



While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee
PRESENTS: THE AMAZING SPIDER-MAN™

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CHAOS IS THE CHAMELEON!

WE GUARANTEE IT! THE MOST OFF-BEAT SPIDEY STORY OF ALL!

VERY OLD PUN DEPARTMENT:

WHAT'S THE DIFFERENCE BETWEEN A ONE 'L'AMA, A TWO 'L'AMA, AND A THREE 'L'AMA?

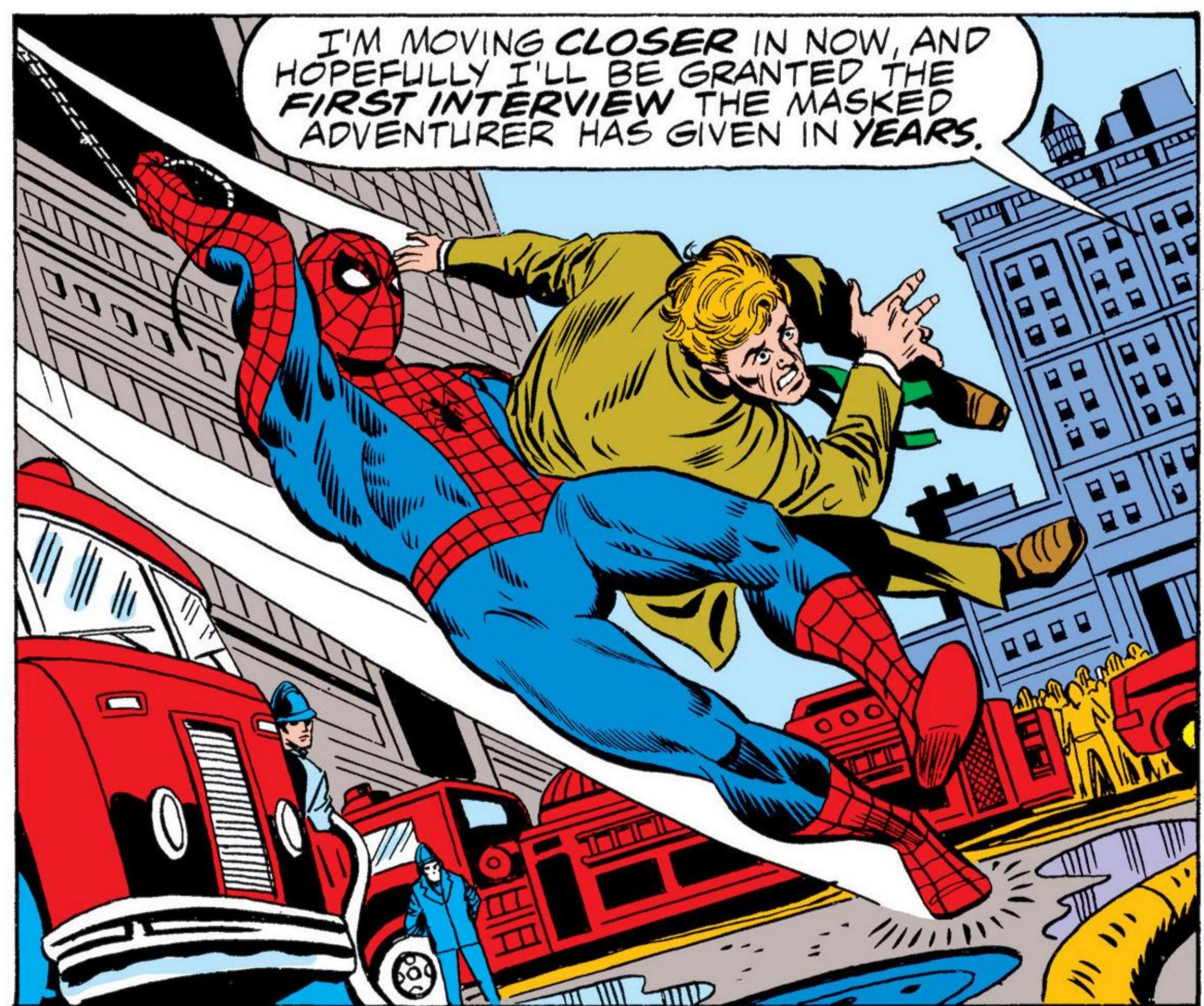
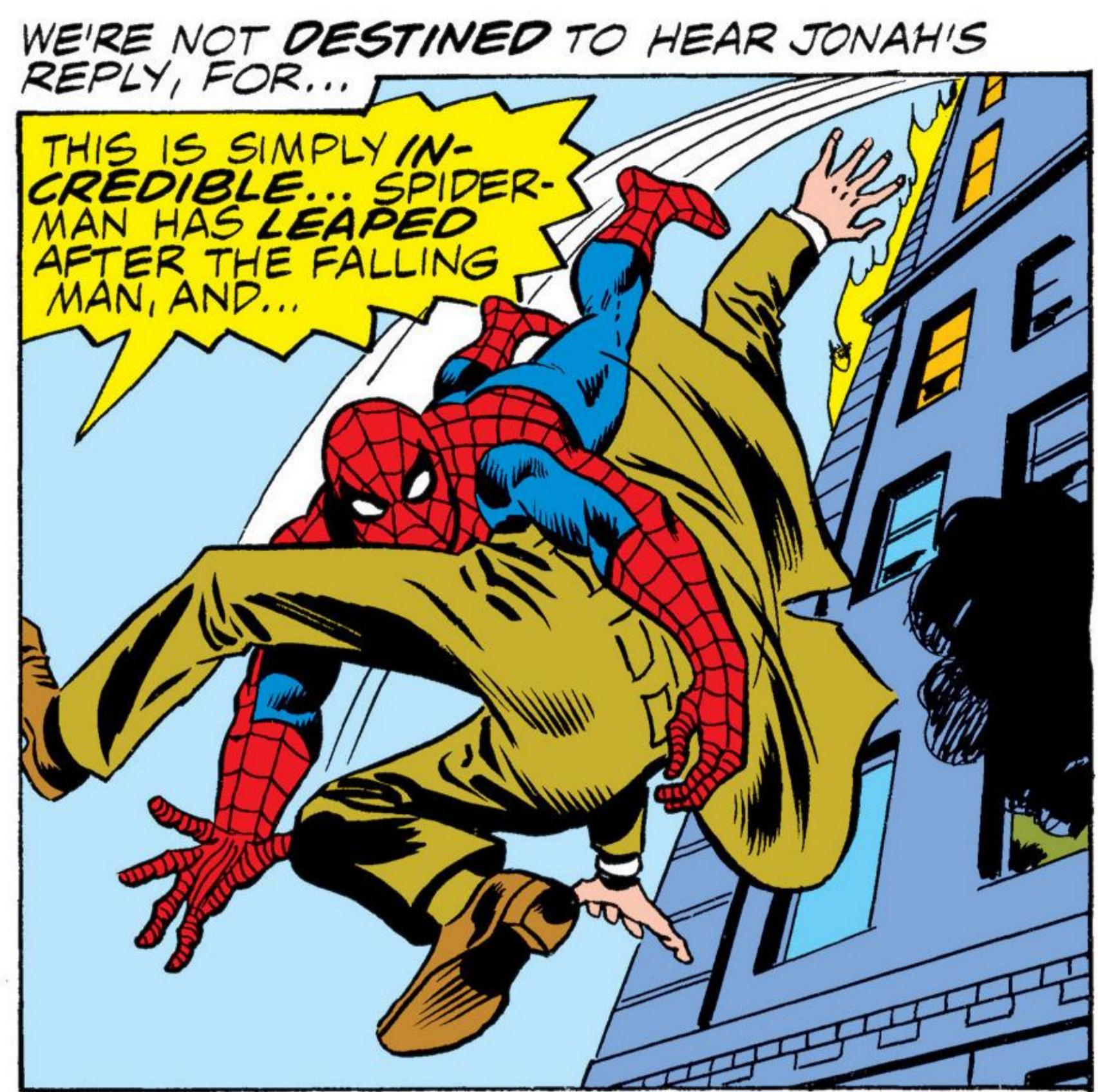
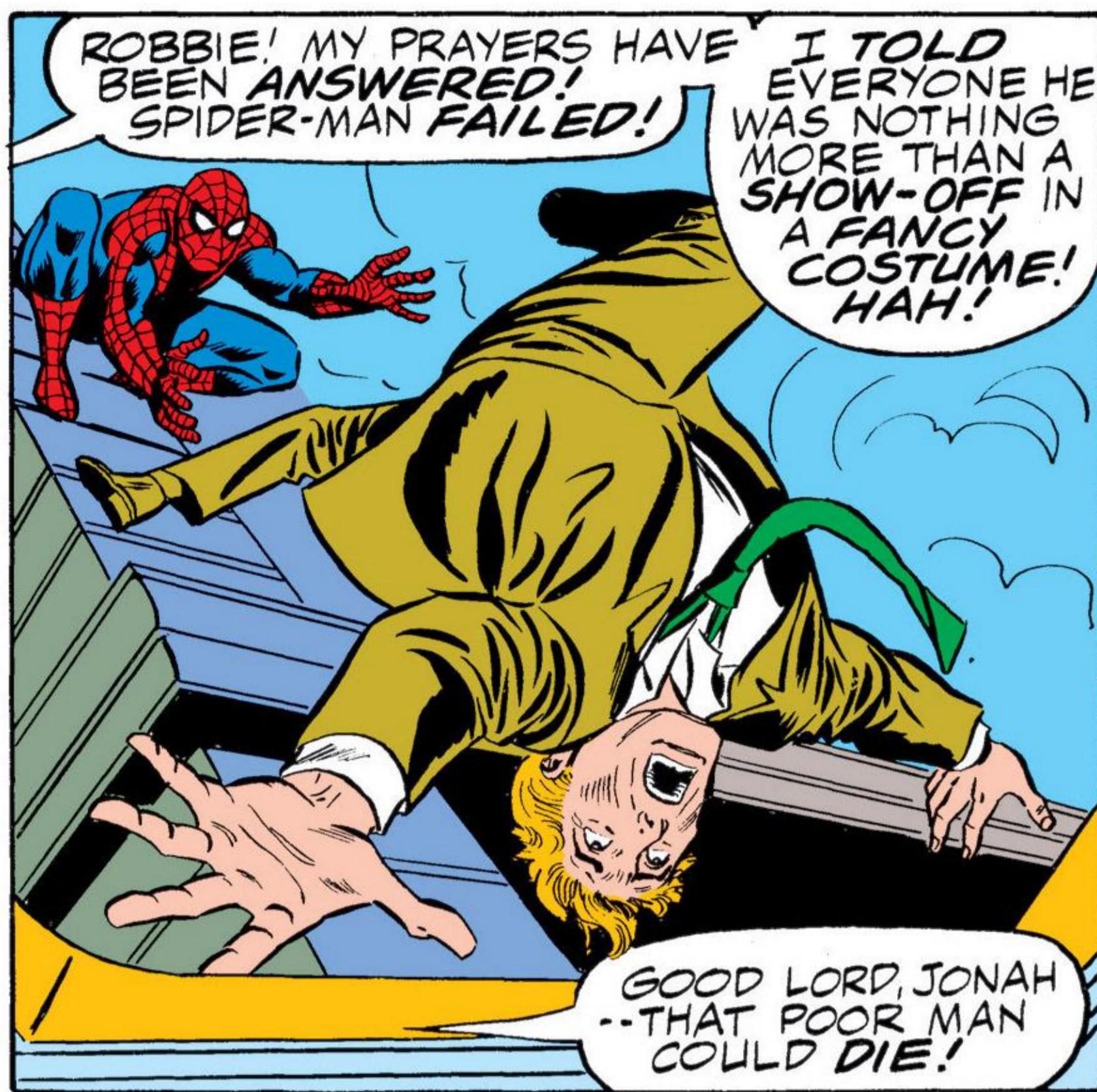
ANSWER? WITH A ONE 'L'AMA, YOU GET A TIBETAN MONK. WITH A TWO 'L'AMA, YOU GET A SOUTH AMERICAN CAMEL. WITH A THREE 'L'AMA, YOU GET FIRE ENGINES... AND JUST POSSIBLY-- SPIDER-MAN!

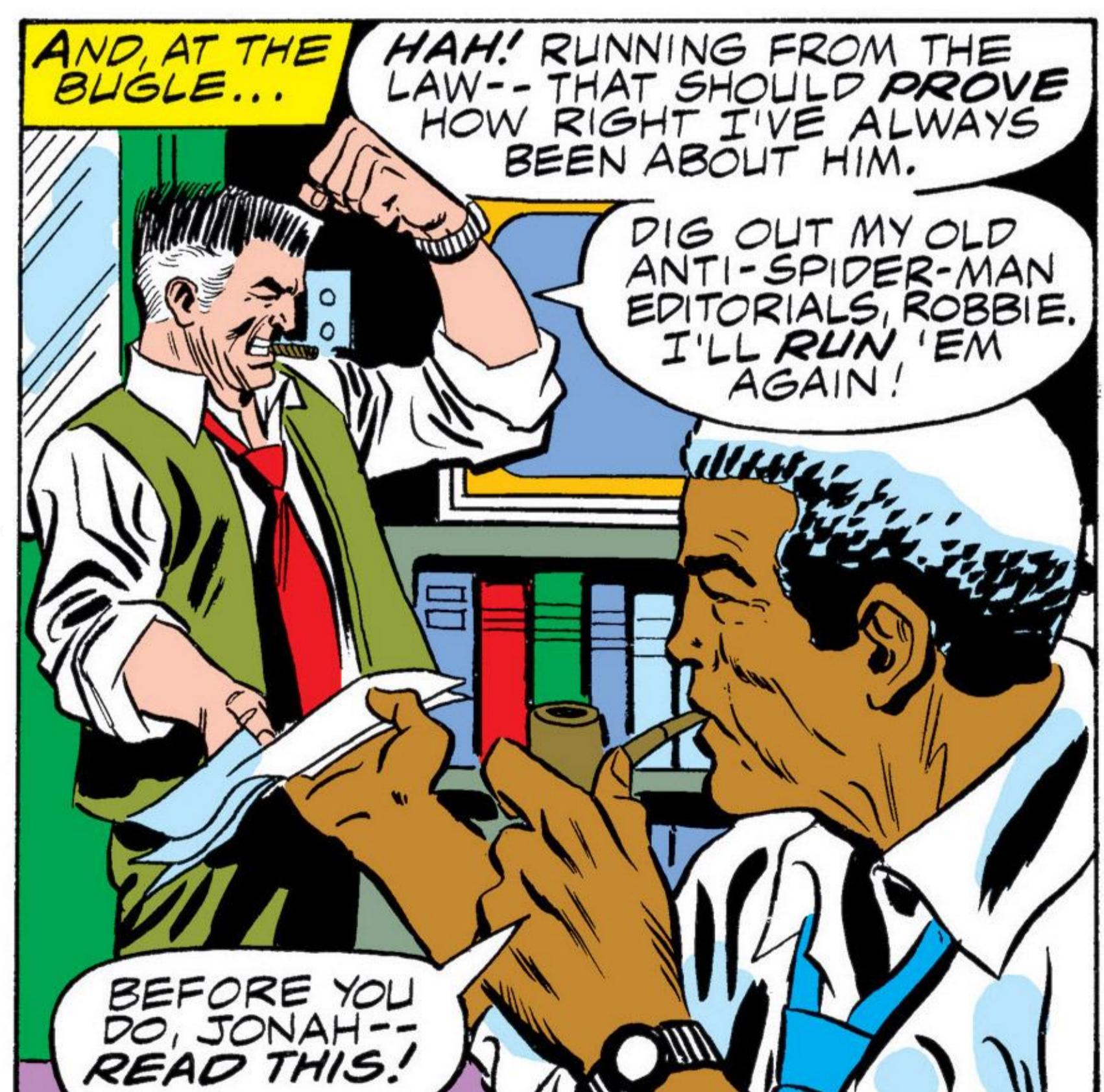
THE SUSPICIOUS FIRE HAS BEEN RAGING FOR TEN MINUTES NOW, TRAPPING AN UNKNOWN MAN ON THE LEDGE OF THE NINTH FLOOR. FIRE FIGHTERS ARE HAVING TROUBLE GE--

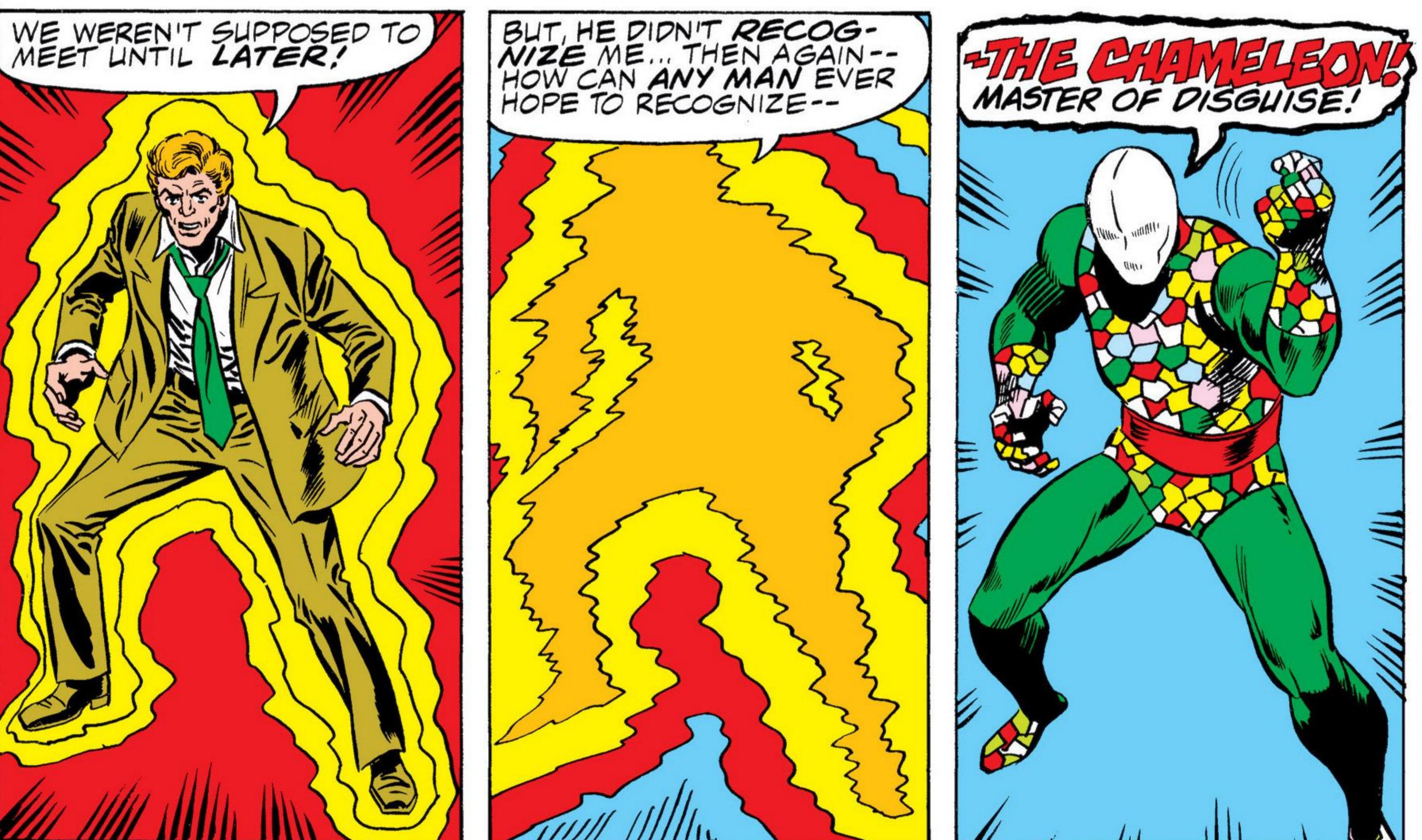
HOLD ON! WHAT IS HAPPENING--? YES... YES-- IT IS HIM! FOLKS, THIS REPORTER MAY HAVE A REAL EXCLUSIVE COMING UP.

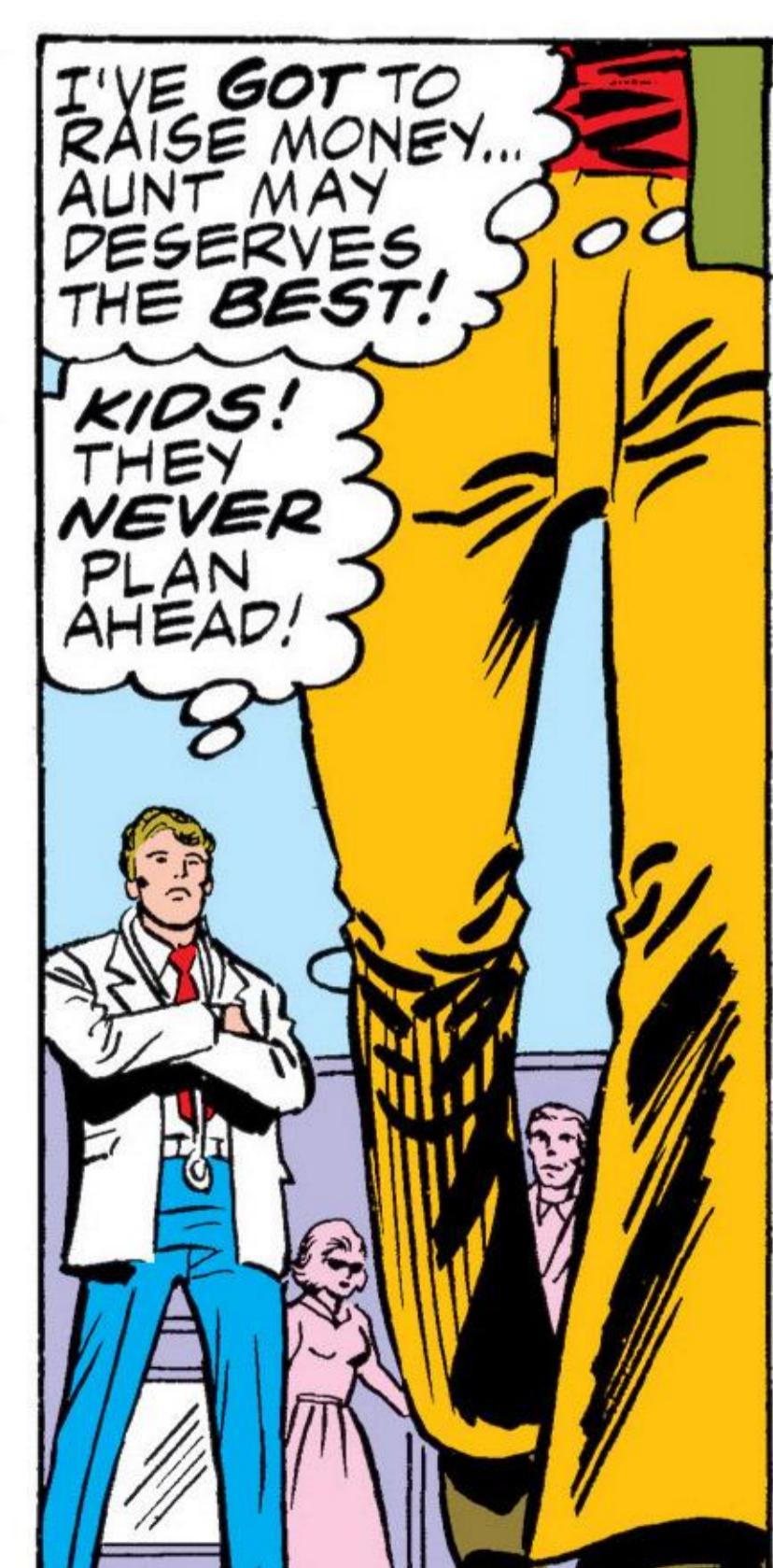
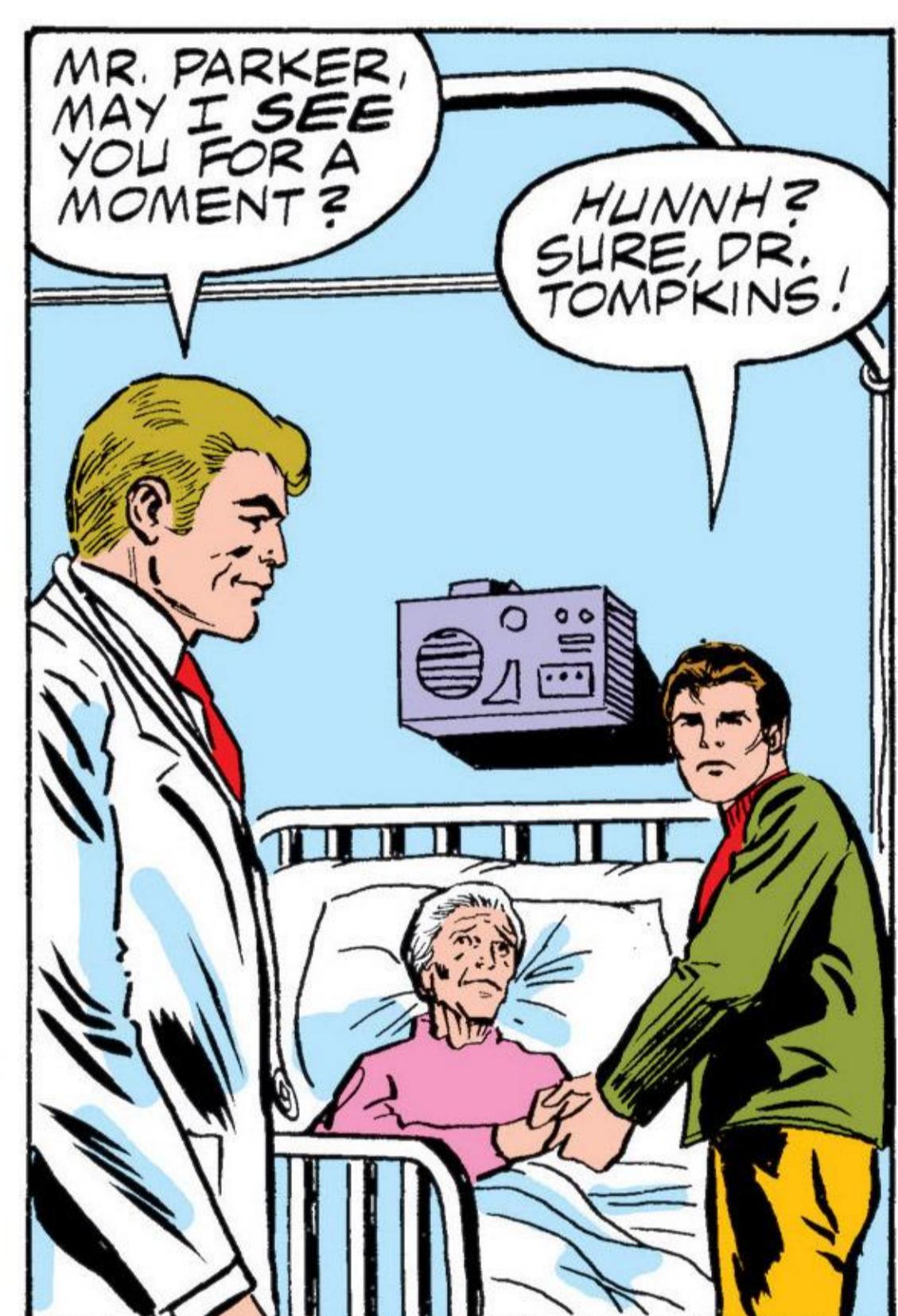
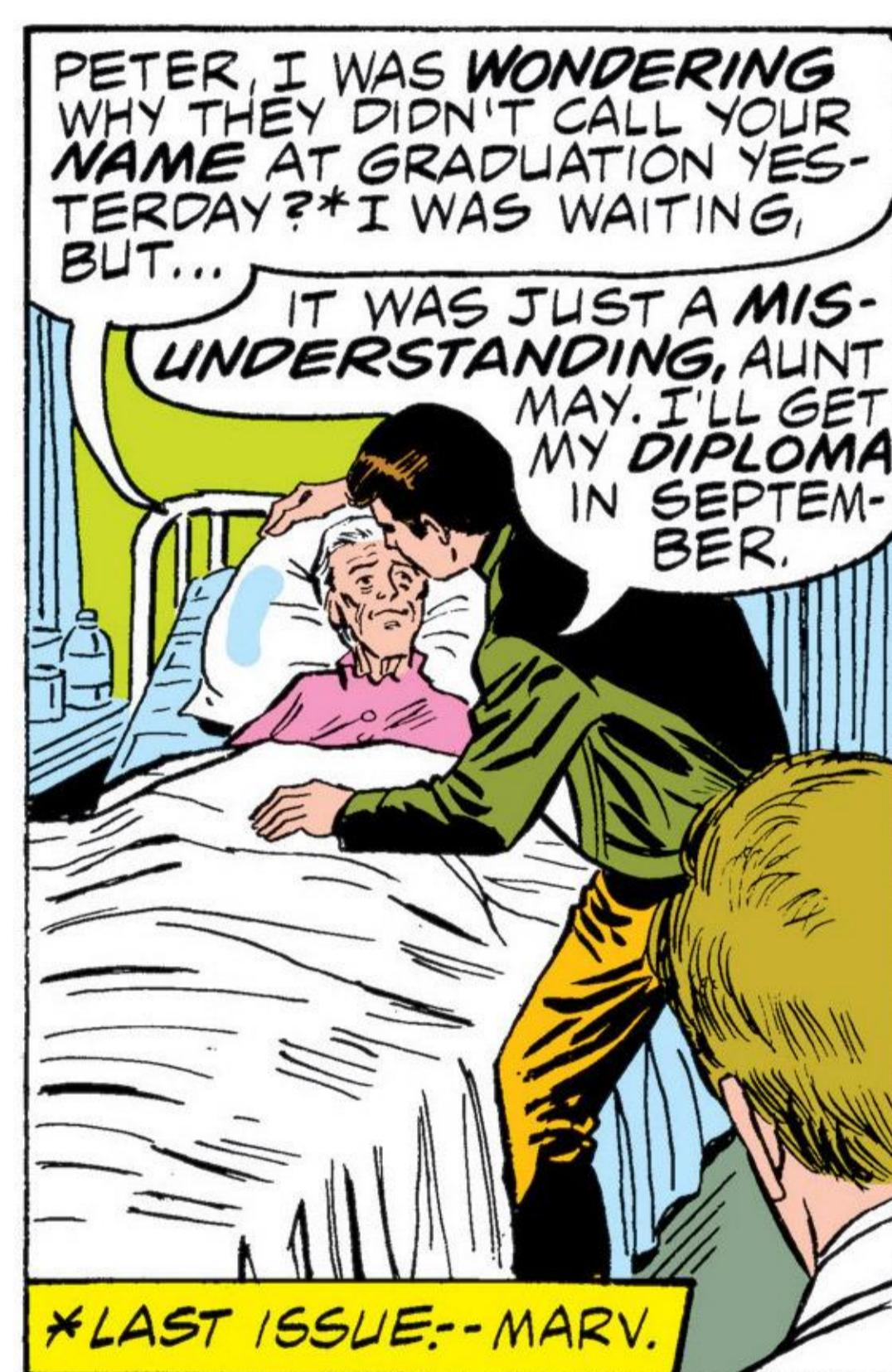
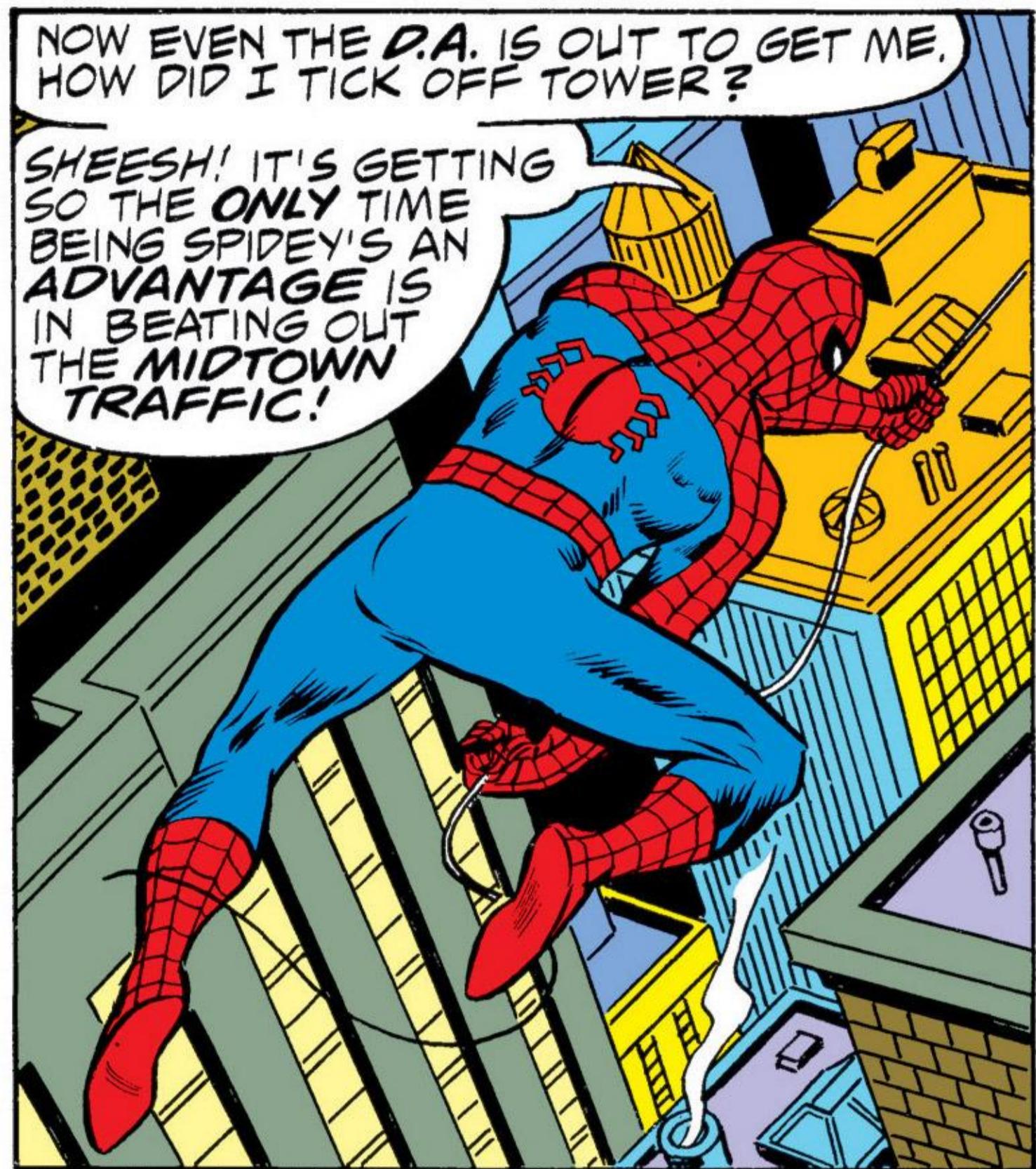
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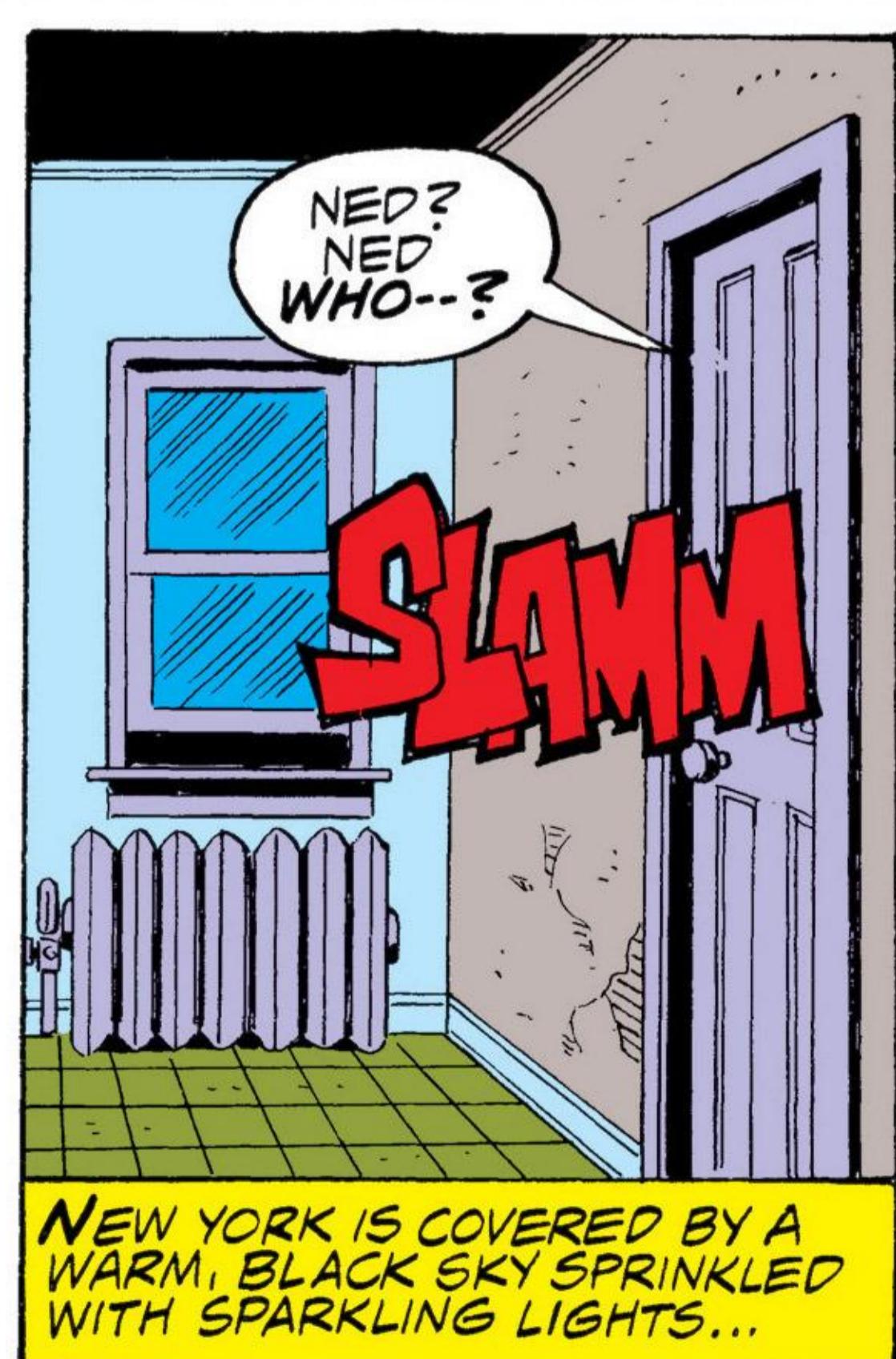
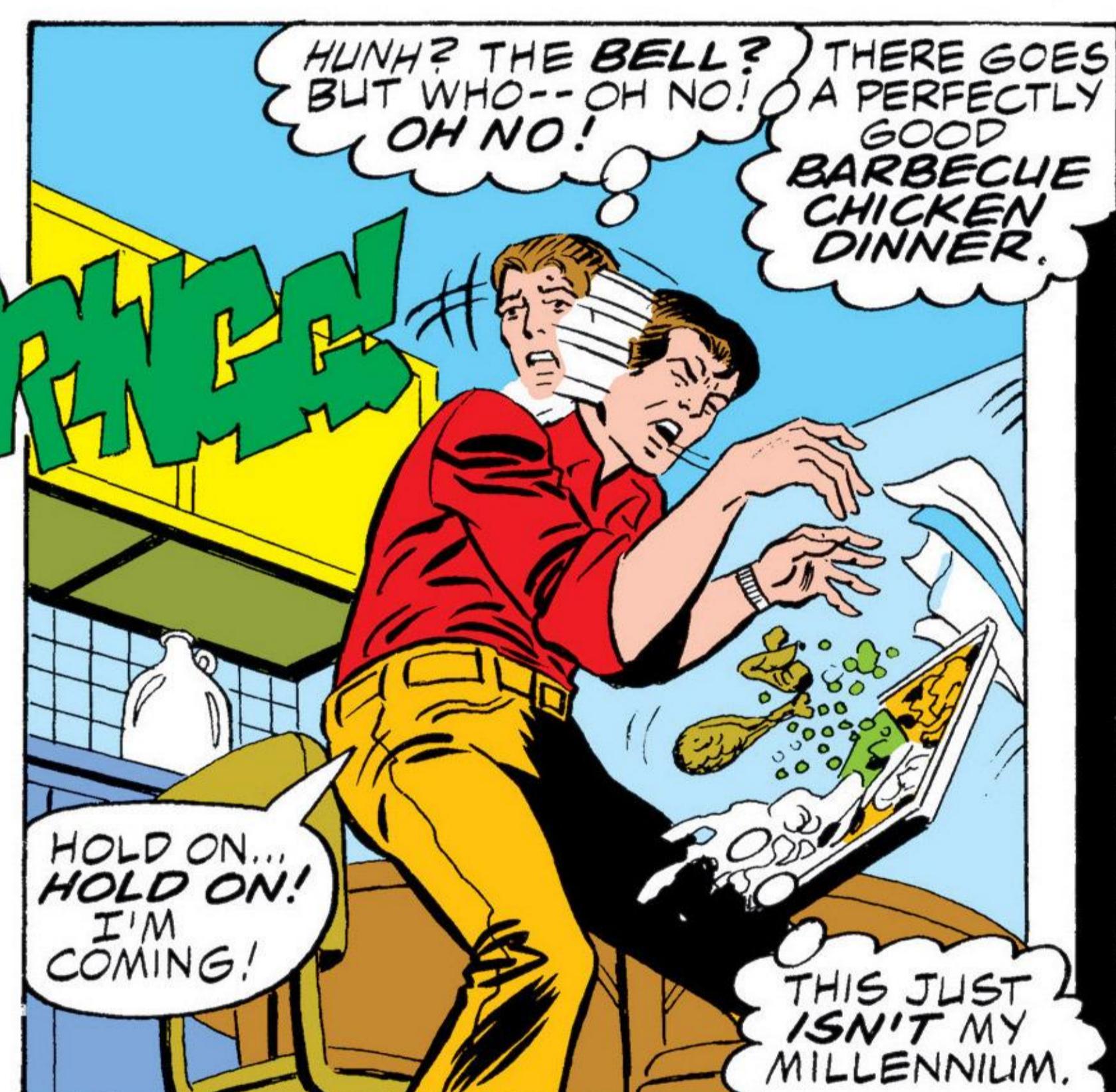


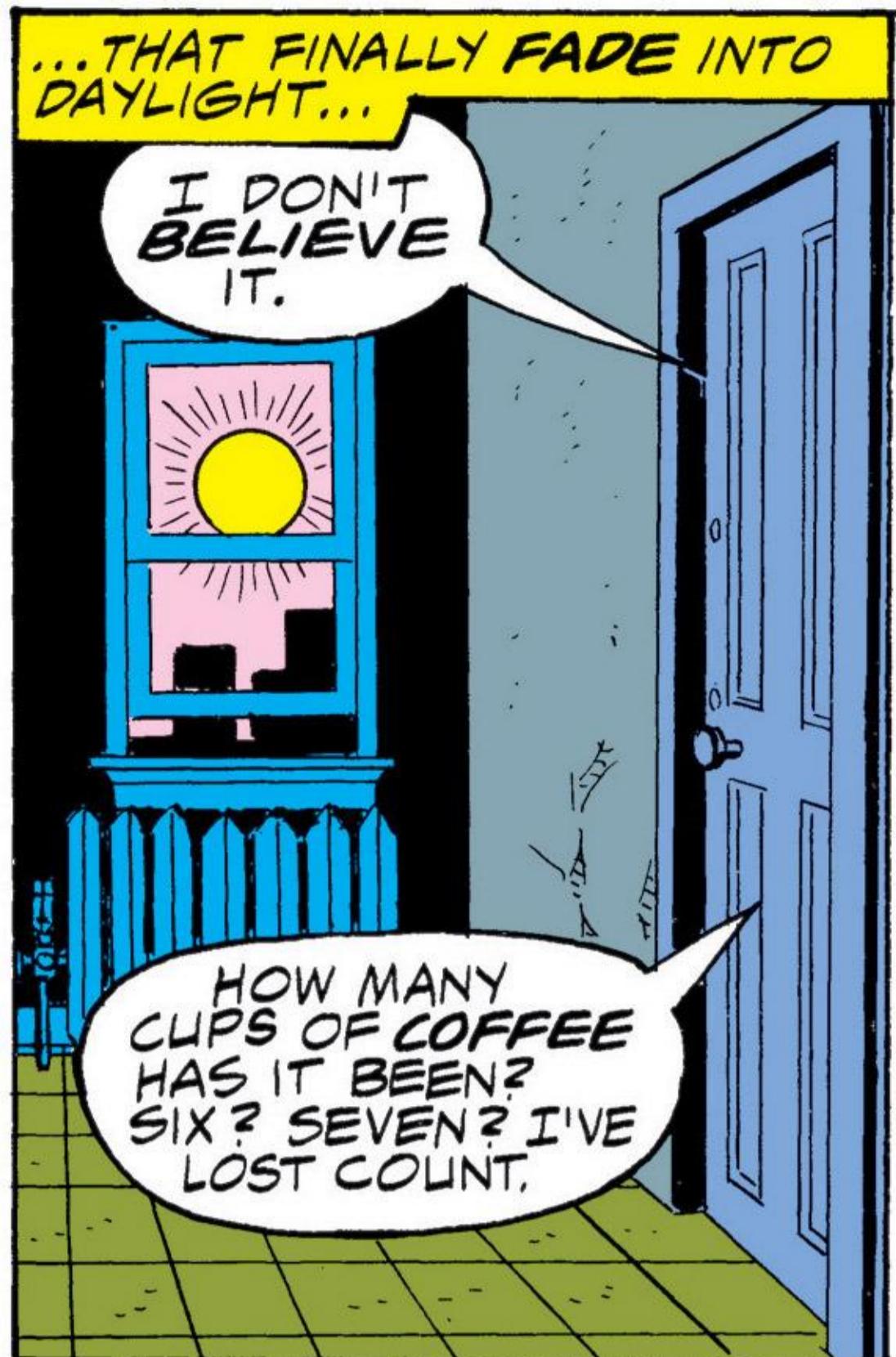


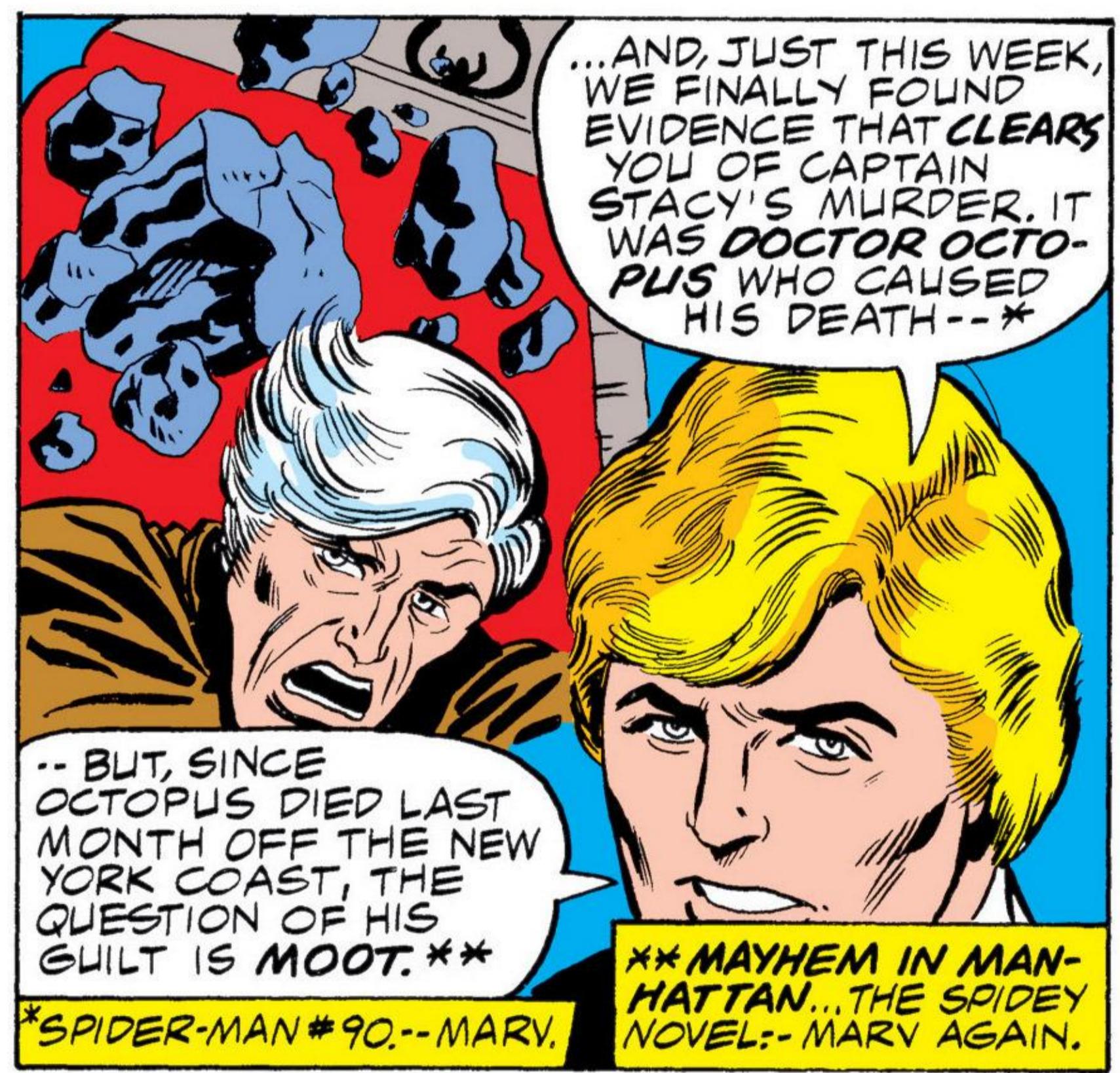




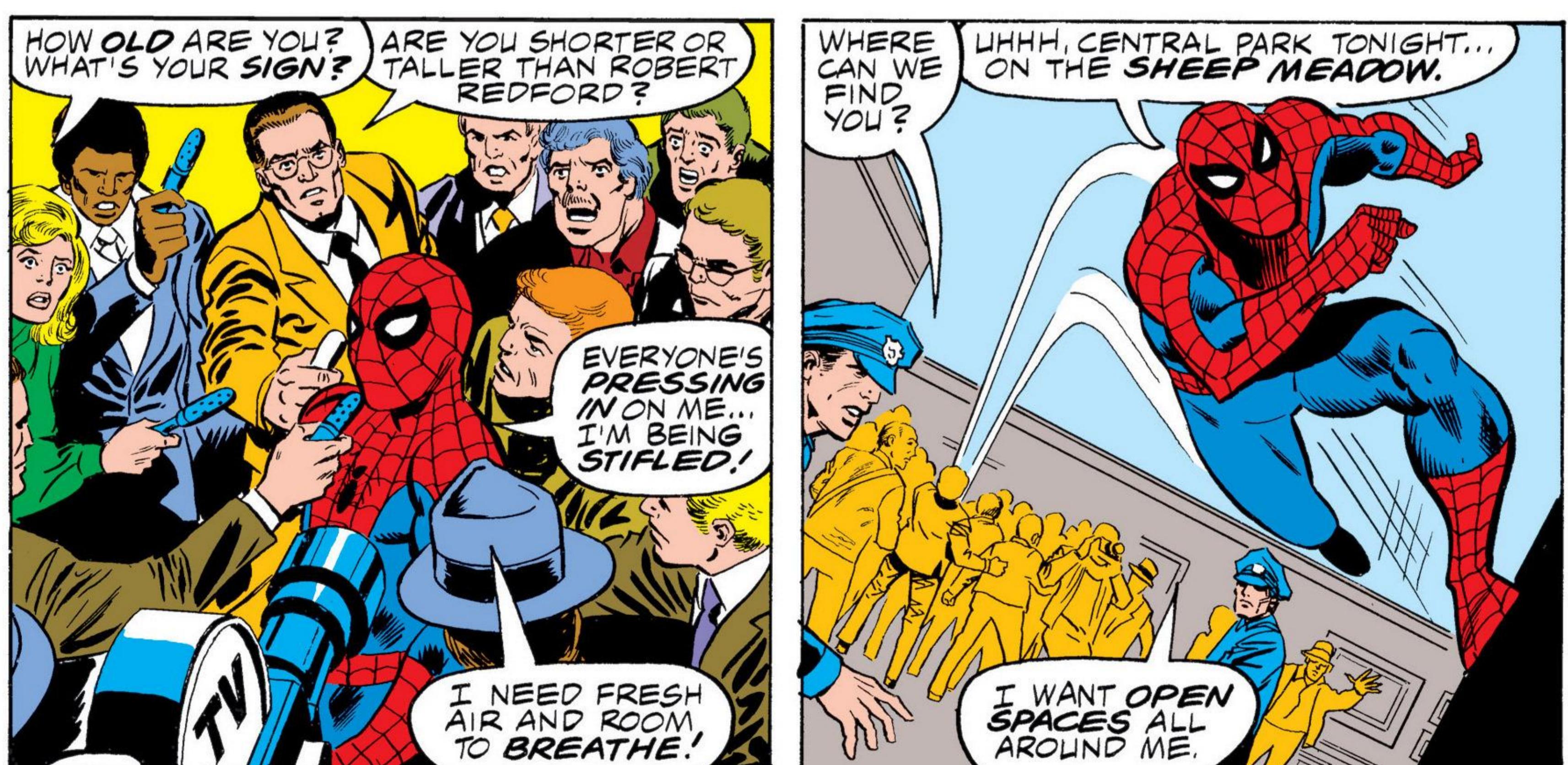
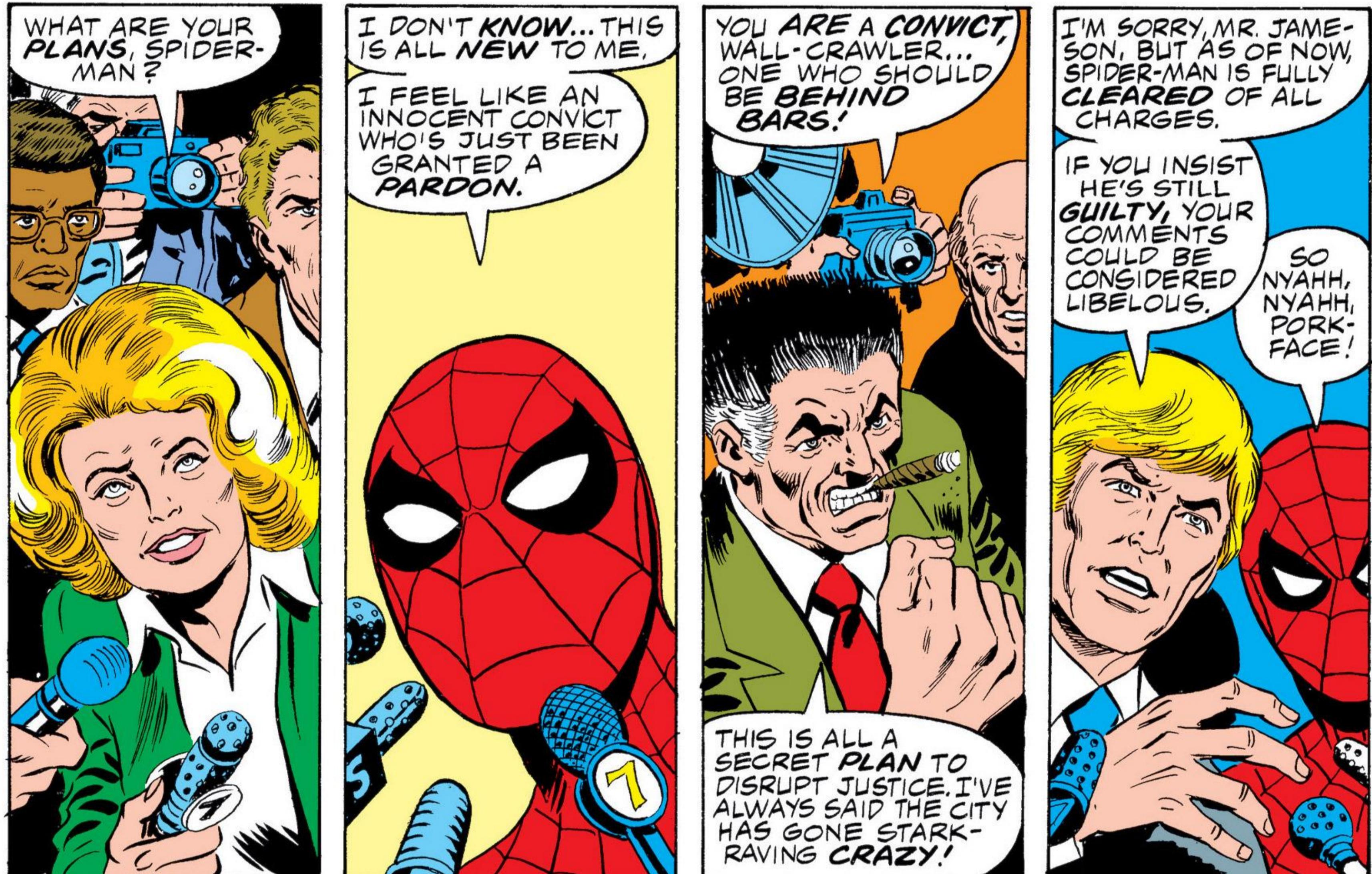
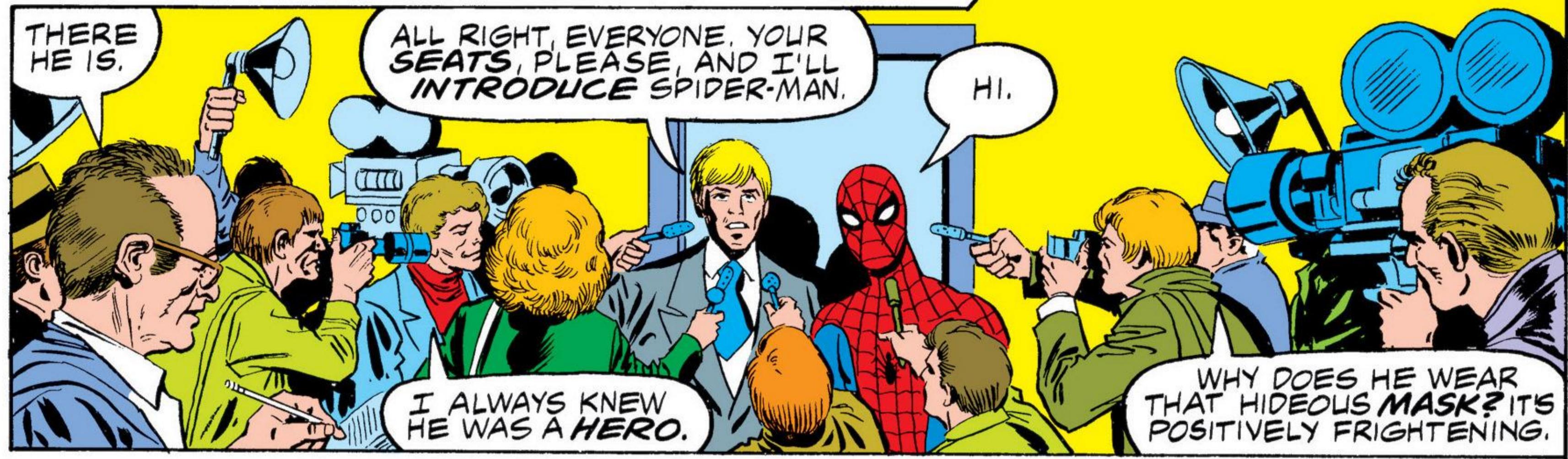


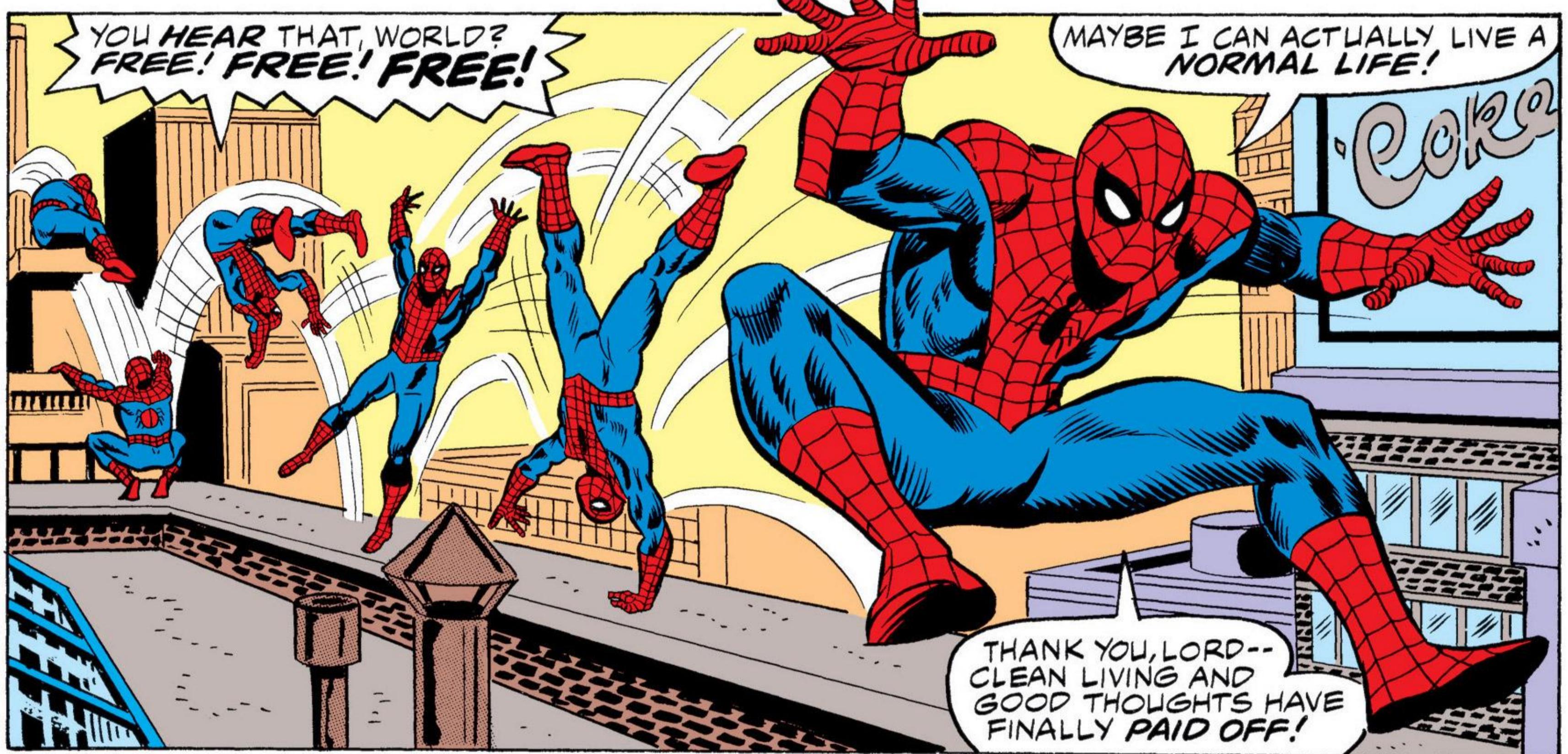
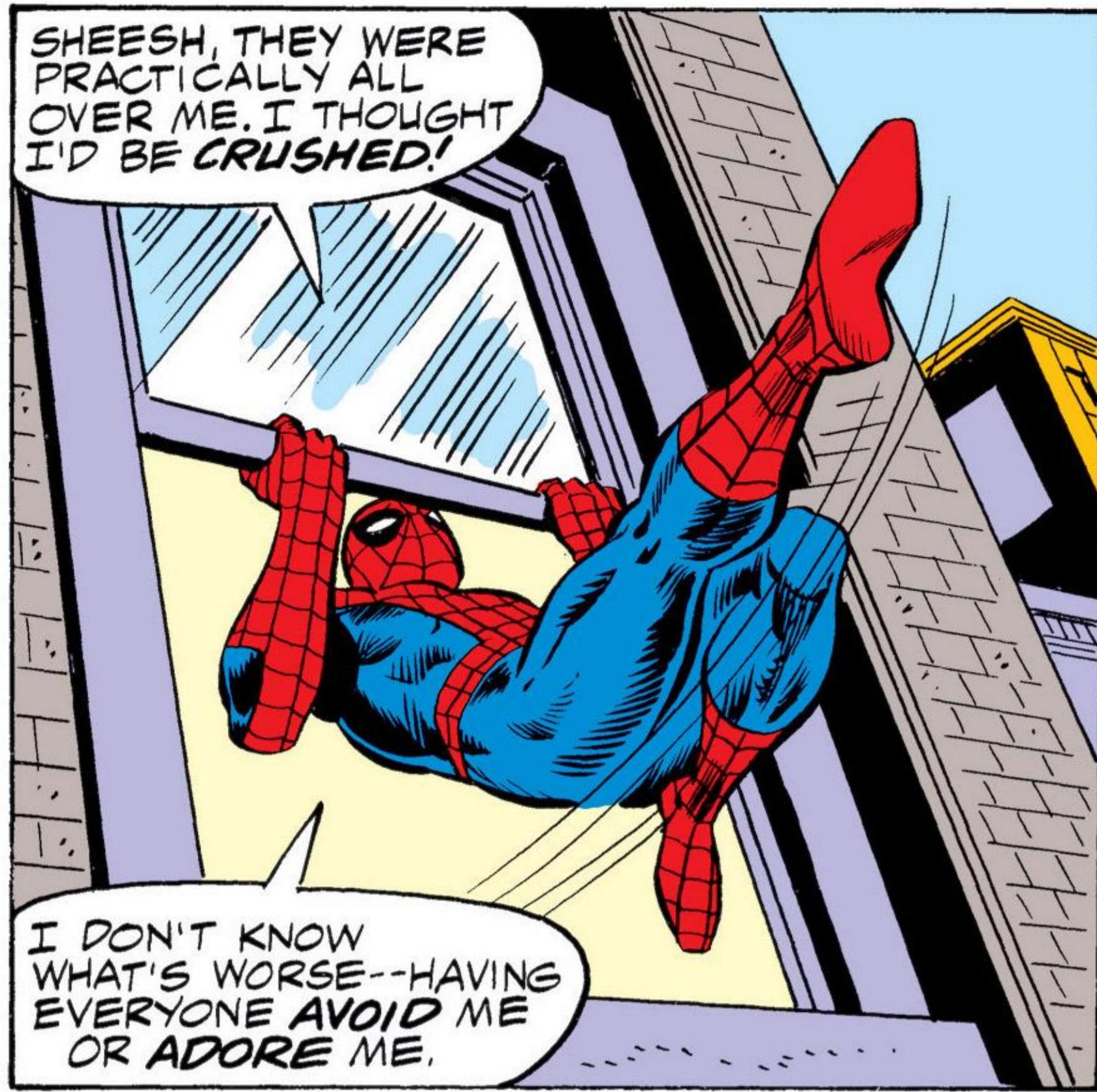




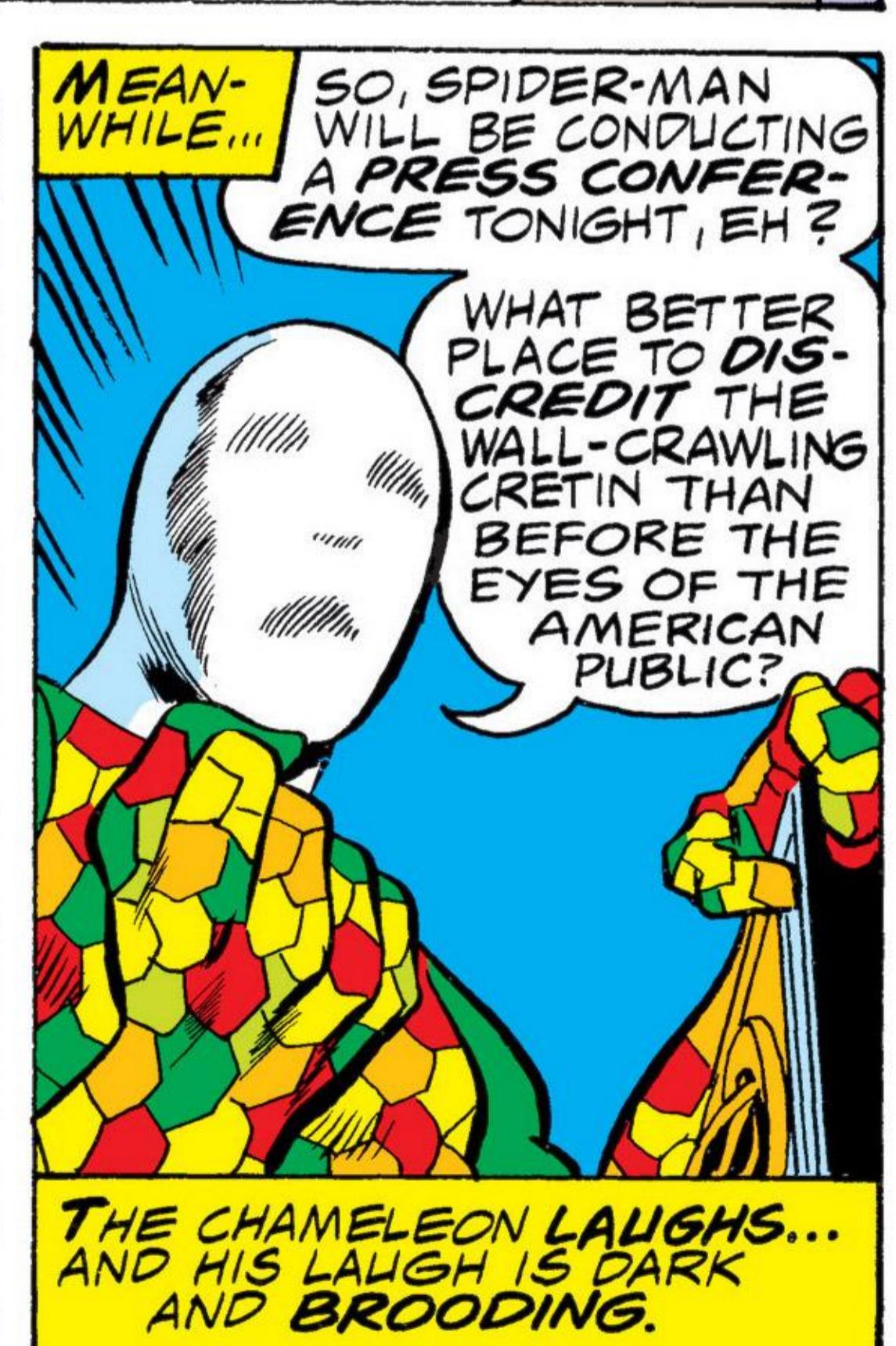
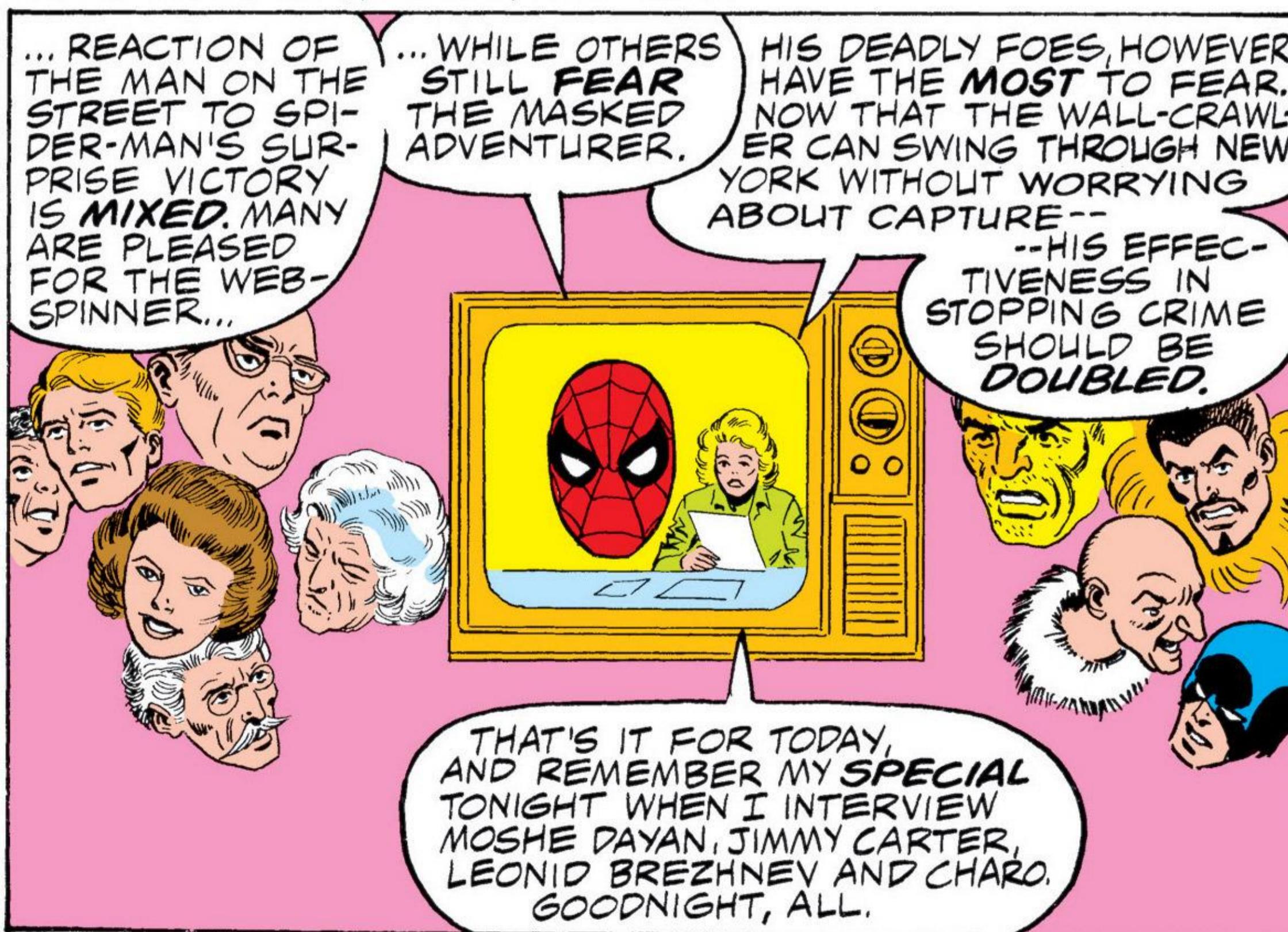


IT IS A SOMEWHAT FRIGHTENED SPIDER-MAN WHO STEPS OUT OF D.A. TOWER'S PLUSH-LINED OFFICE DIRECTLY INTO A WALL OF FLASHING LIGHTS...

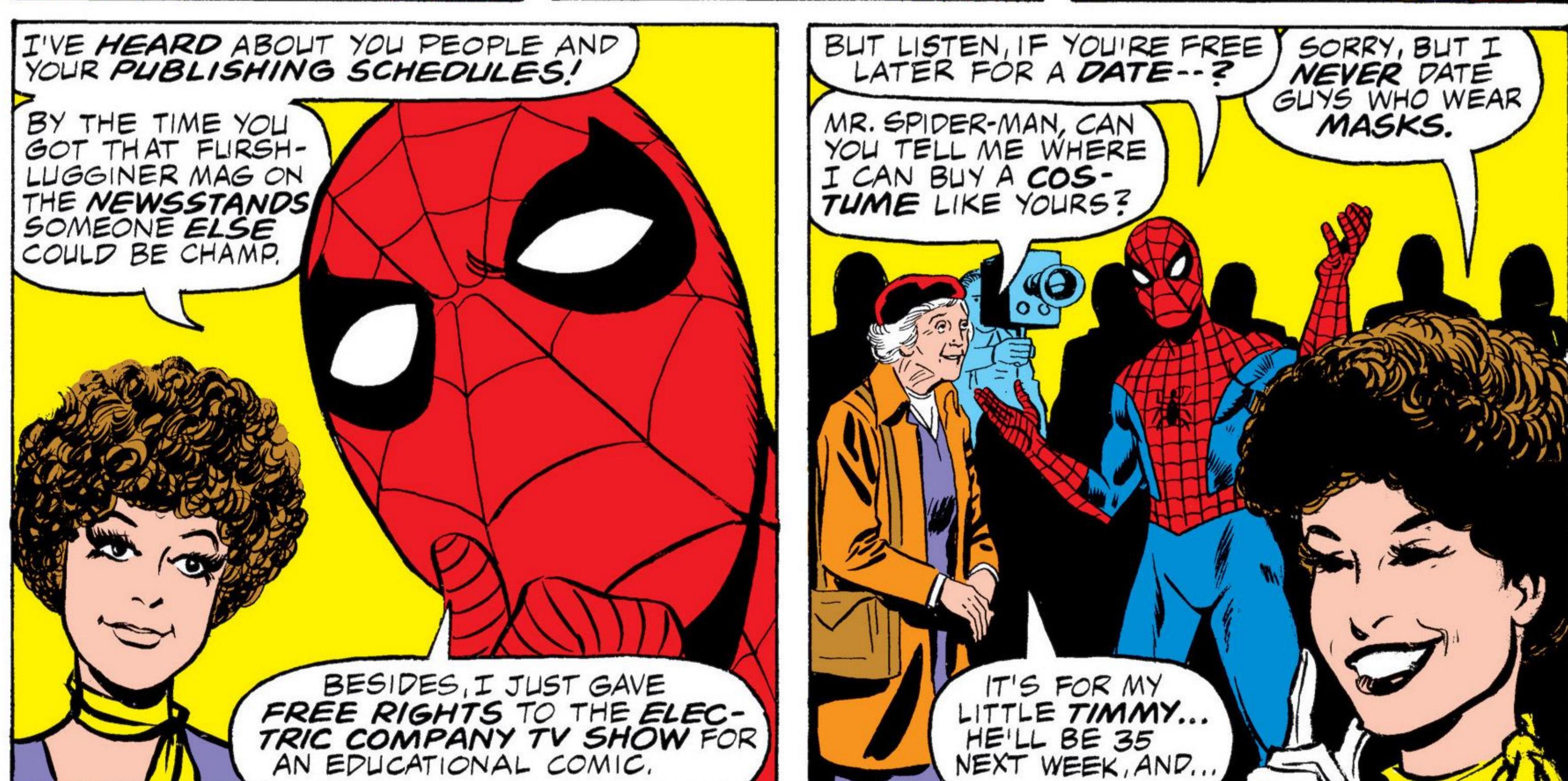
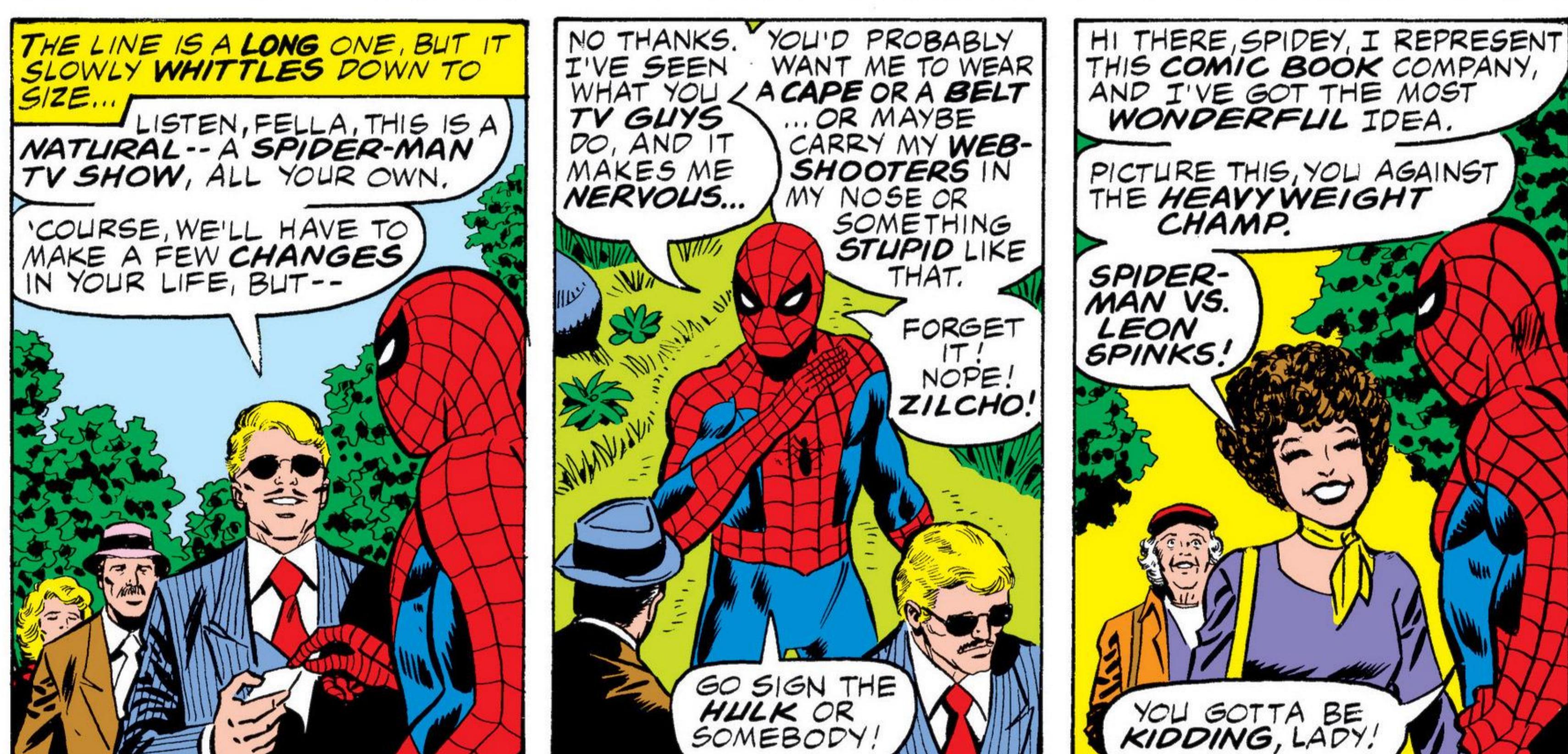
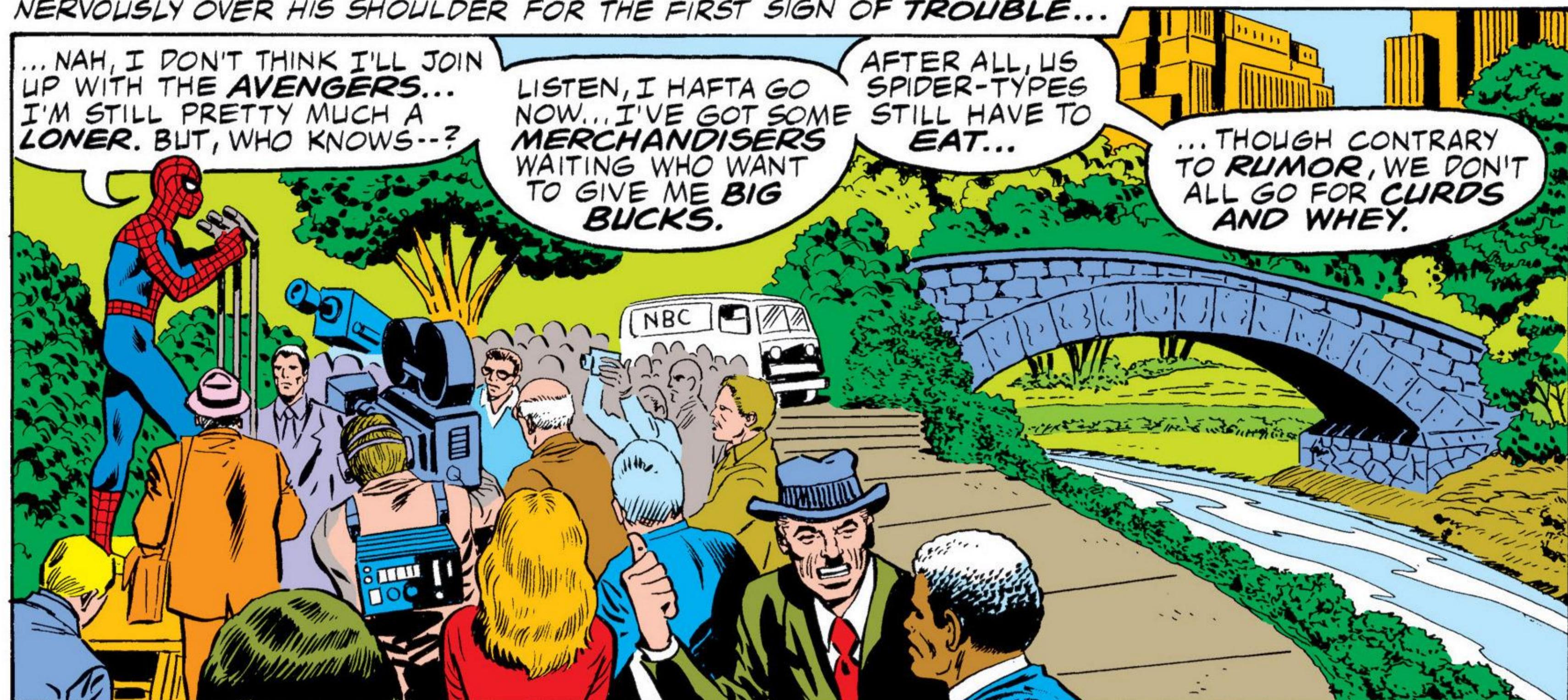




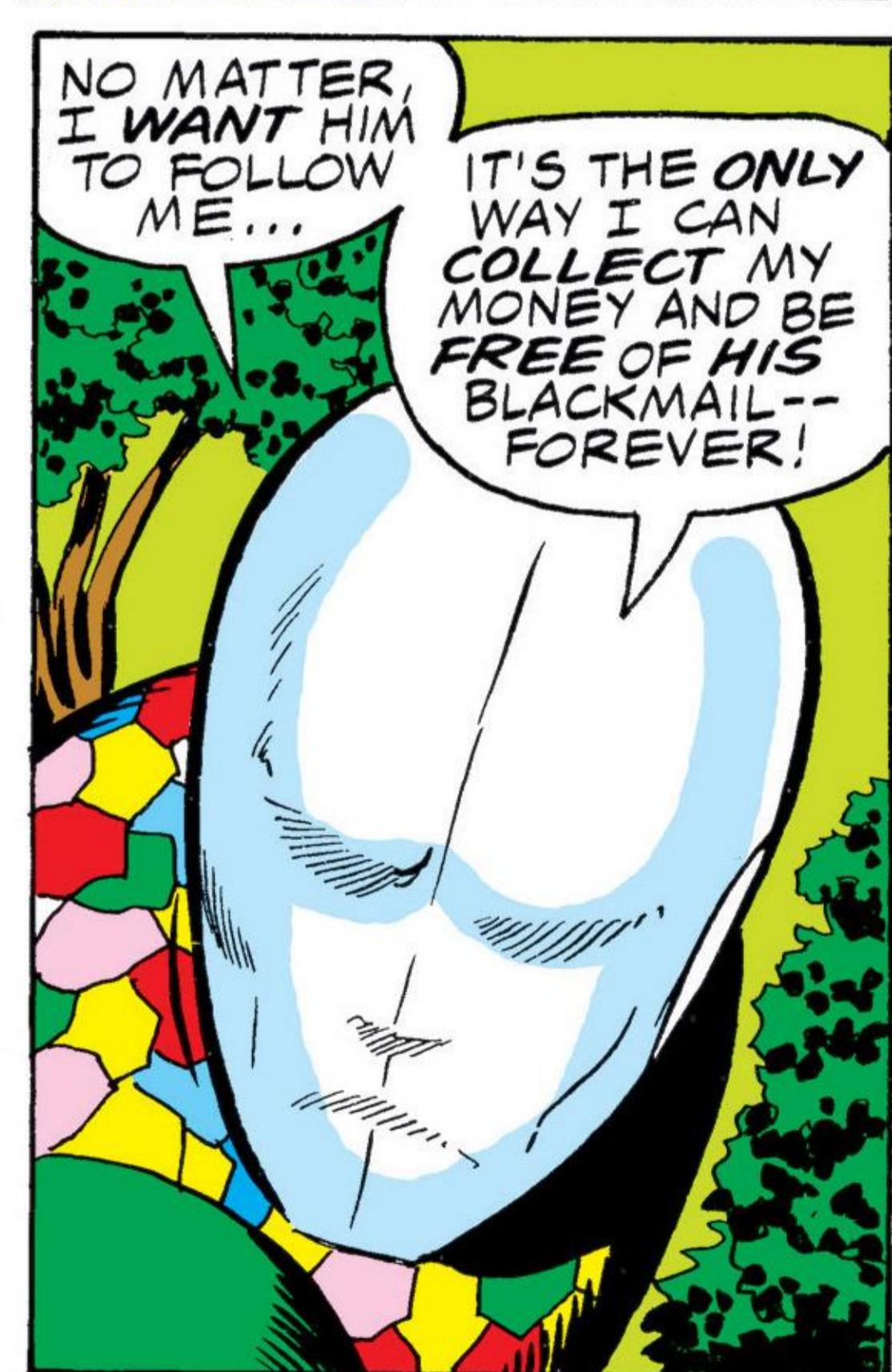
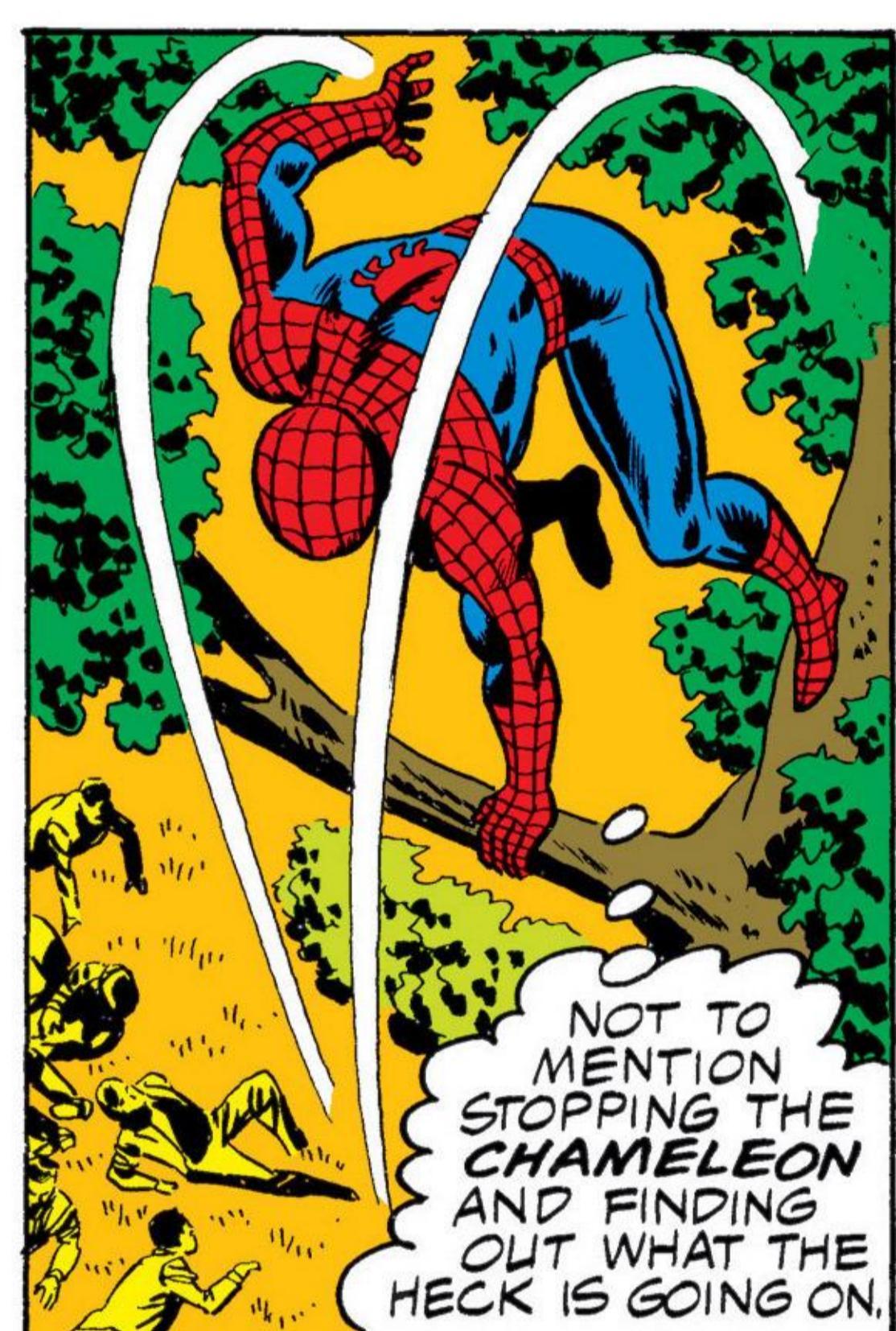
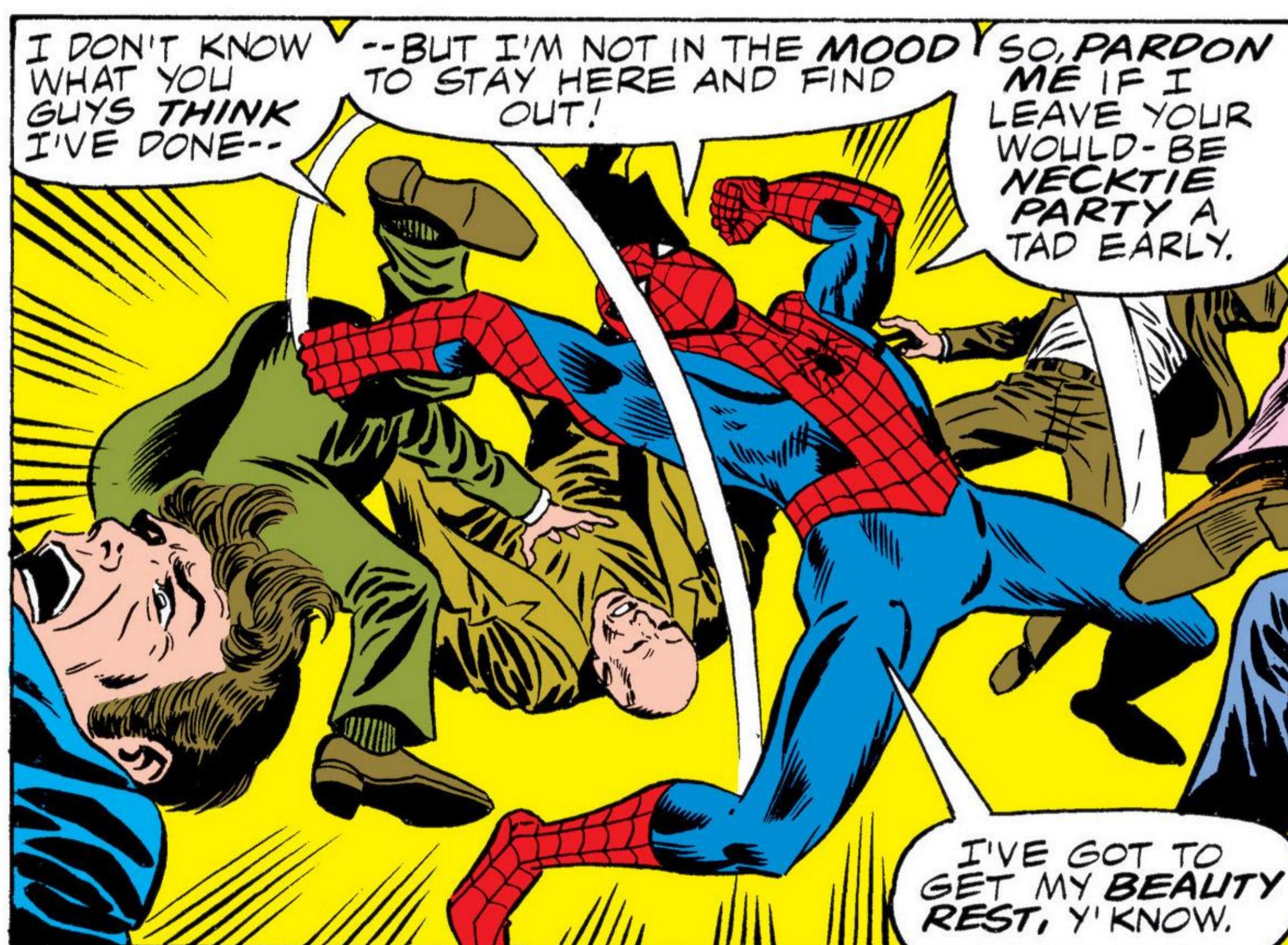
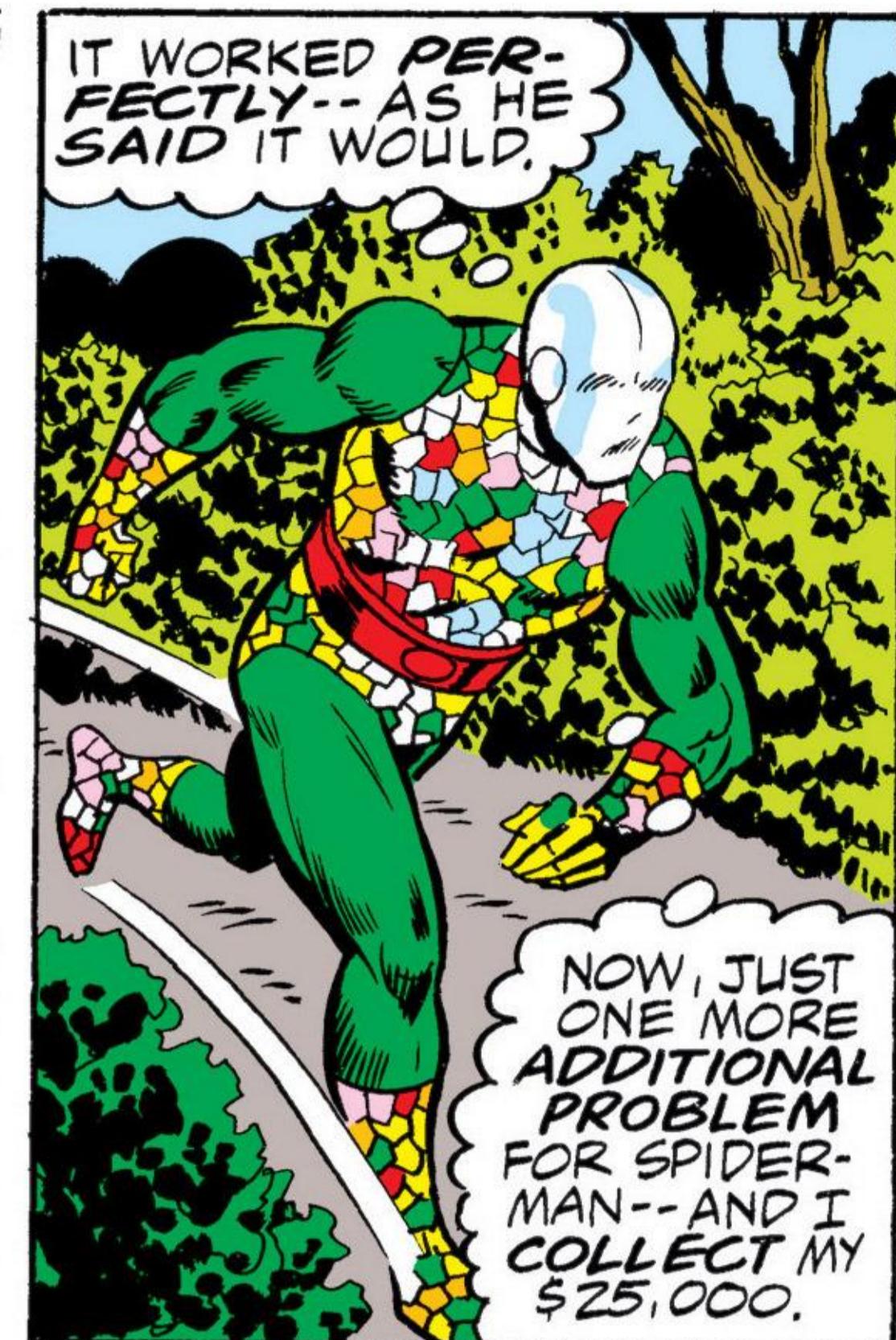
NEWS TRAVELS QUICKLY, AND SO...

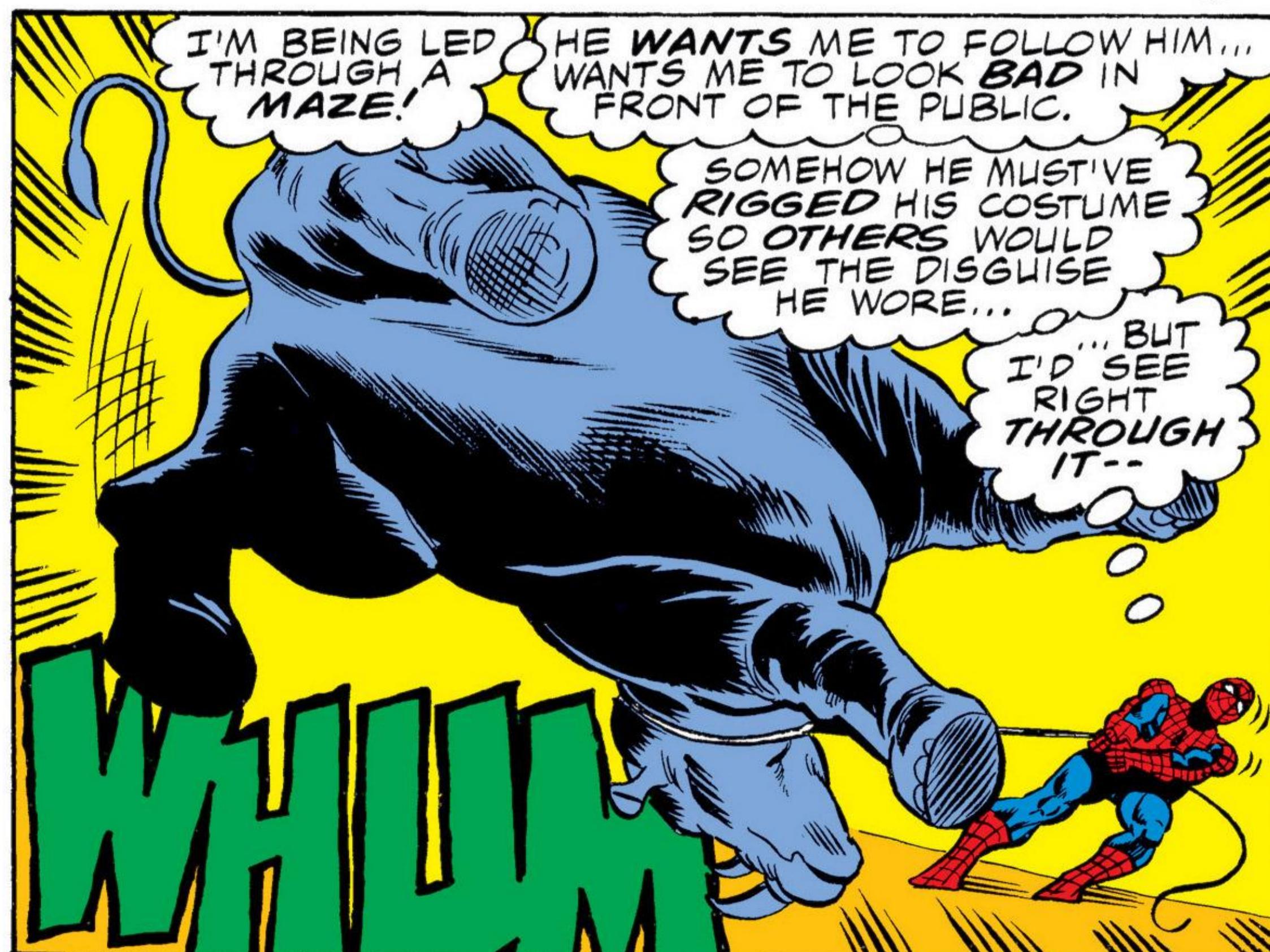
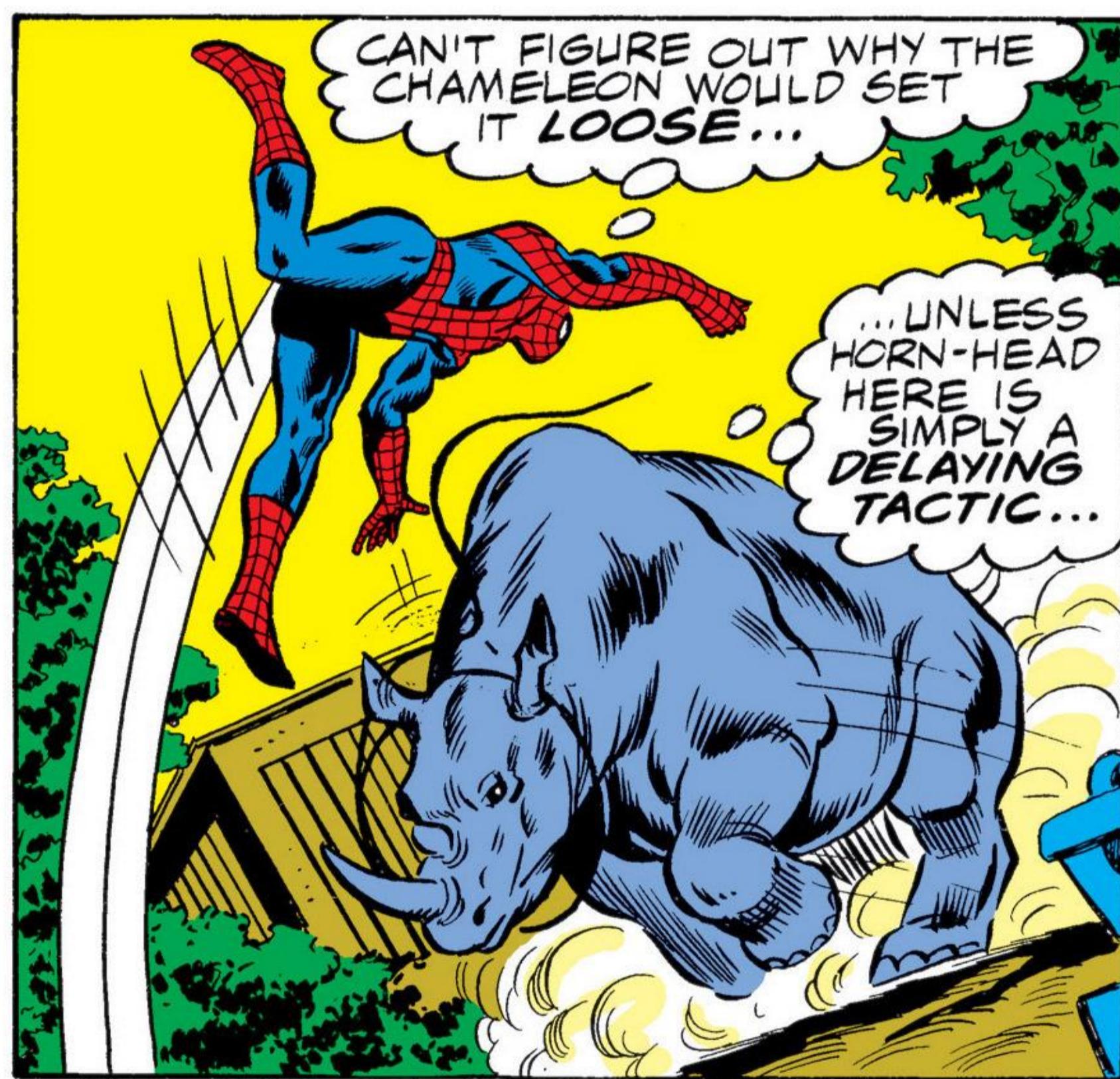
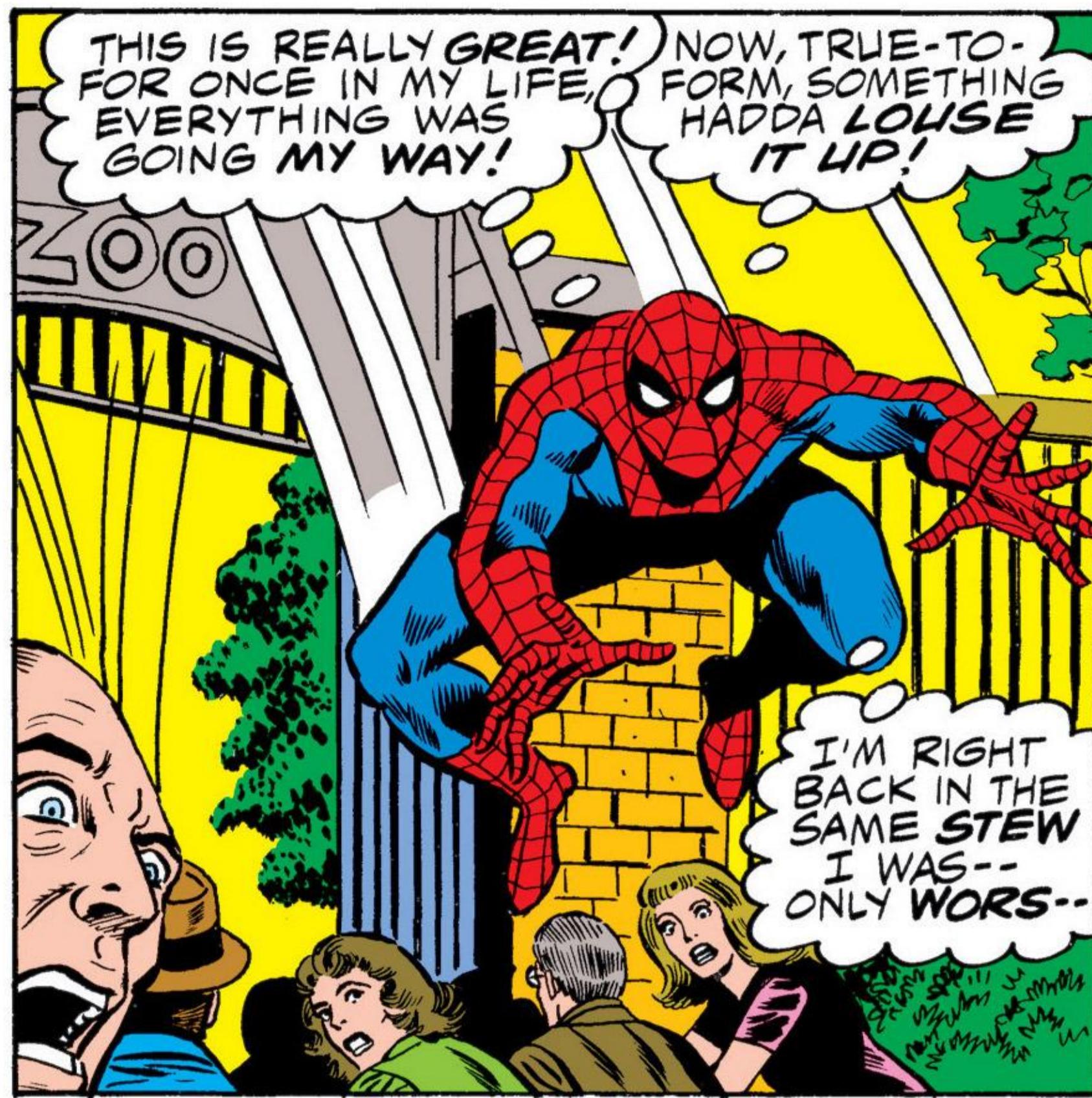


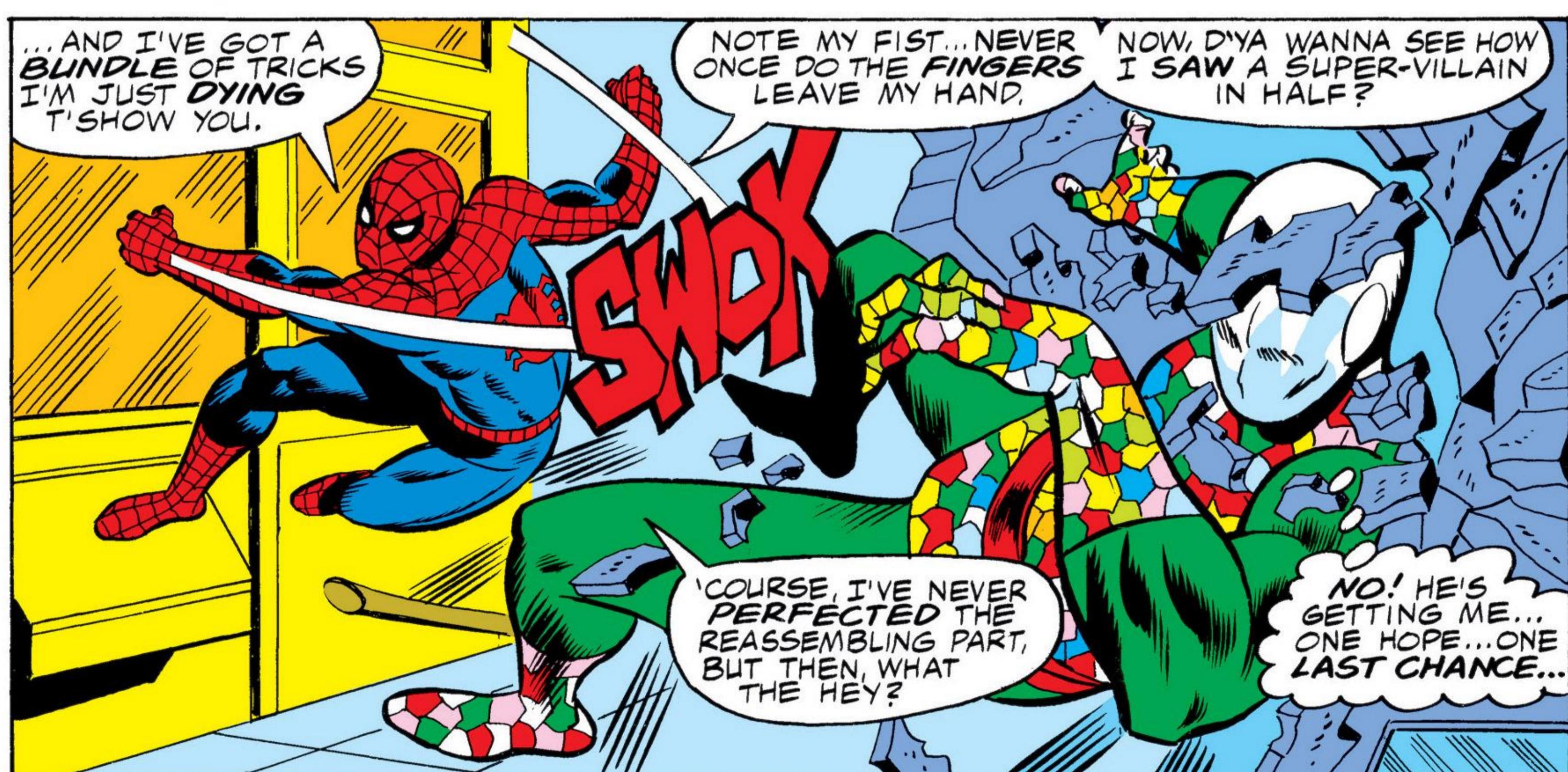
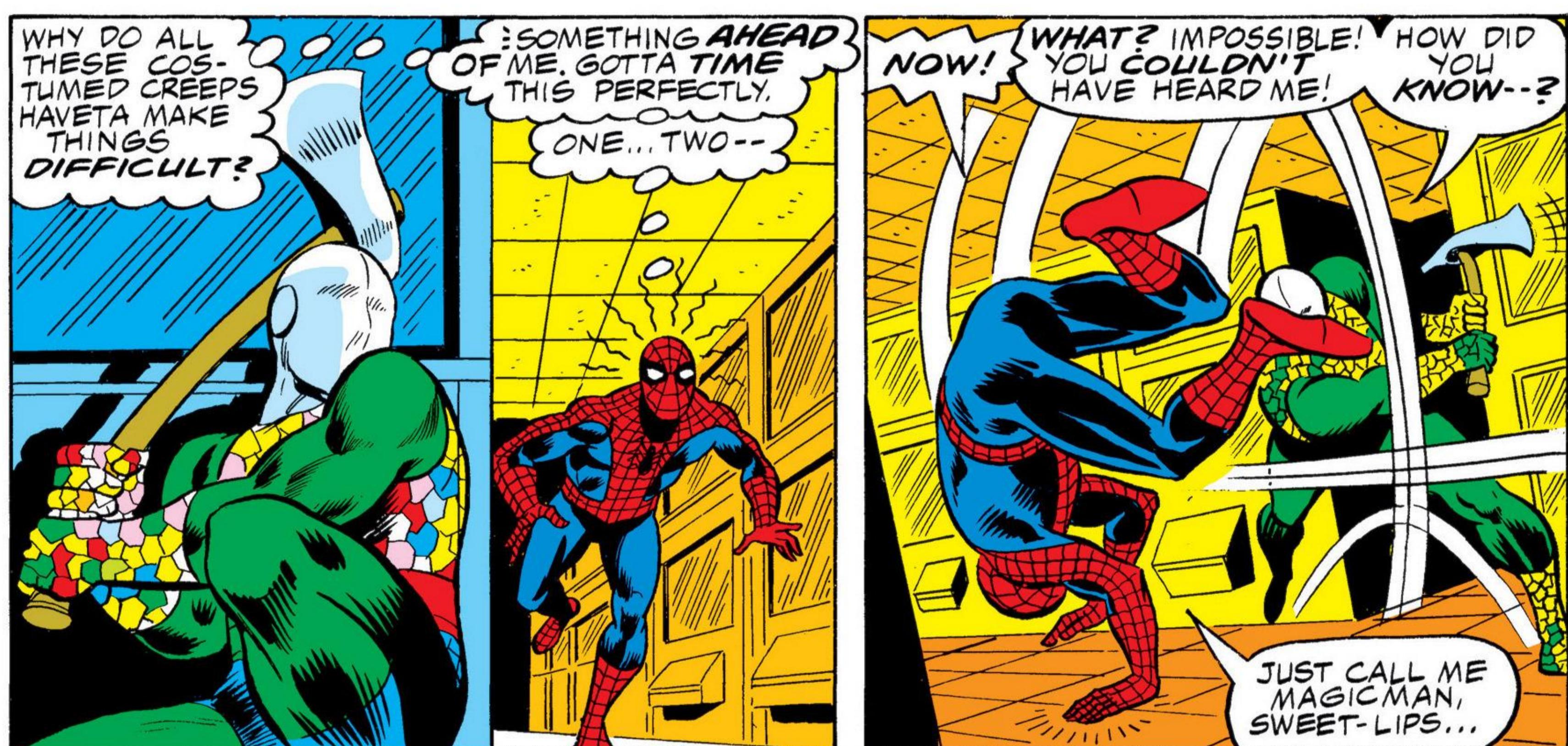
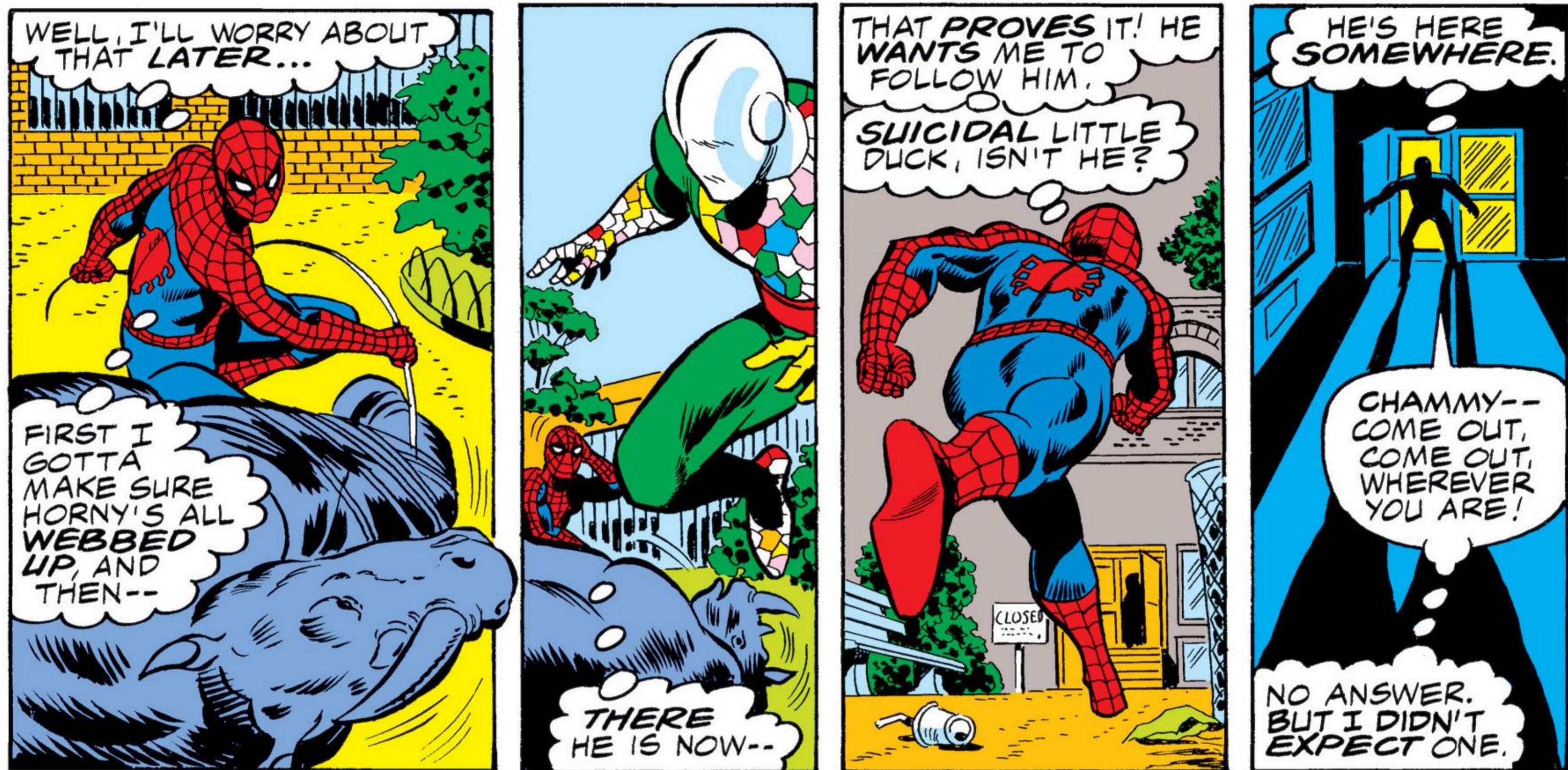
ALL HIS LIFE, PETER PARKER HAS FELT PUT DOWN UPON, SO NOW YOU CAN IMAGINE WHAT ELATION THE WALL-CRAWLER FEELS AS HE CONDUCTS HIS FIRST PRESS CONFERENCE WITHOUT GLANCING NERVOUSLY OVER HIS SHOULDER FOR THE FIRST SIGN OF TROUBLE...

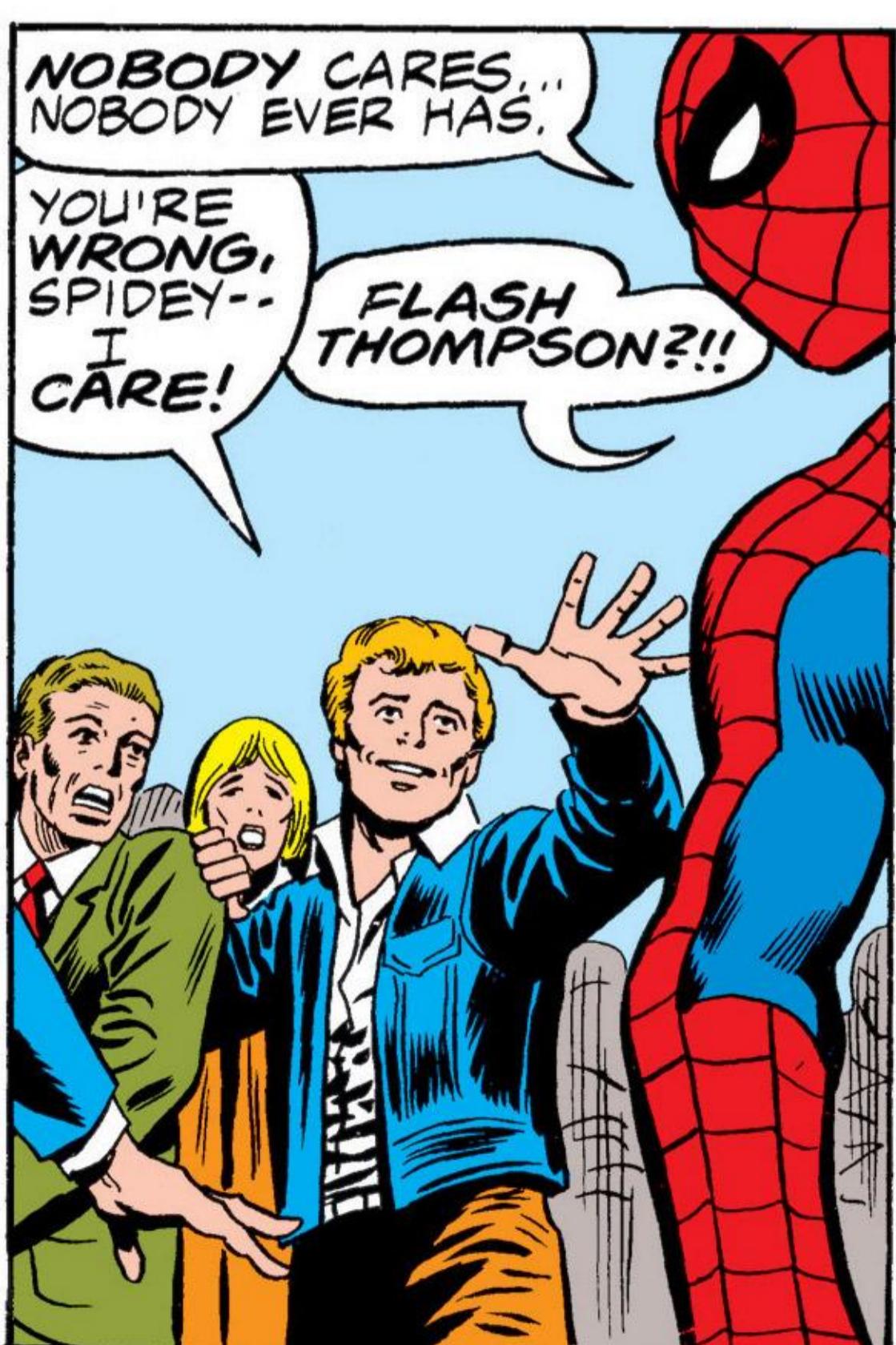
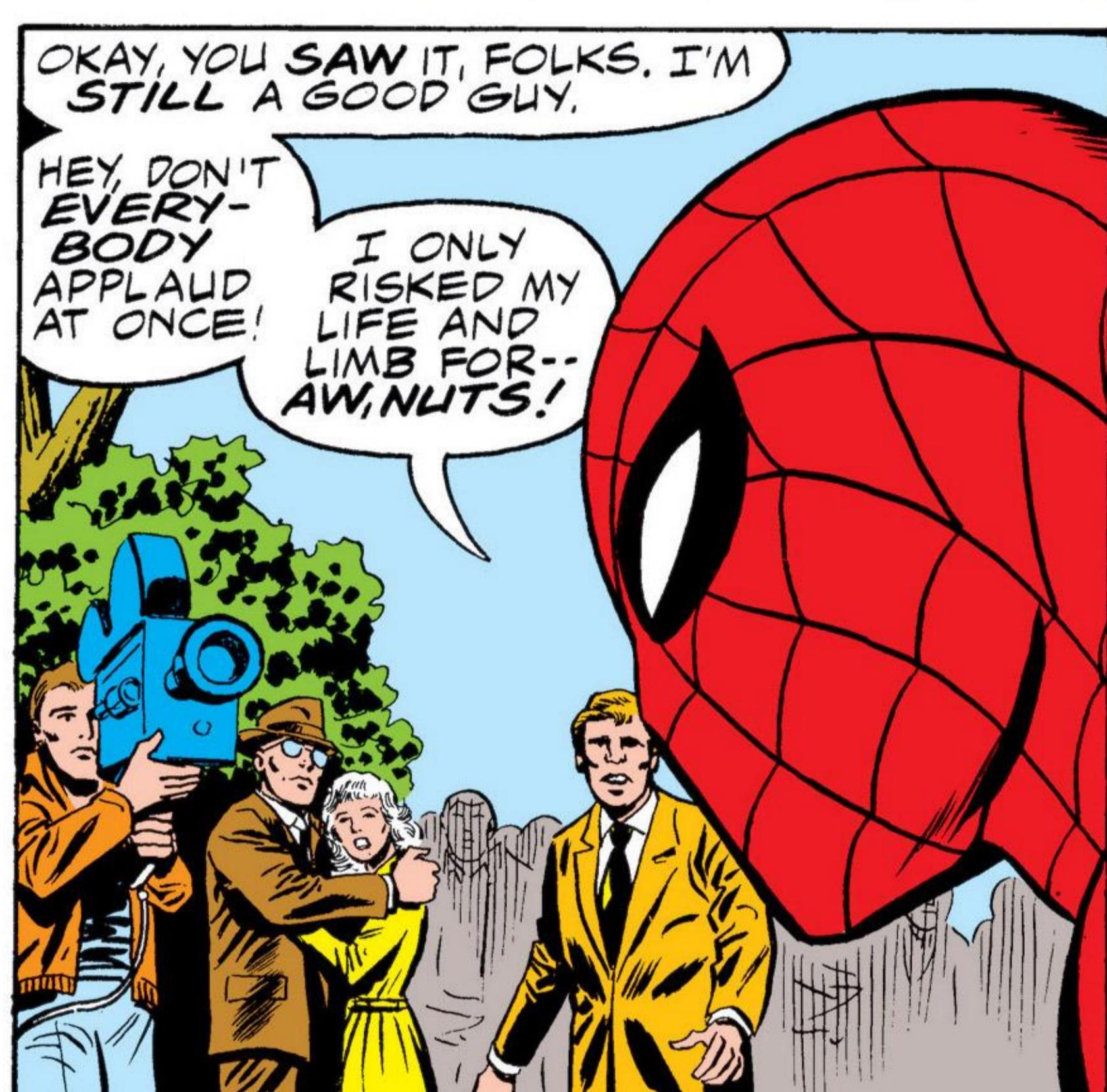
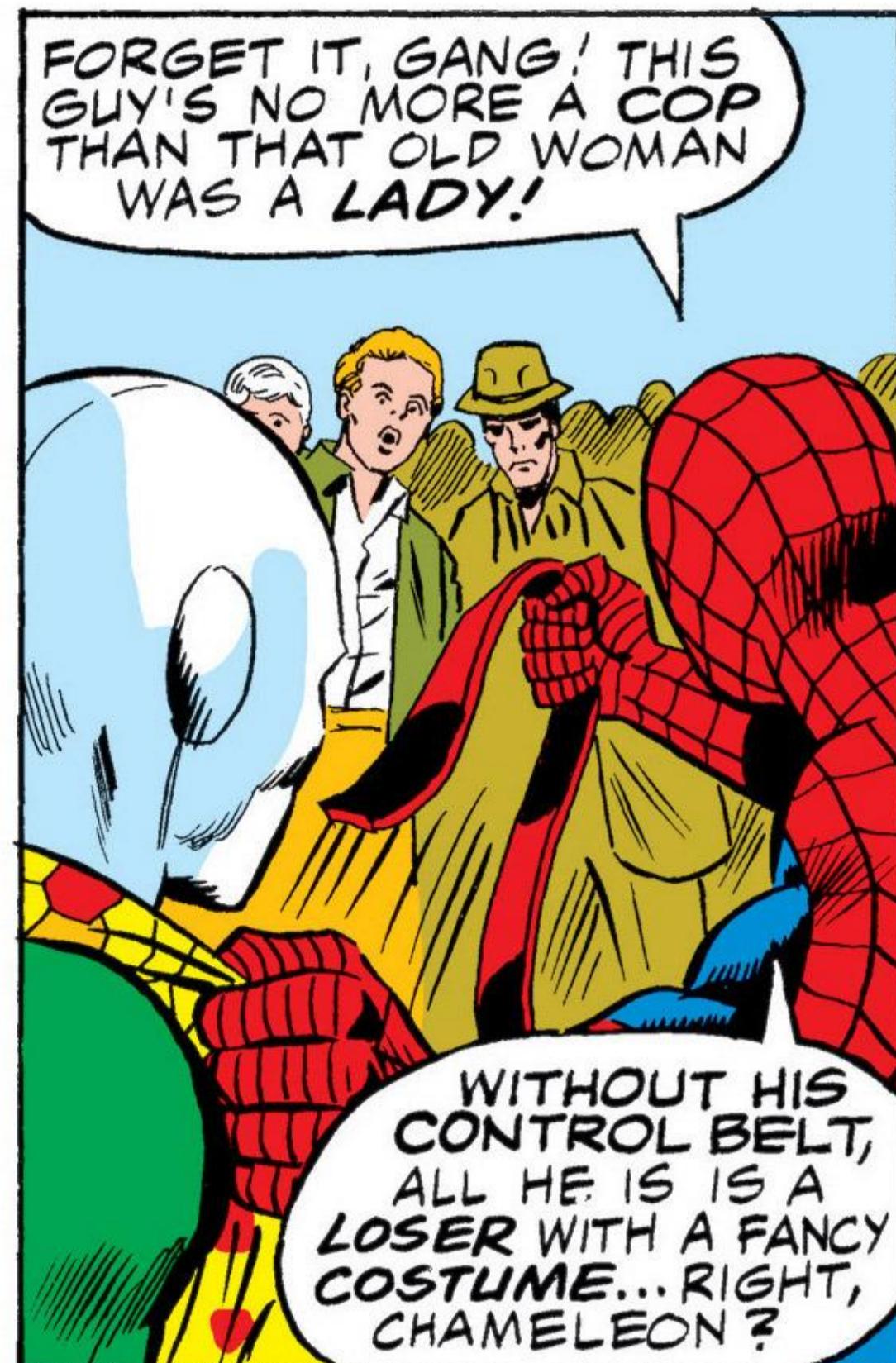












THIS HAS BEEN A RED LETTER DAY, ROBBIE. SPIDER-MAN HAS BEEN DISCREDITED!

EVERYTHING I'VE EVER SAID ABOUT THAT GLORY-HUNGRY MANIAC HAS BEEN PROVEN TRUE!

...IN AN AMAZING TURNABOUT, SPIDER-MAN CLEARED HIMSELF TONIGHT WHEN HE UNCOVERED THE CRIMINAL KNOWN AS...

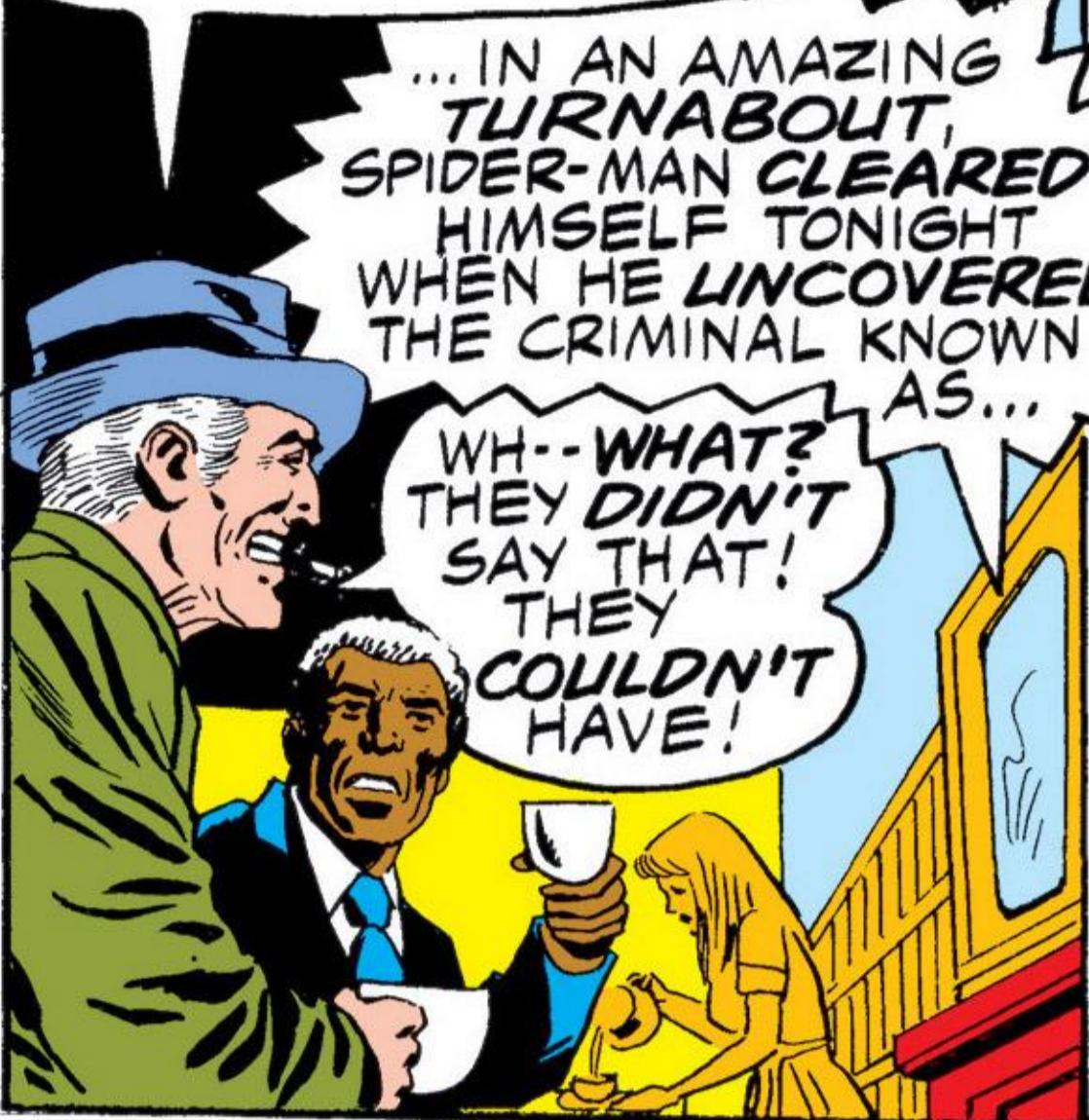
WH--WHAT? THEY DIDN'T SAY THAT! THEY COULDN'T HAVE!

NONONO! WHY DOES IT ALWAYS HAPPEN TO ME?

HE'S OUT TO GET ME, ROBBIE. HE WANTS TO DRIVE ME CRAZY! WELL, I WON'T LET HIM!

WHERE ARE YOU GOING, JONAH?

I'M GOING TO DRIVE MYSELF! I MEAN I'M GOING OUT!



BUT EVEN AS THE DAILY BUGLE'S IRASCIBLE PUBLISHER STALKS OFF TO VENT OUT HIS ANGER IN WAYS BEST NOT DESCRIBED HERE...



MEANWHILE, IN A SMALL LABORATORY SOMEWHERE IN WESTCHESTER...

THE CHAMELEON FAILED TO DISCREDIT SPIDER-MAN. THEN, I SUSPECTED HE WOULD.

HE HAD NEITHER THE INTELLIGENCE NOR THE POWER TO CARRY OUT MY INSTRUCTIONS.

BUT THE WALL-CRAWLER'S LUCK CANNOT HOLD OUT FOREVER... IT WILL SOON FAIL HIM... AND THEN I SHALL BE THERE.

I OWE THAT SO-CALLED HERO... HE'S DESTROYED MY WORK... MY HOPES... MY FUTURE...

BUT I SHALL DO WORSE TO HIM.

I SHALL END HIS LIFE!

NEXT ISSUE: THE POWER OF ELECTRO!

THE MYSTERY CONTINUES AS SPIDER-MAN AND CAPTAIN AMERICA TEAM-UP TO TAKE ON--