



AUG
#8



MACKIE
BYRNE
HANNA

THE AMAZING

SPIDER-MAN



WWW.MARVEL.COM

DIRECT EDITION

00811



596060471611
\$1.99 US \$2.99 CAN

YOU WON'T BELIEVE
WHO KILLS SPIDER-MAN
THIS ISSUE!

TM & © 2006 MARVEL

**LEAD...FOLLOW...OR
GET OUT OF THE WAY!**



3MUSKETEERS®

All pumped up for non-stop action!



INTENDED FOR
COOL AUDIENCES

IT'S HUGE. STARRING FLUFFY, PUMPED-UP CHOCOLATE.

**NOTHING CAN STAND
IN YOUR WAY™ WITH...**



© 1999 Mars, Inc.

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"TIME TO CONTINUE..."

Er...
FLASH!... YOU
WANNA HURRY UP
WITH DISARMING
THIS BOMB, OR
WHAT?

THE
LITTLE HAND
IS ON THE 11 AND
THE BIG HAND
IS ON THE
BOOM!

I'M
THINKING
TIME HAS JUST
ABOUT RUN OUT
AND THE WHOLE
RADIATION THING
MAKES ME
NERVOUS!

YEAH!
YEAH! YEAH!
I'VE ALMOST
GOT IT,
**SPIDER-
MAN!**

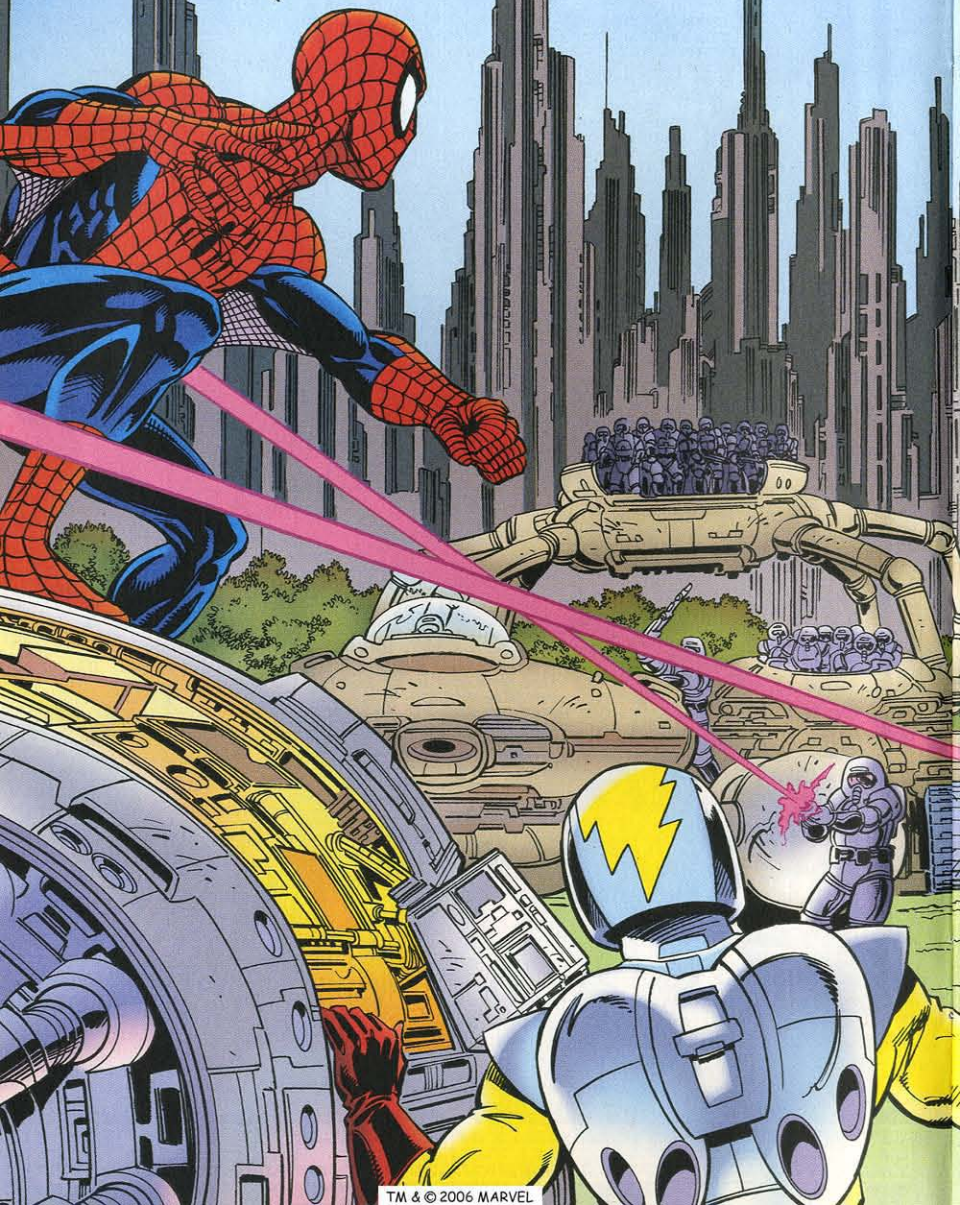
IT'S JUST
DOWN TO THE
RED WIRE OR
THE BLUE WIRE.
I HATE THIS
PART!

DO ME
A FAVOR AND
TAKE CARE OF THE
FEW REMAINING
OF THE **RED SKULLS** AND
KINGPIN'S GUYS, WHILE
I DECIDE WHICH
WIRE TO CUT,
WILL YA?

"FEW
REMAINING?"
ER...

STAN LEE PRESENTS
THE PERFECT WORLD PART 2

...SURE!
NO
PROBLEM,
BUDDY.



THE MAD BEHIND THE CURTAIN!



HOWARD MACKIE/JOHN BYRNE STORY AND ART SCOTT HANNA FINISHES
JOE ROSAS COLORS RS AND COMICRAFT'S LIZ AGRAPHOTIS LETTERS
RALPH MACCHIO EDITOR BOB HARRAS EDITOR IN CHIEF

YOU KNOW,
AFTER WE SAVE THE
WORLD... AGAIN... YOU AND
I ARE GOING TO HAVE
TO SIT DOWN AND TALK
ABOUT THIS EQUAL
PARTNERSHIP
THING!

I'M
THINKING I
COULD CUT THE
WIRES JUST AS
EASILY AS YOU
COULD!

I'M
MAKING A
MENTAL NOTE
OF THAT RIGHT
NOW.

NEXT TIME
SPIDER-MAN
DISARMS THE
BOMB!

RED...
BLUE?

RED...
BLUE?
RED...
BLUE?

NOT THAT
THIS PART
ISN'T FUN AND
ALL, BUT...

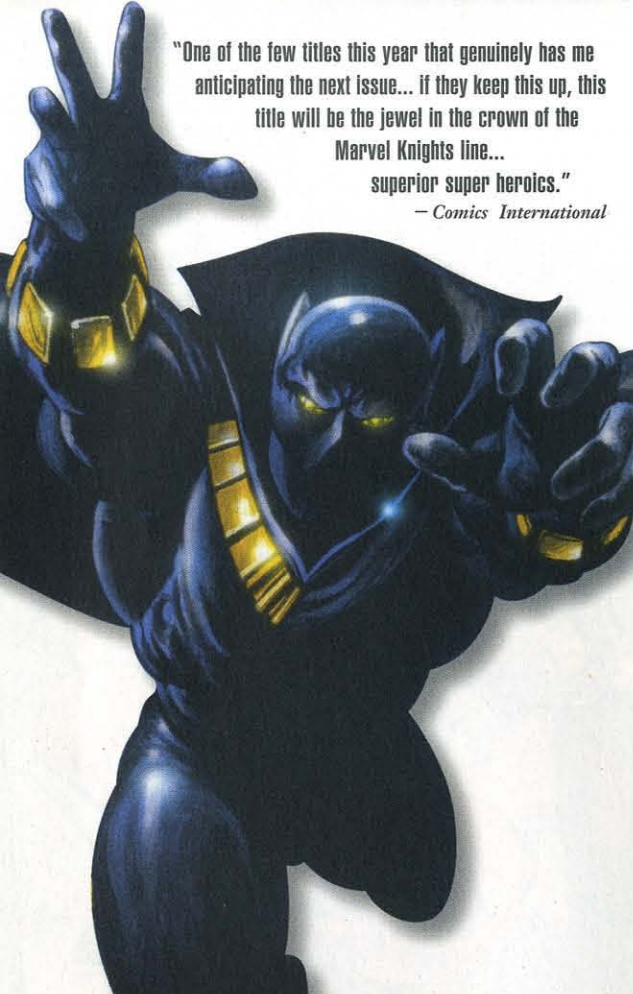
...SOMETIMES
I'D LIKE TO BE
TREATED AS
SOMETHING MORE
THAN A MASK
AND WEB-
FLUID!



"One of the few titles this year that genuinely has me anticipating the next issue... if they keep this up, this title will be the jewel in the crown of the Marvel Knights line..."

superior super heroics."

—Comics International



BLACK PANTHER

Monthly From Marvel Knights



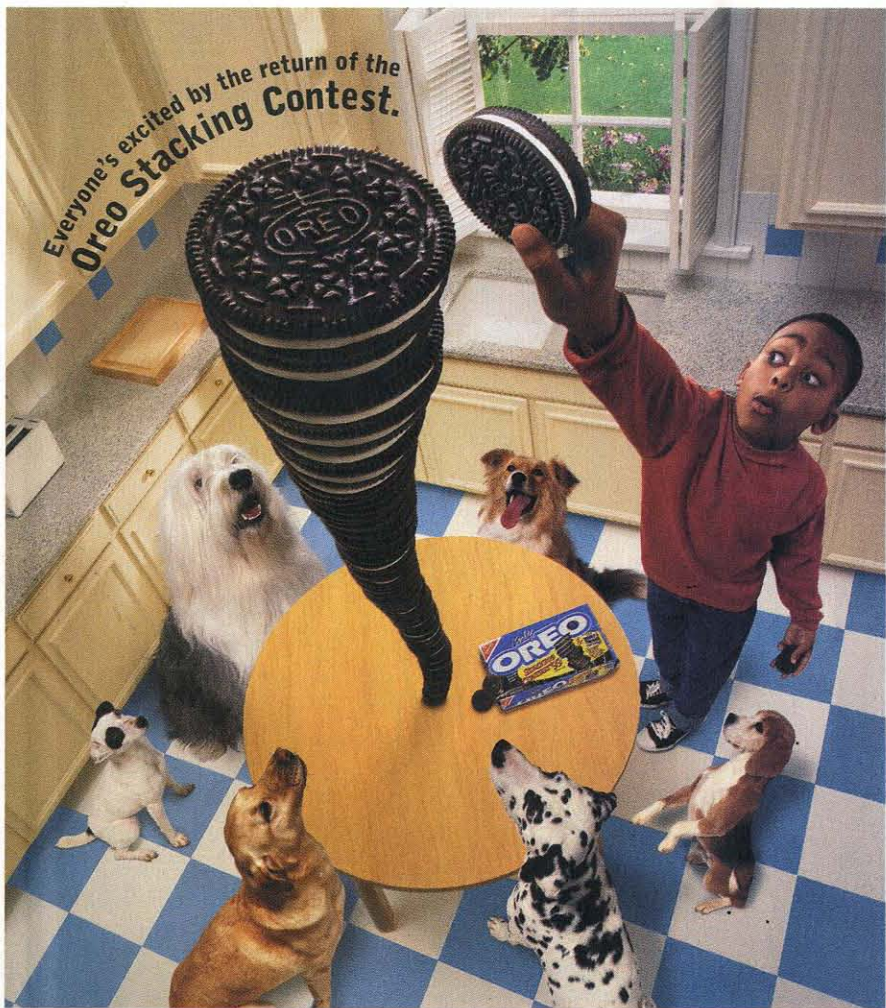
WWW.MARVEL.COM

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NABISCO OREO STACKING CONTEST

- 1. NO PURCHASE NECESSARY.** Open only to legal residents of the 50 states in the United States and the District of Columbia, who are 12 years of age or younger at the time of entry. Employees of Nabisco Biscuit Company, Nabisco, Inc., The Walt Disney Co., participating retail stores, their respective affiliates, subsidiaries, and agencies, their immediate families, and members of the same household of such employees are not eligible to enter or win.
- 2. ENTRY:** Between May 23, 1999 and August 15, 1999, compete in a "Local Contest" at a participating retail store selling Nabisco Oreo cookies. To compete, go to the specially designated "contest table," complete an official entry form and then build a stack of Oreo cookies under the supervision of the independent judging agency. One entry (that is, one opportunity to compete at a participating retail store) per person. Contestants will have 30 seconds to stack as many Oreo cookies as possible to build a self-standing, single tower. In constructing the tower, cookies must not be broken or tampered with in any way, and contestants must stack cookies independently, without assistance of any kind. In the sole determination of the independent judging agency, the contestant who stacks the most cookies that remain standing for 3 seconds after the 30-second period ends qualifies as a Semifinalist.
- 3. CONTEST STRUCTURE:** For all levels of the Contest, contestants will participate in two age groups (7 years of age or younger; 8 through 12 years of age). There will be 1 "Local Contest" per participating retail store. In each "Local Contest," 2 contestants will qualify as Semifinalists (1 per age group). For schedule information for "Local Contests," see your local participating retailer, call 1-800-ONLY-OREO or visit our website at WWW.OREO.COM. From all participating retail stores, Semifinalists' names/addresses (and birth date and the height of each Semifinalist's stack) will be forwarded to another independent judging organization. On or about October 20, 1999, this independent judging organization will rank the Semifinalists, determining the 10 Semifinalists in each age group with the highest stacks; these 20 Semifinalists will qualify as Finalists, and will each receive a Finalist Prize in addition to the Semifinalist Prize. To determine the Grand Prize winners, Finalists will compete in the "National Stacking Final" on or about November 8, 1999 in Orlando, Florida. In the sole determination of the independent judging agency supervising the "National Stacking Final," the Finalist in each age group who creates the highest stack in the "National Stacking Final" will win a Grand Prize in addition to the Finalist Prize and the Semifinalist Prize.
- 4. PRIZES:** Grand Prize (2, 1 per age group): U.S. Series EE Savings Bond worth \$20,000 at maturity; a 1-year supply of Oreo cookies (52 packages); 3-day/night trip for 2 to Calgary, Alberta, Canada, on dates selected by Sponsor between December 1, 1999 and March 1, 2001 to appear in a walk-on role on Disney's "Disney's I Shrunk The Kids: The TV Show." Trip consists of roundtrip coach air transportation between major commercial airport nearest winner's residence and Calgary; ground transfers between Calgary airport and hotel; 2 night's standard hotel accommodations (double occupancy). Approximate Retail Value—\$14,100 each. Finalist Prize (20, 10 per age group): 3-day/night trip for 2 to Orlando, Florida (November 6, 1999 to November 9, 1999), where winner will participate in the "National Stacking Final." Trip consists of roundtrip coach air transportation between major commercial airport nearest winner's residence and Orlando; ground transfers between Orlando airport and hotel; 2 night's standard hotel accommodations (double occupancy); 2 DisneyQuest passes for 2; 2 Walt Disney World 5-day hopper passports, and \$300 spending money. Approximate Retail Value—\$2,322 each. Semifinalist Prize (approximately 30,000, but actual number is determined by number of participating retail stores; 1 winner per age group per store): Oreo Stacking Game. Approximate Retail Value—\$6.55 each. For Grand/Finalist Prizes: (a) winner must be accompanied by parent/legal guardian on all prize travel; (b) winner and parent/legal guardian must travel together; (c) all unspecified expenses are winner's sole responsibility; (d) prize trip must be taken on indicated dates; (e) Grand Prize, if winner is unavailable on stated dates, prize will be forfeited; for Finalist Prize, if winner is unavailable on stated dates, prize will be forfeited, with an alternate Finalist selected. For Grand Prize, winner is solely responsible for obtaining any necessary travel documents; and, walk-on role is subject to availability and other restrictions. No prize transfer. No prize substitution or cash equivalent of prize except at sole discretion of Sponsor due to prize unavailability for any reason, and only then for prize of comparable value. Prizes may be awarded to parent/legal guardian on winner's behalf. All taxes on prizes are the sole responsibility of winners.
- 5. CONDITIONS:** Void where prohibited by law. Subject to all applicable federal, state and local laws and regulations. All entries submitted become the sole property of Sponsor and will not be returned. Sponsor and its agencies are not responsible for incomplete, illegible, void, misdirected, damaged, destroyed, delayed or late entries. Sponsor and its agencies are not responsible for submissions from participating retail stores that are late, lost, misdirected, damaged, destroyed, delayed, postage due, or contain errors. In the event of ties in determining Semifinalists/Finalists, the winner will be the youngest contestant as determined by time and date of birth. In the event of ties in the "National Stacking Final," additional rounds of the stacking competition will be conducted until one winner is declared for each age group. Semifinalist winners will be announced at the conclusion of each "Local Contest," but no later than August 15, 1999. Semifinalist winners will be notified with prizes awarded at the retail store; if not present, winner will be notified by phone and must return to the store at a later time to collect the prize. Winners of Finalist Prize will be notified by mail or phone no later than October 26, 1999. Grand Prize winners will be announced at the "National Stacking Final," and will receive confirmation by mail. For Grand and Finalist Prizes, parent/legal guardians of winners will be required to execute before a Notary Public an affidavit of eligibility, liability release and a publicity release (when legal on the winner's behalf), to be returned within 10 days of notification. Guests of Grand and Finalist Prize winners must execute and return a liability release and a publicity release (when legal), prior to issuance of travel documents. For Grand Prize, noncompliance with these requirements may result in prize forfeiture; for Finalist Prize, noncompliance may result in prize forfeiture, with an alternate Finalist selected. By participating, contestants agree to abide by these official rules and the decisions of all judges, which are final and binding in all respects. Sponsor is not responsible for misprints in promotional materials or errors in local stacking events. Sponsor reserves the right to cancel local stacking events or disqualify contestants in the event of noncompliance with these official rules. Where legal, acceptance of prize constitutes permission of winner's parent/legal guardian to use winner's name, likeness and biographical information for advertising/publicity purposes, and any and all rights to said use, without further compensation. Parent/legal guardian of contestant agrees that Nabisco Biscuit Company, Nabisco, Inc., The Walt Disney Co., participating retail stores, and their respective affiliates, subsidiaries, and agencies are not responsible for any injuries, losses or damages of any kind caused by contestant's participation in the contest, or resulting from contestant's acceptance, possession, use/misuse of prize(s).
- 6. WINNERS LIST:** For a list of major prize winners, send a self-addressed stamped envelope before November 10, 1999 to: Attn: Oreo Stacking Winner's List, Inno-Marketing, 9401 Third Avenue N. #400, Brooklyn Park, MN 55428.

Sponsored by Nabisco Biscuit Company,
100 DeForest Avenue, East Haven, CT 07836-1911



Everyone's excited by the return of the
Oreo Stacking Contest.

**Stack 'em high and you could snag \$20,000,
a trip to Orlando and a role on TV!**

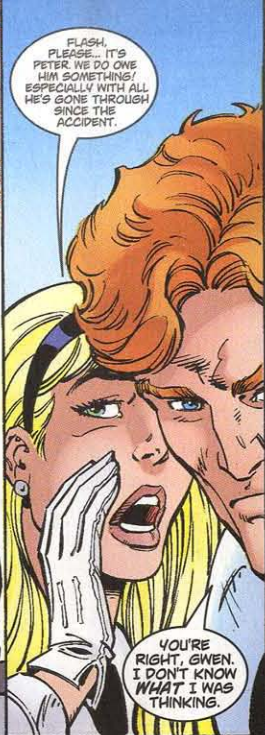
Disney
**HONEY, I
SHRUNK THE KIDS**
THE TV SHOW
CHECK LOCAL LISTINGS.
© Disney

Tongues everywhere are wagging: this year's Oreo Stacking Contest is bigger than ever. Be the top Oreo stacker and you'll appear on Disney's "Honey, I Shrunk The Kids: The TV Show," go to the one-and-only Disney Event™ in Orlando, and snag a \$20,000 savings bond. Lots of other sweet prizes, too. For participating stores, call **1-800-ONLY-OREO** or click **www.oreo.com**. And get stacking.



No purchase necessary. Open to legal U.S. residents 12 years old or younger at time of entry. Contest ends 8/15/99. See opposite page for a summary of official rules. ©1999 Nabisco, Inc.







YES!
THAT
WOULD BE
GOOD!

WHICH
ONE OF US
WOULD YOU
LIKE TO
COME WITH
YOU PETER?
ME OR MARY
JANE?

YOU,
GWEN,
PLEASE!

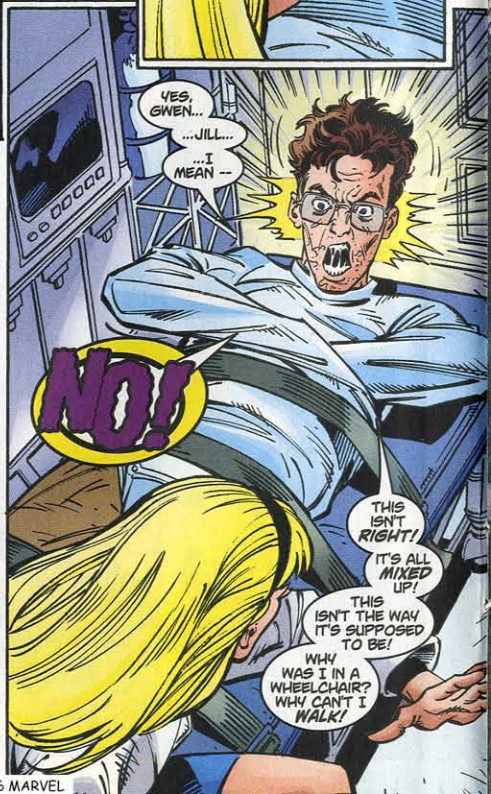


EVERYTHING
IS GOING TO
BE OKAY.



I LOVE YOU, PETER.
I'VE ALWAYS
LOVED YOU.
YOU AND I
WERE ALWAYS
MEANT TO BE
TOGETHER.

I SEE
THAT NOW...
DON'T
YOU?



YES,
GWEN...

...JILL...
...I
MEAN --

NO!

THIS
ISN'T
RIGHT!
IT'S ALL
MIXED
UP!

THIS
ISN'T THE
WAY
IT'S
SUPPOSED
TO BE!

WHY
WAS I IN
A
WHEELCHAIR?
WHY CAN'T
I
WALK!

The Cooper's
house has
a mind
of its own.



A Disney Channel Original Movie

SMART HOUSE

Starring Ryan Merriman, Kevin Kilner and
Katey Sagal as "P.A.T." the house

Saturday, June 26th 7pm/6c

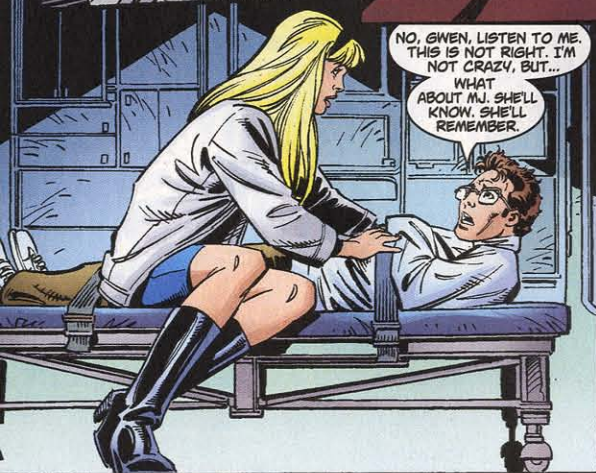
World Television Premiere



www.disneychannel.com part of GO Network
go.com

© Disney

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NO!

PETER,
PLEASE!
YOU'RE
SCARING
ME!

YOU'RE
GOING
TO HURT
YOURSELF --

THUNK



PETER!

YES!

THIS
ISN'T
RIGHT!

I AM
NOT "PUNY
PARKER"! I
WASN'T CRIPPLED
IN THE
EXPLOSION.

I SHOULDN'T
BE IN A WHEEL-
CHAIR.

I...

"NOW THINGS ARE GETTING FASCINATING. I FEEL I AM CLOSE TO AN ANSWER."

IT'S NOT THAT, SPIDEY!

I HOPE NOT. YOU ARE MARRING THE MOST BEAUTIFUL WOMAN IN THE WORLD!

WILL YOU LOOK AT THIS? THE MIGHTY FLASH THOMPSON CAN STARE DOWN GALACTUS HIMSELF, BUT A LITTLE WEDDING AND...

I KNOW, BUT SOME OF THE STUFF THAT PARKER SAID...

COME ON, FLASH, YOU'RE NOT GOING TO LET CRAZY PARKER GET TO YOU? YOU'RE DUE OUT THERE IN TEN MINUTES.

I'M GOING TO GO IN AND CHECK OUT THE CROWD. MAYBE THAT'LL CLEAR MY HEAD.

WHACK



GO NOW TO

www.marvel.com/milk

AND REAP THE REWARDS OF VISITING THE

MARVEL MILK MANIACS

HEADQUARTERS!!!

YOU'LL FIND OUT HOW TO GET:



ULTRA
RARE
COLLECTIBLE
TRADING
CARDS

DISCOUNTED
MARVEL
MERCHANDISE
WHEN YOU DRINK
MILK

A CHANCE TO
WIN
SENSATIONAL
SWEEPSTAKES
PRIZES

So go to www.marvel.com/milk to take advantage of these great opportunities! Plus, Mighty Marvel cybercomics, downloads, Super Hero FAQs, internet games and more!



HULK SAYS: DRINK MILK! MILK IS GOOD. MILK HAS VITAMINS AND MINERALS, MORE THAN PUNY SPORT DRINKS! AND MILK HAS PROTEIN FOR MUSCLES, SO DRINK MILK OR HULK WILL GET ANGRY. AND YOU WON'T LIKE HULK WHEN HULK IS ANGRY.

got milk?

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WHAT
THE --?

ER,
FLASH, THIS
MIGHT SEEM LIKE
AN AWKWARD
TIME, BUT...
YOU AND
I REALLY
HAVE GOT TO
TALK!





SO...
DO YOU
HAVE A
MINUTE?



OH,
YEAH! I'VE
GOT ALL THE
TIME IN THE
WORLD!

WHAT
DID YOU WANT
TO TALK
ABOUT?



THE
STUFF THAT
PARKER TOLD
YOU... ABOUT
EVERYTHING
SEEMING
WRONG...

YEAH...?

WELL...
I'VE GOT
THE SAME
SNEAKING
SUSPICION!
I'M THINKING
THAT THIS
IS ALL A
SCHEME
OF --

WIN A \$3,500 SPIDER-MAN GUITAR!

ALL YOU NEED TO DO IS FIND 10 HIDDEN GUITAR EMBLEMS IN
SELECTED MARVEL COMICS TITLES TO ENTER THE SWEEPSTAKES!

1 GRAND PRIZE: Limited Edition **WEB-SLINGER ONE** Les Paul Electric Guitar SIGNED BY SPIDER-MAN CO-CREATOR, STAN LEE

Artist's rendering.
Final specifications
subject to change.

WEB-SLINGER ONE FEATURES:

- SOLID MAHOGANY BODY AND NECK
- NICKEL HARDWARE
- EBONY FINGERBOARD WITH A HAND-INLAID WEB DESIGN
- A SINGLE HUMBUCKING PICKUP
- "ARACHNID PATTERN" CONTROL KNOBS
- LIMITED EDITION OF 150

HERE'S THE DEAL

- One guitar emblem will be hidden in each of 20 selected titles during the month of July (September Covers)
- Find 10 emblems in 10 different titles • List the titles and issue #s of each of the 10 comics
- List the page number that you found the emblem on. NOTE: Start your page count from the inside front cover. All ad pages are included in the page count
- Send your answers to Marvel (see official rules below) or check out our website www.marvel.com/gibson
- The contestants that submit 10 correct answers will be entered in a sweepstakes to determine one winner (Please see official rules below)

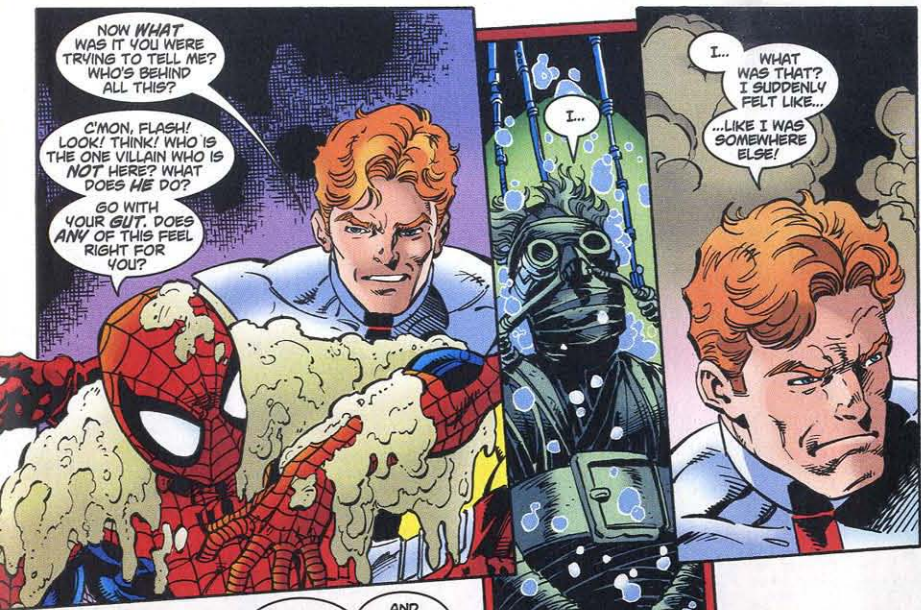
MARVEL®



Hidden
Emblem!

Web-Slinger One Contest Rules: Full Official Rules: No Purchase or Internet Access Necessary to Play. 1. Contest will run from 7/1/99 through 9/15/99. Open to all legal residents of the United States and the District of Columbia, 12 years of age and over. The following are not eligible to participate: employees or other creative personnel of Marvel Enterprises, Gibson Musical Instruments, and their respective parents, affiliates, subsidiaries, agents, those responsible for the development, distribution and implementation of this promotion and members of the immediate families or households of each of the above. 2. To enter, find 10 of the same Gibson Guitar emblems in 10 different titles of Marvel Comics publications. One guitar emblem will be hidden in each of 20 selected titles during the month of July (September covers). The emblem may be found on any page of the magazine, excluding advertising pages, between the inside front cover and the inside back cover. List the title and issue number of each of the 10 Comics and the page number on which the emblem was found. NOTE: Start your page count from the inside front cover, which becomes page (1) one, and remember, all advertising pages are included in the page count. 3. To enter, file your answers at www.marvel.com/gibson in accordance with the Online Instructions, or type or hand-print your answers on a 5"x5" card, setting forth your full legal name, address, city, state, zip code, date of birth, gender (optional), daytime telephone number with area code and name and address of your parent or legal guardian if you are a minor in your state of residence, and mail to WEB-SLINGER ONE CONTEST, 387 Park Avenue South, New York, New York 10018. Attention: Jeff Leonard. Internet entries must be received by 9/15/99 11:59 PM. E-mail entries must be postmarked by 9/16/99 and received by 9/21/99. No purchase required to enter, see Rule 8 below. Limit one entry per person, either on-line or mail-in. On-line entries will be considered made by the registered user of the e-mail address from which the entry is sent. Entries not in compliance with these official rules will be disqualified. All entries and requests become the property of the Sponsors and will not be returned or acknowledged. 4. No responsibility is assumed for lost, late, misdirected, stolen, incomplete, illegible, damaged, or postage due mail or entries. All federal, state and local laws and regulations apply. Only correct entries containing ten (10) correctly designated pages from ten (10) separate titles will be entered in the drawing for the Grand Prize. Participants agree to be bound by these rules and the decisions of the judges, which are final and binding in all respects. 5. One (1) Grand-Prize winner will receive a Web-Slinger One Electric Les Paul guitar from Gibson. (Approximate retail value of \$3,500). There will be no prize substitution, except by the Sponsor in the event of prize unavailability. The prize may not be redeemed for cash value. The prize is non-transferable prior to award. The prize will be awarded. No warranties are made with respect to the prize. Any taxes on the prize are the sole responsibility of the winner. 6. The winner will be selected in a random drawing and notified by mail on or about 10/15/99. The odds of winning depend upon the number of eligible entries received. The winner and his/her parent/legal guardian, (if winner is a minor, in their state of residence) will be required to execute and return an Affidavit of Eligibility and Liability/Publisher Release within 14 days of notification, or prize may be forfeited with an alternate winner selected. If prize is won by a minor, it may be awarded to the parent or legal guardian. If prize notification or prize is associated as undesirable, prize will be forfeited and an alternate winner will be selected. 7. All entrants release Marvel Enterprises, Gibson Musical Instruments, their respective parents, affiliates, subsidiaries, directors, officers, employees and all other entities connected with the development and execution of this contest from any and all liability for injury, loss or damage of any kind resulting from participation in this promotion and/or from acceptance, possession or use/misuse of the prize. Acceptance of the prize constitutes the winner's permission to use his/her name and/or likeness and to be photographed for advertising and publicity purposes without additional compensation, except where prohibited by law. 8. To obtain the answers to enter this sweepstakes, please either visit the HYPERLINK http://www.marvel.com/gibson/links web site through 9/15/99, or you may send a self-addressed, stamped envelope for receipt by 9/10/99 to: WEB-SLINGER ONE CONTEST HINTS, 387 Park Avenue South, New York, New York 10018. Attention: Jeff Leonard. WA/VT residents may omit return postage. 9. The winner will be announced in the Marvel Comics on sale in October 1999/December 1999 covers and posted on the Marvel website at the conclusion of the drawing. Void where prohibited or restricted by law. 10. DISQUALIFICATION: Sponsor is not responsible for lost, interrupted, or unavailable network server or other connections, miscommunications, failed telephone or computer or telephone line transmissions or receptions, computer or network hardware or software failures or errors or technical, mechanical, electronic or digital failure of any kind, jumbled, garbled, scrambled, lost, unintelligible, delayed, misrouted or misdirected transmissions, Web, Web site, Internet, Service Provider or phone line access or unavailability, or the error of any kind whether human, mechanical or electronic. Persons found tampering with or abusing any aspect of this promotion, as solely determined by the judges, will be disqualified. If disqualified for any tampering or abuses, Sponsor reserves the right to terminate player's eligibility to participate. In the event any portion of this promotion is, in the sole opinion of the judges, compromised by virus, bugs, non-authorized human intervention or other causes beyond the control of Sponsor which, in the sole opinion of the Sponsor, corrupts, or impairs the administration, security, fairness or proper play of the promotion, Sponsor reserves the right, at its sole discretion, to suspend, modify or terminate the Internet portion of the promotion and award prizes from the eligible entries received by Internet prior to taking such action and regular mail-in entries. Any use of robotic, automatic, programmed or the like entry methods will void all such entries by such methods. Sponsored by Marvel Enterprises, 387 Park Avenue South, New York, New York 10016.





NOW WHAT WAS IT YOU WERE TRYING TO TELL ME? WHO'S BEHIND ALL THIS?

C'MON, FLASH! LOOK! THINK! WHO IS THE ONE VILLAIN WHO IS NOT HERE? WHAT DOES HE DO?

GO WITH YOUR GUT. DOES ANY OF THIS FEEL RIGHT FOR YOU?

I...

I... WHAT WAS THAT? I SUDDENLY FELT LIKE...
...LIKE I WAS SOMEWHERE ELSE!



THAT'S IT, FLASH! HANG ON TO THAT FEELING!

AND NOW LOOK AROUND.

THEY'RE ALL HERE... VENOM, DOC OCK, THE GOBLINS, THE VULTURE... ALL BUT ONE.

BINGO! THE MAN BEHIND THE CURTAIN AND, UP UNTIL A FEW MINUTES AGO, BEHIND THE MASK I'M WEARING!

THIS IS IMPOSSIBLE!



YOU SHOULD NOT BE ABLE TO DO THIS! YOU, SPIDER-MAN, SHOULD NOT EVEN BE HERE!

MYSTERIO!

BUT WE
ARE... AND
I AM!

THE REAL
QUESTION IS HOW
ARE YOU DOING
THIS?

YOUR POWERS
HAVE NEVER BEEN THIS
GREAT BEFORE! YOU'RE JUST
A FORMER HOLLYWOOD
STUNTMAN AND SFX
NUTCASE!

THINGS
CHANGE, WALL-
CRAWLER!

AND I
CREATED THIS
ENTIRE SCENARIO
SIMPLY TO
REVEAL YOUR
IDENTITY.

YOU,
WHO'VE BEEN
A THORN IN MY
SIDE FOR SO
LONG.

STILL,
I HAVE
THOMPSON'S
BRAIN FIRMLY
IN MY GRASP,
BUT...

...HOW
COULD YOU BE
HERE? ARE YOU
JUST ANOTHER
FIGMENT OF HIS
IMAGINATION.

OF LATE,
I'VE MOVED
BEYOND THE
SPECIAL EFFECTS
WIZARDRY WHICH
HAS SO OFTEN
BEDEVILED
YOU!

I HAVE
STUDIED WITH
THOSE WHO'VE
TAUGHT ME
TRUE MIND
CONTROL.

MOST
RECENTLY I
HONED THESE
SKILLS AGAINST
THAT RED-GARBED
BUFFOON DAREDEVIL,
BEFORE BOWING
OUT IN A MOST
SPECTACULAR
FASHION!

AND THEN
I KIDNAPPED
THOSE WHO HAVE
THE MOST CONTACT
WITH YOU, WEB-
SLINGER, TAPPED INTO
THEIR MINDS IN AN
ATTEMPT TO
LEARN YOUR
SECRETS...

DISCOVER
YOUR CIVILIAN
IDENTITY
THROUGH THIS
MIND-
PLAY.

BUT I
HAD NO IDEA
THOMPSON'S
MIND WOULD OVER-
WHELM ALL THE
OTHERS.

* See Daredevil issues
1-7 -- Ralf Without Fear

YOU'RE
NEVER GOING
TO FIND OUT,
FISH BOWL HEAD!
THERE'RE MYSTERIES
WITHIN MYSTERIES!
BELIEVE IT,
BUD!

FLASH!
YOU HEARD
HIM... IT'S UP
TO YOU!

YOU'VE
GOT TO FIGHT
HIM! IT'S OUR ONLY
ROAD BACK TO
REALITY!

BUT
THIS IS...
WAS... THE
PERFECT
WORLD.

WHY
DOES IT HAVE
TO END? WHY
CAN'T IT GO
ON?

WHY?

WHY?



Send us the greatest Eggo™ creation and we'll send you to Florida with \$10,000.

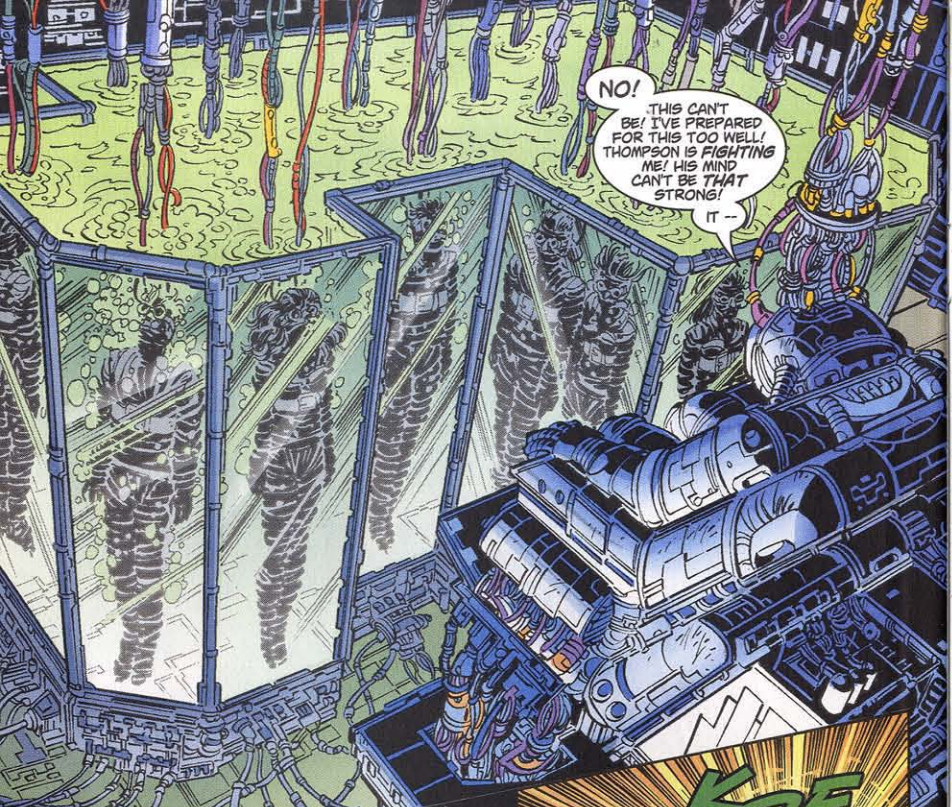


Enter the Extra Eggstraordinary Eggo Waffles Contest. Now that Eggo® has more waffles in every box, people are creating new ways to eat them. We'd like to see yours. Send us a description (may include a photo or favorite creation and you could win a trip for four to Orlando plus \$10,000. There are tons of other prizes too. So rev up your toaster. You could pop up a winner.



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BULLPEN BULLETINS

AVAILABLE JUNE 16TH

A-NEXT

Having journeyed to an alternate reality where they are forced to battle distorted version of the original AVENGERS, the next generation of the Earth's Mightiest Heroes join with CAPTAIN AMERICA! By TOM DEFALCO and RON FRENZ!

CAPTAIN AMERICA

Revealed: The secrets of CAPTAIN AMERICA's shield! In this first installment of a two-part tale, the answers will be laid bare as the super soldier must race around the globe in pursuit of something he can't even see! By MARK WAID and ANDY KUBERT!

DAREDEVIL

MATT MURDOCK gets slapped upside the head by Cupid as a new romantic interest enters his still-fragile life. But is this the lady of his dreams or a nightmare waiting to happen?! By DAVID MACK, JOE QUESADA and JIMMY PALMIOTTI!

HULK

With blood on his hands, THE HULK is out of control and more dangerous than he's ever been before! By JOHN BYRNE and RON GARNEY!

PETER PARKER: SPIDER-MAN

SPIDER-MAN vs. BULLSEYE - 'nuff said! Oh, you want more info? OK, it looks like the frightening phone calls that have plagued the Parker household reach a climax in this issue! By HOWARD MACKIE and JOHN ROMITA JR.!

THUNDERBOLTS

The THUNDERBOLTS and ARCHANGEL have been conquered by GRAVITRON, who intends to have them executed as insurrectionists to his new Sky Nation! By KURT BUSIEK and MARK BAGLEY!

WOLVERINE/PUNISHER: REVELATION

As a mysterious illness continues to spread across Manhattan, WOLVERINE and PUNISHER uncover its evil origins. Unfortunately, they're a little tied up fighting the battle droids that were designed to stop the MORLOCK call REVELATION! By CHRISTOPHER GOLDEN, TOM SNEGOSKI, PAT & ALVIN LEE!

X-MAN

Following the events of last issue, NATE, SCOTT SUMMERS and JEAN GREY travel to a remote mountaintop to investigate a breach from the Age of Apocalypse! By TERRY KAVANAGH and LUKE ROSSI!

X-MEN

NIGHTCRAWLER, COLOSSUS, and SHADOWCAT have infiltrated the S.H.I.E.L.D. Helicarrier - which has been hijacked by someone or something using DOUGLOCK and the techno-organic virus to control the entire crew! By ALAN DAVIS and ANDREW ROBINSON!

Hi, Heroes!

I heard a funny line recently and what's the good of hearing something funny if you can't share it with your friends? So here it is, in its entirety: 'If the "blackbox" flight recorder is never damaged when a plane crashes, then why don't they build the whole plane out of that stuff? Something to think about, huh? Reminds me of something my dad, who was a real off-beat thinker, used to say, "Why don't they attach a huge parachute to the top of every plane? Then, if the plane has engine trouble, the pilot can just activate the 'chute and the plane will float to the ground." Just wantcha to know I'm thinking all the time!

Speaking of thinking, what d'ya think of this query from Noel Coleman of Murray, UT?

"Since Wolverine's healing factor grows his hair fast, how often does he have to shave or get haircuts?"

Maybe I missed something. Noel, but I don't remember reading that Wolverine's hair grows fast. I figure his healing factor only applies to things that have to heal, like broken bones or wounds. Of course, maybe if someone ever wounded his hair or if he fractured his sideburns then I guess he'd heal in a flash. But since you deserve a serious answer to a serious question, Wolvie gets a haircut twice a month on the 1st and 15th. And there's this cute little manicurist-- but that's another story.

Seems to me the questions get harder and harder. Here's one from Dan Summerfield, of Dresbach, MN...

"What exactly are Spider-Man's eyepieces made of?"

I was tempted to say "Snips and snails and puppy dogs' tails" but you'd think I was just being frivolous. Actually, Dan, this is one of the rare times when I have to fail a True Believer!



CONVENTION FEVER STRIKES MIGHTY MARVEL!

Wizard Con '99 in Chicago and world-famous San Diego Comic Con are nearly upon us! If you plan on attending, you'll want to know which Marvel Pros to rub elbows with! But who can you count on to give up the scoop? Look no further than Marvel.com's favorite leak, YOUR MAN @MARVEL!

www.Marvel.com/yourman



You see, due to the fact that this is the most widely read column in all of comic bookdom, there's no telling how many villains and super villains may be reading these lines right now. If I were to reveal the secret formula behind Spidey's eyepieces, there's always the chance that some public enemy would duplicate his eyepieces and turn himself into a master criminal. I know that a brand new No-Prize Laureate like you would never want that to happen, right?

Matt Welty of Thorntown, IN asks a question I keep hearing over and over...

"I recently learned about your new company, Stan Lee Media. Does that mean you're resigning from Marvel? I sure hope not."

Set thy fears to rest, Bunky. Nothing short of an H-bomb could tear me from the company I love. I'm just setting up my own website, in my spare time, for the fun of it. Come and visit when we officially open in August, but no matter what-- Marvel Rules!

Our address rules, too. Soapbox, Marvel Comics, 387 Park Ave. South, NY NY 10016 or stanzfanz@aol.com. So, tell someone tells me what "tamam shud" means, AND I'll leave you with the greatest words in all of comicdom: "Make Mine Marvel!"

Excelsior!

Stan

Stan Lee

This week's chat schedule!

July 1 9:30pmET EARTH'S MIGHTIEST CHAT with writer KURT BUSIEK & editor TOM BREVOORT!

July 5 9:00pmET THE OFFICIAL OVERPOWER CHAT!

July 5 10:00pmET TAKE CARE OF MY LIGHT WORK! The Marvel Assistants Chat!

July 6 8:00pmET X-FORCE Writer -- JOHN FRANCIS MOORE!

AOL Keyword: Marvel

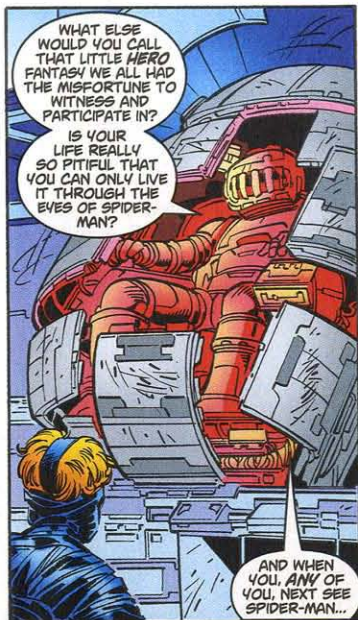
All chat schedules subject to change/cancellation.

BULLPEN BITS



BY CHRIS GIARRUSSO





WHAT ELSE WOULD YOU CALL THAT LITTLE HERO FANTASY WE ALL HAD THE MISFORTUNE TO WITNESS AND PARTICIPATE IN?

IS YOUR LIFE REALLY SO PITIFUL THAT YOU CAN ONLY LIVE IT THROUGH THE EYES OF SPIDER-MAN?

AND WHEN YOU, ANY OF YOU, NEXT SEE SPIDER-MAN...



...TELL HIM I WILL LEARN HIS SECRET, AND ON THAT DAY THERE'LL BE A RECKONING FOR ALL THE TIMES HE HAS DISGRACED ME.

MYSTERIO IS GETTING AWAY! I COULD GO AFTER HIM, BUT...



...THEN HE'D GET EXACTLY WHAT HE WANTED, MY SECRET.



PETER! HELP ME WITH AUNT MAY... PLEASE!

WHAT IS THIS DREADFUL PLACE?



GOOD QUESTION, MS. PARKER, AND HOW IN SAM HILL DID WE GET HERE? I CAN'T REMEMBER A BLASTED THING!

NONE OF US CAN, JONAH DEAR, NOW CALM DOWN.

JONAH, MARLA, ROBBIE, AUNT MAY, FLASH... AND ME!

HOW DID MYSTERIO DO IT? WHY CAN'T I REMEMBER THE MOMENT I WAS MADE HIS PRISONER?

IS EVEN ALL THIS JUST SOME ILLUSION?

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- ☐ INC The Hulk
- ☐ IRM Iron Man
- ☐ THO Thor
- ☐ BLT Thunderbolts

THE X-MEN

- ☐ CAB Cable
- ☐ DDP Deadpool
- ☐ GAM Gambit
- ☐ GEN Generation X
- ☐ XME Uncanny X-Men
- ☐ WOL Wolverine
- ☐ XFO X-Force
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YOU HELP ME?! IS THAT WHAT YOU THINK?

YOU THINK I NEED THE HELP OF A WIMP LIKE YOU?

NOT ON YOUR LIFE, PARKER! I DON'T NEED YOU! I DON'T NEED ANY OF YOU! AND --



-- I DON'T NEED SPIDER-MAN! I'M FLASH THOMPSON!



AND IT WAS ME WHO SAVED ALL OF YOUR BUTTS...DON'T YOU EVER FORGET THAT! AND THAT'S NO ILLUSION -- THAT'S HARD, COLD REALITY!



THE END!

Dear Spider's Web,

I am extremely pleased with the direction that AMAZING SPIDER-MAN and PETER PARKER: SPIDER-MAN are taking. In a way, the storyline picks up where the previous Spider-Man titles left off, but doesn't seem to be merely a continuation because the freshness, action and intrigue that is Spider-Man grab the reader right away. The staff at Marvel is doing (and continue to do) a wonderful job.

I was thrilled to see the Fantastic Four in AMAZING SPIDER-MAN #4, which reminded me of when Spidey first encountered the FF way back in ASM Vol 1, #1, and in that story's retelling in SPIDER-MAN: CHAPTER ONE #2. In all the times Spidey has teamed up with the Fantastic Four, I've never seen an instance where Reed Richards learns of Spidey's scientific capabilities. Would you consider this in a future story? I think it would be interesting to see Reed's reaction, as well as the prospect of seeing Reed and Spidey together in the lab.

Thank you for making Spider-Man enjoyable and keep up the good work!

Christopher M. Carter
Brooklyn, NY

Thanks for writing, Christopher. Of course Reed is privy to Spidey's grasp of all things scientific, and the two have even shared a lab on a couple of occasions. Notably, Reed helped Peter discover Venom's weakness for sonic waves.

Dear Websters,

I waited to write after Spider-Man's relaunch because I wanted to see how long Howard Mackie was going to take to put Peter back where he belonged—in the costume. I'm even more stumped this time than I was during the clone saga as to why he would take Peter out of it to begin with, but I suppose that's neither here nor there now.

The important thing in AMAZING SPIDER-MAN #4 is that he's with the Torch, whom I consider to be Spider-Man's best friend. At this point in their lives, I think it's nonsense that he hasn't told Johnny who he is. It's not as if Johnny is a security risk. Sure, his secret identity is important to protect him and his loved ones. But that doesn't apply here. These two, even more than Daredevil and Spidey, or Nate Grey and Spidey, should be beyond identities. And I'd love to see the look on Johnny's face when he finds out who Spider-Man is. He's met Peter before casually, and he would recognize him as the husband of Mary Jane Watson-Parker, on whom he seems to have somewhat of a crush.

I'm ambivalent about the Sandman returning to crime, but the Trapster and the Wizard always make a good read. Though I don't like abrupt character changes, I understand that long-lived stories are

cyclical. If Mr. Mackie wants Sandman to rediscover his roots as a villain with the Frightful Four, I'll go along with it. I do agree with de-aging Peter, even to the point of making him somehow single again. He led a lot more exciting private life than I like MJ, but...again, there's that cyclical nature. Ten years in a real marriage is a good thing. Ten years in a comic book marriage can be...ennui.

Lastly, I really like Peter being involved with science, although I don't know how he can hold down a steady job for long. But he should, at the very least, create a few gadgets to use as Spider-Man. It's possible the same people will object to new armaments who objected to the new costume (the clone costume, currently sported by Spider-Girl in MC2), but it makes no logical sense. Spider-Man would use his knowledge to give himself whatever edge he can in fights with super-villains who are trying to kill him.

Sally Cutler
Imlay City, MI

We always enjoy receiving your well thought-out letters, Sally. You were indeed not the only one to raise an eyebrow at Sandy's return to the "dark side," and this continues to be one of our hot-button topics. Some felt that Flint Marko's switching of allegiances was too quick and lacked proper motivation, while others were simply pleased to have another member of Spidey's Rogue's Gallery back in action. Your rather Zen-like approach to the issue, however, was unique.

We're not sure we agree on the matter of Spidey revealing his identity to Johnny, though. While these two have shared much as friends, a good deal of that relationship is based on their enduring, if friendly, rivalry. Spidey gets to have one up on Johnny, whose identity is known to the world, while Johnny has had to take a leap of faith to trust his web-slinging friend. A little childish? Perhaps. But then again, Peter has always seemed to relish using Torchie as an outlet for some of his more immature impulses. Just a thought.

Dear Spider's Web,

AMAZING SPIDER-MAN #4 was the best issue of the relaunch so far. I loved seeing the Sandman as a bad guy again. He's so good at being bad! I think you can improve on the Trapster's costume a bit, though. I loved the scene where Torch was drooling over MJ!

Most of my reservations about the current situation of the Spider-titles are summed up in Kevin Barron's letter in this issue, especially in regards to Aunt May. I also think MJ needs better work. To me, she has never been as interesting as Peter. Try to balance the scales a bit. I like how you are making her a star super model, but really play up that angle. Models live pretty exciting

lives. I also have never liked any of Mary Jane's friends. I would rather see her become friends with Millie the Model or Patsy Walker. Whatever you do, try to give her some cool new model friends and interesting subplots.

Brendan Walsh
Chicago, IL

Well, no offense Brendan, but MJ isn't exactly thrilled with your friends, either!

Seriously though, Mary Jane's adventures as a runaway model would make for some interesting stories, especially in the model-crazed '90s. However, if she were to pal around with Patsy Walker, she'd have to be hanging out on the other side of the veil—poor Patsy said goodbye to the land of the living in the late, lamented HELLSTORM series!

Dear Spider's Web,

I just finished reading AMAZING SPIDER-MAN #4. I must say that I worry about something. Not to sound like a soap opera or anything, but are you planning on having Peter and Jill Stacy link up? I once heard that Mary Jane is going to break up with Peter. If that's the case, Peter and she should get a divorce.

As for bringing back Aunt May, I think it's great. A lot of people think she should've remained dead, but not me. Aunt May is Peter's security blanket. She's also there to remind us of why Peter is Spider-Man in the first place. She also reminds us that, although he is a superhero, Peter is still human, too.

Jeff Esert
Mississauga, Ontario
CANADA

No, Jeff, we aren't planning on having Peter and Jill Stacy "link up." If they do anything like that it will be their decision, free from our influence.

NEXT ISSUE:

PETER IS SHAKEN AS HE LEARNS THAT THOSE WHO WERE PRESENT FOR THE EXPERIMENT WHICH GAVE HIM HIS POWERS ARE BEING HUNTED DOWN AND KILLED! SPIDEY SHOULD GET TO THE BOTTOM OF THIS MYSTERY, BUT HE'S GOT HIS HANDS FULL WITH THE AMPED UP SCORPION! BE IN HERE IN FOUR SHORT ONES, AS HOWARD MACKIE, JOHN BYRNE AND SCOTT HANNA WILL GIVE YOU THE SHOCK OF YOUR LIFE. RALF, TRY AS HE MIGHT, CAN ONLY MUSTER STATIC ELECTRICITY.

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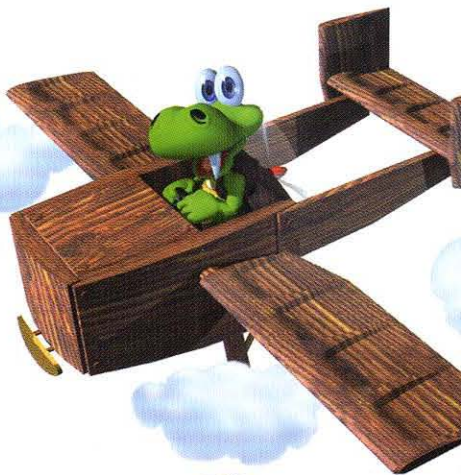
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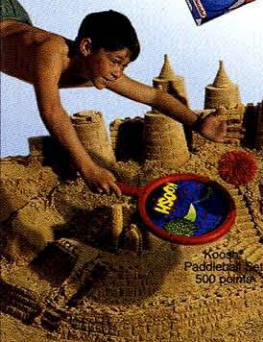
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