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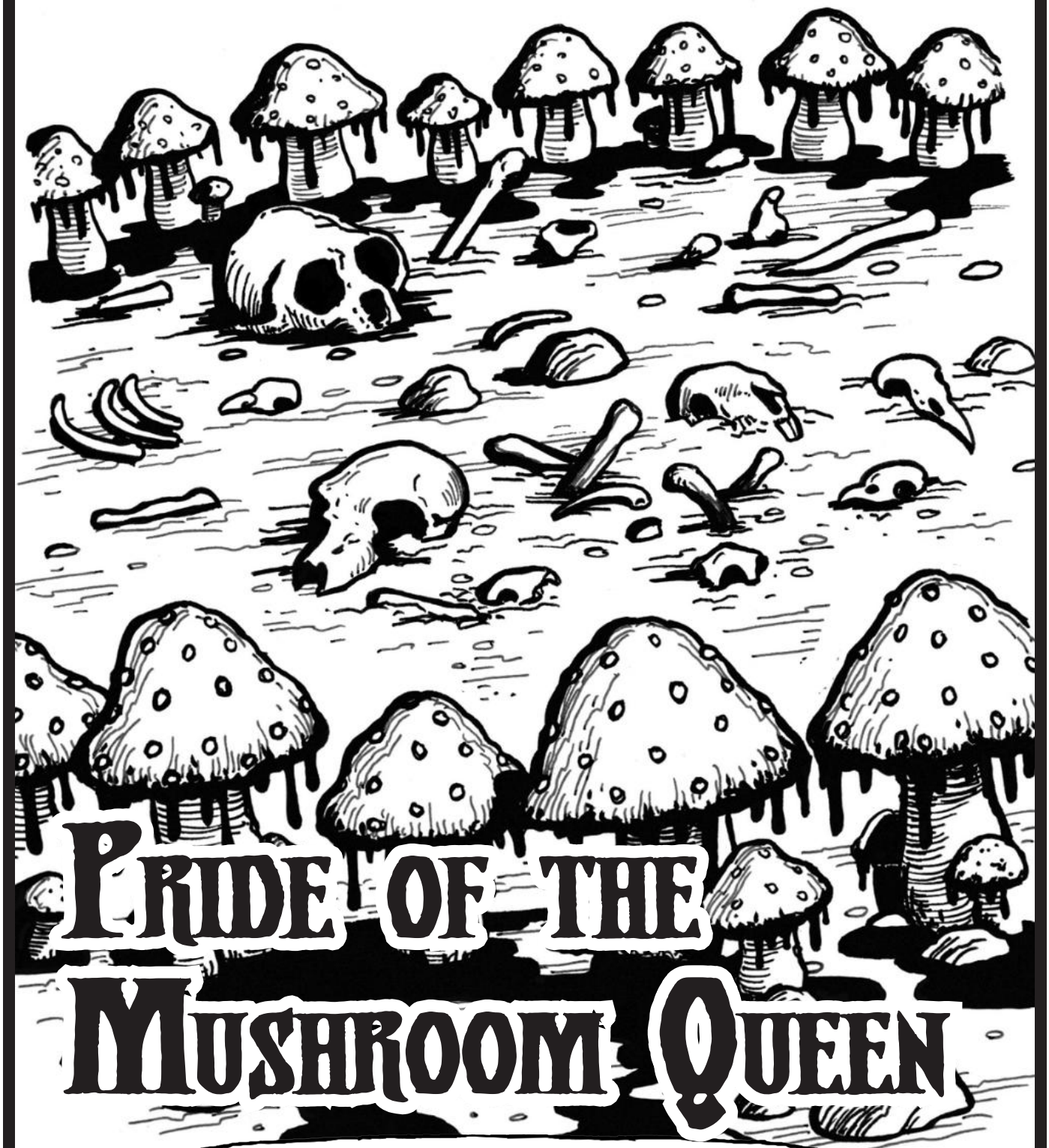

Pride of the Mushroom Queen

A 5E Warlock Adventure
By Mike Welham

Pride of the Mushroom Queen

Adventure Background

Two centuries ago, a creature known as the Weft of Shadows broke into a minor elf noble's extraplanar vault in the Summer Lands and deposited several powerful magic items from the vault in random forest locations on Midgard. Thanks to an unusual set of rules involved in the creation of the items, once mortal hands have touched the artifacts, the elves cannot reclaim them.

Similarly, these odd rules prevented the Weft of Shadows from making shadow versions of the relics without them first touching mortal hands. While the Weft of Shadows was content to allow the other artifacts wreak havoc in their own ways, it had different plans for the Enoki Scepter. The device was capable of corrupting plants and flesh with fungi, and the Weft planned to use it to inflict terrible harm on the Arbonesse elves.

The Weft of Shadows' agents found a victim in Elela Argaria Sheoloss, an elf with a predilection for mushrooms growing in the shadows of the Arbonesse's great trees. After flooding her mind with visions of a paradise filled with all varieties of beautiful fungi, they watched as she embraced these visions and espoused the rights of these overlooked plants. Her fellow elves regarded her as eccentric and ignored her rantings as harmless…until she began to poison plants and cultivate harmful fungi. The elven leaders had no choice but to imprison her while they discussed her fate. They didn't want to execute her, but exiling her into the forest would allow her to continue endangering it.

It was a moot point since she escaped with the aid of the Weft of Shadows' agents. Angered at her treatment and the elves' lack of understanding about the inevitable fungal paradise, she "conveniently" discovered the Enoki Scepter at the most opportune time. After surreptitiously infecting a community of Arbonesse elves with the scepter's magic, she remained nearby until the elves began to succumb to the fungal rot that resisted their magic. Disappointed when the first casualties transformed into shambling plant creatures that followed her around, she decided she needed a place to study the scepter and further unlock its magic. Unknowingly led to a clearing with a thinning border to the Plane of Shadow, she used the scepter to create a modest garden of fungi. As she grew more confident with the

Design: Mike Welham

Editing: Meagan Maricle

Graphic Design: Rick Kunz

Art Director: Marc Radle

Cover Art: M. Wayne Miller

Interior Art: M. Wayne Miller

Cartography: Dyson Logos

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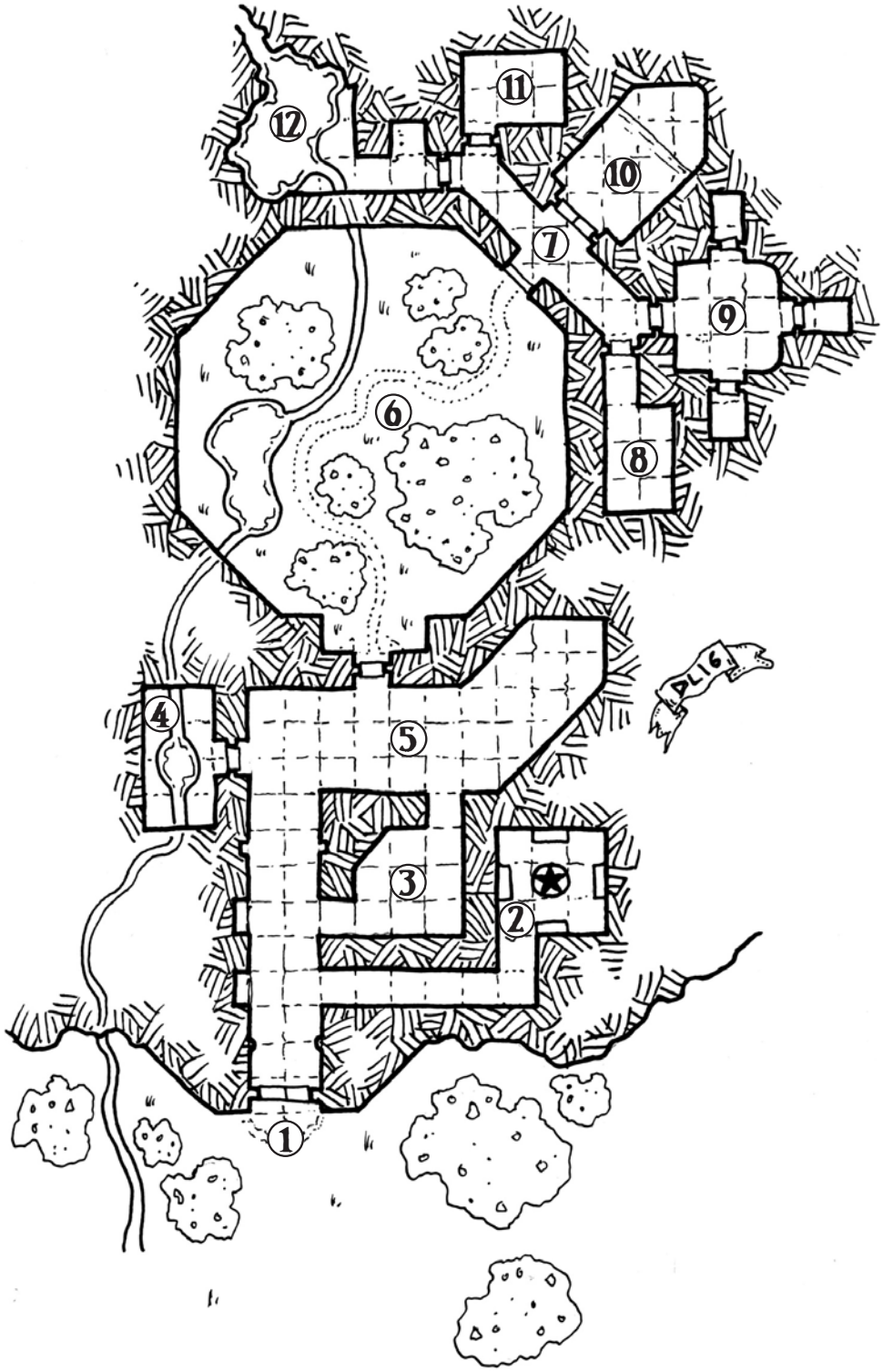

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scepter, she devastated other small communities, which fell to virulent fungal infections inflicted by the scepter. Finally, she nearly depleted the scepter's power to create her grand Fungal Citadel, which stands as a blight in the forest and a beacon to her "converts."

Surviving Arbonesse elves watch helplessly as their loved ones die and arise the next morning to shamble mindlessly deep within the forest toward the citadel. Aware of their susceptibility to the so-called Mushroom Queen's magic, they seek outside assistance to defeat the menace.

Adventure Hooks

The PCs may be traveling through the Arbonesse on other business and end up in an afflicted village or encounter a villager seeking assistance. Daesanderena may have worked with the PCs to retrieve portions of the wayward artifacts (as detailed in "Wrath of the Bramble King") and seeks their assistance once again (see "A Simple Request" below). Finally, one of the PCs may be an Arbonesse elf, or the PCs may be friends of the elves from other adventures, compelling them to assist the elves.

ADAPTING PRIDE OF THE MUSHROOM QUEEN FOR TALES OF MARGREVE

Though this adventure takes place in the Arbonesse forest, it can easily be adapted to fit into the Margreve. First, the Arbonesse elves afflicted by the fungal conversion should be changed to elves with Stross ancestry. Second, while the Fungal Citadel is regarded as "natural" to a certain extent, the Margreve regards it as an affront, especially as it creeps outward. Thus, the PCs receive status for destroying the Fungal Citadel and allowing the Margreve to reclaim the land.

A Rotten State of Affairs

The PCs arrive at an afflicted village and can view the horror of elves covered in a wide variety of mushrooms, toadstools, and other fungi. Most of the elves are bedridden, hours or days away from their terrible fate of transforming into shambling plants bound to walk toward the Fungal Citadel. The fungus resists efforts to remove it as a disease or to destroy it as a plant and seems to intensify its growth in response to such countermeasures. Investigating the spread of the fungus reveals it only seems to affect Arbonesse elves. This is corroborated by anecdotes of uninfected elves touching infected elves and waking the next morning with fungi growing from their bodies. The Arbonesse elves are reticent at best to confront the Mushroom Queen and plead for the PCs to eliminate her and find a cure for their condition. The elves' desperation induces them to offer a suit of *elven chain* as a reward to the PCs, even if none of them are elves.

To find the Fungal Citadel, the PCs can follow a dead victim that arises and meanders toward the complex. Alternatively, a successful DC 10 Wisdom (Survival) check picks up a broken trail of mushrooms leading to the citadel.

A Simple Request

Daesanderena, an elf from the Summer Lands, finds the PCs as they travel to the Fungal Citadel, if she has not already commissioned them to retrieve a portion of the Enoki Scepter. If the PCs helped her with the Bramble Crown, she expresses her appreciation for their assistance. She requires the PCs to retrieve a living fungus growing from the Enoki Scepter for her (relaying the information in the first paragraph of the Adventure Background, if necessary). Once the PCs return with the requested item, she gifts them with a *gem of brightness*, hoping it will serve them well in future dealings with the Weft of Shadows.

The Fungal Citadel

The Mushroom Queen found this clearing in the Arbonesse Forest with its meandering stream feeding a couple of ponds and decided this was the perfect location for her seat of power. She expended most of the Enoki Scepter's power to erect this compound from fungal material. The centerpiece of the citadel (Area 6) is shaped like a tall mushroom measuring 30 feet high and topped with a bright red cap, which shades most of the remainder of the complex. She built the other rooms out of sturdy fungal material that gives the walls and doors the consistency of wood; however, the walls constantly sweat and breathe, giving the whole place an unsettling appearance.

Though the citadel's floors are spongy, they provide adequate support for most creatures and are normal terrain except where noted. Bioluminescent fungi provide dim light throughout the Citadel except where noted. Innumerable spores float gently in this light.

The Enoki Scepter's corrupted magic permeates the citadel. While within the Fungal Citadel, elves and elfmarked take a –2 penalty on all saving throws against poisons and diseases. Arbonesse elves are especially susceptible to the scepter's magic and have disadvantage on these saving throws in addition to the penalty.

The smell of rot pervades every room in the citadel. A PC who does not take precautions to cover his or her nose and mouth must succeed on a DC 15 Constitution saving throw or become poisoned for 1 hour. An unprotected PC must attempt this save every 10 minutes he or she remains within the citadel.

1. ENTRANCE TO THE CITADEL

Black and red fungal material forms striped doors, marking the entrance to the Mushroom Queen's compound. There are no handles or knobs to open the doors, but a successful DC 14 Intelligence (Investigation) check finds an indentation on the door that holds a slimy nodule. The doors swing inward when the nodule is pressed. The doors can also be hacked apart with a successful DC 15 Strength check using an edged weapon or tool, but the noise alerts the creatures in Areas 3, 4, and 6 to the PCs' presence. If the PCs followed a risen victim here, it melds through the door and into the Citadel without issue. The body then continues to shamble to Area 5 where the fungal vines on the wall embrace the new convert and hang it from the wall in a supplicating pose.

A successful DC 20 Wisdom (Perception) or Intelligence (Nature) check notices four **shriekers** hidden among the fungi surrounding the door. The shriekers create a loud enough noise to alert every creature within the Fungal Citadel.

Opening the door reveals a grand hallway covered by a pale "carpet" of nauseating orange striations on the floor. The "carpet" changes color to a deep purple hue in the hallway to Area 2, to the color of fresh blood in the hallway to Area 3, and to a golden color as it curves into Area 5. The alcoves in the western wall are filled with statues of the Mushroom Queen, albeit less ostentatious than the one found in Area 2.

2. THE MUSHROOM QUEEN'S EFFIGY

As the PCs round the corner to the north, the rotting stench gives way to an intoxicatingly pleasant fragrance. Doors seems to lead out of this chamber from all cardinal directions. The floor and walls shift from a deep purple to lavender, and the bioluminescent fungi intensifies such that the room is filled with bright light. A statue of the Mushroom Queen with her arms outstretched and pointing to the east and west doors stands 15 feet tall and fills most of this chamber. None of the doors open to any chambers, but accessing the northern and southern doors unveils two parts of the key necessary to gain entrance to the central garden in Area 6, exposing PCs to the traps described below. The eastern and western doors are not trapped, but they conceal abstract carvings of the Mushroom Queen.

Vomiting Slime Mold Trap. When a creature opens the northern door, a barely-contained flow of slime mold sprays out. Each creature within 15 feet of the door must make a DC 15 Dexterity saving throw. On a failure, a creature takes 5 (1d10) bludgeoning damage and 11 (2d10) poison damage and is poisoned for 10 minutes. On a success, a creature takes half the damage and isn't poisoned.

Prevention. A successful DC 14 Wisdom (Perception) check hears a gurgling sound behind the northern door as if a high-pressure fluid is pushing against it. A successful DC 15 Strength check when opening the door holds it open just enough for the pressure from the slime to be released without harming all creatures within 15 feet of the door. On a failure, the trap triggers as normal.

Violet Fungus Expulsion Trap. When a creature opens the southern door, a wall of violet fungus explodes in rotting spores. Each creature within 20 feet of the door must make a DC 15 Dexterity saving throw, taking 22 (4d10) necrotic damage on a failed save, or half as much damage on a successful one.

Prevention. A successful DC 15 Wisdom (Perception) check notices the smell of rot behind the southern door. A successful DC 15 Strength check when opening the door slows the flow of spores, limiting how many are ejected at one time. If successful, each creature within 20 feet of the door has advantage on its saving throw. On a failure, the trap triggers as normal. Alternatively, a *gust of wind* spell timed with opening the door disperses the spores harmlessly.

Two key halves carved from a gold-colored mushroom sit imbedded in the walls behind the northern and southern doors. Tendrils wriggle out from each half, harmlessly grasping at any creature that holds it. When the two halves are put together, they make a sucking sound and combine into one triangular, golden mushroom key. Once formed, the key can't be separated into its two halves again.

3. RECEPTION AREA

The Mushroom Queen believes that once she becomes established in the Arbonesse as a ruler in her own right, she will need to meet with guests. She carved out this chamber near the main entrance to serve as a room where she could greet subjects and visiting dignitaries in a comfortable and friendly manner. The floor is checkered in alternating patches of white and dark brown fungi, and the ceiling is covered in lacy, luminous moss. Two red-surfaced tables surrounded by chairs carved from sturdy fungi rest near the northern and western walls.

Two **cavelight moss** (*Tome of Beasts,* p. 53) cling to the ceiling and attack any creature not accompanied by the Mushroom Queen.

4. RESPLENDENT POND

The Mushroom Queen preserved the vibrant purple and orange flowering plants in this room when she found the **death butterfly swarm** (*Tome of Beasts*, p. 71) attending them. The swarm does not bother her or any other fungal creatures. The butterflies composing the swarm flit about the flowers for one round before coalescing into a swarm and attacking fleshy (or undead) intruders. A successful DC 14 Intelligence (Nature) check recognizes the swarm's danger before it forms.

5. GALLERY

Elf victims who die because of the Enoki Scepter's fungal infestation become mobile, semi-sentient, elf-shaped plants and wander to the Fungal Citadel. They station themselves along the walls of this gallery, becoming "statues" that give the Mushroom Queen a grand view of her handiwork when she leaves the central garden. All of them are long dead, but each hangs on the wall, suspended by "vines" of silver fungus in various poses of supplication or heroism—whichever the Mushroom Queen found most pleasing upon the creature's arrival. After the Mushroom Queen's magic is reversed in the Fungal Citadel, these unfortunates revert to flesh, but they remain dead. The gallery's floor is a spongy carpet of golden fungus, and the walls are drapes of silver fungus that emit bright light.

The door to Area 6 appears to be a contiguous section of the wall broken only by a circular, golden panel made of fungus. A triangular indentation sits in the center of the panel. A successful DC 15 Intelligence (Arcana or Investigation) check realizes the unique and slightly-magical nature of the lock and that it requires a special key to open.

TREASURE

Many of the victims still wear or carry mementos of their former lives. A successful DC 18 Wisdom (Perception) check while inspecting the "statues" finds a few wedding rings, necklaces, wooden carvings, and other personal trinkets worth a total of 75 gp.

6. THE CENTRAL GARDEN

While the other areas in the Fungal Citadel have been cultivated to mimic passageways and rooms in an ordinary building, the central garden has been allowed to run rampant. A meandering walking path cuts through the veritable forest of fungi. Standing mushrooms and toadstools in the area have a disturbing tendency to lean toward flesh-and-blood creatures. If a creature brushes up against a fungus, the fungus releases relatively harmless spores, which induce a mild cough, watery eyes, or a runny nose but otherwise inflict no harm.

The water from the stream pools into a pond in the southwestern portion of the garden. The pondwater is clear, allowing creatures to see its entire 20-foot depth. While the water seems uncontaminated, the six **moss lurkers** (*Tome of Beasts,* p. 298) hiding in this room were allowed to poison it. A creature that drinks the water must succeed on a DC 11 Constitution saving throw or become poisoned for 1 hour. The moss lurkers use their natural camouflage to hide in the forest of fungus and attack intruders with hit-and-run tactics.

A clearing in the northeast holds the remains of a *putrescent faerie circle* spell (see below). The wilting black toadstools that form the ring are harmless now, but contain the bones of animal and humanoid victims brought here by the Mushroom Queen's servants. A successful DC 17 Intelligence (Arcana or Nature) check realizes the ring was created by a spell. A druid or a cleric of a nature-focused deity that spends 1 hour studying the ring can learn the *putrescent faerie circle* spell, though the druid or cleric can't cast the spell unless it is of the appropriate level to do so.

7. THE SHADOW HALL

The walls and floors in this hall are made of a black fungus with dark purple geometric patterns. The hall is shrouded in darkness. Unless otherwise noted, the rooms connected to this one are made of the same material and are similarly dark.

After the Mushroom Queen gave herself over more to the Weft of Shadows, she agreed to permit shadowy creatures with tenuous ties to fungi to roam freely here. One such creature, a **razorleaf** (*Creature Codex*, p. 317), stands in front of the double doors leading to the throne room (Area 10) and exacerbates the gloom pervading this hallway. The razorleaf has planted its roots in the fungal ground outside the throne room, its Dark Ground trait actively reducing any light that tries to pierce the gloom.

8. THE GARDEN OF DEAD MUSHROOMS

Contrasting to the vibrant, if grotesque, life pervading most of the Fungal Citadel, this room is covered in what appear to be dead mushrooms. The caps of the mushrooms have been carved out and filled with an inky liquid. A ring of twenty such mushrooms surrounds a 10-foot tall toadstool, which sits in the center of the room. The air in the room is noticeably colder than the others in this hallway. The room's close tie to the Plane of Shadows allows the Mushroom Queen to use the pools of inky liquid to commune with the Weft of Shadows. The inky liquid within the giant toadstool holds two **shadow oozes** (*Creature Codex*, p. 287), which attack intruders that aren't accompanied by the Mushroom Queen.

A successful DC 15 Wisdom (Insight) check gives a PC the feeling of being watched. A successful DC 15 Intelligence (Arcana) check while inspecting the pools of dark liquid recognizes the pools' use as rudimentary scrying devices. However, the pools currently only allow for something to view into this chamber and not vice versa. If a PC attempts to remove any liquid, it evaporates into wisps of shadow within 1 round of being removed from its mushroom.

9. MACABRE EXPERIMENTATION

A wooden table covered in oozing plant matter stands in each of this chamber's corners. Another, larger table sits in the chamber's center. A mold-covered corpse lies on the table with a single, black flower sprouting from its chest.

As the Mushroom Queen's attempts to create rotting thralls grew more sophisticated, her minions improved from short-lived, mindless, shambling plants that rooted themselves in her gallery (Area 5) to shambling zombies capable of following orders. She used this room for various experiments after creating the two mindrot thralls in Area 12. The Plane of Shadow's influence in the Fungal Citadel seeded a **gloomflower** (*Creature Codex,* p. 188) in the chest of the Mushroom Queen's latest victim, the **mold zombie** (*Creature Codex*, p. 395) that lies on the central table. The zombie awaits the Queen's orders or for intruders to disturb its slumber. The gloomflower detaches itself from the mold zombie on the first turn it acts.

Each of the three chambers adjoining this room contains a mold zombie similarly awaiting the Queen's next order. Each corpse has a nascent gloomflower imbedded within its chest, which can't attack and dies if the mold zombie is destroyed.

10. MUSHROOM QUEEN'S THRONE ROOM

The Mushroom Queen spends much of her time in this room. A mottled purple throne covered in bright red mushrooms sits on a dais in the north-eastern section of the chamber. Sheets of fungus in various hues of red and purple with varying degrees of transparency hang from the ceiling. As a gesture of solidarity toward the Weft of Shadows, she allows the interior of the doors to retain the black and purple coloration found in Area 7.

The Mushroom Queen waits upon her throne, even if she is alerted to the PCs' presence through the shriekers' alarm or nearby sounds of combat. She is imperious and regards non-plant creatures as her inferiors. However, she is impressed by the PCs making it past her guardians. She offers to harmlessly remake them if they agree to serve her. Indeed, the Mushroom Queen is true to her word, and the process is pain-free for those who peacefully submit to her. Of course, she doesn't expect the PCs to agree and attacks when they threaten her or move threateningly within 15 feet of her.

The **Mushroom Queen** uses the statistics of the **void speaker** (*Creature Codex*, p. 408), except she has immunity to poison and can't use the Repelling Word option of Word of the Void action. In addition, she replaces *cone of cold* (or *living shadows* if using the *Midgard Worldbook*) with *putrescent faerie circle* (see below). When she feels the PCs are threatening her or if they move to attack her, she casts the spell to ensnare as many of them as possible and continues attempting to sway them to her side. She dismisses it if the spell noticeably weakens the PCs too quickly, not wanting to outright kill potential new minions. If further attempts to convince them to join her do not work, she resigns herself to the task of killing them and attacks without restraint. The mindrot thralls in Area 12 can sense when the Queen is in danger and arrive to the throne room 1d4 rounds after combat starts.

The Mushroom Queen's dagger attack inflicts iumenta pox (see the mold zombie) if a creature hit by it fails a DC 15 Constitution saving throw. The Mushroom Queen's iumenta pox requires three successful saving throws to cure it and a creature that dies from the disease rises as a **mindrot thrall** (*Tome of Beasts,* p. 290) instead of as a mold zombie.

11. MUSHROOM QUEEN'S BEDCHAMBER

This simply-appointed room contains a plush, canopy bed made of fungus with transparent drapes of fungal matter hanging from it. A small, wooden desk with a mushroom stool beside it sits across from the bed. The desk contains parchment, quills, and ink. Several pieces of the parchment contain what appear to be various iterations of a royal emblem—the Mushroom Queen's attempts at creating her own seal in preparation for her establishment as a ruler in the Arbonesse.

TREASURE

A successful DC 15 Intelligence (Investigation) check finds a hidden compartment in the desk that holds a golden crown set with rubies and amethysts worth 150 gp.

12. THE POLLUTED POOL

The Mushroom Queen shoved the Enoki Scepter into the bottom of this stream-fed, muck-filled pool to keep it out of her enemies' hands and to give it time to recollect power. A successful DC 18 Wisdom (Perception) check notices the scepter protruding just above the pool's surface. A successful DC 15 Intelligence (Arcana) check reveals the scepter has gone dormant, depleted of much of its magic. The Mushroom Queen used most of it in the creation of the Fungal Citadel.

After the Mushroom Queen achieved her greatest success by creating a pair of **mindrot thralls** (*Tome of Beasts*, p. 290), she placed them in this chamber to guard the weakened scepter. The creatures tried in vain to communicate their desire for closer proximity to her to protect her better, but she refused. She feels the scepter needs more protection than see does, and she feels it would be a sign of weakness if she entertained guests with a retinue of guards at her side. The creatures are linked to her, though, and make their way to her throne room (Area 10) if they sense she is in distress. They are also linked to the scepter and can sense when a creature other than the Mushroom Queen grabs the Enoki Scepter.

DEVELOPMENT

A successful DC 20 Intelligence (Arcana or Nature) check reveals a process for destroying the depleted scepter. A character who spends an hour studying the scepter has advantage on this check. To destroy the scepter, it must be exposed to 12 continual hours of sunlight with a creature dealing at least 10 radiant damage to the scepter by the end of each hour. Destroying the scepter in this way causes the Fungal Citadel to dissolve and cures all creatures of any diseases inflicted by the Mushroom Queen.

Concluding the Adventure

If the Enoki Scepter is not destroyed, it goes into a period of dormancy for 50 years. The Arbonesse elves prefer to sequester the relic away to avoid possible misuse again. A successful DC 20 Charisma (Persuasion) check convinces the elves to give the scepter to the PCs for study or eventual destruction. The afflicted villages are quarantined, and the infected die within a week as their fungus-covered bodies root themselves where they perish. The elves burn the affected villages to the ground after they are certain the disease no longer spreads.

If the PCs destroy the scepter, the villagers slowly return to normal and all signs of the Mushroom Queen's influence vanish within 24 hours.

If the PCs defeat the Mushroom Queen, the Arbonesse elves regard them favorably and allow them to travel the forest unchallenged. If the PCs also destroy the scepter and restore the living victims, the River Court names the PCs friends of the Arbonesse, and the PCs may be able to parlay this into a future favor from the court.

The Weft of Shadows becomes directly aware of the PCs' involvement, and it sends shadowy minions to harass or destroy its new enemies.

If the PCs bring a fungal growth from the Enoki Scepter to Daesanderena, she gives them the *gem of brightness*, as promised.

New Spell

PUTRESCENT FAERIE CIRCLE

5th-level conjuration
Casting Time: 1 action
Range: 60 feet
Components: V, S, M (a piece of poisonous fungus)
Duration Concentration, up to 1 minute
You create a 20-foot-diameter circle of loosely-packed toadstools that spew sickly white spores and ooze a tarry substance. At the start of each of your turns, each creature within the circle must make a Constitution saving throw. A creature takes 4d8 necrotic damage on a failed save, or half as much damage on a successful one.

If a creature attempts to pass through the ring of toadstools, the toadstools release a cloud of spores, and the creature must make a Constitution saving throw. On a failure, the creature takes 8d8 poison damage and is poisoned for 1 minute. On a success, the creature takes half as much damage and isn't poisoned. While a creature is poisoned, it is paralyzed. It can attempt a new Constitution saving throw at the end of each of its turns to remove the paralyzed condition (but not the poisoned condition).

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