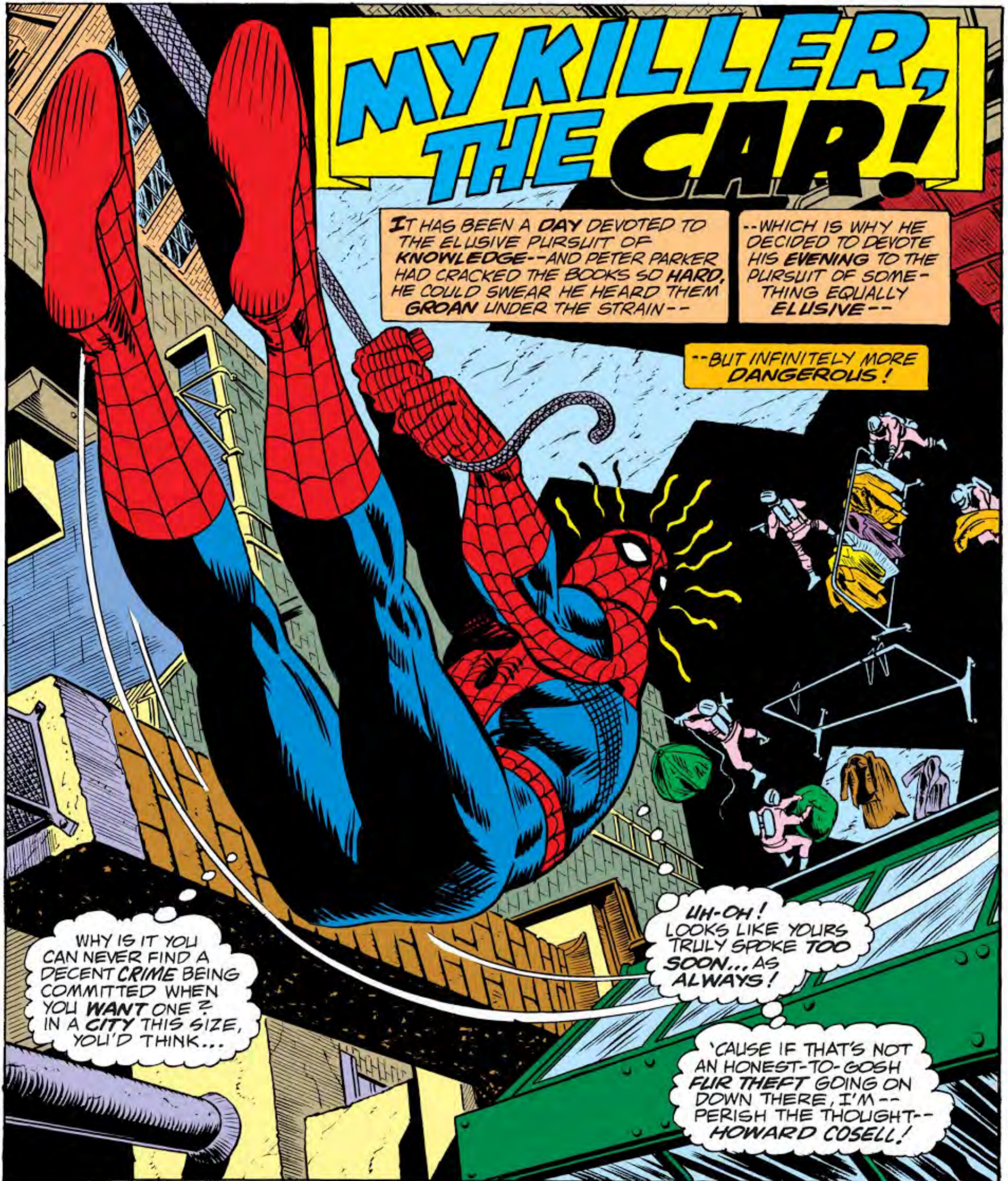


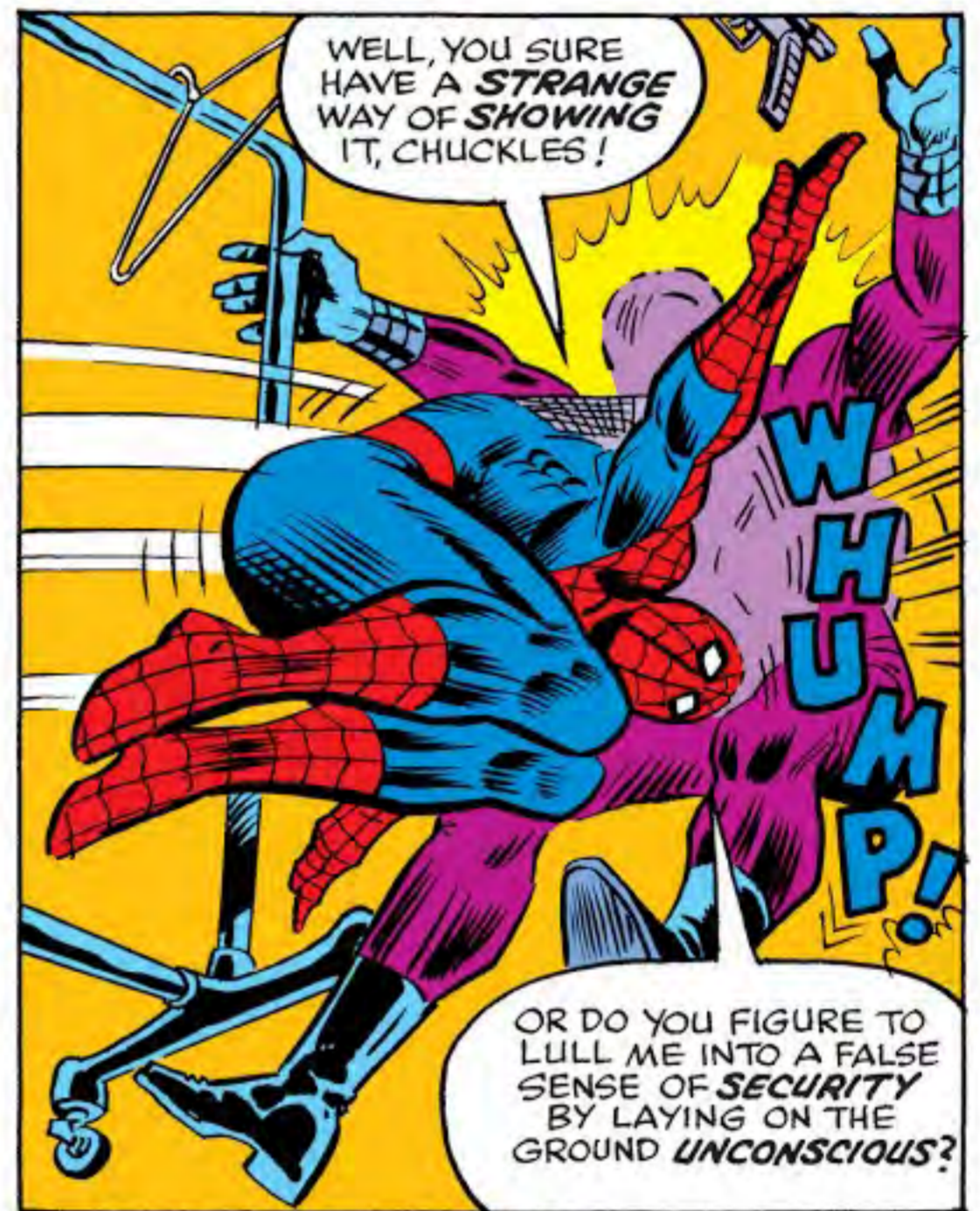
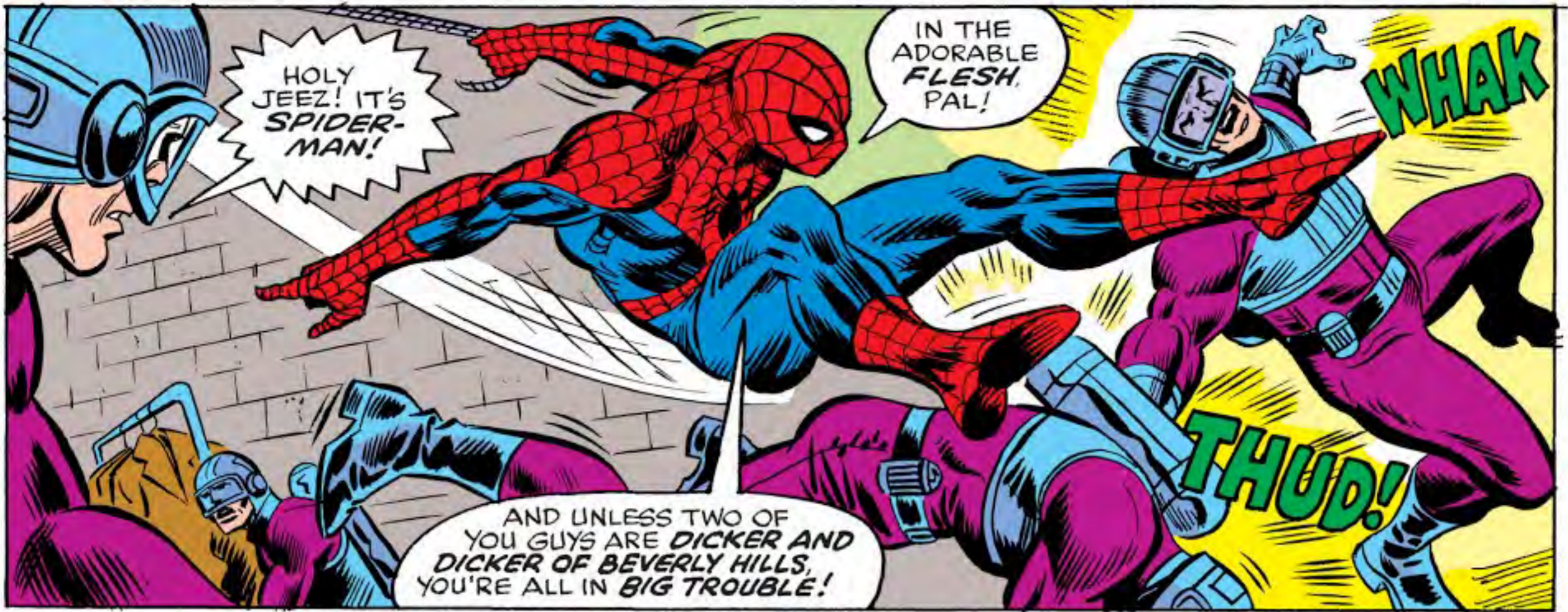
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science; Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

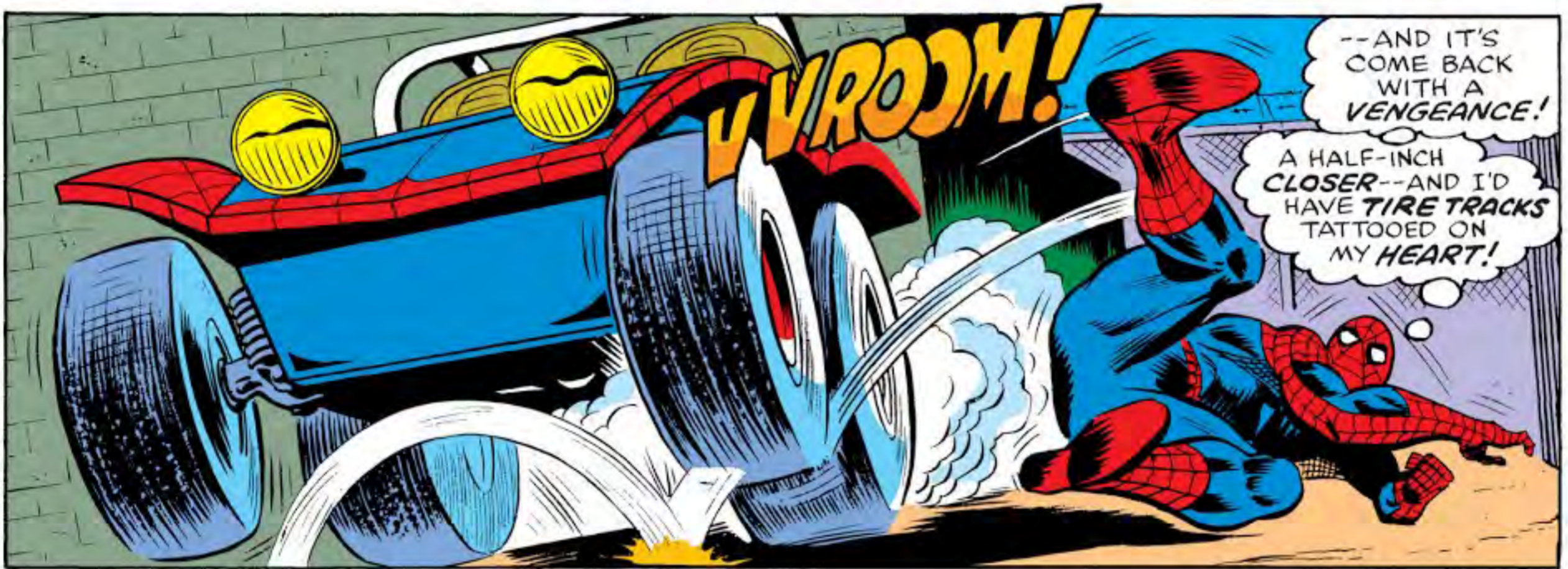
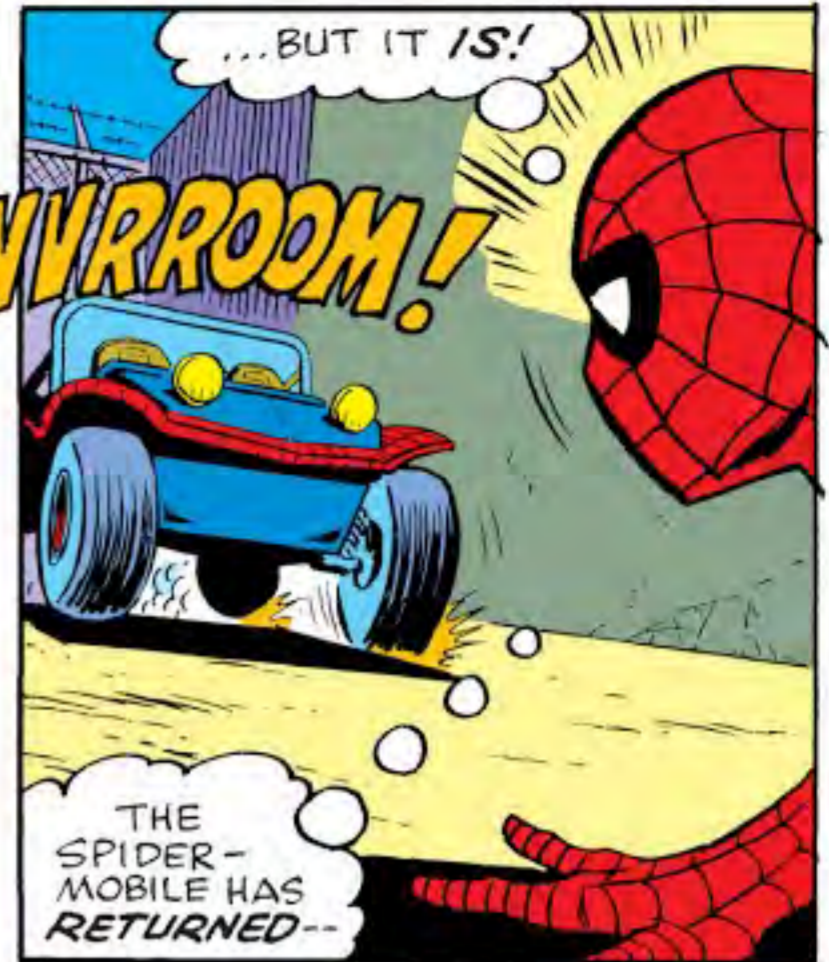
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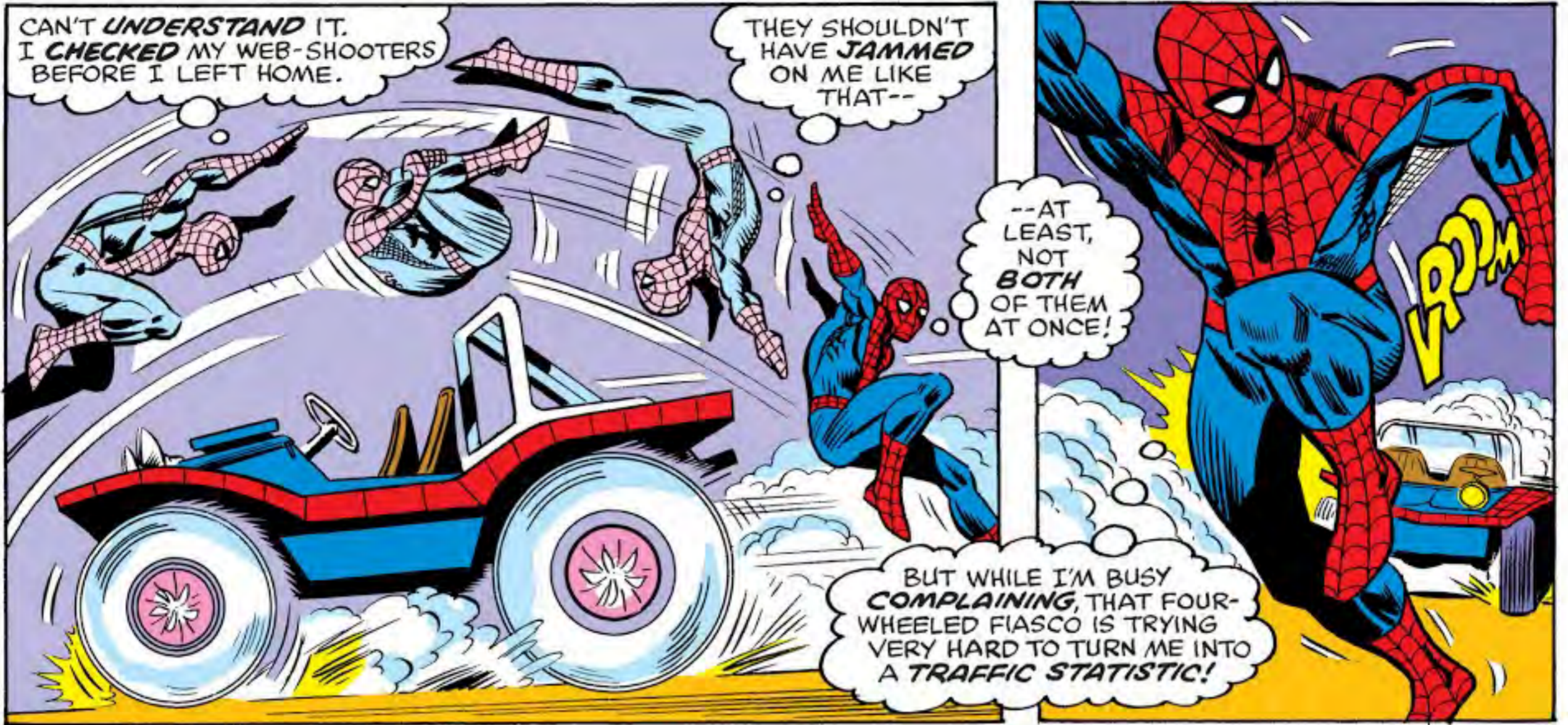
Stan Lee PRESENTS: **THE AMAZING SPIDER-MAN™**

LEN WEIN [WRITER/EDITOR] ROSS ANDRU [ILLUSTRATOR] MIKE ESPOSITO [EMBELLISHER] GLYNIS WEIN [COLORIST] JOE ROSEN [LETTERER] IRV FORBLUSH [HEAD MECHANIC]









CAN'T UNDERSTAND IT. I CHECKED MY WEB-SHOOTERS BEFORE I LEFT HOME.

THEY SHOULDN'T HAVE JAMMED ON ME LIKE THAT--

--AT LEAST, NOT BOTH OF THEM AT ONCE!

BUT WHILE I'M BUSY COMPLAINING, THAT FOUR-WHEELED FIASCO IS TRYING VERY HARD TO TURN ME INTO A TRAFFIC STATISTIC!

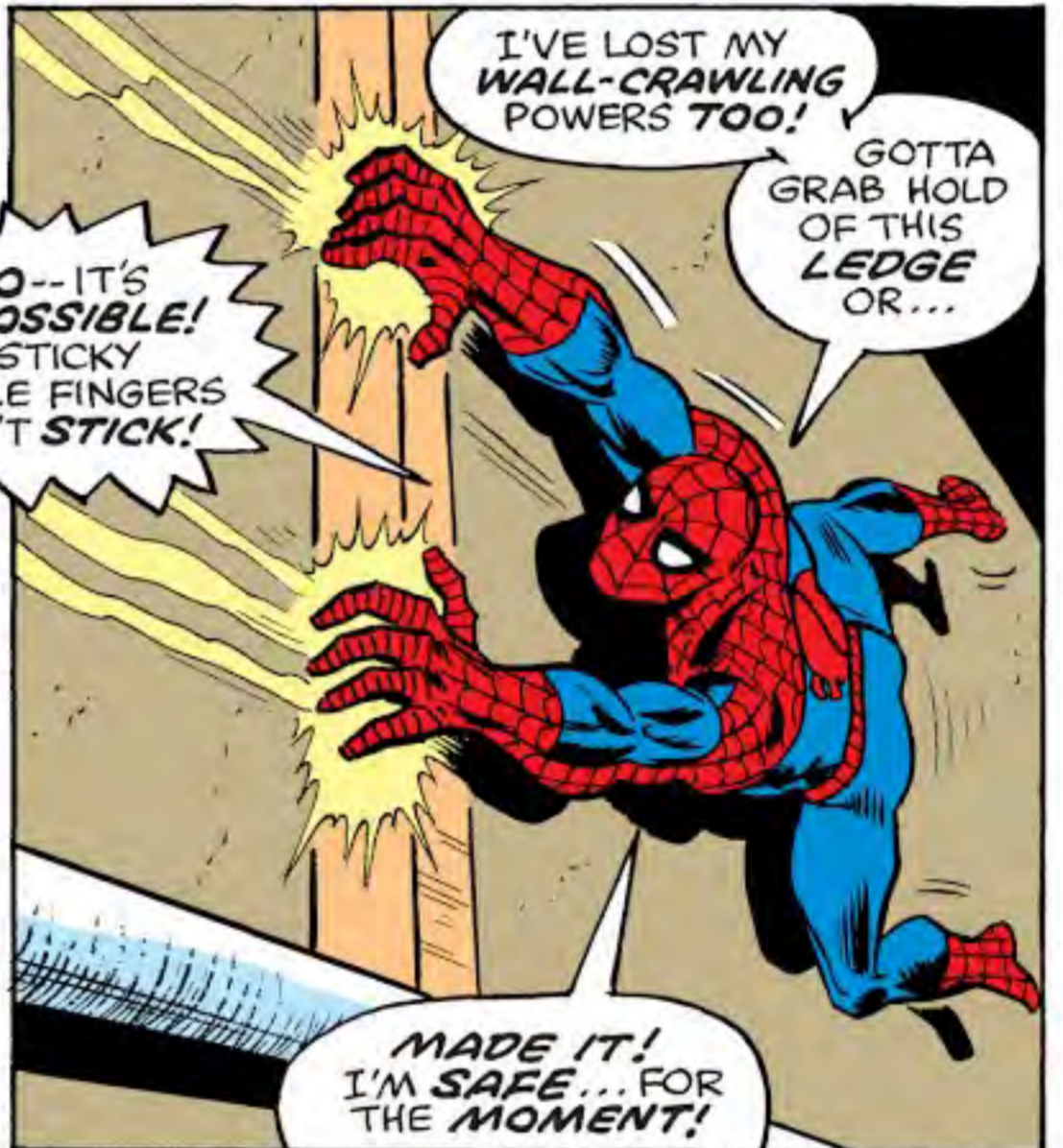


BETTER HEAD UP WHERE THE SPIDER-MOBILE CAN'T REACH ME--!

I'LL TELL YA, THERE ARE TIMES WHEN BEING ABLE TO CLING TO WALLS CAN SURE COME IN...



NO--IT'S IMPOSSIBLE! MY STICKY LITTLE FINGERS WON'T STICK!



I'VE LOST MY WALL-CRAWLING POWERS TOO!

GOTTA GRAB HOLD OF THIS LEDGE OR...

MADE IT! I'M SAFE... FOR THE MOMENT!



AND, UNFORTUNATELY, A MOMENT IS ALL THAT IT LASTS!

CRUMBS! THAT MISERABLE ROADHOG IS TRYING TO BATTER DOWN THE WHOLE BLAMED WALL!

AND THE IMPACT HAS MADE ME LOSE MY GRIP!

THIS DRAINPIPE IS MY ONLY CHANCE--!

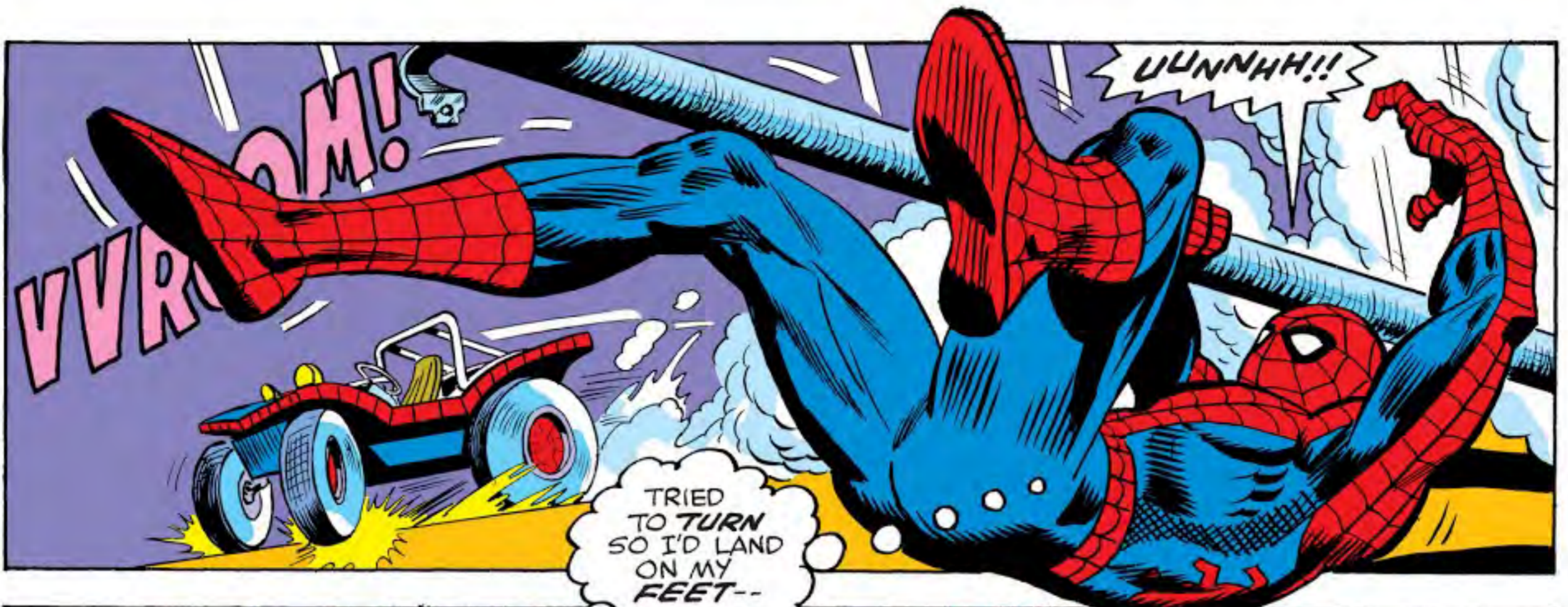


IF IT WILL JUST SUPPORT MY WEIGHT, I CAN STILL...

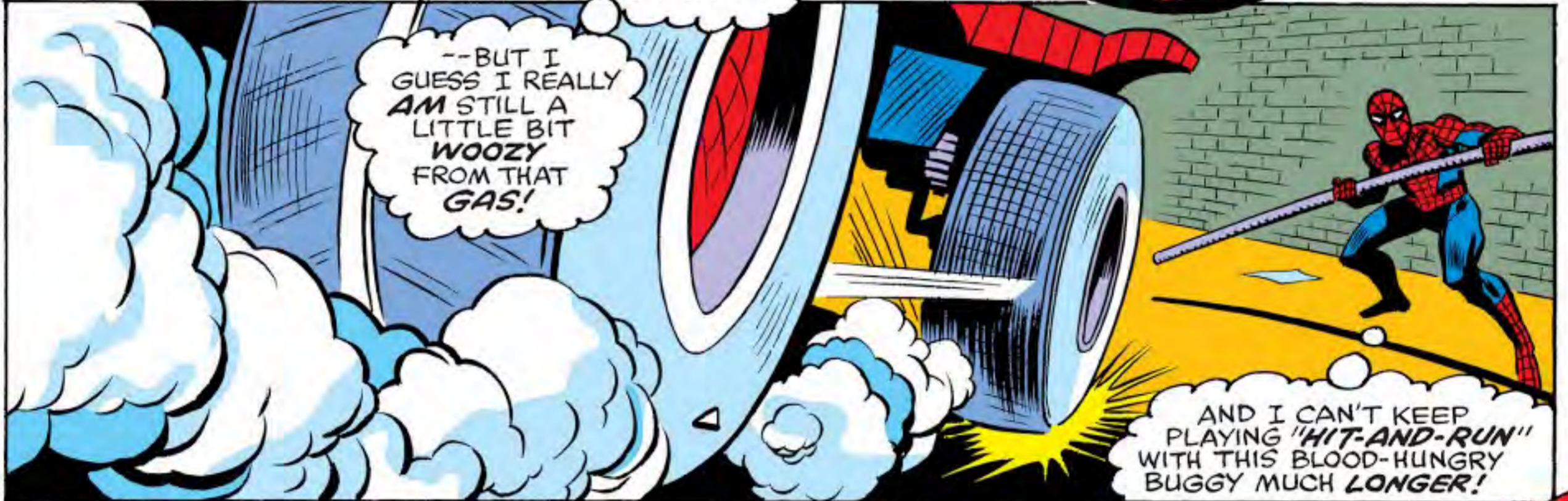


WRRENNKK!

WELL-- SO MUCH FOR THAT IDEA!



TRIED TO TURN SO I'D LAND ON MY FEET--



--BUT I GUESS I REALLY AM STILL A LITTLE BIT WOZZY FROM THAT GAS!

AND I CAN'T KEEP PLAYING "HIT-AND-RUN" WITH THIS BLOOD-HUNGRY BUGGY MUCH LONGER!



THERE'S ONE LAST LITTLE STUNT I CAN TRY--

--BUT IT'S GONNA REQUIRE ONE HECK OF A RUNNING START--

-- AND MORE PURE-AND-SIMPLE DUMB LUCK THAN I'VE GOT ANY RIGHT TO HOPE FOR!

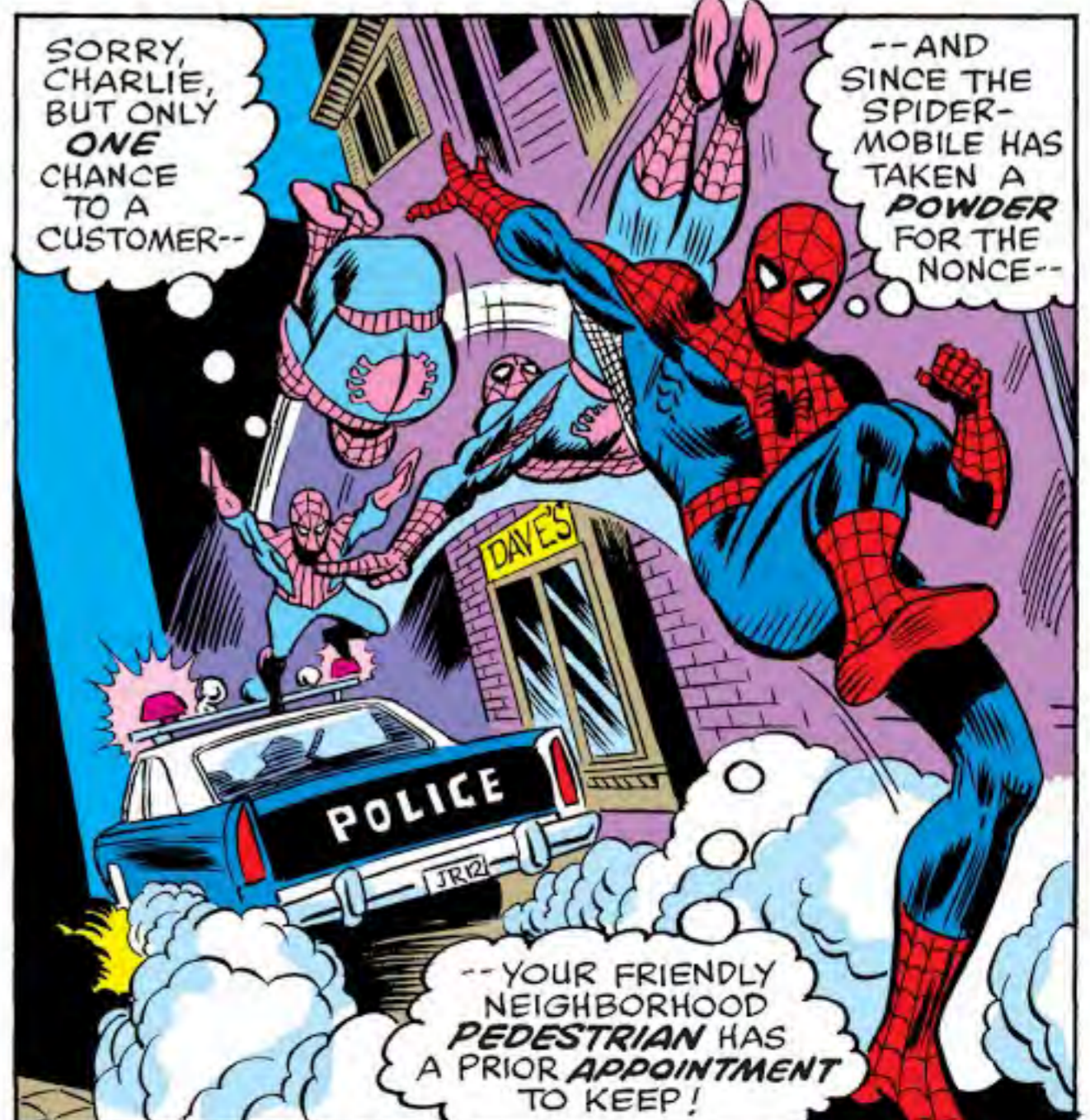
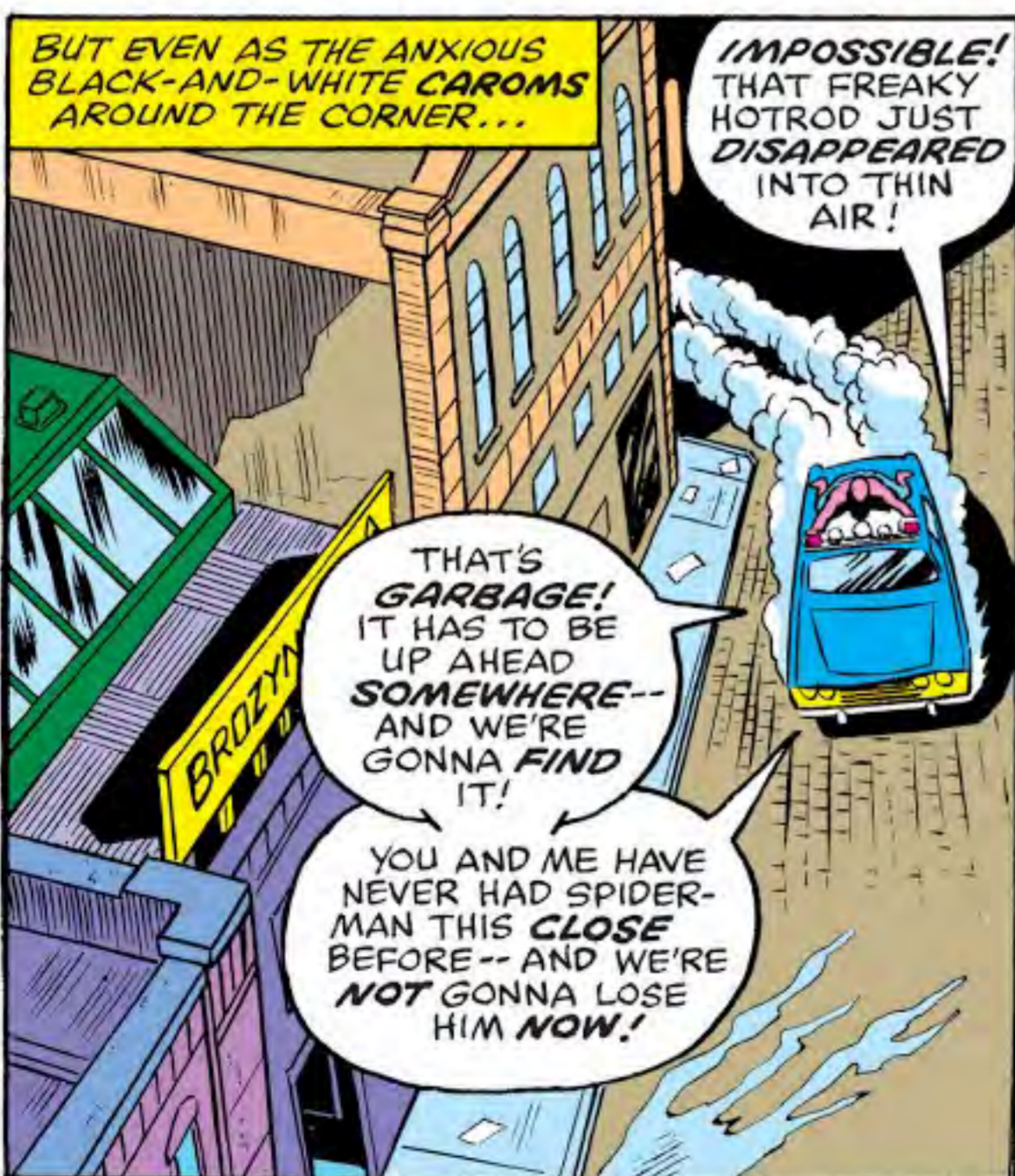
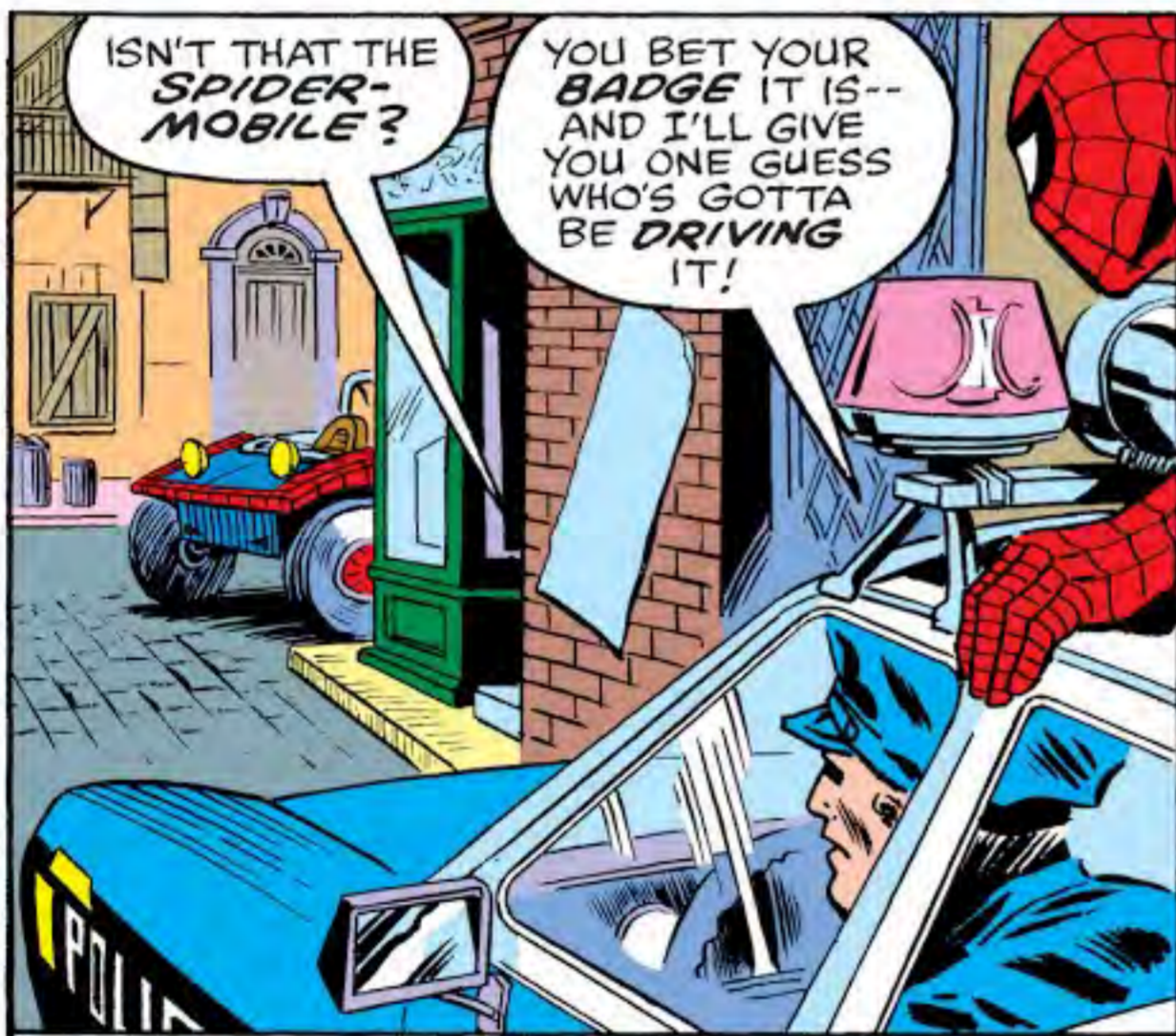


GOTTA PLANT THIS PIPE JUST SO-- KICK HIGH AND AWAY--AND THEN--

BINGO! NOT EXACTLY AN OLYMPIC-LEVEL POLE VAULT--



--BUT WHATEVER'S ON THE OTHER SIDE OF THIS ALLEY HAS GOT TO BE EASIER TO DEAL WITH THAN WHAT I'M FACING HERE!



AND ON THAT NOTE, LET'S AMBLE OVER TO CITY HOSPITAL A SHORT WHILE LATER...

SORRY, TIGER-- BUT HOSPITALS DEPRESS ME. I'D RATHER BE WHERE IT'S LIGHT, BRIGHT-- WHERE THINGS ARE SWINGING.

WE'LL JUST STOP BY TO CHECK ON AUNT MAY, MARY JANE-- THEN I PROMISE I'LL BUY YOU THE MOST SWINGING MILK SHAKE IN TOWN--!

HEY-- HARRY OSBORN? LIZ ALLEN? WHAT ARE YOU TWO DOING HERE?

212-231

HI, PETE. JUST THOUGHT WE'D PAY OUR RESPECTS TO YOUR AUNT.

HOPE YOU'RE FEELING BETTER, MRS. PARKER. HERE-- THESE MOVIE MAGAZINES MIGHT HELP TO PASS THE TIME.

ISN'T THAT NICE OF MARY JANE, AUNT MAY? NOW YOU CAN FOLLOW ALL THE LATEST DIRT ON TONY ORLANDO AND DAWN.

THAT'S SWEET, PETER DEAR--

-- BUT I'M REALLY MUCH MORE INTERESTED IN DONNIE AND MARIE OSMOND.

AND WHAT ABOUT YOU CHILDREN? ARE YOU BOTH GETTING ALONG THESE DAYS?

WELL? SPEAK UP, PETER. CAT GOT YOUR TONGUE?

I'M AFRAID YOUR NEPHEW STILL HAS A FEW CORNERS, MRS. PARKER--

BUT MJ IS WORKING AT ROUNDING THEM OFF, AUNT MAY.

WELL, IT'S ABOUT TIME, I MUST SAY.

AND SPEAKING OF TIME, PETE-- I'M AFRAID LIZ AND I HAVE GOTTA BE GOING.

YEAH, PRETTY LADY-- I GUESS MARY JANE AND I OUGHT TO MAKE A GRACEFUL EXIT AS WELL.

YOU TAKE IT EASY ON THE ICE HOCKEY PRACTICE NOW, HEAR?

WE'RE GLAD TO SEE YOU LOOKING SO WELL, MRS. PARKER-- AFTER YOUR ORDEAL WITH DR. OCTOPUS.*

OH, PETER-- YOU SPOIL ALL MY FUN.

*AS SHOWN THESE THREE ISSUES PAST, RIGHT?-- LIVELY LEN.

HEY, IT WAS REALLY GOOD SEEING YOU TWO AGAIN. WHY DON'T THE FOUR OF US DOUBLE SOME EVENING?

YOU'VE GOT YOURSELF A DATE, HANDSOME.

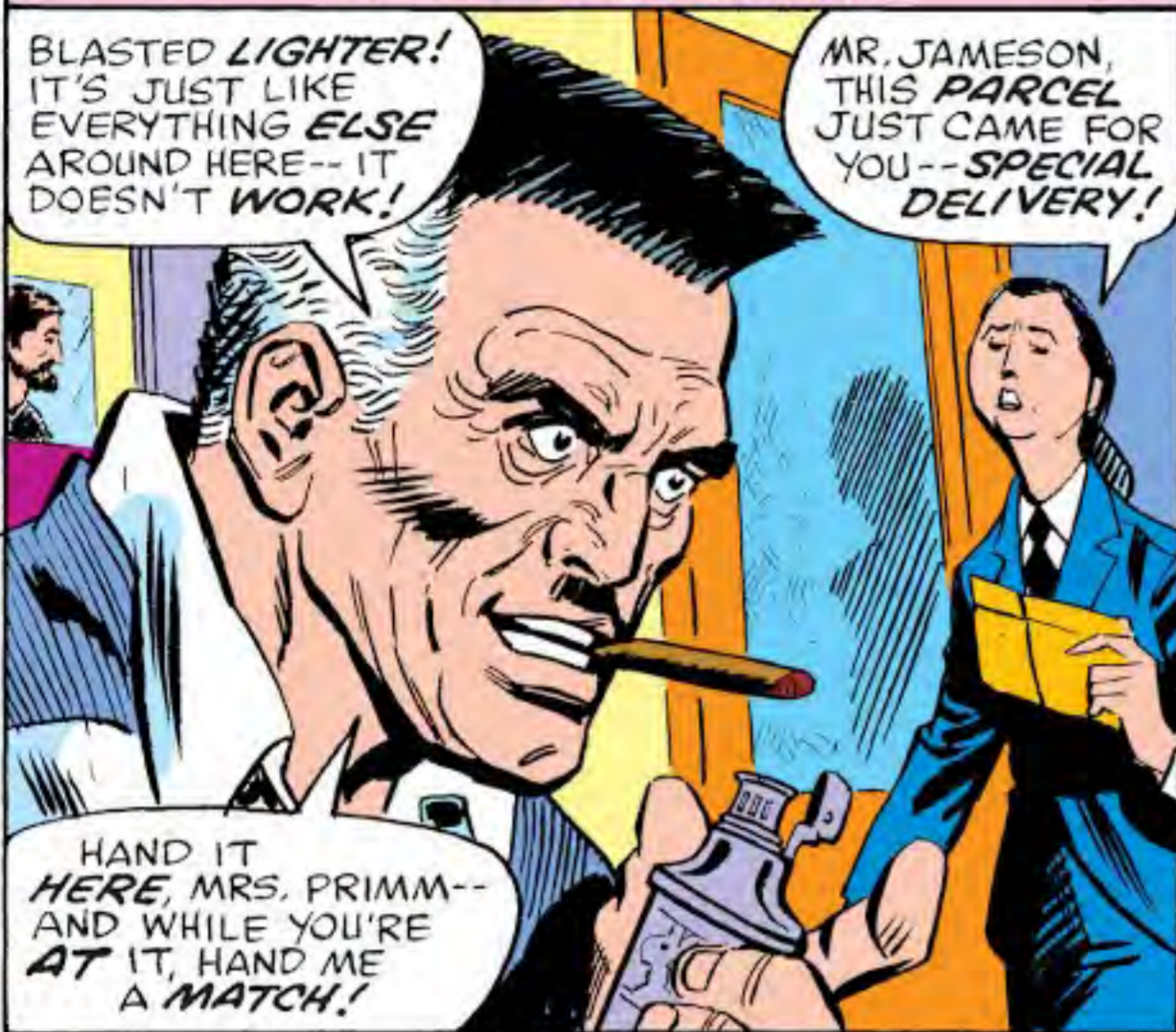
HARRY OSBORN AND... LIZ ALLEN? IT'S A SMALLER WORLD THAN I THOUGHT.

TAKE CARE, YOU GUYS. SEE YOU SOON.

AND WHILE PETER PARKER AND MARY JANE WATSON SET OFF IN SEARCH OF THE PENULTIMATE MILK SHAKE--

-- WHY DON'T THE REST OF US TURN OUR ATTENTION ACROSS TOWN, TO THE OFFICE OF DAILY BUGLE PUBLISHER J. JONAH JAMESON--

--WHERE AN EVENT IS ABOUT TO OCCUR THAT MAY HAVE FAR-REACHING EFFECTS ON THE LIFE OF OUR HARRIED WEB-SLINGER!



BLASTED LIGHTER! IT'S JUST LIKE EVERYTHING ELSE AROUND HERE-- IT DOESN'T WORK!

MR. JAMESON, THIS PARCEL JUST CAME FOR YOU-- SPECIAL DELIVERY!

HAND IT HERE, MRS. PRIMM-- AND WHILE YOU'RE AT IT, HAND ME A MATCH!



I'LL DO NOTHING OF THE KIND, SIR! IF I'VE TOLD YOU ONCE, I'VE TOLD YOU A DOZEN DOZEN TIMES--

SMOKING IS A FILTHY HABIT, AND I'LL NOT HAVE IT IN ANY OFFICE WHERE I AM EMPLOYED!

HUH?

WH-WHAT ARE YOU DOING, WOMAN?



SAVING YOUR LIFE, MR. JAMESON. IT'S THE DUTY OF A RESPONSIBLE SECRETARY TO LOOK AFTER HER EMPLOYER!

YOU SO RARELY KNOW WHAT'S GOOD FOR YOU!

SNAP!



SECRETARY? YOU'RE NO SECRETARY! YOU'RE A DICTATOR IN SKIRTS!

GET OUT OF HERE, PRIMM! YOU'RE FIRED!

ACCORDING TO MY CONTRACT, MR. JAMESON-- YOU CAN'T FIRE ME!

BUT NEVERTHELESS-- I QUIT!



I CERTAINLY WILL NOT STAY WHERE MY TALENTS AREN'T APPRECIATED!

YOU WANT APPRECIATION, LADY-- BUY A DOG!

THAT'S THREE DOWN.



AND AFTER THE STEAM HAS STOPPED STREAMING FROM JOLLY JONAH'S EARS...

SPECIAL DELIVERY, EH?

FUNNY... THERE'S NO RETURN ADDRESS.



HMMMM... NO LETTER, NO NOTE, NO NOTHING! JUST A HANDFUL OF CHEAP SNAPSHOTS!

IF THIS IS A GAG BY PETER PARKER OR SOMEBODY, I'LL DISLOCATE HIS...



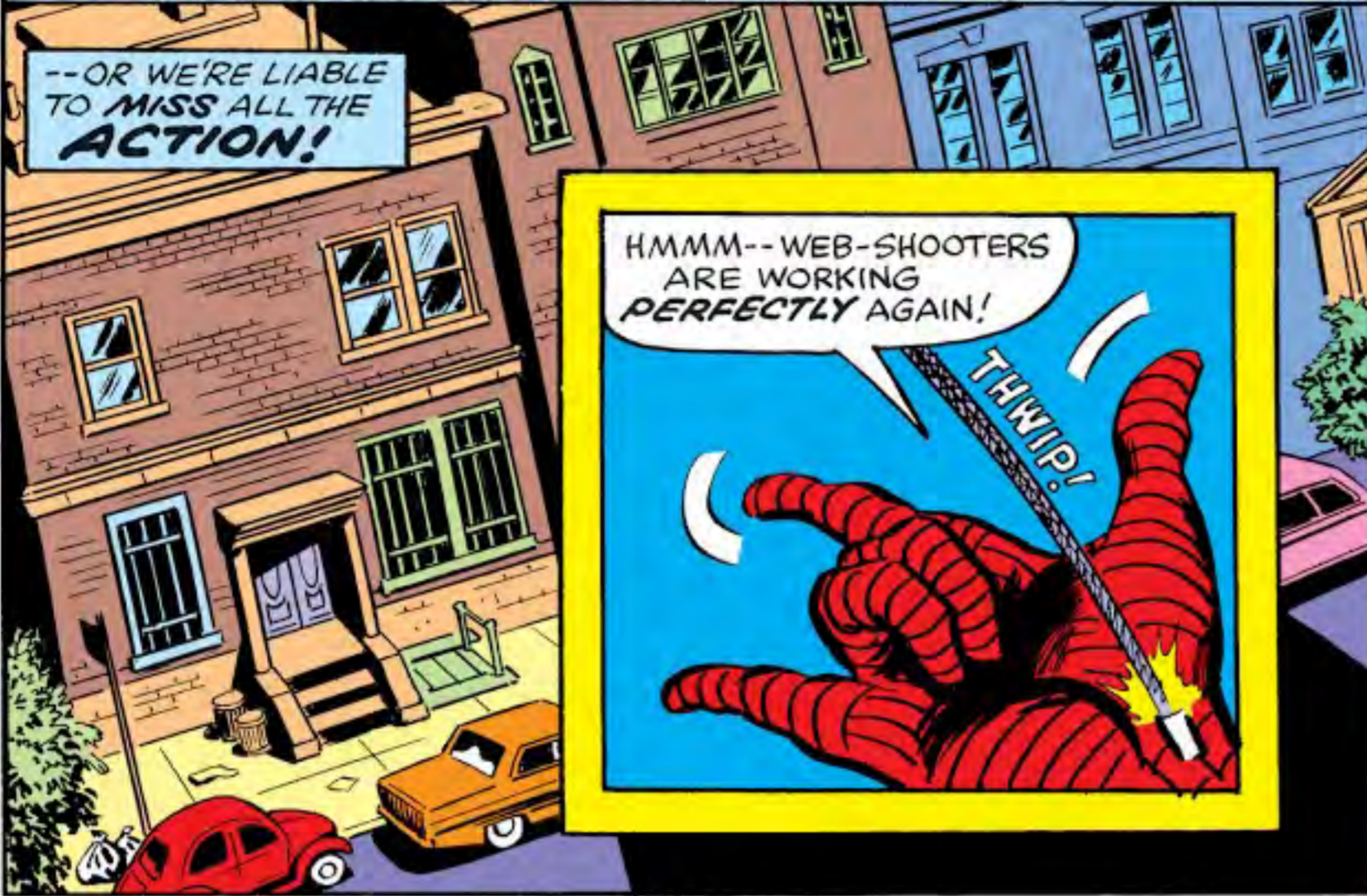
GALLOPING GADFREY!!

TH- THESE ARE THE MOST INCREDIBLE PHOTOS I'VE EVER SEEN! AND IF WHAT THEY SHOW IS TRUE--

-- THEN SPIDER-MAN IS FINISHED!

CURIOUS, FAITHFUL ONE? TRUTH TO TELL, SO ARE WE-- BUT, UNFORTUNATELY, WE HAVE TO TAKE LEAVE OF THE ASTONISHED JONAH JAMESON FOR THIS MONTH, AND CUT OVER TO PETER PARKER'S CHEERY CHELSEA PAD--

--OR WE'RE LIABLE TO MISS ALL THE ACTION!



HMMM-- WEB-SHOOTERS ARE WORKING PERFECTLY AGAIN!

THWIP!

CAN'T UNDERSTAND IT--



--UNLESS THAT GAS MADE ME SO LIGHT-HEADED, I ACTUALLY FORGOT TO PRESS THE TRIGGERS BEFORE!

OF COURSE, THAT **STILL** DOESN'T EXPLAIN HOW I LOST MY WALL-CRAWLING ABILITIES!

FOR ME, FORGETTING HOW TO DO THAT IS LIKE FORGETTING HOW TO BREATHE!



S'WELL, LOOKS LIKE EVERYTHING'S BACK TO SO-CALLED **NORMAL** IN THAT DEPARTMENT TOO--



--AND MY EVER-READY SPIDER-STRENGTH CERTAINLY ISN'T ANY THE WORSE FOR WEAR!



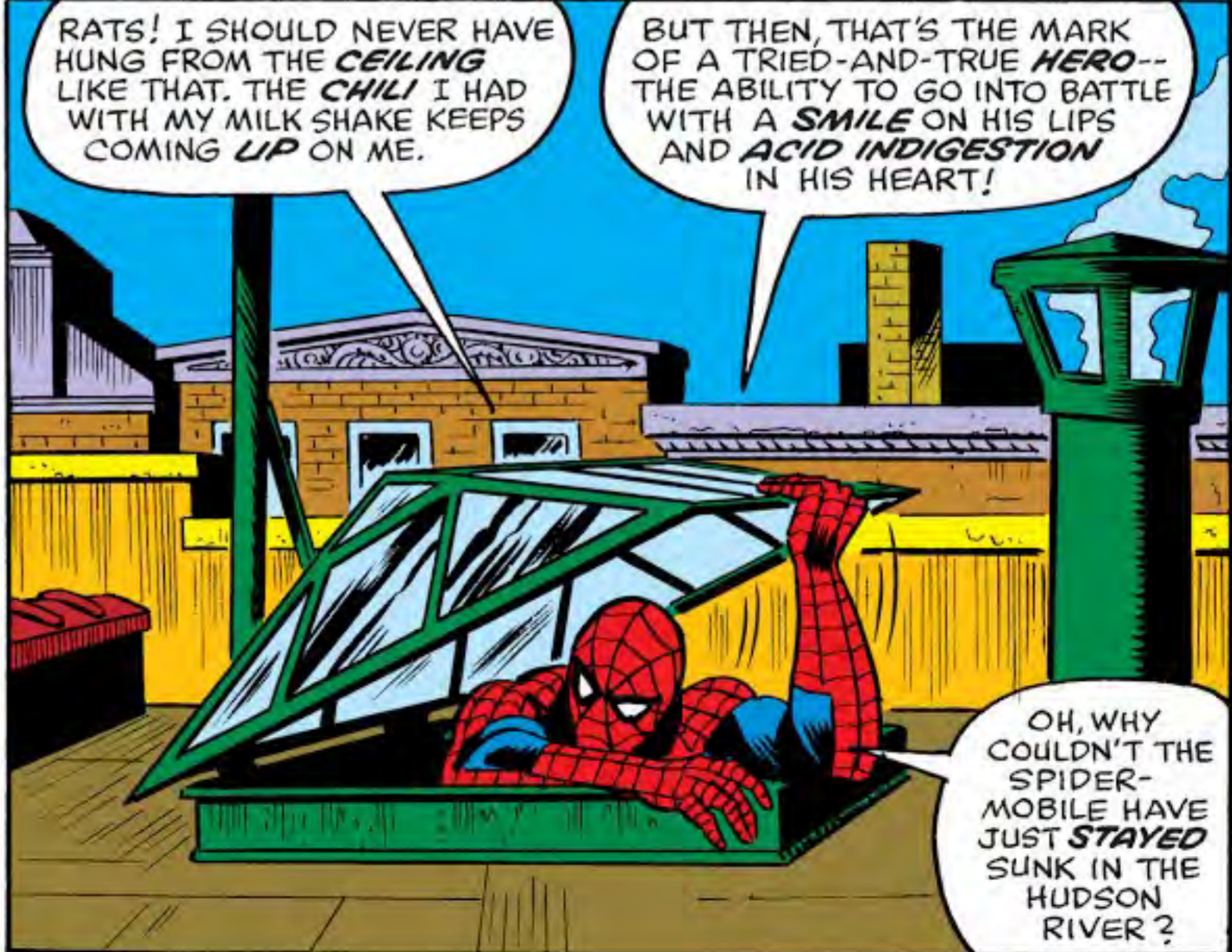
THAT'S **IT** THEN. GUESS EVEN THE **BEST** OF US CAN HAVE OUR **OFF-DAYS**.

JUST WONDER WHY **MINE** ALWAYS SEEM TO COME SO **OFTEN**!

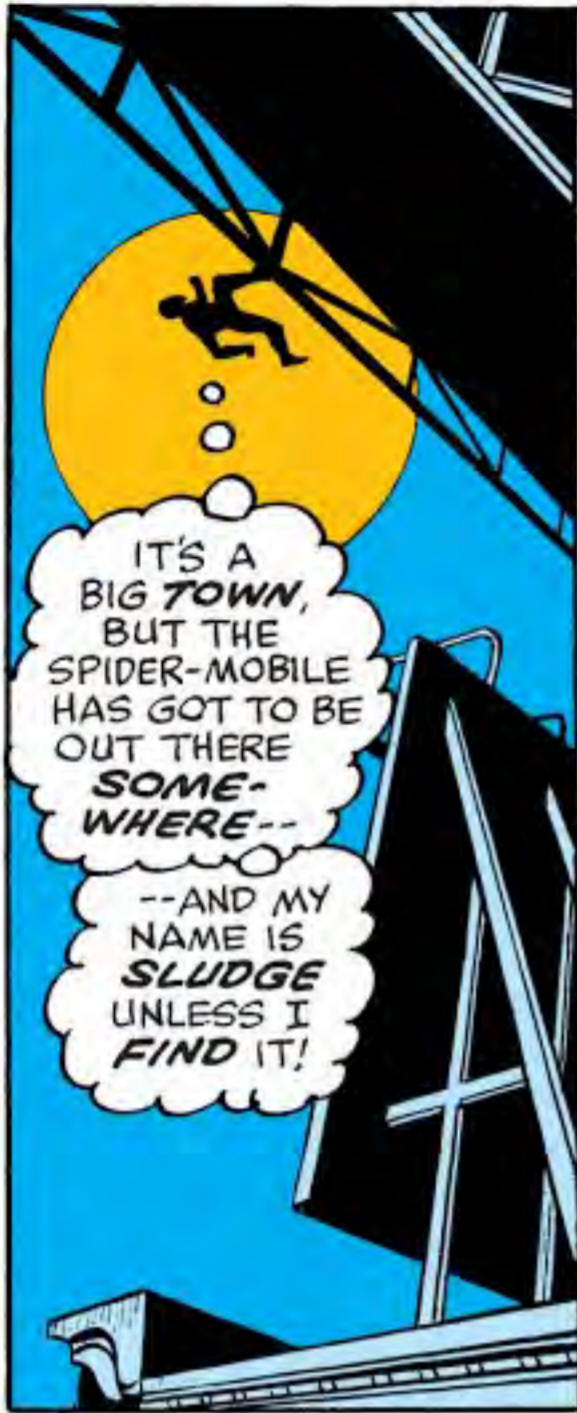


RATS! I SHOULD NEVER HAVE HUNG FROM THE **CEILING** LIKE THAT. THE **CHILI** I HAD WITH MY MILK SHAKE KEEPS COMING UP ON ME.

BUT THEN, THAT'S THE MARK OF A TRIED-AND-TRUE **HERO**-- THE ABILITY TO GO INTO BATTLE WITH A **SMILE** ON HIS LIPS AND **ACID INDIGESTION** IN HIS HEART!



OH, WHY COULDN'T THE SPIDER-MOBILE HAVE JUST **STAYED** SUNK IN THE HUDSON RIVER?



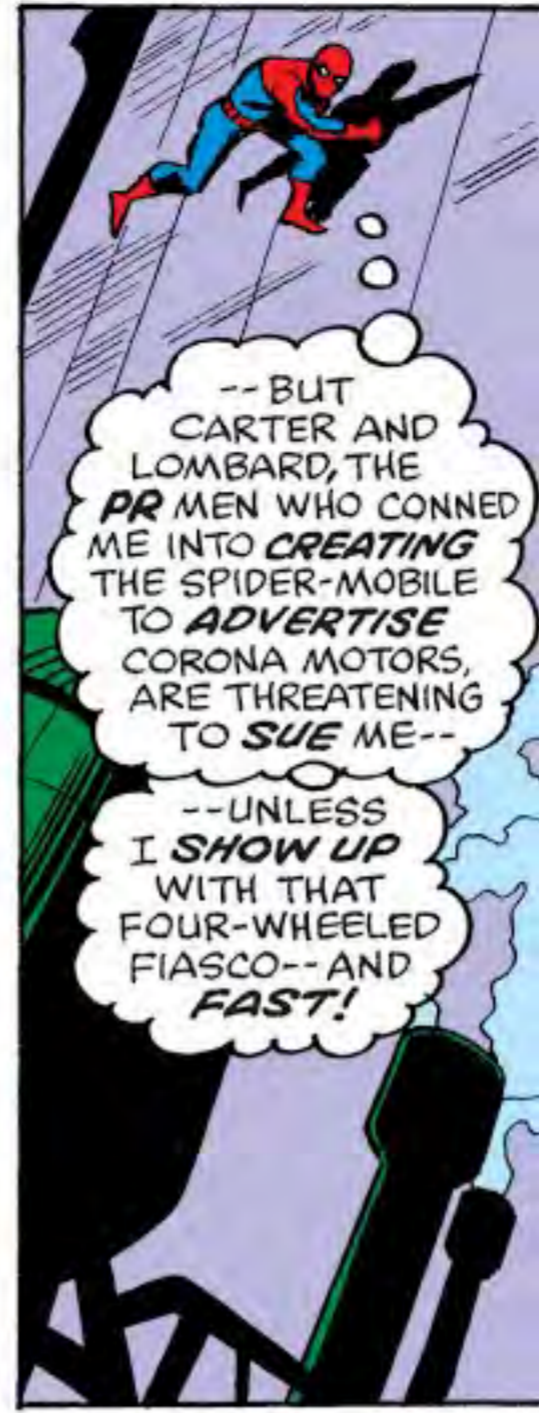
IT'S A BIG TOWN, BUT THE SPIDER-MOBILE HAS GOT TO BE OUT THERE SOMEWHERE--

--AND MY NAME IS SLUDGE UNLESS I FIND IT!



NOT ONLY IS IT RUNNING AROUND ALL BY ITS LONESOME--

--FURTHER BESMIRCHING MY ALREADY-ROTTEN REPUTATION--



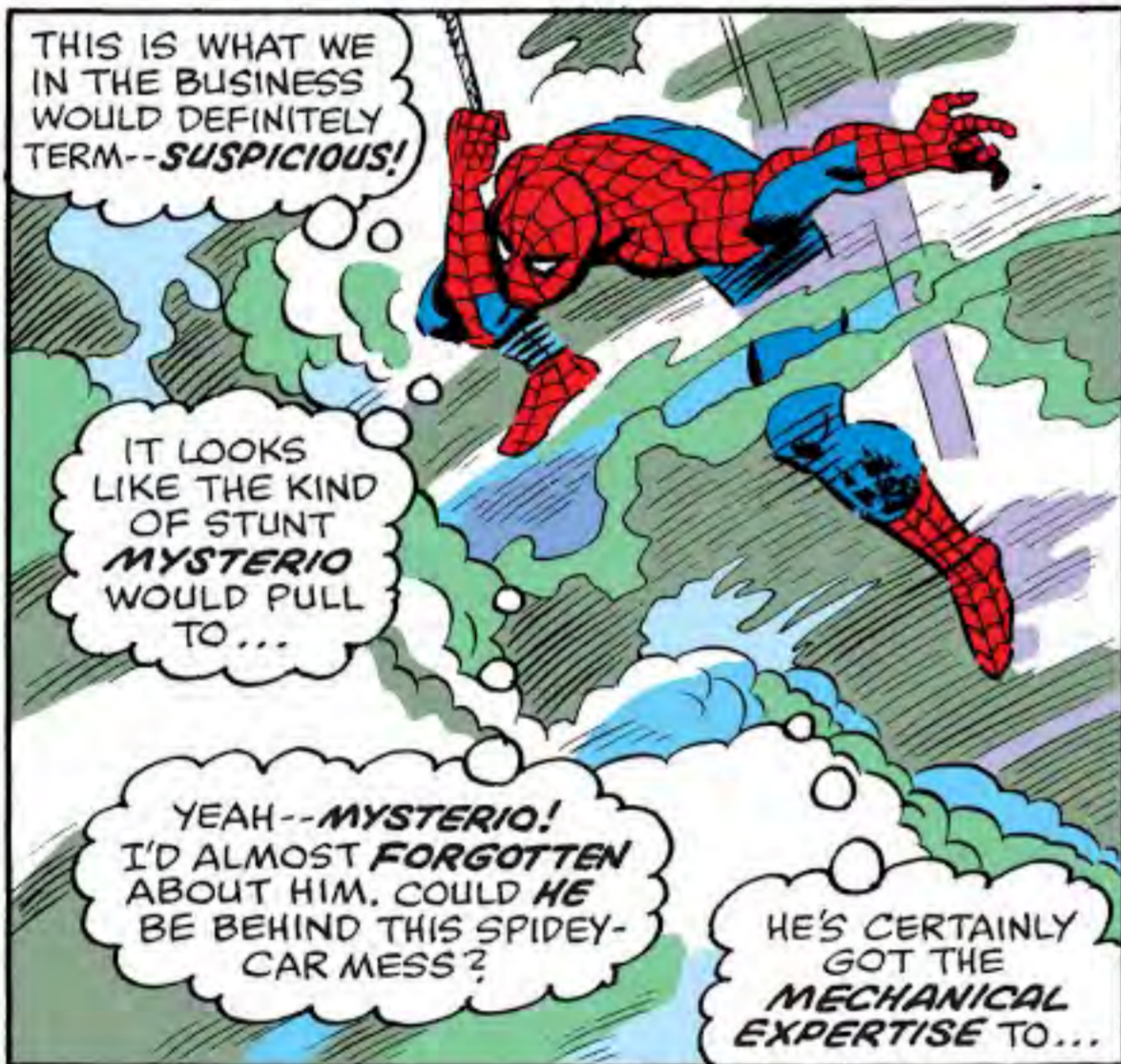
-- BUT CARTER AND LOMBARD, THE PR MEN WHO CONNED ME INTO CREATING THE SPIDER-MOBILE TO ADVERTISE CORONA MOTORS, ARE THREATENING TO SUE ME--

--UNLESS I SHOW UP WITH THAT FOUR-WHEELED FIASCO--AND FAST!



MY BEST BET IS TO...

HEY-- THAT MIST FILLING THAT ALLEYWAY--!

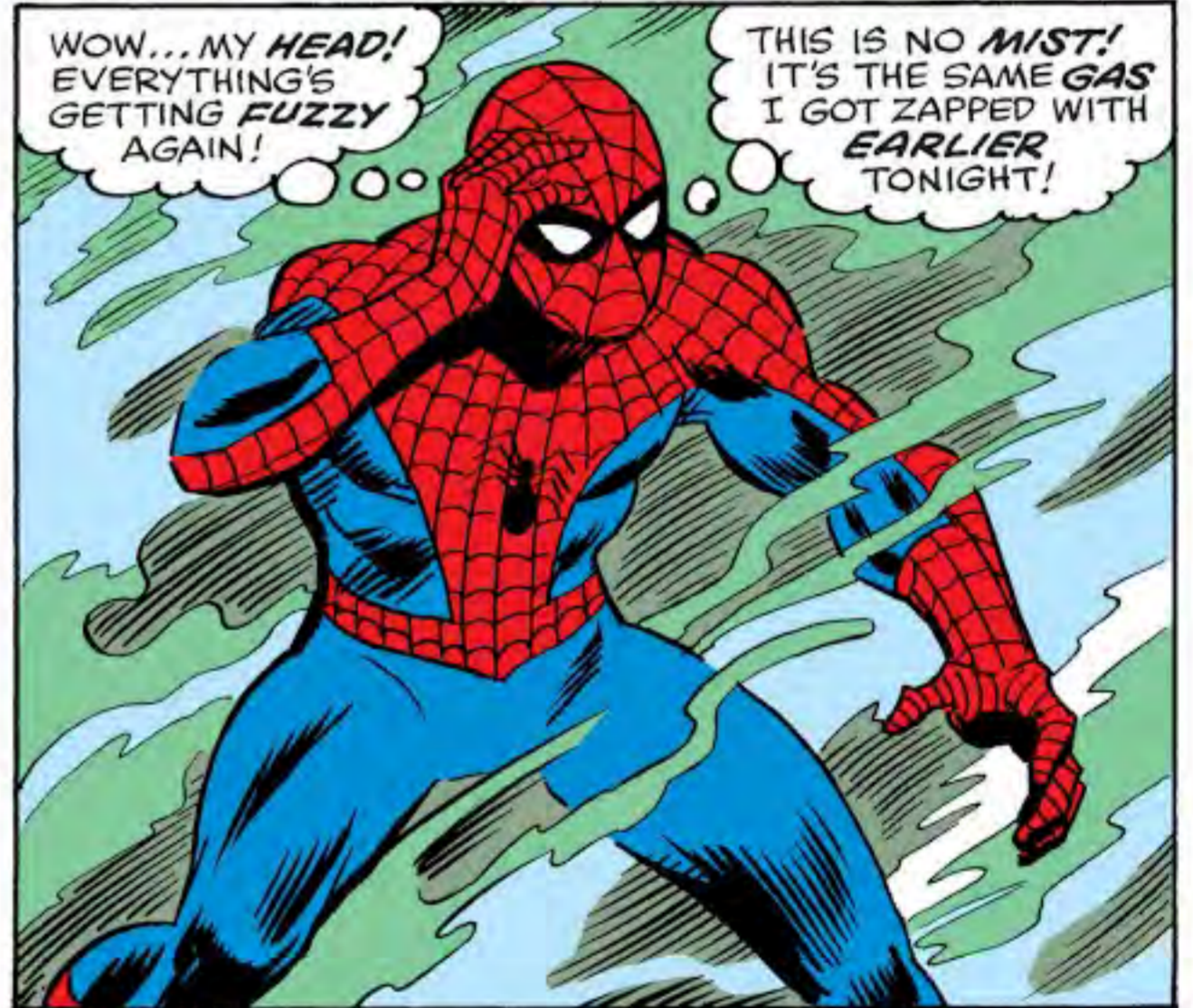


THIS IS WHAT WE IN THE BUSINESS WOULD DEFINITELY TERM--SUSPICIOUS!

IT LOOKS LIKE THE KIND OF STUNT MYSTERIO WOULD PULL TO...

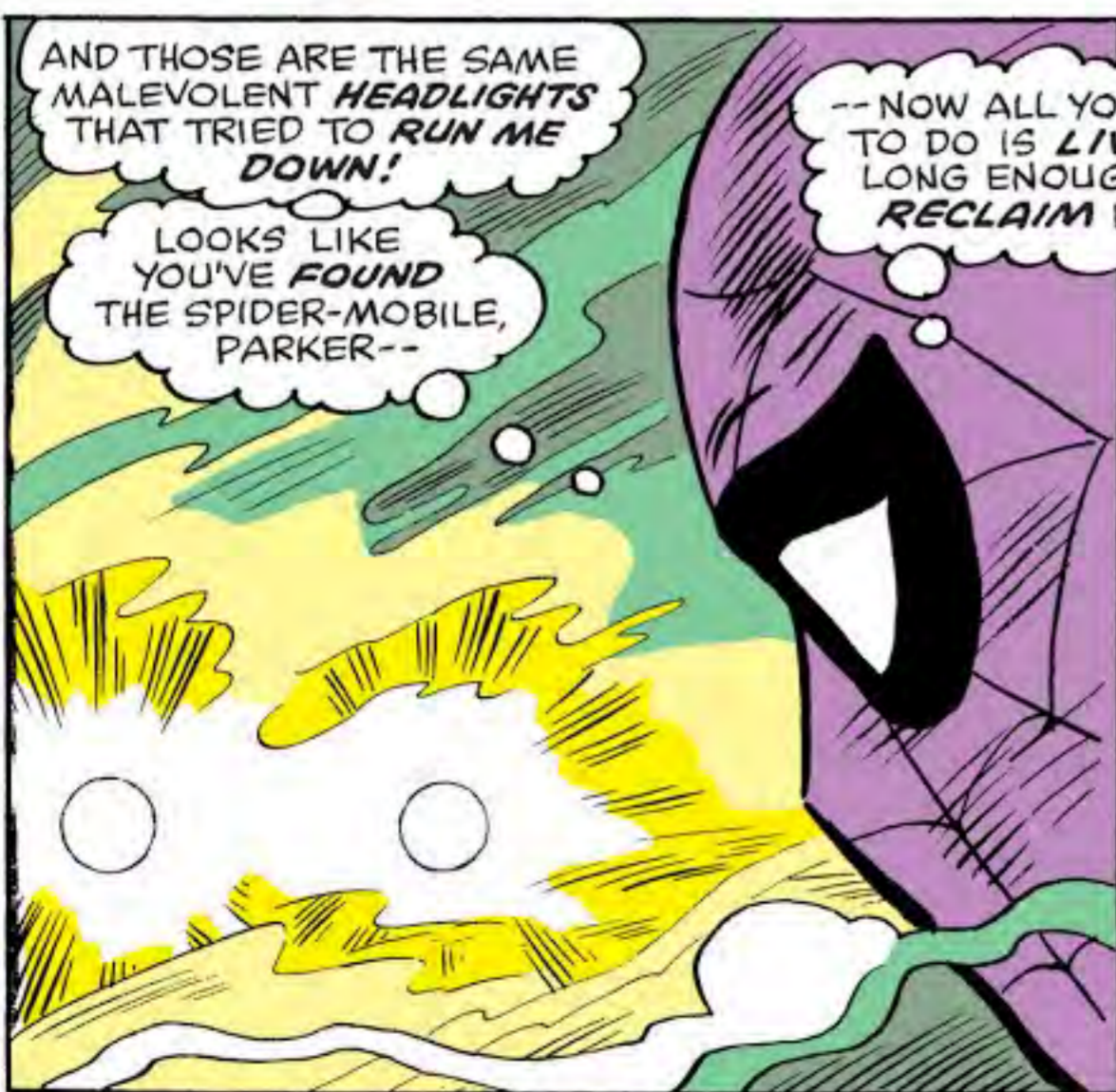
YEAH--MYSTERIO! I'D ALMOST FORGOTTEN ABOUT HIM, COULD HE BE BEHIND THIS SPIDEY-CAR MESS?

HE'S CERTAINLY GOT THE MECHANICAL EXPERTISE TO...



WOW... MY HEAD! EVERYTHING'S GETTING FUZZY AGAIN!

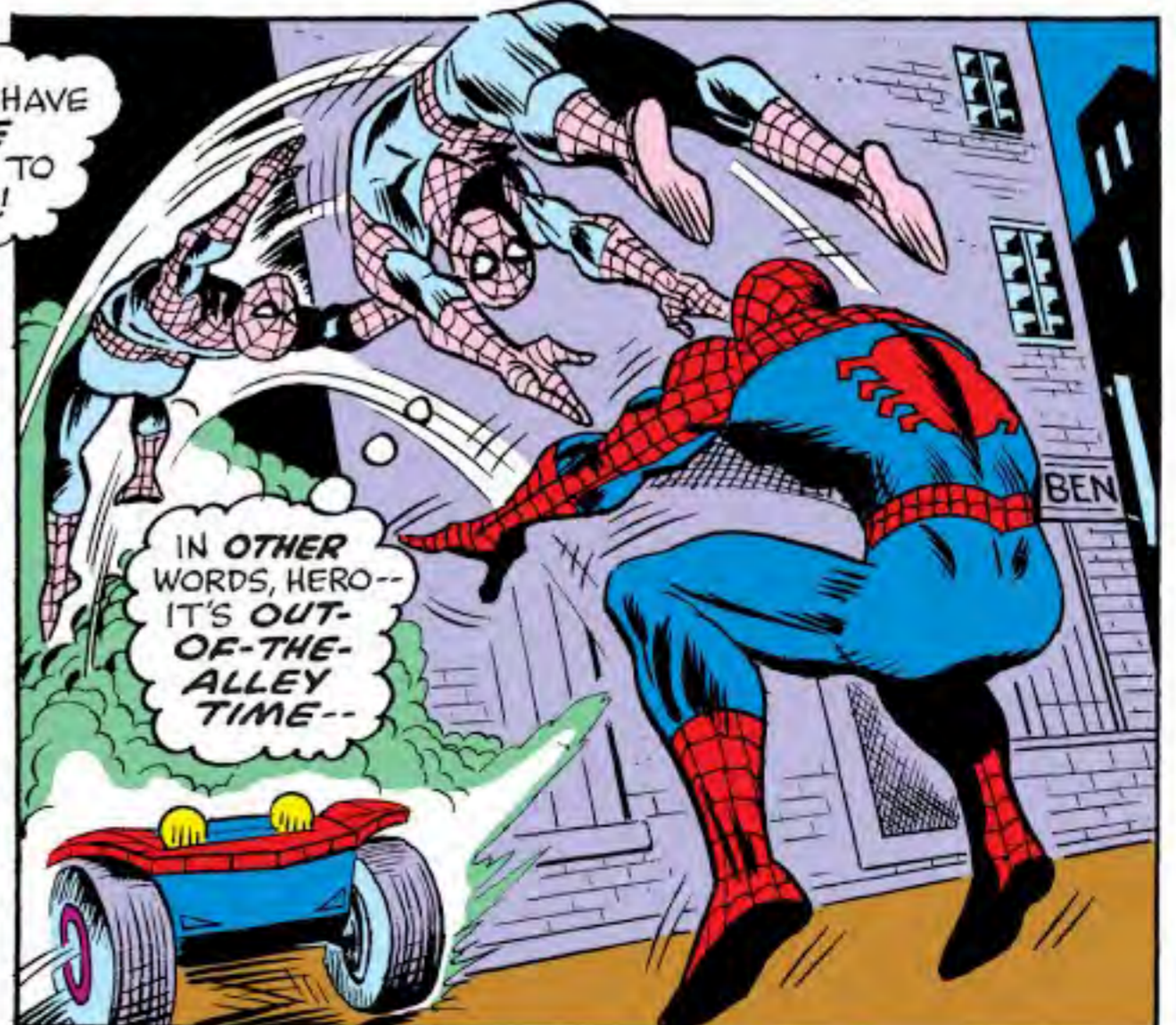
THIS IS NO MIST! IT'S THE SAME GAS I GOT ZAPPED WITH EARLIER TONIGHT!



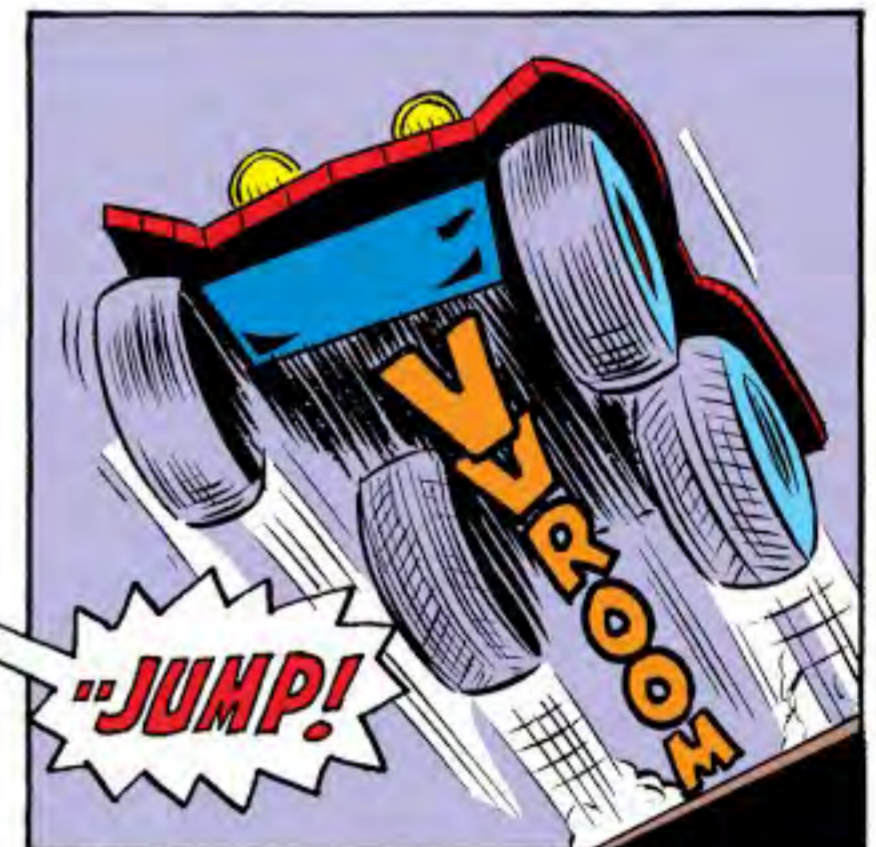
AND THOSE ARE THE SAME MALEVOLENT HEADLIGHTS THAT TRIED TO RUN ME DOWN!

LOOKS LIKE YOU'VE FOUND THE SPIDER-MOBILE, PARKER--

--NOW ALL YOU HAVE TO DO IS LIVE LONG ENOUGH TO RECLAIM IT!



IN OTHER WORDS, HERO-- IT'S OUT-OF-THE-ALLEY TIME--





IT HAS TO BE ONE GIANT LEAP FOR SPIDER-KIND TO THAT BUILDING ACROSS THE STREET--

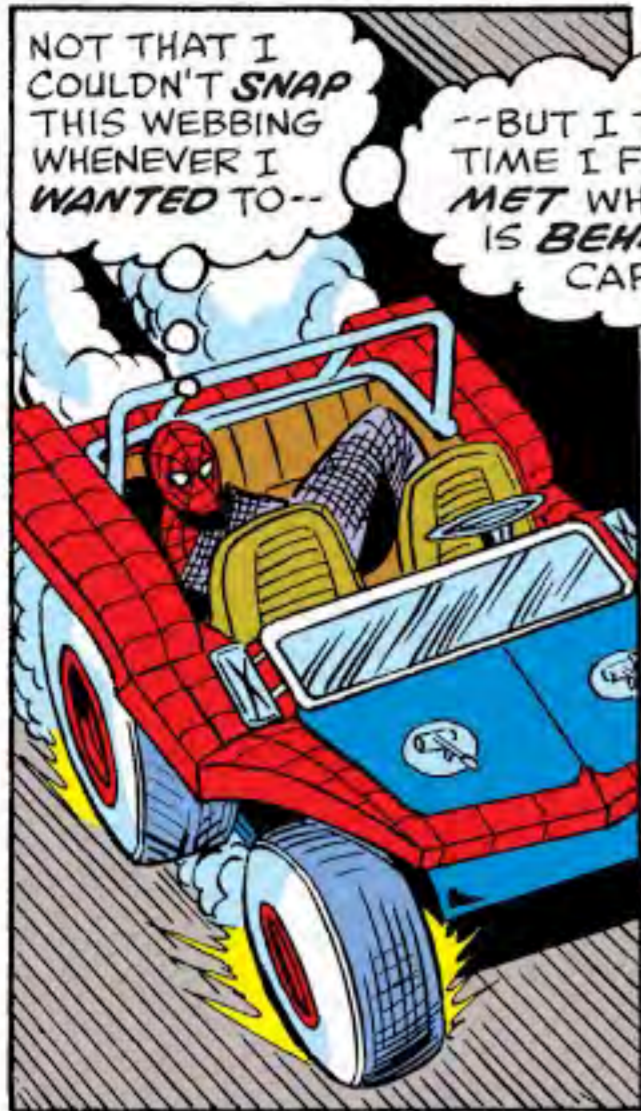


-- BUT I DON'T EVEN WANT TO CONSIDER THE ALTERNATIVES IF I STAY HERE!



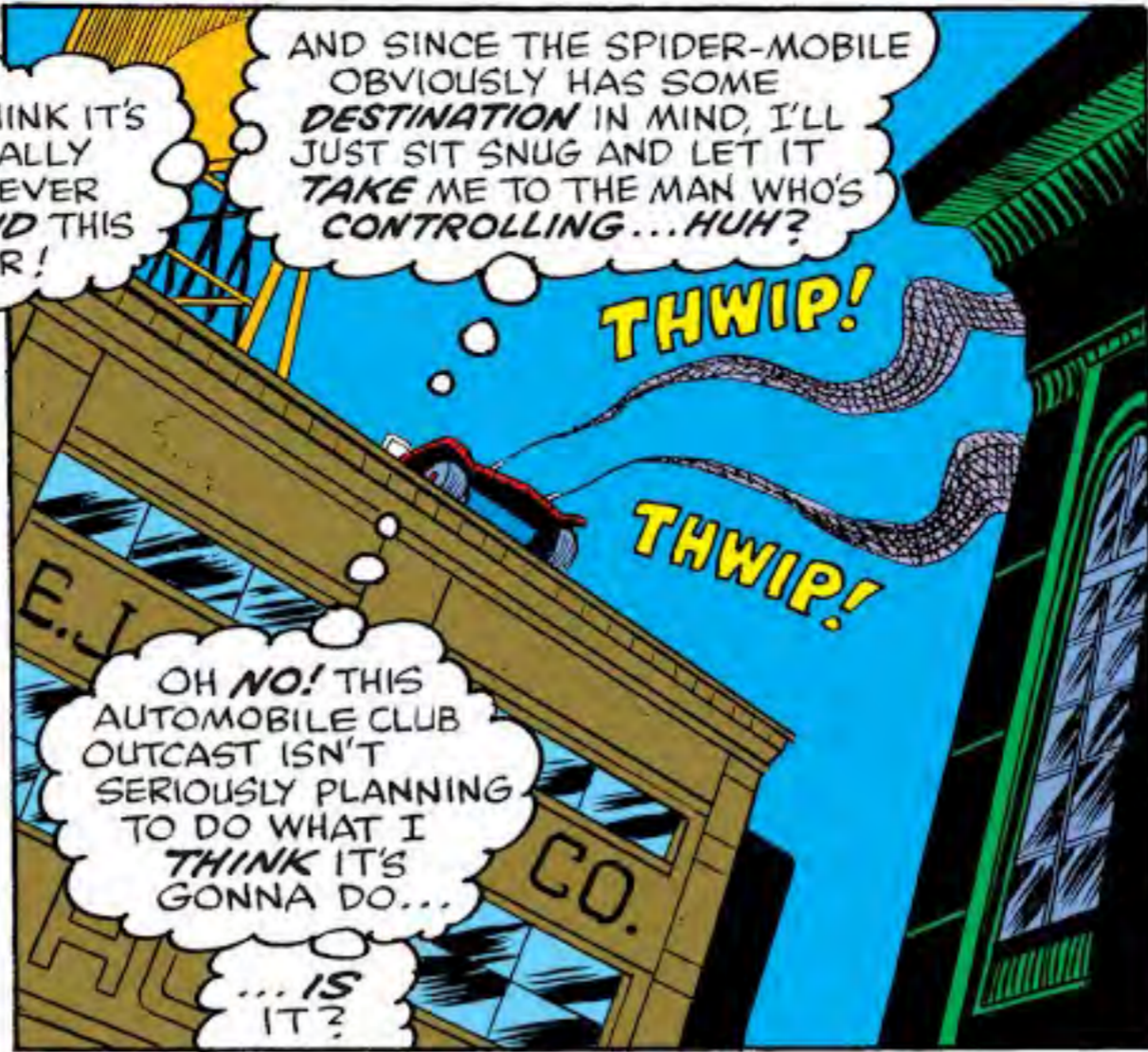
WELL, YOU CAN'T SAY I DIDN'T GIVE IT THE OLD COLLEGE TRY!
THAT'S NOT MUCH OF AN EPITAPH-- BUT I SUPPOSE IT'LL HAVE TO DO!





NOT THAT I COULDN'T **SNAP** THIS WEBBING WHENEVER I **WANTED TO**--

--BUT I THINK IT'S TIME I FINALLY **MET** WHOEVER IS **BEHIND** THIS **CAPER!**



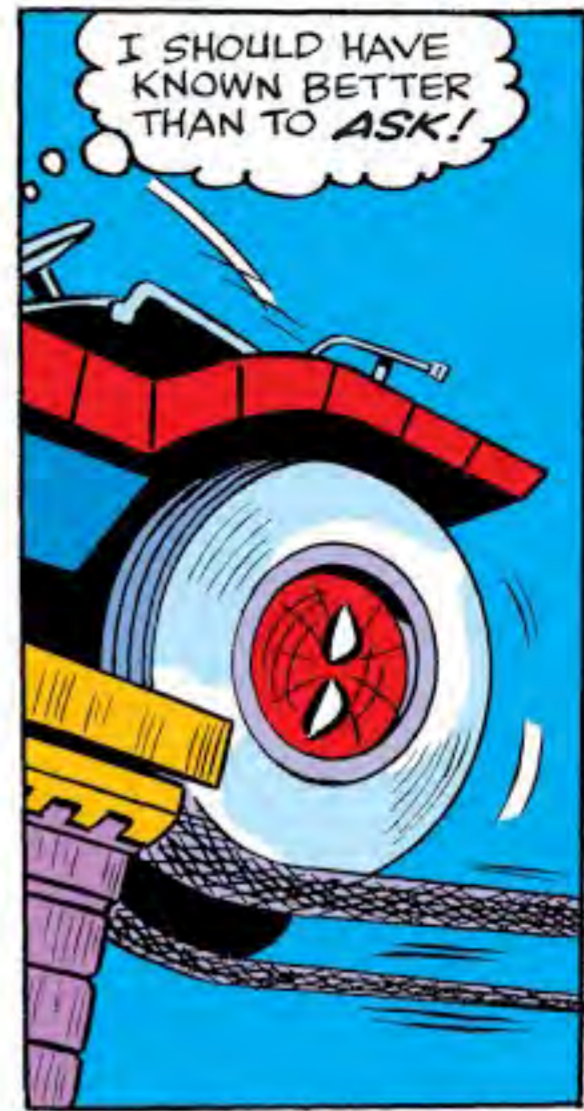
AND SINCE THE SPIDER-MOBILE OBVIOUSLY HAS SOME **DESTINATION** IN MIND, I'LL JUST SIT **SNUG** AND LET IT **TAKE ME** TO THE MAN WHO'S **CONTROLLING...HUH?**

THWIP!

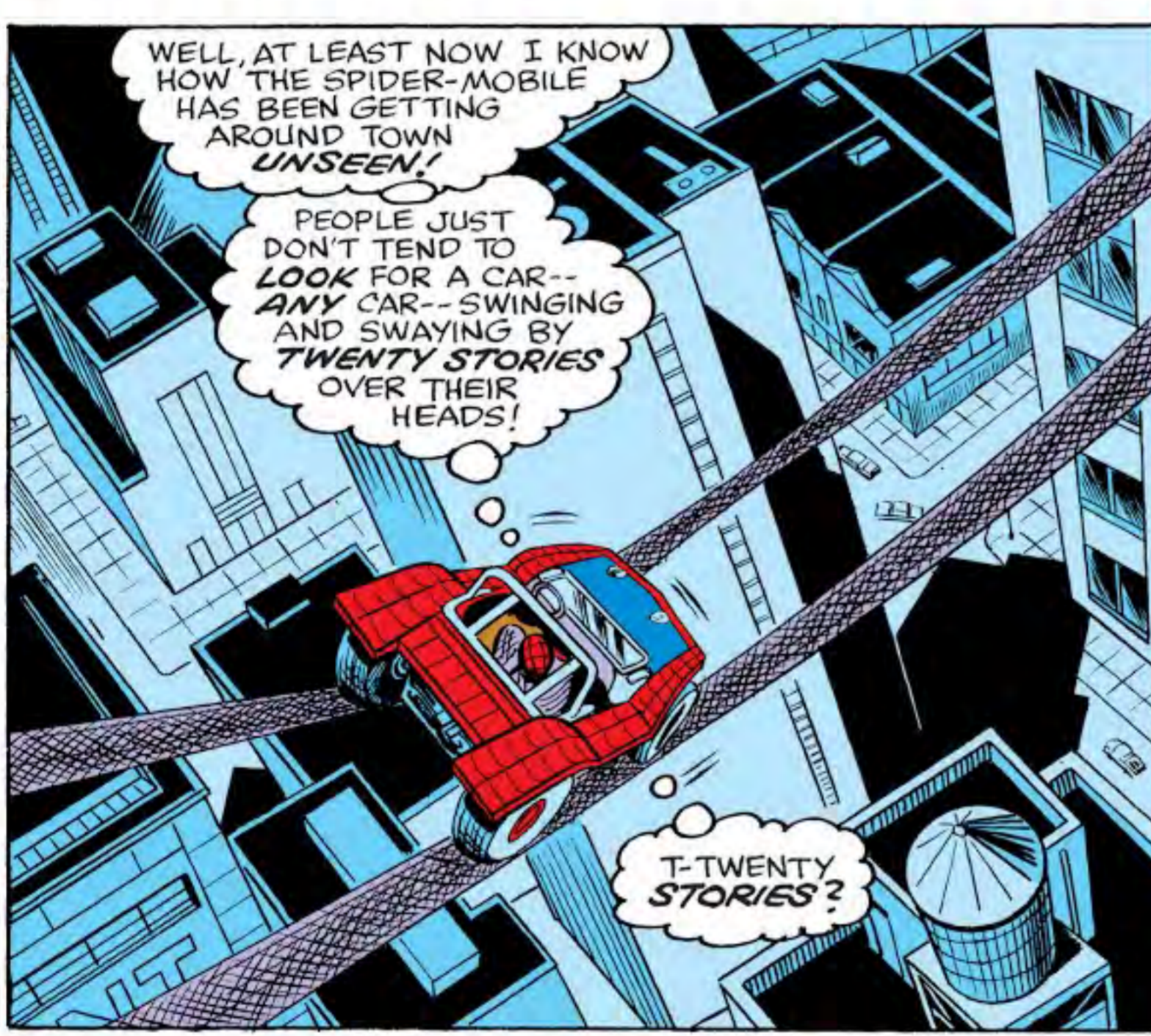
THWIP!

OH **NO!** THIS **AUTOMOBILE CLUB** **OUTCAST** ISN'T SERIOUSLY **PLANNING** TO DO WHAT I **THINK** IT'S **GONNA DO...**

... **IS** IT?



I SHOULD HAVE **KNOWN** BETTER THAN TO **ASK!**



WELL, AT LEAST NOW I KNOW HOW THE SPIDER-MOBILE HAS BEEN **GETTING** AROUND TOWN **UNSEEN!**

PEOPLE JUST DON'T TEND TO **LOOK** FOR A **CAR--** ANY **CAR--** SWINGING AND SWAYING BY **TWENTY STORIES** OVER THEIR **HEADS!**

T-TWENTY **STORIES?**



I THINK I'M **GONNA** BE **CARSICK...**

...OR IS IT **AIR-SICK?**



HEY-- LOOKS LIKE MY **LITTLE GAMBIT** **WORKED!**

THERE'S A **TWO-MAN WELCOME WAGON** WAITING FOR ME UP **AHEAD--**



--AND ONE OF THEM LOOKS **UNCOMFORTABLY FAMILIAR!** IF ONLY I COULD **REMEMBER WHO...?**

NO! AFTER ALL THIS TIME, IT COULDN'T BE-- **HIM!**



OH, BUT IT **COULD** BE, **WALL-CRAWLER--** AND IT **IS!**

I AM **INDEED--** THE **TERRIBLE TINKERER!**

BUT YOU-- YOU'RE AN **ALIEN!**

NOT AT ALL, MY BOY. THAT MASK I LEFT YOU HOLDING* WAS MERELY A RUSE--

--A SIMPLE PLOY TO DETER PURSUIT THAT, I MUST SAY WORKED EXCEPTIONALLY WELL!

*IN SPIDER-MAN #2 (AND CONSIDER YOURSELF NO-PRIZED IF YOU CAN REALLY REMEMBER THAT FAR BACK. --NOT-SO-LIVELY LEN.

SINCE THEN, I'VE CHOSEN TO DESIGN SPECIAL WEAPONRY FOR OTHERS OF MY ILK TO USE, RATHER THAN RISK ANY DANGER TO MYSELF--THAT IS, OF COURSE, UNTIL NOW!

I'VE BEEN EMPLOYED BY SOMEONE WHO GREATLY WISHES TO RENEW HIS ACQUAINTANCE WITH YOU, MY BOY--AND IT IS MY JOB TO DELIVER YOU TO HIM.

TOY, TAKE CHARGE OF OUR GUEST, PLEASE.

TOY WILL TAKE GOOD CARE, SIR.

IMPRESSIVE, TINKY. GOT YOUR OWN TRAINED PET NOW, HUH?

I WOULD NOT UNDERESTIMATE TOY IF I WERE YOU, MY BOY.

THE TINKERER IS RIGHT. THIS GORILLA LOOKS LIKE HE COULD TEAR ME APART WITH HIS TOES!

GOT TO PUT HIM OFF-BALANCE BEFORE I MAKE MY MOVE!

WHAT DO YOU DO FOR AN ENCORE JOY-BOY-- WAVE BYE-BYE?

HAH! LITTLE MAN IS JOKING WITH TOY.

YOU CAN ONLY JOKE WITH SOMEONE WHO HAS A MIND, BOZO-- AND YOU COULDN'T FIND YOURS IF IT WAS NAILED TO YOUR NOSE!

WHAT--? NOBODY INSULTS TOY, LITTLE MAN!

SHUT YOUR MOUTH OR TOY WILL RIP YOU IN HALF--

--LIKE THIS!!

KRIPPPP!

THANKS FOR MAKING THINGS EASY FOR ME, BRIGHT-EYES!

REMINDE ME TO RETURN THE FAVOR SOMEDAY!

POW!

KROOM!

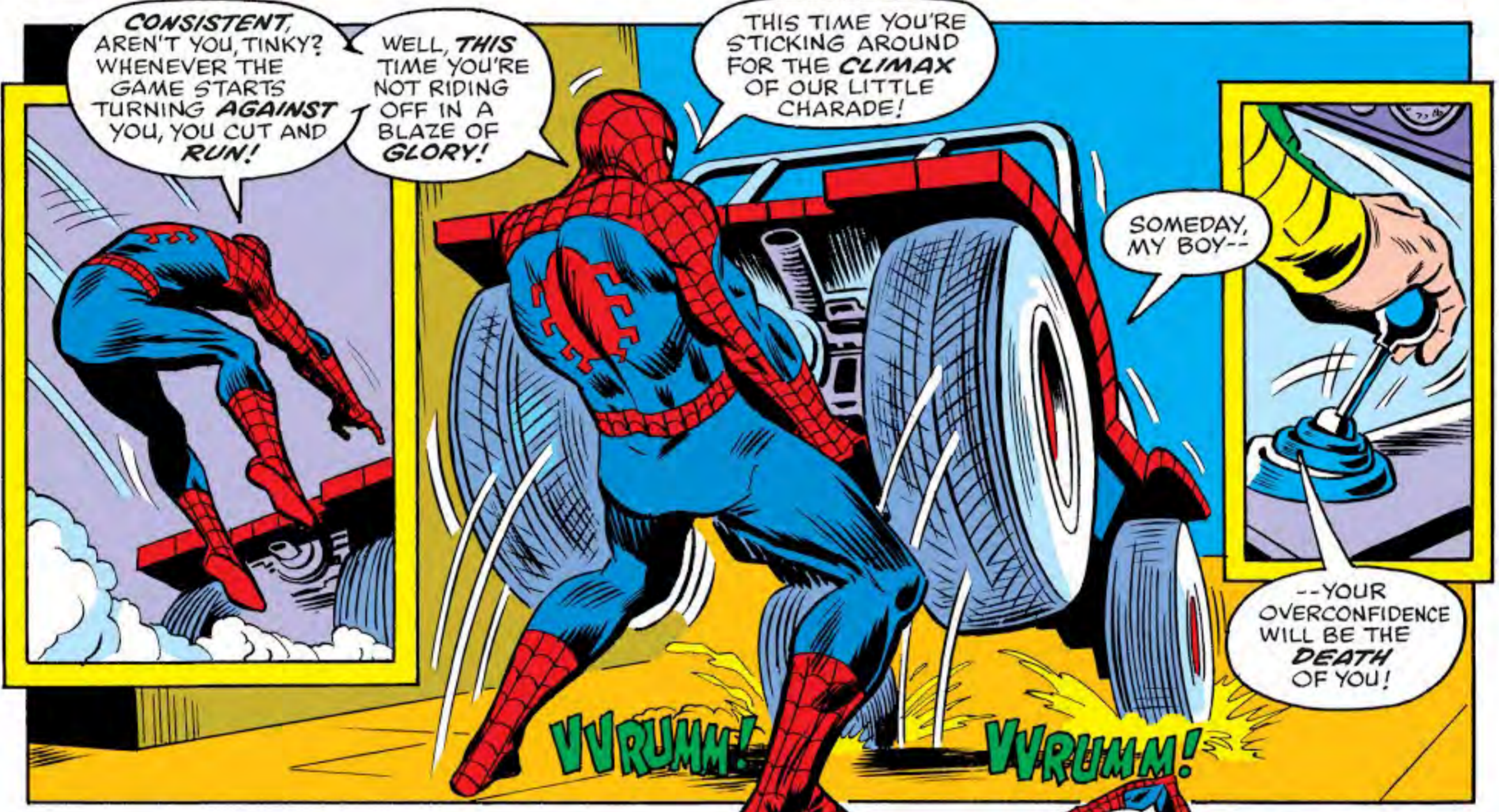


ARRHH! BROKEN BRICKS WILL NOT KEEP TOY PINNED DOWN FOR LONG--AND WHEN TOY GETS UP, HE WILL CRUSH YOU INTO PULP!

NOW THAT'S A TRULY DISGUSTING SENTIMENT IF EVER I'VE HEARD ONE, MUST COME FROM FEEDING YOU RAW MEAT THREE TIMES A... UH-OH!

DON'T GO AWAY, JUMBO! I'LL BE BACK AS SOON AS I ATTEND TO SOME UNFINISHED BUSINESS WITH YOUR BOSS!

VVROOM!



CONSISTENT, AREN'T YOU, TINKY? WHENEVER THE GAME STARTS TURNING AGAINST YOU, YOU CUT AND RUN!

WELL, THIS TIME YOU'RE NOT RIDING OFF IN A BLAZE OF GLORY!

THIS TIME YOU'RE STICKING AROUND FOR THE CLIMAX OF OUR LITTLE CHARADE!

SOMEDAY, MY BOY--

--YOUR OVERCONFIDENCE WILL BE THE DEATH OF YOU!

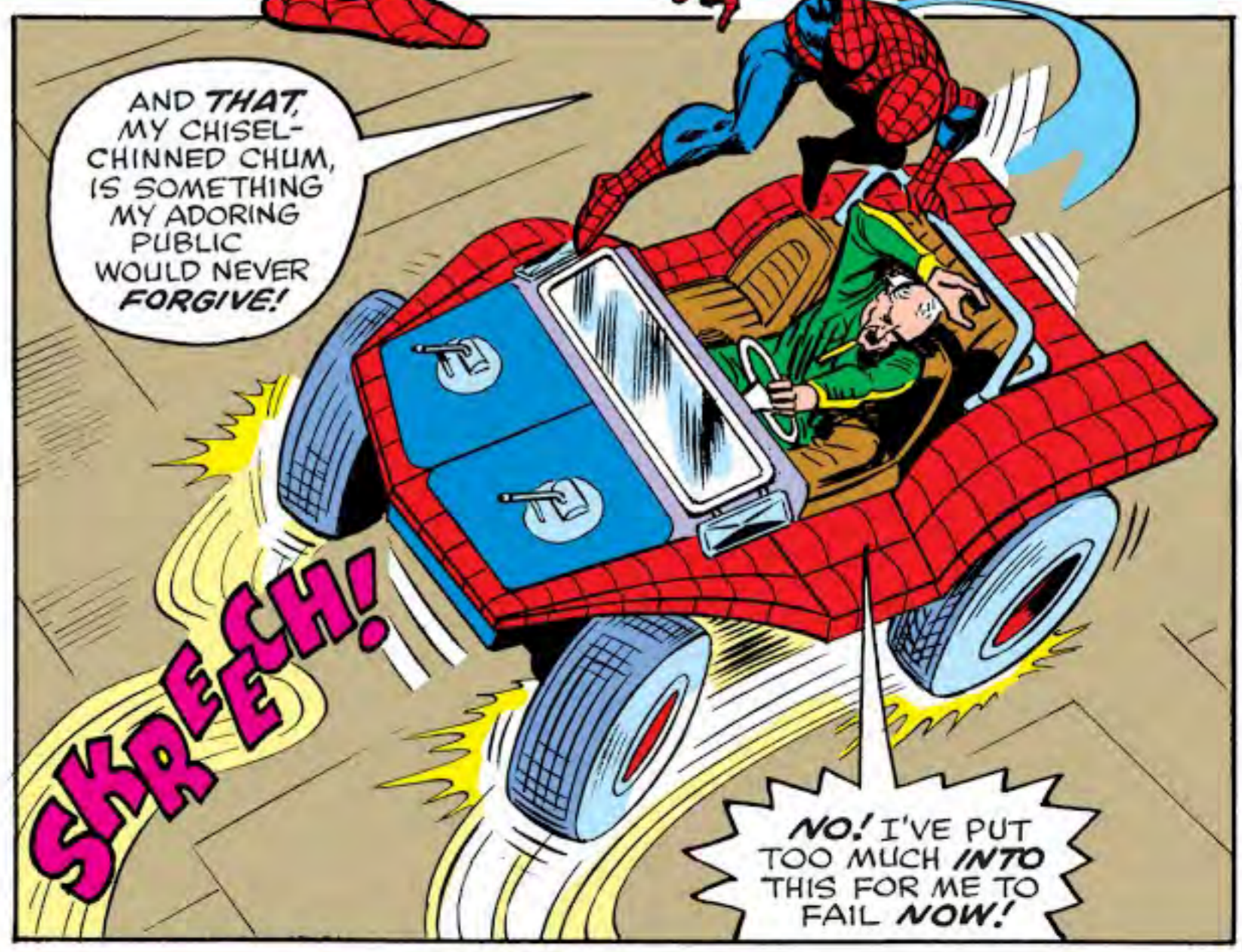
VVRUMM!

VVRUMM!



OH, SWELL. TINKY THREW THE SPIDER-MOBILE INTO REVERSE! I PUT THIS FOUR-WHEELED FARCE DOWN--

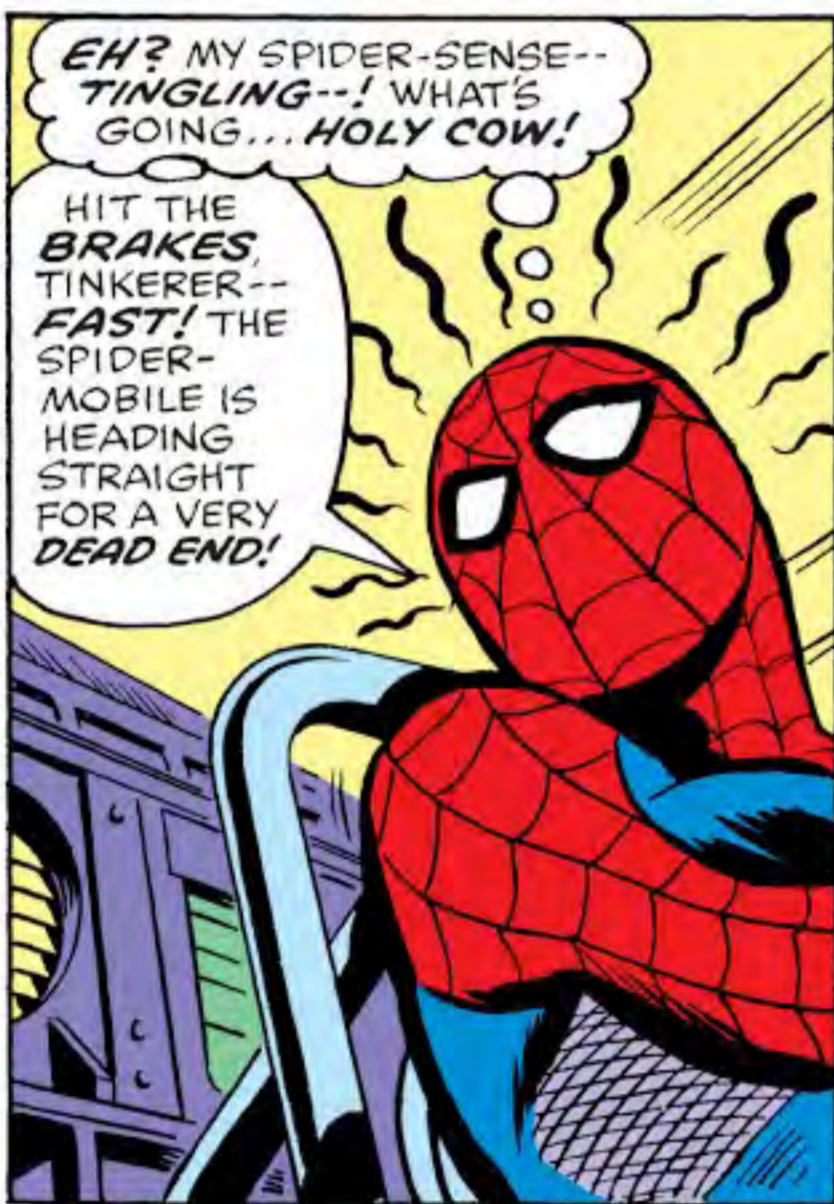
--AND TINK'S WALL-CRAWLING TIRES ARE GONNA REARRANGE MY CLASSIC ROMAN PROFILE!

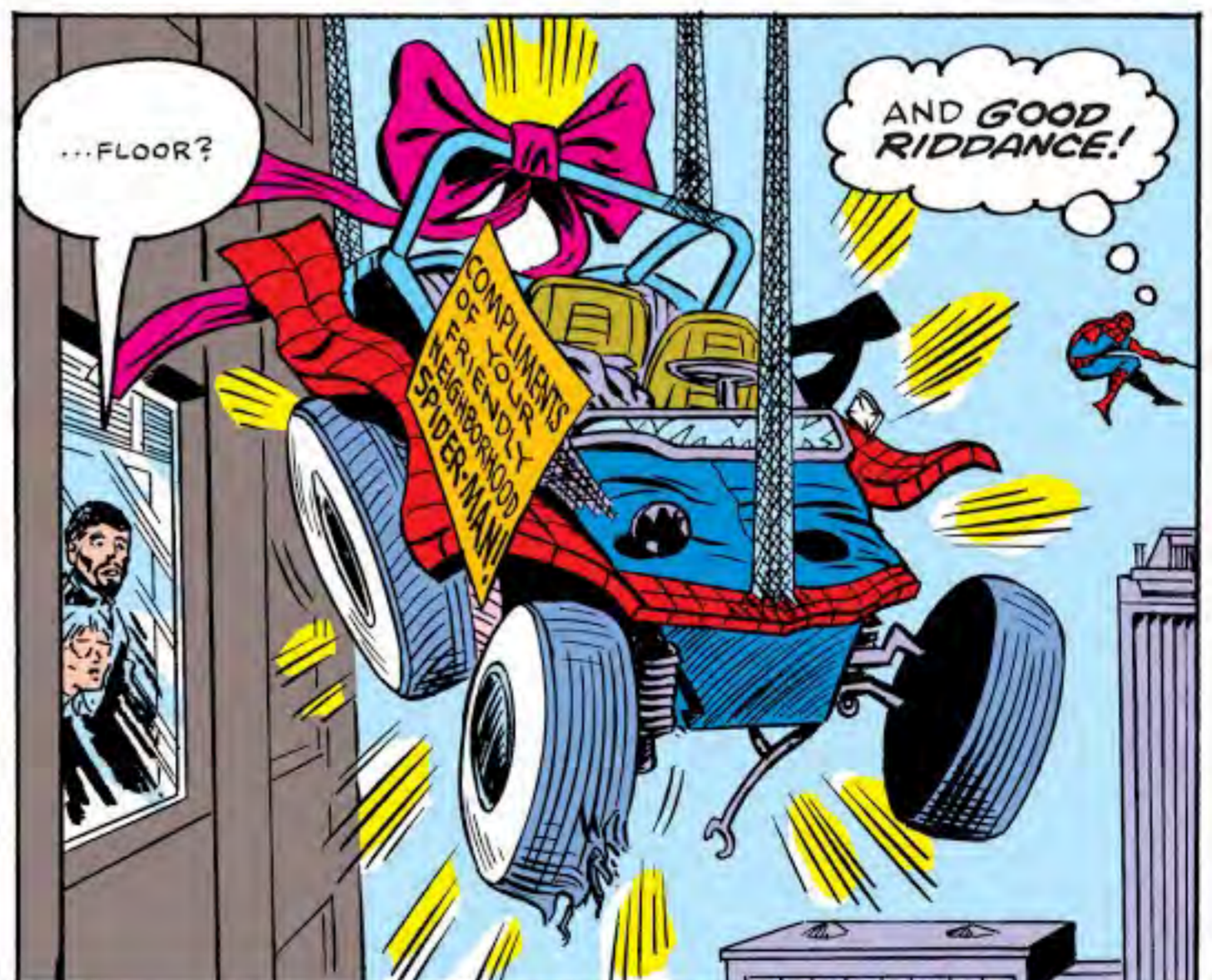
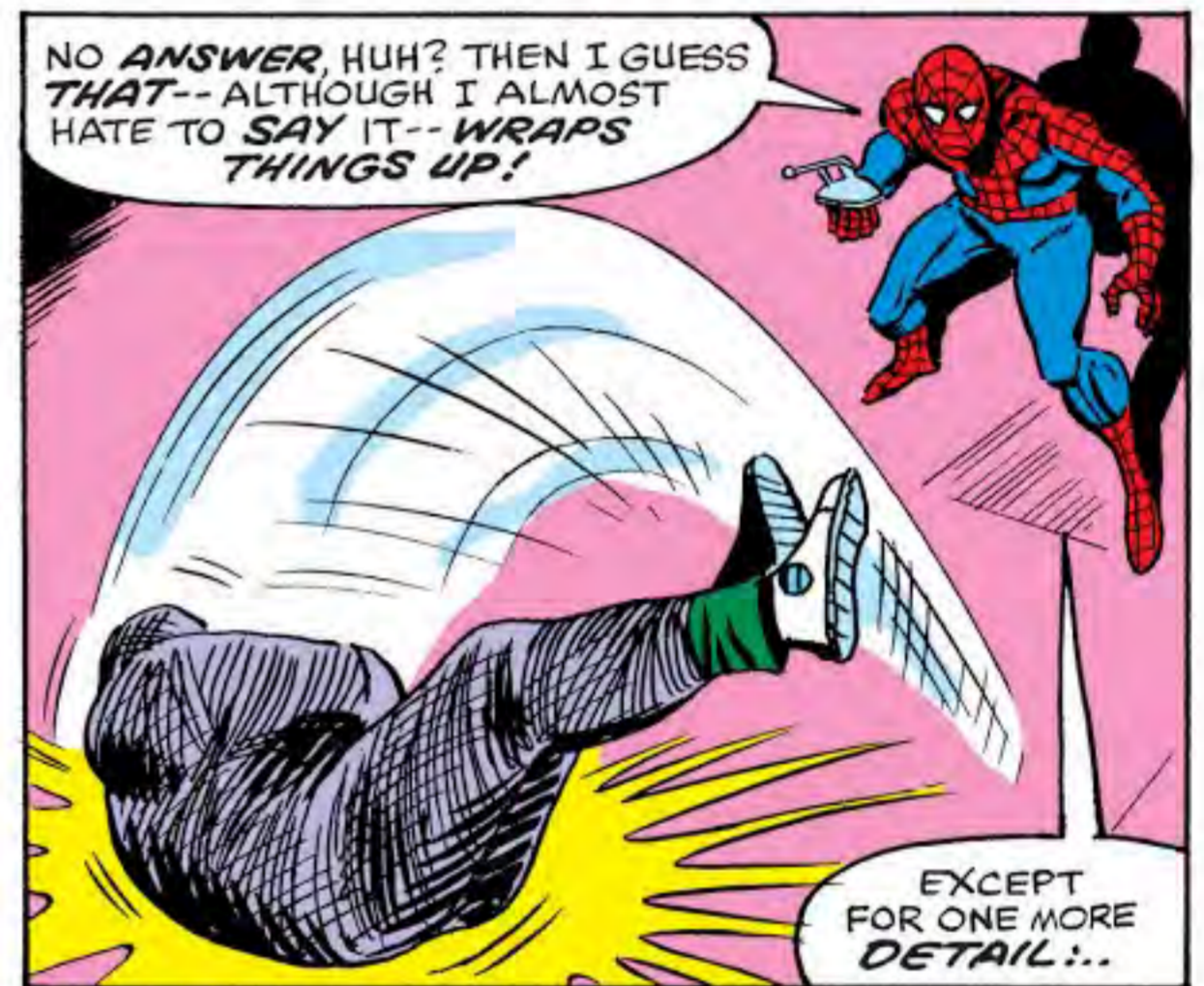


AND THAT, MY CHISEL-CHINNED CHUM, IS SOMETHING MY ADORING PUBLIC WOULD NEVER FORGIVE!

SKREECH!

NO! I'VE PUT TOO MUCH INTO THIS FOR ME TO FAIL NOW!





NEXT ISSUE:

THE PULSE-POUNGING *PUNISHER* RETURNS, IN PURSUIT OF THE MOST ASTONISHING GUEST STAR OF ALL! (OR IS IT THE OTHER WAY AROUND?) BE HERE FOR...

...AND THE NIGHTCRAWLER CAME PROWLING, PROWLING...!