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the

AMAZING SPIDER-MAN

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2 GREAT FEATURE-LENGTH SPIDER-MAN THRILLERS!

THE FANTASTIC FOUR
THINK I'M TRAPPED,
BUT THEY DON'T
SUSPECT MY
REAL POWER!



EXTRA ADDED ATTRACTION: SPIDER-MAN MEETS THE FANTASTIC FOUR, AS
"the CHAMELEON STRIKES!"

SPIDER-MAN

SCRIPT: STAN LEE • ART: STEVE DITKO • LETTERING: JOHNNY DEE

NOTE: SPIDER-MAN FIRST APPEARED AS A FEATURE IN AMAZING FANTASY #15 AUG. 1962. SO GREAT WAS YOUR RESPONSE VIA LETTERS AND POSTCARDS, THAT IT WAS DECIDED TO GIVE HIM HIS OWN MAGAZINE! A BRIEF SUMMARY FOLLOWS...

FREAK!
PUBLIC
MENACE!



SURE, YOU'VE READ MANY STORIES ABOUT MANY DIFFERENT MAGAZINE HEROES! BUT THERE'S NEVER BEEN A STORY LIKE THIS ONE-- BECAUSE THERE'S NEVER BEEN A HERO LIKE---
SPIDER-MAN!

OUR SCENE IS THE BEDROOM OF PETER PARKER, THE TEEN-AGE STUDENT WHOM MANY CONSIDER TO BE A SHY BOOKWORM... BUT, OH, IF THEY ONLY KNEW!



BUT WHILE I WAS BUSY SHOWING OFF, AN ARMED BURGLAR FIRED ONE FATAL SHOT AT UNCLE BEN WHEN HE WAS SURPRISED ROBBING OUR HOUSE!"

"AS SOON AS I LEARNED WHAT HAD HAPPENED, I SPED THRU THE CITY VIA MY SPIDER'S WEB, LUSTING FOR VENGEANCE!"

"AND I SOON CAUGHT THE KILLER, AND TURNED HIM OVER TO THE POLICE!"



AND NOW, UNCLE BEN IS GONE, AND AUNT MAY AND I ARE ALONE!





THAT NIGHT, AS THE AUDIENCE IS AMAZED BY SPIDER-MAN'S PROWESS, NONE SUSPECT THE **REAL** REASON THAT PETER PARKER COULDN'T BE IN THE AUDIENCE ...

I COULDN'T
VERY WELL BE
DOING THIS ACT
AND SITTING IN
THE AUDIENCE ALSO!



FINALLY, AFTER THE SHOW...

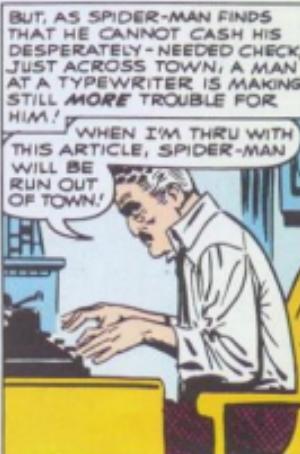
IT'S TIME TO PAY
YOU, SPIDER-MAN,
BUT I CAN'T GIVE
YOU CASH! I'VE
GOT TO GIVE YOU
A CHECK, SO
THERE'S A RECORD
FOR TAXES! WHAT
NAME SHOULD I
WRITE THE CHECK
OUT TO?

NAME??
I CAN'T
TELL YOU
MY REAL
NAME! NO
ONE MUST
KNOW MY
IDENTITY!

JUST MAKE
OUT THE CHECK
TO SPIDER-
MAN!

OKAY,
YOU'RE THE
BOSS! BUT
YOU'LL HAVE
A MIGHTY
TOUGH TIME
CASHING IT!

A TOUGH TIME CASHING
IT, EH? WELL, WE'LL
JUST SEE ABOUT THAT!



THIS HAPPENED! LOOK AT THIS EDITORIAL! THE PAPER HAS EVERYONE SO STEAMED UP, THEY'LL PROBABLY TOSS YOU IN JAIL IF YOU SHOW YOUR FACE!

**BUT WHY?
WHAT HAVE THEY GOT AGAINST ME?
WHAT HAVE I DONE?**



BUT, NOT SATISFIED WITH MERELY WRITING EDITORIALS, J. JONAH JAMESON, PUBLISHER OF THE POWERFUL "DAILY BUGLE" DELIVERS LECTURES ALL OVER TOWN...

**WE CANNOT ALLOW THAT MASKED MENACE TO TAKE THE LAW INTO HIS OWN HANDS!
HE IS A BAD INFLUENCE ON OUR YOUNGSTERS!**



CHILDREN MAY TRY TO IMITATE HIS FANTASTIC FEATS!

THINK WHAT WOULD HAPPEN IF THEY MAKE A HERO OUT OF THIS LAWLESS, INHUMAN MONSTER! WE MUST NOT PERMIT IT!



"I SAY THAT SPIDER-MAN MUST BE OUT-LAWED! THERE IS NO PLACE FOR SUCH A DANGEROUS CREATURE IN OUR FAIR CITY!"



THE YOUTH OF THIS NATION MUST LEARN TO RESPECT **REAL HEROES -- MEN SUCH AS MY SON, JOHN JAMESON, THE TEST PILOT! NOT SELFISH FREAKS SUCH AS SPIDER-MAN -- A MASKED MENACE WHO REFUSES TO EVEN LET US KNOW HIS TRUE IDENTITY!**



I DON'T GET IT! HOW DO OTHER SUPERHUMAN GUYS, LIKE THE FANTASTIC FOUR AND THE ANT MAN, GET AWAY WITH IT?? NOBODY BOthers THEM! AND THEY ALWAYS SEEM TO MAKE ENOUGH DOUGH!

BAH! I DON'T EVEN BELIEVE THAT THERE IS A SPIDER-MAN! IT'S ALL A PUBLICITY STUNT!



WELL, IF I CAN'T MAKE A LIVING AS SPIDER-MAN, THE ONLY OTHER THING TO DO IS FIND A PART-TIME JOB! I'LL TAKE A LOOK THRU THE WANT ADS...



BUT AGAIN PETER PARKER MEETS WITH FRUSTRATION...

SORRY, SONNY! I AIN'T LOOKIN' FOR A SCHOOL KID! THE JOB I ADVERTISED IS FOR A MAN!



SAY -- THAT LOOKS LIKE -- IT IS! IT'S AUNT MAY! I WONDER WHERE SHE'S GOING?



OH, NO! SHE'S PAWNING HER JEWELRY!

SHE MUST BE DESPERATE FOR MONEY! BUT SHE DOESN'T WANT ME TO KNOW! SHE DOESN'T WANT TO WORRY ME!



FOR ME! SHE'S DOING IT ALL FOR ME! AND THERE'S NO WAY I CAN REPAY HER! NO WAY I CAN HELP HER! I CAN'T EVEN FIND A JOB!



EXTRA! JOHN JAMESON, SON OF THE PUBLISHER OF THE "DAILY BUGLE" ABOUT TO ORBIT EARTH!
EXTRA!

IT'S ALL HIS FAULT! BECAUSE OF HIM, I CAN'T PERFORM IN PUBLIC AS THE SPIDER-MAN!



BUT I CAN'T GIVE UP! I'VE GOT TO EARN SOME MONEY--SOMEHOW!

I CAN'T LET AUNT MAY DOWN! EVEN IF IT MEANS THE SPIDER-MAN WILL AGAIN STALK THE CITY BY NIGHT!



SPIDER-MAN

NEXT DAY, HAVING NOTHING BETTER TO DO,
PETER PARKER FINDS HIMSELF AMONG THE
SPECTATORS ANXIOUSLY AWAITING THE ORBIT
FLIGHT OF JOHN JAMESON!

IT SURE MUST
TAKE A LOT OF
COURAGE TO
GO UP IN ONE
OF THOSE
BABIES!

I'LL BET EVEN SPIDER-
MAN WOULD THINK
TWICE BEFORE VOLUN-
TEERING FOR THIS
RIDE, HUH?

I SUPPOSE
SO...

PART
2

FIFTEEN MINUTES
TO BLAST-OFF!
ALL UNAUTHOR-
IZED PERSONNEL
CLEAR THE FIELD!



THIS IS IT, JOHN!
MAKE YOUR COUNTRY
PROUD OF YOU, SON--
AS PROUD AS I, YOUR
FATHER, AM TODAY!

I'LL DO MY BEST,
DAD -- I PROMISE!

GOOD LUCK
TO YOU,
BOY!

MINUTES LATER, THE CAPSULE, WITH JOHN
JAMESON INSIDE, IS SET IN ORBIT BY
A PERFECT LAUNCH ...



BUT THEN, DISASTER STRIKES! A SMALL SECTION OF THE FORWARD GUIDANCE PACKAGE BREAKS LOOSE FROM THE CAPSULE, AND FALLS INTO SPACE...



WITHOUT THIS ESSENTIAL GUIDANCE UNIT, THE CAPSULE GOES INTO AN ERRATIC ORBIT, COMPLETELY OUT OF CONTROL!



THIS FLASHING RED LIGHT, IT CAN MEAN ONLY ONE THING! I'VE LOST THE HEART OF THE GUIDANCE DEVICE! THERE IS NO WAY TO DIRECT THE CAPSULE NOW!



MEANWHILE, MILES AWAY...



CAPSULE IS OUT OF CONTROL, SIR! COMPONENT 24-3B HAS BROKEN LOOSE! CONDITION RED!

WHAT'S THAT?? WITHOUT THE MISSING PART HE WILL CONTINUE TO GO INTO LOWER AND LOWER ORBIT UNTIL HE CRASHES TO EARTH!

GENTLEMEN, WE HAVEN'T MUCH TIME! WE MUST FIND SOME WAY TO SAVE JOHN JAMESON'S LIFE, EVEN THOUGH THE CAPSULE IS DOOMED!



ACTING WITH DESPERATE SPEED, THE SPACE TECHNICIANS ATTEMPT TO DROP A STEEL NET TO CATCH THE CAPSULE, BUT WITH NO SUCCESS!



A COMPLETE MISS! WE'VE GOT TO FIND A BETTER WAY!

WHILE, UNSUSPECTED BY ALL, A BETTER WAY DOES EXIST! IN THE FORM OF PETER PARKER, WHO HAS OBSERVED THE ENTIRE DRAMATIC EVENT...



THERE'S ONLY ONE PERSON WHO CAN SAVE JOHN JAMESON...

...AND THAT IS...
SPIDER-MAN!



I'VE GOT TO REACH THE
MISSILE CONTROL CENTER
THE FASTEST WAY--THE
WAY THAT ONLY SPIDER-
MAN CAN TAKE!



MADE IT!
AND NOW...



WE HAVE A SPARE
24-3B GUIDANCE UNIT...
BUT THERE IS NO WAY
TO GET IT TO JAMES-
SON IN TIME!

YOU'RE WRONG!
THERE IS A WAY!

SPIDER-MAN!



LET ME HAVE
THE MISSING
UNIT! I'LL
GET IT TO
THE CAPSULE
SOMEHOW!

VERY WELL! SPIDER-MAN--
BAM! HE'S
JUST A PUBLICI-
TY SEEKING
PHONY! HE'S
TRYING TO GRAB
A HEADLINE!
WHAT CAN WE DO?



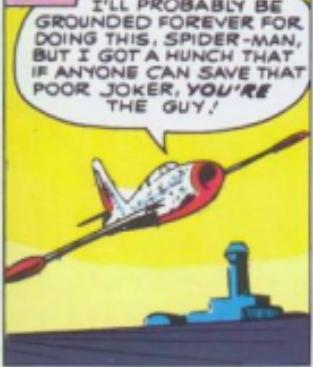
INSTEAD OF FLAPPING YOUR
LIPS, MISTER--JUST WATCH
AND SEE WHAT I CAN DO!

WAIT!





WITHIN SECONDS, THE MIGHTY COSTUMED FIGURE HAS COMMANDEERED A PLANE AND A PILOT, AS THEY TAKE TO THE AIR...





SPIDER-MAN

PART
3



SPIDER-MAN SUCCEEDED!
THE CAPSULE IS ABOUT
TO LAND!

MY BOY!
HE'S **SAFE**!



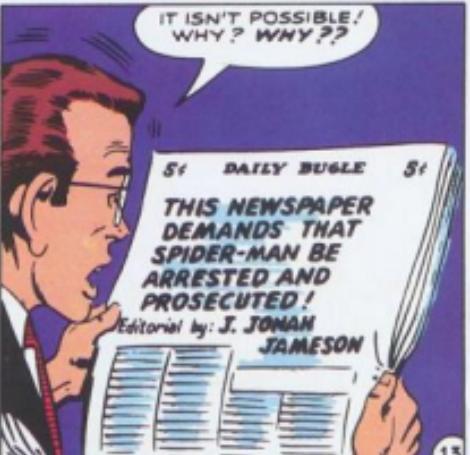
I'D BETTER MAKE MYSELF SCARCE NOW! I'D JUST BE EMBARRASSED IF EVERYONE WANTS TO CONGRATULATE ME AND MAKE A BIG FUSS ABOUT WHAT I'VE DONE!



ANYWAY, FROM NOW ON I GUESS I SHOULDN'T HAVE ANY TROUBLE ABOUT PERFORMING IN PUBLIC! I'LL BET EVEN MISTER JAMESON HIMSELF WOULD HIRE ME!



BUT, WHEN HE READS THE NEXT EDITION OF THE NEWSPAPER, PETER PARKER IS ASTOUNDED TO SEE ...



IT WAS ALL A PLOT BY SPIDER-MAN TO STEAL THE SPOTLIGHT FROM MY SON! I ACCUSE SPIDER-MAN HIMSELF OF SABOTAGING THE CAPSULE SO THAT THE GUIDANCE UNIT WOULD FALL OFF!



SPIDER-MAN UNLAWFULLY BROKE INTO A MILITARY BASE AND COMMANDERED A PLANE BY FORCE!

THEN, BY MEANS OF A GRAND-STAND PLAY, HE TRIED TO MAKE A HERO OF HIMSELF, BUT HE CAUSED AN IMPORTANT MISSILE TEST TO FAIL AND SET OUR SPACE PROGRAM BACK BY MANY WEEKS! I REPEAT--SPIDER-MAN IS A MENACE TO AMERICA!

UNFORTUNATELY, IF SOMETHING IS SHOUTED LOUD ENOUGH, THERE ARE ALWAYS THOSE WHO WILL BELIEVE IT...



AND, FINALLY--UNDER PRESSURE OF THE ANGRY NEWSPAPERMAN'S CONTINUAL BARRAGE...

WANTED

REPORT HIM TO NEAREST F.B.I. OFFICE

CAUTION:
HE IS
DANGEROUS

SPIDER-MAN
REWARD FOR HIS CAPTURE

OH DEAR, I CERTAINLY HOPE THEY FIND THAT HORRIBLE SPIDER-MAN AND LOCK HIM UP BEFORE WE CAN DO ANY HARM!

WHAT DO I DO NOW?
HOW CAN I PROVE I'M NOT DANGEROUS? HOW CAN I CONVINCE PEOPLE THAT I WASN'T RESPONSIBLE FOR THE FAILURE OF THAT CAPSULE?

EVERYTHING I DO AS SPIDER-MAN SEEMS TO TURN OUT WRONG!
WHAT GOOD IS MY FANTASTIC POWER IF I CANNOT USE IT??

OR, MUST I BE FORCED TO BECOME WHAT THEY ACCUSE ME OF BEING??
MUST I REALLY BECOME A MENACE? PERHAPS-- THAT IS THE ONLY COURSE LEFT FOR ME!



AND SO, A LONELY BOY SITS AND BROODS, WITH THE FATE OF SOCIETY AT STAKE! WHAT WILL HIS DECISION BE? WHAT WILL SPIDER-MAN DO NEXT?? ONLY TIME WILL TELL!

The END

SPIDER-MAN

VS. THE CHAMELEON!



HOW CAN YOU DEFEAT A MAN WHO CAN CHANGE HIS IDENTITY BEFORE YOU CAN CATCH HIM?? PERHAPS YOU DON'T KNOW THE ANSWER, BUT THE SPIDER-MAN WAS DETERMINED TO FIND OUT--NO MATTER WHAT THE COST!

**EXTRA BONUS
EXTRA!!**
IN THIS SAME AMAZING TALE YOU WILL MEET AMERICA'S MOST FAMOUS, MOST COLORFUL GROUP OF SUPER-ADVENTURERS THE FANTASTIC FOUR!!

SCRIPT..... STAN LEE
ART..... STEVE DITKO
LETTERING.... JOHN DUFFI

WE KNOW HIM AS PETER PARKER... BUT THE WORLD KNOWS HIM ONLY AS SPIDER-MAN!

SAY! WHY DIDN'T I THINK OF IT BEFORE? THERE'S THE WAY I CAN MAKE SOME MONEY--BY JOINING THE FANTASTIC FOUR!

THEY'LL PROBABLY JUMP AT THE CHANCE TO HAVE A TEENAGER WITH SUPER POWERS WORKING WITH THEM! IT'LL BE A NATURAL!

HERE'S THEIR PRIVATE ELEVATOR, BUT THE BLAMED THING ISN'T WORKING!

UH OH--I FORGOT! IT CAN ONLY BE OPERATED BY ONE OF THE FOUR, USING A SPECIAL ELECTRONIC BEAM!



WELL, THAT WON'T STOP SPIDER-MAN! FORCING A COUPLE OF LOCKED DOORS OPEN IS MERE CHILD'S PLAY FOR--HECK! I DIDN'T FIGURE THE ELEVATOR WOULD BE ABOVE ME! NO ROOM TO CLIMB PAST IT!

MINUTES LATER, PETER PARKER REACHES THE ROOF OF AN ADJOINING BUILDING...

WELL, THERE'S MORE THAN ONE WAY TO SKIN A CAT! I SHOULD'VE THOUGHT OF THIS RIGHT AWAY!

THEY'LL PROBABLY BE TWICE AS IMPRESSED WHEN THEY SEE HOW EASILY I GET INTO THEIR PRIVATE SKYSCRAPER HEADQUARTERS!



AT THAT MOMENT, AN ALARM RINGS IN THE READY ROOM OF THE FANTASTIC FOUR...



MEANWHILE, DOWN BELOW...

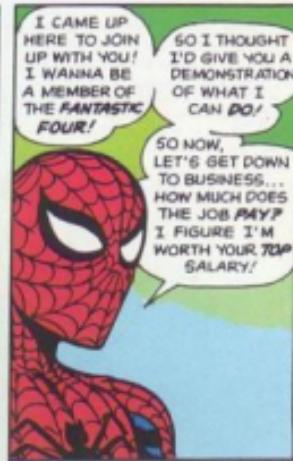
IT'S THE SPIDER-MAN! WHAT A BONUS I'LL GET FOR THIS SHOT!

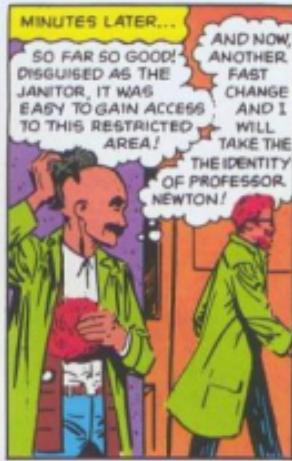
HE BALANCES HIMSELF ON THAT STRAND OF WEB LIKE A HUMAN SPIDER!

HE MUST BE SOME KINDA NUT TO THINK HE CAN TAKE US BY SURPRISE!









SPIDER-MAN HAS THE POWERS AND INSTINCTS OF A SPIDER! SO I WILL SEND HIM A MESSAGE THAT ONLY HIS SPIDER SENSES WILL BE ABLE TO PICK UP!



CALLING SPIDER-MAN! MEET ME ON ROOF OF LARK BUILDING AT TEN TONIGHT! IT WILL BE VERY PROFITABLE FOR YOU!



AND MILES AWAY, AT A NEIGHBORHOOD MUSEUM, WHERE PETER PARKER IS STUDYING THE SPIDER EXHIBIT...

SOMEONE IS TRYING TO CONTACT SPIDER-MAN! I CAN SENSE THE FREQUENCY WAVES! BUT WHO--?



WELL, NO MATTER WHO IT IS, I CAN'T AFFORD TO PASS UP A CHANCE FOR PROFIT! I'LL JUST LEAVE MY CLOTHES UP HERE, AND THEN...



A FEW MINUTES BEFORE TEN P.M....

ALMOST TIME FOR ME TO TAKE OVER THE ELEVATOR NIGHT SHIFT!

YES, IT IS TIME! BUT NOT FOR YOU--FOR THE CHAMELEON!



AFTER BINDING AND GAGGING THE REAL ELEVATOR OPERATOR, THE BOOBUS ONE BRAZENLY TAKES HIS PLACE!

IT'S ABOUT TIME! I'M BUSHED!



THEN, ONCE INSIDE THE ELEVATOR...

SO FAR, MY TIME-TABLE IS RUNNING RISK TO THE SPLIT-SECOND! NOW TO CHANGE TO MY SPIDER-MAN GUISE!



AND FINALLY...

SPIDER-MAN! HOW DID YOU GET IN? WHAT DO YOU WANT?

THOSE MISSILE DEFENSE PLANS WHICH YOU'RE HOLDING!



I CAN'T BELIEVE IT! YOU--A TRAITOR! WAIT--

MY WEB WILL KEEP YOU A PRISONER UNTIL I CAN ESCAPE!

THIS ARTIFICIAL WEB ISN'T AS STRONG AS SPIDER-MAN'S REAL ONE, BUT NO ONE'LL NOTICE THE DIFFERENCE!



SECONDS LATER...

HELP! POLICE!
SPIDER-MAN'S
HEADING FOR
THE ROOF WITH
STOLEN PLANS!
HELP!!

HE FINALLY
BROKE FREE!
GOOD! IT'S ALL
GOING ACCORD-
ING TO PLAN!

HERE'S MY
SHIP! I CAN'T
FAIL NOW!

I'LL BE
GONE JUST
BEFORE THE
REAL SPIDER-
MAN GETS
HERE!

I'M SORRY I WON'T BE THERE
TO HEAR SPIDER-MAN TRY TO
TALK HIMSELF OUT OF MY TRAP!

STRANGE -- THAT
HELICOPTER MUST
HAVE JUST LEFT
THE ROOF I'M
HEADING FOR!

I WONDER WHO SENT FOR
ME? NOBODY IS WAITING
ON THE ROOF!

LOOK!
THERE HE IS!

FREEZE,
SPIDER-MAN!
WE WANT THOSE
SECRET PLANS
YOU STOLE!

PLANS?
STOLE?...
I'M BEGINNIN'
TO SMELL
A RAT!

I DON'T KNOW
WHAT THIS IS ALL
ABOUT, BUT
NOBODY'S FRAMIN'
ME FOR ANYTHING!

THAT'LL
HOLD YOU
TILL I CAN
GET AWAY!

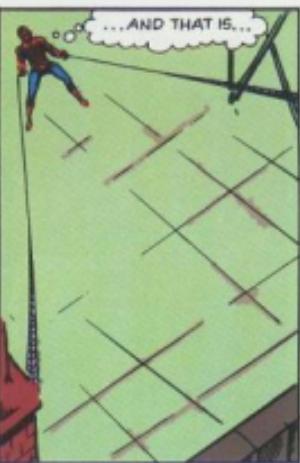
WHAT A FOOL
I WAS! THE MESSAGE
WAS A TRICK TO PIN A
CRIME ON ME! AND I
FELL FOR IT!

BUT WHO COULD HAVE...?
WAIT! THAT HELICOPTER!
THE PILOT IS THE ONE THE
POLICE REALLY WANT!

IF HE HASN'T
FLOWN TOO FAR,
I CAN USE MY
SPIDER'S SENSES
TO "TUNE IN" ON
THE SHIP... GET
ITS LOCATION!

GOT HIM!
HE'S OUT
TOWARDS THE
WATERFRONT.
I'VE GOT TO
STOP HIM!





AND, BEFORE THE POLICE HAVE LEFT
THE LARK BUILDING ROOF...

HERE'S THE GUY
YOU'RE LOOKIN' FOR!
THE GUY WHO STOLE
THOSE PLANS AND
IMPERSONATED ME!

BUT IN THE NEXT SPLIT-SECOND, THE
WILY CHAMELEON DROPS A TINY SMOKE
PELLET, AND BREAKS FREE IN THE
CONFUSION...

BEFORE THEY
KNOW WHAT HAPPENED,
I'LL HAVE TAKEN A NEW
DISGUISE, AND BE FREE!

HE CAN'T GET OUT
OF THE BUILDING! ALL
EXITS ARE GUARDED!
SEARCH EVERY ROOM!





SECRETS of SPIDER-MAN'S WEB

SO FANTASTICALLY STRONG IS SPIDEY'S WEB, THAT IF IT WERE POSSIBLE TO INCREASE ITS THICKNESS TO A HALF-INCH, ONE STRAND WOULD BE ENOUGH TO HOLD THE MIGHTY-MUSCLED THING A PRISONER FOR LIFE!

THE SPECIAL WEBBING IS ALSO 90% FIREPROOF! UNLESS HE INTENSIFIED HIS FLAME TO A GREAT DEGREE, IT COULD EVEN HOLD THE HUMAN TORCH UNDER NORMAL CONDITIONS!

SPIDER-MAN'S WEBBING IS ALSO CAPABLE OF STRETCHING TO A LIMITED DEGREE, THOUGH ITS POWER CAN NOT COMPARE TO THAT OF MR. FANTASTIC'S!

AND TO COMPLETE OUR COMPARISON WITH THE FANTASTIC FOUR, SPIDEY'S WEBBING DISAPPEARS INTO NOTHINGNESS AFTER ONE HOUR HAS ELAPSED... BEING AS IMPOSSIBLE TO FIND AS THE INVISIBLE GIRL!



HAVING DEVOTED MANY LONG HOURS OF PRACTICE TO THE OPERATION OF HIS WEB, THE TERRIFIC TEEN-AGER CAN NOW USE IT IN MANY DIFFERENT WAYS...

As a shield...

A PARACHUTE...

A SAFETY NET...



As a barrier...



As a shield...



As a club...



OR PLAIN, SIMPLE STICKY GLUE!