

A CITY OF THE SPIDER QUEEN WEB ENHANCEMENT BY JAMES WYATT

UNDERDARK

CAMPAIGNS

Additional encounters in the Deep wastes

C*ity of the Spider Queen* is an epic FORGOTTEN REALMS® adventure designed to occupy a party of adventurers as they advance from 10th level all the way up to around 18th level. Enormous in scope and world-shaking in consequences, the adventure could provide the foundation for an entire campaign. The purpose of this web enhancement is to offer additional material to just that end: to enrich campaigns set in the Underdark, focusing on the events of the *City of the Spider Queen* adventure and the War of the Spider Queen novel series.

To use this web enhancement, you should already have *City of the Spider Queen* by James Wyatt. This bonus material is brought to you by the official FORGOTTEN REALMS website: <www.wizards.com/forgottenrealms>.

Part II of *City of the Spider Queen* involves a long trek through the Underdark. Some adventuring parties will breeze right through this section (perhaps almost literally, using *wind walk*), while others will savor every moment of the long and danger-fraught journey. Even *wind walking* characters tend to stop for encounters, however. Use these additional encounters instead of or in addition to some of the ones presented in the adventure.

werebat (EL 14)

The characters come upon three dire bats—actually a drow werebat druid with her two animal companions. Thelossa, the werebat, is originally from Maerimydra but left the city 20 years ago after she contracted lycanthropy. Use the Yrthak Caverns map in the map booklet for this encounter, but at a reduced scale (1 small square = 5 feet, rather than 50 feet).

Additional credits

This layout intentionally begins on page 2. There is no page 1.

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Drow Names

Only drow leaders of significance are named in the pages of *City of the Spider Queen*, but characters might capture or charm low-ranking drow in many spots. In case you need a drow name quickly, consult the following lists:

Female: Alauniira, Belarbreena, Charinida, Drisinil, Faeryl, Haelra, Ilivarra, Laele, Nathrae, Pellanistra, Quarra, Rilrae, Sabrae, Talice, Vlondril, Xullrae, Yasraena, Zarra.

Male: Alak, Belgos, Chaszmyr, Durdyn, Elkantar, Guldor, Istorvir, Kelnozz, Malaggar, Mourn, Nym, Orgoloth, Ranaghar, Rizen, Seld-szar, Szordrin, Tebryn, Yazston.

Surnames: Abaeir, Blundyth, Coborel, Dhuunyl, Gellaer, Hune, Jhalavar, Luen, Mlezzir, Pharn, Rrostarr, Telenna, Vrinn, Xarann, Zolond.

—Rich Baker

Encounter Distance: 110 feet

➤ **Thelossa:** hp 93

➤ **Dire Bats (2):** hp 26, 30; see *MONSTER MANUAL*®

Tactics: Thelossa begins the encounter in her bat form and attacks immediately, after casting a silent stilled *greater magic fang* on herself. She uses her natural weapons in bat form, supplemented by the silent stilled spells she has at her disposal (leading off with *flame strike*) until she decides that she would have a better chance against the characters in her humanoid form. At that point, she attempts a Control Shape check (DC 20) to change form. If she succeeds, she uses spells from a distance where possible (starting with *barkskin* on herself, then another *flame strike*, an *ice storm*, and *flaming sphere*) while her animal companions attack. When forced into melee in drow form, she casts *flame blade* and attacks with that, as well as using touch spells like *beat metal* and *poison*. If she sees herself losing the fight, she casts *obscuring mist* then uses *wild shape* to become a Tiny bat (with statistics as a raven's) and fly away.

➤ **Thelossa:** Female drow werebat Drd 11 (drow form); CR 13; Medium-size shapechanger; HD 11d8+11; hp 60; Init +2; Spd 30 ft.; AC 13, touch 13, flat-footed 11; Atk +10/+5 melee (1d8+5/18–20, *flame blade*); SA Spell-like abilities; SQ Alternate form, animal companions (dire bats), bat empathy, blindsight 120 ft., drow traits, nature sense, resist nature's lure, SR 22, trackless step, venom immunity, *wild shape* (Tiny, Small, Medium-size, or Large animal 4/day), woodland stride; AL NE; SV Fort +11, Ref +6, Will +12; Str 14, Dex 14, Con 12, Int 12, Wis 16, Cha 10.

Skills and Feats: Concentration +15, Control Shape +16, Intuit Direction +16, Knowledge (nature) +14, Listen +12, Search +7, Spot +12, Wilderness Lore +18; Alertness, Silent Spell, Still Spell, Survivor.

Spell-Like Abilities: 1/day—*dancing lights*, *darkness*, *faerie fire*. Caster level 11th; save DC 12.

Alternate Form (Su): With a successful Control Shape check, Thelossa can assume the form of a dire bat as a full-round action. Upon assuming her dire bat form, she regains hit points as if she had rested for a day. If slain, she reverts to her drow form, though she remains dead. However, any part of her body that is separated from the whole retains its animal form.

Animal Companions: Thelossa has two dire bat animal companions. She has befriended these creatures with the spell *animal friendship*.

Bat Empathy (Ex): Thelossa gains a +4 racial bonus to checks when influencing a bat's attitude. She can communicate simple concepts and (if the bat is friendly) commands.

Drow Traits: Thelossa is immune to magic *sleep* spells and effects. She has a +2 racial bonus on saves against enchantment spells or

effects. Thelossa has darkvision (120-foot radius), and she is entitled to a Search check when within 5 feet of a secret or concealed door as though actively looking for it. She has a +2 racial bonus on Will saves against spells or spell-like abilities; Thelossa has light blindness (blinded for 1 round by abrupt exposure to bright light, –1 circumstance penalty on all attack rolls, saves, and checks while operating in bright light). She also has a +2 racial bonus on Listen, Spot, and Search checks (already figured into the statistics given above).

Nature Sense: Thelossa can identify plants and animals (their species and special traits) with perfect accuracy. She can determine whether water is safe to drink or dangerous.

Resist Nature's Lure: Thelossa gains a +4 bonus to saving throws against the spell-like abilities of fey (such as dryads, nymphs, and sprites).

Trackless Step: Thelossa leaves no trail in natural surroundings and cannot be tracked.

Venom Immunity: Thelossa gains immunity to all organic poisons, including monster poisons but not mineral poisons or poison gas.

Wild Shape (Sp): Thelossa can change into a Tiny, Small, Medium-size, or Large animal and back again four times per day. Unlike the *polymorph self* spell, this ability allows her to adopt only one form per use. Upon changing into an animal form, she regains hit points as if she has rested for a day, and she risks no penalty for being disoriented while in her *wild shape*. She gains all the creature's special abilities when she does so.

Woodland Stride: Thelossa may move through natural thorns, briars, overgrown areas, and similar terrain at her normal speed and without suffering damage or other impairment. However, thorns, briars, and overgrown areas that are enchanted or magically manipulated to impede motion still affect her.

Spells Prepared (6/6/5/5/3/2/1; save DC 13 + spell level): 0—*detect magic*, *flare*, *guidance*, *purify food and drink*, *read magic*, *resistance*; 1st—*cure light wounds*, *entangle*, *faerie fire*, *magic fang*, *obscuring mist*, *pass without trace*; 2nd—*barkskin*, *flame blade*, *flaming sphere*, *beat metal*, *resist elements*; 3rd—*meld into stone*, *poison*, *protection from elements*, silent stilled *magic fang*, *spike growth*; 4th—*cure serious wounds*, *flame strike*, silent stilled *flaming sphere*; 5th—*ice storm*, silent stilled *greater magic fang*; 6th—silent stilled *flame strike*.

Possessions: *Pearl of power* (3rd-level spell), *pearl of power* (2nd-level spell), *dusty rose ioun stone*, *necklace of fireballs* (type III).

➤ **Thelossa:** Female drow werebat (dire bat form) Drd 11; CR 13; Large shapechanger; HD 11d8+44; hp 93; Init +8; Spd 20 ft., fly 40 ft. (good); AC 21, touch 14, flat-footed 17; Atk +12 melee (1d8+7, bite); Face/Reach 10 ft. by 5 ft./5 ft.; SA Curse of lycanthropy, spell-like abilities; SQ Alternate form, animal companion (dire bats), bat

empathy, blindsight 120 ft., DR 15/silver, drow traits, nature sense, resist nature's lure, SR 22, trackless step, venom immunity, *wild shape* (Tiny, Small, Medium-size, or Large animal 4/day), woodland stride; AL NE; SV Fort +14, Ref +8, Will +12; Str 20, Dex 18, Con 18, Int 12, Wis 17, Cha 10.

Skills and Feats: Concentration +18, Control Shape+16, Hide +0, Intuit Direction +16, Knowledge (nature) +14, Listen +20*, Move Silently +9, Search +11, Spot +20*, Wilderness Lore +18; Alertness, Flyby Attack, Improved Initiative, Silent Spell, Still Spell, Survivor.

Curse of Lycanthropy (Su): Any humanoid hit by Thelossa's bite attack must succeed at a Fortitude save (DC 14) or contract lycanthropy.

Spell-Like Abilities: 1/day—*dancing lights, darkness, faerie fire*. Caster level 11th; save DC 12.

Alternate Form (Su): With a successful Control Shape check, Thelossa can assume the form of a dire bat as a full-round action. Upon assuming her dire bat form, she regains hit points as if she had rested for a day. If slain, she reverts to her drow form, though she remains dead. However, any part of her body that is separated from the whole retains its animal form.

Animal Companion: Thelossa has two dire bat animal companions. She has befriended these creatures with the spell *animal friendship*.

Bat Empathy (Ex): Thelossa gains a +4 racial bonus to checks when influencing a bat's attitude. She can communicate simple concepts and (if the bat is friendly) commands.

Blindsight (Ex): Thelossa maneuvers and fights as well in the dark as a creature with normal vision does in the light. She uses echolocation that allows her to "see" objects and creatures within 120 feet. A *silence* spell negates this ability and forces her to rely on her weak vision, which has a maximum range of 10 feet. *Her blindsight gives her a +4 racial bonus on Spot and Listen checks. These bonuses are lost if her blindsight is negated.

Drow Traits: Thelossa is immune to magic *sleep* spells and effects. She has a +2 racial bonus on saves against enchantment spells or effects. Thelossa has darkvision (120-foot radius), and she is entitled to a Search check when within 5 feet of a secret or concealed door as though actively looking for it. She has a +2 racial bonus on Will saves against spells or spell-like abilities; Thelossa has light blindness (blinded for 1 round by abrupt exposure to bright light, -1 circumstance penalty on all attack rolls, saves, and checks while operating in bright light). She also has a +2 racial bonus on Listen, Spot, and Search checks (already figured into the statistics given above).

Nature Sense: Thelossa can identify plants and animals (their species and special traits) with perfect accuracy. She can determine whether water is safe to drink or dangerous.

Resist Nature's Lure: Thelossa gains a +4 bonus to saving throws against the spell-like abilities of fey (such as dryads, nymphs, and sprites).

Trackless Step: Thelossa leaves no trail in natural surroundings and cannot be tracked.

Venom Immunity: Thelossa gains immunity to all organic poisons, including monster poisons but not mineral poisons or poison gas.

Wild Shape (Sp): Thelossa can change into a Tiny, Small, Medium-size, or Large animal and back again four times per day. Unlike the *polymorph self* spell, this ability allows her to adopt only one form per use. Upon changing into an animal form, she regains hit points as if she has rested for a day, and she risks no penalty for being disoriented while in her wild shape. She gains all the creature's special abilities when she does so.

Woodland Stride: Thelossa may move through natural thorns, briars, overgrown areas, and similar terrain at her normal speed and without suffering damage or other impairment. However, thorns, briars, and overgrown areas that are enchanted or magically manipulated to impede motion still affect her.

Possessions: dusty rose ioun stone.

Note: The werbat template is described in *Monsters of Faerûn*. Thelossa's statistics represent a corrected version of that template (see sidebar on the next page).

Dracolisk (EL 12)

The characters are hunted by a fiendish half-dragon/half-basilisk. Some ancient texts speak of the "dracolisk" as if it were a distinct species of monster, suggesting that these crossbreeds were once more common than they are now. This one, spawned on the lower planes, is both unusually powerful and unusually bad tempered. It has crawled these Underdark tunnels for decades, eating whatever it can catch—from stray rothé to unwary drow.

Encounter Distance: 60 feet

➤ **Fiendish Dracolisk:** hp 150

Tactics: Sharing none of the intellect of its dragon parent, the fiendish dracolisk is nevertheless a stealthy hunter accustomed to stalking prey in these Underdark passages. If it hears the characters approaching, it crouches in a small alcove and waits for them to reach its hiding place. It uses its breath weapon to target the characters in the middle of the party, then leaps out to attack with its gaze and natural weapons.

➤ **Male Fiendish Half-Black Dragon/Half-Advanced Basilisk:** CR 11; Large dragon; HD 12d12+60; hp 138; Init -2; Spd 20 ft., fly 20 ft. (average); AC 20, touch 7, flat-footed 20; Atk +21 melee (2d6+10, bite) and +16 melee (1d6+5, 2 claws); Face/Reach 5 ft. by 10 ft./5 ft.; SA Breath weapon (60-ft. line of acid), petrifying gaze, smite good; SQ Cold resistance 20, darkvision 60 ft., DR 10/+3, fire resistance 20, immunities, low-light vision, SR 24; AL N; SV Fort +15, Ref +6, Will +5; Str 31, Dex 6, Con 21, Int 4, Wis 12, Cha 12.

Skills and Feats: Hide +6, Listen +9, Move Silently +4, Spot +9; Alertness, Flyby Attack, Great Fortitude, Wingover.

Breath Weapon (Su): Once per day, the fiendish dracolisk can breathe a 60-foot line of acid. Anyone within its range takes 6d4 points of damage (Reflex DC 17 half).

Petrifying Gaze (Su): A fiendish dracolisk can turn a target within 30 feet that meets its gaze to stone permanently. A successful Fortitude save (DC 17) negates the effect. Each opponent within range of its gaze attack must attempt a saving throw each round at the beginning of that opponent's turn in initiative order. The dracolisk can also actively gaze as an attack action by choosing a target within range, who must then attempt a saving throw.

Smite Good (Su): Once per day, a fiendish dracolisk can make a normal attack to deal an additional +12 points of damage against a good foe.

Immunities: A fiendish dracolisk is immune to acid, paralysis, and sleep effects.

Skills: *A dracolisk gets a +4 racial bonus on Hide checks in natural settings.

Arachnemancer (EL 17)

The characters encounter a wandering devotee of Lolth who has not been stripped of her spells: a wizard with an affinity for all kinds of arachnids. Rhualith is an arachnemancer, a member of a prestige class that venerates spiders to an extreme degree, adopting them as a totem and mimicking their ways through magic. A regular traveler in the Underdark, Rhualith seems extremely cautious and suspicious of strangers, and generally attacks without pausing to communicate. If the party is made up of drow (or is disguised to appear so), she may parley before attacking, but still treats them with suspicion until she is convinced they share her devotion to Lolth.

updated template: lycanthrope, werebat

Lycanthropes are humanoids who can transform themselves into animals or hybrid monsters.

Evil lycanthropes often hide among normal folk, emerging in animal form at night (especially under the full moon) to spread terror and bloodshed.

CREATING A LYCANTHROPE

“Lycanthrope” is a template that can be added to any humanoid creature (referred to hereafter as the “character”). The creature’s type changes to “shapechanger.” The lycanthrope takes on the characteristics of some type of carnivorous animal (referred to hereafter as the “animal”). A werebat is a humanoid who can transform into the form of a dire bat.

A lycanthrope uses either the character’s or the animal’s statistics and special abilities in addition to those set out below.

Hit Dice: Same as the character or animal, whichever produces the higher hit point total. If the lycanthrope’s number of Hit Dice is important, as with a *sleep* spell, use the character’s or animal’s number of Hit Dice, whichever is greater.

Speed: Same as the character or animal, depending on which form the lycanthrope is using.

AC: The character’s or animal’s natural armor increases by +2, depending on which form the lycanthrope is using.

Attacks: Same as the character or animal, depending on which form the lycanthrope is using.

Damage: Same as the character or animal, depending on which form the lycanthrope is using.

Special Attacks: A lycanthrope retains all the special attacks of the character or animal, depending on which form it is using, and also gains those listed below.

Lycanthropic Empathy (Ex): Lycanthropes can communicate and empathize with normal or dire animals of their animal form. This gives them a +4 racial bonus to checks when influencing the animal’s attitude and allows the communication of simple concepts and (if the animal is friendly) commands, such as “friend,” “foe,” “flee,” and “attack.”

Curse of Lycanthropy (Su): Any humanoid hit by a lycanthrope’s bite attack in animal form must succeed at a Fortitude save (DC 15) or contract lycanthropy. Bludgeoning or nonpenetrating attacks do not transmit the condition.

Special Qualities: A lycanthrope retains all the special qualities of the character or animal and also gains those listed below.

Alternate Form (Su): All lycanthropes can shift into animal form as though using the *polymorph self* spell (though their gear does not change). Changing to or from animal form is a standard action. Upon assuming animal form, the lycanthrope regains hit points as if having rested for a day. A slain lycanthrope reverts to its humanoid form, although it remains dead. Separated body parts retain their animal form, however. This shapeshifting ability can be difficult to control.

Damage Reduction (Ex): A lycanthrope in animal form gains damage reduction 15/silver.

Saves: The base saves are as for the character or animal, whichever is better. In addition, lycanthropes receive a +2 racial bonus to Fortitude and Will saves.

Abilities: For a lycanthrope in humanoid form, ability scores are unchanged. In animal form, a werebat’s ability scores improve as follows: Str +6, Dex +4, Con +6.

Skills: Lycanthropes receive a +4 racial bonus to Search, Spot, and Listen checks when in humanoid form. In animal form, these bonuses increase to +8. A lycanthrope in animal form gains the same skills as a normal animal of its form in addition to the character’s skills. If a lycanthrope has a skill in both its humanoid and animal forms, use the better score. Afflicted lycanthropes also can learn the Control Shape skill as a class skill.

A werebat gains a +4 racial bonus on Spot and Listen checks in animal form. These bonuses are lost if its blindsight is negated.

Feats: Same as the character. When in animal form, the lycanthrope gains any feats a normal animal of its form has. Lycanthropes also have the Improved Control Shape feat. Werebats in animal form also have Flyby Attack and Improved Initiative.

Climate/Terrain: Same as either the character or animal

Organization: Solitary or pair, sometimes family (2–4), pack (6–10), or troupe (family plus related animals)

Challenge Rating: Same as the animal +2

Treasure: Standard

Alignment: Any; werebats are always neutral evil.

Advancement: By character class

Encounter Distance: 60 feet

➤ **Rhuallith:** hp 58

➤ **Jade Spider:** hp 132; see *City of the Spider Queen*, Appendix I

The arachnemancer prestige class (written by Monte Cook) is fully described in *DUNGEON® Magazine* #84. Rhuallith’s statistics contain all the information you need to run this encounter with her.

➤ **Rhuallith: Female drow Wiz 7/arachnemancer 8; CR 15; Medium-size humanoid (elf); HD 7d4+7, 8d6+8; hp 58; Init +6; Spd 30 ft.; AC 19, touch 14, flat-footed 17; Atk +9/+4 melee**

(1d4/19–20, dagger of venom); SA Command spiders, poison touch, spell-like abilities; SQ Drow traits, poison save bonus +8, speak with spiders, spider magic, spiderform, SR 26, webwalking; AL CE; SV Fort +5, Ref +10, Will +8; Str 8, Dex 15, Con 12, Int 22, Wis 12, Cha 8.

Skills and Feats: Climb +17, Concentration +19, Hide +32, Jump +17, Knowledge (arcana) +12, Knowledge (nature) +13, Listen +3, Move Silently +22, Search +8, Spellcraft +24, Spot +3; Combat Casting, Greater Spell Focus (Evocation), Improved Initiative, Scribe Scroll, Silent Spell, Spell Focus (Evocation), Spell Penetration, Stealthy.

Command Spiders (Ex): Rhuallith can compel any spiderkind creature to obey her verbal commands. An unwilling, intelligent target is entitled to a Will saving throw (DC 17). A failed saving throw indicates that the target obeys one command, per a suggestion spell. A successful saving throw allows the creature to resist the command, but Rhuallith can attempt to command it again next round. The act of commanding an unwilling target is a standard action. Otherwise, issuing commands is a free action.

Poison Touch (Ex): Rhuallith delivers poison (Fortitude save DC 19) with a successful touch attack. The initial and secondary damage is the same (1d3 points of Strength damage). She can elect not to secrete poison. Secreted poison cannot be harvested or saved for any purpose.

Spell-Like Abilities: 1/day—*dancing lights, darkness, faerie fire*. Caster level 15th; save DC 9 + spell level.

Drow Traits: Rhuallith is immune to magic sleep spells and effects. She has a +2 racial bonus on saves against enchantment spells or effects. Rhuallith also has darkvision (120-foot range), and she is entitled to a Search check when within 5 feet of a secret or concealed door as though actively looking for it. She has a +2 racial bonus on Will saves against spells or spell-like abilities. As a drow, Rhuallith has light blindness (blinded for 1 round by abrupt exposure to bright light, -1 circumstance penalty on all attack rolls, saves, and checks while operating in bright light). She also has a +2 racial bonus on Listen, Spot, and Search checks (already figured into the statistics given above).

Poison Save Bonus: Rhuallith gains a +8 bonus on all saving throws against poison.

Speak with Spiders (Su): Rhuallith can freely communicate with any spiderkind creature (see "Spiderkind" in *City of the Spider Queen*).

Spider Magic (Su): Rhuallith uses her total character level when determining level-based factors (range, duration, and so forth) of her arachnemancer spells.

Spiderform (Su): Rhuallith can change her form to that of a monstrous spider of any size, from Diminutive to Gargantuan. This supernatural ability works like the spell *polymorph self*. The change can last no more than 80 minutes, but during that time, she can shift back and forth between the spider form and her real form as desired (the shift requires a standard action).

Webwalking (Su): Rhuallith can ignore web spells and spiderkind webbing as if affected by a freedom of movement spell. She can walk along webs as if on solid ground (no Balance skill check required).

Arachnemancer Spells Prepared (5/5/3/3; save DC 16 + spell level, or 20 + spell level for Evocation spells; 10% chance of spell failure): 1st—*cause fear* (2), *spider climb* (2), *summon monstrous spider I*†; 2nd—*spiderskin*†, *summon spider swarm*† (2), *web* (2); 3rd—*giant vermin, poison, summon monstrous spider III*†; *spider plague*† (2), *wall of webs*.

Wizard Spells Prepared (4/6/5/3/2; save DC 16 + spell level, or 20 + spell level for Evocation spells; 10% chance of spell failure): 0—*detect magic* (2), *flare**, *mage hand*; 1st—*magic missile**, *obscuring mist, ray of enfeeblement, shield, spider climb, true strike*; 2nd—*Aganazzar's scorchers**, *daylight**, *levitate, mirror image, resist elements*; 3rd—*blink, lightning bolt**, *vampiric touch*; 4th—*enervation, Otiluke's resilient sphere*.

Wizard's Spellbook: 0—*arcane mark, dancing lights, daze, detect magic, detect poison, disrupt undead, flare, ghost sound, light, mage hand, mending, open/close, prestidigitation, ray of frost, read magic, resistance*; 1st—*alarm, color spray, endure elements, magic missile, magic weapon, Nystul's undetectable aura, obscuring mist, ray of enfeeblement, shield, spider climb, summon monster I, true strike*; 2nd—*Aganazzar's scorchers, daylight, levitate, mirror image,*

obscure object, protection from arrows, resist elements, summon monster II, summon swarm, web; 3rd—*blink, clairaudience/clairvoyance, dispel magic, lightning bolt, summon monster III, vampiric touch*; 4th—*dimension door, enervation, Otiluke's resilient sphere, summon monster IV*.

* Evocation spell

† Arachnemancer spell

Spider plague is as *insect plague*, except conjured insects are spiders instead (and do not fly). *Spiderskin* is as *barkskin*. *Summon monstrous spider* is as *summon monster*, except a monstrous spider is conjured and the duration is doubled (2 rounds/level): I—Small, III—Large. *Summon spider swarm* is as *summon swarm*, except conjured insects are spiders instead (and do not fly). *Wall of webs*: As *wall of iron*, including hardness and hit points, except the wall is twice as thick and made of concentrated webbing (but not flammable).

Possessions: *Cloak of Charisma* +4, +3 *shadow leather armor, dagger of venom, ring of protection* +2, *Boccob's blessed book*.

Additional magic items

These drow-themed magic items do not appear in *City of the Spider Queen* simply because none of the drow nonplayer characters (NPCs) in the adventure used them. Both make useful gear for drow; the *scourge of fangs* in particular is common equipment for clerics of Lolth.

Spider Mask: This drow-made item is a black velvet face mask with four spiderlike, jointed wire "legs" protruding from each side of it. It entirely conceals the face when worn, and bestows two distinct powers to its wearer. First, the wearer remains entirely unaffected by spider webs, *web* spells, tanglefoot bags, and similar weblike effects, as if the character had a *freedom of movement* spell in effect. Second, the wearer gains a +5 resistance bonus to saving throws against the poison attacks of vermin.

Caster Level: 7th; *Prerequisites:* Craft Wondrous Item, *freedom of movement, resistance*; *Market Price:* 7,750 gp; *Weight:* —.

Scourge of Fangs: This scourge has a handle of adamantine and five serpentine constructs as lashes. The snakes are extensions of the will of the scourge's wielder, hissing and writhing in response to the thoughts and emotions of the character carrying it. At the wielder's mental command, the serpents attack as separate and independent creatures, using the statistics below. With an attack action, the whip wielder can cause one of the snake heads to attack; as a full attack action all the heads can attack. If a good-aligned character tries to wield the scourge, the snakes attack the wielder instead of the intended target.

The snake heads have the following characteristics: Tiny Construct; HD 2d10; hp 11; Init +3; Spd 0 ft.; AC 17 (touch 14, flat-footed 14); Atk +5 melee (1d2-2 and pain, bite); SA Pain; SQ Construct; AL NE; SV Fort +0, Ref +3, Will +0; Str 6, Dex 17, Con —, Int —, Wis 11, Cha 1. Feat: Weapon Finesse (bite).

Pain (Su): The venom of the serpent's bite causes wracking pains, imposing a -4 penalty on the victim's attack rolls, skill checks, and ability checks for 2d4 rounds. A successful Fortitude save (DC 19) reduces the penalty to -2.

If a snake head is destroyed, it falls off the whip. The remaining heads continue to function normally until all are destroyed.

Caster Level: 5th; *Prerequisites:* Craft Wondrous Item, *animate objects, bestow curse*; *Market Price:* 30,000 gp; *Weight:* 5 lb.

New Monsters

These Underdark denizens all have a Challenge Rating too low to warrant their inclusion in *City of the Spider Queen*. If you are running an Underdark campaign with characters at lower level, however, they may prove interesting opponents. At high levels, they can still add to the realism of an adventure simply by appearing in the background—the foulwing as a mount for a higher-level NPC, for example, or giant arachnids as companions for an arachnemancer like Rhuallith.

foulwing

Huge Aberration

Hit Dice: 6d8+30 (57 hp)

Initiative: +1

Speed: 20 ft., fly 30 ft. (poor)

AC: 17 (-2 size, +1 Dex, +8 natural), touch 9, flat-footed 16

Attacks: 3 bites +10 melee and 2 claws +5 melee

Damage: Bite 1d8+8, claw 2d4+4

Face/Reach: 15 ft. by 15 ft./10 ft.

Special Attacks: Blood drain, breath weapon, crush 2d8+12

Special Qualities: Darkvision 60 ft.

Saves: Fort +7, Ref +3, Will +5

Abilities: Str 27, Dex 12, Con 20, Int 7, Wis 10, Cha 5

Skills: Climb +25, Spot +9

Climate/Terrain: Any land and underground

Organization: Solitary, pair, or flock (3-5)

Challenge Rating: 5

Treasure: None

Alignment: Usually neutral evil

Advancement: 7-16 HD (Huge); 17-18 HD (Gargantuan)

A foulwing is a grotesquely misshapen predator with no greater love than tearing flesh from bone with its three toothy mouths.

A foulwing's squat posture and bloated body suggests the shape of an enormous toad, about 20 feet long and 8 feet at the shoulder. It weighs around 8,000 lb. Its skin is black and covered with wriggling growths shaped like small horns. Its legs end in rubbery fingers useful for clinging to uneven surfaces but ineffectual in combat. Black, leathery wings tipped by sharp claws sprout from its shoulders. Its head is long and narrow, ending in a snout with a single nostril surrounded by three needle-toothed jaws. Its red eyes, faceted like gemstones, glow with a pale red light.

Foulwings communicate with each other in harsh croakings only slightly more sophisticated than animal calls, conveying identities and basic emotions, urges, and warnings.

COMBAT

Foulwings hunt from the air, hurling themselves onto potential prey with their massive bodies and tearing with their jaws while battering foes with the claws on their wings. Drow and other evil humanoids frequently tame and ride these creatures as war steeds.

Blood Drain (Ex): A foulwing can use its three long, tubelike tongues to drain blood from an opponent it has pinned with its crush attack. With a successful grapple check (grapple bonus +20), it drains blood, dealing 1d4 points of Constitution damage.

Breath Weapon (Su): A foulwing's breath weapon is a 30-foot cone of acidic gas. Creatures within the cone must make a successful Reflex save (DC 18) or be blinded and stunned for 1 round as the gas burns the eyes and exposed skin.

Crush (Ex): A flying foulwing can land on opponents three or more sizes smaller than itself as a standard action, using its whole body to crush them. A crush attack affects as many creatures as can fit under the foulwing's body. Each creature in the affected area must succeed at a Reflex save (DC 18) or be pinned, automatically taking 2d8+12 points of bludgeoning damage. Thereafter, if the foulwing chooses to maintain the pin, treat it as a normal grapple attack (grapple bonus +20). While pinned, the opponent takes crush damage each round.

Skills: A foulwing receives a +8 racial bonus on Climb checks.

Lurker Above

Huge Aberration

Hit Dice: 10d8+50 (95 hp)

Initiative: +5

Speed: 10 ft., climb 10 ft., fly 30 ft. (good)

AC: 15 (-2 size, +1 Dex, +6 natural), touch 9, flat-footed 14

Attacks: Slam +13 melee

Damage: Slam 1d8+12

Face/Reach: 10 ft. x 20 ft./5 ft.

Special Attacks: Constrict 1d8+12, improved grab, smother

Special Qualities: Darkvision 60 ft., immunities, levitate, low-light vision, scent, tremorsense

Saves: Fort +8, Ref +4, Will +11

Abilities: Str 27, Dex 12, Con 21, Int 5, Wis 18, Cha 4

Skills: Climb +16, Hide -2*, Listen +11, Move Silently +12, Spot +11

Feats: Improved Initiative

Climate/Terrain: Any underground

Organization: Solitary, pair, or flock (3-5)

Challenge Rating: 8

Treasure: Half

Alignment: Always neutral

Advancement: 11-16 HD (Huge); 17-30 HD (Gargantuan)

The lurker above is an unusual creature found only in large subterranean areas. It is a flat creature generally 20 feet wide and 10 feet long, with two large eyes located near the center of its front edge. No more than a foot thick, it resembles a manta ray. Its skin is smooth, black, and rubbery on the top, but its underside has the coloration and texture of stone. Over the course of a few days, the underside of a lurker above can shift in texture and color to appear to be almost any kind of rock.

Hundreds of tiny claws that emerge from its smooth top enable the lurker above to crawl along surfaces, but only very slowly. It generally prefers to fly, using its natural buoyancy and undulating its whole body as a wing to move with speed and grace in a motion very similar to swimming. A lurker above resorts to its tiny claws only when constricting prey; it can float while using them but cannot move horizontally.

A lurker above can enter a state similar to hibernation, enabling it to feed only once every few months. When food is plentiful, however, it is capable of eating many times its body volume in a single sitting. Its rough-textured underside conceals hundreds of tiny suckers used to consume food. The suckers, too small to bite prey, suck up victims that have been crushed into paste by the creature's entire body.

Most caverns are large enough to support only a single lurker above, but particularly enormous or well traveled caverns can support as many as five. A lurker above does not attack, eat, or act against others of its kind; if food becomes too scarce, it moves on to new hunting grounds. A lurker above that has fed well and often enough to grow to Gargantuan size eventually enters a long stage of inactivity, during which time it divides into 2-4 Medium-size young.

The young reach maturity in 20 to 30 feedings, which can take as little as a few weeks or as long as a few years.

A lurker above does not itself have any use for coins or magic items, and finds most metals inedible. As a result many caves inhabited by the creatures develop a small pile of treasure left from victims. In some cases, the treasure pile acts as a lure for unwary subterranean humanoids, who themselves become victims of the lurker above.

COMBAT

A lurker above attacks only to feed, but is almost always hungry. When at rest, it attaches itself to the ceiling of a large cave or cavern. Upon sensing prey (generally with its tremorsense), the lurker above becomes awake and alert. It positions itself over a target, then drops down to attack. A lurker above always attempts to grapple and constrict the largest target in a group, then levitate out of counterattack reach. If targets can attack the lurker above at range, it attempts to move its grappled target to one side of its body and make slam attacks against other targets.

Constrict (Ex): A lurker above deals 1d8+12 points of damage with a successful grapple check.

Improved Grab (Ex): If a lurker above hits an opponent that is at least one size category smaller than itself with a slam attack, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity (grapple bonus +23). If it gets a hold, it constricts on the same round. Thereafter, the lurker above has the option to conduct the grapple normally, or simply use its body to hold the opponent (-20 penalty on grapple check, but the lurker above is not considered grappled). In either case, each successful grapple check it makes during successive rounds automatically deals slam and constrict

tion damage. A lurker above may not have more than one target grappled at a time.

Smother (Ex): In addition to constricting its victim, a lurker above that has made a successful grapple check against a target cuts off all the prey's air. Targets being smothered use the same rule as for drowning: They can hold their breath for a number of rounds equal to twice their Constitution. After this time, the target must make a Constitution check (DC 10) in order to continue holding its breath. Each round, the DC increases by 1.

When the target fails its Constitution check, it begins to suffocate. In the first round, it falls unconscious (0 hp). On the following round, it drops to -1 and is dying. In the third round, it succumbs and dies.

Immunities (Ex): Because of its rubbery hide and ability to stretch easily, a lurker above takes only half damage from bludgeoning attacks.

Levitate (Ex): The body of a lurker above is naturally buoyant, allowing it to gain and lose altitude. Thus a lurker above may produce an effect like that of the *levitate* spell, as a free action, moving at a base speed of 20 feet.

Scent (Ex): The creature can detect approaching enemies, sniff out hidden foes, and track by sense of smell.

Tremorsense (Ex): When attached to a rocky surface, a lurker above can automatically sense the location of anything within 180 feet that is in contact with the same rock. This capability enables a lurker above on the ceiling of a cavern to sense the approach of creatures walking across the bottom of the cavern.

Skills: A lurker above gains a +4 racial bonus on Listen and Move Silently checks. *When attached to the ceiling in rocky areas with little vegetation, a lurker above gains a +12 racial bonus on Hide checks.

vermin, giant Arachnids

	Giant Whip Spider	Giant Whip Scorpion	Giant Sun Spider
	Medium-Size Vermin	Large Vermin	Large Vermin
Hit Dice:	2d8+4 (13 hp)	4d8+8 (26 hp)	6d8+12 (39hp)
Initiative:	+2	+1	+2
Speed:	40 ft.	50 ft.	40 ft.
AC:	16 (+2 Dex, +4 natural), touch 12, flat-footed 14	18 (-1 size, +1 Dex, +8 natural), touch 10, flat-footed 17	16 (-1 size, +2 Dex, +5 natural), touch 11, flat-footed 14
Attacks:	2 claws +2 melee and bite -3 melee	2 claws +4 melee and bite -1 melee	Bite +6 melee and 2 claws +1 melee
Damage:	Claw 1d4+1, bite 1d6	Claw 1d6+2, bite 1d8+1	Bite 2d6+3, claw 1d4+1
Face/Reach:	5 ft. by 5 ft./5 ft.	5 ft. by 10 ft./5 ft.	5 ft. by 10 ft./5 ft.
Special Attacks:	Improved grab, squeeze	Improved grab, squeeze, poison spray	Improved grab, squeeze
Special Qualities:	Poison immunity, vermin traits	Poison immunity, vermin traits	Vermin traits
Saves:	Fort +5, Ref +2, Will +0	Fort +6, Ref +2, Will +1	Fort +7, Ref +4, Will +2
Abilities:	Str 13, Dex 14, Con 14, Int —, Wis 10, Cha 2	Str 15, Dex 12, Con 14, Int —, Wis 10, Cha 2	Str 17, Dex 15, Con 14, Int —, Wis 10, Cha 2
Skills:	Climb +8, Hide +10, Spot +7	Climb +9, Hide +8, Spot +7	Climb +10, Hide +10, Spot +7
Climate/Terrain:	Any land and underground	Any land and underground	Warm land and underground
Organization:	Solitary, pair, or pack (3-5)	Solitary or pair	Solitary, pair, or pack (3-5)
Challenge Rating:	1	2	2
Treasure:	None	None	None
Alignment:	Always neutral	Always neutral	Always neutral
Advancement:	3-6 HD (Medium-size)	5-12 HD (Large)	7-9 HD (Large); 10-18 HD (Huge)

Giant arachnids are relatives of the monstrous spiders and scorpions described in the *MONSTER MANUAL*. They are not as widespread nor as prone to species and size variation as their more common cousins. Characters frequently encounter them in and near drow settlements in the Underdark, where they are occasionally tamed and used as beasts of burden and war. Though scorpions are not considered spiderkind, giant whip spiders, giant whip scorpions, and giant sun spiders do fall into that category, making them particularly susceptible to many forms of drow magic.

COMBAT

All three giant arachnid varieties fight by grabbing opponents, then squeezing and biting them to death.

Improved Grab (Ex): If a giant arachnid hits an opponent that is at least one size category smaller than itself with a claw attack, it deals normal damage and attempts to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it can also squeeze in the same round.

Squeeze (Ex): A giant arachnid that gets a hold on an opponent of its own size category or smaller automatically deals damage with both claws. It can then use its bite as a primary attack at its full attack value.

Vermin Traits: A giant arachnid is immune to all mind-affecting effects (charms, compulsions, phantasms, patterns and morale effects). It also has darkvision (60-foot range).

Skills: Giant arachnids receive a +4 racial bonus on Climb, Hide, and Spot checks.

GIANT WHIP SPIDER

A giant whip spider is an arachnid about the size of a human with a long, flat body and six spindly legs. Two more legs are held close to the creature's mouth and end in spiny pincers. Two long, whiplike appendages emerge from the creature's body just behind its pincer-legs, but despite their impressive appearance these are simple feelers it uses to probe into fissures and other areas it can't see. It ranges in length from 6 to 8 feet and weighs about 200 lb.

Sages sometimes refer to giant whip spiders as monstrous amblypygids, but this term is not in common use.

COMBAT

A giant whip spider tries to grab prey in its pincers and hold the victim near its mouth.

Improved Grab (Ex): The giant whip spider has a grapple bonus of +2.

GIANT WHIP SCORPION

Giant whip scorpions look very similar to giant whip spiders. Their front, pincer-tipped legs are larger and stronger, and a third long feeler extends from the rear of their abdomens. They are also larger, averaging 8 to 12 feet long and about 500 lb.

Giant whip scorpions are sometimes known as monstrous uropygids or occasionally as giant vinegaroons, for their acidic spray.

COMBAT

Like other giant arachnids, giant whip scorpions attack with their pincers, squeezing and biting opponents they can grab. They use their poison spray to escape danger.

Improved Grab (Ex): The giant whip scorpion has a grapple bonus of +9.

Poison Spray (Ex): Three times a day, a giant whip scorpion can

discharge a cloud of noxious vapor that extends in a 20-foot radius spread around itself. The cloud is an inhaled poison (Fortitude save, DC 18). The initial and secondary damage is the same (1d4 points of Dexterity damage).

GIANT SUN SPIDER

Giant sun spiders are difficult to distinguish from Large monstrous spiders without practice. Their segmented, hairy bodies sprout 10 legs, the front pair thicker than the rest and ending in small but strong pincers. Dominating their heads are two gigantic mandibles and two small, bulging, black eyes. Their coloration is typically lighter than that of monstrous spiders, ranging from brown to yellow. They are about 10 feet in diameter and weigh 250 lb.

Sages call giant sun spiders monstrous solifugids or monstrous solpugids. They are also, more commonly, called giant camel spiders or giant false spiders.

COMBAT

Lacking the developed pincers of the other giant arachnids, giant sun spiders have weaker claw attacks but still use their grasping claws in the same manner. A giant sun spider's fearsome bite makes up for its underdeveloped pincers.

Improved Grab (Ex): The giant whip spider has a grapple bonus of +11.

The silence of Lolth

The starting point for both *City of the Spider Queen* and the *War of the Spider Queen* novel series is the same: Lolth has fallen silent and is no longer granting spells to her clerics. In drow society, where Lolth's will is the single most important guiding principle and her clerics hold the reins of power, this silence has catastrophic effects. *Dissolution*, the first novel in the series, explores the effects of this catastrophe in Menzoberranzan, while the second novel, *Insurrection*, will expand the story to the nearby drow city of Ched Nasad. *City of the Spider Queen* shows the results of Lolth's silence in Maerimydra.

If you are running an extended campaign based on *City of the Spider Queen*, you may want to explore other drow cities beyond these three and examine the repercussions of Lolth's apparent abandonment of her people there. In addition, Kiaransalee's cult is not working in Maerimydra only, so this section includes notes on the activity of her cult beyond that fallen city.

cormanthor

The "spider-kisser" drow of Cormanthor are a relatively weak faction among the surface-dwelling dark elves who loot the ruins of the ancient elven realm. Lolth's silence, naturally, has made them even weaker. Many of the "spider-kissers" are natives of Maerimydra; some are considering a return to that city to oust the upstart invaders. There are no followers of Kiaransalee among the drow of Cormanthor.

eryndlyn

The status quo of this drow city beneath the High Moor depends on an uneasy truce among three religious factions: the followers of Ghaunadaur, Vhaeraun, and Lolth. When one side showed its weakness, the other two were quick to take advantage of that weakness, and the Lolth faction is all but exterminated. Her priestesses lie slain, their followers either killed or enslaved. The western plateau of the

city, once controlled by the Lolth faction, lies in ruins still contested by the other two factions. Much like Maerimydra, it is a war zone, and battle erupts whenever gangs or better-organized strike teams from the remaining factions should happen to meet. The strife extends into the outer edges of the two other domains as well.

With both Ghaunadaur and Vhaeraun taking an active interest in events in Eryndlyn, Kiaransalee's cult has been unable to find a foothold in this city. Her cult has never numbered more than a tiny handful of outlaw drow in Eryndlyn, despite what is actually an unusual amount of religious freedom in the city: With three powerful factions vying for control, few drow are willing to back a fourth party like Kiaransalee's weak cult.

guallidurth

The drow of this city beneath the Calim desert have always tried to follow the Will of Lolth—so much so, that the city has been in a constant state of civil war, carved up among sects that vehemently dispute exactly what the Spider Queen's will is. The never-ending struggle among noble houses common to every drow city is paralleled by an identical struggle among cultic factions, each led by the Matron Mother of a noble house. Ironically, the situation has changed very little since Lolth fell silent. A common crisis, which some would take as an incentive to working together, is simply another point of contention in the heated doctrinal debates in the city. Every faction agrees that Lolth is angry with the drow of Guallidurth, and almost every faction considers the Spider Queen's anger a result of their having failed to exterminate the heterodox groups that oppose them. The eternal infighting continues unabated, even amplified.

Guallidurth has always been a fertile ground for non-Lolthite cults, with the cult of Vhaeraun most prominent among these. About the only thing the Matron Mothers of the city can agree on is that worshiping another deity is even worse than worshiping Lolth the wrong way, so they sometimes manage to join forces to hunt down the heretical cults that spring up like weeds in the city. These hunts are rarely very effective, rapidly dissolving into infighting, which only strengthens the growing disaffection with the rule of Lolth in the city. In this environment, the cult of Kiaransalee is growing measurably stronger, though it still holds little hope of claiming any real power locally.

sschindylryn

Miles below the King's Forest of Cormyr, this drow city is a significant trading power in the Underdark, but a minor military one, at best. A sound defeat at the hands of Menzoberranzan's armies reduced Sschindylryn's military power to practically zero, and the city has focused on trade while rebuilding its strength, mastering divination and travel magic to enhance its mercantile activities. Even the drow tradition of constant internecine conflict has faded in recent years as the city focuses its attention peacefully outward. With Lolth's silence, the Matron Mothers of Sschindylryn's noble houses fear they have angered their goddess by becoming too soft and too comfortable. They have begun a steady campaign of intrigue and assassination, but have failed to muster the full strength of their houses behind them. The resulting rash of murders and one-on-one combats has thinned the numbers of Lolth's weakened clerics while leaving room for males—particularly merchants and wizards, but also the fighters who hold secondary positions in the houses—to claim the true leadership of the city.

Kiaransalee's cult thrives in this new environment, though it remains small and largely invisible. Each noble house, a festering sore of anger and vengefulness in the wake of the battles among the Matron Mothers, now harbors at least one secretive worshiper of

Kiaransalee. Increasingly, fallen priestesses of Lolth are rising as revenants and escalating the conflict. The males who run the city in all but name still frown on the worship of the Revenancer, but do not take anything near the steps that would have been taken before Lolth's silence to hunt them down and exterminate them.

sshmath

Located under the Far Hills, Sshmath is a teeming drow metropolis ruled not by the clerics of Lolth, but by male wizards who spearhead the city's extensive trade in magic items. Traditionally, the clerics of Lolth have held secondary positions of power locally, but with their abrupt loss of magical power they found themselves cast down from their positions and replaced by other wizards and by clerics who retain their spellcasting ability—including several clerics of Kiaransalee. The Revenancer's interest in magic (particularly necromantic magic) has earned her clerics the respect of Sshmath's ruling wizards, and they now stand alongside clerics of Vhaeraun and Ghaunadaur as minor city officials.

Even with a small temple now standing openly in the mist of the city, however, the Revenancer could not hope to accomplish as much in Sshmath as she has in the ruins of Maerimydra. The Weave disruption created by Irae T'sarran's work in Maerimydra would never go unnoticed in a city of wizards, and even evil wizards have an interest in seeing that the Weave remains uncorrupted. As a result, her plans in Sshmath exist on a smaller scale. Her high priestess, Chaulga Feth, is quietly amassing a small undead army in preparation for Irae T'sarran's eventual march from the Dalelands westward, when the Great Revenance is complete.

Kiaransalee

City of the Spider Queen includes a brief description of Kiaransalee and her cult. Here, her complete divine statistics are detailed, following the format used in *Deities and Demigods* and *Faiths and Pantheons*. Because of the recent surge in her worship as detailed in *City of the Spider Queen*, Kiaransalee is now a lesser deity instead of a demigod. As a mortal, Kiaransalee was a lich, and she retains those abilities as a deity.

Kiaransalee

Necromancer 20/Cleric 20

Medium-size Undead

Divine Rank: 6

Hit Dice: 20d12 (Nec) plus 20d12 (Clr) (480 hp)

Initiative: +9

Speed: 60 ft.

AC: 51 (+9 Dex, +6 divine, +19 natural, +7 deflection), touch 32, flat-footed 42

Attacks: +5 *dagger of venom* +38/+33 melee, or paralyzing touch +33 melee touch, or spell +33 melee touch, or spell +35 ranged touch

Damage: +5 *dagger of venom* 1d4+12/19–20, fear aura (Will DC 37), paralyzing touch 1d8+5 (Will DC 37 half) plus paralysis, by spell

Face/Reach: 5 ft. by 5 ft./5 ft.

Special Attacks: Domain powers, paralyzing touch (Fort DC 37), rebuke undead 18/day, salient divine abilities, spell-like abilities

Special Qualities: Drow traits, DR 41/+4, familiar (spiders), fire resistance 26, godly realm (1 mile outer plane, 600 ft. Material Plane), divine aura (600 ft., DC 23), divine immunities, *plane shift* at will, remote communication 6 miles, spontaneous casting of divine spells, SR 51, *teleport without error* at will, turn resistance +4, undead traits, understand, speak, and read all languages and speak directly to all beings within 6 miles

Saves: Fort +22, Ref +33, Will +37

Abilities: Str 24, Dex 28, Con —, Int 41, Wis 28, Cha 25

Skills: Alchemy +33, Bluff +29, Concentration +49, Craft (jewelry-making) +41, Diplomacy +15, Hide +28, Innuendo +33, Intimidate +23, Knowledge (arcana) +64, Knowledge (history) +32, Knowledge (planes) +32, Knowledge (religion) +41, Knowledge (undead) +61, Listen +27, Move Silently +23, Scry +64, Search +35, Sense Motive +23, Spellcraft +64, Spot +27

Feats: Combat Casting, Empower Spell, Enlarge Spell, Extend Spell, Extra Turning (x2), Forge Ring, Greater Spell Focus (Necromancy), Greater Spell Penetration, Heighten Spell, Lightning Reflexes, Maximize Spell, Quicken Spell, Scribe Scroll, Silent Spell, Spell Focus (Evocation), Spell Focus (Illusion), Spell Focus (Necromancy), Spell Mastery (*animate dead*, *circle of death*, *control undead*, *energization*, *fear*, *finger of death*, *horrid wilting*, *power word kill*, *soul bind*, *wail of the banshee*), Spell Penetration, Still Spell

Drow Traits: Kiaransalee gains a +2 racial bonus on Will saves against enchantment spells or effects. She has darkvision (120-foot range), and she is entitled to a Search check when within 5 feet of a secret or concealed door as though actively looking for it. She gains a +2 bonus on Will saves against spells or spell-like abilities. As a drow, Kiaransalee has light blindness (blinded for 1 round by abrupt exposure to bright light, -1 penalty on all attack rolls, saves, and checks while operating in bright light).

Divine Immunities: Kiaransalee is immune to ability damage, ability drain, acid, banishment, cold, death effects, disease, disintegration, electricity, energy drain, fire, imprisonment, mind-influencing effects, paralysis, poison, *sleep*, stunning, and transmutation. As an undead, she is also immune to necromantic effects and any effect requiring a Fortitude save unless it also works on objects.

Salient Divine Abilities: Alter Form, Alter Size, Arcane Mastery, Control Creatures (undead, 6 creatures at once and per day, Will DC 23), Divine Spellcasting, Extra Domain (Drow), Extra Domain (Retribution), Hand of Death (Fort save DC 33).

Domain Powers: Cast chaos spells at +1 caster level; Extra Turning and Lightning Reflexes as bonus feats; cast evil spells at +1 caster level; 1/day may strike for maximum damage against an opponent that harmed her in combat.

Spell-Like Abilities: Kiaransalee uses these abilities as a 16th-level caster, except for chaos spells and evil spells, which she uses as a 17th-level caster. The save DCs are 23 + spell level. *Animate dead*, *animate objects*, *banishment*, *blasphemy*, *chaos hammer*, *circle of doom*, *clairaudience/clairvoyance*, *cloak of chaos*, *cloak of dark power*, *control undead*, *create greater undead*, *create undead*, *death ward*, *desecrate*, *detect undead*, *discern lies*, *discern location*, *dispel good*, *dispel law*, *endurance*, *energy drain*, *fire shield*, *gate*, *greater dispelling*, *greater planar ally*, *magic circle against good*, *magic circle against law*, *mark of justice*, *protection from good*, *protection from law*, *shatter*, *shield of faith*, *speak with dead*, *spell turning*, *spiderform*, *storm of vengeance*, *suggestion*, *summon monster IX* (as chaos or evil spell only), *unholy aura*, *unholy blight*, *word of chaos*.

As a drow, Kiaransalee also has the ability to use *dancing lights*, *darkness*, and *faerie fire* each 1/day, caster level 40th.

Fear Aura (Su): Kiaransalee is shrouded in a dreadful aura of death and evil. Any creature of less than 5 HD in a 60-foot radius that looks at her must succeed at a Will save or be affected as though by a *fear* spell (caster level 40th; save DC 37).

Undead Traits: Kiaransalee is not subject to critical hits or subdual damage, and she is not at risk of death from massive damage. Negative energy heals her.

Cleric Spells/Day (Levels 0–9th): 6/9/8/8/8/8/6/6/6/6; base DC = 21 + spell level.

Wizard Spells/Day (Levels 0–15th): 5/9/9/9/8/8/8/8/7/7/2/2/1/1/1/1; base DC = 27 + spell level, or 29 + spell level for Evocation and Illusion spells, or 31+ spell level for Necromancy spells. Prohibited school: Enchantment.

OTHER DIVINE POWERS

As a lesser deity, Kiaransalee may take 10 on any check She treats a 1 on an attack roll or saving throw normally and not as an automatic failure. She is immortal.

Senses: Kiaransalee can see, hear, touch, and smell at a distance of 6 miles. As a standard action, she can perceive anything within 6 miles of her worshippers, holy sites, objects, or any location where one of her titles or name was spoken in the last hour. She can extend her senses to up to 5 locations at once. She can block the sensing power of deities of her rank or lower at up to two remote locations at once for up to 6 hours.

Portfolio Sense: Kiaransalee is aware of any use of *animate dead*, *create undead*, *create greater undead*, or similar spell used to create undead when any target is a drow corpse, as long as the event affects at least five hundred people. She is similarly aware whenever a drow swears an oath of vengeance if the event is of similar scope.

Automatic Actions: Kiaransalee can use Spellcraft or any of her Knowledge skills as a free action if the DC for the task is 20 or lower. She can perform up to 5 such free actions each round.

Create Magic Items: Kiaransalee can create any kind of magic item that uses negative energy or affects undead, as long as the item's market price does not exceed 30,000 gp.

About the Author

James Wyatt is the designer of *Oriental Adventures*, *City of the Spider Queen*, and *The Speaker in Dreams*, the co-designer of *Deities and Demigods*, *Defenders of the Faith*, and *Monsters of Faerûn*, and a meddler who gets his fingers into every pie possible (most recently, writing some 20 pages of the *Epic Level Handbook*). He liked it when an editor described him as “a really twisted monkey.”