escape before, and the locals aren't having any of *that*.





Trictacalus's chambers are small, dank, and undecorated; the modron's captors don't believe a modron has any aesthetic taste, and they're right. Trictacalus has filled the room with writings and observations on the law of Bedlam, organized by the first digit of the last page number in each book. Anyone studying these scripts sees that the modron has slowly succumbed to madness itself. At first, the judge apparently didn't keep any records, and then it slowly learned the common language and began writing – behavior odd enough to set it apart from the rest of the modrons on Mechanus. The accounts start off attempting to codify the law of Bedlam; when it became apparent that this was a lost cause, the decaton's mind began to defray even further.

The courtroom itself is sparse and dark, a cavernous chamber measuring hundreds of feet on a side. The entrance to Trictacalus's chambers lies behind the judicial bench, which rises 30 feet above the floor so that the judge may stare down imposingly on the accused. Benches of all varieties fill the courtroom and crowd right up to the bar. The court has only two entrances: from the prison side and from the front of the building. A party of three Sarex per entrance stands guard during the PCs' trial.

Of course, the denizens of Bedlam know that a trial's scheduled today; word of the PCs' capture spread across Midtown and Gatemouth like wildfire in the night, and all the residents have lined up to see the cutters who committed the heinous crime. Some of 'em are disgusted, some amazed, and some purely jealous that they didn't think of such an artistic murder first. Regardless of their motives, the crowd taunts the PCs, tosses rotten fruits and vegetables, and generally behaves as if the PCs've already been convicted.

The PCs are brought in through the prison-side door, dragged through stagnant passageways, and led to stand in chains before the judge. They're in time to see the previous prisoner being beheaded for the amusement of the vast crowd seated behind the bar; as the PCs watch, the headsmen's axe comes flying down and severs the poor sod's head in one clean stroke. An approving murmur rises from the crowd, but it's apparent that they're here for the main show – the trial of the PCs.

As the body's dragged off and the pool of blood haphazardly washed away, the bailiff reads aloud the PCs' supposed crime:

"Those who stand before you, Your Honor, mighty Trictacalus, are accused of the heinous art murders of Zamarax the githzerai, an artist from here in town; Voriox the Magnified, a bariaur seeking enlightenment near Gatemouth; and Toriel the Dark, an aasimar fallen on hard times." (He goes on to describe crimes similar to that which the PCs witnessed.)

"We have eyewitnesses to each of these crimes, all of whom are willing to testify against the accused. We have evidence linking the accused to each crime. In short, we believe this to be a closed case, although the trial has but barely begun. If convicted, these persons stand to suffer the same tortures they inflicted on their victims."

(He turns toward the PCs.) *"How do you plead?"*

If any of the PCs plead guilty, Trictacalus immediately orders them executed. Hopefully, the PCs declare their innocence, and the trial continues.

It's obvious from the outset that this trial is a complete mockery, a sham perpetrated simply for the sake of the motions. Trictacalus seems to have no conception that the folks presenting evidence would lie or falsify their testimony. It accepts their every claim with no expression of disbelief, no matter how outrageous the tale. Likewise, as the PCs present their side of the story, the judge attends to other matters: oiling itself, burnishing its metallic hide, and the like.

The crowd doesn't seem to mind. They lap up every detail, and many of them volunteer to testify against the PCs. They invent all manner of ridiculous stories, each more outrageous than the last, and each more damning to the PCs than any truth could possibly be. As the day draws onward, some of the spectators even rise to testify twice in their eagerness to convict the PCs.

The DM should urge the PCs to make speeches and testify on their own behalf – they'd better, since they have no defender, and it's an excellent opportunity for role-playing. Every point they make, however, is shouted down or refuted with the introduction of a new witness. For example:

- ◆ If the PCs say that they had just gone to investigate the crime last night, the prosecutor calls forth a dotty, dirty crone who swears to the assembly that she saw the PCs stalking the githzerai all day.
- ◆ If the PCs declare that they've just come from Sigil, the bailiff summons an innkeeper from Gatemouth who testifies that he's given the PCs lodging for the previous three nights.
- ◆ If the PCs ask to have their whereabouts confirmed by their compatriots in Sigil, the prosecutor scoffs and remarks, "We all know how trustworthy those Cagers are. I don't think the testimony of an entire ward would hold up to the word of a single Bedlamite."

In short, nothing the PCs can say proves their innocence in the eyes of the crowd. All but the most barmy on-lookers already know that the party didn't commit the crimes, but they want to see blood. They expect it to be spilled before the sun sets.

THE PROPOSITION

When the prosecution finally rests its case, the PCs are allowed another chance to speak in their defense. About halfway through their presentation, the judge interrupts them and says:

"It is apparent to this observing unit that this case has already been proven to the court's satisfaction. Take the prisoners and lock them away until sundown this evening, when they shall be executed in front of the prison in accordance with all the laws of the city of Bedlam."

"This is right because it must be."

The crowd jeers and slowly filters out of the courtroom. The guards keep the PCs under close watch until the last spectators have disappeared, and then begin to lead the party from the room. The judge, who has not yet left, halts the guards and tells them to bring the PCs to its chambers for further questioning about their motives. The guards're shocked at this irregularity, but they agree. They're willing to let the decaton have its eccentricities, since it makes the judge seem more like the unpredictable Bedlamites.

Once the PCs are firmly ensconced in the chamber, the judge bars the door.

"The fleshy beings' guilt has been determined in the lawful court of the town of Bedlam. The punishment for the reported crimes is death. Therefore the fleshy beings now have three options: death by torture, most probable; escape on the beings' own, highly unlikely; or a third option. Do the fleshy beings wish to pursue this third option?"

If the party doesn't agree, the decaton unbars the door and orders the guards to escort the PCs back to the prison. From there, the PCs have only two options: death or escape. The second is, as the judge pointed out, highly unlikely – but it's the best chance of survival they'll have.

If allowed to continue, the modron outlines the third option. It tells them of its desire to flee Bedlam and join the latest March by passing through the gate to Pandemonium. It even tells them how it proposes to escape the guards and get the PCs out Bedlam – if, of course, they agree to do their best to help it escape.

If the party realizes that Trictacalus is a rogue, they know that it's got no chance of rejoining the modrons with its metal hide intact. Still, wise bashers'll take whatever chance of escape they can – especially since the Bedlamite militia seems a little too eager to carry out the promised execution.

Trictacalus's plan seems fairly straightforward. The modron wants to start immediately by overpowering the guards outside, then sneaking down the streets of Bedlam until the group reaches the gate. It believes they can slide through the gate into Pandemonium before anyone even notices they're gone. The PCs may have other ideas in mind for the escape but the modron won't hear them, claiming it has already computed risk factors for these various scenarios. Trictacalus insists that its plan carries the highest chance of success and refuses to consider other options. It even turns the PCs in to the Sarex if they won't go along with its plan.

The characters may wish to stop off at the prison to retrieve their equipment; Trictacalus is amenable but warns: "The proposed action will increase the chance of capture by nearly 30%. If this is an acceptable risk, then it may be implemented."

Of course, the PCs should realize a few things. First, if the modron's gone rogue, there's a good chance that its computations might be just a bit off. Second, it'll be hard to sneak anywhere with a basher whose body is made of metal, and who hisses and click with every step. Third, if even one part of the plan goes wrong, the whole thing'll fall apart – and it's going to be very, very difficult for the party to sneak a modron through the chaos of Bedlam. It's going to take some quick thinking and some luck, that's for sure.

First, of course, the PCs must overpower the three guards outside the judge's door. Since the PCs are armed only with their manacles (which remain locked, unless the party asks Trictacalus to free 'em), they'll have some trouble taking these three down. Still, if the PCs are clever enough, they'll be able to keep the guards quiet. If the PCs ain't careful about it, the guards summon help to subdue the party.

Trictacalus is perfectly willing to fight for its freedom. In the time it's been in Bedlam, however, it's lost certain of the standard modron talents (magic resistance, spells derived from Primus, and some spell-like abilities).





TRICTACALUS (modified rogue decaton): AC 2; MV 15; HD 10+10; hp 90; THACO 11; #AT 10; Dmg 1d4(x10); SD see below; SZ M (7' tall); ML elite (14); Int high (13); AL N; XP 6,000.

SD—unaffected by illusions or magic that affect the mind, such as *beguilement*, *charm*, *domination*, *hold*, *hypnosis*, and *sleep*; attacks that draw from the Positive and Negative Energy Planes (such as life draining) are ineffective; save vs. cold, fire, and acid with a +1 bonus, and suffer damage from such attacks with a -1 modifier per die; never rolls initiative, and may choose when to act in any round; spell-like abilities, once per round, at will: *clairaudience* and *clairvoyance*.

◆ CLIMAX ◆

As the PCs slink down the streets toward the gate, they encounter some of the sights and denizens of Bedlam. Each time they pass one of the dashed lines across the map of Bedlam, they should run into the hazard described in the corresponding number. Naturally, at the DM's option, the PCs may have more than one encounter in each zone.

The town's architecture slips toward madness farther down the hill, and it becomes harder and harder to find an alleyway to avoid the roaming Sarex patrols. The strangeness of the twisting streets makes it hard to find safe hiding places. A narrow alley that in another town might've lead into a dead-end courtyard instead leads into a major street, or snakes around buildings and back onto itself.

Rogues can attempt to hide the entire party by making a successful roll against half their hide in shadows score for each zone. Otherwise, the PC with the highest saving throw versus paralyzation must roll with successive penalties: In zone I, the penalty is -1; in zone II, a -2 penalty; zone III has a -4 penalty; and zone IV incurs a -6 penalty. No check is necessary in zone V, since the Sarex guards don't patrol that far, by order of Hrava itself. Also, the closer the group draws to the gate, the more excited Trictacalus becomes. It cannot contain its excitement and ignores the need for stealth. The PCs constantly need to remind it to keep quiet.

ZONE I: OUTSIDE THE COURTHOUSE

The trickiest part of the entire escape may be simply leaving the courthouse. If they can do so without alerting the guards, the rest of their trip may prove to be far easier. Of course, the DM is always encouraged to make life difficult for the PCs. . . .

As you sneak from the building, you see the very same Sarex patrol that set you up to take the fall for the crime last night! They haven't spotted you yet, but they glance toward the courthouse every other minute.

The Sarex expected the guards to lead the PCs from the courthouse moments ago, and they're starting to grow suspicious. The PCs have about three rounds before the patrol decides to go looking for them. At this point, the characters' whole concern should be getting away from the courthouse and the patrol without being seen. If the PCs managed to slip away quietly, it takes only a few minutes for the Sarex to realize that the PCs have escaped. Immediately, they sound the alarm and Sarex from all over Beldam pour out of their boltholes to find the characters.

If they're spotted, the Sarex move to attack and blow their whistles to summon their comrades. At the DM's option, if the PCs seem too far out of their depth, a Windlancer patrol comes to their aid. (The patrol consists of five 5th-level fighters and one 7th-level wizard.) They know that the PCs are innocent and are willing to help them this much, but they're not too happy about helping the modron judge. They've no love for the judge, who's sentenced a number of theirs to die over the years, and they're certainly not averse to turning it loose in the streets for the mobs to find. They don't want to aid a tool of chaos, which Trictacalus precisely is — whether the modron intends to be or not.

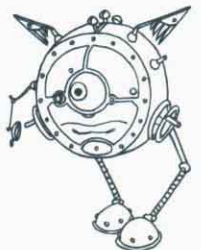
PCs who insist on returning to the prison to retrieve their gear need to sneak past or overcome three 5th-level Sarex fighters; everyone else is out looking for the characters and the judge.

ZONE II: BLEAKSHADOW

As the escapees enter this zone, they stumble across an old man sitting on a street corner. He's dressed in tattered robes and clothes that once might have been of fine quality. His arms are wrapped around his knees, and he rocks back and forth muttering under his breath. At the approach of the party, his head snaps back and he stares at them intently. His eyes seem to burn with an incandescent fire that illuminates his face and chest. As he looks up, Trictacalus sidles behind one of the PCs.

"Where is it?" demands the old man. "Where is the modron traitor, the killer of innocents, my wind-up toy? I smell its gears on you, I taste its oil in your sweat. It's somewhere near, I know it . . . and when I find it, I'll slag it so horribly its name will stand with Primus's as a truly unique modron! And I, I, I, Tharick Bleakshadow, Keeper of Bedlam, will be known as the one who elevated it to that status!"

During this whole speech, Bleakshadow has a clear view of Trictacalus — but he doesn't seem to notice it. As long as



something's between the modron and the senile mage, the Keeper can't see the decaton. Even a spear's haft prevents Bleakshadow's eyes from falling on the modron. The DM has to determine how well the PCs block the old man's view; role-playing should be emphasized here. (Otherwise, the PC with the highest Dexterity must successfully roll at a -2 penalty as they move down the street.) Regardless of how they do it, they're hard pressed to keep the modron completely out of Bleakshadow's sight.

As the PCs move away, Bleakshadow suddenly becomes a virtual ball of energy, careening all over the street. He pursues the party, appears in front of them, and stops to shake them every once in a while, incoherently raving all the while. He chases them for three city blocks before he gives up.

If Bleakshadow gets a glimpse of the modron, he's as good as his word — he levels a *lightning bolt* at it, followed by *Melf's acid arrow* and then a *flaming sphere*. He won't even leave a greasespot. He ignores the PCs entirely, focusing on the object of his obsession.

THARICK BLEAKSHADOW (PI/♂ human/M12/Xaositect/CN): AC 7 (ring); MV 12; hp 34; THACO 17; #AT 1; Dmg 1d2 (fist) or by spell; SZ M (6' tall); ML unsteady (7); XP 5,000.

S 8, D 10, C 9, I 17, W 7, Ch 8.

Personality: crazed, energetic.

Special Equipment: ring of protection +3.

Spells (4/4/4/4/1): 1st—*change self*, *color spray*, *shocking grasp*, *spider climb*; 2nd—*flaming sphere*, *invisibility*, *Melf's acid arrow*, *web*; 3rd—*blink*, *fireball*, *lightning bolt*, *suggestion*; 4th—*confusion*, *Evard's black tentacles*, *shout*, *solid fog*; 5th—*chaos*, *cone of cold*, *hold monster*, *telekinesis*; 6th—*eyebite*.

ZONE III: MISGUIDED PATROL

At this point, the PCs run across a patrol of four members of the Misguided. The other five members are scattered about, hiding until they're forced to leap into action; they lie in wait on the rooftops, in the darkened crannies of doorways, and behind the shadows of the twisted trees on the boulevards. The four visible bashers demand to know where the PCs are going with the modron judge in tow, and they won't let the group by without a very good explanation. Trictacalus won't speak up in its own defense, even if questioned directly; it shies away from the patrol and hides behind the PCs, duplicating the method used to escape from Bleakshadow. The Misguided only let the PCs pass if the party can convince them that they're acting for the betterment of the town — and that takes some doing with this skeptical patrol.

If convinced, the Misguided decline to actively help the PCs, but they do what they can to distract the Sarex from their pursuit of the fleeing judge.



WE GIVE MØBS
A BAD NAME.
— SEITH +HE SURGEON

ZONE IV: BARMY MØB

Though the party may elude the Sarex patrols successfully, they can't entirely avoid the mobs of irrational citizens milling through the town. While the PCs crept from street to street, the Sarex played on public fears to whip up some lynch mobs. Though it's exceedingly difficult for these folks to stay interested in anything for too long, the Sarex have appealed to their fears to motivate them.

Thus, unless the party sends out lead scouts, the PCs run smack into a group of Bedlamites. At the appearance of the characters, a huge shout goes up from the crowd, and it transforms into a mob. The PCs must turn tail and run to avoid being torn to pieces. If the party chooses to stand and fight, Trictacalus takes off for the gate on its own and is recaptured by the Sarex.

If the PCs flee, the mob pursues them feverishly. For the pursuit, the DM's encouraged to use the "Jogging and Running" optional rule from Chapter 14 in the *Player's Handbook* (2159). (The crowd has a collective Strength of 12, fueled by its rage.) If the Bedlamites can't catch up after several rounds, they slow down and track the PCs more carefully.

Any PCs unfortunate enough to be overrun by the mob suffer 1d6 points of damage per round as the crowd kicks and hits and bites 'em. The Sarex show up soon thereafter to drag the captured PCs off to their execution.

ZONE V: A+ +HE TOWER

The gate to Pandemonium (area 4) is usually avoided except by the maddest of the mad and those on their way to the howling plane. The Misguided often patrol this area, keeping an eye out for berks who stumble out of Pande-

monium with crazed stares, and for those who might stumble into the plane. Otherwise, the plaza around the gate's usually empty.

The PCs reach the gate ahead of the ravening mob and the pursuing guards. Just as they prepare to enter, the shadow fiend Hrava slides from the shadows. It reaches out silently and pats Trictacalus on the modron's metal head. The shadow fiend gives a ghastly, shadowy smile and waves the modron into the gate. Trictacalus's gears click and whir, and it sidles past the shadow fiend and through the gate. Then the shadow fiend turns to the PCs and says:

"Well done, my pawns. Well done indeed," speaks the voice inside your heads. "For your part in helping the modron escape, I grant you your lives. You don't know how helpful you've been."

If the PCs attempt to attack Hrava, it uses its *magic jar* power on the most intelligent character of the party and does its level best to escape shortly thereafter. It's not interested in a big battle; it has already accomplished what it needed to. The slight law achieved in Bedlam by installing a judge will now crash down spectacularly, drawing the city closer to chaos and thus closer to Pandemonium. The shadow fiend doesn't need to fight to prove itself.

HRAVA (shadow fiend): AC 9, 5, or 1; MV 12; HD 7+3; hp 38; THACO 15, 14 or 13; #AT 3 or 4 (when jumping); Dmg 1d6/1d6/1d8 (claw/claw/bite) or 1d6×4 (claw×4); SA surprise; SD darkness, immunities; SW light, turning; SZ M (6' tall); ML champion (16); Int very (12); AL CE; XP 2,000.

SA—gains surprise if not seen prior to attack; jumps 30 feet onto surprised victim and makes 4 attacks. In brightly lit areas, has AC 9, THACO 15, and suffers double damage from all attacks; in dimmer lighting, has AC 5 and gains +1 on attack rolls (THACO 14); in darkness, has AC 1, suffers half damage from all attacks, and gains +2 on attack rolls (THACO 13). Spell-like abilities: *darkness* and *fear* once per day, *magic jar* once per week.

SD—90% undetectable in dim light or shadows; immune to fire, cold, and electricity. SW—1d6 points of damage per level of caster from *light* spell; can be turned by clerics as "special" undead.

◆ EPILOGUE ◆

The PCs' first order of business, of course, is returning to Sigil with Bachalis's ash, which they can easily scoop up at the Pandemonium gate. They've got to find a way out of Pandemonium without going back through Bedlam — it's a sure bet the mob'd kill 'em if it got the chance. The PCs might have a very easy trip back to the Cage, or it might take them weeks.

The PCs might also try to sneak back into Bedlam and reach the gate through which they originally came to Bedlam. 'Course, a body trying to sneak back through town is just *asking* for trouble. Some folks in Bedlam have long memories.

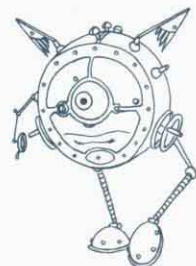
Any way the PCs return, Bachalis is pleased that they came back at all. He gives them the rest of their money, and, if they've returned in a timely fashion, offers them some extra work. But with his record of sending the PCs into dangerous situations, they might think twice about it.

The PCs don't really have a chance to strike back at the Sarex this time around, but they can certainly lay plans for later. The only way they can affect the shadow fiend is to publicize its presence; however, even that is unlikely to deter the plans the fiend has laid for these many years. Besides, in a city full of madmen, who's going to believe that a shadow fiend is playing them all for puppets?

If the PCs ever return to Bedlam, they'd best go in disguise. The people here may be peculiar, but many of 'em have perfectly fine memories, and they'll finger the PCs as the "art murderers" who terrorized the town in the past. The PCs have little chance to clear their names in this town; nothing holds onto an unproven idea like the mind of a complete raving lunatic.

PCs who didn't have a chance to recover their gear before escaping might well want to retrieve it soon. Chances are they've lost some important items, and if the party doesn't act quickly, all their possessions will be adorning the Sarex by the time they return.

As for Trictacalus — it's a modron wandering alone through the caverns of Pandemonium. It might meet up with the March again, in which case it'll be destroyed as a rogue. It might find itself in even more peculiar circumstances — powers know there's plenty for it to judge in the howling tunnels. The PCs might even run into this creature sometime later in their careers.



CHAPTER VIII: CAMP FOLLOWERS

*In which our Heroes discover the dangers of
Spells cast on the plains of the Abyss.*

◆ JUST THE FACTS, BERK ◆

NUMBER OF PCs: 4 to 6.

LEVELS: 6th to 9th.

PCs PREFERRED: Any, though those with some experience in the Abyss will fare better. Highly adaptable and versatile characters are recommended.

FACTIONS: Any. The PCs are randomly summoned with no regard for their specific talents or beliefs – a fact that may infuriate characters devoted to individual freedoms.

SYNOPSIS: The party is mistakenly summoned by a wizard following in the path of the March, and they're forced to serve as her guardians as she seeks knowledge locked away in the Abyss.

◆ WHAT HAS GONE BEFORE ◆

The modrons've just come from Pandemonium, where they wandered the screaming tunnels and scoured the first layer for an unusually long time. Eventually, they emerged from Pandemonium with their numbers severely depleted. They expect to lose even more as they enter the Abyss. Historically, the tanar'ri have practically lined up to take a piece out of the Modron March – the Abyss is almost as dangerous to the modrons as the chaos of Limbo.

The modrons have built up quite a little train of followers behind them. The Modron March's camp followers include sages, mages, priests, and simply curious berks. Most of them seek to learn more about the workings of the multiverse by studying the modrons on their Great March. By examining the modrons, these followers see how Law

adapts to a seemingly random universe (especially on the Chaos side of the Great Ring), and they try to apply those lessons to their own lives. Others use the same lessons to formulate ways in which to bring Law to ruin.

Of course, traveling through the Abyss on the heels of the Modron March is just as dangerous as being part of the March. Nothing can stop the tanar'ri from seizing an unwary berk and bearing him away for their own vile purposes – unless that body has protection. Three ways exist to ensure an individual can survive the terrors of the Abyss:

find someone strong and swear fealty to him in return for protection; come prepared with suitable guardians; or summon creatures to serve as protectors. A lot of mages prefer to summon.

THIS MODRON
GOES TO THE ABYSS.
SEE . . .

— THE BEGINNING
OF MANY
TANAR'RI JOKE

◆ DUNGEON MASTER'S NOTES ◆

It's no secret that the Abyss twists magic like it twists everything else. A mage should be glad when a spell takes effect without being utterly corrupted by chaos and evil. Just before this adventure begins, the wizard Taraere Illsmiser — a mage who's been following the March — casts a modified version of the *monster summoning IV* spell. She intends to bring powerful creatures to the Abyss to serve as her guardians while she embarks on a private quest of her own. The spell works correctly, for the most part; but instead of summoning "normal" monsters, the rogue summoning ensnares the PCs.

It's essential for the DM to keep track of time during this adventure, because the PCs' lives may well depend on it. See, the summoning spell

drags the characters to the Abyss and forces them to serve Taraere for a

day. The wizard thinks she'll have their aid for a much longer time.

Her modified spell was supposed

to compel the summoned creatures to a week's worth

of service, but since it captured more powerful

creatures than was intended, it pays in duration.

Taraere orders them to protect her in incredibly dangerous surround-

ings; the longer the PCs can delay her, the longer they

can avoid being exposed to the worst of the dangers the

Abyss has to offer. Thus, the DM should keep careful track

of the time and make sure the players know how long

they've got left as well.

The spell compels complete obedience from the PCs, but

they're only obliged to follow the most explicit instructions. The char-

acters have a fair amount of latitude in interpreting their orders. Of course,

if they stray *too* far from Taraere's intentions, the mage'll clamp down on them.

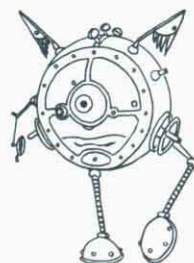
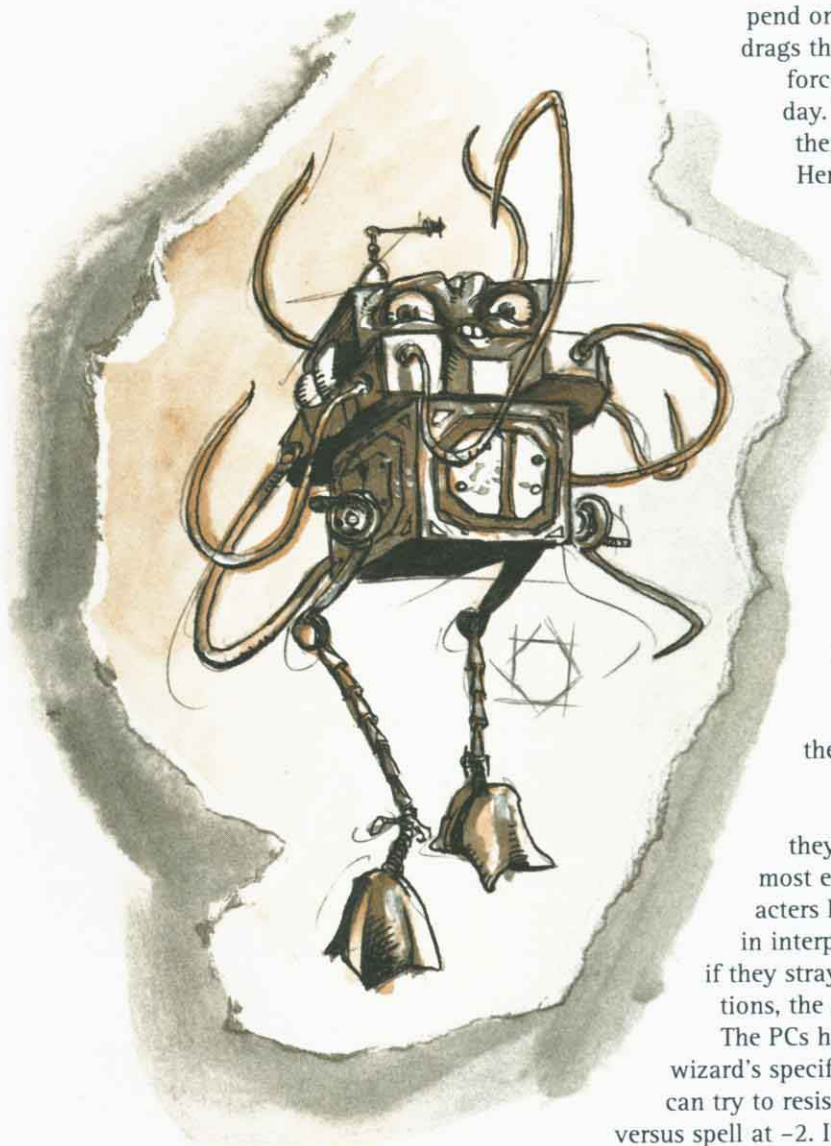
The PCs have no choice but to obey the wizard's specific instructions; however, they

can try to resist by making a successful save versus spell at -2. If they succeed, they avoid the

compulsion for 1d6 rounds, at which point they'll have to

make another attempt. It requires active concentration to resist a direct command, and the effort's mentally exhausting.

If the PCs die during the course of the adventure, their bodies disappear and return to the exact spot from which they were summoned. Being killed is definitely the least effective way to end the adventure, so even PCs who can't endure their service have to learn to suffer silently.



THE REAL CHANT



The first layer of the Abyss, the Plain of Infinite Portals, is often a battleground for tanar'ri seeking dominion over one another. The Fortress of the Fallen Stair has long been a focal point for many of these battles. The fortress has changed ownership so many times over the millennia that no one can even count the number of masters it's had.

Right now, the citadel suffers under the command of three separate bands of tanar'ri, each working furiously to expel the others.

Chant is that a cache of magical documents was hidden in a vault underneath the fortress when it was built.

The truth of this has been dark for so long that it's merely a whisper among collectors of antiquities. Taraere Illsmiser is such a collector, and since the March happened to be passing so near the fortress, she decided this was the perfect time to explore it. She just requires some powerful guardians, and she's got exactly the spell to summon them.

SEQUENCE

1. When the PCs leave the confines of the Cage – for whatever reason – they're caught by a summoning crystal that appears unexpectedly and snares them in its crystalline clutches.
2. After a dizzying ride through the planes, during which they see scenes of massive destruction and horror, the characters are deposited in the Abyss at the feet of the mage Taraere Illsmiser.
3. The mage tells the PCs that they're now working for her, and they find that they've no choice but to obey her. They know they have exactly one day before they're free. They have some latitude of action and free will, as long as it doesn't directly contradict what the mage tells them.
4. Taraere leads the PCs to one of the fallen fortresses in the Plain of Infinite Portals, a massive iron affair that's been eternally contested for by tanar'ric armies. She's looking for a book of lost knowledge and knows only that it lies in the lower reaches of this fortress.
5. After many trials and tribulations, the PCs reach the vault of the fortress – and find an arcanaloth removing the book. Taraere demands the PCs take it from the arcanaloth. If the party has delayed long enough, they vanish and leave the mage to deal with the arcanaloth on her own.

◆ IT BEGINS ◆

As is so often the case in planar adventures, the PCs' current location doesn't matter as long as they've traveled outside of Sigil for some reason. As they walk along, they're overtaken from behind by a glowing spell crystal.

It's an ordinary day until something slams into your backs with the force of an angry proxy, leaving you stunned and breathless. When you open your eyes, you find yourselves surrounded by walls of crystal, through which many-faceted confines you see a blur of planar scenes rushing by you. You've been snared by a spell crystal!

As you watch, nightmare sights unfold before you. Madmen stalk children through darkened hallways and fiends struggle in vast baths of blood and gore. You witness the unholy betrayal of a friend and a long fall from grace – and then you realize that you're bound for either a very nasty prime-material world or the Lower Planes. As the light filtering into the crystal becomes ever more fractured and chaotic, as the scenes become grimmer and ever more cruel, the certainty creeps into your mind that you're headed straight for the Abyss.

Unless the PCs have access to a *limited wish* or *wish* spell, they're trapped. No other method can free them from the crystal.

The crystal seems to gather speed, or perhaps you're simply drawing closer to your destination. The flickering images blur by so quickly that you can't identify them, although the sudden queasiness you feel makes you think that not being able to see the horrors outside might be a blessing.

With a sudden lurch, the crystal dissolves around you, and you find yourselves standing befuddled on the Plain of Infinite Portals. The ground bakes under the sluggish red sun that hangs in the sky. Vast gaping pits defile the landscape, and ruined towers stand sentinel over the jagged terrain. You also spot the Modron March vanishing into the distance.

Standing before you is a plane-touched woman of average appearance, whose clothes bear the signs and sigils of a spellcaster. Her hair is the color of blood, and her eyes flash with darkness instead of light. She glances at you and says, "Not quite what I was expecting, but casting spells in the Abyss comes with its own disadvantages."

Any PCs who attempt to attack her are suddenly struck immobile until they abandon that notion. Not even a Cipher can oppose the force of this spell. Before the PCs can even begin to ask questions, the woman speaks to them:

"My name is Taraere Illsmiser. Call me Taraere, please – no need to stand on ceremony, my friends. I'm sure you're wondering what you're doing here. Well, to be honest, I was trying to summon some servants with a spell I designed myself, especially for the Abyss. It didn't work

quite as I expected, but I suppose one takes what one can get in a place such as this, don't you think?

"Well, maybe this will work out for the best. You all look tolerably competent with your swords and little magical items. Adventurers, right? You should appreciate my summoning, then — I've got an exciting quest for us.

"Of course, since I summoned you, you're completely under my command and thus subject to my will. You wish for proof? Very well — I command you all to join hands and march in a circle!"

The PCs find that they are, indeed, compelled to obey her commands. If they test the limits of the compulsion, use the guidelines above under "Dungeon Master's Notes." Eventually, they're all forced to march. She stops them and continues.

"Now that we've resolved that unpleasantness, let's get down to business. We've got an extremely dangerous mission ahead of us, and while I do apologize in advance to anyone who dies along the way, you simply don't have any choice in the matter. Now, I intend to give you some latitude in your actions, as long you don't try to harm me or interfere with my plans. If you do, I'll simply compel you to straighten up. I'd prefer it if you acted of your own free will; after all, if I'd wanted zombies, I'd have created some myself and saved the bother of memorizing and casting such a powerful spell.

"You'll be with me for a week, after which you'll be sent back to wherever you were before. Any questions?"

When Taraere says that they're under her control for a week, the certain knowledge appears in the PCs' minds that the spell's truly effective for only one day. That's the flaw that'll save them, if they're clever.

The wizard answers their questions honestly and frankly; she has nothing to gain by lying. Basically, she's called the PCs to protect her from danger and help her succeed with her quest.

TARAERE ILLSMISER (Pl/♀ tiefling/M12/NE): AC -2 (ring, bracers, Dex); MV 12; hp 34; THACO 17 (13 with dagger +4); #AT 1; Dmg 1d4+4; SA spells; SD tiefling abilities; SZ M (6' tall); ML champion (15); XP 6,000.

Notes: Illsmiser has an extensive collection of spells and magic, and she's not hesitant about using them on her enemies.

SD—infravision 60', suggestion 1/week, invisibility 2/week, mirror image 1/day, suffers only half damage from electricity, +2 saving throw vs. acid.

S 9, D 15, C 12, I 18, W 12, Ch 10.

Personality: Illsmiser is overconfident, greedy, and imperious. She backs down to no one and no threat, especially while she has the PCs' strength to back her up.

Special Equipment: amulet of life protection, bag of holding, bracers of AC 2, dagger +4, ring of protection +3, slippers of spider climbing.

Spells (4/4/4/4/1): 1st—burning hands, magic missile, read magic (×2); 2nd—continual light, detect invisibility, knock, ray of enfeeblement; 3rd—fireball, haste, secret page, wind wall; 4th—confusion, illusionary wall, polymorph other, wall of ice; 5th—cone of cold, domination, feeblemind, telekinesis; 6th—monster summoning IV (already cast).

IN+⊕+THE ABYSS

"No time like the present, my fine friends," she says. "We're off to the Fortress of the Fallen Stair. We're looking for an original copy of the Mors Mysterium Nominum, a book that includes the true names of dozens of tanar'ri. I've heard that it's located in the vault of the fortress, and I've got a sketchy map of the way there, so it's there that we go. Shall we? Come along."

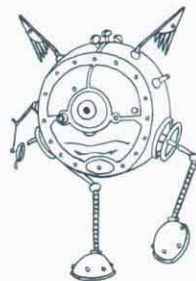
Obligated to travel with her, the PCs are also compelled to pack up her tent and carry her belongings like pack mules. The mage leads them across the shattered plain to one of the crushed iron fortresses not far distant — at least, it doesn't seem distant.

The trip to the Fortress of the Fallen Stair is a small adventure in itself. Sinkholes wait in the sand for unwary travelers. Stands of viper trees dot the way, hissing menacingly and striking out at those who draw too near. A swarm of varrangoin threatens the party, then takes off in search of tastier prey. The group even attracts the interest of a few tanar'ri as they hurry past, on their way to another engagement. A pair of vrock's swoops down to investigate, and unless the PCs display overwhelming force immediately, the vrock's attack.

VROCKS (tanar'ri, true) (2): AC -5; MV 12, Fl 18(C); HD 8; hp 47 and 52; THACO 13; #AT 5; Dmg 1d4/1d4/1d8/1d6/1d6; SA spores, screech, first attack; SD +2 or better weapon to hit, never surprised, immunities; MR 70%; SZ large (8' tall); ML fanatic (17); Int high (13); AL CE; XP 19,000 each.

SA—Spores: once per three melee rounds, can spray opponents; automatic hit within 5', 1d8 damage + 1d2 damage per succeeding rounds. In 10th round, victim immobilized unless spores killed by *bleed*, *neutralize poison*, or holy water. Screech: once per battle, vrock's screech deafens all within 30', stunning for 1 round (successful Con check to avoid). Their speed also allows them to strike first in any combat round. Spell-like abilities: *darkness 15' radius*, *detect invisibility*, *detect magic*, *dispel magic*, *infravision*, *mass charm*, *mirror image*, *telekinesis*, and *gate* (2d10 manes, 1d6 bar-lgura, or 1 nalfeshnee, 50% chance).

SD—half damage from cold, magical fire, gas, silver weapon; no damage from electricity, nonmagical fire, poison.





In the distance the PCs spy an army of tanar'ri laying siege to the rusted hulk of a broken tower. Flares of brilliant magic and the thunder of explosions constantly roll across the plain. On the horizon, the PCs see a tremendously huge figure with a tiny head poking in the dirt with an immense bronze sword, idly stirring up a nest of winged serpents that're easily the size of large ocean-going vessels. It's just another day in the Abyss.

Now, this trip's not entirely a bad thing: Taraere's been following the Modron March for quite a while, and to pass the time she'll gladly pass on some of the things she's learned about the modrons. If the PCs set aside their anger, they can learn a few facts that may help them later on — and that they can certainly sell on Sigil's streets.

Finally, Taraere and the heroes reach the Fortress of the Fallen Stair, a twisted and toppled tower that creaks dangerously as it looms over the PCs. Preposterous angles and distorted perspectives create vertigo in those who look at the tower for too long. It's impossible for a normal body to determine its exact dimensions, and even the fiends aren't entirely sure where the structure begins and ends.

◆ BUILD-UP ◆

The Fortress of the Fallen Stair has a long and not-so-illustrious history. Long ago, it served as the home of tanar'ri bloods who later went on to become Abyssal lords; since then, the superstition's developed that whoever controls the fortress'll become a lord as well.

Now, belief on the planes is a powerful thing, even in the Abyss. The tanar'ri fight hard to control this small patch of turf, *knowing* that whoever controls this iron wreckage has proven himself a tough basher, a cutter nobody in their right minds'd mess with — and therefore strong enough to become an Abyssal lord. As far as the tanar'ri are concerned, that's strong enough to make the legend a self-fulfilling prophecy.

Here's the true dark: This place really *is* a testing ground, but not in the way the warring tanar'ri think. The Abyssal lords closely watch the combatants to see who's got the potential to take 'em on, and thus they determine which fiends they should eliminate before those bashers grow too powerful. The lesser tanar'ri who rise too high too quickly find themselves the victims of unfortunate



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YOUR OBSEQUIOUS MANNER

MAKES ME
WANT + TO KILL YOU.

— A TANAR'RI OF THE
FORTRESS, FINDING
ANOTHER EXCUSE

"accidents." 'Course, most tanar'ri don't realize this; they believe that the tower's simply an exceptionally good place to show their power.

The map shows tunnels that end in question marks. Taraere knows these passages ain't the right ones, and she steers the PCs away from them as the group presses downward toward the tome in the bowels of the fortress. If the PCs choose to come back to the Fortress of the Fallen Stair at some point, the DM may expand these questionable areas for further adventures.

In a few places the party has a choice of direction, and Taraere allows the PCs to choose their path in those cases. She knows a general route to the library, but it's not entirely mapped out — and she's willing to trust the instincts of trained adventurers to take the right course.

ENTRANCE HALL

The massive outer door to the fortress stands wide open, seemingly daring a body to enter and brave the dangers within. Just inside, a massive but empty chamber offers the first of many choices: six doors lead out of this room, including the main entrance the PCs just used. Each of the doors has a horrible leering face imprinted on it; some of them are carved in iron and bronze, while others glow with spectral energy and baleful forces.

After some consideration, Taraere points out two doors. She says, "It's one of those two, but I don't know which one. One of you must open it."

She points out two vastly different doors. The first door, limned in blue light, shows a mewling child with eyes that seem to reflect vast experience. The second, carved in wood that resembles bloodied oak, bears the face of an armanite tanar'ri in exquisite pain.

The child-faced door leads to a guardroom. This door is warded with a *wizard lock*, cast by a 10th-level mage. See "Guardroom," below.

The armanite door leads to the torture chamber. The torture chamber's door contains a trap that sends a jolt of electricity surging through the first berk to touch it (4d6 points of electrical damage, save versus spell for half damage). A thief checking the door for traps can find it with a successful find/remove traps roll at a -15% penalty. See "Torture Chamber," below.

GUARDROOM

A small group of battered and exhausted armanite tanar'ri rests here before heading out to the Abyss again. The armanites've lost all hope of gaining power in the Fortress of the Fallen Stair. Though they live for combat, they found the competition too rough for their liking, and they're glad to have made it this far on their way out. They're using this room to regroup and heal.

Of course, with the appearance of the party, the armanites prepare themselves for action again. They're not eager for combat in their bedraggled state, and if they're presented with a show of overwhelming force, they'll back

down. Approached strongly, the armanites will provide a basic description of some of the areas in the fortress. They speak of the Arena in which they came to fight to prove their worth. Taraere recognizes the Arena as one of the locations on her map, and she immediately orders the PCs to leave this room and head back to the main entrance. The armanites have no desire to follow the party and inflict revenge; they figure that allowing the group to descend farther into the fortress is the best possible vengeance.

If the party looks weak, however, the armanites happily attack the PCs to console themselves over their failures in the fortress. If the PCs attack, the armanites fight to the death — better eternal dissolution than slavery to a group of mortals. They carry nothing of value other than their battered war-gear.

ARMANITES (tanar'ri, lesser) (6): AC 2; MV 18, Fl 18 (C); HD 5; hp 15, 14, 11, 10, 9, 7; THACO 15; #AT 3; Dmg 2d6/2d6 + 1d8 (long swords); SA spark bolts, crushing hooves; SD +2 or better to hit, half damage from cold, magical fire, gas; immune to electricity, nonmagical fire, poison; SW 3d6 points of damage from holy water; SZ L (10' tall); ML elite (13); Int average (9); AL CE; XP 2,000 each.

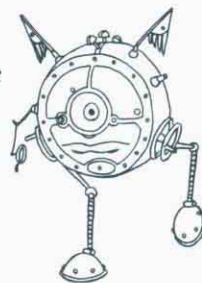
SA—Spark bolts cause 2d8 points of damage, save for half damage; three armanites have light crossbows to use their spark bolts. Crushing hooves: On a roll of 20, an armanite can crush a shield (75%) or a breastplate (25%), reducing target's AC by 1.

Personality: half-cowed but still belligerent.

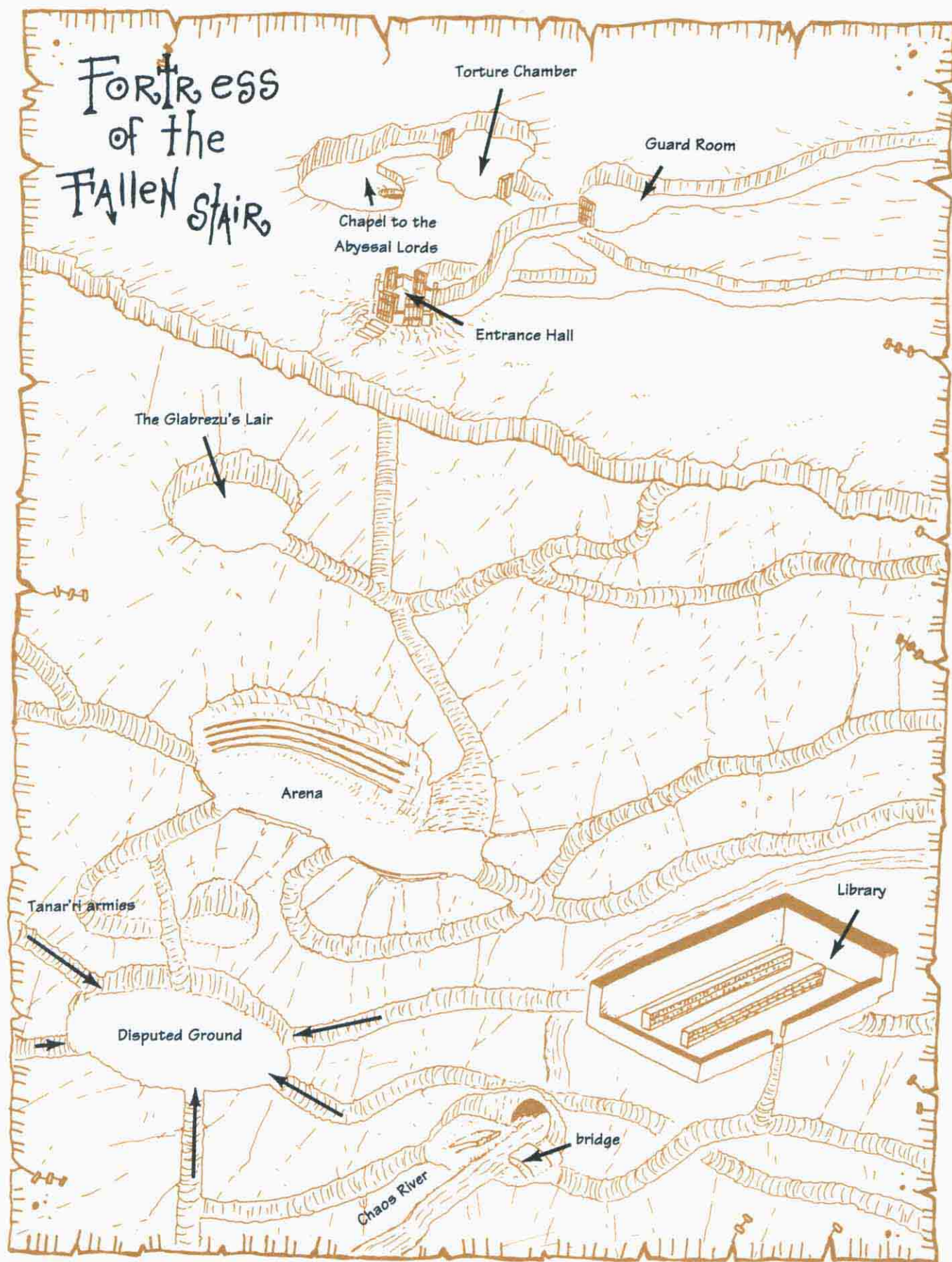
TORTURE CHAMBER

The armanite door in the main hall leads to this frightening and horrible place, terrifying even (or perhaps especially) to a fiend. The room's filled with tables, their lengths, shapes, and straps suggesting that they were built to hold all manner of twisted and powerful creatures. Aside from the mundane interior-spiked helmets, thumb-screws, scalpels, and razors, the room also holds an impressive array of holy items swaddled in cloth. It seems that this room obviously functions as a frequently used torture chamber — or a purification place, depending on a body's point of view.

PCs wishing to take the holy items with them find the symbols of major good-aligned powers (DM's choice) and five vials of holy water. Nonbelievers touching the symbols without some protection suffer 1d10 points of damage as the power senses the heretics holding the relic. Wrapped holy symbols cause no damage.



Fortress of the Fallen Stairs



LORDS' CHAPEL

This obscene chamber is a testament to the Abyssal lords who rose to power by taking control of the Fortress of the Fallen Stair. Effigies, portraits, sculptures, tapestries, and other dubious works of art line the walls and litter the floor in a strange, orderless display. A body versed in Abyssal lore realizes that these are all tanar'ri who've ascended to the ranks of the Abyssal lords. Each of these works bears the unmistakable stamp of the represented fiend; that is, they've all created their own monuments to stand here. This portrait gallery of sorts depicts the power a body can earn by brutality and cunning. Each piece of art shows the lord in its moment of triumph, which're without exception scenes of phenomenal cruelty.

Anybody can remove these pieces. However, a berk foolish enough to tamper with an effigy draws the wrath of that particular Abyssal lord; the DM's encouraged to design an appropriate punishment for the offender.

Taraere insists that the way down into the depths leads from this room, although it's not immediately apparent. A thorough search reveals a tunnel leading straight down underneath an altar carved of bone and sinew. The shaft's gravity lies toward the outer edges, so a body can move down the tunnel without falling. However, the fiends who built this place wanted to see people crawl, and so only those who squirm wormlike down the vertical walls stick to 'em. All others fall 200 feet, suffering 20d6 points of damage unless they're anchored by ropes or can fly.

The tunnel leads down to a crossroads and the PCs have a choice of going left, right, or straight ahead. Taraere knows the left path leads away from the underground vault, but she allows the PCs to choose whether to go right or straight ahead.

THE GLABREZU'S LAIR

The right passage leads to a door warded with strange runes and sigils, glowing with trceries of power. The door can be opened with a simple *knock* spell, revealing an egg-shaped chamber. The room's empty but for the fiend Narithulitan, who sits bolt upright as the party enters.

"You," the glabrezu hisses at Taraere. "You bound me a century to your whims, you tormented me, and at the end of that time you slew me and forced me back here. Yet now you dare to walk into the heart of my power? You must be truly foolish, mortal."

Taraere responds, "Foolish? I think not. Minions – slay this thing."

If the PCs don't leap to action immediately, Taraere makes it a more direct order and they feel their limbs jerking to obey. The glabrezu, in turn, thrusts itself into battle by casting a *power word, stun* on the strongest-looking member of the party and then clawing at the nearest spell-

caster. It will fight until dead; its hatred for Taraere knows no bounds.

The glabrezu is an extremely powerful opponent. To grant the PCs a chance of survival, the DM may allow a wizard character to notice (Intelligence –2 check) that the runes on the door keep it trapped here. Taraere definitely wants the fiend dead but she desires the magical tome more. The PCs can convince her that this battle will only sap their strength and lower her chances of retrieving the book; if they simply back out and shut the door, the glabrezu can't follow.

NARITHULITAN (tanar'ri, glabrezu): AC –7; MV 15; HD 10; hp 63; THACO 11; #AT 5; Dmg 2d6/2d6/1d3/1d3/1d4+1 (pincer/pincer/claw/claw/bite); SA spell-like powers; SD immunities; MR 50%; SZ H (15' tall); ML fanatic (17); Int exceptional (15); AL CE; XP 12,000.

SA—Spell-like powers, at 10th level of use: *burning hands, charm person, confusion, darkness 15' radius, detect magic*, (always active), *dispel magic, enlarge, infravision, mirror image, power word stun* (7 times/day), *reverse gravity*, and *true seeing*. Once per day, can gate in one greater tanar'ri with a 50% chance of success.

SD—half damage from magical cold, fire, or gas; no damage from normal acid, cold, or fire, electricity, gas, poison, and silver weapons. Immune to weapons of less than +2 enchantment.

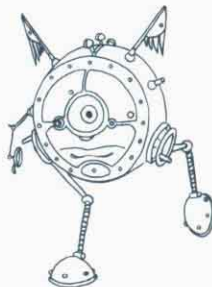
Personality: obsessed, driven, hateful.

ARENA

One of the bloodiest and therefore most populated spots in the Fortress of the Fallen Stair is the Arena, a vast chamber of sand and muck surrounded by seats for the spectators. A whirling cascade of razored shards fills the ceiling above the sandy floor, a maelstrom of death for anyone foolish enough to fly into it.

When the PCs arrive, the Arena's filled with onlookers who avidly watch the contest below. A marilith, all six arms wielding weapons, fights against a pair of vrocks. The vrocks' well-disciplined team works together to keep the marilith off balance, although they're hampered by the lack of flying room. Her six arms can barely keep their attacks at bay, but she seems to be holding her own. Clearly, it's a close match.

Not all the attendees are tanar'ri; some humans, tieflings, and even elves intently watch the battle. None take especial notice of the party, enthralled by the contest below. If the PCs ask anyone what's going



LE+ ME GE+ +HIS S+RAIGH+ —
YΘU WANT+ US +Θ
A++ACK AN ARCANALΘ+H.
JUS+ BECAUSE YΘU SAY SΘ?

— A SUMMONED BASHER,
JUS+ BEFORE +HE SPELL
WΘRE ΘFF

on and why the spectators aren't attacking each other as well, they're told that the Arena's neutral ground, respected by all in the fortress. The current combatants fight over possession of a particular room.

Taraere insists that they push ahead — and that means crossing the Arena's sandy floor to reach the exit on the far side. (The two combatants ignore the party, too involved in the battle to care about them.) The floor of the Arena holds some surprises; patches of quicksand dot the place here and there, sucking a body down if she's not careful. If a cutter steps into a patch of quicksand (Wisdom check at a -4 penalty to avoid), she can make a single open doors ability check to resist. Otherwise, she'll go under in a round unless her comrades pull her out. For sods who go under, use the "Holding Your Breath (Swimming)" rules from Chapter 14 of the *Player's Handbook*.

DISPUTED GROUND

If the fortress has a flipside to the Arena's peace, it has to be this cavern. Six passages empty into this area, and five of 'em constantly spill tanar'ri gangs into the room, eager to shed each other's blood. See, whoever controls this room dictates who can reach the Arena from the lower levels of the fortress, and that's a prize no would-be high-up can ignore. That's why their minions contend against each other here, wasting their lives pointlessly in an attempt to control a small stretch of land.

The fighting never dies down, so the PCs must cross the cavern while avoiding the clashing hordes of tanar'ri that lash out at anything that moves. Most of the fighters are dretches and manes, but a few maurezhi and cambions lead the battles as well. A body who sticks close to the walls should have a fairly easy time of it — except, of course, near the five entrances. The high-ups send in wave after wave of reinforcements, and a body trying to get past one of the entrances'll have to time it just right. Getting across the mouth of the passageways unmolested requires a successful Dexterity check (at a -3 penalty) from each party member. The PCs must each make one check per entrance. As they exit the room, they simply have to flatten themselves against the passage walls to avoid the rushing masses of tanar'ri. The fiends ignore the mortals in favor of more tempting targets.

A body who fails the Dexterity check automatically suffers 2d10 points of damage and has to make another Dexterity check at a -6 penalty to crawl out from under the trampling feet of the combatants. Each failed check means another 2d10 points of damage.

CHAOS RIVER

The next chamber holds an impressive sight: A river of pure chaos-matter flows through the center of the room, dissolving everything in its way. The remains of a bridge still hang on either side, but its bulk has long since crumbled into the chaotic sludge below. Taraere demands that the PCs find a way across.

The river quickly eats away at a rope tossed across its expanse, and the amount of primal chaos interferes with magic like Limbo's soup. The wizard must make an Intelligence check for every spell cast; a failed check sparks a magical wild surge. Also, spells cast in this room have a 70% to change from their intended result due to the confluence of the chaos river and the Abyss' own magic-warping effects.

The characters should realize that the only way to cross the chaos river is to treat the stuff like they'd treat Limbo's chaos. At least one character must attempt to shape the chaos into something manageable; see page 65 of this book for more details on chaos-shaping. It takes two rounds for one character to cross the river, and the created path lasts for 1d4 rounds, allowing the rest of the party to follow behind the shaper. Note that this river is more volatile than most chaos-stuff, causing 2d6 points of damage per round to a sod who doesn't know the dark of chaos shaping.

◆ CLIMAX ◆

At long last, the PCs squeeze down a tiny sloping corridor to the library-vault of the Fortress of the Fallen Stair. The musty library stinks of dank rot, and it's just the sort of place a body'd expect to find bookworms and rot grubs. Fortunately, neither of those things infest the books. Unfortunately, something much larger and far more dangerous peruses the stacks: an arcanaloth. Even worse, it clutches a large leatherbound book (about the size of a humanoid body) with the title *Mors Mysterium Nominum* engraved on the front.

Taraere is outraged, and she demands that the arcanaloth surrender the book at once. The arcanaloth



unfazed by her demand and the demeanor of the PCs, no matter how threatening they appear. The fiend suggests that she treat it with more respect. Taraere and the arcanaloth settle down to negotiation – if a body could call Taraere’s screaming imprecations “negotiation.” The arcanaloth responds to her rants with cold amusement (although the gleam of its eye suggests that it finds her less amusing the longer she goes on).

At this point, the PCs know that the spell binding them to Taraere’s will won’t last much longer. If they’re canny cutters, they can draw out the negotiations by offering various prizes to the arcanaloth and by trying to calm Taraere down. Eventually, of course, the mage orders the PCs to seize the book from the arcanaloth by any means necessary. If the PCs delayed her long enough (DM’s call), they escape without fighting the arcanaloth. Their world suddenly blurs around them, and as they fade, they see a look of sheer malevolent joy cross the arcanaloth’s face and hear a despairing cry from Taraere. After a quick journey, they’re deposited back on the road where they were captured by the crystal.

PCs who want to test themselves against the arcanaloth might throw themselves into battle immediately. The arcanaloth uses primarily defensive spells to fend them off, since it somehow also knows that the PCs are on a time limit. It’s simply not interested in them, and it knows that Taraere will be at its mercy if it can just stall the PCs long enough.

VILINATHRAXES (Pl/♂ arcanaloth/HD 12+24/NE): AC –8; MV 12, Fl 18 (B); hp 103; THACO 7; #AT 3; Dmg 1d4/1d4/2d6 (claw/claw/bite); SA spells, poison; SD +3 or better weapons to hit, can’t be surprised on Lower Planes, immunities; SW cold; MR 60%; SZ M (6’ tall); ML champion (16); Int supra-genius (19); XP 20,000.

SA—has spells as a 12th-level mage; poisonous claw attacks inflict cumulative, permanent –1 penalty on foe’s attack roll unless negated by *bleed*, *neutralize poison*, or *slow poison*. Spell-like abilities (1/round, at will, unless noted): *advanced illusion* (1/day), *alter self*, *animate dead*, *cause disease* (reverse of *cure disease*), *charm person*, *continual darkness*, *control temperature* (10’ radius), *fear* (1/day), *fly* (unlimited duration), *gate* (1/day; 1d6 mezzoloths, 1d2 dergholoths, or 1 arcanaloth; 40% chance of success), *heat metal*, *improved phantasmal force*, *invisibility*, *magic missile*, *produce flame*, *shape change* (any humanoid form), *telekinesis*, *teleport without error*, and *warp wood*.

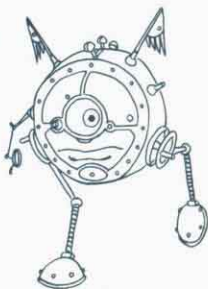
SD—immune to mind-affecting spells; no damage from acid, fire, iron weapons, or poison; half damage from gas; 19 Intelligence grants immunity to 1st-level illusions.

SW—double damage from cold.

Personality: suave, assured, confident.

◆ EPILOGUE ◆

The arcanaloth doesn’t have to kill Illsmiser for her presumption. Indeed, it may take a fancy to her and perhaps even keep her as a pet. If she ever encounters the PCs again, she’ll be a vastly changed person – for the worse. She’ll still bear a grudge against the characters for abandoning her when she most needed them, even though it was her spell that failed. She’ll have concocted a scheme for revenge that’d make her arcanaloth master proud. Hell hath no fury, indeed. . . .



In which the modrons take an old Path on their March and stir up new Trouble for the heroes.

CHAPTER IX: SIDETRACKED

◆ JUST + THE ◆ FACTS, BERK ◆

NUMBER OF PCs: 4 to 6.

LEVELS: 6th to 9th.

PCs PREFERRED: Planar characters unfamiliar with the Prime Material Plane suit this adventure best.

FACTIONS: Any. A Guvner character would provide an easy impetus to this adventure.

SYNOPSIS: The modrons use a long-forgotten portal on their March, and the PCs are hired to follow along and discover where it goes.

◆ WHAT HAS GONE BEFORE ◆

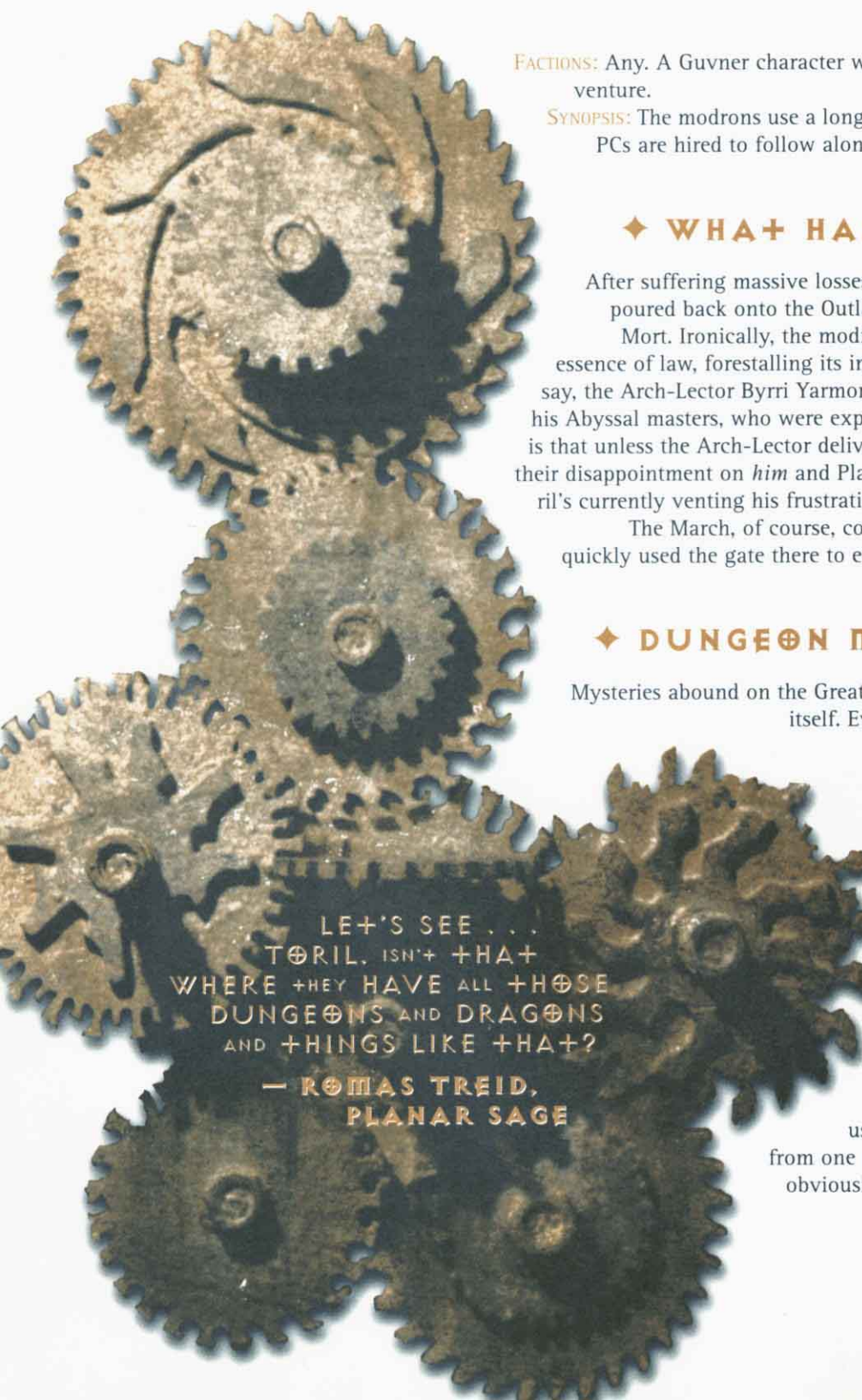
After suffering massive losses, the March finally exited the Abyss and poured back onto the Outlands by way of the gate-town of Plague-Mort. Ironically, the modrons' presence infected the town with the essence of law, forestalling its imminent slide into the Abyss. Needless to say, the Arch-Lector Byrri Yarmoril is highly displeased by this, and so are his Abyssal masters, who were expecting the influx of new territory. (Chant is that unless the Arch-Lector delivers the town soon, the tanar'ri'll take out their disappointment on *him* and Plague-Mort will need a new ruler.) Yarmoril's currently venting his frustrations on travelers to the gate-town.

The March, of course, continued across the Outlands to Curst and quickly used the gate there to enter Carceri.

◆ DUNGEON MASTER'S NOTES ◆

Mysteries abound on the Great Road, not the least of which is the Road itself. Everyone knows that the Great Road comprises a series of paths and portals that link the Outer Planes. But the Road ain't just a simple string of permanent gates leading from plane to plane. Fact is, while bloods know the main gates, lots of other connections link the planes through all sorts of strange venues. No one can remember them all, and some have been deliberately forgotten.

Case in point: the current Modron March. As the automatons make their way around the Great Ring, they use every kind of portal and path to travel from one place to another. From the Outlands they obviously use the gate-towns, but other links are



LET'S SEE . . .
TØRIL. ISN'T +HA+
WHERE +HEY HAVE ALL +HOSE
DUNGEØNS AND DRAGØNS
AND +HINGS LIKE +HA+?

— RØMAS TREID,
PLANAR SAGE

more obscure. When the modrons move from Carceri to the Gray Waste, they use a previously unknown portal out of Carceri. Not surprisingly, cutters all over the planes want to know where the modrons have gone, and if they've discovered (or rediscovered) an easy way to pass from Carceri to the Waste. Note that information about this particular portal is more valuable than most; gates out of Carceri are scarce, and many bloods'd pay a fair amount for a reliable way of escaping the Red Prison.

THE REAL CHAN+

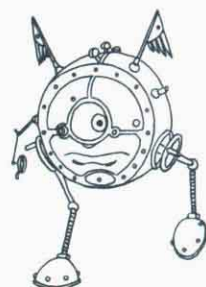
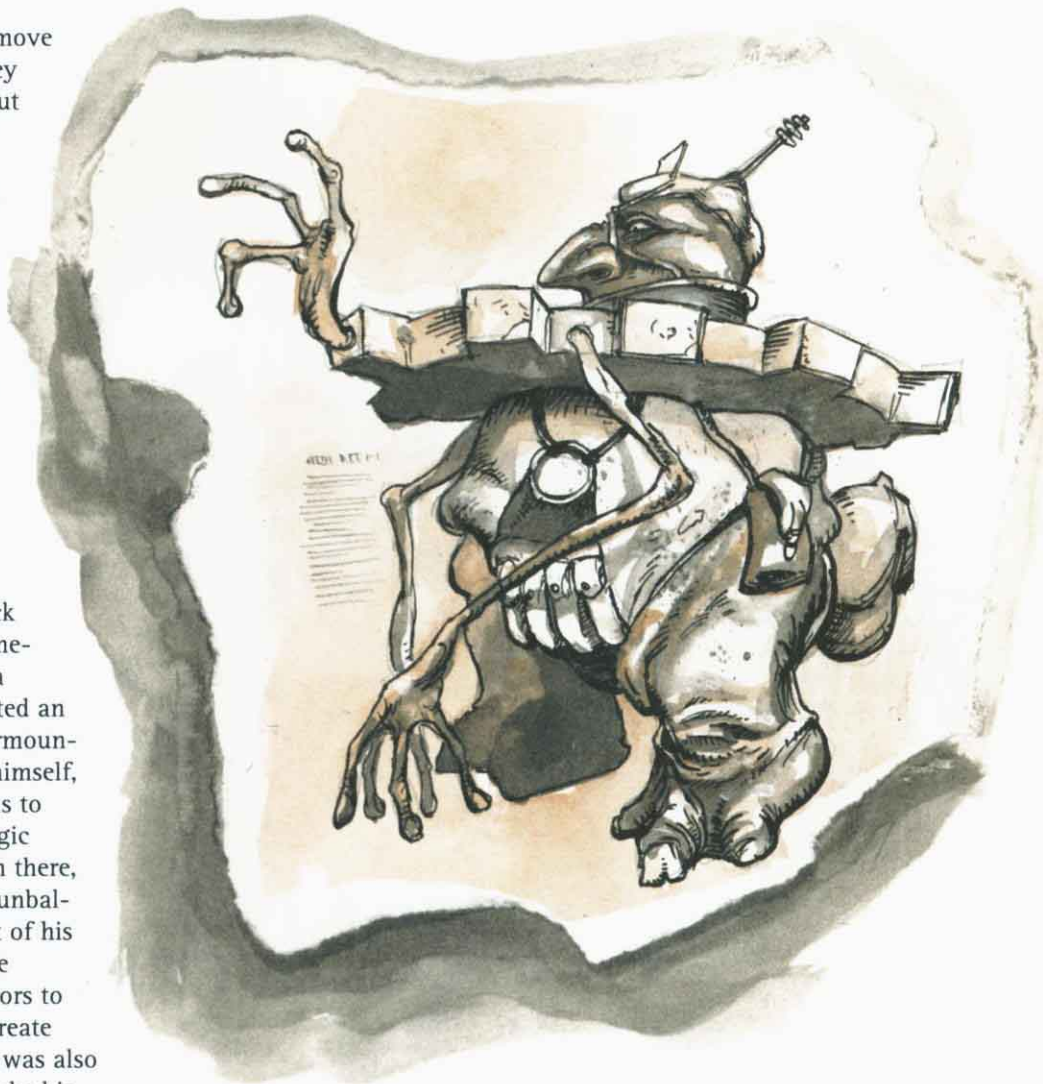
The dark of the portal stretches back many centuries and involves a prime-material world called Toril. There, a barmy wizard named Halaster created an underground complex called Undermountain. An experienced planewalker himself, Halaster filled the place with portals to other planes by using powerful magic found only on Toril – and not even there, anymore. Because Halaster was as unbalanced as they come, however, most of his portals lead to the Lower Planes. He *wanted* fiends and other nasty horrors to infest Undermountain in order to create the ultimate labyrinth of terror. He was also looking for servants to help him make his dungeons bigger.

'Course, no self-respecting fiend would willingly volunteer to sit in somebody's dungeon forever, just waiting for clueless sods to stumble along so it could put them in the dead-book. Even more certainly, none would agree to become some Prime wizard's slave. But a few leatherheaded lower-planar creatures did stumble unwittingly into Undermountain, and Halaster traveled the Lower Planes and used his spells to bind even more to his will. Thus satisfied, Halaster returned to his little dungeon and no longer roamed the planes. Planars forgot about the silly berk and his sodding portals – which remained open.

But modrons never forget, and those on this particular March decided to use a portal on Carceri that leads to the prime labyrinth and from there pass through a portal to the Gray Waste.

By this time, everyone's gotten used to the unusual Modron March, but it still draws a lot of folks' attention. It especially intrigues cutters who've tumbled to the fact that the modrons have secret information – and knowledge is power, as every planewalker knows. So when high-ups across the planes realized that the modrons were entering an unfamiliar portal, they marshalled their forces to learn the dark of it.

In this adventure, it's important for the DM to emphasize that planar characters won't know anything about a lot of common prime-material threats. In fact, the entire idea of a traditional "dungeon crawl" should be totally alien to them. Remind the players to modify their characters' behavior accordingly.



SEQUENCE

1. Whether they're hired or go on their own initiative, the heroes leave the Cage to investigate the portal the modrons used to leave Carceri.
2. Arriving on Carceri, the heroes encounter an Anarchist gone stag (no, that's not redundant) named Aach. She helps them reach the portal on another of Carceri's orbs.
3. Slipping through the portal, the PCs find themselves in an underground maze. They encounter a guardian vampire and a drow priestess who – if treated courteously – tells the PCs where they are.
4. After dealing with some nasty traps and monsters, the PCs discover the gate that the modrons used to move to the Gray Waste – and it's closing.
5. Aach pulls a peel, attempting to strand the heroes in the dungeon of Undermountain forever.
6. Hopefully, the PCs escape and return to their employer with the chant they've learned.

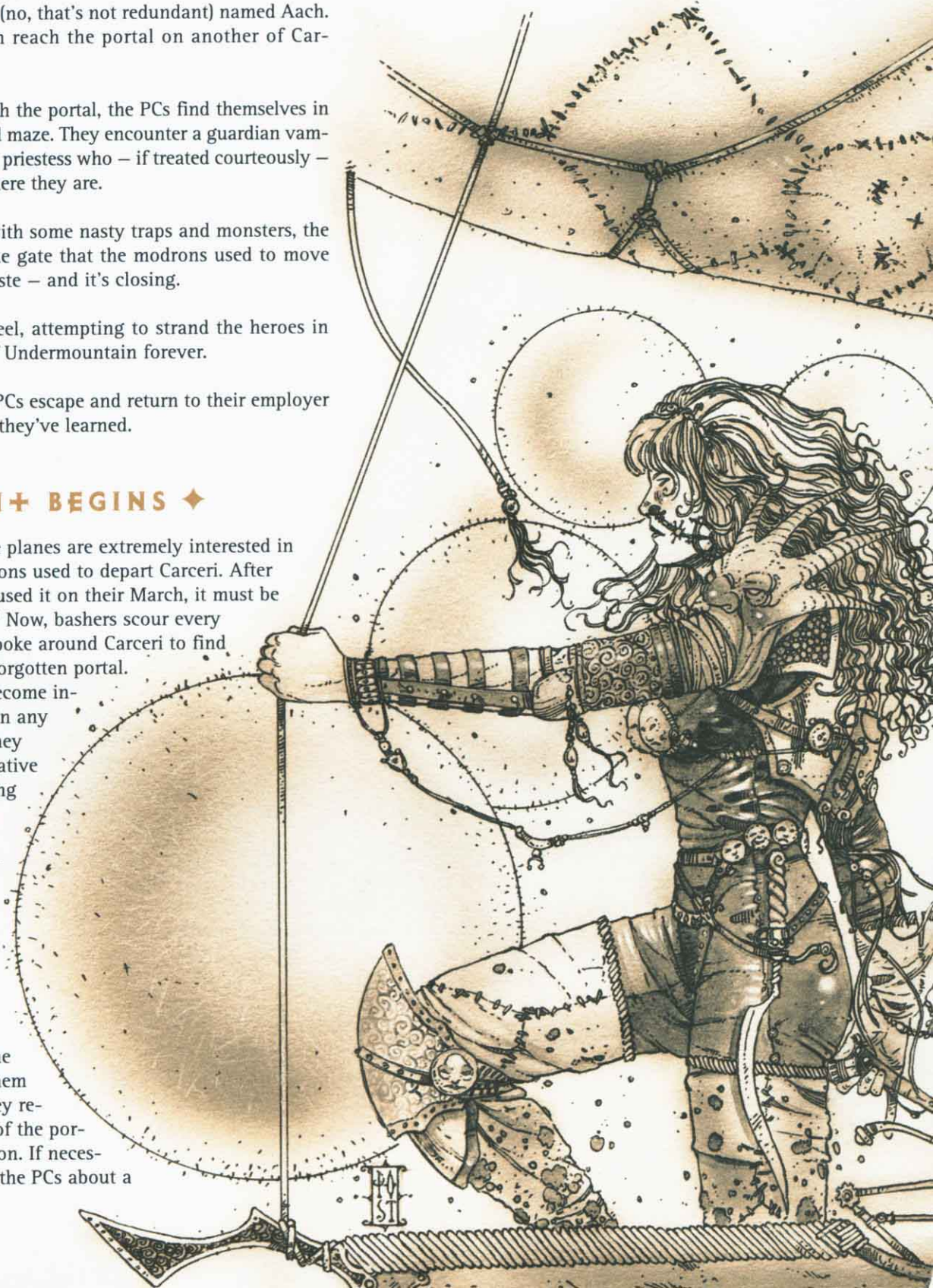
◆ I+ BEGINS ◆

High-ups across the planes are extremely interested in the portal the modrons used to depart Carceri. After all, if the modrons used it on their March, it must be a major gate, right? Now, bashers scour every planar library and poke around Carceri to find any record of this forgotten portal.

The PCs can become involved in this ride in any number of ways. They might take the initiative and set off, intending to gather the chant and sell the information to the highest bidder. Guvner characters especially will want to discover the dark just for the sake of knowledge. Otherwise, the Fraternity of Order contacts the heroes and offers them 1,000 gp each if they return with the dark of the portal and its destination. If necessary, they even tell the PCs about a

portal to Curst from Sigil. It lies in an abandoned building that once served the Anarchists as a cell headquarters. The key is a drop of bariaur sweat. (PCs working alone must find their own way to Curst.)

Regardless of how the characters involve themselves, they've got to move fast, because the modrons left Carceri 36 hours before the PCs leave the Cage.



◆ BUILD-UP ◆

The PCs should quickly wind through Curst to the Carceri gate. Passing through the portal, they find themselves in Othrys, the first layer of Carceri. Quite a sight greets them.

A rotting, fetid swamp surrounds you. You're standing on one of the few spots of dry ground you can see. Muddy streams and what looks to be quicksand flow sluggishly over the foul landscape. It's not obvious at first, given the naturally polluted terrain, but on closer look it's clear that this area has been ravaged as though some uncaring army had just passed through it. Pale gray trees lie toppled and trampled, and water-filled modron footprints are still visible everywhere. Dead bodies of humans and other creatures are strewn about with wreckage and rubble mixed in a horrible jumble.

The dead bodies are of Carcerian petitioners who attempted to "hitch a ride" with the March. The modrons assumed that they were assailants and either killed or simply trampled them. The PCs should explore the path of destruction that the modrons left in their wake, and they can even follow it for a mile or two before the trail abruptly stops.

PCs who know the dark about the orbs of Carceri may realize that the modrons simply picked up and flew to another orb. (Those who couldn't fly on their own were either carried by others or relied on spells.) They also know the orbs of Othrys are miles apart, and they don't have a hope in Baator of picking up the modrons' trail. Eventually, they encounter "help."

"Hey, berks, you lookin' for modrons?" a voice says from behind you. When you turn to look, you see a slight human woman, her long red tresses cascading over her shoulders. She wears a small pack on her back and has a curved blade at her side. Her leather-clad legs are covered in mud up to her thighs.

The woman introduces herself as Aach and offers to take the PCs to the modrons for a fee of 200 gp — half paid up front. She claims that she knows which orb they went to, where the portal is, and that she's got transportation ready to go. If they turn her down, she won't press the point, but instead just tells them that she's camped just a short distance away. They can just come and get her when they need her. The fact is they do need her, because there's no way the PCs can find the portal on their own.

In truth, Aach is an Anarchist agent sent to foil the PCs' plans. The Revolutionary League's out to prevent the Guvners (or anyone else) from learning anything new about Carceri, their "home plane." Thing is, Aach's planning to bob the PCs and turn stag on the Anarchists. She's been stuck in the faction headquarters on Carceri too long, and now she wants to be someone of importance in Sigil.

Aach's already made the trip to the next orb and seen the portal the modrons used. She wasn't prepared to go

through on her own, though, and decided to head back to wait for the inevitable planewalkers looking for the new portal. She *does* intend to take the PCs across the void to the portal. 'Course, she doesn't care much about the minor jink she asks for, but she won't let on. She'll use the PCs as protection wherever they end up, and she hopes to strand them on the other side of the portal so that she can arrive in Sigil as the sole bearer of the valuable chant.

If the PCs are working for the Guvners (or any other employer), so much the better; she'll offer the employer the portal information in return for sanctuary against her former faction. Once she's settled and safe, she plans to sell the League's secrets to anyone willing to pay for them. She's worked for the Anarchists for years and has finally taken their beliefs to their full extent — she's scheming to betray the betrayers.

Aach's a manipulative, top-shelf cony-catcher. She uses charm and wit to win her way into the heroes' group and then turns on them at the crucial moment. She's careful not to lie if she can help it, because she knows some bashers can detect lies. *Detect evil* will be a dead giveaway unless she can convince the PCs that the spell's results are flawed due to Carceri's evil nature.

AACH (Pl/♀ human/T14/Revolutionary League [formerly]/CE): AC 3 (*leather armor* +2, *Dex*); MV 12; hp 55; THACO 14; #AT 1; Dmg 1d8+3 (*long sword* +3); SA ×5 backstab; SZ M (5'7" tall); ML elite (14); XP 9,000.

S 13, D 17, C 16, I 14, W 10, Ch 15.

Personality: charming, deceitful.

Special Equipment: *long sword* +3, *leather armor* +2 (both Carceri-forged), potions of *invisibility* and *extra-healing*.

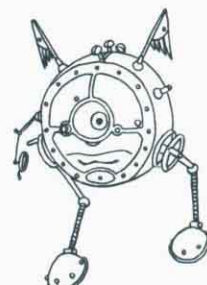
Thief Abilities: PP 99, OL 97, F/RT 90, MS 99, HS 98, DN 40, CW 99, RL 70.

TΘ +THE PΘRTAL

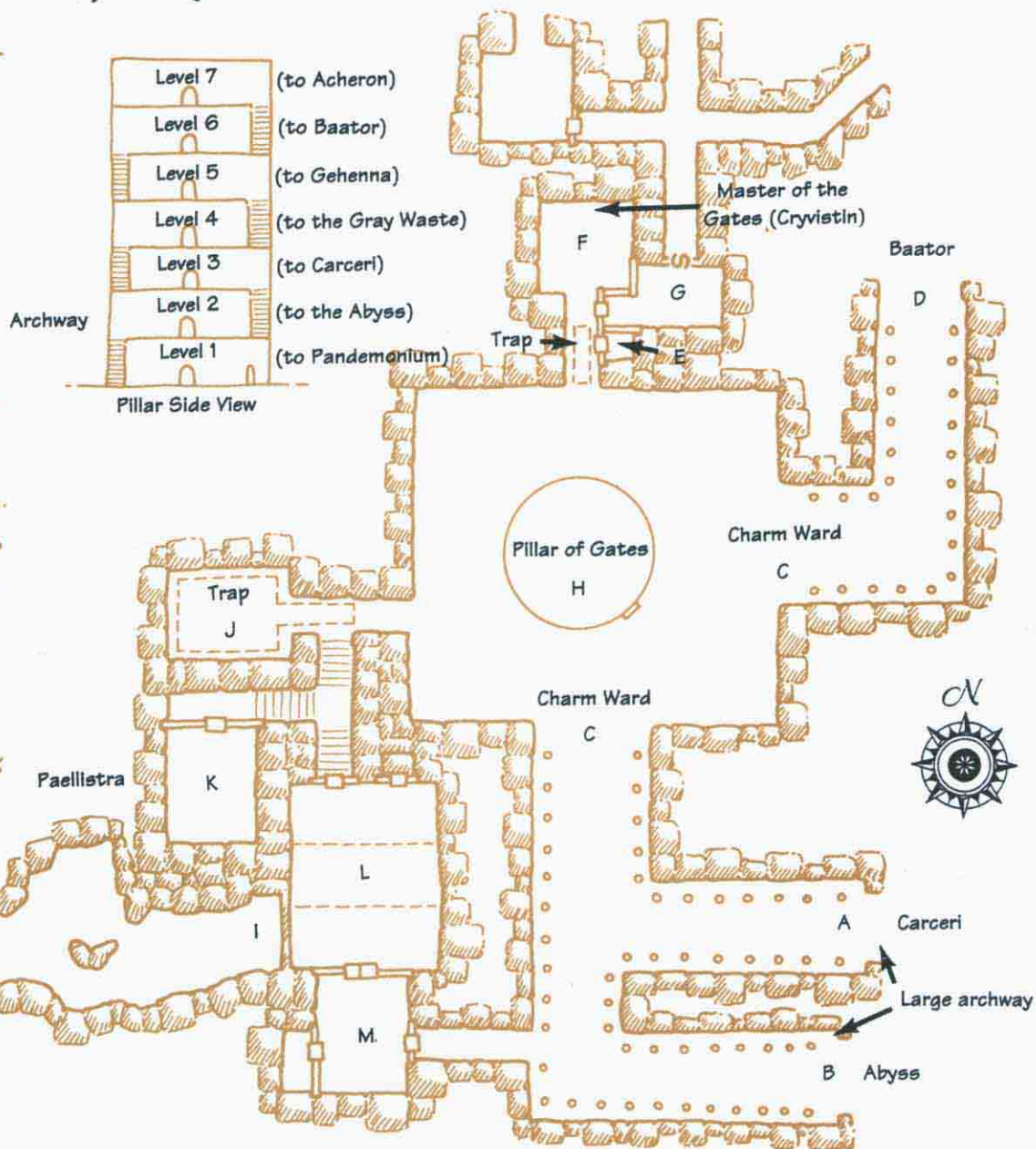
Aach has a hot-air balloon made of petitioner skin that can take her and her new companions to the next orb over, where the portal lies. The balloon holds up to 10 passengers and Aach's a very good pilot. The five-hour trip is uneventful (if a little frightening) as the PCs pass through the empty 100-mile void between orbs. During the journey, Aach surreptitiously tries to find out who hired the PCs for this ride so she knows who to approach with the information she hopes to gain.

Aach leads them directly to the portal, which lies within a large pit filled with quicksand. To use the keyless gate, a body's just got to sink down into the pit. Hundreds of modron tracks lead up to the quicksand, so the PCs know that this is the right place.

As the quicksand covers a basher's head, the traveler's orientation rotates 90 degrees and he's suddenly standing on the other side of a vertical archway.



UNDERMOUNTAIN



INTO UNDERMOUNTAIN

The PCs have entered a deep sublevel of Undermountain. From the portals here, the mad wizard Halaster gathered forces from the Lower Planes and mustered them into work forces or placed them as guardians throughout the rest of the elaborate underground complex. Because the focus of the place is dominating others, the characters encounter magical *charms* and other controlling magic here.

The enchantments Halaster used to create Undermountain themselves restrict certain magical effects. All forms of *teleportation* and like movement (including *dimension door*, *passwall*, *plane shift*, *succor*, and *word of recall*) do not function. Scrying magic such as *ESP* or *locate object* cannot penetrate the walls, floors, ceilings, or doors of the dungeon. Spells that call creatures from elsewhere (like *monster summoning*) only bring monsters already in Undermountain. Finally, the entire place radiates magic, so the *detect magic* spell is virtually useless. (For more information on the dungeon, see the FORGOTTEN REALMS® accessory *The Ruins of Undermountain* [1060].)

While the group is in Undermountain, Aach uses the heroes' company to protect her while she learns all she can about this place. However, she uses her abilities to their best potential to help the PCs, hoping to convince them that she's an ally. Once she's learned the relevant information about this area and the portals (essentially, after the group has spoken to the drow priestess elsewhere in the complex), she attempts to trap the PCs in the Pillar of Gates.

Lettered locations described below indicate areas on the map on page 94.

A. CARCERI GATE. The PCs (and the modrons before them) arrived through this gate, a large stone archway with countless gehreleth faces carved into it. Like the gates at locations B and D (below), this is a keyless, two-way gate. A wide hall, lined with stone pillars on either side, stretches before the PCs. The hall is very quiet and still, although muddy modron footprints cover the stone floor.

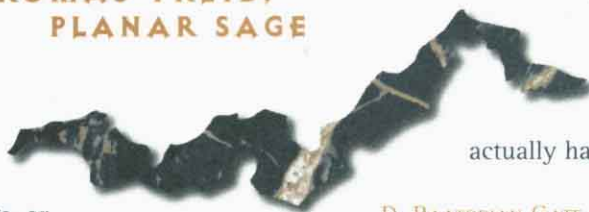
B. ABYSSAL GATE. Down this hall is a gate similar to the one from which the heroes emerged. It leads to the first layer of the Abyss, the Plain of Infinite Portals. This gate (stone, with carved tanar'ri faces upon it) works both ways, so curious addle-coves who step through can easily return to

Undermountain . . . if nothing nasty's waiting on the other side. The mad wizard also trapped this gate so that it casts a *feeblemind* spell randomly on creatures that pass through it (on a roll of 1 on a 1d6), which is why no tanar'ri appear on the Undermountain side.



NO, THAT'S IT.
TORIL HAS ALL THOSE
REALMS, AND . . .
I CAN'T SEEM TO
REMEMBER ANYTHING
ABOUT THEM.

— ROMAS TREID,
PLANAR SAGE



C. CHARM WARD. A special magical field (permanent and nondispellable) fills these areas.

The field affects only planar creatures (and characters). The magic *charms* those who enter the field and fail a saving throw versus spell. The *charm* has minimal effect in this scenario, since the magic simply makes the victims believe that the wizard Halaster is their good friend and his orders should be followed.

Halaster doesn't show up here, so the *charm* only affects those who somehow end up stranded in Undermountain. (It's up the DM to determine what actually happens in such an event.)

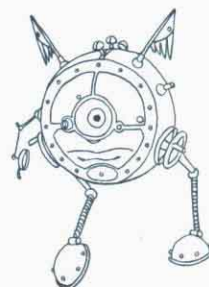
D. BAATORIAN GATE. This gate leads to and from the first level of Baator (it's stone, engraved with baatezu faces). The baatezu tumbled to this gate and set guards to see if the modrons would come through. Two red abishai wait here; they saw the modrons pass, but they're now arguing whether to explore the dungeon in the name of the Lords of the Nine (and possibly win promotions to more powerful forms). If the PCs approach, the fiends claim the passage "in the name of Baator" and attack. If the battle goes poorly for them, they give the characters the laugh and flee back through the gate.

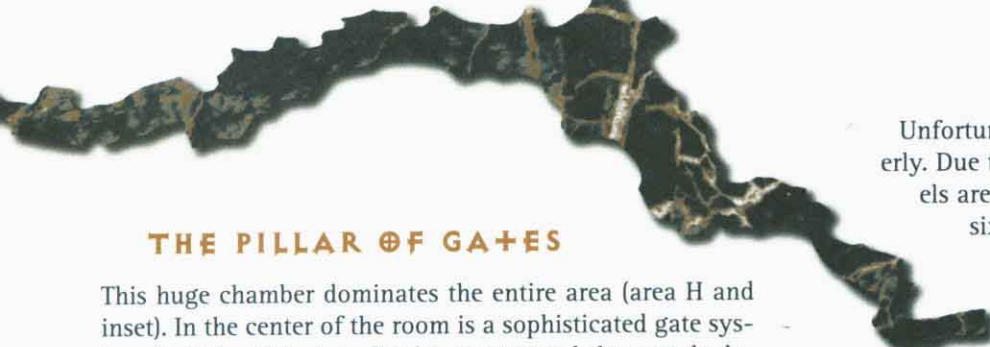
RED ABISHAI (baatezu, lesser) (2): AC 1; MV 9, Fl 12 (C); HD 6+3; hp 27 each; THACO 13 (11 when diving); #AT 3; Dmg 1d4/1d4/1d4+1 (claw/claw/tail); SA poison, dive, spells, gate; SD +1 or better weapon to hit, regeneration, immunities; SW holy water; MR 30%; SZ M (6' tall); ML steady (12); Int average (10); AL LE; XP 9,000 each.

SA—Poison tail, save vs. poison or die immediately; dive from above, gaining +2 to attack rolls and inflicting double damage; spell-like powers (usable once per day): *advanced illusion*, *animate dead*, *change self*, *charm person*, *command*, *infravision*, *know alignment* (always active), *produce flame*, *pyrotechnics*, *scare*, *suggestion*; can gate 2d6 lemures (60% chance of success) or 1d3 abishai (30% chance of success) once per day.

SD—Regenerates 1 hp/round unless damage is inflicted by a holy item; half damage from cold and gas; no damage from fire, poison, or iron weapons.

SW—Holy water inflicts 2d4 points of damage.





THE PILLAR OF GATES

This huge chamber dominates the entire area (area H and inset). In the center of the room is a sophisticated gate system, built by Halaster after he constructed the portals described earlier.

Stretching from floor to ceiling of the immense chamber is a slowly rotating pillar 50 feet wide and over 100 feet tall. Muddy footprints lead up to a stone door set into the base of the pillar. Oddly, the pillar's separated into seven equal sections that rotate independently from one another — in different directions and speeds.

The pillar is an incredibly powerful magical site. Virtually no spell can affect, damage, or alter the pillar (except perhaps a *wish*). On close examination, the PCs can determine that the top two sections have ceased rotating. The small door at the bottom of the pillar is not locked.

At this point the PCs may explore the pillar, but they won't understand its workings until they speak with the drow Paellistra (see below). Even if they determine its true function, they still won't have fulfilled their reason for coming here in the first place: finding out where, exactly, the portal from Carceri led. If necessary, Aach reminds them of this and urges them to explore the rest of the area.

Also, if the PCs begin to explore the pillar in depth, the pillar's guardian makes his first attack (see "Master of the Gates," below).

THE DARK OF THE PILLAR

Each level of the pillar contains a two-way arched portal to one of the Lower Planes, starting with Pandemonium on the bottom and working up to Acheron on the top. (Planar characters, with their ability to detect gates, can discover the portals easily but won't know where they lead.) The levels are connected by narrow stairways which lead up to a hatch in the ceiling and come up through the floor of the next level. Each gate requires no key other than the rotation of its level. For some reason, the magic that Halaster used only worked if the gates rotated in position with the connecting plane. When a level stops revolving, its portal deactivates.

Additionally, the rotation of the levels limits access between levels. A person can climb from level to level by way of the connecting staircases, but only when the level's rotation brings the two hatchways together. If the levels are all rotating, the hatchways connecting the levels match up about once per minute, just long enough for one or two creatures to pass through. (Incidentally, this means that it took the modrons over two full days to pass through this area and reach the portal to the Gray Waste.)

Unfortunately, the pillar no longer functions properly. Due to age or some unknown accident, the levels are slowly grinding to a complete halt. Levels six and seven no longer move, so those portals don't function and it's impossible to reach level seven. Moreover, levels three, four, and five are all about to come to a halt. (Aach realizes this but doesn't inform the PCs.) If a canny

basher studies the pillar from the outside for a few minutes, an Intelligence check at –12 reveals this information. The DM should note, however, that if the PCs determine this, it may greatly affect the end of the adventure!

The DM has complete control as to when the rotation stops. No specific number of rounds or time limit is provided in regard to the pillar's malfunction. As an arbitrary guideline, the heroes should have an opportunity to explore and receive the chant from the drow priestess before Aach has a chance to trap them in the pillar.

The Modron March proceeded up through the pillar to level four and passed through the gate into the first gloom of the Gray Waste. If for some reason the PCs go through this gate and it hasn't taken them too much time to reach this point (not more than 10 hours after entering Undermountain), the modrons are still in sight on the other side of the portal.

MASTER OF THE GATES

When Halaster created this whole area, he had to set up someone or something that could watch over things while he was gone. For that purpose he used Cryvistin, an adventuring wizard who became a vampire when he fell victim to a curse in Undermountain.

Cryvistin was assigned to watch over the portals in this section of Undermountain. Halaster didn't mind if an unwary berk or two unwittingly used the portals, but he never intended his creation to become a travelers' crossroads. Since this is a fairly deserted section of the dungeon, Cryvistin usually doesn't have much to worry about. The arrival of the Modron March changed that. Never before had the vampire seen such activity from any of the gates, nor so many creatures coming through in such large numbers. Worse, they were completely unfamiliar and immune to his *charm* attacks. The March has unsettled him, and he's determined that he won't fail in his duties again.

When the PCs approach the pillar, Cryvistin watches them in *gaseous form* and tries to assess their capabilities. He'll try to approach a character apart from the others and *charm* him or her to act as his spy. If this tactic fails, he flees the initial encounter, hoping to strike back at a later time.

Directly north of the pillar is a trapped passage leading to Cryvistin's chamber. The vampire always flies through the hall, since the trap's activated by stepping on the floor. If unwary sods proceed down this passage, the

door to the small room on their right (room E) springs open, unleashing Cryvistin's precious little servants: about a hundred bats. They swarm all about the cutters in the hall, effectively blinding and distracting them while the real trap springs.

A simple wooden door to your right flies open, banging loudly against the wall. A mass of black, screeching flesh pours over you like a wave. Bats! They swarm all over and around you, getting in your face, your hair, and your clothes. As you struggle instinctively against the flying rodents, it suddenly seems as though the bats lift you up into the air for a moment. Then you realize that you're not going up, you're falling down. You leave the bats far above as you plummet down into a dark pit that suddenly opened underneath you.

While the PCs're focused on the bats, a time-delayed mechanism opens a trap door under them, dumping them down 30 feet into darkness. (The pit is a good 15 feet long and spans the breadth of the passage.) The characters have virtually no way to avoid falling because of the bats' distraction. Generous DMs may allow PCs a Dexterity check at -10 to jump to safety.

But the trap still isn't over! While the victims lie at the pit's bottom (after taking 3d6 points of falling damage), the trap door above them slams shut and a tiny ball of light emerges from somewhere above. This energy sphere is about two inches in diameter and seeks out living bodies. It strikes out randomly once a round with a THACO of 12. If it hits a target, it inflicts 1d10 points of cold damage and drains one energy level from the victim (saving throw versus spell to avoid the level drain). A victim completely drained falls to the ground as a desiccated husk. To demonstrate the sphere's ability, the DM may choose to have the ball first strike one of the bats that was trapped in the pit with the PCs. The ball strikes out as long as living beings occupy the pit. It cannot be dispelled or destroyed in any way.

When it came to traps, Halaster was no piker.

The vampire's lair (room G) is behind the second door in the hall. The door is always locked and opens only with an ornate platinum key (worth 500 gp) that the vampire wears around his neck. (Of course, experienced adventurers no doubt have countless ways of bypassing such barriers.) Just inside the entrance is a small foyer completely filled with black curtains. As the party enters the room, they must push their way through the dark shroud that blankets the entire 10-foot by 10-foot area. A few bats lurk in the curtains, startling intruders before they fly away. Cryvistin likes to cast *bind* on the cords amid the curtains to entangle foes.

Once past this annoying barrier, the PCs advance into the lair. It's carpeted and painted in blood red, with blood-red wall hangings and wooden furniture painted . . . yes, blood red. This makes it difficult to focus on anything in the whole room. The garish color, coupled with a minor en-

chantment, puts all nonvampires at a -1 penalty to *all* die rolls within this room (including turning attempts). Cryvistin waits until the enchantment affects the PCs, then attacks them (ordering the *charmed* PC to help him, if there is one).

Though a few divans, padded chairs, a long table, and a large wardrobe adorn the room, the red coffin in the center dominates the place. Not surprisingly, the coffin is trapped with a powerful curse. Anyone touching the coffin must make a saving throw versus spell. A failed save indicates that the poor berk is *curse*d to draw the anger of others. All reaction rolls to that character are modified by -4, and the basher always brings out the worst in people, raising their ire for no reason and angering even his friends. This effect can be eliminated with *remove curse*; otherwise, the sod's stuck with it.

Destroying the coffin angers the vampire, but it won't actually harm him (he's got others secreted away). For those berks getting into the spirit of the "dungeon crawl," the vampire has 435 pp, 390 gp, 10 100 gp gems, and a wizard scroll with spells of *comprehend languages*, *detect invisibility*, *fabricate*, and *tongues* stashed in a secret compartment inside the coffin.

A secret door on the north wall of Cryvistin's lair leads to a passage giving access to the rest of Undermountain. Only those DMs wishing the PCs to explore further should allow them to find this door.

The room at the end of the hallway (room F) is Cryvistin's gallery, where he keeps the paintings that he composes in his vast expanses of free time. Not surprisingly, the vampire favors the color red and prefers gothic, horrific subjects. If the PCs enter the gallery before they enter the lair, Cryvistin attacks them here.

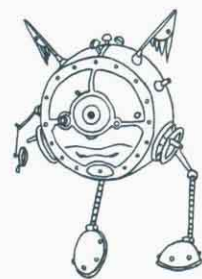
BATS (100 or more): AC 8; MV 1, Fl 24 (B); HD 1-2 hp; THACO 20; #AT 1; Dmg 1; SD swarm; SZ T (1' long); ML unreliable (4) or see below; Int animal (1); AL N; XP 15 each.

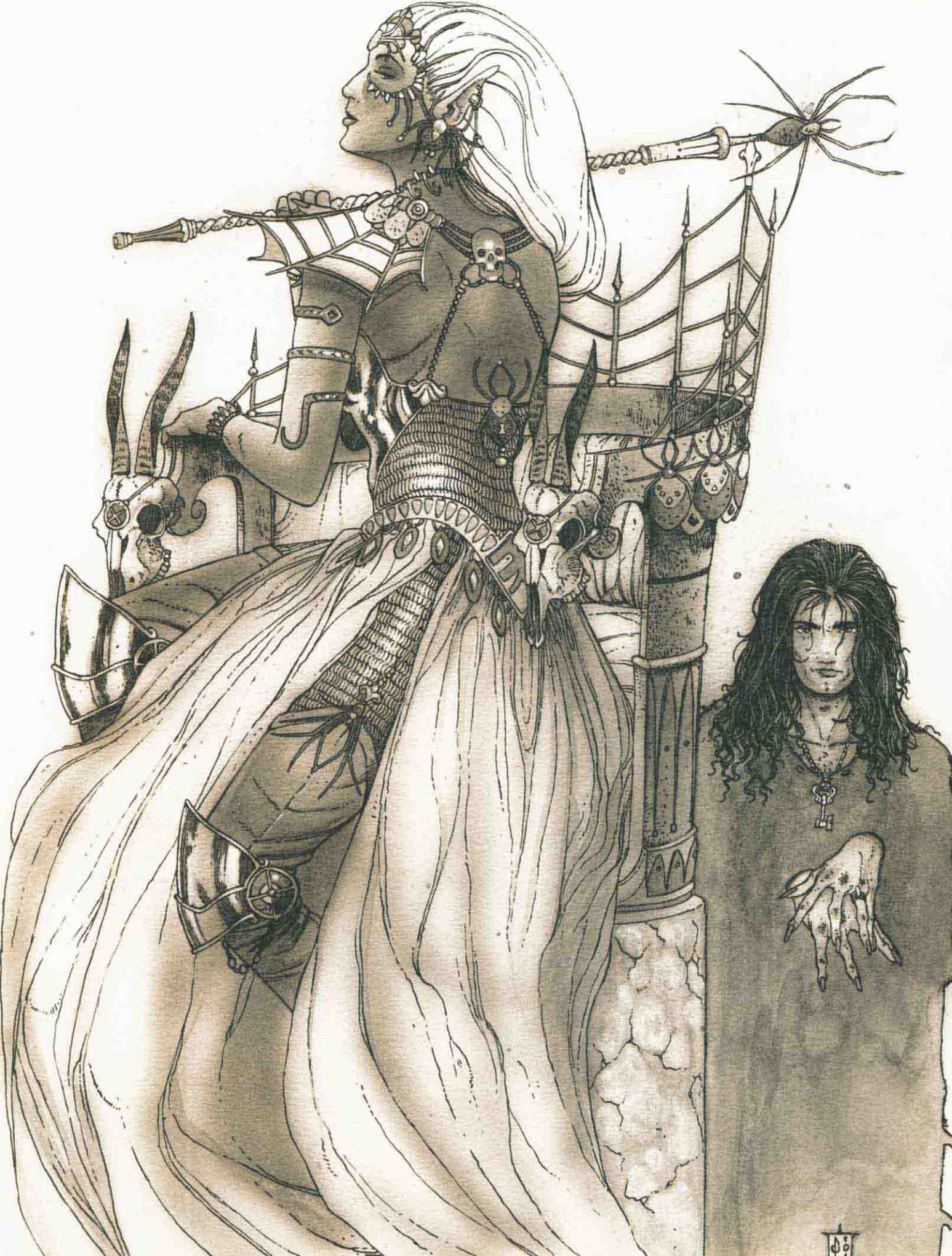
SD—While swarming, torches are put out, foes' THACOs are modified by a +2 penalty, and spellcasting requires a Wisdom check. Morale: if controlled by vampire, then fearless (20).

CRYVISTIN (Pr/♂ vampire/M8/CE): AC 1; MV 12, Fl 18 (C); HD 8+3; hp 50; THACO 11; #AT 1; Dmg 1d6+4; SA level drain, gaze, shape change, summon bats, *spider climb* at will; SD +1 or better weapon to hit, regeneration, immunities; SW garlic, mirrors, holy water and symbols, sunlight, running water; SZ M (6' 1" tall); ML champion (16); Int exceptional (16); XP 10,000.

SA—Touch drains two experience levels; gaze *charms* (-2 to saving throw); *shape change* into a bat or wolf; summon and control 10d10 bats.

SD—regenerates 3 hp per round; if reduced to 0 hp becomes gaseous; immune to *sleep*, *charm*, *hold*, poison, and paralysis; suffers half damage from cold and electricity.





SW—repelled by garlic, mirrors, and holy symbols; holy water and symbols inflict 1d6+1 points of damage; sunlight kills in 1 round and running water in 3 rounds.

Equipment: *amulet of protection from turning* +3 (allows Cryvistin to make a saving throw vs. turning attempts with a +3 bonus).

Spells (4/3/3/2): 1st—*hold portal*, *magic missile*, *phantasmal force*, *wall of fog*; 2nd—*bind*, *darkness* 15-foot radius, *Melf's acid arrow*; 3rd—*dispel magic*, *haste*, *lightning bolt*; 4th—*fire shield*, *wall of ice*.

PAELLISTRA

This area of the dungeon is controlled by a high-up drow priestess named Paellistra. She came here to investigate the possibility of utilizing the portals to expand drow influence. She bribed Cryvistin to allow her to stay with the *amulet of protection from turning*.

A natural passage (area I) leading to Undermountain from the Underdark was widened by slaves. The passage has since collapsed again.

Before the PCs can meet Paellistra (in room L), they must either pass through the southern chamber (room M) where her guardians live, or through the trapped north passage (area J).

The harpy guardians in chamber M dwell in a rough chamber full of crushed bones and feces. They perch on a high hidden shelf 25 feet above the floor along the west wall (the vaulted ceiling is 30 feet high). They use their magical songs to entrance as many intruders as possible, coming down to fight only if they're sure it's safe or if somehow forced (missile attacks, for example, draw them down into melee). The small room to the west is empty and the harpies have nothing of value. These bestial bird women're controlled by Paellistra's spells and her innate *suggestion* ability. The drow priestess is immune to the harpies' charm effects. If the PCs put the harpies in the dead-book, Paellistra's only amused, not angry. See, she doesn't like the harpies much — their songs are annoying.

HARPIES (2): AC 7; MV 6, Fl 15 (C); HD 7; hp 43, 49; THACO 13; #AT 3; Dmg 1d3/1d3/1d8 (bone club); SA singing *charms* those who hear it, touch entrances for 20+1d10 hours; SZ M (6' tall); ML elite (14); Int low (6); AL CE; XP 975 each.

The north passage in this area contains another hallway trap, and it's just as nasty as the one detailed earlier. Halfway down the hall, all berks in the corridor must make saving throws versus spell. Those failing are quickly pulled further down the hall into the room beyond (room J) with nigh-irresistible force (treat as Strength 23). Once in the room, a stone slab slams down in the doorway and hundreds of magically animated iron hooks attack the trap's victims. These hooks (connected to the walls on 20-foot chains) have a THACO of 15 and inflict 1d6 points of dam-

age when they hit; 1d6 hooks strike at any one target in a

single round. The hooks and chains are AC 2 and 20 points of damage destroys them, but there are so many that destroying all of them really isn't an option. Escaping the room as quickly as possible is a much smarter move. Those not pulled into the room hear only the rattling of hundreds of chains and the screams of their companions.

Room K is a well furnished and very large bedchamber suite with a lavishly appointed bed, a number of couches, tables, wardrobes, and chests. Strewn about are a few pieces of valuable jewelry (2,000 gp worth), mundane items (clothing, perfumes, and small tools), and a few unsettling objects such as drow narcotics, torture implements, and unholy objects dedicated to Lolth.

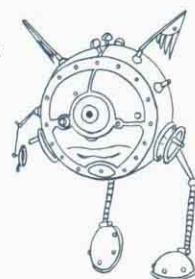
Paellistra waits for the PCs in the large central room (room L). In the middle of the room, where the floor is raised about one foot, the drow has placed a swivelling iron chair for herself. It's decorated in a typical drow motif — spiders and webs. The drow doesn't react hostilely to intruders at all — unless she's given reason.

"Hello," the dark-skinned woman says to you. Her angular features seem to reflect the angles of the large iron throne she sits upon. She wears delicate silvery chain mail and wields a spider-headed scepter as though it was an extension of her own arm.

Here's where canny cutters'll pour on the charm. Flattery, kindness, and garnishes (she likes gems) warm Paellistra's cold heart quickly, and she'll answer any questions the PCs might have about where they are and what this place is. She saw the modrons pass through the outside corridor and into the pillar, but she knows nothing more about them. She gives them the chant about Halaster, Undermountain, and the gates here. She even explains the pillar — but she *won't* tell them that it's winding down. Pressed further, she tells them a bit about the world of Toril and the Underdark.

'Course, when she's done giving her chant, she expects the heroes to do the same. She wants to know about the planes, Sigil, and the strange clockwork creatures that passed through the dungeon. Refusing to impart the dark of these things would be in bad form after she just gave the PCs so much information.

Paellistra's fairly easy-going (for a drow), but threats, rudeness, aggression, or refusing to douse bright lights make her quickly angry. She reacts to these things with swift and merciless violence, and she's quite capable of being a major threat. Peery bloods looking around while they deal with Paellistra notice that five large spiders — the priestess' pets — wait on the ceiling to drop down on them when she gives the command.



The small storage chamber north of room L holds a number of mundane things like food, water, and extra supplies.

LARGE SPIDERS (5): AC 8; MV 6, Wb 15; HD 1+1; hp 5 each; THACO 19; #AT 1; Dmg 1; SA poisonous bite (Type A) with save at +2; SZ S (2' diameter); ML unsteady (7); Int non-(0); AL N; XP 175 each.

PAELLISTRA (Pr/♀ drow/P9 [Lolth]/CE): AC -4 (*chain mail* +4, *buckler* +2); MV 12; hp 44; THACO 16; #AT 1; Dmg 1d8+3 (*rod of smiting*); SA spells; SD surprise, immunity, saves; SW -2 to attack rolls and Dexterity in bright light; MR 68%; SZ M (5' tall); ML elite (14); XP 3,000.

SA—can cast *clairvoyance*, *dancing lights*, *darkness*, *detect lie*, *detect magic*, *faerie fire*, *know alignment*, *levitate*, and *suggestion* once per day, and *dispel magic* four times per day; *true seeing* for up to 18 rounds per day.

SD—surprised only on a 1 on 1d10; immune to spider venom; +2 bonus to saves vs. all magic.

S 11, D 16, C 9, I 15, W 17, Ch 14.

Personality: curious, moody.

Special Equipment: *rod of smiting* (19 charges; rod causes triple damage to planar characters on a roll of 20), *chain mail* +4, *buckler* +2 (both of drow make, they lose their power if taken from the Underdark), *necklace of wall passing* (*passwall* spell 3 times/day, wearer only).

Spells (6/6/4/2/1): 1st—*cause light wounds*, *command*, *cure light wounds*, *curse*, *invisibility to undead*, *protection from good*; 2nd—*aid*, *charm person or mammal*, *hold person* (×2), *silence 15-foot radius*, *speak with animals*; 3rd—*animate dead*, *cause disease*, *prayer*, *protection from fire*; 4th—*abjure*, *cure serious wounds*; 5th—*transmute rock to mud*.

◆ CLIMAX ◆

Once the PCs have spoken to Paellistra and explored a bit, they tumble to the following facts they need to complete their mission: The portal from Carceri leads to an underground complex called

Undermountain located on the prime world of Toril. Further, Under-

mountain contains a number of lower-planar portals, but it's also an extremely danger-

ous place of monsters and magic, and therefore not a particularly good way of traveling

from plane to plane.

ELMINS+AR?
ALEMINS+ER?
WHA+ WAS +HA+ BERK'S
NAME AGAIN?
— RÖMAS TREID,
PLANAR SAGE

BOBBED

These darks revealed, Aach attempts to maneuver the PCs back into the Pillar of Gates. Hopefully, this won't be hard, since they'll be eager to explore it anyway. (Aach suggests that they can follow the modrons onto the Gray Waste and pick up a clearer idea of exactly where the portal lets out.) Aach's figured out that the thing's about to stop, and she wants to trap the heroes inside so she can arrive in Sigil as the lone bearer of the chant.

Once inside the Pillar of Gates, Aach stalls on level four until she feels the levels grinding to a halt. She dives down the stairway, giving the heroes the laugh and trapping them forever (or so she thinks, anyway).

Suddenly, you hear the grinding of metal against metal and metal against stone — the dreadful, high-pitched squeal of something going terribly wrong. The pillar begins to shudder. Laughing as she yells, "So long, rubes!" Aach dives down the hatch to the lower level just as the rotation of the level cuts off access to the stairway down.

Only a quickly cast spell or immediate action can stop Aach from getting down the hatch. If the PCs interfere in her escape, Aach frantically attempts to get past them, doing whatever she has to in order to avoid being trapped herself. Fighting Aach may be a dangerous choice on the PCs' part — she's quite capable of killing one or more of them. In any event, once the level stops rotating, the gate ceases to function, and the stairway downward is cut off as well.

THE BIG ESCAPE

When levels three, four, and five of the pillar stop functioning, anyone on three can still escape downward as level two continues to rotate. The PCs on four still have a slim chance to escape: Level five rotates just a bit longer than the others, so they can ascend to that level and use the still-functioning gate. (Aach overlooked the fact that the characters could escape by climbing higher into the pillar.)

The PCs have only a few rounds before level five stops and the portal to Gehenna closes. The furnaces of that Lower Plane aren't much fun, but they're better than being trapped forever. Besides, once out of Undermountain, spells, items, or abilities allowing transportation work again.

PCs who don't move quickly enough are simply trapped in the pillar. Merciful DMs may decide that Halaster appears to fix the Pillar of Gates and lets them out before they starve. Chances are he'll demand a steep price for the rescue — and since they'll

probably already be *charmed* to obey him (from area C, above), they won't have much choice in the matter.

The portal takes the heroes to the bottom of a deep gully on the edge of the River Styx in Khalas, the first layer of Gehenna. The environment is amazingly hot and sulfurous, and bashers touching the ground with bare skin suffer 1d2 points of damage per round.

If the PCs can't leave the plane on their own, they've got two choices: wait or walk along the Styx, or explore deeper into Khalas. Staying by the Styx actually proves more advantageous. After about an hour, a marraenoloth guides its skiff to the shore. For a payment (up front) of a magical item, two 50 gp gems, or 10 pp, it takes the heroes to any of the Lower Planes or to the Astral Plane. From there, they can make their way back to Sigil. 'Course, there's always a 15% chance that the marraenoloth turns stag and takes the PCs to some other destination. . . .

Exploring Khalas is a dangerous proposition. Sung Chiang's Teardrop Palace lies nearby, and the power's linqua servants constantly search for amusing berks to present to their master. But more than likely, the PCs'll first encounter some yugoloths. A pair of hydroloths approaches the party, smiling with their wide froglike mouths at the thought of some poor sods stranded and helpless on their plane. The fiends approach the PCs peacefully unless the heroes initiate combat.

"What's a funny bunch of short-lived sheep like you doing in this glorious realm?" one asks. The PCs ought to simply be honest and tell the fiends that they're looking for a way off the plane. "We'll tell you how to get back to your precious Cage, little fleshies," one replies, "but you have to give us something worthwhile." The hydroloths accept nothing less than a magical item or, failing that, an oath to aid the yugoloths at a later date. (That's a perilous choice, but a cutter's got to do what a cutter's got to do.) If the PCs acquiesce, the yugoloths lead them to a hidden cave that contains a portal to Sigil. The key is a painful scream elicited from someone actually losing at least 3 hit points. Trying to peel these yugoloths leads to more trouble later, because they're the direct servants of an ultroloth that controls the whole region.

MARRAENOLOTH: AC -1; MV 18; HD 10+20 hp; hp 79; THACO 11; #AT 1; Dmg 2d4; SA gaze inspires *fear*, spells, *gate*; SD +2 or better weapon to hit, immunities; SW cold; MR special; SZ M (5' tall); ML champion (15); Int high (13); AL NE; XP 7,000.

SA—spell-like powers (usable once per round): *alter self*, *animate dead*, *cause disease*, *charm person*, *improved phantasmal force*, *produce flame*, and *teleport without error*; *gate* 1d6 hydroloths (75% chance) once per day.

SD—immune to acid, fire, and poison; suffers half damage from gas.

SW—suffers double damage from cold.

MR—80% to 1st-level spells, decreasing by 5% per level of spell.

HYDROLOTHS (2): AC -2; MV 6, Glide 12 (E), Sw 24; HD 7+14; hp 44 and 52; THACO 13; #AT 3 or 5; Dmg 1d8/1d8/1d10 and 1d4/1d4; SA claw attack, poison, spells, *gate*; SD +1 or better weapon to hit, immunities; SW cold; MR 50%; SZ L (10' tall); ML elite (13); Int average (9); AL NE; XP 14,000 each.

SA—when gliding can attack with foot claws (1d4); spits a stream of liquid that inflicts 1d10 points of damage and puts foe to sleep for 1d8 rounds (save vs. poison) unless awakened sooner by magic; spell-like powers (usable once per round): *alter self*, *animate dead*, *cause disease*, *charm person*, *conjure elemental* (12 HD, no need for control, only near water), *create water*, *darkness 15-foot radius*, *dimension door*, *improved phantasmal force*, *produce flame*, *teleport without error*, *water walk* (as ring); *gate* one hydroloth (50% chance) twice per day.

SD—half damage from water-based attacks (none if save is successful) and gas; immune to acid, fire, and poison.

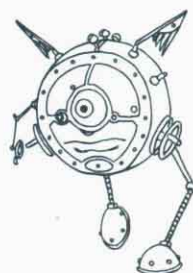
SW—suffers double damage from cold.

◆ EPILOGUE ◆

What happens next depends how quickly the PCs move after being hipped by Aach. (She still had to go back to Carceri, make her way to the Curst gate, and from there find a portal to Sigil, avoiding Revolutionary League agents all the while. By that time, they'd figured out that she'd turned stag and started hunting for her.) If the party makes it back to the Cage before her, they'll receive their jink (or sell the information) and probably feel good about themselves — they'll have beaten the thief's peel. They might still desire vengeance upon Aach, however.

If they arrive after Aach, not only will she have taken the money promised to them, but they'll discover that she's vilified them, spreading vicious scree about how they were incompetent berks who needed her to come along and solve their problems. The heroes have to clear their names — and they'll probably want revenge on Aach. Unfortunately for them, Aach's gone into hiding, laying low before selling the Revolutionary League's secrets. The PCs might even be approached by an anonymous representative of the Anarchists willing to pay them to find Aach and return her to the faction.

If the PCs somehow foiled Aach's peel early on but she's still alive, they'll have acquired a dangerous enemy. Aach's not a megalomaniac or an archvillain, but she is a capable woman interested in making some jink and a name for herself. Even if the PCs aren't involved in her future plans, she might long for revenge. And if they're already well established in the Cage, she definitely uses her schemes to bring them down as she rises up the ladder of power.



CHAPTER X: THE FLOWER INFERNAL

In which our Heroes encounter some old Enemies and clean up some loose Ends.

JUST + THE FACTS, ◆ BERK ◆

NUMBER OF PCs: 4 to 6.

LEVELS: 7th to 9th.

PCs PREFERRED: Those who've encountered the

Tacharim and Valran Stonefist previously; spellcasters and stealthy bloods are highly encouraged.

FACTIONS: Reactions depend on how the faction philosophy regards the Tacharim's work. Factions of order will likely feel that the villains are breaking the law (Harmonium, Guvners, and Mercykillers) or depriving folks of the natural process of evolution (Athar and Believers). The factions of self (Ciphers, Fated, Indeps, Sensates, Signers) believe that the villains are depriving individuals of their personal rights. The factions of entropy (Anarchists, Bleakers, Doomguard, Dustmen, and Xaositects) approve of the chaos and destruction the Tacharim cause – but it seems that the knaves work toward *creating* an evil new kind of life, and that just can't be supported.

SYNOPSIS: The PCs must destroy the last bastion of the Tacharim before the evil knights gather enough modrons to accomplish their schemes.

◆ WHAT + HAS GONE BEFORE ◆

The March is preparing itself for the final leg of its journey. It passed through the Gray Waste and managed to avoid the worst of the Blood War, in good part due to the intercession of the vast modron Army of the Blood War. The Army simply mowed a path through the Waste ahead of the March, and fiends on all sides either got out of the way or were trampled into the gray dust.

The trip through the gate-towns of Hopeless and Torch was fairly uneventful, although the path the March chose to Gehenna surprised more than a few folks who thought they knew the dark.

Rather than risk the leap off of Torch's spires into the floating gate, the modrons walked into the blood marsh at the base of Torch's three spires. It'd long been rumored that another gate to Gehenna was located there, but no one'd ever found it. Obviously, the March did.

Now only three planes stand between them and home. The modrons just have to cross through Gehenna, Baator, and Acheron to complete this March. Problem is, the Tacharim need more modron parts to build their army – and there's no better place to gather them than from the Modron March.

I +HINK
WE'VE GØ+
+HEM RØU+ED.

— SIR VAIMISH CRASAD

◆ DUNGEON MASTER'S NOTES ◆

A Tacharim stronghold in between Excelsior and Tradegate first stole modrons from the March (Chapter III, "Ambushed!"). In Sylvania, the twisted mage Valran Stonefist also kidnapped a few of the automatons for his experiments (Chapter V, "Modron Madness"). Both antagonists sought to alter and "improve" the mortal form with pieces stolen from modrons, and both did so without regard to the suffering they caused. Chances are the PCs stopped both of them.

In the interim, the Tacharim approached Valran with an offer to join them, and together they perfected their techniques. They used the last of the abducted modrons' parts to alter their friends and foes alike. Now waiting in the Tacharim's stronghold on Gehenna, they're preparing for a devastating strike on the Modron March. They're expecting the attack to provide them with all the modrons they need to create an army of modronoids large enough to enforce their foul will on all who stand in their way.

GEHENNA

The fiery volcano of Khalas, the First Mount of Gehenna, constantly erupts with lava explosions and magma overflows. It's been said that not a single flat spot exists on the plane, and a body traveling here'd have to agree that's true. Everything slopes either up or down, with only the angle varying between points. If he's not tied down, a body can roll all the way off of Khalas and into the void between the four Mounts, becoming a feast for the flying, poisonous slasraths. Treacherous ravines, rifts, gorges, and canyons filled with the raging, polluted waters of the Styx criss cross the plane, making travel here dangerous even when a body avoids the outer edges of the layer.

Occasionally Khalas's crust breaks, sending lava spouting into the air and down the slopes.

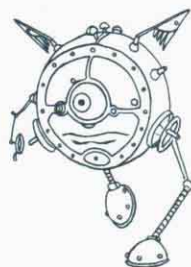
Chant is the lava lurks beneath the surface, just waiting for a chance to erupt onto some unwary berk. That's probably attributing too much shrewdness to the volcanos, but it is true that the ground's so hot that a body walking on it suffers 1d2 points of damage per round if she's unprotected.

Gehenna ain't a pretty place, and it certainly ain't hospitable.

That's precisely why the Tacharim chose to build their redoubt here. For more details on the Tacharim fortress, see "The Flower Infernal," below.

THE REAL CHANT

Valran Stonefist was finally successful in transplanting his own brain into the body of a decaton modron. He's altered the outer shell of the thing just a little bit — and the modron body, in turn, has altered his mind. He's not quite as intuitive as he once was, and he's certainly more aggressive. The influence of the Tacharim has gone a long way toward making him a foe to be reckoned with.



Only one other altered NPC appears in this adventure (aside from Valran), but Doran Blackarm's an example of the kind of changes the Tacharim had in mind all along: She's gained a few abilities but retained her own mind and sanity. Any number of such modifications are possible, and it's easy enough to continue adventures with the poor sods who've been so altered. The DM should just glance over the modrons and their powers and choose talents based on the various rankings and abilities of the selected modrons. Just remember: When a modron's killed, *all* its parts disappear. That's an excellent way to inflict damage on a modronoid; the current owner of those limbs takes damage equal to that he'd take if his corresponding limbs had been hacked off.

The Tacharim have placed just about all their trained troops into this fortress in preparation for the strike. The true high-ups aren't here, but spread over the planes. Nevertheless, if this plan fails or the fortress is destroyed, the organization may well fall completely.

SEQUENCE

1. The heroes are contacted by Sir Vaimish Crasad from Chapter III, "Ambushed!" He informs them of an offensive against the final Tacharim stronghold. The PCs aren't needed; Crasad lets them know simply because they might have an interest in hearing of the villains' imminent downfall.
2. Days later, Crasad comes crashing into the PCs' case in Sigil, half-burned and horribly scarred. He tells them that his group of knights has failed, and begs the characters to wipe out the Tacharim.
3. The PCs journey to Gehenna and seek out the Flower Infernal. They gain access to the stronghold and begin their investigations.
4. They discover that their old foe Valran, along with the Tacharim, has perfected his technique. If they're not careful, they too may be the unwilling recipients of the modron grafts.
5. The PCs destroy the Flower, narrowly escaping and saving the Modron March from a massive raid.

◆ I+ BEGINS ◆

As is so often the case, the heroes are between jobs at the moment. Perhaps they've been researching spells and training or are still recovering from their latest adventure. Wherever they are, Sir Vaimish Crasad manages to track them down. Clad in his gleaming armor, the knight from Excelsior greets the PCs as if they were old friends:

"What ho, my comrades! It's been quite a time finding you, but I thought it'd be worth the effort. Do you, perhaps, remember the mission you undertook for me against the Tacharim? We've finally discovered where those malfasant rats have holed up, and I and my knights are soon to ride out to crush them like the insects they are. I come to you for your wishes of good luck and to inform you that the dastardly schemes you uncovered are about to come to naught."

Crasad waves away offers of assistance in this endeavor; he simply wants to inform the PCs of the knights' impending triumph. Indeed, if the PCs insist on accompanying him, Crasad puts his mailed boot down and tells them that there's no need for them to come, nor do his men have any desire for outside aid. Furthermore, he continues, he could not in good conscience allow bystanders to risk themselves on what is essentially an operation commissioned by the high-ups of Excelsior. He does everything he can to dissuade the PCs from coming with him, short of physically restraining them.

Crasad departs, taking pains to make sure an overzealous party can't follow him. The portal he uses requires a golden carving of a bloody humanoid as a key, and he waits until the very last moment before stepping through. (A note on timing: The Modron March is, at this moment, winding across the Outlands from Hopeless to Torch.)

Several days pass. As the PCs prepare themselves for their next mission or adventure, they're suddenly interrupted by a dull knock at their door, followed by the sound of a body hitting the floor outside. When the PCs open the door, Crasad slides in bonelessly. He's covered in burns and his raw flesh looks like he's peeled pieces of hot metal away from his skin. He's missing an eye and his finery is gone; he wears the rags of a prisoner now. Any healing spell cast upon him fizzles strangely; motes of magic surround the raw places on his skin and sparkle without effect. Crasad stiffens in agony as the spell dances across his skin and he gasps in relief when it ends.

"Ain't going to work, friends . . . the Tacharim took care of that when they welded those modron plates to my body. Ruined all chance of magical recovery, and my body's not going to last long without it. 'Fore I go, I've got to ask a favor of you . . ."

"Please . . . travel to Torch, pass through the gate to Gehenna, and look for their headquarters, the Flower Infernal. It's pretty easy to get there . . . the Tacharim are starting to wear a trail. Y'have to sneak up, and probably in. They have guards posted all over the place. When you get in, find the prison and free my brother. And if the cursed sods who run the place have done to him what they did to me, kill him. Then torch the place. Please."

With that, the paladin passes out. He doesn't die immediately; he lingers for a few hours without regaining

full consciousness again. He thrashes in his sleep, spitting out words of horror and loss, his brow furrowing in pain. No magical healing takes effect on Crasad, and he's right that his body is far too wounded to recover naturally. A *wish* spell is about the only thing that might help him survive – but even then, he won't be in any condition to travel for a long, long time.

Eventually, unless the PCs use a *wish*, the paladin sighs quietly and slips into the dead-book. The PCs have three options: They can ignore Crasad's dying wishes and proceed with their own schemes, in which case the adventure's over for them and the Tacharim measurably increase their power. They can also leave immediately for Gehenna or spend time planning an attack with whatever resources they have available. If they choose either of the latter two, continue on.

◆ BUILD-UP ◆

The easiest way to Gehenna (and the gate emerging closest to the Flower) is through Torch. If the PCs have been here before, they can see that this is a changed town. The physical dangers are the same, and the locals're just as unfriendly, vicious, and greedy as always. However, their entire attitude seems subtly different, and there's an undercurrent of worry in their actions.

Someone or *something's* been waylaying caravans outside of town, taking them completely by surprise. The few survivors, badly wounded and unwilling to stay in Torch for long, claim they'd been attacked by metal men and a horde of mechanical creatures. Since the Modron March passed through only a day or two ago, the locals think that maybe a few modrons went rogue and hid in the hills. Others claim that no modrons go rogue this close to the lawful side of the Great Ring. Still, the populace is actually pulling together in case of a modron invasion. The Torch folk are as terrified as they ever get, which ain't saying a whole lot. The tone of the town is that of a place preparing to suffer a siege, and that should be enough to put the PCs on their guard.

The PCs can push on through the gate to Gehenna. They actually have the choice of two gates, but both of 'em are hazardous gambles.

The first gate floats high in the air between the spires of the town. The PCs must climb the spire and leap for it. (The knights had *fly* magic prepared.) Successful Dexterity checks (if climbing individually) or a climbing proficiency check (if aiding each other) are required to reach the top of the spire; failure indicates that they've slipped on the narrow trail and are delayed for 1d4 hours. At the peak, the jump requires a Dexterity check at –2 from each character. Those who fail miss the gate and plummet to the ground a few hundred feet below unless they have some way to save themselves. Those who fall suffer 20d6 points of damage for the incredible height. An unprepared-for leap is a fool's

WE'LL HAVE +Θ GET +THROUGH
+HE POISON MARSH,
PAS+ +HE GATE,
ΘVER +HE LAVA,
ARΘUND +HE YUGΘLΘ+HS,
AND UNDER +HE SENTRIES' NΘSES –
+HEN +HE HARD PART+ BEGINS.

– FOLKS PLANNING
A RAID ΘN
+HE FLOWER INFERNAL

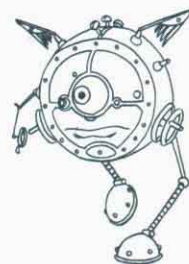
bet at best, although this gate does drop the PCs into Khalas very near the Flower Infernal.

They can also head for the modron-discovered gate in the blood marsh below town. Finding the gate takes 1d6 hours, even with the modron footprints leading the way. Wading through the marsh is a good way to contract a disease. Every hour in the marsh, each character must roll a saving throw versus poison or contract a nasty bug that causes uncontrollable coughing and shakes, imposing a –2 penalty to surprise, initiative, and attack rolls. A simple *cure disease* clears this up. Also, the poisonous frogs in the marsh have been particularly populous lately. The marsh portal puts the PCs on the trail of the Modron March, but a bit farther from the Flower Infernal than the floating gate.

THE FLOWER INFERNAL

The two-level fortress of the Tacharim, the Flower Infernal, sits on an islandlike butte in one of the many canyons of Khalas. The stinking heavy water that flows 1,000 feet underneath the butte serves as a natural moat. The structure's actually a hollowed-out bulbous plant, made metallically dense by the obscene river that waters its roots. It thrusts its nine sharp, hollow, pointed and jointed petals into the sky to catch the red light emanating from the burning mountains of Khalas.

The Tacharim made this flower their home by hollowing out the stalk and the petals. They discovered a way to make the individual jointed petals rise and fall to form drawbridges across the ravine. Deep inside the Flower Infernal is a nine-chambered pod that serves as its heart. The pod is sensitive to heat, and when the Tacharim hold a flame close to one of the nine pods, the corresponding petal folds across the gap to the opposite shore. The Tacharim use four of the petals as drawbridges and leave only one down at a time; they use the other petals for their grim experiments, barracks, and storage space. By using light and heat against *all* the pods, the Tacharim can make the Flower slowly rotate. This allows the Tacharim to



isolate various parts of an attacking force within the drawbridge petals and eliminate them in smaller groups.

The Tacharim carved the inside of the Flower to meet their requirements. The rounded top of the bulb provides an excellent dome against the stinking air of Gehenna. There is space aplenty for their barracks, prisons, surgeries, and planning rooms. They can strike out from here quickly and retreat just as fast, leaving their enemies unable to follow. This is the ideal stronghold for the Tacharim and one that, until now, has remained undiscovered.

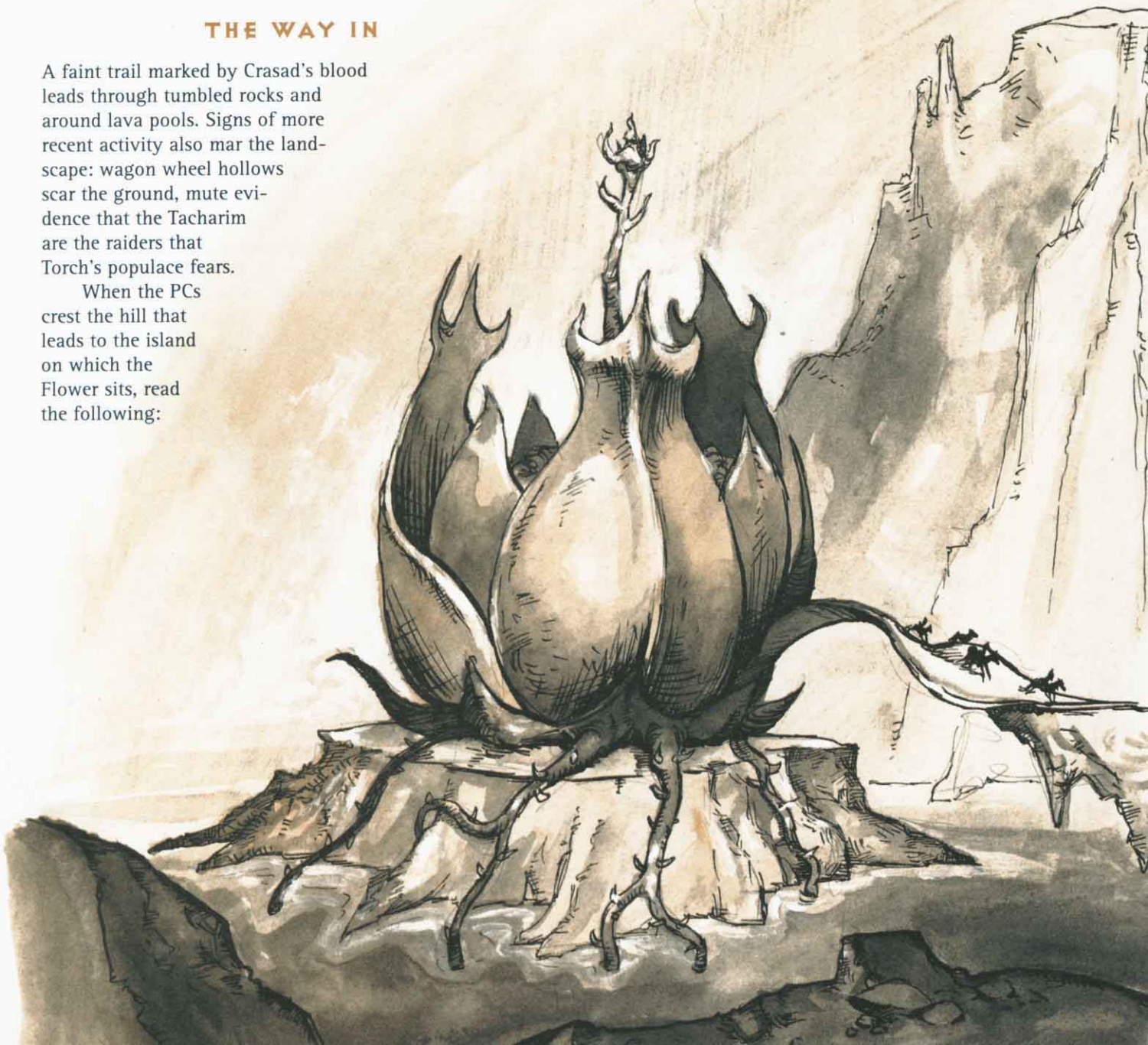
The Tacharim've bribed yugoloths, tanar'ri, and baatezu alike to let them live here in relative peace, and they deal with native attackers as the need arises. The fortress has thus far proven to be impregnable by force; as the adventure begins, it has already stood off an attack of paladins from Mount Celestia. It seems the only way in may well be through stealth.

THE WAY IN

A faint trail marked by Crasad's blood leads through tumbled rocks and around lava pools. Signs of more recent activity also mar the landscape: wagon wheel hollows scar the ground, mute evidence that the Tacharim are the raiders that Torch's populace fears.

When the PCs crest the hill that leads to the island on which the Flower sits, read the following:

You rise over the hill and encounter a sight that takes your breath away. A gigantic spiky flower grows right out of a huge butte of stone. Rivers carve their way through Khalas's canyons on all sides of the thing, rumbling and roaring through the desolate valleys of Gehenna. The fortress has nine petals, three of which rise straight into the air and another that spans the chasm like a drawbridge across a moat. As you watch, a party of riders emerges from that pointed petal onto the opposing shore. That petal then rises into the air, the structure spins gracefully, and another petal settles down to become the bridge.



PCs who participated in the Chapter III adventure "Ambushed!" recognize the Flower as the symbol on the Tacharim knights' black armor. Infiltrating the Flower is far easier said than done. Only one drawbridge petal reaches across the canyon at a time. The PCs can cross whenever they like, but they've got to take a few precautions first.

Crasad wasn't joking when he said the place was surrounded by peery guards. It'd be impossible for a large force to breach the security of the perimeter without alerting at least two guards who'd spread the alarm instantly. Each guard is equipped with a large bronze horn, and all of them are posted within sight of each other or can move quickly into such a position.

A party using stealth and magic can probably slip past the guards without being noticed; *invisibility* and *silence* spells work wonders in this situation. Indeed, a party armed with such magic can stroll right up the trail. Of course, if they're not careful, they'll trip alarm wires or touch a pebble that starts an avalanche. The Tacharim aren't stupid, after all, and they're expecting another attacking force of knights.

PCs patiently observing the movement to and from the stronghold see several items of interest. First, patrols head in and out every few hours. Second, all of these bashers wear similar uniforms. Third, the Tacharim organization is large enough that not all the guards know each other. Therefore, the party's best option is to waylay sentries or a returning Tacharim patrol for their clothing. Properly garbed, the PCs can easily enter the stronghold and maintain a happy anonymity as they poke around the place. 'Course, if the PCs don't obtain the right information from their captives, they'll likely give themselves away at some point.

The PCs also learn some important news, either from their captives or from loose-lipped guards inside the Flower Infernal. It seems the Tacharim are gearing up for a grand attack on the Modron March, in which they plan to obtain enough modrons to finally build a massive modronoid army. At this point, the PCs have to race against time to destroy the Flower; they may not have any particular feelings about saving the modrons, but they certainly should want to stop the Tacharim from assembling an army. The March is currently winding its way through the canyons of Gehenna, and it'll take them awhile to reach the portal to Baator. The DM may decide when the Tacharim intend to strike, although having the attack planned for a day or less from the time that the PCs find out will add to the characters' sense of urgency.

THE INHABITANTS

Around 250 Tacharim live in the Flower Infernal. They've been dealt defeats across the planes, and now they plan to redeem themselves. The following statistics apply to all the common guards and knights, as well as their commander

and Valran Stonefist. Surgeons, prisoners, cooks, and other supplementary 0-level staff aren't listed here, as they're not likely to fight the PCs.

TACHARIM GUARDS (Pl/var human/F2/NE) (175): AC 5 (chain); MV 12; hp 12 each; THACO 19; #AT 1; Dmg 1d8 (long sword) or 1d6 (long bow); SZ M (6' tall); ML elite (13); Int average (10); XP 65 each.

Notes: Many of the guards are in knight training, but they've not yet proven themselves. They also serve as squires to the 50 knights.

TACHARIM KNIGHTS (Pl/♂ human/F4/NE) (50): AC 3 (plate armor); MV 12 (mounted 18); hp 24 each; THACO 17; #AT 1; Dmg 2d4 (broad sword) or 1d4+1 (crossbow); SD immune to *fear*; SZ M (6' tall); ML fearless (20); Int average (10); XP 270 each.

SD—As a benefit of their training and outlook, Tacharim knights are immune to *fear* and never check morale.

Doran Blackarm's a long-time member of the Tacharim, and she's been assigned command of the Flower Infernal. She's a dedicated, competent commander who doesn't tolerate any sloppiness in her troops, and she demands that they practice constantly to remain at peak efficiency. If Doran meets the PCs before they reach the central pod of the Flower, she challenges them immediately. She knows all the guards of the citadel by sight, and she knows intruders when she sees 'em.

DORAN BLACKARM (Pl/♀ human/F12/NE): AC -2 (plate mail +2, Dex bonus); MV 18; hp 87; THACO 9 (4 with Strength, specialization, and *broad sword* +3); #AT 2; Dmg 2d4+6 (*broad sword* +3, Str); SZ M (5' tall); ML fearless (20); Int exceptional (16); XP 4,000.

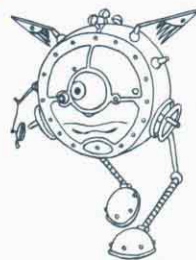
Notes: Doran is one of the high-ups here. She has the legs of a nonaton, which enable her to execute a leap of 40' and reach speeds of 18".

S 17, D 17, C 14, I 13, W 9, Ch 15.

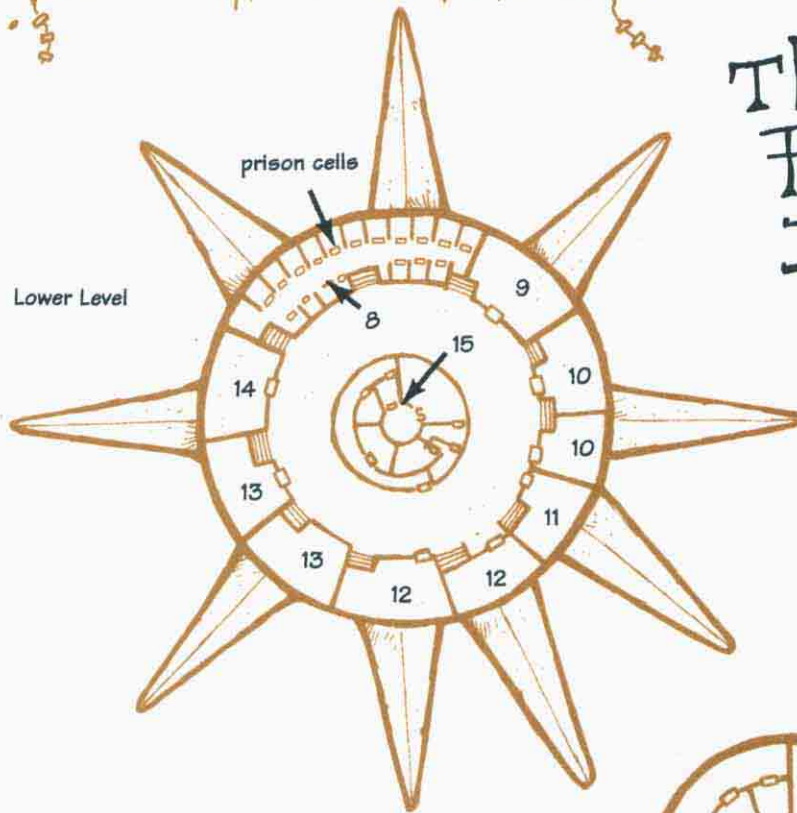
Personality: efficient, artistic, dedicated.

Valran Stonefist's changed considerably since the PCs saw him last. They won't recognize him until he speaks to them. He's placed himself in the body of a decaton, and he's learning to enjoy life inside his metal body. If the PCs were on good terms with him the last time they saw him, then he simply assumes that they've come to join the Tacharim cause. He greets them in a friendly manner, telling them of his new discoveries and how he came to inhabit the body of a decaton.

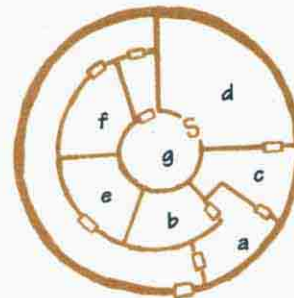
Valran explains, "As you know, I'd been working on transplanting living humanoid minds into the shells of modrons, making the best of both worlds, as it were. By keeping a piece of the modron brain within the body,



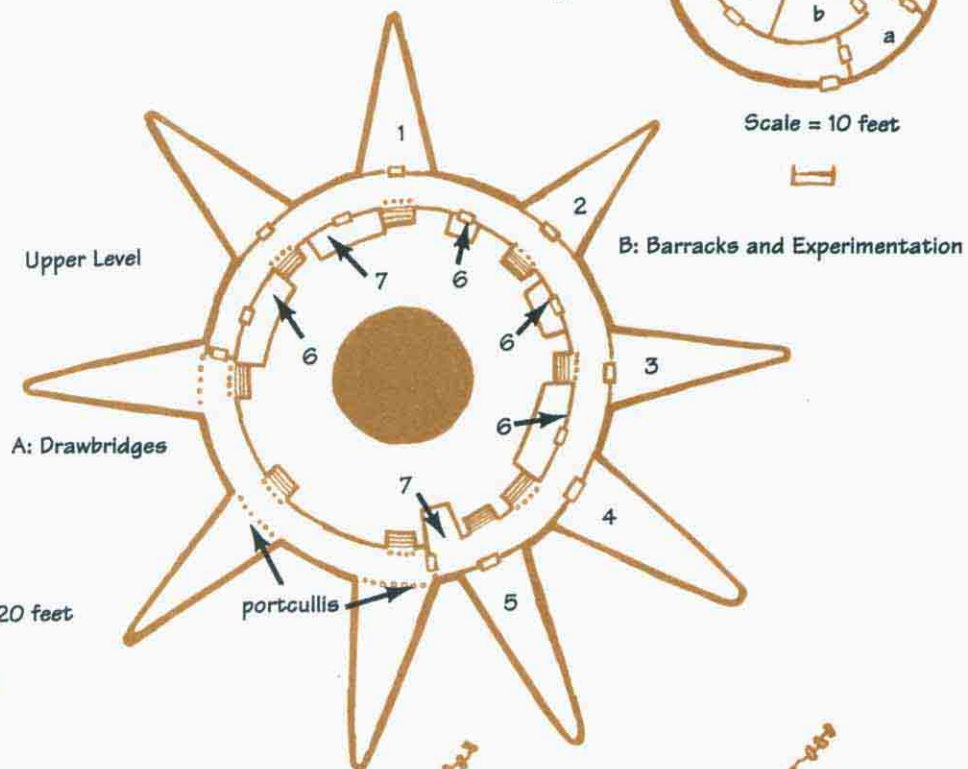
The Flower Infernal



The Central Pod
15



Scale = 10 feet



not only do we cure the modron madness, we also ensure that there's a built-in tendency to follow orders in the new modronoids. Of course, it tends to slow down the mental processes of some bashers, and it still drives others completely barmy, but that's a small price to pay for an army of creatures like this, eh?"

THEY'RE PEOPLE.
THEY FEEL EVERYTHING.

— MODRONOID VALRAN,
EXPLAINING THE
LACK OF ANESTHETIC

spaced far enough apart that a squad of archers on the far side can fire through with ease, but close enough together that only the slimmest of cutters could hope to slide through. The

Valran even shows them around the place, but he won't reveal all the secrets. After a while, even a barmy old bird like Valran has to realize that the PCs can't be here by coincidence. That's when he starts getting suspicious.

Of course, if the PCs and Valran crossed swords when last they met, Valran instantly shrieks for the guards when he catches the party in his precious keep.

VALRAN STONEFIST (Pl/Ø modronoid/M13/N): AC 2; MV 15, Fl 3(E); HD 10+10; hp 90; THACO 11; #AT 10; Dmg 1d4 (×10); SA spells; MR 10%; SZ M (7' tall); ML steady (13); Int exceptional (16); XP 11,000.

Notes: Telepathic communication to a range of 44 miles. Though decatons normally cast spells as 10th-level clerics, Valran doesn't receive spells from Primus; he does, however, retain his wizardly spellcasting abilities. Spell-like abilities only affect modrons, 1/round, at will: *cure* 1 point of damage for all modrons within 144 feet; *cure disease* in a 12-foot radius; *heal* by touch up to 10 modrons/round; and *remove paralysis* by touch, 10 modrons/round.

Personality: Valran's barmier than ever.

Spells (5/5/5/4/4/2): 1st—*color spray*, *friends*, *hypnotism*, *mending*, *shocking grasp*; 2nd—*bind*, *forget*, *shatter*, *stinking cloud*, *web*; 3rd—*blink*, *lightning bolt*, *slow*, *suggestion*, *wraithform*; 4th—*Evard's black tentacles*, *fumble*, *polymorph other*, *shout*; 5th—*cone of cold*, *fabricate*, *telekinesis*, *wall of iron*; 6th—*disintegrate*, *globe of invulnerability*.

UPPER LEVEL

The petal drawbridges lead to the upper reaches of the structure. This level contains the bulk of the laboratories. This level also houses the fighting arm of the Tacharim; they're ready to spring into action at a moment's notice to defend their citadel.

A: DRAWBRIDGES

The drawbridges are the Flower Infernal's first and foremost line of defense. Each of the petals used as a drawbridge has been hollowed out and turned into an easily traversable passageway. To hinder invaders, the central ends of the petals are barred by heavy iron portcullises which are carved with runes that render them immune to an average blood's metal-affecting spells. The bars are

portcullises are raised and lowered only to admit Tacharim members into the fortress.

Furthermore, pots of scalding oil constantly bubble near each set of portcullises, ready to be spilled down onto attackers trapped behind the gates. As if that weren't enough, the Tacharim have constructed racks of spikes that slip easily between the bars of the portcullises. When an enemy unit is trapped in the petal, the commander of the garrison orders that petal lifted into the air and the invaders slide down the passage until they're impaled on the spikes and crushed under the weight of their comrades.

If an attacking army were able pass through the portcullises and onto the balcony, they'd still have to make their way down the stairs, which are protected by still more gates. The doors that lead to the rest of the upper level are made of stout wood.

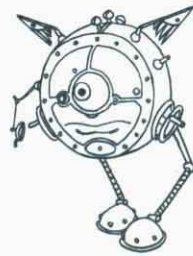
B: BARRACKS AND EXPERIMENTS

Here, the true nature of the Tacharim shines through. Valran patrols these five petals (areas 1–5) during the day and can occasionally be spied wandering the halls at night, just making sure that all is in order. The open balcony allows a body to look down into the lower level from this area.

1. STABLES: There are 40 horses here in immaculately kept stalls. These excellent warhorses are trained to strike any creature who approaches too closely unless that person bears the symbol of the Tacharim. At least two stable boys work here at all hours of the day.

2. MODRONOID BARRACKS: This petal houses most of the modronoids. When the PCs show up, the modronoid force is out scavenging materials and supplies for the Flower, so they won't play a direct part in this adventure. The room is littered with odd personal effects, but the litter is strangely ordered, as if each piece had been purposely dropped in a specific spot. It's as though the inhabitants were trying to assert their individuality while still conforming to a greater pattern.

3. LIFE SUPPORT: The pieces of the modrons that've been used for grafts hang here, some from chains, others in baths of sludgy goo. The setup's devoted to keeping these modrons alive so the modronoids can continue their reign of terror. Twenty modrons hang here, and they twitch feebly as



the PCs enter. Slaying these modrons frees their essences and kills the modronoids attached to their pieces.

4. SURGERIES: The grisly surgery is a bloodbath; the room hasn't been cleaned since the last grafts, those performed on Crasad's younger brother. Saws, hammers, scalpels, and files litter the place. A young Tacharim squire has just started cleaning the place when the PCs arrive. If the PCs don't do anything to arouse his suspicion, he doesn't have any reason to suspect they don't belong there.

5. INFIRMARY: The last of the petals holds the sick room for the Tacharim who've fallen ill or suffered injuries in defense of their beliefs. All 30 beds in this room are occupied, but all of the patients are asleep or unconscious. None awaken as the PCs pass through.

6. BARRACKS: The bulk of the inhabitants of the Flower Infernal sleep and relax in these rooms. Rows of bunks line the walls, each of them with a footlocker at its base. During the day, the night watch (about 30 Tacharim) sleeps in one of these rooms. At night, the other 170 go to their rest, leaving the halls of the Flower mostly deserted. The guards here will accept the PCs as new arrivals unless the characters say something to give themselves away.

7. ARMORIES: The armories hold all the weapons the Tacharim need to equip themselves against their enemies. These rooms have no doors, since the guards need ready access in an emergency. Bales of arrows, racks of swords, and bundles of spears fill these areas, enough for all the guards to arm themselves for the defense of the Flower. The larger armory also contains the mechanisms that raise and lower the petals' portcullises.

LOWER LEVEL

The day-to-day life of the Tacharim operation goes on in this level. The central pod of the Flower Infernal also grows here.

8. PRISON: The prison contains many cells, and all of them are full. Some cells hold modronoids that haven't yet reconciled themselves to their fates, while others detain the remnants of the ill-fated Excelsior knights' raid on the fortress. The listless and malnourished prisoners have lost all hope of rescue, though the modronoids pace like crazed beasts at all hours. The Tacharim usually keep at least one guard within earshot of the prison.

PCs here have no trouble picking out Crasad's younger brother, Tairish. He's been recently converted to modronoid status, and he howls with frustration and fury. If the PCs speak to him calmly and gently, they can soothe him and gain some useful information. In between his crazed rants, he tells them that the controls for raising and lowering the Flower's petals are located in the seed pod in

the center of the lower level. The controls are sensitive to light and heat, and chances are good that the destruction of the pod will signal the destruction of the whole Flower.

In a lucid moment, Crasad begs the PCs to kill him and then erupts into howling fury again. If the PCs don't want to draw the attention of the guard, they've got no choice but to finish Tairish off or knock him unconscious. (Good-aligned PCs should definitely choose the latter.)

9. FORGE: Three anvils ensure that the Tacharim don't want for metalwork. Three guards double as smiths, and they work here all day long. They're fairly handy, but they grumble about their lot constantly. At night, they curb the fires and leave the place empty.

10. KNIGHTS' QUARTERS: The 50 knights of the Tacharim stay in these rooms. Their beds are more comfortable than the average guard's, but not by much. The Tacharim knights keep their suits of mail here when they're not on duty and often play cards or dice until the middle of the night. They're alert and ready for trouble at any time, and they question any berk who comes poking into their rooms.

11. ADMINISTRATION: The high-ups attend to the day-to-day administration of the Tacharim operation in this room. It's also used for strategy meetings and for making decisions about the future of the Tacharim. The room contains files about the organization's affairs all over the planes as well as the guards' and knights' payrolls. The jink kept here (in various coinage and gems) totals more than 10,000 gp.

12. MESS HALL: These rooms serve as combination mess halls and kitchen. Only the guardsmen and hangers-on eat here; the knights and the high-ups take their meals in their quarters.

13. REPAIR: Here, most anything outside the smiths' range of expertise can be fixed or replaced. The tinker Alana Sieron (Pr/♀ human/O/N) stays here because the pay's good. She has no loyalty to the Tacharim, and expects none in return.

14. STORAGE: Extra bits and pieces from all parts of the Tacharim operation can be found here: unused armor and weapons, tools for the smiths and surgeons, chemicals used in the bonding process, extra manacles for prisoners, and so on.

THE CENTRAL POD

15. COMMANDERS' ROOMS: The two bloods in charge of this operation, Valran and Doran Blackarm, share a suite of rooms in the pod in the center of the Flower. The walls of the pod are translucent from the inside and opaque from the outside, which allows them to keep a close eye on the various stages of the Tacharim's work.

15A. ANTEROOM: This chamber serves as the common room for the high-ups. Here Valran and Doran meet with their subordinates and dictate necessary orders. Doran also relaxes here with her books, which line the walls on shelves that reach to the ceiling.

15B. VALRAN'S CHAMBERS: Though this room has signs of once being every bit as opulent as Valran's old place, it's been cleaned up quite a bit. All unnecessary decoration has been removed from the walls, and the floor is kept spotlessly clean. Valran uses this room to meditate on the joys of law and order — his mind is slipping toward modronhood, and he's letting it go.

15C–D. DORAN'S CHAMBERS: The commander of the Tacharim operation keeps her bed and writing table here, as well as her valuable art pieces. Though she's military, born and bred, she also has a keen sense of the aesthetic. Her paintings are beautifully composed and the whole room seems to radiate the health of a well-balanced mind. Room 15d is her exercise chamber. All manner of weapons line the walls and the floor is covered by a straw mat. In the mornings and evenings, she spars with a randomly chosen knight to keep herself in practice. She can be found here at night and in the very middle of the day.

15E. GUARD POST: The two commanders have posted a constant guard here; this basher's duty is to make sure the Flower rotates on schedule and that the petals rise and fall smoothly.

15F. LIBRARY: Valran's library has been transported here. All his notes, observations, spellbooks, and pieces of fiction line the shelves. Though he's slipping more and more into a lawful mindset, he's not quite ready to give up these comforts.

15G. CENTRAL POD: The twistings and turnings of the monstrous Flower are controlled from this nerve center. A glistening, nine-faceted pod hovers in the air, emitting a faint and sickly greenish-purple glow. Nine torches hang on the wall, only two of them lit.

Bringing a torch near the pod causes it to glow a little more intensely. Meanwhile, the petal nearest the torch rises; if it's not a drawbridge petal, it spills its contents into the appropriate corridor, making an awful racket and rousing everyone nearby. If the torch is brought closer still, the pod flares up brilliantly, emitting a cloud of acrid smoke. The fire spreads quickly from the central pod. Though the Tacharim do their level best to extinguish the blaze, as long as the pod burns, the rest of the building is doomed.

◆ CLIMAX ◆

Once the PCs're inside the Flower Infernal, it's only a matter of time before they figure out that they have to set fire to the central pod in order to destroy the whole place —

that is, if they don't get scragged and put in the dead-book before they reach it. The only problem is, the heroes have to get past Valran and Doran to do it. The party will definitely confront the two high-ups, whether it's before they enter the central chamber or when the two come in to the pod to extinguish the flames. The PCs also have to make sure that the flames have time to spread. If they simply set fire to the pod and try to escape, the Tacharim arrive in time to put out the blaze.

Once the PCs set fire to the pod, they have to flee the Flower, possibly with rescued prisoners. They'll have to elude or fight past the Tacharim guards and knights the whole way out while avoiding the worst of the conflagration. While the pod burns, the petals rise up at random and the whole structure spins constantly. The PCs have to find their way to one of the petals, wait for it to lower to the ground across the chasm, and dash across before it rises again. The DM should also decide how many Tacharim attempt to escape, and how their panicked actions may interfere with the party's flight. Once outside, they should make directly for the gate to Torch, though they may encounter a party of knights or a sentry group on the way.

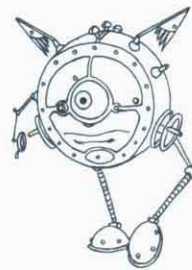
◆ EPILOGUE ◆

If any of the Tacharim survived and the PCs weren't smart enough to cover their tracks or disguise their identities, it's a sure bet that the survivors'll want revenge. After all, the group was poised right on the verge of success, and seeing their dreams dashed and their army eliminated is bound to cause some hard feelings. Depending on how many Tacharim escaped the destruction of the Flower Infernal, there might even be several attempts on the PCs' lives. One survivor might attack precipitously, while another might bide his time, observing the PCs' actions and preparing an attack. Yet another might ruin the PCs' reputations with a whispering campaign, turning the heroes' friends into enemies and their neighbors into spies. And of course, the *real* high-ups are still out there and may have their own thoughts of vengeance.

By destroying the Flower Infernal, the PCs have successfully smashed the power base of the Tacharim. The knights of Excelsior hold a fete in their honor, and praise the characters' names far and wide unless the PCs put a stop to it. The heroes will have allies in the knights for a long time to come, and though the knights won't allow the PCs to take advantage of them, they'll aid the party with most any reasonable request the adventurers might have.

The modronoids can play a part in future adventures as well. If the PCs didn't destroy the notes Valran and his cohorts kept, some other basher might well pick 'em up and start to use them.

The March, of course, goes on. It grinds its way toward Mechanus, pushing on to the end.



In which the Heroes pursue a rumored Artifact, but find a Truth worth far more.

CHAPTER XI: THE LAST LEG

JUST THE FACTS,
◆ BERK ◆

NUMBER OF PCs: 4 to 6.

LEVELS: 8th to 10th.

PCs PREFERRED: This adventure has the most rewards for those with great initiative and their own goals. A rogue-oriented (sneaky) group as opposed to a combat-oriented group will be more successful.

FACTIONS: Any.

SYNOPSIS: As the modrons prepare to finish their March, the PCs are hired to find an artifact that doesn't exist and instead find a rogue modron with important information.

◆ WHAT HAS GONE BEFORE ◆

On Baator, more than a few modrons "disappeared" from the March altogether as various baatezu abducted them for different purposes: some for experiments, some for intense examination, some to see if modrons could be corrupted into serving evil, and some just for . . . fun. Fortunately, the modrons not chosen escaped Baator unscathed, and the March proceeded on through the gate-towns of Ribcage and Rigus.

The March now comprises a total of 124 participants: 58 quadrones, 50 pentadrones, five decatons, four nonatons, four octons, one septon, one hexton, and one quinton. All of the lower-ranking modrons have been killed or promoted. Now, the modrons commence the most dangerous portion of their trip. Any mistake could wipe them out because their numbers are so small. They must be very careful or the March will never return to Mechanus with all it's learned.

DUNGEON MASTER'S ◆ NOTES ◆

So, how do rumors get started? Who knows? The latest chant is that the Modron March has been collecting information about all the planes that they've visited and observed, and they've stored it in a magical item called the *modron crucible* — sort of a keeper of the dark, like a *mimir*. It's a tempting idea, because all planewalkers understand that knowledge paves the road to power.

But as any blood knows, sometimes rumors prove to be completely false. That's the real dark of the *modron crucible* — it doesn't exist. Too bad the Cagers don't know that, because every other basher's racking his brain for a way to get his hands on the thing.

AH, THE RING
OF METAL ON METAL —
IT'S LIKE MUSIC
TO MY EARS!

— KLAGGOR RENDFIEND,
GOBLIN COMMANDER

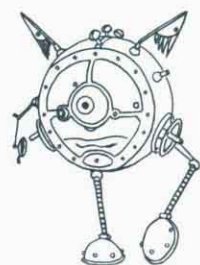
As the March passes onto Acheron, one modron among the survivors is about to go rogue. Some folks wonder why this doesn't happen more often along the March. Well, just as the modrons prepare ahead of time for the harsh environments that they'll encounter, they're steeled against the chaos and individual thoughts that might assault their minds. But no plan is perfect, and after all the long trials that the modrons have undergone, one of their number is becoming aware of its own individuality.

Meanwhile, on Acheron itself, a warlord named Craggis is thinking thoughts of individuality as well. Craggis wants to be known as the being who stopped the Modron March. (Craggis is not an ordinary warlord by any means — see “The Dark of Craggis” on page 122.) He's marshalled his small rogue army of undead hobgoblins and bladeling mercenaries to slaughter the remaining modrons before they reach Mechanus. Even now, his troops wait in ambush for the modron procession.



SEQUENCE

1. The heroes journey to retrieve the *modron crucible* as the March approaches Acheron. They travel to the gate-town of Rigus, arriving just behind the modrons. The PCs're prevented from following through the gate and must wait until the portal opens again.
2. In Rigus, the PCs hear accounts which lead them to believe that the modrons are traveling through Acheron by way of a realm called Resounding Thunder. More careful research reveals that the Modron March is actually headed for the Mines of Marsellin. The heroes now either wait and follow the modrons through to Acheron or return to Sigil and use a portal there to Marsellin.
3. Either way, the warlord Craggis learns of the PCs' plans to interfere and sets a trap for them that they must overcome.
4. Once in Marsellin, the heroes search for the *crucible* but instead encounter “8,” a modron who's gone rogue. 8 tells the heroes that the magical item that they search for doesn't exist. However, it offers to tell them something very important if they help it escape from the March and get out of Acheron.
5. As the PCs move to rescue 8, Craggis attacks. 8 suddenly changes its mind and tells the heroes that it'll help them only if they save the Modron March.
6. The heroes must stop Craggis's plans, defeat his troops, and save the March. 8, who is mortally wounded in the battle, tells the heroes that Primus is dead before it disintegrates.



◆ I+ BEGINS ◆

Simply hearing about the existence of the *modron crucible* should be enough to excite the heroes' interest. Full of information, it can serve as a path to power for any blood. It can aid the PCs, no matter what their goals. Chant is, just activating the powers of the *crucible* fills a body's brain-box with all the chant the modrons have acquired. The merest rumor that the *crucible* exists should be enough to get the PCs moving toward Acheron to catch the modrons before they enter Mechanus. (Everyone believes that once the March enters Mechanus, the *crucible* immediately empties all its chant into Primus.)

However, if this sort of enticement doesn't work on the PCs, they can be motivated in other ways. The *crucible* would be invaluable to any faction, so the heroes could be approached by their factotum, who asks for their assistance. Other groups or individuals (such as the Planar Trade Consortium), any number of fiends, or even an interested power (through a proxy) might pay the PCs to retrieve the artifact.

In the end, the *crucible* simply serves to draw the PCs into action. It also proves the real point about rumors on the planes — that even the most sincere chant isn't always true.

◆ BUILD-UP ◆

The ride begins in Rigus with the March passing through. Few know the path that the modrons plan to take through Acheron, so the only way to find the modrons is simply to follow them. The gate from Rigus has a fluctuating end point, so the PCs can't even determine where the modrons emerge onto Acheron. If the PCs *do* go straight to Acheron, they eventually hit the blinds wandering about the infinite plane, trying to find the March. Canny PCs will start off in Rigus and try to find someone who knows where the modrons went.

RIGUS

As they have always done when the Modron March approached their town, the generals of Rigus threw the gates open wide and let the modrons in. Chant is the high-ups of the

town made a deal with some modron representatives in Automata a long time ago. The modrons wanted to insure that the remnants of the March could travel through this military town without problem. 'Course, that agreement doesn't mean that folks in Rigus are happy to see the modrons. Most of them would just as soon attack the intrusive automatons, but everyone follows orders in Rigus. (A *Player's Primer to the Outlands* contains more information on the gate-town.)

To enter Rigus without being immediately scragged, visitors must accept heavy plaques identifying their outsider status at the town gates. Without these identifiers, a visitor has no legal protection against being thrown into slavery. All citizens belong to strict military orders, and without allegiance to one of these or protected visitor status, a berk's fair game to anyone who can take him.

When the PCs arrive, they've just missed the troupe of modrons as they passed through the gate. The Lion's Gate (the locals' name for the portal to Acheron) is located in a cavern a mile below the burg. A stairway leading from the innermost ring of Rigus's walls (called the Crown) leads right to it. Problem is, the guards around the Crown seal off access right after the modrons pass through — they won't let the heroes through for anything. The guards' orders state that once the modrons go through, the Lion's Gate will remain closed for one week. No exceptions.

So why'd the PCs come to this sodding gate-town? Well, plenty of folks are willing to sell the party the dark on the modrons and their path through Acheron. They might even be approached by someone amenable to supplying the chant on one of the other accesses to the Lion's Gate cavern. (Many underground passages lead from outside of Rigus to the chamber.) They also give the chant on the gate itself: It alternates between three points on Acheron — the Blue Cube, the Mercykiller city of Vorkehan, and the goblin/orc Battlecube.

A chant broker named Villich (Pl/♂ tiefling/T6/Free League/LE) knows the dark of the March's path, and he sells it to anyone wanting it for 200 gp.

"See, the modrons are always real careful about this last leg of their little trip around the planes. Since they're so few in number, if they're not peery, anything could take 'em out — and Acheron ain't a place to be vulnerable. So they made a deal with the high-ups of this burg who let 'em through with no fuss. Likewise, they scamper through Acheron to a place called Resounding Thunder, the realm of Lei Kung (maybe you've heard of him, berk . . . the power?) where they know they've got safe passage back to geary Mechanus."

Everything he says is true — usually. But it isn't true this time. Here's the dark: The modrons' agreement with Lei Kung doesn't hold for this out-of-sync



March, so it isn't safe for them there. The March has to deviate from its normal path and descend to the second layer of Acheron. There, the modrons must enter the Mines of Marsellin where another (perhaps the only other) gate to Mechanus stands.

The PCs find out this information only if they're canny enough to ask around about Lei Kung's realm before they barge into it. For 50 gp more, Villich tells them the following about Lei Kung and the realm of Resounding Thunder:

"Well, a couple of the power's representatives hang around town, but here's the real chant you just paid me for: To know anything about someone, it's always better to ask his enemies rather than his friends, and Lei Kung's got himself an enemy here in Rigus. It's a Defier named Erinos Vail, and you can find her hanging about the Toll of Doom's armory in the seventh ring."

Smart cutters take his advice. Erinos Vail (Pl/♀ human/M7/Athar/N) is a member of the Athar who was placed in Rigus specifically to undermine the power's activities and influence. She's also the only basher in town who knows the dark of Lei Kung's deal with the modrons and that it doesn't hold this time. As long as the heroes are quiet about their questions and don't approach her with an overbearing manner, she gives them the chant for a little garnish (about 100 gp).

So now the PCs know where the modrons *aren't* going, but they've still got to figure out where the modrons are headed. Unless the heroes already know the dark about the Mines of Marsellin, they'll have to spread more garnish or other favors around to find out. Fortunately, the portal to Mechanus in the mines isn't all that secret, so plenty of folks can give them the chant. Directions to Marsellin through the realms of Clangor and Hammergrim are also easily available when garnishes are spread freely to loosen tongues. In Rigus, a body earns or pays for everything she gets — there's no charity here.

More than likely, word of the heroes' curiosity reaches the wrong ears — particularly if they're not peery about who they talk to, where they talk to their contacts, and how subtle they are overall. In this case, the "wrong ears" are those of the Left Eye (see below), Rigus's local crime syndicate. The Left Eye passes along such pertinent information to the warlord Craggis.

Regardless, the PCs have the information they need. 'Course, they still have to actually reach the mines, and that means waiting a week for access to the Lion's Gate and then passing through hazard after hazard on Acheron. Read the section titled "Meanwhile, on Acheron . . ." and then go on to "The Ride Through Acheron," below. That is, unless they find another path. . .



THE "EASY" WAY

One bit of information might prove valuable to the PCs. See, a portal in Sigil leads right to Marsellin. 'Course, it's accessed through the Streetsweeper's Yard, but that's better than traipsing through the battlefields of Acheron, right? This chant comes only to the PCs after a great deal of research — talking with folks, spreading a hefty bit of garnish, and even consulting old documents.

Rigus, as a lawful town, keeps extensive records, particularly on important topics like portal locations. Unfortunately, the Chamber of Records (within Rigus's fifth ring of walls) is off-limits to noncitizens. The Chamber is a huge room within a large structure containing various government — that is, military — bookkeeping and registration bureaus. Breaking in brings on a fight with well-armed and well-organized guards with an unlimited source of reinforcements, as the entire city is a military body.

RIGUS SOLDIERS (Pl/var var/F2/LE) (30+): AC 3 (banded mail and shield); MV 12; hp 12 each; THACO 19; #AT 1; Dmg 1d8 (long sword) or 1d4+1 (heavy crossbow); SZ M (5'–6' tall); ML champion (16); Int average (8); XP 35 each.

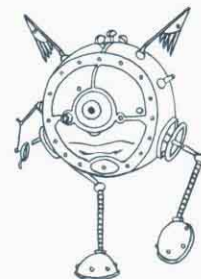
Note: 1 in 20 soldiers will be tieflings with the ability to cast *darkness 10-foot radius* once per day, suffering half damage from cold, and gaining a +2 saving throw bonus vs. fire, electricity, and poison.

RIGUS CAPTAIN (Pl/var human/F6/LE) (2+): AC 2 (plate mail and shield); MV 12; hp 37 each; THACO 15; #AT 1; Dmg 1d8 (long sword) or 1d4+1 (heavy crossbow); SZ M (5'–6' tall); ML fearless (19); Int average (10); XP 270 each.

Smart PCs would be better off obtaining counterfeit citizenship documents or bribing a citizen to obtain the information for them. Counterfeit papers are created by a dark underworld organization called the Left Eye.

The Left Eye is run by a deposed general named Op-pince (Pl/♂ half-elf/F9/NE) who quite convincingly faked his death long ago. His "demise" granted him a great deal of freedom (and not incidentally allowed him to escape the wrath of his many enemies). The organization clandestinely operates out of a tavern called the Broken Slate, which does a lot of business with noncitizens. Forged papers and identification cost 120 gp.

Unfortunately for the PCs, the Left Eye often turns stag on its customers and follows them after they've been provided with the forgeries. The Left Eye members shadow their marks, learn the dark of their schemes, and then exploit them however they can. In the heroes' case, the Left Eye sends four members to follow them. When the PCs emerge from the Records Chamber with their information, the Left Eye knights of the post jump them and try to scrag both the chant the characters've learned as well as the PCs' valuables.



If the PCs prove too tough for the knights (which will almost certainly be the case), they'll flee back to the Broken Slate. The DM should keep in mind, too, that the knights aren't barmy. If the heroes are obviously more than the knights can handle, they won't attack at all. Instead, they just report back to their leader. Oppince warns his ally Craggis that some powerful bashers interested in the modrons are headed to Acheron.

LEFT EYE KNIGHTS (PI/♂ tiefling/F6,T6/NE) (4): AC 6 (leather and Dex bonus); MV 12; hp 30 each; THACO 16; #AT 1; Dmg 1d8 (long sword) or 1d4 (thrown dagger); SA ×3 backstab; SD *darkness*, immunities; SZ M (5'-6' tall); ML elite (13); Int average (10); XP 1,400 each.

SD—*darkness* 10-foot radius once per day, half damage from cold, +2 to saves vs. fire, electricity, and poison.

Thief Abilities: PP 55, OL 52, F/RT 50, MS 57, HS 53, DN 20, CW 92, RL 30.

Once the PCs get the chant, they're off to Sigil. Read the section titled "Meanwhile, on Acheron . . ." and then go on to "The Ride Through Sigil," below.

MEANWHILE, ON ACHERON . . .

The Modron March passes through Rigus to the Blue Cube relatively uneventfully. Then it takes flight through the airy void of the plane to the Mercykiller-controlled burg of

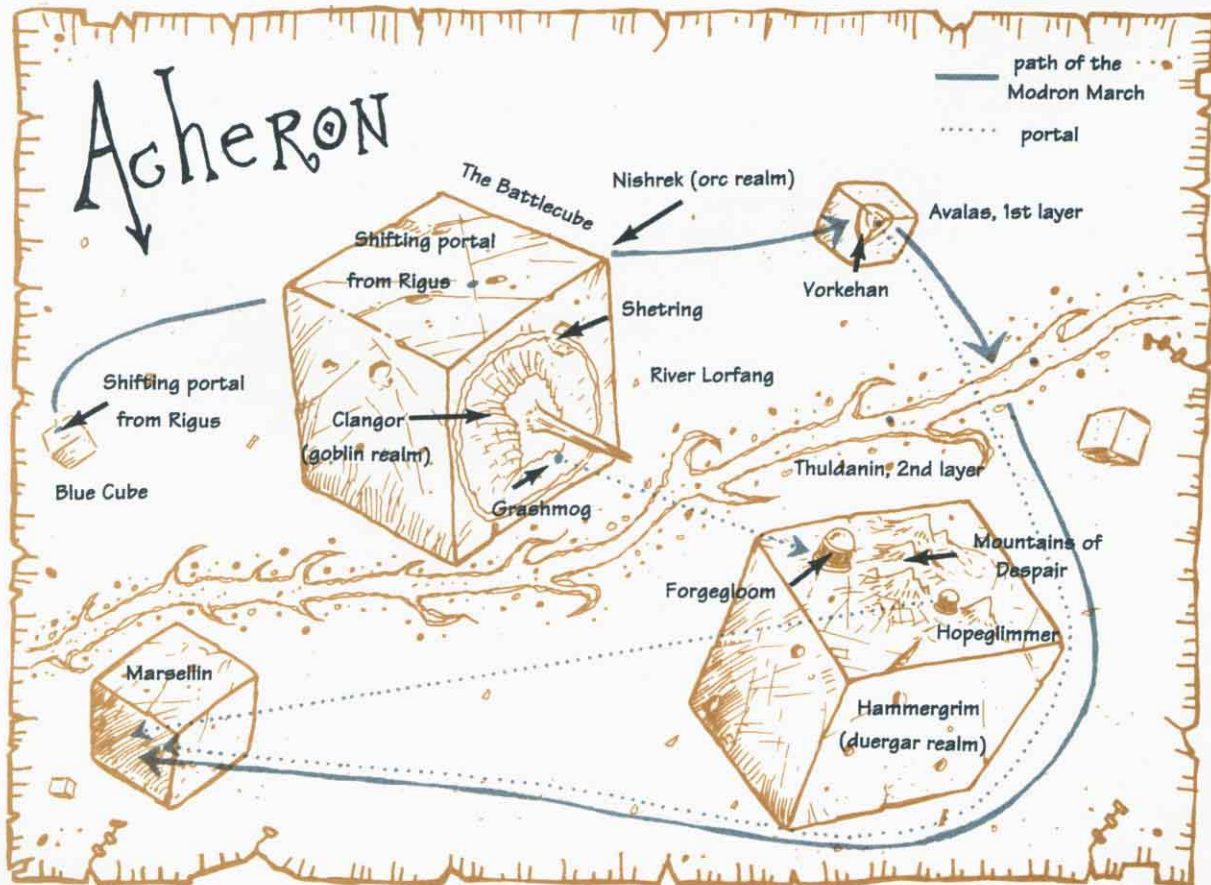
Vorkehan. (Those modrons incapable of flight are carried by their companions.) This journey takes them a long time — plenty of time for the PCs to bang around Rigus, learning the chant.

The change of direction foils the warlord Craggis's ambush outside of Resounding Thunder. He assumed, like everyone else, that the modrons would head straight for Lei Kung's realm as always. However, it doesn't take him long to tumble to the fact that they aren't headed for Resounding Thunder at all. Craggis knows that the only other portal to Mechanus lies in the Mines of Marsellin. Contingency plans must be made — but he has time. The modrons won't reach the mines for quite a while.

THE RIDE THROUGH ACHERON

Most likely, the heroes end up traveling through Acheron to reach Marsellin. By the time the PCs go through the Lion's Gate, it has changed end points. They arrive on the Battlecube of the orcs and goblins, a realm of endless and horrible conflict. If the PCs haven't been to Acheron before, they quickly discover why the cubes of Avalas, Acheron's first layer, are collectively known as the Battleplains.

Your group appears in a 3-foot-deep crevice that must've been formed when this metallic cube collided with one of Acheron's other cubes in the past. All around you, the dead and wounded from the orcs' and goblins' eternal



struggle lie in heaps along with unbelievable piles of weapons, armor, and equipment. The sounds of battle are thankfully far off, but you can still clearly hear the clash of metal on metal, battle-horns being sounded, and the cries of pain and misery that constantly echo throughout Avalas.

The PCs learned the path to Marsellin in Rigus, so they know they need to proceed to the tiny burg of Grashmog within the goblin-realm of Clangor. (The orcish realm of Nishrek, which also has useful portals, is even less hospitable to outsiders.) There, they'll find a portal to the town of Forgegloom in the duergar realm of Hammergrim which lies in Thuldanin, Acheron's second layer. From this little town, the PCs must make their way through the realm to another burg called Hopeglimmer. A portal there leads directly into the Mines of Marsellin.

The border of Clangor is about a day's march across the wasteland of the ravaged battlefield. Fortunately for the heroes, the tides of battle have taken the warring goblin and orc armies to another face of the cube, so the PCs don't have to worry about being caught in the conflict. Aside from rats defending their feeding grounds (the decaying corpses), nothing threatens the PCs as they trudge across the scarred cube filled with the remnants of battle. The DM could include an encounter with carrion crawlers or other battlefield scavengers such as low-ranked yugoloths or baatezu, but the most common meetings are with individual duergar, orcs, and goblins searching the wreckage for valuables.

To reach Grashmog, a body has to traverse a wide, fast-moving river called the Lorfang that runs all the way around the goblin realm. Bridges cross the river only within the walled city of Shetring, which is built on both sides of the river. The gates of Shetring don't open easily to strangers. The best and easiest way in is to tell the guards an orc joke, or to say something terribly disparaging about the goblins' enemies. Otherwise, it takes some special garnish to enter the city – a well-made weapon, a bit of quality food, or some other bribe. They're not too quick to take mere gold here. Fortunately for the heroes, the goblins at the gate (and throughout the realm) aren't particularly bright.

TYPICAL GOBLIN GUARD: AC 4 (chain and shield); MV 6; HD 1; hp 5; THACO 19; #AT 1; Dmg 1d6 (short sword or composite bow); SZ S (4' tall); ML fanatic (17); Int low (6); AL LE; XP 15.

Once allowed in, the PCs're forced to wear jade visitors' bracelets. They *aren't* told that the bracelets allow a goblin officer to inflict a *hold person* spell upon the wearer merely by saying "Maglubiyet compels you!" (Victims are still granted a saving throw versus spell.) Visitors are informed that they're forbidden to wear red, white, or black cloaks of any kind, as those are all important insignia here. Any visitor without a bracelet or wearing the wrong color cloak is subject to goblin justice (such as it is).

As long as the PCs are obedient and tight-lipped, they can pass through Shetring and cross the realm to Grashmog without problems. The trip takes about another day's march. 'Course, if the heroes wish, they can avoid potential problems in Shetring by simply crossing the Lorfang on their own and sneaking directly into Grashmog. If they're scragged, however, goblin justice will be swift, and the party'll quickly be on the way to the leafless tree.

Grashmog is a quiet little burg – a bit of a retreat from the war, actually. It has no wall around it, and the place is occupied mainly with temples, monuments, and places holy or important to Maglubiyet, the major goblin god. The portal to Hammergrim is located within a small pillar-filled shrine. To use the gate, a basher just needs to affirm the majesty of Maglubiyet. This isn't the key – it's the requirement of the goblins who control the gate.

'Course, this might be a moral problem for the heroes. If so, they'll have to sneak their way through, because no garnish works on Regrilias, the goblin shaman who watches over the portal. He's backed up by a contingent of 15 elite Steelbiters (4 HD goblin dragoons mounted on winter wolves). Fighting these bashers would be the most addle-coved move the PCs ever made, since the goblins have the advantage of being in their power's realm, but tricking, *charming*, or sneaking by them are viable options. The portal lies between two pillars and requires no key.

REGRI LIAS (Pl/♂ goblin/P6 [Maglubiyet]/LE): AC 3 (plate mail); MV 6; hp 46; THACO 18; #AT 1; Dmg 1d8+2 (battle axe +2); SA granted powers; SZ S (4' tall); ML fanatic (17); XP 1,400.

SA—*charm person* once/day; *strength* once/day, affects 1d4 targets by touch.

S 14, D 13, C 16, I 9, W 15, Ch 11.

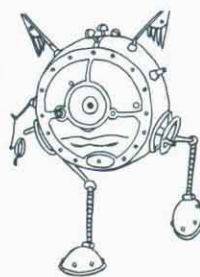
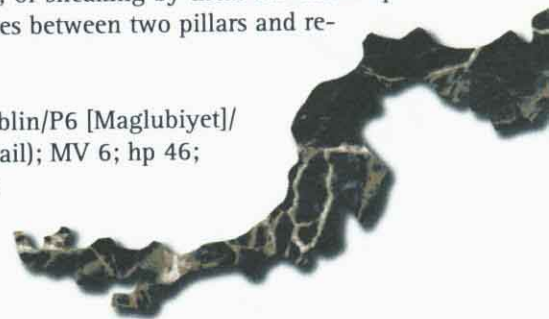
Personality: fanatically devoted to Maglubiyet.

Special Equipment: battle axe +2.

Spells (5/4/2): 1st—*curse*, *command*, *cure light wounds*, *cause light wounds*, *protection from good*; 2nd—*charm person* or *mammal*, *flame blade*, *hold person*, *silence 15-foot radius*; 3rd—*cause blindness*, *continual darkness*.

STEELBITERS (15): AC 4 (banded mail); MV 6; HD 4; hp 30 each; THACO 17; #AT 1; Dmg 1d8 (battle axe); SZ S (4' tall); ML fanatic (17); Int average (9); AL LE; XP 120 each.

WINTER WOLVES (15): AC 5; MV 18; HD 6; hp 40 each; THACO 15; #AT 1; Dmg 2d4; SA frost; SD immune to cold attacks, SW fire; SZ large (9' long); ML elite (13); Int average (8); AL NE; XP 975 each.





SA— breathe cold blast once/10 rounds, 6d4 points of damage to all within 10 feet, save for half.

SW—suffers 1 additional point of damage for every die of fire attacks.

The portal takes the player characters to Thuldanim, the second layer of Acheron. Without the constant war, this layer's a bit quieter but just as dangerous in its own way.

Stepping through the portal, you find yourself in a somber, dismal structure built into the side of a cliff or mountain. You've left behind the foul smell of the goblin burg, but the grim sight ahead of you doesn't lift your spirits. Two morose, beardless dwarves stand before you, their dark eyes impassive. Each dwarf is garbed in clothing that gives a new meaning to the word drab, and the sullen looks on their faces would darken the mood of a Bleaker on the Gray Waste. They say nothing.

The portal takes the heroes to Forgegloom in the realm of Hammergrim. The duergar here have made tenuous pacts with both the orcs and goblins, since portals from both races' realms lead here. The dark dwarves allow the goblins and orcs to use the portals but won't tolerate any conflict between them in the duergar realm. The dour, grimly dressed duergar watch outsiders closely but don't bother questioning those coming from the portal.

The PCs may have a major problem in Hammergrim: The duergar speak only their own tongue. Unless at least one of the group knows the duergar language, the PCs'll need *tongues* or some other magical means to communicate. It probably doesn't matter if they don't speak to the duergar, since the dour bashers don't talk much. As long as the heroes remain unthreatening and discreet, the peery duergar leave them alone.

Forgegloom holds the Court of Memory of the mad idiot-king of the duergar, but PCs foolish enough to approach those halls deserve the quick trip to the dead-book (or worse) that they get. Canny cutters'll quickly make their way out of town. To reach Hopesliver and the portal to Marsellin, the heroes must undergo a three-day trek through the Mountains of Despair. Encounters in the mountains are at the DM's option but could include dire wolves, rakshasa slavers, hook spiders, bonespears, and worse.

In between two mountain peaks lies the city of Hopesliver. The gates of the fortress-city stand open during the day and the guards watch the PCs with a peery eye but won't stop them from entering. But the party may have

some trouble using the portal to Marsellin. See, the duergar have a lot of traffic to the mines, where they scavenge large amounts of treasure, weapons, and raw iron. They're not anxious to let competitors into their treasure trove. The PCs need to offer the duergar at the portal some great prize (a precious gem, a magical item, or some other item of considerable value) or offer to grant them the first choice of anything the PCs uncover while in the mines. 'Course, the PCs probably aren't intending to rummage through the place, but only unwise characters will mention the modrons. The duergar hate modrons, who constitute their main competition in Marsellin. PCs who try to force their way through the portal end up in Marsellin with a huge force of angry duergar miner-petitioners (identifiable by the stone shards permanently imbedded in their knees) hot on their heels. The portal's key is a grim thought — common enough in Hammergrim.

TYPICAL DUERGAR: AC 4 (chain mail and shield); MV 6; HD 1+2; hp 10; THACO 19; #AT 1; Dmg 1d6+1 (pick); SD surprise, immunities, innate abilities; SZ S (4' tall); ML elite (13); Int average (10); AL LE; XP 420.

SD—stealth imposes a -2 penalty to opponents' surprise rolls, duergar surprised only on a roll of 1 in 10; saving throw vs. spell at +4 bonus; immune to paralysis, poison, and illusion/phantasm spells; *enlargement* and *invisibility* as 1st-level wizards.

THE RIDE THROUGH SIGIL

If the PCs learn about the portal in Sigil that leads to Marsellin, it's an easy trip back to the City of Doors through a portal in Rigus.

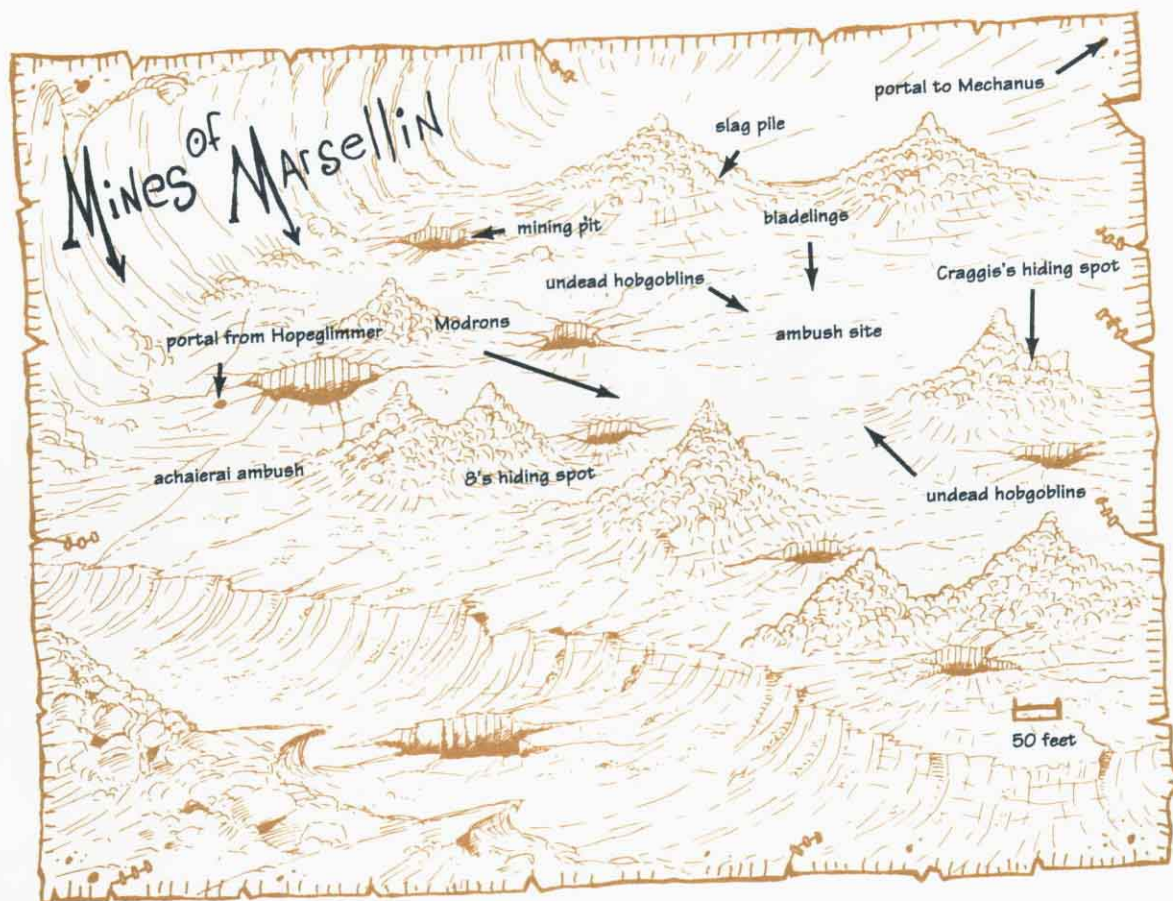
The Streetsweeper's Yard lies in the Clerk's Ward. It's a junkyard where the dabus gather the refuse collected from the city's streets into horrible, stinking piles. The dabus watch over the yard, but some horrible creatures — from otyughs to cross-trading bandits to disease-ridden giant rats — call kip in the garbage.

The portal in the Streetsweeper's Yard opens only once per week, so the PCs may need to wait a while before they can pass through. When the portal opens and the dabus push the trash into Marsellin, they couldn't care less if some barmy berks want to go along with it.

At the DM's option, other groups of adventurers also seeking the *modron crucible* might accost the party during their week's wait. Such opponents should be of comparable level to the PCs and work for a faction that the characters despise.

THE MINES OF MARSELLIN

No matter how the PCs get here, they arrive in Marsellin eventually and catch up with the March that's come from Vorkehan.



The acrid smell in the air is accompanied by a metallic tang that leaves a bitter taste upon your tongue. Scrap heaps all around appear to be comprised of rubble that looks like both metal and stone at the same time. Occasionally within the rubble (and the ground beneath your feet) you can see lines or seams, giving you the impression that the entire cube's made of countless pieces of cast-off metal weapons and equipment compressed into a single mass.

Scavengers of all races constantly tear the cube of Marsellin apart to retrieve its component weapons and equipment. The seemingly endless mines crawl with humans, tieflings, modrons, duergar, orcs, goblins, and other berks who rummage through the piles and dig mines deep into the cube. Chant is the miners sometimes find wondrous treasures among the garbage heaps, and the merest possibility of such prizes keeps them digging. More junk materializes every day, but no one knows from where. Some of it's obviously been tossed through the portal from Sigil, but other debris just *appears*.

Naturally, Marsellin is not without danger: Everything here, inanimate and animate objects alike, eventually turns to metallic stone. Objects must save versus crushing blow every week and living creatures must save versus petrification once per month to avoid being transformed. The modrons of the March, however, don't plan on being here that long (and the PCs probably don't either).

A rust dragon named Coirosis rules the cube. She's allied with the Mercykillers and she passionately hates the modrons. The warlord Craggis, a member of the Red Death himself, was able to convince her to let his troops lay an ambush for the heroes and the March here.

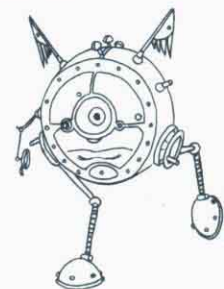
Craggis, knowing that the heroes were on their way, arranged a trap to take care of them. The trap takes the form of two small flocks of achaierai waiting for the PCs just outside the portals from Hopeglimmer and Sigil. These avian killers bloodthirstily attack the party immediately and relentlessly. As the horrible birds strike, their squawking cries proclaim that they were sent by the mighty warlord Craggis (who the PCs are probably hearing about for the first time).

ACHAIERAI (6): AC -1 legs, 8 body; MV 18; HD 6+6; hp 50, 43, 40, 36, 31, 28; THACO 13; #AT 3; Dmg 2d8/2d8/3d12; SD gas; SW weak legs; MR 35%; SZ L (15' tall); ML elite (14); Int high (13); AL LE; XP 5,000 each.

SA—Opponent must be 10' tall or 10' in the air to be attacked with a bite (3d12 points of damage).

SD—If seriously wounded, can release a 10-foot cubic foot cloud of gas that inflicts 2d6 points of damage and three hours of insanity (saving throw vs. poison for insanity effect only).

SW—If a leg suffers 15 hp worth of damage, it breaks. Two broken legs halves the achaierais' movement rate.





Once past this threat, the PCs can look for the modrons in the mines. Their path isn't hard to find. When the player characters catch up with the March, they'll most likely try any number of tactics to locate the *crucible*. Obviously all of them fail, since the object doesn't exist. Asking the modrons about it is pointless since the automatons ignore the PCs entirely; they're focused solely on reaching the gate to Mechanus. If necessary, the modron hierarchs use their clerical spells to rid themselves of the annoying PCs.

8

Nobody knows the dark of why modrons go rogue. Whatever the reason, a pentadrone that suddenly discovered self-awareness and the secret of this out-of-sync March has left the ranks. It now has the form of a quadron with vestigial wings, the form that all rogues eventually take. It named itself 8 and now hides amid the slag heaps, afraid that its own kind will destroy it. It's peery for good reason — the modrons are not gentle with those of their kind that develop strange ideas of "self." Luckily for 8, the modron high-ups are too focused on moving what's left of the March back to Mechanus to worry about a single defection.

When 8 spots the PCs in the vicinity of the March and hears them asking questions, it tries to draw their attention without letting the other modrons see it.

"This is 8," the modron says, pointing to itself. "Non-8s," it says, pointing at you. "Non-8s seek information on the Modron March. 8 will give non-8s information. Non-8s will assist 8 in successful escape of this plane and the Modron March."

The heroes might very well be surprised by this offer, particularly if they're not familiar with the concept of a rogue modron. 8 does *not* refer to itself as a rogue. Instead, it attempts to explain to the PCs that it has gained an awareness of self unlike the other modrons. (For one thing, it's given itself a name — which modrons never have.) 8 hasn't become a chaotic barmy, but it has rejected the standard operating procedure of modronkind. It values its individuality and knows that it can never again return to Mechanus. The other modrons would recognize it for what it's become and attempt to destroy the rogue.

If the PCs ask 8 about the *modron crucible*, it tells them that such a thing does not exist. But if they help it

escape, 8 will relay to them all it's observed during the march around the Great Ring. That's quite an offer, and the PCs'll probably agree to aid the modron.

At that point, Craggis launches his ambush. Reanimated hobgoblins leap out from every surrounding scrap heap and out of every mine shaft, falling upon the modrons like a deadly living rain. Though hopelessly outmatched by even the lower-ranked modrons present, the undead hobgoblins outnumber the automatons almost four to one, and they're only supposed to occupy the lower ranks in any event. Accompanying the hobgoblin zombies is a fighting wedge of 24 bladeling mercenary warrior/conjurers who push through the lower-ranking modrons to strike at the powerful high-ups. Although it will be a pitched battle, the odds are against the modrons ever making it back to Mechanus.

<<SKREEEEK!>>
S⊕F+ FLESHIEES +⊕
FEEEEE Y⊕UNG BEAKS!
— ACHAIERAI
ASSAILAN+

UNDEAD HOBGOBLINS (200):

AC 5 (chain armor); MV 9; HD 1+1; hp 5 each; THACO 19; #AT 1; Dmg 2d4 (broad sword) or 1d6+1 (short bow); SD immune to mind-influencing spells; SZ M (6½' tall); ML steady (12); Int average (9); AL LE; XP 35 each.

BLADELINGS (Pl/♂ bladeling/

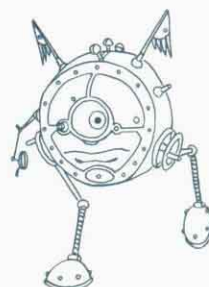
F9, Con9/LE) (24): AC 2; MV 12; hp 37 each; THACO 12 (11 with sword); #AT 2 or 3/2; Dmg 1d6/1d6 or 1d10+1 (*two-handed sword* +1); SA razor storm; SD immunities; MR 10%; SZ M (6' tall); ML elite (13); Int average (10); XP 5,000 each.

SA—once per week can fire a razor storm up to 15 feet forward inflicting 3d12 points of damage (save vs. breath weapon for half damage). After a razor storm, AC on frontal torso worsens to 6, magic resistance drops to 5%, and attacks inflict double damage if striking this spot while cold and fire inflict full damage.

SD—immune to acid, normal piercing missiles, and bladed weapons; half damage from cold and fire.

Special Equipment: *two-handed sword* +1 (forged in Zoronor on Acheron).

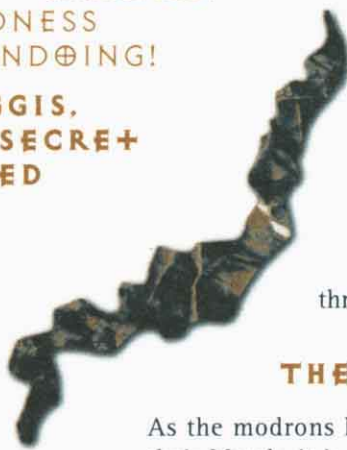
Spells (5/4/4/3/2): 1st—*burning hands* (×2), *color spray*, *grease*, *shocking grasp*; 2nd—*blur*, *levitate*, *Melf's acid arrow* (×2); 3rd—*blink*, *flame arrow*, *hold person*, *slow*; 4th—*dimension door*, *Evard's black tentacles*, *stone-skin*; 5th—*monster summoning III*, *hold monster*.





F♂LS!
Y♂U +HINK I NEED
A B♂DY +♂ RULE?
S♂ME R♂++ING, FLESHY CARCASS?
Y♂UR NARROW-MINDEDNESS
WILL BE Y♂UR UND♂ING!

— WARL♂RD CRAGGIS,
♂NCE "HIS" SECRET
IS EX♂SED



◆ CLIMAX ◆

8 still feels a great deal of loyalty to the March and, despite its defection, wants to see it reach Mechanus. When it sees its fellows under attack, it exclaims to the PCs with newfound emotion:

"8 has altered its decision!" the modron cries with a surprisingly shrill voice. "8 and non-8s must protect the Modron March. Only if Modron March is safe will 8 provide information to non-8s!"

With this, 8 charges into battle with a fury unknown to the normal members of its kind and even to most rogues. Since it's a new rogue, 8 has the normal abilities of a quadrone at this point — although its wings do not function.

The heroes are probably reluctant to become involved. This isn't their fight, after all, and the hobgoblins and the bladelings are too immersed in decimating the modron ranks to challenge the PCs. However, the only modron that's deigned to talk to them has just charged into battle, and so at the very least the PCs will probably want to protect it. Besides, if they don't actively help and the March is wiped out, 8 will never tell them anything.

Once committed, the PCs have to fight their way through a mass of hobgoblins, but they'll quickly ascertain that the bladeling warriors are the true threat. The razor-covered mercenaries tear apart the modron high-ups handily as the hierarch modrons attempt to relay orders to the

lower ranks. When a few of the high-up modrons die, they're immediately replaced from the lower ranks — but in this case, that works to the modrons' disadvantage. The replacements are momentarily disoriented by their new position of command, and that's all the opening the bladelings need to strike them down.

If the PCs wade in and show themselves to be a significant threat, at least one bladeling per hero breaks off from the fighting wedge to deal with the characters. This diversion of resources on the attackers' part grants the modron high-ups a chance to recover and strike back with spells and attacks of their own. When this happens, Craggis himself gets involved.

The warlord charges into battle from his hiding spot and attacks whoever is closest to him, wading his way through the melee toward the PCs.

THE DARK ♂F CRAGGIS

As the modrons have quite literally come full circle on their March, it is only fitting that the PCs encounter another item made by Heiron Lifegiver, who they encountered at the beginning of the March. (It's the Unity of Rings in action, a multiversal constant the characters can't escape.) See, though it looks like a warrior in full plate armor with a visored helm, Craggis is actually a sentient broad sword that was created by Heiron long ago.

The sword is a lawful evil *broad sword* +2 with an Intelligence of 16 and an Ego of 10. It bears Heiron's sigil on its hilt, which the PCs should recognize. Craggis can speak and read planar common, goblin, bladeling, and orcish. It has the special powers of *animate object* and *ventriloquism* to the extent that it can animate the suit of plate armor and make it seem like someone inside is speaking. The sword's animation power is limited: It can only use its powers on one item per week and only on an object that it touches, so if it's separated from the armor (or the armor is destroyed), it's powerless for one week. The sword was forged on the Outlands, so its bonus is +1 on Acheron (already calculated into the armor's THACO).

The armor can be destroyed by inflicting 80 points of damage upon it or using spells such as *transmute metal to wood*, *disintegrate*, or other destructive magic. The DM should note that the armor is not magical and cannot make saving throws.

CRAGGIS (animated armor): AC 0; MV 12; hp 80; THACO 12; #AT 1; Dmg 2d4+1 (*broad sword* +2); SZ M (6' tall); ML champion (16); Int exceptional (16); AL LE; XP 2,000.

Notes: Craggis is a member of the Mercykillers. His fighting ability is equal to that of a 9th-level warrior.

ENDING THE BATTLE

Between the PCs' defeat of their bladeling opponents and the losses they've suffered from the modron attacks, the rest of the bladelings realize that they're fighting for a lost cause and retreat. Craggis retreats as well, but if its armor is destroyed, it can't stop the PCs from confiscating it. Craggis promises the PCs that it will forget about them if they just leave it here in the mines. (If they do, it'll just animate some new transportation in a week if it doesn't petrify first.) The PCs may wish to return the sword to the wizard Heiron, however.



At Heiron's Automata home, the heroes once again suffer the wizard's ingratitude. In Heiron's eyes, Craggis was a horrible failure. Though he takes the sword back in order to destroy it, he's not happy about it. The PCs certainly won't receive any reward or thanks for providing him with this extra task and reminding him of old failures.

◆ EPILOGUE ◆

The battle over, the few remaining modrons finally reach the nearby gate to Mechanus. The Modron March ends as they pass through the gate, and the PCs know that they played a large part in helping the modrons successfully finish their planar trek.

8 SPEAKS

8 was mortally wounded in the battle with Craggis's forces. The PCs may've been guarding their rogue modron ally, but 8 was attacked by the other modrons as well as the ambushers. Its wounds are too severe to be healed by anything but the most potent spells, and even those cannot replace the limbs that have been torn from its body. As it lays dying, the modron utters its last few words to the heroes.

"Non-8s provided the help 8 asked for. 8 will give the information the non-8s require. This Modron March was not a standard Modron March. This Modron March occurred because . . . because . . . the One and the Prime is dead. . . ."

With those startling words, 8's body crumples and decays with alarming speed until nothing's left. 'Course, the PCs are probably accustomed to the sight of modron death after the last battle and the previous adventures.

HEIRON LIFEGIVER

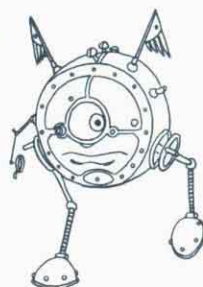
If the PCs wish to take Craggis back to its creator, they need to take some precautions. Like many intelligent items with egos, Craggis can dominate those with inferior wills. Canny heroes'll toss the blade in a bag and bring the sword to Heiron before the week ends. Craggis begs, pleads, threatens, and cajoles the PCs all the way. It's an insolent knave, as swords go.

THE LAST DETAILS

If the heroes want to investigate 8's claim of Primus's death, they find little corroboration. Most modrons they talk to won't be able to help them; remember, only the secundi modrons even know of the One and the Prime's existence! The secundi, of course, simply say that Primus "is and will always be," so rumors of its death are obviously incorrect. Members of the Fraternity of Order who live on Mechanus declare that while they noted a few discrepancies in the native modrons' behavior over the time of the March, they never observed any really strange actions.

If the PCs choose to see Primus for themselves, by the time they navigate the Labyrinthine Portal and reach the Modron Cathedral, the usurper has left and a new Primus is in place. The new Primus has nothing to say to the PCs about "its" death (or about anything else, in fact). And since there's no telling one Primus from another, they can learn no more at this time.

The Modron March is over. Whether the PCs followed the entire thing or only took part in a few encounters, they've nevertheless been touched by a wondrous and mysterious planar event. *Any* March is a cause for excitement and wonder; *this* March, because of its untimely start, raised more questions and excited more interest than any other March in planar history. Simply by participating – even peripherally – the PCs have been a part of this phenomenon. They might find themselves hounded by researchers who want to know every infinitesimal detail or wooed by publishers who want the PCs to sell their memoirs of the March. Or they may just be considered berks who wasted their time on some foolish planar jaunt, chasing after barmy automatons.



In which Order is restored, only a bit Worse for wear.

EPILOGUE

The few modrons that had survived the March made their way through the Mechanus gate and passed back into Regulus. No trumpets sounded, no one cheered. Without stopping for rest or re-orientation, they went back to the duties they had performed before they left, duties which other modrons had performed in their place during their absence. Nevertheless, it was good to have them back – good in the same sense that it is good that time moves forward and distance remains constant. It was *right*. It was orderly. The perfect structure of Mechanus was intact.

He paused a moment. Had he thought that? *He?*

Detaching himself from the fleshy strands of the Infinity Web, the shadowy creature stepped down from the rightful place of the true One and the Prime. His experience as Primus had changed him in ways he could never have expected. In many ways, he had *been* Primus for the duration of the March. He knew he must now leave the Great Modron Cathedral so that the secundus who would be the new, true Supreme Modron could begin its duties. Which of the secundi would it be? Did it matter? Probably not. Despite his chaotic and evil nature, he could not refuse the order of rightful succession pounding in his brain. It was time to leave.

Certainly the modrons, too, would never be the same. They'd marched out of sync with their natural cycle. He'd forced them to go against their nature. (Was that guilt he felt? Certainly *that* would go away.) Would they now wait a full Grand Cycle to march again, or would they resume their standard schedule? Even though he had virtually been a modron in every respect, even after all his time tied into the Infinity Web, he did not know the answer.

He shook his head to clear it of unwanted thoughts. Such things did not matter. Only his quest to regain his power and position mattered. Only his revenge mattered. Soon the chains of order would release his mind – soon the lawful urges would stop. Surely they would.

He glanced at the fiends that had stood by his side the entire time, their own chaotic natures repressed by his complete domination of their wills.

Fiendish flesh hung from their desiccated bodies. Things were so much easier to control once they were dead.

SURE, THE PLANES
ARE TIMELESS AND INFINITE.
DO YOU THINK THAT
KEEPS YOU SAFE FROM
REALLY CATASTROPHIC EVENTS.
BERK? THINK AGAIN. . . .

— TARSHEVA LONGREACH,
PLANEWALKER

He'd spent so much time on this little gambit. Had it paid off? He knew that the object he sought, his precious tool of vengeance, lay somewhere on the chaotic Lower Planes. That was not terribly surprising, all things considered. With the help of the Infinity Web, he'd been able to deduce that from all the information the modrons had gathered. He had enjoyed the ability to pull together connections he'd never otherwise had noticed and correlate data so efficiently. He would miss being Primus.

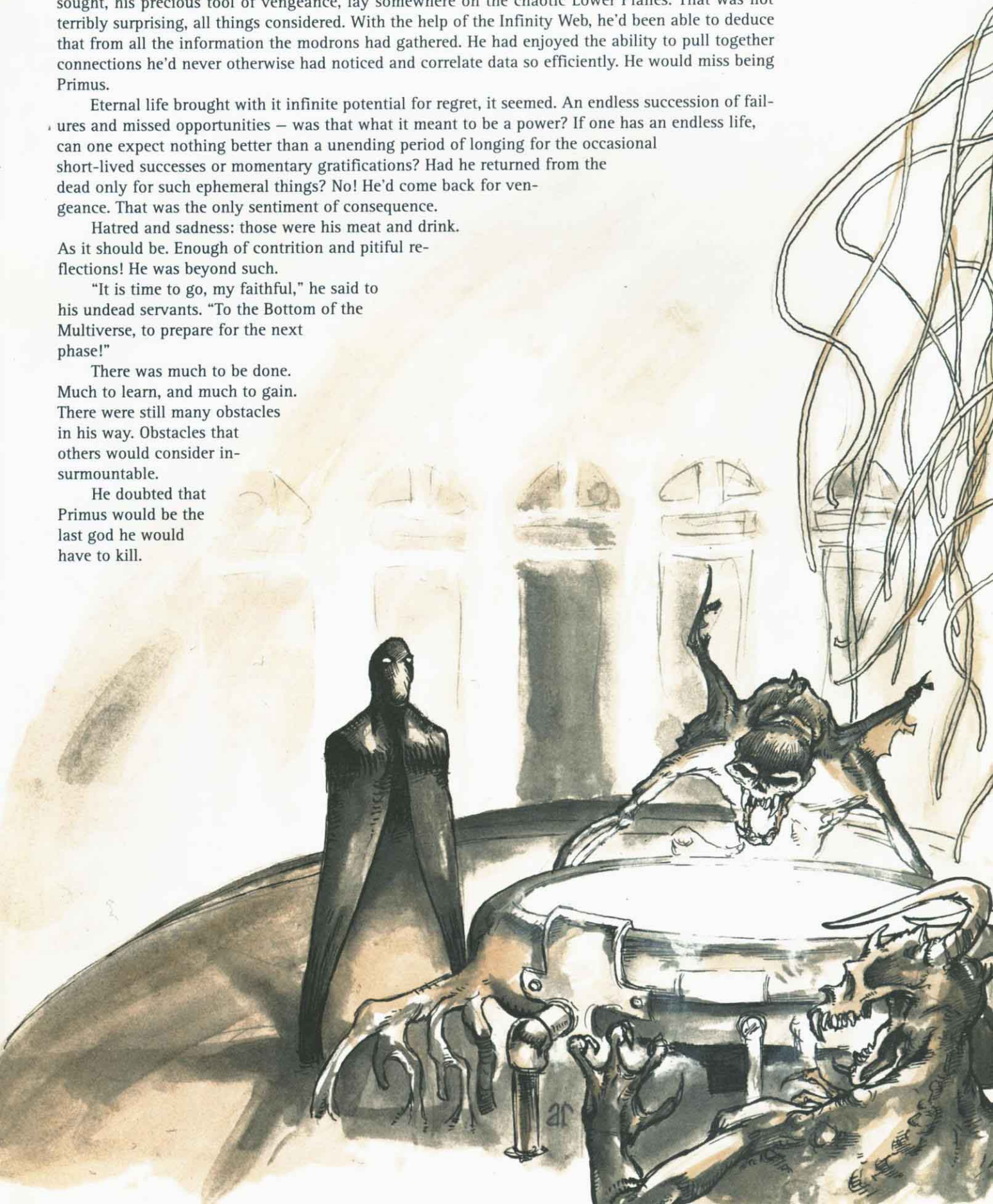
Eternal life brought with it infinite potential for regret, it seemed. An endless succession of failures and missed opportunities — was that what it meant to be a power? If one has an endless life, can one expect nothing better than a unending period of longing for the occasional short-lived successes or momentary gratifications? Had he returned from the dead only for such ephemeral things? No! He'd come back for vengeance. That was the only sentiment of consequence.

Hatred and sadness: those were his meat and drink. As it should be. Enough of contrition and pitiful reflections! He was beyond such.

"It is time to go, my faithful," he said to his undead servants. "To the Bottom of the Multiverse, to prepare for the next phase!"

There was much to be done. Much to learn, and much to gain. There were still many obstacles in his way. Obstacles that others would consider insurmountable.

He doubted that Primus would be the last god he would have to kill.



APPENDIX

Including the statistics on all Modron types encountered along the Great March.

For the DM's convenience, this appendix contains a summary of modron powers and abilities, including the typical spells memorized by hierarch modrons.

All modrons possess the following abilities and immunities:

- ◆ unaffected by any illusions or magic that affects the mind, such as *beguilement*, *charm*, *domination*, *hold*, *hypnosis*, and *sleep*;
- ◆ immune to *fear* and other emotion spells;
- ◆ attacks that draw from the Positive and Negative Energy Planes (such as life draining) are ineffective;
- ◆ save versus cold, fire, and acid with a +1 bonus, and suffer damage from such attacks with a -1 modifier per die;
- ◆ all modrons on the March (but not in general) have maximum hit points.

Modrons of hierarch level (decaton rank and higher) have the following additional abilities:

- ◆ never surprised;
- ◆ never roll initiative, and may choose when to act in any round;
- ◆ spell-like abilities, once per round, at will: *clairaudience*, *clairvoyance*, *command*, *dimension door*, *teleport without error*, and *wall of force*;
- ◆ immune to psionics;
- ◆ telepathic communication, to a range specified in each modron's entry below.

BASE MODRONS

MONODRONE: AC 7; MV 6, Fl 18(D); HD 1+1; hp 9; THACO 19; #AT 1; Dmg 1d4 or by weapon type; SZ S (3' tall); ML fearless (20); Int semi- (4); AL LN; XP 120.

Notes: Monodrones typically carry spears (1d6) or light crossbows (1d4). These base modrons cannot speak or read.

DUODRONE: AC 6; MV 9, Fl 9(E); HD 2+2; hp 18; THACO 19; #AT 2 or 1; Dmg 1d4+1 (×2) or 1d6 (club); SD 90-foot infravision; SZ S (4' tall); ML fearless (20); Int low (7); AL LN; XP 175.

Notes: Duodrones speak only the modron language.

TRIDRONE: AC 5; MV 12; HD 3+3; hp 27; THACO 17; #AT 3 or 1; Dmg 1d4+2 (×3) or 1d6 (javelin); SZ M (5' tall); ML fearless (20); Int average (10); AL LN; XP 270.

Notes: Each tridrone carries three javelins; they typically throw these before entering melee.

QUADRONE: AC 4; MV 15, Fl 15(D); HD 4+4; hp 36; THACO 13; #AT 4, 2, or 2; Dmg 1d4+3 (×4) or 1d5+5 (×2) or 1d6 (bows); SA attacks as if 8 HD; SD senses; SZ M (6' tall); ML fearless (20); Int very (11); AL LN; XP 650.

Notes: These four-armed modrons can fire two bows at same time. Some quadrones are winged; these can carry only one bow and fly at the listed speed.

SD—150% normal human senses; 180-foot infravision; never surprised in normal situations.

PENTADRONE: AC 3; MV 18; HD 5+5; hp 45; THACO 15; #AT 5; Dmg 1d4+4 (×5); SA paralysis gas, 18/00 strength; SD immunities, senses, +1 or better weapon to hit, senses; SZ M (7' tall); ML fearless (20); Int very (12); AL LN; XP 2,000.

SA—Paralysis gas is usable once per 5 turns, a maximum of 5 times/day. It spreads as a 2-foot diameter × 5-foot long cone; victims must save vs. paralysis or be immobile for 5 rounds. Pentadrones can also use the gas to *levitate* as 5th-level wizards.

SD—Pentadrones can survive temperature extremes from 210° to -100°F; cold, fire, and acid attacks receive a -2 modifier per die of damage; double human senses and 180-foot infravision.

HIERARCH MODRONS

DECATON: AC 2; MV 15, Fl 3(E); HD 10+10; hp 90; THACO 11; #AT 10; Dmg 1d4 (×10); SA spells; MR 100%; SZ M (7' tall); ML fearless (20); Int high (13); AL LN; XP 9,000.

Notes: Telepathic communication to a range of 44 miles. Decatons cast spells as 10th-level clerics.

SA—spell-like abilities only affect modrons, 1/round, at will: *cure* 1 point of damage for all modrons within 144 feet; *cure disease* in a 12-foot radius; *heal* by touch up to 10 modrons/round; and *remove paralysis* by touch, 10 modrons/round.

Spells (4/4/3/3/2): 1st—*combine*, *protection from evil*, *sanctuary* (×2); 2nd—*aid*, *find traps*, *slow poison*, *withdraw*; 3rd—*dispel magic*, *prayer*, *water breathing*; 4th—*neutralize poison*, *protection from evil* 10-foot radius, *spell immunity*; 5th—*dispel evil*, *dispel good*.

APPENDIX

NONATON: AC 0; MV 18; HD 11+11; hp 99; THACO 9; #AT 9; Dmg 1d6 (×9); SA spells; MR 20%; SZ L (9' long); ML fearless (20); Int high (14); AL LN; XP 10,000.

Notes: Telepathic communication to a range of 63 miles. Nonatons cast spells as 11th-level clerics.

SA—spell-like abilities, 1/round, at will: *detect charm*, *detect good/evil*, *detect lie*, *ESP*, *mirror image*, *slow*, and *web*. Also *power word*, *stun* 1/day.

Spells (5/4/4/3/2/1): 1st—*bless*, *combine*, *cure light wounds* (×3); 2nd—*hold person*, *silence 15-foot radius*, *spiritual hammer*, *withdraw*; 3rd—*continual light*, *protection from fire*, *water breathing*, *water walk*; 4th—*cure serious wounds*, *free action*, *tongues*; 5th—*flame strike*, *transmute rock to mud*; 6th—*part water*.

OCTON: AC 1; MV 9, Fl 9(B); HD 12+12; hp 108; THACO 9; #AT 8; Dmg 1d8 (×8); SA spells; MR 30%; SZ L (8' tall); ML fearless (20); Int exceptional (15); AL LN; XP 12,000.

Notes: Telepathic communication to a range of 80 miles. Octons cast spells as 12th-level clerics.

SA—spell-like abilities, 1/round, at will: *detect good/evil*, *haste*, *telekinesis* (3,500 gp weight maximum), *water walking* (as the ring).

Spells (6/5/5/3/2/2): 1st—*bless*, *combine*, *cure light wounds* (×3), *sanctuary*; 2nd—*enthrall*, *flame blade*, *heat metal*, *hold person*, *know alignment*; 3rd—*cure disease*, *dispel magic*, *protection from fire*, *stone shape*, *water breathing*; 4th—*cure serious wounds*, *detect lie*, *tongues*; 5th—*cure critical wounds*, *true seeing*; 6th—*animate object*, *find the path*.

SEPTON: AC -1; MV 9; HD 13+13; hp 117; THACO 7; #AT 7; Dmg 1d10 (×7); SA spells; SD senses; MR 40%; SZ M (7' tall); ML fearless (20); Int exceptional (16); AL LN; XP 13,000.

Notes: Telepathic communication to a range of 190 miles. Septons cast spells as 13th-level clerics and 12th-level wizards.

SD—Septon senses operate continuously: hearing, sight, smell, taste, touch, *ESP* (30-foot range), and *detect magic*.

Cleric Spells (6/6/6/4/2/2): 1st—*bless*, *combine*, *cure light wounds*, *light*, *protection from evil*, *protection from good*; 2nd—*hold person* (×2), *flame blade*, *heat metal*, *produce flame*, *spiritual hammer*; 3rd—*continual light*, *dispel magic* (×2), *pyrotechnics*, *water breathing*, *water walk*; 4th—*cause serious wounds*, *cure serious wounds*, *free action*, *tongues*; 5th—*cause critical wounds*, *flame strike*; 6th—*harm*, *heal*.

Wizard Spells (4/4/4/4/4/1): 1st—*burning hands*, *color spray*, *magic missile*, *shocking grasp*; 2nd—*blur*, *invisibility*, *Melf's acid arrow*, *web*; 3rd—*fireball*, *fly*, *haste*, *lightning bolt*; 4th—*ice storm*, *minor globe of invulnerability*, *shout*, *stoneskin*; 5th—*cloudkill*, *cone of cold*, *domination*, *telekinesis*; 6th—*chain lightning*.

HEXTON: AC -2; MV 12, Fl 12 (C); HD 14+14; hp 126; THACO 7; #AT 6; Dmg 1d12+1 (×6); SA spells; MR 50%; SZ L (9' tall); ML fearless (20); Int genius (17); AL LN; XP 14,000.

Notes: Telepathic communication to a range of 216 miles. Hextons cast spells as 14th-level clerics.

Spells (6/6/6/5/3/2/1): 1st—*bless*, *combine*, *cure light wounds*, *light*, *protection from evil*, *protection from good*; 2nd—*hold person* (×2), *flame blade*, *heat metal*, *produce flame*, *spiritual hammer*; 3rd—*continual light*, *dispel magic* (×2), *pyrotechnics*, *water breathing*, *water walk*; 4th—*cause serious wounds*, *cure serious wounds*, *free action*, *protection from evil 10-foot radius*, *tongues*; 5th—*cause critical wounds*, *flame strike*, *true seeing*; 6th—*animate object*, *heal*; 7th—*regenerate*.

QUINTON: AC -3; MV 6, Fl 6(C); HD 15+15; hp 135; THACO 5; #AT 5; Dmg 2d8+1 (×5); SA spells; MR 60%; SZ L (10' tall); ML fearless (20); Int genius (18); AL LN; XP 15,000.

Notes: Telepathic communication to a range of 238 miles. Quintons cast spells as 15th-level clerics.

SD—*legend lore* as if object or person was at hand; *detect good/evil* at will.

Spells (6/6/6/6/4/2/1): 1st—*combine*, *cure light wounds*, *detect magic*, *detect poison*, *light*, *sanctuary*; 2nd—*detect charm*, *enthrall*, *hold person*, *know alignment*, *silence 15-foot radius*, *withdraw*; 3rd—*continual light*, *dispel magic*, *locate object*, *protection from fire*, *water breathing*, *water walk*; 4th—*cure serious wounds*, *detect lie*, *free action*, *reflecting pool*, *spell immunity*; 5th—*cure critical wounds*, *dispel evil*, *dispel good*, *true seeing*; 6th—*heal*, *stone tell*; 7th—*symbol*.



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THE GREAT MODRON MARCH

by Monte Cook and Colin McComb

**THE NEXT MARCH WASN'T DUE FOR ANOTHER 189 YEARS.
TRY TELLING THAT TO THE MODRONS!**

On a regular schedule, the Great Modron March spills out of Mechanus and the lawful automatons file their way around the Great Ring. No one knows why they do it, but everyone stays out of their way – because when the modrons march, they'll walk right over a berk who doesn't know enough to move aside.

But this March has started decades before it was supposed to begin, and that's even more of a mystery. Caught unprepared, the planes shudder under the modrons' collective footsteps – and even the modrons themselves seem a little out of sorts.

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EUROPEAN HEADQUARTERS
Wizards of the Coast, Belgium
P.B. 34
2300 Turnhout
Belgium
+32-14-44-30-44

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