The drow of the Underdark seek dominion, not only of their subterranean realm but also of the surface, which they frequently call the Night Above. Arda Pharn, a powerful drow cleric/arachne in the service of Lolth, pursues this goal relentlessly. She will not rest until the entire known world is absorbed into Lolth's dominion.

**BACKGROUND**

Drow do not generally engage in pitched combat. They prefer to use subtle techniques, striking quickly from the shadows and then disappearing. While effective in the ongoing wars in the Underdark, this kind of guerilla fighting may not prove as useful in the conquest of the surface, where the enemy has much more room to maneuver—and where the inevitable dawn provides a great deterrent to any drow forces.

Arda has begun a series of experiments designed to explore fighting techniques that may be more effective against the surface dwellers. Toward this end, she has set up in an old drow temple a series of underground complexes that allow her to observe the surface dwellers under controlled conditions via her crystal ball. She plans to entice the surface dwellers into her “laboratory” and present them with a series of challenges. She will then record and analyze the strengths and weaknesses of the different surface-dwelling races. Using this information, she can devise a series of strategies to best exploit the inherent weaknesses of these enemy races. She does not care to confront or kill the subjects of her experiments, as they will provide her with more data the longer they live. For the moment her objective is research, not carnage.

**PREPARATION**

You, the Dungeon Master (DM), need a copy of the Player's Handbook, the Dungeon Master's Guide, and the Monster Manual® to use this adventure. Text that appears in shaded boxes you should read aloud or paraphrase for players. Unshaded boxes contain information or instructions for you, the DM. Monster and NPC statistics are provided with each encounter in abbreviated form or, where appropriate, the proper page in the Monster Manual is referenced.

To get started, print out this module (including the map). You also may want to print out the Arda Pharn writeup from the Character Closeup section at <http://www.wizards.com/dnd/article.asp?x=dnd/cc/cc20021028a>.
Test of the Demonweb uses a modified version of the Queen's Dungeon map from the Map-a-Week feature on the D&D® website. The original is available for download at <http://www.wizards.com/dnd/images/mapofweek/map3_wt77_72.jpg>. The modified map is reprinted in this adventure for your convenience.

**ININVOLVING THE PCS**

Two weeks ago, a group of NPC adventurers left the town of Lerick, and they have not been heard from since. No one knows what has become of them, but without them the small town is defenseless.

You know your player characters best, and how to most effectively involve them in this adventure. Here are a few ideas:

- The mayor, an elderly man named Allar, beseeches the PCs for help in finding the lost adventurers. He fears the unknown perils that may now threaten his defenseless town. He also fears for the safety of the adventurers, who are friends to many in Lerick.
- One of the missing NPCs is a cleric or paladin of the same faith as a player character. Their church engages the PCs to ascertain the whereabouts of their missing compatriot.
- One of Arda's servitor creatures might steal a particularly valuable piece of equipment from the PCs to lure them to the entrance of Arda's laboratory.
- Arda may magically compel a villager to lead the PCs to the laboratory, either with appeals to their sense of honor or promises of treasure.

**WHAT THE PCS CAN LEARN**

The PCs start in Lerick, or any similar small town within a day's walk from a cave complex. This list provides general information the PCs can learn from questioning the mayor, the villagers, or using standard Gather Information efforts.

**DC 10:** No more goblin attacks seem imminent, but the townsfolk fear what the future may bring.

**DC 10:** The town could scrape together a 2,000 sp reward for the safe return of the Golden Band.

**DC 15:** Folks have seen an unusual number of spiders about lately. Locals must frequently remove webbing from the dark corners of their houses.

**DC 15:** There are no spellcasters in the town currently. Their only spellcasters are members of the Golden Band.

**DC 15:** The Golden Band is primarily Lawful in alignment.

**DC 20:** The Golden Band seems somewhat less powerful than the PCs. (These adventurers are 4th level.)

**DC 20:** The Golden Band left to investigate a report of giant spiders in the hills outside of town, thinking they might be precursors to another goblinoid invasion. They had planned only to scout the area and return.

**COME INTO MY PARLOR (EL 4)**

Should the player characters venture off in the direction locals say the Golden Band took, they should ultimately come upon Arda's cavern-laboratory. If they did not start out with a specific direction, allow them one Search check (DC 15) per day to trace them back to the drow's temple complex.

The adventure begins as the group arrives at the complex's open entry. Read aloud or paraphrase the following text:

A large marble trap door hangs open in the grass, exposing a narrow stairway that seems to lead down in the bowels of the earth.

The stairwell is trapped. As soon as the PCs set foot on it, the party falls under the effects of an insect plague spell as if cast by a 19th-level cleric. The cloud of insects does not pursue the characters down the stairwell, and only continues to trouble those who insist on remaining above ground.

**Insect Plague Trap:** CR 6; magic device; location trigger; automatic reset; spell effect (insect plague; cloud of...
insects 180 feet wide and 60 feet high; Will DC 17 resists fleeing for 3-HD to 5-HD creatures); Search (DC 30); Disable Device (DC 30).

Once down the narrow staircase, the characters emerge below ground in Area 1 of the laboratory.

The stale air feels thick and humid. Etched into the walls are ancient designs muted by time. A coat of heavy dust covers the floor. A passage leads away to the north.

This room measures about 20 by 25 feet. If the PCs are pursuing a servitor creature that has stolen one of their valuable items, mention that its tracks are visible in the floor, heading northward. As the servitor creature has done its best to make these tracks obvious, no Spot check is needed. Using the Track feat, a successful Wilderness Lore check (DC 15) reveals the tracks of the Golden Band in the dust as well.

The tracks head north down the hallway, bypassing all turnoffs.

**Area 2 (EL 5)**

As the PCs approach Area 2 along the hall, allow them to make Listen checks (DC 10) to hear a strange chuckling sound, followed by a loud hissing, coming from the room. If they decide to enter the room, read the following text.

After a short jaunt down a side passage, you enter a room filled with dust and cobwebs. An elf child sits in the center of the room laughing, seemingly unperturbed as three enormous spiders wrap it in silk.

The elf child is the result of a permanent major image spell cast by one of Arda’s followers. The monstrous spiders, however, are quite real and are currently busy wrapping a web around the wooden figure over which the major image spell was cast. The room measures about 20 by 25 feet.

**Medium-Sized Monstrous Spiders (3):** CR 1, HD 1, 4 hp each; see *Monster Manual*, page 210.

Arda is interested in measuring the PCs’ compassion—are they willing to risk their own lives to rescue the “elf child”? She also wants to see how they will react when they discover that the child is an illusion and they have risked their lives for nothing.

There is a 10% chance each round of combat that the ettercaps from Area 3 will hear the noise and come to investigate.

**Area 3 (EL 7)**

As the PCs enter this 40-by-25-foot area, read the following text:

The room seems clean, except for a pile of bleached bones in the far corner. Frescoes depicting the bloody and gruesome worship of Lolth the Spider Goddess cover the walls. A table or altar of some kind stands against the far wall.

The PCs must make a Spot check (DC 20) as they enter the room or become entangled in the ettercaps’ hidden web. This webbing covers the 120 square feet immediately in front of the entrance to the chamber. A Spot check opposed by the creatures’ Hide checks allow unimpeded PCs to notice the creatures.

The ettercaps attempt to incapacitate their prey as quickly as possible, concentrating their attacks first on the PCs that seem most likely to escape or break free from their webbing. If the fight goes against them, the ettercaps attempt to withdraw.

The table at the far end of the room contains a locked drawer (Open Lock DC 15). Inside, the PCs can find four gems valued at 400 gp each and a single golden necklace valued at 600 gp.

If the PCs are searching for the Golden Band, a successful Search check (DC 15) reveals that the bones in the corner are most likely too old to be those of the missing adventurers.

**Ettercaps (2):** CR 4, hp 26, 28; see *Monster Manual*, page 88.

The wall frescoes show a drow priestess in a black-widow mask performing a bloody sacrifice. They form a narrative as the captive, apparently a young drow or elf male, is first chained, then tortured, then hauled before the priestess, who cuts his heart out with a ceremonial dagger.
A successful Spot check (DC 15) reveals barely hidden writing beneath the final frame of the fresco narrative. The writing, an ancient prayer to Lolth inscribed shortly after her fall from the elven pantheon, can be deciphered with a successful Decipher Script check (DC 20). However, a character who successfully deciphers the script must succeed at a Will save or fall under the effects of a suggestion spell cast at 15th level. The suggestion implanted in the character’s mind makes the affected PC believe that the best way to help the party compatriots escape this complex is to speak to the Spider Goddess by sitting on the altar in this room. A trap upon the altar is designed to hold intruders as ettercap meals.

**Trapped Altar:** CR 3; magic device; location trigger; automatic reset; spell effect (hold monster, caster level 19th [cleric]; no save for anyone affected by the suggestion); Search (DC 27); Disable Device (DC 27).

Arda keenly observes the actions of affected PCs and their companions.

**AREA 4 (EL 4)**

At a point in the hallway opposite the entry to Area 4, the tracks of the Golden Band change. Characters following them may succeed at a Search check (DC 20) to note that the tracks seem to indicate that the NPCs were no longer walking at this point, but being dragged following a scuffle. The tracks continue ahead toward Area 12. If the PCs did not notice the tracks in Area 1, they may attempt Spot checks here (DC 20) to see them for the first time.

As the characters are about to turn east into Area 4, read the following:

An appropriate Knowledge or Profession check reveals that the rustlike substance is dried blood. It looks several years old, probably the remnants of a battle or sacrifice here.

A strange sound emanates from this room, as though a door is blowing open and slamming shut in a strong wind.

A large chest sits in the middle of this 25-foot-square room. The chest has been enchanted with a modified animate objects spell. Every 1d8 rounds, the chest pops open, giving the PCs a glimpse of its contents: a shining helm and several fragile-looking glass vials. The chest is otherwise stuck and has no apparent locking mechanism.

Attempting to break the chest is obviously a bad plan, if the characters want to retrieve the vials intact. A character who attempts to snatch a vial from the chest while its lid is open must make a Reflex save (DC 25). Success indicates that the PC has snatched one of the vials from the chest. Failure indicates that the chest has snapped shut on the character’s arm, inflicting 1d6 points of damage and ruining the vial. The helm may not be snatched out of the chest this way.

A successful Search check (DC 15) reveals a fresco at the end of the wall, much more faded than the one in Area 34. It bears a caption written in ancient Drow script. The fresco itself depicts a multitude of small spiders with elven faces in a large web, beneath another, larger spider with a female face and a malevolent grin.

A successful Decipher Script check (DC 15) reveals that the caption states the drowish maxim, “We are all Lolth’s food.” By touching her palm to the fresco and speaking this maxim, a character may unlock the chest and stop it from opening and snapping shut for 2 rounds, long enough to retrieve the contents. Unfortunately, the character doing so must also make a Will save or be subjected to the same suggestion effect as noted in Area 3. A lawful or good character who does this must also make a second Will save or suffer 1d6 points of temporary Wisdom damage.

The chest contains four potions of cure light wounds, two potions of neutralize poison, and a helm of opposite alignment.

**AREA 5**

As the characters enter this 20-by-25-foot area, read the following:

The walls of this empty room are splattered with a dry, rustlike substance. A partially intact mosaic that seems to depict a large black widow spider devouring an elf male decorates the pockmarked and uneven floor of this room.

An appropriate Knowledge or Profession check reveals that the rustlike substance is dried blood. It looks several years old, probably the remnants of a battle or sacrifice here.

**AREA 6 (EL 4)**

As the characters look into this 20-by-25-foot area, read the following:

A large chest sits in the middle of this 25-foot-square room. The chest has been enchanted with a modified animate objects spell. Every 1d8 rounds, the chest pops open, giving the PCs a glimpse of its contents: a shining helm and several fragile-looking glass vials. The chest is otherwise stuck and has no apparent locking mechanism.

Attempting to break the chest is obviously a bad plan, if the characters want to retrieve the vials intact. A character who attempts to snatch a vial from the chest while its lid is open must make a Reflex save (DC 25). Success indicates that the PC has snatched one of the vials from the chest. Failure indicates that the chest has snapped shut on the character’s arm, inflicting 1d6 points of damage and ruining the vial. The helm may not be snatched out of the chest this way.

A successful Search check (DC 15) reveals a fresco at the end of the wall, much more faded than the one in Area 34. It bears a caption written in ancient Drow script. The fresco itself depicts a multitude of small spiders with elven faces in a large web, beneath another, larger spider with a female face and a malevolent grin.

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The chest contains four potions of cure light wounds, two potions of neutralize poison, and a helm of opposite alignment.
The PCs are likely leery of this chamber, having found a dead adventurer here. The room is, in fact, trapped. Anyone walking into the room far enough to reach the body triggers the trap.

**Fear Trap**: CR 5; magic device; proximity trigger (alarm); spell effect (*fear*; caster level 15th [sorcerer]; Will DC 16 resists); Search (DC 29); Disable Device (DC 29).

Creatures affected by the *fear* trap flee for the duration of the spell. The *fear* trap was intended to work in tandem with a poison dart trap that triggered when a creature attempted to leave the room at more than a walking pace. The hapless adventurer lying on the floor already triggered this trap, however, and Arda’s servants have not reset it yet.

The corpse is a fallen adventurer who came to a bad end in Arda’s lab. If the PCs are here searching for the village’s lost heroes, this is one of them. A Search check (DC 15) reveals a small dark imbedded in his back. The corpse carries a nonmagical shortsword and wears a serviceable suit of chainmail. On its belt is a pouch containing a set of thieves’ tools and a moonstone worth 50 gp. The room is otherwise empty.

Should a cleric attempt to *speak with dead*, the spell provokes unsettling results: the corpse babbles incoherently for the duration of the spell, shrieks aloud, and is then still once more. The adventurer’s last moments of life were full of such unspeakable terror that the impression of it has overwhelmed all other knowledge that might have been imprinted on his body.

**AREA 7**

As the characters approach this area, read the following text:

Numerous spiderwebs line the walls of this 15-foot-wide room. A mosaic depicting a large black widow spider devouring an elf male decorates the floor. There seems to be writing near the mosaic, etched into the floor.

The mosaic, a more intact version of the pattern in Area 5, represents what the drow feel will be the inevitable triumph of their Spider Queen over the elven pantheon. The writing on the floor is clearly in the same ancient Drow script seen elsewhere, but the passage of time has rendered it indecipherable.

**AREA 8 (EL 2)**

Dozens of sparkling gems lie scattered on the floor of this 15-foot-wide room.

Most of these gems are worthless pieces of glass magically enhanced to appear valuable. A single monstrous spider descends from the ceiling as soon as the characters enter the room and attacks. A successful Search check (DC 15) allows the PCs to discover a pair of enormous tiger eye turquoise stones worth 25 gp each.

**Large Monstrous Spider**: CR 2, HD4, 22 hp; see *Monster Manual* page 210.

**AREAS 9, 10, 11 (EL 2)**

Each of these squarish rooms contains a small altar dedicated to Lolth. Frescoes extolling the beauty and cruelty of the Spider Queen decorate the walls. Each room is under the effect of a separate *unhallow* spell.

Arda has tied a separate spell effect to each of the *unhallow* spells:

- **Area 9**: *bane* targeting lawful creatures.
- **Area 10**: *curse* targeting good creatures.
- **Area 11**: *bless* targeting chaotic evil creatures.

**AREA 12 (EL 7)**

This room seems unnaturally cold. A statue of a giant spider with a woman’s face towers in front of you.

The drider here remains hidden and invisible until the PCs have progressed through at least most of the rooms. If possible, she waits until the characters have fallen under the influence of the detrimental effects of Arda’s traps. She also attempts to use the *bless* effect in Area 11 to her advantage, if feasible.
When the drider finally chooses to show herself, she becomes visible and brandishes her shortswords fearfully, shouting to the characters:

“We are all Lolth’s food. Surrender your spirits to the Queen of the Demonwebs, and your lives will be spared until she calls upon you for sacrifice, as she calls upon us all.”

The drider is telling the truth. She does not attack PCs who pledge their allegiance to Lolth. PCs who think to outsmart the drider by pretending to pledge their allegiance to Lolth have another think coming: She’s expecting this, forcing the characters to make a Bluff check opposed by her Sense Motive check. Anyone she determines is faking becomes immediately subject to a charm person spell (caster level 15th). This charm spell restrains them from attacking the drider and impels them to do everything in their power to keep their erstwhile companions from harming her.

If the drider has an opportunity to engage the PCs in conversation, she gives her name as Eklivarta. In addition, she hints broadly at Arda’s plot. She speaks of the “many eyes” of the Spider Goddess and insinuates that the walls do, in fact, have eyes. If you prefer not to roleplay this banter, treat it as an Innuendo check (DC 20). The drider does not refer to the hated drow Arda by name or disclose any additional information, nor will she ally herself with the PCs. Eklivarta, like most other driders, has a profound death wish and will not shrink from fighting the characters to the bitter end—though she would prefer to live long enough to see Arda fail and suffer the consequences of disappointing Lolth.

She fights to the death if pressed, but she has not been ordered to do so and withdraws if the fight goes against her.

The drider is also not particularly interested in killing the PCs. Should she gain the upper hand, she begins to strike for subdual damage, planning to incapacitate the characters and turn them over to Arda for further experimentation.

**Eklivarta:** Female drider; CR 7; Large aberration; HD 6d8+18; hp 45; Init +2; Spd 30 ft., climb 15 ft.; AC 17, touch 11, flat-footed 15; Atk +3 melee (1d6+2/19–20, short sword) and +0 melee (1d4+1, bite); or +5 ranged (1d6/x3, shortbow); Face/Reach 10 ft. by 10 ft./5 ft.; SA Poison, rebuke undead 6/day, spell-like abilities; SQ Darkvision 60 ft., SR 14; AL CE; SV Fort +5, Ref +4, Will +8; Str 15, Dex 15, Con 16, Int 15, Wis 16, Cha 16.

**Skills and Feats:** Climb +14, Concentration +10, Hide +8, Listen +9, Move Silently +7, Spellcraft +10, Spot +9; Ambidexterity, Combat Casting, Two-Weapon Fighting.

**Poison (Ex):** Eklivarta delivers her poison (Fort DC 16) with each successful bite attack. The initial and secondary damage are the same (1d6 points of Strength damage).

**Spell-Like Abilities:** 1/day—dancing lights, darkness, detect chaos, detect evil, detect good, detect law, detect magic, faerie fire, levitate. Caster level 6th; save DC 13 + spell level.

**Spells Prepared (5/5/5/4; save DC 13 + spell level):**
- 0—cure minor wounds, detect magic, guidance, read magic, resistance; 1st—cause fear, command, cure light wounds, magic weapon, protection from good*; 2nd—bull’s strength, darkness, hold person, shatter*, silence; 3rd—contagion*, deeper darkness, dispel magic, prayer.

* Indicates a domain spell.

The drider has a single ring of invisibility. Gems at the base of the statue could be pried loose and sold for about 1,200 gp.

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**CONTINUING THE ADVENTURE**

If the PCs escape from the temple complex with their lives and alignments intact, Arda takes a special interest in them and attempts to arrange another experiment for the future. Over time, it may become apparent to the characters that they have attracted the attention of someone powerful and unpleasant.

Should the PCs return to Lerick with news of the Golden Band rogue’s death, the people of the town take the news badly. The townsfolk enter into a state of deep mourning. The mayor offers the characters a position as the town’s new guardians, a job that pays a modest stipend and commands the respect of all those under their protection. Or, if you prefer, the mayor may ask the PCs to locate the remaining three members of the Golden Band—they did, after all, find only one body.

Should the PCs return to Lerick with the adventurer’s body, it resists all attempts at being raised or
resurrected, as the NPC’s soul does not wish to return. The townsfolk bury the NPC hero in a dignified ceremony.

Should the PCs pledge themselves to Lolth—a real possibility, especially should one of them don the helm of opposite alignment—or if they are taken prisoner, Arda brings them to her stronghold deep within the Underdark. There they undergo a round of extremely unpleasant “experimentation.” The PCs, some of whom may have entered into the Spider Queen’s “service,” must now find a way to escape from the bowels of the Underdark. This will most likely require that the PCs all work together for their mutual self-preservation, including those who may have been magically changed by the helm and those who foolishly thought to trick the Queen of Spiders.

Of course, if the PCs have proved valuable subjects of study, Arda may allow them to escape her clutches, continuing to observe them as they make their way through an Underdark city in their attempts to reach the surface world again. In doing so, they will most likely discover at least part of Arda’s plan to establish a drowish dominion in the Night Above.

ABOUT THE AUTHOR

Ramon Arjona is a software developer with Wizards of the Coast. His work has appeared in Strange Horizons <www.strangehorizons.com>, The Absinthe Literary Review <www.absinthe-literary-review.com>, and ZZZYZYVA. He would like to dedicate this minimodule to all the designers and editors that have made D&D a great game in print and on the Web.