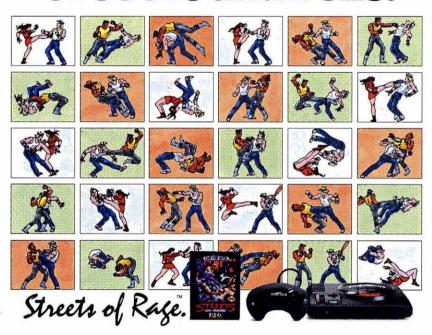


Choose from a smashing assortment of socks and belts.



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GENESIS

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BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNIDI 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!

STON LOS THE AMAZING SPIDER-MAN.

TOTAL ECLIPSE OF MOON WIGHT

AL MILGROM MARK BAGLEY, RANDY EMBERLIN JOE ROSEN BOB SHAREN PANNY FINGEROTH TOM DEFALCO FINISHER LAYOUTER COLORISTER LETTERER FOITER EDITER IN CHIEFER THE WAY THINGS STAND: MOON KNIGHT'S ERST WHILE PARTNER -- JET WILDE, A.K.A. MIDNIGHT-APPEARED TO HAVE BEEN KILLED BY THE SECRET EMPIRE. BUT THE EMPIRE RESURRECTED WILDE AS A HEAVILY ARMORED CYBORG. THEN THEY SENT HIM ON A MISSION TO CAPTURE THE SUPER-POWERED NEW WARRIOR, NOVA! MIDNIGHT SUCCEEDED, BUT IS NOW BEING PURSUED BY MOON KNIGHT, NOVA'S TEAM-MATE MIGHT THRASHER, AND (IT'S MIS BOOK AFTER ALL) THE AMAZING SPIDER-MAN. AM TRYING OON KNIGH TIT IS NO USE! GET ON 'EM RENCHIE! AMID THESE BUILDINGS, ZE ADVANTAGE IN MANEUVERABILIT IS HIS: EAT IF MY PLAN GOES RIGHT, I'LL SOON BE RULING THE SECRET EMPIRE, NOTJUST WORKING

THE AMAZING SPIDER-MAN* Vol. 1, No. 355, Early December: 1991; (ISSN# 0274-5232) Published by MARVFI; COMICS, Terry Stewart, Prosident, Stan Lee, Publisher, Michael Hobson, Group Vice President, Publishing OFFICE OF Published The YARKA XIFNUE SOUTH NEWYORK, N * 10016; SECONDO, CLASS POSTAGE PAID AT NEWYORK, N * 1400 AT ADDITIONAL MAILING OFFICES. Published monthly except sum-monthly November December; and January Copyright : 1991 Marvel Entertainment Group, Inc. All rights reserved. Proc \$1.00 per copy in the U.S. and \$1.25 in Canadas Subscription rate for 12 issues \$12.00 to 150 per copy in the U.S. and \$1.25 in Canadas Subscription rate for 12 issues \$12.00 to 150 per copy in the U.S. and \$1.00 per cop





MIDNIGHT TO EMPIRE.
I'VE RETRIEVED THE
TARGET BUT I'M LOW
ON FUEL AND HAD A
BUNCH OF BOGETS
ON MY TAIL.

I'M Gonna Set Down At one of our Smaller Branches--The park avenue South At 28 th Street Local --As Soon As I Think I'M Clear.











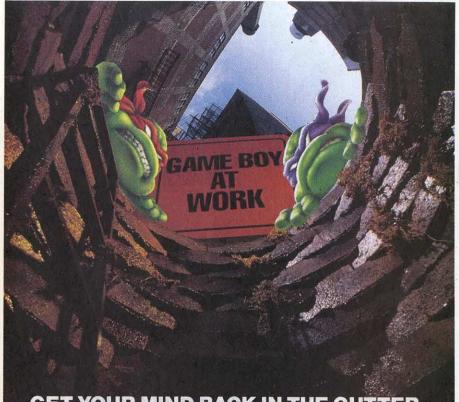












GET YOUR MIND BACK IN THE GUTT

Time to get crude and rude, dude. 'Cause Shredder's nabbed April O'Neil again in Teenage Mutant Ninja Turtles® II Back from the Sewers,™ Konami's® new bodacious shell bound shell shocker for Game Boy.®

- Two megs memory puts major screenage in your face with bigger characters and cooler action.
- 6 totally tasty levels plus 5 bonus pizza collecting stages.
- Attempt to release captured Turtles in the most excellent rescue levels.
- All new feature lets you choose a level of difficulty.
- Walk, talk, jump, climb, skateboard and surf through downtown sewers, abandoned buildings, subways, highways, the
- Technodrome and other areas o' pain.
- Righteous reporter April is missing serious air time, dude. So get slicing and maybe Shredder will choke 'n croak for good.

Not!















So you may ask, What is the key to this most awesome power?' The power codes, dude! Thousands of 'em that allow you to unlock all these excellent secrets! So party on, with Game Genie—and save that most righteous life of all—yours.

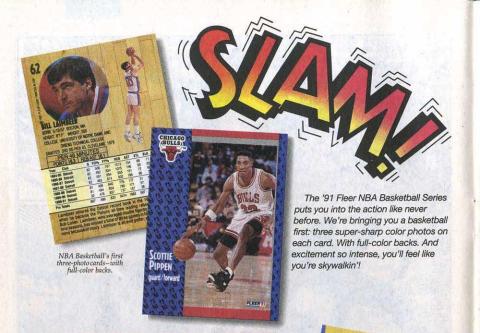
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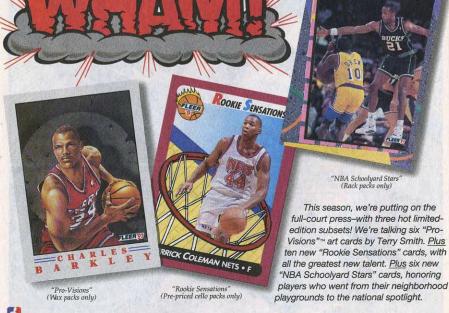








alvin robertson





Сниск

(Marie

DALY

Don't stall. Start your own "fast break" and begin collecting the '91 Fleer NBA Basketball Series now.











WHAT'S CHANGED
ME? HOW ABOUT
THAT FORCE BLAST
FROM A SECRET
EMPIRE DOWER
DAGGER THAT
DESTROYED
MY BODY?



HOW ABOUT MY 50-CALLED PARTNER LEAVING ME TO ROT AT THE EMPIRE'S TENDER MERCIES?!

































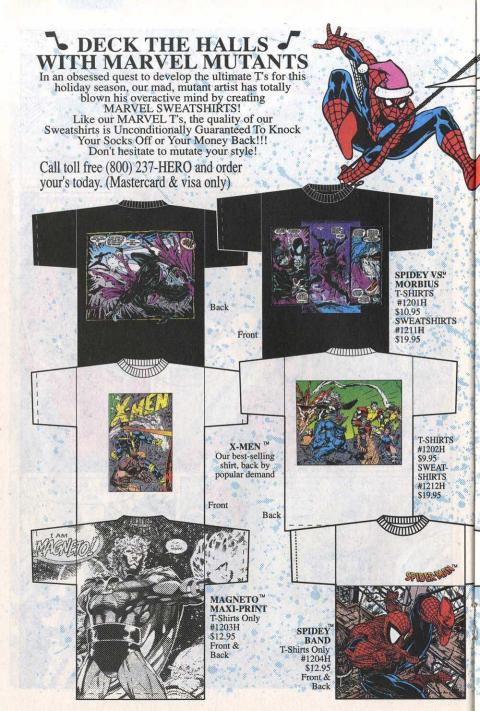




















































COMICS BULLPEN BULLETING

STAN'S SOAPBOX

Hi. Heroes!

Who wants to win a frankly ficitious Frammistat complete with one mey Ably of RAM and driver's side air bag? Ably ou have to do is answer a question that's been plaquing me for years, namely; Why in the name of Wolverine's manicurist can't the world's greatest comic book company ever get a date right? And if that doesn't whet your candescent curiosity then poor of 'Stan has lost his tender touch!

Let me elucidate. A few months ago I wrote a Soapbox column touting the famous San Diego Comic Con which was held during the July 4th holiday, suggesting that you attend it if you could. So far so

good, right? Wrong! The column was supposed to appear in the Marvel mags which went on sale in June, to give those wanting to attend the Con enough time to make their travel plans. So what happened? We cleverly managed to print the Soapbox in titles that went on sale AFTER the Con was over!

Of course, no blushin' Bullpenner will ever admit that Marvel can err, so this is to announce that it really wasn't a mistake! We were simply advertising NEXT year's San Diego Con, and doing it twelve months early!

Y'know, the reason we started awarding no-prizes to readers who discovered mistakes in our mags is that we made so many of them that our only recourse was to make a game of it! Which means it's time for a brand-new no-prize contest! I will proudly award some exclusive, frost-free no-prizes, complete with woofer and tweeter, to the Marvel maniacs who submit the best slogan describing our peculiar propensity for fantastic foul-ups! To get you started, here's an example: "Marvel, the Blundering Bastion of Bone-headed Boo-Boos!" Now, hey, don't tell me you can't come up with a better one than that! But you'll really have to search for the winning entries—we'll probably print' em in the wrong mag!

Excelsior! Stan Lee

It's October, so it's time once again for creepies, crawlies, and things that go bump in the night. That's right — it's that time of year once again when our editor in chief Tom DeFalco cleans out his refrigerator!

ALL MAYER

It's also Halloween season — a time for facades, ruses, and masks. A time for deceptions, tricks, treats. Sharns, scarns, and hams (sorry — it's lunch time). A time to pretend to be something you're not. As our old friend Mr. Rogers might have put it, it's time to ride that little trolley into the land of make-believe.

In the world of comics, everyone has a secret identity (in fact, the comic strip character Caliva is actually Zigyy in drag). And many comics creators share similar fantasies of wanting to dress up like their four-color fantasy figures. So for this Halloween edition of the BB, we decided to ask the Marvel Comics creative people this question: If you could be anyone or anything for Halloween this year what multid you. In the control of the BB we decided the control of the BB, we decided the strip of the control of the BB, we decided the strip of the control of the BB, we decided the strip of the control of the BB, we decided the strip of the strip

Halloween this year, what would you be? ...
Peter David, of INCREDIBLE HULK fame,
said "I'd like to be the person who gets to ask
these stupid questions, instead of answer them."
Peter asked us to mention that on Halloween,
he gives out comics instead of candy. As he puts
it, "I firmly believe in rotting a kid's brain instead
of his teath!"

SHIELD inker Don Hudson said, "I would be the Riddler, and I would have two guys accompanying me, with names written on their shirts like Chuckles and Chortles."

AMAZING SPIDER-MAN's **David Michelinie** chose a more horrific disguise. "I would be Fabian Nicieza. He writes five books a month, and that's scary!"

Roy Thomas, who's currently writing more CONAN than human beings should be allowed to read, said, "I'd like to be the owner of the Chicago Cubs so I could trade for a few good pitchers."

Michael Higgins, who's lettered so many AKIRA pages he's started wearing a kimono, said, "I'd be a member of the Grateful Dead."

Spider-Man villains are a popular choice this year. WEB OF SPIDER-MAN penciler Alex Saviuk said, "Id like to be the Hobgoblin, who I happen to be drawing at the moment. I think it would be a neat visual. But considering my build, I think I would do better as the Kingpin! But I would have to shave my head!"

Writer without fear Dan Chichester would also like to be the Kingpin — "while there's still time!" Dan noted that the Kingpin is about to take a great fall over in the pages of his DAREDEVIL series.

Mike Mignola, of FAFHRD AND THE GRAY MOUSER fame, said "I would like to be a



OCTOBER COOLOMETER

- PEEWEE HERMAN
 MARVEL STOCK
 VIRTUAL REALITY
 - SEVENTIES ROCK
 MUSIC
 - DIRT ROADS
 SERIAL KILLERS
 - ARENA FOOTBALL
 MULTI-FORMAT
 - FIRST ISSUES

 BEVERLY HILLS
 - 90210
 APATOSAURUS
 SKULLS
 - HIPSTERISM
 - OLD WESTERNS
 DENTAL HYGIENE
 - INFORMATIONALS
 - CATWOMAN
 SY SPERLING
 - DRUIDS
 SELF-ORGANIZED
 - NETWORK TV

) AND THE REST OF THE PARTY OF

winged monkey from the Wizard of Oz!" Mike was working on his costume even as we spoke, so don't be surprised to see him flying by your window this October 31!

ALPHA FLIGHT's artist in residence Tom Morgan told us "I'd like to be a Florida boat burn named Travis McGee."

Mark Bagley, currently knocking them dead on both AMAZING SPIDER-MAN and NEW WARRIORS artwork, said "I want to be Doc Ock, because I need the four extra arms to keep up with my deadlines!"

Editor Mike Rockwitz said he would be Petrus Steele of thrash metal group Type O Negative fame

MARVEL AGE's own Mike Lackey echoed Mike Rockwitz's sentiments, saying he would be the grind-core thrash group, Gwar. Not just one member of the group, but the entire group! No small thinker, that Mike Lackey!

Editor Craig Anderson, currently preparing to launch an all-new ADAM WARLOCK series with writer Jim Starlin, said he would be "Kim Basinger's bicycle seat."

Glenn Herdling, who is No Longer Submissions Editor (but is editing the new NOMAD series), said he would like to be "a whispering wind, so I can travel over land and sea, unobstructed, to many a foreign country. Either that, or Fred Flintstone."

Glennis assistant, Pat Garrahy — who may or may not be the New Submissions Editor (he asked us not to say, he's waiting for an appeal) said, "I want to be a movie star like Bugs Bunny or Kermit the Fron"

Kermit the Frog."
The PUNISHER's pal, Mike Baron, said he would like to be ballet star Mikhail Baryshnikov, because "he's got just the right amount of fame. He's unlikely to be mobbed when he goes out in public, but he's well-known in cultural circles."

Todd McFarlane, who formerly held the record for writing, drawing, and inking the best-selling comic of all time, said "I would like to be the president/owner of my own hockey trading card company, so I can tell people what to do instead of having to listen to my editor!"

Ron Lim, perhaps best known for running the INFINITY GAUNTLET earlier this year, said "I would be Kwai Chang Caine, from the Kung Fu TV series, with a group of traveling moriks!"

Finally, we have ALPHA FLIGHT scripter Scott Lobdell, who said that if he could be anyone or anything for Halloween, he would be "the God of Comics for one day." Now who among us hasn't wished for that one at least once in his life?

Onward . . .



































YEAH, RIGHT. I SHOULD LISTEN TO YOU -- SOME BIMBO THEY KUNNAPPED TO PLAY NURSEMAID TO THAT ROBOT? IT'S MY LIFE TO CROSS THE EMPIRE!

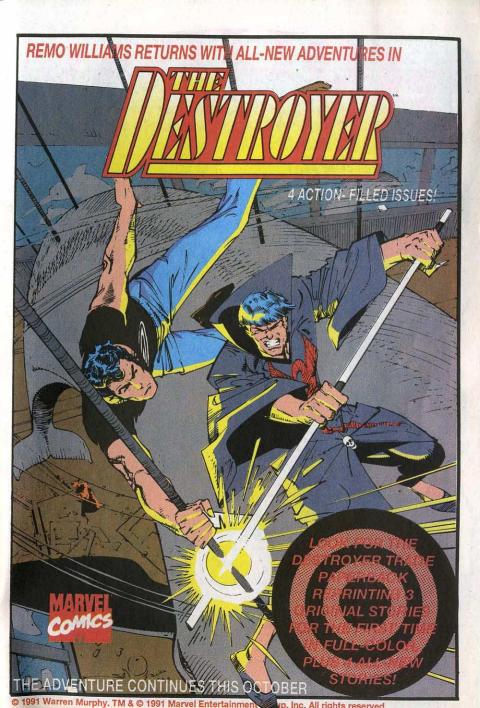






90--90ME MYSTERY APDED TO THE MIX! BUT NEVER FEAR, ACTION-LOVERS, THERE'S PLENTY MORE PYROTECHNICS COMING UP AS WELL, BE HERE IN TWO SHORT WEEKS AS SPIDEY AND HIS ALLIES GO...





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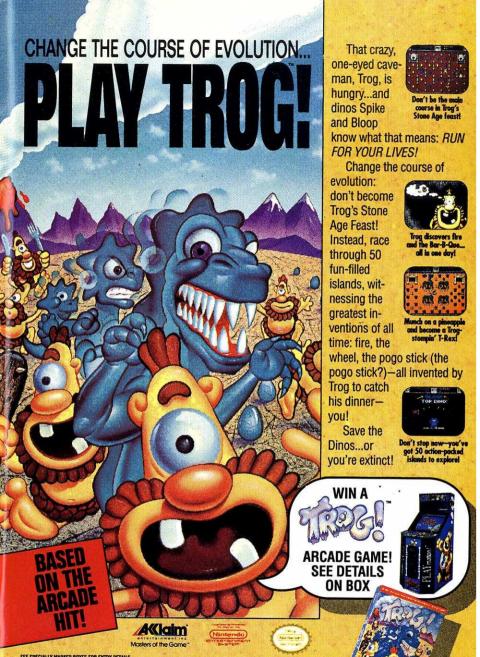


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