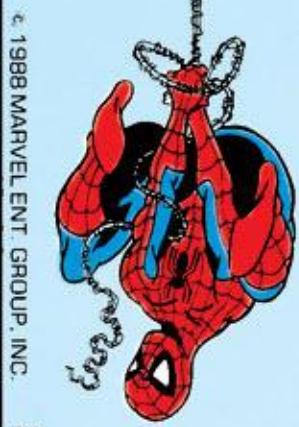


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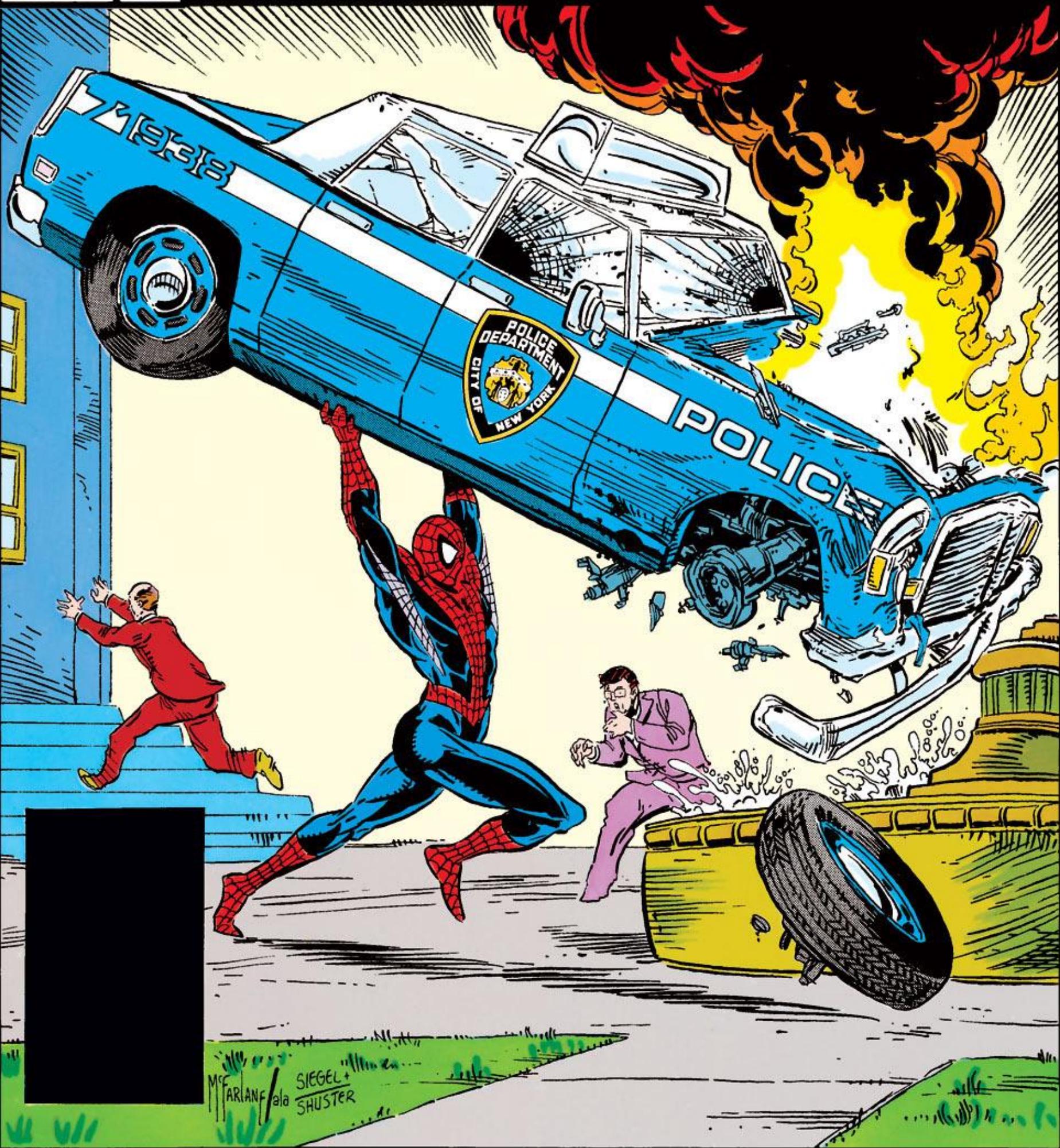
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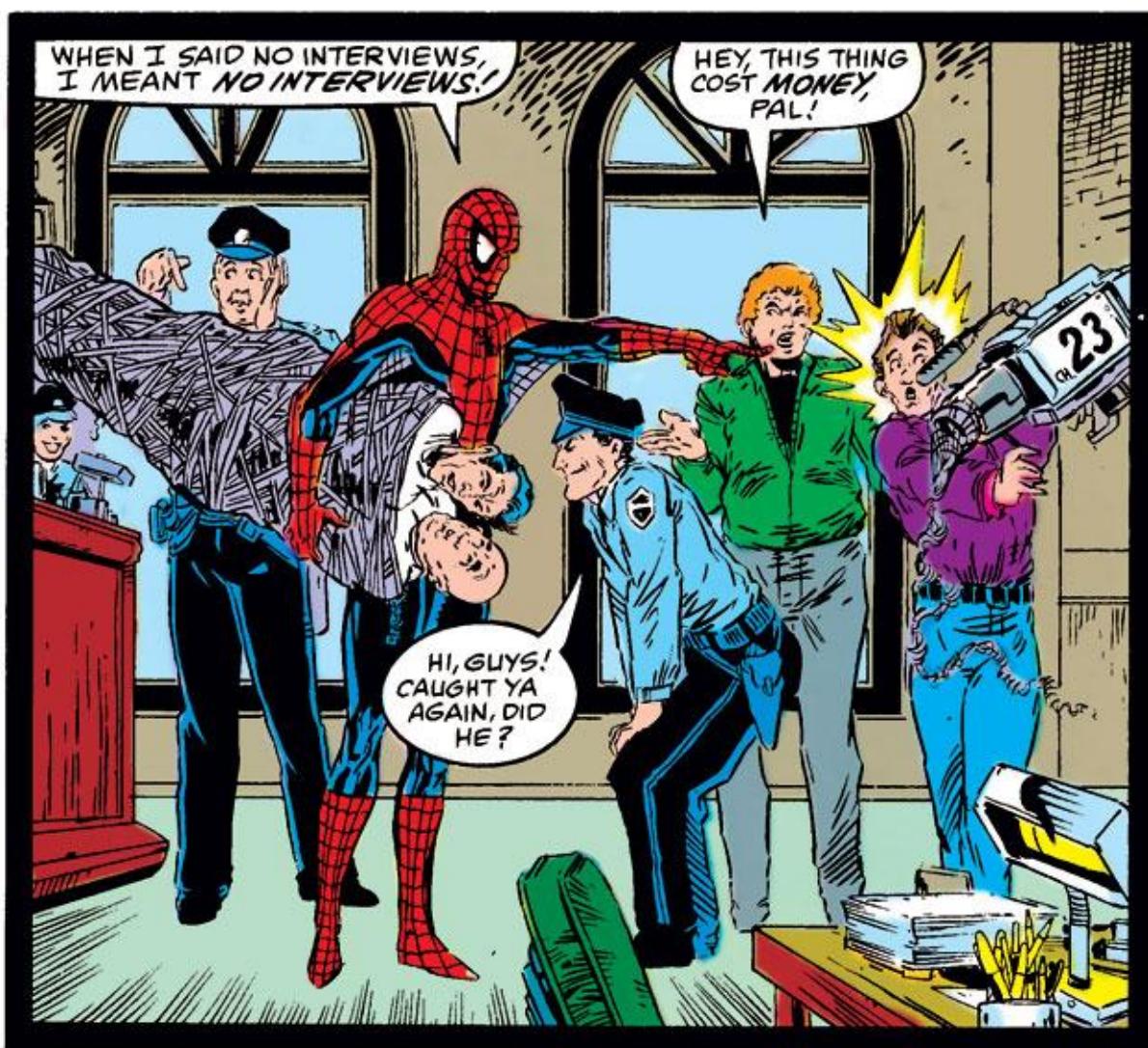
BACK OFF!

NOW!

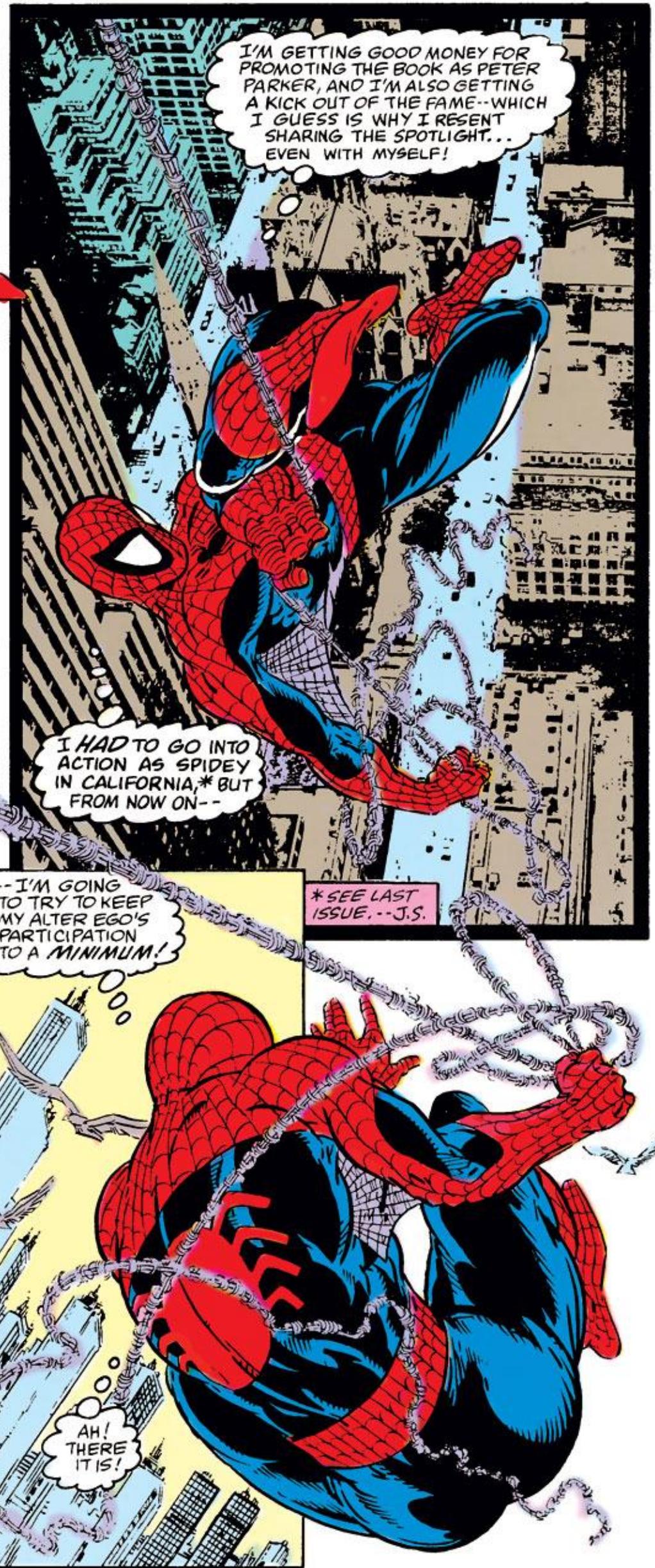
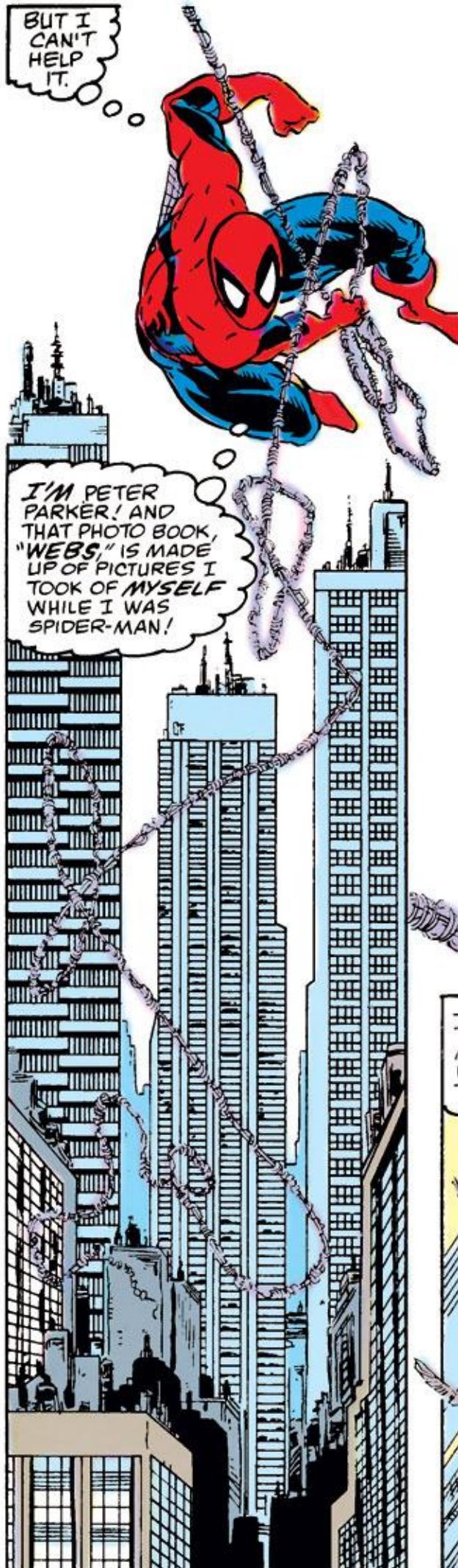
THWIP

MICHELINIE MC FARLANE PARKER SHAREN SALCUP DEFALCO
STORY ART LETTERING COLOR EDITOR // EDITOR-IN-CHIEF

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MY WEBBED-UP
BUNDLE OF
CIVILIAN
CLOTHES!
I'D BETTER GET
CHANGED.

--BUT WITH A
WIFE LIKE
MARY JANE
TO GO
HOME TO
NOW, THERE
ARE TIMES
WHEN I'M
REALLY
GLAD TO
GET OUT
OF THIS
COSTUME!

IT'S
STILL A
HOOT
TO GO
INTO ACTION
AS
SPIDER-
MAN--

WHILE ELSEWHERE...

I'LL REALLY BE
GLAD TO GET BACK
INTO COSTUME!

HEY, WHADDY
KNOW? IT'S
BUCK MITTY!

YEAH... DA
BUG-MAN
OF ALCATRAZ!
HAW-HAW!

= HMPH. THE LOCAL
BRAIN DEAD!

LET 'EM
SCOFF!

FOR, THOUGH THE
JUDGE COMMUTED
MY SENTENCE TO
"TIME SERVED,"
MY INCARCERATION
KEPT ME TOO LONG
FROM MY SCIENTIFIC
RESEARCH. AND,
MORE IMPORTANTLY--

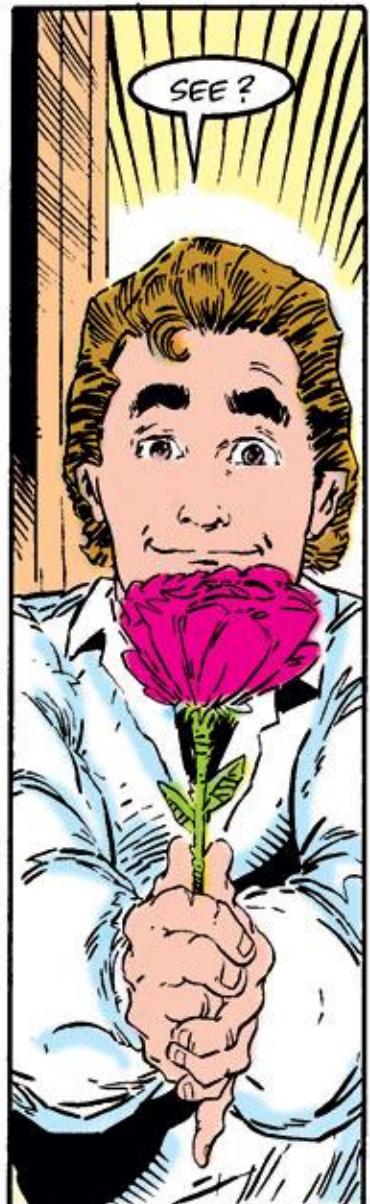
--FROM
MY
REVENGE!

SOON, HOWEVER, THE WORLD
SHALL ONCE MORE TREMBLE
BEFORE THE AWESOME
ENTOMOLOGICAL ON-
SLAUGHT OF--

--HUMBUG!

...HUMBUG!

WHILE AT THE BEDFORD TOWERS CONDOMINIUM RESIDENCE, ON MANHATTAN'S UPPER WEST SIDE...



SILLY. GUESS YOU HAD TO USE ALL YOUR SPIDER-STRENGTH TO HAUL THAT HEAVY LOAD UP HERE, HUH?

NO, NOT ALL OF IT.



LOOKS LIKE THIS IS OUR DAY FOR VISITORS.

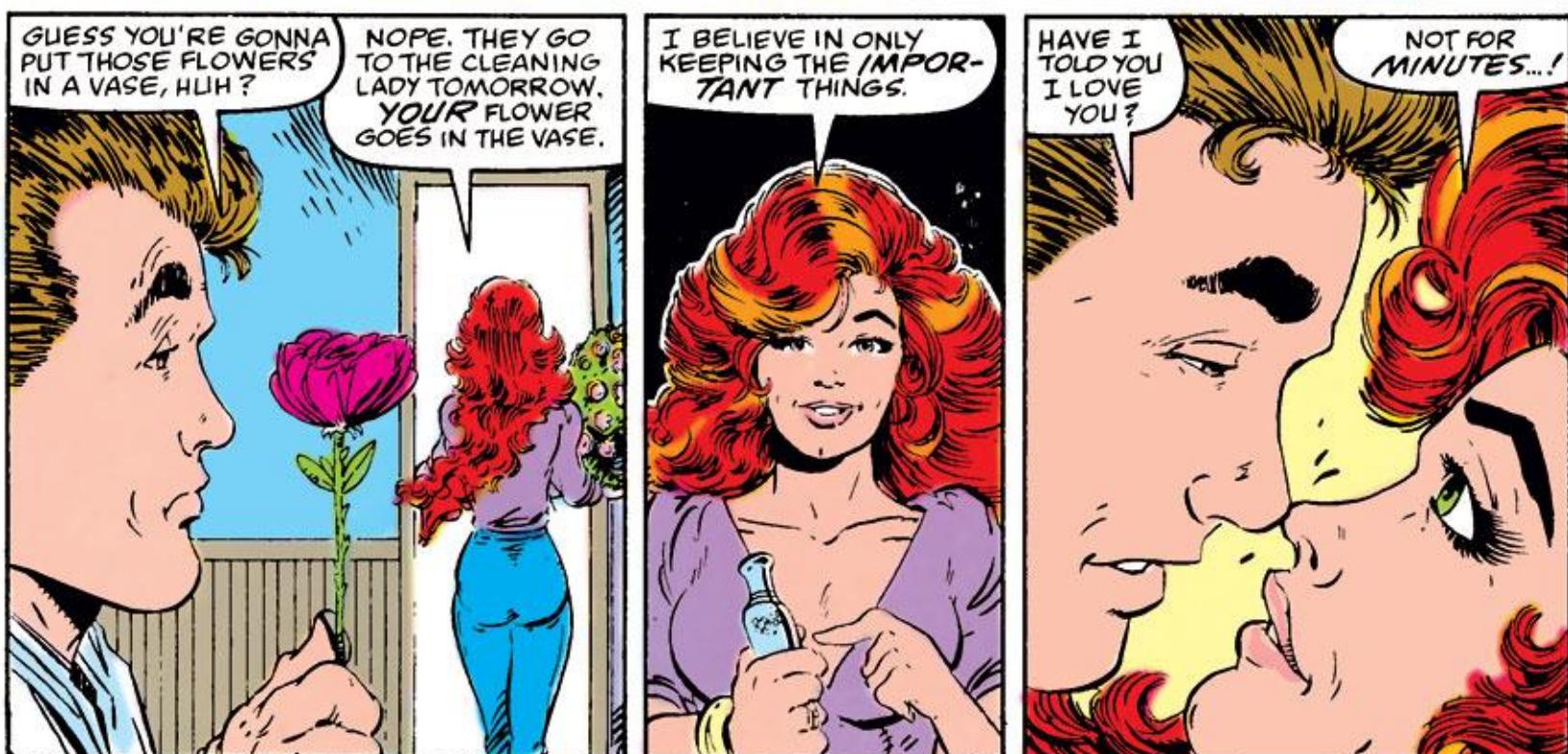
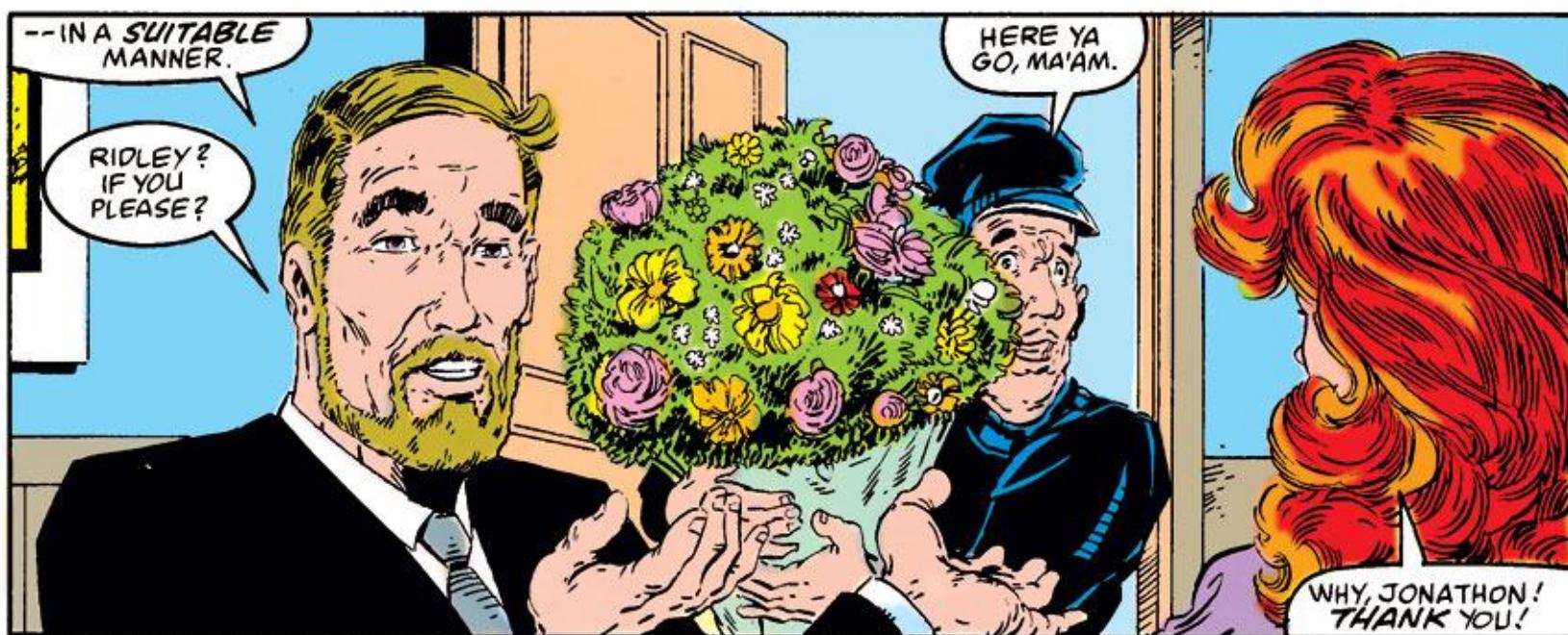
KNOCK KNOCK



WHY, MR. CAESAR!
PLEASE, CALL ME JONATHON.

I HEARD YOU'D RETURNED FROM LOS ANGELES, MY DEAR, AND I WANTED TO WELCOME YOU BACK--





NIGHT SETTLES OVER MANHATTAN,
AS A SLEEK FIGURE BOUNDS NIMBLY
FROM ROOF TO ROOF. HER NAME IS
FELICIA HARDY, BETTER KNOWN
AS THE BLACK CAT.

AND HERS IS
A MISSION
OF THE
HEART!

I HOPE SPIDER-MAN
APPRECIATES THIS! I MEAN,
I KNOW WE BROKE UP AND
ALL-- THAT'S WHY I WENT
TO EUROPE TO THINK
THINGS OUT!

BUT NOW I'M BACK, AND I'VE
DECIDED TO GIVE SPIDER-MAN
ANOTHER CHANCE!

LUCKY
GUY!

THERE'S HIS
CHELSEA STREET
DIGS NOW!

BATHROOM'S
ALL STEAMY.
LOOKS LIKE HE
JUST FINISHED
A SHOWER.

GOOD.

I LIKE
MY MEN
SQUEAKY-
CLEAN!

SURPRISE,
LOVER!

HEY!

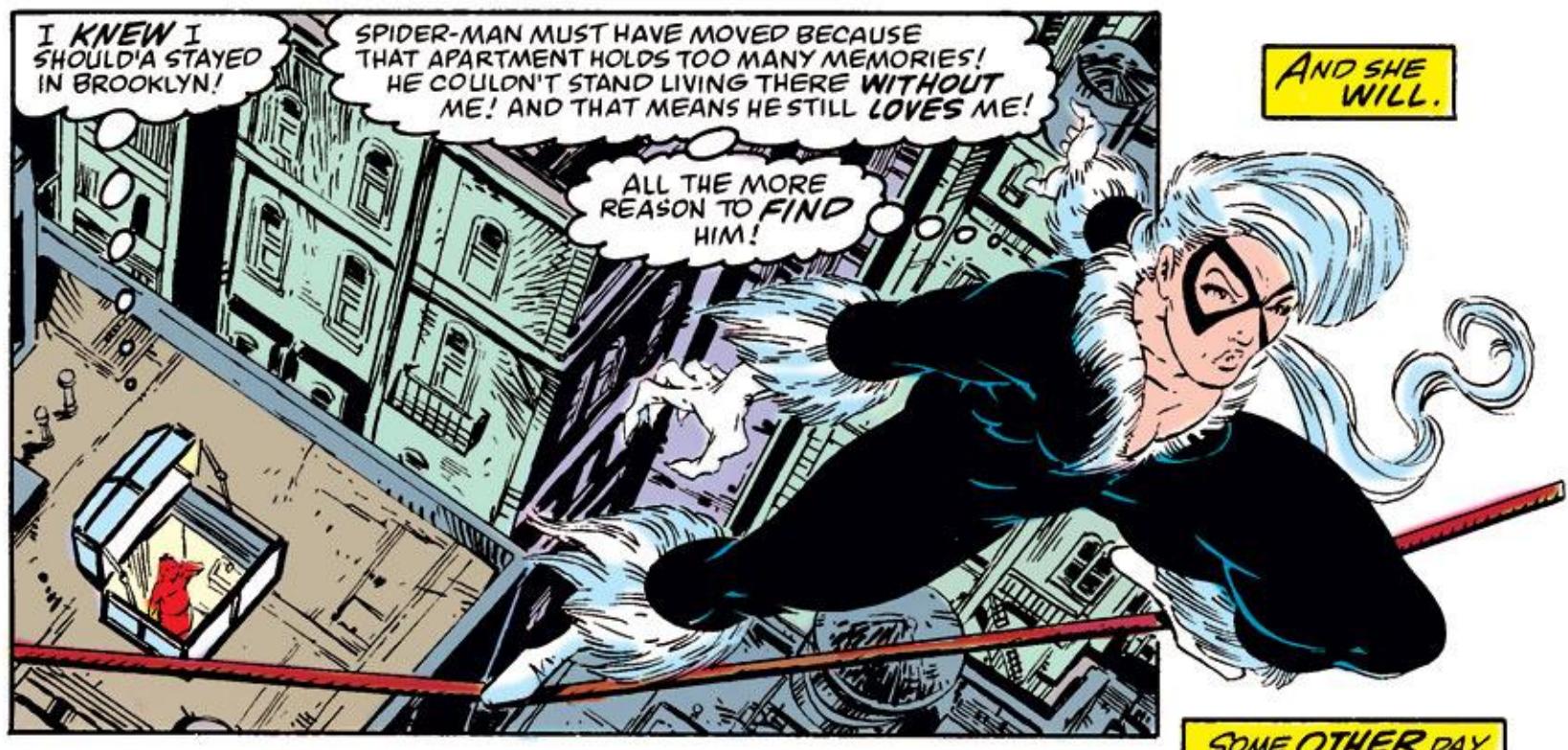
YEEP!

WHERE'S PETER
PARKER?

B-B-BEATS ME,
LADY! MY NAME'S
HAL! I-I JUST
MOVED IN A
COUPLE O'
WEEKS AGO!

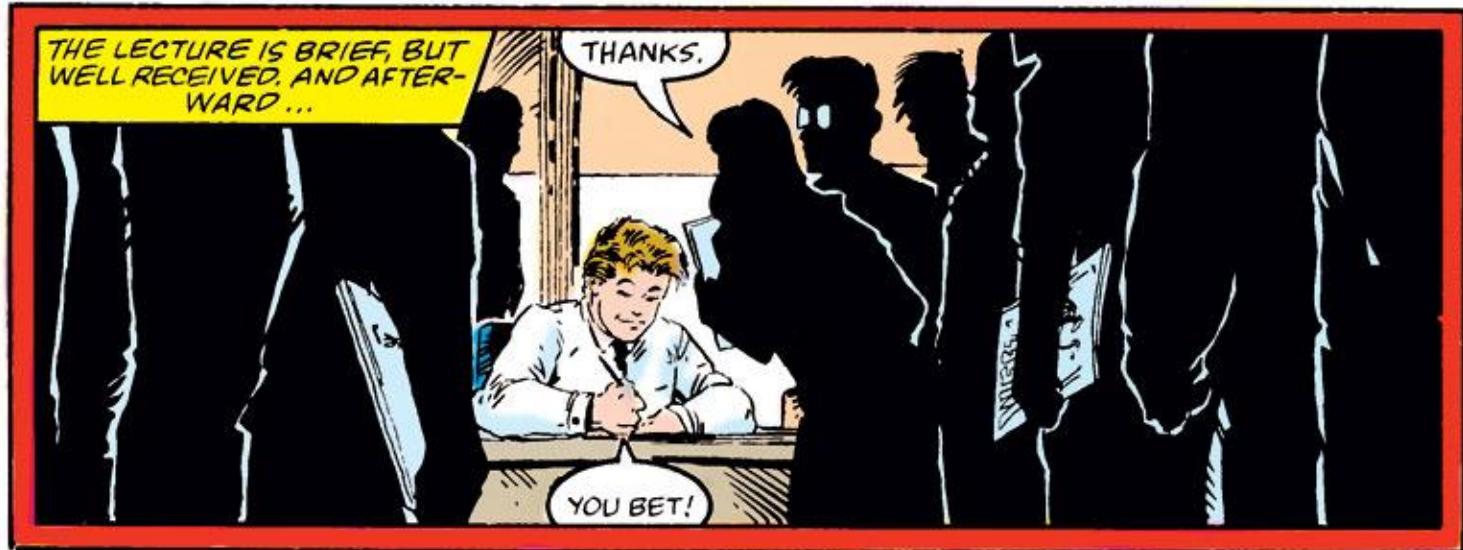
OH.

NEVER
MIND.



SOME OTHER DAY.





**INTERLUDE:
CHICAGO.**

THE HIGH-RISE
OFFICE OF ONE
WILLIAM DUKANE...

MR. DUKANE WASN'T
EXPECTING YOU
TODAY, MR. CARSON.

I'LL JUST LET HIM KNOW
YOU'RE HERE.

DON'T BOTHER.
I'LL TELL HIM.

ROLAND CARSON? I
THOUGHT YOU WERE
IN MACAO! WHAT
CAN I DO FOR YOU?

I'M
AFRAID
I HAVE
TO TAKE
YOUR
PLACE,
BILLY.

NOTHING
PERSONAL.

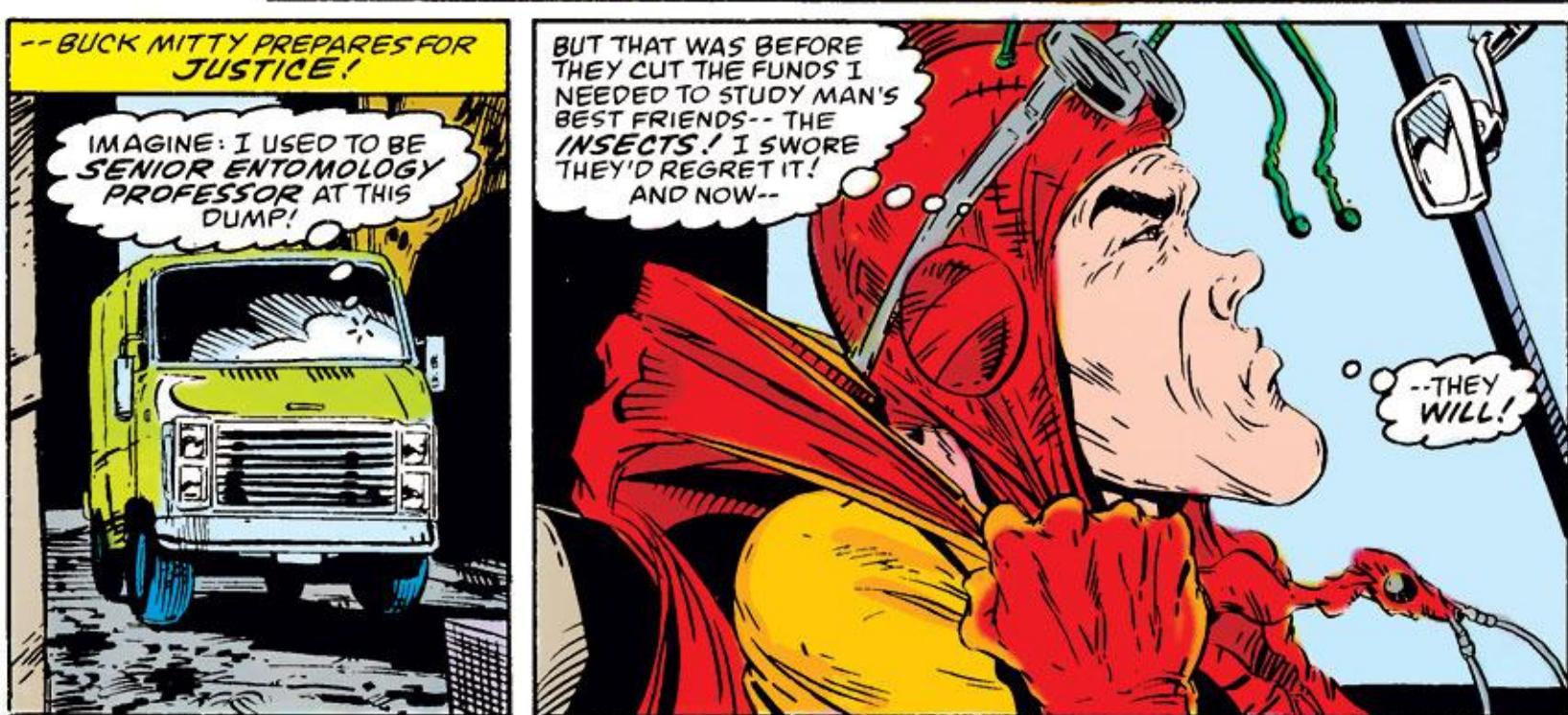
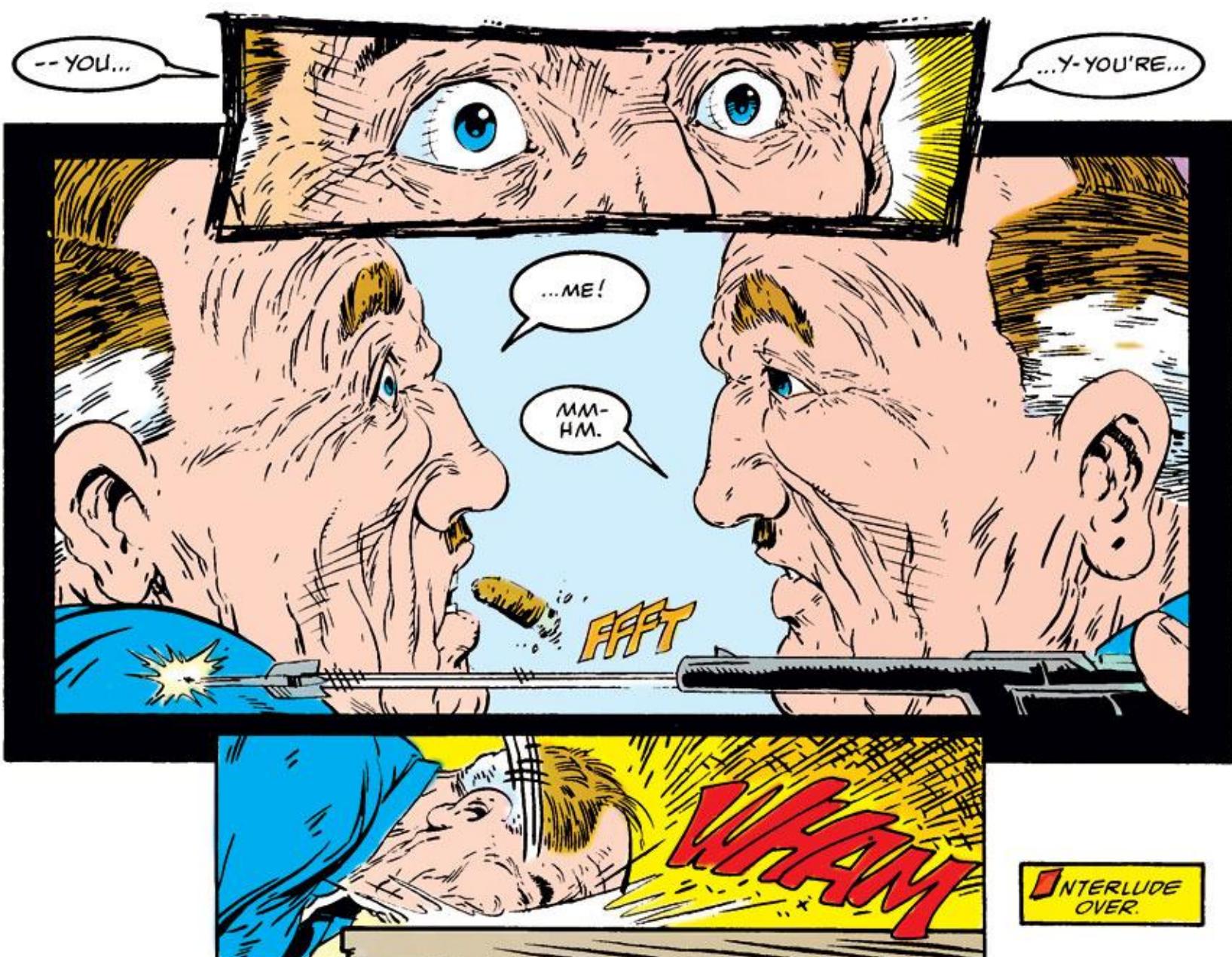
SEE HERE,
OLD BOY.
HOSTILE
TAKE-
OVERS ARE
NOTHING
TO JOKE
ABOUT!

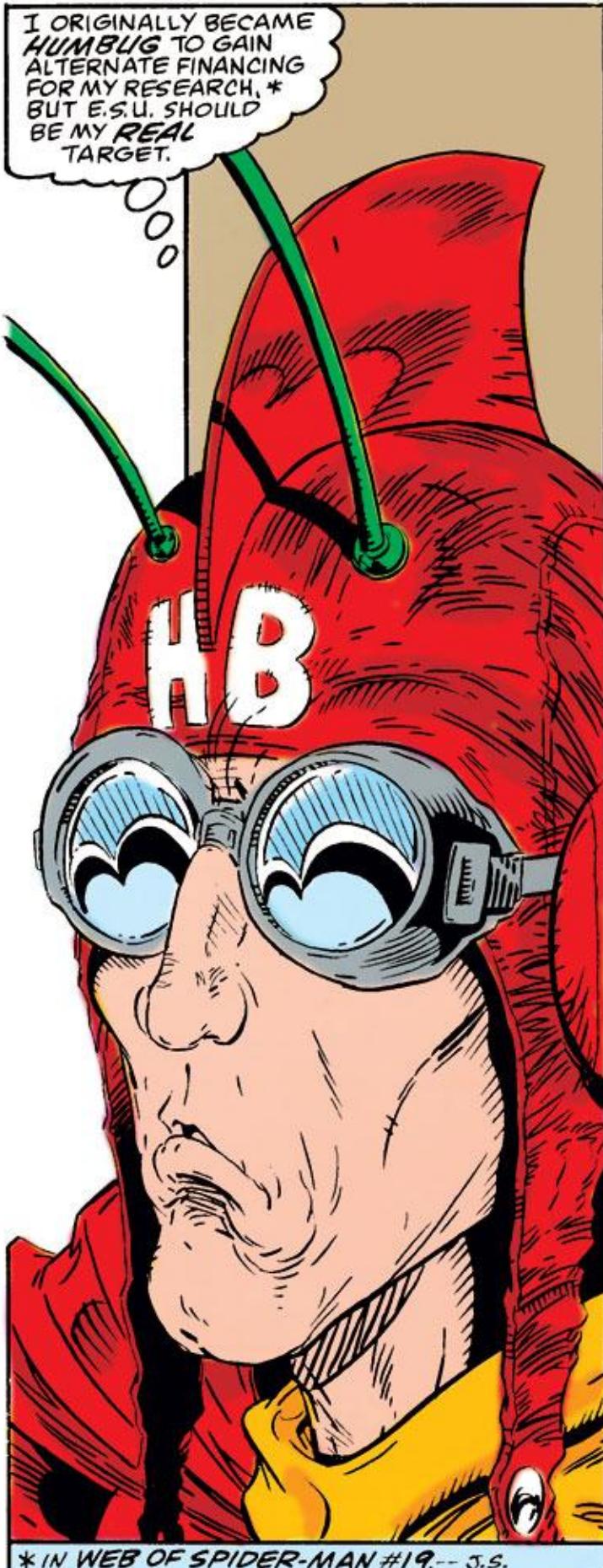
I'M NOT JOKING.
AND THIS TAKEOVER
WON'T BE
HOSTILE.

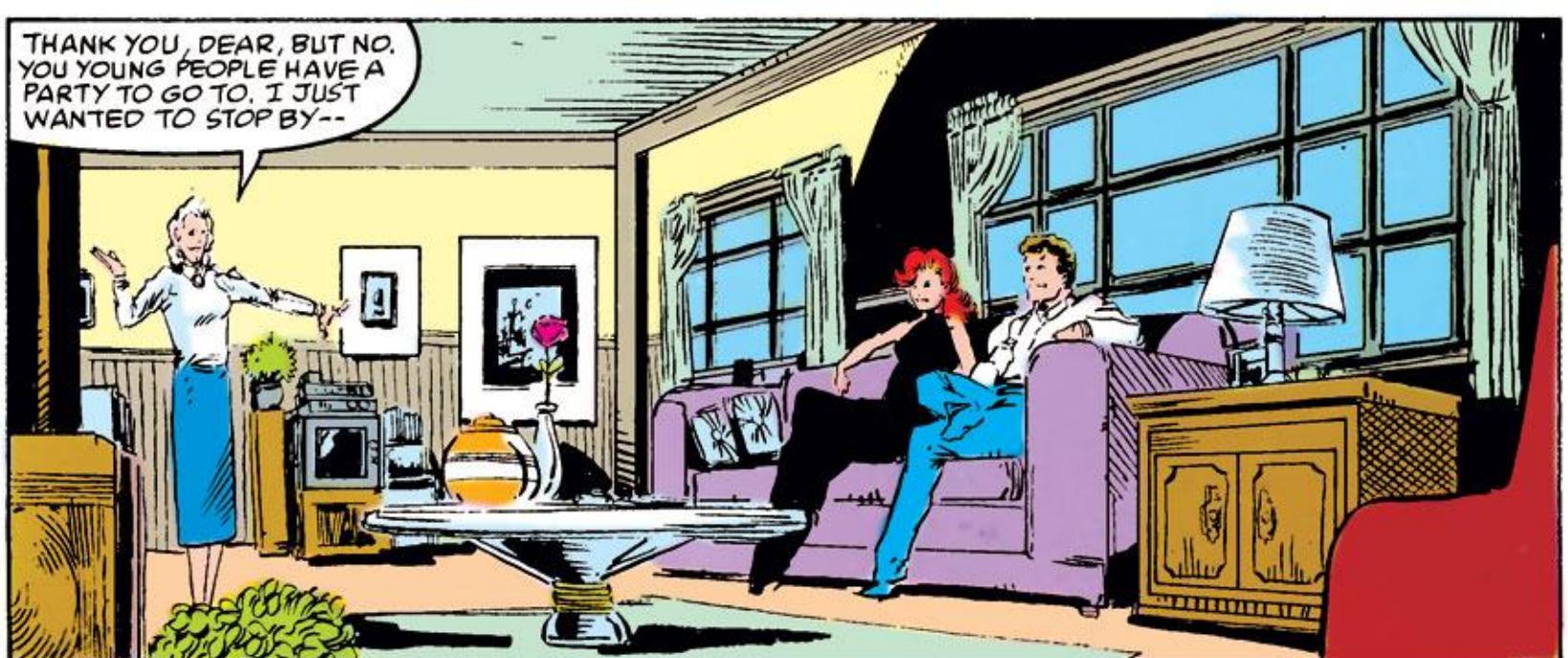
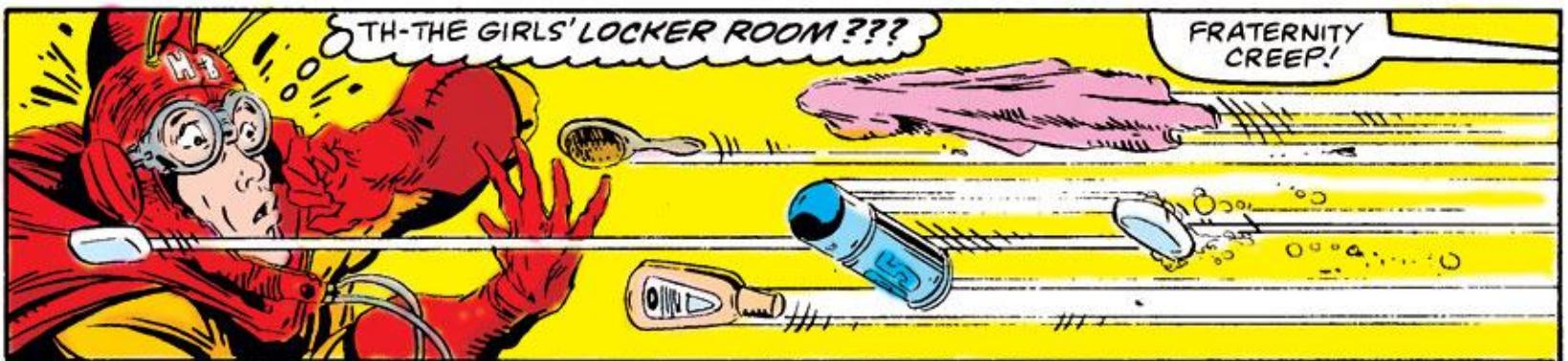
YOU'RE GOING
TO GIVE ME
YOUR COMPANY!

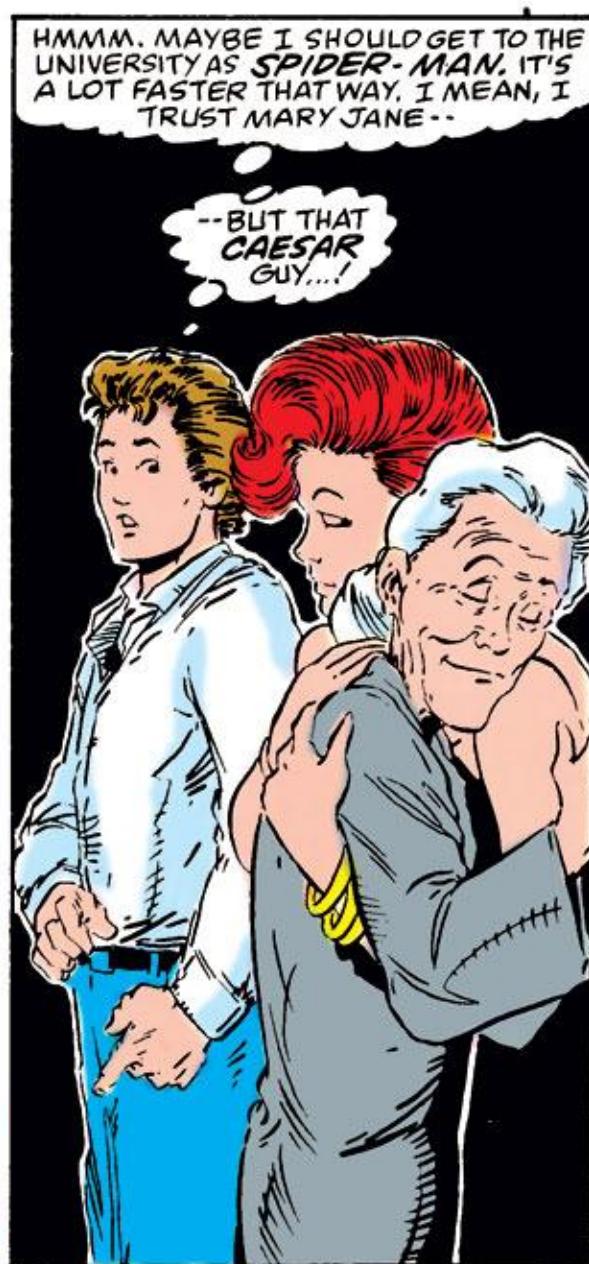
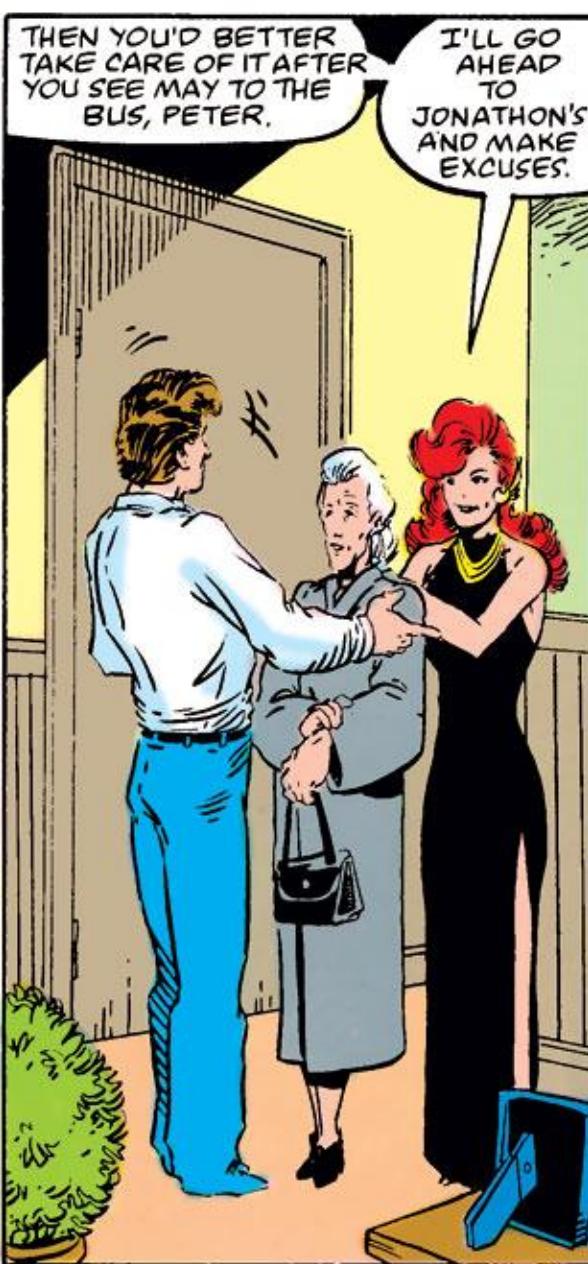
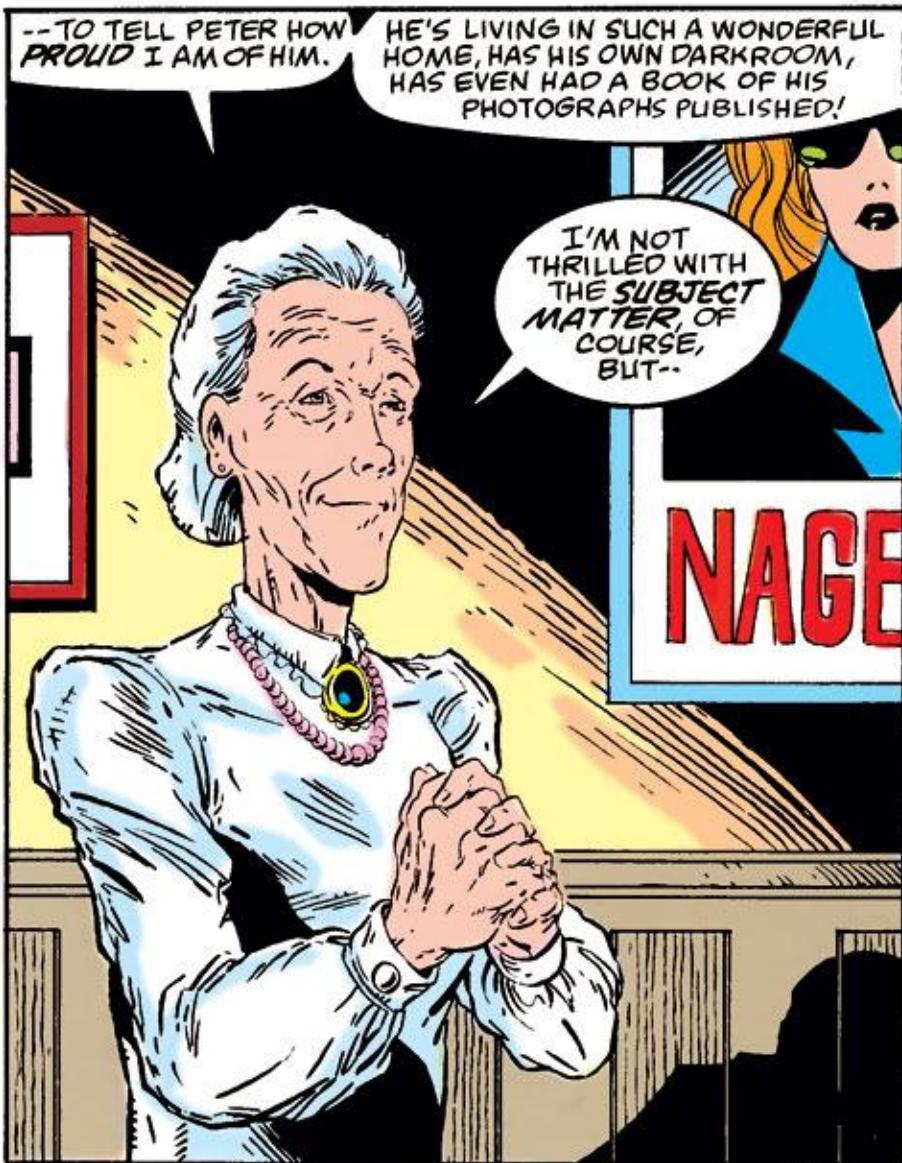
I DON'T
KNOW WHAT
YOU'RE UP TO,
CARSON, BUT
I'M CALLING
SECURITY
RIGHT THIS--

--EH ?! HOW
DARE YO--









HOWEVER,
WHILE MAY
PARKER IS BEING
LEFT IN THE
TRUST OF THE
METROPOLITAN
TRANSIT
AUTHORITY,
ANOTHER
TRAVELER
HAS COME
HERE--

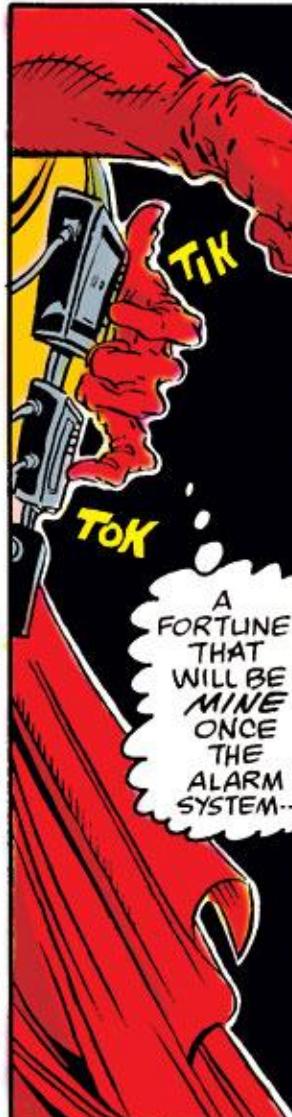


--TO AN ALLEY
BEHIND THE E.S.U.
PHYSICS BUILDING...

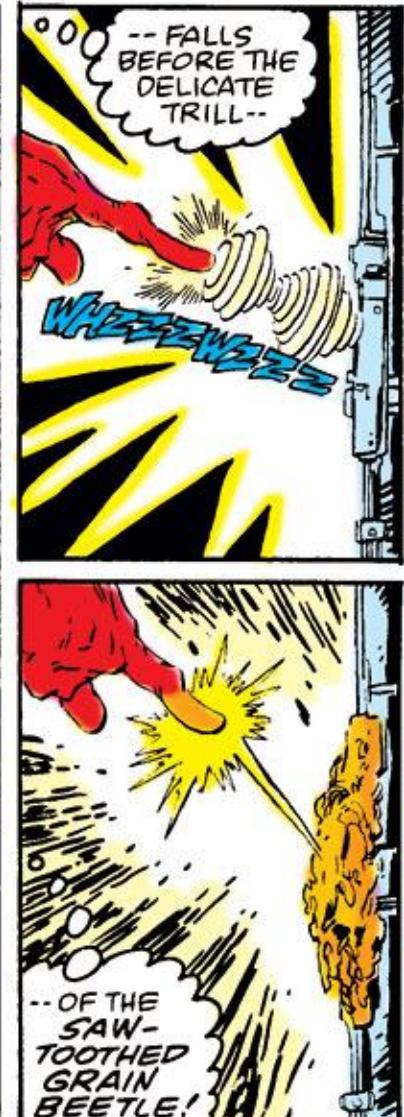
THEY'RE CURRENTLY
PERFORMING ELECTRON
EXCITATION EXPERIMENTS
IN THE SONICS LAB!



AND THAT MEANS THERE'LL
BE A FORTUNE IN SUPER-
CONDUCTIVE CERAMICS
IN THE LAB SAFE!



A
FORTUNE
THAT
WILL BE
MINE
ONCE
THE
ALARM
SYSTEM--



--FALLS
BEFORE THE
DELICATE
TRILL--
...OF THE
SAW-
TOOTHED
GRAIN
BEETLE!

HA! WITH
INSECTS AS
MY ALLIES...

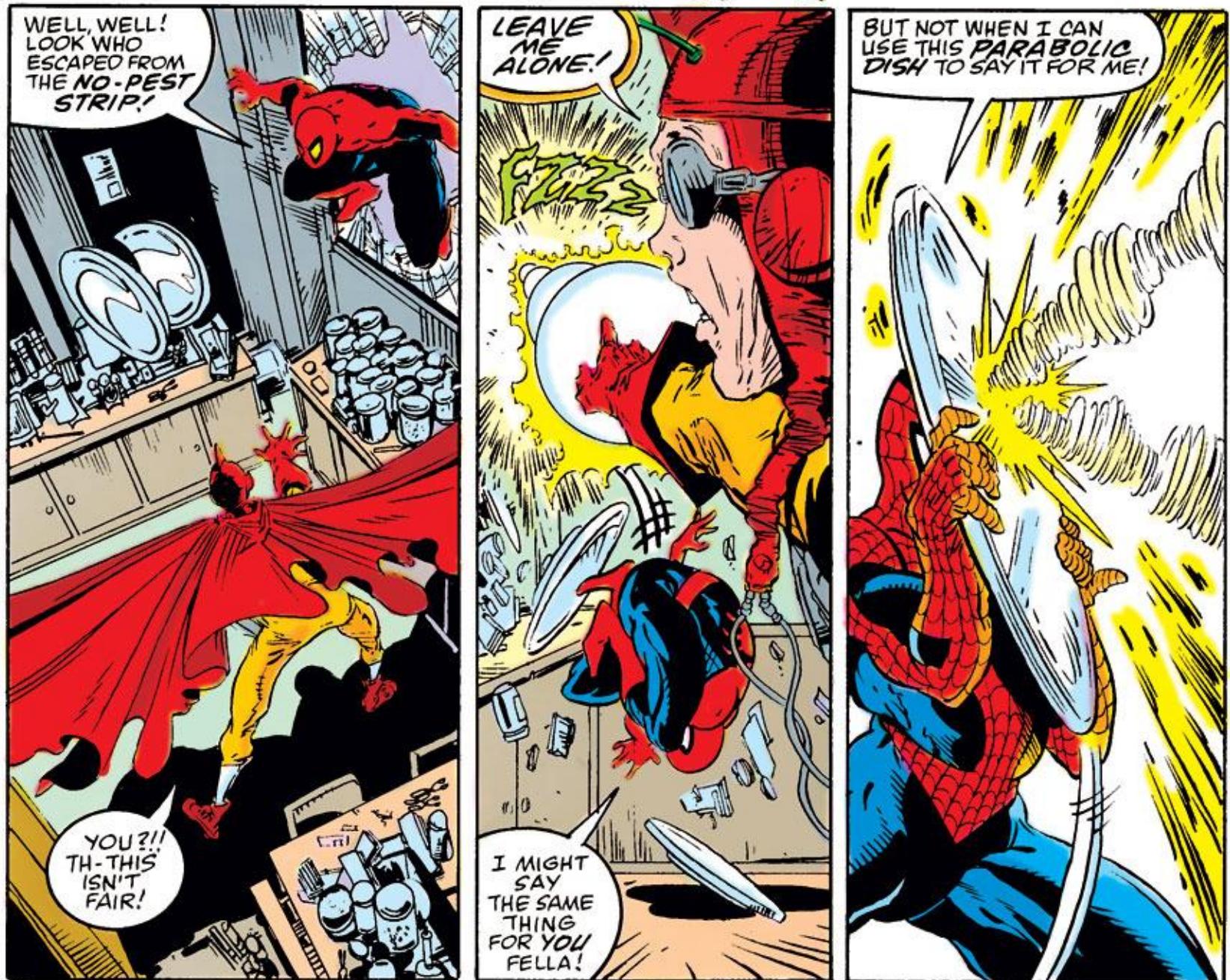
--NOTHING
CAN STOP
ME!

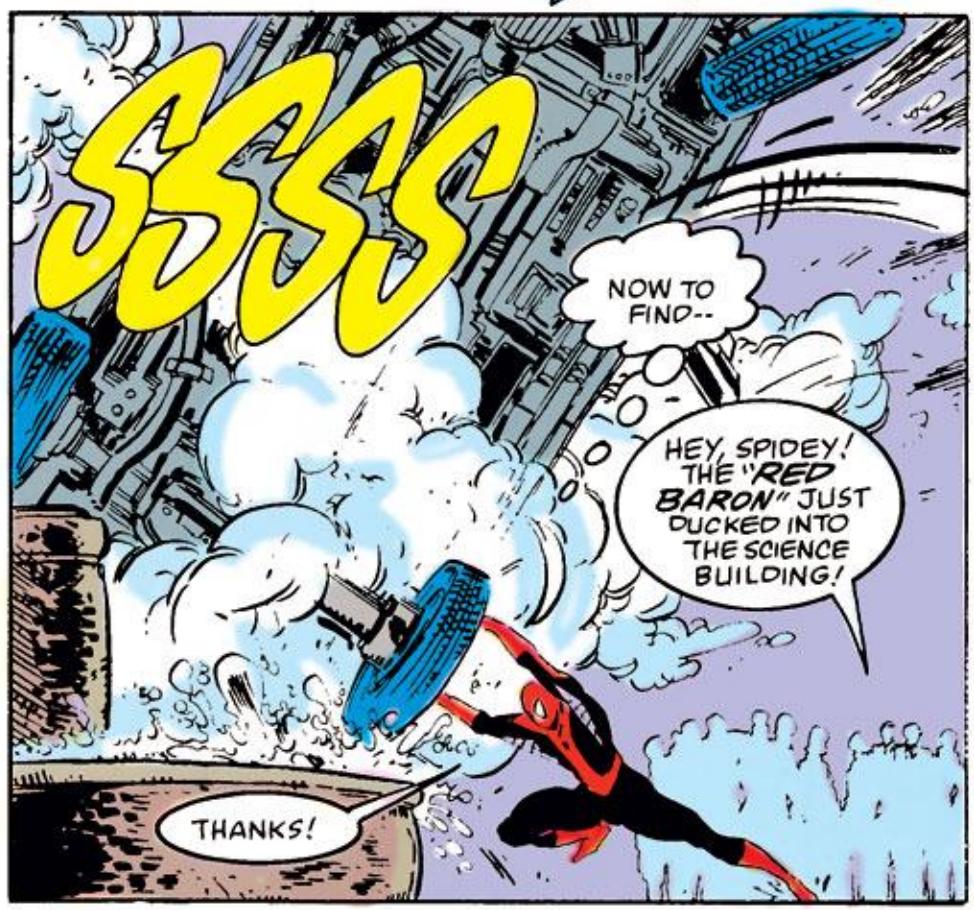
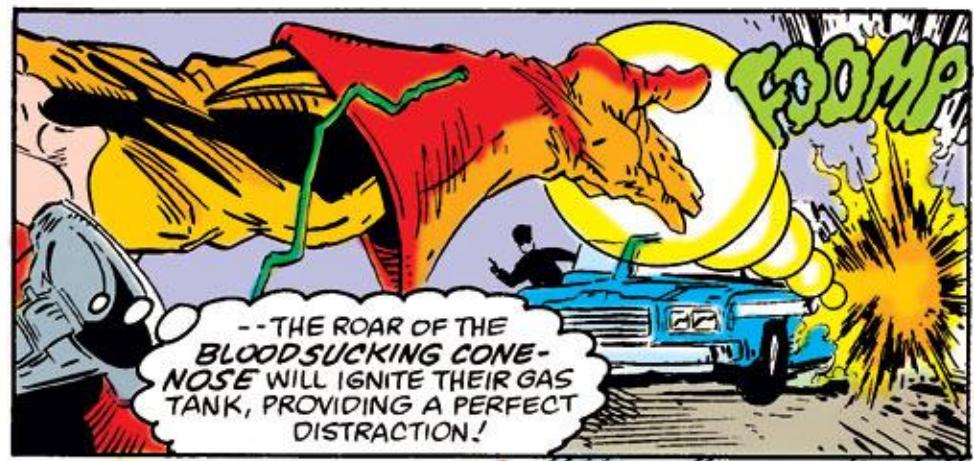
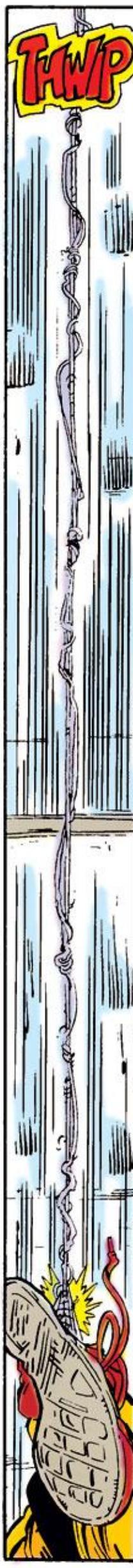
UNTIL, IN A TOP
FLOOR LAB...

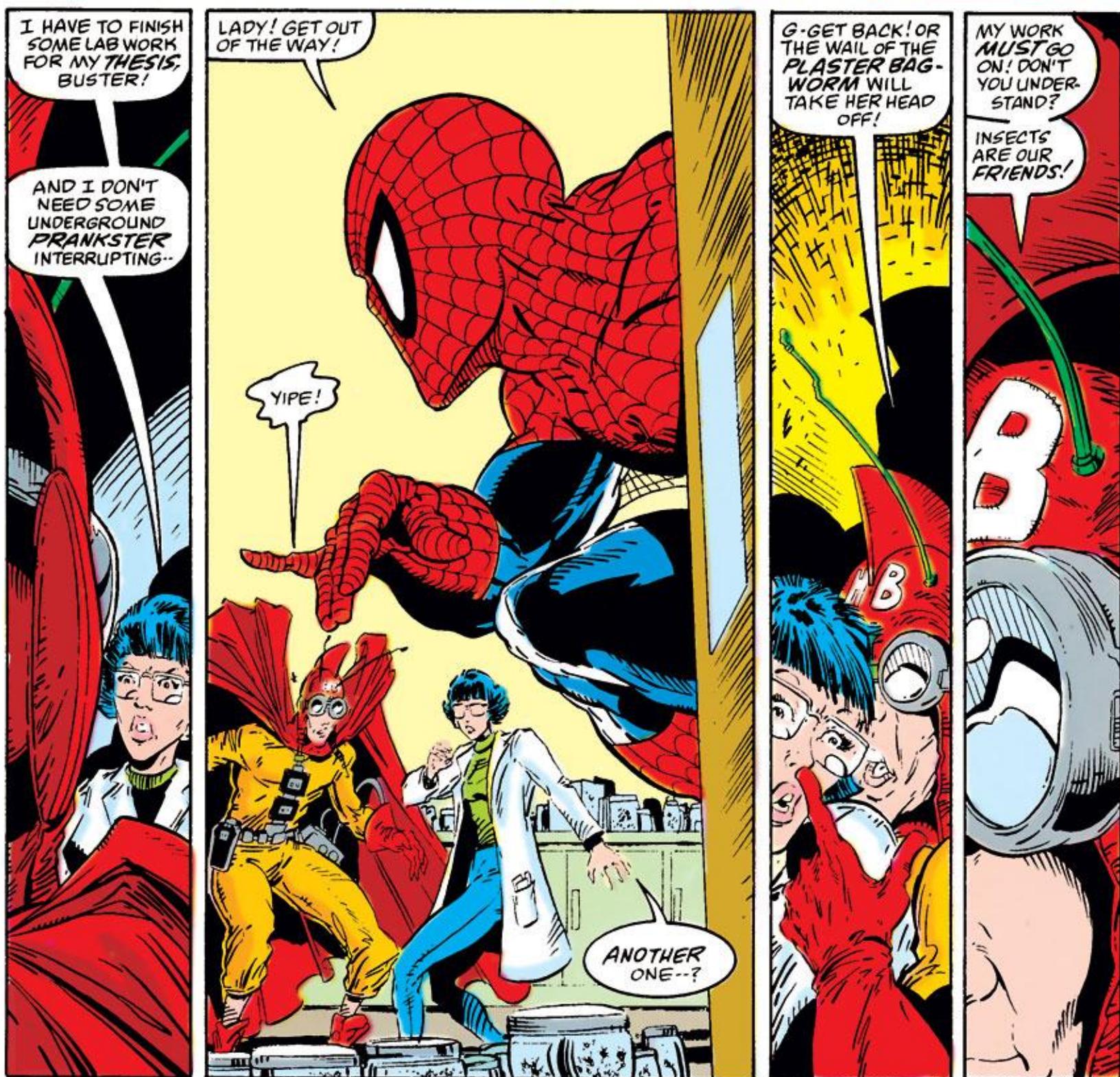
MATTER OF FACT,
NOTHING DOES..

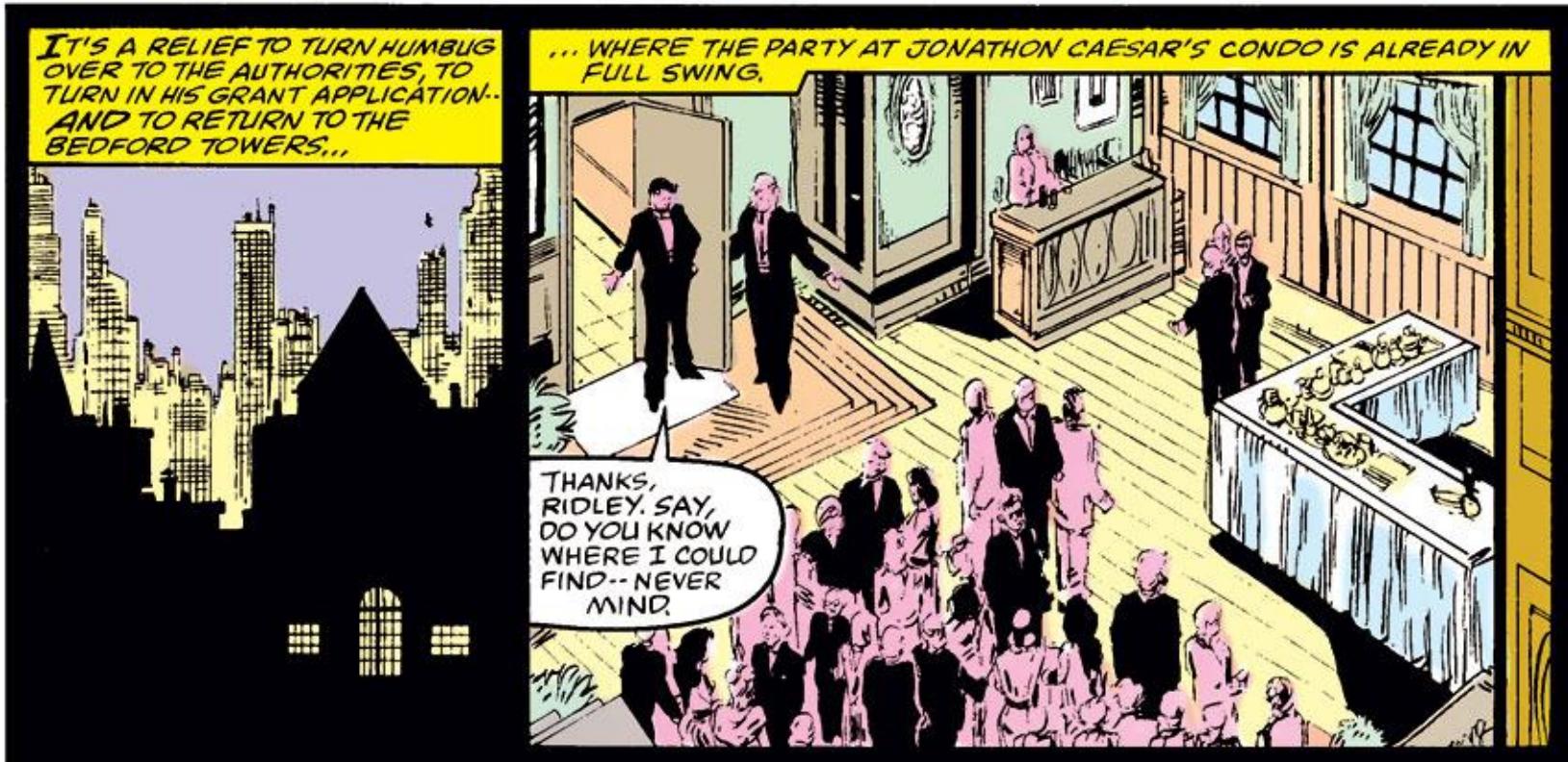
THERE'S
THE SAFE!
NOW, WITH
THE PROPER
APPLICATION
OF--













INTERLUDE:
CHICAGO--A
REPRISE.

I DON'T
UNDER-
STAND,
SARAH.
MR. DUKANE
HAS BEEN
ACTING SO
STRANGE
LATELY.

CANCELING HIS
APPOINTMENTS,
HAVING THESE
AFTER-HOURS
MEETINGS, AND
SOME OF THE
MEN HE'S BEEN
SEEING!

WHY, THE SUN-
TIMES SAYS THEY
COULD BE LINKED
TO ORGANIZED
CRIME! IT'S
ALMOST LIKE MR.
DUKANE--

"-- JUST ISN'T
HIMSELF THESE
DAYS!"

A QUARTER OF A
MILLION? ON JUST
YOUR WORD?

MR. LARSON,
MONEY
MEANS
NOTHING
TO ME.

PROVIDE
THE SERVICES I
REQUIRE, AND YOU'LL
BE PAID WELL. AS FOR
MY RELIABILITY, ONLY
A FOOL--OR PERHAPS
SOMEONE WITH A
VERY SINCERE DEATH
WISH--WOULD DARE
QUESTION THE WORD
OF--

THE
CHAMELEON!

NEXT

GUESS WHO SPIDEY MEETS IN CHICAGO? BE HERE IN TWO WEEKS
FOR.... "**THE THIEF WHO STOLE HIMSELF!**"