

SPIDER-MAN
SPECIAL

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SPECIAL

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**BIG
64
PAGES**

**MARVEL
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The AMAZING SPIDER-MAN™



WHO SAYS THIS
ISN'T THE MARVEL AGE
OF VILE VILLAINS?
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SHOCKER!**

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THE AMAZING SPIDER-MAN!

"THE SINISTER SHOCKER!"

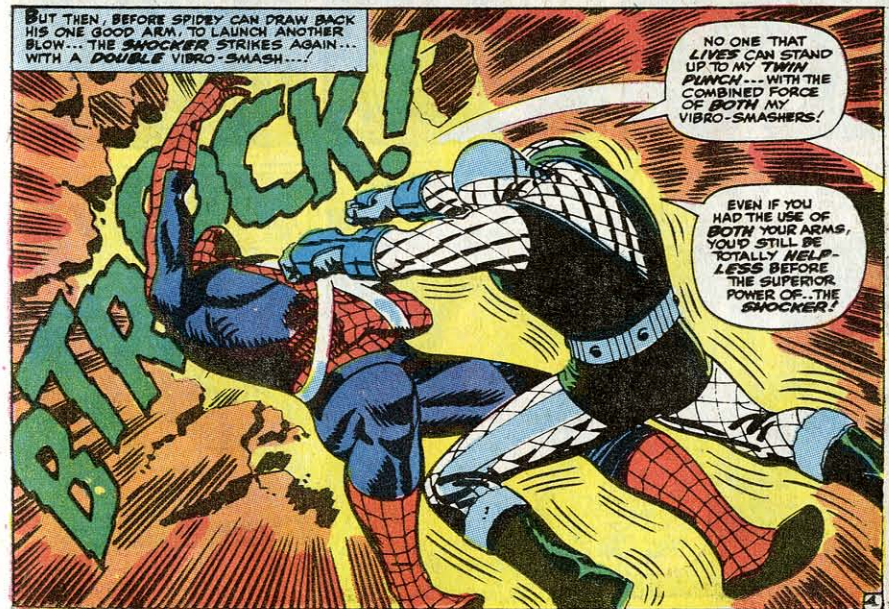
IT STARTS OUT LIKE ANY OTHER NORMAL DAY... FOR A NEIGHBORHOOD SPIDER-MAN... THAT IS... WHILE GINGERLY DOING SOME FRIENDLY WALL-CRAWLING... WAITING FOR HIS INJURED ARM TO HEAL... SPIDEY SUDDENLY FEELS THE ENTIRE BUILDING SHAKE... AS HE IS HURLED FROM HIS PRECARIOUS PERCH...

WEB YOURSELF FIRMLY TO YOUR SEAT SPIDERSHILE... AND BE SURE YOUR MASK'S ON TIGHT! THIS ONE'S GONNA KNOCK YOU OUTTA YOUR TREE...

THE WHOLE WALL... IT'S VIBRATING!! BUT WHY? HOW?

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MONEY BACK GUARANTEE







A NEW COSTUMED CREEP, EH? CALLS HIMSELF THE SHOCKER?

AND, AS FAR AS I KNOW... THESE ARE THE ONLY PHOTOS OF HIM ANYWHERE!

HE LOOKS LIKE A NUT... BUT HE'LL SURE SELL NEWSPAPERS!

THAT'S WHAT I FIGURED! SO HOW ABOUT SOME BREAD?



IF YOU'RE HUNGRY, GO TO THE DOWNSTAIRS COMMISSARY... AND CHARGE IT TO ME!

I WAS REFERRING TO SCRATCH... LONG GREEN... FOLDING STUFF... MONEY, TO YOU!

MONEY?? DON'T YOU TRUST ME, PARKER?

A QUESTION LIKE THAT CAN RUIN A GREAT RELATIONSHIP, J.J.



ALL RIGHT, YOU YOUNG SHYLOCK! I'LL HAVE BETTY BRANT GET YOU A CHECK!

COFFEE-BREAK! BIG DEAL! THE ONLY THING NO ONE TAKES IS A WORK BREAK IN THIS PLACE!

MISS BRANT! WHERE IN BLAZES IS THAT GIRL?

BLASTED GOLD-BRICKIN' LAZY NO-GOODS!

THUMP! BAM!

EVERYONE TAKES ADVANTAGE OF ME!



NOW, IT'S TIME TO COUNT THE RESULTS OF MY DAY'S WORK... TO SEE IF MY POWER HAS PAID OFF!



AH! HUNDREDS AND HUNDREDS OF GREEN-BACKS! ALL WON BY THE MIGHT OF THE SHOCKER!

THIS IS WHAT I ALWAYS DREAMED OF IN THE OLD DAYS...



HERE... I'LL WRITE OUT YOUR BLASTED CHECK!

I'M FLATTERED! I KNOW THOSE THINGS SLIP THROUGH YOUR FINGERS LIKE GLUE!

VER-RY, FUNNY! NOW TAKE OFF WHILE I GET 'EM TO STOP THE PRESSES!



GXXXX?:!!! EVEN THE PRESS ROOM DOESN'T ANSWER!

HOW LONG DO COFFEE-BREAKS LAST AROUND HERE, ANYWAY?

I OUGHTA GIVE UP PUBLISHING AND START RAISIN' COFFEE BEANS!

THANKS FOR THE DOUGH, MR. JAMESON!

...KEEP SMILIN', SWEETIE!



GOSH, I ALMOST FORGOT! AUNT MAY'S TRAIN WILL BE ARRIVING IN A FEW MINUTES!

I CHANGED TO PATCH JUST IN TIME! PARKER'S LEAVING NOW...

I'VE GOT TO MEET HER AT THE STATION!



IF I CAN STAY WITH HIM LONG ENOUGH, HE'S GOT TO LEAD ME TO SPIDER-MAN SOONER OR LATER!

IT'S IMPOSSIBLE FOR ANYONE TO ALWAYS BE ON THE SPOT TO SNAP PHOTOS WHENEVER THAT WALL-CRAWLER IS AROUND... UNLESS THEY'RE WORKING TOGETHER!

AND, IF THEY ARE... I'M GOING TO GET THE EVIDENCE IF I DON'T LOSE SIGHT OF PARKER!

THERE'S JUST TIME FOR ME TO WALK TO THE STATION!



BUT, PETER PARKER'S TIME MAY BE RUNNING OUT... FASTER THAN HE SUSPECTS! FOR, AT THAT MOMENT, IN ANOTHER PART OF TOWN...

EVERYTHING WENT PERFECTLY!

NOBODY'LL THINK TO LOOK FOR ME HERE IN AN OLD, ABANDONED LOFT BUILDING!

AND, IF THAT MEDDLESOME SPIDER-MAN BUTTS IN AGAIN, I'LL FINISH HIM FOR GOOD NEXT TIME!

IN FACT, IT MIGHT BE A GOOD IDEA TO DESTROY HIM... JUST TO SHOW THE WORLD HOW POWERFUL I AM!



"I REMEMBER HOW IT WAS BEFORE I GAINED MY GREAT VIBRATING POWER... I WAS JUST A TWO-BIT SAFE-CRACKER... BUMBLING... FRIGHTENED..."

I'M A TWO-TIME LOSER! CAN'T AFFORD TO GET NABBED AGAIN!



OH NO! THERE WERE EXTRA GUARDS HERE TONIGHT! THEY HEARD THE NITRO!

I AIN'T GOT A CHANCE!



"SINCE I WAS GOOD WITH TOOLS, THEY PUT ME IN THE PRISON WORK-SHOP! BUT, I HAD ONLY ONE THING ON MY MIND... DURING ALL THOSE LONG, ENDLESS MONTHS..."

IF I EVER GET OUT... I'LL DO THINGS DIFFERENT! THEY'LL NEVER CATCH ME AGAIN!

I'LL DESIGN A SET OF TOOLS THAT CAN OPEN ANY SAFE... SILENTLY... IN SECONDS!



"BUT, WHILE WORKING ON MY TOOLS... A ONE-IN-A-MILLION INSPIRATION HIT ME..."

A GADGET THAT CAN SHAKE A SAFE DOOR LOOSE WOULD BE BETTER THAN ANYTHING ELSE!

IF I CAN JUST FIND A WAY TO CONTROL THE SHOCK OF THE VIBRATIONS...

LUCKILY, NO ONE HERE SUSPECTS WHAT I'M REALLY WORKING ON!



"THEN, MONTHS LATER... MY DEVICE WAS READY! IN THE DEAD OF NIGHT, WHEN MY CHANCES WERE THE GREATEST... I USED IT... AGAINST THE BRICK WALL... LEADING TO FREEDOM..."

THIS IS IT! IT'S GOT TO WORK THE FIRST TIME... OR I'M FINISHED!

THAT THE FEEDBACK WOULD BE SO STRONG! LUCKY I WASN'T KILLED!

BUT, I'LL WORRY ABOUT THAT LATER... ONCE I'M SAFELY OUTTA HERE!



"IT WORKED! IT WORKED BETTER THAN I COULD HAVE DREAMED! THE WALL WAS SHATTERED WITHIN SECONDS! BUT, I WAS ALMOST INJURED TOO BADLY TO MAKE A RUN FOR IT..."

I DIDN'T REALIZE THAT THE FEEDBACK WOULD BE SO STRONG! LUCKY I WASN'T KILLED!

BUT, I'LL WORRY ABOUT THAT LATER... ONCE I'M SAFELY OUTTA HERE!

"AND, WORK ON IT I **DID!** HOUR AFTER HOUR...DAY AFTER DAY...WEEK AFTER WEEK...UNTIL FINALLY, JUST A SHORT TIME AGO..."

IT'S FINISHED!

THE FOAM-LINED FABRIC AND HEAVY BOOTS WILL **Absorb** ANY FUTURE SHOCKS!

WHILE MY BELT WILL CONTAIN A LIFETIME BATTERY FOR A PERMANENT POWER PACK!

"BY LOCATING MY **VIBRA-SHOCK** UNITS WITHIN MY METAL KNUCKLE PLATES...AND MAKING THEM **THUMB-OPERATED**...I KNEW I HAD MADE MYSELF **UN-BEATABLE!**"

AND FROM THIS DAY ON, **THE SHOCKER** HAS PROVEN HIMSELF SUPREME!

NO ONE THAT LIVES CAN STOP ME!

I KNOW HOW **DEPENDENT** YOU ARE UPON ME, DEAR, AND...OH, I'VE JUST GOT TO TELL YOU...

MRS. WATSON IS SO LONELY SINCE **MARY JANE** MOVED AWAY...AND, SHE WANTS ME TO COME AND STAY WITH HER.

I'D LOVE TO DO IT...BUT IT WOULD MEAN LEAVING YOU ALL ALONE AT HOME...

IF ONLY I HAD THE **NERVE** TO TELL HER THAT I WANT TO MOVE OUT...TO BE ON MY OWN...

WAIT A MINUTE! WHAT DID SHE SAY...??

YOU WANT TO MOVE IN WITH **MRS. WATSON**? BUT...YOU'VE BEEN WORRIED ABOUT LEAVING ME ALONE?!

OH, PETER...I WAS **AFRAID** YOU'D TAKE IT THIS WAY 'I...I DIDN'T WANT TO **UPSET** YOU!

UPSET ME? MRS. MAY PARKER, IT'S TIME YOU THOUGHT OF YOURSELF FOR A CHANGE!

STAYING WITH YOUR FRIEND, MRS. WATSON, WOULD BE JUST WHAT YOU **NEED!** YOU'D HAVE **COMPANY**...AND SOMEONE WHO'D ALWAYS BE THERE TO LOOK AFTER YOU WHEN YOU NEED IT MOST!

BUT, WHAT ABOUT YOU, DEAR? WHAT WOULD YOU DO?

I'M NOT A **CHILD** ANY MORE, AUNT MAY...IT'S **TIME** I WAS GETTING OUT ON MY OWN! I'LL SHARE AN APARTMENT WITH **HARRY OSBORN**, ONE OF MY CLASSMATES!

AND THAT MEANS YOU CAN **SELL** THE HOUSE...AND HAVE ENOUGH MONEY TO LIVE COMFORTABLY FOR THE NEXT FEW YEARS!

I'M SO HAPPY...THAT YOU'RE **TAKING** IT LIKE THIS...

THUS, A SHORT TIME LATER...

MAY, DEAR! HOW **WONDERFUL** YOU LOOK! COME IN AND TELL ME ALL ABOUT YOUR TRIP!

HELLO, MRS. WATSON! HI, MARY JANE! AUNT MAY HAS SOMETHING TO TELL YOU!

OH, I'VE GOT THE MOST **THRILLING** NEWS...

...IT'S ALL RIGHT WITH PETER IF I MOVE IN WITH YOU!

I TOLD YOU IT WOULD BE! YOU'VE ALWAYS WORRIED ABOUT THAT BOY, MUCH TOO MUCH!

AS FOR YOU, YOUNG LADY, WHAT SAY WE SKIP OVER TO THE **SILVER SPOON** TO CELEBRATE?

CELEBRATIONS ARE MY FAVORITE PEOPLE, DAD! LET'S, CUT OUT!

HI, MARY JANE! WHERE'D YA DIG UP THE SON OF FRANKENSTEIN?

BELA LUGOSI **RENTED** HIM TO ME! BUT, DON'T GET HIM RILED TILL AFTER HE'S PAID FOR MY SODA, HEAR?

ANYWAY, WHAT'S **SHAKIN'**, TIGER?

NOTHING MUCH! WE WERE JUST GETTING SET TO SPIN A FEW PLATTERS.

C'MON IN! THE STRAWS'RE ON ME!

MEANWHILE...AT THE NEWLY-CONSTRUCTED PENN STATION, MRS. MAY PARKER WAITS FOR HER BELOVED NEPHEW...

PETER SHOULD BE HERE AT ANY MINUTE.

OH, DEAR...I WONDER HOW HE'S GOING TO TAKE THE NEWS I HAVE FOR HIM...?

AUNT MAY!

THAT'S HIM!

PETER, DEAR, I'M SO GLAD TO...OH! YOUR ARM! WHAT HAPPENED?

NOTHING, AUNT MAY! JUST A LITTLE **SPRAIN!** IT'LL BE OKAY IN A DAY OR SO!

SAY! YOU LOOK **WONDERFUL!** THE REST MUST HAVE BEEN GOOD FOR YOU!

HOW WILL I EVER BRING MYSELF TO SAY IT--

YES, DEAR...I HAD A **WONDERFUL** TIME, BUT NOW...THERE'S SOMETHING I MUST TELL YOU...

CAN IT WAIT JUST A SEC, AUNT MAY? I'VE GOT A REAL IMPORTANT MATTER TO DISCUSS WITH YOU!

GOSH! WHY THE TEARS? WHAT'S WRONG?

PETER! IT JUST THAT I'M SO **WORRIED** ABOUT YOU...

WORRIED? WHY??

WOW! WHO'S THAT **DOLL** DANCING OVER THERE...HEY!

IT'S **GWEN!** I DIDN'T RECOGNIZE HER AT FIRST! LOOK AT HER GO!

BUT, WHY AM I SO SURPRISED? I NEVER FIGURED HER FOR THE **WALL FLOWER** TYPE!

MMM...GWEN'S NOT BAD, DAD! NOT GOOD, MAYBE...BUT NOT BAD!

BEFORE I FORGET, I WANTED TO TELL YOU TWO...

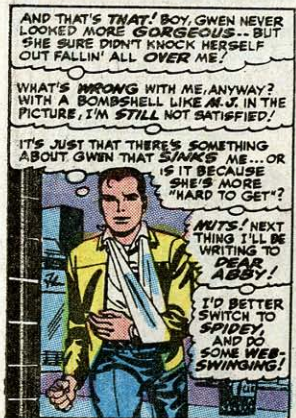
FLASH'S **FAREWELL PARTY** IS JUST ABOUT ALL SET! WE'LL HOLD IT RIGHT HERE, AT THE SILVER SPOON, WHEN HE GETS HIS INDUCTION DATE!

WE WANT IT TO BE A REAL **BLAST!** HE'S THE FIRST ONE WE'VE CHOSED TO BE DRAFTED!

YEP! WE'VE GOTTA DO IT UP RIGHT FOR OL' FLASH!

MMM! MMM! SOMETHING ABOUT A MALE IN **UNIFORM!** IT'S **WOW CITY!**

I WONDER HOW A **SPIDEY COSTUME** WOULD GRAB HER?



CONTINUED AFTER NEXT PAGE

OUT COLD!



2 BUT WHEN I WOKE UP IN THE INFIRMARY... I BEGAN TO SEE THE LIGHT...FOR THE FIRST TIME IN MY LIFE.



3 THERE'S NO FUTURE FOR ME IN THAT JOB... AND THERE WON'T BE ANY FUTURE UNTIL I GET MY HIGH SCHOOL DIPLOMA! I'M STILL OUT COLD!



4 NANCY, I'M GOING TO FILL OUT THE COUPON IN THIS MAGAZINE AND FIND OUT ABOUT GETTING MY DIPLOMA AT ICS!



8 YOU KNOW, THEY SAY A HIGH SCHOOL DIPLOMA IS WORTH \$80,000 OVER A LIFETIME. AND IT'S GREAT TO HAVE EVERYBODY'S RESPECT! ICS OPENED MY EYES!



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Just imagine your friends shock when they walk into your room and see the "Monster" reaching out—bigger than life—Frankenstein, the original man-made monster, that creation of evil genius that terrorized the world. A giant 7 feet tall, his eyes glow eerily as his hand reaches out—as aweful and sinister as the wildest nightmare. Yes—Frankenstein is 7 feet tall, in authentic colors on durable polyethylene, and so lifelike you'll probably find yourself talking to him. Won't you be surprised if he answers? Comes complete with eyes that glow even in the pitch dark for a special thrilling chill. Boney the Skeleton. And then there is Boney—stark scary with nothing left but his bare bones. A 7 foot monster out of the grave—his bones white, his eyes staring—even glowing in the dark. Money Back Guarantee. Just send \$1.00 plus 25c to cover postage and handling for each monster you want. Your money back if not satisfactorily horrified.

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I enclose \$1 plus 25c for postage and handling for each. If I don't get shivers of delight, I can return my purchase within 10 days and you will refund the full purchase price.

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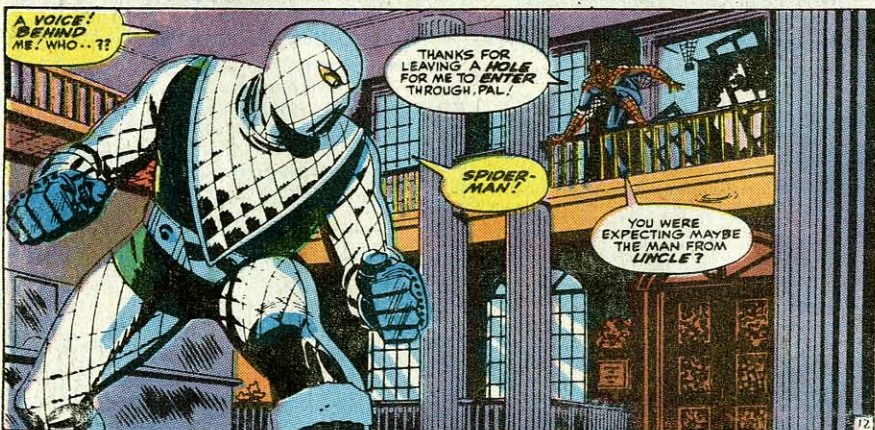
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Print Your Last Name Plainly Here





CONTINUED AFTER NEXT PAGE



YOU'VE OUT-SMARTED YOURSELF, SPIDER-MAN!

I MUST PROVE THAT I'M YOUR MASTER!

AND PROVE IT I WILL!

HE MEANS IT! BUT... I JUST GOT AN IDEA. IF IT WORKS, I'VE FINALLY FOUND A WAY TO BEAT HIM!



BEFORE YOU CAN REACH ME... OR MANAGE TO RUN AWAY... I'LL HIT YOU WITH A DEADLY, FULL-INTENSITY DOUBLE SHOCK BLAST!

SO, FAREWELL, WEB-SLINGER... YOUR FINAL ACT HAS JUST ENDED...

AND THE CURTAIN IS DESCENDING... FOR THE LAST TIME!



A FEW SECONDS LATER...

THANKS FOR THE PICTURES SHOCKY!

NOW YOU'LL BE NICE AND COMFY THERE UNTIL THE POLICE ARRIVE, WON'T YOU?

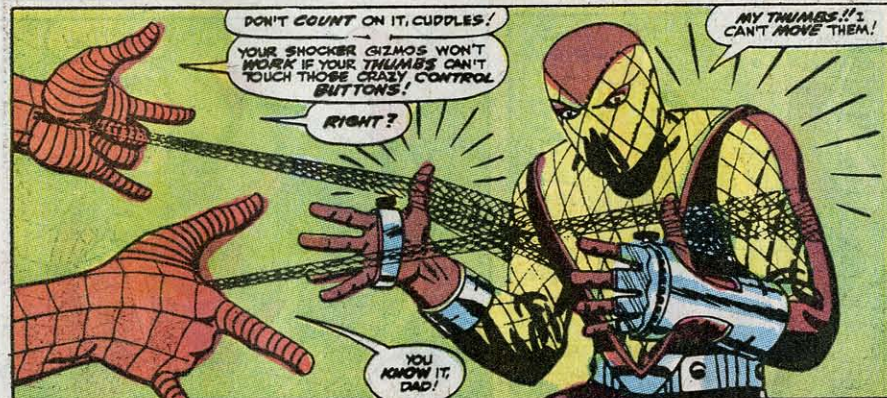
SMILE, DARN IT! THAT WEBBING'S MORE EXPENSIVE THAN YOU THINK!



IT'S FUNNY... WITHOUT HIS LITTLE WRIST-SHOCKER SET, HE'S JUST ANOTHER CHEAP HOOD!

OH, WELL... IT SURE IS A PLEASURE TO HAVE EVERYTHING TURN OUT A-OKAY FOR A CHANGE!

I CAUGHT MY MAN... GOT MY PIX... AND MY ARM FEELS AS GOOD AS NEW AGAIN! IT'S NOWVILLE!



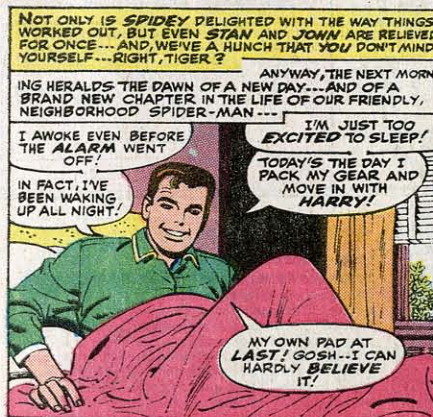
DON'T COUNT ON IT, CUDDLES!

YOUR SHOCKER GIZMOS WON'T WORK IF YOUR THUMBS CAN'T TOUCH THOSE CRAZY CONTROL BUTTONS!

RIGHT?

MY THUMBS!! I CAN'T MOVE THEM!

YOU KNOW IT, DAD!



NOT ONLY IS SPIDEY DELIGHTED WITH THE WAY THINGS WORKED OUT, BUT EVEN STAN AND JOHN ARE RELIEVED FOR ONCE... AND, WE'VE A HUNCH THAT YOU DON'T MIND YOURSELF... RIGHT, TIGER?

ANYWAY, THE NEXT MORNING HERALDS THE DAWN OF A NEW DAY... AND OF A BRAND NEW CHAPTER IN THE LIFE OF OUR FRIENDLY, NEIGHBORHOOD SPIDER-MAN...

I'M JUST TOO EXCITED TO SLEEP!

TODAY'S THE DAY I PACK MY GEAR AND MOVE IN WITH HARRY!

MY OWN PAD AT LAST! GOSH... I CAN HARDLY BELIEVE IT!



AUNT MAY, IS THERE ANYTHING I CAN DO FOR YOU BEFORE I MOVE?

NO, PETER DEAR... MRS. WATSON JUST ARRIVED... SHE'LL DRIVE ME TO HER HOUSE... AFTER A WHILE...

I WAS AFRAID SHE'D WEEP, BLESS HER HEART! BUT WE BOTH KNOW THIS IS FOR THE BEST!

AT LEAST SHE AND ANNA WATSON WILL BE COMPANY FOR EACH OTHER!



THAT'S THE WHOLE IDEA, MISTER!

AND IT MEANS YOU CAN'T CUSHION THIS LITTLE LOVE-TAP, CAN YOU?

BLOK!

DON'T BOTHER TO ANSWER!



SLEEP TIGHT, LITTLE MAN!... YOU'VE HAD A BUSY DAY!

ONCE I SLIP THESE LITTLE DOOHICKEYS OFF YOUR WRISTS, YOU'LL FEEL A LOT MORE COMFORTABLE...

...AND SO WILL I!



NOW LOOK, YOUNG LADY! I DON'T WANT TO SEE MY BEST GAL WITH TEARS IN HER EYES!

PETER, DEAR... PROMISE ME YOU'LL PHONE WHENEVER YOU CAN... AND COME TO VISIT WHEN YOU HAVE TIME!

AND TAKE GOOD CARE OF YOURSELF! BE SURE TO GET ENOUGH SLEEP... AND EAT PLENTY OF NOURISHING FOOD! YOU KNOW HOW FRAGILE YOU ARE!

REMEMBER TO WEAR YOUR SWEATER WHEN IT'S CHILLY... AND DON'T GET YOUR FEET WET!

AND, BE CAREFUL WHOM YOU CHOOSE FOR FRIENDS! I DON'T EVER WANT MY PETER TO ASSOCIATE WITH ROUGHNECKS...

REMEMBER, AUNT MAY... IT'S NOT AS THOUGH WE'RE SAYING GOOD-BYE! WE'RE JUST CHANGING OUR ADDRESSES... THAT'S ALL!

JUST YOU STAY AS PRETTY AS YOU ARE AND DON'T WORRY ABOUT A THING!

AND REMEMBER... NO MORE TOUCH FOOTBALL... OR KARATE PRACTICE!

OH, PETER, PETER... YOU ALWAYS COULD FIND A WAY TO MAKE ME SMILE!

CONTINUED AFTER NEXT PAGE

POLARIS NUCLEAR SUB

OVER 7 FEET LONG

BIG ENOUGH FOR 2 KIDS

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FEATURES

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Add 2" of sinews to your arms the way the old-time strongmen did... and as Chuck Sipes, "Mr. Universe" has done. A few minutes daily use makes your arms swell with fierce new strength and size! Also develops your chest and shoulders all at the same time! Chromed-steel construction with thick rubber handles for easy gripping. Built for lifetime use.

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Complete with the exclusive Mr. Universe barbell courses.....\$29.50*

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SUPER-PRO "101" is a superior muscle-building product used by every champion for daily "protein insurance." One can: 30 grams of complete protein equals the protein of a large steak dinner. Easy-to-digest—rushes to your muscles for fast gains! In 3 tasty flavors: vanilla chocolate, eggnog (indicate your choice), 12-can pak.....\$9.95*

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Order now at.....\$9.95*

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A gym you can carry in your suitcase or traveling bag! Easy, enjoyable way to exercise for a more complete development of your arms, chest and back. Used by champion athletes and bodybuilders. Each set contains: 5 chromed Swedish steel cables with handles; 2 barbell/combination attachments; rowing machine attachment; foot stirrups; hand-grips.

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Used by Frank Zane, "Mr. Eastern America" to strengthen and fill out his legs with solid muscle. Build your legs or trim them down (if they're too "fleshy"). Knock inches of unsightly fat off your mid-section, hips, waist. Strap them on like roller skates—get results in only a few minutes daily use. Safe, easy-to-use. Ideal for home/apartment use.

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Saves your feet, knees, back and head when doing standing, kneeling and lying down exercises. Great for wrestling, and gymnastics, and hand-balancing. Helps prevent scratches, bruises and minor injuries. Made of soft, lightweight but durable material (poly-foam-filled). Measures 4'1" x 72". Folds into easy, compact size. Wipes clean with a damp cloth. Use as beach mat, too.

Weighs only 5 lbs.....\$9.95*

CRASH-WEIGHT FORMULA #7 PLAN

"Drink-On-Up-To-A-Pound-A-Day" — the pleasant, natural way! One can mixes instantly into a quart of milk for a super-packed delicious drink with 1800 easy-to-digest calories. In 2 delicious flavors: chocolate or vanilla (indicate your choice). Includes Free 48-page weight-gaining course.

7-Day Supply.....\$6.50*
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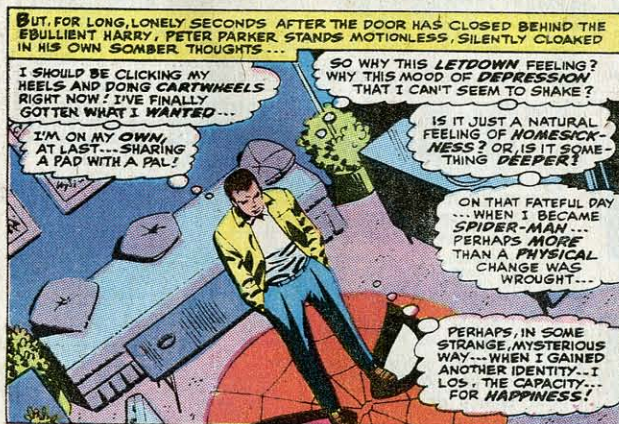
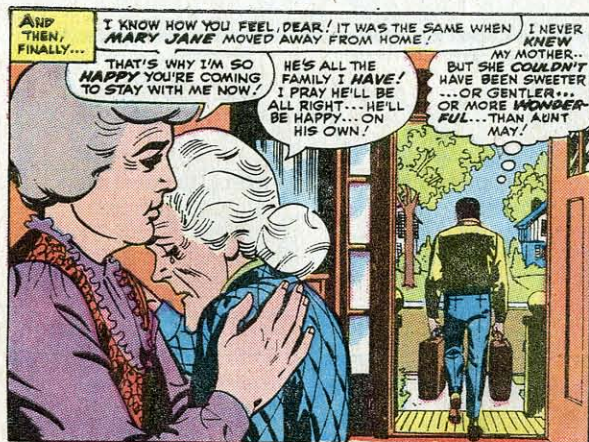
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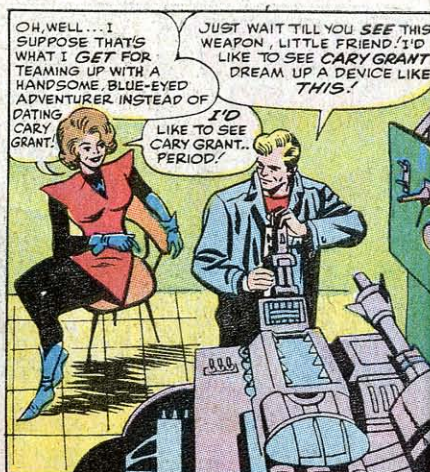
PERHAPS, PETEY, PERHAPS YOU KNOW THAT SOONER OR LATER, YOU'LL HAVE TO GET INTO YOUR SPIDEY SUIT AGAIN... AND HOW MUCH HAPPINESS HAS THAT BROUGHT YOU IN THE PAST?





NOT ANYTHING LIKE THAT, JAN! I'VE CREATED A NEW WEAPON FOR YOU!

HOW ROMANTIC! THERE'S A MOON OUTSIDE... SOFT BREEZES AND THE SCENT OF HONEY-SUCKLE IN THE AIR... AND WHAT DO YOU HAVE FOR ME?? A WEAPON!!



OH, WELL... I SUPPOSE THAT'S WHAT I GET FOR TEAMING UP WITH A HANDSOME, BLUE-EYED ADVENTURER INSTEAD OF DATING CARY GRANT.

JUST WAIT TILL YOU SEE THIS WEAPON, LITTLE FRIEND! I'D LIKE TO SEE CARY GRANT DREAM UP A DEVICE LIKE THIS!

I'D LIKE TO SEE CARY GRANT PERIOD.



LOOK, HONEY... FOR MONTHS YOU'VE HAD ONLY YOUR SMALL SIZE TO HELP YOU IN ANY TIGHT SPOT... WELL, NOW YOU'RE GOING TO HAVE SOMETHING ELSE TO USE IN A PINCH!



WHO NEEDS THAT? NOBODY GOES AROUND PUNCHING WASPS!

BE SERIOUS, JAN! THIS IS A HIGHLY POTENT COMPRESSED AIR GUN!



NOW STRAP IT TO YOUR ARM... MAKE SURE IT FITS REAL SNUG, BECAUSE ANY LOOSENESS WILL AFFECT YOUR AIM!

I HOPE NOBODY SAYS: "DIG THE CRAZY CHARM BRACELET!"



NOW PUT YOUR FINGER THROUGH THAT LITTLE RING... THAT'S IT! OKAY, AIM IT AT A TARGET, HONEY! STEADY, NOW!

I GET IT, BIG DADDY! ALL I DO IS BEND MY FINGER TO PULL THE CORD WHICH THE RING IS ATTACHED TO, EH?

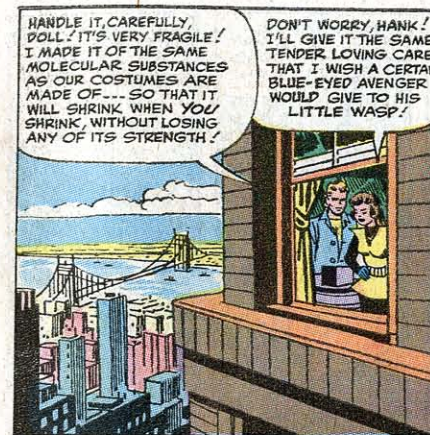


RIGHT! IT WILL FIRE ONE CONTINUOUS BURST OF COMPRESSED AIR, OR SHORT SUDDEN ONES, DEPENDING ON HOW LONG YOU HOLD YOUR FINGER DOWN!



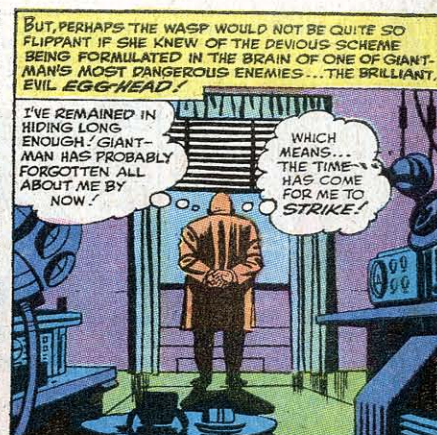
AND NOTICE HOW POWERFUL THE BURSTS ARE!

MY, MY! IT'S SOMETHING NO BACHELOR GIRL SHOULD EVER BE WITHOUT!



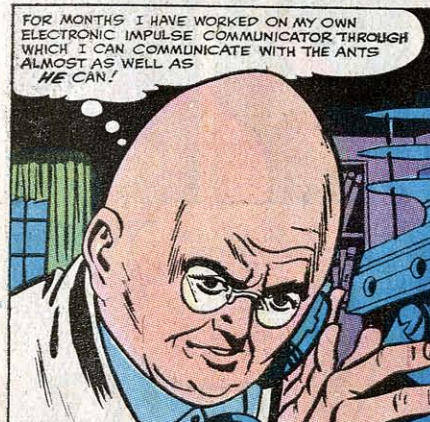
HANDLE IT, CAREFULLY, DOLL! IT'S VERY FRAGILE! I MADE IT OF THE SAME MOLECULAR SUBSTANCES AS OUR COSTUMES ARE MADE OF... SO THAT IT WILL SHRINK, WITHOUT LOSING ANY OF ITS STRENGTH!

DON'T WORRY, HANK! I'LL GIVE IT THE SAME TENDER LOVING CARE THAT I WISH A CERTAIN BLUE-EYED AVENGER WOULD GIVE TO HIS LITTLE WASP!



I'VE REMAINED IN HIDING LONG ENOUGH! GIANT-MAN HAS PROBABLY FORGOTTEN ALL ABOUT ME BY NOW!

WHICH MEANS... THE TIME HAS COME FOR ME TO STRIKE!

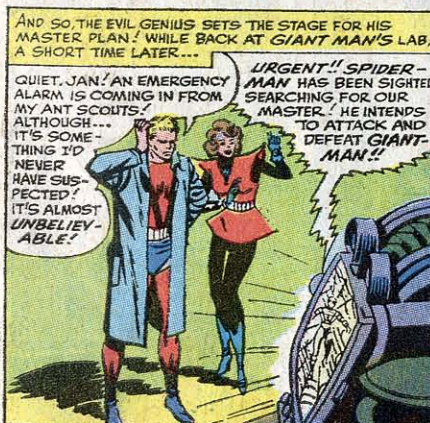


FOR MONTHS I HAVE WORKED ON MY OWN ELECTRONIC IMPULSE COMMUNICATOR THROUGH WHICH I CAN COMMUNICATE WITH THE ANTS ALMOST AS WELL AS WE CAN!



I'VE SET UP MY OWN "RECEIVING STATION" ON A NEARBY ANT-HILL! AND NOW FOR MY PLAN!

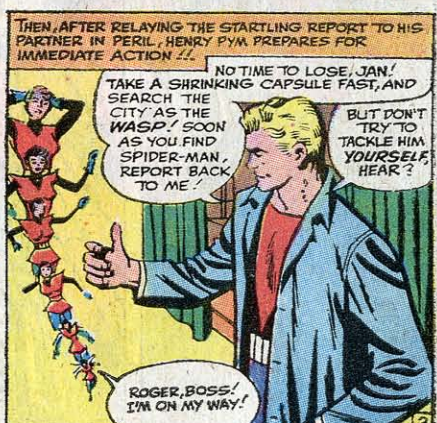
I'LL BROADCAST A FALSE REPORT TO THE ANTS... WHICH THEY ARE SURE TO TRANSMIT TO MY ARCH-ENEMY! HE WON'T SUSPECT THE REPORT IS A TRAP... HE'LL BELIEVE HIS ANTS!



AND SO, THE EVIL GENIUS SETS THE STAGE FOR HIS MASTER PLAN! WHILE BACK AT GIANT MAN'S LAB, A SHORT TIME LATER...

QUIET, JAN! AN EMERGENCY ALARM IS COMING IN FROM MY ANT SCOUTS! ALTHOUGH... IT'S SOMETHING I'D NEVER HAVE SUSPECTED! IT'S ALMOST UNBELIEVABLE!

URGENT!! SPIDER-MAN HAS BEEN SIGHTED SEARCHING FOR OUR MASTER... HE INTENDS TO ATTACK AND DEFEAT GIANT-MAN!!



THEN, AFTER RELAYING THE STARTLING REPORT TO HIS PARTNER IN PERIL, HENRY PYM PREPARES FOR IMMEDIATE ACTION!!

NO TIME TO LOSE, JAN! TAKE A SHRINKING CAPSULE FAST, AND SEARCH THE CITY AS THE WASP! SOON AS YOU FIND SPIDER-MAN, REPORT BACK TO ME!

BUT DON'T TRY TO TACKLE HIM YOURSELF, HEAR?

ROGER, BOSS! I'M ON MY WAY!

USING THE ARTIFICIAL ANTENNAE WHICH APPEAR WITH HER WINGS WHEN SHE BECOMES WASP- SIZE, THE FABULOUS FLYING FEMALE KEEPS IN CLOSE TOUCH WITH GIANT MAN...



STILL NO SIGN OF HIM, HANK!

KEEP SEARCHING, WASP! AND REMEMBER, NO HEROICS! WHEN YOU FIND HIM, I'LL TAKE OVER!



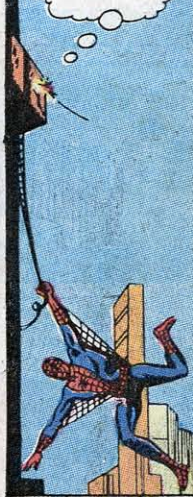
BUT I'M DYING TO USE MY NEW WASP'S "STING"!

SECONDS LATER...



THERE HE IS! I'VE FOUND HIM!

HE SWINGS FROM ROOF- TOP TO ROOF. TOP LIKE A SILENT, SINISTER GHOST! HE MAY BE SAFELY GONE BEFORE GIANT-MAN CAN REACH THE SPOT!



BUT, THE AMAZING SPIDER-MAN HAS THE LIGHTNING-FAST REFLEXES OF THE POWERFUL ARACHNID FOR WHOM HE IS NAMED...



SOMETHING HIT ME... SENT ME TOPPLING! AN UNSEEN ENEMY! BUT, I'LL STRIKE BACK, LATER... FIRST I'VE GOT TO SAVE MYSELF!

WHOEVER IS RESPONSIBLE WILL LEARN THAT IT TAKES MORE THAN A SNEAK ATTACK TO DEFEAT SPIDER-MAN!!



I'LL SHOOT OUT MY WEB-STRANDS WHILE I'M FALLING... AND, IF I'VE AIMED THEM CORRECTLY...



...THEY'LL WRAP THEMSELVES AROUND THAT IRON LAMP POST. LIKE THIS!



I'VE GOT TO SLOW HIM DOWN SOME - HOW, EVEN I CAN'T KEEP UP WITH HIM!



THIS IS THE ONLY WAY!

OH, NO! IN MY EAGERNESS, I MADE THE AIR BLAST TOO STRONG! I'VE CAUGHT HIM BY SURPRISE... MADE HIM LOSE HIS BALANCE!!



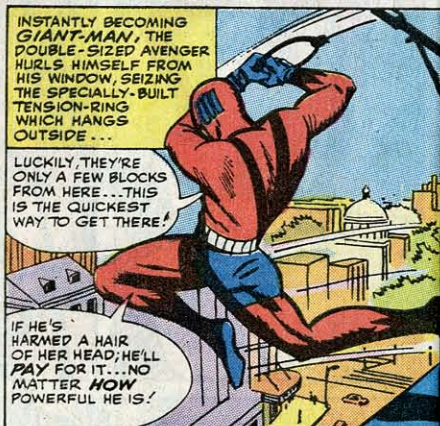
AND NOW... I'LL FIND OUT WHO'S RESPONSIBLE FOR ATTACKING ME... AND MAKE HIM WISH HE'D NEVER HEARD OF SPIDER-MAN!

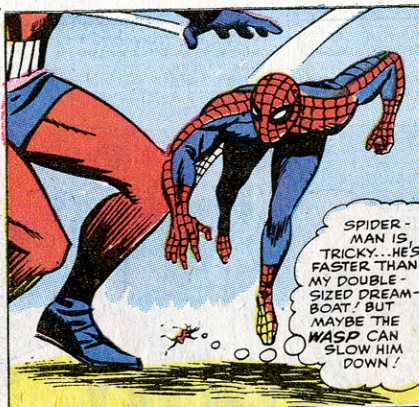
THEN, THE MYSTERIOUS ADVENTURER USES HIS AMAZING "SPIDER-SENSE"... ONLY TO FIND...



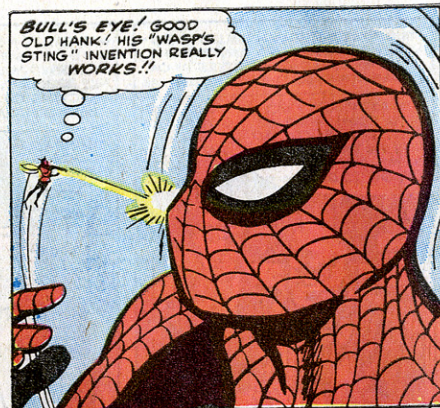
THANK HEAVENS HE SAVED HIMSELF!

MY SPIDER-SENSE IS RECEIVING A TINY, ALMOST INVISIBLE IMPRESSION! I'M BEING ATTACKED BY SOMETHING THE SIZE OF AN INSECT!

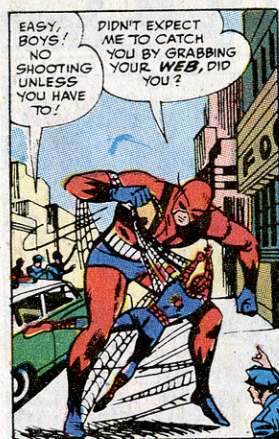




SPIDER-MAN IS TRICKY...HE'S FASTER THAN MY DOUBLE DREAM-BOAT! BUT MAYBE THE WASP CAN SLOW HIM DOWN!



BULL'S EYE! GOOD OLD HANK! HIS "WASP'S STING" INVENTION REALLY WORKS!!



EASY, BOYS! NO SHOOTING UNLESS YOU HAVE TO!

DIDN'T EXPECT ME TO CATCH YOU BY GRABBING YOUR WEB, DID YOU?



CORRECTION, HIGH-POCKETS! YOU DIDN'T GRAB ME!...I'VE GOT YOU...TANGLED IN MY WEB!!



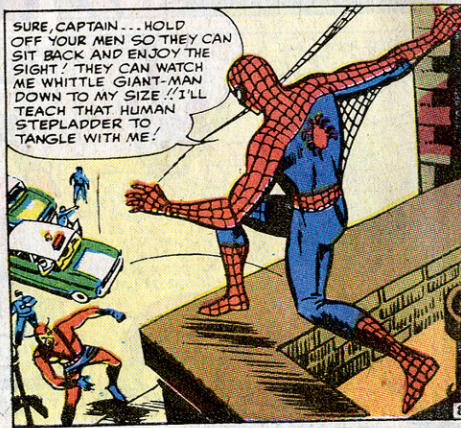
I WOULDN'T BET ON IT!!

HECK! HE FLEXED THOSE OVERSIZED MUSCLES OF HIS BEFORE MY WEBBING COULD HARDEN ENOUGH TO HOLD HIM!

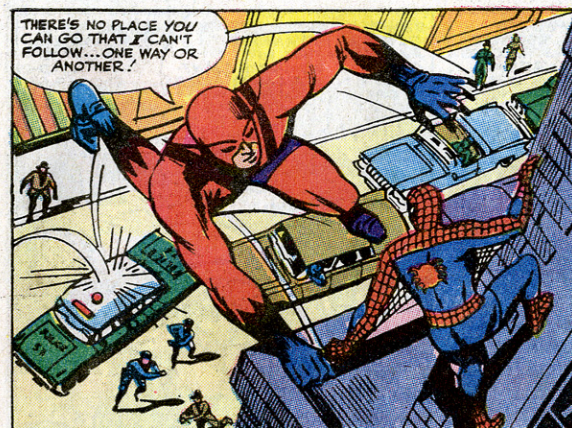


CAPTAIN! KEEP YOUR MEN BACK! I'LL GET SPIDER-MAN FOR YOU! ...WITHOUT ANYONE GETTING HURT!

HE SWUNG BACK TO THE ROOF!



SURE, CAPTAIN...HOLD OFF YOUR MEN SO THEY CAN SIT BACK AND ENJOY THE SIGHT! THEY CAN WATCH ME WHITTLE GIANT-MAN DOWN TO MY SIZE!! I'LL TEACH THAT HUMAN STEPLADDER TO TANGLE WITH ME!

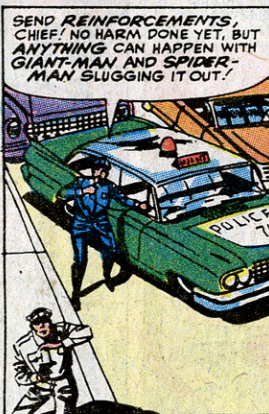


THERE'S NO PLACE YOU CAN GO THAT I CAN'T FOLLOW...ONE WAY OR ANOTHER!



I WONDER WHY THEY'RE FIGHTING EACH OTHER?

BEATS ME! BUT WE'D BETTER STOP THEM!



SEND REINFORCEMENTS, CHIEF! NO HARM DONE YET, BUT ANYTHING CAN HAPPEN WITH GIANT-MAN AND SPIDER-MAN SLUGGING IT OUT!



MISTER, YOU'VE GOT NOTHING GOING FOR YOU, EXCEPT SIZE!... AND THAT'S NOT GOING TO DO YOU ANY GOOD AGAINST ME!

NO? WAIT! I GET MY HANDS ON YOU! YOU'LL SING A DIFFERENT TUNE!



WITH THE POLICE SENDING EVERY AVAILABLE MAN TO THE EAST SIDE OF TOWN, WE'LL BE ABLE TO MOVE FREELY ON THE WEST SIDE, AS PLANNED!

IT'S ALMOST LIKE YOU'VE GOT THOSE TWO MASKED CLOWNS WORKIN' FOR YA, EGGHEAD!



I ALWAYS SAID I COULD ACCOMPLISH ANYTHING WITH MY BRAINS!! AND NOW, LET'S GET MOVING!

THE PAYROLL TRUCK WE'RE AFTER SHOULD BE LEAVING THE WEST SIDE HIGHWAY AT THIS VERY MOMENT!!



CONTINUED AFTER NEXT PAGE

ANOTHER MARVEL MASTERPIECE

ON
SALE
NOW!



IN THE FABULOUS MARVEL STYLE

AT THAT CRITICAL MOMENT, AN ALERT ANT SENSES THE PRESENCE OF THE ONE WHO SENT THE ORIGINAL MESSAGE A SHORT TIME BEFORE!

WE MADE IT, EGGHEAD!



INSTANTLY, ANOTHER MESSAGE IS TRANSMITTED TO THE LEADER OF THE ANT WORLD, UNSUSPECTED BY EGGHEAD OR HIS MEN...

SHUT UP AND KEEP DRIVING!



BUT EGGHEAD HAS NOT COUNTED ON ONE THING...

SPIDER-MAN... WAIT! MY ANTS ARE CONTACTING ME! LOOKS LIKE WE WERE BOTH DECEIVED!



AND, LITTLE DREAMING THAT HE'S "ON-TARGET" FOR TWO OF THE WORLD'S GREATEST SUPER-HEROES, EGGHEAD CONTINUES WITH HIS MASTER PLAN...

KEEP THE GUARDS LOCKED INSIDE THEIR TRUCK AND START UNLOADING THE LOOT!



SO INTENT ARE THEY ON WHAT THEY'RE DOING, THAT EGGHEAD'S MEN FAIL TO NOTICE TWO SILENT STRANDS OF WEBBING SLOWLY DESCENDING...



SOMETHING YANKED THE STRONG BOX RIGHT OUT OF OUR HANDS!!

THE JOINT MUST BE HAUNTED!



I'VE GOT TO TAKE A SHRINKING CAPSULE! NO TIME TO EXPLAIN... JUST FOLLOW ME!

IF THIS IS A TRICK OF YOURS, IT WON'T WORK!!



IT'S NO TRICK, FELLA! YOU'RE WELCOME TO FOLLOW, IF YOU CAN! BUT YOU'LL BE FOLLOWING ANT-MAN THIS TIME!

HERE COMES ONE OF MY FLYING ANTS, IN ANSWER TO MY CYBERNETIC SUMMONS!!



IT'S SPIDER-MAN! GET HIM, YOU FOOLS! WE'VE COME TOO FAR TO BE STOPPED NOW!!

YOU BOYS MUST HAVE READ ENOUGH STORIES AND SEEN ENOUGH MOVIES TO KNOW THAT CRIME DOESN'T PAY!!

LUCKY MY SPIDER-SENSE GUIDED ME RIGHT TO THE SPOT WHERE THIS STOLEN STRONG BOX WAS TAKEN!



WELL, WELL! YOU'RE A REGULAR BAG OF TRICKS... BUT WHERE YOU GO, I GO, BUSTER... NO MATTER WHAT SIZE YOU ARE!!

BE MY GUEST, I'M HEADING FOR THE ROCKS!



I MAY NOT HAVE A FLYING ANT TO RIDE, BUT MY LI'L OL' WEB WILL GET ME THERE EVEN FASTER!



UH-OH! EVEN SPIDER-MAN CAN'T LAUGH OFF STEEL BULLETS!!

COME DOWN FROM THERE... OR ELSE!!



HMM... I GUESS IT IS!!

OR ELSE YOU BOYS WILL FEEL THE WASP'S STING! IS THAT WHAT YOU MEAN??



YEOW!



THE AMAZING SPIDER-MAN!

"SPIDER-MAN NO MORE!"

WHAT SAY WE SKIP ANY LONG INTRODUCTIONS? IF ONE GLANCE DOESN'T TELL YOU WHERE THIS LITTLE CAPER'S AT, THEN TURN IN YOUR WEB-SHOOTER ON THE WAY OUT!



STAN (THE MAN) LEE  **JOHNNY (RING-A-PING) ROMITA**
 INVITE YOU TO JOIN THE CAPRICIOUS COMPANY OF:
MICKEY DIMEO and **SAM ROSEN**
 INKER LETTERER
 HANG LOOSE, HERO!! IT'S ACTION TIME!!



CONTINUED AFTER NEXT PAGE

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TRY NOT TO BE TOO FAR FROM THE PHONE TILL YOUR AUNT'S BACK ON HER FEET, SON.

I WILL, MRS. WATSON. AND THANKS FOR LOOKING AFTER HER!

IF ANYTHING HAD HAPPENED BEFORE I COULD HAVE REACHED HER... I'D NEVER FORGIVE MYSELF!



EVER SINCE I MOVED IN WITH HARRY, I'VE HARDLY EVEN THOUGHT ABOUT AUNT MAY!

AFTER ALL, WHY SHOULD I CARE ABOUT HER?

ALL SHE EVER DID IS SPEND A LIFETIME LOOKING AFTER ME... TREATING ME LIKE HER OWN SON!

THAT'S... ALL...

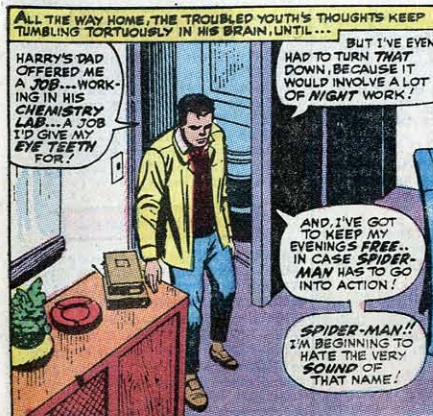


SHE DEVOTED MOST OF HER LIFE... REPLACING THE MOTHER... THAT I NEVER HAD!

AND, I SHOW MY GRATITUDE... BY NEVER BEING WHERE... WHEN SHE NEEDS ME!

I'VE GOT A ROUGH EXAM TOMORROW... BUT THERE'S NO USE TRYING TO STUDY...

I'D NEVER BE ABLE TO CONCENTRATE... NOT NOW.



ALL THE WAY HOME, THE TROUBLED YOUTH'S THOUGHTS KEEP TUMBLING TORTUOUSLY IN HIS BRAIN, UNTIL....

BUT I'VE EVEN HAD TO TURN THAT DOWN, BECAUSE IT WOULD INVOLVE A LOT OF NIGHT WORK!

HARRY'S DAD OFFERED ME A JOB... WORKING IN HIS CHEMISTRY LAB... A JOB I'D GIVE MY EYE TEETH FOR!

AND, I'VE GOT TO KEEP MY EVENINGS FREE... IN CASE SPIDER-MAN HAS TO GO INTO ACTION!

SPIDER-MAN!! I'M BEGINNING TO HATE THE VERY SOUND OF THAT NAME!

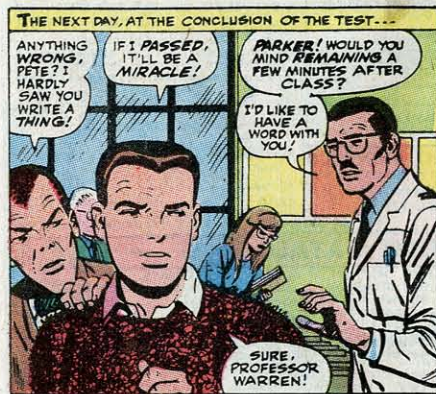


BUT, HATE IT OR NOT, NO SOONER DOES HE TURN ON THE TV... THAN THAT SOBRIQUET CONTINUES TO HAUNT THE BROODING ADVENTURER...

...AND MY NEWSPAPER CHALLENGES ANYONE TO PROVE THAT SPIDER-MAN ISN'T A PUBLIC ENEMY!

MAYBE IF I HEAR THE NEWS FOR A WHILE, I'LL... OH NO!

IT'S JAMESON AGAIN... USING THE SHOW HE SPONSORS TO STIR UP THE PEOPLE AGAINST ME!



THE NEXT DAY, AT THE CONCLUSION OF THE TEST...

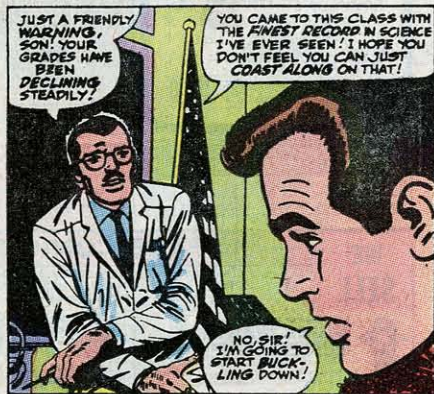
ANYTHING WRONG, PETE? I HARDLY SAW YOU WRITE A THING!

IF I PASSED, IT'LL BE A MIRACLE!

PARKER! WOULD YOU MIND REMAINING FEW MINUTES AFTER CLASS?

I'D LIKE TO HAVE A WORD WITH YOU.

SURE, PROFESSOR WARREN!



JUST A FRIENDLY WARNING, SON: YOUR GRADES HAVE BEEN DECLINING STEADILY!

YOU CAME TO THIS CLASS WITH THE FINEST RECORD IN SCIENCE I'VE EVER SEEN! I HOPE YOU DON'T FEEL YOU CAN JUST COAST ALONG ON THAT!

NO, SIR! I'M GOING TO START BUCKLING DOWN!



SOME MISGUIDED FOOLS CALL HIM A SUPER-HERO! BUT WHY DOES HE OPERATE OUTSIDE THE LAW? WHY DOES HE CLOAK HIS IDENTITY BEHIND THAT UGLY FRIGHT MASK?!!

LET ME TELL YOU WHY...



BECAUSE HE'S REALLY AN EGOMANIAC... A NEUROTIC TROUBLE-MAKER, FLAUNTING HIS POWER BEFORE THE ORDINARY CITIZENS WHOM HE DESPISES!

FOR ALL WE KNOW, HE HIMSELF PROVOKES THE CRIMINALS WHOM HE LATER SEEMS TO DEFEAT!

DO WE WANT OUR YOUNGSTERS TO MAKE AN IDOL OF A MENTALLY-DISTURBED MENACE?!!

I SAY NO!! WE MUST FIND HIM... UNMASK HIM... AND THEN... DESTROY HIM!!



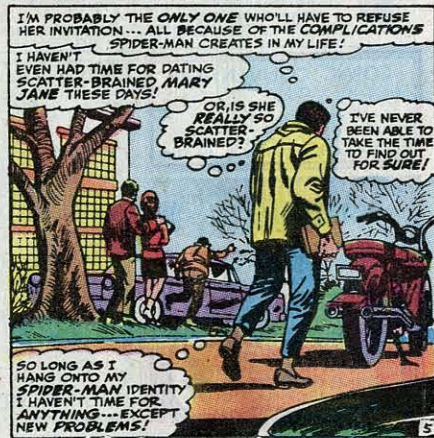
OH, PETER! I'M HAVING A LITTLE GET-TOGETHER AT HOME TONIGHT.

I'D LOVE YOU TO BE THERE, IF YOU CAN.

I'VE BEEN WAITING FOR GWEN TO ASK ME! BUT WITH AUNT MAY SO ILL... AND MY GRADES SO LOW...

GEE, I'M SORRY, GWEN! WOULD YOU MIND IF I TAKE A RAIN CHECK, INSTEAD?

COURSE NOT, PETE! THOUGH I AM DISAPPOINTED!



I'M PROBABLY THE ONLY ONE WHO'LL HAVE TO REFUSE HER INVITATION... ALL BECAUSE OF THE COMPLICATIONS SPIDER-MAN CREATES IN MY LIFE!

I HAVEN'T EVEN HAD TIME FOR DATING SCATTER-BRAINED MARY JANE THESE DAYS!

OR IS SHE REALLY SO SCATTER-BRAINED?

I'VE NEVER BEEN ABLE TO TAKE THE TIME TO FIND OUT FOR SURE!

SO LONG AS I HANG ONTO MY SPIDER-MAN IDENTITY, I HAVEN'T TIME FOR ANYTHING... EXCEPT NEW PROBLEMS!



AS PUBLISHER OF THE DAILY BUGLE, I OFFER ONE THOUSAND DOLLARS FOR THE CAPTURE AND CONVICTION OF THAT WEB-SLINGING, WALL-CRAWLING MOCKERY OF A MAN...

A THOUSAND DOLLARS REWARD... JUST FOR ME?!

HE... HATES ME... FAR MORE THAN I THOUGHT..!



THE TIME HAS COME TO RID OURSELVES OF THAT FALSE-FACED FREAK WHO HIDES BY DAY AND TRIES TO TAKE THE LAW INTO HIS OWN HANDS UNDER COVER OF NIGHT!

THE TERRIBLE THING IS... HE MEANS IT! HE ACTUALLY BELIEVES WHAT HE SAYS! HE SINCERELY THINKS I AM A THREAT TO SOCIETY!

CONTINUED AFTER NEXT PAGE

THE MIGHTY MARVEL CHECKLIST

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FANTASTIC FOUR #115: The origin of the awesome Over-Mind! Reed Richards turns against the F.F.! Talk about Marvel milestones!

SPIDER-MAN #101: Spidey — an outcast with six arms! And he needs them all when he meets the vampire-thing called — Morbius! Like wild!

THOR #192: This is the day of the Demolisher! The hour of Thor's mightiest ordeal! All this — and the most surprising guest star of all!

AVENGERS #92: Our assemblers — scorned by an earth they saved! Captain Marvel — a hunted renegade! And then — the Avengers disbanded!

HULK #144: The fight to the finish with — Dr. Doom! This one packs the wallop of a gamma-bomb blast! You must not miss it!

CAPT. AMERICA and THE FALCON #142: The final battle with the Grey Gargoyle! But what about — Element X? Talk about suspense!

IRON MAN #42: The girl loved Tony Stark — but now she's become the Queen of Demons — and Shellhead's marked for doom!

SUB-MARINER #42: "A House Called — Death!" An entire city — turned into monsters! Plus — Namor takes on the Living Rock!

DAREDEVIL #80: He's back! The oh-so-ominous Owl — DD's most nefarious foe! And what he's got in store for Horn-head — hooo boy!

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CONAN THE BARBARIAN #10: Another dose of double-size dynamite! Conan braves the hell-spawned fury of the bull-god Anu! Plus — King Kull!

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SGT. FURY #92: Twice as many pages — twice as many battle thrills! The Howlers take on the hordes of Nazi-land — and you're right beside 'em!

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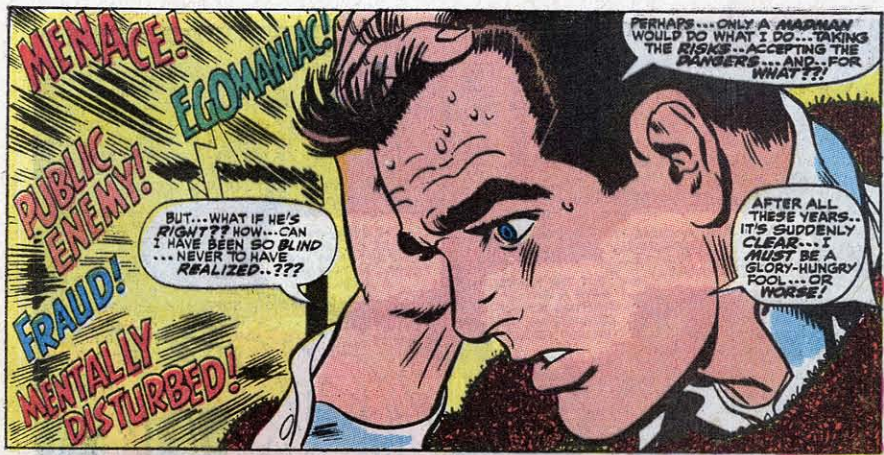
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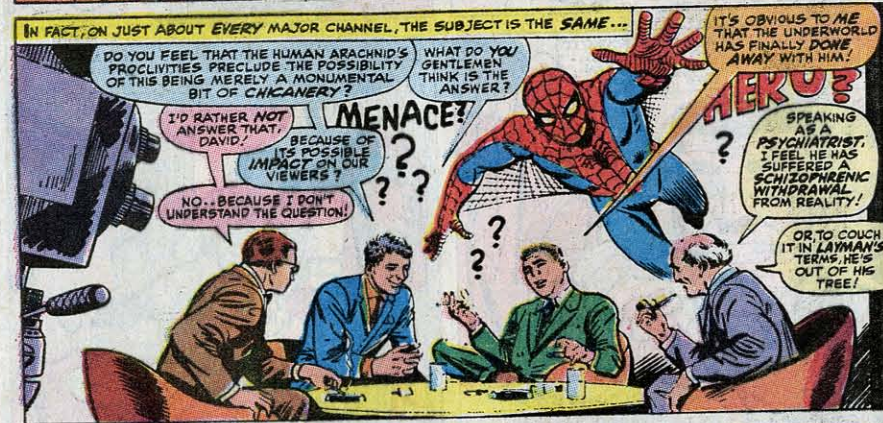
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AND IT WON'T BE LONG BEFORE PATCH, THE STOOL PIGEON, FINDS OUT WHAT'S GOING ON!



HOLD IT, PUNK! WHERE'D YA THINK YOU'RE GOIN'? THIS ISN'T YOUR TERRITORY... SO TAKE A POWDER!

HEY! WHAT GIVES, BLACKIE? YOU KNOW ME! IT'S OL' PATCH! I JUST WANT IN ON THE ACTION!

NOT THIS TIME, SHALL I TELL YA TWICE, CREEP!

HEY! WHAT GIVES, BLACKIE? YOU KNOW ME! IT'S OL' PATCH! I JUST WANT IN ON THE ACTION!

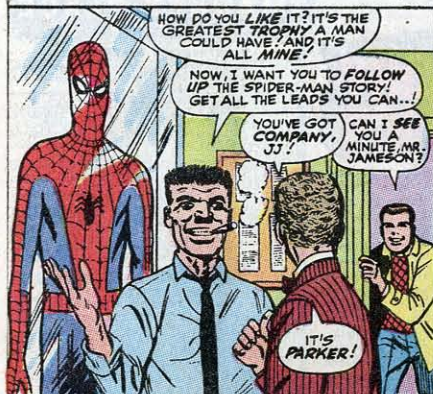


I WAS RIGHT! SOME OF THE BIGGEST MOBSTERS IN THE EAST ARE GETTING TOGETHER!

AND THEY'RE NOT DOING IT JUST BECAUSE THEY'RE LONELY!

I'D BETTER TAKE OFF AND MAKE MY OWN PLANS BEFORE THEY GET SUSPICIOUS OF ME!

I'D BETTER TAKE OFF AND MAKE MY OWN PLANS BEFORE THEY GET SUSPICIOUS OF ME!

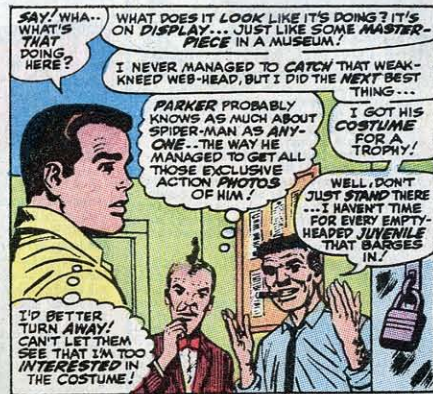


HOW DO YOU LIKE IT? IT'S THE GREATEST TROPHY A MAN COULD HAVE... AND IT'S ALL MINE!

NOW, I WANT YOU TO FOLLOW UP THE SPIDER-MAN STORY! GET ALL THE LEADS YOU CAN...

YOU'VE GOT COMPANY, JJ!

CAN I SEE YOU MINUTE, MR. JAMESON?



SAY! WHA... WHAT'S THAT DOING HERE?

WHAT DOES IT LOOK LIKE IT'S DOING? IT'S ON DISPLAY... JUST LIKE SOME MASTERPIECE IN A MUSEUM!

I NEVER MANAGED TO CATCH THAT WEAK-KNEED WEB-HEAD, BUT I DID THE NEXT BEST THING...

I GOT HIS COSTUME FOR A TROPHY! WELL, DON'T JUST STAND THERE... I HAVEN'T TIME FOR EVERY EMPTY-HEADED JUVENILE THAT COMES IN!



AND, AS THE THOUGHTFUL STOOGE SLOWLY FADES INTO THE DEEPENING SHADOWS...

WITH SPIDER-MAN GONE, THE KINGPIN IS READY TO TAKE OVER AS HEAD MAN OF THE MOBS!

WHY DON'T HE TELL US HIMSELF? I DON'T DEAL WITH STOOGES!

ANY QUESTIONS?

UP TO NOW, I ALWAYS BEEN MY OWN BOSS! I DON'T LIKE IT!



WHILE, IN A SMALL FURNISHED APARTMENT ON THE OTHER SIDE OF TOWN...

I DON'T HAVE TO BE A GENIUS TO FIGURE OUT WHAT'S GOING ON!

SPIDER-MAN HELPED TO KEEP THE UNDERWORLD ON THE RUN! THEY WERE DISORGANIZED... FEARFUL... CAUTIOUS! BUT NOW, IT'S DIFFERENT!

WITH THE WEB-SLINGER OUT OF ACTION, THEY'RE READY TO POOL THEIR FORCES...



JUDGING BY THE ONES I'VE SEEN, IT COULD BE THE MOST POWERFUL ARMY OF CRIME EVER ASSEMBLED!

AND SINCE SOMEBODY WILL HAVE TO LEAD THEM... WHY COULDN'T IT BE... THE MAN CALLED PATCH?!

NOT A MAN ALONE KNOWS THAT I'M REALLY FREDRICK FOSWELL!



THE NEXT MORNING...

HEY, FOSWELL! COME HERE! I WANNA SHOW YOU SOMETHING!

NOW THAT I'VE GONE STRAIGHT, EVERYONE TRUSTS ME! THEY'VE NEVER SUSPECTED!

YES, SIR, MR. JAMESON!

*REMEMBER WHEN JJJ GAVE FOSWELL A JOB AFTER HIS PAROLE? HE HAD BEEN KNOWN AS THE BIG MAN...TILL SPIDEY CAUGHT HIM! ... SUPER-MEMORY STAN.



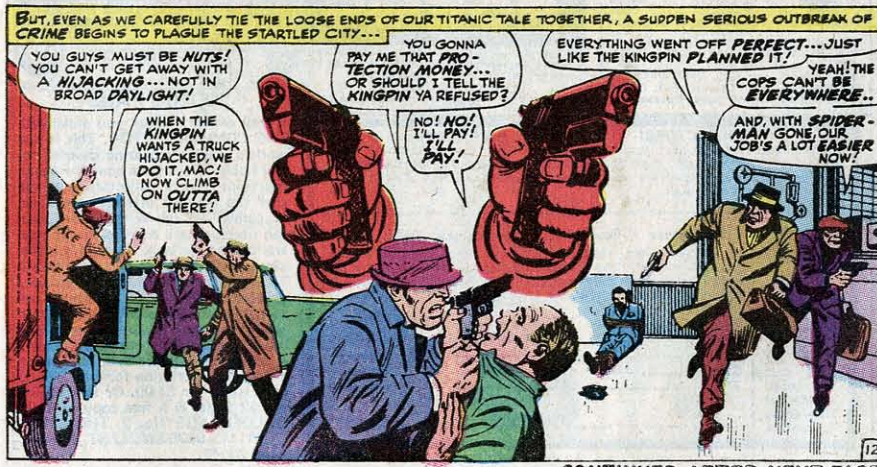
I JUST CAME BY TO TELL YOU NOT TO EXPECT ANY MORE PIX FROM ME!

NO! YOU CAN'T QUIT! YOU WERE THE BEST PHOTOG I EVER HAD!

THEN WHY DIDN'T YOU EVER PAY ME TOP RATES?

I DIDN'T WANNA SPOIL YOU!

PARKER QUITTING... AT THE SAME TIME AS SPIDER-MAN SEEMS TO BE OUT OF ACTION! IS IT MERELY A COINCIDENCE... OR...?



BUT, EVEN AS WE CAREFULLY TIE THE LOOSE ENDS OF OUR TITANIC TALE TOGETHER, A SUDDEN SERIOUS OUTBREAK OF CRIME BEGINS TO PLAGUE THE STARTLED CITY...

YOU GONNA PAY ME THAT PROTECTION MONEY... OR SHOULD I TELL THE KINGPIN YA REFUSED?

NO! NO! I'LL PAY! I'LL PAY!

EVERYTHING WENT OFF PERFECT... JUST LIKE THE KINGPIN PLANNED IT!

YEAH! THE COPS CAN'T BE EVERYWHERE...

AND, WITH SPIDER-MAN GONE, OUR JOB'S A LOT EASIER NOW!

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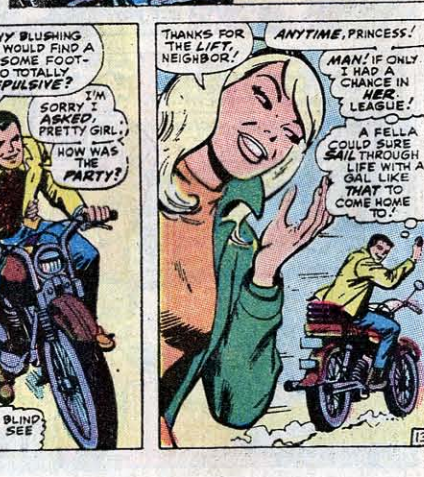
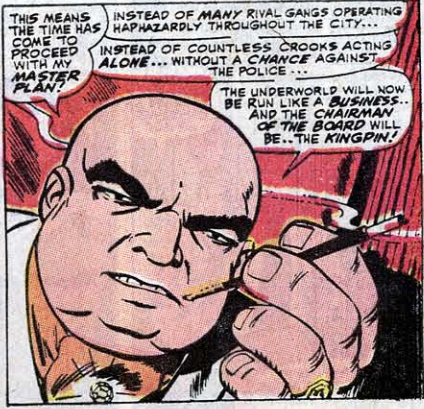
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THEN, TWO OUNCES OF GASOLINE LATER...
AUNT MAY: YOU'RE SITTING UP... YOU'RE BETTER. GOSH, THAT'S TERRIFIC!

IS THERE ANYTHING YOU NEED? ANYTHING I CAN GET YOU?

BUT DON'T ASK FOR CASH! GRANT... HE'S OUT OF TOWN!

OH, PETER DEAR... YOU ALWAYS CHEER ME UP SO!

I TOLD YOU HE'D BE HERE RIGHT AFTER CLASS, MAY DEAR!

QUICK! SOMEONE CALL THE BEAUTY PARLOR! IT'S AN EMERGENCY!

A LIVING, BREATHING MALE WALKED IN AND DIDN'T NOTICE ME! I'M A WASHOUT! A HAS-BEEN! IT'S THE UTTER END, FRIEND!

OH... MY MARY JANE! I DIDN'T KNOW YOU WERE HERE!

OBVIOUSLY, DAD... OR, YOU'D HAVE ARRIVED EVEN SOONER!

WELL, IT'S YOUR LOSS, TIGER! HAVE TO CUT OUT NOW... I'M LATE FOR REHEARSAL!

KNOCK 'EM DEAD, LADY!

WITH THESE NEW THREADS AUNT ANNA JUST STITCHED FOR ME, HOW CAN I MISS?

IF YOUR WHEELS ARE POINTED IN THE RIGHT DIRECTION, PETEY-O... THIS COULD BE YOUR LUCKY DAY!

SORRY, M... I'D BETTER STAY WITH AUNT MAY FOR A WHILE!

NO SWEAT, NICE BOY!

FINALLY, AS TWILIGHT BEGINS TO FALL...

I FEEL LIKE A MILLION BUCKS! NO MORE WORRIES... NO MORE PROBLEMS...

I SHOULD'A KISSED SPIDY OFF LONG AGO!

AND I'LL HAVE PLENTY OF TIME TO STUDY TONIGHT!

YEP, THIS IS THE LIFE, ALL RIGHT!

I NEVER HAD IT SO GOOD BEFORE!

IT'LL BE A PLEASURE TO KNOW WHAT THEY'RE TALKING ABOUT IN CLASS!

WONDER IF GWEN WILL NOTICE THE DIFFERENCE?

BUT, EVEN AS THE SEEMINGLY-RETIRED SUPERHERO LUXURIATES IN HIS ROOM, BUSINESS GOES ON AS USUAL THROUGHOUT THE CITY...

FASTER, MAC! WE AIN'T GOT ALL DAY!

BUT, THIS MONEY IS FOR WELFARE!

YEAH... THE KINGPIN'S WELFARE! NOW SHUDDER AND KEEP LOADIN' THAT CASE!

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IF THAT MONEY WASN'T RECOVERED, WHAT WOULD PAYMENTS THIS MONTH?

CONTINUED AFTER NEXT PAGE

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YOU CAN READ ALL ABOUT IT... IN THE PAPER!



AND, SHIMMER DOWN HE DOES... THOUGH EVERY INSTINCT WITHIN HIM LONGS FOR THE THRILL OF ADVENTURE ONCE AGAIN; BUT THEN, THE NEXT MORNING...

SAY, PETE, DID YOU READ ABOUT THE WELFARE OFFICE ROBBERY LAST NIGHT?

GOTTA CHANGE THE SUBJECT... KEEP MY MIND OFF CRIME!

OH, NO... I JUST HAD TIME FOR THE SPORTS PAGES!

LOOKS LIKE WE'RE IN THE MIDDLE OF A FULL-FLEDGED UNDER-WORLD INVASION!

HOW'S YOUR DAD, HARRY? YOU HAVEN'T MENTIONED HIM LATELY!



HAVEN'T SEEN HIM... HE'S BEEN OUT OF TOWN! HAVE YOU THOUGHT ANY MORE ABOUT HIS OFFER... ABOUT WORKING PART-TIME IN HIS LAB?

AS A MATTER OF FACT I HAVE, HARRY...

I JUST HAVE TO FINISH SOME PERSONAL MATTERS FIRST!

SOON AS AUNT MAY IS ON HER FEET... AND MY STUDIES ARE UP TO SNUFF... I'M GONNA DO IT!



THUS, AFTER ALL THESE YEARS, THINGS START LOOKING UP FOR OUR HARASSED HERO... OR, DO THEY...?

LOVE IT, MAN... BUT I'VE A DATE WITH HARRY TONIGHT!

HOW ABOUT A SODA, SANDWICH, AND SPIN AFTER CLASS, WOMAN?

YOU TWO AREN'T PINNED, OR ANYTHING-- ARE YOU?

FIRST FLASH-- NOW HARRY! YOU'RE ALWAYS TRYING TO PAIR ME OFF!



HOW COME YOU HAVEN'T ASKED IF I'VE GOT A MAJAAAD CRUSH ON A RASHFUL, BLACK-HAIRED BIKE-RIDER?

C'MON! WE BOTH KNOW NICE GUYS FINISH LAST!

FORGET IT, LADY!

YOU SAID IT, PETE... I DIDN'T!



IF ONLY I THOUGHT THAT GWEN MEANT... HELLO, PETER DEAR! I FEEL SO MUCH BETTER THAT ANNA AND I ARE GOING TO THE MOVIES!

OH, AUNT MAY AND MRS. WATSON ARE LEAVING!

GEE, THAT'S GREAT! HAVE A GOOD TIME, HEAR?

REMEMBER... NO FLIRTING WITH THE USHERS!

OH, PETER! YOU'RE SUCH A CAUTION!



SO I GAVE UP BEING SPIDER-MAN TO HAVE MORE TIME FOR MY FAMILY... AND MY FRIENDS...

...ONLY TO FIND... THEY DON'T NEED ME!

I MIGHT AS WELL GO HOME AND BURY MYSELF IN A BOOK!



BUT, ON THE WAY BACK TO HIS PAD, PETE HEARS...

HELP!! SOMEBODY... HELLLP!

SOMETHING'S WRONG... ATOP THAT WAREHOUSE ROOF!

AND NO ONE ELSE AROUND... EXCEPT ME!



IT'S THE WATCHMAN... HE'S OUTNUMBERED... IF I DON'T GET THERE FAST...

THEY'RE TOO DANGEROUSLY CLOSE TO THE EDGE OF THE ROOF!!



WE CAN'T SHUT 'IM UP!! THERE'S ONLY ONE THING TO DO...!

HOLD IT!! LOOK! SOMEONE'S VAULTIN' OVER THE LEDGE... COMIN' RIGHT AT US!

BUT... HOW'D HE GET UP THERE??!

HAVE TO MOVE FAST... SO FAST THAT THEY WON'T RECOGNIZE ME!



THWAK!!

THE WATCHMAN HASN'T SEEN ME YET...

AND THESE TWO WOODS WON'T GET A CHANCE TO SEE ANYTHING!

LOK!!



WAIT!... I DON'T KNOW WHO YOU ARE... OR WHERE YOU CAME FROM... BUT... YOU PREVENTED A ROBBERY...

AND... YOU PROBABLY SAVED MY LIFE!

I DON'T UNDERSTAND!! HOW DID YOU DO IT??

THE WATCHMAN... HE REMINDS ME OF SOMEONE... SOMEONE FROM THE PAST...

IF YOU WAIT... THERE'S A CHANCE TO BE A REWARD!

ALL RIGHT... I WON'T TRY TO STOP YOU... YOU MUST HAVE YOUR REASONS...

I'VE GOT TO KEEP IN THE SHADOWS... MAKE MY WAY DOWN THE STAIRS... CAN'T EVEN LET HIM HEAR MY VOICE!

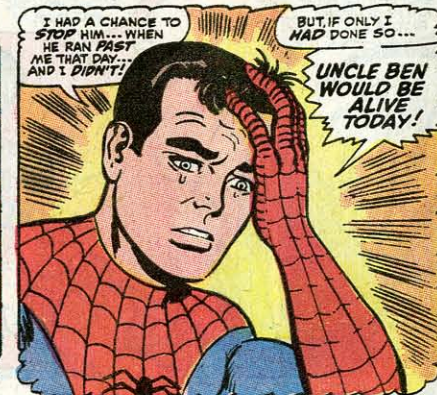
MINUTES LATER...

WELL, I DID IT! AFTER ALL MY PLEDGES... ALL MY BIG PLANS... I REVERTED TO TYPE AT THE FIRST CHANCE I GOT!

A MAN'S VERY LIFE WAS IN DANGER...

I SEEM TO REMEMBER... FEELING THIS WAY... ONCE BEFORE WHEN WAS IT...?

AND YET... HOW COULD I HAVE DONE ANYTHING ELSE?





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A practical Transit. 48 inch telescope with Range Finder Scale for measuring remote distances and heights. Vertical reading for both horizontal and vertical angles. Leveling Head with Thumb Screw Adjustment and Spirit Level. Clamps under head hold wooden legs of Tripod. (Legs not included.) Instructions cover elementary surveying, range-finding.

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Exciting optical projects for the study of light. Equipment includes: five Precision Lenses, Prism, Polarizing Filter, Diffraction Grating, Mirror, Telescoping Tubing. Lens Mounts, Tube Holders and Brackets. All the parts and instructions to build a Camera Obscura, Camera Lucida, Telescope, and many other optical devices.

PHOTOMICROGRAPHY CAMERA

Photographs subjects mounted on microscopic slides. Enlarges up to 100X. Takes clear, sharp pictures of specimens too small to be seen with the naked eye. A fully self-contained unit—no microscope required. Includes 35mm roll film, either 120 or 400, black and white or color. Make a photographic record of your projects with microscopic subjects.

TELESCOPE AND MOUNT

30x erect Image. Extends to 30" length. Five ground and polished lenses. Rotameter Eyepiece. Sturdy Equatorial Mount makes it easy to follow the movement of heavenly bodies. Mount has fittings for wooden legs that complete the tripod (legs for regular 1x2 lumber not included).

PHOTOGRAPHY LAB

A PRECISION 35MM ENLARGER. Horizontal type with two condensing lenses and 3" f/11 projection lens. Produces quality enlargements up to 8"x10". Contact Print Frame takes negatives up to 3 1/2"x4 1/2". Plastic Developing Tray, Neon Selflight, Two Thin Developer, Film Clips, Developing Chemicals, Prints and Enlarging Paper and Darkroom Handbook. Make quality enlargements for 48¢. Make prints for only 24¢. Full instructions.

LIGHT TRANSMITTER-RECEIVER

The TRANSMITTER consists of a Light Source, a Modulating Reflector Diaphragm and an Optical Projection System. The RECEIVER is a Two-Stage Audio Amplifier, controlled by a Photoelectric Cell that catches the projected light beam and causes the original sound waves to be reproduced in the loudspeaker. Talking on a Light Beam.

WEATHER STATION

A REMOTE READING ANEMOMETER AND WIND-VANE. Flashing Neon Lights on indoor indicator board show wind speed and direction. Safety Power Cord makes all connections safe. 100 ft. of Lead-in Wire. Plus-Air Task Barometer with 48" indicator column. String psychrometer measures relative humidity. Rain Gauge measures rainfall to 17100 inch. ALSO Cloud Chart and Forecasting Manual—a complete set up for amateur meteorology.

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DO YOU NEED EXTRA MONEY?

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NEW!
CRYSTAL FANTASY
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28 really deluxe cards
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NEW! DELUXE
CHRISTMAS
GIFT WRAPPING
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15 per colorful large
sheets. Terrific

FREE
96-PAGE
FULL COLOR
CATALOG
OF 4000
CARD AND
GIFT ITEMS

FILL IN
COUPON-
ENVELOPE.
FOLD OVER
FIRMLY.
SEAL (PASTE
OR TAPE)
AND MAIL
TODAY

for selling only 10 boxes of our new Crystal Fantasy Christmas Card box assortment. You make \$1.00 for selling 1 box, \$2.00 for 2 boxes, \$10.00 for 10 boxes, etc. You can make a few dollars or hundreds of dollars. All you do is call on neighbors, friends and relatives anywhere in your spare time. Everyone needs and buys Christmas Cards.

Cut out entire Business Reply Coupon below—mail it today—and we will send you immediately leading boxes on approval—FREE Catalog of money-making Greeting Cards and Gifts—plus FREE album of personalized Christmas Cards. No experience necessary.

IT COSTS YOU NOTHING TO TRY

Last year some folks made only \$25 to \$50 while others made \$150—\$250—\$500 and more selling our entire line of greeting cards. Many church groups, organizations, schools, lodges, etc. do this year after year. Everybody buys Christmas cards.

GUARANTEED
TO CONSUMER
PARENTS'
IF PRODUCT
OR PERFORMANCE
OF OBJECTIVE
OR QUALITY
NOT SATISFIED
30 DAYS

CUT OUT
ENTIRE
BUSINESS
REPLY
ENVELOPE
BELOW
No Stamp
Necessary

FREE
ALBUM
PERSONALIZED
CHRISTMAS
CARDS

NEW!
PASTEL PETS
ALL OCCASION
ASSORTMENT
10 heart warming
giant size cards of
unusual appeal
So adorable



NEW!
CORRESPONDENCE
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STATIONERY
24 large sheets, each
almost 8" in diameter
Bright colors, pink
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THIS ENTIRE FOLD-OVER COUPON FORMS A NO-POSTAGE-REQUIRED BUSINESS REPLY ENVELOPE
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White Plains, New York 10606

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I want to make extra money. Please rush me immediately your Crystal Fantasy Christmas card box assortment and other leading boxes on approval for 30 day free trial plus FREE album of personalized Christmas cards, FREE 96-page Full Color Catalog of money-making Gifts and Cards and everything I need to start making money the day my sales kit arrives. As a Cheerful Dealer I will also be privileged to receive additional FREE money-making literature, catalogs, special offers and seasonal samples on approval as they become available.

Fill in your name and address below — No stamp necessary

Name _____ PLEASE PRINT _____ Apt. No. _____
Address _____
City _____ State _____ Zip Code _____
If writing for an organization, give its name here _____
DO NOT CUT HERE Y JUST FOLD OVER, SEAL AND MAIL THIS ENVELOPE—NO STAMP NECESSARY

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Will be Paid
by
Addressee

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