

**MARVEL®  
ANNUAL**



**64 PAGES**

\$2.00 / \$2.50 CAN  
AMAZING SPIDER-MAN  
24 • 1990

APPROVED  
BY THE  
COMICS  
CODE  
AOA  
AUTHORITY

SPI-  
DEY'S  
TOTALLY  
TINY  
ADVENTURE  
PART  
**1**

# the AMAZING SPIDER-MAN®

GUEST STARRING **ANT-MAN™**

**OH,  
NO!**

SPIDEY'S  
BEEN  
REDUCED  
TO THIS!!



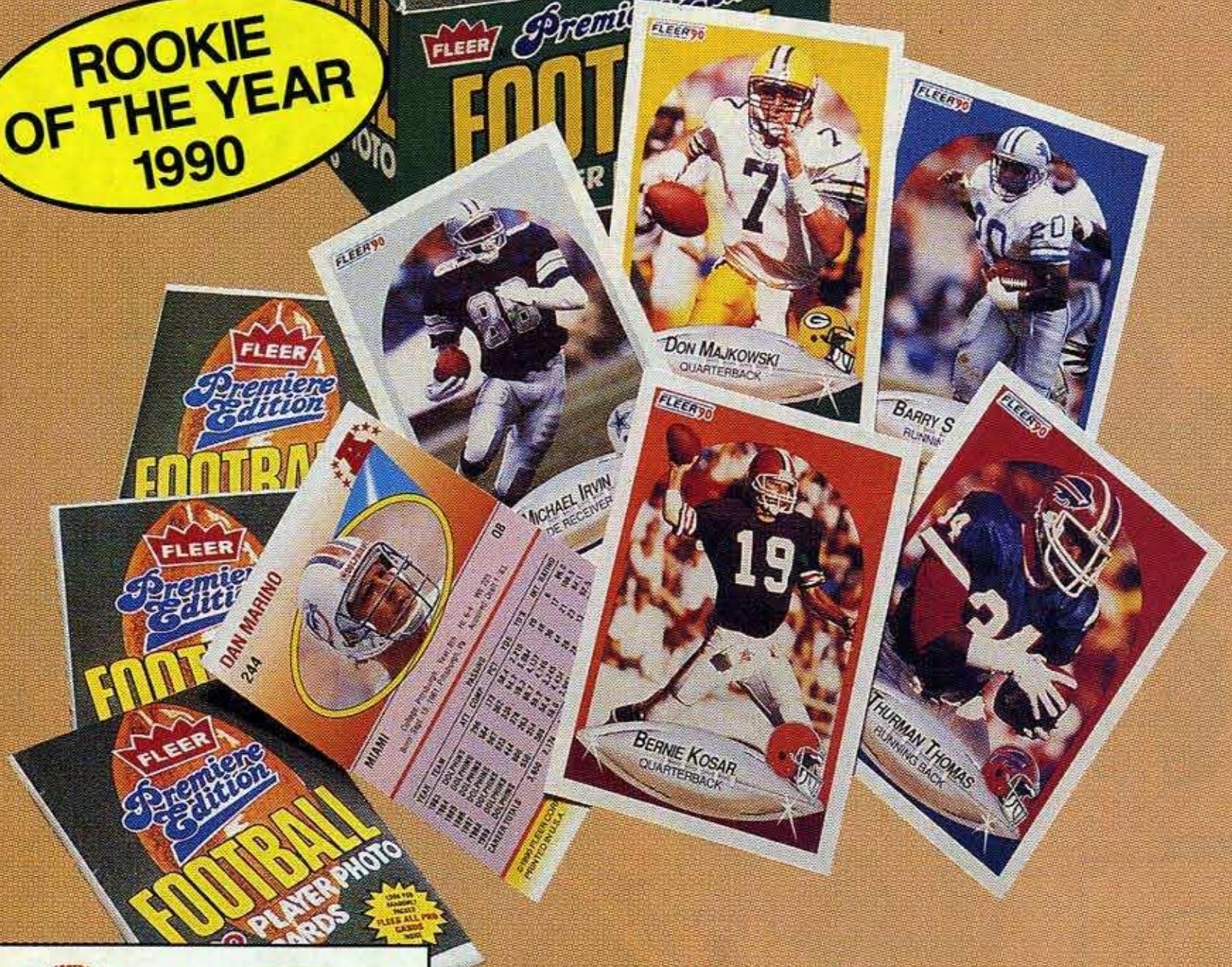
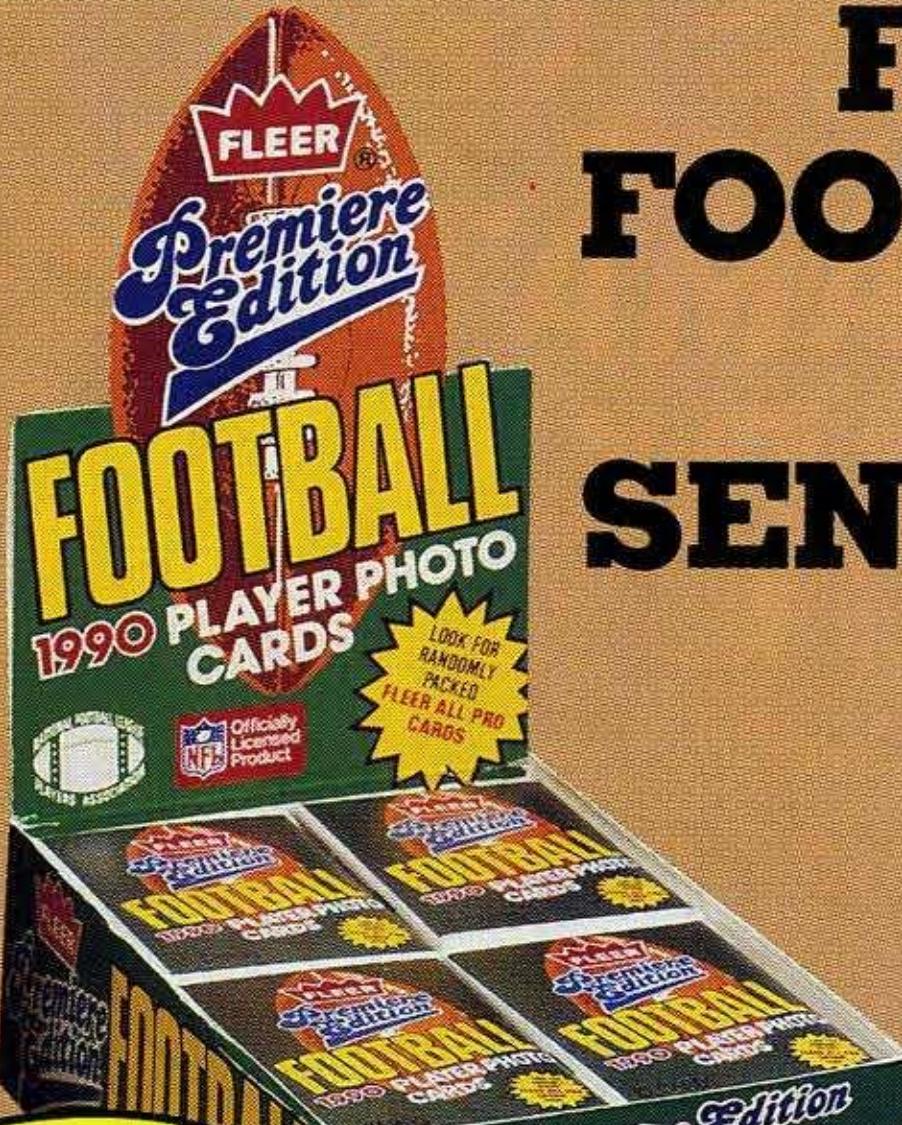
**BIG TROUBLE  
FOR LITTLE SPIDEY!**

TM & © 2006 MARVEL



# FLEER... FOOTBALL'S ROOKIE SENSATION!

ROOKIE  
OF THE YEAR  
1990



© FLEER CORP., PHILA., PA 19141

EXCITING 425 CARD ACTION-PACKED SET

- SPECIAL FLEER ALL PRO SERIES
- TOP ROOKIES, SUPERBOWL MVPs
- FULL COLOR, 2 PHOTO DESIGN

STAN LEE PRESENTS:

# the AMAZING SPIDER-MAN

## SPI-DEY'S TOTALLY TINY ADVENTURE PART 1

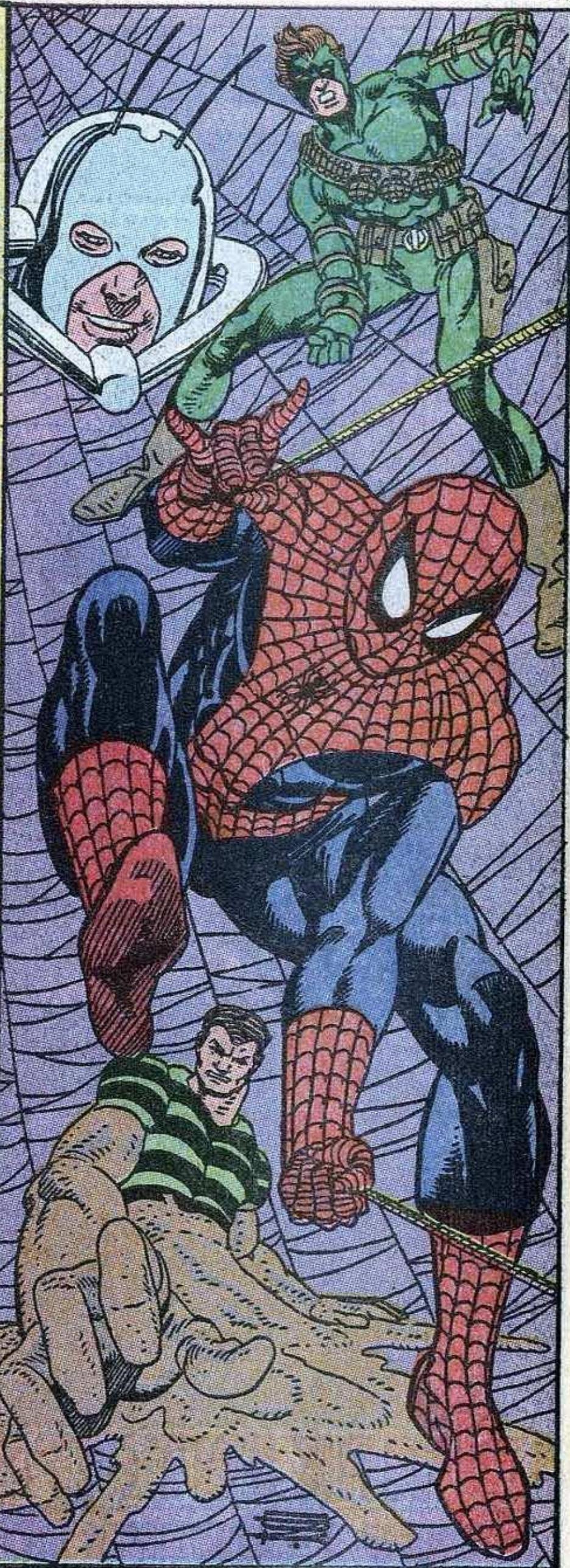
DAN CUDDY—assistant editor

JIM SALICRUP—editor

TOM DeFALCO—editor in chief

### CONTENTS

SPIDER-MAN and ANT-MAN in "QUARK ENTERPRISES, OR HONEY, I SHRUNK THE NON-MUTANT SUPER HERO" ..... by David Michelinie, Gil Kane and Rudy Nebres	2
SOLO in "THE MERCY BOMB" ..... by David Michelinie and Steve Ditko	31
SANDMAN in "A TIME TO CHOOSE" ..... by Tom DeFalco, J.M. DeMatteis, Mike Zeck and Dan Green	44
"PETER AND MJ's NEW PAD" ..... by Dan Cuddy and Eliot Brown	58
ANT-MAN in "AMAZING FANTASY" ..... by Tony Isabella and Steve Ditko	60



THE AMAZING SPIDER-MAN® ANNUAL, Vol. 1, No. 24, 1990. Published by MARVEL COMICS. James E. Galton, President; Stan Lee, Publisher; Michael Hobson, Group Vice President, Publishing. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. Published annually. Copyright © 1990 by Marvel Entertainment Group Inc. All rights reserved. Price \$2.00 per copy in the U.S. and \$2.50 in Canada. Printed in the U.S.A. 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 conditions that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. THE AMAZING SPIDER-MAN (including all prominent characters featured in the issue) and the distinctive likenesses thereof are trademarks of MARVEL ENTERTAINMENT GROUP INC.

"AT NEW YORK'S FOURTH ANNUAL  
"TOMORROW EXPOSITION," PETER  
PARKER (FREELANCE PHOTO-  
GRAPHER AND SOMETIME SPIDER-  
MAN)..."

--RISES TO THE  
OCCASION!

WULP!



**QUARK ENTERPRISES! OR  
HONEY, I SHRUNK THE NON-MUTANT  
SUPER HERO!**

I DIDN'T LIKE FLYING EVEN WHEN I HAD THE CAPTAIN UNIVERSE POWERS! AND WITHOUT THEM...

...IT'S A LITTLE STRANGE, MR. HEINBERG!

THE FUTURE IS ALWAYS STRANGE, MY BOY, UNTIL WE GET TO IT!

AND YOU'RE EXPERIENCING A LITTLE PIECE OF THE FUTURE, COURTESY OF CORDCO, INC.!

THIS IS AN EXAMPLE OF QUARK TECHNOLOGY! QUARKS BEING THE BUILDING BLOCKS OF MATTER, THE SMALLEST PARTICLES KNOWN TO EXIST!

BY EXCITING QUARKS IN THEIR ORBITS--

--WE'RE ABLE TO APPROXIMATE A NULL-GRAVITY STATE FOR A FEW SECONDS!

UNFORTUNATELY, THIS DEMONSTRATION COSTS AS MUCH AS LIGHTING NEW YORK CITY FOR A WEEK! SO PRACTICAL APPLICATION IS A GOOD DECADE AWAY.

BUT I'M SURE THE AUDIENCE CAN APPRECIATE THE STRIDES THAT CORDCO, INC. IS MAKING FOR THE WORLD!

3

# 4<sup>TH</sup> ANNUAL TOMORROW EXPOSITION

AS I TRUST  
THEY APPRECIATE  
YOUNG MR. PARKER'S  
COURAGE FOR  
VOLUNTEERING  
TO BE OUR WEIGHT-  
LESS GUINEA PIG!

IT WAS A  
PLEASURE,  
SIR.

AND I'M NOT  
KIDDING!

KLIK-WHRRR

SCIENCE HAS  
ALWAYS BEEN  
A PASSION FOR ME!

I FEEL LIKE  
A KID IN A  
CANDY STORE...

AND BEING ABLE TO  
MAKE A FEW BUCKS  
SELLING FREELANCE  
PHOTOS IS JUST ICING  
ON THE TWINKIE!

-- FULL  
OF FREE  
SAMPLES!

-- WILL REVOLUTIONIZE  
PEST CONTROL! IN FACT --

-- THE DOCTOR LEWIS  
AUTOMATIC INSECT  
ERADICATOR IS SO  
EFFICIENT --

-- THAT THE EXPO ITSELF HAS CHOSEN  
TO USE IT TO KEEP THEIR SHOW FREE  
OF UNWANTED ARTHROPODS!

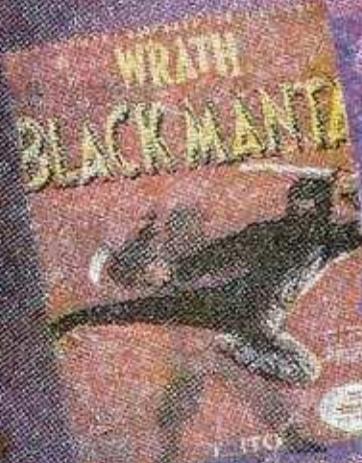
# NEVER BEFORE HAS A FORCE OF ONE BEEN SO POWERFUL!

INTRODUCING

## WRATH OF THE BLACK MANTA

Crime and kidnapping have put a death grip on New York, Tokyo and Rio. A solitary figure strives to squash the misguided dealings of a bunch of underhanded terrorists bent on kidnapping innocent kids. Only the Black Manta possesses the powers that can save them.

- Master the awesome power of ten magical traps created just for you
- Gather clues that allow you to track down the evil drug lord
- Eliminate international terrorists
- Sensational color graphics
- Exciting sound effects
- Extremely challenging



Adventure!  
Action!  
Thriller!  
Intrigue!



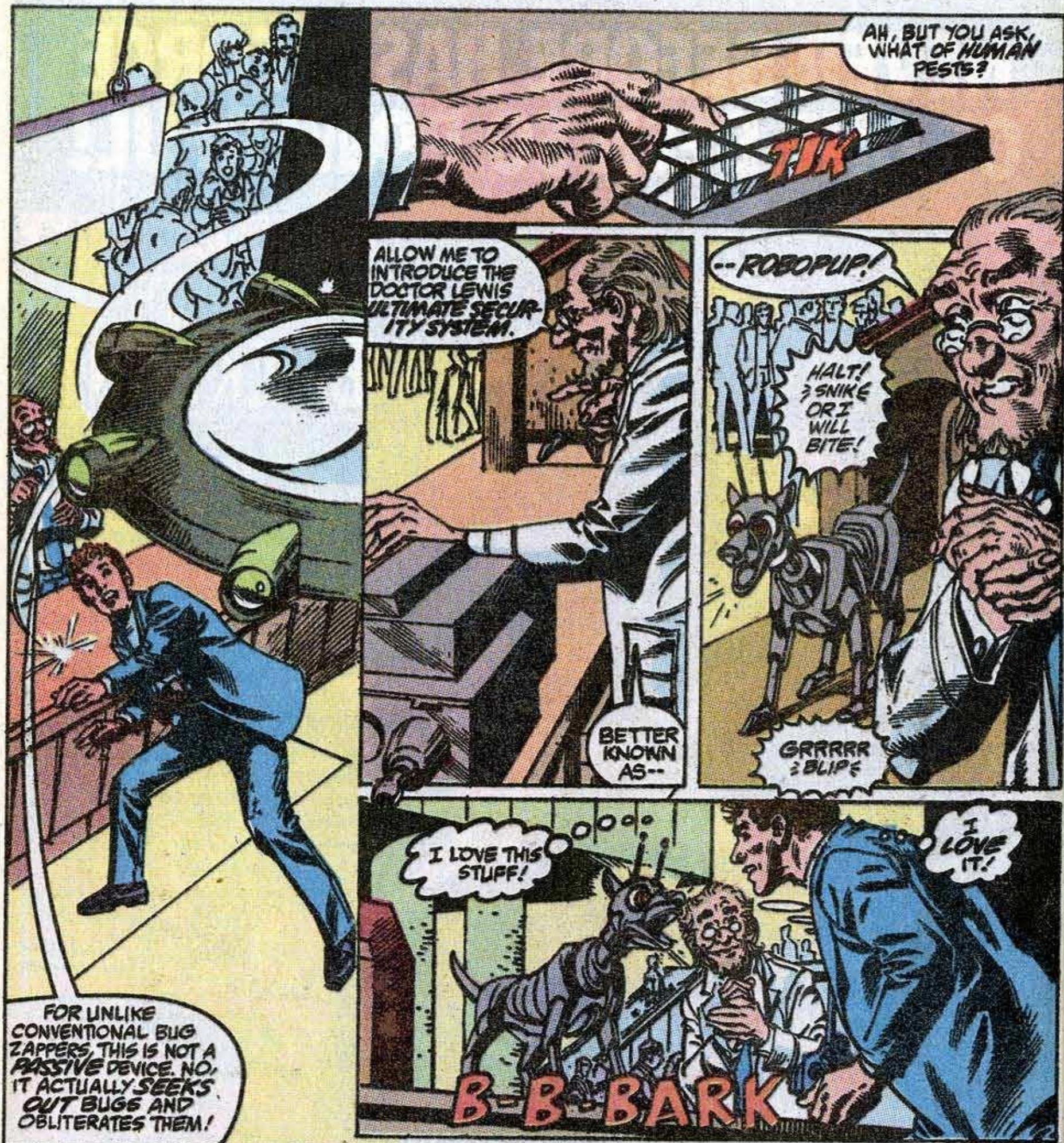
Rated 4 out of 5 for graphics and sound, challenge and theme/fun on the Power Player Meter!

Nintendo Power, March/April 1990

**TAITO**  
THE ONLY GAME IN TOWN™



267 Water Esplanade North Vancouver, B.C., Canada V7N 1A3  
If you cannot find this product at your local retailer, Visa/MasterCard holders can order direct in the U.S. or Canada by calling toll-free 1-800-688-2656. Taito®  
The Only Game in Town™ and Wrath of the Black Manta™ are trademarks of Taito America Corporation. Taito © 1990. All rights reserved. Nintendo®,  
Nintendo Entertainment System®, Nintendo Power™ and Nintendo World Championships™ are trademarks of Nintendo of America Inc. © 1990 Nintendo of  
America Inc.



AND, SPEAKING  
OFLATE--

HEY,  
BUDDY! EXPO  
CLOSES IN FIVE  
MINUTES!

NUTS!

CAB FROM THE  
AIRPORT GOT CAUGHT  
IN TRAFFIC! I DIDN'T  
EVEN TAKE TIME TO  
DUMP MY LUGGAGE  
AT THE HOTEL--

AS FAR AS THE I.R.S. IS  
CONCERNED, THIS IS A  
"BUSINESS TRIP."

-- AND  
I'M STILL  
CUTTING  
IT CLOSE!

FACT-FINDING  
FOR THE ELEC-  
TRONICS STORE  
I RUN IN  
CALIFORNIA!

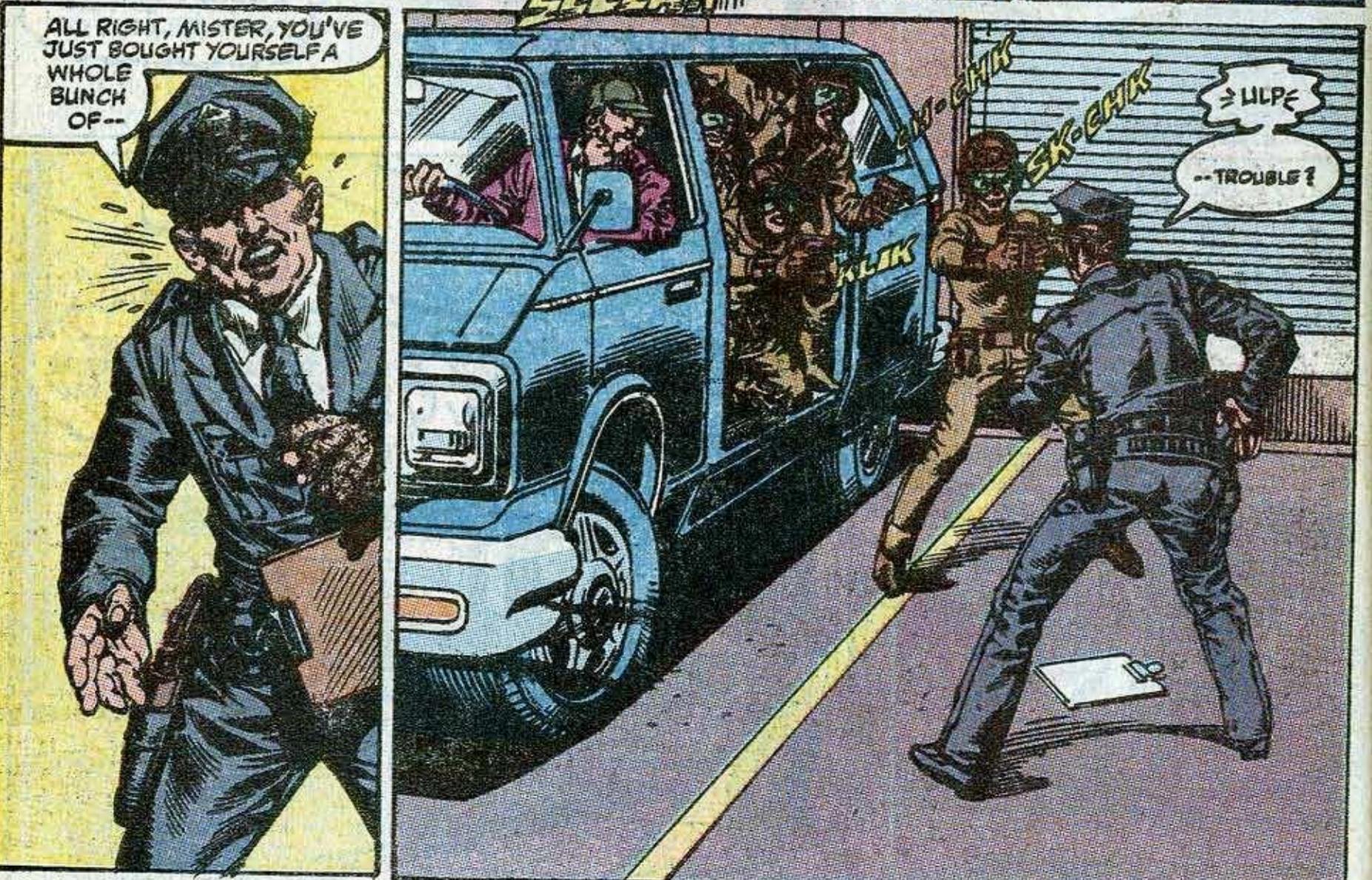
-- MEET SCOTT  
LAND!

BUT TRUTH  
TO TELL, I WANTED  
TO CHECK OUT ALL  
THE NEW TOYS WHILE  
CASSIE SPENT HER  
SCHOOL VACATION  
WITH RELATIVES!

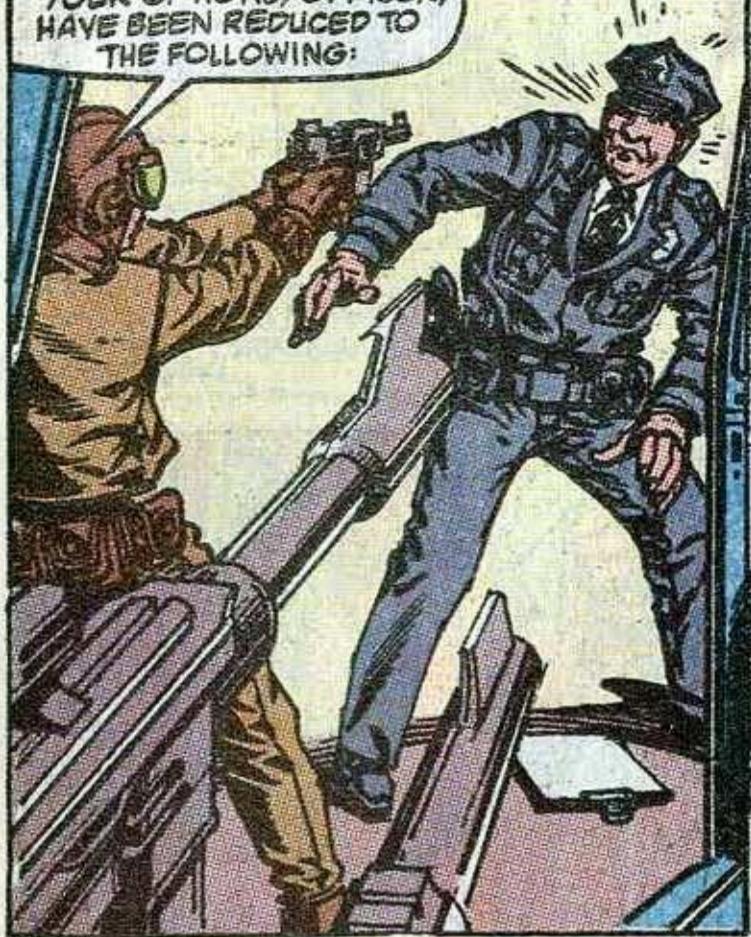
## 4<sup>TH</sup> ANNUAL TOMORROW EXPOSITION

BLAST!  
THEY'VE ALREADY  
SHUT DOWN THE  
QUARK EXHIBIT!  
THAT'S WHAT I  
REALLY WANTED  
TO SEE!

DARN! GUESS I'LL JUST  
HAVE TO WAIT TILL TOMORROW.  
UNLESS... HMM. LIKE THE OLD  
SAYING GOES: WHERE  
THERE'S A WILL--



YOUR OPTIONS, OFFICER,  
HAVE BEEN REDUCED TO  
THE FOLLOWING:



YOU MAY  
BREATHE THIS  
CHLOROFORM--

--OR YOU  
MAY STOP  
BREATHING  
AT ALL!

AH, LIFE:  
DECISIONS,  
DECISIONS.

SOME, APPARENTLY, MADE  
MORE EASILY THAN OTHERS...!



HEADPHONES  
IN PLACE?

BODY  
ARMOR  
SET?

SEHR GUT.  
IF THAT QUARK  
MACHINE IS AS GOOD  
AN ENERGY SOURCE  
AS THEY SAY--

-- THEN SURELY ITS  
SECRETS CAN BE APPLIED  
TO WEAPONS  
TECHNOLOGY.

AN ADVANTAGE  
MANY COUNTRIES WILL  
PAY HANDSOMELY  
TO OBTAIN!



-- THAT IT IS TO  
US THAT SUCH  
PAYMENT IS  
MADE!

INSIDE.

MARY  
JANE?  
ME.

UH-HUH, I'M  
RUNNING LATE.

NO, I STILL HAVE TO  
DROP SOME FILM OFF  
AT THE NEWSPAPER.

DARN. WE'RE  
TAPING A LOVE  
SCENE FOR  
"SECRET HOSPITAL"  
TOMORROW--

-- AND I WAS  
HOPING YOU COULD  
HELP ME REHEARSE.  
HURRY HOME?

HEAR THOSE  
FOOTSTEPS  
ON THE  
STAIRS?

THAT'S  
ME!

HMM, I CAN  
TRAVEL FASTER AS  
SPIDER-MAN.  
BUT WHERE CAN  
I CHANGE?

THIS  
LOOKS LIKE A  
GOOD PLACE  
TO CHANGE!

I CAN DO A LOT OF  
PRIVATE SIGHTSEEING  
ONCE I GET DOWN TO  
ANT-SIZE!

PERFECT!  
NO ONE'S  
LOOKING!



# UNCANNY ACTION



THE UNCANNY

# X-MEN



X-Men® fans! N

the fantastic gang of he

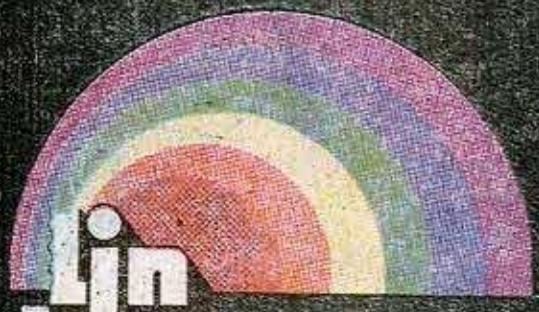
Wolverine,™ Cyclops,™ Nightcra

Storm,™ Colossus,™ Ice Man™ ...are

your command to save the entire human

As Professor Xavier, you must choose the rig

X-Men to complete your colossal mission—to stop th  
evil mutants. For uncanny and explosive Nintendo®  
action and strategy, X marks the spot!



LTD.

Licensed by Nintendo  
for play on the

Nintendo  
ENTERTAINMENT  
SYSTEM

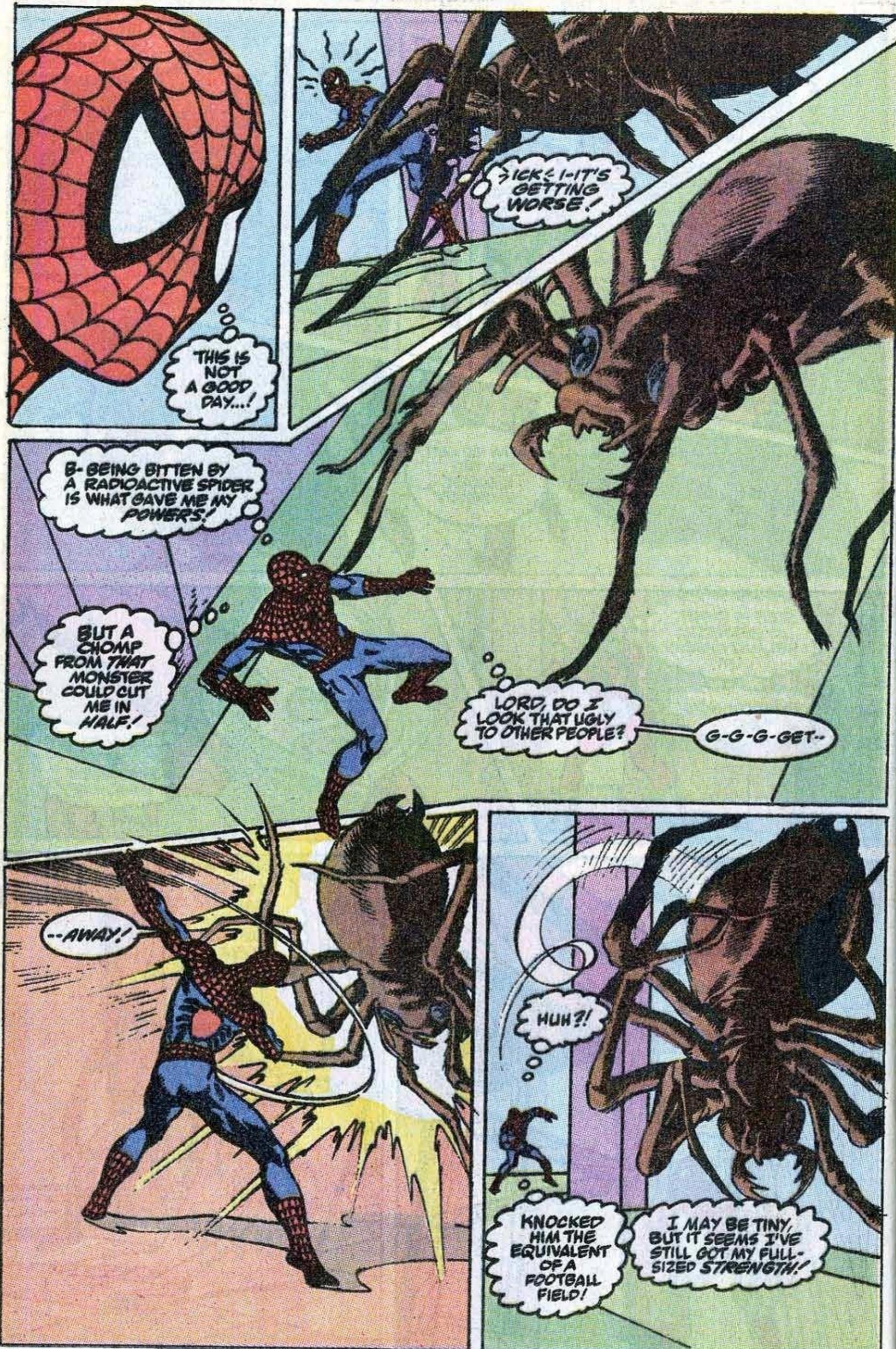


COMING SOON  
FOR GAME BOY

the AMAZING  
SPIDER-MI

TM & © 1990 LJN, Ltd. X-MEN. Copyright © 1988 Marvel Entertainment Group, Inc. All Rights Reserved. X-MEN, CEREBRO,™ WOLVERINE,™ CYCLOPS,™ NIGHTCRAWLER,™ STORM,™ COLOSSUS,™ ICE MAN,™ MARVEL SUPER HEROES! and Marvel Character names and likenesses are trademarks of Marvel Entertainment Group, Inc. All Rights Reserved. Nintendo and Nintendo Entertainment System are registered trademarks of Nintendo of America Inc.





UH-OH. LOOKS LIKE MY NAMESAKE'S SCRABBLING BACK FOR ROUND TWO!

BUT SINCE HE  
DOESN'T POSE  
ANY REAL  
DANGER--

THWAPP

--THERE'S NO SENSE IN  
HARMING HIM!

THWAPP

GOT TO  
RACK MY  
BRAINS!  
FIGURE  
OUT WHAT'S  
HAPPENED!

HOW  
COULD I  
POSSIBLY  
HAVE  
GOTTEN  
SO--

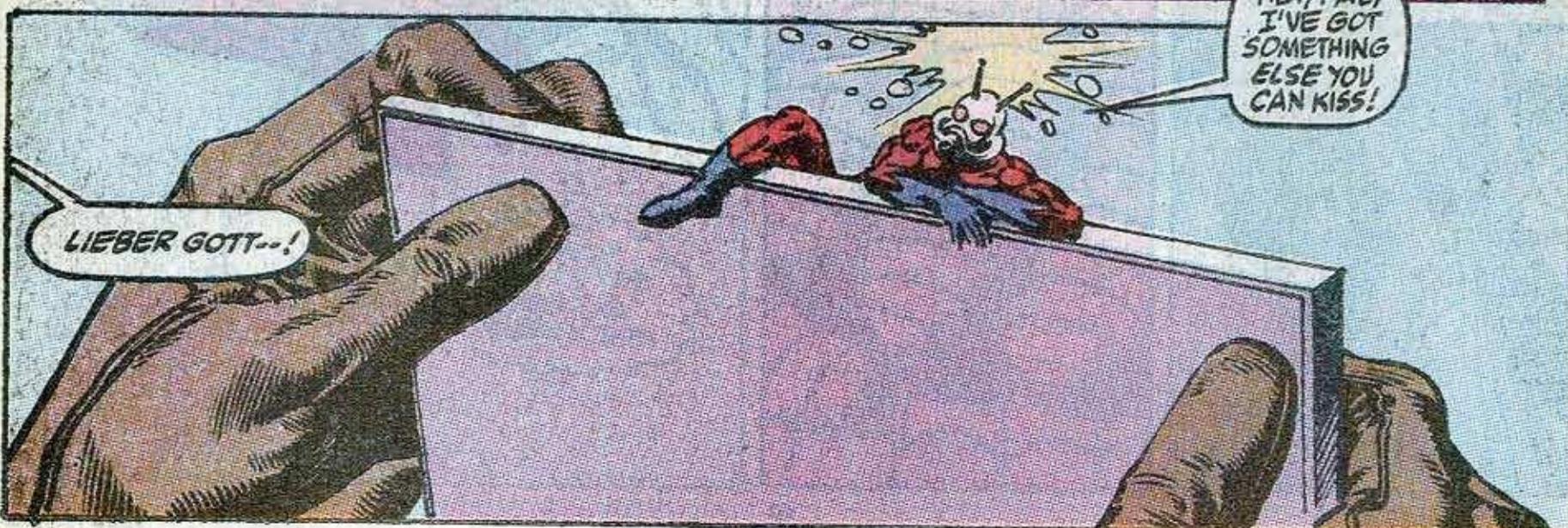
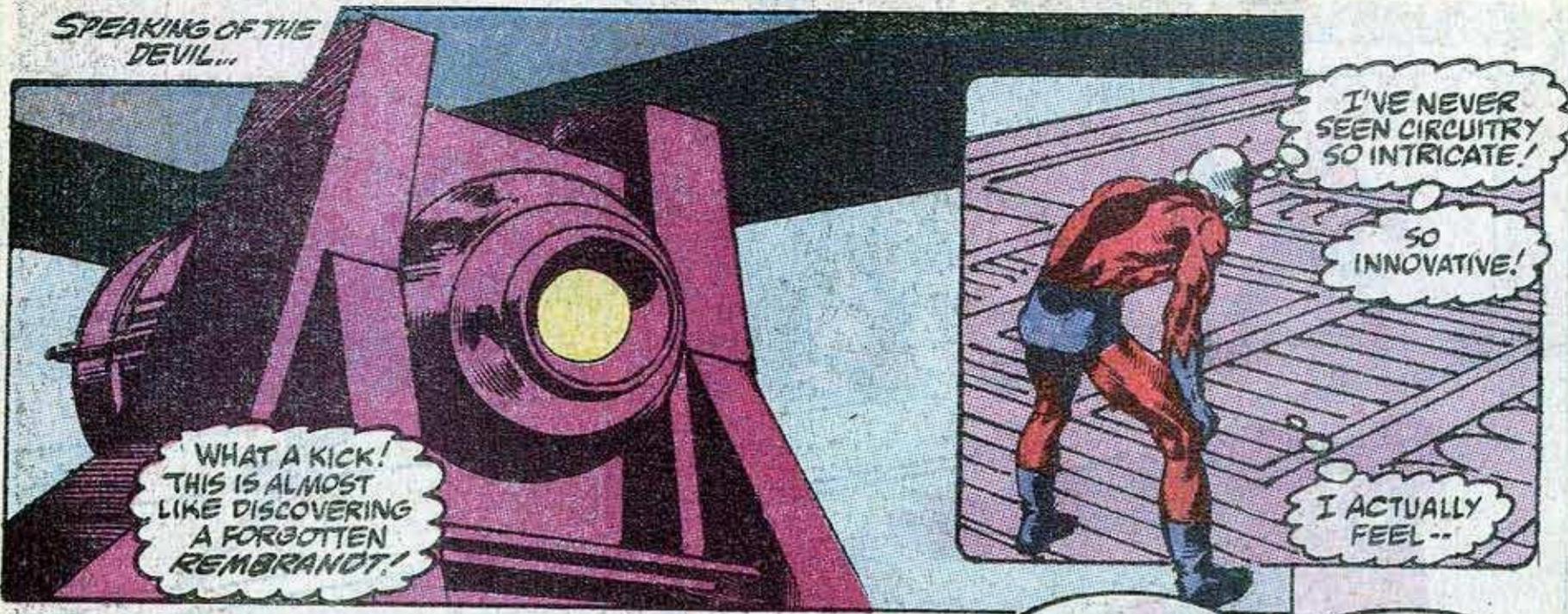
QUARKS!

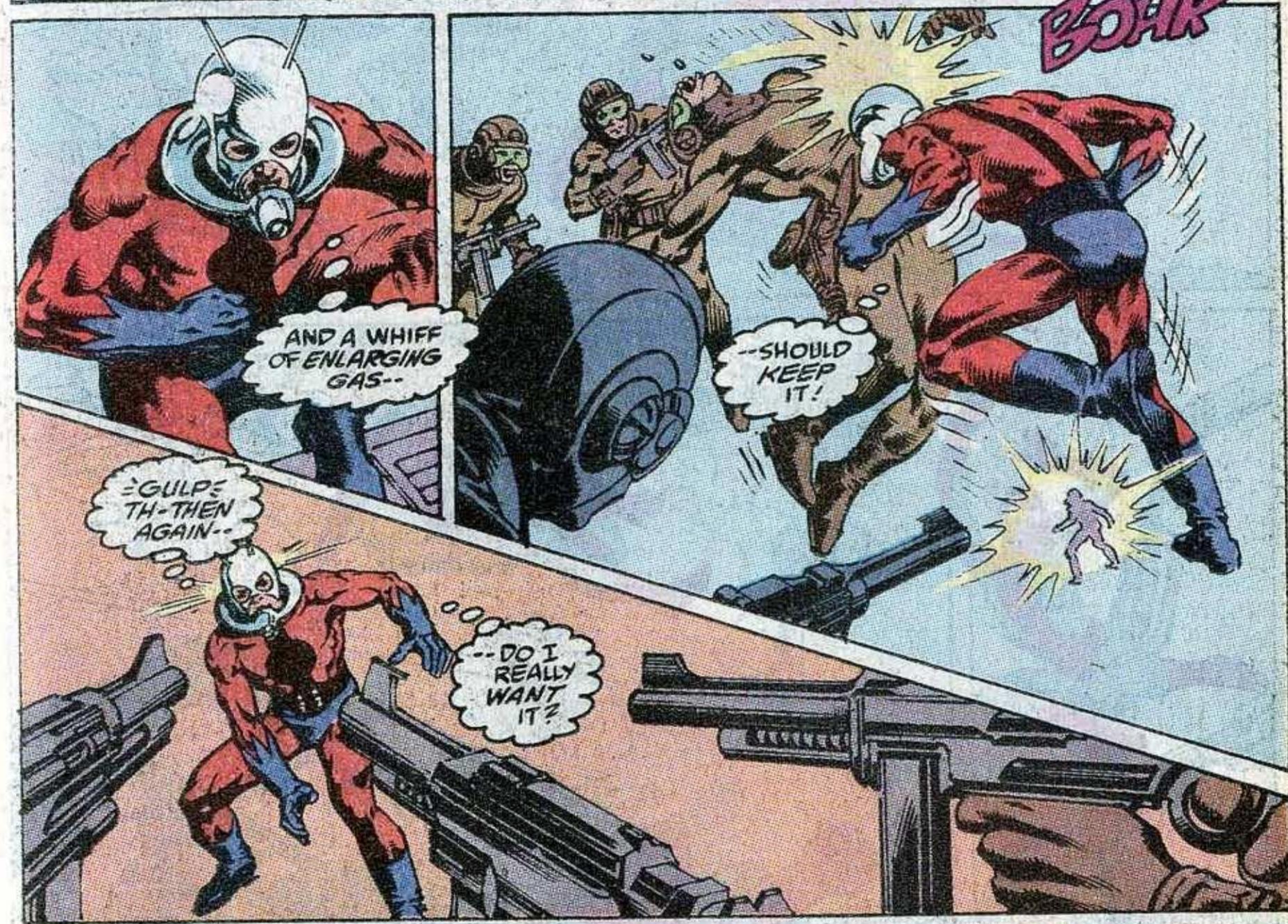
SOMETHING MUST  
HAVE HAPPENED  
DURING THAT  
DEMONSTRATION!

QUARKS  
ARE TINY  
PARTICLES,  
AND NOW  
I'M A TINY  
PARTICLE!  
I'VE GOT  
MY CLUE!

NOW TO  
GET TO THE  
QUARK  
MACHINE!

SPEAKING OF THE  
DEVIL...







MY BRAIN POWER  
HASN'T SHRUNK, AND  
THAT'S ALL I NEED!

SIMPLE PHYSICS TELLS ME  
THAT A LITTLE  
LEVERAGE--

--APPLIED  
TO THAT  
CONTRAP-  
TION'S  
MOMEN-  
TUM--

--SHOULD SOLVE  
THE PROBLEM--

--FOR  
ME!

SWEEEEEET

AW, GEEZ, WHAT NOW--  
MECHANICAL BEES?!

BACK-UP  
SYSTEM  
ENGAGED!

FIRING  
PROJECTILES!  
PROBABLY  
MEANT TO  
IMPALE FLYING  
INSECTS!

UH...

LIKE  
ME!

...BYE!

ONE OF ME--LOTS OF  
THEM! KINDA LIMITS  
MY OPTIONS! BETTER  
TAKE THE MONEY--

--OR IN  
THIS CASE,  
THE CIRCUIT  
BOARD--

--AND  
RUN!

EEYOWP!

Send \$1 for our huge catalog!  
Or FREE with any order!

# SPIDER-MAN

All new Spiderman #1 - written, pencilled and inked by Todd McFarlane!  
Reg. \$1.75 - Our Price Only .99!



Spider-Man © Marvel, 1993

## COLLECTIBLES

Avengers Button Set (6) (Reg. \$8)	4.95
Punisher, Spidey, or Wolf Button	1.50
Punisher or RoboCop Model	29.95
Punisher or Wolf Bendable	6.95
PVC Collectible Figures	4.00
Batman, Punisher, Robin, Wolverine	
★ Set of all 4 PVCs (Reg. \$16)	9.95
Robocop II Movie Card Set	19.95
Turtles Ltd Card Set (Reg. \$20)	14.95

GAMES

Aliens Boardgame	21.95
Batman Nintendo	54.95
Batman Roleplaying Game	9.95
Batman Sourcebook (2nd Edit)	11.95
Marvel Superhero Game	15.00
Marvel Univ. Handbooks 1-6	15.95
Punisher Game (IBM only)	39.95
Turtles Basic Rules	11.95
X-Men Nintendo	54.95

## POSTER SALE

## SPECIALS

	<b>Reg./Sale</b>	<b>Reg./Sale</b>
Avengers (Group)	4.95/3.95	<b>Batman: Archives HC</b> ... 39.95/ <b>29.95</b>
Batman: Arkham Asylum	8.00/4.95	Contains rare Batman stories! 306 pgs!
Capt. America (Painted)	4.95/3.95	<b>Batman: Digital Just HC</b> .. \$25/ <b>19.95</b>
Daredevil (Miller)	4.95/3.95	Futuristic thriller! Computer generated!
Hulk (Painted - Nice!)	4.95/3.95	<b>Black Widow</b> (New!) ..... 9.95/ <b>7.95</b>
Iron Man (Moebius)	4.95/3.95	New! Features Avengers, Shield, more!
Nick Fury/Wolverine	4.95/3.95	<b>Comic 1990 Price Guide</b> \$15/ <b>11.95</b>
Punisher: Movie	4.95/3.95	502 pg! Include photos, prices & more!
Pun: Target Practice (Zeck)	4.95/3.95	<b>Deathlok 1.2</b> ..... 3.95/ <b>3.45</b>
Pun: Urban Shootout (Zeck)	4.95/3.95	The real "Man of Steel" returns! Nice!
RoboCop Movie	4.95/3.95	<b>History of Comic Books</b> 12.95/ <b>10.95</b>
Silver Surfer (Painted)	4.95/3.95	20 fully illustrated chapters! 320 pages!
Simpson Family	4.95/3.95	<b>Punisher: Movie</b> ..... 5.95/ <b>4.95</b>
Submariner (Painted)	4.95/3.95	Finally available! A 48 page adaption!
Turtles (Group)	4.95/3.95	<b>Punisher: No Escape</b> ..... 4.95/ <b>3.95</b>
Turtles Movie	4.95/3.95	All new violent 48 page deluxe!
Wolverine (Miller)	4.95/3.95	<b>Sandman Trade</b> ..... 12.95/ <b>9.95</b>
Wolverine vs. Hulk (McFarl)	4.95/3.95	Highly acclaimed! 256 pages!
X-Factor (Simonson)	4.95/3.95	<b>Silv Surfer: Enslavers HC</b> .. \$17/ <b>14.95</b>
X-Men (Art. Adams)	4.95/3.95	By Stan Lee! Great 64 pg hardcover!
Kelly Bundy (Hot!)	4.95/3.95	<b>Turtles Collection 1</b> ..... 19.95/ <b>16.95</b>
Traci Lords III (Hot!)	4.95/3.95	

## T-SHIRTS

(High quality Cotton. Indicate L or XL!)	
Bat Logo on Black (Reg. \$13)	6.50
Batman on Black (Reg. \$13)	6.50
Joker on Black (Reg. \$13)	6.50
Punisher w/ Bloody on Black	12.95
Punisher Death Logo on Black	12.95
RoboCop on Black	12.95
Simpson Family (Nice!)	12.95
Spiderman #1 Cover (McFarl)	12.95

# X-MEN

Pun: Assassin's Guild	9.95	Captain Britain Trade	14.95
Pun: Big Nothing HC	16.95	Dazzler: The Movie	9.95
Punisher: Intruder HC	14.95	Excalibur: Mojo Mayhem	2.95
Punisher Movie Adapt.	4.95	Excalibur: Origin	4.50
Punisher Movie Poster	3.95	Havok & Wolverine 1-4	4.50
Punisher: No Escape	3.95	Longshot Trade	16.95
Pun. Origin (Classic)	4.95	Wolverine: Jungle Advent	4.50
Pun. Trade (Mini-Series)	12.95	Wolverine: Saga 1-4	4.50
Punisher vs. Daredevil	5.95	Wolverine Trade	9.95
Punisher vs. Wolverine	5.95	Wolverine Vs. Hulk	3.95
		Wolverine Vs. Nick Fury	12.95
		Wolverine Vs. Punisher	5.95
		Wolverine Vs. Spider-Man	3.95
		X-Factor: Prisoner of Love	3.95
		X-Men: Asgardian Wars	14.95
		X-Men: Days Future Past	4.95
		X-Men: From the Ashes	14.95
		X-Men: Graphic Novel	9.95
		X-Men: Phoenix Saga	9.95
		X-Men: Savage Lands	9.95
		X-Men: Stargimmers 1-2	3.95

# RoboCop

# X-MEN

Captain Britain Trade	14.95
Dazzler: The Movie	9.95
Excalibur: Mojo Mayhem	2.95
Excalibur: Origin	4.50
Havok & Wolverine 1-4	4.50
Longshot Trade	16.95
Wolverine: Jungle Advent	4.50
Wolverine: Saga 1-4	4.50
Wolverine Trade	9.95
Wolverine Vs. Hulk	3.95
Wolverine Vs. Nick Fury	12.95
Wolverine Vs. Punisher	5.95
Wolverine Vs. Spider-Man	3.95
X-Factor: Prisoner of Love	3.95
X-Men: Asgardian Wars	14.95
X-Men: Days Future Past	4.95
X-Men: From the Ashes	14.95
X-Men: Graphic Novel	9.95
X-Men: Phoenix Saga	9.95
X-Men: Savage Lands	9.95
X-Men: Starjammers 1-2	3.95

# AMERICAN

**Box 470-M25  
Gainesville, VA 22065  
(703) 347-7281**

1. Satisfaction **guaranteed** !
  2. Items guaranteed in VF-NM.
  3. Prices are per each item!  
(EX. Tick 1-3 are \$2 per issue)
  4. Minimum order \$18
  5. Please try to list at least \$5 in second choices alternatives
  6. Enclose check or money order. Please. Payment in U.S. funds only. No CODs!
  7. Call, write or FAX credit card orders. Phone 9am-6pm EST  
(Fax # 703-347-2156)
  8. U.S. add \$2.95 for shipping  
Can \$4.95. Foreign \$6.95  
Add \$1 for Insurance
  9. Add \$1 if ordering posters.

SIMPSON FILM © 20th Century Fox, 1990

# TEENAGE MUTANT NINJA TURTLES

Collection 1 (Iss 1-11)	16.95
Graphic Novels 1-4	9.95
Shell Shock (New!)	12.95
Tales of Turtles (New!)	14.95
Turtles Button Set (6)	6.95
Turtles Lim. Card Set	14.95
Turtles Lim Edit Portfolio	9.95
Turtles Movie Adaption	4.95
Turtles Videos Vol 1-6	14.95

## **COMIC SUPPLIES**

25 Backing Boards \$1.95  
100 Sheet + Boxes \$2.95

100 Plastic Bags \$3.95

## GrabBags

**BATMAN GRAB BAG - \$4.95**

(Contains over 20 Batman comics and collectibles! A \$25 value! Incredible!)

**INVESTMENT BAG** - ..... \$7.00

**BIG SURPRISE BAG - ..... \$15.00**



GOT IT! NOW TO  
GET IT AWAY  
BEFORE--

HE HAS THE  
BOARD!

ACTIVATE  
A MAG  
PACK!

"MAG  
PACK?"

MAG-  
NUM?

MAG-  
NETIC?

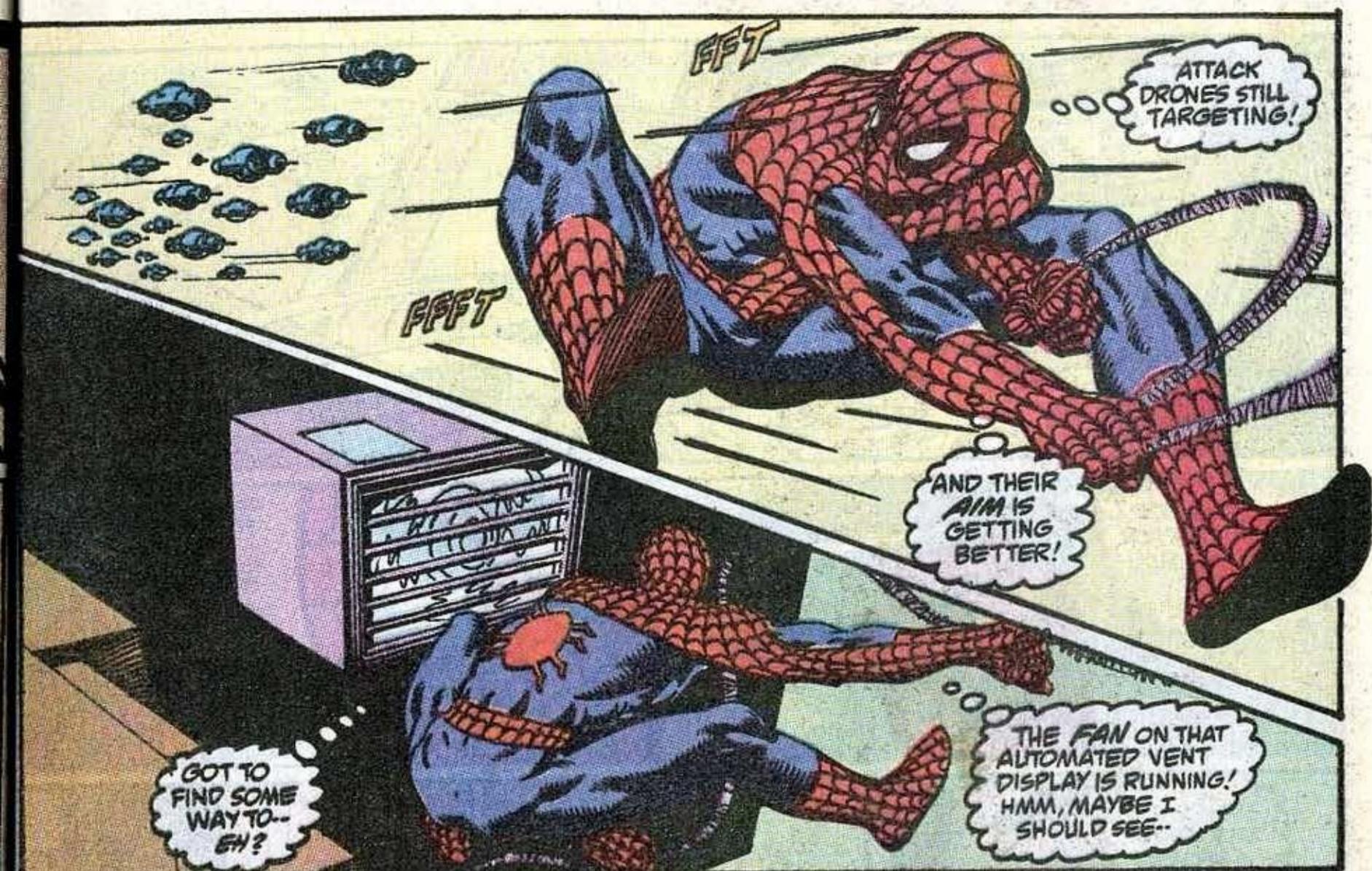
MAG-

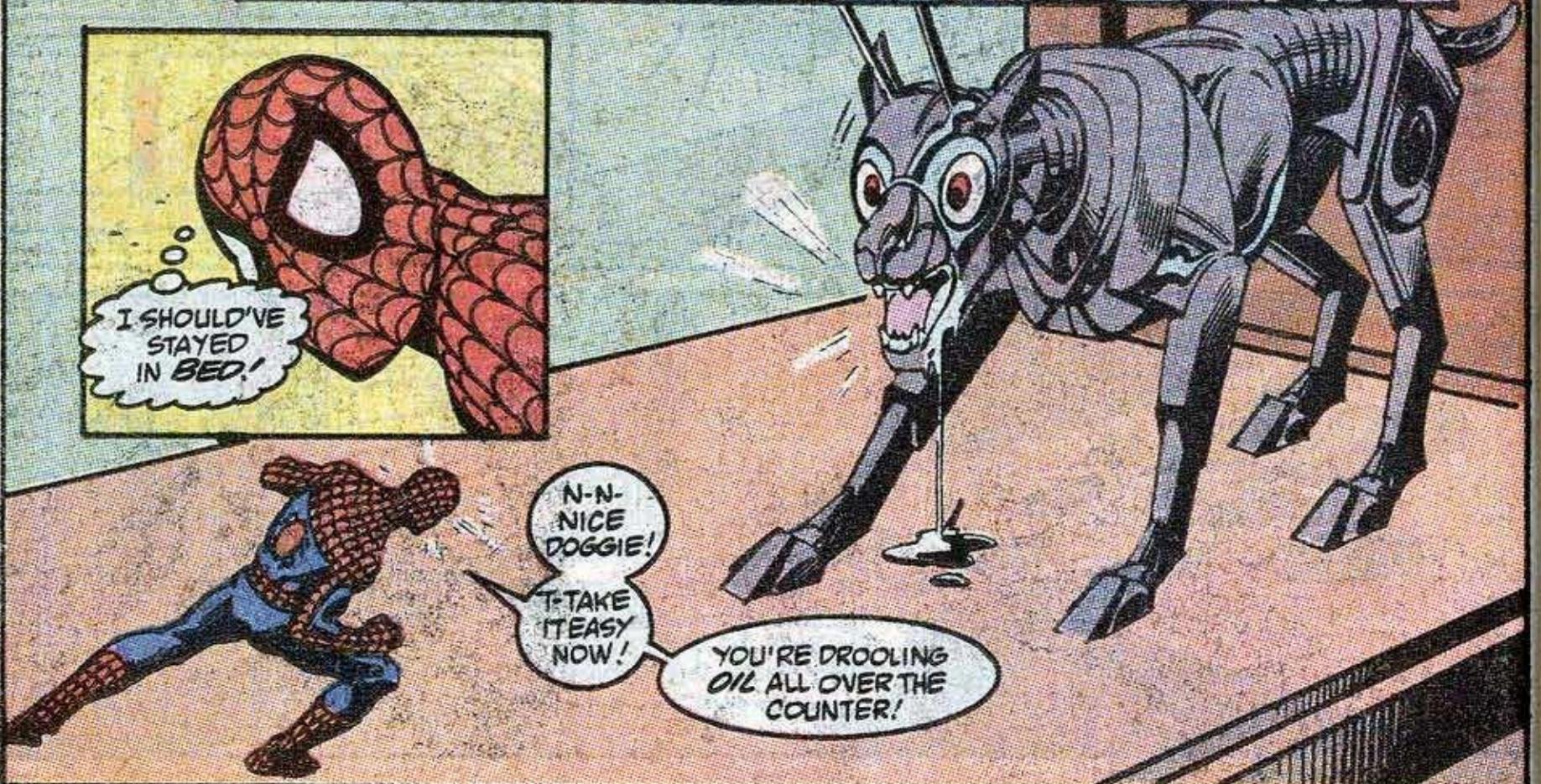
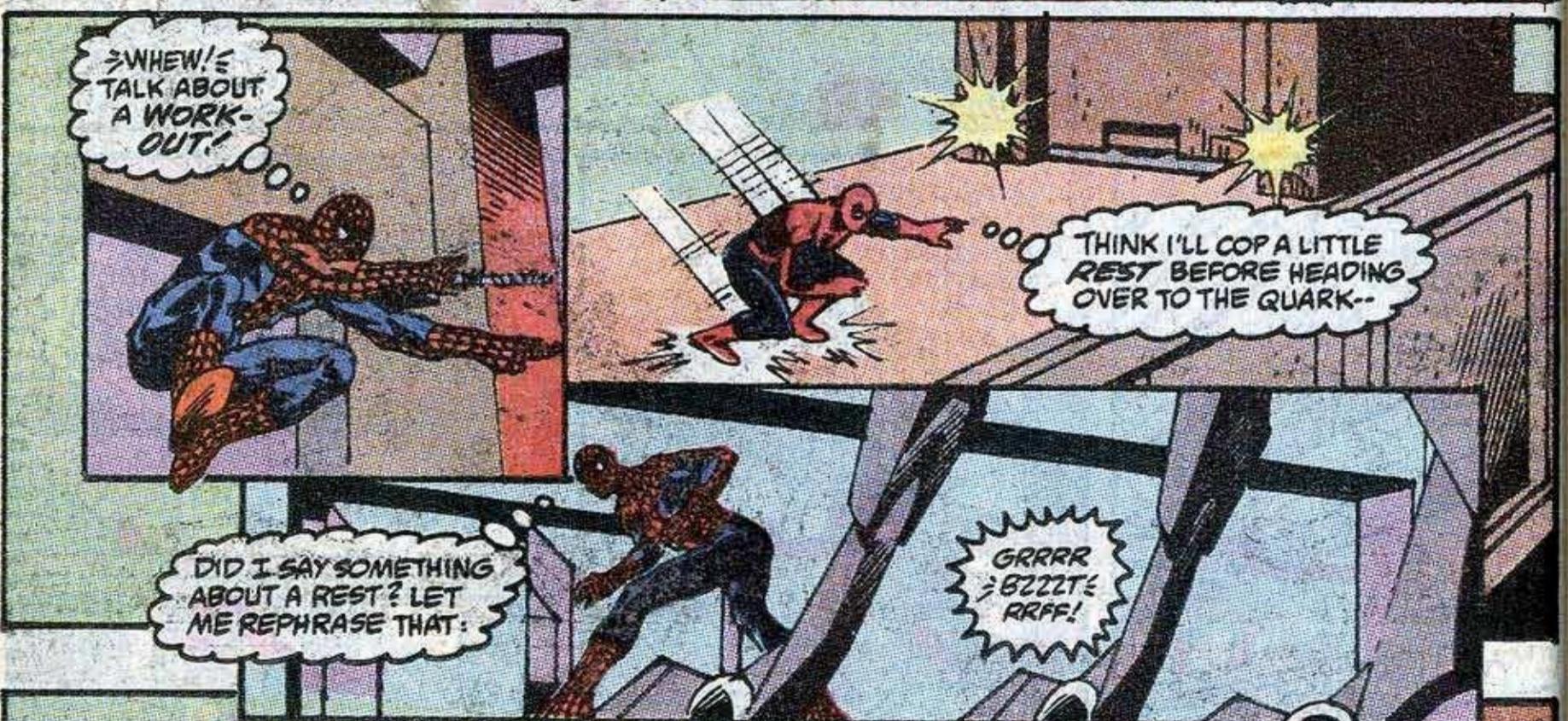
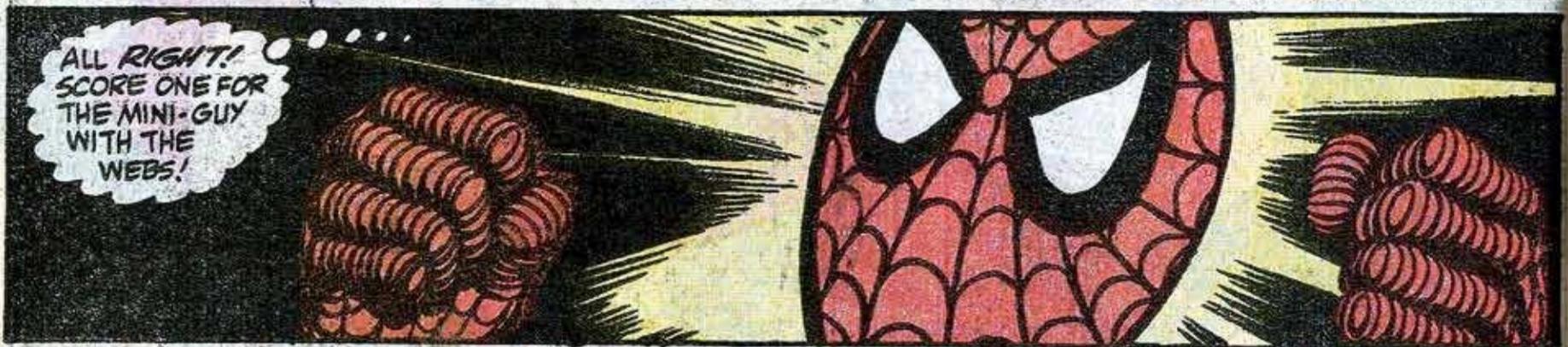
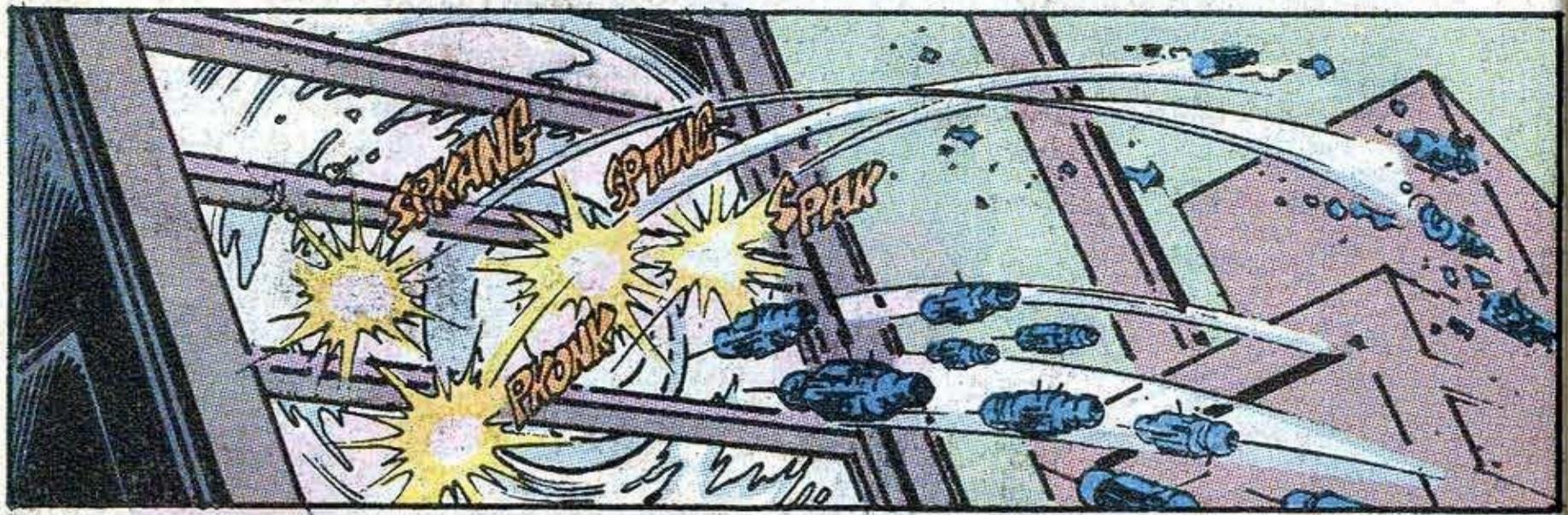
FAST

-NESIUM!

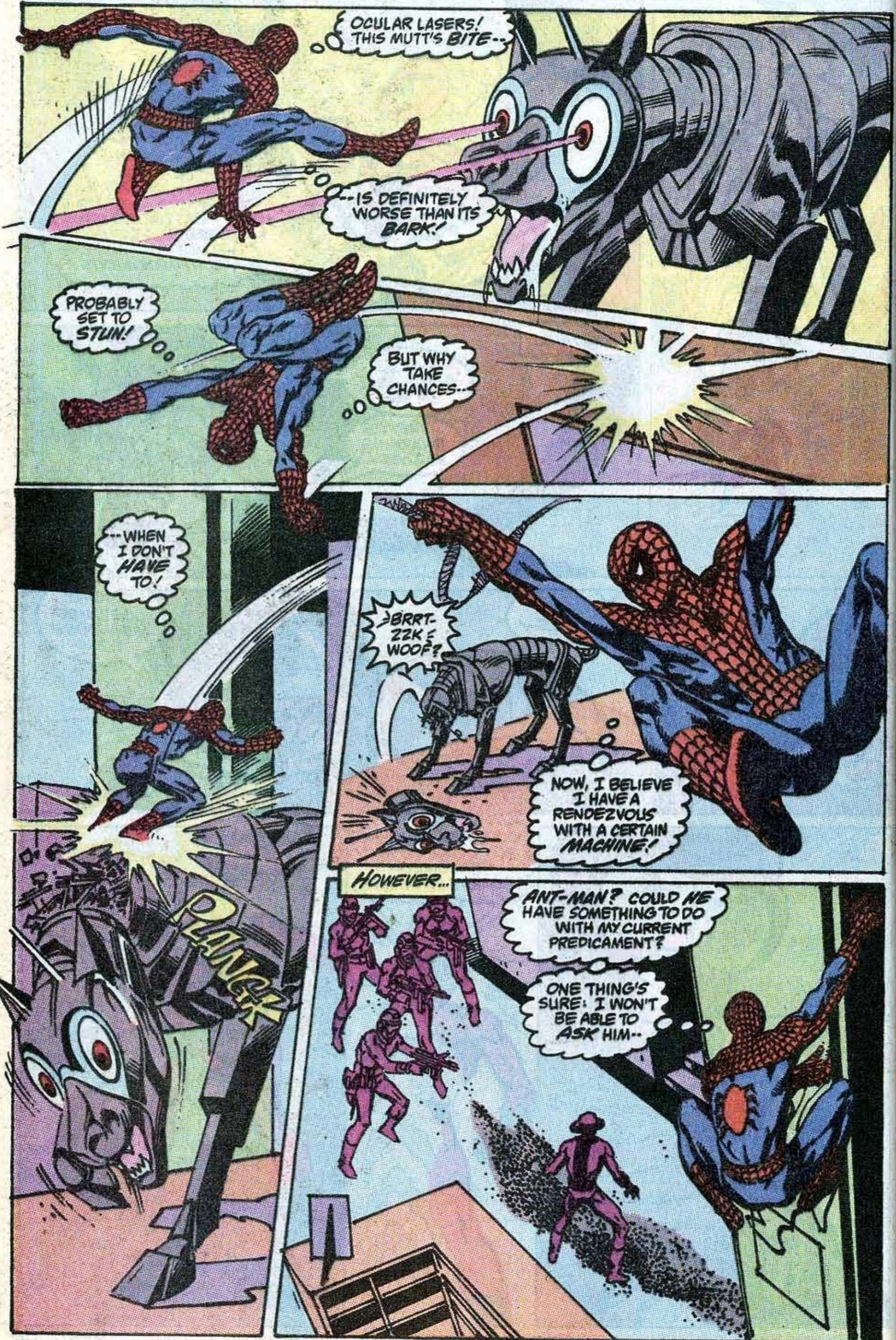
M-MAGNESIUM  
FLARE! LIKE A  
FLASH BULB  
GONE NOVA!

I CAN'T  
SEE!









Read more FREE comics on [ReadComicOnline](#)

"...TILL I'VE DONE  
SOMETHING ABOUT  
THE GUYS WITH THE  
GUNS!"

HIMMEL...

THOUGHT MY VISION  
WAS CLEARING  
UP!

BUT NOW  
I'M SEEING A  
SPIDER-MAN  
THE  
SIZE OF  
A... WELL...  
SPIDER!

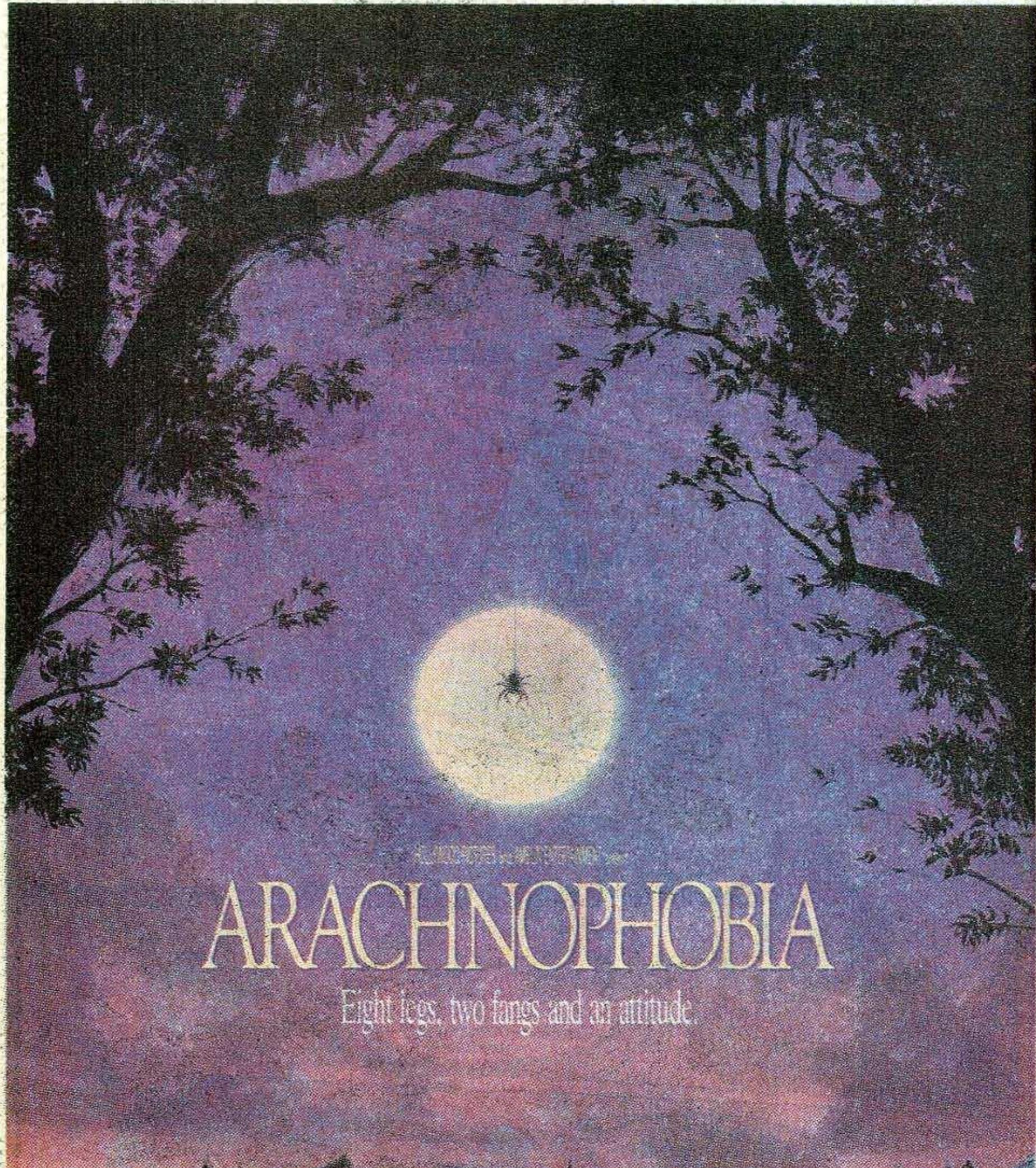
YO! WEB-SLINGER!

WHAT  
HAPPENED?!

I WAS HOPING YOU  
COULD TELL ME! KEEP  
THOSE SIDEKICKS AT  
BAY-

-- WHILE I PLAY  
"GULLIVER'S TRAVELS"  
WITH THE BOSS!

AT THE  
EXPENSE OF ABOUT  
A DOZEN WEBBING  
CARTRIDGES!



# ARACHNOGRAPHIA

Eight legs, two fangs and an attitude.

HOLLYWOOD PICTURES PRESENTS A FILM BY MICHAEL J. FOX AND DAVID SHEIN. STARRING MICHAEL J. FOX, JULIA ROBERTS, AND DANNY COOKIE. DIRECTED BY DAVID SHEIN. WRITTEN BY MICHAEL J. FOX AND DAVID SHEIN. PRODUCED BY MICHAEL J. FOX AND DAVID SHEIN. EXECUTIVE PRODUCED BY MICHAEL J. FOX AND DAVID SHEIN. PRODUCED BY HOLLYWOOD PICTURES. © 1990 HOLLYWOOD PICTURES. ALL RIGHTS RESERVED.

A FILM  
BY MICHAEL J. FOX

DAVID SHEIN

HOLLYWOOD PICTURES

**OPENS JULY 20 AT THEATRES EVERYWHERE**

AND SO, A QUICK  
PHONE CALL LATER...

THESE ARE THE NASTIES  
I TOLD YOU ABOUT, OFFICERS!  
THEY'RE ALL YOURS!



GUESS WE  
MADE SHORT  
WORK OF THEM,  
EH, PARTNER?



EVERY-  
ONE'S A  
COMEDIAN!

CAN WE  
TALK?

SURE!



MY  
CHARIOT  
AWAITS!

"HAVE A  
NICE TRIP,  
DEAR?"

"SURE, MJ. I  
CAUGHT THE 9:15  
ANT FROM  
GRAND CENTRAL!"

YEEESH....!

AND, IN A BACK ROOM AFTER  
STORIES HAVE BEEN EXCHANGED...

THAT'S GOTTA BE IT! THOSE FUMES YOU  
BREATHED MUST'VE BEEN THE SHRINK  
GAS THAT VENT SYSTEM SUCKED UP!



BUT HOW DO I GET BACK  
TO NORMAL? NO OFFENSE, BUT  
GETTING SMALL ISN'T MUCH FUN WHEN  
IT'S NOT YOUR OWN IDEA!

NO PROBLEM!  
MY HANDY-DANDY  
ENLARGING GAS  
WORKS LIKE A  
CHARM!



YOU GOT IT!

FFSSSSSSSS

THIS HAS  
BEEN KIND  
OF EXCITING,  
BUT IT'LL BE  
GOOD TO GET  
BACK TO...  
UH...



...HEY! DIDN'T YOU SAY  
"INSTANTANEOUS?"

UH-HUM.

BUT  
I'M STILL  
SMALL!

THEN IT ISN'T  
YOUR SHRINKING  
GAS KEEPING ME  
THIS WAY?

UH-UH.

I'M IN; GULP;  
BIG  
TROUBLE!

BIG TROUBLE FOR LITTLE SPIDEY  
CONTINUES, IN SPECTACULAR  
SPIDER-MAN ANNUAL #10!  
ON SALE IN ONE WEEK!

# THE MERCY BOMB

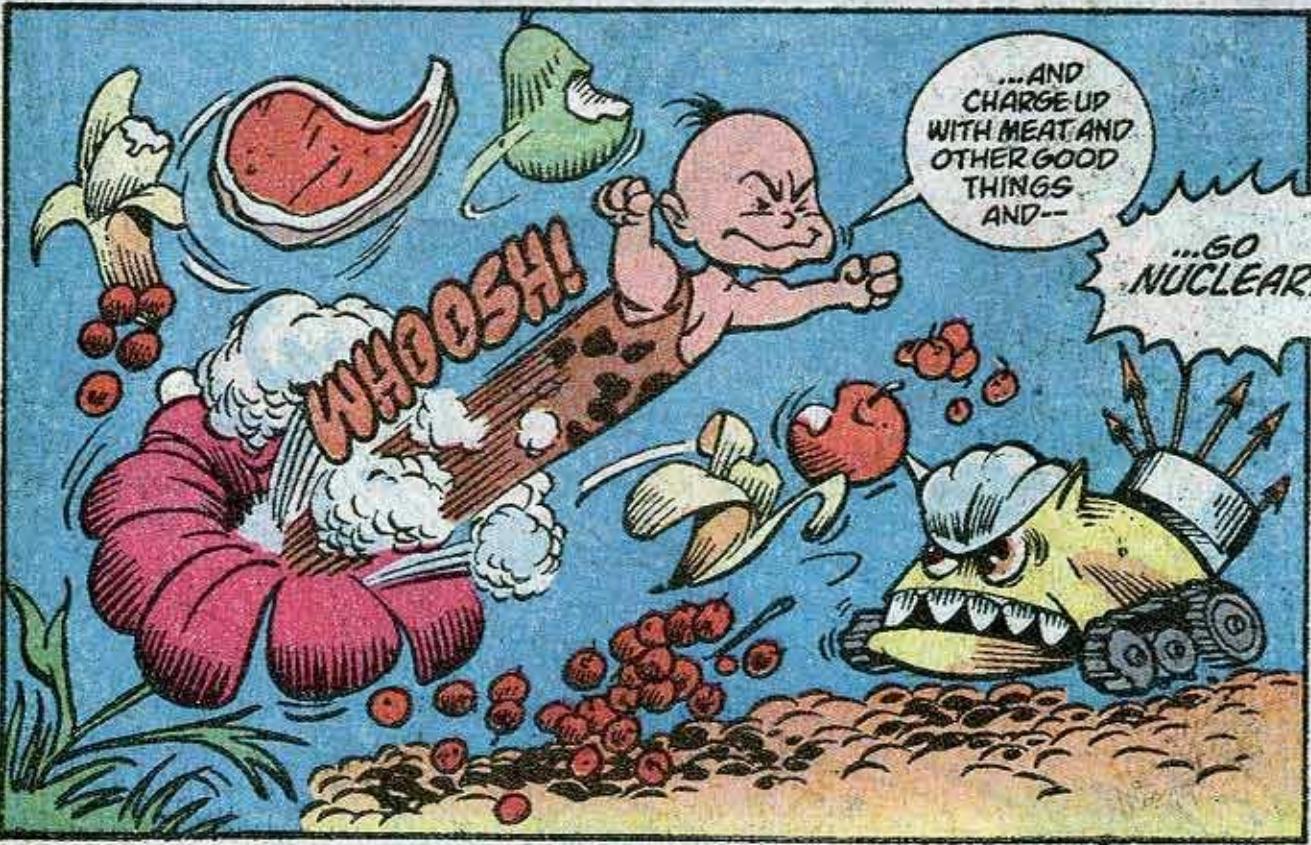
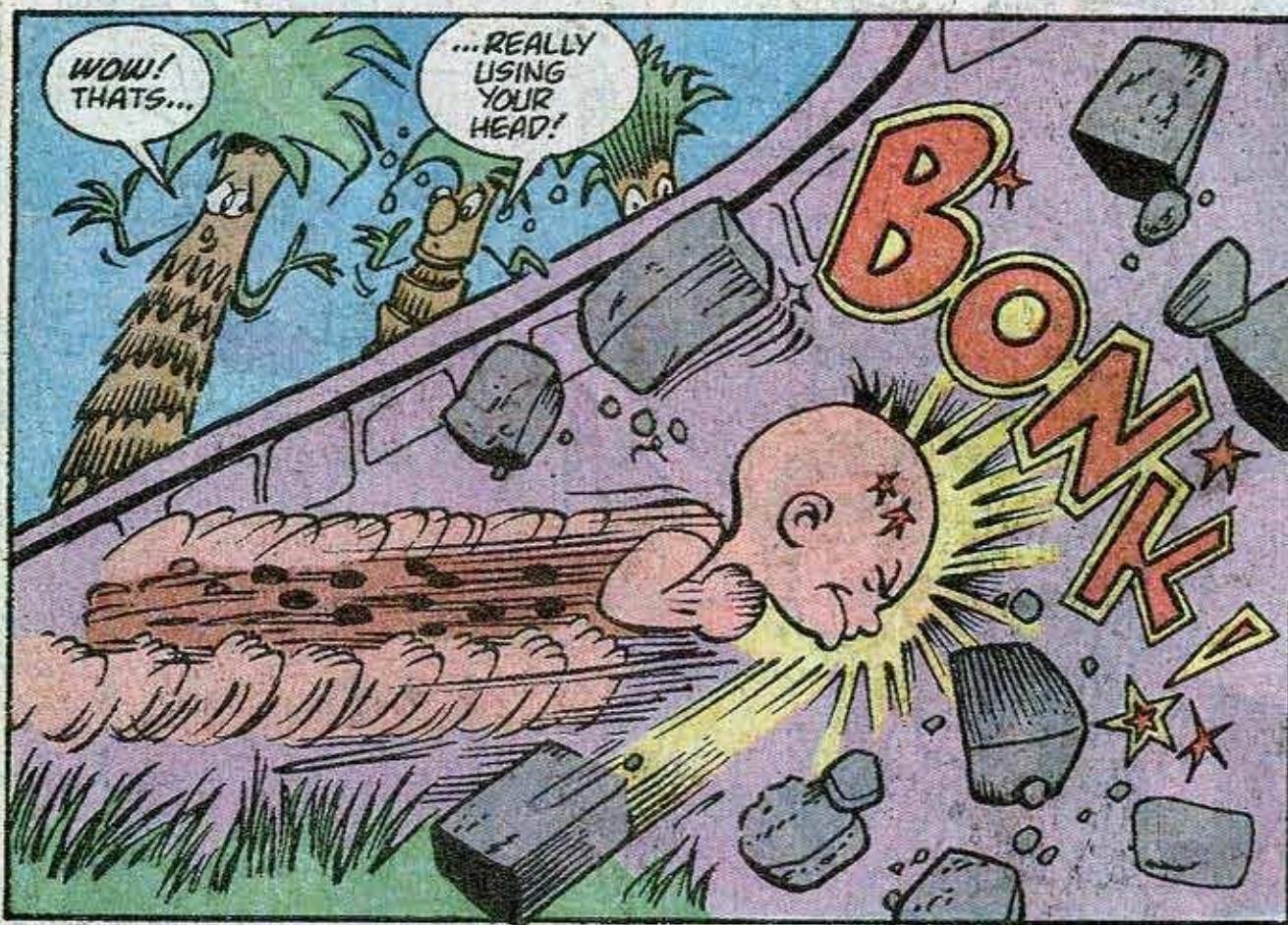
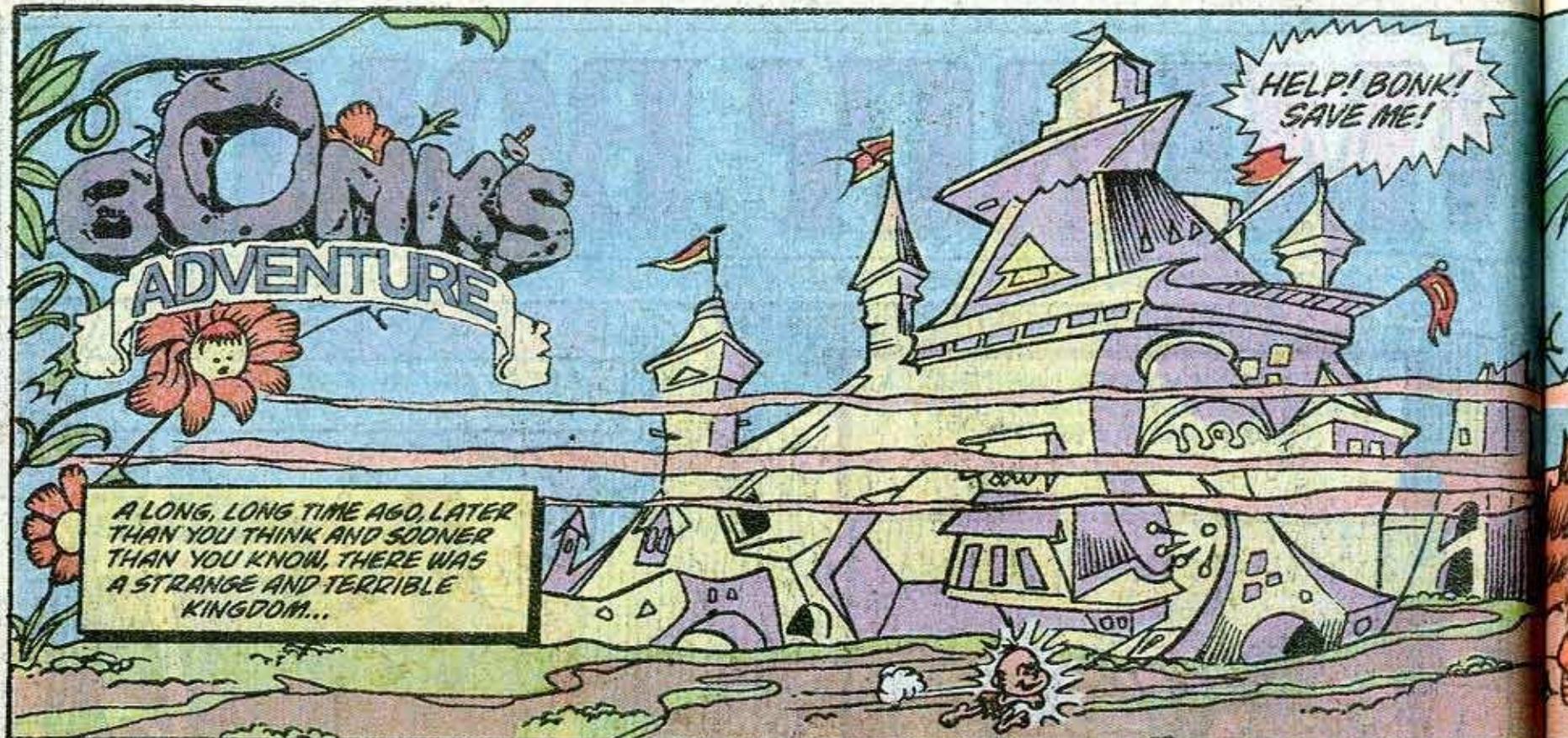
A SOLO SOLO STORY BY:

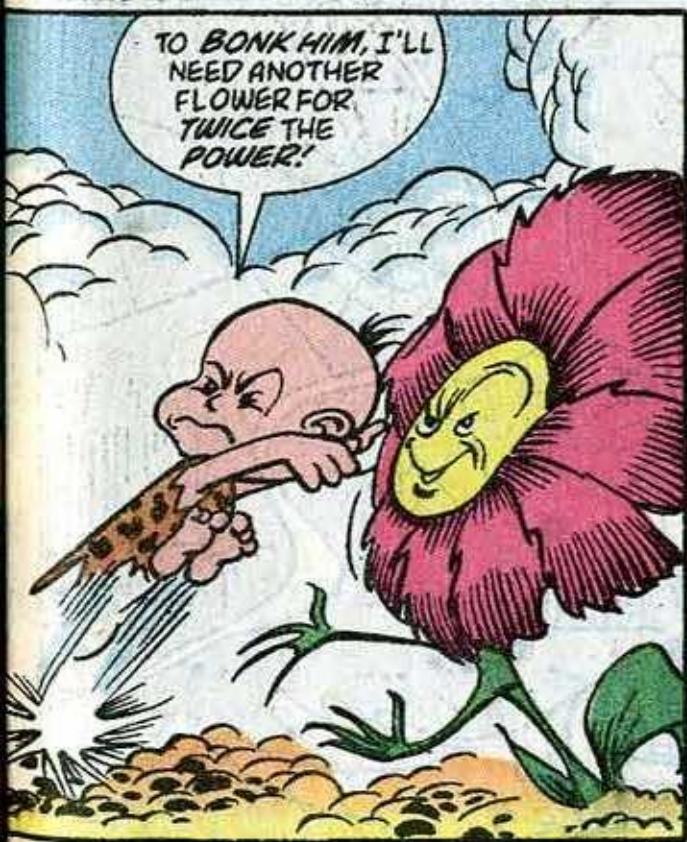
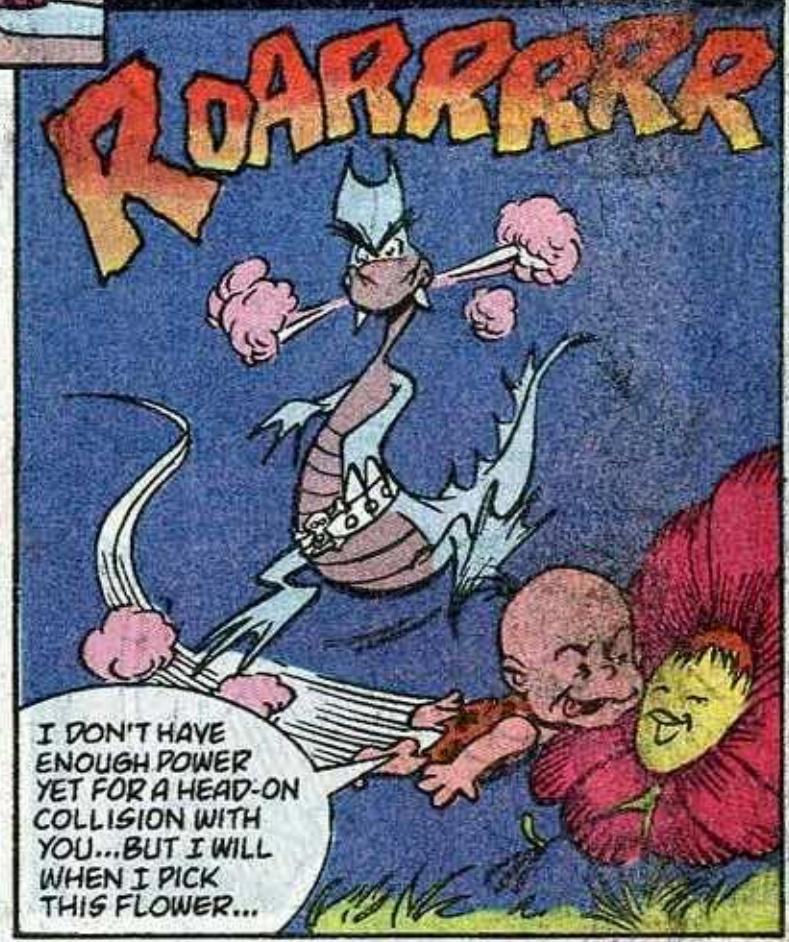
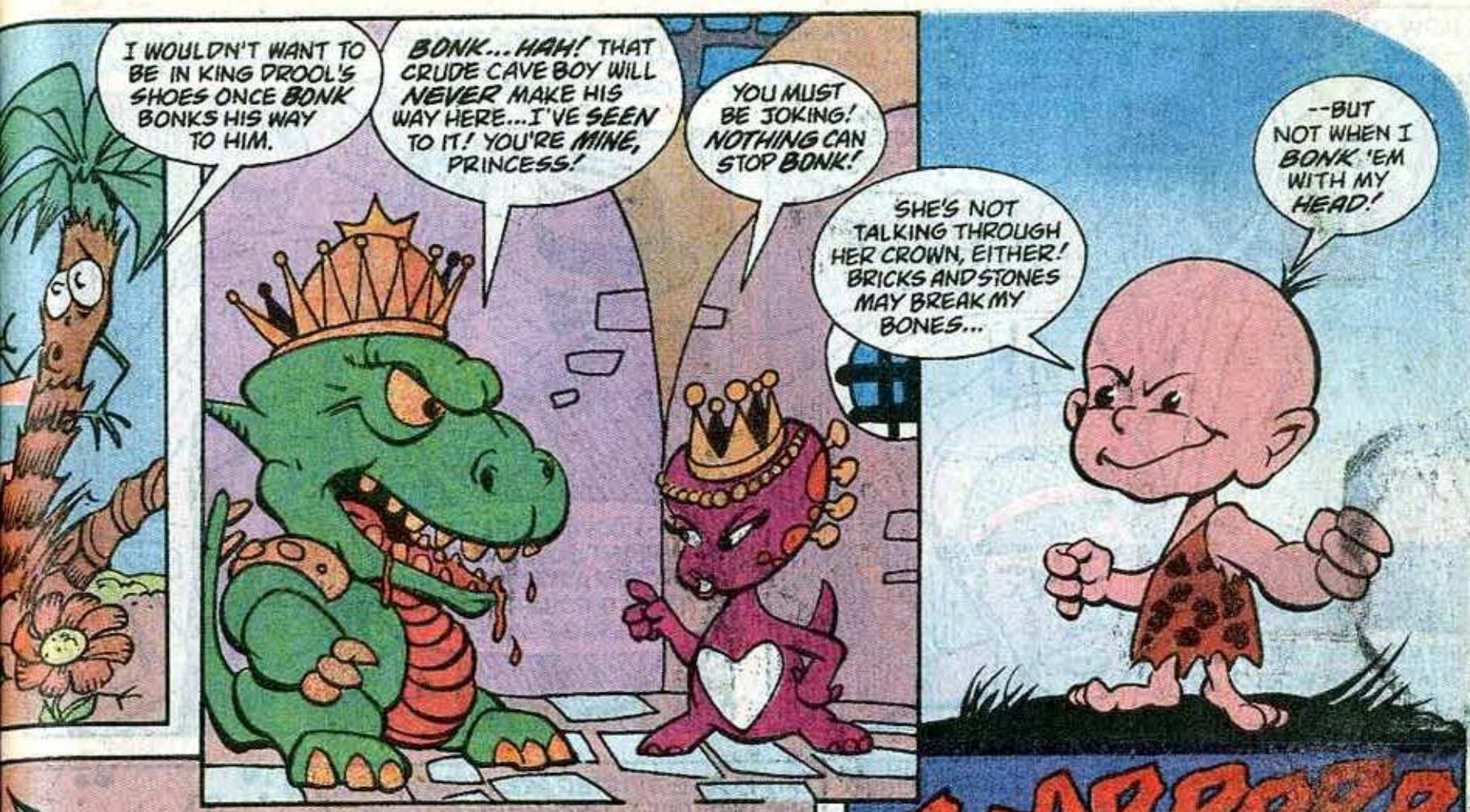
DAVID MICHELINIE STEVE DITKO RICK PARKER BOB SHAREN JIM SALICRUP and TOM DEFALCO!  
"I THINK THAT WE'RE ALL MENTALLY ILL;  
THOSE OF US OUTSIDE THE ASYLUMS ONLY  
HIDE IT A LITTLE BETTER."

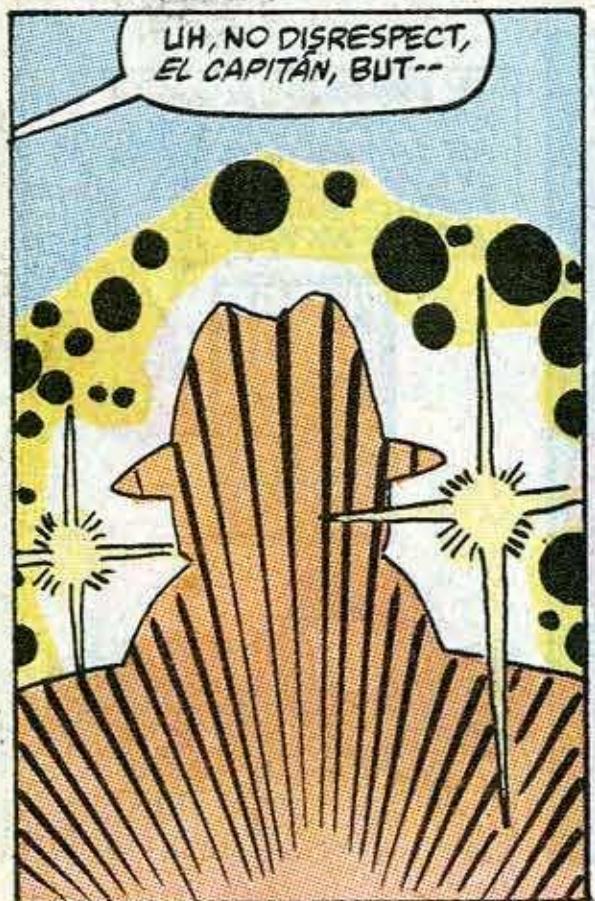
—STEPHEN KING,  
DANSE MACABRE

A TRAIN STATION NEAR BARCELONA--  
A CHAOS OF SMOKE AND BLOOD.

IT WAS MENDOZA!  
THAT MONSTER HAS  
STRUCK AGAIN!







# HEY! Now you can have Nickelodeon anywhere.



It's a Magazine...It's a Club...It's a Store.

## THE NICKELODEON MAGAZINE

Month after month Nick Magazine brings you the coolest stuff about:

**Your Favorite Celebrities**—Hear what they have to say and see which one gets slimed next.

**Game Zone**—The toughest mazes and word benders around.

**Nicktoons**—Featuring comics like Pork Avenue and Flat Cat. Check 'em out.

**Nick Rocks**—A rock 'n' roll photo quiz with the freshest groups.



## THE NICK CLUB CARD

Don't Grow Up Without It!

Your own 3-D hologram card will get you special offers or discounts at these places.



**"TCBY"**  
The Country's Best Yogurt.

AND MANY MORE TO COME.

## THE NICK STORE

Get special "Kids Only" prices.

Each month you can order the coolest books, compact discs, cassettes, videos, posters, hard to find Nick hats, t-shirts and other great stuff.



Mail to: Nickelodeon Club, P.O. Box Nick-1, Indianapolis, IN 46291-0163

Yes! I want to be a member of the Nick Club for a year and get 12 FREE issues of Nickelodeon Magazine plus the money saving Nick Club card for just \$9.95 (Please allow 6-8 weeks for delivery)

**Method of Payment:**  Check or Money Order (payable to Nickelodeon Club)

Charge my club membership to:  MasterCard

Diners Club  American Express  Visa

Account # \_\_\_\_\_ Valid Through \_\_\_\_\_ / \_\_\_\_\_  
month - year

Signature \_\_\_\_\_

Name of Parent or Guardian \_\_\_\_\_

Kid's Name \_\_\_\_\_ Date of Birth \_\_\_\_\_

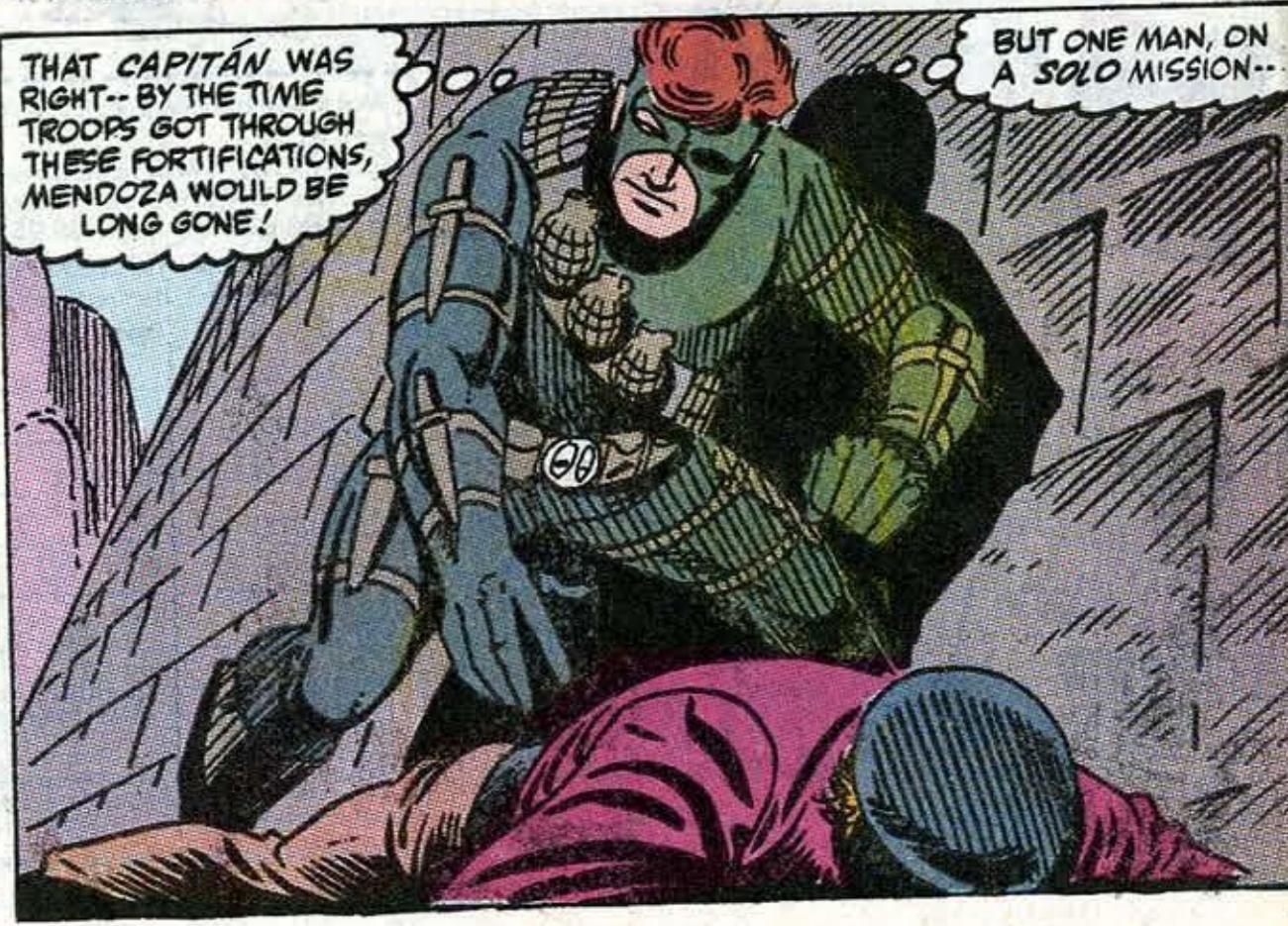
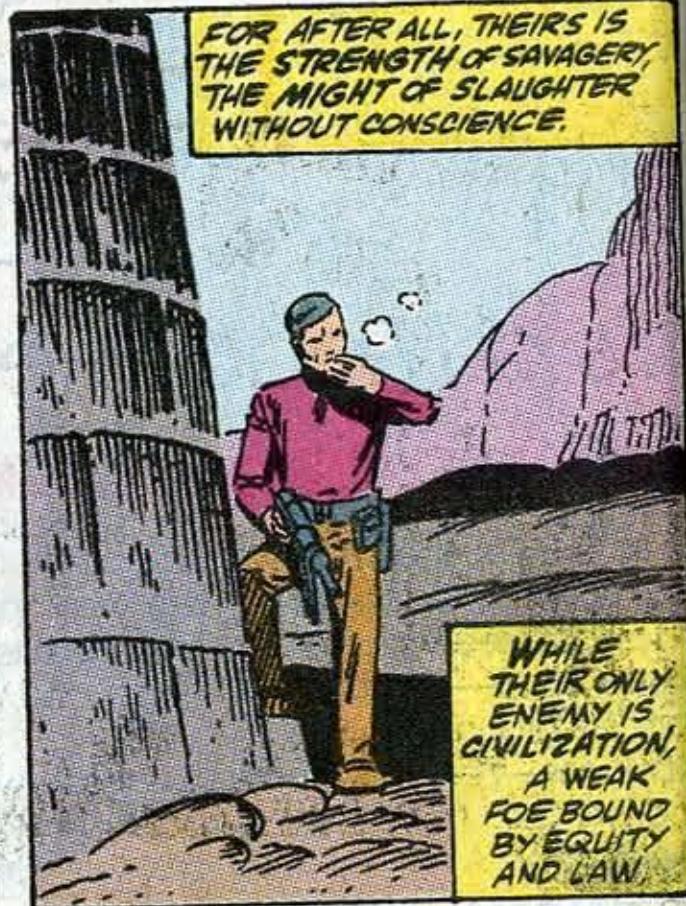
Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

The club reserves the right to request additional information or reject any application. Offer limited to new members in the U.S.A. only. Local taxes if any will be added. "Nickelodeon Club" is a service of BMG Direct Marketing, Inc., 6550 East 30th Street, Indianapolis, IN 46219-1194. "Nickelodeon" and "Nick" are registered trademarks owned and licensed by MTV Networks, a division of Viacom International Inc. "Game Zone", "Nicktoons", and "Nick Rocks" are trademarks owned and licensed for use by MTV Networks, a division of Viacom International Inc. Other trademarks used in advertising are the property of various trademark owners. Copyright 1990 MTV Networks. All rights reserved.

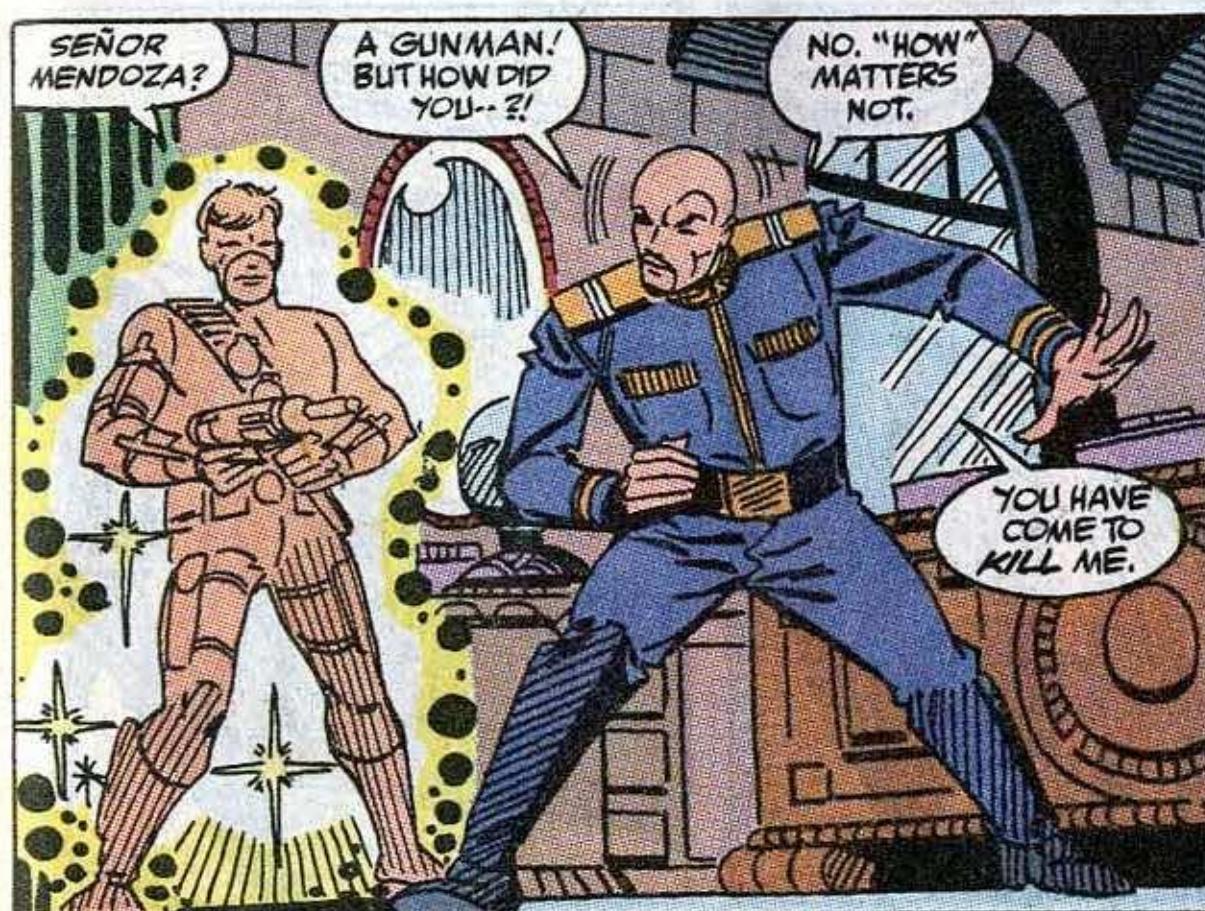
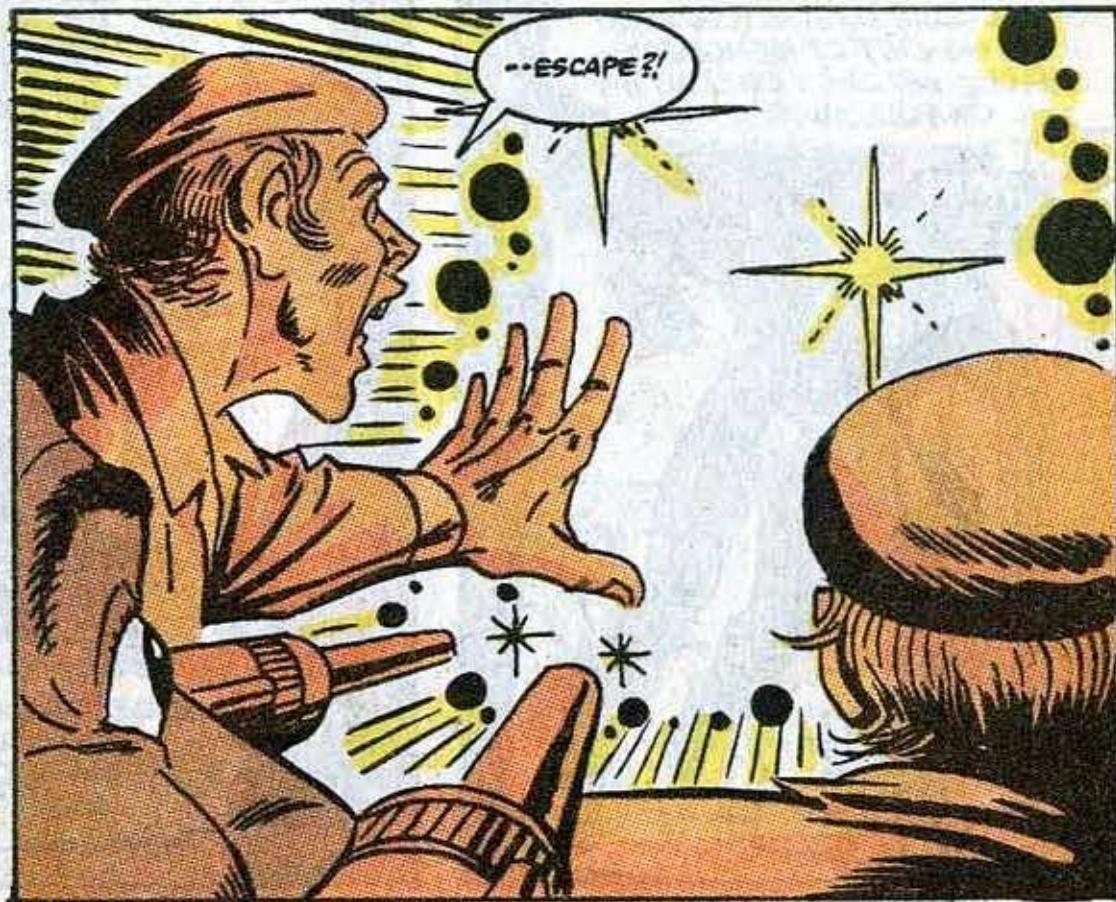
TAR

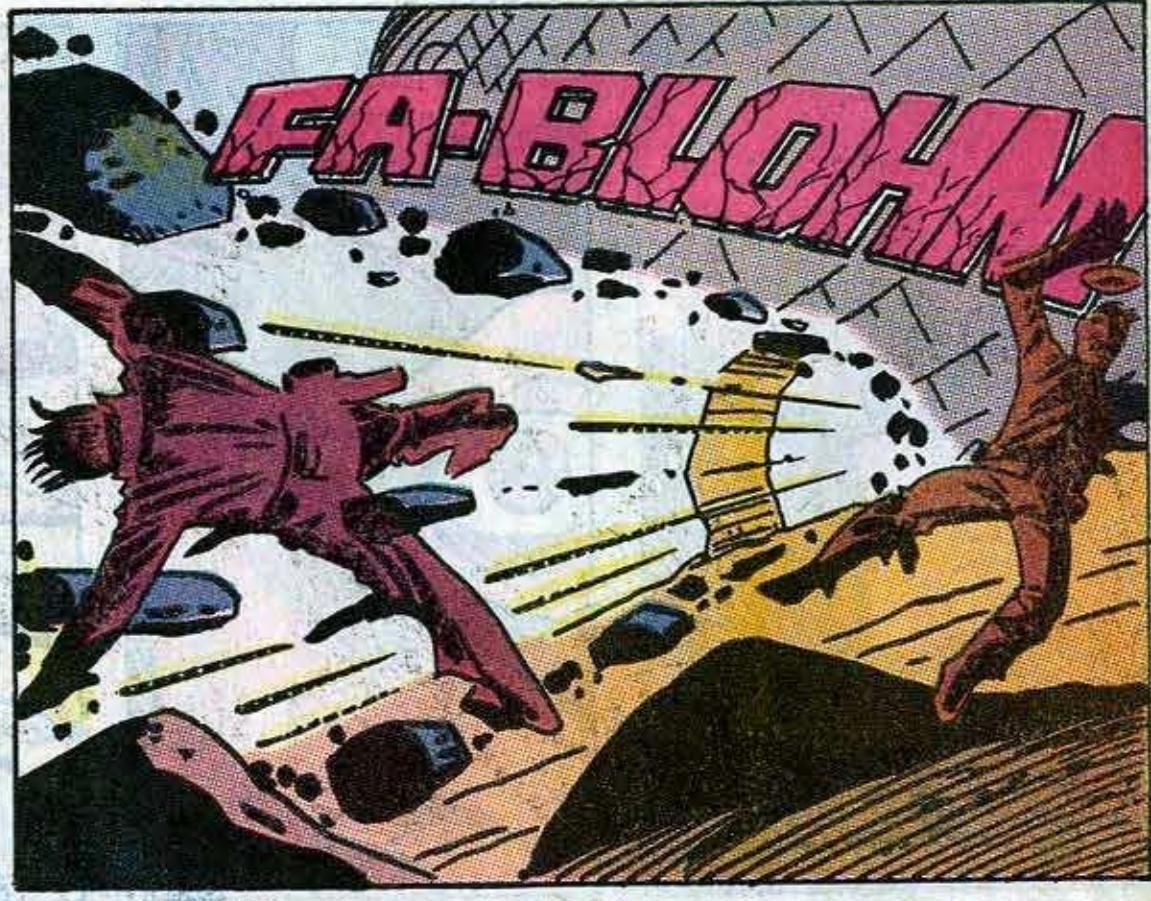
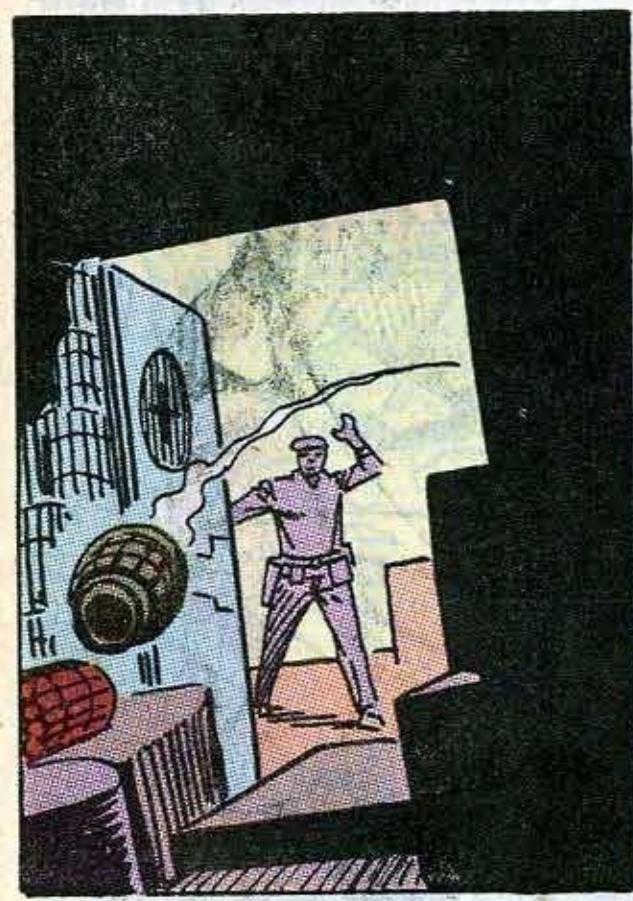
NB

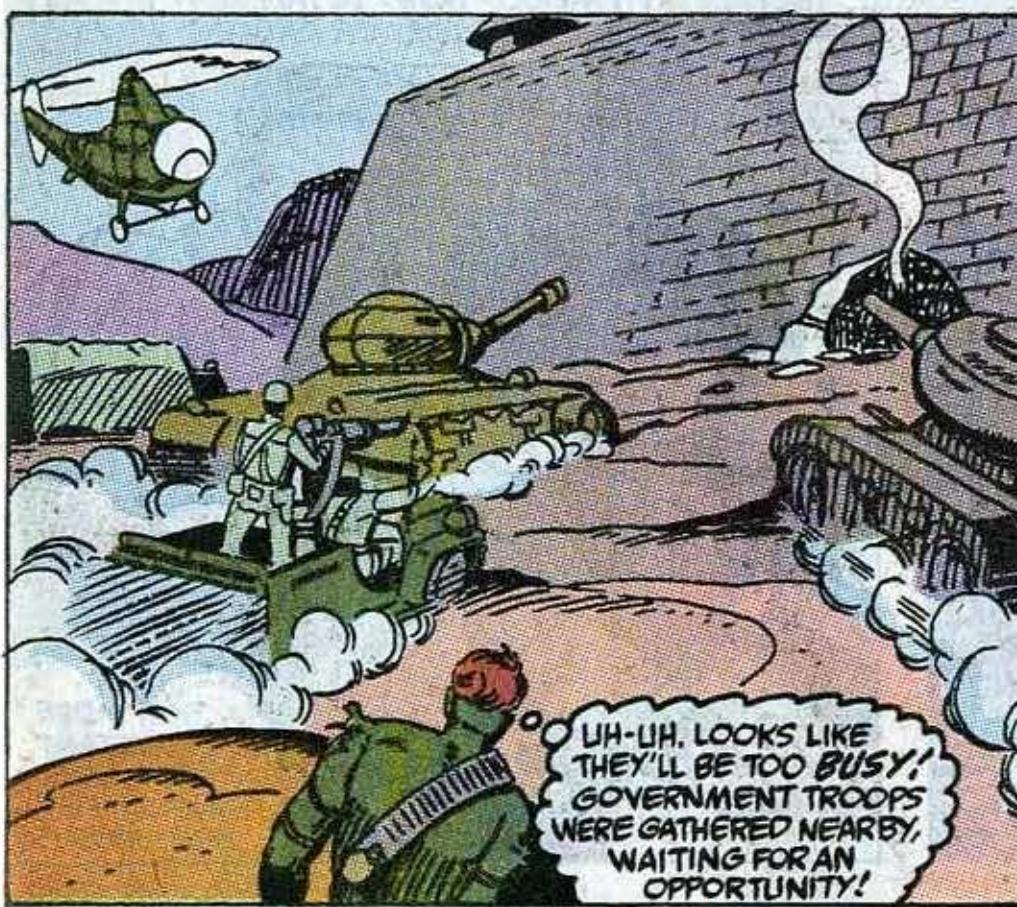












THE BOY AND HIS FRIENDS  
MUST HAVE TAKEN THE  
TUNNELS MENDOZA  
PLANNED TO USE!  
CAME OUT BEYOND  
THE ATTACKING  
ARMY!

WE HAVE  
A SCORE TO  
SETTLE,  
SEÑOR!

AND YOU HAVE  
A DEBT TO PAY!

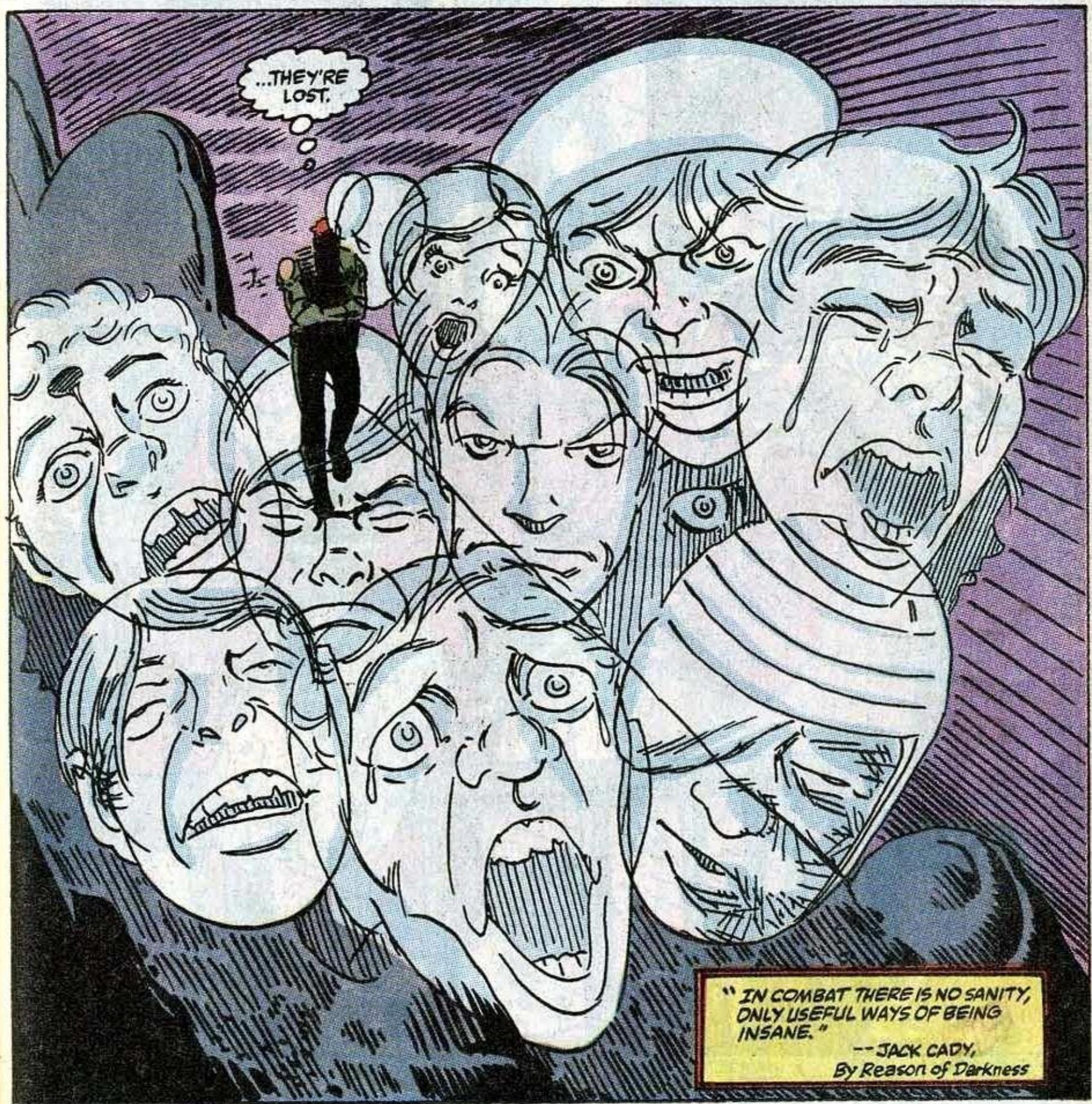
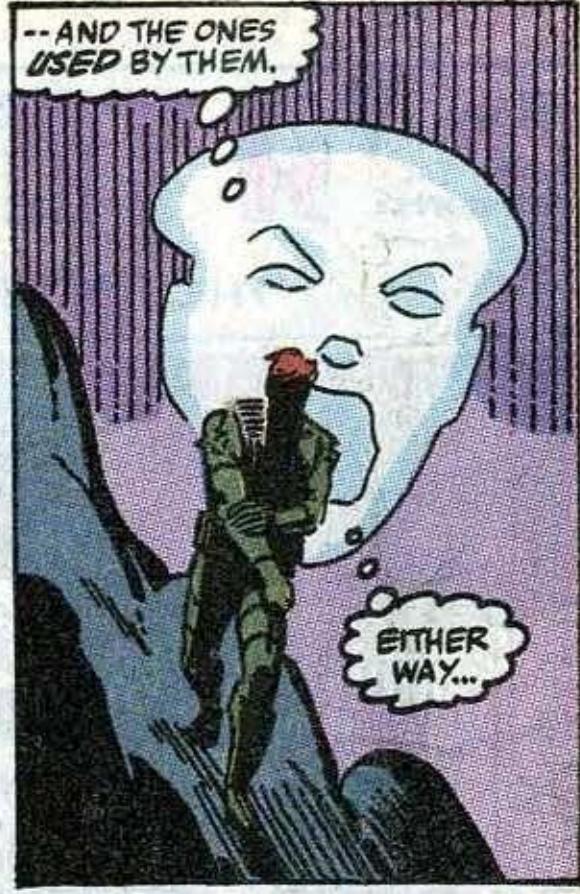
NO, CARLOS! MORE SHOTS  
WILL SURELY BRING THE  
SOLDIERS! WE MUST  
FLEE, REORGANIZE! TO  
RETURN EVEN STRONGER!

BUT  
MENDOZA--!  
WOULD WANT IT THIS WAY!  
THINK OF OUR CAUSE!

ISN'T  
THAT MORE  
IMPORTANT  
THAN ANY  
SINGLE LIFE?  
EVEN HIS!

ANOTHER TIME,  
SEÑOR!

YOU HAVE MY  
WORD!



Stan  
Lee  
PRESENTS:

# "A TIME TO CHOOSE!"

STARRING  
THE NEW AND IMPROVED SANDMAN!



TOM DEFALCO / J. M. DEMATTEIS / MIKE ZECK / DAN GREEN / DIANA ALBERS / BOB SHAREN / BUDIANSKY + SALICRUP / TOM DEFALCO  
PLOT E / SCRIPT / PENCILER / INKER / LETTERER / COLORIST / EDITORS / CHIEF  
INSPIRATION / INSPIRATION / INSPIRATION / INSPIRATION / INSPIRATION / INSPIRATION / INSPIRATION



**3  
ISSUES**

# FREE



**SUBSCRIBE  
NOW AND  
PAY ONLY  
\$9.00  
FOR 12-ISSUE  
SUBSCRIPTION.**



**THAT'S  
LIKE  
GETTING  
THREE  
ISSUES  
FREE!**



**All titles mailed flat in protective polybags. Offer expires Sept. 30, 1990.**

**FREE • THREE ISSUES FREE**

# THREE ISSUES FREE SAVINGS CERTIFICATE

**THREE ISSUES FREE • THREE**

**\$9.00 for 12 issues  
That's 75¢ vs. \$1.00 on newsstand**

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> Amazing Spider-Man  | <input type="checkbox"/> Guardians of the Galaxy | <input type="checkbox"/> Marvel Tales     | <input type="checkbox"/> New Warriors           |
| <input type="checkbox"/> Avengers            | <input type="checkbox"/> Fantastic Four          | <input type="checkbox"/> New Mutants      | <input type="checkbox"/> Spectacular Spider-Man |
| <input type="checkbox"/> Avengers Spotlight  | <input type="checkbox"/> G.I. Joe                | <input type="checkbox"/> Nth Man          | <input type="checkbox"/> Thor                   |
| <input type="checkbox"/> Avengers West Coast | <input type="checkbox"/> Groo                    | <input type="checkbox"/> Punisher (comic) | <input type="checkbox"/> Transformers           |
| <input type="checkbox"/> Captain America     | <input type="checkbox"/> Incredible Hulk         | <input type="checkbox"/> Quasar           | <input type="checkbox"/> Web of Spider-Man      |
| <input type="checkbox"/> Conan               | <input type="checkbox"/> Iron Man                | <input type="checkbox"/> SubMariner       | <input type="checkbox"/> X-Factor               |
| <input type="checkbox"/> Daredevil           | <input type="checkbox"/> Marvel Age              | <input type="checkbox"/> Silver Surfer    | <input type="checkbox"/> X-Men                  |

**\$11.25 for 12 issues  
That's 94¢ vs. \$1.25 on newsstand**

**Marvel Comics Present (bi-weekly)**

**SPECIAL PRICES**  
**First Three Issues Free (12 Issues)**

- |   |                |  |                |  |                |
|---|----------------|--|----------------|--|----------------|
| <input type="checkbox"/> <b>Punisher (Magazine)</b>   | <b>\$20.25</b> | <input type="checkbox"/> <b>Ghost Rider</b>        | <b>\$13.50</b> | <input type="checkbox"/> <b>The 'Nam (comic)</b>     | <b>\$13.50</b> |
| <input type="checkbox"/> <b>The Destroyer</b>         | <b>\$20.25</b> | <input type="checkbox"/> <b>Robocop</b>            | <b>\$13.50</b> | <input type="checkbox"/> <b>Power Pack</b>           | <b>\$13.50</b> |
| <input type="checkbox"/> <b>Conan Saga</b>            | <b>\$20.25</b> | <input type="checkbox"/> <b>S.H.I.E.L.D.</b>       | <b>\$13.50</b> | <input type="checkbox"/> <b>X-Men Classic</b>        | <b>\$13.50</b> |
| <input type="checkbox"/> <b>Savage Sword of Conan</b> | <b>\$20.25</b> | <input type="checkbox"/> <b>She-Hulk</b>           | <b>\$13.50</b> | <input type="checkbox"/> <b>What If</b>              | <b>\$13.50</b> |
| <input type="checkbox"/> <b>Marvel Fanfare</b>        | <b>\$20.25</b> | <input type="checkbox"/> <b>Alpha Flight</b>       | <b>\$13.50</b> | <input type="checkbox"/> <b>Stalkers</b>             | <b>\$13.50</b> |
| <input type="checkbox"/> <b>Excalibur</b>             | <b>\$15.75</b> | <input type="checkbox"/> <b>Cloak &amp; Dagger</b> | <b>\$13.50</b> | <input type="checkbox"/> <b>Moon Knight</b>          | <b>\$13.50</b> |
| <input type="checkbox"/> <b>Spider-Man</b>            | <b>\$15.75</b> | <input type="checkbox"/> <b>Dr. Strange</b>        | <b>\$13.50</b> | <input type="checkbox"/> <b>Punisher War Journal</b> | <b>\$13.50</b> |
| <input type="checkbox"/> <b>Wolverine</b>             | <b>\$15.75</b> |  |                |  |                |

**MAIL TO:** Marvel Comics  
Subscription Dept.  
387 Park Avenue South  
New York, NY 10016

If renewing, enclose your mailing label. Make checks or money orders payable in U.S. Funds to Marvel Comics. Allow 10 weeks for delivery. If not satisfied, refund guaranteed on all unserved issues.

**NOTE (New Prices)**

Canada: Add \$5.00 per title  
Foreign: Add \$12.00 per title

<b>First Initial ▼</b>	<b>Last name</b>											
<b>NAME</b>												
<b>ADDRESS</b>												
<b>CITY</b>												
<b>STATE</b>			<b>ZIP</b>						<b>AGE</b>			<b>JUNE-90</b>

TM & © 1990 Marvel Entertainment Group, Inc.

**THREE ISSUES FREE • THREE ISSUES FREE**

**Read more FREE comics on ReadComicOnline**



...LOOK, SANDY--YA CAN'T BLAME THE COPS FOR DOIN' THEIR JOB! FAR AS THEY KNOW, "FLINT" MARKO IS STILL A WANTED CRIMINAL! HECK--IF YOU HADN'T O' PROVED T'ME THAT YER REALLY GOIN' STRAIGHT--I'D'VE NEVER BELIEVED IT!\*

\*MARVEL TWO-IN-ONE #S 86 & 96--BOB

HEY! I JUST GOT A FLASH O' INSPIRATION! MAYBE I CAN GET REED T'TALK TO THE GOVERNOR ...GET YA A PARDON OR --

I APPRECIATE THE THOUGHT, BEN-- BUT NO THANKS.

I DON'T WANT YOU--OR YOUR BUDDIES IN THE FANTASTIC FOUR-- INVOLVED IN THIS ANY MORE THAN YOU ALREADY ARE!

YOU BEEN A PAL T'ME, BEN-- MAYBE THE BEST PAL I'VE EVER HAD.. BUT, IF I'M GONNA STRAIGHTEN MY LIFE OUT-- I'VE GOTTA DO IT ALONE.

YA-HOO!!  
DIDJA SEE THE WAY HE SLAMED THAT SUCKER IN THERE?!

THERE COMES A TIME WHEN A MAN'S GOTTA HAUL HIMSELF UP BY HIS OWN BOOTSTRAPS AND--

UH...SORRY, SANDY--WHAT WUZ IT YOU WERE SAYIN'?

NOTHIN', BEN, NOTHIN' AT ALL.

THE CONEY ISLAND SECTION OF BROOKLYN, SOME HOURS LATER...

...LIFE SURE IS FUNNY! FOR YEARS, ME AN' THE THING WERE AT EACH OTHER'S THROAT... AN' NOW HE'S THE ONE SYMPATHETIC EAR I GOT IN THE WORLD!

BESIDES MY MA, THAT IS!

THAT POOR OLD LADY! SHE NEVER DONE A ROTTEN THING T'NOBODY IN 'ER WHOLE LIFE--AN' SHE GETS REPAYED BY HAVIN' HER HUSBAND WALK OUT ON HER--

--AN' HAVIN' A BUM LIKE ME FOR A SON!

MAYBE IT WAS DAD SPLITTIN' ON US THAT MADE ME SO MEAN! I ALWAYS FELT LIKE I HADDA PROTECT MA FROM THE WORLD--BEFORE IT HURT HER AGAIN!



"SO I LASHED OUT AT EVERYONE... AND BECAME JUST LIKE MY OLD MAN! I GOT BOUNCED OUTTA HIGH SCHOOL... AND ONTO THE STREETS! BY THE TIME I WAS TWENTY-ONE, I'D BEEN IN AND OUT O' JAIL FIVE TIMES! JEEZ.. I SHOULD'VE DIED WHEN I GOT MYSELF CAUGHT IN THAT EXPERIMENTAL BOMB-BLAST--BUT, NO! I HADDA BE THE FREAK-IN-A-MILLION! I HADDA GET TURNED INTO--THE SANDMAN!"



"THERE I WAS, WITH A BODY THAT POSSESSED ALL THE QUALITIES OF SAND! I WAS POWERFUL... NEARLY INVINCIBLE! I COULD'VE TAKEN A STAND THEN... TURNED MY LIFE AROUND... USED MY NEW ABILITIES T'HELP PEOPLE! GEE, THAT WOULD'VE MADE MA PROUD! BUT DID I DO THAT? NAH! DUMB OL' FLINT MARKO DECIDES HE'S GONNA BECOME A SUPER-CRIMINAL... STARTS HANGIN' AROUND WITH CREEPS LIKE THE WIZARD AN' THE TRAPSTER! WE THOUGHT WE WERE HOT STUFF WHEN WE WERE THE FRIGHTFUL FOUR! SO HOWCUM WE COULD NEVER HOLD ON TO A FOURTH MEMBER? AN' HOWCUM WE ALWAYS ENDED UP BACK IN THE CAN, LICKIN' OUR WOUNDS?



"NEXT THING WE KNEW-- WE'D TURNED INTO SOME KIND O' DISGUSTING... MUD-THING!"



HAVIN' OUR MINDS... OUR BODIES... JOINED TOGETHER LIKE THAT... WAS THE MOST HORRIBLE EXPERIENCE OF MY LIFE! EVERY TIME I THINK ABOUT IT--I FEEL SICK T'MY STOMACH!

BUT ONE GOOD THING CAME OUTTA THAT MESS-- IT GOT ME T'THINKIN' FOR THE FIRST TIME IN MY LIFE, I SAW WHAT A NOWHERE GOON I WAS!

A GOON WITH A ONE-WAY TICKET ON THE EXPRESS TRAIN T'NOWHERE!



"WELL, I'M OFF THAT TRAIN NOW--AND NOTHIN'... NOTHIN'... IS GONNA GET ME BACK ON IT!"

ELSEWHERE, IN THE MAXIMUM SECURITY SECTION OF THE RYKER'S FEDERAL DETENTION CENTER...



...ALL RIGHT, WITTMAN--

--WE'VE GOT A NICE NEW CELL WAITIN' FOR YOU! I HOPE YOU LIKE IT--'CAUSE IT'S GONNA BE YOUR HOME FOR THE NEXT TWENTY YEARS OR SO!



PRATTLE ON, JACKANAPES! YOU THINK, BECAUSE MY HANDS ARE MANACLED, I AM NO THREAT TO YOU!

BUT MY GREATEST WEAPON--IS MY UNPARALLELED INTELLECT... AND THAT CAN NEVER BE SHACKLED!

AH! THERE IS MY DEAR FRIEND, PETRUSKI, THAT OAFISH SMILE NO DOUBT MEANS HE IS PREPARED FOR TONIGHT'S ESCAPEADE!



...IT'S TAKEN ME MONTHS OF CAREFUL MANEUVERING TO GET MYSELF TRANSFERRED TO PETRUSKI'S CELL-BLOCK--BUT IT HAS BEEN TIME WELL SPENT!

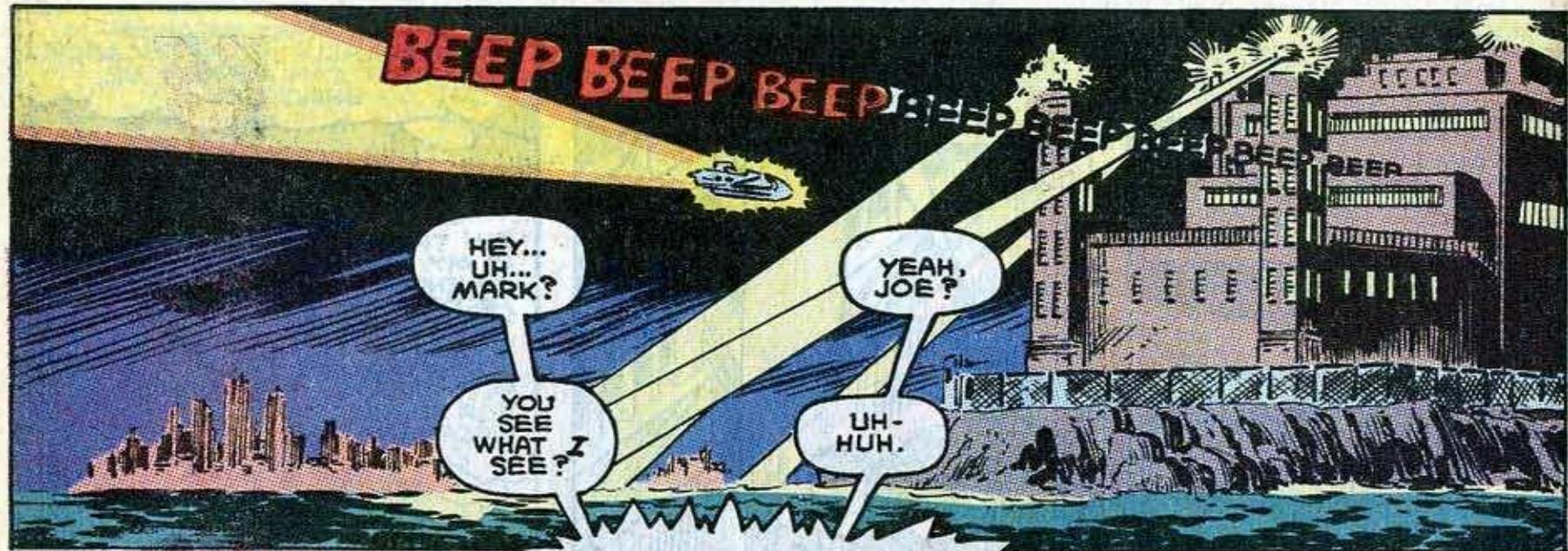


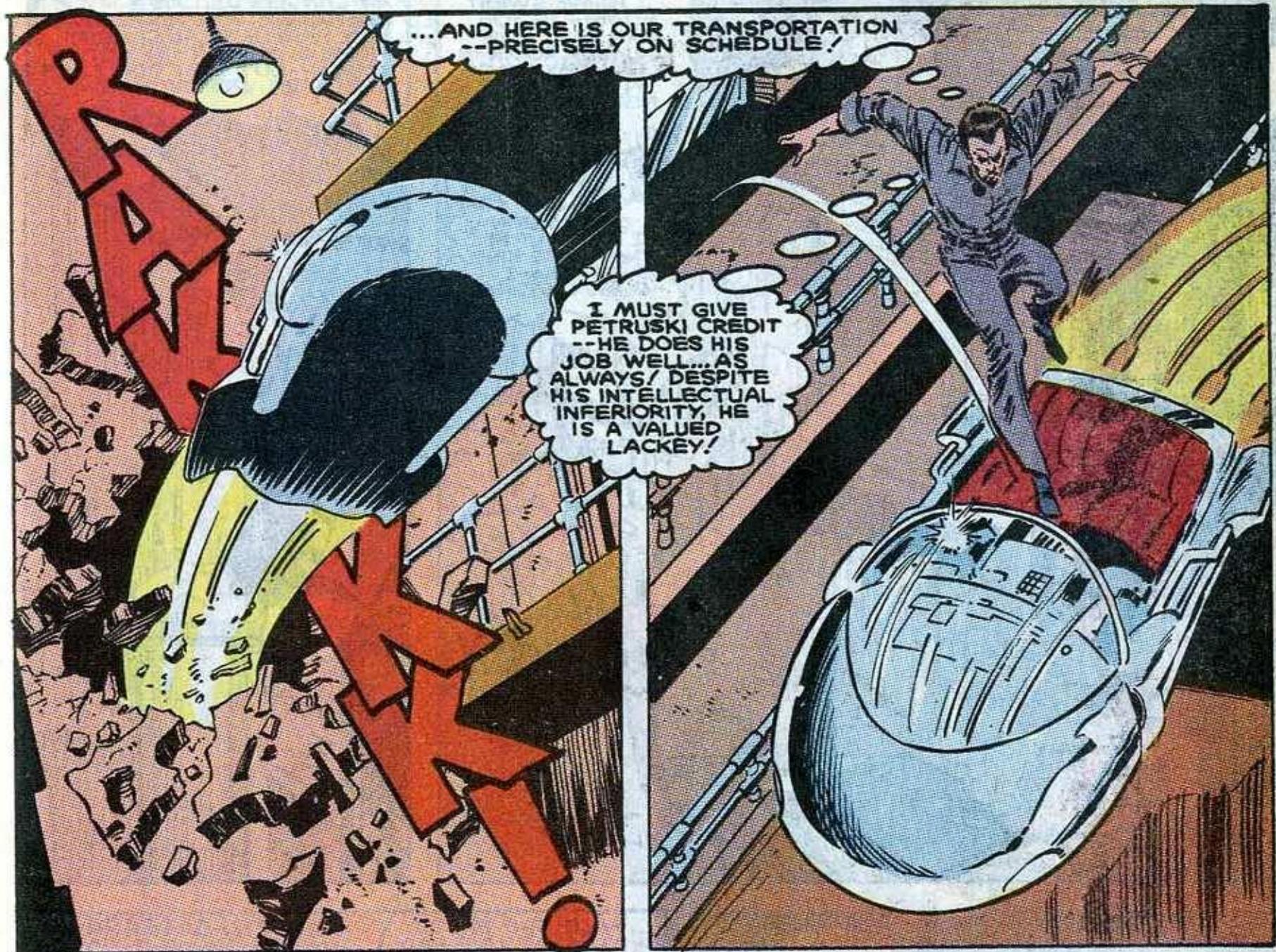
FOR IT HAS ALLOWED ME TO SURREPTITIOUSLY COMPLETE WORK ON THIS **MICROCIRCUITED COMPUTER**... SO CLEVERLY HIDDEN BENEATH A LAYER OF FALSE SKIN!

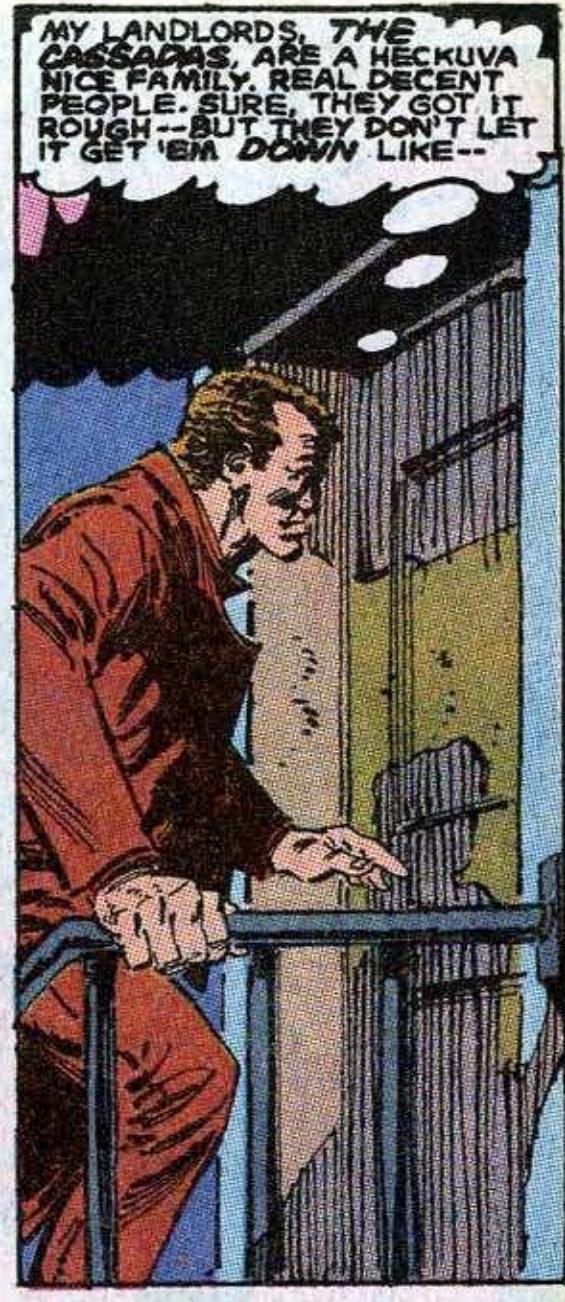


IDIOTS! DO THEY NOT REALIZE THAT NO PRISON IN ALL THE WORLD CAN LONG CONTAIN THE UNFETTERED GENIUS OF THE **WIZARD**?









HEY! CAN YOU KEEP IT DOWN TO A SHOUT??  
I'VE GOT A YOUNG LADY ON THE PHONE--  
AN' I DON'T WANT HER THINKIN' I LIVE  
WITH CRAZY PEOPLE!

I'LL SHOW YOU CRAZY  
PEOPLE, CARLOS IF YOU  
DON'T HANG UP THAT  
PHONE RIGHT NOW!

EVERY MONTH  
WE TELL YOU THE  
PHONE BILL'S  
TOO HIGH AND  
EVERY MONTH  
YOU--

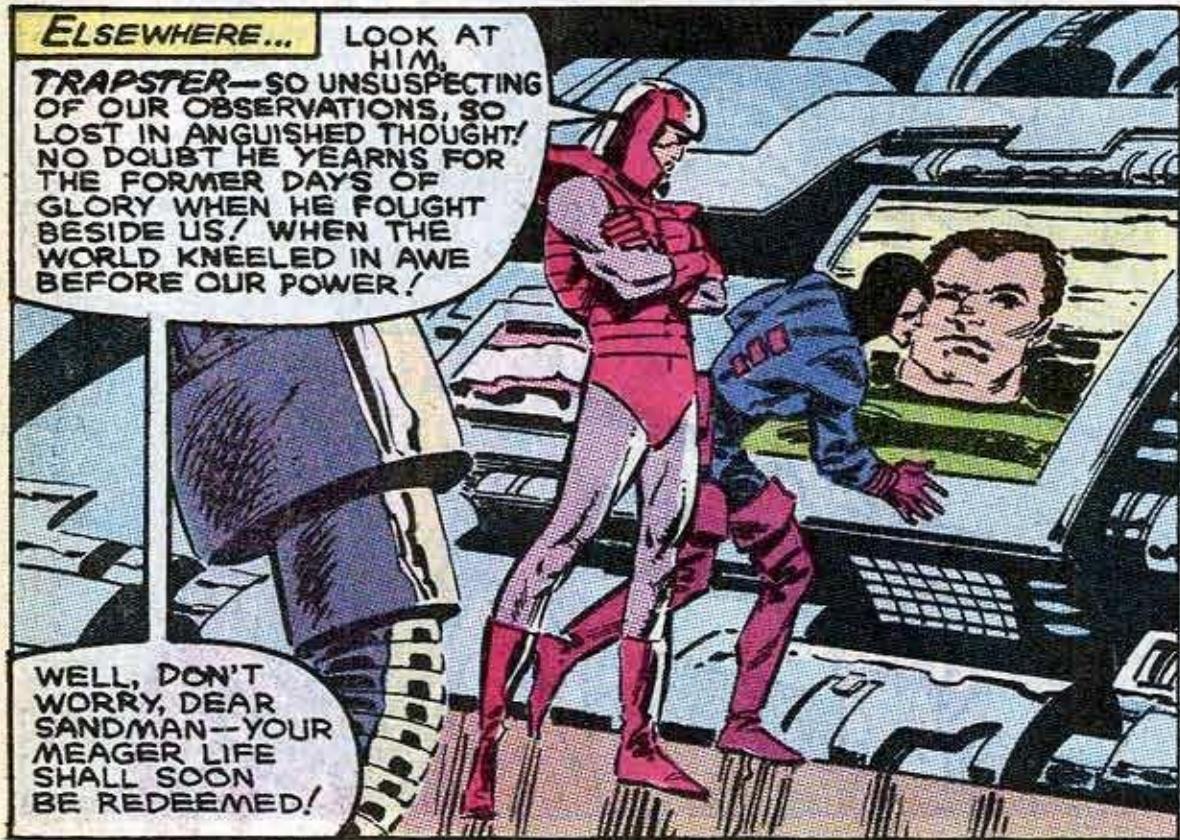
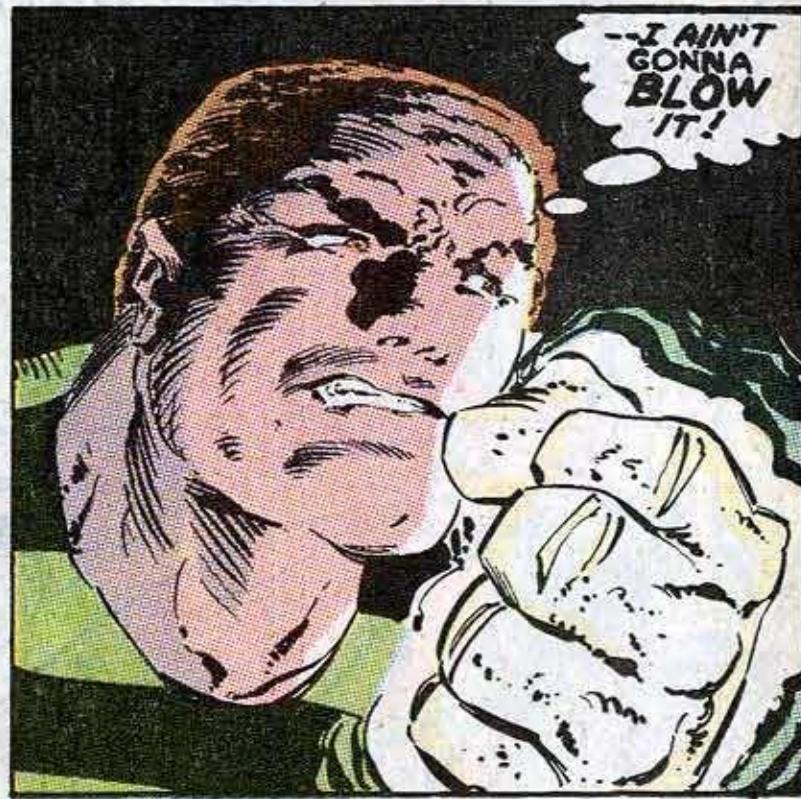
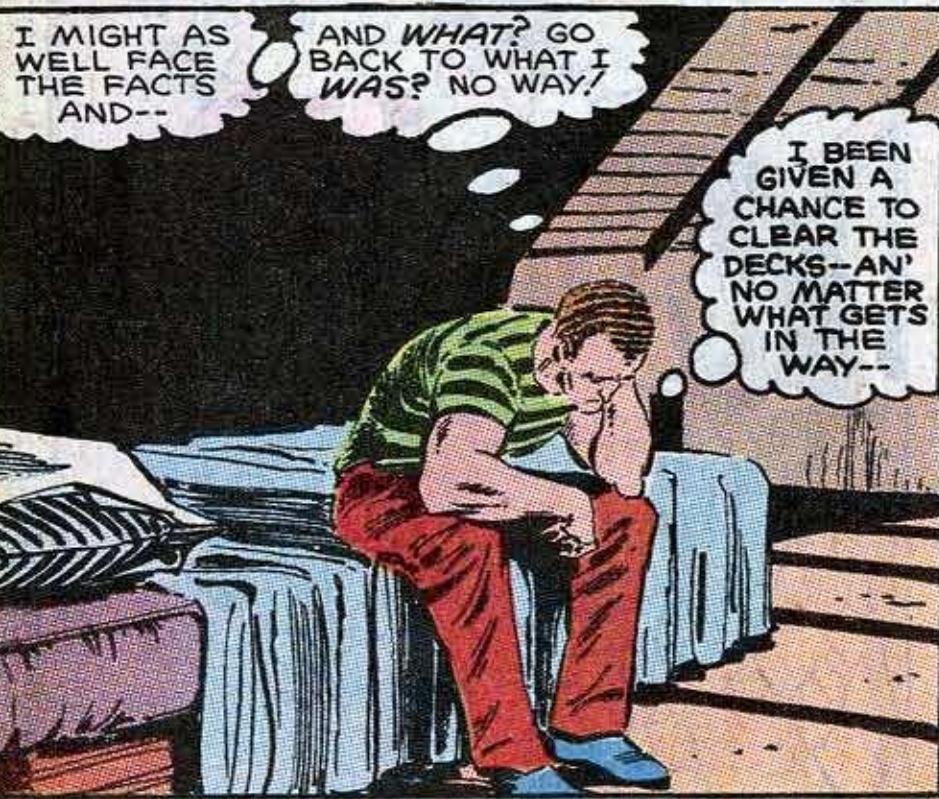


THAT KID, CARLOS.  
HE COULD BE ME--  
TWENTY YEARS AGO!

HE'S OUT ON THE SAME  
STREETS-- PROB'LY  
MAKIN' THE SAME  
STUPID CHOICES I  
MADE!

HE'D BE FOOLIN' HIMSELF IF HE  
THOUGHT THERE WAS A WAY  
OUTTA THIS RAT-TRAP-- JUST LIKE  
I'M FOOLIN' MYSELF BY THINKIN'  
I'M GONNA START LIFE OVER--

--MAKE A SILK  
PURSE OUT OF  
A SOW'S EAR!



# MARVEL COMICS BULLPEN BULLETINS



## STAN LEE'S SOAPBOX

Hi, Heroes! Wanna know why comic book column writers get gray? Try this on for size—

A few ishes back I told you to watch for "Into Thin Air," the new Larry Cohen movie in which some of your favorite Bullpenners play cameo roles. So far so good, right? Uh uh! Larry just told me the title was changed to "Ambulance"! Naturally, by the time he told me, the Soapbox column touting the other title had already been printed!

Well, to avoid any future foul-ups, just watch for a new thriller which may or may not be called "Ambulance," featuring my co-star, Eric Roberts! ("Co-star"? Well, I share the screen with him for almost thirty whole seconds! And, in case you're wondering, yeah, he's pretty good, too!)

By the way, have you noticed the many new comic book titles and companies popping up? Recently, someone said he was sorry we're having all this competition. I told him to save his sympathy! I mean, competition is what it's all about! Nothing like the sound of another comics company breathing down our necks to make us work even harder! And who benefits by it all? Hey, who else but you, the readers; you, who keep us alive by shelling out your shekels for our mags! If we give you what you want, you'll buy us! If not, it's goodbye, Charlie! And that's the way it should be!

You've been wonderfully loyal to us over the years, and no words of mine can fully express our gratitude. That's why I make you this pledge—we'll never stop bustin' our chops to give you the best we've got, to prove worthy of your support, to excite you, to amuse you and, for better or worse, to always level with you! Fact is, there's no way we'll ever forget our earliest adage . . . "We're nothing without you!"

Excelsior!

## CHECKLIST

No checklist this month, Guys and Guernsies. If you want to find out what's on sale, check out last month's Bullpen Bulletins page. Meanwhile, here's some extra boxes you can practice checking off.

GOOD

BAD

JUNE, as hyperprolific Marvel Executive Editor-slash-Wisconsinite **Mark Gruenwald** always fails to remind us, is National Dairy Month. You know what that means? Yes, that's right, it's time once again for our first annual stroll around the Marvel neighborhood, to see how dairy products affect us in our everyday lives. Perhaps we should get ultranice dresser Assistant Editor Darry Butter (er, **Barry Dutter**) to accompany us on this little venture? Perhaps not.

The first stop on our sojourn is the local New York Smiler deli. We head toward the refrigerated dairy section in all its pre-packaged splendor. We spy the milk cartons, and are reminded of the happy days of our youth, reading comics by the fireplace, while sipping Bosco and milk. Not everyone has had so fortunate a childhood, however, and Marvel has recently been trying to do something about it.

Marvel has joined forces with the National Committee for the Prevention of Child Abuse and the K-Mart Corporation to produce a comic book featuring **Spider-Man** and **Skids** of the New Mutants, dealing with child abuse. The comic will be distributed through K-Mart, and given out free to any parent who asks for it.

The comic came out in April, which, as neo-father-slash-GHOST RIDER-writer **Howard Mackie** could tell us, is National Child Abuse Prevention Month. Certainly preventing child abuse is a high priority for all of us, parents and non-parents alike. Another priority, of course, is reminding children and non-children alike that milk is good for strong teeth and bones.

One guy who draws excellent teeth and great bones is megastar **Jim** ("Don't call me happy") **Lee**. (No relation to Stan.) If Jim were a happy guy, he'd really have a reason to smile now, since he is now regular penciler of the **X-MEN**, beginning with issue #268.

**Todd McFarlane**, on the other hand, is always happy to smile for us. The incredibly popular squiggly-web-drawing Canadian is giving birth this month to a new book featuring the adjective-less **Spider-Man**. Todd is both writing and drawing this one, surely cause for a celebration. Tell Aunt May to stock up on extra milk and cookies!

Well, we've lingered over the dairy counter so long the shop owner is beginning to stare at us in a peculiar way. Let us move on. As we reach the check-out counter, we spot the latest issue of the mucho-informative, ultraprestigious **SOAP OPERA WEEKLY** magazine. We can't help but recall the April 10th issue of **SOW**, which featured an interview with the second lady of American theater, **Elaine Lee**. (No relation to Stan.) Elaine spoke of her erstwhile role on the more-than-a-soap-opera-more-like-a-dramatic-ongoing-story TV show, **THE DOCTORS**, and her work on the if-comics-could-sing-the-world-would-sing-with-them **STEELTOWN ROCKERS**. Although Elaine made no mention of dairy products in the interview, we have to wonder if the thought of them might have crossed her mind.

We are reminded of the Wall of Bovines in the office of Epic's own super hard-working assistant editor, **Marie Javins**. Marie has had some of the biggest names in the business contribute drawings of cows to her wall. Among them: Jim Lee,

**Jay Muth**, **Mike Mignola**, and **Sergio Aragonés**. Now you see why it's called the Marvel Bullpen.

We exit the New York Smiler, and continue our stroll around the Marvel neighborhood. What's playing at the local theater? **THE STORY OF CHEESE**, perhaps? No, that was last week. This week, it's **ROBOCOP 2**, co-scripted by the hyperhot he-was-doing-ninjas-when-ninjas-weren't-cool **Frank Miller**. We are reminded of our comics adaptation of this ultrapopular film, which we might urge you to pick up, if you need your US RDA of lip-puckering, justice-dispensing cyborgs. It's by **Alan Grant**, **Mark Bagley**, and **Tony DeZuniga**—all firm believers in the separation of the four basic food groups.

Why, look! It's a record store! Wasn't there a mega-groovy group a few decades back known as the **Cowsills**? Why, sure there was! Maybe we can score one of their old albums on compact disc. While our fingers browse almost of their own accord, we happen upon the brand-new CD by the not-quite-yet-but-soon-to-be-superstars **Otis Ball and the Chain**. The album is called "I'm Gonna Love You 'Til I Don't," and it features back-up vocals on one song by the Buddha Singers. As fate would have it, three of the Buddha singers are Marvel's own—the tow-headed neo-Editor **Mike Rockwitz**, colorist-par-excellence **Steve Buccellato**, and our ever-smiling Direct Sales Manager **Lou Bank**. As Lou described it, "Otis serenaded us outside our window, and this inspired us to sing with him. It was one of the most sentimental moments of my life." Lou predicts that **Otis Ball and the Chain** will be "bigger than the sliced wheel."

Sliced wheel? A probable cheese reference. Further proof that dairy products have become part of the American culture. Why, someone would have to be a fool to not include dairy products as part of his/her everyday diet. Which reminds us, appropriately enough, that June is also the release of the first issue of the **FOOL-KILLER** Limited Series.

It's scripted by ultra eccentric **Howard the Duck** creator **Steve Gerber**, with art by the meta-talented newcomer to Marvel, **JJ Birch**. Steve created the Foolkiller character in the early seventies in an issue of his mucho-classic **MAN-THING** series. Now there's a whole new nutcase in the Foolkiller suit, and he's re-defined the meaning of the word "fool." We wonder if this might include those who won't drink their milk!

Well, it's getting late, and our trip round the neighborhood has come to an end. We're tired—but it's a good kind of tired. As we reflect back on our day, we can't help but realize what a large role such products as cheese, butter, and milk play in our lives. But some of us enjoy them perhaps a little too much. In a recent study, it was revealed that Wisconsin adults weighed in as the nation's most obese in a national survey—for the third consecutive year! The reason for their pleasant plumpness? Seems it's their high consumption of dairy products like cheese and butter. Perhaps there's a lesson to be learned here. (Say, isn't the pre-obese non-serial killer **Mark Gruenwald** from Wisconsin?)

Gotta scoot!



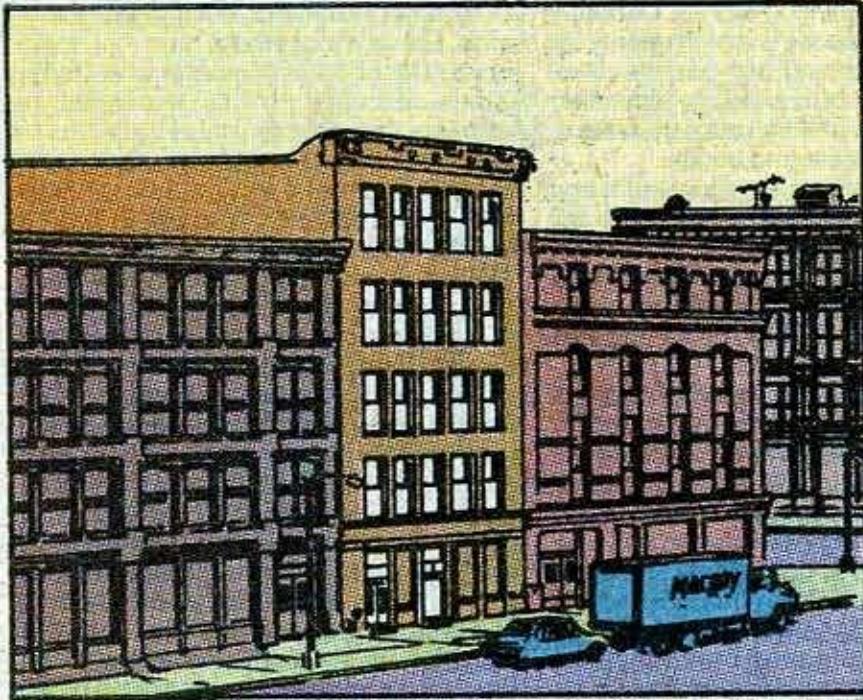
**O**UR FRIENDLY NEIGHBORHOOD SPIDER-MAN HAS MORE THAN HIS SHARE OF PROBLEMS, BUT HOUSING ISN'T ONE OF THEM! C'MON, LET'S TAKE A SNEAK PEEK AT:

# PETER & MJ'S NEW PAD!

DAN CUDDY WRITER    ELIOT BROWN ARTIST    R. PARKER LETTERS    P. BECTON COLOR    JIM SALICRUP EDITOR  
TOM DeFALCO, EDITOR IN CHIEF

WHEN THE MALEVOLENT MACHINATIONS OF JONATHON CAESAR HAD THEM EVICTED FROM THEIR LUXURY CONDO IN THE BEDFORD TOWERS, PETER AND MARY JANE MOVED IN TEMPORARILY WITH AUNT MAY IN FOREST HILLS.

HARDLY THE IDEAL ABODE FOR A YOUNG MARRIED COUPLE USED TO LIVING ON THEIR OWN!



HOWEVER, FORTUNE SMILED UPON THE HAPLESS HONEYMOONERS IN THE SHAPE OF THEIR LONGTIME COMPADRES, HARRY AND LIZ OSBORN, WHO INVITED THEM TO MOVE INTO THE TOP FLOOR LOFT OF THIS NEWLY RENOVATED BUILDING IN SOHO.

PETE AND MJ ARE STILL SETTLING INTO THEIR NEW PLACE. BETWEEN HER LONG HOURS ON THE SET OF AMERICA'S FAVORITE DAYTIME DRAMA, "SECRET HOSPITAL," AND HIS GRAD SCHOOL STUDIES, FREELANCE PHOTO ASSIGNMENTS, AND "CATCHING THIEVES JUST LIKE FLIES," THEY RARELY HAVE TIME TO SPEND AT HOME.

AS A MATTER OF FACT, NOBODY'S HOME NOW. WHAT DO YOU SAY WE TAKE A LOOK AROUND...?



PETE AND MJ HAVE DIVIDED THEIR SPACE UP INTO DIFFERENT "AREAS." THEY DECIDED NOT TO BUILD ANY ADDITIONAL WALLS, PREFERRING THE SPACIOUSNESS OF THE LOFT, EMBRACING A MINIMALIST AESTHETIC THAT WOULDN'T BE OUT OF PLACE IN SOME OF THE LOCAL ART GALLERIES AND HIGH FASHION CLOTHING STORES.

DINING AREA

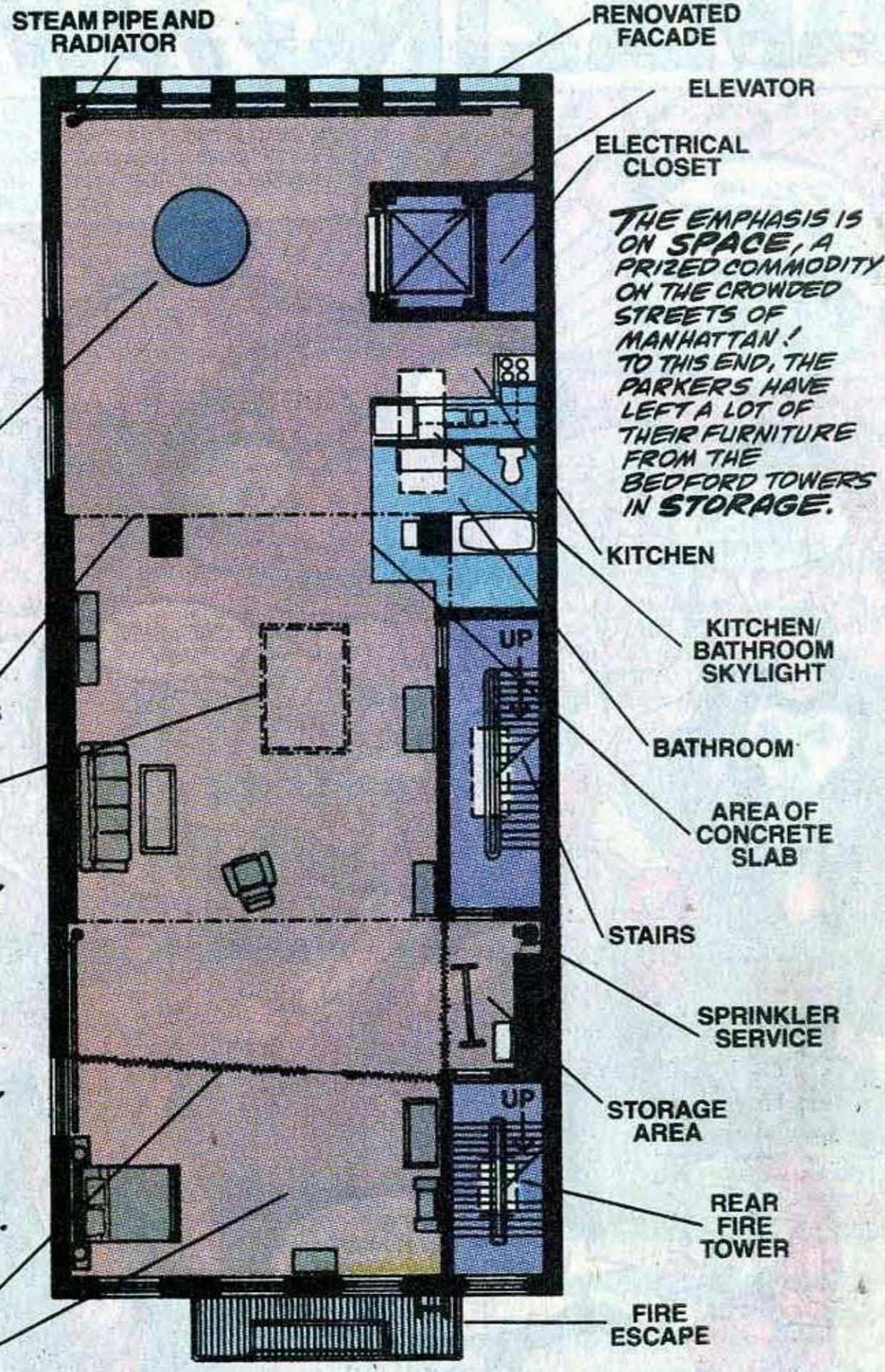
AREA OF SHEETROCKED (FINISHED) WALL, CEILINGS

SHEETROCKED LIVING ROOM SKYLIGHT

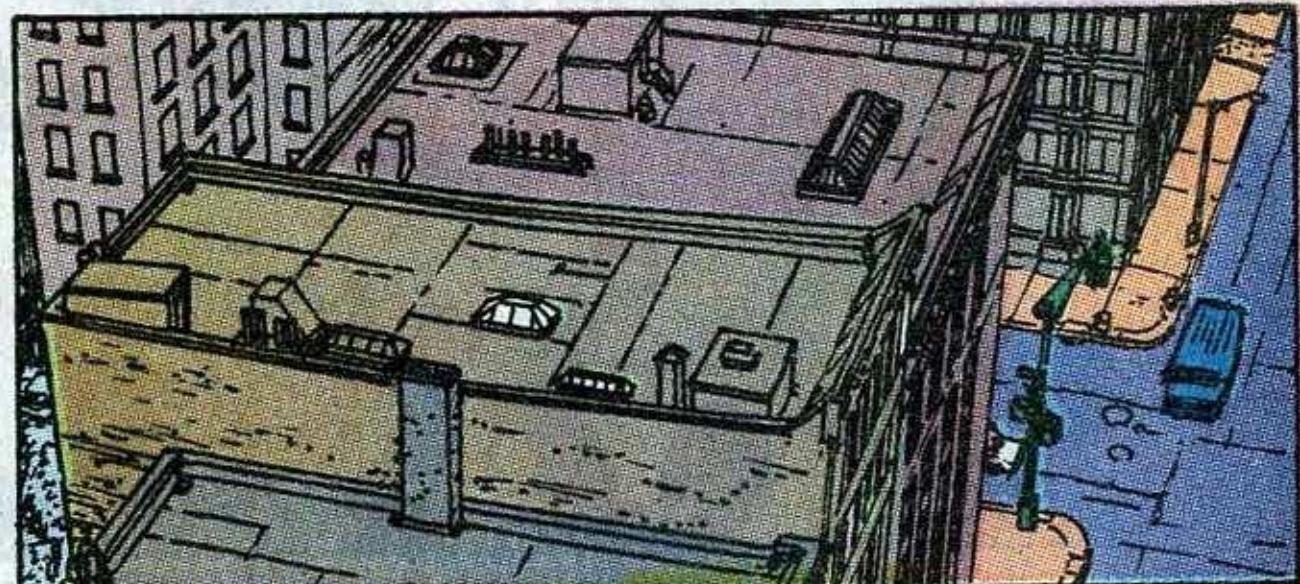
TWO SKYLIGHTS-- ONE ABOVE THE BATHROOM AND ONE ABOVE THE LIVING AREA-- OFFER AMPLE OPPORTUNITY FOR INCONSPICUOUS ENTRANCES AND EXITS-- A PRIMARY CONCERN AMONG WALL-CRAWLING, WEB-SLINGING, NON-MUTANT SUPER HEROES.

CURTAIN

BEDROOM AREA



SPEAKING OF EXITS, WE'D BETTER HIGH TAIL IT OUT OF HERE BEFORE PETE AND MJ GET BACK! NOT THAT IT'S WRONG FOR US TO BE CHECKING OUT THEIR NEW APARTMENT ON THE SLY, BUT I'VE GOT A FEELING THEY JUST WOULDN'T UNDERSTAND!



# AMAZING FANTASY

Starring...  
THE ASTONISHING  
ANT-MAN!

MAN BELIEVES HIMSELF THE MOST POWERFUL CREATURE ON OUR WORLD. BUT WHAT IF THE TRUE MASTERS OF EARTH LURK AMONG US SECRETLY--UNKNOWN, UNSEEN, WAITING FOR THAT AWFUL MOMENT WHEN THEY EMERGE TO SEIZE THEIR DESTINY?

WHAT THEN?

ANT-MAN  
MUST NOT  
ESCAPE!

HE MUST  
DIE!

SO COMMANDS  
THE SCARLET  
BEETLE!

THIS CAN'T BE  
HAPPENING! IT MUST  
BE SOME KIND OF CRAZY  
NIGHTMARE! BUT WHAT  
IF IT ISN'T?

WHAT IF IT  
ISN'T?

STORY:  
TONY  
ISABELA

ART:  
STEVE  
DITKO

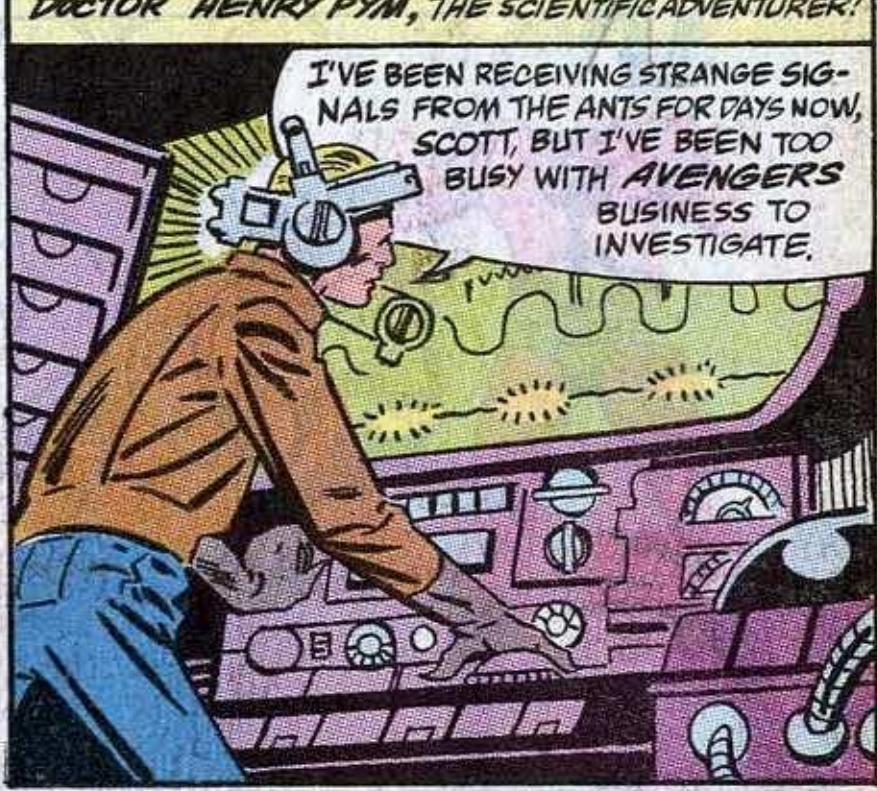
LETTERING:  
RICK  
PARKER

COLORING:  
BOB  
SHAREN

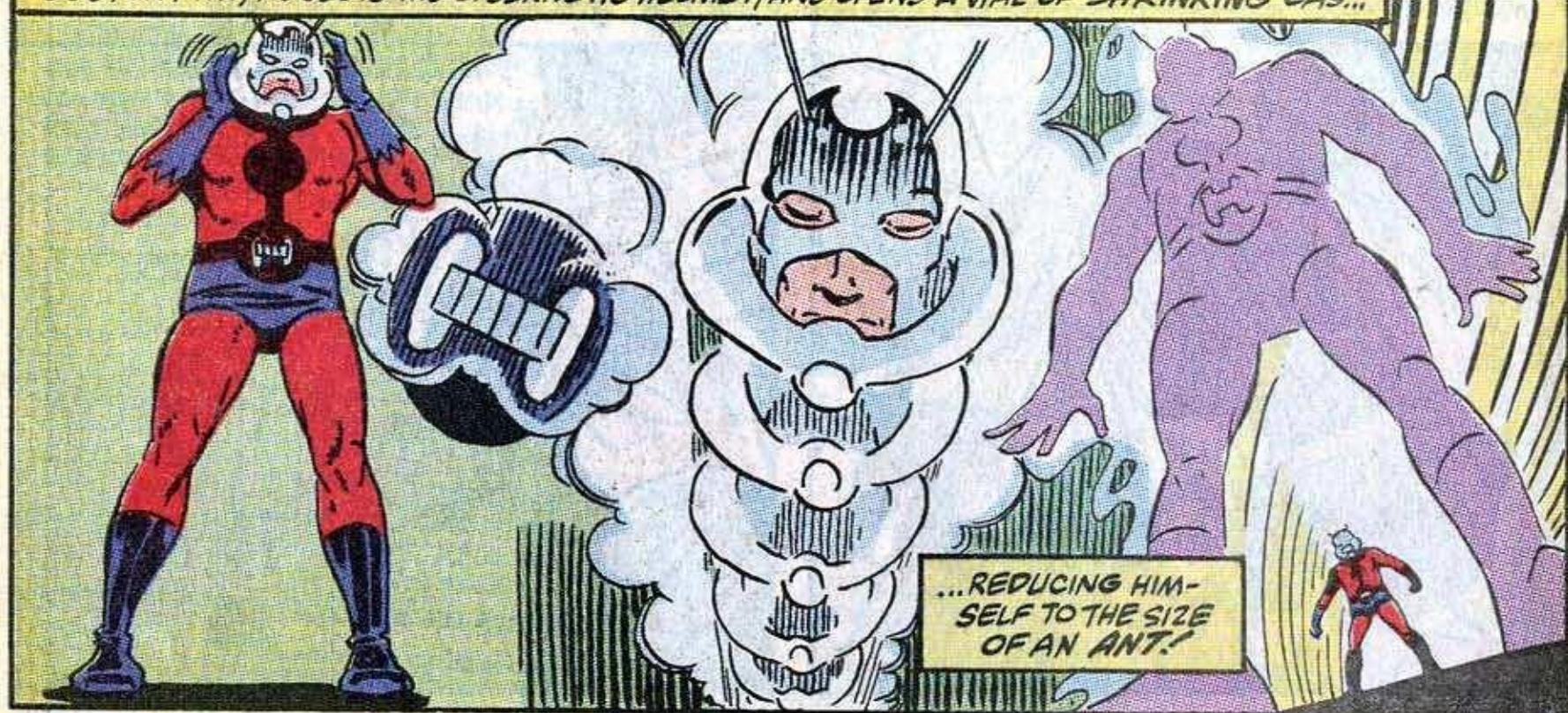
EDITOR: JIM  
SAUCERUP EDITOR IN CHIEF  
TOM  
DEFALCO

FEW OF US PAY EVEN SCANT ATTENTION TO THE TEEMING SOCIETY BENEATH OUR FEET-- THE INSECT WORLD!

THERE IS ONE MAN, HOWEVER, WHO IS EXTREMELY INTERESTED IN THAT DIMINUTIVE UNIVERSE. HE IS DOCTOR HENRY PYM, THE SCIENTIFICADVENTURER!



ENTRANCED, LANG IS HELPLESS TO RESIST THE EERIE SUMMONS. HE DONS THE COSTUME GIVEN HIM BY DOCTOR PYM, ADJUSTS HIS CYBERNETIC HELMET, AND OPENS A VIAL OF SHRINKING GAS...



"NOW I CAN CONTROL A SINGLE HUMAN MIND TEMPORARILY. BUT ONCE I UNLOCK THE SECRETS OF YOUR HELMET, I WILL BE ABLE TO INCREASE MY POWER IMMENSELY!"

"I WILL BE THE MASTER OF TWO WORLDS-- INSECT AND HUMAN!"



THAT SURE DOESN'T SOUND LIKE ANY WORLD I'D WANT TO LIVE IN, GRUESOME.

GET YOUR OWN HELMET!

NO!

AHHHH!

THE HELMET WILL BE MINE!



THOSE PINCERS COULD CUT ME TO RIBBONS! TIME TO CALL IN SOME REINFORCEMENTS!

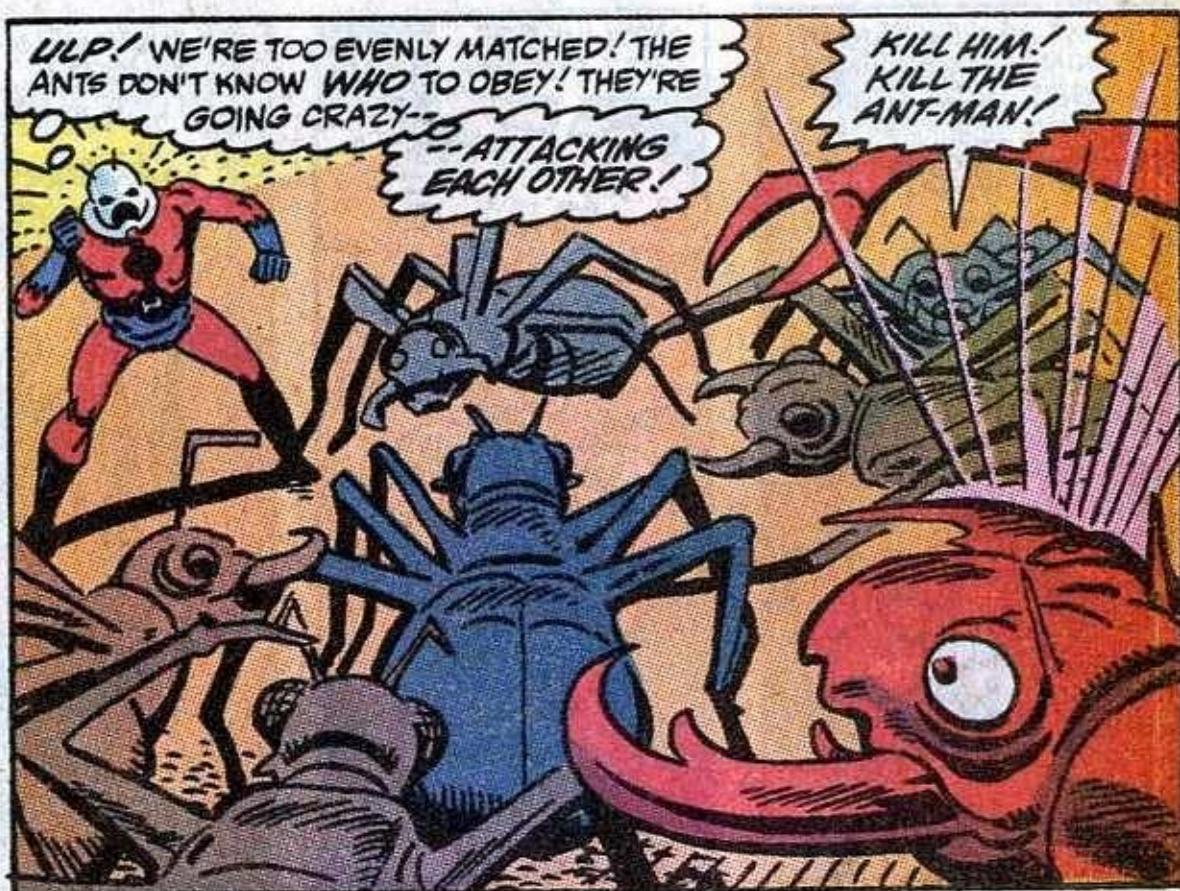
GO GET HIM, TROOPS!



UH! WE'RE TOO EVENLY MATCHED! THE ANTS DON'T KNOW WHO TO OBEY! THEY'RE GOING CRAZY--

--ATTACKING EACH OTHER!

KILL HIM! KILL THE ANT-MAN!



BENEATH THE WORLD OF MEN, TWO ARMIES BATTLE FOR SUPREMACY! AND IN THE INSANE FEROCITY OF THAT STRUGGLE, THEIR OWN WORLD IS TORN ASUNDER!



THE ANTS ARE TOO FRENZIED TO HELP ME! I'VE GOT TO GET OUT OF HERE MYSELF OR I'LL BE--



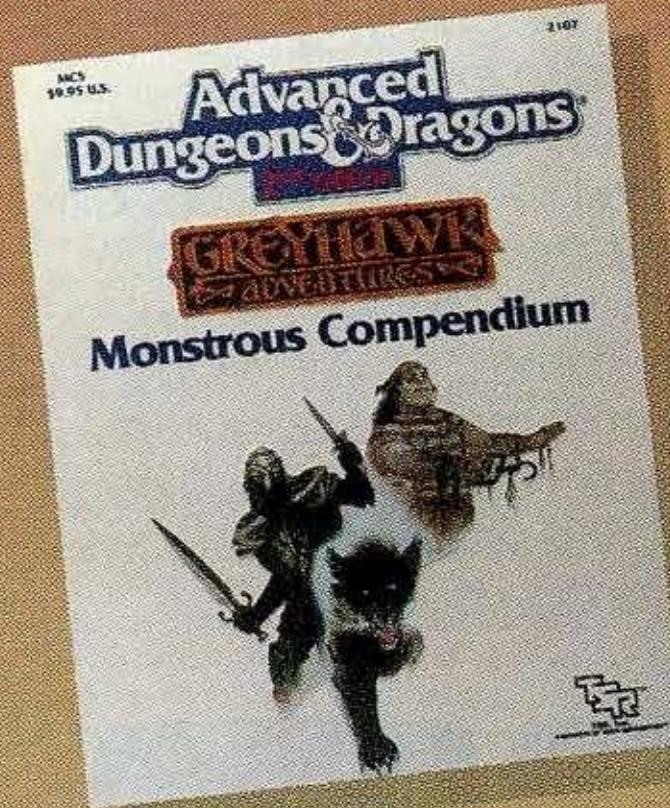
# ALL MONSTERS ARE NOT CREATED EQUAL!

These latest *Monstrous Compendiums* carefully detail all the important information about monsters from the AD&D® 2nd Edition fantasy settings.

In addition, these *Monstrous Compendiums* provide game rules making these volumes "must-haves" for your gaming collection.

MC4, *Monstrous Compendium, DRAGONLANCE® Appendix* includes favorite monsters that frequent the lands of Krynn in the world of the DRAGONLANCE® Saga.

Available Now!



MC6, *Monstrous Compendium, Kara-tur Appendix* describes all of the most sinister of the oriental monsters.  
On sale in July!

What's a fantasy role-playing game without monsters?  
Get your copies of all the new *Monstrous Compendiums* at your local toy, book or hobby store today!



MC5, *Monstrous Compendium, GREYHAWK® Appendix* features WORLD OF GREYHAWK monsters right down to the last talon and fang.

On sale in May!



AD&D, DRAGONLANCE, and WORLD OF GREYHAWK are registered trademarks owned by TSR, Inc.  
©1990 TSR, Inc. All Rights Reserved.

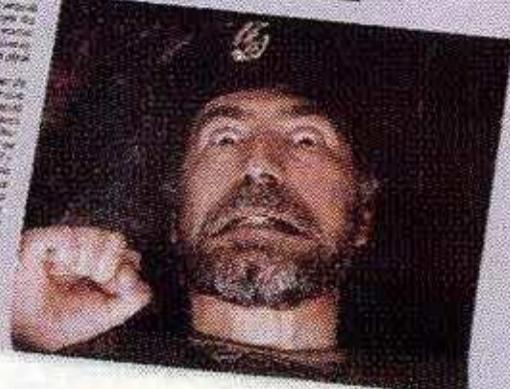
Read more FREE comics on **ReadComicOnline**

**Bad News**

FROM THE THIRTEENTH

SPORTS FINAL

# TERRORISTS GO NUKE



INTERPLANETARY PRESS



C ONE

# ALIENS MASTER MILITARY MINDS

POST BIKE STORM - Quoted in the newspaper, an account of the war that has been waged between the alien race and the human race. The war has been fought over thousands of years, with both sides fighting for survival. The alien race has been able to develop advanced technology, while the human race has been able to develop advanced weapons. The war has been fought over thousands of years, with both sides fighting for survival. The alien race has been able to develop advanced technology, while the human race has been able to develop advanced weapons.



# IF THE WORLD ENDS TOMORROW IT'S ALL YOUR FAULT.

Konami® and Ultra® are putting you under the gun by giving you the power and strength to save mankind from certain extinction.

In Super C™ and Snake's Revenge™ two new mega-hit mega-wars, you'll be bombed, blasted and befuddled by the vile alien Red Falcon and the world's premier madman Higharolla Kockamamie. From the onset of these onslaughts, they'll fight you tooth and claw with thousands of planet blistering weapons. And if your rocket launchers, flame throwers, laser guns and supreme wits fail

to overcome multiple levels of mass destruction, civilization will cease to exist. And you'll have no one to blame but yourself.

**KONAMI®**

Official Nintendo Seal of Quality

Licensed by Nintendo® for play on the Nintendo Entertainment System® Konami® is a registered trademark of Konami Industry Co., Ltd. Ultra® and ULTRAGAMES® are registered trademarks of Ultra Software Corporation. Super C™ is a trademark of Konami Inc. Snake's Revenge™ is a trademark of Ultra Software Corporation. Nintendo® and Nintendo Entertainment System® are registered trademarks of Nintendo of America Inc. © 1990 Konami Inc. All rights reserved.