

MARVEL COMICS

# SPIDER-GIRL



38

I'M  
GONNA BE  
**WHAT?!**

DEFALCO  
OLLIFFE  
WILLIAMSON

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DIRECT EDITION

**Y**OUR NAME IS MAY "MAYDAY" PARKER.

YOU ARE THE DAUGHTER OF THE ORIGINAL SPIDER-MAN, AND YOUR LIFE HAS RECENTLY GROWN RATHER COMPLICATED.

YOU'RE VERY WORRIED ABOUT YOUR MOTHER'S HEALTH.

YOU'RE ALSO CONCERNED ABOUT PHIL ULRICH, A FAMILY FRIEND WHO APPEARS TO BE MIA.

AND THEN THERE'S NORMIE OSBORN-- A FORMER SUPER-VILLAIN THAT YOU THOUGHT HAD RENOUNCED CRIME, AND BECOME YOUR FRIEND--BUT WHO SEEMS TO HAVE RETURNED TO HIS WICKED WAYS.

ASIDE FROM ALL THAT, YOU'RE ALSO IN A HECK OF A LOT OF DANGER RIGHT NOW...

DETERMINED TO WREST CONTROL OF THE CITY'S UNDERWORLD FROM THE KINGPIN OF CRIME, A CRIME-MASTER KNOWN SIMPLY AS CANIS HAS ENLISTED THE AID OF YOUR OLD ENEMY FUNNY FACE.

THE KINGPIN RESPONDED BY HIRING CRAZY EIGHT, FF'S OLDER BROTHER.

AND THAT'S WHERE THINGS GET REALLY INTERESTING--!

The daughter of the original Spider-Man, May "Mayday" Parker has inherited her father's amazing powers. Possessing the proportionate strength, speed, and agility of a spider, as well as the ability to cling to walls, she now follows in his web lines! Stan Lee presents...

# SPIDER-GIRL!

WELL, WELL, LITTLE BROTHER--LOOKS LIKE OUR WEB-STREWN SNOOP HAS RUN INTO AN UNEXPECTED PROBLEM.

SHE WAS JUST ABOUT TO ESCAPE OUR COMBINED ASSAULT--

--WHEN THE GREEN GOBLIN SUDDENLY BLOCKED HER EXIT.

BLAH! BLAH! BLAH! LIKE I REALLY NEEDED THAT USELESS BIT OF EXPOSITION, CRAZY EIGHT.

ANY CHANCE YOU CAN SHUT UP LONG ENOUGH FOR US TO JUST KILL HER ALREADY?

HI, EVERYBODY!  
I KNOW I'M INTRUDING ON YOUR LITTLE GET-TOGETHER--

--BUT I JUST COULDN'T RESIST SUCH A PRIME OPPORTUNITY FOR FUN AND GAMES!



HOOBOY! THAT'S GOTTA BE NORMIE IN THE GOBLIN GARB!

TOO BAD YOU DON'T KNOW IF HE'S HERE TO AID YOU--

--OR THE PSYCHO SET!

**Tom DeFalco & Pat Olliffe**  
Script, Plot & Pencils  
**Al Williamson**  
Inker

**John E. Workman, Jr.**  
Letterer  
**Christie Scheele & Heroic Age**  
Colorists

**Frank Dunkerley & Marc Sumerak**  
Assistant Editors  
**Matt Hicks & Tom Brevoort**  
Editors

**Joe Quesada**  
Editor in Chief  
**Bill Jemas**  
President

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NO OFFENSE,  
GOBLIN--BUT  
MY BROTHER  
AND I ARE ON  
THE CLOCK  
HERE.

SO JUST  
BUTT  
OUT!

IN HIS OWN ENDEARING  
WAY, FUNNY FACE IS  
TRYING TO TELL YOU THAT  
WE HAVE A BUSINESS  
INTEREST IN THE  
WEB-HEAD.

WE WOULD APPRECIATE  
A LITTLE PROFESSIONAL  
COURTESY, UNLESS, OF  
COURSE, YOU'RE ALSO  
ALLIED WITH EITHER  
CANIS OR THE  
KINGPIN.

SORRY,  
BOYS...

...THE GREEN  
GOBLIN ONLY  
WORKS FOR  
HIMSELF.

AS FOR  
SPIDER-GIRL...

I'M AFRAID THAT  
I CONSIDER HER A  
VERY CLOSE  
FRIEND--

--AND  
COUNT HER  
ENEMIES  
AMONG MY  
OWN!

HOO HAH! LOOKS  
LIKE NORMIE IS  
STILL HEADING  
FOR A HALO.

YOUR BIG GREEN BUDDY SEEMS A LITTLE OUT OF PRACTICE.

PITY.

FUNNY FACE WILL BE INSUFFERABLE...

--IF HE WINS HIS BOUT BEFORE I DEFEAT YOU.

POOR NORMIE! HE'S BEEN LIVING IN A SANITARIUM FOR THE PAST FEW MONTHS--

--TRYING TO EXorcISE THE PERSONAL DEMONS THAT ORIGINALLY DROVE HIM TO BECOME THE GOBLIN.

IMAGINE HOW YOUR BRO WILL LORD IT OVER YOU--

--WHEN I WIN!

NOW, THAT'S AN OPTION I NEVER EVEN CONSIDERED--!

WHILE YOU DO APPRECIATE THE ASSIST, RETURNING TO HIS COSTUMED IDENTITY CAN'T BE GOOD FOR NORMIE OR--UH-OH!

COOL PYRO-TECHNIQUES, HUH?

BUNKY AND I SPENT HOURS PERFECTING THEM.

UHHHH... YEAH... TERRIFIC.

Y'KNOW, I'VE  
ALWAYS BEEN  
CURIOUS ABOUT  
BUNKY.

ARE YOU  
REALLY CRAZY  
ENOUGH TO THINK  
YOUR SILLY-  
LOOKING CLOWN  
STICK IS  
ALIVE--

--OR IS IT  
JUST PART OF  
YOUR ACT?

WH-WHY ARE  
YOU CUTTING IN,  
SPIDER-GIRL?

I CAN  
HANDLE  
THIS  
JOKER  
ON MY  
OWN.

YEAH, BUT  
I'M TIRED  
OF DANCING  
WITH CRAZY  
EIGHT--

--SO LET'S  
CHANGE  
PARTNERS.

I... I THINK  
I'VE JUST BEEN  
INSULTED.

WHAT'S WITH THE  
ATTITUDE ON  
THAT GIRL?

WHO IS  
SHE TO  
DICTATE  
THE TERMS  
OF THIS  
FIGHT?

SHE'S NOT  
THE BOSS  
OF US.

WE'RE ALL  
MAJOR SUPER-  
VILLAINS HERE.

MAYBE...BUT I'M  
NOT GOING TO  
ARGUE WITH HER.

MIND IF I  
BORROW  
BUNKY FOR  
AWHILE?

IT'S TIME WE  
BONDED.

AND PEOPLE  
THINK YOU'RE  
SLOW!

I CONFESS  
TO AN OVER-  
WHELMING  
URGE TO  
SMASH HIS  
HEAD INTO  
TINY PIECES.

DO YOU  
THINK I'M  
SUBLI-  
MATING?

TRUST  
ME,  
LAQY...

--YOU  
REALLY  
DON'T  
WANT  
TO KNOW  
WHAT I  
THINK.

NO!  
NO! YOU  
OBVIOUSLY  
INTEND  
TO HARM  
HIM.

NO  
ARGUMENT!

AS MUCH AS I ENJOY A GOOD, OLD-FASHIONED GRATUITOUS FIGHT, BUNKY AND I HAVE A PREVIOUS ENGAGEMENT.



EVEN AS THE SMOKE CLOUD SPREADS, YOUR SPIDER-SENSE WARNS YOU AGAINST SPRINGING UPWARD.



GOBLIN?

GOBLIN?

YOU THERE?

N-NOT FOR LONG... I'M ABOUT TO FLY ABOVE THIS MESS.

NO!

I SENSE DANGER.

EITHER FUNNY FACE OR CRAZY EIGHT IS PLANNING TO UNLOAD ON US AS SOON AS WE STICK OUR NECKS OUT.

STAY CLOSE TO THE GROUND, AND FOLLOW THE SOUND OF MY VOICE.

UHHH... OKAY!

I ASSUME YOU'D KNOW IF THIS CLOUD WAS POISONOUS OR SOMETHING.

I... I GUESS.

YOU GUESS?! THAT'S HARDLY REASSURING.

WHAT IF IT  
AFFECTED YOUR  
SPIDER-SENSE?

WE COULD ALREADY BE DYING.

SINCE WHEN ARE YOU SO PARANOID?

JUST RELAX, AND I'LL TELL YOU WHEN IT'S SAFE TO LEAVE.



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# BULLPEN

MARVEL  
COMICS

**ON SALE NEXT WEEK!**

**AVENGERS: CLEAR & PRESENT DANGERS tpb**

Hawkeye quits, Wonder Man and the Vision arrive... and the Grim Reaper, Moses Magnum, and Lord Templar attack! By Kurt Busiek & George Pérez!

**CAPTAIN AMERICA #47**

It's one man vs. the stolen S.H.I.E.L.D. Heli-Carrier in part three of "America Lost!" By Dan Jurgens!

**CAPTAIN MARVEL #23**

Rick Jones is old, his people have mutated, and the daughter of his father's greatest foe is in danger! Sometimes it just doesn't pay to be Captain Marvel! By Peter David & Chrisscross!

**DAREDEVIL #25**

"Playing to the Camera" comes to its shocking conclusion as Matt Murdock squares off in court against his own alterego, Daredevil! By Bob Gale & Phil Winslade!

**ESSENTIAL HULK Vol. 2**

The first appearance of the Leader! The origin of the Abomination! Reprinting TALES TO ASTONISH #92 - #101 and INCREDIBLE HULK #102 - #118!

**GHOST RIDER: THE HAMMER LANE #4**

Gunmetal Gray can't kill Ghost Rider... but Johnny Blaze sure is mortal! By Devin Grayson & Trent Kaniuga!

**INCREDIBLE HULK #32**

To save the dying body of Bruce Banner, Doc Samson turns to... Ant-Man? By Paul Jenkins & Joe Bennett!

**NEW X-MEN #118**

Does "The Extinction Dossier" spell doom for the human race? The all-new Angel appears as "Germ Free Generation" begins! By Grant Morrison & Ethan Van Sciver!

**PETER PARKER, SPIDER-MAN #35**

You're six years old. You live in a tough city neighborhood. You think you'll never meet your hero, Spider-Man. You're wrong. By Paul Jenkins & Mark Buckingham!

**THOR: GODSTORM #1**

It's a trio of interlocking legends, spanning from Thor's boyhood adventures to today! By Kurt Busiek & Steve Rude!

**THUNDERBOLTS #56**

Graviton is back and more powerful than ever! Gee, thanks a lot, Moonstone! By Fabian Nicieza & Patrick Zircher!

**ULTIMATE X-MEN #10**

Will the X-Men be remade into Weapon X assassins? And can Wolverine do anything to stop it? By Mark Millar & Tom Raney!

**U.S. WAR MACHINE #2**

Continuing the weekly bursts of black-and-white Manga action! James Rhodes loses his job... and possibly his life! By Chuck Austen!



Want The Latest News From Inside The House Of Ideas? Go To [www.marvel.com](http://www.marvel.com) For Daily Updates!

# BULLETINS

## THE 100 GREATEST

Okay, True Believers, time to reveal more of the best books the Bullpen has ever published -- as picked by you! Last time we unveiled picks #65 through #74, now it's time for 20 more titles that will forever be remembered as Mighty Marvel's finest!

- 64. Uncanny X-Men #256 (Intro of "new" Psylocke)
- 63. Uncanny X-Men #210 ("Mutant Massacre")
- 62. New Mutants #1
- 61. Uncanny X-Men #100 (vs. the Sentinels)
- 60. Uncanny X-Men #303 (death of Ilyana)
- 59. Iron Fist #14 (Intro of Sabretooth)
- 58. Fantastic Four #100
- 57. Amazing Spider-Man #298 (1st Todd McFarlane)
- 56. Uncanny X-Men #9 (vs. the Avengers)
- 55. Iron Man #225 ("Iron Wars")
- 54. Marvel Spotlight #5 (Intro of Ghost Rider)
- 53. Fantastic Four #4 (return of the Sub-Mariner)
- 52. Amazing Spider-Man #2 (Intro of Vulture)
- 51. Uncanny X-Men #108
- 50. Amazing Spider-Man #129 (Intro of the Punisher)
- 49. Uncanny X-Men #171
- 48. Uncanny X-Men #225
- 47. Uncanny X-Men #159
- 46. Avengers (vol. 3) #1
- 45. Amazing Spider-Man #50 (Intro of the Kingpin)

Be here next time for more of your favorite comics... then pick up our mega-sized reprints in October and November for the elite issues that made it into the Top 25!

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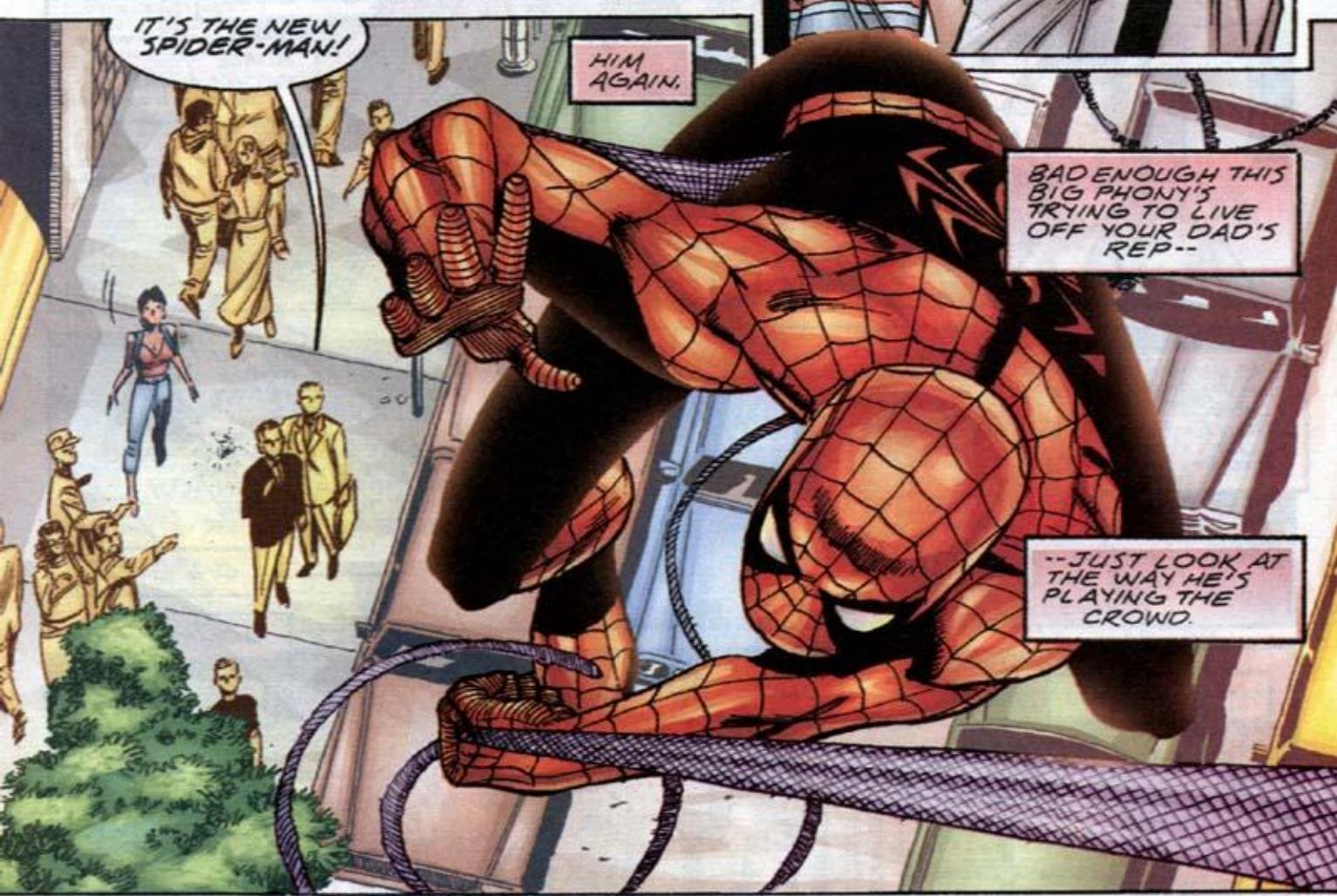
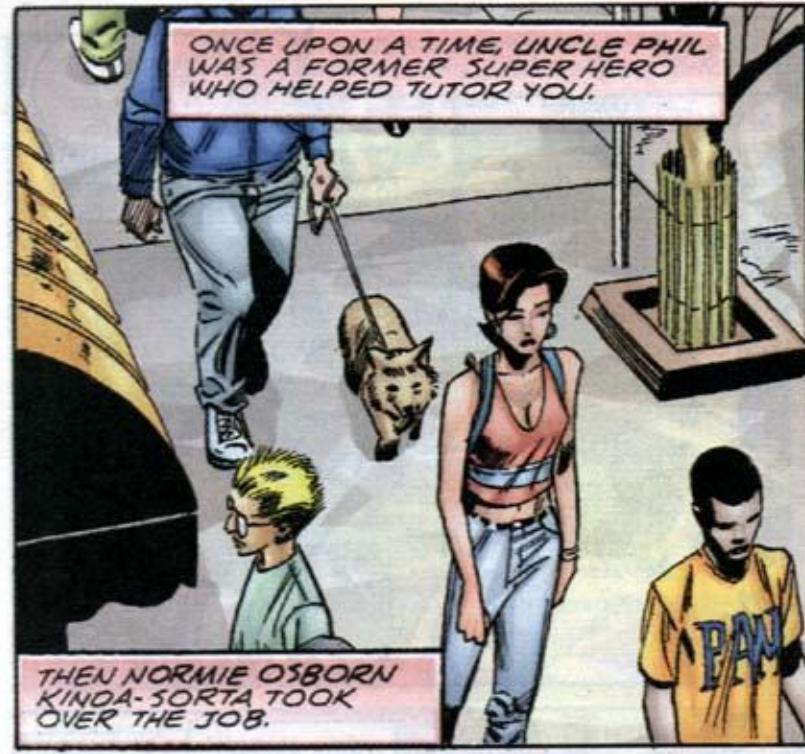
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CREECH MARIN DANNY TREJO w/ ROBERT PATRICK and TONY SHALHOUSS  
ALEXA VEGA as Carmen (voiced by GARYL BARBARA as Jim) MARY VERNIERO ANNE McCARTHY  
DEBORAH EVERTON DANNY ELEMAN ROBERT RODRIGUEZ  
CARY WHITE GUILLERMO NAVARRO, A.S.C.  
PRODUCED BY BOB WEINSTEIN HARVEY WEINSTEIN CARY GRANIT  
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DIMENSION HOME ENTERTAINMENT





TALK ABOUT A PRODUCTIVE DAY! SO FAR YOU'VE ALLOWED TWO SUPER-VILLAINS TO ESCAPE CAPTURE..

--WATCHED YOUR FORMER MENTORS BEHAVE LIKE FRAT BROTHERS--

--AND FAILED TO LEARN ANYTHING ABOUT THE NEW SPIDEY.

WE'VE BEEN WAITING FOR YOU.

YOUR MOTHER HAS SOMETHING SHE NEEDS TO DISCUSS WITH US!

--YOU COMPLETELY FORGOT ABOUT YOUR MOM!

I GUESS YOU'VE BOTH NOTICED THAT I HAVEN'T BEEN MY USUAL CHEERY SELF LATELY.

I'VE BEEN FEELING A LITTLE UNDER THE WEATHER, AND FINALLY WENT TO SEE THE DOCTOR EARLIER TODAY...

OH, GOD!

MOMMY--!

M-MOMMY--!

A-ARE YOU ALL RIGHT, HON?

IS ANYTHING WRONG?

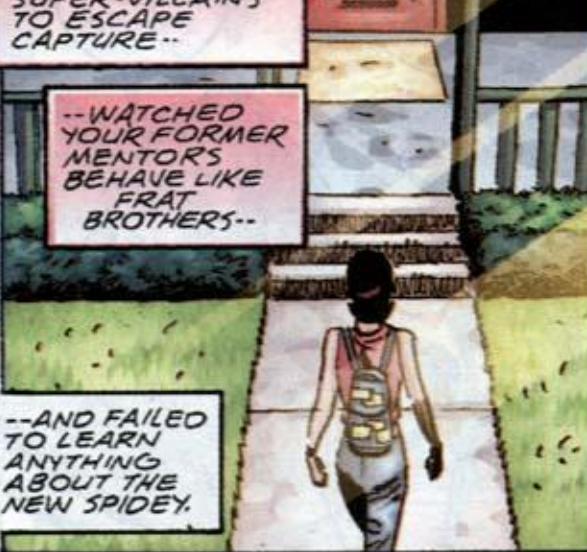
COULD YOU POSSIBLY FEEL MORE USELESS, OR--

MOM?

DAD?

I IS EVERYTHING...OKAY?

I'M GLAD YOU'RE FINALLY HOME.



WE'RE GOING  
TO HAVE  
ANOTHER  
BABY!



H-HOW  
COULD  
THIS  
HAPPEN  
?





SOMETIMES YOU  
WONDER IF YOUR  
PARENTS WILL  
EVER GROW UP.

TH-THEY'RE MUCH  
TOO OLD TO  
START A NEW  
FAMILY.

BABIES ARE  
EXPENSIVE...

MAYBE YOU'RE JUST BEING  
SELFISH, BUT-HEY! THERE'S  
JIMMY YAMA, AND IT LOOKS  
LIKE HE'S WAITING FOR  
SOME--

--AND REQUIRE  
A LOT OF  
ATTENTION.

AND WHAT  
ABOUT  
YOUR MOM'S  
CAREER?

--HEATHER  
NOBLE?!

B-BUT SHE'S SUPPOSED TO BE GOING  
STEADY WITH BRAD MILLER.

HOO-BOY!

**SWELL! JIMMY'S  
A FRIEND --**

--BUT SO  
IS BRAD.

DO YOU  
PLAY THE  
RAT--

--OR CLAMP  
YOUR MOUTH?

HOW WOULD  
YOU HAVE  
FELT IF  
SOMEONE  
HAD PULLED  
YOU ASIDE --



**NICE LIFE, GIRL! YOUR  
FRIENDS HAVE GONE  
ALL WB ON YOU.**

**PHIL AND NORMIE  
ARE LOST IN THEIR  
GOBLIN THING.**



**THE NEW SPIDEY'S  
TRYING TO REPLACE  
YOU.**

**CRAZY EIGHT AND  
FUNNY FACE WANT  
YOU DEAD.**

**AND YOUR  
PARENTS--  
HOO BOY!**



**YOU NEED TO GET  
YOURSELF BACK  
ON TRACK.**

BUT...  
HOW?

HOW?



C ... A ... N ... I ... S?

YES, THE NATIONAL CRIME DIRECTORY HAS A RATHER EXTENSIVE FILE ON THE MAN.

WHAT IS YOUR INTEREST IN HIM, SPIDER-GIRL?

HE'S INVOLVED IN SOME SORT OF GANG WAR WITH THE KINGPIN OF CRIME.

THIS DOESN'T SOUND LIKE A JOB FOR THE AVENGERS. WE USUALLY LEAVE STREET CRIMINALS TO THE JURISDICTION OF THE LOCAL AUTHORITIES, AND--

THE KINGPIN--?! I THOUGHT HE WAS LOCKED UP YEARS AGO.

STILL IS, STINGER... BUT I GUESS THAT HASN'T STOPPED HIM FROM RUNNING THINGS.

FRIENDLY NEIGHBORHOOD HERO-TYPES LIKE MO/P GOTCHA!

ONE LAST QUESTION, MAINFRAME-

--DO YOU KNOW IF THIS MOUNTAIN OF PAPERWORK CONTAINS ANY HINTS ON HOW I CAN ACTUALLY FIND CANIS?

HAVE YOU TRIED THE LOCAL PHONE BOOK?



--NOT UNLESS YOU WANT TO BE ARRESTED--

--FOR ASSAULT AND CRIMINAL TRESPASS.

B-BUT I KNOW THAT HE'S WORKING WITH FUNNY FACE --A WANTED FELON!

KNOWING ISN'T PROVING.

I HATE TO BREAK IT TO YOU, GIRLFRIEND--

--NOBODY EVER SAID LIFE WAS FAIR!



SOMETIMES YOU  
WONDER WHY  
YOU EVEN  
BOther...



WHAT'S THE POINT  
OF DRESSING UP IN  
A SILLY COSTUME...

--AND  
RISKING  
YOUR  
FOOL NECK?



THERE ARE OTHER  
OCCASIONS, HOWEVER,  
WHEN YOU'RE RIDING  
A WEB AND THE  
WIND'S CARESSING  
YOUR FACE...





--AND IT'S  
STILL A  
SPIDER-  
GIRL  
WORLD!



THE END...for Now!