MARVEL COMICS
DEATH STALKS PETER PARKER'S PARENTS!
the AMAZING SPIDER-MAN
NOW ON SALE TWICE A MONTH!
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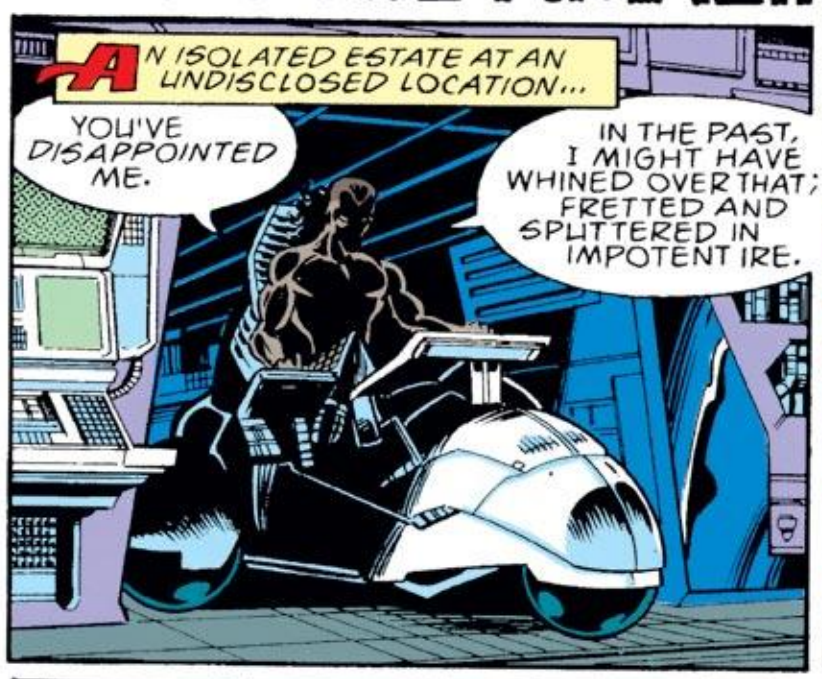
372
EARLY JAN
UK 85p
APPROVED BY THE COMICS CODE AUTHORITY
AND THINGS DON'T LOOK SO GOOD FOR SPIDEY AND THE BLACK CAT, EITHER!
BAGS + 92 R.E.
INVASION OF THE SPIDER-SLAYERS
PART FIVE OF SIX!

BITTEN BY A RADIOACTIVE SPIDER, STUDENT **PETER PARKER** GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®



ARACHNOPHOBIA TOO!

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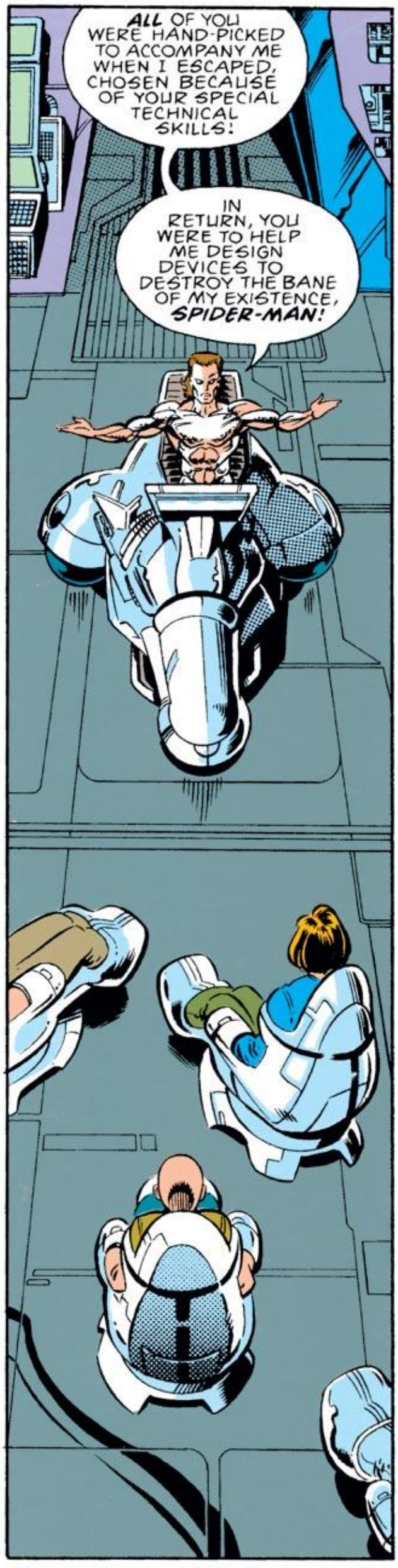
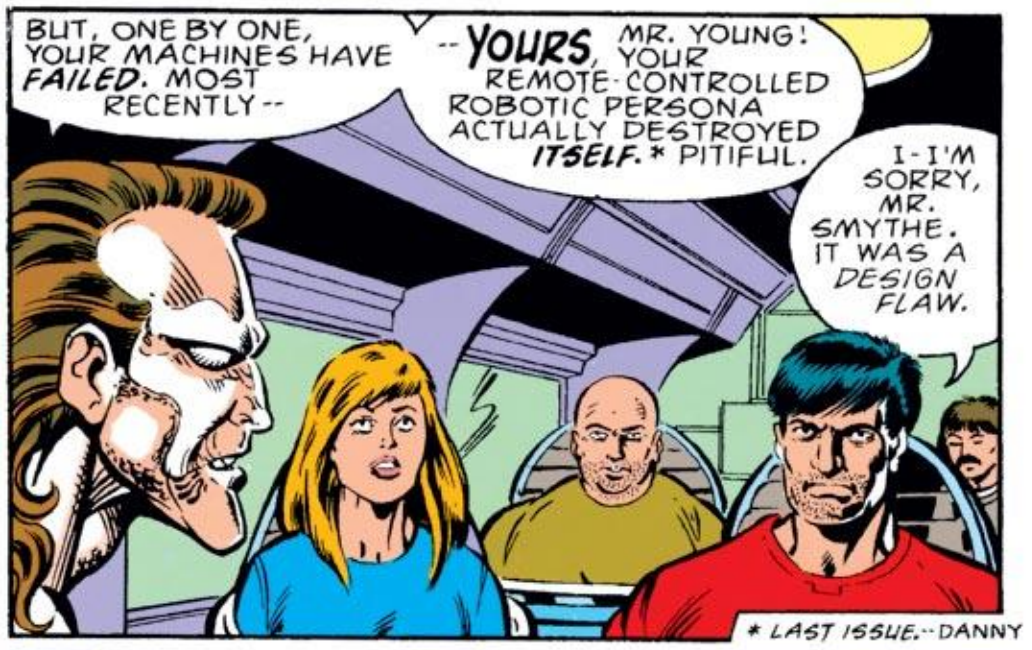

ALL OF YOU WERE HAND-PICKED TO ACCOMPANY ME WHEN I ESCAPED, CHOSEN BECAUSE OF YOUR SPECIAL TECHNICAL SKILLS!
IN RETURN, YOU WERE TO HELP ME DESIGN DEVICES TO DESTROY THE BANE OF MY EXISTENCE, SPIDER-MAN!

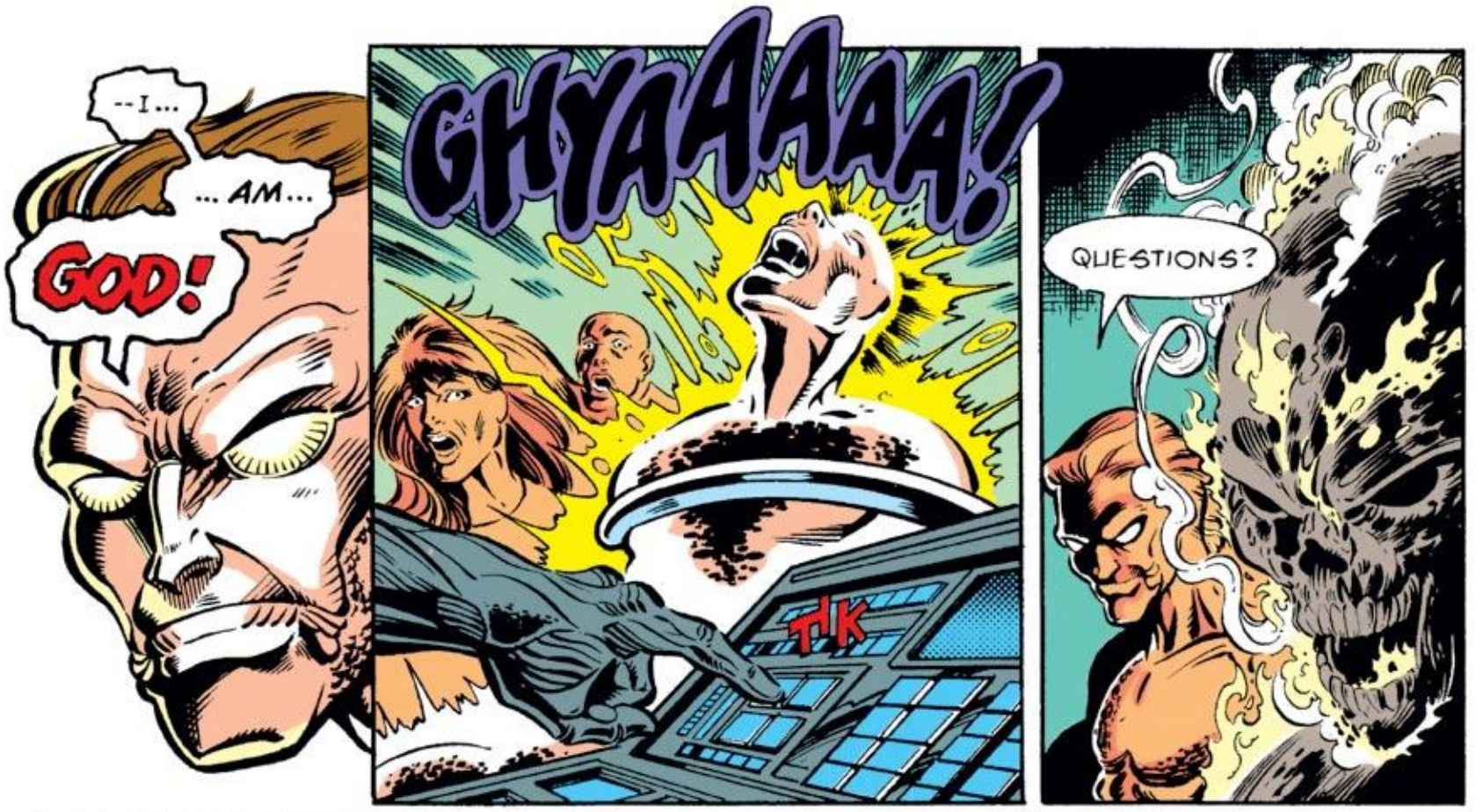

BUT, ONE BY ONE, YOUR MACHINES HAVE FAILED. MOST RECENTLY --
-- YOURS, MR. YOUNG! YOUR REMOTE-CONTROLLED ROBOTIC PERSONA ACTUALLY DESTROYED ITSELF. * PITIFUL.
I-I'M SORRY, MR. SMYTHE. IT WAS A DESIGN FLAW.
* LAST ISSUE.--DANNY

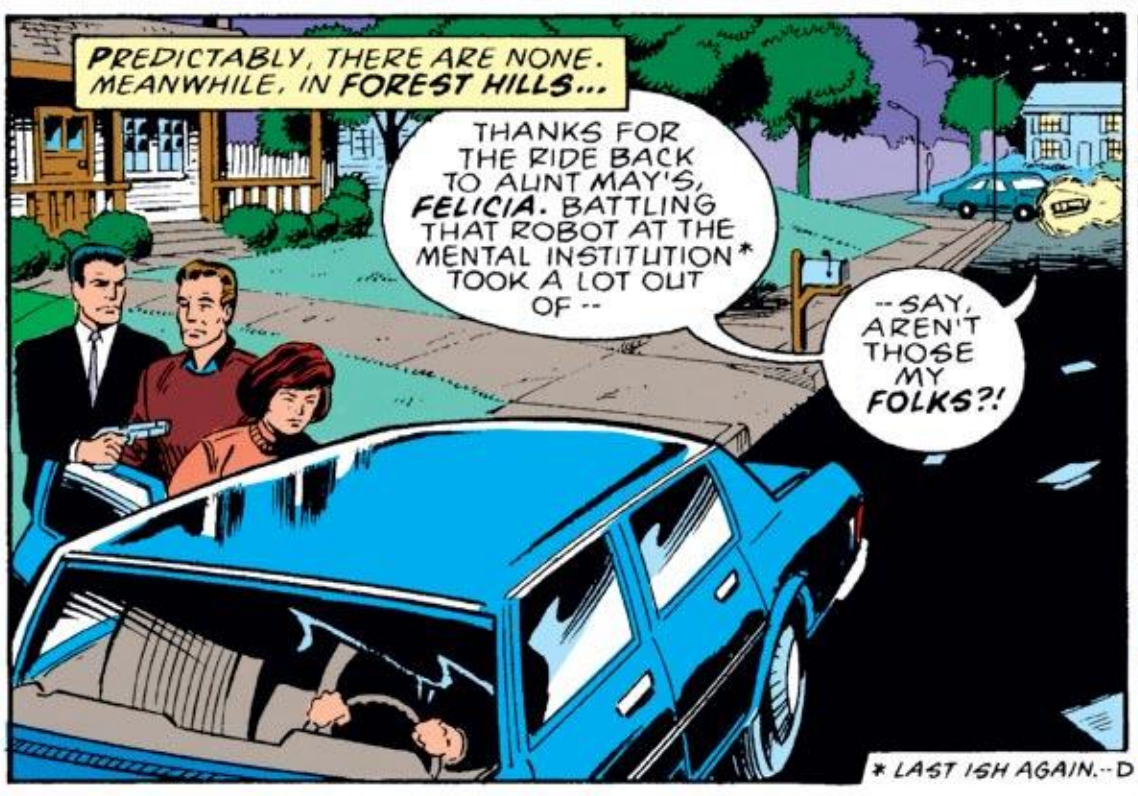
NO! IT WASN'T! MY DESIGN WAS BRILLIANT! YOUR PLAN WAS FLAWED!

I-- I DIDN'T MEAN THAT! A-AT LEAST... I DON'T THINK I DID!

ENOUGH! YOUR MULTIPLE PERSONALITY DISORDER IS NO EXCUSE!
I'LL TOLERATE NO SUCH INSOLENCE IN MY OWN HOME!

I HAD THIS SANCTUARY BUILT OVER THE YEARS, IN SECRET! AND ONE THING YOU MUST ALL LEARN WITHOUT QUALIFICATION: HERE --


--I...
...AM...
GOD!
GHYAAAAA!
TIK
QUESTIONS?


PREDICTABLY, THERE ARE NONE. MEANWHILE, IN FOREST HILLS...
THANKS FOR THE RIDE BACK TO AUNT MAY'S, FELICIA. BATTLING THAT ROBOT AT THE MENTAL INSTITUTION* TOOK A LOT OUT OF --
--SAY, AREN'T THOSE MY FOLKS?!
* LAST ISH AGAIN.--D

LOOKS LIKE IT. BUT WHO'S HERDING THEM INTO THE CAR?
I'VE SEEN HIM AROUND BEFORE. HIS NAME'S SHADDOCK --HE'S WITH THE F.B.I.!

MOM AND DAD WERE ON A GOVERNMENT MISSION WHEN THEY DISAPPEARED TWENTY YEARS AGO!
THEY SWORE THAT WAS OVER, BUT...

WHAT IF THEY LIED?!
NO TIME TO RIG A WEB-SHOOTER TO LAUNCH THIS TRACER!
SI
Whew
OLD-FASHIONED WAY STILL WORKS!

NOW I'LL BE ABLE TO TRACK THEM --
--IF I NEED TO!

INSIDE MAY PARKER'S HOUSE...
PETER, DEAR! COME IN! AND I SEE YOU'VE BROUGHT YOUR...
...LITTLE FRIEND ALONG!

HOW NICE.
HI.
GOTTA MAKE A CALL, AUNT MAY.

FEDERAL BUREAU OF INVESTIGATION? I'D LIKE SOME INFORMATION ON -- Hm? Oh, SURE, I'll HOLD.

MOMENTS LATER...
BUT I JUST TALKED TO THEM! THEY TOLD ME TO TALK TO YOU!

STILL MORE MOMENTS LATER...
NO, I SAID "SHADDOCK!" S-H-A-D--
--WAIT! DON'T YOU DARE TRANSFER ME AGAIN--!

BLAST!
KLAK

SORRY I HAVE TO RUN, AUNT MAY. HOW ABOUT DINNER WITH MARY JANE AND ME NEXT WEEK? WE'LL CALL YOU.
'BYE!

ALISTAIR SMYTHE IS BEHIND THE RECENT ROBOT ATTACKS ON ME IN MY SPIDER-MAN IDENTITY, BUT HOW CAN I CONCENTRATE ON FINDING HIM --
-- UNTIL I KNOW IF MY ALLEGED PARENTS ARE INVOLVED IN SOMETHING DEVIOUS?

THIS IS PERSONAL, FELICIA, AND IT COULD BE DANGEROUS. I CAN'T ASK YOU TO COME ALONG.
YOU DON'T HAVE TO ASK. I'M IN.
ALL RIGHT, THEN.

LET'S DO IT!

AND SOON, THE **BLACK CAT** JOINS **SPIDER-MAN** AS HE FOLLOWS A FAINTLY-FELT SIGNAL FROM HIS SPIDER-TRACER...

OVER THERE!

I SEE IT.

THWIP

NOW THAT WE KNOW THESE ***MECHANICAL SPIDERS*** ARE WHAT SMYTHE USES TO SPOT SPIDER-MAN--

--IT'S A LOT EASIER TO ***NEUTRALIZE*** THEM.

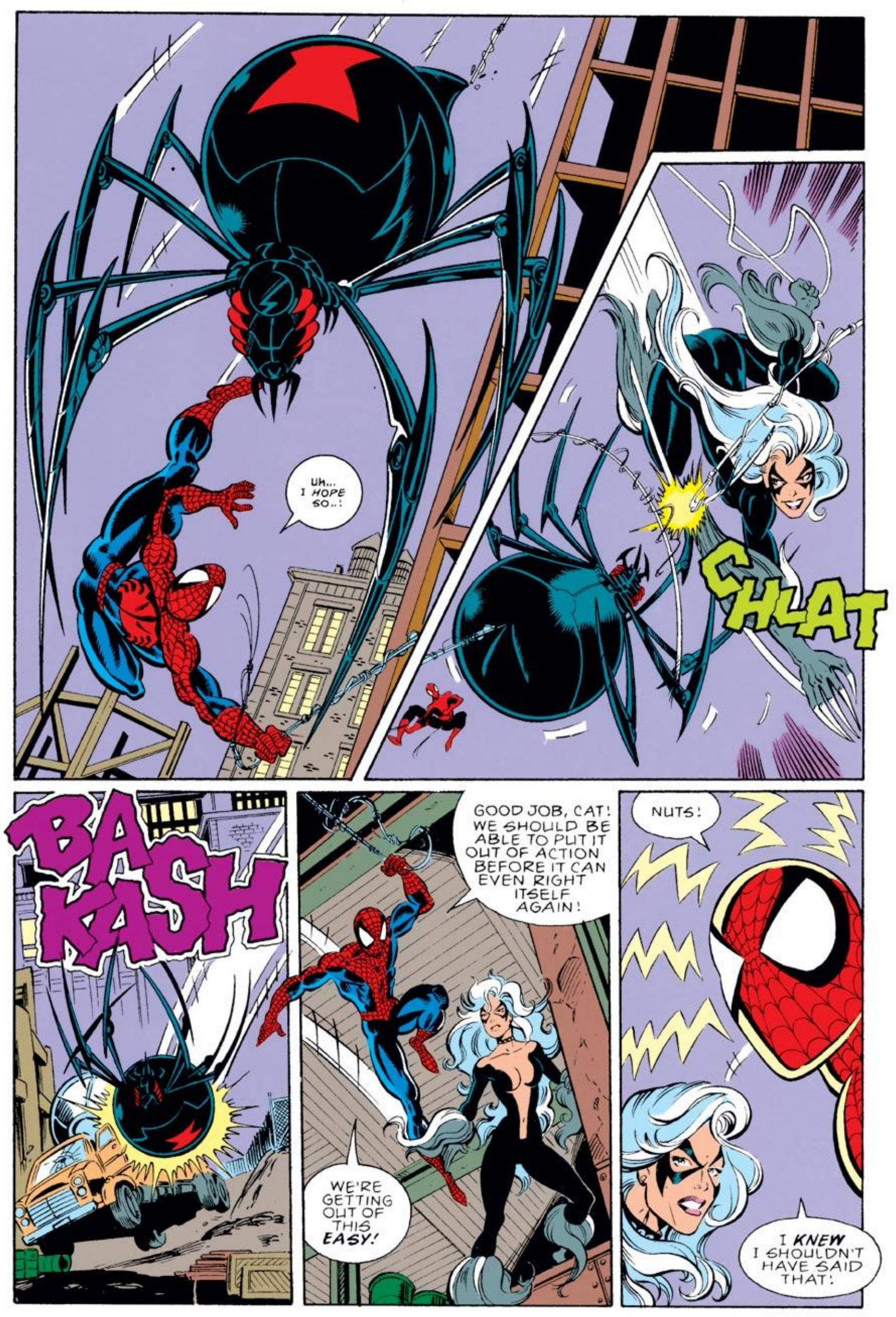
SPATCH

YEAH, BUT THAT'S THE ***FOURTEENTH ONE*** SO FAR, AND WE HAVEN'T EVEN REACHED ***BROOKLYN!***

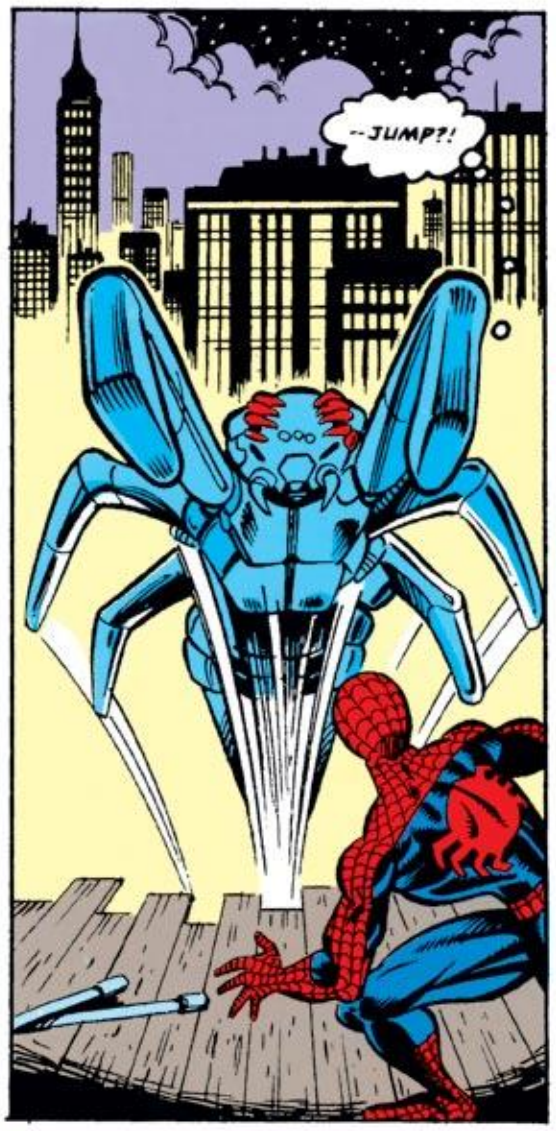
YOU SURE WE'VE GOTTEN ***ALL*** OF THEM--

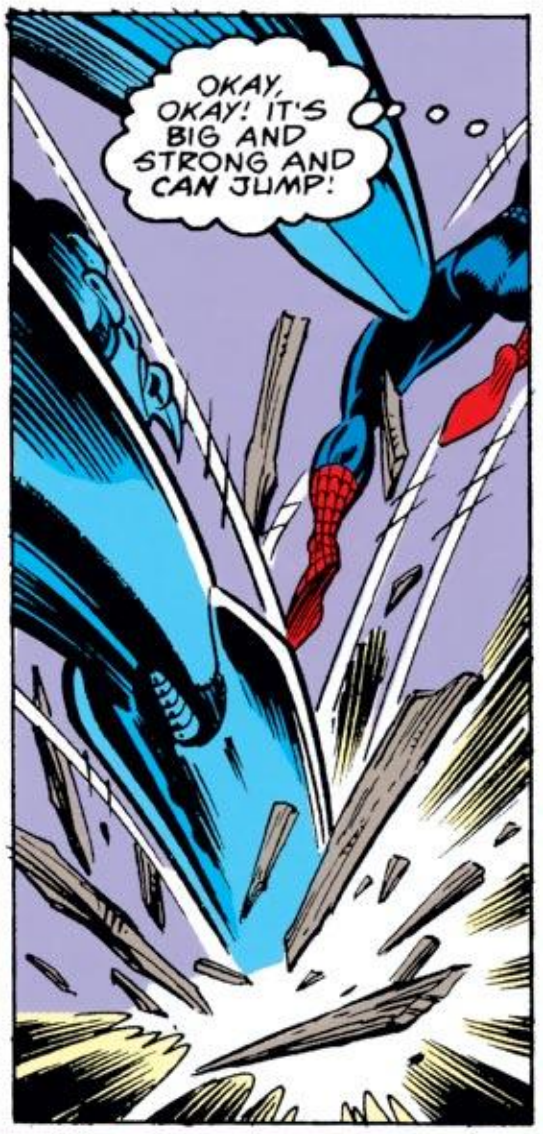
--BEFORE THEY COULD LET SMYTHE KNOW WHERE WE ***ARE?***

I ***HOPE*** SO.


UH... I HOPE SO..!
CHLAT
BA KASH
GOOD JOB, CAT! WE SHOULD BE ABLE TO PUT IT OUT OF ACTION BEFORE IT CAN EVEN RIGHT ITSELF AGAIN!
WE'RE GETTING OUT OF THIS EASY!
NUTS!
I KNEW I SHOULDN'T HAVE SAID THAT!

MORE 'BOTS! THIS ONE LOOKS LIKE A TARANTULA!
AND HIS PAL'S BASED ON A SCORPION! WE'RE UP AGAINST AN ARACHNID ARMY!
YOU'D BETTER SWITCH TO STREET CLOTHES -- SMYTHE'S ROBOTS ONLY COME AFTER SPIDER-MAN!
I'LL KEEP 'EM BUSY
NO WAY AM I LEAVING YOU TO FACE THESE BEASTIES BY YOURSELF!
AND THEY SAY CHIVALRY IS DEAD!
YEEK!
STAY CALM, SPIDEY! SURE, IT'S AS BIG AS A HOUSE AND STRONG AS A BULLDOZER! BUT LOOK AT THE BRIGHT SIDE:
AT LEAST IT CAN'T--


--JUMP?!


OKAY, OKAY! IT'S BIG AND STRONG AND CAN JUMP!

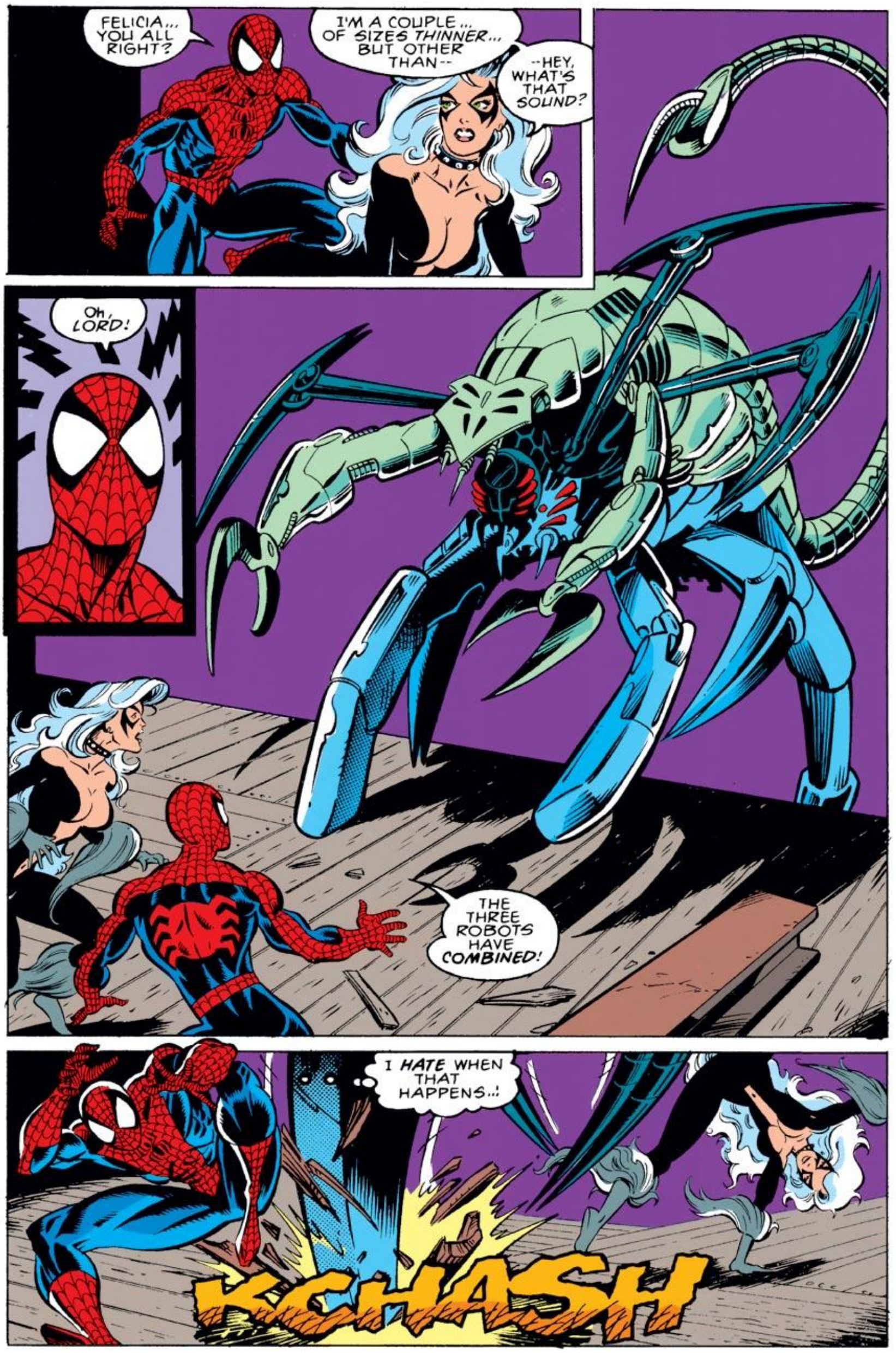
MAYBE THAT CAN WORK FOR ME!
END OF THE LINE, GRUESOME! I'M THROUGH RUNNING! I MAKE MY STAND HERE!

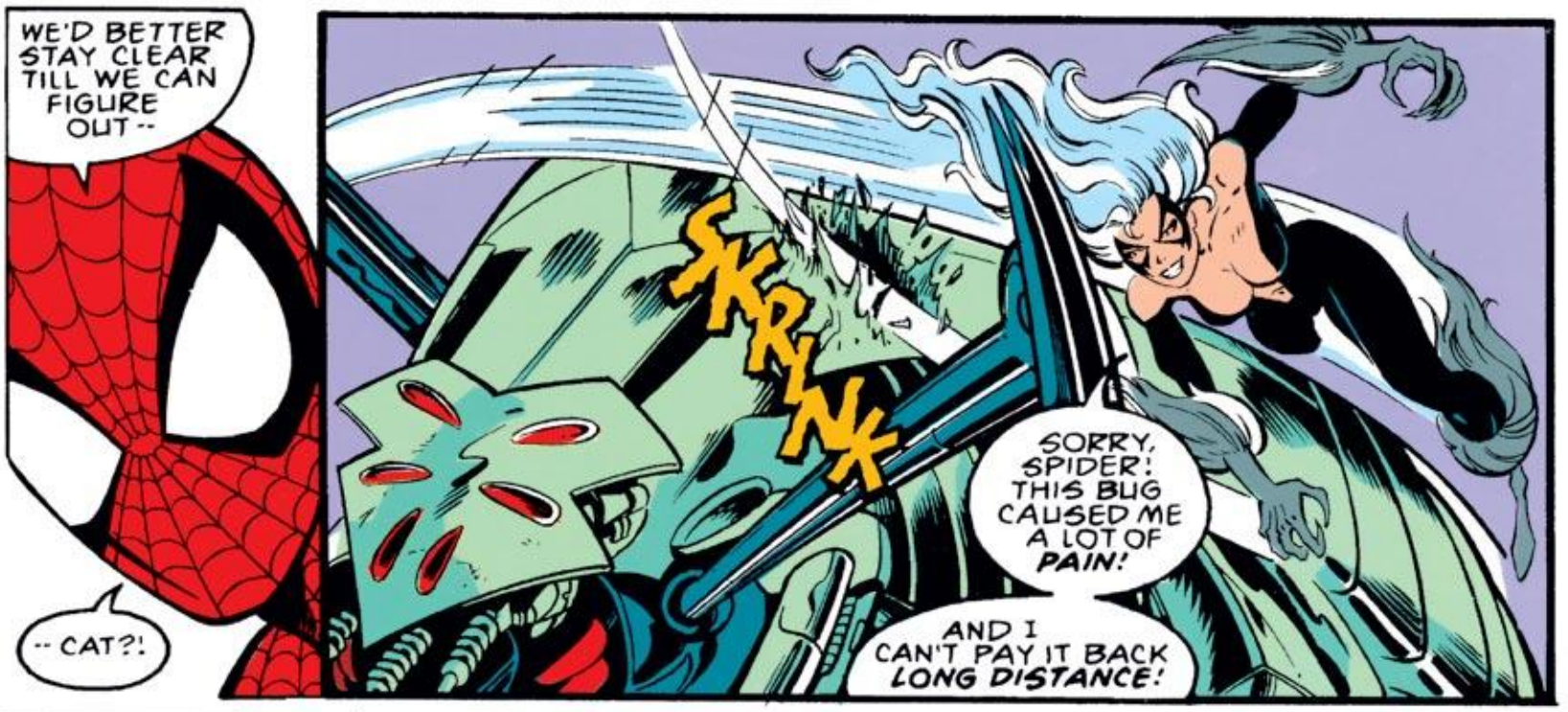
YEP, RIGHT HERE ON THIS INCREDIBLY FLIMSY SECTION OF PLANKING!

CHAKKAH

SUCKERRR!
BUT SPIDER-MAN'S FOE IS FAR FROM VANQUISHED! NOR...
...IS IT...
...ALONE!
BLAST! TALON-KNIVES BOUNCING OFF!
AND THAT TAIL SPIKE'S GETTING CLOSER EVERY TIME!
KCHNK
TPNK
EVEN WITH THE METABOLIC IMPLANTS THAT BOOST MY SPEED AND STRENGTH--
--IT'S TAKING ALL I'VE GOT TO AVOID--
URNF!
I'VE BEEN OUT OF ACTION TOO LONG!
THAT WAS REALLY STUPID!

I WAS CONCENTRATING SO MUCH ON THE TAIL, I FORGOT TO WATCH ITS PINCERS!
S-STARTING TO SQUEEZE!
MY CLAWS... ARE TEARING THE METAL... BUT NOT ENOUGH!
EVERYTHING... G-GOING... RED..!
AAGHH!
PHWOK
LET HER GO!


FELICIA... YOU ALL RIGHT?
I'M A COUPLE... OF SIZES THINNER... BUT OTHER THAN--
--HEY, WHAT'S THAT SOUND?
OH, LORD!
THE THREE ROBOTS HAVE COMBINED!
I HATE WHEN THAT HAPPENS...!
KCHASH

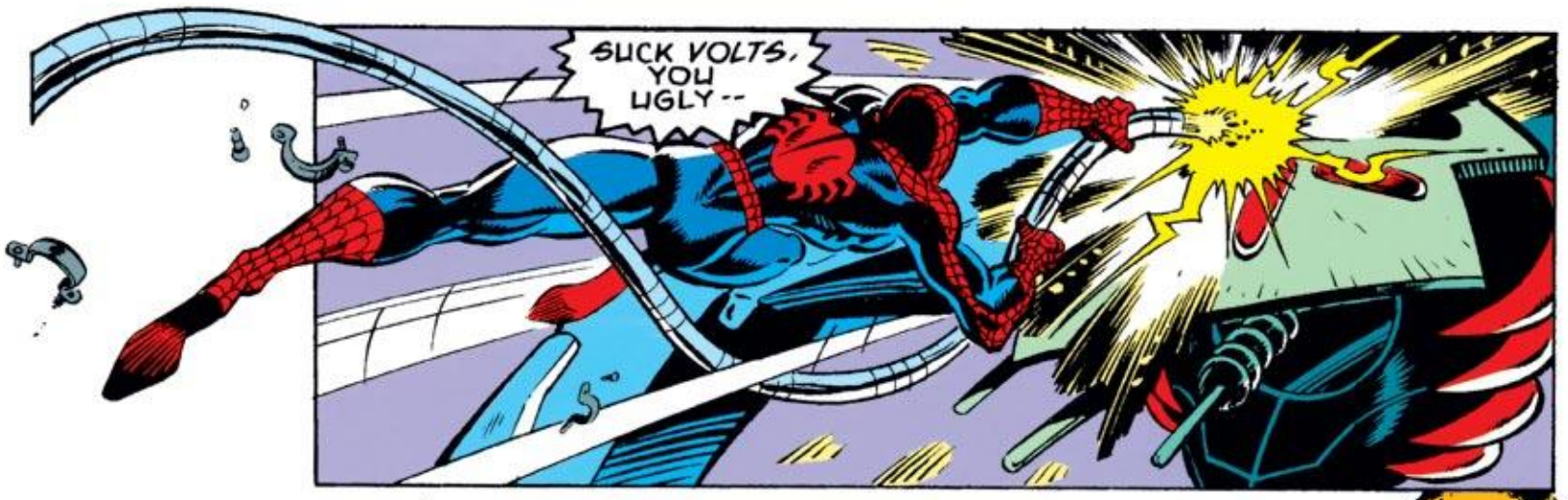

WE'D BETTER STAY CLEAR TILL WE CAN FIGURE OUT --
-- CAT?!
SKRINK
SORRY, SPIDER! THIS BUG CAUSED ME A LOT OF PAIN!
AND I CAN'T PAY IT BACK LONG DISTANCE!

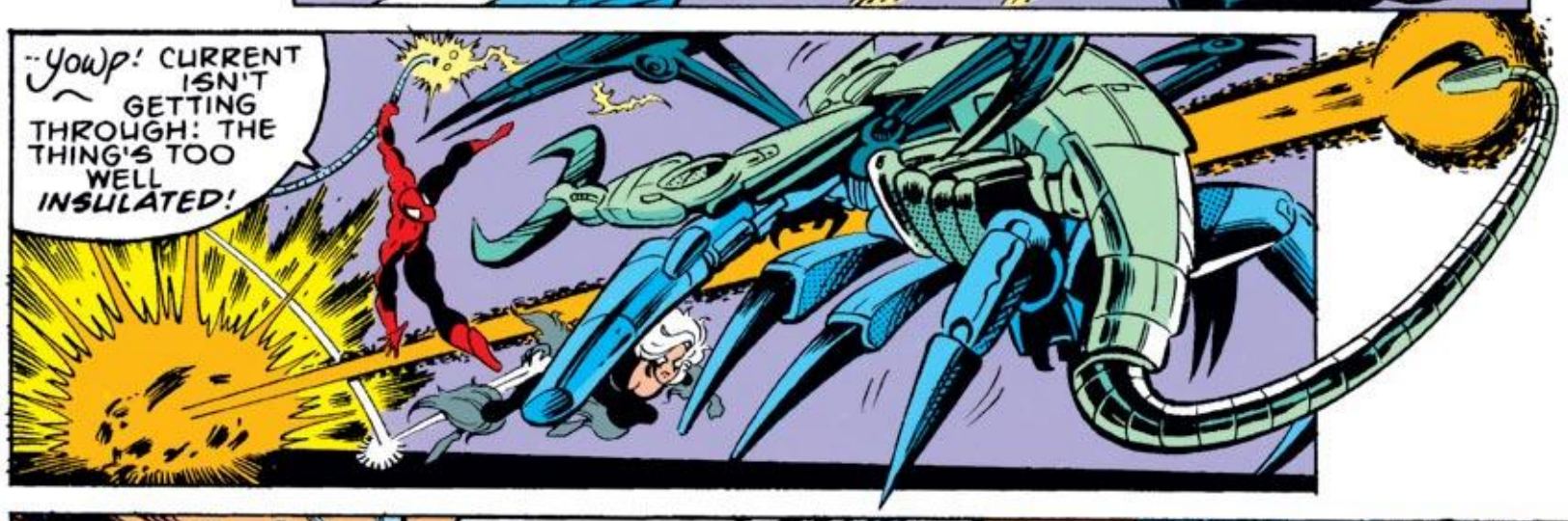
NEW YEAR'S RESOLUTION #1:
CULTIVATE A LESS VINDICTIVE CIRCLE OF ENEMIES!
OW!

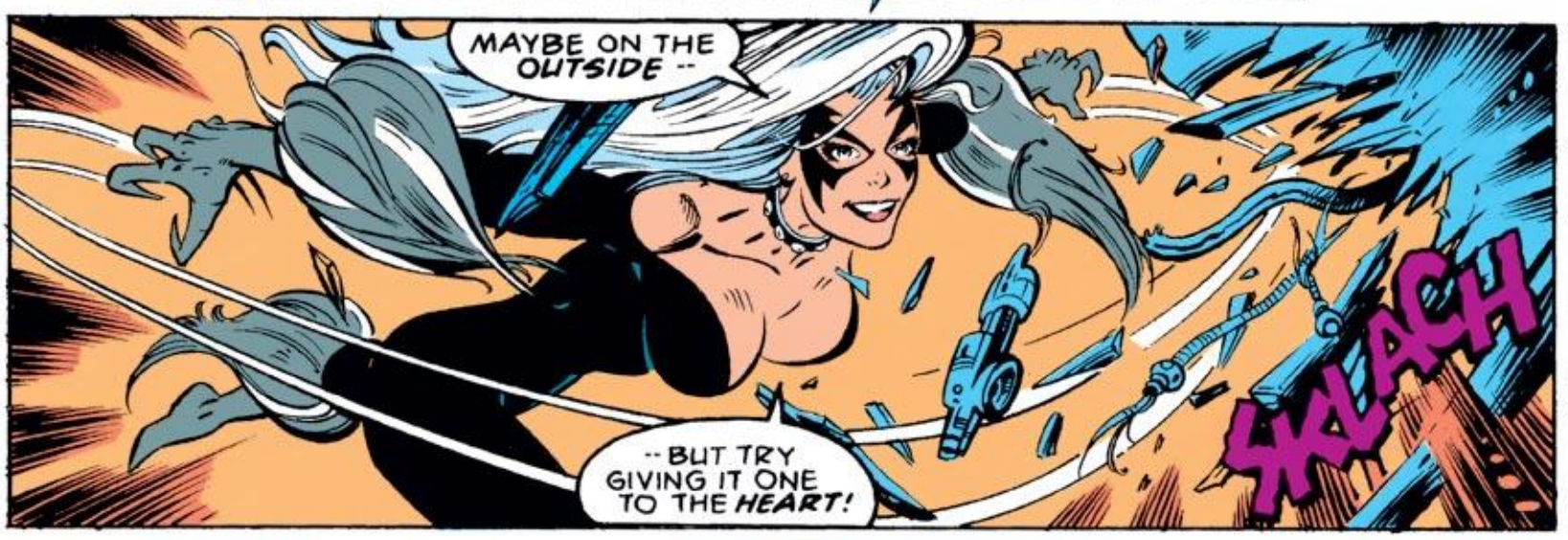
DON'T KNOW WHAT THAT THING'S MADE OF --
-- BUT IT'S DEFINITELY TOUGHER THAN MY HAND! PUNCHING'S NO GOOD!

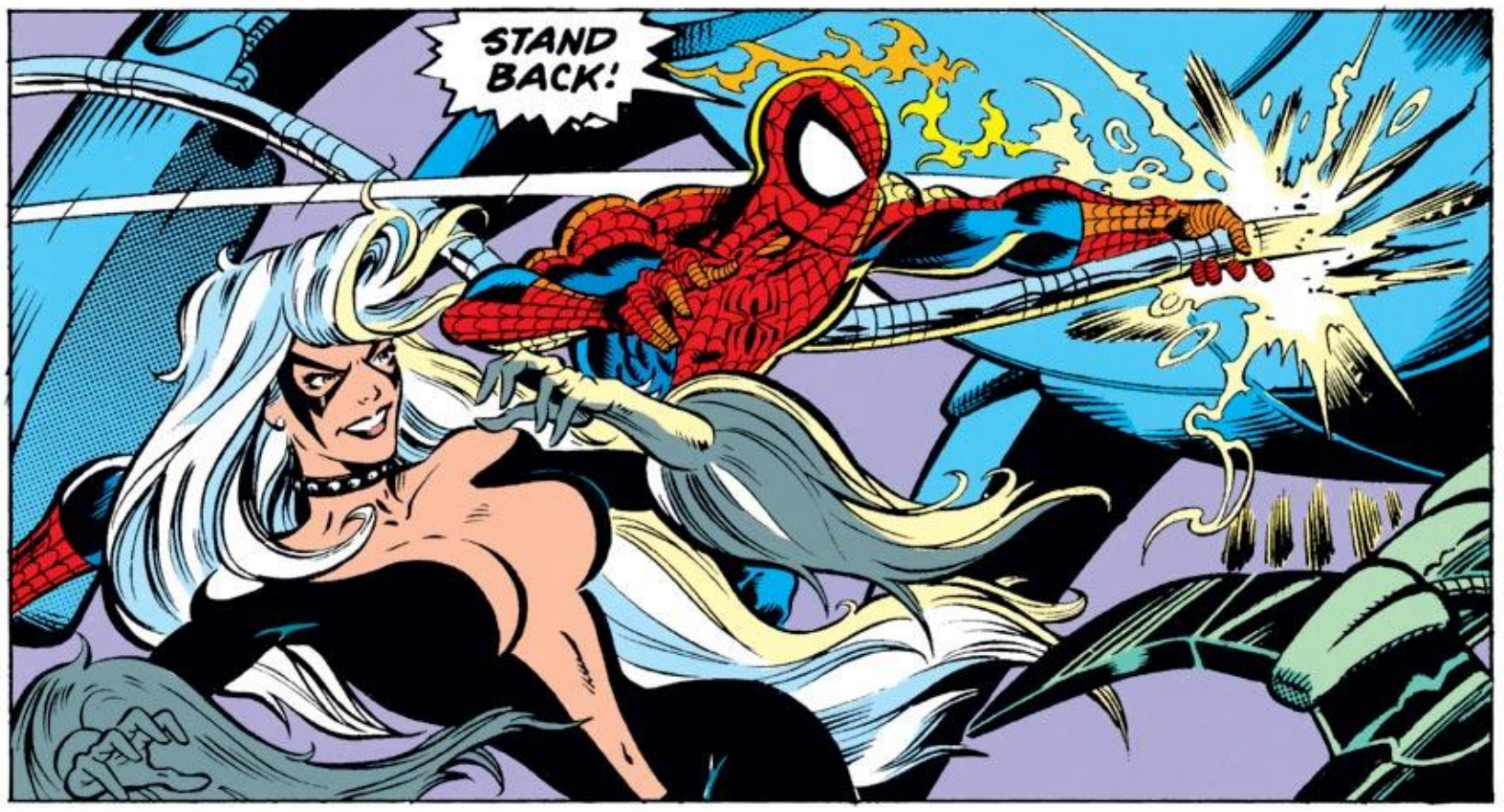
THINK, SPIDEY! IT'S A MACHINE! WHAT COULD HURT IT!
WHAT COULD REALLY MESS IT UP -- Huh?!
ELEC-TRICITY?!

YEAH!
BAM


SUCK VOLTS, YOU UGLY --


--YOWP! CURRENT ISN'T GETTING THROUGH: THE THING'S TOO WELL INSULATED!


MAYBE ON THE OUTSIDE --
-- BUT TRY GIVING IT ONE TO THE HEART!
SKLACH


STAND BACK!

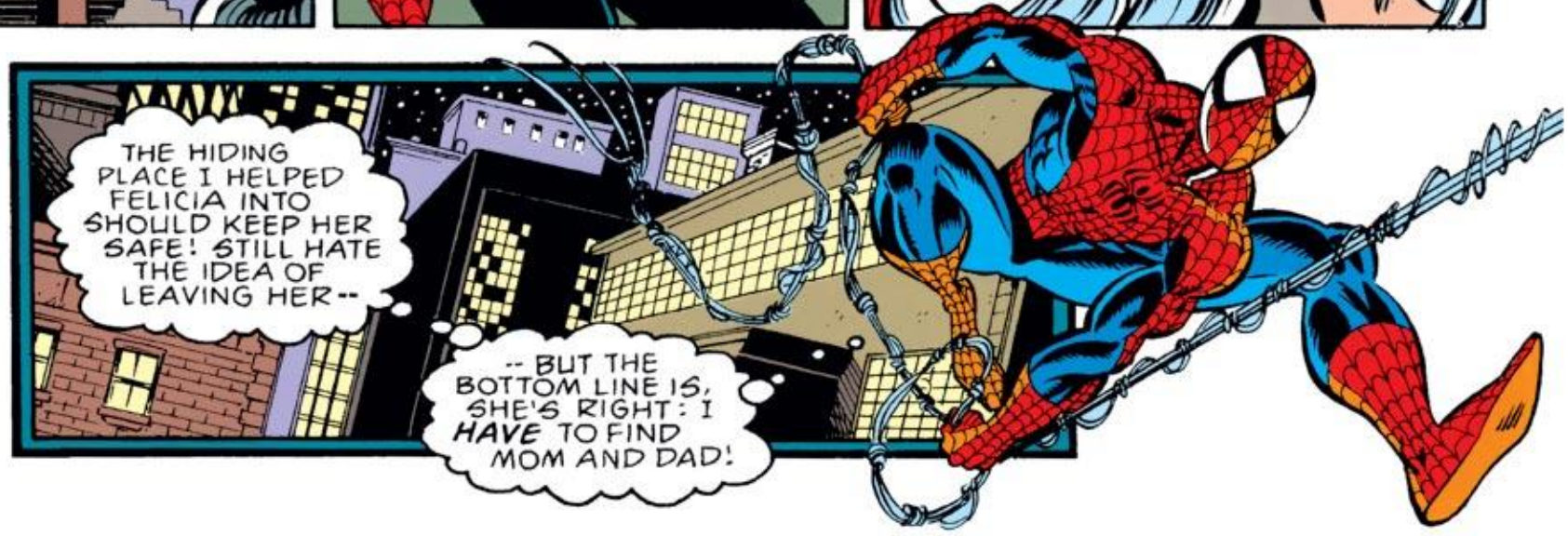
FZZZAZZAASH!
HHNGG!

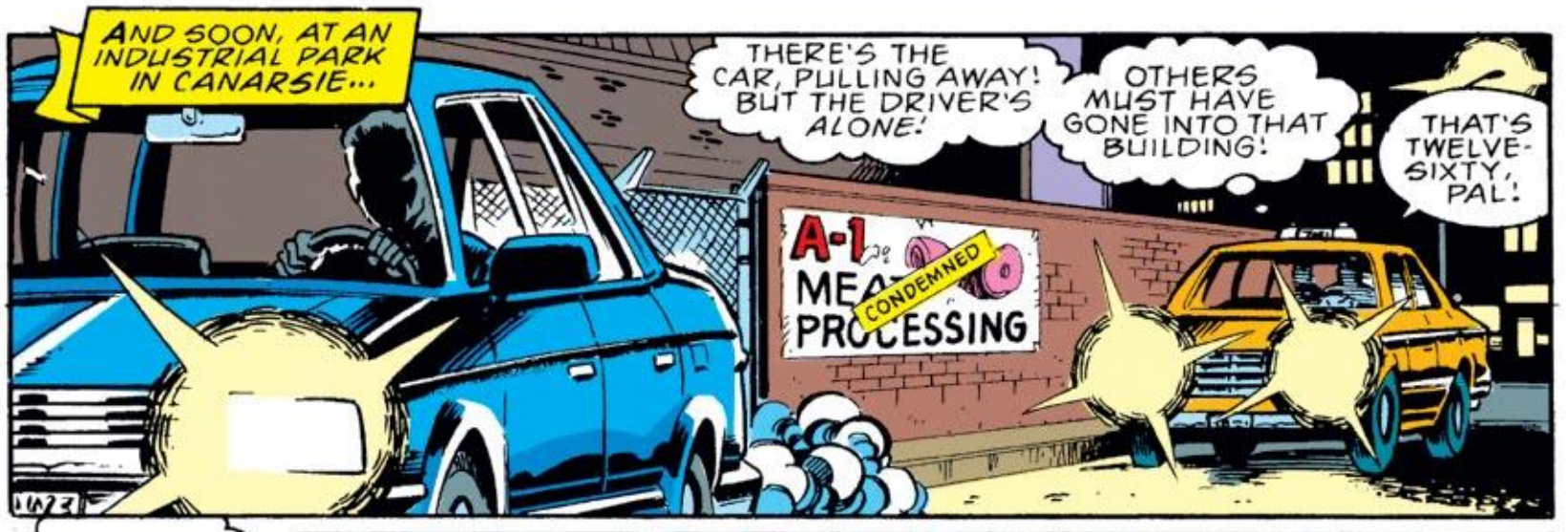
IT WORKED! ITS INSIDES ARE MELTING LIKE BUTTER IN A BLAST FURNACE!
WE DID IT, CAT! WE--

--CAT?

YOU'RE HURT!
JUST TOOK... A COUPLE OF STRAY WATTS! H-HEAD'S SWIMMING... BUT I'LL BE OKAY!

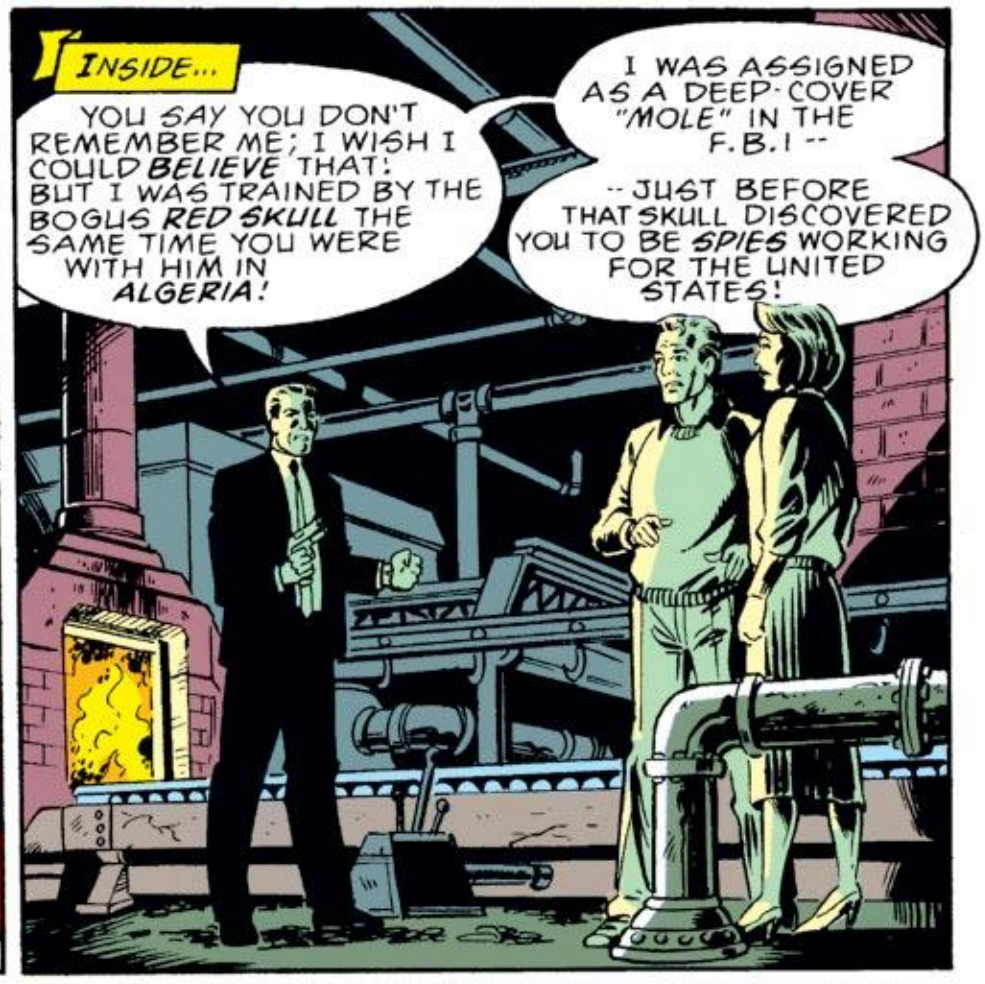
SIRENS! WE'D BETTER--
Uh-Uh. YOU'RE ON YOUR OWN! THE WAY I FEEL, I'D JUST HOLD YOU BACK!
GO! FIND YOUR FOLKS!


THE HIDING PLACE I HELPED FELICIA INTO SHOULD KEEP HER SAFE! STILL HATE THE IDEA OF LEAVING HER--
--BUT THE BOTTOM LINE IS, SHE'S RIGHT: I HAVE TO FIND MOM AND DAD!


AND SOON, AT AN INDUSTRIAL PARK IN CANARSIE...
THERE'S THE CAR, PULLING AWAY! BUT THE DRIVER'S ALONE!
OTHERS MUST HAVE GONE INTO THAT BUILDING!
THAT'S TWELVE-SIXTY, PAL!
A-1
CONDEMNED
PROCESSING

FOLLOWED MY SPIDER-TRACER...
...TOLD THE CABBIE WHICH WAY TO GO!

COULDN'T RISK THE DELAY OF ANOTHER ROBOT ATTACK AS SPIDER-MAN!
THE STAKES ARE TOO HIGH!
A-1


INSIDE...
YOU SAY YOU DON'T REMEMBER ME; I WISH I COULD BELIEVE THAT: BUT I WAS TRAINED BY THE BOGUS RED SKULL THE SAME TIME YOU WERE WITH HIM IN ALGERIA!
I WAS ASSIGNED AS A DEEP-COVER "MOLE" IN THE F.B.I --
-- JUST BEFORE THAT SKULL DISCOVERED YOU TO BE SPIES WORKING FOR THE UNITED STATES!

WHEN THE FAUX SKULL HAD YOU KILLED IN THAT PLANE CRASH, I RELAXED. BUT NOW --
-- YOUR "RESURRECTION" -- YOU KNOWING WHO I REALLY AM -- COULD THREATEN THE SWEET DEAL I'VE HAD GOING --
--SELLING MY SERVICES TO THE HIGHEST BIDDER! I CAN'T ALLOW THAT.

THIS GOES A LONG WAY IN VALIDATING MY PARENTS' STORY!
BUT HOW CAN I HELP THEM WITHOUT REVEALING MY SECRET IDENTITY? WITHOUT USING MY STRENGTH, MY WEBBING, MY --

-- SPIDER-SENSE! WARNING ME THAT THE BEAM I'M STANDING ON IS ROTTEN, STARTING TO GIVE WAY!

GOTTA REACH THE NEXT ONE BEFORE--
--SPIDER-SENSE STILL TINGLING? THIS ONE'S ROTTEN, TOO!
BUT I'M ALREADY COMMITTED! NO PLACE ELSE TO GO--!
KRAK
PHSHSHSH
GASP!
Oh, MY GOD!
PETER!
WHAT THE--?
WUMP
C-CAN'T... M-M-MOVE! TH-THAT GAS... FROM THE BREAKING PIPE... S-SO COLD!
M-MUST'VE BEEN FREON... USED TO FREEZE MEAT... WH-WHEN THIS PACKING PLANT WAS STILL ACTIVE...
WELL, WELL!
A HERO!
NO PROBLEM..!

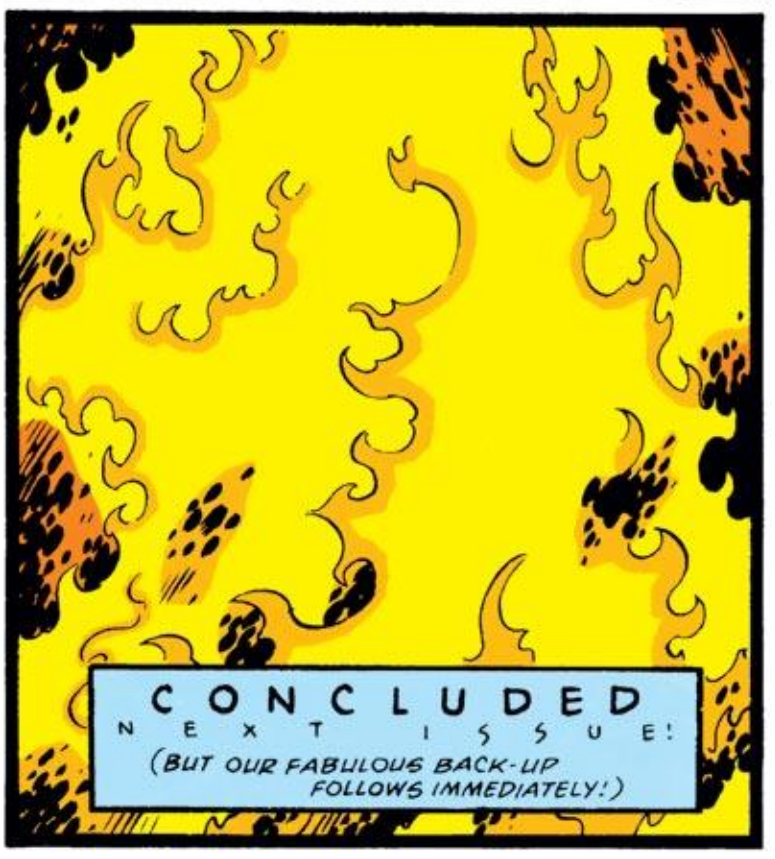
SHLAK

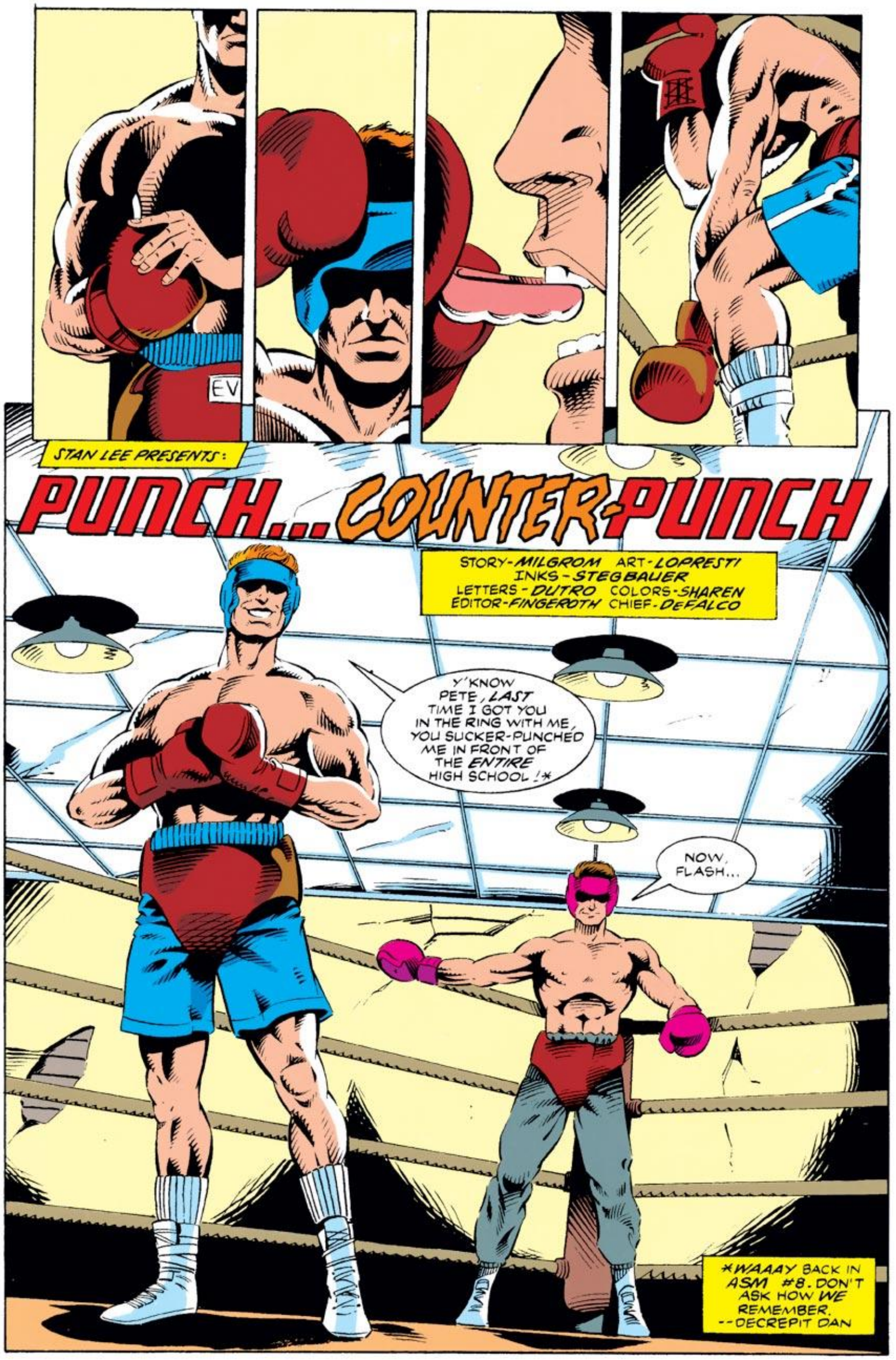
THAT RENDERING FURNACE WAS DESIGNED TO MELT THE TALLOW FROM A SIDE OF BEEF IN UNDER TEN SECONDS!
I FIRED IT UP TO DISPOSE OF THESE FOLKS -- BUT I DON'T SEE WHY YOU CAN'T GIVE IT A TRIAL RUN!
NO!

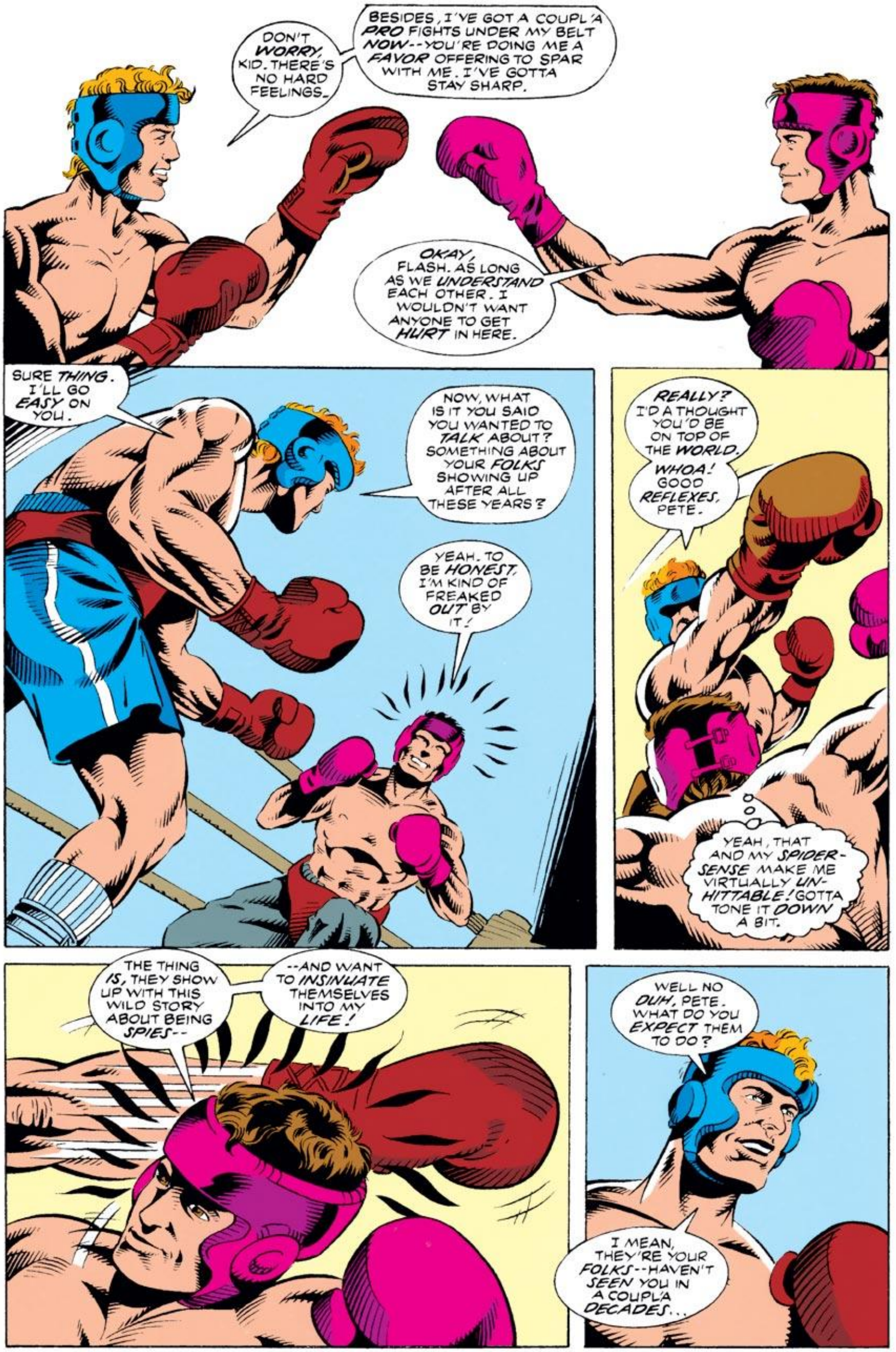
CONVEYOR... M-MOVING ME TOWARDS THE FLAMES! A-AND I STILL... CAN BARELY MOVE!
SOME... H-HERO!

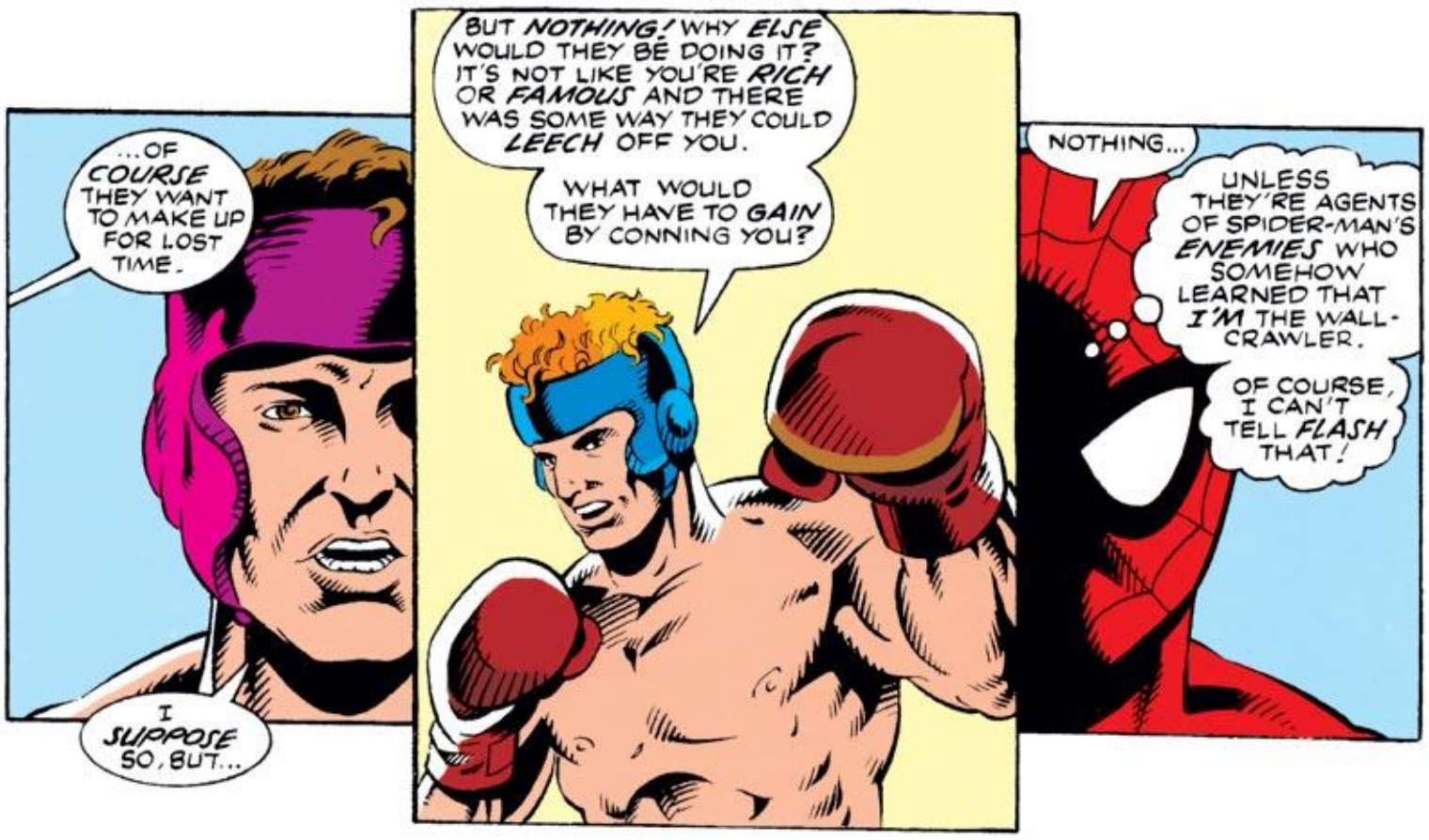
MY FOLKS... COME BACK FROM THE "DEAD..."

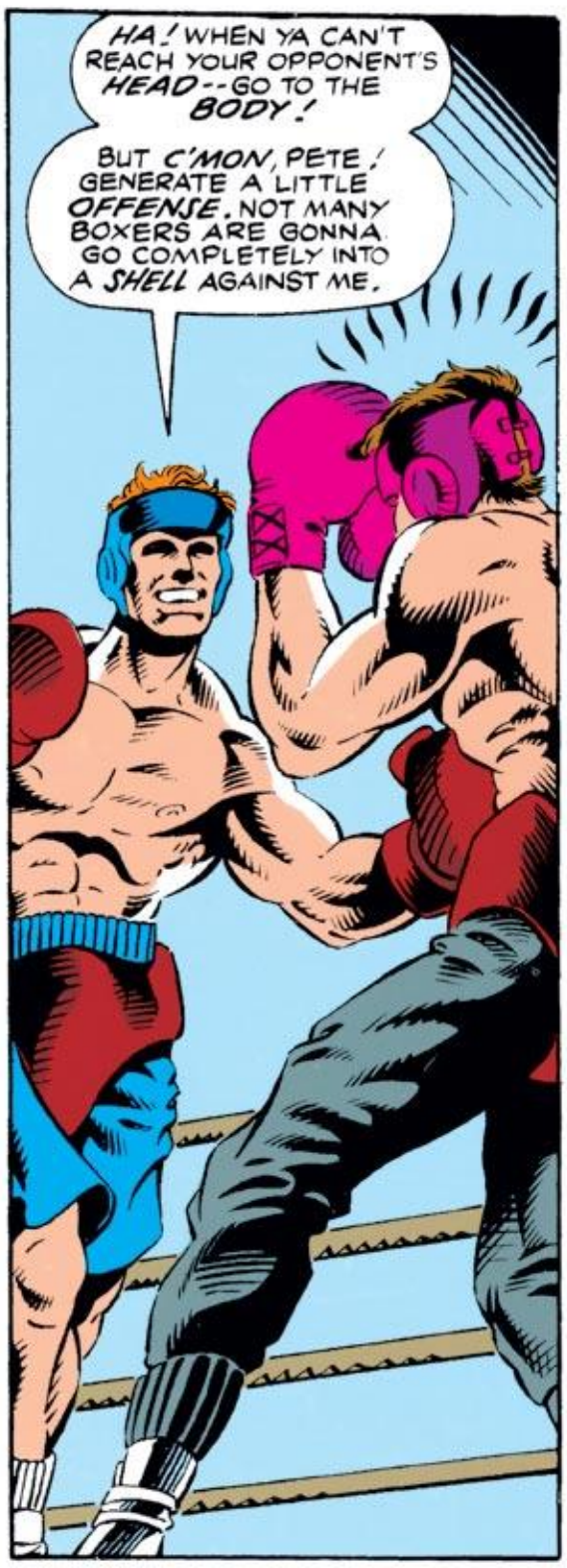
... JUST TO WATCH THEIR ONLY SON... DIE BEFORE THEIR EYES!
AND THERE'S NOT... A BLASTED THING... I CAN DO ABOUT IT!


CONCLUDED
NEXT ISSUE!
(BUT OUR FABULOUS BACK-UP FOLLOWS IMMEDIATELY!)

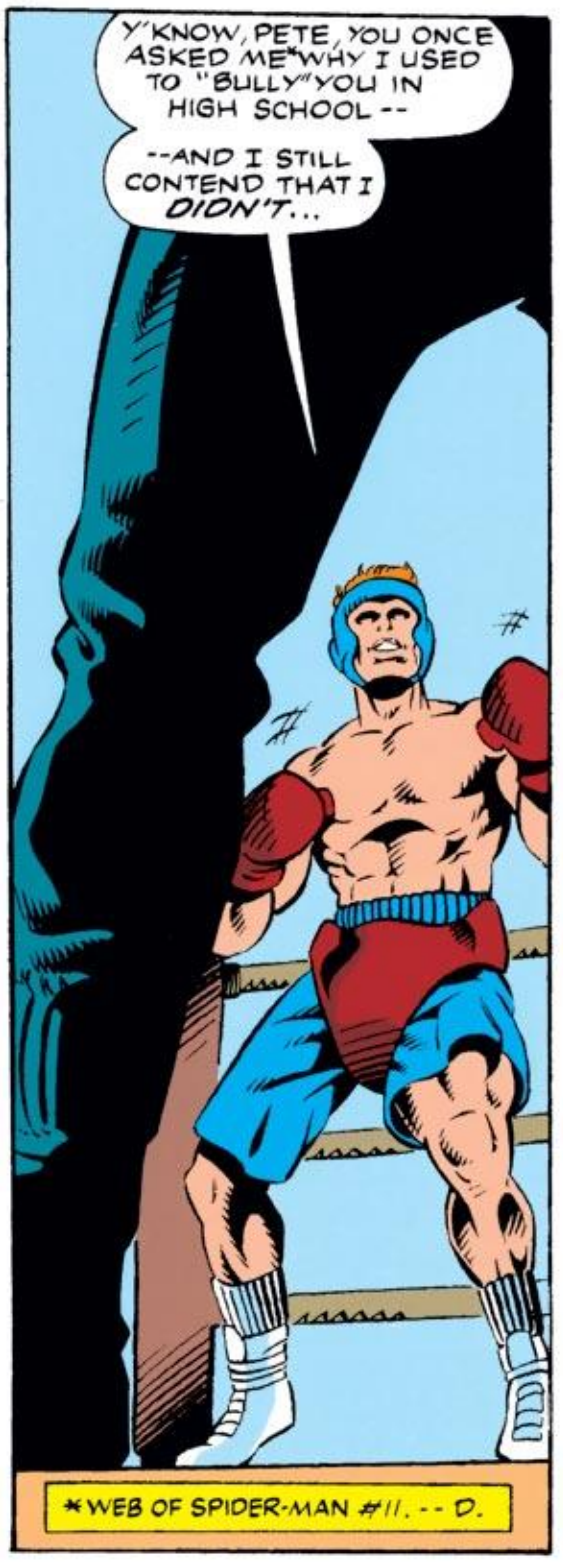

STAN LEE PRESENTS:
PUNCH...COUNTER-PUNCH
STORY-MILGROM ART-LOPRESTI
INKS-STEGBAUER
LETTERS-DUTRO COLORS-SHAREN
EDITOR-FINGEROTH CHIEF-DEFALCO
Y'KNOW PETE, LAST TIME I GOT YOU IN THE RING WITH ME, YOU SUCKER-PUNCHED ME IN FRONT OF THE ENTIRE HIGH SCHOOL!*
NOW, FLASH...
*WAAAY BACK IN ASM #8. DON'T ASK HOW WE REMEMBER. --DECREPIT DAN


DON'T WORRY, KID. THERE'S NO HARD FEELINGS.
BESIDES, I'VE GOT A COUPL'A PRO FIGHTS UNDER MY BELT NOW--YOU'RE DOING ME A FAVOR OFFERING TO SPAR WITH ME. I'VE GOTTA STAY SHARP.
OKAY, FLASH. AS LONG AS WE UNDERSTAND EACH OTHER. I WOULDN'T WANT ANYONE TO GET HURT IN HERE.
SURE THING. I'LL GO EASY ON YOU.
NOW, WHAT IS IT YOU SAID YOU WANTED TO TALK ABOUT? SOMETHING ABOUT YOUR FOLKS SHOWING UP AFTER ALL THESE YEARS?
YEAH. TO BE HONEST, I'M KIND OF FREAKED OUT BY IT.
REALLY? I'D A THOUGHT YOU'D BE ON TOP OF THE WORLD.
WHOA! GOOD REFLEXES, PETE.
YEAH, THAT AND MY SPIDER-SENSE MAKE ME VIRTUALLY UN-HITTABLE! GOTTA TONE IT DOWN A BIT.
THE THING IS, THEY SHOW UP WITH THIS WILD STORY ABOUT BEING SPIES--
--AND WANT TO INSINUATE THEMSELVES INTO MY LIFE!
WELL NO DUH, PETE. WHAT DO YOU EXPECT THEM TO DO?
I MEAN, THEY'RE YOUR FOLKS--HAVEN'T SEEN YOU IN A COUPL'A DECADES...

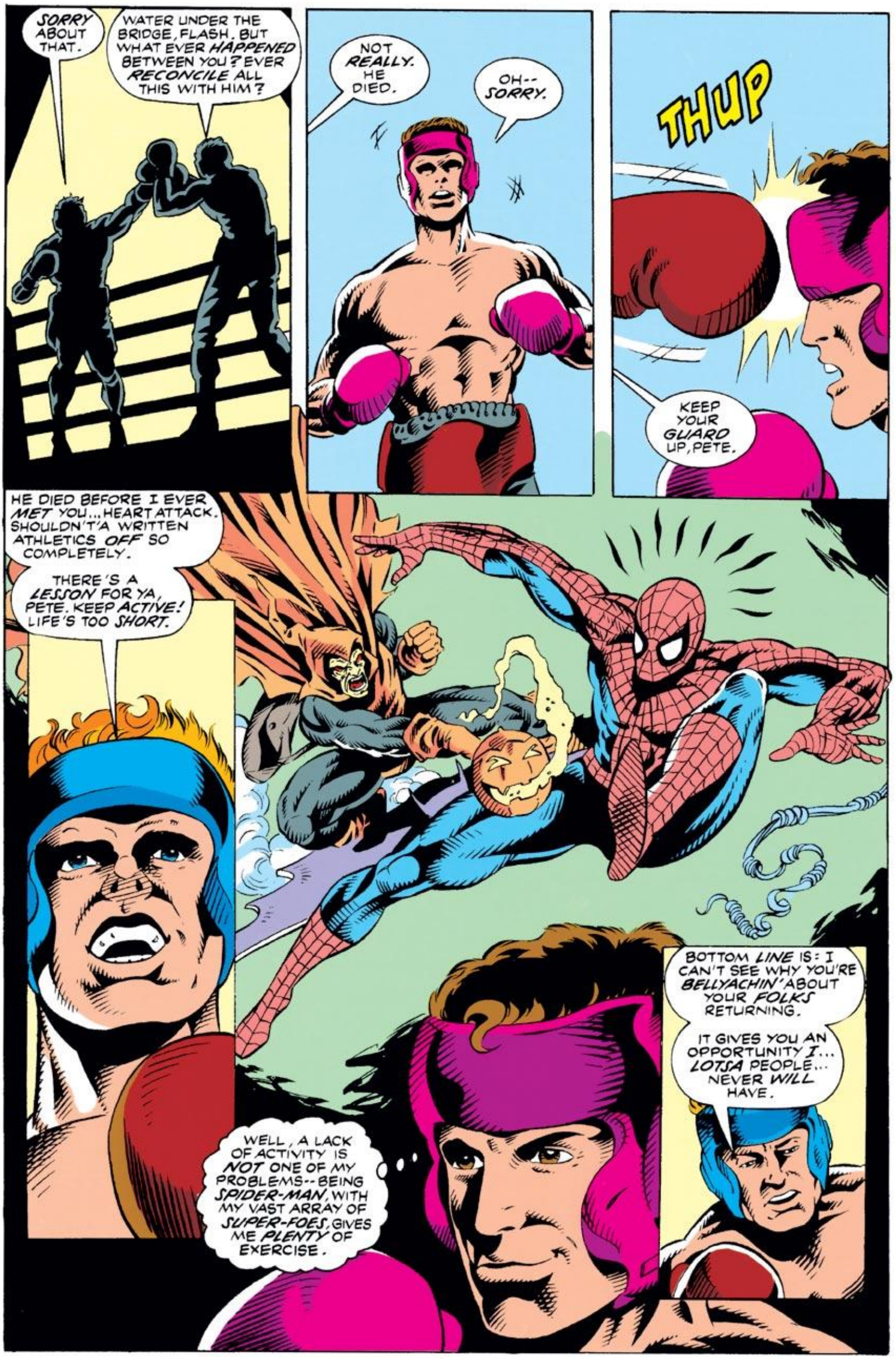

...OF COURSE THEY WANT TO MAKE UP FOR LOST TIME.
I SUPPOSE SO, BUT...
BUT NOTHING! WHY ELSE WOULD THEY BE DOING IT? IT'S NOT LIKE YOU'RE RICH OR FAMOUS AND THERE WAS SOME WAY THEY COULD LEECH OFF YOU.
WHAT WOULD THEY HAVE TO GAIN BY CONNING YOU?
NOTHING...
UNLESS THEY'RE AGENTS OF SPIDER-MAN'S ENEMIES WHO SOMEHOW LEARNED THAT I'M THE WALL-CRAWLER.
OF COURSE, I CAN'T TELL FLASH THAT!

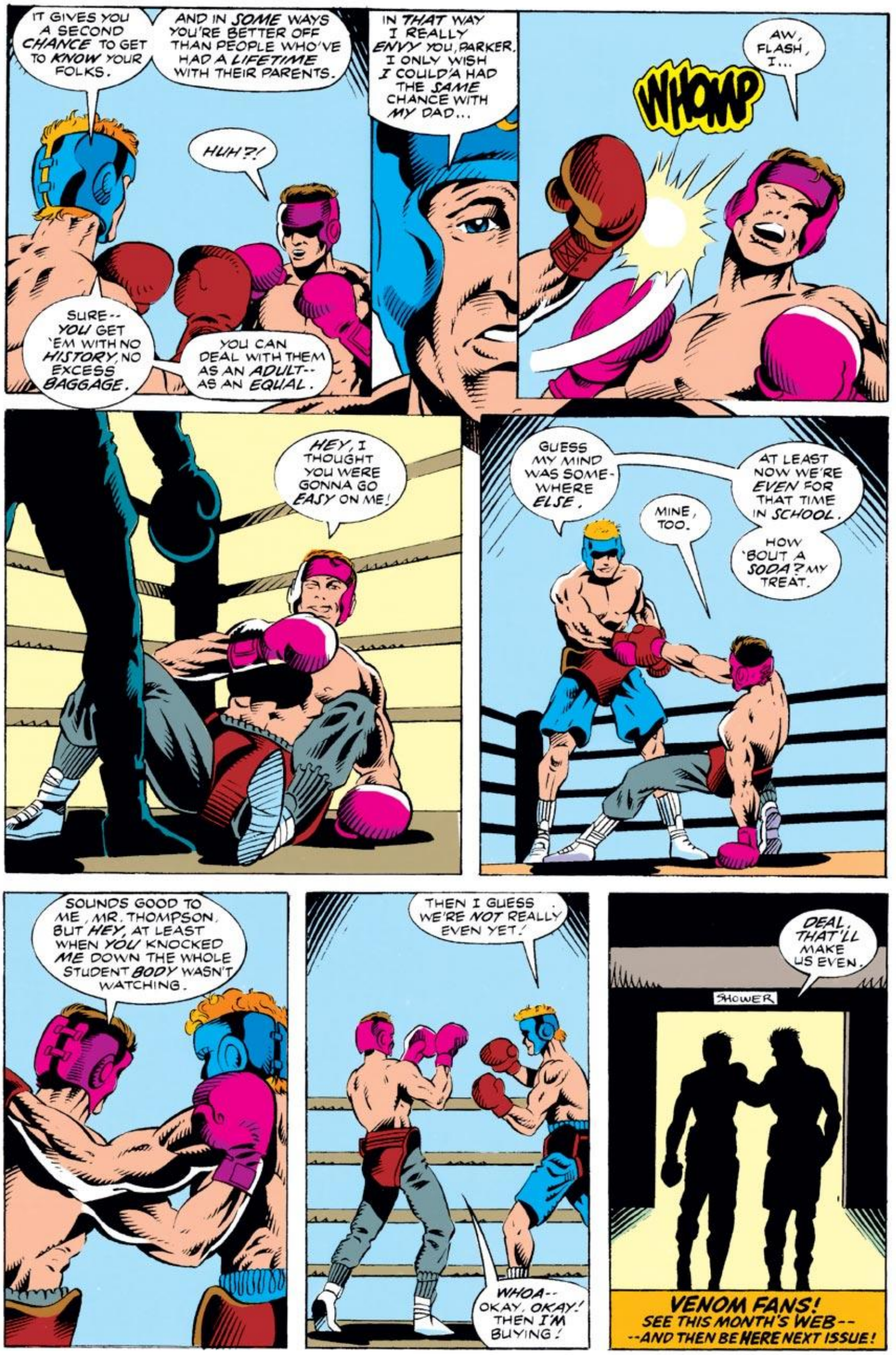

HA! WHEN YA CAN'T REACH YOUR OPPONENT'S HEAD--GO TO THE BODY!
BUT C'MON, PETE! GENERATE A LITTLE OFFENSE. NOT MANY BOXERS ARE GONNA GO COMPLETELY INTO A SHELL AGAINST ME.

YEAH, BUT NOT MANY ARE AS LIKELY TO SERIOUSLY HURT YOU WITH ONE PUNCH, EITHER.


Y'KNOW, PETE, YOU ONCE ASKED ME* WHY I USED TO "BULLY" YOU IN HIGH SCHOOL--
--AND I STILL CONTEND THAT I DIDN'T...
*WEB OF SPIDER-MAN #11. -- D.

LIKE I SAID, I THOUGHT YOU WERE KINDA STUCK UP AND I JUST WANTED TO TAKE YOU DOWN A PEG.
BUT MAYBE THAT WASN'T THE WHOLE TRUTH.
OH?
YEAH. I NEVER TOLD YOU ABOUT MY DAD, DID I?
NO...
WELL, HE WAS NOTHING LIKE ME. JUST THE OPPOSITE. HE WAS QUIET, STUDIOUS... OVERLY INTELLIGENT.
IN FACT, FROM THE FIRST, I THINK YOU REMINDED ME OF HIM!
THAP
HUH?! OOF!
YEAH, A REAL BOOKWORM. AND HE WANTED ME TO BE LIKE HIM.
BUT I JUST COULDN'T MAKE THE GRADE ...SO TO SPEAK.
I WAS AN OKAY STUDENT-- BUT NOT UP TO HIS STANDARDS.
AND AS FOR MY ATHLETIC ABILITY-- HE COULDN'T'A CARED LESS. THOUGHT ALL THAT JOCK STUFF WAS A WASTE OF TIME.
17
SOMEONE LIKE YOU FOR A KID, THOUGH, AND HE'D'A POPPED HIS BUTTONS.
KNOWING THAT MIGHT'A MADE ME LEAN ON YOU A LITTLE HARDER THAN I MEANT TO AT TIMES.


SORRY ABOUT THAT.
WATER UNDER THE BRIDGE, FLASH. BUT WHAT EVER HAPPENED BETWEEN YOU? EVER RECONCILE ALL THIS WITH HIM?
NOT REALLY. HE DIED.
OH-- SORRY.
THUP
KEEP YOUR GUARD UP, PETE.
HE DIED BEFORE I EVER MET YOU... HEART ATTACK. SHOULDN'T'A WRITTEN ATHLETICS OFF SO COMPLETELY.
THERE'S A LESSON FOR YA, PETE. KEEP ACTIVE! LIFE'S TOO SHORT.
BOTTOM LINE IS: I CAN'T SEE WHY YOU'RE BELLYACHIN' ABOUT YOUR FOLKS RETURNING.
IT GIVES YOU AN OPPORTUNITY I... LOTSA PEOPLE... NEVER WILL HAVE.
WELL, A LACK OF ACTIVITY IS NOT ONE OF MY PROBLEMS-- BEING SPIDER-MAN, WITH MY VAST ARRAY OF SUPER-FOES, GIVES ME PLENTY OF EXERCISE.


IT GIVES YOU A SECOND CHANCE TO GET TO KNOW YOUR FOLKS.
AND IN SOME WAYS YOU'RE BETTER OFF THAN PEOPLE WHO'VE HAD A LIFETIME WITH THEIR PARENTS.
HUH?!
SURE-- YOU GET 'EM WITH NO HISTORY, NO EXCESS BAGGAGE.
YOU CAN DEAL WITH THEM AS AN ADULT-- AS AN EQUAL.
IN THAT WAY I REALLY ENVY YOU, PARKER. I ONLY WISH I COULD'A HAD THE SAME CHANCE WITH MY DAD...
AW, FLASH, I...
WHOMP
HEY, I THOUGHT YOU WERE GONNA GO EASY ON ME!
GUESS MY MIND WAS SOMEWHERE ELSE.
MINE, TOO.
AT LEAST NOW WE'RE EVEN FOR THAT TIME IN SCHOOL.
HOW 'BOUT A SODA? MY TREAT.
SOUNDS GOOD TO ME, MR. THOMPSON. BUT HEY, AT LEAST WHEN YOU KNOCKED ME DOWN THE WHOLE STUDENT BODY WASN'T WATCHING.
THEN I GUESS WE'RE NOT REALLY EVEN YET!
WHOA-- OKAY, OKAY! THEN I'M BUYING!
DEAL. THAT'LL MAKE US EVEN.
SHOWER
VENOM FANS!
SEE THIS MONTH'S WEB--
--AND THEN BE HERE NEXT ISSUE!