



the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY

MARVEL
COMICS
GROUP
12¢ 67
IND. DEC





LOOK WHAT'S HAPPENING

TO THE HANDSOME MUSCULAR MEN ON MUSCLE BEACH, CALIFORNIA!

WITH ONE TWIST, IN JUST ONE SECOND, They're Adding Inches of Muscles, To Their Arms, Chest, Shoulders. WHY NOT YOU?

The "007" TWISTER is turning them on—even the Girls! From one end of Muscle Beach to the other, muscular things are popping up everywhere you go! The handsome, fun-going attractive fellows are twisting with the "007" TWISTER to add up to 2" on their arms, 4" on their chest, besides muscularizing their waists and building vigorous legs. They are giving the more than 500 muscles in their bodies a thorough going-over—to build power—rugged vigor—herculean muscular size, because they need he-man muscles—for surfing, swimming and lifting girls overhead with one arm! They know that one twist of the "007" TWISTER makes their muscles come alive with VIGOR...POWER...for Super Happenings! Don't you just read this ad—JOIN THE FUN! —SHAPE UP!—And What Shape You'll Be In!

MUSCLES—ARE FOR REAL MEN!

See For Yourself What Super-Happenings You're In On When You Start Twisting With the "007" TWISTER and Build Your Own Muscular Go-Go, Action-Packed Body—all in the privacy of your own home!

THE BODY BEAUTIFUL LOOK IS CREATED WITH THE "007" TWISTER!
Beauty—Muscularize—Give Your Body the Tough and Rugged Muscular Look of a Muscle Beach He-Man!



DOES YOUR BODY LOOK MUSCLE-STARVED? Then become this new breed of wildcat!

Be my guest—use the "007" TWISTER and if 5 minutes doesn't convince you that you too can easily toughen up and put yourself in this exciting, dramatic Muscle Beach setting, return it for a full refund! Fair? My "007" TWISTER is Tough—Durable—

Elegant, made of chromed-steel tubing with easy to hold rubber grippers. As you take it in your hands, the very first twist of its shiny coils will make every muscle in your body COME ALIVE with Vigor and Power! It gently coaxes your arms, chest, back and legs into Super-Muscle Happenings, adding inches of rugged muscle all over your body! It makes you Shape Up—Toughen Up—Muscle Up FAST...the Muscle Beach Way! So start going with the youthful, fun-loving crowd now—bring some Muscle Beach excitement into your life—by ordering your "007" TWISTER today! IT'S GUARANTEED TO PRODUCE RESULTS—OR MONEY BACK!

THIS IS A LIMITED OFFER AND AVAILABLE ONLY THROUGH THIS COUPON—SO HURRY!

FREE!

THIS 128-PAGE BOOK—to help you Muscle Up to a bigger, better, more "cut-up" body! Contains 15 exciting courses with over 200 photos of the Champs in muscle building action! A \$5 value—it's yours FREE—just for ordering the "007" TWISTER! Get your copy NOW!



THE ROMANTIC LOOK IS CREATED BY THE "007" TWISTER!



ONLY \$998
Postpaid

Comes with FREE illustrated course of instructions.

My Personal Guarantee: YOU MUST BUILD A MUSCLE BEACH, "SUPER-HAPPENING" MUSCULAR BODY OR RETURN THE TWISTER FOR EVERY PENNY BACK! ORDER NOW!

CALIFORNIA, MUSCLE BEACH—BODYBUILDER

JOE WEIDER
531-32nd Street
Union City, N.J. 07087

Dept. 83-118 P T

Dear Joe:

I want to bring the excitement of Muscle Beach into my life and make my muscles "come alive" with Super Happenings, too! Enclosed is \$9.98—rush me the "007" along with free instructions and the FREE muscle building book. I understand that if I am not completely satisfied, I may return the TWISTER for a full refund.

NAME _____ AGE _____
(please print clearly)

ADDRESS _____

CITY _____ STATE _____ ZIP _____

THE AMAZING SPIDER-MAN!

TO SQUASH A SPIDER!

TRAPPED BY THE MADLY
MURDEROUS MYSTERY,
OUR HAPLESS WEB-
SPINNER SUDDENLY
REGAINS CONSCIOUS-
NESS, ONLY TO FIND THAT
HE HAS BECOME--
SIX INCHES TALL!
AND THEN--

HE'S--
TRYING TO--
SQUASH
ME!!

NO WONDER IT'S GREAT! LOOK WHO DID IT--
STAN LEE and JOHNNY ROMITA
WRITER and ARTIST

JIM (MADMAN) MOONEY-- EMBELLISHER
LETTERED BY: ARTIE SIMK

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HE CRUSHED
THAT METAL
POLE WITH
ONE
GIGANTIC
HAND!

BUT NOW
HE'S
VANISHED--
IN ANOTHER
PUFF OF
SMOKE!

WHY? WHY
WOULD HE
TRY TO HIDE,
IF MY PLIGHT
IS SO
HOPELESS?

CONGRATU-
LATIONS,
LITTLE MAN!
YOU DODGED
MY BLOW
JUST IN
TIME!

IF YOU'RE
WONDERING WHY
I'VE CONCEALED
MYSELF--I'LL
SET YOUR DOUBTS
TO REST!

MERELY CRUSHING
YOU IS ALMOST TOO
EASY! FIRST, I'LL
MYSTIFY YOU--TO
THE POINT OF
MADNESS!

IT'S A
GIGANTIC,
CLENCHED
FIST!

UH OH!
SOMETHING
HURTLING
TOWARDS
ME--OUT OF
THE MIST--!

WHEW! I'VE
SMALL AS I
AM--IT FELT
LIKE A MISSILE
ZOOMING PAST!

THIS WOULD
ALMOST BE
LAUGHABLE--
IF I DIDN'T
KNOW HE
MEANS IT!

--AND IF I DIDN'T
FEEL AS THOUGH
I'M TRAPPED IN
A FULL-TIME
NIGHTMARE!

BY NOW,
YOU ARE
UNDoubtedly
AWARE THAT
I AM MERELY
TOYING WITH
YOU!

BUT, YOU'LL
NEVER KNOW
WHEN MY
REAL
ATTACK
WILL BE
LAUNCHED!



LOOK, FELLOWS!

You Can Win Your Choice of
Neat Prizes **FREE** Regularly

PLUS AS MUCH AS \$100 to \$500 CASH
EVERY WEEK!



If You're a Boy 12 Years Old or Older, You Can Be a Happy, Prosperous GRIT Salesman

Join over 30,000 boys who win dandy FREE Prizes and make as much as \$1.00 to \$5.00 and even more, selling GRIT to friends, neighbors, relatives and others, every week. Everyone is eager to buy GRIT from you at only 15¢ a copy, because it contains World News, Sports, Women's Features, Children's Page, Popular Comics, Games, Puzzles, Exciting Fiction.

GRIT Sells for 15¢ a Copy... You Keep 5¢ Profit!

Yes, 5¢ out of every 15¢ you take in is yours to keep. Sell only 20 copies a week, and you make \$1.00 profit each week, \$52.00 in a year... plus valuable Prizes you win FREE regularly! We'll help you get started now, in a profitable business of your own. Mail the Coupon TODAY!

Over 30,000 Boys Make Money and Get Dandy Prizes Without 1¢ Cost

We'll send you GRIT right away, by mail, along with many valuable selling helps. You pay **ONLY** for the copies you sell until you know how many to order. Like 30,000 other boys, 12 or older, you'll find selling GRIT is easy, fun—and profitable!

MAIL THIS COUPON TODAY!

If coupon is already torn out, print your name, address, age and date of birth and mail it to:

GRIT Department MC 108
Williamsport, Penna. 17701

Papers sent only to boys in Continental U. S.

GRIT PUBLISHING CO.,
Williamsport, Pa., 17701

PLEASE PRINT

Dept. MC 108

Send my first bundle of papers, selling helps and prize offers.

Name _____

Are You a Boy? _____ Age _____ Date Born _____ Year _____

In Care of _____

Street and No. _____ R.F.D. _____

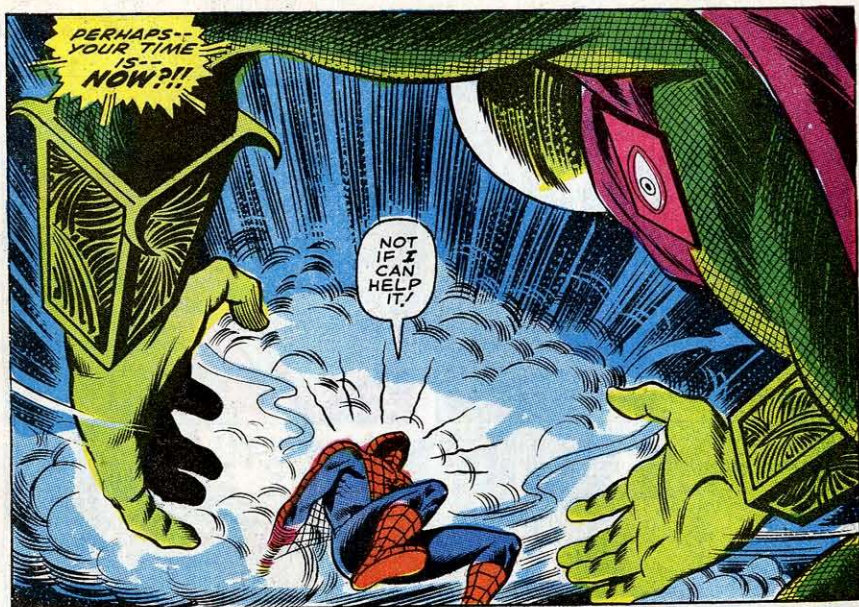
Post Office _____ State _____

Zip Code No. _____

Print Your
Last Name
Plainly Here

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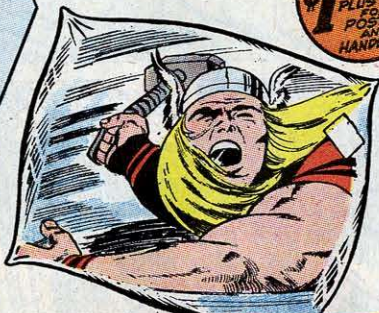


IT'S BRAND NEW!! MARVEL'S SWINGIN' INFLATABLE PLASTIC PILLOWS!

INTRODUCING THE LATEST, MOST ORIGINAL MARVEL MERCHANDISING MASTERPIECES EVER... THREE DIMENSIONAL SUPER-HERO PLASTIC PILLOWS THAT CAN HOLD MORE WEIGHT THAN YOU CAN SHAKE A FORBUSH AT! YOU CAN BANG 'EM! TOSS 'EM! EVEN LET 'EM HANG LOOSE ON THE WALL! ...EITHER SPIDER-MAN OR THOR, ^{IN FULL COLOR YET!}



\$1.50
PLUS 15¢
FOR POSTAGE
AND HANDLING



I'D LIKE _____ SPIDER-MAN PILLOWS.

I'D LIKE _____ THOR PILLOWS.

TOTAL → _____

SEND TO:

MARVEL COMICS GROUP, DEPT. PP
625 MADISON AVE. N.Y.C. N.Y. 10022

NAME _____

ADDRESS _____

CITY _____

STATE _____

ZIP _____

SEND NO CASH! CHECK
OR MONEY ORDER ONLY

MARVEL SUPER-HERO T-SHIRTS

ONLY \$2.00 EA. INCLUDING
POSTAGE AND HANDLING. WRITE
SIZE IN COUPON BELOW:
YOUTH - MEDIUM-LARGE
ADULT - SMALL-MEDIUM-LARGE



WE'VE ONLY GOT A
LIMITED SUPPLY.
FRANTIC ONES, SO RUSH
YOUR ORDER IN NOW!

The MERRY MARVEL MARCHING SOCIETY MEMBERSHIP KIT!

ALL NEW MEMBERSHIP KIT:
AN OFFICIAL RECORDING
OF M.M.M.S. SONG...
SWINGIN' STICKERS OF
EIGHT MARVEL HEROES
...A NUTTY NEW NOTE
PAD... A MARVEL MINI-
BOOK... A MARVEL
PENCIL... AN M.M.M.S.
CERTIFICATE... YOUR OWN
MEMBERSHIP CARD...
ALL FOR ONLY \$100
PRESENT MEMBERS:
SEND US YOUR MEMBERSHIP
NUMBER AND WE'LL
SEND YOU NEW KIT FOR 75¢

T-SHIRTS	SIZE	QUANTITY
CAPT. MARVEL		
SPIDER-MAN		
THE HULK		
THOR		

TOTAL

\$ _____

MERRY MARVEL
MARCHING SOCIETY
KIT \$ _____



O.KAY, MADMEN... HERE'S MY HARD-
EARNED CASH, WHICH I'M SENDING YOU AT:
M.M.M.S. MARVEL COMICS GROUP DEPT. A.J.
625 MADISON AVE. N.Y.C. N.Y. 10022

NAME _____

ADDRESS _____

CITY _____

STATE _____

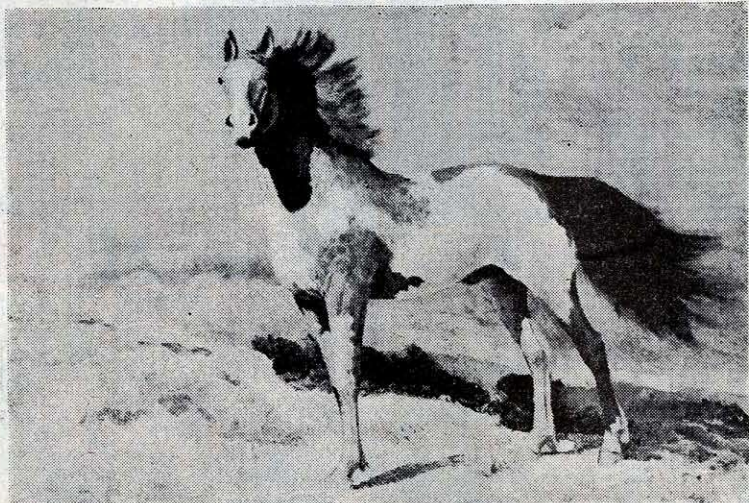
ZIP _____

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

ADD 20¢ EXTRA FOR EACH CANADIAN AND EUROPEAN ORDER! ALLOW 3-4 WEEKS FOR DELIVERY!

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FREE!

KING OF THE STALLIONS 16" x 20" Mural

**SUPERB, ORIGINAL OIL PAINTING REPRODUCTION—YOURS FREE
WHEN YOU PURCHASE THESE 4 MAGNIFICENT THOROUGHBREDS**

**\$1 ALL FOUR PRINTS IN GLORIOUS \$1
COLOR ONLY ONE DOLLAR**

Imagine hanging these superb masterpieces in your home or office. The small illustrations here cannot possibly show you the beauty and majesty captured by the artist ... only when you see them can you appreciate their beauty and grandeur. Never before has there been such a sensational art offer! Order NOW, get your giant mural free!

OFFER WILL NOT BE REPEATED

Order immediately: such an incredible offer will be made only once. Use handy offer form, send just \$1 plus 25¢ postage and we will send you all four plus your Giant Mural FREE. You must be delighted or return for full money back. Offer will not be repeated.



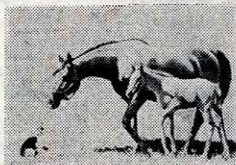
Aristocracy Lady



Pride 'O Duchess



Fascinator Empress



Lady Gallant

**4 Magnificent Thoroughbred Paintings.
Yours As Large As 9" x 12" Full Color Reproductions.
Ideal for Home or Office or As Gifts.**

**COLONIAL STUDIOS, Dept. KH — 35
20 Bank Street, White Plains, New York 10606**

Please send me the 4 full color Thoroughbred prints for just \$1 plus 25¢ postage AND MY GIANT MURAL FREE. Full money back guarantee if I am not delighted.

Enclosed is \$ Cash, Check or Money Order

NAME (Please Print)

ADDRESS

CITY STATE ZIP

SAVE! SPECIAL OFFER: Order 2 sets of all 4 prints for only \$2. The extra sets make perfect gifts, and you get a FREE Mural with each extra set!







WORLD'S *FASTEST* TRAIN

The "New Tokaido" train running between Tokyo and Osaka, Japan, is the fastest train service in the world. Part of Japanese National Railways, this train makes the 320.2 mile run in 3 hours 10 minutes, at an average speed of more than 101 m.p.h. Each train is made up of 12 cars, weighs 80 tons and can reach a top speed of 155 m.p.h. The "New Tokaido" is powered by motors with the energy of 11,943 horsepower.



WORLD'S *FASTEST* KID

The Cheerios Kid gets his energy from Cheerios. Like you, he needs a fresh supply of go-power every day. And, a breakfast with Cheerios and milk is packed with muscle-building protein and energy for go-power. Get yourself Go. Get Cheerios!



GENERAL MILLS

SG.M.

MYSTERIO
LEFT
NOTHING...
CHANCE!

EVERY TRAP
LEADS TO
ANOTHER!

AND EACH IS
MORE
UNEXPECTED
--MORE
DEADLY!

BUT, EVEN IF I DO--
EVEN IF I ESCAPE--
WHAT THEN?

HOW CAN I
FACE LIFE--
SIX INCHES
TALL??!

I'VE GOT
TO REACH
AIR--
BEFORE MY
BREATH
GIVES OUT!

NO! I
MUSTN'T
THINK OF
THAT--
MUSTN'T STOP
TRYING--
NO MATTER
WHAT!

HOW
MUCH--
LONGER?

IF NOT FOR
--SPIDER
POWER--
LUNGS
WOULD
HAVE--
GIVEN OUT
BY NOW--!

CURRENT
MUST BE--
TAKING ME--
SOMEWHERE!

WON'T--WAS--
ENERGY--FIGHTING
IT, I'LL LET IT
--CARRY ME
ALONG--
UNTIL--

AIR!

I--I
MADE
IT!



BUT--I'M NO BETTER OFF!

I'VE SURFACED IN SOME SORT OF HOUSE OF HORRORS!

EVEN IN THE DARK, I CAN SENSE THE BLADE SWOOPING TOWARDS ME!

BUT, UNLIKE THE USUAL AMUSEMENT PARK--



ALL THE SCARY GIMMICKS HERE-- ARE ACTUALLY FOR REAL!

I THREW MYSELF BACK--OUT OF THE WAY-- JUST IN TIME!

BUT I CAN'T KEEP TRYING TO DODGE THAT THING!

I'VE GOT A BETTER IDEA--!



THERE'S NO WAY FOR IT TO NAIL ME-- IF I'M HOLDING ON!

I'LL LET ITS SWING LIFT ME OUT OF HERE--

AND THEN-- TAKE OFF!

STILL THERE, MYSTERIO?

I HOPE SO-- 'CAUSE I'M STILL GONNA WHITTLE YOU DOWN TO SIZE!



YOU EXPECT TO
SAVE YOURSELF
BY LETTING MY
BLADE HURL
YOU ONTO THAT
WALL?

I DIDN'T
THINK YOU
WERE SO
NAIVE!

HE'S STILL
WATCHING--
AS I KNEW
HE'D BE!

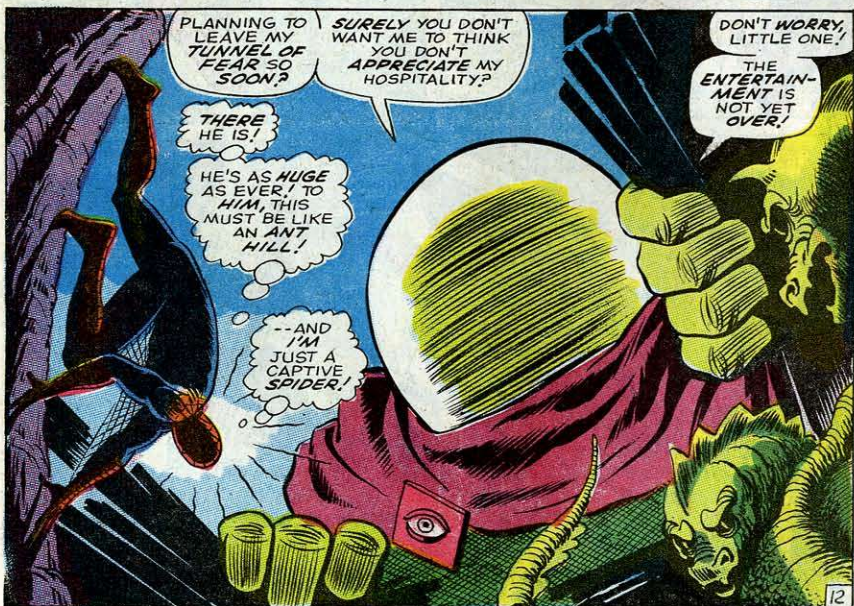
HE HASN'T
ALLOWED ME A
SECOND TO
STOP--TO
THINK!

WHY? WHY DOES
HE THROW THINGS
AT ME SO FAST?



IT'S ALMOST AS
THOUGH HE'S
AFRAID TO GIVE
ME A BREATHING
SPELL!

NOW--IF
I CAN ONLY
LEARN
THE
REASON
WHY!



PLANNING TO
LEAVE MY
TUNNEL OF
FEAR SO
SOON?

SURELY YOU DON'T
WANT ME TO THINK
YOU DON'T
APPRECIATE MY
HOSPITALITY?

DON'T WORRY,
LITTLE ONE!

THE
ENTERTAIN-
MENT IS
NOT YET
OVER!

THERE
HE IS!

HE'S AS HUGE
AS EVER, TO
HIM, THIS
MUST BE LIKE
AN ANT
HILL!

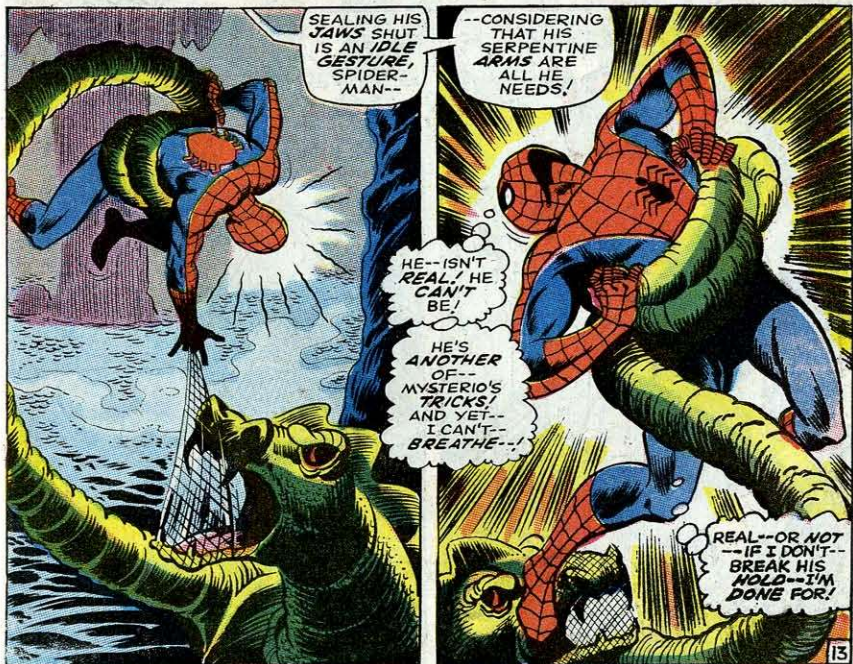
---AND
I'M
JUST A
CAPTIVE
SPIDER!



I THOUGHT
YOU'D HAVE
CRACKED
BY NOW!

BUT, NO MATTER!
MYSTERIO CAN
AFFORD TO WAIT!

I--THOUGHT
THESE WATER
SERPENTS--
WERE JUST
FOR SHOW!



SEALING HIS
JAWS SHUT
IS AN IDLE
GESTURE,
SPIDER-
MAN--

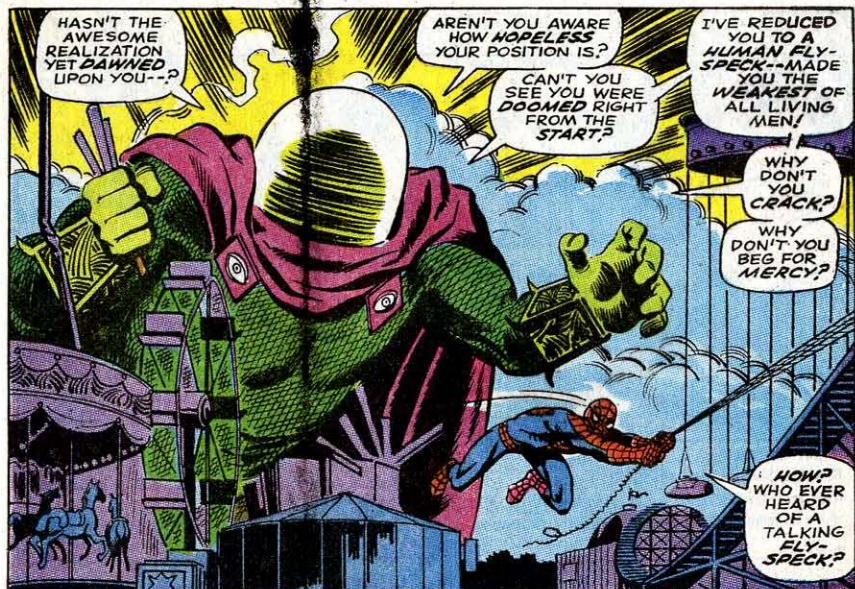
--CONSIDERING
THAT HIS
SERPENTINE
ARMS ARE
ALL HE
NEEDS!

HE--ISN'T
REAL, HE
CAN'T
BE!

HE'S
ANOTHER
OF--
MYSTERIO'S
TRICKS!
AND YET--
I CAN'T--
BREATHE--!

REAL--OR NOT
--IF I DON'T--
BREAK HIS
HOLD--I'M
DONE FOR!





HASN'T THE
AWESOME
REALIZATION
YET **DAWNED**
UPON YOU--?

AREN'T YOU AWARE
HOW **HOPELESS**
YOUR POSITION IS?

CAN'T YOU
SEE YOU WERE
DOOMED RIGHT
FROM THE
START?

I'VE REDUCED
YOU TO A
**HUMAN FLY-
SPECK**--MADE
YOU THE
WEAKEST OF
ALL LIVING
MEN!

WHY
DON'T
YOU
CRACK?

WHY
DON'T YOU
BEG FOR
MERCY?

HOW?
WHO EVER
HEARD
OF A
TALKING
**FLY-
SPECK?**



FOR THE **FIRST**
TIME, HE SEEMS
CONFUSED!

HE DIDN'T
EXPECT ME
TO **HOLD**
OUT THIS
LONG!

HE'S
HESITATING
--WONDERING
WHAT TO DO
NEXT!

THIS GIVES ME
THE TIME I
NEED--TO THINK--
TO FIGURE
THINGS OUT!

BUT, IF I
DON'T COME
UP WITH AN
ANSWER
FAST--

IT'LL BE
MYSTERIO'S
BALL
GAME!



AT THAT MOMENT, A **TELE-
PHONE RINGS** AS WE
CHANGE OUR SCENE ONCE
MORE--

IS IT
PETER,
DAD?

I'VE
BEEN
WAITING
FOR HIS
CALL!

I WON'T
KNOW
TILL I
PICK IT
UP,
DEAR--!

COLLECT COINS... THE HOBBY ROAD TO RICHES

"SURPRISE" \$1 COIN PACKET



Thousands of old coins up to 100 years old GUARANTEED at least \$1.00 current catalog value and packaged ready to go! Many packets may contain coins worth much more!

These packets were put together from huge collections started many years ago, containing most types of coins. For only \$1 you may find:

- 1909-S 1c
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- 1950-D 1c
- 2 cent pieces
- 3 cent pieces
- Type coins
- Liberty 25c
- Barber 25c
- Gold & Foreign

Thousands packed, ready to mail 'grab-bag' style. Send your \$1 today. You may find:

- GOLD COINS!
- RARE COINS!
- UNCIRCULATED!
- SILVER CROWNS!



SPECIAL!

Guaranteed \$6 worth for only \$5
Guaranteed \$12 worth for only \$10



HOBBY COIN CO. Dept. MC

Box 5177, Sherman Oaks, Cal. 91413

Rush me your SURPRISE packet. I enclose (\$1) (\$5) (\$10) which is refundable if I am not completely satisfied:

Name _____

Address _____

City _____

State _____

Zip _____

STAMPS

HAVE YOUR POEMS SET TO MUSIC

See how your words can be turned into a song. Songs recorded, phonograph records made. Send your best poems or songs for prompt FREE information.

CROWN MUSIC CO.
49 West 32 St., Studio 11 New York 10001

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Available from by writing to different manufacturers, associations, etc. List tells you where to get hundreds of FREE products of Free Samples, Information Books, Free Pictures, Coupons, Stamps, etc. Foreign Coins, also Send 50c for list.

SPECIAL 3 LISTS \$1.00
THINGS FREE. #P.O. BOX 1225-MC NEWARK 1, N.J.

IDEAS? WE PAY YOU

SEND US YOUR IDEA ON ANY SUBJECT. THE WIDER THE BETTER... IT COULD MAKE YOU RICH... WE ARE IDEA BROKERS WITH CONTACTS IN BUSINESS, SCIENCE AND INDUSTRY... AUTOMATICALLY WE WILL SEND YOU A PROFESSIONAL EVALUATION OF YOUR IDEA. IF ITS GOOD, WE PAY YOU BIG MONEY... COMPANIES LIKE FORD - MIDWEST RESEARCH - I.E. DUPONT NEED THOUSANDS OF IDEAS A MONTH... DO THEY NEED YOURS? SEND YOUR IDEA TO: WCO, DB, BOX 5227, KANSAS CITY, MO. 64112

DO HOUDINI MAGIC!

HOUDINI SECRETS ARE YOURS! (Houdini magicians don't know these tricks!) Amaze and amuse your friends with easy to do Houdini Magic Tricks. Be the fun of the party! Send 95 cents Now!

Now! Illustrated CATALOG contains 100 MAGIC TRICKS, MIND-READING, PUZZLES, HYPNOTISM AND JOKEES Plus Your FREE Membership in the Great Houdini Magic Society. Act Now! Rush \$5c Now! The original Houdini Magic Show!

FLORENZ HORNHANN MAGIC COMPANY
23 West 34th St., N.Y. 10001, Dept. M

EXCITING! 100 YEAR OLD U.S.I
Fam. Americans, Presidents, Airmail, Comems, Flag stamps WITH APPROVALS. Valuable Premium to new applicants for 10c.

METROPOLITAN STAMPS
Box 312Z, Jackson Heights, N. Y.

LOOK — GIANT PHILIPPINE
stamp, plus New Zealand, Cuba and others. Only 5c with U.S. or foreign approval.

Earl Thompson, 5448 Odell St., St. Louis 9, Mo.

U.S. COMMEMORATIVES

Collection containing 33 different selected copies. This amazing offer only 10c to introduce our low price U.S. approvals. White, 516 Ave. L, Dept. 10-68 Brooklyn 30, N.Y.

50 YEARS OLD
15 different U.S. stamps at least 50 years old—10c with low priced U.S. Approvals

JAXON STAMP COMPANY
Box 145-C, Brooklyn, New York 11220

RARE STAMP FREE

Also new packet Aden to Urundi, with Kennedy, Triangles, Space, Sports, Ships, Dogs, Cats, Reptiles, plus others. All free. Send 10c for mailing.

Empire Stamp Co., Toronto, Canada

50c CALIFORNIA GOLD PIECES

1852 1862

75c EACH seven different — \$4.00
25 Assorted — \$12.00

G. I. PRINTS
422 Wash. Bldg. Dept. MC10, Wash., D.C. 20005

● SATISFACTION GUARANTEED ●

SHOP BY MAIL

STAMP COLLECTING OUTFIT

A packet of worldwide stamps, 3 Triangles, 2 Diamonds, animals, insects, flowers, ships, man-in-space. New African Nations, etc. Plus a packet of hinges, perforation gauge and millimeter scale, watermark detector. ONLY 25c. Plus, stamps for your examination from our approval service which can be cancelled anytime. Buy what you want or none, and return those not wanted in 10 days.

L. W. BROWN, Dept. NMC, Marion, Mich. 49665

25 DIFF. CHINA 10c

BIG Value only 10c to Foreign Approval Buyers. Write for details how to EARN an ALBUM with 65,000 spaces, plus other GIFTS & PREMIUMS.

WEST COAST, 1609 S. Park, Santa Ana, Calif. 92707

BETTER U.S. APPROVALS

To introduce our BETTER U.S. APPROVALS we offer 15 of the most wanted U.S. stamps, including a Columbian, Bi-cent, Army-Navy, Famous American, Airm and other Comems. for only 10c.

OCEAN STAMP CO., Box 64-D, Brooklyn, N.Y. 11229

1c THOUSANDS OF BEAUTIFUL STAMPS

1c each and up — Why pay more when you can get the best for less. Write today for approvals.

PENNY STAMP SERVICE, Orange, Cal. 92669

49 DIFF. BONANZA 10c

6 Triangles, 2 Diamonds, Monaco Sports, Scout, Antarctica, Animals, Insects, Flowers, Sets, Plus a book of Approvals returnable without obligation.

TRU VALUE, Box 2935, Santa Fe Springs, Cal. 90670

225 STAMPS FOR ONLY 10c

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

MYSTIC STAMP CO. Camden 3, New York







I'M COMING AT YOU, MYSTERIO!

IF I'M REALLY THIS SMALL--IF YOU'RE REALLY A GIANT-- THEN STAY WHERE YOU ARE!

I'M TOO SMALL TO HARM YOU!

BUT--IF YOU FADE AWAY AGAIN--

HE'S NOT A GIANT! I'M NOT SIX INCHES HIGH!

HE USED POST-HYPNOTIC SUGGESTION!

THAT'S WHY HE MADE ME LOOK AT THE TABLE TOP PARK BEFORE KNOCKING ME OUT--

TO PLANT IT--IN MY MIND!

ABOVE THAT TOWER-- IT'S THE ONLY LIGHT THAT'S LIT!

--MUST BE A REASON!

THE CLOSER I GET--THE MORE MY SPIDEY-SENSE TINGLES!

AND LIFE-SIZED-- JUST AS I KNEW YOU'D BE!

I THINK I CAN GUESS WHAT I'LL FIND UP THERE!

MYSTERIO!

NO! EVERYTHING WAS TOO PERFECT!

YOU CAN'T SAVE YOURSELF NOW!



HE'S GONE!

I KNEW IT! THIS PROVES I WAS RIGHT!



CONTINUED AFTER NEXT PAGE

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A PLETHORA OF PRONOUNCEMENTS UP FOR GRABS

ITEM: This we've gotta tell you! The world-famous Society for Comic Art Research and Preservation, the largest group of comic-book fans in the nation, recently completed their annual International Convention of Comic Art, at New York's famed Statler-Hilton Hotel. As the dyed-in-the-wool buffs among you know, comic fans give annual awards similar to the movie industry's Oscars, and TV's Emmies. Well, we're still reeling from the results of this year's awards — awards in which mighty Marvel captured the top spot in just about every single major category. And now, without any further ado, we proudly present the results of one of your blushtin' Bullpen's greatest triumphs — (results that are so flattering, you'd almost guess that Irving Forbush cast the only votes!)

BEST MAGS:

- Best Adventure Comic (Single Character): **SPIDER-MAN**
 Best Adventure Comic (Groups): **FANTASTIC FOUR**
 Best Western Comic: (A) **GHOST RIDER**, (B) **RAWHIDE KID**, (C) **KID COLT**, **OUTLAW**
 Best War Comic: **SGT. FURY AND HIS HOWLING COMMANDOS**
 Best Costumed Hero Humor: **NOT BRAND ECHH!**
 Best All-Repeat: **FANTASY MASTERPIECES** (Now Marvel SUPER-HEROES)
 Best Combination New and Reprint: **MARVEL SUPER-HEROES**
 Best Regular Short Feature: (A) **TALES OF ASGARD**, (B) **THE INHUMANS**
NOTE: One category in this division in which we won no award was: Best Juvenile Humor! In fact, since it was "Juvenile" humor, we're proud to say we didn't even receive a nomination!

BEST PROFESSIONAL WORK:

- Best Editor: **STAN (The Man) LEE**
 Best Writer: **Smilin' STAN**, again! (The second consecutive year in which our leader has won both top professional awards!)
 Best Pencil Artist: **JACK (King) KIRBY**
 Best Inker: **Joltin' JOE SINNOTT**

CHARACTER POPULARITY POLL:

- Best Costumed Hero: **SPIDEY**
 Best Non-Super-Powered Character: **OL' NICK FURY**
 Best Super-Powered Group: (A) **FANTASTIC FOUR**, (B) **AVENGERS**
 Best Supporting Character: (A) **J. JONAH JAMSON**, (B) **FOGGY NELSON**, (C) **JASPER SITWELL**
 Best Supporting Female: (A) **MARY JANE WATSON**, (B) **GWEN STACY**
 Best Villain: (A) **DR. DOOM** (A runaway favorite with over 50% of the total vote!), (B) **RED SKULL**, (C) **YELLOW CLAW**

Well, that's it — probably the greatest landslide for any single company in any communications medium in all of history! So, to the countless members of the Society who voted, toiled, and gave sweat and tears of time and efforts to make the Convention the success it was, our heartfelt thanks and deep appreciation. And, to our various competitors who had to content themselves with the bulk of the also-ran awards, better luck next year. Competition such as this is healthy for everybody, and will force us all to keep on our toes so that, in the long run, it is YOU, the reader, who is the real victor — and isn't that the way it should be?

THE MIGHTY MARVEL CHECKLIST

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- SILVER SURFER #3:** Introducing the newest, most powerful villain of all — Mephistos, the Lord of the Lower Depths!
- NOT BRAND ECHH! #11:** Spidey-Man... Sunk-Mariner... plus the nuttiest parody of King Kong you ever laid eyes on! A smash!
- FANTASTIC FOUR #81:** Here it is! The first actual change in the fabulous FF line-up! Don't miss "The Replacement!"
- AVENGERS #58:** A new life for the Black Panther — while the quest for the Vision's human identity leads to deadly disaster!
- X-MEN #50:** This is all we've gotta tell you — jaunty Jim Steranko did the awesome art for this once-in-a-lifetime ish!
- DAREDEVIL #46:** DD finally realizes what the Jester's been up to! And, when our sightless swashbuckler gets mad — WOW!
- MIGHTY THOR #158:** One of Marvel's most daring experiments — the old and the new, skillfully intertwined! So be it!
- CAPTAIN AMERICA #108:** Armed with the most way-out weapons of the year, the vengeful Trapper strikes at last!

- INCREDIBLE HULK #110:** Guest-starring Ka-Zar! Introducing the uncanny Umbul! Featuring the death of Bruce Banner! It's dynamite!
- IRON MAN #8:** If you thought the Gladiator was dangerous before... wait'll you see him close in on ol' Shellhead this time!
- SUB-MARINER #8:** It's action — action — action — as Namor battles the fighting mad Thing! With a climax that'll rock ya!
- CAPTAIN MARVEL #8:** From out of no where appears a rampaging, unstoppable killer robot! Its mission — destroy Walt Lawson!
- NICK FURY, AGENT OF SHIELD #7:** Are the other members of SHIELD Nick Fury's greatest friends — or his sworn murderers? Wait and see!
- DR. STRANGE #175:** From the sunless world beneath our very feet come the mystic, merciless Sons of Satanishi! Hoo-boy!
- SGT. FURY #60:** Dum Dum gets court-martialed... and no battle-mag buff has to know more than that! It's a shocker!
- CAPTAIN SAVAGE #8:** To Simon Savage's leathertough Raiders, the mission's just a dry run — but it may end in... death!

STAN'S SOAPBOX

Let's lay it right on the line. Bigotry and racism are among the deadliest social ills plaguing the world today. But, unlike a team of costumed supervillains, they can't be halted with a punch in the snoot, or a zap from a ray gun. The only way to destroy them is to expose them — to reveal them for the insidious evils they really are. The bigot is an unreasonable, hateful — one who hates blindly, fanatically, indiscriminately. If his hang-up is black men, he hates ALL black men. If a redhead once offended him, he hates ALL redheads. If some foreigner beat him to a job, he's down on ALL foreigners. He hates people he's never seen — people he's never known — with equal intensity — with equal venom. Now, we're not trying to say it's unreasonable for one human being to bug another. But, although anyone has the right to dislike another individual, it's totally irrational, patently insane to condemn an entire race, to despise an entire nation — to vilify an entire religion. Sooner or later, we must learn to judge each other on our own merits. Sooner or later, if man is ever to be worthy of his destiny, we must fill our hearts with tolerance. For then, and only then, will we be truly worthy of the concept that man was created in the image of God — a God who calls us ALL — His children.

Pax et Justitia,
 Stan.

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- SPIDER-MAN SPECIAL #5:** Peter Parker finally learns the shocking truth about the parents he has never known!
- AVENGERS SPECIAL #2:** The new Avengers battle to a finish with the original Avengers — in a world they never made!
- HULK SPECIAL #1:** All you could ask for! The strongest living creature of all finally tackles — the Inhumans!
- TALES OF ASGARD #1:** It just has to be the most beautiful mag of all! You'll wish you could frame each and every page!



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must admit I didn't have much hair left, but I hadn't been using Ward's one week before I could feel it was helping me. I could feel my hair getting thicker.

E. K., Cleveland, Ohio
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 C. La M., Philadelphia, Pa.

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R. W. C., Cicero, Ill.
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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,

Vernon West (whose letter appears in SPIDER-MAN #64) thinks Spidey has more problems than the ordinary teenager. Not surprising, since he *isn't* an ordinary teenager. Mr. West also thinks that teenagers with that many problems are non-existent. I have dozens more problems than Spidey. As for taking Spidey's problems away and letting him "live as a natural teenager should", who wants to read a comic about a natural teenager? Mr. West also guarantees that you'll sell twice as many mags as you are at present. Maybe so, but I wouldn't be one of the buyers. On the subject of your covers: they're superb. I don't see what Mr. Niewendaal has against non-realistic covers; they are much nicer than realistic ones. Proof? SPIDER-MAN #50, FF nos. 72, 74, 75, SHIELD nos. 1, 3 and so on. The only really beautiful cover I've ever found that is realistic is THOR #145.

Mike Nave, 1711 Virginia
Joplin, Mo. 64801



Dear Stan and John,

In a letter printed in SPIDER-MAN #64, Herman Niewendaal complained that your covers were "missing details. . . . Not small unimportant details like forgetting to put the webbing under Spidey's arms, but big, very important details", like frinstance buildings, skies, and people. You replied that the cover for issue #64 contained all three of these, with action to boot.

I hastily checked the cover to verify your statement. Yup, all there — action, sky, buildings people . . . but . . . you forgot the webbing under Spidey's arms.

But let us not quibble. I think the stories, art and covers of SPIDER-MAN are great. Johnny Romita's Vulture-eye views of New York City are about the most breath-taking in comicdom, equalling even the super-psychedelic scrawlings of Jim Steranko. Keep up the superlative work, and remember, for best results, store your webbing in a warm, moist place.

Stephen Voorhies, RFO, QNS, KOF
184 Wash. St., Wesleyan University
Middletown, Connecticut



Good morning, Mr. Lee,

This man is Spider-Man, currently living in an apartment in New York City with his friend, Harry Osborn, and posing as Peter Parker, science major in college. He has a terrible inferiority complex and is feared and disliked by too many people. Your mission, should you decide to accept it, is to remove his inferiority complex and make him well-liked by everyone. Should you or any of your I.M. (Impossible Marvel) force be unable to complete this job, I will disavow any knowledge of your actions . . . This letter will self-destruct as soon as you tear it up. Good luck, Stan!

Michael Russo, 2 Doane Drive
Syosset, N. Y. 11791

Dear Stan and John,

Let's face it, Spidey is the best comic mag in the history of the world. You guys at the Bullpen should take that once-true title "World's Greatest Comic Magazine" from the FF and put it on the top of every cover of the Amazing SPIDER-MAN. After all, Spidey is the greatest comic magazine the world has. There is only one thing the matter with the mag, and that is the grease in Peter Parker's hair. Let him grow it like every other kid. Grease went out about 60 issues ago.

Gord Wright, 44 Bowerbank Dr.
Willowdale, Ont., Canada

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Dear Stan and John,

What have you done to M. J.'s hair!? How could you cut those luscious long locks? What are you trying to do, make half the males in the world become hermits? Since I now believe you know my views on the subject, I will decline to speak on it again. Aside from the one unspeakable fact, SPIDER-MAN #64 was very good. The art was superb, and the story excellent, but your stories are beginning to lack the realism that have made them the "Cream of Comicdom". What is Spidey's web made of anyway? From the views in panels 1 and 4 of page 17, Spidey and the Vulture were between 15 and 20 stories from the ground. Yet, when Spidey falls, a layer of webbing about one foot thick lets him down with a light SHOOOM, and still leaves him with the strength to crunch a power pack. The only piece of realism in the whole bit was when he fainted at the end. And by the Hoary Hosts of Forbush, don't let him fall all that way just to have his mask removed. So this is a fearful RFO, TTB, and KOFER bidding thee good-bye with a hearty "bring back the Goblin!"

Matt Ohmes, Box 905
Perryton, Texas 79070

Dear Stan and John,

This letter is for or about Vernon West. This guy has got to have loose strings in his head. 1st) While speaking of Spidey, V.W. says, "He's supposed to be a normal, everyday teenager . . ." Huh! Man, a genius he (V.W.) ain't! How many normal, everyday teenagers do you know that can jump 3 stories high, lift a couple of tons, and spin a web? Only one! Right! Of course—el! Pete. 2nd) "You're gonna ruin the best comic book ever sold with all those problems." Another great observation, SPIDER-MAN is almost based on those problems. That's what makes SPIDER-MAN the greatest comic sold . . . The human factor!! If this part-time Marvelite wants a pinky-dinky hero that doesn't have a problem in the world, let him go full-time to Brand Echh. 3rd) "If I were Spidey, I'd . . ." He couldn't rate a used web cartridge because of the nervous breakdown he would have. Sheesh! 4th) "I'd rather lose and have no problems than to win and have problems up to my neck." That statement is about as much Spidey or a true Spideophile as "I need vitamins!" is the Hulk. 5th and final, thank goodness! V.W. says you would sell twice as many mags as you do now if you cut out the problems. Sure! Your sales would probably drop 75%! So leave the problems, and keep Spidey the way he is now. I guess all the above was just my way to tell you at the Bullpen the way I feel about SPIDER-MAN, the greatest comic ever sold. Everyone is entitled to his opinion, so my apologies to Vernon West. Now that all that is over with, I would like you to know that I enjoyed SPIDER-MAN #64 very much and I can hardly wait to see what happens in #65. The cover was really great. The artwork was superb, and strictly MARVELous, as usual. J. R.: I was really glad to see Gwen find out that our boy didn't betray Mr. Stacy and her. Please let M. J.'s hair uncurl and grow out. It looks gross the way it is now. So be it! My gruesome, groovy letter comes to an end, and I say, "Let the sun shine on your pencils, and the moon shine on your erasers . . . I think!"

Bobby Crais, RFO, KOF, QNS, 455 Craydon Ave.
Baton Rouge, La. 70806

Dear Stan and John,

Oh, ugh! I don't know what you did in Spidey #64, but stop it! The lines of the art were plain . . . sort of blurred. The art used to have a real snap to it . . . it's gone now. And as long as I'm criticizing, you must have been crazy to cut Mary Jane's hair. It looks like a clipped porcupine. What's more, the Vulture's ruff also looks ridiculous.

And by the way, what was the nonsense Spidey thought about in No. 63, "I must never trust my secret identity with anyone else." If you ask me, Pete is underestimating the average human. His identity would be safe with Harry

Osborn . . . Joe Robertson . . . Col. John Jameson . . . or George Stacey. Especially George Stacey.

Note: A sentence to remember — Doc Oak saying "It took the Nullifier to do what I alone could never do." Pity Spidey couldn't hear . . . or understand that . . . at the time. Buster Phillips, 6850 Glen Rock Houston, Texas 77017



Dear Stan and John,

Oh what have you done to one of Marvel's mightiest heroes? I just recently read an issue of The Amazing Ailing Sickly Spider-Man. In it, he fought the villainish Vulture. As usual, our whooping cough hero was handicapped by an injured something-or-other which finally got the best of him. Come on now: You're making a cream-puff out of a good super-hero. Sure, it was a good story line to have Spider-Man injured in some way or another and still be able to defeat his foe. But honestly, you're running it into the ground. Every other issue just about you've got him ailing from a cold or an injured arm, or some other ailment. One time you even gave him amnesia! Amnesia was fine, but with all these other ailments it's a wonder he's still alive! I know he's supposed to be the hero with all the worries, but making him sick all the time is crazy. Aunt May just pulled through her 9,999,999th stroke and is feeling fine. That's another worry he could do without, for a little while, anyway. Please don't spoil superb artwork and a great character by an over-used story line.

Yours till Marvel falls (which will never be).

Dennis Cockrum, 8348 N. Territorial Rd.
Plymouth, Michigan

Dear Stan,

The purpose of this letter is to comment on Peter Parker's major problem: worrying. Remember how, in most of the first twelve issues of Spider-Man, the stories would always end with one panel crowded to the hilt with thought balloons listing every worry that Parker had? I never will forget the ending of issue 46 when you-know-who began to worry why he worried so much! Since the trend in Marvel comics back at the beginning was to give the character the same initials (Peter Parker, etc.), why didn't you name Spidey Wilber Wunk, so you could say "worrying W. W.?" The ulcer-ridden panels just don't fit in Spidey's mag anymore. It was a gimmick developed by you, Stan, and S-M's first artist to give us readers a glimpse at Parker's character. But since Pete turned swinger, that gimmick is no longer needed. It just "slows down" the progression of the plot. Anyway, I'll close in the immortal words of Wicky Smellred (in-joke for Benton comic collectors), "Woa Nellie Bozo."

Dennis Moore, 220 3rd St.
Benton, Arkansas 72015

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