When your PCs gain access to the *teleport* spell, their whole world changes. That simple spell opens up instantaneous, long-distance travel. No more long overland journeys or dangerous retreats through hostile territory. All it takes is clasped hands and a word from the wizard, and poof! The PCs are where they want to go.

Except that it isn’t that simple, because *teleport* isn’t foolproof. The off-target *teleports* are a matter of scattering your PCs someplace else on the map and forcing them to get their bearings and make the long overland journey anyway. But this Side Trek focuses on the really intriguing column on the *teleport* chart: “similar area.”

Save this Side Trek for the next time the PCs try to teleport and wind up in a “similar area” rather than the place they were trying to go. In this case, the similar area is an outpost of the mind flayers of Thoon (found in Monster Manual V). If the PCs were trying to teleport back to their home city or to a temple where they could acquire healing—two of the most common teleport destinations—they can wind up in the clutches of the mind flayers instead.

This Side Trek is designed for 10th-level PCs, but it works well for any group that has access to *teleport* but isn’t using *greater teleport* (which doesn’t have the possibility of a “similar area” result). The encounters should be routine for 10th-level PCs, but there are two complicating factors. First, the monsters in one chamber can certainly hear a battle going on in the next chamber, so PCs that don’t make quick work of their foes wind up fighting both groups of monsters at once. Second, the PCs are by definition not prepared for a *teleport* spell gone awry that puts them amid a bunch of mind flayers. If you have a higher-level group, escalate the monsters with care if the PCs are beaten down and have depleted many of their spells and other resources already.

**ABOUT THE AUTHOR**

David Noonan is a designer and developer for Wizards of the Coast. His credits include co-designing *Dungeon Master’s Guide II*, *Heroes of Battle*, and numerous products for the Eberron campaign setting. He lives in Washington state with his wife, son, and daughter.
WHAT’S A “SIMILAR AREA?”
Depending on how familiar the PCs are with their intended destination, the chance of winding up someplace unsavory like the mind flayer lair is anywhere from 8 percent (a destination viewed once) to only 1 percent (a place you’re very familiar with). And that doesn’t include the false destination—when you’re trying to teleport to a place that doesn’t exist. Then you’ve got a 12 percent chance.

Here’s what the Player’s Handbook says about getting the “similar area” result on the teleport chart: “You wind up in an area that’s visually or thematically similar to the target area. A wizard heading for her home laboratory might wind up in another wizard’s laboratory or in an alchemy supply shop that has many of the same tools and implements as in her laboratory. Generally, you appear in the closest similar place within range.”

In this case, it turns out that the closest similar place is a cyst within the earth where the mind flayers of Thoon are plotting ways to extract more quintessence from the innocent and unsuspecting.
SHRINE

Encounter Level 10

SETUP

If the PCs were trying to teleport to a temple or similar
place to get healing, then this is the "similar area" they
teleport to. Place them in the south-central part of the
map, and put the mind flayers next to the altar.

If the PCs arrive from room A2 (because they defeated
the Thoon soldiers there before the mind flayers had
a chance to react), then place the PCs at the top of the
stairs and proceed.

FIRST VIEW

When the PCs arrive in the chamber, read:

You find yourself in a windowless chamber lit only by a
glowing, green cube set on a corner. The cube slowly rotates
above a black altar on the north wall. Before the altar, two
mind flayers are kneeling, gently stroking its black surface
with their tentacles.

Behind you is a stone stairway leading downward for at
least 60 feet.

2 MIND FLAYERS  CR 8
MM 186
hp 44 (8 HD)

LE Medium aberration
Init +6; Senses Listen +11, Spot +11
Languages Undercommon; telepathy 100 ft.

AC 15, touch 12, flat-footed 13
(+2 Dex, +3 natural)
SR 25
Fort +3, Ref +4, Will +9

Speed 30 ft. (6 squares)
Melee 4 tentacles +8 melee (1d4+1) plus improved
grab
Base Atk +6; Grp +7
Atk Options improved grab
Special Actions extract, mind blast
Spell-like Abilities (CL 8th)
At will—charm monster (DC 17), detect thoughts
(DC 15), levitate, plane shift, suggestion (DC 16)

Abilities Str 12, Dex 14, Con 12, Int 19, Wis 17, Cha 17
SA extract, mind blast, spell-like abilities
Feats Combat Casting, Improved Initiative, Weapon
Finesse
Skills Bluff +11, Concentration +11, Diplomacy +7,
Disguise +3 (+5 acting), Hide +10, Intimidate +9,
Knowledge (any) +12, Listen +11, Move Silently +10,
Sense Motive +7, Spot +11

Improved Grab (Ex) To use this ability, a mind flayer
must hit a creature of up to Large size with a tentacle
attack. It can then attempt to start grapple as a free
action without provoking an attack of opportunity. If
it wins the grapple check, it establishes a hold and
attaches a tentacle to the opponent’s head. A mind
flayer can grab a Huge or larger creature, but only if
it can somehow reach the foe’s head. If a mind flayer
begins its turn with at least one tentacle attached,
it can try to attach its remaining tentacles with a
single grapple check. The opponent can escape with
a single successful grapple check or an Escape Artist
check, but the mind flayer gets a +2 circumstance
bonus for every tentacle that was attached at the
beginning of the opponent’s turn.

Extract (Ex) If the mind flayer begins its turn with all
four tentacles attached to its opponent and makes
a successful grapple check, it automatically extracts
the opponent’s brain, instantly killing that creature.
Constructs, elementals, oozes, plants, and undead
are immune.

Mind Blast (Sp) 60 ft. cone, stun for 3d4 rounds, Will
DC 17 negates.

MIND FLAYER TACTICS

These mind flayers are charged with minding the map
room. But when the PCs arrive, they’re meditating
on the inscrutable glory that is Thoon, caressing the
altar and the matrix of quintessence that floats above
it. But they sure know what to do with teleporting
intruders. They make them a meal. Make them into
a meal, that is.

It’s likely that neither the PCs nor the mind flayers
were expecting this fight. The PCs didn’t think they’d
teleport into a mind flayer lair, and the mind flayers
didn’t think that they’d have to contend with teleporting
surface-dwellers. So neither side is likely to have
the advantage of surprise over the other.

If the mind flayers can act before the PCs actually
start hostilities, they use suggestion to convince a PC
or two to act as their bodyguards, targeting heavily
armored and otherwise melee-capable PCs.

Once the actual fight commences, the mind flayers
use mind blast on the group—twice if necessary to get
as many as possible. Then one mind flayer attacks an
unstunned PC while the other one moves to the top

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of the stairs at the south. Once it reaches the marked squares near the staircase, it's close enough to telepathically contact the Thoon soldiers in room A2 and get help. But it won't risk attacks of opportunity to reach those spaces, so it might take a few rounds to get to the right spot.

At the beginning of the round after a mind flayer telepathically calls for help, roll initiative (at +3) for the Thoon soldiers. During that round, the soldiers open the door and move 30 feet up the stairs. The round after that, a double move puts them just 2 squares from the top of the stairs. See room A2 for their tactics.

The mind flayers take a brain or two, but they're cautious enough to not risk feeding while unstunned, ungrabbable PCs can fight back. Instead, they use mind blast to buy time to get the Thoon soldiers up the stairs and into the fray.

If a mind flayer has 5 hit points or less, it uses its plane shift ability to escape.

**CONCLUSION**

It's probably most useful to think of this as a two-stage encounter. It's likely that one way or another, the Thoon soldiers from room A2 head up here and arrive midway through the fight.

**If a mind flayer reaches a space marked “T” on the map,** then you'll roll initiative for the Thoon soldiers at the start of the next round and have them open the doors and go up the stairs as soon as it's their turn.

**If a battle erupts in this room,** then at the end of each round, make a Listen check for the Thoon soldiers (who are Listen +1) against a DC of 10 (the soldiers count as distracted because they weren't told to listen for trouble). If the soldiers succeed at the check, then have them roll initiative and go up the stairs as described above.

**Features of the Area**

The area has the following features.

**Altar:** The black basalt altar is roughly hewn and has crumbling, rounded corners indicative of great age. It radiates a dim aura of evil (the residue of various unspeakable rites performed here over the centuries).

Atop the altar is a green, glowing cube almost 3 feet on a side. This is a matrix of quintessence—the substance that the mind flayers of Thoon crave above all else. It has a strong magical aura, but the specific school of magic is unclear no matter how high the Spellcraft check result goes.

**Quintessence Matrix:** 10 feet bright illumination, 10 feet shadowy illumination.
**Encounter Level 10**

**SETUP**

If the PCs were trying to teleport back to a large town or city, then this is the room where they wind up instead—a room with a scale model of the city they were trying to reach. Place them in the southern part of the room. Put the Thoon soldiers on either side of the closed door that leads to the stairs and room A1.

When the PCs teleport into the chamber, read:

> Within this dimly lit chamber is a terra cotta scale model of [whatever city the PCs were trying to teleport to, or the nearest large city if they came from room A1]. Most of the buildings are a deep brown, but about a dozen glow with an inner light that casts long shadows around the room.

> Beyond the model city are double doors flanked by two bipedal creatures of sinew and steel, covered in metal armor and emitting a faint bubbling sound. They stir as soon as you arrive.

> There’s also a stairway in the east wall heading upward.

**2 Thoon Soldiers**

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<td>hp</td>
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**N Medium construct**

**Init** +3; **Senses** darkvision 60 ft., low-light vision; **Listen** +1, **Spot** +1

**Languages** Undercommon; can receive telepathic commands

**AC** 20, touch 13, flat-footed 17 (+3 Dex, +7 natural)

**Immune** construct immunities

**Resist** fire 10

**Fort** +3, **Ref** +6, **Will** +4

**Speed** 30 ft. (6 squares)

**Melee** 2 arm-axes +14 each (1d8+7×3)

**Base Atk** +7; **Grp** +14

**Atk Options** depends on aspect (see below)

**Special Actions** aspect of bloody slaughter, aspect of the fiery sun, aspect of the impervious tower, aspect of the ravenous horde, aspect of the death blossom

**Abilities** Str 25, Dex 16, Con —, Int —, Wis 12, Cha 5

**SA** aspect of bloody slaughter, aspect of the impervious tower, aspect of the ravenous horde, aspect of the fiery sun, aspect of the death blossom

**Feats** —

**Skills** **Listen** +1, **Spot** +1

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**Aspect of Bloody Slaughter (Ex)** By expending a swift action and taking 5 points of damage, a Thoon soldier can reconfigure its limbs to deal damage to multiple adjacent foes. While in this aspect, a Thoon soldier can make a Whirlwind Attack (as the feat) with its arm-blades as a full-round action, and it can make attacks of opportunity as if it had the Combat Reflexes feat. A Thoon soldier can have only one aspect active at a time. When adopting this aspect, a Thoon soldier says in Undercommon, “Slaughter for Thoon!”

**Aspect of the Fiery Sun (Ex)** By expending a swift action and taking 5 points of damage, a Thoon soldier can channel quintessence from its body, creating heat. The Thoon soldier’s melee attacks deal an extra 2d6 points of fire damage, and creatures that hit it with a natural weapon or a nonreach melee weapon take 1d6 points of fire damage. A Thoon soldier can have only one aspect active at a time. When adopting this aspect, a Thoon soldier says in Undercommon, “All will burn for Thoon!”

**Aspect of the Impervious Tower (Ex)** By expending a swift action and taking 5 points of damage, a Thoon soldier can extrude extra armor plates and bolster its magical defenses. While using this aspect, a Thoon soldier gains a +4 resistance bonus on all saving throws and a +4 deflection bonus to AC. A Thoon soldier can have only one aspect active at a time. When adopting this aspect, a Thoon soldier says in Undercommon, “Stand and fight! Thoon is Thoon!”

**Aspect of the Ravenous Horde (Ex)** By expending a swift action and taking 5 points of damage, a Thoon soldier can reconfigure its lower limbs for greater speed and maneuverability. While in this aspect, a Thoon soldier’s speed increases to 40 feet, and it can make a melee attack in the middle of its move as if it had the Spring Attack feat. A Thoon soldier can have only one aspect active at a time. When adopting this aspect, a Thoon soldier says in Undercommon, “Walk with Thoon!”

**Aspect of the Death Blossom (Ex)** A Thoon soldier has one final mode it enters if it starts its turn with between 5 and 20 hit points left. By expending a swift action and taking 5 points of damage, a Thoon soldier can reconfigure its body to explode when destroyed. If destroyed while in the aspect of the death blossom, a Thoon soldier deals 8d6 points of fire damage to all creatures within 40 feet (Reflex DC 15 half). A Thoon soldier can have only one aspect active at any time. When adopting this aspect, a Thoon soldier says in Undercommon, “Death blooms in the name of Thoon! Thoon! Thoon!” A Thoon soldier doesn’t change out of the aspect of the death blossom until it’s fully healed. The save DC is Constitution-based.
THOON SOLDIER TACTICS

Without mind flayers to telepathically direct them, Thoon soldiers are observant but unimaginative combatants. At the beginning of the Thoon soldiers’ turn, take the swift action to change aspects based on the current tactical situation. The Thoon soldiers don’t think ahead—they pick the aspect that makes sense at that moment.

The Thoon soldiers stay near the doors to the north unless the PCs avoid engaging them in melee. If either Thoon soldier has a spare move action available, they open the door to make things easier for the mind flayers to hear the battle.

Once the mind flayers show up, then the Thoon soldiers can display more forethought, although it’s the mind flayers providing the thought in this case.

CONCLUSION

The tenor of this battle likely changes as soon as the mind flayers in room A1 hear the battle. Unless the PCs are unusually quiet, the mind flayers start to come out of their meditative reverie at the end of the first round (it’s a DC 10 Listen check to hear the battle, and the mind flayers have Listen +11). Roll initiative for the mind flayers at the end of the first round. The mind flayers spend the second round moving 30 feet down the stairs, and then they reach the doors at the end of their turn on the third round.

FEATURES OF THE AREA

The area has the following features.

Glowing Buildings in Model City: 10 feet bright illumination beyond the model city itself, 10 feet shadowy illumination.

Strong Wooden Doors: Hardness 5; 20 hp. Hinges swing southward; doorknob on both sides of door. This door has a deadbolt lock (DC 20) with a lever on the south side, but neither the mind flayers in A1 nor the Thoon soldiers have a key. It takes a DC 23 Strength check to break open the door if it’s latched shut, or DC 25 if it’s locked. Listen DCs increase by +5 through a door.

East Stairway: The passageway to the east leads upward to the surface—wherever is convenient for the PCs to get back on track and continue their journey. Or alternatively, if you want to turn this from a Side Trek into a full-blown adventure, the passageway can instead lead downward . . . into a major Thoon base, where the PC’s search for a way to the surface and further clues about what the Thoon mind flayers are up to.