



the AMAZING SPIDER-MAN™

APPROVED
BY THE
COMICS
CODE
AUTHORITY

MCG

MARVEL
COMICS
GROUP

12¢ 60
IND. MAY



O, BITTER VICTORY!

Gigantic Art Mural Offer!



WHITE STALLION IN THE MOONLIGHT — Luman Winter

Magnificent Original Oil Painting Reproduced In Full Color As Giant Decorator Mural

BRINGS DRAMATIC NEW BEAUTY TO YOUR HOME

Giant panoramic murals are the latest decorator rage, bringing new drama and beauty to your home. This incredibly magnificent painting of the white stallion standing majestically in the luminous moonlight creates a feeling of depth and sweep that is breathtaking. More than a huge six square feet in overall size, this superb mural brings to your home the ideal proportions of the new "picture window" panoramas that are sweeping the country!

Unfortunately, it is simply impossible to show the full breadth of color and drama in this great mural from the small black and white picture here. Only when you actually see it can you fully appreciate its excitement and beauty.

OFFER WILL NOT BE REPEATED THIS SEASON

We urge you to order your giant mural now while the supply lasts. This superb, full color print is a sweeping 40" x 24", and we will send it to you for just \$3.00 postpaid on full money back guarantee if you are not absolutely delighted with the new "window of beauty" it brings to your home. But hurry, order now. This offer will not be repeated.

COLONIAL STUDIOS, Dept. HM-5
20 Bank Street
White Plains, New York 10606

Please send me the Giant Mural White Stallion (40" x 24") in full color for just \$3.00 postpaid (frame not included) on full money back guarantee if I am not delighted.

Enclosed is \$

Name
(print clearly)

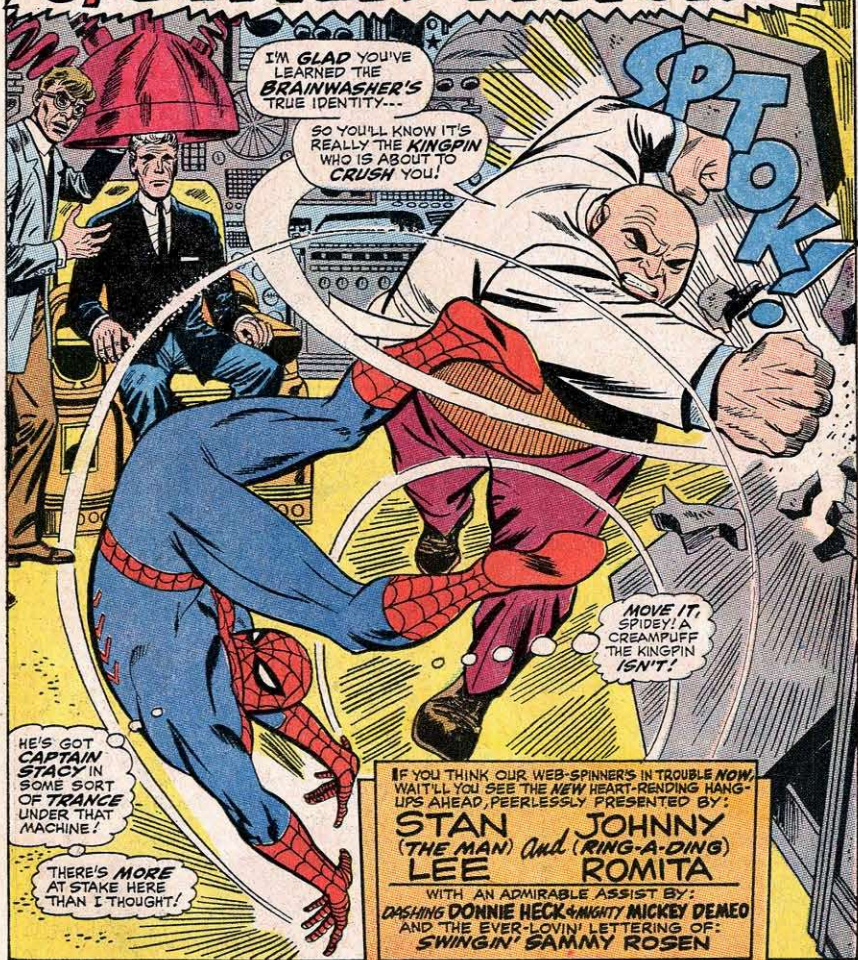
Address

City State Zip

☐ **SAVE! SPECIAL OFFER:** Order two giant murals for just \$5 on same money back guarantee. Extra print makes an ideal gift.

THE AMAZING SPIDER-MAN!™

O, BITTER VICTORY!



I'M GLAD YOU'VE
LEARNED THE
BRAINWASHER'S
TRUE IDENTITY...

SO YOU'LL KNOW IT'S
REALLY THE **KINGPIN**
WHO IS ABOUT TO
CRUSH YOU!

MOVE IT,
SPIDEY! A
CREAMPUFF
THE KINGPIN
ISN'T!

HE'S GOT
CAPTAIN
STACY IN
SOME SORT
OF **TRANCE**
UNDER THAT
MACHINE.

THERE'S MORE
AT STAKE HERE
THAN I THOUGHT!

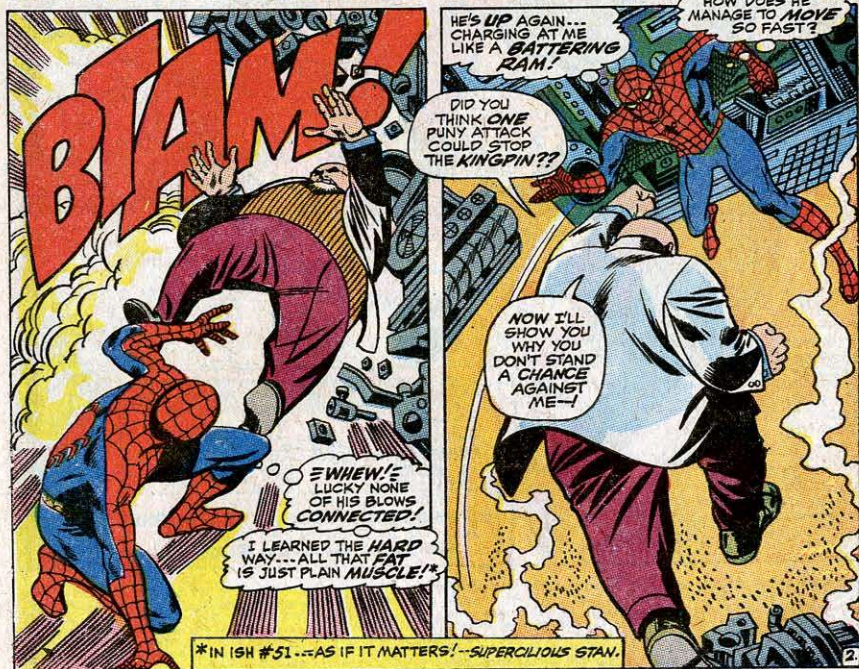
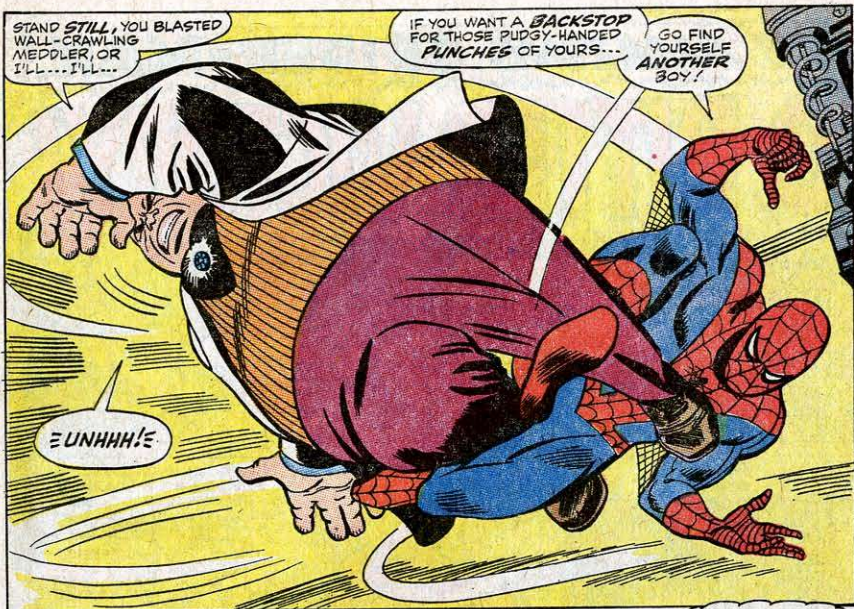
IF YOU THINK OUR WEB-SPINNERS IN TROUBLE NOW,
WAIT'LL YOU SEE THE NEW HEART-RENDING HANG-
UPS AHEAD, PEERLESSLY PRESENTED BY:

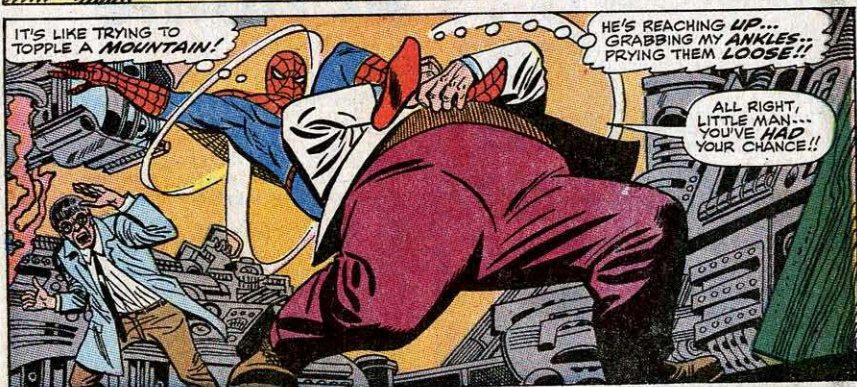
STAN
(THE MAN) **LEE**

JOHNNY
(RING-A-DING)
ROMITA

WITH AN ADMIRABLE ASSIST BY:
DASHING DONNIE HECK & MIGHTY MICKEY DEMEO
AND THE EVER-LOVIN' LETTERING OF:
SWINGIN' SAMMY ROSEN

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CONTINUED AFTER NEXT PAGE

Second chance for high school drop-outs to get a diploma



Now you can Finish High School at home

EARN A DIPLOMA IN YOUR SPARE TIME
WITHOUT LOSING A DAY'S PAY

QUALIFY FOR A BETTER JOB HIGHER PAY • GREATER SECURITY

\$75,000 extra income in a lifetime

U.S. Government figures show the average high school graduate earns \$75,000 more than the non-graduate. Here's what you can do with the extra money:



Live in a home of your own in a fine neighborhood.

Drive a new car, provide other luxuries for your family.



Watch your savings account grow — enjoy real security.

HERE'S A NEW, easier way for anyone over 17 to finish high school at home — with just a few hours a week of spare-time study. You don't have to go back to school — school comes to you.

This new, streamlined program is offered by Academy for Home Study. It was planned especially for working men and women who need a diploma to get ahead and can't take time out to go back to classroom study. It offers these advantages:

- Full Credit for Previous Schooling
- Simplified Lessons • Very Little Writing
- True-False Multiple-Choice Tests
- Qualified Teachers • Easy-to-Read Text Books

A diploma means a lot today — in prestige and in cash, and in greater job opportunities—increased job security.

Get the Full Story—FREE

Send for Academy's FREE booklet. It tells you how you can finish high school at home. Low cost, easy terms. You will also receive free a valuable Government booklet with advice for drop-outs, and a self-scoring test of your general knowledge. You may discover you are much closer to completing high school than you imagined. Mail coupon below today. Academy, 425 South Dearborn, Chicago, Illinois 60605.

ACADEMY FOR HOME STUDY

425 S. Dearborn, Dept. 75-910, Chicago, Illinois 60605

Please rush FREE booklet on how to finish high school at home, also free Government booklet and self-scoring test. No obligation.

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

Address.....Apt. No.....County.....

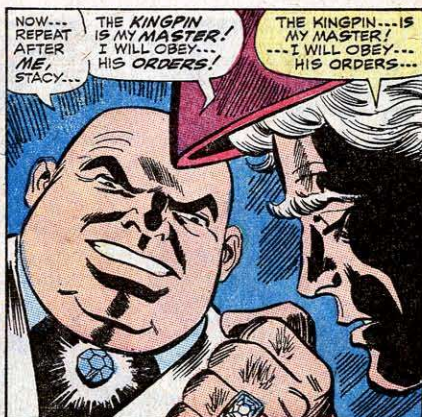
City & State.....Zip No.....

Accredited Member National Home Study Council

964









ABOUT YOU, YOU HANDSOME CREATURE!

ABOUT THE MOST WONDERFUL FATHER ANY FORTUNATE FEMALE EVER HAD!

BUT, THAT FIGHT I SAW... YOU SAY IT WAS LIKE NO-WHERE?

MAYBE THEY WERE REHEARSING AN ACT!



YOU MAY ALL REST ASSURED... THERE IS NOTHING... TO BE CONCERNED ABOUT!

AND NOW... LET'S FINISH ENJOYING OUR DINNER... AND THE DELIGHTFUL SHOW!

I HOPE... YOU WILL DANCE FOR US AGAIN, YOUNG LADY!

YOU KNOW IT, MAN!



DAD... I STILL DON'T UNDERSTAND!

IF MJ SAW A FIGHT BACKSTAGE... INVOLVING SPIDER-MAN... IT MUST BE SOMETHING SERIOUS!

AND PETER WENT BACK THERE, WHY HASN'T HE RETURNED?

YOU KNOW HIM, GWEN!

HE'S PROBABLY ON THE TRAIL OF SOME NEWS PIX!



BUT, ALAS, AS A CRYSTAL-BALL GAZER, HARRY OSBORN LEAVES A LOT TO BE DESIRED...

CAN'T GO BACK FEELING LIKE THIS!

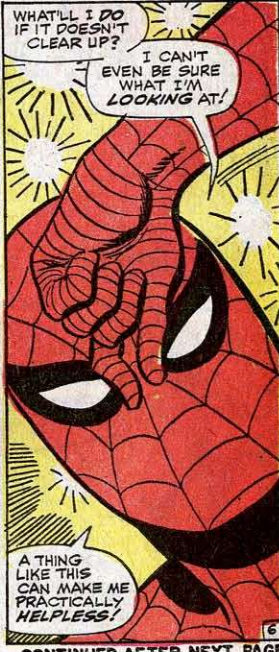
THAT ELECTRIC BLAST REALLY SHOOK ME UP!



BUT, WORST OF ALL... WHENEVER I LOOK AT ANYTHING...

I SEE TWO OF IT...

THAT'S ALL I NEEDED... A CASE OF DOUBLE VISION!



WHAT'LL I DO IF IT DOESN'T CLEAR UP?

I CAN'T EVEN BE SURE WHAT I'M LOOKING AT!

A THING LIKE THIS CAN MAKE ME PRACTICALLY HELPLESS!

CONTINUED AFTER NEXT PAGE

MARVEL SUPER-HERO T-SHIRTS

only \$1.60

PLUS 25¢ FOR POSTAGE AND HANDLING

EA.



CAPTAIN MARVEL



THE FANTASTIC FOUR



IRON MAN



THE MIGHTY THOR



THE AMAZING SPIDER-MAN



THE AVENGERS



THE INCREDIBLE HULK

IT'S BRAND NEW! A CATACLYSMIC... CAPTAIN MARVEL T-SHIRT!

WRITE SIZE IN COUPON BELOW
 YOUTH - MEDIUM, LARGE
 ADULT - SMALL, MEDIUM, LARGE

MARVEL SWEAT SHIRTS



IT'S CLOSERIN TIME



HERE COMES THE INCREDIBLE HULK

\$3.15 EA.

CHARACTERS	SIZE	QUANTITY	CHARACTERS	SIZE	QUANTITY
FANTASTIC FOUR			SPIDER-MAN		
THE HULK			IRON MAN		
AVENGERS			THOR		
CAPT. MARVEL					
TOTAL			\$		

NAME _____

ADDRESS _____

CITY _____ STATE _____ ZIP _____

PLEASE SEND **THING** SWEAT-SHIRTS
 PLEASE SEND **HULK** SWEAT-SHIRTS

CHECK SIZE
 THING ☐ YOUTH ☐ ADULT
 HULK ☐ YOUTH ☐ ADULT

TOTAL \$ _____

PLEASE ADD 25¢ PER ITEM FOR POSTAGE AND HANDLING. PRINT CAREFULLY. ADD 20¢ EXTRA FOR EACH CANADIAN AND EUROPEAN ORDER. ALLOW 3 TO 4 WEEKS FOR DELIVERY.

PLEASE - SEND NO CASH! CHECK OR MONEY ORDER ONLY, TO:

MARVEL COMICS GROUP, DEPT. A J 625 MADISON AVE., NEW YORK, N.Y. 10022



The MERRY MARVEL MARCHING SOCIETY ANNOUNCES A NIFTY NEW MEMBERSHIP KIT!

JUST FEAST YOUR BABY-BLUES ON WHAT ALL NEW MEMBERS ARE GONNA GET...

AN ALL NEW MEMBERSHIP PIN... AN OFFICIAL RECORDING OF THE M.M.M.S. SONGS... SWINGIN' STICKERS OF EIGHT MARVEL HEROES... A NUTTY NEW NOTE PAD... A MAGNIFIQUENT MARVEL MINI-BOOK... A MIND-SNAPPING MARVEL PENCIL... A MAJESTIC M.M.M.S. CERTIFICATE AND YOUR OWN MEMBERSHIP CARD.

NOW THIS IS THE PART THAT I'LL REALLY KNOCK YOU FOR A LOOP! YOU GET ALL THESE GROOVY GOODIES FOR THE PALTRY SUM OF... \$1.00

OKAY, MADHEN... HERE'S MY HARD-EARNED \$1.00 WHICH I'M SENDING YOU AT: M.M.M.S., MARVEL COMICS GROUP, 625 MADISON AVE., N.Y.C., N.Y. 10022. MAKE ME A MAGNIFIQUENT MERRY MARCHER AND RUSH ME MY KRAZY KIT!

NAME _____

ADDRESS _____

CITY _____ STATE _____

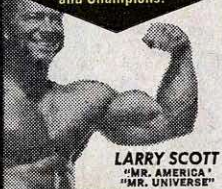
ZIP _____

PLEASE - SEND NO CASH! CHECK OR MONEY ORDER ONLY!

NOTE TO PRESENT MEMBERS: WE HAVEN'T FORGOTTEN YOU, FRANTIC ONES! WE'RE OFFERING YOU THE NEW KIT AT THE SPECIAL PRICE OF 75¢! (OUR OWN COST!) SO JUST SEND YOUR MEMBERSHIP NUMBER WITH THE COUPON TO KEEP YOURSELF MARCHING IN STEP!

Send For Free Information On How
**YOU, TOO, CAN OWN
A POWER-PACK BODY**

Like These Weider Pupils
and Champions!



LARRY SCOTT
"MR. AMERICA"
"MR. UNIVERSE"

Twice "Mr. Olympia" winner—Larry stands 5' 7", weighs 205 lbs. and has a pair of 20" arms! He is considered one of the world's best-built men—but he was a little weaker before mailing the coupon! This Can Happen To You Too!



FREDDY ORTIZ
"MR. AMERICA"
"MR. UNIVERSE"

Winner—Freddy stands 5' 5", weighs 165 lbs. of rock-hard muscle. His arms measure 19" and he is considered the best-built short man in the world. Yet, he was a little weaker before sending in the coupon! Why Not You?



RICKY WAYNE
"MR. EUROPE"
"MR. UNIVERSE"

Winner—Ricky is 5' 8", weighs 198 lbs. of Herculean muscle. His arms measure a full 19 1/2", and he is considered the best-built man in Europe today. He weighed a pitiful 123 lbs. before sending the coupon! And It Can Happen To You!



CHUCK SIPES
"MR. AMERICA"
"MR. UNIVERSE"

Winner—Chuck stands 6' 1", weighs 225 lbs., and has a pair of 20" arms—among the strongest in the world! He was a 141-lb. weakling before sending in the free coupon! Now, How About You?

Weider-Pupil
DAVE DRAPER
"MR. AMERICA"
"MR. UNIVERSE"

Winner, and movie-TV star—Dave stands 6' 2", weighs 235 lbs., and owns the largest arms in the world—21" upper-arm, 17" lower-arm! Yet, he was fat and flabby before mailing the coupon! But Why Wait? Rush!



FREE! MUSCLE COURSE THAT CAN ADD 3 INCHES TO YOUR ARMS FAST!

...AND MAKE YOU INTO AN ATHLETIC VIRILE HE-MAN!!

In half the time, with twice the ease, in the privacy of your own room, in just a few minutes a day, I will, through my "TRIPLE-PROGRESSION COURSE" that I want to send you FREE, guarantee that virtually overnight, you will experience a muscle-building miracle! Before your eyes you'll slap on inches of steel-hard muscles to your pipe-stem arms, pack your chest with power and size, give yourself life-guard shoulders, dynamic, speedy, athletic legs. Add jet-charged strength to every muscle in your body. I don't care if, today, you own the scraggiest, flabbiest, skinniest or funniest-looking body, whether you're tall or short, young or not-so-young, skinny or fat, office-worker, laborer, school-boy or businessman, I must make a new,

virile he-man out of you—with handsome muscles bursting out all over! They will ripple with power, vibrate with energy! And for the first time in your life, men will envy your body—women admire it, because at last you will own a body that brings you fame instead of shame! What I did for Dave Draper "Mr. Universe" winner, and for hundreds of other champions since 1936, I am ready to do for you! A-C-T-I-O-N is the key to strength! Fill out the coupon below NOW! Rush it to me—and in hours, with no charge to you—at my own expense, you too, like Dave Draper did, will start putting an end to your weakness! You have nothing to lose but your weakness! ACT NOW!—SUPPLY IS LIMITED!

THIS GIANT 32 PAGE COURSE

WRITE TO: JOE WEIDER Dept. 83-486
TRAINER OF CHAMPIONS SINCE 1936,
531-32nd Street, Union City, N.J. 07087

Dear Joe: Shoot the works! I am saying YES to becoming a New Man! Rush me your free Muscle-Building Information which I can use right now at home to build a handsome and useful body.

I enclose only 25¢ to cover the cost of handling and mailing. I am under no further obligation.

NAME _____
ADDRESS _____
CITY _____ STATE _____
ZIP CODE _____ AGE _____
(Please print clearly)

I have ✓ where I need more muscles:

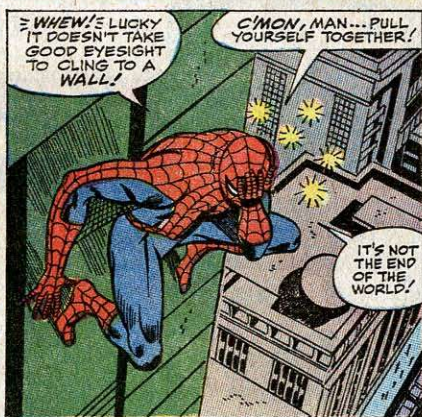
I want: ☐ Bigger Arms ☐ Larger Neck ☐ Deeper Chest
☐ Trim Waist ☐ Athletic Legs ☐ Added Weight
☐ Broader Shoulders ☐ More Endurance and Power

JOE WEIDER
Personal Trainer of "Mr. America," "Mr. Universe," "Mr. Canada," perfect men title winners since 1936—and over 2,000,000 successful pupils the world over!

MAIL COUPON TODAY! NO OBLIGATION! NOTHING TO BUY!

**ABSOLUTELY
FREE!**



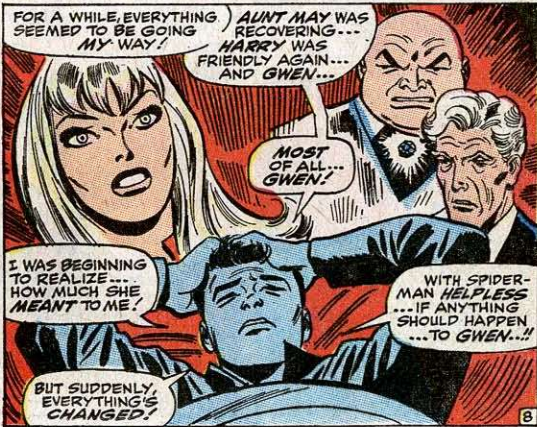


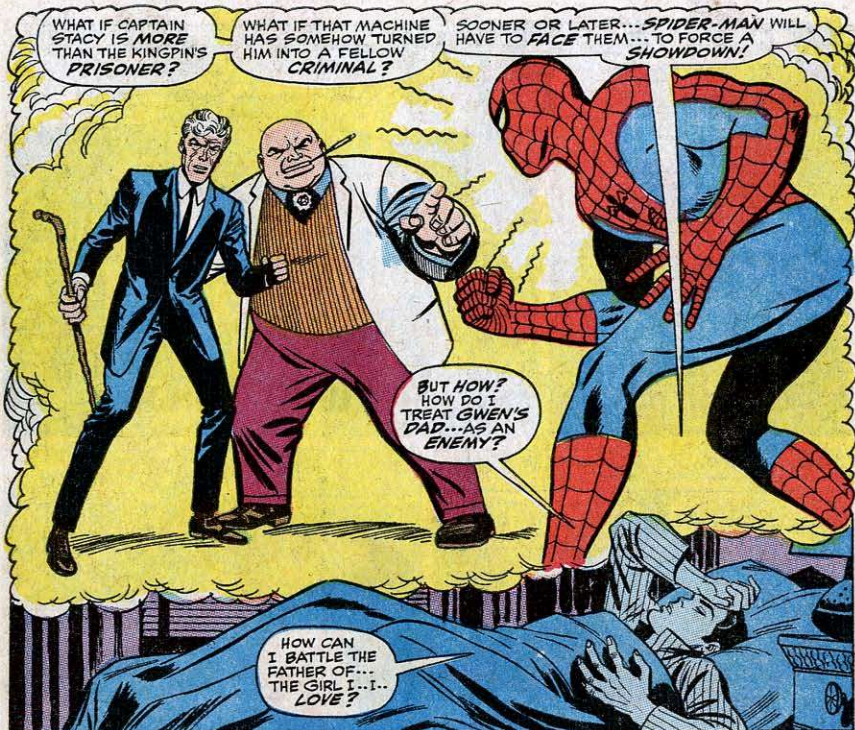


SECONDS LATER, AS PETER PARKER FALTERINGLY WALKS IN THE OPPOSITE DIRECTION ...



BUT THERE ARE SOME THINGS EVEN WORSE THAN FATIGUE... AS OUR SORELY-TRIOUBED HERO CAN TESTIFY...









AND, NO SOONER DOES CAPTAIN STACY STRIKE THE FLOOR, THAN PETER PARKER'S MOST DESPERATE FEAR IS DRAMATICALLY REALIZED...

DAD! YOU'RE HURT!
WHAT HAPPENED??

WHATEVER HE SAYS...
WHATEVER YOU HEAR...

IT ISN'T...
WHAT IT SEEMS!

HE'S MAD! HE ATTACKED ME...
FOR NO REASON AT ALL!

CALL THE POLICE...
DO YOU HEAR?
THE BOY IS DANGEROUS!



YOU... YOU TELL ME NOT TO BELIEVE...
WHAT I SEE WITH MY OWN EYES!

YOU STRUCK MY OWN FATHER... AN OLD MAN... THE DEAREST... THE GENTLEST MAN WHO EVER LIVED!

NO, GWEN... NO!

THEN DENY IT! LET ME HEAR YOU DENY IT!

I--I CAN'T!

THERE'S NOTHING I CAN TELL HER... NO WAY TO EXPLAIN!

HOW? HOW COULD I EVER HAVE THOUGHT... THAT I CARED FOR YOU...??

I'VE NO PROOF... OF ANYTHING!

ALL I CAN DO... BY TELLING HER THE TRUTH ABOUT HER FATHER... IS TO MAKE HER HATE ME... EVEN MORE!

GET OUT, PETER... GET OUT! AND NEVER COME BACK!

I NEVER WANT TO SEE YOU AGAIN... EVER!

I CAN'T BLAME HER! AND YET...

WHAT DO I DO NOW??





EXACTLY TEN SECONDS LATER... (FOR THOSE OF YOU WHO WANT TO TEST YOUR STOP-WATCHES)...

HIS NAME IS **PETER PARKER**... AND I JUST GAVE YOU HIS ADDRESS!

SO WHAT ARE YOU WAITING FOR? **MOVE!**

BUT... YOU SAID HE WAS... JUST A **KID!**

HE'S JUST **SUSPICIOUS**... HE DON'T REALLY **KNOW** ANYTHING!

SUPPOSE WE JUST **LEAN** ON 'IM A LITTLE... AND **SCARE** 'IM OFF?



HOW **ABOUT** IT, BOSS?

BOSS?... WHY DON'T YOU **ANSWER**...??

YOU INCONSEQUENTIAL, BRAINLESS INCOMPETENTS!

NOBODY GIVES THE **KINGPIN** ANY SUGGESTIONS!

NOW DO AS I SAID... OR IT'LL BE YOUR **NECK**... AS WELL AS **HIS!**



SURE, BOSS... SURE!

WE WERE ONLY **ASKIN'**, THAT'S ALL!

YOU CAN COUNT ON **US!**

BUT, AS LUCK WOULD HAVE IT, **PETER PARKER** SPENDS THE REST OF THE NIGHT AIMLESSLY WALKING THE STREETS... LOST IN HIS OWN TORTURED THOUGHTS... UNTIL, AT DAYBREAK...

MRS. WATSON... IS MY AUNT MAY HERE?

IS SHE... ALL RIGHT?

WHY, YES, PETER!

COME IN, SON! I WAS JUST ABOUT TO FIX HER BREAKFAST!

YOU... LOOK TIRED, PETER!

I WAS UP KIND OF LATE... STUDYING!

PETER, DEAR! WHAT A WONDERFUL SURPRISE!

I NEVER EXPECTED YOU SO EARLY!

I COULDN'T WAIT TO SEE HOW YOU FELT, AUNT MAY!

YOU SURE LOOK **SORY!** STILL PLAYING FULL-BACK FOR THE JETS?

PETER, THESE VISITS FROM YOU ARE BETTER THAN A TONIC FOR YOUR AUNT!

ISN'T HE THE DEAREST **PUSSYWILL**, ANNA?



THEN, AS THE LONG, FATEFUL MINUTES TICK BY...

IS SOMETHING **WRONG**, DEAR? YOU DON'T SEEM **YOURSELF**, TODAY!

I HOPE YOU'VE BEEN TAKING YOUR **VITAMIN PILLS**, PETER!

YOU KNOW HOW **EASILY** YOU **TIRE**!

DON'T WORRY ABOUT **ME**, AUNT MAY!

I'M ALWAYS A LITTLE **KEYED-UP**... JUST BEFORE **EXAMS**!



MEANWHILE, AT PETE'S APARTMENT...

WHOM DID YOU SAY YOU WANT?

A PUNK NAMED **PARKER**... AND YOU DON'T FIT HIS DESCRIPTION!

WE GOT TIRED OF WAITIN' OUTSIDE...

SO WE FIGURED WE'D COME AND **GET 'IM**!

HE'S NOT HERE! AND, EVEN IF HE **WERE**...



SHUDDUP! IF WE WANTED **CONVERSATION**, WE'D LISTEN TO **SUSSKIND**!

STOP! YOU CAN'T... **UNHH!**

DON'T BET ON IT!

LET'S GIVE THE JOINT THE **ONCE-OVER**!



NUTS! EVEN A **BEDBUG** COULDN'T HIDE IN **HERE**!

MAYBE SOMEONE TIPPED 'IM OFF AND HE FLEW THE **COOP**!

YEAH! A **FAT LOTTA GOOD** IT'LL DO HIM!



WE'LL BE **BACK**, JUNIOR!

AND IF WE FIND OUT THAT YA TIPPED **PARKER** OFF... WE'LL BE **REAL UNHAPPY**!

AND YOU WOULDN'T WANT US TO BE **UNHAPPY**, WOULD YA?



SO KEEP YER **TRAP SHUT**... OR WE'LL **GLAZE** IT FOR YA... FOR **GOOD**!

TALK ABOUT **TIMING**! GUESS WHO COMES IN, ABOUT FIVE MINUTES LATER...

HI, **HARRY**! I... **HEY!** WHAT HAPPENED HERE?

SUPPOSE YOU TELL ME, **ROOM-MATE**?

THEY WERE YOUR **PEN PALS**... NOT **MINE**!



THEY?? WHO'S THEY?
C'MON, **HARRY**! SPILL IT!

CONTINUED AFTER NEXT PAGE

SHOP BY MAIL

SHOP BY MAIL



**I'm 11 Years Old...
and Sell \$7500 to
\$10000 a Week**

writes Carl B. Rudd, Jr.
Exceptional Blair Dealer of Ohio
Says Carl: "I am very proud to have the opportunity to sell Blair Products. In the 1/2 month I have worked, I have bought my clothes and saved over \$200.00. I now have my business built up and sell \$7500 to \$10000 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 sales in your neighborhood famous Blair Quality Products—over 200 Food Products, Flavorings, Cosmetics, Household Items every home needs and uses every day. We'll send you big money-making Display Outfit containing full-size products worth \$5.00 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, weekly, just the best time! And you get valuable Premiums besides the cash you make!

SEND NO Just print name, address, age on coupon, mail it today for Display Outfit, complete money-making plans, Premium details, sent for FREE trial.
BLAIR, Dept. 272 6 D, Lynchburg, Virginia

BLAIR, Dept. 272 6 D Lynchburg, Virginia
Rush Display Outfit, full-size Blair Products, complete money-making plans, Premium details, sent for FREE trial.

Name _____ Age _____
Address _____
City _____ State _____ Zip _____

UGLY BROKEN NAILS! "POSSESS" LONG NAILS IN MINUTES



An amazing miracle liquid! Changes ugly nails in MINUTES into glamorous long nails **STRONGER THAN YOUR OWN!** Not a weak paste-on nail! Can be trimmed and polished. Stays nails from breaking, splitting and STOPS NAIL BITING! No matter what you do, these beautiful nails will stay on until your own nails grow out. Used by millions! NOW a special introductory offer! **LARGE \$5. KIT for ONLY \$1.98.** Send money with order and SAVE C.O.D. fee and postage. Mail orders to:
HEALTH AIDS CO., DEPT. NMC 8
Box 1, Rugby Sta., Brooklyn, N.Y. 11203

POEMS WANTED FOR SONGS & RECORDS

Opportunity open in booming music business. America's largest studio wants to see your material. No special training needed. Write words as you feel them. We'll tell you if they qualify. All types needed: ballad, R&B, sacred, rhythm & blues, western, etc. Examination and advice absolutely free. Send poems to: **Five Star Music Masters—Dept. 26, 6 Beacon St., Boston 8, Mass.**

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COURSE only \$26.95**
Tubes,
Components, tools,
books included.
Free brochure
EDU-KITS
Dept. 501-EV HEWLETT, N.Y. 11557

PLAY GUITAR IN 7 DAYS OR MONEY BACK

TOP GUITARIST ED SALE'S famous 66 page secret system teaches you to play a beautiful song the first day and in seven days! Contains 52 photos, 87 finger placing charts, 110 popular and western songs, (words and music); a \$1.00 Chord Finder of all the chords used in popular music; a \$3.00 Guitarist Book of Knowledge. **TOTAL VALUE \$70.00 \$2.98**
ALL FOR ONLY \$2.98
SEND NO MONEY! Just your name and address, pay postman \$2.98 plus C.O.D. postage. Or send \$3.00 with order and I pay postage. (Sorry, no C.O.D. outside Continental U.S.A.—please remit with order).
Unconditional Money-Back Guarantee
ED SALE
STUDIO 195 D AVON BY THE SEA, N.J. 07717

**X-RAY
SPECS**
An Hilarious Optical Illusion \$100

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. Send only \$1 plus 25¢ shipping charges.

Money Back Guarantee
HONOR HOUSE PRODUCTS CORP.
Lynbrook, N.Y. Dept. 77X416

IRRITATED EYELIDS?

Bathe them with LAVOPTIK, the Medicinal Eye Wash. Soothes and relieves sore, burning, itching eyelids; relaxes tired eyes. For dependable eye comfort insist on LAVOPTIK Eye Wash, eye cup included at your druggist. Satisfaction or your money back.

UNITED STATES & CANADIAN COINS

Encased Indian Cent.....1.00	Confederate 1/2 Replica.....25
U.S. Large Cent (Poor).....1.50	U.S. Civil War Cent.....1.00
2 Different Indian Cents.....75	3 Diff. Confederate Notes.....25
2 "S" Mint Lincoln Cents.....25	4 Tax-Tokens (Stars).....50
1943 Steel Cent Set.....1.00	20 Assorted Foreign Coins.....2.00
3 Diff. Liberty Nickels.....1.00	Canada Half Dollar.....1.00
"EXPO" 1967 Canada Set 1c to \$1.00, Six Pieces Complete.....6.00	
Canada Small Cent Collection, 1940 to 1967 "Complete".....1.75	
Canada 5c Nickel Collection, 1949 to 1967 "Complete".....4.00	
Canada 10c Silver Collection, 1949 to 1967 "Complete".....8.00	
SPRUCELAND M24, P.O. Box 106, SPRINGFIELD, MASS. 01101	

**MAKE YOUR OWN
MOTORIZED GO-KART
OR SPEED-BIKE!**
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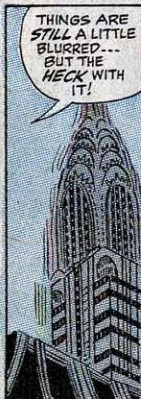
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NOTE: OUR LETTERS SECTION APPEARS AFTER NEXT PAGE...

HERE IS PROOF POSITIVE THAT THE BIGGEST BRAINS AT MARVEL --- DON'T KNOW WHAT THEY'RE DOING!

ITEM! Now that you're starting to recover from the sensational shock of seeing CAPTAIN AMERICA and the Incredible HULK in their own magnificent mags -- hold tight! Here comes the next big development in the Second Golden Age of Marvel -- I on sale right now you'll find three (count 'em, THREE) more titanic titles to boot you out of your seat! You guessed it -- IRON MAN and SUB-MARINER have just seen awarded full-length, monthly mags of their own -- and adventure-drama will never be the same! You know how valuable a first edition of any other Marvel masterpiece would be today... such as the first edition of FANTASTIC FOUR, or the Amazing SPIDER-MAN... well, just imagine how much IRON MAN #1 and SUB-MARINER #1 will be worth after you've kept them for a while! One thing you can't even begin to imagine is the excitement, drama, and suspense we've jam-packed into each gala premiere issue! So, why waste time with my more chatter? They're on sale now! They're great! Get 'em!

ITEM! But, we mentioned THREE new titles, didn't we? (Thought we goofed again, huh? Nyah!) Well, here's the other one you've been eagerly awaiting -- possibly the biggest, fastest smash-hit to come along since NOT BRAND ECH! It's an overwhelming mass reaction to the new star of MARVEL SUPERHEROES, that we've been forced to give none other than CAPTAIN MARVEL his own full-length monthly mag -- starting now! Yessir, he's on sale at this very minute, proving once again that what a Marvel fan wants -- he GETS! And even THAT isn't all! Read on, rascalpation --

ITEM! We had to do something with MARVEL SUPERHEROES since we kicked C. M. upstairs, and do something we've never decided to use this giant-sized, 25¢ bi-monthly mag as a vehicle for experimentation, and for presenting the most off-beat strips of all, both old and new. So, just for starters, we're featuring a brand-new, never-before-presented, full-length adventure of SPIDER-MAN in the issue of MARVEL SUPERHEROES which is now on sale! However -- it's a different type of Spider-Man -- drawn by a different artist -- just as an experiment. We couldn't decide what to do with it -- so, instead of keeping it hidden on a shelf, we thought we'd present it to you and see what you think. The story line is somewhat offbeat and not the usual Spidey adventure, and it's -- ah, why bother! You'll see for yourself in M.S.H. #14!

ITEM! And, speaking of new titles, maniacal Marvel has put together a totally different type of publication, just for a lark! It's a hilarious, laugh-packed illustrated joke book called "GROOVY!" It's on sale now for no more than the price of any other comic mag -- and if laughter's your bag, we urge you to grab a copy. But now, on to other subjects, before you start thinking that we're in this biz for the money!

ITEM! Once again we've got a Marvel-drama which we thought all of Marvel-dom might be interested in. So, without any further ado --

Dear Bullpen, I want to compliment all you guys for the great entertainment your mags bring to the invalids and the ill in our nation's hospitals. Being a volunteer worker at a hospital in Philly, I know how lonely some of the patients are, so I gather up all of my doubles and distribute them among the patients. Unfortunately, I've only enough for one floor, so I'm sending all kids with any extra Marvels to bring them to the nearest hospital. If they want to make a lot of patients happy,

Thanks from myself and the many patients for the hours of enjoyment you furnish. Sincerely,

Josh Zisman
6716 N. 17th St. R. Phila., Pa.

Our thanks to you, Josh, for a most worthwhile gesture and a grand idea. May we suggest that all our friends bring Marvel mags -- or indeed, ANY worthwhile periodicals -- to the nearest hospital as often as possible. You may not get a medal, but it's things like that which make life just a little bit nicer for others -- and isn't that really what it's all about?

MORE SURPRISES next ish -- plus the final rank of Marvel-drama for you to memorize and treasure forever! But now, since we're running plumb outta room, let's bow our heads for the nonce and think tidy thoughts, as we get into the mood for our sermon of the month, delivered as usual by our grinnin' guru -- Smilin' Stan himself --

STAN'S SOAPBOX!

We TOLD you that Marvel would make '68 the year of the big changes, the big excitement, and the big surprises! Well, believe it or not, there's still more in store for you! We've another couple of new titles to announce on this page next ish -- and still more unexpected goodies to dangle before you at the month's speed! By it's all part of a promise, a pledge we made a long time ago, when we vowed to continually improve the quality of comic magazines -- to make you proud to be a Marvelite. (Incidentally, didja know that more than a dozen college professors thruout America now use Marvel mags in their English Litt. courses as supplemental material! It's only a year -- and we're getting there, gang!) Anyway, we're presently working on a totally new magazine, one which may completely change the whole complexion of the comic book format. We expect it to be the most sensational success since Marvel itself first burst upon the public awareness with the impact of an H-bomb! Watch for clues in the months to come, and till we meet again -- let's be good to each other. There's gotta be SOME hope for a race that keeps reaching for the stars! -- Smiley

THE MIGHTY MARVEL CHECKLIST

Marvelous Mags On Sale Right Now!

NOT BRAND ECH! #2: So hilarious that it's still a sale! We don't want anyone to miss the hysterical ORIGIN OF THE FANTASTICAL FOUR -- or the brain-blasting ORIGIN OF STUPORMANI! But hurry -- there aren't many left!

FANTASTIC FOUR #74: We only need to mention one word -- and to advise you to get to your magazine dealer early! That word, of course, is -- GALACTUS! And we'll just whisper that the SILVER SURFER files again!

AVENGERS #51: GOLIATH regains his growing power! THOR battles IRON MAN! The madcap COLLECTOR tries once more to add the AVENGERS to his trophy case! It all adds up to action, loyal one -- and we did it just for you!

X-MEN #43: With PROFESSOR X dead, and the now leaderless X-MEN at their lowest ebb -- MAGNETO strikes! This drama-drenched powerhouse is an absolute must for all mutant-watchers! 'Nuff said!

DAREDEVIL #39: This is what you've been clamoring for! A new, truly unforgettable arch-villain, named the EXTERMINATOR! (And it's not hard to guess why!) Plus, the return of APE MAN, BIRD MAN, and CAT MAN! All that and DD too! How lucky can ya be?

THOR #151: At last! The mightiest hero of all regains his matchless power during the most dramatic sequence yet! It's not just ed to But, it looks as though it may be too late to gain a vital victory over the DESTROYER -- and, wouldja believe -- ULRIK!

CAPTAIN AMERICA #101: We're so excited about this one, we can hardly get the words out! Remember that almost legendary tale of the THREE SLEEPERS? Well, it seems there was a FOURTH -- and, not only that -- the RED SKULL lives again! Don't dare miss it!

INCREDIBLE HULK #103: The HULK returns to earth and discovers his last living friend, RICK JONES, has turned against him! Then, at his lowest ebb, he must face the most awesome menace of all -- the SPACE PARASITE!

IRON MAN #21: In this pulse-pounding premiere issue, Shellhead stops an attempt by AIM to duplicate his armor -- and at last unmasks the Maggia's loathsome leader, BIG MI Plus, the ORIGIN of IRON MAN! It's too much!

SUB-MARINER #1: At last, the long-awaited "ORIGIN OF SUB-MARINER!" -- along with the sense-shattering secret of Subby's anisias-plagued years! This has to be the most eagerly-anticipated Marvel premiere ever!

CAPTAIN MARVEL #1: Now, in his own magnificent mag, CAPTAIN MARVEL locks horns with the sense-shattering SENTRY in a titanic, twenty-page epic you'll never forget! At least, we hope not!

STRANGE TALES #168: JIMMY WOO becomes a full-fledged agent of SHIELD while battling a monstrous new menace -- and DOC STRANGE battles YANDROTH for the fateful, final time! This one's for action-lovers only!

SGT. FURY #33: In their most deadly mission yet, the HOWLERS go for broke to capture Hitler's right-hand man from an invincible fortress in the Bavarian Alps! It's the biggest battle-mag blockbuster of 'em all!

CAPTAIN SAVAGE #2: Acclaimed such a shell-shocked sensation that we're leaving it on sale for another month -- and no wonder, since it features the rip-roaring return of -- BARON STRUCKER!

MARVEL SUPERHEROES #14: An all-new, never-before-printed super-saga starring the one and only -- SPIDER-MAN! All this plus more golden-age adventures of CAPTAIN AMERICA, SUB-MARINER, and the HUMAN TORCH for a mere quarter! You'd better believe it!

MARVEL COLLECTORS' ITEM CLASSICS #14: The FF, Iron Man, Doctor Strange, and the Hulk -- all in one action-packed issue you'll never forget -- unless you're holding out on the Marvel Age of Comics! (Perish the thought!)

MARVEL TALES #14: SPIDEY, GIANT-MAN, THOR, and the magnificent MARVEL BOY -- almost more than mortal Marvelite can bear! It's a must for you gilly groovers in this goofy generation!



Let's meet 26 more M.M.M.S. members!

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THE SPIDER'S WEB

SEND YOUR LETTERS TO:

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

Dear Stan and John,

Boy, is that Stan a lousy writer! He has no imagination at all. None of the ways he described of how to get super-powers works. I tried them all. Why, I've been on top of telephone poles trying to get struck by lightning on cold rainy nights. I caught a cold and broke my neck and the shock of the thing almost killed me! I let myself get bitten by a radio-active spider. That thing itched for a month. I explored one hundred caves, only one of which had a secret room with a stick lying on a rock in it. I pounded it on the ground. All it did was split!

Tommy Rickman, 401 N.W. 6th St.
Tulsa, Texas

You've been doing it the hard way, Tommy! Why not try going up in a space ship and getting pelted with some cosmic rays? They tell us it's sure fire!

Dear Stan and John,

Every day around my neighborhood seems like a day out of your Spider-Comics, except that there are no super-villains like Doc Ock or the Vulture around. Believe it or not, my name is Peter Parker, and, of course, my favorite hero is the one and only Spider-Man. Now all I need is a friend named Harry, a girl named Gwen, an enemy named Electro and I'm all set. But I really wrote to tell you that I love Spidey and I hope you will keep on writing his exploits forever. What do you think my nickname is and what I'm called by all the kids? You guessed it! Spidey!

Peter Parker, 419 May St.

Braddock, Pa. 15230

Wowie, Petey-O — are we ever relieved! Until we read the last word — we were afraid your buddies might have tagged you Irving! Phew! Some guys have all the luck!

Dear Stan and John,

In answer to a rather irate letter writer in issue #56, I would like to put in a few words on your behalf. First, to start off, I am an avid fan of both Marvel and the other company mentioned. I don't believe your criticism of that company has ever gotten farther than the words, Brand Echh. While they have put you down left and right whenever they could get the chance. They used to be a fairly good company, but now they have stooped so low that even an ant couldn't be closer to the ground. While you have stayed at the top, ever improving and increasing your excellent mags. You don't have to make fun, as he said, to remain at the top. You don't make cracks about Brand Echh to be vicious as the competitor does, because undoubtedly, if you did, you would immediately go to the dogs. This indicates wise thinking. You have to have a lot of will power not to break into criticisms of them as they are doing to you. Both companies have good art and plots, but when I want the finest entertainment from comics — in art, action, story, and suspense — make mine Marvel!

Roger Gerberding, 259 N. LaSalle Ave.,

Bradley, Ill. 60915

Will do, Rog! As a matter of fact, we wouldn't have it any other way! But what's this about Brand Echh (Oops! We forgot we weren't gonna call 'em that anymore!) ranking us out all the time? We never really looked at it that way! It always seemed to us that they were kidding around in a friendly way — just as we've done with them! Regardless, though, we'd like to just mark the whole situation 'nuff said and go on to more constructive topics of discussion — like the number of blossoming begonias in Aunt Petunia's Easter bonnet!

Dear Stan and John,

I would say, from reading the visible type in Jonah Jameson's newspaper's front page — reproduced in part as a background for the cover of issue #56 — that the Daily Bugle is badly in need of proof-readers and makeup men. Not only does a story on the Pan-American games appear without a headline, but some type on a story about the effects of automation seems to have slipped into the body of the Spider-Man exposé story, rendering the whole story gibberish. The Bugle also needs new headline writers, and a new copy desk chief. Obviously, no deskman familiar with the bias of the publisher would have written, nor any copy chief approved, the headline: "Super-Hero Turns Bad." That Spider-Man is a menace has long been the Bugle's editorial stand. To Jameson, Spider-Man has not "turned" bad — he has always been bad. Additionally, to refer to Spider-Man as a super-hero without surrounding the hyphenated word with quotation marks to denote irony also appears to be against the paper's policy. A better headline would have been — "Super-Hero Proved Bad." To top the list of errors, the date of the newspaper is given as Saturday, Oct. 18, 1967. But Oct. 18 fell, of course, on a Wednesday. It is to be assumed that Mr. Jameson, despite his unlovely personality, is a professional enough newspaperman to rectify the bad situations in his editorial, mechanical and production departments — as even his most hypnotized subscribers will not put up with a paper that is simply unreadable.

Evan Crawley, 3100 W. Lyndale
Chicago, Ill. 60647

We won't argue that point, Evan — but, fortunately, there is an explanation! Since Groovy Gary Friedrich is a former newspaper editor, we put him in charge of getting the extra-edition ready for our cover! Unfortunately, of his many journalistic talents, we now know proof-reading is not one! Hooo-boy!

Dear Stan and John,

Not counting NOT BRAND ECHH, for the first time in the four years that I've been reading Marvel comics, you have done something which I cannot help but look at and cringe in the utter loathfulness of it. This deed is your treatment of Steve Gordon's letter in issue #56. You implied — no, you just about declared it in capital letters — that the people who read any comic besides yours need psychiatric help. I was shocked when I read this. If you read the United States Constitution, which you, in the past, seem to have supported so strongly, you'll find that it guarantees freedom of speech. By ridiculing this person in front of 325,000 fans, at least 100,000 of whom believe your every word, you have endangered Steve's constitutional rights. I am quite sure you understand. All I ask is that you apologize to him. If your answer does not admit your violation of his rights or if this is rewritten to make it seem like I forgive you in any way, you may consider your total circulation decreased by 150 comic books — this is the amount of Marvels that I buy each year.

Warren Bluhm, D-57 Brook Dr.
Chester, N.J.

And we sure don't wanna lose your business, Warry! We can't afford it! So, we apologize — if we, in fact, did violate Steve's rights! Actually, we only thought we were good-naturedly telling him that we think our mags are better — nothing more! But if anyone's feelings are hurt, we're truly sorry! (Okay, Mr. B. — now will you forget about taking it to the Supreme Court?)

Now hear this! Please keep all letters no longer than ONE PAGE! Have mercy, mellow ones!

Dear Stan and John,

Wow! You guys have really gone far out this time. First you give Spidey amnesia, and then one by one here come the problems. Of course, I'm speaking of issue #57. Boy, the troubles that guy's got! You just don't have any heart. For 57 issues all you've got to show for it is a long line of problems, almost I predict this one ought to turn out with some surprise endings. One of these I think will be that he was just unconscious when Ka-Zar pulled him out of the lake. Another is that when he recovers his memory, he will remember all the fuss Gwen put up just for Pete — I hope they get together. But it also brings up the problem that Gwen will hate Spidey. Oh well, I'm getting too confused so until Zabu gets tooth decay, I'll say 'nuff said!

Dan Boyle, 6207 Mark Dr.
Bedford Hills, Ohio

In that case, you're liable to be saying it for a long time — since Ka-Zar allows his saber-toothed pussycat to brush with *nothing* but the fluoride toothpaste approved by the American Dental Association's Council on Dental Therapeutics — and the new, improved version at that! Anyway, by now you know that you were right about Spidey being unconscious — and that the problem-plagued Mr. Parker still hasn't exactly moved in under his lucky star! But don't give up hope! Next ish, his fortunes will probably really turn sour!

Dear Stan and John,

SPIDER-MAN #56 was just too much for words! The art was just great. This issue had a lot of action in it. Actually, when I was reading it I never thought I'd see Spidey committing a crime. Before this issue came out I thought that Spidey would turn against Doc Ock's crime-committing even though he had amnesia. I sure hope he gets his memory back before something else happens, because I have the feeling that he may need it. A few weeks ago I was reading a letter in a comic collector's magazine. It stated some very interesting things about Marvel Comics. Here is part of that letter: "Marvel's quality remains consistently high, with a few improvements and declines from month to month. . . . The FANTASTIC FOUR and SPIDER-MAN are their best (mags), while X-MEN, at the present, is their worst, due entirely to artists." Well, I disagree. I believe all Marvel mags are the best. Here is another part of that letter: "Stan Lee, editor of Marvel comics, was awarded one of comicdom's highest honors when he was named this year's best editor and best writer in the field at the Academy convention." I'm real proud of you, Stan, and I hope that you will do even more of the same every year so that you can win more awards and can always be the best editor and writer!

Pratha Scullion, 1760 E. Columbia Ave.
College Park, Georgia 30022

Well, we can't make any guarantees about the awards, Pratha — that's up to the Academy! What we can promise you, though, is that ol' Smiley and company will do their Bullpen bustin' best to continue to bring you the *finest* in comic mag entertainment! Now, who says the Marvel Age of Comics can't last forever?

Dear Stan and John,

I caught Stan's interview over WFMU and thought it was simply fab! But to get down to business, I would like to say I really enjoyed SPIDER-MAN #56. It was a startling development to see Spidey lose his memory. John's artwork is really superb. I must mention that on page 20, panel 4 where Spidey's left-hand webbing is projecting in mid-air, it sticks to nothing! Look at the left hand portion — there's no building! To get to the question of Peter's personality, I think he should be a swinger as opposed to a square. After all, times are changing and Spider-Man should change with the times. Pete's life is more exciting, and it would be really depressing to see Pete become a

wallflower again. Pete is a symbol of our generation, so you should keep him as you have him now. Of course keep on giving him problems — that's Spidey's style. Well, until Doc Ock marries Aunt May, Nough Cedi!

Jeff Yablonska, 36 Nassau Rd.
Great Neck, N.Y. 11021

And, until a certain Jeff Yablonska learns how to *spell*, faze frunt! As for Spidey sticking with the swingin' style he's developed over the past few months, we couldn't agree more than that it's currently what's happening! We can't make any promises as to what the future will bring our favorite wall-crawler, though! Who knows, Aunt May's next heart attack might change Pete's life again — like, maybe he'll become a motorcycle outlaw! Oh, and about that webbing — it just hadn't reached what it was going to stick to yet! Can't you give us a measley couple of seconds? Sheesh!

Dear Stan and John,

What has fascinated me over the period of time I've been reading your SPIDER-MAN feature is its entirely new story line. Before the advent of Spider-Man, all you could see on the stands were the stories about the great superhero who was from the planet Flibbbjg and could lick an army of 10,000 with nine fingers tied behind his back. Sincerely, it was rather dull; the artwork was dull, and they had the marvy idea of cramming four stories into one 20-page issue. Very, very mass-produced. Then Peter Parker took the world by a storm! The idea was revolutionary; an 18-year-old science major in high school who was bitten by a radioactive spider during a class experiment. Now right there you have the makings of one of those Channel 7, six o'clock science fiction movies like "Floodle the Super Ape Eats Allentown, Pa. — Stop Him Before He Eats Kutztown!" But even with the first issue you developed what is cheerfully known as the "gimmick." Parker is only 18, and the powers of a super spider take a lot of maturity. It's a big step for one so unprepared. And I must say you jumped at it with all the valves open and full steam ahead. First Peter (Everytime Gwen or Mary Jane says "Pete" I die a little!) decides to get-rich-quick by working in a circus or some such; but his uncle is killed by a hood who passes Peter while the lad is merrily counting his week's pay in the hall. So, Peter Parker apprehends the crook in some dank alley and pledges his life to fight crime. (It may sound like I'm criticizing, but I'm not.) But now we come to the real meat of Spider-Man's success. That is darling J. Jonah Jameson, who is comicdom's Long John Nebel. This is the only flaw in the whole plot. A few issues ago we learned why Jameson hates Spider-Man — because he is jealous of him. Now this is weak. J.J.J. doesn't have to take out his frustrations on S-M. Why not the Fantastic Four or Daredevil? Why pick on poor Peter? This is really the only flimsy part of the plot. Nevertheless, I'm convinced that it is Jameson who gives SPIDER-MAN its wide appeal among all age groups. Jameson is the readers' personification of the teacher who assigns too much homework, the neighborhood bully, or the mean man behind the cash register in the supermarket. He is, to coin a phrase, the villain. J. Jonah Jameson has a personal vendetta against Spidey — and he wraps his editorials around Spider-Man's throat. He has a firm grip on your readers' throats, too. And he won't let go, either.

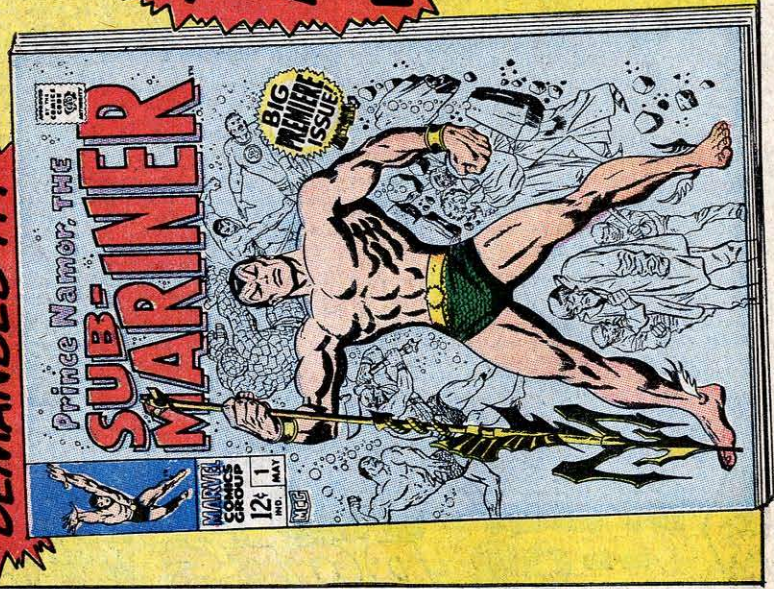
Burton Wolder, 3288 Reservoir Oval E.
Bronx, New York 10467

You're darned straight he won't! If he's the one who has you Spidophiles hooked, we're gonna let him keep you that way! As a matter of fact, if he's really that great, maybe we could put a costume on him and change him into . . . would'ja believe Triple-J Man? Oh well, at least it'd beat having to read his editorials over a glass of instant breakfast every morning!

NEXT

SPIDEY WINS AT LAST!
--OR DOES HE?

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DEMANDED IT!**



**IN
THEIR
OWN
MAGS
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Carl Kock was an 18-year-old apprentice in a Chicago art studio when he enrolled. Today he prepares ads for such companies as General Motors and Firestone—has won five gold medals.

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Paul Sullivan enrolled at 14. His Famous Artists training helped him work his way through college.

Kathleen Girona of Indiana, Pennsylvania, was an 18-year-old salesgirl in a department store. She still works for a department store, but now it's as an advertising artist and fashion illustrator.

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training they need—including all the trade secrets and know-how we've learned over the years?"

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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 and grades it free. Men and women who do well on the test—or offer other sufficient evidence of art talent—may enroll in the School. But there's no obligation. Simply mail the coupon below.

Famous Artists School Studio 5740 Westport, Conn. 06880

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Mr. }
Mrs. } ← Circle one and please print
Miss }

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City _____

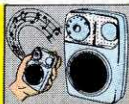
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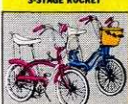
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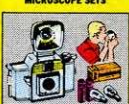
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