

# THE CHAMELEON CONSPIRACY

PART 1

MARVEL

67 LGY#  
868

the AMAZING  
**SPIDER-MAN**

SPENCER  
FERREIRA  
FAUCHER  
HOLLOWELL

IT'S CALLED  
THE HIDING  
PLACE.

NOT THE MOST CREATIVE  
OF NAMES, BUT THEN I SUPPOSE  
THE MEN WHO BUILT IT WASTED ALL  
THEIR CREATIVITY COMING UP WITH  
THE ENHANCED INTERROGATION  
TECHNIQUES THEY EMPLOY HERE.

IT SITS IN A  
MOUNTAIN RANGE JUST  
ON THE SYMKARIAN  
SIDE OF THE BORDER  
WITH LATVERIA.

IN THE SPIRIT OF  
INTERNATIONAL RELATIONS,  
THE SYMKARIANS WERE  
HAPPY TO LET THEM SET  
UP SHOP THERE, ON  
ONE CONDITION--

--THAT SYMKARIANS GET  
TO USE THE FACILITIES  
**THEMSELVES** ON  
OCCASION.

I HATE PLACES LIKE THIS.  
CELLS FULL OF TERRORISTS,  
ARMS DEALERS, AND  
DESPOTS GUARDED OVER  
BY TORTURERS WITH THEIR  
OWN AGENDAS--

--BUT I'M NOT  
HERE FOR ANY  
OF THEM.

NO, THE  
MAN I'M  
HERE FOR--

--HE COULD BE ANYONE.



DAVID.

I HELD DAVID IN MY ARMS AND FELT HIM DIE.

I CRADLED HIS HEAD IN MY HANDS, AND I CAN STILL FEEL IT--SO HEAVY.

AND NOW I'M GOING TO MEET THE MAN WHO KILLED HIM.

IT'S NOT THE FIRST TIME.

BUT THE LAST TIME I WAS IN THE SAME ROOM AS HIM,\* I WAS WITH MY BROTHER, WHO IS THE KINDEST, NOBLEST SOUL I HAVE EVER KNOWN.

HE WOULD NEVER BE PARTY TO A MURDER, NO MATTER HOW MUCH IT MIGHT BE EARNED.

\*BACK IN ASM #836!

NEEDLESS TO SAY--

OPTICAL SCAN VERIFIED.



--I AM  
NOT MY  
BROTHER.

AH,  
THERE YOU  
ARE...

...TERESA  
PARKER.

AT LONG  
LAST.

HELLO,  
DMITRI.

**BLAM!**

PETER PARKER was bitten by a radioactive spider and gained the proportional speed, strength and agility of a SPIDER, adhesive fingertips and toes and the unique precognitive awareness of danger called "SPIDER-SENSE"! After the tragic death of his Uncle Ben, Peter understood that with great power there must also come great responsibility. He became the crimefighting super hero called...

*The Amazing*

# SPIDER-MAN

**CHAMELEON CONSPIRACY Part 1**

Peter Parker's life has been crazier than usual, causing him to lose track of several important people in his life. One such person is his old friend Betty Brant who returned to NYC, surprising Peter with the news that she is pregnant!

But some people Peter lost track of haven't forced themselves back into Peter's life. For instance, Silver Sable has been nursing herself back to health, thanks to her shady boyfriend, the Foreigner. When last we saw them, Foreigner was in league with Chameleon, but Spidey and his superspy sister, Teresa Parker, put an end to that. Teresa's interest in Chameleon was galvanized when he killed her fellow spy/boyfriend, David.

Peter has also lost track of much of his fellow grad student classmates. One of them, Jamie, enlisted Peter to help create the Clairvoyant, which can view possible futures. Peter could really use that invention to see just how his neglect is about to blow up in his face.

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BETTY  
BRANT.

SHE WAS  
MY FIRST  
SWEETHEART.

THEN SHE  
WAS THE DAILY  
BUGLE'S BEST  
REPORTER.

AND NOW...  
NOW SHE'S--  
SHE'S--

BETTY,  
YOU'RE--  
YOU'RE--

BACK IN  
TOWN, YES.  
DOCTORS DIDN'T  
WANT ME TO FLY,  
BUT HERE  
I AM.

THAT'S--

BURYING  
THE LEDE,  
I KNOW.

WHY DIDN'T YOU  
TELL ME?!

I THINK  
YOU MEAN, "WHY  
DIDN'T I RESPOND TO  
ANY OF YOUR **SEVEN  
HUNDRED** TEXTS OR  
VOICE MAILS,  
BETTY?"

AND SHE'S **RIGHT**,  
OF COURSE.  
BUT THEN MY LIFE HAS BEEN--

--MY LIFE.

WELL,  
ARE YOU  
GOONA?

CONGRATULATIONS!

YOU SHOULD  
BE EXTREMELY  
GLAD MJ IS NOT  
HERE TO SEE HOW  
BAD YOU ARE  
AT THIS.

## A FEW MINUTES AND COFFEES LATER...

OBVIOUSLY, THEY WERE NOT KEEN ON THE IDEA OF ME FLYING--BUT I TOLD THEM--THERE'S NO WAY I'M MISSING THIS.

IT'S THE BIGGEST STORY OF MY CAREER. A REAL CHANCE TO PROVE THE BUGLE CAN BE A HOME FOR INVESTIGATIVE JOURNALISM STILL.

OKAY, BUT--AND I DON'T MEAN TO BE RUDE, BUT--CAN I ASK--

ABOUT THE FATHER?

THAT'S ACTUALLY WHAT I WANTED TO TALK TO YOU ABOUT.

YOU HAVE TO PROMISE ME, THOUGH--THIS CAN'T GO BEYOND ME AND YOU. TOP SECRET. NOT EVEN MARY JANE.

BUT PETER, IT'S THE BEST PART.

BUT AS SOON AS SHE SAYS IT--AS SOON SHE GRABS MY HAND WITH THAT EXCITEMENT, THAT FERVOR, I KNOW IT ISN'T.

IN FACT, IT'S THE WORST POSSIBLE PART.

IT'S NED'S.

NOW, I KNOW WHAT YOU'RE THINKING-- NED PASSED YEARS AGO, BETTY'S DELUSIONAL.

AND THAT'S NOT WHAT I'M THINKING RIGHT NOW. NOT EVEN CLOSE. AFTER ALL--

--I KNOW NED LEEDS--BETTY'S DEPARTED HUSBAND-- WAS BACK FROM THE DEAD.

CLONED BY THE JACKAL ALONG WITH A WHOLE HOST OF OTHERS, MOST OF WHOM PERISHED NOT LONG AFTER.\*

\*BACK IN CLONE CONSPIRACY! --NL

SOME SURVIVED, THOUGH--

--AND MADE THEIR WAY OUT INTO THE WORLD.

I STARTED GETTING THESE DATA TROVES FROM AN ANONYMOUS SOURCE-- REALLY BIG DEAL STUFF, EXPOSING A GLOBAL CONSPIRACY THE LIKES OF WHICH--

ANYWAY, I'LL GET TO THAT. EVENTUALLY, I WRITE TO THE SOURCE, I TELL THEM, "WE GOTTA MEET IN PERSON, I GOTTA VERIFY YOU'RE LEGIT"--AND SO WE SET UP A TIME AND A SECURE LOCATION.

AND PETER--

--IT WAS HIM."

"WE COULDN'T STAY TOGETHER LONG. I HAD TO DIG DEEPER INTO THE STORY.

"AND HIS...ROLE IN THE WHOLE ORDEAL MEANT HE NEEDED TO REMAIN UNDERGROUND. BUT WE MADE A PLAN TO REUNITE MONTHS DOWN THE ROAD."

TODAY.

OF COURSE, THAT MEANS HE'S GOT A PRETTY MAJOR SURPRISE COMING TO HIM. TRUTH BE TOLD, I CAN'T WAIT TO SEE THE LOOK ON HIS--

--FACE.

PETER,  
SPEAKING OF FACES--  
AS SOMEONE WHO'S SPENT  
THE LAST EIGHT MONTHS  
VOMITING QUITE A BIT,  
I THINK I RECOGNIZE  
THAT LOOK.

UH--UH,  
SORRY, BETTY--  
I, UM, I JUST  
REMEMBERED--  
I GOTTA BE AT  
E.S.U.--

NOW?

YEAH,  
MY BAD--  
I DOUBLE-  
BOOKED.

O-KAY, BUT--  
I DID WANT TO TALK  
TO YOU ABOUT THIS  
STORY. I COULD USE  
YOUR HELP WITH IT--

SURE. LATER  
TONIGHT. WE'LL  
CATCH UP!

NOT TONIGHT,  
REMEMBER?  
I HAVE BIG--



--PLANS.

BUT SHE  
DOESN'T.

SHE DOESN'T  
KNOW THE  
TRUTH ABOUT  
WHAT HAPPENED  
TO NED--

--BECAUSE  
I DIDN'T  
TELL HER.



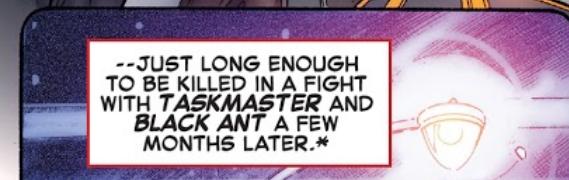


WHEN ALL THE CLONES DIED, I RATIONALIZED I DIDN'T NEED TO TELL BETTY ABOUT HIS RETURN.



I FIGURED I WAS SAVING HER THE PAIN OF LOSING HIM ALL OVER AGAIN.

BUT THEN I FOUND OUT HE'D SURVIVED--



--JUST LONG ENOUGH TO BE KILLED IN A FIGHT WITH TASKMASTER AND BLACK ANT A FEW MONTHS LATER.\*

AND AGAIN, I THOUGHT KEEPING IT TO MYSELF WAS THE RIGHT CALL.

I DIDN'T ACCOUNT FOR THE POSSIBILITY HE MIGHT HAVE REACHED OUT TO HER. THAT THEY MIGHT HAVE...



HE TRIED TO WARN YOU, YOU IDIOT!

NO, YOU DON'T UNDERSTAND! SHE--SHE--  
BETTY...



\*THIS TIME BACK IN ASM #816! --NL

NNF...  
YOU SHOT  
ME.  
AGAIN.

WELL, YOU  
KNOW WHAT  
THEY SAY,  
**CHAMELEON**--

--THIRD  
TIME'S THE  
CHARM.

OF COURSE, NO  
ONE UNDERSTANDS  
HOW DECEIVING  
APPEARANCES CAN  
BE BETTER THAN I,  
BUT IT'S HIGH TIME  
YOU REALIZE,  
MY DEAR--

OH, I UNDERSTAND YOU HAVE  
THE **DESIRE**, OF COURSE.  
AVENGING THE DEAD LOVER--  
IT'S A TALE AS OLD  
AS TIME.

BUT THAT'S  
NOT WHAT'S BEEN  
**GNAWING** AT THE BACK  
OF YOUR MIND SINCE  
WE LAST MET.  
IS IT?

NO...YOU  
CAME HERE  
BECAUSE YOU  
**WANT**  
SOMETHING.  
INFORMATION.

YOU WANT  
TO KNOW  
ABOUT YOUR  
PARENTS.

THE FAMILY HE NEVER HAD.

"HARRY OSBORN.  
IT ALL STARTED  
WITH HIM."

"HE WANTED TO  
TORTURE YOUR  
POOR BROTHER,  
YOU UNDERSTAND.  
MAKE HIM FEEL A  
NEW KIND OF PAIN."

"SO I HAD THEM BUILT,  
WITH SOME HELP.  
PERFECT RECREATIONS  
OF RICHARD AND  
MARY PARKER."

"I SUPPOSE HE CHOSE  
ME FOR THE JOB BECAUSE  
HE KNEW MY COMMITMENT  
TO AUTHENTICITY.  
AND I CERTAINLY MADE  
THEM CONVINCING."

"DEVASTATINGLY  
CONVINCING."

"OF COURSE, HARRY  
NEVER QUITE GOT THE  
CHANCE TO ADMIRE THE  
WORK FIRSTHAND--"

--BUT I  
REMAIN QUITE  
PROUD OF THE  
RESULT.

KRAK

I WANT YOU TO KNOW I WON'T HOLD THIS ANGER AGAINST YOU. THAT WOULD BE... UNFAIR.

I CAN'T IMAGINE HOW DIFFICULT ALL THIS MUST BE FOR YOU. HE TOLD YOU ABOUT THIS, DIDN'T HE? AND YOU FELT IT--

--THAT SINKING FEELING IN YOUR GUT. RECOGNITION.

SHUT UP.

YOU TRIED TO JUST BRUSH PAST IT AT THE TIME, BUT EVER SINCE, YOU CAN'T LET IT GO.

SOMETHING ABOUT IT ALL JUST NEVER ADDED UP. NEVER FELT TRUE. NOT EVEN TO YOU.

I SAID--

--SHUT! UP!

IT'S ALL RIGHT, TERESA. THIS IS ALL A PART OF THE PROCESS. AT LEAST WE'RE FINALLY BEING HONEST WITH ONE ANOTHER.

YOU CAME HERE BECAUSE YOU WANT TO KNOW, DON'T YOU?

YOU WANT TO KNOW IF YOU'RE LIKE THEM.

# EMPIRE STATE UNIVERSITY.

OKAY, AT  
LEAST THIS PART  
WASN'T A LIE...

I REALLY DID NEED  
TO SHOW MY FACE  
ON CAMPUS--

--IF ONLY TO KEEP  
WORKING ON THIS.  
THE CLAIRVOYANT.

A DEVICE MY LAB PARTNER,  
JAMIE TOLENTINO, INVENTED  
THAT CAN PREDICT THE  
PROBABILITY OF FUTURE EVENTS  
WITH BREATHTAKING  
ACCURACY--

--AT LEAST  
IN THEORY.

OKAY,  
BEGINNING TRIAL  
SEVEN-DOT-SIX.  
DIAGNOSTICS  
COMPLETE. READY  
WHENEVER YOU  
ARE, JAMIE.

INITIATING  
ENERGY  
TRANSFER.



CLAIRVOYANT  
AT SYSTEMS  
ACTIVATED--  
ALL NORM--  
WAIT--

Critical  
Error.

BATTERY  
OVERLOAD...  
TOO MUCH  
INPUT--





DAMN  
IT!



JAMIE, HEY--IT'S  
OKAY--WE'LL FIGURE  
IT OUT...

WE HAD IT FIGURED OUT,  
PETER. WE HAD A POWER  
SOURCE FOR THE CLAIRVOYANT  
THAT WORKED **PERFECTLY**  
WITHIN ITS PARAMETERS.  
WE JUST NEED **MORE**  
OF IT.



UNFORTUNATELY,  
YOU WON'T EVEN  
TELL ME WHERE  
YOU **GOT** IT.

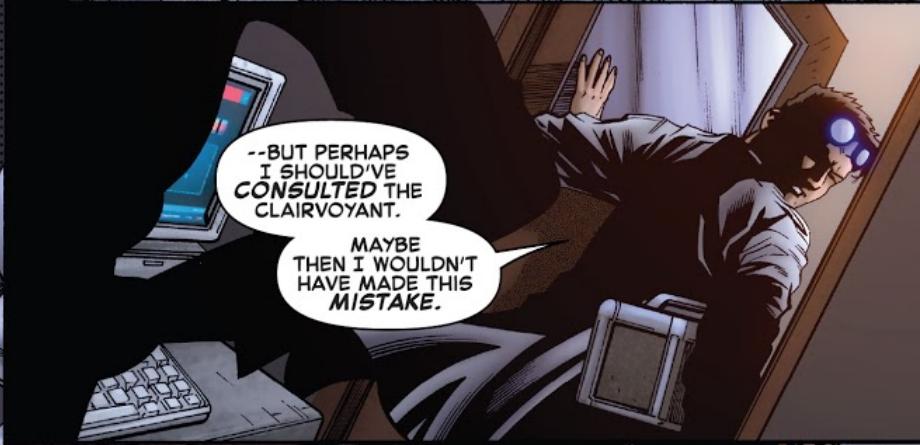


JAMIE, I'M  
SORRY, BUT  
I TOLD  
YOU--



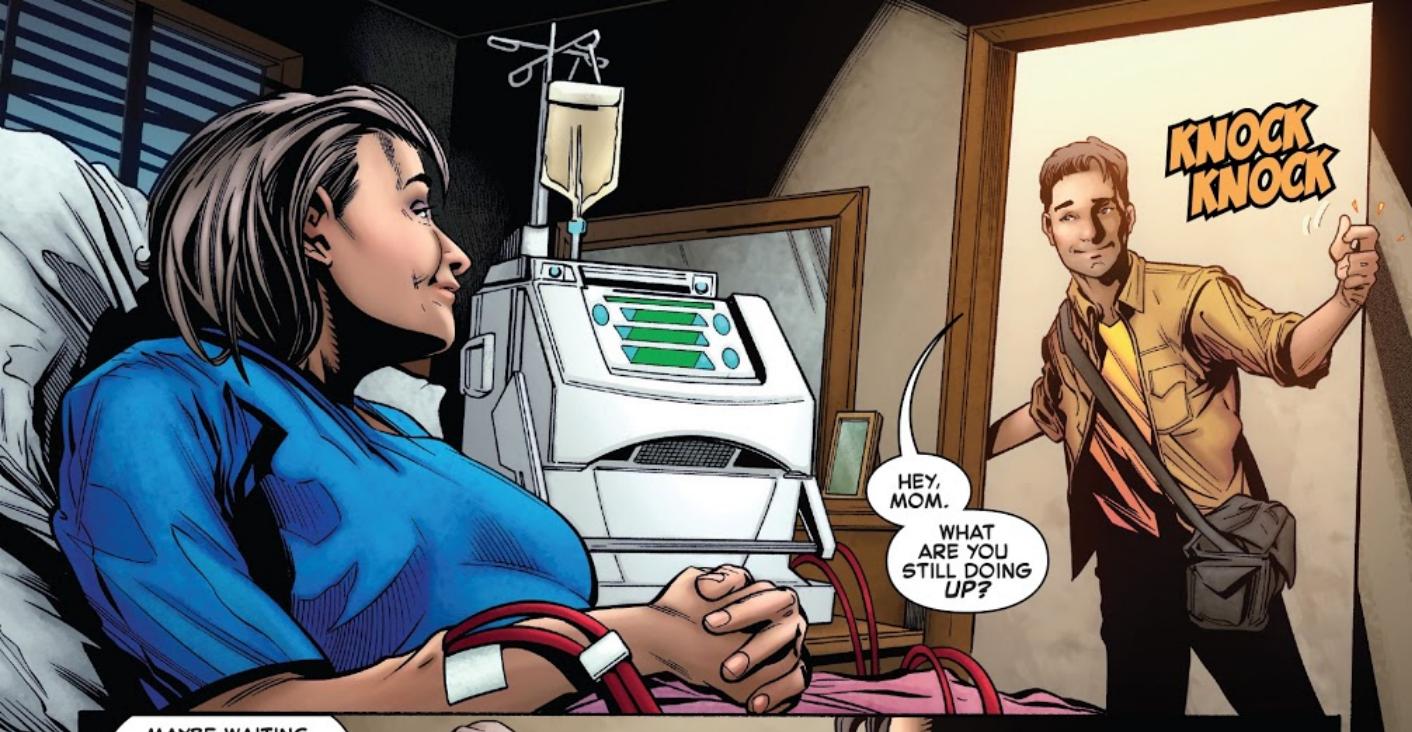
--THERE'S NO  
MORE WHERE  
THAT CAME  
FROM.--\*

\*HARD TO REPLICATE  
AN EXPLOSION  
LIKE THE ONE IN  
ASM #835! --NL



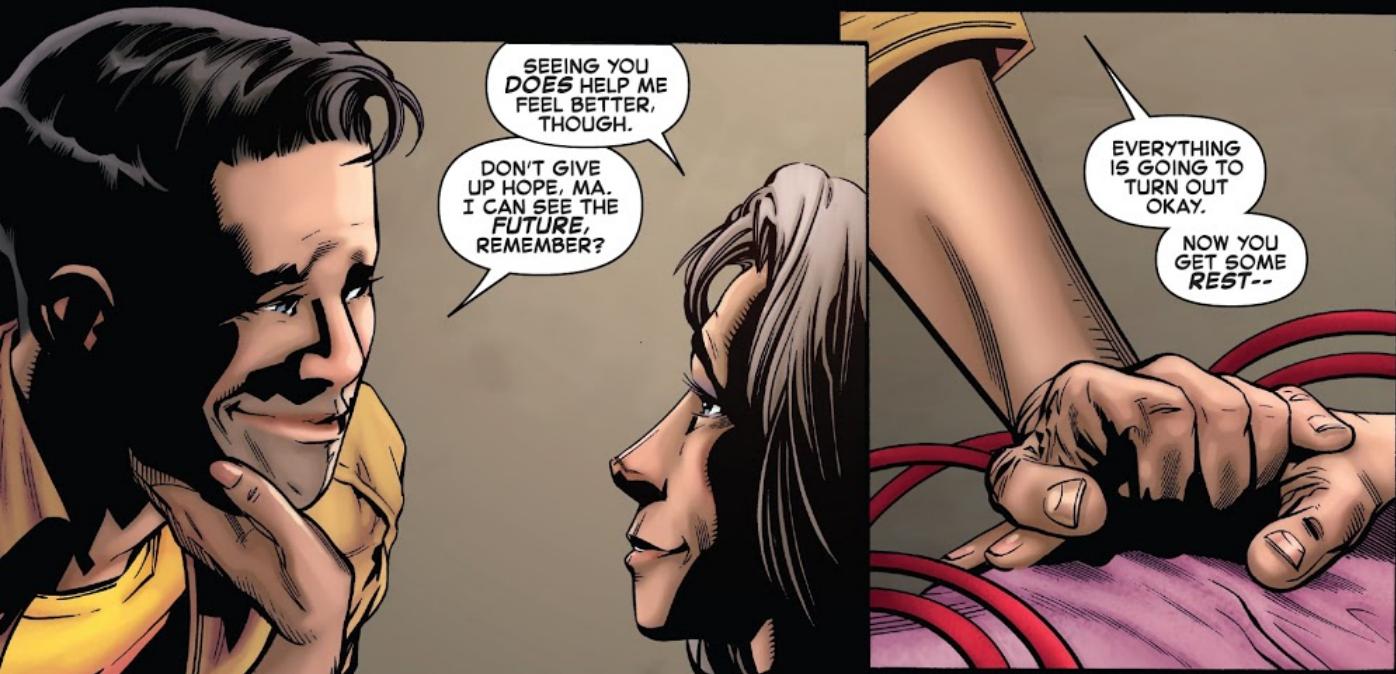






MAYBE WAITING FOR MY SON TO GET HOME FROM ANOTHER LONG NIGHT AT EMPIRE STATE UNIVERSITY?

IF ONLY TO HEAR HOW HE'S GOING TO TAKE OVER THE WORLD SOON WITH HIS BRILLIANCE.



--I'LL  
GET THIS PLACE  
CLEANED UP."



H-HOW  
DID YOU FIND  
ME?

YOU'RE KIDDING,  
RIGHT? KID, DON'T LET A  
FEW DRINK COMPS FOOL  
YOU. I'M A SERIOUS  
SUPER VILLAIN.

BUT  
BEFORE WE  
BEGIN, JUST  
A LITTLE  
DISCLAIMER--

"THIS IS AN  
ATTEMPT TO  
COLLECT A DEBT.  
ANY INFORMATION  
OBTAINED..."

YADDA,  
YADDA, YADDA--  
YOU GET THE POINT,  
RIGHT?

TIME  
TO PAY  
UP.

"OR DID YOU THINK  
THE BILL WOULD NEVER  
COME DUE FOR THAT  
STUNT YOU PULLED  
AT THE PALACE?"

"I'LL GIVE YOU CREDIT,  
KID--YOU WERE DOING  
PRETTY WELL."

"USING THAT  
CLAIRVOYANT  
OF YOURS TO BEAT  
THE HOUSE--"

--BUT LOSING  
JUST ENOUGH ON  
PURPOSE NOT TO  
GET YOURSELF  
THROWN OUT.

"YEAH, YOU  
MUST'VE BEEN  
RIDING PRETTY  
HIGH FOR A  
MINUTE."



"UNTIL THE LOSING  
STOPPED BEING  
ON PURPOSE."



"GUESS YOUR  
BABY STILL HAS  
SOME KINKS TO  
WORK OUT."



SO I SEE AN  
OPPORTUNITY FOR  
YOU AND ME TO  
HELP EACH  
OTHER.  
OR AN  
OPPORTUNITY  
TO GO KILL YOUR  
FAMILY. EITHER  
ONE.



YOU  
MONSTER!  
YOU STAY AWAY  
FROM THEM!  
OR--



CAREFUL,  
JAMIE. DON'T  
MAKE ME FINISH  
THAT SENTENCE  
FOR YOU.

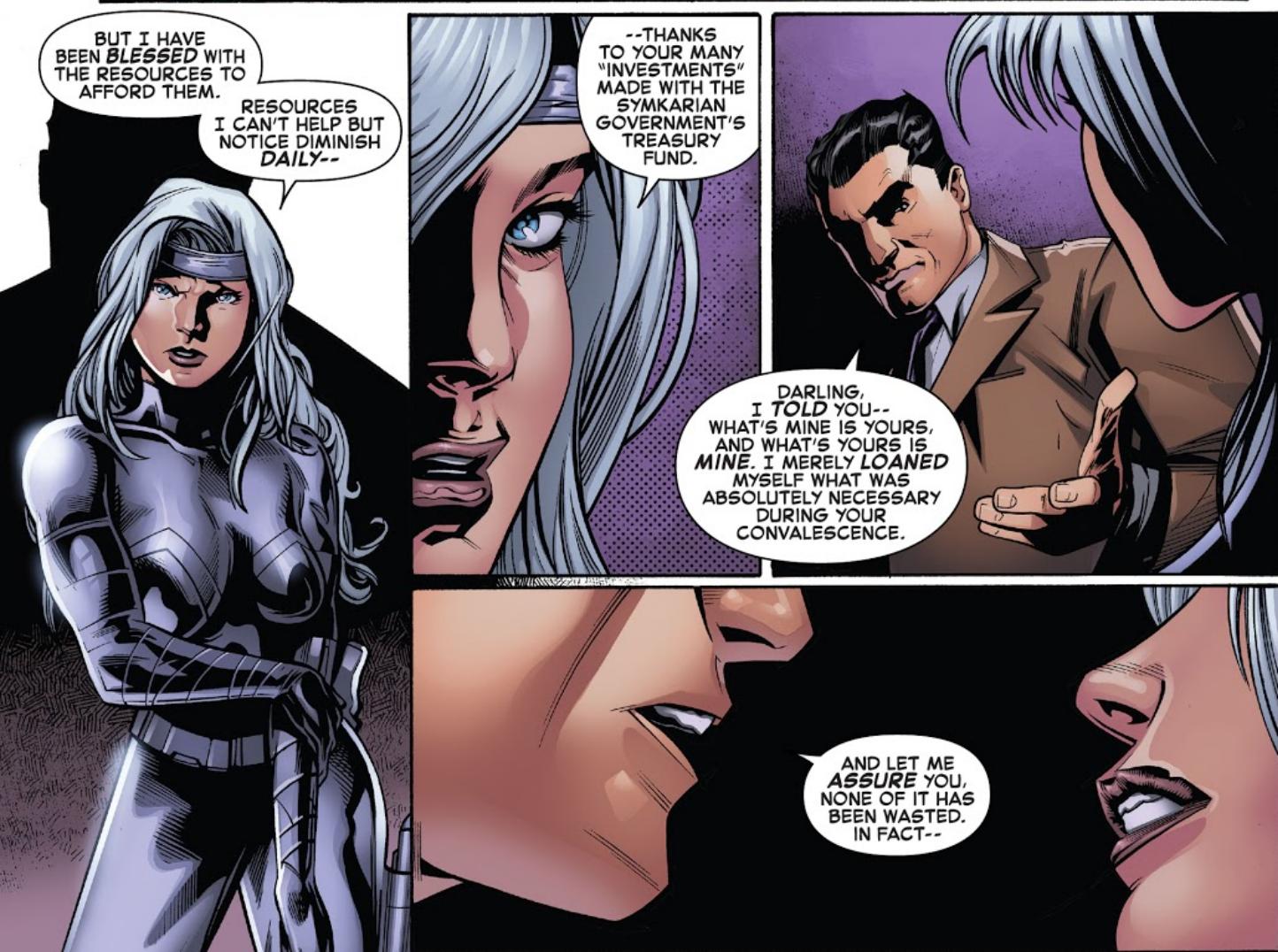
I'M  
A NICE  
GUY.



"BUT I DO HAVE  
PARTNERS I HAVE  
TO ANSWER TO."

BEGIN.





--WE'VE BEEN PRESENTED WITH THE OPPORTUNITY OF A LIFETIME."

SO TRUST ME, IF YOU DON'T WANT FOREIGNER AND HIS PUMPKIN HEADS DOWN HERE, I'D SUGGEST GETTING COOPERATIVE REAL QUICK.

BUT-- I DON'T KNOW WHAT YOU WANT. I DON'T HAVE ANY MONEY--

NO, YOU'VE GOT SOMETHING BETTER.



A WAY TO NEVER STOP MAKING MONEY.

A CASINO THAT CAN PREDICT THE FUTURE IS A HOUSE THAT ALWAYS WINS.

YOU'RE GONNA BUILD ME A CLAIRVOYANT.

I--I CAN'T.

SURE, I GET IT.

MAYBE I JUST CHECK AND SEE IF YOU'VE GOT ONE LYING AROUND IN THAT APARTMENT OF YOURS.

YOU DON'T  
UNDERSTAND--  
I DON'T HAVE A  
SUITABLE POWER  
SOURCE. I'VE BEEN  
TRYING--

WELL,  
YOU KNOW  
WHAT THEY SAY--  
NECESSITY IS THE  
MOTHER OF  
INVENTION. AND  
SPEAKING OF  
MOTHERS...

SIGH. LOOK,  
THERE MIGHT BE  
A WAY...BUT IT'S BEEN  
UNDER HEAVY GUARD  
SINCE THE LETHAL  
LEGION TRIED TO  
STEAL IT.

"IT'S  
CALLED THE  
CATALYST."



WELL, THAT DIDN'T HELP AT ALL.

TURNS OUT MY LIFE AT E.S.U. IS ALMOST AS MUCH OF A MESS AS IT IS EVERYWHERE ELSE.

BUT THEN, I GUESS THAT'S WHAT I GET FOR TRYING TO RUN AWAY FROM MY PROBLEMS.

TIME TO DO WHAT'S RIGHT, PARKER. YOU NEED TO COME CLEAN. TELL BETTY THE TRUTH. ALL OF IT.

SHE DESERVES TO KNOW.

AND YOU DESERVE WHATEVER YOU GET IN RETURN.

PETER?

HEY, BETTY...

I--I'M SO SORRY FOR HOW I RAN OUT LIKE THAT EARLIER. IT'S JUST--

WELL, WE NEED TO TALK--

I AGREE. WHY DON'T YOU COME ON IN?

WE CAN ALL CATCH UP.

ALL?

THERE HE IS.

YEAH--

--TALK ABOUT SURPRISES.

GOOD TO SEE YOU, OLD PAL.

NED?!



HURRY UP.

IF YOU'VE GOT ANSWERS,  
CHAMELEON--

--I'D START TALKING.

OH, TERESA...  
I'M NOT THE ONE YOU  
SHOULD BE ASKING  
QUESTIONS.

BUT THE  
PERSON BEHIND  
THAT DOOR MOST  
CERTAINLY  
IS.

EVERYTHING  
BOTH OF US HAVE  
DONE, OUR ENTIRE LIVES,  
WAS LEADING TO THIS  
MOMENT. THIS  
REUNION.

IT'S WHY I  
ASKED YOUR DEARLY  
DEPARTED DAVID  
WHERE THE HIDING  
PLACE WAS.

AND WHY  
YOU HAD ME  
PLACED HERE  
ONCE I WAS  
CAPTURED.

YOU WANT  
ANSWERS ABOUT  
PARENTS, TERESA.  
WHO BETTER TO  
GIVE THEM...





...THAN THE  
MAN WHO KILLED  
THEM. MEET KARL  
FIERS--

--THE  
FINISHER.

TO BE  
CONTINUED!

NEXT:



Issue #68

Let us know how we're doing! Drop us a line at [SPIDEYOFFICE@MARVEL.COM](mailto:SPIDEYOFFICE@MARVEL.COM)!  
Be sure to mark it "Okay to print"!



