

SPIDER-MAN

MARVEL COMICS GROUP™



20¢ 128 JAN 02457

the AMAZING SPIDER-MAN®

YOU!
IT CAN'T BE
YOU!
IT CAN'T!

I PUT
YOU **BEHIND
BARS**--ONLY
A FEW
MINUTES
AGO!!

**NO JAIL
CAN HOLD THE
VULTURE--
NOT WHEN I HAVE
SWORN YOUR
DEATH!**

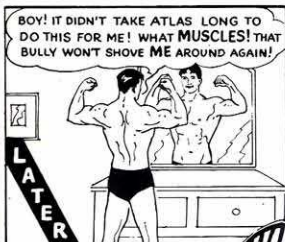
**THE SHADOW OF THE
VULTURE!**

THE INSULT THAT MADE A MAN OUT OF "MAC"



Awarded the title of "The World's Most Perfectly Developed Man."

Charles Atlas



CHARLES ATLAS ON TV



WIN THIS VALUABLE TROPHY



5 FREE GIFTS

If you act now, in addition to my complete course, you will also get these five valuable outline courses.

- ☐ NO MORE SLIMING
- ☐ SLIMMING
- ☐ SLIMMING
- ☐ SLIMMING
- ☐ SLIMMING



Let Me PROVE I Can Make YOU A NEW MAN!

ARE you "fed up" with seeing the huskies walk off with the best of everything? Sick and tired of being soft, frail, skinny or flabby — only HALF ALIVE? I know just how you feel. Because I myself was once a puny 97-pound "runt." And I was so ashamed of my scrawny frame that I dreaded being seen in a swim suit.

The Secret of How I Got My Build

Then I discovered a wonderful way to develop my body fast. It worked wonders for me — changed me from the scrawny "runt" I was at 17, into "The World's Most Perfectly Developed Man." And I can build up YOUR body the very same natural way — without weights, springs or pulley. Only 15 minutes a day of pleasant practice — in the privacy of your room.

My "Dynamic-Tension" method has already helped thousands of other fellows become real he-men in double-

quick time. Let it help YOU. Not next month or next year — but RIGHT NOW!

"Dynamic-Tension" Builds Muscles FAST!

If you're like I was, you want a powerful, muscular, well-proportioned build you can be proud of any time, anywhere. You want the "Greek-God" type of physique that women rave about at the beach — the kind that makes other fellows green with envy.

Mail Coupon Now for My 32-Page Illustrated Book

Mailing the coupon can be the turning point in your life. I'll send you a copy of my 32-page illustrated book, "How Dynamic-Tension Makes You a NEW MAN." Tells how and why my method works: shows many pictures proving what it has done for others. Don't delay. Mail coupon NOW. CHARLES ATLAS, Dept. 60N 115 E. 23rd St., New York, N.Y. 10010.

CHARLES ATLAS, Dept. 60N
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(Check as many as you like)

- ☐ Broader Chest and Shoulders
- ☐ Ironhard Stomach Muscles
- ☐ Firm Legs
- ☐ Slimmer Waist and Legs
- ☐ More Energy and Stamina
- ☐ More Magnetic Personality
- ☐ More Weight—Solid—in the Right Places

I enclose 10c. Please send me a copy of your famous book showing how "Dynamic-Tension" can make me a new man. 32 Pages, crammed with photographs, answers to vital health questions, and valuable advice. This does not obligate me in any way.

Print Name.....Age.....

Address.....

City & State.....Zip.....

In England: Charles Atlas, 21 Poland St., London, W.1

STAN LEE PRESENTS: **THE AMAZING SPIDER-MAN**™

GERRY CONWAY, / ROSS ANDRU, / F. GIACOIA & D. HUNT, / J. COSTANZA, / Roy Thomas,
SCRIPTER ARTIST INKERS M. BRAND, COLORIST EDITOR



JUST YOUR AVERAGE DAY, IN THE AVERAGE LIFE OF A FRIENDLY-NEIGHBORHOOD-SPIDER-MAN!

HE-HE DROPPED ME! I NEVER REALIZED-- NEVER THOUGHT--!

I'M TOO HIGH UP TO SNAG A BUILDING WITH MY WEB--THERE'S NO WAY FOR ME TO CATCH MYSELF!

LOOKS LIKE THIS TIME--I'VE HAD IT!

AND IF YOU THINK YOU'RE SUFFERING FROM A BOLT OF PETER PARKER'S LUCK--YOU'VE HEARD THESE LINES BEFORE-- YOU DID! BUDDY, IT HAPPENED AT THE END OF OUR LAST ISSUE--AND WHAT FOLLOWS WILL BE REVEALED IN A TALE WE'VE TITLED--

The VULTURE HANGS HIGH!

AMAZING SPIDER-MAN is published by MARVEL COMICS GROUP, OFFICE OF PUBLICATION: 575 MADISON AVENUE, NEW YORK, N.Y. 10022. SECOND CLASS POSTAGE PAID AT NEW YORK, N.Y. AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1973 by Marvel Comics Group, A Division of Cadence Industries Corporation. All rights reserved 575 Madison Avenue, New York, N.Y. 10022. Vol. 1, No. 128, January, 1974 issue. Price 20¢ per copy in the U.S. and Canada, Subscription rate \$2.75 for 12 issues, Canada \$3.25, Foreign \$4.50. No similarity between any of the names, characters, persons, and/or institution in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. Printed in the U.S.A.





PARKER, YOU MUST
LIVE RIGHT--THAT'S
ALL THERE IS TO IT!



ANY **OTHER** JOKER IN
THE WORLD WOULD'VE
BEEN **SMEARED** OVER
THE **PAVEMENT**--

BUT YOU COME
UP **SMELLING**
LIKE A **ROSE**.

SPIDEY, I DON'T KNOW
NOW YOU DO IT--BUT
I LIKE IT, I **LIKE** IT!



WHOA, BROTHER.
STEADY.

NOW IT
HITS ME--THE
REACTION.

I COULD'VE BEEN
KILLED! I COULD'VE
BEEN **KILLED**!



IF IT HADN'T
BEEN FOR MY
WEDDINGS, I
MIGHT'VE MADE
QUITE AN **IMPRESSION**
DOWN
THERE. MAKES
ME **GLAD**
THAT I--
WIN?



EMPTY?

OBOY.

THAT MEANS--
TEN SECONDS
LATER I'D
HAVE RUN OUT
OF **WEB**
FLUID--

--AND JUST
LIKE THAT:
BANG!
INSTANT
HAS-BEEN!

LIKE I ASKED
BEFORE: HOW
DO I GET **INTO**
THINGS LIKE
THIS, ANYWAY?

WOW!

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WHAT YOU
GET...

- 20 U.S. and Foreign COINS to start your hobby!
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Karate is the secret, Oriental art of self-defense that turns your hands, arms, legs into paralyzing weapons... without any bodily contact.

In just 2 hours after you receive "SUPER KARATE" you will be on your way to being an invincible Karate Master, at home, this Fast, EASY way or it costs you nothing.

100's of illustrations

only **99¢**

defenses in which you turn your hands, arms and legs into powerful, deadly weapons of self-defense. When you know how to attack, you can cut, slash, stab, or use your opponent's weapons against him. You can take an attacker from the rear, over his shoulder and slam him into the ground. (In fact, a recent photograph in *Punch Magazine* shows a 110-lb. girl slapping her 240-lb. instructor into the plastic mat.)

Karate teaches you the correct, powerful, and efficient way to use your hands, arms and legs. You can take an attacker from the rear, over his shoulder and slam him into the ground. (In fact, a recent photograph in *Punch Magazine* shows a 110-lb. girl slapping her 240-lb. instructor into the plastic mat.)

MASTER EVERY SITUATION

With Karate, you can disarm and disable two, three and even more attackers. You can apply a simple pressure of your thumb and forefinger to the carotid artery down your neck, or the point of the knife fall from his limp hand while he himself sinks to the ground completely helpless and blind.

In fact, a knowledge of KARATE will turn you into a powerful, confident, and never actually have to use it for fear of becoming self-defenseless.

COSTS ONLY 99¢

You owe it to your own peace of mind—to your loved ones—to your friends—to your future—in these days when attack may come at any time from those who are criminals and thugs... no mail coupon NOW for KARATE—for the amazing low price of only 99¢ plus 26¢ for postage and handling. If you and your friends don't see KARATE has made a new man out of you, every cent will be refunded.

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only **99¢**



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CITY _____ STATE _____

☐ bound and obligated never to practice KARATE as an aggressor (only to defend myself and will never abuse it).



WALLACE W. REUMANN

Author of "SUPER KARATE" and world-famous authority on KARATE, is the ONLY instructor in the Northeast U. S. recognized by the International Karate Federation in Tokyo.

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You don't have to attend either morning or evening classes. I train KARATE experts. No other school will give you the privacy of your own home with only a few minutes of practice a day. I have jam-packed all of my knowledge of KARATE into this book. I take you step by step through the disciplines, and explain the principles in simple, understandable and immediate. I show these amazing principles to make you master of ANYONE you may meet—no matter how big he is, or how much he weighs.

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Creme Hair Dress.....	\$1.25
Sample bottle Upholstery and Rug Cleaner.....	Free
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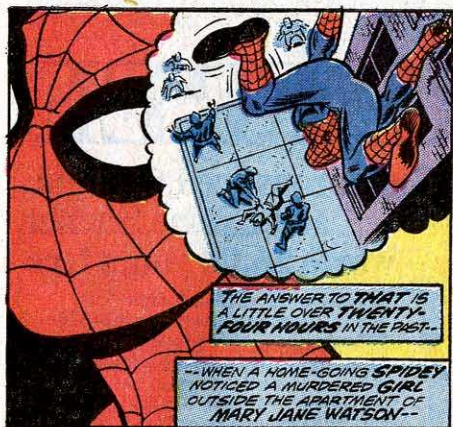
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Print			
Name		Age	
Address			
City		State	Zip
		420-1C-825	





I'VE GOT TO FIND THAT REASON--

--BEFORE HE MANAGES TO GET TO MARY JANE ONCE AND FOR ALL!

THUS, FIVE MINUTES LATER, IN THE BATTLE-WRECKED BIOLOGY LAB...



NO, THERE WASN'T TIME FOR THE VULTURE TO GET BACK HERE, AFTER HE DUMPED ME...



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URIAH HEPP Live	0208 Mercury 2 LPs & 2 Tapes
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THREE DOG NIGHT Seven Separate Fools	1402	ABC Dunhill
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THE POWER OF JOE SIMON	5366	Spine
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...AS THOUGH HE'D BEEN STRUCK BY A **HAWK**...OR A **VULTURE**!



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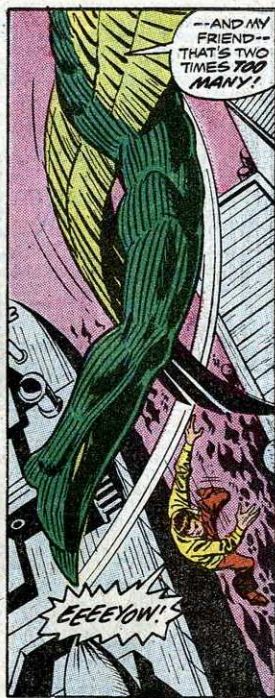
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--FOR TONIGHT, YOU **DIE!**



LIKE MOST NEW YORK CAB DRIVERS, MYRON FEISSBERG IS A MORE OR LESS GREGARIOUS MAN... AND DURING THE COURSE OF THE RIDE FROM THE WATERFRONT TO MARY JANE'S APARTMENT, HE LISTENS WITH INTEREST TO THE EDITED SUMMARY OF PETER PARKER'S TROUBLES. THEN...



THANKS, MR. FEISSBERG.

WELL, MAYBE YOU CAN TELL ME SOMETHING. THERE'S A GIRL LIVING HERE... SHE'S THE ROOM-MATE OF GLORIA JENKINS, THE GIRL WHO WAS KILLED.

YEAH, I KNOW 'ER. SHE AND THAT ROOMIE O' HER'S WERE OKAY KIDS.

FUNNY ABOUT THEM, THOUGH...

THEY WUZ ALWAYS TRADING CLOTHES.

SOMETIMES YA DIDN'T KNOW WHICH WUZ WHICH, Y'KNOW?



WHO IS IT? WHAT DO YOU-- OH! PETER! I-I DIDN'T EXPECT TO SEE YOU-- AFTER WHAT HAPPENED LAST NIGHT!

SO I'VE GOT A SHORT MEMORY, M.J.

OPEN THE DOOR, WILL YOU?



NOT A CHANGE, RED...

WHA' HAPPENED TA YOU, KID? TAKE YERSELF A SHOWER OR SUMTHIN'?

YOU WOULDN'T BELIEVE ME IF I TOLD YOU.

SAY... YOU'RE THE JANITOR OF THIS BUILDING, AREN'T YOU?

I AIN'T SAM ERWIN, KIDDO.



THANK YOU, "SAM ERWIN"

THAT'S IT... THE LAST PIECE OF THE PUZZLE.

I KNOW THE ANSWERS... ALMOST!



...THIS TIME, I'M TAKING YOU THERE MYSELF!





THE SPIDER'S WEB

SEND YOUR LETTERS TO:
THE MARVEL COMICS GROUP, SIXTH FLOOR, 575 MADISON AV., NEW YORK, N.Y. 10022

Dear Gang,

Bravo on SPIDER-MAN #123. The story was a throwback to earlier days in many instances. The man in the shadows who took the Goblin's uniform is reminiscent of the Crime-Master in SPIDEY #26 and 27.

I have two theories on who this current mystery man may be. First, I think he could actually be the Crime-Master, who hasn't been seen in a very long time and probably has a strong motive for revenge. He was also very close to the Goblin and even seemed aware of his identity. Of course, the Crime-Master was shot and is presumed dead, but we all saw what happened to the Vulture.

Actually, my real choice as "the man in the shadows" is Harry Osborn. Harry was in a very emotional state and it is reasonable to assume he could have a strong hatred for Spider-Man if he knew of his dad's demise. That would explain his taking the costume off his father. In #123, Harry wouldn't even talk to Peter, so he may have gone crazy, as was suspected in #121. If this is the case, we can expect to see him carry on as the Green Goblin.

Jim Lilliefors
13914 Marianna Dr.
Rockville, Md. 20853

While we admit that Harry's taking on the role of the Green Goblin at some time in the future is a distinct possibility, Jim, we also caution you that it ain't wise to "expect" much of anything in this magazine, anymore! Remember, just a few months back, the expectation of most of Marvel-dom was that Pete would marry Gwen and sire a litter of Spider-Babies!

By the way, friend - glad you enjoyed #123. And we're happy to report that you were far, far from alone in that regard.

Dear Marvel,

Wow! THE AMAZING SPIDER-MAN's writers are getting amazing by the issue. SPIDEY #123 was great. It was almost perfect. I did find one mistake, though. Page three, panel 4, Pete thinks: "If I hadn't removed the Goblin's costume, this would all be over." But on page eleven, he says, "I should be wondering who took the Green Goblin costume off Osborn's body." I think you owe me a no-prize for spotting this boo-boo.

Dominick Glespen
820 McDonald Ave.
Brooklyn, N.Y. 11218

You think absolutely right, Dom. And we owe a similar non-award to Alan Friedenthal of Bay-side, N.Y., who also picked up on that particular error. We goofed, and we admit it.

Dear Mr. Conway, Mr. Kane, Mr. Romita,
A few complaints and compliments on SPIDER-MAN #123.

This was one fine issue, a nice follow-up to the remarkable issues 121 & 122, but I feel there are a few small things to be worked out.

I'm pleased to see Jameson is getting a little personality. I.J.J. is definitely on most people's "love-to-hate" list, and it's much more fun to hate someone with a little character (and I.J.J. has very little character). I hate to see him forced into positions where he seems cowardly, though. It cannot be. Cowards do not survive in the press.

Artwork is fine, so far as actual drawing. Artwork, though, has several facets, one being layout. Kane or Romita, I truly couldn't say which, but one of them, proves he is a Secret Master with panel three of page fifteen. The only way an everyday-type person such as I might achieve that angle of vision would be to bend backward out a window or over the ledge, a ridiculous way to look at things - and dangerous. The reader's subconscious tries to tug him back up out of this yoga position, and the reader, without realizing it, gets the feeling of being there by way of his most potent emotion - fear.

And, finally, closing, I would like to express the opinion that, although Norman Osborn is dead, we'll see the Goblin again. (Page 19: I have seen that face of madness before.)

Cecil Hutto
Co. A. 709, M.P., BN
A.P.O., N.Y. 09757

So have we. It was the exact expression we saw on Gil Kane's face as he bent backward out of one of our ninth-story windows to get reference for the very panel you mentioned - and suddenly saw a window washer's bucket of goo hurling downward at him! But Gil isn't the man in the shadows. (Actually, we think the window washer is. But what do we know?)

Dear Gerry and Roy,

Well, here it is, the proverbial first letter after 10-15 years of comic reading. It took my affiliation with a drug crisis agency to bring it about.

In issue #121, you have an admittedly disturbed Spidey calling L.S.D. "mindsoap". Ignoring the pros and cons of drug use, Parker's training in chemistry should allow him a more objective view of any chemical.

Next, you have a doctor prescribing Thorazine to clam Harry down. If Harry had gotten his drugs from a trianed chemist, or if the doctor had analyzed the drug, this might have been an acceptable practice. But Thorazine can actually potentiate (increase the effects of) certain hallucinogenic drugs, and it is (in our opinion) generally bad practice to treat drug use with another drug.

Lastly, you have an again concerned (to say the least) Spider-Man wanting to which Gwen to a hospital so she can get a sedative.

The point is that no drug is good or bad apart from how it is used by people. The sedatives can be even more dangerous than the hallucinogens, and they cannot be given an aura of respectability in a mag as influential as Spidey's. Using drugs to solve problems, even under a doctor's care, is not the answer.

Till I.J.J. switches from tobacco to you-know-what, Mame Marvel!

Sheffield
Drug Help, Inc.
Ann Arbor, Mich. 48104

To which we can only add, Shief - thanks for one of the most lucid, thought-provoking letters we've received in some time.

Comments, people?

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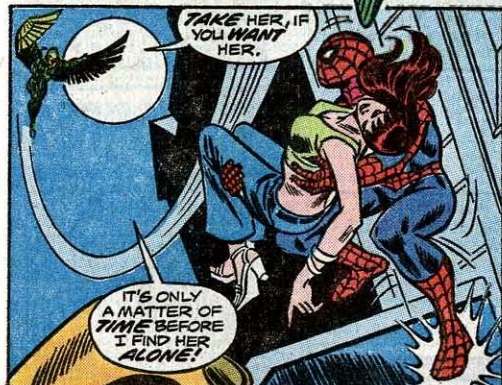
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SPIDER-MAN!

IS THIS A DELIBERATE PERSECUTION?

COULD BE, SKIN-HEAD. GUESS IT'S JUST MY IRASCIBLE NATURE.

I CAN'T STAND SEEING LOVELY LADIES KILLED.



TAKE HER, IF YOU WANT HER.

IT'S ONLY A MATTER OF TIME BEFORE I FIND HER ALONE!



I KNOW WHAT YOU'RE THINKING, VULTCHY.

IF I GO AFTER YOU, I'LL HAVE TO LEAVE HER, RIGHT?

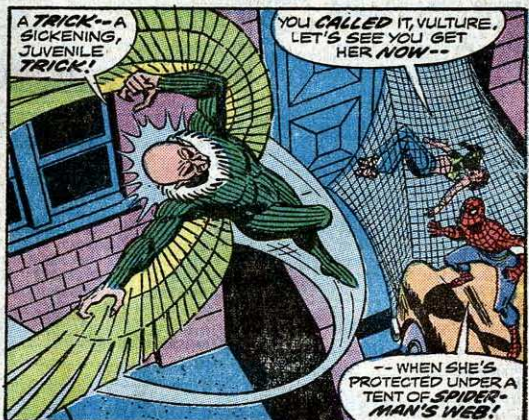
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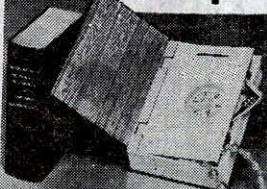
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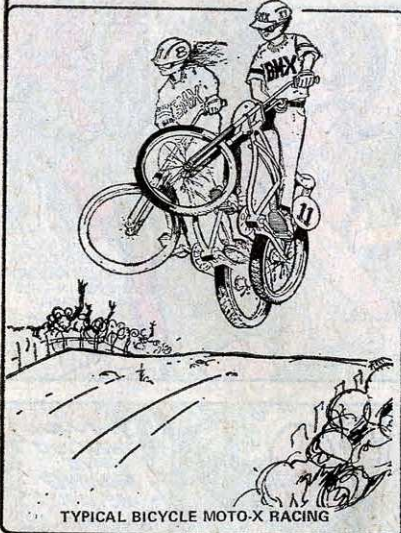
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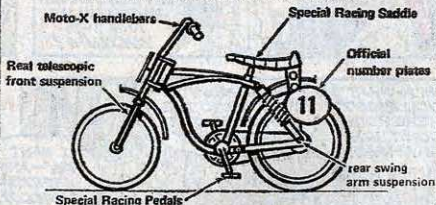
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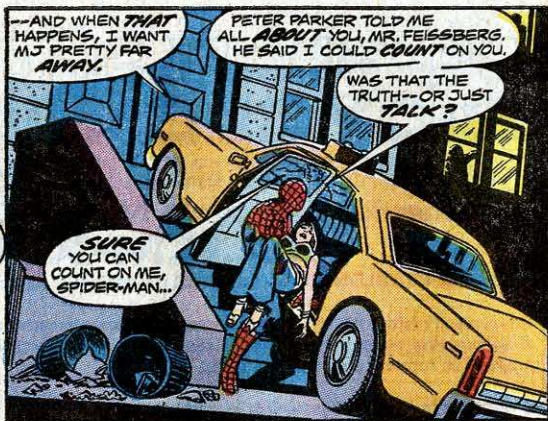
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JUST THOMAS AND LEE — AND THE SOAPBOX MAKES THREE!

STAN LEE'S SOAPBOX

Notice anything different about your latest Marvel mags? Notice more space devoted to the Bullpen Bulletins? How about the larger Letters Pages — and the fact that we have fewer titles on sale than a few months ago? Yea verily, listen to the voice of Marveldom Assembled — to the cry of far-flung Foomdom — all shouting why? Why? WHY? And, since you asked —

During this past year, as most of you have noticed, the spreading fame and growth of Marvel have been almost unbelievable. We've outsold every other comic-book publisher in America, and throughout the world! But the more titles we gave you, the more you kept demanding. And the more you asked for, the more we tried to give you. Until, just a short time ago, we realized we had to stop and catch our breath. For, in our never-ending effort to satisfy the greatest, most loyal legion of fans anyone ever had, we were in danger of sacrificing quality for quantity — and we're just not about to do that! We also suspected that we were making it kind'a tough for those of you who were short of cash (and who isn't?) to keep up with our profusion of proliferating titles. Even though Marvel's majestic mags are vital necessities to every True Believer, we wouldn't want you to give up such frivolous luxuries as food or housing in order to keep up with us. In other words, we decided to make it easier on your wallet, at the same time as we make it easier for us to polish and perfect every gleaming jewel in the Marvel crown of creativity!

And that's the reason you won't have to BEWARE THE CLAWS OF THE CAT for a while, and NIGHT NURSE has broken her appointment. Yep, we've reluctantly given vacations to a few of our secondary characters in order to devote more time and effort to our world-famous line of scintillating superstars! So fret ye not, O Seeker of the Truth — all thy favorites are alive and well in Marveland, whilst our sensational 75¢ thrillers also still await thee at thy local vendor, and culture doth reign supreme!

But, take warning! We're gonna spend lots more time rapping with you from now on, both here and on our liltin' Letters Pages. You can expect to be bombarded with all kinds of messages, memos, and multi-faceted madness from Yours Truly, from Rascally Roy, and from the rest of your blushin' Bullpenners as we go zoomin' along to oblivion! Yea, mark ye well these momentous words — we've only one objective, one ever-constant goal — to jam as much fun and excitement as possible within these imperishable pages — and to share it all with you!

Excelsior!

Stan

ITEM! Don't ask us—we'll tell you! The reason why our latest giant-sized 75¢ magazines (not to mention our CRAZY neo-title) have been switched to quarterly publication is in line with what Smiley was mentioning above: we want to keep up the quality of these mags while we're waiting to gauge the full, unfettered reaction of Marveldom Assembled. That's why SAVAGE TALES and CRAZY are on sale this month instead of last, as originally planned. You'll find 'em both worth the wait, though — what with a 37-page Conan classic illustrated by BARRY SMITH in the former, and the humor of ART BUCHWALD, KELLY FREAS, BOB ("Myron Moose") FOSTER et al. in the latter! But don't worry, those of you with money to burn — they'll both be on bimonthly schedules again, just as soon as we can get our heads on straight! (Although, knowing us, that probably gives you plenty of time to start saving your pennies!)

ITEM! Meanwhile, one of the full-color comics we've dropped from our schedule — but only for the next couple of months — is the very popular SUPERNATURAL THRILLERS. We've decided to put all our eerie adaptations in our giant-sized mags instead. As for the new feature which SUPERNATURAL THRILLERS will contain when it returns a few short weeks from now — well, let's give it to you in Spider-Man Code:

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ITEM! In just a short month or so, we'll be doing what you frantic ones have requested — namely, turning this page entirely over to the Bullpen Bulletins, with the kind of informal chit-chat and nifty news items you've always dug most! In the meantime, what say we drop the Mighty Marvel Checklist for this month only, and concentrate instead on a few personal tidbits about the Bullpen That Plays for Fun — like so:

MARVEL MINI-ITEMS! Congrats to HERB and LINDA, on the birth of their spanking-new son and prospective future Bullpenner, ALEXANDER SPURLOCK TRIMPE! He's the only thing that's come between Happy Herbie and a HULK deadline in the last umpteen years! • Hey, if you dig the recent spectaculars by JIM STARLIN (on CAPTAIN MARVEL and MASTER OF KUNG FU) as much as we do, then let's have a few kudos also for Amiable AL MILGROM, our latest inking discovery, who's been skillfully applying the pen-and-brush to those power-packed pencil-strokes of Jim's! • In answer to countless queries: Yes, the GLYNIS WEIN who does that sensational coloring in so many Marvel masterworks

these days is indeed the lovely wife of one LEN WEIN. And, so help us, if your next question is "So who's Len Wein...?" • Know what? RICH BUCKLER tells us that his dream for well-nigh a decade as a comic-book fan was to get a chance, one day, to draw the fabulous FANTASTIC FOUR title! And he's made it at last! So let the lad know how you like what he's layin' down, okay? Tell 'im Roy sent you...!

— R.T.

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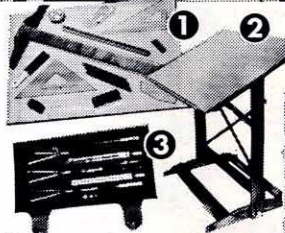
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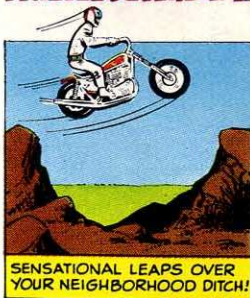
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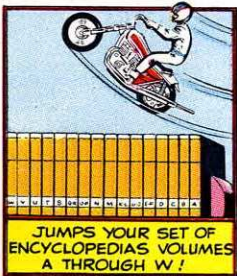
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