

**MARVEL**  
**COMICS**



© 1992 MARVEL ENT. GROUP, INC.

**\$1.25 US**  
**\$1.50 CAN**  
**360**  
**MAR**  
O2457

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

**WHAT?! CARDIAC... SIDE-BY-SIDE WITH...**

# the AMAZING SPIDER-MAN



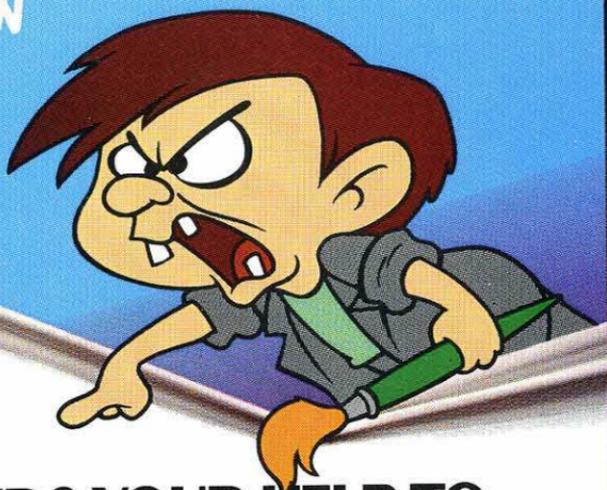
**HOW?  
WHY?**

**THE TEAM-UP  
YOU NEVER THOUGHT  
YOU'D SEE!**



TM & © 2006 MARVEL

PAY NO ATTENTION  
TO THE AD  
BELOW!



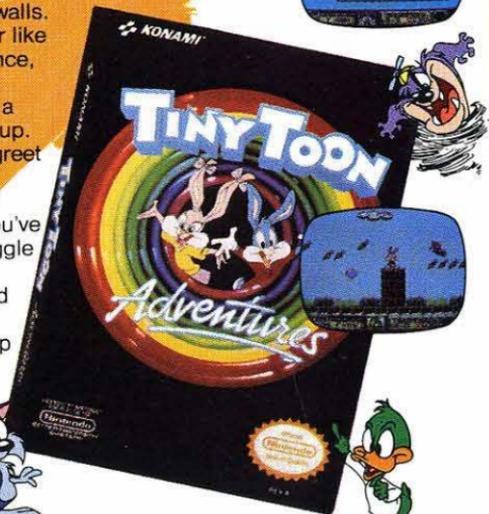
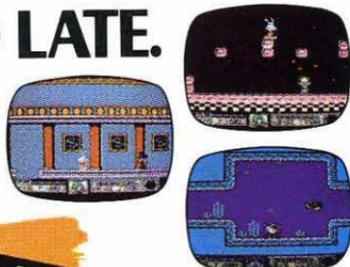
# BUSTER NEEDS YOUR HELP TO SAVE BABS FROM MONTANA MAX BEFORE IT'S TOO LATE.

Acme Acres is in trouble to the max. That bratty billionaire has captured Babs Bunny. So Buster's got to get hopping on a wild rescue romp!

Luckily he's got the help of his kooky pals Dizzy Devil, Furrball and Plucky Duck. And how! Dizzy Devil spins himself silly to break through rock solid walls. Furrball climbs straight up walls. And Plucky swims and glides through the air like a... duck. Along with Buster's powerful bounce, Monty will be toast!

Maybe. Six hairy scary levels show you a gazillion ways that Monty will try to trip you up. He's hired a gang of goofballs gone bad to greet you, like the ever clever Roderick Rat, iron-pumping Arnold the Pitbull and hug-happy Elmyra. If that weren't enough, you've got to beat the clock as you struggle through haunted forests, creepy pirate ships, secret chambers and finally Monty's Mansion.

The Toonsters need your help now. So "Toon" up your NES™ and let Montana Max know who's boss!



**KONAMI**

TINY TOON ADVENTURES, characters, names and related indicia are trademarks of Warner Bros. Inc. © 1991 Nintendo. Nintendo Entertainment System™ and NES™ are trademarks of Nintendo of America, Inc. Konami™ is a registered trademark of Konami Co., Ltd. © 1992 Konami, Inc. All Rights Reserved.

**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®**

**THE ROCK:**



**A VIGILANTE CALLED CARDIAC, ABOUT TO HAVE CIRCUIT RODS THRUST INTO HIS BRAIN!**

**THE HARD PLACE:**



**A CHIEF SECURITY OFFICER RESPONSIBLE FOR CARDIAC BEING IN THAT POSITION, ABOUT TO BE SENT PLUNGING 40 FEET BY A RUNAWAY CRANE!**

**THE MAN IN THE MIDDLE:  
THE AMAZING SPIDER-MAN!**



**SO, WHAT ELSE IS NEW?**

**NO TIME TO THINK! HAVE TO ACT!**





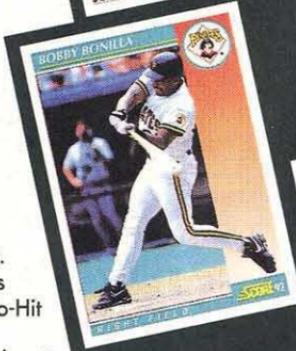
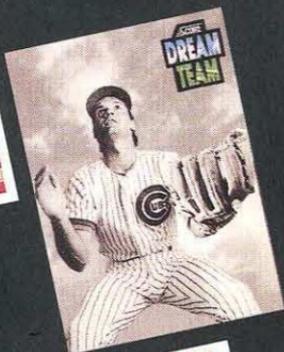
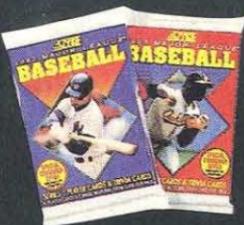


# GET ALL THE ACTION!

**SCORE** '92  
MAJOR LEAGUE BASEBALL®



"Look for Joe DiMaggio Offer!"



**SCORE**

THE INTELLIGENT CHOICE™

**B**ases loaded. Here's the pitch...  
**CRACK!** It's going, going, gone!  
A grand slam by Darryl Strawberry!

He takes the sign. He winds up. Here's  
the pitch... **WHIFF!** Another strikeout by  
Roger Clemens!

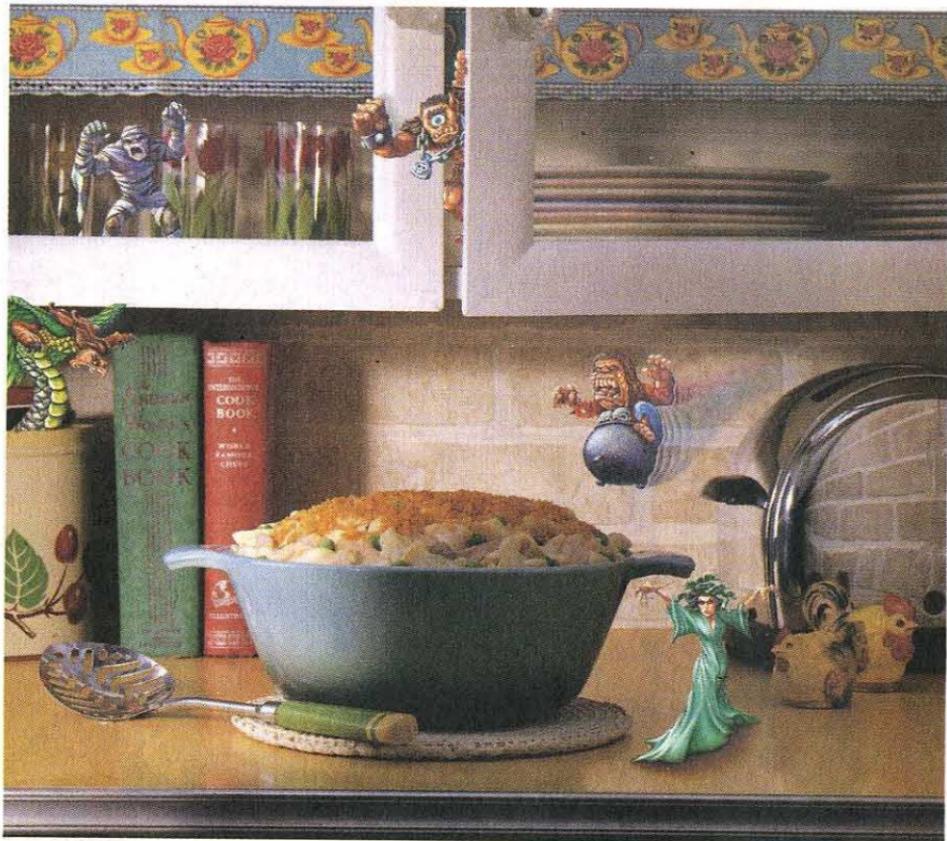
SCORE takes you to the ballpark with  
893 cards in two series, 16 cards to a pack.  
SCORE has more than 100 rookie prospects  
and hot subsets like the Dream Team, the No-Hit  
Club and the All-Stars.

SCORE also has Joe DiMaggio! The Yankees'  
Hall-of-Fame outfielder has autographed 2,495  
cards and you may be lucky enough to find one.\*

DiMaggio, Strawberry, Clemens... and  
hundreds of other baseball stars come alive in the  
palm of your hand with SCORE!

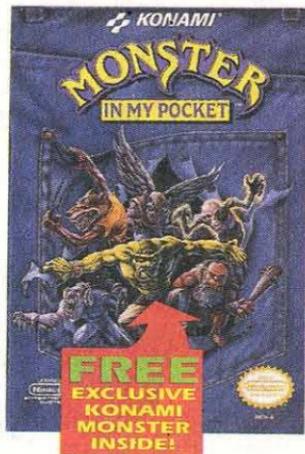
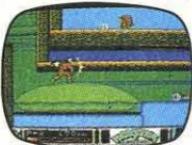
\*See details on Series 1 packs





# THERE'S SOMETHING SCARY IN THE KITCHEN. AND IT'S NOT YOUR MOM'S TUNA CASSEROLE.

No counter top is safe, as hundreds of history's most hideous creatures from the Monster In My Pocket™ series rip through six terrifying NES™ levels. To beat these beasts, you must transform into the Monster or Vampire, or team-up to knock skulls with Goblins, Ghosts, Zombies and more on your way to a final showdown with the Warlock. Luckily you'll have special powers within your fists and fingertips to keep these little terrors from getting **KONAMI®** big heads.





THESE READOUTS  
SHOW RESULTS OF  
TESTS--ON HUMAN  
SUBJECTS!



WHAT?! BUT  
WHY WOULD  
TOYMAKERS--WAIT!  
SIRENS?

I KNEW  
I SHOULD'VE WEBBED  
THAT GUARD UP!



I ALMOST WELCOME THE  
INTERFERENCE SPIDER-MAN,  
THIS WAY--

**THBRAK**



-- I WON'T  
HAVE TO  
HURT  
YOU!



BLAST! CAN'T AIM THROUGH  
THE DUST! SPIDER-TRACER  
MISSED!

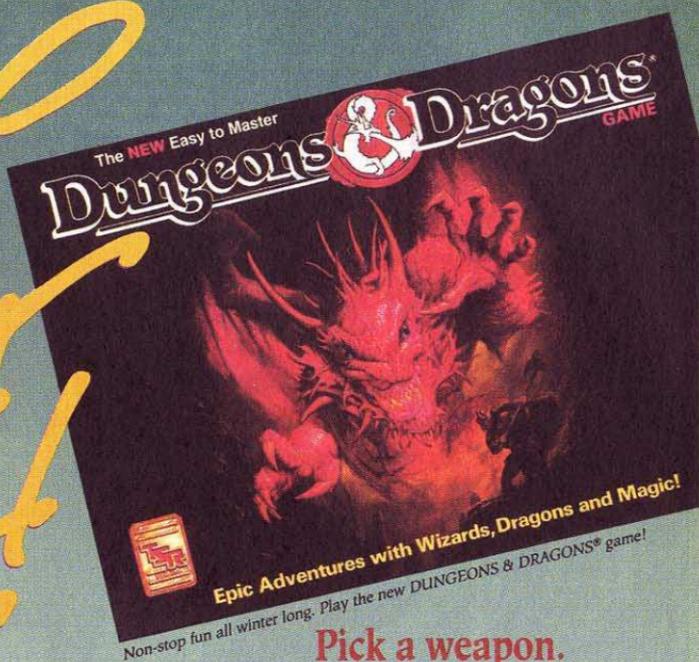


BETTER GRAB SOME  
EVIDENCE, MYSELF--

-- BEFORE THOSE SIRENS  
TURN INTO BLUE UNIFORMS WITH  
EMBARRASSING QUESTIONS!



Go  
for  
it!



**Pick a weapon.  
Pick an adventure.  
And hang on . . . .**

- ✓ *Non-stop action from start to finish!*
- ✓ *A different challenge every time you play!*
- ✓ *Your character gains strength and skill with every adventure!*
- ✓ *Fire-breathing dragons and monsters are everywhere!*
- ✓ *You need teamwork to survive!*



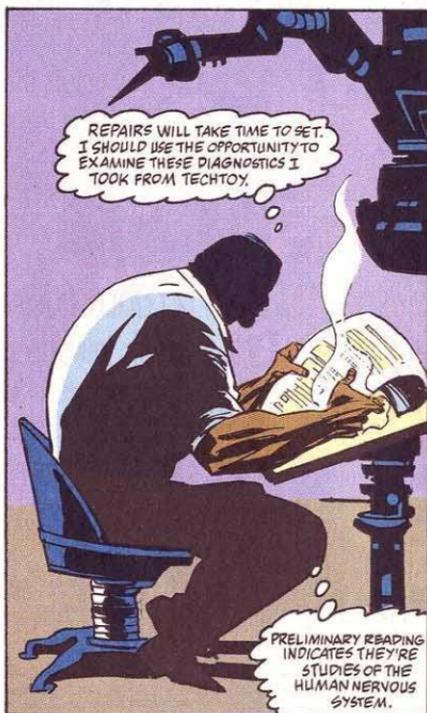
**G**o for it! The adventure that's beyond your wildest imagination. The adventure that's filled with heroic warriors, wizards, ferocious dragons, and countless treasure!

Create a character. Will you be a warrior or a wizard? Take the adventure . . . . How will you escape the sorcerer's dungeon? Which passageway goes past the sleeping guards? What weapon will stop the venomous dragon? There's only one way to find out!

Go for it. Join the adventure with the new **DUNGEONS & DRAGONS®** game! Learning to play is fast and fun, and every adventure is different. If you overcome the traps, you'll be safe. But you never know what lurks around the corner . . . .

Find the new **DUNGEONS & DRAGONS** game at toy, book and hobby stores everywhere! It's the most challenging game you'll ever play.





# CLASSIC MARVEL T'S

100% NATURAL EARTH  
FIBER T'S FROM THE LEADER  
IN MUTANT FASHION



X-MEN™  
MAXI-  
PRINT  
#1301L  
\$12.95

Front



JIM LEE  
ART

Back



NEW FF™  
by Art  
Adams  
#1501L  
\$13.95

Front



NEW

Back



Front  
&  
Back

GHOST™  
RIDER  
MAXI-  
PRINT  
#1302L  
\$12.95



Front  
&  
Back

WOLVE-  
RINE™  
&  
CABLE™  
Liefeld-  
McFarlane  
Art  
#1403L  
\$12.95

The style is out of this world.  
The prices are down to earth.  
The guarantee is unconditional.  
Don't settle for less! Find out  
what thousands of totally hip  
Marvel™ readers already know.  
Order yours today!



NEW

Front  
&  
Back

SPACED  
SURFER  
#1503L  
\$13.95



NEW

Suede  
Puff  
Front  
Only

SWINGIN' MARVEL™  
#1502L-\$10.95



White  
"Glow  
In The  
Dark"  
Puff

3-D  
GLOWING  
PUNISHER™  
MAXI  
Front Only  
#1401L  
\$13.95



Front  
&  
Back

SPIDEY™  
MAXI  
McFarlane  
Art  
#1402L  
\$12.95



Front  
&  
Back

NEW RAGING PUNISHER™  
#1504L-\$12.95

This is your last chance to buy  
our T's at these low, low prices!

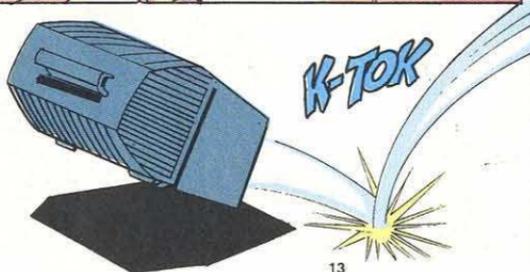
Call toll free (800) 237-HERO and order  
your's today. (Mastercard & visa only)

**SPIDEY™ SAYS ORDER NOW!**

**\$1.50 MASTER CARD & VISA FEE OR SEND THE FOLLOWING TODAY!**

\*Name, Address, Zipcode, Phone Number,  
\*style number \*Size (mens s, m, l & xl)  
\*Price plus \$3.00 shipping & handling, add  
\$.50 for each additional shirt! Foreign postage  
is extra. \*Check or money order only, no COD  
\*CA residents please add 7.75% sales tax  
\*US Currency Only! Allow 5 weeks for delivery  
\*Mail to: MRI Corporation  
MCRB P.O. Box 2321  
Chatsworth, CA 91311

MARVEL, SPIDER-MAN, SPIDEY, X-MEN, WOLVERINE, WOLVINE, GHOST RIDER, CABLE, CAPTAIN AMERICA, PUNISHER, SILVER SURFER, HULK (and characters shown in this ad, and the distinctive likeness thereof) are trademarks of Marvel Entertainment Group, Inc. and are used with permission. Copyright © 1991 Marvel Entertainment Group, Inc. All Rights Reserved. Distributed & manufactured by MRI Corporation under license granted by Marvel Entertainment Group, Inc.





MORNING.

DAILY BUGLE.

J. JONAH JAMESON.

I THOUGHT YOU WERE A PROFESSIONAL, PARKER!

YOU CAN'T DROP OUT NOW!

YOU ONLY WORK WITH ME, JONAH, I HAVE TO LIVE WITH ME!



THIS HURTS, PETE.

I KNOW, BEN. I'M... SORRY.



LATER, IN THE PAPER'S "MORGUE,"

BUGLE SHARES A LOT OF MAINFRAMES. MAYBE SOME DIGGING CAN TURN UP WHO'S BEHIND TECHTOY!

MY ELECTRONICS BACKGROUND ISN'T EXTENSIVE...

...BUT IT'S ENOUGH TO PEG THAT GIZMO I TOOK LAST NIGHT...



... AS A TRIGGER! THE KIND USED ON HIGH-TECH WEAPONS!



HMM... STANE INTERNATIONAL. WELL, WELL...

STANE INT.

GOSTO

ORZEC

CHIA

DRP

OTR

WELL, WELL!

COMTE



SOMETHING NEWSWORTHY, PETER?

W-W-WHEY! IF IT ISN'T JOY MERCADO ACE REPORTER!

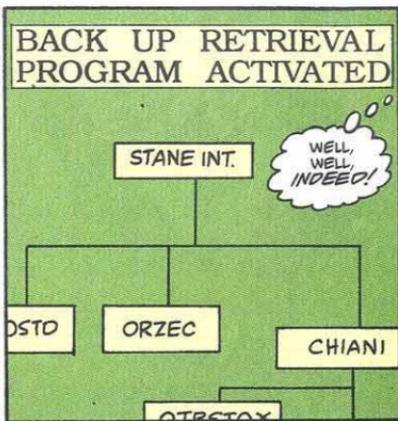


JUST SQUEEZING IN A LITTLE HOMEWORK FOR MY UNIVERSITY CLASSES!



ENOUGH "HOMEWORK."

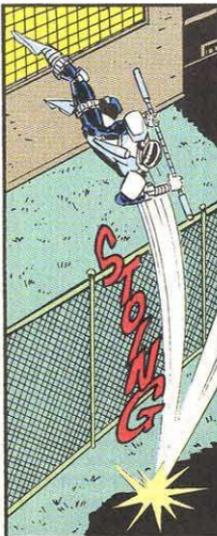
NOW TO GET READY FOR THE EXAM!



MIDNIGHT: THE LONG ISLAND HEADQUARTERS OF STANE INTERNATIONAL.

MAYBE IT'S A GOOD THING I TOOK SO LONG TO DOUBLE CHECK MY INFORMATION.

THE COMPOUND'S DESERTED!



JOE FAULKNER! AS HEAD OF STANE AND TECHTOY--

--YOU ARE RESPONSIBLE FOR THIS NERVE GAS RESEARCH! YOU SICKEN ME!

C-CAN'T REACH SECURITY BUTTON! H-HE MIGHT SEE!

LOOK, I-I DON'T KNOW FROM NERVE GAS! THAT DATA'S ABOUT A MISSILE WE'RE DEVELOPING!

I CAN STOP YOU.

A SONIC MISSILE! PERFECTLY LEGAL! TH-THERE'S NOTHIN' YOU CAN DO--!



MUST WE ALWAYS BATTLE? WE COULD DO SO MUCH GOOD TOGETHER!

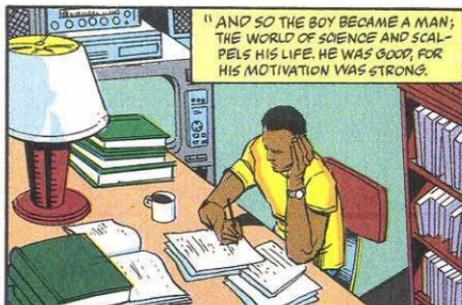
PERHAPS I CAN MAKE YOU UNDERSTAND!  
LISTEN, WHILE I TELL A TALE.

"... OF TWO BROTHERS, WHO SHARED A LOVE AS DEEP AS THE SOUL. THE YOUNGER ONE IDOLIZED HIS SIBLING--



"-- AND WAS SHATTERED WHEN THAT OLDER BOY FELL INTO A COMA, VICTIM OF A RARE DISEASE.



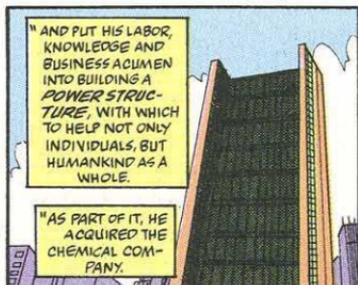


"AND SO THE BOY BECAME A MAN; THE WORLD OF SCIENCE AND SCALPels HIS LIFE. HE WAS GOOD, FOR HIS MOTIVATION WAS STRONG.



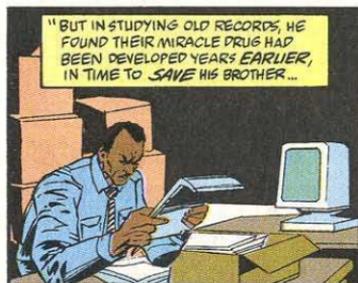
"DURING THIS PERIOD, HE LEARNED THAT A CHEMICAL COMPANY HAD PRODUCED A NEW **MIRACLE DRUG**.

"ONE THAT WOULD HAVE **CURED HIS BROTHER'S DISEASE!** HE ALTERED FOCUS.



"AND PUT HIS LABOR, KNOWLEDGE AND BUSINESS ACUMEN INTO BUILDING A **POWER STRUCTURE**, WITH WHICH TO HELP NOT ONLY INDIVIDUALS, BUT HUMAN KIND AS A WHOLE.

"AS PART OF IT, HE ACQUIRED THE CHEMICAL COMPANY.



"BUT IN STUDYING OLD RECORDS, HE FOUND THEIR **MIRACLE DRUG** HAD BEEN DEVELOPED YEARS EARLIER, IN TIME TO **SAVE HIS BROTHER...**



"... BUT HAD BEEN KEPT OFF THE MARKET UNTIL THE **ECONOMIC CLIMATE** WAS MORE FAVORABLE. IN OTHER WORDS--

"-- HIS BROTHER HAD DIED FOR **GREED!**"

AND SO THE BOY WHO HAD BECOME A MAN--

-- BECAME MORE THAN MAN.



HE BECAME **CARDIAC!**

SOMEONE HAD TO BRING TO ACCOUNT THE **IMMORAL MAGGOTS** WHOSE CRIMES ARE PROTECTED BY POSITION AND TECHNICALITY.

AND HE KNEW THAT **HE** WAS TO BE THAT **HAND OF JUSTICE!**

I... I'M SORRY, CARDIAC,  
REALLY! BUT I STILL CAN'T  
CONDONE COLD-BLOODED  
MURDER!



SO BE IT, AT LEAST I  
TRIED... EH? THAT  
SOUND!

LIKE A HERD OF  
ELEPHANTS!



NOT ELEPHANTS,  
YOU LONG-WINDED  
MORONS!  
DELIVERANCE!

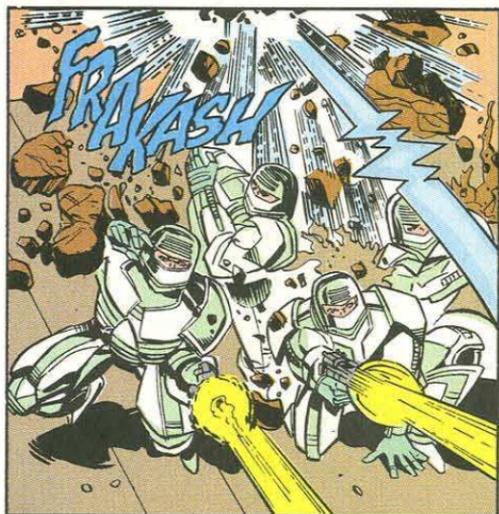
STANE  
INTERNATIONAL IS  
A MULTI-BILLION  
DOLLAR COMPANY!  
AND YOU'LL SOON  
FIND WE FUNNEL  
A GOOD PORTION  
OF THOSE FUNPS  
INTO--



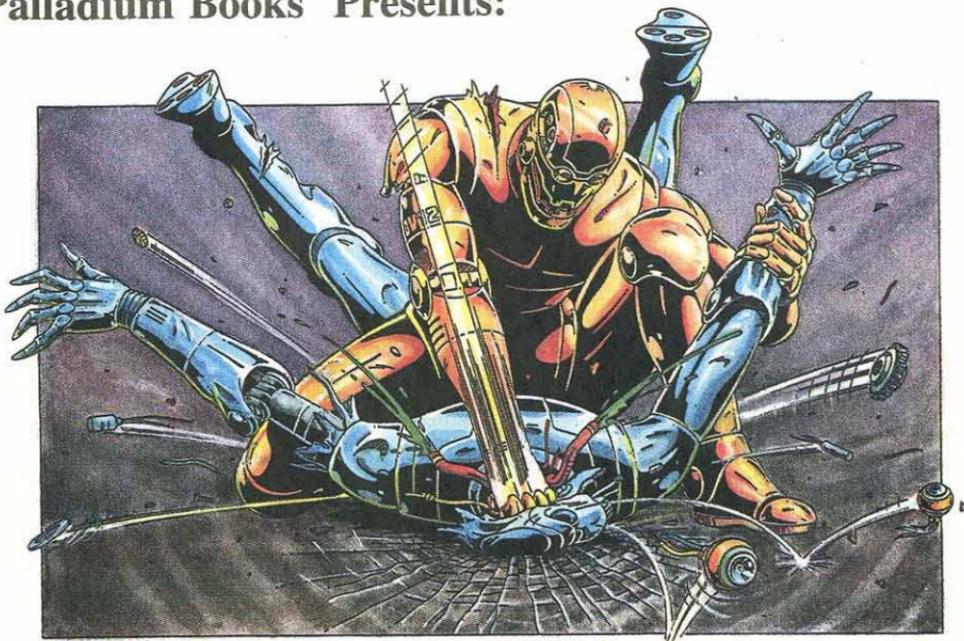
"--SECURITY!"

HooBoy!





Palladium Books® Presents:



# RIFTS®

Rifts® is a world of earth's dark future.

A nuclear exchange was the match that ignited disaster, but it was the psychic energy of billions of people that flooded the ley lines and tore open rifts in the fabric of space and time.

Its hundreds of years later. Humankind has just barely survived. But they are not alone. The rifts still throb with mystic energy changing both man and the world around him.

From the rifts emerge supernatural and alien monstrosities. Demonic fiends whose bodies are impervious to normal weapons and possess superhuman power.

But humankind has changed as well. Bionic augmentation, bizarre experiments, mutation, psionics, giant robots and battlesuits turn ordinary men and women into superhumans. And then there are the masters of magic.

Rifts® is a multi-genre role-playing game that captures the elements of magic and the supernatural along with science fiction and high technology.

Copyright © 1991 Kevin Siembieda.

Robotech™ is a trademark owned and licensed by Harmony Gold USA, Inc.

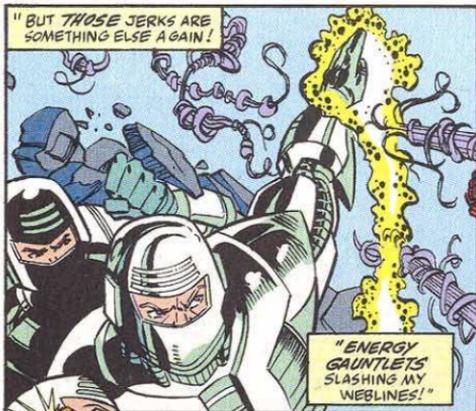
#### Highlights include:

- Nearly 30 different Occupational Character Classes including dragons, psychics, mutant animals, Psi-Stalkers, Cyber-Knights, Juicers, Borgs, Glitter Boys, Techno-Wizards, and many others.
- Super-technology includes mega-damage weapons, bionics, cybernetics, robots and power armor.
- 16 pages of color paintings by Keith Parkinson, Kevin Long and others.
- 256 page, soft bound rule book, profusely illustrated. \$24.95; compatible with all our other games.
- Rifts® is NOT a game for beginners, but challenging for the more advanced RPG player. Recommended for ages 15 and older.
- Available at comic book stores and hobby shops everywhere.

Robotech™, Heroes Unlimited™, Beyond the Supernatural™, and many other role-playing games are available from Palladium Books®. Check out your local store or send 50 cents for our complete catalog of role-playing books and related videocassettes. Palladium Books® Inc., Dept. M, 5926 Lonyo Ave, Detroit, MI., 48210.

Palladium Books® is a registered trademark owned by Kevin Siembieda. Rifts® and other titles are trademarks owned by Kevin Siembieda.

Available at comic book stores and hobby shops everywhere!

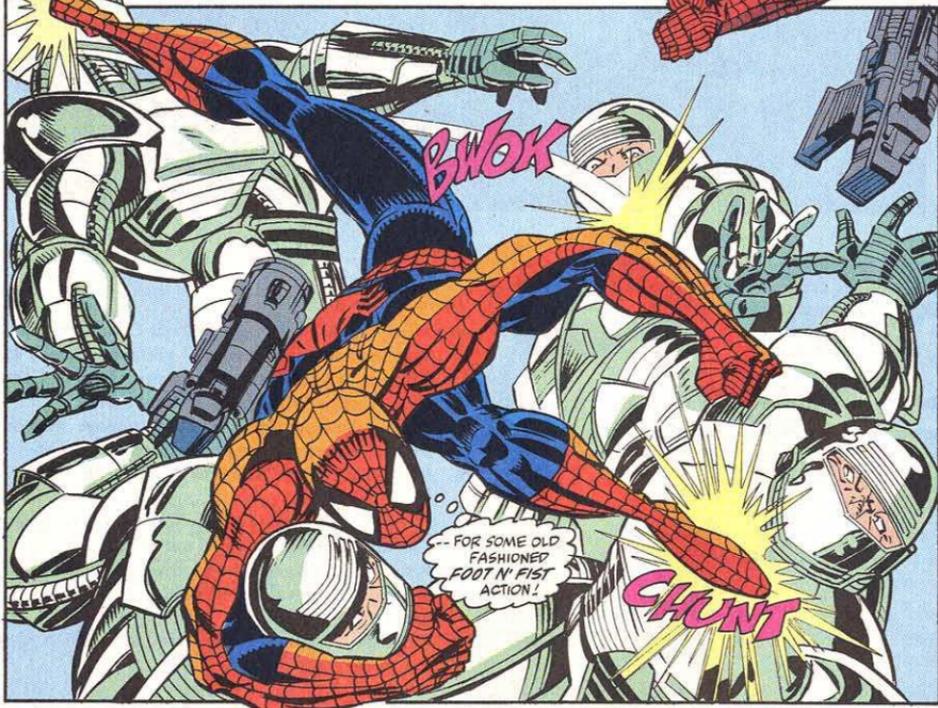


" BUT THOSE JERKS ARE SOMETHING ELSE AGAIN!

" ENERGY GAUNTLETS SLASHING MY WEBLINES!"



LOOKS LIKE I'LL HAVE TO WAIVE MOBILITY AND SLIP IN CLOSE...



-- FOR SOME OLD FASHIONED FOOT N' FIST ACTION!

CHUNT



HEY, CARDIAC! HOW'RE YOU DOING WITH --

CARDIAC?



I SHOULD'VE KNOWN!

IF HE CAN'T GET FAULKNER, HE'LL TEAR THIS BUILDING APART ROOM BY ROOM--

# GREAT EASTERN CONVENTIONS

COMIC BOOK CONVENTION SCHEDULE

## Chicago!

## London!

FEB 15 & 16, 1992  
ROSEMONT O'HARE  
EXPO CENTER

MARK BAGLEY! LARRY STROMAN!  
AND MANY MORE!

FEB 29 - MARCH 1  
ALEXANDRA PALACE

JIM LEE! MOEBIUS  
AND MANY MORE!

# FEBRUARY 1992 SCHEDULE

**1 PARAMUS!**

RADISSON INN  
601 FROM ROAD  
EXIT 185 OFF G.S. PARKWAY

**2 BOSTON!**

57 PARK PLAZA HOTEL  
200 STUART ST

**2 SPRINGFIELD!**

HOLIDAY INN  
304 RTE 22 WEST  
4 MILES WEST OF G.S. PKWY

**2 MIAMI!**

PARK PLAZA HOTEL  
PALMETTO EXP &  
NW 103RD ST, HIALEAH

**2 MINNEAPOLIS!**

MARRIOTT BLOOMINGTON,  
1484 AT CEDAR AVE

**2 COLUMBUS!**

BEST WESTERN  
EXIT 117 OFF I-71

**8 NASHVILLE!**

RAMADA INN SOUTH  
EXIT 78 OFF I-65

**8 NEW HAVEN!**

PARK PLAZA HOTEL  
155 TEMPLE ST

**9 NEW YORK!**

RAMADA HOTEL  
(FORMERLY THE PENNA HOTEL)  
33rd and 7th Ave

**9 HOUSTON!**

SHERATON GRAND  
WESTHEIMER EXIT OFF I-610  
NEAR THE GALLERIA

**9 CINCINNATI!**

QUALITY HOTEL RIVERVIEW  
5TH ST EXIT OFF I-75  
COVINGTON, KENTUCKY

**15, CHICAGO!**

ROSEMONT O'HARE  
EXPO CENTER

**16 LOS ANGELES!**

AIRPORT MARINA HOTEL  
8601 LINCOLN BLVD

**16 NORWALK!**

HOLIDAY INN  
EXIT 13 OFF I-95

**16 ROCHESTER!**

HOLIDAY INN  
EXIT 18A OFF I-390

**22 DAYTON!**

HOLIDAY INN  
EXIT 50-A OFF I-75

**23 PITTSBURGH!**

SHERATON AT STATION SQUARE

**23 ALBANY!**

HOLIDAY INN  
205 WOLF RD

**23 SAN FRANCISCO!**

HOLIDAY INN  
1250 VAN NESS AVE

**29 WORCESTER!**

HOLIDAY INN  
500 LINCOLN ST

**29 LONDON!**

ALEXANDRA  
PALACE

225 EVERITTS RD, RINGOES, NJ 08551-1610 (908) 788-6845 FAX (908) 806-8409



## \*Cartoon Illustration \*Cinematic Animation

A 3 year full time school designed by  
professionals for aspiring professionals

JKS ALUMNI

- Steve Bissette—Swamp Thing, Taboo
- Rick Veitch—The One, Teenage Mutant Ninja Turtles
- Ron Randall—The Predator, The Warlord
- Andy Kubert—Batman vs. the Predator
- Adam Kubert—The Clash, Jonny Quest
- Tim Truman—Hawkworld, Scout, Air-Boy
- Dave Schwartz—Walt Disney Studios
- Dave Conception—Don Bluth Studios
- Tom Mandrake—Batman, The Spectre
- Ron Wagner—G.I. Joe, Ghost Rider
- Tom Yeates—Tarzan, Time-Spirits
- Jan Duursema—Advanced Dungeons & Dragons
- Bart Sears—Justice League Europe
- Lee Weeks—Daredevil, Remo Williams

THE JOE KUBERT  
SCHOOL  
OF CARTOON AND  
GRAPHIC ART, INC.  
37 MYRTLE AVENUE  
DOVER, NJ 07801  
(201) 361-1327

- Approved by the State of N.J. Department of Education
- Approved for Veterans
- Approved for Non-resident Alien Students
- Financial Aid Available

Please send your free brochure, I am interested in:

- Cartoon Illustration  
 Cinematic Animation

Please print clearly

Name \_\_\_\_\_ Age \_\_\_\_\_

Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

The Joe Kubert School of Cartoon and Graphic Art, Inc.  
37 MYRTLE AVE., DOVER, NJ 07801 • (201) 361-1327 • FAX (201) 361-1844

Dept. D



--UNLESS THOSE SECURITY TROOPS CAN--



**BLAMSH**

YEAH.

RIGHT!



WHOA! THIS PLACE LOOKS LIKE A SET FOR **BACK-DRAFT 2!**



AND THE "DIRECTOR" IS TAKING NO PRISONERS!

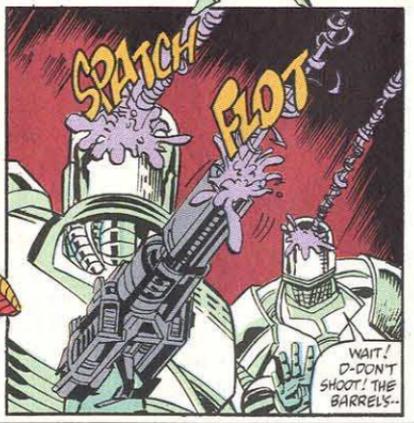
BUT MAYBE HE CAN STILL USE A HAND--



--FROM YOUR FRIENDLY NEIGHBORHOOD SPECIAL EFFECTS MAESTRO!

**THWIP**

**THWIP**



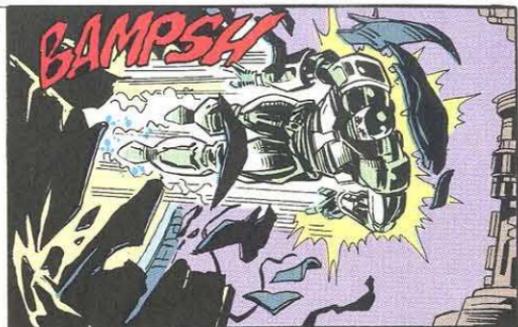
**SPATCH FLOT**

WAIT! D-DON'T SHOOT! THE BARRELS--



**KAPRAM**

--BLOCKED!



## STAN'S SOAPBOX

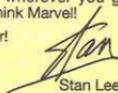
Hi, Heroes,

Here's indisputable proof that we really read the letters you send, and that your suggestions are important to us! During the past year, I've gotten tons of mail about the Spider-Man strip which appears in more than 500 papers daily and Sunday. You know what most of the writers kept demanding? They insisted that we use other Marvel characters as guest stars! And here's the proof I promised: If you pick up any of those 500 plus newspapers right now, you'll witness the suspenseful climax of Spidey's challenge to Dr. Doom! That's right, believer, I said Dr. Doom! But the menacing monarch of

Latveria is only the first of a whole line of Marvel guest stars coming up in Spidey's newspaper strip, in response to *your* requests! In just another few weeks, our amazin' arachnid's next major battle will bring him face to face with none other than everyone's favorite master of the mystic arts, the weird but wonderful Dr. Strange! And that's just for starters! So never let it be said that you, the mighty Marvel reader, don't snap your fingers and make us hop! Hey, by the way, if there are any special guest stars you'd like to see in any upcoming strips, just send your suggestion directly to the editor of your local newspaper. He'll tabulate your votes and send us the results — and it'll give me more time to write the stories instead of

opening a zillion envelopes! And if, through some grievous oversight or monumental error, your local newspaper isn't carrying Spidey's daily and Sunday episodes, just write the editor a letter telling how you feel about being deprived of some of Spidey's most offbeat adventures, especially since I've webhead's finally going gung-ho with a pandemonium plethora of the world's greatest stars! But that's enough homework for you for now. So, till next ish, have the happiest of New Years and, wherever you go, whatever you do — think Marvel!

Excelsior!



Stan Lee

**W**hat? January already? We haven't finished breaking all our resolutions from last year yet! It seems you just can't go 365 days without another year passing by.

One thing you won't want to pass by is GROO THE WANDERER, the hilarious barbarian comic that reminds us just how funny cheese dip is. Starting with issue #87, GROO will only be available in comics specialty shops and by subscription. GROO-creator Sergio Aragones (not to be confused with fashion designer Sergio Valenti) was concerned that his loyal newstand readers wouldn't be able to find GROO, so he asked us to mention it here on the page. That's why Sergio did that GROO illustration for the BP page last month, although we forgot to tell you why till this month! Guess we committed a GROO-ism! That's a little inside joke for readers of GROO. And if you're not a reader of GROO, you should be! It features some of the funniest barbarian hi-jinx since the time Conan crashed one of those rich high-society dinner parties!

The Avengers aren't be throwing any parties for a while — not since we held the Avengers summit in upstate New York last September. This was a one-day-out-of-office retreat by the writers and editors of all the Avengers titles to plot out the massive 19-part extravaganza, *Operation: Galactic Storm*, beginning this month. (It would have run 20 parts, but we cut out one of the fight scenes.) This is an epic outer space saga featuring a war between the Kree and the Shi'ar, which will cross over into both Avengers books, plus THOR, CAPTAIN AMERICA, QUASAR, WONDER MAN, IRON MAN, and BARBIE FASHION. (Just kidding about that last one — we wanted to see if you were paying attention.)

Among those present at the retreat: editors Tom DeFalco, Mark Gruenwald, Ralph Macchio, Bob Harras, Len Umryon, Kelly Corvese, and Fabian Nicieza, WONDER MAN writer Gerard Jones, AVENGERS WEST COAST chronicler Roy Thomas, and brand-new IRON MAN scribe Len Kaminski. (None of the above-named Marveloids is to be confused with funnyman Nipsey Russell.) Together, these men have concocted a storyline so vast in scope, so complex in theme, so convex in comparison to a flat plane, that it makes GONE WITH THE WIND look like an epic.

Another truly monumental event occurred here at mighty Marvel recently, as legendary inker Joe Sinnott (not to be confused with Frank Sinatra) celebrated his 65th birthday. About thirty of Joe's closest friends and biggest fans got together for a big combination semi-retirement/semi-birthday bash. Photos of the event appear in this month's MARVEL AGE



MAGAZINE, along with an in-depth interview with Joe "Boy, have I got a lot of stories to tell" Sinnott himself. We'd like to wish Joe all the best. He's truly one of the greats. In fact, even though he's semi-retired we think it would be a sin-not to give him more work. (Okay, so we're allowed one bad joke per page.)

We interrupt this Bullpen Page for a special request from our Submissions Department. If you have work you would like to submit to Marvel, PLEASE DO NOT CALL US. Any aspiring writers and artists are requested to MAIL in their work to us with a self-addressed, stamped envelope. We will then look over your work and give you a response. The phones have just been ringing off the floors lately, and we've been so busy taking calls, we haven't had time to look over your work! If you're really good, SHOW us, don't TELL us how good you are.

We now return you to your regularly scheduled Bullpen Page, already in progress.

... and so DeFalco said, "Yeah, I'll believe that — when NIGHT NURSE gets her own book again!"

One guy who's got something better than his own book is Mike Lackey (not to be confused with Bob Mackie, the guy who used to design the dresses on the old Carol Burnett show). Mike, as you'll recall, was famous for having the smallest desk here at Marvel. Well, people can no longer scoff at Mike and say his is smaller than everyone else's, as he now has an actual, honest to gosh, sturdy enough to put his feet up on desk! Mike now shares an office with Kelly Corvese (not to be confused with Telly Savalas), while still serving as MARVEL AGE assistant editor to Renee Witterstaetter (not to be confused with our kindergarten teacher, Mrs. Widderstrom).

We're running short on space, so in passing, we'll note that the lovely and talented executive editor Bob Budiansky (not to be confused with Buddy Hackett) recently got married to the lovelier and more talented Angela Goodman, and that HULK-writer Peter David (not to be confused with the brilliant novelist David Peters) and his wife, non-HULK-writer Myra David, recently gave birth to a little mermaid named Ariel. Congratulations, all!

In closing, we would like to leave you with our foremost New Year's resolution. We resolve that this year, mighty Marvel will not resort to any cheap gimmicks to sell our books. We will not do any multiple covers, glow-in-the-dark covers, 3-D covers, hologram covers, embossed covers, peanut butter and jelly covers, or any tacky promotional tricks to sell our ... What's that? You folks like all those special format covers? Then forget the resolution — no sooner made than broken!

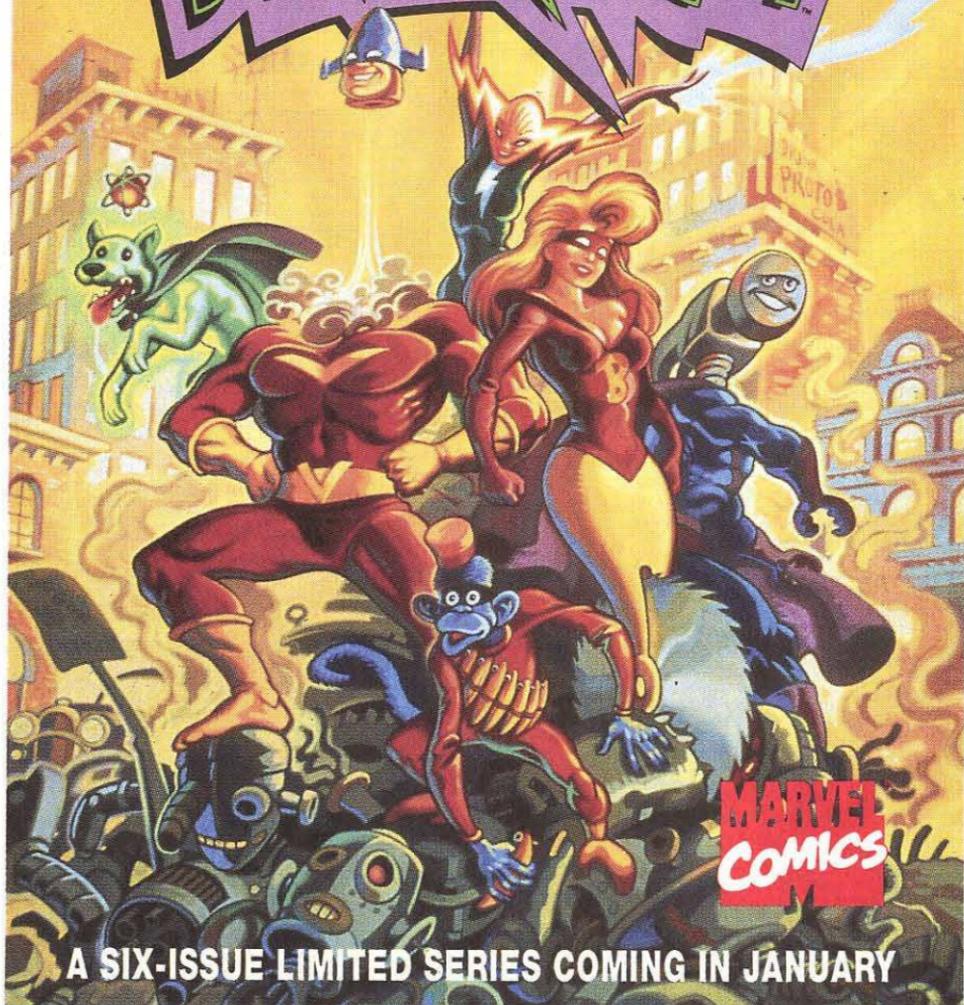
JANUARY  
COOLOMETER

- NON-SEXUAL HARASSMENT
- REDD FOX
- ANN-MARGRET
- PRE-MODERN ART
- MARVEL YEAR IN REVIEW
- PLANET HOLLYWOOD
- SIMON BISLEY
- SNOW DAYS
- SUMO WRESTLERS
- BULLWINKLE
- ADVERBS
- POLITICAL INCORRECTNESS
- HOWARD STERN
- TEX-MEX FOOD
- THE THEORY OF EVERYTHING
- DR. STRANGE'S SIDEKICK RINTRAH
- VIRTUAL ILLUSION
- SQUIRREL GIRL
- PREGNANT WOMEN ON MAGAZINE COVERS
- PARODIES OF SAME
- PAROLETT: THE SEQUEL TO GONE WITH THE WIND



A WILD AND WACKY BAND OF SUPER HEROES  
ON THEIR WAY TO SAVE THE DAY!

# DEFENDERS OF DYNATRON CITY



A SIX-ISSUE LIMITED SERIES COMING IN JANUARY





# 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.

Dear Spider-Dudes,  
AMAZING SPIDER-MAN #349 is a great setup for the next issue. I loved how the Fox's expression changed from happy to shock on page 3. Erik is a wonderful artist and I'll be sad to see him leave. But the woman's body on page 3 doesn't seem right compared with her head.

I got the AMAZING SPIDER-MAN graphic novel, "PARALLEL LIVES" and I have one question about it. During Peter and MJ's wedding, Doctor Octopus is watching in his new costume, but in AMAZING SPIDER-MAN #296 and #297, which occur after the wedding, Doctor Octopus appears in his old costume. Please explain the change of suits. Did the fight between Spider-Man and Doctor Octopus in "PARALLEL LIVES" occur before issue #296 or after it?

Jeremy Ricks  
211 Church Street  
P.O. Box 27  
Newdale, ID 83436

Just because Doctor Octopus appeared in a new costume in "PARALLEL LIVES" doesn't mean he'll always wear it, Jeremy. As for your questions about continuity, consult the SPIDER-MAN SAGA which is on sale now at comic book specialty shops everywhere. It lists Spidey's most important adventures in chronological order!

Dear Erik,

I've been watching your art for several issues. It wasn't so hot when you first started, but you've been getting a lot better. Now your work is excellent! Issue #349 was your best work ever! There was a tremendous amount of detail. I loved Dr. Doom. But you should work on the lips. I wish you would stay on this book a little longer. What are you drawing next?

Chad Sager  
710 Blue Ridge Dr.  
Spring, TX 77381

Were you referring to Dr. Doom's lips, Chad? If you really enjoy Erik's work, keep an eye out for SPIDER-MAN #18-23 which features "The Revenge of the Sinister Six," written, penciled, and inked by Mr. Larsen and featuring Ghost Rider and the Hulk among other great guest-stars. But not everyone shares your sentiment...

Dear Web-Heads,

I have just finished reading AMAZING SPIDER-MAN #349 which announced that next issue would be Erik Larsen's last. All I can say is, "YA-HOO!" I can only hope that Mark Bagley is an improvement. This we will see in the upcoming issues.

Ever since McFarlane left, I have lost considerable interest in reading AMAZING because of the art. I know that Todd is a hard act to follow, but come on, Spidey is one of Marvel's flagship titles and he deserves the best creative teams. Now I realize that we can't have Barry Windsor-Smith, Mike Zeck or Frank Miller because they take too long to keep up the rough pace of a monthly title, and I know that must be one of the reasons that you picked Erik. But please, get someone who has a basic understanding of human anatomy. I realize that comics are exaggerations, and Spider-Man is one of the most exaggerated characters there is, but his limb

shouldn't be segmented like an ant's.

Spider-Man is my favorite character and I would be severely hurt if anything bad were to happen to him. So for Spidey fans everywhere, take care of him and he will take care of you.

Ken King  
Oakville, Ontario  
Canada

Tell us what you think of Mark Bagley's rendition of everyone's favorite wall-crawler, Ken. We hope you're as pleased as we are. (And please excuse Mark for taking a two-issue breather after the biweeklies. We think Chris Marrinan's doing a terrific job filling in)

Dear Spider-Guys,

I just finished ASM #349 and I was impressed. This is how AMAZING SPIDER-MAN should always be. For example:

- 1) The art was great. If you don't believe me, look at the last page. Doom looks as if he could grab you! It almost killed me to see that Erik was leaving, but I'll give Mark a chance - he did a great job on issue #345.
- 2) The writing was good. I was laughing out loud after seeing the Black Fox getting psychotic from Spidey constantly catching him. It reminded me of Doc Ocktopus.
- 3) The coloring, inking and lettering are still as good as they have always been.

But what happened to Cardiac? Were issues #344 and #345 just preludes to something bigger in the future?

Well, until Venom and the Hobgoblin both get their teeth filed, Make Mine Marvel!

Josh Krause  
(Address withheld by request)

This issue answer your question about Cardiac, Josh? We thought so.

Dear Spider-People,

What's up? I just read issue #349 and I've got two questions for you to solve. First, why is Spider-Man fighting in New York against Venom, Black Fox, etc. in AMAZING SPIDER-MAN when in SPIDER-MAN he's in the Canadian wilderness with Wolverine hunting the Wendigo? What does he do, fly back and forth between books?

Second, why is the Dr. Doom in issue #349 totally different from the Dr. Doom in FANTASTIC FOUR #350? Does he switch armor or something?

Keep up the good work, and till the Punisher buys a water gun, Make Mine Marvel!

Ryan Naprava  
407 New Magnolia Rd.  
Vineland, NJ 08360

In answer to your first question, Ryan, the new SPIDER-MAN title was devised to depict Spidey adventures that do not necessarily fall into current continuity. Is that how the rest of you folks like it, or should all the Spider-titles mesh? As for your second question, the armor Doom was wearing in FF #350 was his space-faring gear. And yes, he does change his armor, just as you change your clothes.

Dear Marvel,

I just got done reading AMAZING SPIDER-MAN #349. It was great, even though I have never before seen the Black Fox. I was wondering if Dr. Doom has ever fought Spider-

Man before. I'd also like to see Dr. Octopus again.

Michael D. Tucher  
4799 Summerline Dr.  
Nashville, TN 37207

Dr. Doom has encountered Spider-Man only a handful of times in the past, Michael. The first time was way back in AMAZING SPIDER-MAN #5.

Dear ASM,

Reading issue #349 made me sad. No, not the comic itself - that was great - but the announcement that Erik Larsen is leaving! Noooo! Erik's use of angles and style was terrific. At least his replacement will be good. Bags does a great job on NEW WARRIORS. His work on WHAT IF...? and a recent issue of ASM spotlight his talent.

Erik, good luck on your next project. I'll buy it! (Even if it's NIGHT NURSE!)

Matthew P. Caruso  
20 Chalmers St.  
Manchester, CT 06040

**NEXT: Spidey vs. the creature that is the psychotic Cletus Kasady combined with the spawn of Venom! It's not a pretty sight...so we know you won't want to miss it. Plus: the return of Mark Bagley and Randy Emberlin!**

## U.S. POSTAL SERVICE STATEMENT OF SUBSCRIBER SERVICE AND CIRCULATION (REQUIRED BY 39 U.S.C. 3685)

Title of Publication: AMAZING SPIDER-MAN  
1. Publication No.: 540-030  
2. Date of Filing: October 1, 1991  
3. Frequency of Issue: MONTHLY  
4. SA No. of Issues published annually: 12  
5. Annual circulation price: \$3.00 U.S., \$23.00 Canada  
(Includes GST) GST # 127032852  
6. Complete mailing address of known office of publication: Marvel Entertainment Group, Inc., 387 Park Avenue South, New York, N.Y. 10016  
7. Full names and complete mailing address of publisher, editor, and managing editor: Stan Lee, 387 Park Avenue South, New York, N.Y. 10016; Editor: Tom DeFalco, 387 Park Avenue South, New York, N.Y. 10016; Managing Editor: Tom DeFalco, 387 Park Avenue South, New York, N.Y. 10016  
8. Owner (if owned by a corporation, its name and address must be stated and also immediately thereunder the names and addresses of stockholders owning or holding 1 percent or more of total amount of stock; if not owned by a corporation, the names and addresses of the individual owners must be given; if owned by a partnership or other unincorporated firm, its name and address, as well as that of each individual must be given; if the publication is published by a nonprofit organization, its name and address must be stated) 150% of Marvel Entertainment Group, Inc. as owned by Matco Holdings Inc., an affiliate of MacAndrews & Forbes; Marvel Entertainment Group, Inc. as publicly owned and its shares of stock, as held by: 32 East 63rd Street, New York, N.Y. 10022. The balances are based on the New York Stock Exchange.  
9. Known bondholders, mortgagees and other security holders owning or holding 1 percent or more of total amount of bonds, mortgages or other securities:  
10. For completion by nonprofit organizations authorized to mail at special rates (DMA Section 424.12 only). The purpose, function, and nonprofit status of this organization and the exempt status for Federal income tax purposes. (Check one)  Has not changed during preceding 12 months.  Has changed during preceding 12 months. (If changed, publisher must submit explanation of change with this statement.)  
11. EXTENT AND NATURE OF CIRCULATION  
A. Total Distribution (sum of 1 through 10): Average no. of copies each issue during preceding 12 months: 470,075. Actual no. of single issue during preceding 12 months: 565,500.  
B. Paid and/or requested circulation:  Sales through dealers and carriers, street vendors and counter sales: Average no. of copies each issue during preceding 12 months: 308,883. Actual no. copies single issue nearest to filing date: 400,100.  Mail subscriptions: Average no. of copies each issue during preceding 12 months: 17,000. Actual no. copies single issue nearest to filing date: 17,000.  
C. Total paid and/or requested circulation (sum of 10B1 and 10B2): Average no. copies single issue during preceding 12 months: 346,877. Actual no. copies single issue nearest to filing date: 417,500.  
D. Free Distribution by mail, carrier, or other classes of mail, including complimentary and other free copies: Average no. of copies each issue during preceding 12 months: 250. Actual no. copies of single issue nearest to filing date: 250.  
E. Total distribution (sum of C and D): Average no. of copies each issue during preceding 12 months: 347,127. Actual no. copies of single issue nearest to filing date: 417,750.  
F. Copies Not Distributed:  Office use, left-over, unaccounted, spoiled after filing: Average no. copies each issue during preceding 12 months: 500. Actual no. copies of single issue nearest to filing date: 500.  Returns from News Agents: Average no. copies each issue during preceding 12 months: 128,346. Actual no. copies of single issue nearest to filing date: 127,250.  
G. Total (sum of F1 and F2) should equal net press run shown in A): Average no. of copies each issue during preceding 12 months: 470,075. Actual no. copies of single issue nearest to filing date: 565,500.  
H. I certify that the statements made by me above are correct and complete.  
(Signed) Diane Rivera - Asst. VP Subscriptions

# 1991 PRICES IN 1992!

Offer expires April 30, 1992!

Order your favorite titles at the Old Low price before our higher prices take effect.

## GET 3 TITLES FOR THE PRICE OF 2.

ORDER TODAY and get 3 titles for **ONLY \$30.00!** (12 issues each)  
Individual titles \$10.45 (12 issues each)

### Group I

### \$15.00 TITLES (12 issues)

- Amazing Spider-Man
- Avengers
- Avengers West Coast
- Bill & Ted's Excellent Adventure
- Captain America
- Conan
- Daredevil
- Darkhawk
- Fantastic Four
- Guardians of the Galaxy
- G.I. Joe
- Incredible Hulk
- Iron Man
- Marvel Tales (featuring Spider-Man)
- Namor
- New Warriors



- Punisher (comic)
- Quasar
- Sleepwalker
- Silver Surfer
- Spectacular Spider-Man
- SuperPro
- Thor
- Uncanny X-Men
- Web of Spider-Man
- X-Factor
- X-Force
- X-Men (Brand New!)
- X-Men Classics
- Wonder Man
- What If
- What The? (Bi-Monthly)

Marvel Age—\$9.45 (12 Issues)

### Group II

### SPECIAL PRICES (12 Issues)

- |   |         |
|---|---------|
| <input type="checkbox"/> Marvel Comics Presents (Bi-Weekly) | \$18.00 |
| <input type="checkbox"/> Alpha Flight                       | \$21.00 |
| <input type="checkbox"/> Dr. Strange                        | \$21.00 |
| <input type="checkbox"/> Moon Knight                        | \$21.00 |
| <input type="checkbox"/> Shield                             | \$21.00 |
| <input type="checkbox"/> She-Hulk                           | \$21.00 |
| <input type="checkbox"/> The Nam                            | \$21.00 |
| <input type="checkbox"/> Deathlok                           | \$21.00 |
| <input type="checkbox"/> Excalibur                          | \$21.00 |
| <input type="checkbox"/> Ghost Rider                        | \$21.00 |
| <input type="checkbox"/> Punisher War Journal               | \$21.00 |
| <input type="checkbox"/> Punisher War Zone                  | \$21.00 |
| <input type="checkbox"/> Spider-Man Mag                     | \$21.00 |
| <input type="checkbox"/> Wolverine                          | \$21.00 |
| <input type="checkbox"/> Warlock & Night Watch              | \$21.00 |
| <input type="checkbox"/> Groo                               | \$27.00 |
| <input type="checkbox"/> Conan Saga                         | \$27.00 |
| <input type="checkbox"/> Savage Sword of Conan              | \$27.00 |

### Group II Order now and subtract \$5.00 from listed price!



MAIL TO: Marvel Comics  
Subscription Dept.  
387 Park Avenue South  
New York, NY 10016

If renewing, enclose your mailing label, make checks payable or money orders payable in U.S. Funds to Marvel Comics. 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 # Jan-92

Foreign: Add \$12/title

Canada: Add \$8/title

Includes GST (GST #R127032852)

TM & © 1991 Marvel Entertainment Group, Inc. SUPERPRO: TM & © 1991 NFL Properties, Inc. CONAN: TM & © 1991 Conan Properties, Inc. G.I. JOE: TM & © 1991 Hasbro, Inc. BILL & TED'S EXCELLENT ADVENTURE: TM & © 1991 Nelson Films, Inc. GROO: TM & © 1991 Sergio Aragones. All rights reserved.

# WANT TO PLAY A GREAT GAME, BOY?

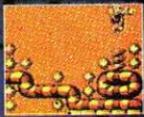
It's your pal, Beetlejuice™, here to bamboozle those bewitchers from the Neitherworld vacationing at lovely Lydia's place. This house is HAUNTED!

Flying cups and saucers and clothes that spring to life cause quite a panic...especially when you're coming for you! It's a horrific 5 level challenge to spook attic ghostlies, rattle angry skeletons and scare ghostly bats. Vampires may even join you for a "bite" to eat. Hmm... maybe we should skip lunch today.

These Neitherworld ghoul-o-ramas are no match for us. Has the "ghost with the most" ever let you down?!!



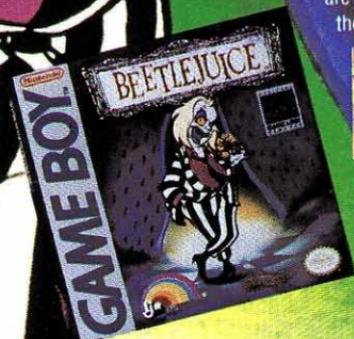
Graveyard Mix-up!



Neitherworld Pogonsnake!



Funny face scare-off!



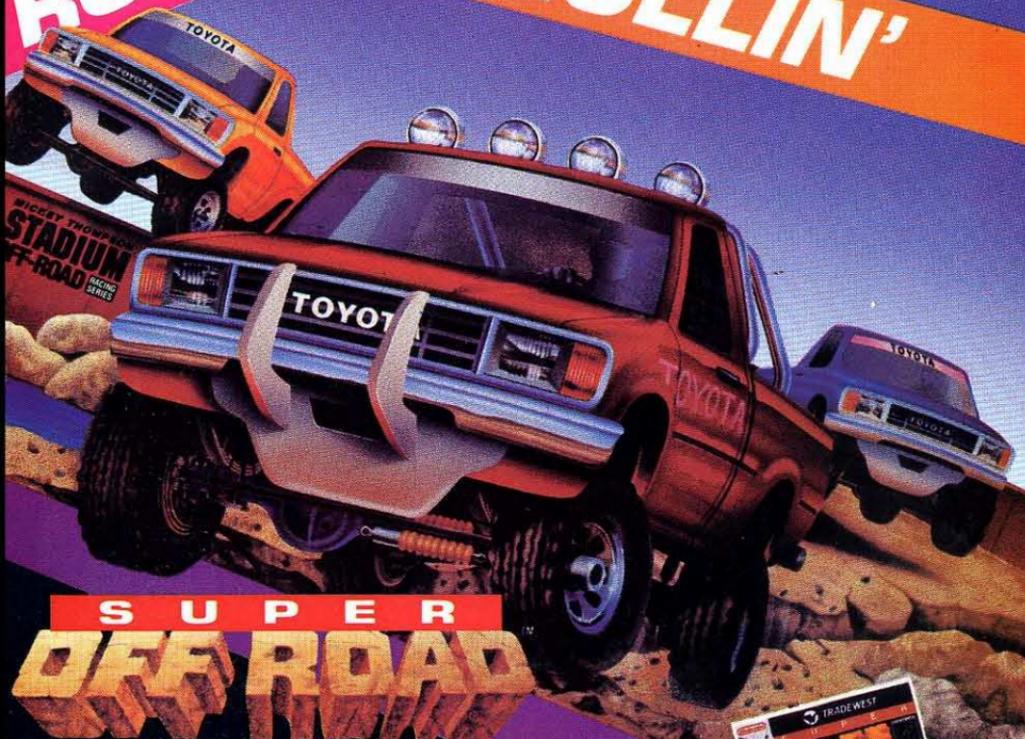
Check out the  
**"GHOST WITH  
THE MOST"**  
for your NES™ too!

BEETLEJUICE



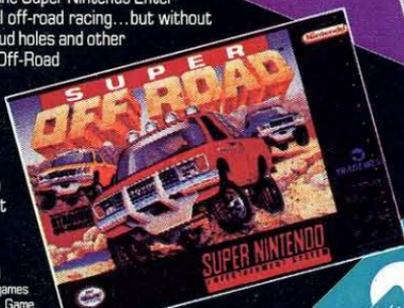


**ROCKIN' ROLLIN'**



**SUPER OFF ROAD**

Grab the wheel of your Toyota super-truck and hit the gas! Based on the #1 arcade game, SUPER OFF-ROAD for the Super Nintendo Entertainment System brings you all the thrills of real off-road racing...but without the mud in your face. Watch out for the jumps, mud holes and other obstacles on the 64 different Mickey Thompson Off-Road track configurations! Race against a friend and two computer-controlled trucks simultaneously! Trade in your winnings for accessories at the Speed Shop and improve your chances for victory! From match-offs to spin outs, this is as close to genuine short-course racing as you can get. And for off-road action on the go, check out SUPER OFF-ROAD for your Game Boy!



**TRADEWEST**

© 1991 Tradewest, Inc. Licensed to Tradewest, Inc. by the Leland Corporation, one of the world's leading U.S.-based computer games manufacturers. Nintendo, Super Nintendo Entertainment System, Game Boy

Tradewest, Inc.  
2400 S. Highway 75