



MARVEL®
COMICS

AMERICA'S FAVORITE NON-MUTANT™ SUPER HERO!

the AMAZING SPIDER-MAN

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\$1.00 US

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APPROVED
BY THE
COMICS
CODE
CARTOON
AUTHORITY

IF
STYX
AND
STONE
DON'T BREAK
SPIDEY'S BONES
-- **VENOM**
WILL!!

OUT OF
MY WAY,
LOSERS!
SPIDER-MAN
IS
MINE!!

EPIC
LAPSEN
AND
MACHIAN



Stan Lee
PRESENTS: THE AMAZING SPIDER-MAN®

STALKING FEAT!

FOREST HILLS.

I KNOW
VENOM
IS OUT
THERE!
BUT
WHERE?

WHERE?

DAVID
MICHELINE
WRITER



ERIK
LARSEN
PENCILER



MIKE
MACHLAN
INKER



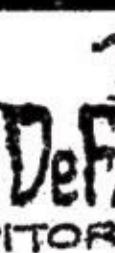
RICK
PARKER
LETTERER



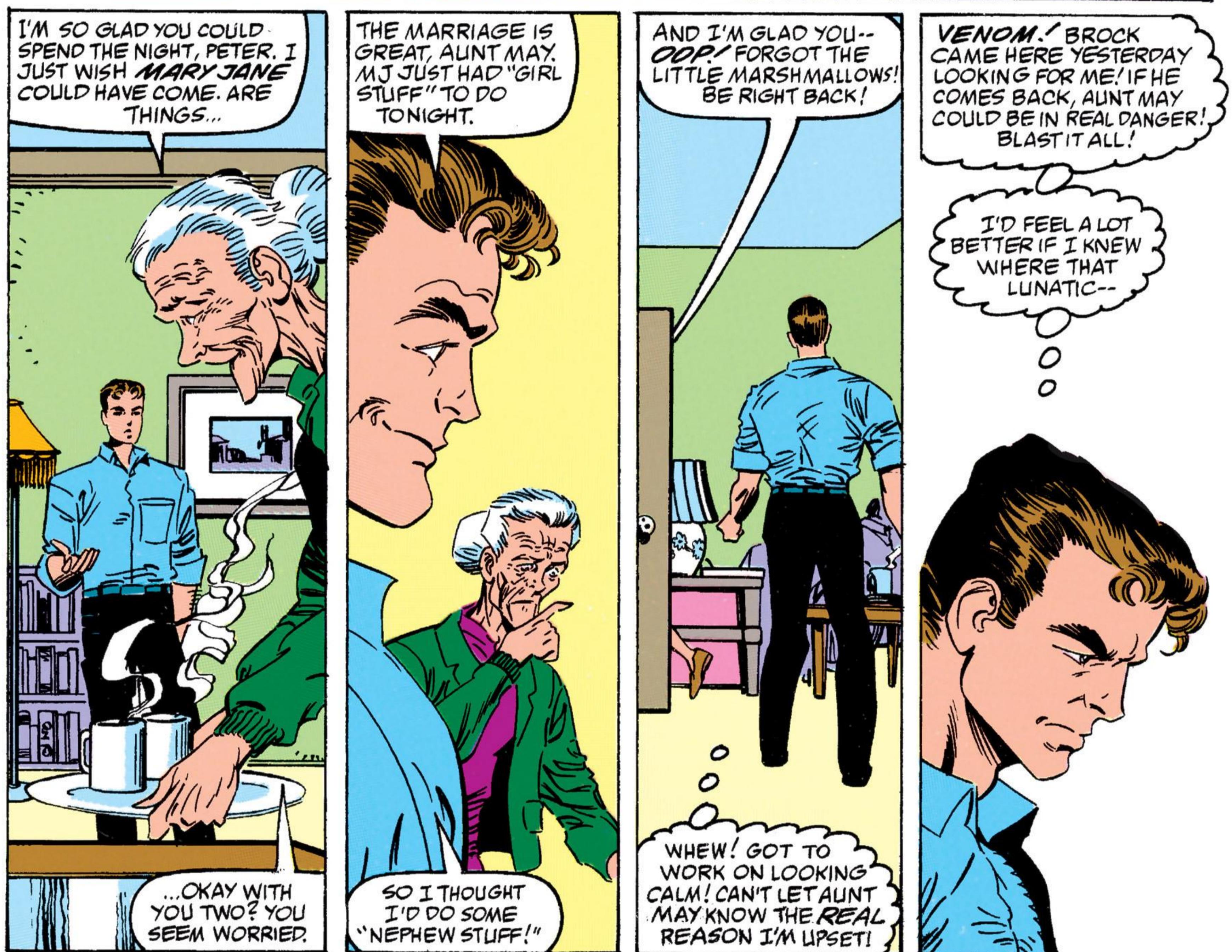
BOB
SHAREN
COLORIST



JIM
SALICRUP
EDITOR



TOM
DeFALCO
EDITOR IN CHIEF



BETTER CHECK THAT
BATHROOM WINDOW.

SEEMS THE
COCK'S
BROKEN.

OKAY, BROCK!
YOU FOUND ME!
BUT WE TAKE
THIS OUTSIDE!

THIS MAP SHOWS THE
ABANDONED SUBWAY
TUNNEL WHERE I
LIVE. WE WON'T BE
DISTURBED THERE,
LIKE WE WERE IN
THE PARK.*

BE THERE IN 24
HOURS. COME EARLY?
I'LL KNOW. BRING
HELP? I'LL KNOW.
DO ANYTHING
UNSEEMLY...

NOT
NECESSARY.

* LAST ISSUE.-- J.S.

... AND YOU
WILL PAY
DEARLY.

LOOK, VENOM, I'M
TIRED OF THESE
THREATS AGAINST
AUNT MAY!

IF YOU SO
MUCH AS TOUCH
HER--

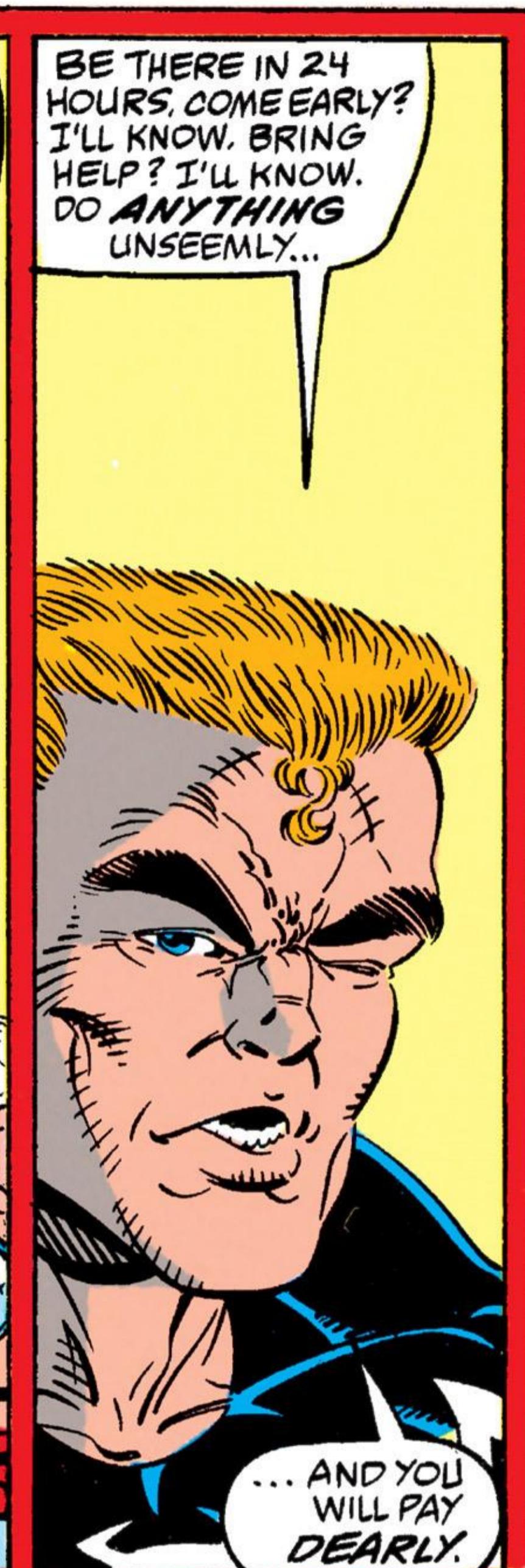
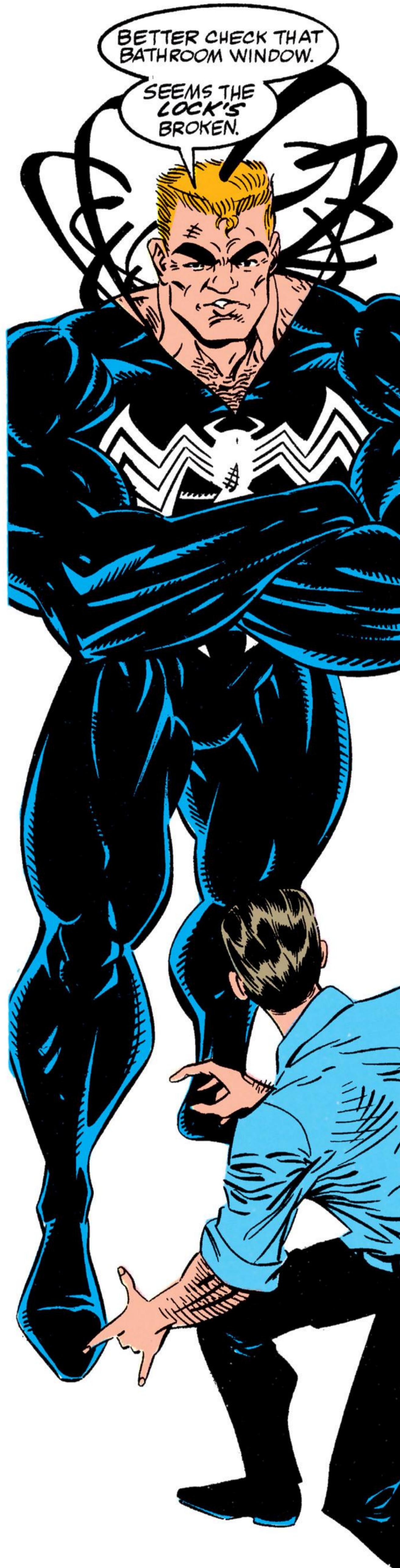
SIR, YOU OFFEND
ME. MRS. PARKER
IS SO...

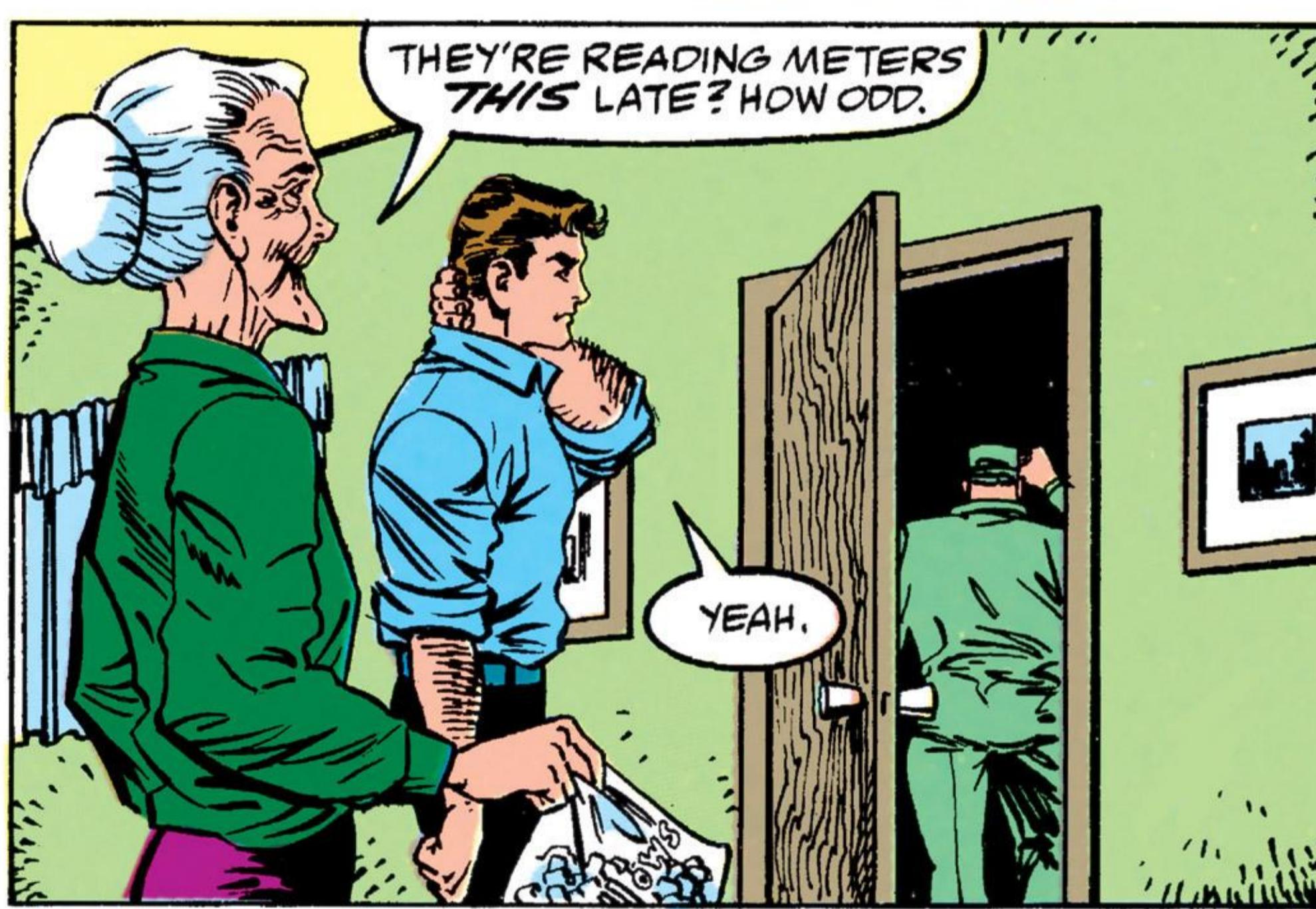
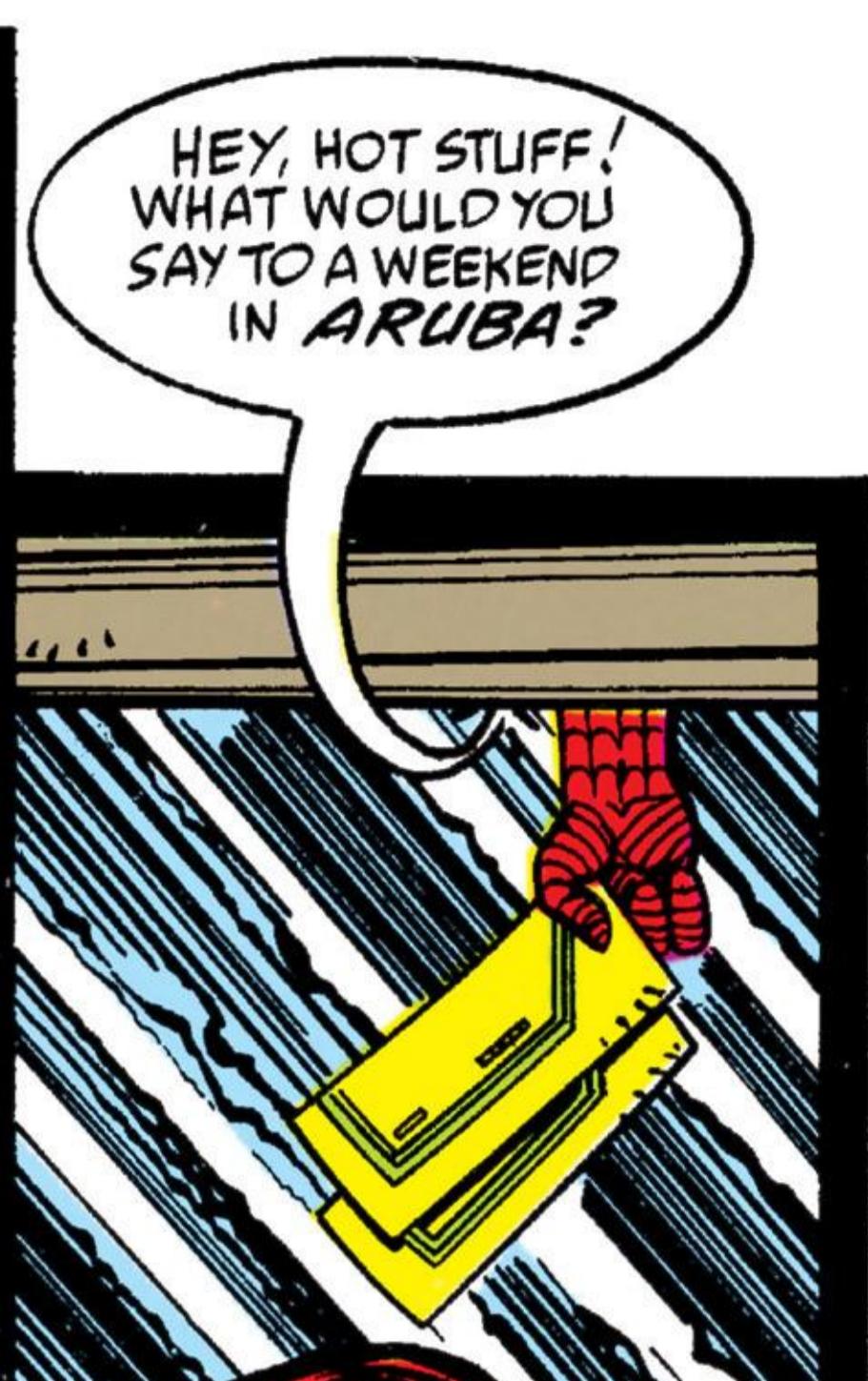
YOU HAVE
MY WORD.

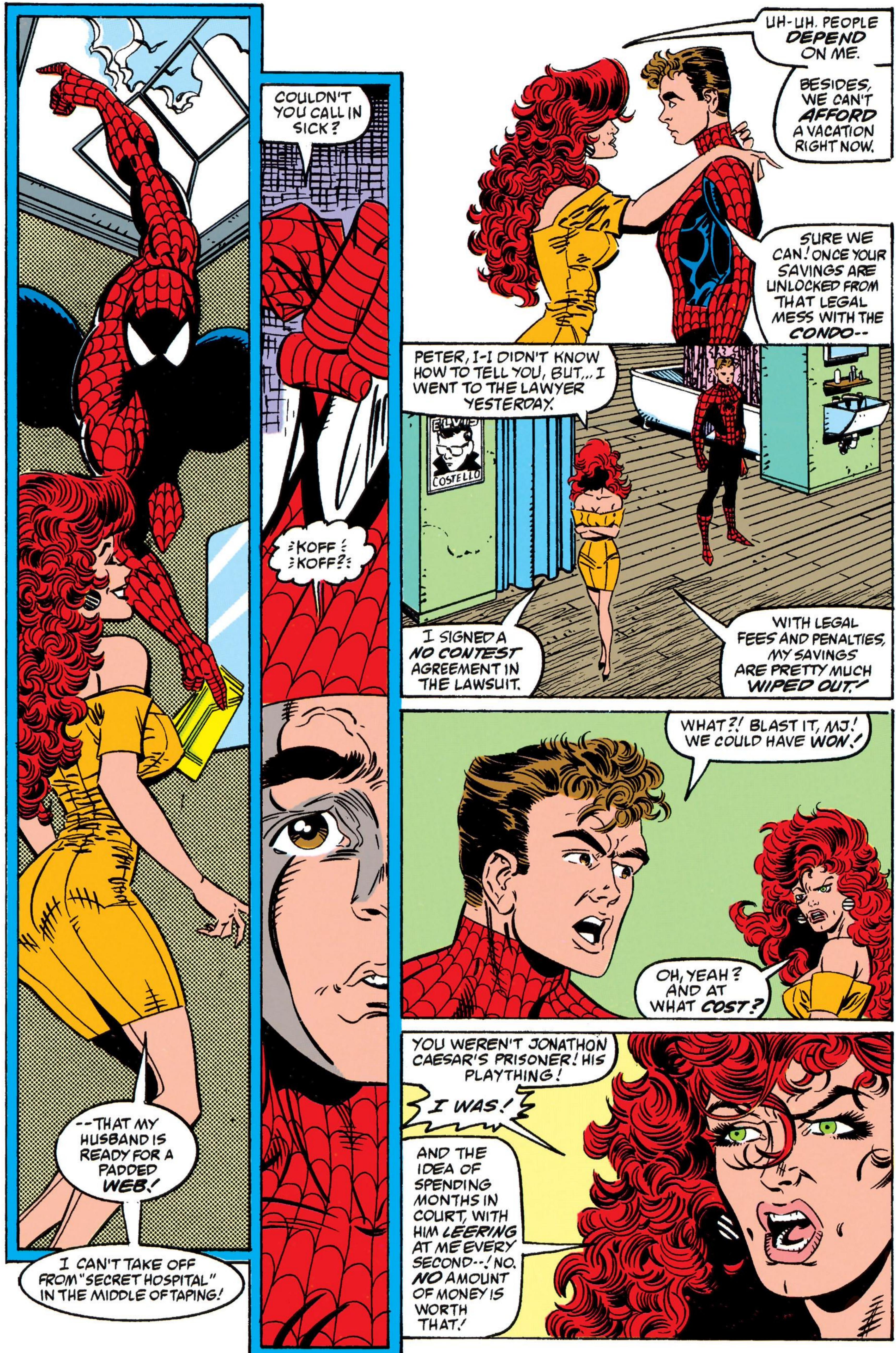
BROCK
IS NUTS.

BUT
HE HAS
A STRONG,
IF TWISTED,
SENSE
OF HONOR!

...INNOCENT.
I WOULD NEVER
HARM HER.







I... YEAH. YOU'RE
RIGHT, OF COURSE.

SOMETIMES
I'M ABOUT AS
SENSITIVE AS
A POTHOLE!

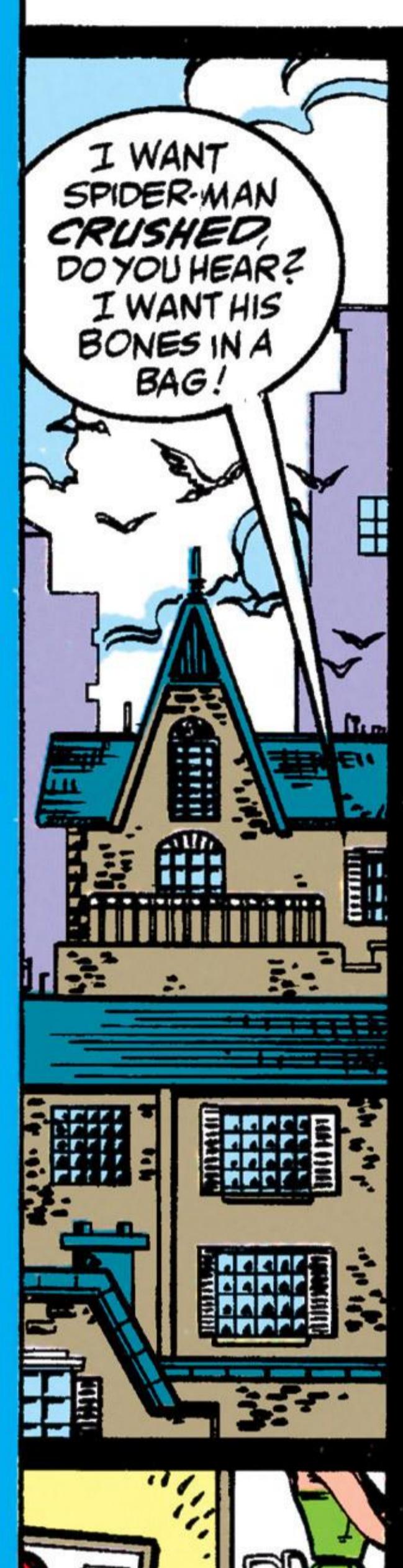
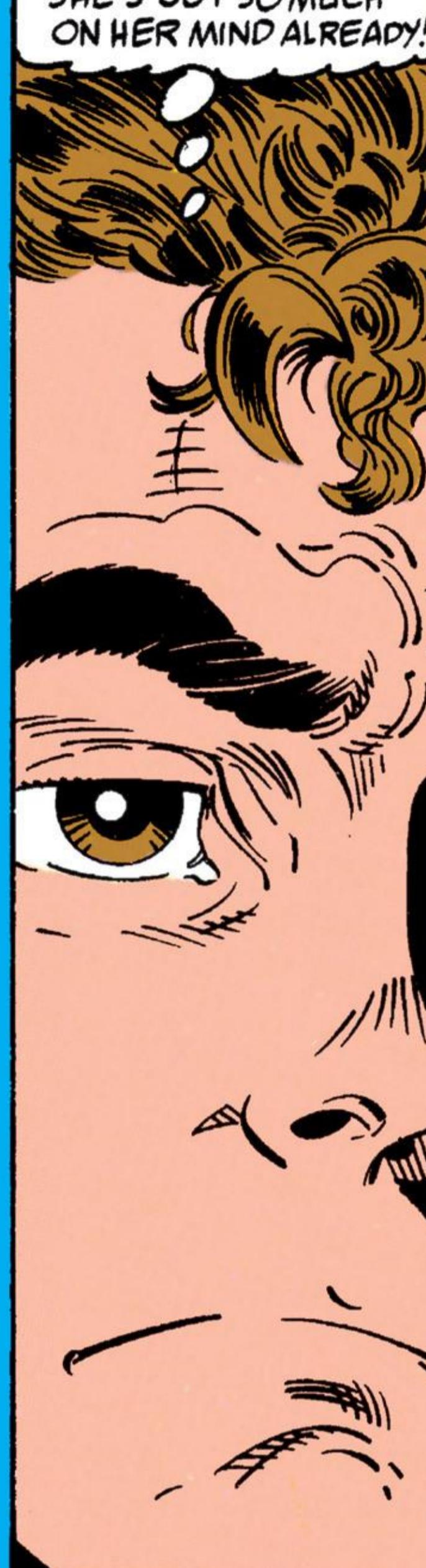
I WANTED TO PROTECT
MARY JANE FROM
VENOM, BUT NOW I
DON'T EVEN WANT TO
TELL HER ABOUT HIM!
SHE'S GOT SO MUCH
ON HER MIND ALREADY!

I'LL TAKE THE TICKETS
BACK FOR A REFUND.
AND DON'T WORRY,
SWEETHEART.

THE BEDFORD
TOWERS.

EVERYTHING
WILL BE FINE.

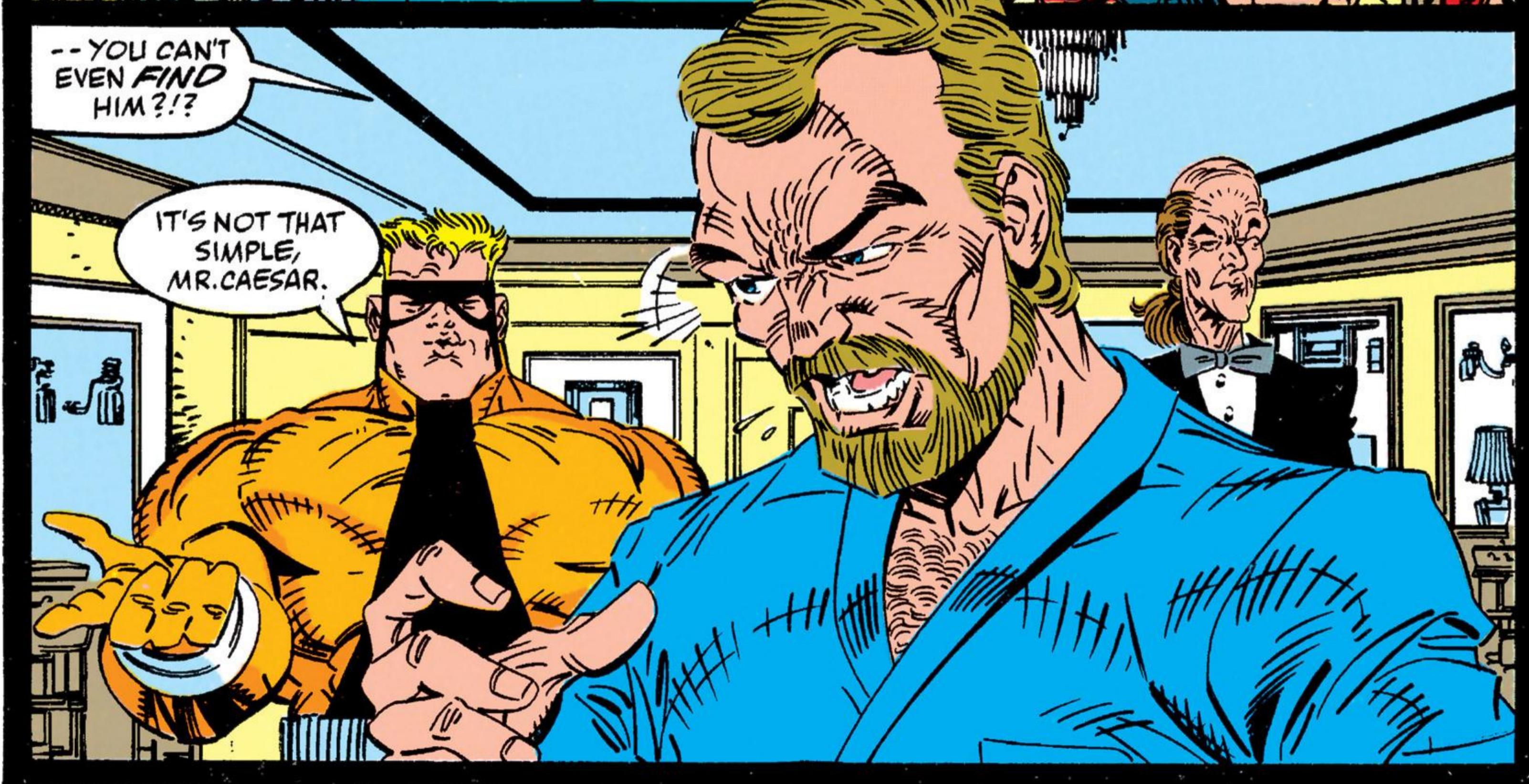
I WANT
SPIDER-MAN
CRUSHED,
DO YOU HEAR?
I WANT HIS
BONES IN A
BAG!



HE INTERFERED WITH MY
OBTAINING THE MOST PRECIOUS
CREATURE ON EARTH! AND NOW
YOU TELL ME --

-- YOU CAN'T
EVEN FIND
HIM?!?

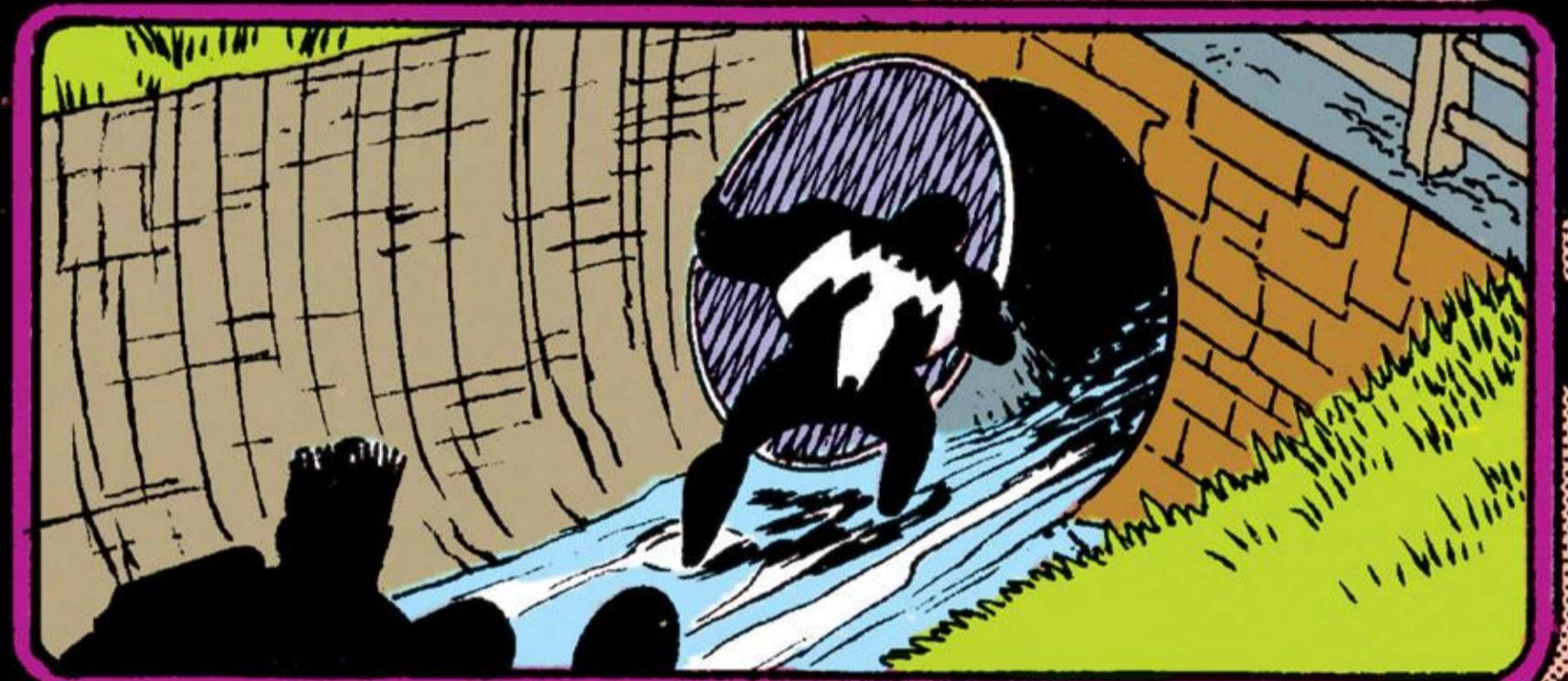
IT'S NOT THAT
SIMPLE,
MR. CAESAR.



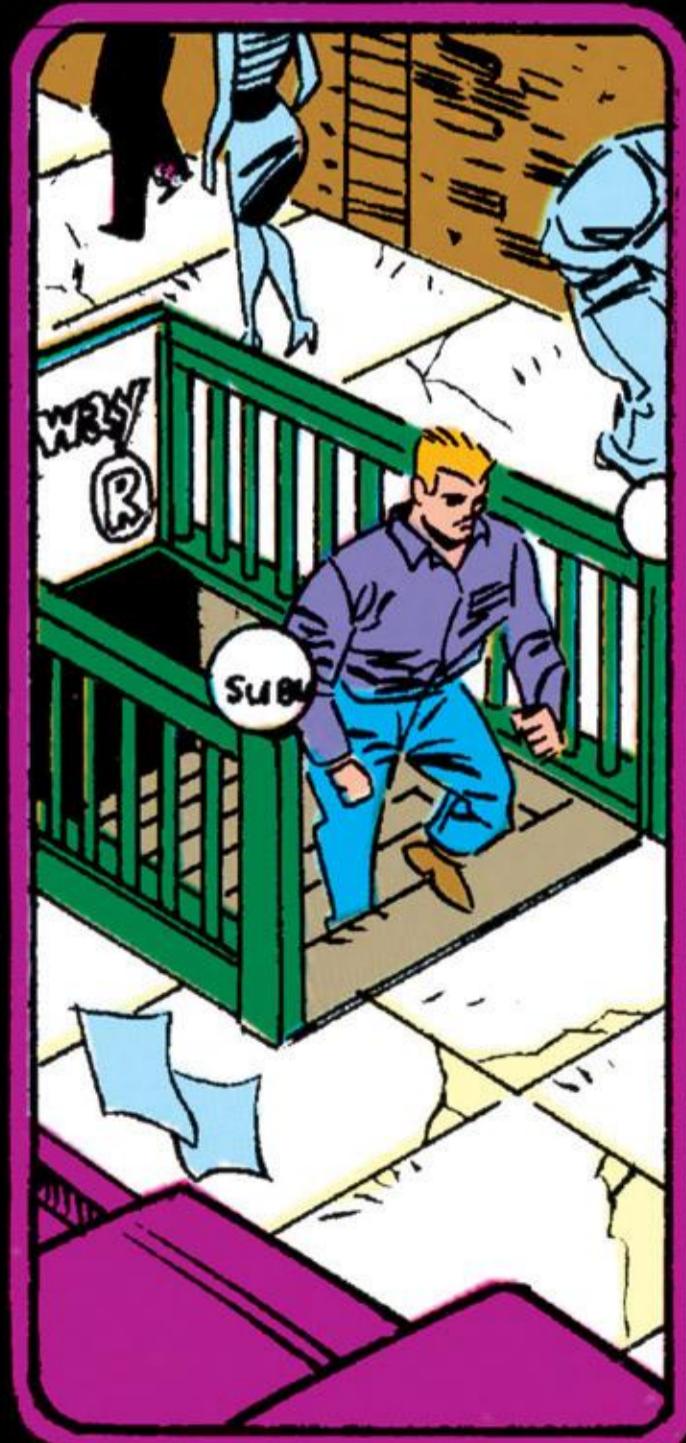
WE REACHED CENTRAL PARK JUST AS THE FIGHT BETWEEN SPIDER-MAN AND VENOM WAS ENDING. FROM EXPERIENCE, WE KNEW THAT FOLLOWING SPIDER-MAN WOULD BE FUTILE -- HE ALWAYS SEEMS TO KNOW WHEN SOMEONE'S TAILING HIM.

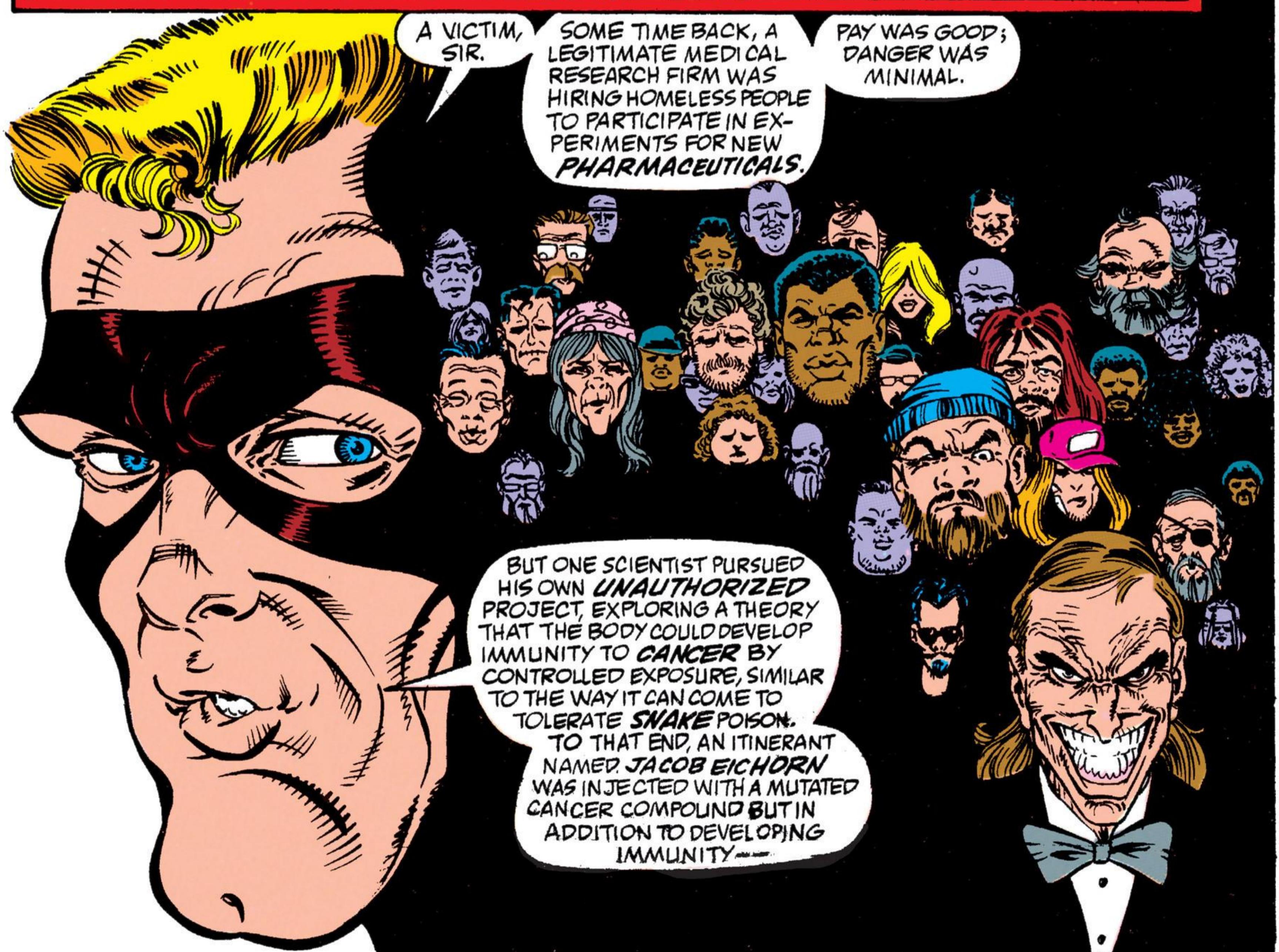
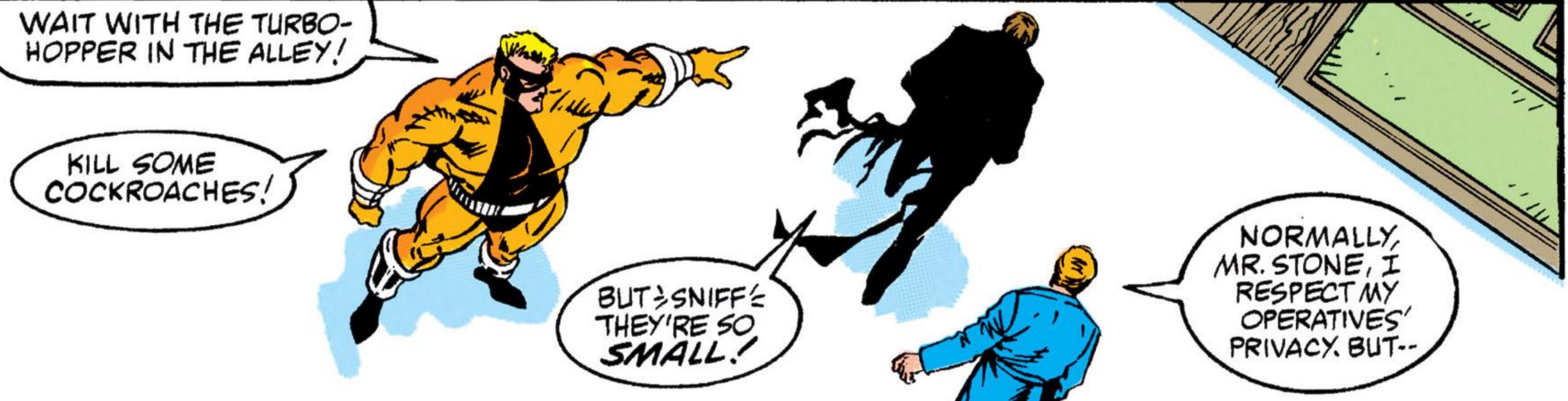
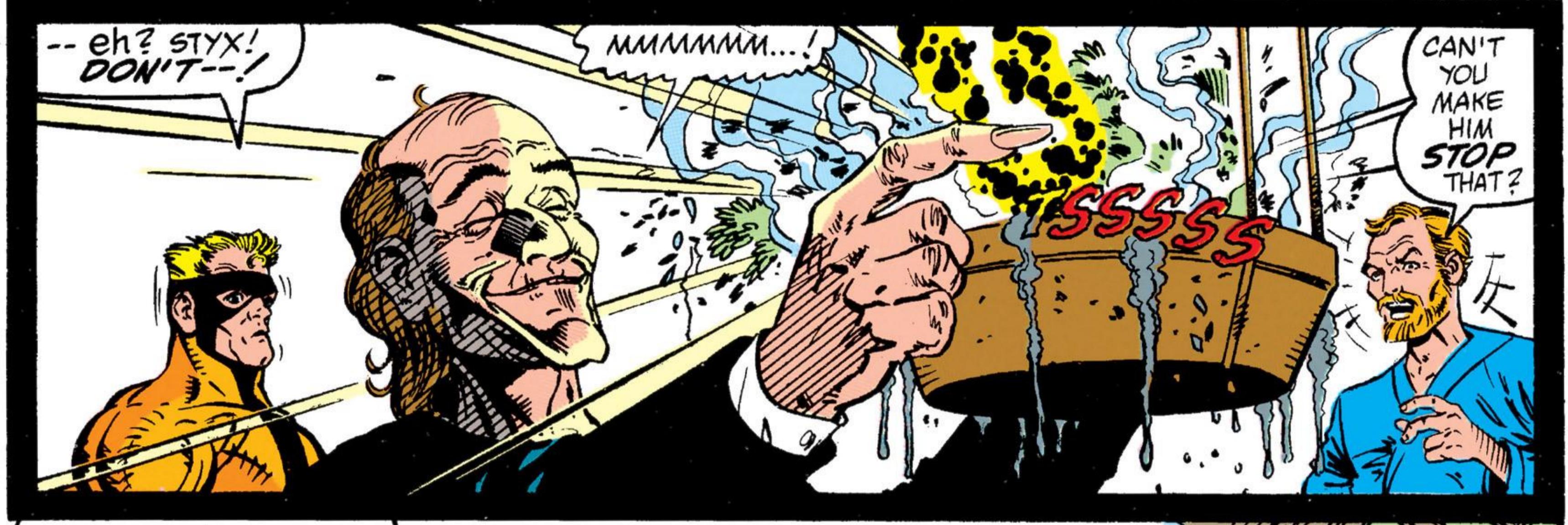


SO WE CHOSE TO SHADOW VENOM INSTEAD, THINKING THAT HIS APPARENT HATRED FOR THE WEBSLINGER WOULD EVENTUALLY BRING THE TWO TOGETHER AGAIN.



BUT WE LOST HIM IN A MAZE OF ABANDONED SUBWAY TUNNELS. WE SUSPECT HE HAS OTHER MODES OF EGRESS. PERHAPS EVEN SOME WAY TO DISGUISE HIMSELF. BUT--





-- HE BECAME A LIVING
CANCER HIMSELF ABLE
TO ROT AND KILL ORGANIC
MATTER BY MERE TOUCH!

IT ALSO AFFECTED HIS
STABILITY. HE TOOK THE
NAME "STYX"--

-- AFTER THE MYTHICAL PASSAGE TO
HADES. NOW, HE LIVES FOR DEATH. IT'S
THE ONLY THING THAT BRINGS HIM
PLEASURE.

AND
RELEASE.

BUT WHY DO
YOU HELP
HIM?

HE...

...DID
SOMETHING
FOR ME
ONCE.

FEH! I DESPISE
RIDDLES!

JUST GO BACK AND
WATCH THAT TUNNEL!
SOMETHING IS **BOUNDED**
TO HAPPEN!

PROBABLY. BUT
UNTIL THEN...

DO I CHANCE IT?
THAT'S THE GYM
WHERE FLASH
THOMPSON
HOLDS HIS
BOXING CLASSES.

STILL, I HAVE
TO GET ADVICE
FROM SOMEONE.
AND MARY JANE IS
TOO CLOSE TO
THINGS.

THAT'S GREAT, ROSCOE!
DO IT RIGHT, AND YOUR
OPPONENT WILL HIT THE
CANVAS EVERY TIME!
JUST REMEMBER--

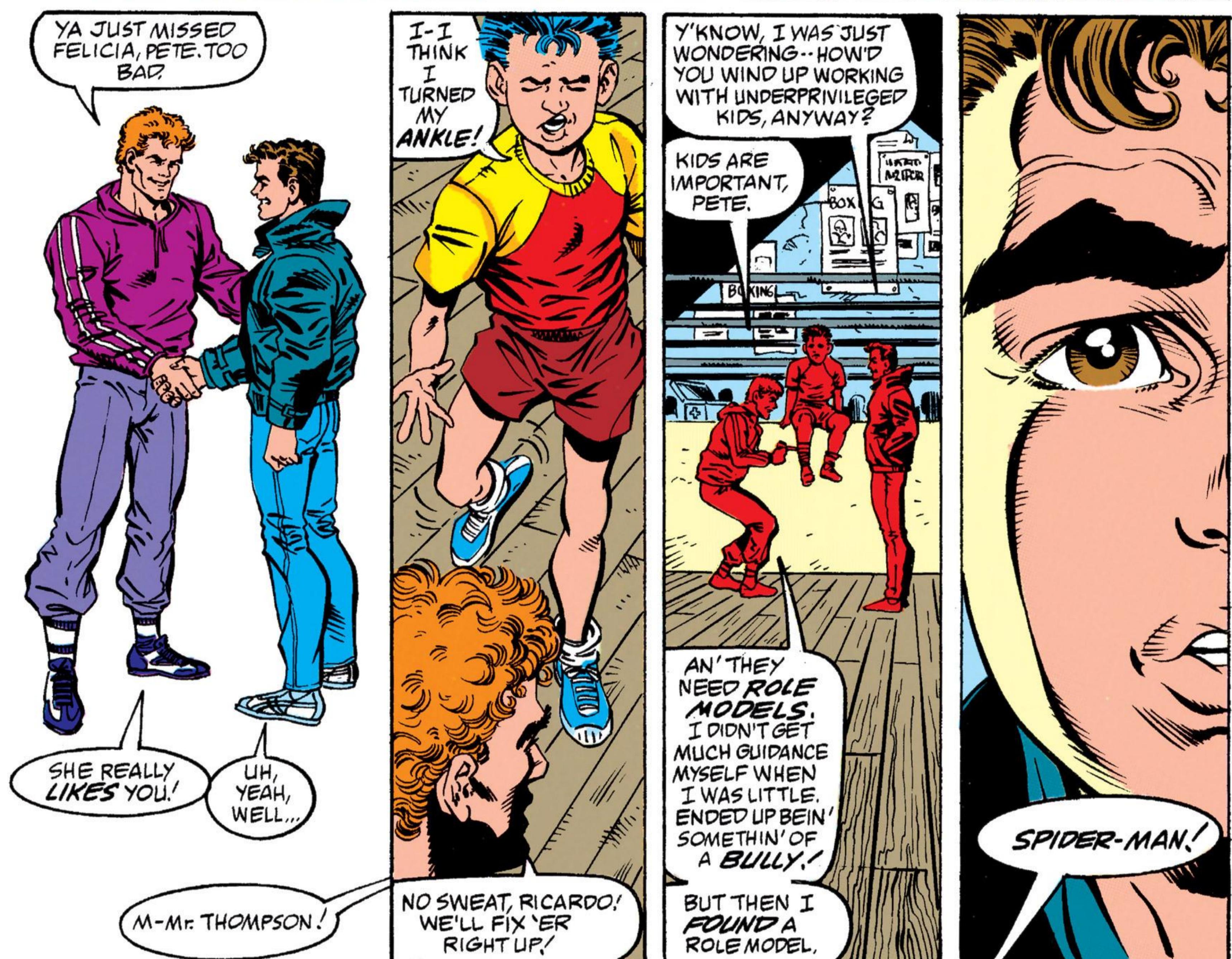
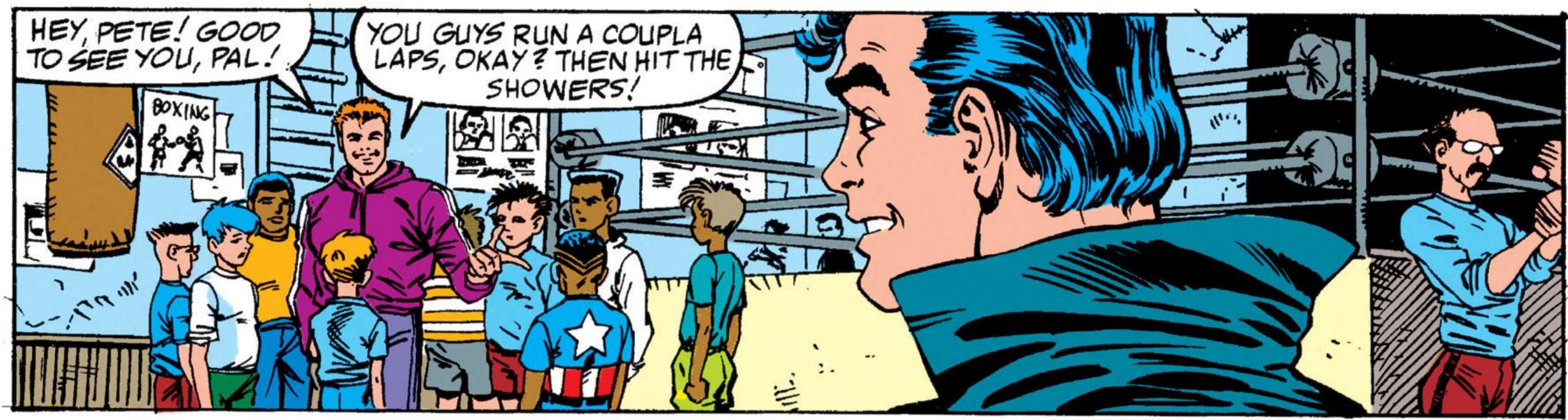
BUT WHAT IF
FELICIA'S
THERE? SHE'S
USING FLASH--

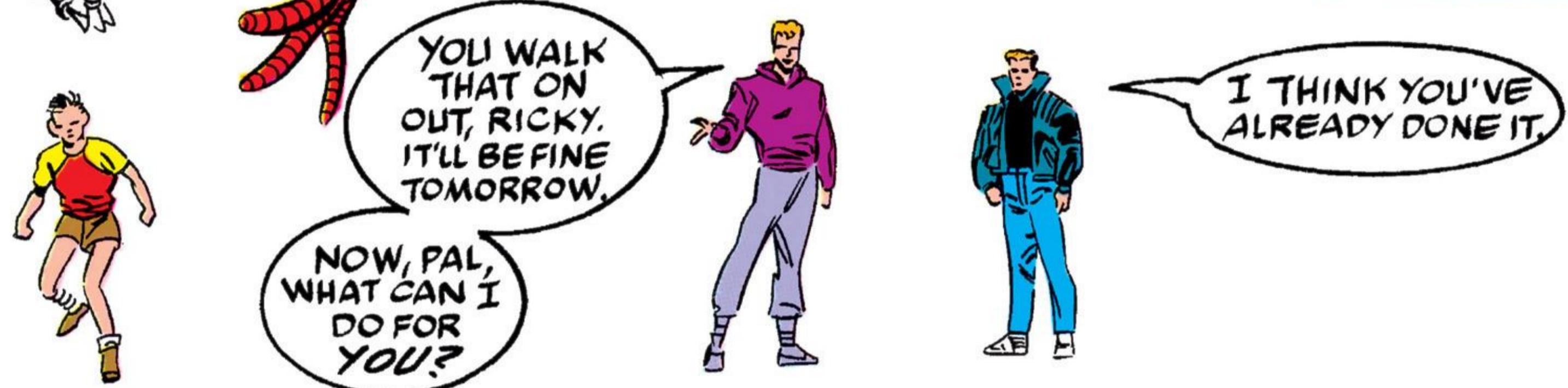
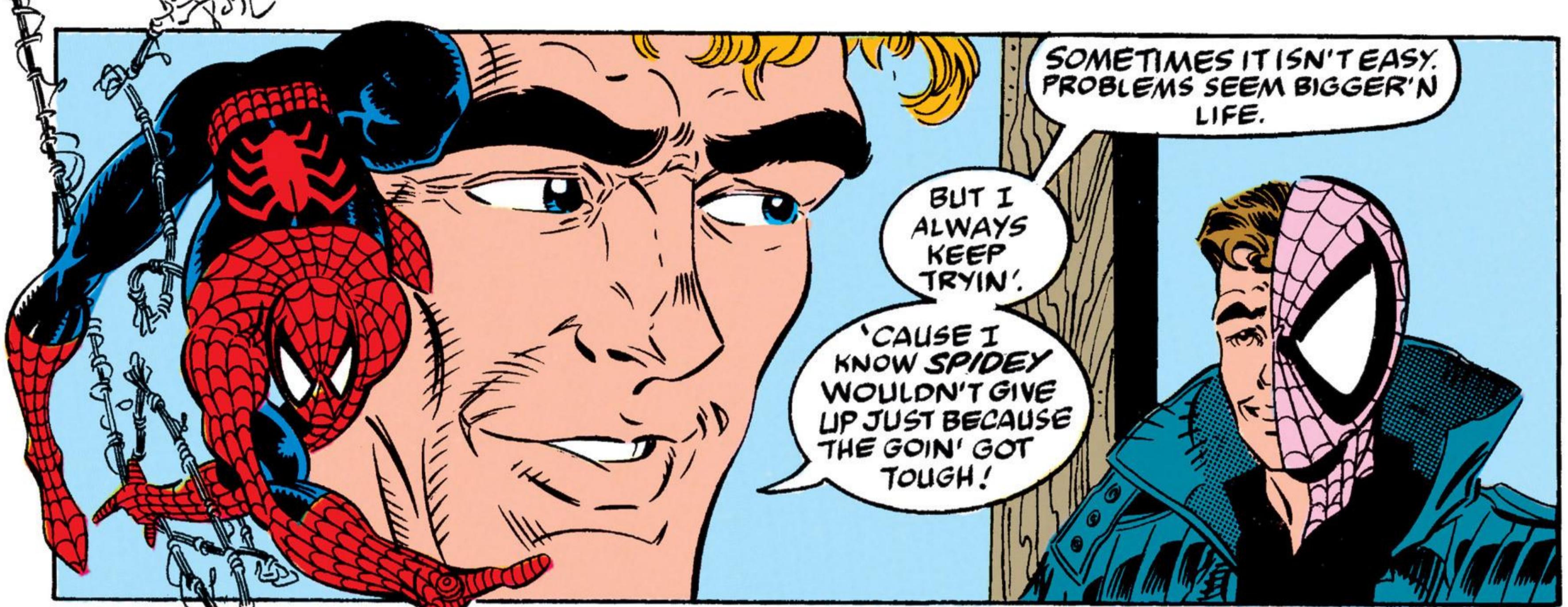
FLASH IS
MY OLDEST
BUDDY.

IT'S
WORTH
THE
RISK.

NEVER
HIT HIM ONCE
HE'S DOWN!

-- TRYING
TO GET BACK
AT ME FOR
REJECTING
HER. RUNNING
INTO 'LICIA'S
THE LAST
THING I
NEED!







REMEMBER I
CAN'T DEPEND
ON MY
SPIDER-
SENSE!

RELYING
ON IT OUT
OF HABIT HAS
GIVEN VENOM
AN
ADVANTAGE
IN THE PAST!

YEAH,
LIKE HE
DOESN'T
HAVE
ENOUGH
OF AN
EDGE--

--ALREADY!

WELCOME TO
CASA VENOM,
BE IT EVER SO
HUMBLE...

...FILTHY...

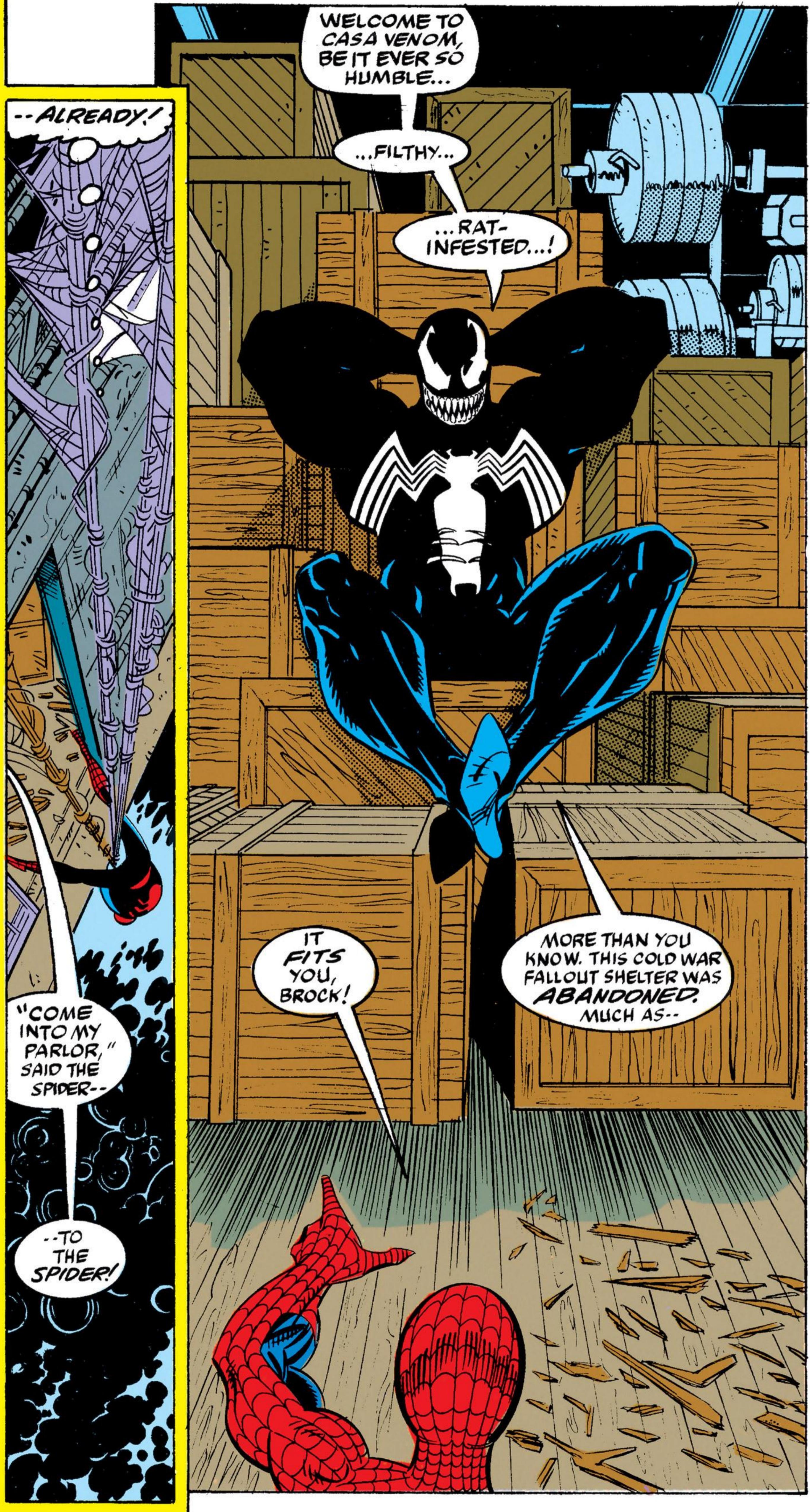
...RAT-
INFESTED...!

"COME
INTO MY
PARLOR,"
SAID THE
SPIDER--

--TO
THE
SPIDER!

IT
FITS
YOU,
BROCK!

MORE THAN YOU
KNOW. THIS COLD WAR
FALLOUT SHELTER WAS
ABANDONED.
MUCH AS--



-- WE WERE! I, WHEN MY JOURNALISTIC CAREER WAS DESTROYED! AND MY OTHER-WORLDLY COMRADE--

-- SLEEVE? SENT SOME OF THE ALIEN'S SUBSTANCE ALONG THE FLOOR, HIDING IT IN THE SHADOWS! TRIED TO AMBUSH ME--

-- WHEN IT WAS SPURNED BY THE HUMAN IT HAD ORIGINALLY JOINED!

-- LIKE HE DID ON THAT LONG ISLAND BEACH! *

THE SOURCE OF PAIN IN BOTH INSTANCES BEING--

...YOU!

*IN ISSUE
317. -- J.S.

BUT A WEBLINE,
JUDICIOUSLY APPLIED
TO THOSE BARBELLS!



THWIP

