Illustrated Fantasy & Sci-Fi From The World's Greatest Artists & Writers **Featuring RICHARD CORBEN** DAVID MACK **WENDY PINI WILLIAM STOUT** \$5.95USA \$6.95CAN SPECIAL EDITION **SPRING 1998 • ISSUE 1**

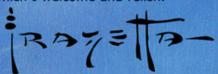
Dear Reader.

I guess the first question is, "So what have I been doing the past couple of years?" The answer to that is quite simple, enjoying precious time with my family. I hope that you enjoy this magazine, many hours have been spent getting it to this stage. What a joy it is to see the work of so many talented artists all featured in one publication. There are few opportunities for those in our artistic community to combine their creative talents and produce something worthwhile...that is the intention of Frank Frazetta Fantasy Illustrated.

Turn the pages and you will find stories from some of the most exciting and creative artists working today. Thank you to all of my fans and fellow artists that have sent cards and letters offering their

support.

To inspire a new generation of artists is an honor and a privilege which I welcome and relish.





A Letter From The Publishers

Well here we are.....after a year of planning and production Frank Frazetta Fantasy Illustrated is a finished magazine. Many thanks to the people who got us to this point, especially the artists and writers who are featured in this very special premiere issue. Thank you also to the media who promoted this release and created public awareness of our project. Most importantly, thank you to the living legend himself, Frank Frazetta, for being the inspiration and soul of this magazine. Frank Frazetta's illustrious career has spanned five decades. His paintings have influenced an entire generation of artists many of whom are featured in this very magazine.

We hope that you enjoy reading Frank Frazetta Fantasy Illustrated as much as we enjoy producing it. It is our intention to provide you, the reader, with art and stories from the best artists and writers in the world in each and every issue. Don't miss our fabulous second issue on sale in May featuring more of your favorite creators. The production schedule will be quarterly this year and will change to bi-monthly in 1999 giving you even more of an

opportunity to see the greatest storytelling in the world.

Thank you for purchasing this issue and making it all possible. For without an audience, what is a story? So, sit back, relax and prepare yourself to be thrilled, shocked, saddened and amused.....

Frank Frazetta Fantasy Illustrated #1 is about to begin.

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Spring 1998 . Volume 1, Number 1

Cover Frank Frazetta "The Silver Warrior"

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Frank Frazetta Fantasy Illustrated is produced and published quarterly by Quantum Cat Entertainment, Inc. Please direct all editorial and subscription related inquiries to Frank Frazetta Fantasy Illustrated P.O. Box 3120, Winter Park, Fl. 32790. One year subscription rate (four issues) is \$16.50; (Canada \$19.50); (all other countries \$33.00). All payment in U.S. funds only.

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by David Mack

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PHANTASMS SHUDDER IN THE WAVES OF BOILING AIR. A SEARING GUST OF DEMONIC HEAT WASHES OVER THE LONELY FIGURE STRUGGLING ACROSS THE VAST ARID PLATEAU. MASSIVE SHUGUG TREADS ENDLESSLY FOLLOWING FAINT TRACKS IN THE SAND, GROWING FAINTER BY THE MOMENT FROM THE CONSTANT WIND. BUT BY NOW THE DESTINATION IS APPARENT; THAT SHIMMERING GHOST MEN SHUNNED POC SIKJO.

SHUQUE HAD ALWAYS WANTED TO BECOME A SAILER, BUT NO SHIPS CAPTAIN WOULD ALLOW HIM ABOARD THEIR CRAFT. MOST SUPERSTITIOUS FOLK FEARED HIS STRANGE COLORING. MASTER HONCH HAD ACCEPTED THE BIZARRE CREATURE INTO THE RANKS OF HIS SECURITY GUARDS THINKING SHUGUES APPEARANCE WOULD KEEP MOST TROUBLE MAKERS AWAY.

@ 1997 RICHARD CORBEN

OH FAIR HOOHA, MY HEART BEATS FAST WHENEVER YOU ARE NEAR.

IN MASTER HONCH'S HOUSE THE BRUTISH GUARD BECAME HOPELESSLY IN LOVE WITH MASTER HONCH'S DAUGHTER HOOGH. CONFESSION OF THIS WOULD HAVE MEANT INSTANT EXECUTION. THE VOLUPTUOUS HOOHA HARDLY NOTICED HIS EXISTENCE.HER INFATUATION WAS FOR THE NOBLE CAPTAIN LOIN.

OKAY, YOU UGLY BRUTE,
KEEP AN EYE ON THINGS,
BUT DON'T SCARE
HOOHA.

TEE HEE! I THINK WE NEED MORE HANDSOME GUARDS AND FEWER UGLY ONES.

OOOH, SHE HAS A NICE BODY, BUT I HAVE ALL THE HOT FLESH I CAN HANDLE.







LOVELY HOOHA, IF ONLY I COULD TELL YOU OF THE DEPTHS, AND INTENSITY OF MY UNDYING LOVE AND PASSION.



HIS HEART POUNDING AND HIS CHEEKS FLUSHED, SHUGUG OBEDIENTLY BOWS AND BARES HIS HEAD. HELLO PRIVATE

PAINT YOUR SKIN
15 CERTAINLYSTRANGE.
15 IT ALL THAT WAY?

TAKE OFF YOUR
HELMET. I WANT TO
5EE, YOUR HEAD.
THAT'S AN ORDER!



A SHARP PAINFUL JOLT, THEN ALL FADES. DAMN YOUR SPLOTCHY HIDE! YOUR STUPID NEGLIGENCE HAS ALLOWED THE KIDNAPPING OF MY LITTLE GIRL. IF I WERENT IN SUCH A HURRY TO FOLLOW CAPTAIN LOIN IN HIS FAITHFUL PURSUIT OF THE FIENDS, I WOULD PERSONALLY MAKE YOUR END EXCRUCIATINGLY PAINFUL!































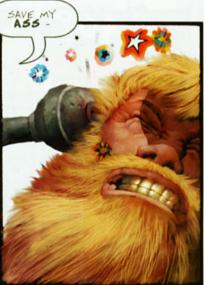
















































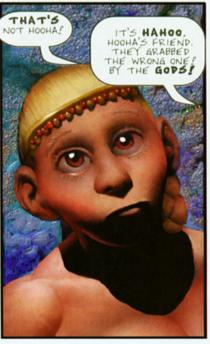




















WHERE'S THE KNIGHT?

THE ONE WHO'S GONNA PSYCH ME OUT AND BLOW



I WILL BE THE PERFECT
SOLDIER—
BEING MAIMED
DOESN'T SCARE ME—
AT THIS POINT ANYTHING
THAT I WANT TO KEEP
IS TUCKED AWAY SAFELY
INSIDE—— TOC DEEP
FOR ANYONE
TO TOUCH—











WILLIAM STOUT'S POEM COLLECTION

THE DINOSAUR PARADE

Last night I was awoken
To sleep's dark silence broken
My dreams scattered to the night
Tripping by tiptoe
I slipped to my window
And spied the most marvelous sight
Of dinosaurs dancing
And reptiles prancing
Last night in the Dinosaur Parade.

From slumber they tumbled Ground under them rumbled They lumbered and fumbled For a place in the Dinosaur Parade.



As I sat I saw and listened Lizard skin in moonlight glistened Creatures ancient, weird and wizened Slinked into the Dinosaur Parade.

Plodding painted circus wagons
Drawn by Earth's primeval dragons
Dragged and pushed in slow progression
Bumping some from the procession.
Steps tripped into graceful stumble
As more jumped to join the giant jumble
Clumsy prancers found fancy feet
Saurians bounced to the building beat.

Staggered spins; swirled spiraled leaps As reptiles reeled away their sleep Scores of creatures now in motion Freed from bonds of stone and ocean.

Duckbilled dandies danced as leaders
Curved crests bobbing, throbbing meters
Wrangling rolling rhythm beaters
To the drums of the Dinosaur Parade.
Pirouettes from Triceratops
Performed as a sly pair of hops
Establishing tone, style and pace
Displaying elephantine grace
A knowing smile crept 'cross her face
Causing my heart and soul to race
Last night in the Dinosaur Parade.

Monster max Tyrannosaurus
Never could begin to bore us
The gaping yawn of great big jaws
Long dagger teeth and stronger claws
First class unsurpassed worldbeater
Royal supreme chief meat eater
Naturally selected leader
King of the Dinosaur Parade.

Brontosaurus blundered bold Stately howdah trimmed in gold Lumbered down the darkened street Ground thundered under great gray feet.

Pteranodons trilled tremeloed tunes Swooping, they zoomed past hot air balloons Harmonies crooned to choirs below Squeaks squealed high as ballads boomed low.

Heavenly lemon-lime lollipops Were peddled by Pentaceratops Bipedal Archaeopteryx Presented eye-popping optic tricks. Stegosaurus, his plates erect,
Designed for shade and to protect,
Waddled forth with outstretched neck;
A tail spike wake described its trek.
The acrobat was a renegade Raptor
He showed us how to elude a captor
Bouncing hither and yon, this way and that
A free style high flying clawed acrobat.

Creatures streamed on down the highway Rhamphorynchus swarmed the skyway Iguanodons sporting thumb spikes Tramped on timeworn local tumpikes Right where Main Street rounds the bend Thumped an armor plated friend Plodding plump ankylosaur Sporting club and spikes galore.

Corn dogs uncovered by carnivores Caused a hundred hungry dino-roars. Fat feeding frenzied dinosaurs Left trails of candied apple cores Cotton candy by the clawfull Caramel popcorn by the jawfull Fizzy soda filled each maw full Sweet, delicious, rich and awful That feast in the Dinosaur Parade.

A selection fine and classic From Triassic to Jurassic A collection of Cretaceous Both outrageous and bodacious. Of dinosaurs dancing And reptiles prancing Last night in the Dinosaur Parade.

As a new dawn's sun ascended
The great pageant gently ended
The saurians ceased their creeping
Stopped their laughing, stayed their leaping
Then lo, the final giant stepped
Like some great tortoise crawled, then crept
But, then, at one last moment---leapt!
Within memories to be kept
Of that night in the Dinosaur Parade.

Sinking back into my pillow
Banners softly ceased their billow
I slept from the dreams of ages
Of old animals in stages
Slipped free once from ancient cages
I vowed to create these pages
To bring back the Dinosaur Parade.

I'M SEDIMENTAL OVER YOU

On this old dust an ocean danced; Sea mud consumed our long romance. Our lives lost to land primeval, Deaths disjoined by Earth's upheaval. Though loam and clay replaced our bones And our hearts' space filled up with stones,

We lie at last entwined alone As I'm sedimental over you.

Lost in a strata, sphere's dark might; Like two schists passing in the night. I've missed you for a million years, A billion times, a trillion tears. Cast astray in time's mortared space, While we await some distant race. You shifted up between slate seams; I felt your kiss within my dreams.

But now so close, we almost touch; I want to be with you so much. I sifted down through drifted sand To touch upon your upturned hand. A rain of years, raging weather Brought us both at last together. Now side by side, a rock romance, Tossed by time; embraced by chance.

The mountains rose, the oceans fell; I never wavered from your spell. Eons passed 'fore eyes had seen us And pried your form from layers 'tween

They cracked and carved away your case To gaze upon your quarried face, Your quintessential frame of grace; I'm still sedimental over you.

Stripping binds of sandstone boulders, Exposed to light enwoven shoulders. Hammers, picks; chisels chipped us free. Shipped distantly from time's dead sea, Assembled none too carefully. I'm part of you and you of me, Together for eternity; Always sedimental over you.





I HATE MAMMALS

Of all of the beasts
I like mammals least
They're ugly and hairy
Their faces are scary
They're small, tough and mean
Smell bad; they're unclean
They bear their kids live
How do they survive?
They suckle their young
They make smelly dung
I Hate Mammals!

Use a comb; Go back home; Make 'em roam; Get 'em outa here!

Keep those long nasal friskers Referred to as whiskers And their short furry legs Away from my eggs. They breed just like flies Too many of these guys They hop, skip and thump And make my heart jump Their noise is too loud For things so endowed I Hate Mammals! They're the pits with their tits; Gives me fits Get 'em outa here!

They devour strange food They're coarse and they're rude Their bad attitude Gives me a foul mood.

Moving in; taking over
Named "Spot", "Prince" and "Rover"
Their poop's in our clover
They've slunk like delinquents
Through the Mesozoic sequence
They're up to no good
Not in our neighborhood!
I Hate Mammals!

They're the worst; What a curse! We're the first Get 'em outa here!

----Before it's too late!























































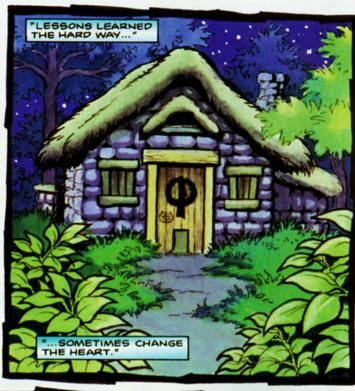




























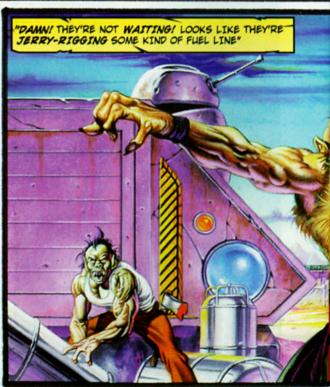


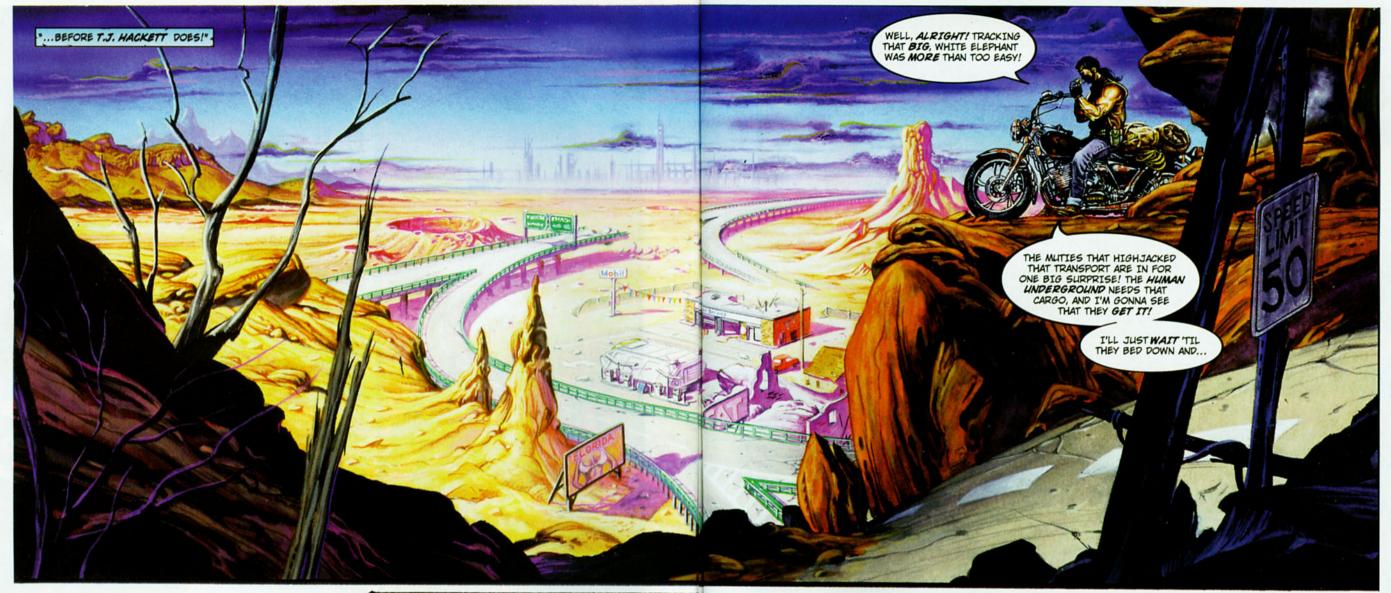


MOUNT UP!









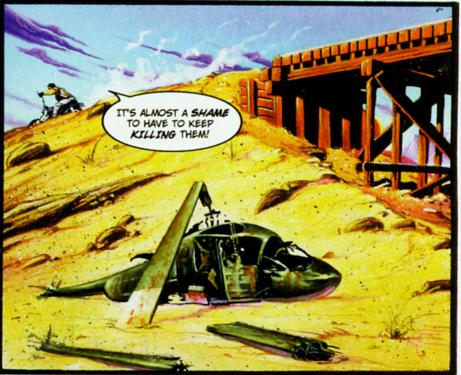














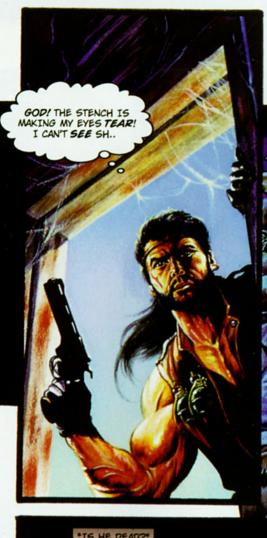








AND A VENGEANCE FOR ALL HUMANITY BECOMES HIS ONLY DESIRE!







"IS HE DEAD?"

"I DON'T ... WAIT!"

"HE'S COMING TO!"

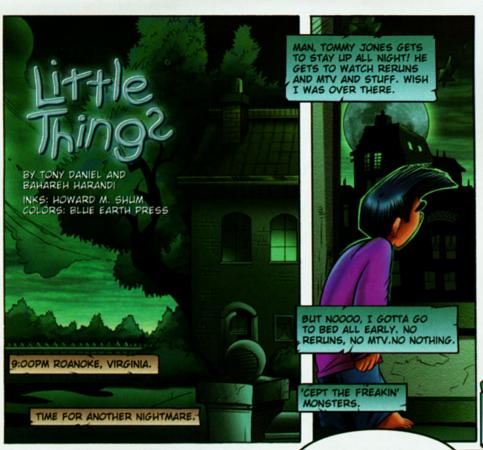
" GOOP"

"I'VE FOUND HUMANS TO BE A LOT LIKE LOBSTER..."













KEEP YOU FROM SLEEPING!

















































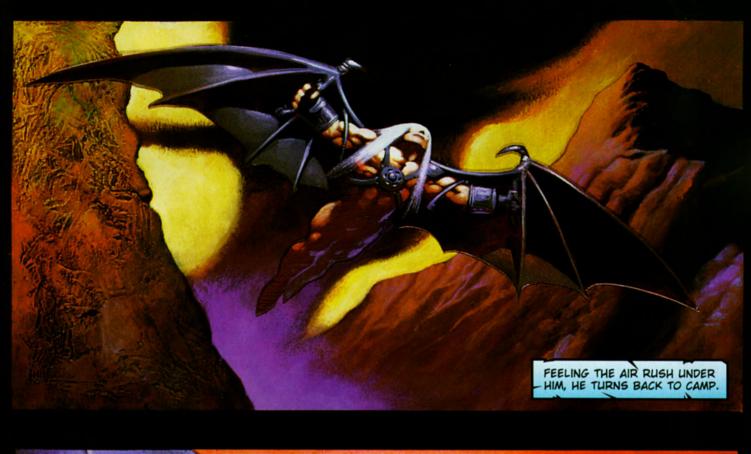








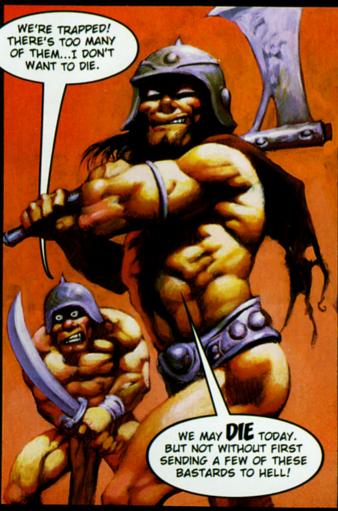










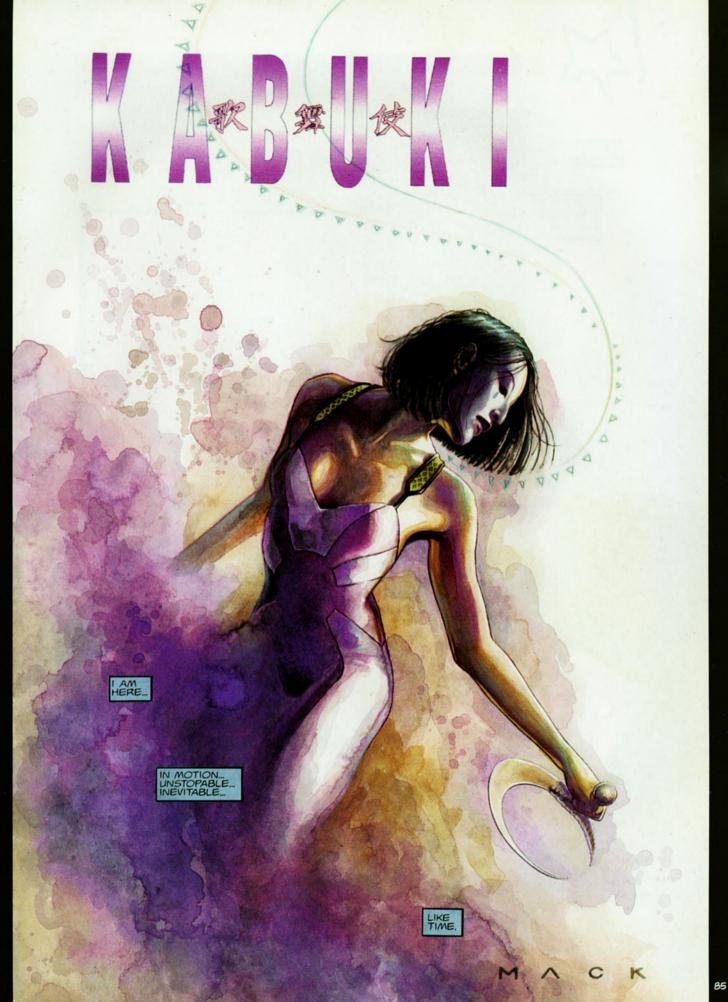




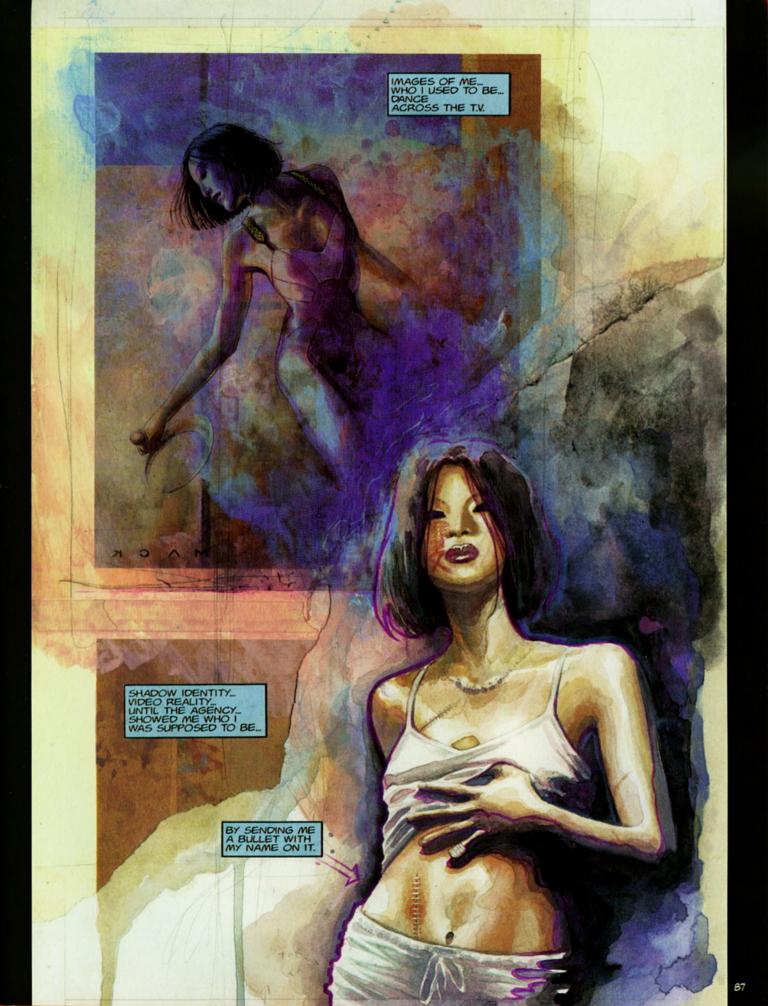




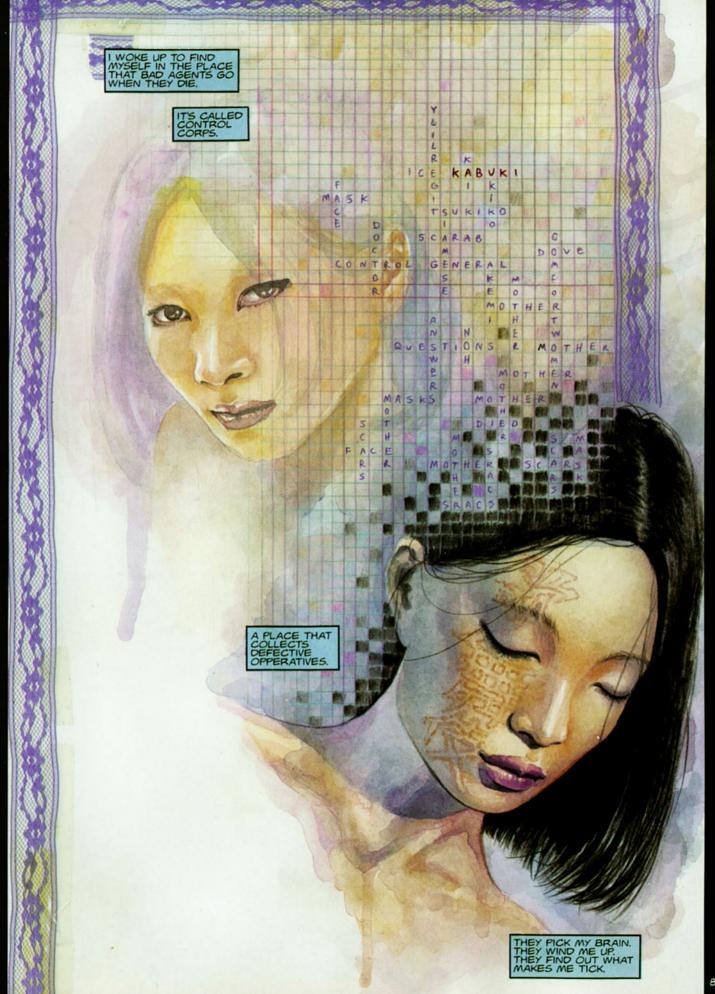


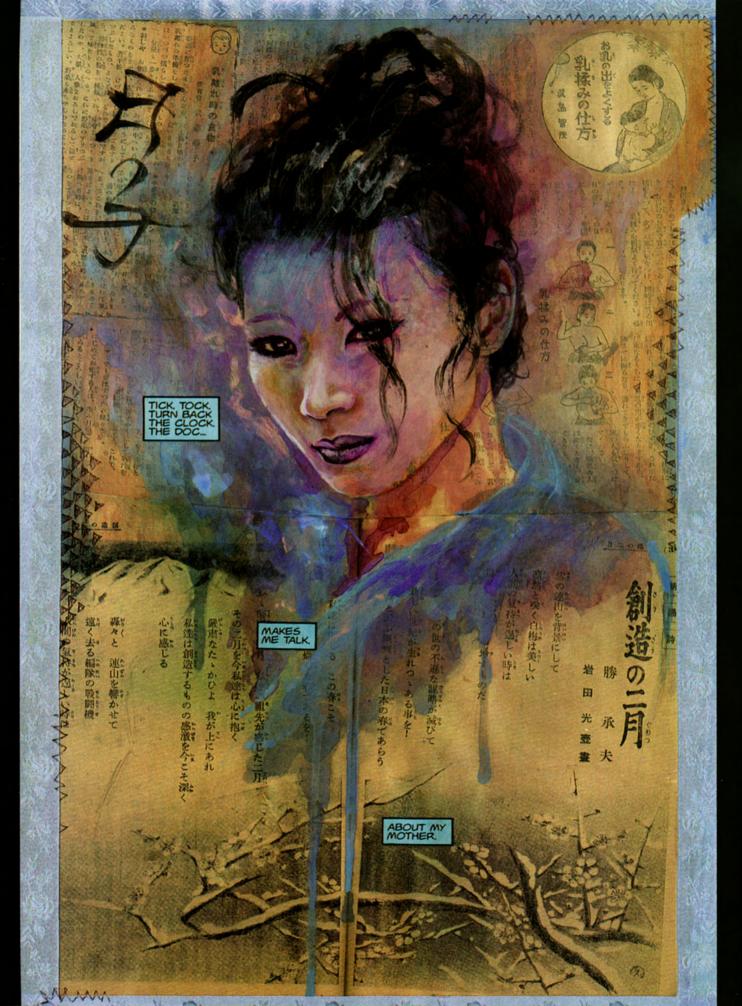








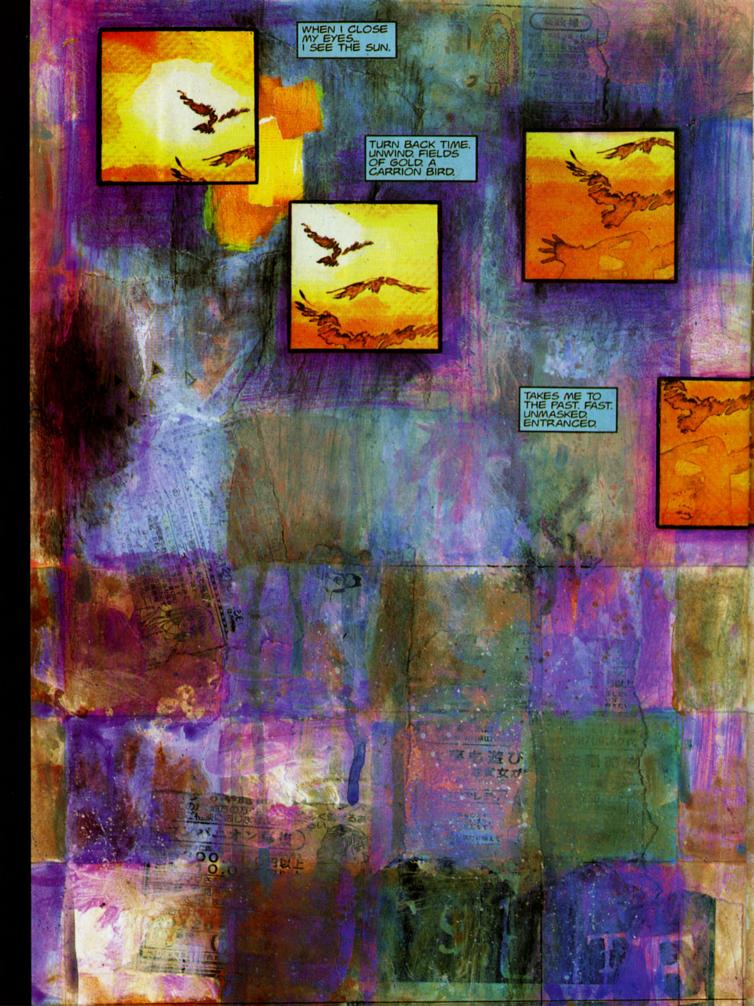


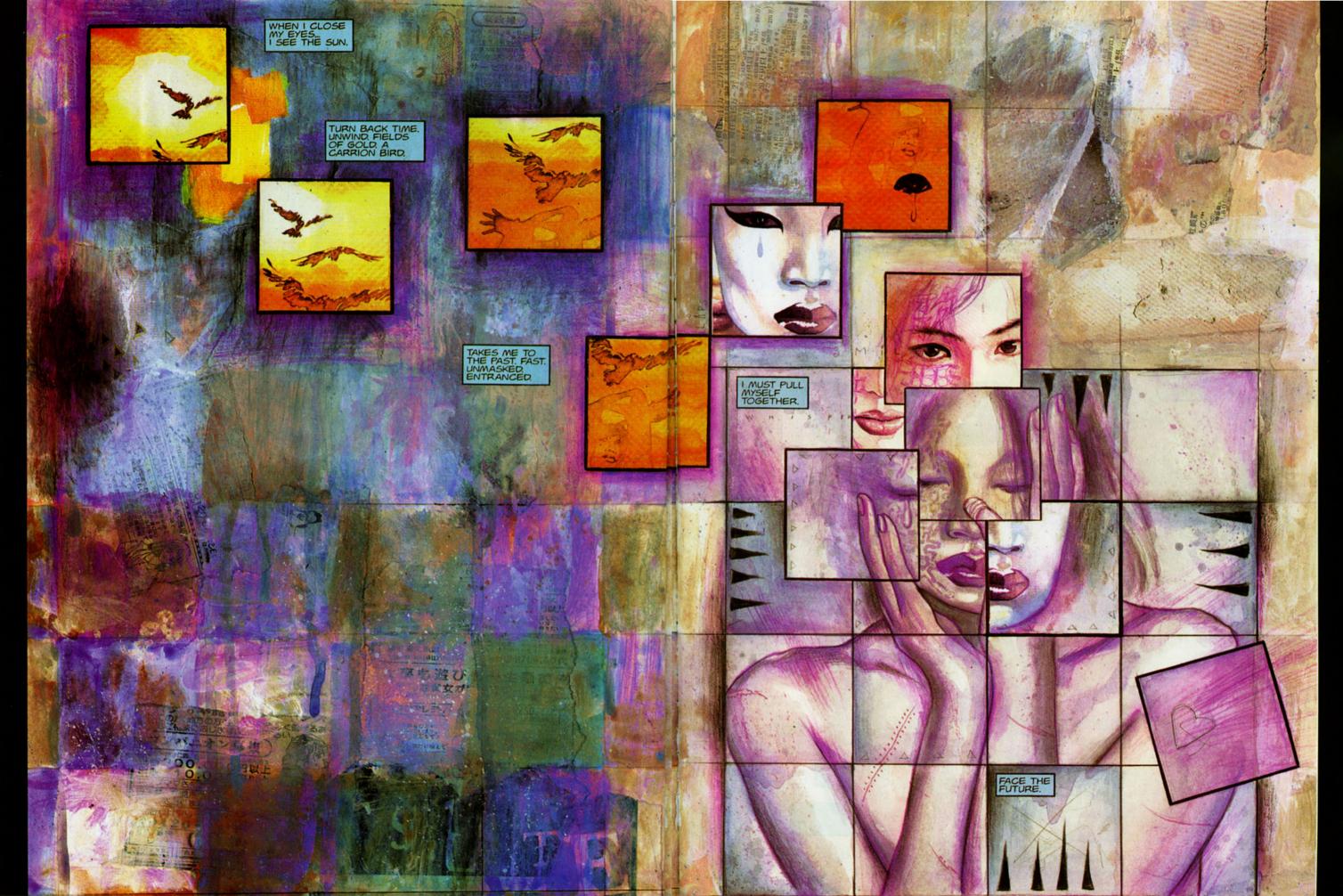




ER NINE MINUTES I WAS DEAD. 0 MOTHER, WHEN YOU FIRST CAME TO ME... NOW YOU VISIT ONLY IN MY DREAMS. NINE MONTHS I WAS IN YOUR WOMB. YOU DIED WHEN I WAS BORN. CAN WE NOT BOTH INHABIT THE SAME PHYSICAL WORLD AT ONCE?









I KNOW WHO I AM. IT'S WRITTEN ALL OVER MY FACE.

KABUKI.

FACE FROZEN.

I AM RIGHT TWICE A DAY.

> BUT I CAN ONLY COUNT TO NINE.