



THE AMAZING SPIDER-MAN®



YOU JUST KEEP
WORKING YOUR TERRITORY
AS WELL AS YOU'VE BEENAND YOUR CUT OF THE
BUSINESS IS GOING TO
GROW AND GROW.



I WANT YOU TO CALL ME ON THURSDAY AFTER THE SHIPMENT COMES SHIPMENT COMES





THE AMAZING SPIDER-MAN* Vol. 1, No. 395, November, 1994. (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. SECONDO CLASS POSTAGE PAID AT TWO YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthy, Copyright #1998 Mawel Entertainment Group, inc. Alights reserved. Price 51.50 per copyr inthe U.S. and 52.05 in Canada. Subscription rate for 12 issues; \$18.00 U.S., Canadan subscribers must add \$10.00 for postage and GST. GST #F127032852. Foreign; \$30.00. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or deed person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be soid except by authorized dealers and is soid subject to the condition that it shall not be soid or distributed with any part of the condition of the soid or distributed with any part of the condition of the soid or distributed with any part of the condition of the soid or distributed with any part of the condition of the soid or distributed with any part of the condition of the soid or distributed with any part of the condition of the soid or distributed with any part of the condition of the soid or distributed with any part of the condition of the condition of the soid or distributed with any part of the condition of the condition













THE INCREDIBLE



HE'S BIG, HE'S MEAN, HE'S GREEN..

...AND YOU WOULD BE TOO IF YOU WERE BLASTED BY GAMMA RAYS THAT TURNED YOU INTO A HUGE, POWERFUL, GREEN CREATURE EVERY TIME YOU GOT A LITTLE TICKED-OFF. SO COME ON, GIVE HULK A HAND BATTLING CLASSIC MARVEL VILLIANS LIKE RHIND, TYRANNUS, ABSORBING MAN AND THE LEADER! HULK WILL PROVIDE THE BRAWN, YOU PROVIDE THE SKILL AND BRAINS FOR HOURS OF THE MOST HULKED-OUT ACTION YOU'LL EVER BE A PART OF.







COME ON...
IF YOU THINK YOU'RE
TOUGH ENOUGH!





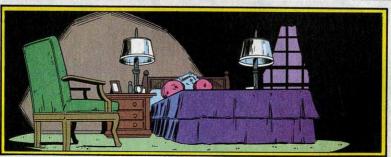


© 1994 Marvel Entertainment Group, inc. All rights reserved. Sega. Genesis and Game Gear are trademarks of Sega Enterprises, Ltd. Super Nintendo Entertainment System and the Official Seals are registered trademarks of Nintendo of America Inc. © 1994 Nintendo of

Available for Sega™ Genesis™, Game Gear™

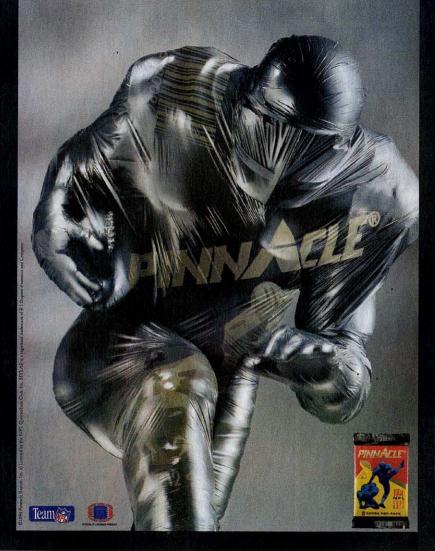






PINNACLE"

PINNACLE FOOTBALL '94. SUPPLIES ARE SO TIGHT, YOU CAN HEAR THE MYLAR STRAINING.



Guaranteed Scarce." Premium. With those sweet Team Pinnacle® and Trophy Collection® Dufex® chase cards. Your chance to get them happens October 3. Don't drop the ball.





TM and © 1994 Saban Entertainment, Inc. & Saban International N.V. All Rights Reserved MIGHTY MORPHIN POWER RANGERS and all logos, character names and distinctive likenesses thereof are trademarks of Saban Entertainment, Inc., and Saban International N.V. PRO2A









CAPTAIN UNIVERSE the most powerful super hero in the galaxy... a power that can join with any entity... and now it's joining with You.

That's right - we'll turn you into Captain Universe so you can fight evil side-by-side with the X-Men! You'll also get a personalized Captain Universe trading card with your name and stats, and a personalized, double-sided poster, all for just \$14.95.*

How Do We Do it?

Through the Mighty Marvel miracle of technology, the entire comic book will be personalized with things like your first name, last name, home town and even the name of a friend or loved one who'll take part in your adventure. There are two versions, one male, one female, so you end up being the right kind of Captain Universe. And unlike those ugly, old-fashioned personalized kiddy books, your Marvel X-Men comic will look just like it was hand lettered by a seasoned bullpen veteran.

Don't Be Selfish!

This book makes the most *marvelous*, must-have present a comic fan could get. Make them the star of the book and use *your* name as the friend or loved one - they'll never forget you. Hey, why not give one to that closed-minded person who gets on your case for reading comics? Seeing themselves as a super hero might just get them to cut you some slack!

*Orders must be post marked by October 21st, 1994 in order to arrive in time for Christmas by U.S. Priority Mail. Late orders cannot be filled and will be returned. No limit - order as many as you like. Just photocopy and fill out one order form for each comic you're ordering. Enclose \$17.90 for each order. (\$14.95 plus \$2.95 \$&H). Checks or money orders in US funds. Do not send cash! For any questions about your order, call 1-800-453-8766 after Dec. 21st. Orders containing profanity will not be processed. This offer also available at your local comic shop.

ADVERTISEMENT TM & © 1994 Marvel Entertainment Group. Inc. All rights reserved.

















...it's amazing I ever made it through my teenage years intact.



















SUPERSNACK TINS





QUESTION OF THE MONTH

It's September — that mega-educational time when school is back in session. This month, we asked our studious stalwarts what their characters would learn if they were sent back to school! Here's what they had to

say!
Pat Olliffe (penciler, WARLOCK & THE INFINITY WATCH): Warlock would learn that he can't get out of doing his homework by stealing the soul of his teacher!
Ron Randall (penciler, SOLO Limited Series): Solo lacks social graces, so he could learn some of the intricacies of interpersonal relationships. It might make for less exciting stories, but he'd be happier!
Rafayel Kaynan (penciler/inker or CONAN THE ADVENTURER): Conan would have to serve a lot of detention for agrantina, brogglessing laces.

detention for carrying a broadsword in class — though it would make a good hall pass! Jim Hall (penciler, SILVER SURFER): The Surfer would

learn that he's not anatomically correct!

Jeph Loeb (writer, CABLE): Cable would learn how to

stay out of the principal's office!

Barb Kaalberg (inker, BARBIE FASHION): Barbie would

say, "Math is tough!" Gordon Purcell (inker, SILVER SABLE): Silver Sable would learn manners and charm. She needs to brush up on her social skills. Also, she needs to work on her ballroom dancing — she doesn't get to do a lot of it! Mark Farmer (inker, CLAN DESTINE): The Clan Destine

need to learn tolerance, because they're a pretty impatient bunch of people!

Anthony Williams (penciler, MARVEL ACTION HOUR: IRON MAN): Tony Stark could take a metal works class so he could learn to knock the dents out of his armor hottor

Hildy Mesnik (editor, ALADDIN): Aladdin could learn how to shampoo a flying carpet!

Mike Kanterovich (writer, SECRET DEFENDERS): The Secret Defenders would have to learn how to play well with others, because they're a bunch of loners and rebels, and Cadaver smells bad!

Mark Bernardo (assistant editor): Spider-Man would have to learn to loosen up and not be so neurotic. Sometimes it seems like he's the Seinfeld of super heroes!

NEWSLINE

ITEM! Just a short note to let you know that there are ITEM! Just a short note to let you know that there are four all-new mega-terrific Marvel Press Posters which go on sale next week! The posters are: a tongue-rific Hulk 2099 piece by Andy Kubert, Kevin Nowlan, and Paul Mounts; a mega-mutated Generation X portrat by Chris Bachalo; a creepy-crawly Spider-Man shot by Dan Horne; and an X-plosive X-Men rendering by renowned fantasy artists the Brothers Hildebrand These posters are so cool, you'll want to buy a new wall to hand them on! to hang them on!

HYPE BOX

"They're a group of kids out to change the world!" That's how writer Scott Lobdel described GENERATION X, the comic that introduces the next generation of mutants! The kids of GENERATION X are students of the Banshee and former Hellfire Club member, the White Queen. The only familiar face in GENERATION X is Jubilee; the remainder of the team consists of all-new characters!

Scott described the members of the team as follows:

M: A young Algerian woman who is perfect, but her perfection hides a secret that she can't dare reveal to her teammates.

MONDO: A Samoan with a heart of gold and a body which can become every other element you can think of. CHAMBER: A young British chap whose life was forever scared the day he got his mutant powers.

SKIN: Who has three to six more feet of skin on his body than he

HUSK: Kid sister to Sam "Cannonball" Guthrie, who as far as Sam is concerned, is heir apparent to the leadership of the X-Men!

SYNCH: Whose confidence is exceeded only by the amount of power at his disposal.

And PENANCE: A female character whom we know very little about. In the first issue, Gateway drops her off at the front door of the Academy

The first villain faced by GENERATION X is called Emplate, who Scott calls "a horrific mutant who sucks the genetic marrow bones ...



and enjoys it." In an unexpected twist, GENERA-TION X will not be one of those grim and gritty books that are all the rage these days! Instead, Scott pro-mises, "GENERA-TION X is the most positive take on life as a mutant than we've seen in years. They're not angry young super heroes. It's a return to the time when comics were about heroes."

The art team for GENERATION X is Chris Bachalo and Mark Buckingham. The first issu'e goes on sale this week, so don't delay! Start talkin' 'bout your GENERATION X

NOW ON SALE

- ☐ AMAZING SPIDER-MAN #395: The Puma is afoot! By DeMatteis/ Bagley/Mahistedt!
- Bagley/Mahlstedtl

 BARBIE #47: Skipper's got the back-to-school blues! By Trusiani & DeCesare/Cool/Lucas!

 BLACKWLLF #8: A new villain stalks Lord Tantalus! Herdling/
- CONAN CLASSIC #6: Look! Up in the sky! It's Devil-Wings over Shadizar! By Thomas/Windsor-
- Smith/S. Buscema!

 FANTASTIC FOUR MILESTONE #1: Reprinting the comic that started it all! By Lee/Kirby!

 FANTASTIC FOUR VS. X-MEN
- TPB: Awesome foursome fights mighty mutants! By Claremont/ Bogdanov/Austin!

- ☐ GENERATION X #1: A Chromium cover introduces the mutants of tomorrow! By Lobdell/Bachalo/
- Buckingham!

 GHOST RIDER #55: Dan is tending bar ... and Mr. Hyde is a regular customer! By Ellis/Larroca/Melia!
- #54: Sentinels on Mars! Plus: Spider-Man's secret! By Gallagher/
- THE LITTLE MERMAID #3: The Seaclops sets his sights on the scepter! By Robbins/Wilshire/Hunt! MARVEL COMICS PRESENTS
- #167: Vengeance! Man-Thing!
 And ... Turbo!?! By Various!

 NFL PRO ACTION #2: Kick off the new football season with Gambit O HOLDS BARRED

- and Rogue! By Krueger/Pacella/ ☐ NIGHT THRASHER #16: The
- Prowler is on the prowl for Thrash!
 By Busiek/Nichols! ☐ PUNISHER WAR ZONE #33:
- There are no life preservers in the River of Blood! By Dixon/Kubert!

 RAVAGE 2099 #24: Ravage discovers a race of super-power mutates! By Mills & Skinner/J. Bennett/G. Adams!
- ☐ SECRET DEFENDERS #21: USAgent lays a haymaker on Slay maker! By Brevoort & Kanterovich/ Wylie/Hudson!
- ☐ SILVER SABLE #30: Sable is behind bars! Wild Pack to the rescue! By Wright/Purcell/Eklund ☐ THE VISION #1 OF 4: It's double
- Vision as the Android Avenger fights his twin! By Harras/J. Ross! ☐ WAR MACHINE #8: Iron Man vs. War Machine! An all-out armored assault! By Kaminski & Benson/
- ☐ WOLVERINE #87: Nothing can
- stop the Juggernaut except maybe Wolvie! By Hama/Kubert/
- Farmer

 X-FACTOR #108: A desperate search to find the mysterious Mystique! By John Francis Moore!

 X-MEN ADVENTURES SEASON 2 #10: A tale as old as time Beauty & the Beast!
- X-MEN: THE EARLY YEARS #7: Is there room for the Blob in the Evil Mutants? By Lee/Kirby/Stonel

SETTLES A SCORE WITH SABRETOOTH IN THE X-A









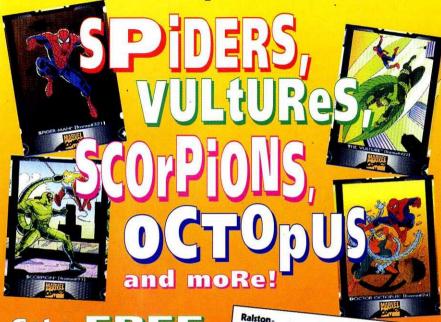






CHECK OFF undout X-Men Title: XCL X-Men Classics XAY X-Men Adventures THE SUBSCRIPTIONS YOU WANT... Delivered to Your Door Every Month in a XME Uncanny X-Men protective envelope with an acid-free 1 XFO X-Force backer board to ensure perfect condition. MEN X-Men X99 X-Men 2099 THE MORE YOU ORDER THE MORE XEY X-Men: The Early Years YOU SAVE! The One and Only Spider-Man YOUR FIRST SUBSCRIPTION SPI Spider - Man \$22.00 (12 ISSUES) ☐ AMZ Amazing Spider-Man ☐ WEB Web of Spider-Man THE SECOND TITLE YOU ORDER HOW \$21.00 (12 ISSUES) PPK Spectacular Spider-Man | 599 | Spider-Man 2099 TO ORDER ALL OTHERS - JUST \$20.00 EACH (12 ISSUES) SMA Spider-Man Adventure Check off the subscriptions you order summary More From Marvel CAM Captain America I'm ordering subscriptions want to order and return this page Fantastic Four FAN First at \$22.00 \$ (or a copy) with your check or money Ghost Rider 2099 G99 Second at \$21.00 \$ FWK Force Works order payable to "Marvel Direct Marketing others at \$20.00 each \$ Incredible Hulk Hulk 2099 Total \$ H99 Inc." Or use your credit card. War Machine Subs at \$1 4.95 each \$ WMC For faster service call: (212) 696-0810 Thunderstrike Grand Total \$ Sabertooth Classics Name (please print) GEN Generation X FFO Fantastic Force IRM Iron Man Barbie & Address CAD Conan The Adventurer **Disney Titles** WAR Warlock & Inf. Watch At Super-Special Savings, regularly \$18.00 City Avengers GHR Ghost Rider State / Zip DDV Daredevil Now Just \$14.95 Silver Surfer BAR Barbie Charge My: VISA Mastercard Discover card Blackwulf BFB Barbie Fashion ALA Disneyis Aladdin DOC Dr. Strange CARD# Darkhawk BTB Beauty and the Beast MER The Little Mermaid DIS Disney Afternoon Expiration Date SUB Namor Wolverine Shipped in a protective polybag PUN Punisher EXC Excalibur Signature for credit card orders Canada, Add \$10 per title (includes GST# R127032852). Foreign, add \$12 per title. Allow up to 10 weeks for delivery of your first issue. Mail to: Marvel Direct Marketing, Inc., Subscription Dept., P.O.Box 1979, Danbury CT 06813-1979

We'RE happy to announce that cookie-crisp now contains



Get a FREE
Spider-Man
animated
series
trading
card in
specially
marked boxes of
COOKIE CRISP

These exclusive cards feature animation style artwork, gold foil stamping and a high-gloss UV coating.





PROVIDES 9 VITAMINS & MINERALS



This is 1991 Mayer Entertainment Group, Inc. All Rights Reserved. Wintendo, Suppli Mintendo Entertainment System and the official soals grow could be described as a finished of described and described as a 1992 Mintendo of America, in Cost of General Research and Cost of Spage Enterprises.

In the Research of the State of America, in Cost of Cost o

A《laim