

MARVEL

THE NON-MUTANT™ SUPER HERO!

NEVER
ENDS
CONTINUES

the AMAZING SPIDER-MAN

ON CAMPUS
LURKS THE
LIZARD!

\$1.00 US

\$1.25 CAN

313

MAR

© 02457

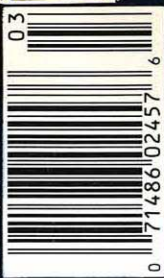
APPROVED
BY THE
COMICS
CODE



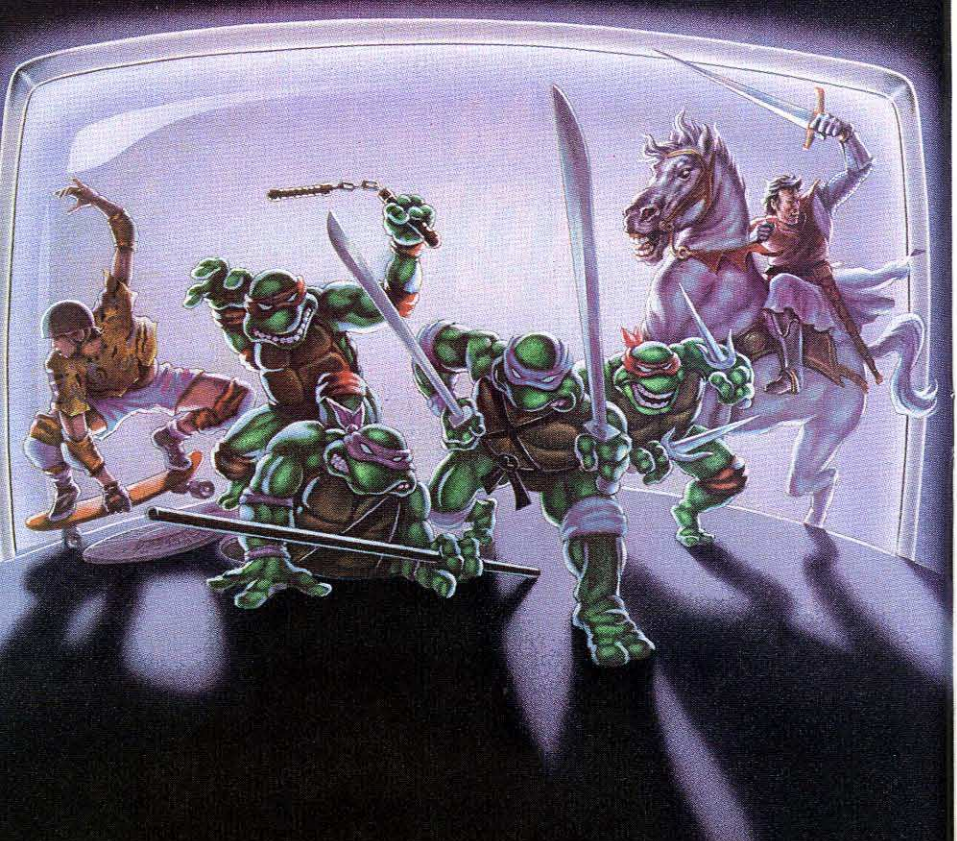
AUTHORITY



McFarlane
2



TM & © 2006 MARVEL



WE'D LIKE TO SHED A LITTLE LIGHT ON OUR UPCOMING HITS.

ULTRA, the hottest new game generator in town, is about to unleash 3 of the most thrilling games of all time for the Nintendo Entertainment System.®

Take sides with "Teenage Mutant Ninja Turtles"® in a nunchuking, karate chopping sewer fight through the villain ravaged streets of New York (coming Spring, 1989).

Then, slash past black hearted knights and rescue beautiful maidens in "Defender of the Crown,"™ an unbelievable movie-like adventure with tons of strategy, sword-fights and nearly 30 animated

screens (coming Spring, 1989).

And finally, cruise down back alleys in "Skate or Die,"® a knockdown-dragout, multi-event spectacular that pits you against a friend or Bionic Lester in the free-wheeling Jam & Joust (coming Oct., 1988).

So get psyched for ULTRA's best. And be prepared to see video games in a whole new light.

For more information on ULTRA's great line of games, send your name, age and address to: ULTRAGAMES™

240 Gerry St.,
Wood Dale, IL 60191
(312) 595-2874

ULTRA™
GAMES

ULTRAGAMES™ is a trademark of ULTRA Software Corporation. Skate or Die® is a registered trademark of Electronic Arts. Teenage Mutant Ninja Turtles® is a registered trademark of Mirage Studios. © 1988 Mirage Studios, USA. Defender of the Crown™ is a registered trademark of Cinemaware Corp. Nintendo® and Nintendo Entertainment System® are registered trademarks of Nintendo of America, Inc.

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

**THINK YOU'VE SEEN
EVERYTHING?**

THINK AGAIN!

**¿QUE ESTE?
SHARKS-S-SWIMMING
THROUGH THE
MIDTOWN TUNNEL?!**

SLITHEREENS

**DAVID
MICHELINIE**
WRITER

**TODD
McFARLANE**
ART

**RICK
PARKER**
LETTERING

**BOB SHARENÉ
JOHN WILCOX**
COLOR

**JIM
SALICRUP**
EDITOR

**TOM
DeFALCO**
EDITOR IN CHIEF

THE AMAZING SPIDER-MAN® Vol. 1, No. 313, March, 1989. (ISSN 0274-5232) Published by MARVEL COMICS, A NEW WORLD COMPANY, James E. Galton, President. Stan Lee, Publisher. Michael Hobson, Group Vice-President. Milton Schiffman, Vice-President. Production: OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly except fortnightly June, July and August. Copyright © 1989 by Marvel Entertainment Group, Inc. all rights reserved. Price \$1.00 per copy in the U.S. and \$1.25 in Canada. Subscription rate \$12.00 for 12 issues. Canada and Foreign, \$14.00. Printed in the U.S.A. No similarity between any of the names, characters, persons, and/or institutions 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. This periodical may not be sold except by authorized dealers and is sold subject to the conditions that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. THE AMAZING SPIDER-MAN (including all prominent characters featured in the issue), and the distinctive likenesses thereof, are trademarks of the MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO SUBSCRIPTION DEPARTMENT, 387 PARK AVENUE SOUTH, 9TH FLOOR, NEW YORK, N.Y. 10016.



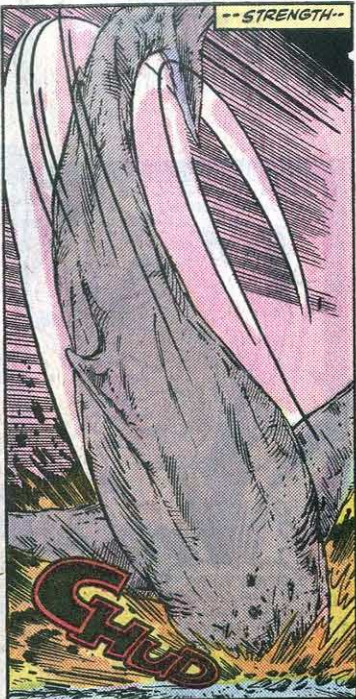
HE'S LOCO!

NO, HE'S PETER PARKER,
KNOWN AT OTHER TIMES AS
THE AMAZING SPIDER-MAN!

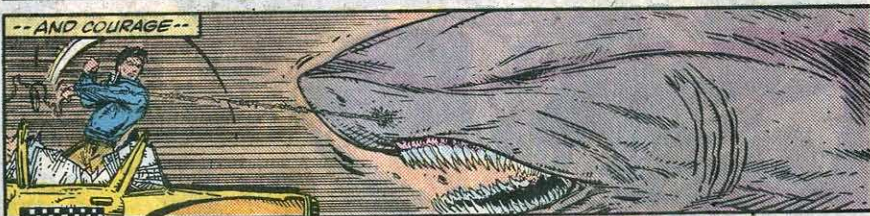
BUT EVEN WITHOUT
HIS DISTINCTIVE
RED-AND-BLUE
COSTUME, HIS
WEBBING--



-- STRENGTH--



-- AND COURAGE--

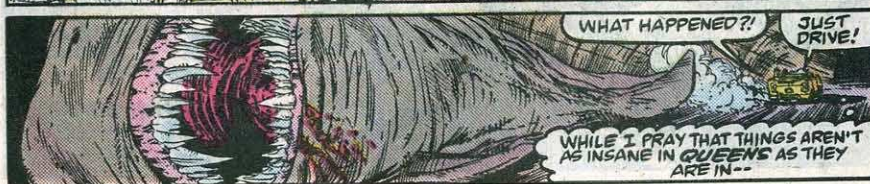


-- MARK HIM FOR THE
MAN HE IS!



WHAT HAPPENED?!

JUST
DRIVE!



WHILE I PRAY THAT THINGS AREN'T
AS INSANE IN QUEENS AS THEY
ARE IN--

"-- MANHATTAN

EMPIRE STATE UNIVERSITY, THE HERPETOLOGY
LAB OF DR. CURT CONNORS...

NO! I WON'T LET
IT HAPPEN!

I CAN CONTROL THE
CHANGES NOW!

I DON'T TURN
INTO THE LIZARD
UNLESS I WANT TO!
AND BY HEAVEN, I
DON'T WANT TO!

I DON'T!

I DON'T!

I--

--DO!



TOP GUN

REAL ENGINE
POWERED MODEL
AIRPLANE

YOU CAN FLY!



Hold on tight. The Cox .049 engine powered Top Gun will give you an awesome thrill . . . Fuel your engine, flip the propeller and the powerful Cox .049 engine roars to life. Radical thrust accelerates the Top Gun forward. Then, just like a U.S. Navy Top Gun fighter pilot, you take the handle you are grasping and pull back. The control line activates the elevator and your Top Gun takes off. You're airborne! Now the sky is yours. Steep climbs, power dives — the Top Gun is at your command! Join the elite. Visit your favorite hobby shop or other retailer and fly your own Cox .049 engine powered Top Gun.

See all the Cox Products. Send for your free Cox catalog. Include \$1.00 and receive a Cox iron-on patch.



Cox Hobbies, Inc.
1525 E. Warner Avenue, Box M
Santa Ana, CA 92705

BUT IN QUEENS, WHERE THE INTER-DIMENSIONAL BREACH THAT SPEWS THE DARK FORCES OF INFERNO* INTO MANHATTAN IS BARELY FELT--

--SPECIFICALLY, AT THE FOREST HILLS BOARDING HOME RUN BY MAY PARKER...



PETER! COUSIN MARY JANE!

*** SEE CURRENT ISSUES OF X-MEN, NEW MUTANTS AND X-FACTOR FOR DETAILS. -- J.S.**



HOW GREAT TO SEE YOU! YOUR AUNT'S A SWEET LADY, PETER, BUT LIVIN' OUT HERE IN THE STICKS GETS DULL KIND'A FAST, Y'KNOW?



MISS ME?

UH, S-SURE, KRISTY! BUT, UM, I'D REALLY LIKE TO SEE AUNT MAY NOW!



WOW, IS THIS A SIT-COM OR WHAT? SHE LEFT TO GO SEE YOU TEN MINUTES AGO! PHONES HAVE BEEN DEAD FOR DAYS!

YOU GUYS WANT A SANDWICH? I'M STARVING!

OH, NO.



I HAVE TO FIND HER.

I KNOW. I'LL STAY HERE WITH KRISTY, AND PLEASE, HON, REALLY...

...BE CAREFUL?

WHICH GAME DID MILLIONS OF TOP GUNNERS PLAY LAST YEAR?

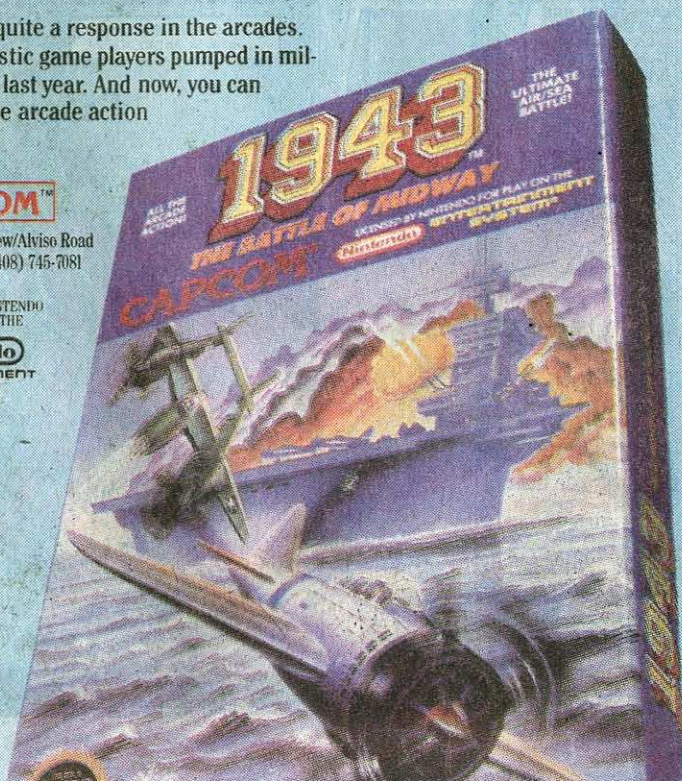
1943 has gotten quite a response in the arcades. In fact, enthusiastic game players pumped in millions of quarters last year. And now, you can experience all the arcade action of 1943 at home!

CAPCOM™

1283-C Old Mountain View/Alviso Road
Sunnyvale, CA 94089 (408) 745-7081

LICENSED BY NINTENDO
FOR PLAY ON THE

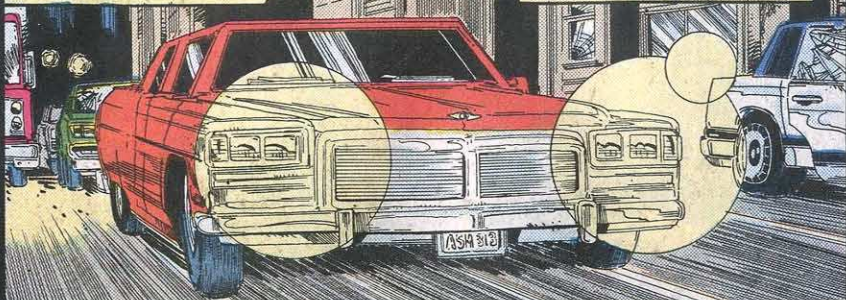
Nintendo
ENTERTAINMENT
SYSTEM





BUT AS SPIDER-MAN "STEPS OUT" OVER SUBURBAN ROOFTOPS, A LATE MODEL SEDAN WINDS CAREFULLY THROUGH ABANDONED AUTOMOBILES CLUTTERING THE 59TH STREET BRIDGE.

FOR PETER PARKER ISN'T THE ONLY ONE JOURNEYING TO MANHATTAN ON A MISSION OF HOPE...



DAD'S GONNA BE OKAY, ISN'T HE, MOM?

OF COURSE HE IS, BILLY.

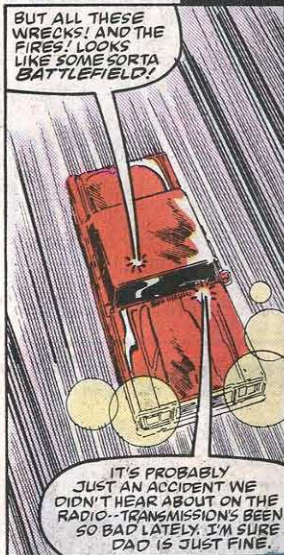


BUT ALL THESE WRECKS! AND THE FIRES! LOOKS LIKE SOME SORTA BATTLEFIELD!

I WISH I COULD BELIEVE THAT, AND I WISH I'D LEFT BILLY IN SOUTHAMPTON! BUT HE WANTED SO MUCH TO SEE HIS FATHER-- FOR THINGS TO BE LIKE THEY WERE BEFORE!

AND BLAST IT, SO DO I!

BUT CURT LOSING HIS ARM IN THE WAR CHANGED EVERYTHING...



IT'S PROBABLY JUST AN ACCIDENT WE DIDN'T HEAR ABOUT ON THE RADIO--TRANSMISSION'S BEEN SO BAD LATELY. I'M SURE DAD IS JUST FINE.





INTRODUCING THE D.J. MACHINE

Want to be the star of your own radio show?
Then get the Studio 4™ Home D.J. Machine™ and become a professional disc jockey right at home!

The D.J. Machine is so real, it's like being in a recording studio.

You can record music.

Create exciting sound effects. (Everything from exploding bombs to weird electronic sounds.)

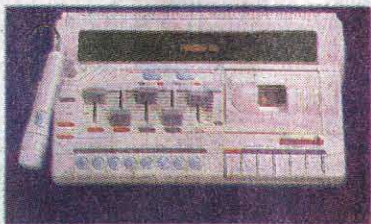
Do voice-overs, just like on radio and TV.

Then mix everything together to make your own special tapes.

The D.J. Machine makes you a star. You can hold dance parties for your friends. Compete with your favorite D.J. on the radio. And because it's portable, take the fun with you wherever you go.

Get the Studio 4 Home D.J. Machine, and start your career as a professional disc jockey today.

Available at Ames, Bloomingdales, Caldor,
Fred Meyer, Hills, S.E. Nichols, Stern's,
Toys "R" Us, Venture.



The Studio 4 Home D.J. Machine

QuickShot®



"...HE GREW OBSESSED
WITH THE REGENERATIVE
ABILITIES OF REPTILES.



"HE STUDIED ENDLESSLY,
UNTIL DR. CURT CONNORS
BECAME ONE OF THE
WORLD'S LEADING
ZOOLOGISTS!

BUT THEN HE PUT HIS
THEORIES INTO PRACTICE,
USING HIMSELF AS A
GUINEA PIG FOR A
FORMULA HE'D
DEVELOPED!



"AND IT
WORKED!

"BUT
TOO
WELL!"

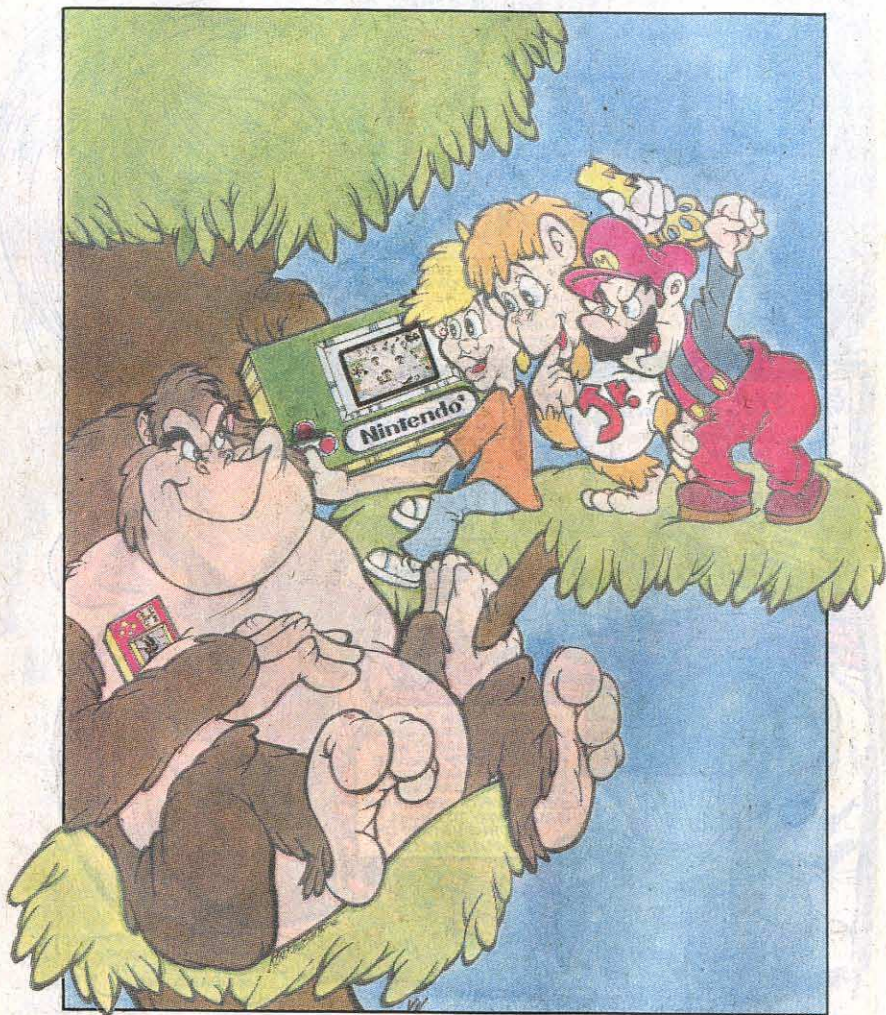


"HIS ARM GREW BACK,
BUT HIS GENES HAD BEEN
ALTERED TO WHERE HIS
ENTIRE BODY BECAME
REPTILIAN! AND WHEN-
EVER THAT HAPPENED HIS
SCIENTIFIC OBSESSION
GAVE WAY TO AN ALL-
ABIDING HATRED OF
MAMMALS!"

IT WAS TOO MUCH FOR
OUR MARRIAGE. WE
SEPARATED.

BUT WHEN CURT FOUND HE COULD
CONTROL HIS METAMORPHOSES, WE
STARTED TALKING ABOUT RECONCILIATION.
I ONLY WISH WE HADN'T AGREED TO DISCUSS
IT TODAY! DRIVING THROUGH THIS CITY
MAKES MY SKIN CRAWL!

BUT CURT'S SANE NOW, I'M
SURE HE'LL TAKE CARE OF US...



NOW TAKE YOUR FAVORITE NINTENDO TITLES WITH YOU ANYWHERE!!!!!!

NINTENDO GAME & WATCH LETS YOU
PLAY DONKEY KONG, OR SUPER MARIO
BROS. IN A CAR, A BUS, OR EVEN IN A
TREE WITH YOUR FRIENDS!!!
24 TITLES TO CHOOSE FROM.

BATTERIES ARE INCLUDED.
AVAILABLE AT A RETAILER
NEAR YOU! NINTENDO IS A
TRADEMARK OF NINTENDO
OF AMERICA. NINTENDO
GAME & WATCH IS IMPORTED
BY MICRO GAMES
LOS ANGELES CA 90004

PERHAPS. BUT
AT THAT MOMENT
AT THE BEDFORD
TOWERS...



WALLY HAD SOME RUMORS TO PASS
ALONG, THOUGH, ABOUT HOW ALL THE
CRAZINESS IN MANHATTAN HAS SOME-
THING TO DO WITH DEMONOLGY,
MAYBE EVEN WITH A GAP OPENING
BETWEEN HADES AND EARTH!

IF THAT'S EVEN PARTLY TRUE,
I'VE GOT TO FIND AUNT MAY!
AND THE ONLY PLACE I CAN
THINK OF THAT SHE'D LOOK
FOR ME IS WHERE I GO
TO SCHOOL!



"EMPIRE
STATE
UNIVERSITY!"



YES, MA'AM.
WE'RE
CLOSED
TODAY.
BUT DOC
CONNORS'
LEFT
WORD TO
SHOW
YOU AN'
THE BOY
RIGHT
IN.

SAID HE'D
MEET YA IN THE
LIBRARY. I'LL SHOW
YA THE WAY.



WHY, INDEED?

I DON'T UNDERSTAND. YOU SAID CURT WOULD BE--

I JUST THOUGHT YA MIGHT LIKE TO MEET SOME O' MY--

'FRAID I PLAYED A LITTLE TRICK ON YA, MIZZ CONNORS. YER HUBBY DIDN'T HAVE ANY-THING TO DO WITH THIS!

--FRIENDS!

Ob-ocult
SWRRAA

M-M-
MOM--!

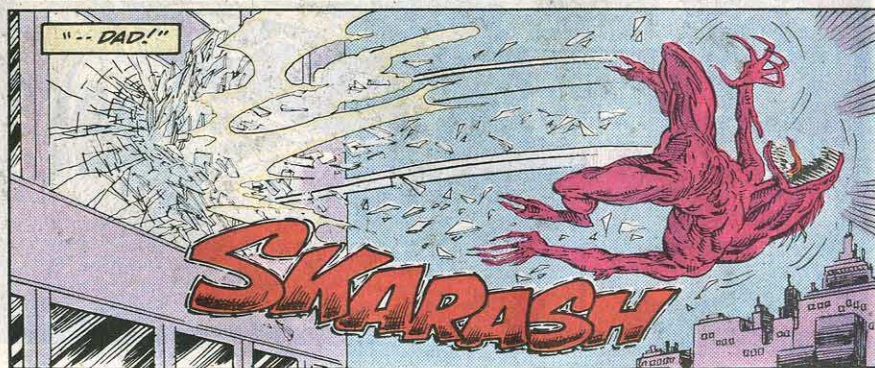
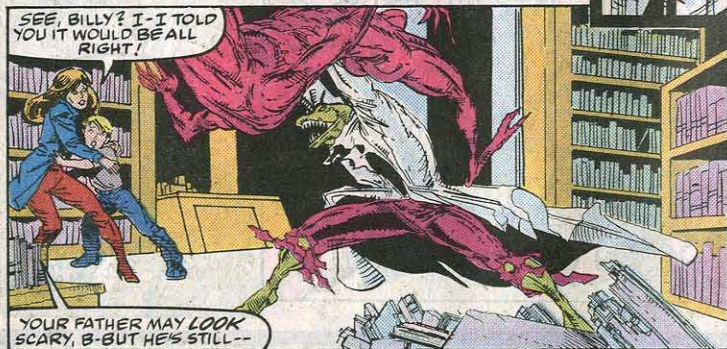
EEYAAAA!

MEANWHILE: AT A WEST SIDE WAREHOUSE WHERE VACATIONING TEXANS JASON CLEMONS AND TROY TYRO TAKE AN UNSCHEDULED TOUR...

'YOU SURE SNEAKIN' OUT WAS SMART, JASON? YOUR MOM AN' DAD TOLD US TO STAY IN THE HOTEL! SAID GOIN' OUT WAS DANGEROUS.'

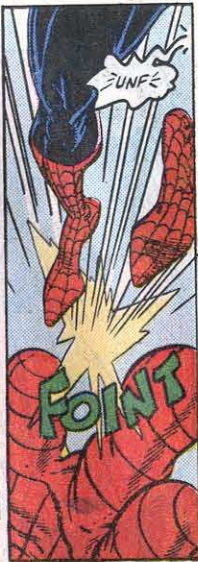
LIGHTEN UP, TROY! WITH ALL THAT LOONY STUFF GOIN' ON, MACY'S MIGHT CANCEL THEIR THANKSGIVING DAY PARADE! BUT I READ THAT THIS IS WHERE THEY KEEP ALL THEIR FLOATS AN' JUNK!







--HOW TOUGH
COULD IT BE TO
KILL A BALLOON?



--SHEESH!
THAT 180 DEGREE
HEAD-TURN
STARTLED ME
SO MUCH--

-- I DIDN'T HAVE TIME TO
REACT TO MY SPIDER-SENSE!
GOT TO CONCENTRATE! LET'S
SEE, HOW DO YOU KILL A
BALLOON?

AH-
HAH!
A PIN!
A
VERY
BIG
PIN!



THUS...



WITH ALL THAT'S
GOING ON, I JUST
HOPE THE FOLKS AT
THE CHRYSLER
BUILDING THINK
THIS SPIRE BROKE
OFF ON ITS OWN!
MEANWHILE--



I HAVE TO
RESIST AN
OVERPOWERING
URGE TO YELL,
"CROM!"



THAT WAS SPOOKY!
ALMOST LIKE KILLING
MYSELF!

AH, PHOOEY. THE GUY'S
EYES WERE ALL WRONG,
ANYWAY...



DARLING!
Y-YOU SAVED
US!

YESSS! BUT ONLY
BECAUSE I WANTED
THE INCOMPARABLE
PLEASURE OF
KILLING YOU--



--MYSELF!

=GASP=



BEFORE I RE-POPULATE THE
PLANET WITH REPTILES, I MUST
DESTROY ALL VESTIGES OF THAT
MOST HATED OF MAMMALS--
CURT CONNORS!

VESTIGES THAT
INCLUDE... BLOOD
KIN!

OH, GOD,



WRITE FOR OUR LARGE, 72 PAGE CATALOG FILLED WITH COMICS, POSTERS,
T-SHIRTS, GAMES, TOYS, AND MUCH MORE! (Only \$1 or FREE with order.)

Holiday Sale!

ALL ORDERS
RECEIVED BY DEC. 10TH
WILL BE SHIPPED IN TIME
FOR CHRISTMAS.
(Most List Alternates)

SPECIALS

(Much More in Our Catalog!)

Reg. Price/Our Price

AKIRA 1 (1st Print—Limit 1)	\$ 3.50/ 3.00
COSMIC ODYSSEY 1 (Limit 2)	3.80/ 3.00
GREATEST BATMAN STORIES EVER	24.95/19.95
HAVOK & WOLVERINE 1 (Limit 5)	3.50/ 3.00
MARVEL MASTERWORKS (Spm 1-10)	29.95/24.95
PUNISHER GRAPHIC NOVEL (New!)	6.95/ 5.95
ROGER RABBIT GRAPHIC NOVEL	6.95/ 4.95
TURTLES GRAPHIC NOVEL VOL 4	9.95/ 7.95
W.C. AVENGERS 42 (Byrne—Limit 5)	1.00/ .75
X-MEN GRAPHIC NOVEL	7.95/ 5.95

CALENDARS DELUXE

Alf 1989 Calendar	8.95	Avengers (New Story!)	6.95
Batman 1989 Calendar	8.95	Batman: Son of Demon	9.95
Calvin & Hobbes 1989	8.95	Dark Knight (Issues 1-41)	12.95
Forgotten Realms 1989	7.95	Daredevil: Born Again	8.95
Marvel 1989 Calendar	8.95	Elektra: Assassin	12.95
Superman 1989 Calendar	8.95	Hulk vs. Thing (New Story!)	5.95
		Nam Vol. 1, 2	6.95
		New Mutants (Origins)	6.95
		Punisher Trade (Mini Ser.)	8.95
		Punisher Gr. Novel (New)	6.95
		Punisher vs. Daredevil	5.95
		Savage Lands (X-Men)	5.95
		She-Hulk (Byrne)	6.95
		Silver Surfer (New story!)	14.95
		Thor (New Story!)	6.95
		Turtles Vol. 3 (Per Each)	9.95
		Turtles Vol. 4 (SALE!)	7.95
		Watchmen (Issues 1-12)	14.95
		Wolverine (Mini Series)	7.95
		X-Men: Man-Kills (SALE!)	5.95
		X-Men Trade	
		(Phoenix Saga)	9.95

POSTERS

Elektra	4.50	THOR	2.00
Excalibur Poster	4.50	Transformers	2.50
Hulk Vs. Wolverine	4.50	4-12	2.00 13-51
Nick Fury & Shield	4.50	Movie 1-3, 250 Univ 1-4	2.50
Phoenix	4.50	Headmaster 1-4	1.50
She-Hulk	4.50	TURTLES	2.50
Storm	4.50	1 (4th)	5.00 15th
Wolverine	4.50	2 (3rd)	3.00 3-6 (2nd)
		7-13 (1st)	4.50 14-17 (1st)
		Donatello, Leonardo (1st)	4.50
		Michaelangelo, Raphael (2nd)	2.50
		Tales Turtles 1	6.00 2
		Tales Turtles 1 (2nd)	3.50
		Turtle Adventures 1-3	1.50
		Turtle Soup 1	2.00
		V FOR VENDETTA	2.00
		1-3 (Lim 1)	3.00 4-7
		WC AVENGERS	2.00
		1	4.00 2-10
		11-20	1.50 21-41.3
		42 (1st Byrne—Limit 10)	75
		WOLVERINE	1.50
		New Series 1	2.00 2-6
		Havok & Wolverine 1 (Lim 5)	3.00
		Havok & Wolverine 2	3.50
		Kitty & Woly 1-5	2.00
		Marvel Comics 1-10 (Wolv)	1.25
		Mini Series 1-4 (Millers)	7.50
		Silverdman vs. Wolverine 1	7.00
		Wolverine Origin	4.50
		X-FACTOR	2.00
		1	4.00 2-11.25
		12-24	26-39 Ann 1-3
		X-MEN	1.50
		96-99, 108, 109	15.00
		100, 101	20.00
		108, 109, 120, 121	17.50
		102-107, 110-119	10.00/20.00
		122-130, 137, 139, 140	6.00/12.00
		131-136, 138	4.00/10.00
		142-143	4.00/ 8.00
		144-150, 164-175	2.00/ 4.00
		151-163, 176-181	1.75/ 3.50
		182-186, 193, 196, 198, 200	2.50
		187-192, 194, 195, 197, 199	2.00

JUSTICE LEAGUE	4.00	337	4.00 338, 373, 374	2.00
1	9.50 34			
5-7	2.50 8-10	2.00	339-372, 375-399	4.01
11-24	1.50 Ann. 12	2.50		

MARVEL COMICS	1	5.00 23	2.50
1-10 (Wolverine)	1.25	4-12	2.00 13-51
11-16 (Colossus)		Movie 1-3, 250 Univ 1-4	2.50
		Headmaster 1-4	1.50

MARVEL UNIVERSE	1	5.00 23	2.50
1-3	3.00 4-10	2.50	
11-20		2.00	

NAM	1	15.00 23	8.00
1 (1st)	4.00 5-8	2.50	
4		2.50	
1 (2nd), 9-25	1.50		
Samper FI 1-5	1.00		

NEW MUTANTS	1	4.00 2-17	2.50
18-20	2.00 19-59, 61	1.50	
62-72, 74	1.00 73	1.50	

PUNISHER	1	5.00 2-5	2.00
6-10	1.50 11-18	1.00	
War Journal 1 (Lim 2)	1.50		
War Journal 2-4	1.50		
Many Tales 209-221 (Pun)	2.00		

SILVER SURFER	1	3.50 2-5, 15	2.00
6-14, 16-22	1.50		
Epic 1, 2 (Lim 3-Mosby)	1.00		

SPIDERMAN	203-237, 240-243, 246-248	2.00	
Amazing Spiderman			
1	3.00 2-13	1.50	
Long Bow 1 (1st)	10.00		
Long Bow 1, 2 (2nd), 3 (1st)	3.50		

GREEN ARROW	1	3.00 2-13	1.50
Long Bow 1 (1st)	10.00		
Long Bow 1, 2 (2nd), 3 (1st)	3.50		

GRD (Epic)	1	8.50 2-6	5.00
7-10	3.00 11-20	2.00	
21-49		1.50	
Pact 1	10.00 Pact 2-8	8.50	

HULK	301-311	1.50 312-319	2.00
320-329	1.50 330-331	5.00	
332-334	336, 337, 345	2.50	
338, 339, 341-344, 346	2.00		
347-354	1.50		

INVASION	1-3 (Limit 2)	2.95	
----------	---------------	------	--

IRON MAN	175-199, 201-224, 232	1.50	
225	5.00 200, 226, 227	2.50	
228-231	2.00 232-241	1.00	

TERMINATOR	1 (Lim 2)	3.50 2-7	2.50
------------	-----------	----------	------

SUPERMAN	Action Weekly 601-625	1.50	
Man of Steel 1-6 (Byrne)	1.50		
Superman 1-25	1.50		

THOR	201-205, 210-214, 225-228	2.00	
206-209, 215-224, 229-244	1.50		
Annual 7, 11, 12	3.00		

X-MEN	Class X-Men 1-2	2.00	
Class X-Men 3-24	1.50		
Firestar 1-4	2.00		
Kitty & Woly 1-6	2.00		
Magic 1-4	2.00		
Mephista 1-4	2.00		
Nightcrawler 1-4	2.00		
X-Men & Alpha Flight 1, 2	2.50		
X-Men vs. Avengers 1-4	2.50		
X-Men: Fantastic Four 1-4	2.50		
X-Men/Micronauts 1-4	1.50		
X-Terminators 1-4	1.50		

TRANSFORMERS	1	5.00 23	2.50
4-12	2.00 13-51	1.50	
Movie 1-3, 250 Univ 1-4	2.50		
Headmaster 1-4	1.50		

TURTLES	1	5.00 15th	2.50
2 (3rd)	3.00 3-6 (2nd)	2.50	
7-13 (1st)	4.50 14-17 (1st)	2.00	
Donatello, Leonardo (1st)	4.50		
Michaelangelo, Raphael (2nd)	2.50		
Tales Turtles 1	6.00 2	4.00	
Tales Turtles 1 (2nd)	3.50		
Turtle Adventures 1-3	1.50		
Turtle Soup 1	2.00		

V FOR VENDETTA	1-3 (Lim 1)	3.00 4-7	2.00
----------------	-------------	----------	------

WC AVENGERS	1	4.00 2-10	2.00
11-20	1.50 21-41.3	1.00	
42 (1st Byrne—Limit 10)	75		

WOLVERINE	New Series 1	2.00 2-6	1.50
Havok & Wolverine 1 (Lim 5)	3.00		
Havok & Wolverine 2	3.50		
Kitty & Woly 1-5	2.00		
Marvel Comics 1-10 (Wolv)	1.25		
Mini Series 1-4 (Millers)	7.50		
Silverdman vs. Wolverine 1	7.00		
Wolverine Origin	4.50		

X-FACTOR	1	4.00 2-11.25	2.00
12-24	26-39 Ann 1-3	3.00	

X-MEN	96-99, 108, 109	15.00	
100, 101	20.00		
108, 109, 120, 121	17.50		
102-107, 110-119	10.00/20.00		
122-130, 137, 139, 140	6.00/12.00		
131-136, 138	4.00/10.00		
142-143	4.00/ 8.00		
144-150, 164-175	2.00/ 4.00		
151-163, 176-181	1.75/ 3.50		
182-186, 193, 196, 198, 200	2.50		
187-192, 194, 195, 197, 199	2.00		

GRAB BAGS!	(Bags contain valuable comics!)		
INVESTMENT BAG #1	(10 comics worth over \$20)	\$ 5	
INVESTMENT BAG #2	(20 comics worth over \$50)	\$ 9	
SURPRISE BAG #3	(50 random comics)	\$17	

SUPPLY SALE—	100 Plastic Bags	\$4.00	
25 Backing Bds	\$2.00		
100 Backing Bds	\$7.00		
25 AcidFree Backbds	\$3.50		
25 Magazine Bags	\$2.00		

ORDERING INSTRUCTIONS:	1. All comics are guaranteed to be like new. Vi-Mint		
	2. Indicate if you'll accept Vg-F comics at a 50% discount.		
	3. Prices are per each issue. Ex: Gro 22-49 are \$1.50 each.		
	4. Minimum order \$10.00.		
	5. Please list alternatives.		
	6. Enclose check or money order (U.S. funds only).		
	7. U.S. Add \$2.50 for postage. Canadian \$4.00. Foreign \$5.00.		
	8. Add \$1 if ordering posters.		
	9. Call or write for COD or Credit Card orders.		
	10. Allow 2-4 weeks for delivery.		
	11. Ad expires 7/1/89. Write for catalog after that.		

ALF	1 (1st Print—Lim 1)	5.00	
2, 3 (Lim 1)	3.00 4-6	2.50	
7-14	1.50		
Alt 1989 Calendar	8.95		
Alt "No Problem Poster"	4.50		

ALIENS	1 (2nd), 3	2.00 2 (Lim 1)	2.50
Poster	4.50		

ALPHA FLIGHT	1-12	3.00	
23, 31, 13, 17	2.50		
4-10, 14-20, 24, 28, 33, 34	2.00		
21-23, 25-27, 29, 30, 52, 53	1.50		
30-32, 35-49, 51	1.00		
54-64	1.25 65-69	1.50	

AVENGERS	201-226, 260-267, 300	2.00	
228-259, 272, 299	1.50		
268-271, 273-298, 301	1.00		
Solo Aveng 1	2.00 2-17	1.00	

BATMAN	404	2.50 405-407	2.00
408-416	1.50 417	3.00	
418-420	2.50 421-425	1.50	
426-427	2.00 428-430	1.50	
Cult 1, 2	6.00 34	4.00	
Killing Joke 1 (1st-Lim 1)	8.50		
Killing Joke 1 (2nd)	3.50		

CAPT AMERICA	301-331, 339-349, 351	1.00	
332-333		4.00	
334-338, 350		2.00	

COSMIC ODYSSEY	1 (Lim 2)	3.00 2-4	3.50
----------------	-----------	----------	------

DAREDEVIL	171-175, 181-184, 193, 227	4.00	
176-180, 185-192, 226, 238	2.00		
193-195, 197-224, 234-237	1.50		
228-238, 248-249, 252, 257	2.00		
259-247, 250, 259, 260	1.50		
251, 253-256, 258, 261-265	1.00		

EXCALIBUR	1 (Lim 1)	2.50 2-7	1.50
Deluxe 1 (1st—Limit 1)	7.50		
Deluxe 1 (2nd)	3.30		

FANT FOUR	201-208, 219, 229-231	2.00	
209-218, 220, 221, 232, 236	2.50		
233-235, 237-260, 266, 296	2.00		
261-265, 267-293, 312	1.50		
294, 295, 297-311, 313-325	1.00		

GI JOE	25, 8, 11, 12, 17-19, 26-27	2.00	
7, 10, 14, 21, 23, 25, 29, 30	3.00		
32-43, 45-50	2.00		
51-55	1.50 56-65	1.00	
Action Force 3-50	2.00		
Special Missions 1-20	1.50		

THEY CAN!

THIS FORMULA'S WORKED
IN THE PAST! NOW ALL I
HAVE TO DO IS FIND--

DAD!

HE'S--

"--HERE!"

SERUM'S FINISHED! TROUBLE
IS, IT HAS TO BE SWALLOWED!

NUTS! GOT TO OVERRIDE MY
SPIDER-SENSE! STAND STILL AND
LET HIM--

-- AGH! G-GUESS
YOU GOT ME, LIZ!
CHOKES SO WHY
DON'T WE CELEBRATE
YOUR VICTORY
GASP! W-WITH
A LITTLE--

STREET COMICS



P.O. BOX 4111, TRENTON, NJ 08610 • 1-609-396-7798

ALL COMICS MINT/NM C.O.D.

ACTION WEEKLY

601-633.150

ADVENTURES

3.15, 1.50

ASURA

1-4, 3.00

ATLAS

2-2, 2.50; 4-13, 1.25

ALIEN LEGION

(New) 1-8, 1.50

(1984 Series) 1, 3.00; 2-20, 1.00

ALPHA FLIGHT

1, 2.50; 2-13, 1.75; 17-17, 1.75

16-16, 18-40, 1.00; 41-60, 75¢

61-64, 1.00; 65-68, 1.25

Annals 1, 2-1, 1.75

AMERICAN SPIDER-MAN

(201, 202, Punisher) 4-20

200, 1.75; 203-218, 222-226

203-217, 249, 248, 253-260

275, 289, 1.25 (Gang War)

284-288, 1.50; 291-294, 276

289, 289-292, 293-301

313, 1.25; 298, 1.50

McFarlane 1.00; 299, 3.00

3.00; Annals 1-7, 1.75; 22, 2.25

Indexes 1-9, 1.25

Set 1-9, 10.00; Chronicles

(1989) 1.50

AMERICAN FLAG

(New) 1-8, 1.75 (1983) 2

2-2, 6.50; 1.75; 11, 19-21, 23

50, 1.00; Special 1, 1.50

ASTRO BOY

1, 3.00; 2-14, 1.75

140, 150, 2.50; 164-166, 3.00

141-149, 151-163, 167-170

2.00; 171-180, 186, 253-260

181-191, 1.50; 250, 283, X

Factor 1.50; 201-211, 216

249, 251-262, 1.25; 264-269

301, 1.00; 300, 3.00

Chronicles (1982) At cover

1.50; Indexes 1-3, 3.00

Annals, 2.50; 10, 2.50; 11-14

16, 1.75; 17, 3.00; G.N.

Emperor Doom 5.95

Hawkeye Trade P/B 9.95

Vision-Scarlet Witch (Ltd Series)

1, 12, 150; 211, 80¢

Complete Set 1-12, 10.00

BABY

6, 3.00; 7, 8, 2.50; 9, 10, 2.00

11-40, 1.50

BATMAN

2-20, 405-407, 426, 427

475, 386, 387, 394, 401-403

408, 409, 411-415, 420, 425

428, 80¢; Annual 12, 4.50

BATMAN THE CHALLENGER

(Prestige Format) 2-4, 3.50

BATMAN THE KILLING JOE

(1st Print) 70¢, 1 (2nd Print) 3.50

BLACK HOOD

2-4, 40¢

BORIS THE BEAR

1, 8.00; 2, 4.00; 3-18, 1.50

CASE OF THE

1, 8.00; 2-12, 1.25; 12, 1.25

Complete Set 1-12, 17.00

CAPTAIN AMERICA

(1984 Series) 215, 260, 269

272, 277, 278, 288, 291, 292

299, 300, 307, 310, 312

313, 315-319, 321, 331, 80¢

334-337, 339-349, 351, 90¢

350, 2.00; Annual 1, 1.25

2, 2.00; 2-19, 1.00; Annual 1, 1.25

CAPT. AMERICA

1, 2.40¢; Sentinels of Justice

1, 40¢

CERBERUS

58, 59, 60, 45-50, 3.50; 56

57, 58, 60, 55, 73-81, 2.00

82-100, 1.75; 101-111, 1.50

CHUCK NORRIS

1-4, 50¢

CRIMINAL MINDS

1, 2.50; 2-10, 1.50; 11-31, 1.25

CONAN

62, 100, 100, 126, 128, 129

133, 134, 138, 140, 144-147

150, 153-155, 167, 168-169

173, 176, 177, 181, 182, 185

186, 188, 192-195, 201-213

80¢; Annual 1, 10, 12, 1.25

85¢; Movie 1, 2.00; 15, 2.00

The Destroyer 2, 50¢

CONAN THE KING

1, 10.00; 2-10, 1.50; 11, 42-45

46-49, 1.25

CONTEST OF CHAMPIONS

1, 3.00

P/B 50¢; 7, 12, 2.00; 3, 1.50

4-6, 8-11, 1.25; Complete Set

1-12, 18.00; Index 1, 2.00

CROSS ROADS

1, 10.00; 2-3, 4.00; 4, 5, 23

250, 6, 7, 2.00; 8-22, 24-29

1.50; 30, 2.00

CROSS ROADS

(Prestige Format Ltd Series)

Featuring Firsts cast of

Heroes - V, At cover 2.50

Complete Set 1-5, 15.00

CRUISING

1, 10.00; 2-10, 1.50

Crawler (11, Alpha F) 1.00

DAREDEVIL

1, 10.00; 161, 10.00; 167

170, 169, 8.00; 178, 179, 181

250; (162-164, Punisher)

200, 228, 230, 233, 249

216, 222, 233, 234-237, 239

247, 250-254, 256, 258, 259

263, 265, 80¢; Trade P/B

Born Again, 8.95; Index 9.95

(Cover 9.95) 4.00; G.N. (Love

& War) Cover 6.95

Silverclaw (1985) 1.50

DAZZLER

1, 2.35; X-Men 1.50; 3-37

38-42, 75¢

DEATH

1-27, 75¢

1, Prestige, follows Pitt 3.00

DREADSTAR

1, 2.50; 3-6, 1.25

P/B At cover 1.50; Complete

Set 1-23, 29.00

ELEPHANT ASSASSIN

1, 2.00; 2-6, 1.50

ELEMENTS

3-27, 1.50

EXCALIBUR

1, 2.00; 2-5, 1.25; 6-32, 1.00

Original complete set 132, 32.00

Complete set 116, 17.20

21, cover 1.50

ELF WARRIOR

1, 1.50

EVOLUTIONARY WAR

(Marvel Annals) 1958

X-Factor 3, Punisher 1, 3.00

Silver Surfer 1, New Mutants

4, 2.50; Amazing Spiderman

22, Fantastic Four 21, 2.25

X-Men 12, 3.00; Web of

Spiderman 4, West Coast

Avengers 3, Spectacular

Spiderman 6, 2.25; Avengers

17, 3.00; Complete Set, 26.00

EXCALIBUR

1, 2.00; 2-5, 1.25; Set 1-6

9.00; 1, (Prestige one shot)

ALLEN ANGEL

(Ltd Series) 1-3, 1.25

FANTASTIC FOUR

200, 3.50; 201, 203-205, 207

208, 210, 211, 212, 215, 209

216, 220, 221, Bynne 1.60

267, 269, 296-304, 305-325

80¢; Annals 6, 3.00; 12, 14

25, 2.00; 26-28, 1.25; Indexes

1-12, 1.25; Complete Set

1-12, 12.00; Chronicles

(1984) 1.50

FLASH

2, 1.50; 3-23, 90¢; Annual 1

1.50

GHOST RIDER

62, 63, 69, 70, 74, 40¢

JOE

(1st Prints) 4, 5, 15.00, 14

12.00, 17, 7.50, 22, 9.00, 29

4.50; 35, 3.00; 36-40, 42, 44

46, 2.50; 47-50, 2.00; 51-55

1.00; Yearbooks 3, 1, 1.75

Order of Battle 1-4, 1.25

Special Missions 1-4, 1.00

Vs. Transformers 1-4, 1.00

Tales of G.I. Joe 1-14, 1.50

Digests 1, 3, 5, 7, 1.00; 11, 1.00

D-3, At cover 2.50; (Prints)

7, 3.00; 2, 6, 8, 11, 12

17, 2.50; 26, 27, 29, 1.50

GREEN LANTERN

1-7, (Neal Adams) 2.00

GREMLIN

(For mature readers) 1, 3.00

2-25, 1.50

IRON FIST

1, 4.00; 2-5, 2.00; 6-14, 1.25

Annual 1, 2.00; Long Bow

Holder (Trade P/B Ltd Series)

1, 14.00; 2, 3.00

IRON MAN

1, 2.50; 6-9, 11, 12, 2.00

14-20, 1.50; 21-49, 1.00

Starblaze 5, 1st Gloom

published by Pacific 2.50

2-25, 1.50

NAKED WOLVERINE

(Prestige Ltd Series)

1, 4.00; 2, 3.50

HISTORY OF THE UNIVERSE

1, 2.00

JULY

2, 1.50; 303, 305, 312, 314

320, 323, 325, 326, 328, 329

347-353, 80¢; (332, 338, 344)

345) McFarlane Issues 1.00

Series 1-Factory (340)

Wolverine 1.50

INFINITY INC.

1, 2.50; 2-53, 1.50; Annual 1

2.00

IRON MAN

1, 2.00; 2-10, 1.51-168, 171

191, 194-199, 1.00; 201-224

226-231, 233-241, 80¢



WHATEVER TURNED HIM INTO THE LIZARD MUST BE REINFORCING HIS REPTILIAN WILL! HE'S STRUGGLING, BUT IT'S NOT ENOUGH!

THINK, SPIDEY! THERE MUST BE SOME WAY TO BOOST THE FORMULA'S EFFECT!



SO MASSIVE SHOCK MIGHT DO IT! 'COURSE, IT MIGHT ALSO KILL DOC CONNORS! BUT IF I DON'T STOP HIM, HE'LL KEEP GOING AT HIS FAMILY UNTIL SOMEONE IS DEAD!

I ALWAYS DREADED THE DAY I'D HAVE TO MAKE A DECISION LIKE THIS! AND I DREAD HAVING TO LIVE WITH IT IF--





CONNOR'S WILL STILL ACTIVE! BEING AIDED BY THE CURE SERUM!

HAVE TO ELIMINATE THAT DANGER!

BULLPEN BULLETINS

QUOTE OF THE MONTH:

"So maybe it's not as classy as a silver bullet! At least it got the job done."

SPEEDBALL (Speedball #7)

ITEM: Congratulations to dandy Denny O'Neil, former Marvel writer and editor, now writer and editor for our Distinguished Competitors up the street, on the occasion of his recent marriage to his childhood sweetheart, Magnificent Marfan McFarland. The captivating couple said their vows on August 19th in Eliostrant, Missouri, a stone's throw from their native St. Louis, but have since set up residence in the Cornicob Capital of the world, New York City. Best bar-wishes to the newlyweds from your busy Bulpen and Marvelites everywhere. (Incidentally, there's no truth to the rumor that Denny's role at the wedding was played by Michael Keaton.)

ITEM: Bad news, sports fans, the third game between Marvel's softball team, the magnificent Marvel Bullpeners, and the diabolical DC Bullies was cancelled. That leaves us tied at one game a piece, and chompin' at the bit waiting for next year.

ITEM: That last item shouldn't imply that your Bullpen buddies have been inactive this past summer. Au contraire, between the Marvel Punishers shooting paintballs at any team that got in their way during our wild

and wooly survival games and hanging out at Ralph Macchio's pool, we also found time to run in two of Manufacturer's Hanover Trust's Corporate Challenge races in Central Park. Our team was organized by Bob Budiansky, Don Daley, and Laura Hitchcock. Runners included Lou Bank, Harry Candelario, Karen Corbo, Kelly Corvess, Stacey Datcher, James DeGiovanna, Harry Eisenstein, Danny Fingeroth, Dawn Geiger, Michael Heisler, Janet Jackson, Barry Kaplan, Ken Lopez, Jose Marzan, Janet Pezzuto, Rodney Ramos, Michael Rockwitz, Holly Randsau, Jim Salicrup, Evelyn Stein, and Sara Tuchinsky. Believe it or not, we all finished the three and a half mile races with flying colors. Our faces were red and we were all out of breath, but by golly, our colors were flying.

ITEM: Speaking of physical fitness, we thought it might be interesting to mention how some folks in the comic book biz manage to stay in shape. After all, writing and drawing comics isn't the most physically demanding job in the world, so a lot of us are constantly battling against the bulge. Stan (the Man) Lee was famous for

writing most of his classic comics scripts while standing by his pool, changing his position only to follow the sun for the best possible tan. Stan called it his way of avoiding "Writer's Belly." We hear Stan is currently organizing fast-paced lunchtime walks at our west coast animation studio. Big John Buscema, as well as many other Bullpeners, works out with weights. Both John and Virginia Romita, as well as Ridiculous Ralph Macchio and Gunning Glenn Herdling are terrors on the tennis courts. Adorable Ann Nocenti is taking a judo class while Hard-hittin' Howard Mackie has been known to practice tai chi. And we hear John Byrne's been logging those miles on his stationary bike. We could go on and on, but it suddenly occurred to us that we could put together a "How To Stay Fit The Marvel Way" video tape and make a fortune. Jane Fonda, look out!

ITEM: Where! All that talk about exercise has gotten us hungry, which reminds us that Thanksgiving is right around the corner. So well just wish you all a happy Turkey Day as we try not to pig out as we watch the big Spider-Man balloon in the Macy's Parade on TV.

PRO FILE: Glenn Herdling

Assistant Editor on: All those SPIDER-MAN titles, et al.

Marvel freelance credits (past): Various MARVEL AGE MAGAZINE articles, a story in WHAT THE--? featuring Spider-Horn, and stimulating SPIDER-MAN letter columns.

Marvel freelance credits (present): More MARVEL AGE MAGAZINE articles, some future plans for MARVEL COMICS PRESENTS, a Rick Jones SOLO AVENGERS story, a backup story for the New Universe titles, and a future SPIDER-MAN fill-in.

My hobbies are: Skiing, tennis, Nautilus, Sker-mish, bar-hopping, beach-combing, and lovin' life.

The single word of which I am most proud is: An article for MARVEL AGE MAGAZINE which did not contain a single exclamation point!!!!

My pet peeves are: People with pet peeves. My place of birth is: Actually, my place of conception might be more interesting.

My greatest accomplishment outside the comics field is: Graduating from college while still retaining a few brain cells.

My oddest habit is: Playing your favorite pop tunes with rude noises emanating from my compressed hands.

If they were making a movie of my life, I'd

like to see my part played by: Patrick Swayze, of course; it would be a highly fictionalized account.

The reason I got into comics was: To make my friends envious.

People who knew me in High School thought I was: Someone else.

My favorite performers are: Robin Williams, Adam Blaustein, Harrison Ford, Goldie Hawn, Laurie Anderson, the Lariks, and U2.

The last good book I read was: Samadhi, Self Development in Zen, Swordsmanship and Psychotherapy by Mike Sanyama.

The last good movie I saw was: Street Trash. **The biggest influences on my work include:** Editing, Tom DeFalco, Mark Gruenwald, Carl Potts, and Jim Salicrup.

Writing: J.R.R. Tolkien, Stephen Donaldson, John Gardner, and the obligatory Stan Lee.

My greatest unfulfilled ambition in the comics field is: To change the general public's opinion of comics so that people won't be ashamed to read them on the subway.

The worst part of my job is: Filling out this thing.

When nobody's looking I like to: Make fun of Jim Salicrup.

The one thing I really want the world to know about me is: I am not a Yuppie.



CHECKLIST

- ☐ DAREDEVIL #264
- ☐ SEMPER FI #4
- ☐ WEST COAST AVENGERS #42 - John Byrne debuts as the writer and penciler!
- ☐ WOLFPACK Limited Series #8
- ☐ G.I. JOE SPECIAL MISSIONS #19
- ☐ WEB OF SPIDER-MAN #48
- ☐ MARVEL COMICS PRESENTS #14
- ☐ CONAN THE KING #51
- ☐ EXCALIBUR #6
- ☐ STRIKEFORCE: MONTIUM #27
- ☐ TALES OF G.I. JOE #15
- ☐ G.I. JOE EUROPEAN MISSIONS #3
- ☐ STRAY TOASTER'S Limited Series #6
- ☐ CAPTAIN AMERICA #351
- ☐ SOLO AVENGERS #16
- ☐ THE AMAZING SPIDER-MAN #313
- ☐ GARGOYLE THE WANDERER #49
- ☐ ALPHA FLIGHT #68
- ☐ THE NEW MUTANTS #73
- ☐ POWERLINE #5
- ☐ POWER PACK #44

- ☐ WOLVERINE #5
- ☐ HAVOK AND WOLVERINE: MELTDOWN Limited Series #1
- ☐ MARVEL AGE MAGAZINE #72
- ☐ THE INCREDIBLE HULK #353
- ☐ MARVEL TALES #221
- ☐ THE AVENGERS #301
- ☐ CONAN THE BARDARIAN #216
- ☐ G.I. JOE #84
- ☐ THE PUNISHER #17
- ☐ SILVER SURFER #21
- ☐ MARVEL COMICS PRESENTS #15
- ☐ THE SUB-MARINER Limited Series #5
- ☐ THE PUNISHER WAR JOURNAL #4
- ☐ THE UNCANNY X-MEN #242
- ☐ DRAGON'S CLAW #6
- ☐ THE LIGHT AND DARKNESS WAR #4
- ☐ FANTASTIC FOUR #324
- ☐ SPEEDBALL #7
- ☐ THOR #401

- ☐ TRANSFORMERS #50
- ☐ X-FACTOR #98
- ☐ CONAN SAGA #22
- ☐ AKIRA #6
- ☐ IRON MAN #240
- ☐ THE SPECTACULAR SPIDER-MAN #146
- ☐ CLASSIC X-MEN #51
- ☐ MARVEL COMICS PRESENTS #16
- ☐ DOCTOR STRANGE #3
- ☐ THE NAM #28

- ☐ MARVEL MAGAZINES
- ☐ THE NAM MAGAZINE #8
- ☐ THE SAVAGE SWORD OF CONAN #157

- ☐ MARVEL BOOKSHELF
- ☐ MARVEL MASTERWORKS Vol. 1: SPIDER-MAN
- ☐ MARVEL MASTERWORKS Vol. 2: THE X-MEN
- ☐ MARVEL MASTERWORKS Vol. 3: THE X-MEN
- ☐ THE DREAMWEAVER Graphic Novel
- ☐ THE SILVER SURFER Graphic Novel - Stan Lee & Moebius



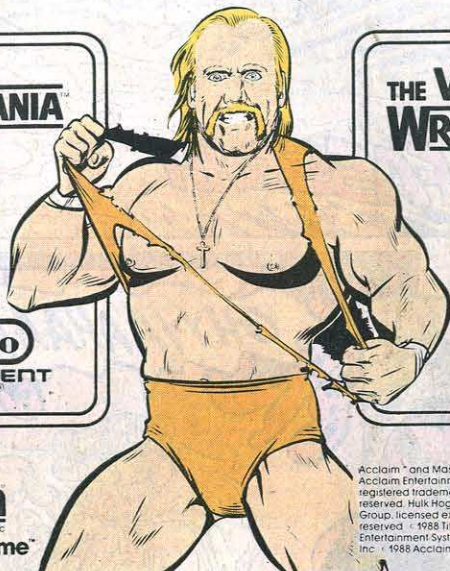
TWO WAYS TO WIN IN THE RING!

WRESTLEMANIA

FOR
PLAY ON
YOUR

Nintendo
ENTERTAINMENT
SYSTEM™

Acclaim
entertainment inc
Masters of the Game™



THE VCR **WRESTLEMANIA**
GAME™

BOARD GAME
ACTION
PLUS
W VIDEO
EXCITEMENT!

Acclaim™ and Masters of the Game™ are trademarks of Acclaim Entertainment, Inc. WWF™ and Wrestlemania™ are registered trademarks of TitanSports, Inc. © 1988 All rights reserved. Hulk Hogan™ is a trademark of the Marvel Comics Group, licensed exclusively to TitanSports, Inc. All rights reserved. © 1988 TitanSports, Inc. Nintendo™ and Nintendo Entertainment System™ are trademarks of Nintendo of America Inc. © 1988 Acclaim Entertainment, Inc.

QUICK SHOTS FOR HOT SHOTS



Want to become a real hot shot?
Then, think quick. Think QuickShot.®
Every QuickShot joystick is designed to give you fighter pilot response. Rapid fire control. Pinpoint precision. All the state-of-the-art features you need to control the action. On your terms.

You and your QuickShot react as one. You think it; QuickShot zaps it.

And no matter what video system you own (Nintendo® Sega® Atari® Amstrad® Commodore® Apple® and IBM® PCs), we've got a stick that fits your style.

So what are you waiting for? Wrap your fingers around a QuickShot. And become a real live hot shot.



QuickShot™

by Bondwell®

QuickShot®
15,000,000
SOLD WORLDWIDE

*Registered trademarks of respective companies. © 1988 Bondwell

LONG, PAINFUL MOMENTS LATER, AT THE NOW-UNGUARDED ENTRANCE TO E.S.U. ...

YOU'RE SURE MARTHA AND BILLY WILL BE ALL RIGHT?

NO PROBLEM, DOC.

I'LL SEE THEM SAFELY OUT OF THE CITY, BEFORE I START LOOKING FOR AUNT MAY AGAIN.

WHAT ABOUT YOU, CURTIS?

I MAY NEVER CHANGE TO THE LIZARD...OR I MAY CHANGE TOMORROW. THERE'S NO WAY TO KNOW.

THAT'S WHY YOU BOTH HAVE TO GO-- AND NOT TELL ME WHERE. I'LL SEND SUPPORT PAYMENTS THROUGH YOUR LAWYER. IT WILL KILL ME TO BE WITHOUT YOU.

BUT ANY OTHER WAY... MIGHT KILL YOU!



MARY JANE???

ANYBODY SEEN A STUDENT NAMED PETER PARKER? I HAVE TO TELL HIM HIS AUNT IS SAFE IN QUEENS!

NO. HUH?

WHAT HAPPENED, TIGER?

IT'S A LONG STORY, BUT THANKS FOR BRINGING THE GOOD NEWS. RIGHT ABOUT NOW, I COULD REALLY USE A HAPPY ENDING!

IN THAT CASE, WEBSLINGER, YOU'D
BEST LOOK ELSEWHERE THAN THE
CASTNER COUNTY MINIMUM
SECURITY PRISON IN UPSTATE
NEW YORK.

FOR THERE, IN CONTRAST
TO THE CHAOS ERUPTING
IN MANHATTAN--

-- RELATIVE CALM SUR-
ROUNDS AN AFTERNOON
WALK TAKEN BY NEW
INMATE, JONATHAN
CAESAR, AND THE
BEST LAWYER MONEY
CAN BUY...

YOU'RE
SURE,
MALCOLM?
THERE
WOULDN'T
BE
ANY
FOUL-UPS?

NONE
WHATSOEVER,
JONATHON.
I DREW UP
THE ORIGINAL
DOCUMENTS
MYSELF

THE LOOPHOLES ARE
INCONTESTABLE!

EXCELLENT! BEGIN
PROCEDURES
IMMEDIATELY!

I LOVE MARY JANE! I'LL
ALWAYS LOVE HER, BUT
SHE REFUSED TO LET ME
MAKE HER LIFE A HEAVEN
ON EARTH. SO WHAT ELSE
CAN I DO?

... BUT MAKE
THAT LIFE A
NIGHTMARE
FROM WHICH
SHE'LL NEVER
WAKE UP?

NEXT ISSUE:
HO HO HT

THE SPIDER'S WEB

% MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

JIM SALICRUP
EDITOR
GLENN HERDLING
ASSISTANT EDITOR

Dear Spider-Man Gang,

I'm writing to congratulate Mr. McFarlane! This man is the only artist to draw an attractive Mary Jane, someone worthy of Spider-Man. For all of us who still think about Gwen Stacy and saw Mary Jane as a "clone" with red hair and a playgirl image, you have turned that around.

Mary Jane is pretty, sexy and high class. She now looks and acts like a beautiful model. Previously low in my eyes due to this marriage that popped out of the blue when the Black Cat was still a nice memory (and her outdated hairstyle, and the unbelievable bit about someone as drab as she is being a model), she has become a woman of character, laughter, looks, charm and best of all, someone good for Peter.

To go back to the old, dowdy hairstyle shouldn't even be thought of. She deserves better. Too bad she didn't look as "foxy on her wedding day. And another thing much appreciated—Mr. Michelinie does a fine—no, wonderful—job with Spidey. If McFarlane and Michelinie aren't enough reason to shout, "Make Mine Marvel," I don't know what is.

By the way, my husband likes the changes in Mary Jane too. He noticed them all by himself (how could he have missed them?). It's not just me picking on hairstyles. So keep up the good work. The honeymooners are cute and sweet, full of fun, love and concern for each other and I love it. Mary Jane deciding to move to Kansas with Peter rates tops in my book. I'll never dislike the lady again—unless she leaves Peter.

Peter and Mary Jane are the cutest couple in all of Marveldom! And AMAZING SPIDER-MAN #304 was fun and cute and I'm glad you now come out with it twice a month. Bravo and adieu!

Darlene Dixon
504 Clinton Springs
Cincinnati, OH 45217

Thanks, Darlene. But aren't you a wee bit jealous that your hubby finds MJ so attractive?

Friends,

I really enjoyed THE AMAZING SPIDER-MAN #304, really—don't get me wrong. The story was good, with interesting twists in Peter's life. I like the way David Michelinie characterizes out Spidey... and Mary Jane, too. They are people a person would like to know. Even better than that, they are that very rare thing in comics, a happily married couple.

But something about the story bothered me.

You see, one reason I have always liked Spider-Man is that he was always the Everyman of super heroes. He had brains and a particularly interesting life, but he was the kind of guy you might meet. I'm not sure I didn't meet him once or twice through high school or college. His experiences in life were the same sort of experiences I had—high school, part-time job, money problems, friends using drugs, university exams, a difficult boss, a troubled love life. Take away the super powers (and the great responsibilities that came with them) and Peter Parker was like you or me. Put back the super powers, and you had a heck of an interesting, likeable, and exciting hero.

Some of this charm remained in #304, as when Peter shows Aunt May his book, or his excitement about being on a plane. But there was enough of the feeling that Peter had made the Big Time to make me uneasy. I don't like to see Peter or Mary Jane living the lives of the rich and famous. I don't like seeing the jetsetting lifestyle (including tuxedos and limousines) that is more suitable to Tony Stark or Janet Van Dyne becoming a part of Parker's life.

Other than that, Spider-Man is still a series I enjoy and have enjoyed for (can it be?) three hundred issues, give or take a few Annals, spin-offs, and graphic novels. Thanks for the memories.

Elizabeth Holden
2385 Carling Ave., #111
Ottawa, ON Canada K2B 7G9

Have no fear, Elizabeth. Financial troubles lurk just around the corner for our carefree newlyweds. See our Next Issue box for more info!

Dear Jim,

If the first bi-weekly issue of AMAZING SPIDER-MAN is anything to go by, the experiment's going to be quite a success. Dave's writing

just keeps on getting better, whilst Todd's art is gorgeous (although not at its best under Joe's inks). Not that Joe's a bad inker—his style is just a little heavy for Todd's fine lines. The idea of Peter going on a tour and actually making a bit of money marks a welcome upswing in the fortunes of a man who used to have all the bad luck going; one which started with his marriage to Mary Jane and has been gathering momentum since. Spidey should be Marvel's flag-bearer, and for the first time in many years he's living up to that standard.

Peter's dilemma about not receiving any royalties from the book echoes both long-standing but now resolved arguments between artist and comics companies regarding original art, and a more recent dispute concerning royalties from merchandising based on a comic, in a nicely ironic piece of plotting. At least Peter will get some benefit from the tour, and if he's clever he can make some extra money out of his alter ego.

Mary Jane's inspired "announcement" of Spider-Man's entrance at the charity gala demonstrates how advantageous it is having a wife who knows your secret identity. Before this, Spidey would indeed have been sunk and had his secret I.D. at risk. Thanks to Mary Jane, he had the perfect alibi.

The Fox is a classy villain, or at least he tries to be, not unlike the Grey Fox of the film of that name. His one aim is to lead the good life; he has no cosmic and unrealistic thoughts of world domination. Unfortunately, the Prowler (and I wonder which face is behind the mask this time) has other ideas, and I fear tragedy may be in store. That wouldn't quite fit in with the sense of fun that both Dave and Todd have instilled in their work, but life isn't always a bed of roses, even in California.

Finally, a couple of characters who are overdue to return to this book are the Chameleon and the Black Cat.

Malcolm Bourne
87 Greenfield Gardens
Cricklewood, London NW2 1HU
England

As you know by now, Malcolm, the Chameleon returned in issue #307. But if you happened to miss that particular appearance, then check out our special 50th issue of WEB OF SPIDER-MAN for some startling developments. As for the Black Cat, well, she should be making her reappearance any issue now...

Dear Spider-People,

Let's start this letter off on a positive note: McFarlane drew an excellent cover for AMAZING #304. I admire his experimentation with unusual angles, his understanding of Spidey's unique body language, and the way he draws his webs. The webs look, well, more scientifically feasible. The layout of his particular cover is eye-catching and also makes it clear that Spidey's got the upper hand. This is refreshing in the current age of "defeated and nearly defeated" heroes dominating comic book covers.

Okay, so much for the great stuff. While Michelinie and McFarlane remain the best Spider-Man creative team in years, this issue was one of their less successful efforts. There was nothing particularly exciting about "California Schemin'" as a story, and McFarlane's art was a little below standards.

Please, please dump Jonathan Caesar as a supporting character. You've already pulled the "super hero's wife gets kidnapped" schtick in one of the books, and now it appears you're going to fall back on another clichéd subplot for married super heroes—the spouse is pursued by another prospective lover. Please cut this subplot off before it really has a chance to develop.

Frank Balkin
5678 Glade View
Memphis, TN 38119

Sorry, Frank, but we couldn't get rid of Jonathan Caesar. However, we do hope that our resolution to the problem wasn't too clichéd. Meanwhile, Mary Jane's erstwhile suitor seems to have some nasty plans up his sleeve, as you witnessed in this issue's finale. Thrill to the fruition of those plans right here.

NEXT ISSUE: Merry Christmas, Peter and Mary Jane? Not if Jonathan Caesar has anything to say about it. And he does, big time! Be here for "Evicted!"

SANTA CLAWS?

HO-HO-HO, BUB!

IT'S A HOLIDAY
SAVINGS
CELEBRATION!!
A 9-ISSUE
SUBSCRIPTION
BONANZA!!

Offer expires
February 28, 1989!

- ☐ Captain America
- ☐ Daredevil
- ☐ Fantastic Four
- ☐ Incredible Hulk

61¢ vs. 75¢ Newsstand 9 issues **ONLY \$5.50**

- ☐ Iron Man
- ☐ Marvel Tales

- ☐ Semper Fi
- ☐ Solo Avengers

- ☐ SpeedBall
- ☐ Thor
- ☐ West Coast Avengers

- ☐ Amazing Spider-Man
- ☐ Avengers
- ☐ Conan
- ☐ Groo

75¢ vs. \$1.00 Newsstand 9 issues **ONLY \$6.75**

- ☐ GI Joe
- ☐ GI Joe Special Mission
- ☐ New Mutants

- ☐ Spectacular Spider-Man
- ☐ Punisher
- ☐ Silver Surfer

- ☐ X-Factor
- ☐ Transformers
- ☐ Web Of Spider-Man
- ☐ X-Men

BI-WEEKLY TITLE

MARVEL COMICS Presents: (9 ISSUES)

Regular Price You Pay Only
\$11.25 \$9.00

SPECIAL PRICES:

	9 Issues Regular Price	9 Issues You Pay Only
<input type="checkbox"/> Conan Saga	\$18.00	\$12.00
<input type="checkbox"/> Nam Magazine	\$18.00	\$12.00
<input type="checkbox"/> Savage Sword of Conan	\$18.00	\$12.00
<input type="checkbox"/> DP7	\$13.50	\$10.00
<input type="checkbox"/> Star Brand	\$13.50	\$10.00
<input type="checkbox"/> Justice	\$13.50	\$10.00
<input type="checkbox"/> Psi-Force	\$13.50	\$10.00
<input type="checkbox"/> Conan the King	\$13.50	\$10.00
<input type="checkbox"/> Excalibur	\$13.50	\$10.00
<input type="checkbox"/> Tales of GI Joe	\$13.50	\$10.00

	9 Issues Regular Price	9 Issues You Pay Only
<input type="checkbox"/> Wolverine	\$13.50	\$10.00
<input type="checkbox"/> Alpha Flight	\$13.50	\$10.00
<input type="checkbox"/> Cloak & Dagger	\$13.50	\$10.00
<input type="checkbox"/> Dr. Strange	\$13.50	\$10.00
<input type="checkbox"/> The Nam (comic)	\$13.50	\$10.00
<input type="checkbox"/> Power Pack	\$13.50	\$10.00
<input type="checkbox"/> Strikeforce Morituri	\$13.50	\$10.00
<input type="checkbox"/> Punisher War Journal	\$13.50	\$10.00
<input type="checkbox"/> X-Men Classics	\$11.25	\$ 9.00

- ☐ Marvel Fanfare (6 issues)
- ☐ Alien Legion (6 issues)
- ☐ Marvel Age (12 issues)

	Regular Price	You Pay Only
<input type="checkbox"/> Marvel Fanfare (6 issues)	\$11.70	\$9.00
<input type="checkbox"/> Alien Legion (6 issues)	\$ 9.00	\$7.00
<input type="checkbox"/> Marvel Age (12 issues)	\$ 6.00	\$5.00

Mail to: Marvel Comics Subscription Dept.
387 Park Avenue South New York, NY 10016

If renewing, enclose your mailing label. Make checks or money orders payable in U.S. Funds to Marvel Comics. Canada and Foreign countries add \$2.00 per title. Allow 10 weeks for delivery. If not satisfied, refund guaranteed on all unserved issues.

First Initial ▼ Last name

NAME

ADDRESS

CITY

STATE

ZIP

AGE

KEY:
NOV-88

The Epyx 500XJ™ is no ordinary joystick.

It's a lethal weapon.

The 500XJ scores way higher, faster and easier than any other joystick ever made. Which isn't too surprising, considering what cool stuff it has.

Like a grip that fits in the palm of your hand for radical control. Super fast trigger finger firing for deadly timing. Quick-thrust stick movement for doing it to 'em. And a great warranty you'll probably never need.

With a joystick that scores this high, this easy, there ought to be a law. Aren't you glad there isn't?

**The 500XJ.
Guaranteed to
blow 'em away.**

**WARNING:
MAY BE FATAL
TO YOUR
COMPETITION.**



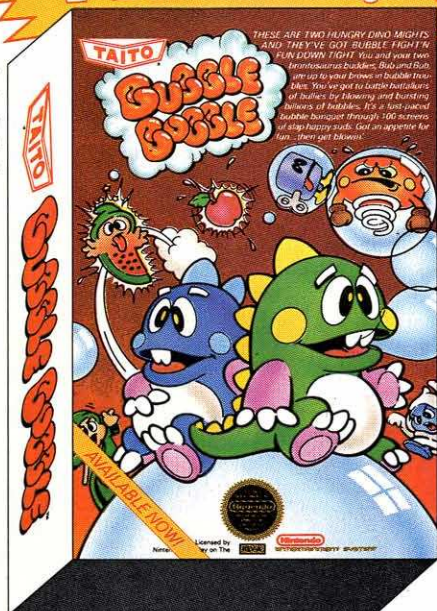
EPYX®

AVAILABLE FOR APPLE, IBM, AMIGA, COMMODORE, ATARI, NINTENDO AND SEGA.

**BUBBLE BOBBLE IS DINO-MIGHT!
(FOR YOUR NINTENDO ENTERTAINMENT SYSTEM)**

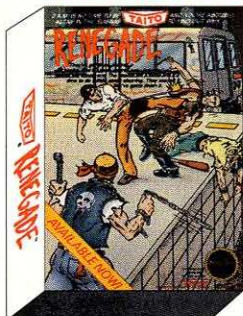
WHAM!

Bubble Bobble is totally addictive action. It's the Number One game in Europe for over 3 months. Scramble over 100 screens of laughs

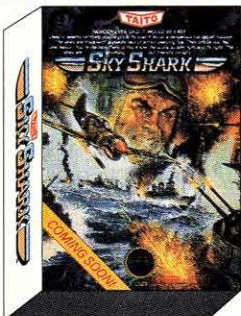


as your brontosaurus buddies, Bub and Bob, blow you away with endless action. If you're lookin' for fun, these dudes are the one.

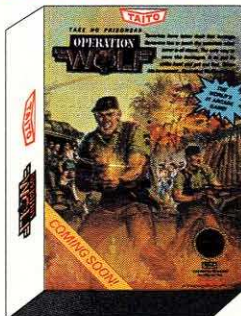
GRAB THESE OTHER EXPLOSIVE ARCADE HITS FROM TAITO!



2 A.M. IS NO TIME TO BE ALONE IN THE SUBWAY AND YOU'RE ABOUT TO FIND OUT WHY... This is the original arcade hit. One of the hottest games in Europe. Thrill to the arcade-quality graphics of this fast-paced street-style Karate brawl. Scream through Renegade's multiple levels of play and see what real action is all about.



Nobody ever said it would be easy. You've got to fly your World War II P-40 fighter on a top secret mission... Take the arcade's meanest air battle home for keeps. Strap in for explosive high-flying action. Hold on for your life as you soar through incredible graphics and spellbinding sound. You'll never want to land.



TAKE NO PRISONERS. TERRORISTS HAVE TAKEN THEIR LAST HOSTAGE. SOMEONE HAS TO TEACH THE TERRORISTS WHAT TERROR IS ALL ABOUT... Take the world's best arcade game home. Mind-blowing arcade quality graphics take you behind enemy lines to destroy terrorists and save helpless hostages. One play and you'll know why it's number 1.

THE ONLY GAME IN TOWN.™



Taito's hot line of arcade games for the Nintendo Entertainment System® is one fast-action classic after another. And now you can get in on all the action, too.

Everyone knows that arcade games are the benchmark

Nintendo has evaluated the quality of these products. Licensed by Nintendo® for play on the

Nintendo Entertainment System.® Nintendo and Nintendo

Entertainment System® are trademarks of Nintendo of America

for all other video games. Taito has been a leader in the arcade for over 30 years and that's why you can count on Taito to bring you the hottest games available for your Nintendo Entertainment System.

Inc. Taito,® Renegade™ Sky Shark™ Bubble Bobble™ and

Operation Wolf™ are trademarks of Taito America Corporation.

©1988 Taito America Corporation. All rights reserved.

Advertisement by: Quality & Company, Inc. (Chicago).