

SPIDER-MAN®

MARVEL® COMICS GROUP



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# the AMAZING SPIDER-MAN

MARVEL'S TV SENSATION!



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A BRAND-NEW FOE SENDS SPIDEY TO A FLAMING END!!  
**WHITE DRAGON! RED DEATH!**

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# STILL MORE BAD NEWS

THIS SUMMER

THE BAD NEWS BEARS WILL BE BACK

IN THEIR ALL NEW FILM COMEDY



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While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

**Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™**

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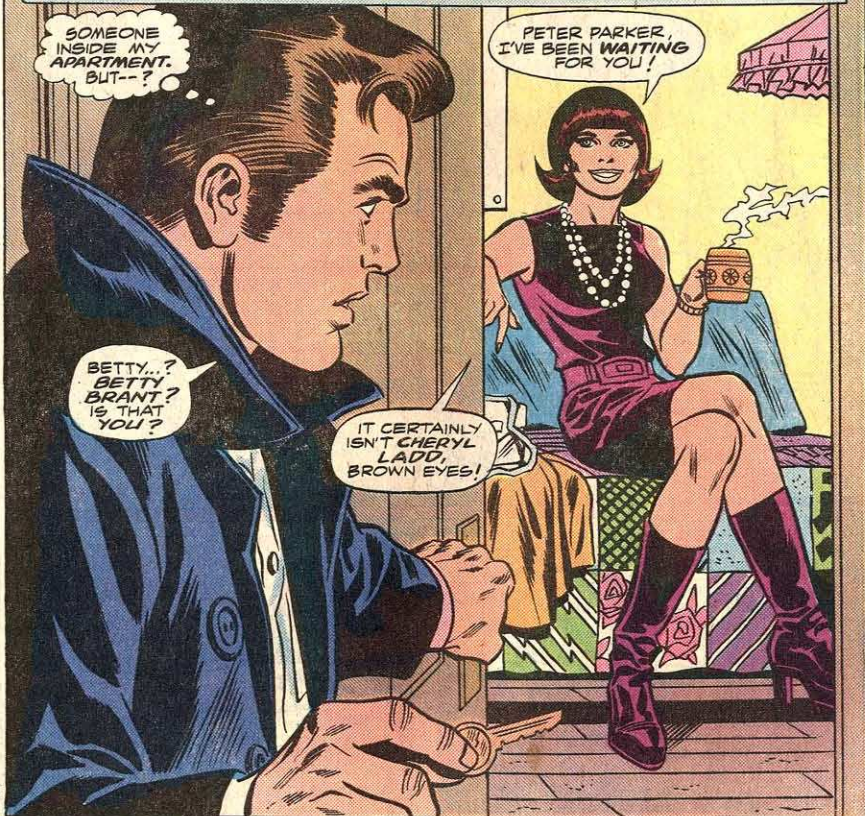
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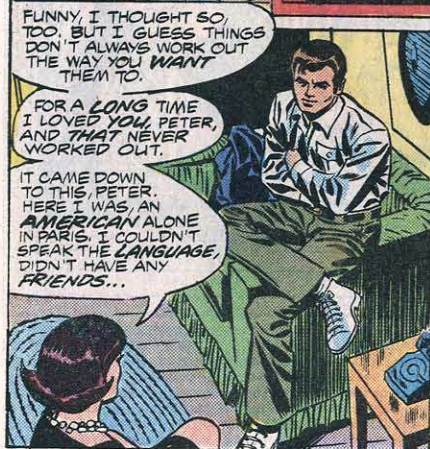
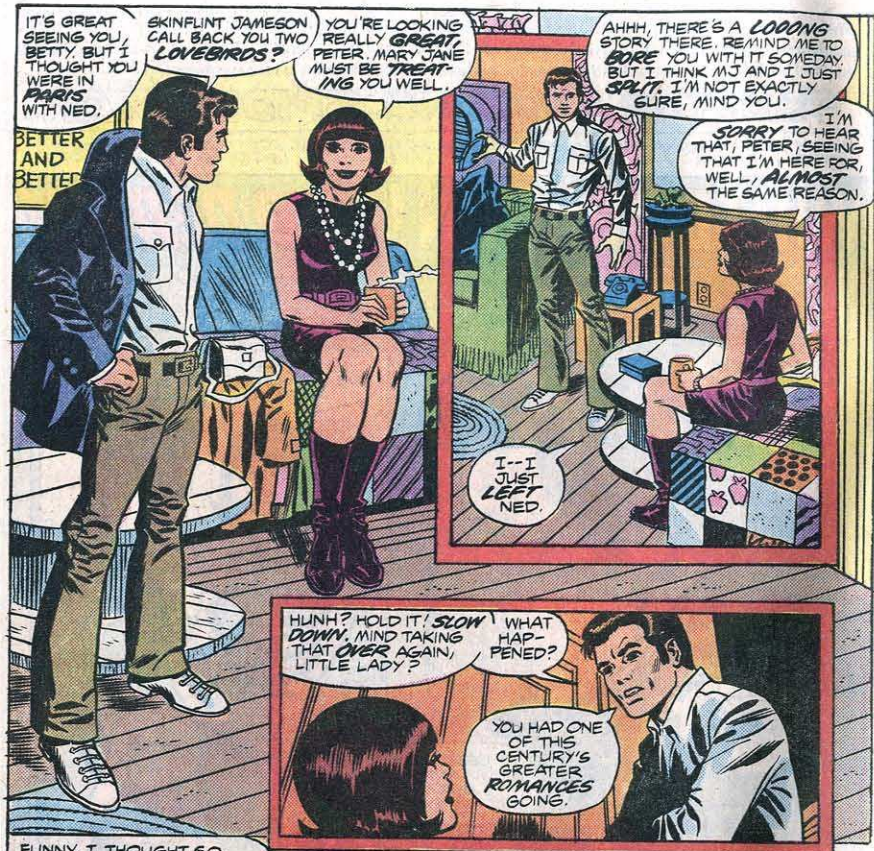
# WHITE DRAGON! *RED DEATH!*

**SYNOPSIS:** AUNT MAY HAS BEEN MOVED INTO THE CRITICAL WARD OF NEWHOPE MEMORIAL HOSPITAL, AND MARY JANE WATSON HAS JUST TURNED DOWN PETER PARKER'S PROPOSAL OF MARRIAGE. IN SHORT, THINGS ARE LOOKING THEIR CUSTOMARY DOWN FOR OUR STALWART HERO AS HE RETURNS TO HIS CHELSEA PAD...



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FINALLY, I COULDN'T **TAKE** IT ANY LONGER, SO I DECIDED TO **LEAVE**.

WHAT DOES **NED** HAVE TO SAY ABOUT THIS?

HE **DON'T** KNOW ABOUT THIS YET. **JAMESON** HAS HIM COVERING SOME **UP-RISINGS** IN **CYPRUS**.

LOOK, I'M SORRY TO **BOTHER** YOU WITH MY PROBLEMS WHEN YOU HAVE YOUR OWN. BUT WHEN I RETURNED, I HAD **NO ONE** TO TURN TO.

YOU'RE MY **ONLY GOOD FRIEND**.

IRONIC, OUT WALKS **MJ**, IN COMES **BETTY**—HEY, WHAT AM I THINKING? **BETTY'S MARRIED**. THERE CAN'T BE ANYTHING BETWEEN US.

BESIDES, HAVE I FORGOTTEN HOW MUCH SHE **DESPISES SPIDER-MAN**? IF SHE ONLY KNEW HOW **SPIDEY** ACCIDENTALLY INVADDED AUNT **MAY'S** WARD EARLIER, HOW HE CAUSED HER TO HAVE ANOTHER **ATTACK**!!

\* LAST /SH.--MARV.

IF SHE KNEW THAT, SHE'D **NEVER** HAVE ANYTHING TO DO WITH ME.

I SEE YOU STILL GET THOSE **FARAWAY LOOKS** ABOUT YOU, **PETER**. SOME THINGS **NEVER CHANGE**, DO THEY?

I REALLY **CARED** FOR YOU, AND I **STILL DO**. AND IF I'M **BEGINNING** MY LIFE OVER AGAIN...

...AT THE SAME TIME **YOU'RE** GOING THROUGH PROBLEMS WITH **MARY JANE**, WELL, MAYBE IT'S **FATE** WORKING THINGS OUT FOR US.

OH NO, SHE **WANTS** US TO GET **INVOLVED** AGAIN.

BUT THIS HAS GOT TO BE A REACTION TO HER LEAVING **NED**.

I MUSTN'T **ENCOURAGE** ANYTHING... IT COULD BREAK **BOTH** OUR HEARTS.

UHHH, **BETTY**, I'D REALLY LIKE TO **DISCUSS** THIS, BUT I HAVE TO **GO**.

WE'RE HAVING **GRADUATION PRACTICE** AT SCHOOL.

FINE. I'LL **JOIN** YOU. THERE'S NOTHING **ELSE** FOR ME TO DO. AND BESIDES, I **NEED** TO BE WITH YOU.

SOMETHING TELLS ME THIS **LITTLE LADY** IS GONNA BE MIGHTY DIFFICULT TO **DISCOURAGE**.

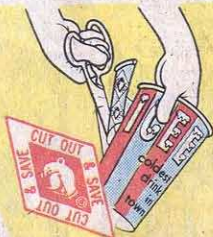






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AND NOW, LET'S MOVE UPTOWN TO THE EAST 80'S WHERE WE LOOK IN ON THE PEERLESS PUBLISHER OF THE DAILY BUGLE, AND A CERTAIN DR. MARLA MADISON...



I'VE AVOIDED THINKING ABOUT THIS FOR MONTHS, HOPING IT WOULD GO AWAY.

YOU! WHY ARE YOU STARRING AT ME LIKE A HUNGRY VULTURE?

WHAT? YOU WANT ME TO SNIFF THIS OUT? DO YOU KNOW WHAT THESE COST? DO YOU REALIZE HOW MANY CUBANS ARE NECESS...

MR. JAMESON! I'M SORRY TO BE LATE. COME IN.

ERRR, THERE'S NO SMOKING HERE, MR. JAMES--



WHAT? YOU SNIFFELLING LITTLE PIPSQUEAK! ARE YOU TELLING ME YOU CAN'T CURE JOHN JAMESON? ARE YOU TELLING ME ALL MY MONEY IS USELESS? YOU'RE LYING! YOU WANT ME TO PAY MORE!



MARLA, DID YOU HEAR THAT... THAT FIFTH-RATE SCHWEITZER? HE'S CONDEMNED JOHN TO ETERNAL SLEEP.



I'M REALLY SORRY ABOUT THIS, MR. JAMESON. BUT...

YOU DON'T KNOW HOW SORRY YOU'LL BE, GREENE.

WHEN I'M DONE WITH YOU, THEY WON'T ALLOW YOU TO EMPTY BEDPANS!





NOW WE'VE GOT TO HOP SCOTCH OVER TO PETER PARKER AND COMPANY, 'CAUSE TIME'S A WASTIN'...

WELL, I DON'T KNOW WHY THEY DIDN'T HAVE A CAP AND GOWN WAITING FOR ME--

--BUT AT LEAST I WAS ABLE TO SCROUNGE ONE UP. HOW'S IT LOOK?

YOU MAKE ME FORGET ALL ABOUT ROBERT REDFORD.

ROBERT WHO--?

IT'S SO HARD TO ACTUALLY BELIEVE I'M GRADUATING AFTER ALL THESE YEARS.

I THINK IT'S WONDERFUL. SOMETIMES I'M SORRY I DIDN'T COMPLETE SCHOOL. WHAT ARE YOU GOING TO DO WITH YOURSELF NOW?

WHAT ELSE? ENROLL IN GRAD SCHOOL. A SIMPLE B.A. DOESN'T GET YOU FAR WHEN YOU'RE A SCIENCE MAJOR.

I'VE GOT TO GET MY PH.D.

DOCTOR PETER PARKER! IT HAS A NICE RING TO IT, PETE. WILL I STILL BE ABLE TO SEE YOU WHEN YOU'RE RICH AND FAMOUS?

EXCEPT ON WEDNESDAYS... I'LL BE OUT ON THE GOLF COURSE, OF COURSE.

I'M SO PROUD FOR YOU, PETE-- YOU'VE GONE THROUGH SO MUCH TO GET HERE. I'LL BET YOUR AUNT IS BEAMING OVER ALL THIS.

AUNT MAY! MY GOSH! I'VE GOT TO CHECK IN ON HER AT THE HOSPITAL. WALK ME TO THE PHONE, WILL YA?

IS SHE SICK? I'M SORRY, PETER, I DIDN'T KNOW.

LOOK, EVEN I DON'T KNOW TOO MUCH ABOUT IT-- THE DOCTORS AREN'T TALKING. BUT I'M KEEPING MY FINGERS CROSSED.

SAY, WHO'S THE SHROUD OF GLOOM AMONG THE HAPPY FACES?

HIM? THAT'S PHILLIP CHANG-- HE'S ALWAYS OUT OF IT. NEVER ASSOCIATES WITH ANYONE, AND HE DOESN'T SEEM TO CARE ABOUT ANYONE BUT HIMSELF.

WE TEND TO LEAVE HIM ALONE.







GEE, HE SOUNDS LIKE SOMEONE I ONCE KNEW-- A MEAK, MILD HIGH SCHOOL STUDENT WHO WAS SO SHY AND INTROVERTED, SO--

ALL RIGHT! ALL RIGHT! YOU'VE MADE YOUR POINT, MY PRETTY.

LET HE WHO IS WITHOUT SIN CAST THE FIRST HELLO!



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PHILIP CHANG, MY NAMES **PETE**... PETER PARKER. I JUST WANTED TO--

OH NO! THEY'VE **FOUND** ME!

YOU WON'T GET ME-- **GET AWAY!** **GET AWAY!**



HUNH? IF MY SPIDER-SENSE HADN'T WARNED ME IN TIME ...

...HIS SWING COULD'A **DISCONNECTED** MY HEAD FROM MY **SHOULDERS!**



YOU--YOU'RE **NOT** ONE OF THEM..

YOU ARE **NOT** A **DRAGON!**

HOLD ON THERE, FELLA-- WHAT'S WITH THIS **DRAGON?**



SO, IT BEGINS AGAIN, DOES IT? THE **FEAR...** THE **WORRY!**

IT'S **HAUNTED** ME SINCE I LEFT **HONG KONG.**

I DO NOT **THINK...** AND THIS TIME I **ALMOST KILLED!**



ARE YOU **ALRIGHT,** PHILIP?

PLEASE, I WANT TO BE **ALONE!** I DO NOT WISH TO **SPEAK** WITH **ANYONE.**

TALK ABOUT DEFINITE **WEIRDOS!**



LISTEN, BETTY, I WANT TO **SEE** AUNT MAY-- BEFORE TWO. WHY DON'T WE MEET FOR **DINNER?** I'LL GIVE YOU A **CALL** AT MY PLACE.

WELL, I UHHH, SURE, PETER-- **TONIGHT!**



HATED TO GIVE BETTY THE **BRUSH,** BUT NOT ONLY DO I WANNA SEE AUNT MAY, BUT I'VE GOT TO COME UP WITH A WAY OF **LETTING DOWN** BETTY.

SHE MAY NOT **KNOW** IT, BUT SHE REALLY **DOESN'T** WANT US TO START UP ALL OVER AGAIN.

SHE **LOVES** NED... I THINK.



IT TAKES ONLY A FEW MINUTES FOR SPIDER-MAN TO WEND HIS WEB-SLINGING WAY TO NEWHOPE MEMORIAL HOSPITAL AND TO LEARN THERE IS STILL NO NEW NEWS. HIS AUNT IS SLEEPING AS COMFORTABLY AS SHE CAN... CONSIDERING.

AND SO THE REMAINDER OF THE DAY IS SPENT WALL-CRAWLING AND THINKING... TWO DISTINCT ACTIONS THAT A PUZZLED PETER PARKER IS PARTICULARLY APT AT.

STILL HAVEN'T COME UP WITH ANYTHING TO SAY TO BETTY... CAN IT BE I ACTUALLY WANT A NEW ROMANCE TO BEGIN?

NAH! EVEN I'M NOT THAT INSANE... AM I?

SHE SEEMS INTERESTED.

BUT SHE'S MARRIED!

BUT SHE LEFT NED.

BUT SHE'S STILL MARRIED.

SHE WAS THE FIRST GIRL I EVER LOVED... AND MAYBE I JUST NEVER GOT OVER LOSING--

HMMM, NICE BUNCH 'A PUNKS DOWN THERE... PLEHNS THAT OLD MAN OUTTA THEIR WAY.

MAYBE I SHOULD GET INVOLVED?

HECK, LISTEN TO ME. ALLUVA-SUDDEN I'M SPIDEY THE TRUANT OFFICER!

WHEN DID SOMEONE PIN A BADGE ON ME? I'LL JUST WEB-SLING ALONG AND MEET BETTY AT THE RESTAURANT SHE SUGGESTED... HEY!

A CHAIR BEING TOSSED FROM THE STORE THOSE PUNKS WENT INTO.

MAYBE I AM NEEDED AFTER ALL.



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## THOR



## CAPTAIN AMERICA



## HOWARD THE DUCK



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*John Unitas*



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--NOT IF THE  
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DRAGON**  
SHOULD SLAY  
YOU!

YOU DID NOT  
THINK YOU COULD  
LONG REFUSE  
TO SEE ME, DID  
YOU, CHILD?

AND YOU MOST  
CERTAINLY  
COULD NOT  
BELIEVE YOU  
COULD LONG  
AVOID ME.



YOU HAVE BEEN GIVEN  
MY **ULTIMATUM**.  
NOW ANSWER  
YOU?

PLEASE  
DO NOT DO  
ANYTHING  
HERE.

P-PETER?

I DON'T LIKE  
THE LOOKS  
OF THIS CREEP...

...BUT HOW DO  
I GET OUTTA  
HERE AND MAKE  
THE SWITCH  
TO WEBHEAD?



HEY, YOU  
CAN'T  
COME  
**BABYING**  
IN HERE...

AWAY FROM ME,  
YOU YOUNG  
**FOOL**! AWAY  
BEFORE I DO  
WORSE TO YOU  
THAN I'VE DONE  
TO YOUR COWARDLY  
**FRIEND**.



...GAS!  
D-DON'T...

GOTTA DO  
**SOMETHING**,  
BUT I CAN'T  
LET HIM KNOW  
WHAT I'M  
UP TO.



BUT BEFORE THE BEFUDDED  
PETER PARKER CAN MAKE HIS  
MOVE...

YOUR PERIOD OF  
**GRACE** IS OVER, CHANG--

THE **WHITE DRAGON**  
IS NOW FORCED TO  
ANSWER FOR YOU!



...RUNNING OFF, BUT  
IT DOESN'T MATTER  
NOW.

SOMETHING TELLS  
ME HE **WON'T** HURT  
PHILIP, AT LEAST NOT  
BEFORE **SPIDEY**  
CAN ENTER THE  
SCENE.

WHICH MEANS  
I'VE SOMEHOW  
GOT TO DITCH  
BETTY--**FAST**.





AND, A FEW MINUTES LATER...

I KNOW HOW YOU HATE VIOLENCE, BETTY-- BUT I'VE GOT MY JOB TO DO, AND JAMESON WILL PAY PLENTY FOR PIX OF THAT SCREWBALL.

WITH AUNT MAY IN THE HOSPITAL, I CAN'T AFFORD NOT TO MAKE BIG BUCKS.

THEN PLEASE, PETER, FOR ME... BE CAREFUL.

I DON'T WANT TO LOSE YOU, TOO.



THIS *ISN'T* WORKING OUT THE WAY I WANTED IT TO. SOMEHOW I'VE GOT TO CONVINCE HER OUR RELATIONSHIP CAN'T WORK.

RIGHT AFTER I'M THROUGH CONVINCING MYSELF.

FUNNY, ALL THOSE YEARS APART, AND I JUST *TOOK* TO HER SO COMFORTABLY. SHE'S NOT *WILD* LIKE MJ-- SHE ONLY WANTS A GOOD LIFE, A *SECURE* LIFE... A *HAPPY* LIFE.

EXACTLY THE KINDA LIFE I WANT... BUT I'VE GOT THE PROVERBIAL *SNOWBALL'S* CHANCE IN A BLAST FURNACE OF FINDING THAT HAPPINESS.



THE *SPECTER OF SPIDER-MAN* ALWAYS HANGS OVER ME, AND THAT ALONE WILL COME BETWEEN ME AND TOTAL HAPPINESS.

HECK, I'D *LOVE* TO SHUCK ALL MY TROUBLES AND TRAUMAS, BUT I JUST CAN'T--

--AFTER ALL THESE YEARS I'VE PROVEN TO MYSELF I CAN'T GIVE UP THIS CORNY COSTUME AND CAREER-- I *AM* SPIDER-MAN, AND WHAT'S WORSE-- I *NEED* TO BE SPIDER-MAN.



Y'KNOW, EITHER I'M A BIGGER *HERO* THAN I EVER BELIEVED... OR A BIGGER *FOOL*. THE PROBLEM IS, I CAN'T FIGURE OUT *WHICH* IT IS I AM.



AHHH, THE *SPIDER-TRACER* I ATTACHED TO THE DRAGON'S BELT TELLS ME HE'S *HERE* IN THIS BUILDING.

GOOD, I CAN *USE* A BIT OF *ACTION* TO CLEAR UP MY COBBLED LITTLE MIND.



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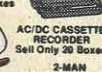
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# BULLPEN BULLETINS

## STAN'S SOAPBOX

Know something? I've gotta learn to speak Japanese! All of a sudden, Marvel is threatening to become the latest and greatest "in" thing in the Land of the Rising Sun! There are special Japanese-version Marvel movies being produced, specially adapted Marvel comics, toys, games, and—for all we know—even Spider-Man Samurai warriors! (We know there are SHOGUN warriors, 'cause we're preparing a great new Shogun mag right now, but it's still a secret, so don't let on I toldja!) Anyway, just to totally obfuscate the issue, see if you can figure this one out. These wise and witty words are being written for you in the beginning of March, in order to get them printed in time to go on sale in June! Now stay with this, hear? I'm heading for Japan in the middle of May, which is a couple of months from now ("now" being the time I'm writing this)! I'm bustin' to tell you all about my trip, but I can't 'cause I haven't gone yet; although by the time you read this I'll have been back for about a month! See why I'm always mixed up? See why we always tell you that Marvel time is different than "real world" time? See why, when someone asks me the date, I panic and run for the hills? But now, before you get too emotional about this, let's welcome all our Japanese friends on board; and, to all of them, and all of you, the mighty voices of Marveldom Assembled now cry out: "YOI toh-MOH-dah-chi ni nah-RI-mah-shoh; NAK-hah yoh-ku shi-MAH-shoh", which, as all True Believers know, means "Let us be good friends"! And, if the omnipotent Odin will return the Silver Surfer's curling iron to him, one of these days I'll teach you how to say it in English!

Excelsior!

*Stan*

ITEM! First things first! Our humblest apologies to plucky PETRA GOLDBERG for failing to mention in last month's Bullpen Bulletins her outstanding contribution to Marvel Super Special #4 featuring THE BEATLES STORY. Petra is responsible for the splendid coloring therein—but since every alert Marvelite already possesses his very own copy, you all knew that anyway.

ITEM! It seems that congratulations are in order for none other than Dauntless DON MCGREGOR. Early this April, the lucky guy wed a certain lovely lady by the name of Marsha Childers, and t'would appear they'll both be on Cloud 9 for quite a while! We at the Bullpen would like to join Marveldom Assembled in wishing the newlyweds all the best.

ITEM! Speaking of Don McGregor, somehow, during what had to have been rather hectic weeks before his wedding, the Dauntless One

managed to script the masterful tale appearing in MARVEL PREMIERE #43. The story features PALADIN, a hard-fisted, sharp-shooting, mildly mercenary sensation first introduced in the pages of DAREDEVIL by JIM (Trouble) SHOOTER. Seldom has a new character evoked such an overwhelming ovation, and so natch, the ever-eager-to-please Bullpen wasted little time bringing him back in his own showcase. It's magnificently illustrated by Tap-dancin' TOM SUTTON and it's on sale now! And by the way, any resemblance between Paladin's damsel-in-distress and Don's blushing bride is probably his doing!



ITEM! Special Events abound this month! After seeming ages of hard work by Devil-May-Care DOUG MOENCH, Rampagin' RON WILSON, and Redoubtable RICARDO VIL-LAMONTE, the first full-color magazine-size issue of THE HULK is finally on sale—and is it a doozie! Yours for only a pittance—a mere \$1.50—it portrays the Emerald Behemoth in a manner befitting the mightiest mortal ever to walk the earth. It's all there—the power, the hate, the triumph and the tragedy—truly this is an epic! As if the art and story weren't enough, this issue also features a full-color photo section devoted to the smash-sensation Incredible Hulk TV show! Get to your newsstand fast, before they're all gone!

ITEM! Also hot off the presses and available for your reading pleasure is the first Simon and Schuster Pocket Book featuring DOCTOR STRANGE! It's a real collector's item, recalling the Master Mage's earliest and eeriest encounters as dazzlingly depicted by Stan Lee and Steve Ditko! The back cover alone is worth the price of admission!

ITEM! More news from Simon and Schuster! THE MIGHTY MARVEL SUPER-HEROES FUN BOOK #3 is in the bookstores now just waiting to provide untold hours of entertainment for Marvel Minions. Check it out!

ITEM! Whew! Sometimes we get so caught up in all the fanfare for exceptional items and once-in-a-lifetime deals we almost forget to mention the things that made Marvel great in the first place—namely our regular comics that month after month quietly maintain an incredible standard of excellence—the solid backbone of the line. One such title is CONAN, which as every True Believer knows, is fast approaching its 100th issue. Rascally ROY THOMAS, writer and editor of both the CONAN color comic and THE SAVAGE SWORD OF CONAN black-and-white magazine, has consistently provided excellent stories and arranged for some of the very best artists anywhere to illustrate them. In addition to Big JOHN BUSCEMA, perennial Conan penciller and Eighth Wonder of the World, ALFREDO ALCALA, CARME INFANTINO, GENE COLAN, and FRANK BRUNNER have all recently illustrated adventures of the sullen-eyed Cimmerian, each in his own distinctive, trend-setting style. Thus, barbarian-watchers will be treated to varied visual delights in upcoming months, and we promise you'll love every minute of it.

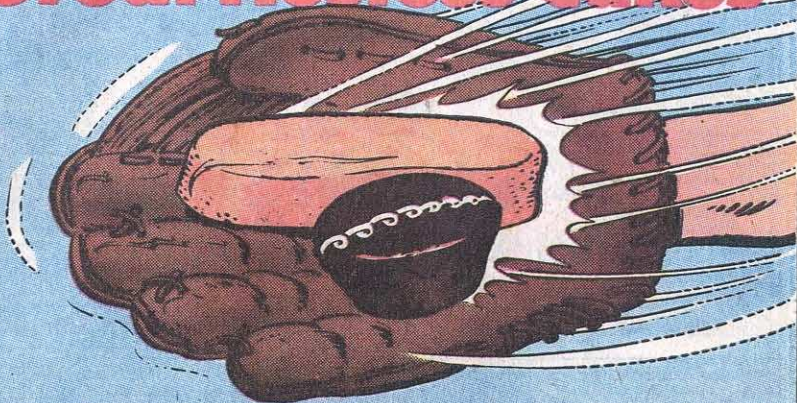
ITEM! While we're on the subject of visual delights, we trust that everyone is as enamored of the precise pencilling of Jocular JOHN BYRNE as we are. A recent copy of X-MEN should serve as proof that our favorite denizen of the Frozen North has truly risen to Superstar Status! John visited us here in civilization while attending the March Creation Convention, and delighted everyone with his warmth and wit. He's a great talent and a nice guy. Ask any Armadillo.



ITEM! Just a final note which lends credence to our belief that Mighty Marvel is taking over the world—Did you know that in the smash Broadway musical extravaganza, BEATLEMANIA, a whole passel of Marvel characters are featured in the multimedia presentation? Notable among them are Magneto, Spitfire, Ms. Marvel, Miss America, the Whizzer, Captain America, the Sub-Mariner, Iron Fist, Poyser Man, and more! Isn't fame wonderful? Hoo-hah!



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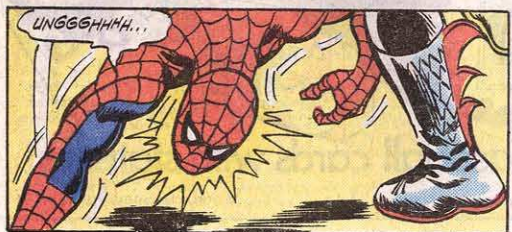
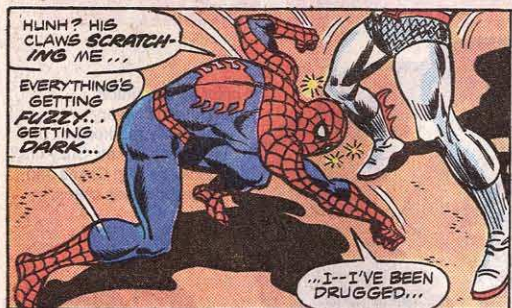
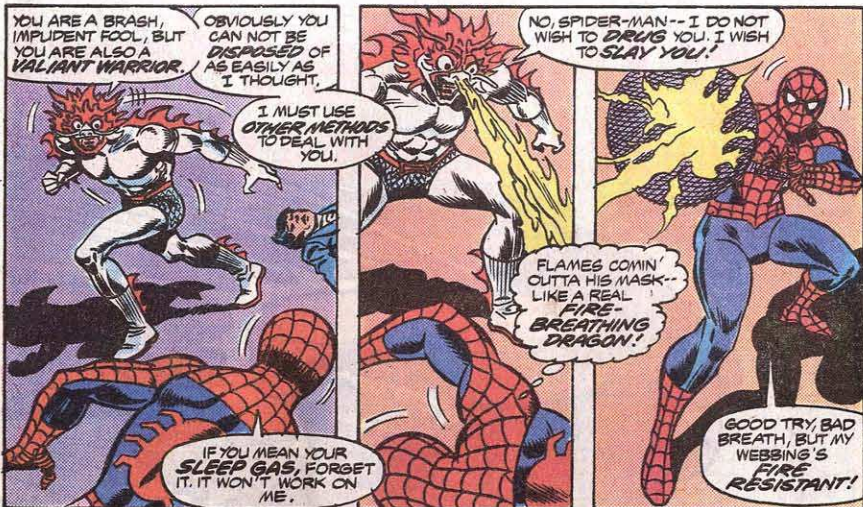
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FAREWELL, SPIDER-MAN-- FOREVER!

NO! YOU MUSTN'T! I HAD NO CHOICE... NO CHOICE...

BUT YOU DID, CHANG-- AND NOW IT IS TOO LATE!

FOR IN A MOMENT, THE OIL I HAVE JUST IGNITED WILL BURN THE VERY FLESH FROM SPIDER-MAN'S BONES...

...AND YOU, PHILIP CHANG-- ARE AS GUILTY OF SPIDER-MAN'S MURDER AS I AM!

OH NO... NO... NO...

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