



the AMAZING SPIDER-MAN

IND.

APPROVED
BY THE
COMICS
CODE
AUTHORITY

19
DEC.

MARVEL
COMICS
GROUP 12¢

AN ADVENTURE EPIC OF MOST COMPELLING EXCELLENCE...

"SPIDEY STRIKES BACK!"



BRIMMING WITH SUCH
GREAT GUEST STARS

AS...

the **HUMAN TORCH!**

the **SANDMAN!**

the **EVIL ENFORCERS!**



Brother, can YOU spare

ADIME 10¢?

FOR A NEW MILLION DOLLAR HE-MAN BODY
STRENGTH-POWERED with 520 MIGHTY MUSCLES!
To Become A STAR in ANY SPORT! A SUCCESS in EVERYTHING!



"YOUR PHYSICAL DIRECTOR BEN REBURN at 50 years of age. He is a brilliant University Authority on creating a healthy mind in a healthy body."
says Dr. Winfield Scott Pugh,
Commander, U.S. Navy Medical Corps.

Rush to me your LAST CHANCE coupon below, —
I'LL RUSH to you FREE My Professional Secrets

HOW TO GAIN UP TO 50 LBS OF MIGHTY MUSCLES!

HOW TO LOSE up to 50 lbs. of UGLY DANGEROUS FAT

FREE ALL FIVE \$5 WORLD-FAMOUS PICTURE-PACKED ABC COURSES

1. How to Develop 16 to 18½ INCH BIG ARMS
Powerful to land a knock-out blow fast.
2. How to Build a 45 to 52 INCH HEROIC CHEST
Housing TIRELESS LUNGS for ENDURANCE in
Work, Sports, for ATTRACTING GIRLS!
3. How to Mold a BROAD MUSCLE-PACKED BACK and
WONDER-WIDE SUPER-MAN SHOULDERS
tapering to a SLIM PUNCH-PROOF WAIST.
4. How to Develop LEGS with MARATHON ENDURANCE.
5. How to Mold BIG MUSCULAR FOREARMS, A STEEL GRIP.

How to Become a FEARLESS SELF-DEFENSE FIGHTER.
OVERPOWERING ANY BULLY TWICE YOUR SIZE!

This is
once
skinny
ABC pupil
BILL BUTLER
High School
Teacher

This will be the NEW

YOU

AFTER YOU ARE
REBUILT
by the
AMERICAN
BODYBUILDING
CLUB
NATURAL
POWER
PROGRESSIVE
METHODS
FROM
your
HEAD to
your
HEELS
every inch
a REAL
HE-MAN

YOURS FREE

in this AMAZING NEW BOOK in colors. Jam-full with 120
PHOTOS of STRONG MEN and CHAMPIONS once WEAKER
than you, as you will see in their pitiful BEFORE Photos and Stories. There are scores of How-
to-do-it Pictures showing you how YOU can quickly and easily become AN OLYMPIC CHAMPION
in LTIMPHIC, SPEED and
ENDURANCE... and MR.
AMERICA in Build and
Physique.

In Joyous Celebration of the 35th ANNIVERSARY of WORLD-WIDE
BODYBUILDING SUCCESS CHANGING MEDIOCRE HALF-MEN INTO MACHINIST
HE-MEN — IF YOU ACT FAST, YOU get my GOLD MINE of GIFTS FREE

"SKINNY or FAT, 15, 20, 30, 40, 50
or more years of age I'LL BUILD

YOU

into A NEW ATHLETIC
MIGHTY-MUSCLED
STREAMLINED

HE MAN

Ben Reburn

See the STARTLING BEFORE and AFTER PHOTOS
AMERICAN BODY BUILDING CLUB, ABC,
GREAT NECK, N.Y.

Yes! In just THRILLING MIN-
UTES a day, in the SECRECY of
YOUR OWN ROOM this book's
RAPID-FIRE, EASY as ABC FA-
MOUS PICTURE METHODS will
show you How to Mold 16 INCH
ARMS OF MIGHT, a big, deep 45
INCH CHEST housing TIRELESS
LUNGS, WIDE MANLY SHOUL-
DERS — a BROAD BRAUNY
BACK, tapering to a SLENDER
WAIST with punch-proof STOM-
ACH MUSCLES, LEGS of RUN-
NING POWER. You, too, like
many ABC Pupils can WIN
FAME and FORTUNE on TV or in
the Movies, as a Physical Director
or Professional Athlete.

THIS BOOK will show you HOW
TO WIN a 15" tall Trophy with
YOUR NAME, etc. engraved on
it: a Gold Medal and from \$100
to \$1,000



YOU can WIN
\$100 and A BIG
TROPHY with
YOUR NAME and
SUCCESS engraved
on it as Bill Butler did
and many other pupils.



MAIL COUPON before it is too late!

AMERICAN BODY BUILDING CLUB, Dept. MA-10 GREAT NECK, NEW YORK

I am under no other obligation.
I'm checking everything I need to give me the kind of body I want.

☐ I want to gain _____ lbs. (fill in). ☐ Triple my strength.
☐ I want to streamline my body, get rid of flabby fat.
☐ I want to add inches of muscle to my ☐ ARMS ☐ CHEST
☐ SHOULDERS ☐ POWERFUL LEGS ☐ SLIM WAIST

☐ I want to become a winning athlete. ☐ I want new pep.

NAME _____ AGE _____

DO NOT MAIL COUPON IF UNDER 14 YEARS OF AGE.

ADDRESS _____
CITY _____ ZONE _____ STATE _____

Let me know
how to get
FREE
\$100 worth
of Sports,
Self-defense,
Strong-man
Stunts,
Courses,
Apparatus

PLEASE PRINT OR
WRITE CLEARLY

AMAZING SPIDER-MAN is published by NON-PAREIL PUBLISHING CORP. OFFICE OF PUBLICATION: 655 MADISON AVENUE, NEW YORK, N.Y. Published monthly. Copyright 1964 by NON-PAREIL PUBLISHING CORP., 655 Madison Avenue, New York, N.Y. Vol. 1, No. 19, DEC. 1964 issue. Price 12¢ per copy. Subscription rate \$1.75 for 12 issues including postage. Foreign subscriptions \$3.25 in American funds. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. Printed in the U.S.A. by The Eastern Color Printing Co., Waterbury 20, Conn. Martin Goodman, Publisher.



"SPIDEY STRIKES BACK!"

FEATURING:
Guest Stars!
Super-Villains!
Super-Thrills!

ONE OF THE
MOST EAGERLY-
AWAITED ACTION
DRAMAS OF
ALL TIME!!



DUE TO HIS AUNT'S SERIOUS ILLNESS LAST MONTH, PETER PARKER SPENT ALL HIS TIME AT HOME, LOOKING AFTER HER! THAT MEANT, OF COURSE, THAT **SPIDER-MAN** WAS OUT OF ACTION, TOO!

PEOPLE BEGAN TO THINK THAT SPIDEY HAD TURNED COWARD... AND HE WAS POWERLESS TO CHANGE THAT MISTAKEN IDEA! BUT NOW, HIS AUNT IS NO LONGER DANGEROUSLY ILL, AND SO... **WATCH OUT!**

WRITTEN BY:
SPIDEY'S GODFATHER,
STAN LEE

ILLUSTRATED BY:
SPIDEY'S BIG DADDY,
STEVE DITKO

LETTERED BY:
S. ROSEN
(SPIDEY'S SECOND COUSIN
ON HIS UNCLE'S SIDE!)

ARE YOU COMFORTABLE? ARE YOU RELAXED? DO YOU HAVE TIME TO READ THIS WHOLE STORY THROUGH WITHOUT INTERRUPTION? PLEASE DON'T START UNLESS YOUR ANSWER TO ALL THESE QUESTIONS IS YES! BECAUSE, THE ACTION STARTS RIGHT NOW... AND IT DOESN'T STOP TILL THE LAST PAGE! READY? OKAY... HERE COMES THE THRILLER OF A LIFETIME!

GOSH! IT LOOKS LIKE THOSE HOODS JUST ROBBED THE MIDTOWN BANK!

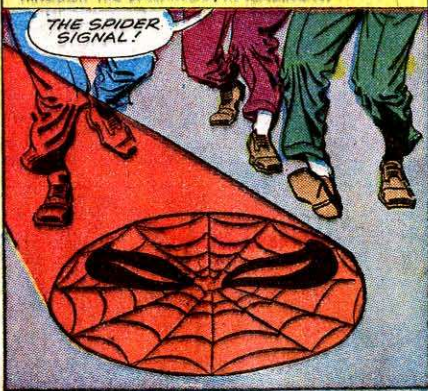
THE JOB WENT CLEAN AS A WHISTLE!

ONCE WE REACH THE GETAWAY CAR WE'LL BE IN THE CLEAR!



BUT, SUDDENLY... AN AWESOME LIGHT BEAM SHINES THROUGH THE DARKNESS, REVEALING...

THE SPIDER-SIGNAL!

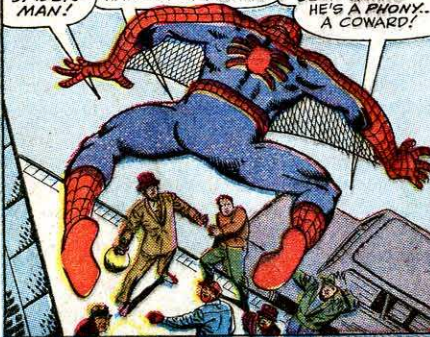


AND, FROM ABOVE, A LEAN, HARD-MUSCLED, INCREDIBLY NIMBLE FIGURE HURTLES DOWNWARD TOWARDS THE STARTLED CROOKS!

IT... IT'S SPIDER-MAN!

BUT WE THOUGHT HE WAS OUT OF ACTION!

JAMESON'S NEWSPAPER HAS BEEN SAYING HE'S A PHONY. A COWARD!



YOU BELIEVE IT, BOYS! BUT, JUST IMAGINE WHAT I COULD DO IF I WASN'T A PHONY COWARD!

QUICK! RUSH 'IM!



NO NEED TO RUSH, FELLAS! I'M NOT GOIN' ANYWHERE!

YES SIRE! THIS IS JUST WHAT THE DOCTOR ORDERED!

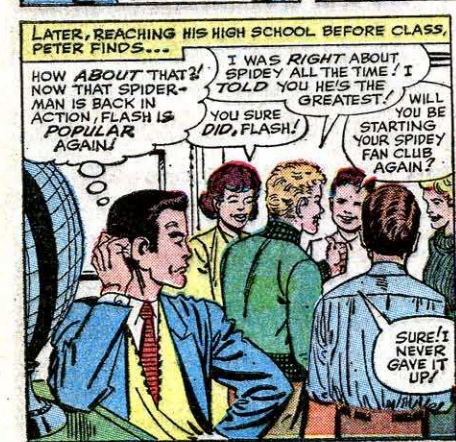
IN FACT, THIS IS THE MOST FUN A LITTLE SPIDER-MAN CAN HAVE WITHOUT LAUGHING!











AMAZING NEW HOME TRAINING PLAN IN AUTO REPAIRING

So practical that many students earn money repairing cars in their spare time... while training for a top pay job or their own business

No longer need you stand by as experienced mechanics take their choice of thousands of job openings in the auto repairing field. Now you can get ready for a better-pay job—or your own business—by training at home in spare time.

CTI's fine home study course is expertly written, clearly illustrated, easily understandable. It offers up-to-date knowledge. It includes mechanic's tools and accurate test instruments. It provides Job Experience Projects which help you put knowledge and tools to use. It's so practical that many students earn money in spare time while training. Get the full story: *Mail coupon below for the CTI catalog, sample lessons, and a booklet, "Proof From Graduates."*

You learn by practicing — get experience — with tools and instruments that CTI sends



Portable Viso-Analyzer

Another CTI "first." Called "the most versatile of all trouble-shooting instruments" by a leading auto trade magazine. You will use it to detect failures in the electrical system. A great time and work saver. Available only with CTI training.

Engine Tune-Up Kit With Case

You get an engine Tune-Up Kit. It includes a Compression Tester; Vacuum Gauge & Fuel Pump Tester; Ignition Timing Light; portable steel case. These accurate, quality instruments help you locate engine troubles quickly. Simple to use and read. Indispensable for efficient and speedy mechanical work.

A Set of Tools (including socket set)

You also receive a set of Mechanic's Tools, including socket set and tray. CTI kits are professional in design — the kind that experienced mechanics own and use. No extra charge for kits!



**CLIP COUPON BEFORE YOU TURN
THIS PAGE — MAIL TO CTI TODAY**

COMMERCIAL TRADES INSTITUTE • CHICAGO 26, ILLINOIS
Accredited Member National Home Study Council

Important news for the inexperienced man who needs a short cut to a better job, more money and greater security.



AMERICA IS SHORT
100,000 MECHANICS
AND 25,000 SHOPS

30 Job Experience Projects!

As part of its practical training program, CTI sends you 30 Job Experience Projects. These exclusive projects make it easy for you to make the transition from lessons to repairs. You learn by practicing, gain skill in the use of tools and test instruments, acquire useful experience that builds your confidence. CTI shop projects do away with — or sharply reduce — lower pay apprenticeship... get you into the top pay bracket more quickly.

Go in Business for Yourself—Be the Boss

The average pay of an auto mechanic compares favorably with the best in all industry. But, if you prefer, you can open a shop—start your own business. It is estimated that America is short 25,000 shops. CTI provides you with the required all-around mechanical training to go on your own. You learn tune-up and overhaul; electric, cooling and lubricating systems; power steering and brakes; automatic transmissions. Even a choice of either Diesel Mechanics or Body & Fender Rebuilding instruction!

Proof of Success Is Progress of Students

"Am now a senior auto mechanic. Made \$800 during training."—*Ronald Wharton, Md.* "Started a small business in my garage. Now have two part-time helpers."—*John Reed, Cal.* "Am proud I finished course. Have two job offers."—*Barden Vance, Ind.* "Am working as a mechanic and extra what I used to. Made \$25 a week as I trained."—*Jerome Slomik, Ill.* "Have three job offers. Made \$170 as a student."—*Willie Cooper, Fla.*

Many Earn Cash Soon After Starting Course

Many CTI students begin fixing cars after a few lessons. They earn extra money—which helps pay tuition, buys extra equipment. At the same time, these students become more skillful and experienced in the use of tools and testing instruments.

Diesel or Body & Fender Rebuilding Included

Diesel Mechanics or Body and Fender Rebuilding instruction is provided by CTI in addition to the complete course and 30 shop experience projects in Auto Mechanics. No extra charge for this training. Only CTI offers you this generous choice.

This Is How You Get the Complete Story

First get the facts—then decide. Fill out and mail coupon. We'll send valuable free catalog, sample lessons, testimonials, other information. No obligation. Act today! Mail coupon at once.

COMMERCIAL TRADES INSTITUTE

1400 GREENLEAF AVENUE
CHICAGO 26, ILLINOIS DEPT. A-476

Mail me your three booklets: *Make Big Money in Auto Mechanics*, *Lesson Samples*, and *Proof From Graduates*. All are free.

NAME _____ Age _____

ADDRESS _____

CITY _____ ZONE _____ STATE _____





IF I STAY ON HIS TRAIL, HE MAY LEAD ME RIGHT TO THE OTHER ENFORCERS!



UH OH! I HEAR DOORS OPENING BEHIND ME... IT DOESN'T SOUND GOOD!

HEY, FANCY DAN... LOOK OUT BEHIND YOU... ON THE CEILING!

HUH?

IT'S SPIDER-MAN!



WELL, IF I WANTED ACTION, I SURE FOUND IT! I'VE STUMBLERED INTO A WHOLE NEST OF CRIMINALS!

THIS IS OUR BIG CHANCE!

HE WON'T GET AWAY FROM US THIS TIME, HEAR?!



FIRST THING TO DO IS KNOCK 'IM OFF THE CEILING! YOU'LL DO FINE FOR A BATTERING RAM, FANCY DAN!

GOOD WORK, OX! WE CAUGHT HIM BY SURPRISE!



GET 'IM! DON'T GIVE HIM TIME TO RECOVER!

THIS'LL BE A PLEASURE!



SORRY, BOYS! WHATEVER FALLS DOWN CAN ALWAYS BOUNCE UP AGAIN... IF IT HAPPENS TO HAVE SPIDER SKILL!

AND WHATEVER BOUNCES UP CAN ALWAYS BE CORRALLED, BY MONTANA'S LASSO!



AH'LL HOLD 'IM WHILE YALL GET SOME SPARRIN' PRACTICE, OX!

ONE PUNCH OUGHTTA DO... HEY! HOW'D HE ROLL AWAY SO EASY?!



I ATE MY WHEATIES THIS MORNING. WHAT ELSE?!



A SHORT TIME LATER, AT THE NEWSPAPER OFFICE OF J. JONAH JAMESON...





BOYS! NEW!

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!

Mike Marvel

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.

Or is your problem a body sagging with soft rolls of unhealthy, handsome FAT? Puny muscles—sagging stomach—sloated face—arms heavy—with layers of BLUBBER? Are you ASHAMED to go to the beach and let them see your "FAT-MAN PHYSIQUE"?

If so, wake up fella! THIS IS IT! I will peel you that fat and give you a lean virile DYNAFLEX BODY—armored with a sheath of hard tough hand-some muscle. I can build you into a healthy, stream-lined HERCULES—bursting with dynamic manly strength. I'll give you a taut, hard, muscled—legs muscled like coil steel springs. I can pack solid DYNAMITE into your fists and give you a rugged handsome build brim-full of the magnetic BUILDING BODY APPEAL. And with NO starvation diets—NO fatiguing calisthenics—NO expensive health-fonds!

ARE YOU WEAK, ALWAYS TIRED, LACK PEPP?

Whether you're thin and scrawny, or sagging with unsightly fat—my secret DYNAFLEX method will cram pep, vigor and red-hot vitality into your puny, exhausted body. Once DYNAFLEX makes you a two-fisted dynamo of manly beauty, rippling with power, glowing with magnetic appeal—you'll be bursting with get-up-and-go. Man, you'll be really ALIVE—tingling with zest and rip-roaring energy—for the first time in years!

PROOF!

"I tried two other systems, before my buddy told me about DYNAFLEX. It really works—and how! I've put two inches of solid muscle on my biceps, three inches on my chest. It's like magic!"

L. C., New York City
"I never thought you could build terrific muscles without exercises or weights. Started DYNAFLEX two weeks ago, and am building a great physique."

E. G., Detroit, Mich.
"DYNAFLEX is the best yet. Only three weeks, and I have more dates than I can handle. Am telling all my pals about it."

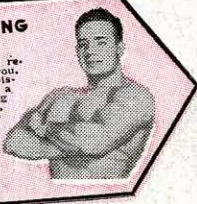
F. S., Chicago, Ill.
ARE YOU ASHAMED OF YOUR BODY NOW?

Pal—do YOURSELF a favor! Take a good long look in a mirror. Do you see a puny, starved body—scrawny arms—bony shoulders—flabby stomach and skinny legs? Do they laugh and grin when you take off your shirt?

BELIEVE IT OR NOT—I can add solid pounds of rippling, steely he-man MEAT to your build. EVERY INCH with explosive virile MAN-MUSCLE. I can take that cave-dweller and build on it six rugged inches of strong sleek MAN-SIZED BRAWN. I can clothe your skinny frame with GIANT, RIPPING DYNAFLEX MUSCLES that will have them gasping with awe and admiration! And with NO time exercise. NO high-priced bar-bells or gym equipment!

FREE! "SECRETS OF BEING ATTRACTIVE!"

Fellows! Mail the coupon now, and receive Mike Marvel's FREE GIFT to you, the exciting and informative book. Discover a secret method for developing a new, almost MAGNETIC way of being attractive and popular! At parties, dances, at the beach—you will have the people clustering around you breathlessly, while the will say, "that WE don't!" The answer is in this exciting new book, your GIFT from Mike Marvel. Write out and mail the coupon NOW!



HOW DYNAFLEX BUILDS BEAUTIFUL BODIES

DYNAFLEX is the modern miracle of body-building. It takes no time-consuming exercises, "crash" diets, protein foods, and no weights or bar-bells. DYNAFLEX is a romance with a dash of a West German Doctor whose research into the Science of Building BRAWNY MUSCLES in ten minutes a day. With DYNAFLEX you "flex" each muscle once a day in a certain way—that is more effective than if you exercised that muscle 20, 30, even 100 times the old-fashioned way. With DYNAFLEX you get bigger results in ten minutes than after hours of grunting and groaning, hefting heavy weights.

DYNAFLEX coaxes each muscle in your body to bring out its round, steely fullness and eating asymmetry. DYNAFLEX packs that muscle with glowing vibrant new strength and energy—FAST. In ten minutes a day, I can cover your bony frame with healthy rippling muscle—give you a deep, powerful chest—solid shoulders and iron wrists—tough, slim midsection—and trim, steel-spring legs—simply three "DYNAFLEXING" each muscle once a day! There's nothing wrong with the bar-bell and weight-lifting method—but, why bother? Why waste time and money, why sweat and strain your way to a streamlined symmetrical SAMSON-HE-MAN BODY—when you can do it better—bigger—faster—easier with the DYNAFLEX SECRET?

STRONG-MAN BODY THAT'S ADMIRABLE!

Be honest. Down deep you KNOW you envy the boy with the virile, magnificent build. Every man has shoulders, arms rippling with brawny back, a solid man-muscled chest, handsome he-man shoulders, arms rippling with tough, steely sinews, a narrow waist, slim hips and spry, powerful legs. A PEAK... they only laugh at skinny guys or "rats."

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 crammed 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 shoulders. You'll notice a new bounce to your weak, flabby frame—get ready for adventure. You'll be in romance with a solid physique that glows and vibrates with virile he-man appeal. You'll be really proud to have people see your MAGNETIC HE-MAN MUSCLES at the beach or gym. And, when the fellows stare with envy and jealousy—when friends crowd around to squeeze your iron biceps or 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

Nothing Else To Buy

Mike Marvel System, Dept. M413, 285 Market Street, Newark, N. J.

MAIL MONEY SAVING NO-RISK FREE TRIAL COUPON NOW!

- ☐ Check as many of these boxes you want HERE—Complete Mike Marvel System \$1.98.
- ☐ Loose fat, be trim and solid
- ☐ Build deep brawny chest—bulging with vigorous strength
- ☐ Loose skin, be trim, strong handsome
- ☐ Mold mighty back, broad beefy shoulders
- ☐ Build muscle on wrists and arms
- ☐ Develop crushing grip, two-fisted punch power

MIKE MARVEL SYSTEM, Dept. M413, 285 Market Street, Newark, New Jersey.

Okay, 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 ten minutes a day. Rush my copies of the DYNAFLEX SYSTEM and my free gift book "Secrets of Being Attractive" on your 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.

NAME _____ AGE _____
ADDRESS _____
CITY _____ ZONE _____ STATE _____
(Please Print)

Outside U.S.: Send International Money Order or cash. Great Britain: \$1.98 is about 15 shillings. For air mail delivery, send 4 pounds.

AND NOW, HOLD ON TO YOUR HATS, FRIENDS....HERE COMES SOME OF THAT HIGH-TENSION ACTION WE PROMISED YOU....!!

BEFORE I GO AFTER THE ENFORCERS, I'LL PAY ANOTHER LITTLE VISIT TO JOLLY JONAH... BUT THIS TIME AS SPIDER-MAN!!



HI, SMILEY! DID YOU KNOW I WAS BACK??



BLAST YOU, YOU MISERABLE COSTUMED FREAK! I'LL GET YOU IF IT'S THE LAST THING I DO. I'LL DRIVE YOU OUT OF TOWN! I'LL FIND SOME WAY TO BEAT YOU!

SURE YOU WILL, SWEETIE! BUT FORGIVE ME IF I DON'T HOLD MY BREATH WHILE I'M WAITING!



I'LL GET YOU, DO YOU HEAR?? I'LL GET YOU!!

SOMETIMES I SUSPECT THAT MAN JUST DOESN'T LIKE ME!

WELL, I'D BETTER GET DOWN TO BUSINESS NOW! FIRST, I'VE GOT TO FIND THE ENFORCERS...



AND OL' SPIDEY KNOWS JUST THE WAY TO DO THAT LITTLE THING...!



AFTER A HALF HOUR OF PATIENT, SILENT WAITING ...

AH! HERE COMES MY LITTLE PIGEON NOW!



WHULP...!!

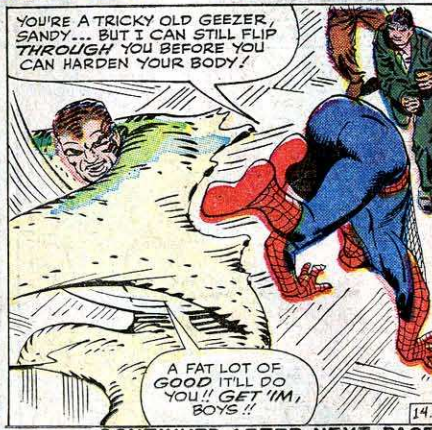


S-SPIDER-MAN! WHA... WHAT DO YOU WANT FROM ME??



JUST A LITTLE INFORMATION, LOUIE! THE KIND A STOOLIE LIKE YOU IS SURE TO HAVE!





CONTINUED AFTER NEXT PAGE

For certain Coins we pay up to:

CERTAIN

Nickels

Before 1945 ... \$16,000.00

Silver Dollars

Before 1936 ... \$11,750.00

Half Dollars

Before 1947 ... \$5,500.00

Pennies

Before 1919 \$4,800.00

Dimes

Before 1946 \$4,750.00

Quarters

Before 1941 \$4,500.00

Half Cents

Before 1910 \$3,500.00

Stop spending valuable coins worth hundreds of dollars. New 1964 catalogue lists hundreds of coins we want to buy and gives the price range we will pay for these United States Coins. Certain half cent coins are worth up to \$3,500.00 for Canadian Coins. Our valuable Coin Book may reward you many thousands of dollars. Coins do not have to be old to be valuable. Thousands of dollars have been paid for coins dated as recently as 1940 to 1956. Now you too can learn the rare dates and how to identify rare coins in your possession with our new 1964 catalogue. A fortune may be waiting for you. Millions of Dollars have been paid for rare coins. **SEND YOUR ORDER FOR THIS VALUABLE COIN CATALOGUE NOW!** Hold on to your coins until you obtain our catalogue. Send \$1.00 for newest Coin Catalogue to:

BEST VALUES CO., COIN DEPT. A-926
285 MARKET ST., Newark, New Jersey.

Illustrated: 1804 silver dollar
—19,000 minted, only 12 accounted for—where are the rest?

\$500,000.00

SEARCH FOR RARE COINS!

REWARD

\$11,750.00

FOR THIS COIN!



BEST VALUES CO. DEPT. A-926, 285 Market St. Newark, New Jersey
Rush your latest 1964 Coin Catalogue listing the actual price range you will pay for United States Coins listed in the catalogue. I enclose \$1. Send Postage Prepaid.

NAME _____

ADDRESS _____

CITY _____ STATE _____

YOUR MONEY WILL BE REFUNDED TO YOU IF YOU ARE NOT SATISFIED WITH THIS CATALOGUE

LIVE SEAHORSES \$1 EACH



Order a live Seahorse shipped to you from Florida for only \$1 each, or send \$2 for a Mated Pair. (Include 25c postage, all orders.) Get started with this interesting hobby...fascinating project for young and old. Raise them in an ordinary goldfish bowl or jar. Most unusual and intriguing to watch. Hours of fun...see the FATHER Seahorse give birth to live baby Seahorses! Free food and instructions included. Live delivery guaranteed. SPECIAL OFFER: Order 2 Mated Pairs for \$2.98.

FLORIDA SEAHORSE CO., Dept. MA-5,
Box 300, Miami Beach 39, Florida

LEARN DANCES FAST \$1



Learn any dance at home in 1 hour — with GIANT FOOT CHARTS. Place Giant Foot Charts on floor — left foot red, right foot black. Turn on radio — you step from one to the other following easy directions. Dozens of new steps... includes 100 pictures. Be more popular. Results guaranteed—or no cost! Complete American Style Course (Fox Trot, Jitterbug, Waltz & Twist) is only \$1 plus 25c post. American & Latin American Courses together only \$2 plus 25c post. Money Back Guarantee.

FAMOUS DANCE COURSE
Dept. MA-7 Box 1042, Miami Beach 39, Fla.

50 SHELL TREASURES \$1



50 Treasure Shells from all over the world—Haiti, Africa, etc. For collectors, aquariums, or use them to decorate ash trays, lamps, pictures, etc. Includes DRIED seahorse, venetian pearl shell, butterfly shell, many others, all sizes, 1 set (50) for \$1; 3 sets for \$2. Each set is different assortment. Add 25c postage. Money back guarantee. SHELLS OF THE WORLD, Dept. MA-1 Box 1042, Miami Beach 39, Fla.

DARLING PET MONKEY



This Squirrel Monkey makes an adorable pet and companion. Show it affection and enjoy its company. Almost human with its warm eyes, your family will love it.

\$18.95

These YOUNG monkeys grow about 12 inches high. Eats same food as you do (even likes lollipops); simple to take care of and train. FREE cage, FREE leather collar & leash, FREE monkey toy, and instructions included: Live delivery guaranteed. Only \$18.95 express collect. Mail check or money order for \$18.95 to: ANIMAL FARM, Dept. MA-3, Box 1042, Miami Beach 39, Fla.





AND, AS FOR YOU, OK, I'M GETTING A LITTLE TIRED OF YOU TAKING SWIPES AT ME!



SO, I FIGURE IT'S TIME FOR ME TO GET MY LICKS IN NOW!

ALTHOUGH THERE IS ONE THING I'M GRATEFUL TO YOU FOR...



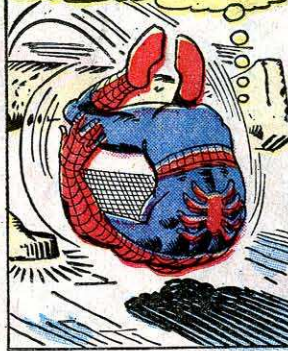
USUALLY I HAVE TO PULL MY PUNCHES WITH OTHER GUYS... BUT WITH YOU, I CAN REALLY LET MYSELF GO!... AHHH! THAT WAS LIKE A SYMPHONY!!



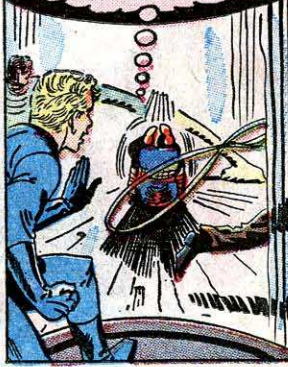
SANDMAN!! DON'T YOU EVER GIVE UP??



WHEW!... EVEN WITH MY SPIDER-STRENGTH I'M STILL STARTING TO GET BUSHED! BUT, THERE'S ONE WAY I CAN GET A LITTLE REST...



IF I TIME THIS JUST RIGHT, I'LL HIT THAT GLASS CAGE OF THE TORCH'S WITH JUST ENOUGH FORCE...



...TO SHATTER IT... LIKE THIS!!

BOY! YOU SURE TOOK YOUR OWN SWEET TIME ABOUT FREING ME!!



THAT'S GRATITUDE FOR YOU! SOME GUYS ARE NEVER SATISFIED!

I WAS BEGINNING TO THINK YOU WANTED TO HOG THE WHOLE FIGHT FOR YOURSELF!





OF ALL THE CRUMMY LUCK! NOW WE'VE GOT TWO OF THEM TO FIGHT!

COUNT YOUR BLESSINGS, MISTER! WHAT IF YOU HAD MY THREE PARTNERS, ALSO?



HERE, I'LL ROUND 'EM UP FOR YOU WHILE YOU SLAP YOUR WEBBING OVER 'EM!

HEY, Y'KNOW SOMETHING? I HATE TO SAY IT, BUT WE MAKE A PRETTY GOOD TEAM!

BITE YOUR TONGUE, HOTHEAD!



SORRY, CHUM! I WAS GOIN' TOO FAST TO STOP!



HEY, WEB-HEAD! SEE WHAT YOU CAN DO ABOUT THAT CHEMICAL FOAM SPRAY, HUH?

SURE! ANYTHING FOR AN OL' HUMAN MATCH STICK!



OUR ONLY CHANCE IS TO TACKLE THEM ONE AT A TIME NOW! QUICK, MONTANA... YOUR ASBESTOS LASSO AGAIN!

HANG ON, TORCH... I'LL GET YOU OUTTA THAT IN A FLASH!

NO, MOTHER! I WANNA DO THIS MYSELF!

I HEAR Y'ALL TALKIN', PARD!



OKAY... NO HARM DONE... EXCEPT TO THEM! I'LL START TOSSING SOME FIERY BARRIERS AROUND OUR LITTLE FRIENDS AGAIN!

LOOK, OX... DON'T YOU HAVE SENSE ENOUGH TO STAY DOWN WHEN I KNOCK YOU DOWN?



19
CONTINUED AFTER NEXT PAGE

FAMOUS MILITARY MEDALS

NOW you can own a collection of the medals that heroes have won in glorious deeds around the world! Wear the renowned Croix De Guerre, the illustrious Victoria Cross—many of the world-famous medals that are awarded only for courage beyond the call of duty—for conspicuous valor in action!

These medals are absolutely authentic reproductions—slightly smaller in size—exactly like the original medal (including ribbon) in every detail. They are app. 2 1/4" x 1", with pin-back, ready to wear! Each comes to you handsomely mounted on a full-color card that gives the history of the medal and why it is awarded.

YOU CAN ORDER THESE FAMOUS MEDALS:

Victoria Cross (England), Croix De Guerre (France), Iron Cross (Germany). Not shown here, but available: Croix de Guerre (Belgium), Legion of Honor (France), Order of The Crown (Italy), Distinguished Service Order (England), Most Exalted Order of The Star of India (England). Only \$1 each, plus 26¢ PP & Hdg. Any 2 for \$2.25 postpaid; all 8 for \$7.75, postpaid. Hurry! Avoid disappointment. Get your order in NOW!

MAIL COUPON WITHOUT DELAY

West Products Dept. M-11
Box 322, Lenox Hill Sta. New York 21, N. Y.
Please rush me the medals listed below—or on sheet of paper attached. I enclose pay't. \$_____

NAME _____

STREET _____

CITY _____ STATE _____

Sorry, No COD'S on this offer



AUTHENTIC REPRODUCTIONS

CROIX DE GUERRE FRANCE

IRON CROSS GERMANY

**ONLY \$1 each
8 for \$7.75**



STAMPS

SPECTACULAR! OLD U.S.!
Fam. Americans, Flags, Presidents, Airmails, Commemoratives with approvals, plus surprise Packet for 10¢ handling. **10¢**
METROPOLITAN STAMPS
Box 312H, Jackson Heights, N. Y.

U.S. COMMEMORATIVES

Collection containing 33 different selected covers. This amazing offer only 10¢ to introduce our low price U.S. approvals. White, 516 Ave. L, Dept. 10-64 Brooklyn 30, N.Y.

TERRIFIC TRIANGLES!!
Frightful Fish, Sports, Volcanoes TRIANGLES, also African Flowers, weird Angola Map, tri-colored Flag, etc. to approval buyers for 5¢ postage.
POTOMAC STAMP COMPANY
Dept. 7 Washington 15, D. C.

U.S. STAMPS FREE!

Yours FREE—bargain of 50 diff. U.S. Sent "On Approval" ALL U.S. Stamps incl. ALL U.S. Commemoratives. Also all Foreign Sets and Singles, all Souvenirs, Coronations, etc. Try our "Superior Approvals", literature incl. Send 10¢ for handling.
GLOBUS STAMP CO., INC.
NEW YORK, N. Y. 10010, Dept. 523

\$1.00 SPECTACULAR!

Start your colorful collection of U.S. Christmas Seals. Only \$1.00 buys 20 different Christmas Seals plus a giant 3 1/2" x 11", 16 page loose-leaf, specially made to hold every Seal issued. Approvals accompany.
Stamp Specialties, Box 912MA, N.Y., 8, N.Y.

SONG IDEAS WANTED

Write with active, professional songwriters with publisher contacts. Records made. Share royalties.
HITS WRITTEN BY OUR PAST & PRESENT STAFF:
LET THE LITTLE GIRL DANCE — BILLY BLAND
PRETTY LITTLE ANGEL EYES — CURTIS LEE
WHAT A SURPRISE — JOHNNY MAESTRO
HOMEBE — THE BELMONTS • PLUS MANY OTHER HITS!
Send Material NOW for FREE Examination
SONGWRITERS' ASSOCIATES
Studio 9 236 W. 55 St. at Broadway, NY 19, NY

UNITED NATIONS Conference Set showing flags of USA, Britain, France and Russia in natural colors! Plus Congo Freedom Stamp, unused, 1/2 inch midget stamp freak, real cigar issue, 1¢ Greenland, free China Bomber airmail giant, etc., only 10¢ with approvals. Capital Stamp Co., Ferrysburg 190, Mich.

50 YEARS OLD
15 different U.S. stamps at least 50 years old—10¢ with low priced U.S. Approvals
JAXON STAMP COMPANY
510 Avenue L—Brooklyn 30, N. Y.

High School Course at Home Many Finish in 2 Years

Go as rapidly as your time and abilities permit. Equivalent to resident School work—prepares for college entrance exams. Standard H.S. texts supplied. Diploma awarded. Credit for H.S. subjects completed. Single subjects if desired. Ask for Free Bulletin.
American School, Dept. H 712 Drexel at 58th, Chicago 37

SHOP BY MAIL

1000 MAGIC TRICKS

25¢
MAGIC is FUN!
Amaze, mystify, entertain with 1000 great new magic tricks. Easier than you think! Make money in spare time. Rush name, address and 25¢ for Big 160 Page Catalog of Tricks, Gags, Jokes, Mysteries, Illusions, etc. All illustrated. No skill needed. World's best 25¢ offer.
HOUSE OF 1000 MYSTERIES
DEPT. MC 10 64 • Monroe, CONN.

100 BRITISH COMMONWEALTH 10¢
Accompanying approvals.
NIAGARA STAMP CO., St. Catharines 516, Ontario

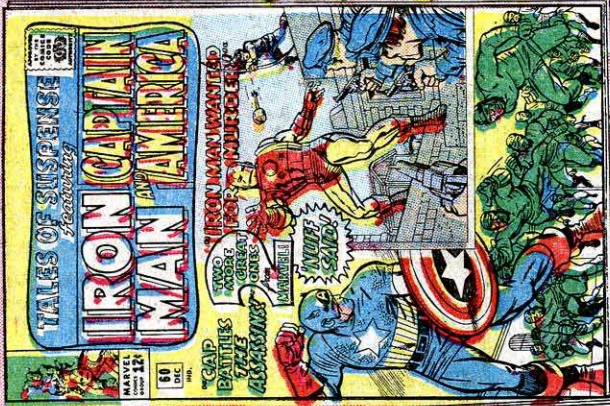
POEMS WANTED

TO BE SET TO MUSIC
Send one or more of your best poems today for FREE EXAMINATION. Any subject. Immediate consideration.
PHONOGRAPH RECORDS MADE
CROWN MUSIC CO.
49 W. 32 St., Studio 11, New York 1

MORE TRIUMPHS FOR MARVEL...!



THE UNTOUGHABLE
THE UNTOUGHABLE



WE DON'T WANT TO
SHOW YOU THIS
COVER YET...BECAUSE
WE TRIED SOMETHING
NEW ON IT, AND WANT
YOU TO BE **SURPRISED!**

BUT WE CAN SAY THIS:
IT STARS **SUB-MARINER**,
AND IS ONE OF MARVEL'S
TOP ISSUES OF THE YEAR!
DON'T MISS IT!!

NOW ON SALE

Of course you can subscribe to this magazine! Simply send \$1.75 for 12 issues including postage (Foreign subscription \$3.25 in American funds) to: THE MARVEL COMICS GROUP, SPIDERMAN, 2nd floor, 625 Madison Ave., New York, N.Y.

STAMPS

STAMP COLLECTING OUTFIT

A packet of worldwide stamps, 9 Triangles, 2 Diamonds, animals, insects, flowers, ships, man-in-space, New African Nations, etc. Plus a packet of hinges, perforation gauge and millimeter scale, watermark detector. ONLY 25¢ to approve buyers. L. W. BROWN, Dept. MQ, Marien, Mich.

115 Dif. + 17 New Nations Stamps

Includes Monaco "Chevy," San Marino "Antique plane," Chad, Ivory Coast, Central Africa, Gabon, Camerons, Niger, Madagascar, Congo, Togo "Kennedy," many triangles, diamond, British Colonies and many others ONLY 25¢ with worldwide approvals. CATALINA STAMPS, Dept. MQ, Orange, California

1c Thousands of beautiful stamps at only 1c each—why pay more when you can get the best for less. Write today for approvals. PENNY STAMP SERVICE Orange California

BETTER U.S. APPROVALS

To introduce our BETTER U.S. APPROVALS we offer 15 of the most wanted U.S. stamps, including a Columbian, Bi-Cent, Army-Navy, Famous Americans, Airmen and other Commemorative. 10c. OCEAN STAMPS, BOX 64-D, BROOKLYN 29, N.Y.

25 DIFF. CHINA 10c

BIG Value only 10c to Approve Buyers; Master Global Album, International Scott Albums & Catalogues, given Regular Stamp Buyers. CHUCKS STAMPS, 1609 S. Park, Santa Ana, Calif.

111 DIFF. BONANZA 10c

Includes Indonesia Agricultural set of 4 Plus, Red Cross, Fr. So. Antartica, Triangle, Scout, Hong Kong and many others ONLY 10c with approvals. FAIRWAY STAMPS, Box 65-MH, Garden Grove, Calif.

BE WISE — EARN PREMIUMS

Scott's Int'l Albums & Catalogs, etc., and many other philatelic supplies ALL GIVEN thru our Credit Card Plan. Send for Approvals and details. TRU-VALUE STAMPS, Box 2275, Santa Ana, Calif.

FREE

When you buy our Foreign Albums. You receive FREE Mammoth Collection, plus World's Smallest Stamp, \$10,000 Airmail even Scott's International or Master Global Albums. BARGAIN STAMP SERVICE, 1414 W. McFadden Street, Santa Ana, Calif.

LOOK — GIANT PHILIPPINE

stamp, plus New Zealand, Cuba and others. Only 5c with U.S. or foreign approvals. Earl Thompson, 5448 Odell St., St. Louis 9, Mo.



35 "FOR" A POPE TRIANGLE!! Let 35 DIFFERENT has For Diamond, "Pope" Triangle, Greenland, Angola Map, Rhodesia etc. Catalogs \$1.15 — 1c only 5c with Approvals. LONGHORN STAMP CO. Box 3068, Elwood St., Leabook, Tex.

Mayflower Stamp Album 25c

407 Illustrations. 64 pages. Approvals accompanying. NIAGARA STAMP CO., St. Catharines 716 Ontario

"OLD GLORY" IN FLAMING COLORS!!! USA flag giant beauty from Honduras! ENORMOUS UNITED NATIONS Mexican Stamp! Plus: Strongo Gorilla issue, Duke of Windsor! Morocco, lovely Macao Flowers, Wild Buffalo stamp & others, 10c with approvals. Sunny Stamps Service, Apopka 19, Fla.

KENNEDY STAMP FREE!

U.S. Dollar Stamps, Columbus Issue, Pony Express. All Genuine and Free. Send 10c for mailing. Empire Stamp Corp., Dept. MC, Toronto, Can.

225 STAMPS FOR ONLY 10c

THIS MAMMOTH VALUE INCLUDES STAMPS WORTH UP TO 25c! ALSO APPROVALS. WRITE TODAY!

MYSTIC STAMP CO. Camden 3, New York

PLAY GUITAR IN 7 DAYS OR MONEY BACK

GUITARIST ED SALE'S famous 66-page Secret System worth \$3.00 teaches you to play a beautiful song the first day and any song by ear or note in seven days! Contains 22 photos, 87 finger playing charts, etc., plus 110 popular and western songs (words and music); a \$1.00 Chord Finder of all the chords used in popular music; and a \$3.00 Guitarist Book of Knowledge. TOTAL VALUE \$7.00 \$2.98 — ALL FOR ONLY

SEND NO MONEY! Just your name and address, pay postman \$2.98 plus G.O.D. postage. Or send \$3.00 with order and I pay postage. 10-Day Money-Back Guarantee. ED SALE, Studio 195-H, Aven By the Sea, N.J.

Sensational • COLORFUL • PHILATELIC SELECTION 10c

Accompanying approvals. LINCOLN STAMP CO., St. Catharines 816, Ontario

1001 THINGS YOU CAN GET FREE

Available free by writing to different manufacturers, associations, etc. Use this coupon where you get hundreds of \$50 worth of free samples, information, booklets, pictures, postcards, stamps, gifts, foreign coins, etc. Send 5c for list. THINGS FREE • P.O. Box 1225-MC • NEWARK 1, N. J.

How to WRITE, SELL and PUBLISH YOUR OWN SONGS

Learn how to write songs correctly. How to get them recorded. How to sell and promote them. Lyrics and methods used by professionals. Information FREE. ACE PUBLISHING, BOX 64-E, BOSTON 1, MASS.

INSIGNIA 40-100

ARMY • NAVY • MARINE Includes 40 Different Shoulder Emblems, Ratings, Chevrons, Q-Bars, Medals, Ribbons, Color Insignia, etc. ORDER NOW! Send \$1.00 for 40. Also, beautifully illustrated DISTINCTIVE (CRESTS) 5c usd for \$1.00...30 for \$5.00. EMBLEM SALES CO. Dept. 3000 P.O. Box 167, Madison 54, Sta., N.Y. 18

IMITATION Diamond Rings

\$1.49 each or both for \$2.49 Gorgeous Solitaire and Wedding Ring sets with beautiful imitation diamonds in 14K and 18K. Yellow, White and Rose Gold. Matching Earrings. White Gold color effect. Send for a MONEY BACK GUARANTEE. HARMON CO., "The House of Kings" 30 Church Street, Dept. C-516 New York 7, N. Y.

NEW — POCKET SIZE INVENTION HELPS

HYPNOTIZE YOURSELF or OTHERS IN MINUTES! MUST WORK OR MONEY BACK! Hold the HYPNO-CON in front of the person you want to hypnotize. Gently vibrate the plastic lens. This set a vibrating hypnotic pattern into motion that is so fascinating, it captures and holds your subject's gaze. Now give your hypnotic suggestions! Get this amazing hypnotic re-hypnotize with a FREE revealing booklet of secrets and instructions that tell you what to say and how to hypnotize. Send for re-hypnotize with the snap of a finger, how to thrill and amaze them with hypnotic stunts, etc. Get the COIN, Booklet and Stand for Sell Hypnotism — only \$1.00 p.d. Sent in a plain wrapper. Money back if not delighted! HYPNOTIC-AIDS • Dept. A108 95 MADISON AVE. • N.Y. 16 N.Y.

\$1.00 Name _____ Address _____

SHOP BY MAIL

I'm 11 Years Old ... and I Sell \$75.00 to \$100.00 a Week

writes Carl B. Rudd, Jr. Exceptional Blair Dealer of Ohio Says: "I am very proud to have the opportunity to sell Blair Products. In the 2 1/2 months I have worked, I have bought my clothes and saved over \$200.00. I now have my business built up and sell \$75.00 to \$100.00 a week."

Boys! Girls! If You'd Like the Chance to Make Good Money and Get Premiums, Too, Send for Big Display Outfit!



Yours for FREE TRIAL!

Like Carl Rudd, you, too, may become a Blair Dealer and offer folks in your neighborhood famous Blair Quality Products—over 200 Food Products, Colognes, Cosmetics, Household Items every home needs and uses every day. We'll send you a big money-making Display Outfit containing full-size products worth \$1.50 at retail price—for FREE TRIAL. Show this Outfit to friends, neighbors, and take easy, fast orders. No experience needed to make good money after school, weekends, just spare time! And you get valuable Premiums besides the cash you make!

SEND NO Just print name, address, age on coupon. MONEY! mail it today for Display Outfit, complete money-making outfit, sent for Free Trial.

BLAIR, Dept. 272-AP, Lynchburg, Virginia

Blair, Dept. 272-AP, Lynchburg, Virginia

Rich Display Outfit, full-size Blair Products, complete money-making plans, Premium offers—FREE TRIAL.

Name _____ Age _____ Address _____ City _____ Zone _____ State _____

\$1.50 Jet Engine Burns Gas



Powerful continual thrust for model, aircraft, or even full-size. Operates by itself or drives model car, boat, plane, or regular gasoline. No moving parts. Easy starting. Runs for 12 to 15 hours. Complete. Each \$1.50. JOHNSON BROS. CO., Dept. 442 DETROIT 7, MICH.

New Catalog of 2950 Novelties

Jokes, tricks, fun-makers, zodiacs. Send 10c

new world of adventure

Exciting as the SPACE AGE

Learn rocket principles with

Model Rockets

Imagine the thrill of launching a rocket you build, watching it soar toward space for 1000 or 2000 feet. Then return to earth by streamer or parachute. START NOW.

ORDER A KIT TODAY.

No. 85-2 Beginner's Special.....\$2.00 Includes all parts plus 2 engines and instructions to build and fly America's most popular rocket. Also plans, instructions, technical reports to give you a good basic knowledge

Fact filled, illustrated catalogue 25c

ESTES INDUSTRIES Penrose 39, Colorado

Please send me the following:

Beginner's Kit #85-2 \$2.00

Estes Rocket Catalog #25c

Total cash or money order enc.

Signed _____ Street _____ City & State _____

AND, IT LOOKS LIKE
NOTHING STOPPED
SANDMAN, EITHER!
HE SEEMS TO HAVE
GOTTEN AWAY!

**NUTS! HE'S THE ONE I
WAS MOST ANXIOUS TO
GET... AFTER THE HARD
TIME HE GAVE ME LAST
MONTH!**



YEAH, I REMEMBER THAT!
EVERYONE THOUGHT YOU'D
TURNED CHICKEN! WHAT MADE
YOU RUN OUT ON THAT FIGHT
WITH THE GREEN GOBLIN,
ANYWAY?

ANYONE EVER
TELL YOU THAT
YOU ASK TOO
MANY
QUESTIONS,
FELLA??



MEANTIME, BEFORE THE TWO COLORFUL TEEN-AGERS
CAN REACH THEIR ALMOST-EXHAUSTED QUARRY...

**LOOK!
THE SAND-
MAN! GET
WM. MIKE!**

OH, NO!! AFTER
ME FINALLY
ESCAPING THE
TORCH AND SPIDER-
MAN ---

BUT, YOU'RE
WASTIN' YOUR
TIME! **NOBODY**
CAN HOLD ME!
I'LL TURN TO
SAND AND SLIP
RIGHT THROUGH
YOU...!



NOT THIS TIME,
MISTER! WE'LL
HANG ONTO YOU
EVEN IF WE HAVE
TO SCOOP YOU
UP WITH A
PAIL AND
SHOVEL!!

IT'S NO USE! I'M TOO
TIRE! CAN'T MAKE
THE EFFORT... TOO
MUCH OF A STRAIN...
MIGHT AS WELL
SURRENDER!

WE'VE GOT
HIM! HE
CAN'T GET
AWAY!



ALL RIGHT, YOU
WIN! I'LL GO BACK
TO JAIL PEACEFULLY!
ANYTHING IS
BETTER THAN HAVING
TO FACE **SPIDER-MAN**
AND THAT **FLAMING**
FREAK AGAIN!

SPIDER-MAN? THEN THE
REPORTS MUST BE TRUE!
HE IS BACK IN ACTION,
FIGHTING CRIME ONCE
MORE!

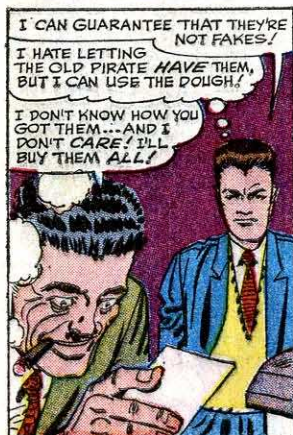
AND MORE
POWER TO
HIM, AS FAR
AS I'M
CONCERNED!



WELL, IT LOOKS
AS THOUGH THE
POLICE HAVE
THINGS WELL IN
HAND! NOTHING
MORE FOR US
TO DO!

THERE'S STILL ONE
THING... THE THING YOU
ALWAYS DO! YOU'LL
TRY TO GET ALL THE
CREDIT, WHILE I TAKE
A POWDER! SO LONG,
JUNIOR!





LATER, AS THE NEXT EDITION GOES ON SALE...

JONAH JAMESON DID IT AGAIN! AN EXCLUSIVE SET OF PHOTOS SHOWING SPIDER-MAN IN ACTION!

BUT, JUST THE OTHER DAY HE WAS CALLING SPIDEY A FRAUD!

DON'T YOU UNDERSTAND PUBLICITY? HE JUST DID IT TO GET PEOPLE INTERESTED! THEN HE PULLS OFF A STUNT LIKE THIS! I'LL BET THEY'RE BOTH IN CAHOOTS!

I WOULDN'T BE AT ALL SURPRISED!



AND, AT FANTASTIC FOUR HEADQUARTERS, ATOP THE FAMOUS BAXTER BUILDING, IN THE HEART OF THE CITY...

DID YOU EVER FIND OUT WHY SPIDER-MAN SEEMED TO ACT COWARDLY LAST MONTH, JOHNNY? WHAT EXPLANATION DID HE GIVE YOU?

NONE! GETTING INFORMATION OUT OF THAT WEB-SPINNER IS LIKE PULLIN' TEETH! I STILL CAN'T EVEN MAKE UP MY MIND WHETHER TO LIKE HIM OR HATE 'IM!



WHILE, OUTSIDE MIDTOWN HIGH SCHOOL, AT 3:00 P.M.---

SO LONG, PETEY!

SEE YOU TOMORROW, LIZ!

"PETEY!" HE'S THE ONE!



SLOWLY, AT A SAFE DISTANCE, THE SILENT STRANGER FOLLOWS THE UNSUSPECTING TEEN-AGER...

IT'S GREAT TO HAVE THINGS BACK TO NORMAL AGAIN! I HAVEN'T A WORRY IN THE WORLD NOW!



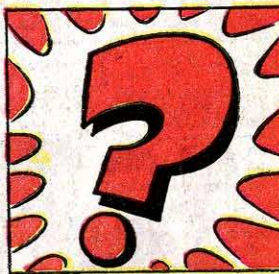
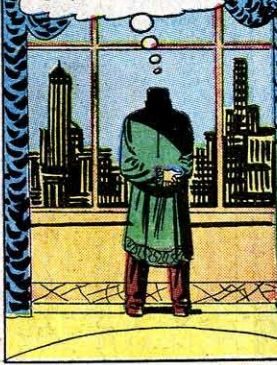
HMM! HE TURNED OUT THE LIGHTS SOME TIME AGO! I GUESS IT'S SAFE TO PHONE AND CHECK IN NOW!



ALL RIGHT! NOW GET BACK TO YOUR POST UNTIL YOU'RE RELIEVED! I WANT HIM UNDER SURVEILLANCE EVERY MINUTE!



I'VE GOT TO KNOW FOR CERTAIN! AND THEN... WHEN I'M SURE... I'LL ACT!



WHAT'S THIS?? IT SEEMS THAT A NEW AND DIFFERENT MENACE IS ABOUT TO ENTER THE LIFE OF PETER PARKER! BE PREPARED FOR THE UNEXPECTED, AS SURPRISE FOLLOWS SURPRISE IN OUR NEXT SHOCK-FILLED ISSUE OF THE MAGAZINE THAT HAS BECOME ONE OF AMERICA'S FAVORITE READING HABITS... THE AMAZING SPIDER-MAN!



SPIDER'S WEB

Please address
your letters to:
**THE MARVEL
COMICS GROUP
SECOND FLOOR
625 MADISON AV.
NEW YORK 10022
N. Y.**

Dear Stan and Steve,

Congratulations on your wonderful character, the AMAZING SPIDER-MAN. In 25 years of comic book reading I have never seen or read a better comic. All five of my children agree with me on this. My children have introduced their friends to Spider-Man as well.

Mrs. Mary McCluskey, P.O. Box 432
Westwood, Calif.

That's fine with us, Mrs. McC! But, in our greedy little way, we kinda hope that you, your five children, and their many friends aren't all reading the same copy! Dear Stan and Steve,

I had to write and let you know my ideas about the Marvel Comics Group. Generally speaking, they're all excellent. However, I do have a few complaints. Why do you insist on burying Don Heck in TALES OF SUSPENSE each month? He does Giant-Man better than anyone else in the Marvel bullpen. I think he's your best all around artist, and he does the least work of any of them. Sure, he does Iron Man magnificently, but that's the only work he does all month. Please let him at least ink the work of your other artists. I also want to complain about the strength you've been giving the Hulk lately. I mean Spider-Man should have at least staggered the Hulk when he hit him like he did in issue #14. Surely the Hulk can't be that great. Pretty soon you'll be making the jolly green giant invulnerable which would be unthinkable! Kraven the Hunter was a wonderful villain even if he did fight dirty!

Joseph Sharkey, 3547 Rosalia Ave.
Pittsburgh, Pa.

Well, Joey, first things first! Dimpled Donny Heck is now drawing *The Avengers* each and every month, in addition to *Iron Man*! How's that for service? As for the Hulk's strength, don't blame us! Write a scathing letter to those nasty of gamma rays of Bruce Banner's! Glad you liked cuddly Kraven, even if you didn't like the way he fought! (Although Spidy liked how he fought—because he lost!)

Dear Stan and Steve,

I'm a Marvel Comics fan and can't resist anything written by Stan Lee! I'm not writing this about Spider-Man, but rather to say that I just saw a copy of Stan's "MONSTERS TO LAUGH WITH!" and think it's grand! But you should have told us about it. All Marvel fans (and that's everybody) will want it. Anyway, thanks for such a great mag.

Steven Hall, 3708 Maple Leaf Drive
Bloomington, Indiana

Much obliged, Stevey! But the reason we didn't mention our humorous new monster mag is that it isn't really a comic book. However, for those of you with an extra 25¢ in your jeans, the second hilarious big ish may still be on sale!

Dear Stan and Steve,

Quit trying to break up Pete and Betty. I suppose you are eventually going to break them up and have Pete going steady with Liz Allen. Well, don't do it. Liz is an empty-headed flirt. In issue #12 when Dr. Octopus was using Betty as a hostage, she was afraid, almost laughing in the face of Spidey's most dangerous enemy. On the other hand in issue #6 when Liz was captured by those two-bit hoods, it proved what a coward she is. Kraven was good but I'm getting tired of all these off-beat villains. Bring back the old standby villains like the Vulture, Sandman, and Dr. Octopus. The Sandman is due for another appearance. Over all, your latest story was very good.

George Somerville, 412 Spring St.
Harrisville, W. Va.

Thanks, Georgie—but you make the same little mistake so many of our bullpen buddies make! When you refer to our "latest story" in your letter, we have no idea which story you mean! The latest one you read may not be the latest one we've got—dig? We'd like all you letter-writin' fiends to mention the ish number instead of just saying the "latest one," because we really do wanna know what you're talkin' about! Okay?

Dear Stan and Steve,

Just a belated note to tell you how much I enjoyed issue #15 of SPIDER-MAN. From cover to cover, I was completely enthralled with story and artwork. Kraven the Hunter is superb. How you guys keep coming out with new and original villains each issue is beyond me. The reappearance of the Chameleon was a thrill for people like me who missed him in SPIDER-MAN #1. If I ever miss an issue of your mag I think I'd commit suicide, so your subscription staff (nice Nancy Murphy) will be hearing from me soon! Thanks again to a couple of great guys working hard to give us the best 12¢ value on the stands today. Well, you two must sleep sometime although your mags don't show it, so 'nuff said!

Keith McWalter, 2674 Lindenwood Dr.
Bridgeville, Pa.

"Sleep," Keith boy??! Hey! We knew there was something we've been forgettin'!

Dear Stan and Steve,

Someone got my name from a comic book and wrote to me wanting to be penpals. In vital statistics he listed MARVEL as his favorite publishers and the Hulk as his favorite "hero." Forgive my ignorance but I had never heard of either. The first Marvel mag I ever saw was SPIDER-MAN—the issue with the "Return of Dr. Octopus." I only bought it out of curiosity—I thought Doc Ock on the cover was Spider-Man, and heroes that ugly don't raise my blood pressure a point! Glad to learn how much I erred! Since then I have not bought a single other brand of comics, and I don't intend to buy another if Marvel stays as marvelous! Please don't make Sub-Mariner lose his dignity. He reminds me of "The Sheik" in E. M. Hall's book of the same name. If Sue and the Scarlet Witch don't want him, I do!

Kathy Lucas, 201 Conover Dr.
Birmingham 6, Ala.

Okay, Kathy, we gave him your address. So, if you should see a flat-headed kook in trunks flying toward you one day, wave him down! He's great under water, but he's always getting lost when he flies over Alabama!

Dear Stan and Steve,

I am writing this letter in behalf of the Northern Red River Pickled Pepper Pickers' Union in order to protest your unseemly practice of presenting unfavorable publicity for pickled pepper pickers. For the past several issues we have been happy to see you mention pepper pickers, but we are incensed that pepper picking is used only in referring to puny Peter Parker. Not once has Spider-Man picked a pickled pepper! Would Peter Parker be able to handle your great new villain, Kraven the Hunter? Would anyone suggest that Pete take on the Torch's great new villain, the Beetle, the way I am suggesting Spidey should? No! No, no, no, no! So in anger at your presenting all pickled pepper pickers as thin weaklings we have formed the PPP for PPP in PPPP (Powerfully Proud Party for Preserving Pristine Purity in Pickled Pepper Pickers' Publicity) to protest your handling of pepper pickers and ask that Spider-Man be made to pick a peck

CONTINUED...

of pickled peppers as a matter of simple justice! If this is not done I will feel obliged to write you more letters telling you what a shame it is that such a great magazine should have this unfair thing about pepper pickers.

Richard Tatge, 2401 First Ave. So.
Minneapolis 4, Minn.

No! Don't do it, Dick! We give up! We're not quite sure what it is you want us to do, but you have our unconditional surrender anyway! Spidey may be brave as all get-out, but when it comes to Stan and Steve—forget it!

Dear Stan and Steve,

This letter is for anyone who writes in and asks what happened to Peter's college days. The answer is simple. If Pete were in his senior year of college, he would be at least 21 or 22. If he were in his senior year of high school he would be 17 or 18 which would give him the teenage character that you have built up around him. I think that Steve is having a tough time of it. Besides having Spidey's webs all over the place, he has changed Liz and Betty, and has even made Peter more handsome. If Steve can do all this work, I can keep buying!

Bill Traylor, 2760 Piqua St.
Ashland, Ky.

Listen, Billy boy—if enough of you great guys and gals keep buyin', we'll get Steverino to do even more work! Let's see now... an artist can probably live on two meals a day instead of three! That'll save an hour a day! And then, if he doesn't take time to shave...

Dear Stan and Steve,

I would like to say that your AMAZING SPIDER-MAN is a fine comic, if not the finest comic ever printed. I have been reading comics ever since I have been able to read. I am now 24 years old and am still reading them. I don't care what anyone says—comics let a person dream. It's the only thing that the Russians can't claim they had first! If more people worried about what the parents taught the teenagers and not what kind of comics they read or music they listen to, it would be a much better world. That's why I am saying keep up the good work—you have been doing a fine job. All I have to say is "Bless the comic industry."

Archie L. Mayes, 4609 Artell
Albuquerque, N. Mex.

Archie boy, you're a livin' doll! But who said the Russians didn't invent comics first? Didn't you ever hear of the *Fantastic Four* or *Vitch*—or that ever-popular favorite, *Spider-Man*ski??

SPECIAL ANNOUNCEMENTS SECTION:

—Now hear this! We've waited all month to tell you what M.M.M.S. stands for! (And we hope you've been waiting, too!) So, here it is... It's the MERRY MARVEL MARCHING SOCIETY—a new club we're forming for all our fans! We're designing membership cards, gimmicks, surprises, and all sorts of off-beat goodies for you! We just want you to know we're working on it, and trying to make it the kind of club you'll get a real kick out of joining! In fact, we'd like you to send us any ideas that YOU may have for the ol' M.M.M.S. and we'll try to use the most original and the most amusing suggestions! So save your pennies till our next announcement, because we want all of you merry Marvel madmen (and glad gals) to join, hear? There'll be more info next ish, natch, so don't miss it! 'Nuff said!

—Did we tell you about sunny Stan's day at college? He was invited to speak about Marvel Comics by the Science Club at Bard College, at Annandale, New York on June 5th! Our smilin' script-wiz was flyin' when he came back! He said it was one of the greatest days he ever spent! The gang at Bard were bright, beaming, and barrels of fun—they tossed questions at him about every phase of comic magazines, and their interest, courtesy, and enthusiasm were as heart-warming as one of Aunt May's apple pies! So, a great big "Thanks a mil!" to the wonderful staff and students of Bard College—and when are you gonna send the diploma?

—And now, it's time for us to get back to our usual mish-mash of news and nonsense! The first item on the agenda is the fact that the merry Marvel group has moved their offices. We used to be on the third floor at our old address—but now we're on the second floor

of another building! (We wanted to be closer to the common people, of course!) Anyway, be sure to address all your letters from now on to which ever Marvel mag you wish, Second Floor, 625 Madison Ave., New York 10022. (Unless you're sending a bill—in that case you can send it to the wrong address!)

—Before we close with our coming attractions section we've got to tell you about the next Spidey thriller! Next ish we're introducing another, new arch-foe for the ol' web-spinner in the grand tradition of Doc Oct and the Vulture! He's called the Scorpion, and we kinda suspect he'll be one of Marvel's all-time greats! So whatever you do, don't miss him! And we'll also have enough surprises, complications, and bonehead mistakes to satisfy those of you who just don't dig Scorpions! So take it from your bullpen buddies—you've no excuse for missing SPIDER-MAN #20—it'll be one of the great ones!

THE MIGHTY MARVEL CHECK LIST!

A Line-Up Of Some Of The Marvel-ous Mags On Sale Right Now:

First, the leader: FANTASTIC FOUR #33. We don't know how Stan does it, but each ish of the F.F. seems to top the one before it! This month you'll see the umpteenth return of everybody's favorite character, the sensational SUB-MARINER—but, with a difference! Now he's fighting WITH the F.F., against a brand new undersea foe named Attuma! Aw—why say any more? It's got EVERYTHING!

AVENGERS #10: There's a new wing-doozy of a villain in this one named Immortus! His power is somewhat different than any we've shown before! And dig this—the title of the black-bustin' yarn is: "The Avengers Break Up!" Even Jonah Jameson would have to enjoy this one!

X-MEN #8: You'll see Professor Xavier for a short time here, and wait'll you discover where he is and what he's doing there! As for the new menace which confronts the X-Men—there are TWO of them! One is "Unus, the Untouchable!", and the other is the fact that something totally unexpected happens to the Beast! Don't miss it!

STRANGE TALES #127: There's a real twist to this month's Torch and Thing romp! A mystery villain is introduced—as well as an auto race to end all auto races! As for Doc Strange, he finally has his showdown with the dread Dormammu!

THOR #110: Stan and Jack have another super-spectacular going for them with this ish! It features the return of the mysterious Mr. Hyde, and the serpentine Cobra, as well as the ever-present menace of Loki! Also, you'll see some great battle scenes as Thor defies mighty Odin himself to challenge most of the warriors of Asgard!

SUSPENSE #60: Can you picture "Iron Man Wanted For Murder!"? Well, that's the title, and the tale has more drama and tension than you've the right to expect for 12¢! But, if that isn't enough for you, there's a fast-moving pulse-pounding Captain America ring-a-ding razzle-dazzler that'll curl your hair! How ABOUT that!

ASTONISH #62: Think you've seen everything? Wait'll you see Giant-Man BATTUNG the Wasp! There are all kinds of plot twists in this one, and when Giant-Man becomes Ant-Man, and goes into action inside that ant-hill, man, it's the most! And the 10-page Hulk hair-raiser which rounds out the ish is nothing to sneeze at, either! You'll meet an old villainous friend of yours in this one, too!

SGT. FURY #12: Here's a real twist for you—one of the Howlers DESERTS during a life-and-death mission! Which one? Now you don't expect us to spoil your surprise here, do you? It's Fury at his best—and that oughta be good enough for anyone!

—And that wraps it up till we all meet the Scorpion next ish in SPIDER-MAN #19! So, till then, send us your ideas for the M.M.M.S., face front, and be good to each other! See ya!

WILL YOU WORK SATURDAY MORNINGS for \$5⁰⁰ to \$20⁰⁰ EXTRA?

**THIS SPARE TIME SHOE BUSINESS
CAN MAKE BIG MONEY FOR YOU...**

**DON'T Invest a Cent! We give you a
FREE SELLING OUTFIT!**

It's just like having an EXTRA payday every week... just for showing friends, relatives and neighbors how they'll "walk on air" in Mason comfort shoes! Many a man sells 2, 3, 4 or 6 pairs of Mason shoes on Saturday morning alone—and makes himself as much as \$5 to \$20 or more extra for 2 or 3 hours of his time. *You keep all of your profit!* We furnish you a FREE selling outfit containing everything you need to start making money right away. We carry the stock for you and ship the shoes for you—your profit is clear! You never invest a cent! And think what you'll save on your own shoes, too!

Here's Why You'll Make Money!

You'll take orders for over 230 different shoe styles for dress, sport or work, for men and women—a far greater selection than any neighborhood store can possibly stock. And you can fit almost anyone! You'll draw from our 300,000-pair stock with sizes ranging from 2½ to 15, widths AAAA to EEEE! You'll feature exclusive Velvet-ez shoes with foamy-soft air-cushion innersoles that let you "walk on air." You show many other exclusive features... Ripple Sole Shoes, Oil-Resistant Work Shoes, Magic Shu-Lok Shoes, colorful styles for women—a line that's far beyond the reach of any store. That's why EVERYBODY is your prospect. And because Mason Shoes are never sold through stores, folks must buy from you!

Sales Equipment Absolutely FREE

Fill out and mail coupon below. We'll rush you your FREE selling outfit. Kit features 230 fast-selling shoe styles, plus foolproof measuring equipment—and "How To Make Extra Money" booklet. Send no money now or later. You get everything you need to start. Rush coupon for your FREE selling outfit... have an EXTRA payday next Saturday! Act today!

MASON

SHOE MFG. CO.
Dept. 7-499
Chippewa Falls, Wisconsin

RUSH STARTING OUTFIT

MR. VICTOR MASON

Mason Shoe Mfg. Company, Dept. 7-499 Chippewa Falls, Wis.

Dear VIC: Please rush FREE and postpaid my Starting Shoe Business Outfit with EVERYTHING I need to start making extra cash Saturday mornings.

Name _____ (PLEASE PRINT)

Address _____

Town _____ State _____

Opportunities for District Managers

If you have ambition, can sell, and can train and supervise others, we may have an opening for you as a District Sales Manager.

If you are qualified for this type of promotion, write us. Give age, education, sales and management experience. Personal interviews arranged with qualified men.

Write F. H. Froberg, Desk B, Mason Shoe Mfg. Company, Chippewa Falls, Wis.



Make \$3 to \$5 an Hour Starting Soon

Learn Radio-TV, Electronics-Automation by Practicing at Home in Your Spare Time

Be Your Own Boss

If your problem is, "How can I get my hands on more money *fast*?" a proven solution is: start NOW to be a Radio-Television Service Technician. Just as thousands of other men who trained with NRI have done, you can be picking up \$3, \$4, \$5 an hour in spare time starting soon after you enroll. Many NRI-trained men move ahead to full time businesses of their own. Others find good paying jobs with Radio-TV service shops, distributors and dealers. Still others step up to career positions in industrial and military Electronics and in the growing field of Automation where trained technicians are in demand.

NRI Equipment Speeds Up Learning

There is nearly half a century of experience behind the NRI course you take. Nearly fifty years of simplifying and perfecting home-study techniques to make learning faster and easier for men like you. Nearly fifty years of careful development of special training equipment NRI furnishes at no extra cost to build in your own home, work experiments and "learn by doing." NRI equipment is designed to make clear the things you read about in illustrated, easy-to-read lesson texts. Thanks to NRI's pioneering home-study techniques, even men who didn't complete high school can successfully launch new careers as Service Technicians. Find out now about NRI training, opportunities in Electronics, payment plans. Mail the coupon. NRI TRAINING, Washington 16, D.C.



NRI Has Trained Thousands



EARL GROSS, Hanover, Ont., has spare-time Radio-TV service shop. Does work for four dealers. W. F. KLINE, Cincinnati, Ohio, went from factory laborer to his own business with sales of \$158,000 in one year.



F. W. COX, Hollywood, Calif., averaged \$150 a month spare time while training, now has his own full time business.



E. DUANE BITNER, Northfield, N.J., works on missiles. He says, "NRI training gave me the biggest boost in my life."



Mail Now For Free Catalog

nri**NRI TRAINING** 302-104
Washington 16, D.C.

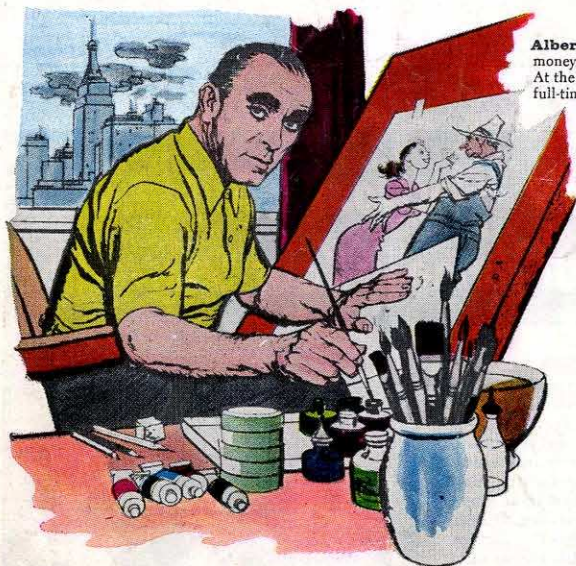
Please send me your FREE 64-page catalog. (No salesman will call.)

Name _____ Age _____
(Please print)

Address _____

City _____ Zone _____ State _____

ACCREDITED MEMBER NATIONAL
HOME STUDY COUNCIL



Albert Dorne — probably the greatest money-maker in the history of commercial art. At the height of his career, he began a full-time search for people who like to draw.

He's Looking for People Who Like to Draw

TODAY HUNDREDS of men and women who never thought they could be artists are working happily at easels and drawing boards, making pictures, and getting well paid for it. They all can thank Albert Dorne, a famous artist who devotes almost his full time to helping other people become artists.

Some of the people Dorne has helped

Herb Smith was a payroll clerk. Soon after he started studying with us, he landed an art job with a large printing firm. This was four years ago; today he's head artist for the same firm.

John Buskett is another. He was a pipefitter's helper in a big gas company. Today he still works for the same company, but as an artist in the advertising department, with a big increase in pay.

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

With the tight training, Wanda Pickulski gave up her typing job to become fashion artist for a local department store.

John Whitaker of Memphis was an airline clerk two years ago. Recently he won a national cartooning contest and was signed to do a newspaper comic strip.

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.

A Plan to Help Others

He said: "All over America, there are people who like to draw, who could be turned into good artists. Why can't we give these people the training they need—including all the trade secrets and know-how we've learned over the years? I'm suggesting a new kind of school—a home-study art school

that would give talented people the best professional art training, no matter where they live."

The famous artists agreed. Taking time from their busy careers, they spent several years creating a remarkable series of art lessons covering every aspect of drawing and painting. They illustrated their lessons with over 5,000 "here's-how" illustrations. The lessons start from scratch and cover every skill a top artist needs. Finally, the famous artists developed a wonderful way to give each student personal correction and advice all through his training.

Albert Dorne is not surprised by the success of his students. "The art field is growing. We keep getting calls from all over the country, asking us for practical, well-trained students who can step into full-time or part-time art jobs."

Famous Artists Talent Test

To find others with art talent worth developing, the famous artists created a 12-page talent test. Thousands paid \$1 for this test, but now the School offers it free and will grade it free. If you show talent on the test, you will be eligible for training by the School. No obligation. Simply mail coupon. It might be your first step to an exciting, well-paid career in art.

Famous Artists Schools Studio 7386 Westport, Conn.

I would like to find out whether I have art talent worth developing. Please send me, without obligation, your Famous Artists Talent Test.

Mr. _____ Age _____
 Mrs. _____
 Miss _____ (please print)
 Address _____
 City _____ Zone _____
 County _____ State _____

Accredited by the Accrediting Commission of the National Home Study Council, Washington, D.C.

America's 12 Most Famous Artists

Norman Rockwell	Fred Ludekens
Jon Whitcomb	Ben Stahl
Al Parker	Robert Fawcett
Stevan Dohanos	Austin Briggs
George Giusti	Harold Von Schmidt
Peter Reick	Albert Dorne