

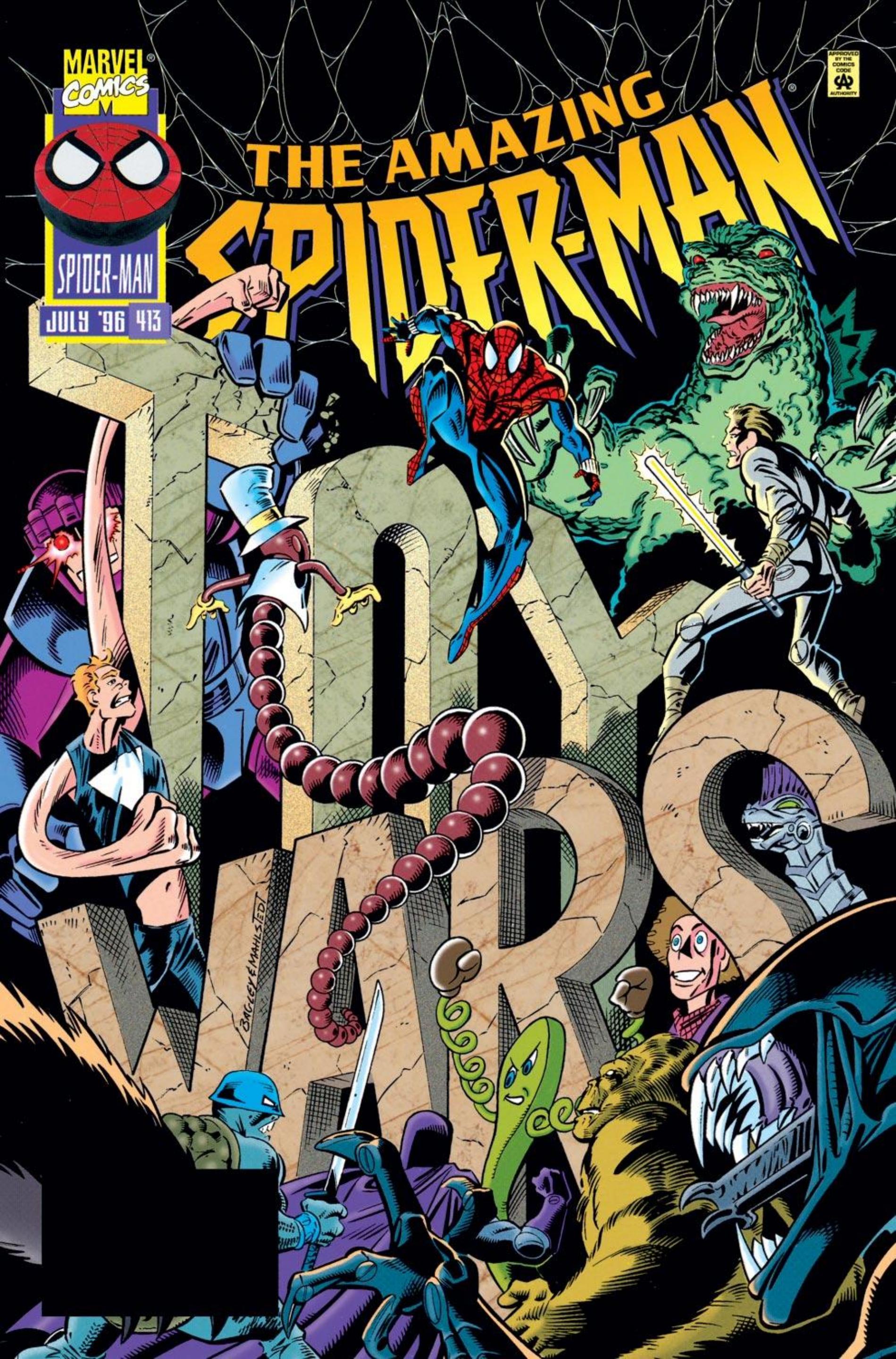
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SPIDER-MAN

JULY '96 413

THE AMAZING SPIDER-MAN



STAN LEE
presents
THE AMAZING
SPIDER-MAN

PAIN -- sharp and all-encompassing -- jolts me awake with strobelike suddenness!

UGGNNN!

I struggle upward --

-- through waves of seething nausea --

-- unable to REMEMBER!

Where am I?!

What HAPPENED to me?!

How long was I UNCONSCIOUS?!

The ANSWERS hit me like a brick!

N-NO! NO! IT CAN'T BE REAL!

My world suddenly ERUPTS --

-- PINBALLING me against the all-too-revealing walls of my new prison!

T-THIS IS IMPOSSIBLE!

IT

CAN'T

BE

His given name is Peter Parker. While in high school, he was bitten by a radioactive spider and endowed with amazing powers, which he has since used to protect the innocent and battle evil. Now he calls himself Ben Reilly, and, as a costumed crimefighter, he continues his crusade... for he understands that with great power comes great responsibility! STAN LEE PRESENTS: THE AMAZING SPIDER-MAN!

BIG STORY

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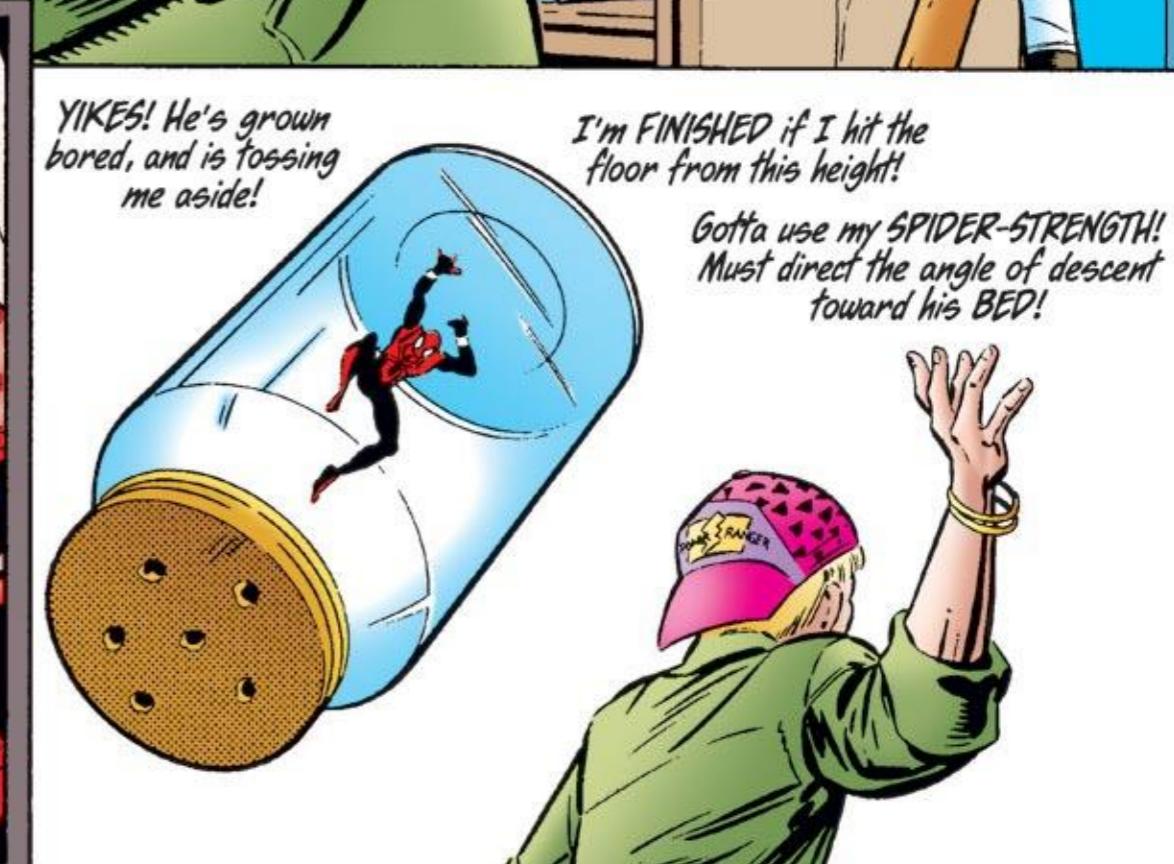
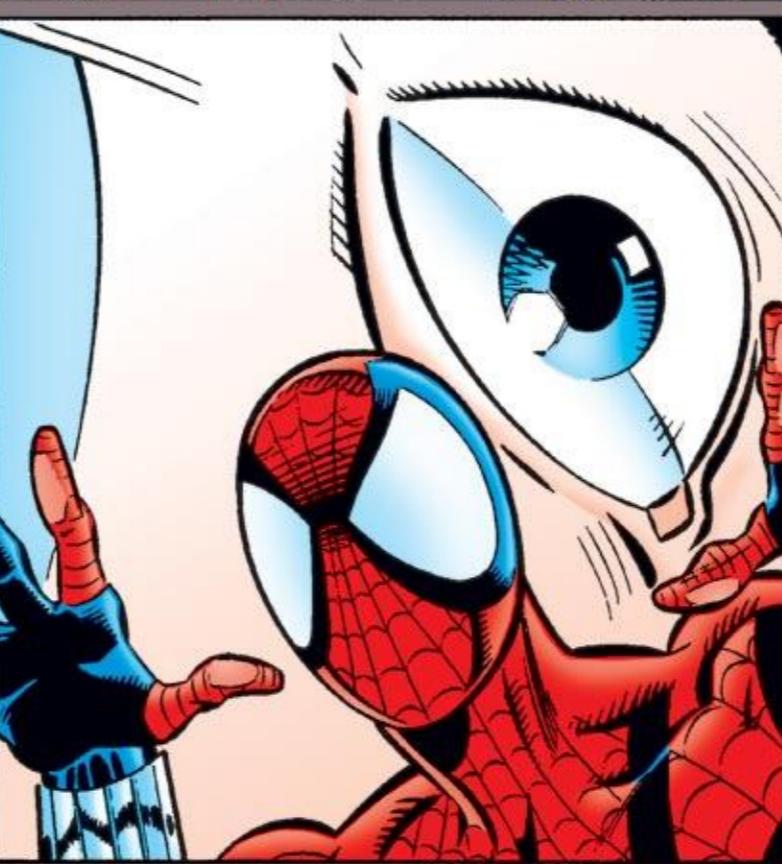
LARRY MAHLSTEDT
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RICHARD STARKINGS
and COMICRAFT
LETTERING

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Whew! Not the gentlest landing on record, but at least I made it!

Now what?!

MYSTERIO, who was still in JAIL the last time I looked, once convinced me that I was only SIX INCHES high!

That was only an elaborate ILLUSION!

This looks REAL!

Gotta try to calm down, and review the situation!

My real name is PETER PARKER, though I've been using the name BEN REILLY!

-- or at least the guy I THINK is my clone --

For the past five years, my CLONE --

-- has been living my LIFE and using my NAME!

Since he's MARRIED and has a KID on the way, I figured it was only fair to let him keep the life and name!

Me, I've recently been trying to get a new beginning going!

Things haven't quite worked out as planned!



YOU'RE LUCKY I'M FAMILIAR
WITH YOUR UNIQUE SENSE
OF HUMOR, SHIRL.

WAY I HEARD
IT, THE INSURANCE
COMPANY DIDN'T COVER
ALL THESE EXPENSIVE
IMPROVEMENTS!

HOW
DID YOU
EVER COME
UP WITH THE
EXTRA
CASH?

MY
PERSONAL
FINANCES AREN'T
ANY OF YOUR
BUSINESS,
GARON!

THEY
ARE WHEN
THEY MAY HAVE
A NEGATIVE
IMPACT ON --

"-- DEVON!"

THAT REILLY STIFF
BETTER GET HIS
BONY BUTT
IN HERE!

I GOT
ENOUGH WORK
TO DO WITHOUT
COVERING FOR
THAT WASTE!

HELLO,
DEVON.

D-DAD --?!

Score one for the
man with the WEBS!

A screw-top jar may impress
the local LIGHTNING BUGS --

-- But it's strictly NO CONTEST
for a man with the proportionate
strength of a spider!

Even one who's only
a few inches tall!

Everything looks
like standard
TODDLER issue!

Although I never had this many
toys when I was growing up!

Wonder what kind of
wattage they have in
that overhead bulb?

Seems as bright as
a miniature sun!

Guess it won't bother
me as long as I don't
stare upward!

I just hope this
room isn't located
somewhere in the
SUBURBS --

-- because I've got
to find a way to reach
AVENGERS MANSION
or FOUR FREEDOMS
PLAZA!

HANK PYM or REED
RICHARDS will surely
know how to restore
me to -- WHOA!

I may not be very
POLITICALLY CORRECT
or PARENTALLY SAVVY --

-- but even I'd hesitate to
give a three-year-old a toy
which shoots REAL FLAMES!

Looks like I didn't end up in
junior's jar by ACCIDENT!

Someone deliberately
PLANTED me here!

Someone who obviously
wants me DEAD!

I'll worry about the WHO and WHY later!

Right now I've got a DINO to dump!

YO,
SMOKY! I
HATE TO GET
PERSONAL --

-- BUT
YOU REALLY
OUGHTA SWITCH
TO A BLAND
DIET!

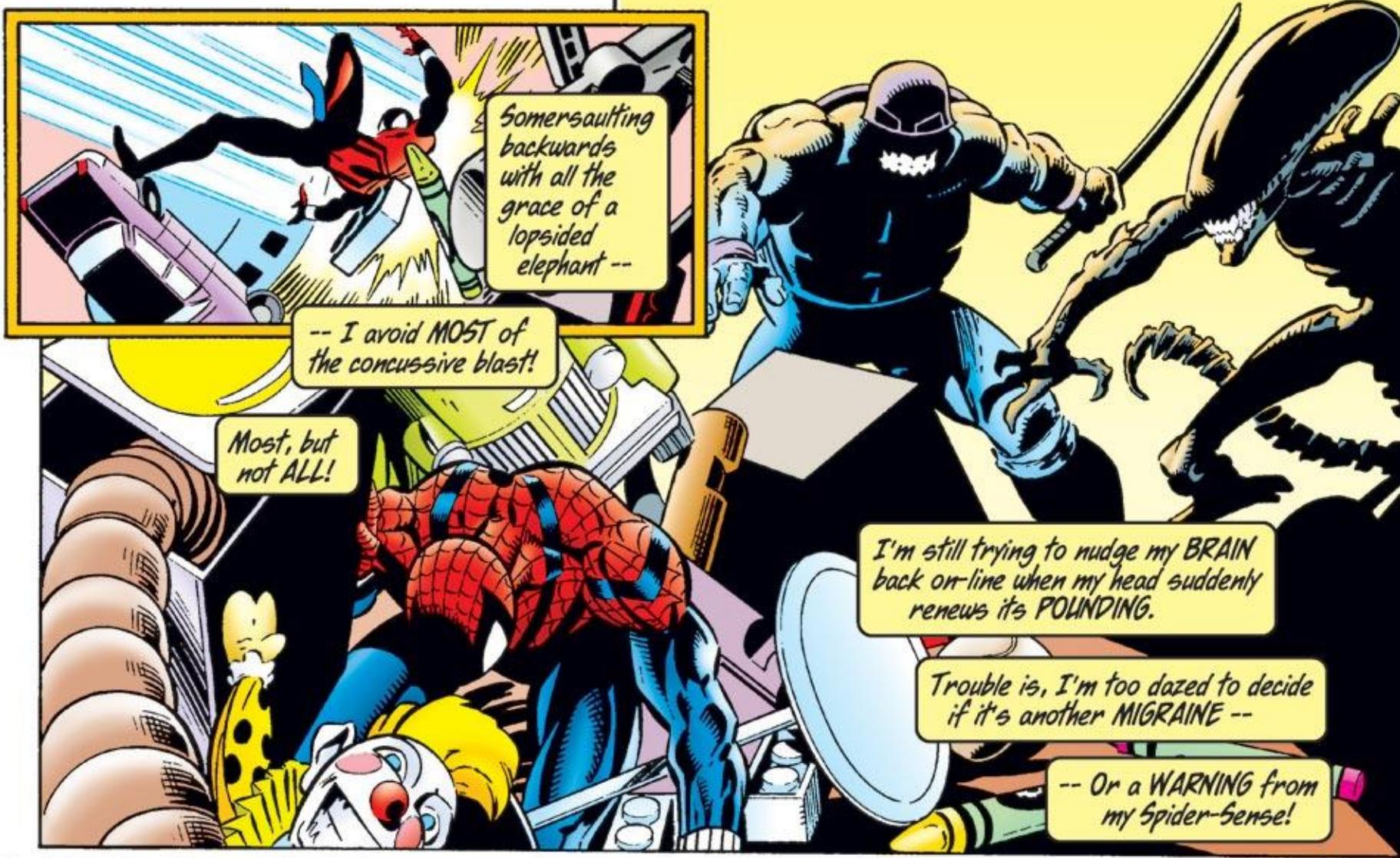
IT'S OBVIOUS
YOU SUFFER FROM BAD
HEARTBURN!

AND YOUR
BREATH --
STINK-OOO!

MAYBE A
LITTLE WEBBING
WILL HELP IMPROVE
THE AIR QUALITY
IN HERE!

OOPS!
MY
MISTAKE!

GUESS I
SHOULDN'T HAVE
PLUGGED UP YOUR
ONLY OUTLET FOR THE
RELEASE OF PENT-UP
FRUSTRATION!



WHOA! I USUALLY ONLY GET THAT KIND OF REACTION FROM PEOPLE WHO ALREADY KNOW ME!

SORRY, PHIL! I GUESS I'VE GOT A HEADACHE!

AFTER WALKING AROUND WITH OUR ESTEEMED PUBLISHER, THAT'S HARDLY A SURPRISE!

I JUST HOPE I'M NOT COMING DOWN WITH ANYTHING I'M LIABLE TO PASS ON TO MARY JANE!

I must be more POPULAR than I thought!

Someone sure went to a lot of TROUBLE -- not to mention EXPENSE -- for little ol' ME!

Of course, it could be someone who only bears PETER a grudge from the days when he played wall-crawler!

SPIDER-SENSE reacting to an attack from behind --!

Wayooooooooo!

Wish they had toys like this when I was a kid!

Whoops! I accidentally leaped right into the arms of some second-rate MR. FANTASTIC!

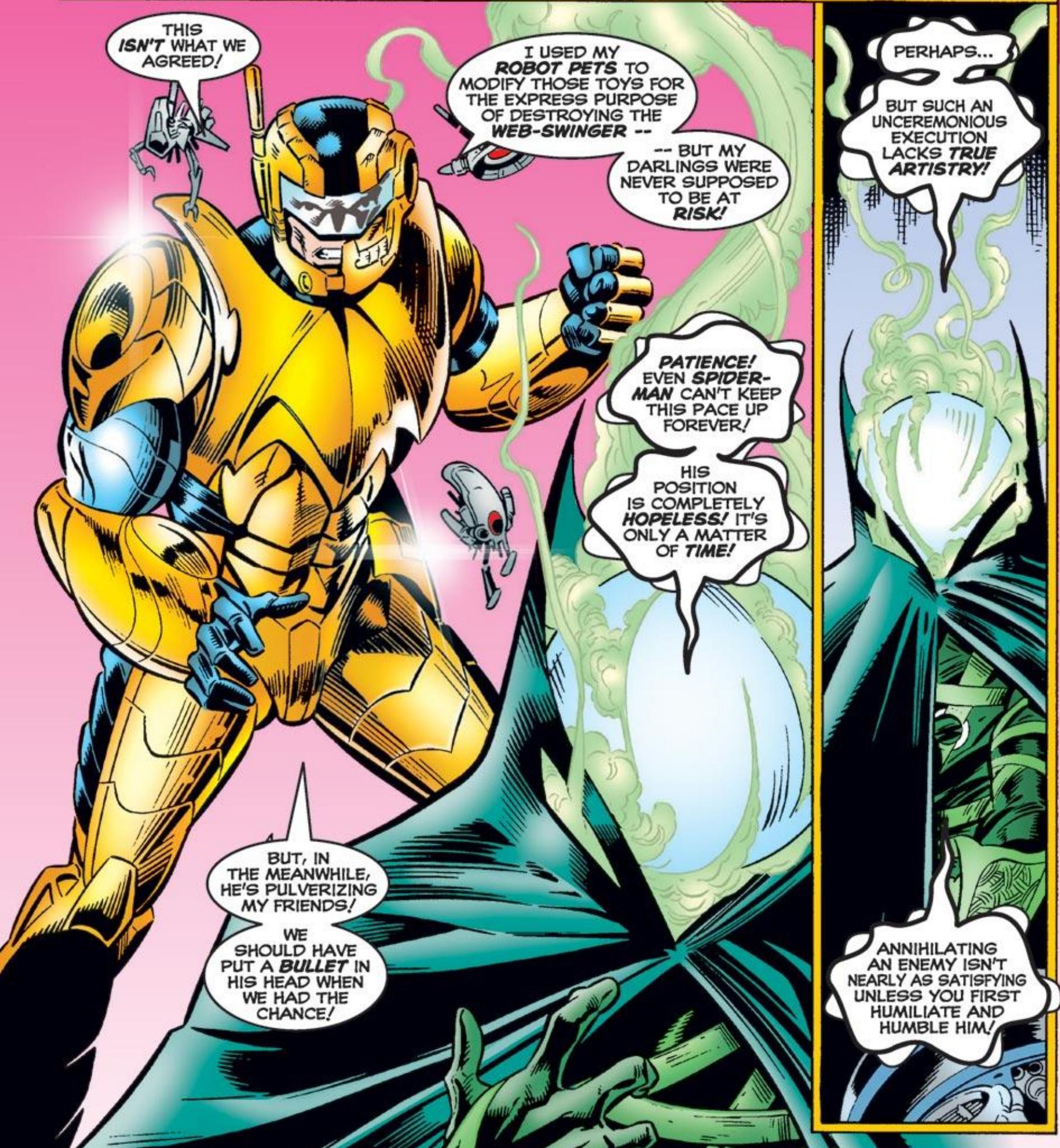
Gotta THINK! Who do I know capable of MASTERMINDING an operation of this scope?

DOCTOR DOOM?

THE TERRIBLE TINKERER?

ALISTAIR SMYTHE?

And, of course, there's always...



JUST
LOOK AT
THE POOR
BEWILDERED
BUFFOON --!

HE HAS
NO IDEA WHO
IS BEHIND HIS
TORMENT, OR
EVEN THE TRUE
NATURE
OF IT!

HE DOESN'T
EVEN **SUSPECT**
THAT YOU AND I
WERE RECENTLY PLACED
IN THE SAME **HOLDING**
CELL WHILE WE AWAITED
ARRAIGNMENT FOR
OUR MOST RECENT
CRIMES...*

* AFTER THE EVENTS
IN SPIDER-MAN
#65 — Ralf the Warden.

THANKS TO
A LITTLE FORESIGHT
ON OUR PART, WE WERE
SOON **JOINED** BY ONE
OF YOUR ROBOTIC
ASSOCIATES --



-- WHO
HELPED US TO
EMBARRASS THE
AUTHORITIES!

WE QUICKLY
RETIRIED TO THIS
WAREHOUSE... WHERE
I HAD PREVIOUSLY BUILT
THIS ENORMOUS SET... FOR
A WEEKLY SCIENCE FICTION
SERIES... FOR MY
DORMANT TELEVISION
NETWORK!

I STILL
BELIEVE MY
SHOW WOULD
HAVE BEEN A
REAL **RATINGS-**
SMASH --

-- BUT
I'M MORE
THAN WILLING
TO SETTLE FOR
A **SMASHED**
SPIDER!



I UNDERSTAND THAT CAPTURING THE WEB-SWINGER INVOLVED A ROOFTOP CHASE --

-- BUT A PAIR OF YOUR LITTLE FRIENDS EVENTUALLY DID MANAGE TO SUBDUED HIM BEFORE HE RECOGNIZED THEM!

WE BOTH DESERVE A BREAK AFTER ALL OUR HARD WORK, ARMADA!

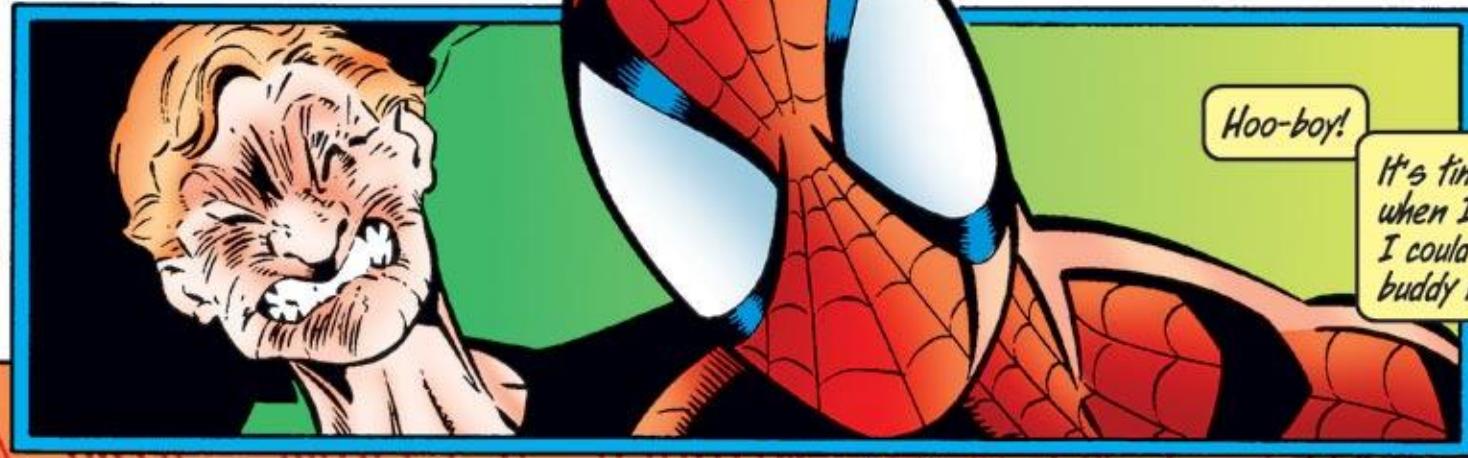
I SUGGEST YOU JUST SIT BACK, AND ENJOY THE SHOW --!

"ENJOY IT?!"

HOW AM I SUPPOSED TO DO THAT WHILE SPIDER-MAN IS MURDERING MY FRIENDS...

...THE ONLY TRUE FRIENDS I EVER HAD!?

ALL RIGHT! ALL RIGHT! IF IT WILL STOP YOUR INCESSANT WHINING, I'LL KICK THE FESTIVITIES INTO OVER-DRIVE --!



Who am I kidding?

Though the ODDS
are overwhelmingly
against me --

-- and my situation needs
drastic improvement
before it could even be
rated IMPOSSIBLE --

-- I've never felt so ALIVE!

IT ISN'T WORKING,
MYSTERO! HE'S GONE
ON A KILLING
FRENZY!

For five years, I believed
I was Pete's clone!

I wandered this country
in a total FUNK --

-- without HOPE,
DIRECTION or
PURPOSE!

But my days
of living with
despair are
OVER!

If someone can SHRINK
me to this height --

-- I know that I can
eventually find a way to
REVERSE the process!

DO
SOMETHING,
MYSTERO!

DO
SOMETHING!

AUNT MAY
once taught
me --

-- at least
I think it
was ME --

-- although it might
have been PETER --

-- that only a WEAKLING quits
when the going gets rough!

We PARKERS are much tougher than
most people think, and -- HEYYY!

Now there's a familiar-
looking DOOHICKEY --!

I'm suddenly feeling a lot more CONFIDENT
about my chances for success!

If my hunch is correct, a little
PROVOCATIVE ACTION on my
part ought to bring this situation
to a CRITICAL JUNCTURE!

DID
YOU SEE
THAT?!

H-HE
KILLED
LAURIE!
POOR,
SWEET
LAURIE!

TRY TO
REMAIN CALM,
ARMADA! IT
WAS ONLY A
MECHANICAL
DEVICE!

ONLY A
MECHANICAL
DEVICE?!

SHE
WAS

MY

FRIEND!

Lookeee who I
just flushed
out of hiding!

STOP THIS
SENSELESS
SLAUGHTER!
ENOUGH!

-- BUT
THAT'S NOTHING
COMPARED TO
WHAT I'VE GOT
PLANNED FOR
YOU!

SLAUGHTER?!

THAT'S A
BIT OVER THE
TOP, ARMADA --
EVEN FOR A HEAD-
CASE LIKE
YOU!

I MAY HAVE
SMASHED A FEW
OF YOUR LIL'
PLAYMATES --

YOU DON'T
UNDERSTAND! NO
ONE DOES! MY
DARLINGS ARE SO
MUCH MORE THAN
MERE ROBOTS!

THEY'RE
DISTINCT
INDIVIDUALS
WITH THEIR OWN
PERSONALITIES
AND QUIRKS.

WHY --
WHAT ARE
YOU DOING
TO ME?!

SURREY!
AND I'LL BET
THEY EVEN SEND
YOU CARDS ON
FATHER'S
DAY!

SIMMER DOWN, SPUNKY!

WE'RE GOING ON A LITTLE JOYRIDE!

WHILE I'M SURE YOU'RE THE ONE WHO JURY-RIGGED THE TOYS --

-- AN ILLUSION THIS DETAILED AND DERANGED REQUIRES AN INDIVIDUAL WITH A REALLY TWISTED IMAGINATION!

I'VE GOTTA GIVE YOU CREDIT, MYSTERIO! YOU ALMOST HAD ME FOOLED!

I ESPECIALLY LIKE THE GIANT-SIZED MECHANICAL KID, AND THE WAY YOU DISGUISED THIS OBSERVATION ROOM AS A BLAZING OVERHEAD LIGHT FIXTURE!

A MASTER SHOWMAN LIKE MYSELF USUALLY LIVES FOR PRAISE SUCH AS THAT, WEB-SWINGER --

-- BUT, IN THIS PARTICULAR CASE, I REALLY WOULD HAVE PREFERRED TO SEE YOU DEAD!

Aww! I'M SORRY IF I DISAPPOINTED YOU!

DON'T BE! THOUGH YOU HAVE MANAGED TO SURVIVE, AND FRUSTRATE ME YET AGAIN, I AM CONFIDENT THAT I WILL EVENTUALLY DEFEAT YOU!

AND I ONLY HAVE TO WIN ONCE!

Uh-oh! He's diving into a cloud of his concealing mists!

I'm not exactly sure HOW he projects this protective cover!

All I know is that it gives him TWO very distinct advantages.

His suit contains a built-in device which allows him to SEE through this mess --

-- and these mists somehow manage to deaden my SPIDER-SENSE!

Am I discouraged?

NO WAY!

I'm a tricky little devil!

With my spider-like speed and reflexes, I'll just weave a WEB OF FISTS around him --

-- swinging like MAD --

-- WHOOPS! Feels like I knocked his FISHBOWL clean off his shoulders --

-- and his HEAD was still inside it!

At least I THOUGHT it was his head! Hoo-boy! Talk about embarrassing! I don't know if the real MYSTERO was ever truly here --

-- or if he just SUBSTITUTED this life-sized decoy while I was swatting air!

THAT LYING, CHEATING ---!

H-HE USED ME!

HE PLAYED ME AND MY FRIENDS FOR FOOLS!

DOESN'T SOUND LIKE MUCH OF A STRETCH TO ME!

Y'KNOW, ARMADA... YOU REALLY SHOULD GET OUT MORE!

AT LEAST I HAD AN EXCUSE FOR MISTAKING HIS HYPERACTIVE ACTION FIGURE FOR THE REAL DEAL!

GOT TO HAND IT TO OL' MYSTERO, THOUGH...

...HE USUALLY KEEPS YOU GUESSING!
AND HE'S ALWAYS GOOD FOR A FEW LAUGHS!

HAHAHAHA



NEXT ISSUE:
THE LETHAL DEBUT OF
DELILAH!