

MARVEL
COMICS

SMOKE AND MIRRORS

3
OF
3

\$1.95 US

\$2.65 CAN

56
MAR

APPROVED
BY THE
COMICS
CODE
AUG
AUTHORITY

SPIDER-MAN

THE TRIUMPH
OF THE
JACKAL™

...AND THE
RETURN OF
**Gwen
Stacy?!**



DIRECT EDITION

Stan Lee presents

SPIDER-MAN and the
SCARLET SPIDER in
SMOKE & MIRRORS
PART THREE

Howard Mackie
& Tom Lyle
story&art

Scott Hanna inks
Starkings/ Kevin
ComiCraft Tinsley
lettering colors
Danny Bob
Fingerroth Budiansky
editor ed. in chief

TRUTHS & DECEPTIONS

LIKE A MODERN VENUS,
SHE EMERGES FROM
THE SWIRLING MISTS OF
A HIGH-TECH CAPSULE.

HER FACE IS
FLAWLESS...
BEAUTIFUL.

THE IMAGE OF HER
STANDING THERE STIRS
THE SHARED MEMORIES
OF SPIDER-MAN AND
THE MAN CALLED THE
SCARLET SPIDER.

BUT THEY
ARE PAINFUL
MEMORIES.

FOR THE WOMAN
STANDING BEFORE
THEM IS GWEN
STACY.

AND THEY BOTH
KNOW THAT
GWEN IS DEAD.

OR IS
SHE?

SPIDER-MAN® Vol. 1, No. 56, March, 1995. (ISSN # 1053-5667) Published by MARVEL COMICS. Terry Stewart, President; Stan Lee, Publisher; Michael Hobson, Group Vice President; Publishing OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, NY 10016. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1995 Marvel Entertainment Group, Inc. All rights reserved. Price \$1.95 per copy in the U.S. and \$2.65 in Canada. Subscription rate for 12 issues: \$23.40 U.S., \$35.40 foreign, and Canadian subscribers must add \$10.00 for postage and GST. GST #R127032852. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. SPIDER-MAN (including all prominent characters featured in this issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO SPIDER-MAN, c/o MARVEL DIRECT MARKETING INC./SUBSCRIPTION DEPT., P.O. BOX 1979, DANBURY, CT 06813-1979. TELEPHONE # (203) 743-5333. PRINTED IN CANADA.

BOTH MEN WERE LED TO THIS LABORATORY, SOMEWHERE
BENEATH THE CATSKILL MOUNTAINS OF NEW YORK,
BY STRANGE FLASHES OF SHARED DREAMS.

NOW EVERYTHING THEY KNOW...

...EVERYTHING THEY THINK THEY KNOW...

...ABOUT THEMSELVES...

...AND ABOUT EACH OTHER...

...MAY ALL BE A LIE.

AND THE FUN HAS ONLY BEGINNED.



SPIDER-MAN?

PETER?

WHAT'S HAPPENED TO ME?

HELP ME.

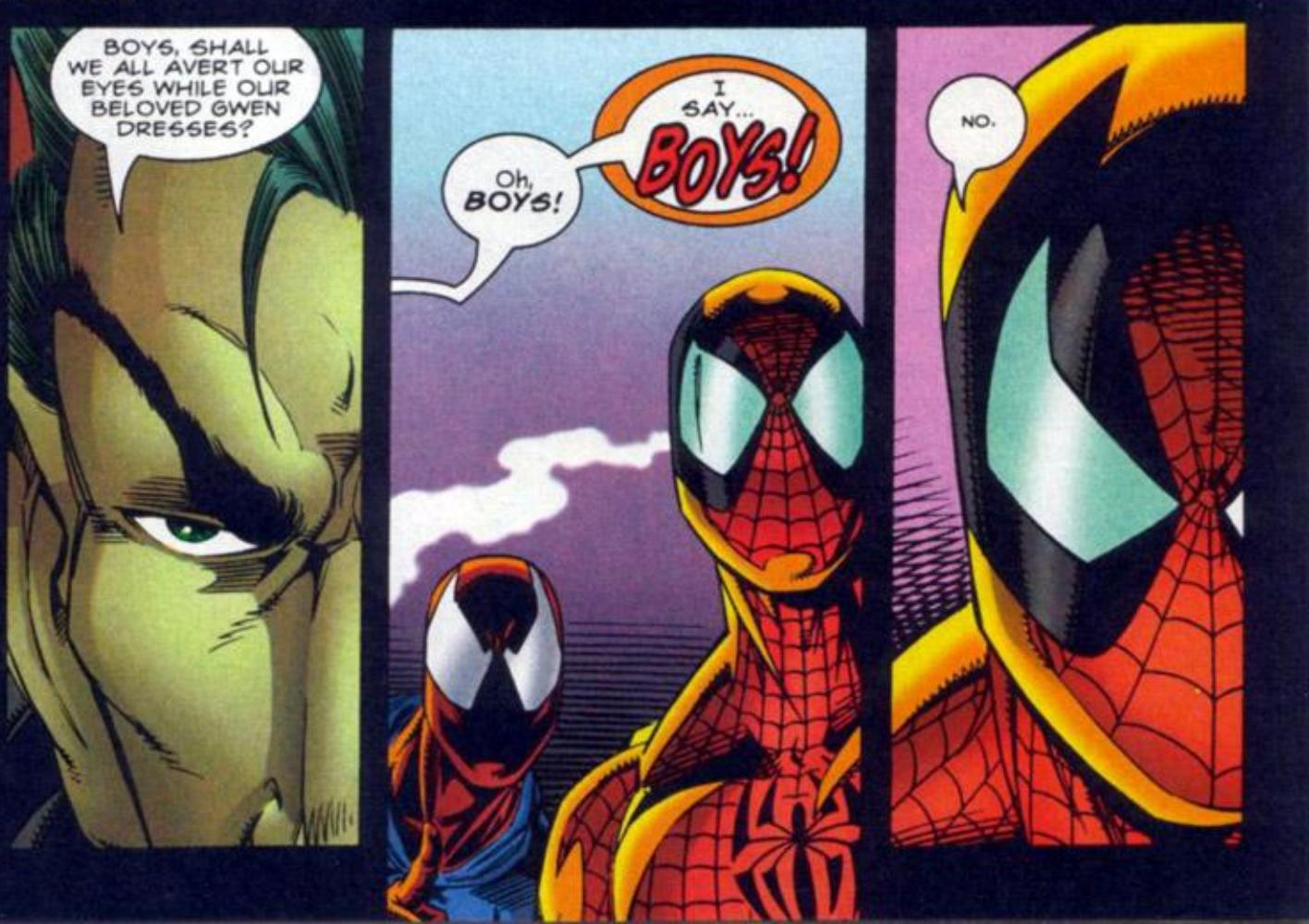
PLEASE?



*CHECK OUT WEB #722 & AMAZING #399.
-D.F.

Ooh-HA!
THAT WILL
BE QUITE FAR
ENOUGH, DEAR
GWEN.







THERE'S
A GOOD BOY,
PETER.
DO
GO TALK
WITH YOUR
DEAR SWEET
GWEN!

MAYBE
YOU CAN
HELP HER
FIND A NEW
PAIR OF
GO-GO
BOOTS.



-UGPH!-

JACKAL!

YOU AND I
ARE GOING
TO TALK.

RIGHT
YOU ARE,
SCARLET
M'LAD!

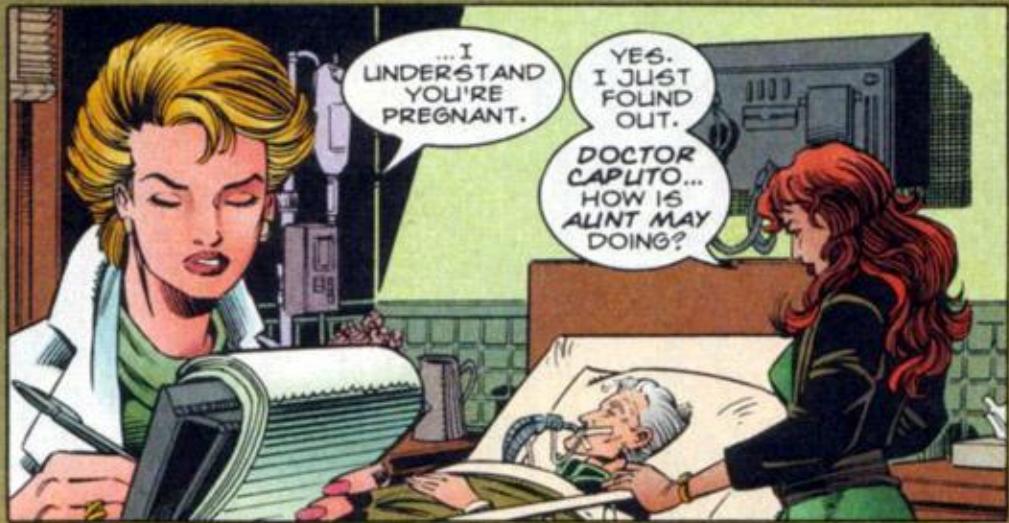
AND
THE THINGS
I COULD TELL
YOU! YOU JUST
WOULDN'T
BELIEVE
THEM!

BY THE WAY, BEN... DO YOU
HAVE ANY IDEA HOW THAT
SWEET MAY PARKER
IS DOING?



FOREST HILLS
HOSPITAL,
QUEENS, NEW YORK

CONGRATU-
LATIONS, MRS.
PARKER...





LOOK
AT THEM.
GO AHEAD...
LOOK.

SPIDER-
MAN AND
GWEN.

THAT
COULD HAVE
BEEN YOU AND
MARY JANE... OR
YOU AND GWEN...
OR YOU AND
THE WOMAN
OF YOUR
CHOICE.

INSTEAD, WHAT DID
YOU GET? FIVE LONG
YEARS ON THE ROAD.

EXCUSE ME,
PROFESSOR?
CAN WE TALK?

NOT
NOW, JACK.
I'M BUSY.

POOR BEN. IT'S
JUST NOT *RIGHT*,
WHAT I DID TO
YOU.

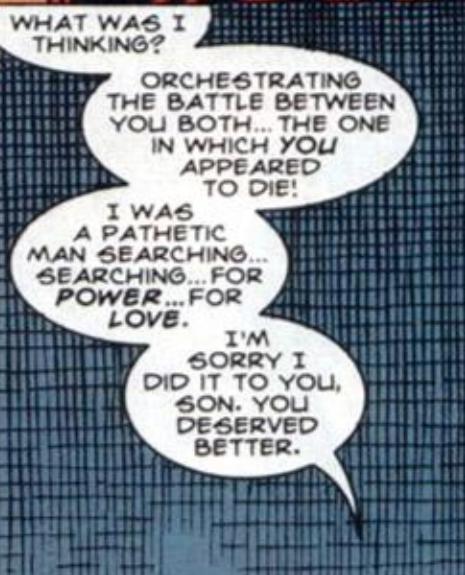
I WAS ONLY
WONDERING IF
ALL YOUR
PROTOTYPES
HAVE TO
DEGENERATE
LIKE THE
GUARDIAN
DID?

OKAY! I'LL DO IT. I'VE
LIVED TOO LONG WITH
THIS SIN.

COME
AND LISTEN
TO A STORY
ABOUT A MAN
NAMED
BEN--







*AMAZING #399 -- D.





AND ABOVE IT ALL
KAIN WATCHES...

...AND
WAITS.

HE WANTS NOTHING
MORE THAN TO JUMP
DOWN INTO THE FRAY...
TO KILL, BUT...

...HE WILL NOT...
CANNOT!

SO HE PUSHES HIS
ANGER DOWN DEEP
INSIDE, AND...

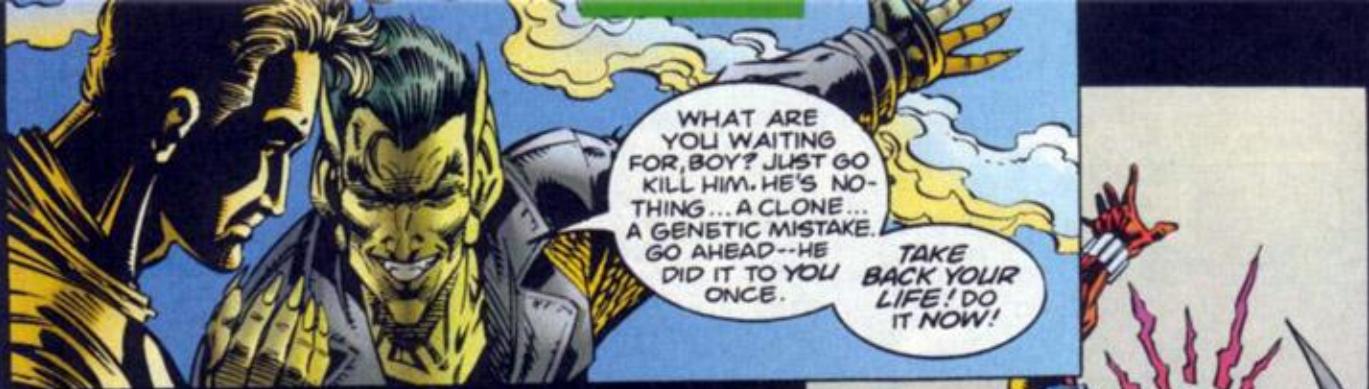
...WATCHES.

SOMETHING DEEP INSIDE
OF HIM PREVENTS HIM
FROM LASHING OUT.

BUT THE TIME IS
NEARING WHEN NOTHING
WILL HOLD KAIN BACK.

ONLY TO BE
WATCHED BY
ANOTHER.

SCRIBER.







SO NOW TELL ME, PETER... AND YOU ALWAYS WERE ONE OF MY TOP STUDENTS... EXACTLY WHAT PURPOSE WOULD TELLING THE TRUTH TO YOU HAVE SERVED THE HIGH EVOLUTIONARY?

Hmm?

INTERESTING. CAN'T THINK OF A THING... CAN YOU? ME NEITHER!

THERE ARE POWERS AT WORK HERE THAT YOU'LL NEVER UNDERSTAND.

NOW TRUST ME... YOU'RE THE REAL MCCOY, PETER.

YOU KNOW THAT IT'S THE TRUTH. BEN KNOWS IT'S THE TRUTH.

BELIEVE WHAT'S IN YOUR HEART.

TRUST ME. GO... TAKE GWEN.

HAVE THE LIFE YOU'VE ALWAYS DESERVED.

ALWAYS WANTED.

ALWAYS DESERVED.

PETER PARKER

Gwen Stacy

SPIDER-MAN



COME
ON, PETER...
YOU KNOW
YOU WANT
TO.

KISS
THE GIRL.
THAT'LL
PROVE IT
TO YOU.

SEE
IF THERE'S
STILL A LITTLE
SPARK LEFT IN
THE RELATION-
SHIP.

SURE YOU'RE
MARRIED. BUT ONE
LITTLE KISS? JUST
FOR OLD TIMES
SAKE?

I'LL
NEVER
TELL.

I
KNOW
IT'S NOT
YOU.

PLEASE,
PETER, DON'T
SAY THAT, IT
HURTS.

NO
MATTER WHAT
YOU SAY... I KNOW
IT'S REALLY
ME.

IT
WOULDN'T
MATTER IF YOU
WERE. I HAVE
MARY JANE...
ALINT MAY...
FRIENDS.

NO
MATTER WHAT
HE'S TRIED TO
DO TO ME... WHAT
HE'S TAKEN
FROM ME...

...WHETHER
I'M REAL OR
A CLONE...

...I
HAVE A
LIFE!

I'M
SORRY.

PETER...
DON'T...

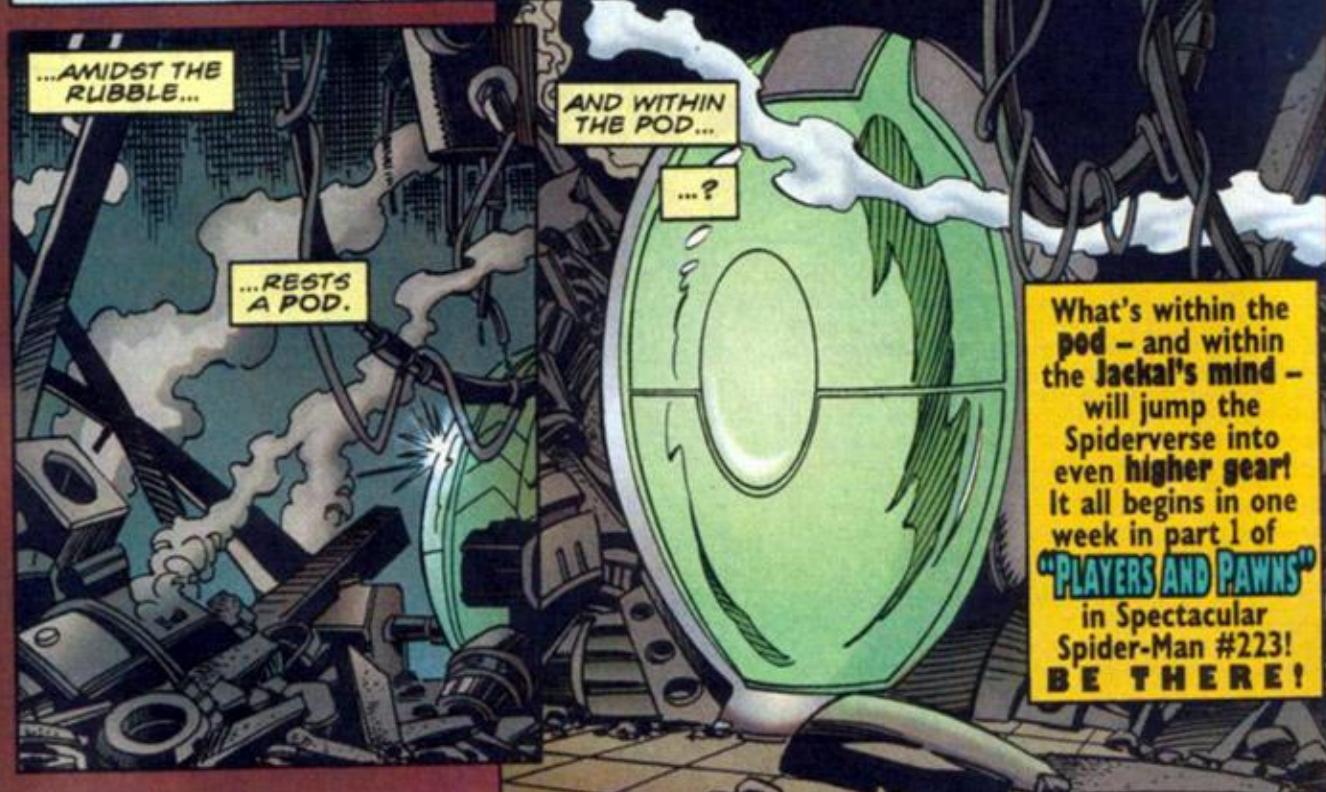












What's within the pod — and within the Jackal's mind — will jump the Spiderverse into even higher gear! It all begins in one week in part 1 of "PLAYERS AND PAWNS" in Spectacular Spider-Man #223! BE THERE!