

MARVEL COMICS

SPIDER-GIRL

47

DEFALCO

FRENZ

LIVESAY

marvel.com

GODS AND MONSTERS

DIRECT EDITION



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The daughter of the original 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!
Stan Lee presents...

SPIDER-GIRL!™

SOMETIMES IT SEEMS
LIKE YOUR LIFE'S A NEVER-
ENDING SERIES OF BAD
DECISIONS.

OTHER TIMES, IT'S
LIKE YOU'RE A
VICTIM OF FATE, A
PAWN WHO MERELY
HAS THE ILLUSION
OF CHOICE.

A FEW MINUTES AGO,
YOU WATCHED IN
HORROR AS A COSMIC
BOLT FROM THE BLUE
STRUCK FANTASTIC
FIVE HEAD-
QUARTERS,
OBITERATING
MOST OF THE TOP
FLOOR.

WITH MOUNTING PANIC,
YOU RACE TO THE SCENE,
STUMBLING THROUGH
DEBRIS UNTIL YOU
SOMEHOW MANAGE
TO FIND YOUR FATHER
AND THE HUMAN
TORCH.

THOUGH BADLY
BATTERED
AND SEVERELY
BRUISED, THEY
ARE STILL
BREATHING...

-- WHICH IS A LOT
MORE THAN YOU
CAN SAY ABOUT
POOR REED
RICHARDS.

AND THAT ISN'T EVEN
THE WORST PART--



--BECAUSE THE MONSTER
WHO CAUSED THIS MEGA-
MESS IS STILL HERE!



YOU CAN
REALLY
SEE THE
FUTURE?

COOL!

WHEN ARE THEY
EVER GOING TO
RELEASE THE NEXT
HARRY POTTER
BOOK--

--AND
WHO'S
TAKING
ME TO
THE
PROM?

HOO-BOY! WHERE'D
THAT COME FROM?

YOUR DAD AND THE
TORCH COULD BE
DYING. FRANKLIN'S
FATHER IS ALREADY
DEAD, AND YOU'RE
MAKING JOKES!

JOKES--?!

YOUR NAME IS MAY
"MAYDAY" PARKER

YOU ARE THE DAUGHTER OF THE
ORIGINAL SPIDER-MAN, AND
SOMETHING IS SERIOUSLY WRONG
WITH YOU.

GODS AND MEN!

Tom DeFalco

& Ron Frenz

Script, Plot & Pencils

Livesay • Inker

Special Thanks To

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John Workman • Letterer

Christie Scheele

& Heroic Age • Colorists

Marc Sumerak

Assistant Editor

Tom Brevoort • Editor

Joe Quesada • Editor in chief

Bill Jemas • President

ONLY A REAL TWISTED SISTER
WOULD CRACK WISE NOW.

ARRGH!
FOCUS,
GIRL!
FOCUS!

YOU'RE IN THE MIDDLE
OF A FIGHT!

SAVE THE SELF-
ANALYSIS FOR
LATER!

UNLESS, OF COURSE, YOU'RE
SUBCONSCIOUSLY USING
HUMOR AS A DEFENSE
MECHANISM.

I DON'T
KNOW WHO YOU ARE
OR WHERE YOU'VE
COME FROM, MISTER...

...BUT YOU
HURT MY
DAD--

--AND MURDERED
THE FATHER OF ONE
OF MY FRIENDS!

YOU'RE GOING
TO JAIL FOR THE
REST OF YOUR LIFE!

KTWUNK!

NO EARTHLY
PRISON COULD
EVER RESTRAIN
APOX.

CREATED WAS I
TO BE A LIVING
GOD--

--AND A
SHATTERER
OF WORLDS!

YOUR
IGNORANCE IS ONLY
EXCEEDED BY YOUR
IMPUDENCE, CHILD.



I AM THE OMEGA SKRULL,
THE ULTIMATE WARRIOR OF
THE MIGHTIEST EMPIRE OF
ALL.

I HAVE BEEN SENT TO
EXTINGUISH THE FLAME
OF HUMANITY, AND
HONORED ARE YOU TO
BASK IN MY GLORY.

IT'S FRANKLIN--
THE SON OF REED
AND SUE RICHARDS!

YOU USED TO FANTASIZE
ABOUT HIM WHEN YOU
WERE YOUNGER.

HEY, APOX!
ANYONE EVER
MENTION YOU'RE
A LITTLE FULL OF
YOURSELF?

MAYBE
A QUICK DIP
IN THE EAST RIVER
WILL GIVE YOU SOME
PERSPECTIVE.

ABOUT THAT
BASKING PART--
I ASSUME YOU
DIDN'T HAVE
ACCESS TO A
SHOWER ON THE
TRIP OUT HERE
BECAUSE
PEEEUUUU!

YOU'D BE IN DANGER.
HE WOULD SUDDENLY
REScue YOU--

--AND SWEEP YOU
INTO HIS ARMS.

ON YOUR FEET,
SPIDER-GIRL.
APOX WILL BE
BACK BEFORE
YOU KNOW IT.

I DOUBT
THAT PSI-
BLAST
EVEN
STUNNED
HIM.

I TELEPATHICALLY
SCANNED MR. PARKER
AND THE TORCH, AND
I BELIEVE THEY'LL
BE FINE.

OH,
FRANKLIN, I...
I AM SO
VERY SORRY
ABOUT
YOUR
FATHER.

MY
FATHER
--?

EVEN AS YOU PREPARE
TO DODGE HIS NEXT
BLAST, YOU CATCH A
FLICKER OF MOTION
BEHIND HIM.

HOO BOY! SOME DREAMS
JUST DON'T MEASURE
UP TO REALITY.

WHAT
ARE YOU
--OH!

YOU DON'T
HAVE TO
WORRY ABOUT
MY DAD.

PEOPLE THINK HE
REALLY IS INSIDE THE
BIG BRAIN ROBOT,
BUT HE JUST USES IT AS
A TOOL TO COMMUNICATE
AND INTERFACE WITH US.

I'M SURE HE
SHIFTED HIS
CONSCIOUSNESS
INTO A
REPLACEMENT
SHELL AS SOON
AS THIS ONE
STOPPED
FUNCTIONING.

UHHHH... OKAY... BUT THE REST
OF US HAVE ONLY ONE BOB. WE'RE
GOING TO NEED SOME EXTRA
FIREPOWER.

ANY CHANCE YOU CAN
REACH MS FANTASTIC OR
THE THING?

AFAIR NOT!
THEY TOOK MY
NEPHEWS AND
NIECE OUT OF
TOWN FOR A
FEW DAYS.

UH-OH!

THEN WE'D
BETTER TRY
TO REVIVE THE
TORCH AND MY
DAD BEFORE--

PARKER'S
YOUR DAD,
HUH?

I GUESS THAT
EXPLAINS HIS
CONNECTION TO MY
UNCLE JOHNNY
AND--OH!

BEHOLD
MY
RIGHTEOUS
FURY!

ALL MERCY
SHALL BE
DENIED.
YOU HAVE
EARNED THE
UNRELENTING
WRATH
OF A GOD
ENRAGED.

SHE HEARS ANGRY SHOUTS ABOVE HER AND SHARP, RAPID SOUNDS THAT VAGUELY REMIND HER OF SHOTGUN BLASTS.



SHE'S THE DAUGHTER OF THE BLACK CAT, THOUGH SHE RECENTLY ADOPTED THE COSTUMED IDENTITY OF THE SCARLET SPIDER.



IT'S TAKEN FELICITY A WHILE TO CATCH UP, AND NOW--

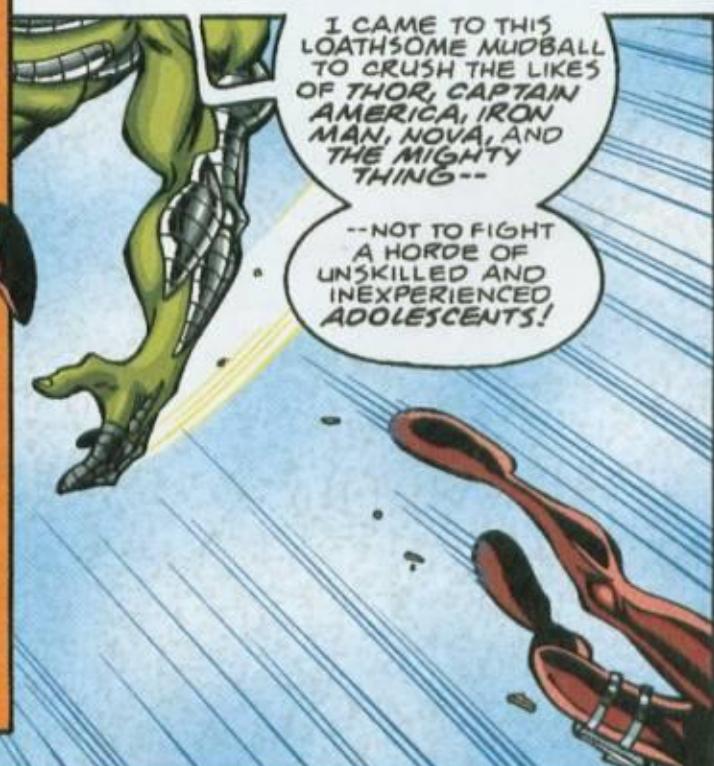


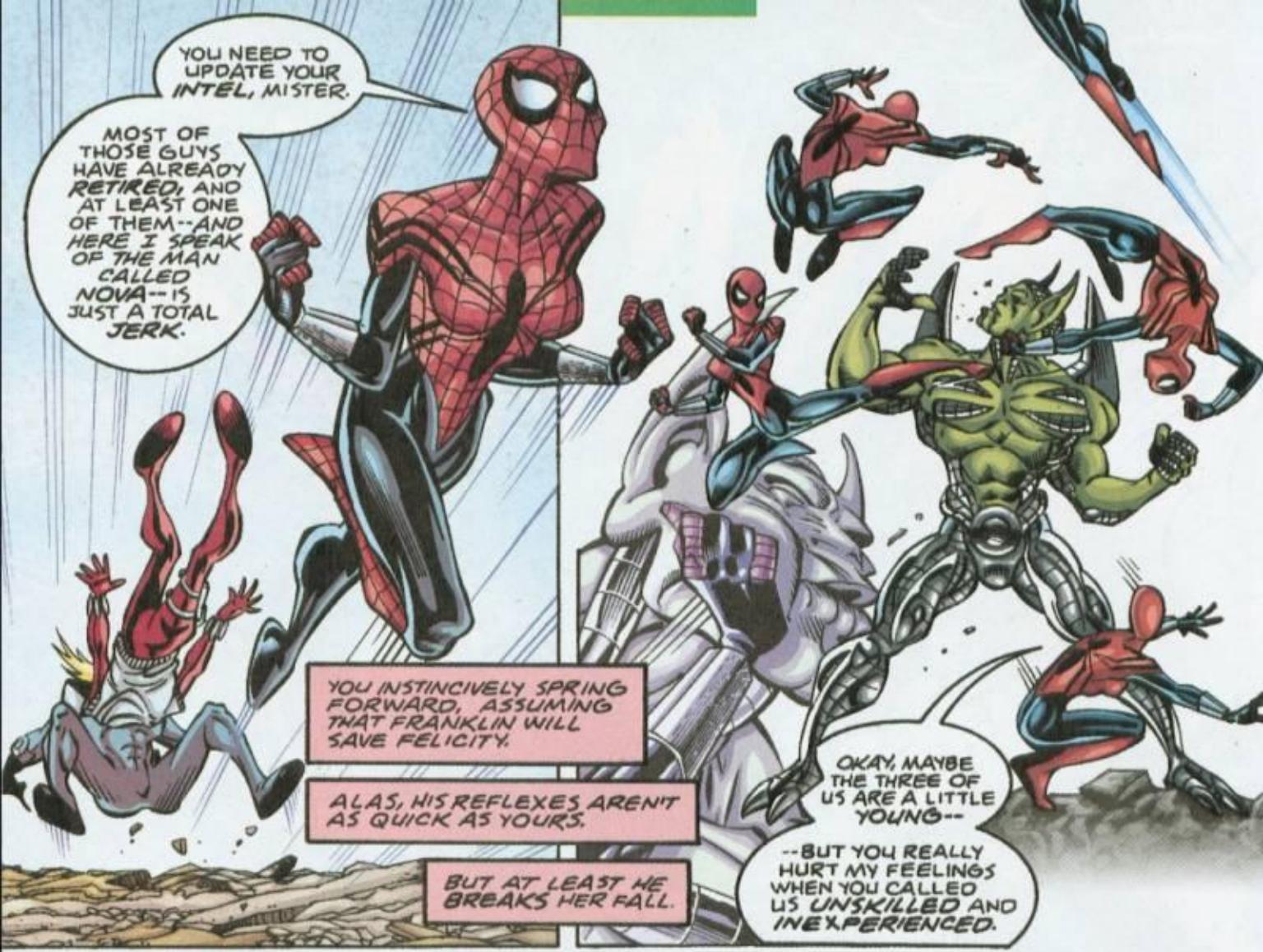
IT TAKES ONLY AN INSTANT FOR FELICITY TO SIZE UP THE SITUATION (OH, MAN! THAT'S FRANKLIN RICHARDS, AND HE'S EVEN HUNKIER IN THE FLESH!) AND THEN...



ERRR RRRK!

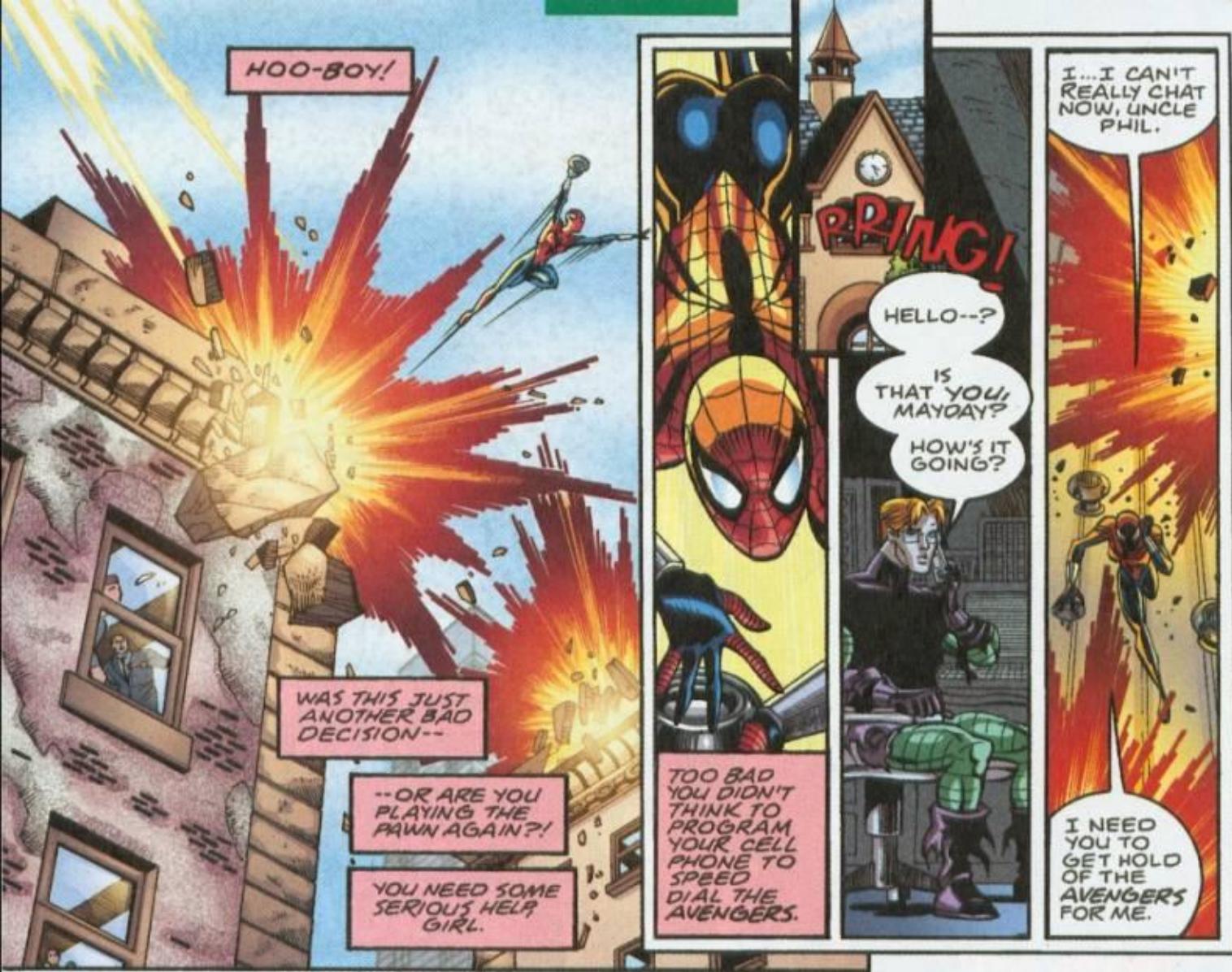
ANOTHER CHILD?! WHERE ARE THE GREAT PROTECTORS OF THIS WORLD?













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SO FAR YOU'VE BEEN
REAL LUCKY, GIRL.

BY EMPLOYING YOUR SPIDER-
SENSE AND YOUR AMAZING
AGILITY, YOU'VE MANAGED
TO DOGGE ALL OF APOX'S
BLASTS--

AND KEEP THEM FROM
HITTING ANY INNOCENT
BYSTANDERS.

IF ONLY YOU CAN
REACH A DESERTED
SECTION OF CENTRAL
PARK BEFORE--

OOPS! YOU MIS-
JUDGED THE
BLOWBACK, AND
IT'S RIPPING
THROUGH YOUR
WEBs.

THIS IS GOING
TO HURT...

...A
LOT!



ISN'T THIS NICE?

THANKS FOR INVITING DIANA AND ME, MARY JANE. I UNDERSTAND OUR DAUGHTERS ARE ALSO GETTING TOGETHER TODAY.

REALLY? MAY DIDN'T MENTION IT TO ME, FELICIA.

WHAT DO YOU THINK OF FOREST HILLS, DIANA?

IT'S A FAR CRY FROM PARIS, BUT I CAN UNDERSTAND WHY FELICIA WANTED TO MOVE BACK HERE.

FELICITY NEEDS TO REESTABLISH A RELATIONSHIP WITH HER FATHER.

I'M SURE FLASH --ERRRR-- EUGENE FEELS THE SAME.

HOW LONG HAVE YOU TWO KNOWN EACH OTHER?

FIVE...NO...I GUESS IT'S GOING ON SIX YEARS NOW. DIANA USED TO BE A CONTRACT OPERATIVE FOR MY DETECTIVE AGENCY.

I'VE ALWAYS THOUGHT THAT WAS ONE OF THE REASONS WHY FELICITY DOESN'T APPROVE OF ME.

SHE THINKS I'M SOME KIND OF OPPORTUNIST.

SHE HAS STOOD AT HER POST FOR OVER AN HOUR--

HER NAME IS ALISON MONGRAIN--

--SILENTLY HOPING TO CATCH A GLIMPSE OF HER FORMER CHARGE.

--AND SHE HAS COME TO SEE THE GIRL WHO IS NOW CALLED MAY PARKER.

DIANA

WELL...IT'S TRUE.

DON'T LET HER GET TO YOU! TEENAGERS TEND TO BE RATHER JUDGMENTAL. THIS, TOO, SHALL PASS.



AIN'T GOING
TO HAPPEN,
APOX!



IN CASE YOU'VE
FORGOTTEN, YOU
ATTACKED THE
FANTASTIC FIVE--

--AND
THAT'S A
PRETTY BIG
NO-NO!

SPIDER-GIRL,
LET ME SEE THE
IMPLEMENT YOU
CAPTURED.

UHHHH...
SURE.

BUT ONLY
'CAUSE YOU
ASKED SO
SWEETLY.

ARE
YOU ALL
RIGHT,
HON?

DAD
--?

IS THAT
YOU?

WHAT WERE
YOU THINKING,
GIRL? YOU
DON'T HAVE THE
NECESSARY
SKILLS OR
EXPERIENCE TO
TAKE ON...

WH-WHY
ARE YOU
WEARING
THAT
GOOFY
GET-
UP?

I'LL ASK THE
QUESTIONS,
YOUNG LADY.

WHEN WERE YOU
GOING TO TELL ME
ABOUT THIS NEW
SCARLET SPIDER?

AND WHY DID YOU
TRY TO TACKLE
APOX ALONE?

COSMICALLY-
POWERED
SKRULL.

WHOA! COULD
WE PLEASE
POSTPONE THE
INTERROGATION--



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SPIDER-GIRL,
WAIT!

YOU SHOULDN'T
BE EXPOSED TO
SUCH DANGER.

LIKE IT OR
NOT THIS IS MY
RESPONSIBILITY.

IT'S ABOUT
TIME THAT
I FINALLY
PROVED--

YEAH, AND
YOU SHOULDN'T
BE TRYING
TO RELIVE YOUR
GLORY DAYS.

--THAT I'M
WORTHY OF
MY WEBS!

MY
POWER
NODULE
--!

THAT'S
RIGHT,
CHUCKLES!

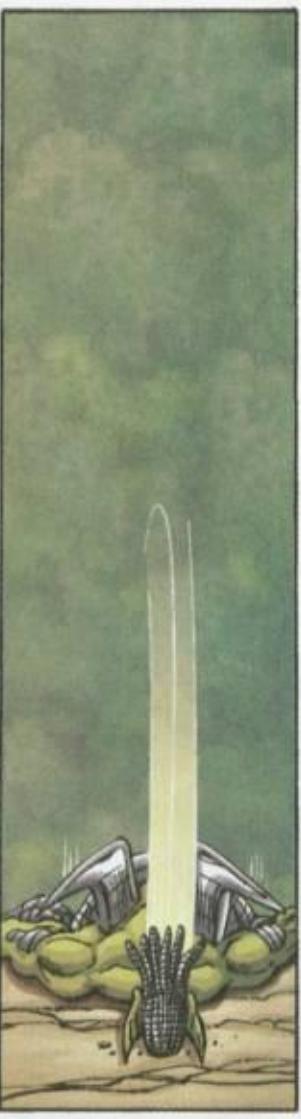
IT'S ALL
YOURS--

--AND I HOPE
YOU CHOKE
ON IT!

I JUST
HAVE ONE
FRIENDLY
PIECE OF
ADVICE...

BE CAREFUL
WHAT YOU
WISH FOR!

FFFFPZZZ!



HOO-
BOY!

THIS HAS
CERTAINLY BEEN A
DAY.

YOU
DID IT,
SPIDER-
GIRL!

YOU MAY
HAVE SAVED
THE ENTIRE
PLANET.

NOT HARDLY.

THE REAL
CREDIT GOES
TO YOUR
DAD'S DELIS'
EX-WHATEVER
GIZMO.

THAT
DOESN'T
CHANGE THE
FACT THAT
YOU'RE
A HERO.

Y'KNOW...

TH-THERE'S
SOMETHING
AWFULLY
FAMILIAR
ABOUT THIS
SCENE.

REALLY--?

HOW
DOES
IT
END?



-AHEM!

COULD YOU PLEASE RELEASE MY FIFTEEN-YEAR-OLD DAUGHTER?

F-FIFTEEN?

Y-YOU'RE ONLY FIFTEEN ?!

-ULPPP!-



WH-WHY DIDN'T YOU TELL ME SHE WAS ONLY FIFTEEN, UNCLE JOHNNY?

HOME, YOUNG LADY! YOU, ME, AND YOUR SCARLET FRIEND OVER THERE ARE GOING TO HAVE A SERIOUS TALK.

YOU NEVER ASKED... AND BEIDES, I BELIEVE YOU'RE SUPPOSED TO BE TELEPATHIC.

HOO-BOY! COULD YOUR LIFE POSSIBLY BE ANY MORE COMPLICATED?



HIS NAME IS KAINE, AND HE HAS HUNTED ALISON MONGRAIN FOR MANY YEARS.

HE RECENTLY LEARNED THAT SHE WAS HEADED TO FOREST HILLS--

--TO FULFILL A DESTINY THAT BEGAN A LONG, LONG TIME AGO.



THE END... FOR NOW!

JAY LENO & SPIDER-MAN: ONE NIGHT ONLY! (DON'T FORGET TO TIP YOUR WAITRESS)

PART ONE



SO WHAT'S
THE DEAL, JAY?
YOU DON'T DO
COMMERCIALS.

IT WAS A GOOD EXCUSE
TO COME TO NEW YORK
ANYTHING. JUST FOR A GAG,
AND HANG OUT WITH
YOU BOZOS FOR A
COUPLE DAYS.

I DOUBT WE'LL SHOOT
ANYTHING. JUST FOR A GAG,
I TOLD 'EM I'D ONLY DO
THE COMMERCIAL IF THEY
GOT SPIDER-MAN
TO BE IN IT WITH ME.

SPIDER-MAN'S NEVER GONNA SHOW UP
TO DO A SILLY COMMERCIAL. HE'S OUT, YA
KNOW, CATCHIN' THIEVES, ANY SIZE AND
WHATEVER ELSE IT SAID IN THAT OLD
SONG. I FIGURED AT LEAST I'D HELP
THE CREW GET A DAY OFF.

THAT'S
FUNNY. SO WHAT
HAPPENED?

HEY JAY,
IS MICHELLE
PFEIFFER PRETTY
IN PERSON?

NO. SHE'S
A DOG. OF COURSE
SHE'S PRETTY! SHE'S
GORGEOUS. HAVE
ANOTHER BEER, EDDIE.
YOU'RE THINKING
TOO MUCH.

HEY
JAY, WHAT IF
SPIDER-MAN
SHOWS?

HE'S
NOT GONNA
SHOW.

I'M SURE
SPIDER-MAN HAS
MORE IMPORTANT
THINGS TO DO WITH
HIS TIME...

THE WORST PART IS, I DON'T HAVE ANYTHING MORE IMPORTANT TO DO WITH MY TIME.

SOME SUPER HERO. THERE'S GOT TO BE A WAY OUT OF THIS. I'VE GOT AN IMAGE TO KEEP UP. IT'S NOT LIKE YOU SEE BATMAN DOING SOME DUMB TV COMMER... HMMMM, OKAY, WELL, CAPTAIN AMERICA DOESN'T DO 'EM.

HI GUYS.
ANY PARTICULAR PRECINCT YOUD LIKE TO GO TO?

TOO BAD
N.Y.P.D. BLUE IS A TV SHOW AND NOT REAL.
I'D LOVE TO SEE ANDY SAPIOWITZ "TUNE YOU GUYS UP" IN HIS LITTLE COFFEE ROOM.

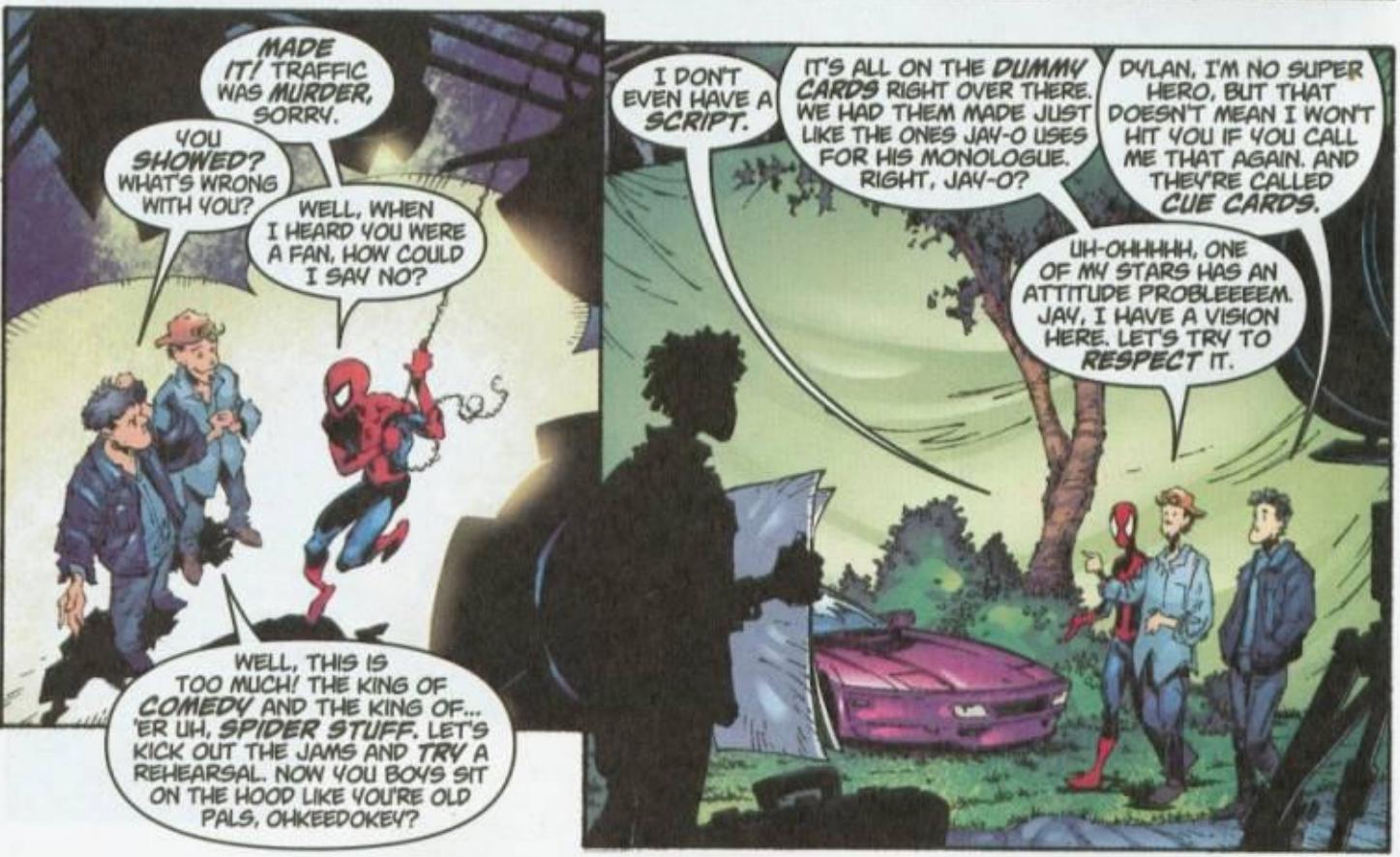
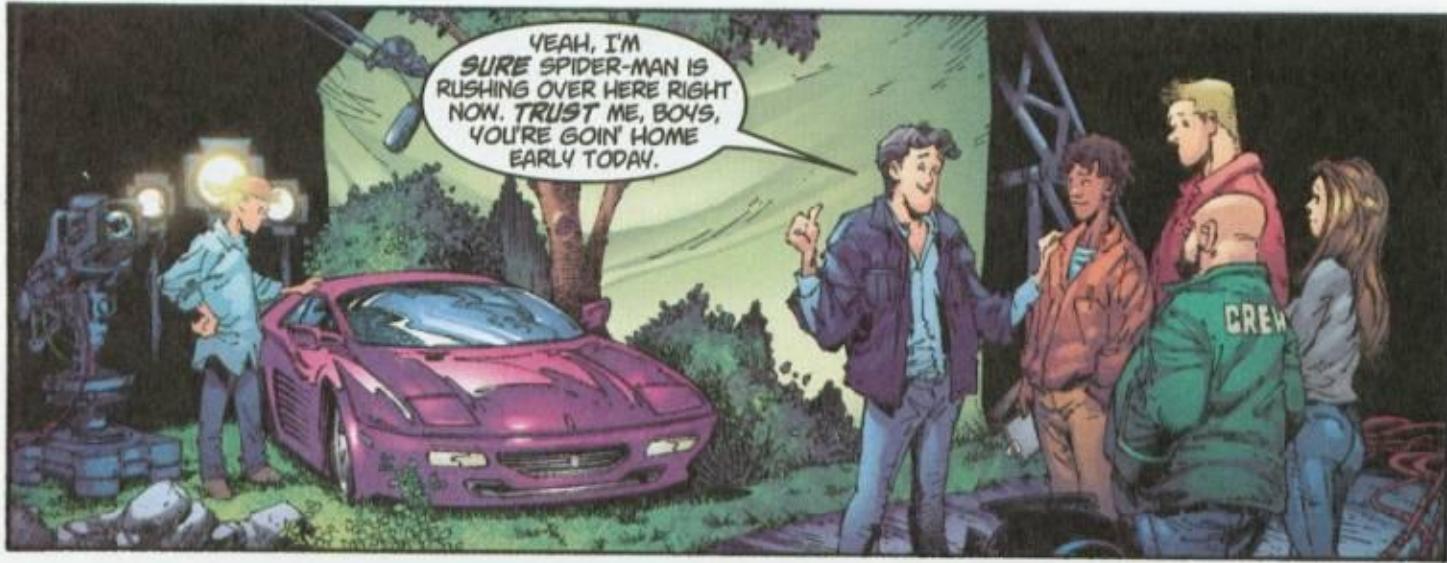
I HEAR YA AND I THINK I GET WHAT YOU'RE SAYING AND I TOTALLY AGREE. I STILL MISS JIMMY SMITS, TOO. IT'S NOT THAT THE SHOW IS BAD, I JUST LOVED THAT BIG LUG.

SHADDUP!

ON THE OTHER HAND,
YOU GUYS SHOULD TRY TO BECOME FANS OF "OZ." I THINK YOU'LL FIND IT MORE RELATABLE VIEWING.

YEAH,
LIKE I BELIEVE THAT JUST HAPPENED.

TA-TA.
YOU'D NEVER BELIEVE WHERE I'M GOING...



HE'S TOUGH
TO TAKE.

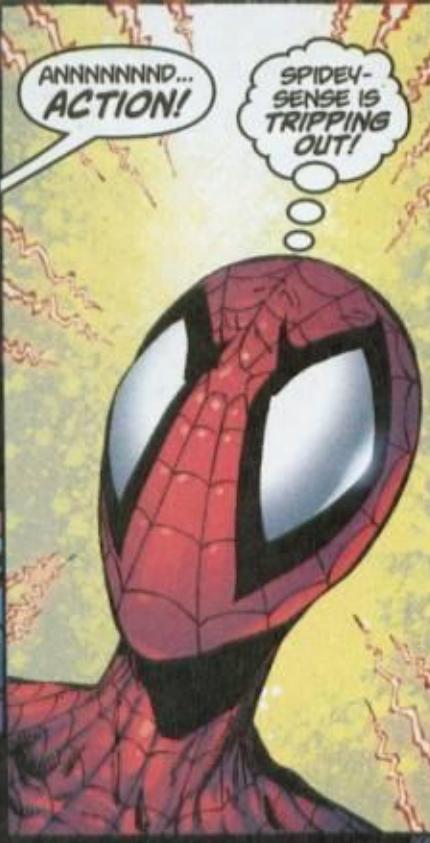
WOULDN'T
BE A PROBLEM IF
YOU WERE OUT
FIGHTING CRIME,
WOULD IT?

I'M DOING A FAVOR FOR A FRIEND,
OKAY? BOY, THAT REALLY IS SOME CHIN
YOU GOT GOIN' ON THERE!

THAT WOULD HURT
MORE IF IT WEREN'T FROM
A GUY IN A BLUE AND RED,
SKIN-TIGHT, SPIDER COSTUME.
AND BY THE WAY, SINCE
WHEN ARE SPIDERS BLUE
AND RED?

ANNNNNND...
ACTION!

SPIDEY-
SENSE IS
TRIPPING
OUT!



TO A.F.C. #11131 1/27/94
BLACK PANTHER#44 CABLE#105 IRON MAN#55
MORLOCK#2 SPIDER-MAN#1 SPIDER-MAN#2 SPIDER-MAN#3