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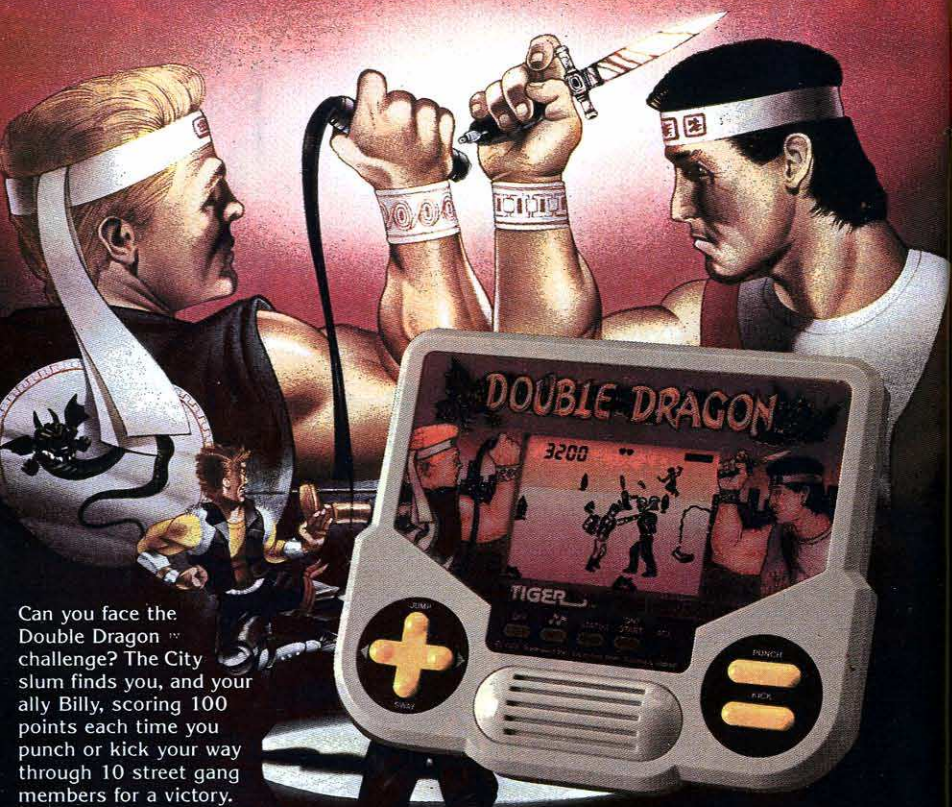
The AMAZING SPIDER-MAN



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CAN YOU SURVIVE BATTLING THE BIG BOSS?



Can you face the Double Dragon™ challenge? The City slum finds you, and your ally Billy, scoring 100 points each time you punch or kick your way through 10 street gang members for a victory.

Mission 2, The Industrial Area, allows you to jump to avoid the dynamite thrower but it now takes you 20 hits instead of 10 to defeat your opponent. The danger of Mission 3, The Forest, increases as your enemies not only become smarter, but the scrolling screen advances the savage foes faster and more often. You get aid by jump kicking and picking up any weapon your enemy drops. Mission 4, The Hideout, pits you against Jimmy Lee, The Big Boss. Escape his thugs, and the vicious double bat by moving backwards, swaying back or jumping. Maximum score retained lets you beat your best score but remember! You will be knocked out if your power bar reaches zero as it is diminished every time you are hit so beware! You only have three lives to complete all four missions and save Marion to win!

DOUBLE DRAGON™

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TIGER ELECTRONICS

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

IN THE SEWERS BENEATH
PARIS, A DARKNESS HAS
COME TO THE "CITY OF LIGHT".

TERRORISTS FROM
ULTIMATUM, BENT
ON BLOWING UP THE
FAMED ARC DE
TRIOMPHE.

AND ALL THAT STANDS AGAINST THEM IS
A MAN WHO SUDDENLY SPARKLES INTO
EXISTENCE IN THEIR MIDST. A MAN AS
VOLATILE AND DEADLY AS THE C-4
EXPLOSIVES THEY CARRY. A MAN
CALLED...

... SOLO!

ASSAULT RIVALS!

DAVID
MICHELINIE
WRITER

TODD
McFARLANE
ARTIST

RICK
PARKER
LETTERING

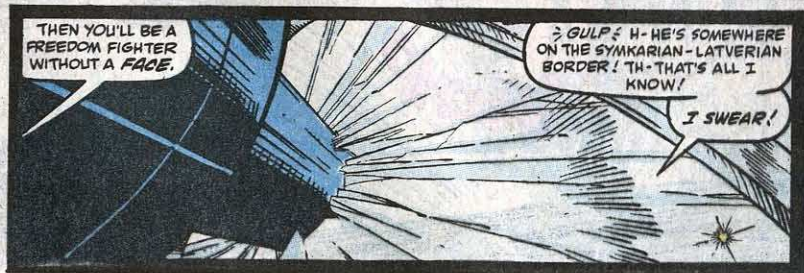
BOB
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JIM
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EDITOR

TOM
DeFALCO
EDITOR IN CHIEF

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NO MATTER, I HAVE
OTHER SOURCES, I'LL
FIND HIM.

HE'S TURNING
AWAY! MAYBE
I CAN REACH
MY GUN!

WHO ARE YOU?

I'M CALLED
SOLO. AND THERE'S
ONE OTHER THING YOU
SHOULD PROBABLY KNOW
ABOUT ME. WHILE I
LIVE...

PLIK

SPLASH

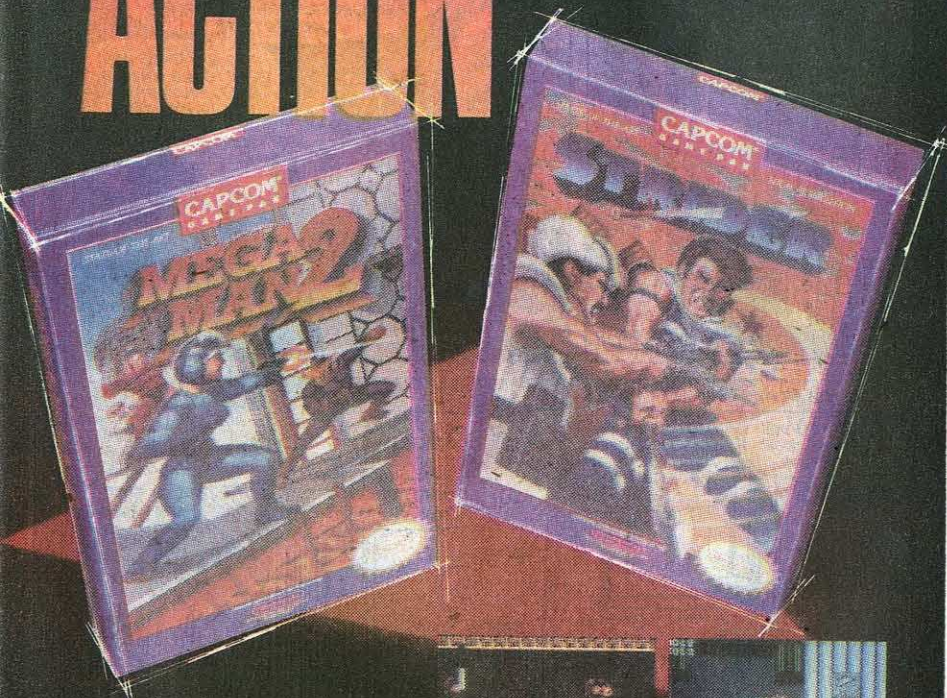
"...TERROR
DIES!"

WHOOOMP

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GET SET FOR

RADICAL ACTION

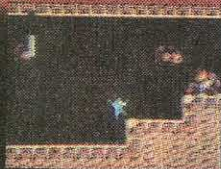


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MegaMan 2 Screen Shot



Strider Screen Shot

CAPCOM

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BUT IN SYMKARIA, AT THE CASTLE OF SYMBOLIC RULER KING STEFAN, TERROR HAD BEEN VERY MUCH ALIVE THE DAY BEFORE.

AND IT HAD STRUCK WITH SAVAGE SUDDENNESS, MUCH AS EGGS AND ASSORTED PRODUCE NOW STRIKE THE LIMOUSINE --

-- OF THE ARRIVING AMERICAN AMBASSADOR.

GRAYSON, THEIR KING'S *FIANCEE* WAS KILLED IN A TERRORIST ATTACK. DURING THE SAME CONFLICT, SOMEONE MURDERED THEIR *PRIME MINISTER*.

AND EVIDENCE HAS BEEN FOUND LINKING *BOTH* INCIDENTS TO THE *CENTRAL INTELLIGENCE AGENCY*. REALLY--

THEY DON'T LIKE US VERY MUCH, DO THEY, SIR?

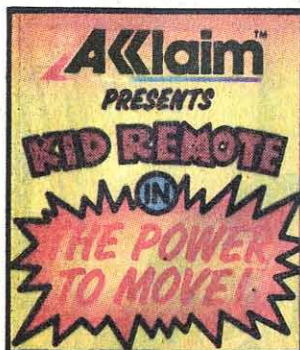
"-- CAN YOU *BLAME* THEM?"

HOW DO YOU DO, I'M AMBASSADOR HAWTHORNE.

AND I AM *ALPHONSE GALLATIK*, ACTING PRIME MINISTER. THE KING IS IN MOURNING FOR PRINCESS *VIVIAN*--

-- BUT *SILVER SABLE* WILL BRIEF YOU. HER COMPANY WAS IN CHARGE OF SECURITY DURING THE ROYAL JUBILEE--

-- AND SHE IS PERSONALLY CONDUCTING AN INVESTIGATION INTO THE RECENT *SLAYINGS*.



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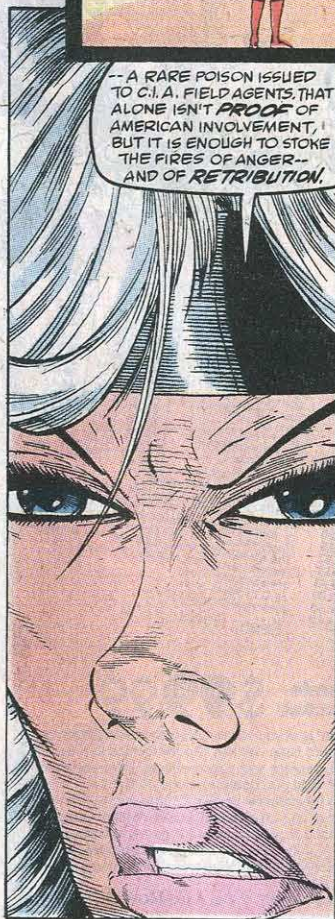
MR. AMBASSADOR, WHEN **SILVER SABLE INTERNATIONAL** UNCOVERED AN ASSASSINATION CONSPIRACY AND LINKED IT TO QUESTIONABLE AMERICAN INSTITUTIONS SUCH AS THE **LIFE FOUNDATION**--

-- WE HIRED **SPIDER-MAN** TO HELP PROTECT THE PRESUMED TARGET, KING STEFAN.

BUT WHEN **ULTIMATUM** ATTACKED, PROVIDING A DIVERSION, **SOME-THING** RIPPED OUR PRIME MINISTER TO PIECES INSTEAD! AND NEAR THE CORPSE WE FOUND A CAPSULE OF **PANADOXIN**--



-- A RARE POISON ISSUED TO C.I.A. FIELD AGENTS THAT ALONE ISN'T **PROOF** OF AMERICAN INVOLVEMENT, BUT IT IS ENOUGH TO STOKES THE FIRES OF ANGER-- AND OF **RETRIBUTION**.



BUT MS. SABLE, AMERICA IS SYMKARIA'S **FRIEND!**

AND **IRAN** WAS YOUR **ENEMY**.

YOU SOLD THEM **MISSILES**.



HEY, GUYS, ISN'T THE IMPORTANT THING **FINDING** THE ASSASSIN? THEN WE CAN SHOW WHETHER OR NOT--

BUTT OUT, **SPIDER-MAN!**



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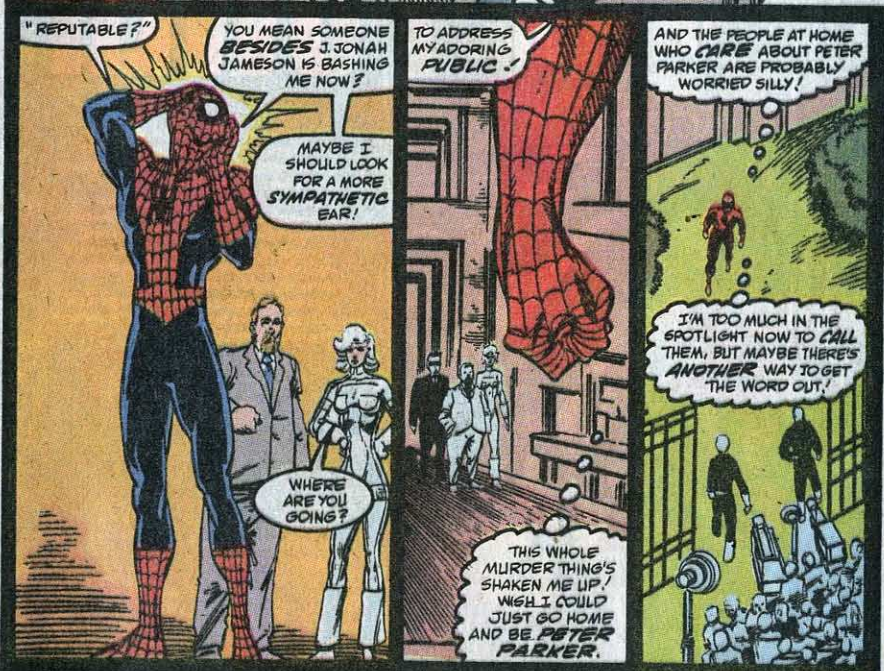
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HUH?!

HAVEN'T YOU DONE ENOUGH ALREADY? THE MERE PRESENCE OF AN AMERICAN **VIGILANTE**, WHOSE CRIMINAL TIES HAVE BEEN HINTED AT IN REPUTABLE PUBLICATIONS--

-- ONLY LENDS **CREDENCE** TO ANTI-AMERICAN SENTIMENT!



"REPUTABLE?"

YOU MEAN SOMEONE **BESIDES** J. JONAH JAMESON IS BASHING ME NOW?

MAYBE I SHOULD LOOK FOR A MORE **SYMPATHETIC** EAR!

TO ADDRESS MY ADORING **PUBLIC**!

WHERE ARE YOU GOING?

THIS WHOLE MURDER THING'S SHAKEN ME UP! WHY I COULD JUST GO HOME AND BE **PETER PARKER**.

AND THE PEOPLE AT HOME WHO **CARE** ABOUT PETER PARKER ARE PROBABLY WORRIED SILLY!

I'M TOO MUCH IN THE SPOTLIGHT NOW TO **CALL** THEM, BUT MAYBE THERE'S **ANOTHER** WAY TO GET THE WORD OUT!

HI, FOLKS, THOSE CAMERAS LIVE? TRANSMITTING TO THE U.S.? GOOD.

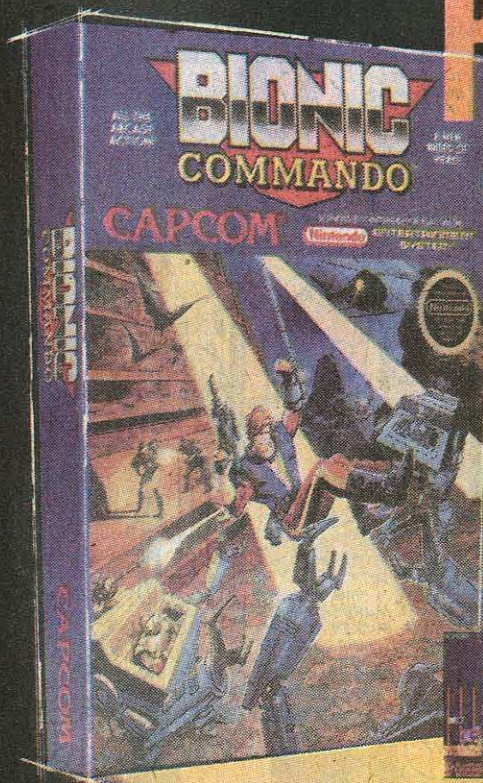
I'VE GOT A **STATEMENT** TO MAKE.



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*Screen shots from the
Nintendo Entertainment
System*



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I'D LIKE PEOPLE TO KNOW THAT IT HAS NEVER BEEN MY INTENTION, NOR HAVE I PERFORMED ANY ACT WHATSOEVER, TO EMBARRASS THE UNITED STATES OF AMERICA. IN TRUTH, I'M BEING A **MODEL** CITIZEN.

AND EVERYTHING IS JUST FINE.

QUEENS; THE BOARDING HOUSE RUN BY MAY PARKER...

-- JUST FINE.

NOW SPIDER-MAN IS MEDDLING IN INTERNATIONAL AFFAIRS? HE HAS HIS GALL!

NATHAN, HUSH!

PETER PUNCHED THE WORD "MODEL"! REFERRING TO MY **MODELING** CAREER?

THAT MESSAGE WAS FOR US!

OH, MAY, I FORGOT TO TELL YOU--PETER CALLED FROM HIS PHOTO ASSIGNMENT IN SYMKARIA. HE'S OKAY.

THAT WAS A BIT CARELESS TO FORGET, MARY JANE.

SO AM I.

I JUST HOPE HE **STAYS** THAT WAY!

BUT I AM GLAD TO HEAR THAT PETER IS SAFE.



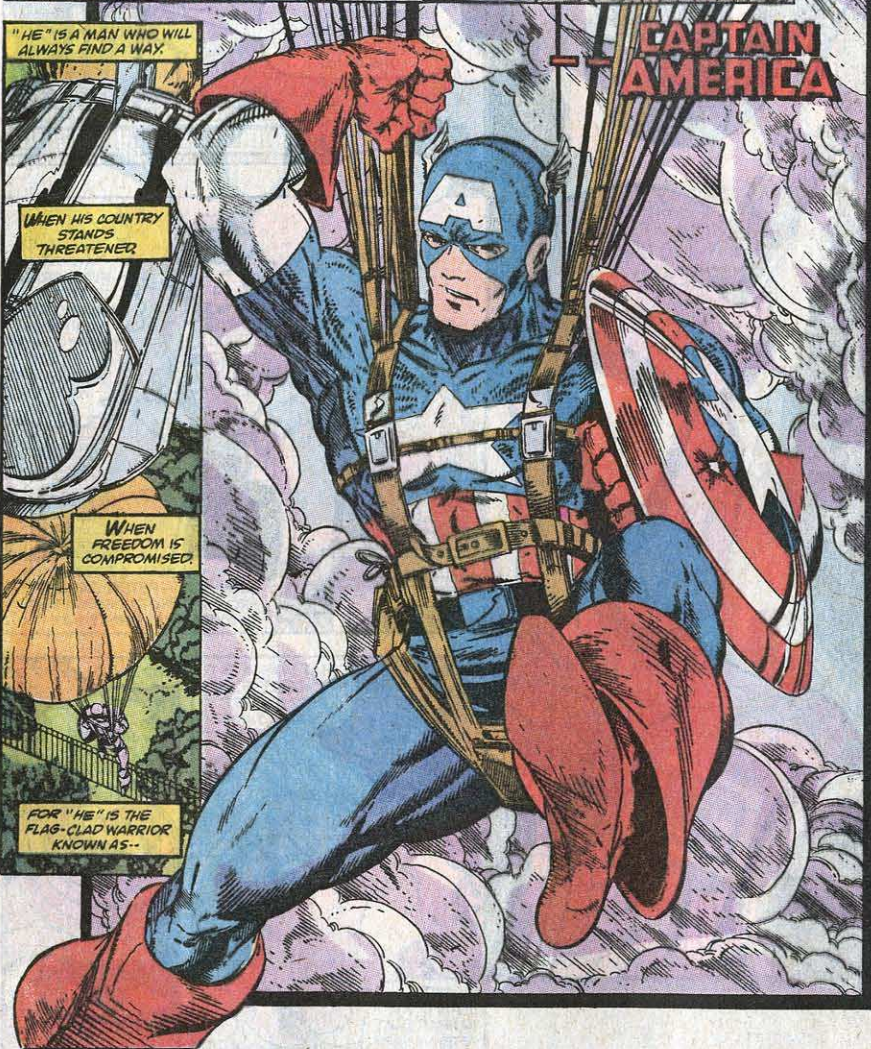
SO IN CONCLUSION, I'D
LIKE TO-- HEY!

WHERE'S
EVERYBODY
GOING?

COLOR GUARD TO YOUR POSTS!
BAIL-OUT CLEARANCE HAS BEEN
GRANTED!

HE'S HERE!

HE? WHO'S
HE?



"HE" IS A MAN WHO WILL
ALWAYS FIND A WAY.

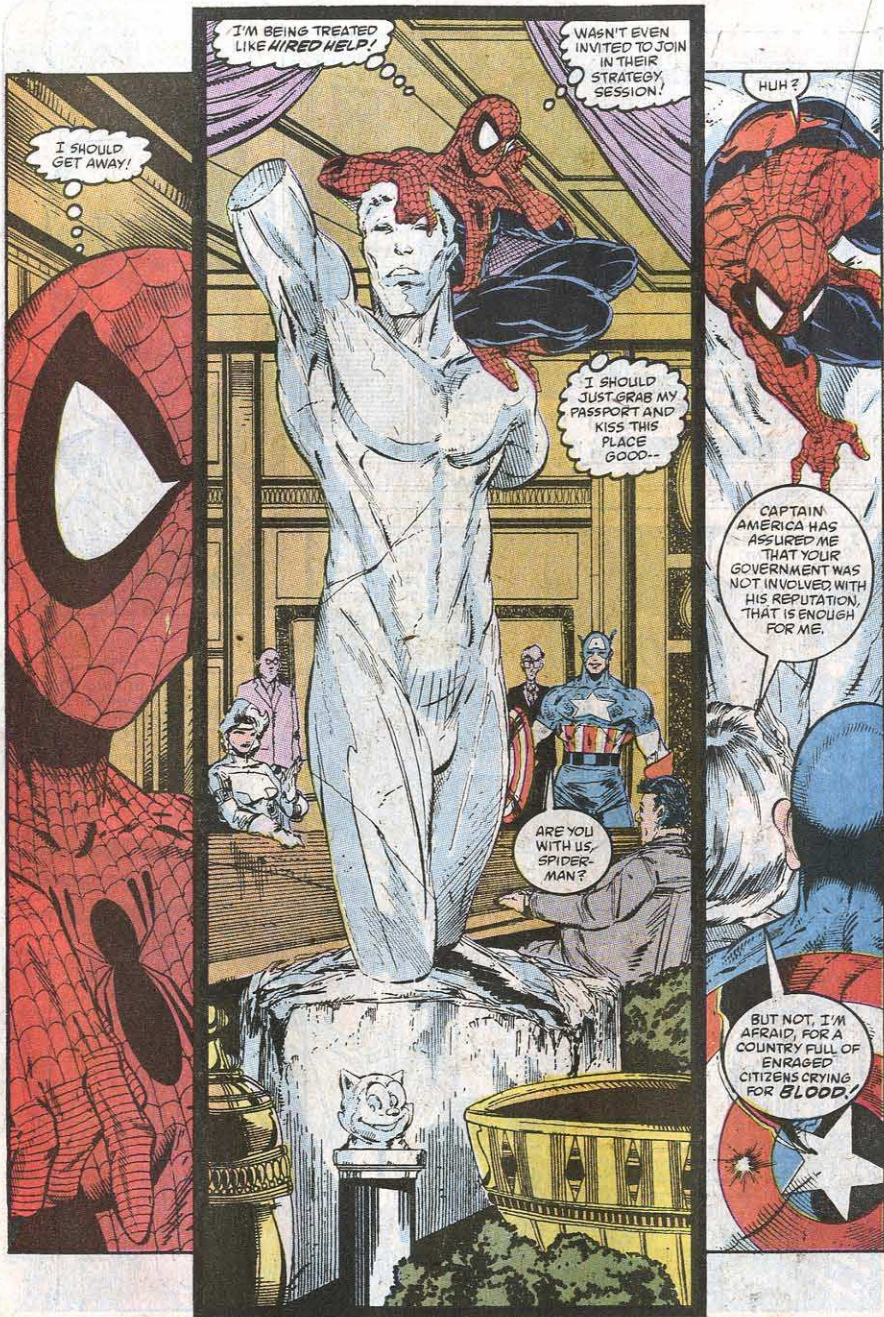
WHEN HIS COUNTRY
STANDS
THREATENED.

WHEN
FREEDOM IS
COMPROMISED.

FOR "HE" IS THE
FLAG-CLAD WARRIOR
KNOWN AS--

**CAPTAIN
AMERICA**





I'M BEING TREATED
LIKE HIRED HELP!

WASN'T EVEN
INVITED TO JOIN
IN THEIR
STRATEGY
SESSION!

I SHOULD
GET AWAY!

I SHOULD
JUST GRAB MY
PASSPORT AND
KISS THIS
PLACE
GOOD--

HUH?

CAPTAIN
AMERICA HAS
ASSURED ME
THAT YOUR
GOVERNMENT WAS
NOT INVOLVED WITH
HIS REPUTATION,
THAT IS ENOUGH
FOR ME.

ARE YOU
WITH US,
SPIDER-
MAN?

BUT NOT, I'M
AFRAID, FOR A
COUNTRY FULL OF
ENRAGED
CITIZENS CRYING
FOR BLOOD!





AND, SLIGHTLY MORE THAN AN HOUR LATER, ALONG SYMKARIA'S MOUNTAINOUS NORTHERN EDGE...



BUT IT WAS CLOSED SOME MONTHS AGO FOR... "REPAIRS."

ISOLATED, DEFENSIBLE, ULTIMATUM'S PROBABLY VERY SECURE IN THERE.

AND W-W-WARM!
N-NEXT TIME, I-I GOTTA BRING MY TH-
TH- THERMAL SPIDEY SUIT!

MY WILD PACK AGENTS WILL REMAIN HERE, TO STOP ANYONE TRYING TO FLEE. THE THREE OF US WILL THEN TACKLE THE MAIN BUILDING.

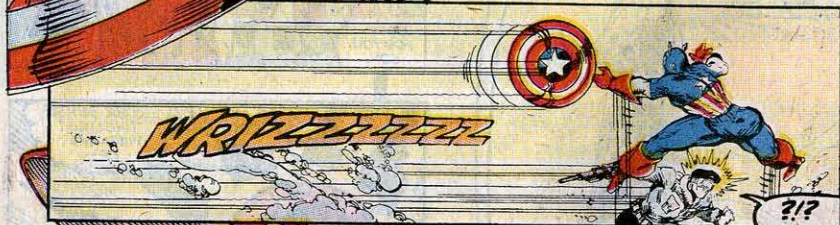
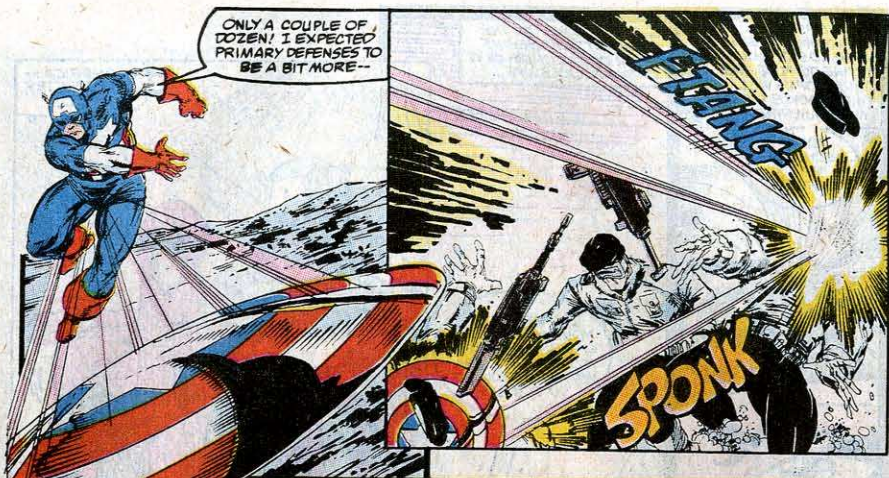
SEEM SOUND TO YOU, CAPTAIN?

CAP NODS, AND AS THE STALWART TRIO BEGINS THEIR CAUTIOUS DESCENT OF THE ROCKY SLOPE...

I APPRECIATE YOUR COMING ALONG, SPIDER-MAN, BUT DO YOU MIND IF I ASK WHY YOU DECIDED TO JOIN UP?



IT MIGHT SOUND CORNY-- THEN AGAIN, MAYBE NOT TO YOU-- BUT, HECK...



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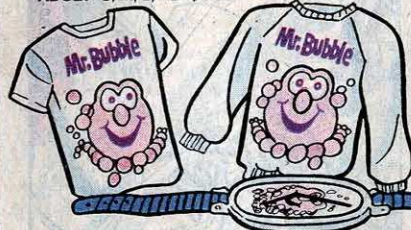
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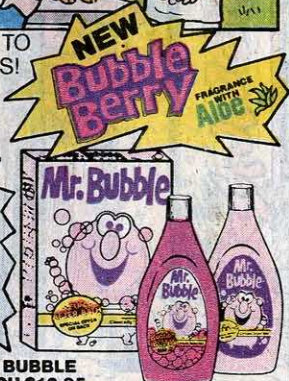
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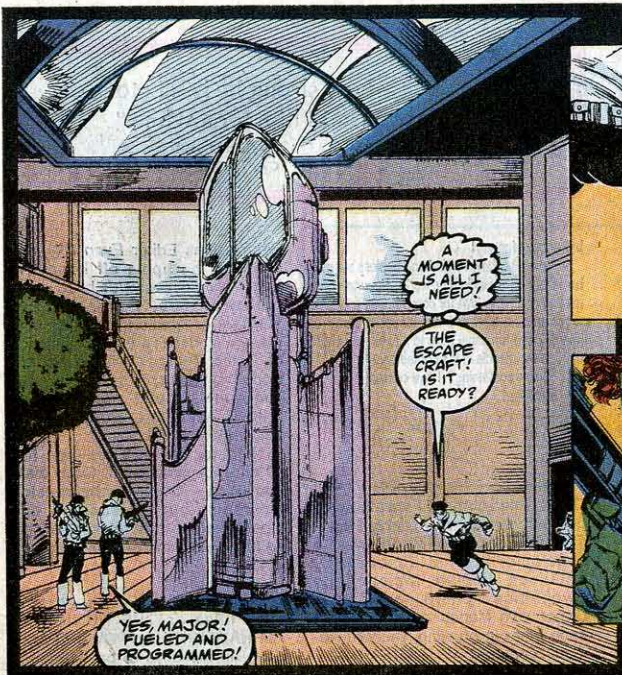
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Bullpen Bulletins

Quote of the Month

"I don't care how strong he is--six tons of wheat ought to hold him for a while."

-Captain Marvel
CAPTAIN MARVEL SPECIAL #1

Stan's Screenbox

Hi True Believers!

Y'know, for the past few months I've been hitting a few comic book conventions all over the country (and don't be a wisenheimer and ask me if they hit back). Now I'd like to share a few thoughts with you, thoughts that occurred to me at those wild and wonderful gatherings.

First of all, if any of you have the idea that comic book conventions are primarily for kids, forget it! The nature and character of the attendees is a never-ending source of pride to me. I mean we're talking young adults, teenagers, college students, professional people, parents of all ages joining in the fun with their youngsters, and assorted literature and art lovers of every race, sex and nationality. Whenever I'm lucky enough to mingle with the great gang of comicbookpersons and their fans, I can't help but think how wonderful it would be if all of life could be like a comic con. Just think--no hassles, no hang ups, no bitterness, bigotry or bull dung. Just a bunch of happy humans, meeting on common ground, sharing a common passion, each finding something in these amazing publications, in the comic books they read and enjoy, something to excite them, to provoke them, to transport them away from their everyday problems, to replace the humdrum elements in their lives with the dazzling color and

brilliance of fantasy!

No matter how harried and hapless we may be in our own workaday world, for one brief interval of time, a love for comic books brings us together and allows us to savor a world of imagery and romance, a world that we can share through the miracle of the printed page!

Y'know something? I love comics!
Excelsior!

Stan Lee

ITEM: Friday, April 14 was the date of the second annual Mighty Marvel T-shirt Swapathon, and what a spectacle it was! Emceed by Fabulous *Fabian Nicioza*, the Swapathon pitted our ever-competitive Marvel staffers against each other in grueling, winner-take-T-shirt contests.

Memorable moments included Assistant Editor *Renee Witterstaetter's* heartfelt rendition of "I'm a Little Teapot," Reproduction Department Administrator *Francine Burke's* convincing impression of Editor in Chief *Tom DeFalco*,

Submissions Editor *Evan Skolnick* knocking an apple off Executive Editor *Mark Gruenwald's* head with a rubber frisbee, Editor *Howard Mackie's* bellybutton lint, bullpenner *Harry Eisenstein's* wailing imitation of Traffic Manager *Virginia Romita*, and Assistant Editor *Jim Di-Giovanna's* brutal stare-down of fellow Assistant Editor *Sara Tutchinsky*.

Fun--as well as pizza--was had by all who participated. Sure, there were a few embarrassing moments...but at least no one videotaped the bizarre proceedings. As far as we know, anyway...

ITEM: Crafty *Carl Potts*, editor of such titles as *THE PUNISHER*, *ALPHA FLIGHT* and *POWER PACK*, gave up his days of bachelorhood April 22, and married Cuning *Cathleen Meloni* in Westchester, New York. Even as we speak the blissful newlyweds are honeymooning in our fiftieth state, Hawaii. Congrats to Carl and Cathy from Marvelites everywhere!

Margaret Clark



Editor on: AKIRA, ALIEN LEGION, HAVOK AND WOLVERINE, ELSEWHERE PRINCE, STAR WARS, Moebius' BLUEBERRY Graphic Novels, ELEKTRA: ACT OF LOVE
Marvel freelance credits (past): DOOFENDERS OF THE EARTH,

WATER CLOSET AVENGERS, SOLO AVENGERS STARRING DR. DOPEY, DOCTOR ZERO, ST. GEORGE, POWERLINE

Marvel freelance credits (present): CRITICAL MASS

My place of birth is: In the dark. The hospital I was born in lost their lights during a thunderstorm.

People who knew me in high school thought I was: One of the meanest people alive.

My hobbies are: Circling want ads in the *New York Times*.

My pet peeves are: I'm not allowed to have pets in my building.

My favorite performers are: *Mike Rockwitz*, *Tiffany*, *Penn* and *Teller*.

The last good book I read was: *The White Goddess* by *Robert Graves*.

The last good movie I saw was: The trailers before *Pet Sematary*.

If they were making a movie of my life, I'd like to see my part played by: *Lily Tomlin*, as suggested by *Adam Blaustein*.

My oddest habit is: Screaming at the top of my lungs, "It's comics, not brain surgery!"

My greatest accomplishment outside the comics field is: Taunting *John Wellington* to go off the high water slide at Action Park.

The reason I got into comics was: 1982.

The biggest influences on my work include: *Stephen Hawkins*, the clock and space.

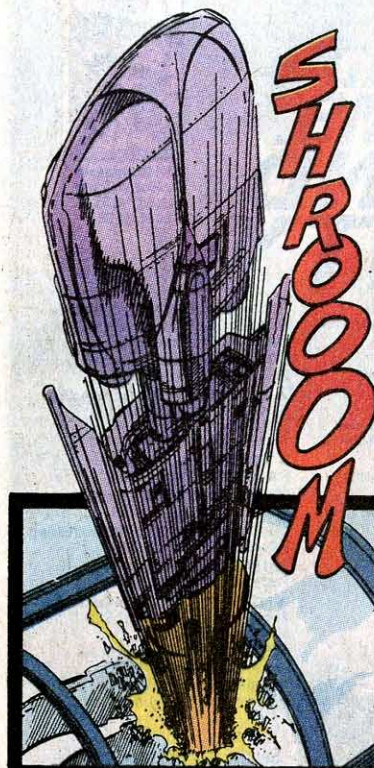
The single work of which I am most proud is: That I finally filled out this stinking form for *Edan*.

My greatest unfulfilled ambition in the comics field is: I didn't realize I was in a field, oh yeah, look at the cow...

The worst part of my job is: Why gosh! There's no one worst part of my job.

When nobody's looking I like to: Dangle the Antioch intern out the 10th floor window by her ankles.

The one thing I really want the world to know about me is: "They" were right in high school



HELICOPTER SQUAD!
INITIATE PURSUIT,
NORTHWEST
TRAJECTORY,
IMMEDIATELY!

YOU
IDIOTS!
THAT WAS
TOLER
WE'LL
ONE OF
ULTIMATUM'S
TOP
OFFICERS!
BY STOPPING
ME, YOU'VE
SET HIM
FREE!

AND JUST
WHO THE
BLAZES
ARE YOU?



SOLD!

AND
I'M ON
YOUR
SIDE!

"SOLO?" EH?
I'VE HEARD
OF YOU...



...YOU'RE A SELF-
PROCLAIMED ANTI-
TERRORIST WHOSE
ORIGINS ARE SOME-
WHAT HAZY--AND
WHOSE METHODS
ARE SOMEWHAT
QUESTIONABLE!

I GET
THE JOB
DONE.

IDEOLOGY ISN'T IMPORTANT NOW!
WE STILL NEED INFORMATION ON THE
PRIME MINISTER'S ASSASSIN!



WHEN I FIRST ENCOUNTERED
WEIL, HE WAS IN WHAT APPEARED
TO BE A COMMUNICATIONS CENTER,
JUST DOWN THAT CORRIDOR.

MEET
YOU
THERE!

AND, MOMENTS LATER...

I CAUGHT THIS GUY TRYING TO ERASE COMPUTER RECORDS! I DON'T KNOW HOW SUCCESSFUL HE WAS-- HE WON'T GIVE ME THE ACCESS CODES TO CALL UP A MENU!



WE DON'T WORK THAT WAY.



HE WILL TALK.

OR HE WILL DIE!

JUST A MINUTE, MISTER!



EASY, CAPTAIN. WHY DON'T YOU LET ME TALK TO HIM?

VERY WELL, SILVER. I'LL KEEP AN EYE ON SOLO.

YOU KNOW, A GUN WOULD HAVE BEEN QUICKER!

GOSH, SABLE, I'LL BET YOU AND SOLO COULD BE REAL BUDDIES!

HNH?

A-ACCESS CODE: NINER-ZED-DELTA.

I GET THE JOB DONE.

SOON
OUTSIDE...

MY COMPUTER EXPERTS WERE ABLE TO
PIECE BITS OF DATA TOGETHER. THEY'VE
FERRETED A LIKELY LEAD TO WEIL'S
WHEREABOUTS.

YOU'RE WELCOME
TO COME ALONG, SOLD..
IF YOU'RE WILLING TO
FOLLOW THE RULES.

I FOLLOW
MY OWN
RULES.

SABRETOOTH!
BUT I THOUGHT HE
WAS DEAD!

G-GIVE MY
REGARDS TO
CAPTAIN
KIRK!

WE WERE ALSO ABLE
TO RETRIEVE A PRINTOUT
OF THE MAN WHO WAS
HIRED FOR THE ACTUAL
ASSASSINATION.

SYEESH!

WHY DON'T I FIND OUT?
YOU TWO GO AFTER WEIL.
WE CAN COMPARE NOTES
LATER.

I THINK MAYBE I SHOULD
GO WITH YOU, SILVER. AFTER
ALL, SABRETOOTH HAS TO BE
ALIVE TO TESTIFY.

SUSPICION
DOESN'T BECOME
YOU, CAPTAIN.

MS. SABLE!

WE'VE JUST HAD WORD
FROM THE CAPITAL! THE
AMERICAN AMBASSADOR
HAS BEEN RECALLED
BECAUSE OF DEATH
THREATS!

IF SOMETHING
ISN'T DONE SOON,
THE NEXT STEP
COULD BE...

WAR!

THE SPIDER'S WEB

% MARVEL COMICS GROUP

387 Park Avenue South
New York, New York 10016

JIM SALICRUP
ARACHNERD
GLENN HERDLING
ASSISTANT EDITOR

Attention correspondents: All letters considered for publication must include your name and address, though we will withhold that information upon request.

Dear Jim,

Something has been nagging me since I read AMAZING SPIDER-MAN #316--besides my girlfriend. On page 27, Spider-Man says, "Venom has all of my powers and more muscle." I just don't understand how Venom could be stronger than Spidey. According to AMAZING SPIDER-MAN ANNUAL #15, where Spidey ranks the strength of the major Marvel heroes, Spider-Man is listed as a "Super-Mediumweight"--two levels above those who "make do without super-human strength," such as Captain America and DD. As a result, Eddie Brock would also be categorized at this lower level of strength since he notes on page 4 that his muscles "must be earned."

Also, if it is the alien costume which gives Brock super-human strength, why wasn't it utilized or noticed when worn by Peter Parker? It could not be because the alien hated Peter Parker since it was implied in WEB OF SPIDER-MAN #1 that it did feel something for him. Why else would it have saved Peter Parker's life?

Mike Menendez
7520 Howard Street
Omaha, NE 68114

Your answer will be found at the end of the next letter, Mike...

Dear Marvel,

I'm sixteen years old and have been collecting SPIDER-MAN for eleven years now. I just felt compelled to write about how fantastic every issue of AMAZING has been since Todd McFarlane took over as penciler. He did a great job with the HULK and now even more spectacular work with AMAZING. Let's keep him going for another 100 issues or so.

Now back to current business. Issues 316 and 317 with Venom were awesome! Todd really captures the evilness of Venom. He has to be the best Spider-Man villain since the original Hobgoblin! I have a few questions, though, concerning the alien costume and Venom.

1. The alien costume enhances Eddie Brock's strength to the point where he is actually stronger than Spidey. If this is true, did the costume enhance Spider-Man's strength when he wore the suit?

2. How many tons can Venom lift?

3. How come Venom's teeth show through the costume's mask?

4. How does Venom get his webbing? Does the costume automatically produce web-fluid?

5. How come Spidey's spider-sense doesn't react to Venom?

Well, that's all for now. Keep up the good work and keep Todd as penciler. Until the Hulk turns pink. Make Mine MARVEL!!

Jim Brown
708 Alderman
Prospect Hts., IL 60070

1. Okay, Jim (and Mike), this is how we've explained it to the people working on the MARVEL UNIVERSE UPDATE '89: The alien costume is a symbiote--when it lived off of Spider-Man for that short time, it synthesized his strength for itself. In return, it nourished Spidey with even greater strength (check out THE SAGA OF THE ALIEN COSTUME trade paperback if you don't believe us). Now, add Spider-Man's strength to the raw power of an olympic-level weight-lifter and you've got Venom!

2. Almost 11 tons.

3. Those aren't Brock's teeth. It's the work of the costume, which has the ability to alter its appearance to resemble nearly anything.

4. The costume supplies webbing from its own

substance.

5. Living off of Spider-Man, the alien costume learned the exact brain wave upon which Spidey's sixth sense operates, so it emits a nullifying counter-wave to suppress the spider-sense.

Dear Web-Heads,

I was wondering why Spidey doesn't stick to his own web. His suit is made out of regular old cloth, sooo...?

I know he sticks to Venom's web, but Venom makes his own web out of his body. Petey makes a chemical web.

So why doesn't he stick to his own web, huh, huh, well?

John Mattern
Lee Acres CPO
Box 7015
Farmington, NM 87401

Didja ever ask yourself why a spider doesn't stick to its own web but other creatures do? It's got something to do with a spider-sense, John.

Hey, Gang,

Re: AMAZING SPIDER-MAN #316

Who cares that Venom is back?! Personally, I'm much more pleased (and interested) in the fact that Felicia is back. Things could get verry interesting.

Uncle Elvis
17650 Dawson Road
Dawson Springs, KY 42408

And another Black Cat fan...

Hey, hey, Jimbo,

Re: the McFarlaneization of the Black Cat in AMAZING SPIDER-MAN #316.

WOOF!

Jeff Volpe
442 Gatewood Ct.
Glen Burnie, MD 21061

Do you write to the SHE-HULK letters page a lot, Jeff?

To: The Spider's Web,

I am glad to see the return of the Black Cat. It is hard to believe that it has been so long since she was first introduced. I can't wait to see her first meeting with Spidey since she found out he is married. Should be interesting.

Venom is also a good villain. There is absolutely nothing redeemable about him so I would like to see Spidey really beat the tar out of him. Unfortunately, it looks like it may go the other way.

I would like to congratulate David Michelinie for his writing. With Gerry Conway back on WEB and SPECTACULAR, Spidey is hitting a peak. Congrats also go to Todd McFarlane. He is a great artist. Keep them around, ok?

Until next time.

Chris Campbell
3312 4th Ave No
Great Falls, MT 59401

NEXT TIME: Spidey and Solo vs. ULTIMATUM in America while Cap and Silver Sable tackle Sabretooth in Symkaria! Pick it up in two weeks! Also, check out WEB OF SPIDER-MAN #56 in which the wall-crawler teams up with the Rocket Racer to confront a group of white supremacists on the campus of E.S.U.



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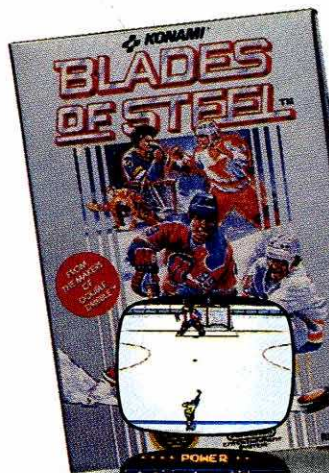
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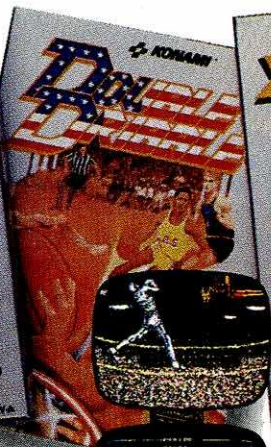


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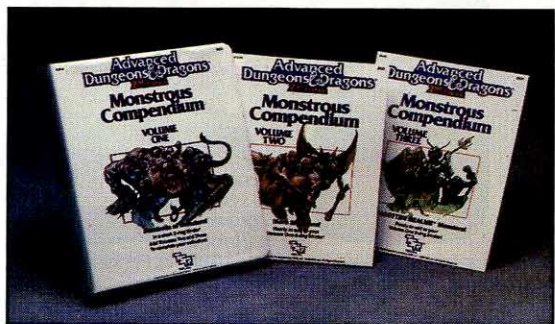
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