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the AMAZING SPIDER-MAN

SPECIAL DOUBLE-SIZED ISSUE!

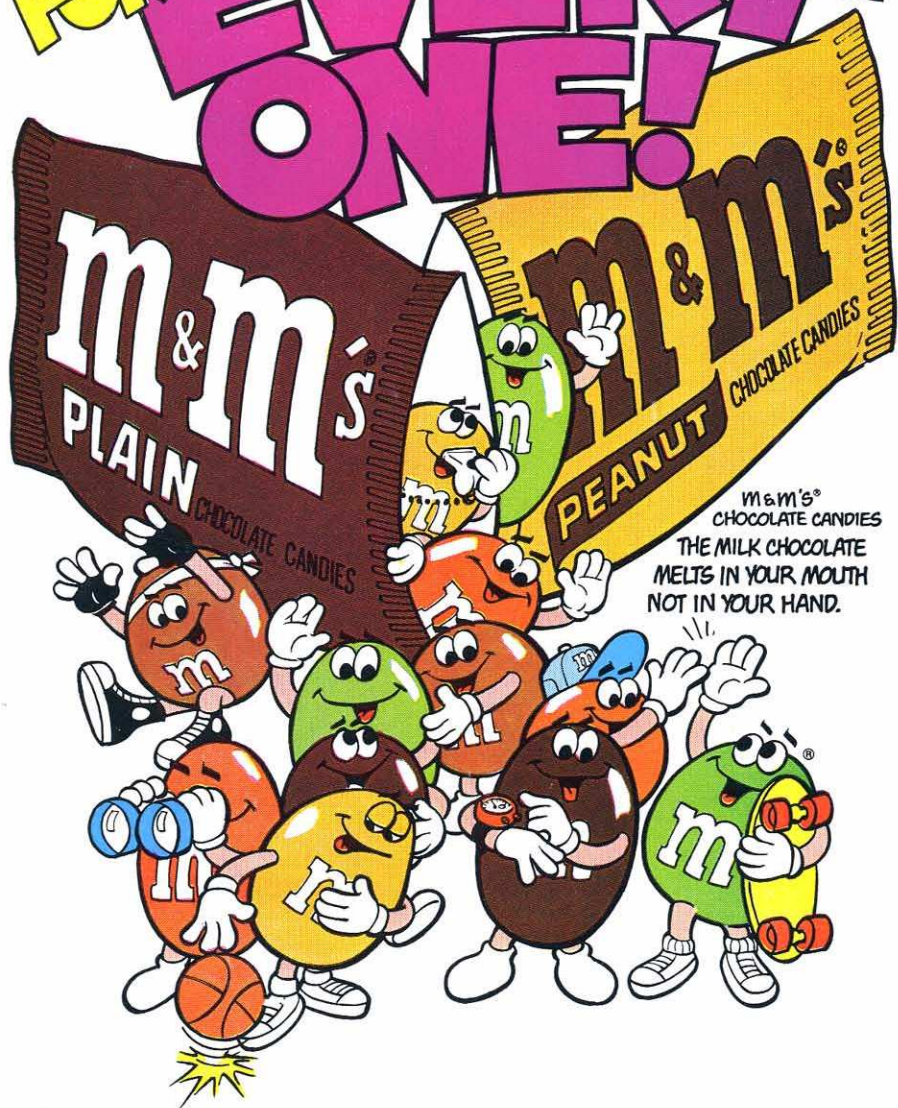
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FOR!



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Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®



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AND...

PLEASE, MAC, STOP LOOKING
AT THE PHONE. I ASSURE YOU
MY MEN WILL CONTACT US
WHEN THE DEED IS DONE.

LOOK, FOREIGNER, YOU DON'T
KNOW THIS GUY! THERE'S NO
WAY YOUR MEN CAN JUST WALK
IN AND OFF HIM!

FRANKLY, I WAS KIND OF HOPING
THAT YOU'D SUPERVISE THIS
ONE PERSONALLY!

PISH-TOSH.
YOU UNDERESTIMATE
MY PEOPLE. I PROJECT
TARGET TERMINATION
RIGHT ABOUT...

NOW.

RING RING

YES.

**SPLENDID, HANS. I'LL
WIRE YOU YOUR MONEY
IMMEDIATELY.**

YES, I KNOW.
YOU'VE BEEN SAYING
FOR A TRIP TO DISNEY
WORLD, I'M GLAD I
WAS ABLE TO KICK
SOME BUSINESS
YOUR WAY. TAKE
CARE.

YOU CAN REST
EASY. IT'S OVER.

MY FEE IS
ONE MILLION
DOLLARS.

 $\Rightarrow GAK \Leftarrow$

ARE YOU *NUTS*? I
DON'T HAVE THAT KIND
OF MONEY!

OF COURSE YOU DO. IN SWITZERLAND, ACCOUNT #055673. I'VE ALREADY HAD IT WITHDRAWN.

IT'S WELL SPENT.
I ASSURE YOU,
THE HOBGOBLIN
IS MOST
SINCERELY
DEAD.

HAVE YOU
TRIED THE
MOUSSE? IT'S
QUITE GOOD.

THE HOBGOBLIN REVEALED!

"MY NAME IS PETER PARKER, AND I THINK I'M GOING CRAZY."

"I'M STANDING HERE AT JFK INTERNATIONAL AIRPORT. MY SKIN IS NUMB FROM THE CHILL RAIN CUTTING THROUGH ME. MY MIND IS NUMB FROM WATCHING STRANGERS UNLOAD A DEAD FRIEND AS IF HE WERE LUGGAGE."

"NED LEEDS IS IN THAT BOX. THEY CARTED HIM HERE ACROSS THE ATLANTIC IN THE BELLY OF THE PLANE, ALONG WITH SUITCASES AND OLD VALISES."

"AND I REALIZE THAT DEATH WITH DIGNITY IS A JOKE. THERE'S NEVER DIGNITY. JUST DEATH. AND I'VE SEEN SO MUCH OF THAT."

"ROBBIE'S CALMING HAND IS ON MY SHOULDER, BUT IT DOESN'T HELP. IT DOESN'T REMOVE THE HORROR INSIDE ME."

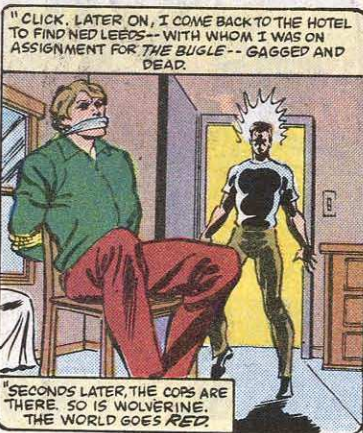
"NED LEEDS IS DEAD, AND HEAVEN HELP ME, IT'S MY FAULT."

PETER DAVID
STORY
ALAN KUPPERBURG &
TOM MORGAN
ART
JIM FERN
INKS

RICK PARKER
LETTERS
GEORGE ROUSSOS
COLORS

JIM SALICRUP
EDITOR
JIM SHOOTER
EDITOR IN CHIEF





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FLY HIGH
WITH

RAIN-BLO
BUBBLE
GUM

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(Enclose 2 wrappers for each kite ordered)			
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Name (please print) _____

Address _____

City _____

State _____

Zip _____

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P.O. Box 353
Bunker Hill, IL 62014

Offer good only in U.S.A.
Please allow 6 to 8 weeks for delivery.
Offer expires 12/31/87 or while quantities last.

"BUT IT WAS NED WHO REALLY COULDN'T COPE. COPE WITH THE GUYS WHO BUSTED IN, THEY UNDOUBTEDLY WANTED ME AND ONLY FOUND HIM-- UNABLE TO DEFEND HIMSELF. THEY MUST HAVE DISCOVERED I WAS SPIDER-MAN. IT'S THE ONLY THING THAT MAKES SENSE."

"WHY DID I DO IT? I SWORE I WAS GOING TO GIVE UP BEING SPIDER-MAN. WOLVERINE TOLD ME TO KEEP OUT OF IT, BUT I DIDN'T. AND NED PAID THE PRICE."

"MY GOD. HOW CAN I EVER FACE--"

--UH, BETTY? BETTY, I'M-- OOOOOHH, PETER...

JUST HOLD ME.

"NO. NOT MY SPIDER-SENSE! NOT NOW! AND NOT HIM!"

"THE HOBGOBLIN."

"JUST BEFORE I LEFT FOR BERLIN, A WHOLE GANG WAR BROKE OUT. OF COURSE, HE SURVIVED IT. ONLY THE GOOD GUYS--LIKE NED--DIE!"

"IT'S LIKE HE'S TAUNTING ME, BECAUSE IN A SICK WAY, HE'S JUST AS RESPONSIBLE FOR NED'S DEATH."

"I SWORE I WOULD ONLY STAY SPIDER-MAN UNTIL THE HOBGOBLIN WAS NAILED AND FLASH THOMPSON, SUSPECTED OF BEING THE HOBGOBLIN, WAS CLEARED."

"IF I'D CAUGHT HIM, SPIDER-MAN WOULDN'T HAVE SHOWN UP IN BERLIN AND NED WOULD STILL BE ALIVE!"

"OR IS THAT JUST AN EXCUSE? ARE THEY ALL EXCUSES? UNCLE BEN, HOBGOBLIN, ALL OF THEM?"

"EXCUSES TO RISK MY LIFE, TIME AFTER TIME. WHY? MAYBE I'M JUST AS INSANE AS THE HOBGOBLIN!"

"HE'S LEAVING. I DIDN'T HAVE TO CHANGE TO SPIDER-MAN AND GO AFTER HIM."

"I'M RELIEVED, I'M DISAPPOINTED."

"I'M PETER PARKER, AND A FRIEND'S BLOOD IS ON MY HANDS, AND HIS WIFE IS IN MY ARMS."

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LATER, WITHIN THE HEAD-QUARTERS OF THE KINGPIN...

I'M SORRY, WILLIE, I WASN'T LISTENING. WHAT DID YOU SAY?

I SAID, FOREIGNER, THAT I AM AWARE YOU HAVE HAD THE HOBGOBLIN KILLED. I AM NOT PLEASED.

YOU'RE NOT PLEASED? I THINK HOW THE HOBGOBLIN FELT.

YOUR FLIPPANCY IS OUT OF PLACE. NORMALLY OUR PATHS CROSS ONLY IN FRIENDLY AFFAIRS SUCH AS OUR REGULAR CHESS GAMES...

YOUR ACTIVITIES AS AN ASSASSIN NEVER CONFLICT WITH MINE AS KINGPIN OF CRIME.

BUT **BLAST** IT, FOREIGNER, YOU SHOULD HAVE CONSULTED ME ON THE HOBGOBLIN KILLING. HE SERVED A PURPOSE TO ME, AS DO ALL ACTIVITIES IN MY CITY.

REALLY, WILLIE? HOW DO I FIT IN? COMEDY RELIEF?

YOU HAVE YOUR USES, FOREIGNER AS FOR THE HOBGOBLIN, SPECIFICALLY, HIS BACK-STABBING ALLIANCES WITH THE ROSE KEPT THEM BOTH BUSY...

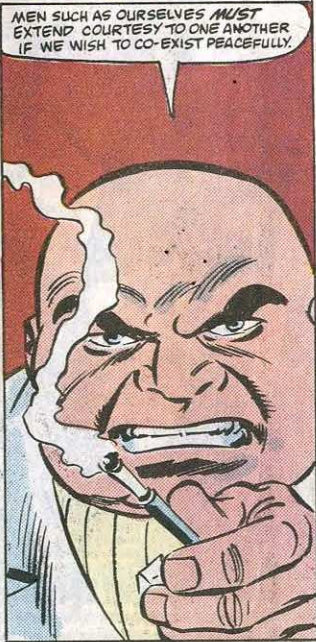


WHAT'S THE BOTTOM LINE HERE, OLD SPORT?

THE BOTTOM LINE IS THAT KILLING THE HOBGOBLIN WAS EXTREMELY **DIS-COURTEOUS** TO ME. SUCH A MAJOR CHANGE IN THE STATUS QUO SHOULD HAVE BEEN **CLEARED** WITH THIS OFFICE.

SUCH A LACK OF RESPECT CAN BE **EXTREMELY DANGEROUS**.

MEN SUCH AS OURSELVES **MUST** EXTEND COURTESY TO ONE ANOTHER IF WE WISH TO CO-EXIST PEACEFULLY.



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Produced by ALAN SACKS Directed by DAVID WINTERS

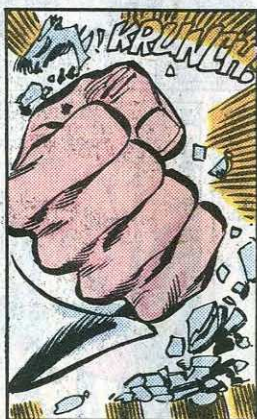
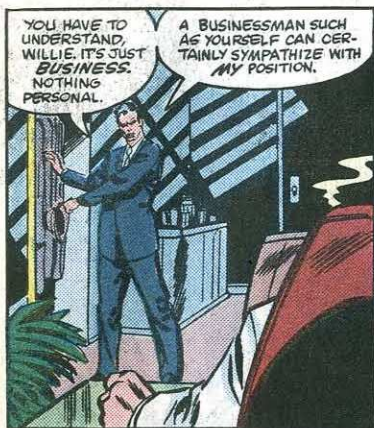
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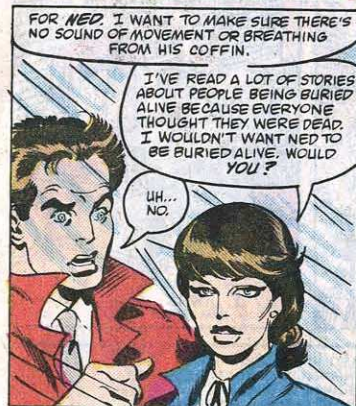
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SHORTLY, AT BETTY'S APARTMENT...

SAY, BETT... SOME OF THE FURNITURE LOOKS A LITTLE BANGED-UP. WAS THERE SOME TROUBLE HERE?

NOT THAT I KNOW OF. PETER. THINGS LOOK FINE TO ME.

BY THE WAY, FLASH STOPPED BY THE OTHER DAY. WE SPENT A NICE TIME TOGETHER, BUT THEN HE LEFT SO SUDDENLY, I WISH I COULD RECALL WHY.

INCREDIBLE. SHE DOESN'T REMEMBER THAT FLASH IS A FUGITIVE, BELIEVED TO BE THE HOBGOBLIN.

I WISH FLASH HAD GOTTEN ON BETTER WITH NEED. I WISH **EVERYONE** COULD HAVE SEEN NEED THE WAY I HAD.

HE WAS SUCH A COMPLICATED PERSON. THERE WERE SO MANY THINGS ABOUT HIM. THINGS I CAN'T EVEN SEEM TO RECALL NOW THAT HE'S NOT HERE.

OH, PETER, THIS IS **SILLY**. YOU HAVE MORE IMPORTANT THINGS TO DO THAN LISTEN TO ME RAMBLE ON.

I'LL BE FINE, REALLY. MY MOM'S ON HER WAY OVER, AND SHE'LL BE STAYING ON WHILE.

I ADMIT THINGS HAVE BEEN STRAINED THE PAST FEW MONTHS, BUT MOM'S BEEN A ROCK FOR ME. I'VE TALKED WITH HER ON THE PHONE, WRITTEN HER LETTERS. I'LL BE FINE.

SO YOU HEAD ON HOME. THANK EVERYONE FOR ME.

OKAY, BETT. IF YOU'RE SURE.

POSITIVE. TAKE CARE.

"THE RAIN'S GETTING WORSE.
WHY AM I NOT SURPRISED?"

"I STILL REMEMBER WHEN I
FIRST MET NED LEEDS. IT WAS
SHORTLY BEFORE BETTY AND
I BROKE UP AT FIRST I
BLAMED NED FOR THAT.

"BUT IN LATER YEARS I REALIZED THAT
BETTY AND I WEREN'T REALLY RIGHT
FOR EACH OTHER.

"FUNNY. I HAVEN'T THOUGHT
ABOUT THOSE TIMES IN SO
LONG. NAMES AND PEOPLE
LONG GONE. RETURN TO ME
NOW. THE WHOLE CREW
FROM WHAT SEEMS A
LIFETIME AGO. FRED
FOSWELL AND BETTY'S
BROTHER AND...



"...AND..."

"...AND BETTY
PRACTICALLY RAISED
HER BROTHER,
BECAUSE HER
MOTHER IS...



"... IS DEAD.

"THIS IS OUT OF MY LEAGUE. IF
THERE'S ONE THING I LEARNED
FROM WOLVERINE, IT'S WHEN TO
KNOW I'M OUT OF MY LEAGUE.

"BUT BETTY SHOULDN'T BE ALONE. NOT
AT ALL. SHE NEEDS ANOTHER WOMAN
TO STAY WITH HER... NOT A FORMER
BOYFRIEND WHO'S BROUGHT HER
NOTHING BUT GRIEF.



"MARY JANE, I'LL CALL M/J, AND
SHE'LL STAY WITH BETTY UNTIL
WE CAN GET HER PROFESSIONAL
HELP.

I SUPPOSE BETTY NEVER HAD MUCH LUCK WITH MEN. FIRST, THERE WAS THE HEARTBREAK KID HIMSELF, ME.

THEN THE ONLY DECENT GUY SHE EVER HAD, NED, WAS KILLED BECAUSE OF ME.



THEN THERE'S EVERYONE'S FAVORITE FUGITIVE, FLASH. IF ONLY I COULD FIND HIM!

I DON'T UNDERSTAND WHY I'M STILL ALIVE.

ONE MOMENT THE HOBGOBLIN WAS CLEANING MY CLOCK, AND THE NEXT, I'M COMING TO AND HE'S NOWHERE IN SIGHT.



AJ, THIS IS PETE. I KNOW YOU JUST GOT BACK FROM THE FUNERAL, BUT--

WHAT COULD HAVE POSSESSED ME TO HIDE OUT AT BETTY'S? AND HOW DID THE HOBGOBLIN FIND ME THERE? WHY HAS THAT GUY GOT IT IN FOR ME?

FACE IT, FLASH. HE KNOWS YOU'VE ALWAYS BEEN SPIDER-MAN'S BIGGEST FAN, AND HE HATES SPIDEY, SO NATURALLY, HE HATES YOU.

FUNNY. JUST WHEN THE HOBGOBLIN CLOBBERED ME, I THOUGHT I HEARD BETTY SCREAM. BUT WHEN I CAME TO, THERE WAS NO SIGN OF HER.



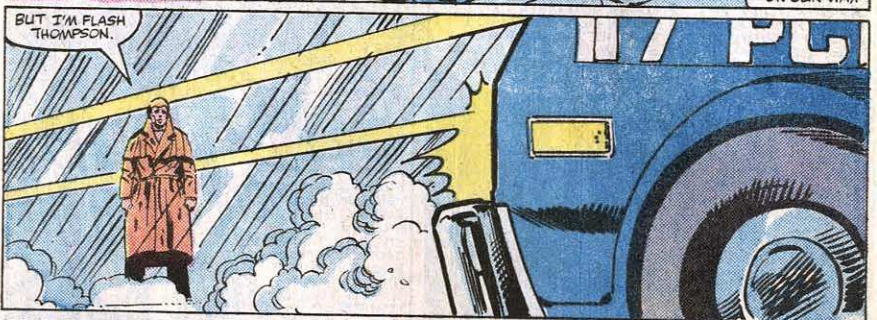
SO I RAN OFF, AFRAID THAT HOBGOBLIN WOULD SHOW UP FOR ME AGAIN, AND THIS TIME BETTY WOULD BE THERE. THAT WAS A WEEK AGO... BUT I DON'T THINK I CAN TAKE THIS ANYMORE.

I STARTED TO WORRY ABOUT BETTY, BUT I JUST SAW HER THROUGH HER WINDOW AND SHE LOOKED FINE, WARM, COMFORTABLE.

THAT'S HOW I WANT IT TO BE, EVEN JAIL HAS TO BE BETTER THAN THIS. EVER SINCE THAT LUNATIC JACK O' LANTERN BROKE ME OUT OF JAIL, I'VE BEEN ON THE RUN, BUT I'M FED UP.

I HAVE NOTHING TO EAT, NOWHERE TO GO. I PROBABLY STINK TO HIGH HEAVEN, SO I THINK I'LL MAKE THAT COP'S DAY.





LATER, WITHIN THE HEADQUARTERS
OF THE ROSE...

JOHNSTON?

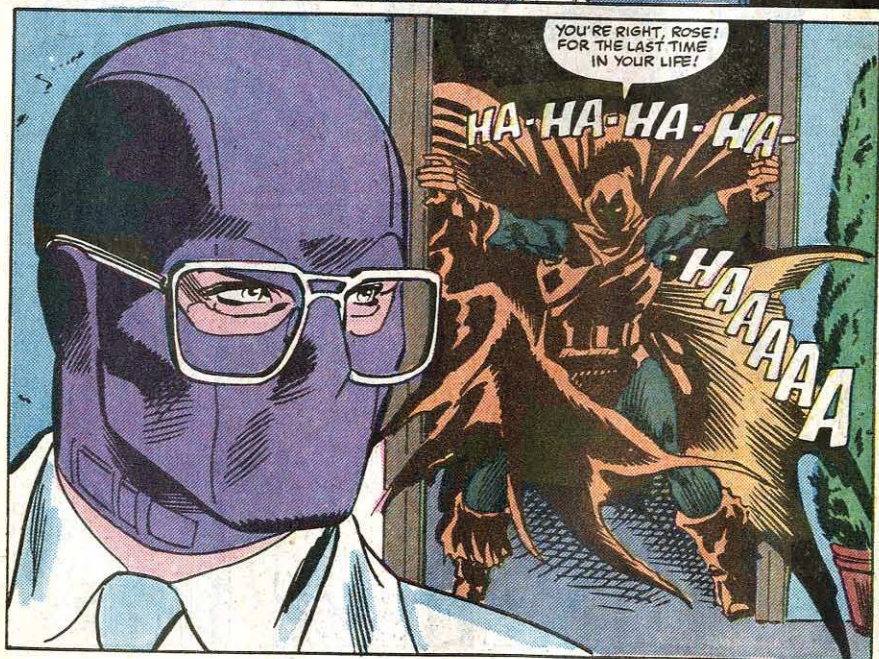
JOHNSTON, DON'T
JUST SIT AROUND.
WE HAVE
BUSINESS TO
ATTEND TO!

THE HOBGOBLIN
SITUATION HAS
REACHED A
CRESCENDO!
IT'S TIME TO
RE-THINK OUR
OPTIONS!

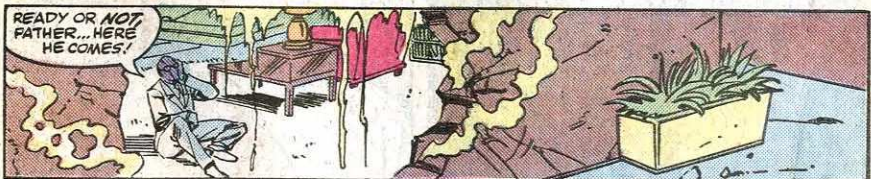
AFTER THE GANG
WAR, AND WITH THE
KINGPIN BREATHING
DOWN OUR NECKS, WE
ARE WALKING A FINE
LINE WITH RAZOR
BLADES AS SAFETY
NETS.

IF WE'RE NOT
CAUTIOUS,
WE'RE DEAD!





HA-HA-HA-HA-



HE SITS THERE, LIKE A GIANT SPIDER. HE CATCHES PEOPLE IN HIS WEB AND MAKES USE OF THEM HOWEVER HE WANTS.

"AND LIKE A SPIDER, ALL THE VIBRATIONS ON THE WEB COME BACK TO HIM, KEEPING HIM INFORMED."

"HE SENT A MESSAGE OUT FROM THE WEB, AND ANOTHER SPIDER PICKED IT UP. ME. I'M TEMPTED TO IGNORE IT, BUT I FIND EVEN I CAN'T IGNORE THE TUG, BUT UNLIKE HIS OTHER VICTIMS, I TUG BACK."

ALL RIGHT, KINGPIN! WHAT'S SO IMPORTANT?

WHAT'S THIS, SPIDER-MAN? NO DRAMATIC CROUCHES OR ADHERING TO MY CEILING?

I'M NOT INTERESTED IN PERFORMING STUPID PET TRICKS!

WORD IS, YOU HAVE INFO ON HOBGOBLIN! I WANT IT!

SO WHAT NOW? AM I SUPPOSED TO JUMP THROUGH HOOPS IN EXCHANGE FOR IT?

AH, SPIDER-MAN... HOW LITTLE YOU KNOW ME.

HERE, MY COMPLETE DOSSIER ON THE HOBGOBLIN. YOU'LL FIND IT MOST IMPRESSIVE.

I DON'T GET IT! WHAT'S THE CATCH?

NO CATCH. I'M SIMPLY BORED WITH THE GAME. IT'S TIME TO PUT AN END TO IT.

TAKE AS MUCH TIME AS YOU NEED.

I'LL BE LEAVING IN ABOUT FIVE MINUTES, GENTLEMEN! KINDLY ARRANGE THE NORMAL PRECAUTIONS!

THAT'S ALL! DISMISSED!

NOT YOU, GEPPI!

A MOMENT OF YOUR TIME, IF YOU PLEASE.

UH, SURE, MR. FISK.

I SHALL NOT MINCE WORDS! THIS BUGGING DEVICE, PLANTED UNDER MY DESK, TRANSMITS DIRECTLY TO THE ROSE! I AM QUITE AWARE THAT YOU PLACED IT THERE, AND THAT YOU ARE ON THE ROSE'S PAYROLL!



TH--THAT'S RIDIC--RIDICULOUS, MR. F--FISK!

GEPPI, YOU OBVIOUSLY DO NOT KNOW ME WELL! I SHALL NOW INTRODUCE YOU TO MY METHODS OF NEGOTIATION!

ADMIT YOUR COMPLICITY LIKE A MAN, AND I SHALL LET YOU LIVE! PERSIST IN YOUR DENIALS AND I WILL ASSUREDLY KILL YOU!



FIVE SECONDS TO DECIDE.

FOUR, THR--

ALL RIGHT ALL RIGHT, I ADMIT IT!

THE ROSE OFFERED ME SO MUCH MONEY THAT I--



I TOLD HIM HE DIDN'T KNOW ME VERY WELL.



NO! IT'S A LIE!!



"MY NAME IS PETER PARKER, AND THE OFFICE IS SPINNING, THE WORLD IS COLLAPSING AROUND ME."



"IT CAN'T BE TRUE. DOZENS OF PIECES OF INCONTRADICTORY EVIDENCE, AND MY MIND SCREAMS THAT IT CAN'T BE TRUE."



"AND THEN I'M BACK IN BERLIN. I SEE THE HOTEL WHERE NED AND I STAYED. WHERE NED DIED."



"I SEE WOLVERINE COMING FOR ME THE FIRST TIME TO TRY AND WARN ME OFF. NED IS IN THE NEXT ROOM, ASLEEP, I ASSUME."



"AND THEN I BEGIN TO SEE IN MY MIND'S EYE THINGS THAT I DIDN'T SEE LAST TIME. I SEE NED LEEDS..."



"JOURNEY ENTRY # 53. EVERYTHING IS PROCEEDING BEAUTIFULLY. ALTHOUGH I HAD SOME TREPIDATION INITIALLY, THIS HAS PROVEN TO BE EXTREMELY BENEFICIAL ON ALL COUNTS.... NOT ONLY HAS THIS ASSIGNMENT PROVIDED ANOTHER CHALLENGE TO ME AS A REPORTER BUT IT HAS GIVEN ME A CHANCE TO DISCOVER WHAT A DECENT GUY PETER PARKER IS..."



"...SETTLING GRUDGES THAT GO WAY BACK."

"BETTER BACK UP-- DON'T WANT TO KEEP OL' J. JONAH JAMESON WAITING! HA! KNOWING HIS AVERSION TO COSTUMED TYPES LIKE SPIDER-MAN, HE'D HAVE A STROKE IF HE KNEW WHO WAS ON HIS PAYROLL!"



SPIDER-MAN! HOW THAT NAME HAS HAUNTED ME! HE AND PETER PARKER WERE RESPONSIBLE FOR SO MUCH MISERY IN BETTY'S LIFE.



I'VE SETTLED MY DIFFERENCES WITH PETER, BUT SPIDER-MAN? NO, THERE'S ONLY ONE WAY TO DEAL WITH HIM. AND I WILL, I WILL! HE IS THE MAIN REASON I'VE DONE WHAT I'VE DONE!

EVERY TIME BETTY WOULD WAKE UP SCREAMING WITH ANOTHER NIGHTMARE ABOUT SPIDER-MAN... EVERY TIME SHE WOULD THINK ABOUT HER BROTHER, WHOSE DEATH SPIDER-MAN WAS RESPONSIBLE FOR.



... EVERY SINGLE TIME I THOUGHT ABOUT HOW HE HAUNTED HER, I PRAYED FOR THE POWER TO DO SOMETHING ABOUT IT. TO RID THE WORLD OF HIM, SO THAT BETTY COULD REST EASILY.

AND SOMEONE UP THERE HEARD MY PRAYERS, GAVE ME THE POWER! AND BROTHER, HAVE I USED IT! AND I'LL KEEP ON USING IT, WHEREVER AND WHENEVER I WANT!

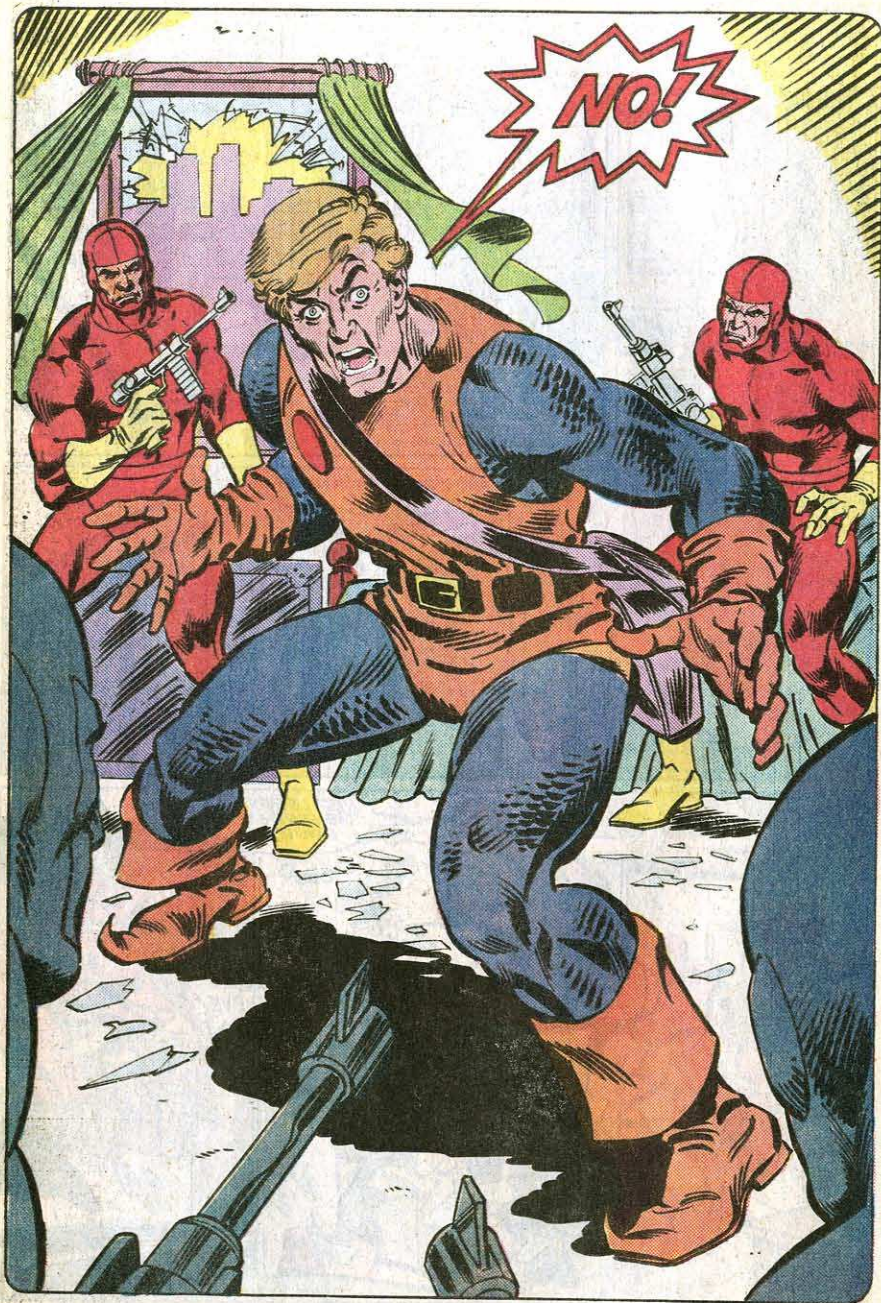


AND NO ONE EVEN KNOWS WHO I AM!



NED LEEDS! THE FOREIGNER SAYS HELLO--

--AND GOOD-BYE!







NOW ISN'T THAT A FINAL IRONY?

PETER, RUN!
WAKE UP
AND RUN!



BETTY,
I'M
SOR--



NED LEEDS...
WAS THE
HOBGOBLIN!



BUT... I SAW THE HOB-
GOBLIN AFTER NED WAS
DEAD! WHO--?

HIS NAME
IS JASON PHILIP
MACENDALE, OR, AS
YOU KNOW HIM BETTER,
JACK O' LANTERN!



HE HAD SEVERAL RUN-
INS WITH LEEDS AND
WAS ALMOST KILLED
FOR HIS EFFORTS--

--SO HE
HIRED AN
ASSASSIN
NAMED THE
FOREIGNER
TO KILL
LEEDS! A
GUTLESS
MANEUVER!

THE
FOREIGNER THEN SAVE
ALL OF LEEDS' EQUIP-
MENT TO MACENDALE,
AS A LARK, REALLY!

HOW
DO I
KNOW YOU
HAVEN'T
FAKED
ALL THIS?



FRAME A DEAD
REPORTER? TO
WHAT END?

IT'S QUITE
GENUINE. BUT
PERHAPS YOU'D
LIKE TO DISCUSS
IT WITH THE
PRINCIPLES.

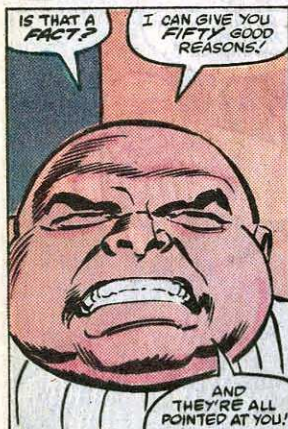


JACK O' LANTERN'S
BASE OF OPERATIONS
IS MOBILE.



I CAN, HOWEVER, ~~SEE~~ MY
WAY CLEAR TO TELLING YOU
WHERE TO FIND THE
FOREIGNER.







"MY NAME IS PETER PARKER AND A WEIGHT HAS JUST BEEN LIFTED FROM MY SHOULDERS. I'M RELIEVED THAT I'M NOT RESPONSIBLE FOR NED'S DEATH. I'M FURIOUS THAT FOREIGNER AND JACK O'LANTERN ARE

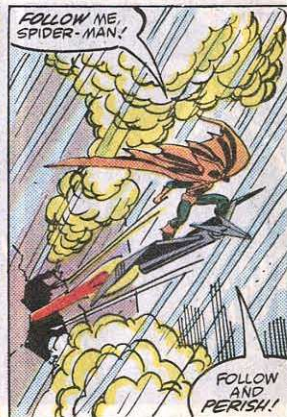
"THEY COLD-BLOODEDLY MURDERED HIM, AND SENT ME SPINNING INTO A BLIND RAGE! EVEN WORSE, THEY'VE DESTROYED BETTY'S LIFE! IF NED HAD LIVED, MAYBE HE COULD HAVE BEEN CURED, BUT YOU CAN'T CURE DEATH.

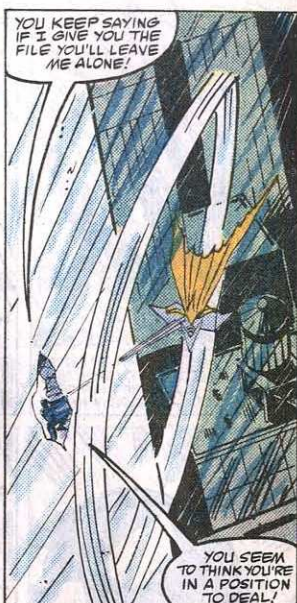
"BETTY'S SLIPPING OFF THE DEEP END, I WAS WRACKED BY GUILT, AND IT WAS ALL THEIR FAULT! BUT I'M GOING TO DRAG THEM-- KICKING AND SCREAMING-- TO JAIL! MAKE THEM ADMIT WHAT THEY DID!















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SAN DIEGO: May 2-3 **BOSTON: May 30-31**
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ASHES TO
ASHES,
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BURN
FOREVER
IN
TORMENT!



THE PAIN...
INCREDIBLE...
GOTTA
GET
AWAY...

RUIIP



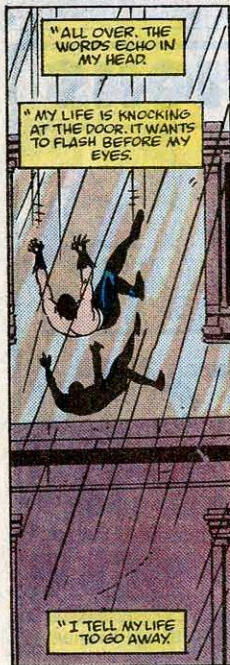
SPIDER-SENSE
IS TINGLING. CAN'T
GET MY BEARINGS.

CAN'T...



THE FILE'S
BURNING,
SPIDER-MAN!
IT'S ALL
OVER!

YOU'VE
LOST!



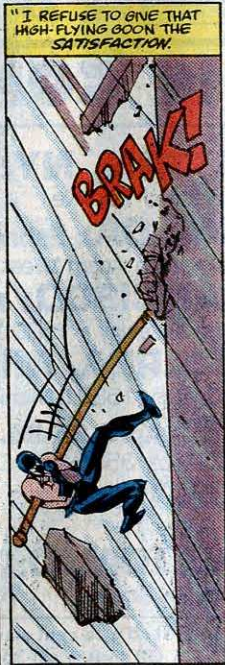
"ALL OVER. THE
WORDS ECHO IN
MY HEAD

"MY LIFE IS KNOCKING
AT THE DOOR. IT WANTS
TO FLASH BEFORE MY
EYES.

"I TELL MY LIFE
TO GO AWAY.

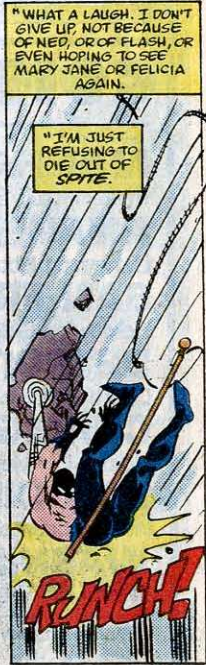


"I REFUSE
TO DIE.



"I REFUSE TO GIVE THAT
HIGH-FLYING GOON THE
SATISFACTION.

BRAK!



"WHAT A LAUGH. I DON'T
GIVE UP NOT BECAUSE
OF NED, OR OF FLASH, OR
EVEN HOPING TO SEE
MARY JANE OR FELICIA
AGAIN.

"I'M JUST REFUSING TO
DIE OUT OF
SPITE.

RUNCH!



"A SHAME IT MAY NOT BE ENOUGH."

"MY BODY IS STARTING TO LET MY BRAIN KNOW JUST HOW MUCH PAIN IT'S IN."

"ALL I NEED IS SECONDS..."



"SECONDS I DON'T HAVE."

"I START TO MOVE AGONIZINGLY. I WON'T BE FAST ENOUGH."



"THAT'S WHEN I SEE FLASH. TIME SLIDES AWAY AND HE'S THE HIGH SCHOOL FOOTBALL HERO AGAIN."



"I SHOUT FOR HIM TO GET BACK, BUT HE DOESN'T LISTEN."



"HE NEVER LISTENS"



"IT GOES OFF WITH ENOUGH CONCUSSIVE FORCE TO STOP A TANK."

"I'VE GOT MY SPIDER-STRENGTH TO PROTECT ME. HOBGOBLIN HAS HIS ARMOR."



"FLASH HAS NOTHING"

FLASH!!



NEXT TIME, SPIDER-MAN! NEXT TIME...

"I'LL PACK AN H-BOMB. THAT GUY IS TOUGH!"

"I THINK I BUSTED SOME RIBS."



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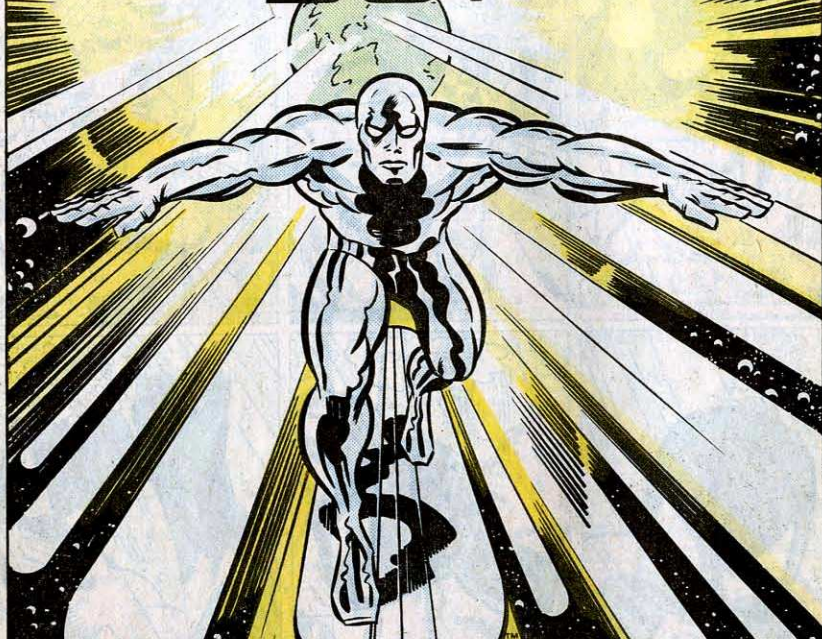
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THE DOCTORS SAY YOU'LL LIVE, YOU BIG APE.

AND HOW'S THIS FOR THE CAPPER--APPARENTLY SPIDER-MAN SAVED YOU, CPR, I UNDERSTAND.



HE EVEN GAVE ME MOUTH-TO-MOUTH. WHAT A GUY. WHAT DO YOU THINK HE'S DOING RIGHT NOW, PETE?

POPPING BREATH-MINTS, THAT'S WHAT.

BEATS ME, FLASH.



MR. THOMPSON? PERHAPS YOU REMEMBER ME? D.A. TOWER.

MY CLIENT CAN'T BE MOVED, TOWER, SO IF YOU'RE PLANNING TO DRAG HIM OFF--

AT EASE, COUNSELOR. WE'RE NOT PRESSING CHARGES.



WITNESSES SAW YOUR CLIENT INJURED, AND WHO DID THE INJURING. WE'RE WILLING TO CONCEDE MR. THOMPSON'S STORY AT THIS POINT THAT THE ENTIRE AFFAIR WAS AN ELABORATE FRAME.

THERE WILL BE A FORMAL HEARING, BUT WE'LL BE RECOMMENDING TO DISMISS. YOU'RE CLEAR, MR. THOMPSON.

TAKE CARE, SHARON.



WAY TO GO FLASH. YOU ALMOST GET YOURSELF KILLED AND WIND UP CLEARING YOURSELF.

I GUESS THERE WASN'T A RISK, THOUGH. YOU'RE JUST TOO ORNERY TO DIE.



UH-UH. YOU WANNA KNOW SOMETHING? I WAS ALL SET TO CASH IT IN.

AND YOU KNOW WHAT STOPPED ME?



SPIDER-MAN. NOT JUST THE APR. HE WAS TELLING AT ME -- FURIOUS. AND HE KEPT TELLING ME, YOU DON'T QUIT. YOU HAVE SOME HARD LUCK? SO WHAT? YOU KEEP ON PLUGGING.

YOU GIVE 100% ALL THE TIME SPIDER-MAN SAID SO.



YOU REMEMBER THAT, PETE, 'CAUSE I KNOW WITH YOUR AUNT AND GWEN AND ALL, YOU'VE HAD TOUGH TIMES. YOU SHOULD ALWAYS REMEMBER WHAT SPIDER-MAN TOLD ME.



AND SPIDER-MAN WOULDN'T LIE.



I'M CURIOUS-- WE HAVE PROOF THAT FLASH WASN'T THE HOBGOBLIN.

SO WHO IS?



EVEN IF I COULD TELL THEM WITHOUT GIVING AWAY MY OTHER IDENTITY... WHAT WOULD IT DO TO BETTY?

WHAT GOOD WOULD COME OF IT?



GOT ME.

I GUESS WE'LL NEVER KNOW.



YOUR MIND DOESN'T SEEM TO BE ON THE GAME TODAY, WILLIE. SHALL WE CALL IT QUILTS?

PERHAPS THAT WOULD BE BEST. ALTHOUGH YOUR STRATEGY WAS PAINFULLY OBVIOUS AND YOU WOULD HAVE BEEN CHECKED IN ELEVEN MOVES.

DO TELL.



BY THE WAY--SICING SPIDER-MAN ON ME WAS A NICE TOUCH. I WASN'T THERE, NATURALLY. I NEVER AM.

WHAT'S THIS ENVELOPE?



SOMETHING OF INTEREST. BUT I WANT YOU TO OPEN IT WHEN YOU GET DOWNSTAIRS. NOT IN THE ELEVATOR. UNDERSTOOD?

OH, ABSOLUTELY.

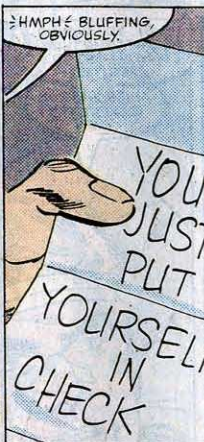
BE SEEING YOU.



NOW LET'S SEE... WILLIE KNOWS THAT I WON'T WAIT. SIMPLY BECAUSE HE TOLD ME TO. SHOULD I--?



AH WELL... LET'S SEE WHAT IT SAYS.



HMPH! BLUFFING, OBVIOUSLY.



WHAT'S THIS ON THE BACK?



BUKDOOM!



THAT WASN'T VERY NICE. BLOWING UP THE ELEVATOR LIKE THAT.

ANY OTHER MAN WOULD BE DEAD RIGHT NOW.



WHY FOREIGNER, OLD BOY... IT WAS JUST BUSINESS. HERE... A TOKEN OF MY ESTEEM. CATCH.

SAME TIME NEXT WEEK.



WOULDN'T MISS IT.

LATER, AT PETER PARKER'S APARTMENT...



IT'S FUNNY, FELICIA. YEARS AGO, AUNT MAY LECTURED ME, AND TOLD ME THAT PARKER'S WEREN'T QUITTERS. IT WAS GOOD ADVICE, AND IT SEEMS I FORGOT IT SOMEWHERE ALONG THE WAY.

IT'S IRONIC THAT IT TOOK TWO PEOPLE TO REMIND ME OF IT... TWO PEOPLE I'D ABOUT WRITTEN OFF.



FLASH THOMPSON, THE BIG JOCK WHO I ALWAYS THOUGHT WAS A COMPLETE NUMB-SKULL...



AND SPIDER-MAN HIMSELF.

TOO BAD MY LAST COSTUME IS COMPLETELY TRASHED, OR I'D, I'D...



OH, THAT'S RIGHT. DUMP IT ON ME.

AS RESIDENT COSTUME MAKER, I SUPPOSE IT FALLS ON ME TO MAKE YOU ANOTHER SET OF FUNNY TIGHTS.

THE FATE OF SPIDER-MAN RESTS WITH ME? WELL, FORGET IT. NOT ANOTHER SUIT FROM ME.



BUT IT WASN'T--

AFTER ALL, YOU ALREADY HAVE THREE. HOW MANY DO YOU NEED, FOR PITY'S SAKE?



I ALREADY-- WHAT?!

HOLY CROW! WHEN? HOW?



I HAD TO DO SOMETHING TO KEEP MYSELF AMUSED WHILE YOU WERE IN BERLIN.

HEY! WATCH THE MERCHANDISE!


FELICIA, YOU'RE...



DON'T TELL ME, HOTSHOT. SHOW ME.



OH, I'LL SHOW YOU, ALL RIGHT.

A full-page illustration of Spider-Man in his blue and black suit, shown from the waist up. He is in a dynamic pose, with his right arm raised and his left hand open, palm facing forward. He has a determined expression. The background shows a cityscape with buildings and a bridge.

"AND THEN I'M GONNA
SHOW THE WHOLE WORLD!"

"MY NAME IS PETER PARKER,
AND I MAY BE A LOT OF
THINGS..."

"BUT FIRST AND FOREMOST, I'M THE
AMAZING *SPIDER-MAN*! AND IT'S
NOT JUST BECAUSE I OWE IT TO UNCLE
BEN OR ALL THE PEOPLE I'VE EVER
HELPED."

"THE BOTTOM LINE IS
THAT I OWE IT TO
MYSELF."

"THIS COSTUME FITS
PERFECTLY. IT SUITS
ME. JUST LIKE BEING
SPIDER-MAN SUITS ME."

"AND I'M GOING TO
KEEP ON BEING
SPIDER-MAN, AND
NOT STOP FIGHTING
UNTIL TEN MINUTES
AFTER I'M DEAD."

"AND MAYBE
NOT EVEN
THEN."

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