

**MARVEL**  
**COMICS**

**THE AMAZING**

# SPIDER-MAN

**AUG**  
**#437**



**GUEST-STARING**  
**SYNCH**  
**FROM**  
**GENERATION X**

# METAMORPHOSIS!

**DEFALCO**

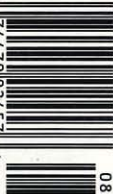
**KAYANAN**

**LAROSA**

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08



HEY, IT'S  
THE EVER-  
AMAZING

# SPIDER-MAN!

A true hero at heart, Spider-Man has dedicated his life to preventing injustices against the innocent.



**M**et 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!**

## PLANTMAN

*Samuel Smithers* was an assistant to a London botanist investigating the intelligence potential of plant life. With the botanist's death, Smithers emigrated to America, continuing work on a project he'd begun-- a plant ray gun which would allow him to control and animate all plant life. Donning a disguise, and calling himself the *Plantman*, Smithers turned his floronic abilities to crime. He has been defeated in each of his deciduous debacles, most notably by the Human Torch.



## SYNCH

Perhaps the most well-adjusted of the *Generation X* group, *Everett Thomas* possesses a synchronistic aura—an energy field that allows him to become genetically "in synch" with any mutant in close physical proximity. In essence, he has the ability to utilize aspects of other mutants' powers—on a limited basis.



## AUNT ANNA

The aunt of *Peter Parker's* wife, *Mary Jane Watson-Parker*. She recently came to live with Peter and Mary Jane in their house in Forest Hills, Queens.



## 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.



PREVIOUSLY IN

# THE AMAZING SPIDER-MAN

The identity crisis had concluded--but not the troubles of our harried hero. In a live-or-die struggle on the estate of crimelord Don Fortunato, Spider-Man fought the evil Black Tarantula to a standstill.



With the disappearance of his South American adversary, Peter Parker attempted to resume a normal life with his wife out in New York's Forest Hills.

And then, strange things started happening...



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HERE'S A MONSTER  
LURKING WITHIN THE  
SEWERS OF MANHATTAN.

A GROTESQUE,  
MISSHAPEN,  
SHAMBLING  
CREATURE OF  
NIGHTMARE!



THIS ISN'T  
A DREAM --

-- OR AN  
IMAGINARY  
STORY FOR THE  
FRIGHTENING  
OF YOUNG  
CHILDREN!

VERY  
REAL!

IT'S REAL!

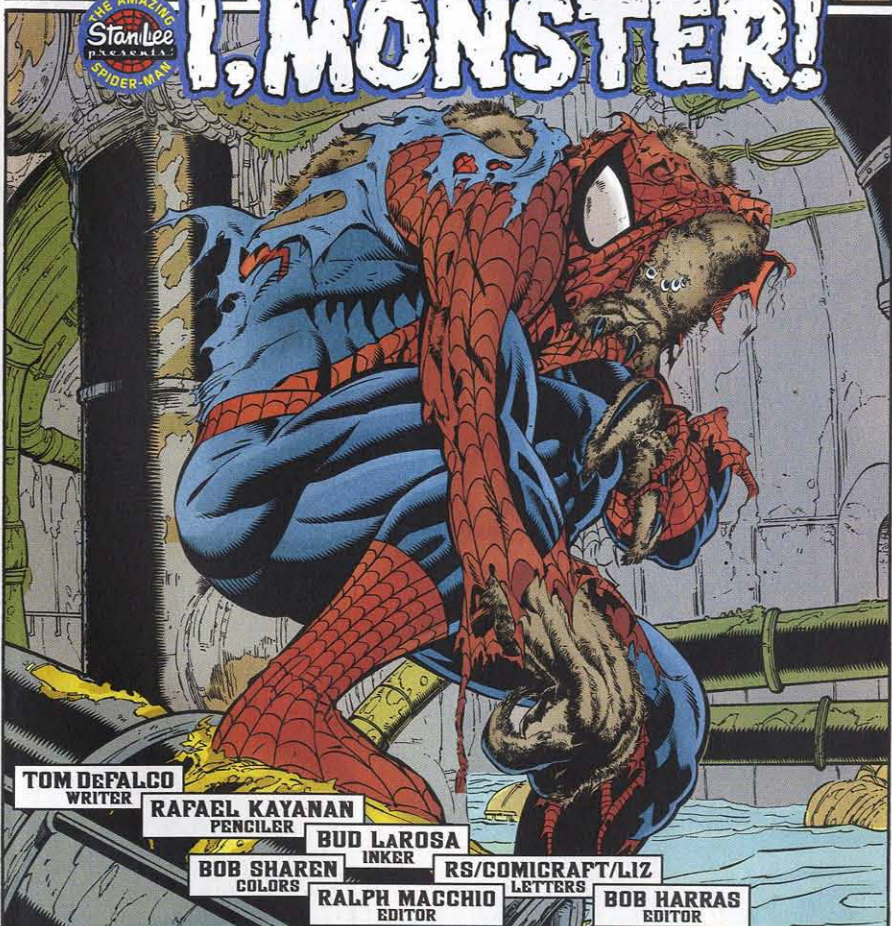


TRUST ME...

BECAUSE  
I KNOW!



# I, MONSTER!



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-- IT INVOLVES A WHOLE LOT OF WEBBING!

THIS IS EXACTLY WHAT I NEED AFTER BEING BURIED UNDER A PILE OF BOOKS ALL DAY!

SEEMS LIKE A QUIET NIGHT. **NO PROBLEM!** IF I CAN'T FIND ANY CRIMES TO SNAP --  
-- I'LL JUST EASE OUT THE KINKS WITH A FEW DOZEN TRIPLE SOMERSAULTS.



AND, EVEN AS I LIMBERED UP IN MY OWN UNIQUE MANNER, NOT FAR AWAY --

YO, MAN!



YOU WITH THE NASTY PICARD LOOK!

GOT A LIGHT FOR A POOR BROTHER?

SORRY, MISTER...

I DON'T SMOKE.



DO YOU BLEED?

EMPTY YOUR POCKETS, AND SAVE US ALL THE TROUBLE OF FINDING OUT!







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A KID  
LIKE ME?

I WONDER  
WHAT THE WEB-  
SWINGER WOULD  
SAY IF HE KNEW  
THE TRUTH?

I MAY LOOK  
LIKE AN AVERAGE  
TEENAGER, BUT I'M  
ACTUALLY A **MUTANT**  
AND A MEMBER OF  
**GENERATION X!**

STILL,  
I'M REAL GLAD  
**SPIDEY** POPPED  
UP WHEN HE  
DID!

MY **MUTANT**  
POWER ALLOWS  
ME TO GET "**IN**  
**SYNCH**," AND  
TEMPORARILY TAKE  
ON THE ABILITIES  
OF OTHER NEARBY  
**MUTANTS** --

-- BUT IT  
WOULDN'T HAVE  
BEEN VERY EFFECTIVE  
AGAINST THOSE  
GANG MEMBERS!



Ahhh...  
MY PETS HAVE  
FINALLY BEGUN  
TO PULSE!

THEY'VE FOUND  
MY CHOSEN PREY,  
AND ARE ALREADY  
**TRANSMITTING** HIS  
LOCATION!





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MAKE  
READY, MY  
SWEETS! THE TIME  
HAS COME FOR ME  
TO FINALLY GET  
MY REVENGE ON  
**GENERATION  
X** --

-- STARTING  
WITH THE ONE  
CALLED  
**SYNCH!**

ONE BY  
ONE THEY WILL FALL,  
EACH WITH INCREASING  
TERROR, UNTIL ALL  
HAVE BEEN  
DESTROYED --

-- BY  
THE PERILOUS  
POWER OF THE

**PLANTMAN!**



LOSING TO THOSE ANNOYING  
KIDS THE FIRST TIME WE  
FOUGHT WAS BAD  
ENOUGH --

-- BUT  
THEIR LACK OF  
**RESPECT** WAS  
EVEN MORE  
IRRITATING!

THEY  
MOCKED BOTH  
MY **COSTUME**  
AND MY  
**POWERS!**

I MEAN, REALLY -- THEY COWER AT  
THE MERE MENTION OF **MAGNETO** --  
THE **MASTER OF MAGNETISM!**  
AND WHAT HAS THAT CRETIN  
ACCOMPLISHED WITH HIS  
MUTANT SUPREMACY  
SILLINESS?

PERHAPS  
PLANTS JUST AREN'T  
CONSIDERED "**COOL  
ENOUGH**" -- IN THE  
COLLOQUIAL PARLANCE.

YOU AND  
YOUR SISTERS,  
MY LOVE, WILL SOON  
TEACH THEM THE **ERROR** OF  
THEIR WAYS! **MAGNETISM** --  
MUTANTS -- **BAH!** THE  
DECIDUOUS... THE  
CONIFEROUS... THERE  
IS WHERE **TRUE**  
POWER LIES!

\* SEE GENERATION X#25  
-- Comic Relief



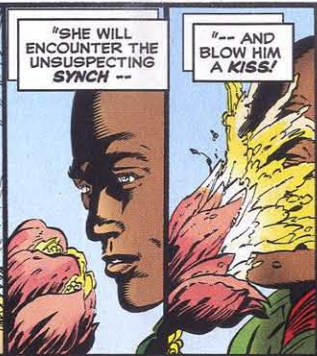
THROUGH THE  
VAST BACKGROUND ROOT  
SYSTEM WHICH SPREADS  
BENEATH THE CITY OF  
MANHATTAN --



"-- I HAVE ALREADY  
DISPATCHED ONE OF YOUR  
SISTERS TO THE SURFACE!"



"SHE WILL  
ENCOUNTER THE  
UN SUSPECTING  
SYNCH --



"-- AND  
BLOW HIM  
A KISS!"

"IF ALL GOES  
ACCORDING TO  
PLAN, AND THERE'S  
NO REASON IT  
SHOULDN'T, THE  
RESULTS OF  
HER SPECIAL  
MUTAGENIC POLLEN  
WILL BE AS  
INSTANTANEOUS --



"-- AS THEY ARE  
DRAMATIC!"

**AAARRRGH!!**









MARVEL  
COMICS

Read Hulk #1 by Marvel Comics...  
but from the safety of a fallout shelter.



THE RAMPAGING  
**HULK**

This June, Believing Is Seeing

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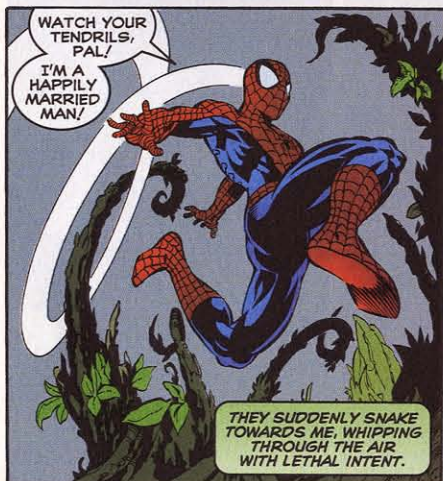
















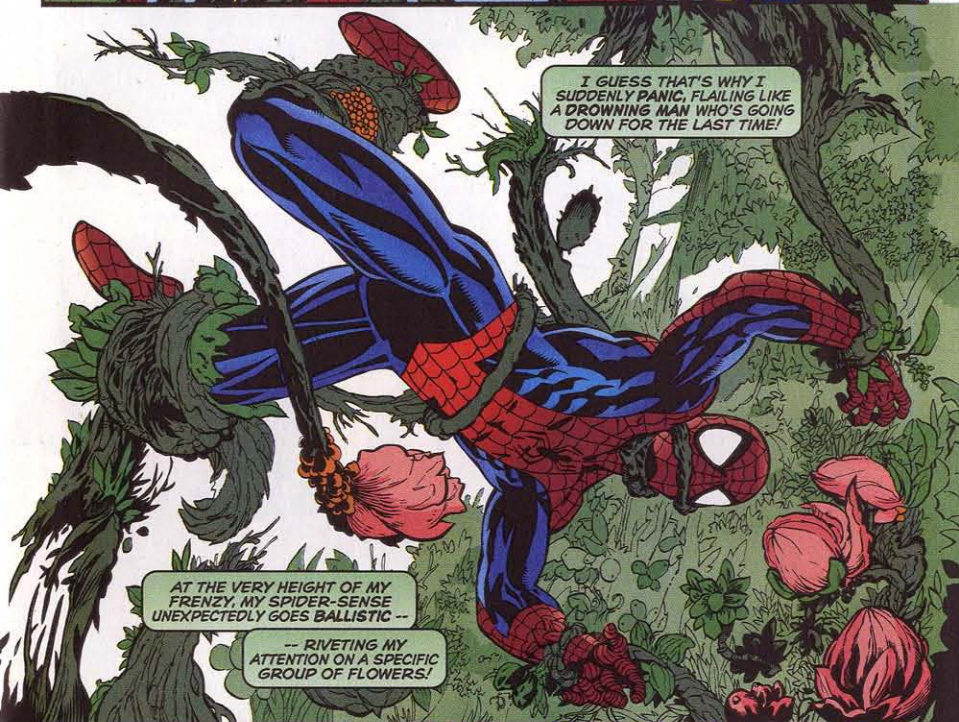
FOR EVERY  
VINE I SNAP --

-- A DOZEN MORE  
LASH AROUND ME!

IT'S LIKE TRYING TO  
SWIM AGAINST A SEA OF  
CARNIVOROUS SERPENTS!

THEY'RE  
EVERYWHERE --  
BITING, SNAPPING,  
CLAWING!

EVERYWHERE!



I GUESS THAT'S WHY I  
SUDDENLY PANIC, FLAILING LIKE  
A DROWNING MAN WHO'S GOING  
DOWN FOR THE LAST TIME!

AT THE VERY HEIGHT OF MY  
FRENZY, MY SPIDER-SENSE  
UNEXPECTEDLY GOES BALLISTIC --

-- RIVETING MY  
ATTENTION ON A SPECIFIC  
GROUP OF FLOWERS!



INSTINCTIVELY,  
I REALIZE THAT  
THESE PLANTS  
ARE FAR MORE  
MENACING THAN  
ALL THE REST!

BUT WHY?!

WHY?!



THE ANSWER, WHEN IT  
FIRST COMES, SEEMS  
AS SWEET AS A  
BABY'S SMILE --!

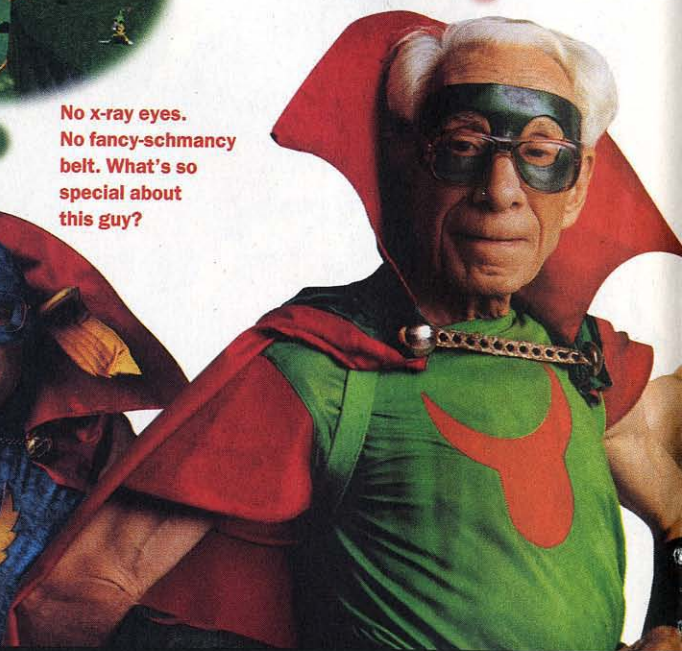
PSSTT



**Some superhero. He doesn't even know the definition of fearless and courageous.**



**No x-ray eyes. No fancy-schmancy belt. What's so special about this guy?**



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Why does this wiseguy  
get all the glory?



A superhero should  
eat his protein. Not  
ride around on it.

What kind of super-  
hero hangs around  
with floozies?



Free-roaming 3-D gameplay. Fully interactive sound and environ-  
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platform elements. And the occasional intergalactic wedgie.



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BUT THEN --!

AAARRGGHHH!

THERE'S A NEW MONSTER  
LURKING WITHIN THE  
SEWERS OF MANHATTAN.

A GROTESQUE, MISSHAPEN,  
SHAMBLING CREATURE  
OF NIGHTMARE!

I WISH THIS  
WAS A DREAM --

-- OR AN  
IMAGINARY  
STORY!

BUT IT'S  
REAL!

Oh, GOD...

...IT IS SO  
VERY REAL!





IT REALLY IS A PLEASURE TO SEE YOU, **SYNCH** M'BOY --  
-- ESPECIALLY IN YOUR CURRENT STATE!

W-WHAT DO YOU WANT?

ULTIMATELY, I'D LIKE TO EXTEND MY **RULE** TO THE ENTIRE WORLD!

FOR NOW, I'M IN A BIT OF A QUANDARY --  
**TORN BETWEEN KILLING YOU, AND RETURNING YOU TO GENERATION X!**

JUST IMAGINE HOW DELICIOUS IT WOULD BE TO TORTURE YOUR TEAMMATES WITH THE SORRY FATE WHICH AWAITS THEM ALL --!



ON THE OTHER HAND, THERE ARE DISTINCT ADVANTAGES TO THE **ELEMENT OF SURPRISE!**

**T-TRUE!**

S-SPEAKING OF YOUR OPTIONS, I HAVE A WACKY IDEA! W-WHY DON'T YOU JUST RELEASE HIM WITH THE ANTIDOTE?

T-THAT'S ASSUMING THERE IS AN ANTIDOTE!

**OF COURSE!**

I HAD TO BE PREPARED IN CASE OF ACCIDENTAL EXPOSURE TO THE **MUTAGENIC POLLEN!**

**SAFETY FIRST -- THAT'S MY MOTTO!**

UNFORTUNATELY -- FOR YOU TWO -- I'M NOT REAL BIG ON **SHARING!**





P-PITY!

I STRUGGLE TO  
KEEP MY VOICE  
CALM AND CASUAL,  
STRAINING TO  
APPEAR FAR MORE  
CONFIDENT  
THAN I AM.

MY LEFT EYE -- EYES --  
FEEL LIKE THEY'RE  
BEING PUNCTURED  
BY A THOUSAND  
SEARING DAGGERS!

THE TALONS WHICH HAVE  
REPLACED MY HANDS BURN  
WITH UNMENTIONABLE AGONY!

AND MODESTY PREVENTS  
ME FROM DESCRIBING  
THE OTHER GROSS AND  
HUMILIATING CHANGES  
WHICH ARE, THANKFULLY,  
HIDDEN BY MY COSTUME.

NEXT TIME I'LL  
HEED MARY  
JANE'S ADVICE!

IF THERE IS A  
NEXT TIME!



I ADVISE  
YOU TO KEEP  
YOUR DISTANCE,  
SPIDER-Uhhh

NEED  
A NEW WORD  
THERE, DON'T  
YOU?





# BULLPEN BULLETINS

ON SALE JUNE 17

## CAPTAIN AMERICA

There's a crisis at Cape Canaveral, as CAP and WARRIOR discover a KREE prison camp! Continuing the AVENGERS crossover! By MARK WAID and ANDY KUBERT!

## EXCALIBUR

The team takes on MIMIC - the mutant with the powers of the original X-MEN! And now he's gained EXCALIBUR's powers as well! By BEN RAAB and TREVOR SCOTT!

## HEROES FOR HIRE

The spotlight falls on the BLACK KNIGHT, as DANE WHITMAN confronts a corporate raider who turns out to be a fire-breathing dragon! By JOHN OSTRANDER and MARY MITCHELL!

## INCREDIBLE HULK

The HULK is the strongest one there is, but can he kill - himself? After suffering his greatest loss, he's aiming to find out! By PETER DAVID and ADAM KUBERT!

## INCREDIBLE HULK: BEAUTY & THE BEAST

A look back at the doomed romance of BETTY ROSS and BRUCE BANNER from their first meeting to their wedding and beyond! By STAN LEE, JACK KIRBY, JOHN BYRNE, PETER DAVID, and MORE!

## MARVEL ANNUAL '98 STARRING: THE SILVER SURFER AND THOR

The warrior-god of Titan, MILENNIUS, has stolen the power of the SILVER SURFER! But he can't steal THOR's thunder! By TOM DEFALCO and RAMON BERNADO!

## THUNDERBOLTS

GRAVITON is back! GRAVITON is bad! And he's gonna lay down the law on both the THUNDERBOLTS and the LIGHTNING RODS! By KURT BUSIEK and MARK BAGLEY!

## WHAT IF

What if WOLVERINE had become a HORSEMAN of APOCALYPSE? You won't believe your eyes as WOLVIE becomes the fourth horseman - DEATH! By TOM DEFALCO and ADAM DEKRAKER!

## PETER PARKER, SPIDER-MAN

SPIDEY is determined to solve the mystery of JOEY Z and he's going to venture into the New York underworld to find the answers! By HOWARD MACKIE and JAVIER SALTARESI!

## SEEKER 3000

The battle rages on, as the SEEKER is boarded by the barbaric HKKKTI! This one's got more cosmic action than *Starship Troopers*! By DAN ABNETT, IAN EDGINTON and ANDREW CURRIE!

## SPIDER-MAN: MADE MEN

A gangster epic - told from the point of view of the gangsters! Featuring DAREDEVIL and the PUNISHER, and the gang war to end all gang wars! By HOWARD MACKIE and NORMAN FELCHLE!

## X-MAN

A major turning point in the relationship between MADELYNE PRYOR and NATE GREY! It's a new direction! New characters! But still that same old X-MAN! By TERRY KAVANAGH and RICHARD PACE!

## X-MEN

The SHADOW KING has taken over the Psionic Plane! This sounds like a perfect time for the return of PROFESSOR X! By JOE KELLY and GERMAN GARCIA!

## X-MEN: THE MANGA

Alone in the Arctic wastelands, WOLVERINE has a run-in with his deadliest foe, SABRETOOTH! By REI NAKAHARA!

**ITEM!** It's time once again to announce the winners of the **HARVEY AWARDS**, which are chosen by comics professionals across the land! Mighty Marvel scored several awards, which is pretty nifty, when you consider the high quality of our competition! So here they are, the 1998 Harvey Winners:

**BEST WRITER:** KURT BUSIEK for *Kurt Busiek's Astro City*, *AVENGERS*, and *THUNDERBOLTS*

**BEST ARTIST:** P. CRAIG RUSSELL for *Eric: Stormbringer* and *DOCTOR STRANGE: WHAT IS IT THAT DISTURBS YOU, STEPHEN?*

**SPECIAL AWARD FOR HUMOR:** SERGIO ARAGONES

**BEST INKER:** CHARLES BURNS for *Black Hole*

**BEST LETTERER:** TODD KLEIN for *KA-ZAR, Castle Waiting*, and *U.S.*

**BEST COLORIST:** CHRIS WARE for *Acme Novelty Library*

**BEST COVER ARTIST:** ALEX ROSS for *Kurt Busiek's Astro City*, *Batman: Legends of the Dark Knight*, and *SQUADRON SUPREME* trade paperback

**SPECIAL AWARD FOR EXCELLENCE IN PRESENTATION:** *Acme Novelty Library*

**BEST NEW SERIES:** *Penny Century* by JAIME HERNANDEZ

**BEST CONTINUING OR LIMITED SERIES:** *Kurt Busiek's Astro City* by KURT BUSIEK and BRENT ANDERSON

**BEST SINGLE ISSUE:** *Eightball* #18 by DAN CLOWES

**BEST ALBUM OF ORIGINAL MATERIAL:** *Sin City: Family Values*

**BEST ALBUM OF PREVIOUSLY PUBLISHED MATERIAL:** *Batman: Black and White*

**BEST ANTHOLOGY:** *Dark Horse Presents*

**BEST SYNDICATED STRIP:** *Mutts* by PATRICK MCDONNELL

**BEST BIOGRAPHICAL, HISTORICAL, OR JOURNALISTIC PRESENTATION:** *The Comics Journal*

**BEST AMERICAN EDITION OF FOREIGN MATERIAL:** *Drawn & Quarterly*

**BEST DOMESTIC REPRINT PROJECT:** *Jack Kirby's New Gods*

Congratulations to all the winners! We'll be putting our Harveys up on the shelf along with all our No-Prizes!

**ITEM!** Marvel super heroes are always in fashion, but they're usually not featured in fashion magazines! That all changed with a recent issue of *Arena*, an international magazine that's sort of a *Cosmopolitan* for men! Those clever folks at *Arena* figured that since the Marvel heroes are known for their model behavior, they would actually use them to model some cool new clothes! A collection of Marvel's hottest artists, including MIKE ZECK, BILL SIENKIEWICZ, JOE QUESADA, PAT OLLIFFE, and MARK BAGLEY illustrated such Marvel heroes as DAREDEVIL, NICK FURY, and the SILVER SURFER, dressed in fashions by the world's top designers! Among the designers who outfitted our heroes were such luminaries as GUCCI, ARMANI, RALPH LAUREN, and VERSACE! The 12-page, full-color spread showed that even super heroes need to dress for success! BRUCE BANNER was clothed in a nifty pin-stripe suit - but then he turned into THE HULK and busted right out of his designer duds! Sadly, they don't make designer clothes in ol' Greenskin's size! Where are those unstable molecules when you really need them?

## STAN'S SOAPBOX!

Hi, Heroes!

Welcome back to the literary fountainhead of wisdom and enlightenment! It doth truly warm the cockles of my heart to know that every reader, upon finishing the Soapbox, becomes a wiser, more spiritually enriched human being. Hey, it's the least I can do for mankind! By the way, I'll send an auxiliary No-Prize in a plain wrapper to the first true Believer who can tell me what in the name of Thor's shampoo a heart's cockles really are!

**T**ony Culpener of Montgomery, AL starts us off with this soul-wrenching query:

*"When you created Spider-Man, why did you use an aunt and uncle for Peter instead of a mom and dad?"*

It's kinda hard to remember that far back, Tony, but I think it was because I felt our readers would be more sympathetic with an orphan. Also, I liked the sound of 'Aunt May' and 'Uncle Ben.' 'Mom May' or 'Pop Ben' doesn't quite do it for me!

**R**emember when we had an 'Is It My Imagination, Or -?' contest? Our next No-Prize goes to the first letter we received, from Richard Vasseur of Ontario, Canada:

*"Is it my imagination, or are comics losing their idealism?"*

I can't answer for all comics, Dick, but in the case of Marvel's batty Bullpeners I can vouch for the fact that you won't find a more idealistic gaggle of guys and gals anywhere south of Alpha Centauri. Face it, most of 'em are real young (like me, of course!) and didja ever know a young person who wasn't a certifiable idealist?

**R**afael Gonzales Jr. of The Bronx, NY is obviously a true survivalist. Here's why:

*"If you had to save Manhattan from being crushed by the magnetic powers of Magneto, which super heroes would you pick to save Manhattan?"*

Hey, Rafe, I wouldn't have time to pick anybody - I'd be too busy fleeing to Brooklyn! But, if I really hadda pick, I'd round up the X-Men (assuming I'd have time to search through all their different titles!) and tell them to tackle ol' Maggie. The problem is, by the time they got there, Magneto might have turned into a good guy again! At mixed-up Marvel it's sometimes hard to tell the heroes from the villains without a scorecard. Hey, what an idea! We should sell Marvel scorecards! Brilliant! I hereby No-Prize myself!

**W**ell, I could go on and on, but how much cultural enjoyment can you handle at one sitting? Besides, we have to allow you enough time to write or E-mail me yourself. But, even though the prospect of winning a No-Prize is enough to make strong men wilt, stay calm, keep cool, and know ye that the tickle fingers of fortune may yet clasp thy smooth and scrawny neck! Now, here it is - the Valhalla of addresses: *Stan's Soapbox* c/o BULLPEN BULLETINS, Marvel Comics, 387 Park Ave. South, New York, NY 10016. Or, for the technocrat wizards amongst us, E-mail my friendly neighborhood computer at [stanzfanz@aol.com](mailto:stanzfanz@aol.com). 'Nuff said!

Excelsior!



Stan Lee



AS I WAS SAYING, YOU'D BETTER **STAY BACK**...OR I'LL BE FORCED TO INTRODUCE YOU TO MY HUMBLE **BODYGUARDS!**

GROWN FROM THE ROOTS OF THE STURDY **BANYAN TREE**, THEY POSSESS ENOUGH RAW POWER TO PUT A REAL **RUIN** ON YOUR DAY!

I MUSTN'T PANIC!

MUSTN'T SURRENDER TO DESPAIR!

NO MATTER HOW OVERWHELMING THE ODDS, I'VE GOT TO KEEP FIGHTING!

IT'S MY ONLY HOPE OF FINDING THE ANTIDOTE!

Uh-Oh! I thought I could capture the beasties within a wall of webbing --

-- BUT THEY'RE TEARING RIGHT THROUGH IT!

IF ONLY I COULD CIRCLE BEHIND THEM, AND GET MY HA -- TALONS -- ON THE PLANTMAN!

I HOPE YOU DON'T INTEND TO PROLONG THIS INDEFINITELY!

I'M A BUSY MAN -- WITH PLANTS TO WATER, YOU KNOW, AND MANY OTHER HEROES TO MUTATE -- SIMPLY SUCCEUM NOW!

THERE'S GOT TO BE A WAY TO GET PAST THESE CREATURES --

-- BUT THEY KEEP POSITIONING THEMSELVES BETWEEN ME AND THEIR -- HEY!

LOOKS LIKE CHATTY CHARLIE SHATTERED HIS HAND WHEN HE ACCIDENTALLY PUNCHED THAT CONCRETE BEAM!

Hmmm...



After you've eaten this much

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MONSTER  
ROLL™**

you'd still have

**3** feet left.

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THE PLANTMAN MAY HAVE MIS-  
CALCULATED THE TENSILE STRENGTH  
OF THESE CHARACTERS, MAKING  
THEM TOO HARD! TOO BRITTLE!

INSTEAD OF TRYING  
TO AVOID THEM --

-- I SHOULD  
JUST CONFRONT  
'EM HEAD-ON!

NICE  
MOVE!

NICE, BUT --  
REGRETTABLY --  
INEFFECTIVE!

SINCE THEY LACK  
EVEN A RUDIMENTARY  
NERVOUS SYSTEM, MY PETS CAN  
NEITHER FEEL NOR REACT TO PAIN!  
FAR SUPERIOR IN COMBAT TO  
THE ANIMAL LIFE WHICH THEY  
MAY SOON TRAMPLE  
UNDERFOOT.

THEY'LL JUST KEEP  
FIGHTING AND FIGHTING NO  
MATTER HOW MUCH DAMAGE  
YOU INFLICT ON THEM! WHAT  
A FORMIDABLE ARMY  
THEY WOULD MAKE!

THE PLANTMAN SEEMS  
TO HAVE FORGOTTEN  
ABOUT ME FOR  
THE MOMENT!

I... I FEEL SO  
ASHAMED!

WITH ALL MY  
TRAINING...

...I SHOULD HAVE  
BEEN ABLE TO HANDLE  
MY TRANSFORMATION...  
BUT I... I TOTALLY  
LOST IT!

THAT'S OVER NOW! I'M  
THROUGH PLAYING  
THE HELPLESS  
PATSY!

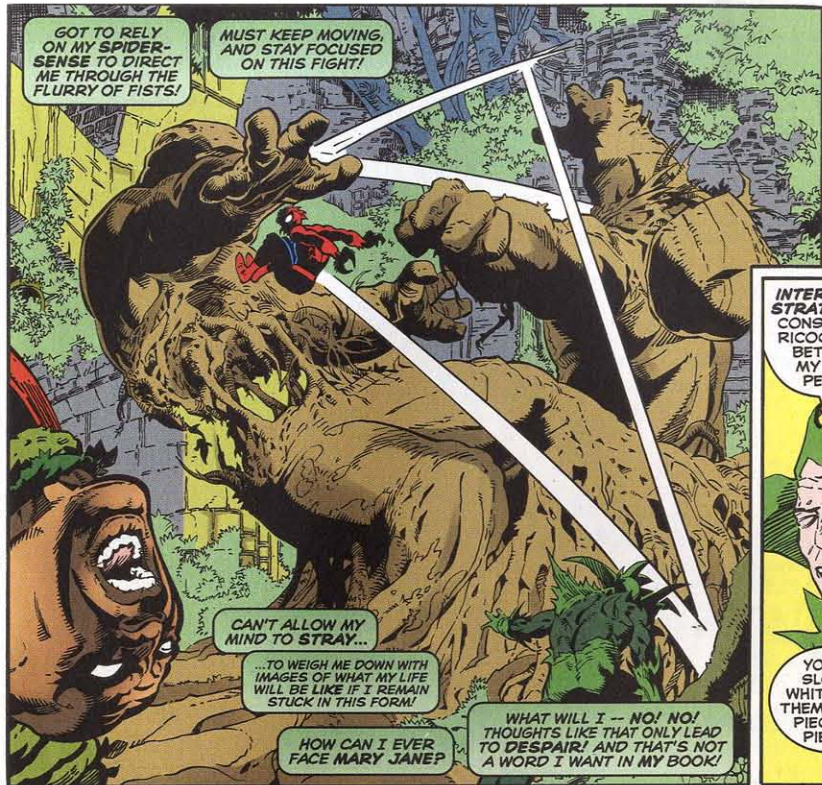
I'VE GOT TO  
THINK, GOTTA FIND  
A WAY OUT OF  
THIS MESS!

IF  
ONLY I COULD  
BE MORE LIKE  
SPIDER-  
MAN --!

THE GUY'S  
SO COOL AND  
PROFESSIONAL!

HE ACTS LIKE  
HE ISN'T EVEN  
FAZED BY -- HEY!  
THAT'S IT!





GOT TO RELY ON MY SPIDER-SENSE TO DIRECT ME THROUGH THE FLURRY OF FISTS!

MUST KEEP MOVING, AND STAY FOCUSED ON THIS FIGHT!

CAN'T ALLOW MY MIND TO STRAY...

...TO WEIGH ME DOWN WITH IMAGES OF WHAT MY LIFE WILL BE LIKE IF I REMAIN STUCK IN THIS FORM!

HOW CAN I EVER FACE MARY JANE?

WHAT WILL I -- NO! NO! THOUGHTS LIKE THAT ONLY LEAD TO DESPAIR! AND THAT'S NOT A WORD I WANT IN MY BOOK!

INTERESTING STRATEGY! BY CONSTANTLY RICOCHETING BETWEEN MY TWO PETS...

YOU'RE SLOWLY WHITTILING THEM DOWN PIECE BY PIECE!



Y-YOU SURE YOU WANT THE HASSLE OF BEING A SUPER VILLAIN?

G-GUY WITH YOUR TALENTS COULD MAKE A FORTUNE IN THE TOOTHPICK TRADE!

MY THANKS FOR THE CAREER ADVICE, ARACHNID --



-- BUT I REALLY HAD MY HEART SET ON WORLD DOMINATION!

IMAGINE MAN'S CITIES UTTERLY OVERGROWN BY VINES -- WEEDS -- FLOWERS OF HALLUCINOGENIC HUE BURSTING THROUGH THE MACADAM OF MADISON AVENUE!

RIVERS OF CHLOROPHYLL CASCADING OVER -- Ahh -- LOOKS LIKE IT'S TIME TO COME UP WITH ANOTHER DEATH TRAP --!



WHAT SHOULD IT BE?

DIDN'T PACK ANY EXTRA BANYAN ROOTS SO MORE SIMULACRA ARE OUT!

AND THE OLD MAN-EATING PLANT BIT IS TOO CORNY EVEN FOR SOMEONE CALLING HIMSELF PLANTMAN!



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**H86MDO**





W-WHATEVER  
YOU'RE GOING TO  
DECIDE, IT'D BETTER  
TO FAST --

-- 'CAUSE  
YOU'RE NOW  
FACING TWO  
SPIDER-  
GUYS!

W-WHETHER  
IT'S THANKS TO  
OUR CURRENT EXPOSURE  
TO YOUR MUTAGENIC  
POLLEN OR NOT, I  
SOMEHOW MANAGED  
TO GET GENETICALLY  
"IN SYNCH" WITH  
SPIDER-MAN --

--A-AND I  
NOW POSSESS  
POWERS SIMILAR  
TO HIS!



S-SORRY  
FOR THE WAY  
I ACTED  
EARLIER!

N-NO  
PROBLEM,  
PAL/ E-EASY  
TO UNDERSTAND  
WHY YOU WERE  
SO FREAKED  
OUT!

B-BESIDES,  
LIFE WOULD BE SOOO  
BORRRING WITHOUT  
AN OCCASIONAL  
GRATUITOUS FIGHT  
BETWEEN  
HEROES!

GENTLEMEN,  
PLEASE! MUST I  
REMINDE YOU THAT  
WE'RE IN THE MIDDLE  
OF A BATTLE  
HERE?



PLEASE  
DIRECT YOUR  
ATTENTION TO  
THE **PLANT** ON  
YOUR IMMEDIATE  
LEFT --

-- THE  
ONE WHICH  
EVEN NOW HAS  
BEGUN TO SPRAY  
THE AREA WITH  
**VENOM-COVERED  
THORNS!**

W-WHAT'S  
THAT WEIRD  
TINGLING  
SENSATION IN  
MY HEAD?

I-IT'S AN  
INSTINCTIVE  
RESPONSE TO  
DANGER!

P-PUT  
YOUR REFLEXES  
ON AUTOPILOT, AND  
ALLOW IT TO DIRECT  
YOU THROUGH THE  
BARRAGE!

Y-YOU'RE  
KIDDING,  
RIGHT?

J-JUST BE  
PREPARED TO SIGN A  
**CONFIDENTIALITY  
CONTRACT** WHEN  
THIS IS OVER!





I-IT WORKED!

I...I MADE IT PAST THE THORNS... A-AND AM NOW CLOSING IN ON THE PLANT-MAN!

D-DON'T GET TOO COCKY, KID.

YOU SHOULD ALWAYS LISTEN TO THE VOICE OF EXPERIENCE, SYNCH!

YOUR FELLOW WEB-BEAST ASSUMES -- AND RIGHTLY SO -- THAT I WILL NOT GO GENTLY INTO THAT GOOD NIGHT!

-- WHICH HAS A DISTINCT AVERSION TO ANY FORM OF DARKNESS!

AS A MATTER OF FACT, I HAVE THIS PARTICULAR LITTLE PLANT --

FORGET ABOUT HIM, SPIDER-BEAST!

GOOD ADVICE IS WASTED ON THE YOUNG!

M-MAYBE THAT'S TRUE --

Y-YOUR EYES, SYNCH!

C-CLOSE YOUR EYES!

-- B-BUT I ALSO HAVE A SUGGESTION FOR YOU!

G-GIVE ME THE ANTIDOTE! N-NOW!

I KNOW YOU, SPIDER-MAN... YOU'RE NO KILLER!

SO DON'T EVEN TRY TO BLUFF ME!



# MARVEL HEROES

IN JUNE



**AVENGERS #7**

**"Live Kree  
Or Die"  
The  
Conclusion!**

KURT BUSIEK  
GEORGE PÉREZ  
AL VEY



**IRON MAN #7**  
**"LIVE KREE OR DIE"**  
PART 1

**CAPTAIN  
AMERICA #8**  
**"LIVE KREE OR DIE"**  
PART 2  
ART BY ANDY KUBERT

**FANTASTIC  
FOUR #8**  
FEATURING THE  
CAPTAIN BRITAIN  
CORPS!!



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-- A-AND MERELY GIVE YOU A MORE **PERSONAL** REASON FOR PRODUCING THE ANTIDOTE! I'M TOSSING YOU INTO THE SEWER J-JUNCTION THAT CONTAINS YOUR **MUTATOR PLANTS!**



NO -- MY PRETTIES -- NOT YOUR VENOM! NOT AT ME! NOT AT --



PLEASE! FOR THE LOVE OF --



WHAT YOU SO ADMIRE-- A PLANT.

B-BY THE WAY, I LIKE THIS LOOK ON YOU -- A-ADDS A CERTAIN AUTHENTICITY TO YOUR NAME!

N-NOW, THEN, ABOUT THAT ANTIDOTE --!



AS EXPECTED, THE PLANTMAN REVEALS THE LOCATION OF HIS MIRACLE ANTITOXIN, AND -- WITHIN THE HOUR -- I FIND MYSELF WEBBING MY MASK BACK TOGETHER --

-- IN ORDER TO PRESERVE BOTH MY MODESTY AND MY SECRET IDENTITY!

THAT THE PLANTMAN'S DOSE?

YEAH, BUT I'M GOING TO MAKE HIM WAIT UNTIL I'VE REUNITED WITH THE REST OF GENERATION X!

PROBABLY WISE. WHAT A NUTCASE/ A DANGEROUS ONE, THOUGH.

GIVE MY REGARDS TO SKIN, CHAMBER AND HUSK!

WILL DO!

ONE LAST THING...  
...I OWE YOU FOR BOTH RESCUES!

DO YOU?

I MIGHT NOT EVEN HAVE GOTTEN THE DROP ON THE PLANTMAN IF YOU HADN'T BURST FREE WHEN YOU DID!

TAKE CARE, MY FRIEND...

I'D LIKE TO SAY THIS WAS FUN, BUT...Wellll...WE BOTH KNOW BETTER!

END



# THE SPIDER'S WEB

**WHOOPSIE!** Looks like we were so busy admiring all the advance praise that the stunning "Identity Crisis" was garnering, we plum went and got behind on the letters pages themselves! Sooo... we're gonna combine the letters from **AMAZING SPIDER-MAN #430-431**—or, the Cosmic Carnage saga for those of you in the know. Enjoy!

Dearest Marvelites at AMAZING HQ,  
I was going to write something deeper and I probably will soon, but meanwhile...wow! Carnage cosmic?!! Oh my God!!! Mr. DeFalco, you have truly outdone even yourself...unbelievable! There goes my night's sleep for the next month.

Until Adam Warlock joins the New York Knicks, Make Mine Marvel!

Guy Bahar  
14 Burla Street  
Haifa, ISRAEL 32811

Thanks for the lavish praise, Guy, and all the way from Israel, too! This is truly the International Marvel Age of Comics!

Dear Spider's Web,

For a little while now, I have been seeing AMAZING SPIDER-MAN as the worst of the Spidey titles, but now, oh boy! The story in AMAZING SPIDER-MAN #431 was excellent! I love how Peter just got fed up with it all, but of course he had to do the right thing in the end. Mixing the symbiote with the Silver Surfer?!? Genius! It seems we won't be seeing Carnage again for a long time.

Robertson is leaving the Daily Bugle, huh? I hope he is still part of the supporting cast though, because I've always liked him. It is good that he finally stood up to J. Jonah Jameson; maybe Jonah will think about what he's done and try to get the Bugle back. We shall see.

I can't wait to see where the "SpiderHunt" story leads. I know Spider-Man has always been disliked by the general public, but now it's out of control. It's cool to see Spidey just going out to save the day and having people throw tomatoes at him.

Everyone is doing a wonderful job. Thanks for keeping things interesting.

D.J. Renzi  
Franklin, MA

Glad you liked our little two-part saga, D.J.! There's just one thing we're not quite clear on. You actually think it's cool for Spidey to have tomatoes thrown at him? Whatever...

Dear Spider's Web,

Re: AMAZING SPIDER-MAN #430  
Let me see if I have this right. Cletus Kasady's symbiote, a small, relatively average organism, has found a way to possess the Silver Surfer, a guy who's flown through suns, traversed time, and fought guys like Thanos to a standstill? This is either a huge crock, or the symbiotes are tons more powerful than anyone suspects. Me, I'm kinda opting for the latter, but I'll keep an open mind about it. It's not as if a symbiote hasn't displayed this kind of power before, lest we forget Spidey's titanic clash with Firelord back in ASM #269-270. A

symbiote stood up to a cosmic being then (and a fire-based one, at that), so I suppose it's possible. I'll stick around to see where this goes. Expect a comment come issue #431.

And now, to switch gears a little, I've got to give due respect to the Marvel wunderkind, Mr. Joe Bennett. This guy's got to be the hardest working artist in the Spideyverse! Recently he's taken the reins from Steve Skroce (where is that guy, anyway?), penciling the great WOLVERINE: DAYS OF FUTURE PAST limited series, and still finding the time to pencil my favorite Spidey title, SPIDER-MAN UNLIMITED. And all of his work has been stellar! I love his renditions of Magneto, Elektra, Crusher Creel, Daredevil, and the Thunderbolts! When does this guy sleep? I think everyone should chip in and buy this guy a ticket to Tahiti (Hawaii is always so crowded), just so he can get a break. So here's to you, Joe. Cheers.

Before I go, I have two questions for ya. In this issue, we were introduced to that slimy dude, Dr. Pogue (who may not even be alive anymore), who's to be the new head of Ravencroft. But over in SPECTACULAR SPIDER-MAN, it was said that Doc Samson would be taking over. What happened to Pogue? Also, besides Carnage, what other noteworthy villains are housed at Ravencroft, and will any of them be showing up soon?

Michael Ferraro  
(Address withheld by request)

Oh, sure. Send Bennett to Tahiti, he says. And then when he misses an issue, the complaints start comin' in. No, thank you. We're quite content to keep Mr. Bennett in his locked (from the outside, natch!) drawing room with his regimented 21 minutes of sleep per night.

Interesting that you mentioned ASM #269-170, Michael, as that titanic tale was also penned by one two-fisted Tom DeFalco! Imagine that, the symbiotes' two greatest showings powerwise, and Tom's behind both of 'em. Say, you don't think the symbiotes're slippin' Tom a little scratch on the side, do ya?

As for Dr. Pogue, well, let's put it this way. If your first act as head of Ravencroft was to cause the escape of Carnage through your own incompetence, for exactly how many more seconds would you be running the show? And as for other "guests," Ravencroft has been called home by such luminaries as the Chameleon and Sir.

I hear Arachnids,

I got the feeling that AMAZING SPIDER-MAN #431 was more of a lead-in to bigger things than a full-scale Spidey vs. Carnage-Surfer war. I kind of regret that this story wasn't longer and maybe more painful to Webs, just because Carnage's power was jacked up to the cosmic level. Oh, well. When big changes are coming—like the "SpiderHunt" story—you've just gotta sit back and roll with them. Here's hoping you straighten these titles out quickly, though, and let's hope the rumors about Peter and Mary Jane divorcing are just that: insubstantial rumors. I will personally hunt down each and every one of you and beat you with a sack of doorknobs if you ruin this

marriage.

Ah, enough ranting. I like how Spidey is being harassed in all of his titles, because it gives a nice continuity to all of the Spidey-titles, which is something they've desperately needed. With multiple-title characters, I prefer the Superman approach, with all the titles closely connected. As for the action portion of our title, Spidey is left all alone again. It would have been great if a hero or two would have rejected Spidey's plea for help due to this recent run-in with the law. I was pretty disappointed that Spidey handled himself so well against a mega-powerful Carnage. He seemed to make the threat out to be more than it actually was. Or maybe the Surfer's "pure spirit" was holding Carnage back.

Speaking of the Surfer, I absolutely loved Joe Bennett's streamlined approach to drawing him. It was a little reminiscent of Moebius.

Finally, the Subjunks. Joe Robertson made the right choice. I love this supporting character, so I hope he stays in the book, and I also hope Peter hears about Joe's actions. There are a lot of super heroes in the world, and Peter has a loving wife at home (although maybe not for much longer). Of course, PETER PARKER: FAMILY MAN probably wouldn't sell all that well.

Don't worry, I've only got three more things to say:

1. Carnage could very well become a Silver Surfer villain once he escapes his little incarceration. (Come on, you know he'll escape sometime.)

2. Is anyone else appalled that Surfer would blast a hole in the floor in the middle of a hospital?

3. Did Spidey ever pick up his camera? Thanks for listening.

Aaron Peterson  
Boone, IA

As we've stated elsewhere, Aaron, we're going to keep mum on the "divorce" rumor for the time being—without making any statements toward its truth or falsehood—because it's just so fun to keep things under wraps! (Rumors, true or not, should be milked, should they not?) But please consider beating Ralf with those doorknobs, anyway.

As for your numbered comments:

1. Sure would, especially considering the unexplained enmity between the entire race of symbiotes and the Surfer.

2. Yes. The people underneath, especially.

3. Of course! Do you know how much those things cost?

## NEXT ISSUE:

**WHO IS THE MYSTERIOUS SYNARIO, AND WHY DOES SHE WANT TO BECOME THE NEXT BILL GATES? SPIDEY RECRUITS DAREDEVIL FOR AN ASSIST ON THIS, BUT SYNARIO HAS OTHER PLANS — AND SETS THE TWO PALS AT EACH OTHER'S THROATS! BE HERE IN FOUR SHORT WEEKS AND JOIN TOM DEFALCO AND THE GUEST ART TEAM OF SCOTT KOLINS AND GARY MARTIN, OR WE'LL SEND AARON AND HIS DOORKNOBS AFTER YOU! GET MOVIN' RALF!**

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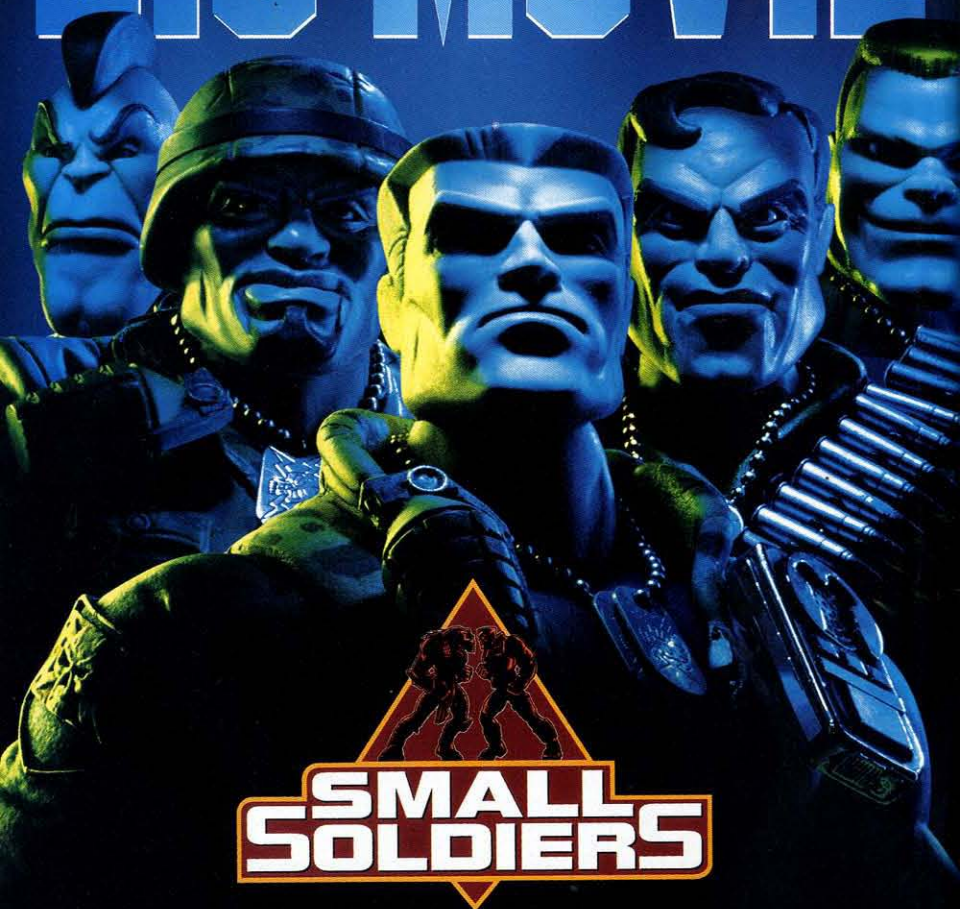
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# BIG MOVIE



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