



the AMAZING SPIDER-MAN

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BY THE
COMICS
CODE
AUTHORITY

21
FEB.

MARVEL
COMICS
GROUP 12¢



ANOTHER MARVEL
SUPER-SPECTACULAR!
CO-FEATUREING:
**THE
HUMAN
TORCH**
and
The BEETLE!
WHO SAYS THIS ISN'T THE
MARVEL AGE OF COMICS!

Powerful 2-Band AM Shortwave Radio licensed by...



WORLD-WIDE RECEPTION

GETS HUNDREDS
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"WHERE FLIES
THE BEETLE...!"

GUEST-STARRING **The HUMAN TORCH**



ANOTHER MIGHTY MILESTONE IN THIS:
**THE MARVEL AGE
OF COMICS!**

DELICIOUSLY WRITTEN BY:
STAN LEE
DELIRIOUSLY ILLUSTRATED BY:
STEVE DITKO
DELIGHTFULLY LETTERED BY:
S. ROSEN

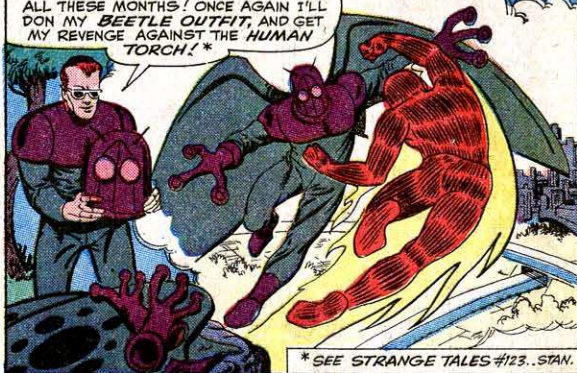
WHEN A MAN HAS FINISHED HIS PRISON TERM, HE **MUST** BE SET FREE, TO TAKE HIS PLACE IN SOCIETY AGAIN! EVEN SUCH A MAN AS ABNER JENKINS, BETTER KNOWN TO VARIOUS LAW ENFORCEMENT AGENCIES AS... **THE BEETLE**...

THEY **HAD** TO GIVE ME BACK MY BEETLE EQUIPMENT! THERE'S NO LAW AGAINST A MAN OWNING AN ARMORED COSTUME!



THEN, WHEN JENKINS REACHES A SECLUDED SPOT IN THE NEARBY WOODS...

THIS IS THE MOMENT I'VE DREAMED OF ALL THESE MONTHS! ONCE AGAIN I'LL DON MY **BEETLE OUTFIT**, AND GET MY REVENGE AGAINST THE **HUMAN TORCH**!



* SEE STRANGE TALES #123... STAN.

A SHORT TIME LATER, AS A TYPICAL TEEN-AGE COUPLE WALK THROUGH THE STREETS OF NEW YORK ... (OR, ARE THEY REALLY SO TYPICAL ??)

I'VE REALLY ENJOYED OUR DATE TODAY, JOHNNY! YOU ACTED LIKE A QUIET, NORMAL... JOHNNY? WHAT IS IT?

THIS **HEADLINE** IN THE PAPER, DORIS! IT'S THE **BEETLE**! HE WAS RELEASED FROM PRISON TODAY!



BUT, THAT DOESN'T CONCERN YOU! HE'LL PROBABLY FADE INTO OBSCURITY AND... OH, NO! NOT AGAIN!

I'M SORRY, HONEY! BUT I KNOW THAT JOKER! HE'LL BE MORE DANGEROUS THAN EVER NOW!



I'VE GOT TO SEARCH THE CITY! MAYBE I CAN FIND SOME TRACE OF HIM!

MEANWHILE, IN A QUIET SUBURBAN NEIGHBORHOOD IN FOREST HILLS, WE FIND ANOTHER TYPICAL TEEN-AGER ... (ABOUT AS TYPICAL AS JOHNNY STORM...)

WHEW! I GUESS I'VE BEEN STUDYING TOO LONG! I'M GETTING A STIFF BACK! ONLY ONE THING TO DO...

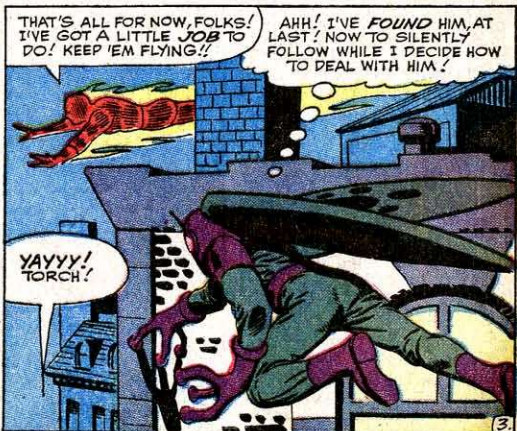
... I'VE GOT TO GET THE KINKS OUT... AND I KNOW JUST HOW TO DO IT!



WITHIN SECONDS, YOUTHFUL PETER PARKER DONS ONE OF THE WORLD'S MOST FAMOUS COSTUMES AND TAKES TO THE ROOFTOPS AS THE **AMAZING SPIDER-MAN**!!

MMM-BOY! THIS SURE BEATS DOING PUSH-UPS ALL HOLLOW!







CONTINUED AFTER NEXT PAGE

The Merry Marvel Marching Society

THOUGHT WE'D NEVER DO IT, EH? WELL, HERE IT IS! AN HONEST-TO-GOSH FAR-OUT FAN CLUB IN THE MIXED-UP MARVEL MANNER! WE TRIED TO MAKE IT EXCITING ENOUGH TO PLEASE A YANCY STREETER, MERRY ENOUGH TO FORCE JONAH JAMESON TO CRACK A SMILE, AND DIFFERENT ENOUGH TO MAKE SUB-MARINER SEND US A DRIPPING-WET DOLLAR! SO, IF YOU WANT TO BE ABLE TO TELL YOUR GRANDCHILDREN THAT YOU WERE ONE OF THE FIRST TO JOIN, WHAT ARE YOU WAITING FOR? YOU MAY NEVER GET A CHANCE LIKE THIS AGAIN! (UNTIL NEXT ISH!) AND, FOR THOSE OF YOU WHO DON'T TRUST ANYBODY, LOOK: HERE'S WHAT YOU'LL GET...



A GIANT-SIZE M.M.M.S. MEMBERSHIP BUTTON IN DECORATOR COLORS! JUST THE THING TO COVER GRAY STAINS ON YOUR SUPER-HERO CAPE, AND DESIGNED TO LOOK GREAT WHEN WORN NEXT TO YOUR PHI BETA KAPPA KEY!

A WHOLE MESS OF ABSOLUTELY USE-LESS M.M.M.S. STICKERS WHICH YOU CAN PASTE ONTO YOUR BOOKCOVERS, ATTACHE CASE, OR THE HUBCAPS OF YOUR STING-RAY! (AND, FOR THE INGRATES WHO DON'T APPRECIATE THAT READ 'HELP STAMP OUT THE M.M.M.S.!!')



be it known

authorized signature
is a charter member in good standing of

The Merry Marvel Marching Society

And is thereby entitled to the adulation and admiration of all lesser mortals!

these privileges are non-transferable

GRAND MARSHAL (give to me)

WHEN OUR BULLPEN GANG DESIGNS A MEMBERSHIP CARD, WE DON'T KID AROUND! OUR "PLEDGE OF ALLEGIANCE TO MARVEL", WHICH YOU'LL FIND ON THE BACK, IS PROBABLY THE FUNNIEST THING SINCE THOR'S LAST CREW-CUT! NATURALLY, IT'S A GREAT STATUS SYMBOL, TOO! JUST WAVE IT AROUND NEXT TIME YOU'RE INVITED TO THE PENTAGON, AND WATCH THE TOP BRASS FLIP! (YOU MAY DISCOVER THAT THEY'RE MERRY MARCHERS, TOO!)

FOR THOSE OF YOU LUCKY ENOUGH TO HAVE FIVE FRANTIC FRIENDS, WE'RE GONNA BREAK OUR HEARTS AND OFFER A REAL BARGAIN! ALL SIX OF YOU CAN JOIN FOR ONLY FIVE DOLLARS! AND, BESIDES ALL THE JAZZ MENTIONED ABOVE, WE'LL DESIGNATE THE SIX OF YOU AS AN OFFICIAL M.M.M.S. LOCAL CHAPTER AND SEND YOU THIS PRACTICALLY PRICELESS MARVEL CERTIFICATE! (IT'S FIVE TIMES THE SIZE YOU SEE HERE!) YOU CAN HANG IT ON YOUR CLUBHOUSE WALL, OR PUT IT SOMEWHERE TOO HIGH TO READ AND TELL EVERYBODY IT'S YOUR DIPLOMA FROM OXFORD! AND, OL' SMILING STAN LEE WILL PERSONALLY AUTOGRAPH EACH AND EVERY CERTIFICATE... JUST TO PROVE HE CAN WRITE!

The Merry Marvel Marching Society

To All Who Shall See These Presents

GREETINGS

Know Ye: That, reposing special Trust and Confidence in the good humor, intelligence and fidelity of _____ we do bestow upon same the honor of fellowship in the most ancient and exclusive order of The Merry Marvel Marching Society, entitling the aforementioned party or parties to freely partake of all benefits, privileges and honorariums which may thereby accrue!



In witness whereunto, we have affixed the great seal of Marvel, on this _____ day of _____ 19__

©1964 Marvel

HERE'S THE GREATEST SURPRISE OF ALL!

YOU'RE GONNA RECEIVE A FRANKLY FABULOUS 33 1/3 R.P.M. RECORD WITH THE ACTUAL VOICES OF THE BULLPEN GANG CLOWNING AROUND AND WELCOMING YOU TO THE GOOD OL' M.M.M.S.! TALK ABOUT COLLECTOR'S ITEMS... YOU'LL NEVER WANT TO PART WITH IT!

MAKE OUT CHECK OR MONEY ORDER TO: MARVEL COMICS GROUP!
M.M.M.S.
MARVEL COMICS GROUP
625 MADISON AVE.
NEW YORK CITY, N.Y. 10022

HI, GANG!

LET'S FACE IT! I'M A MARVEL MADMAN, TOO! HERE'S MY HARD-EARNED BUCK! NOW, THE LEAST YOU CAN DO IS RUSH ALL THOSE NUTTY GIZMOS REAL FAST, TO.....

NAME _____

ADDRESS _____

CITY _____

STATE _____

AGE _____

SCHOOL, COLLEGE
OR OCCUPATION _____

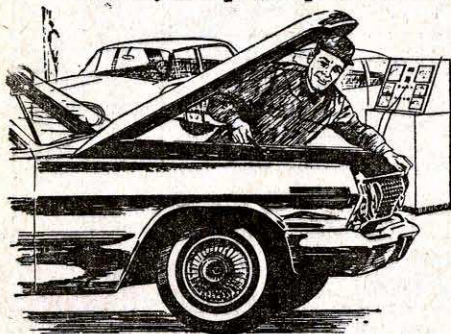
'NUFF SAID!

AND WE WON'T FORGET YOU MERRY MARCHERS! IN THE MONTHS THAT FOLLOW THERE'LL BE MORE SURPRISES TO COME!

SM-21

GET AHEAD! Be an Auto Mechanic!

New, Easy Way to Train at Home in Spare Time



MANY STUDENTS EARN MONEY AS THEY TRAIN

CTI training often pays its own way. A surprising number of students report that they earn money in spare time. They fix cars for neighbors and fellow workers. Such work not only provides the student with cash, it also helps him acquire practical experience. Students are able to apply CTI training early in the course because the lessons are so practical.

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(VOLT-AMPERE TESTER)



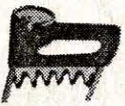
CAM ANGLE
TACHOMETER



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FUEL PUMP TESTER;
COMPRESSION TESTER



STARTER CURRENT
INDICATOR



BATTERY CELL TESTER



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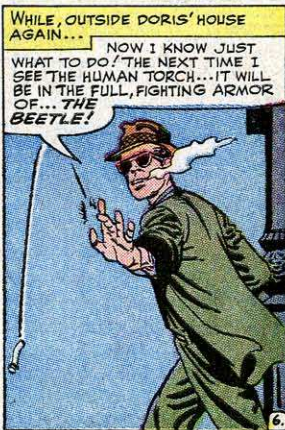
Name _____ Age _____

Address _____

City _____ Zone _____ State _____







NOT LONG AFTERWARDS, PETER PARKER, WINDOW SHOPPING WITH BETTY BRANT, HEARS HIS NAME CALLED IN A COMMANDING TONE...

PARKER! I WANT TO SEE YOU!

NOW WHAT?



I KNEW I'D FIND HIM SOONER OR LATER... AND I'M GLAD I THOUGHT OF WEARING MY UNIFORM... TO IMPRESS HIM!

RECOGNIZE WHO I AM, KID?

SURE! EITHER YOU'RE THE HUMAN TORCH, OR SOME JERK WALKIN' AROUND IN HIS PAJAMAS!

OR MAYBE BOTH!



SKIP THE WISE-CRACKS, SKINNY! I JUST WANNA WARN YOU... DORIS EVANS IS MY GAL FRIEND... AND I HOPE YOU'RE NOT DUMB ENOUGH TO THINK YOU CAN BEAT MY TIME!

WELL, I'LL BE A SPIDER-WEBBED STRINGBEAN!! OL' HOTHEAD IS ACTUALLY JEALOUS OF ME!



JUST IMAGINE IF HE SUSPECTED WHO I REALLY AM! WOW!

HEY... LOOK GUYS! ISN'T THAT THE HUMAN TORCH TAKING TO PUNY PARKER??

HE'S TELLING PETER TO STAY AWAY FROM SOME OTHER GIRL! AND I NEVER EVEN SUSPECTED!



I MIGHT AS WELL LEAVE NOW! HE DOESN'T CARE ABOUT ME ANYWAY!

BETTY... WAIT...!!

SHE'S SOBBING! SHE MUST HAVE OVERHEARD THE TORCH!



YOU BRAINLESS, SWELL-HEADED, LOUD-MOUTHED JERK! WHO DO YOU THINK YOU'RE SHOOTING OFF YOUR YAP AT??



HUH??!

YOU MAY BE A BIG, BRAVE SUPER-HERO TO EVERYONE ELSE... BUT TO ME, YOU'RE JUST A KNUCKLE-HEADED PAIN-IN-THE-NECK!! GET THE MESSAGE??

THIS I DIDN'T EXPECT! I CAN'T EVEN TAKE A POKE AT HIM... IT WOULDN'T BE FAIR! HE WOULDN'T HAVE A CHANCE!

HOW ABOUT THAT FLASH? I NEVER KNEW PARKER HAD SUCH GUTS!

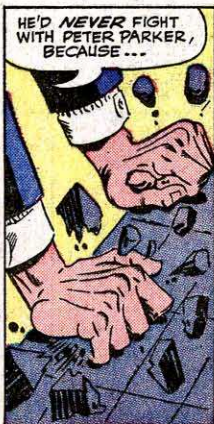
MAYBE HE'S NOT REALLY A PANTYWAIST!

AW, STOW IT! DON'T LET HIM FOOL YA! HE KNOWS THE TORCH WOULDN'T DARE FIGHT WITH HIM! A SUPER-POWERED MEMBER OF THE F.F. CAN'T GO AROUND BEATING UP NOBODIES!

SURE, FLASH IS RIGHT! PARKER WAS JUST TRYIN' TO IMPRESS EVERYBODY!

I JUST DON'T GET IT! WHAT CAN DORRIS SEE IN A BIG ZERO LIKE HIM??





CONTINUED AFTER NEXT PAGE

Let A Panel Of Top Cartoonists Show YOU HOW TO BE A SUCCESSFUL COMIC ARTIST

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An editor
of over 70,000
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art and a group
of more than 10
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LET TOP PROFESSIONALS SHOW YOU HOW
A skilled editor of thousands of Comic books has combined his talents with the artistic brilliance of a panel of big-time artists from EVERY FIELD OF COMIC ART. The result... A DYNAMIC NEW METHOD OF TEACHING! Now, the experience and craftsmanship of these top-flight professionals has been condensed into a six-lesson course that can teach YOU to DRAW and SELL! A highly priced career is now within your grasp through this sensational, radically different Art Course. Your instructors are the artists who draw your Sunday funnies... your TV, movie, newspaper and comic book cartoons... and they ALL earn big money! You can, too!

TRADE SECRETS NEVER BEFORE REVEALED

Now the success attained by this group of experts only after long years of struggle is handed to YOU! You will be taught to develop your natural artistic ability. You will be provided with inside trade secrets covering every phase of the business. You will receive exclusive information on rates... markets... how to prepare your samples... plus hundreds of other valuable tips.

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Successful Comic men and women are earning from \$8,000 to \$250,000 per year... and there are many free-lance cartoonists adding thousands of dollars to their income in their spare time. And the need keeps growing... Business and Industry... TV and Movies... Magazines and Newspapers... Advertising and Greeting Cards... ALL OF THEM BUY COMIC ART! So, start now on your way to the top in this fascinating and lucrative field. Send for Lesson Number One TODAY!

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When you have taken all six lessons of the ART DIRECTORS' COURSE, you will receive your CERTIFICATE OF COMPLETION. This certificate shows that you now possess the vital knowledge that separates the amateur from the professional... knowledge that makes the difference between failure and success!

NO CONTRACTS - NO SALESMEN
The cost of each lesson is only \$5.00. Unlike all the high-priced home-study courses requiring a long-term, non-cancellable contract, the ART DIRECTORS' COURSE is offered ONE LESSON AT A TIME! Simply send \$5.00 for Lesson Number One. If you wish to continue, you may order the succeeding five lessons at \$5.00 each. You are never under any obligation to continue... you may stop after any lesson. It's as simple... and safe... as that!

HERE'S WHAT YOU WILL LEARN

The ART DIRECTORS' COURSE will teach you to draw from basic shapes in an easy-to-follow way. Everything you may be called upon to create as a professional is covered... the human body, clothing, backgrounds, cars, trains, airplanes, animals... and much, much more! You will discover which of the following is YOUR specialty:

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We are so convinced of the tremendous value of the ART DIRECTORS' COURSE that we are willing to stand behind the Course all the way. If you don't agree that the \$5.00 you spent for Lesson Number One is the best investment you ever made—you may return this lesson to us, and your money will be cheerfully refunded. (This guarantee is valid only if acted on within 10 days of purchase of Lesson Number One.)

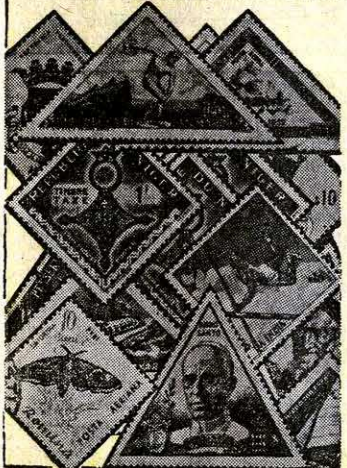
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Please rush Lesson Number One.
Enclosed is \$5.00 in full payment.
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Name _____ (please print)
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Included in Zenith's Fabulous Collection of 217 DIFFERENT STAMPS

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Just look at this tremendous bargain—all these genuine stamps—yours for only a quarter! Fabulous collection includes beautiful triangles and diamonds from all over the globe: Angola "Coat of Arms" set, San Marino "Sports" triangle, Monaco Pope Pius XII triangle, Niger "Cross of Agadez" set, Portuguese India "Pole Vault", many more. Yes, 217 valuable stamps in all—a wonderful start—a big boost for your collection.

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absolutely free—as a special bonus for promptness. Identify mysterious stamps, for fun and profit. We'll also include—on approval—a big selection of other colorful and unusual stamps and sets for your examination. You may purchase any of these Approvals at Zenith's low prices—and return the remainder within 10 days. But whether or not you buy any Approvals, keep the big collection of 217 stamps for only a quarter—and the Midget Encyclopedia is free. Mail coupon NOW!

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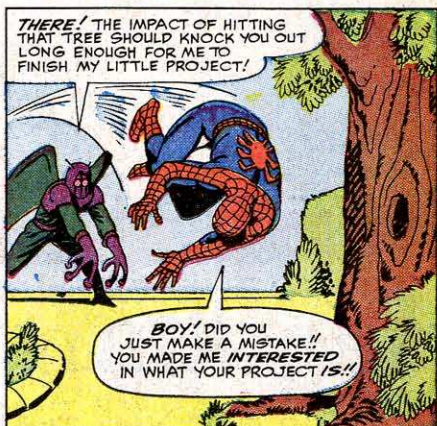
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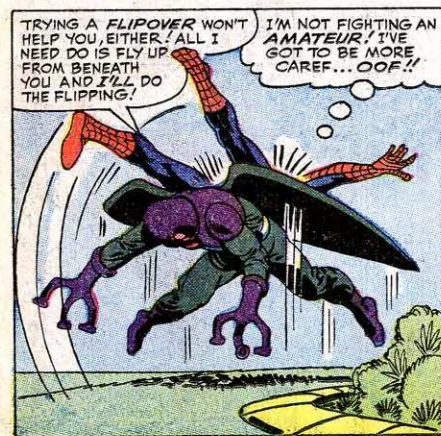
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Brooklyn, N.Y. 11201





AND, AS THE FAST-MOVING FIGHT CONTINUES...

THE BEETLE... AND SPIDER-MAN... FIGHTING OUTSIDE MY WINDOW! THIS IS HORRIBLE!

I... I NEED HELP! JOHNNY... I'VE GOT TO CALL JOHNNY!



THERE'S THE PHONE! THE WAY MY LUCK'S BEEN RUNNING, IT'S PROBABLY SOMEONE CALLING TO *SUE* ME!



JOHNNY! THANK HEAVEN I REACHED YOU! YOU'VE GOT TO FLAME ON AND GET HERE RIGHT AWAY! I-I'M IN DANGER!



NICE TRY, GIRL FRIEND! BUT, YOU WON'T MAKE ME LOSE MY BET THAT WAY! I SAID I WOULDN'T FLAME ON FOR 24 HOURS... AND I'VE STILL GOT ABOUT ELEVEN HOURS TO GO!



OH, NO! I'M NOT FOOLING! I NEED YOU, JOHNNY! YOU MUST BELIEVE ME!

SURE, HONEY, SURE! I BELIEVE YOU! YOU'D NEVER TRY TO KID ME!



WHY, I'LL BET THERE ARE A COUPLE OF BIG, BAD VILLAINS OUTSIDE YOUR WINDOW RIGHT NOW! WHO ARE THEY, DORRIS? SPIDER-MAN AND DOCTOR DOOM?

JOHNNY... LISTEN...!



I HAVE TO HANG UP NOW, BABY! THE BIG BAD WOLF IS TRYING TO BLOW MY DOOR DOWN! SEE YA AROUND!

HE... DIDN'T BELIEVE ME! IT'S MY OWN FAULT... FOR ALWAYS CRITICIZING HIM! HE HUNG UP?



AND, AS SPIDEY AND THE BEETLE CONTINUE THEIR BATTLE OUTSIDE DORIS EVANS' WINDOW...

GOOD OL' DORRIS! I ALWAYS DID LIKE A GAL WITH A SENSE OF HUMOR!



BUT, THOUGH JOHNNY STORM CHUCKLES OVER DORRIE'S "SENSE OF HUMOR," NONE OF OUR OTHER PROTAGONISTS SEEM TO BE DOING MUCH LAUGHING....!



MAYBE I CAN KEEP HIM FROM USING HIS WINGS WITH MY WEBBING!

I WAS AFRAID OF THAT! HE SNAPPED IT BEFORE IT COULD HARDEN! BUT I'VE GOT TO STOP HIM FROM TAKING TO THE AIR!



GOOD! I'VE GOT HIM NOW!

HERE'S WHERE YOU GET YOUR WINGS CLIPPED, CHUM!

OH, NO! NOW THEY'RE IN THE HOUSE! JUST WHEN I WAS GOING TO CALL THE POLICE!!



THEY'RE BETWEEN ME AND THE PHONE! WHAT WILL I DO?

YOU'VE RUINED MY WHOLE PLAN!! YOU'LL PAY FOR THAT!!



SORRY, BEETLE... I'M A LITTLE SHORT RIGHT NOW! DO YOU MIND IF I CHARGE IT INSTEAD??



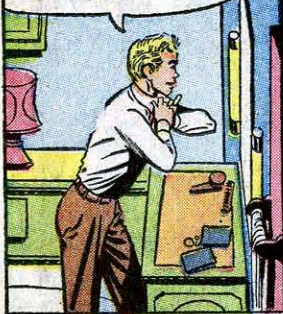
NOW, SUPPOSE YOU TELL ME WHAT YOUR SO-CALLED PLAN WAS, WHILE YOU CAN STILL TALK!

I WISH I FELT AS CONFIDENT AS I'M TRYING TO SOUND! THAT ARMOR OF HIS SHRUGS OFF MY BLOWS AS THOUGH THEY'RE POWDER-PUFFS!



WHILE, NOT TOO FAR AWAY, WE FIND...

WELL, NOW THAT DORRIE HAS HAD HER LITTLE LAUGH FOR THE DAY, I GUESS I'LL MOSEY OVER, AND PAY HER A VISIT!

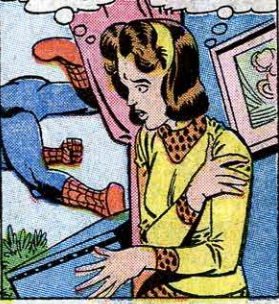


SHE SURE IS A GREAT GAL, EVEN IF SHE DOES HAVE THAT NUTTY PREJUDICE AGAINST COSTUMED CRIME-FIGHTERS!



BUT, AT THAT PARTICULAR MOMENT, ANOTHER COSTUMED CRIME-FIGHTER WOULD LOOK MIGHTY GOOD TO THE YOUNG LADY IN QUESTION!

WHAT DOES IT MEAN? IF I COULD ONLY REACH THE PHONE!



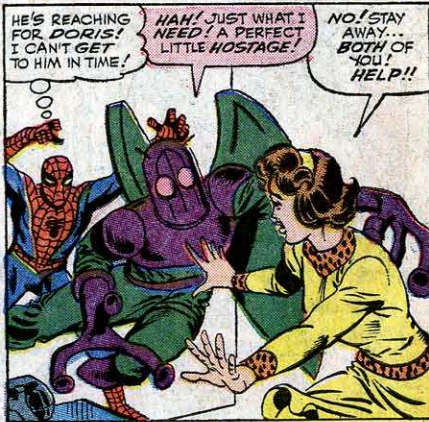
HE'S A MORE DANGEROUS ENEMY THAN I THOUGHT! I'LL HAVE TO TRY A DIFFERENT TACTIC! THE GIRL! JUST THE THING!



HE'S REACHING FOR DORIS! I CAN'T GET TO HIM IN TIME!

HAH! JUST WHAT I NEED! A PERFECT LITTLE HOSTAGE!

NO! STAY AWAY... BOTH OF YOU! HELP!!



I DARE NOT ATTACK THE BEETLE WHILE HE'S WITH DORIS! CAN'T TAKE A CHANCE OF HER BEING INJURED!

I THINK YOU'RE BRIGHT ENOUGH TO REALIZE THAT I NOW HOLD THE WINNING CARD, SPIDER-MAN! SO, DON'T TRY TO STOP US FROM LEAVING!

STOP US FROM LEAVING? OH, NO! YOU CAN'T!



ON THE CONTRARY, MY DEAR... I CAN... AND I WILL! WITH YOU ACCOMPANYING ME, THERE IS STILL A CHANCE OF ME BAITING A TRAP FOR THE HUMAN TORCH!

A TRAP FOR THE TORCH!! SO THAT'S YOUR OBJECTIVE!

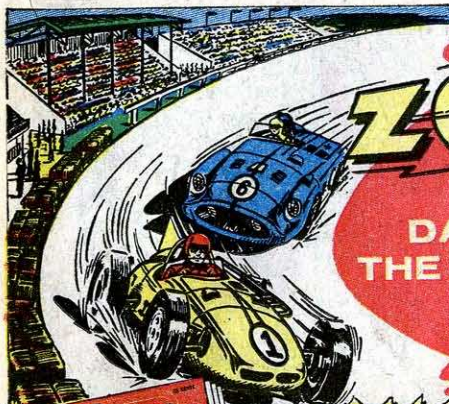
I CAN'T LET HIM GET AWAY!



I'VE GOT TO FOLLOW THEM! HIS WINGS ARE SO HEAVY THAT HE CAN'T FLY VERY FAST... AND, IF HE DOESN'T GET TOO FAR, MY SPIDER SENSE SHOULD BE ABLE TO KEEP TRACK OF HIM!



CONTINUED AFTER NEXT PAGE



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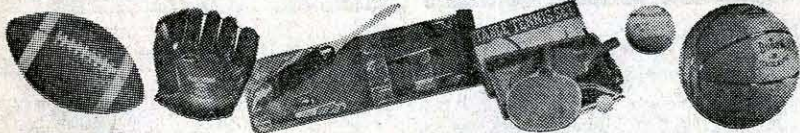
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[illegible]

BUT, A FEW SECONDS AFTER OUR LITTLE CAST OF CHARACTERS HAS VACATED THE HOUSE, JOHNNY STORM ARRIVES, ONLY TO FIND...

THE PLACE IS A SHAMBLES! DORRIS IS GONE! AND...THERE ARE TRACES OF WEBBING AROUND!

HOW COULD I HAVE BEEN SO DUMB? HER PHONE CALL WAS FOR REAL!



FLAME ON!

WHATEVER HAPPENED, SPIDER-MAN MUST BE INVOLVED IN SOME WAY! BUT... HOW? WHY??

THEY CAN'T HAVE GONE FAR! I'VE GOT TO FIND THEM!



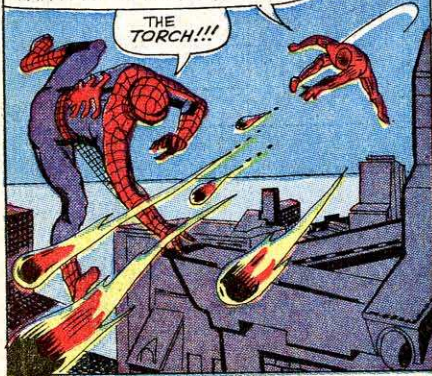
AND THEN, THE FLAMING, FLYING TEEN-AGER SEES...

THERE HE IS! TRYING TO ESCAPE!

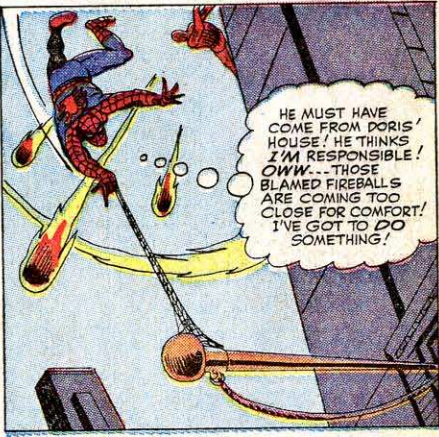


HOLD IT, YOU WEB-SPINNIN' CREEP! WHERE'S MY GIRL FRIEND?? WHAT'S HAPPENED TO DORRIS??

THE TORCH!!!



HE MUST HAVE COME FROM DORIS' HOUSE! HE THINKS I'M RESPONSIBLE! OWW...THOSE BLAMED FIREBALLS ARE COMING TOO CLOSE FOR COMFORT! I'VE GOT TO DO SOMETHING!



HEADS UP, TORCHY! YOU'RE NOT THE ONLY BUSH-LEAGUE PITCHER AROUND HERE! HERE'S AN ASBESTOS WEB-BALL TO CHEW ON FOR A WHILE!

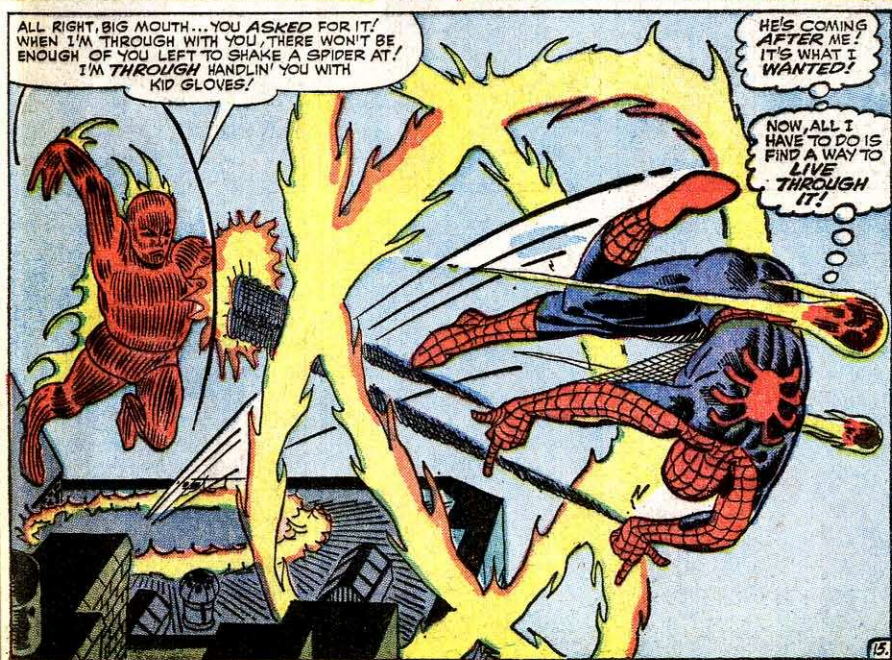
HOPE THAT STALLS HIM LONG ENOUGH FOR ME TO PICK UP THE BEETLE'S TRAIL AGAIN!

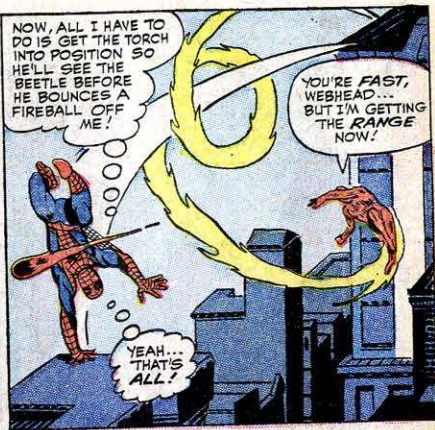
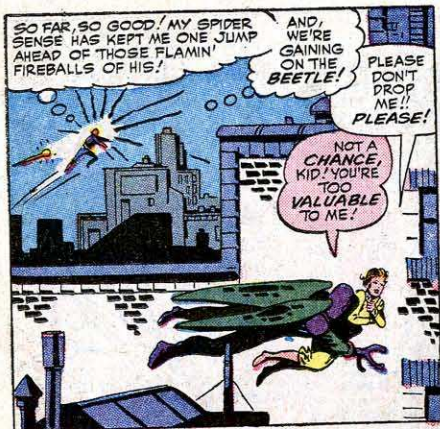


UH OH! THE TORCH'S HEAT WAS STRONG ENOUGH TO MELT MY LITTLE PELLETS INTO NOTHINGNESS! HEY...WHAT'S THAT...?

THE BEETLE'S GETTING FURTHER AWAY! I'VE GOT TO GET TORCHY TO FOLLOW ME AFTER HIM!







BUT, ON THE SLIM CHANCE THAT **SOMEBODY** MAY BUY OUR SPIDEY MAG TO SEE J. JONAH JAMESON INSTEAD OF OUR WEB-SPINNER IN ACTION, HERE HE IS... JUST FOR A SEC...!

MISS BRANT! WHERE IN SAM HILL IS PETER PARKER?? HE HASN'T BROUGHT ME ANY UNUSUAL CRIME PHOTOS IN DAYS!

WHY, I DON'T KNOW, MR. JAMESON!



WHAT DO YOU MEAN YOU DON'T KNOW?? YOU'RE HIS GIRL FRIEND, AREN'T YOU?? ALTHOUGH I CAN'T SEE WHY!!

I'M AFRAID I HAVEN'T SEEN TOO MUCH OF HIM LATELY MYSELF!

IF ONLY I KNEW WHO THAT OTHER GIRL IS THAT THOSE BOYS SAID HE'S BEEN DATING!



TEEN-AGERS, ... **BAH!** CAN'T DEPEND ON ANY OF THEM! I'M LEAVING FOR THE DAY!!

ALTHOUGH, PERHAPS I'M BEING UNFAIR TO PETER! MAYBE THERE'S AN EXPLANATION! IT... IT'S POSSIBLE!



I'LL PHONE AND GIVE HIM A CHANCE TO EXPLAIN! PERHAPS IT'S ALL VERY INNOCENT!

HELLO, MRS. PARKER! THIS IS BETTY BRANT! IS YOUR NEPHEW PETER HOME?



WHY, NO!!... HE ISN'T! I HAVEN'T SEEN HIM SINCE MORNING! I THOUGHT HE MIGHT BE WITH YOU!

HELLO! BETTY?? HELLO? OH DEAR! WE MUST HAVE BEEN CUT OFF!

STRANGE! ... I COULD HAVE SWORN I HEARD A SOB!



WHAT A FOOL I WAS... HOPING FOR THE IMPOSSIBLE! OF COURSE THERE'S NO EXPLANATION! PETER IS PROBABLY OUT WITH HER RIGHT NOW!



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JUST STAY WHERE YOU ARE, TORCH... I WANT TO REMEMBER YOU THAT WAY!

BUT, AS THE BEETLE PULLS DOWN A SECTION OF PLASTER CEILING, WITH WHICH TO SNUFF OUT THE TORCH'S FLAME, A NIMBLE, LITHE-MUSCLED FIGURE COMES HURTLING THROUGH THE OPENING....!

YOU AGAIN!!

NATURALLY, BUB! YOU DON'T THINK YOU CAN JUST WISH ME AWAY, DO YOU??

SPIDER-MAN HAS COME BETWEEN US AGAIN!! IS HE TRYING TO HELP ME, OR PROTECT THE BEETLE??

THEY'RE TOO UNPREDICTABLE! I DON'T KNOW WHERE THEY'LL POP UP NEXT! I'VE GOT TO GET AWAY AND MAKE NEW PLANS!

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Dear Stan and Steve,

When I first saw the cover of SPIDER-MAN #17 what a surprise I got! #17 even beat your former peak, #9. The reason I liked #9 was the human interest problems Spidey had in it. Up until now, he never had any like them again although he hasn't exactly been living the life of Riley since then. But in this ish, everything happened to him—the poor guy even lost Betty, his sole comfort in #9. Other things I enjoyed about this issue were, as usual, the art, action and humor. Also, I was glad to see the Torch finally admit that he likes Spidey. The thing I enjoyed most next to Spidey's problems was the way you completely changed the mood of the story, perhaps unconsciously. It reminded me of the word 'tragicomic' which applies to many of your stories. Finally, I have to praise you for page 22 which was undoubtedly the most dramatic comic page I've ever read. Stan, you wrote it beautifully and Steve, you portrayed perfectly the haggard Peter as his despair became deeper and deeper until, at last, he stands crushed beneath the burden of the multitude of misfortunes which have befallen him. Say, that cornballness of yours is contagious! Seriously, fellas, #17 was your best effort so far!

Brian Yates, 1094 Chestnut St.
Newton, Mass. 02164

And, as the sun sinks in the west, we pause to wipe away our tears of gratitude! Thanks, Brian, from a couple of cornballs to another.

Dear Stan and Steve,

A couple of days ago I bought the latest issue of SPIDER-MAN, and, as usual, I was so deeply impressed with it that I felt I should write you about it. Then, I had the tremendous good fortune to be at the drug store at the very moment that the new magazines were delivered, among which was the SPIDER-MAN ANNUAL. In the preceding days I had been contemplating suicide for fear that I should miss it. I pounced upon one, and managed to escape without being mobbed. Needless to say, they were sold out in five minutes. As superb as SPIDER-MAN #16 was, I must say that it was greatly overshadowed by the first SPIDER-MAN ANNUAL. I read Spidey's origin in the MARVEL TALES ANNUAL, and I must say, Steve, that your interpretation of Spider-Man has come a long way since your first efforts. This becomes extremely evident in Spidey's annual. Never had your artwork come so good. I just can't find the proper adjectives to describe accurately the fabulous full-page illustrations scattered throughout the story. In my prejudiced opinion, spectacular Steve Ditko could give Picasso a run for his money. And just so smilin' Stan doesn't feel neglected, his story was the usual fast-paced, action-packed, suspenseful, drama-charged epic that you'd expect from a literary genius. And after gazing dumbfounded at those superb pin-ups, I was wondering what more can two human beings cram into seventy-two pages. I turned the page and found out. I promptly keeled over in fits of uncontrollable laughter at the sight of a rather despondent Stan Lee being overrun by twenty-odd characters of his own creation, and a sleepy Steve Ditko being relieved of his duties by a couple of cultured spiders. Those last three pages were a real joy to read, and it gave us a glimpse of all the merry fun and games that must go on at that nuthouse that we know as the Marvel bullpen, day after day. All in all, Spidey's annual

was a smash hit with me! It's really gratifying to know that there are still such masters as you in the field, to keep the comic media in its rightful place in the literary world. So, 'til next time, take good care of yourselves; We in Marvel-land, want you two nuts around for a long, long time. Sincerely,

Keith McWalter, 2674 Lindenwood Dr.
Bridgeville, Pa.

Who SAYS we only print the flattering letters? Keith called us "nuts", didn't he? See how fair we are?

Dear Stan and Steve,

It's truly the "Marvel Age" as far as comics go! We never dreamed that comics could be so completely rejuvenated by so few. We are both pre-med students at Centre College, and we just want you to know that the "Marvel Age" has become the "Marvel Rage" here. For instance: The assignment for the DKE fraternity's pledge class was to round up 30 Marvels within an hour just so the actives could read them. Not boasting, but we (the Jackson duo) have the honor of claiming the beginning of the "Marvel Rage" here at school. It all started as we sought to pass the lunch hour by buying one comic each day. Needless to say, the first Marvel put an abrupt halt to this meaningless quest. We were hooked, and the Marvel Rage had begun. Spider-Man is our favorite by far, and the X-Men are our favorite group (I know this may cause a rumbling within the Baxter Building). The greatest fight you have ever produced was between the Hulk and the Thing (more!). Captain America could become one of your best and should have his own mag. We would warn you, however, not to make your villains too unbelievable; e.g., we find it hard to believe that the Owl in DAREDEVIL #3 can glide around, especially as big as he is. In closing, we would like to commend you at Marvel for raising the comic literature to its highest level ever. Keep it up!

Elmer and John Jackson

119 W. Lex St., Danville, Ky.

Hey, that's kinda cute, fellas! "The Marvel Rage of Comics!" The only thing we wanna know is: Are we stealing it from you, or did you cop it from us?

Dear Stan and Steve,

I was on board with nothing to do when a buddy gave me a few copies of your SPIDER-MAN mag. As I read them I was amazed at the quality and forethought that was put into each story. Unlike other comic heroes Spider-Man seems more realistic. I think that Spider-Man is the greatest thing that's ever happened to comic books! Would you please start publishing SPIDER-MAN mags twice a month so we won't have to wait so long for each copy!

Harry Hawkins, BM3, USS Merrick

c/o Fleet Post Office, San Francisco, Cal.

We'd love to oblige, sailor, but if we published Spidey twice a month you'd have to wait even longer! (Mainly because how much work can a couple of guys do while they're in the hospital with nervous breakdowns?)

Dear Stan and Steve,

I immensely enjoy your magazines. Your characters have a depth and humanity unequalled and almost unchallenged by other magazines. For this reason they are ever new! Moreover, they have an intellectual content unmatched in comicdom. However, I was quite disappointed with your revelation as to why J. Jonah Jameson

Continued...

son hates Spider-Man. To quote from J.J.J.'s speech, "All my life I've been interested in only one thing—making money! And yet, Spider-Man risks his life day after day with no thought of reward! If a man like him is good—a hero—then what am I?" I ask by what standard may J.J.J., a producer, be said to be less moral or even immoral in comparison with Spider-Man. How can J. Jonah Jameson, who has provided work for hundreds or thousands and news for millions, be said to be immoral? Why has a man that has amassed a fortune solely through providing the news faster, cheaper, more concisely, and more accurately than any other source accepted a standard of morality that holds his production, his virtue to be evil? Money is not a tool of the looters or the moochers; it is a tool of the producers. To be able to say that one has made money is to pay oneself the highest possible compliment. If J. Jonah Jameson can truly say that he made money, he may walk tall.

John Bailey, 220 N. North St.
Washington C.H., Ohio

Why do WE have to get stuck with all the erudite, intelligent fans? Why can't we have some nice, simple, uncomplicated readers who aren't philosophy majors? Anyway, Johnny boy, you've got us all wrong—never let it be said that the guys in the bullpen are anti-money! We don't knock ourselves out this way just to keep Artie Simiek happy!

Dear Stan and Steve,

I think SPIDER-MAN #17 is truly one of the many Marvel Masterpieces of this year. Steve's Green Goblin drawings were better than ever. In reading #17 and other Spidey mags, I have noticed something which deserves attention, namely Aunt May's persistent efforts to get Peter to date Mary Jane Watson. I personally think this adds to your mag, and hope you continue it. All in all, I have only one question: On page 11 Flash calls Liz Allen's father "Mr. Brant". If he is Liz's father, wouldn't his name be Allen, too?

Walt Clevenstine, 711 Arch St.
Spring City, Pa.

Y'know, Walt, if only all our characters could be named Jones, life would be so much simpler! Sure, you're right—as were the zillion other web-spinners who wrote in to tell us of that same typically Marvel bonehead mistake! Can you imagine if we were punished for lettering mistakes in our mags? The whole blasted bullpen would be doing life in Alcatraz right now!

Dear Stan and Steve,

I have written to praise Stan with all his stories and to bury Steve for his little boo-boo in SPIDER-MAN #17. It happened on page 17 in the first panel. Steve shows Spidey making a quick change to Peter Parker but he forgot to put on his shoes which he wears as Peter. Then as Peter ran out of the club to change back to Spidey, he still didn't have his shoes on, just his Spider-Man footwear. I don't think this is enough of a mistake to warrant any panic, but I did need an excuse to write to you swell guys. I also want to say that I enjoy seeing new villains as well as having the old ones return. I don't think subscriptions should be so high for us Canadian fans. \$3.25 is O.K. if you live somewhere in France or Turkey but not as close as Canada!

John Gilbert, 985 Dundas Hwy. West.
Cooksville, Ontario, Canada

As far as we know, Johnny, Canadian subs are \$1.75, same as American ones. Better check into it again, hear?

Dear Stan and Steve,

I have been reading SPIDER-MAN and FF since their first issues. I have come to like the Thing very much and think he should be able to change to Ben at will—just like the other three FF members can. I didn't like the way you treated Spider-Man in issue #17 where he became a coward in the eyes of the public. I didn't like that at all. Now he'll have a hard time getting folks to like him. His aunt is a sick old lady whom he loves very much, and Mr. Jameson gives him such a hard time. I want him to be liked by the public in the same way your other heroes are liked. So don't hurt Spider-

Man again—please! I'm 25 years old and would like to read happier things about Spider-Man. He's a good guy who's trying to help his aunt and go to school. Let the public like him!

Charles Harris, Jr., 1289 Chisholm St.
Bronx 59, N.Y.

We'll try, Charlie—honest! But, being kinda practical, it's more important to us that you READERS like him!

SPECIAL ANNOUNCEMENTS SECTION

—Never let it be said that we merry Marvel madmen don't listen to all you frantic fans! Our tale this ish was specially produced in answer to a flood of mail demanding more adventures of Spidey fighting either with or against our human matchstick! We sure hope you all liked it—but if you didn't, don't blame us! It's your fault! You asked for it!

—By the way, Peter Parker makes probably the briefest guest appearance in history in this month's FANTASTIC FOUR. (#35). Be sure not to sneeze when you're reading the part where Pety appears, or you'll miss him, completely!

—We still get a whole kaboodle of letters each month telling us to keep Spidey a loner—just as we get mail ordering us to team him up with everybody and anybody you can think of! But, so far, the ratio is overwhelmingly in favor of keeping him by himself, except for occasional guest appearances. So, it looks as though the F.F., the AVENGERS, X-MEN, etc. will just have to struggle along without him for a while!

—Remember the time (we think it was in ish #17) that someone said our villains had too many gimmicks? We said we'd leave it up to you to decide. Well, according to the letters that followed, most of you like Spidey's little sparring partners just the way they are. How's that for an earth-shattering bit of information!

A Line-Up Of Some Of The Marvelous Mags On Sale Right Now! THE MIGHTY MARVEL CHECKLIST!

FANTASTIC FOUR #35: Leave it to the world's greatest mag to come up with another of the world's greatest new arch-foes! This ish has everything! The F.F. go to college! They fight Dragon Man! And they again face the deadly Diabol!

AVENGERS #12: America's mightiest super-hero team finds itself battling one of the world's strangest menaces, with the fate of all mankind hinging on the outcome! And guess who the two surprise villains are! **X-MEN** #9: We wish there were new adjectives to describe this one! It features both the X-Men and the Avengers! Also, for the first time, you'll see the eerie Lucifer! And be prepared for anything when Professor X gets back into action!

THOR #112: All we have to tell you is—Thor fights the Hulk! It's the kind of action you want, written the way you like it, and drawn by jolly Jack Kirby, the action king himself! It's the greatest battle since the Hulk fought the Thing!

STRANGE TALES #129: This is really "villains month" at Marvel! This time the Torch and bashful Benjamin fight some baddies who call themselves "The Terrible Trio!"—and Dr. Strange is up against a newie named Tiboro who's as oo kookie as he sounds!

SUSPENSE #62: This is it at last! The startling, long-awaited Origin of the Mandarin! And wait till you see how Iron Man escapes ol' Mandy this time! As for Captain America, the poor guy is trying to stop a jailbreak singlehanded! And, if anybody can do it—

ASTONISH #64: See Giant-Man fight none other than Attuma, the sensational menace of F.F. #31! This is a different type of thriller for F.F. pockets and the wonderful Wasp! Meanwhile, the Hulk is again attacked by the mysterious Leader and his horde of humanoid! No wonder he goes on a rampage!

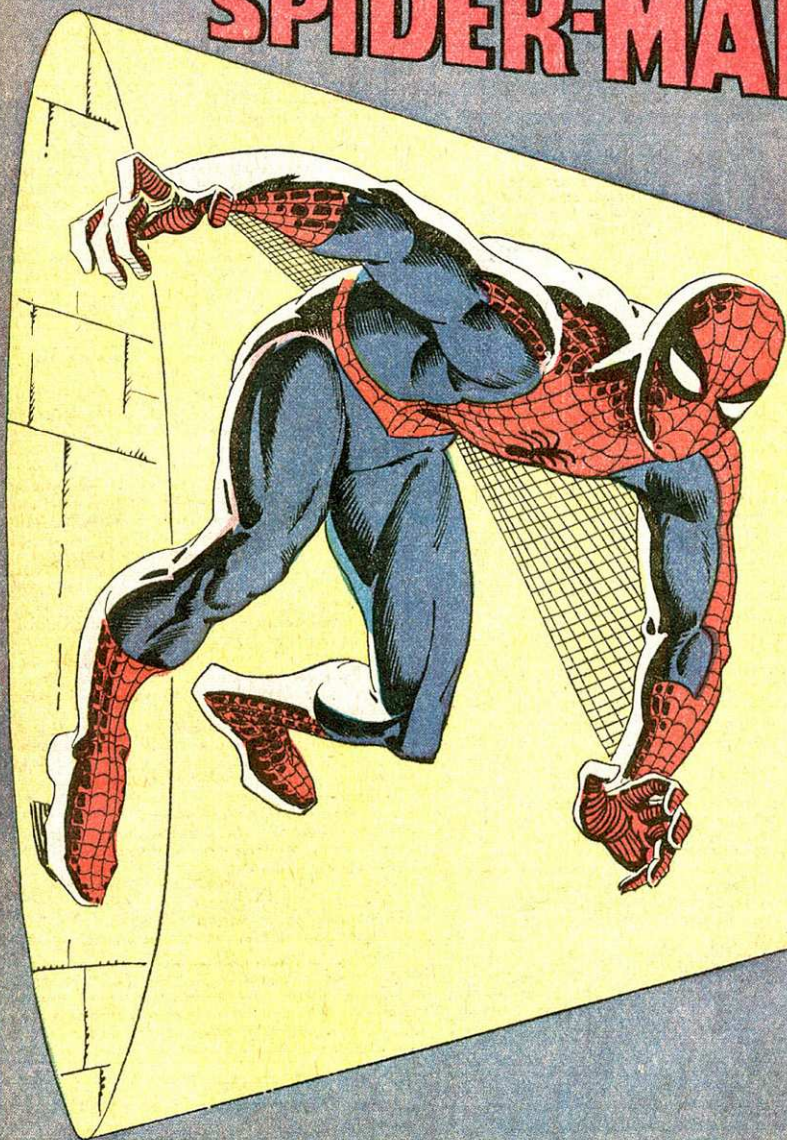
SGT. FURY AND HIS YOU-KNOW-WHO #14: This one's a blockbuster! For the first time, Fury and his happy heroes go up against a deadly blitzkrieg squad, specially trained to destroy the Howlers! It's a trap that only Baron Strucker could devise, and Fury's fanatics charge right into it! Wow!

—We haven't seen the sketches for SPIDER-MAN #22 yet, but Stan and Steve have been walking around chuckling to themselves and patting each other on the back for days! So they must have something pretty special cooked up. Anyway, when those two characters go to town, how bad can it be? So live dangerously...try us again next ish! Who knows—you might even like it!

We give up! Now that all our mags have letters pages, we get so much mail that we just can't send cards in answer to your letters any more! But, you know we're reading them—and that's what counts!

A MARVEL MASTERWORK PiN-UP

SPIDER-MAN



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— says N.J. FLEMING — YUBIWAZA MASTER

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says Yoshie Imanami
 Pretty Japanese wife of N.J. Fleming — Yubiwaza Master



can make him say "Uncle," quickly — with the help of YUBIWAZA! MASTER EVERY SITUATION!

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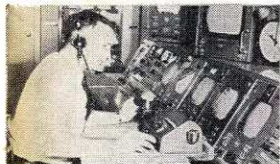
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