

OFFICIAL

Advanced Dungeons & Dragons[®]

COMPUTER PRODUCT

EYE OF THE BEHOLDER

RULE BOOK

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Should you have a defective disk, please return the disk only (keep all other parts of the game) to our Customer Support Department, along with a note describing the problem you have encountered. A replacement disk will be provided upon our receipt of the defective disk.

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Always make sure to include your name, address, and daytime telephone number with any correspondence. We will do our best to see that any problems are corrected as soon as possible.

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THE MEETING

Piergeiron, the chief Lord of Waterdeep, has called the party to a meeting and gives you the following letter:

Piergeiron,

I have investigated your concerns, my friend, and I am afraid the news is not good. More than that, it is maddening and frustrating. The signs of evil are clear, as you know, and growing. Before I left I heard rumors of assassins in the city, by Tyr. In Waterdeep! I am not sure what to believe anymore.

I have visited both Amn and Calimshan, these cities have given us trouble in the past. I suspected that our problems now might be their doing, but I find no evidence of it. My informants seem clear on this point at least. None have even heard of our elusive Xanathar. No, these traces of evil are not from outside Waterdeep, but from within...or perhaps below? My magics did detect the evil, but not its source. All of our attempts to find its cause have been for naught. The only thing we have "learned" is that the name Xanathar recurs with grave persistence. Where have we NOT looked, Paladinson my friend? Where is it the City Watch never patrol? Where would YOU hide from the Watch and the Lords of Waterdeep without leaving the area of the city? I can only think that we are overlooking something under our very noses.

I will return to the Council soon, my investigations here are clearly fruitless. But do not wait for me — hire adventures as the others have suggested. They may not have our biases. Perhaps a new outlook will help.

Your trusted friend,

Khelben

THE COMMISSION

"The sewers" Piergeiron says. "I would hide in the sewers. And that is where I think you should start." He hands you an official document with the seal of Waterdeep prominently displayed.

Commission and Letter of Marque

This document is a binding commission of service to the Lords and sovereign city of Waterdeep. The bearers of this document are agents of the Lords of Waterdeep and are granted full rights of passage beneath the city of Waterdeep. Any who would dare interfere risk the full penalty of our wrath.

Information has been presented to us that there is a plot afoot in our city. Evidence points to the sewers that run beneath Waterdeep. We have no information about the exact nature of the threat, but we feel the urgency is grave. We commission you to find the nature of the danger, and to destroy it if you are able.

You are granted full rights of marque. All treasures, artifacts, or other valuables are yours by right of conquest.

This writ is made legal and binding by our mark on this fifth day of Marpenoth in the year of Shadows.



INTRODUCTION

The Eye of the Beholder World

EYE OF THE BEHOLDER is an all 3-D, Legend Series computer role-playing adventure based on the popular ADVANCED DUNGEONS & DRAGONS® 2nd Edition game rules and an original story created for this game. The action takes place in the sewers and catacombs beneath the City of Waterdeep in TSR's FORGOTTEN REALMS® game world.

Everything in EYE OF THE BEHOLDER is from your point of view. Watch the walls pass by as you move through the sewers beneath the ancient city of Waterdeep. Pick up items by grabbing them. Open doors with keys or by pressing buttons or pulling release levers. See monsters draw nearer to you and close for battle. Attack by using the weapons your characters have in their hands, or cast spells by using your clerics' or paladins' holy symbols and your mages' spell book icons. Those in the front of the party may attack with weapons such as swords and maces, while characters in the rear ranks may attack with spells or ranged weapons such as bows.

A key to playing EYE OF THE BEHOLDER is understanding the difference between **Take**, **Use**, and **Select**. Taking involves actions such as picking up or dropping items. Using involves actions such as attacking monsters with weapons, or indicating that a cleric or mage wishes to cast a spell. *You can only Use items from the main Adventure Screen.* Selecting involves choosing buttons such as spell Level Buttons or the Camp Button, or choosing from lists such as picking spells to cast or memorize. Exactly how to Take, Use, or Select items and options with your mouse or keyboard (some systems only) is described in the Data Card for your computer.

What Comes With this Game?

You should have the following items in your game box:

- Rule Book
- Data Card
- Sewer Map Poster
- Disks

This Rule Book explains how to play the game, the effect of magic spells, and so on. The **Actions** section beginning on page 15 explains specifically how to perform a number of activities in the game.

The Data Card contains information on how to load the game and play it on your specific computer. It also explains how to get right into the game with the pre-built party.

The Sewer Map Poster gives you an idea what the first three levels of the dungeon look like. Remember: These maps are somewhat out of date or incomplete.

Copy Protection

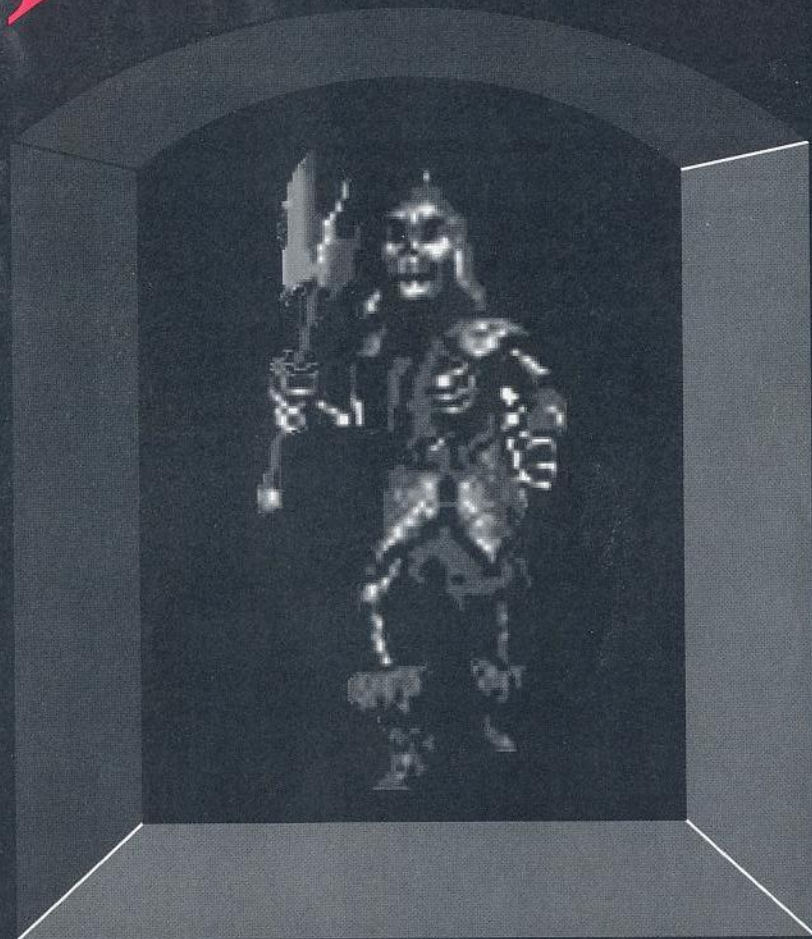
There is no physical copy protection on your EYE OF THE BEHOLDER disks, so please make copies and put the originals away for safe-keeping.

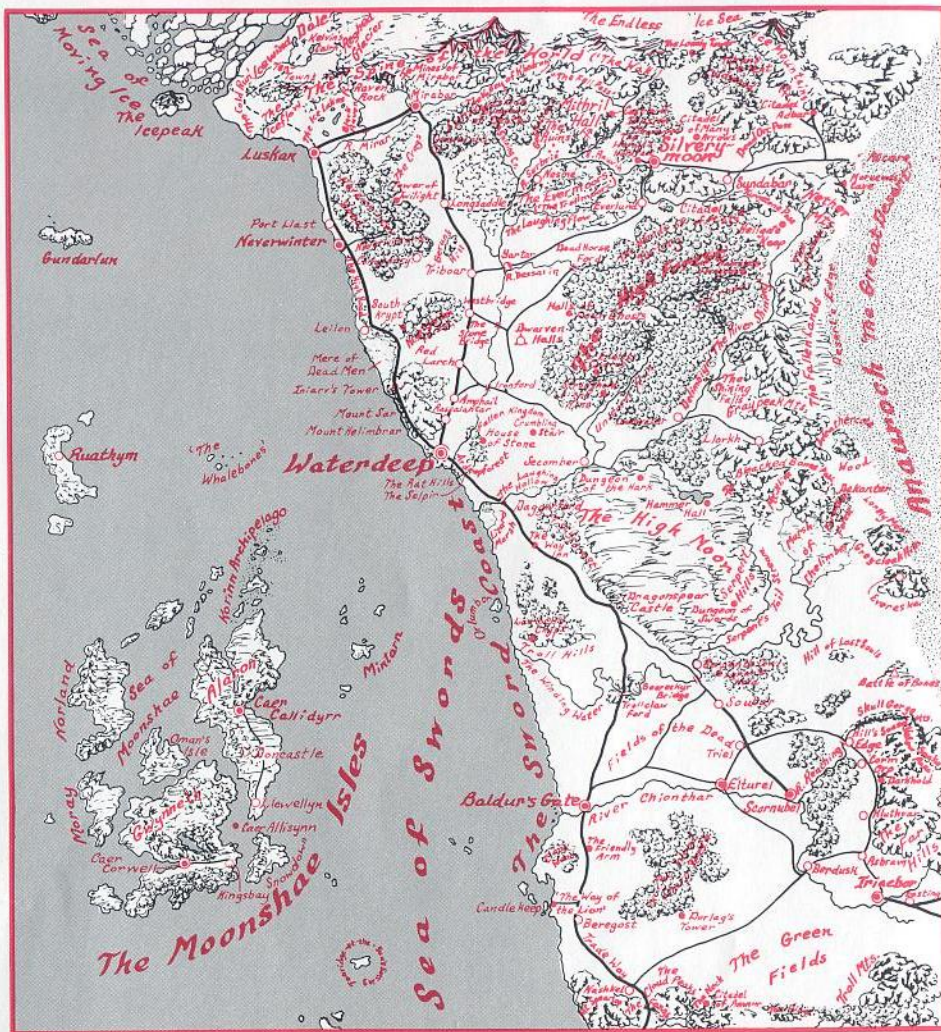
To assure that you have a legitimate copy of the game there will be a verification question whenever you begin playing the game. A picture will be displayed on the screen. You must find the matching illustration in the upper right-hand corner of the Rule Book, and answer a question from that page.

Getting Started Quickly

A saved game containing a pre-built party comes with your game. To get right into the game load this saved game following the instructions on your Data Card.

R GAME RULES S





THE AREA AROUND WATERDEEP

- City, Village
- Important Site
- ⚡ Mine, Dwarf City
- ⚡ Ruin
- Roads, Fords, Bridges
- Streams, Lakes
- ▨ Woodland
- ▨ Marsh

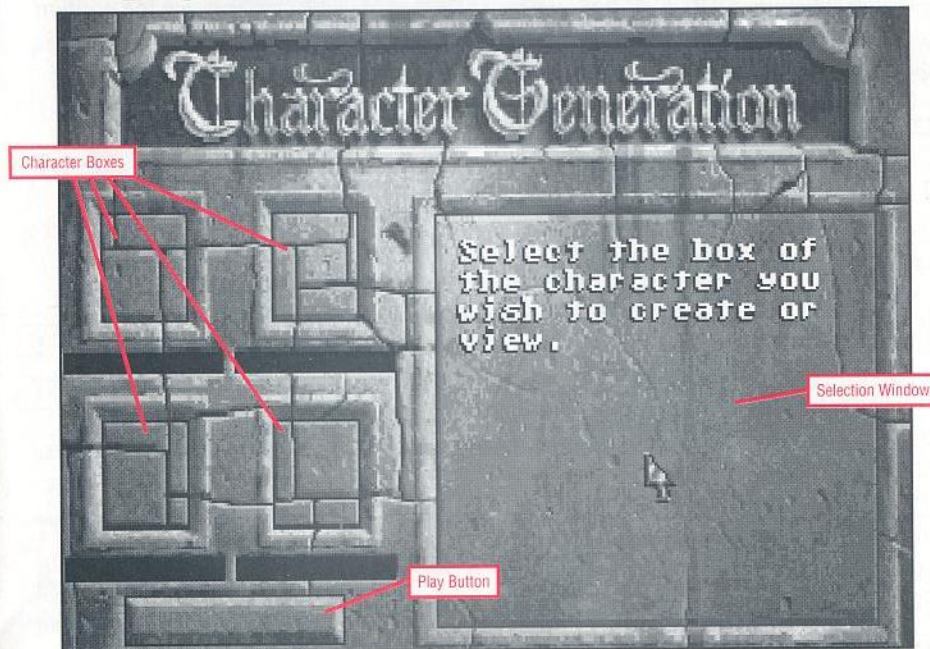
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BUILDING A PARTY

CHARACTER GENERATION SCREEN



You must generate four characters to have a complete party. A good mix of races and classes is essential to completing the adventure. Warrior classes such as fighters, paladins, and rangers are needed to deal with the many horrors that block your path. Clerics and mages support the quest with their magical abilities. Clerics have powerful healing and protective spells, while mages attack with mystic force. Thieves are handy when progress is barred by a locked gate for which the party has no key. Read the **Characters** section on page 19 for more information on selecting members of your party.

Generating Characters

To make a character Select one of the four Character Boxes. After you have chosen a box, Select the new character's race and gender, class, alignment, and portrait. Generally you can change your last choice by selecting the Back Button on the bottom right of the screen.

Race

There are six races, or species to choose from:

- Human
- Elf
- Half-Elf
- Dwarf
- Gnome
- Halfling

Each race has unique advantages and characteristics. Different races are eligible for different classes and each has unique modifiers to attributes such as strength or wisdom. For more information see the **Races** section on page 19.

Class

Classes are occupations. Some races have the option of having more than one class simultaneously, but there are six basic options:

- Fighter
- Ranger
- Paladin
- Mage
- Cleric
- Thief

A variety of classes is needed in a party to get all of the skills needed for the adventure. Paladins will not join parties with evil characters. If you already have an evil party member you cannot generate a paladin. For more information see the **Classes** section on page 23.

Alignment

Alignment is the philosophy by which a character lives and deals with the world. There are nine possible alignments, although a character's class may limit the selection. Paladins, for example, can only be Lawful Good. The choices are:

- Lawful Good
- Lawful Neutral
- Lawful Evil
- Neutral Good
- True Neutral
- Neutral Evil
- Chaotic Good
- Chaotic Neutral
- Chaotic Evil

Evil characters cannot join parties with paladins. If you already have a paladin you cannot generate an evil character. For more information see the **Alignment** section on page 25.

Portrait

You must Select the picture, or Character Portrait, that represents the character in the game. During the game the position of the portrait on the screen indicates if a character is in the front or rear ranks of the party. Select the portrait to examine characters' Equipment Screens.

Select the arrows to display sets of portraits, and then Select your character's Portrait.

Ability Scores

Ability scores are generated for the character after you Select the Character Portrait. These are a summary of the character's natural abilities and faculties. Each character has the following scores:

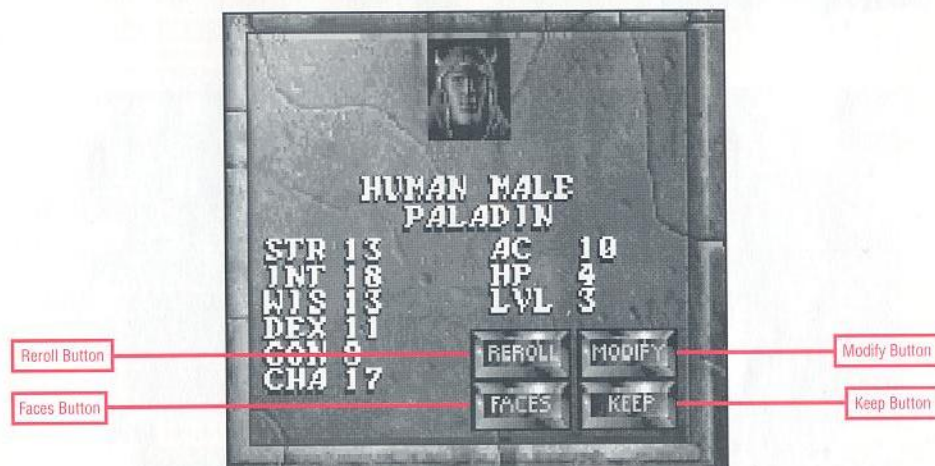
- Strength
- Intelligence
- Wisdom
- Dexterity
- Constitution
- Charisma

These scores can be modified or generated again after you Select a portrait for the character. For more information see the **Ability Scores** section beginning on page 25. After attribute scores are generated options to keep or modify your character are displayed.

Reroll Generates a new set of ability scores for the character.

Modify Allows you to selectively change the character's ability scores and hit points, to match a favorite AD&D® game character for example. After selecting **Modify**, Select the score to change, and then Select the Plus or Minus button to alter the score. Select the **OK** Button when you are finished.

KEEP/MODIFY CHARACTER SCREEN



Faces Returns to the portrait selection option.

Keep Accepts the character into the party.

Name your character after selecting **Keep** and the new character will join the adventuring party.

When the Party is Complete

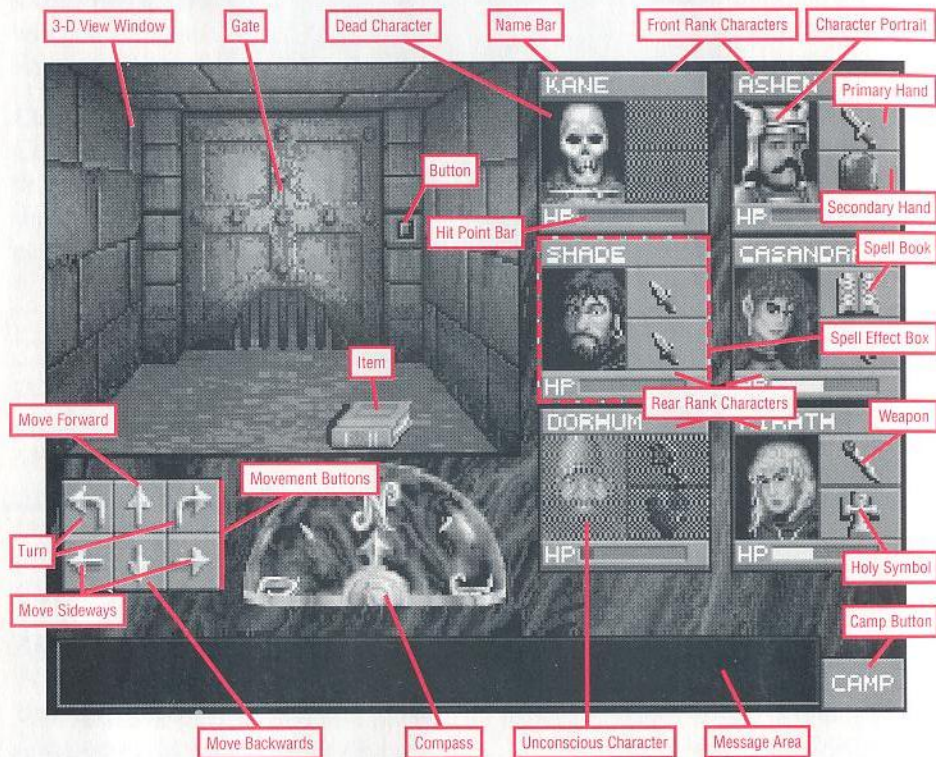
When you have generated four characters that you are happy with select the **Play** Button below the Character Portraits to begin the game.

Characters that Join the Party (NPCs)

In addition to the four regular characters, up to two more non-player characters (NPCs) may join the party at a time. As you adventure these characters may ask to join your characters. If you accept, they join and act as any other characters under your control. Occasionally NPCs offer advice or give you information. NPCs may leave your party or you may drop them at any time.

HOW TO PLAY EYE OF THE BEHOLDER

ADVENTURE SCREEN



3-D View Window This is your window to the world. Here you can see the area around your party, items lying in the dungeon, and attacking monsters.

Gate Gates occasionally block your path. Each gate may be different. For example, some you can open simply by pulling a lever or pressing a button, others may require a key or lockpick.

Button Buttons and levers can be found on the walls near some gates.

Item Treasure, food, weapons, and other items can be found throughout the dungeon.

Movement Buttons These move and turn the party.

Compass This indicates the party's heading. Use the compass to maintain your orientation and to map the lower levels. The compass is replaced by the Spell Menu when characters cast spells.

Front Rank Characters These two characters are the only ones that can attack with melee weapons (swords, maces, etc.) or certain short range spells.

Rear Rank Characters These characters are away from the front line risks and can only attack monsters with ranged weapons (bows, darts, etc.) and spells. Rear rank characters can only be hit by monsters' melee attacks if the creatures are attacking from the sides or rear of the party.

Character Portrait Select this to choose a character or view his equipment. If the Character Portrait is grayed, the character is unconscious. If it is replaced by a skull, the character is dead.

Spell Effect Box A colored line around a character shows that the character is affected by a spell. A dashed line shows that the character is affected by two types of spells. The color of the indicator describes the type of spell. See your Data Card for a description of the colors on your computer.

Name Bar Use this to exchange positions of party members. Use one Name Bar and then another. The two party members will trade places.

Primary Hand Generally a character carries a weapon in his primary hand. The character can hold anything in his Primary Hand that he can hold in his Secondary Hand. Use in-hand weapons to attack monsters.

Secondary Hand Generally a character carries a shield, secondary weapon, spell book, holy symbol, or miscellaneous item

in his secondary hand. Only fighters, paladins and rangers can use a secondary weapon and even they suffer a penalty in combat. Use spell book icons or holy symbols to cast spells.

Weapon Use in-hand weapons to attack monsters. This is identical for both melee and ranged weapons.

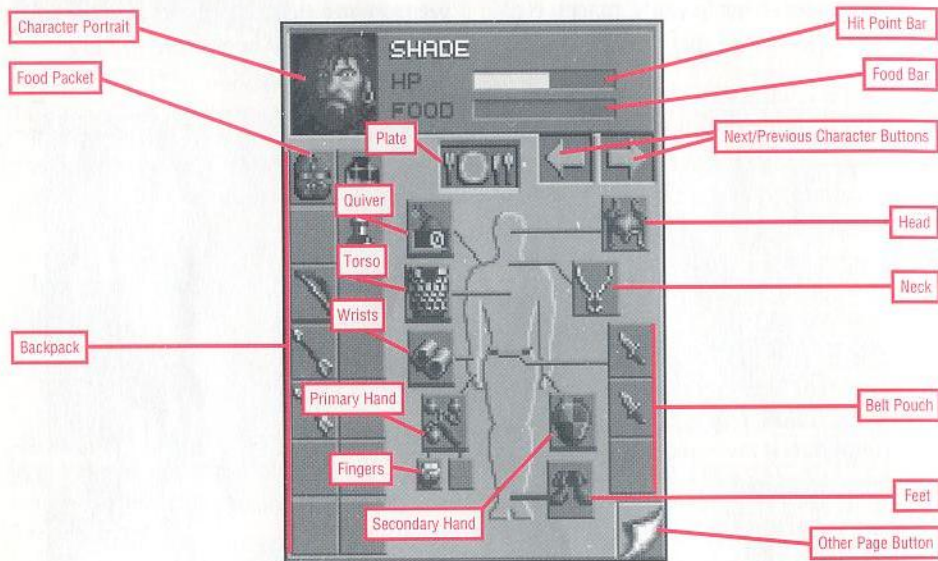
Spell Book Use this icon to cast memorized mage spells. When you Use a spell book the compass is replaced by the Spell Menu. When the menu is displayed Select a Level Button and then the spell.

Holy Symbol Use this to cast cleric spells. To cast cleric spells Use a holy symbol and the compass is replaced by the Spell Menu. When the menu is displayed Select a level button and then a spell. Paladins invoke their natural healing ability as they would a cleric spell.

Hit Point Bar This displays the character's current condition. Color changes indicate the character's status. See your Data Card for a description of colors on your computer. To display hit points as a numeric value Select Bar Graphs ON/OFF from the Preferences Menu under the Camp options.

Camp Button Select this to rest the party, memorize spells, and heal the party. The camp menu also allows you to save the current game, quit, or make adjustments to game sounds and so on. See the Camp section on page 13 for more information.

EQUIPMENT SCREEN



Character Portrait Select this to return to the Adventure Screen.

Hit Point Bar Displays the character's current condition.

Food Bar When a character has run out of food he loses 1 HP per 24 hours and cannot memorize or pray for spells. See Eating in the **Actions** section.

Food Packet Food can be found in the dungeon.

Plate Take food and Select it on the plate to have a character eat.

Next/Previous Character Buttons Select these to view other characters' equipment.

Backpack Items carried in the character's backpack are shown here.

Quiver Indicates any arrows the character has. Select arrows over the quiver to fill it.

Body Parts (Torso, Wrists, Fingers, Head, Neck and Feet) Place items to be worn on the appropriate box. For example, rings are placed on Fingers, armor on the Torso, etc.

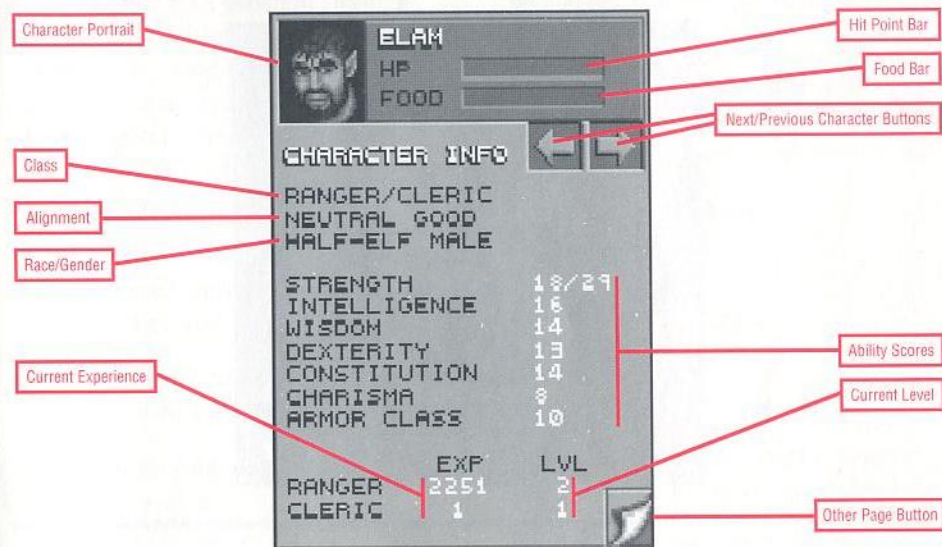
Primary Hand Shows what the character has in his primary or 'weapon' hand.

Secondary Hand Shows what the character has in his secondary hand.

Belt Pouch Up to three items can be carried in the character's belt pouch. If the character keeps spare throwing-type weapons in the pouch, replacements are automatically transferred to the character's hand as weapons are spent in combat.

Other Page Button Select this to see the Character Screen.

CHARACTER SCREEN



Character Portrait Select this to return to the Adventure Screen.

Hit Point Bar Displays the character's current condition.

Food Bar Indicates if the character has enough food.

Next/Previous Character Buttons Select these to view other characters' equipment.

Class This is the character's occupation (or occupations if the character is multi-classed).

Alignment Describes the character's ethics and how he interacts with the world.

Ability Scores Represent the character's natural abilities and strengths.

Current Experience Represents how much the character has learned throughout the adventure. When the character gains sufficient experience, his level increases.

Current Level How far the character has advanced in his class.

Other Page Button Select this to return to the Equipment Screen.

CAMP SCREEN



Rest Party Select to have the party rest, heal, and memorize spells. When you choose this option, you will be asked if you want to have healers cure the party. If you Select the Yes Button characters with cure spells automatically cast them on wounded characters and rememorize those spells, and any others chosen, while the party is resting. Unless you choose new spells, characters will rememorize the same spells as before. The amount of time the party rests is based on the highest number and level of spells being memorized or prayed for. A party's rest may be interrupted by wandering monsters.

Characters who have a blank Food Bar cannot regain spells until they eat.

Memorize Spells Select to choose or examine the set of spells the mage will learn when he rests. The Spells Available menu will appear when you Select this option. Select spells to memorize. The numbers to the right of the spell names are the number of each type of spell the character will have when he finishes resting. Highlighted numbers are unmemorized spells. Select the Clear Button to blank any unmemorized spell choices or a Level Button to choose spells of another level. Select the Exit Button to end choices for that character.

Pray for Spells Select to choose or examine the set of spells the character will learn when he rests. The Spells Available menu will appear when you Select this option. Select spells to memorize. The numbers to the right of the spell names

are the number of each type of spell the character will have when he finishes resting. Highlighted numbers are unmemorized spells. Select the Clear Button to blank any unmemorized spell choices or a Level Button to choose spells of another level. Select the Exit Button to end choices for that character.

Scribe Scrolls Transfers spells from a scroll to a spell book. After Selecting Scribe a list of spells on scrolls is displayed.

Preferences Select to control game functions such as sounds and display.

Preferences Menu

Tunes are ON/OFF

Sounds are ON/OFF

Bar Graphs are ON/OFF

Mouse is ON/OFF

- Tunes This turns background music on and off.
- Sounds This turns sound effects on and off.
- Bar Graphs This changes between displaying hit points as a bar graph or numeric value.

• Mouse This turns the mouse interface on and off. This may not be available on all systems.

Game Options Select to display a menu with options for saving the current game or loading a previously saved one.

Game Options Menu

Load Game

Save Game

Drop NPC

Quit Game

- Load Game retrieves the stored game.
- Save Game stores the current game to disk. Saving regularly is a good idea.
- Drop NPC allows you to order an NPC (a Non-Player Character who has joined the party during the adventure) to leave the party.
- Quit Game exits EYE OF THE BEHOLDER.

Exit Select to leave the Camp Menu.

ACTIONS

The following section describes how to perform most actions in the game. The basic parts of each action are the Take, Use, and Select functions. These are described for each computer in the Data Card. The Data Card may also have keyboard commands for actions (not available on all systems).

"In-hand" refers to items in either the primary or secondary hand. You can only Use items from the Adventure Screen.

Attack Monster To attack monsters Use a character's in-hand weapons. Only the front rank characters can attack with melee weapons (swords, maces, etc.), and the monster must be visible in the 3-D Window. Characters in the rear ranks can attack with ranged weapons (bows, darts, etc.). After you have attacked with a weapon it is grayed until it is ready again.

Camp Select the Camp Button on the bottom right side of the screen. Camp gives you options to save the game, turn sounds on and off, have spell-casters memorize spells, and more.

Cast Cleric Spell Use the character's in-hand holy symbol. The holy symbol can be in the character's secondary hand. Select the spell Level Button from the Spell Menu and then the spell to cast. Select target characters for any spell that affects members of the party. Attack spells can only be launched at monsters that are visible in the 3-D Window.

Cast Magic User Spell Use the character's in-hand spell book icon. The spell book can be in the mage's secondary hand. Select the spell Level Button from the Spell Menu and then the spell to cast. Select target characters for any spell that affects members of the party. Attack spells can only be launched at monsters that are visible in the 3-D Window.

Cast a Cleric Scroll Spell Use an in-hand scroll. The scroll is consumed when the spell is released, and lost forever.

Cast a Mage Scroll Spell Use an in-hand scroll. The scroll is consumed when the spell is released, and lost forever.

Change Order of Characters To change the order of the party Use the Name Bar of one character from the Adventure Screen and then the Name Bar of a second. The two will trade places.

Drink a Potion Use an in-hand potion.

Drop an Item Select an item, carry it to the 3-D window and Select it again below the center line of the window to drop the object. To throw an item Select it above the 3-D window center line.

Eat Go to the Equipment Screen, Take food and Select it over the character's Plate.

Examine Character's Equipment Select a Character Portrait from the Adventure Screen.

Examine Character Information Select a Character Portrait from the Adventure Screen, then Select the Next Page Button.

Examine Part of the Dungeon Move the cursor over an item, such as a dagger or body, or a dungeon feature, such as writings or drains on walls and Select it. Information about the selected item or feature is displayed in the Message Area below the 3-D window.

Fire a Ranged Weapon (Bow or Sling) Place the weapon in the character's primary hand and place ammunition in the secondary hand. To get an arrow Select a filled quiver, and then Select again over the hand. As you fire the weapon, replacement ammo will be automatically transferred from either the quiver (bows) or belt pouch (sling stones) if it is available.

Fire a Ranged Weapon (Dagger or Dart) Use any in-hand dagger or dart. Replacements are automatically drawn from the character's belt pouch if they are available.

Force Open a Gate Select the bottom of a partially open gate to attempt to force it open. The strongest character automatically makes the attempt.

Give an Item To have a character move an item from his Equipment Screen to another, Take the item, Select the Next or Previous Button until you reach the recipient and Select the item again over the appropriate box.

Manipulate Dungeon Features Move the cursor over a dungeon feature, such as a lever, button, or a chain and Select it.

Memorize Cleric Spells Look under the Spells option in the Camp section. Characters cannot pray for new spells if they are starving.

Memorize Mage Spells Look under the Spells option in the Camp section. Characters cannot memorize new spells if they are starving.

Move in Dungeon Select the Movement arrows or the keyboard commands described in your Data Card.

Open a Gate Gates throughout the sewers are not all opened in the same fashion. Some gates are opened by release levers or buttons. To open these place the cursor over the release and Select it. If the door is locked, you need to Select a key over the lock or a thief may Select a lockpick over the lock.

Paladin Heal Use an in-hand holy symbol, Select the Lay on Hands "spell" from the spell menu, then Select the target character.

Pick a Lock To pick a lock Take the thief's lockpick and Select it over the lock. The thief character will automatically attempt to disarm any traps he finds in the lock.

Scribe Scroll Spells into Spell Book Select the Camp Button, then the Spells option, then Scribe Scrolls. A menu of all available spells is displayed.

Take an Item Move the cursor over the item and Take it. To place it in a backpack or belt pouch, or to wear it, carry the item over the Character Portrait and Select the portrait to get the Equipment Screen and Select the item over its destination.



Throw an Item Select an item, carry it to the 3-D window and Select it again above the center line of the window to throw the object. To drop an item Select it below the 3-D window center line. This type of throwing is not the same as "throwing" a dart or dagger, which is described under Fire a Ranged Weapon.

Turn Undead Paladins of third-level or higher and all clerics automatically attempt to turn any visible undead. Undead approaching the party from the back or sides are unaffected until the adventurers turn to face them.

Unlock a Gate To unlock a gate Take a key and Select it over the lock.

Wear an Item To wear an item such as armor, a helmet, or a ring, Take the item and place it in the appropriate box on the Equipment Screen. To get to the Equipment Screen from the Adventure Screen carry the item over the Character Portrait and Select the picture.

R PLAYER REFERENCE



CHARACTERS

Your adventuring party is made up of up to four characters, each with his or her own unique strengths and weaknesses. Every character has a race, class, and set of attribute scores. Race is the character's species and there are six races to choose from: dwarf, elf, gnome, half-elf, halfling, and human. Class is the character's occupation. Some races are allowed to have more than one class simultaneously, these are called multi-class characters. The basic choices of class are: cleric, fighter, mage, paladin, thief or multi-class. Attribute scores define the character's physical and mental prowess, and they are: strength, dexterity, intelligence, wisdom, and charisma.

Races

Dwarves are a short, heavily built demi-human race. They stand between 4 and 4 ½ feet tall, but generally weigh more than 150 pounds due to their heavily muscled build. Dwarves live from 350 to 450 years. They are famous for their skill in all manner of crafts, from metalworking to stone masonry. Dwarven weapons command high prices in markets around the world, and pieces of their fine jewelry are literally part of every king's ransom. In addition to intricate workmanship, dwarves are known for tremendous courage and tenacity that borders on the fanatic.

Dwarves are by nature non-magical, and have innate resistances to spells as well as many poisons.

- Ability Score Modifiers: Constitution +1, Charisma -1
- Allowable Classes: Cleric, Fighter, Thief, Fighter/Cleric, Fighter/Thief
- Level Restrictions: Cleric 10th-level

Elves are slimmer and somewhat shorter than the average human and are easily distinguished by their fine features and pointed ears. They often live more than 1,200 years. Elves do not like the confines of civilization. They delight in natural beauty, singing, and carefree playing. To outsiders, elves often appear to be haughty and cold, although they are known to be fiercely loyal to friends.

Elves of all classes are taught archery from a very young age, and they receive a +1 bonus with any type of bow, and long or short swords. Elves are highly resistant to any type of Sleep or Charm spell.

- Ability Score Modifiers: Dexterity +1, Constitution -1
- Allowable Classes: Cleric, Fighter, Mage, Ranger, Thief, Fighter/Mage, Fighter/Thief, Mage/Thief, Fighter/Mage/Thief
- Level Restrictions: None

Gnomes are distant kin of the dwarves, although the latter are loathe to admit the relation. Gnomes typically live to be

around 600 years old. Where dwarves are taciturn and hard working, the gnomes are more carefree and lively. Never turn your back on a gnome, however — they are diabolical and enthusiastic practical jokers.

Gnomes are fairly magic-resistant, and gain a +1 combat bonus against kobolds.

- Ability Score Modifiers: Intelligence +1, Wisdom -1
- Allowable Classes: Cleric, Fighter, Thief, Cleric/Thief, Fighter/Cleric, Fighter/Thief
- Level Restrictions: Cleric ninth-level

Half-elves inherit several advantages from their mixed parentage. They resemble their elvish parents in facial appearance, but half-elves are taller and heavier than most elves, approaching human norms. While not as long-lived as true elves, they live, on average, about 250 years. For the most part, half-elves can travel and mingle in both elvish and human company, although rarely are they truly accepted in either.

Half-elves have the greatest selection of class combinations of any of the races. They inherit an innate resistance to Sleep and Charm spells, but to a lesser extent than full-blooded elves.

- Ability Score Modifiers: None
- Allowable Classes: Cleric, Fighter, Mage, Ranger, Thief, Fighter/Cleric, Fighter/Thief, Fighter/Mage, Cleric/Ranger, Cleric/Mage, Thief/Mage, Fighter/Mage/Cleric, Fighter/Mage/Thief
- Level Restrictions: None

Halflings are a diminutive people famous for their congeniality and love of comfort. Their facial features are round and broad and they typically have curly hair. Halflings are fairly short, a little shorter than dwarves, and quite plump. They are sturdy, industrious, and generally quiet and peaceful. Their burrow homes are well furnished, and their larders are always well stocked. Halflings are well liked by nearly all other races. Gnomes especially like the halflings, whom they feel are kindred spirits.

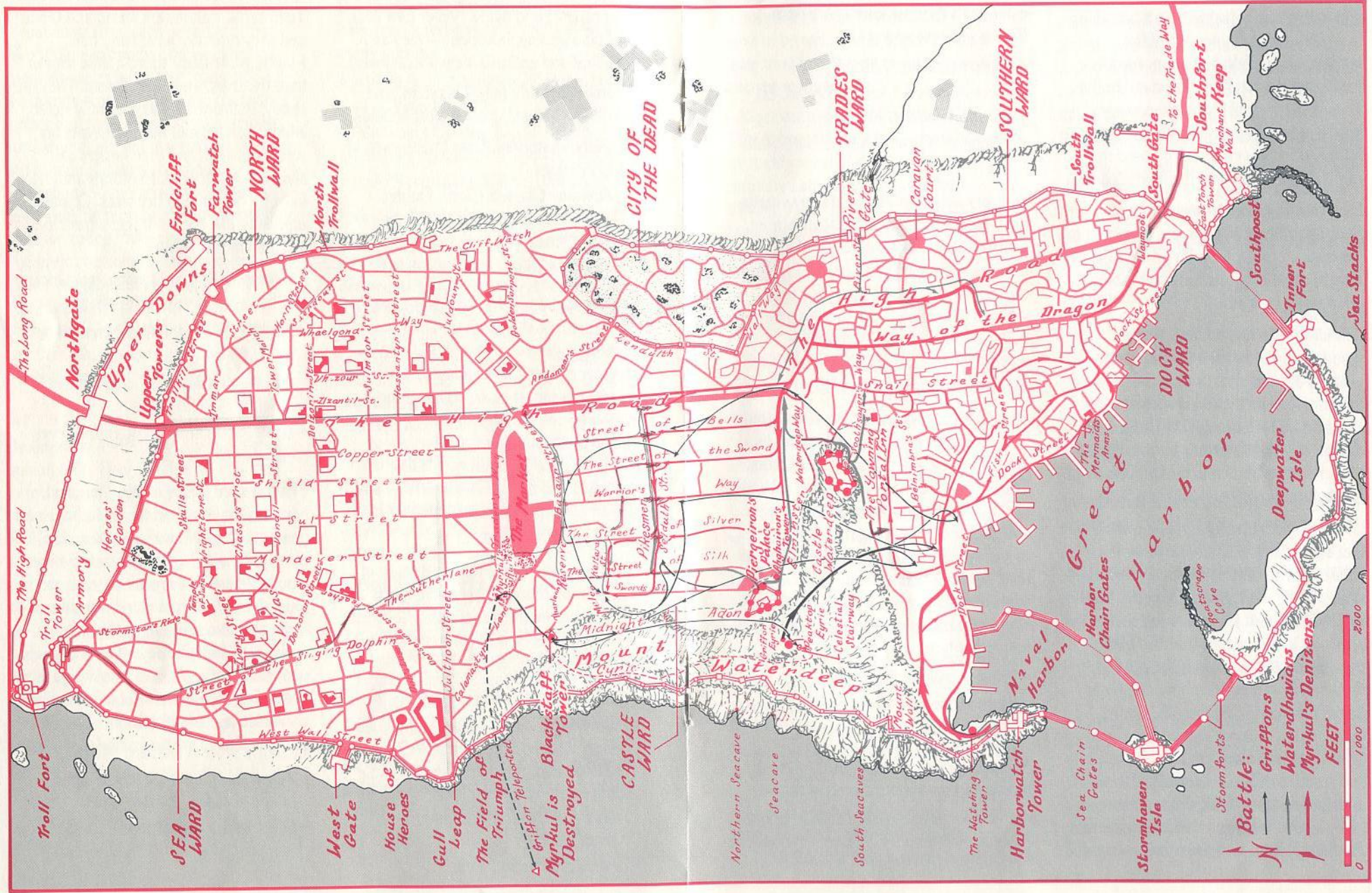
Halflings have innate magic resistance and have a +1 bonus with slings.

- Ability Score Modifiers: Strength-1, Dexterity +1
- Allowable Classes: Cleric, Fighter, Thief, Fighter/Thief
- Level Restriction: Cleric eighth-level, Fighter ninth-level.

Humans are the most adaptable and, hence, most prevalent race. Humans vary more than any other race in size, skin color, and hair color. Typically they live around 70 years. Human societies are more diversified than any of the other races, and also more aggressive and acquisitive. Where the longer-lived races wait patiently and take a long-range view of the world, humans tend to muster their efforts for immediate gain.

- Ability Score Modifiers: None
- Allowable Classes: Cleric, Fighter, Mage, Paladin, Ranger, Thief
- Level Restrictions: None

THE CITY OF WATERDEEP



Classes

Each class has its own unique strengths, and each offers valuable talents and skills to a party. Fighter-types — fighters, rangers, and paladins — are needed to battle past the creatures that stand in the way of victory and glory. Thieves are very handy when the party runs across traps. Mages offer powerful spells, and clerics can both fight and heal the wounded.

Each class has one or more prime requisites, or ability scores that are important to the class. A character with prime requisite score(s) of 16 or greater advances somewhat faster in levels.

Clerics are warrior priests, men and women who carry their faith in their weapon-arms as well as their hearts. Cleric training includes the use of divine magic and a limited selection of weapons. They can use any type of armor, but their selection of arms is limited to blunt, impact-type weapons such as maces and flails.

Cleric magic differs from mage spells in that cleric magic is of divine origin. Clerics do not carry tomes of spells and rituals. They receive power directly from the gods and cast spells through their holy symbols. While mages study and pour over their spells to imprint the rituals in their minds, clerics enter a meditative trance where they are receptive to the divine magic. Clerics also have powers against undead monsters such as skeletons and zombies. Clerics automatically attempt to turn undead, driving them away, or possibly even destroying them. As clerics advance in level they gain more

spells and greater power against undead. Clerics with wisdom of 13 or higher gain extra spells (See the **Cleric Wisdom Bonus** table on page 42).

- Prime Requisite: Wisdom
- Races Allowed: Human, Dwarf, Elf, Gnome, Half-Elf, Halfling
- Weapons Allowed: Mace, Flail, Staff, Sling

Fighters are warriors, experts in weapon-skills and battle tactics. Fighter training includes use and maintenance of all manner of weapons and armor. Fighters can use any type of armor or weapon without restriction. Whether for glory or profit, fighters can be found in the thickest parts of battles, where only skill and bravery triumph.

Fighters cannot cast any type of magical spell, nor would they as a rule want to, preferring to rely on a strong sword-arm. They can use any type of magical weapon or armor and magic items such as rings and gauntlets. Fighters gain speed as well as skill when they go up in levels. High level fighter-types including fighters, paladins and rangers, are able to attack more often with melee weapons such as swords than other types of characters.

- Prime Requisite: Strength
- Races Allowed: All
- Weapons Allowed: All

Mages are individuals trained in the arcane and mysterious secrets of magic and spellcasting gestures. Mages tend to be poor fighters, preferring to rely on their intellect and magical abilities. While

warriors and clerics may charge to the fore of a battle, mages tend to hang back and pummel foes with mystic attacks. Mages tend to be reclusive and spend most of their time researching new spells and ancient magical lore.

Mages cannot wear any type of armor. This is because they have no training or aptitude for martial skills, and armor is restrictive and interferes with some spell-casting. Also because of their lack of martial inclination, mages are severely limited in the weapons they can use. Mages become very powerful as they increase in level.

- Prime Requisite: Intelligence
- Races Allowed: Human, Elf, Half-Elf
- Weapons Allowed: Dagger, Staff, Dart

Paladins are elite warriors who battle in the name of Truth and Justice. Lawfulness and good deeds are their meat and drink, and they lead lives of such chaste piety that even clerics stand respectful. Paladins will not join a party that includes evil characters. Like other high level fighter-types, paladins are able to attack more often with melee weapons, such as swords, than other types of characters.

In addition to skill in all types of arms and armor, paladins have several divine magical abilities conferred for their piety. Paladins have extra resistance to magical attacks and poison. Paladins are immune to all disease. Paladins can heal once per day (two hit points per level of advancement). They are always surrounded by a Protection Versus Evil aura that encompasses the entire party. All evil attackers

suffer a small penalty to their attacks if a paladin is in the party.

At third-level, paladins can turn undead as a cleric two levels below their own. At ninth-level, paladins gain the ability to cast certain cleric spells, although they can never use cleric scrolls. Paladins pray for their spells and cast them exactly as clerics.

Paladins can use the following cleric spells: Bless, Cure Light Wounds, Detect Magic, Protection From Evil, Slow Poison.


- Prime Requisites: Strength, Charisma
- Races Allowed: Only Human
- Weapons Allowed: All

Rangers are trained hunters, trackers, and woodsmen. They are taught to live as much by their wits and skills as by their swords and bows. Like fighters, rangers can use any type of weapon or armor, although heavy armor interferes with their special abilities.

When wearing studded leather or lighter armor, rangers can fight with weapons in both hands without any penalties. Like other high level fighter-types, rangers are able to attack more often with melee weapons, such as swords, than other types of characters.

- Prime Requisites: Strength, Dexterity, Wisdom
- Races Allowed: Human, Elf, Half-Elf
- Weapons Allowed: All

Thieves are hard to classify as a group. Some are malcontents, who prey on the unsuspecting. Others are basically good, but are a little wanting in strength of char-



acter. Adventurers long ago learned that a skilled thief in the party increases overall party survival — especially when dealing with trapped locks. As thieves gain levels they become more proficient at picking locks, and avoiding any attached traps.

Because they need to move freely and quietly thieves' abilities are restricted when they wear anything except leather-type armor. Thieves have a greater choice of weapons than clerics or mages, but less than fighter-types.

- Prime Requisites: Dexterity
- Races Allowed: All
- Weapons Allowed: Any

Alignment

Alignment describes a character's outlook and how he deals with life. The possibilities encompass a range of views from believing strongly in society and altruism (Lawful Good) to completely selfish and without any regard for others (Chaotic Evil). Alignment is presented in two parts: the character's world view and personal ethics.

World View

Lawful indicates that the character understands himself to work within the frameworks and rules of a society.

Neutral indicates that the character moves between valuing society and its rules, and the value of the individual.

Chaotic indicates that the character values the individual (himself) above society and others.

Ethics

Good indicates the character tries to act in a moral and upstanding manner.

Neutral indicates the character leans towards "situational ethics," evaluating each set of circumstances.

Evil indicates the character acts either with no regard for others, or in an overtly malignant manner.

Ability Scores

The base for each attribute score is a number between 3 and 18. Racial modifiers are automatically factored into the base number by the computer when any value is shown. The maximum value for scores is 19, except fighters' strength, which may have a percentile value added to indicate exceptional prowess. Higher values always offer greater advantages.

Strength measures physical power, muscle, and stamina. Fighter-type characters (fighters, rangers, and paladins) can have exceptional strengths greater than 18. Exceptional strength is indicated by a percent value (01, 02, 03... 98, 99, 00) following the base strength (for example 18/23). High strength allows characters to fight better. With hand weapons such as swords or maces they hit more often and get damage bonuses. Halflings, even halfling-fighters, cannot have exceptional strengths.

Dexterity measures agility, eye-hand coordination, and reflex speed. Characters with high dexterities have bonuses to armor class, which indicates how difficult they are to hit. Good dexterity also gives bonuses when using missile weapons such

as bows or slings. Dexterity of 16 or higher counters some of the minuses fighters suffer when using weapons in both hands.

Constitution measures fitness, health, and physical toughness. High constitution increases the number of hit points a character gets. Hit points measure how difficult a character is to incapacitate or kill.

Intelligence measures memory, reasoning and learning ability. Intelligence is the prime requisite for mages, where their skill and very survival hinges on learning and using the knowledge of magic.

Wisdom measures a composite of judgment, enlightenment, will power, and intuition. Characters with wisdom of 7 or less are more susceptible to magical spells, while wisdom of 15 or greater lends some resistance. Clerics with wisdom of 13 or greater get extra spells (see the **Cleric Wisdom Bonus** table on page 42.)

Charisma measures personal magnetism, persuasiveness, and ability to assume command. Characters with high charisma are useful as spokespersons when dealing with NPCs you may run across during your adventures.

Other Characteristics

In addition to race, class, and attribute scores, characters have several other characteristics that may change during the game: armor class (AC), hit points, experience points, level and alignment.

Armor Class (AC) measures how difficult a target is to hit and damage — the lower the AC value, the harder the target is to hit. Good AC can indicate different things. A character might be difficult to

hit because he is outfitted with magical armor, while a monster might have the same AC because it is small and fast. AC changes only when characters find and use new armor or shields. High dexterity improves a character's AC.

Hit Points measure how difficult a character or opponent is to incapacitate or kill — higher values are better. Every time an attack gets past armor and defenses, it does damage that is subtracted from the target's hit points. If the target takes too much damage, he will die or become unconscious.

Experience Points (EXP) measure how much a character has accomplished. EXP are earned for killing monsters, finding treasure, and completing parts of the adventure. Having prime requisite scores of 16 or greater increases experience earned by 10%. Characters increase in level when they earn enough EXP. All characters start with some EXP, and these initial points are distributed evenly throughout all of a character's classes if he is multi-class.

Level measures how much a character has advanced in his or her class. Whenever a character has earned enough EXP to advance in level, he gains hit points, combat ability, and resistance to the effects of poisons and magical attacks. Mages, clerics, and high level paladins gain the ability to memorize a greater number of spells and cast new spell levels. Level advancement happens automatically whenever a character has enough EXP. **Level Advancement** tables for all of the classes begin on page 42.

SPELL DESCRIPTION

The following Spell Descriptions contain Range and Duration data. Range and Duration are defined as follows:

Ranges:

- 0=Target must be in same square as caster (can only effect party members).
- Close=Target must be in adjacent square.
- Medium=Target can be two squares away.
- Far=Can hit any visible target.

Durations:

- Instantaneous=Flash or instant effect.
- Short=Effect is very temporary, perhaps as short as a single combat.
- Medium=Effect lasts for some time allowing the party to move and explore a little.
- Long=Effect lasts quite a while.
- Permanent=Effect lasts for the entire game.

First Level Mage Spells

Armor

- Range: 0
- Duration: Special
- Area of Effect: One character

With this spell the mage can surround a character with a magical field that protects as chain mail (AC 6). The spell has no effect on characters who already have AC 6 or greater and it does not have a cumulative effect with the Shield spell. The spell lasts until the character suffers 8 points +1 per level of the caster of damage or a Dispel Magic is cast.

Burning Hands

- Range: Close
- Duration: Instantaneous
- Area of Effect: One target

When a mage casts this spell, a jet of searing flame shoots from his fingertips. The damage inflicted by the flame increases as the mage increases in level and gains power. The spell does one to three points of damage plus two points per level of the caster. For example, a 10th level mage would do 21-23 points of damage.

Detect Magic

- Range: 0
- Duration: Short
- Area of Effect: Carried items

This spell allows a mage to determine if any of the items carried by members of the party are magically enchanted. All magic items in the party are indicated for a short period of time.

Magic Missile

- Range: Long
- Duration: Instantaneous
- Area of Effect: One target

The mage creates a bolt of magic force that unerringly strikes one target. If there are two monsters, the missile automatically hits the one on the same side as the caster. Magic Missiles do greater damage as a mage increases in level. Initially, Magic Missile does two to five points of damage, and for every two extra levels the spell does two to five more points. So a first or second-level mage does two to five points of damage, but a third or fourth-level mage does four to ten, and so on.

Shield

- Range: 0
- Duration: Short to medium
- Area of Effect: Spell-caster

This spell produces an invisible barrier in front of the mage that totally blocks Magic Missile attacks. It also offers AC 2 against hurled weapons (darts, spears) and AC 3 against propelled missiles (arrows, sling-stones). The spell does not have a cumulative effect with the Armor spell. The spell duration increases with the level of the caster.

Shocking Grasp

- Range: Close
- Duration: Variable or until mage touches a monster
- Area of Effect: One target

This spell magically charges the caster's hand with a powerful electrical field. The field remains in place until the spell dissipates naturally or the character touches an adjacent monster. When the spell is cast a hand picture appears in the caster's primary hand — Use this as you would any other weapon. The spell does one to eight points of damage plus one point per level of the caster. For example, a 10th-level mage does 11-18 points of damage. The amount of time it takes the spell to dissipate ranges from medium to long with the level of the caster.

Second Level Mage Spells

Invisibility

- Range: 0
- Duration: Special
- Area of Effect: One target

This spell causes the target to vanish from sight. The invisible character remains

unseen until he attacks a monster or is hit. Certain powerful monsters can sense invisible characters, or even see them outright.

Melf's Acid Arrow

- Range: Long
- Duration: Special
- Area of Effect: One target

This spell creates a magical arrow that launches itself at a target as though it were fired by a fighter of the same level as the mage. The arrow is not affected by distance. The arrow does two to eight points of damage per attack. For every three levels the mage has earned, the arrow gains an additional attack. For example, at third to fifth-level the arrow attacks twice, and at sixth to eighth-level the arrow attacks three times.

Stinking Cloud

- Range: Medium
- Duration: Medium
- Area of Effect: Target square

This spell creates a billowing mass of noxious vapor. Any creature or character entering the cloud has a chance of becoming incapacitated by nausea. The spell duration increases with the level of the caster.

Third Level Mage Spells

Dispel Magic

- Range: Long
- Duration: Instantaneous
- Area of Effect: Whole party

This spell negates the effects of any spell affecting the party. Dispel does not counter Cure spells, but it will dispel Hold Person, Cloudkill and similar spells.

Fireball

- Range: Long
- Duration: Instantaneous
- Area of Effect: Target square

A fireball is an explosive blast of flame that damages everything in the target square. The explosion does one to six points of damage for every level of the caster to a maximum of 10th-level.

For example, a 10th-level mage does 10-60 points of damage.

Flame Arrow

- Range: Long
- Duration: Special
- Area of Effect: One target

The caster of this spell can fire a flaming energy 'arrow' that does 3 to 30 hit points of damage. When the mage reaches 10th-level the amount of damage is doubled to 6 to 60 points.

Haste

- Range: 0
- Duration: Medium
- Area of Effect: One target per caster level

This spell causes all targets to move and fight at double their normal rate. The spell's duration increases with the level of the caster.

Hold Person

- Range: Long
- Duration: Medium
- Area of Effect: One to four targets

This spell can affect humans, demi-humans, or humanoid creatures. Creatures that are affected become rigid and unable to move or speak. Spell duration increases with the level of the caster.

Invisibility 10' Radius

- Range: 0
- Duration: Special
- Area of Effect: Entire party

This spell is similar to the second-level invisibility spell, except that the entire party is affected. If an individual character is hit while under the spell's effect, that character becomes visible. If any character in the party attacks, the spell is broken for all.

Lightning Bolt

- Range: Long
- Duration: Instantaneous
- Area of Effect: Two squares

This spell allows the mage to cast a powerful bolt of electrical energy. The spell flies to its first target and then continues into the next square. The bolt does one to six points of damage for every level of the caster to a maximum of 10th-level. For example, a 10th-level mage does 10-60 points of damage.

Vampiric Touch

- Range: Close
- Duration: One attack
- Area of Effect: Caster

When the caster touches an opponent with a successful attack, the spells does 1-6 points of damage for every two levels of the mage. For example, a 10th-level mage would do 5-30 points of damage. These points in turn are transferred temporarily to the mage, so any damage he takes is subtracted from these points first. When the spell is cast a hand picture appears in the caster's primary hand—Use this as you would any other weapon. This spell does not affect undead monsters such as skeletons.

Fourth Level Mage Spells

Fear

- Range: 0
- Duration: Medium
- Area of Effect: Two squares

When this spell is cast the mage projects an invisible cone of terror. Any creature affected by the spell will turn tail and run from the party. The amount of time the affected creatures remain terrified is based on the level of the casting mage. The spell's duration increases with the level of the caster.

Ice Storm

- Range: Medium to long
- Duration: Instantaneous
- Area of Effect: A cross-shaped area of 3x3 squares

The magically created storm this spell produces is a pounding torrent of huge hailstones. The spell pummels the targets with 3-30 points of damage. The range of this spell is based on the caster's level.

Stoneskin

- Range: 0
- Duration: Special
- Area of Effect: One character

This spell grants the recipient virtual immunity to any attack by cut, blow, projectile or the like. Stoneskin protects the user from almost any non-magical attack. The spell lasts for one to four attacks plus one for every two levels of the caster. For example, a ninth-level mage casting Stoneskin would protect against five to eight attacks.

Fifth Level Mage Spells

Cloudkill

- Range: Close
- Duration: Medium
- Area of Effect: Target square

This spell creates a billowing cloud of ghastly yellowish-green vapor that instantly kills lesser monsters such as giant leeches, while creatures such as hell hounds have a chance to avoid death. The spell's duration increases with the level of the caster.

Cone of Cold

- Range: 0
- Duration: Instantaneous
- Area of Effect: Three squares

This spell causes the mage to project a chilling cone of sub-zero cold. The numbing cone causes two to five points point of damage per level of the caster. For example, a 10th-level mage would do 20-50 points of damage.

Hold Monster

- Range: Long
- Duration: Medium
- Area of Effect: One square

This spell is similar to the Hold Person spell except that it affects a wider range of creatures. The spell does not affect undead creatures. The spell's duration increases with the the level of the caster.

First Level Cleric Spells

Bless

- Range: 0
- Duration: Medium
- Area of Effect: Entire party

Upon uttering this spell the morale of the entire party is raised. All characters gain a bonus to their attacks. Bless spells are not cumulative. Bless can be cast by paladins.

Cause Light Wounds

- Range: Close
- Duration: Permanent
- Area of Effect: One target

By casting this spell the cleric can cause one to eight hit points of damage.

Cure Light Wounds

- Range: 0
- Duration: Permanent
- Area of Effect: One character

By casting this spell on a wounded character the cleric can heal one to eight hit points of damage. Cure Light Wounds can be cast by paladins.

Detect Magic

- Range: 0
- Duration: Instantaneous
- Area of Effect: Carried items

This spell allows the caster to determine if any of the items carried by members of the party are magically enchanted. All magic items in the party are indicated for a short period of time. Detect Magic can be cast by paladins.

Protection from Evil

- Range: 0
- Duration: Medium
- Area of Effect: One character

This spell envelopes the recipient in a magical shell. The shell inhibits the attacks of any evil-aligned creatures. The spell's duration increases with the level of the caster. Can be cast by paladins.

Second Level Cleric Spells

Aid

- Range: 0
- Duration: Short to medium
- Area of Effect: One character

This spell acts like a Bless spell plus it confers one to eight extra hit points to the recipient. The temporary hit points are subtracted before the character's own if he is injured in combat. The spell's duration increases with the level of the caster.

Flame Blade

- Range: Short
- Duration: Medium
- Area of Effect: One target

This spell causes a blazing scimitar-like flame to leap from the caster's hand. The blade attacks like a normal sword and normally does 7-10 points of damage. When the spell is cast a burning sword picture appears in the caster's primary hand — Use this as you would any other weapon. The spell does slightly less damage against targets protected from fire. Spell duration increases with the level of the caster.

Hold Person

- Range: Long
- Duration: Short to medium
- Area of Effect: One square

This spell can affect human, demi-human, or humanoid creatures. Creatures that are

affected become rigid and unable to move or speak. Spell duration increases with the level of the caster.

Slow Poison

- Range: 0
- Duration: Long
- Area of Effect: One character

This spell slows the effects of any type of poison for a limited amount of time. When the spell dissipates the victims suffer the poison's full effect unless a Neutralize Poison spell can be cast. The spell's duration increases with the level of the caster. Can be cast by paladins.

Third Level Cleric Spells

Create Food & Water

- Range: 0
- Duration: Permanent
- Area of Effect: Special

This spell allows the cleric to conjure nourishment for the entire party. When characters' food bars are blank, and they do not eat, they suffer 1 hit point of damage every 24 hours and starving mages and clerics are unable to regain spells.

Dispel Magic

- Range: Long
- Duration: Instantaneous
- Area of Effect: Whole party

This spell negates the effects of any spell affecting the party. Dispel Magic does not counter Cure spells, but it will dispel Hold Person, Cloudkill, Bless, and similar spells.

Magical Vestment

- Range: 0
- Duration: Medium
- Area of Effect: Caster

This spell enchants the cleric's own robes, providing protection at least equivalent to chain mail (AC 5). The vestment gains a +1 enchantment for every three levels the cleric earns above fifth-level. For example, a 10th-level cleric would have AC 3 protection. This spell is not cumulative with itself or any other spells or armor. The spell's duration increases with the level of the caster.

Prayer

- Range: 0
- Duration: Short to medium
- Area of Effect: Entire party

This spell is a more powerful version of the first-level Bless. This spell increases the party's combat ability and decreases the enemy's. The spell has no cumulative effect. The spell's duration increases with the level of the caster.

Remove Paralysis

- Range: 0
 - Duration: Permanent
 - Area of Effect: One to four characters
- This spell negates the effects of any type of paralyzation or related magic. The spell counters Hold or Slow spells.

Fourth Level Cleric Spells

Cause Serious Wounds

- Range: Close
- Duration: Permanent
- Area of Effect: One target

This spell is identical to the first-level Cause Light Wounds, except that it inflicts 3-17 hit points of damage.

Cure Serious Wounds

- Range: 0
- Duration: Permanent
- Area of Effect: One character

This spell is identical to the first-level Cure Light Wounds, except that it heals 3-17 hit points of damage.

Neutralize Poison

- Range: 0
- Duration: Permanent
- Area of Effect: One character

This spell detoxifies any sort of poison or venom and counters the effects in any character. The spell cannot return to life characters who have died from poison.

Protection from Evil 10' Radius

- Range: 0
- Duration: Medium to Long
- Area of Effect: Entire party

This spell is identical to the first-level spell except that it affects the entire party. The spell's duration increases with the level of the caster.

Protection from Lightning

- Range: 0
- Duration: Special
- Area of Effect: One character

This spell grants protection from any type of electrical attack. If the spell recipient is the caster, the cleric receives complete protection against attacks until the spell dissipates or it has absorbed 10 points times the cleric's level of electrical damage. If the recipient is a character other than the caster, the spell confers bonuses against electrical attacks, and reduces damage by 50%. The spell duration ranges from medium to long with the the level of the caster.

Fifth Level Cleric Spells

Cause Critical Wounds

- Range: 0
- Duration: Permanent
- Area of Effect: One target

This spell is identical to the first-level Cause Light Wounds, except that it inflicts 6-27 hit points of damage.

Cure Critical Wounds

- Range: 0
- Duration: Permanent
- Area of Effect: One character

This spell is identical to the first-level Cure Light Wounds, except that it heals 6-27 hit points of damage.

Flame Strike

- Range: Long
- Duration: Instantaneous
- Area of Effect: Target square

By means of this spell, the cleric calls down from the sky a column of flame. Creatures fully affected by the spell suffer 6-48 points of damage.

Raise Dead

- Range: 0
- Duration: Permanent
- Area of Effect: One character

This spell allows the cleric to attempt to restore life to any non-elven character. Chances for success are based on the deceased character's constitution and chance. Whenever a character is raised his constitution is permanently reduced by one point.

THE HISTORY OF WATERDEEP





The Early Years

A thousand years ago the city of Waterdeep was merely a stopover for merchant ships trading in the northern lands. The scattered human tribes would come to the coast and trade furs for the traders' baubles, metal weapons and tools. If trading was poor, the merchant ships would hole up in the deep bay and fill their holds with lumber to cut their losses. Several local tribes came to settle and farm the clear cut lands. A year-round trading settlement soon grew along the shores.

Soon the new wealth spawned a battleground. Warrior tribes raided the farms. Several warlords waged battles for domination of the coveted trading base and fertile fields. Finally a chieftain named Nimoar seized the farms and the ramshackle docks and buildings of the trading enclave. Nimoar ordered a log palisade and earthen embankments built around the trading enclave. The following spring the newly fortified community repelled several pirate and tribal raids and began to prosper.

The Troll Wars and the Growth of Waterdeep



Under Nimoar's rule Waterdeep grew from a trading enclave to a small fortified city. While the city grew, further to the north orc tribes too were expanding their territories. The orcs had outgrown their mountain strongholds and were streaming into the lands below. Dwarves and elves took the worst of the onslaught, with only

occasional orc raids troubling the scattered human tribes or the new city of Waterdeep. The real threat was the tribes that the orc push had displaced and driven south, most notably the "everlasting ones," as trolls were then called. Nimoar died of old age at the beginning of this war. The young warlords who followed the old leader led the men of Waterdeep in valiant defense. The city swelled with refugees seeking the high walls of safety. The struggles continued in stalemate for a decade, until a youthful northern mage named Ahghairon helped tip the balance. The "everlasting ones" were destroyed or scattered.

Fearing further attacks, the men of the city raised a small keep on the slopes of Mount Waterdeep. The keep commanded all land approaches to the city. Any troll attackers would be met with a deadly rain of fire arrows. Many who had moved to the city for safety during the Troll Wars stayed on and expanded the walls several times to encompass the new farms.

The First Lords of Waterdeep

After the Troll Wars, the free city of Waterdeep was ruled by War Lords. The young mage, Ahghairon, gained knowledge and power until he became a great mage. Somewhere in his studies or travels, he discovered a supply of Potions of Longevity. The never aging wizard offered his wisdom and experience and became a fixture in Waterdeep politics. In his 112th year, Ahghairon had a falling out with Raurlor the Warlord of Waterdeep. Raurlor wanted to use the city's great



wealth and force-of-arms to wage a war of conquest. Ahghairon defied the Warlord in public, before a large gathering of citizens and officials. When Raurlor ordered the wizard bound and imprisoned, Ahghairon rose into the air, out of reach of the guards and the angered Warlord. When Raurlor drew his weapon and attacked the wizard. Ahghairon answered the affront by changing the sword into a venomous viper. The Warlord was bitten and died in writhing agony.

Ahghairon gathered all the captains of Waterdeep and all of the great families. While runners were sent to bring them to the palace, flames roared and crackled around the Warlord's empty throne. When the last of the attendants arrived, Ahghairon gestured and the flames disappeared, leaving the seat unharmed. The wizard sat on the throne and declared himself the first Lord of Waterdeep, proclaiming that henceforth wisdom and not armed force would rule in the city. Ahghairon assembled the first Lords. Each had an equal vote, even the powerful wizard. When they appeared in public the Lords went hooded, and their identities were kept secret. The Lords were to be above petty politicking and influence, and together their word was supreme law.

The Guildmasters War

Ahghairon and the other Lords ruled well and wisely for two hundred years. The Lords directed that roads be built. Guilds were formed to regulate the burgeoning trades and crafts for which the city was becoming famous. The city grew fivefold and walls were expanded twice more dur-

ing this time. After many years of peace and wise rule, Ahghairon's vitality failed. The magics that had kept him young were no longer sufficient to keep the years at bay and the venerated wizard died. The whole city grieved, and he was interned with the greatest honors ever known before or since. Several who had tutored under the old mage placed potent magical wards and protective spells around his resting-place—which is believed to remain inviolate to this day.

During Ahghairon's waning days, several powerful Guildmasters quietly learned the identities of nearly all of the Lords of Waterdeep. When the old mage was interred, the Lords were assassinated and the Guildmasters vied for control. The Guildmasters ruled for six short, bloody years. All but two of the original masters were slain. Only Lhorar Gilddeggh Master of the Shipwrights, and Ehlemm Zoar of the Gemcutters ruled. These two ruthless manipulators were evenly matched foes and the city suffered under their incessant maneuvering and conflict. Open warfare between the factional forces was common. At length they both sickened of the bloodshed and formed a truce. Two thrones were set in Castle Waterdeep, and from them the two Lords Magister, as they were called, argued and issued decrees.

The Return of the Lords

One day two people came to the Court of the Lords Magister. They wore the black robes and hoods as had the old Lords of Waterdeep. No one knew where the

masked pair had come from. If they were legitimate, why they had stayed silent so long? When they came before the Magisters they commanded the two guildmasters to leave the city forthwith. The Lords Magister refused, laughing at the impudence of the pair. The shorter of the robed pair gestured, and the erstwhile rulers and their twin thrones disappeared in a fiery blast of fire and lightning.

The two robed ones had indeed been Lords of Waterdeep. The shorter was the Lady Shilarn, once apprentice to Ahghairon himself and his undeclared heir as first Lord of the City. The other was a carpenter named Baeron. The two were the junior-most of the old Lords, and their identities had not yet been discovered by the greedy guildmasters.

Baeron called for the city leaders and the heads of the noble house to gather, or to leave the city forever. Speaking as Ahghairon had so many years before, Baeron declared to the nobles and an assembly of citizens that the fratricide of the Guild Wars "must not happen again." If the city was to be safe, he told them, all must support his plan as they had supported Ahghairon before. The two remaining Lords, he told the assembly, would gather more as in the past. To dramatize his faith, the man removed his hood and declared, "I am Baeron. I would be Lord as Ahghairon was before. I would be safe in my city again." And so the present reign of the Lords of Waterdeep began.

The New Reign of the Lords of Waterdeep

Peace returned to the city when the new Lords were formed. To better protect the identities of the new members, Baeron selected certain citizens of character and appointed them Magisters, or "Black Robes" as they were soon called, after their robes of office. The Magisters were below the Lords in power, but could judge and apply the laws in daily affairs. The Lords themselves now meet in very secure privacy and seldom deal in official capacity with any other than the Magisters. Slowly the people of Waterdeep came to fully accept that the new reign would be a long-lasting and just rule. Waterdeep has grown to unrivaled might and respect, truly deserving the title "Crown of the North."

The Lords Today

After the tradition of Ahghairon and Baeron, one Lord always remains unmasked—to give the Lords a public voice and face. The current chief Lord is Piergeiron, also known as "Paladinson" for his famous paladin father, Athar "the Shining Knight." Paladinson is also both the Commander of the City Watch and Warden of the Guard. He speaks slowly and carefully, hiding a keen mind behind a taciturn exterior. As always, rumors abound about the other Lords' identities. Some say Paladinson's wizard friend and confidant Khelben Arunson is surely a Lord. Of course, the number of names bandied about is much greater than the actual number of Lords.

BESTIARY



BEHOLDER:

Also known as *Eye Tyrant* or *Sphere of Many Eyes*, this solitary horror is most often found underground. Beholders have a globular

body and move with an innate levitation. Atop the beholder's spherical body are ten eye-stalks, and in the center is a single large eye and a gaping maw adorned with several rows of razor-sharp teeth. Each of the eye-stalks has a unique magical ability—the beholder can cast a different

spell with each. Fortunately, not all of the eyes can be brought to bear on a given target. Beholders are covered with hard, chitinous armor, making them relatively tough to hit in combat.



DISPLACER BEAST:

The displacer beast resembles a blue-black puma with two powerful tentacles growing from its shoulders. The tentacles are tipped with sharp,

horny protuberances that can punch through even steel armor. The beasts range in size from 8 to 12 feet in length

and can reach upwards of 500 pounds. The beast's name describes its most dangerous feature — an ability to "displace" its image up to three feet from its actual location. This makes the displacer beast very difficult to hit in combat.



DRIDER:

This strange creature has the head and torso of a drow (see below) and the lower body of a giant spider. When drow of exceptional

ability reach the sixth-level, they are subjected to a test by the drow's dark goddess. Those who pass the test are elevated to special services. Those who fail are transformed into driders and cast out of drow society. Driders can generally cast spells as well as fight with weapons.



DROW:

In their long-past history, the drow were part of the elf community that still roams the world's forests. Something

turned these elves evil, and drove them from the sunlight into their present subterranean caves and cities. Drow are shorter and more lightly built than men. They have black skin and pale, usually white hair. All drow can cast some magic spells, and they often carry swords of adamite alloy.



DWARF:

These stocky demi-humans stand between 4 and 4 1/2 feet tall and weigh between 130 and 170 pounds. Dwarves are very tough warriors, and are resistant to both poisons and magical attacks.



FLIND:

This humanoid creature vaguely resembles a heavily muscled human with a canine head. Flind are of average intelligence, and can be found both above-ground and in caverns.



GOLEM:

A golem is an artificial creature animated by an elemental spirit. The process of creating a golem begins with the creation of a body made of stone, iron, clay, or even flesh. After the body has been assembled, the creator must undergo a lengthy ritual to bind the elemental to the body, and subordinate its will to the new master. The ritual is a closely guarded secret of a handful of powerful wizards. Golems are utterly fearless, and battle with single-minded determination.



HELL HOUND:

The hell hound is a very large, rust-red or brown beast with burning red eyes. The beast's markings, teeth, and

tongue are soot-black. The baying of a hell hound has been described as "eerie," "hollow," and "disturbing." The beast attacks with flaming breath and piercing teeth.



KENKU:

These beings resemble humanoid hawks, with both arms and wings. Their height ranges from five to seven feet, their feathers are predominantly

brown with white under-feathers, and their eyes are brilliant yellow. Kenku all have natural thieving abilities, and take perverse pleasure in annoying and inconveniencing human and demi-human races.



KOBOLD:

Well known for cowardice and a wide sadistic streak, kobolds are usually only dangerous in large groups. Kobolds stand about three feet tall, and their dark rusty hides are somewhat scaly. The smell of a kobold has been described as "a cross between a wet dog and a swamp." They have an ancestral hatred for gnomes, and attack them on sight. Kobolds generally prefer to attack other opponents en masse, or from a distance.



KUO-TOA:

This is an ancient race of fish-men that now dwell in subterranean caverns. The kuo-toa harbor an age-old hatred for surface dwellers and their sunlight world. These creatures

have a vaguely human body, topped with

a wide-mouthed fish head. They have short legs and long, three-fingered hands. Kuo-toa wear no clothing, only a leather harness for their weapons and few belongings.



LEECH, GIANT:

This is a slimy, slug-like parasite that feeds on its victim's bodily fluids.

Leeches wait in the mud, sludge, and slime of swamps and sewers for unsuspecting prey. The giant leech rears up from the ooze when it detects the presence of a living creature, and attempts to subdue its prey.



MANTIS WARRIOR:

Also called *Thri-Kreen*, this is a carnivorous insect man. A mantis warrior resembles a man-sized preying mantis. Mantis

warriors are often armed with a peculiar, viciously bladed polearm. The name for this weapon has never been translated into the Common tongue, but the ferocious reputation of the deadly thing, and the warriors who wield it, has spread far.



MIND FLAYER:

Also called *Illithid*, this is one of the most feared of the subterranean dwellers. Mind flayers feed on the very minds of sentient beings. Mind flayers are a slime mauve color, stand about six feet tall, and adorn them-

selves with flowing robes decorated with images of suffering, death, and despair. Their faces resemble octopi with two large, white, pupilless eyes.



RUST MONSTER:

This is a subterranean creature with an appetite for metals of all kinds. Rust monsters are about five feet in length, and have a long,

armored tail and two prehensile antennae. The tail is tipped with a strange paddle-like appendage. The creature is normally placid and inoffensive — until it smells metal. Whenever the creature detects the scent of food (armor, weapons, and the like) it charges. Whenever the monster hits metal with its antennae, the metal corrodes and “feeds” the creature. Even magical weapons can be susceptible to the rust monster’s attack.



SKELETON:

This is a magically animated body, created and controlled by a powerful evil wizard or priest. Skeletons are one of the lesser undead monsters, though powerful skeletons

have been crated from the bodies of powerful warriors. Because they have no intelligence or will, skeletons are immune to spells such as Sleep, Charm, and Hold. They are also utterly fearless, and never retreat from a fight.



SPIDER, GIANT:

This predator haunts many regions and helps to keep down the level of pests such as kobolds and adventurers. Giant spiders weave webs for unwary victims, and attack with poisonous bites.



XORN:

This creature is a native to the elemental plane of Earth, and feeds on precious metal deep underground. The wide body of a xorn is made of a pebbly material, and its mouth is located at the top of its head. Three talon-clawed arms are positioned symmetrically around its body. In the few reported cases of xorn attacks, the creatures seem to have been attracted by jewels or precious metals, rather than malice.



ZOMBIE:

Like skeletons, zombies are undead creatures that are animated and controlled by powerful wizards or priests. The animation ritual does not alter the condition of the zombie’s body, so most are in severe states of decay, often missing patches of skin and hair, and occasionally whole limbs. Zombies are very slow and clumsy, but they fight with determination and persistence.

TABLES

CLERIC EXPERIENCE LEVELS

LEVEL	EXP TO REACH LEVEL	HITPOINTS
1	0	1-8
2	1,500	+(1-8)
3	3,000	+(1-8)
4	6,000	+(1-8)
5	13,000	+(1-8)
6	27,500	+(1-8)
7	55,000	+(1-8)
8	110,000	+(1-8)
9	225,000	+(1-8)
10	450,000	+2

CLERIC SPELL PROGRESSION

CLERIC LEVEL	1	2	3	4	5
1	1	—	—	—	—
2	2	—	—	—	—
3	2	1	—	—	—
4	3	2	—	—	—
5	3	3	1	—	—
6	3	3	2	—	—
7	3	3	2	1	—
8	3	3	3	2	—
9	4	4	3	2	1
10	4	4	3	3	2

CLERIC WISDOM SPELL BONUS*

WISDOM SCORE	SPELL LEVEL			
	1	2	3	4
13	1	—	—	—
14	2	—	—	—
15	2	1	—	—
16	2	2	—	—
17	2	2	1	—
18	2	2	1	1
19	3	2	1	2

* Bonus spells become available when the cleric can normally cast spells of that level.

FIGHTER EXPERIENCE LEVELS

LEVEL	EXP TO REACH LEVEL	HITPOINTS
1	0	1-10
2	2,000	+(1-10)
3	4,000	+(1-10)
4	8,000	+(1-10)
5	16,000	+(1-10)
6	32,000	+(1-10)
7	64,000	+(1-10)
8	125,000	+(1-10)
9	250,000	+(1-10)
10	500,000	+3
11	750,000	+3
12	1,000,000	+3

MAGE EXPERIENCE LEVELS

LEVEL	EXP TO REACH LEVEL	HITPOINTS
1	0	1-4
2	2,500	+(1-4)
3	5,000	+(1-4)
4	10,000	+(1-4)
5	20,000	+(1-4)
6	40,000	+(1-4)
7	60,000	+(1-4)
8	90,000	+(1-4)
9	135,000	+(1-4)
10	250,000	+(1-4)
11	375,000	+1

MAGE SPELL PROGRESSION

WIZARD LEVEL	SPELL LEVEL				
	1	2	3	4	5
1	1	—	—	—	—
2	2	—	—	—	—
3	2	1	—	—	—
4	3	2	—	—	—
5	4	2	1	—	—
6	4	2	2	—	—
7	4	3	2	1	—
8	4	3	3	2	—
9	4	3	3	2	1
10	4	4	3	2	2
11	4	4	4	3	3

PALADIN EXPERIENCE LEVELS

LEVEL	EXP TO REACH LEVEL	HITPOINTS
1	0	1-10
2	2,250	+(1-10)
3	4,500	+(1-10)
4	9,000	+(1-10)
5	18,000	+(1-10)
6	36,000	+(1-10)
7	75,000	+(1-10)
8	150,000	+(1-10)
9	300,000	+(1-10)
10	600,000	+3
11	900,000	+3

PALADIN SPELL PROGRESSION

PALADIN LEVEL	1	2
9	1	—
10	2	—
11	2	1

RANGER EXPERIENCE LEVELS

LEVEL	EXP TO REACH LEVEL	HITPOINTS
1	0	1-10
2	2,250	+(1-10)
3	4,500	+(1-10)
4	9,000	+(1-10)
5	18,000	+(1-10)
6	36,000	+(1-10)
7	75,000	+(1-10)
8	150,000	+(1-10)
9	300,000	+(1-10)
10	600,000	+3
11	900,000	+3
12	1,200,000	+3

THIEF EXPERIENCE LEVELS

LEVEL	EXP TO REACH LEVEL	HIT POINTS
1	0	1-6
2	1,250	+(1-6)
3	2,500	+(1-6)
4	5,000	+(1-6)
5	10,000	+(1-6)
6	20,000	+(1-6)
7	40,000	+(1-6)
8	70,000	+(1-6)
9	110,000	+(1-6)
10	160,000	+(1-6)
11	220,000	+2
12	440,000	+2

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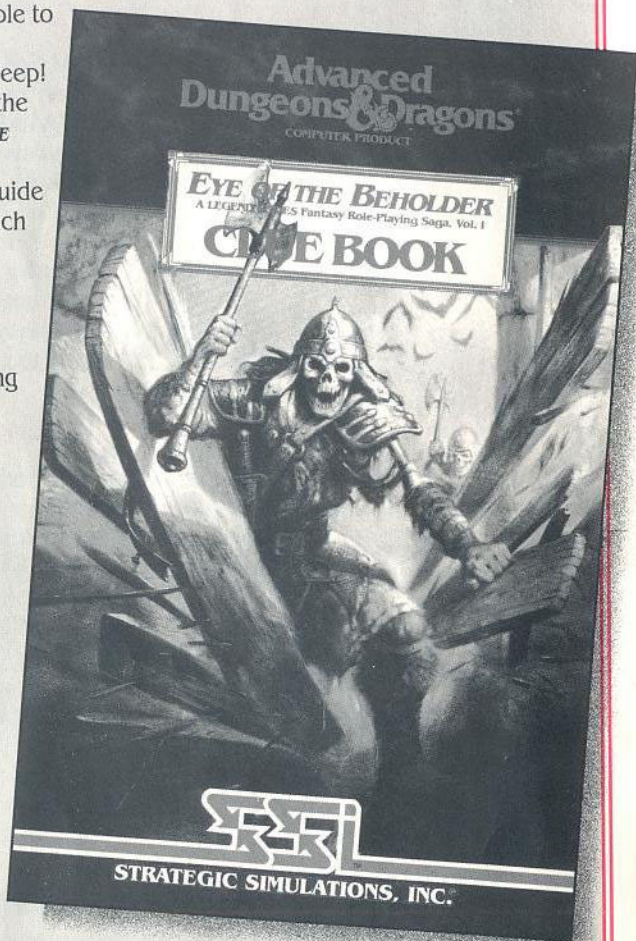
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