



MARVEL
COMICS
GROUP **12¢**

the AMAZING SPIDER-MAN

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BY THE
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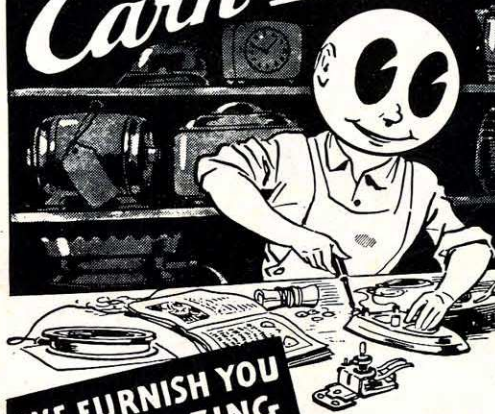
SO YOU THINK THERE ARE
NO NEW TYPES OF SUPER-
VILLAINS LEFT FOR OL' SPIDEY
TO BATTLE, EH? WELL, YOU'VE
GOT A SURPRISE COMING!!
HERE'S ONE OF THE NEWEST
AND GREATEST OF ALL...

KRAVEN, THE HUNTER!

SPECIAL GUEST STAR:
RE-INTRODUCING ONE OF THE FIRST
FOES SPIDER-MAN EVER FOUGHT!



Earn BIG MONEY



Learn
**ELECTRIC
APPLIANCE
REPAIRING**
**At Home
In Your
Spare Time!**

**WE FURNISH YOU
THIS AMAZING
ELECTRONIC KIT**

**WE
GIVE YOU
ALSO THE
CERAMIC
HEATER
KIT**



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R. S. Frazer, President

START YOUR OWN BUSINESS

There are millions of electrical equipment units in daily use in factories, homes, office buildings and on farms. Skilled electrical technicians are needed to keep this equipment in good running condition. Learn at home in your spare time.

\$5.00-\$6.00 PER HOUR

is often charged for making ordinary repairs. We show you how to repair refrigerators, vacuum cleaners, washing machines, motors, factory equipment, electrical farm equipment, do house wiring, etc.

BEGIN IN YOUR OWN KITCHEN, BASEMENT OR GARAGE. You don't need elaborate fixtures or expensive equipment to be a successful repairman. Work as many hours as you wish. The Electrical Appliance Technician is his own boss!

IF YOU ARE MECHANICALLY INCLINED, can hold and use tools, we will give you the training and time saving kits—a multi-purpose **CHRISTY ELECTRONIC KIT** whose dials show you exactly where the trouble lies with electrical equipment that does not work properly—a **CERAMIC HEATER KIT** that enables you to wire your own heating elements and pocket all of the profits for yourself—**LESSON MANUALS** written in simple, easy-to-understand language profusely illustrated showing step-by-step repair shortcuts—all of which give you the Know-how for making more money and how to get financial security.

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Please rush me your **FREE ILLUSTRATED BOOK** about Electrical Appliance Servicing, facts on your Electronic Kit and Special form for paying later from earnings while learning.

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Address

City Zone State

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"KRAVEN THE HUNTER!"

OKAY, GROUP... THE PARTY'S OVER! IN CASE YOU HAVEN'T HEARD, THERE'S A LITTLE OL' LAW AGAINST ORGANIZING BANK ROBBERY GANGS IN THIS TOWN!

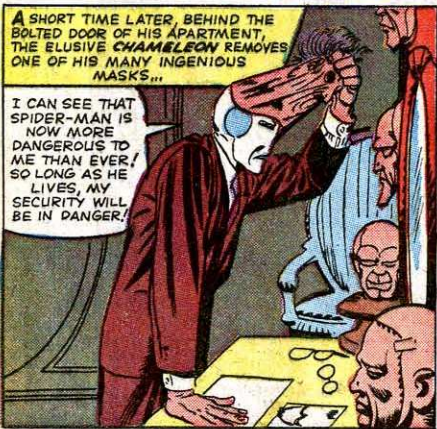
WE'RE TRAPPED! IT'S SPIDER-MAN! HE MUST HAVE BEEN SHADOWING US OUT THERE-- LISTENING TO OUR PLANS!

FOR ANY OF YOU WHO MAY HAVE BEEN LIVING IN ANOTHER GALAXY FOR THE PAST TWO YEARS, WE'LL EXPLAIN THAT THIS IS CERTAINLY AND THIS IS CERTAINLY THE MOST EXCITING SPIDEY ADVENTURE WE'VE EVER PRESENTED! (SINCE THE LAST ONE!) IT'S GOT VILLAINS, HEROES, ACTION, A MISH-MASH OF EVERYTHING-- AND IT'S TOLD IN THE MARVEL MANNER! 'NUFF SAID!

WRITTEN BY:
STAN LEE
(BECAUSE WE COULDN'T AFFORD MICKEY SPILLANE)

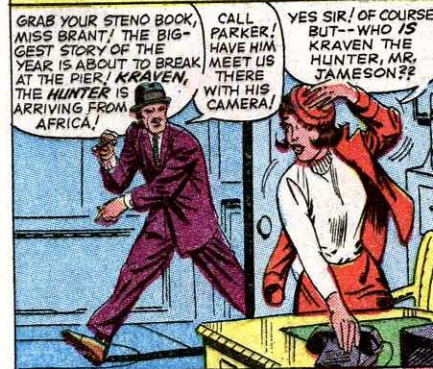
ILLUSTRATED BY:
STEVE DITKO
(BECAUSE PICASSO WAS OUT OF TOWN)

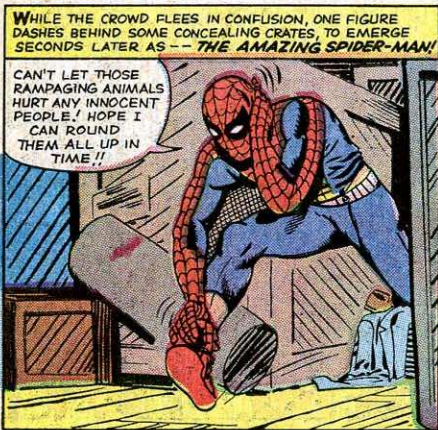
LETTERED BY:
ART SIMEK
(BECAUSE HIS NAME FITS THIS SPACE)





A WEEK LATER, AT THE EDITORIAL OFFICES OF THE DAILY BUGLE, PUBLISHER J. JONAH JAMESON STORMS THRU HIS DOORWAY, AND AWAY WE GO--!





CAN'T GET CLOSE ENOUGH TO THE OTHER ONE TO THROW MY KNOCKOUT PUNCH!! I'LL HAVE TO RESORT TO SOMETHING ELSE!

I'LL USE THE TRANQUILIZING DRUG WHICH I KEEP IN ONE OF MY BELT TUSKS TO QUIET HIM DOWN! THEN, HE'LL BE EASY TO HANDLE!



WOW! BESIDES EVERYTHING ELSE, HE'S A MASS OF MUSCLES! LOOK AT THE WAY HE'S LIFTING THAT GORILLA!! HE MUSTA PLAYED MARBLES WITH BARBELLS WHEN HE WAS A KID!



HOLY SMOKE!! THAT GUY KRAVEN IS A REGULAR ONE-MAN ARMY! NO WONDER HE'S SO DOG-GONE FAMOUS!

THE WAY HE'S HANDLIN' THOSE BEASTS, I'M ABOUT AS NECESSARY AS A BOUNCER AT THE POLICEMAN'S BALL!



THEN, SEEING THAT KRAVEN HAS EVERYTHING UNDER CONTROL, SPIDEY RUSHES BACK TO THE CONCEALING CRATES, AND CHANGES TO PETER PARKER AGAIN...

I'D BETTER GET BACK TO J. JONAH!! O! HATCHETFACE IS PROBABLY HAVING CONNITION FITS WONDERING WHERE I AM!



THIS WAS OUR LUCKY DAY PARKER, I'LL PLASTER YOUR PICTURES OF KRAVEN BATTLING THOSE ESCAPED ANIMALS ALL OVER THE FRONT PAGE! LET'S GO BACK AND GET THEM, DEVELOPED NOW!

P-PICTURES!! OH NO!! IN ALL THE EXCITEMENT-I CLEAN FORGOT TO SNAP ANY!!



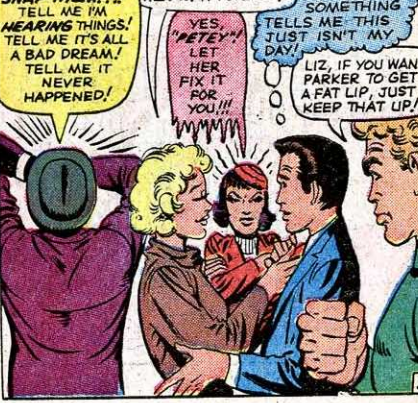
YOU DIDN'T SNAP THEM??!! TELL ME I'M HEARING THINGS! TELL ME IT'S ALL A BAD DREAM! TELL ME IT NEVER HAPPENED!

YOUR TIE IS CROOKED, PETEY! LET ME FIX IT FOR YOU!

SOMETHING TELLS ME THIS JUST ISN'T MY DAY!

YES, 'PETEY'! LET HER FIX IT FOR YOU!!

LIZ, IF YOU WANT PARKER TO GET A FAT LIP, JUST KEEP THAT UP!





"Don't let them call You SKINNY"

...advises Beautiful
Young Actress...
QUINN O'HARA

Appearing in Hall Bartlett's "The Caretakers"
...starring Robert Stack, Polly Bergen and Joan Crawford
A UNITED ARTISTS RELEASE

"In Hollywood, we're really on a merry-go-round schedule during picture making time... a girl has to be careful to keep her energy up and her figure fit. Because of the long day we put in, we eat at odd hours or sometimes even miss meals altogether. So I often take pleasant-tasting Wate-On Emulsion as a meal time supplement, and I eat Wate-On Tablets for a quick energy lift between meals. Both forms of Wate-On are super concentrated with calories, vitamins, minerals, quick energy elements and other body building ingredients. If you're skinny and underweight because of poor appetite or poor eating habits, ask your doctor about what Wate-On can do for you. It could be that the boys won't be calling you 'Skinny' anymore."



Quinn O'Hara

**Amazing New Scientific Discovery
Quickly Fills Out Skinny Figures.
No Pads, Exercise or Overeating.**



HOSPITAL TESTED—EASY GAINS OF 5-29 POUNDS REPORTED

If you are thin, skinny and underweight because of poor appetite or poor eating habits, try WATE-ON. There's no fatty oils, no sugary mixtures, no overeating. Yet taken as directed, results often are amazing. Cheeks fill out, neck and bust-line gain, skinny arms and legs develop, hips and thighs take on new firm, solid flesh, underweight figures fill out all over the body the same way. Equally important, WATE-ON not only helps put on pounds and inches of firm flesh, but at the same time WATE-ON helps fight the fatigue, the low resistance, the tired and rundown feeling, the poor endurance and the sleepless nights that often accompany an underweight condition. If underweight is due to disease, take WATE-ON under the direction of your doctor. Don't be skinny because of poor appetite or poor eating habits. Start taking new improved good tasting WATE-ON today!

**WATE-ON is offered by druggists in these 4, easy,
fast-working, fully guaranteed forms:**

WATE-ON HOMOGENIZED LIQUID EMULSION

Saturated with calories from natural vegetable sources and richly fortified with essential vitamins, minerals, energy elements plus many other body building nutrients. Homogenized and emulsified so scientifically the normal system easily uses it to quickly put on firm flesh all over the body. Helps build body tissues, red blood cells, gives quick energy.



16 OZ. BOTTLE
(Blue Label) \$3.00
32 OZ.
BOTTLE \$4.50

NEW SUPER WATE-ON LIQUID EMULSION

Super charged with extra calories, extra vitamins and minerals plus more body building ingredients. The most effective, fastest working preparation of its kind ever introduced.



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Helps counteract tired rundown listless feeling caused by iron deficiency anemia by building red blood cells while stimulating the appetite.



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MEN
GIRLS
BOYS
and
Conva-
lescents

AT DRUG
STORES
EVERYWHERE

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GUARANTEED
OR YOUR
MONEY
BACK**

Ask for Amazing WATE-ON

Get Wate-On from your druggist today. If the very first bottle or box doesn't satisfy, return to the store where obtained for purchase price refund. For faster, more sure weight gains, a complete Wate-On body building plan and high calorie diet suggestions are included in the Wate-On booklet given with every purchase. Why let them call you "skinny" when you, too, may put on pounds and inches of firm solid flesh this pleasant, easy way. Ask your druggist for WATE-ON... today!





I NEED HAVE NO FEAR-- HE **WILL** BE A WORTHY FOE! HE HAS SPEED--SKILL-- AND DARING!



HE'S **CORNERED!**
C'MON--**RUSH HIM!**

NOW'S OUR CHANCE TO FINISH HIM OFF!

LOOK OUT!
HE'S STARTIN' TO FLIP HIMSELF UP OVER US!!



HOW DOES HE **DO IT??**
HE'S STANDIN' ON THE SIDE OF THE WALL!! CAN'T REACH 'IM!!

BUT, FROM MY LITTLE VANTAGE POINT UP HERE, I CAN REACH **YOU--** SEE WHAT I MEAN??



NOW **LOOK!** AFTER ALL MY TROUBLE, DO YOU THINK I'M GONNA LET YOU RUN **AWAY** SO EASILY??

QUICK! WE'LL DUCK AROUND THIS CEMENT BLOCK, AND--
HEY!! HOW'D HE GET OVER **HERE???**



MIGHT AS WELL WRAP IT UP NOW! MY AUTOMATIC CAMERA HAS TAKEN ALL THE PIX I NEED!

OKAY, KIDDIES! YOU MUST ALL BE GETTIN' **TIRED** AFTER SUCH A STRENUOUS PLAYTIME, SO YOU'D BETTER TAKE A LITTLE NAP UNTIL THE POLICE GET HERE!



NOW **THAT** WAS A PLEASANT WAY TO SPEND A FEW IDLE MINUTES!

IT'S ABOUT TIME **SOMETHING** I DID TURNED OUT RIGHT! I WAS BEGINNING TO FEEL LIKE A WALKING **JINX!**

BUT, AS HE SWINGS PAST A NEARBY ROOFTOP, SPIDEY'S SPIDER-SENSE DETECTS ANOTHER PRESENCE--AN EVIL PRESENCE--AND SO--



AH, YOU KNOW ME! HOW UNUSUAL! I ISN'T OFTEN THAT MY DEFEATED JUNGLE FOES KNOW THE NAME OF THE ONE WHO VANQUISHED THEM!

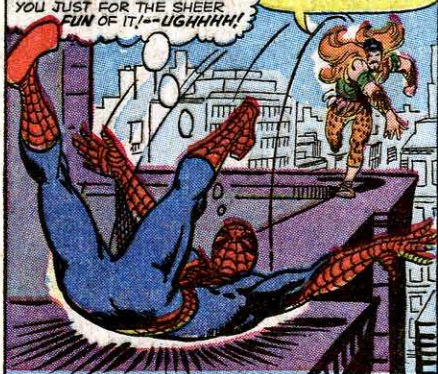


I AM A HUNTER!! HUNTING IS MY ENTIRE LIFE! BUT, THERE WERE NO MORE GOALS FOR ME TO STRIVE FOR--UNTIL I LEARNED OF YOU! YOU SHALL BE MY GREATEST TRIUMPH!!



BOY! NOW I'M IN FOR IT! HE'S THE WORST KIND OF ENEMY--A NUT WHO FIGHTS YOU JUST FOR THE SHEER FUN OF IT!--UGH!!!

THIS IS WHAT I WAS AFRAID OF! YOU'RE TOO EASY TO DEFEAT!



AND NOW I'LL END YOUR CAREER FOREVER WITH MY SMASHING NERVE PUNCH--THE SAME PUNCH THAT CAN DOWN A FULL-GROWN CHARGING RHINO!



GOOD! YOU SAVED YOURSELF! BUT, ONLY FOR A MINUTE! NOW I'LL--

MY SHOULDER WENT NUMB! CAN'T AFFORD TO GIVE HIM A SECOND CHANCE!





THEN, AS SPIDER-MAN RELEASES HIS SAVAGE Foe FOR AN INSTANT, KRAVEN RACES AWAY, WITH A TRIUMPHANT CRY RINGING FROM HIS SNEERING LIPS...

I'VE WON, SPIDER-MAN! MY POTION WILL WEAKEN YOU ENOUGH FOR ME TO BEAT YOU ANY TIME I DESIRE! BUT, I'LL PROLONG MY ENJOYMENT! I'LL FINISH YOU OFF ANOTHER TIME!

I'LL LET HIM GO FOR NOW! I'VE GOT TO CLEAR MY HEAD--!!



I'M GETTING DIZZIER BY THE MINUTE! I'LL JUST GRAB MY CAMERA FROM WHERE I LEFT IT, AND TRY TO MAKE IT HOME!



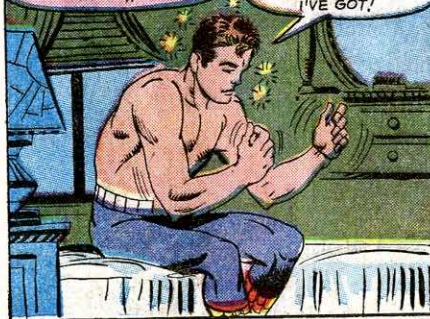
FOR THE NEXT FEW MINUTES, THE AMAZING TEEN-AGER SLOWLY AND CAUTIOUSLY HUGS THE ROOF-TOPS ON HIS JOURNEY HOME, AND THEN FINALLY...

--WHEW! MY SHOULDER IS GETTING BACK TO NORMAL NOW, BUT I CAN'T LOSE THIS DIZZINESS!



AND NOW MY HANDS HAVE STARTED TO TWITCH!! I CAN'T MAKE THEM STOP! NO WONDER KRAVEN IS SUCH A SUCCESSFUL HUNTER IF HE USES POTIONS SUCH AS THOSE!!

WELL, MAYBE I'LL BE OKAY AGAIN IN THE MORNING, AFTER A GOOD NIGHT'S SLEEP! I'VE GOT A HUNCH I'M GONNA NEED ALL THE STRENGTH AND POWERS I'VE GOT!

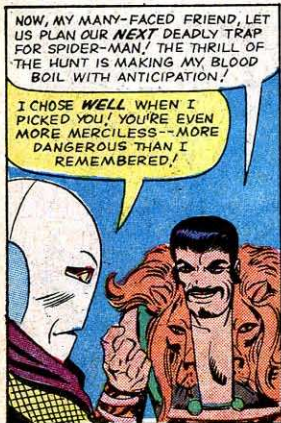


AND, IN ANOTHER PART OF TOWN...

I DON'T GET IT, KRAVEN! YOU SAY HE'S FAR STRONGER, FAR MORE DANGEROUS THAN YOU THOUGHT-- AND YET YOU'RE HAPPY ABOUT IT!

OF COURSE I AM! HE'S THE KIND OF Foe I'VE ALWAYS WANTED --ONE TO TEST MY METTLE TO ITS FULLEST! WHAT A TRIUMPH THIS WILL BE FOR ME! HOW SWEET WILL BE THE FRUITS OF MY VICTORY!





CONTINUED AFTER NEXT PAGE

BOYS! MEN!

Mike Marvel

SECRET NEW DYNAFLEX METHOD

CAN BUILD YOU A MAGNIFICENT NEW HE-MAN-MUSCLED BODY IN JUST TEN MINUTES A DAY—with absolutely NO weights—NO bar-bells—NO EXERCISE AT ALL!

Yes! If they LAUGH at you now when you take off your shirt—they'll be amazed—once they've seen the rugged DYNAFLEX BODY I can give you! I'll build you a tough massive body—shoulders clad with solid inches of he-man BRAWN. I'll give you bulging biceps, trip-hammer fists, power-packed legs, and a chest that will have you popping the buttons off your shirt with pride! (—says MIKE MARVEL, "Builder of Champion Bodies")

In my classes this same course of Instruction would cost \$170.00.

STRONG-MAN BODY THAT'S ADMIRABLE!

Be honest. Down deep you KNOW you envy the boy with the virile, magnificent build. Every man and boy secretly desires a broad ravening back, a solid man-muscled chest, handsome he-man shoulders, arms rippling with tough, steely sinews, a narrow waist, slim hips and springs, power-packed legs. Be a fellow with TWO-FISTED BIG MUSCLE APPEAL... they only laugh at skinny guys or "fatso's". Let me give you a glowing new body, brimming over with energy and irresistible inches of solid muscle on your chest—he-man appeal. I can build three inches of beef and brawn on your shoulders. I will mold you a handsome super-body of terrific strength, give you a crushing grip, legs cranked with steel springs. A lean taut rock-solid punch-proof midsection. Pack your body with energy and stamina that will help make you popular.

GIVE ME TEN MINUTES A DAY—THAT'S ALL!

After DYNAFLEX, you'll be able to roll up your sleeves and take off your shirt and, for the first time in your life, you'll be PROUD of your manly build. Yes, pal, say goodbye to your weak, flabby frame—become a man with a solid physique that glows and vibrates with virile he-man appeal. You'll be really proud to have people see your MAGNIFICENT HE-MAN MUSCLES at the beach or gym. And, when you stroll, stare with envy and jealousy—when friends crowd around to squeeze your iron biceps and touch your bulging, brawny chest—when they ask in amazement HOW you did it—tell them about the Magic Secret of DYNAFLEX!

Your Pal,
MIKE MARVEL

"Builder of Champion Bodies"

YOU PAY ONLY

\$1.98

COMPLETE
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MAIL MONEY-SAVING NO-RISK FREE TRIAL COUPON NOW!

MIKE MARVEL SYSTEM, Dept. M376
285 Market Street
Newark, New Jersey.

- Check as many of the boxes on this FREE Trial Coupon as you wish.
- ☐ Lose fat, be trim and solid
 - ☐ Build deep brawny chest, bulging with vigorous strength
 - ☐ Lose fat, be trim, strong handsome
 - ☐ Mold mighty back, broad beefy shoulders
 - ☐ Build muscle like a king
 - ☐ Develop crushing grip, two-fisted punch-power

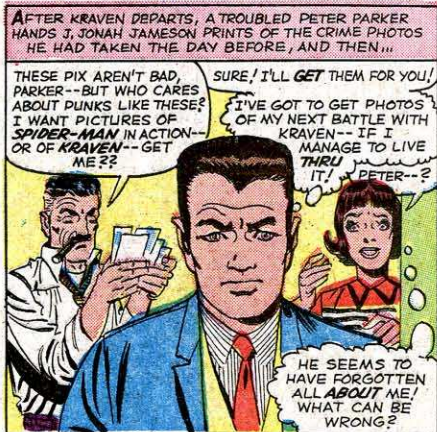
Okav, Mike! Here's \$1.98. Send me your COMPLETE (nothing else to buy later) body-building course. I want to use your new secret of DYNAFLEX to win a HERCULES HE-MAN BODY in just ten minutes a day. Rush my copies of the DYNAFLEX SYSTEM and a free gift box "Secret of Being Attractive" on my money-back guarantee, in plain wrappers. If I don't develop a splendid physique and become more popular you will refund my money in full.

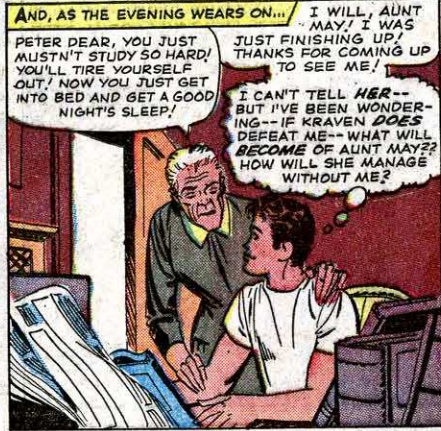
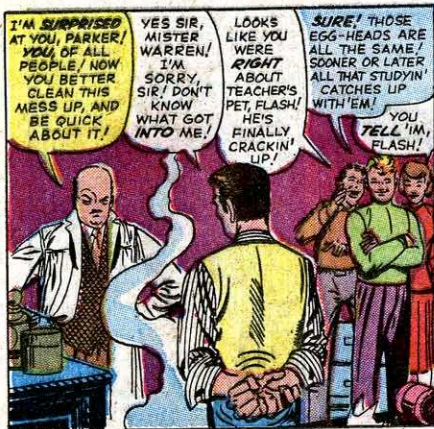
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FREE! "SECRETS OF BEING ATTRACTIVE!"

Fellow! Mail this coupon now, and receive Mike Marvel's FREE Gift to you, this exciting and informative book. Discover a secret MAGNETIC way of being attractive and popular! At parties, new, almost the beach, you will have all the people clustering around you, dancing, while the guys watch breathlessly. "What does this will say, that we don't?" The answer is in this exciting new book, your GIFT. Mail this coupon now!

Outside USA: Send International Money Order or cash. Great Britain: \$1.98 is about 15 shillings. For air mail delivery, send 1 pound.





MEANWHILE, NOT TOO FAR AWAY...

WHAT MAKES YOU SO SURE THAT SPIDER-MAN WILL COME AFTER YOU, KRAVEN?

IT'S THE LAW OF THE JUNGLE, MY FRIEND! THE DESIRE TO SURVIVE! HE KNOWS HE MUST STOP ME IN ORDER TO SAVE HIMSELF!!



DON'T FORGET, I HAVE STUDIED HIM THE WAY A SKILLED HUNTER STUDIES ANY INTENDED PREY! I KNOW HIS NATURE, HIS INSTINCTS! IT IS I WHO CONTROL THE HUNT!

AND NOW, IT IS TIME FOR HIM TO FIND ME! HERE'S WHAT WE'LL DO...



IF I GET ANYWHERE NEAR KRAVEN, MY SPIDER SENSE OUGHT TO TIP ME OFF!

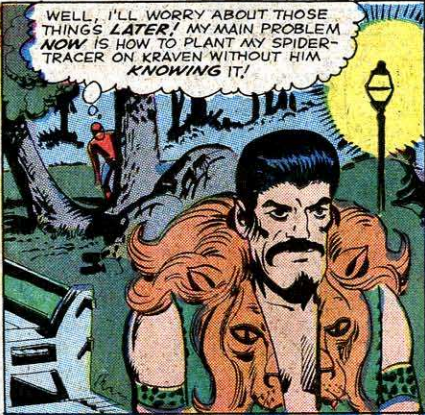
IN FACT, IT'S STARTING TO TINGLE NOW! HE MUST BE IN THIS NEIGHBORHOOD!



THERE HE IS! BUT, IT ALMOST SEEMS TOO EASY! AND MY SPIDER SENSE FEELS DIFFERENT SOMEHOW--AS THOUGH IT ISN'T SURE! I DON'T GET IT! WHAT'S HAPPENING TO ME? WHY AM I SO UNCERTAIN??



WELL, I'LL WORRY ABOUT THOSE THINGS LATER! MY MAIN PROBLEM NOW IS HOW TO PLANT MY SPIDER-TRACER ON KRAVEN WITHOUT HIM KNOWING IT!



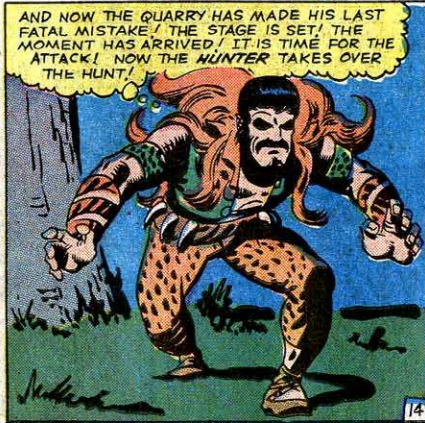
BUT WAIT! WHAT'S THIS?? ARE THERE TWO KRAVENS?? OR--?

HOW SIMPLE IT WAS TO BAIT THE TRAP FOR MY UNWARY GAME!

NO WONDER KRAVEN IS THE GREATEST HUNTER OF ALL TIME!



AND NOW THE QUARRY HAS MADE HIS LAST FATAL MISTAKE! THE STAGE IS SET! THE MOMENT HAS ARRIVED! IT IS TIME FOR THE ATTACK! NOW THE HUNTER TAKES OVER THE HUNT!



CONTINUED AFTER NEXT PAGE



IT'S STRANGE -- KRAVEN IS WALKING ALMOST AS THOUGH HE KNOWS SOMEONE IS FOLLOWING HIM!



I DON'T LIKE IT! EVERYTHING IS TOO QUIET -- TOO CALM! AND MY SPIDER-SENSE IS WARNING ME -- BUT, OF WHAT??



HE'S STARTING TO GET SUSPICIOUS NOW, BUT IT'S TOO LATE! THE TRAP IS SPRUNG!



A NET -- FALLING OVER ME!! BUT FROM WHERE?? HOW??

I'VE GOT TO DIVE OUT FROM UNDER -- NO! I'M TOO LATE!



WHAT CAN IT BE MADE OF?? EVEN WITH MY SPIDER STRENGTH, I CAN'T RIP IT! BUT, I MUSTN'T PANIC! THERE'S ALWAYS A WAY OUT! I HAVE TO THINK -- THINK --



AND SO THE BRILLIANT BRAIN OF THE ACE SCIENCE STUDENT BEGINS TO WORK AT LIGHTNING-LIKE SPEED! THE SAME BRAIN WHICH FLASH THOMPSON HAS MOCKED SO MANY TIMES! THE MAGNIFICENTLY TRAINED BRAIN WHICH QUICKLY COMES UP WITH THE ANSWER IN THE NICK OF TIME!

I'VE GOT ONE CHANCE! THEY SAY A CHAIN IS ONLY AS STRONG AS ITS WEAKEST LINK! IN A NET OF THIS TYPE, WITH SO MANY JOININGS, THERE MUST BE AT LEAST ONE WEAK LINK! NOW, ALL I HAVE TO DO --



-- I MUST EXERT ALL THE PRESSURE I CAN AGAINST EACH SECTION UNTIL -- AHH! I'VE FOUND IT!! ONE SMALL SECTION WHICH RIFLES BACK SLIGHTLY UNDER THE TENSION, CREATING AN OPENING...



NOW, BY EXERTING MAXIMUM PRESSURE AT THAT VERY SPOT, I CAN MAKE THE OPENING LARGE ENOUGH FOR ME TO ROLL OUT OF!!

NOTE: THE SEQUENCE YOU HAVE JUST WITNESSED TOOK PLACE IN ITS ENTIRETY WITHIN THE INCREDIBLY SHORT SPACE OF THREE AND ONE HALF SECONDS, DUE TO SPIDER-MAN'S COMBINED POWERS OF QUICK-THINKING AND RAPID ACTION!

BUT, JUST AS SPIDER-MAN MAKES A DASH FOR FREEDOM, THE BEATING OF A JUNGLE DRUM DISTRACTS HIM -- CONFUSES HIM FOR A SPLIT-SECOND--MAKING HIM UNCERTAIN WHICH WAY TO RUN!

BOOM!
THUD!

THOSE DRUMBEATS!! SO LOUD-- SO PENETRATING! GOING RIGHT INTO MY BRAIN! AN OLD JUNGLE TRICK TO CONFUSE THE ENEMY!

WRONG, MY BOASTFUL FOE! THEY'LL EVEN HOLD A HUNGER-MAD TIGER-- BUT MY FISTS WILL DO THE REST! WHA---? WHERE'D YOU GO??

UP HERE, KRAVEN! I HATE TO WATCH A MAN MAKING A FOOL OF HIMSELF!

THERE'S NO HOPE FOR YOU, SPIDER-MAN! MY ESCAPE-PROOF CUFFS GET STRONGER EVERY MINUTE! AND THE ONLY KEY IS THE ONE I WEAR AROUND MY NECK!

TAKING ADVANTAGE OF SPIDER-MAN'S BRIEF PAUSE, KRAVEN ATTACKS WITH THE SPEED OF A SAVAGE PANTHER!

HAH! THE MOST DANGEROUS GAME OF ALL-- AND I, KRAVEN, HAVE CAUGHT YOU!

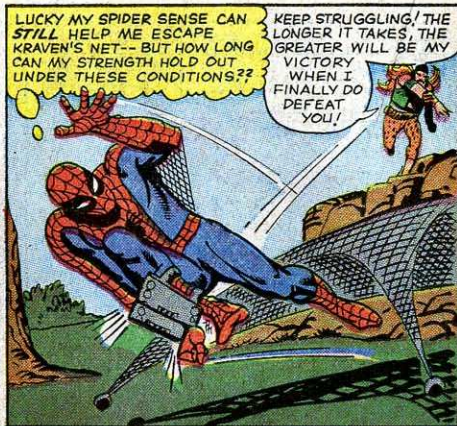
DON'T KID YOURSELF, MISTER! THOSE METAL CHARM BRACE-LETS WON'T BE ABLE TO HOLD SPIDER-MAN!

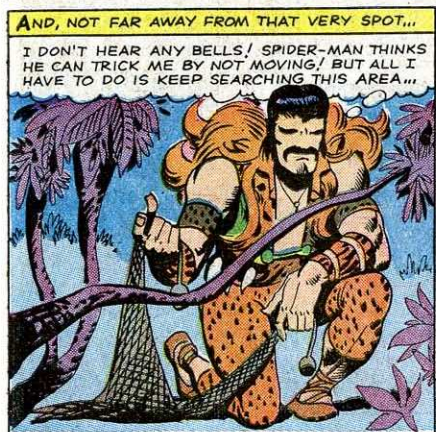
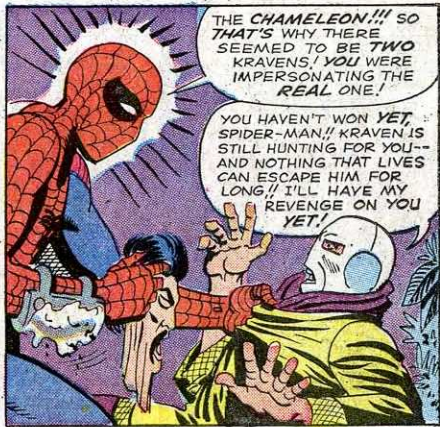
SAY!! THESE ARE MORE THAN JUST IRON MANACLES!! THEY HAVE SOME SORT OF MAGNETIC ATTRACTION!! THEY'RE TRYING TO PULL MY WRIST AND ANKLE TOGETHER! THEY'RE GETTING STRONGER ALL THE TIME!

AND THEY HAVE A SMALL BUILT-IN BELL THAT JINGLES WHEN I MOVE! OL' KRAVEN DOESN'T MISS A TRICK!

AHH-- SO YOU WANT TO RUN A LITTLE LONGER, EH? GOOD! THIS IS THE TYPE OF SPORT I ENJOY THE MOST!

IT MAY BE SPORT TO HIM, BUT I'VE GOT TO FIGURE A WAY TO GET THESE UNCANNY HANDCUFFS OFF ME BEFORE THEY COMPLETELY DRAIN ALL MY STRENGTH!





SPIDER-MAN IS PROBABLY STILL WANDERING AROUND IN CIRCLES DOWN BELOW, TRYING TO GUESS WHERE I DISAPPEARED TO! LITTLE DOES HE DREAM THAT I'M AS MUCH AT HOME IN THE DARK AS ANY JUNGLE CREATURE!



SOON HE'LL REALIZE HE HAS NO CHANCE OF FINDING ME, AND THEN--

HIS SPIDER-BEAM!! SHINING RIGHT ON ME! HOW DID HE DO IT??



IT WAS JUST A LUCKY BREAK! BUT I'LL LOSE HIM FOR GOOD NOW AS I DASH AT BREAKNECK SPEED THRU THIS SHRUBBERY IN THE SHADOWS!



NICE TRY, KRAVEN! YOU'D MAKE A REAL DANDY BUTTERFLY COLLECTOR!

HE FOUND ME AGAIN!! IT'S IMPOSSIBLE!!



I'VE BEEN A FOOL! I UNDERESTIMATED THAT ACCURSED SPIDER INSTINCT OF HIS! BUT NOW I'LL OUT-MANEUVER HIM!



I'VE STILL GOT THE SPEED OF A CHEETAH, THE CUNNING OF A FOX, AND THE FEROCITY OF A TIGER!



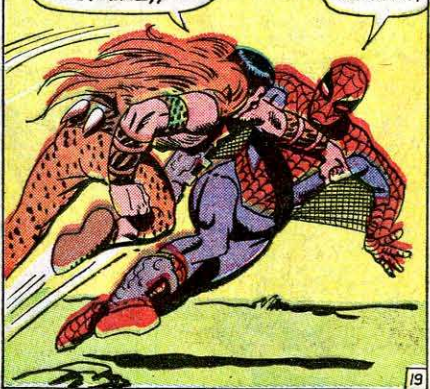
THE FINAL VICTORY MUST BE MINE!

HE'S COMING! NOW FOR THE OLDEST JUNGLE TRICK OF ALL--NO MOVING, NO BREATHING! I'LL BE LIKE PART OF THE ROCK, PLAYING DEAD, UNTIL--



--THE MOMENT TO STRIKE!!

OH NO YOU DON'T!



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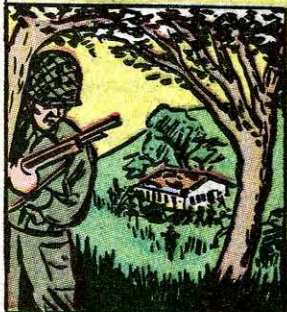
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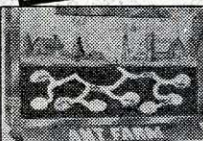
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NOW I'LL JUST GET OUT OF THESE TWO LITTLE BRACELETS OF YOURS, KRAVEN! AND I'VE GOT MORE GOOD NEWS FOR YOU -- MY SHAKING HAS STOPPED! I GUESS STRENDOUS EXERCISE WAS THE ANTIDOTE FOR YOUR POTION, EH?

HMMM, NOW WHAT DO I DO WITH YOU? YOU'RE TOO BAD-TEMPERED TO KEEP AS A PET, AND MUCH TOO OLD TO ADOPT!

I GUESS I'LL JUST LEAVE YOU HERE TILL THE POLICE FIND YOU-- IF YOU PROMISE NOT TO TRY TO HUNT THE FIRST LITTLE BUNNY RABBIT OR SQUIRREL THAT COMES BY!



WAIT! YOU CAN'T JUST LEAVE ME LIKE THIS!



WANNA BET??

THE POLICE ARE COMING NOW, TO INVESTIGATE WHY THE LIGHTS AREN'T LIT IN THE PARK!

THEY'LL FIND YOU AND CONDUCT A NICE LITTLE INVESTIGATION! SEE ALL THE FUN THINGS YOU'VE GOT TO LOOK FORWARD TO??

THEY'VE ALREADY PICKED UP THE CHAMELEON! THIS SHOULD MAKE A GREAT FRONT PAGE PIC FOR J. JONAH-- NOT THAT HE DESERVES IT!

I HAVEN'T DONE ANYTHING! KRAVEN IS THE ONE YOU WANT! HE'S BEEN TRYING TO HUNT HUMAN BEINGS!

WE'LL TAKE HIM WITH US TOO, MISTER! WE'LL MAKE SURE YOU DON'T GET LONELY!



LATER, BACK AT THE DAILY BUGLE BUILDING...



NOW THIS IS MORE LIKE IT, PARKER!! EXCLUSIVE PICTURES OF THE CHAMELEON! NO ONE EVEN KNEW HE WAS BACK IN THIS COUNTRY! YOU DESERVE A BIG BONUS FOR THIS!

MISS BRANT-- OPEN THE SAFE AND GIVE PARKER ONE OF MY OWN PERSONAL BARS OF MILK CHOCOLATE!

NO WONDER PEOPLE ALWAYS TAKE ADVANTAGE OF YOU, J.J.-- YOU'RE ALL HEART!

IT'S WONDERFUL TO SEE PETER IN GOOD SPIRITS AGAIN!

PETER, I'M SORRY FOR THE WAY I SPOKE TO YOU BEFORE! I HAD NO RIGHT TO BE NASTY TO YOU JUST BECAUSE ANOTHER GIRL LIKES YOU! I-I'M NOT DOING ANYTHING TONIGHT...

HECK! I PROMISED AUNT MAY I'D MEET THAT WATSON GIRL TONIGHT-- BUT I JUST CAN'T TELL BETTY!

SORRY, BETTY-- I CAN'T MAKE IT! BUT I'LL CALL YOU REAL SOON...





I UNDERSTAND, PETER! I SHOULD HAVE **KNOWN** A GIRL CAN ALWAYS TRUST HER FIRST IMPRESSIONS!!

JUST MY LUCK! SHE THINKS I'M COLD-
SHOULDERING HER BECAUSE I HAVE A DATE WITH LIZ! POOR BETTY-- IF ONLY I COULD EXPLAIN...



WHY AM I ALWAYS IN THE MIDDLE? I CAN'T EVER BRING MYSELF TO SAY "NO" TO AUNT MAY, SO I END UP HURTING THE GIRL I CARE FOR! PHOOEY!



AND THAT WATSON GAL IS PROBABLY A REFUGEE FROM A HORROR MOVIE! IF ONLY I DIDN'T HAVE TO SEE HER TONIGHT!!

PETER DEAR, I'VE BEEN **WAITING** FOR YOU! I'M AFRAID I HAVE BAD NEWS...

I'M BE-GINNING TO THINK THERE'S NO OTHER KIND!



MRS. WATSON'S NIECE HAS A HEADACHE-- SHE CAN'T SEE YOU TONIGHT! I HOPE YOU'RE NOT TOO DISAPPOINTED, DEAR!

GOSH, AUNT MAY-- IT *IS* A SHOCK!! BUT, I'LL BE BIG ABOUT IT!



HELLO, BETTY? THIS IS PETE! YOU **KNOW** WHICH PETE! AW, BETTY-- DON'T BE THAT WAY! **WAIT**-- DON'T HANG UP--! **BETTY!**

OKAY!! IF THAT'S THE WAY SHE WANTS TO ACT, I'LL CALL LIZ ALLEN!



BUT, SIXTY SECONDS LATER...

YES SIRREE!! THAT'S **SOME** BIG CRUSH SHE HAS ON ME! HER MOM SAYS SHE'S OUT DANCING WITH FLASH THOMPSON!

BOY! WITH MY LUCK, I SOMETIMES WONDER WHO'S STICKING PINS IN A PETER PARKER DOLL?

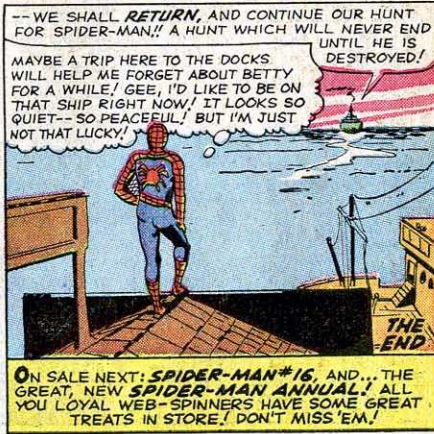


NOT LONG AFTERWARDS, A STEAMER PREPARES TO HEAD FOR SOUTH AMERICA...

YOU'RE BOTH GETTING OFF MIGHTY EASY BY MERELY BEING **DEPORTED** FROM THIS COUNTRY! JUST MAKE SURE YOU DON'T COME BACK!

ARE YOU GOING TO LET THEM **DO** THIS TO US, KRAVEN?

OF **COURSE!** I'LL GET BACK IN SHAPE HUNTING IN THE JUNGLES OF THE CONGO-- AND THEN, WHEN I'M MORE POWERFUL THAN EVER--



-- WE SHALL **RETURN**, AND CONTINUE OUR HUNT FOR SPIDER-MAN!! A HUNT WHICH WILL NEVER END UNTIL HE IS **DESTROYED!**

MAYBE A TRIP HERE TO THE DOCKS WILL HELP ME FORGET ABOUT BETTY FOR A WHILE! GEE, I'D LIKE TO BE ON THAT SHIP **RIGHT NOW!** IT LOOKS SO QUIET-- SO **PEACEFUL!** BUT I'M JUST NOT THAT LUCKY!

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Dear Stan and Steve,

In your latest issue of *Fantastic Four* you have a letter from someone who did a book report on that comic book in school. I thought you might be interested in seeing the impact that Spider-Man has had on higher education. My friends and I have decided that Spider-Man is far ahead of any other super-hero in the field. In an article published in the school newspaper, I tried to sum up the reasons why. Everyone who has read Spider-Man identifies with him, and if Peter Parker ever wants to go to college we'll try to get him a scholarship here—and a fraternity bid, too. We'll be reading your comic books as long as you put them out!

John Butterworth, COLGATE MAROON
Colgate University, Hamilton, N. Y.

John sent us a clipping of the article he mentions from the Colgate U. school newspaper. It's clever as all get-out. It's entitled "Spider-Man Strives For Status In Competitive Comic Book World Of Insecure Super-heroes." Wish we had room to reprint it here. Thanks a heap, J.B.

Dear Stan and Steve,

Lots of kids whose dads are stationed here in Greece buy your "classy" mags (as many people call them). I also find great enjoyment reading SPIDER-MAN. At the Air Base the comics cost 12¢ as usual but people that can't buy things on the base have to pay 7 drachma elsewhere, which is about 20¢! So you'd better think up some super-doppers, Stan, and you'd better start your flashy drawing, Steve, because I don't give 20¢ to a super-mag for nothing!

Ricky Cocorelis, 30 Prigipos Konstantinou
Palio Psycio, Athens, Greece

Thanks, Rick! And after we read your letter a few more times, perhaps we'll be able to figure out if it's a knock or a boost!

Dear Stan and Steve,

Gosharootle Issue #11 of SPIDER-MAN just hit the stands. I was delighted that this episode took place in Pennsylvania (I live in that state, you know!). The script was stupendous and the artwork was colossal. Spider-Man was fantastic and Dock Ock was marvelous. I flipped over the fight scenes, especially the part where Peter meets two of the mobsters (page 15—panel 5) and contemptuously bashes them aside like troublesome insects—boy, he must lift weights! I am mildly disappointed over the fact that Betty Brant, and not Liz Allen, is Spider-Man's girlfriend—don't you fellows know that gentlemen prefer blondes and that Peter should have chosen Liz instead of Betty? Naturally, I was shocked over the death of Bennett Brant; however, you didn't make the customary mistake which you usually include to see if we readers are on our toes—what happened?! John F. Lebar, 305 N. Jordan
Allentown, Pa.

A fine thing! We even get yelled at when we DON'T make mistakes! Actually, Johnny, we probably make as many as ever, but you fans are getting so brain-washed you don't notice 'em as much!

Dear Stan and Steve,

Well, you did it again! I just finished reading SPIDER-MAN #11—the plot was great and Ditko's art is better than ever. You fellows at Marvel have a very unique fashion of writing and drawing your mag that has made me a fan

for life! Spider-Man, next to F.F., is the most exciting and wonderful magazine yet. But don't team him up with anyone except maybe Daredevil. I think it would ruin the color and excitement which is Spider-Man. This is my first, but not last, letter and I could praise you all day, but I'm sure you hear a lot of it anyway!

Dennis Willis, 900 Ave. B, Valley View
Great Falls, Montana.

Praise is like vitamins, Denny ol' boy—we never get enough! Thanks for the kind words.

Dear Stan and Steve,

When I first saw Spider-Man in the *Strange Tales Annual* I said to myself, "Oh, here we go again with another silly super-hero." Then I got hold of him in his own mag. Then I saw another and another and so on—and wow! This super-hero is really good! I really like the way he moves around, and uses his power and abilities. I also like the idea of his being a bookworm, amateur scientist, and a photographer for J.J.J. (who I think gives extra flavor to the mag). In general, I really love this comic. It's practically the only one I read besides a few others in your group. But this is my one and only grief—can we or can we not get subscriptions? Every night since the Enforcers came out I have gone downtown for the next issue. Please answer. (If yes, save first subscription for me!)

Richard Kent, 6 Charles St.
Seldon, N. Y.

Why, bless your extravagant little heart, Dickie boy! Of COURSE you may buy a subscription to ANY Marvel mag! We're turning your letter over to our subscription department immediately! (SOME department! One overworked gal with a squeaky addressing machine! Take a bow, nice Nancy Murphy!)

Dear Stan and Steve,

Before I start, let me say that I'm on your side entirely. In issue #11 Joseph Shea wrote that he didn't like SPIDER-MAN #8. Well, I think it was great, and the art and plot lived up to their name of being a Marvel because they were. He also said that he didn't like continuous stories or *Tales of Asgard*. Well, I think they're both great and both deserve medals for being the outstanding features of the Marvel Group of the year. He also said (are you listening, Joe?) that he could read the continued stories in the funnies for free—I suggest he does. If he doesn't like Spider-Man, then why does he read them? Listen Joe, if you write another letter like the last one, you'll get a nasty letter from my Congressman. Remember, I'm still carrying a "Torch" for you. Nick Blackwell, Route #2
Kennesaw, Ga.

Don't be mad at Joe, Nick. He's really one of our best fans. As for our continued stories, we'll be using less and less of them—mainly because we keep forgetting where we left off the issue before!

Dear Stan and Steve,

I have been looking for a letter in the Spider's Web which would take inventory on all the Spider-Man stories, but I haven't seen one yet so I've decided to write one. When Spider-Man appeared in "Amazing Adult Fantasy" the whole conception of Spider-Man was really what made the story which lacked in art somewhat. When compared to the more recent stories this one was quite poor, but when compared to others of that time, this was a pleasant

CONTINUED

radical change of pace which introduced new concepts to the comic world. I might add that I think this story was the turning point of the Marvel idea and ushered in the Marvel Age of Comics. Thanks for the good job and the enjoyment you have brought me through Spider-Man.

Ken Dixon, 674 Buttonwood Drive
Springfield, Pa.

Ken also included a detailed critique on each ish of SPIDER-MAN since it started! However, we'll save that for some future time when colleges offer courses on "Spider-Mania"!

Dear Stan and Steve,

Allow me to introduce myself—I am Spider-Man's costume. Sure he's a great guy, but that crawling around on floors and ceilings is wearing out my knees. Oh-h-h—that sickening, gooey web-fluid he shoots out all the time makes me look messy. But one thing is the utmost end—that was when Spider-Man fought Electro and actually touched him. I don't think I've fully recovered yet. I'm still shaking! After putting me through all this, you'd think I'd be well paid. Well, you're wrong! All I get is dry-cleaning expenses. I think I deserve a little more than this. After all, he would look kind of drab without a costume. Well, at least there's one good thing about being Spider-Man's costume—I get to take part in all his dandy adventures... and that's something I wouldn't trade with any other costume.

Peter Bieger, 305 Hampshire Dr.

DeWitt 14, N. Y.

Very cute, Pete—but now we'll probably have to grant equal time to Daredevil's costume—not to mention the Human Torch and Ice-Man!

Dear Stan and Steve,

I never did consider Dr. Octopus as a good villain, so when I saw the cover of SPIDER-MAN #11 I was disappointed. My anger was soon dispelled while reading the story, for it surpassed my expectations by leaps and bounds. What made the story so effective was the use of subplots and minor details such as linking Betty Brant in Dr. Octopus' plans, the fact that Betty turned against Spider-Man, and the electrified spider. I was really shocked by the death of Betty's brother. What other magazine would have the nerve to do this? But then, it's this type of unpredictable action that makes Marvel so famous! As for Steve's art—well, I could rave on and on but he knows how great he is! The best picture of Betty was the third last panel—it didn't look like Ditko's usual work, but I'm not complaining. You have the uncanny knack of producing the most touching, stirring conclusions to your stories. Much as I hate to say it, for Pete's sake (that was unintentional, honest!), I like this type of ending. It's really effective in a sentimental sort of way. A thought just struck me—what with Peter's problems of being an outcast of society, harassed continuously by J. J. Jameson, and his mixed-up love affairs, he'd make a wonderful soap opera! You could call it "The Heart of Peter Parker!" or "The Perplexing Problems of Peter Parker and his Pickled Peppers!". Maybe you could give him his own "Doctor" show and he could do appendectomies on spiders!

Bob Malisani, 1338 Dupont St.
Toronto 4, Ont., Canada

And can't you just picture him guest-starring on "What's My Line?"



Dear Stan and Steve,

Unlike so many others, I don't try to find things wrong with your mag. I hand over my 12¢, find a chair, and sit down to enjoy one of the greatest Marvel mags ever published. Steve's art is the greatest and ditto for Stan with his stories. Personally, I think you've got something with the Avengers and the X-Men!

Gary Polk, 1521 Highway 80
Weatherford, Texas

Sure we have, Gary! Impossible deadlines, THAT'S what we've got!

SPECIAL ANNOUNCEMENTS SECTION: 12

—Okay, we've read all YOUR letters, now the least you can do is read what WE have to say! And as usual, we've got PLENTY to say! So let's go!

Judging by the mail we've received so far for our new superhero, DAREDEVIL, he's the greatest thing since frozen custard! You've probably read DAREDEVIL #2 by now, featuring Spidey's old arch-enemy, Electro! Wasn't Joe Orlando's art as great as we promised? And just wait till #3 goes on sale! It features The Owl, Overlord of Crime! Our mags may be born from hunger, but how about those TITLES?!

—Well, let's see what's doing with our other Marvel mags which are now on sale...

—The FANTASTIC FOUR has a real kookie yarn for you this month! It's entitled "It Started On Yancy Street," and it's really a different type tale. It has four former arch-foes of the F.F. battling them at once, plus a great guest star who has already won a series for himself. Drawn as usual by Jack (King) Kirby, it's inked by Chic Stone who seems to have become everybody's favorite almost overnight!

—Just when you think there are no new ideas left, THE AVENGERS have come up with a new team of villains called "The Masters of Evil"! Three of them are old friendly foes of yours, but the fourth is a newie! You'll like this one!

—As for the X-MEN, we don't know how Stan and Jack do it! Not only do they feature Magneto and his Evil Mutants, co-starring Quicksilver and the Scarlet Witch, but they've built the story around comicdom's greatest roving guest star—the sensational Sub-Mariner! You've got to read this one to believe it!

—Do you know who Carl Burgos is? He's an old pal of Stan's who drew the Human Torch years ago in the Golden Age of Comics. Well, we talked him into doing a Torch story for us in the current ish of STRANGE TALES, just for old times sake! You'll really enjoy seeing Carl's great artwork after all these years. And, although he's busy with advertising art these days, we're trying to talk him into doing additional stories for us. Perhaps a few letters from you would help!

—Villains! Villains! Villains! Have we got villains for you! The new IRON MAN has another Don Heck goodie called The Unicorn! There's a lot of human interest in this one—and Pepper was never prettier. But don't take OUR word for it!

—And, as if Giant-Man isn't big enough, the new ish of TALES TO ASTONISH has him battling a big bad villain named Colossus who's TWICE as big as handsome Hank! You'll see Captain America in this one, too—but only for a couple of panels. However, you'll be pleasantly surprised at how well darlin' Dick Ayers drew Cap!

—THOR really finishes off Mr. Hyde and The Cobra in this month's ish, and there's not a dull panel anywhere! We originally introduced Thor just for the few fans who enjoy imaginative, heroic drama on the grand scale, but your response has been overwhelming! Thor has actually become one of our top heroes! If you haven't been following his adventures, get the new ish and see what you've been missing!

—We're running out of room, so all we can say about the latest SGT. FURY AND HIS HOWLING COMMANDOS—is it's loaded with surprises! Entitled "The Death Ray of Dr. Zemo," it introduces a brand new Howler, a villain who is ALSO seen in THE AVENGERS #6 (YOU figure out how!) and the exciting art work of Dick Ayers (while Jack works frantically on the F.F. Annual). Sounds terrific? It IS!

—And now, the big news! The SPIDER-MAN ANNUAL #1 goes on sale in June! It features Spidey battling The Sinister Six (and just guess who THEY are!) and has more doggone feature pages and Spider-Man surprises than you'd dare to hope for! Be sure to reserve your copy at your newsdealer NOW! And of course our regular SPIDER-MAN mag also goes on sale in June, so you Spidey fans have it made! So, till we meet again (real SOON, hear?) remember: Be gentle to spiders—one of them may be Pety's nephew!

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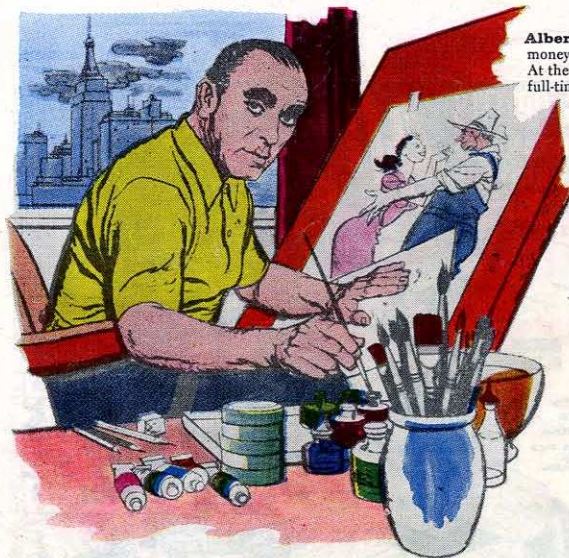
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Harriet Kuzniewski was bored with an "ordinary" job before she heard of Albert Dorne. Today she does high-style fashion illustration in New York.

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Long before Albert Dorne started looking for people who like to draw, they came to him for advice and help. Since he alone could only help a few of these people he called together America's most successful artists — men like Norman Rockwell, Jon Whitcomb, Stevan Dohanos and Al Parker.

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