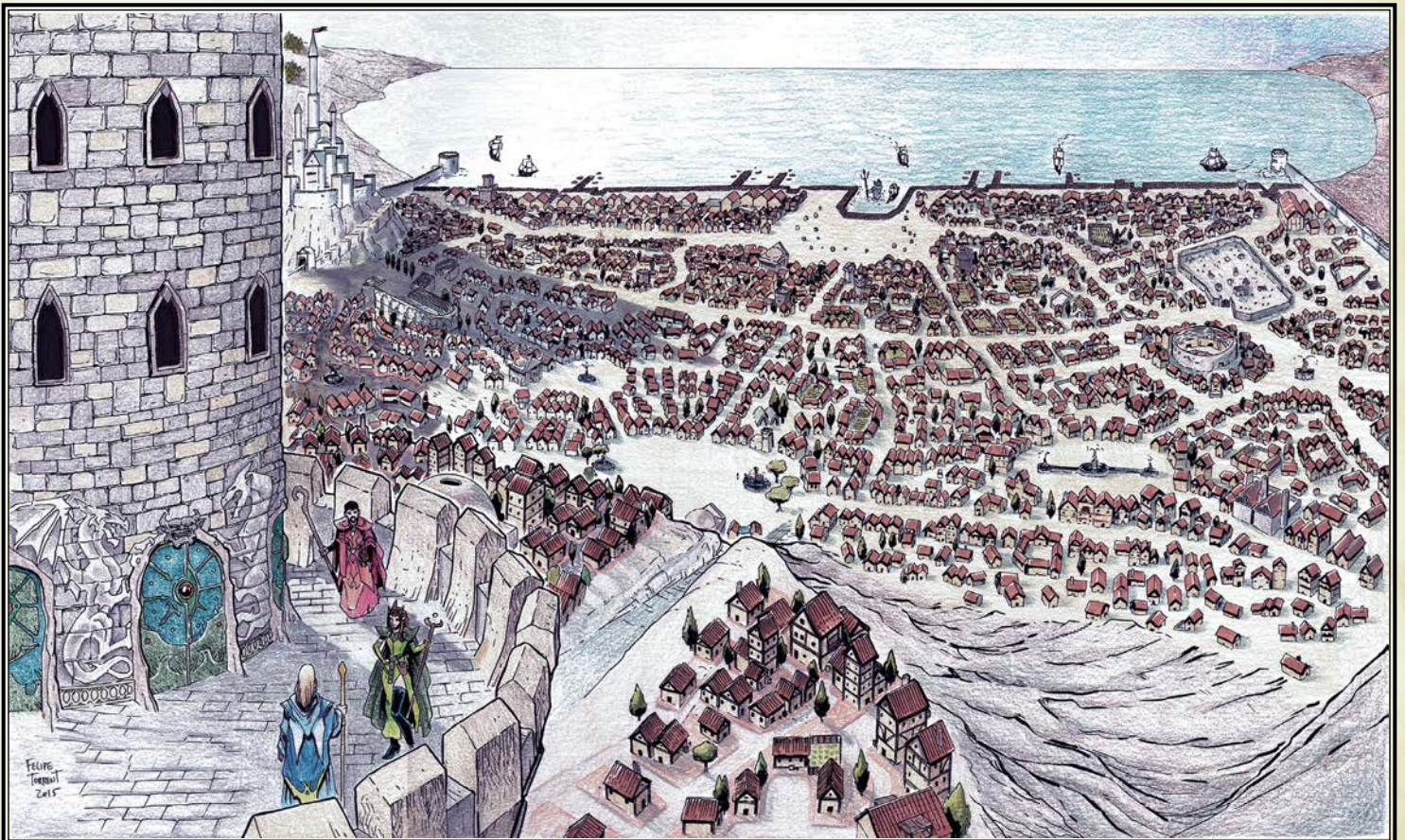


The City of Valoria:

A Guide for Game Masters



By Elye Alexander ~ World and Mythology created by Stefan Pokorny



A Taste of the Future

Welcome, adventurers, to this first taste of the city of Valoria and the World of Mythras! This book (full of great gaming content though it is) is but a sample of the forthcoming, full length Valoria / Mythras sourcebook. The longer version will include:

- More illustrations
- More maps, showing more of the world, and the city in greater detail
- Extended descriptions of the districts of the city (in the style of this book's account of the North Quarter), including many inhabitants, businesses, and notable locations, as well as dozens of adventure hooks
- Details on the cities' gangs and other factions and their secret (and not-so-secret) power struggles
- The epic legendary history of the creation of Mythras, the battles of the gods, and the founding and cataclysmic downfall of Old Valor
- Notes on Valoria's heraldry, street jargon, and other unique cultural details
- An extended guide to the regions of Mythras far beyond where Valoria holds sway
- A bestiary of unique creatures of this world
- Further information on the many temples of the city and the clergy who maintain them, as well as more on the gods and how they interact with their worshippers
- Random encounter tables for easily generating new scenarios
- Fiction set in Valoria: tales of some of the city's most memorable characters

So please, enjoy this sample, and be sure not to miss to full-length book when it appears!

Credits

Text by Elye Alexander

World Created by Stefan Pokorny

Additional Contributions: Nate Taylor,
Wondy Amare, Isaiah Samson, Ben Speaker

Illustrations by:

Ben Alexander (pgs. 2, 9, 12, 13, 16, 33, 37
(dagger), 39, 44 (bottle), 51, 60)

Elye Alexander (pgs. 8, 10, 11, 19, 42, 44, 45,
46, 47, 48, 49, 52, 63)

Don Higgins (pgs. 15, 18)

Stefan Pokorny (all maps - pgs. 5, 20-29, 53)

Felipe Torrent (cover and pgs. 31, 35, 37, 40)

Design by Eva Dannenberg Alexander

© Dwarven Forge, LLC 2017

All Rights Reserved

Get in touch with us:

dwarvenforgeinfo@gmail.com

www.DwarvenForge.com

Facebook.com/DwarvenForge

[Instagram: @dwarvenforgeofficial](https://Instagram/@dwarvenforgeofficial)

[Twitter: @dwarvenforge](https://Twitter/@dwarvenforge)

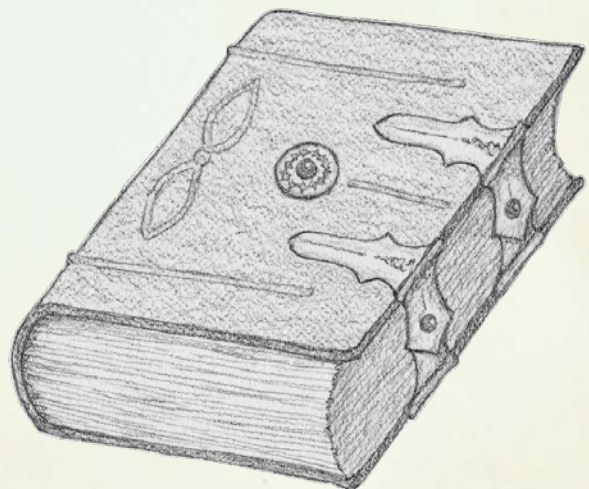


Table of Contents

Introduction	4
Map of Valoria	5
The City of Valoria	5
A Guide to the City	6
Mood	6
Climate and Geography	6
Layout, Infrastructure, and Vital Statistics	7
Political Structure	8
Military	9
Social Structure	10
Economy	10
Law	11
Calendar	12
History	13
Races and Creatures	14
The Gods of Mythras	17
Player Characters in Valoria	17
Detail Maps of Valoria	20-29
Districts of Valoria	30
The City Walls	30
The Lion's Quarter	31
Main Street	32
Castle Crag	32
Moon and Mint	34
Dockside	35
The Grim Quarter	36
Midmark	37
West Jester	38
The Gilded Hill	40
Basilisk Lane & the North Quarter	41
The Undercity: Sewers	50
The Undercity: Caverns	52
Map of Western Central Mythras	53
Western Mythras and the Lands Around Valoria	54
The Golden Lake	54
The Plains of Valor	54
The Cerulean Ocean and the Isles of None	57
The Old Forest and the Forest of Thorns	57
The Erinthor Mountains	59
Ethreg Vale (The Midlands)	61
Urn and the Canyons of the Gods	61
The Frosty Mountains	61
The Woods of the Golden Sylph	62
Dunwall	62

Introduction

Welcome, Adventurers. . .

Welcome to Mythras, a world of high fantasy, heroic adventure and dark intrigue. It is a world as the Earth might have been, if the dreams and legends of mortals stirred to life—if the creatures of our imaginations prowled our streets and forests—if the gods themselves drew their power from the worship of lesser beings, and brawled across the land, contesting for supremacy, then left humankind and its monstrous rivals to struggle for survival in the wilderness. The stars above may look the same as ours but the continents on which they shine are strange beyond recognition, reshaped by the immortal powers and governed by a different fate.

In Mythras the familiar landforms of our Earth—great rivers, vast plains, towering mountains and tangled forests—intermingle with the unearthly. Cavern labyrinths lit by rivers of lava stretch for miles underground. Canyons carven into fantastic shapes hold clockwork towers and aeries of strange winged beasts. Groves of living crystal stretch across frozen wastes. Cities throng with busy folk, working, loving, and worshipping, drinking in the taverns and haggling in the markets, while in the shadows shapeshifters lurk with rats that stand upright like men.

Here, history has followed no steady path toward urbanization and technological advancement. There are no crowded nation-states, no world-spanning empires. Folk of all races live in scattered tribes, small kingdoms, or independent cities; even the most advanced and enduring cultures remain pre-industrial. Where Earth-folk harnessed the power of science, the peoples of Mythras have instead delved deep into the study of magic, the hidden force that moves within all living spirits and knits the very fabric of the world. A talented few have learned to call upon this force, summoned from within themselves or granted by the favor of a higher power. The rest survive by skill and wits and might of arms.

Mythras is a dangerous place. Death comes swiftly to the careless and the overbold. Terrors unimaginable haunt the darkest places. Yet there are also great rewards, for those who dare to claim them—renown for the hero, glory for the righteous, plunder for the cunning. Adventure awaits! Seek it wisely—and watch your back.

This volume is an introduction to the world of Mythras, designed for game masters wishing to run adventures in this setting. It focuses on a particular part of this world: the great city of Valoria, the foremost stronghold of humankind. Here you will find details of the geography, culture, social and political structures of Valoria; descriptions of its many districts and neighborhoods; and a guide to the lands immediately surrounding the city, for those bold enough to venture beyond its fortified walls. The materials here are presented in a system-agnostic format, designed to be easily adaptable into your favorite fantasy RPG rules system.

This book has been produced as part of the backer rewards for Dwarven Forge's epic Castles Kickstarter campaign. It is an abbreviated version of a future sourcebook that will further detail Valoria and Mythras, the fantasy setting created by Dwarven Forge's founder, Stefan Pokorny--the place where for decades he has set his famous adventure games.

If you enjoy your visit here—more awaits! The future sourcebook will include extensive additional material on both Valoria and the great continent of Mythras, enough for many years of memorable gaming. Enjoy!



A Guide to the City of Valoria

Mood

Valoria is a high fantasy city, populated by aristocrats and commoners, heroes and villains, sturdy warriors and cowardly mischief-makers, mages, bards and rogues. It is a stronghold of honor and nobility, but it has a dark side too; like any city there are criminals and evil-doers here, often hiding in the shadows, sometimes striding brazenly down a sunlit street. It's not always simple to tell who is who.

To a large degree visitors will find here what they seek. Those who come peaceably and respectfully may find calm and prosperity, while those who look for trouble won't have to look far.

Valorians are a proud people and, by medieval standards, rather cosmopolitan; they welcome most strangers who bear no evil, and are interested in the lore of history and the mysteries of the surrounding world. Yet it *is* a world of mystery that surrounds them. Most of the common folk of the city have never traveled more than a few miles beyond the city's walls, and even ship captains and caravan masters generally follow established routes when they travel abroad, wary of the countless dangers that lurk in the wilderness. Only the most courageous scouts and adventurers regularly venture off the beaten path. Information usually travels slowly, at foot speed and by word of mouth; rumors abound but certain truth is hard to come by.

Valoria is still young—a scant three centuries old—and still growing. In recent years it has begun to feel just a trifle crowded within the circle of its high stone walls, and more folk have begun to settle among the farms in the surrounding countryside. But the people are generally fairly prosperous (again, by medieval standards) and they make the most of the fact that their city is a trading hub and a center of industry. The wharfs and markets,

and all the major streets, are busy throughout the daylight hours. Hawkers and shopkeepers boisterously compete for the attention of passersby. The city's great temples host regular rituals, feasts, and other public events, encouraging the populace to attend and pay homage to their gods. Criers provide Valoria's equivalent of the daily news—announcing festivals and sporting events, newly arrived ships and caravans, royal activities and popular rumors.

Those who step into the smaller side streets can find quite a different environment, however. Depending on the district there may be smaller, more exotic shops; quiet, elegant residences or crowded tenements; hidden gardens or refuse piles. Dangerous street gangs lurk in the worst neighborhoods, ready to pounce on careless interlopers. Ancient remnants of Valoria's prehistory still stand in unregarded corners.

By night the bustle abruptly fades. By royal edict there is a nighttime curfew upon the streets, and only the city watch and those of a certain rank or status are allowed to be abroad without permission from the city council. The dark streets are dangerous, prowled by thieves, skulking gangs, and worse, inhuman things. The watch does its best to keep the more prosperous areas free of trouble after nightfall, but few patrols wander the lower class areas such as Midmark and the Grim Quarter. Then at the crack of dawn the curfew lifts; the farmers bring their fresh produce from the countryside, and the bright city comes to life again.

Climate and Geography

The principal human city of the continent of Mythras, Valoria is situated roughly halfway between the continent's northern and southern limits, at the head of the great Golden Lake a scarce fifteen miles inland from the shores of the Cerulean Ocean. (The warm and placid lake extends roughly twenty-five miles southward from the city.) Valoria's royal sway extends northward across open hills and plains as far as the Erinthor Mountains, a hundred miles distant; eastward seventy-five miles to the Orcish Hills; and southward beyond the lake

another ten or twenty miles into the ever-denser thickets of the Forest of Thorns as far as the River of Souls. Within this territory lie many smaller human communities, from tiny hamlets to towns of modest size, but no other cities of note.

Valoria has long prospered, however, and its outlying towns are growing; and the adventuring spirit the city has long fostered has led numerous groups of bold pioneers to establish new footholds near—or even beyond—the borders of the realm. Here and there in the wild lands beyond the Rushing River, in the foothills of the mountains, or in the deeps of the forest small holdfasts and trading posts have sprung up, some growing into fortified villages, some protected by small keeps.

At the southern end of the Golden Lake is the nearest important community run by non-humans: the gnomish tunnel-city of Riverdelve, or “Gnome Town,” which connects the lake to the River of Souls and thence to the ocean through an underground canal. All of Valoria’s ship-borne commerce passes through this sheltered waterway. Nominally an independent free city, Gnome Town has been careful to maintain friendly relations with its more powerful human-controlled neighbor.

On the coast far to the north is the Gnomish city of Urn. Beneath the roots of the Erinthors lie several Dwarvish cities. Beyond the mountains to the north is the Woods of the Golden Sylph, home to many Elves, while far away to the east is the Human/Dwarvish city of Bier. All of these are important trading partners.

Nearer at hand, eastward in the Orcish Hills, the powerful Orc tribes sometimes trade with, sometimes threaten Valoria; at present there is an uneasy truce that has held up for several years. Lesser tribes of goblins, gnolls, and bugbears observe no such truce, preying sporadically on outlying farms and hamlets, hunted by the king’s knights and rangers; none of these are strong enough to seriously threaten the kingdom.

The climate around Valoria resembles that of the northern Mediterranean coast on Earth: warm, bright summers, mild winters, moderate rainfall; snow is rare. The powerful storms that plague the nearby ocean sometimes bring heavy downpours

to the city’s streets, but rarely damage its structures. Crops of many kinds, from wheat and maize to olives and pecans, thrive in the farmland north and east of the city. Thunderstorms and lightning are common among the hills further to the north.

Layout, Infrastructure and Vital Statistics

Valoria is a fortified city, surrounded by crenellated stone walls twenty-five feet high that enclose all the main districts of the city, forming a rough circle about a mile across and open on the southern side where the docks of the waterfront lean out over the waters of the Golden Lake. In the three centuries since its founding, the community has swelled to fill all the space between these walls, which originally included many acres of arable land; but the city has not yet begun to spill beyond its proud defenses, as its poor folk would rather crowd together in the jumbled neighborhoods of the waterfront and the Midcity than risk the threat of gnoll raiders and other wild tribes that roam the lands beyond the walls, occasionally attacking outlying farms and hamlets.

Within its walls, Valoria is dominated by two hills: Castle Crag to the east and the Gilded Hill to the north. The former is the site of the mighty fortress that protects the city, and the home of King Meleagrance and his royal family, as well as the majority of the city’s soldiers; the latter is the center of magic in Valoria, with the imposing tower of the Mages’ Guild at its center. Most commerce and daily activity flows in the low places between these two heights, following the east-west axis of Main Street from the city’s main gate at Roaring Lion Square westward through Horsemarket and Town Square to the upscale neighborhood of West Jester, and spreading northward from the bustling wharfs of the waterfront along a network of broad streets that extend like fingers from the central palm of the huge fish market.

Some fifty thousand citizens call Valoria home. Most are poor, but the middle and upper classes

have thrived over the past century, and even the poorest citizens have benefited from the relative peace and prosperity that have graced the city since its founding. Traders and caravans arrive daily at the city's gates and ships throng the waterfront, bringing goods and raw materials for the city's craftspeople and artisans.

Beyond the city's walls lie many leagues of fertile farmland. Those nearest the city (within a dozen miles or so) are tended intensively, while the lands farther out are lonelier and more sparsely populated, the tilled lands interspersed by stands of timber, quarries, and extensive pastures as well as woods, marshland, and barren moor.

Political Structure

Valoria is governed according to the feudal system: a single monarch, King Meleagrance, holds supreme power, and all authority flows from him; the charter of the city and those of its many guilds, the licenses of merchants and ship captains, and the titles of the nobles and knights are all granted by the king. In exchange, all the kingdom's subjects owe the king their fealty and support—in the form of various taxes and goods in the case of the city and guilds, and in the form of taxes and military service (when required) in the case of the citizens, each according to his or her rank.

The dynasty of King Meleagrance has ruled Valoria since its founding, and its monarchs have generally been strong and skillful rulers. The current king is no exception; shrewd and pragmatic, he keeps a close eye on his kingdom, and takes pride in governing for the good of all. But he is no saint, and is careful to protect his own interests and those of the knights and nobility who support him; and he does not hesitate to keep secrets and strike bargains where he thinks it will best serve him, or the city. One of his best-kept secrets is his agreement with the Ratfolk who live beneath the city, little more than legend to most of Valoria's inhabitants. Meleagrance maintains a bargain with the ratfolk king: the ratfolk may dwell unmolested in the undercity so long as they do not threaten those

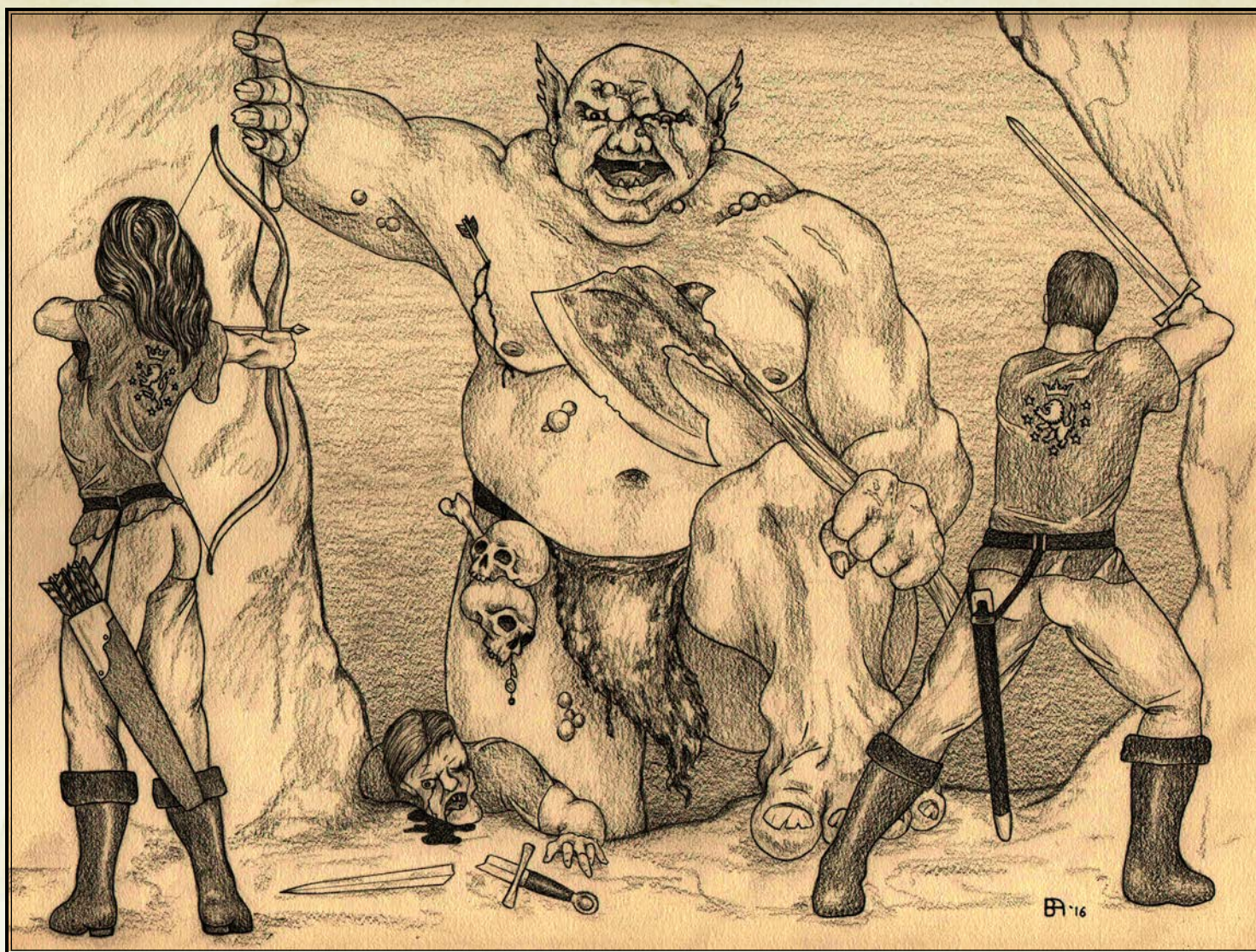
aboveground, nor interfere with the workings of the labyrinthine sewers beneath the streets.

The day-to-day business of the city is handled by the City Council, a group of nine leading citizens (one for each district) appointed by the king. The Council is led by the Mayor (chosen by the king) who directs its activities and casts the ninth and deciding vote on any important decision. Appointments to the council and the mayorship are renewed annually, but competent individuals who please the monarch usually keep their positions for many years. The current mayor, who has held the office for a decade now, is Kalin Heather, a woman of forty-five; a former adventurer, she impressed King Meleagrance with her deft and courageous responses to several threats around the city.

The mayor and the council members act as arbiters between the guilds when there are disputes, manage trade and taxation within the city, and oversee the activities of the City Watch, the Harbormaster, and the various municipal workers who maintain the infrastructure—with the exception of the Royal Sluice Masons' Guild.

The Sluice Masons, more commonly known as the Sewer Wardens, are unique in being the only the guild that answers directly to the king at all times. Ostensibly merely stone masons and sanitation workers, they are in fact far more: the agents of the monarch in the undercity, responsible for maintaining not only the vast ancient sewers that stretch beneath Valoria's streets, but also the fragile peace that exists between Humankind and the Ratfolk. Highly trained fighters and explorers, they keep a close eye on all that happens underground, driving out the most dangerous monsters that appear, investigating any strange happenings, and ensuring that other city folk stay out of the perilous tunnels. (Occasionally royal licenses are granted to adventurers who wish to venture into the undercity; otherwise, none save the Sewer Wardens are permitted there.) For their dangerous and difficult service the king rewards them well, although they receive no public acclaim.





Valorian Rangers Confront an Ogre at His Lair

Military

There has been peace for generations in the lands around the city, so the king does not maintain a large standing army. The castle is garrisoned by some two hundred and fifty soldiers. Another seven hundred or so keep watch on the borders of the kingdom and the caravan trails. The monarch can also call upon his thirty knights and their retinues (typically each knight can muster twenty to thirty attendant fighters) in times of need. Should a major enemy threaten the kingdom, large numbers of citizenry (several thousand) would quickly be pressed into service as infantry; most neighborhoods already have small militias of varying capability who sometimes drill under guidance of the knights and soldiers. There are also many skilled archers

among the farm-folk, hunters, and scouts who dwell outside the city walls—some of whom report regularly to the king about happenings in the countryside.

There is also a well-trained City Watch four hundred strong, organized under a dozen veteran captains. There is a rivalry between the castle soldiers and the guards of the Watch; the soldiers usually claim (rightly) that they have better combat training, while the guards counter (also rightly) that they have more practical fighting experience. Sometimes brawls between the two sides break out, but more often their jests remain good-natured when they drink together.

Finally, there is the Royal Navy: five powerful warships with their captains and crews, stationed at the Harbor Tower on the waterfront. This small

but effective squadron polices the Golden Lake but seldom ventures into the perilous waters of the Cerulean Ocean beyond, where traders are largely left to their own devices to avoid the monsters and pirates that plague the ocean's vast expanse. Thus the many trading ships—most of them gnomish—that dock at the wharfs tend to be armed and equipped almost as well as the warships.

Unofficially, there is a fourth branch of the Valorian military: the Lion Guard. Originally organized by Queen Muriel (King Meleagrance's great-grandmother) as a small informal scouting troop to provide eyes and ears for the royal family beyond the city walls, the Lion Guard has developed into an elite fighting force that roves far and wide across the kingdom. Swift and secretive, the Valorian Lions keep the monarch informed of any trouble on the kingdom's borders, often eliminating dangers before the rest of the populace even knows they exist. Like the Royal Sluice Masons, with whom they have a friendly rivalry, they answer directly to the king, and remain relatively unknown among the ordinary citizens—though they are folk heroes to the outland farmers, and wandering bards sometimes sing of their exploits.

Social Structure

Like most medieval societies, that of Valoria is highly stratified; peasants and nobles seldom mingle, and those in between are generally keenly aware of their place, and of who outranks whom. But because all citizens live close together within Valoria's walls, members of different groups tend to be well aware of each others' activities, even if they don't interact directly. (In particular, many peasants keep a close eye on what the upperclass is doing, and often discuss it over ale in the taverns.)

Adventurers (such as most player characters) and other wanderers are less tightly bound by the social structure—especially if they accomplish notable deeds that might raise their status both with the rulers and with the general populace—but they still need to remember to show proper respect to the city's power brokers, or they will soon find

themselves in trouble.

To a certain extent, member of the clergy also exist outside the social structure, and their religious duties allow them to move between social strata with comparative ease. Each order has its own inner hierarchy, however; and it is still usually the head of the order that speaks to the king. Moreover, the followers of the various gods are constantly competing for new adherents and jockeying for importance within the society as a whole. This competition ranges from secret, occasionally violent feuds, to more benevolent actions: rival efforts to provide the most service to the city, for example by using divine magic to heal the citizenry or repair city infrastructure.

While humans are the dominant race in Valoria, and hold most of the important social positions, there is relatively little prejudice in the city toward dwarves, elves, half-elves, gnomes, and halflings; and even well-behaved half-orcs are generally welcomed into most lower-class establishments (and often sought out as bodyguards and bouncers). Stranger beings will be treated with caution, but usually judged based on their behavior.



Economy

Valoria is largely self-sufficient in terms of its daily needs; the rich fisheries of the Golden Lake and the extensive farmlands beyond the city walls provide good food in abundance, while the city's skilled artisans create most of the tools, clothing, weapons, and other goods the citizens require.

Nonetheless, the city enjoys a bustling trade



economy. Valoria trades with the gnomes of Urn, and occasionally other smaller or more distant cities, by sea, and with the Dwarves of Erinthor, the Elves of the northern forests, and the Humans of Bier and other outlying communities by caravan.

The city's chief imports include metals, gems, arms and artifacts (from the Gnomes and Dwarves), unusual herbs, textiles, medicines, and lore (from the Elves), and horses, furs, and spices (from Bier and the east). Its exports vary widely, from preserved fish, wine and ale, wool and flax, to fine glassware, leather goods, and artworks.

Buying & Selling

The most common form of money in Valoria is the coinage produced by the Royal Mint. By edict of the king, these handsome coins, ranging from small copper "pieces" through silver "shells" and golden "lions" to the rare and impressive platinum "ransoms," are legal tender for any debt within the city's territory. But other currencies, in particular dwarvish and gnomish coins, are not infrequently seen. Foreign currencies are more commonly the target of counterfeiters since irregularities are less obvious to Valorians; for this reason some merchants will only accept Valorian coins, or will deduct a percentage when paid with other money.

Most commodities are controlled by guilds, which also roughly determine prices (prices are almost always somewhat negotiable, and often cheaper for friends, guild members, and charismatic bargainers, and more expensive for anyone who looks wealthy or appears to be an outsider). Barter is common, especially among the poor. Inventories of many items tend to be comparatively small, as almost all goods are hand made; many products, especially valuable or magical ones, are custom made to order after negotiation between the buyer and the artisan.

Selling any class of goods normally controlled by

a guild without the guild's permission can result in enmity from the guild and trouble with the law; fines or forfeits may be imposed by the city judiciary. Generally, the best bet for PCs looking to unload significant amounts of goods is to sell directly either to the guild that normally controls that commodity, or to merchant wholesalers who are typically less scrupulous about where their goods come from if they get them at an advantageous price. Of course, private citizens may be eager to buy anything offered at an unusually cheap rate; but guild enforcers are always on the lookout for non-guild underselling.

Borrowing & Lending

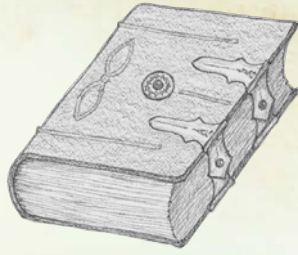
There are two classes of moneylenders in Valoria. The first is the bankers, of which there are only a handful, their offices mostly near the Royal Mint on Lake Tower Lane. Among the most powerful members of the merchant class, they deal almost exclusively with the nobility and the most well-to-do merchants; their interest rates are high, and they will not consider offering loans to anyone without proven character and extensive references. Most bankers are also wholesale merchants who deal extensively in trade goods as well as coin.

On the other end of the spectrum are the cheap moneylenders who haunt the waterfront and the poorer neighborhoods. Their rates are even higher than the bankers', but they will usually consider loans to individual beneath the upper class, so long as the borrower has something to offer as collateral should repayment fail. While often eager to snare the local poor in a net of never-ending payments, these individuals are less willing to loan to adventurers or other less rooted folk (who might skip town evade their collectors) unless something of value is pawned as surety.

Law

The king is the supreme arbiter of law in Valoria, and any citizen with a grievance has the right to petition for his or her case to be heard by the king during one of the quarterly Days of Justice (see below, in the Calendar section). In practice, however, few petitions make it past the judicious

scribes that the king employs to sift through the thousands sent before him; most important cases are decided by the city's courts, while minor matters are typically handled on the spot by the city bailiffs.



The city courts consist of judges, magistrates, and assistants appointed by the City Council. They convene regularly in different parts of the city, sometimes in judicial halls but sometimes in guild houses or even out of doors (a lively trial often serves as public entertainment). Juries are employed in some cases, and typically consist of a group of guild members in good standing; for example, a jury of brewers and vintners might be called in to decide the guilt of an accused wine smuggler. Nobles are judged only by their peers, and never in public unless the king wants to make an example of them.

The city's bailiffs hold a lesser rank than the judges, but are nonetheless empowered to perform arrests and pass judgment on minor cases. Along with the City Watch, they effectively form the city's police force, and serve as liaisons between the Watch and the higher ranked members of the judiciary. Some also work as undercover agents of the city, secretly pursuing thieves and other criminals.

Mages and clerics are also sometimes employed by the judicial system, using their magic to help establish the facts of a case or to detect truth or falsehood. Because they have the right to charge for their services, however (and usually charge hefty fees for this medieval equivalent of "government work"), they are usually employed only in important cases, or if contestants are willing to pony up an extra fee to prove that they are right.

Long-term imprisonment is rare in Valoria. Punishments more typically consist of fines and / or service requirements, usually of a dangerous or odious nature (for example, a troublemaker might be sent to clear out a nest of giant rats in a storehouse cellar); occasionally there is also public chastisement (such as a thief being locked in the stocks in the middle of a square, so passers by can jeer and see who's not to be trusted). For murderers

and other extreme criminals there is the gallows; but Valorian justice is not unduly harsh, and extenuating circumstances are generally given fair consideration.

Until time of trial, political prisoners and enemies considered to be a great threat to the realm are usually kept in the dungeons beneath the castle, while criminals of lesser status or power may be incarcerated in any of several other jails elsewhere in the city. The largest of these are located in the Grim Quarter (near the gallows) and on the waterfront (where drunken sailors are often kept overnight to sleep off their excesses).

Calendar

Valoria's year includes a variety of holidays and festivals. In addition to those celebrated by particular temples to honor their deities, and by the various guilds and societies to commemorate special occasions, city-wide events include (but are not limited to) the following:

Midwinter (Winter Solstice): The new year begins. Feast and festival of lights.

Days of Judgment: Four times a year (once each quarter), the king hears the petitions of citizens with grievances, and gives his judgment.

Royal Progress: The king and his family lead a parade of notables through the city, taking a different route each year. Neighborhoods compete to honor the procession as it passes with gifts of food, wine and song.

Champion's Day: Champions, one chosen from each district of the city, compete at the arena for glory and renown.

Midsummer (Summer Solstice): Bonfires in the countryside and all-night merrymaking.

Muster Day: Knights and their retinues, and local militias, turn out in Roaring Lion Square for the king's review. Jousting and other feats before the castle.



Knights jousting at the Royal Arena on Muster Day

Great Carnival: Masques and mischief. Festival of jesters.

Harvest Feast: Farmers throng to the city to celebrate the year's bounty.

Ghostnight: Spirits are said to walk the land. Other spirits freely imbibed. Tales told and ancestors remembered.

Feast of Anuktata: Somber feast in memory of the ancient queen.



History

Valoria is built on the site of a far more ancient city, called Valor, that prospered in ancient times but was wiped out more than three millennia ago during a cataclysmic struggle. The jewel of the ancient world, Valor was assailed by demonic forces that stormed into the plane through a portal opened by dark magic in the catacombs beneath the city. The demons were ultimately defeated only after the intervention of the gods themselves, but the titanic forces unleashed destroyed the city in the process; it was overwhelmed with floodwaters, and much of it collapsed into the lake that the flood left behind. Valor's ruins can still be seen here and there beneath the waves. But some of the ancient city's foundations remain on land, along with the remnants of its sewers, catacombs, and subterranean temples, and it was upon these

fragments of antiquity that the new city was built.

After Valor's fall, the surviving scions of humankind scattered across Mythras, struggling for survival. Some found shelter with the Elves, some with the Dwarves, some in isolated Halfling communities. Much of their ancient knowledge was lost, or hidden away in places as yet undiscovered. It was not until the founding of Valoria that the humans once again had a base of power and a stronghold that could withstand the threat of Mythras' more monstrous races.

Races and Creatures

While humans are by far the most numerous citizens of Valoria, other races also reside there.

Dwarves: The most common non-humans are the Dwarves, most numerous in Dwarfstown on the southeastern slopes of the Gilded Hill but present throughout the city; they are generally acknowledged as the finest smiths and armorers, and also enjoy respected positions among the stonemasons, brewers, toymakers, and elsewhere.

Most Valorian Dwarves (or their ancestors) hail originally from the Erinthor Mountains, where many of their kind live in the vast network of mines and underground cities beneath the mountains' roots. The dwarves have long enjoyed good relations with humankind, and trade flourishes between the two peoples, with the dwarves selling both raw materials and finely crafted items of metal and stone, and buying human-made cloth, wine, preserved foods, and other goods.

Gnomes: There is considerable rivalry between the Dwarves and the Gnomes of Valoria, as both races are involved in trading metals, gems, and other mined resources with the human city. While fewer gnomes actually reside there, they are nonetheless a common sight on the city's streets.

Superlative artificers, the gnomes are the most technologically advanced race on Mythras, experimenting widely with such novel devices as

clockwork automata, steam-driven mechanisms, and submersible, ironclad ships. Whereas the dwarves always prefer to stay on or under solid ground, the gnomes are excellent sailors and venture further than any others upon the wild oceans.

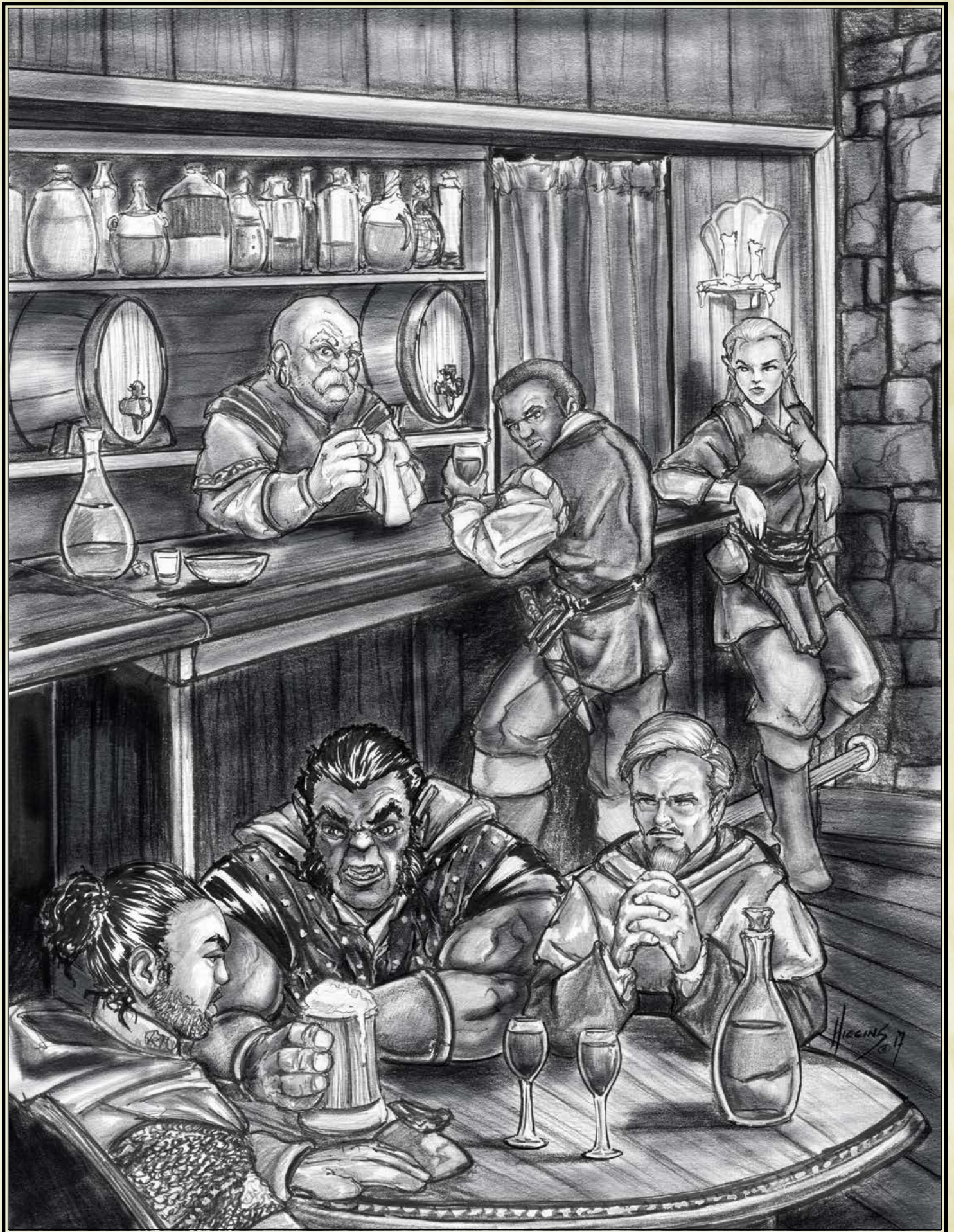
Elves: Valoria also trades regularly with the Elven communities north of Erinthor, in the Woods of the Golden Sylph. Although insular and reclusive, the elves are friendly toward Valorian humans; they welcome them to their homelands in small numbers, and also appear regularly in Valoria, often in the role of wandering rangers, druids or bards.

Halflings: A small population of Halflings call Valoria home. Unobtrusive but friendly by nature, they mingle freely with Humankind and the other races. Many work as servants or hold other menial jobs (many are chimney sweeps), but there are also several prosperous artisans— weavers, wood carvers, luthiers. Some work in the theater district, and a few of the most redoubtable are members of the Royal Sluice Masons' Guild, where their small stature helps them move easily through the lowest undercity tunnels.

Orcs: The tribes of the Orcish Hills are the most obvious direct threat to the city of Valoria. For many years, however, there has been a cautious peace between the two societies, despite occasional clashes between orcish warriors and human settlers or trade caravans, and indeed marriages (and briefer dalliances) are not unknown between the two peoples. While full-blooded orcs are not often seen within the city walls—and are watched closely by the Watch when they do appear—they sometimes come to trade outside the eastern gates.

Ratfolk: Unlike those listed above, the Ratfolk are little known to the general populace. (Everyone has heard of them. Few have seen them. Some doubt they exist. Only the Sewer Wardens interact with them regularly.) Yet they have existed in the tunnels under the city's foundations since ancient days— since the days of Valor.

Fierce, cunning, and stealthy, they jealously guard their territory from encroachment from both above and below. But most are not evil; they recognize that they are better off with a human city



overhead—they prosper on what they scavenge from above—and they generally honor the bargain their king has made with the human king, to stay underground and avoid conflict with humankind, working with the Sewer Wardens to ensure nothing goes badly amiss in the ancient sewers. (They do consider it within their rights to threaten or attack random interlopers who stray into their home.)

The Dunfang, however, are a particularly malicious gang of Ratfolk who constantly push the limits of their king's bargain, slipping aboveground to maraud, steal and kill, waging constant war against human smugglers and any others who get in their way, and causing conflict among their own kind. They also control many of the city's wererats, and use them to further their interests aboveground.

Both the Dunfang and the other Ratfolk usually clash with ordinary giant rats; they consider them vermin just as humans do.

Wererats: Victims of the foul disease of lycanthropy, wererats are ordinary humans who have been infected with a condition that infuses body and spirit with the essence of a giant sewer rat. Wererats have the ability to transform into either a giant rat or a bipedal human-rat hybrid at will—except during the full moon, when the transformations come upon them suddenly, and the conflict between their two aspects drives them to temporary, violent madness. There are two ways to contract the condition: by being bitten by another were-rat, or, in rare cases, by being born of wererat parents.

Wererats are considered abominations by most humans, and those who are infected take pains to hide their condition. This usually drives them to seek out the Ratfolk, who offer them shelter during the full moon (confining them in cells in the undercity) in exchange for service as the agents of the Ratfolk aboveground. Most wererats hate being what they are, and would rather regain their normalcy, but this is not easily done. After the initial incubation phase of the disease, during which it can be cured by a simple Cure Disease spell or equivalent medical treatment, it takes hold powerfully and cannot be removed by anything less than high magic (such as a Limited Wish spell). As many victims don't realize they have the condition until its symptoms manifest—by which time it's too

late for a simple cure-- few but the wealthiest and most powerful are ever freed of the disease. As anyone can be bitten by a wererat, their ranks include all types and classes of people; but the strain of the duplicitous life they are forced to lead, and the malevolent influences that haunt the places they must go to hide, tend to make them twisted, bitter, and neurotic. Still, most hesitate to inflict their condition on anyone else; so their numbers remain relatively few.

A wererat's transformation (intentional or otherwise) is brief (one round), alarming, and uncomfortable. Any wererat so changing will be subject to a free attack by any adjacent enemy and will lose initiative on the subsequent round. When in full rat form, a wererat can squeeze through any hole through which its narrow skull can fit. A wererat who is killed will revert to human form, regardless of his or her form at the time of death.

Lizardfolk: Still deeper below the city, in the caverns beneath the sewers, dwell the Lizardfolk. Even more savage than the Ratfolk, they skirmish constantly with their furred rivals for control of certain sections of the undercity. Unlike the Ratfolk, they recognize no single king, but form numerous tribes (some of which war with each other). Bold fighters who value strength and courage above all, some grudgingly respect the formidable Sewer Wardens, who occasionally parley with them in the course of their explorations; but others will attack all humans on sight.



The Gods of Mythras

free to worship what gods they please, and perhaps extend their influence into Valoria and beyond.

Mythras is a world of many gods and demigods. As its peoples and creatures are a reflection of those of our Earth, so to are the deities that oversee them; but they take on many forms and manifest in unexpected ways. All are shapechangers, appearing in different guises to different peoples—thus they might appear Dwarven to their Dwarven worshippers, Orcish to the Orcs that honor them, while still retaining their essential personalities and arcane powers. The devotion of mortals gives power to the gods, so each god actively seeks worshippers and is jealous of their attention.

All characters (not just clerics) may wish to choose a favored god to worship. On rare occasions—but frequently enough that it is a well-known fact—deities will aid their followers in a time of need, interceding to protect them from danger or otherwise respond to their prayers.

The following table shows the primary pantheon of Valoria as it is understood by the scholars of the city. These are the gods most worshipped there and in certain other lands, but by no means everywhere; in some of the far reaches of the world sentient creatures adhere to deities unknown beside the Golden Lake. Player characters (and other folk) are

Player Characters in Valoria

Adventurers are welcomed in Valoria, so long as they obey the law. A thriving, ever-changing community of explorers and quest-seekers is present in the city. Newcomers at the city gates who identify themselves as adventurers will be greeted respectfully and informed of the rules they are expected to uphold.

Warrior classes will be acknowledged by city guards as fellow followers of the martial way, and will be treated with gruff camaraderie unless they display some obvious unsavory quality. In times of strife (for example, if local gnoll tribes threaten outlying villages, or there are rumors of approaching war), they will be expected to use their skills in defense of the city, and may be required to participate in militia drills or invited to take part in rescue expeditions. A skilled fighter can gain the goodwill of guards by helping to quell tavern brawls and street altercations... or end up quickly on the list of troublemakers by instigating violence within the city walls.

God	Dominion	Symbol	Title
Theus	Air & Destruction	Thunderbolt	The Stormfather
Kher-ra	Life & Harvest	Sun	The Light Mother
Phosaedon	Water & Fate	Trident	The Endless God
Azena	Order & Warfare	Owl	The Sword of Truth
Khrometheus	Cunning & Steel	Eagle or Sword	The Unspoken
Athrodyti	Love & Luck	Heart	The Fickle Mistress
Phaestos	Earth & Creation	Anvil	The World-Smith
Thionysis	Nature & Lust	Amphora	The Serpent Lord
Wodan	Sorcery & Chaos	Mountain	The Deepest Well
Thoar	Might & Camaraderie	Hammer	The Oath Keeper
Lokhra	Fire & Instinct	Flame	The Heart-candle
Freyne	Death & Wizardry	Skull	The Horned Queen



Mages are required to register with the Mages' Guild on the Gilded Hill, and are not allowed to sell magical services or items without the guild's permission; but the registration requirements are only loosely enforced. Generally any spellcasting in the city is discouraged; but altruistic use of magic, particularly in the service of the city or the king, is regarded with tacit approval.

Clerics and paladins are expected to report to the temple of their deity (if one is present in the city) and notify the temple master or mistress of their plans. They may be invited to participate in ceremonies or perform some simple tasks, and will be expected to contribute to their order a tithe of any profits they accrue in their adventuring. In exchange they will generally be granted a place to sleep, meals for a discounted fee, and other services (such as healing or research) in keeping with their particular deity.

Rogues have no formal requirements, but are generally regarded with greater suspicion than other PC types. Depending on their skills and proclivities, however, they may soon make contact with groups who appreciate their abilities. Bards may be interested in the Bardic Guild centered on Lyre Lane, while acrobats and physical tricksters may find employment among the entertainers in the theater district below the castle. The various gangs of thieves and smugglers are not quick to recruit newcomers, but they all keep a close watch on events in the city and are always on the alert for new talent. And there are always a few outcasts lurking in the shadows ready to form a new gang of their own.

While there is no official Adventurer's Guild, there are several groups that adventurers can join for mutual support and information. These are largely informal, from the wily veterans who gather at the Boldfares' home on Griffon Street to the Explorer's Sisterhood that meets weekly at the Singing Siren to the Blue Blades that drink at the Sea Wolf. While some groups (such as the Boldfares) admit members by invitation only, others actively encourage newcomers to join their ranks, and individuals who accomplish notable deeds within the city are likely to be contacted by admiring fellows. Would-be clients looking for a likely band of heroes to assist them are most likely to be found either in one of

the city's squares and markets (a good place to look for work of many sorts) or in the various taverns, in particular Red Beard's (on the waterfront), the Golden Ale (on the west side of Fish Market), and the Gold Coin (just off Roaring Lion Square).

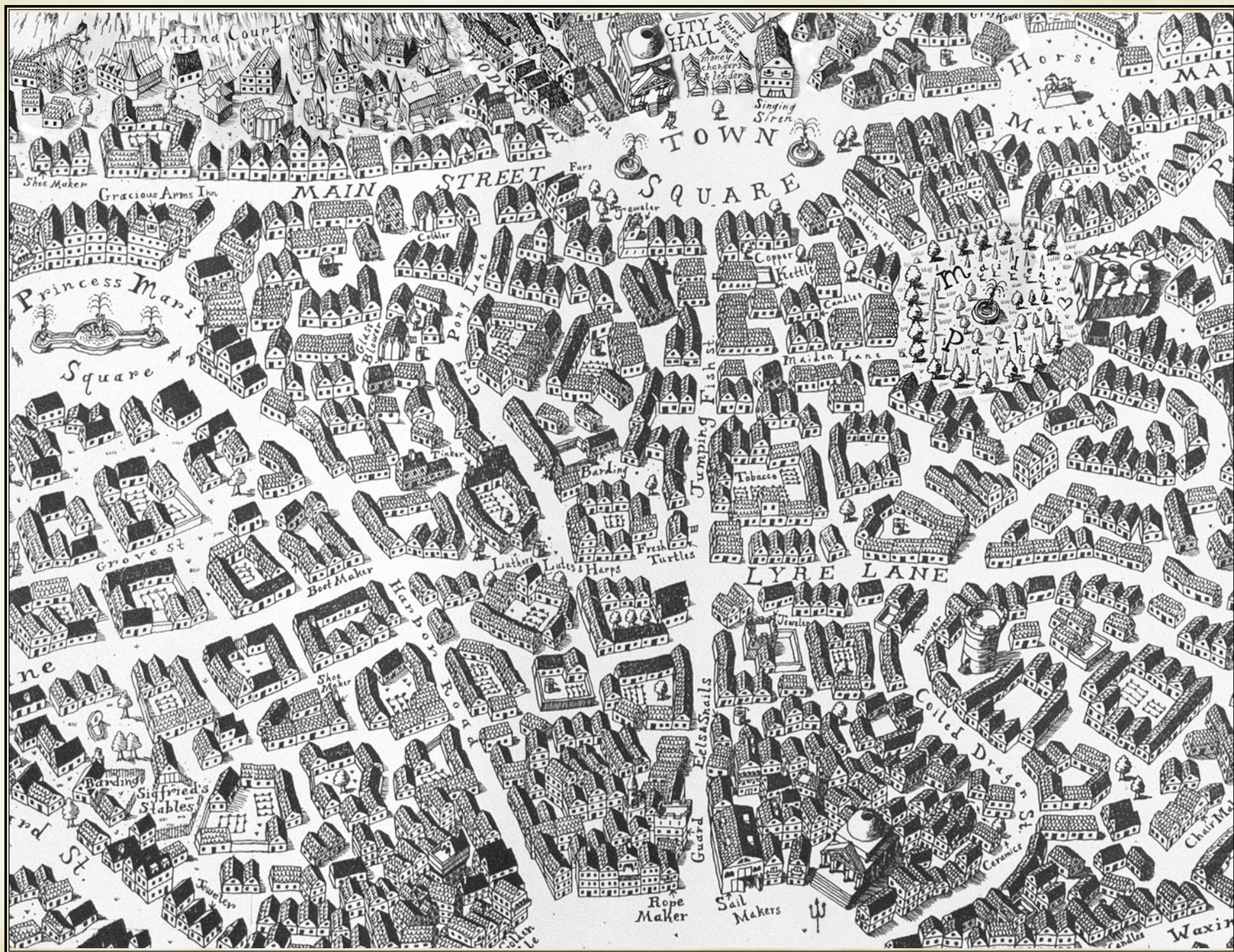






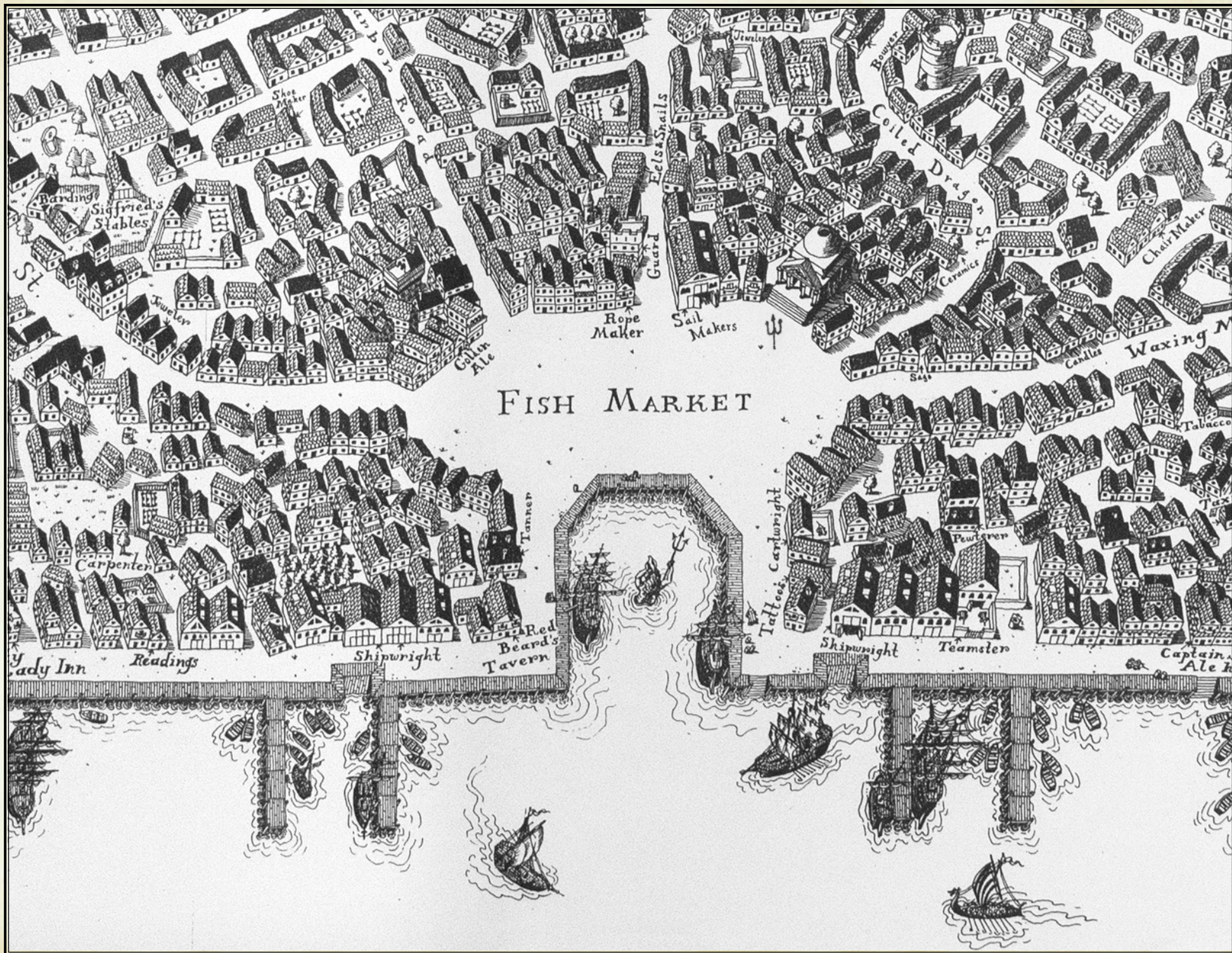


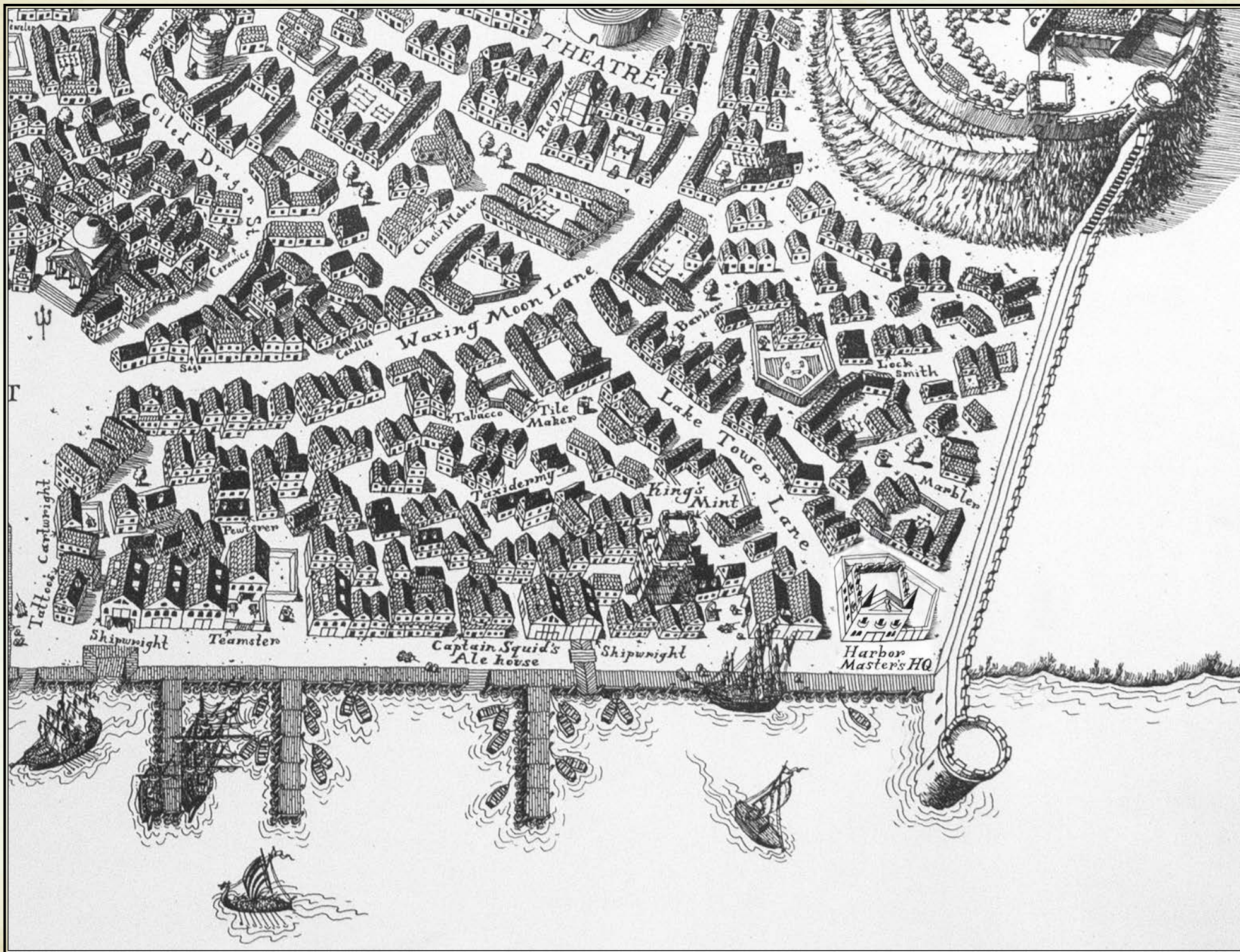












The Districts of Valoria

1. THE CITY WALLS

Valoria is a fortified city, its well-built walls of stone designed to break attacking armies as a rocky headland breaks the rushing tide. These walls, twenty-five feet from base to parapet at their lowest point, were built in the early days of the city, the fulfillment of the first king's promise to protect the people of the new community he had founded. Back then—three centuries ago—the walls enclosed just a few scattered homes and halls amidst a swath of fertile farmland. Now the close-built structures of the city crowd against them from within. Yet still the folk of the city prefer the sometimes stifling conditions within their fortified perimeter to the fresh air beyond, trusting in the protection the mighty walls afford.

The construction of the walls was overseen by Prince Janovik, the younger brother of King Mandos the city's founder. Other royal siblings with the skill and ambition of Janovik might have plotted to seize the crown for their own; but Janovik was a man of honor who held his brother in high esteem, and he chose another path. An architect of rare ability, he oversaw the founding of the Royal Masons' Guild (later the Royal Sluice Masons) and directed their work as they built the castle and the city walls, and later began the great work of excavating and expanding the ruinous underground remnants of the sewers and aqueducts of ancient Valor. A formidable warrior as well, Janovik also trained his masons to be self-reliant fighters so they would be ready to face the Orcs of the outlands and the Ratmen of the undercity. This was the beginning of the long association of the masons and the royal dynasty that continues to this day.

In contemporary Valoria, the wall is still maintained by the Royal Sluice Masons; but it is the City Watch that patrols it. The units of the watch, and by tradition the wall itself, are divided into three sections: East, North, and West.

The Eastern Wall: The section of the wall that runs from just north of the Lion's Gate (the primary

entrance to the city, at the northeast) past the castle to eastern Lake Tower is the responsibility of the East Watch. This tends to be where the most action is; the volume of visitors through the great gate means the guards are always busy keeping an eye out for trouble, while the proximity of the castle means regular interaction with the king's garrison and sometimes the nobility. Accordingly, this is where the most trusted guards are usually assigned, and where those with hopes of higher things want to be; it's also the favorite posting of those who are restless, friendly, or easily bored. Mace Burthan, the current Captain of the guard—a wily veteran who can spot a troublemaker a mile off—takes regular shifts at the gate.

The Outlands Trail: The journey from Valoria to other parts of Mythras usually begins along the Outland Trail, a well-worn track that heads northward from the Lion's Gate. The trail runs for many miles through the fertile countryside of the plains, marked every league by a large cairn of piled stone. This route leads to the rest of the principal traveler's roads in the Plains of Valor: the Eastern Road, leading eastward to Dunwall and the city of Bier; the Trickster's Trail, leading northwestward to the Temple of Khrom; and the North Road and Warg's Trail, both leading northward to the Erinthor Mountains and beyond.

The North Wall: The northern third of the city's outer defenses, overseen by the North Watch, runs from just west of the Lion's Gate along Farmer's Row at the north side of the North Quarter, skirts the Lonely Slopes, and then curves around the northern foot of the Gilded Hill, ending at the hill's far side. It tends to be an uneventful place. Watch members stationed here tend to be shy, taciturn, or lazy, or older members who prefer a quiet day. Guard captains here are chosen for their diplomacy, however, as they often have to interact with the members of the Magic Users' Guild, who frequent the walls around the Gilded Hill.

The Western Wall: The West Watch of the city guards is responsible for the stretch of wall that runs from the foot of the Gilded Hill southward to the Western Lake Tower. Though less busy than its eastern counterpart, this is still an area that requires close attention. The Shore Trail, a narrow trace running southward along the lake's western shore



and into the Old Forest as far as Riverdelve, brings a modest stream of visitors to the city, including a certain number of smugglers and other dubious characters. And in recent years, bands of fierce bugbears have begun to rove up from the forest along shore, occasionally attacking farms and fisher-shacks close to the city; a detachment of fighters, including both Valorian soldiery and militia volunteers, is now stationed by the West Gate to respond to any such incursions.

2. THE LION'S QUARTER

The first district of the city most visitors to Valoria see is the Lion's Quarter. Stretching from Roaring Lion Square just inside the city's main gate southward to the stadium and the foot of Castle Crag, this is one of the oldest and grandest parts of the city and home to many of Valoria's elite. Most

of the king's knights and senior court officials have their residences here. The district is also replete with businesses catering to the noble classes, from fine clothiers and tapestry makers, to butchers and bakers, to (discreet, fairly upscale) brothels. Emissaries from other rulers lodge here, if they're not put up at the castle, and visitors to the city come to watch the jousting and other chivalric events, or just to catch a glimpse of royalty.

The buildings here are handsome, well made and well maintained, often decorated with coats of arms and hanging banners. Many of the oldest homes still have archer's platforms on their roofs, from the days before the city walls were complete, when every building had to be defensible against the attacks of the monster tribes that roamed the plains. This history is well remembered here, the folk eager to recount the stories of their heroic past.

The atmosphere in the Lion's Quarter tends to be proud, brash and convivial. Residents enjoy cheering on the knights at the jousts and melee

tournaments (everyone has a favorite) and balladeers vie with each other to compose the best songs of myth and chivalry. Wine, mead and ale flow freely.

The neighborhood is also a good place to come for news. Important royal proclamations are usually read first at the stadium, while the first word of developments outside the city is often heard in the bazaar at Roaring Lion Square as the travelers and caravans come in.

3. MAIN STREET

The primary commercial artery of the city runs east to west along the worn cobbles of Main Street, from Roaring Lion Square through the bustling Horsemarket and the broad expanse of Town Square. The majority of the city's guilds have their guild halls along this thoroughfare, conveniently close to the markets and to City Hall. Valoria's government and law infrastructure are likewise headquartered here. Flags of dragon gold and emerald green hang proudly into the wide avenue, and many houses are painted in lively colors—cerulean blue, pink, and candied violet. In the air is the sharp sound of trumpets and the low throb of drums and beating hooves.

Most Valorians come regularly to this part of the city. They come to receive instruction from the guild masters, to petition at the Hall of Law, to pay taxes at City Hall. And they come to shop. Dozens of shops line Main Street and its tributaries, and the myriad stalls that crowd Town Square for the daily market offer nearly everything a citizen might want in the way of goods and provisions. Livestock is available just down the street at Horsemarket, by royal order the only place in the city where live animals may be sold—a rule that helps keep the spread of manure through the city to a minimum.

The City Watch maintains a significant presence in this district, as the crowds and the guild house coffers are both tempting targets for thieves. This is also a popular area for beggars, charlatans,

and self-proclaimed prophets. During the city's various celebration days, there is usually a carnival atmosphere along Main Street, with bards and players performing on every corner and the many businesses trying hard to outdo each other with festive decorations.

The City Council meets regularly at City Hall on the Square, overseeing the daily business of the city and drafting rules and ordinances as needed to enforce the king's law. The leader of the City Council, and head of day-to-day governance, is the Mayor. The current mayor (who has held the office for a decade now) is Kalin Heather, a woman of forty-five. Heather first earned the notice of the king when she was a young adventurer, leading several notable expeditions into the surrounding countryside and one deep into the undercity (where she found the lost child of an important noble). King Meleagrance appointed her first to the post of High Bailiff (chief of the city's law officers) and later to the role of mayor, where he trusts her to keep Valoria functioning smoothly.

Some of the other members of the City Council don't approve of Heather's somewhat maverick style, though since she has the king's favor there's not much they can do about it. Elder Kedwidge and Elder Fawth, of the Bankers' and Merchants' Guilds, respectively, do their best to thwart many of her plans behind the scenes.

Unlike the monarch, the mayor and the council members are expected to be approachable by ordinary citizens, and anyone who respectfully requests to address them on a matter of concern to the city can usually get an appointment and a fair hearing.

4. CASTLE CRAG

The eastern side of the city is dominated by Castle Crag, a weather-worn knoll of limestone upon which King Mandos, founder of the city, built the mighty castle that guards Valoria to this day. A broad road, carved into the face of the stone, curves



upward widdershins from the plaza before the jousting grounds to the crag's top. There the walls of the Royal Stronghold rise, storm-cloud grey. From the parapets atop the walls the patrolling sentinels can overlook the city and see much of what happens there, while from the tallest towers of the fortress one can gaze all the way to the far shores of the Golden Lake and the distant hills many leagues across the plains.

The castle's foundations are built on the time-scoured remnants of another fortification that stood on the crag in days of old. Popular tradition has it that it was from this high point that the warrior queen Anuktata watched as the ancient city of Valor was washed away when the god Phosaedon sent the raging sea to annihilate the demonic army that had occupied the mortals' home. Some say that at night the voices of the fallen ancients can be heard whispering along the stone, and a sad solemnity reigns. But in daylight the castle is far from grim, its towers standing proud, bright with banners and graced with the sound of the royal choir.

The royal family lives within the fortress: King Meleagrance and Queen Ishtarel and their children, Princess Sophira, Prince Nathen, and Prince Therien. There is also a well-trained garrison of two hundred and fifty soldiers under the command of Sir Magnar, the king's uncle, an old campaigner respected by all. Sir Tobias, the young castellan, oversees the daily workings of the castle, from the kitchens and dungeons to the fine garden in the outer ward. His staff includes numerous scribes, laborers, and functionaries. The royal family also has its own personal servants, as well as a dozen elite bodyguards; but as Valoria is at peace and its monarch a popular one, security around the royal household is not particularly intense.

Ordinary citizens do not normally visit the castle. There are, however, a few occasions when those beneath the noble rank are invited in: during the quarterly Days of Judgment, when the king hears petitions from the populace and passes judgment on difficult cases; during certain feast days and holidays, when commoners (in somewhat limited numbers) are included in the royal festivities; and on occasions when a particular individual has performed some notable act of heroism, artistry, or self sacrifice, in which case he or she might be

honored by the rulers. And of course, entertainers, craftspeople and artisans are regularly employed within the fortress.

5. MOON AND MINT

In the southeast corner of the city is the area popularly known as "Moon and Mint," so called because its two best-known landmarks are Waxing Moon Lane and the Royal Mint. This area encompasses Valoria's main artistic and financial districts.

Artisans of many kinds congregate and lodge near the fine theater that stands just north of where Lyre Lane intersects with Waxing Moon. 'Round the Moon' is a neighborhood of artists and creative spirits, many of whom have trained almost from infancy in their respective arts. The buildings here, though sometimes humble, are finely crafted and full of surprising details—doors with intricate hinges and delicate inlays, walls bearing frescoes or relief sculptures, roofs with elaborate finials, statues in the yards. Music fills the streets, and the sound of voices used with artistry. Folk on street corners hawk scripts and ballads, or spontaneously recreate scenes from famous plays. Food shops catering to the artists tend to be quirky and inexpensive, and full of exotic drinks; clothes shops sell costumes alongside normal street wear.

From Waxing Moon performers can stroll northward to provide entertainment for the nobles of the Lion's Quarter and Castle Hill, or southward to perform for the merchants of the waterfront and the wealthy patrons whose stately homes surround the King's Mint.

The Mint, on Lake Tower Road, is perhaps the most carefully guarded building in the city (aside from the castle itself), holding as it does a fortune in bullion on any given day. It is here that Valoria's coinage is made and issued to pay the debts of the realm. At least one veteran bailiff, a mage skilled in detecting illusion and concealment, and a dozen heavily armed soldiers are always present to guard

the vaults. Not surprisingly, the surrounding area holds the largest concentration of moneylenders in the city, as well as (closer to the waterfront) many pawnshops. Properties near the mint share some of the eccentricities of those on Waxing Moon Lane, but they tend to be larger, more ornate, and more carefully maintained; the elite who dwell here are careful to make the social distinction between themselves and the artists a street or two away to whom they act as patrons. Anything for sale here is likely to be expensive and of high quality.

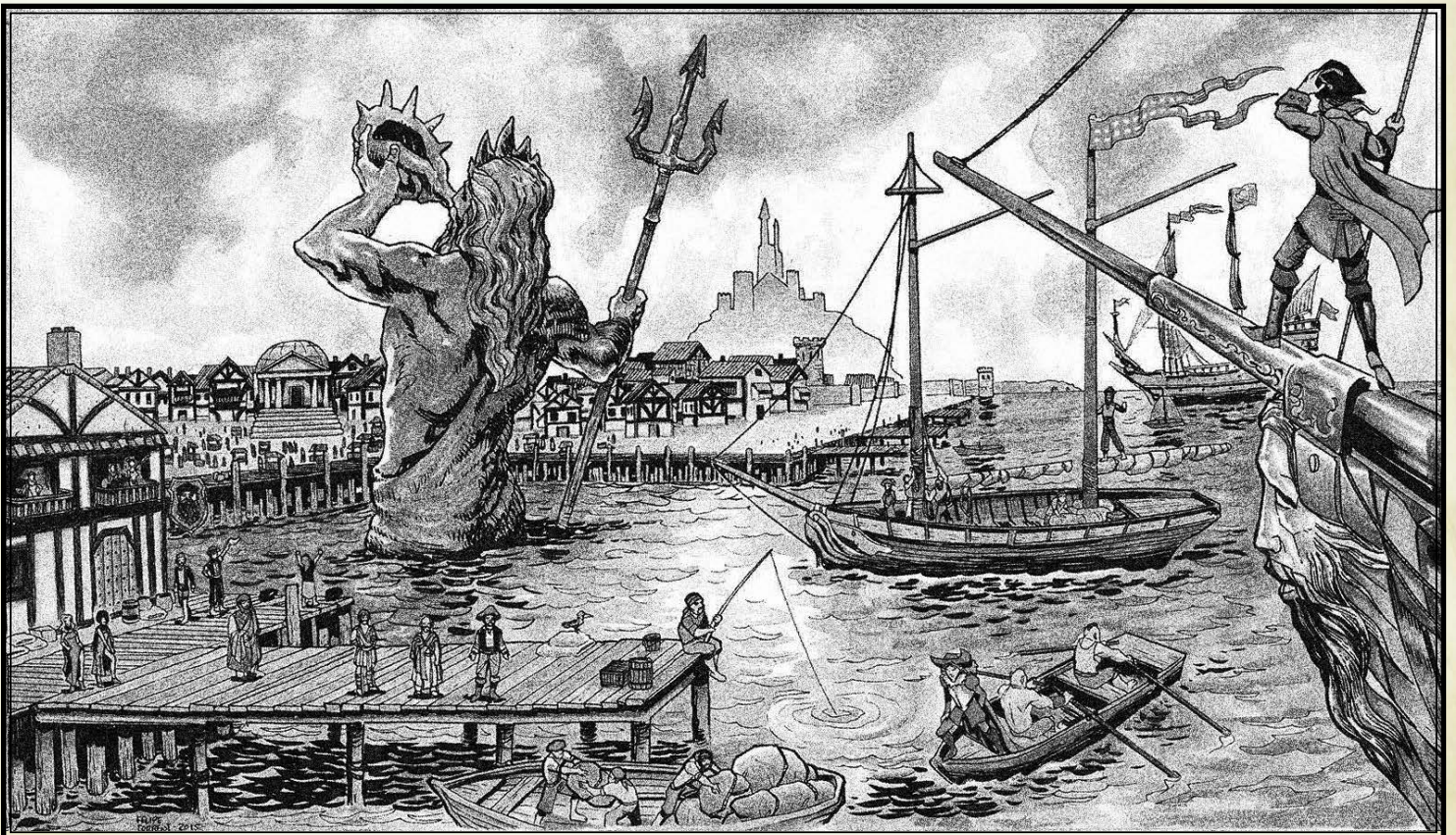
6. DOCKSIDE

Valoria is a port city, its deep-water harbor large enough to provide safe anchorage for dozens of large ships at a time. From the city's docks merchant vessels, warships and pleasure craft ply the waters of the Golden Lake and, through the gnomish tunnel at Riverdelve, venture down the River of Souls to the ocean beyond. Much of the city's wealth, and many of its most unusual commodities and most colorful characters, arrive aboard these

craft. The water is also the most reliable source of Valoria's food: hundreds of local fishermen work daily in small boats upon the lake, angling and casting their nets into the bountiful currents in every season of the year. Thus it is no surprise that the waterfront is one of the city's busiest and most vibrant districts.

The enormous Fish Market, the single largest open area within the city's walls, is located halfway along Valoria's lakefront. As a commercial hub it rivals the bustling outdoor markets at Town Square and Roaring Lion Square. Here, under the watchful eyes of the great statue of Phosaedon that looms above the harbor, the folk of the city come to haggle for fresh fish, squid and mussels, to hear the news and rumors from the latest ships to dock, and to get the first chance at any rare or exotic goods those ships have brought. Here, too, many of Valoria's poor come to look for work—either as laborers on the wharfs, or (for the more adventurous) as members of a merchant crew.

Dockside is also one of the liveliest-- and seediest-- of the city's social scenes. There are more pubs and taverns here than in any other district, the proprietors cheerfully catering to the sailors, smugglers, and traders who frequent the area, and



generally turning a blind eye to any illicit business conducted in the darker corners. The rivalry between the various establishments can be intense. Live entertainment is a regular feature, from bards and dancers to minor illusionists to bare-knuckle boxing in the courtyards. The selection of beers, ales and harder drinks is impressive; fine beers from Bier are standard fare, and elven mead from the north and even exotic liqueurs from Akrumbar can be had for the right price. For those who want more than liquid refreshment, the food is a stimulating mix of fresh seafood with exotic spices, questionable stews, and lower class staples such as oat porridge, fried bread, and sweet biscuits. In cold or rainy weather the taverns can be packed, while on fair days the entertainers stroll the length of the waterfront and the patrons spill out onto the docks and heft their mugs in the sunshine.


Work on the busy docks stretching to east and west of the Fish Market follows the daily rhythm of the fisher-folk and shipwrights, from the predawn departure of the fishing boats to the evening inspection of the ships in progress by the owners and captains. This steady pace is interspersed by pulses of frenetic activity whenever a new ship arrives as the city hurries to absorb the latest infusion of goods and information from elsewhere in Mythras.

The two sides of the waterfront are somewhat different in personality. The eastern stretch, which includes the Harbormaster's Tower (headquarters of the small Valorian navy), tends to be less rowdy, and its back streets include several fine houses of well-to-do merchants, while the western docks are more lower-class and the streets behind them full of ramshackle tenements, brothels, and questionable shops selling flashy goods of little value to intoxicated sailors. Both sides are regularly patrolled by the city watch during daytime, but the western docks especially can be dangerous at night. Huge rats run along the boardwalk and even viler entities climb up from beneath the weatherworn planks.

By tradition, Seabeard Street (running northwestward from the Fish Market) is also considered part of the waterfront; unpretentious but respectable, it holds a variety of shops (often featuring exotic goods or boating gear) and the homes of several ship captains, evidenced by the

decorative pointed towers at the corners of their grand facades.

7. THE GRIM QUARTER

n the western side of Valoria, just north of the western docks, lies the area known as the Grim Quarter. It is so called because it is the district of the city most connected with death and dying. At its center lies the Great Cemetery where Valoria's dead have been laid to rest for three centuries now—the wealthiest nobles in elegant tombs upon the green sward, the rest in catacombs dug beneath the ground. Northeast of the cemetery is the towering arena, site of the annual Champions' Day battles and other regular contests ranging from combat-oriented athletic events to brutal melees. (Officially there are no lethal fights in the arena, but accidents do happen—even during the regular amateur events where almost anyone bold or stupid enough is invited to show their skills.) West of the cemetery is the Gallows Court, where a small courthouse and attached prison overlook the city's execution grounds. Both arena and prison regularly send their less fortunate visitors to the graveyard for burial.

Surrounding these three landmarks are a host of related businesses. Gravediggers, monument makers, and sellers of shrouds and flowers cater to the families of the deceased. Carpenters provide elegant coffins or simple boxes of pine. Chirurgeons attend to those wounded at the arena, while armorers, heralds, and hawkers of amulets and strength tonics see to their other needs. In West Cross Square, odds makers take bets on the outcomes of the latest competitions.

The cemetery and the streets west of it are among the quietest parts of Valoria. Here, a solemn hush seems to seep from the very stones, muffling distant voices and hollowing the *clop* of hooves. Closer to the arena, however, the district can be extremely boisterous when there is a competition in progress; rowdy tattooed ruffians and unabashed blowhards from across the city congregate to drink and brag and cheer on their favorites, sometimes singing and brawling in the streets. But their escapades tend to stop abruptly at the cemetery walls.



No part of the city is home to more mysteries than the Grim Quarter. Ghosts, real and imagined, abound, and supernatural sightings are a regular occurrence. Every citizen seems to have a tale of a strange encounter on the streets after dark. Countless rumors tell of cursed trinkets or lost treasures stashed in forgotten corners by those who went to die on the gibbet, or fell beneath the sword of a rival as the crowds looked on. Other stories hint at secret places beneath the catacombs, tombs of unremembered heroes or grottos where the tunnels break through into a network of caves below.



8. MIDMARK

At Valoria's heart lies the district known as Midmark, one of the oldest and most populous parts of the city, pulled in many directions by virtue of its being in the center. Its main streets are busy thoroughfares, often crowded with folk, that divide the quieter areas on either side into small distinct neighborhoods. There are several different sections, each with its own personality.

Maiden's Park, toward the northeast, is the most upscale area. Its tree-lined central common and expensive shops draw many wealthy visitors, dressed in the finest fashions, from nearby Town Square and the Lion's Quarter. Its reputation is quite different after dark, however. The Assassins' Guild has its headquarters here, in a nondescript building just off the common, and wise citizens avoid the neighborhood after night falls. (The assassins are

not officially recognized or even acknowledged by the royal court, but they are suffered to exist because they provide regular, generous donations—especially of information—to the royal hierarchy, and are careful to avoid targeting anyone in the king's favor.)

Pony Bend, west of Maiden's Park around Grey Pony Lane, is a poor but proud residential area. Its inhabitants are known for their civic spirit, and famously throw the best parties and holiday celebrations in the city. "Pony Folk" are especially known for their annual pony race, run the length of the lane and back on Midsummer's Eve to the sound of pounding drums, skirling pipes, and thousands of spectators' whoops of delight. A number of halflings call this area home, often living in the basements of crowded homes shared with humans.

Old Lyre surrounds the western part of Lyre Lane. This is a quiet area of artisans and guild workers that gradually bleeds into Long Lyre, the middle section of the lane, running east toward the theatre district. Long Lyre is more boisterous, home as it is to the Bards' Guild (popularly known as "Athrodyti's Finest") and a variety of luthiers, performers, and tutors in music and song. Many of the city's elves also live here, lending their particular grace to the neighborhood. Tiny gardens and courtyard trees are common here and woodcarvings decorate much of the architecture.

Lubberton, between Seaboard Street and Harbor Road, is home to most of the dock workers who don't live right on the waterfront, as well as a variety of other laborers, carters, and shipwrights. It's a rough area, the people poor and the buildings rundown, but the local gangs keep things mostly "in order." It's also known for its inhabitants' rampant superstitions, some of them exceedingly peculiar. (One such superstition is that it would be terrible bad luck for any sailor to live here; none are tolerated.)

Finally, there is Midmiddle, a labyrinth of lower class tenements that stretches between Harbor Road and Coiled Dragon Street. This is the most densely populated area in Valoria, the squalid buildings pressed together and often overhanging the narrow alleys until daylight can scarcely reach the grubby cobbles below. Midmiddle is easy to get lost in—

but losing one's way here is most unwise. While most of the inhabitants are decent folk, struggling to survive in the disregarded underbelly of the city, many predators also lurk here. Thieves and cutthroats frequent the dim alleys and smugglers stash their caches in unwatched hovels. Even the monstrous inhabitants of the undercity, Ratfolk and other fouler things, sometimes appear here, safe in the secrecy of the building-maze.

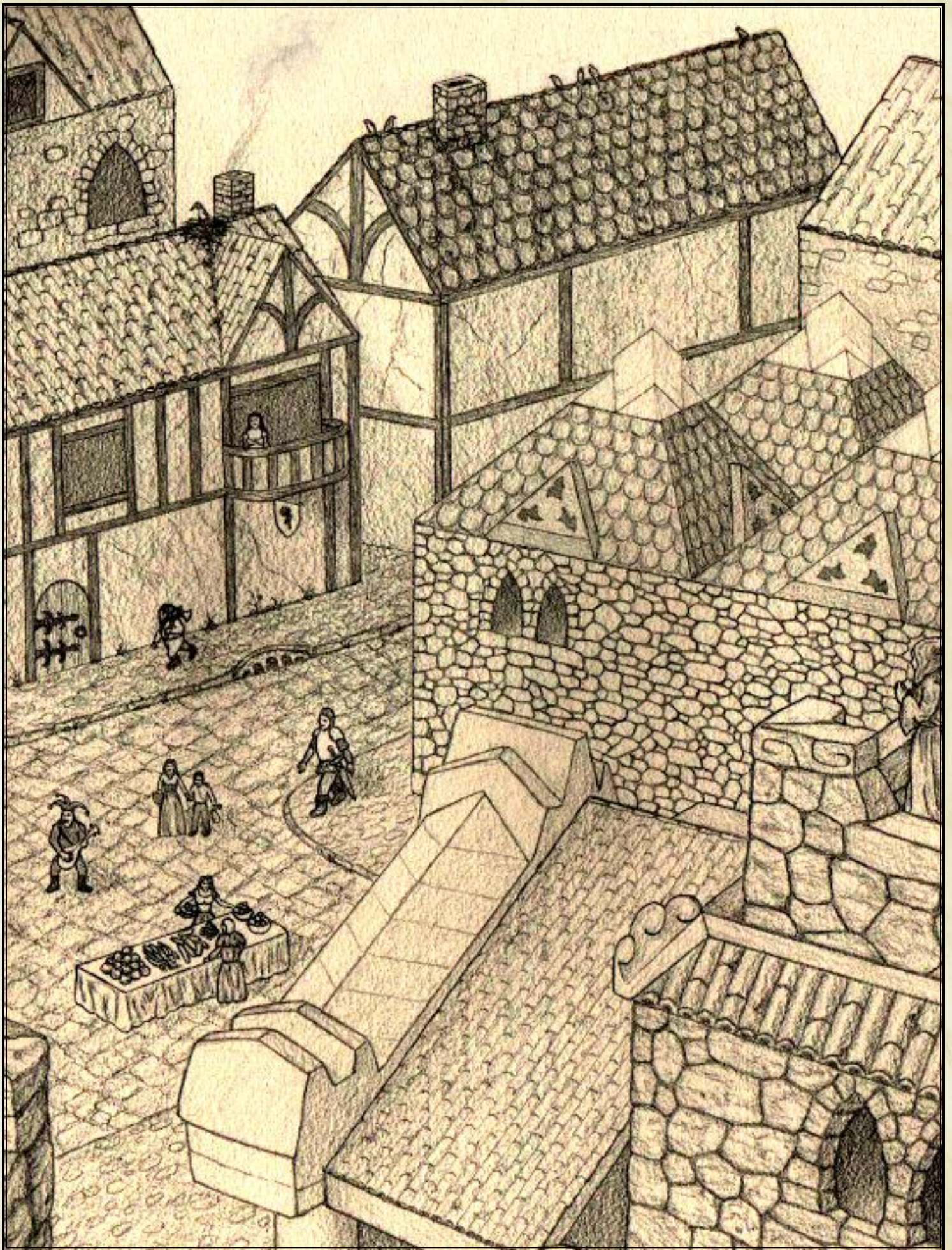
9. WEST JESTER



In stark contrast to the poverty of the Midcity, the area known as "West Jester"—the northwestern district stretching from Jester's Square to Princess Mari Square, northward to the slopes of the Gilded Hill—is an elegant neighborhood dominated by the upper middle class. Remote from the stink of the waterfront, close enough to Town Square that servants can easily fetch supplies, it is a popular and desirable area for the up-and-coming. The main streets are broad and well maintained, often busy but seldom crowded. The shops are expensive, famous throughout the city. Residents have a reputation for being ambitious, and jealous of the wealthy up above on the Gilded Hill (the neighborhood is sometimes mockingly called "Hillshadow"), and in some cases this is certainly true; but they are also generally far more welcoming.

Folk come from across Valoria to visit West Jester, and many strangers to the city who enter by the western gate are happy to tarry here. For the gregarious it is a place to shop and to be seen, joining in the social scene as they take the air in the squares or banter on the sidewalks. For ambitious servants and enterprising artisans it is a place to seek employment. For other folk it is a chance to see how some of the luckier ones live (and gather gossip about them to share later in the taverns). The City Watch keeps things orderly here with regular patrols.

The mansions that look out on Princess Mari Square are as impressive as any in the city. The parade





of finery on view as their denizens step out to make their rounds is not soon forgotten; and the Square's extravagant fountain, its ever-changing spouts guided by hidden clockwork of gnomish manufacture, is one of most famous sights in the city.

Around Jester's Square, things are a little more commercial and not as well-to-do. Shops, street stalls and hawkers vie for the attention of newcomers who have just entered through the West Gate. Members of the Bards' and Players' guilds take it in turn to act as the "Jester of the Hour," roving the square and performing tricks, songs and satires for the crowds. South Street, running down toward the Grim Quarter, holds several homes of successful retired actors and adventurers.

The Patina Court, just north of Main Street and west of Wodan's Way, is a once-wealthy area that has fallen on harder times, the bronze decorations on its elegant buildings green with patina and the

courtyards full of weeds. Most of the businesses here are on the seedier side and the city's beggars even have an informal guildhouse here.

10. THE GILDED HILL

The broad hill that dominates the northwest corner of the city is known as Gilded Hill. Its name came originally from the way the slanting sun limns its slopes with golden light, but over the years the name became appropriate for a second reason: it is the place where many of the city's wealthiest—especially of the merchant class—make their homes, an isolated district that stands grand and aloof, gazing down on the lesser streets below as if from an impossible height. The homes are handsome, often palatial, but not welcoming; high walls close off the courtyards and liveried

servants frown at passersby. Poorer folk from other neighborhoods joke that they plan to retire here, but most know that this would never be possible, and for some this lends a bitter tarnish to the grandeur.

And yet it is a beautiful area. The streets of well-laid cobbles, accented with mosaic patterns, are always clean. Graceful statues adorn the facades and windows of stained glass glint like jewels. Gold leaf decorates the fountains. The two great temples of Theus and Wodan shine with alabaster. The ever-present breeze from the plains, carrying the tang of the distant sea, takes on new scents of silk and beeswax, of fine breads and sweetmeats, of lavender and myrrh. Bells toll the hours from well-tuned carillons and wind-harps lend the bright shimmer of their sound to the moments in between.

Since the city's founding, the Hill has also been the chief preserve of magic in Valoria. Just after the castle was built, Xanutar the Wise, King Mandos' advisor and personal wizard, oversaw the construction of a graceful tower on the hill's flat top and proclaimed it the home of the Mages' Guild, and since that day it has served as the guild's headquarters. All spellcasters in the city are nominally under the guild's oversight, and the city's mages—by and large a shrewd and benevolent, if temperamental, bunch—jealously assert this prerogative. They are sometimes willing to help those who come (very respectfully) seeking mystical assistance, but their prices are high, and they refuse to be rushed.

But there have never been many mages in Valoria, and most of the folk atop the Hill have more mundane employments (if they work at all). The guild houses of the surgeons and apothecaries are here, as well as a select array of shops (catering almost exclusively to clerics, mages and the very rich). There are also a small number of artists of rare distinction.

The Gilded Hill is usually one of the safest parts of the city, and generally the best place to come seeking information, instruction, or exotic items. But interlopers are discouraged here; the City Watch maintains an active presence at all hours, on the lookout for thieves and mischief-makers, and they're quick to suspect anyone who looks out of place. The residents themselves also tend to be suspicious

of those of lower social status, and they don't rely entirely on the town guardsmen to protect their property. Most employ sentries and bodyguards among their servants, and many also invest in elaborate defenses for their wealth—everything from enchanted vaults and dwarf-crafted locks to supernatural guardians who keep a sleepless watch. Nonetheless there are regular rumors of fabulous thefts—and other rumors of spectacular failures, burglars who die grisly deaths or disappear in a flash of searing magic. Both kinds of stories are popular among the poorer folk.

Yet although it is little troubled by the commotions that swirl through the city below, the Hill is witness to many unique dramas of its own. Rivalries among the rich smolder in secrecy, occasionally flaring into public feuds. The mages' bent for experimentation can result in unforeseen consequences, often strange and sometimes spectacular; it's not uncommon for a conjuration gone awry to be discarded onto the Lonely Slopes or hurled in sudden desperation from the city's northern walls. And the folk who visit the Hill seeking help from the mages or the temples sometimes come with great peril hot on their heels.

II. BASILISK LANE and the NORTH QUARTER

Note: *This section is an example of an expanded district description, including more details, locations, personalities and adventure hooks. This is typical of how each district section will be presented in the forthcoming extended version of the sourcebook.*

One of the quieter parts of the city, the North Quarter at first glance seems to contain little of note; small shops and modest homes line the main thoroughfare, Basilisk Lane, which runs all the way from the north edge of Roaring Lion Square to the top of Gilded Hill. But where other districts proudly display their character for all to see, in the North Quarter much is hidden, as if beneath a roughspun cloak.

This is a part of the city where something always

seems to be happening just out of sight. Flutes warble and hammers knock; voices mutter from just around the next corner, horses whinny unexpectedly in narrow courtyards and strange signs and symbols glint in high windows. The locals are less welcoming than most, though if you have coin to spend it's not hard to make friends.

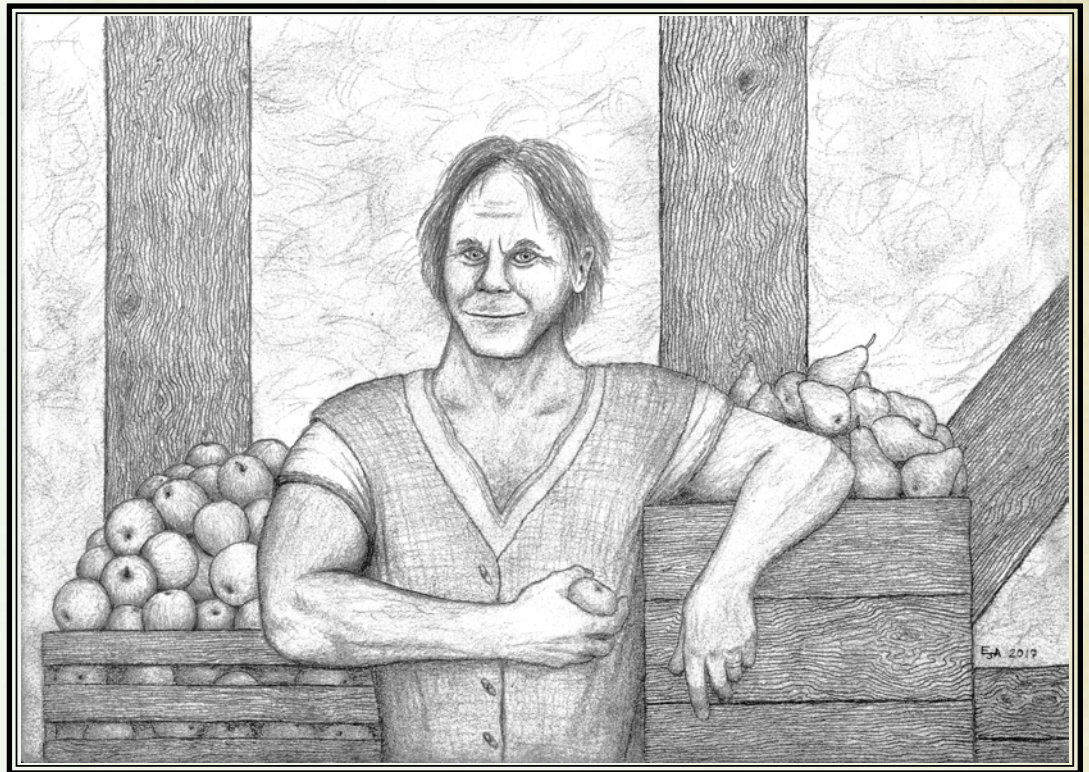
Valorians know that this is the place to come if you seek unusual goods, from exotic herbs and rare gems to Yimmian silks and gnomish clockwork. Potters and glassblowers, cobblers and chandlers, and milliners selling hats adorned with rare plumes offer their wares from street stalls and shop windows. Other, less reputable products are also available, if you know where to look and who to ask. But as the city folk say: 'Basilisks drive hard bargains.'

Basilisk Lane: This broad, well-worn street is the heart of the district, a place where locals and visitors mingle on the sidewalks and among the countless small shops and eateries. The scent of spices and baked goods fills the air, not quite concealing the harsher odors of the glass blowers' furnaces. Wind chimes of glass, metal, or stone, often decorated with a basilisk motif, provide a musical counterpoint to the hum of conversation during the day but give the street an eerie, restless quality late at night.

Legend has it that the lane was originally named for a bronze statue of a basilisk that once stood at its eastern end; the statue was reputedly animated by a rogue wizard who sent it to attack a rival. After devouring its victim, the story goes, the monster returned to its old neighborhood and dug a burrow below the street; now it sleeps restlessly somewhere beneath the cobbles.

Laurentas' Bakery: The first stop of many visitors to the lane is a handsome wood and stucco building that overflows with patrons early in the morning: Laurentas' Bakery, famous for its exotic crescent-moon rolls and other savory breads. The proprietor is an amiable fellow whose accent marks him as a foreigner to the city. He is secretive about his past, but otherwise ready with advice and information to newcomers; and seasoned adventurers frequently visit him to provision—his waybread makes outstanding sustenance for long journeys.

Mart the Fruiterer: Burly Mart Greengage runs one of the larger market stalls to be found along Basilisk Lane, always full of fruits of the highest quality both fresh and preserved, including unusual



Mart the Fruiterer with his apples and pears

varieties impossible to find elsewhere in the city. A natural leader, Mart keeps an eye on his fellow street vendors, helping to resolve any quarrels that arise among them and watching out for thieves and troublemakers. He can throw with deadly accuracy, and has been known to drop a thief in his tracks at a hundred paces with a hard overhand apple or quince. Mart's wife, Tilly, is well known both for her fruit jams and her fiddle playing.

Gnexil's Ceramics: Gnexil Kalinn and his family are the only gnomish members of Valoria's potter's guild. Their membership is hereditary, passed down

from a distant ancestor who built the shop Gnexil now owns on the site of a vein of superlative pottery clay. Digging down into the vein through the shop's basement floor, the gnomes eventually delved so deep that they found their way into the network of caverns that exists far below the city. They keep their tunnel a secret, knowing that there are things down there best left undisturbed—but occasionally one of the more adventurous family members goes down in search of something more than clay.

The Glass Emporium: The largest of several shops in the city run by the Glassblowers' Guild, the Emporium sells everything from potion bottles and liquor flasks to stained glass, mirrors, brightly colored amulets and stunning sculptures. Several artisans are always in residence, and two formidable glass golems guard the emporium's vaults. The shopkeeper is a polished middle-aged man called Zumesh whose hands are badly disfigured from an accident with molten glass. Unbeknownst to his fellow guild members, Zumesh conceals an unstable mind beneath his elegant exterior; he secretly runs a side business from the Emporium, at night using the huge glass furnaces to destroy the evidence of underworld crimes. He spends all his ill-gotten fees on medicines to sooth the pain of his scarred hands; but when the agony is at its worst he dreams of releasing the golems to rampage through the city.

Guild Houses: In addition to the plethora of shops along the Lane, several of Valoria's guilds have their headquarters here. These include the glassblowers, the dyers, the tailors, the chandlers (candle makers), the tinsmiths, and the woodcarvers. The guild houses are typically large and imposing structures decorated in a manner befitting the trade they represent. Much of the important work of the city is done within their walls, although the public is rarely able to see it—disputes are settled, trade and transport are organized, supplies are allocated and apprentices are tested for mastery. Guildmoot Hall, a neutral place where guild masters or their representatives can meet to resolve their differences, is unobtrusively located halfway along the lane.

The Bloodstain: About two thirds of the way along the lane from east to west, a large, dark stain mars the worn cobbles. At first glance it looks disturbingly like old blood—but if it were blood,

surely it would have washed or worn away by now? A favorite pastime of the locals is arguing about what it really is. Some say it marks the place where a hero of Old Valoria slew a demon prince. Some say it was the demon that slew the hero there. Some say its irregular shape is an arcane symbol set there by a demigod, or perhaps a clue to the location of a hidden artifact. Members of the Dyer's Guild insist that it marks a place where the guild's legendary founder, Mendra Manyhue, spilled a magical concoction that could color solid stone to its core. But everyone believes it's bad luck to step on it; traffic accidents have been known to occur when a superstitious cart-driver swerves suddenly to avoid passing over the dark crimson blotch.

Hoscar Quickhand: Any keen observer who spends much time on the Lane is likely to notice a thin-faced boy of twelve with a colorful patchwork tunic loitering by the shop fronts or darting in and out of the alleys. This is Hoscar, a street urchin and self-styled 'expert guide to Valoria and environs,' who is likely to volunteer his services to anyone who seems new to the neighborhood. "If I can't find it on the Lane, you don't need it," he often boasts, and his knowledge of the city is extensive—although it gets much fuzzier the further he gets from the North Quarter. Hoscar has the pickpocketing skills of a high level thief; but although he won't hesitate to relieve unwary rich folk of their heavy purses, he's mostly interested in having a bit of fun—which to him could mean anything from playing a practical joke to joining in on a genuine adventure quest. Somehow his hard life on the street has not made him bitter, and he can be a useful ally to anyone who treats him well—or a mischievous and resourceful opponent to anyone he finds annoying.

Cockatrice Alley: If Basilisk Lane is the heart of the North Quarter, Cockatrice Alley, an unmarked, narrow wynd, is its dark underbelly. Anyone who asks for it directly is likely to get sent in the wrong direction; many residents of the quarter even deny that it exists, while others claim there are two (or more) alleys that bear the name. But if you go looking for certain sorts of transactions—buying potions or poisons, selling animal parts or ill-gotten goods-- sooner or later you're likely to find yourself there.

A few more or less legitimate shops and seedy

eateries squeeze between grimy, high-walled structures with ramshackle doors and few windows; half-seen faces peer down from overhanging balconies. Muffled sounds emerge from tiny yards accessed through secret portals. A peculiar variety of feral purple-feathered hen scurries and pecks on the cobbles—some speculate that they are the familiars of a warlock who lives somewhere in a high garret, preying on any interloper who asks too many questions.

Niddidge, the Goldsmith: A weasel-faced fellow with darting eyes whose fine clothes and scented hair don't quite hide a faint air of corruption, Niddidge claims to sell the finest jewelry and trinkets in precious metals anywhere in the city. It's certainly true that his little shop holds quite a few fine adornments, often at suspiciously low prices. It's also true that, 'as a rare favor, for a certain percentage,' he can be convinced to melt down gold and silver items and recast them as ingots, or as coins that look remarkably like official Valorian lions and shells, at least in bad light.

Yancy's Cauldron: A budget eatery for the brave, Yancy's serves up bowlfuls of 'porridge' in the morning and 'stew' in the evening (the two are hard to tell apart) at prices that can't be beat. As Yancy himself will tell you, there's a reason there aren't many rats to be found in Cockatrice Alley. An inveterate gossip and storyteller, the cook/owner will cheerfully dispense the latest news, tall tales, and unsolicited advice along with his so-called food. He is, however, careful not to tell too many truths about his more dangerous neighbors in the Alley.

Ghershee's Tincture Shop: A dark, slender woman who wears spectacles of blood-colored glass over her glittering eyes, Ghershee offers an eclectic selection of minor potions and herbal remedies in her tiny shop. She is also one of the most skillful poisoners in the city; but she will only sell her deadlier wares to a customer after she has quizzed them extensively, and decided that their target deserves to die. Even then, she is careful to provide the toxin in some way that can't be traced back to her.



Yancy in his doorway

Krulok: A shadowy figure of indeterminate race (Yancy will tell you he's half orc, half toad), Krulok is rumored to be the owner of half the properties along Cockatrice Alley. Although he's seldom seen, it's certainly true that he has his grubby fingers in many pies. Unmarked doors here and there along the narrow way open into some of his establishments—rundown tenements, where no questions are asked if strange smells or loud screams emerge from a room at night; temporary shops rented by itinerant hucksters; warehouses and laboratories stocked with curiosities and stolen goods. Krulok himself runs a gambling house, *Knucklebones*, where alluring servant girls serve strong drinks for free to anyone who joins in the games. Murb, a gigantic brute with a tattoo of an eye on the back of his bald head, serves as Krulok's enforcer and rent collector.

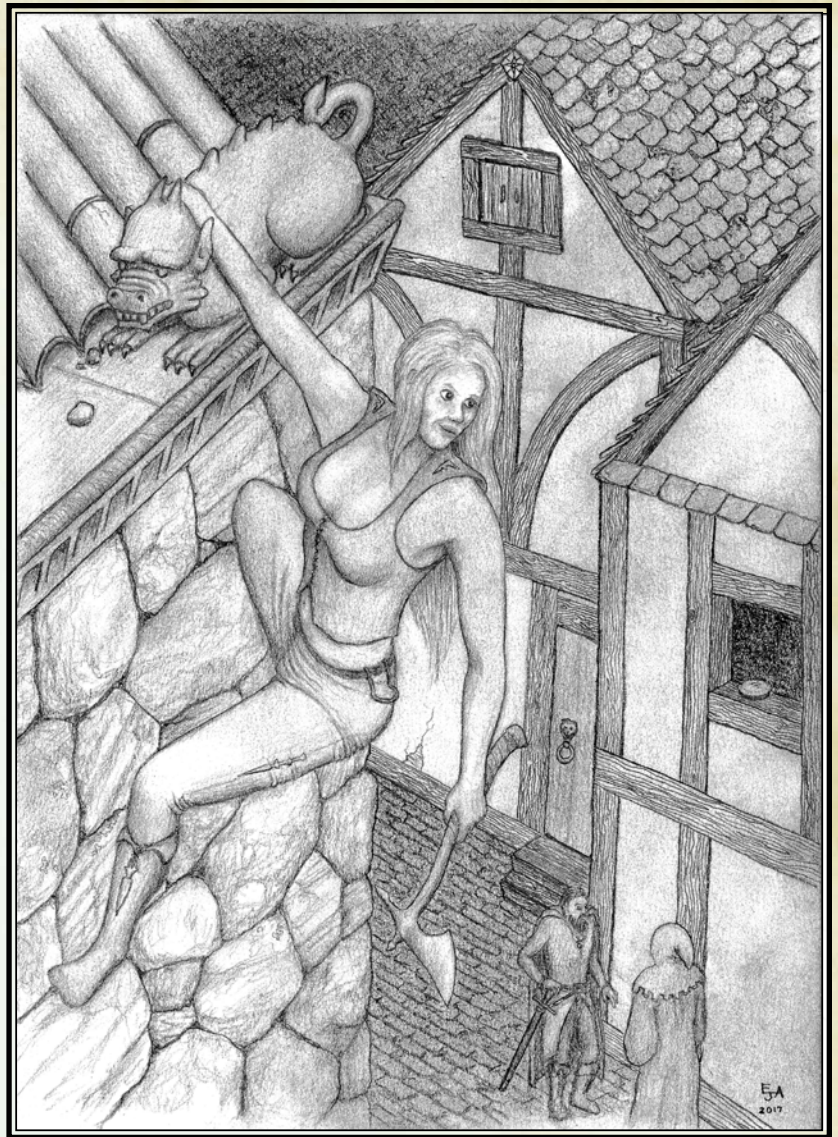
Griffon Street: Running south from Basilisk Lane to the Town Square, Griffon Street comprises the most upscale neighborhood of the North Quarter. The houses tend to be large and well

maintained and are known for their artistic embellishments; handsome curtains hang in the windows, elaborate finials grace the tile roofs, gargoyles adorn eaves and corner posts. Many merchants and guild masters live on Griffon Street, and the city guard patrols it regularly to discourage thieves and interlopers. Several knights also make their homes here, conveniently close to the stables and farriers of Horsemarket.

The Boldfare House: Just a short way down Griffon Street from Basilisk Lane is a fine old three-story home with a walled courtyard, garden and stables. A casual observer will note a variety of decorative quirks, from arcane symbols inlaid on the thresholds to curtains that appear to be made of reptile hide. Sharper eyes will also note the assassin's perch on the roof and other subtler defenses. This is the ancestral home of the Boldfare Family, for many generations among the foremost explorers and adventurers of Valoria. It serves as an informal guild house for many of the veteran heroes of the city.

The current generation of Boldfares includes four siblings: Demeara, the eldest, tall and raven-haired, a fearsome ranger known to have killed a red dragon with her scimitar Death's Edge (its head hangs on the library wall) and a black dragon with her bow (its head is in the parlor); Davion, also tall and dark-haired, also a ranger, whose tracking skills are legendary—it is said he can trace in his memory every step of every trail he ever followed; Greathon, a hulking fair-haired fighter who is also a scholar of maps and languages sometimes consulted by the mages of Gilded Hill; and mischievous blonde Lysetta, a voluptuous daredevil sometimes seen practicing her axe-throwing while clinging to the side of a building twenty feet in the air—her acrobatic training has made her strong enough to subdue opponents three times her size.

Griffon Tower: Near the southern end the street, not far from the Horsemarket stables, a square stone tower juts above the surrounding houses. This ancient structure has a long and storied history. During the earliest days of Valoria, before the city walls were built, it was an outlying fortification



Lysetta Boldfare

of the castle, once the sight of a heroic defensive action by a small human band against marauding orcs. Later, after the city grew to surround it, the tower served for a time as an armory. It once housed the famous plate mail and barding of the hero Sturstang. But after Sturstang (and his magical gear) disappeared on a journey north of the city, some came to believe the tower was unlucky, and it fell into disrepair.

Several decades ago, an enterprising if unsavory half-elf called Wemmithorn bought the structure from the city; he built a cage inside and used it to hold a huge wild griffon he had captured. He soon made a small fortune charging curious visitors to see the creature, and running bets when other beasts or criminal gladiators were sent in to fight it. (The griffon always won.) But then a young knight, Sir Elai, disguised himself as a gladiator and went in to face the monster. Instead of fighting it, however,

he succeeded in befriending the formidable beast. Enraged, Wemmithorn tried to intervene; the griffon immediately seized him and devoured him. The knight promptly took possession of the tower and the griffon, ending the exploitation of the creature. Sir Elai, the Griffon Tamer, can still sometimes be seen flying above Valoria, riding on the back of his formidable companion Evarra.

Nerumelle, the Sword Polisher: A modest shop easily overlooked among the grand homes that are its neighbors, Nerumelle's looks like a servant's cottage. Yet discriminating warriors from across Valoria and beyond come to seek its diminutive, cantankerous, ancient proprietress in hopes she will design to work her wonders upon their swords. She accepts only the finest blades, and refuses to give any estimate as to how many days—or weeks—it will be until she has finished. But the results are stunning: the very light seems to shimmer and dance upon a blade she has polished, even starlight swirling like river-water; and an edge Nerumelle has polished will cut as never before.

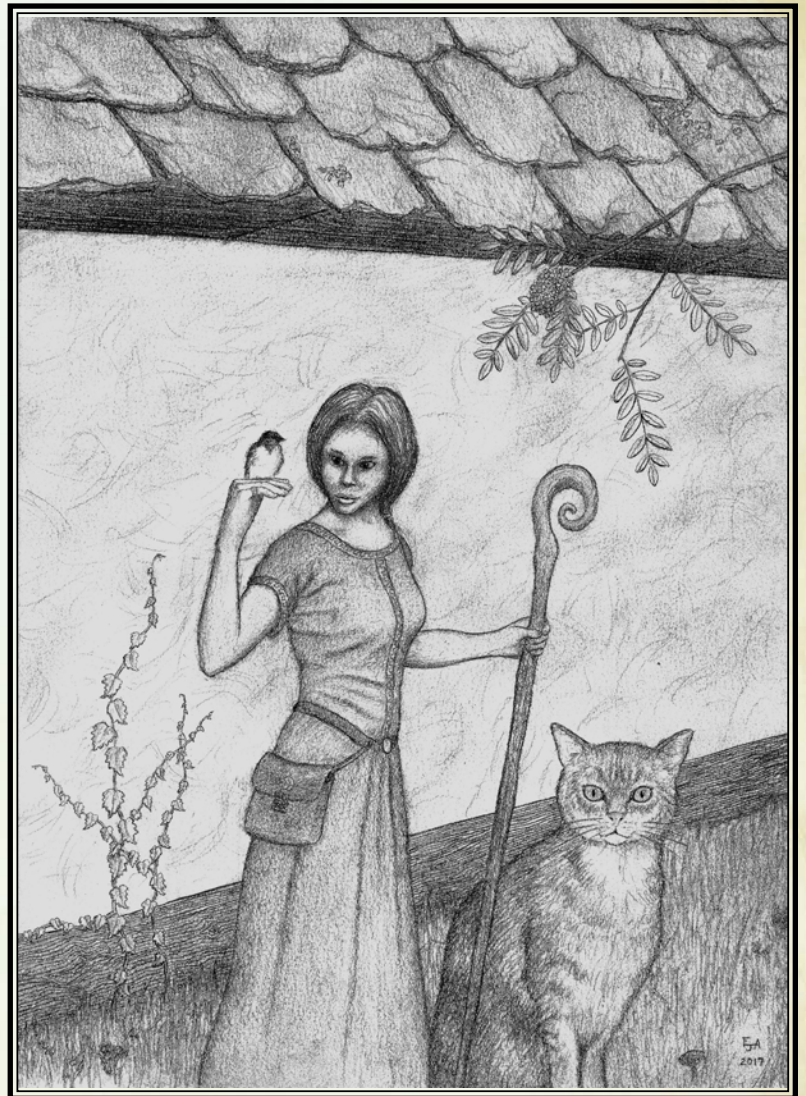
Flindross the Unbesmirched: In a city where every house is heated with a fireplace, chimney sweeps are in high demand. Flindross is a rarity among them—a dandy who dresses in white and never seems to have a speck of ash upon him. He caters to the wealthiest merchants and nobles, cleaning their hearths and flues with a proficiency that is evidently magical, performing acrobatic tricks for the children, and flirting with the wives and daughters of the noble houses. Unbeknownst to any except his familiar—an albino bat named Xikli—he is also a thief and spy of rare skill who has ferreted out the secrets of many members of Valoria's upper class. What he plans to do with his knowledge, or with the small collection of rare treasures he has carefully accumulated over the years, remains to be seen.

Farmers' Row: At the north edge of the North Quarter, facing the city's outer wall, is a long row of modest well-kept houses—many with small gardens, or fruit trees in the yard. These are the homes of some of the more prosperous farmers of Valoria, whose fields lie just outside the city walls. (Many more farming folk live out

in the croplands.) It is a quiet neighborhood of folk more interested in the subtle challenges of sowing and harvesting than in adventure or heroics.

Jess and Bildane: A fit middle-aged couple with wise eyes and sun-browned faces, Jess and Bildane Holden are the unofficial leaders of the local farming community. Masterful keepers of both crops and livestock, they also know as much about the countryside for miles outside the city as the king's foremost rangers. They keep a silver sickle above their mantelpiece reputed to have been the gift of a goddess to their ancestors in the city's ancient days.

Celeshea: Halfway along Farmer's Row is a simple cottage with an ancient rowan tree near its door. Passing farmers nod their heads respectfully to the home of Celeshea, the druid. A half-elf still young by the count of days, Celeshea was recognized from her infancy as a prodigy whose natural affinity for



Celeshea the Druid

wild things—and especially healing herbs—was exceptional. Now grown into a slight young woman with a piercing gaze, she has filled her cottage with piles of dried roots and leaves, shelves overloaded with tinctures, and jars full of curative teas. She also shares her home with an enormous wildcat, a rabbit, a ferret, and seven snakes, while a colony of swallows lives in her eaves and a stork has built its nest on her roof; all get along in perfect harmony. She will help any wounded being that she encounters, expecting nothing in return—though she might request that her beneficiary go in search of some ingredient she needs for her next concoction.

Mycroft's Militia: A big, bold, blustering fellow, Mycroft Hayle is proud of his reputation as a man who can work from dawn till dusk and then carouse till the moon goes down. His active imagination inclines him to suspect mischief whenever he sees strangers, and led him to organize his informal militia—a troop of sturdy farmers 'ready for anything' who keep their axes and pitchforks sharp. Though the city guardsmen consider them a bit of a nuisance, it's true that they were helpful in repelling a gnoll attack on an outlying hamlet not long ago.

Pumpkin Nell: The most widely known resident of the 'Row is Pumpkin Nell, an earthy red-haired beauty who raises squash, gourds, and pumpkins of epic size—'big enough to frolic in,' as she will tell you. Locals mutter that she 'wears out a new man each season,' and it's true that her homespun dresses have a tendency to slip off her shoulder when she's talking to any fellow she finds handsome; but her greatest love is her vegetables. She makes her gourds into sturdy, inexpensive flasks and, sometimes, into musical instruments; and she sells her squash and pumpkins at the city markets in the autumn. No harvest festival is complete without one of Nell's orange giants.

The Nameless Tower: Looking north from the middle stretch of Basilisk Lane, an intriguing shape can be seen rising above the maze of smaller streets and alleys: a high tower of stone, its color subtly different from that of any other structure in the city, its dark windows occasionally lit by fleeting glimmers from within.

The town guardsmen claim to have no knowledge of the place, and it appears in none of the civic records. It is also curiously hard to reach; the few narrow streets and allies that appear to head toward it always seem to swerve away. But a dedicated wanderer might find it at last, standing alone in a small open space from which the surrounding buildings seem to lean away uneasily. There the real mystery begins—for the heavy oaken door at its base will not open to knock, spell, or battering sledge, and the walls, though apparently built of ordinary stone, will slough off the most adept climber as if they were greased glass.

What lies within? None of the locals seem to know, and most are reluctant to talk about it. Some whisper that it is the king's secret dungeon for his most dangerous enemies (or perhaps, for some scion of the royal family who committed treason long ago). Some claim that it is older than the city itself, a relic of the distant past built by the mythic stonemason Pokornos and protected by spells of impossible power. Others murmur that it might be the home of a certain illusionist known only as Zaltar. The tower itself gives no answers.

Dwarftown: Beyond Griffon Road at the southeastern edge of the North Quarter, many of the dwarves of Valoria make their homes on the lower slopes of the Wizards' Knoll. Some dig their dwellings right into the hillside, while others prefer to show off their architectural skills with squat but elaborate houses sporting carved pillars and statue gardens. And even the humblest home in Dwarftown, it is said, has a magnificent cellar.



Here can be found expert smiths, stone carvers, and toymakers, as well as brewers, delvers, and adventurers. A smattering of gnomes and halflings also call Dwarfstown home. And the neighborhood includes a couple of the finest alehouses in the city: Snorri's Tavern and the Miner's Arms. But non-dwarven visitors should be advised: the crowd at Snorri's gets rough after midnight, and at the Miner's Arms the latrine doorways are built on a dwarven scale; the headache you wake up with next morning may not be from too much strong drink.



Old Pryn

Prynkilde: Old Pryn, the 'Gammer of Dwarfstown,' lives in a modest cottage at the neighborhood's center. Ancient (she claims to be 399) but still spry, she has an almost supernatural ability to keep tabs on all of 'her' citizens and will happily share stories with strangers if they treat her with due respect. She's as likely to be found tramping the streets before dawn, tending her potatoes at mid-day, or sitting in an alehouse corner of an evening smoking an enormous pipe. Her husband Bror, an adventurer, died long ago under mysterious

circumstances while exploring a local dungeon, and his body was never recovered; Prynkilde still hopes to bury his remains some day, and will be sure to describe his distinctive horned helm and engraved axe to anyone with the slightest chance of discovering them.

Gajnir the Stonemason: A stone carver of rare skill, solemn, yellow-bearded Gajnir is equally at home crafting a building's ornate façade or sculpting a heroic statue. He is also a master designer of secret doorways, false walls, and shrewdly engineered vaults and traps. Certain friends are rumored to have entrusted him with great and ancient treasures that he keeps in his own vault, protected by an impossibly elaborate system of ingenious defenses. A dozen dead thieves are testimony to the quality of his work. Gajnir himself has been overheard to say that the vault is actually empty—but this may be just one more of his ruses.

The Ninety-Nine Tunnels: Begun by a few retired dwarven miners who still felt an occasional urge to swing pick and shovel, this chaotic assemblage of tunnels now honeycombs the southeastern slope of the Gilded Hill, starting just above (and west of) Dwarfstown's outlying houses. Most of the excavations are short, and go nowhere; but some are interconnected; a few are actual mine shafts, where copper and garnets are still found; and some, it is said, delve far into the hillside, perhaps even leading to other, older tunnels far below the surface where other creatures than dwarves now lurk in the darkness.

The Lonely Slopes: Perhaps the most obscure corner of the great city, the slopes of the Hill north of Basilisk Lane are a little-visited area of ramshackle cottages and dilapidated ruins inhabited by eccentrics, outcasts, and ghosts. The city guard seldom visits here, and most respectable citizens shun the place—although Sir William, Knight of the Basalt, one of the King's more colorful retainers, is known to come to this remote corner from time to time to test the might of his mace against natural columns of stone that emerge from the hillside.

The Char: More than a century ago, a fire swept through part of the North Quarter, the result of an apprentice pyromancer's careless experiment. Most of the structures it damaged were promptly

replaced, but one burnt remnant still remains: a small block known as 'the Char,' where some of the city's homeless come to shelter in the sooty shadows, and street gangs sometimes come to stage their duels. The Char is also the haunt of Lucinna, the Phoenix—a prophetic spirit who appears in the form of a beautiful girl in a torn red dress with a cape and tiara of flame. She is said to have been a seductress and a pathological liar in life who now atones for the misery she once caused by uttering cryptic prophecies that warn of troubles to come. Her visitations are unpredictable, but occur most often on the eve of some threat to the city.

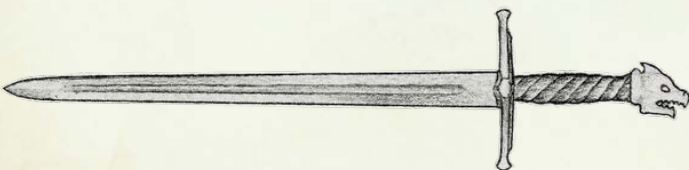
Mott, the Shoemaker: Unquestionably insane but undoubtedly a genius, Mott is a gangling, wild-haired, long-fingered fellow obsessed with crafting shoes and boots from exotic materials. Squidskin slippers, hobnailed boots of gorgon scale and iridium, moccasins woven from the bark of thousand year old trees—his creations are all unique and often endowed with magical properties. They are usually extraordinarily expensive; 'what price, perfection?' he asks those who try to bargain. But he will also pay very well for exotic animal hides and other materials, if he happens to want them. Mott has an agreement with the Royal Sluice Wardens to provide them with catoblepas-leather boots: waterproof and extraordinarily resistant to the grime and wear and tear of the undercity.

Dumping Grounds: The inhabitants of the North Quarter use this area as an informal dumping ground for refuse, animal carcasses, and even the occasional human corpse. This is forbidden by royal edict, but in practice there is little enforcement. Residents of the Gilded Hill also find it convenient to toss trash, spoiled potions, and experiments gone awry down the steep hillside from high above. The poorest folk of Valoria often come here to scavenge, and investigators of city crimes sometimes comb the refuse for clues; rumors abound of strange and disturbing things found upon the slopes.

The North Quarter – Adventure Hooks:

1. An urchin finds an iron ring in a crevice in a back alley. Anyone who wears it (but nobody else) can hear a strange keening, a wordless voice of immense sorrow. Those who try to find its source find that it seems to lead toward the Nameless Tower...
2. Mott the Shoemaker needs the hide of a gorgon for a special project. He even thinks he knows where one is lairing, at the edge of the Orcish Hills. An enterprising party who brings him the dead beast will be rewarded with fine boots (a pair for each party member) with magical properties. But there might be complications if the orcs who live near the monster's lair find intruders poaching "their" monsters.
3. Produce has been disappearing from the street stalls along Basilisk lane. At first it was only a few items—a bunch of carrots here, a head of cabbage there—but the amounts have been growing. Over the past week two entire carts full of fresh vegetables vanished during the early morning hours (when they were left unattended for mere minutes, parked in a side street). Moreover, all the refuse piles of spoiled produce, usually collected by Po Glunt the pig farmer to feed his herd, have been disappearing as well. Who is stealing all this food? And what are they feeding? Po suspects that Riktag, a local half-orc of unsavory reputation, is raising a hive of giant ants in his basement, preparing to unleash them on the unsuspecting city. Young Hoscarr Quickhand, meanwhile, believes that a certain shady hedge-mage with infernal aspirations is keeping a demon-spawn barely under control in an abandoned cistern hidden somewhere nearby while it grows to terrifying size.
4. Something is happening in the Dumping Ground. Scavengers report a strange threat, an entity that shapeshifts to mimic the refuse on the hillside. Is it the result of some warlock's failed experiment? An extraplanar entity feeding on stray magics? An escape from some sorcerer's menagerie?

5. Nerumelle the sword polisher (on Griffon Street) needs ingredients for her polishing compound, and offers to sharpen the PCs' weapons if they fetch



certain rare plants from the wetlands beyond the city.

6. There are reports of murders in Cockatrice Alley. Then an underling of Krulok seeks out the PCs, asking them to investigate. Krulok himself claims an unknown enemy is muscling in on his territory, and he feels threatened. Is this true? Or is he looking to shield himself from blame for eliminating his rivals—perhaps by framing the PCs?

12. THE UNDERCITY - SEWERS

Beneath the streets of Valoria is a second city as sprawling and complex as the one aboveground. Few Valorians see this place, but its dripping tunnels and echoing chambers of hewn stone permeate their myths and dreams. In the Undercity the history of Valoria, and of Old Valor before it, lingers on, brooding in the darkness. Only the daring and the foolish venture here. Parts of the tunnel-metropolis are foul beyond words; and among the rest—which include ancient vaults and passageways, caverns and waterways, catacombs and subterranean temples to hidden gods—lurk many perils best undiscovered.

The undercity is not divided into districts like the streets above; instead its regions are distinguished by their depth. The first an explorer encounters—lying just out of sight beneath the foundations of the halls and homes—is the sewers.

The Sewers of Valoria form a vast, dank and echoing network that stretches under every acre of the city—and beyond. Dimly lit by the gray light that filters through the grates in the street-drains, they are unsurprisingly foul and yet, in some places, remarkably beautiful. The Royal Sluice Masons built them with consummate skill in the city's early years, repairing and expanding the collapsed remnants of the sewers of Valor, the ancient metropolis that had stood on the same site some three millennia before. Thus there are sections of the dark tunnels that are far, far older than any structure aboveground; and they reveal their age in their timeworn architecture, in the spirits that haunt them, and in the secrets they grudgingly reveal. Even the Sluice Masons, after

three centuries of exploration, have not discovered all the hidden chambers and side-tunnels that hide beyond the cave-ins and the ruin-jumbled chambers.

Valorian citizens other than the masons are forbidden to enter the Undercity, though bands of smugglers sometimes move here anyhow, and homeless people who are bold or desperate sometimes stray beyond the tunnel mouths where they shelter. Also, adventurers are occasionally granted permission to wander the tunnels. Those who do will find an efficient system of sluices that carries storm water and sewage from the reaches of the city into the (less than sanitary) harbor, running amidst countless side-tunnels and adjacent chambers of obscure purpose. One who knew the network well could potentially travel the city more swiftly—and far more secretly—than by road. Most folk, however, are happy to stay aboveground. Humans may venture here but the sewers are the domain of the Ratfolk.

The rodent-people divide their sewer realm into many territories, the prowling-grounds of competing gangs. While generally careful to avoid interfering with the function of the sewers—they prefer to remain on friendly terms with the Sluice Masons—they have converted unused sections into tangled warrens and midden chambers full of hoarded refuse and lost treasures from the world above. In places the rat-stench is worse than the sewer smell, and the clogged tunnels form a truly bewildering maze.

But the rats do not claim every portion of the sewers. They prefer to lurk near the surface, where there are easy routes to the streets above for night-time scavenging. There are some areas they find too damp, or too troublesome to defend from the Lizardfolk who venture up from the caverns below. Some areas they leave to other monsters such as filth-eating otyughs and colonies of giant sewer-worms. And some areas they simply fear.

Hidden among the ancient sewer tunnels are places that have been repurposed by obscure powers: tombs, lairs and treasure-chambers crafted with fell strength and dark magic during the long years since Old Valor's fall. Even the boldest Ratfolk know it is best to avoid such sites. They are not all unguarded.



13. THE UNDERCITY – CAVERNS

cracks in the floor and demonic entities lurk in the flickering shadows. Few indeed can hope to visit this dread place and return alive.

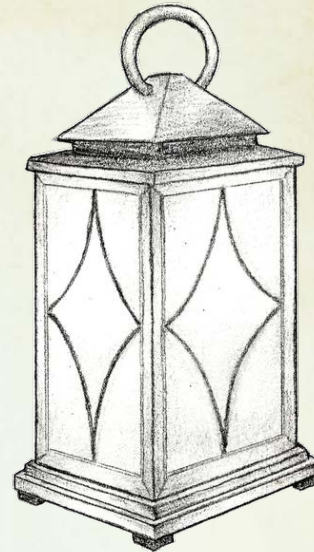
Below the sewers of Valoria, where utter darkness reigns, lie the Caverns—a vast uncharted region of interconnected caves and tunnels. Some are low and narrow, crowded with stalagmites or half-filled with silt. Others are vast enough to hold the Temple of Phosaedon. Through them all, water moves, a faint drip, a slow trickle, a rushing cataract from above, draining some fraction of the great lake's water into unknown depths below. This is the murmuring voice of the caverns, a never-ceasing sound that makes this lightless realm seem alive. It also serves to hide the sounds of the caves' denizens as they hunt.

Countless species struggle for supremacy here. Perhaps most common among them, and best known to the people of Valoria, are the savage tribes of the Lizardfolk. These reptilian warriors—cousins to those who prowl the great marsh east of Valoria—have laid claim to several large cave networks. They do little to shape their homes beyond creating some crude perimeter defenses and piling food, loot and sleeping-skins in their favorite chambers, but they will defend their territory with great ferocity. They also sometimes climb upward to raid the Ratfolk and carry off their food and young.

Bands of slinking kobolds lurk elsewhere in the caves, sometimes creeping round the borders of the Lizardfolk's claims. Fire-newts colonize sulphurous rifts. And other more solitary monsters, rarer but mightier than any of these, carve out their own lairs.

Here, too, are the most ancient traces of Valoria's prehistory, chambers lost and forgotten long before Valor fell—some perhaps that even predate its founding. There are places so deep and strange that no Valorian could ever have visited them, even in their wildest imaginings.

The deeper the caverns descend, the hotter and more inhospitable they become. Ultimately the jagged tunnels descend to where the trickling water turns to steam and the stone itself becomes malleable and treacherous. This is the Hellscape, a terrifying zone where magma bubbles from



Western Mythras and the Lands Around Valoria

Valoria may be the jewel of Mythras, but there is a broad world beyond the great city. This section details some of the many lands that make up its surroundings, focusing on the regions best known to Valoria's citizens.

Valoria is situated near the western coast of the continent of Mythras, a vast body of land with its long axis running north to south. Broadly speaking, the continent is distinguished by arid land in the south; extensive forests and broad plains in its central region (where Valoria is located); and rugged, freezing wilderness in the north. Several great chains of mountains cross the continent, generally running from west to east.

Southern Mythras is tropical in its warmth, while its north is gripped by constant, icy cold. The climate of the central region lies between these two extremes, with a mild subtropical climate at Valoria's latitude and more temperate conditions farther north, beyond the high peaks of the Erinthor Mountains.

THE GOLDEN LAKE

Valoria stands on the shores of the great Golden Lake, and her citizens know the lake well. A large, placid body of water distinguished by its outstanding fisheries, it is one of the principal sources of the city's food; fisher folk venture out from the city daily in all seasons to cast their nets and lines. The lake is also crucial for trade, providing shipping access to the city from the Cerulean Ocean to the west (via the river-tunnel community of Riverdelve or "Gnome Town" at the south end of the lake), enabling the gnomes of Urn and other daring captains to carry goods from far and wide directly to Valoria's wharfs and seaside markets. There are pleasant beaches and

low cliffs along the shores nearest the city, popular destinations for upper class outings. When the day is clear it's possible to gaze down through the waves and see fragments of ancient architecture and other remnants of the submerged city of Valor.

Further from the city, the shores harbor smugglers' hideouts and colonies of wild creatures, especially in the thick trees to the south where the lake laps against the roots of the Old Forest; there it is unwise to venture too near the land unless well prepared for danger. Tales abound of monsters swooping out across the water to pick off the passengers of small boats—or even the boats themselves. Other tales tell of sea-beasts that have slipped in from the ocean, or awoken after centuries of sleep in the bottom mud, and now lurk hungrily in the deepest parts of the lake. Pirates are rare on the lake, usually wiped out promptly by Valoria's small but potent navy, but it is not unknown for a band of enterprising brigands to take to the water to attempt the capture of a particularly rich or unwary merchant ship.

Though most Valorians view the lake itself as a benevolent rather than a mysterious neighbor, some secrets still hide in the ruins of the ancient city beneath the waters. Powerful magics still rest there, occasionally stirred by arcane forces or the intrusion of some inquisitive creature; much remains to be discovered.

THE PLAINS OF VALOR

North of the city and lake lie broad plains, for three centuries now the adopted homeland of the hardy humans who emerged from the wilderness to found Valoria. Valorians know these plains well and take pride in their farmers' skill. Near the city the fertile earth has been cultivated extensively, with groves of fruit and nut trees interspersed with fields of grain and vegetables and pastureland for cows and dairy goats. Small hamlets and isolated farms dot the landscape, home to most of the kingdom's farmers. (A few live within the city walls in the North Quarter, and others are scattered farther out in the plains.) Farther beyond the city's walls, more of the land is wild, but there are still many resources

to be gathered; the tilled lands are interspersed by stands of timber, quarries, and extensive sheep pastures as well as woods, marshland, and barren moor.

There are many paths and cart-tracks through the plains but little in the way of formal roads. Caravans from the north and east generally follow a few well-established routes and there are inns and large farms along the way that cater to these travelers, and are also happy to provide a meal and a resting place for passing adventurers. Here and there ghost towns stand, usually near exhausted resource sites (timber stands, quarries) or the result of pillaging from monstrous interlopers.

Where the plains are wildest tribes of non-humans lurk. Goblins, gnolls, and bugbears all roam the moors, squabbling with each other and preying opportunistically on outlying Valorian settlements. The soldiers of the city do their best to hunt down any who cause great harm, but it is a vast and lonely region to patrol, and folk who live more than a day's ride from the city recognize that they are largely responsible for their own security. They are generally sturdy, cautious people who sleep with weapons near at hand.

Of late, some of the outlying farmers tell stories of increased gnoll activity in the hills. A particularly savage and ambitious gnoll leader called Yellow-Tongue is said to be conscripting smaller bands into his tribe, the Gore Mongers, for a campaign against the settlers east of the Hills of the High Priest.

Notable areas within the Plains of Valor include:

The Opal Coast: Named for the distinctive stone of its cliffs, which shimmer like gems in the heat of high summer, the Opal Coast is in fact a relatively poor and barren seashore plagued by storms. It is the home of remote, self-sufficient fishing villages; a few sparsely manned Valorian watchtowers; and here and there a concealed pirate community. Hidden somewhere in a cove along the coast is the infamous smuggler haven of Drethder, better known by its nickname "Death's Door" – the favored port of call to every wretched outlaw, smuggler and bounty-hunter along the coast. It is whispered that the harbor is permanently obfuscated by a powerful illusion which can only be penetrated by

sailors who bear one of the marked coins minted in Death's Door itself. Those who do manage to gain entrance to the town find that its seaside bazaar boasts an exotic mix of illegal goods, forbidden magics, and enslaved creatures. For the right price, nearly anything can be purchased there, and illicit contracts from kidnappings to assassinations are publically proclaimed by criers on the docks. Operating outside the bounds of civilized law, all manner of races and creeds freely walk the rickety boardwalk, including ratmen, orcs, and even demonic entities.

The Swamp of the Faerie Lights: A dank, miasmal swamp many miles across, full of low tangled trees hung with ghostly moss. Valorian bards tell many stories of explorers lured by mysterious lights—sometimes to discover treasure, sometimes to a faerie tryst, sometimes to a watery death. Most farmers and yeomen of the plains carefully avoid the wetlands. The truth is that many fey spirits inhabit the place, most of them unfriendly and resentful of intruders, including countless will-o-wisps that give the marsh an eerie glow at night. Few who become lost here ever return, and those that do all suffer the same terrible madness: total blindness and the loss of all intelligent speech save gibbering about "the gloaming".

Hills of the High Priest: A long line of hills and moors running north-south through the plains, dividing the wetter western regions from the drier inland expanse. Named in ancient times for Azurak, a priest of Khrometheus, who, according to legend, sacrificed himself in spectacular fashion, offering his life to the gods in exchange for the protection of a band of refugees who were under attack by orcs. His followers were saved by a sudden wildfire that decimated the orcs; the priest himself vanished in a cloud of ash, but lingered ever after in the people's memories.

Temple of Khrom: Near the remote northern end of the Hills of the High Priest, the Temple of Khrom (as Khrometheus is often called) stands in a narrow valley, set apart from the city just as its god is set apart from the rest of the pantheon. An outcast and trickster shunned by his kindred for his surreptitious gifts to the mortal races, Khrom attracts many worshippers among rogues, gamblers, and soldiers of fortune, though most are careful to pay

him homage where the other gods are less likely to be watching. The Temple itself is more akin to a fortified keep than a decorative house of worship. Imposing walls and twin castle towers create a formidable bastion opposing any who would tear down the temple to the “indecent god”. The temple also maintains a garrison of zealous warrior priests known as The Ember. Their holy pledge is to keep the embers of Khrom ever burning and never let his title as god be challenged again.

Rushing River: The largest river between the Golden Lake and the Erinthor Mountains, the Rushing River is an important travel route for Valorians in the northern half of the plains. A number of small villages of farmers, fishers and woodcutters trade up and down its length, and are usually willing to ferry travelers across its broad slow expanse on their barges and flat-bottomed boats for a small fee. Next to the main bridge across the river, in the wooded land some forty miles from the river’s mouth, is Riverstone Keep, a small castle garrisoned by Valorian soldiers. A bastion against the incursions of marauding monster tribes, Riverstone serves as an outland base for many adventuring parties. As such it boasts the Grinning Gambit Inn, the best source of ale and a clean bed for leagues around. Ogres are known to lurk in the Porcupine Woods and still sometimes venture out to snatch unwary wanderers. In the Erinthor foothills, where the river divides into several tributaries, prospectors go to look for signs of gold washed down from the mountain lodes.

Mosquito Marsh: Known to the natives as Mossk-Skasa Marsh, this wetland was dubbed “Mosquito Marsh” by travelers plagued by the relentless swarms of biting insects that emerge from its pools. Less wooded than the Swamp of the Faerie Lights, and even wetter, this enormous quagmire is equally dismal. Its reaches include areas of deadly quicksand-like mud many fathoms deep. It is also home to far more deadly inhabitants than the bugs – namely, Lizardfolk. Two groups jealously vie for control of the marsh: the Mossk tribe in the north and the Skasa in the south. Their territorial feud has lasted for generations, and has kept the two powerful tribes from preying on the surrounding lands. Should the feuding clans ever settle their differences, there’s no saying where their warpath might take them.

The Haunted Tower: One of the last structures still (mostly) standing from the days of Anuktata, this fortified tower is said to have originally been the stronghold of a hobgoblin warmaster. It was fought over for millennia after the fall of Valor, controlled by one savage chieftain after another until a particularly grim betrayal when an orc lord who held it welcomed a warband of bugbears only to slaughter them during the “friendship feast”; then the orcs celebrated their treachery by drinking the ale the bugbears had brought for them—which the bugbears had previously poisoned. Since that time the tower has been regarded as accursed, seldom visited and never inhabited by any save an occasional hermit or madman who always seems to come to a gruesome end. Stories abound that some darker power has long laired there in secret, and travelers have reported ghostly forms and haunting wails emanating from the tower at night, but nothing has been proven and few care to investigate.

The Orcish Hills: At the eastern edge of the Plains of Valor rise the Orcish Hills, called in orcish Ruk Wurku or “Place of the Ancestors’ Bones.” The hills are home to a loose affiliation of fierce orc tribes. At times over the past three centuries, the orcs threatened the growing human city to their west, but at present there is an uneasy truce between orcs and Valorians. If the orcs don’t directly acknowledge the sovereignty of King Meleagrance, they don’t contest it either. The warrior tribes realize that they are better off raiding smaller targets (such as rival tribes of goblins and hobgoblins) and have used their semi-friendly relations with Valoria to help establish themselves as the preeminent non-humans between the Forest of Thorns and the Erinthor Mountains. It is true that occasionally small groups of travelers disappear while passing near the hills; it is also true that there are those among the orcs who longingly contemplate the riches of the city, and mutter about the glory that would come to the tribe that conquers it. But King Meleagrance has several trusted agents among the half-orcs who move regularly between the city and the tribes, and so far they have managed to discourage the chieftains from attempting any rash hostilities. The three main tribes in the area are the Three Skulls, known for their fearless berserkers, the Bone Smashers, boasting heavily armed and armored juggernauts, and the Broken Fang, whose shamans

are unrivaled practitioners of necromancy and other dark arts. A circle of standing stones in the midst of the hills serves as a neutral meeting place for the tribes, where they carry out negotiations and stage celebrations, drinking bouts and pit fights.

THE CERULEAN OCEAN and the ISLES of NONE

West of Mythras lies the vast and turbulent Cerulean Ocean, a deep and largely uncharted expanse that stretches beyond the horizons to an unknown distance. It is a perilous place to journey. Great storms sweep unexpectedly up from the south at irregular intervals, whipping the waves into crashing towers of foam. Immense monsters swim the depths, rising suddenly to assail even the mightiest ships. Pirates lurk in remote coves, ready to sally forth and attack any vulnerable vessel. Nonetheless intrepid Valorian captains do brave these waters, venturing out from the sheltered waves of the Golden Lake to range southward, to trade with the coastal communities of Zumbakei, and northward, visiting the small villages of the Opal Coast as far north as the Isles of None.

Only the Gnomes of Urn sail north beyond the islands, however. Of all the perilous places in the ocean, this is famously the worst. (The Isles got their name because none return who venture there.) From the coast to far beyond the outermost isles stretches an immense maze of treacherous shoals and cold water reefs that have torn the bottoms out of countless ships. The dark, jagged reefs are unlike anything seen in the tropics; none is certain what makes them, but stories abound of malevolent sea life hiding in their midst, and even of the reefs themselves appearing to shift and grow to close off channels or trap unsuspecting vessels. Nor are the islands themselves any more hospitable: ferocious manticores and night-flying wyverns inhabit their rocky peaks, swooping far out across the water to attack ships that come too near.

Only the gnomes, with their ingenious submarine vessels, are able to avoid the threat of the flying monsters and steer clear of the shoals with

confidence, giving them a virtual monopoly on shipping to and from their canyon city.

THE OLD FOREST and the FOREST OF THORNS

From the western coast of Mythras near the southern shores of the Golden Lake, a vast woodland stretches south and east. The Forest of Thorns is thick, dark, and dangerous to wander. All manner of fierce creatures dwell beneath the canopy that stretches virtually unbroken for nearly two hundred miles; these range from fey squirrels and swarms of wasps and ants to ancient treefolk, colossal spiders and mighty green dragons.

The forest gets its name from its distinctive brangulbarb trees, a variety of thorn tree with dark green leaves, green-black bark, and finger-long thorns. Massive specimens can grow well over a hundred feet tall. In some areas, this is the dominant tree, forming tall groves that all but shut out the light beneath, and thickets of younger trees that are virtually impassable for human-sized creatures. In other areas, the thorns are rarer, mingling with beech, oak, cedar, and other trees; but they are present throughout the forest. At the southernmost reach of the trees where the forest turns to rainforest, hot and jungle-like, the thorn-trees are thinner and hung with vines; here wild gangs of apes brachiate among the branches and great cats stalk the dim forest floor.

No large communities of humanoids exist within the deep forest, but there are a variety of small tribes here and there among the wooded dells. Kobolds are everywhere. Bands of bugbears hunt and pillage, and ashen-faced goblins who call themselves Grey Folk ambush anything they think they can kill. Small groups of xenophobic elves tend to hide (with uncanny skill) even from their distant kindred from the north. Several druidic circles maintain sacred groves, stone circles, or temporary villages among the trees. There are also many rumors of other, stranger peoples lurking here, and of lost cities millennia old crumbled beneath the conquering roots.

The Old Forest: The portion of the forest nearest the lake, known as the Old Forest, is visited regularly by adventurers, hunters, and woodcutters from the city; detachments from the Valorian Navy patrol its edges with some regularity, doing their best to keep threats at bay. This area (unlike the further reaches of the forest) is nominally part of the Kingdom of Valoria, marking the kingdom's southern border; but even here the forest is only marginally safe. Like swift-growing brambles, the perils are never cleared out for long.

Gnome Town and the River of Souls: There is one community of note near the northwestern fringe of the forest: the underground canal-city of Riverdelve, referred to by most Valorians simply as "Gnome Town." There, a subterranean tributary flows beneath wooded hills to connect the Golden Lake to the River of Souls, providing the sole route for ships to move from the lake to the open sea. Dating back to roughly the time of the founding of Valoria, the hidden town was settled by gnomish traders eager to promote seaborne commerce with the new city. The gnomes cleared out the monstrous beasts (chiefly giant spiders) that haunted the river-caves, dramatically enlarged the tunnel above the waterway, and carved dwelling places beneath the hills. Now they maintain the waterway and charge a fee for any ship that passes (except those of the Valorian navy). Some merchants begrudge them this tithe, and most like to grumble about the "Gnome Town Looters"; but the gnomes know that their livelihood depends on regular shipping traffic, and they are careful to maintain good relations with their Valorian neighbors and keep their fees fairly reasonable.

The River of Souls itself gets its name from the ancient cataclysm that turned the fertile valley where Valor stood into the present-day lake. It is believed by some that the restless souls of the drowned still roam up and down the river, searching in vain for a final resting place. Some say the water has healing properties while others claim that any who swim or bathe in it will be cursed. The gnomes pay these stories no mind.

Lanthorn Tower: A lonely lighthouse stands on the edge of the Old Forest where the River of Souls empties into the Cerulean Ocean. The tower, Valoria's southernmost outpost, serves as both a

lighthouse for ships venturing up river towards Riverdelve, and a watchtower for pirates, sea monsters, and other nautical threats.

The Tangles: South and east of the Old Forest, where the brangulbarbs begin to dominate the forest canopy, is a vast and all-but-impenetrable region known as The Tangles. In its dark thickets the diminutive kobolds flourish, burrowing beneath the roots to build their warrens and setting countless traps and ambush-platforms among the thorny boughs. A few deep, labyrinthine ravines that delve beneath the thickest thorns provide risky passage for larger creatures; navigation is difficult, vines make travel slow, and the kobolds excel at attacking those who wander there. In the midst of the Tangles rises Mount Uroth (or "the Big Fang," as the kobolds call it), home to an ancient green dragon named Mazkethair. The kobolds worship her, bringing her treasures scavenged from their prey, and she lets them lair in the mountainside, where they have built a massive network of tunnels and hidden chambers.

The Khri: In recent years a new threat has emerged within the Forest of Thorns: the Khri. This is the name given to a malevolent race of insectoid beings that live in massive underground hive-societies ruled by warrior queens. The Khri are aggressively expanding through the forest, killing or enslaving any intelligent creatures that they encounter. Their armored carapaces, powerful claws, and paralyzing stingers make them formidable enemies, while their secretions can warp the very forest itself, causing the brangulbarbs to mutate into savage masses of spines that scarcely resemble trees, and other plants and trees to sprout thorns and grasping tendrils. The Khri queens are even rumored to have the ability to dominate the minds of captives, turning foes into willing agents of the hive.

Forest Fey: Valorians have long told stories of Fey enclaves deep in the forest. The druids claim that there is an ancient portal into the Feywild, and that the Fey nobility sometimes slip through by moonlight to ride among the great thorn trees. Of late the stories of Fey sightings have increased considerably; some speculate that the expansion of the Khri is now threatening this portal, and the Fey are warring with the insectoids to protect their lands.

THE ERINTHOR MOUNTAINS

A long range of stark, mineral-rich mountains stretches in an arc from the coast north of the Plains of Valor southeastward clear across the continent. Their high crags are largely treeless, sheer faces like crooked helms that turn purple with the setting sun and gleam with ice in the winter. Here are the primary dwellings of the dwarves of Mythras, in underground fortresses and mine-cities that predate even Old Valor. A stern and unyielding people, the dwarves have for millennia been staunch allies of humankind, sheltering many of the refugees who fled Valor's downfall and, now that Valoria has arisen as a vibrant new power, trading regularly with the lakeside city.

Dwarven Cities: The dwarves are most numerous in the northwestern reaches of the range, and tend to shun the slopes nearest the Orcish Hills—whatever treaties humankind may make with the orcs, the dwarves will never fully trust their old and bitter enemies. In any case the finest gem and iron mines are near the western end of the range, while the best gold and copper lodes occur near the headwaters of the Rushing River. The two largest Dwarven cities are Dor-Brael to the east of Goblin Pass, and the Dwarven capital Dor-Kaelum near the sources of the river. The southernmost dwarven settlement is Dor-Kurathael, which watches over Kurathael Notch.

These dwarven cities and their lesser outposts are connected underground by a network of tunnels and fortified caverns, allowing the various communities to engage in trade and share military support. The slopes of the mountain range are dotted with numerous access points to this vast tunnel network. Each entrance is either heavily garrisoned, or concealed and magically warded against intruders. Using these tunnels the dwarves can deploy a legion of troops almost anywhere along the Erinthors before any enemy knows they're there. The subterranean expanse of passages is so extensive that there are some forgotten tunnel branches where it's said fell beasts lurk. And stories are told of how, on rare occasions, wicked creatures breach the tunnels from darker realms beneath and come spilling into the Dwarven kingdoms.

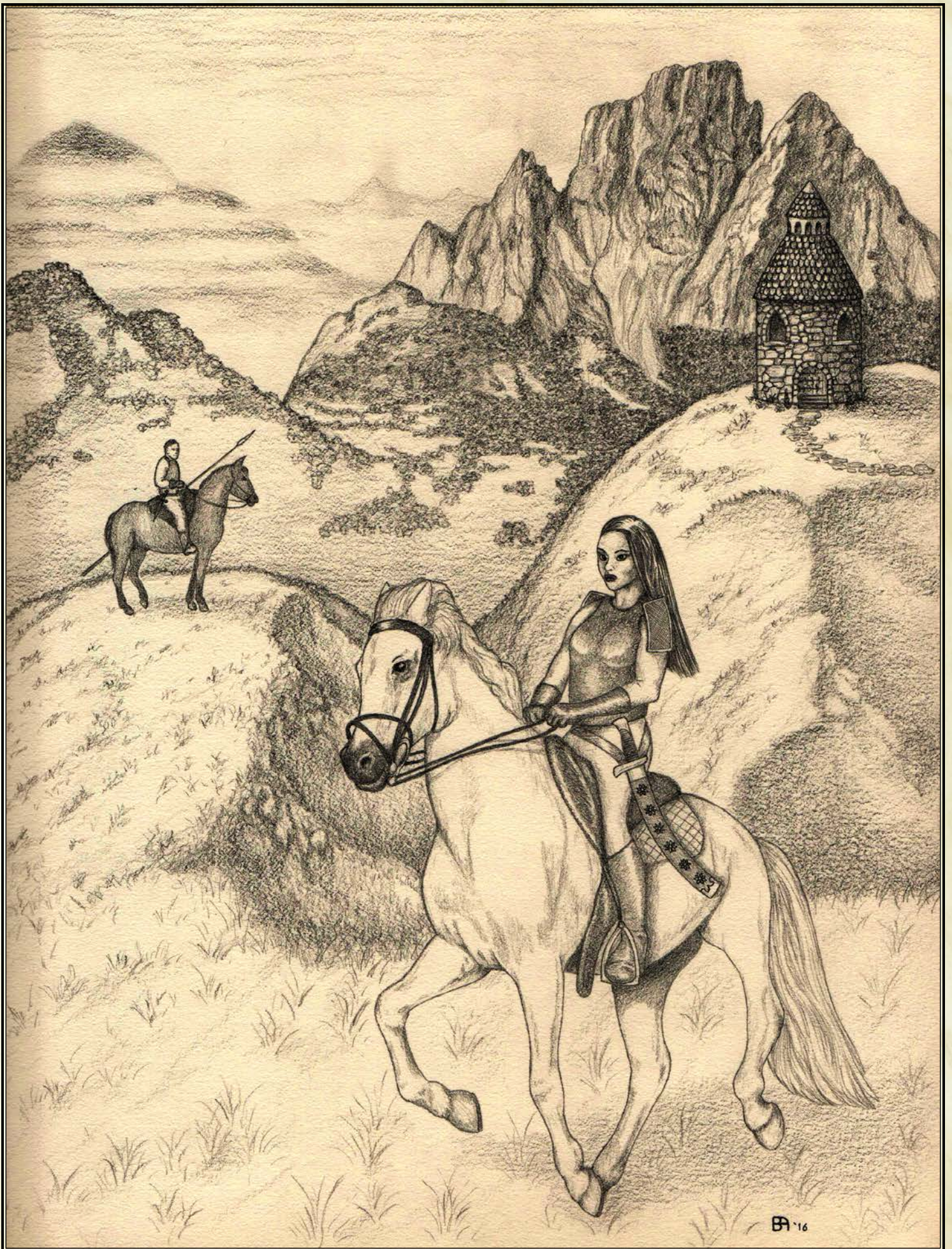
Tallest Mountain: The highest peak in the Erinthors is Zan-Katuzar, "The Sire of Stone," as it is called in the dwarvish tongue. It rises high above Dor-Kaelum, a vast crag rumored to contain a natural chamber at its heart encrusted with fist-sized rubies. The dwarves of the mountains say that no one can be truly wise who has not climbed from the mountain's base to its peak, and gazed on the world from the crown of Zan-Katuzar.

Mountain Passes: Two well-established caravan routes pass through the mountains, used by traders carrying goods between Valoria, the dwarves, and the elves to the north in the Woods of the Golden Sylph. Other smaller tracks and paths connect the dwarven communities and outlying Valorian settlements, including some small keeps and villages among the mountains' foothills.

Near the western end of the mountain chain is Goblin Pass, where the dwarves of the mountains and Valorian rangers wage an ongoing struggle to keep the way safe from marauding goblin bands, Valorian troops have established a small outpost, Fort Grimm, behind a high wooden palisade at the south end of the pass. Named after Commander Garrett Grimm, a legendary Valorian Ranger, the fort serves as the patrol headquarters for all ranger activity in the area, and passing caravans use it as a way station before braving the dangerous mountain crossing. It's the only bastion of civilization for leagues around.

Further east is the steeper but usually safer pass known as Theus Clove. As folklore has it, in the distant past a group of storm giant barbarians met on a mountaintop to choose a leader. After seven days of competition—bouts of wrestling and lightning-throwing, storm-calling and boulder-smashing—a clear winner emerged; but his reign was brief, because in his pride he boasted that he was the equal of Theus himself. The enraged god hurled down a thunderbolt too powerful for even a storm giant to resist—in fact, the force of the lightning not only obliterated the boaster, but it split the very mountains asunder, opening a new pass.

Lost City of Spiropoulos: The Dwarves are not the only ones who have built in the Erinthors. Tales tell of how long ago there was a mighty city of minotaurs deep beneath the mountains' roots. It



was destroyed by some dread power and its precise location lost, but explorers regularly find artifacts that seem to have originated there, and the dwarves believe they know its rough location—somewhere below the peaks about thirty miles south of Dor-Kaelum, near a high mountain lake. Adventuring parties sometimes go to search for it, guessing that it might hold unimaginable riches; but there are many fearsome beasts in the mountains there, and all such parties seem to come to unfortunate ends.

ETHREG VALE (The MIDLANDS)

North of the Erinthor chain lie the lowlands of Ethreg Vale, often called simply “the Midlands,” a region as yet little known to the people of Valoria. Aside from well-guarded caravans that keep to established routes—heading further north, to trade with the elves beyond the Frosty Mountains—few Valorians venture here. The Horde of Munrek, a nomadic alliance of goblinoid tribes, patrols the open land, assailing any travelers who are not well defended (though generally avoiding conflict with powerful caravaners). Gnomes live on the downs north of the River Glin and stoutly defend the great gnome-built bridge that crosses it. A small community of hardy humans lives in the Werewood, a dark forest said to have been the hunting-ground of countless lycanthropes in days of yore. But few sentient creatures ever venture into the Hills of Udd and Nudd or the Hills of the Cruel Worm, which according to grim fireside tales are prowled by an immortal ettin and an ancient red dragon, respectively.

URN and the CANYONS OF THE GODS

The principal city of the gnomes of Mythras is Urn, an architectural wonder perched on a cliff top in the tortuous region of wind- and water-worn stone known as the Canyons of the Gods. If the gods themselves favor this region, they do so secretly, for they show their power here no more often than anywhere else; but the gnomes claim that

deities dwelt among the high cliffs in days of old, and that it was a battle between Theus and Wodan that created the great chasms, jagged falls and broken ridges. Whatever the case, it is spectacular to behold, the deep canyons displaying stony strata of many colors and weird rock forms sculpted by nature into unearthly shapes. The breathtaking Silver Veil Falls are said to be the highest in all Mythras. Urn itself is equally impressive, every structure from the terraced towers to the subterranean docks of the gnomes’ unique submarines displaying a level of technical ingenuity unknown elsewhere on the continent.

Though they are economic rivals of the dwarves of Erinthor (who craft and trade many similar commodities, including gems and precious metals, raw ore, and skillfully made jewelry and metalcrafts) and wary of the technophobic elves, the gnomes enjoy good relations with most humans and carry out a bustling trade with Valoria. Their merchant captains range far and wide on the Cerulean Ocean, moving goods (and occasionally passengers with deep pockets) up and down Mythras’ western coast.

The FROSTY MOUNTAINS

Tall, jagged, crowned with ice during most of the year, the Frosty Mountains are harsher and less mineral-rich than the Erinthor range to the south. For this reason they are less beloved of the dwarves, who maintain only a few small mines and settlements upon and beneath their slopes. The elves from the forest to the north (who call the mountains “Ylla lagorunei,” the Ice-Crowned Ones) also rarely visit here, though their rangers come to practice tracking and archery in the challenging conditions of the windswept slopes. The rest of the range is wilderness, inhabited by trollkin, yetis, frost drakes, and other fell beasts, as well as a few tribes of hardy human wildlings. The mountains’ lower slopes are not particularly cold, however, and caravan masters tell tales of breathtaking gorges and cascading falls, secluded valleys and high meadows; in recent years a few daring bands of Valorian settlers have gone to try their luck establishing communities there. Tales are also told of ruins seen high on the slopes, signs

of ancient inhabitants of unknown race, and even beacons or watch fires upon the distant ridges.

WOODS of the GOLDEN SYLPH

North of the Frosty Mountains the land falls away into a vast wooded valley, surprisingly warm, where the constant mists and fogs seem to draw a protective veil over the countryside. Here the trees grow tall and lush, magnificent oaks, beeches, birches and rowans interspersed with massive evergreens of many kinds. Here and there an open meadow gathers the sun, and flowers of a thousand hues rise into its light, tended by bees and butterflies. This is the Woods of the Golden Sylph, home of the eldest and most powerful elven communities in Mythras. It is generally a peaceful place; the elves' masterful archers and rangers guard the forest's borders with keen eyes, and their spellcasters weave protective magics around root, bole and branch, creating a vast sanctuary for their people and the plants and forest creatures that they love. Under the shining leaves of the canopy--and often high in the trees themselves--the elven cities blend seamlessly with the surrounding foliage, crafted in part from the living wood itself. The capital city, Triezuthiel, is hidden deep in the center of the valley.

The wood gets its name from a protective spirit that has watched over the forest and the elves from time immemorial; ageless, enigmatic, and possessed of unearthly wisdom and beauty, she shows herself only rarely even to the elves' most devout druids. No Valorian has ever seen her, and many believe she is but a legend.

During the dark times after the fall of Valor, a few human refugees were welcomed among the elves of the forest. Since that time the two races have maintained friendly relations. The elves trade regularly with Valorian caravans (exchanging herbs and plant-based textiles, finely crafted wooden items such as musical instruments, and medicines and potions, for the goods of the city) and occasionally some of them venture south to visit or even take up residence in the city. Non-elven

explorers who wish to wander the forest beyond the caravan route are generally discouraged, and may be forcibly expelled, though this depends in large part on how respectfully they treat the wooded landscape.

DUNWALL

Between the eastern arms of the Erinthor Mountains (to the south) and the Frosty Mountains (to the north) is the broad fertile plain of Dunwall, a green and rolling land that extends from the Dunbole Forest all the way to the Eastern Ocean. Here are found the finest horses in Mythras (and much other livestock of the highest quality) tended by free-spirited and independent peoples.

The chief community of Dunwall is *Bier*, a fortified city that slowly grew up on the site of a caravan trading post. It is unique in being from its inception a joint community of dwarves and humans with a long tradition of working together for mutual defense. (In days of yore tribes of mammoth-riding ogres terrorized all the smaller folk of the plains, but they were gradually defeated and driven out of the lands controlled by the human-dwarf alliance.) Now Bier is the origin of a regular flow of caravan trade to Valoria, shipping fine horses, cured meats, grains and brewed beverages to its ally on the Golden Lake. (The "ales of Bier" are justly famous.) Elsewhere in the grassland hamlets of humans or dwarves can be found, mostly farmers and semi-nomadic herders, but none has grown to a similar stature.

At the western edge of Dunwall, dividing it from the Ethreg Midlands, is the *Dunbole Forest*, also called the Evergreening. Dunwallers visit it regularly to cut timber for building, but the plains people tend to be superstitious about venturing far beneath the trees. A few villages of halflings do call the forest home. Elves, too, live here, mostly among the stands of silver birches they call the Woods of the Moon where the Dunbole creeps onto the northeast slopes of the Erinthors. The woodland is also full of wild game and an unusual number of dire animals, in particular huge boars, badgers, and weasels.

The *Dying River* divides Dunwall from west to east. Flowing from the outskirts of the forest, it nourishes the lush land of the central plains before eventually vanishing into the parched soil of the small but perilous desert known as the *Dust-Dells*, where the grass dies away and the wind stirs constant eddies of grit into wavering figures like the ghosts of lost souls. Southward and westward the climate is wetter, with several smaller rivers running from the slopes of the Erinthors to terminate in lakes and sloughs where the plains-folk fish and water their herds.

The coastal *Forest of Ardem* is home to a boisterous population of elves, more earthy and welcoming than their elder kin north of the Frosty range; they have been known to ride horses and even to take to the sea, using the tall pines of their woodland for masts. Ardemi elves are occasional visitors to Valoria, often in the role of travelling bards.

