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# MAXIMUM CARNAGE™

PART  
7 OF 14

## the AMAZING SPIDER-MAN®



VENOM!  
CARNAGE!  
DOPPLEGANGER!  
DEMOGOBLIN!  
DEATHLOK!

THINGS  
GET EVEN  
WILDER!



BAGS  
+ 99  
RE



This Ain't No Game.



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Screenplay by PARKER BENNETT & TERRY RUNTE and ED SOLOMON  
Produced by JAKE EGBERTS and ROLAND JOFFE Directed by ROCKY MORTON ANNA BEL JANKEL  
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BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

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



IN BROOKLYN, AT THE RUINS OF THE ST. ESTES HOME FOR BOYS, THE BLACK CAT'S PATIENCE COMES TO AN END!

OKAY, SPIDER, COMING HERE WAS YOUR IDEA! SO--

--WHAT NOW?

MAXIMUM CARNAGE  
CHAPTER 7

DAVID MICHELINIE WRITER	MARK BAGLEY PENCILS	RANDY EMBERLIN INKS	RICK PARKER LETTERS
BOB SHAREN COLOR	DANNY FINGEROTH EDITOR	TOM DEFALCO EDITOR IN CHIEF	

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I MEAN,  
WE WANT TO FIND  
**CARNAGE** AND HIS  
ROVING BAND OF PSYCHOS,  
RIGHT? SO WHAT THE HECK  
ARE WE DOING **HERE**?



**CLETUS KASADY**  
WAS RAISED HERE,  
BEFORE HE BECAME  
**CARNAGE**!

AND **HAS IT**,  
SPIDER-MAN?

SINCE THERE'S A  
CONNECTION, I THOUGHT  
THE LOCATION MIGHT  
SPARK SOME IDEAS.

JUST **'MEMORIES'**, CLOAK.  
CARNAGE LIVES TO BRING  
**CHAOS**, THINKS LAWS ARE  
JUST WORDS, TO BE IGNORED.

HE BELIEVES THAT  
**BLOODSHED** IS  
THE ULTIMATE FREE-  
DOM!



AND NOW THAT HE HAS **SHRIEK**,  
**DEMOGOBLIN** AND THAT SIX-  
ARMED **DOPEL-  
GANGER** ON  
HIS SIDE--

--THERE MAY  
BE NO  
**STOPPING**  
HIM!

NOT ONLY THAT, BUT  
"NORMAL" PEOPLE ARE  
STARTING TO BE DRAWN  
INTO THE VIOLENCE--

--FORMING A  
MOB MENTALITY,  
LETTING THEIR  
BASE INSTINCTS  
TAKE OVER!

THE INSANITY  
MUST BE CUT OFF  
AT ITS ROOTS  
BEFORE IT  
SPREADS!





CARNAGE HAS APPARENTLY MUTATED, BUT HE **BEGAN** AS A SPAWN OF OUR SYMBIOTIC COSTUME--

-- AND MAY STILL POSSESS THE SAME **VULNERABILITIES!**



GOOD POINT, VENOM!

WAITASEC-- I'M **PRaising** MY WORST **ENEMY**?!?

AND WE ALWAYS FOUND REED RICHARDS'S **SONIC GUN** RATHER... UNPLEASANT.



THEN, WHEN WE GET IT AT **FANTASTIC FOUR** HEADQUARTERS, WE CAN RECRUIT THE HUMAN TORCH! **FIRE** HURTS YOU, TOO, DOESN'T IT?



GOOD IDEA, BAD TIMING!

THE **FF** ARE OUT OF TOWN! THE **AVENGERS**, TOO. BUT **FIRESTAR** MIGHT BE A GOOD SUBSTITUTE!



FINDING HER COULD TAKE TIME, THOUGH.

I'LL GO.

WITH MY **TELEPORTATION** ABILITIES, I CAN SEARCH FOR HER MUCH **QUICKER** THAN ANY OF--



--YOU!

OH, MAN...



...THE WAY THAT GUY TRAVELS MAKES **WEB-SWINGING** SEEM LIKE TAKING A **CROSSTOWN TURTLE**!

HEY-- NOW THAT I HAVE A SECOND TO THINK ABOUT IT... DOESN'T HE NEED **DAGGER** TO HELP HIM **TELEPORT**?

BUT-- SHE'S... DEAD...





MOMENTS LATER, AS AN UNLIKELY  
TRIO TRAVERSES MANHATTAN IN ITS  
OWN UNIQUE MANNER...



WISH I'D HAD  
TIME TO CALL  
MARY JANE.

I MEAN, I KNOW  
SHE DIDN'T TAKE ANY  
SEVERE DAMAGE  
AT THAT DANCE CLUB  
BRAWL --\*

\* IN WEB #102.  
-- DANNY

-- BUT THERE'S DANGER OF  
MORE THAN PHYSICAL HARM  
BEING DONE HERE!

A RIFT IS FORMING BETWEEN  
WHAT MJ WANTS ME TO DO,  
AND WHAT I HAVE TO DO!

I DIDN'T CHOOSE TO  
PARTNER UP WITH A MURDERER  
LIKE VENOM, BUT THIS IS BIGGER  
THAN MY NEEDS OR MARY JANE'S!  
NO MATTER WHAT THE COST --

-- WE HAVE  
TO STOP  
CARNAGE!



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A SENTIMENT SHARED BY MICHAEL MORBIUS, THE LIVING VAMPIRE WHO HAS RECENTLY ALLIED HIMSELF WITH SPIDER-MAN'S CAUSE.

-- AND FRAUGHT WITH UNEXPECTED COMPLICATIONS!

NO! HAVE TO IGNORE MY HUNGER! TONIGHT, BLOOD ISN'T THE ANSWER!

HE'S BEEN SENT TO RAVENSCROFT ASYLUM ON A TASK BOTH VITAL --

THE WOMAN CALLED SHRIEK IS PSYCHOTIC; IN HER OWN WAY, AS DANGEROUS AS CARNAGE HIMSELF!

BUT LITTLE IS KNOWN OF HER, SAVE THAT SHE ESCAPED FROM THIS INSTITUTION!

AND IN A WAR SUCH AS THIS, KNOWLEDGE CAN BE A POWERFUL WEAPON!

AH.

FOR IT'S ALMOST--

Patient File #6309564  
Sandra Deel; alias SHRIEK

PRINTING A HARD COPY WILL TAKE ONLY SECONDS, BUT GETTING IT TO MY ALLIES WILL HAVE TO WAIT! I MUST RETURN TO MY HYPERBARIC CHAMBER, AND SOON!

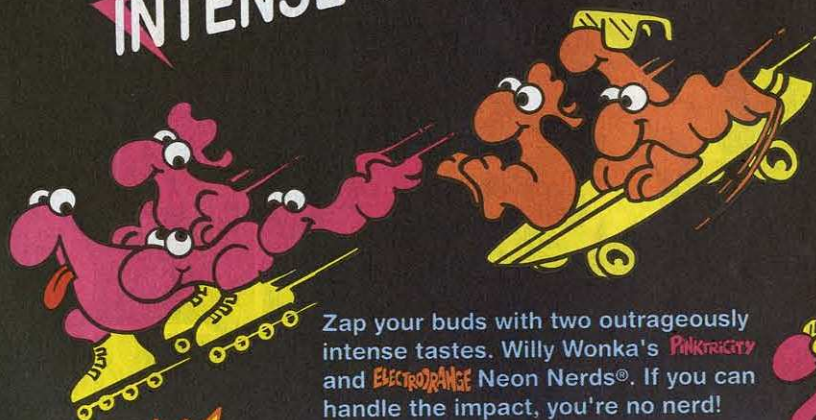


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--DAWN, AS NEW YORK'S METROPOLITAN MUSEUM PLAYS HOST TO SOME UNAUTHORIZED VISITORS.



ENOUGH!

I AGREED TO JOIN YOU BECAUSE I WAS TOLD THERE'D BE SINNERS TO KILL! BUT THIS MINDLESS DESTRUCTION HAS NO MEANING!



THAT'S THE WHOLE POINT, DEMOGoblin!

BUT YOUR PROMISE, CARNAGE! WHERE ARE OUR UNRIGHT-EOUS VICTIMS?



HEY, CHILL OUT! AIN'TCHA EVER HEARD OF AN APPETIZER BEFORE A BIG MEAL?



DOPPELGANGER AN' SHRIEK ARE HAVIN' A GRAND OL' TIME! SO GET INTO THE SPIRIT, WILL YA?

THE PARTY'S JUST STARTIN'!







THAT'S WHERE YOU'RE WRONG, MISTER! THE N.Y.P.D. FORMED THIS EXTREME EMERGENCY TEAM SPECIFICALLY TO HANDLE CRUD LIKE YOU!

SO IF YOU'RE SMART--

--YOU'LL GIVE UP!



"SMART"? LEMME SEE... TWO PLUS TWO STILL EQUALS FIVE, DOESN'T IT?

ARROGANCE ISN'T A MORTAL SIN...

...BUT IT WILL DO!



ALL RIGHT, IF THAT'S THE WAY YOU WANT--



--eh?





HOLY GEEZ,  
CARNY!  
WH- WHAT'S  
THAT?

I READ ABOUT HIM  
WHEN I WAS IN STIR--  
THAT'S CARRION!  
HE DECAYS PEOPLE  
JUST BY TOUCHIN'  
'EM!



USETA BE MY  
HERO--

-- AN' NOW HE'S THE  
PERFECT PARTNER!

PARTY  
ON!

Hissssss!



HEY, I JUST REMEMBERED--  
DIDN'T CARRION DIE IN AN  
EXPLOSION A WHILE BACK?\*



\* SEE SPECTACULAR #163...D.



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- Death 1 (Lim 1) Enigma 1 (Lim 2)
- Eternal Warrior 10-14 (Lim 2) JLA 70
- Ghost Rider 15 (Gold), 25, 28, 31 (Lim 2)
- Harbinger 15-21 (Lim 2) Hell's Angel 1, 6
- Hard Corps 5-10 (Lim 2) Infinity War 1
- Hardware 1 (Collector) Lion 1 (Collector)
- Lobo Book 1, 2, 4 Lobo Infantide 1-4
- Magnus 22-28 (Lim 2) Maxx 1, 3 (Lim 2)
- Marvel Comic 72, 84, 85, 86
- New Titans 2, 60, Annual 5, 7, 8
- New Warriors 10, 14, 25, 26, 34, 36, 37, 39, 41, 48

- Phantom Force 1 Pitt 23 (Lim 2)
- Rai 9-13 (Lim 2) Robin 1, 2 (1st)
- Robin III 1-4 (Bogged) Shadowhawk 4
- Solar 20-25 (Lim 2) Spawn 8-11 (Lim 2)
- Shadowdown 10-16 Spitting Image 1, 2
- Spiderman 6, 7, 9-12, 14, 28 (Lim 2)
- Spliffs of Vengeance 2-9 (Lim 2)
- Stormwatch 1, 2 Supreme 2, 3 (Lim 2)
- Terminator 2, 3, Enemy Within 1, 3
- Venom 1-3 (Lim 2) Wizard 12-18
- Wild Cats 3, 4 (Lim 2) Wild Star 1, 2
- X-Factor 69, 87, Annual 7 (Lim 1)
- X-Factor 1 (Gold), Annual 1 (Lim 1)
- X-Men Annual 1, X-Men DeLuxe
- X-Men Giant 1, X-Men Original 1
- X-0 Manowar 0 (Origin), 14-20 (Lim 2)



1. All orders sent (postmarked) by Feb. 1, 1993 will get a 20% Discount off all prices in this ad.  
 2. All comics are guaranteed in this new "Valiant" condition.  
 3. Prices are per ad item (ex. X-Men 2-22 are \$2 each). The minimum order is only \$15.  
 4. Please try to list all ad items in second choices, otherwise:  
 5. Add \$3.95 for shipping. Canada \$7.95, Foreign \$9.95.  
 6. Add \$6.51 for insurance.  
 7. Enclose check or money order. Payment in U.S. funds only.  
 8. Phone or fax credit card orders. Phone 9-6p Mon-Fri EST. Fax (703) 330-3500.  
 9. Allow 4-6 weeks for delivery. (Not responsible for retailer delays).  
 We reserve the right to update prices & limit quantities. Ad expires 9/1/93.

- COMIC SUPPLIES**
- 50 Booking Boards ..... \$3.95

- COMIC GRAB BAG**
- Comic Surprise Bag ..... \$9
  - (20 different, valuable comics)
  - Investment Comic Bag ..... \$7
  - (10 different comics Lots of #1's)
  - VALIANT SAMPLE BAG ..... \$6.95







WHO KNOWS--  
AN' WHO CARES?



AS LONG  
AS HE KEEPS  
DRIVIN' THE  
BODY COUNT  
UP--

--I SAY  
HE'S ONE  
OF US!

SLOWLY, THE SLAUGHTER  
DRAWS TO A CLOSE, WHILE  
SOUTHWARD, IN SOHO...



MARY  
JANE? ARE  
YOU THERE?



IT'S LIZ-- LIZ OSBORN,  
FROM DOWNSTAIRS. WE  
THOUGHT YOU MIGHT LIKE  
TO HAVE BREAKFAST  
WITH--

NO!



I... I'M SORRY, LIZ.  
I WAS OUT LATE LAST  
NIGHT. I JUST NEED  
TO REST. OKAY?

WELL...  
CALL US IF  
YOU NEED  
US.



WHAT I NEED  
IS FOR PETER  
TO COME HOME!



HE SWORE  
HE'D GIVE UP BEING  
SPIDER-MAN  
FOR A WHILE--

-- BUT INSTEAD HE'S  
OUT FIGHTING THE WAVE  
OF BIZARRE VIOLENCE  
THAT'S SWEEPING THE  
CITY, WHICH LEAVES  
ME, THE HERO'S WIFE--

--ON MY  
OWN!







*Interlude: THE CYBER-SPACE,  
WHERE DEATHLOK MONITORS INFOR-  
MATION AT A SPEED NO MERE HUMAN  
COULD HOPE TO MATCH.*

THIS IS  
UNPRECEDENTED.

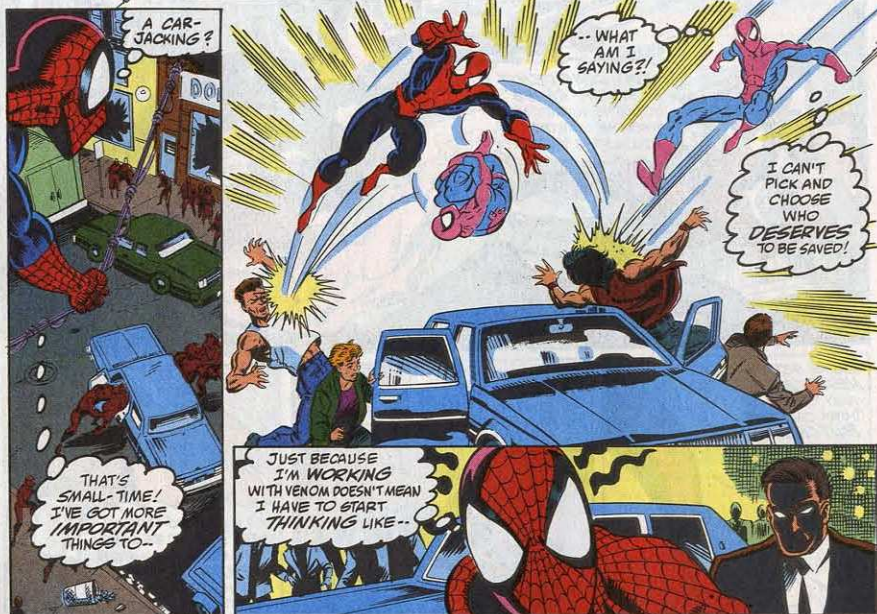
ALL THESE REPORTS -- I'VE  
NEVER ENCOUNTERED SUCH  
A LEVEL OF ONGOING  
VIOLENCE.

AND WORSE, IT  
SEEMS TO BE  
ESCALATING.

IT'D BETTER SCAN FOR THE  
SOURCE -- THEN TAKE  
STEPS TO ELIMINATE IT!



ELSEWHERE...









**MARVEL<sup>®</sup>**  
**COMICS**  
PRESENTS

# MAX 10TH ANNIVERSARY EXPERIENCE!



WOLVERINE • IRON MAN • CAPTAIN AMERICA • THOR • HULK • AVENGERS





Back when I first hooked up with S.H.I.E.L.D.\*, Xavier had things under control. Times have changed. Now, power's also sittin' in the hands of a bunch of blasted kids. Those X-Force brats runnin' 'round tryin' to act like grown ups. Now that Cable's returned, I figger they'll run right on back to him. An' X-Factor's still holdin' hands with Val Cooper. Wonder what they'll do when they find she's been involved with Project: Wideawake and the Sentinels? At least the mutant teams ain't fanatics. Not like the Acolytes. Now that Magneto's gone, they been tryin' to kill normal kids in the name o' genetic cleansing. Their blamed Holy War is gettin' out of control. An' worse, they're poisonin' the minds of other mutants. Look at Quicksilver. Course, some of 'em don't need poisoning. Deadpool comes to mind. So does Sabretooth.

\*STRATEGIC HAZARD INTERVENTION ESPIONAGE AND LOGISTICS DIRECTORATE



"I'M  
GETTIN'  
TOO  
OLD  
FOR  
THIS."

NICK FURY  
SHIELD FILE #111761







**1** PENCIL DRAWING FOR THE HOLOGRAM FOR X-FORCE #25'S SPECIAL COVER, PENCILLED BY GREG CAPULLO AND WRITTEN BY FABIAN NICEIZA.

**2** OUR NARRATOR, NICK FURY, HEAD OF THE INTERNATIONAL COVERT STRIKE TEAM, S.H.I.E.L.D. DRAWN BY MARK TEIXEIRA.

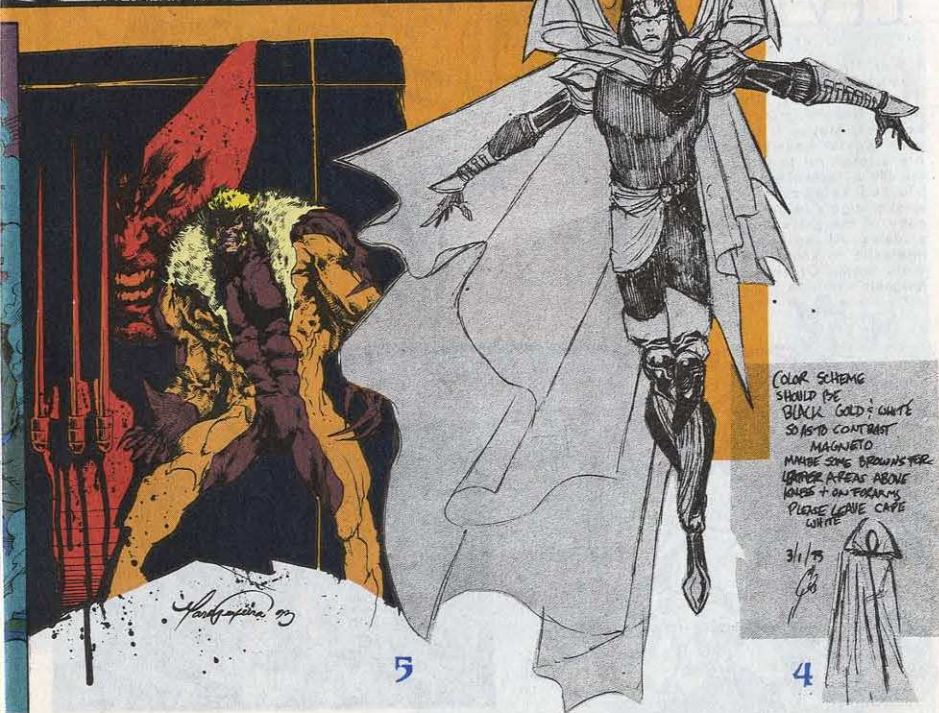
**3** HOLOGRAM COVER TO X-FACTOR #92, WRITTEN BY SCOTT LOBBELL, PENCILLED BY JOE QUESADA AND INKED BY AL MILGROM.

**4** ARTIST JOE QUESADA'S PRELIMINARY SKETCH OF A NEW CHARACTER CALLED EXODUS.

**5** PINUP FOR THE 4-ISSUE SABRETOOTH LIMITED SERIES WHICH WILL BE DRAWN BY MARK TEIXEIRA AND WRITTEN BY LARRY HAMA.

**6** PINUP FOR CABLE'S NEW MONTHLY SERIES. WRITTEN BY FABIAN NICEIZA AND PENCILLED BY ART THIBERT.

**7** PART OF THE COVER TO THE 4-ISSUE DEADPOOL LIMITED SERIES, PENCILLED BY JOE MADUREIRA, INKED BY MARK FARMER AND WRITTEN BY FABIAN NICEIZA.



COLOR SCHEME  
SHOULD BE  
BLACK, GOLD, WHITE  
SO AS TO CONTRAST  
MAGNETO  
MAKE SOME BROWN/ST  
LIGHTER AREAS ABOVE  
JOES + ON FOREARMS  
PLEASE LEAVE CAPS  
WHITE

3/1/75

CS



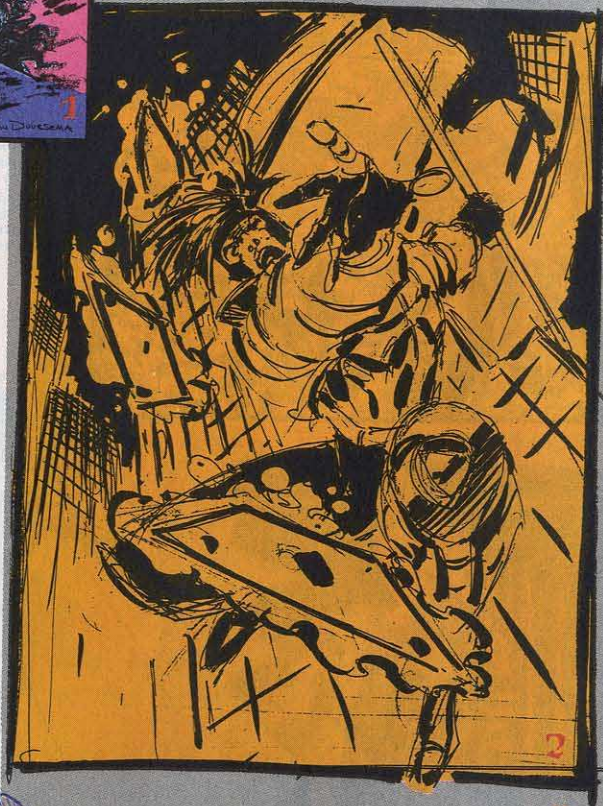




# "DYIN' USED TO MEAN SOMETHING TO THE LIVIN'!"

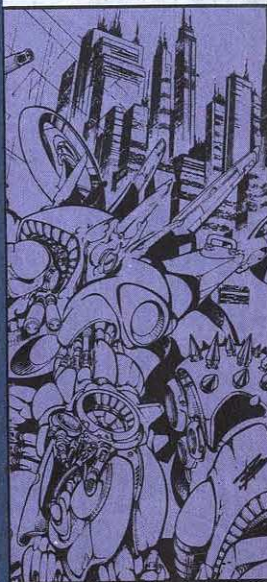
NICK FURY  
SHIELD FILE #021566

What I'm hearin' says maybe Magneto's not dead. If he's alive, an' if he's back, what's he want? More I find out, more a question he becomes. Maybe if I knew more of what Xavier knows...but his files are a tough nut to crack—what with the Shi'ar technology and the man's blasted telepathy. I'd give up smokin' cigars to get my hands on a copy of the guide Xavier gives his students. At least for a week. Be interestin' to know what the X-Men were taught. Or even the effects of Magneto's teachin'.





# X MEN SURVIVAL GUIDE TO THE MANSION



**1** PENCIL DRAWING FOR X-MEN UNLIMITED #2, WRITTEN BY FABIAN NICIEZA AND PENCILED BY JAN DUURSEMA

**2** PENCIL SKETCH FOR HOLOGRAM COVER TO X-MEN #25, WRITTEN BY FABIAN NICIEZA, DRAWN BY ANDY KUBERT.

**3** COVER AND INTERIOR PAGES FROM X-MEN SURVIVAL GUIDE TO THE MANSION, BY RICHARD BENNETT AND ELIOT BROWN.

**4** PENCIL DRAWING FOR THE XAVIER FILES BY DWAYNE TURNER.

**5** PENCIL FOR HOLOGRAM COVER TO UNCANNY X-MEN #304 BY GREG CAPULLO. THE ISSUE WILL BE WRITTEN BY SCOTT LOBBELL.

**6** PINUP FOR X-MEN UNLIMITED #2 BY MIKE MCKONE AND FRED FREDERICKS.







# "NOT THE BEST AT KNOWIN' WHO HE IS!!

NICK FURY  
SHIELD FILE #082166

My life's been 'bout keepin' secrets. Logan's life's nothin' but. The more Logan learns 'bout himself, the more dangerous he's becomin'. He's a man fightin' 'gainst himself, decidin' if his backbone comes from his adamantium or his guts. I wouldn't want his nightmares for all the money in the world. Even as an X-Man, he's a loner. All the dames he ever cared about are either dead or belong to someone else. Guy he seemed closest to was Nightcrawler, a German mutant with the ability to tel'port. File says he's in with a Brit group called Excalibur. An' Excalibur's tied to the Resources Control Executive. Is there a connection? Knowin' those R.C.X. idiots, if there was, they'd miss it.



1

6





**1** COVER FOR X-MEN POSTER MAGAZINE #2 BY MARK TEIXEIRA.

**2** PENCIL DRAWING BY JOE MADUR-EIRA FOR EX-CALIBUR #71, THE SPECIAL HOLOGRAM ISSUE, WHICH WILL BE WRITTEN BY SCOTT LOBBELL.

**3** COVER TO WOLVERINE LIMITED SERIES BY MAKE MANLEY, WRITTEN BY ALAN GRANT AND JOHN WAGNER.

**4** PENCILS FOR THE HOLOGRAM FOR WOLVERINE #75 BY ADAM KUBERT, WRITTEN BY LARRY HAMA.

**5** PENCILLED PINUP FOR THE TECH-NET LIMITED SERIES BY DWAYNE TURNER.

**6** INKED PAGES FROM THE WOLVERINE: KILLING BOOKSHELF, WRITTEN BY JOHN REIBER, DRAWN BY KENT WILLIAMS.





# "SOMETIMES THIS JOB STINKS."

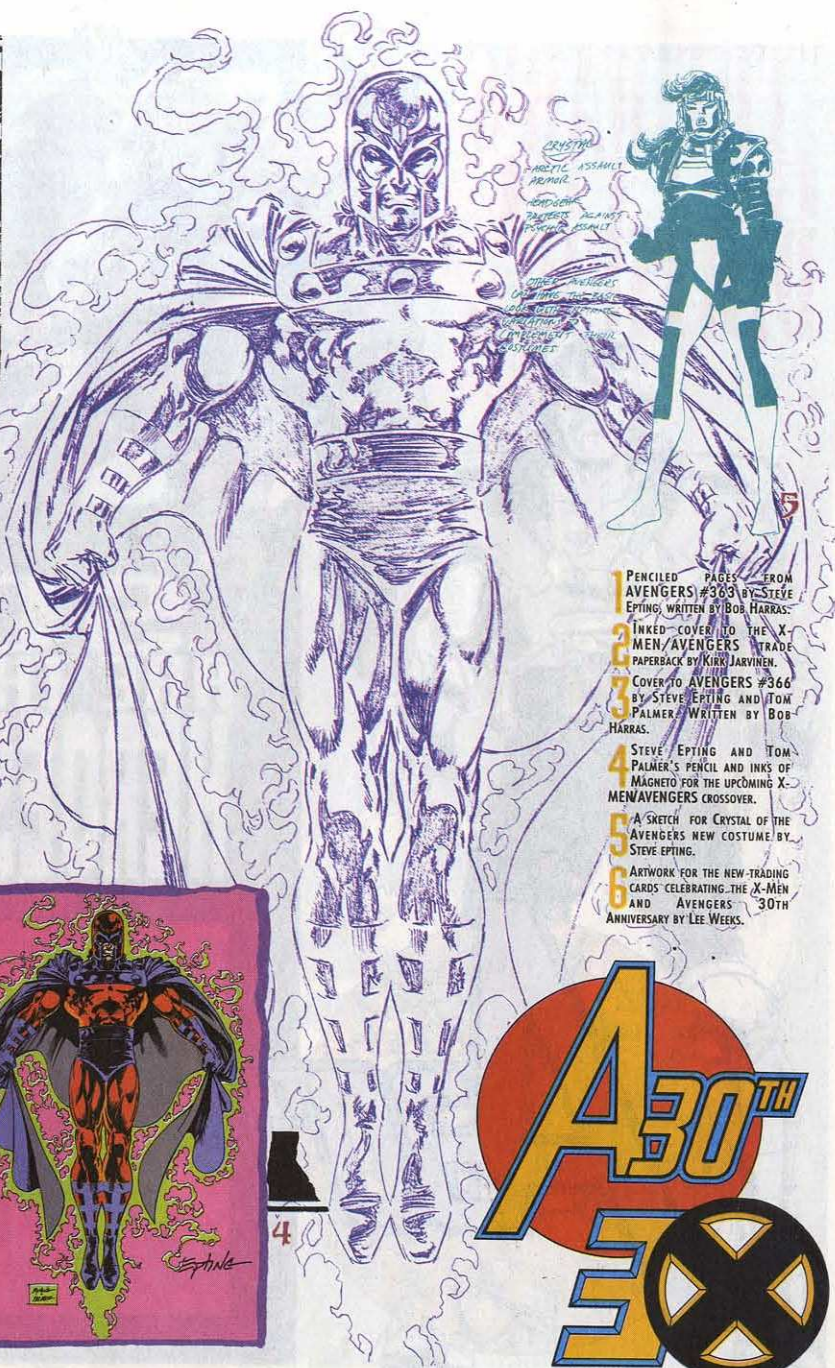
NICK FURY  
SHIELD FILE #062592

**H**ow come people fightin' fer the good of the common man ain't never common -- mutants, Inhumans, Eternals, synthezoids--an' always the most misunderstood. By the common man an' each other.

Funny how the X-Men an' Avengers go at it like these two do--an' usually over Magneto, the X-Men's worst enemy and a once trusted teacher. 'Course, even men of power have their weaknesses. Like Magneto's family, the Scarlet Witch, Quicksilver and Crystal. Where do they fit into this? An' if it turns out Magneto is alive, what side will they be on? Two are Avengers and the other's with X-Factor. An' the be all an' end all is the fact that Quicksilver and Crystal's daughter, Magneto's granddaughter, is human. Talk 'bout yer dysfunctional families. Jus' wish they'd keep their problems at home.







- 1 PENCILLED PAGES FROM AVENGERS #363 BY STEVE EPTING, WRITTEN BY BOB HARRAS.
- 2 INKED COVER TO THE X-MEN/AVENGERS TRADE PAPERBACK BY KIRK JARVINEN.
- 3 COVER TO AVENGERS #366 BY STEVE EPTING AND TOM PALMER, WRITTEN BY BOB HARRAS.
- 4 STEVE EPTING AND TOM PALMER'S PENCIL AND INKS OF MAGNETO FOR THE UPCOMING X-MEN/AVENGERS CROSSOVER.
- 5 A SKETCH FOR CRYSTAL OF THE AVENGERS NEW COSTUME BY STEVE EPTING.
- 6 ARTWORK FOR THE NEW TRADING CARDS CELEBRATING THE X-MEN AND AVENGERS 30TH ANNIVERSARY BY LEE WEEKS.





"THE WAR'S  
GETTIN'  
DIRTIER..."



...**SO**  
**ARE THE**  
**HEROES.**

NICK FURY  
SHIELD FILE #011693







**1** PENCIL SKETCH FOR THE NEW HERCULES COSTUME BY STEVE EPTING.

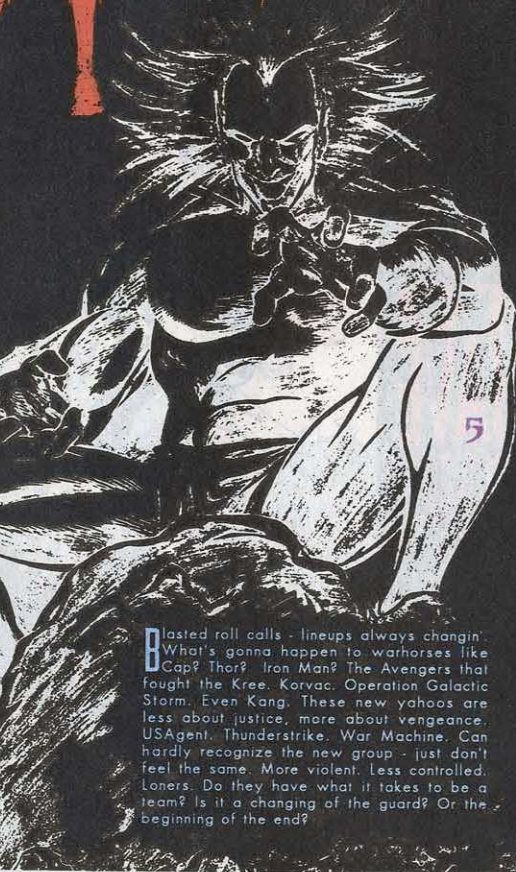
**2** COVER TO THE NEW THUNDERSTRIKE SERIES BY RON FRENZ WRITTEN BY TOM DEFALCO.

**3** COVER #1 AND #2 TO AVENGERS: THE TERMINATRIX OBJECTIVE LIMITED SERIES BY MIKE GUSTOVICH, WRITTEN BY MARK GRUENWALD.

**4** CHARACTER SKETCHES FOR THE NEWLY CREATED SHI'AR EMISSARY BY STEVE EPTING.

**5** PENCILLED ARTWORK FOR AVENGERS WEST COAST #100 BY LARRY ALEXANDER, WHICH WILL BE WRITTEN BY ROY THOMAS.

**6** ARTIST TOM RAHEY'S VERSION OF THE GRIM REAPER FROM THE X-MEN/AVENGERS GREATEST BATTLES TRADE PAPERBACK.



**B**lasted roll calls - lineups always changin'. What's gonna happen to warhorses like Cap? Thor? Iron Man? The Avengers that fought the Kree. Korvac. Operation Galactic Storm. Even Kang. These new yahoos are less about justice, more about vengeance. USAgent. Thunderstrike. War Machine. Can hardly recognize the new group - just don't feel the same. More violent. Less controlled. Loners. Do they have what it takes to be a team? Is it a changing of the guard? Or the beginning of the end?

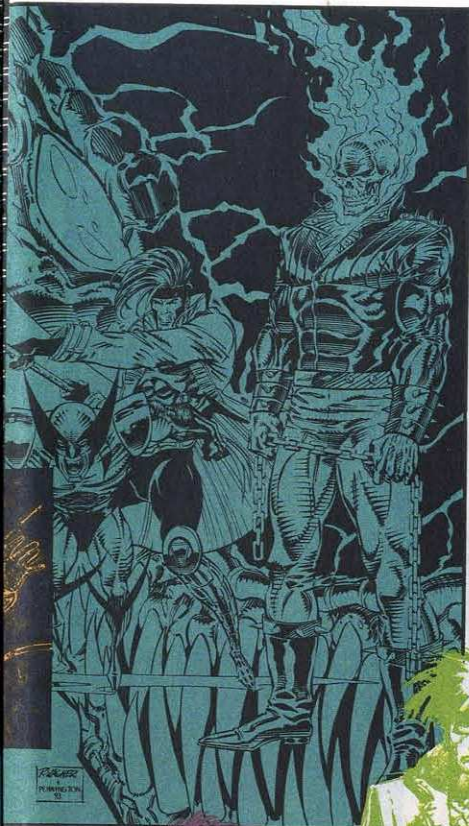


**I**  
CAN'T  
AFFORD  
TO  
HAVE  
MYSTERIES."

NICK FURY  
SHIELD FILE #111190

Not knowin' 'bout these guys is drivin' me up a wall. Spider-Woman's a blank page to me. This ain't the Spider-Woman I knew 'an' we sure ain't fightin' Hydra. Rumor is she came out'a the Secret War years ago. An' what about War Machine? Something must'a happened. Guy's so full of rage, even his old friend Stark'n him ain't talkin' no more. Make a note I get more information.





# "TRYIN' TO CAGE A CAJUN!"

NICK FURY  
SHIELD FILE #102864

Most I can find, he's a thief from New Orleans. Been married. Suppos'dly, he's not on friendly terms with either the Silver Samurai or Sabretooth. 'Course, I don't think he's on friendly terms with anyone--grown up on the wrong side of the tracks, so ta speak. An' he was involved in some sort'a ruckus few months back with Ghost Rider. More'n that, I'm not certain. Word is, he's makin' his way back home to ol' Louisiana. Can only figger it's got to do with settlin' some ol' debts with his thieves guild. Only thing is, thieves like takin'. Not givin'.

**1** PENCIL ART FOR THE NEW IWAR MACHINE SERIES BY BARRY KITSON WHICH WILL BE WRITTEN BY LEN KAMINSKI AND SCOTT BENSON.

**2** PINUP BY ARTIST JOHN CZOP FOR THE SPIDER-WOMAN LIMITED SERIES, WRITTEN BY ROY THOMAS.

**3** RON WAGNER AND MARK PENNINGTON'S COVER TO THE X-MEN/GHOST RIDER BOOKSHELF REPRINTING THEIR FIRST CROSSOVER ADVENTURE.

**4** LEE WEEKS' SKETCHES FOR THE GAMBIT LIMITED SERIES WHICH WILL BE WRITTEN BY HOWARD MACKIE.





# GENERATION X

## "RUMORS FLYIN' ROUND."

NICK FURY  
SHIELD FILE #081291

Banshee's making rumblin's 'bout Xavier's new Massachusetts Academy. There's a mountain of paper behind Banshee. Jus' what I need - another teacher with a jaded past. Worked with Interpol a number of years an' then, when hearin' of his wife's death, turned to crime. An' he was good at it too. Or maybe jus' lucky. No formal criminal record.

Speakin' of criminals, that power suckin' Scaron's been seen around again. Cable should've finished him off when he had the chance.

**1** GENERATION X, AN UPCOMING SERIES FEATURING LOTS OF NEW MUTANTS IN A SCHOOL LED BY BANSHEE, WILL BE WRITTEN BY SCOTT LORDELL AND PENCILED BY CHRIS BACHALO.

**2** HENRY FLINT WILL BE THE ARTIST ON THE SAURON BOOKSHELF SPECIAL SET TO DEBUT IN '94.

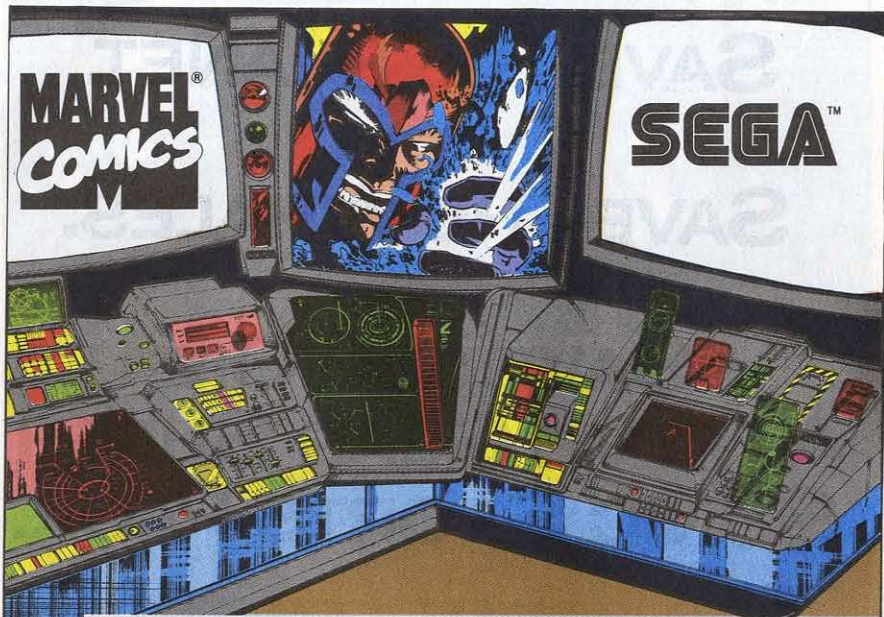
**3** MORE ARTWORK BY RICHARD BENNETT FROM THE X-MEN SURVIVAL GUIDE TO THE MANSION.

# SAURON



# THE Hunt For "MAGNETO" CONTEST

**FOR GAME PIECES IN JUNE CHECK OUT:** CABLE #4, UNCANNY X-MEN #303, X-FACTOR #93, X-MEN ADVENTURES #10, AVENGERS #365, WOLVERINE #72, X-MEN #23!!  
**IN JULY CHECK OUT:** AVENGERS WEST COAST #98, CAPTAIN AMERICA #419, THUNDERSTRIKE #4, X-FACTOR #94, MARVEL AGE #128, IRON MAN #296, THOR #466!!



All entries must be received by Aug. 31, 1993. Limit one entry per envelope. No purchase necessary. Incomplete and illegible entries invalid. Sponsors not responsible for lost or misdirected mail or typographical errors. All entries become properties of sponsors. Prizes cannot be redeemed for cash, exchanged or transferred. Contest open to US residents, only except employees of MARVEL ENTERTAINMENT GROUP, POLYGRAM VIDEO, SEGA ENTERPRISES LIMITED, any affiliated companies, promotional and advertising agencies and their families not eligible. Odds of winning depends upon total number of entries received. All entrants agree to abide by all the terms and conditions of the contest and grant to the sponsor permission to use their name and likeness in advertising and promotion for the contest. Decisions of the judges shall be final. Winners will be chosen by random drawing on or about September 15, 1993 and will be notified by telephone and/or mail. Sponsors accept no responsibility or liability in connection with any injuries, losses or damages caused by or resulting from the acceptance, possession or use of any prize awarded. List of winners and complete contest rules available by sending self-addressed stamped envelope to "Hunt for Magneto Contest," c/o Marvel Comics, 387 Park Ave. South, New York, NY 10016 before October 15, 1993. Residents of Washington and Vermont need not enclose a stamped envelope. Winners shall be responsible for all applicable taxes. Federal and State regulations apply. Void where prohibited. Contest sponsored by MARVEL ENTERTAINMENT GROUP, INC. and SEGA ENTERPRISES LIMITED.

**H**ey true believers! We put our heads together at the Mighty House of Ideas to come up with a contest worthy of the X-Men/Avengers Megaverse, and we think you'll love what we created. Win the fabulous first issues of all the X-Men and Avengers comics!

We've created our own limited edition Anniversary Card Set! Most of the cards are attached to scratch-off contest game pieces, and you can get them in the comic books listed below. But 5 of those cards are very special, and only available as a prize for the scratch off game or for guessing where Magneto is. (By now you've probably figured out that he's coming back, but even the X-Men don't know where he's going to show up next!)

Not only do you win prizes if you uncover a Captain America Head or a Magneto Head, but there's a clue on each of those game pieces (6 clues and 6 locations in all.) 1000 of you who guess each location will also win those exclusive limited edition trading card packs.

Finally, there's a place on the game piece for your name and address. (If you don't want to write on your game piece, use a piece of paper.) Everyone who sends their name and address will be entered into the spectacular, unprecedented grand prize drawing for the prizes listed below.

## SCRATCH-OFF A CAPTAIN AMERICA HEAD AND YOU WIN:

An Avengers/X-Men 30th Anniversary Limited Edition 5 Card Trading Card Set! **SCRATCH-OFF A MAGNETO HEAD AND YOU WIN:** an uncut Avengers/X-Men 30th Anniversary Trading Card Sheet!

**GUESS WHERE MAGNETO IS AND WIN:** 6000 contestants who solve at least one of the clues on the game pieces will be drawn at random and win an Avengers/X-Men 30th Anniversary Limited Edition 5 Card Trading Card Set!

## GRAND PRIZES:

**1000 FIFTH PLACE PRIZES:** Fabulous Polygram X-Men Videos, including "Enter, Magneto" the latest release in the X-Men video series!

**100 FOURTH PLACE PRIZES:** Either an Avengers or an X-Men Masterwork, signed by Stan Lee!

**THIRD PLACE:** An X-Men Animation Jacket plus a signed uncut card sheet!

**SECOND PLACE:** Choice of an X-Men or an Avengers full size arcade video game plus a signed uncut card sheet!

**FIRST PLACE:** A complete set of X-Men and Avengers #1's (UNCANNY X-MEN #1, X-MEN #1, X-FORCE #1, X-FACTOR #1, EXCALIBUR #1, WOLVERINE #1, CABLE #1, AVENGERS #1, AVENGERS WEST COAST #1, & CAPTAIN AMERICA #100) PLUS framed original art from 5 of the Anniversary trading cards!

credits: suzanne gaffney designer, jim krueger & jeffrey lee simons copywriters, dana moreshead colonist, bob harras, ralph macchio, nel yomtov, suzanne gaffney, terry kavanagh consulting editors, jim brennan director of advertising and promotions, sven larsen marketing manager, tom defalco editor in chief.

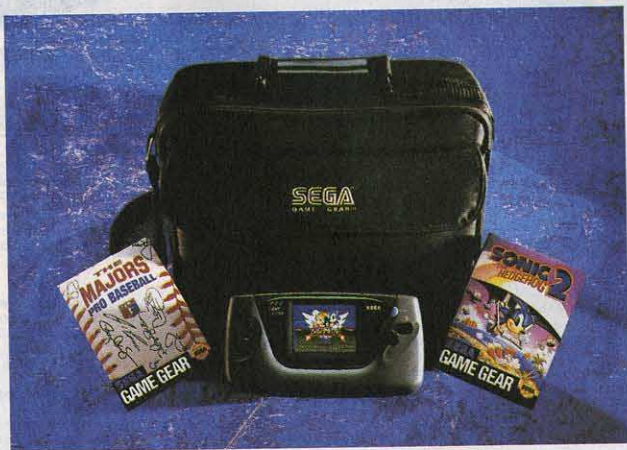
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# SAVE THE WHALES.

**SAVE \$50 ON  
A GAME GEAR™ SUPER  
SONIC SPORTS PACK.™**



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Buy the Super Sonic Sports Pack and you'll get a color portable Sega Game Gear, a Deluxe Carry-All case, and two hit games—Sonic the Hedgehog™ 2 and The Major's Pro Baseball™. Buy it for Father's Day. Buy it for graduation. Just buy it and you'll save \$50. Hey, maybe you could use that money to help save some humpback. Then again, maybe you could buy Streets of Rage™ 2. It's your dough.

**SEGA**  
GAMEGEAR





WHATEVER IT IS, IT'S SPREADING WEST, WHERE SPIDER-MAN'S FATHER AND AUNT WALK THE ONCE-HOSPITABLE STREETS OF FOREST HILLS...



WE'D BETTER HURRY HOME, MAX.

I JUST WISH YOU'D LISTENED TO ME, WAITED TILL NEXT WEEK TO DEPOSIT YOUR SOCIAL SECURITY CHECK!

I... I HAVE BEEN LISTENING, RICHARD.



IN FACT, I OVERHEARD WHAT YOU SAID TO PETER, ABOUT HITTING BACK, NOT TURNING THE OTHER CHEEK!



AND I DON'T LIKE IT! PEOPLE ARE GOOD, IF YOU JUST GIVE THEM A CHANCE! I DON'T WANT YOU FILLING PETER'S HEAD WITH ALL THAT--

THE GUY ON TV-- THAT CARNAGE FELLA-- HE'S RIGHT, Y'KNOW!



UH, 'SCUSE US, PAL, YOU'RE BLOCKING THE WAY.



I WORKED IN A TINY CUBICLE EIGHT HOURS A DAY FOR TWELVE YEARS, AND ALL IT GOT ME WAS EYE-STRAIN AND A LAY-OFF NOTICE!



MAYBE IT IS TIME FOR CHAOS!



TIME TO TAKE WHAT YOU WANT!

RICHARD--!

GIMME THAT PURSE, YA OLD BAG!

OR YOU'LL SEE WHAT "CARNAGE" REALLY MEANS!



I SAID GIVE IT TO ME!













TOOK A WHILE  
TO ANALYZE DATA  
FROM THE CITY'S  
EMERGENCY  
SERVICE NETWORK,  
TO LOCATE THE  
SOURCE OF THE  
HORRORS BEING  
COMMITTED!

BUT IT SHOULD  
TAKE FAR LESS  
TIME--



CARRION!  
DISPOSE  
OF THE  
INTERLOPER!

--TO OBLITERATE  
THAT SOURCE!

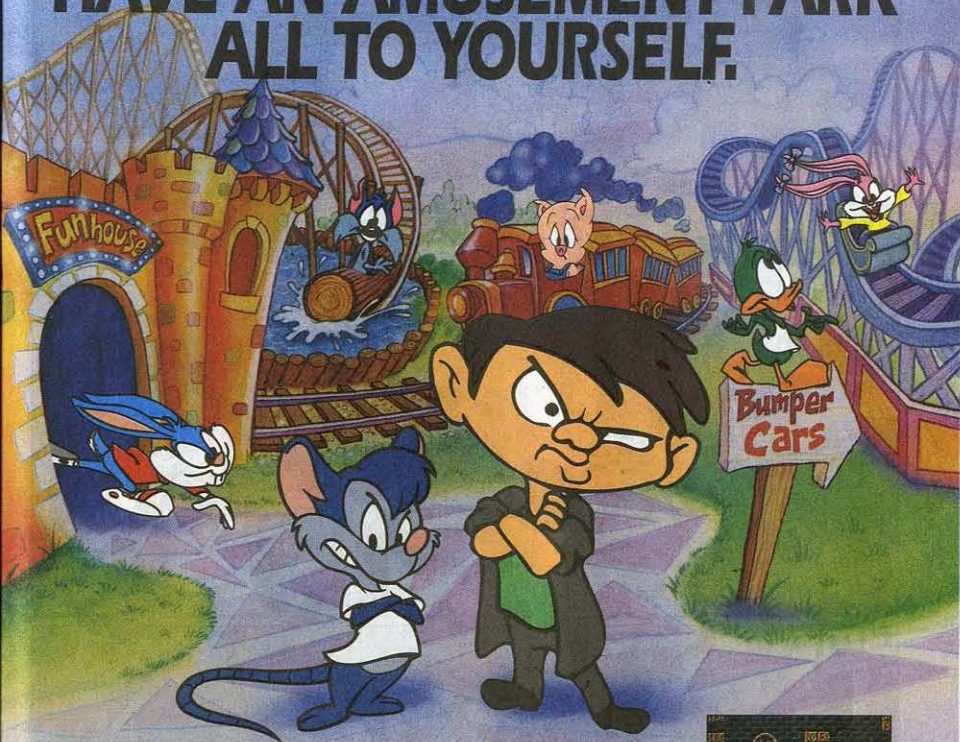
Opponent Identification: "Carrion."  
Subject's touch decays organic  
matter, including flesh.

THANKS,  
COMPUTER--  
BUT HE'LL FIND  
PRECIOUS  
LITTLE OF  
THAT ON ME!





# HAVE AN AMUSEMENT PARK ALL TO YOURSELF.



(Except for a couple of rats.)



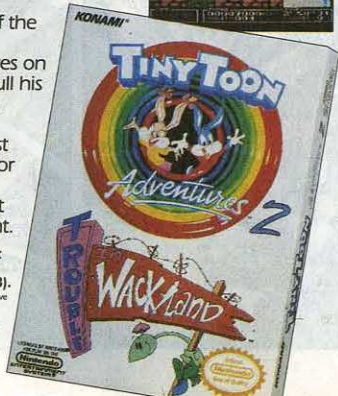
Step right up to the NES™ ride of your life when the Toonsters take on the world's wackiest fun park in Tiny Toon Adventures™2 - Trouble in Wackyland™. Montana Max and his rodent warriors have heaps of trouble planned for our pals. See if you can stomach all 5 unique arcade adventure games. Babs Bunny goes over the edge on the perilous Roller Coaster. Plucky Duck is at the wheel of the b-b-b-bumpy Bumper Cars. Hamton squeals in panic on the Wild Western Train Ride. Furrball clings for all nine lives on the High Speed Log Ride. Worst yet, Buster is ready to pull his hare out in the topsy turvy Fun House Maze, where that carnival creep Montana Max awaits.

You've got your ticket to the weirdest amusement park you'll ever see. Head for the front gates! And don't forget your rat repellent.

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BREATH! I'M NOT JUST  
A DINOSAUR... I'M  
ROCKY D, DINOSAUR  
EXTRAORDINAIRE!



WOW!  
YOU  
EAT  
ROCKS?



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HARD THINGS  
YOU FIND ON  
THE GROUND,  
BUT THESE...



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# BULLEPEN BULLETINS

## MARK'S REMARKS

Last year Bill Mantlo, one of Marvel's most prolific writers of the 70s and 80s, was seriously injured by a hit and run driver. He has been hospitalized since then and until recent weeks lay in a coma. He is now undergoing rehabilitative therapy but due to the extensive nature of his injuries, it is not known to what degree Bill will ultimately recover.

Bill created a whole slew of popular characters for Marvel — Cloak and Dagger, Rocket Raccoon, the White Tiger, Jack of Hearts, and Woodgod, to name just a few — and put in memorable stints writing THE MICRONAUTS, ROM, INCREDIBLE HULK, ALPHA FLIGHT, SPECTACULAR SPIDER-MAN, MARVEL TEAM-UP, IRON MAN, SWORDS OF THE SWASH-BUCKLERS and at least one issue of every book Marvel had up to that time produced. His writing for Marvel helped finance his way through law school and he was a practicing lawyer at the time of the accident.

Truly Bill left an indelible mark on the Marvel Universe and Marvelwood Assembled owes a debt of gratitude to him for sharing his imagination and creativity with us. If you'd like to personally send Bill your best wishes, we know he'd enjoy hearing from you. Address your cards and letters to:

William Mantlo  
Gaylord Hospital  
Gaylord Farm Road  
Wellington, CT 06492

— Mark Gruenwald

They called it the Blizzard of the Century! It struck last March, hitting harder than Thunderstrike's mace. Of course, it wasn't really the Blizzard of the Century, but the label-happy media had to call it something, and "Terror in the Towers" had already been taken.

The snow fell on some of our own creative flakes pretty hard. Now that we've finally managed to dig them out, let's plow through and see what they had to say.

Inker supreme Terry Austin, who is still waiting for the spring thaw, said "I saved the life of a

gone out there for Mike's birthday dinner, and the weather was so bad, I couldn't go home. So I stayed indoors, playing with my new four-week old ferret named Sneakers!" (Rumor has it that Hollywood wants to buy the rights to Renee's snow-bound story of survival, but in the movie version, the ferret gets eaten.)

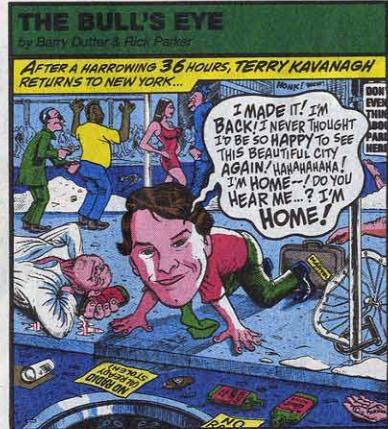
Proofreader Jack Abel, who spent the weekend making snow Arch-angels, said, "I don't have any stories about the Blizzard of '93. But I can tell you an interesting story about the Blizzard of '47. I was stuck in a building, playing cards all night, and the next morning, the snow was so bad, we couldn't leave. So we kept on playing cards."

BARBIE editor Hildy Mesnik was able to enjoy the blizzard, since she never had to lift a shovel! Said Hildy, "I spent the whole day in Central Park. It was beautiful. It was like a fantasyland that day!" (Even the street gangs traded their switch-blades for snowblades.)

NIGHTSTALKERS penciler Kirk Van Wormer said, "I didn't even know there was a '93 blizzard! Hildy doesn't let me out much!"

NOMAD penciler Patrick Oliffe didn't do much wandering that weekend. As Pat put it, "I'm against shoveling snow when it's coming down quicker than I can shovel it!" AMAZING SPIDER-MAN penciler Mark Bagley said he spent the weekend sliding sleds instead of spinning webs. Adjectiveless SPIDER-MAN artist Tom Lyle said he was trapped indoors all weekend, like a fly in a web.

But the worst blizzard horror story of all is that of editor Terry Kavanagh, who spent 36 straight hours trapped in various airports — enough time to qualify him as a licensed pilot! Terry had been on a ski trip in Aspen, which he said was "great," but his trip back turned into a worse nightmare than those biweekly deadlines on MARVEL COMICS PRESENTS! As Terry put it, "The lowest moment came when I was at Stapleton Airport in Denver. Since my luggage was lost, I had to walk a mile down the road to buy socks and underwear at a truck stop, since I had no clothes!" Reportedly, Hollywood has turned down Terry's story, saying that it's too frightening for small children. The whole experience taught Terry a valuable lesson: "I'm never leaving New York again!" he said. So the next time we have a Blizzard of the Century, save a shovel for Terry!



fellow Marvel freelancer! (SILVER SURFER writer) Ron Marz was trapped by five-foot drifts in his driveway, so I drove him to the grocery store. I don't know if Ron would agree with me that I saved his life, but thanks to me, he had Rice Krispies in his house that weekend!"

HELLSTORM penciler Michael Bair had a cold time in the old town that night. "I went sliding down my stoop," Mike said, "because the snow had turned to ice. Maybe it was the curse of Hellstorm that sent me down the steps!"

Editor Renee Witterstaetter said the blizzard hit her like a flurry of new mutant titles. "I was holed up in (SHE-HULK inker) Mike and Tracey DeCarlo's house," Renee began. I had

## HYPELINE: ON SALE THIS WEEK

- ALPHA FLIGHT #122: Infinity Crusade tie-in! Plus: Puck Alone!
- AMAZING SPIDER-MAN #379: Spidey, Venom, and the Fantastic Four make three ... er, six!
- BARBIE #31: Time for a little R & R!
- DARKHOLD #16: Would you let a kid named Jinx join your team?
- GHOST RIDER #39: Vengeance is after the Spirit of Vengeance!
- GUARDIANS OF THE GALAXY #38: An unexpected villain shows up — and no, it's not the Trappster!
- INVADERS #3 of 4: Cap, Namor, and the Torch in World War 2 action... with an attitude!
- LANCE BARNES: POST NUKE DICK #4 of 4: Lance is fighting ex-

- bankers! That's got our interest!
- MARVEL COMICS #132: The writing debut of Glenn Greenberg!
- MARVEL SUPER-HEROES #14: With Mike Rozick's Speedball story — years in the making!
- MIDNIGHT MEN #2 of 4: One Midnight Man is down! Time to recruit another!
- OFFCASTES #1 of 3: Heavy hitting science fiction!
- PENDRAGON #2 #13: Death's Head 2 plus Pendragon 2 = Action!
- PUNISHER WAR ZONE #17: A dam blows up, and Frank blows his fuse!
- QUASAR #48: Battle of the blonds, as Thunderstrike battles Quasar!

- RAVAGE 2099 #6: First there was Lee/Kirby. Now there's Lee/Ryan!
- REN & STIMPY TPB: RUNNING JOKE: Reprinting issues 1-4, plus some new fat, bloated stories, you see!
- SAVAGE SWORD OF CONAN #211: "Red Nails 2: The Next Day!"
- SECRET DEFENDERS #5: The team gets in their licks on Route 66!
- SILVER SABLE #14: Guest-starring Cage and Terror — and Silver still can't get a date!
- SLEEPWALKER #26: A new origin for Sleepy! (No, he's not from Slumberland!)
- SPIDER-MAN TPB: ORIGIN OF THE HOBGOBLIN: Once upon a

- time, there was a little baby goblin...
- WARHEADS: BLACK DAWN #1 of 2: When Moribus & Ghost Rider show up, it's flaming, fangin' fun!
- WILD THING #4: She'll make everything ... groovy!
- WOLVERINE #71: Is Magneto really dead? How about Bucky? And what about Gwen Stacy?
- WONDER MAN #23: Wondy makes a deal with the Grim Reaper!
- WONDER MAN ANNUAL #2: The Hit-Maker steals Wondy's thunder!
- X-FACTOR #92: 30th anniversary extravaganza featuring the return of Magn... oops, almost gave it away!
- X-MEN ADVENTURES #9: Colossus debuts, and Juggernaut gives him a special welcome!





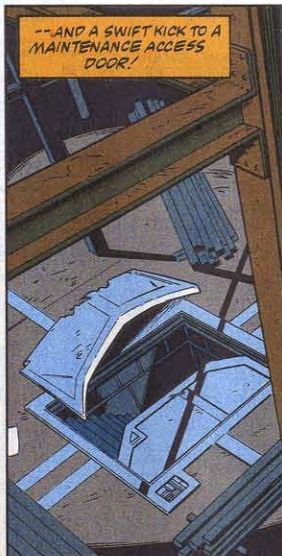




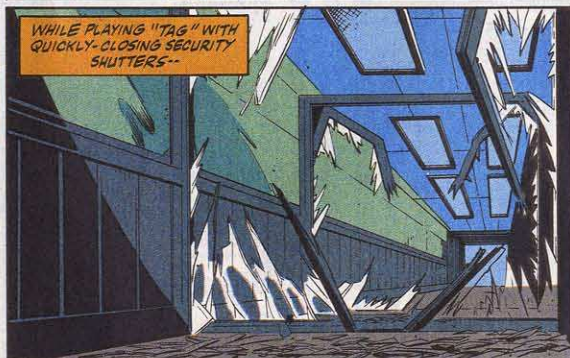
BUT AT THE DAMAGED  
SKYSCRAPER KNOWN AS  
FOUR FREEDOMS  
PLAZA, FUNTIME'S  
ALREADY IN PROGRESS!



"OLLIE-OLLIE-OXEN-FREE"  
HAD BEEN ACCOMPLISHED BY  
A PRECISE PUNCH TO PERIMETER  
ALARM CONTROLS--



--AND A SWIFT KICK TO A  
MAINTENANCE ACCESS  
DOOR!



WHILE PLAYING "TAG" WITH  
QUICKLY-CLOSING SECURITY  
SHUTTERS--

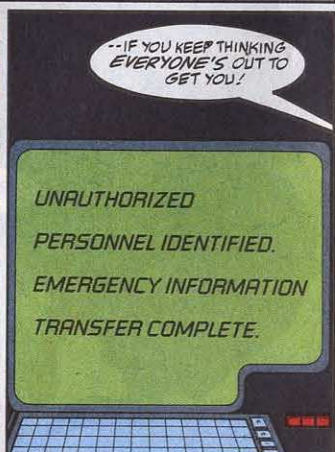


--"JUMP ROPE" WITH  
INTRUDER DETENTION  
COILS--



-- AND "KICK THE CAN" WITH  
AUTOMATED STUN DRONES--













BUT AGAINST CARNAGE,  
SHRIEK AND THE REST...  
DO YOU THINK EVEN  
WE'LL STAND A  
CHANCE?

I DO  
NOW!



"ALL KASADY'S  
GANG HAVE GOING  
FOR THEM IS  
SAVAGERY AND  
BLOODLUST--THE  
EMOTIONS OF  
PRIMITIVE MAN!"



"BUT WITH THIS SONIC GUN,  
WE'VE GOT SCIENCE  
ON OUR SIDE!"



"AND ONCE CARNAGE AND  
HIS BAND OF ANIMALS HAVE  
TO FACE THE CUTTING EDGE  
OF TECHNOLOGY--"



"--THEY'RE AS GOOD  
AS WHIPPED!"

**NOT!** (TO SEE HOW  
OL' SPIKE-FINGERS  
AND HIS CACKLING  
CREW OF PSYCHOS  
REALLY FARE,  
CHECK OUT  
SPIDER-MAN #36--  
ON SALE IN ONE  
WEEK!)



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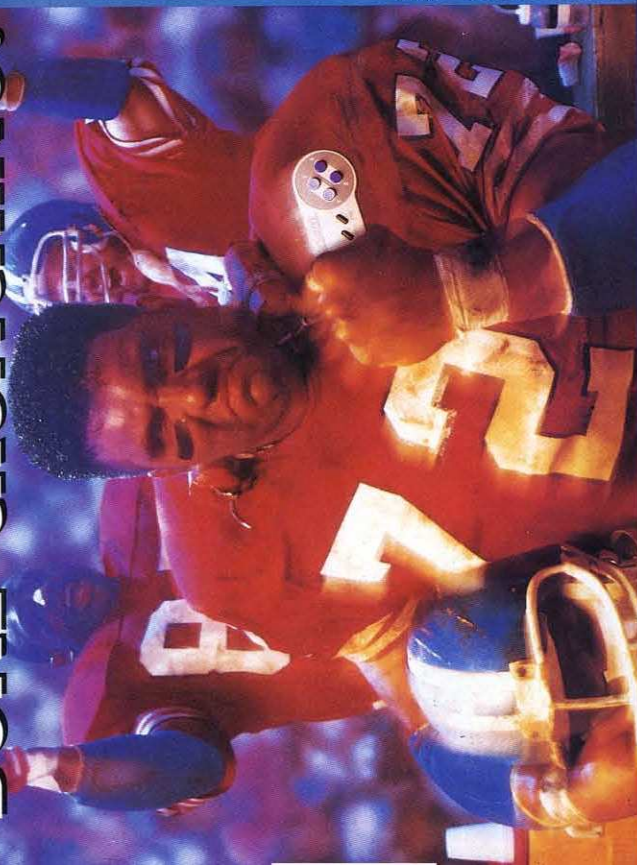
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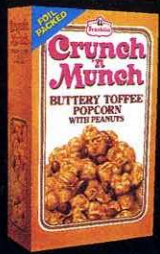
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