

ORGANIZATIONS OF THE UNDERDARK

In the Underdark, countless organizations and individuals strive for goals ranging from survival to supremacy. The affiliations these creatures form are based on a variety of factors, including race, geography, and local customs. Grimlocks, suspicious of all other races, tend to operate in closely allied packs. A community of drow, on the other hand, has many different factions based on House and status.

Few groups look beyond their myopic worldview to see the Underdark as a whole. Three organizations that are exceptions to this rule are described below. All three count many different races and cultures among their members.

Though written with the *FORGOTTEN REALMS® Campaign Setting* in mind, these organizations could fit well into a regular D&D campaign with only minor modifications.

Affiliated Merchants of the underdark

This interspecies mercantile group is devoted to trade and profit, and it finds slavery especially profitable. The Underdark Anar-

chists' Fellowship has recently disrupted several well-established *portal* routes—a fact that the merchant organization finds very irksome. Thus, members of the Affiliated Merchants have taken to hiring the Guild of Underdark Guides to help them establish new routes.

overview and brief history

The Affiliated Merchants of the Underdark began as a protection racket about fifty years ago. Merchants were offered a choice—dues-paying membership in the organization, or constant losses from attacks on shipments of goods and slaves. After the first one or two such incidents, the Affiliated Merchants were often generous enough to sell the victim's own supplies back to him, charging only a 50% finder's fee on top of the wholesale cost of the goods. Independent merchants who still chose not to join after such "incentives" usually had their warehouses burned, and continued resistance often resulted in death.

Merchants quickly learned that it was most advisable to join the organization and get the Affiliated Merchants' protection. The 15% commission on all sales that was required of members eventually began to seem like quite a bargain. The Affiliated Merchants still employs such tactics from time to time, but its reputation convinces most merchants to join without argument.

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DROW? HOW DO DROW FIT IN?

Each of the organizations described herein includes numerous drow members, and many of them are quite prominent—in fact, the leader of the Affiliated Merchants of the Underdark is a drow. While drow don't hold ultimate leadership positions in either of the other two organizations, they do fill important roles in each.

Neutral or good drow sometimes seek to escape from the

politically tumultuous life of drow society by becoming prime Underdark guides. In this way, they can remain in the Underdark, and they always have the option of returning to their Houses and families for short visits or extended stays between missions. Evil and chaotic drow frequently become members of the Underdark Anarchists' Fellowship upon hearing about its surface premise.

The organization

The Affiliated Merchants of the Underdark is little more than an organized crime society with a niche area of exploitation and a thin veneer of respectability. It has a strict operational hierarchy, and those in power demand absolute obedience from their underlings. (This requirement is called "being respectful to senior management.")

Headquarters: The Affiliated Merchants of the Underdark maintains guildhouses in many large communities of the Lightless Lands. An office can be found virtually everywhere that organized trade exists. Most of the members and leaders in any particular location come from whatever free races dominate the area.

Members: 6,000+.

Hierarchy: Strict. The Affiliated Merchants of the Underdark operates with clear procedures.

Religion: Varied.

Alignment: Usually lawful evil.

Secrecy: None.

Symbol: A gold bag on a black field.

Leadership

A few months ago, the leader of the Affiliated Merchants, a Red Wizard named Maltuk, died. More accurately, he was assassinated, probably by one of his subordinates. The Underdark Anarchists' Guild had recently disrupted several vital trade routes—and not for the first time. In fact, Maltuk had been trying to eliminate that threat to the organization's trade for the past year with little success, and profits were continuing to decline.

Sofra (NE female drow rogue 9/shadowdancer 7/assassin 3) assumed control of the organization upon her predecessor's unexpected demise. She rules the Affiliated Merchants with a strong hand, and she's ruthless about eliminating threats to her power. Nevertheless, Sofra faces the same problems as Maltuk did. The anarchists are growing ever more irritating, and their impact on commerce continues to be severe. How well she handles this threat to the organization's profitability will dictate how long she remains its leader. Recently, she hired a team of assassins to find and eliminate the leaders of the anarchists.

Frr'thk (LE female mind flayer wizard 9) had several opportunities to challenge Sofra and her predecessors for control of the Affiliated Merchants but did not. She seems to prefer the position of second-in-command, acting as an advisor and supporter to whoever is in charge. This attitude has led to a long and profitable career. Frr'thk has as much wealth and power, and as many slaves, as any mind flayer could desire.

Recruiting

It is always in a member's best interests to recruit other merchants below him, because he can charge them a percentage of their profits. In fact, some find this aspect so profitable that they graduate from earning their livings by trade to managing merchant recruits fulltime. A member can have as many recruits as he can comfortably control at his level of power. Should he exceed his capacity, more powerful members may "restructure" his recruits in order to take control of them.

Member benefits and responsibilities

Merchants are rarely eager members of this organization. Rather, they view joining it and paying the required commission as a necessary cost of doing business. The alternatives that nonmembers experience are very convincing and help to maintain loyalty.

A few, however, enthusiastically adapt to membership in the Affiliated Merchants. The organization's generally lawful attitude creates clear expectations, and the rules are simple: A member must make a profit for those higher up in the organization. Profitable members are valued and allowed to oversee most recruits, ever siphoning the profits upward. Unprofitable members have their recruits reapportioned to more productive managers.

ENCOUNTERS

Characters may witness the collection of commissions from merchants and stores they frequent. If the characters themselves conduct any sort of trade, such as selling magic items they have created or importing bulk commodities into the Underdark, they're sure to be asked to join and pay the standard dues (15%).

Typical Affiliated Merchants of the Underdark Encounter (EL 9): One senior representative (Fighter 3/Rogue 5) and two enforcers (Fighter 2/Rogue 2).

Guild of Underdark Guides

The Underdark is a dangerous place, even for natives. A skilled guide can mean the difference between death and life.

overview and brief history

The Guild of Underdark Guides was formed to provide travelers with reputable, skilled guides for hire. The organization charges premium prices, but the quality of its guides is assured.

The organization

The Guild of Underdark Guides is a well-respected organization because of the quality of service it provides. The guild ensures that its members get paid, charging only a nominal fee for dues and reserving a share of the profits as a pension fund for its members. Any member guide who is injured in the field receives a pension

based on her years of service. If she is killed on the job, the guild either applies her pension toward a *raise dead* or *resurrection* or gives the money to her designated heir.

Headquarters: This organization has a guildhall in nearly every large city. Because of the small number of members and the high demand for their services, not all of the guildhalls have members in residence. However, servants and staff are always present to take messages or arrange future commissions. They keep careful track of the guides' comings and goings and can reliably tell prospective patrons when the next guide will be available.

Members: 2,000+.

Hierarchy: Loose. The membership of the administrative council changes from time to time. The current council consists of Virgil Rhom, Cold Water Singers, and Qod Backspeaker.

blessed sea haven

Currently, the Affiliated Merchants of the Underdark has set its sights on gaining control of the kuo-toan community known as Blessed Seahaven (described in *Underdark*). Standing in their way are Pliil Seachild (described in detail in *Underdark*) and Moolowik Holy.

MOOLOWIK HOLY/SAMPLE INQUISITOR OF THE DROWNING GODDESS

Moolowik Holy is ambitious. He wishes to gain status for himself in his kuo-toa community and believes that a career as an inquisitor of the Drowning Goddess represents his optimal path to power. Moolowik enjoys his enhanced social standing among the kuo-toa and relishes the fear he generates with his mere presence.

Moolowik Holy: Male kuo-toa Monk 5/Rogue 1/Inquisitor of the Drowning Goddess 2; CR 10; Medium monstrous humanoid (aquatic); HD 2d8+8 plus 5d8+20 plus 1d6+4 plus 2d8+8; hp 83; Init +2; Spd 20 ft., swim 50 ft.; AC 25, touch 19, flat-footed 23; Base Atk +6; Grp +10; Atk +8 melee (1d4+3, bite) or +9 melee (1d6+2, unarmed strike) or +9 melee (1d4+3, +1 steel fins); Full Atk +8 melee (1d4+3, bite) or +9/+4 melee (1d6+2, unarmed strike) or +9/+4 melee (1d4+3, +1 steel fins) or +7/+7/+2 melee (1d6+2, unarmed strike, flurry of blows) or +7/+7/+2 melee (1d4+3, +1 steel fins, flurry of blows); SA fear aura, flurry of blows, sneak attack +1d6; SQ adhesive, amphibious, darkvision 60 ft., electricity resistance 10, evasion, grappling adhesive, immunities (paralysis, poison), keen sight, light blindness, mien of justice, purity of body, slippery, slow fall 20 ft., still mind, trapfinding; AL LE; SV Fort +11, Ref +14, Will +15; Str 14, Dex 14, Con 18, Int 10, Wis 20, Cha 10.

Skills and Feats: Concentration +12, Diplomacy +2, Escape Artist +10, Intimidate +8, Knowledge (religion) +8, Listen +12, Search +4, Sense Motive +21, Spot +20, Swim +10; Alertness, Deflect Arrows, Dodge, Improved Unarmed Strike, Mobility, Spring Attack, Weapon Focus (unarmed strike).

Fear Aura (Su): As an inquisitor of the Drowning Goddess, Moolowik Holy can project a fear aura to a radius of 20 feet for 2 rounds. Any foe in the affected area must make a Will save (DC 12) or be affected as if by a *fear* spell.

Adhesive (Ex): Moolowik can use his own body oil and other materials to give a shield a finish almost like flypaper, so that it can hold fast any creatures or items touching it. Anyone who makes an unsuccessful melee attack against him must succeed on a Reflex

save (DC 14), or the attacker's weapon sticks to the shield and is yanked out of its wielder's grip. Creatures using natural weapons are automatically grappled if they get stuck. Moolowik does not normally use a shield, since it interferes with his monk abilities.

Amphibious (Ex): Although Moolowik breathes by means of gills, he can survive indefinitely on land.

Evasion (Ex): If Moolowik makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.

Grappling Adhesive (Ex): Moolowik Holy knows how to effectively utilize a kuo-toa's natural adhesive with grappling and with disarm. He gains a +2 bonus on grapple checks made to start or maintain a grapple and a +2 bonus on disarm checks made with his bare hands.

Immunities (Ex): Moolowik is immune to poison and paralysis. As a 5th-level monk, he is also immune to all diseases except for magical diseases such as mummy rot and lycanthropy.

Keen Sight (Ex): Moolowik has excellent vision thanks to his two independently focusing eyes. His eyesight is so keen that he can spot a moving object or creature even if it is invisible or ethereal. Only by remaining perfectly still can such objects or creatures avoid his notice.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds Moolowik for 1 round. On subsequent rounds, he is dazzled while operating in bright light.

Mien of Justice (Ex): Moolowik gains a +4 insight bonus on Intimidate and Sense Motive checks (already factored into the above statistics).

Purity of Body: Moolowik gains immunity to all diseases except for magical diseases such as mummy rot and lycanthropy.

Slippery (Ex): Moolowik secretes an oily film that makes him difficult to grapple or snare. Webs, magic or otherwise, don't affect him, and he usually can wriggle free from most other forms of confinement.

Slow Fall: When within arm's reach of a wall, Moolowik can use it to slow his descent while falling. He takes damage as if the fall were 20 feet shorter than it actually is.

Still Mind: Moolowik Holy gains a +2 bonus to saving throws against spells and effects from the Enchantment school.

Trapfinding: As a rogue, Moolowik Holy can use the Search skill to locate traps when the task has a Difficulty Class higher than 20.

Possessions: +1 steel fins, gauntlets of ogre power, periaft of Wisdom +2, bracers of health +2, ring of protection +1.

Religion: Varied, though Grumbar is especially popular among the guides.

Alignment: Any nonchaotic and nonevil.

Secrecy: None

Symbol: A stylized map on a scroll.

Leadership

The Guild of Underdark Guides operates as a meritocracy. The best guides have opportunities for promotion and advancement. Many skilled guides prefer to stay in the field on active duty, but some choose to become administrators for a short time, as a break from field work. The leaders form a council that normally consists of four to six members. This council is charged with approving new members, setting prices, and overseeing the pension fund.

Virgil Rhom (LN male earth genasi rogue 7/Harper 5/prime Underdark guide 5) is the main Harper representative in the Underdark. He serves as the head of the Guild of Underdark Guides, but his true loyalty is to the Harpers, and his first priority is to further their interests.

Cold Water Singers (N male grimlock barbarian 7/ranger 7) enjoys acting as a guide. He took a turn as an administrator while recovering from severe injuries incurred on his last assignment, but he is now quite ready to return to the field.

Qod Backspeaker (NG female chitine rogue 5/prime Underdark guide 5; see Sample Prime Underdark Guide for full statistics) loves the challenges of being a guide, and she is also enjoying her current post as an administrator.

sample prime underdark guide

Qod Backspeaker felt extremely under-challenged in her quiet village under the Far Forest. She wanted more for herself than the simple crafter's life that everyone else in her village had. She wanted to make her life matter, to do some good, and to help others.

Thus, at the age of sixteen, she left and never once looked back. After a few years, she met a prime Underdark guide and decided that this profession offered a way she could feel fulfilled.

Qod Backspeaker: Female chitine rogue 5/prime Underdark guide 5; CR 11; Small monstrous humanoid; HD 2d8+2 plus 5d6+5 plus 5d6+5; hp 56; Init +8; Spd 30 ft., climb 20 ft.; AC 21, touch 16, flat-footed 21; Base Atk +8; Grp +9; Atk +16 melee (1d4+3/19-20, +2 short sword) or +14 ranged (1d4+2/[TS]3, +1 composite shortbow [+1 Str bonus]); Full Atk +16/+11 melee (1d4+3/19-20, +2 short sword) or +14/+9 ranged (1d4+2/[TS]3, +1 composite shortbow [+1 Str bonus]); SA sneak attack +3d6; SQ aid another nearby, aid group, danger sense +4, danger warning +1, darkvision 60 ft., difficult to disarm, evasion, grappling bonus +4, sensitive to sunlight, trap sense +1, trapfinding, uncanny dodge, Underdark lore, Underdark traveler +3; AL NG; SV Fort +7, Ref +16, Will +8; Str 13, Dex 18, Con 12, Int 10, Wis 14, Cha 10.

Skills and Feats: Balance +6, Climb +19, Diplomacy +10, Gather Information +10, Hide +8, Knowledge (dungeoneering) +5, Knowledge (local—Underdark) +9, Move Silently +11, Speak Language +3, Survival +12, Use Rope +11; Education (Knowledge [dungeoneering]), Knowledge [local—Underdark]), Improved Initiative, Multiweapon Fighting, Track, Weapon Finesse, Weapon Focus (short sword).

Aid Another Nearby (Ex): Qod need not be adjacent to another character to use the aid another action for certain checks. She can aid another at a distance of up to 30 feet on Balance, Climb, Jump, Survival, Swim, and Use Rope checks, as long as her ally can see or hear her.

Aid Group (Ex): Qod can assist up to five allies within 30 feet with the aid another action on Balance, Climb, Jump, Survival, Swim, and Use Rope checks, as long as her ally can see or hear her.

Danger Sense (Ex): Qod possesses an uncanny intuition that warns her of impending danger. She gains a +4 insight bonus on Reflex saves to avoid traps or natural hazards, a +4 dodge bonus to AC against attacks by traps or natural hazards, and a +4 insight bonus on Spot checks made to spot creatures at the beginning of an encounter (see Starting an Encounter in the *Dungeon Master's Guide*).

Danger Warning (Su): Qod can react quickly to warn her companions of dangerous situations, effectively giving them a moment

more to react. This ability enables her to grant the following bonuses to up to five allies: a +1 insight bonus on Reflex saves to avoid traps or natural hazards, a +1 dodge bonus to AC against attacks by traps or natural hazards, and a +1 insight bonus on Spot checks made to spot creatures at the beginning of an encounter (see Starting an Encounter in the *Dungeon Master's Guide*).

Difficult to Disarm (Ex): Because of the hooks in Qod's palm, she gains a +4 bonus on the opposed check when a character tries to disarm her.

Evasion (Ex): If exposed to any effect that normally allows a character to attempt a Reflex saving throw for half damage, Qod takes no damage with a successful saving throw.

Grappling Bonus (Ex): Qod's four arms grant her a +4 bonus on grapple checks, giving her equal footing with Medium creatures.

Sensitive to Sunlight (Ex): In sunlight or bright magical light (such as a *daylight* spell), Qod takes a -1 penalty on attack and damage rolls.

Trap Sense (Ex): Qod has a +1 bonus on Reflex saves to avoid traps and a +1 dodge bonus to AC against attacks made by traps.

Trapfinding: Qod can use the Search skill to locate traps when the task has a DC higher than 20.

Uncanny Dodge (Ex): Qod can react to danger before her senses would normally allow her to do so. She retains her Dexterity to AC regardless of being caught flat-footed or struck by an invisible attacker. (She still loses her Dexterity bonus to AC if immobilized.)

Underdark Lore: Prime Underdark guides gather knowledge. Qod has the ability to know legends or information regarding various topics, just like a bard can with bardic knowledge. She adds +5 to the appropriate Knowledge check to determine whether she knows anything about a specific topic. See the bard class entry in the *Player's Handbook* for more information on bardic knowledge. This ability applies only to information pertaining to the Underdark.

Underdark Traveler (Ex): Qod is familiar with the culture and etiquette of many Underdark societies. She receives a +3 bonus on all Diplomacy, Disguise, Gather Information, and Sense Motive checks made against members of Underdark races.

Languages: Common, Draconic, Dwarven, Elven, Kuo-Toan, Terran, Undercommon.

Possessions: +2 studded leather armor, ring of protection +1, cloak of resistance +1, +2 short sword, +1 composite shortbow (+1 Str bonus), boots of elvenkind, potion of cure moderate wounds (3), potion of fly, climber's kit, nekodes, 250 gp.

Recruiting

The screening process for membership in the Guild of Underdark Guides is very rigorous. A candidate must prove her skill in Balance, Climb, Diplomacy, Gather Information, Knowledge (dungeoneering), Profession (Underdark guide), Speak Language (any four), Survival, and Use Rope. In addition, the candidate's philosophy and alignment are scrutinized to ensure that she isn't motivated by any capricious or nefarious worldviews. In short, the candidate must evince many of the qualities of a member of the prime Underdark guide prestige class (see *Underdark*), though she need not have any levels in it. Few candidates meet the requirements, but those who do are eagerly accepted.

Member benefits and responsibilities

Denizens of the Underdark usually join this organization because they enjoy guiding. It's a calling to which they can happily devote their lives. Becoming a member of the guild is a mark of status—an indication that the candidate is tops in her field. Guild guides are welcome in most cities to the extent that a guide who is a member of a prohibited or slave race can usually walk around unmolested.

The pay and other financial benefits, including the pension, are excellent. Guild guides always have a warm welcome in the guildhouses, and they can obtain food, a place to stay, and usually healing there as well.

Every member of the guild of Underdark guides has a *messenger medallion* (see Chapter 5 in *Underdark*) and is required to check in at the guildhouses at her departure and destination points at least once a week.

Encounters

Surface-dwelling characters may well need to hire someone familiar with the Underdark to be their guide. Alternatively, they may encounter another group of travelers making their way through the Underdark with the assistance of a guild guide.

Typical Guild of Underdark Guides Encounter (EL 7): One caravan guide (bard 6/prime Underdark guide 1), two merchants (expert 3), and four guards (warrior 2). Because of the high demand for their services, guides are usually encountered while performing their jobs.

underdark anarchists' fellowship

To many, an organization of anarchists seems like an oxymoron. However, this loose fellowship of mayhem-breakers is indeed highly organized, even if only a few outside its membership realize that fact.

The fellowship operates mostly in the Upperdark, though it is occasionally active in the Middledark as well. The leaders of the Underdark Anarchists' Fellowship find plenty of ways to keep members busy on the upper levels, and they usually advise their affiliates and agents to avoid the strange world of the Lowerdark.

Overview and brief history

A human bard named Marlowe Rodan traveled extensively during her many years of adventuring. Over time, she developed definitive ideas about people and how they should be treated. She felt that anyone, regardless of race, was deserving of respect. Thus slave-based societies, such as Thay, incensed her. When she traveled in the Underdark, she discovered to her horror that many native races, such as the drow and the mind flayers, relied heavily on slavery. For many years, she and her adventuring companions worked against those slave-owning races in small ways, yet she never felt as if they had made much of a difference.

Eighteen years ago, the last of her friends and adventuring companions gave up his escapades and retired—but not Marlowe. Still adventuring at the age of fifty-two, she decided to start anew and make fighting against slavery in the Underdark her personal crusade.

Crafty as well as committed, Marlowe perceived that a direct approach to ending Underdark slavery would have little effect. Certainly, she would attract stalwart paladins and other emissaries of good in her antislavery endeavors, but their numbers would be small and their campaign short-lived. Once it was over, the old ways would surely reassert themselves. Instead, she developed a devious plan to attract large numbers of willing risk-takers whose talents she could bend to her purpose.

With that goal in mind, she formed the Underdark Anarchists' Fellowship. With its general antiestablishment approach, the fledgling organization found no shortage of recruits. To Marlowe, it seemed as if almost everyone in the Underdark was dissatisfied with the status quo in one way or another, and many were willing to rise up and challenge it. Through the fellowship, Marlowe provided an outlet for this discontent.

Today, the fellowship continues to thrive. Marlowe keeps her personal agenda a secret from all but the elite few in management positions. She views the disgruntled as prime tools to help her achieve her higher goal and goes to considerable lengths to recruit them.

The publicly advertised mission of the Underdark Anarchists' Fellowship is a general protest. The answer to the question "Against who or what?" varies depending upon what a recruiter thinks will bring the most positive response from a potential member.

Marlowe feels that the members of the fellowship need not know its true purpose as long as they help to fulfill it. Thus far, the primary mission of the Underdark Anarchists' Fellowship has been disrupting trade—most especially the slave trade—for the purpose of making slavery unprofitable.

One of the group's best and most powerful tactics toward this end is to seal *portals* with either *Mordenkainen's disjunction* or *gate seal* (see *FORGOTTEN REALMS Campaign Setting*). This undertaking has given rise to the nickname "portal crashers" for members of the fellowship. To aid in these portal-destroying endeavors, the organization uses several *portal finder rods* (see Chapter 5 in *Underdark*). Marlowe is also on the lookout for a minor artifact known as the *portal demolisher** (see Chapter 5 in *Underdark*).

The organization

Almost every society has some minority element of anarchists—people who are fed up with the way things are and who seek change by nonlawful means. Many are slaves who use their limited autonomy to overthrow (or at least harass) their overlords. Even the most chaotic revolutionaries, however, often discover that they need help from a source with resources and information, such as the loose network of the Underdark Anarchists' Fellowship.

Creating an organization out of so many individuals with their own agendas is an endeavor that only a person of wide vision, such as Marlowe, would be audacious enough to attempt. Oddly, the fellowship works. It owes its varied degrees of success primarily to the evil, repression, and slavery rampant in Underdark societies.

Headquarters: One small section of the Labyrinth serves as headquarters for the Underdark Anarchists' Fellowship. Marlowe Rodan, Cashimier Celest, Miska, Dagnal Strakeln, and a half-dozen doughty retainers are the only residents of the enclave.

Outside of these residents, only about two dozen members know the location of headquarters, and less than a dozen have been taught the one safe route into that area. These trusted few are the only ones who personally know the leaders in their undisguised forms.

A few years ago, Marlowe Rodan realized that the fellowship was relying too heavily upon her personally, and that if she died, it would cease to be effective. Thus, she stopped venturing from the safety of the central Labyrinth enclave.

Members: 5,000+. No accurate accounting of anarchist agents exists. Several times this number of Underdark residents are sympathizers or affiliated members.

Hierarchy: Loose and segmented. Members come and go, largely because the chaotic nature of most creatures that join doesn't lend itself to steady membership. Most members know only one or two others. Any given anarchist cell is usually in contact with only one or two other groups, though some operate completely independently. Thus, relaying messages and plans often proves a difficult challenge for the leadership.

Religion: Various.

Alignment: Usually nonlawful; frequently chaotic.

Secrecy: Medium. Many people have heard of the Underdark Anarchists' Guild, and some even know a sympathizer or member. But only a select few know the real purpose of the organization.

Symbol: A broken chain.

Leadership

Marlowe, now 70 years of age, plans to cede the leadership of the fellowship to another soon. Determined to ensure that her work continues after her death, she has spent the last ten years recruiting and

sample shadowcrafter

Miska gets bored easily. He travels throughout the Underdark seeking adventure and excitement, and his greatest delight is serving as a catalyst for change wherever he goes. He enjoys disturbing the status quo and then moving on.

When he learned of the Underdark Anarchists' Fellowship, Miska wasted no time in linking up with the organization. He's as dedicated to their cause as his variable temperament will allow. Thus far, he's enjoyed all the tasks with which the fellowship has entrusted him and hasn't yet gotten bored.

Miska: Male gloaming sorcerer 8/shadowcrafter 7; CR 11; Small outsider (native); HD 8d4+8 plus 7d4+7; hp 52; Init +3; Spd 20 ft., fly 40 ft. (average); AC 19, touch 16, flat-footed 16; Base Atk +7; Grp +1; Atk +12 melee (1d3-1/19-20, +1 dagger); Full Atk +12/+7 melee (1d3-1/19-20, +1 dagger); SQ enhanced shadow conjurations, enhanced shadow evocations, light blindness, low-light vision, luminescence, outsider traits, resistance to illusions, saving throw bonuses, shadow mien, shadow spell penetration; AL CN; SV Fort +5, Ref +7, Will +11; Str 6, Dex 16, Con 12, Int 10, Wis 11, Cha 24.

Skills and Feats: Concentration +5, Disguise +13, Hide +9, Knowledge (arcana) +4, Knowledge (local—Underdark) +7, Move Silently +9, Spellcraft +9; Greater Spell Focus (Illusion), Greater Spell Penetration, *Portal* Sensitive, Silent Spell, Spell Focus (Illusion), Spell Penetration, Weapon Finesse.

*New feat in *Underdark*.

Enhanced Shadow Conjurations (Su): Miska's shadow conjurations have strengthened by 20%. Hence, his shadow conjurations are two-fifths in strength or 40% as strong as the real things, and his greater shadow conjurations are four-fifths in strength or 80% as strong as the real things.

Enhanced Shadow Evocations (Su): Miska's shadow evocations have strengthened by 20%. Hence, his shadow evocations are two-fifths in strength or 40% as strong as the real things, and his greater shadow evocations are four-fifths in strength or 80% as strong as the real things.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds Miska for 1 round. In addition,

he takes a -1 circumstance penalty on all attack rolls, saves, and checks while operating in bright light.

Luminescence (Ex): Miska can make his skin glow as brightly as torchlight. As a standard action, he can either make his skin glow to any degree up to and including the brightness of a torch, or mute the glow.

Resistance to Illusions (Ex): Miska has a +2 bonus on saving throws against all illusion spells and effects.

Saving Throw Bonuses: As a shadowcrafter, Miska gains a +2 bonus on saving throws against any Illusion spells. In addition, he receives a +2 racial bonus on saves against Illusion (shadow) spells or effects and a +4 racial bonus on saves against mind flayers' spell-like abilities. Miska is immune to a mind flayer's extract ability.

Shadow Mien (Su): Miska gains a +2 bonus on Disguise and Hide checks (already figured into the statistics above).

Shadow Spell Penetration (Ex): Miska gains a +2 bonus on spell penetration checks for all of his illusion (shadow) spells. This bonus stacks with those from the Spell Penetration or Greater Spell Penetration feats.

Sorcerer Spells Known (6/8/8/8/7/7/7/5; save DC 17 + spell level, or 19 + spell level for Illusion spells): 0—*daze*, *detect magic*, *flare*, *ghost sound*, *mage hand*, *message*, *open/close*, *read magic*, *stick**; 1st—*disguise self*, *magic missile*, *reduce person*, *shield*, *silent image*; 2nd—*analyze portal* (FRCS), *darkvision*, *hypnotic pattern*, *mirror image*, *tremorsense**; 3rd—*displacement*, *major image*, *spiderskin**, *summon monster III*; 4th—*colloid form**, *greater invisibility*, *phantasmal killer*, *shadow conjuration*†; 5th—*persistent image*, *shadow evocation*†, *wall of dispel magic**, *wall of force*; 6th—*chain lightning*, *shadow walk*†, *veil*; 7th—*greater shadow conjuration*†, *mass invisibility*.

*New spell from *Underdark*.

†Gloamings have a racial proclivity toward shadow-based spells. They cast illusion (shadow) spells at +1 caster level.

Possessions: Bracers of armor +5, ring of protection +2, cloak of Charisma +4, +1 dagger, pearl of power (1st), wand of baleful polymorph (15 charges), potion of gaseous form, potions of cure moderate wounds (2), 49 gp.

grooming people she feels are capable of carrying on her crusade. She has narrowed the field of candidates to three capable underlings. Each brings something very different to the organization, in terms of both skills and leadership style. Rumor has it that Marlowe plans to announce her successor within the year.

Marlowe Rodan (NG female human bard 16) is the organization's founder and is still active as its leader, though she wants to retire soon. She has a few tests and trials to which she wants to put Cashimier Celest, Miska, and Dagnal Strakeln to determine which she will name as successor.

Cashimier Celest (NG male aasimar cleric 7/divine disciple 7 of Lliira) felt first-hand the cruelty of slavery in the Underdark. He had been a slave in a svirfneblin community and his masters cut off his wings as punishment for an attempted escape. Eight years ago, with the help of the fellowship, he finally won free. Cashimier's dedication to Marlowe's cause is unquestionable. He worships a god of joy and freedom, and he dutifully helps others to realize these aspects of life. Yet, his ordeal has left him emotionally scarred to the point that he is bitter and almost completely devoid of personal happiness. Marlowe wonders if Cashimier has the temperament to inspire followers and lead the organization.

Miska (CG male gloaming sorcerer 8/shadowcrafter 7) (see the Sample Shadowcrafter sidebar for full statistics) has been with the Underdark Anarchists' Fellowship for three years. This period is the longest amount of time that he's ever stuck with any locale, companions, or cause. He thinks that Marlowe might be considering him as the future leader of the organization, and that prospect simultaneously delights and frightens him. He loves wreaking havoc in a good cause and hasn't yet begun to feel his usual wanderlust and boredom, but he isn't sure he wants to be tied down. For her part, Marlowe respects Miska's skill and charisma but doubts that he has the stamina and devotion to stay with the organization.

Dagnal Strakeln (N female gold dwarf rogue 8/Harper 5) is by far the most diplomatic and sociable of the three. She is also the least dedicated. Dagnal is a relative newcomer, having been with the organization for only two years. Though she has proven herself a charismatic leader and a competent aide to Marlowe, Dagnal isn't at all sure that she wants the responsibilities of leading this ragtag fellowship.

Cashimier, Miska, and Dagnal all go out in the field regularly. They use disguise and stealth to travel to the largest and most effective anarchist cells, both to recruit new members and to set specific stratagems into motion.

Recruiting

The Underdark Anarchists' Guild recruits heavily among slaves and society's underclasses. Anyone who wants to bring down the establishment is a likely recruit. Even a person who isn't partisan enough to actually join the Guild may still sympathize with its goals and render aid on an as-needed basis if the risk involved is low. This level

of participation is very low-key and general. The upper echelon considers those who aid the organization in this way to be affiliated bystanders rather than actual agents.

If a character works with the Guild on several missions and continually proves himself a competent, reliable asset, his name is passed on to the leaders of the organization as a potential agent recruit. One of the leaders, heavily disguised, then meets with him and sets him a task or a mission to fulfill. If successful, the candidate becomes an agent and is entrusted with leading future missions.

The best, brightest, and most reliable agents are eventually entrusted with the location of the fellowship's headquarters and given additional responsibilities.

Member benefits and responsibilities

The benefits that members and sympathizers (the affiliated bystanders) receive are often esoteric. The most significant of these is the knowledge that they are doing something to hurt those in power.

Sometimes more practical benefits can be had as well. In particular, slaves can gain their freedom (though it may be transitory) through the fellowship's efforts. Unfortunately, failed attempts at escape usually result in beatings, mutilations, or even capital punishment. The actions of the Underdark Anarchists' Fellowship are rarely without risk.

Those who prove themselves competent enough to become agents are required to maintain a network of contacts with other agents. For the most part, newer agents operate independently, though specific orders are passed down to them through trusted senior agents on occasion. Once an agent has proven himself, he can begin planning and organizing daring raids and other missions on his own, though he usually does not directly participate in them. Rather, he observes the operations at a discreet distance, so that he can escape and report to his superiors on their success or failure.

Encounters

Characters in the Underdark have many opportunities to cross paths with the Underdark Anarchists' Fellowship. Initially, the characters may hear whispered rumors about the organization. Perhaps tavern talk speculates about an area resident's potential collusion with the group. Alternatively, a merchant may bemoan how risk-fraught previously safe trade routes have become.

The composition of anarchist teams varies greatly. Sometimes two or three agents venture into an area to destroy a *portal*, bridge, or other geographic feature. Sometimes an agent enters an area alone to start a slave rebellion. Almost always, however, local resident agitators and sympathizers are conscripted into service for the mission.

Lords of darkness and the underdark

Many other diverse organizations operate with strength in the Underdark. The Church of Cyric controls or has infiltrated several cells of the Underdark Anarchists' Fellowship. Wherever dracoliches are found in the Underdark, members of the Cult of the

Dragon lurk nearby. The Red Wizards of Thay seek advantages everywhere, including the Underdark. And beholders, organized or not, prove potent threats to all the organizations described here.

Typical Anarchist Encounter in a Svirfneblin Area with Kuo-Toa Slaves (EL 9): One fellowship agent (CN human bard 7) and two local slave resistance leaders (NE kuo-toa rogue 5). This group could be encountered while it is meeting to plan a slave breakout. If encountered after a successful breakout, the group should be accompanied by 10d10 freed kuo-toa slaves (commoner 1, expert 1, or warrior 1). The human bard almost certainly poses as a member of another race, using magic to disguise her true nature and appearance.

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>.