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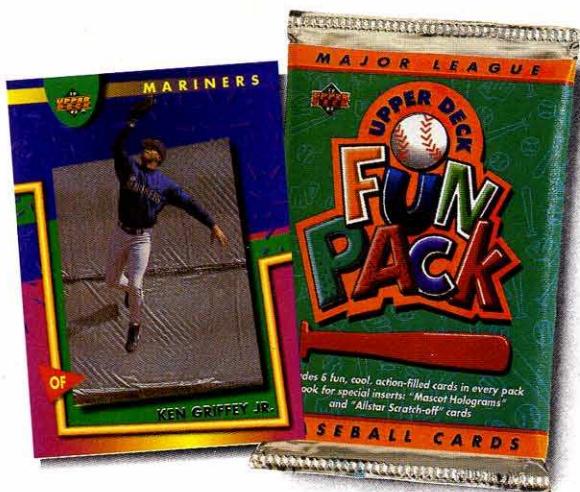


NOPE!
OL' GREENSKIN'S
ABOUT TO
POUND HIM INTO
JELLY!!!

BAGLEY
RE 93

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



THE AMAZING SPIDER-MAN® Vol. 1, No. 382, October, 1993. (ISSN #0274-5232) Published by MARVEL COMICS, Terry 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 © 1993 Marvel Entertainment Group, Inc. All rights reserved. Price \$1.25 per copy in the U.S. and \$1.60 in Canada. Subscription rate for 12 issues: \$15.00 U.S.; Canadian subscribers must add \$8.00 for postage and GST. GST #R127032852. 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, 9TH FLOOR, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. Printed in the U.S.A.







DUMPED ALMOST TWO WHOLE WEBBING CARTRIDGES! SHOULD BUY US A FEW SECONDS!

WE HAVE TO GET HIM WHERE HE WON'T HURT ANYONE!

A CONSTRUCTION SITE...?



BETTER--A DESTRUCTION SITE! EMPIRE STATE UNIVERSITY!

THE HUMAN TORCH WRECKED HALF THE CAMPUS A WHILE BACK!*



I'LL TRY TO LURE HULK TO THE ABANDONED BUILDINGS!



YOU FIND THOSE GAMMA SCIENTISTS, SEE IF THEY HAVE ANY IDEAS!

I DON'T LIKE LEAVING YOU--!

FF #371...D

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IMAGINE
HOW THRILLED
I AM! BUT WE
DON'T HAVE
MUCH CHOICE!

GO!



NOW, HOW TO GET THE
HULK TO FOLLOW ME?
MAYBE...



--IF I
MAKE HIM
MAD
ENOUGH?!



YUP!
I'M ON
THE RIGHT
TRACK!
BUT HAVE
TO MAKE
SURE...!



HEY, HULKSTER! IS
THIS WHAT THEY
CALL A BACK--

SPAP

Why run away from home... when you can drive.

JOSH and S.A.M.

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COLUMBIA PICTURES

AT THEATERS THIS SUMMER



MEANWHILE, AT THE FOREST HILLS HOME OF SPIDER-MAN'S AUNT, MAY PARKER...



AFTERNOON, FOLKS. SORRY TO INTERRUPT. I'M BERNARD SCUDDER. I--



WHY, MR. SCUDDER! SO GOOD OF YOU TO COME!



BETTER HURRY ALONG, RICHARD! YOU, TOO, MARY!

WOULDN'T WANT TO KEEP THOSE EAGER YOUNG MINDS WAITING!



I'VE BEEN A PRIVATE INVESTIGATOR FOR FIFTEEN YEARS, MS. PARKER. I APPRECIATE THE VALUE OF A STRATEGIC WHITE LIE.



BUT MAYBE YOU'D BETTER TELL ME WHAT THIS IS ALL ABOUT-- YOU WERE RATHER VAGUE OVER THE PHONE.



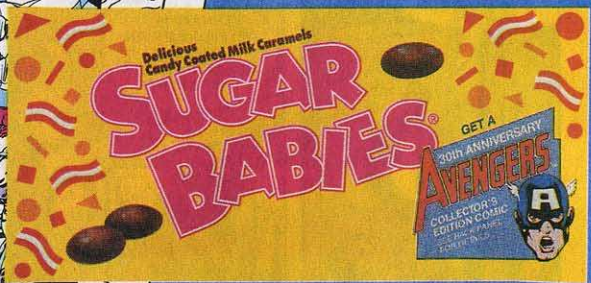
I HOPE YOU WON'T THINK I'VE BEEN WATCHING THAT SCI-FI CHANNEL, MR. SCUDDER, BUT I HAVE REASON TO BELIEVE THAT MY BROTHER-IN-LAW AND HIS WIFE AREN'T... WELL...





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 MARKED
 PACKAGES FOR
 DETAILS"



WHILE IN MANHATTAN, AT THE WRECK OF A MIDTOWN RESEARCH CENTER--

--YEARS TO REPLACE ALL THIS!



AND DUE TO THE NATURE OF THE DAMAGE, I DOUBT THAT INSURANCE WILL--



--OH, MY WORD! IT'S TH-THAT MADMAN! GET THE POLICE!

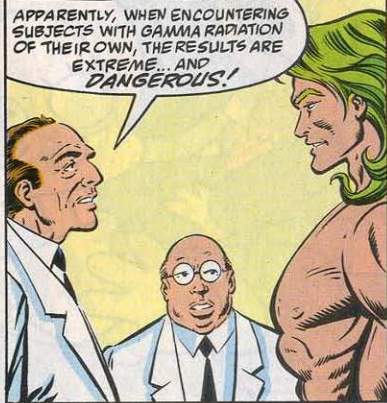
NO, PLEASE! IT WAS THE VIRUS THAT MADE ME VIOLENT, AND IT'S TRANSFERRED ITSELF TO THE HULK!

THAT'S WHY I'M HERE-- I NEED TO LEARN ALL I CAN ABOUT THE EFFECT IT'S HAVING ON THE HULK.



WELL, THE BACTERIUM WAS DESIGNED FOR NORMAL HUMANS, TO RELEASE REPRESSED EMOTIONS IN DIAGNOSED SCHIZOPHRENICS.

APPARENTLY, WHEN ENCOUNTERING SUBJECTS WITH GAMMA RADIATION OF THEIR OWN, THE RESULTS ARE EXTREME... AND DANGEROUS!



BUT SINCE THE CAUSE OF THAT DANGER IS AN ARTIFICIAL "GERM," SHOULDN'T THERE BE A CURE FOR IT?



WELL, ACTUALLY, O-OUR RESEARCH HASN'T GOTTEN QUITE THAT FAR YET...!



YOUR WORST NIGHTMARE JUST HIT TOWN ON GENESIS!

Bart's in deep, deep trouble! To find his homework, he has to outwit the bazooka-firing Itchy and Scratchy, battle the mighty Homer Kong, escape the dreaded Momthra, and more! Help him if you dare... but hurry! The fire-breathing, laser-firing Bartzilla is coming...and this dream has nightmare written all over it!!!



GASPI!
ALSO LOOK FOR
BART VS. THE WORLD
ON GAME GEAR™!

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MATT
GREENING

EMPIRE STATE
UNIVERSITY...

...WHERE EVEN NOW,
SUMMER SEMESTER
STUDENTS PAUSE TO
PONDER THE GHOST OF
A MIGHTY CONFLICT.

UNAWARE THAT
THEY'LL SOON BE
WITNESSING--

WHA...?

OH, MY
GOD!


--THE
REAL
THING!

THWIP

MADE
IT!

THWIP

WAKOOM



HMM, I WONDER IF I
COULD WORK A DISCOUNT
ON MY TUITION HERE AS
PETER PARKER!
AFTER ALL~



-- I'M SAVING THE
UNIVERSITY ONE HECK
OF A DEMOLITION
BILL!



UHAAA, THEN
AGAIN...



KILL
SPIDER!

...DISCOUNTS
WON'T
DO ME MUCH
GOOD IF I'M
DEAD.



ANGER'S
MAKING
HIM
CARE-
LESS!

HAVE TO
TAKE
ADVANTAGE!

GIVE IT MY BEST--



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PRESENTS

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Hut**

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WITH ALL THE**

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**DON'T MISS KIDS' NIGHT -
SPECIAL X-TRAS EVERY TUESDAY NIGHT!**



AND
WE'RE
NOT
TALKING
ANCHOVIES,
BUB!

X-MEN

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Wildman, Stephen Baskerville, John Hebert, Bill Anderson, Jim Craig,
Dan & David Day, Mike Harris and Harry Candelario.



BUT RIGHT NOW, MS. WATSON-PARKER HAS OTHER CONCERNS.

WITH MONICA OUT OF THE WAY, STERLING, WE CAN DO ANYTHING WE WA--



HUH? WHAT? IS IT MY FACE?

MAKE-UP!



NO, NO, NO! IT'S MARY JANE'S CIGARETTE! CAN'T YOU REMEMBER THAT "SYBIL" DOESN'T SMOKE?

OH, DARN! I'M SORRY, MARK!



NO MATTER. THE A.P. JUST TOLD ME WE'RE RUNNING SO LONG, I'M CUTTING THE SCENE.

B-BUT THIS IS MY ONLY ON-SCREEN THIS WEEK!

* ASSISTANT DIRECTOR.
-- DANNY



SORRY, BABE. THAT'S SHOW BIZ.



WHAT'S HAPPENING TO MY CAREER? I THOUGHT LANDING A PART ON A SOAP WOULD MAKE ME A STAR! BUT IT'S ALL FALLING APART. MAYBE I SHOULD TALK WITH PETER ABOUT--



--- NO.

HE'S GOT ENOUGH PROBLEMS OF HIS OWN.



FOR INSTANCE.

NO CURE? BUT THE VIRUS IS LIKE A FEVER, MAYBE WE CAN JUST WAIT TILL IT BURNS ITSELF OUT!

UNFORTUNATELY, THOSE SCIENTISTS SAY THAT SHOULD HAVE HAPPENED ALREADY!

SOMETHING MUST BE PREVENTING THE HULK FROM GOING ALL OUT FROM ALLOWING THE VIRUS TO USE ITSELF UP!

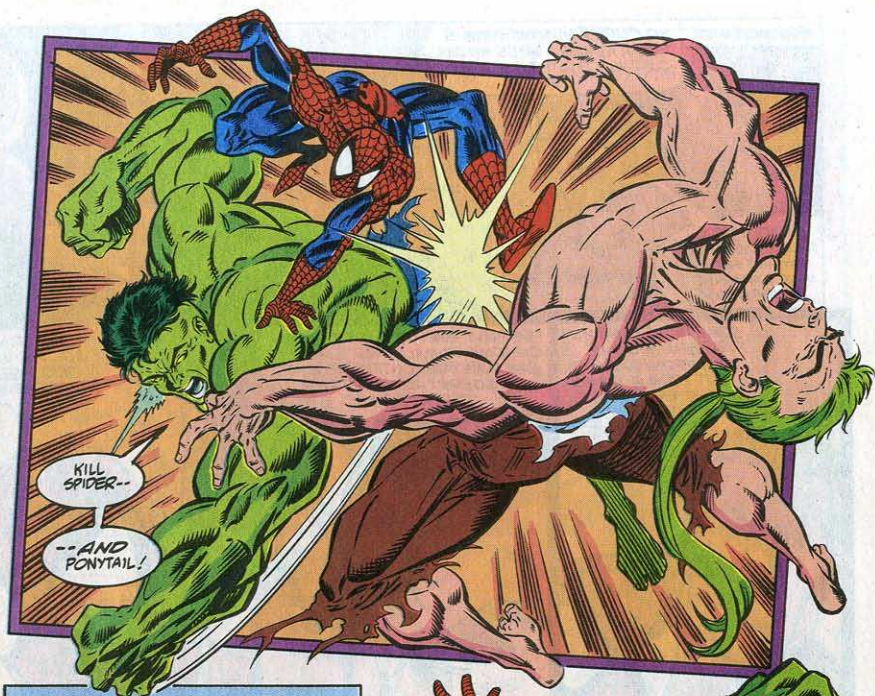
POSSIBLY, PERHAPS IT REALIZES ON SOME PRIMAL LEVEL THAT IT CAN MAINTAIN CONTROL AS LONG AS IT DOESN'T ALLOW THE RAGE TO USE ITSELF UP!

TOO BAD HIS GOOD SIDE'S TOO WEAK TO RESIST!

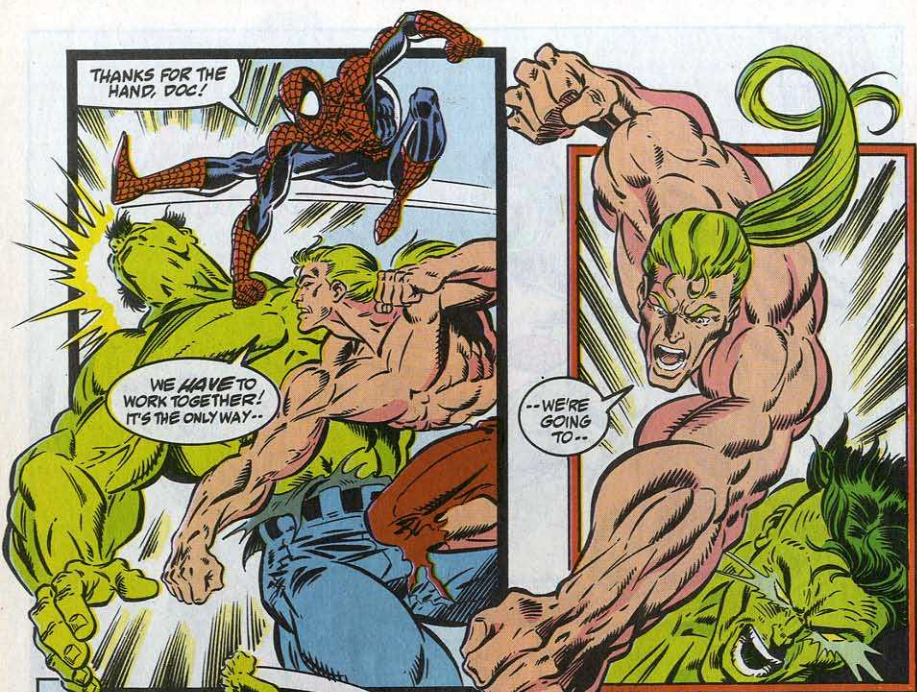
COULD IT BE HIS DARK HALF, THE ANIMAL SIDE THAT USED TO COME OUT WHEN HE WAS JUST A DUMB GREEN GUY?

I DON'T KNOW, SPIDER-MAN! I'VE LEARNED FROM EXPERIENCE THAT WHEN THERE'S A CHOICE BETWEEN RIGHT AND WRONG--EVEN RIGHT AND LEGAL--BRUCE BANNER WILL CHOOSE "RIGHT" EVERY TIME!

"GOOD THEORY, DOC! JUST ONE QUESTION: DOES THE HULK KNOW THAT?"







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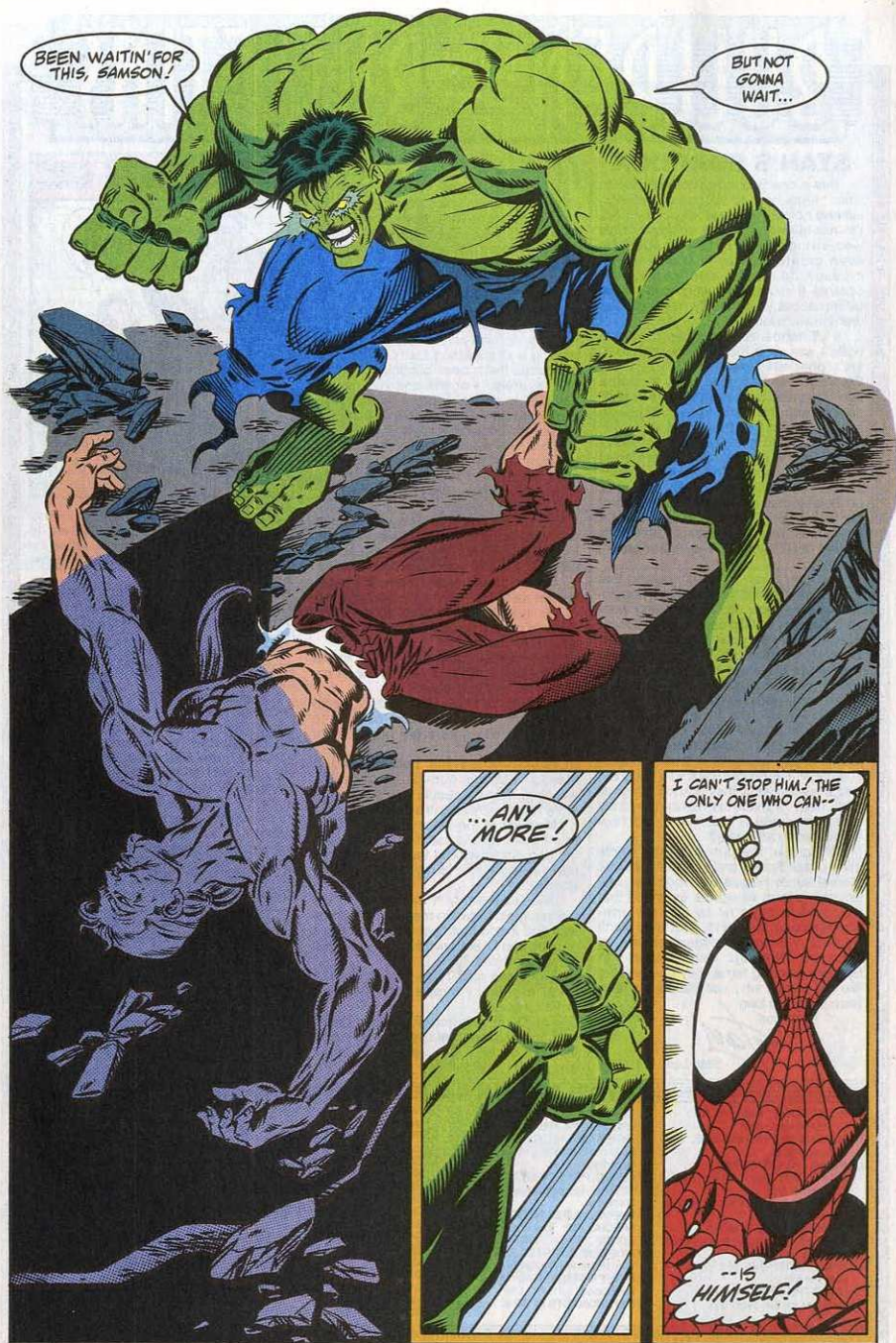
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BEEN WAITIN' FOR
THIS, SAMSON!

BUT NOT
GONNA
WAIT...

...ANY
MORE!

I CAN'T STOP HIM! THE
ONLY ONE WHO CAN--

--IS
HIMSELF!

BULLPEN BULLETINS



STAN'S SOAPBOX

This is one Soapbox I couldn't wait to write! I just have to tell you something I learned about the power of Spidey. No, I'm not talking about his strength or his web-swinging — I'm talking about an even greater power — a power that crosses countries, continents, and oceans! If you haven't yet guessed it, I'm talking about your friendly neighborhood wall-crawler's fame!

It all happened just a few days ago while I was on a trip to Tokyo with Marvel's peerless president, Merry Terry Stewart. We had gone there to start a new Japanese publishing venture in partnership with the world-famous Shogakukan Production Company.

Now, before going any further, you've got to get this picture. Spider-Man is not published in Japan. There are no Spider-Man comic books, no Spidey cartoons, no Spidey toys or games in the Land of the Rising Sun. Nothing! Nada! Zilch! I can almost hear you asking, "So what's the big deal?" Well, this is it, O impatient one —

A survey taken in Tokyo revealed that more than 70% of the Japanese population actually know our wall-crawling wonder! It seems that Spidey's fame has managed to leap-frog clear across the Pacific Ocean! You know how it is — Japanese visitors see our mags in the U.S. and talk about them enthusiastically when they return home. Before you know it, the word spreads like wildfire! In fact, we dressed an actor in a Spider-Man costume and walked through the Tokyo streets with him, just as a gag, to see what would happen. The Japanese people went wild, laughing and cheering as if they'd known him all their lives! It made us realize how truly small the world is becoming and how quickly fame can spread!

Of course, the upshot of the whole thing is that Spidey and many of our other Marvel super heroes will soon be published in Japan where it's expected that they'll be as big a hit as they are elsewhere around the world. But they won't be hitting those far distant shores as strangers. No way! Instead, thanks to Spidey's amazing fame, they'll be greeted like old friends who just happen to have been away too long!

Excelsior!

Stan

Stan Lee

This summer, there are more comics out than ever before. In fact, the last time we saw this many comics in one place, Bob Hope was putting on a USO show! There are so many new universes starting up, the Watchers are putting in for overtime.

If you're like us, you're probably buying lots of comics this summer ... and possibly even reading some of them! But there have got to be other things to do with comics besides just reading and collecting them. That's the puzzle that's been burning in our brains lately. For the answer, we decided to go right to the experts; and who knows more about comics than comic book characters?

Here now we present the views of our own super heroes on this mega-challenging question: *what do you do with your comics, besides reading and collecting them?*

The Incredible Hulk said, "I used to like to smash them, but I regret that now. If I hadn't smashed my old comic collection, I'd be a rich man today!"

Super-model Mary Jane Watson-Parker said, "You asked the right gal, pal! I wrap 'em in tin foil, and use 'em to reflect the sun on my bodacious bod while I'm tanning on the roof!"

The Human Torch said, "I like to sell 'em for huge profit! Every comic in my collection is a 'hot' issue!"

Gambit, of the X-Men said, "I like to charge 'zern up, 'zen pass 'zern on to Wolverine! He gets a big bang out of 'zern!"

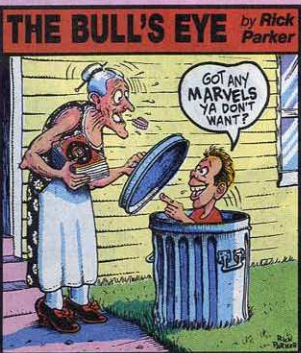
Daredevil's arch-foe, Bullseye said, "I like to fold my comics into deadly weapons, then kill people with them! Hey, in my hands, anything is a weapon!"

Medusa of the Inhumans said, "I like to roll them up and use them to discipline my dog, Lockjaw, with them! Sometimes I do the same thing to my husband, Black Bolt!"

The Blob said, "I eat them! They make a great between meal snack! Some may find it odd that I eat paper, but I'm a mutant, and I'll eat anything! How do you think I got this fat?"

The Thing said, "I use 'em to light my great big stinky cigars, just like Tom DeFalco does!"

The Destroyer from the Infinity Watch said, "Me use comical books to learn how to count up to 2099! Let's see ... that's one ... two ... 2099!"



The Kingpin said, "I don't have any comic books, but if I did, I'd sell them to get money for food! I'm a little down on my luck right now. All I need is some spare change ..."

The Punisher said, "I hang them from a tree and use them for target practice. I particularly like shooting at mutant books!"

Captain America said, "I like to give them to the orphans down at the hospital!"

John Blaze said, "I like to roll them up and stick them between the spokes of my bike! They make a really cool sound when I'm chasing down some demon or weirdo!"

Conan the Barbarian said, "I cover my walls with them and use them for a blanket! Crom, but those nights in Cimmeria can chill a warrior's bones!"

Finally, we have Aunt May, who said, "What do you think I do with them? I'm an old lady! I throw them away, of course!"

Thanks, Aunt May! It's nice to know that some things never change!

WIN AN X-MEN

SEGA GENESIS VIDEO GAME!
Pizza Hut's X-Men promotion begins August 7! Find the error on the Mutant Aptitude Test #1 placemat and you could win! Send your name address and correct answer on a 3x5 card to:
Mutant Aptitude Test
c/o Marvel Comics
387 Park Avenue South
New York, New York 10018.
One entry per person; No Marvel or Pizza Hut employees; Deadline 8/30

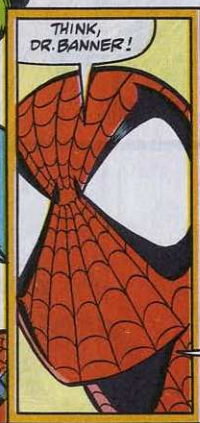
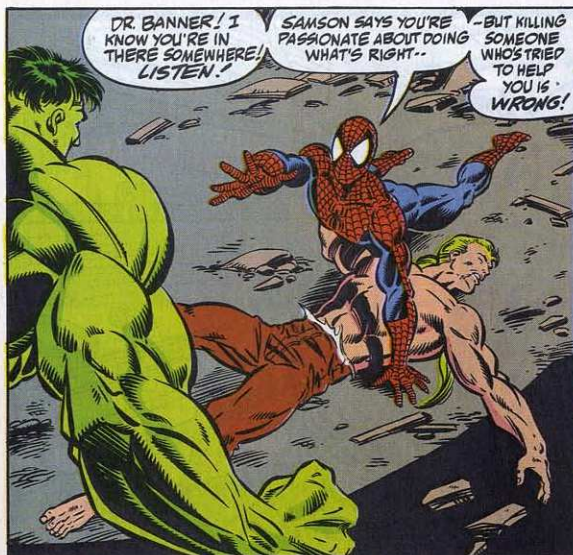
HYPLINE: ON SALE THIS WEEK

- ☐ ALPHA FLIGHT #125: INFINITY CRUSADE crossover!
- ☐ AMAZING SPIDER-MAN #382: The Hulk stomps in!
- ☐ AVENGERS #16 MARVEL MILESTONE: Reprinting the classic line-up change!
- ☐ BARBIE #34: A fortune teller reveals Barbie 2099!
- ☐ DARKHOLD #13: Enter the Missing Link! (No, not the guy from he Mod Squad!)
- ☐ GHOST RIDER #42: Shot down in a Blaze of glory!
- ☐ GROO TPB: FESTIVAL: The festivities are just beginning!

- ☐ GUARDIANS OF THE GALAXY #41: Meet the 31st century Thor!
- ☐ HYPERKIND #7: You could get a papercut by shaving with the Razorine!
- ☐ LETHAL FOES OF SPIDER-MAN #2 OF 4: Take a number to kill Spidey!
- ☐ MARVEL SUPER HEROES SPECIAL #15: Thor in drag? WA-HOOO!
- ☐ MORBIUS REVISED #3 OF 5: Who the heck is Helelites?
- ☐ NIGHT THRASHER #3: Melee in Madripoor!
- ☐ PSYCHONAUTS #1 OF 4: And the

- ☐ Anachronisms still don't have their own series!
- ☐ PUNISHER WAR ZONE #20: Frank takes down Nam's and number!
- ☐ QUASAR #51: The Squadron Supreme guest stars!
- ☐ RAVAGE 2099 #11: Meet Ravage's family!
- ☐ SABBRETOOTH #3 OF 4: Sabe learns that he is a daddy!
- ☐ SAVAGE SWOARD OF CONAN #214: It's sword-swingin' excitement!
- ☐ SECRET DEFENDERS #8: It's the end of the world as we know it (and I feel fine)!
- ☐ SILVER SABLE #17: INFINITY

- ☐ CRUSADE crossover!
- ☐ SLEEPWALKER #29: It's a nightmare when Sleepy turns evil!
- ☐ WILD THING #7: We have to hype new artist Bryan Hitch! (Okay, so we're Hitch-hyping!)
- ☐ WOLVERINE #74: Saga of the sentient Sentinel!
- ☐ WONDER MAN #28: Wonder Man goes to Asgard!
- ☐ X-FACTOR #95: Pick up this issue at Random!
- ☐ X-MEN ADVENTURES #12: The fate of Archangel!
- ☐ X-MEN ANNUAL #2: Introducing Emprynt!









...THAT WAS AN INTERESTING WAY TO SPEND A DAY! NOT EXACTLY WHAT I'D PLANNED OVER **BREAK-FAST--**

--BUT AT LEAST IT'S OVER NOW I CAN **RELAX!**

MMMMMMMMMM...

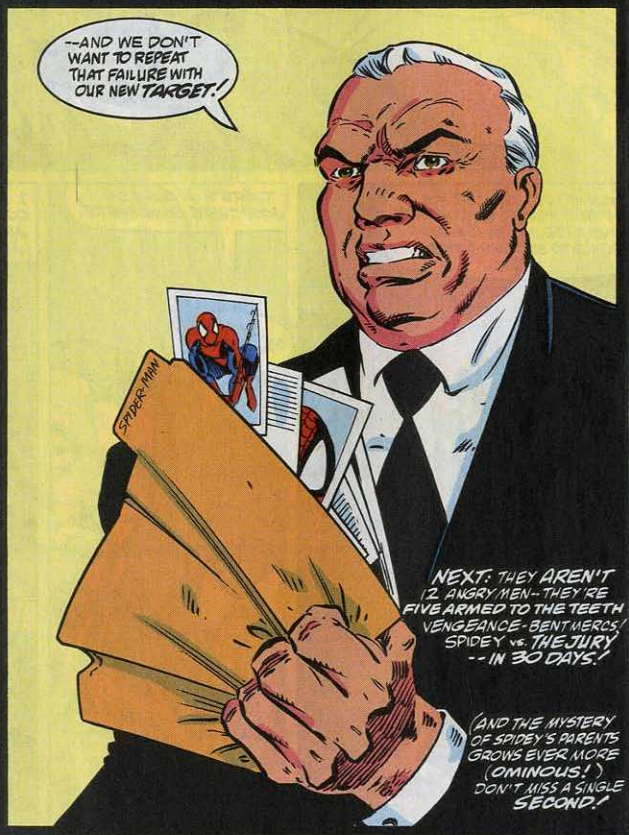


...NAH!

CAREFUL! WE CAN'T AFFORD DAMAGED EQUIPMENT EVEN BEFORE WE BEGIN THE **HUNT!**



WE WEREN'T ABLE TO RENDER A SATISFACTORY VERDICT AGAINST **VENOM** IN SAN FRANCISCO --



--AND WE DON'T WANT TO REPEAT THAT FAILURE WITH OUR NEW **TARGET!**

NEXT, THEY AREN'T 12 ANGRY MEN--THEY'RE FIVE ARMED--THEY'RE VENGEANCE-BENT WERCS! **SPIDEY vs. THE JURY** --IN 30 DAYS!

(AND THE MYSTERY OF SPIDEY'S PARENTS GROWS EVER MORE (OMINOUS!) DON'T MISS A SINGLE **SECOND!**

THE SPIDER'S WEB

% MARVEL COMICS GROUP

387 Park Avenue South
New York, New York 10016

DANNY FINGEROTH
EDITOR
MIKE LACKEY
ASSISTANT EDITOR

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

HEY, SPIDER-MANIACS!!

With all the excitement in the industry and at Marvel these past months, my head's been spinning. So many titles, so many stories, so many characters. And through it all, you folks have been loyal to the Spider-line, for which we all are eternally grateful.

But hey—who are "we" anyway? Well, the writers and artists I think you know. Their work speaks for itself (which never stopped us from hyping it anyway). But the editorial "we" — well, that's a little trickier. So, even though we're supposed to be the invisible gremlins that make everyone else's work magically get to you, I'm going to open the curtain for a minute.

Y'see, here at Marvel, there's always been an Editor in Chief. As we grew, the Chief had "line editors" who oversaw the specific goings-on of specific titles. So that while one person could never humanly edit all our many titles, the Chief picked people he trusted to put them out, who would consult him only about general directions and major status quo changes. And that was fine for quite a while.

But as your demand for more of our books has grown, even the line editors were stretched to the limit to handle their books without going crazy. In response, editor in chief Tom DeFalco came up with the "Group Editor" system about a year and a half ago. Now, there would be the Spider-Man Group, the X-Men Group, the Midnight Sons Group, and the Avengers Group, with others to come later. The idea behind this was that there would be a G.E. who would oversee the direction of a family of books, editing some books on his or her own, with others of the titles being handled either by an Editor and/or Associate Editor. (What about the Executive Editors whose credits you often see? They help Tom with his chiefly duties, but for the most part they don't edit monthly comics.)

In my case, I became the head of the Spider-Group, still hands-on editing AMAZING SPIDER-MAN, SPIDER-MAN and a few others, while delegating the editing of SPECTACULAR WEB, and so on to someone else. For a while, Rob Tokar was line editor of a bunch of my family's books. Then, my former assistant Eric Fein was promoted to Associate Editor and he took some over, while Rob—after helping us through Spider-triumphs such as WEB #100, SPEC #200, and *Maximum Carnage*—eventually branched off, leaving his Spider-titles behind but taking with him the NEW WARRIORS and NIGHT THRASHER (which had both been in my group when the G.E. system started) and some books he'd been editing all along, and left the group. Coming in to take up the slack was former EXCALIBUR assistant editor Mark Powers, who was promoted to Associate Editor. (And coming in to take up my slacks was my tailor, but that's another story.) And that's where things stand today.

Now, we editorial types see our names in print enough (except maybe for my assistant Mike Lackey, the hardest working ex-wrestling writer in the business today), so that's not why I'm listing us now. It's just that, with all the Spidey and Spidey-related comics we're putting out and preparing to put out, as well as the animation, video game, movie and miscellaneous Spider-Projects we're involved in, which also take a lot of time and attention, we sometimes aren't able to put as much of the personal touch in the letter columns as we'd like. For instance, telling you the above, while long-winded and convoluted, is my way of trying to explain to you all the various names you've seen coming and going in the Spider-mags for the past year or so. We couldn't do any of this without you, so we think you have the right to know and be included in the excitement as Marvel continues on the move!

What you should also know is that with all these extra hands working on the books, there's more care and attention given to them editorially than there would have been without the current system in place. And we all do read and comment on each others' work—as if you could stop us—so that there should be the consistency of character and exciting development of main and sub plots that you've come to expect from Marvel in general and Spidey's books in particular. If we're not performing up to the standards you hold us to—let us know. (As if we could stop you.) If we are doing okay—let us know that, too. You know how insecure we are.

So that's the story around here. Me, Eric, Mark and Mike will all do our best to keep you posted on behind the scenes and upcoming events in the life of Spidey and his creators. We'll always do all we can to keep warranting your continued support.

Thanks for listening. Take care.

Danny Fingeroth
Group Editor

While we scramble to catch up on all those hot Spider-issues, here's a sampling of the mail that's been pouring in lately.

Dear Spider-Men,

I've found out that Venom ain't that bad, really. He saved that girl from that really nasty clown! I like the idea of Venom becoming a good guy! Keep it up, "Bags!"

Dexter Ryan G. Monzon
2-A Chicago Tech.
University Hills Subdivision
Caloocan Metro-Manila, K100

Well, first off, we wouldn't call Venom a "good guy," Dexter. "Anti-Hero" perhaps. Maybe even "Monster With a Heart of Gold". But definitely NOT a "Good Guy."

Dear Danny & Mike,

Amazing! It has been well over sixteen years since I purchased a copy of AMAZING SPIDER-MAN. After reading David Michelinie's "Murder on Parade" I experienced a sensation of euphoria magnificently sprinkled with nostalgia. All I can say is "Well Done!"

Peter J. Koerner
401 Bridge St.
Mont Clare, PA. 19453

And we thought that we really liked David's writing! We here at Marvel also feel that some of the most interesting stories blend a sense of nostalgia with the newest, cutting edge dramatic style.

GOPS! DEPT: You may have noticed a tiny caption on the last page of AMAZING #381, referring to a blurb on that issue's cover that simply wasn't there! What happened was, moments before we shipped that issue's cover to the printer, we decided that Mark Bagley's Spidey v. Hulk artwork was just too darn good to cover up, so we deleted it! Unfortunately, in our haste, we forgot about that little dickens on page twenty-three. So here's a big "Sorry!" from the Spider-Group to anyone who drove themselves crazy over that one!

NEXT ISSUE: Orwell Taylor hates the lethal protector, Venom. The super-powerful high-tech Jury was created to destroy Venom. Spidey is indirectly responsible for Venom's existence. Now the Jury wants Spidey. Things just don't get any crazier than this. Plus: The mystery of Peter's parents deepens! Don't miss a second!





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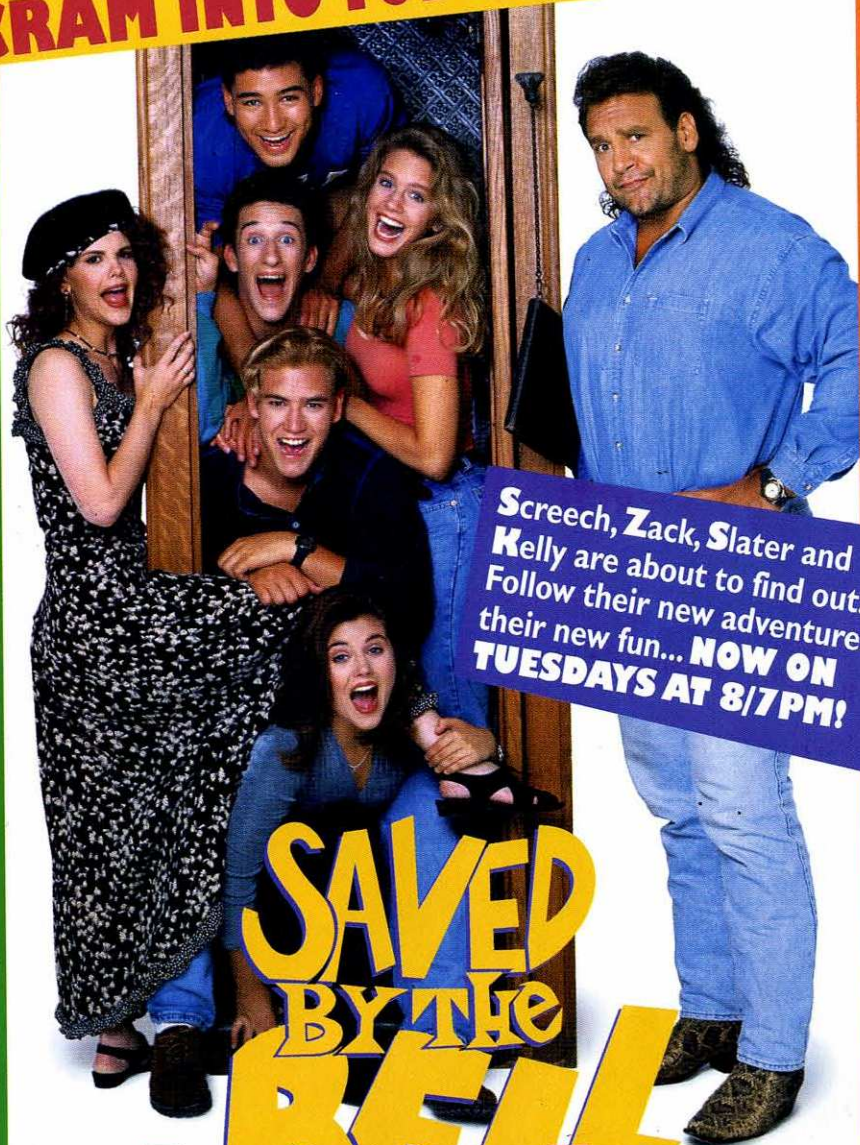
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