The Underdark is a vast place, filled with fiendish challenges both natural and contrived. The various inhabited and wilderness areas feature many locations in which adventures can be staged, but several sites are of particular note. Some of the sites below are merely adventure hooks that you can develop as you see fit. The Partially Keyed Dungeons section features two more developed areas that correspond to the maps included with this web enhancement.

**Upper Underdark**

The Upperdark is well populated and well explored, but a few sections are still virtually unknown except to those who live nearby. The School of the Penitents enclaves are among these.

**School of the Penitents**

Nine small groups, each consisting of four or five devout worshipers of Ilmater, have taken it upon themselves to bring their deity's creed of enduring suffering to the denizens of the Underdark. They maintain small enclaves throughout the Upperdark, from which they offer their deity's own special kind of benefits to any who come their way.

**Lower Underdark**

Why would any creature with reasonable intelligence or even a modicum of common sense choose to live in such a terrible environment? Some races have lived here for generation upon generation, and the Lowerdark is simply their home. Other creatures settle here to take advantage of the Lowerdark's unique magical properties, rare ores, or shelter from the hated sun. Still others view a sojourn in the Lowerdark as a temporary solution to a problem, since the dead magic areas and hostile territory may be a wanted criminal's most expedient means of avoiding capture.

Shield dwarves have been known to establish temporary mining camps in the Lowerdark to wrest particularly valuable ores from the bowels of the earth. Those who thirst for knowledge or lust after archeological treasures often find the Lowerdark tempting as well, since the remains of the first empires of Netheril and Imaskar lie here. Still others have personal or philosophical reasons for staying in this inhospitable area.

Of course, not everyone is in the Lowerdark by choice. Some unfortunate are here because they neglected to research the destinations of the portals through which they ventured. Others have been exiled here from communities in the Middledark, the Upperdark, or even the surface world. Some throw matrons get rid of potentially problematic subordinates by sending them on exploratory or expansionistic raiding
Parties into the Lowerdark. A triumphant scout returning from a mission into the depths might find her unexpected survival fatally inconvenient to the matron who dispatched her.

Several Middledark races make frequent forays into the Lowerdark. Some do so because of expansionistic desires, others because they need the resources, and a scant few because they have something to prove. Grimlocks and oros often set a coming-of-age trial for their young warriors to mark the passage between adolescence and adulthood. In a typical version of such a trial, the youth is sent into the Lowerdark, sometimes armed only with a dagger, and told to return with a trophy demonstrating his competence and ability to contribute to the community.

Various intelligent creatures have formed small settlements in the Lower Underdark. All these communities are fine places for adventurers to explore.

Cloakers

What passes for high society among cloakers centers in the enclaves of Cloakerhaven and Wingsweep. To the cloakers, these two very old communities are cities, though actually their populations are not even sufficient to make them villages by surface-world humanoid standards. Nonetheless, these settlements provide the only community environments that these creatures have. The architecture is bizarre and not well understood by noncloakers. Below is a description of Wingsweep; Cloakerhaven is described in Underdark.

Wingsweep

This community of approximately one hundred cloakers is located in a three-dimensional complex in which dozens of interconnected caverns radiate out in all directions from a huge, central cavern. From a cloaker’s perspective, the primary merits of Wingsweep are its thermal vents.

The floors and ceilings in the main cavern and many of the side passages and rooms are pierced with small holes ranging in size from 1 inch to 1 foot. Through these holes rises hot air that has been warmed by a slowly cooling magma lake many miles below. Cool, fresh air comes in through an ever-open portal (nonliving-only) to the Elemental Plane of Air.

The combination of hot and cold air creates some amazing air currents, including thermal updrafts that the cloakers particularly enjoy riding. The unusual airflow also causes frequent thunderlike rumblings that can be heard for miles around.

Disconnected Pair

An old adage states “If you think it’s impossible, it happens in the Lowerdark.” Indeed, strangeness knows few or no bounds in the deep realms. One of the most peculiar and unexpected oddities is a partnership between an illithid named Ralayn and a beholder named Tobulux. Both were cast out of their communities because neither held to the moral and ethical philosophies of their kindred—that is, both are neutral good. Together, they’ve honed their survival skills and made a home in the Lowerdark, where few bother to persecute them. Ralayn is an illithid body tamer 9, and Tobulux is a ranger 1/cavelord 3.

Home of the Outcasts

Even though they have escaped active persecution from their own kinds, Ralayn and Tobulux still face hostility from every quarter. Neither the illithid nor the beholder enclaves will have anything to do with them. Other societies view mind flayers and beholders with fear or repugnance, so they offer no welcome to the duo either. Outside the Underdark, their options are even more limited, since either of them is apt to be killed on sight by surface-worlders.

The two make their way as well as they can in the Lowerdark. Other races’ migrations force them to move frequently, so they take care to own no more than they can carry.

Driders

Where there are drow, there are also drow outcasts. Driders, forever marked as failures by Lolth herself, often lurk on the fringes of drow cities, longing for their former lives. Once part of the drow community, they were rejected by family and friends and stripped of their homes and goods upon changing to their current forms. Thus, most driders are reduced to wandering homeless through the Underdark, hunting for food as best they can. A few, however, have banded together for safety in the Lowerdark.

Forgotten Village

This drier community is located near the drow city of T’lindhet. The drow there feel particular shame about their drier outcasts and never speak of them. This curious attitude stems from the sheer number of such outcasts that originate from this city. Almost 25% of the drow in T’lindhet that reach 6th level fail Lolth’s test and are transformed into loathsome aberrations.

These driders from T’lindhet call themselves “The Forgotten Ones” after a heroic drier rebel who named himself The Forgotten. Many of these creatures have settled in the Lowerdark in a sort of encampment. But because their numbers have grown so rapidly, they have found it expedient to organize after a fashion, and their settlement is now the equivalent of a small village.

Recently, the Forgotten Ones have received some guidance and aid from the Underdark Anarchists’ Fellowship (see Organizations of the Underdark on the Wizards of the Coast website). A representative of that organization managed to negotiate a mutual defense pact between the Forgotten Ones and a group of chitines. This arrangement has worked so well that the drier-chitine alliance is now poised to launch an attack on T’lindhet.

Drow

Most drow choose to live in the great drow cities of the Underdark and fill their days with scheming and ambitious plans. A few, however, strike out on their own and choose to live as hermits.
THE ORACLE

Hijith (CE cleric 7 of Lolth/arachnemancer 1) claims that the Spider Queen speaks through her as an oracle. She is thought by other drow who know of her to be quite holy and quite mad.

An interview with Hijith is quite unpleasant, partly because living alone has dulled her social skills. When asked to tell the future, Hijith stares at the many spiders that inhabit her dwelling place in the Lowerdark and prays. She then whispers her question to the spiders and watches their movements while casting a divination spell. When she is satisfied that she knows the answer, she orders the person who petitioned her to swallow a live spider.

Few petitioners are curious or desperate enough to eat the spider. Those who do not are ordered unceremoniously from the cave, without the answers for which they came. Those who do obey Hijith gain the benefit of her divining. Her predictions are invariably cryptic and often couched in verse, but they are always quite accurate, at least in hindsight.

formians

One formian colony has slowly and methodically begun to expand into the Lowerdark. They're relatively new to the area, having recently entered through an intermittently functioning portal that lies at the center of their newly established hive. The formians know little of portals and do not understand the danger of having one so close to their queen.

LOWERDARK FORMIAN HIVE

This settlement consists of 1 queen, 6 myrmarches, 5 taskmasters (dominated creatures: 1 drow, 1 duergar, 2 humans, and 1 grimlock), 32 warriors, and 253 workers. Like other formians, these creatures work diligently to master their environment and the other creatures around them.

gloomings

Gloamings live in small numbers within various other communities in the Lowerdark, including drow and svirfneblin cities. Some also form autonomous units that travel for a variety of purposes.

COMPANY OF EIGHT

One group of nine gloamings has, for no reason that anyone else can understand, chosen to call itself the Company of Eight. The group consists of two bards, one sorcerer, two illusionists, two rangers, and two druids. This band travels the Lowerdark extensively, ostensibly to map the area and survey all the extraplanar portals and gates that lead to and from this portion of the Underdark. The gloamings sell some of their maps to the Guild of Underdark Guides, and occasionally they manage to supplement their income with a bit of treasure. The group's bards also bring in some coin by writing songs and poems based on their adventures and occasional misadventures in the Lowerdark and performing them in the cities of the Middledark and Upperdark.

HUMANS

The members of the Silverymoon Arcane Guild set up a portal/linking their guildhouse with a remote part of the Lowerdark. They sought an isolated area that contained both a zone of dead magic and an area of wild magic. A team of guild wizards and sorcerers at last located an area that fit these specifications. As best they could determine, it was unlabeled and inhabited by nothing larger than Tiny vermin and animals.

silvermoon arcane guild experimental area

The area that the guild has claimed is about 5,000 square feet, with about 1,000 square feet of dead magic and 500 square feet of wild magic. Several wall of stone spells buttress these sections against intrusion by mundane travelers.

Various structures have been built in this area in an arrangement resembling that of a college. The dead magic and wild magic sections are enclosed in large laboratories, and the rest of the area has been converted into living quarters. The guild guarantees that there's always a skilled cleric (between 5th and 7th level) on duty to create food and water for the researchers and provide any healing that may be necessary as a result of either failed experiments or mundane mishaps.

Cautious researchers pay premium fees of up to 1,000 gp per week for the privilege of studying in this prepared environment.

illithids

A few among the mind flayers prefer to keep to the old ways. These illithids worship Ilsensine while mourning the passing of the other illithid deity, Maanzecorian.

GENRE

This name of this small illithid settlement translates roughly as "Place of Contemplative Study." The illithids here follow the Awaiter Creed, which focuses on patient fact-gathering followed by careful planning that accounts for all variables and factors. The scholars are busy analyzing the ramifications of Maanzecorian's death and what that event means to the mind flayers as a race. A few of the group's more esoteric thinkers wonder whether it is possible for Ilsensine to meet a similar end and what the repercussions of the death of the only other illithid deity might be.

As part their studies, the researchers at Pen'Serre seek to locate, retrieve, and preserve the remains of Maanzecorian's extensive library. What little is known of Maanzecorian indicates that the deity had a fatal desire to know all. Thus, he collected books on every topic in every language. Many of the books were in the texture- and touch-supplemented form of illithid writing known as qualith.

Upon the god's death, numerous factions raided his library, scattering his collection across the multiverse. Regaining these books will prove a difficult challenge for these contemplative illithids.

kobolds

A group of fifteen exceptional kobolds, most with at least five class levels, travels nomadically through the Lowerdark. The members of this band virtually worship a powerful being called Scaled Beauty, whom they believe to be an avatar of their god.
Scaled Beauty’s Quest

Scaled Beauty is actually a lawful evil half-blue dragon half-nymph sorcerer 5. She loves the kobolds that accompany her and tries her best to protect them, viewing them as something akin to devoted pets. Keeping her companions safe, however, is proving to be more and more difficult as her personal quest to find her dragon parent leads her into ever more dangerous territory.

All that Scaled Beauty knows of her father is that he is a blue dragon named Vr’tark. She recently consulted a cleric who cast a divination to help her determine his whereabouts. The spell indicated that he resides in an area called the Boneyard.

In fact, the blue dragon became a dracolich a few years ago against his will (see The Boneyard in Chapter 8 of Underdark). If Scaled Beauty learns the truth of the situation, she may seek out some adventurers to put her father to rest.

Lords of Lowerdark Waters

The aboleths and the kuo-toas are rivals for supremacy in the Lowerdark’s water-steeped areas. Aboleths have dominion over most of the freshwater pools and rivers in the Underdark, while the kuo-toas rule over most of the saltwater bodies. The status of the relations between these two aquatic races varies from muted hostility to all-out war.

The Haloclines

In the few places where fresh water from a subterranean river or some other source intersects with salty ocean water, the water becomes turbulent and cloudy. These areas, called haloclines, also create overlaps between the realms of the two aquatic species. Such a situation inevitably means war.

The aboleths usually keep a small cadre of kuo-toas under their control with their enslave ability. Sometimes a dominated kuo-toa is sent back to its community as a spy or a saboteur.

For their part, the kuo-toas constantly raid aboleth holdings, wreaking as much destruction as they can. Groups of kuo-toa whips work in concert to create devastating lightning bolts, and the presence of a kuo-toa leviathan (see Chapter 6: Monsters in Underdark) is enough to give even the most self-assured aboleths pause.

Slyth

A few notable slyths travel in the Lowerdark. Most of them are thought to be quite mad.

The Seer

Grrl Deepdelver (N druid 4/diviner 3/deep diviner 4) wanders the lowest depths of the Lowerdark. He happily tells anyone he encounters that he is “deeply seeking what no one has sought” in order to “know again what was forgotten.” These fragments of an ancient prophecy have multiple interpretations. Grrl dismisses the common belief that these words refer to the return of the Deep Imaskari. Rather, he thinks the prophecy may have something to do with the annihilators, of which he has heard only rumors and third-hand reports. Grrl seeks to see such a creature for himself and perhaps even to speak with it.

The Vermin Lover

Vfush Sweetwaterlake (NG druid 5/ranger 4/verminphile 3) travels with a giant cockroach (see Chapter 6: Monsters in Underdark) as her companion. This independent slyth functions as a self-appointed protector and warden of Lowerdark vermin. She keeps a sizable library of books and scrolls about insects and arachnids in a tome of books (see Chapter 5: Equipment and Magic Items in Underdark), along with catalogues of Underdark vermin and many journals detailing her personal observations. To date, she has found 248 distinct varieties, including many with celestial or fiendish traits. She also claims to have found a kind of undead cockroach.

Undead

Undead, who need no water, food, or air, find the Lower Underdark to be almost hospitable. The undead in this portion of the Underdark are matched in number and variety only by fungi at the deep levels.

Death, Disease, and Destruction

This trio of undead haunts the caverns of the Lowerdark. Hamezaar (see the Boneyard in Chapter 8: Geography in Underdark) endeavored to recruit them into his forces, but they were uninterested.

Death (LE male dread wraith) and Disease (LE female mummy monk 7) travel with Destruction, otherwise known as Jessek (LE male beholder). The threesome is currently hunting for an annihilator (see Chapter 6: Monsters in Underdark). When they find one, Jessek will try to use his charm monster eye ray to control it.

After securing the annihilator, the trio plans to hunt down Ralayn and Tobulux (see Disconnected Pair, above) and kill them. The group has no special grudge against Ralayn, but Jessek maintains that Tobulux must die because he is an abomination—a good beholder.

Yureck

One of the most capricious and dangerous of the Lowerdark’s undead denizens is Yureck, a female nightcrawler. She travels the unitl, sparsely inhabited passageways of the Lowerdark alone for purposes entirely her own. When she senses the approach of a creature with her tremorsense ability, she summons undead—typically shadows—immediately to help her bring down her prey.

Partially keyed Dungeons

The following areas are keyed to the maps provided. As DM, you can adapt these areas as you see fit for your own campaign. Each description includes a brief background on the situation and a few encounter areas keyed to the accompanying maps. You can make use of the areas that have been detailed and place encounters of your own design in those that have been left open.
The Lost Mines of Mardaruk

Old legends tell of the splendid adamantine ores that the ancient shield dwarf community of Mardaruk coaxed from the earth in the Lowerdark. But few people realize that this area was once part of the extensive holdings of the kingdom of Xonathanur. A successful bardic knowledge check (DC 20) or Knowledge (local—Underdark) check (DC 25) reveals the following information. The kingdom of Xonathanur fell in the perpetual goblin wars many ages ago. The few shield dwarves who survived became Wanderers, forever traveling and homeless. Most of them left the Underdark for the surface world and never looked back. But the mines remain, unworked and virtually unknown.

Over the last few decades, a shield dwarf enclave in the Western Heartlands exhausted most of its surface-world mithral and silver mines. The leaders of the enclave realized that they were facing a serious problem. Without its major industry—the mines—the residents would move away, and their people would once more be scattered. No one in the close-knit settlement wanted that kind of result.

A dwarven bard suggested the lost mines of Mardaruk as a solution, and desperation led to daring. The dwarves endeavored to trace the legendary mines and reclaim their birthright. Through much research and exploration, they managed to locate the Lost Mines of Mardaruk. Most of the ancient tunnels had collapsed, but one section was still suitable for mining. The dwarves were elated—an untapped source of precious metal was within their grasp!

The dwarves immediately set up a limited-use portal linking the Western Heartlands with the desired section of the Mardaruk Mines and established a work schedule, which they still maintain. The two-way portal opens once per tenday. The miners work the mine in rotating tenday-long shifts, with each shift returning home via the portal as soon as its relief arrives. A small contingent of guards on the same rotating schedule ensures the safety of the miners while they work.

The workers are acutely conscious of the dangers their environment poses as well as the importance of the mine to their community. They have already learned the hard way that evil can masquerade as innocence. Two different encounters with seemingly friendly, good-aligned Underdark travelers turned deadly when disguised and deceptive creatures took advantage of the shield dwarves’ good nature. Now, while in the Lowerdark, the shield dwarves are extraordinarily xenophobic, and they are even wary of strangers who appear to be shield dwarves. Thus, any intruder in the area of the mine is attacked without hesitation.

The walls in this area are all stone tunnels shaped by miners. New wooden posts provide support in less stable areas.

1. Guard on Watch

Here, at the only connection point between the mining area and the rest of the Underdark, a shield dwarf guard (female fighter 5, see Chapter 4: Nonplayer Characters in the Dungeon Master’s Guide for statistics) vigilantly stands watch. If she hears any unusual sound, sees the glow of light, or catches sight of any interlopers, she calls to her fellows in the miner’s camp (area 2).
2. BASE CAMP

Two more guards (shield dwarf fighter 5) rest and relax here in their off hours. They are usually either sitting near the cookfire in the center of the room or sleeping. Four two-level bunkbeds line the walls at the eastern end. Buckets of ore, lumber supports, and other mining aids are stacked neatly around the other walls. The most noteworthy features of the room are two pillars made of stacked stones on the north wall. A well-worn path leads up to the stone wall between these columns. This portion of wall is the portal through which miners, guards, and ore travel each tenday.

During the period that would be night on the surface world, the eight miners (expert 5) fraternize or sleep in this chamber.

3. EXHAUSED MINE SHAFTS

These tunnels once followed veins of adamantine ore. They end at the points where the decreasing metal content made the ore worthless.

4. ACTIVE MINING AREA

Six dwarf miners (expert 5) work here during the periods that correspond to daytime on the surface. They have recently hit a particularly rich deposit of adamantine and are in the process of mining it.

Freed Slave Encampment

Two days ago, the Underdark Anarchists' Fellowship organized a slave revolt in the Middledark city of Undrek'Thoz, enabling fifteen svirfneblin slaves to escape. They hurried to a cavern east of the slave city, where a prime Underdark guide hired by the fellowship was supposed to meet them and guide them to the surface. But no guide was there.

The freed slaves are now debating what to do. An underground river provides the cavern with plenty of fresh water, but the svirfneblin have no food and only a few improvised weapons.

Some of the former slaves despair of ever getting away. They favor giving themselves up and hoping for more clemency from their overlords than they would receive if they were recaptured. Others want to strike off through an upward-sloping passage to the northeast, hoping that it leads to the surface. Another faction feels that taking the downward-sloping passage to the southeast might be the best way to avoid pursuit. One svirfneblin even voiced the possibility that they could leave via the river where it plunges through the south wall of the cavern, trusting to its current and their own meager swimming skills to get them to a place of safety.

Western Tunnel

Unbeknownst to the slaves, the guide they expected to meet here was ambushed and killed by a dread wraith as she approached via the
tunnel directly west of their position. Two dread wraiths now occupy the west tunnel, awaiting more prey. A map showing a safe route to the surface via the southeastern tunnel is still on the guide’s body.

**NORTHEASTERN TUNNEL**
The northeastern tunnel does slope up, but it goes directly toward the grimlock community of Reeshov. The inhabitants of that settlement would definitely not welcome strangers.

**SOUTHEASTERN TUNNEL**
The southeastern tunnel leads downward and features many forks and branches. Careful selection at each point of decision yields a reasonably safe route to the surface.

**UNDERGROUND RIVER**
The river flows for miles through a very deep canyon. Eventually it spills into the Lake of Steam near a community of beholders.

**About the Author**
Gwendolyn F. M. Kestrel is an editor for Wizards of the Coast’s Roleplaying Games R&D department. Her recent work includes editing and additional development for the revised *Dungeon Master’s Guide* and *Monster Manual*. Her editing credits include *Fiend Folio*, *Faiths and Pantheons*, *Oriental Adventures*, and *Magic of Faerûn*, and her design credits include the *Book of Challenges* and numerous *Dragon®* Magazine articles. She’s a frequent contributor to the Wizards of the Coast website. Also, check out the website she created for her husband, Andy Collins, at <www.andycollins.net>.