

V IS FOR VILE, VENGEANCE, AND **VENOM!**

The AMAZING SPIDER-MAN

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ERIK
LARSEN
x
R. Emberton
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04



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BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

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

THEY SAY
NEW YORK
NEVER
SLEEPS.

PHOOEY.

ON A SUNDAY
NIGHT, THE CITY
PRACTICALLY
SNORES!

EVEN THE
OFFICES OF
THE USUALLY-
BUSTLING
DAILY GLOBE
SEEM
DESERTED.

WHICH IS
EXACTLY HOW
SLY FENSTER
LIKES IT.

WITH ONLY A SKELETON CREW
ON DUTY, THERE'S LESS CHANCE
OF BEING DISTURBED.

OR CAUGHT.

YOU SEE, SLY'S BEEN TAPPING OTHER REPORTERS'
DATABASES, PULLING CONFIDENTIAL FILES, PRIVATE
INFO AND NOT-FOR-PRINT REVELATIONS BY ACTORS,
POLITICIANS AND THE LIKE.

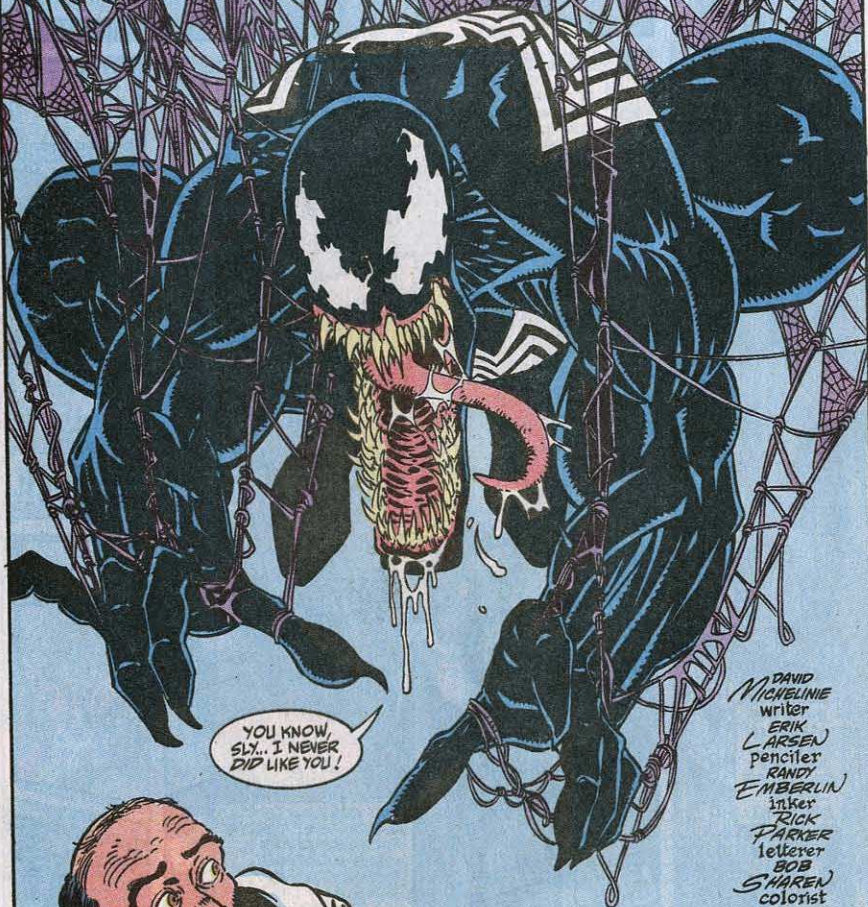
BUT, HEY--
WHO NEEDS
FRIENDS?
RIGHT, SLY?

ESPECIALLY--

-- WITH
ENEMIES
LIKE THIS?!

THE CASH PAID BY
SUPERMARKET TABLOIDS
FOR THESE SCOOOPS
MAKES LIFE EASIER,
THOUGH IT DOESN'T
MAKE A LOT OF
FRIENDS.

ELLIPTICAL PURSUIT!



DAVID
MICHELINIE
writer
ERIK
LARSEN
penciler
RANDY
EMBERLIN
inker
RICK
PARKER
letterer
BOB
SHAREN
colorist
DANNY
FINGEROTH
editor
TOM
DEFALDO
editor in chief



GRAND CENTRAL STATION:
WHERE A SOMEWHAT
GENTLER CONFLICT IS
PLAYED OUT...

TRY TO UNDERSTAND,
MARY JANE--IT'S FOR
THE BEST!

SENDING
ME TO VISIT
MY SISTER,
WHEN YOU
COULD BE
KILLED AT
ANY MINUTE?

THAT'S
NOT THE
BEST OF
ANYTHING!

IT IS! IT'S
THAT BABE ON
TV!

I'LL BET
SHE WANTS
ME...

LOOK, WHEN EDDIE BROCK
BROKE OUT OF PRISON, I
CALLED THE FANTASTIC FOUR!

AND HE'LL BE
COMING AFTER
ME, MJ.

AFTER
SPIDER-MAN!

THEY SAID
THE "DEAD"
ALIEN COSTUME
HAD ESCAPED,
TOO! THAT MEANS
VENOM IS BACK!

BUT, I THOUGHT
WE WERE
PARTNERS...

HEY DUDES!
IT'S NEW, IT'S COOL!



A NEW FRUIT DRINK
WITH PACIFIC COOL
AND CALIFORNIA
STYLE



WE ARE!
BUT EVEN WITH
VENOM'S
TWISTED SENSE
OF ETHICS, HOW
HE SAYS HE
WON'T HARM
"INNOCENTS"...

AND I CAN'T WATCH MY
BACK IF I'M WATCHING
OUT FOR YOU!

OH... ALL
RIGHT.

BUT I
HATE
IT.

PLEASE,
SWEETHEART?

SO DO
I.

"HOW TO CREATE A
HAPPY MARRIAGE,"
BY PETER FARMER,
CHAPTER ONE:



DON'T
DO THIS!

STILL, A BIT LATER,
IN SOHO...

CAN'T STAY HERE!
IT'S THE FIRST PLACE
VENOM WOULD--

--HE'S STILL
A MADMAN!
HE MIGHT USE
YOU TO GET AT
ME!

HNH?
OH, GREAT,
GOT LOST
IN THOUGHT.



MegaMan[®] 3. Anything else you need to know?



*You'll slide through secret
tunnels to avoid
bulldozing robots.*



*It's hard to top TopMan's
dangerous spins.*

SnakeMan, HardMan, GeminiMan, MagnetMan, NeedleMan, ShadowMan, SparkMan and TopMan. They're the eight new robotmasters in MegaMan 3. Defeat them all and you'll still have Dr. Wily to deal with. And possibly even a few of your old enemies from 1 and 2. Okay, now the only question that remains is how fast you can get to the store and get 3.

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USA

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Nintendo
ENTERTAINMENT
SYSTEM[™]

CAN'T PUT FRIENDS
IN DANGER!

GEE, GUYS, I'M AFRAID
I HAVE TO DO SOME
WORK OVER AT THE
UNIVERSITY!

ARE YOU
SURE
I CAN'T
HELP?

THANKS, 'LICIA, BUT
THIS IS SOMETHING I
HAVE TO HANDLE.

SHE
KNOWS.

FELICIA WAS THE *BLACK CAT*.
SHE UNDERSTANDS VENOM.

BUT EVEN BEFORE
SHE LOST HER
POWERS, * SHE
WOULDN'T HAVE
STOOD A CHANCE
AGAINST HIM!

THIS IS MY
PROBLEM--
MINE
ALONE.

EVER SINCE THAT ALIEN SYMBIOTE
JOINED WITH EDDIE BROOK TO FORM
VENOM, THEY'VE BEEN ISOLATING
ME.

EDDIE THINKS SPIDER-MAN
DESTROYED HIS JOURNALISM
CAREER, BY EXPOSING HIS
BIGGEST STORY AS A LIE!

AND HE'S BLAMED
EVERYTHING THAT'S
HAPPENED SINCE,
INCLUDING THE LOSS
OF HIS SANITY, ON
ME!

* IN AMAZING SPIDER-MAN
343, -- DANNY



It's Coming!



In just a few months, you and your friends can experience adventure gaming unlike anything you have known before . . .

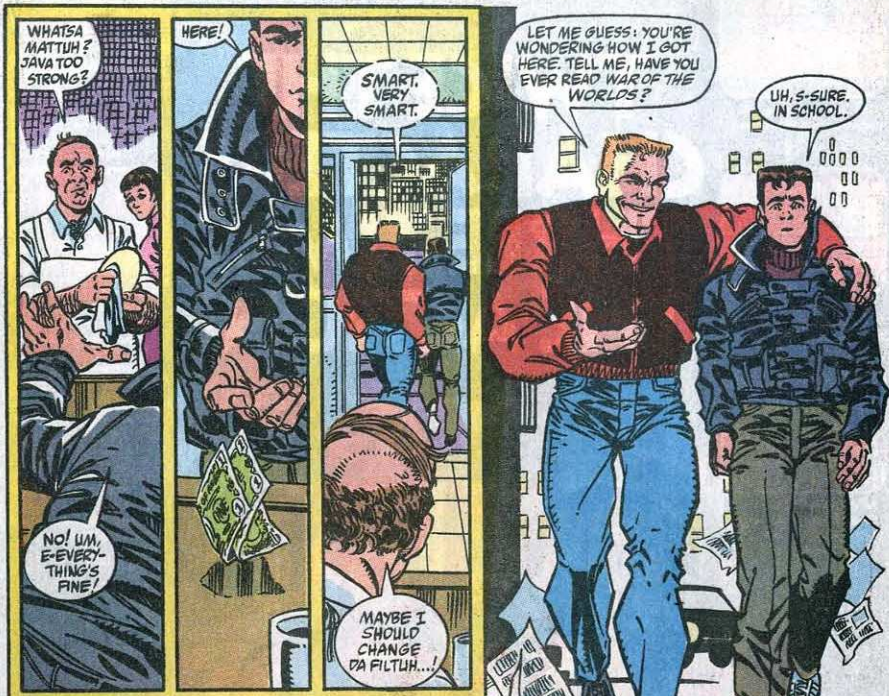
A medieval swordsman, powerful warrior or mystical wizard—this can be you in the new, easy-to-learn DUNGEONS & DRAGONS® game . . .

Learn to survive the deepest dungeons and the most horrible dragons . . . take the new DUNGEONS & DRAGONS game challenge . . . it's coming—soon!



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USA: All's well at the dojo until Marion is kidnapped.



JAPAN: Something mysterious is happening in the Land of the Rising Sun.



NEW CHARACTERS:
Once defeated, your
bitter enemies join
your quest.



CHINA: It's a world-wide thriller as you search for Marion and the Sacred Stones.



ITALY: Only your all-new martial arts moves can conquer the gladiators.



EGYPT: Finally, you'll confront the Curse of the Pharaohs.

TWICE THE CHARACTERS, THREE TIMES THE ACTION!

THE SACRED STONES DOUBLE DRAGON III

SIMULTANEOUS
2-PLAYER ACTION
THE ARCADE HIT
CONTINUES!

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entertainment inc.
Masters of the Game

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SMALL FAVOR #1:
VENOM DOESN'T HAVE A
SPIDER-SENSE!

I'VE GOT TO FIND SOME WAY TO PUT
VENOM OUT OF COMMISSION!

OR HE
WOULD'VE KNOWN
I WAS UP HERE,
WAITING TO JUMP
BACK IN IF HE TRIED
TO KILL THAT
MUGGER!

BUT THAT
DIDN'T CHANGE
THE FACT THAT I
RAN WHILE THE
RUNNING WAS
GOOD! AND THAT
MAKES ME FEEL
TWO FEET
TALL!

MORNING

YAWN
FOR THIS
I GOT MY
THIRTY BUCKS
BACK!

SURE WISH MY MASTERCARD
WASN'T CHARGED TO THE MAX!
OH, WELL, IF THE COCKROACHES
HAVEN'T MADE OFF WITH IT,
I SHOULD HAVE SOME CHANGE
LEFT.

BETTER
USE IT TO
CHECK
MY--



"--MESSAGES!"



PROFESSOR SWANN, PETER, AT THE UNIVERSITY.

I'VE RECEIVED A REQUEST FROM MOLEED LABS, IN YONKERS.



THEY'VE HAD A BREAKTHROUGH IN CRYOGENICS, THINK THEY MAY BE ABLE TO SAFELY QUICK-FREEZE A HUMAN BEING.

THEY READ THAT PHYSICS PAPER YOU PUBLISHED AND WOULD LIKE YOUR INPUT. INTERESTED?

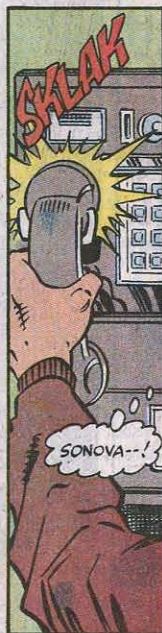
HAMMM, EXTRA CREDIT COULDN'T HURT. ANY MORE MESSAGES?



JUST ONE.

HI, PETE. IT'S EDDIE.

HAVE A GOOD NIGHT'S SLEEP?



SKLAK

SONOVA--!



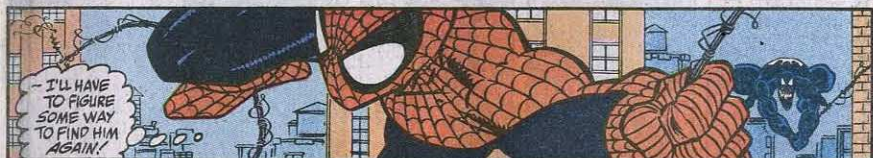
I'VE GOT TO GET THAT-- WAIT! DOC SWANN!

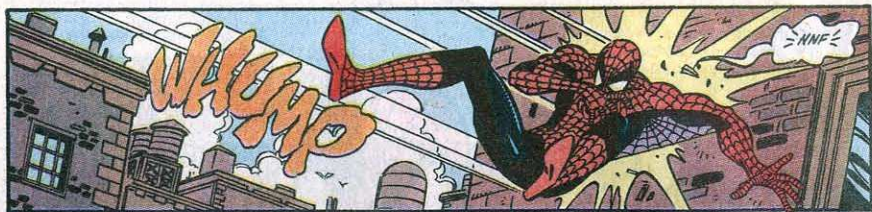
CRYOGENICS!



IF THAT EXPERIMENTAL PROCESS WORKS, I COULD ICE VENOM AND SHIP HIM OFF TO THE ARCTIC, LIKE THEY DID IN THAT MOVIE, THE SLOB!

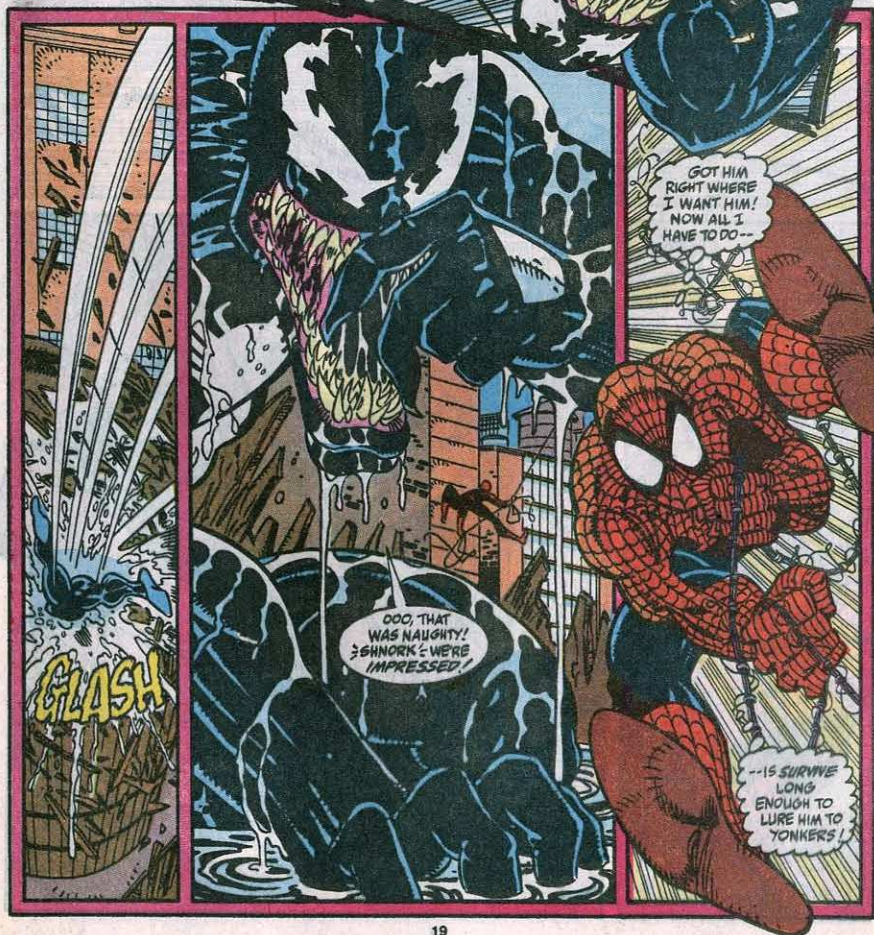
IT WOULDN'T KILL HIM, BUT IT WOULD STILL GET HIM OUT OF MY HAIR!

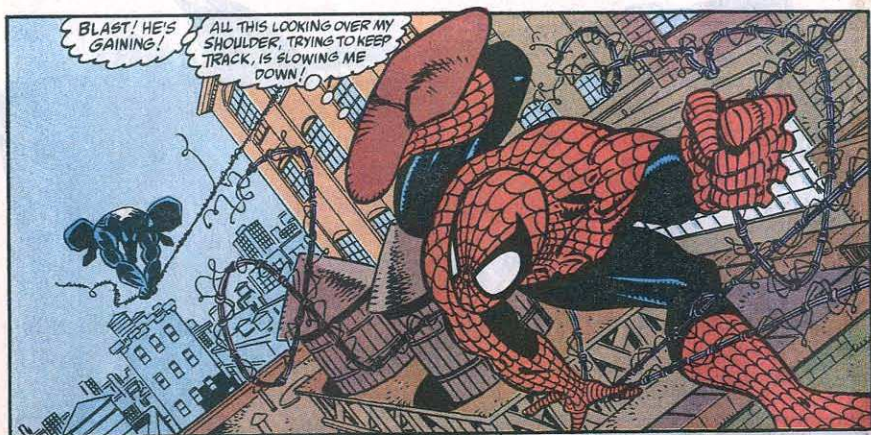




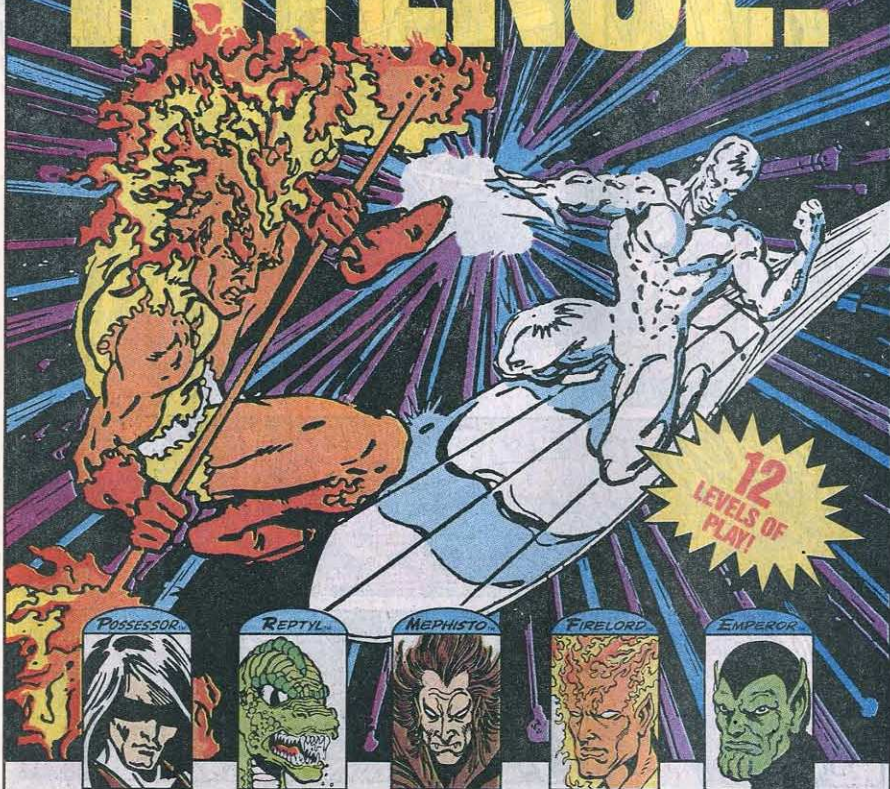
BLAST!
I HATE NOT
BEING ABLE TO
USE MY
SPIDER-SENSE!
I NEVER KNOW
WHERE THAT
GUY WILL TURN
UP NEX-- huh?







INTENSE!



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Tel: (714) 833-8710

OVER
THE
BRONX
ZOO!

IF I
CAN ANGLE
MYSELF
TOWARDS
THAT
BUILDING--!

SAFE!

CRASH



SILVER SURFER

HI-SCORE CONTEST!

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Silver Surfer™
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1,000**

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WATCHES!**

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Tel: (714) 833-8710

Attn: Arcadia NES Silver Surfer Contest

2. Make sure your address and telephone number are written on the back of your photograph.
3. Entry must be received by March 31, 1991.
4. You may enter as many times as you wish.
5. No purchase is necessary.

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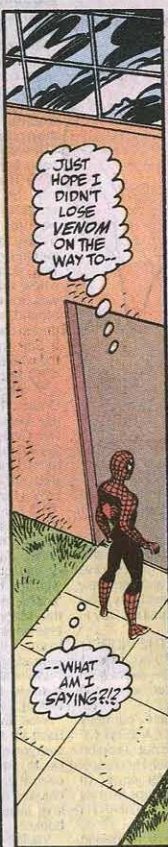
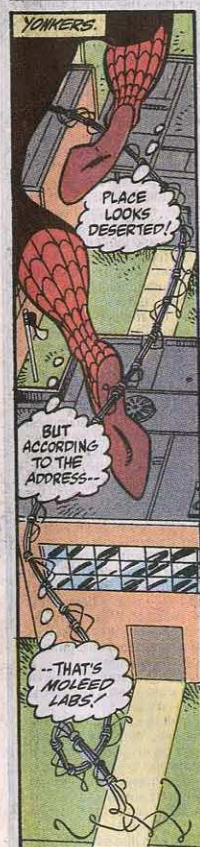
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recommends all Jet Ski operators have a valid
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STAN'S SOAPBOX

Hi, Heroes! Your sentimental Bulpen asked if I'd write a Valentine's message for all you True Believers in the spirit of the season.

Well, as everyone knows, my heart is a veritable cornucopia of love and affection, so I'd like nothing better than to write something gushy and romantic. But—

It seems to me that the ones most deserving of our affection, gratitude and unstinting devotion are the thousands of wonderful servicemen and women who are serving as part of the United Nations forces in the middle east. If Valentine's Day stands for love, who can best represent that sentiment than the soldiers,

sailors, marines and airmen who love their country enough to give up their freedom, their families, their jobs, and—in some tragic instances—their very lives, in order to serve when needed.

Due to the time it takes to have these columns printed, this message is being written in the middle of December. Naturally, I've no way of knowing whether the next few months will lead to peace, war or a lingering stalemate by the time you read this. Nor is this column to be interpreted as either a defense or repudiation of our foreign policy. The rights and wrongs of international affairs are for wiser heads than mine to determine.

But, regardless of your position, or mine, in the middle east, there is one

point on which we all can agree. America's finest young men and women have answered the call once more, and are prepared to give the last measure of devotion in the service of their country.

Therefore, what could be more fitting than to dedicate this Valentine message to our brave men and women of all races, colors and creeds who are serving so valiantly, so far from home.

We wish you well. We salute you proudly. We pray for you constantly.

We love you all.
Excelsior!

Stan Lee

It's February, and you know what that means. Yes, that's right, it's the time of year when all young lovers get giddy with anticipation over that special holiday that only comes once a year—Presidents' Day.

And what better way to honor our nation's great leaders than by going to a big department store and buying lots of sheets and towels. It's the way George and Abe would have wanted their birthdays to be celebrated. Remember, every time you spend a one or a five dollar bill, you're honoring two of the greatest men who ever lived.

But there's another holiday in February, a slightly more commercial one—Valentine's Day—a holiday which is perhaps best celebrated by massacring a rival crime family. We asked our own gang of pencil-and-typewriter-pushers how they plan to spend this special day. We posed the following question to the Marvel Elite: "What would be your idea of a Valentine's Day dream-date, if you could do anything and go anywhere?"

Here's what they had to say.



AMERICA fame has a more down-to-Earth dream. Said Ron, "I'd like to go to Disneyland and EPCOT. That'd be cool."

Quasi-aquatic writer/artist John Byrne, of NAMOR THE SUB-MARINER, doesn't have to dream about his Valentine's Date—he's going to live it! On November 8th of last year, John and his lovely wife celebrated their tenth wedding anniversary. Said John, "We're going to Paris around Valentine's Day to celebrate that."

Neo-star Dale Keown, penciler of THE INCREDIBLE HULK, had this to say about his girlfriend, "I'd like to get one! Hang in there, Dale—we're sure you'll make a Love Connection of your own, soon enough."

Uber-talented artist Jackson Guice, currently knocking 'em dead on NICK FURY, AGENT OF SHIELD, has his dream date all planned out. Jackson said, "I want to have a picnic in the Scottish Highlands. My wife and I have been saving it up for years." (If Jackson doesn't get to go on the trip, perhaps he may want to read Charles Vess's SPIRITS OF THE EARTH Graphic Novel instead!)

Poly-prolific writer Roy Thomas, currently making his triumphant return to the CONAN THE

BARBARIAN titles, has some savagely good plans for himself and his lovely writing partner/wife Dann. Said Roy, "We probably would enjoy wandering around some city with a zoo and some used book stores and maybe some yarn stores (since Dann likes to weave). At night, we'd watch a week's worth of *Coronation Street*, which is the most popular soap opera in England. Currently we watch it once a week on cable from Canada."

The multi-talented Peter David, of THE INCREDIBLE HULK scripting fame, has a time-traveling wish for Valentine's Day. Said Peter: "I'd like to go back to the hotel where I met this girl fifteen years ago at a *Star Trek* convention, and recreate the whole thing. Unfortunately, the hotel was torn down, but the girl is still around, since I'm married to her. My dream date would be to take my wife to a *Star Trek* convention and recreate the whole thing."

Supercute Art Adams won the originality award for his Valentine Dream: "I'd like to spend a lovely Valentine weekend in suspended animation with Cindy Crawford aboard the Jupiter 2. Heh heh heh." Art said his girlfriend helped him come up with that one. (And no Art is not dating super-mega-model Cindy Crawford!)

For our last Valentine's Day dream date, we went straight to the big man himself—our founding father, Stan (the Man) Lee, who has definite plans for himself and his lovely wife for the fourteenth of February: "Joanie and I will make a beeline for the Marvel Bullpen! With everyone else gone, we'll have it all to ourselves to share the ultimate romantic fantasy—reading comics together!"

Well said, Stan! We couldn't think of a more romantic idea ourselves. Perhaps we'll join you.

Well, that's all the dream dates we have for this year. We'd like to thank everyone who participated, and we'd like to remind all the folks at home that even if you don't have a Valentine to call your own, you can always live your love lives vicariously through comic books!

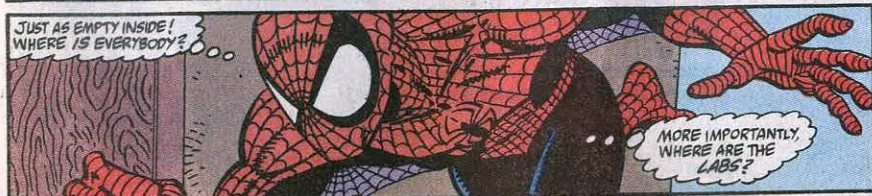
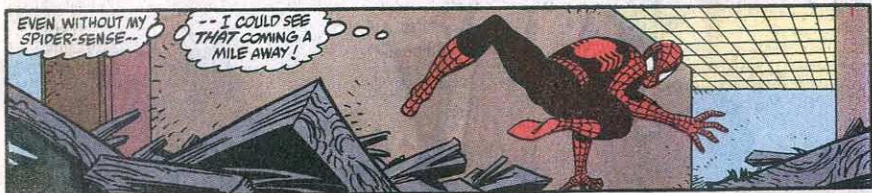
We leave you with these final words: may all your dates be dreamy!

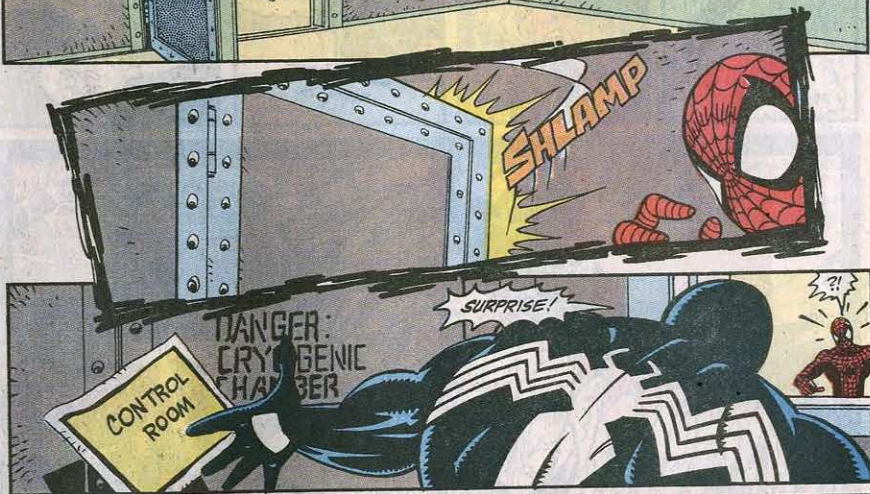
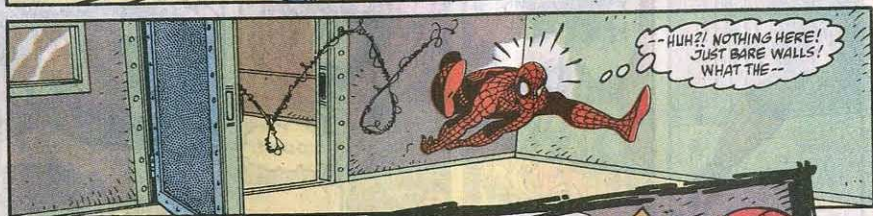
Erik Larsen, the mega-talented artist of the AMAZING SPIDER-MAN, said he would "grab my best gal, head up to the high country, and, after a day of skiing, settle down by a roaring fire and let nature take its course. But the most important thing would be that I wouldn't have to work that day."

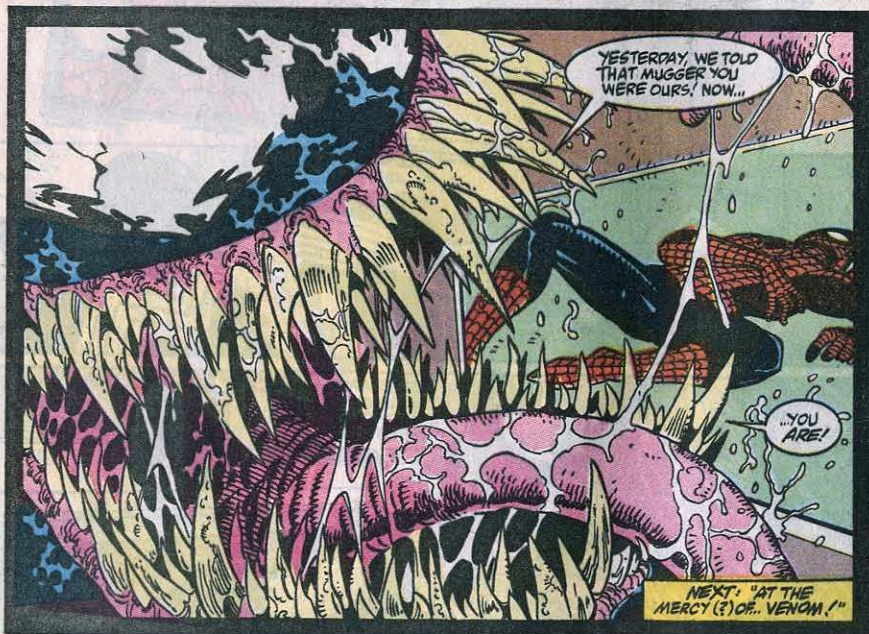
Like Erik, hyper-popular artist of the regular SPIDER-MAN book, Todd McFarlane, also wants to get away. Todd said he wants "to take my wife on a sailboat out to a secluded island, where we'd have our own inlet to ourselves. We'd just sit there and relax and try to enjoy nature, cut off from the media and TV, and all that kind of stuff. We'd just sit there and stare into each other's eyes."

Super-hot penciler/co-plotter of NEW MUTANTS, Rob Liefeld, said his dream date would be "to take my girlfriend up in a hot air balloon, and have some wine and bread over the California sea."

Meta-cosmic artist Ron Lim of SILVER SURFER and CAPTAIN







THE SPIDER'S WEB

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

DANNY FINGEROTH
EDITOR
ERIC FEIN
ASSISTANT EDITOR

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

SALICRUP'S SECTION

There's three things I want to mention.

First, a belated welcome back to Danny Fingeroth as editor of THE AMAZING SPIDER-MAN, THE SPECTACULAR SPIDER-MAN and WEB OF SPIDER-MAN. Not only is Dan famous for doing a great job writing DARKHAWK and editing CLOAK AND DAGGER, MOON KNIGHT, and THE NEW WARRIORS, but he used to edit the Spidey titles back in the eighties. He's so psyched to be editing the Spidey titles again, I guarantee the best is yet to come.

Second, due to his recent promotion to producer of the "Father Dowling Mysteries" TV show on ABC, Gerry Conway has reluctantly given up his writing assignment on THE SPECTACULAR SPIDER-MAN and WEB OF SPIDER-MAN. Hollywood's gain is our loss. We all wish you the best, Ger.

Finally, I want to thank everyone for making my run as editor of these titles so enjoyable. My assistants, Adam Blaustein, Glenn Herdling, and Dan Cuddy, I must thank for all their extra efforts and enthusiasm. To all the writers and artists, as well as Rick Parker and Bob Sharen, my eternal gratitude.

Most of all, I must thank you, the people who actually buy these titles. Your support has been wonderful and as we always say, we're nothing without you. I hope you'll stick with me as I continue to edit MARVEL TALES, MARVEL AGE MAGAZINE, SPIDER-MAN, as well as new projects such as SPIDER-MAN SAGA, THE TOXIC AVENGER, and a few surprises.

It's been fun, I'm outta here.

—Jim (the Arachnerd) Salicrup

"IT'S LIKE DEJA VU ALL OVER AGAIN..."

...as a wise man once said. Thank you, Jim, for that gushing introduction, and also for four great years of SPIDER-MAN mags. It will truly be a hard act to follow. My assistant, Eric Fein, and I—and, needless to say, the Spidey creative crews—will do our best to, though. Stick around, folks. It'll be a blast.

—Danny Fingeroth

Dear Jim and Dan,

Didn't I just talk to you guys? Now that the "Return of the Sinister Six" storyline is over, let's compare it to the original. While it was a good six-parter and Larsen's work is growing on me, it'll never top the Lee/Ditko version. I liked the similarities to the first one, with

cameos by other Marvel Super Heroes, and those nifty pin-up pages with Spidey up against each member of the Six.

What does Mary Jane carry in her purse? Bricks? I don't know why she even bothered using the purse against Goldman. She just should've used that wicked left cross she used against Nick Katzenberg a while ago in SPECTACULAR SPIDER-MAN. Of course, she could borrow Jimmy's signal watch and just attune the signal to Peter's Spider Sense.

Delmo (The Saint) Walters, Jr.
1299 Grand Concourse
Bronx, NY 10452

Dear Spider-crew,

As far as David Michelinie's stories go, I am ecstatic. Especially with the Sinister Six storyline (say that five times fast). It had an incredible finale. Although Part I seemed a little bland, it was made up for with some definite chili pepper action in the final chapter. I was glad to see Jonathon Caesar's demise. Nice touch with Officer Goldman, by the way.

On one final note, letter writer Monte Michaelis's suggestion for a Spider-Wars plot sounds like a bodacious idea. My vote is "yes."

So until...oh, forget it. Make Mine Marvel.

Toby Weinstein
5975 SW 130 Terrace
Miami, FL 33156

It seems that Monte Michaelis's idea was a hit with many of you...

Dear Spider-Crew,

I just finished "The Return of the Sinister Six" and I thought I'd drop you a note to tell you that this was the best bi-weekly story you guys have presented (that also goes for all of the others this year!) Why? Well, an easy-to-follow story, good villains, and a clear and present danger to both Spidey and the world is always a good place to start!

Also, I have to admit that Erik Larsen's art is finally starting to grow on me (and believe me, I wouldn't have thought that possible a few months ago!).

One last thing: on the letters page in issue #339 Monte Michaelis suggests a "Spider-Wars," and you asked us for our opinion. So, chalk up a big yes for me! This sounds like a story with real potential! Maybe for next year's bi-weekly stint, eh? Well, until...aw never mind! Always Make Mine Marvel!

Michael Craig Edwards
4197A Thornhill Dr. LOFS
Crown Point, IN 46307

That's two votes for a "Spider-Wars" story. Do we hear a third...?

Dear Web-heads,

Well, you finally did it and brought back the greatest team of villains ever. It was great to have them back. I was kind of disappointed that Hobgoblin took the place of the late Krave, who was one of the great Spidey foes. I thought you could have brought in someone like the Scorpion or the Shocker, you know, someone with some more experience with our web-slinging pal. The original Hobgoblin would have been good, but he's dead. But other than that, the story was great.

I just finished reading the letters page in ASM and I saw a letter from Monte Michaelis suggesting a "Spider-Wars." I think it would be a good idea if you could think up a real good story to it, and I'm sure that Larsen and Michelinie could do it if they tried. They are a real good team together and I hope they stay with Spidey for a while.

Steve Allen
2114 20th Ave.
San Francisco, CA 94116

That's three! Now we've got to convince our creative teams. We'll keep you posted about the fate of "Spider-Wars." Meanwhile, keep sending us your opinions and ideas! And if you want to see Spider-Man and Darkhawk up against the Hobgoblin, check out DARKHAWK #2 (on sale now) and #3 (on sale in three weeks). (What?! Did neo-olde-editor Danny sneak a plug in there? Shame.)

NEXT: If you need more than the cover below—! No, we didn't think you did.



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