

MARVEL
COMICS



30TH

SUPER-SIZED

ANNIVERSARY



ISSUE

\$3.95 US

\$4.75 CAN

365

AUG

CC 02457

APPROVED
BY THE
COMICS
CODE
AUTHORITY

the AMAZING SPIDER-MAN



INSIDE: THE MOST SHOCKING EVENT OF SPIDER-MAN'S LIFE!

PLUS: GATEFOLD POSTER OF SPIDEY, VENOM AND CARNAGE!

PLUS: STAN LEE AND JOHN ROMITA SR.-- REUNITED!

PLUS: THE RETURN OF THE LIZARD!

PLUS: A FIVE-PAGE PREVIEW OF SPIDER-MAN 2099!



THE ADVENTURES
OF

AND

APPLE



CINNAMAN

DEFENDERS OF THE SPRINKLES

#3

TIRED OF BEING CHASED BY THE HUNGRY ALLIGATOR...



THE SWAMP ANIMALS DECIDED TO GIVE HIM APPLE CINNAMON CHEERIOS®



HE LIKED APPLE CINNAMON CHEERIOS, AND DECIDED TO FIND SOME MORE...



IN FACT, HE LIKED THE SPRINKLES SO MUCH HE DECIDED TO MAKE A CAREER OF EATING THEM



GIMME THOSE SPRINKLES!



AND SO, APPLE AND CINNAMAN, THE HEROES WHO DEFEND THE SPRINKLES, WERE CALLED...



THEY RACED TO THE RESCUE IN THEIR BOAT.



NO JUKEBERASH! IT'S THE CINNAMON SPRINKLES HE'S AFTER!



LET'S SEE... ANTI-ZEBRA GUN... ANTI-WALRUS GUN... I CAN'T SEEM TO FIND THE ANTI-GATOR GUN!



GUESS WE'LL HAVE TO USE THIS LEFTOVER HAM!



IT WORKED! THE HAM STOPPED SPRINKLEGATOR!



AND ONCE AGAIN, APPLE CINNAMON CHEERIOS WAS PART OF A GOOD BREAKFAST!



© GENERAL MILLS, INC. 1992

30TH ANNIVERSARY

★ of the ★
AMAZING SPIDER-MAN
1962-1992

THE AMAZING SPIDER-MAN IN "FATHERS AND SINS"

by David Michelinie, Mark Bagley
and Randy Emberlin

2

"THE SAGA OF SPIDEY'S PARENTS"

by Stan Lee

40

J. JONAH JAMESON IN "HOW I CREATED SPIDER-MAN"

by David Michelinie and Aaron Lopresti

43

MARY JANE IN "I REMEMBER GWEN"

by Tom DeFalco, Stan Lee and John Romita Sr.

54

THE PROWLER IN "A FRIEND IN NEED"

by Tom DeFalco, Tod Smith
and Andrew Pepoy

62

SPIDER-MAN: THE FIRST THIRTY YEARS

by Peter Sanderson

70

LETTERS

74

A SPECIAL PREVIEW OF SPIDER-MAN 2099

by Peter David, Rick Leonardi
and Al Williamson

75

THE AMAZING SPIDER-MAN® Vol. 1, No. 365, August, 1992. (ISSN# 0274-5232) Published by MARVEL COMICS, Jerry Stewart, President, Stan Lee, Publisher, Michael Hobson, Group Vice President, Publishing. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1992 Marvel Entertainment Group, Inc. All rights reserved. Price \$3.95 per copy in the U.S. and \$4.75 in Canada. Subscription rate for 12 issues: \$15.00 U.S.; Canadian subscribers must add \$8.00 for postage and GST. GST #R127032652. Foreign: \$27.00. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. THE AMAZING SPIDER-MAN (including all prominent characters featured in the issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO: THE AMAZING SPIDER-MAN, c/o MARVEL COMICS, 914 FLOOR, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. Printed in the U.S.A.

ERIC FEIN
assistant editor

DANNY FINGEROTH
editor

TOM DeFALCO
editor in chief



HE NO LONGER SUFFERS THE
SEARING THROB OF VOOODOO
DRUMS IN HIS BLOOD; NO
LONGER HEARS THE WITCH'S
SCREAMS IN HIS BRAIN.

HIS MIND, THOUGH WOUNDED
AND WEARY, IS AT LAST
FOCUSED.



FOR A NEW
DRIVE MOVES
HIM, A SINGULAR
PURPOSE THAT
CANNOT, WILL
NOT, BE DENIED.

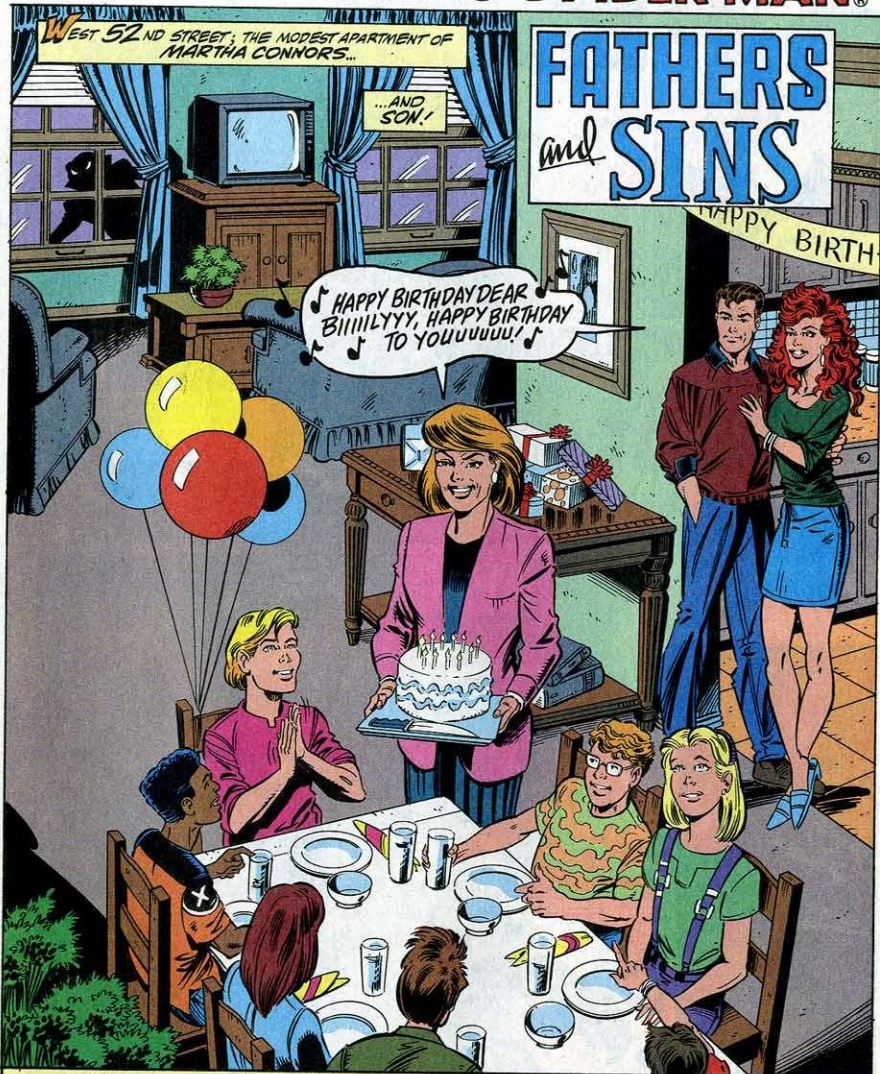
AND THOSE WHO WOULD
TRY WILL LEARN PAIN
BEYOND HUMAN IMAGI-
NATION, BECAUSE
TONIGHT...



...THE **LIZARD**
STALKS NEW YORK!

BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDERFUL 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®**



DAVID MICHELINE BAGLEY MARK BAGLEY RANDY EMBERLIN RICK PARKER BOB SHAREN ERIC FEIN DANNY FINGEROTH TOM DEFALCO
 WRITER PENCILER INKER LETTERER COLORIST ASST. EDITOR EDITOR EDITOR IN CHIEF
 ARE PROUD TO PRESENT THE 30TH ANNIVERSARY OF SPIDER-MAN'S FIRST APPEARANCE
 IN AMAZING FANTASY #15, AUGUST 1962
 Stan Lee Steve Ditko John Romita, Sr.
 SOUL AND INSPIRATION



JUST WHEN YOU THOUGHT
THEY COULDN'T GET
ANY BIGGER OR BETTER.



WAKE UP MARVEL MANIACS,
MARVEL UNIVERSE SERIES III TRADING
CARDS HAVE ALREADY HIT YOUR
FRIENDLY NEIGHBORHOOD STORE
SHELVES. BIGGER? YOU BET. OUR
EXPANDED 200-CARD LINEUP



FEATURES SOME REALLY GREAT NEW
CARD CATEGORIES AND CHARACTERS.
BETTER? WITH BOLD NEW ORIGINAL
GRAPHICS AND FIVE NEW HOLOGRAMS,
EACH IN A DIFFERENT COLOR FOIL,
THIS SET IS AWESOME.

NOW THAT YOU KNOW HOW COOL
THESE CARDS ARE, THE LAST THING
YOU NEED IS FOR SOME KID FROM
DOWN THE STREET TO BEAT YOU TO
'EM. BE BIGGER. BE BETTER. BE FIRST.

MARVEL
SERIES III
UNIVERSE

TM and © 1992 Marvel Entertainment Group, Inc.
All Rights Reserved.

SkyBox









IT'S A HIT!

Bottom of the 10th, two outs, bases loaded, and the league's best hitter is at the plate. Will he take your screwball downtown? Or will you blow him away with your awesome fastball? Find out when you play Extra Innings, the amazing new baseball game for Super NES.

Select your starting lineup based on who's hot and who's not. With Extra Innings, you call the shots and control the action: the spin on the curveball, your batter's slugging power, even your player's dive for a shot up the middle.

When you play Extra Innings, you

can put on a hit and run, take a long lead off first, or nail a base runner at the plate on a sacrifice fly. Play like the pros as you fight for a 12-team league pennant. And remember, statistics are updated and available on every player. You even select the stadium — air dome, midsize, or high-walled. Every choice changes the game.

There's never been a baseball game like Extra Innings. Eight different playing options, including two-player mode and all-star team competition, make this the hit of the season. Extra Innings. It's a home run!



Bases loaded, full-count



Pop fly to left field

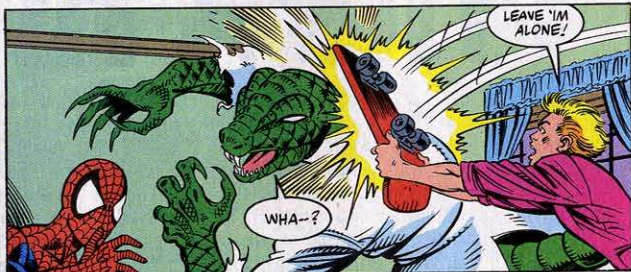


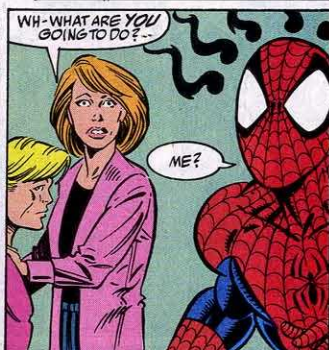
LICENSED FOR PLAY BY

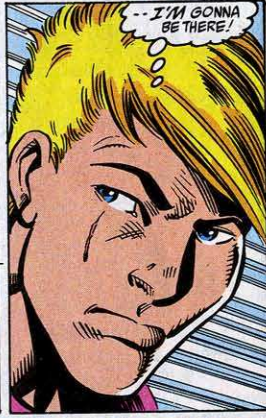


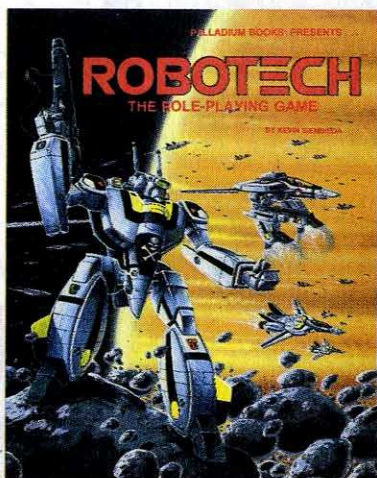
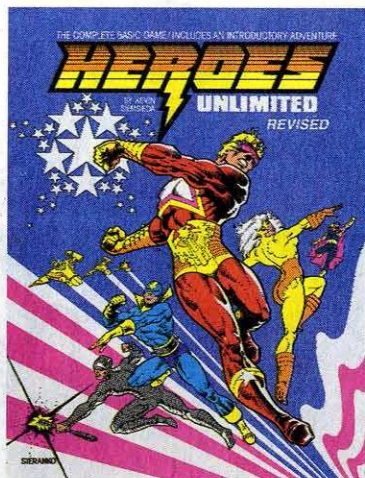
SONY











A Role-Playing Megaverse®

- Robotech™
- Mechanoids®
- Teenage Mutant Ninja Turtles®
- Heroes Unlimited™
- Ninjas & Superspies™
- Beyond the Supernatural™
- Palladium® RPG (fantasy)
- RECON® (military)
- Rifts® (cosmic sf adventure)
- And other role-playing games

Worlds of Adventure ...

Palladium Books® produces some of the most popular role-playing games ever. From super powered heroes and Ninja Turtles to slayers of the supernatural and masters of super-science and magic.

Player characters can be robots, cyborgs, mutants, aliens, wizards, warriors, cyber-knights, superninja, superspies, psychic investigators (possessing psionic powers), dragons (yes dragons!), elves, wolfeen, and dozens of other superhuman heroes!

But that's not all ...

Palladium's role-playing games all use one basic set of rules. This means once you learn one of our games you can play any of them!

Best of all, you can easily bring characters from one game world into any of our other games! In fact, **Rifts** combines all of our games into one gigantic, multi-dimensional extravaganza.

As if this were not enough, all of **Palladium's** games are sturdy, 8 1/2 by 11 paperback books; easy to carry, easy to use, and easy to store on a shelf.

Illustrators include Richard Corben, James Steranko, Kevin Eastman, Peter Laird, Steve Bissette, Denis Cowan, Steve Hickman, Mike Gustovich, Kevin Long, and Keith Parkinson.

We suggest role-playing games for readers 12 and older.

Where can you find these Palladium® RPGs?

Most comic book stores and hobby shops carry at least some of our role-playing game books and can order the ones they don't currently have in stock. Or directly from Palladium Books®.

To read about Palladium's entire game line and ROBOTECH videocassettes, send 50 cents for our 24 page catalog to:
Palladium Books®, 5926 Lonyo Ave., Detroit, MI 48210, Dept. M.

Copyright © 1992 Kevin Siembieda
Teenage Mutant Ninja Turtles® is a registered trademark owned and licensed by Mirage Studios.
Robotech™ is a trademark of Harmony Gold USA, Inc. Palladium Books®, Rifts®, Mechanoids®,
Megaverse®, and RECON® are registered trademarks owned by Kevin Siembieda. Other titles
are trademarks of Kevin Siembieda.



AND THAT'S WHERE IT LEADS!

I MIGHT HAVE KNOWN.



Phew! CAN'T THEY EVER HAVE HIDEOUTS IN FLOWER STORES, OR BAKERIES?



AH, WELL, AT LEAST IT'LL BE DESERTED.



I WON'T HAVE TO WORRY ABOUT SOMEONE GETTING IN THE WAY!

INTERLUDE: THE 59th STREET BRIDGE, NEAR QUEENS...

ARE WE REALLY READY FOR THIS?



I DON'T KNOW IF WE'LL EVER BE READY. BUT IT HAS TO BE DONE. WHAT-EVER THE CONSEQUENCES...

...MAY PARKER WILL HAVE TO FACE...



...THE GREATEST SHOCK OF HER LIFE.

WHILE IN THE FOUL CAVERNS BELOW MANHATTAN, Mrs. PARKER'S NEPHEW HAS PROBLEMS OF HIS OWN!

I GOTTA TAKE TIME TO BUILD NOSE PLUGS INTO THIS MASK!

I JUST HOPE THE STINKS WORTH IT. SO FAR, I HAVEN'T FOUND ANYTHING DOWN HERE BUT RATS!



BASKET-BRAWL!

IT'S A SLAM DUNK!

ARCADE
ACTION
AT HOME!



GET READY FOR AN ALL-OUT BASKETBRAWL.

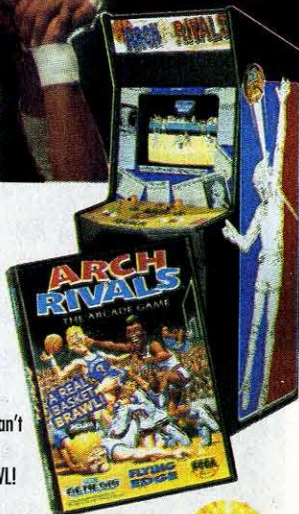


DON'T MISS THIS HALF-TIME SHOW.



NO FOULS! KNOCK YOUR OPPONENT'S BLOCK OFF!

Arch Rivals®: The Arcade Game brings all its hard-hitting, slam-dunking "in your face" arcade action into your home! This is basketball where breaking the rules is part of the rules! If you can't block a shot - knock your opponents block off! But you still need real B-ball skills like passing, shooting, slam dunks, 3-pointers and more! Arch Rivals isn't just basketball...it's a basketBRAWL!



**FLYING
EDGE™**
A Division of Acclaim Entertainment, Inc.







HE DOESN'T UNDERSTAND.
I... I DON'T WANT DAD
BACK! NOT LIKE HE IS!



I MEANT
WHAT I SAID
THIS HAS TO
END.



NOW.

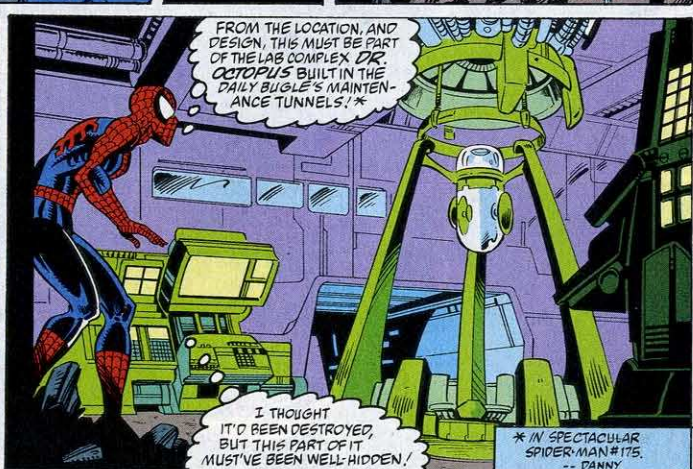


LIGHT! COMING
FROM THAT HOLE!

I'VE BEEN
HERE BEFORE.



OR AT LEAST
NEAR HERE!



FROM THE LOCATION, AND
DESIGN, THIS MUST BE PART
OF THE LAB COMPLEX DR.
OCTOPUS BUILT IN THE
DAILY BUGLE'S MAINTENANCE
TUNNELS! *

I THOUGHT
IT'D BEEN DESTROYED,
BUT THIS PART OF IT
MUST'VE BEEN WELL HIDDEN!

* IN SPECTACULAR
SPIDER-MAN #175.
-- DANNY



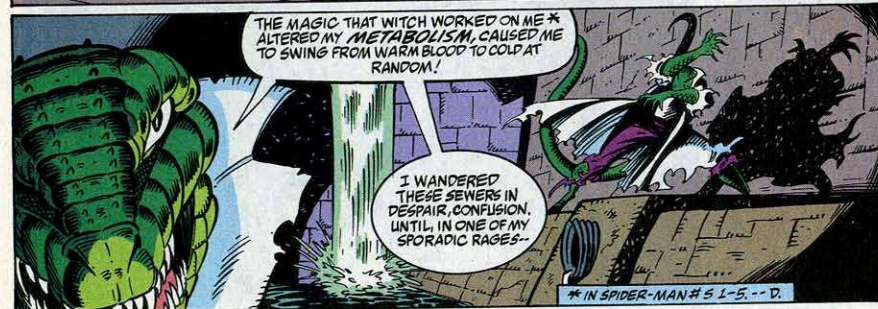
I APOLOGIZE FOR MY... UNFORTUNATE LAPSE EARLIER THIS EVENING.

"LAPSE"? YOU MEAN, LIKE TRYING TO KILL ME?



--DON'T INTERFERE! THIS EXPERIMENT COULD BE MY SALVATION!

LISTEN...



"-- I LASHED OUT
BLINDLY--



"-- AND UNCOVERED
THESE SECRET LABS!



"WITH CURT CONNORS'
MIND IN CONTROL AGAIN, I
FORMULATED A THEORY
THAT MIGHT SAVE ME:

"SINCE, WHILE IN
CALYPSO'S THRALL, MY
HUMAN SIDE WAS AWARE
-- BUT TOTALLY HELPLESS--



"I THOUGHT IF I COULD DUPLICATE
THAT VOODOO EFFECT SCIENTIFICALLY,
BUT REVERSE THE DOMINANCE
FACTOR, I MIGHT FREE MYSELF OF MY
REPTILE PERSONA FOREVER!"



BUT I NEEDED A
SAMPLE OF UNTAINTED
D.N.A. FROM MY
DIRECT LINEAGE.



I ... GOT IT
FROM BILLY'S
BLOOD.



NOW WHEN I PLACE THIS TREATED
SPECIMEN IN THE MACHINES I MODIFIED,
AND STEP INTO THE RESULTING
RADIATION BEAM--



HOLD ON! YOU CAN'T
HAVE TRIED THE
MACHINERY AT
FULL POWER YET!



NO, THE
RESULTING ENERGY
SURGE WOULD LIKELY
DESTROY THE
MACHINES.

I CAN'T LET YOU
DO IT, CURT.



THE MECHANISM'S RIGGED--
TRUST ME! IT'LL KILL YOU!

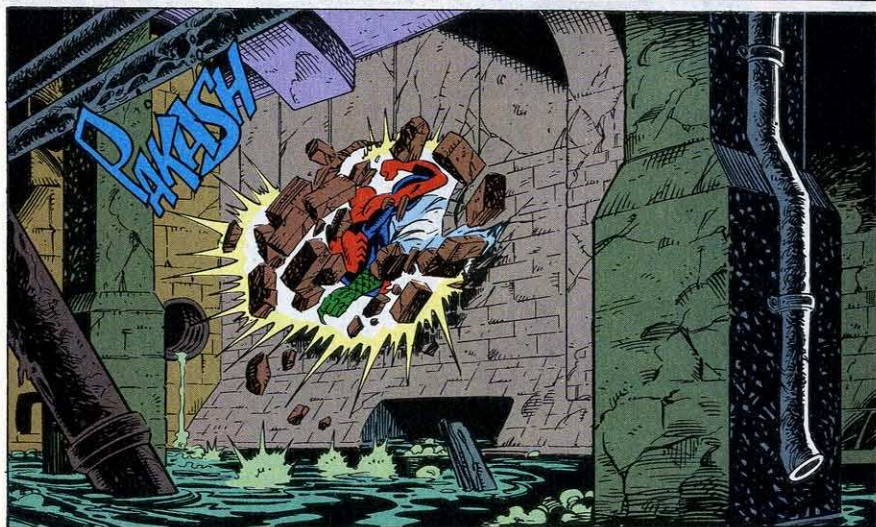
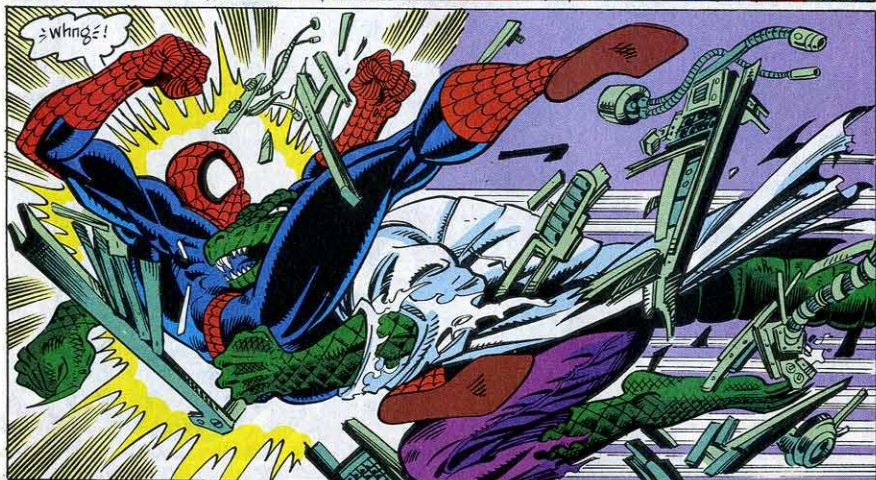
SSSSSSSTAY
OUT OF THIS,
SSSSPIDER-MAN--!

NO.

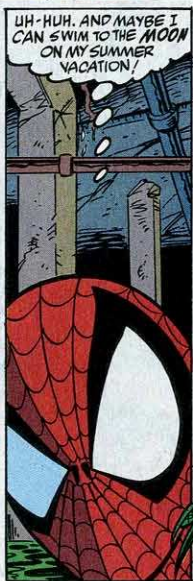
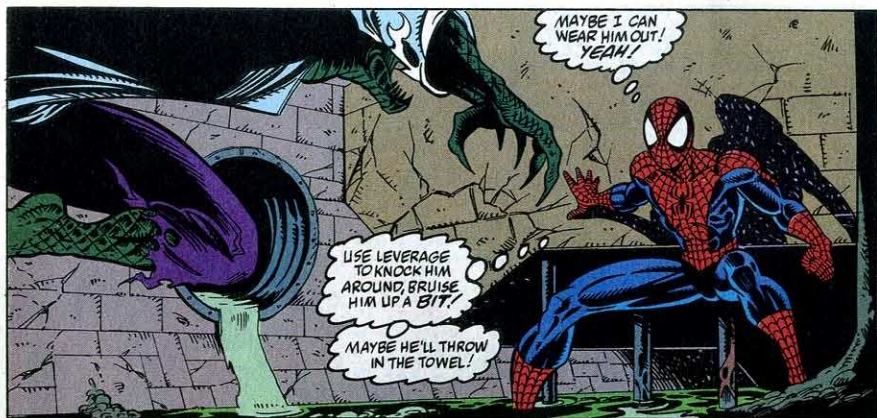


WARMBLOOD...















HERCULES MUSCLES

S·E·C·R·E·T Starts
You Building Bigger, More Powerful Muscles In
Seven Days!...**"FREE Booklet With Photos"**
Send Name and Address Today!!!

HERCULES Info Dept. • 1223 Borg Ave. • Temperance, MI. 48182

BACK BY POPULAR DEMAND!

THE WORLD'S FAVORITE CHARACTERS
GET BOTH FOR JUST \$1.99
plus \$1.00 for shipping & handling
Send to: **BIG TIME PRODUCTIONS**
P. O. Box 3733,
New Hyde Park, NY 11040

POKEY

The Finest Most Realistic

COMPUTER SPORTS GAMES

For IBM PC & Compatibles and C 64/128
AT DISCOUNT PRICES

For brochure: D.S. Games
send \$1.00 to: 3127 Jolly Rd.
Norristown, Pa 19401

FREE MAGIC!

with the purchase of a \$2.00 Magic Catalog

Magic • Masks • Novelties
Puzzles • Practical Jokes • Gags

SEND CHECK OR MONEY ORDER TO:
RSI Productions P.O. Box 145 Sea Cliff, N.Y. 11579

DRAW SUPERCHARACTERS

Learn how to draw your own SUPERCHARACTERS.
Two books containing over 400 instructive illustrations
show you how. Learn or your money back.
Book I \$4.50 Book II \$4.95 or both books ONLY \$8.95.
Send Check or M.O. to: **E. PHELPS COMPANY**
BOX 22401-MC
CLEVELAND, OHIO 44122

Signed X-MEN #1!

• Signed & Numbered by
Marvel X-MEN artist
Scott Williams!
• Certificate of Authenticity!
• Free Wolverine Gift!
• Deluxe "TF" Edition!
• Limited Edition!

Send \$19.95 (\$14.95 + \$5.00 S&H + Ins.) to:
NEW AGE COMICS
225 Main St.
Chico, CA 95928

Call (916) 898-0550 to order!
Wolverine & X-MEN TM & © 1992 Marvel Entertain. Group, Inc.

PEANUTS PREVIEW TRADING CARD SET

All your favorite PEANUTS characters on
33 fun cards—\$9.95 ppd.

Also Available: Famous Battles of the Civil War (100 cards) \$12.95 ppd.
Remember Pearl Harbor (50 cards) \$6.95 ppd.
World War II Propaganda (45 cards) \$5.95 ppd.
To order, call EWC, Inc. (toll free) 1-800-229-4487.
Send order to EWC, Inc. P.O. Box 9637, Richmond, VA 23228.

KARATE POWER VIDEO

LEARN THE REAL
"POWER KICKS" SHATTERING STRIKES"
SELF-DEFENSE & the secret BLACK BELT
technique that is the POWER behind
every crushing BLOW!

Send only \$5.95 + \$2.00 post. & handling to: SEI-SHIN Ctr. Inc.
P.O. Box 636, Plainville, N.Y. 11803-0536 Allow 6-8 wks. Del.

HIGH SCHOOL AT HOME IN SPARE TIME

DIPLOMA AWARDED, ACCREDITED Send For Brochure-Tells You How
American School, Dept.
850 E. 58th St. Chicago, IL 60637
Please send for FREE brochure
Name _____ Age _____
Address _____
City/State _____ Zip _____
Phone Free 1-800-228-5600

Est. 1897
Low monthly payments include
standard text books and instruction.
Credit for subjects already
completed. Progress as rapidly as
your time and abilities permit.

For information on MARKETPLACE contact:
RITA SMOLINSKI
Marvel Entertainment Group
387 Park Ave. So.
New York, NY 10016
(212) 696-0808

GREAT EASTERN CONVENTIONS

COMIC BOOK CONVENTION SCHEDULE

JULY SCHEDULE!

- | | |
|--|---|
| <p>12 BUFFALO, NY
SHERATON
EXIT 52E OFF I-90
NEXT TO GALLERIA</p> <p>12 INDIANAPOLIS, IN
SHERATON N.E.
I-465 & PENDLETON PIKE
7701 EAST 42ND ST</p> <p>12 LOS ANGELES, CA
AIRPORT MARINA HOTEL
8601 LINCOLN BLVD</p> <p>18 LOUISVILLE, KY
HOLIDAY INN DOWNTOWN
BROADWAY EXIT OFF I-65</p> <p>18 PARAMUS, NJ
RADISSON INN 601 FROM RD
EXIT 165 OFF G.S. PARKWAY</p> <p>18 SYRACUSE, NY
HOLIDAY INN UNIVERSITY
EXIT 18 OFF ROUTE 81</p> <p>19 NEW YORK, NY
RAMADA HOTEL
(FORMERLY THE PENTA HOTEL)
33RD AND 7TH</p> | <p>19 SPRINGFIELD, NJ
HOLIDAY INN
304 RT 22 WEST
4 MILES WEST OF G.S. PKWY</p> <p>19 ST LOUIS, MO
HOLIDAY INN
LINDBERGH EXIT OFF I-70</p> <p>26 BOSTON, MA
57 PARK PLAZA HOTEL
200 STUART ST</p> <p>26 DETROIT, MI
TROY MARRIOTT
200 W. BIG BEAVER RD
EXIT 69 OFF I-75</p> <p>26 MINNEAPOLIS, MN
MARRIOTT BLOOMINGTON
I-494 AT CEDAR AVE</p> <p>26 PHILADELPHIA, PA
CITY LINE HOLIDAY INN
CITY AVE AT EXIT 33
OFF SCHUYKILL EXP</p> <p>26 SAN FRANCISCO, CA
HOLIDAY INN
GOLDEN GATEWAY
1500 VAN NESS AVE</p> |
|--|---|

HEY, KIDS!

MARVELS FOR SALE!

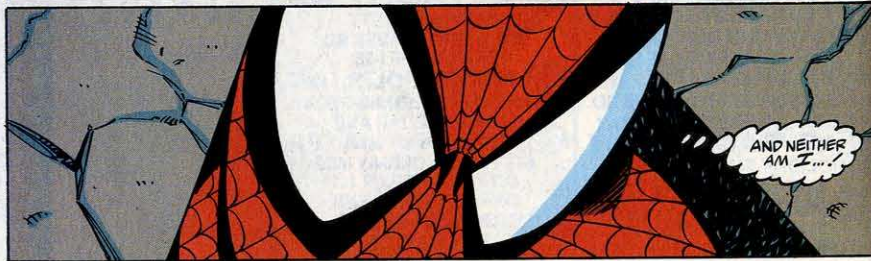
10 FOR \$5
25 FOR \$10
100 FOR \$40
500 FOR \$175
1000 FOR \$300

WE PAY POSTAGE!

WE ACCEPT VISA & MASTERCARD

SEND ORDERS TO:
225 EVERITTS RD.,





ADVERTISEMENT

EXPERIENCE THE EXCITEMENT

X-MEN[®]

FROM

KONAMI[®]

900 Deerfield Parkway • Buffalo Grove, IL 60089-4510

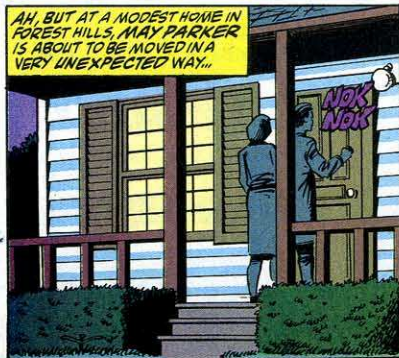
Phone: (708) 215-5100 • FAX: (708) 215-5144

EXPERTS IN VIDEO GAME ENTERTAINMENT



THE UNCANNY X-MEN and all Marvel characters.
TM & copyright ©1992 Marvel Entertainment Group, Inc.
All Right Reserved. ©1992 Konami. All Rights Reserved.

PLAY **X-MEN[®]** TODAY AT AN ARCADE NEAR YOU !







OH, MAN! THAT'S
GOTTA BE ONE
FOR THE GUINNESS
PEOPLE!

FEEL LIKE EVERY
MUSCLE'S POPPED
LOOSE AND
BLEEDING.

BUT IT'LL BE WORTH IT IF I
CAN GET TO DOC CONNORS IN--



"-- TIME?"



SELF-DESTRUCT COMMAND IS LOCKED IN! DIGITAL TIMER SHOWS THE MACHINE'S SET TO BLOW IN LESS THAN A MINUTE!

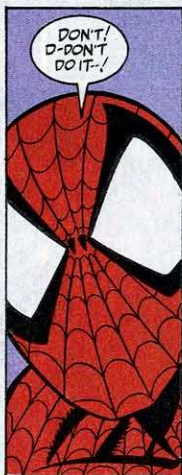


AND SMASHING THE EQUIPMENT MIGHT SET IT OFF EVEN SOONER!



THIS ISN'T FAIR!







THE SCENE AT THE POLICE STATION IS AWKWARD, BUT BILLY CONNORS HAS GROWN UP FAST; HE ACCEPTS WHAT HAS TO BE.

THOUGH AS SPIDER-MAN SLOWLY WEB-SWINGS HOME, HE DRIFTS INTO AN ODD MELANCHOLY.

MAN, I FEEL LIKE I'VE GONE TEN ROUNDS WITH GODZILLA--

--WITH BOTH HANDS TIED BEHIND MY BACK!

HOPE THIS COLLARBONE'S JUST BRUISED...

PETER: ARE YOU OKAY? YOU LOOK TERRIBLE!

LIHHH, I'M GREAT! NO PROBLEM! I'VE GOT GOOD NEWS--

IT'LL HAVE TO WAIT! MAY CALLED! SHE SOUNDED UPSET! WOULDN'T EXPLAIN OVER THE PHONE--

I'LL GRAB SOME JEANS!

YOU GET US A CAB!

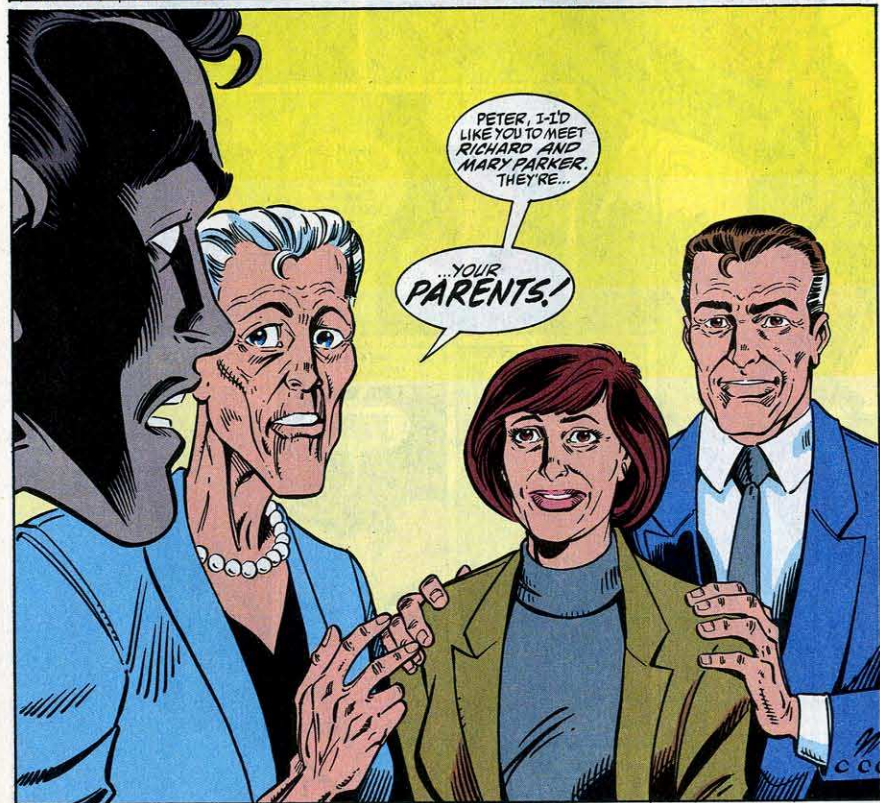
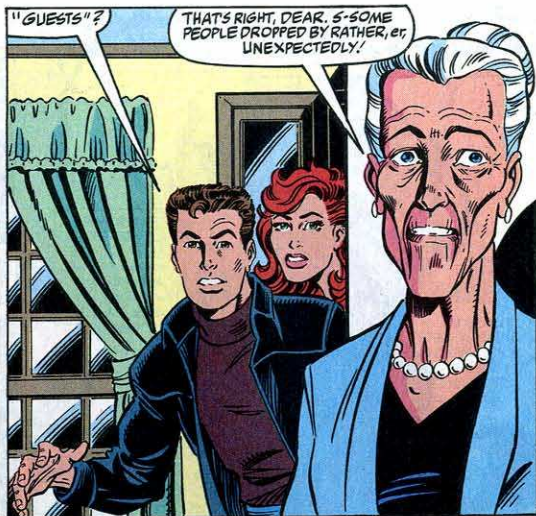
AND SOON, IN FOREST HILLS--

NO AMBULANCES, NO PARAMEDIC VANS--

--COULDN'T HAVE BEEN HER HEART--

FOR WHILE THE CONNORS FAMILY MAY BE SEPARATED, BILLY AT LEAST HAS A FATHER.

--BUT SHE SAID SHE HAD TO SEE YOU IMMEDIATELY!



NEXT ISSUE: THE QUEST FOR THE *TRUTH* BEGINS! ARE RICHARD AND MARY PARKER *REALLY* PETER'S LONG-DEAD PARENTS--OR SOMETHING FAR MORE *SINISTER*? WHATEVER THE ANSWER, OUR WALL-CRAWLING WONDER WILL *NEVER* BE THE SAME!



PLUS, IN THE MONTHS TO COME: THE RED SKULL! THE RETURN OF THE BLACK CAT! TASKMASTER! AND, STARTING IN ISSUE # 368, THE ACTION DOUBLES WITH THIS YEAR'S SIZZLING BI-WEEKLY SAGA, "INVASION OF THE SPIDER SLAYERS!" DON'T MISS A SINGLE STARTLING STORY IN MARVEL'S YEAR-LONG CELEBRATION OF A MILESTONE IN COMICS HISTORY: THE 30TH ANNIVERSARY OF *THE AMAZING SPIDER-MAN*!



THE SAGA OF SPIDEY'S PARENTS

by Stan Lee



Hi, Heroes!

I can't believe it! When Daring Danny Fingeroth, our sagacious Spidey editor, asked me to pen this meritorious little monograph, he said it was in celebration of Spidey's thirtieth anniversary! Thirty years! It doth boggle the mind! It puts our web-swingin' super hero right up there with the biggest of them, because it was in 1962 that the first James Bond movie opened, it was the same year that the NY Mets were born and it was also Johnny Carson's first year on the Tonight Show! Although, in the hallowed history of comicdom, it will evermore be enshrined as the year that Sturdy Stevey Ditko and yours truly, in a moment of dazzling derring-do, took pen and pencil in hand as we daringly intoned, "Let there be Spider-Man!"

Y'know, in the course of those thirty exciting years, countless articles have been written about Spidey and his capricious cast of characters, but there's one aspect of his life that has seldom, if ever, been covered. Let me tell you about it...

The year was 1968 and I was looking for a new theme for a Spider-Man King-Size Special, which is what we called our 64-page annuals in those prehistoric days. In fact, to enable you to fully appreciate how long ago it was, our King-Size Specials were probably the most expensive comic books you could buy, with a cover price of 25 cents! Remember, that was at a time when other comics were twelve cents!

Well, as you can imagine, we wanted to make sure we had a theme that would be truly special, a theme worthy of the 25-cent price. And that's when we got lucky!

Despite the fact that the Spider-Man series was then more than five years old, and despite the fact that we had done stories involving every possible aspect of Peter Parker's life, it occurred to us that we had never given our readers any clue as to how he became orphaned, or who his parents had been! The minute that thought hit us, we knew we had our theme!









BAGS
+ '92
RE.

TM & © 2006 MARVEL

However, a theme is one thing — but a story is something else. The problem now was how to come up with a story that would be surprising enough and unusual enough to justify the theme. The obvious thing would be to say Peter's parents had been an average couple who had suffered an unfortunate auto accident or some such, after which our teenage hero was brought up by his childless aunt and uncle. It could have made a nice enough story, but so what? Remember, we were looking for something different, something unexpected, something to justify that enormous 25-cent cover price!



Of course, to make it more exciting, we could have said that Peter's parents were killed by a criminal and it was an overpowering desire to avenge that deed that made their young son become a super hero. Not too original a premise, but it might have worked, except — every reader knew that Peter became a super hero quite by accident. He really never wanted to be a masked avenger. So, scratch that angle!

Besides, since our story was to be a movie-length 40-pager, it had to have a really big theme plus an exciting super-villain, some deadly baddie whose appearance would shock the readers because it would be totally unexpected in this particular tale!

It was then that I got together with my brother, *Larry Lieber*, who was scheduled to draw the story, and we decided that the last villain anyone would expect to see in a Spider-Man adventure would be the Red Skull! Naturally, that made him the perfect choice for us!

Okay. We had our villain and we had our theme. But how to weave them together and make an epic out of them? And how to tie Spidey into the story? Now the ideas started coming fast and furious. What if Peter somehow learns that his mom and dad had been traitors to the United States? Hey, we couldn't get anything much more startling than that! And what if our broken-hearted hero can't make himself believe such a thing about his own parents despite the evidence, so he decides to investigate the long-buried events himself to learn the truth? Now we had some real gritty drama to work with. Then, what if Peter learns that his mom and dad had actually been U.S. secret agents? But, after he and his wife were killed in an air accident, evidence was found that they had been double agents, traitors to their country! Now we were really rolling! And here was the





best of all — we'll let Spidey discover it was a bum rap, his parents had been framed! Which is where the Red Skull comes in! We'd have Peter find out that the Skull had been almost trapped by Peter's courageous dad, who was on his trail! But, in some diabolical way, the Skull managed to cause the death of agent Parker and his wife, while at the same time planting false evidence that it was they who had been enemies of America, rather than him!

Obviously, that didn't all come together for us quite so fast, but once we saw the first pieces of the jigsaw fall into place everything else began to fit in perfectly. The most exciting part of the process for us was figuring out how, when Spidey, many years later, returned to Algeria to learn the truth about his parents, we could find a way to have him battle hordes of killers

whose mission was to stop him. And then, best of all, we figured out a way for the web-slinger to not only clear his parents' names, but to defeat the Red Skull at the same time, after all those tragic years!

Yes, Larry and I were very proud of that tale which, for the first time, gave readers an insight into Peter Parker's roots and solved a mystery which had baffled comicdom for decades!

And hey, just think of the possibilities it opens for the future! Next time we're stuck for a plot we'll just dream up a yarn about Spidey's *grandparents*, and after that, there's always his great grandparents! In fact, who knows how far back the Parker family tree may go?

But, even though the past thirty years have provided a wonderful, fun-filled ride on the dizzy roller coaster of Spidey's life, we may have to wait another couple of decades before we go further back into Peter's ancestry. I mean, let's face it — we've gotta save something for the ol' web-slinger's *fiftieth* anniversary!

Excelsior!



Stan Lee



DAILY BUGLE BUILDING,
10:37 P.M.; THE OFFICE
OF PUBLISHER,
J. JONAH JAMESON.

NOTES FOR AUTO-
BIOGRAPHY: 'MEMOIRS
OF A CRUSADER.'
CHAPTER 7. 3AHEME

IN THIS SECTION
I'LL DEAL WITH
ONE OF THE DARK-
EST PERIODS OF
MY OTHERWISE
STERLING
CAREER.

WITH GREAT
HUMILITY I
INTEND TO REVEAL,
FOR THE FIRST TIME--

**HOW I
CREATED
SPIDER-
MAN!**

STAN LEE PRESENTS:

DAVID MICHELINIE- WRITER
AARON LOPRESTI- PENCILER
& INKER
DAVE SHARPE- LETTERER
KEVIN TINSLEY- COLORIST
DANNY FINGEROTH-EDITOR
TOM DEFALCO-EDITOR IN CHIEF

BACKGROUND: EVEN NOW, LITTLE IS KNOWN ABOUT THE WEBBLINGERS PRE-VIGILANTE DAYS.

BUT IT SEEMS LIKELY THAT HE WAS QUITE YOUNG WHEN HE FIRST GAINED HIS POWERS. PERHAPS HE EVEN ATTENDED--

"ONE OF THE LOCAL SCHOOLS."

THERE'S PETER PARKER!

THAT BOOKWORM?

HE'S MIDTOWN HIGH'S ONLY PROFESSIONAL WALLFLOWER.

"JUDGING FROM HIS CURRENT ARROGANCE, HE MUST HAVE BEEN QUITE THE LADIES' MAN..."

PETER, FOR THE UMpteenth TIME, YOU'RE JUST NOT MY TYPE.

"THE ENVY OF HIS PEERS!"

THERE'S THIS GREAT NEW EXHIBIT AT THE SCIENCE HALL--

SCIENCE HALL? HAH!

YOU STICK TO SCIENCE SON! WE'LL TAKE THE CHICKS!

"AS FOR HIS HOME LIFE, THE BOY WAS UNDOUBTEDLY A TROUBLEMAKER, A BURDEN TO HIS FAMILY."

I COOKED YOUR FAVORITE BREAKFAST, PETEY!

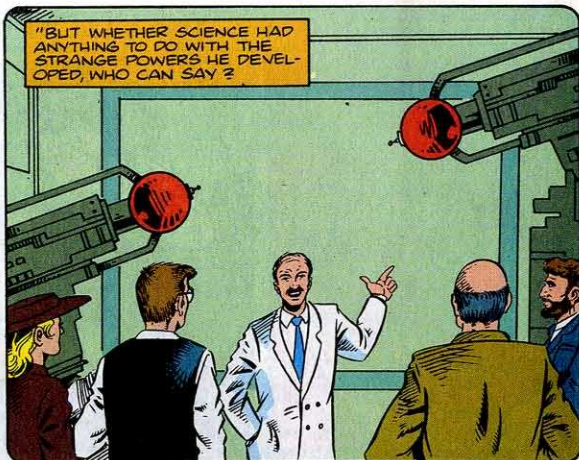
EASY, DEAR, I CAN HARDLY OUT-WRESTLE HIM NOW!

BUT HE WAS AN INTELLIGENT
LITTLE DELINQUENT, I'LL GIVE
HIM THAT.

MUST'VE HAD AN
UNCANNY GRASP OF
PHYSICS, CHEMISTRY.
PROBABLY WOULD'VE BE-
COME SOME KIND OF MAD
SCIENTIST IF HE HADN'T
FOUND SNUBBING HIS NOSE
AT LAW AND ORDER
MORE ATTRACTIVE!



"BUT WHETHER SCIENCE HAD
ANYTHING TO DO WITH THE
STRANGE POWERS HE DEVEL-
OPED, WHO CAN SAY ?



"IT COULD
BE HE'S AN
ALIEN..."



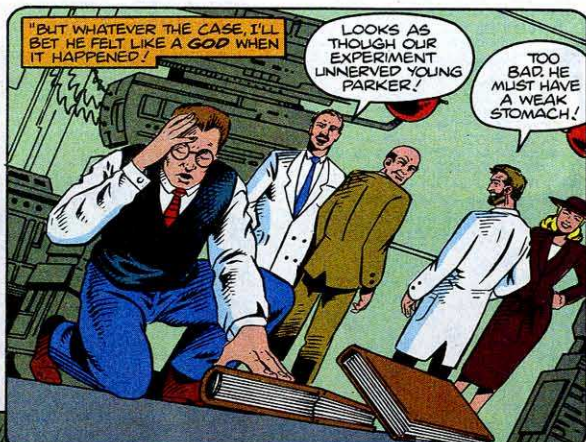
"OR ONE OF
THOSE BLASTED
MUTANTS!"

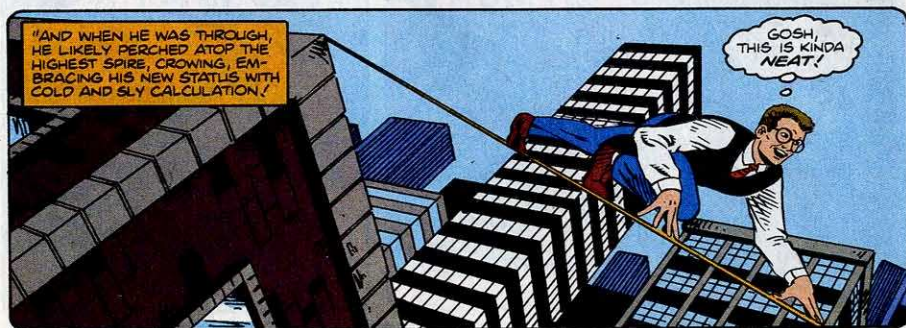


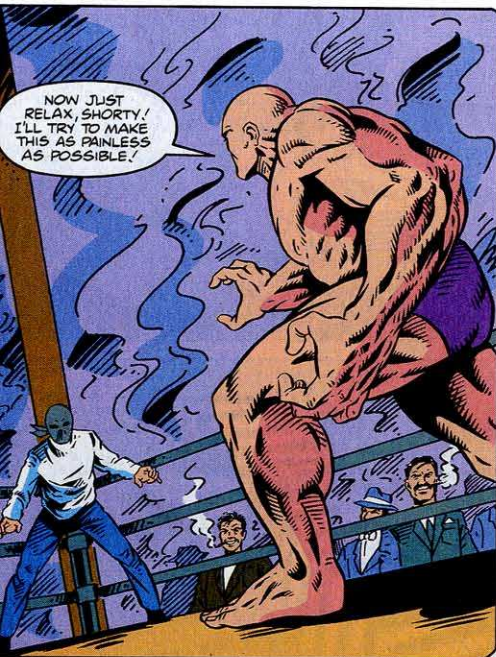
"OR FOR
THAT MATTER--

"--MAYBE HE WAS JUST
BITTEN BY SOME SORT OF
SUPER SPIDER!"

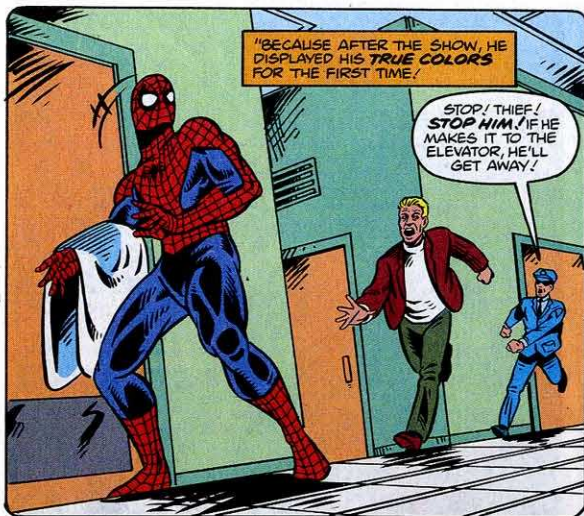














AND THAT'S WHEN I CHANGED, TOO. AND HOW I MAY HAVE BECOME RESPONSIBLE IN A WAY, FOR SPIDER-MAN'S CONTINUED EXISTENCE!



"I WAS ENRAGED THAT SOME COSTUMED PUNK HAD GONE TO DO A COP'S JOB WITH A MASK INSTEAD OF A BADGE. I USED THE BUGLE TO WAGE WAR ON HIM, PORTRAYING HIM AS A MENACE TO HONEST SOCIETY!"



"I RAISED SO MANY DOUBTS ABOUT HIS MOTIVATIONS THAT HE WAS BLACKLISTED FROM SHOW BUSINESS OVERNIGHT! AND... IF I HADN'T?"



"I REMEMBER GWEN"



ANOTHER NIGHT WITHOUT PETER!

ANOTHER NIGHT WONDERING IF I'LL EVER SEE HIM AGAIN!

THE DARKNESS REMINDS ME-- NO ONE IS IMMORTAL!

ONLY MEMORIES LAST-- LIKE MY HAUNTING THOUGHTS OF YESTERDAY-- AND GWEN STACY!

SCRIPT..... STAN LEE
PLOT..... TOM DEFalco
ART..... JOHN ROMITA
LETTERING... CHRIS ELIOPOULOS
COLORING... JOE ROSAS
EDITING..... DANNY FINGEROTH

HOW LOVELY SHE WAS!

WHAT A WONDERFUL COUPLE SHE AND PETER MADE!

I HOPED WE'D BE FRIENDS FOR LIFE!

NOT ALL WISHES COME TRUE!





IT HAPPENED TOO SWIFTLY, TOO UNEXPECTEDLY...



ONE MIGHTY TENTACLE LASHED OUT, SHATTERING A ROOFTOP CHIMNEY!

GWEN'S FATHER, COMMANDING THE POLICE IN THE STREET BELOW, SAW WHAT HAD HAPPENED...

LOOK OUT! THOSE FALLING BRICKS--!



THE BOY WAS SAVED!



THE MAN WASN'T THAT LUCKY!



CAPTAIN STACY, HANG ON! I'LL GET YOU TO A HOSPITAL!

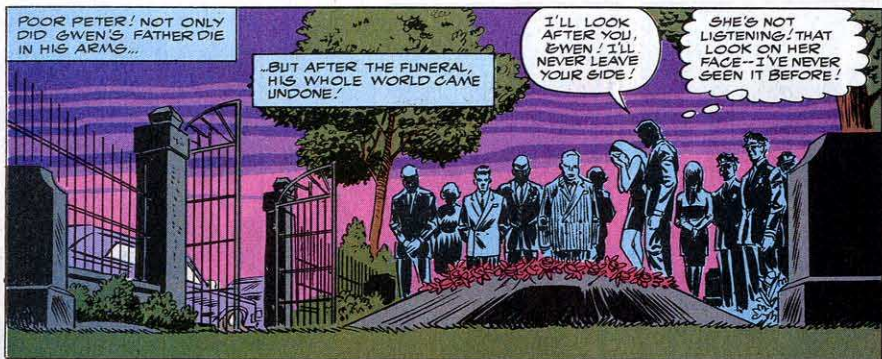


NO, PETER-- IT'S--TOO LATE...

HE'S-- GONE!

HE CALLED ME PETER! HE KNEW! AND HE NEVER TOLD...





WHEN I LEARNED THEIR ROMANCE HAD GONE PFFFTT, I KNEW IT WAS MY BIG CHANCE...

I NEVER WANT TO SEE HIM AGAIN!

RIGHT ON, GWENDOLYNE! LOTS OF OTHER FISH IN THE SEA!

AND YOU'RE A GAL WHO'S GOT ALL THE RIGHT BAIT!



THIS IS GREAT! IT LEAVES THE FIELD CLEAR FOR LITTLE MARY JANE!

BUT THOSE TEARS ARE REAL! SHE'S HEART-BROKEN!

THANKS, MGT. YOU'RE MY TRUEST FRIEND!

THAT WAS WHEN I DID THE LAST THING IN THE WORLD I EXPECTED TO DO!

THEN LISTEN TO YOUR TRUEST FRIEND, GWENDY! YOU'RE MIS-TAKEN ABOUT PETER!

THE GUY IS BONKERS FOR YOU!



HE ONLY SPOKE UP FOR SPIDER-MAN 'CAUSE HE DIDN'T WANT YOU TO SPEND THE REST OF YOUR LIFE BEING BITTER!

BECAUSE HE CARES FOR YOU!

I -- NEVER THOUGHT OF IT THAT WAY!



MINUTES LATER, THEY WERE IN EACH OTHERS ARMS!

I HAD PRACTICALLY HANDED PETER OVER TO HER ON A SILVER PLATTER!

MARY JANE WATSON, YOU'RE THE GREATEST! YOU REALLY OPENED MY EYES!

I KNEW IT WAS A FOOL THING TO DO!

SO WHY DID IT FEEL SO GOOD?



TO THIS DAY I'M
HAPPY THAT I
HELPED BRING
THEM TOGETHER,
EVEN FOR SUCH
A LITTLE WHILE.

OWEN WAS SO SWEET, SO UN-
SELFISH, THAT SHE DESERVED
ALL THE HAPPINESS SHE
COULD GET--

BECAUSE IT WAS
DESTINED TO END
TOO SOON, TOO
TRAGICALLY SOON!

EVEN NOW, AFTER
ALL THESE YEARS,
I CAN HARDLY
BEAR TO THINK
ABOUT IT!

DURING A BATTLE
WITH THE GREEN
GOBLIN, ONCE
AGAIN SPIDER-
MAN SUFFERED
AN AGONIZING
LOSS!

BUT THIS TIME
I WAS THERE
TO COMFORT
HIM--AND LOVE
HIM.



STAN LEE PRESENTS

THE PROWLER

IN

A FRIEND IN NEED

TIME MOVES QUICKLY ON
A CONSTRUCTION SITE!

KNOWING THAT THE
JOBS-- AND THE
RESULTING FRIEND-
SHIPS-- ARE TEM-
PORARY BY NATURE,
THE WORKERS
USUALLY MAKE
THE MOST OF THEM!

YO, THORPE!
HOW'S IT
GOING, MAN?

HOWEVER, THERE
ARE EXCEPTIONS--!

TOM DEFALCO: WRITER
TOD SMITH: PENCILER
ANDREW DEPPY: INKER
JON BABCOCK: LETTERER
KEVIN TINSLEY: COLORIST
DANNY FINGEROTH: EDITOR



--AND HE COMPLETELY IGNORES THE CHEERFUL GREETING OF HOBIE BROWN!

WHAT'S WITH THAT GUY? HE SURE AIN'T NO MR. SOCIABLE!

CUT HIM SOME SLACK, HOBIE! I HEAR THE MAN'S GOT MUCHO PROBLEMS!

A SICK WIFE! OR SOMETHING...



"THIS **SHAFT** RUNS THE LENGTH OF THE BUILDING... AND DISTORTS THE SOUND OF THE VOICES! IT COULD BE ANYONE!"

HOURS LATER, THE WORK DAY DRAWS TO A CLOSE AND **HOBBIE** RETURNS TO HIS APARTMENT IN LONG ISLAND CITY...

WHAT DID I HEAR? WAS IT A REAL CRIME BEING DISCUSSED--OR JUST SOME GUYS HORSEING AROUND?

AT LAST! YOU'RE FINALLY HOME! I WAS AFRAID I'D MISS YOU!

MINDY, O'BUDDY, O'PAL, O'LOVE OF MY LIFE! I'VE GOT A PROBLEM TO DISCUSS WITH YOU!

WITH AN **INTRO** LIKE THAT, I'M SURE IT'S A HUMPING... BUT YOU'LL HAVE TO **SAVE IT** UNTIL LATER!

I'M DUE BACK AT THE OFFICE! WE'RE PREPARING FOR A MAJOR AUDIT!

ANOTHER LATE NIGHT! YOU PUT MORE TIME INTO YOUR ACCOUNTING CAREER... THAN OUR MARRIAGE!

THAT'S BECAUSE MY JOB TAKES REAL EFFORT! LOVING YOU COMES NATURALLY!

EXPECT ME AROUND MIDNIGHT!

BYE!

BYE!

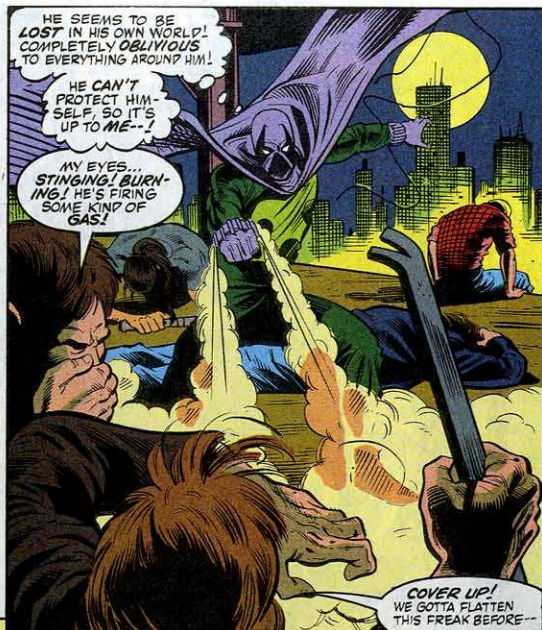
MINDY AND I ARE WAY TOO BUSY THESE DAYS!

WE KEEP MISSING EACH OTHER!

I'M SURE WE'LL EVENTUALLY SETTLE DOWN!

BUT, SINCE I HAVE NOTHING ELSE TO DO TONIGHT...







NOT BAD! I PUT THESE CLOWNS DOWN IN RECORD TIME! I ALMOST WISH SPIDER-MAN WAS HERE TO SEE--HEY! WHAT'S THORPE DOING NOW?

WHY DID HE SUDDENLY DECIDE TO STAND?



OH, NO--!



HE JUMPED! HE DELIBERATELY LEAPED OFF!



HE'S MEAT SAUCE, UNLESS--!



GOTCHA!

EASY DOES IT! I'LL GET YOU TO SAFETY!

IT'S MY FAULT!

IT'S ALL MY FAULT!





SPIDER-MAN®

THE FIRST THIRTY YEARS

by Peter Sanderson

By 1962 Stan Lee and Jack Kirby had already redefined the world of super hero fantasy with their first major joint creations, THE FANTASTIC FOUR and THE INCREDIBLE HULK. Yet neither the Fantastic Four nor the Hulk were super heroes in the traditional sense. In the early 1940s the word "super hero" did not yet exist; instead these costumed adventurers were known as "mystery men." That concept of "mystery" seemed essential to most of the traditional super heroes up until very recent times. Most of them had secret identities; they were "ordinary" people who put on masks and costumes in order to display their extraordinary abilities in fighting menaces to society. After their first issue, there was nothing "mysterious" about the Fantastic Four. They wore no masks, their costumes were no more than practical jumpsuits, and everyone knew who they were. The Hulk originally had a secret identity, but he was as much a potential menace as he was a "super hero."

It was not until 1962 and AMAZING FANTASY #15 that "The Marvel Age of Comics" produced its first major masked crimefighter. But Stan Lee and Steve Ditko's creation, the amazing Spider-Man, was like no costumed crimefighter that had preceded him, and completed the revolution of the entire super hero adventure genre that the FANTASTIC FOUR had begun.

Consider first Spider-Man's name. Stan Lee has written in the past how he was discouraged from naming the character after a spider (or the Spider, a masked vigilante of 1930s pulp fiction), since everyone found spiders repulsive. (By the same logic, I suppose, a hero named after a bat could never be popular, either.) But in the early 1960s, super heroes over at the Distinguished Competition were clean-cut, cheerful individuals, motivated only by a sense of idealism, beloved by the public they served, operating in a brightly lit, squeaky clean world without any sense of danger apart from the occasional costumed crook robbing a bank.

The eeriness of a man with spider-like abilities provided a startling contrast to these characters. Spider-Man wore a mask that completely concealed any facial ex-



pression, and that, in fact, made him look inhuman. He scurried up walls with the strange, animal-like gait with which Steve Ditko endowed him. He often operated at night, frightening his criminal adversaries by catching them in the glare of the spotlight cast from his belt.

If Spider-Man was eerie, then his principal costumed opponents were downright grotesque. Lee and Ditko succeeded in fusing the costumed super-villain with the memorably repellent villains of the Dick Tracy mold. Some, like Spider-Man himself, blended the aspects of animals and human

beings: Doctor Octopus, the Vulture, the Lizard, the Scorpion, and the Chameleon. Others seemed to overturn the natural order of things by their very existence: the Sandman, who could turn his human form into a torrent of living sand; Mysterio, who used his knowledge of special effects to perform the seemingly impossible — even to appearing not to have a head! Perhaps most memorably, there was the Green Goblin, who looked like a medieval gargoyle come to life, a human in demonic form, possessed of the "black magic" of modern science.



Furthermore, Spider-Man did not live in some fictional metropolis, but in a city clearly identified as New York. And Steve Ditko's New York was not a fantasy world of gleaming, modern skyscrapers, but a city with dark alleys, water towers atop buildings that were clearly many decades old, dilapidated warehouses, dank sewers. It was also infested with thugs and gangsters, leading to the many tales of organized crime that have run through Spider-Man's entire history, ranging from early stories of the Big Man and Crime-Master through the many memorable sagas of Spider-Man's one-man wars against the Kingpin's criminal empire.

This was a dangerous world, and in part Spider-Man was the dark avenger who took it upon himself to hunt down its criminals. No scene shows this better than the climax of *AMAZING FANTASY* #15 itself, in which Spider-Man climbs down a wall in a darkened warehouse, terrifying the unnamed Burglar who killed his beloved uncle Ben. Perhaps it is the fact that there has always been this bleak, chilling aspect to Spider-Man's world that helps account for his remarkable popularity in this current age of "grim and gritty" vigilante heroes like the Punisher (many of whose early appearances were in *AMAZING SPIDER-MAN*) and Ghost Rider.

Up until 1962, most comics super heroes had interchangeable personalities; what differentiated them from each other were their powers and gimmicks. If Spider-Man had been created in that mode, then there would be little more to him than his webbing, his strength, and a spooky demeanor. But, unlike his predecessors, the essence of Spider-Man lies not in his powers but in his unique personality.

Look at the other half of Spider-Man's name. One of the most revolutionary aspects of the character was that he was named Spider-Man, not Spider-Boy. Consider that in the early 1960s, virtually any costumed hero below the age of twenty-one was relegated to the role of "kid sidekick" to an adult hero. The younger heroes were saddled with names, and sometimes costumes, that underlined their juvenile rank (like a certain "boy wonder" in his short pants). And what was the point of "Kid sidekicks" anyway? What reader really wanted to

identify with the junior version of the adult hero instead of the star of the show? Why bother with Bucky when you could be Captain America?

In creating Spider-Man, Lee and Ditko not only made a teenager their central character, but they also demonstrated their refusal to condescend to him. He was not "Spider-Boy" or "Spider-Teen," as he inevitably would have been at the Other Company; he was "Spider-Man." (Similarly, in the following year Lee and Kirby would dub their team of teenage mutants "The X-Men.") They were making it clear that they intended to treat this character's desires and his sorrows, his triumphs and his failures, with the same respect with which they would treat those of an adult. And by extension, since virtually all of Spider-Man's audience in those early days were his age or younger, Lee and Ditko were stating that they were taking their readers seriously, as well.

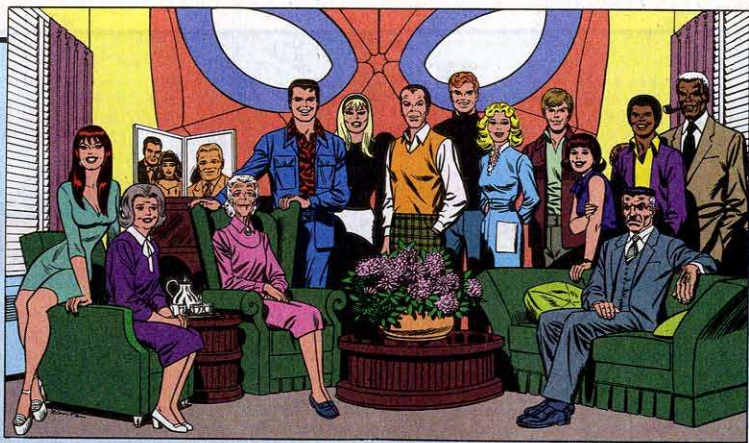
The worst problem that your average kid faced in his private life was getting his homework done before going out on patrol. *SPIDER-MAN*, on the other hand, has from the beginning been a chronicle of a man's inner life. Lee and Ditko set the tone for the entire thirty-year run of the series in these early years through their highly perceptive and compassionate treatment of a male

adolescent's sense of alienation, his personal crises, his first experiences of love, and his maturation. Indeed, the very first *SPIDER-MAN* story works extremely well as a parable of how a young man discovers and comes to terms with his own potential to affect the world around him.

Clark Kent only pretended to be "mild-mannered," or, in today's terms, introverted, withdrawn, even nerdish. In fact, he was "really" an all-powerful super hero who, in the initial decades of his publishing career, anyway, was virtually free of inner turmoil. The early Peter Parker, on the other hand, was Clark Kent for real. Parker truly was a bookish introvert, isolated from his peers through their casual, unthinking cruelty. The story is told basically from Peter's own point of view. We see the desperate unhappiness in him that his classmates, and even his surrogate parents, Aunt May and Uncle Ben, do not. Still, despite Peter's dissatisfaction with the world of people his own age, May and Ben provide an idyllic world of love and security for him at home, one that he naively assumes is free from any danger.

In discovering his spider-powers, Peter likewise learns that he need not simply retreat from a world that belittles him, but can make his mark upon it. The powers can





be seen as symbolizing the strength of Peter's potential as a human being. The lonely introvert turns to the opposite extreme, becoming an arrogant egotist, using his new powers to win fame and fortune. So Spider-Man inaugurates his career as a television performer. For the SPIDER-MAN series, more than any other early Marvel strip, grounded its fantasy in a much more realistic world than super heroes had inhabited before. The Hulk was out in the desert, and the Fantastic Four spent much of their time on far away planets and in other exotic realms. But Spider-Man's adventures took place in modern day New York, and inevitably he became a public figure, subject to the eye of the mass media, which first exalted him, and then, through J. Jonah Jameson's *Daily Bugle*, became his tormentor.

But first the real world was to strike at him in a way that destroyed all his illusions about himself and his world. In other super hero series any dire fate that struck the supporting cast was usually reversed by the final page. Imagine how readers must have been surprised when Peter's Uncle Ben was murdered by an unnamed burglar, and shocked when they realized, as did Peter, that indirectly it had been Peter's own fault. He had let the burglar go free earlier, when he could easily have stopped him.

Thus he learned, that "with great power comes great responsibility," thereby taking the first step towards maturity. He could no longer trust in his surrogate parents to keep him safe; he could no longer simply exploit the world around him for fame and fortune. Instead, it was his moral duty to do whatever he could to keep the world's chaos from victimizing himself and others. His life since then has been not an unending campaign of vengeance against numberless enemies, nor a naive devotion to unrealistic ideals (like super heroes created in "simpler" times), but an ongoing effort to uphold his moral values as best he can, founded in a painful personal knowledge of the depths to which he is capable of sinking, and the pain that life can inflict.

Spider-Man thus had to learn to cope in a world that may have super-powered people in it, but otherwise was all too disturbingly like our own, one where even super heroes had to struggle to make a living, had romantic troubles, had to fight when they were ill, were held in suspicion by the police and the public, and ran the risk of falling prey to sociopaths. The Hulk and the Thing were separated from the rest of humanity because they looked like monsters. Spider-Man himself looked like a normal human being, yet he too felt divorced from the rest of humanity. Parker's fate as Spider-Man, gifted with super-human powers, was really the same as his life as the student gifted with scientific talent, but on a grander scale: he was still alone, troubled, and resented for the abilities that made him different from others.

Before this, super hero stories were usually purely escapist fantasy. The reader could briefly escape his own problems by vicariously participating in the triumphs of the super hero. But, inevitably, the reader finished the story and had to return to his everyday life and troubles. Thus it was startling when Lee and Ditko placed Spider-Man himself in the same position as the reader. Peter Parker could escape his personal agonies and humdrum life by becoming the seemingly happy-go-lucky Spider-Man, swinging high above ordinary people and besting powerful foes. But being Spider-Man did not solve his problems in his personal life, and in fact it worsened them.

In establishing this dichotomy between the hero's triumphs and his personal miseries, SPIDER-MAN set the pattern for the many Marvel series that followed, and, indeed, for the entire super hero adventure genre as it evolved over the next thirty years.

But despite even the moments of deep tragedy in Spider-Man's life, the series has never been gloomy or depressing. From one point of view, Spider-Man's masked visage and animal-like crouching may make him look weirdly menacing, but they also make

him look appealingly, humorously "cartoony." A major part of Spider-Man's appeal has always been that he is the super hero as comedian. Super heroes before Spider-Man had engaged in light banter, usually not particularly funny, while battling their foes, but it was usually not particularly funny or memorable. Spider-Man, however, had his own unique style of humor that became his *modus operandi*. His adversaries were not only powerful but pompous, making long-winded speeches full of bluster about their own greatness. Spider-Man did not just win physical battles against them, but he also simultaneously cut their egos down to size with a constant barrage of wisecracks. They attempted to be grand figures of evil; he rendered them absurd. He is the traditional little guy of comedy who outmaneuvers his enemies by outsmarting them.

Spider's humor is one of the ways in which he rises above the difficulties of his life, the very great dangers of his enemy-ridden, death-haunted world. Unlike previous wisecracking super heroes, Spider-Man's humor embodied a consistent, ironic attitude towards life. Marvel would give us other jokester heroes over the years, such as the early Daredevil, but only in Spider-Man's case did the humor seem such an integral, essential part of the character's personality. Spider-Man lives in a "grim and gritty" world and his career was born from tragedy, but the principal impression that he gives is that of a spirit of good humor that rises above the morass of his crime-ridden world, and that triumphs over the world's worst excesses.

Throughout its history, the series has also celebrated those qualities that make the hardships of life easier to bear, notably love, friendship, and familial devotion. In no other Marvel series have there been so many important non-costumed supporting cast members — Aunt May, Betty Brant, Gwen Stacy, Flash Thompson, Harry and Liz Osborn, Joe Robertson, J. Jonah Jameson, Mary Jane Watson — who have played such important and memorable roles in the hero's life.



There are various cases of classic super heroes whose glory days lie in the past; succeeding writers and artists were never able to match or surpass the greatness of the original creators' stories. Brilliant as the Lee-Ditko run was, however, that has not proved true of SPIDER-MAN. There have been wonderful and important stories throughout the succeeding years, far too many to enumerate here. But surely among the high points are Stan Lee and John Romita Sr.'s two-parter revealing the true identity of the original Green Goblin, Gerry Conway and Gil Kane's chronicle of the death of Spider-Man's first true love, Gwen Stacy, and the ensuing demise of the Goblin, and, in more recent years, the manner in which Todd McFarlane succeeded in recapturing in a contemporary style the off-center quirkiness that Steve Ditko gave Spider-Man and his world. The series has given us major new characters over the course of its run, such as Cloak and Dagger, the Hobgoblin, and Silver Sable.

The continuing vitality of the series is demonstrated by the fact that it is still capable of producing a major villain to match the greatest of the past. Venom is very much a contemporary creation, yet he also fills a gap in the series we may not even have known was there. Each hero needs a nemesis who embodies his own dark potential. Venom is Spider-Man's nightmarish mirror image, reveling in savagery and bloodshed while protesting his obsession with avenging the innocent.

Spidey grows and matures, even though some of the major steps have seemed controversial at the time. But over the years he did evolve from the introverted bookworm into a late bloomer college student and



eventually into a married man (while his supporting cast — notably Mary Jane and Flash — matured considerably as well).

At the time it occurred, many thought that the marriage between Peter Parker and Mary Jane Watson was a mistake. But it can also be seen as very much in keeping with the longstanding themes of the series.

If Peter Parker's life was meant to be static, he would never have entered college, never have changed from the unprepossessing wallflower drawn by Steve Ditko to the more

mature and confident man John Romita Sr. drew. Thanks to writers Tom DeFalco and Gerry Conway (in the latter's PARALLEL LIVES graphic novel) Mary Jane became a much more complex character, a true counterpart to Spider-Man in her efforts to transcend her own unhappy past through humor, role-playing, and even the world of show business. In bonding

together, Peter and Mary Jane recognized and fulfilled their emotional needs rather than continuing their ultimately unsatisfactory attempts to escape from them. In a

sense the series came full circle, with Peter and Mary Jane establishing themselves as a new young married couple, a new center of moral and emotional stability in their unstable world, that took the place of the marriage of the elderly Ben and May that the world had destroyed in the very first Spider-Man story. Think how little role romance plays in many of today's most popular comics adventure series. Spidey's marriage provides a celebration of love in a super hero world that nowadays finds little room for it.

Thus Spider-Man the series and the character have changed over the years, always successfully adapting themselves to the tastes of new generations of readers. Yet throughout this evolution, Spider-Man has remained in essence the same as he was back in 1962. This is the true test of a classic character. And he is more popular now than ever.

In 1962 it probably would have seemed impossible that anyone could have created a new super hero who could rival the popularity and widespread recognition of Superman or Batman or Wonder Woman. But Spider-Man has done it. He may have been a little guy for whom nothing ever seemed to go right, but he kept on struggling till he won out. When you think about it, that's the essence of a classic American hero. And that's exactly what Spider-Man has become.



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 David and Danny,

Awsome! I just finished AMAZING SPIDER-MAN #359 and I was totally blown away. I have been buying Spidey's mags for ten years now. I think that he is the ultimate Marvel hero. I just have one question, though. How come on page eight, Mary Jane has brown hair instead of her normal red? Did she forget to dye it?

Can't say enough about Cardiac. Cool outfit, though it looks like he was electrocuted. I see him heading toward a Punisher-like future. It's great that there is a new black character on the block. Marvel should have more, or at least give one of the existing ones his own book. I hope that Spider-Man saves Cardiac instead of that dumb security guy. Spidey should understand that Cardiac's trying to make the world safer for the average Joe.

What's going on with that Kasady guy? Is he the one that is taking on the webster in that teaser cover? Can't wait to find out. Thanks again for another awesome comic.

Darnell Woods
710 Noble Ave.
Bronx, NY 10403

You guessed the identity of our "teaser" villain, Darnell. Hope you enjoyed our Carnage storyline as much as you enjoyed the Cardiac story. Not everyone agreed with your assessment of Cardiac, however...

Dear Spider Writers,

I'm sick and tired of new villains. Spidey already has plenty to deal with anyway. For example, in AMAZING SPIDER-MAN #359, you said, "The return of the villain you demanded — Cardiac!"

Who is this Cardiac anyway? I have over half the AMAZING SPIDER-MAN series, going as far back as #2, and I've never heard of this blue and white freak. There is one thing that won't change as far as my opinion goes. The oldies like Doc Octopus, the Lizard, Electro, the Chameleon, etc., are the best. The Chameleon and the Lizard have very sparse appearances. Please give them more.

I'm also tired of the mini-series within a series. Do you realize that with "Round Robin," "The Name of the Rose," and now "Funeral Arrangements," AMAZING, WEB, and SPECTACULAR have been caught up in "Part 1 of 6," "Part 2 of 6," etc. Let Spidey have one comic adventures, will ya?

I would also like Spidey to remain solo. No more joining up with the Fantastic Four and X-Force. Appearing with large groups is not the wall-crawler's specialty. I would like to see a couple of fights with the Hulk, though. Hulk always has the most exciting battles with Spider-Man.

Okay, enough playing J. Jonah Jameson. I'll be writing in a couple of months with a copy of my article on the growth of comics this past year.

Sean Nye
51 Martha Road
Orinda, CA

We're looking forward to it, Sean! In the meantime, try to remember that we have four monthly Spidey titles. If we constantly

used the classic villains to plague our wondrous web-slinger, we'd get rather redundant in a very short time! And, hey, we think we've been using them quite a bit lately, anyway. (And, don't forget — today's new villain is tomorrow's golden oldie!)

Dear Spider-Man guys,

I have been reading AMAZING SPIDER-MAN for seven years now, and I consider him my favorite Marvel character. He always reacts in an original way to the problems that he faces. But a few things bothered me about issue #359:

1) I really didn't like the art. I know that Chris and Keith are good artists, but they didn't seem to be in sync this time out. Maybe next issue.

2) Is Cardiac a good guy or a bad guy? Sometimes it's tough to tell. He seems to take too much pleasure in beating up the villains. Don't make him into an Electro-Punisher — please!

3) How do you guys make the blue effect on Cardiac's shock stick? Is it a special effect? Why are there no black lines around the blue effect?

4) When will we see a John Romita or John Romita Jr. Spidey story? You have to get these guys again!

5) When are you going to bring back the Shocker, the Prowler, and the Lizard?

Well, even though I had some negative comments, I still consider AMAZING my favorite of all the Spider-Man comics. It's always given me the most enjoyment and I hope you all are very successful with it in the future.

Neal Mulligan
Albuquerque, NM

1) Sorry you didn't like the art, Neal. Maybe you were just disappointed that Mark Bagley was taking a much-needed vacation after his incredible bi-weekly run.

2) Cardiac thinks he's a good guy. What Spidey believes, on the other hand, is a different story.

3) The blue effect on Cardiac's staff is called a color hold. It is composed on a separate sheet of paper from the art board, then printed in color rather than in black.

4) The Romitas are probably the busiest family in comics. John Sr. does many special in-house projects for Marvel while John Jr. is currently working his talents on PUNISHER: WAR ZONE and the upcoming CABLE limited series.

5) Last issue! This issue! This issue! Good enough for ya, Neal?

Dear Spider-People,

AMAZING SPIDER-MAN #359 was great. The writing and the art were super as always. I loved the return of Cardiac and the new twist with Cletus Kasady. I can tell from the cover on the letters page that he's going to be trouble.

I just want to say congratulations on all those who work on AMAZING and wish Spider-Man a happy 30th Anniversary. Good luck in the next thirty years!

Dennis Russell
4065 Debbidan Cr.
Memphis, TN 38108

Many thanks, Dennis. Hope you're with us for the sixtieth!

Dear Spider's Web,

Lately, I've been reading SPIDER-MAN. No, not the AMAZING SPIDER-MAN, but SPIDER-MAN. But, I found the artwork depressing and the stories even more depressing. So I took a trip to my local comic shop and bought THE AMAZING SPIDER-MAN #359. By the second page, my attitude went from depressed to "All right!" Finally a Spider-Man story that won't leave me feeling like ugly!

I have never seen Cardiac before, and when I saw the cover, I thought, "Oh no, I hope it's not some undead killer after Spider-Man for revenge." I'd had enough of those stories. After I read "Cardiac Attack!" I was relieved to finally find a classic-type Spider-Man story. The artwork was excellent! The story was superb (so far)! I'm anxiously awaiting issues #360 & #361.

Now that there are four Spider-Man titles, I'm a little confused. Is the web-spinner leading four different lives, or what? Please fill me in!

A.D. Bayless
4060 Lillian Dr.
Concord, CA 94521

We're keeping the continuity between AMAZING, SPECTACULAR, and WEB pretty tight, A.D., but it's a little looser in SPIDER-MAN. What do the rest of you folks think? Should our continuity be even tighter than it is now? Should SPIDER-MAN's continuity be more consistent with the other three Spidey titles? Let us know!

Dear Danny Fingerth,

I just finished reading ASM #359. I think bringing Cardiac back was a great idea! I thought the suspense at the end of it was really cool. The action was great. I thought that after "Round Robin" you would wind down a little, but you didn't. I think a SANDMAN limited series would be pretty cool. Sandman is an interesting hero. So until the Punisher replaces his skull emblem with a happy face, Make Mine Marvel!

Tim Marzullo
2610 Beaufort Ave.
Toledo, OH 43613

Have you been reading WHAT THE —?!, Tim?

Re: AMAZING SPIDER-MAN #359,

Most triumphant issue! It was most stellar to see that bogus bad-guy Cardiac. Keep up the most excellent work! Party on, dudes!

Tim Hackman
140 South Franklin Street
Red Lion, PA 17356

Party on, Tim!

NEXT ISSUE: Guess what. Spidey's life gets real complicated. And the RED SKULL and TASKMASTER don't make things any easier. Be here as we begin our second thirty years. It just wouldn't be the same without you.



NEW YORK...

IN THE
YEAR
2099.

MANY THINGS
HAVE CHANGED.

WE'RE
GONNA GET
CAUGHT.

NO
LEADS
IN

NAP!KA!

ALCHEMIA
MYSTERY
EXPLOSION

WE'RE NOT
GONNA GET
CAUGHT.

I'M TELLING YA, THE
FLYBOYS NEVER COME
UP THIS HIGH.

THEY DON'T LIKE THE
CROSSWINDS. JUST A
BUNCH A STONELESS...

HEY!!

WHAT THE
SHOCK IS
THAT?!

ON THE OTHER HAND, THERE
ARE SOME THINGS...

HERE IT IS! A SNEAK
PREVIEW OF THE FIRST
MARVEL FUTUREVERSE
TITLE! SPIDER-MAN
2099!

... THAT REMAIN DEPRESSINGLY
THE SAME.

HALT!

AS AUTHORIZED
REPRESENTATIVES OF
THE PUBLIC EYE,
WE'RE ORDERING
YOU TO HALT!

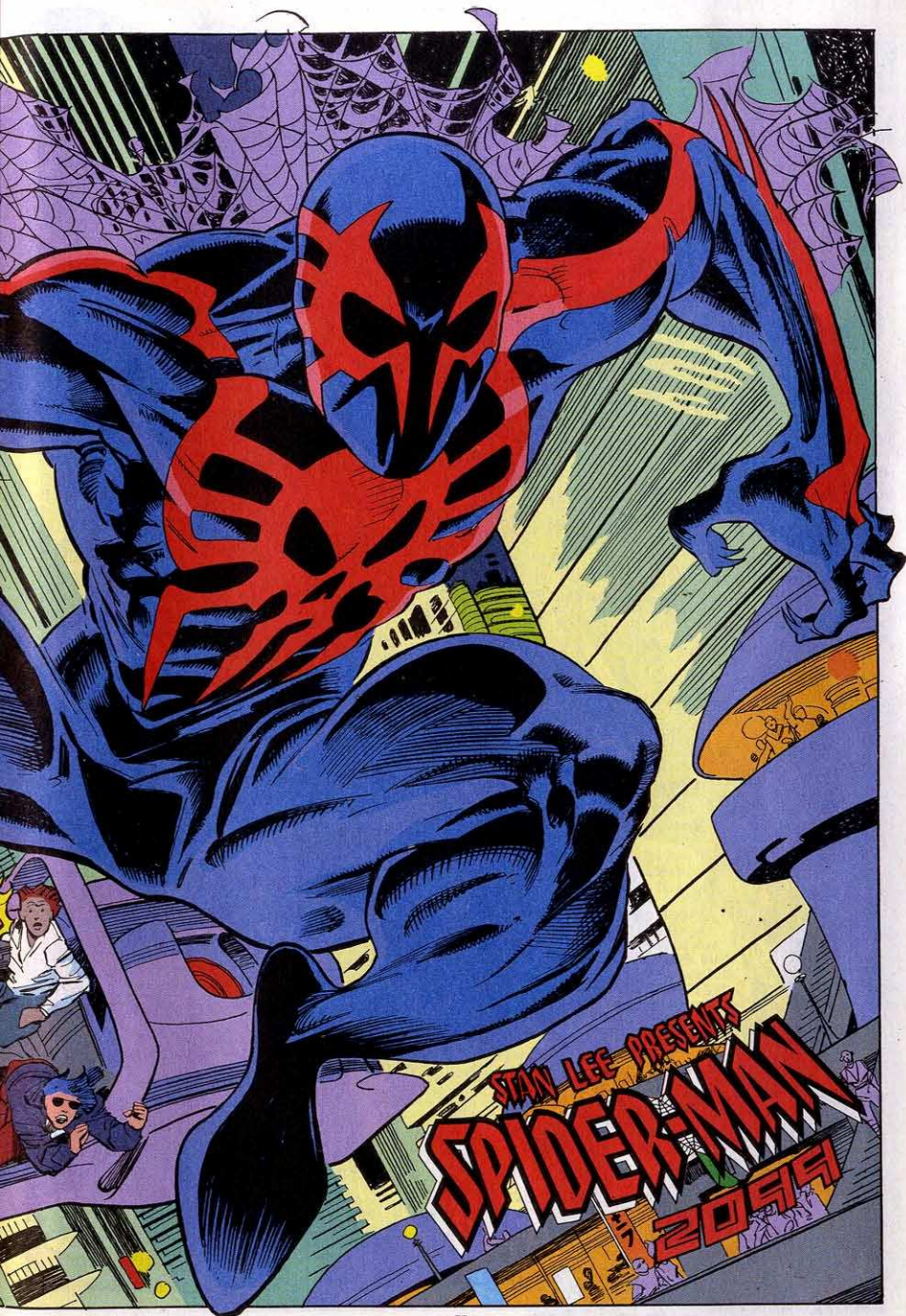
YOU BRATS IN THE
WHISPER 3000--
VACATE THIS AREA
IMMEDIATELY!

ALL SUCH VEHICLES
ARE FORBIDDEN IN THE
INNER CITY! YOUR
REGISTRATION HAS BEEN
NOTED! RETURN HOME
AT ONCE, WHERE YOUR
VEHICLE WILL BE
CONFISCATED!

MOVE!!

GET THOSE
IDIOT KIDS
OUT OF THE
WAY!

PETER DAVID RICK LEONARDI
WRITER FENCIBLEE
AL WILLIAMSON RICK PARKER
INKER LETTERER
KEVIN TINSLEY JOEY CAVALIERI
COLORIST EDITOR
TOM DEFALCO, EDITOR IN CHIEF
Begin the Future
History of





THIS IS YOUR FINAL WARNING! SURRENDER INSTANTLY OR WE WILL USE DEADLY FORCE!

WHAT THE BLAZES...!

HOW DOES HE MOVE THAT FAST?!

WE'RE HERE TO ARREST HIM, NOT ADMIRE HIM!
HE WENT BETWEEN THOSE BUILDINGS! MALIK, WITH ME! THE REST OF YOU, CUT HIM OFF FROM THE OTHER SIDE!

OKAY, MALIK, PROCEED WITH CAUTION.
ALCHEMAX WANTS HIM ALIVE IF AT ALL POSSIBLE.

CAN THE JOKES, MALIK, WATCH THE DRAFTS-- THEY'RE REALLY NASTY UPHERE.

I BET THEY DO, SARGE. AND I WANT ME ALIVE IF AT ALL POSSIBLE.

SARGE! ABOVE YOU!

NOW WHERE DID HE GO?



Individual titles

\$12.00

(for 12 issues)

(Newsstand price \$15.00)

**GET 4 TITLES
FOR THE PRICE
OF 3. (SECTION
1 ONLY!)**



**Order today
and get 4 titles**

**for only
\$45.00**

(12 issues)

Newsstand value \$60.00.

Offer expires Nov. 30, 1992

SPECIAL BENEFITS:

Mailed in protective polybags

Refund Guarantee:

If not satisfied, refund on all
unserved issues

Section 2

SPECIAL PRICES (12 Issues)

- ☐ Marvel Comics Presents (Bi-Weekly)
- ☐ Alpha Flight
- ☐ Darkhold
- ☐ Deathlok
- ☐ Digitek
- ☐ Dr. Strange
- ☐ Excalibur
- ☐ Ghost Rider/Blaze
- ☐ Ghost Rider
- ☐ Hell's Angel
- ☐ Moon Knight
- ☐ Morbius
- ☐ Motormouth
- ☐ Nomad
- ☐ Pendragon
- ☐ Punisher War Journal

\$18.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00

- ☐ Punisher War Zone
- ☐ She-Hulk
- ☐ Shield
- ☐ Spider-Man Mag
- ☐ Terror Inc.
- ☐ The Nam
- ☐ Warheads
- ☐ Warlock & Infinity Watch
- ☐ Wolverine
- ☐ Groo
- ☐ Conan Saga
- ☐ Savage Sword of Conan
- ☐ Nightbreed
- ☐ Original Ghost Rider
- ☐ Tek World

\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$21.00
\$27.00
\$27.00
\$27.00
\$30.00
\$21.00
\$21.00

- ☐ Amazing Spider-Man
- ☐ Avengers
- ☐ Avengers West Coast
- ☐ Cage
- ☐ Captain America
- ☐ Conan
- ☐ Daredevil
- ☐ Darkhawk
- ☐ Fantastic Four
- ☐ Guardians of the Galaxy
- ☐ G.I. Joe
- ☐ Incredible Hulk
- ☐ Iron Man
- ☐ Marvel Tales (featuring Spider-Man)

☐ Marvel Age—\$10.45 (12 issues)

- ☐ Namor
- ☐ New Warriors
- ☐ Punisher (comic)
- ☐ Quasar
- ☐ Silver Sable
- ☐ Silver Surfer
- ☐ Sleepwalker
- ☐ Spectacular Spider-Man
- ☐ Thor
- ☐ Toxic Crusader
- ☐ Uncanny X-Men
- ☐ Web of Spider-Man
- ☐ Wrestling WCW
- ☐ X-Factor
- ☐ X-Force
- ☐ X-Men (Brand new)
- ☐ X-Men Classics
- ☐ Wonder Man
- ☐ What If
- ☐ What The?

Coming Soon!

- ☐ Spider-Man 2099
- ☐ Ravage 2099
- ☐ Punisher 2099
- ☐ Doom 2099
- ☐ Fish Police

Be sure to enclose title selections with coupon or photocopy of this ad.

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.

Foreign: Add \$12/title
Canada: Add \$8/title
Includes GST (GST #R127032852)

First initial ▼ Last name

NAME

ADDRESS

CITY

STATE

ZIP

Key # June-92

BASKET-BRAWL!

IT'S A SLAM DUNK!



ARCADE
ACTION
AT HOME!



GET READY FOR AN ALL-
OUT BASKETBRAWL.

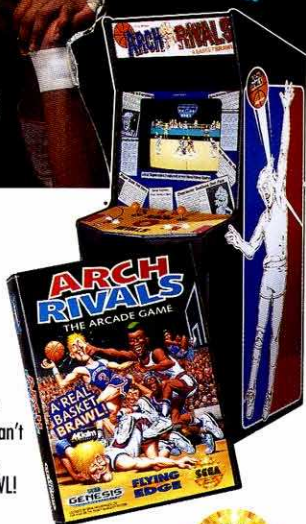


DON'T MISS THIS
HALF-TIME SHOW.



NO FOULS! KNOCK YOUR
OPPONENT'S BLOCK OFF!

Arch Rivals®: The Arcade Game brings all its hard-hitting, slam-dunking "in your face" arcade action into your home! This is basketball where breaking the rules is part of the rules! If you can't block a shot - knock your opponents block off! But you still need real B-ball skills like passing, shooting, slam dunks, 3-pointers and more! Arch Rivals isn't just basketball...it's a basketBRAWL!



**FLYING
EDGE**
A Division of Acclaim Entertainment, Inc.



Send \$1 for our
Color Catalog - or
Free with any Order!



SUMMER SALE!

ALL ORDERS POSTMARKED BY JULY 31st
GET A FREE VALUABLE COMIC AND POSTER!

Amaz Spiderman #365 (Reg \$3.95) \$3.00
Huge 80 page first printing! Hologram cover! Limit 1!
DC Cosmic Cards Series I (Pack) \$1.00
DC Cosmic Cards (Box of 36 packs) \$24.95
Contains 36 packs (432 cards) plus 3-5 hologram cards!
Marvel Cards Series III (Pack) \$1.00
Marvel Cards III (Box of 36 packs) \$29.95
All new 200 card series! This pre-sealed box contains
36 packs (432 cards) plus 1 to 5 hologram cards!
Marvel Investor Kit (Reg. \$20) \$14.95
Includes a grading guide, a price guide, plastic bags,
a storage box, 5 valuable Marvel comics & more!
Marvel 1992 Swimsuit Special \$3.95
Marvel's hottest females in skimpy swim wear! 48 pgs!
Marvel Universe #1-21 (Reg \$4.50) \$3.95
All new series! Lists every major Marvel character!

Spawn #1,2 (1st Print - Limit 2) \$2.00
Spect Spiderman #189 (1st - Limit 1) \$5.00
The red-hot first printing! Strict limit of 1 per customer!
Spiderman #26 (Reg. \$3.50 - Limit 2) \$3.00
Huge 64 page first printing! Hologram cover! Limit 2!
Web of Spiderman #90 (1st - Limit 1) \$5.00
The red-hot first printing! Strict limit of 1 per customer!
X-Men #1 Set (Limit 2 - Reg. \$10) \$7.95
Contains all 5 versions of issue #1 including the limited!
X-Men Cards Series I (Pack) \$1.00
X-Men Cards Series I (Box - Limit 1) \$24.95
All new 100 card series by Impel with Jim Lee art.
Has 36 packs (216 cards) plus 1 to 5 hologram cards!
X-Men Limited Hologram (Limit 1) \$24.95
Shunning 6x9" limited edition hologram by Jim Lee!
Youngblood #1(2nd), 2,3 (1st - Lim 2) \$2.00

75¢ COMICS

Action 647-649,665-673, Ann 3
Adv Superman 479-488, Ann 3
Aquaman 1,2,4 Apn Nite 1,2
Armageddon Alien 1,4, 2001 #1,2
Avengers 307,310-312,322,323
331-334,339,340,342-345
Aven W Coast 51,56,70,81,Ann 4,6
Batman 434,435,443,445,459-464
467-475,477-488, Annual 14
Batman Gotham Nights 1,2
Black Canary 1, Brave & Bold 1,3,4
Cap America 373-377,384,388,392
Detective 603-616,620-626,628-635
Fant 479,312,334,338,354-357
GI Joe 2,12(2nd),50,54,56-68,71
Special Missions 2-12
vs. Transformers 1,3, Yearbook 3,4
Green Hornet 6-11 (1st), Mini 1,2
Green Lantern 15-17,19
Green Lantern Emerald Dawn 1,3-6
Iron Man 235,236,260,267-272,72
JLA 31-35,39,42-57,60, Ann 3
JLE 3-10,13,16,18-31,36, Ann 1,2
JLO 4-6, King Kong 1-3
Justice Society 1,2,4-8
Legend of Shield 1,2,4-9
Marvel Tales 240,241,246-249,255
Nam 1,10,13,15-18,23,58-61,63
New Mutants 87 (Gold Cover)
NFL SuperPro 1-3
Quasar 23,26,28,29,31,35
Robin 1,4,5 (1990 Series)
Robin II 1-3 (Hologram Cover)
Rock & Roll 10,15,16,18-32
Superman 15,36,45,50(2nd),53-62
Man of Steel (New!) 1,2,4,5
The Comet 2,4,5,7-9
The Fly 1,5,6
The Jaguar 1,3-5,7 The Web 1-4
Thor 419,422,427,442,456,439-443
Transformers 23,26,27,29,32,33
Turtles (Archie) 2-5,9,12, Movie!
Wonderman 1,2
X-Force 71-74, Ann 4 (1st Prints)
X-Force 71-74, Ann 4 (1st Prints)

\$2.00 COMICS

Alpha Flight 22,37-49
Daredevil 295,300, Annual 6
Fant 404,350,358, Annual 21
Ghost Rider 18-24,26,27,29 (Limit 2)
Indiana Jones 1-4 (1st - Limit 1)
JLA 6,7,9,11,17,24,25,28, Ann 5
Lobo's Back 1 (1st Print - Limit 1)
Mammoth 2,3,24, Annual 1
New Titans 2,56,60, Annual 5
New Warriors 10,15,16,18-21,Ann 1
Nomad 1 (New - Limit 1)
Punisher 26-31, Annual 3
Silver Surfer 2,4,8,50(3rd Print-Lim 1)
Spawn 1,2 (1st Print - Limit 2)
Spiderman 16-25 (Limit 2)
Thor 394,429,432, Annual 14,15
Uncanny X-Men 276-280, Ann 11-16
Uncanny X-Men 281-283 (1st-Lim 2)
What If? 9-13,24,26,28,31,35
Wonder Woman 22,25,29,41(Gold)
X-Force 1 (Gold Cover), Annual 1
Youngblood 1(2nd),2,3 (1st - Lim 2)

\$5.00 COMICS

Alpha Flight 51-53 (Limit 2) --
Alpha 12,13,17,19,21,29
Amaz Spiderman 253,254,263,264
266-268,272-274,279,282,286
290,303,361 (1st - Limit 1)
Batman 436,467, Ann 15 (1st Print)
Batman vs. Predator 1-3 (Deluxe)
Classic X-Men 39 (Jim Lee - Limit 1)
Darkhawk 2-6 (Limit 1)
Dark Horse Presents 34,35,42
Deathlok 1 (New Series - Limit 1)
Fant 479,312,334,338,354-357
Ghost Rider 9,11 (Limit 1)
Green Lantern 1,2 (New Series)
Havok & Wolverine 1,3 (Limit 1)
New Mutants 92, 95 (Gold - Limit 1)
96-98-100 (1st - Limit 1), Ann 7
Omega Men 5,9,10,20,37 (Lobo)
Punisher War Journal 7-11 (Limit 1)
Robin 1,2 (1st Print - Limit 2)
Robin II 1-3 (Bogged Collectors Set)
Sleepwalker 1, Tomb Decula 1-4
Speed Spiderman 180 (1st - Limit 1)
Spiderman (Green), 2-5 (Limit 2)
What If? 7 (1st) Wolv Saga 1
Web of Spiderman 90 (1st - Limit 1)
Uncanny X-Men 243-245 (1st-Lim 1)
256,267,269,271 (Limit 1)
270 (Gold), 275 (1st - Limit 1)
X-Force 40 (Gold),62,64,65
X-Men Deluxe 1
X-Men Giant Size 1
X-Men vs. Alpha Flight 1
X-Men vs. Starjammers 1,2

BEST-SELLERS

Batman: Death in Family 3.95
Batman vs. Judge Dredd 5.95
Best Marvel Stories Ever 12.95
Ghost Rider (Issues 1-7) 12.95
Hearts of Darkness (1st Print) 5.5
Marvel Masterworks HC 1-19 34.95
Mammoth vs. DC Trade 18.95
New Warriors Trade 12.95
Nerd Men (Byrne - Origin) 9.95
Overkill 1992 Price Guide 14.95
Punisher vs. Daredevil 5.95
Punisher vs. Wolverine 5.95
Robin Trade (Issues 1-5) 4.95
Spiderman: Alien Costume 11.95
Spiderman vs. Venom 12.95
Spiderman vs. Wolverine 9.95
Wolverine Trade (Frank Miller) 9.95
Wolverine vs. Hulk 5.95
X-Men: Asgardian Wars 14.95
X-Men: Days Future Past 4.95
X-Men: Phoenix Saga 12.95
X-Men vs. Fantastic 4 9.95

\$1.00 COMICS

Alpha Flight 92,95,100, Speed 2,4
Amaz Spider 348,349,354-356,358
Animal Man 25,37,31,35,41
Cosmic Odyssey 1,4
Daredevil 276,296,298,299,301-303
Dr Strange 31,33,35,36,38,42
Excalibur 9,11-16,42-45,47,48
Flash 54, Annual 4, Groo 82-85,87
Ghost Rider Ages Again 3-6
Green Arrow 25-26,31,33-35
40,43,51,53-56, Annual 2,3
Hawkworld 2-5,11,16-18,21, Ann 2
Legend Dark Knight 2-6,10,12,34,36
Legion 90,11,23,28,32,32,33
Legion 2,10,11,20,23,30,32,37
Marvel Comics 32,34-39,41,42,46
55,57-59,60,84-86,99,101-105
Mammoth 38,39,43,46,48,52,57
Marvel Superheroes 7,8
Moon Knight 27-29,31,34,35
Namor 15,17,18,22,27 (Byrne)
Pendragon 2,3,5,6,9,14-18
Planet of the Apes 1(2nd),2,3
Punisher 37,38,46,47,57,61,64
She-Hulk 7,8,29-32,36
SHIELD 2,6,16,26-33,36
Spect Spider 178,182,184, Ann 10
Swamp Thing 89,98,107,111,116
Turtles (Mirage) 17,18,22-24,28-42
Web of Spiderman 83,87, Annual 7
World's Finest 2 (53,95 Cover)

\$1.50 COMICS

Aliens: Earth Wars 2, Genocide 2,3
Aven W Coast 8,15,26,29,31,46-48
Batman 433,437-442,456,466
Batman vs. Predator 1-3 (Newstand)
Capt Amer 389,393,398,399-399
Classics Illustrated 1,5-9,11-17,23
Cloak & Dagger 9,17,18 (Limit 2)
Dark Horse 37-39,43,47,53,59
Deathlok 3-6 (Limit 2), 7-9
Deathstorm 4-6,8 (Limit 2)
Demons 6,13-16,18 (Limit 2)
Excalibur 10,17-21,24,25,27,32-40
Give Me Liberty 1,3,4
Guardians of the Galaxy 15-23
Hulk 363,380-392, Annual 17
Legend Dark Knight 18,20-23, Ann 1
Lone Wolf 6-9,11,12,35
New Titans 59,63,68,69,81,84
OMAC 2 (Byrne - 53,95 Cover)
Punisher 29-31,45-49,54-57,75
Spiderman 3-6,12 (Limit 2)
29 (Limit 1), 31-35,38-40
Shed 3-6,10,11,14
Silver Surfer 46,61,64-56,61-63
Sleepwalker 3,4-6,11
Spiderman Saga 1,2 The Griffin 1,2
Uncanny X-Men 281,282 (2nd Print)
Uncanny X-Men 284-292 (Limit 2)
Wolverine 45-47,50
X-Force 29-31,45-49,54-57,75
X-Force 2-14 (Limit 2)
X-Men 1 (Wolv Cover), 2-12(Limit 2)

\$3.00 COMICS

Adv. Captain America 3,4
Alpha Flight 34,55,57,62,64,90
Amaz Spiderman 292,296,297,347
362,363,365, Ann 26 (1st - Limit 1)
Capt America 400 (Limit 2)
Darkhawk 13(Lim 1)
Ghost Rider 13,14,16,17 (Limit 2)
15 (Gold), 25,28 (1st - Lim 1)
Guardians of Galaxy 10-14, Ann 1
Hulk 393 (1st Print - Limit 1)
Infinity Gauntlet 1-6 (Limit 2)
Infinity War 1 (1st Print - Limit 2)
Legend Dark Knight 1 (Limit 2)
Marvel Comics 55,68,72,74,100
Predator Cold Wars 1 (Limit 2)
Punisher War Zone 12,14,16-19
Punisher War Zone 1 (Limit 1)
Silver Surfer 1 (1st Print - Limit 1)
Spiderman 6-16,26 (Limit 2)
Terminator 1-4, Enemy Within 1
2000 Objectives 3,4
Uncanny X-Men 246,247,249,250
252-255,259,262-264,272-274
Worklock & Infinity Watch 1,4 (Lim 2)
X-Force 51,53-66,69,Ann 5-7 (Lim 2)
X-Men Annual 1, Original X-Men 1

PREMIUM

Alpha Flight 106 (1st - Limit 1) \$20
Alpha Flight 107 (1st - Limit 1) \$10
318-325,328,330,360 (Lim 1) \$10
Darkhawk 1 (Limit 1) \$15
Ghost Rider 2,4,5 \$15 3,6 \$10
Guardians of Galaxy 1,2 \$10
Lobo 1 (1990 Mini-series) \$10
New Mutants 88-91, Annual 5 \$15
87 (1st-Lim 1) \$75 94 \$10
Omega Men 3 (1st-Lobo) \$10
Punisher War Journal 2-6 \$10
Spiderman (Gold - Limit 1) \$10
Uncanny X-Men 248(1st Print) \$25
193 \$10 268,270 (1st Print) \$15
X-Force 1 (Limit 1) \$15

AMERICAN COMICS & ENTERTAINMENT

Box 470-S1
Gainesville, VA 22065
(703)-347-7081

All orders sent (postmarked) by July 31st, 1992 will get a free valuable comic and poster!
All names are guaranteed in "like new", VF-NM, condition!
Prices are per each item (ex. X-Men 2-26 is \$1.50 each)
The minimum order is only \$15.
Please try to let at least \$5 in second choices, alternate.
U.S. add \$3.95 for shipping.
Canada \$7.95, Foreign \$7.95.
7. Add extra \$1 for insurance.
8. Enclose check or money order.
Payment in US funds only.
9. Phone or write credit card orders.
Phone 9-6 pm Mon-Fri EST.
(Fax 7-347-2156)
Allow 3-6 weeks for delivery.
(Not responsible for publisher delays.)

