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NOW ON SALE TWICE A MONTH!

# The AMAZING SPIDER-MAN®

CALIFORNIA SCHEMIN'!

\$1.00 US  
\$1.25 CAN  
**305**  
LATE SEPT  
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APPROVED  
BY THE  
COMICS  
CODE  
CARTOON  
AUTHORITY



MFARLANE

Stan Lee  
PRESENTS: THE AMAZING SPIDER-MAN®

THE PROWLER HAILS  
FROM NEW YORK, EAST  
COAST BORN AND RAISED.

WHILE THE BLACK FOX IS A  
CAT BURGLAR OF DECIDEDLY  
EUROPEAN ORIGINS.

SO WHAT ARE THEY BOTH DOING IN  
LOS ANGELES, FIGHTING OVER A  
JEWELED CHALICE THAT DATES  
BACK TO THE DAYS OF SPANISH  
EXPLORATION? GOOD QUESTION.  
AND HERE'S A BETTER ONE:

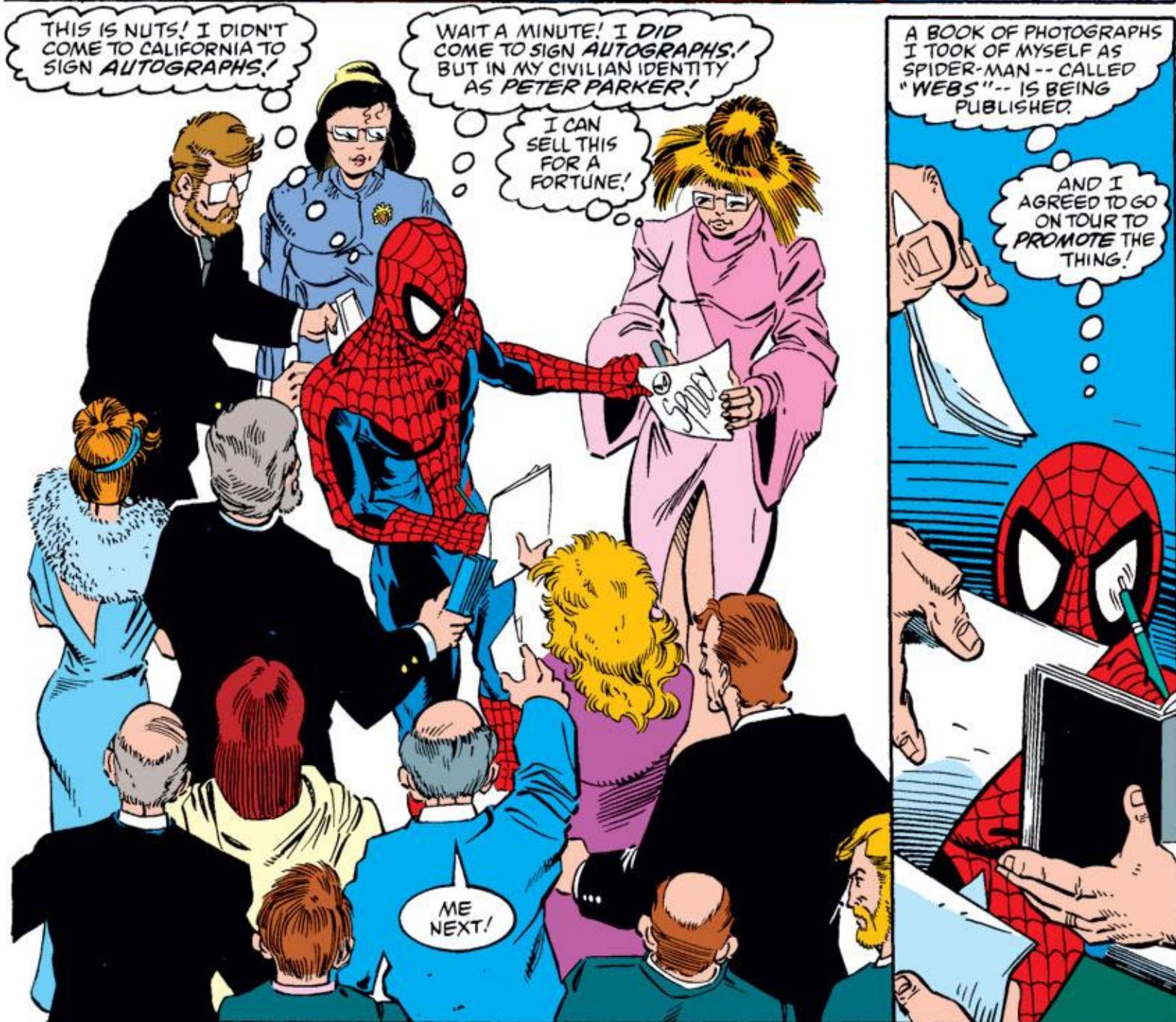
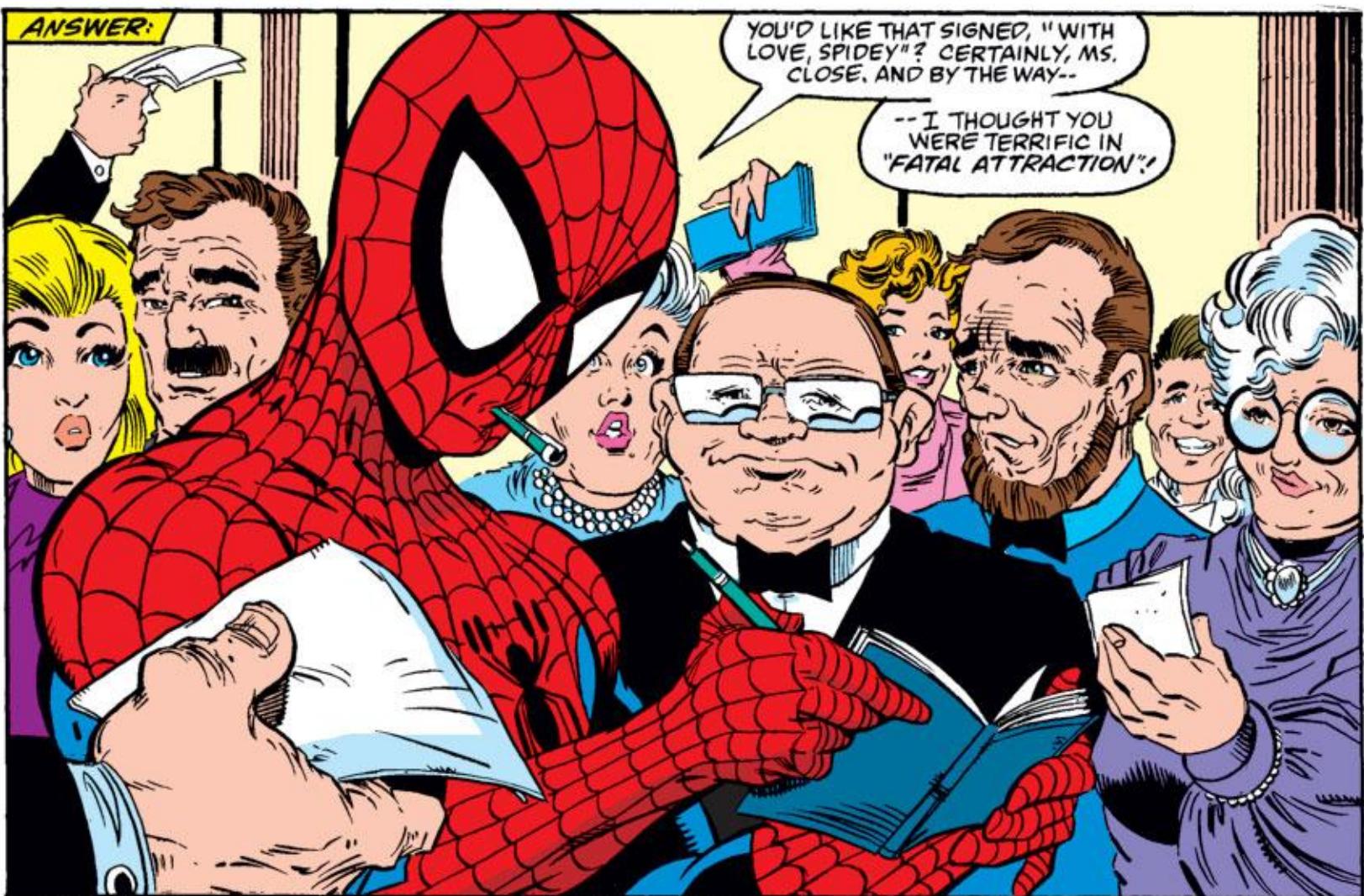
WHAT THE HECK IS SPIDER-MAN  
DOING DURING ALL THIS?!

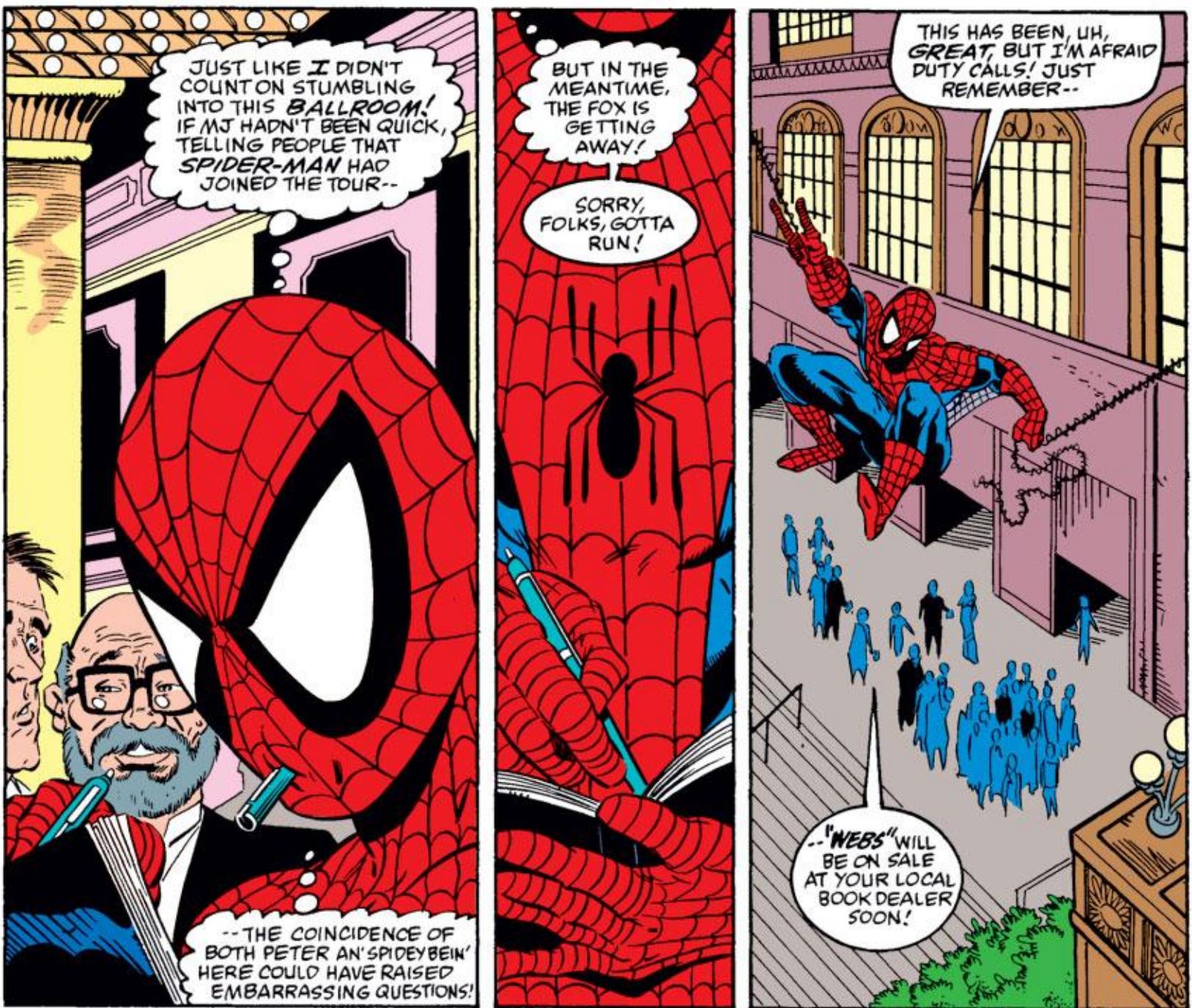
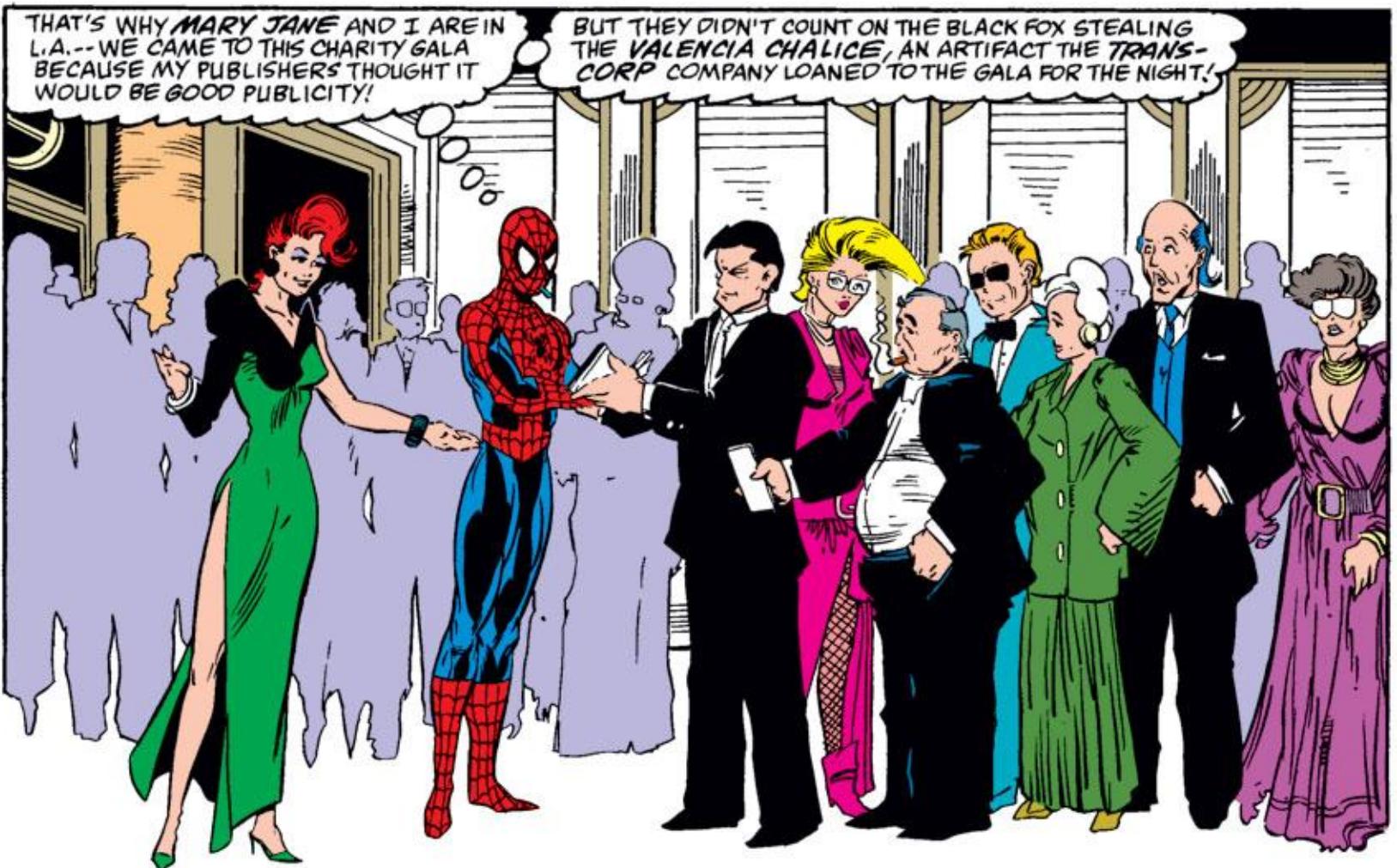
WESTWARD  
WOE!

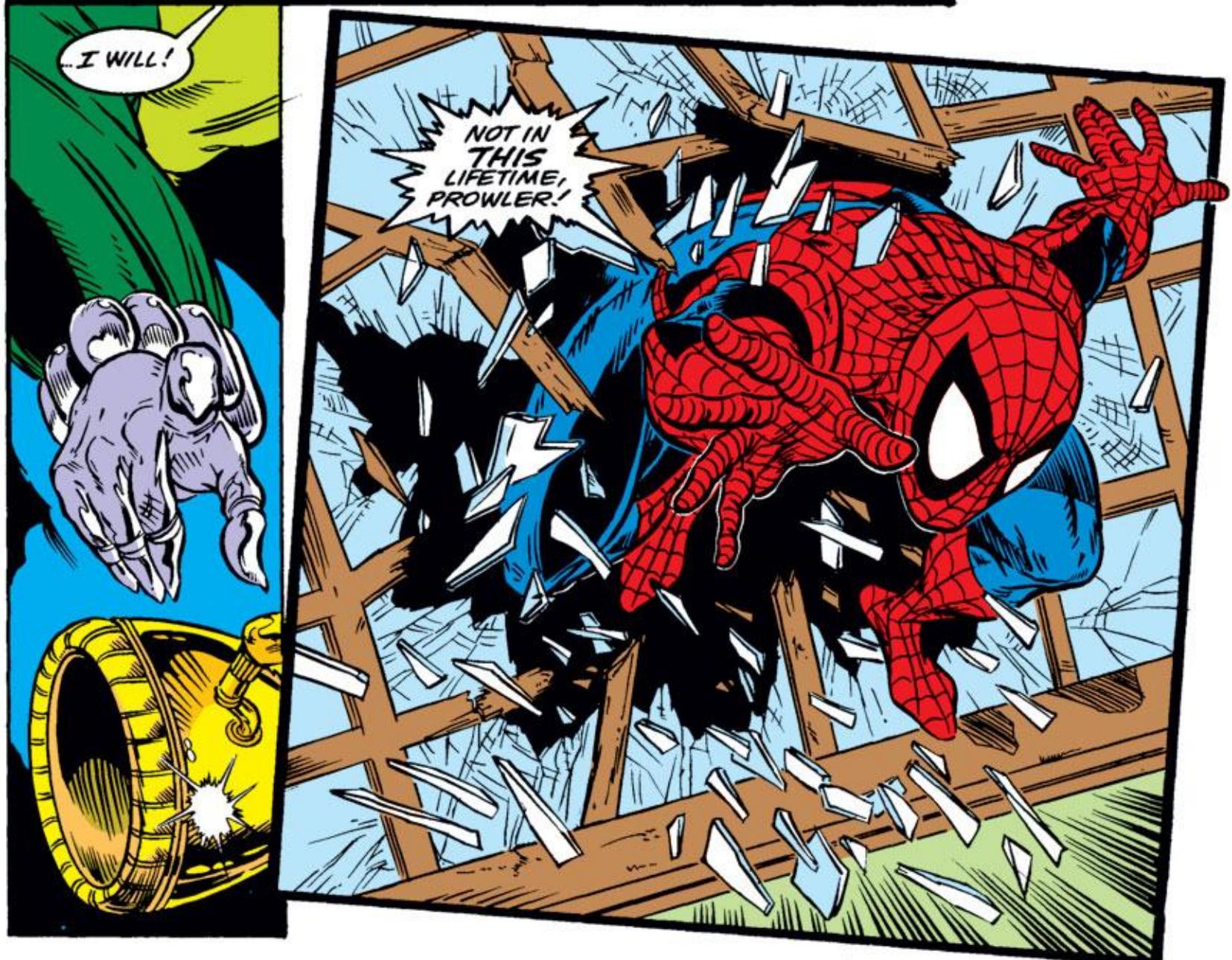


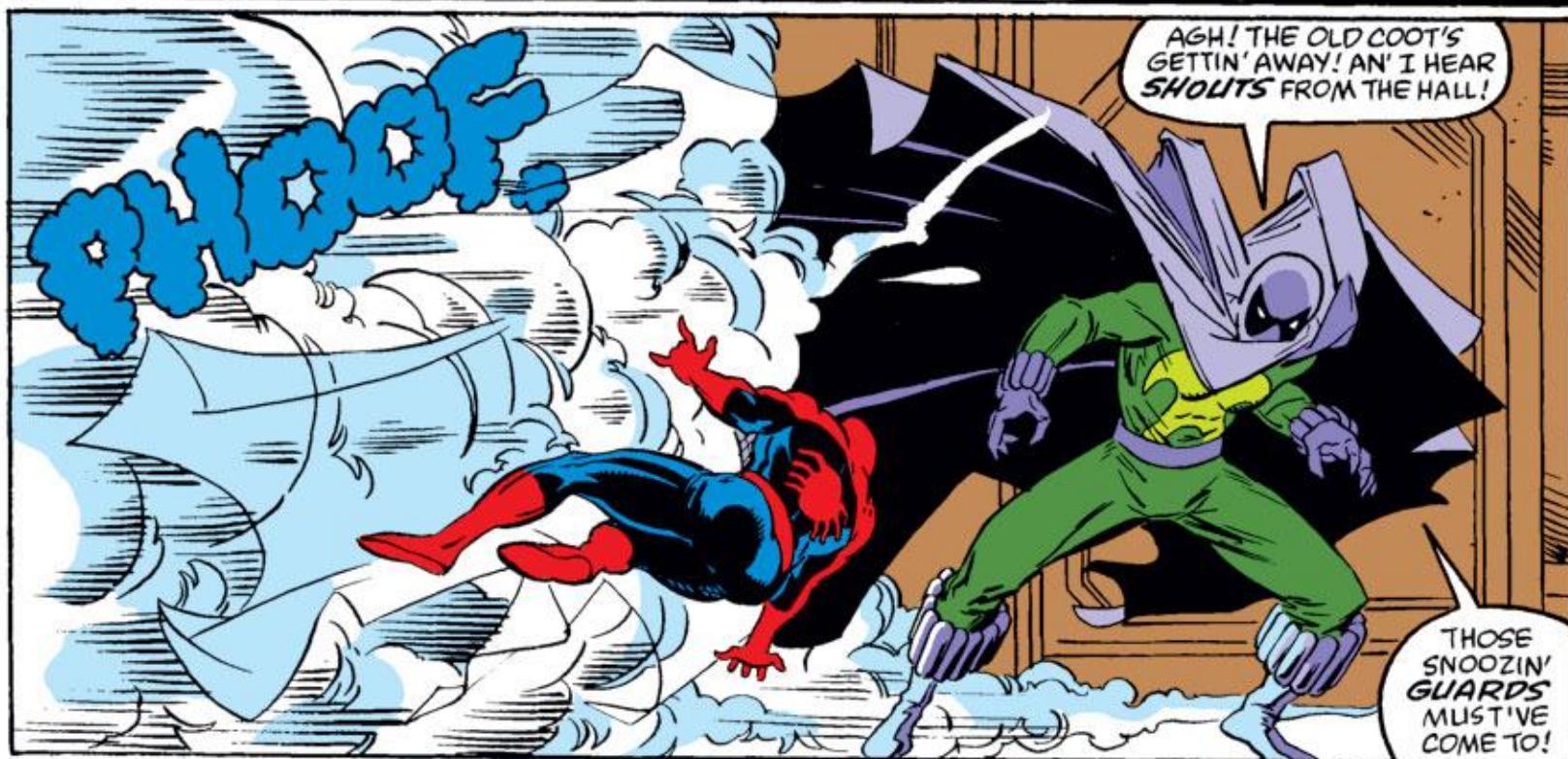
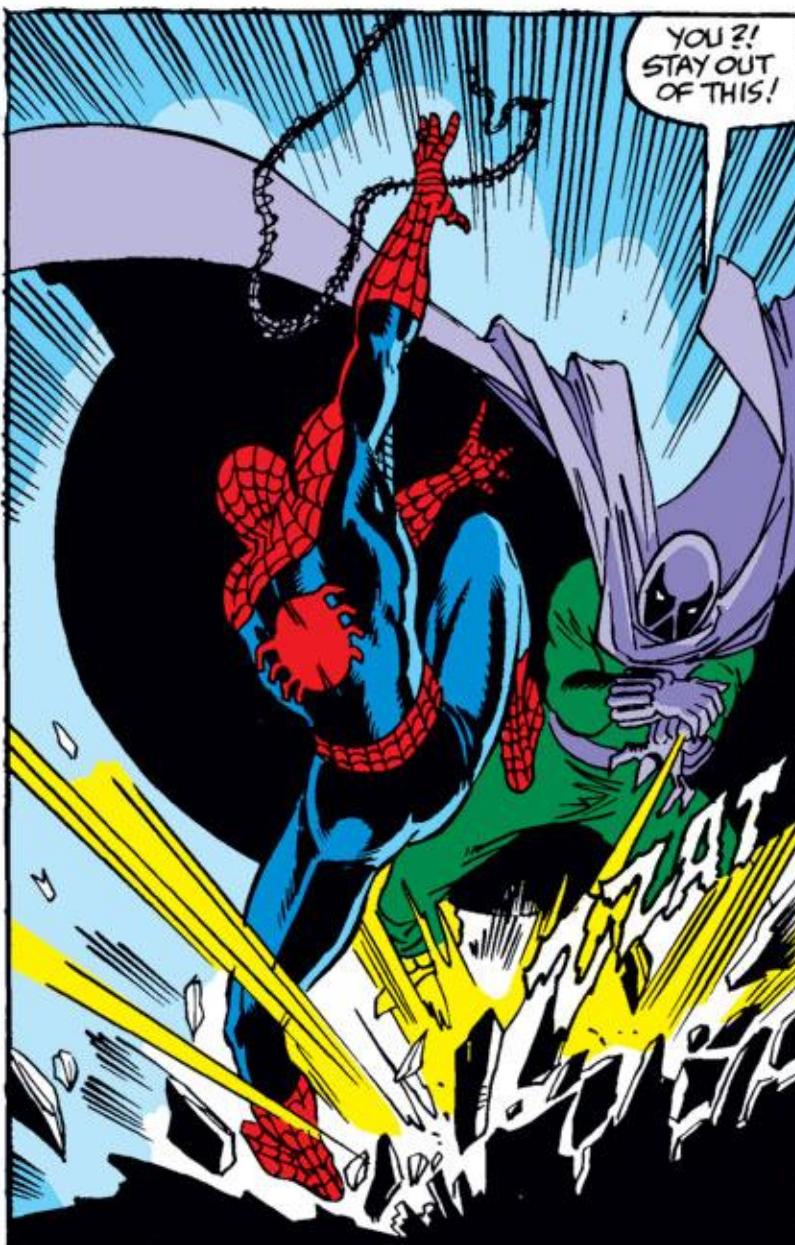
DAVID MICHELINIE  
WRITER  
TODD MCFARLANE  
PENCILS  
MAGNIFICENT 7+  
INKS  
RICK PARKER  
LETTERS  
GREGORY WRIGHT  
COLOR  
JIM SALICRUP  
EDITOR  
TOM DEFALCO  
EDITOR IN CHIEF

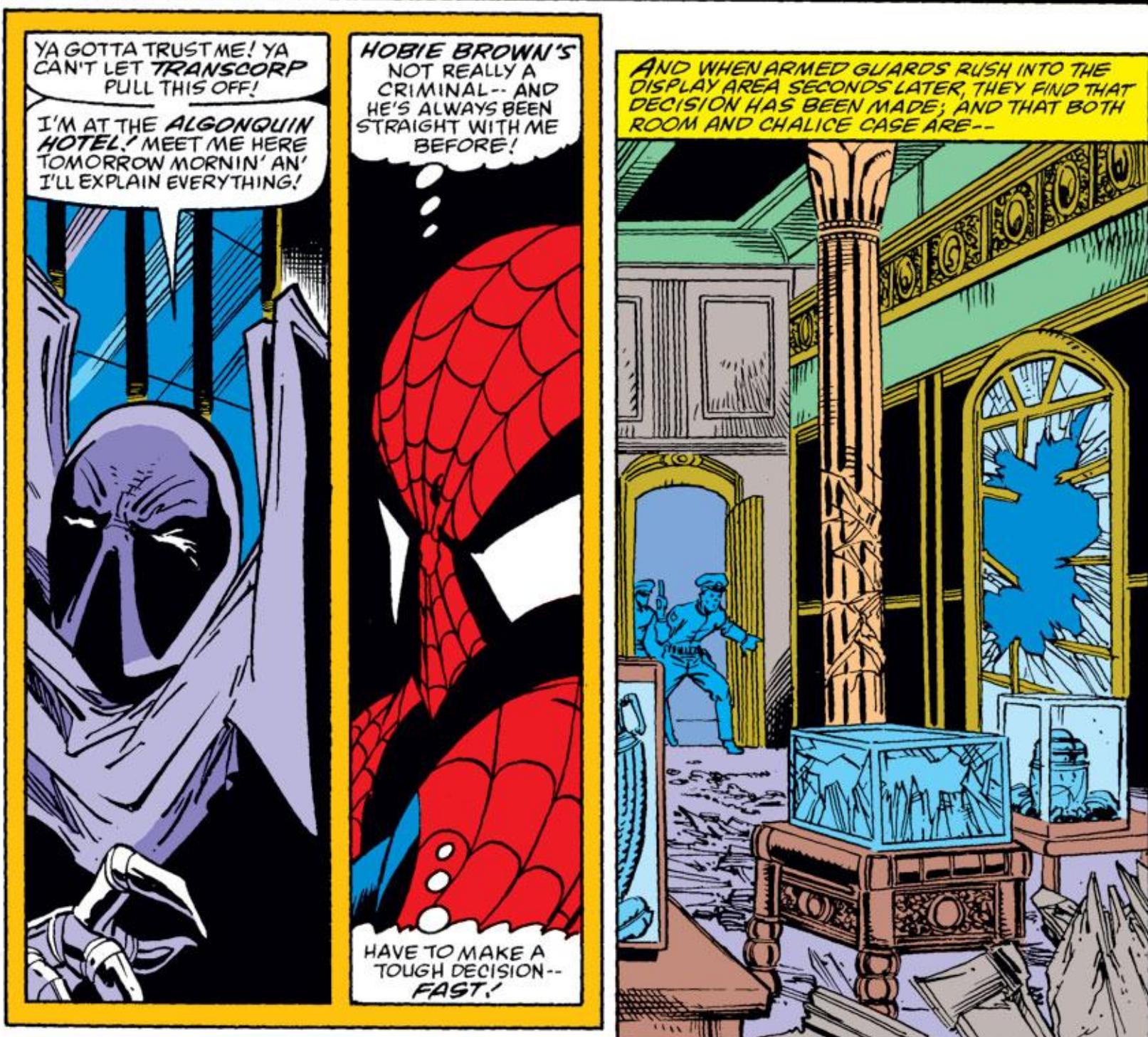
\* SEE SALICRUP'S SECTION FOR EXPLANATION.--JS.



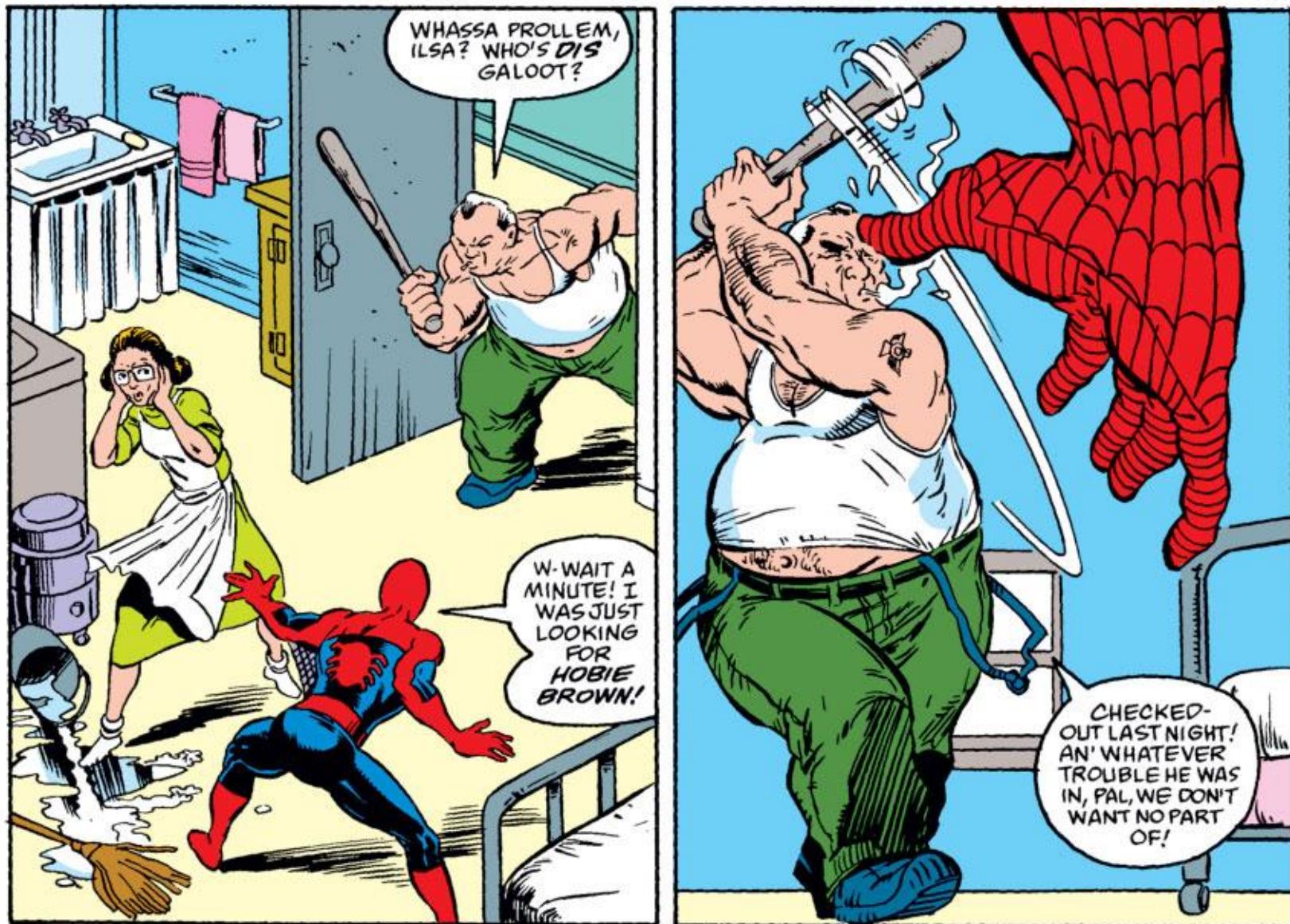
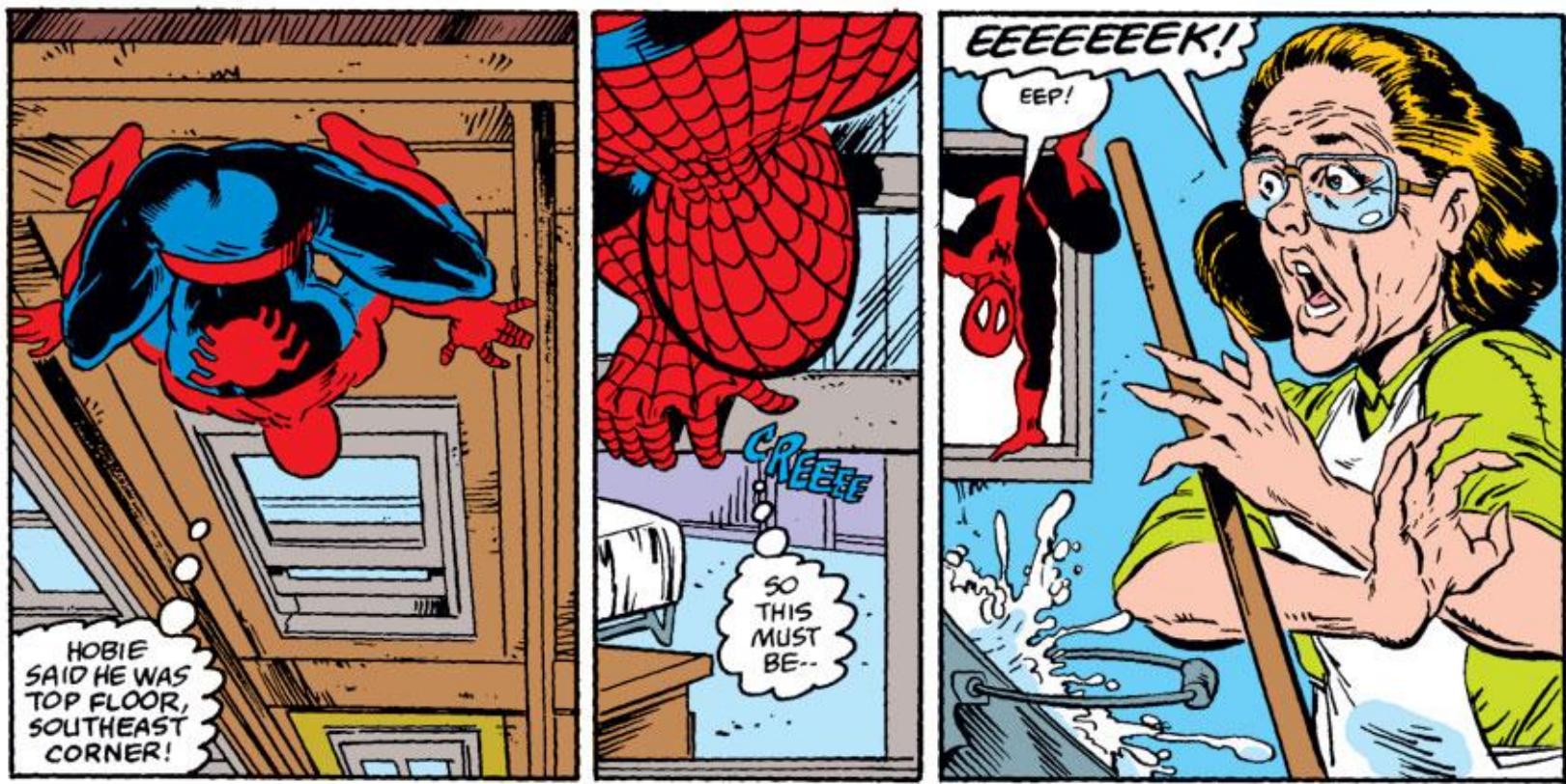


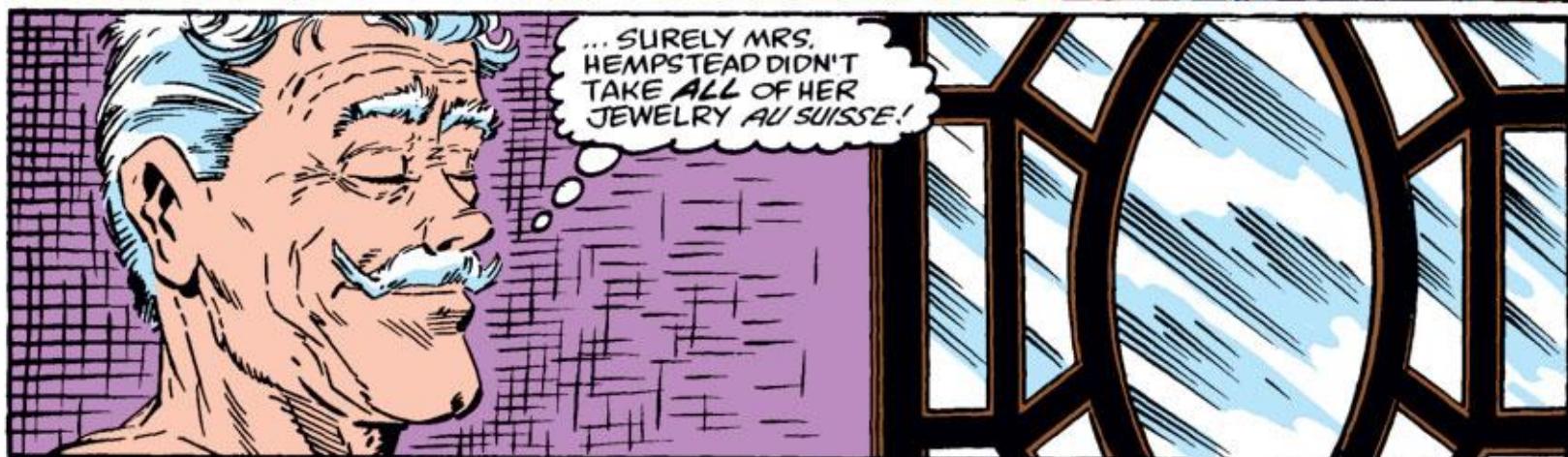
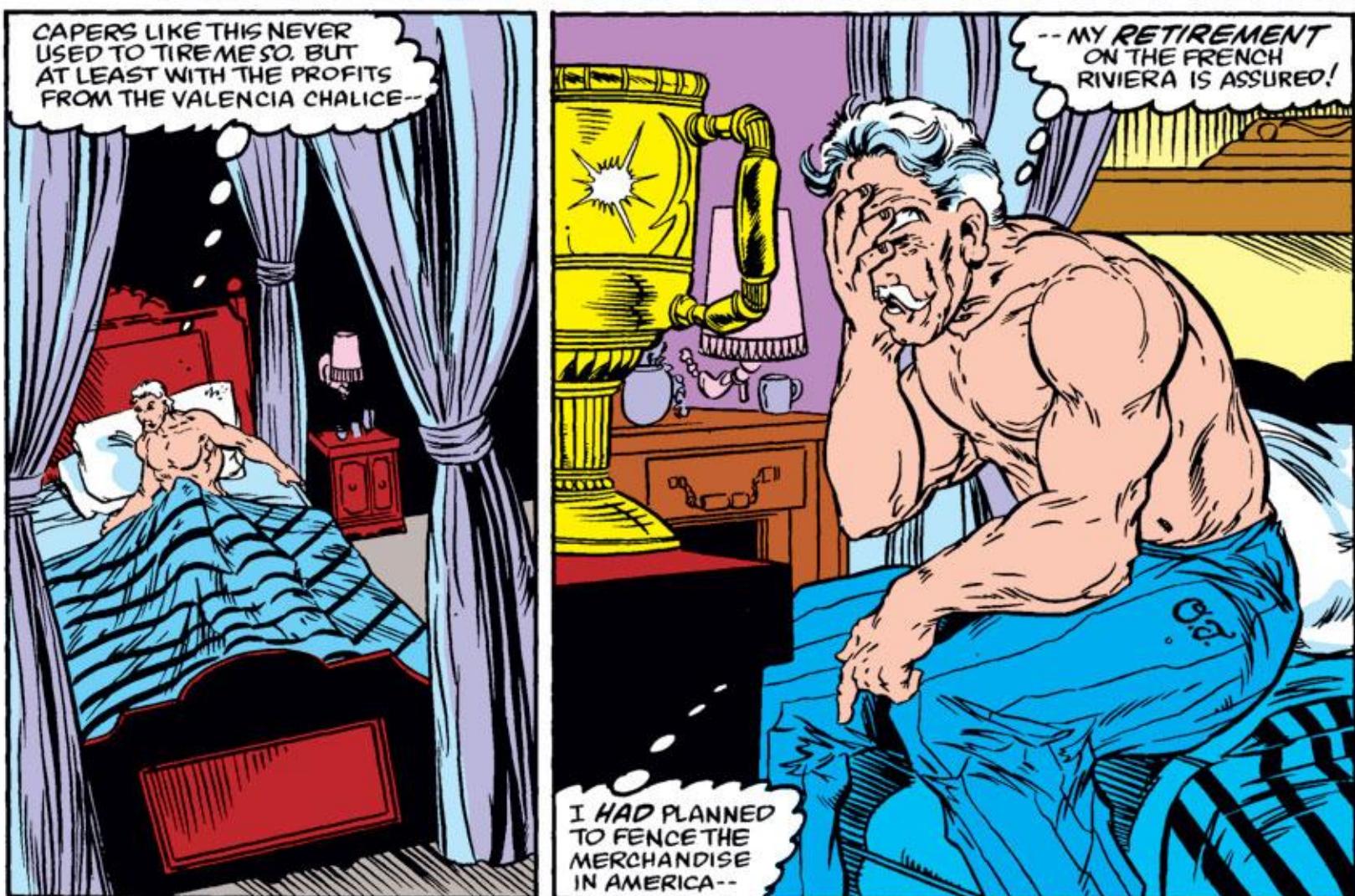




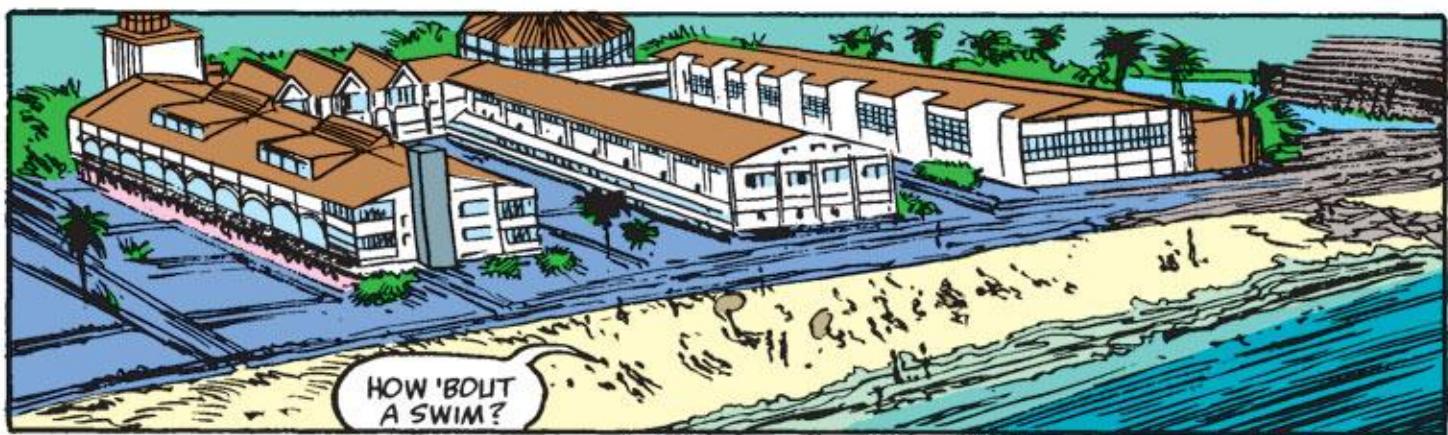








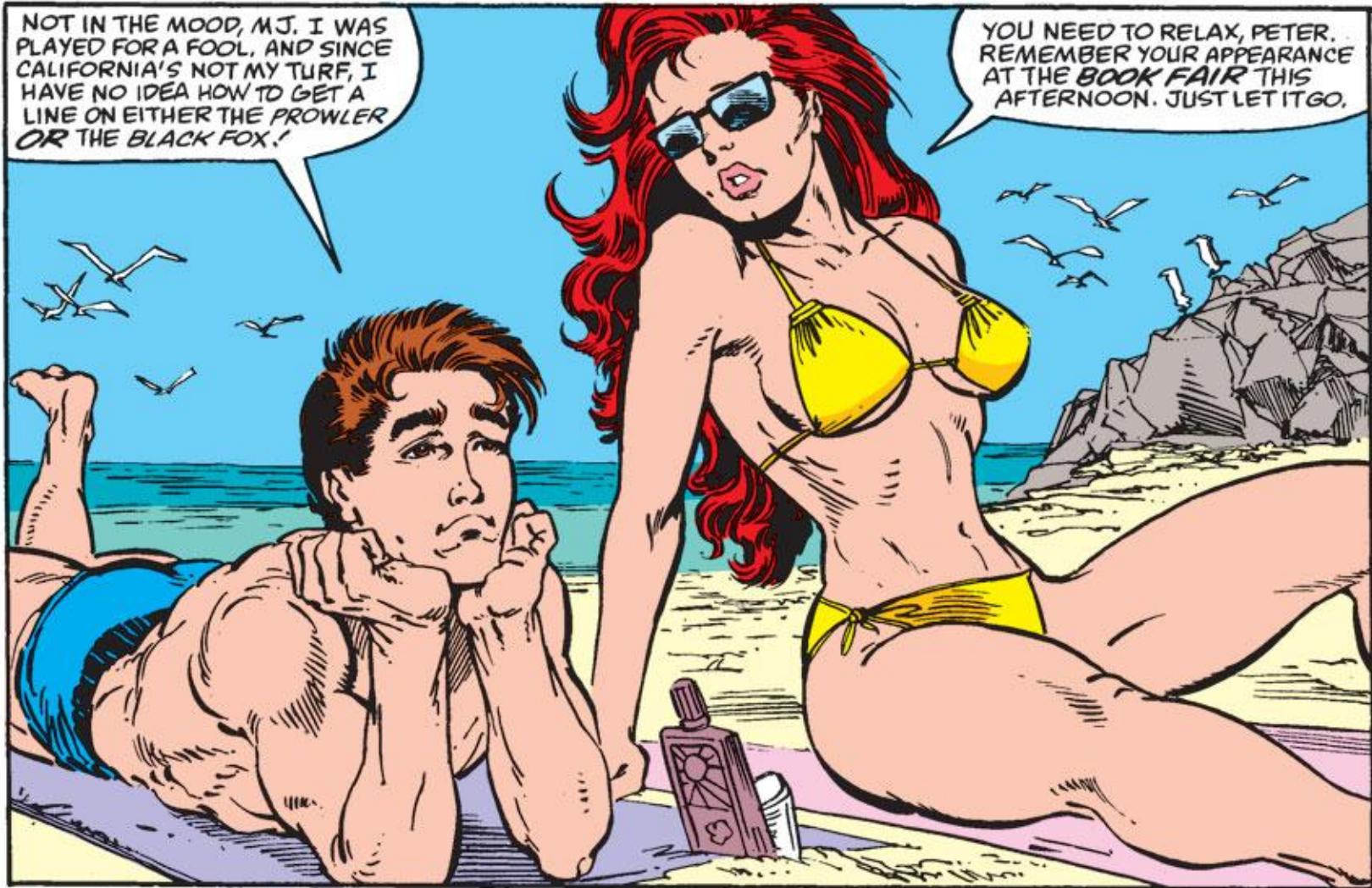
WHILE AT THE SEA PRINCE HOTEL IN LAGUNA BEACH...



HOW 'BOUT A SWIM?

NOT IN THE MOOD, MJ. I WAS PLAYED FOR A FOOL, AND SINCE CALIFORNIA'S NOT MY TURF, I HAVE NO IDEA HOW TO GET A LINE ON EITHER THE PROWLER OR THE BLACK FOX!

YOU NEED TO RELAX, PETER. REMEMBER YOUR APPEARANCE AT THE BOOK FAIR THIS AFTERNOON. JUST LET IT GO.

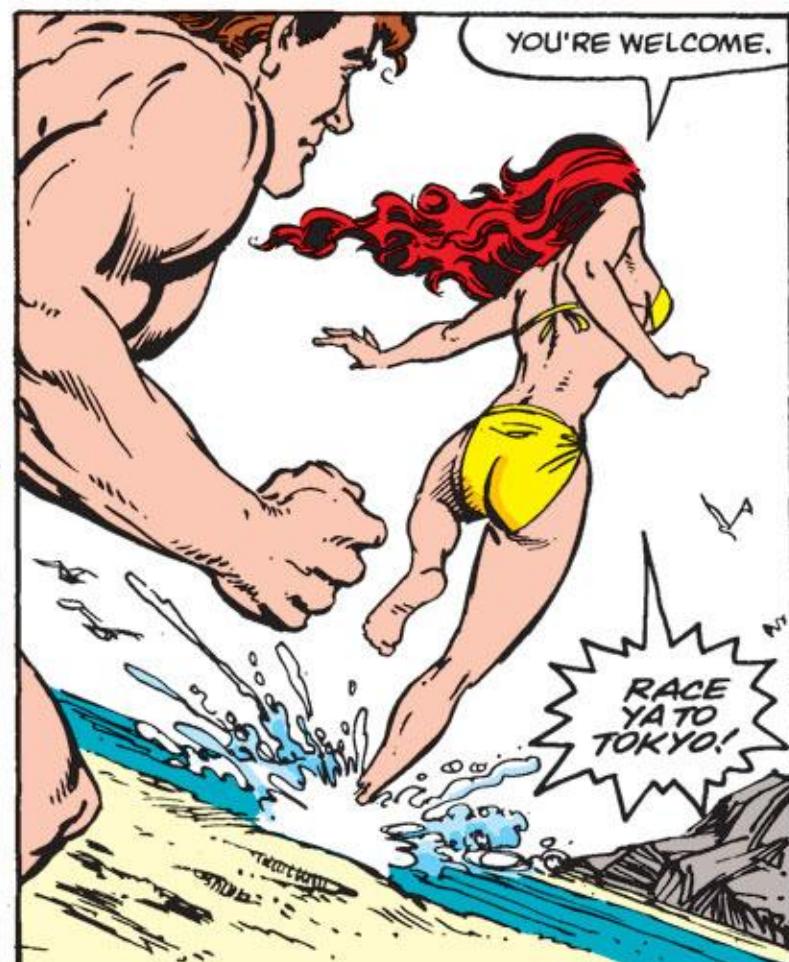


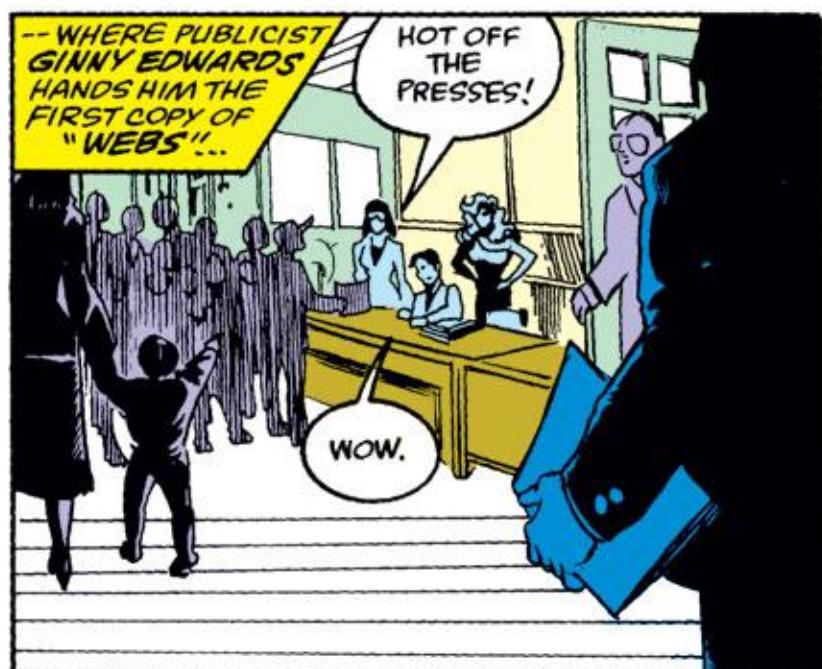
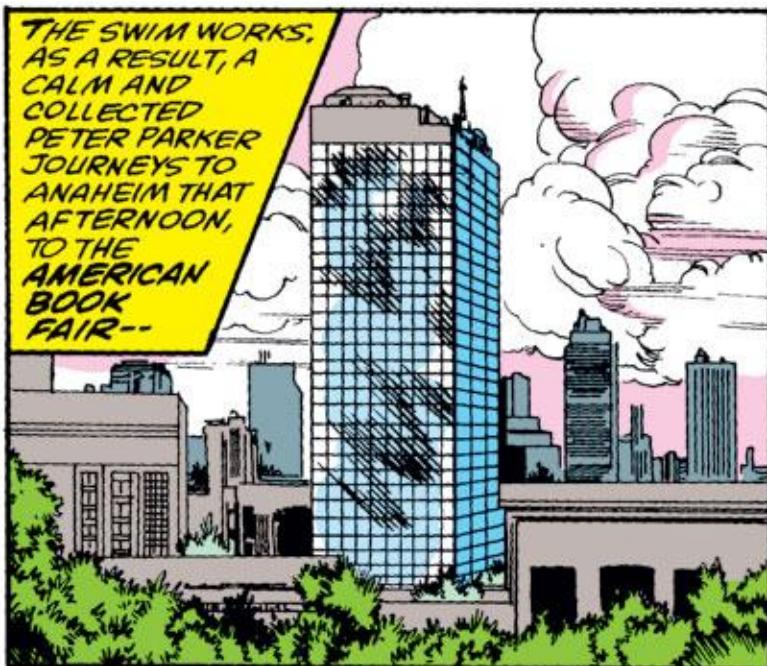
YOU CAN'T SOLVE THE WORLD'S PROBLEMS.

Y'KNOW, I FORGET THAT SOMETIMES. THANKS FOR REMINDING ME.

YOU'RE WELCOME.

RACE YATO TOKYO!







THUS, AT THE TRANSCORP  
TOWER IN DOWNTOWN L.A.,  
SOMETIME LATER...

