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COMICS
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AUTHORITY

the AMAZING SPIDER-MAN

FEATURING:

THE MENACE OF
THE MAD THINKER
AND HIS AWESOME
ANDROID!



J.R. JR. + CO.

"CONFRONTATIONS!"

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SCOTTIE

A Cracker Jack story

OKAY, SCOTTIE! THE SCORE IS TIED, BASES LOADED, AND TWO OUTS! GET IN THERE AND SHOW 'EM WHAT YOU'RE MADE OF.



STRIKE ONE!

GULP! WHAT IF I STRIKE OUT???



STRIKE TWO!

YOU CAN DO IT, SCOTTIE!

YOU'RE A CRACKER JACK.

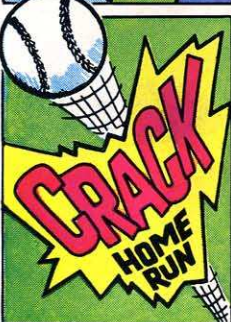


WHEN YOU'RE REALLY GOOD- THEY CALL YOU CRACKER JACK

YOU DID IT, SCOTTIE.

WE WON THE PLAYOFFS!

WHAT A CRACKER JACK!



Crunchy caramel-coated popcorn and peanuts and a secret toy surprise!

Stan Lee PRESENTS:

CONFRONTATIONS!

I REALLY CAN'T PUT THIS OFF ANY LONGER.

SINCE THE RESEARCH LABS WERE SHUT DOWN FOR RENOVATION DURING THE FIRST WEEK OF THE INTERSESSION PERIOD, I DIDN'T REALLY HAVE ANY REASON TO STOP OVER HERE.

I'VE HARDLY EVEN THOUGHT OF MY GRADUATE STUDIES, EXCEPT FOR THE DAYS I SPENT IN NEW HAMPSHIRE PLAYING BOY PHOTOGRAPHER-- AND SPIDER-MAN *--

--I'VE BEEN PRACTICALLY LIVING AT THE HOSPITAL, WATCHING OVER THE BLACK CAT.

SCIENCE HALL

ROBERT T. McCALLISTER

PHYSICS 440-001 to 440-005

PHYSICS 440-001 to 440-005

PHYSICS 440-001 to 440-005

PHYSICS 440-001 to 440-005

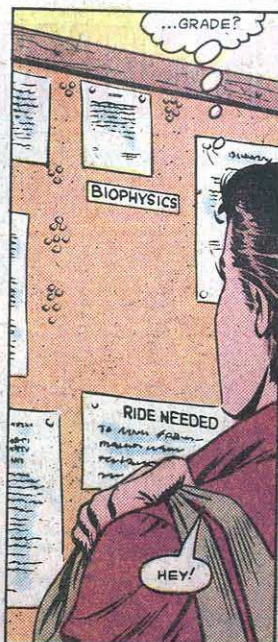
BUT THE NEW TERM STARTS NEXT WEEK. TODAY I SHOULD FIND OUT WHETHER THEY'LL LET ME STAY IN SCHOOL... OR THROW ME OUT ON MY EAR!

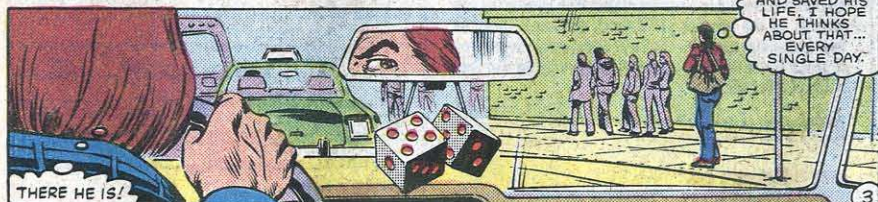
* IN MARVEL TEAM-UP #124-130.

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SCRIPTER ARTISTS LETTERER

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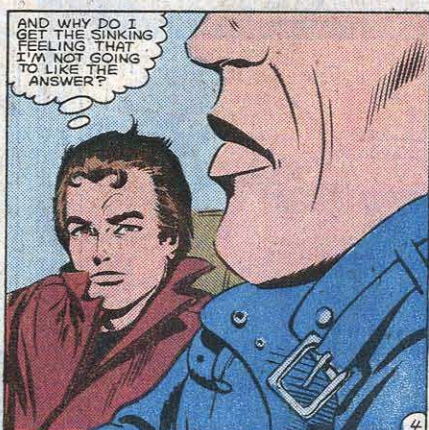
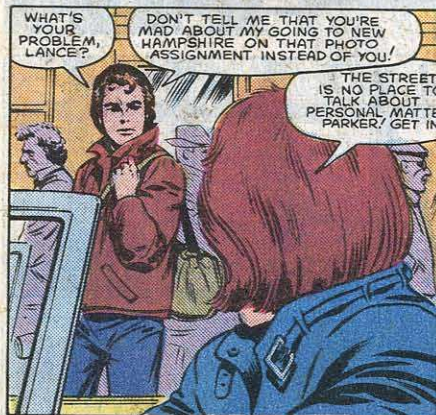
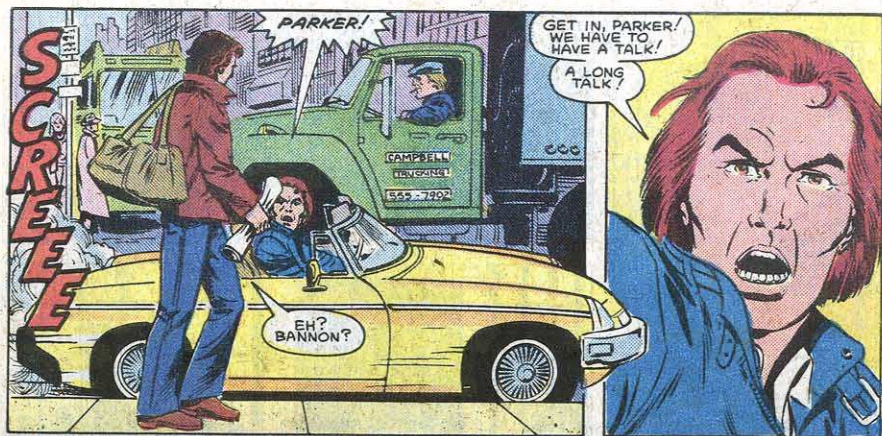
Age Date of Birth

Month Day Year

☐ Male ☐ Female

Signature of Parent or Guardian

.....



MEANWHILE...

AT A CERTAIN
MAXIMUM
SECURITY
PRISON IN
UPSTATE NEW
YORK, THERE
RESIDES A
VERY SPECIAL
PRISONER.

THE GUARDS KEEP
A CLOSE WATCH
OVER HIS CELL.

THE OTHER INMATES
AVOID HIM, EVEN THOSE
IN HIS CELL BLOCK WILL
NOT TALK TO HIM...

...AND THEY
ARE AFRAID
TO TALK
ABOUT HIM.

HIS REAL
NAME NO
LONGER
MATTERS.

HE IS NOW
SIMPLY...
THE THINKER.

THE THINKER...CON-
SIDERED MAD BY
THE WORLD AT LARGE...

...IF NOT
BY THE
STATE PSYCH-
IATRIC
BOARD.

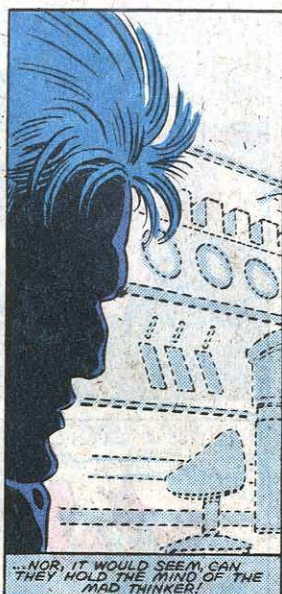


FOR SEVERAL HOURS EACH DAY, THE THINKER SITS ENTRANCED--

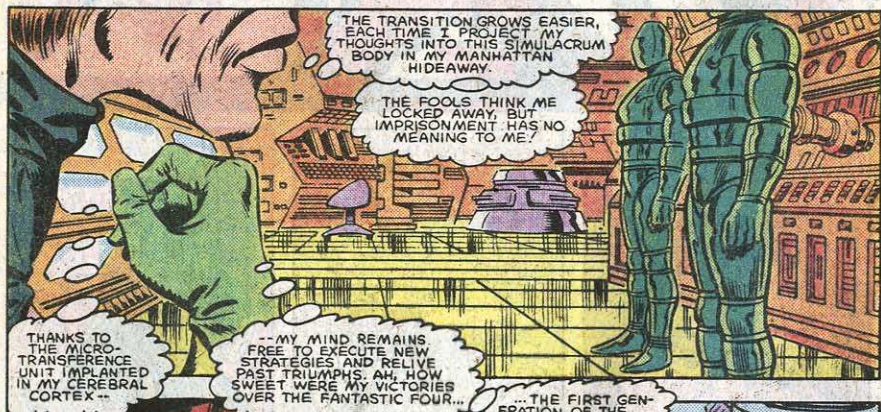


--AND, TO HIS EYES, THE SPARTAN SURROUNDINGS OF HIS CELL FADE AWAY.

STONE WALLS DO NOT A PRISON MAKE...



...NOR, IT WOULD SEEM, CAN THEY HOLD THE MIND OF THE MAD THINKER!



THE TRANSITION GROWS EASIER, EACH TIME I PROJECT MY THOUGHTS INTO THIS SIMULACRUM BODY IN MY MANHATTAN HIDEAWAY.

THE FOOLS THINK ME LOCKED AWAY, BUT IMPRISONMENT HAS NO MEANING TO ME!

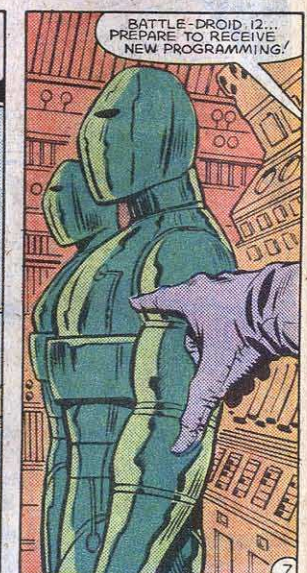
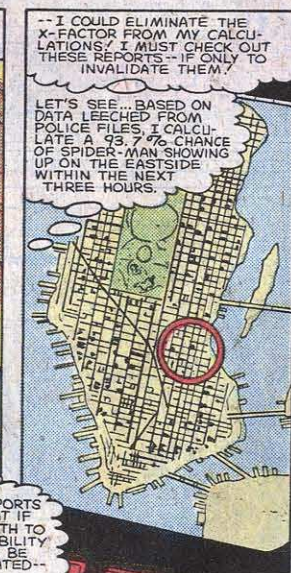
THANKS TO THE MICRO-TRANSCERENCE UNIT IMPLANTED IN MY CEREBRAL CORTEX--

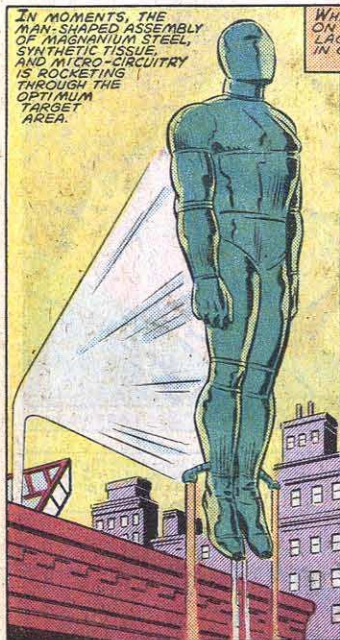
--MY MIND REMAINS FREE TO EXECUTE NEW STRATEGIES AND RELIVE PAST TRIUMPHS. AH, HOW SWEET WERE MY VICTORIES OVER THE FANTASTIC FOUR...

...THE FIRST GENERATION OF THE MUTANT X-MEN...



"...AND THE MIGHTY AVENGERS! NONE OF THEM COULD MATCH MY GENIUS!"





IN MOMENTS, THE MAN-SHAPED ASSEMBLY OF MAGNESIUM STEEL, SYNTHETIC TISSUE AND MICRO-CIRCUITRY IS ROCKETING THROUGH THE OPTIMUM TARGET AREA.

WHILE BEHIND, THE BROW ON THE THINKER'S SIMULACRUM BODY FURROWS IN CONCENTRATION--



--AND, TO THE THINKER'S MIND'S EYE, THE ULTRA-SCIENTIFIC COMPLEX IS SLOWLY REPLACED...



...BY MORE MUNDANE SURROUNDINGS.



HEY, WHAT'S WITH YOU?

I BEG YOUR PARDON?

THE WAY YOU'VE BEEN PACING BACK AND FORTH IN YOUR CELL... STARING AT BLANK WALLS... WHAT GIVES?!



NOTHING TO BE ALARMED AT. I WAS MERELY... THINKING!



MEANWHILE, AT A WELL-KNOWN MANHATTAN WATERING-HOLE...

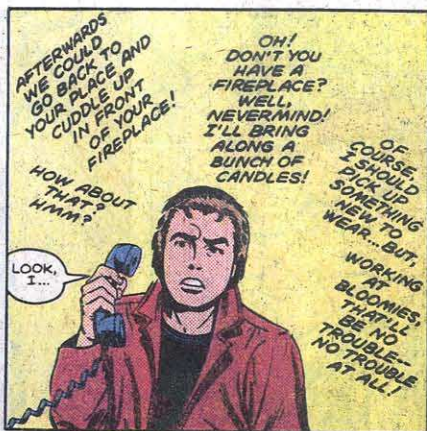
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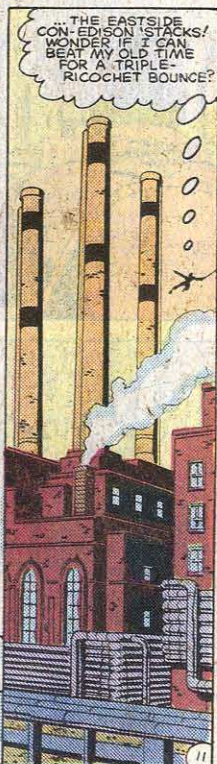
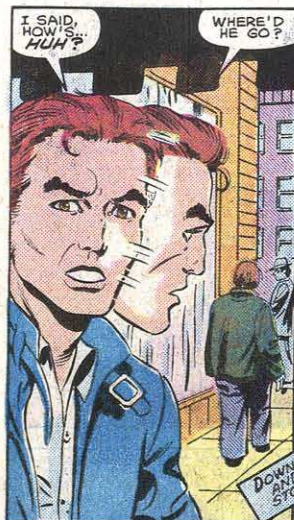
C'MON, PARKER--



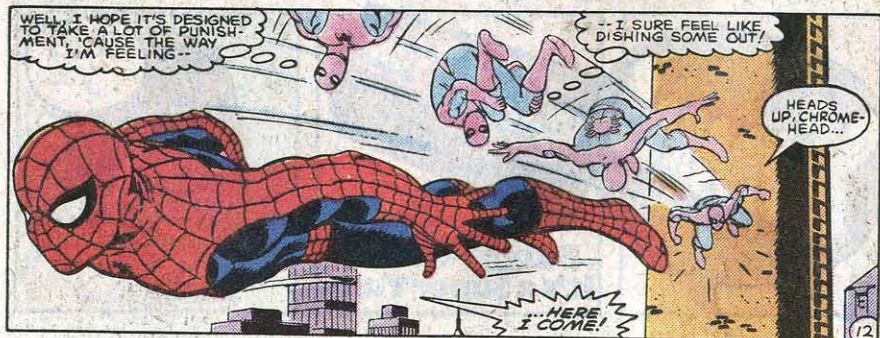
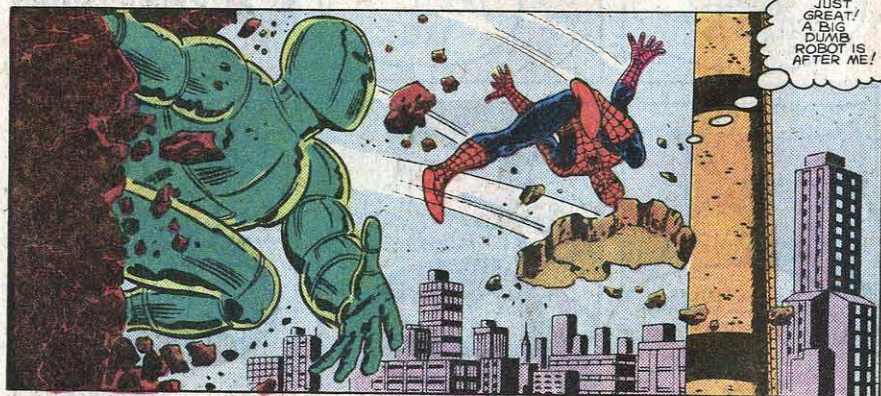
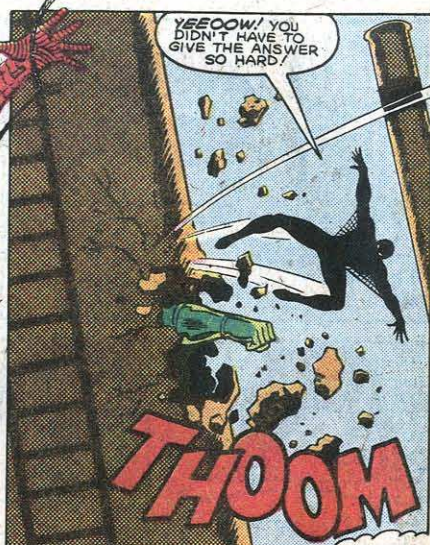
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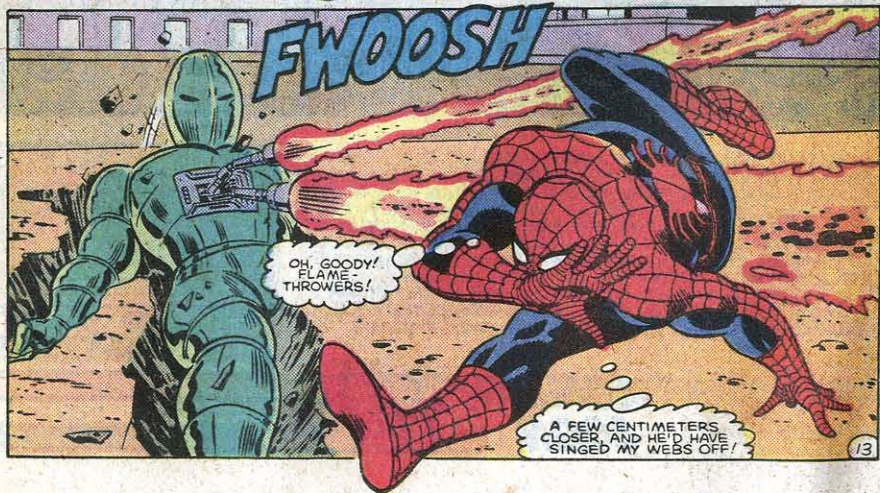
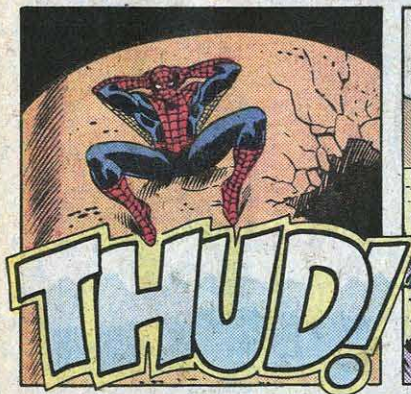








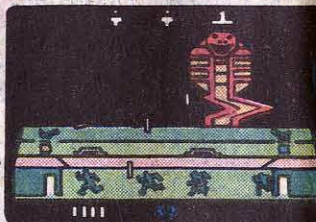




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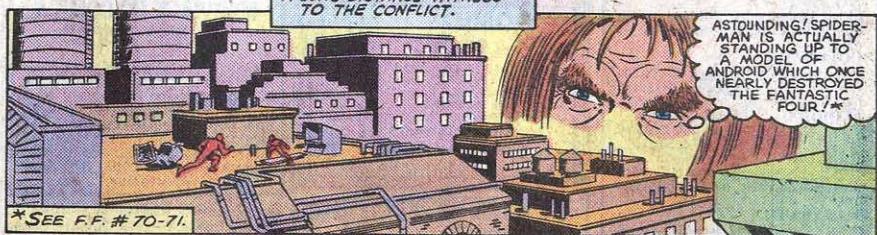
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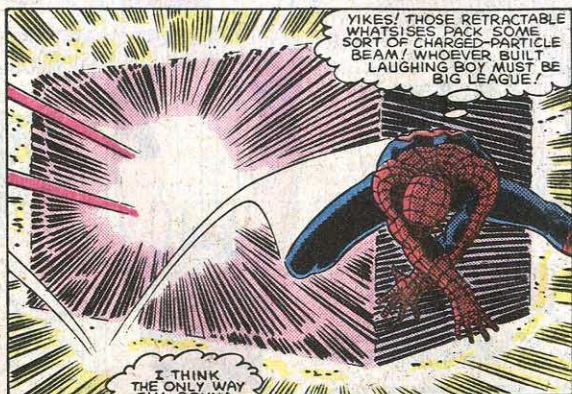
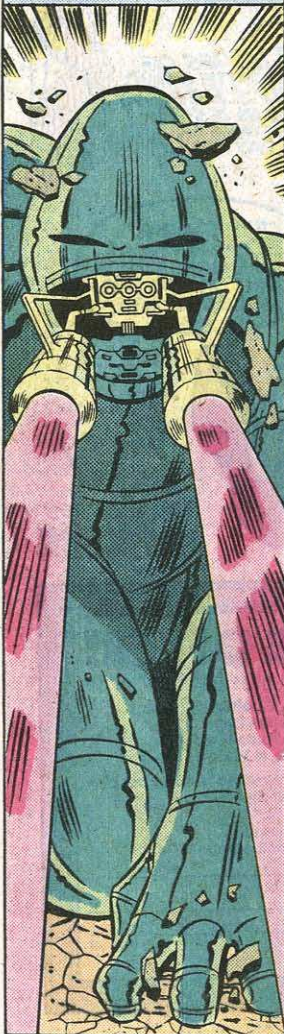
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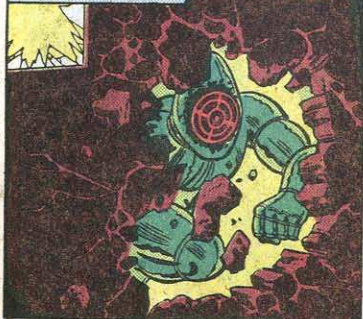
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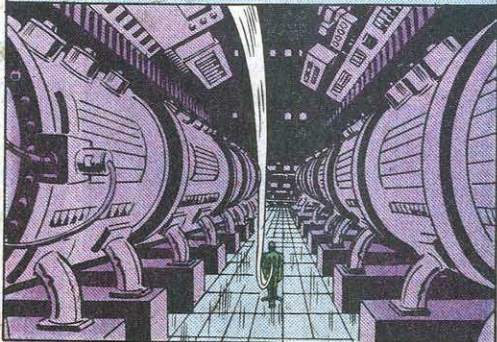
SPIDER-MAN HAS TWICE DOWNED THE EMERALD-ARMORED FIGURE. IN RESPONSE, ITS PROGRAMMING DEMANDS ITS ULTIMATE WEAPON!



HOWEVER, AS THE HULKING, HUMAN-SHAPED DEVICE SMASHES ITS WAY AFTER SPIDER-MAN, ITS RADAR-SCANNING CIRCUITS SHIFT INTO PLAY...



--PROBING THE DIMLY-LIT GENERATOR ROOM, SEARCHING FOR ANY SIGN OF MOVEMENT AMID THE ELECTRICAL HUM.

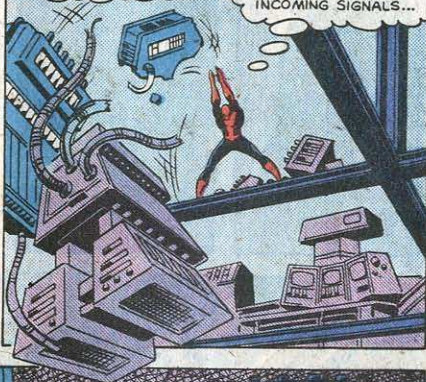


BUT THEN...

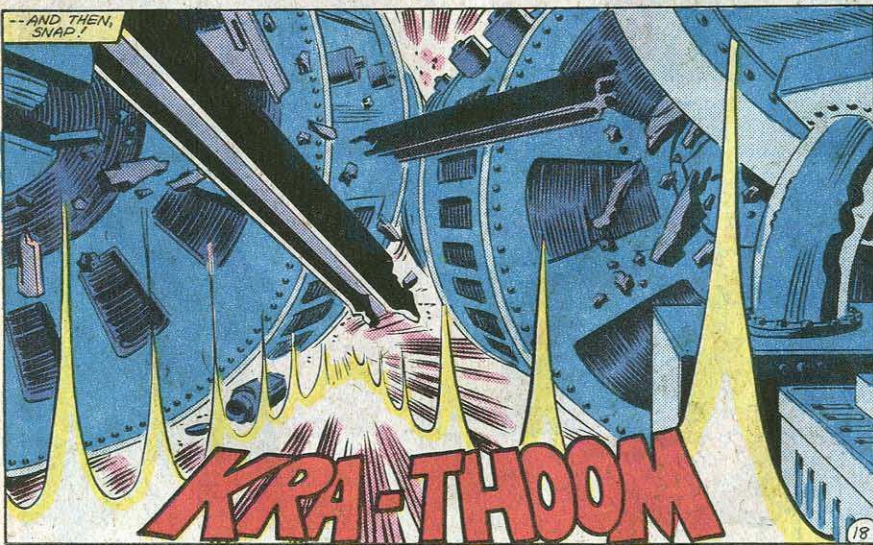
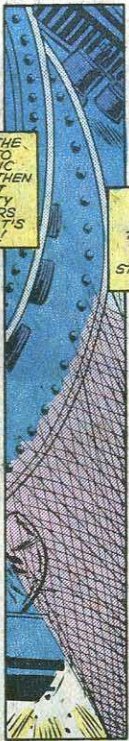
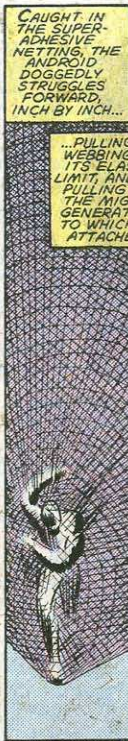
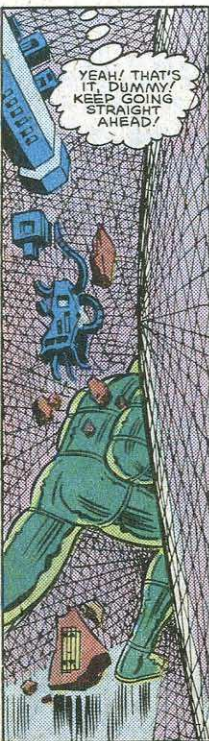


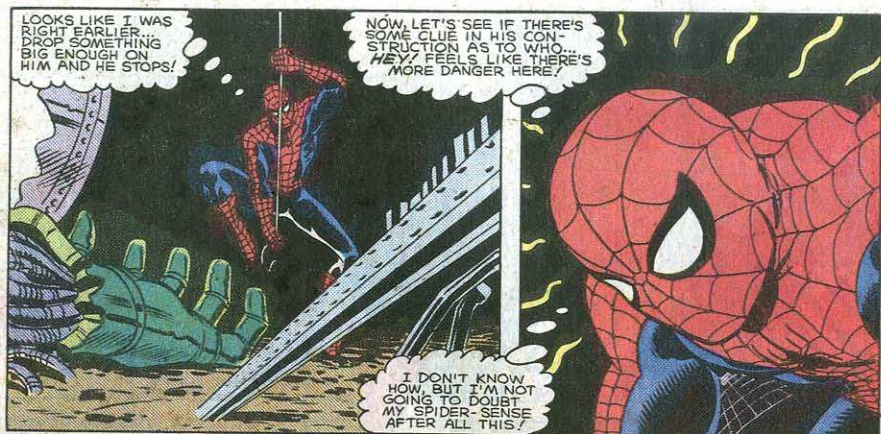
WELL, WELL! THE FIRST LOAD OF JUNKED HARDWARE CONFUSED HIM EVEN MORE THAN I'D HOPED! HE'S FLAILING ABOUT EVERY WHICH WAY!

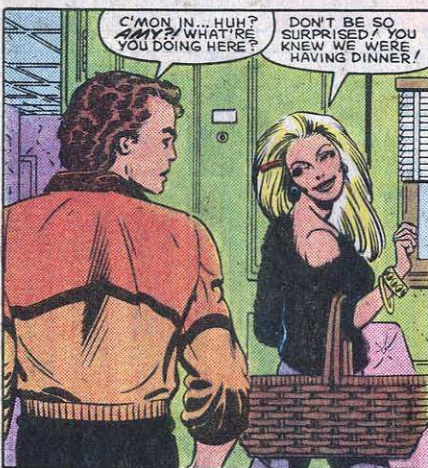
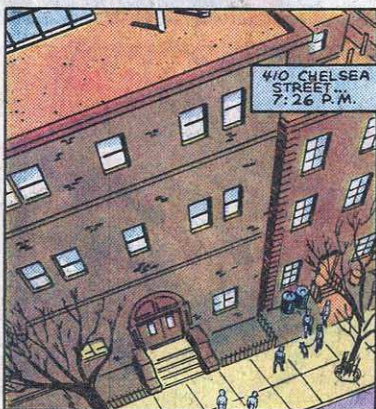
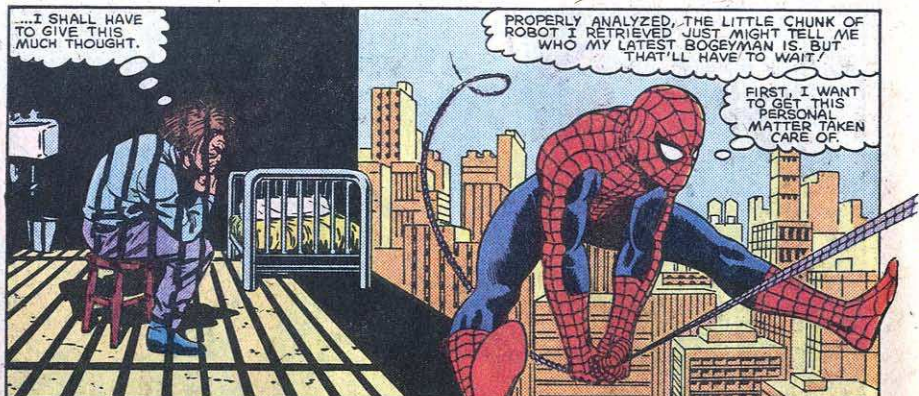
I'LL BET HE'S RELYING ON SOME SORT OF RADAR GUIDANCE SYSTEM. IF I SHOWER HIM WITH ENOUGH DEBRIS TO MUCK UP HIS INCOMING SIGNALS...

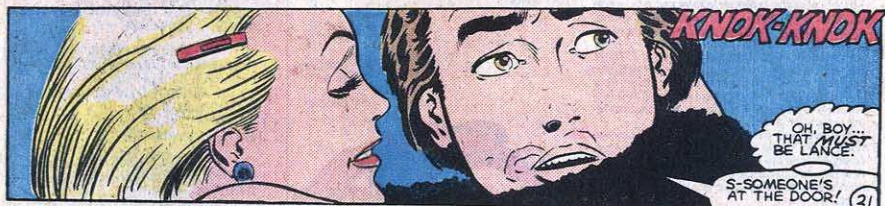
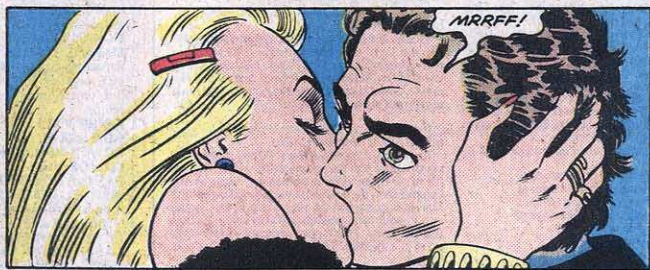
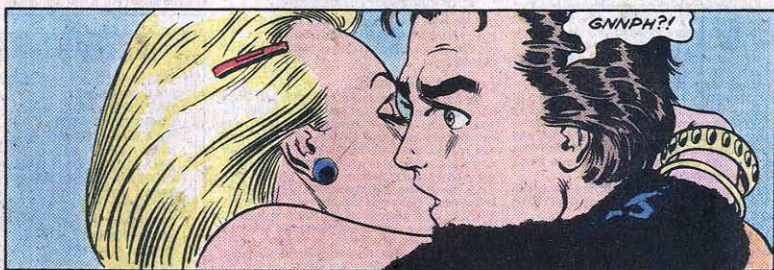


"...I'LL BET I CAN STEER HIM RIGHT INTO A TRAP!"









.....BULLEPEN BULLETINS.....

GREETINGS!

Thing's are really popping around here, and as Editor in Chief, it's my job to keep you informed! So...

FIRST!

Some of you have been misled into thinking that Marvel is cutting back. Don't you believe it, friends!

Actually, we're growing dramatically! We've added a passel of projects that we're tremendously excited about. To prepare for these new projects, we've had to do two things:

1. Add on a whole bunch of outstanding creative people. More about them later.
2. Wrap up a few existing series and shift some of the creative people — editors, writers, letterers, and artists — over to our new projects.

The second part was the hard part — it was tough trying to decide which series, if any, to bring to a close. It would have been easier if you had made the decision for us, but you were (and still are) enthusiastically supporting every single Marvel publication! All of our titles were (and still are) hits. Sure, some weren't quite as popular as, say, *The X-Men*, but why split hairs? In the end, we made our choices mostly on the basis of creative considerations — like which storylines had fulfilled their potential and more or less demanded a climactic conclusion. Which series, in our opinions, just weren't clicking, despite the fact that sales were good? And, which creative teams had achieved their goals and were ready for new challenges? We asked ourselves those questions and this one too — which creative teams were struggling to keep up with the schedule and would benefit by having their monthly titles changed to bi-monthlies? Based upon the answers, we made our moves — the right ones, we hope. As you see things unfold over the next few months — as our new series, new novels, new Limited Series, and new Specials debut, and as several titles reach their dramatic conclusions — be sure to let us know what you think.

Watch the Hypex Box and Checklist, elsewhere on this page for announcements about our daring new stuff!

NEW EDITORIAL TEAMS!

Ralph Macchio, who's been in training as an assistant editor for several years, most recently under the legendary Dennis J. O'Neil, was recently promoted to Editor and put in charge of *Rom*, *Dazzler*, *Micronauts*, *King Kull*, *What If...?*, *Crystar*, *U.S. 1* and other terrific stuff. Ralph's assistant is Bob Harris, who's young, smart, savvy and always dressed in the best of taste.

Bob Budiansky, who previously had served as an assistant editor, and recently has gained respect as a penciler due to his outstanding work on *Ghost Rider*, has accepted the post of Editor, and will oversee a number of Limited Series, Graphic Novels and Specials including:

- the *X-Men/Micronauts Limited Series* (4 issues)
- the *Jack of Hearts Limited Series*
- *Hercules Limited Series* (4 issues)
- the *Black Panther Limited Series*
- the *Beast & Dazzler Limited Series*
- a *Hulk Graphic Novel*
- a *Thor Graphic Novel*
- a *Superbros Graphic Novel*
- and *Rock and Rule*, a *Marvel Super Special*

Bob's assistant is former letterer and production assistant Mike Higgins, who's every bit as young, smart and savvy as Bob Harris, and a bit more experienced — but not as nattily attired.

Replacing Ralph Macchio as Dennis O'Neil's assistant is Linda Grant, who used to assist Editor Tom DeFalco. Do you people out there have your scorecards ready? Replacing Linda as Tom's assistant is the brilliant Elliot Brown, who used to be our typesetter, and...

The heck with the this. Below is a list of everybody in the whole darn Bullepen, and their jobs. New positions are printed in CAPITAL LETTERS. New people's names are printed in *Italics* and the names of people recently promoted are underlined:

Jim Shooter, Editor in Chief, and Vice President of Marvel Comics
 Al Milgrom, Editor
 Dennis O'Neil, Editor
 Larry Harris, Editor
 Louise Jones, Editor
 Tom DeFalco, Editor
 Mark Gruenwald, Editor
 Ralph Macchio, EDITOR
 Bob Budiansky, Editor
 Danny Curcio, Art Production Supervisor
 Ron Zales, Assistant Art Production Supervisor
 George Roussos, Cover Colorist
 Nora Macini, Designer
 Rick Parker, Letterer/Correctionist
 Jose Abello, Production Paste-up Man
 Morrie Kuramoto, Production Paste-up Man
 Paul DeSisti, Staff Colorist
 Robert Corrales, Photostat Operator
 Lynn Cohen, Administrative Assistant
 Ann Nocenti, Assistant Editor
 Linda Grant, Assistant Editor
 John O'Neil, Assistant Editor
 Danny Fingeroth, Assistant Editor
 Elliot Brown, Assistant Editor
 Mike Carlin, Assistant Editor
 Bob Harris, ASSISTANT EDITOR
 Mike Higgins, ASSISTANT EDITOR
 John Tompkins, Staff Artist
 Barry Shapiro, Designer
 John Monell, Letterer/Correctionist
 Nancy Declan Typesetter
 Harry Campbell, Photostat Operator
 Margaret Clark, Editorial Assistant

And, in the EPIC Illustrated Magazine and EPIC Comics corner of the Bullepen...

Archie Goodwin, Editorial Director, EPIC
 Mary Jo Duffy, Associate Editor, EPIC
 Laurie Sutton, EDITORIAL ASSISTANT, EPIC

Any questions?

I'm sure that Archie Goodwin will properly introduce Laurie Sutton in an upcoming EPIC Editorial, and I'll try to fill you in on the other new folks in future columns, okay? This much I'll say — not only are all of them talented, but all of them are among the finest human beings I've ever had the pleasure of knowing.

OH, AND BY THE WAY...

My former administrative Assistant, Lea Sapp will be working with those Circulation and Distribution folks who attempt each month to get our publications out there where you can get at them. Her title is Assistant Sales Manager and among her duties is keeping all of you informed as to what's going on with our projects — in much greater detail than I can do here. She'll be helping to produce our brand-new, news-and-features fan magazine, *MARVEL AGE* (more about that later!), organizing Marvel creative people's appearances at stores and conventions, and serving as Marvel's representative in general. She'll make sure everyone gets the facts and gets them straight — which I hope will cut down on the weird rumors.

DID YOU KNOW...

That in *The Official Handbook of the Marvel Universe* a lot of superstar artists are making their Marvel debuts? Like who? Well, how about Mike Grell, Mike Kaluta, Mark Richards and Nestor Rodondo. Every issue of its twelve issue limited run is turning out to be a real event!

MORE ABOUT MARVEL AGE!

It's a magazine about Marvel Comics, the Marvel Universe and the people who make it happen. It's full of news, coming attractions, features and commentary. It's available by subscription (see the Marvel subscription ad elsewhere in this issue) and at your local comics specialty shop. It costs 25¢ per copy. That's not a misprint — the cover price is a quarter. Two bits. A fourth of a bean. Okay?

THAT'S ALL!

Stay Well,

Jim Shooter

Jim Shooter



#3

THE RHYME OF THE ANCIENT HIGHWAYMAN!

ON SALE NOW!

MICRONAUTS #53 — As if the mag hasn't been hotter than a firecracker, up till now... beginning this issue, BUTCH GUICE will be inking his own sensational pencils. If you thought it wasn't possible for MICROS to look any better, then wait'll you see issue #53.

PETER PARKER, THE SPECTACULAR SPIDER-MAN #80 — BILL MANTLO, AL MILGROM, and JIM MOONEY bring you a tale of the web-spinner featuring the *Punisher*, *Boomerang*, and oh, yeah, we almost forgot — the return of *Cloak and Dagger*! Nuff said? You said it!

THE MIGHTY MARVEL CHECKLIST

- ☐ THE THING #1 — Collectors' item premiere issue!
- ☐ DAZZLER #27
- ☐ DAREDEVIL #196
- ☐ NEW MUTANTS #5
- ☐ KING CONAN #17
- ☐ AMAZING SPIDER-MAN #242
- ☐ CAPTAIN AMERICA #263
- ☐ THOR #333
- ☐ MICRONAUTS #53
- ☐ CRYSTAR #2
- ☐ MOON KNIGHT #32
- ☐ INDIANA JONES #7
- ☐ KULL #2
- ☐ U.S. 1 #3
- ☐ INCREDIBLE HULK #285
- ☐ AVENGERS #233
- ☐ CONAN THE BARBARIAN #148
- ☐ MARVEL TALES #153 — Reprinting *Amazing Spider-Man* #15 by STAN LEE and STEVE DITKO, featuring the first appearance of *Kraven the Hunter*
- ☐ X-MEN #171
- ☐ ROM #44
- ☐ POWER MAN/IRON FIST #95
- ☐ G.I. JOE #13
- ☐ FANTASTIC FOUR #256
- ☐ MARVEL TEAM-UP #131 — *Spider-Man*, and the *Leop Frog*!
- ☐ IRON MAN #172
- ☐ PETER PARKER, THE SPECTACULAR SPIDER-MAN #80
- ☐ DEFENDERS #121
- ☐ STAR WARS #73
- ☐ THE OFFICIAL HANDBOOK OF THE MARVEL UNIVERSE #7

MARVEL MAGAZINES

- ☐ BIZARRE ADVENTURES #35 — Featuring: *Bizarre Pets*
- ☐ SAVAGE SWORD OF CONAN #89
- ☐ MARVEL AGE #4
- ☐ SLIP #3
- ☐ MARVEL FANFARE #9

EPIC COMICS

- ☐ EPIC ILLUSTRATED #18
- ☐ DREADSTAR #4

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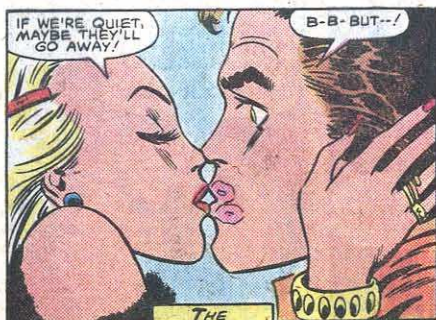
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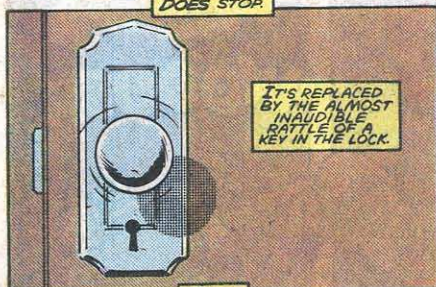
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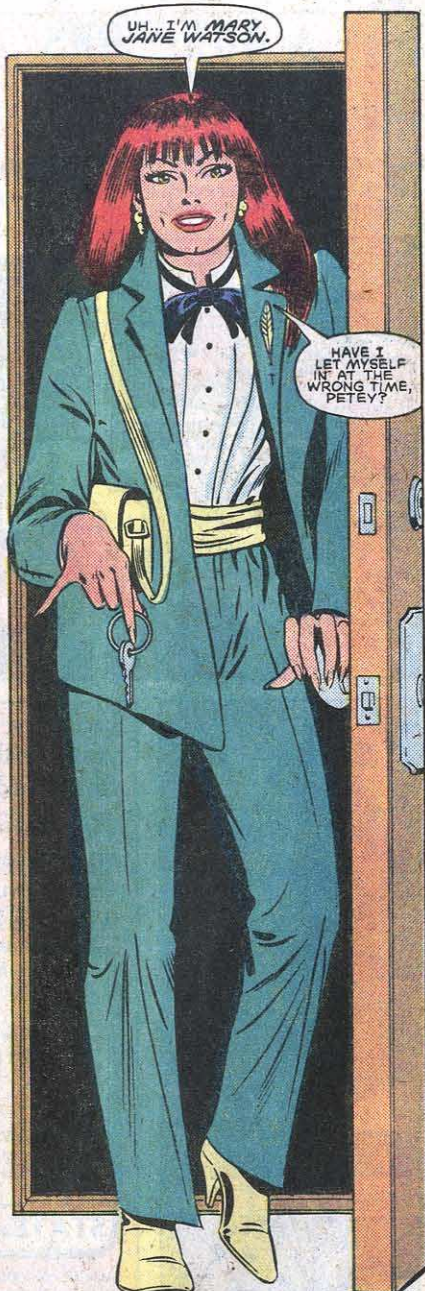
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THE
KNOCKING
DOES STOP.



AND
THEN...



HAVE I
LET MYSELF
IN AT THE
WRONG TIME,
PETEY?

NEEDLESS TO SAY... "TO BE CONTINUED!"

THE SPIDER'S WEB

% MARVEL COMICS GROUP

387 Park Avenue South
New York, New York 10016

TOM DeFALCO
EDITOR
ELIOT BROWN
ASSISTANT EDITOR

Dear Tom,

Congratulations on AMAZING SPIDER-MAN #236. The artwork was vivid, the writing crisp, and the story moving... another excellent issue. "Death Knell" was a fine end for the career of the Tarantula, as well as a new beginning for Will-O'-The-Wisp, a character I have liked from the start. And it's always satisfying to see Roxxon — or one of its subsidiaries in this case — get caught red-handed. I just hope you have room for more of Parker's personal life next issue.

An excellent job has been done with Roxxon over the past few years, building them up into the evil, remorseless "corporation you love to hate" so to speak. This has led to numerous interesting and entertaining stories, but at some point they are going to have to get caught for good in their own intrigues. After all, with Iron Man, Spider-Man and the Moon Knight — to name just a few — more or less aware of them, how can they escape? Some other growing evil corporation needs to be developed to fill the void when Roxxon takes the final fall. Beyond that, some benevolent corporations should be introduced to show that not everything is rotten in big business. Of course, there is always Stark International as the shining light, but surely there are some companies that are not owned by super heroes that are still run by good guys. Show us both sides.

Keep it up! SPIDER-MAN has been better in the last couple of years than it has been in the last decade. Thank you.

J. Kenneth Riviere
932 Austin Avenue NE
Atlanta, GA 30307

Thank you for thinking so, Ken. We do our best.

We sort of wonder about Roxxon finally getting "caught for good", though. How often do the other Roxxons of the world get caught?

This is not to say that we think that corporations can be classed as "good" or "evil", any more than hammers can. The way we look at it, both are tools, and the amount of good or ill that they do all depends upon how they're used.

And if you want a company that's still run by good guys... hey, you always have Marvel Comics!

Dear Tom:

I haven't read a comic book in nearly six years, and I suddenly had an overwhelming urge to buy a copy of the AMAZING SPIDER-MAN to find out what's been happening since I departed. I picked up a copy of issue #236 and, being in a comic shop, I also purchased #234 and #235 at the same time.

While none of the supporting cast members seemed familiar to me, aside from Robbie and J.J.J., I seem to just barely remember Tarantula from the old Jackal Clone issues. Am I correct?

The way Tarantula died in issue #236, after turning into a monstrous spider-creature, really struck me hard. That scene was exceptionally well done. Villains, after all, are people, too.

It's a relief to see that Marvel Comics are still concerned with presenting mature, as well as exciting stories on a regular basis.

That's something no other comic book company can claim.

Stay creative!

Robert Townshend
575 Broad Street #212
East Weymouth, MA 02189

Sure thing, Bob! Just do us a favor and stick around for a while, okay?

Dear Tom,

I really enjoyed AMAZING SPIDER-MAN #236. John Romita, Jr.'s and Frank Giacoia's art was terrific, and it was wild to see the Tarantula slowly transform into humanoid beast. I also like that rooftop battle between Spider-Man and the Tarantula. And I was really surprised when the Tarantula deliberately set himself up to get shot and killed by the police.

Just one thing puzzles me... what are Spider-Man's webs made of?

Vince Bayless
14522 Jaguar Street
Mission Falls, CA 91345

The exact formula is a secret, Vince. All we know is that the web-fluid is a multipolymer compound with remarkable adhesive properties.

Dear Tom,

I enjoyed the Brand saga, and AMAZING SPIDER-MAN #236 was a solid caper to the series. The constant mutation of the Tarantula was one of the issue's best concepts. His death, to my mind at least, was imminent — though I didn't expect it to come as a suicide. The tragedy of the Tarantula was the real success of the issue to this reader. He died because of the corruption inside the Brand Corporation... he was used and destroyed through their association. I think the evil present inside Brand and in the methods of some real-life corporations can best be exemplified in the fate of the Tarantula. On the other side of the coin, the Tarantula has had a much more murderous past than many other villains, so his fate could not be called an undeserved one.

As far as Spider-Man goes, he seemed to be the poor innocent amid all the corruption. He had to referee all these people, and try to keep them from killing each other. That's basically Peter's lot in life. Ever since he became Spider-Man, and his uncle Ben died (indirectly through his inactions), the boy had been sticking his neck out for everyone from his own friends and family to crumbles like James Melvin. And what does he get for it? A screwy social life and trouble from the public, police, and J. Jonah Jameson.

Evan Dorkin
432 Stobe Avenue
Staten Island, NY 10306

Hey, it's a dirty job, but someone has to do it!

Dear Tom:

The storyline ending in AMAZING SPIDER-MAN #236 proved that it's not absolutely necessary to shoe-horn in a new development in Peter Parker's personal life, or even a major super-villain, to make for an interesting story.

An element of mystery (What is the Brand Corporation really up to?), and elements of realism provided by a super-being who is

neither villain nor hero (Will-O'-The-Wisp), and an element of legitimate controversy over the proper function of the press (Jameson's decision to sit on the Roxxon Oil expose at the request of the Justice Department) did quite nicely. Keep up the good work with the complex, thought-provoking characterization and plots.

Paul Thiel
511 West Chelsea, Apt 1
Covington, KY 41017

Dear Tom,

I rarely even glance at letters pages... which makes it all the more amazing that I chanced to note Todd Wilson's letter wherein he mused, "Hasn't Spider-Man fought the Juggernaut before?" and decided, "...no!" But as I was looking through AMAZING SPIDER-MAN #37, something on the letters page caught my eye... a suggestion from one Bill Dargan of Manhattan Beach, California, to set the Juggernaut against Spider-Man!

What a jolt when I read that! And how much smaller the world seems. That was me... sixteen years ago! I feel glad and ancient all at the same time.

I wonder what percentage of Marvel's audience goes all the way back to the beginning? I was in my late teens when I wrote that letter. The thoughts of days gone by set me to reflecting further upon the overall impact Marvel has had on my life, and I see that it has been a positive teaching, molding and motivating force for me. Becoming intrigued with the science-fantasy aspect of Marvel's multiplying series, I was prompted to pursue a career in the sciences, and am today a clinical laboratory scientist, specializing in immunology.

I have no doubt that Marvel helped increase my vocabulary, improved my grammar and refined my abilities to express myself. I have become the president of an association of medical professionals. I attribute much of my personal writing and speaking abilities to a lifetime of immersion in Marvel; thus, to you must go some of the credit for my successes.

In my thirty-six year, because I was up on my hobby, I wound up being recruited by a local comics dealer to be his chief appraiser and special projects developer (in my spare time). I also write and edit a comics newsletter which brings a great deal of joy to me and the local fans.

So thanks for the memories. And thanks for making SPIDER-MAN reading the most exciting of affairs, once again. The Stern-recounted Spider-Man/Juggernaut match was so well done as to make it worth the wait. Just don't let another sixteen years go by before the rematch!

Bill Dargan
4902 66th Avenue West
Tacoma, WA 98467

And thanks for writing, Bill. We just wish we had the room to run your letter in its entirety! But as it is, we have just barely enough space to tell you that next issue, Peter Parker comes to a most dramatic decision about his life, career, and everything! Don't miss it!

Bye for now...
Tom DeFalco

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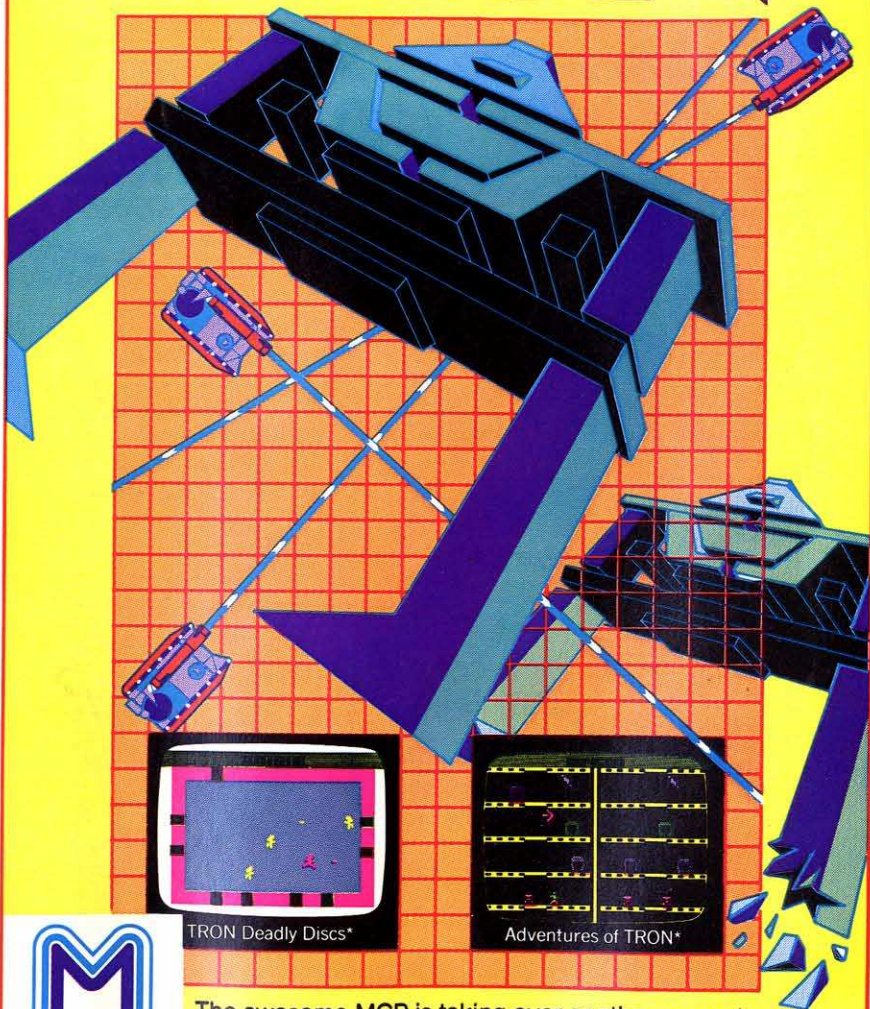
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