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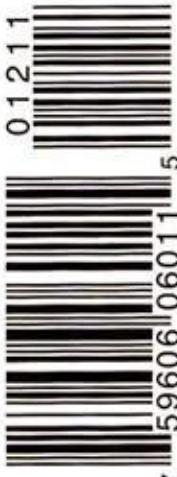
DEFALCO
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BUSCEMA

the AMAZING SPIDER-GIRL



DIRECT EDITION

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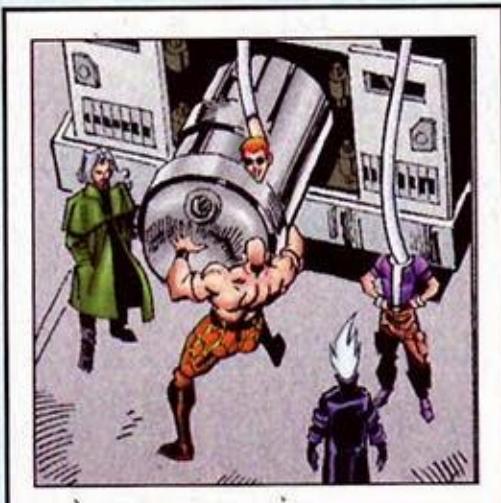
\$2.99 US \$3.75 CAN

The daughter of 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.



the AMAZING SPIDER-GIRL

May "Mayday" Parker isn't your average sixteen-year-old. Her father--Peter Parker--currently works as a forensic scientist for the Midtown Police Department, but used to be the amazing Spider-Man. When she discovered that she had inherited her father's powers, May donned a costume and became the stunning Spider-Girl!



Special Agent Weadon's team of former super-criminals--which is currently composed of the mysterious Kaine, the electrified Killerwatt, the pliable Mr. Abnormal and super-strong Earthshaker--is ordered to help Agent Maria Hill guard a powerful bio-weapon called Specimen 297.



Specimen 297 later escapes, acquires an unsuspecting host and reveals itself to be the symbiotic killing machine called Carnage.



Possessing a split personality thanks to its uncooperative host, Carnage kidnaps Spider-Girl's father and baby brother Ben, and later infects Ben with the Carnage symbote!

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ONLY THE INNOCENT MUST DIE!

Welcome to my nightmare!

My name is May "Mayday" Parker and I am the daughter of Spider-Man.

Not only is my dad missing and may be--oh, God, I don't even want to think it!

GRRRRRR!

But I also have to concentrate on saving my baby brother--who just became Kid Carnage!

Say HELLO to my little friend!

Talk about a Kodak moment--
baby's first KILL!

This isn't funny! We can't let that child commit murder.



You're right.
Why should he have all the fun?

Pay attention, Junior!

Daddy will show you how to properly skewer an annoying spider-person.

Spider-Girl, LOOK OUT!

Uhhhhh... thanks!

Hoo-boy! I can't believe I actually thanked Carnage.

I know part of him is a psycho-symbiote--

--but he's also using my good friend Moose Mansfield as a host body.

Just like this mini-monster is using poor Benji.

ZEEEEE

Terrific!
Someone's trying to reach me on my cell phone.

Unfortunately, I'm a little busy right now.

I need to find a way to destroy these symbiotes--

--without harming the people I love!

EYAHHHH!

CHOMP!

Forest Hills...

Why doesn't she answer?



--that's old news.

ZEEEEEE



Kidnapper!
Someone stop her!

That ding-o-
ling's going to
eat my baby!

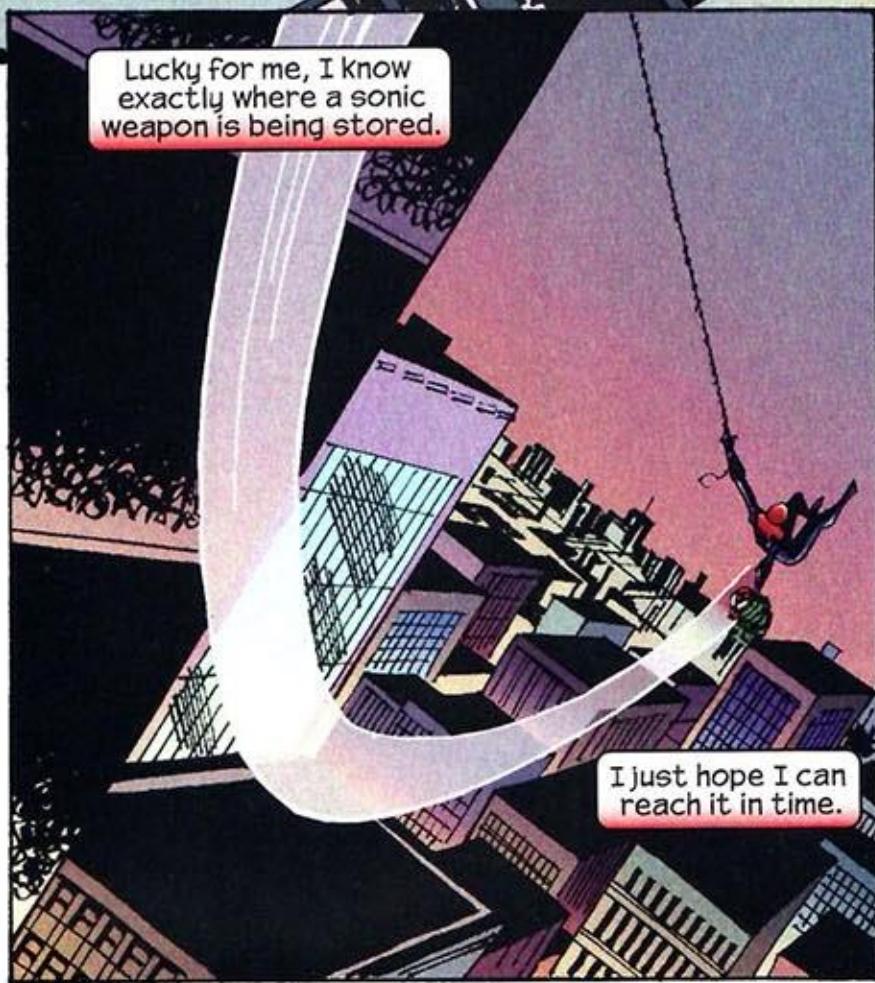
According to Wikipedia, the Carnage symbote is only vulnerable to fire and sonics.

Lucky for me, I know exactly where a sonic weapon is being stored.

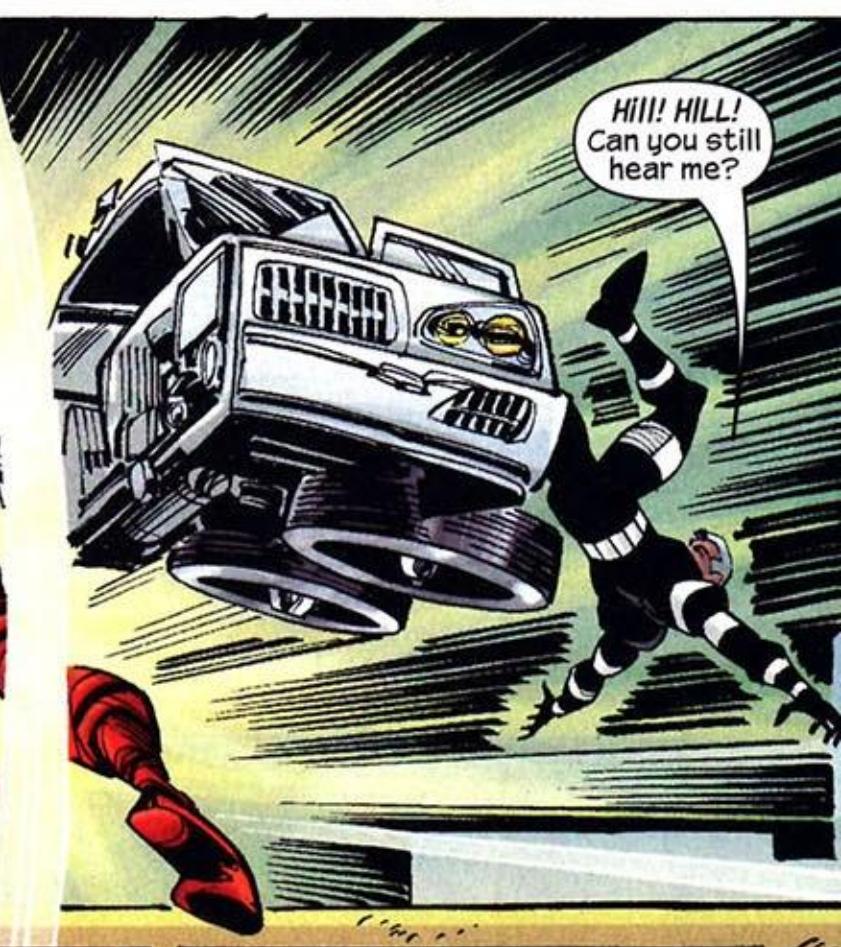
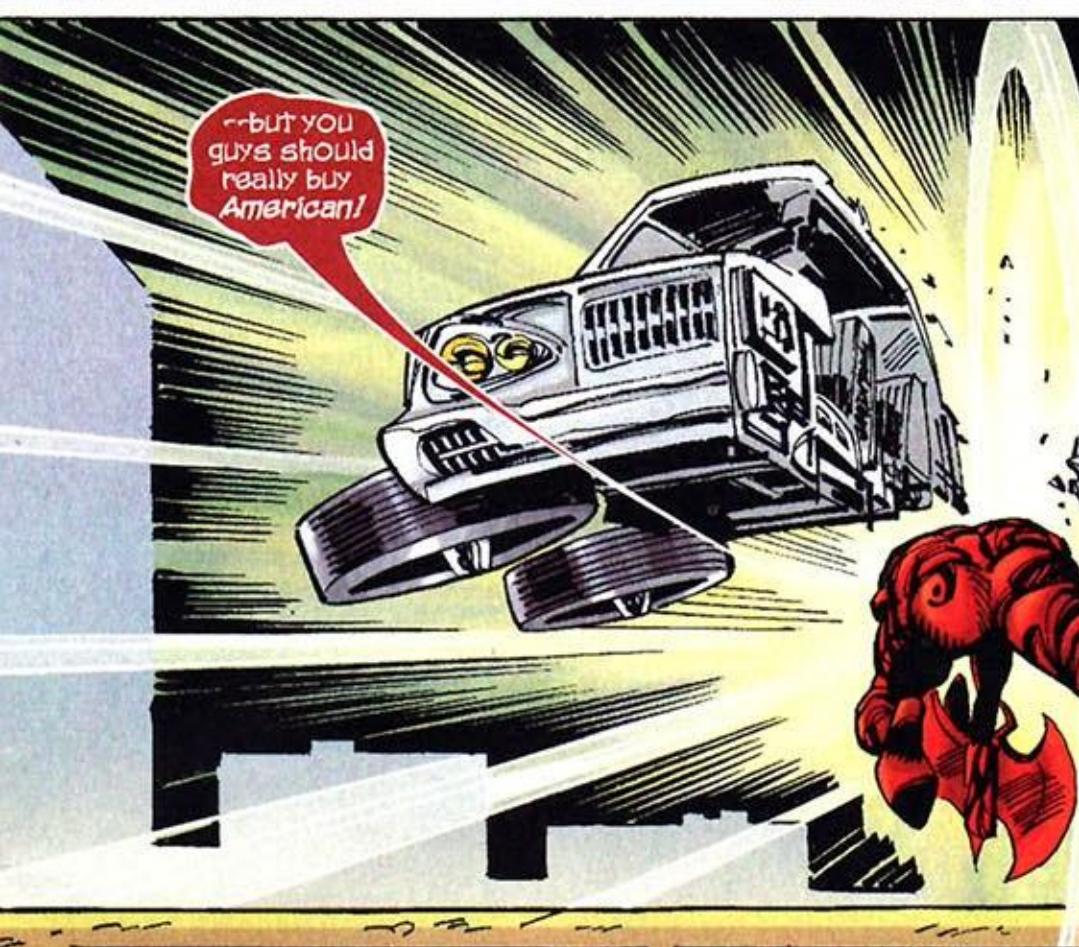
I just hope I can reach it in time.

I wish I had the nerve to ask Carnage about Dad--

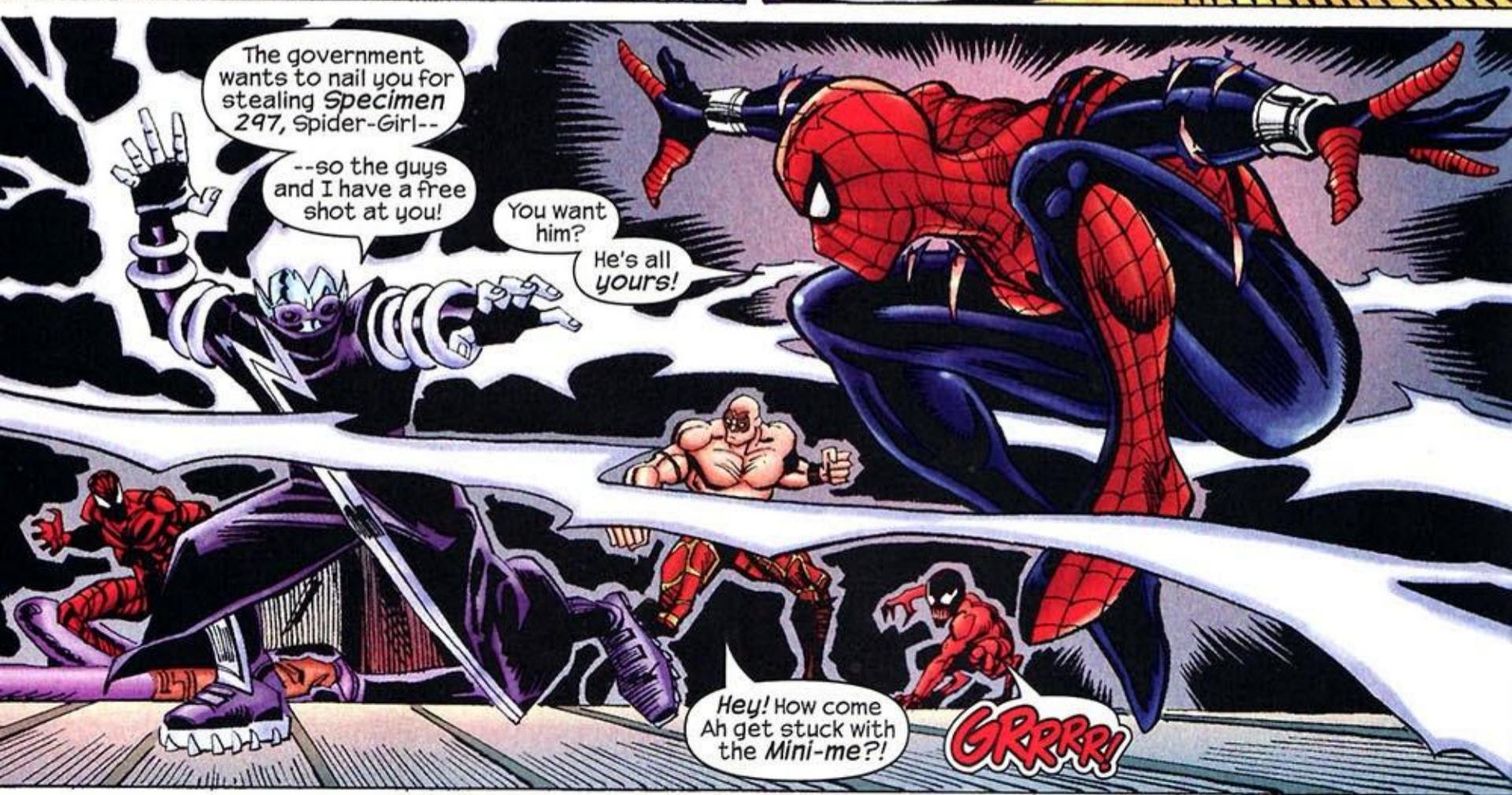
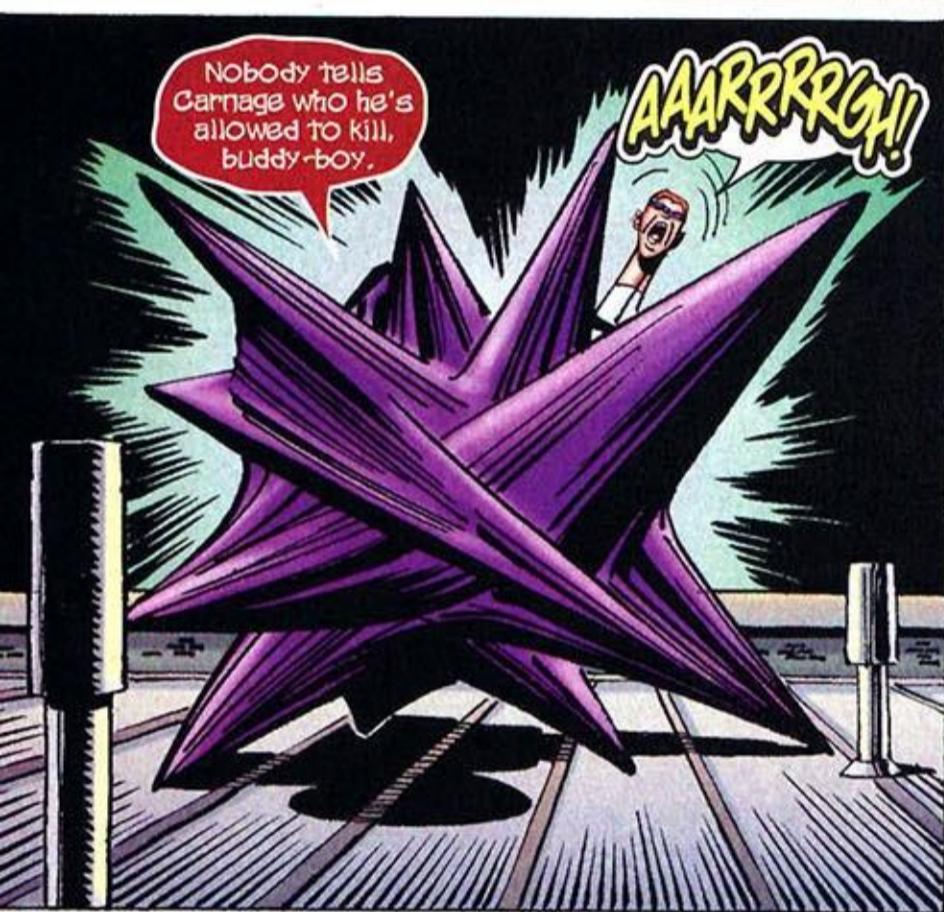
--but he'd only lie and twist my fears to his advantage.



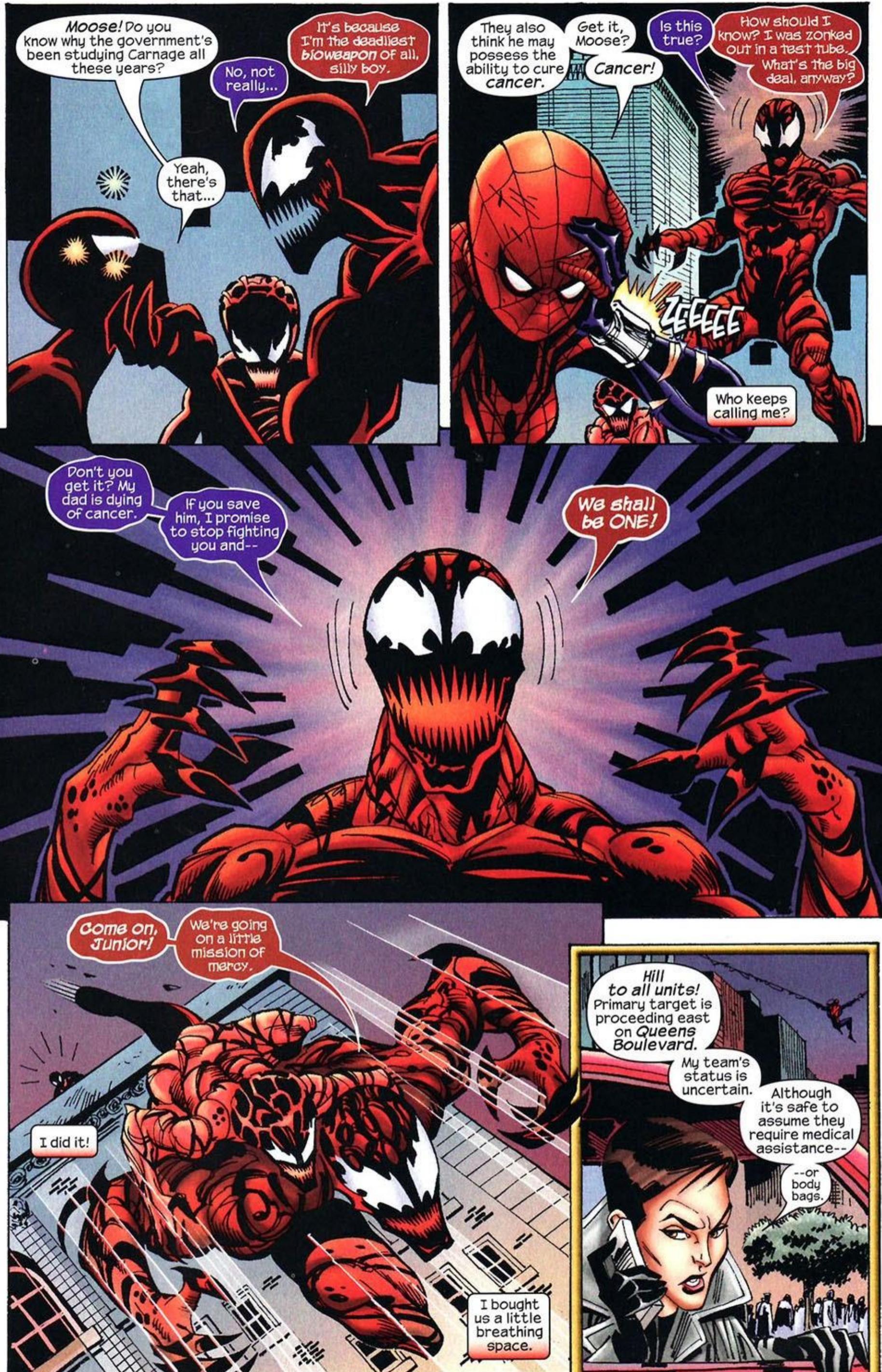


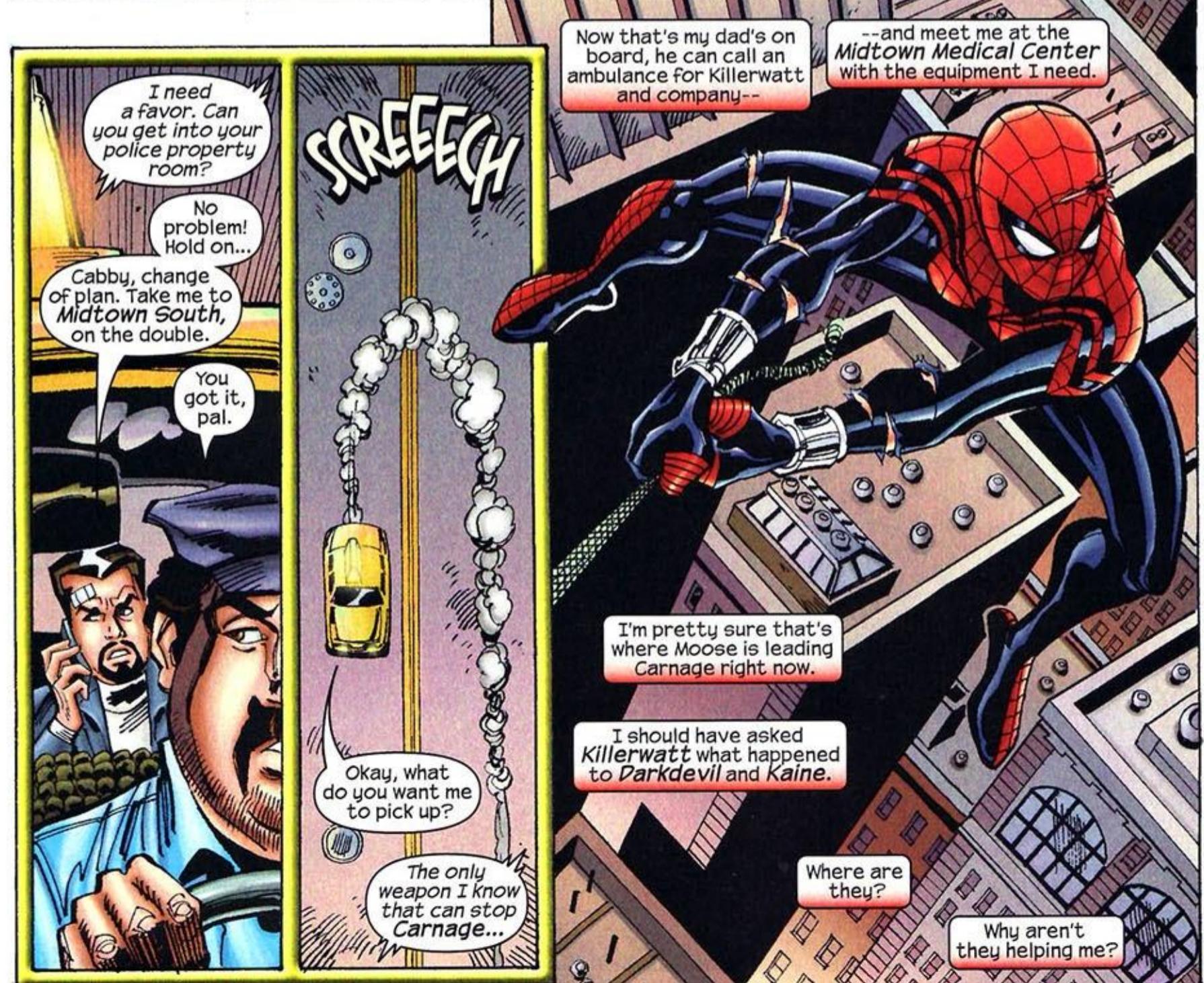




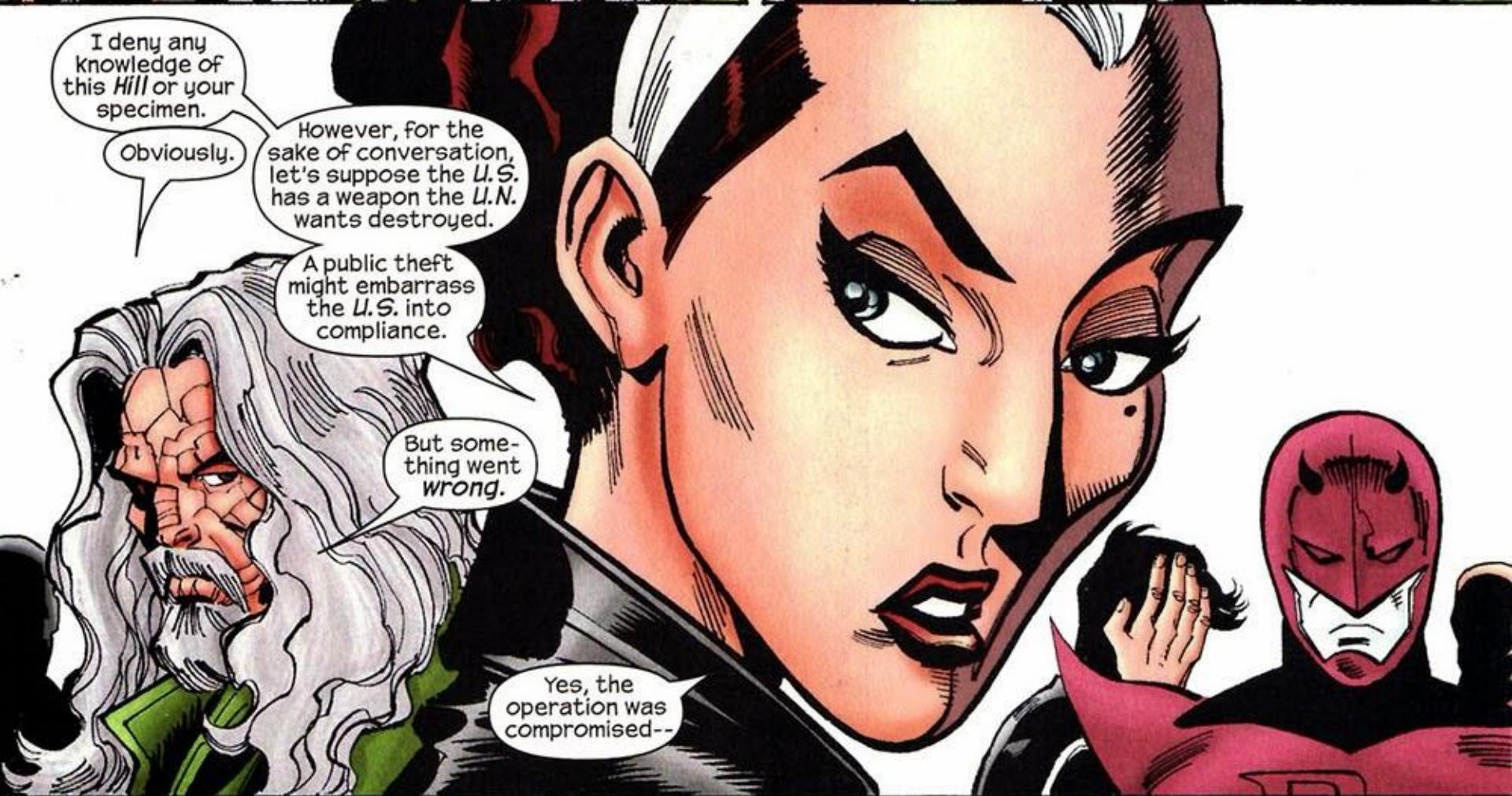








The East Village,
New York City...



--by the unexpected appearance of Spider-Girl!"

I'm afraid Mr. Mansfield has been moved.

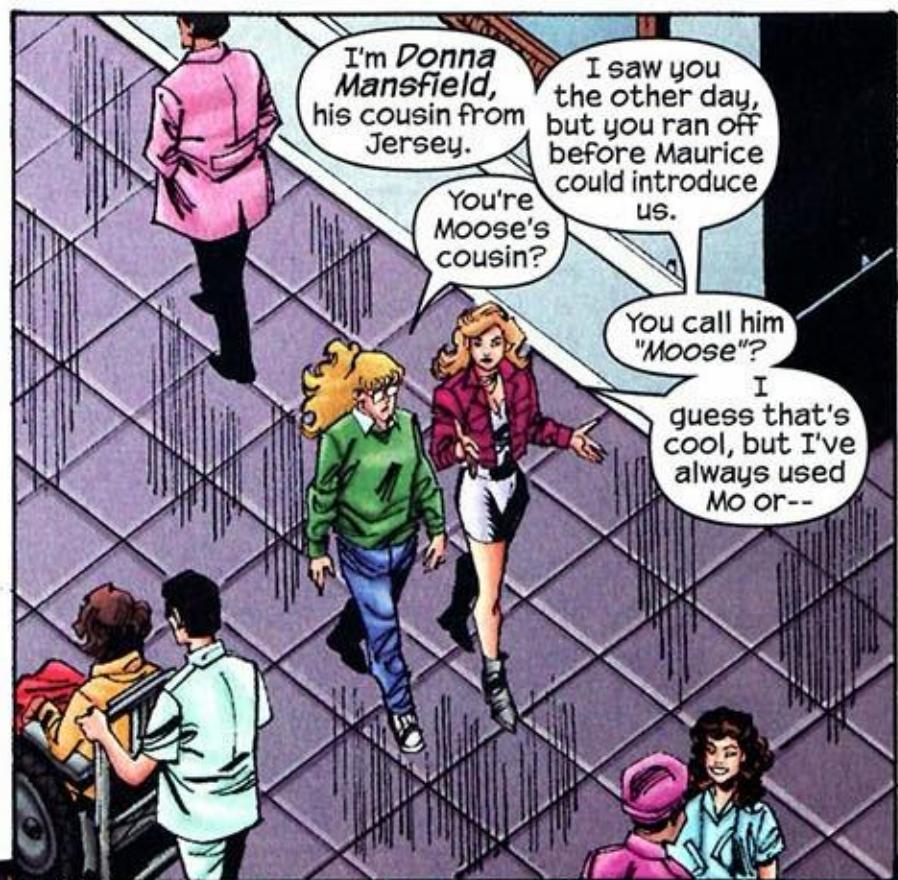
MIDTOWN MEDICAL CENTER

RMS X-RAY 845-50

We had an incident about an hour or so ago.

Yeah, I noticed all the police. What happened?

I'm not at liberty to discuss it, and I'm afraid Mr. Mansfield isn't receiving visitors, either.





You'll have
to settle for
a FIST in the
face.

Or a KICK
in the...well...
WHATEVER!



Meanwhile...

SCREEECH!

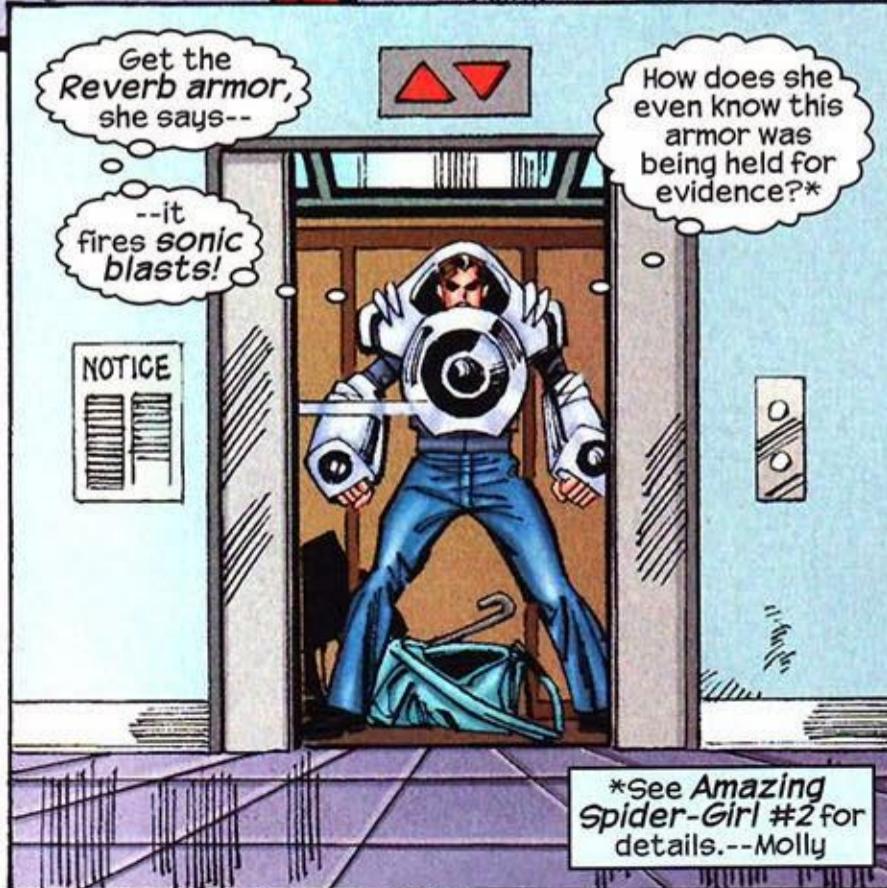
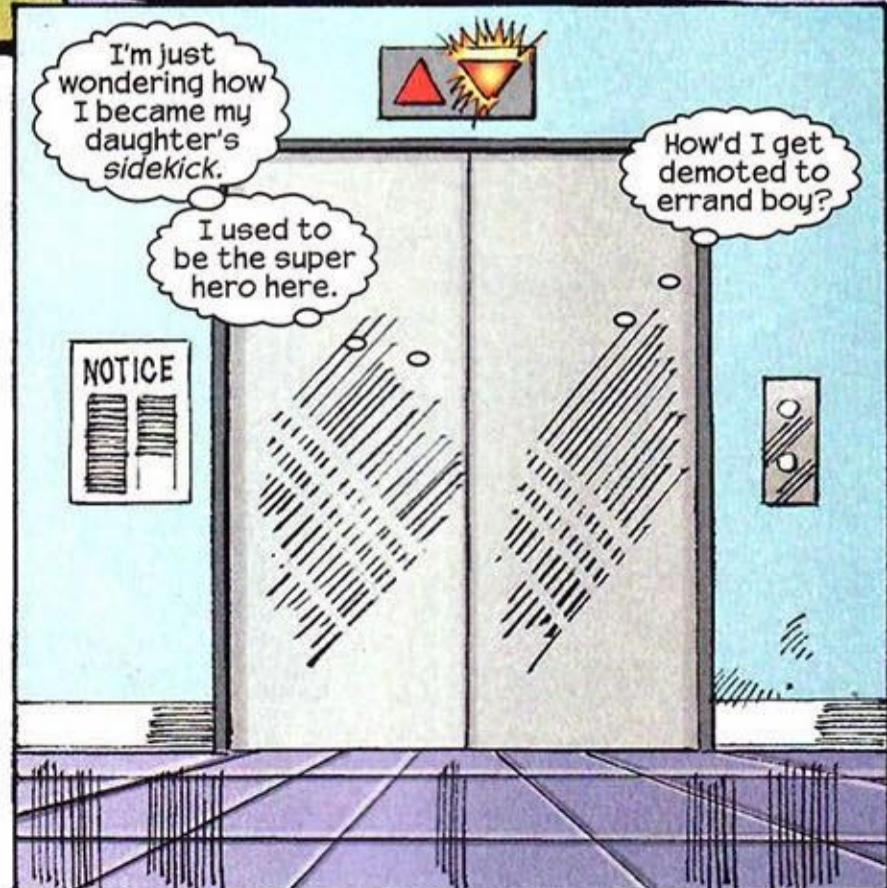
May seems to be ignoring her phone again.

I assumed she was taking the baby back home--

--but Mary Jane hasn't seen either one of them.

I wonder where she left him.

It's got to be somewhere safe.





Of course--
it's Ben!

Dad's afraid
of injuring him.

Give me
the blaster,
Parker.

No! It's too
dangerous.

There must
be another
way.

GRRRRRRRR!

But that's a risk
we've got to take.

I wasn't
asking,
sir.

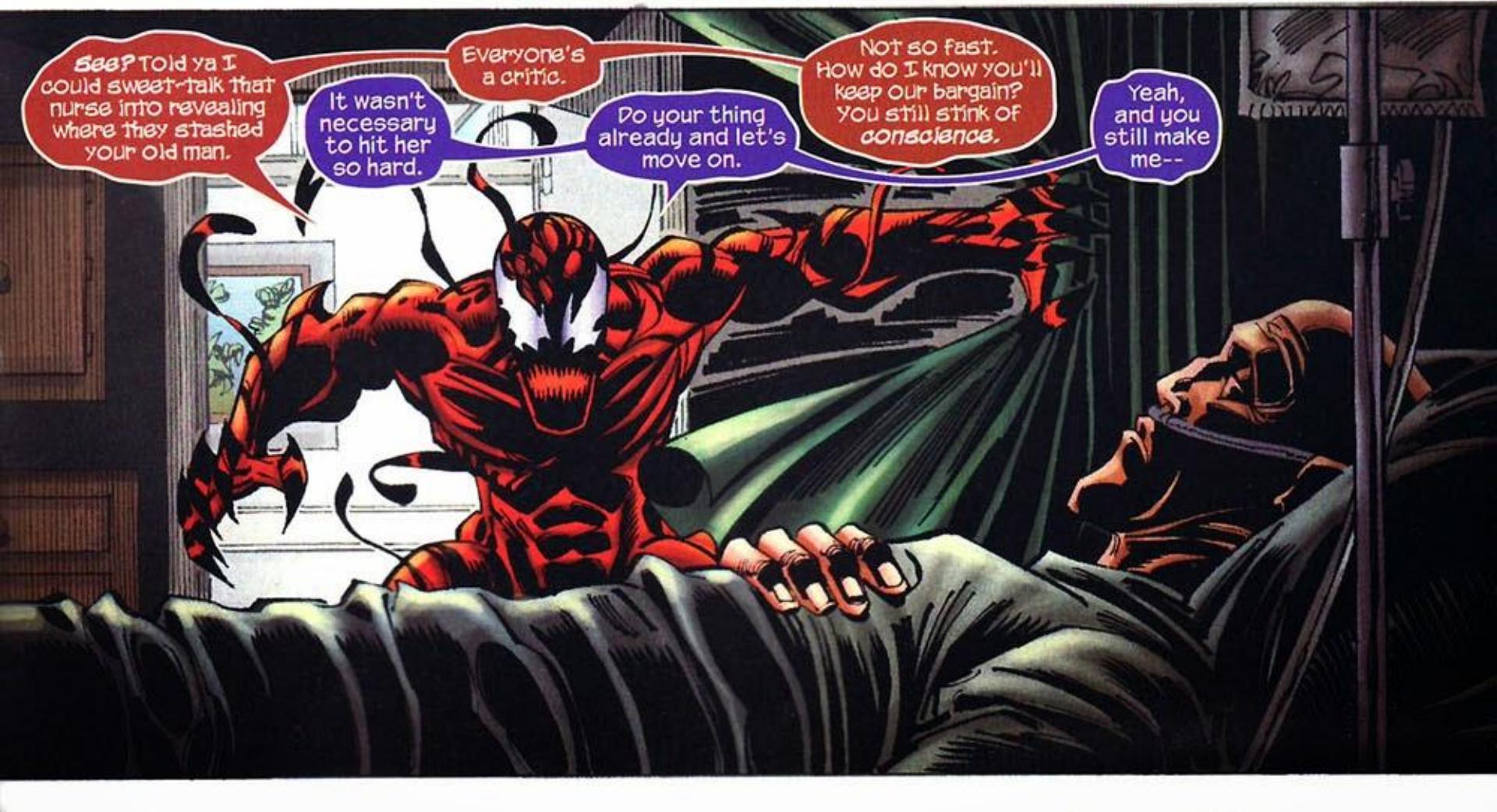
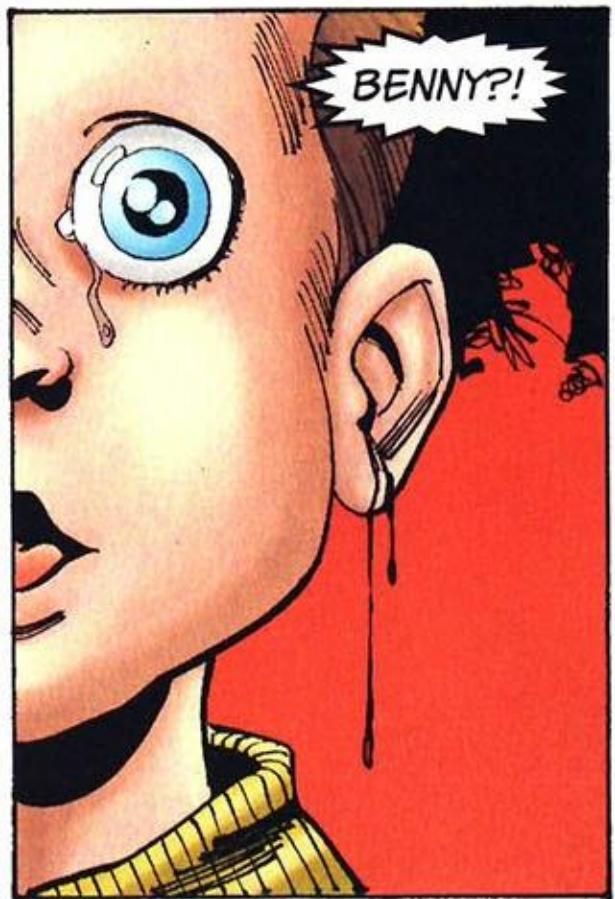
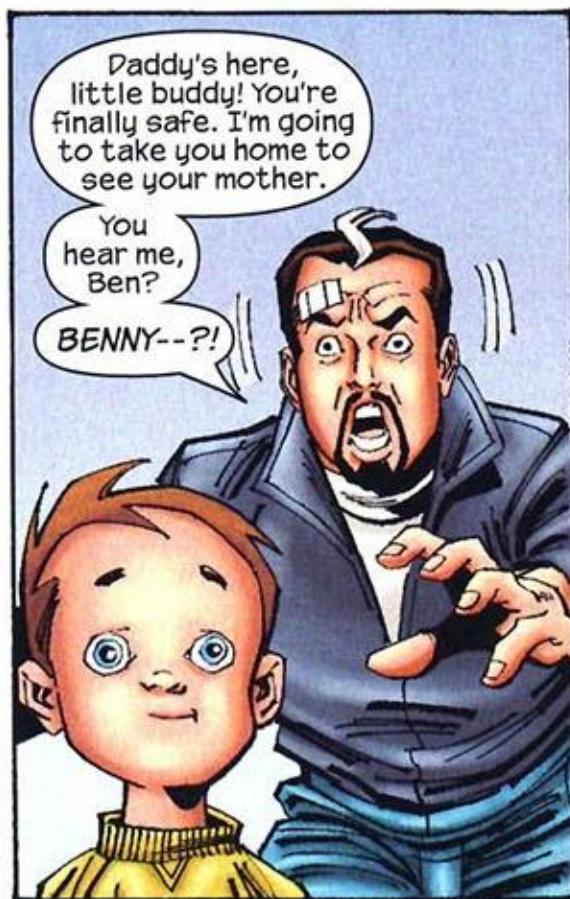
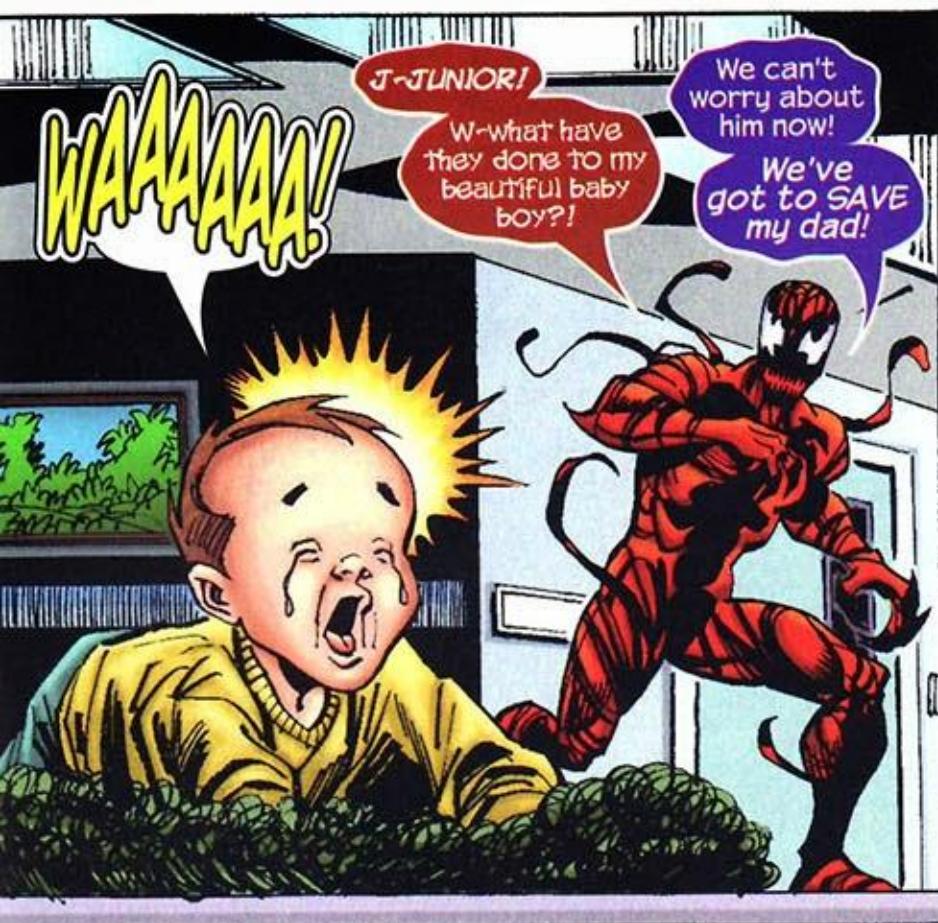
GIVE
me the
blaster!

This may be
your son's
only hope.

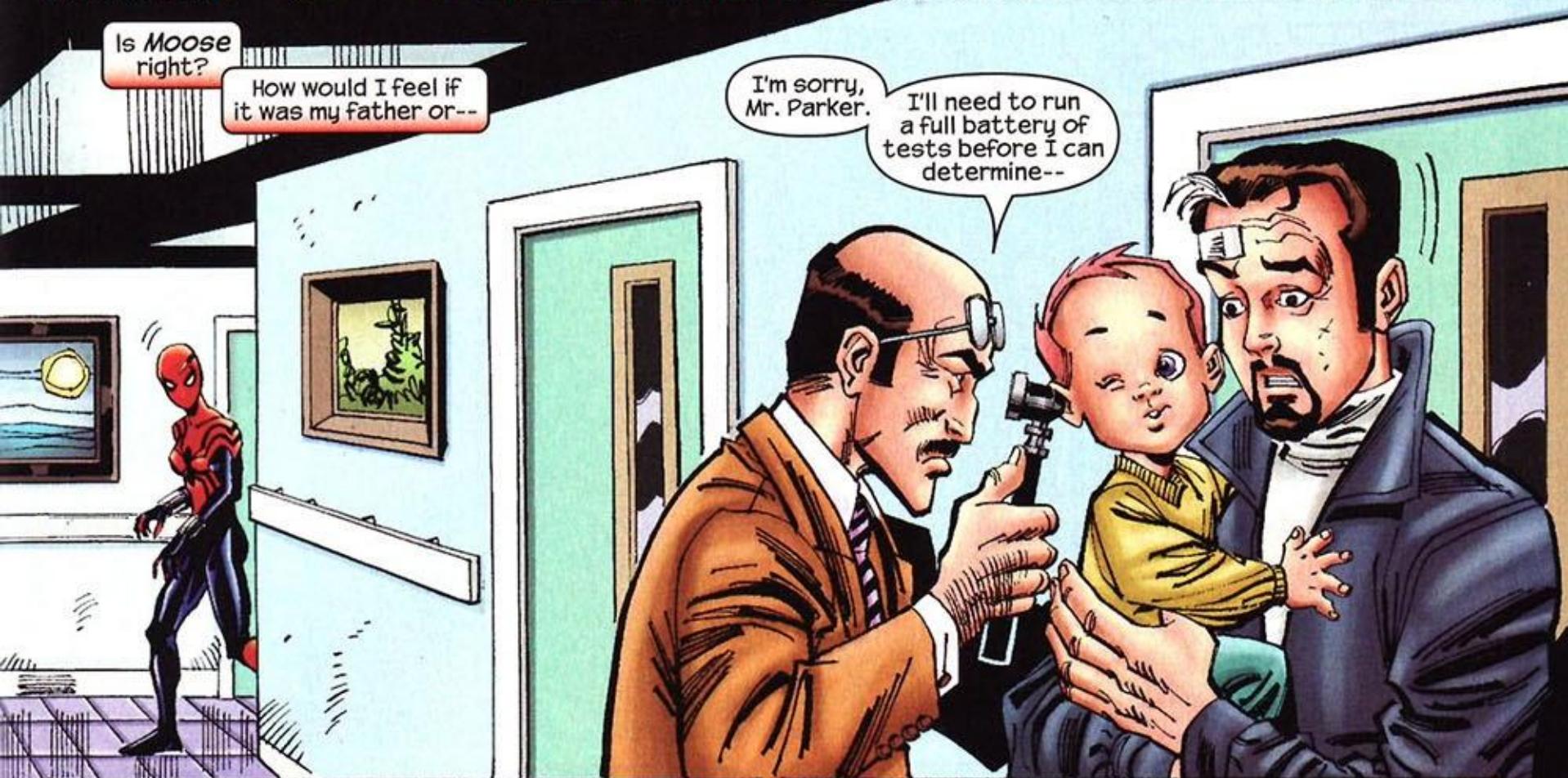
What
if you're
wrong?

I...I may
never forgive
myself.











MAYDAY'S MAILBOX

Dear Team Spider,

I've been a fan of Spider-Girl since WHAT IF...? #105 and they printed my letter to prove it. I collected the entire first run of SPIDER-GIRL and LOVED IT! You guys did a great job. Of course, I picked up every issue of AMAZING SPIDER-GIRL. Just finished reading ASG #9 and it was great!

What I'd like to apologize for is taking 9 months to let you know how much I'm enjoying the title! I've been sitting back, reading and enjoying AMAZING SPIDER-GIRL since the new release and haven't written a letter or posted here once to congratulate you and the rest of the team for putting out the best Marvel comic on the market today! Bar none! Great writing! Great art! Each page packed with story, no filler! And, more importantly, a retro feel with updated continuity. AMAZING SPIDER-GIRL is the only comic that gives you the best of both worlds: a nod to the glory days of the past, with a modern sensibility. It's just a joy to read.

Thanks for the great work and the great entertainment!

Andrew Salmon
Vancouver, BC
Canada

Thanks for being there, Andrew!

Dear Team Spider,

Please, please, please could you print this letter in the AMAZING SPIDER-GIRL #12? I love this comic so much and I've just got to have my letter printed in that issue with the cool front cover of Spider-Girl fighting Carnage. I always buy two copies per issue and give the second one to my friend. If you print this letter I promise you now that I'll start buying three

copies per issue and give the third copy to another friend and get them into this comic.

Aaron Sanders-Symeon

Okay, Aaron--here's your letter, but we want your friends to start buying multiple copies, too! And now a few words about our current FANTASTIC FIVE limited series...

Dear Tom, Ron, Scott, Dave, Brad, Molly, Joe and Dan,

Gotta say I really enjoyed FANTASTIC FIVE #2. The tone was classic Marvel at its best, but still very different from AMAZING SPIDER-GIRL, which was nice.

As usual, the subplots interested me more than the main plot (although seeing Dr. Doom wield the Power Cosmic again certainly made me sit up and take notice). Ben's attitude toward Jacob was particularly intriguing--unlike Ben, Jacob's never been "normal" and seems to be proud of his appearance and abilities, yet Ben can't imagine his son ever being happy as a Thing. It's a fascinating situation and one I hope this mini (or maybe future issues of AMAZING SPIDER-GIRL) can explore.

So Ben's arm isn't really missing but encased in bio armor? Interesting--almost as much as the implication that Ben can now turn back into his human form at will, although the armor keeps him from attempting that.

By the way, where is Alicia Masters in the MC2 Universe?

Michael Jung

We're saving Alicia for our next F5 limited series, Michael!

Dear Marvel,

I'm really enjoying the FANTASTIC FIVE mini. I am also particularly happy because to me it shows a revival of the MC2 line, which up to now has been almost exclusive to SPIDER-GIRL. Any chance of a "Tales From The MC2" anthology-type book? I would read it monthly! I love having Lyja as a regular in the "Five." Especially since the 616-verse has all but forgotten about her. She's an offbeat, wacky character, but I love her. Sharon is another favorite of mine, and I am glad to see her in these pages. Is it any wonder I am enjoying this series?

Joshua Lapin-Bertone

No, Joshua! We think everyone should be enjoying this series, so we're counting on you to help spread the word!

Thanks for being there!

Tom D.



**Come play
with the
Hobgoblin!**

MOLLY LAZER
EDITOR

JOE QUESADA
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LET US KNOW. LETTERS MAY BE EDITED FOR CONTENT AND LENGTH.



Mike Wieringo

1963-2007

A child in spirit

A lifetime of imagination