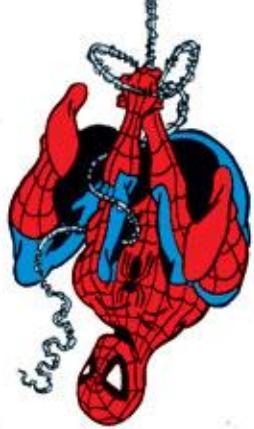


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THE WORLD'S GREATEST COMIC MAGAZINE!

HEY!

the AMAZING SPIDER-MAN®

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APPROVED
BY THE
COMICS
CODE
C
AUTHORITY

HAS **VENOM**
BECOME
KINDER AND
GENTLER?

READ OUR
LIPS, SPIDEY--
NO WAY!

McFARLANE
UP

AT THE FOREST HILLS BOARDING
HOUSE OWNED AND RUN BY MAY
PARKER--

-- HER YOUNG NEPHEW,
PETER, HAS A PRACTICAL
THOUGHT...

GOTTA
ACT
NORMAL! OOO



OKAY, SO EDDIE BROCK ESCAPED
FROM PRISON! SO THE LIVING COSTUME
HE WEARS GIVES HIM INCREDIBLE
POWER AS VENOM!

HE STILL DOESN'T
KNOW WHERE I LIVE,
AND THAT SHOULD
GIVE ME TIME TO
FIGURE A WAY OUT
OF THIS MESS!

SO HE
KNOWS I'M
SPIDER-MAN
AND HAS SWORN
TO KILL ME!

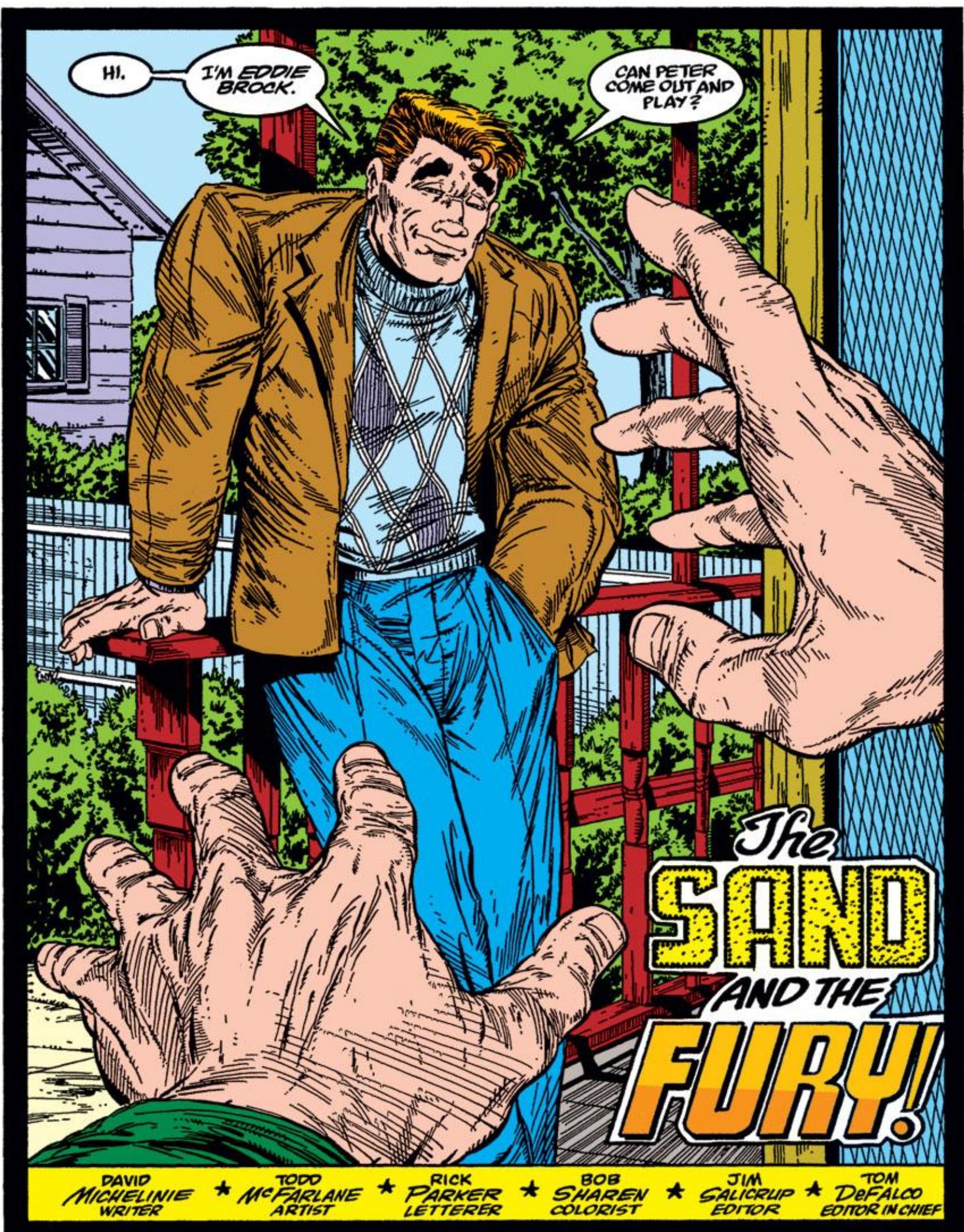
TILL THEN I'VE GOT TO
ACT LIKE NOTHING'S WRONG,
SO I WON'T WORRY AUNT
MAY. THAT'S WHY I
AGREED TO GO SHOPPING
WITH HER THIS MORNING.

I CAN THINK
ABOUT BROCK
ON THE WAY.

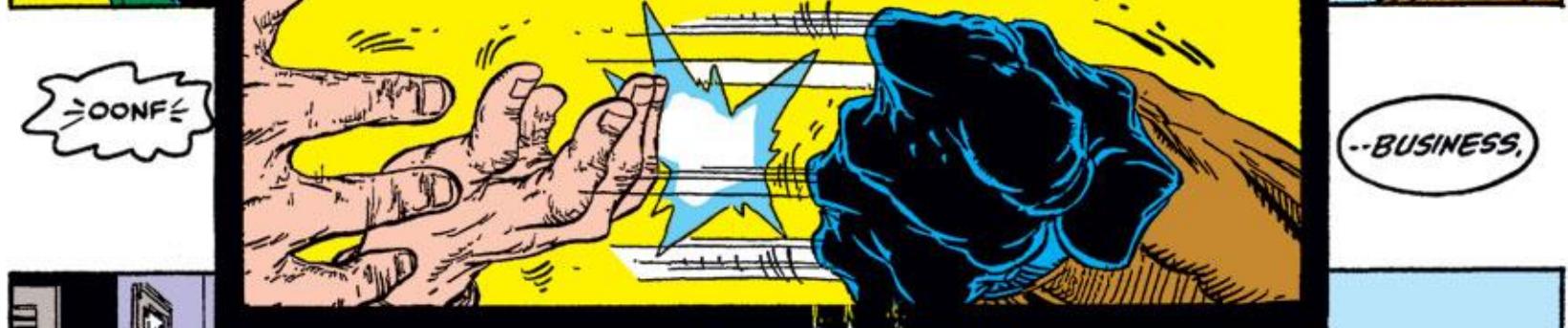
AFTER YOU, PRETTY
LADY. CAN'T KEEP
THOSE SALES CLERKS
WAITING, YOU--

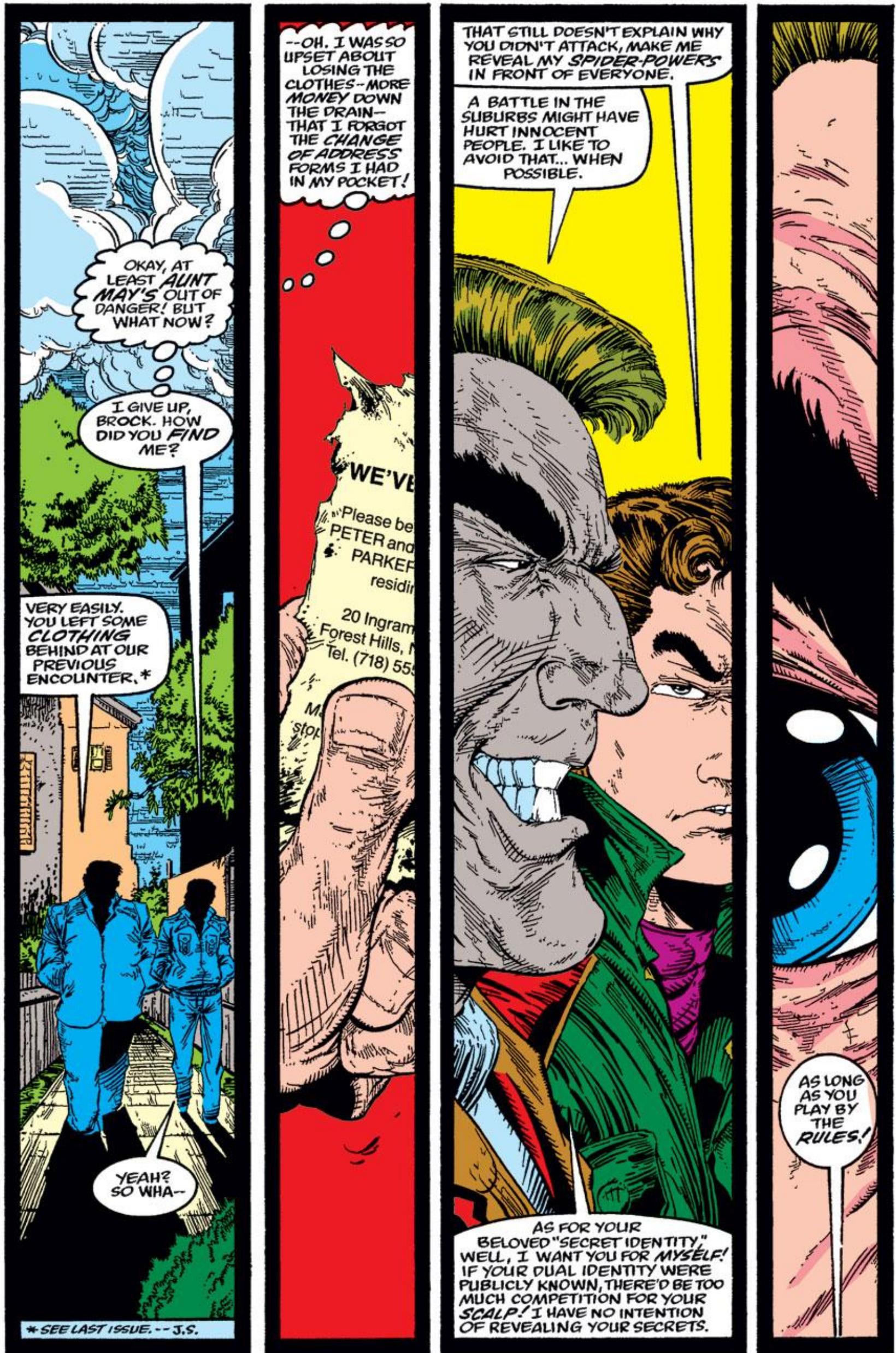
--NO!

STAN LEE PRESENTS: THE AMAZING SPIDER-MAN®



DAVID MICHELINIE * TODD McFARLANE * RICK PARKER * BOB SHAREN * JIM SALICRUP * TOM DeFALCO
WRITER ARTIST LETTERER COLORIST EDITOR EDITOR IN CHIEF





*SEE LAST ISSUE. -- J.S.

AS FOR YOUR
BELOVED "SECRET IDENTITY."
WELL, I WANT YOU FOR MYSELF!
IF YOUR DUAL IDENTITY WERE
PUBLICLY KNOWN, THERE'D BE TOO
MUCH COMPETITION FOR YOUR
SCALP! I HAVE NO INTENTION
OF REVEALING YOUR SECRETS.

AND JUST WHAT DO YOU HAVE IN MIND?

IN THE YEARS I SPENT AS A REPORTER FOR THE DAILY GLOBE-- BEFORE YOU DESTROYED MY CAREER BY PROVING ONE OF MY BEST STORIES TO BE UNTRUE-- I LEARNED A LOT OF THINGS.

ONE WAS THAT THE GLOBE'S PUBLISHER HAS AN ESTATE ON LONG ISLAND: SEACREST, ON THE TIP OF MONTAUK.

I WANT YOU TO MEET ME THERE TOMORROW. AT SUNUP THE PLACE IS DESERTED IN WINTER SO...

...WE WON'T BE DISTURBED!

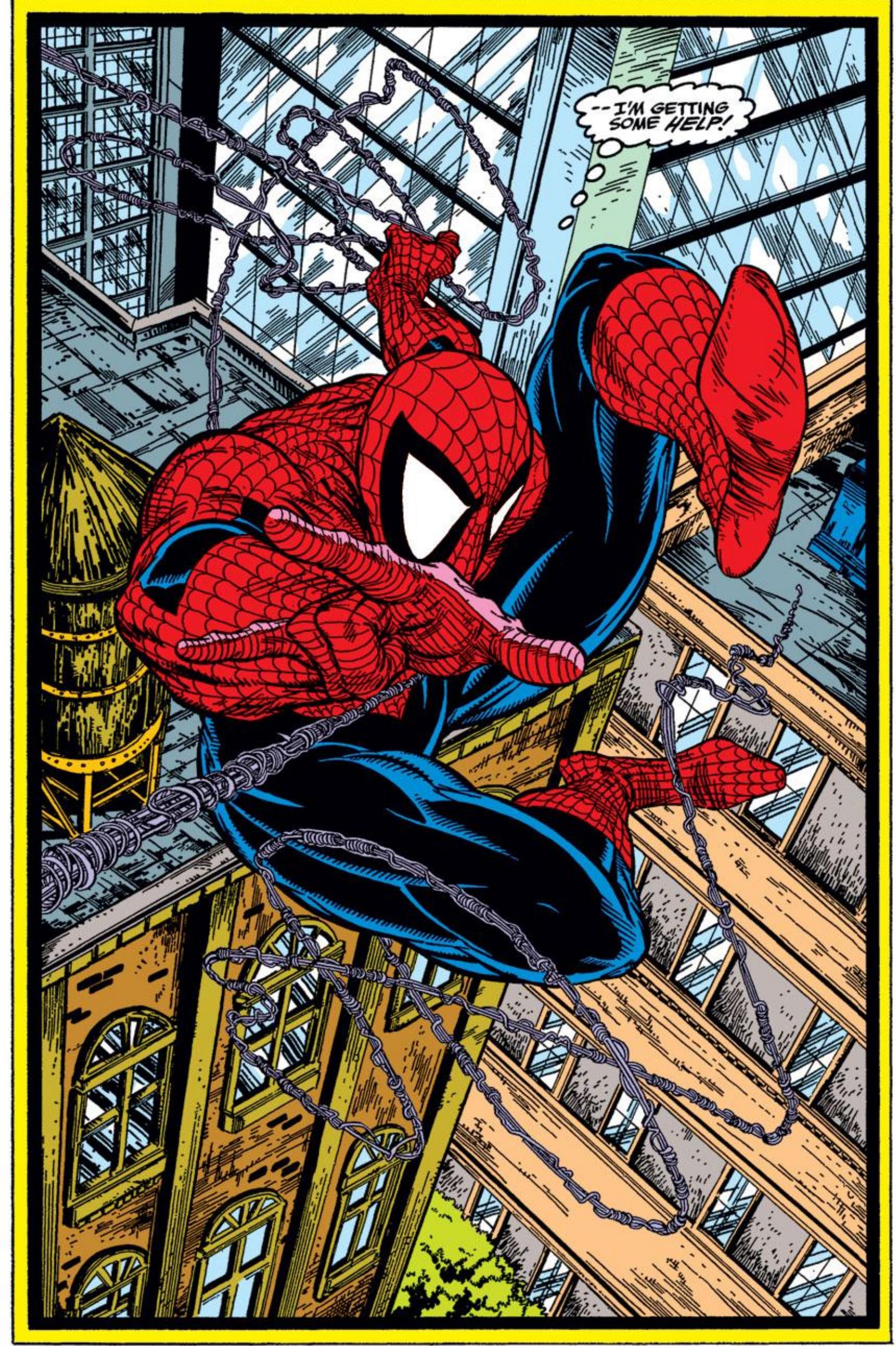
I'LL BE THERE.

YES, SO WILL WE.

"PLAY BY THE RULES"?! RIGHT! AND END UP LIKE THE BRITISH REGULARS DID AGAINST THE MINUTE MEN!

VENOM ALMOST KILLED ME IN OUR LAST BATTLE! AND THIS TIME OUT--



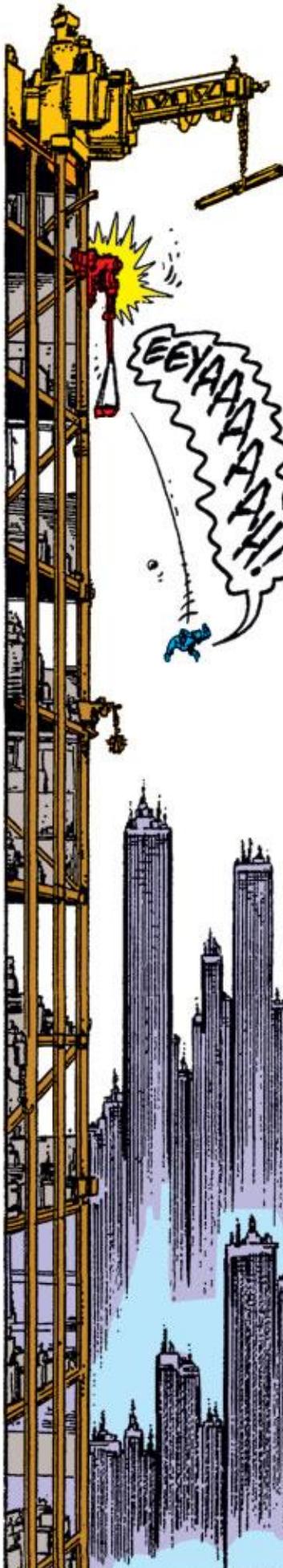


--I'M GETTING
SOME HELP!

MANHATTAN.

MOMENTS
LATER.

A HAPLESS
HARDHAT FALLS
TO HIS DEATH.



NEARLY.

THWIP



WHAT
IS THIS, A
JOKE?

FOUR FREEDOMS PLAZA, HOME OF
THE FANTASTIC FOUR.

LOOK, BEN, AS THE THING, YOU WERE PART OF
THE F.F. WHEN THEY WERE ON THE
BEYONDER'S PLANET! YOU KNOW
THAT'S WHERE THE ALIEN SYMBIOTE
COSTUME CAME FROM, WHERE IT
FIRST TRIED TO MELD WITH ME.

AND YOU KNOW
THAT IT HATES
ME BECAUSE I
REJECTED IT!

NOW
IT'S MELDED
WITH EDDIE
BROCK, WHO
HATES ME ALMOST
AS MUCH! WHEN
THEY BECOME
VENOM, THEY'RE
ONE OF THE
DEADLIEST FOES
I'VE FACED!

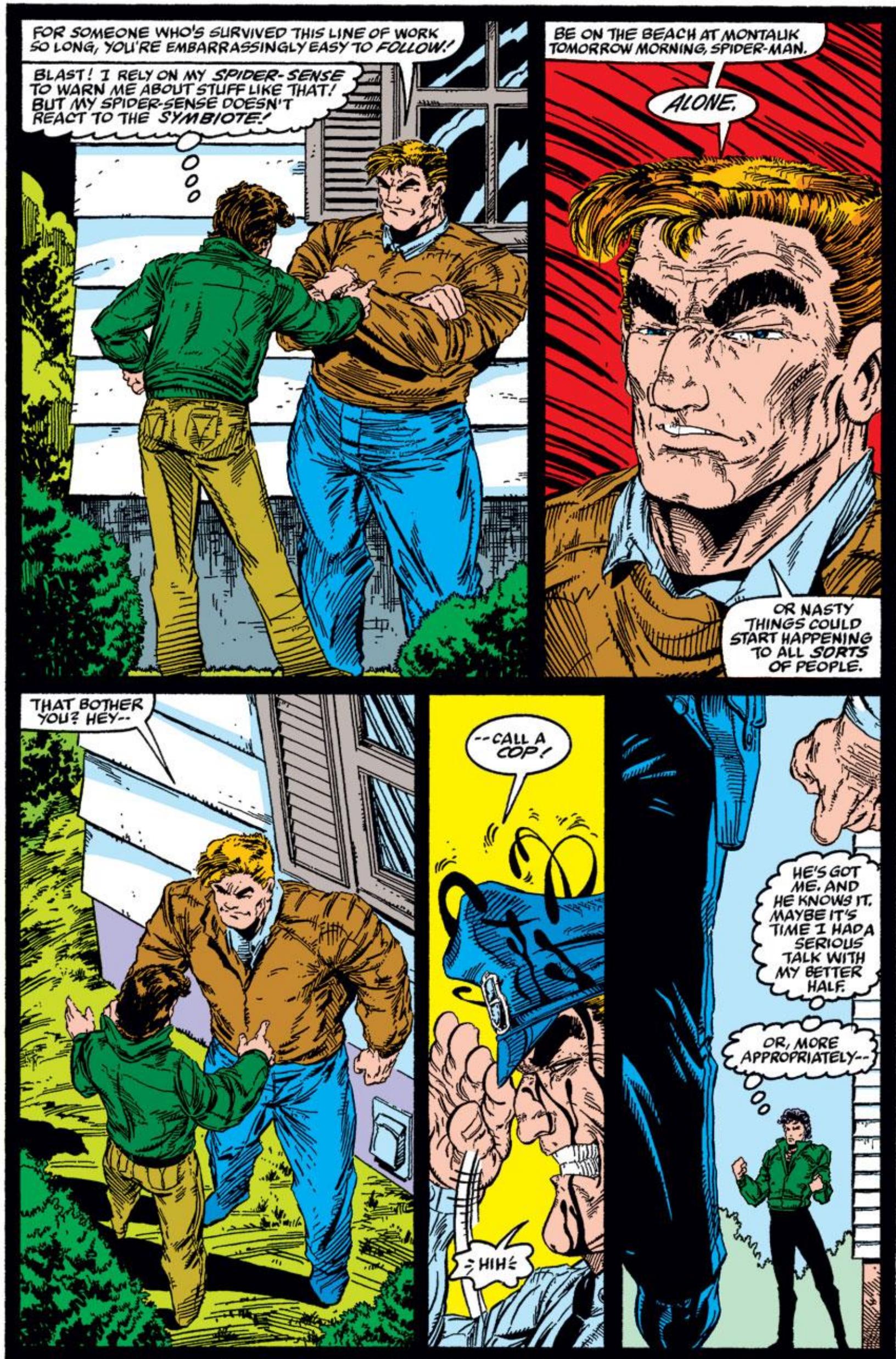
I NEED
HELP!

* THIS STORY
TAKES PLACE
BEFORE THE EVENTS
IN FANTASTIC
FOUR #226--J.S.

THEN YOU
GOT IT!

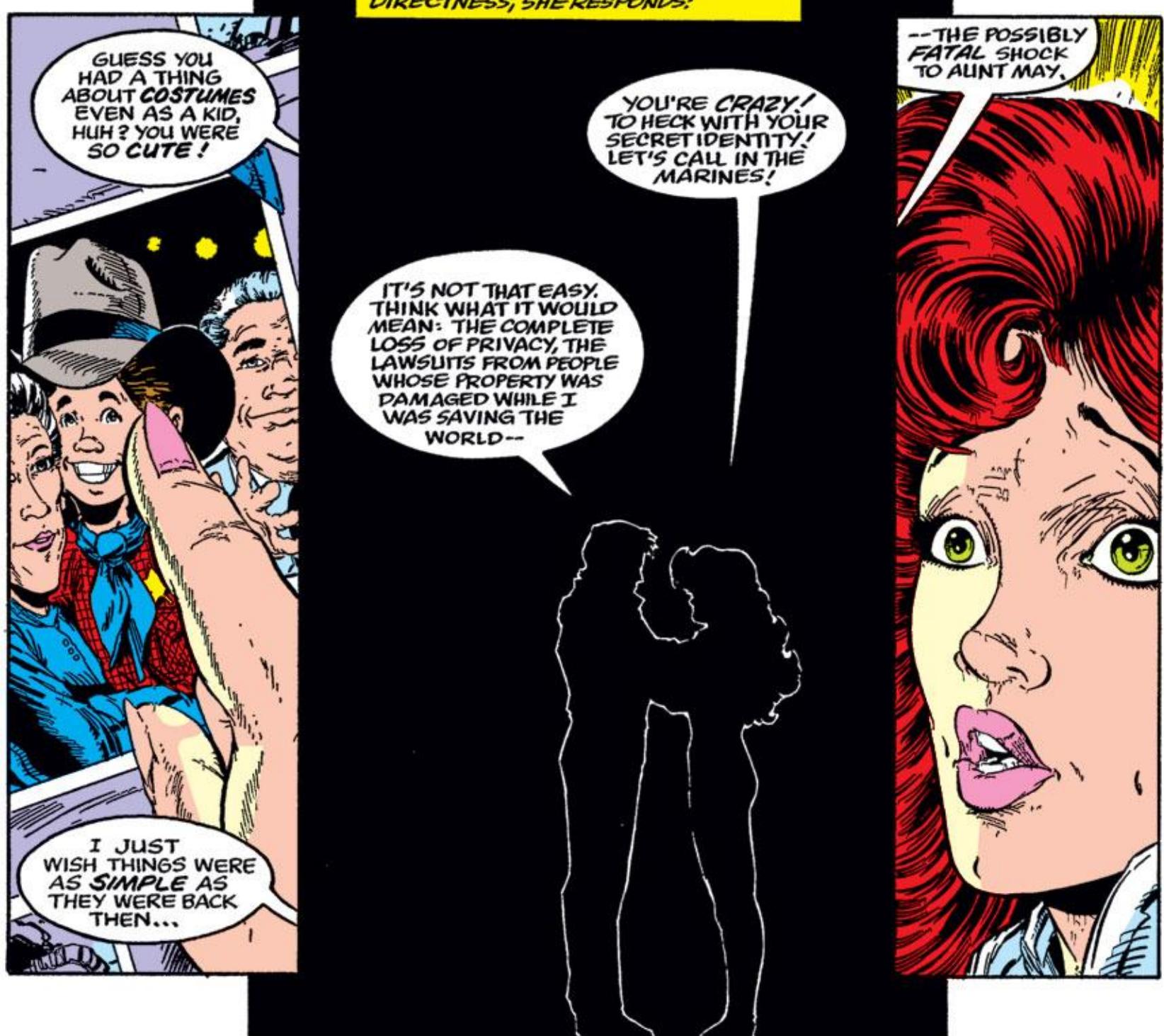
I'LL GATHER THE REST O' THE
TEAM TOGETHER AN' PUT 'EM
ON STANDBY!







IN COLD, CLEAR PROSE, PETER PARKER TELLS HIS WIFE WHAT HE INTENDS TO DO THE NEXT DAY. WITH EQUAL DIRECTNESS, SHE RESPONDS:



BESIDES, SOMETIMES THE ONE THING THAT MAKES BEING SPIDER-MAN BEARABLE IS BEING ABLE TO ESCAPE BACK TO MY RELATIVELY NORMAL LIFE AS PETER PARKER. THAT'S PRECIOUS TO ME. ALMOST AS PRECIOUS AS YOU ARE.

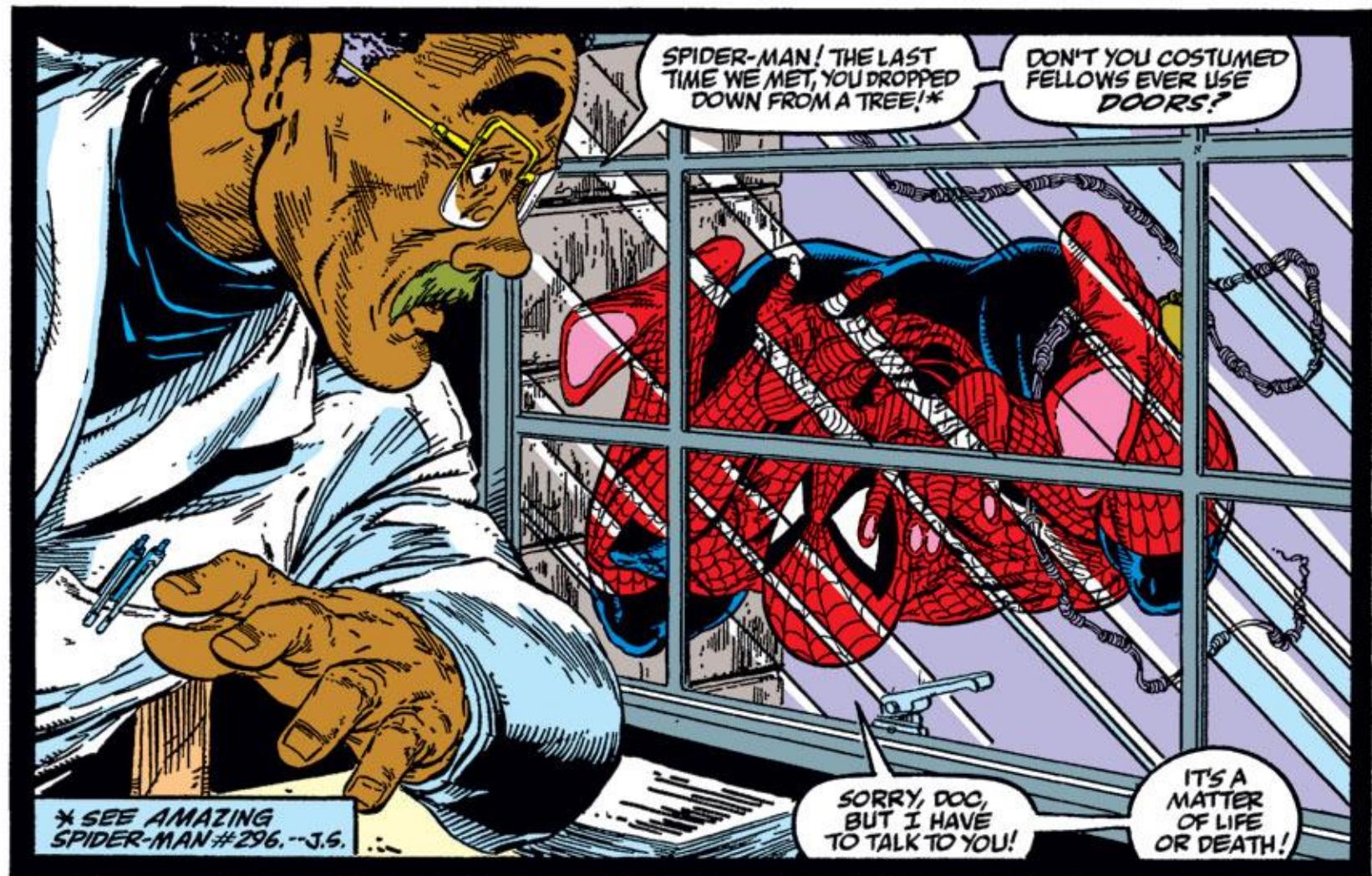
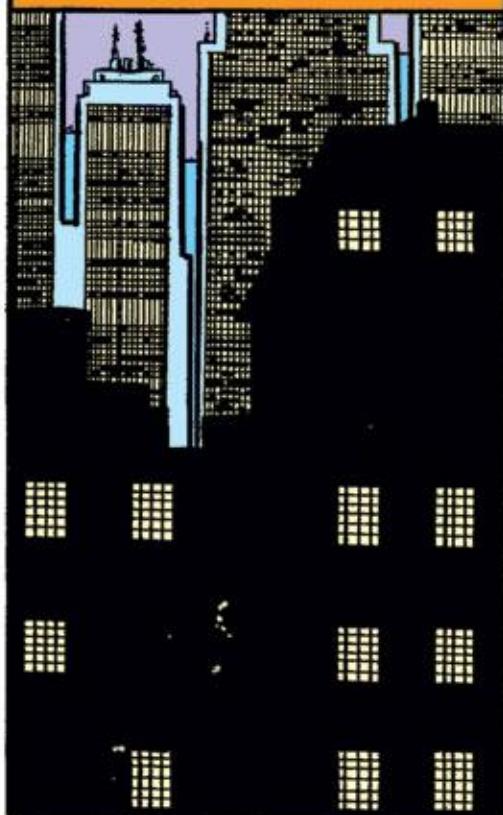
AND YOU'D
BECOME A TARGET
FOR EVERY VENGEFUL
LUNATIC I EVER FOUGHT!

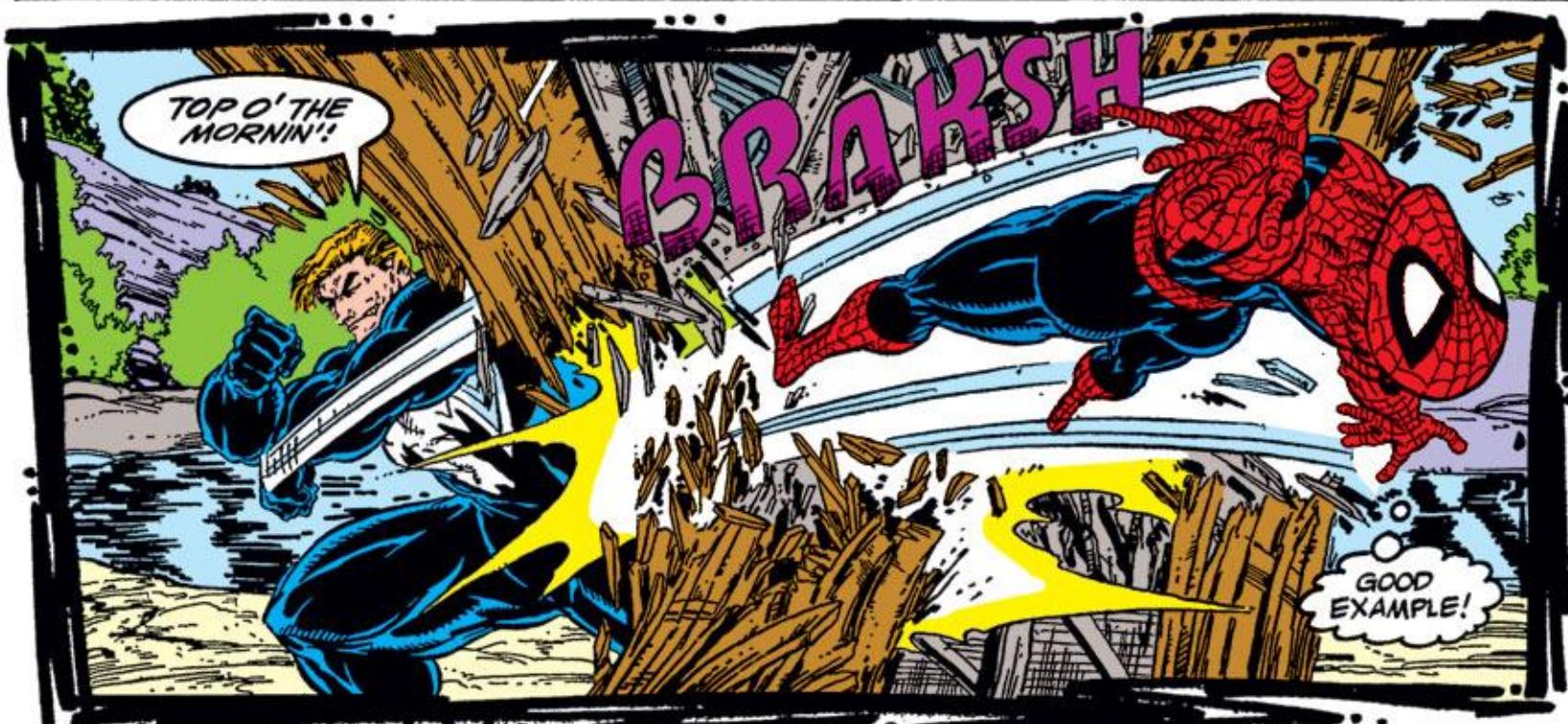
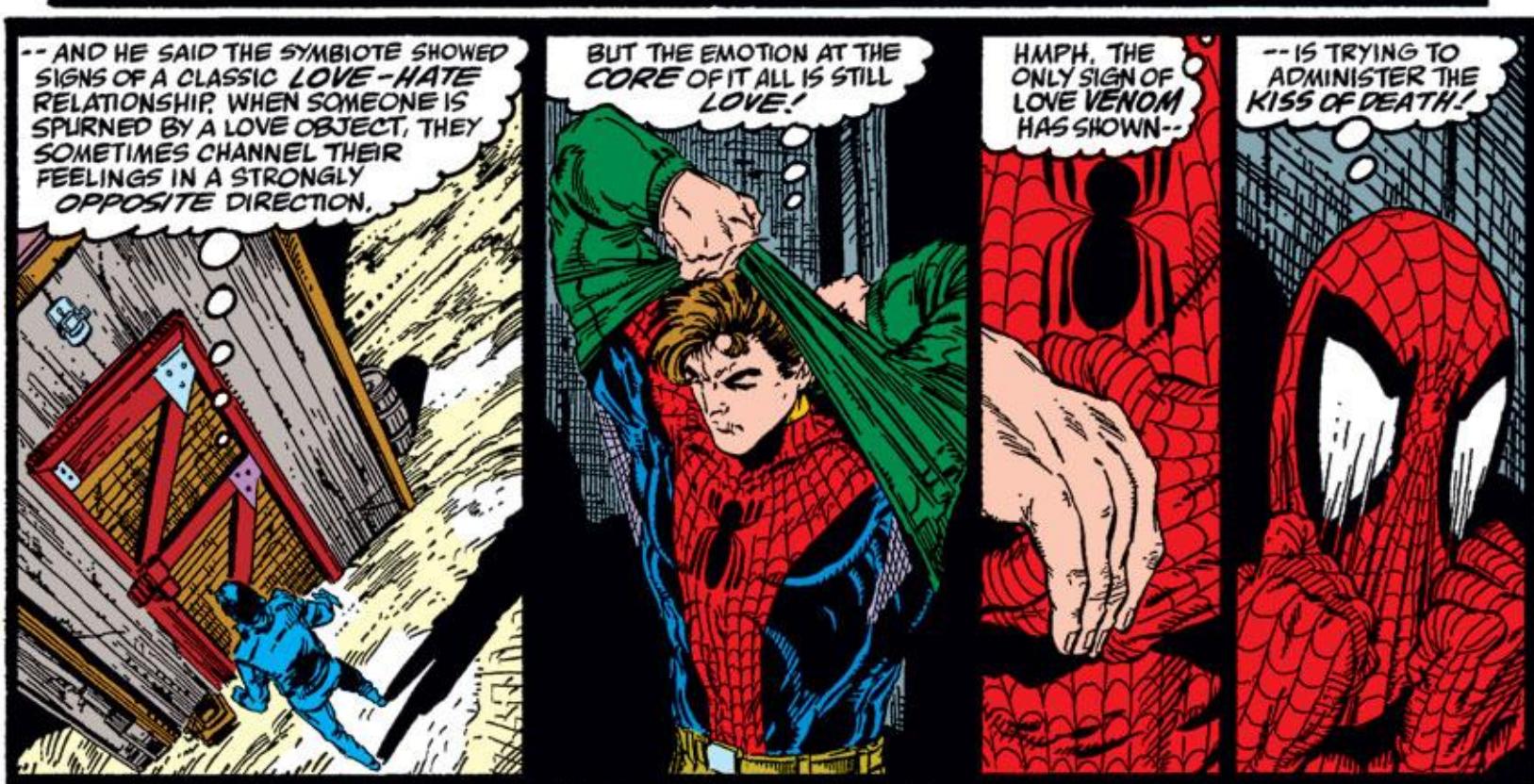
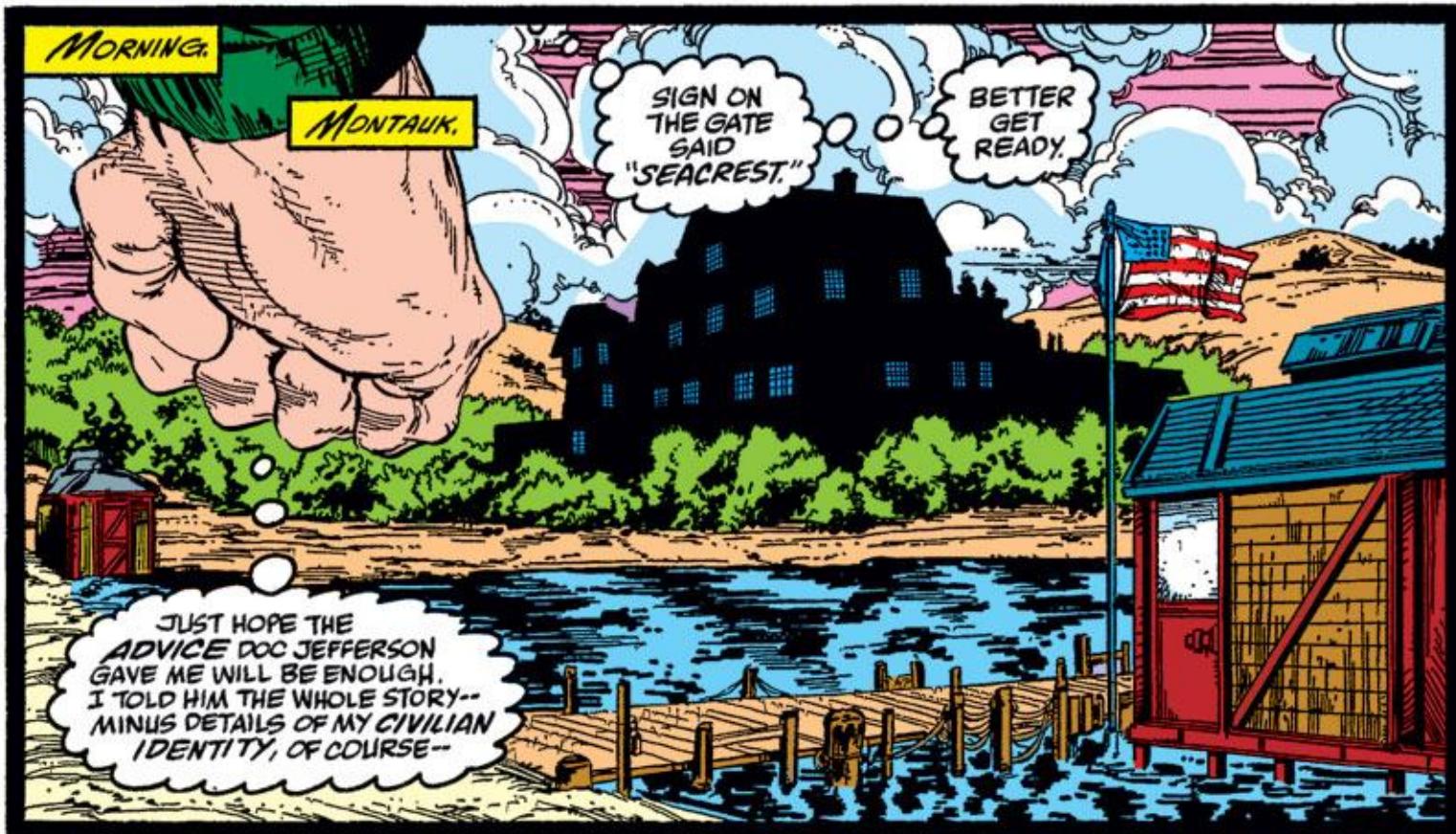
I...I GUESS YOU'RE RIGHT. BUT I'M SO FRIGHTENED FOR YOU! PLEASE, DARLING, GET SOME KIND OF HELP? FOR ME?

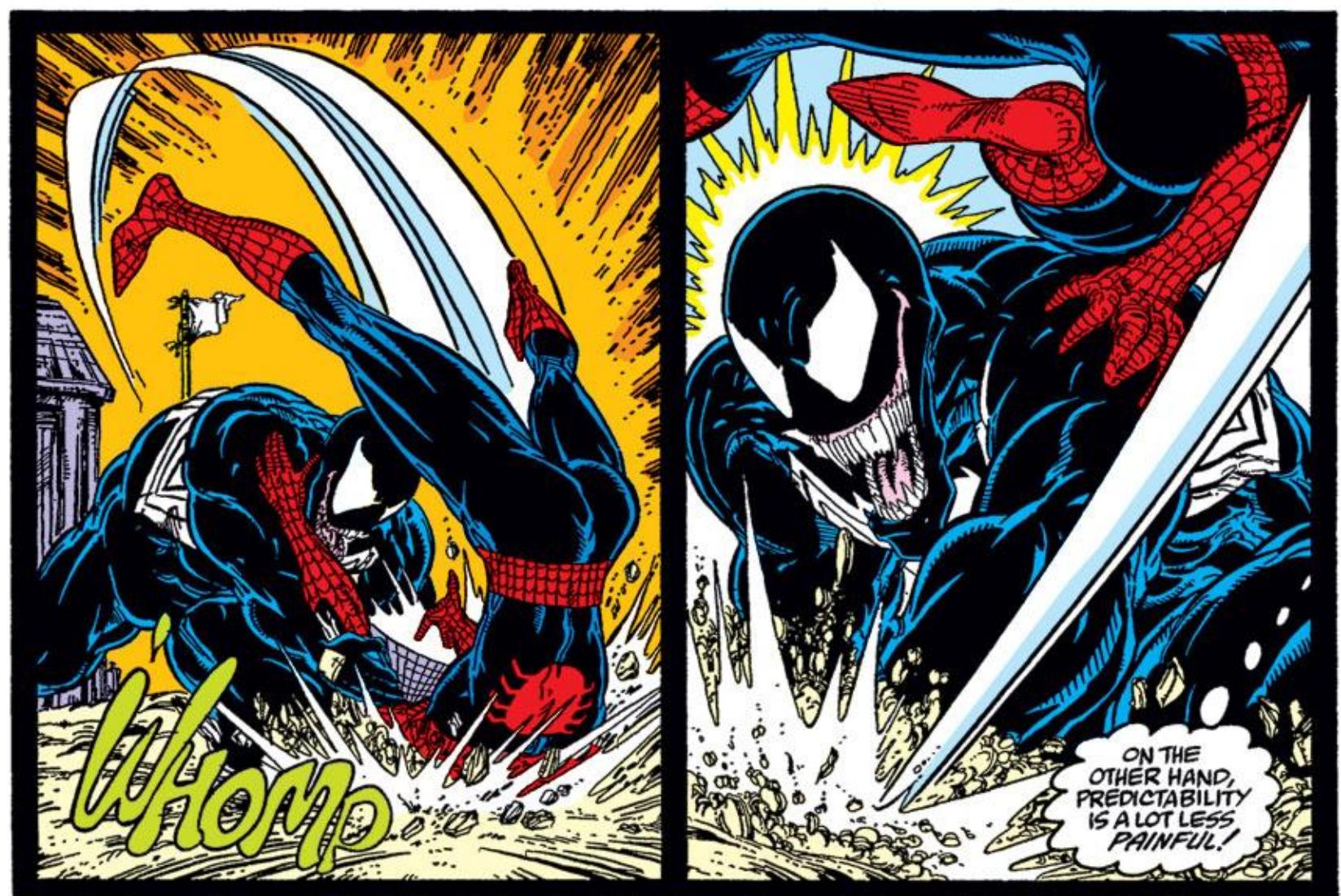
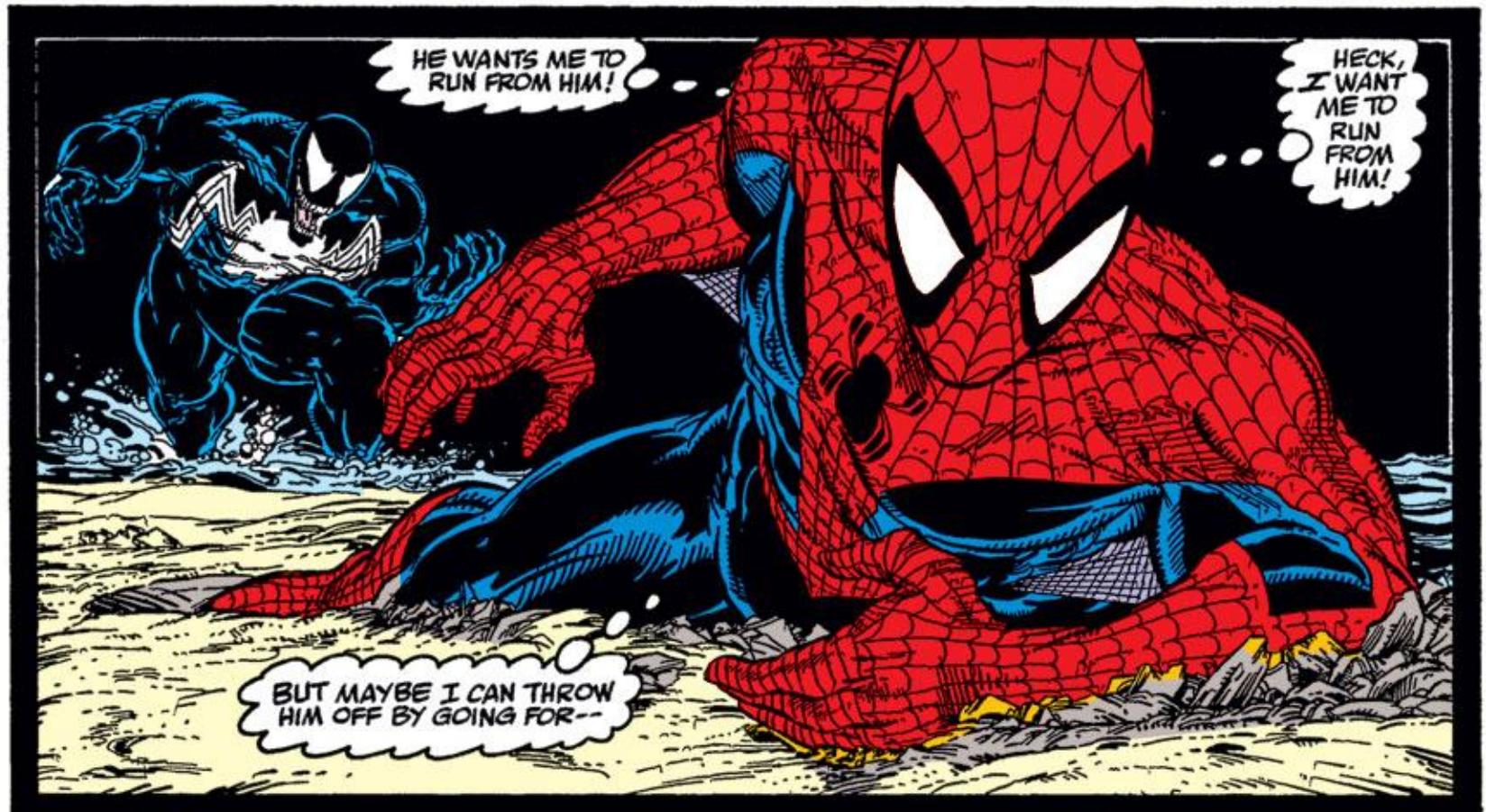
ALL RIGHT,
MJ. FOR YOU.

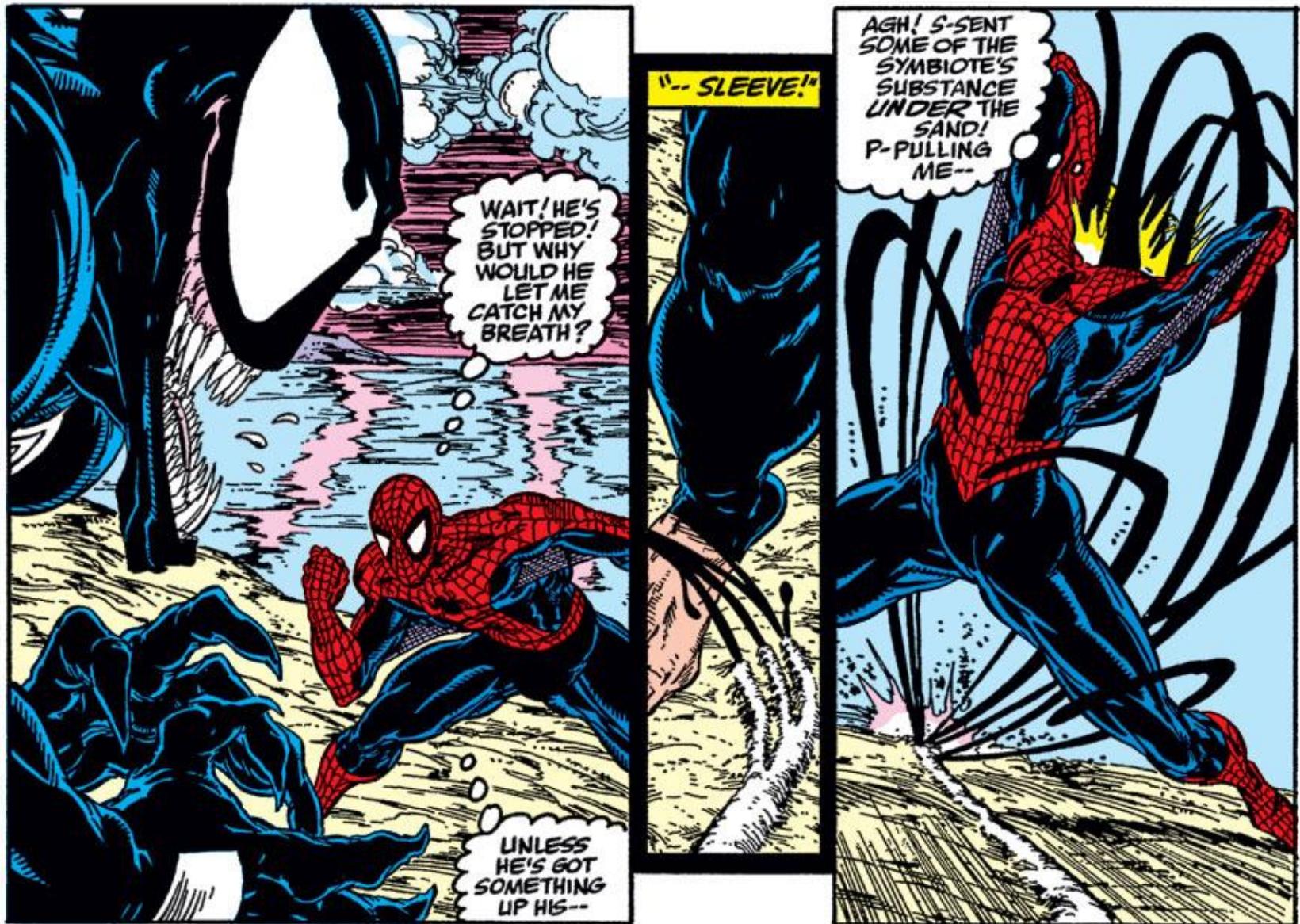
THAT'S GOING TO BE A TOUGH PROMISE TO KEEP.
HOW CAN I GET HELP IN A WAY THAT VENOM WON'T KNOW I'M GETTING IT?!

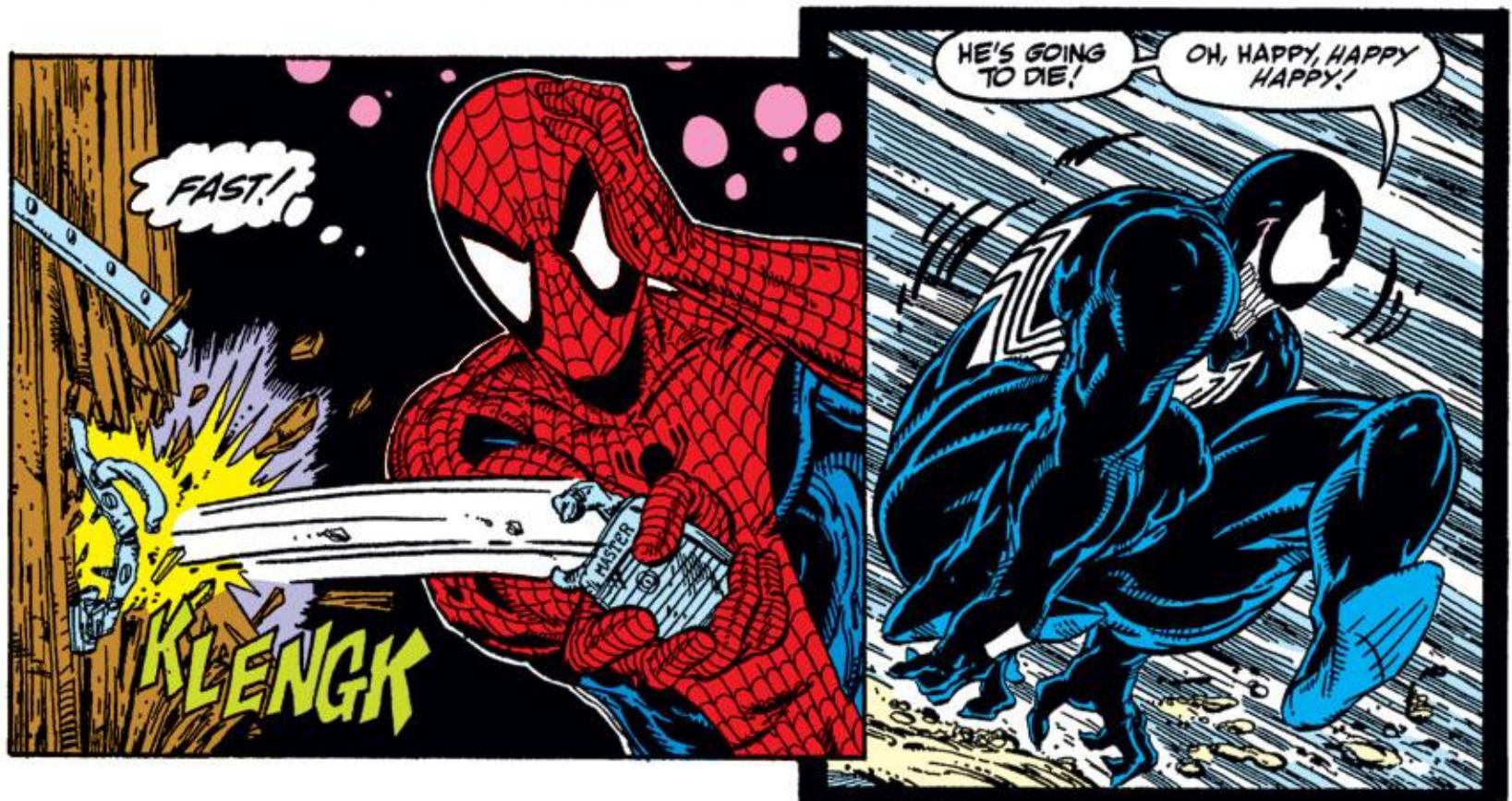
THE SEARCH FOR A SOLUTION
WANDERS THROUGH EVENING,
LEADING AT LAST TO THE
SOUTH BROOKLYN
PSYCHIATRIC FACILITY--

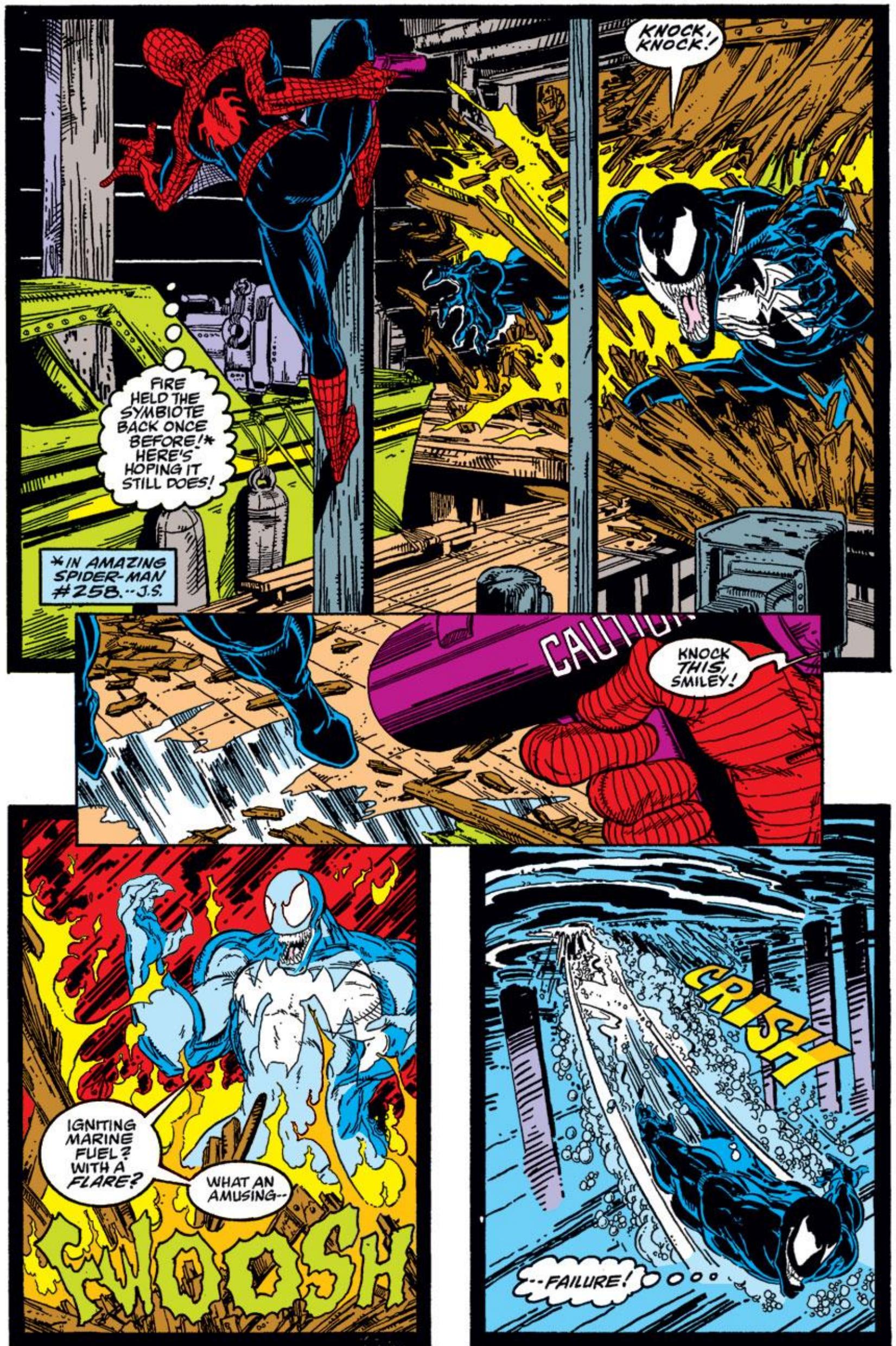


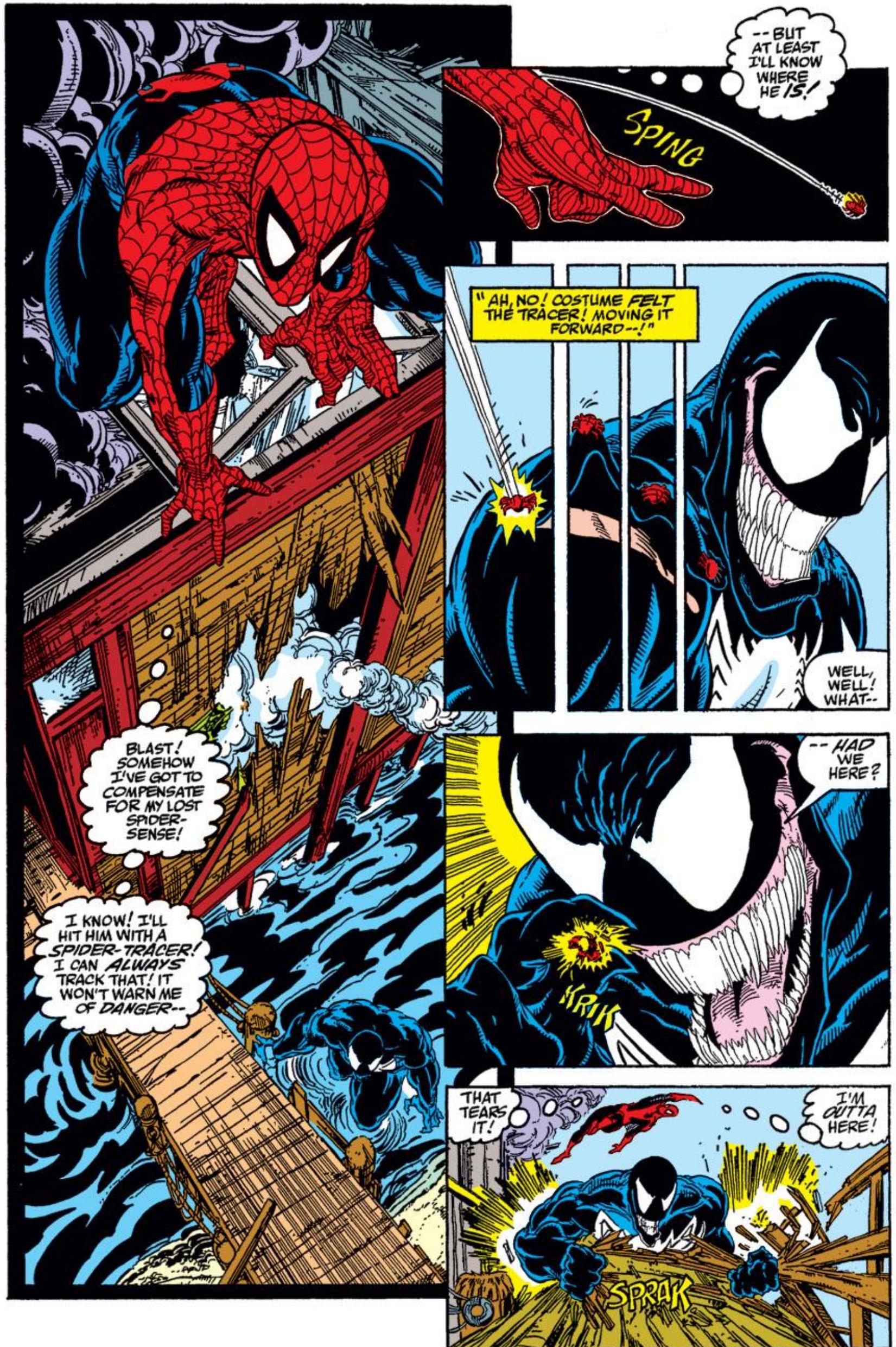




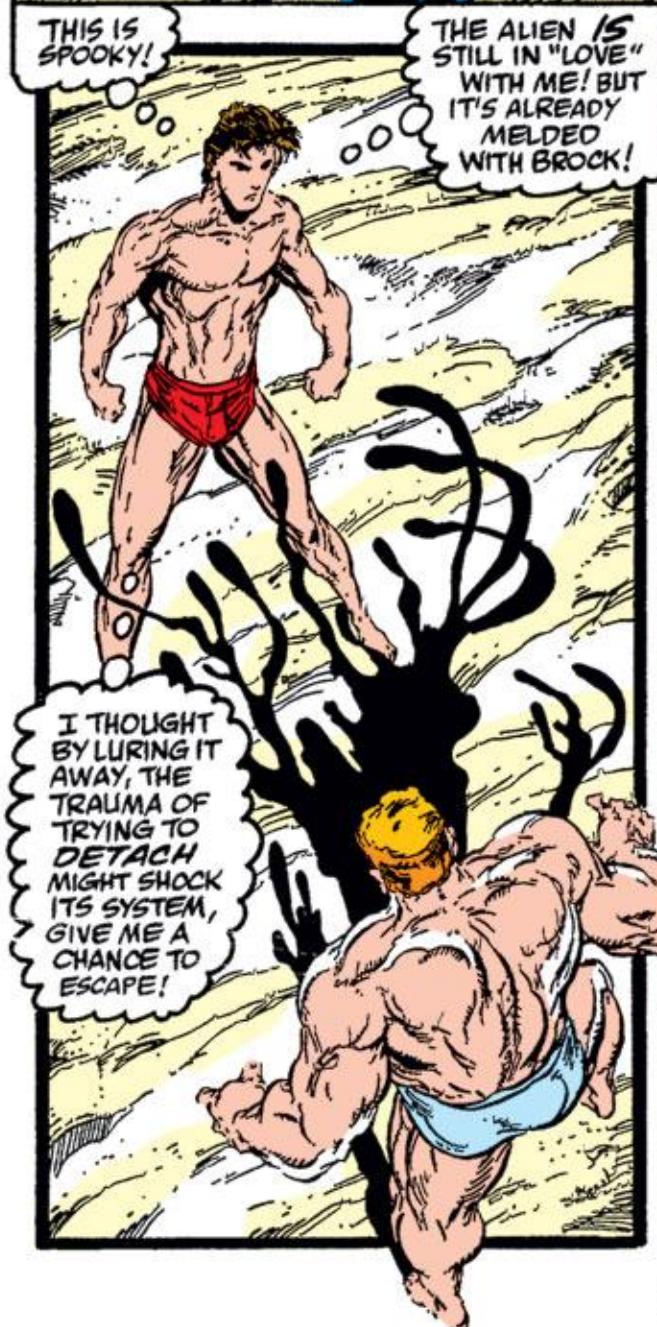


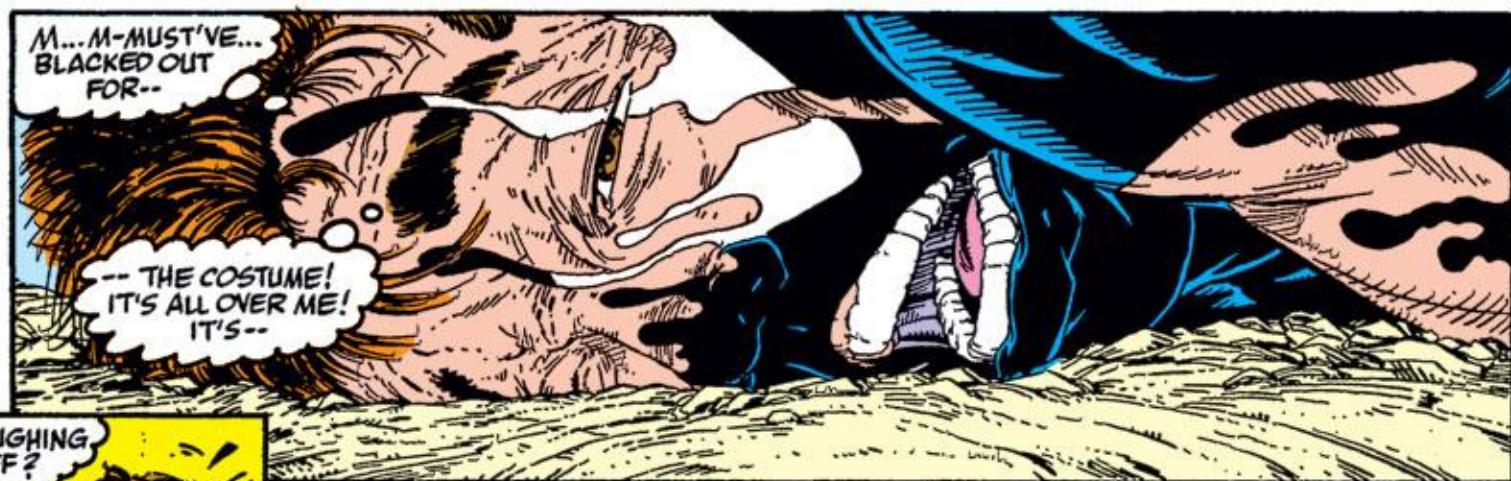












AH,
BUT
NEXT
ISSUE...
THE
SCORPION