



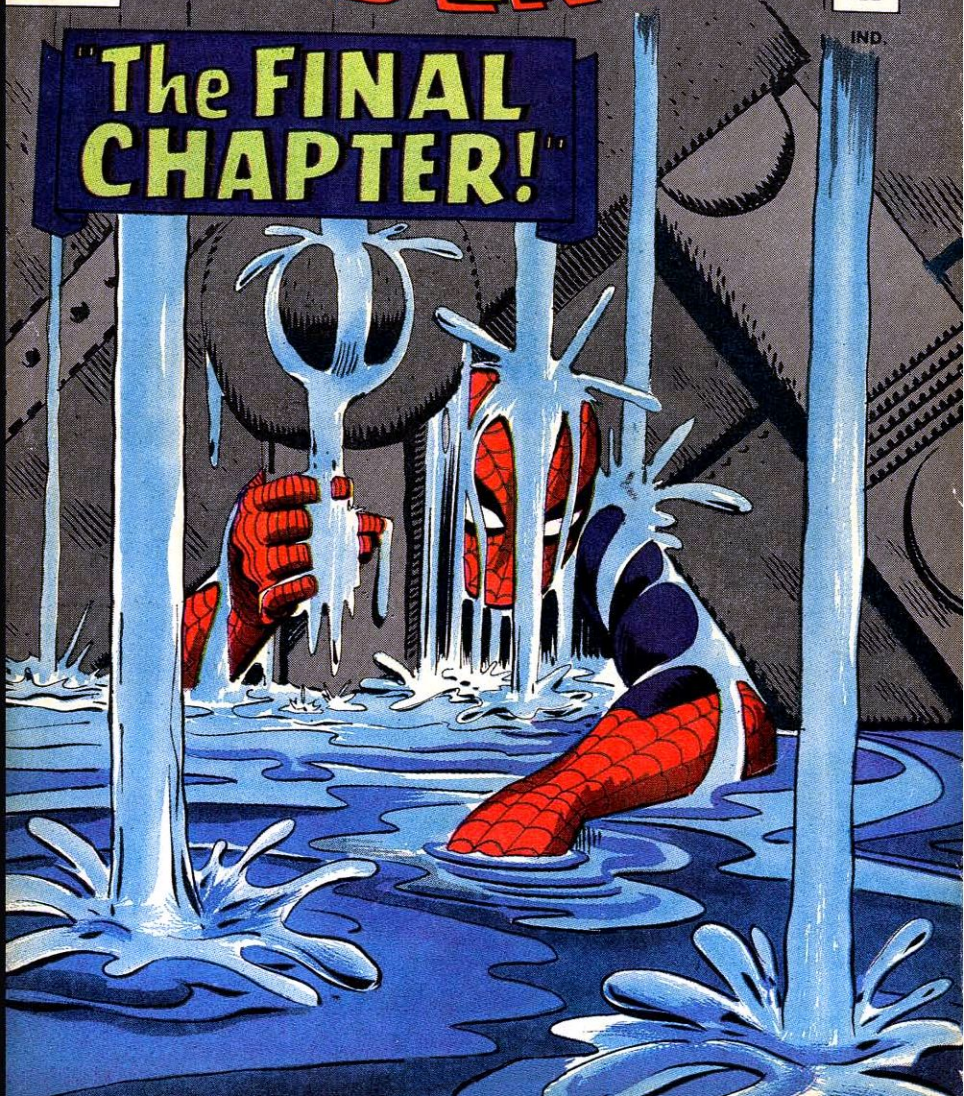
MARVEL
COMICS
GROUP **12¢**

the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY

33
FEB

**The FINAL
CHAPTER!**



EXCLUSIVE FUN PRODUCTS BY MAIL

CYCLE PUTTER



Really dress up your BIKE. Sounds just like a Motor Bike. Made of heavy plastic and steel. No. 8023...Only 39c

SQUIRT FLOWER



When your friend tries to smell it all he'll get is a face full of water. Comes complete with long rubber hose and bulb. No. 3013...Only 25c



TRICK BASEBALL

It bounces cockeyed, it curves, it dips, it's impossible to catch. It's sure to set all the kids on the block chasing after it. There's a barrel of fun in every bounce of this amazing baseball. No. 4020...50c



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Greatest gag in years. Just place inside any tail-pipe and watch the fun. As soon as he starts the car it will sound as if the whole motor fell out. It's a panic, but completely harmless. No. 7021...75c



SPIDER RING

This jumbo Rubber Spider with moving eyes comes attached to an adjustable metal ring and is sure to scare everybody. Large size 4 1/2" x 4 1/2". Made of flexible rubber. No. 4005...Only 45c



WHOOOPS

Looks like someone lost their lunch. Place it on the floor and wait for your first unsuspecting victim to walk in—ugh. Better catch him before he faints. No. 9016...Only .75



LOUD NOSE BLOWER

Blow your nose and it will sound like the roof caved in. Fits right in your handkerchief out of sight. No. 6018...only 20c



PEPPER GUM

Hi Pal, have a piece of gum. Once he starts chewing you better have a glass of water ready. Completely harmless but a million laughs. No. 5008...15



JIU-JITSU

This is one of the most popular

books on the art of self defense. Now you needn't back away from anyone. Many illustrations show you how to defend yourself from bullies. We also include "FREE" a book on strong man stunts. No. 4003...Only \$1.00



JOY BUZZER

Shake hands and watch your friend jump 6 feet high. Completely harmless. No. 7005...50



MAGIC ROCKS

MAGIC ROCKS — Colourful large 'pellets.' Plant them with the magic solution using the planting tweezers. They will grow within a short time. Terrific for underwater effects. No. 1022...Only \$1.00



WHOOPEE CUSHION

Place this under any cushion. Gives out a loud Bronx Cheer. Very embarrassing but loads of laughs. No. 8010...Only .50



SURPRISE PACKAGE

If you are willing to take a chance, we guarantee you more than your money's worth, filled with surprises. No. 8002...50

GROW LIVE MONSTERS!



GROW LIVE MONSTERS

SCARIEST LIVING Sensation of the century. 2 Monsters in full colour. Comes complete with space astronomer and full accessory kit. Will grow green monster hair right before your eyes. Complete kit. No. 8001...Only \$1.00



SILVER SKULL RING

Heavy Mexican silver ring with the raised face of skull and inlaid red ruby eyes. Feels good and looks real impressive. Adds heft to your hands. No. 3019...\$1.00



X-RAY-SPEX

A wonderful illusion to fool your buddies: Put them on, now is that really his skull you see inside his head? Prove to him you can see through anything. No. 7014...\$1.00



BIKE SPEEDOMETER

Now you can tell how fast you are going. Registers speeds up to 50 miles per hour. New built-in compass also shows in what direction you are travelling. Fits any bicycle. Attaches in seconds. No. 3017...only 75¢



SILENT DOG WHISTLE

This whistle can not be heard by any human, but your pet will hear it blocks away. Everyone will be amazed when he comes running as soon as he hears his own private whistle. No. 1009 Only \$1.00

FLY IN ICE

A plastic ice cube that looks like the real thing, only with a fly inside. Just place this in someone's drink when he isn't looking—ugh. No. 3011...Only .45



ELBARR DIST. DEPT. G.K.20 Weston, Ont. RUSH ME THE ITEMS LISTED BELOW. If I am not 100% delighted, I may return any part of my purchase after the 10 day free trial for full refund.

ITEM No. NAME OF ITEM HOW MANY TOTAL PRICE

☐ I enclose plus 15c postage and shipping in cash, cheque or money order.

NAME

ADDRESS

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THE AMAZING SPIDER-MAN!

"THE FINAL CHAPTER!"

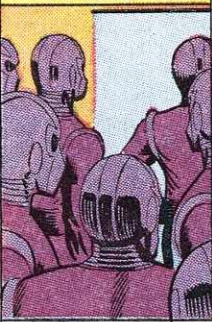
AS PETER PARKER'S AUNT MAY LIES DYING IN THE HOSPITAL, VICTIM OF THE EFFECTS OF RADIOACTIVITY IN HER BLOOD STREAM...



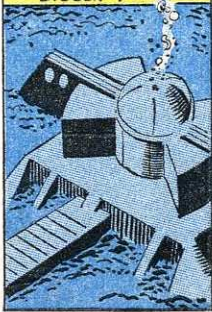
...A SYMPATHETIC DR. CONNORS WAITS FOR SPIDER-MAN TO BRING THE 150-36 TO HIM... FOR IT IS THE ONLY SERUM WHICH MIGHT SAVE PETER'S AUNT!



BUT, THE STOLEN SERUM IS IN THE POSSESSION OF DR. OCTOPUS, WHOSE MASKED HENCHMEN WAIT OUTSIDE A STEEL DOOR, AS SPIDEY AND DOC OCK BATTLE WITHIN...



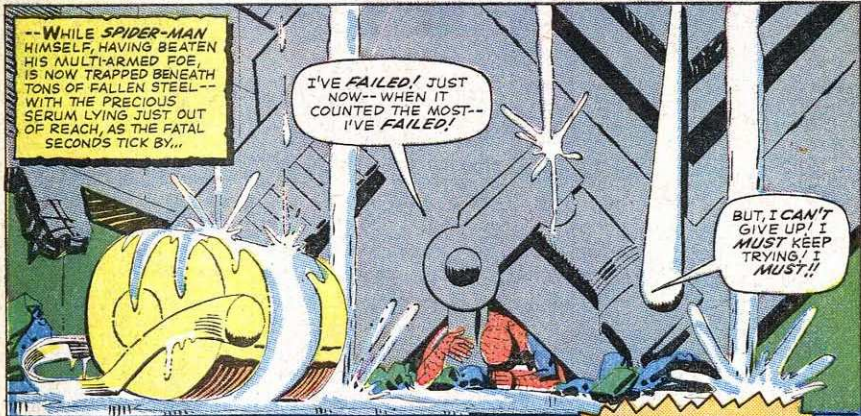
AND, NONE SUSPECT THAT A SUDDEN LEAK IN THE UNDER-WATER DOME OF THE HIDDEN HIDEOUT IS GROWING BIGGER--AND BIGGER--!



--WHILE SPIDER-MAN HIMSELF, HAVING BEATEN HIS MULTI-ARMED FOE, IS NOW TRAPPED BENEATH TONS OF FALLEN STEEL-- WITH THE PRECIOUS SERUM LYING JUST OUT OF REACH, AS THE FATAL SECONDS TICK BY...

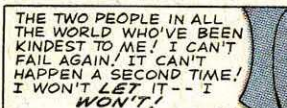
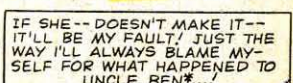
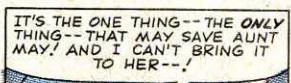
I'VE FAILED! JUST NOW-- WHEN IT COUNTED THE MOST-- I'VE FAILED!

BUT, I CAN'T GIVE UP! I MUST KEEP TRYING, I MUST!!



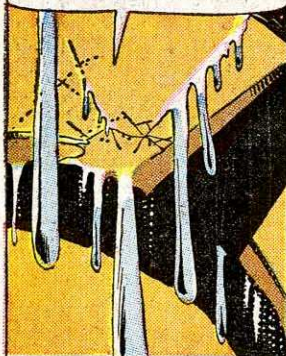
POSSIBLY ONE OF THE MOST THOROUGHLY SATISFYING SPIDER-MAN SAGAS YOU HAVE EVER THRILLED TO!

SCRIPT AND EDITING:
STAN LEE
PLOT AND ILLUSTRATION:
STEVE DITKO
BORDERING AND LETTERING:
ARTIE SIMEK
READING AND ENJOYING:
THAT OL' WEB-SPINNER--
YOU!

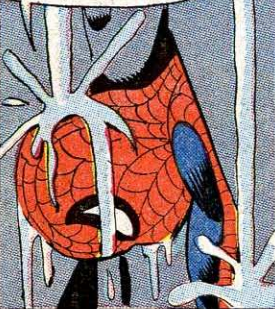




THE CRACK IN THE CEILING--
IT'S GROWING WIDER--GETTING
BIGGER EVERY SECOND!
I'LL NEVER MAKE IT--I CAN'T--!



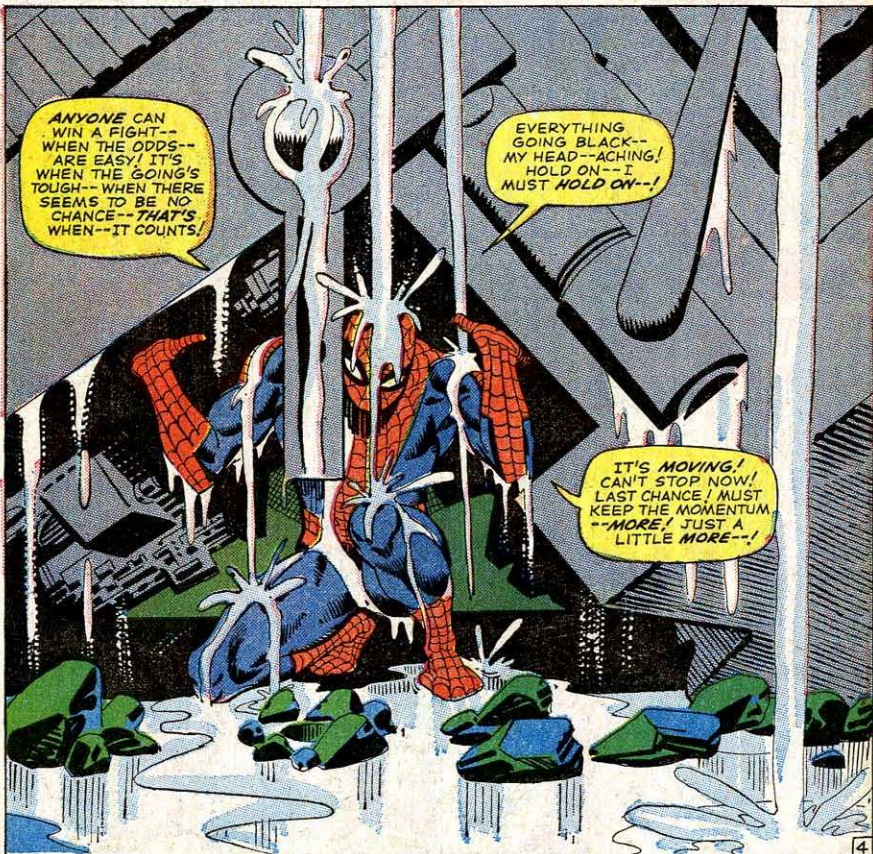
NO! I DARE NOT GIVE
UP NOW! IF I CLOSE
MY EYES--I'LL GO
UNDER! MUST STAY
AWAKE-- MUST CLEAR
MY HEAD! KEEP TRYING
--TRYING--!



I'LL DO IT, AUNT MAY!
I WON'T FAIL YOU! NO
MATTER WHAT-- I WON'T
FAIL--!



ANYONE CAN
WIN A FIGHT--
WHEN THE ODDS--
ARE EASY! IT'S
WHEN THE GOING'S
TOUGH--WHEN THERE
SEEMS TO BE NO
CHANCE-- THAT'S
WHEN--IT COUNTS!

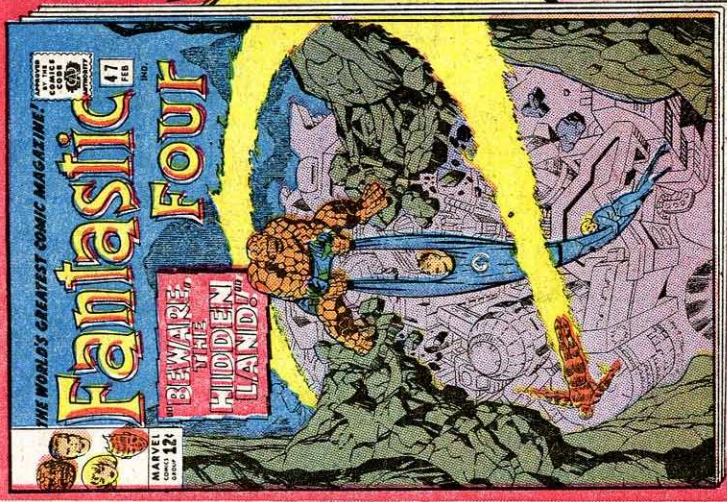


EVERYTHING
GOING BLACK--
MY HEAD--ACHING!
HOLD ON-- I
MUST HOLD ON--!

IT'S MOVING!
CAN'T STOP NOW!
LAST CHANCE! MUST
KEEP THE MOMENTUM
--MORE! JUST A
LITTLE MORE--!

CONTINUED AFTER NEXT PAGE

TWO MORE TRIUMPHS FOR MARVEL...!



Now on SALE!

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BUILD A BODY OF STEEL

Start Seeing Results in Just 30 Days
Pocket gym will develop your chest, biceps, triceps, neck, back, shoulder, stomach, and legs. In just 30 days, you'll begin to earn the respect of all your friends—the admiration of all the girls. You'll keep fit, healthy, and fear no one! Compactly made of heavy elastic rubber.
No. 001 Only \$1.00



THROW YOUR VOICE

Your chance to be a ventriloquist. Throw your voice into trunks, behind doors, and everywhere. Instrument fits in your mouth and out of sight. Fool teacher, friends, family. Free book on "How to Become a Ventriloquist."
No. 2137 25c



ATOMIC LAMP

Mysterious! Eerie! This light bulb actually lights up in your hand! No wires! No electricity! But only you know the secret.
No. 459 \$1.25



WHOOPEE CUSHION

Place it on a chair under a cushion, then watch the fun when someone sits down! It gives forth embarrassing noises. Made of rubber, and inflatable. A scream at parties and gatherings.
No. 247 50c

X-RAY SPECS

An Hilarious Optical Illusion \$1.00

Scientific optical principle really works. Imagine—you put on the "X-Ray" Specs and hold your hand in front of you. You seem to be able to look right through the flesh and see the bones underneath. Look at your friend, is that really his body you "see" under his clothes? Loads of laughs and fun at parties.
No. FL7 \$1.00



Pen Size—Clips On Your Pocket-8-Power Magnifier

This exciting new 8-power wide field magnifier is cleverly concealed in a pen-sized pocket scope that lets you "peek" to your hearts content. So handy for Sporting Events, Counter-spying and Girl Watching. Also contains a 30-power full microscope to thrill any naturalist. Not a toy, but a real instrument. Full money back guarantee if not delighted. Only \$2.98.
Item No. F59 \$2.98

Secret Spy Scope



BEST NEW GAGS & NOVELTIES

BAG OF TRICKS 1—Smoke from fingertips. 2—Pea under shell trick. 3—Snapper trick. 4—Spill-less open bottle trick. ALL ONLY \$1.00
SECRET BOOK SAFE Looks like real book but conceals safe with combination. ONLY \$1.98
SECRETS OF HYPNOSIS Book tells you how this mysterious art can be easily mastered by anyone. ONLY 75c
UNION GUM Looks like regular gum but tastes like-ugh- UNIONS pack of 5 slices. ONLY 20c
BOOMERANG Throw it at target. If you miss it comes back for another try. Great fun. ONLY 75c
TRICK BASEBALL Bounces cockeyed. Curves and dips like crazy so it can't be hit. ONLY .60c



MINIATURE SECRET CAMERA

Precision camera so small, it fits in cigarette pack. Weighs 2½ ounces and takes 10 pictures per roll. Precision ground lens and time exposure shutter. Can be hidden anywhere. Complete with free roll of film. No. 788 \$1.00 & Rolls Film 79c



YOU, TOO, CAN BE TOUGH

Master Jiu Jitsu and you'll win any fight. This book gives all the grips, blocks, etc., which are so effective in counter-attack. FREE book on how to perform strong man stunts also included.
No. 224 \$1.00



FINGER CHOPPER

Chop a cigarette in two in either hole. Put finger in top hole and cigarette in lower. The cigarette is cut, but your finger is unharmed. Full instructions.
No. 222 \$1



MOTION PICTURE PROJECTOR with Automatic Rewind

Now enjoy color or black and white movies right in your own home. This precision-engineered projector is sturdily-built of steel with two-tone baked enamel finish. It has an adjustable fine-focus lens system and automatic rewind. It can be used with home movies or standard 8mm commercial films. Operates on standard flashlight "D" batteries (batteries not included).
Item No. 461 \$9.98

Monster-Size MONSTERS

A full 6 feet tall in authentic full color and so very life-like you'll probably find yourself talking to them. We have those two all-time favorites—spine-chilling Frankenstein, and the mad vampire Dracula.
No. F17 \$1.00 plus 25c shipping charges



JOY BUZZER



The most popular joke novelty in years! Wind up and wear it like a ring. When you shake hands, it almost raises the victim off his feet with a "shocking sensation." Absolutely harmless.
No. 239 Only 50c

SNOW MATCHES

When someone asks you for a match, offer him one of these. Instead of a flame, he's got a regular snowstorm.
No. 382 20c



JACK POT BANK

A dime-operating Jack Pot Bank that works just like the one armed bandit in Las Vegas. Just deposit the dime and spin the handle. Reels spin and look like the real stuff. Dimes are removable. This game should not be used for gambling purposes, only for fun.
No. 2060 1.98

SURPRISE PACKAGE

Are you willing to take a chance? We won't tell you what you get, but because you're willing to gamble, we'll give you more than your money's worth. Only 50c



We cannot ship orders under \$1.00

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Lynbrook, N.Y.

Rush me the items listed below. If I am not satisfied I may return any part of my purchase after 10 days free trial for full refund of the purchase price. HOW

ITEM # / NAME OF ITEM MANY TOTAL PRICE

Add 15c for postage and handling on all orders.

☐ I enclose in full payment. The Honor House Products Corp. will pay postage.
☐ Send C.O.D. I will pay postman on delivery plus a few cents postage.

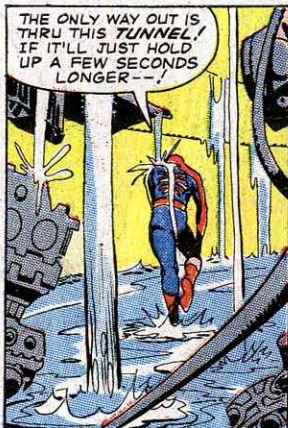
NAME

ADDRESS

AND THEN--AS THE AGONIZING ACHE IN HIS LIMBS
SEEMS UNENDURABLE--AS HIS SUPERBLY
MUSCLED BODY SUFFERS THE TORMENT OF A
VIRTUALLY INDESCRIBABLE ORDEAL--FROM OUT
OF THE PAIN--FROM OUT OF THE AGONY--COMES
TRIUMPH!

I DID IT!
I'M FREE!





WITH SURGING, THUNDEROUS POWER, THE ONRUSHING DELUGE SWEEPS SPIDER-MAN ALONG THRU THE TUNNEL, AS IT HURTLES ON ITS COURSE WITH A FORCE AND IMPACT SUCH AS ONLY NATURE HERSELF, IN ALL HER FURY, CAN UNLEASH...

AND, ONLY SPIDEY'S AMAZING AGILITY AND SENSE OF BALANCE CAN KEEP HIM FROM BEING HELPLESSLY BATTERED AS THE TORRENT SURGES FROM SIDE TO SIDE....!

THE TUNNEL IS ALMOST COMPLETELY INUNDATED! I CAN HOLD MY BREATH FAR LONGER THAN A NORMAL MAN-- BUT NOT FOREVER!

I'VE GOT TO FIND A WAY OUT-- BEFORE I DROWN!

THAT DOOR-- AT THE END OF THE TUNNEL! IT'S MY ONLY CHANCE!

THE RELENTLESS HAMMERING OF TONS OF WATER SHOULD BREAK IT DOWN BY THE TIME I REACH IT!

MUSTN'T GET CARELESS NOW! HAVE TO KEEP SWERVING--DODGING-- AVOIDING THE WRECKAGE WHICH COULD TANGLE ME UP!

AND THEN, SECONDS LATER...

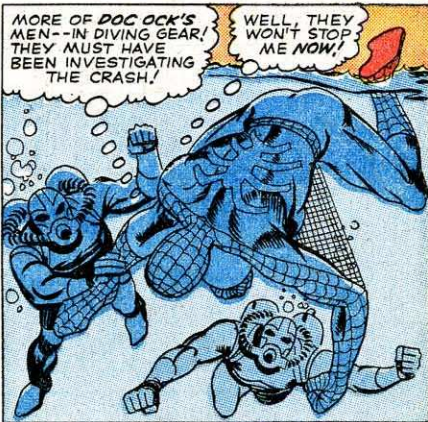
I'M THRU! THERE'S AIR TO BREATHE! AIR!

BUT, SUDDENLY...



MORE OF DOC OCK'S MEN--IN DIVING GEAR! THEY MUST HAVE BEEN INVESTIGATING THE CRASH!

WELL, THEY WON'T STOP ME NOW!



NO MATTER HOW TIRED I AM, I CAN STILL OUT-FIGHT THEM!

ONCE THEIR AIR HOSES ARE RIPPED OFF, THEY'LL HAVE TO HEAD FOR THE SURFACE!



THERE! THAT TAKES CARE OF THAT! THEY CAN'T HOLD THEIR BREATH AS LONG AS I!



BUT, WHEN THE HARD-PRESSED YOUTH FINALLY CLIMBS TO SAFETY, HE REALIZES THAT HIS ORDEAL IS STILL FAR FROM OVER--!

MORE OF THEM-- WAITING FOR ME!

WE KNEW YOU'D SHOW UP HERE, SPIDER-MAN! IT'S THE ONLY WAY OUT OF THIS PLACE!



CONTINUED AFTER NEXT PAGE



MONSTER

S-I-Z-E MONSTERS

Just imagine your friends' shock when they walk into your room and see the "visitor" standing around . . . as BIG as life. Frankenstein and Dracula — as awful and sinister as any wild dream. A full 6-foot tall in chilling full color on durable 80-pound stock, and so life-like you'll probably find yourself talking to them. Won't you be surprised if they answer? Just send \$1 plus 25¢ to cover postage and handling for each monster you want. Money back if not satisfactorily horrified.

**FULL 6 FT.
TALL
IN AUTHENTIC COLOR
ONLY
\$1.00**

10-DAY FREE TRIAL

Honor House Prod. Corp.

Dept. 77MS12 Lynbrook, N.Y.

Rush me my 6-ft. tall monsters. Send me:

☐ Frankenstein ☐ Dracula

I enclose \$1 plus 25¢ for postage and handling for each. If I don't get shivers of delight, I can return my purchase within 10 days and you will refund the full purchase price.

Name _____

Address _____

HYPNO-COIN

NEW - POCKET SIZE INVENTION HELPS HYPNOTIZE IN MINUTES IT MUST WORK FOR YOU OR MONEY BACK!

Hold the HYPNO-COIN in front of the person you want to hypnotize. Then, gently vibrate the plastic lens. This sets the hypnotic pattern into a whirling motion. A motion that is so fascinating, it captures and rivets your subject's eyes to the "Hypno-Coin".

Now, proceed to give your hypnotic suggestions and commands. Get this amazing hypnotic aid complete with a FREE revealing booklet of secrets and instructions. It tells you what to say and do, how to command and re-hypnotize with the snap of a finger, how to thrill and amaze them with hypnotic stunts, feats of strength and memory, etc. Get the COIN, Booklet and large illustrated catalog for only \$1.00 ppd. Sent in a plain wrapper, Money back if not delighted! Sorry no C.O.D.s Send to:

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HYPNOTIC AIDS SUPPLY CO. A-114
95 Madison Avenue • New York 16, N.Y.

Enclosed \$1.00 Send Hypno-Coin

Name _____

Address _____

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only —

\$1.00
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TODAY**

**THRILL AND
AMAZE THEM AT
parties and gatherings with fascinating hypnotic feats of memory, stunts, and exhibitions!**

BONUS

Free!

Booklet of revealing secrets & instructions and large illustrated catalog with order!









AND SO--A SHORT TIME LATER-- AT THE
LABORATORY OF DR. CONNORS, WE FIND...

SPIDER-MAN!
YOU GOT THE
SERUM!

IT'S ALL I NEED TO FINISH THE
TEST! EVERYTHING ELSE IS ALL
CHECKED OUT AND READY FOR
PROCESSING!

I-KNEW I
COULD--
COUNT ON
YOU!



YOU'RE SO
BREATHLESS!
DID YOU HAVE
ANY TROUBLE?
IS ANYTHING
WRONG?

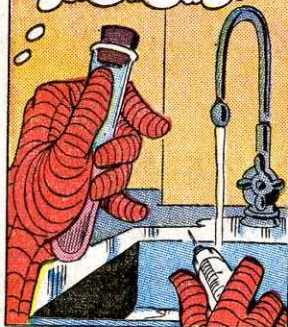
I'LL TELL YOU
--ABOUT IT--
SOME TIME!
RIGHT NOW,
HERE'S THE
SERUM! LET'S NOT
WASTE A MINUTE!

THERE'S ONE
OTHER THING
I'VE GOT TO DO
--WHEN HE'S
NOT LOOKING!



I'VE GOT TO TAKE A SAMPLE OF
MY OWN **SPIDER-MAN** BLOOD
WHICH GAVE ME MY POWERS
WHEN I WAS FIRST BITTEN BY
THAT RADIO-ACTIVE SPIDER!

IT WILL BE NEEDED FOR
COMPARISON-- TO SEE IF
DR. CONNORS' SERUM REALLY
CAN STOP THE DETERIORATION
OF AUNT MAY'S BLOOD!



THERE! I'LL
SLIP IT IN MY
BELT TILL
IT'S NEEDED!
HE WON'T KNOW
WHERE IT CAME
FROM!



THEN, AS THE MASKED ADVENTURER TURNS
TO HIS NEW-FOUND ALLY ONCE MORE...

SO FAR, SO GOOD! I'M
GETTING JUST THE
REACTION I EXPECTED!

THEN THERE'S
ONLY ONE MORE
THING TO DO!



WAIT! WHAT
ARE YOU
DOING?

IT'S ALL RIGHT! I JUST WANT
TO TEST IT ON THIS BLOOD
SAMPLE!

WHAT
BLOOD
SAMPLE?





"Sorry, we hire only
high school graduates"



NOW YOU CAN FINISH HIGH SCHOOL AT HOME

Win a diploma in your spare time...qualify for a better job

DON'T be held back from bigger pay and more opportunity just because you don't have a high school diploma. You can now finish high school at home—during your spare hours—without loss of a single day from your present job.

The Wayne High School Program makes home study easy and interesting. You receive individual assignments from experienced instructors who are directly concerned with your progress. You are a class of one—you take everything at your own pace, so you are neither hurried nor slowed down. And in addition to basic high school subjects which qualify you for a diploma, you have a choice of practical vocational subjects which help you get started in one of many profitable fields. Wayne's flexible study plan permits you to shape your program so that it exactly fits your personal needs.

If you've had enough of just working in a rut—if you want to make up rapidly for lost time—if you want to know the feeling of pride and confidence that comes with saying "Of course, I'm a high school graduate," then you should find out right away what Wayne study can do for you. *The cost is remarkably low.*

Mail coupon for free illustrated booklet

If you are 17 or older and not now in school, send for the free illustrated booklet "How to Finish High School at Home." It contains important and surprising facts about the earnings and success opportunities of high school graduates. It will also give you full details of the Wayne High School Program and the courses it offers you. Mail the coupon now to Wayne, 417 South Dearborn, Chicago, Illinois 60605.



WAYNE SCHOOL

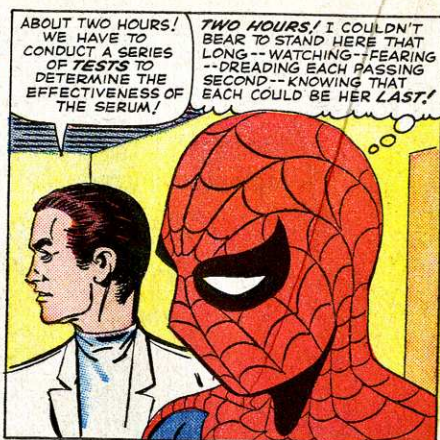
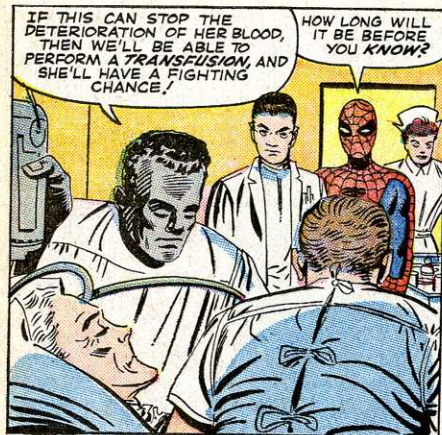
Dept. 49-501, 417 S. Dearborn, Chicago, Illinois 60605

Please send me your free illustrated booklet "How to Finish High School at Home" which contains full information about high school study and opportunities for high school graduates.

Name..... Age.....

Address..... County.....

City & State..... Zone or Zip No.....



MINUTES LATER, AT THE OFFICES OF THE DAILY BUGLE, CRIME REPORTER FREDERICK FOSWELL GETS AN URGENT CALL...

WHO? DID YOU SAY SPIDER-MAN?? YOU WANT ME TO MEET YOU--RIGHT AWAY?

YOU'VE GOT A TIP FOR ME??--I'M ON MY WAY!!



BETTER HOLD THE FRONT PAGE FOR AN EXTRA, MR. JAMESON! I'M ON MY WAY TO GET A SCOOP FROM SPIDER-MAN!

AN EXTRA!! MUSIC TO MY EARS!!



I CAN HEAR THE MONEY ROLLING IN NOW! MAYBE THAT BLASTED WEB-SPINNER'S IN JAIL--OR WORSE-- IF I'M LUCKY! OH, WHAT A BEAUTIFUL DAY THIS IS!

MR. JAMESON! YOU'RE SMILING! IS ANYTHING WRONG?

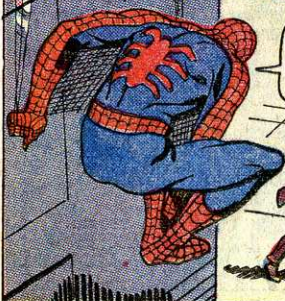


THEN, ON A STREET NEAR THE WATERFRONT...

SLOW DOWN, FOSWELL! YOU'LL LAST LONGER!

YOU!! WHAT ARE YOU DOING UP THERE?

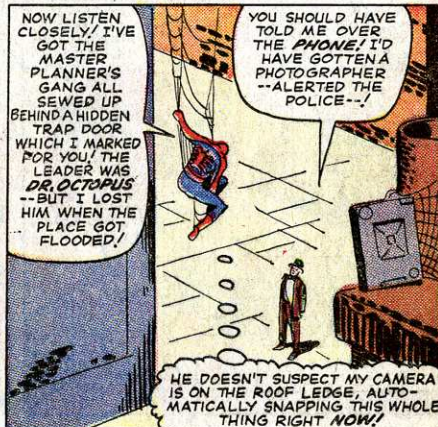
NOTHIN' MUCH! JUST HANGIN' AROUND!



NOW LISTEN CLOSELY, I'VE GOT THE MASTER PLANNER'S GANG ALL SEWED UP BEHIND A HIDDEN TRAP DOOR WHICH I MARKED FOR YOU! THE LEADER WAS DR. OCTOPUS --BUT I LOST HIM WHEN THE PLACE GOT FLOODED!

YOU SHOULD HAVE TOLD ME OVER THE PHONE! I'D HAVE GOTTEN A PHOTOGRAPHER --ALERTED THE POLICE--!

HE DOESN'T SUSPECT MY CAMERA IS ON THE ROOF LEDGE, AUTOMATICALLY SNAPPING THIS WHOLE THING RIGHT NOW!



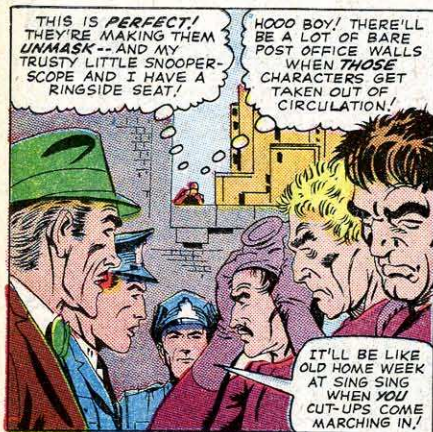
NO NEED TO ALERT THE POLICE--I ALREADY CALLED THEM! WELL, YOU WON'T NEED ME ANY MORE! THE STORY IS ALL YOURS!

THERE THEY ARE-- LIKE CONTRITE LITTLE SCHOOL-BOYS WHO GOT CAUGHT WITH THEIR HANDS IN THE COOKIE JAR!

KEEP WALKING! DON'T BE SHY! WE'VE GOT ROOM IN THE PADDY WAGON FOR ALL OF YOU!

I'LL DOUBLE BACK TO THE ROOF ACROSS THE WAY, AND MAKE SURE I DON'T MISS ANYTHING THAT HAPPENS NEXT!





STAMPS

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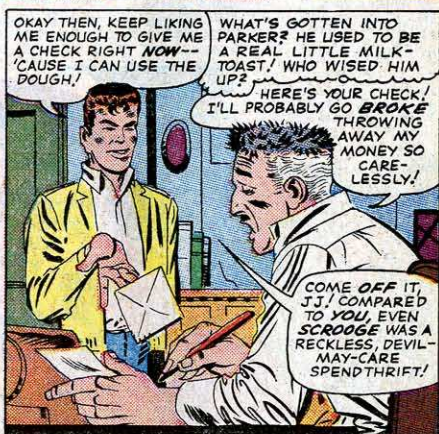
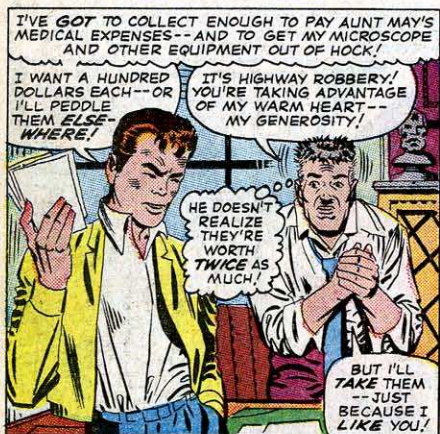
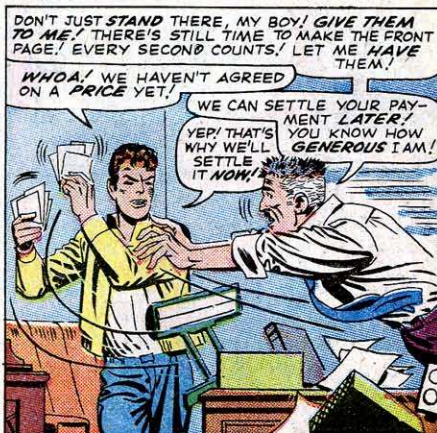
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I'M OKAY, DOC, I JUST MIXED IT UP WITH A FEW OTHER FELLAS, THAT'S ALL! NOTHING WORTH MENTIONING!

WHY NOT LET ME BE THE JUDGE OF THAT? JUST OPEN YOUR SHIRT, PARKER, AND I'LL HAVE A LOOK AT YOU!

I CAN'T FLATLY REFUSE WITHOUT AROUSING HIS SUSPICIONS!



A FEW MINUTES LATER...

YOU SEEM SOUND ENOUGH, BUT YOU'RE ON THE VERGE OF COMPLETE EXHAUSTION! YOU SHOULD BE IN BED!

I AM PRETTY TIRED, DOC-- BUT I'VE JUST GOT TO FIND OUT ABOUT AUNT MAY, FIRST!

LUCKY FOR ME HE DIDN'T WANT TO CHECK MY BLOOD!



HERE, DRINK THIS, SON! IT'LL RELAX YOU A BIT-- AND REMEMBER-- GET SOME REST AS SOON AS POSSIBLE!

DOC, ONCE I LEAVE HERE, NOBODY'LL HAVE TO TELL ME TWICE!



DOCTOR-- WE HAVE THE FINAL SERIES OF TEST RESULTS ON MAY PARKER. WILL YOU LOOK AT THEM NOW?

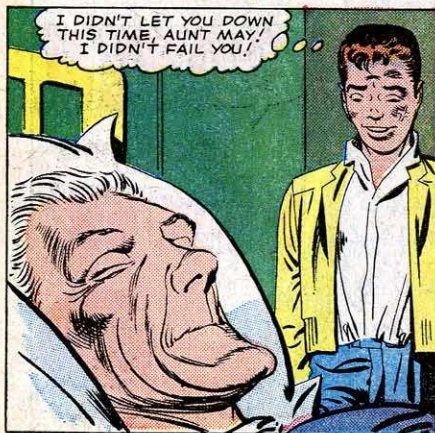
OF COURSE! COME WITH ME, MY BOY!

THIS IS IT!



GOOD NEWS! THE SERUM HAS STOPPED THE BLOOD DETERIORATION! THE REPORTS ARE ALL FAVORABLE!

WITH LUCK, WE EXPECT HER TO PULL THRU!



I DIDN'T LET YOU DOWN THIS TIME, AUNT MAY! I DIDN'T FAIL YOU!



SHE'S MOVING!

PETER...



NEXT ISSUE:

**THE
RETURN
OF...**



**KRAVEN,
THE
HUNTER!**

**'NUFF
SAID!!**

NOTE: OUR LETTERS SECTION APPEARS AFTER NEXT PAGE...

NOW... FEAR NO MAN! DON'T BE BULLIED! TURN YOUR HANDS into "EXPLOSIVE" DEFENSE MECHANISM!

You can lick your weight in tigers as a skilled FEARLESS MASTER OF ORIENTAL FIGHTING ARTS
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- ★ 27 vital body points that disable
- ★ Escape chokes from front or rear
- ★ Break holds, body locks, arm grasps
- ★ Use nerve zones to paralyze

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MUST PROVE IT!**



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Occupation:

MARVEL BULLPEN BULLETINS!

ANOTHER MIGHTY MARVEL HOT-LINE REPORT FEATURING EARTH-SHAKING ITEMS OF MONUMENTAL INCONSEQUENCE!

LET'S BE SERIOUS DEPARTMENT: Millions of our fans (well, hundreds, anyway!) (well, actually, one of the guys in the mail room!) have demanded to know why mixed-up Annuals? so many reports in this year's Annuals? Here's the Honest-to-Aunt Petunia answer: We had TWO powerful reasons—1: Many of our ravin' readers have just joined us recently, thereby missing so many of our earlier masterworks. The reprints in our adorable Annuals give them a chance to complete their can't-live-without-'em collections—as does our new quarterly publication **MARVEL COLLECTORS' ITEM CLASSICS**! 2: Because of our frankly backbreaking schedule each month, we simply no longer have the TIME to do the double-length yarns we featured in our earlier Annuals! So, rather than eliminate these once-yearly spectaculars, we're able to continue them only by combining the old with the new. Contrary to what some Brand Echh subversives have been hinting, it isn't because we're trying to save a few shekels—we can easily afford to spend the DOUGH—but we can't afford the additional TIME without causing our regular monthly mags to suffer! (Anyway, Brand Echh should thank THEIR Annuals are ALL reprints!—Nyahhh!) So there you have it! We could have thought up a much better excuse if we wanted to put you on—but, although we may be corny, capricious, and confused, we've never been less than honest with you! And now, it's trivia time again—!

HOW ABOUT THAT! DEPARTMENT: You'll see the name ROY THOMAS popping up here and there in our ever-lovin' editions. Roy's a fan who's made it! Although employed as a school teacher in St. Louis (his subject was English!), Roy never lost his love for comic mags—Marvels, to be exact! So, after a lot of correspondence back and forth, we decided it would be cheaper to hire him for the bullpen than to keep shelling out money for those air-mail stamps! Now that Roy's aboard, we're betting our syntax will be sensational, and there won't be a split infinitive for miles around!

STRICTLY PERSONAL: A few fans who must have sent their sensu-humor on vacation have written to ask us why we always insult Adorable ARTIE SIMEK and Swingin' SAMMY ROSEN on our crazy credits! So, we wanna state here and now that we LOVE those two talented, hard-working, dependable letterers of ours! Those little squibs we write about them are strictly all in fun! We think they're the greatest! (But, if they forget to capitalize Stan's name once more—watch out!)

DEPARTMENT OF UTTER CONFUSION: We wanted to tell you all about the new artists we've hired, and the new lineup of pencils and inkers for our various strips,

but we're still in the process of switching everything around, so it'll haveta wait till next month! But, we think we have some of the most sensational announcements of the season in store for you! Just wait! See! Of course, one thing we CAN mention is the fact that JOLY JOE SINNOTT will be our permanent F.F. inker from now on! In our book, he's the best there is, and then some! For those of you who've been wondering how we could possibly improve "the world's greatest comic mag"—you've got your answer!

DIDJA KNOW? DEPARTMENT: DIDJA KNOW that MARVEL COMICS is just a part of a huge publishing empire which also produces movie magazines, men's magazines, crossword puzzle books, and hosts of other publications, including the two now-famous ones written by our leader: **MONSTERS UNLIMITED**, and **YOU DON'T SAY!** (By the way, **MONSTERS UNLIMITED** has become such a swingin' success that it's now published on a regular basis, four times a year! Congratulations, Stan!) DIDJA KNOW that most of our amazin' artists work at home and sometimes don't visit the bullpen more often than once a month! (In fact, last time we saw Darlin' DICK AYERS, who lives in Westchester, we almost didn't recognize him!) And JACK "KING" KIRBY drops in, loaded down with a new mess of masterpieces, once a week. Poor Jack! He's so absent-minded that he usually goes home with someone else's hat, portfolio, or train ticket! Stan wanted to put a label around his neck reading: "If found, please return to the merry Marvel bullpen!" but he couldn't—Jack lost the label!

LET'S MEET 25 MORE M.M.M.S. MEMBERS:

Frank Gerencser
Phillipsburg, N. J.
David Edwards
Mt. Pleasant, Iowa
Steve Sander
Madison, Tenn.
John Pepi
Brooklyn, N. Y.
Howard Battersby
Chicago, Ill.
Ronald J. Wiack
New York, N. Y.
Frank H. Mowrey
Clinton, Tenn.
Danny Kusmetzky
Overland Park, Kan.
Norman McLinden, Jr.
Bellingham, Mass.
Charles Pauley
San Francisco, Calif.
Aric Mills
San Francisco, Calif.
Ricky Wesp
Buffalo, N. Y.

James Casler
Syracuse, N. Y.
Mary Ann Sheldon
Saratoga Springs, N. Y.
Joe Connelly
Rochester, N. Y.
George Gudmundsen
Brooklyn, N. Y.
Roderick K. Robinson
Baltimore, Md.
Miguel Ingraham
San Pedro, Calif.
Michael G. Rome
Indianapolis, Ind.
John Corr
Philadelphia, Pa.
Robert Sena
Gloversville, N. Y.
Don Haynes
Peoria, Ill.
Darryl Pringle
Rosebush, Mich.
Mike Hembree
Spartanburg, S. C.
Ricky Ryans
San Lorenzo, Calif.

THE WRAP-UP! Don't forget to write and tell us what items you'd like to see featured on this page in future issues. And now, until we meet again, take good care of yourself—even if we don't tell you often enough, we're nothing without you!

THE MIGHTY MARVEL CHECKLIST

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

FANTASTIC FOUR #46: At last! The secret of the Great Refuge, where dwell the incredible Inhumans! If you read no other magazine this season, you must not miss this one!

AVENGERS #24: Trapped in the far distant future, fighting one of the most powerful foes in the universe, with all odds against them, the mighty Avengers prove how powerful they really are!

X-MEN #16: Thrill to the conclusion of the startling battle against the Sentinels—given new glory and luster by some of the finest penciling and inking of the current season!

DAREDEVIL #12: Not one villain, but two! Or, is our second super-powered guest star really a villain? For all the color and spectacle which have made Marvel a by-word, this is for you!

THOR #124: Another offbeat, unexpected shocker featuring the golden immortal who has taken the entire comics magazine-reading world by storm! From Asgard to earth, the thrills never stop!

STRANGE TALES #141: The start of a new life-and-death struggle for Nick Fury, Agent of Shield, and the end of the most fantastic battle of the Season between Dr. Strange and Dormammu!

ASTONISH #76: One of the biggest surprises in Marvel-dom awaits you in the Sub-Mariner epic this ish! And, Namor finally comes to the surface world! As for the Hulk—merely greater than ever! (Just wait'll you see his new super-fuel!)

SUSPENSE #74: The fate of Happy Hogan will leave you breathless as Iron Man reaches new heights of greatness! And, Captain America has only a few seconds left to save the whole cockeyed world!

SGT. FURY #26: Darlin' Dum Dum Dugan almost steals the whole show this time, in one of the whackiest, most wonderful war tales of all! If a whole kaboodle of new characters is what you want—you've got 'em!



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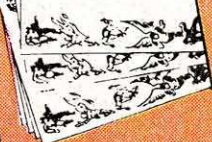
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THE SPIDER'S WEB

SEND YOUR LETTERS TO:

THE MARVEL COMICS GROUP, SECOND FLOOR, 625 MADISON AVE., NEW YORK, N.Y. 10022

Dear Stan and Steve,

Molten Man must return! Surely a mere jail can't hold any one as strong as he. I never knew so much action could be found in those eight pages where Spidey and Molty battled. Molty should become a regular like Doc Doom and the Sub-Mariner are in the F.F. The cover of issue #28 was excellent! Spidey and Doc Strange make a great team. Let Spidey get to know him better. Spider-Man is your best character and his book should have the title "The World's Greater than Greatest Comic Magazine!" I wish Marvel all the luck in the world.

Gary Nowell, 321 George Wright Homes
Paris, Texas

Many thanks, Gary! Looks like we're gonna need that luck, what with all the Brand X type imitations of our Marvel mags which seem to be popping up like weeds each day! Anyway, we couldn't put that title you suggest on the cover of SPIDER-MAN... next thing you know the KID COLT and MILLIE THE MODEL fans would demand equal time!

Dear Stan and Steve,

Hey, guys! We know that Steve must use some kind of magic pencils, but the cover art on SPIDER-MAN #28 is just too much! We wish to pick a bone with that certain fan who must be a writer for some Brand X comic. Where does he get off saying that your characters are copies? You guys just happen to have the most down-to-earth, true-to-life stories of any outfit that makes comic mags! Now to get to the point of this epistle — here's our great idea: how about an animated series for the boob tube? You could call it Marvel Madness and have a story about a different super-character, each week. How about that for a blockbuster idea? We just finished Spidey's second annual, and it's fabulous! We can't figure where you guys get all your ideas, but don't stop now. This truly is the Marvel Age of Comics! Nuff said!

Bob & Tom Thompson, 1304 Oakley
Kansas City, Mo.

The Marvel Age of Comics! Now there's a catchy phrase! Why didn't we think of that? But look, fellas, if you want T.V. to produce our minor masterpieces, you've gotta stop referring to their medium as the "boob tube"! (Although we must confess that name really grabs us!)



Dear Stan and Steve,

As the blurb on the splash page of SPIDER-MAN #29 exclaimed, "Never Step on a Scorpion" was "a super-hero action thriller!" It claimed to be nothing else and wasn't. And, as such, it was terrific! Stan Lee's script was great pop-art stuff, and Steve Ditko turned in the best art job of his career. The real star of the magazine was the superb, knock-down-drag-'em-outer slugfest Spider-Man enjoyed with the Scorpion. Usually I don't dig Marvel's "after Nature" villains, but the Scorpion is an exception. Unlike others, he is more than a nifty gimmick, more than just another thug with a power. Also, he is rotten to the ever-

lovin' core, which seems to be something new in this age of poor, misunderstood cut-throats. To give the crowning touch to this ish was Spider-Man himself, who is about the best single hero in the Marvel stock. Keep issues like this one coming!

Guy H. Lillian III, 718 Spring Drive
Walnut Creek, Calif. 94596

We intend to, Guy! After all these years, it's getting kinda habit-forming!

Dear Stan and Steve,

SPIDER-MAN #29 was the usual Marvel masterwork. Stan came through with flying colors again on the story. The title was way out! But even the great can have its faults. By this I mean that the Scorpion should have at least put Spidey out cold, just for a few minutes. Don't get me wrong now, I would rather turn in my M.M.M.S. membership than to see Webhead's career end that way! But just for once let Spidey lose a battle, huh? Please give this some thought.

Ron Patton, 610 Alton St.
Pontiac, Mich.

Ron, do you know how many letters we get each day telling us that Spidey doesn't win often enough?? You're the first Marvelian to come up with the opposite beef in months! It just goes to show, no matter how hard we try—we can always manage to make someone hate us!



Dear Stan and Steve,

Just finished reading your latest masterpiece, SPIDER-MAN #29. As usual it was great. I don't know how you get those whacky titles. Well, let's get right down to business. Something really bugs us—every time Spidey grabs one of your crazy villains, why doesn't his webbing shoot all over the poor self-respecting baddie? I wish you would clear up this business between Ned Leeds, Betty Brant, and Pete! I'd like to see them get married! (Pete and Betty, that is.) But I can't ask everything of you poor, hard-working guys! Anyway, I don't think you'd do it! You had some great action scenes in #29; for instance, page 16, panel 3, and the cover. When you're reading a Brand Echh comic, you're just reading a comic book, but when you're reading a Marvel mag, you stand a little taller, walk a little straighter, and talk a little prouder. I was just looking thru #29 and found a mistake. (Not that I could do better, I'm just giving a little constructive criticism.) On pages 5 and 6 you forgot his underarm webbing—sounds like some kind of deodorant! Other than that, the story was fantastic! Love ya all!

Matt Emmens & Jimmy Luzzi
Nutley, N.J.

It's mutual, fellas! And we really dug that phrase of yours — "stand a little taller, walk a little straighter, etc." — especially since Stan himself wrote it on the M.M.M.S. letter of greeting last year!



Dear Stan and Steve,

SPIDEY #29 was a letdown. Sorry, Stan, but you asked for it. When you go all out on Spidey like you do a lot of the time, then you almost have to keep it up. It makes any regular issue a letdown. This doesn't mean to stop writing great stories, but I'm afraid that's the way a frantic fan's mind works. I'm afraid the title of the tale was pretty bad. I'd just as soon it had been "Scorpions Returns" or some such drollery. Scorpions still isn't much of a villain—he's so much like the Lizard, who was a neat villain, that you should drop him and just let that scientist lapse back into Lizzy every once in a while—and his costume is miserable. I'm curious how JJJ could prove he put a dime in the parking meter. The way Scorp was defeated wasn't too hot. Now, two big gripes—either get Betty out of Pete's life and let him concentrate on Liz or let Betty and Pete really be serious about each other. Remember Spidey #9? The way that ended is the way their love should be. You're making the two of them as bad as Matt and Karen in DAREDEVIL, and this sickening half-half business is making me sick! Okay? Okay. I know it's too late to tell you this, as you've already written it, but don't you dare kill off Aunt May as indicated by the end of the story. Spidey has enough trouble as it is. Understand?? Mickey Schwaberow, 5373 Gold Drive Santa Rosa, Calif. 95405

Even if we didn't understand, Mick, we'd be afraid to admit it to you! You'd probably write us another letter as bossy as this one! Anyway, we did one thing right—as of this writing, Aunt May is still among the living! (Of course, if anything happens to her later on, we'll leave town before you find out!)

Dear Stan and Steve,

I have just picked up Stan's fourth issue of MONSTERS UNLIMITED. It's the funniest monster mag on the stands. I especially liked the gag on the fourth page—"Darn! We missed the Man from U.N.C.L.E. again!" SPIDEY is my favorite Marvel mag. Keep up the good work—nuff said!

Mike Sohns, 6530 N. 49th Ct.

Milwaukee, Wisc. 53223

Glad you liked M.U., Mike, but it's a good thing we didn't blink our eyes when reading your dazzling document—we mighta missed the reference to poor ol' Spidey!

Dear Stan and Steve,

I wish to inform you that SPIDER-MAN #29 was just not up to Marvel standards. Sure, the title could have only come from the Marvel bullpen, "Never Step on a Scorpion," and the return of the Scorpion was simply genius. But then you ruined it with three letters, namely JJJ. Yes, Jameson was not too bad at the start, but then he put out that extra saying Spider-Man and Scorp were a team just to protect himself. I really got mad! This, when Spidey saves his life. When the police arrive he makes as if he did something great and gets all the praise. I just wish he could have gotten a few knocks in the head from Scorp's tail. That's my gripe—besides that, your mags are simply marvelous!!

J. P. Goetz, 199 Paisley St.
Guelph, Ont., Canada

But J.P., we always thought you're supposed to hate our bubbly bad-guys! Think how you'd really complain if we made him a lovable little sunbeam!

Dear Stan and Steve,

When I read SPIDER-MAN #29 about the Molten Man, I naturally assumed that such a happening (an alloy enveloping a man and increasing his strength) was virtually impossible. However, a few weeks later I read in an old issue of SCIENCE DIGEST that a man's strength may be increased tenfold by applying a metal "exo-skeleton" to his body. Congratulations on your realism—accidental or otherwise! Incidentally, a couple of my friends and I have formed a library of Marvel Comics, and we're very proud of our collection. Mel Brown, 280 Riverside Drive New York, N.Y. 10025

You should be, Mr. Brown! The proud titles majestically published under the regal banner of Marvel Comics are acknowledged everywhere to be the finest ever! (Ever published by MARVEL, anyway!) And a special no-prize to Science Digest for managing to keep up with our bullpen whiz kids!

Dear Stan and Steve,

It's evident to me from reading your past letter columns that many readers don't like the style of Spider-Man artist Steve Ditko. Well, I'm not going to say he's the best cartoonist there is, but he has a quality that everyone seems to overlook. Most artists try to make their characters look noble and graceful at all times. No matter what the hero is doing he must look well-poised. Mr. Ditko dares to break the mold. If at any time Spidey is falling down, he doesn't strike a ballet pose—he falls flat on his face; arms and legs flailing wildly. If he gets conked on the noggin (behind his back, of course), he doesn't sprawl out gracefully—he crumples into a heap. Even though he does have spider-agility, I feel that Spider-Man should take a spill every now and then. I say more power to you, Steve Ditko! I'd rather have Spidey look the rough, tough super-hero he is instead of an animated piece of sculpture, anytime.

Roger Post, 4846 Mt. Frissell Drive
San Diego, Calif.

We agree, Rog! Nobody can take his lumps like Spidey—and that seems to be the way most of you web-spinners want it!

Dear Stan and Steve,

The latest SPIDER-MAN finally goaded me into writing. I think Spidey is a great character but he seems more stupid every issue. (Not new errors, but he just blunders so consistently in his personal life.) He has troubles making money—why doesn't he collect a reward or two? He could keep another bank account to avoid questions or just sock it away in a cookie jar! Peter couldn't spend too much without arousing suspicion, of course, but it would help. The bulk could be put in a special fund to sue JJJ for defamation of character, assault, and battery. The issue with JJJ's robot seemed too illegal for my tastes. In the next MARVEL TALES ANNUAL, why not take a page or two to describe the rise of Marvel for fans like me who came in late? Also, how about telling about the prisons where your super-villains are kept? Do you know that in all of South Bend there is only one store which sells Marvels? Aughh!!

P. Michael Cohen, Rm 329, St. Joseph Hall

Notre Dame University, Notre Dame, Ind. 46656

Ah, but think of the glorious niche that one store is carving for itself in the annals of Marvelology! Long will its name be remembered—nay, venerated! It shall be inscribed on a special Marvel plaque, and ceremoniously deposited in one of our far-flung Marvel time capsules—as soon as someone tells us which swingin' store it is!

—And now, a final word! We don't want to over-sell our next ish, so all we'll say is this: If you've got the same kind of tastes as we (and we suspect that you do), then you undoubtedly enjoyed this issue! Well, take it from us, the one that follows is every bit as good! There! How's that for the soft sell? We didn't tell you how sensational the story is—how fabulous the artwork is—how much more dangerous than ever the evil Kraven is!! Nope, we didn't say any of that, and we hope you appreciate our restraint!

—So, I'll meet again, keep your webs untangled, and face front! Remember, when you're a Marvel madman, the eyes of the world are upon you! See ya next ish!

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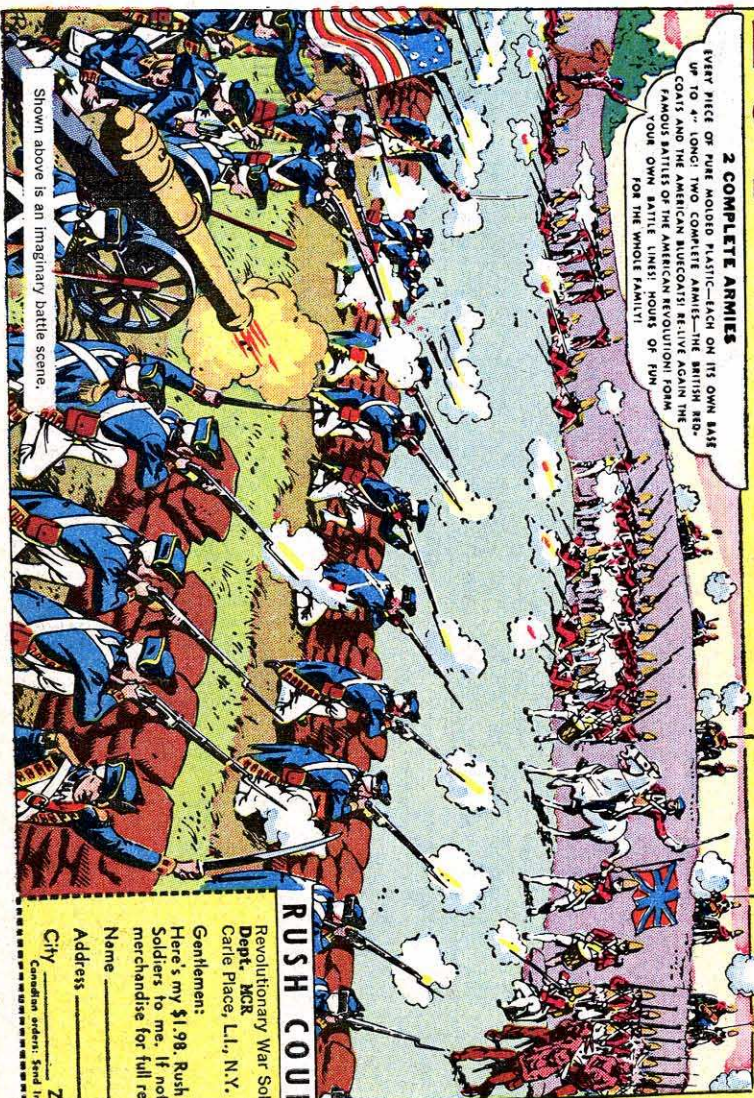
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Some of the People Dorne Has Helped

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.

Don Golembo of Detroit is another. He stepped up from railroad worker to the styling department of a big automobile company—by showing his work with the School. Now he helps design new-car models.

Pat Browning wanted to escape from her dull typing job to something creative. Soon after studying with us, she was promoted to full-time artist with the same firm—at much more money.

With the right training, Wanda Pickulski gave up her typing job

to become fashion artist for a local department store.

Eric Ericson worked in a garage while he studied art at night. Today he is a successful artist, earns seven times as much, and is building a new home for his family.

Long before Albert Dorne started looking for people who like to draw, they came to him for advice and help. Since he alone could help only 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

America's 12 Most Famous Artists

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

of school—a home-study art school that would give talented people the best professional art training, no matter where they live."

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To find others with art talent worth developing, the Famous Artists created a 12-page talent test. Thousands paid to take this test, but now the School offers it free and grades it free. Men and women who do well on the test—or can offer other evidence of art talent—may enroll in the School. But there's no obligation. Simply mail the coupon below.

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