

**MARVEL**  
**COMICS**



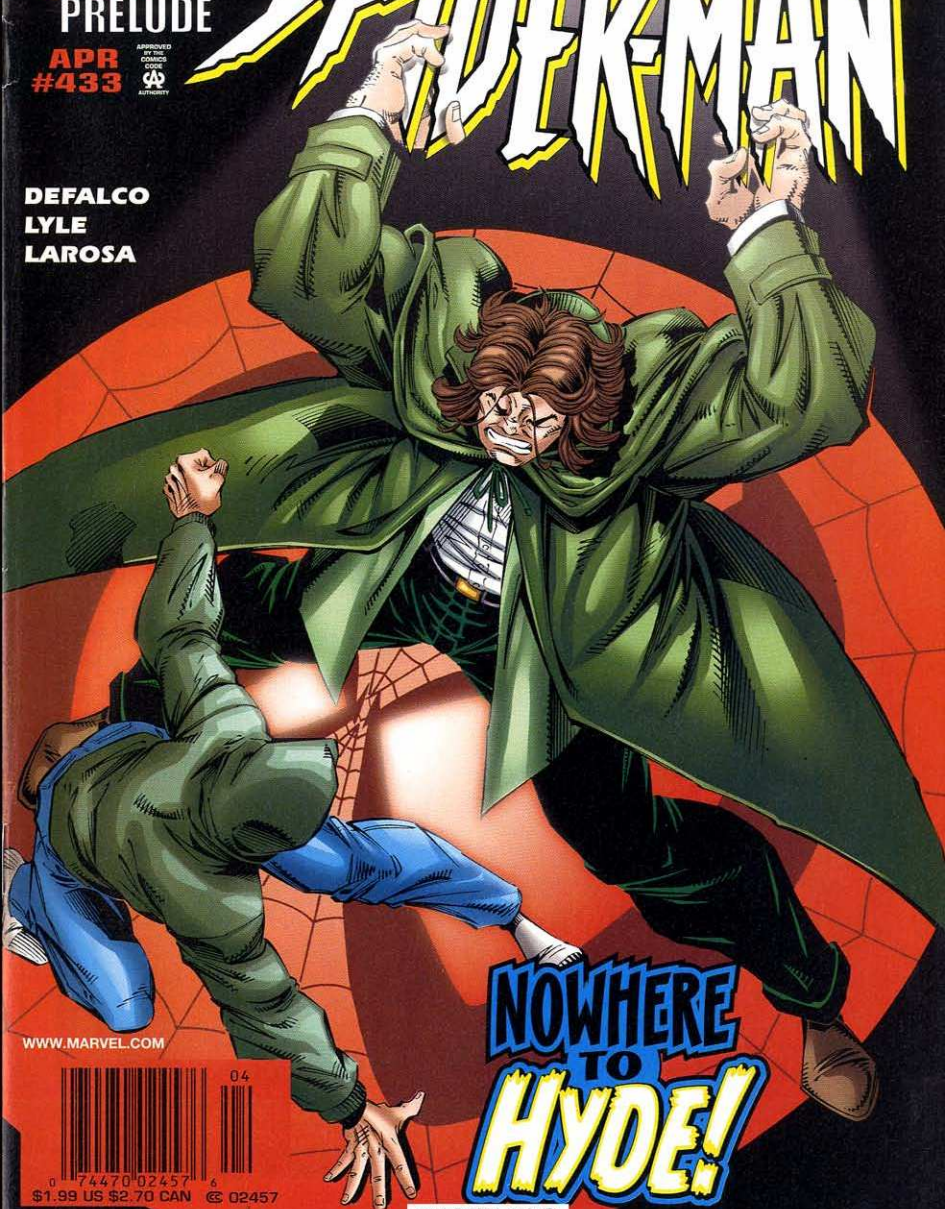
**PRELUDE**

**APR**  
**#433**

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

# THE AMAZING SPIDER-MAN<sup>®</sup>

**DEFALCO**  
**LYLE**  
**LAROSA**



**NOWHERE  
TO  
HYDE!**

WWW.MARVEL.COM



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HEY, IT'S  
THE EVER-  
AMAZING

# SPIDER-MAN!



**M** meet Peter Parker, once a brilliant, though meek, high school student, orphaned as a child and reared by his doting Uncle Ben and Aunt May. At a science fair, Peter was bitten by an irradiated spider and gained the proportionate strength, speed, agility and early warning "spider-sense" of that arachnid. He used these powers for personal fame and fortune as a masked Spider-Man. But when Peter failed to stop a criminal who later killed his beloved Uncle Ben, the youth's costumed identity took on a far deeper significance. He realized that with great power there must also come great responsibility. So Peter Parker became the wall-crawling nemesis of the criminal element; a young man determined to atone for the tragic death of his uncle — The Amazing Spider-Man!

## MR. HYDE

Calvin Zabo was a brilliant medical researcher fascinated by Stevenson's story: *The Strange Case of Dr. Jekyll and Mr. Hyde*. Zabo devoted his life to discovering a formula which could unleash the bestial side called Mr. Hyde, and used his new identity for criminal enterprise. Mr. Hyde has been a nemesis of many New York based super heroes, including the amazing Spider-Man.



## MARY JANE WATSON-PARKER

The wife of Peter Parker/Spider-Man, and his closest confidant. She has currently returned to Empire State University as a student majoring in psychology.



## JILL STACY

The sweet attractive cousin of Peter Parker's late girlfriend, Gwen Stacy. As does her brother, Paul, Jill also attends E.S.U.. She has recently struck up a friendship with both Peter and Mary Jane.



## JOE "ROBBIE" ROBERTSON

A man of great journalistic integrity, he is the conscience of the Daily Bugle newspaper. Robbie began his career there as the paper's city editor, and has risen to become its editor in chief. He is a friend and confidant of Peter Parker.



## MARTHA ROBERTSON

Wife of Joe "Robbie" Robertson.



## J. JONAH JAMESON

The owner/publisher of New York's Daily Bugle newspaper. Jameson has spent much of his long career branding Spider-Man a dangerous vigilante responsible for multiple crimes. Although respected in the journalistic community, Jameson's obsession with the web-slinger has occasionally forced him to adopt extreme positions on some issues. He employs Peter Parker as a freelance photographer.



## CHESBRO

The Black Tarantula's chief lackey.





PREVIOUSLY IN

# THE AMAZING SPIDER-MAN



**M**r. Hyde recently joined a criminal organization called the New World Order and has expected payment for services rendered. But he has been unable to contact them because their headquarters was blown up by the mutant madman called Apocalypse.

**W**hile in the NWO, Hyde battled the Hulk aboard a jet and was forced to leap from it, leaving his luggage behind.

MISTER HYDE!



**A**nd as Peter Parker makes preparations for a trip that will cause him to cross paths with Mr. Hyde, the monstrous villain is engaged in the somewhat prosaic pursuit of seeking out a new wardrobe...





# SPOOKY TIMES

## HAUNTED MANSION FOUND FREE IN EACH HONEYCOMB!

### BOX OF POST HONEYCOMB!



### KIDS ENCOURAGED TO USE MANSION TO CATCH "THE HONEYCOMB HEISTER"

In a case that's been plaguing the city for months, the Post Police have turned to kids for help. Post Officer Becky Robb had this to say: "We're hoping kids will use the one free Haunted Mansion found in each specially marked box of Post Honeycomb cereal to help all of us solve this very creepy and elusive mystery!" Officials know only that something really spooky happened inside the Honeycomb Haunted Mansion and, since then, the cereal's been missing.

### FOUR SUSPECTS QUESTIONED IN HONEYCOMB HEIST

Four suspects have been interrogated but so far no one's talking, especially quiet is Coat-of-Arms, who apparently has no mouth. However, Post Inspector Jim Sullivan revealed yesterday that the discovery of two "Clue cards" in each marked box of Honeycomb may be an important break in the case. Experts agree, and suggest that using these




### Clue Cards May Help Place Suspect At Scene of Crime

Along with the Haunted Mansion, Clue Cards may help place a suspect at the scene of the crime. Experts agree, and suggest that using these



# THE LONG FAREWELL



THE POPULAR PRESS  
CALLS HIM MR. HYDE  
FOR REASONS TOO  
OBVIOUS TO ENUMERATE.

HIS REAL NAME  
IS CALVIN ZABO.

A FORMER MEDICAL  
RESEARCH SCIENTIST,  
DR. ZABO DEVELOPED  
A CHEMICAL FORMULA --

-- WHICH INSTANTLY  
TRIGGERS A PHYSICAL  
TRANSFORMATION  
THAT ENCOMPASSES  
HIS ENTIRE BODY.

THOUGH HIS  
STRENGTH IS  
MANY TIMES  
THE NORMAL  
MAN'S, HE STILL  
HAS HIS SHARE  
OF PROBLEMS.

**TOM DEFALCO**  
WRITER

**TOM LYLE**  
PENCILER

**BUD LAROSA**  
INKER

TAKE SHOPPING  
FOR INSTANCE...

**RS/COMICRAFT/LA**  
LETTERS

**BOB SHAREN**  
COLORS

**RALPH MACCHIO**  
EDITOR

**BOB HARRAS**  
CHIEF

YOU CAN'T IMAGINE  
HOW DIFFICULT IT IS  
TO GET A DECENT  
SUIT IN HIS SIZE.





THUS, HE USUALLY VISITS STORES DURING OFF HOURS.

HIS SITUATION REGARDING ATTIRE IS RATHER DESPERATE AT THE PRESENT TIME.

YOU SEE, HE RECENTLY HAD A RUN-IN WITH THE HULK -- \*

-- AND WAS FORCED TO ABANDON ALL HIS LUGGAGE --

-- WHEN HE LEAPT FROM A PLUMMETING AIRPLANE.

\* AS SHOWN IN HULK#458 --  
-- Run-in Ralf.

WITH PRACTICED EASE, HE SNATCHES ANYTHING WHICH EVEN APPROXIMATES HIS MASSIVE FRAME, AND THEN --

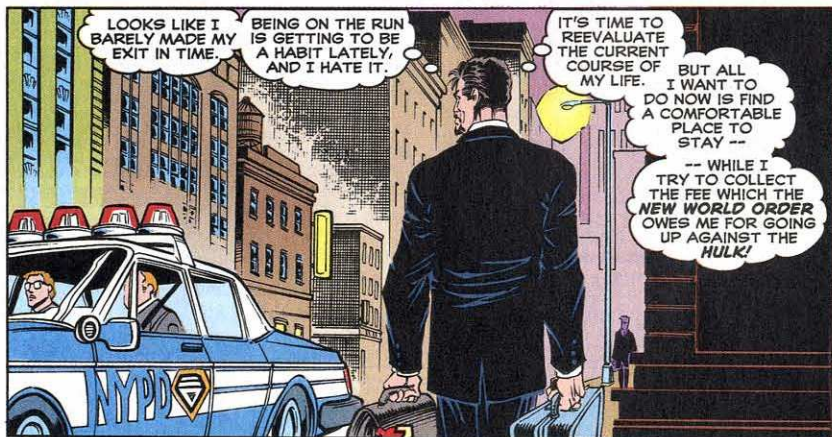
-- AFTER HIS WATCH INJECTS HIM WITH HIS SPECIAL SERUM --

-- HE BEGINS, AGAIN.

ALBEIT WITH A GREATER EYE TOWARD FASHION AND FIT.

BETTER HURRY! THE STORE'S SILENT ALARM MUST HAVE ALERTED THE LOCAL CONSTABULARY BY NOW.

I STILL HAVE TO VISIT THE LUGGAGE DEPARTMENT, PACK UP MY SELECTIONS, AND BE ON MY WAY.



LOOKS LIKE I BARELY MADE MY EXIT IN TIME.

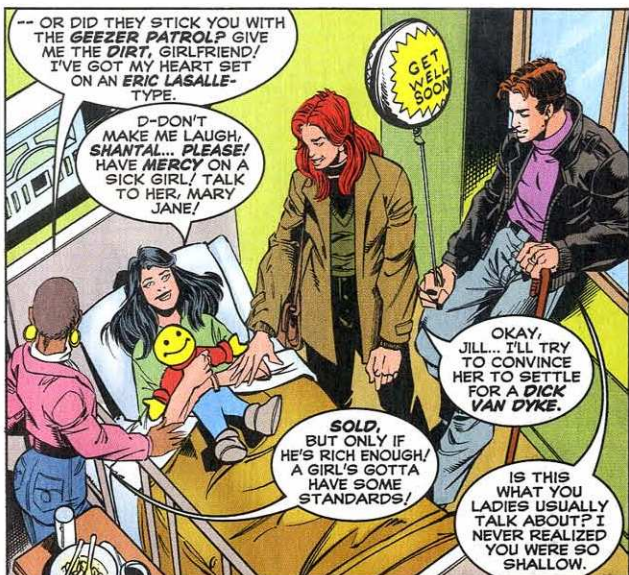
BEING ON THE RUN IS GETTING TO BE A HABIT LATELY, AND I HATE IT.

IT'S TIME TO REEVALUATE THE CURRENT COURSE OF MY LIFE.

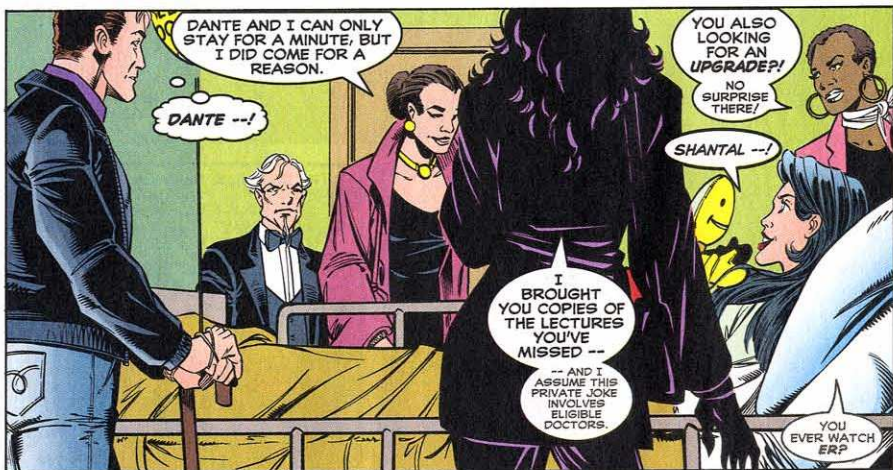
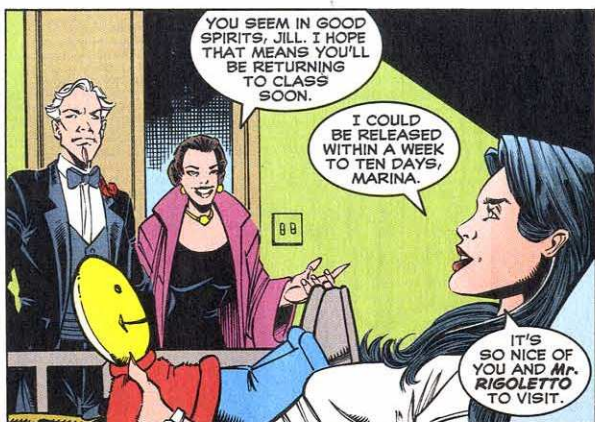
BUT ALL I WANT TO DO NOW IS FIND A COMFORTABLE PLACE TO STAY --

-- WHILE I TRY TO COLLECT THE FEE WHICH THE NEW WORLD ORDER OWES ME FOR GOING UP AGAINST THE HULK!













**Twix**  
2X Chocolate Caramel Cook

**THINK ABOUT IT-**

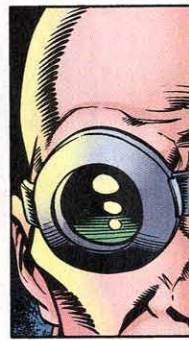
**CAN A FRIEND WHO  
ASKS YOU TO SHARE  
REALLY BE CALLED  
A FRIEND?**



**two for me. none for you.**

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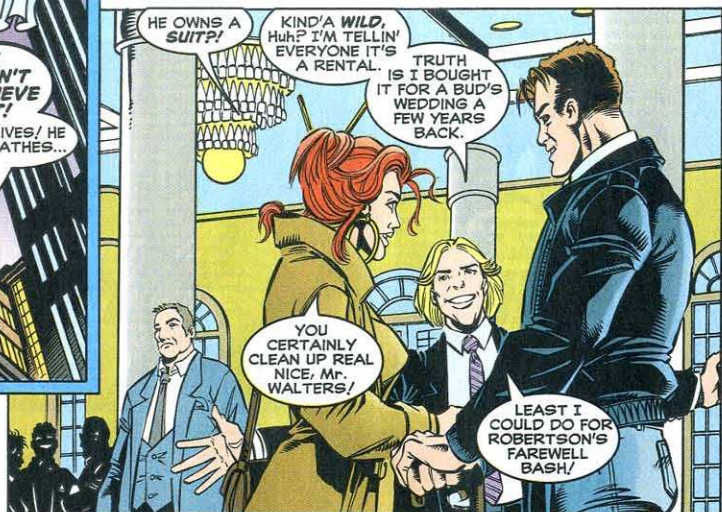














THE GALAXY IS FAR, FAR AWAY.  
THE FIGHTING IS UP CLOSE AND PERSONAL.



## STAR WARS MASTERS OF TERAS KASI

Presenting Masters of Teras Kasi, an all-out 3D fighting frenzy featuring a variety of *Star Wars* characters battling through 9 action-packed arenas. Engage in weapon-to-weapon or hand-to-hand combat. Heck, even the Empire never struck back this hard.



[www.starwars.com](http://www.starwars.com)  
[www.lucasarts.com](http://www.lucasarts.com)



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I HATE USING MY REAL NAME, BUT ALL OF MY FALSE CREDIT CARDS AND FAKE IDENTITIES WERE LOST WITH MY CLOTHES.

I DOUBT IT WILL MATTER. FEW PEOPLE KNOW MY REAL IDENTITY.

I HOPE YOU'LL ENJOY YOUR STAY, DR. ZABO.

SO DO I, MY DEAR.

I WONDER IF I SHOULD FOLLOW THIS GUY, OR ---

THERE YOU ARE!

IN CASE YOU'VE FORGOTTEN, MISTER... WE'RE HERE TO SAY GOODBYE TO ONE OF YOUR DEAREST FRIENDS.

SORRY, MARY JANE. I JUST GOT A LITTLE DISTRACTED, AND --- HEY! LOOKS WHO'S HERE!

IT'S PHIL URICH AND MEREDITH CAMPBELL!

NICE TO SEE YOU, GUYS.

UH... YEAH... YOU TOO!

I TOLD YOU THIS WOULDN'T WORK, PHIL.

STAY COOL, MERRY! PETE WON'T RAT US OUT.

IS THERE A PROBLEM HERE, PHIL?

IF YOU WANT TO GET TECHNICAL, MERRY AND ME REALLY DON'T BELONG HERE. WE CAME ON THE SNEAK TO PAY OUR RESPECTS TO Mr. R!

SOUNDS GOOD TO ME!

I'M SURE OUR BELOVED PUBLISHER -- J. JONAH JAMESON -- WILL GLADLY SPRING FOR A COUPLE OF FORMER INTERNS.

YEAH... RIGHT! KNOWING THAT CHEAPSKATE, IT'S A CASH BAR.

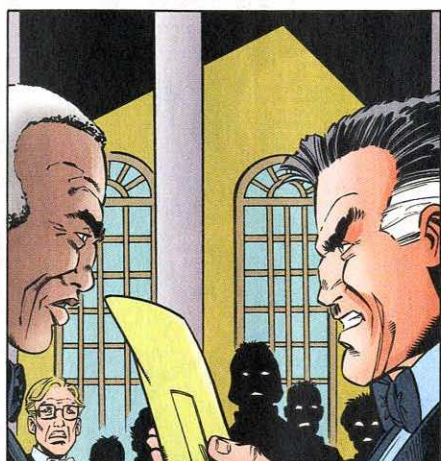
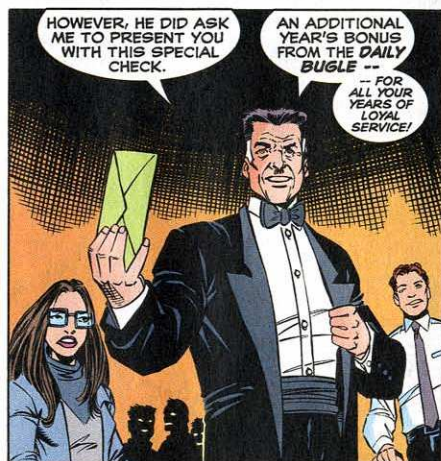
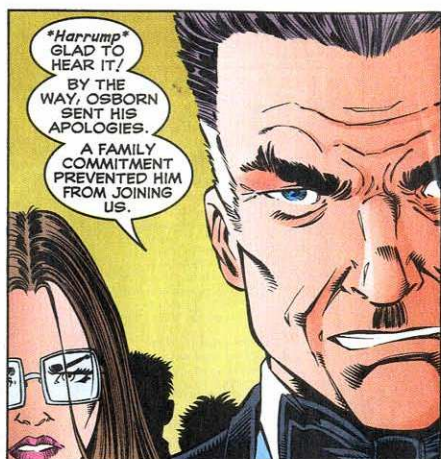
SOME SUPER HERO I AM! IT'S BAD ENOUGH, I CAN'T IDENTIFY A POSSIBLE PERP, I'M NOW GUILTY OF AIDING AND ABETTING A PAIR OF PARTY-CRASHERS!

MARY JANE COULD BE RIGHT! IT MAY FINALLY BE TIME FOR ME TO RETHINK THIS WHOLE SPIDER-GIG!











# 1140 ADELINE STREET, TRENTON, NJ 08610

## COMICS

Prices are per issue

**ALPHA FLIGHT**

(7) Series 2-6, \$1.50;

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300 \$5.25; 318 \$1.21; 319 \$1.37;

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**Alpha Flight 8, 9\***

Amazing Spider-Man 432, 433\*

Avenagers 2, 3\*

Avengers 2 (Variant Cover...)

Bishop Xavier Security

Blade 1

Blade 2

Blade 3

Blade 4

Blade 5

Blade 6

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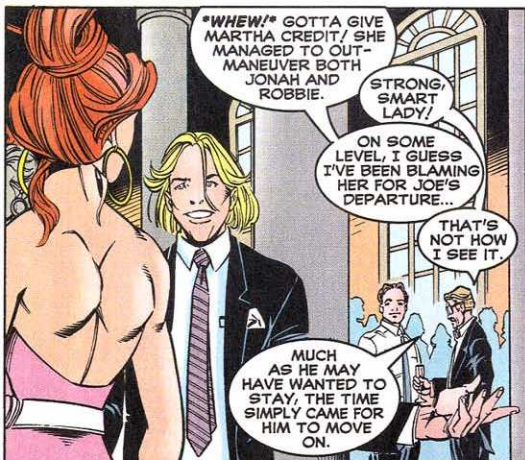
Blade 35

Blade 36

Blade 37

Blade 38





"WHEW!" GOTTA GIVE MARTHA CREDIT / SHE MANAGED TO OUT-MANEUVER BOTH JONAH AND ROBBIE.

STRONG, SMART LADY!

ON SOME LEVEL, I GUESS I'VE BEEN BLAMING HER FOR JOE'S DEPARTURE...

THAT'S NOT HOW I SEE IT.

MUCH AS HE MAY HAVE WANTED TO STAY, THE TIME SIMPLY CAME FOR HIM TO MOVE ON.



A MAN'S GOTTA KEEP PACE WITH THE CHANGES AROUND HIM, OR HE GETS LEFT BEHIND.

SOUNDS LIKE YOU'VE BEEN GIVING THIS A LOT OF THOUGHT YOURSELF.

THE BUGLE ISN'T A STABLE WORKPLACE THESE DAYS.

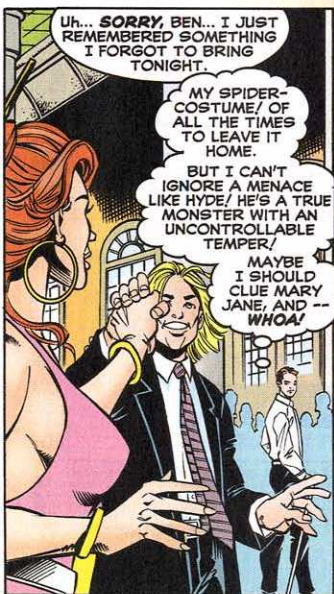


SPEAKING OF WORK, I WONDER IF YOU CAN HELP ME OUT WITH SOMETHING THAT'S BEEN NAGGING AT ME. YOU EVER HEAR ABOUT A DR. CALVIN ZABOP?



YOU MEAN THE GUY WHO BECOMES Mr. HYDE?

GOT A PRETTY EXTENSIVE FILE ON HIM BACK AT THE OFFICE, AND -- PETERP YOU ALL RIGHT? YOU SUDDENLY LOOK A LITTLE PALE.



UH... SORRY, BEN... I JUST REMEMBERED SOMETHING I FORGOT TO BRING TONIGHT.

MY SPIDER-COSTUME / OF ALL THE TIMES TO LEAVE IT HOME.

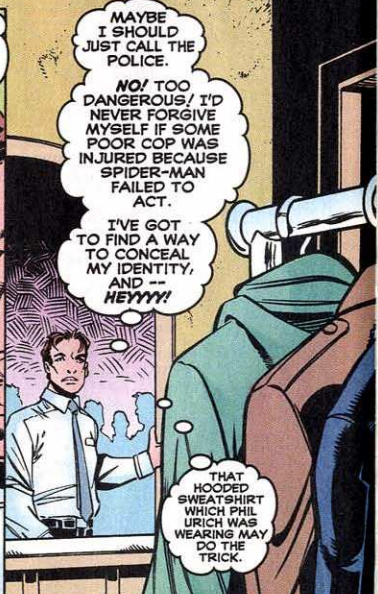
BUT I CAN'T IGNORE A MENACE LIKE HYDE / HE'S A TRUE MONSTER WITH AN UNCONTROLLABLE TEMPER!

MAYBE I SHOULD CLUE MARY JANE, AND -- WHOA!



WHAT AM I THINKING? I'VE FOUGHT HYDE BEFORE, AND COULD BARELY HOLD MY OWN WHEN I WAS OPERATING AT 100% EFFICIENCY.

IT WOULD BE INSANE TO GO UP AGAINST HIM WITH A BUM LEG.



MAYBE I SHOULD JUST CALL THE POLICE.

NO! TOO DANGEROUS / I'D NEVER FORGIVE MYSELF IF SOME POOR COP WAS INJURED BECAUSE SPIDER-MAN FAILED TO ACT.

I'VE GOT TO FIND A WAY TO CONCEAL MY IDENTITY, AND -- HEY!!!

THAT HOODED SWEATSHIRT WHICH PHIL URICH WAS WEARING MAY DO THE TRICK.









SUFFERIN' SUGGOTASH!

# TOON UP

LEARN  
TO DRAW  
TONS OF  
CARTOONS!



**CARTOON  
NETWORK**

A Time Warner Company





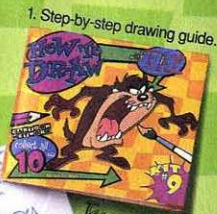


# YOUR DRAWINGS!

**10 FREE CARTOON KITS!**  
ONE IN EACH MARKED BOX

Now, with a little practice, you can learn to draw like a real cartoonist! Each kit features different Cartoon Network characters, plus style tips, expressions, and backgrounds. What's next? Maybe your own TV show!

1. Step-by-step drawing guide.



2. Tracing pad with helpful hints.



3. Acetate overlay for details.



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SOMETHING TELLS ME I'M GOING TO HAVE TO UPGRADE MY BUSINESS PRACTICE BEFORE I --

I SWEAR I JUST SAW SOMEONE DART AWAY FROM MY WINDOW, AND WE'RE ON THE FOURTEENTH FLOOR.

IT APPEARS THE HOTEL'S RECEPTIONIST WASN'T AS VAPID AS SHE SEEMED.

SHE APPARENTLY RECOGNIZED MY NAME, AND ALERTED THE AUTHORITIES.

PITY! I WAS SO LOOKING FORWARD TO A GOOD NIGHT'S REST.

THAT WAS CLOSE! MY ANKLE'S SLOWING ME DOWN A LOT MORE THAN I THOUGHT, BUT I'M SURE I MANAGED TO DUCK OUT OF SIGHT BEFORE HE --

Uh-oh!



SO MUCH FOR THE SUBTLE APPROACH!







# BULLPEN BULLETINS

**ITEM!** Get ready to hang ten, Marvelites! We've got a book coming your way that's gonna take you on a surfing safari to the farthest reaches of the galaxy and beyond! The book is called the **ESSENTIAL SILVER SURFER**, and it reprints those hard-to-find 17 issues of NORRIN RADD's totally rad comic from the swinging 'sixties! This is the first time these classic stories have been reprinted in one volume! As for creators, how do these names grab you: STAN LEE, JOHN BUSCEMA, and JACK KIRBY! Thrill to the origin of the skyrider of the spaceways, and marvel at his encounters with such superstars as the AMAZING SPIDER-MAN and the MIGHTY THOR! Find out here why the SILVER SURFER truly is the most cosmic hero of them all! You'll have fun, fun, fun, 'til GALACTUS takes your surfboard away!

**ITEM!** You're reading these words in February, but thanks to the magic of lead time, we've just finished celebrating our 1997 holiday party! And what a party it was! Held at a fancy Manhattan ballroom called the Madison, the bash took up four fantastic floors, each offering its share of Yuletide fun! Many of Marvel's mightiest were there, including a couple of gents returning to the merry Marvel fold - CHRIS CLAREMONT, our Editorial Director and new FANTASTIC

FOUR writer, and JOHN BYRNE, who's working on a top secret Spider-Man project that only those who have Internet access know about! Also in attendance: those fabulous KUBERT BROTHERS - ANDY and ADAM, of INCREDIBLE HULK and KA-ZAR fame; new X-MEN writer JOE KELLY; SEAN CHEN, who gives IRON MAN's armor that extra bit of polish; and RON GARNEY, who must be using his own musclebound figure as a model when he draws CAPTAIN AMERICA (which would explain why Ron was asked to check his shield at the door!)

**ITEM!** If you thought PETER PARKER has been through some rough times lately, you ain't seen nothin' yet! Take it from us, you just might want to pick up the Spidey books this month for the shocking prelude to the Spidey story of the year! Watch what happens when the wall-crawler is put in a position where he may have to stop being Spidey for good! You'll also meet PRODIGY, HORNET, RICOCHET, and DUSK - four new heroes who will have a lasting impact on the life of the webhead! Who are they? And what's their connection to everybody's favorite hard luck hero? The answers can be found in the stunning saga called "Identity Crisis" which runs through all of the Spidey titles in March and April! You won't believe your eyes when you witness the fateful decision that Peter Parker is forced to make!

## AVAILABLE FEBRUARY 18

### X-MEN: THE MANGA

As JUBILEE is held prisoner by government agent GYRICH, the X-MEN are ambushed at the Mutant Control Center! By KOJI YASUE!

#3

### MAN-THING

MAN-THING gains a new ability - and no, it's not mud-wrestling! Plus: the return of MAN-THING's old nemesis, THE CULT OF ENTROPY! By J.M. DeMATTEIS and LIAM SHARPE!

#5

### STAR TREK: STARFLEET ACADEMY

Ever tried to remove a KATRA from a VULCAN? It's not easy - especially when the KATRA doesn't want to leave! By CHRIS COOPER and JOHN ROYLE!

#17

### CAPTAIN AMERICA

BATROC is back - just for kicks! Plus: SHARON CARTER, a disembodied RED SKULL, and the SUPREME HYDRA! HOO-HA! By MARK WAID and RON GARNEY!

#4

### THE ESSENTIAL SILVER SURFER

This 528-page trade paperback contains the complete run of the Surfer's original series! Cosmic action as you like it! By STAN LEE, JOHN BUSCEMA and JACK KIRBY!

TPB

### HEROES FOR HIRE

IRON FIST and GAGE have a crisis in SYMMARIA, homeland of SILVER SABLE! Who can they call? DEADPOOL! He's the temp. from Hell! By JOHN OSTRANDER and PASCUAL FERRY!

#10

### INCREDIBLE HULK

BRUCE BANNER sneaks into the LEADER's lair to learn the secret of GENERAL ROSS's return! But only ARMAGEDDON and the TROYJANS know the truth! By PETER DAVID and ADAM KUBERT!

#463

### THUNDERBOLTS

THE THUNDERBOLTS must stand trial for their crimes - and the sentence is death! How far will METEORITE go to insure her survival? By KURT BUSIEK and MARK BAGLEY!

#13

### WHAT IF?!

THOR finally marries the lady SIF and settles down in ASGAR! What a lousy time for LOKI and MEPHISTO to attack Earth! By TOM DEFALCO and RON FRENZ!

#107

### PETER PARKER, SPIDER-MAN

Talk about having a bad day! SPIDEY is trapped in the NEGATIVE ZONE and bombarded by BLASTAAR THE LIVING BOMB BURST! By HOWARD MACKIE and JOHN ROMITA, JR.!

#90

### EXCALIBUR

KITTY, COLOSSUS, and NIGHTCRAWLER face their darkest fears, at the mercy of the dream-demon called NIGHTMARE! By BEN RAAB and MELVIN RUBI!

#119

### X-MAN

As NATE's about to leave New York once and for all, he gets ambushed by three mysterious and very powerful beings! Guest-starring SPIDER-MAN! By TERRY KAVANAGH and CHRIS CROSS!

#37

### X-MEN

ARCHANGEL and MARROW are headed for trouble in the MORLOCK TUNNELS - and that's even before the ABOMINATION shows up! By JOE KELLY and CARLOS PACHECO!

#74

**H**i, Heroes!

A sudden thought. Have you ever realized that the ol' Soapbox is more than the most popular column in all of contemporary literature? It's also an opportunity for you to relax and catch your breath

while reading the most thrilling comics in the known galaxy! Think of it as a welcome oasis in a vast desert of awesome action and endless excitement! Best of all, you don't even pay extra for all this wonderment! No wonder Marvel is so beloved throughout the world! In fact, I'm so carried away by the drama of it all that I hereby award a No-Prize to Marvel itself! Hey, it's my column, so why not? But enough of our brief flirtation with erudition - let's wend our way to the heavy stuff...

**L**et's start with Chanda D. Craft of Piedmont, SC, who wants to know:

*"Was Professor X, Charles Xavier, named for the powerful yet controversial figures of the early 16th century - Charles V and Saint Francis Xavier?"*

Hey, Chanda, no matter what any agents of DC may say, I'm not old enough to remember two guys from the 16th century! The 17th, maybe, but not the 16th! Actually, I picked the name Xavier simply to justify the title X-MEN - though I'm really flattered that you thought I might be hip to some 16th century celebs!

**W**ow, how did Brian Baxter Smith of Monroe, LA, dream up a question like this one:

*"When the Marvel Bullpen was creating the world's greatest comics, did you ever dress up like a super-villain and terrorize them playfully?"*

I'd love to say "yes," Brian, "cause it would make me seem real colorful, but the fact is I look terrifying enough without resorting to a costume! Truthfully, since I was outnumbered by them, I was always more terrified of the Bullpen gang than they ever were of me!

**H**ere's a real stumper from Bernard Patrick of Detroit, MI:

*"Which creators do you think have done the most justice to your characters after you stopped writing them?"*

Bernie, I've never considered the characters "mine." I'm just the guy who gave many of them their start. The minute new artists or writers take over a strip, it becomes theirs and they do the best they can in *their own style*, which is how it should be. I'd have a tough time picking any one over the others because, in my book, they're all the greatest!

**N**ow that I've wiggled out of that one, let me close by saying that comic book writers, artists and editors are enormously talented people who, although working under the most grueling deadlines imaginable, still manage to turn out spectacular strips that thrill and fascinate countless readers throughout the globe day after day after day - and that goes for our competitors' staffs as well. In fact, I'm so carried away by my own verbiage that I'll toss you a verse to close with: "Comic books are done by pros // Doubt it and I'll punch your nose!"

Excelsior!

*Stan Lee*

Stan Lee

Think of the above as your main course. Now it's time for dessert, namely: our award-winning address. Stan's Soapbox c/o BULLPEN BULLETINS, Marvel Comics, 387 Park Avenue South, New York, NY 10016. It makes the heart beat faster, right?





FOOL!  
YOU HAVE DOOMED  
YOURSELF BY ENTERING  
THIS CRAMPED  
SPACE.

IT'S ONLY  
A MATTER OF  
TIME BEFORE YOU  
FALL BENEATH MY  
CRUSHING  
FISTS.

YOU  
TELL ME THIS  
NOW --?!



HYDE'S RIGHT! I HAVE LITTLE  
ROOM TO MANEUVER... SO  
I'VE GOT TO MAKE THE  
BEST OF IT.

ESPECIALLY  
SINCE I'VE STILL  
GOT TO PROTECT  
MY RIGHT ANKLE  
FROM FURTHER  
INJURY.



MUST TRUST MY  
SPIDER-SENSE TO  
WARN ME IN TIME  
TO DUCK HIS  
BLOWS --

-- WHILE MY  
SPIDER-LIKE  
SPEED --

-- AND  
REFLEXES --

-- KICK  
INTO OVER-  
DRIVE!

I... I  
DON'T BELIEVE  
IT! NOBODY CAN  
MOVE THAT  
FAST!  
I'M  
GETTING DIZZY  
JUST TRYING TO  
KEEP UP WITH  
YOU!  
BUT  
SPEED IS NO  
MATCH FOR BRUTAL  
STRENGTH!



YOU'LL  
TIRE EVENTUALLY...  
AND THAT'S WHEN  
I'LL MAKE MY  
MOVE!





MEANWHILE, ON THE BALLROOM LEVEL...

I WISH YOU'D STOP PUSHING THAT BUTTON, HAROLD.

IT PASSES THE TIME, CAROL, SO PLEASE GET OFF MY --

-- BACK?!

Oh, NO! I WAS HOPING THE DOORS WOULDN'T OPEN UNTIL WE HIT THE BASEMENT, BUT THAT'S THE BALLROOM UP AHEAD.

WE'RE HEADED STRAIGHT FOR ROBBY'S PARTY!

YOU'RE GETTING *DESPERATE*, FRIEND -- I CAN FEEL IT -- BUT THERE WON'T BE ANY LAST MINUTE *REPRIEVE* IN YOUR FUTURE!

BURSTING THROUGH THE BALLROOM DOORS -- TO THE STUNNED AMAZE-  
MENT OF THOSE GATHERED TO HONOR JOE ROBERTSON --  
HYDE FINALLY MANAGES TO GRASP HIS SQUIRMING  
ADVERSARY, AND HURL HIM TO THE GROUND!

HA!  
I KNEW YOUR FANCY FOOTWORK WOULD NEVER PREVAIL AGAINST ME!

THIS MAY NOT BE THE MOST APPROPRIATE TIME TO MENTION IT...

...BUT YOU SHOULD CONSIDER CARRYING A BREATH SPRAY.

M-MY GOD! THAT'S PETER --!

I... I KNOW I GOTTA BE WRONG, BUT THAT REALLY LOOKS LIKE --

-- MY SWEATSHIRT?!

MARLA, GET TO SAFETY -- NOW!

W-WHAT ABOUT YOU, DARLING?

I NEED TO FIND A PHOTOGRAPHER... AND FAST!



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## HOW TO START THE MOTHER OF ALL WARS

*{or why deception, cruelty and betrayal are your friends}*



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*{or how to ensure the biggest, baddest, meanest SOBs are on your side}*



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*{or further discussions from the annals of shoot first, ask questions later}*



As the ancient history of warfare reveals, you will survive if your battle strategy is strong, and perish if it is not. You will lead the charge through impressive lands trying to gain the best strategic positions in forests, castle ramparts, swamps and valleys. You can buy and sell equipment, hire new soldiers and plan glorious battle strategies. May you conquer the enemy or may you die trying. 



**SQUARESOFT**















I'D BETTER SLIP AWAY... AND RECOVER MY SHOES... BEFORE ANYONE NOTICES THAT **PETER PARKER** MISSED ALL THE EXCITEMENT.

COME TO THINK OF IT, I'D BETTER HURRY --

-- BECAUSE I HAVE ONE MORE JOB TO DO!



MARTHA, I...

I NEVER REALIZED THE TERRIBLE TOLL MY WORK WAS TAKING ON YOU.

TH-THAT'S ALL IN THE PAST, JOE.

TODAY REALLY IS THE FIRST DAY OF THE REST OF OUR LIVES.



**SHARRUMP!** I'M HOLDING THIS HOTEL RESPONSIBLE FOR RUINING OUR PARTY --

-- AND DEMANDING A FULL REFUND!

**JONAH!** THIS ISN'T THE TIME TO COUNT PENNIES!

WE SHOULD BE THANKFUL NO ONE WAS HURT!



BAH! A ROOM FULL OF EDITORS, REPORTERS AND PHOTOGRAPHERS -- AND NOT ONE OF THEM THOUGHT ABOUT TOMORROW'S EDITION!

WE COULD HAVE FEATURED MR. HYDE'S CAPTURE IN A FRONT PAGE EXCLUSIVE IF ONLY --

I HATE TO INTERRUPT YOU WHEN YOU'RE ON A ROLL, JONAH...



...BUT WE STILL CAN!

YOU SEE, I BROUGHT A **POCKET CAMERA** TO SNAP A FEW KEEPSAKES --

-- AND CAUGHT THE COPS HAULING HYDE AWAY!





SOMETIME LATER...

ONLY YOU COULD TURN A SIMPLE PARTY INTO SUCH A MOMENTOUS AND PROFITABLE OCCASION.



LISTEN, MARY JANE...

...I'M REALLY SORRY ABOUT THE WAY THINGS TURNED OUT!

I KNOW YOU WERE COUNTING ON A QUIET EVENING, BUT --



HUSH! DON'T YOU DARE APOLOGIZE!

I KNEW WHAT WAS IN STORE FOR ME WHEN I MARRIED YOU.



YOU HAVE A GREAT SENSE OF RESPONSIBILITY, AND THAT'S ONE OF THE MANY THINGS I LOVE ABOUT YOU.

MY PROBLEM ISN'T SO MUCH ABOUT YOU PLAYING HERO -- THAT'S A GIVEN -- IT'S ABOUT YOU REMAINING SPIDER-MAN WHEN THERE'S A FIVE MILLION DOLLAR REWARD ON YOUR HEAD.



ARE YOU SAYING THAT YOU HONESTLY WOULDN'T MIND IF I CONTINUED TO FIGHT CRIME... JUST SO LONG AS I WORE SOME STUPID HOODED SWEAT-SHIRT... INSTEAD OF A SPIDER-MAN COSTUME?!

WELL...



MAYBE WE SHOULD PUT OUR HEADS TOGETHER...

...AND COME UP WITH A TOTALLY NEW IDENTITY...

...WHICH ISN'T QUITE SO FASHION-CHALLENGED!

THE END





# THE SPIDER'S WEB

Dear AMAZING team,

As a sequel to UNTOLD TALES OF SPIDER-MAN '97, AMAZING SPIDER-MAN '97 worked very well. Sundown is a rarity among Spidey villain—one who actually served his whole sentence! The issue was full of nice continuity touches like the inclusion of Donald Mencken and the return of Lucky Lobo, proving that Roger Stern would've been the ideal choice for a new scripter on UNTOLD TALES if it hadn't been canceled prematurely (I would've quite happily paid twice the price to see the book continue if you could've kept up the same level of quality...but I guess I respect the reasoning behind its cancellation post-Busiek).

It's nice to see that this year's special was actually acknowledged as being an Annual. Any chance that next year we could see the Annuals reverting to their proper numbering?

Keep up the good work revitalizing the Spider-Man titles.

Andy Oliver  
38 Sycamore Avenue  
Upminster, Essex  
ENGLAND RM14 2HR

Glad you liked the issue, Andy! Roger Stern's return to the Spidey mythos this past year has certainly brought in a great deal of praise from fandom at large. As for the numbering of our Annuals, sorry to say that there are no plans for returning to consecutive numbering anytime soon. While there are many of you out there who fondly remember this old system, one most of us grew up collecting under (and that includes some of us in the boisterous Bullpen, too!), identifying Annuals by year rather than by issue number has proven to be a successful plan that we'll be sticking to.

Dear Website,

Wow! I can't remember the last time a character has knocked me over like Sundown! Pardon my exclamation points, but Dr. Lowell is the very definition of dynamic, whether or not he wants to be. In my opinion, he's solo title material—a brilliant research scientist invested with fantastic powers that everyone wants (except himself), a good guy who made a bad mistake and is still paying for it—he's great! Thanks so much for not letting Sundown and Spider-Man meet, duke it out, and continue the misunderstanding. Thanks also for making Mary Kelleher someone who can forgive. Roger Stern wrote one honey of a sequel to the UNTOLD TALES OF SPIDER-MAN '97 Annual which introduced Sundown. One question: Mary Kelleher was the little girl's name, yet on page 26 of AMAZING SPIDER-MAN '97, Dr. Newell calls her Mrs. Kelleher. If she's married, did she keep her married name? Or perhaps she's divorced and took it

back?

Anyway, I just wanted to say I was on pins and needles all through the story waiting to see if Dr. Lowell could resist the temptation to take the easy way out by turning hired gun. Another thanks for making him a strong enough man to endure all his setbacks. Good guy! Great powers! His own magazine! Even more exclamation points from me!

Sally Cutler  
2070 South Almont #177  
Imlay City, MI 48444

Thanks, Sally! Really! We mean it! You're certainly not alone in your sentiments about Sundown. As the following missives will attest, he certainly seems to have struck a powerful chord among you all.

Dear Spider's Web,

Okay, let's play Jeopardy.

"No, of course not."

Ding!

"The End?"

"That is correct."

No, of course not. We can't possibly have seen the end of Sundown. Way too much potential for story here. Sundown has it all: internal conflict, his own demons to overcome, a surly personality, a last surviving friend whom he has wronged and a new-found rapport with the Webbed One. I admit, I was not going to read the AMAZING SPIDER-MAN '97 Annual, but my judgment got the better of me and...I loved it.

Where to start? Okay, the artwork on page 23, where Peter is having his Mary Jane flashback. MJ's hairstyle is historically accurate, right down to the color, even though the modern Mary Jane is sporting a completely different coif. Sundown's aura is also well colored when he is engulfed by both the high and dark energies.

Then there is the story: Dr. Lowell checked up on but never had the nerve to speak with Mary Kelleher; the loose ends with Lobo, who is sure not to take his humiliation lightly; and the former connection with Norman Osborn. Add to all this the fact that Lowell is trying to escape the ranks of the unemployed, which always leaves the door open for trouble no matter which side of the law you're on.

An ex-con super hero—who'd have a problem with that? He can fight at least as well as Johnny Cash can sing. I say David Lowell has a spot in the Marvel Universe. Let's see more of him in '98.

Carl Peterson  
2979 Eighth Avenue  
New York, NY 10039

Thanks for your letter, Carl. We add you to the list of Sundown supporters, right next to Sally. By the way, we don't think anyone would have much of a problem with David Lowell's ex-con status within

the super hero set. It certainly hasn't hampered Luke Cage's career much, has it?

Dear Spider's Web,

Nice Annual. Peter's explanation to Mary Jane about Sundown was a little too obviously for the benefit of the readers, but other than that, all of Peter's and Lowell's actions were interesting in themselves. Lowell's reminiscing about the buildings was particularly good.

Lowell's an interesting guy; with all the fun and games he was willing to go through to stay straight, even before Lucky Lobo showed up, it would have been a waste of a character to have him reappear as a villain. Still, if Peter has not, in point of fact, seen the last of him, I would not mind at all. (With the Avengers gone, does Spider-Man know anyone else with the kind of power that can hold off someone of Thor's power level? He might not have any choice but to look up Sundown.)

Mary Catelli  
(Address withheld by request)

He certainly might indeed, Mary, although now that the Avengers (as well as the Fantastic Four) are back in the Marvel Universe, it may be later rather than sooner.

We may have to quibble over one of your points, that Lowell's character would have been "wasted" had he chosen the villain route. Since when can't villains be possessed of interesting personalities and motivations? Sure, it would have broken all of our hearts to have seen Dr. Lowell make the wrong choice, though we still maintain that it's the villains who make you feel that involved in their choices that are the most memorable.

## NEXT ISSUE:

YOU DIDN'T HEAR? WELL, YOU BETTER CALL SOMEBODY!

IT'S HERE! THE MUCH DISCUSSED AND DEBATED "IDENTITY CRISIS" STORYLINE KICKS INTO HIGH GEAR AS PETER INTRODUCES HIS SECOND "NEW" SUPER HERO IDENTITY—RICOCHET! BUT IF PETER'S A HERO, THEN WHY HAS HE BEEN HIRED BY THE DEADLY DELILAH TO TAKE ON THE BLACK TARANTULA? CONFUSED? JUST WAIT UNTIL YOU SEE THE LATEST IN THE SUBPLOT INVOLVING ALISON MONGRAIN AND NORMAN OSBORN'S MYSTERIOUS PACKAGE! BE HERE IN A SCANT 282,240 SECONDS, AND GET THE STRAIGHT DOPE FROM TOM DEFALCO, JOE BENNETT AND BUD LAROSA. RALF, OF COURSE, IS JUST A DOPE, PERIOD.

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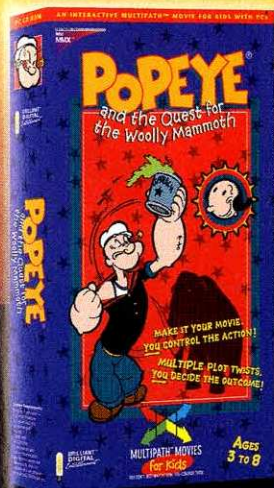
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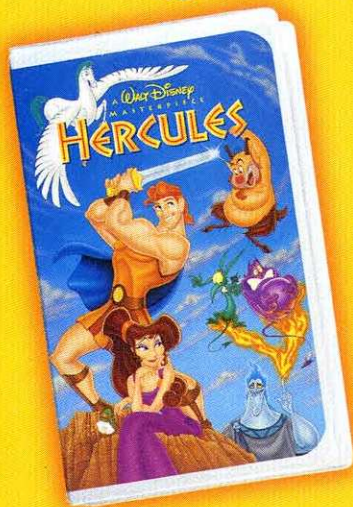
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