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MARVEL
**ULTIMATE
SPIDER-MAN
WEB-WARRIORS**

OVER 30
AMAZING
PROFILES
INSIDE!



FRIENDS AND FOES

CHARACTER GUIDE

MARVEL ON Disney XD

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THE STORY THUS FAR...

Peter Parker (A.K.A. Spider-Man) joined S.H.I.E.L.D. and teamed with Power Man, Iron Fist and White Tiger to up his game, allowing him to become ULTIMATE SPIDER-MAN!

After turning down his dream spot with the Avengers, Spidey returns to S.H.I.E.L.D. He plans missions with Nick Fury to recruit more young heroes for training. Enter the New Warriors! Ka-Zar, the fighter from the Savage Land, and his sabre-toothed tiger companion, Zabu, the mysterious duo Cloak and Dagger, the boy genius Amadeus Cho (A.K.A. Iron Spider) and the bully-turned-hero, Agent Venom (A.K.A. Flash Tompson), each member brings their own brand of awesome to the table!

Now, Green Goblin is hatching a terrifying plan: to travel across multiple dimensions to steal blood from a multitude of alternate Spider-Men (and one Spider-Girl)! Two questions remain: *What does the Goblin plan to do with samples of Spider-Blood and can Spidey and his cross-dimensional Spider-Allies stop him in his tracks?*

Prepare for a journey across the Spider-Verse!



ULTIMATE SPIDER-MAN: FRIENDS AND FOES



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Arnim Zola



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Doctor Octopus



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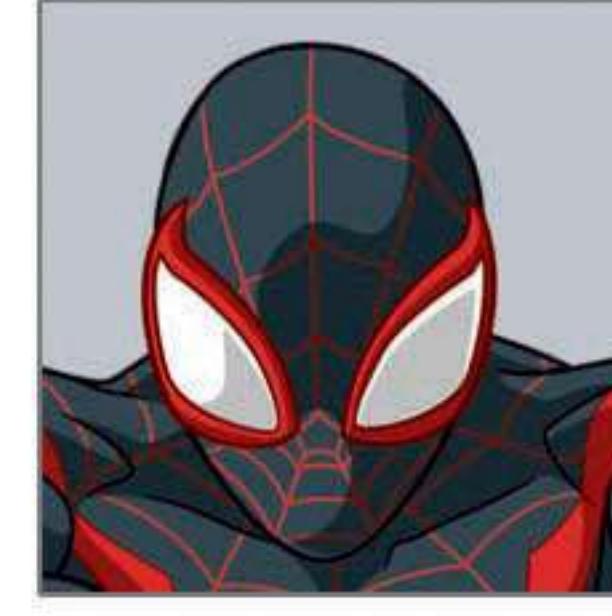
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ULTIMATE SPIDER-MAN: FRIENDS AND FOES



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MARVEL
**ULTIMATE
SPIDER-MAN**
WEB-WARRIORS

SPIDER-MAN

REAL NAME: Peter Parker

PLACE OF BIRTH: Forest Hills, Queens, New York

FIRST APPEARANCE (COMIC BOOK):

Amazing Fantasy #15 (1962)

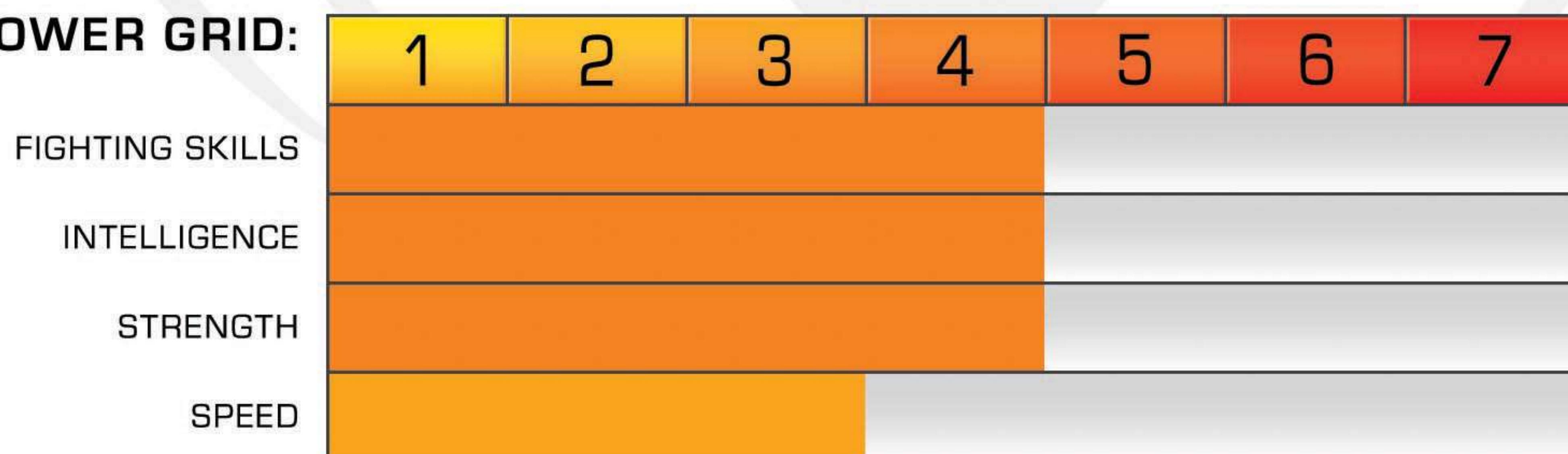
FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 1 (*Marvel's Ultimate Spider-Man*)

BIO: With ominous new threats gathering across time and space, the Ultimate Spider-Man needed some new web-powered allies. Enter the Web-Warriors! This spider-themed group of alternate universe heroes and unlikely crime fighters joined Spidey to help him take on the bad guys!

SPECIAL ABILITIES: Spidey brings an amazing combination of brain and spider-brawn to any occasion. His enhanced web-slingers allow him to swing from building to building with great speed and agility. Backed up by incredible S.H.I.E.L.D. tech and gadgets like the speedy Spider-Cycle, Peter Parker has become the Ultimate Spider-Man!

POWER GRID:



AGENT VENOM

REAL NAME: Eugene "Flash" Thompson

PLACE OF BIRTH: Forest Hills, Queens, New York

FIRST APPEARANCE (COMIC BOOK):

Amazing Fantasy #15 (1962) as Flash Thompson

The Amazing Spider-Man #654 (2011) as Agent Venom

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 1 [Marvel's Ultimate Spider-Man] as Flash Thompson

Season 3, Episode 3 [Marvel's Ultimate Spider-Man] as Agent Venom

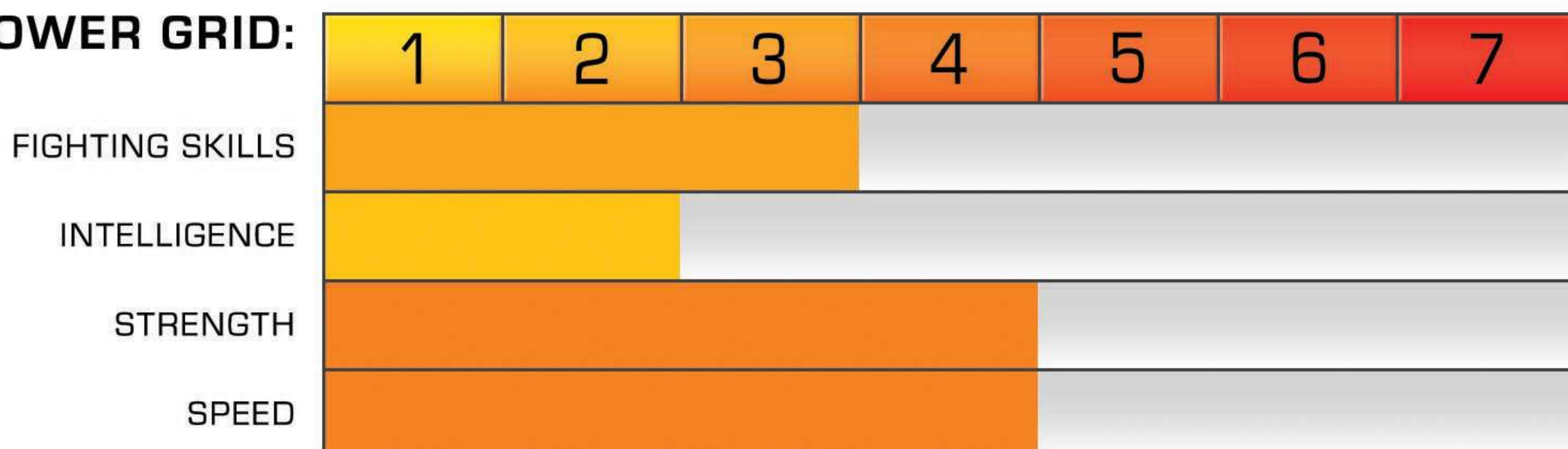
FRIENDS: Spider-Man, Nick Fury

FOES: Anyone who messes with his pal, Spidey!

BIO: When Flash Thompson gives Spider-Man a surprise assist during a battle with a Venom-powered Scorpion, Flash is unknowingly exposed to the Venom symbiote, and to everyone's surprise, the two form a permanent and heroic bond. Using his new powers, he begins his training with S.H.I.E.L.D. as Agent Venom.

SPECIAL ABILITIES: Utilizing the Venom symbiote's super-strength and speed, Flash takes on villains as Agent Venom. The new S.H.I.E.L.D. recruit can create long tendrils similar to Spidey's own webbing, as well as fire shoulder-mounted missile launchers Flash absorbed and converted from Beetle's damaged armor!

POWER GRID:



ARNIM ZOLA

REAL NAME: Arnim Zola

PLACE OF BIRTH: Switzerland

FIRST APPEARANCE (COMIC BOOK):

Captain America #208 (1977)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 14 (Marvel's Ultimate Spider-Man)

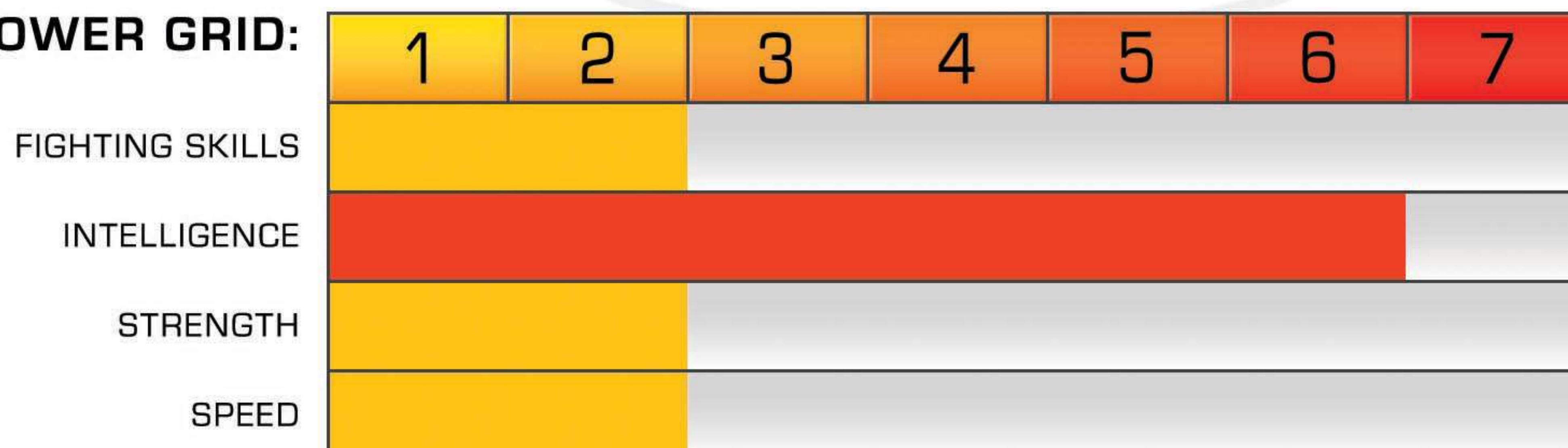
FRIENDS: Red Skull

FOES: Spider-Man, Captain America

BIO: As Hydra's preeminent genetic engineer, Zola was behind many devious experiments and sinister inventions during World War II. One of these inventions allowed Zola to copy a person's mind and transfer it to another location, whether that be a computer, robot, or another person's body! Arnim used this device to transfer his own mind to his current robotic body. What plans does Zola have in store for Spidey and the Web-Warriors?

SPECIAL ABILITIES: Armed with his inventions and the ability to duplicate and move his consciousness from place to place, Arnim Zola has proven time and again that although he can be defeated, his evil may never die!

POWER GRID:



CLOAK

REAL NAME: Tyrone Johnson

PLACE OF BIRTH: Boston, Massachusetts

FIRST APPEARANCE (COMIC BOOK):

Peter Parker, the Spectacular Spider-Man #64 (1982)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 4 (Marvel's Ultimate Spider-Man)

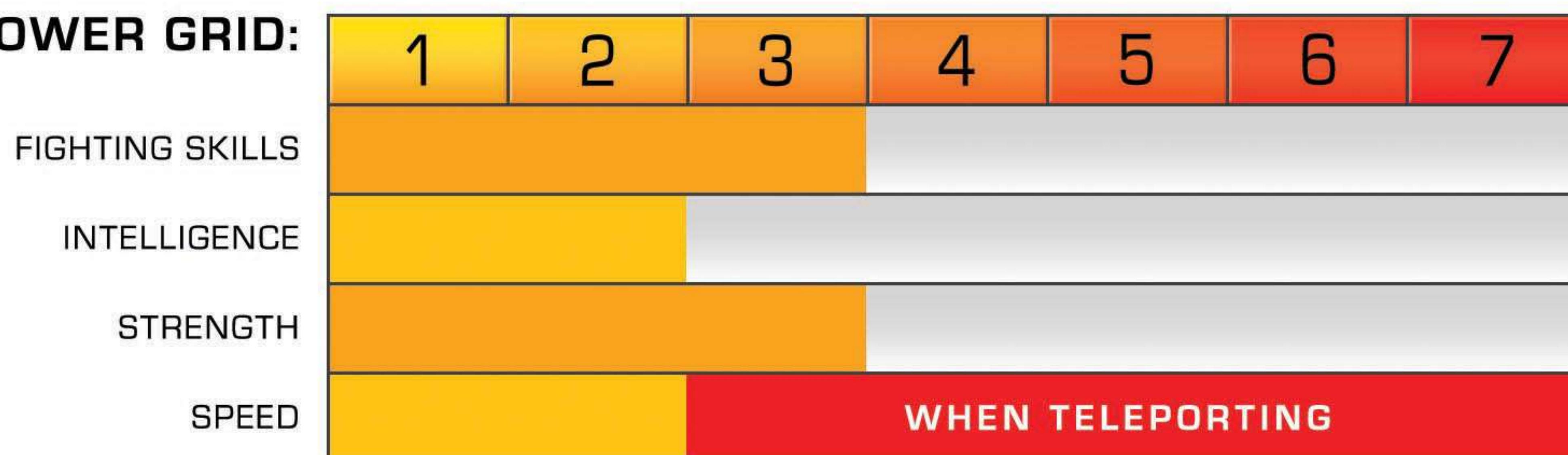
FRIENDS: Dagger

FOES: Dormammu

BIO: Cloak's origin is still shrouded in mystery. Brought to Spider-Man's attention by Nick Fury as a possible recruit to the New Warriors, Peter did his best to gain the trust of the runaway Cloak and his partner, Dagger. Although Spidey, with Dagger's help, rescued Cloak from the dread lord of the Dark Dimension, Dormammu, the pair decided not to trust the wall-crawler with their future, instead joining the skull-masked mercenary Taskmaster and his Thunderbolts team. After being abandoned by the Taskmaster and rescued by Spidey a second time, the duo joined other heroic recruits, such as Ka-Zar, as part of the New Warriors.

SPECIAL ABILITIES: Cloak can envelop friends and foes, transporting them to the Dark Dimension. Traveling across the dimension is a frightful experience that even friends do not take lightly, as the energies from the Dark Dimension can drain your very life's essence!

POWER GRID:



DAGGER

REAL NAME: Tandy Bowen

PLACE OF BIRTH: Shaker Heights, Cleveland, Ohio

FIRST APPEARANCE (COMIC BOOK):

Peter Parker, the Spectacular Spider-Man #64 (1982)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 4 (Marvel's Ultimate Spider-Man)

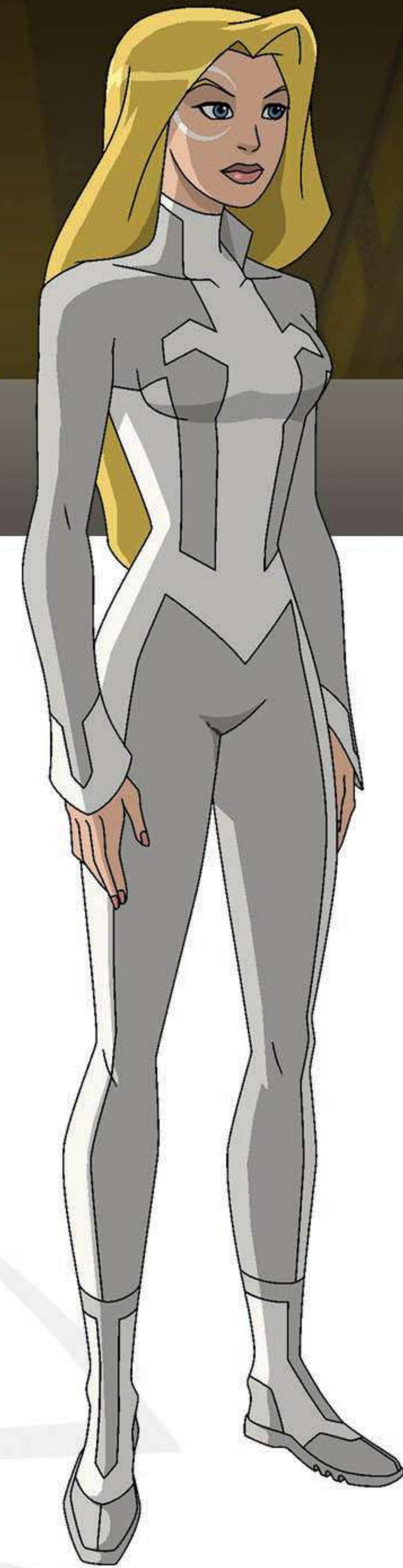
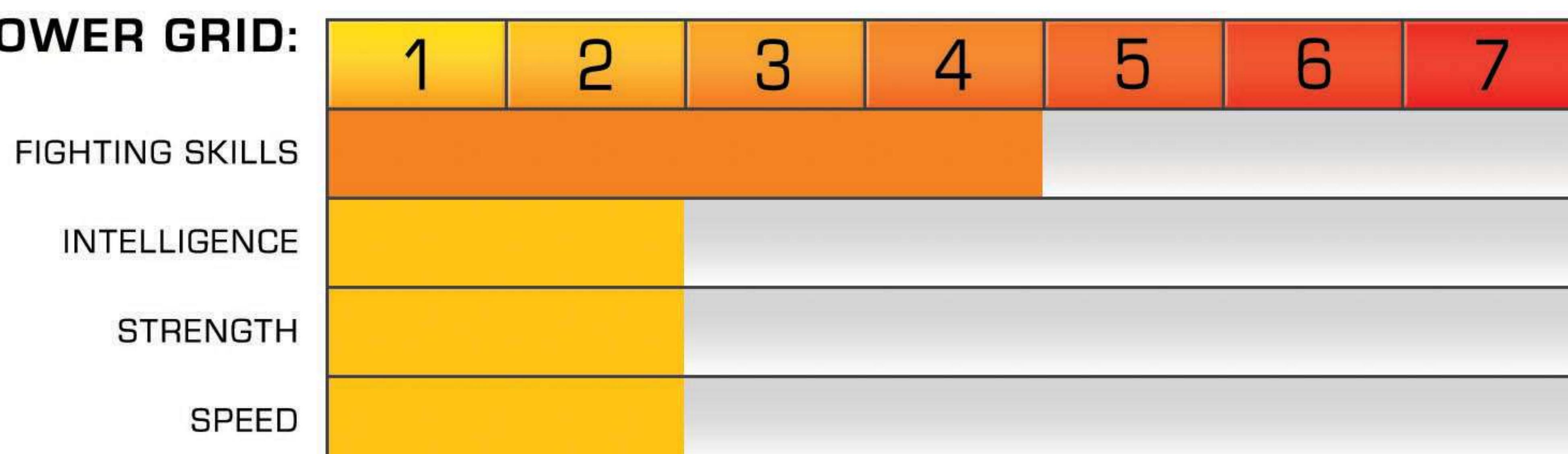
FRIENDS: Cloak

FOES: Dormammu

BIO: Like her partner and fellow runaway, Cloak, Dagger's origin is mostly unknown. Although she was grateful for Spider-Man's help rescuing her friend from Dormammu's clutches, it wasn't enough for her to join him at S.H.I.E.L.D., instead she chose to align with Taskmaster. After staging a raid on the S.H.I.E.L.D. Tri-Carrier alongside Cloak and Taskmaster's Thunderbolts team, Dagger realized that her trust in Taskmaster was seriously misplaced and joined Agent Venom and others as part of Spider-Man's New Warriors team.

SPECIAL ABILITIES: The polar opposite to Cloak's darkness, Dagger's powers are derived from the light of goodness, peace, and positivity manifested in solid form. In addition to throwing daggers of light, she can also create an orb of light that dispels evil enchantments!

POWER GRID:



DOCTOR OCTOPUS

REAL NAME: Otto Octavius

PLACE OF BIRTH: Schenectady, New York

FIRST APPEARANCE (COMIC BOOK):

The Amazing Spider-Man #3 (1963)

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 2 (Marvel's Ultimate Spider-Man)

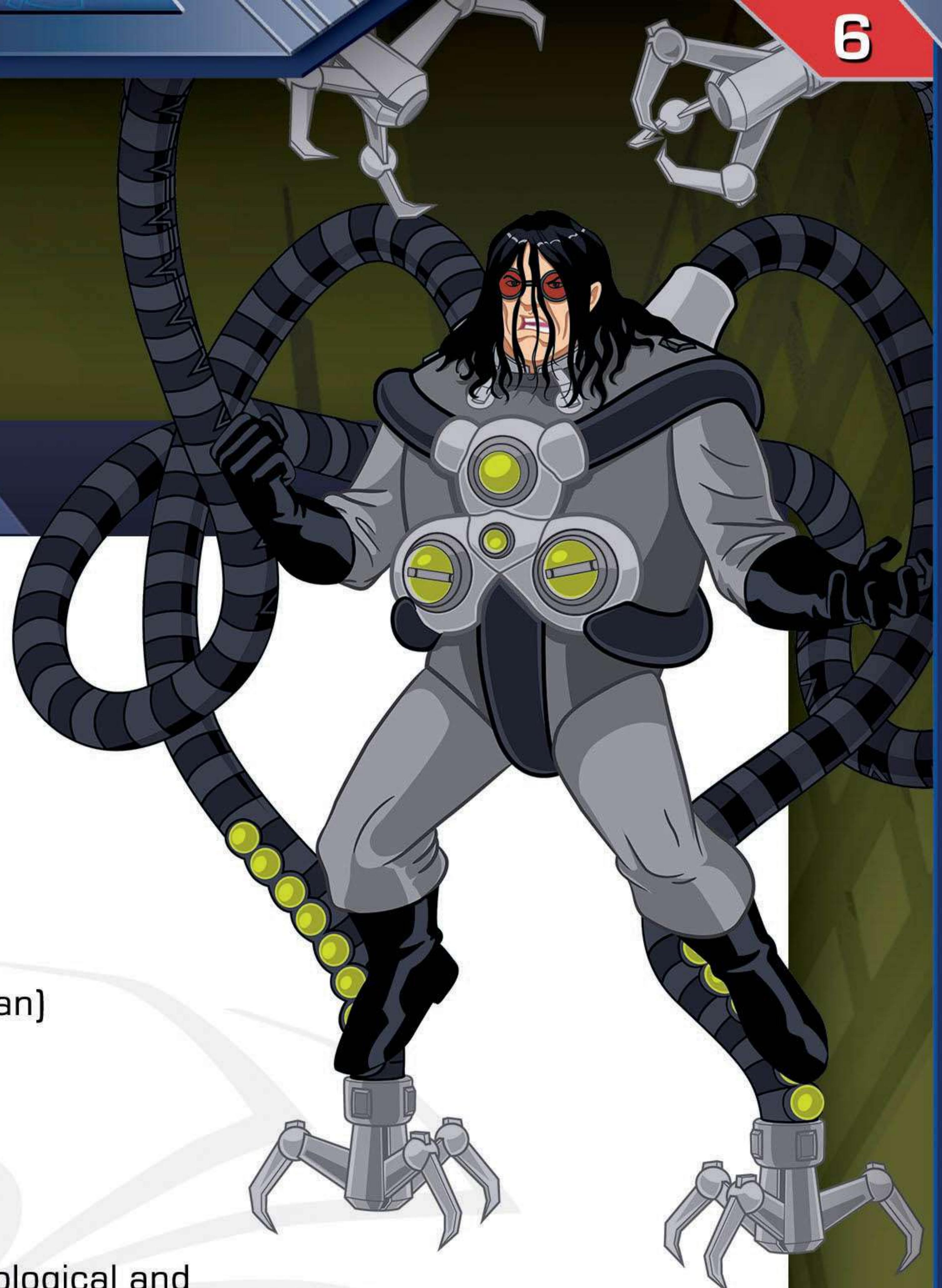
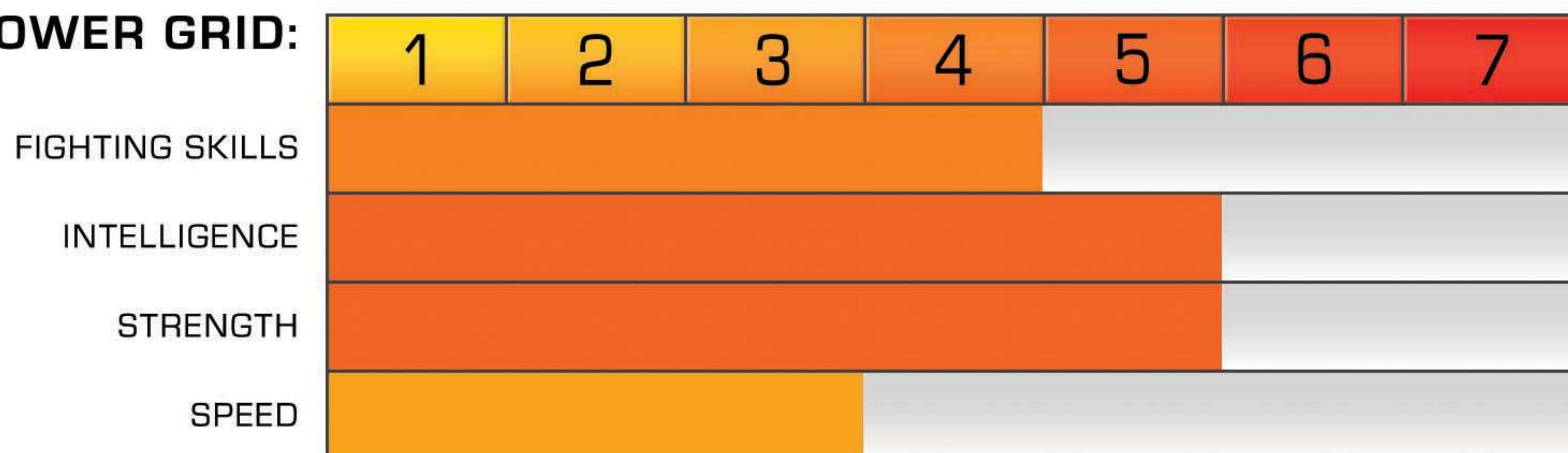
FRIENDS: His Octobots

FOES: Spider-Man

BIO: Working in a secret lab, Doc Ock created biological and technological weapons for Norman Osborn. Obsessed with harnessing the power locked in the DNA of man and animal alike, the villainous doctor engineered the symbiotic solution known as Venom using a sample of Spider-Man's blood! After growing tired of Norman Osborn's interference and failure to defeat Spider-Man, he betrayed his employer, transforming Osborn into the monstrous Green Goblin!

SPECIAL ABILITIES: Leading his legion of obedient Octobots and wielding a plethora of insane gadgets, this evil genius is amongst Spider-Man's deadliest foes! Although they were initially designed to assist him with dangerous lab work, Doc Ock's mechanical arms have become powerful weapons capable of squeezing and crushing opponents with ease!

POWER GRID:





DORMAMMU

REAL NAME: Dormammu

PLACE OF BIRTH: Faltine Dimension

FIRST APPEARANCE (COMIC BOOK):

Strange Tales #126 (1964)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 4 (Marvel's Ultimate Spider-Man)

FRIENDS: None

FOES: Doctor Strange, Cloak, Dagger, Spider-Man

BIO: The power-hungry ruler of the Dark Dimension, Dormammu constantly seeks to expand his territory by invading our world. After being thwarted on many occasions by Dr. Strange and his allies, Dormammu used the super-powered runaway Cloak to open a gateway between the Dark Dimension and ours. With the help of Doctor Strange and Cloak's partner Dagger, Spider-Man was able to free Cloak and foil Dormammu's plan. However, in doing so he made a powerful foe in the flame-faced villain!

SPECIAL ABILITIES: As a being made of mystical energy, Dormammu can manipulate energy, teleport, transform matter, and possess minds!

POWER GRID:



ELECTRO

REAL NAME: Max Dillon

PLACE OF BIRTH: Endicott, New York

FIRST APPEARANCE (COMIC BOOK):

The Amazing Spider-Man #9 (1964)

FIRST APPEARANCE (ANIMATED SERIES):

Season 2, Episode 2 (Marvel's Ultimate Spider-Man)

FRIENDS: None

FOES: Spider-Man, S.H.I.E.L.D.

BIO: Max Dillon, the super villain Electro, fought Spider-Man many times. But when he was knocked into the Daily Bugle jumbotron, Electro was powered up and became a being of pure electric energy with the ability to control anything on the planet that uses electricity.

SPECIAL ABILITIES: Electro is a master of controlling electrical current. Not only does this allow him to channel intense electrical blasts to combat his foes but also manipulate anything that uses electricity!

POWER GRID:





GRANDMASTER

REAL NAME: En Dwi Gast

PLACE OF BIRTH: The Heart of the Universe

FIRST APPEARANCE (COMIC BOOK):

Avengers #69 (1969)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 23 (Marvel's Ultimate Spider-Man)

FRIENDS: The Collector

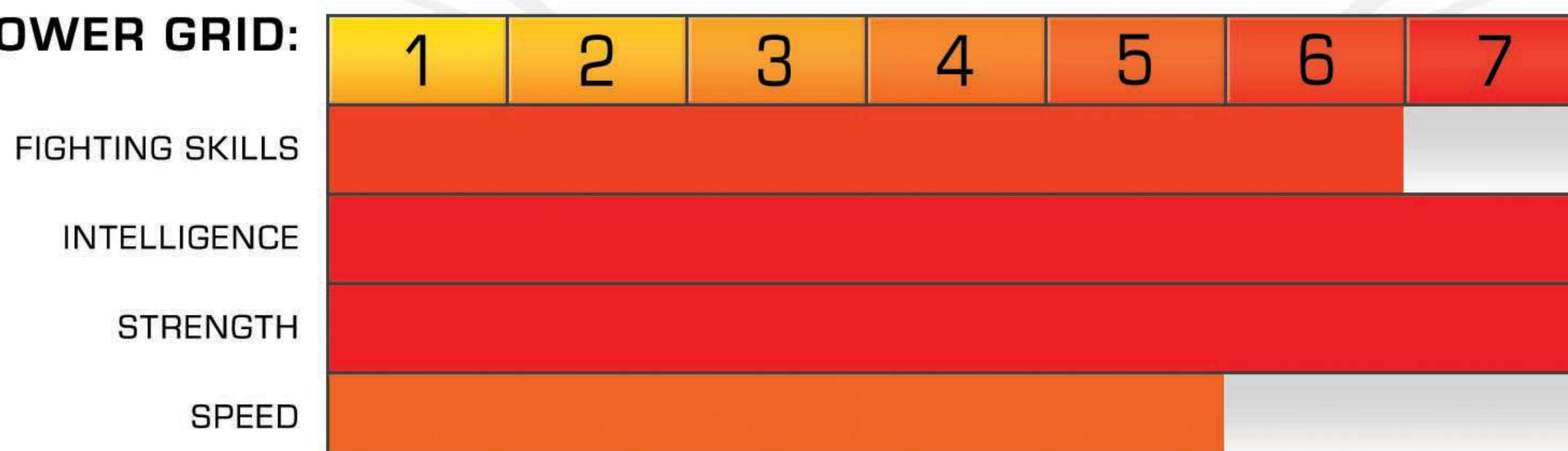
FOES: Mistress Death

BIO: The Grandmaster is one of the universe's oldest inhabitants.

Using his cosmic powers, he delights in creating conflicts and placing bets on the outcome. Although the universe has yet to fully understand his goals and motives, the biggest questions are what is the "Contest of Champions" and which of Spidey's friends and foes will be "invited" to play?

SPECIAL ABILITIES: Grandmaster has super-human strength along with a long list of godlike powers, including physical regeneration, levitation, and immunity to disease and poison. Not to mention the ability to fire powerful energy blasts from his hands in battle!

POWER GRID:



GREEN GOBLIN

REAL NAME: Norman Osborn

PLACE OF BIRTH: Hartford, Connecticut

FIRST APPEARANCE (COMIC BOOK):

Amazing Spider-Man #37 (1966) as Norman Osborn
Amazing Spider-Man #14 (1963) as Green Goblin

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 25 (*Marvel's Ultimate Spider-Man*)

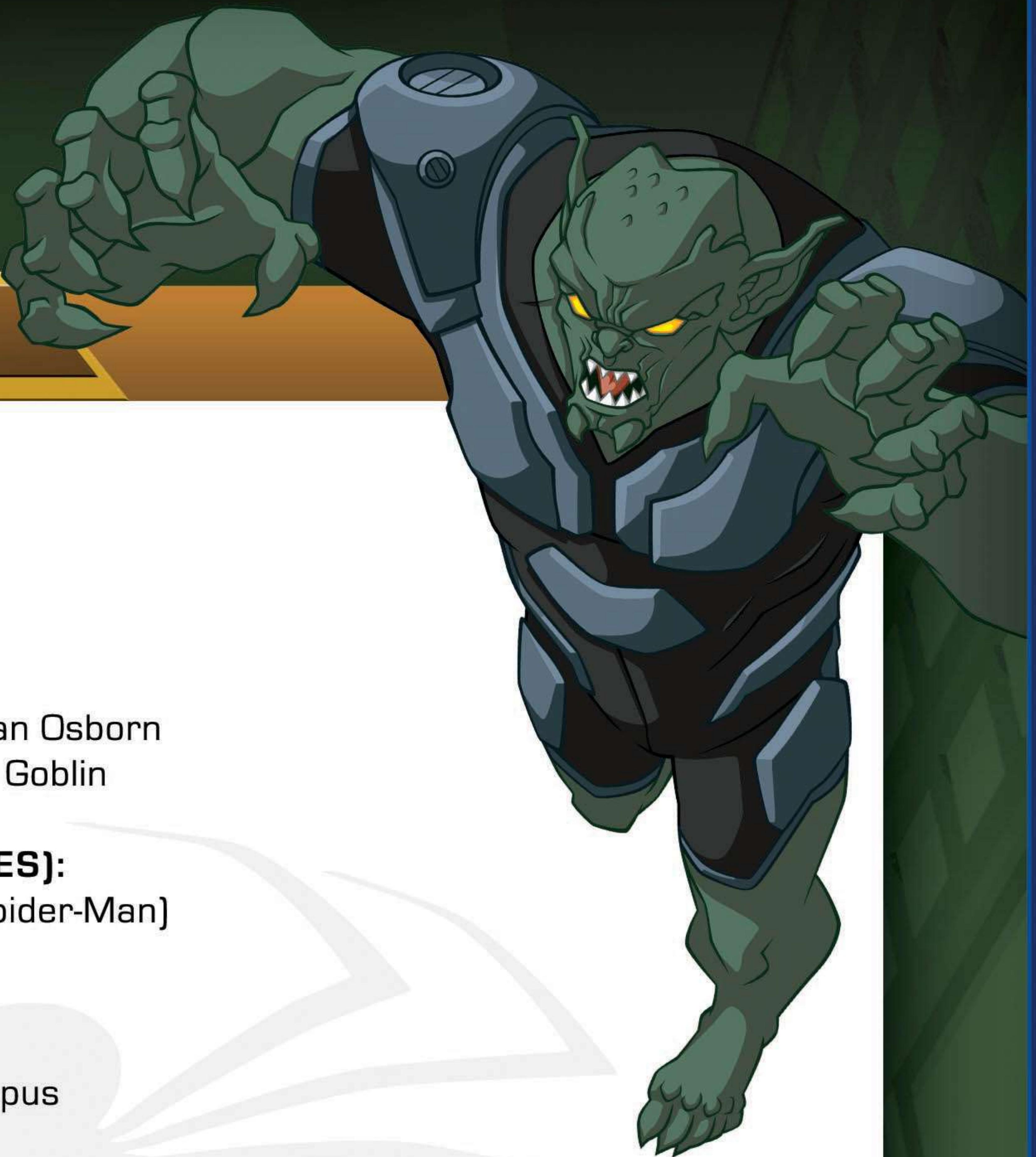
FRIENDS: Venom

FOES: Spider-Man, S.H.I.E.L.D., Doctor Octopus

BIO: Blinded by his goal of replicating Spider-Man's powers, Osborn hired Doctor Octopus to research and create a formula to make his dream come true. That dream turned into a nightmare when Doc Ock betrayed the businessman and injected him with an untested serum, transforming him into the terrifying Green Goblin!

SPECIAL ABILITIES: Norman Osborn's "evolution" into the Green Goblin gave him increased strength, speed and physical toughness. Despite the terrible transformation, the Goblin retained Norman Osborn's superior intellect. Combining smarts, brute strength and Oscorp-designed combat armor, the Green Goblin is both fierce and tricky to deal with in any fight.

POWER GRID:



IRON FIST

REAL NAME: Danny Rand

PLACE OF BIRTH: Unknown

FIRST APPEARANCE (COMIC BOOK):

Marvel Premiere #15 (1972)

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 2 (Marvel's Ultimate Spider-Man)

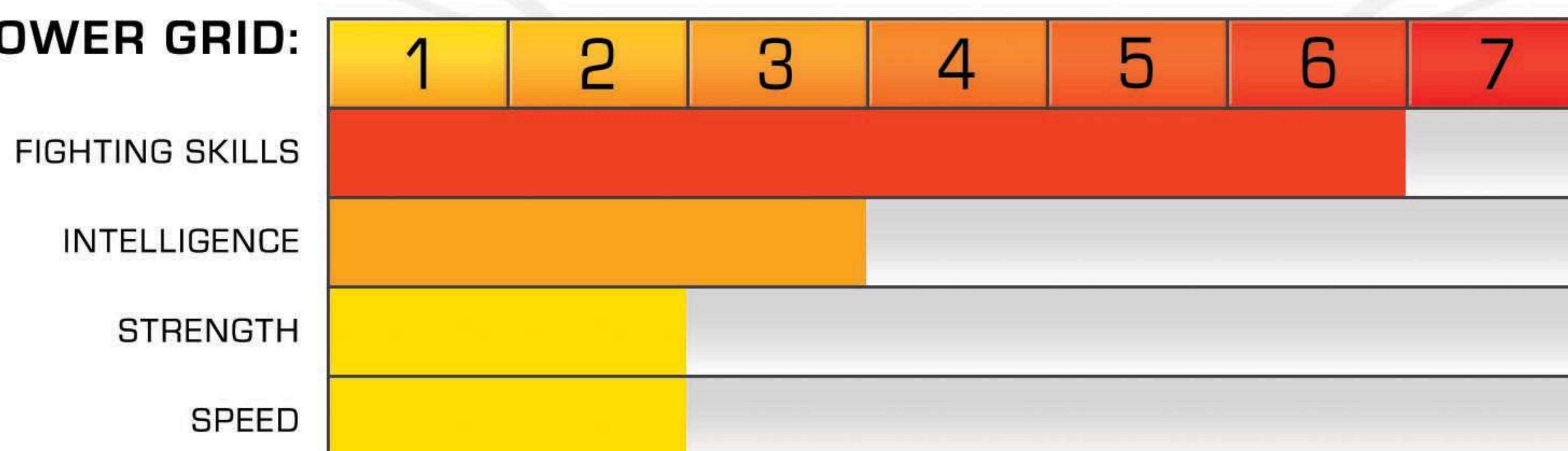
FRIENDS: Spider-Man, Nova, White Tiger, Power Man, Doctor Strange, S.H.I.E.L.D.

FOES: Anyone that would do harm to others

BIO: As Iron Fist, Danny Rand takes a Zen approach to the super hero life, thus introducing an essential element of calm to Spidey's chaotic group of S.H.I.E.L.D. heroes-in-training. But make no mistake – Danny is also an expert-level martial artist who can readily channel the focused energy of his chi into a blazing fist of "iron" when the situation calls for it.

SPECIAL ABILITIES: Danny can focus his chi not only to deliver powerful martial-arts strikes but to increase his speed, stamina, and strength!

POWER GRID:



IRON SPIDER

REAL NAME: Amadeus Cho

PLACE OF BIRTH: Unknown

FIRST APPEARANCE (COMIC BOOK):

Amazing Fantasy #15 (2006)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 5 (Marvel's Ultimate Spider-Man)

FRIENDS: Spider-Man

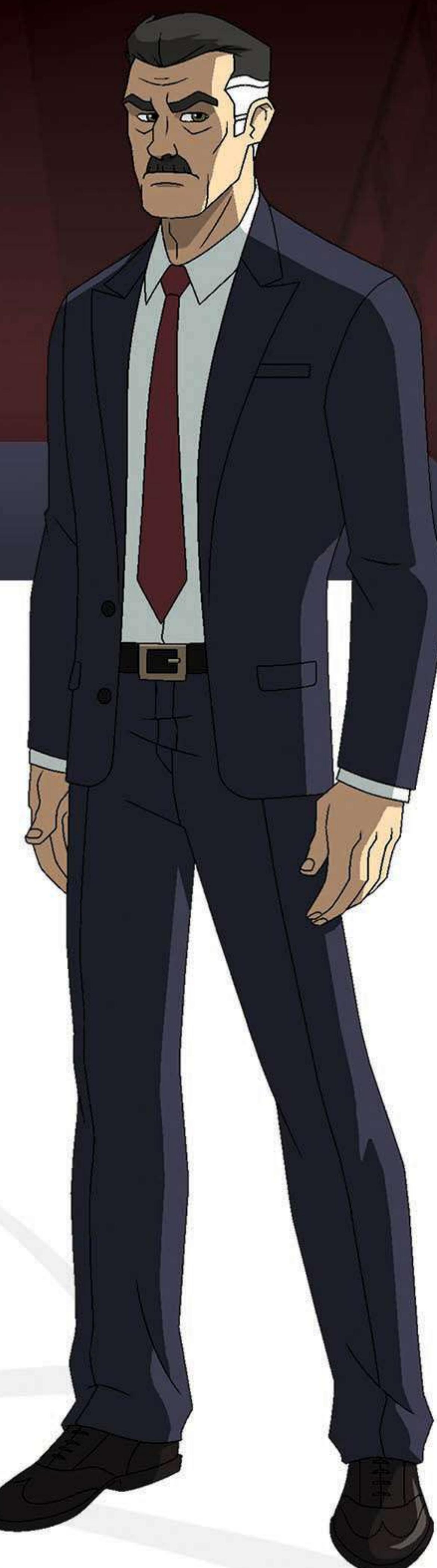
FOES: Taskmaster

BIO: Amadeus Cho is a teenaged super-genius. Just 13 years old, he's already the 7th most intelligent person in the world. A fellow student and academic rival of Peter Parker at Midtown High, Amadeus "borrowed" the Iron Spider armor after Peter brought it to school as a last-minute science fair project. With the armor now on a semi-permanent loan, he fights alongside Spider-Man as the new Iron Spider. As Iron Spider, Amadeus brings both strength and smarts to any fight. With his incredible intellect, he's always looking for a high-tech solution to any problem, although his inquisitive nature can sometimes cause more problems than it solves.

SPECIAL ABILITIES: Although the suit was originally designed for Peter Parker, Amadeus' sharp mind was able to put it to use in minutes. Stark tech and genius intellect make Amadeus one tough customer. The Iron Spider suit not only gives the wearer the ability to fly but is also bullet- and flame-proof! Add in three robot arms and hand-mounted repulsors and Amadeus has all of the tools to become a powerful ally for Spidey and S.H.I.E.L.D.

POWER GRID:





J. JONAH JAMESON

REAL NAME: John Jonah Jameson Jr.

PLACE OF BIRTH: New York, New York

FIRST APPEARANCE (COMIC BOOK):

The Amazing Spider-Man #1 (1963)

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 1 (Marvel's Ultimate Spider-Man)

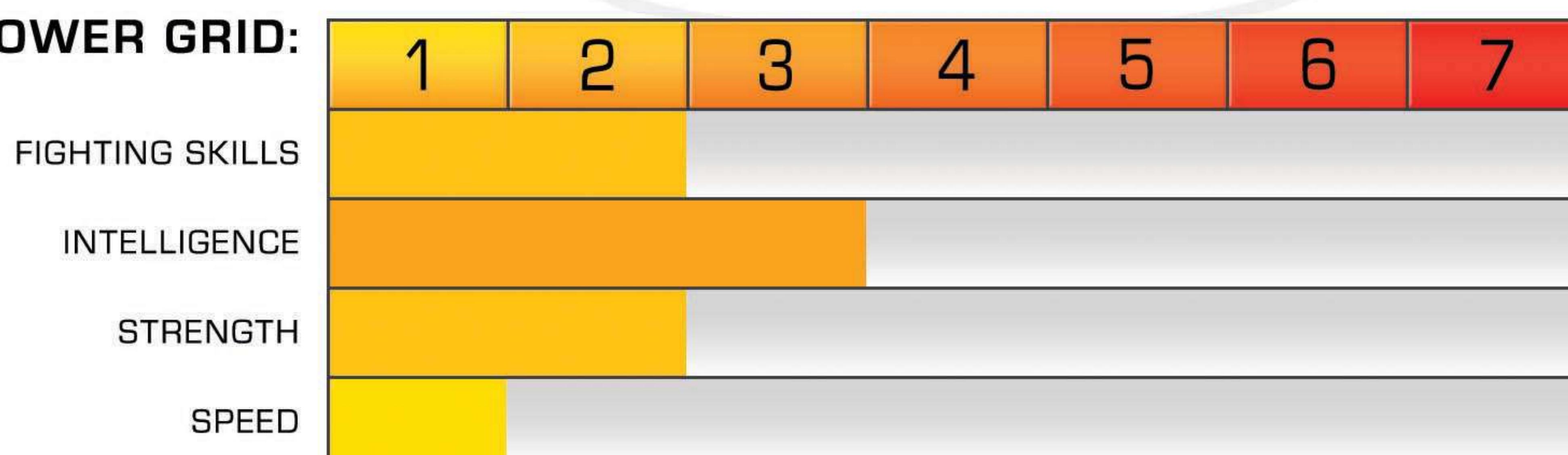
FRIENDS: The truth!

FOES: That no-good wall-crawler!

BIO: J. Jonah Jameson's strong work ethic drove him to work his way up from part-time reporter to head of the Daily Bugle, one of the most powerful and trusted media outlets in the Marvel Universe! His constant goal to uncover the truth and share it with the public brings him into conflict with villains and heroes alike!

SPECIAL ABILITIES: Jameson uses his media connections, including his giant TV in the middle of New York City, to voice his opinions. Right or wrong, Jameson often attempts to convince the general public that Spider-Man and his friends are public menaces and not the heroes that they have proven themselves to be, time and time again.

POWER GRID:



KA-ZAR

REAL NAME: Kevin Plunder

PLACE OF BIRTH: London, England

FIRST APPEARANCE (COMIC BOOK):

X-Men #10 (1965)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 7 (Marvel's Ultimate Spider-Man)

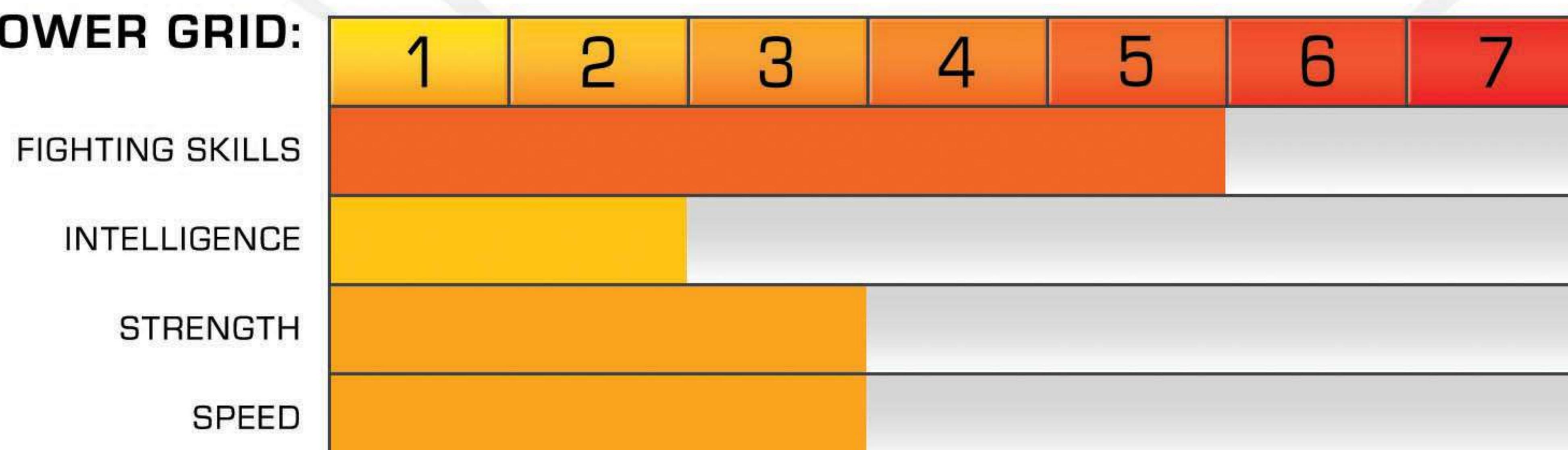
FRIENDS: Spider-Man, Zabu

FOES: Kraven the Hunter, Taskmaster

BIO: Adopted and raised by the intelligent saber-toothed tiger known as Zabu, Kevin Plunder, A.K.A. Ka-Zar, is a force for good in the devastatingly dangerous Savage Land. After a team-up with Spider-Man to rescue his saber-toothed brother from the clutches of Kraven and Taskmaster, Ka-Zar took up the wall-crawler's offer to join S.H.I.E.L.D. as a founding member of the New Warriors.

SPECIAL ABILITIES: Honed to peak physical condition by the hostile environment in which he lives, Ka-Zar is a skilled combatant with a spear, dagger, and bladed gauntlets.

POWER GRID:



KRAVEN

REAL NAME: Sergei Kravinoff

PLACE OF BIRTH: Russia

FIRST APPEARANCE (COMIC BOOK):

The Amazing Spider-Man #15 (1964)

FIRST APPEARANCE (ANIMATED SERIES):

Season 2, Episode 4 (Marvel's Ultimate Spider-Man)

FRIENDS: The Sinister Six, Taskmaster

FOES: White Tiger and her friends

BIO: Determined to hunt the most dangerous predators, Kraven came to New York to hunt Spider-Man's teammate, White Tiger. Although he was able to defeat her father, White Tiger and her friends were able to capture Kraven, preventing him from obtaining her White Tiger Amulet. This self-proclaimed "Greatest Hunter in the World" circles the globe hunting prey and collecting rare and mystical artifacts to further enhance his hunting skills. Understanding the advantage of running with a "pack", Kraven has joined the villain group the Sinister Six to further his goals.

SPECIAL ABILITIES: Kraven is a skilled hunter and outdoorsman with incredible survival and tracking abilities. Although he can fight with the ferocity of a lion, he can be subtle and clever, striking from out of nowhere like a venomous cobra! On his hunts, he uses his energy enhanced spear and wrist mounted force shield to bring down his foes and protect himself from harm.

POWER GRID:



MILES MORALES

REAL NAME: Miles Morales

PLACE OF BIRTH: New York

FIRST APPEARANCE (COMIC BOOK):

Ultimate Fallout #4 (2011)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 11 (Marvel's Ultimate Spider-Man)

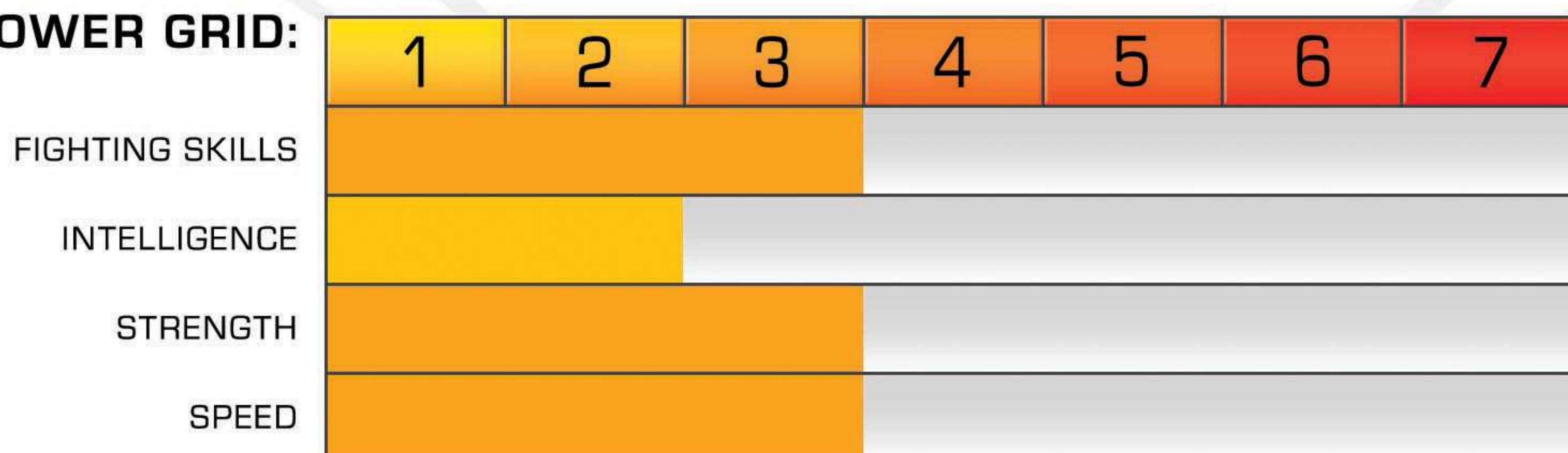
FRIENDS: Spider-Man

FOES: Green Goblin

BIO: Miles Morales is a 13-year-old boy (almost 14!) who has powers similar to Spider-Man. Miles lives in an alternate world in which the original Spider-Man sacrificed his life to save the planet. Using his newfound spider-powers and Peter Parker as his inspiration, he has taken on the mantle of Spider-Man to prove that with great power must also come great responsibility.

SPECIAL ABILITIES: Along with enhanced speed, strength, agility and the ability to cling to walls, Miles uses his venom-blasting gloves to stun his enemies and turn the tide of battle.

POWER GRID:



M.O.D.O.K.

REAL NAME: George Tarleton

PLACE OF BIRTH: Bangor, Maine

FIRST APPEARANCE (COMIC BOOK):

Tales of Suspense #93 (1967)

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 3 (Marvel's Ultimate Spider-Man)

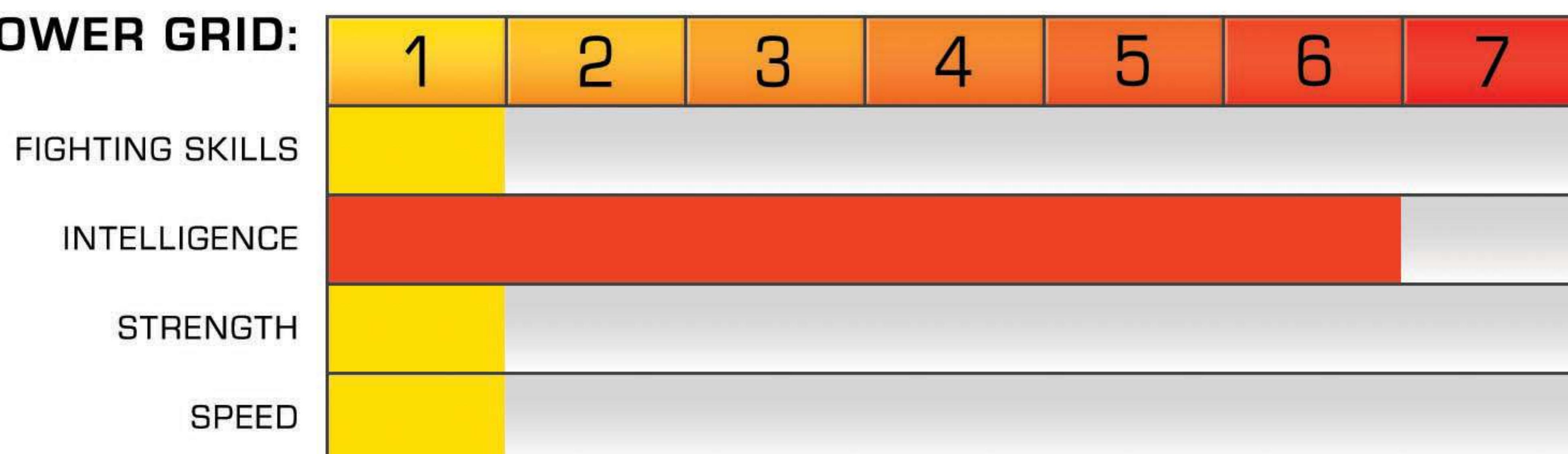
FRIENDS: No friends, but does command an army of A.I.M. scientists and agents.

FOES: The Avengers

BIO: Once a simple technician for the techno-terrorist group A.I.M., George Tarleton was transformed into a super-intelligent being using advanced mutagenics. Smarter than any computer and brimming with ambition, M.O.D.O.K. used his newfound powers to conquer A.I.M. After that, M.O.D.O.K. set his sights on world domination, unwilling to let anything stand in his way, including Spidey and his S.H.I.E.L.D. allies.

SPECIAL ABILITIES: Along with superhuman intelligence and intuition, M.O.D.O.K. can project energy blasts from a device in his massive forehead. Although his transformation has left him physically weak, he is able to easily outthink his opponents. This superior intellect, combined with his technopathic ability, which allows him to mentally control machines and other technology, make him a potentially deadly adversary.

POWER GRID:



NICK FURY

REAL NAME: Nicholas Joseph Fury

PLACE OF BIRTH: Clinton, New York City, New York

FIRST APPEARANCE (COMIC BOOK):

Ultimate Marvel Team-Up #5 (2001)

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 1 (Marvel's Ultimate Spider-Man)

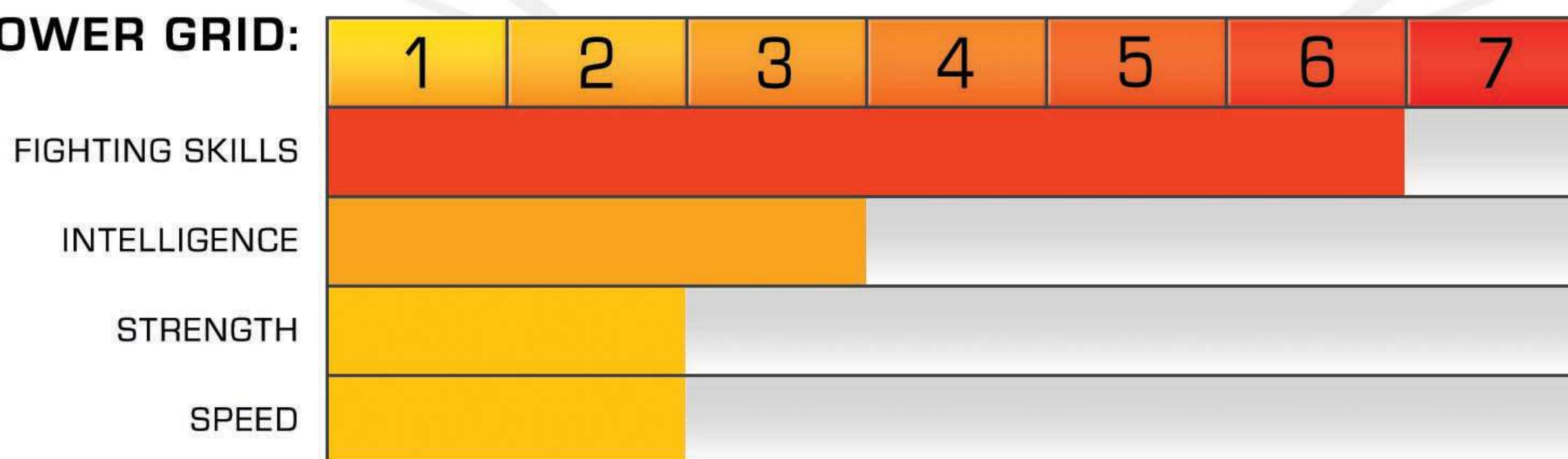
FRIENDS: The Avengers, Spider-Man, Iron Fist, Power Man, Nova, White Tiger, S.H.I.E.L.D.

FOES: All threats to global security!

BIO: Nick Fury became an elite member of the U.S. intelligence team because of intellect and integrity. He has been trained as a paratrooper, Ranger, demolitions expert and vehicle specialist. When the world is in trouble, Nick Fury, Director of S.H.I.E.L.D. is the man who will defend it.

SPECIAL ABILITIES: Expert military and martial arts training, plus access to the entire S.H.I.E.L.D. arsenal of conventional and advanced weaponry, make Nick Fury someone you don't want on your bad side.

POWER GRID:



NOVA

REAL NAME: Sam Alexander

PLACE OF BIRTH: Unknown

FIRST APPEARANCE (COMIC BOOK):

Point One #1 (2001)

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 2 (Marvel's Ultimate Spider-Man)

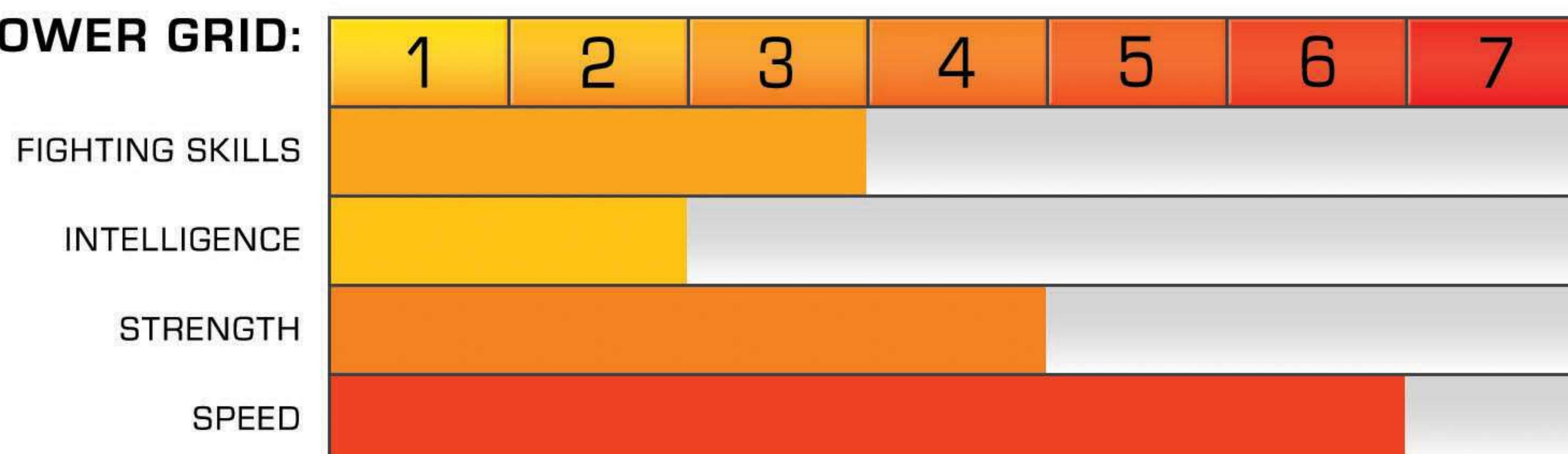
FRIENDS: Spider-Man, Power Man, Guardians of the Galaxy, Iron Fist, White Tiger

FOES: All villains across every galaxy, but especially Titus!

BIO: Sam Alexander was granted super-sonic flight powers from the mysterious Nova Force. His power, accessed through the golden helmet that he wears, originates from somewhere deep in the cosmos, but the tempestuous youngster doesn't give it a second thought. He has way too much fun zipping around like a human rocket as part of Nick Fury's squad of newbie heroes – making life generally miserable for Spider-Man!

SPECIAL ABILITIES: Thanks to the Nova Force, Sam possesses incredible speed while in flight, along with the ability to fire rays of cosmic energy from his hands. His combination of phenomenal speed and energy projection make him a powerful ally.

POWER GRID:



POWER MAN

REAL NAME: Luke Cage

PLACE OF BIRTH: New York, New York

FIRST APPEARANCE (COMIC BOOK):

Luke Cage, Hero for Hire #1 (1972)

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 2 (Marvel's Ultimate Spider-Man)

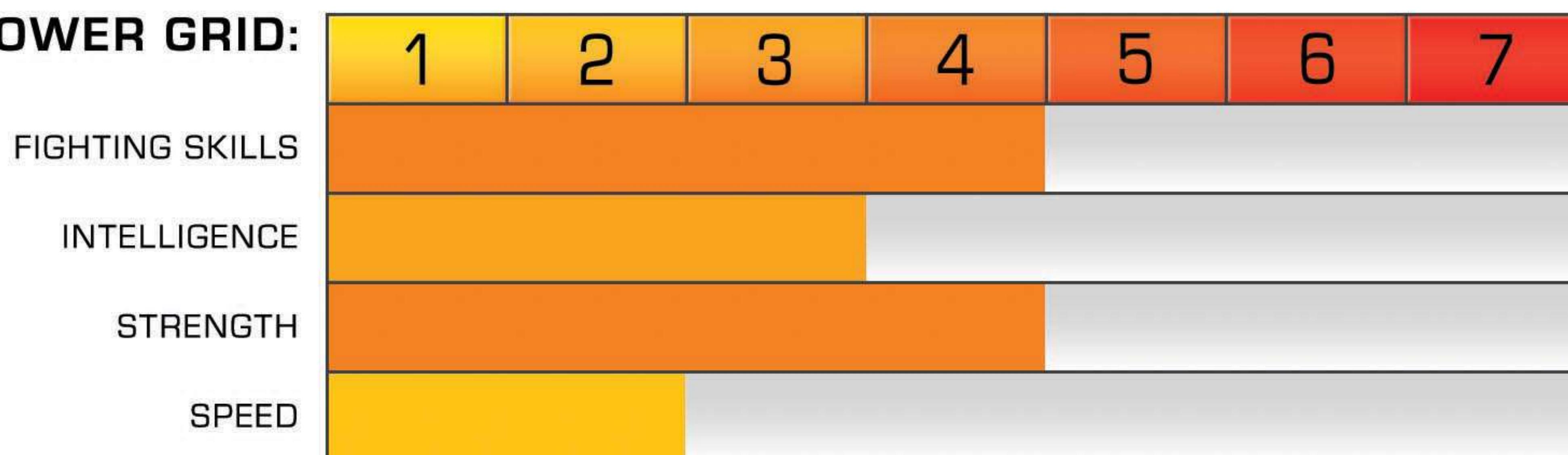
FRIENDS: Iron Fist, Spider-Man, White Tiger, Nova, S.H.I.E.L.D.

FOES: Bullies and evil-doers everywhere!

BIO: The son of S.H.I.E.L.D. scientists, Luke was injected with an experimental super-soldier formula to survive a fall from a doomed airplane. Thinking his parents died in the incident, Power Man was surprised to find they were not only alive but being forced to work for the evil Zodiac. Luke and Spidey teamed up to take down Zodiac and rescue and reunite Luke with his long-lost family. With his extremely dense skin and superhuman strength, Luke Cage brings much-needed raw power to Nick Fury's lineup of new heroes, but operating under S.H.I.E.L.D.'s strict engagement rules doesn't always agree with him. Like Spider-Man, the street-smart Luke prefers to meet his troubles head-on and then beat them down!

SPECIAL ABILITIES: Power Man's combination of expert hand-to-hand fighting skills, bulletproof skin and incredible super-strength make Luke Cage a titanic powerhouse!

POWER GRID:



RHINO

REAL NAME: Alex Sytsevich

PLACE OF BIRTH: New York

FIRST APPEARANCE (COMIC BOOK):

The Amazing Spider-Man #41 (1966)

FIRST APPEARANCE (ANIMATED SERIES):

Season 2, Episode 3 (Marvel's Ultimate Spider-Man)

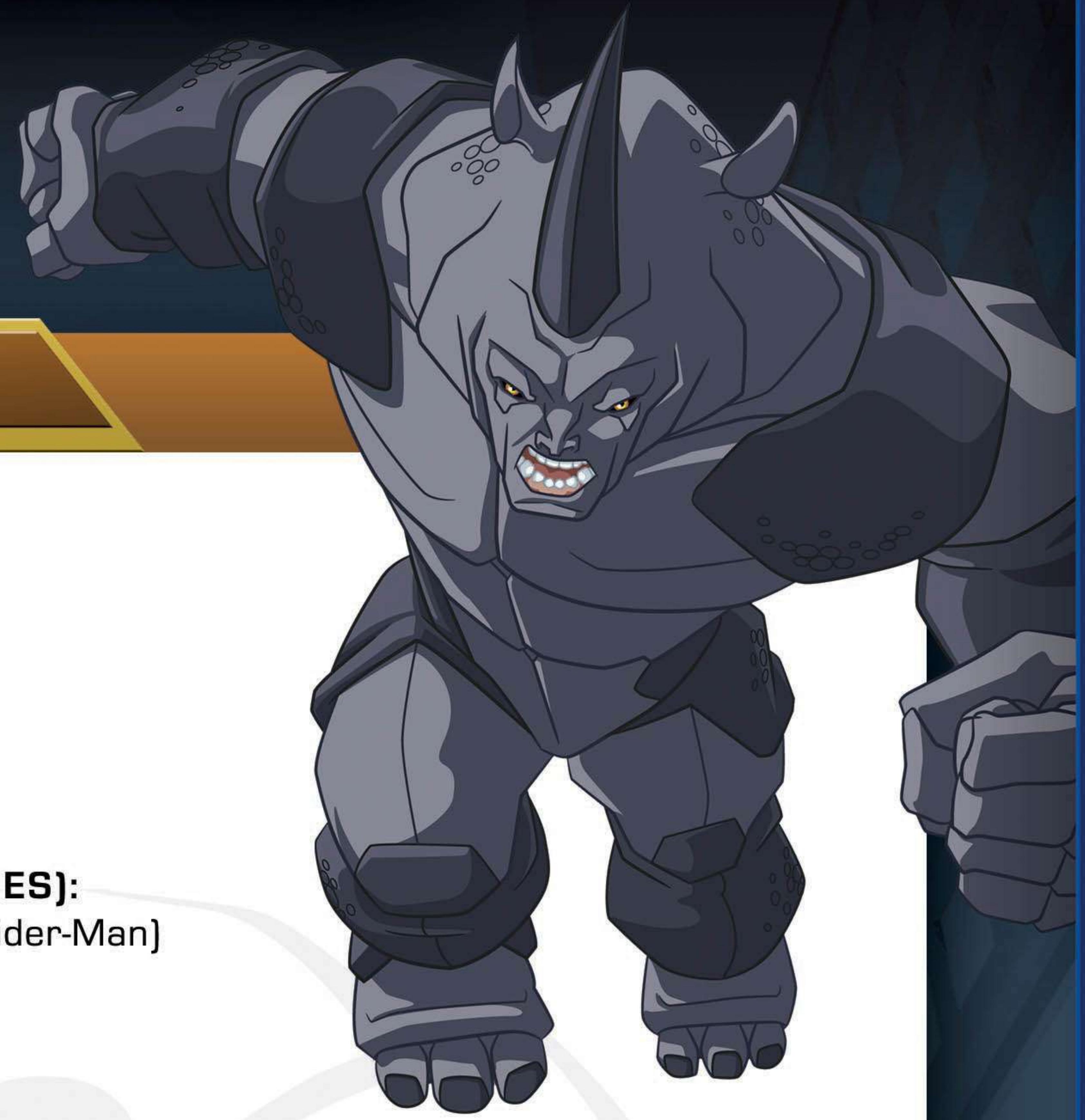
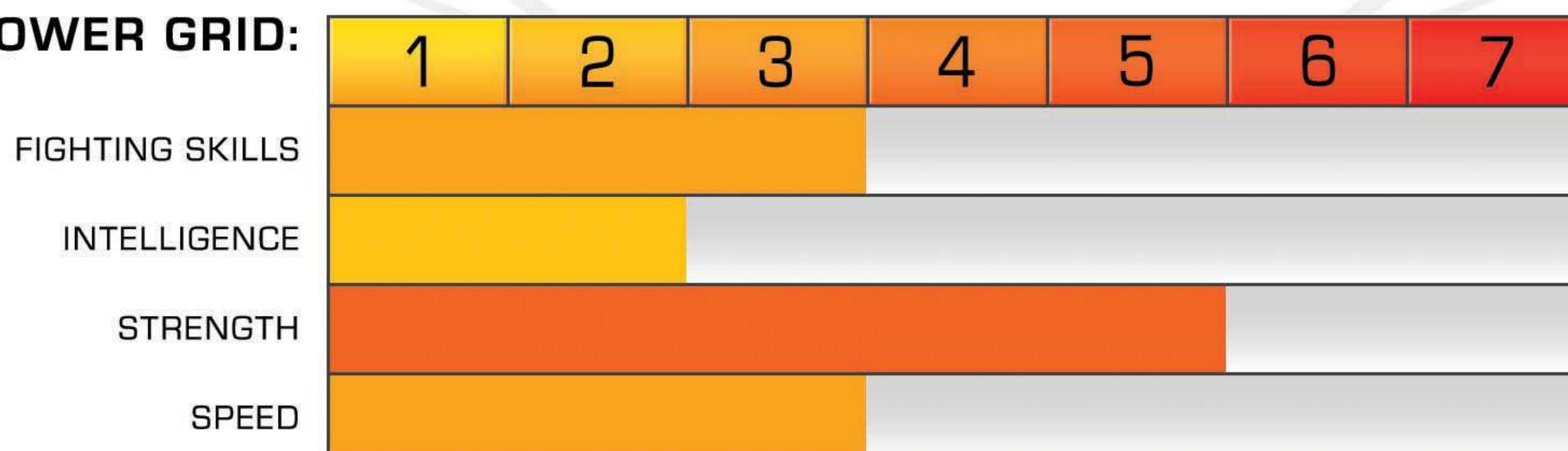
FRIENDS: The Sinister Six

FOES: Flash Thompson and his pal Spidey

BIO: Teenaged Alex Sytsevich got his hands on some Oscorp rhino DNA serum that turned him into the Rhino. Bullied in school by Flash Thompson, Rhino wants to take his revenge on Flash...until Spidey intervenes. In order to secure a steady source of the transforming serum, Alex joins the super villain group the Sinister Six.

SPECIAL ABILITIES: As the massive Rhino, the serum-enhanced teen is incredibly strong and far more durable than the average person. As if this weren't enough, Alex has further enhanced himself with armor plating making him a near-unstoppable physical force!

POWER GRID:



SANDMAN

REAL NAME: Flint Marko

PLACE OF BIRTH: Queens, New York

FIRST APPEARANCE (COMIC BOOK):

The Amazing Spider-Man #4 (1963)

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 17 (Marvel's Ultimate Spider-Man)

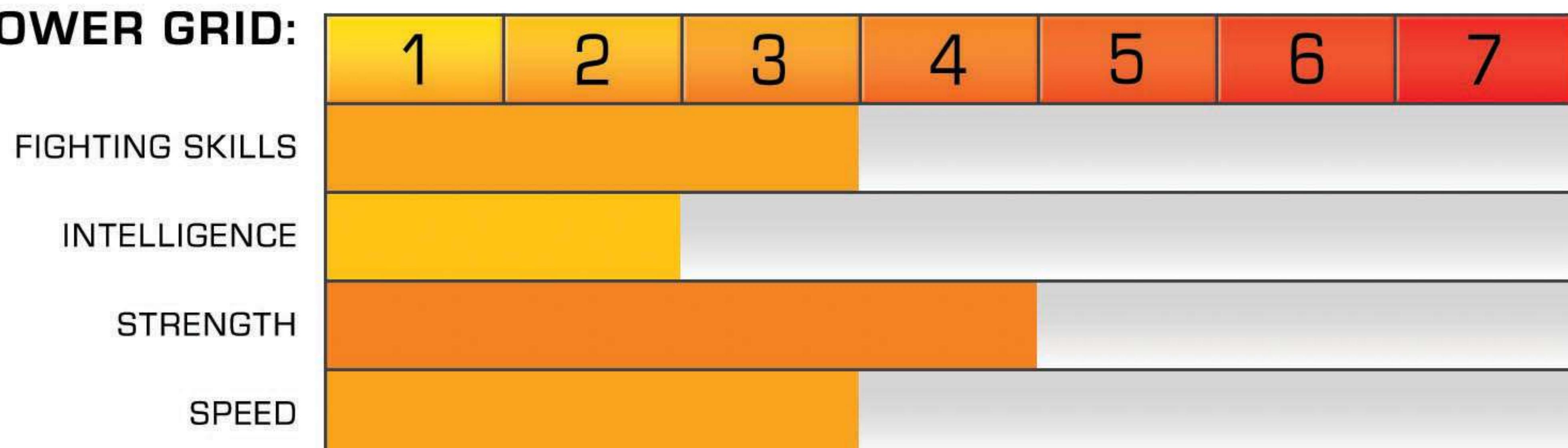
FRIENDS: Spider-Man?

FOES: Spider-Man?

BIO: Flint Marko turned to a life of crime after being transformed into a being of living sand in an experimental bomb test. Marko was deemed too dangerous for normal imprisonment by S.H.I.E.L.D. and as a result, Sandman was exiled to a deserted island far from the mainland. In an attempt to rehabilitate Marko, Spider-Man worked with Flint to fight crime, but ultimately the changes caused by his transformation to Sandman made him too unstable and Marko was returned to confinement.

SPECIAL ABILITIES: Marko has the ability to generate frightening sand weapons of any shape and size as well as travel through cracks and crevices in his sand form. This allows Sandman can go almost anywhere and do massive damage once he arrives!

POWER GRID:



SHOCKER



REAL NAME: Herman Schultz

PLACE OF BIRTH: New York City, New York

FIRST APPEARANCE (COMIC BOOK):

The Amazing Spider-Man #46 (1967)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 22 (Marvel's Ultimate Spider-Man)

FRIENDS: Unknown

FOES: Your friendly neighborhood Ultimate Spider-Man!

BIO: The Shocker is a thuggish safecracker who uses vibro-shock gauntlets to blast his enemies. How he received the Shocker suit and gauntlets is still unknown.

SPECIAL ABILITIES: Schultz is one of the world's best safecrackers. As Shocker, his specialized quilted armor protects him from his powerful vibro-blasts which emit bursts of air vibrated at a very high frequency.

POWER GRID:

	1	2	3	4	5	6	7
FIGHTING SKILLS							
INTELLIGENCE							
STRENGTH							
SPEED							

SPIDER-GIRL

REAL NAME: Petra Parker

PLACE OF BIRTH: Parallel reality,
Forest Hills, Queens, New York

FIRST APPEARANCE (COMIC BOOK):
What If (Vol. 2) #105 (1998)

FIRST APPEARANCE (ANIMATED SERIES):
Season 3, Episode 9 (Marvel's Ultimate Spider-Man)

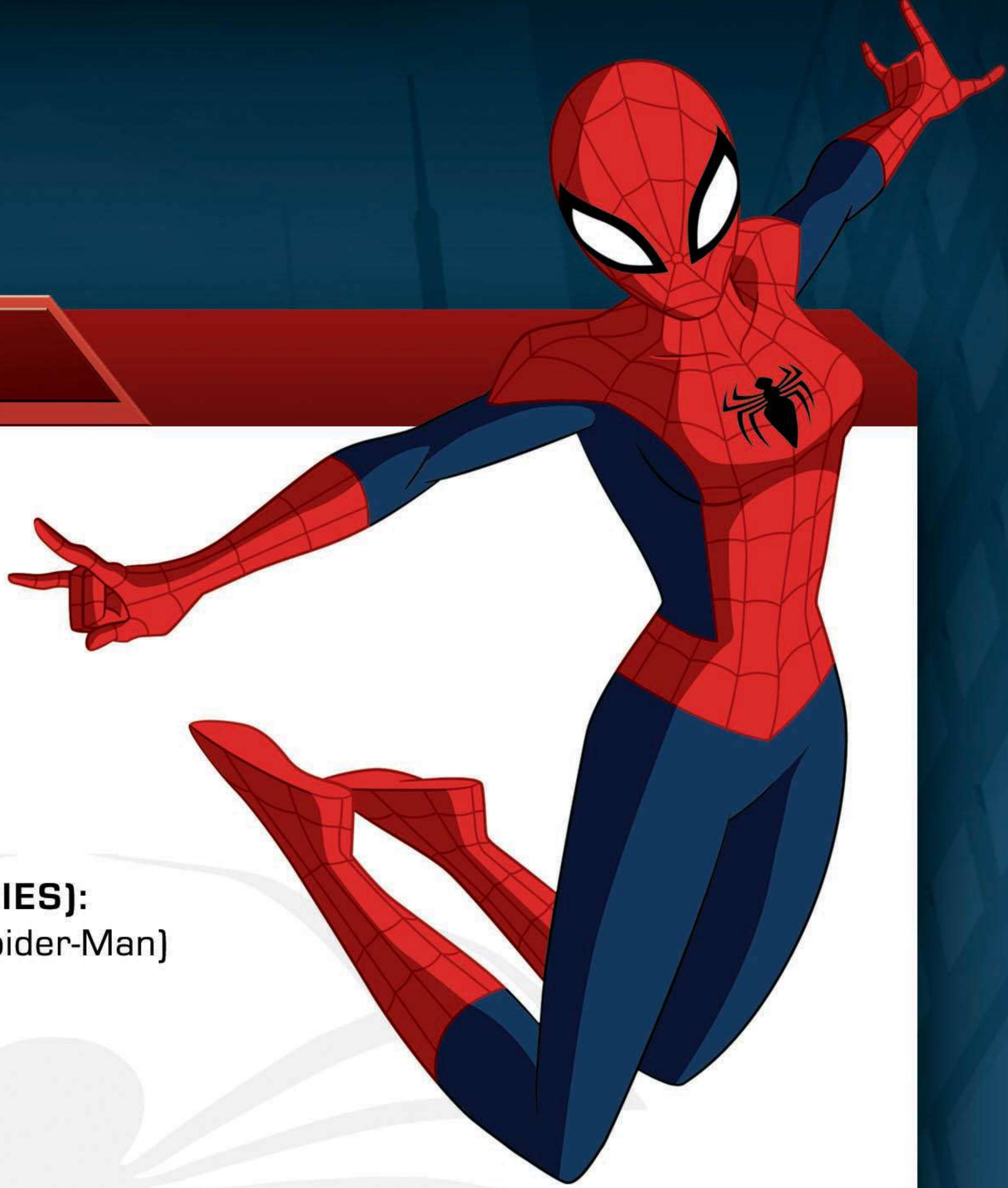
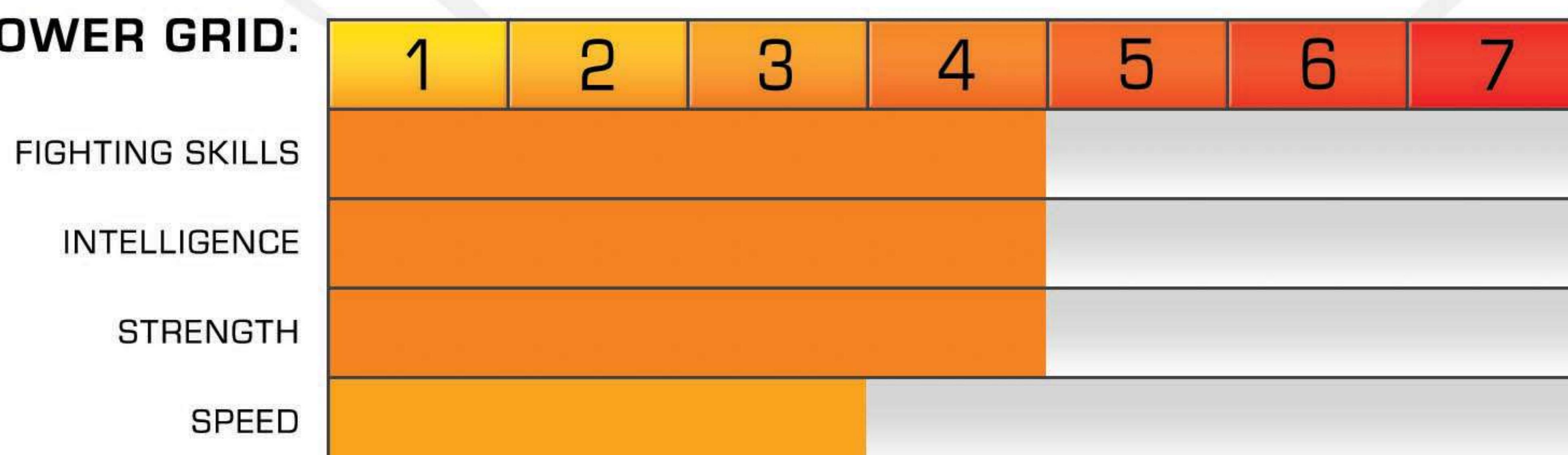
FRIENDS: Nicole Fury, Spider-Man

FOES: Norma Osborn

BIO: Genders are reversed in the alternate world where Petra Parker fights super villains as the Spectacular Spider-Girl. Under the leadership of S.H.I.E.L.D. Director Nicole Fury, she battles evil threats like Mademoiselle Batroc, Miss Kraven, Doctor Lady-Ock, and her most dangerous foe of all - Norma Osborn A.K.A Goblin!

SPECIAL ABILITIES: Just like the Ultimate Spider-Man from our world, Petra has amazing wall-crawling and web-slinging abilities along with enhanced strength, speed and agility.

POWER GRID:



SPIDER-MAN 2099

REAL NAME: Miguel O'Hara

PLACE OF BIRTH: Parallel dimension, New York City, Year 2099

FIRST APPEARANCE (COMIC BOOK):

The Amazing Spider-Man #365 (1992)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 9 (Marvel's Ultimate Spider-Man)

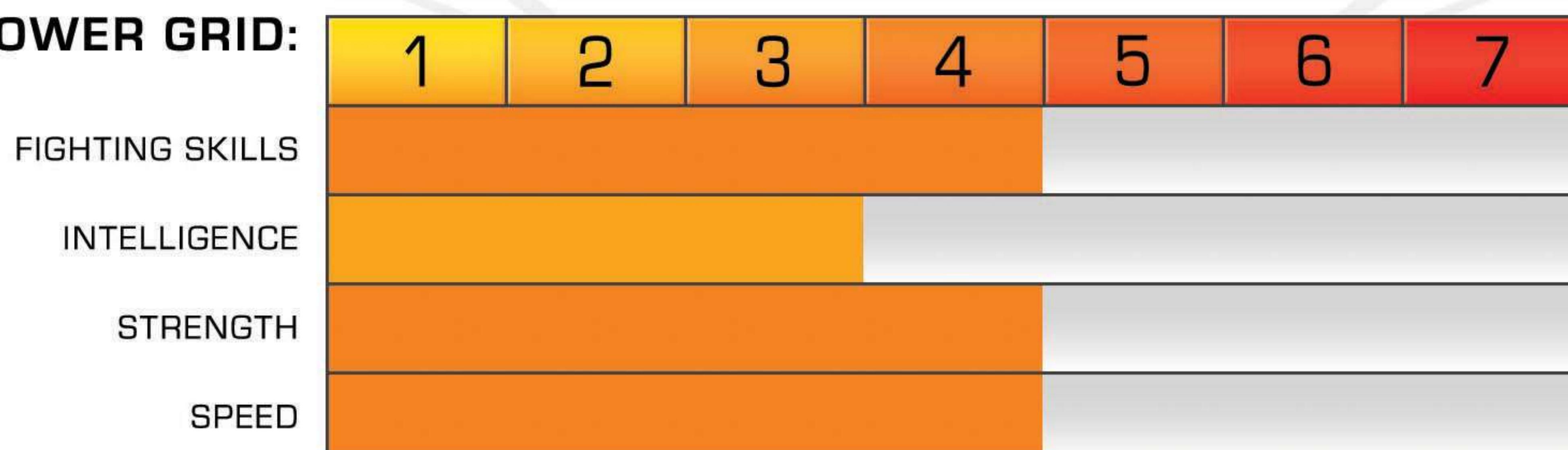
FRIENDS: Those who oppose the greedy mega-corporations, Spider-Man

FOES: Alchemax

BIO: In an alternate world where Spider-Man is a legend of the past, Miguel O'Hara fights the sinister mega-corporations of future New York as Spider-Man 2099.

SPECIAL ABILITIES: The 2099 counterpart has many powers and abilities similar to the original Spider-Man along with some new additions, like razor-sharp talons on his hands and feet and a costume made of metallic fibers. Despite it being 2099, this dimension's Spider-Man still learns a thing or two about web strength from our Spider-Verse traveling Spidey.

POWER GRID:



SPIDER-MAN NOIR

REAL NAME: Peter Parker (Alternate dimension version)

PLACE OF BIRTH: Dark and gritty, alternate New York City

FIRST APPEARANCE (COMIC BOOK):

Spider-Man Noir #1 (2009)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 10 (Marvel's Ultimate Spider-Man)

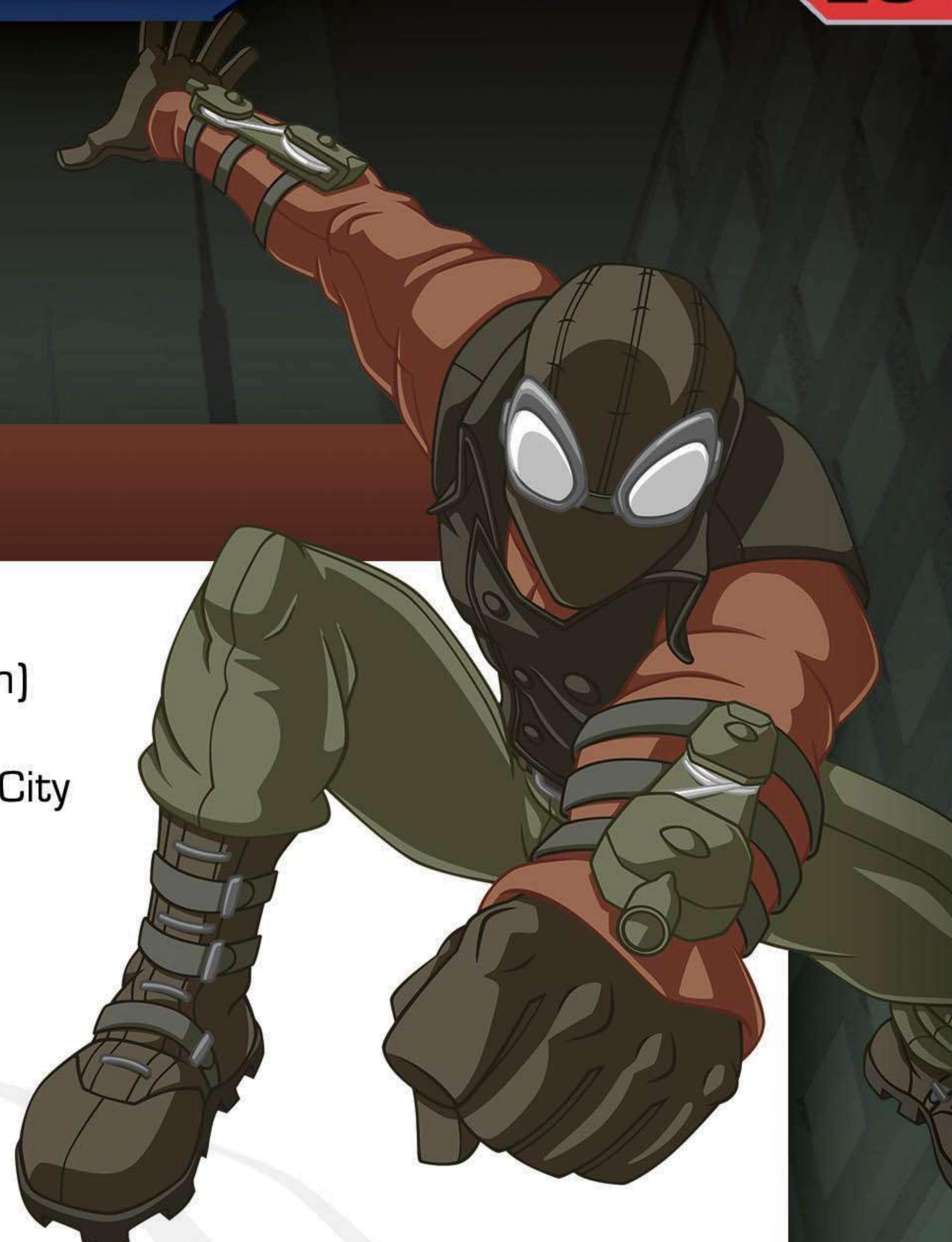
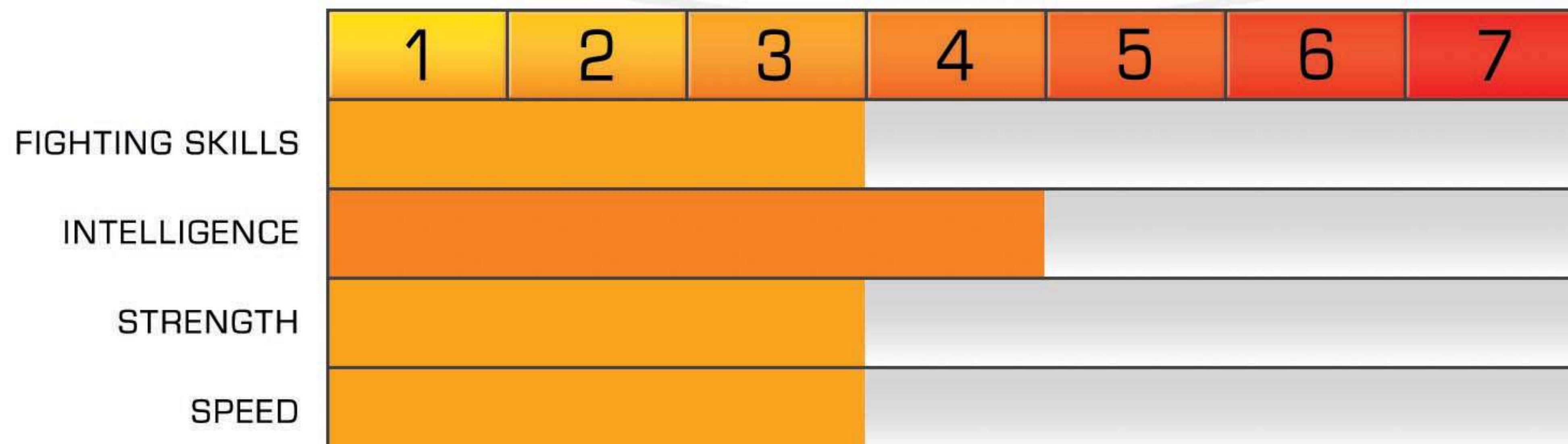
FRIENDS: Spider-Man

FOES: The Goblin (Norman Osborn) and his gang of thugs

BIO: Spider-Man Noir, A.K.A. The Spider, comes from a dark and gritty alternate New York where airships rule the skies. Given his powers by an exotic spider bite, Spider-Man Noir fights an unrelenting battle against crime in his city, all the while keeping his friends and loved ones at a distance, seemingly for their own safety.

SPECIAL ABILITIES: Enhanced speed, strength and agility and his uncanny spider-sense allow this Spider-Man to be a master of stealth. Along with webbing he can use to net criminals, the Peter Parker of this world uses his Autogyro to swing across the New York skyline.

POWER GRID:



SPYDER-KNIGHT

REAL NAME: Unknown

PLACE OF BIRTH: York

FIRST APPEARANCE (COMIC BOOK): None

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 11 [Marvel's Ultimate Spider-Man]

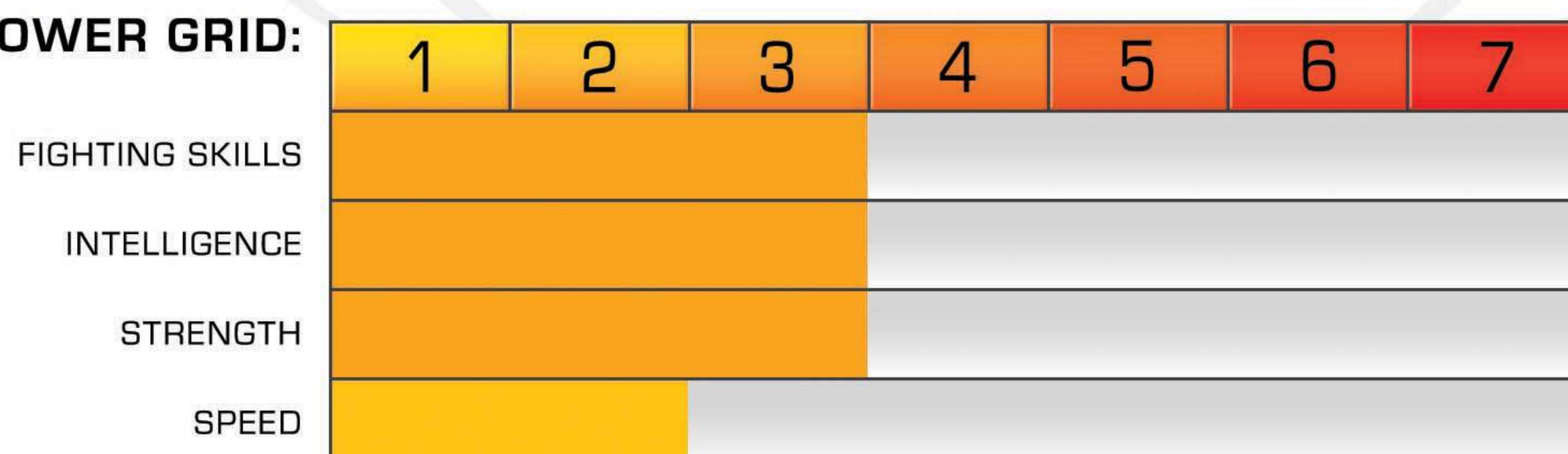
FRIENDS: Spider-Man

FOES: Knaves

BIO: As the Spider-Man of an alternate medieval world, Spyder-Knight uses his spider-powers to protect the citizens of York from danger and uphold justice, even though the locals continue to think he is a monstrous demon.

SPECIAL ABILITIES: Along with spider-powers similar to the Spider-Man of our world, Spyder-Knight uses his special Spyder-Armor with retractable blades and spring-loaded crossbow to defeat the menaces of his world. He even made matching armor to protect his horse!

POWER GRID:



SQUIRREL GIRL

REAL NAME: Doreen Green

PLACE OF BIRTH: Los Angeles, California

FIRST APPEARANCE (COMIC BOOK):

Marvel Super-Heroes #8 (1992)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 5 (Marvel's Ultimate Spider-Man)

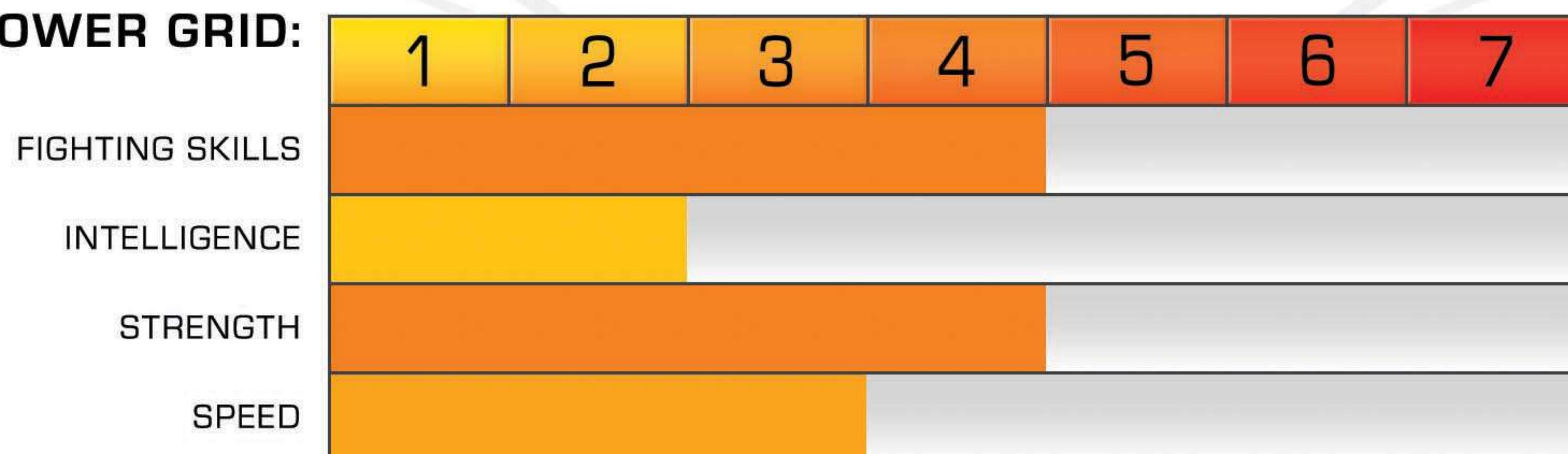
FRIENDS: Spidey and the New Warriors

FOES: Bad Guys!

BIO: Fury hasn't disclosed much about this furry-tailed crusader, but she is on his short list of S.H.I.E.L.D.'s New Warriors. Squirrel Girl and her furry friends made a bad first impression on Spidey. Although she stopped a rampaging villain, her tactics caused a significant amount of property damage. Despite the rocky start, Doreen and her squirrel pals have proven to be valuable additions to the New Warriors squad, showing they have what it takes to be true heroes.

SPECIAL ABILITIES: In addition to understanding and speaking "squirrel," Squirrel Girl has heightened "squirrel agility," vision, and sense of smell.

POWER GRID:



VULTURE

REAL NAME: Adrian Toomes

PLACE OF BIRTH: Staten Island, New York

FIRST APPEARANCE (COMIC BOOK):

The Amazing Spider-Man #2 (1963)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 6 (Marvel's Ultimate Spider-Man)

FRIENDS: Thunderbolts

FOES: Spidey

BIO: Little is known about the super-powered teenaged criminal dubbed the "Vulture." Even Vulture doesn't remember his life before becoming a human-bird hybrid. With Spider-Man's help, Vulture discovered he's the result of one of Doc Ock's experiments. Filled with uncontrollable rage toward Ock and a gloomy disposition, it remains to be seen if he'll use his powers for good or return to a life of crime.

SPECIAL ABILITIES: Adrian's genetic modifications have given him many of the characteristics of an actual bird, including feathers and a beak! The power of flight and sharp talons on his hands and feet, plus his sonic shriek, allow Vulture to hold his own in combat, despite a lack of formal training.

POWER GRID:



WHITE TIGER

REAL NAME: Ava Ayala

PLACE OF BIRTH: Unknown

FIRST APPEARANCE (COMIC BOOK):

Avengers Academy #20 (2011)

FIRST APPEARANCE (ANIMATED SERIES):

Season 1, Episode 2 (Marvel's Ultimate Spider-Man)

FRIENDS: Nova, Power Man, Spider-Man, Iron Fist, S.H.I.E.L.D.

FOES: Anyone who messes with her teammates!

BIO: Ava Ayala's incredible agility and razor-sharp talons serve her well as one of the veteran recruits in Nick Fury's super hero training program. Unlike Spidey and some of the other young heroes, Ava is disciplined and enjoys fighting crime according to S.H.I.E.L.D. protocols.

SPECIAL ABILITIES: Her family's ancestral relic, the White Tiger Amulet, gave Ava catlike reflexes as well as enhanced strength and speed. Intense martial arts training and a sharp mind, not to mention sharp claws, make her a dangerous foe and a powerful ally!

POWER GRID:



ZABU

REAL NAME: Zabu

PLACE OF BIRTH: The Savage Land

FIRST APPEARANCE (COMIC BOOK):

X-Men #10 (1965)

FIRST APPEARANCE (ANIMATED SERIES):

Season 3, Episode 7 (Marvel's Ultimate Spider-Man)

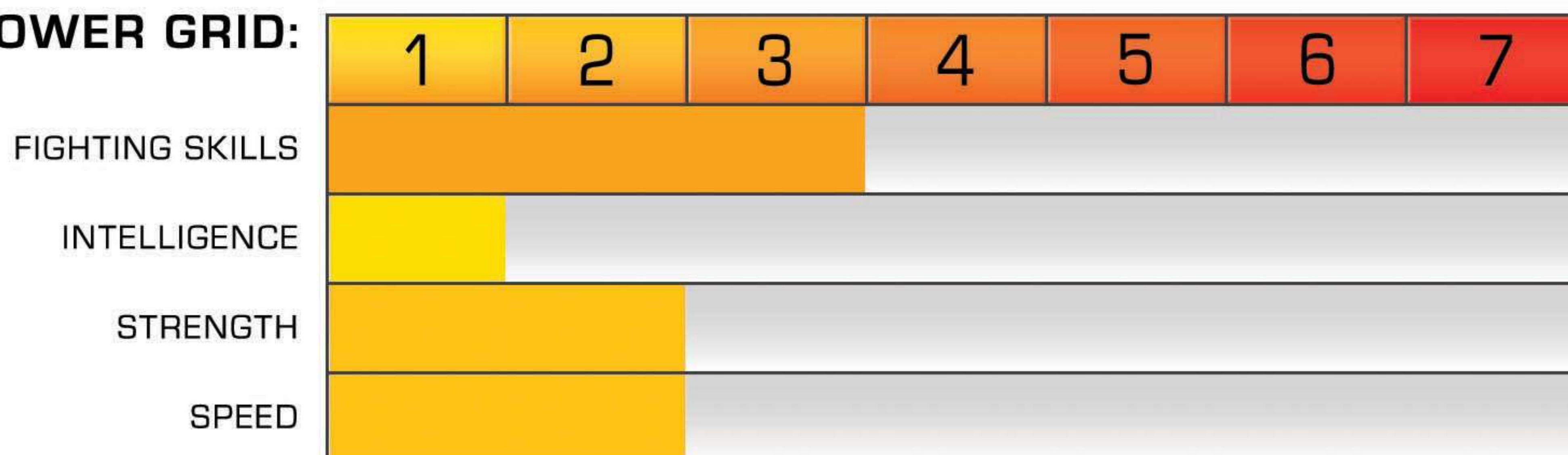
FRIENDS: Ka-Zar, Spider-Man

FOES: Kraven the Hunter, Taskmaster

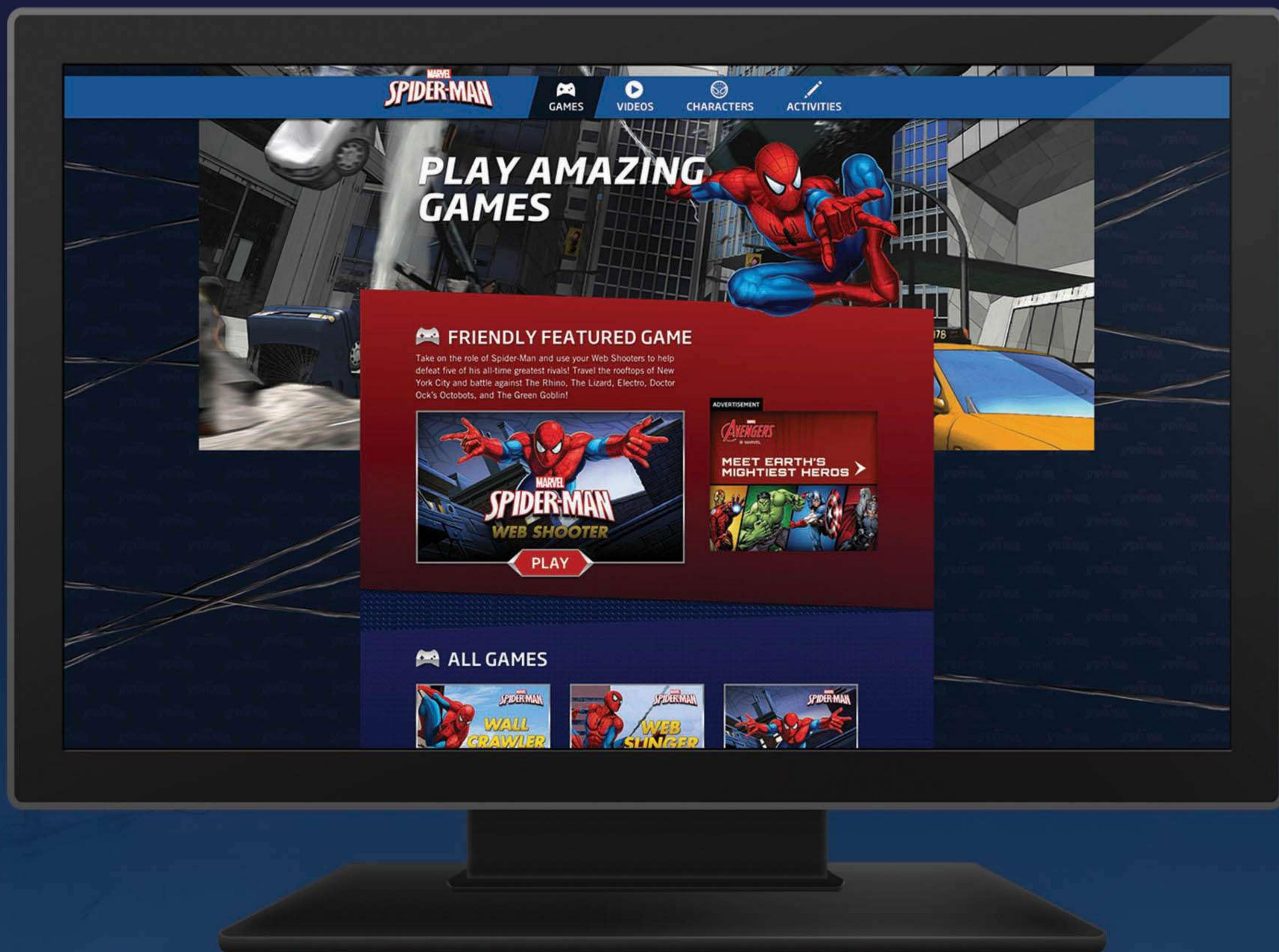
BIO: The saber-toothed tiger Zabu was an orphan and a loner until he rescued the young Kevin Plunder from danger. Realizing Kevin was also on his own in the dangerous Savage Land, Zabu kept the boy safe from harm as he grew to adulthood, and the pair became inseparable friends in the process. To show his appreciation, Kevin even took the name Ka-Zar, which means "son of tiger" in the language of the Savage Land. Spidey teamed up with Ka-Zar to rescue Zabu from the merciless Kraven the Hunter.

SPECIAL ABILITIES: Zabu was exposed to a special element that raised his consciousness and increased his intelligence to near-human levels, allowing him to understand speech. Zabu defends his friends and defeats his foes with his immense strength, agility and fearsome, razor-sharp teeth!

POWER GRID:



SPIDER-MAN SWINGS INTO ACTION AT



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