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#19

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THE AMAZING

SPIDER-MAN



**MACKIE
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BEATTY**

DIRECT EDITION



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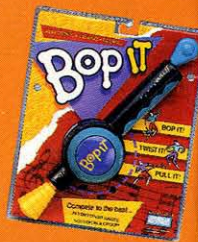
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AT A DEMONSTRATION ON RADIATION, HIGH SCHOOL STUDENT PETER PARKER WAS BITTEN BY AN IRRADIATED SPIDER FROM WHICH HE GAINED THE ARACHNID'S INCREDIBLE ABILITIES. WHEN A BURGLAR KILLED HIS BELOVED UNCLE BEN, A GRIEF-STRIKEN PETER VOWED TO USE HIS GREAT POWERS IN THE SERVICE OF HIS FELLOW MAN, BECAUSE HE LEARNED AN INVALUABLE LESSON: WITH GREAT POWER MUST ALSO COME GREAT RESPONSIBILITY. STAN LEE PRESENTS:

THE AMAZING SPIDER-MAN!

MIRROR MIRROR

**DID YOU EVER FEEL,
IN THE WEE HOURS
OF THE NIGHT, THAT
YOUR LIFE WAS CLOSING
IN ON YOU?**

**HARD TO TELL
NIGHTMARE FROM
REALITY AS SHADOWS
STRETCH FORWARD
THREATENING TO
ENGULF YOU.**

**YOUR EYES OPEN, BUT
YOU STILL MIGHT BE
ASLEEP.**

**SOMETIMES YOU'VE
JUST GOT TO GO
WITH IT AND HOPE
THAT IT IS A DREAM.**

**PETER PARKER
IS HAVING ONE OF
THOSE NIGHTS.**

**AND IT'S ONLY
GOING TO GET
WORSE!**

**HOWARD MACKIE
ERIK LARSEN
JOHN BEATTY**
story and art

RS & COMICRAFT'S TROY PETERI
letters

GREGORY WRIGHT
colors

RALPH MACCHIO
editor

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AND WE'RE NOT
TALKING ABOUT
JUST THE
NIGHTMARE!

HUH?
WHAT
THE --?

DON'T
BOTHER
STRUGGLING,
HERO!
YOU
DON'T STAND
A PRAYER OF
WINNING!

VENOM?
MYSTERIO?

THE
GREEN
GOBLIN?
THE
HOBGOBLIN?

CARNAGE?
THIS
CAN'T BE
HAPPENING!
IT'S A
DREAM!

IS IT?

OR IS
IT THE
REALITY
THAT...

...YOU ARE
THE REASON
WE KEEP COMING
BACK?

MAYBE
YOU ARE THE
ONLY REASON
YOUR LIFE IS
SO FOULED
UP!

STOP
BLAMING US,
PARKER. WE
DON'T MAKE YOU
PUT THE COSTUME
ON AND FIGHT
CRIME.

YOU'RE
DOING IT FOR
YOU!

YOU'RE
FIGHTING
YOURSELF!

No!!!



CHILL
OUT!
YOU
KNOW
THEY'RE
RIGHT.



YOU
ARE YOUR
OWN WORST
ENEMY AND,
ULTIMATELY...
...AT THE
END OF THE
DAY...
...WITHOUT
THEM AND
ME...



...YOU ARE
NOTHING!



NO!



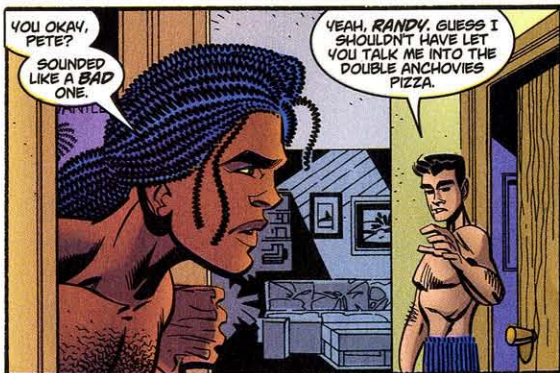
NO!



IT WAS
ONLY A
DREAM.



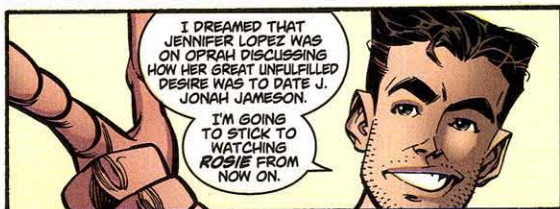
ONLY...



YOU OKAY,
PETE?

SOUNDED
LIKE A BAD
ONE.

YEAH, RANDY. GUESS I
SHOULDN'T HAVE LET
YOU TALK ME INTO THE
DOUBLE ANCHOVIES
PIZZA.



I DREAMED THAT
JENNIFER LOPEZ WAS
ON OPRAH DISCUSSING
HOW HER GREAT UNFULFILLED
DESIRE WAS TO DATE J.
JONAH JAMESON.

I'M GOING
TO STICK TO
WATCHING
ROSIE FROM
NOW ON.



YOU'RE A STRANGE DUDE,
PARKER. GIVING ME
SECOND THOUGHTS
ABOUT THIS ROOMMATE
THING.

TOO
LATE
NOW.

GO
BACK TO
BED.

THE SECRET FORMULA FOR THE PUMPED-UP CHOCOLATE
HAS BEEN STOLEN... BUT THAT WON'T STOP
THE 3 MUSKETEERS.

THEY'RE SO PUMPED UP
THEY'LL RISK
LIFE AND LIMB TO...



A movie poster for '3 Musketeers: The Chocolate'. The scene is set in a dark, rocky cave. In the center, a young boy with a worried expression holds a large, ornate golden treasure chest. He is surrounded by three anthropomorphic musketeers: on the left, a purple-skinned character with a large sword; in the middle, a brown, donkey-like character with a wide, toothy grin; and on the right, a red-skinned character also with a large sword. In the upper left background, a small purple monkey-like character is perched on a ledge. The title 'RESCUE THE CHOCOLATE' is written in large, stylized letters at the bottom, with the 'C' in 'CHOCOLATE' being particularly large and stylized.

RESCUE THE CHOCOLATE

STARRING D'ARTAGNAN, PORTHOS AND ATHOS

PU

FOR PUMPED-UP
AUDIENCES ONLY

© 2000 Mars, Inc.



IT'S PUMPED UP

A FEW MINUTES LATER...

WHAT'S HAPPENING TO ME?

PULL IT TOGETHER, PETER!

YOU'VE GOT TOO MUCH GOING ON TO START LOSING IT NOW.

GET TO GET A JOB, OR RANDY ISN'T GOING TO BE KEEPING YOU AROUND AS A ROOMMATE FOR LONG.

VENOM, ONE OF MY MOST RUTHLESS AND POWERFUL ENEMIES, IS OUT THERE READY TO POUNCE, AND...

...MY COSTUME AND WEB-SHOOTERS ARE MISSING... STOLEN WHILE I SLEPT ON THE STREET.

EVEN LESS TIME LATER...

AND WHAT ABOUT YOU, MARY JANE?

WHERE ARE YOU?

EVERYONE... ALL MY FRIENDS... THE PRESS... THEY ALL BELIEVE YOU WERE KILLED IN THE PLANE WHEN IT EXPLODED IN MID-AIR.

ME... I KNOW BETTER.

YOU JUST CAN'T BE DEAD.

I NEED YOU.

AND RIGHT NOW I'D LIKE TO USE ALL MY POWERS AS SPIDER-MAN TO FIND YOU, BUT...

...WITHOUT THE COSTUME I'M JUST A GUY WHO CRAWLS UP WALLS.

LIKE ANYONE IS GOING TO TAKE ME SERIOUSLY.

I'M PRETTY SURE I'VE GOT A SPARE COSTUME HIDDEN AWAY IN THE ATTIC AT AUNT MAY'S HOUSE IN QUEENS.

SO... FIRST THINGS FIRST. GOT TO PRIORITIZE...

GET COSTUME.

FIND WIFE.

BEAT UP BAD GUYS.

HAVE A LIFE.

JUST YOU AND
EIGHTY
NEW FRIENDS
WREAKING HAVOC.

SH!! 654 254



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different digital monsters in Digimon

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ELSEWHERE...

EDDIE BROCK.

BEEN A LONG TIME SINCE I THOUGHT OF MYSELF IN THE FIRST PERSON SINGULAR.

NOT SINCE THE LUCKY DAY I FOUND MY ALIEN SYMBIOTE AND I...

...BECAME WE.



EDDIE BROCK BECAME...

...VENOM!

BUT LOOK AT US!



IS THIS ALL WE WANT?



TO GO FROM CITY TO CITY... FROM DIVE TO DIVE LOOKING FOR SOMEONE TO PEEVE US ENOUGH FOR US TO WANT TO GET REVENGE ON THEM?



TO KILL THEM?

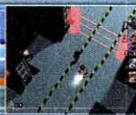
EDDIE BROCK USED TO HAVE A LIFE... A CAREER... A WIFE!

I WANT THEM AGAIN!



I WANT HER BACK!

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If you see them coming... Run!



Name: Twister
Age: 23
Weight: 0.92 oz.
Height: 1.9 in.

Notes:
In and out of asylums for many years, but shows no visible signs of madness. Very mobile and stable in unusual surroundings.

Special abilities:
Tornado devastation.
Decapitating yo-yo.



MICRO MANIACS

They're off. And running.

Codemasters

GENIUS AT PLAY



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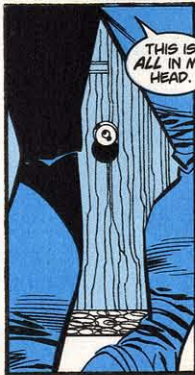
AT THAT MOMENT, IN THE APARTMENT OF ANN WEING, EDDIE BROCK'S EX-WIFE...

WHAT'S HAPPENED TO ME?

I WAS NEVER LIKE THIS.

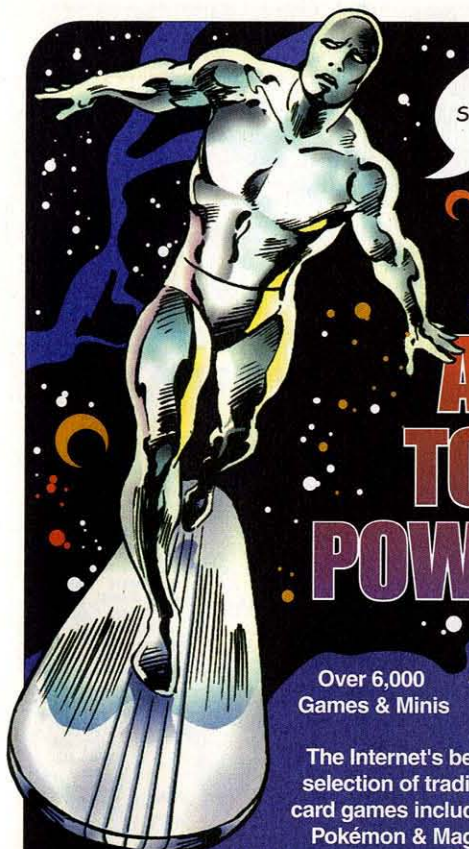
WHY?

I'VE GOT TO DO IT.









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TRAVELS, NEVER HAVE I
SEEN A SELECTION SUCH AS
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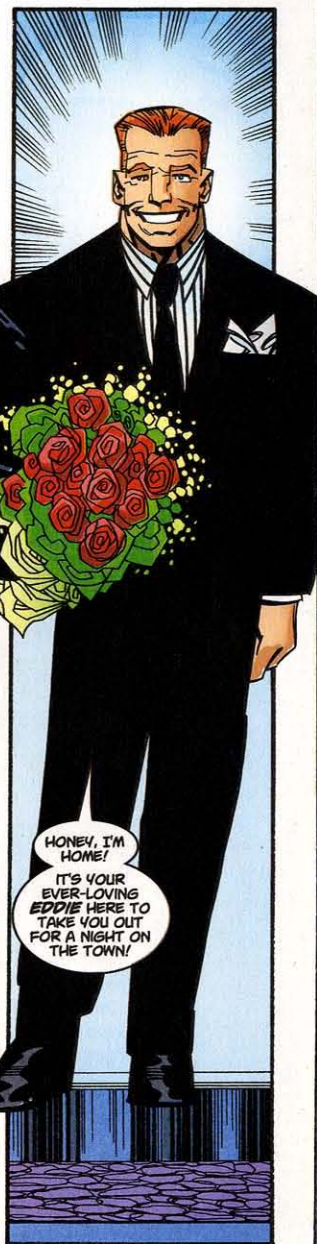
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5. Hurry Eliza, hurry!!

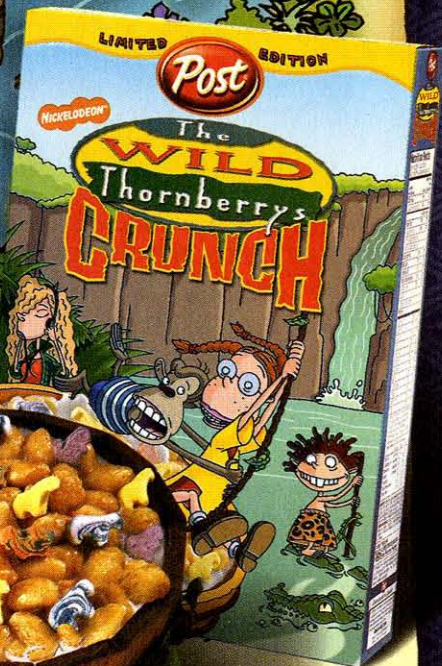
6. Yes Eliza, hurry!!

7. ONLY IN STORES
for a LIMITED TIME...
so get hip to it.

4. Wing it!

8. Nigell!
Everyone's
gone wild!!!

2. Not now...
I'm having a bad
hair day.



only from



NICKELODEON



AT THAT
MOMENT...

...SOMEWHERE OVER
THE TOWERING
ROOFTOPS OF
MANHATTAN...

I WONDER
IF I PUT ON A
FEW POUNDS
SINCE THE LAST
TIME I WORE THIS
COSTUME?

IT'S
FEELING A
LITTLE SNUG
AROUND THE
MID-SECTION.
NOW...
WHAT TO DO,
FIRST?

WHAT I
REALLY NEED IS SOME
HELP TRACKING DOWN
WHO STOLE MY
COSTUME AND
WEB-SHOOTERS.

I NEVER
WAS THE WORLD'S
GREATEST
DETECTIVE.

MORE OF
AN IN-YOUR-FACE
KIND OF A SUPER
HERO!

NORMALLY I'D
TURN TO ARTHUR
STACY, PRIVATE
INVESTIGATOR, FOR
SOMETHING LIKE
THIS, BUT...

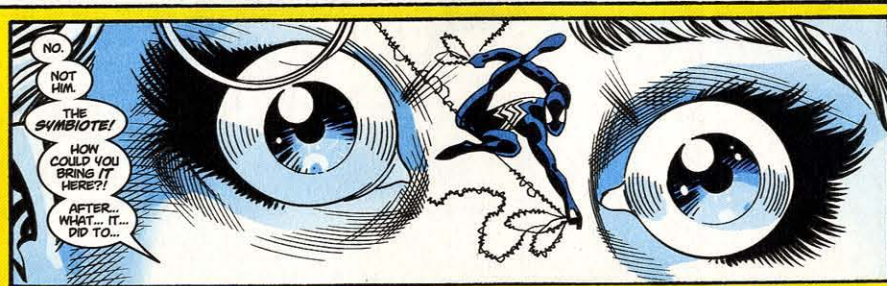
...I DON'T
FEEL COMFORTABLE
AROUND HIM
ANYMORE.

NOT WHEN
HE WAS WILLING
TO KILL A UNITED
STATES SENATOR
AND NOT CLUE ME
INTO EXACTLY
WHY!

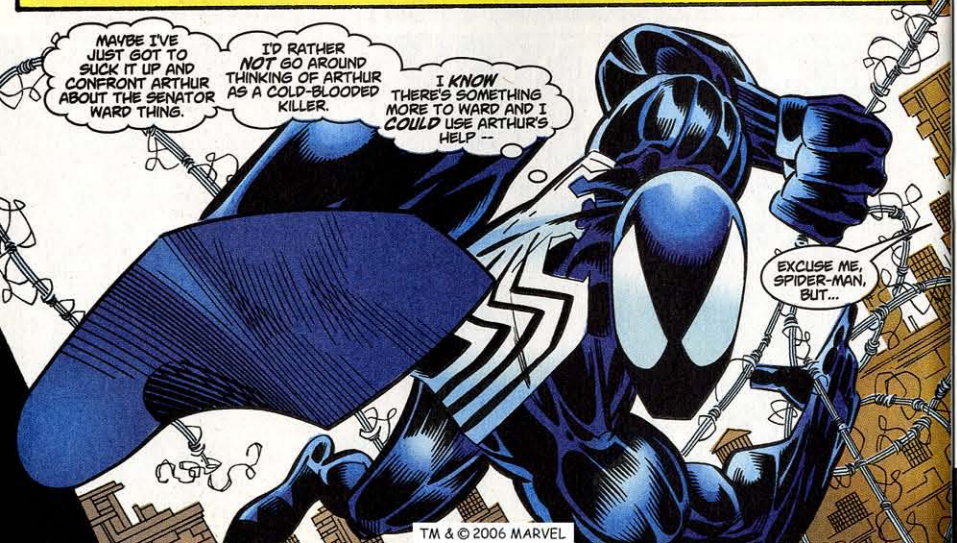
THOUGH
ARTHUR WOULD
BE LOTS OF HELP
IN TRACKING DOWN
THE TRUTH ABOUT
WHO'S KIDNAPPED
ME.

HMMMM?

I'VE GOT
TO THINK ON
THIS ONE.









BULLPEN BULLETINS

AVAILABLE MAY 24TH BISHOP: THE LAST X-MAN

#10 Bishop and his motley crew of warriors charge off towards Chronokeep, only to run into a strange group of outcasts who seem eerily familiar — the Morlocks! By Joseph Harris and Georges Jeanty!

CAPTAIN AMERICA

#31 The shield-slinger and Sharon Carter must find their way out of the Savage Land — but may instead find love! Plus: the pulverizing power of Protocade! By Dan Jurgens and Andy Kubert!

CAPTAIN MARVEL

#7 Zooming down from outer space comes Comet Man! But what does he know about a new foe who has ties to Genis' father? By Peter David and Chriscross!

INCREDIBLE HULK

#16 On the run from Ryker, the Hulk and Angela hide out with Doc Samson — who reveals some shocking secrets about both his past and his treatments of the green goliath! By Paul Jenkins and Ron Gargny!

NICK FURY, AGENT OF S.H.I.E.L.D.

TPB Marvel proudly collects Jim Steranko's ground-breaking run of scintillating stories starring the cigar-smoking super spy! Written and penciled by Jim Steranko!

PETER PARKER, SPIDER-MAN

#19 Our wall-crawling hero is determined to discover the terrible truth regarding the supposed death of Mary Jane — but he might not like what he finds! By Howard Mackie and John Romita Jr.!

SPIDER-GIRL PRESENTS: THE BUZZ

#1 Flying straight from the pages of SPIDER-GIRL! 'Mayday' Parker herself appears in the debut issue of the three-part limited series starring the mystery man of MC2! By Tom DeFalco and Ron Frenz!

THUNDERBOLTS

#40 The T-Bolts intend to pursue Citizen V's battalion all the way back to Silver Sable's nation of Symkaria! But to get in, they'll have to team up with the sinister Sandman! By Fabian Nicieza and Mark Bagley!

X - 51

#12 X.E.R.O. and X-51 face off in this fuses-frying final issue! By Karl Bollers and Joe Bennett!

X - MAN

#65 Something has crawled into our reality to kill the mutants that disturbed it. But if the creature wants its prey, it'll have to go through Nate Grey, shaman of the 21st Century! By Warren Ellis, Steven Grant and Ariel Olivetti!

X - MEN

#102 Wolverine returns, but he may be too late to help the X-Men in their final battle with the Neo! By Chris Claremont and Leinil Francis Yu!

SPOTLIGHT

NICK FURY, AGENT OF S.H.I.E.L.D.



The year is 1966. Popular culture is going gonzo over the adventures of glamorous and sophisticated espionage agents. Meanwhile, Marvel is charting new territory in

the field of comic book art. These two phenomena collide in the monthly **STRANGE TALES** anthology, when an innovative artist named Jim Steranko takes over the writing, penciling and inking duties of the 'Nick Fury, Agent of S.H.I.E.L.D.' feature. The result is a dazzling series of trail-blazing stories, as Steranko mixes cinematic imagery with the era's psychedelic fashion sense. Now, available again after more than 30 years since they first saw print, the historic stories from **STRANGE TALES #150 - #168** are reprinted in this 268-page trade paperback! So pull on an eye-patch and join the tough-talking spy as he jets around the globe, attempting to avoid both the arms of Hydra and deadly femme fatales!

SPIDER-GIRL PRESENTS: THE BUZZ #1



You caught a glimpse of him in **SPIDER-GIRL ANNUAL #1**, now the high-flying Buzz spreads his wings in his own three-issue solo series! Who is the man behind the

mask? How is J. Jonah Jameson linked to this vexing vigilante? And how does the web-spinning Spider-Girl fit into the picture? If you were sad to see **A-NEXT** and **FANTASTIC FIVE** disappear, the crafty MC2 creative team of writer Tom DeFalco, penciler Ron Frenz and inker Sal Buscema will turn your frown upside-down!

STAN'S SOAPBOX

Hi, Heroes!
It's amazing how difficult some questions can be to answer. Here's a perfect example (because I'd never do anything less than perfect, right?) of that somewhat fascinating postulation, sent to us by Terence Connors of Rochelle Park, NJ...

"In the movie 'The Day The Earth Stood Still' the alien robot shot beams of energy from his eyes when he lifted his visor. Is this where you might have gotten the idea for the X-Men Cyclops' super power?"

To tell the truth, Terry, I can't remember. Jack Kirby and I unleashed the X-Men on an unsuspecting world 'way back in the early '60s. Just before we started working on the mag, I stayed up all night writing descriptions of the characters and their super powers. It's certainly possible that I somehow recalled the robot from that movie, because every writer, either consciously or unconsciously, draws upon all the things he has seen, read and experienced in his life when writing a story. If I was in fact influenced by that movie, you've gotta admit I've got good taste, cause it was one of the best sci-fi films ever made. Or, as the robot might have said, "Klaatu barada nikto!" (If that sounds like gibberish to you, rent the video. You'll thank me for it!)

How about that? I reach into the overflowing No-Prize Questions Bowl and pick out another from New Jersey! This one's from Matt Friedman of Westfield, NJ who asks...

"While at the San Diego Comic-Con a few years back, I saw you with your lovely wife and couldn't help but wonder: were the visuals for any of Marvel's lovely ladies (namely Gwen Stacy, Mary Jane Watson, or Susan Storm Richards) based on your own gorgeous gal?"

Actually, Matthew me boy, no mere drawing could possibly do justice to the indescribable beauty of my wondrous wife. However, since Johnny Romita drew most of the females you mentioned, I'm guessing he was probably inspired by his own beautiful wife as well. To level with ya, Matt, there's always been a little bit of my bride, Joanie, in every strip that I did.

Well, at least this next one isn't from New Jersey. Instead, it's all the way from Weinheim, Germany, as Jochen Köcher deigns to bring up a very relevant issue...

"Why are there so few German heroes in the Marvel Universe, besides the X-Men's Nightcrawler? In comics, most Germans are villains. Not all Germans are bad. There are good and bad people here, like in every other country."

To tell the truth, Jochen, I don't think we really portray Germans in our strips as being bad, unless we do an occasional yarn about Nazis and most Germans themselves agree that the Nazis were evil. But I agree that we should try to feature more heroes and heroines from all different parts of the world, because no nation and no race, creed or religion has a monopoly on heroism.

And with those passionate pearls of wisdom, I sorrowfully bid thee all adieu until we meet next ish to once again join forces in attempting to solve the perplexing problems that plague mankind.

Excelsior!
Stan Lee

Stan's Soapbox
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POWER POLL

WHICH OF THESE "SOMETIME HEROES" SHOULD MAKE THE JUMP TO THE THUNDERBOLTS?

☐ DEADPOOL

☐ JUGGERNAUT

☐ MYSTIQUE

☐ SAKAMMO

☐ VENOM

Go to WWW.MARVEL.COM to cast your vote! And remember, there's a new question posted every Monday! (AOL Keyword: Marvel)

...YOU'RE
SCARING
MY WIFE,
SO...

...TIME TO

DIE!







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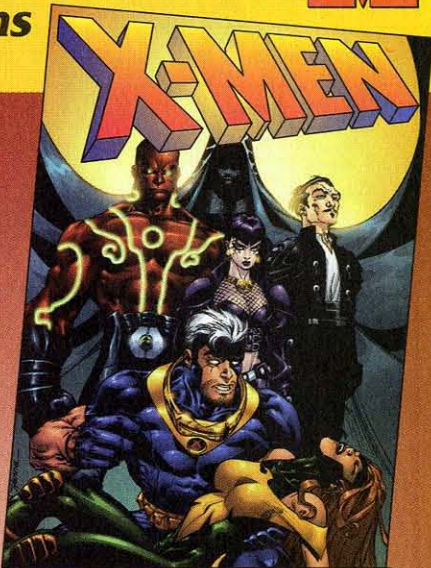
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☐ **THO** Thor
☐ **BLT** Thunderbolts

X-MEN

- ☐ **BSH** Bishop
☐ **CAB** Cable
☐ **DDP** Deadpool
☐ **GAM** Gambit
☐ **GEN** Generation X
☐ **MTX** Mutant X
☐ **XME** Uncanny X-Men
☐ **WOL** Wolverine
☐ **XFO** X-Force
☐ **MAN** X-Man
☐ **MEN** X-Men
☐ **XHY** X-Men: The Hidden Years

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HERE I
AM TRYING TO
CHANGE... TURN
OVER A NEW LEAF...
TRYING TO GET MY
LIFE BACK...



...AND
YOU'VE GOT
TO TRACK ME
DOWN!



WHAT WERE YOU
DOING... TRYING TO
MAKE ME LOOK BAD
IN FRONT OF MY
WIFE?

AND FOR
SOME REASON
SHE'S SCARED TO
DEATH OF
YOU!

JUST
MAKES ME
REALIZE THAT YOU'RE
NEVER GOING TO
LET ME CHANGE,
SO...



...I MIGHT
AS WELL
KILL
YOU AND GET
ON WITH MY
LIFE.

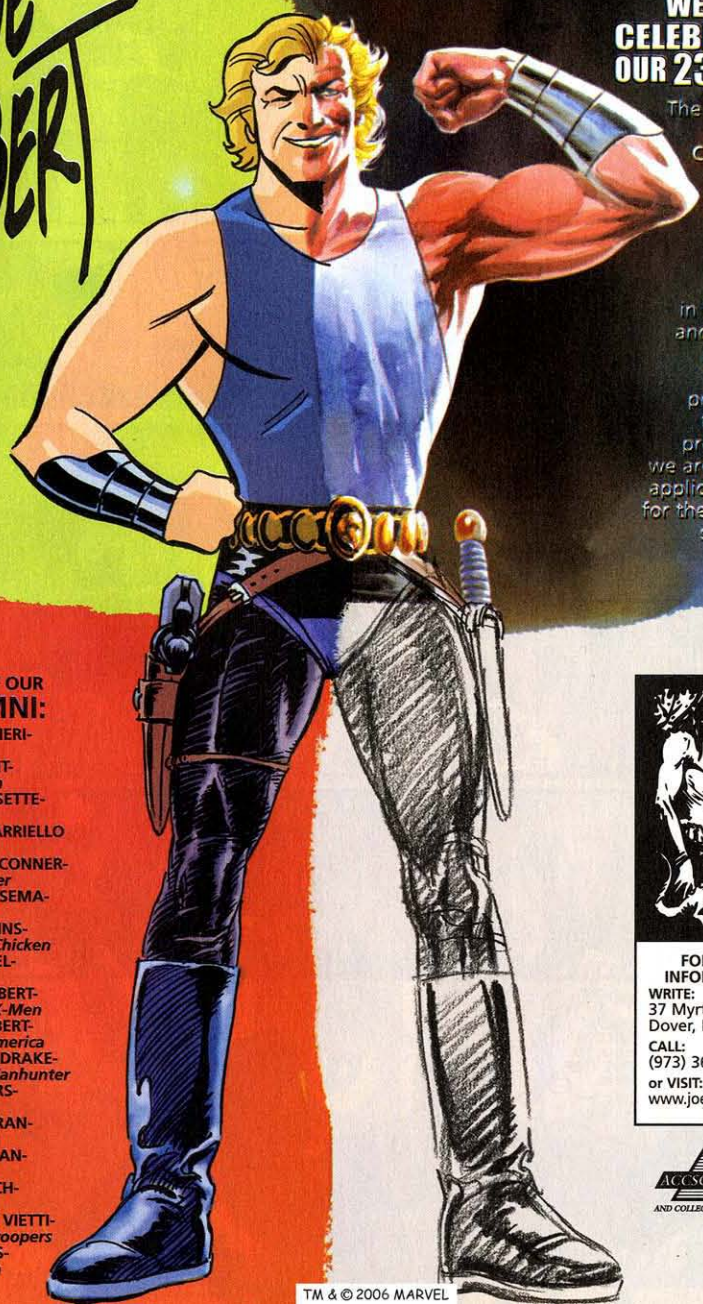
ALL I
WANT IS TO
HAVE ANN
BACK.

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MOMENTS
LATER...

KRAK

ANN?!



WHERE
ARE YOU,
BABE --?



ANN?



NO.



HE DID
THIS!

IF IT
WASNT FOR
HIM THIS NEVER
WOULD HAVE
HAPPENED!



HE TOOK
MY WIFE FROM
ME! NOW...

...WE ARE GOING TO
TAKE EVERYTHING
AWAY FROM
HIM!



Dear Spider's Web,

I enjoyed AMAZING SPIDER-MAN #14 quite a bit. I have been following Mattie's adventures over in SPIDER-WOMAN, and thought that she was tied into this issue very nicely (although she kinda looks like a monkey on the last page). In any case, as she changes costumes every issue in her own title, I will comment that this purple number was much better than some of the others we have seen. Hopefully, though, once Peter accepts her, he will give her permission to do some sort of blue and red variant.

Enough about Mattie. I have noticed that you are still keeping us in the dark over the situation with Mary Jane. I wondered if you are merely waiting to see what the readers have to say about it before you give proof of her death. I, for one, am okay with it. I really hoped that Peter wouldn't walk out on her, and he didn't, so I'm happy. And it would be kinda fun to see him go through dating again.

On another note, I hope that you will start tying up some of the loose ends. It feels like there are way too many different plot threads to stay interested in any of them. I mean, subplots involving Kingpin, Jimmy-Six and Senator Ward have all left us waiting for more and we end up waiting months for the next part of the story. It sure would be nice if we could get another monthly title. I would certainly be willing to shell out an extra \$1.99 to speed up the looong wait between PETER PARKER: SPIDER-MAN and this title.

Brent Sweeting
Lake Oswego, OR
electricornado@yahoo.com

Us not tie up loose ends, Brent? Surely you jest! Why, just the other day Ralf swore that we were going to plot an epic that would answer all lingering questions with finality and impact. Then he went to lunch and forgot all about it.

Seriously, though, we're glad you'd be interested in another monthly Spidey mag, but for the nonce you'll have to settle for the two regular titles and the rotating limited series. Hopefully that will be enough to tide you over.

Dear Ralf,

First of all, I love AMAZING SPIDER-MAN and Howard Mackie's writing. However, after reading about the apparent death of MJ, I was left wondering, "Why wasn't the focus of #14 on MJ and the plane crash?" I would have expected Peter to rush over to the site and see what he could do as Spider-Man.

As for what I'm expecting in issue 15: I hope Peter lashes out at Mattie. If I were Peter, I'd be pretty upset about someone saying MJ's death was "meant to be." But that's just me. Maybe Peter will be a little more understanding.

Paul J. Singh
St. Paul, MN

You're likely right, Paul, that Peter would be more understanding, or at least mindful of the fact that he was dealing with a very young girl who clearly didn't mean her words to sound as uncaring as they did. Regardless, the intention of the issues immediately following ASM #13 was to show Peter completely overwhelmed and kept from grieving properly by the chaos of the events in his life. Sometimes when we most need time out to reflect on the events in our lives, we're not afforded that luxury.

Dear Spider's Web,

I have a few criticisms about the direction that Spider-Man has been taking in the past year or so. First of all, the decision to get rid of the Green Goblin disappointed me very much. He is Spider-Man's greatest enemy, and to have him go crazy again to get rid of him seemed to be just the same old thing. While I dislike bringing back characters from the dead, I was so glad to see him back. The brilliance of those stories was the fact that Norman Osborn hardly ever donned the Green Goblin costume, and was more menacing than ever as himself. And his sole purpose in life seemed to be bringing misery into the life of Peter Parker.

Another problem I've been having with the books is the return of Aunt May. Her death was one of the most touching in all of Marvel history, and you've ruined that. Which brings me to my next point: the apparent death of Mary Jane. This did not affect me at all. The reason being that she's probably not dead. And even if she is, I'm sure she'll be back before too long. And whatever happened to their daughter, May? (I'm hoping you will have a storyline that reveals that Green Goblin has had May all this time—all would be forgiven then.)

I want to end this letter on a positive note, so I will give you my thoughts on #14. I loved it. First of all, it sported one of my favorite covers in a long time. I think too many people know Spider-Man's identity already, but I'm glad Mattie found out. I like her a lot (I hope the new SPIDER-WOMAN title goes on for years), and I loved that they shared a kiss. I realize this is a one-time thing probably, given their age difference and circumstances, and it was nice to see at least once. Now maybe Mattie can make semi-regular appearances in this book and give Pete someone to talk to now and then.

So, although I have been generally disappointed since the relaunch, you seem to be heading in the right direction. Keep it up and I'll keep reading.

Michael Harris
(address withheld by request)

Thanks for writing, Michael. Sorry if we gave you the impression that the Green Goblin has been "gotten rid of." Unfortunately for Peter, nothing could be further from the truth! In fact, we've got a limited series entitled SPIDER-

MAN VS. THE GREEN GOBLIN just a few months down the road. Call us crazy, but we think that's pretty strong evidence that he'll be back.

Thanks for your support of SPIDER-WOMAN. We're obviously quite fond of Mattie, as well, and hope that her adventures will be published for some time to come.

And now, because we're always on the lookout for something new and strange to run in these pages, we offer the following...

Dear Spider's Web,

Here's a little poem I wrote about PETER PARKER: SPIDER-MAN #13 and AMAZING SPIDER-MAN #14:

Carnage escapes from jail,
Obviously not from bail.
Paints himself with lots of red,
Doesn't know his suit is dead.

Oh wait, his suit isn't dead at all!
Venom ate it walking down the hall.
Carnage almost gets shot by Kingpin's goon.

Although I wish he'd shot that loon.

Spidey swung down to fight,
All his webs stretched tight.

But Clutius got one last smack,
Threw a sewer lid at Spidey's back.

Spidey throws him back in prison,
Before anyone could say, "Gizzon!"
Mary Jane dies.

Pete doesn't want to rise out of bed.
Bad Spider-Woman bangs his head.
Good Spider-Woman kisses Pete,
Says, "It was meant to be."

Conor Foley
mr.conman@juno.com

Well, that certainly was original, Conor, although we couldn't help noting that you fudged your rhyme scheme on the last line. And don't even get us started on "Gizzon." We're just going to let that one go by without comment.

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