



the AMAZING SPIDER-MAN

APPROVED
BY THE
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"THE CLAWS OF THE CAT!"

[IN WHICH OUR WEB-SPINNING WONDER ENCOUNTERS A BRAND NEW FOE, WHILE FINDING HIMSELF STILL BESET BY THE SAME OLD PROBLEMS! IT IS MORE THAN LIKELY THAT THIS LITTLE EXCURSION INTO ADVENTURE WILL MEET WITH YOUR UNQUALIFIED APPROVAL!]



HEROICALLY WRITTEN
AND EDITED BY:
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HOMERICALLY PLOTTED
AND DRAWN BY:
STEVE DITKO

HASTILY LETTERED
AND BORDERED BY:
ARTIE SIMEK

AND NOW, WE BRING YOU ONE OF
THE MOST EAGERLY AWAITED
MOMENTS OF ALL--THE MOMENT
YOU BEGIN TO READ ANOTHER
MIGHTY MARVEL MASTERWORK...

LAST ISSUE, SHAKEN BY THE THREAT OF THE SCORPION, BETTY BRANT WAS ESCORTED HOME BY SPIDEY'S RIVAL FOR HER AFFECTIONS--NED LEEDS--



FRUSTRATED AND ANGRY BY THE SUDDEN TURN OF EVENTS, OUR HERO DID NOT REALIZE THAT HIS ELDERLY **AUNT MAY** WAS ATTEMPTING TO CONCEAL HER FAINTING SPELLS FROM HIM...



THAT NIGHT, WHEN THEIR NEIGHBOR, MRS. WATSON, DROPS BY, PETER BREATHES A SIGH OF RELIEF...

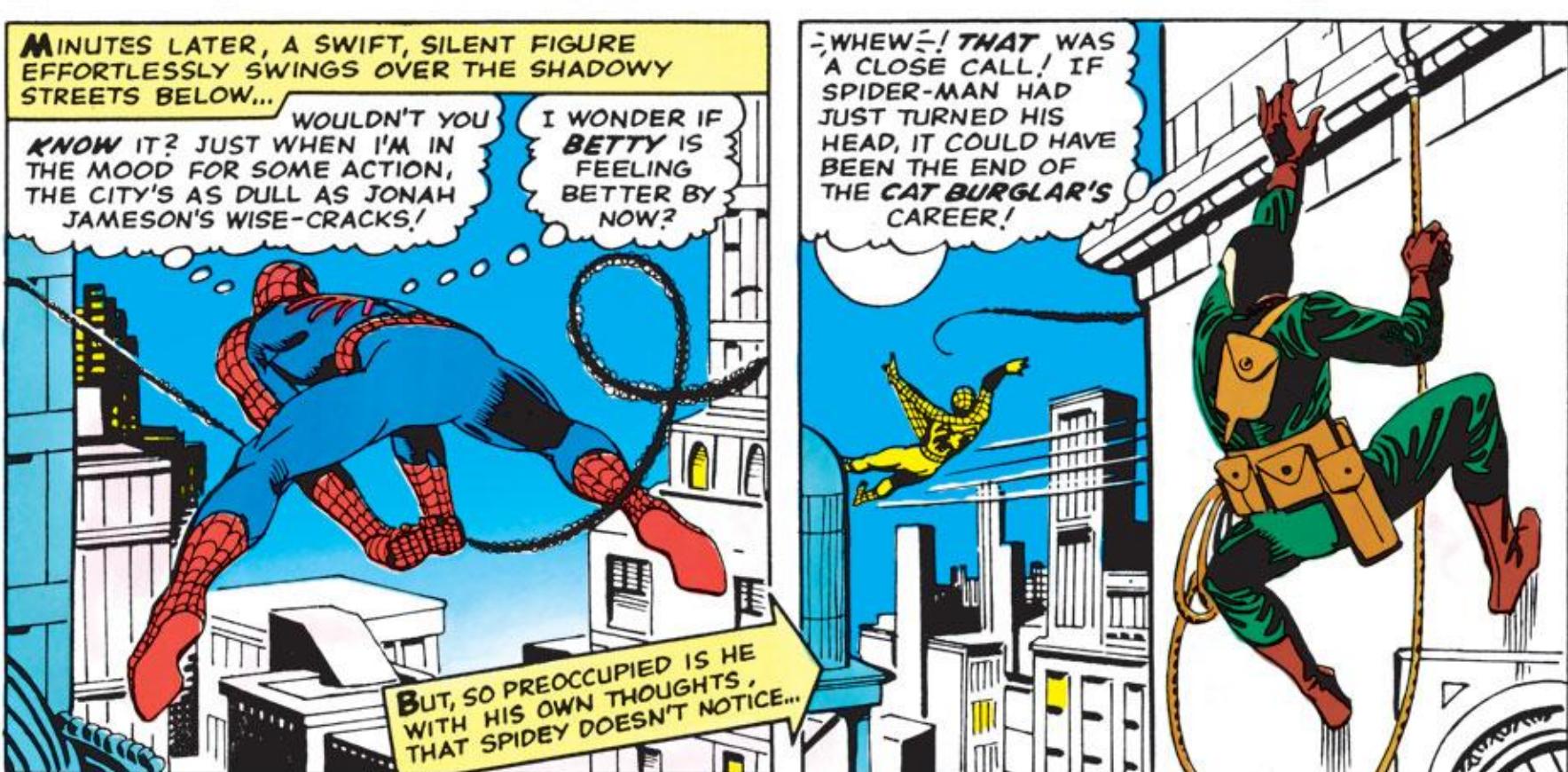


MINUTES LATER, A SWIFT, SILENT FIGURE EFFORTLESSLY SWINGS OVER THE SHADY STREETS BELOW...

KNOW IT? JUST WHEN I'M IN THE MOOD FOR SOME ACTION, THE CITY'S AS DULL AS JONAH JAMESON'S WISE-CRACKS!

I WONDER IF BETTY IS FEELING BETTER BY NOW?

-WHEW! THAT WAS A CLOSE CALL! IF SPIDER-MAN HAD JUST TURNED HIS HEAD, IT COULD HAVE BEEN THE END OF THE CAT BURGLAR'S CAREER!



BUT, I'M JUST SMALL POTATOES TO HIM! HE'S ONLY INTERESTED IN SUPER-POWERED WORLD MENACES!

A BURGLAR WHO HAS TO USE A SPECIAL TOOL, JUST TO BREAK A SIMPLE WINDOW LOCK WOULD BE BENEATH HIS NOTICE-- I HOPE!

JUST AS I THOUGHT-- THE APARTMENT'S **EMPTY!** A PERFECT SET-UP FOR SOMEONE WITH MY PARTICULAR TALENTS!



PERFECT! THAT CHARGE IS JUST ENOUGH TO BLOW THE SAFE, WITHOUT MAKING SO MUCH NOISE THAT I'LL BE OVERHEARD!

WHOMP!

LATER THAT NIGHT, WHEN THE APARTMENT'S TENANT RETURNS HOME...

OH, NO! I'VE BEEN ROBBED!

ALL MY STOCKS--BONDS--IMPORTANT PAPERS--GONE! THE SAFE IS EMPTY!

SOMEONE IS GOING TO PAY FOR THIS!

THEN, AFTER A HURRIED CALL TO THE LOCAL POLICE PRECINCT...

NO DOUBT ABOUT IT, MR. JAMESON--THIS LITTLE CAPE HAS CAT BURGLAR WRITTEN ALL OVER IT!

WELL, HE PICKED THE WRONG VICTIM THIS TIME! I'M OFFERING A THOUSAND DOLLARS REWARD FOR HIS CAPTURE! THAT OUGHT TO DO THE TRICK!



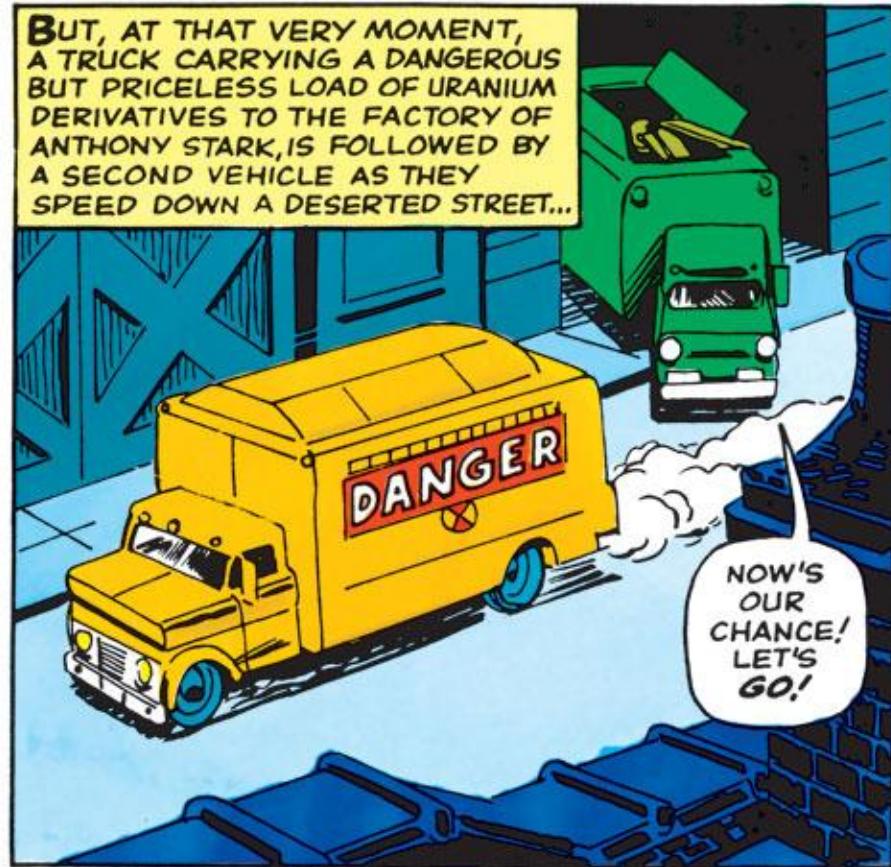
ONLY THE CAT COULD HAVE THOUGHT OF A SCHEME LIKE THIS!

YEAH! THOSE GUYS'LL NEVER KNOW WHAT HIT 'EM!

PROCEED ACCORDING TO PLAN! I'LL TAKE CARE OF THE DRIVER!



BUT, AT THAT VERY MOMENT, A TRUCK CARRYING A DANGEROUS BUT PRICELESS LOAD OF URANIUM DERIVATIVES TO THE FACTORY OF ANTHONY STARK, IS FOLLOWED BY A SECOND VEHICLE AS THEY SPEED DOWN A DESERTED STREET...



JUST A WORD OF ADVICE, FRIEND! STOP THE TRUCK AND KEEP QUIET IF YOU WANT TO REMAIN AS HALE AND HEARTY AS YOU ARE RIGHT NOW!

I COULD HAVE SWORN I HEARD SOMETHING--LIKE A SOFT WHOOOSH OF AIR BEHIND ME!



I GET THE MESSAGE, MISTER! YOU DO THE TALKIN'--I'M NO HERO!





--AND J. JONAH JAMESON, THE PUBLIC-SPIRITED NEWSPAPER PUBLISHER AND PHILANTHROPIST HAS OFFERED A THOUSAND-DOLLAR REWARD FOR INFORMATION LEADING TO THE CAPTURE OF THE CAT BURGLAR...

A THOUSAND DOLLARS-- TO BE PAID BY TIGHT-WAD JONAH! THAT'S MUSIC TO MY LITTLE SHELL-LIKE EARS!

JUST WAIT'LL HE LEARNS HE'LL HAVE TO PAY IT TO SPIDER-MAN!

IN FACT, I'LL JUST DROP IN AND NEEDLE HIM A BIT NOW!

JOLTING OL' JONAH IS FAST BECOMING MY FAVORITE INDOOR SPORT!

AHHH, I'D RECOGNIZE THAT FLAT LITTLE HEAD OF HIS ANYWHERE!

HI, CHUCKLES! I JUST DROPPED BY TO TELL YOU TO KEEP YOUR CHECK BOOK HANDY! I'M GONNA BRING YOU THAT CAT CHARACTER BEFORE YOU CAN SAY "ALL THE WAY WITH JJJ!"

SPIDER-MAN!

NOW THERE'S A SNAPPY COMEBACK!

WELL, I DON'T WANT TO HANG AROUND TOO LONG-- YOU'RE SO CHARMING THAT I MAY GROW TO LIKE YOU-- IN WHICH CASE I'D HAVE TO KILL MYSELF!

SO KEEP SMILING, BUDDY BOY!

STAY AWAY FROM THE CAT BURGLAR, DO YOU HEAR? KEEP OUT OF THIS! THE REWARD ISN'T FOR YOU--!

YOU'RE SO MASTERFUL WHEN YOU'RE ANGRY!

IT'LL BE JUST MY LUCK THAT HE DOES CAPTURE THE CAT! I CAN SEE IT NOW-- HE'LL SWAGGER DOWN THE STREET WITH THE CROWDS CHEERING--!

I'LL HAVE TO PAY HIM THE REWARD-- IN FRONT OF THE TV CAMERAS-- RIGHT OUT IN PUBLIC! HE'LL BE GLOATING BENEATH THAT UGLY MASK OF HIS!

AND, TO MAKE IT WORSE, I'LL BE A LAUGHING STOCK BECAUSE OF THE WAY I'VE ALWAYS ATTACKED HIM IN MY NEWSPAPERS! OHHH-- I'D RATHER GIVE THE REWARD TO THE CAT!





WELL, WELL! IF IT ISN'T MY OLD SCHOOL CHUM AND IDOL-- MUSCLE-HEAD THOMPSON!

STEP ASIDE, STRINGBEAN, BEFORE I FINISH OFF SOMETHIN' I SHOULDA DONE WHILE WE WERE STILL IN HIGH SCHOOL!

AND, IF YOU'RE TRYIN' TO STOP ME FROM CATCHIN' UP TO LIZ, I'LL PASTE YOU ONE!

ON THE ROOF-- BEHIND FLASH-- A MAN WITH A GUN-- THE CAT BURGLAR! OF ALL TIMES FOR HIM TO SHOW!

IN FACT, I OUGHTTA DO IT ANYWAY!

IF I DIDN'T KNOW BETTER, SUNBEAM, I'D THINK YOU WERE THREATENING ME!

THAT'S THE SIZE OF IT, PARKER! I'M GONNA SHOW YOU WHAT HAPPENS TO WISEGUYS WHO TRY TO MAKE TIME WITH MY GIRL!

YOUR GIRL??! YOU'VE AS MUCH CHANCE WITH LIZ AS I HAVE WITH SOPHIA LOREN!

YEAH? WHEN I'M THRU LEANIN' ON YA, EVEN THE BRIDE OF FRANKENSTEIN WON'T GIVE YOU A SECOND LOOK!

WELL, DON'T WORRY ABOUT IT! SHE'S NOT MY TYPE, ANYWAY!

HEY! LET GO! UHHHHH-

GOOD! I WANT HIM TO REMEMBER I WAS HOLDING HIM-- WHEN HE WAKES UP!

I TAPPED HIM JUST GENTLY ENOUGH TO KEEP HIM QUIET FOR A FEW MINUTES!

THAT CAT BURGLAR IS TOO DANGEROUS TO BE ROAMING THE CITY ANY LONGER!

BOY, I'VE GOT MY COSTUME-CHANGING DOWN TO A REAL SCIENCE! I CAN SWITCH FROM PETER PARKER TO SPIDEY ALMOST AS QUICK AS A SNEEZE!

AND NOW TO STAKE MY CLAIM ON JAMESON'S THOUSAND DOLLAR REWARD BEFORE OL' JJ COMES TO HIS SENSES!





PETER! I'M SO GLAD YOU CALLED! I'M GOING TO WORK THIS AFTERNOON, BUT I'D LIKE TO SEE YOU AS SOON AS POSSIBLE!

YOU WOULD? STAY RIGHT THERE, BETTY! I'LL BE OVER IN TWO SHAKES!



HEY, YOU LOOK LIKE YOUR OLD SELF AGAIN-- AND THAT'S TOPS WITH ME! I'M GLAD YOU'RE FEELING OKAY NOW!

I-I'M ASHAMED OF MYSELF FOR BEING SO SHAKEN UP BY THE SCORPION THAT TIME-- BUT AT LEAST IT'S ALL OVER NOW!*

*THEY'RE REFERRING TO LAST ISSUE, NATCH! IF YOU MISSED IT, SHAME ON YOU!--STAN.

WELL, ANYWAY, LET'S HEAR WHAT'S ON YOUR MIND! SOMETHING IN YOUR TONE OF VOICE TELLS ME IT WON'T MAKE ME JUMP FOR JOY!

OH, PETER--I-I DON'T KNOW WHERE TO BEGIN--!

TRY THE BEGINNING --JUST FOR KICKS!



WELL, IN A NUTSHELL-- NED HAS ASKED ME TO MARRY HIM!

-WHHEW--! NUTSHELL, MY FOOT! THAT'S A WHOLE PEANUT FACTORY!

I'VE GOT TO THINK FAST! NOW I HAVE TO TELL HER THAT I'M SPIDER-MAN! THEN, I'LL PROPOSE TO HER MYSELF!



I'LL APPROACH IT CASUALLY--DON'T WANT TO SHOCK HER TOO MUCH--!

NED'S A GOOD GUY, I GUESS! HE DID TRY TO HELP YOU AGAINST THE SCORPION! OF COURSE, HE'S NO SPIDER-MAN, BUT--

DON'T MENTION SPIDER-MAN! IF NED WERE ANYTHING LIKE HIM, I WOULDN'T EVEN CONSIDER HIS OFFER!



I'VE HAD ENOUGH EXCITEMENT IN MY LIFE--ENOUGH WORRIES! I STILL REMEMBER WHAT HAPPENED TO MY BROTHER! I COULD NEVER LOVE AN ADVENTURER--A MAN WHO RISKS HIS LIFE EACH DAY!

OH--I-I NEVER THOUGHT OF IT THAT WAY--!

I WANT A MAN WHO HAS A GOOD, STEADY JOB--WHO COMES HOME EACH NIGHT, TO HIS PIPE, AND HIS PAPER--AND TO ME!



THAT'S WHAT FIRST ATTRACTED ME TO YOU, PETER! YOU WERE SO STUDIOS--SO SINCERE! YOU WERE A GOOD STUDENT--A HARD WORKER--YOU EVEN WORKED AFTER SCHOOL, TAKING PICTURES, TO MAKE EXTRA MONEY!

WHY--WHY DO YOU LOOK THAT WAY? DID I SAY SOMETHING WRONG--?





AND SO, THE VARIOUS CHARACTERS IN OUR DRAMATIC LITTLE WEB OF LIFE EACH GO THRU THEIR PACES UNDER THE GUIDANCE OF AN INSCRUTABLE FATE...

IF I HANG AROUND PLACES LIKE THIS LONG ENOUGH, I'LL GET A LEAD ON THE CAT SOONER OR LATER...!



WHILE, FOR A SADDENED PETER PARKER, THE SEARCH FOR THE CAT HAS BECOME ALMOST FORGOTTEN...

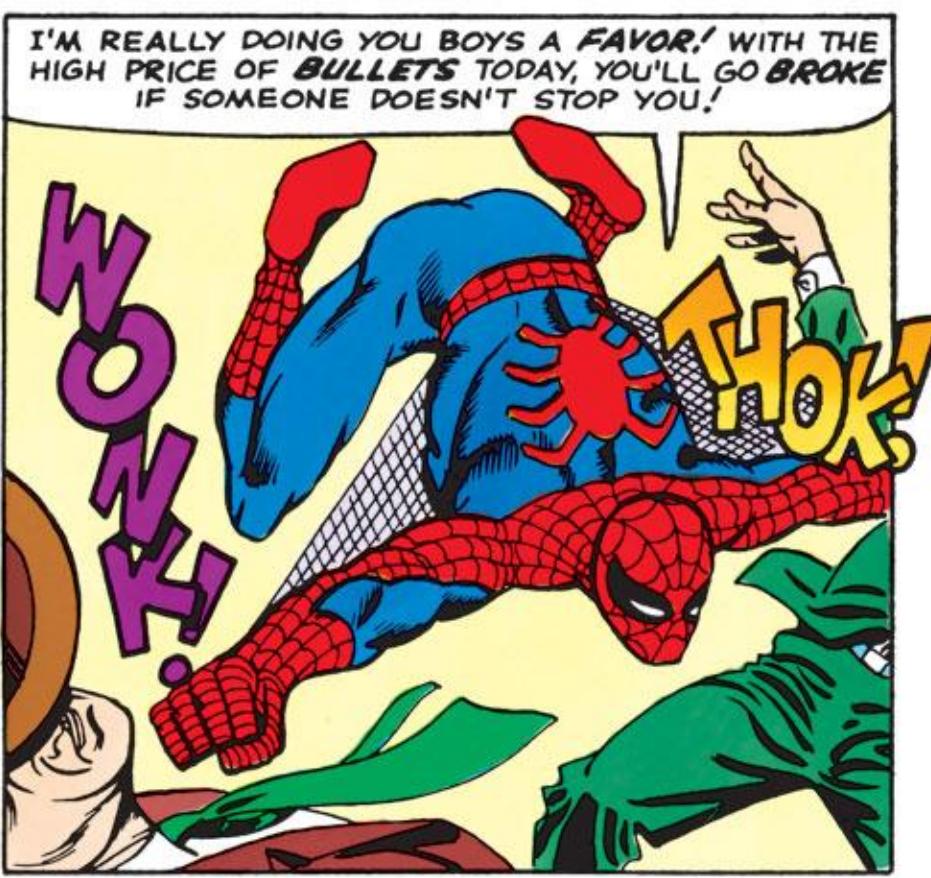
THERE'S NO WAY OUT! SHE'D NEVER HAVE ME AS I AM--AND I JUST CAN'T GIVE UP BEING SPIDER-MAN!



SO, SHE'LL END UP MARRYING LEEDS--AND LIVING THE QUIET, UNEVENTFUL LIFE SHE DREAMS OF! THERE'S ONLY ONE THING I'VE GOT TO FIGURE OUT--

--HOW DO I FORGET ABOUT-- THE GIRL I LOVE??





MINUTES LATER, A CRESTFALLEN YOUNG MAN WEARILY WENDS HIS WAY TO A QUIET LITTLE HOUSE IN FOREST HILLS...



WHILE, IN HER BEDROOM UPSTAIRS...

FOOTSTEPS! IT MUST BE PETER, RETURNING!

I MUSTN'T LET HIM REALIZE THAT I FELT SO DIZZY I HAD TO LIE DOWN....



HI, AUNT MAY! GOT ANY OF THAT GROOVY APPLE PIE LEFT??



BY THE WAY, PETER-- BETTY BRANT CALLED QUITE A FEW TIMES! SHE ASKED ME TO BE SURE TO HAVE YOU CALL HER WHEN YOU CAME IN!



WHAT'S THE USE OF PROLONGING THE AGONY! THERE'S NOTHING MORE THAT EITHER OF US CAN SAY! IT'S ALL OVER-- I MIGHT AS WELL LET IT REMAIN THAT WAY!



THEN, AFTER A PIECE OF APPLE PIE WHICH THE SADDENED YOUTH HAS EATEN OUT OF SHEER HABIT, HARDLY TASTING A MOUTHFUL...

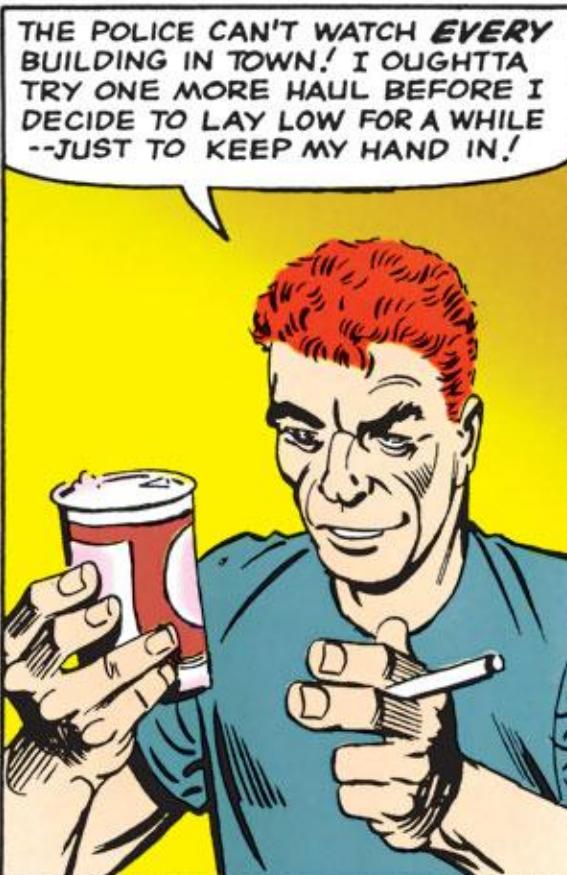
AS YET, JONAH JAMESON'S THOUSAND DOLLAR REWARD FOR THE CAT IS STILL UNCLAIMED! HE HAS NOT BEEN HEARD FROM SINCE--



BUT, ANOTHER IS WATCHING THAT SAME NEWSCAST-- A COLD-EYED MAN CHORTLES IN GRIM SELF-SATISFACTION...



THE POLICE CAN'T WATCH EVERY BUILDING IN TOWN! I OUGHTTA TRY ONE MORE HAUL BEFORE I DECIDE TO LAY LOW FOR A WHILE -- JUST TO KEEP MY HAND IN!



YEP! THAT'S WHAT I'LL DO! I'LL GRAB ME A BUNDLE, AND THEN SETTLE DOWN AND DREAM UP A PLAN TO GET RID OF SPIDER-MAN!







AND, ALONE IN HIS OFFICE,
J. JONAH SETTLES BACK WITH A
HAPPY HEART, FOR THE FIRST
TIME IN HOURS...

AHHH -- I'VE GOT IT MADE
NOW! THERE'S THE CAT,
TRYING TO DODGE THE
SPOTLIGHTS!

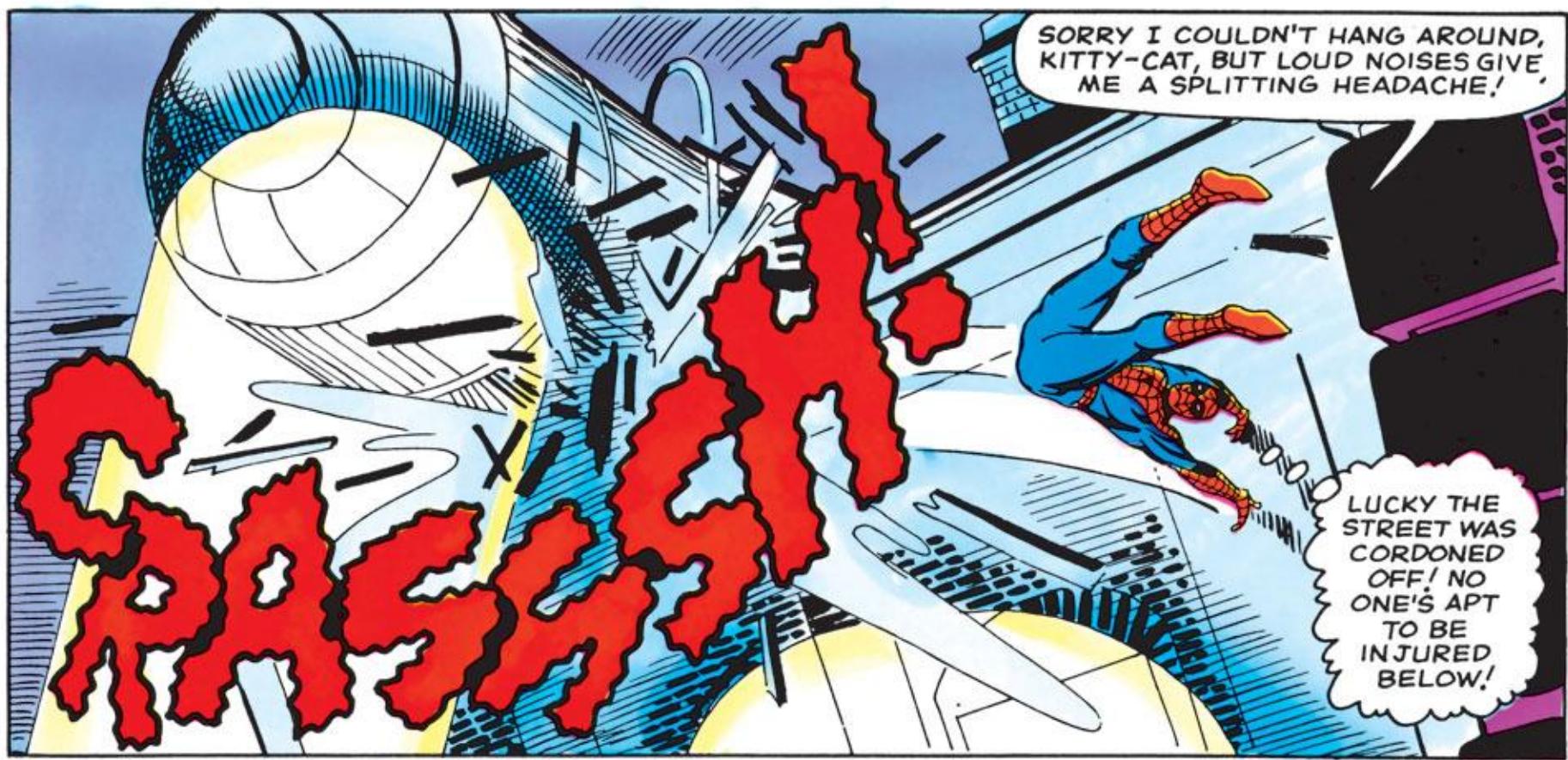
HE HASN'T
GOT A
CHANCE!

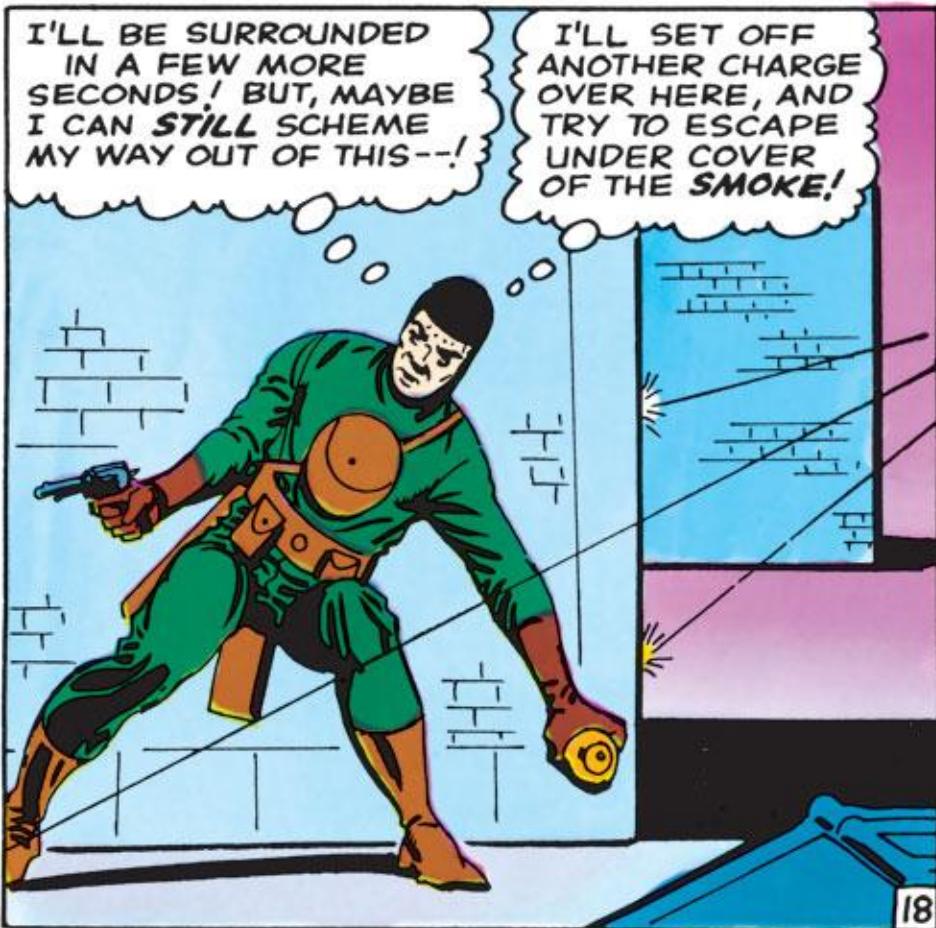
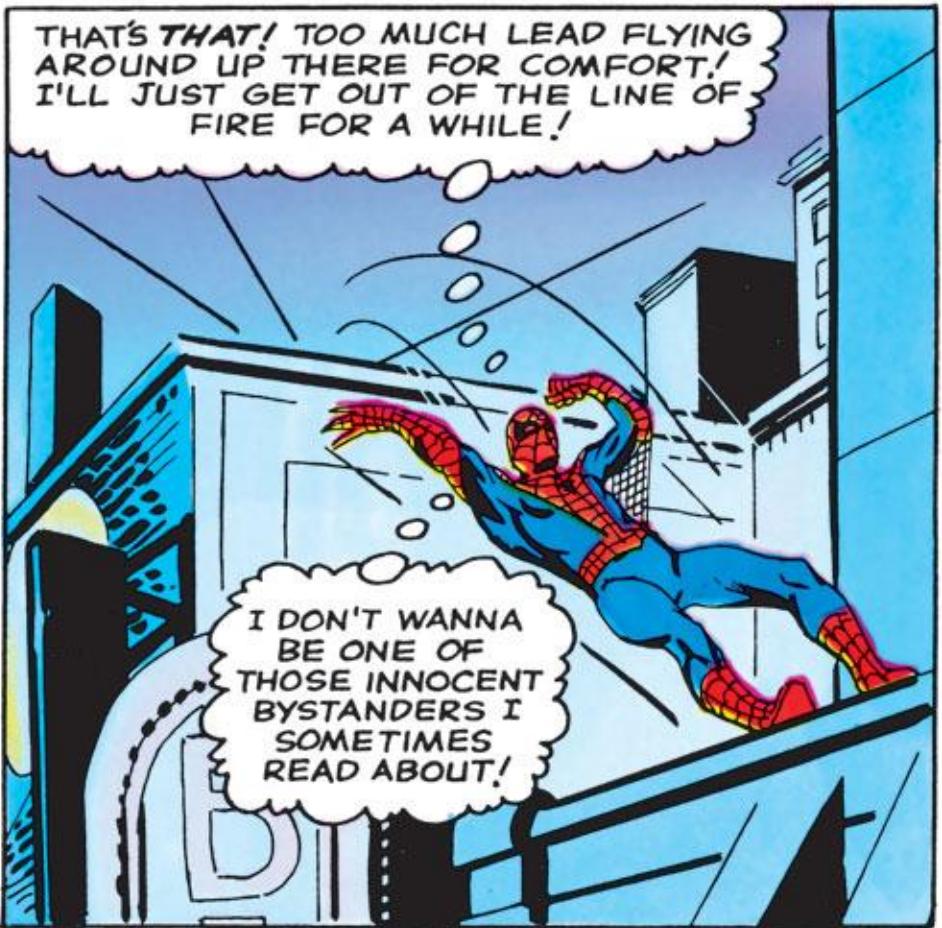
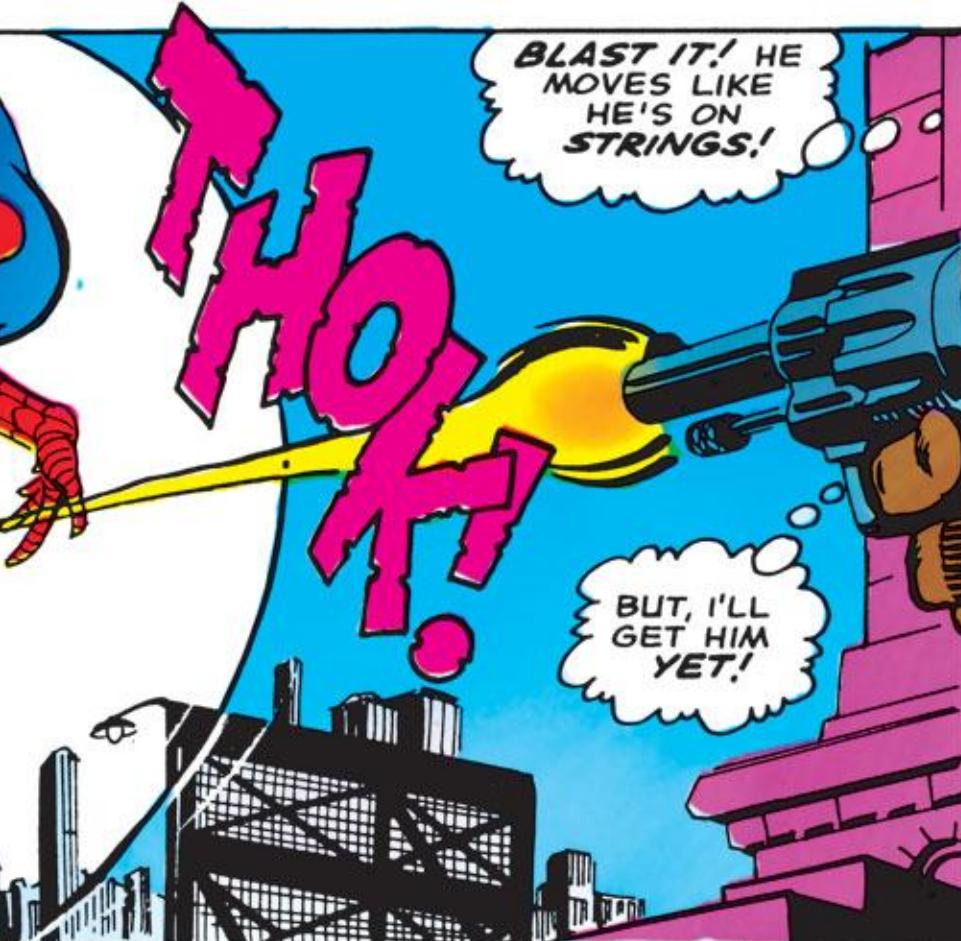
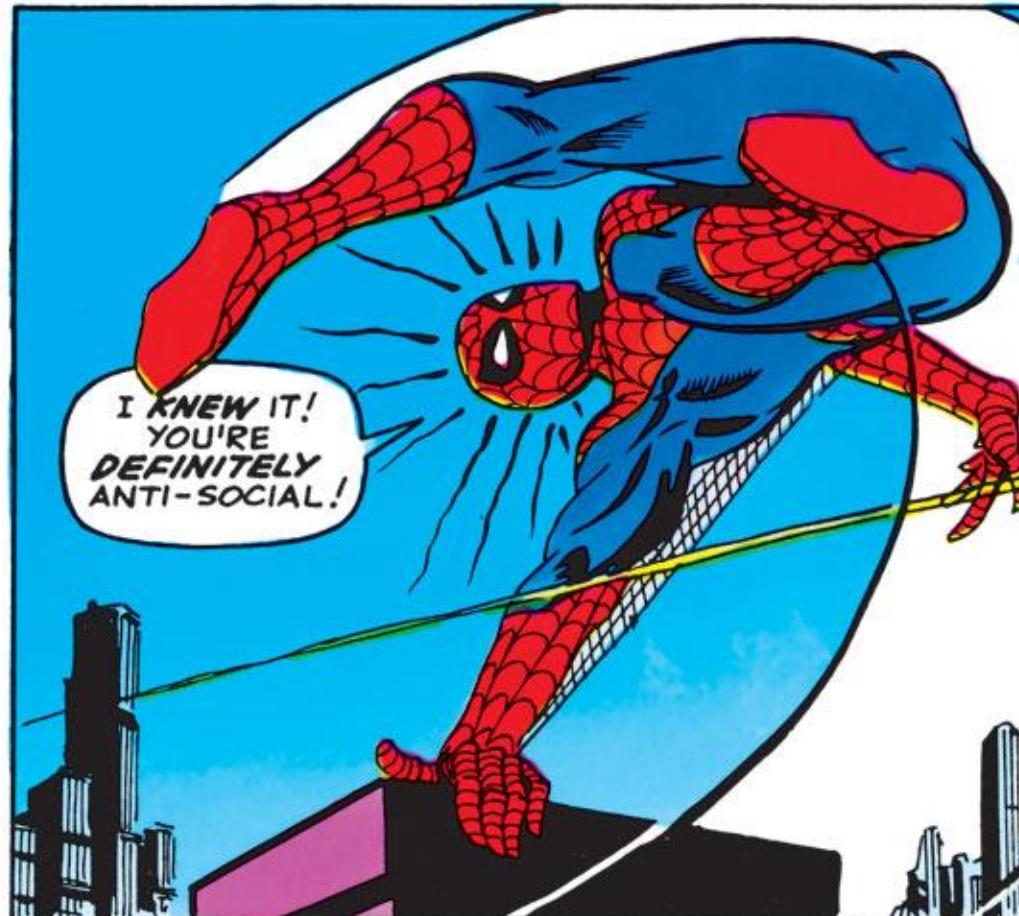
WAIT A
MINUTE!!!
THE LIGHTS
HAVE
PICKED UP
ANOTHER
FIGURE!

IT LOOKS LIKE--
IT-IT CAN'T BE--
ULP! IT IS! IT'S
SPIDER-MAN!

GET AWAY
FROM THERE!!
WHY DID THIS
HAPPEN TO ME?
QUIT BUTTING
IN! IT'S NOT
YOUR FIGHT!
GO AWAY!!
EVERYTHING
WAS GOING SO
WELL!! WHY AM
I ALWAYS
PLAGUED BY
THAT WEB-HEAD??
WHY? WHY?
WHY??









AND, AS THE NOW-SUBDUED CAT BURGLAR IS QUIETLY LED AWAY...

ANYWAY, IT WON'T BE A TOTAL LOSS! I'LL BE ABLE TO SELL THESE PHOTOS OF THE CAT'S CAPTURE TO JOLLY JONAH FOR A TIDY SUM!

THOUGH I SURE HATE TO SEE THAT LUCKY GUY GET OFF THE HOOK WITH THE REWARD SO EASILY!

AND, IN JAMESON'S OFFICE...

WHEW! SO, THE GOOD GUYS DO WIN OUT IN THE END, AFTER ALL! EVERYTHING TURNED OUT FINE FOR ME, AT LAST! I GUESS IT'S BECAUSE I'M SUCH A KINDLY, LOVABLE CHARACTER!

LATER, WHEN PETER BRINGS THE NEWLY-DEVELOPED PHOTOS TO THE "DAILY BUGLE" OFFICES...

PETER! I'VE BEEN HOPING YOU'D DROP BY! I SIMPLY MUST TALK TO YOU--!

WHY BOTHER, BETTY! THERE'S NOTHING MORE FOR US TO SAY! LEEDS PROPOSED TO YOU-- AND HE'S THE KIND OF GUY YOU WANT! SO, LET'S JUST LEAVE IT AT THAT!

NOT BAD, PARKER -- NOT BAD! OF COURSE, THEY'RE NOT WORTH MUCH IN COLD CASH, BUT I CAN AFFORD TO BE GENEROUS, SEEING I SAVED THE REWARD MONEY!

PAY ME WHATEVER YOU WANT TO, MR. JAMESON! I DON'T CARE! NOTHING SEEMS TO MATTER MUCH -- ANY MORE--!

AND SO, WE TAKE OUR LEAVE OF PETER PARKER FOR NOW, AS HE AND THE GIRL HE LOVES GO THEIR SEPARATE WAYS -- BOTH TRAGICALLY KEPT APART BY THE MYSTERIOUS, EVER-PRESENT FIGURE WHOM THE WORLD KNOWS ONLY AS -- SPIDER-MAN!

