



the AMAZING SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

14 JULY

MARVEL COMICS GROUP 12¢

WOW!! JUST WAIT TILL YOU SEE "The GREEN GOBLIN!"

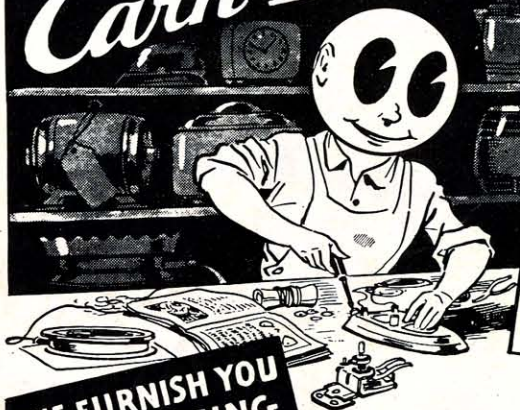
DOES THE GREEN GOBLIN LOOK CUTE TO YOU? DOES HE MAKE YOU WANT TO SMILE? WELL, FORGET IT! HE'S THE MOST SINISTER, MOST DANGEROUS FOE SPIDEY'S EVER FOUGHT!



GUEST-STARRING NONE OTHER THAN THAT RAMPAGING POWERHOUSE, THE INCREDIBLE HULK!

NO! YOU'RE NOT SEEING THINGS! THESE REALLY ARE THE EVIL ENFORCERS, BACK AGAIN TO GANG UP ON OUR OL' WEB-SPINNER!

Earn BIG MONEY



Learn
ELECTRIC APPLIANCE REPAIRING
At Home
In Your
Spare Time!

START YOUR OWN BUSINESS

There are millions of electrical equipment units in daily use in factories, homes, office buildings and on farms. Skilled electrical technicians are needed to keep this equipment in good running condition. Learn at home in your spare time.

\$5.00-\$6.00 PER HOUR

is often charged for making ordinary repairs. We show you how to repair refrigerators, vacuum cleaners, washing machines, motors, factory equipment, electrical farm equipment, do house wiring, etc.

BEGIN IN YOUR OWN KITCHEN, BASEMENT OR GARAGE. You don't need elaborate fixtures or expensive equipment to be a successful repairman. Work as many hours as you wish. The Electrical Appliance Technician is his own boss!

IF YOU ARE MECHANICALLY INCLINED, can hold and use tools, we will give you the training and time saving kits—a multi-purpose **CHRISTY ELECTRONIC KIT** whose dials show you exactly where the trouble lies with electrical equipment that does not work properly—a **CERAMIC HEATER KIT** that enables you to wire your own heating elements and pocket all of the profits for yourself—**LESSON MANUALS** written in simple, easy-to-understand language profusely illustrated showing step-by-step repair shortcuts—all of which give you the Know-how for making more money and how to get financial security.

YOU ALSO LEARN how to build power tools from spare parts, how to solicit business and keep business coming in, what to charge your customers, etc. Thousands of **CHRISTY** graduates in all parts of the world prove the value of **CTS Training. WRITE FOR SPECIAL PAY LATER FORM.**

CHRISTY TRADES SCHOOL, 3214-16 W. Lawrence, Dept. A-471, Chicago 25

WE FURNISH YOU THIS AMAZING ELECTRONIC KIT

WE GIVE YOU ALSO THE CERAMIC HEATER KIT



"All CTS graduates are entitled to CTS lifetime advisory service."

R. S. Frazer, President

SEND FOR OUR NEW 32 PAGE CATALOGUE!



MAIL THIS COUPON TODAY!

CHRISTY TRADES SCHOOL, Dept. A-471, 3214-16 W. Lawrence, Chicago 25, Ill.

Gentlemen:

Please rush me your **FREE ILLUSTRATED BOOK** about Electrical Appliance servicing, facts on your Electronic Kit and Special form for paying later from earnings while learning.

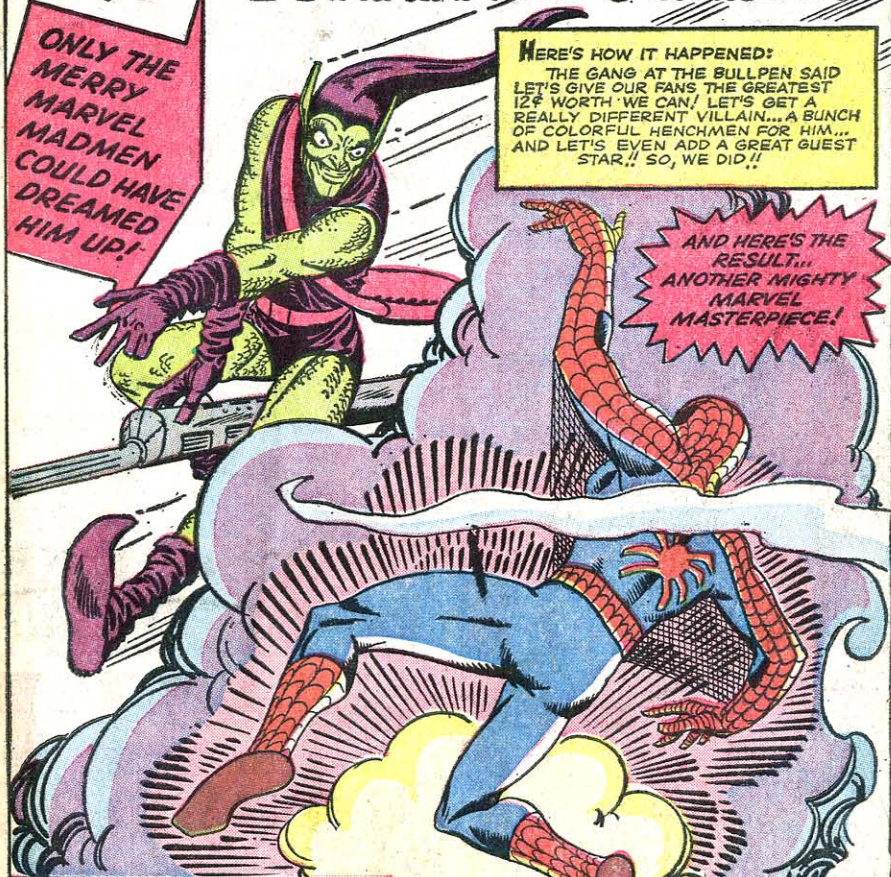
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SPIDER-MAN the GROTESQUE ADVENTURE OF GREEN GOBLIN



ONLY THE MERRY MARVEL MADMEN COULD HAVE DREAMED HIM UP!

HERE'S HOW IT HAPPENED:
THE GANG AT THE BULLPEN SAID LET'S GIVE OUR FANS THE GREATEST 12¢ WORTH WE CAN! LET'S GET A REALLY DIFFERENT VILLAIN... A BUNCH OF COLORFUL HENCHMEN FOR HIM... AND LET'S EVEN ADD A GREAT GUEST STAR!! SO, WE DID!!

AND HERE'S THE RESULT... ANOTHER MIGHTY MARVEL MASTERPIECE!

WRITTEN BY: STAN LEE (THE POOR MAN'S SHAKESPEARE)

ILLUSTRATED BY: STEVE DITKO (THE POOR MAN'S DA VINCI)

LETTERED BY: ART SIMEK (THE POOR MAN'S RICH MAN)

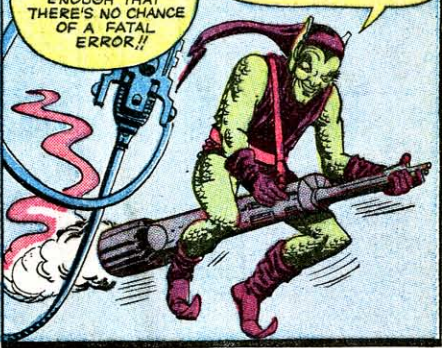
NOTE: DON'T BE IMPATIENT! THE HULK DOESN'T APPEAR TILL LATER ON IN THE STORY... BUT YOU'LL BE GLAD YOU WAITED!

THE GREEN GOBLIN IS SUCH A NIFTY VILLAIN, THAT THE SOONER WE MEET HIM, THE BETTER! SO, LET'S VISIT A SILENT, SHADOWY BASEMENT LABORATORY, WHERE WE FIND...



THERE! MY FLYING BROOMSTICK IS FINISHED AT LAST!! NOW TO PUT ON MY COSTUME AND TEST IT OUT!

IT'S PURRRING LIKE A KITTEN! I MADE THE CONTROLS SIMPLE ENOUGH THAT THERE'S NO CHANCE OF A FATAL ERROR!!



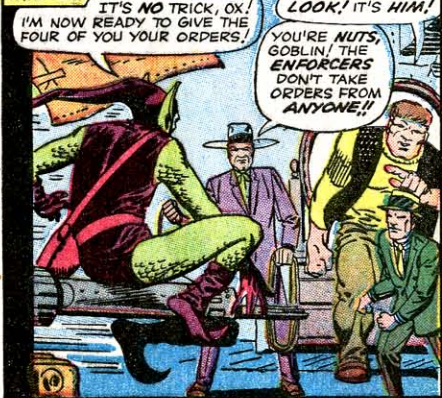
AND NOW TO KEEP MY APPOINTMENT WITH THE MOST UNUSUAL GROUP THAT'S AWAITING ME!

AND, IN A SLEEZY HOTEL ROOM, NOT FAR AWAY...



AH'M TIRED OF WAITIN'! WHEN'S THAT GOBLIN GUY A'GONNA SHOW UP? STOP TOSSEING THAT CRUMMY LASSO AT ME, MONTANA, OR YOU WON'T BE AROUND WHEN HE DOES ARRIVE! KEEP YOUR SHIRT ON, FANCY DAN! IF THIS IS SOME KINDA TRICK, I'LL MAKE THE GOBLIN WISH HE NEVER TRIED TO PLAY IT ON THE OX!

SUPDENSELY, A MOCKING FORM STREAKS IN THRU THE WINDOW...



IT'S NO TRICK, OX! I'M NOW READY TO GIVE THE FOUR OF YOU YOUR ORDERS!

LOOK! IT'S HIM! YOU'RE NUTS, GOBLIN! THE ENFORCERS DON'T TAKE ORDERS FROM ANYONE!!

CORRECTION, OX! I'M NOT ANYONE, I'M THE GREEN GOBLIN!! HEY! S-SPARKS! SHOOTIN' OUT OF HIS FINGERS!! START TALKIN', GOBLIN! I'VE GOT A HUNCH IT'LL BE WORTH LISTENIN' TO!



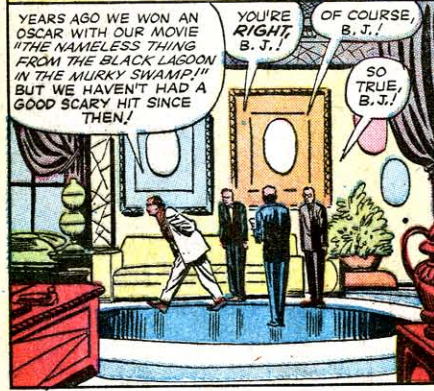
I KNOW THAT SPIDER-MAN DEFEATED YOU AND CAUSED YOU TO GO TO JAIL FOR A STRETCH SOME MONTHS AGO! DO AS I SAY, AND I PROMISE YOU'LL HAVE YOUR REVENGE ON HIM!

MISTAH, YOU JUST GOT YOURSELF A DEAL!



*SEE SPIDER-MAN #10-- EDITOR.

SOMETIME LATER, IN THE PLUSH OFFICES OF A GLAMOROUS HOLLYWOOD MOVIE STUDIO...



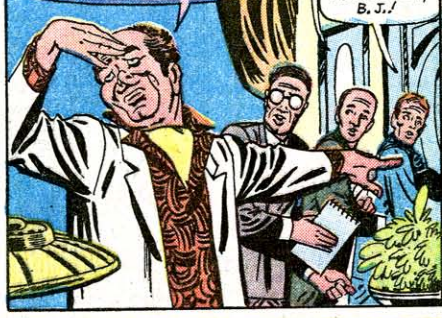
YEARS AGO WE WON AN OSCAR WITH OUR MOVIE "THE NAMELESS THING FROM THE BLACK LAGOON IN THE MURKY SWAMP!" BUT WE HAVEN'T HAD A GOOD SCARY HIT SINCE THEN!

YOU'RE RIGHT, B. J.!

OF COURSE, B. J.!

SO TRUE, B. J.!

I'VE GOT TO THINK! I'VE GOT TO GET AN INSPIRATION FOR A PICTURE AS GREAT AS "THE NAMELESS THING FROM THE BLACK LAGOON IN THE MURKY SWAMP!" SO LEAVE ME! I MUST BE ALONE!



YES, B. J.!

CERTAINLY B. J.!

ABSOLUTELY, B. J.!

I HAVE IT! I'LL CHANGE THE TITLE AND RELEASE THE SAME MOVIE AGAIN! I'LL CALL IT "THE UNKNOWN THING" INSTEAD OF "THE NAMELESS THING" I'LL MAKE MILLIONS!



FORGET IT! I'VE GOT A REAL MONEY-MAKING IDEA FOR YOU!!

HUH? WHA--? WHO ARE YOU??

CALL ME THE GREEN GOBLIN! I'M YOUR NEXT STAR!

YOU'RE A NUT! NOW GET ON YOUR BROOMSTICK AND FLY OUT OF HERE!



VERY WELL-- IF YOU DON'T WANT A MOVIE CO-STARRING ME, THE ENFORCERS, AND SPIDER-MAN...

DID YOU SAY SPIDER-MAN?? STARRING IN A MOVIE FOR ME?? IT CAN'T MISS!

I CAN SEE IT ALL NOW! I'LL HAVE A HUNDRED DANCING GIRLS-- A CAST OF THOUSANDS -- MAYBE I CAN GET TONY CURTIS TO PLAY SPIDER-MAN-- OR ONE OF THE BEATLES!

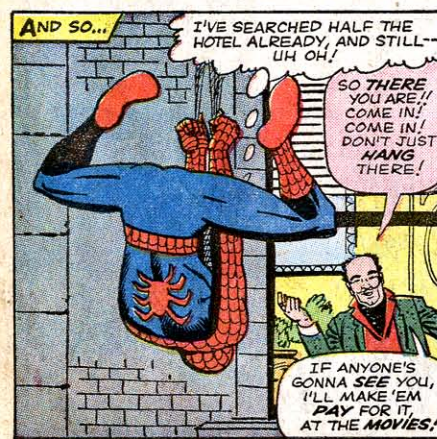
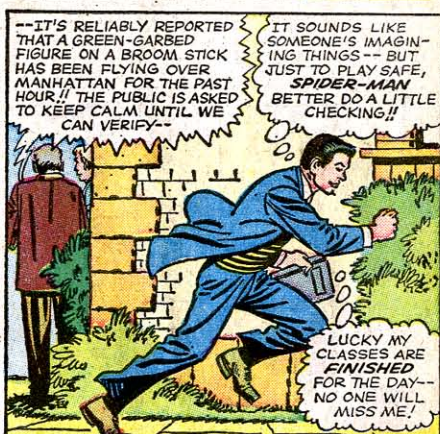
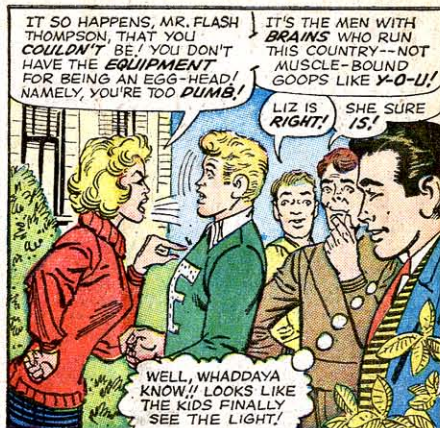


I'LL GO YOU ONE BETTER! I'LL GET YOU THE REAL SPIDER-MAN TO PLAY THE PART!

I WAS RIGHT! YOU ARE A NUT! NOBODY KNOWS WHO HE IS-- NOBODY CAN GET WITHIN A HUNDRED FEET OF HIM! BUT YOU'LL DELIVER SPIDER-MAN!!



EXACTLY! NOW YOU LEAVE EVERYTHING TO ME-- JUST RELAX AND COUNT YOUR MONEY!





JUST SIGN ON THE DOTTED LINE, AND I'LL MAKE YOU MORE FAMOUS THAN "THE NAMELESS THING FROM THE BLACK LAGOON IN THE MURKY SWAMP!"

FAME--PHOOEY! I'M JUST THINKING OF ALL THE WONDERFUL THINGS I CAN DO FOR POOR AUNT MAY WITH FIFTY THOUSAND DOLLARS! I JUST CAN'T TURN THIS DOWN!



THE NEXT MORNING, AT THE OFFICE OF THE DAILY BUGLE...

BETTY, DO YOU HAVE A FEW MINUTES? I'VE GOT SOMETHING IMPORTANT TO TELL YOU...

SURE, PETER! BUT DON'T LET MR. JAMESON SEE US; HE'S IN ONE OF HIS USUAL HORRIBLE MOODS!

PARKER! I THOUGHT I HEARD YOU!



REMEMBER, REPORT TO MY STUDIO IN HOLLYWOOD BY THE END OF THE WEEK!

DON'T WORRY-- I'LL BE THERE!

IT WORKED! NEITHER OF THEM SUSPECT MY REAL MOTIVES, AND SPIDER-MAN DOESN'T DREAM THAT HIS TRIP TO HOLLYWOOD WILL BE A ONE-WAY JOURNEY-- WITH NO RETURN!!



PACK YOUR BAGS, KID! COSMOS FILMS IS MAKING A MOVIE OF SPIDER-MAN ON THE COAST, AND THEY WANT THE REAL SPIDER-MAN IS STARRING IN IT!

AND YOU WANT ME TO GO THERE AND GET SOME EXCLUSIVE PHOTOS FOR YOU, EH?

I HOPED HE'D SEND ME! THIS IS THE PERFECT EXCUSE TO GIVE AUNT MAY! BUT I WANTED TO TELL BETTY FIRST--!!



IT SURE WILL BE GREAT, THOUGH! I'LL GET A BUNDLE FROM MR. COSMOS, AND MAKE SOME ADDITIONAL MONEY FROM OL' JJJ FOR THE PIX I TAKE! AUNT MAY WILL NEVER HAVE TO WORRY AGAIN!

YOU LOOK MIGHTY HAPPY, PETER PARKER! I SUPPOSE YOU CAN'T WAIT TO MEET ALL THOSE HOLLYWOOD BEAUTIES!



AWW, THAT'S NOT WHY I WAS SMILING, BETTY! YOU KNOW HOW I FEEL ABOUT YOU! BETTY--?

THAT'S PERFECTLY ALL RIGHT, MISTER PARKER! I DON'T CLAIM TO BE AS GLAMOROUS AS THOSE STARLETS--OR THAT BLONDE LIZ ALLAN YOU'VE BEEN WALKING HOME FROM SCHOOL WITH LATELY!

LIZ! SO THAT'S WHAT'S BUGGIN' HER!


CONTINUED AFTER NEXT PAGE

"Don't let them call You SKINNY"

... advises Beautiful Young Actress... **QUINN O'HARA**

Appearing in Hall Bartlett's "The Caretakers" ... starring Robert Stack, Polly Bergen and Joan Crawford A UNITED ARTISTS RELEASE

"In Hollywood, we're really on a merry-go-round schedule during picture making time... a girl has to be careful to keep her energy up and her figure fit. Because of the long day we put in, we eat at odd hours or sometimes even miss meals altogether. So I often take pleasant-tasting Wate-On Emulsion as a meal time supplement, and I eat Wate-On Tablets for a quick energy lift between meals. Both forms of Wate-On are super concentrated with calories, vitamins, minerals, quick energy elements and other body building ingredients. If you're skinny and underweight because of poor appetite or poor eating habits, ask your doctor about what Wate-On can do for you. It could be that the boys won't be calling you 'Skinny' anymore."




Quinn O'Hara

Amazing New Scientific Discovery Quickly Fills Out Skinny Figures. No Pads, Exercise or Overeating.

HOSPITAL TESTED--EASY GAINS OF 5-29 POUNDS REPORTED

If you are thin, skinny and underweight because of poor appetite or poor eating habits, try WATE-ON. There's no fishy oils, no sugary mixtures, no overeating. Yet taken as directed, results often are amazing. Cheeks fill out, neck and bust-line gain, skinny arms and legs develop, hips and thighs take on new firm, solid flesh, underweight figures fill out all over the body the same way. Equally important, WATE-ON not only helps put on pounds and inches of firm flesh, but at the same time WATE-ON helps fight the fatigue, the low resistance, the tired and rundown feeling, the poor endurance and the sleepless nights that often accompany an underweight condition. If underweight is due to disease, take WATE-ON under the direction of your doctor. Don't be skinny because of poor appetite or poor eating habits. Start taking new improved good tasting WATE-ON today!

WATE-ON is offered by druggists in these 4, easy, fast-working, fully guaranteed forms:

<p>WATE-ON HOMOGENIZED LIQUID EMULSION</p> <p>Saturated with calories from natural vegetable sources and richly fortified with essential vitamins, minerals, energy elements plus many other body building nutrients. Homogenized and emulsified to scientifically the normal system easily uses it to quickly put on firm flesh all over the body. Helps build body tissue, red blood cells, gives quick energy.</p> <p>16 OZ. BOTTLE (Blue Label) \$3.00 32 OZ. BOTTLE \$5.50</p>	<p>NEW SUPER WATE-ON LIQUID EMULSION</p> <p>Super charged with extra calories, extra vitamins and minerals plus more body building ingredients. The most effective, fastest working preparation of its kind ever introduced!</p> <p>16 OZ. BOTTLE (In Gold & Black Carton) \$4.00</p>
<p>WATE-ON TONIC</p> <p>Helps counteract tired rundown ladies feeling caused by iron deficiency anemia by building red blood cells while stimulating the appetite.</p> <p>16 OZ. BOTTLE (Red Label) \$3.00</p>	<p>WATE-ON CONDENSED FOOD TABLETS</p> <p>It's amazing how many calories, vitamins, minerals, quick energy elements and other body building nutrients can be concentrated all in one delicious food tablet! For faster weight gains take EMULSION after meals and tablets between meals.</p> <p>(Blue) BOX OF 96 TABLETS \$3.00 BOX OF 192 TABLETS \$5.50</p>

FOR WOMEN GIRLS BOYS and Convalescents

AT DRUG STORES EVERYWHERE

Bathing Suit by JANTZEN

Ask for Amazing WATE-ON

SATISFACTION GUARANTEED ON YOUR MONEY BACK

Get Wate-On from your druggist today. If the very first bottle or box doesn't satisfy, return to the store where obtained for purchase price refund. For faster, more sure weight gains, a complete Wate-On body building plan and high calorie diet suggestions are included in the Wate-On booklet given with every purchase. Why let them call you "skinny" when you, too, may put on pounds and inches of firm solid flesh this pleasant, easy way. Ask your druggist for WATE-ON... today!

LATER, DISCUSSING THE TRIP WITH AUNT MAY, PETE RUNS INTO STILL ANOTHER PROBLEM...

PETER DEAR, I THINK YOU'RE STILL TOO YOUNG TO GO TRAIPIING AROUND THE COUNTRY THAT WAY!

GOSH, AUNT MAY, I'M A HIGH SCHOOL SENIOR ALREADY! I'LL SOON BE READY FOR COLLEGE!

BUT I WORRY SO ABOUT YOU! YOU KNOW HOW FRAGILE YOU ARE!

LOOK--SUPPOSE I PROMISE TO DRESS WARM, EAT THREE GOOD MEALS A DAY, AND TAKE MY ALLERGY PILLS EVERY MORNING?? PLEASE, AUNT MAY-- THIS MEANS SO MUCH TO ME!!

WELL, I SUPPOSE I CAN'T KEEP YOU TIED TO MY APRON STRINGS FOREVER! ALL RIGHT, DEAR-- YOU MAY GO!

AND SO, THE LITTLE CAST OF CHARACTERS IN OUR TRUE-TO-LIFE DRAMA ARE SOON ASSEMBLED ON THE COSMOS PRODUCTIONS MOVIE LOT, IN HOLLYWOOD...

REMEMBER, ALL OF YOU-- I WANT TO WIN ANOTHER OSCAR WITH THIS FILM! DON'T LET ME DOWN! I WANT ACTION! ACTION!

B.J.'S MAKE-UP MAN MUST BE A GENIUS! THOSE ACTORS LOOK JUST LIKE THE REAL ENFORCERS!

I WISH WE COULD TACKLE HIAA NOW!

NO! WAIT TILL WE GET ON LOCATION!

AFTER A DIFFICULT JOURNEY, THE CAMERA CREW AND THE STARS REACH A DESERTED AREA IN NEW, MEXICO WHERE THE MOVIE IS TO BE FILMED...

LET'S GET STARTED! UNLOAD THAT EQUIPMENT AND HAVE THE CAMERAS READY TO ROLL IN THIRTY MINUTES! WE'LL SHOOT THE BIG FIGHT SCENE FIRST!

WHAT A LOCATION!! FEELS AS THOUGH WE'RE AT THE EDGE OF THE WORLD!!

SAY SPIDER-MAN-- SUPPOSE WE GO OFF AND REHEARSE THAT FIGHT SCENE WHILE THEY'RE SETTING UP THE CAMERAS?

YEAH! WE WANNA MAKE SURE NOBODY GETS HURT WHEN WE PERFORM FOR THE CAMERAS!

IT'S OKAY WITH ME!

NOW, IN THIS FIRST SCENE, I'M THE LEADER OF THE ENFORCERS, AND I FLY IN TO TELL THEM TO DESTROY YOU!

THAT ISN'T HOW IT WAS WRITTEN IN MY SCRIPT!

YEAH? WELL, WHO SAYS YOU GOT THE RIGHT SCRIPT??

HEY! TRY THAT AGAIN AND I'LL FORGET THIS IS JUST A MOVIE!!

HE MUST BE NUTS TO SWING SO HARD, AND-- WAIT!! WHY ARE MY SPIDER SENSES TINGLING THIS WAY??

HOLY SMOKE! I MUST BE THE WORLD'S PRIZE CHUMP! IT'S A TRAP! THEY'RE NOT ACTORS-- THEY REALLY ARE THE ENFORCERS!!

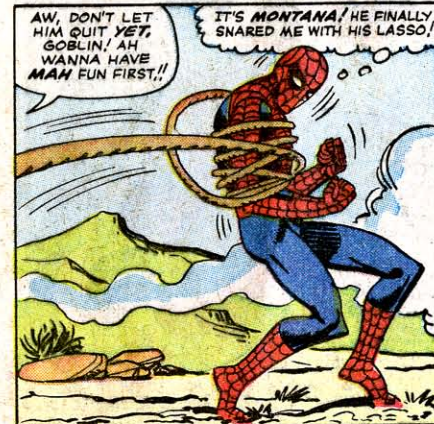
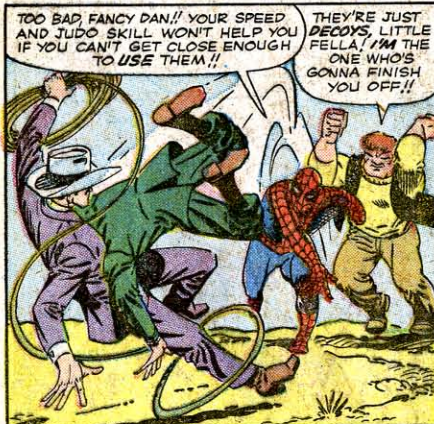
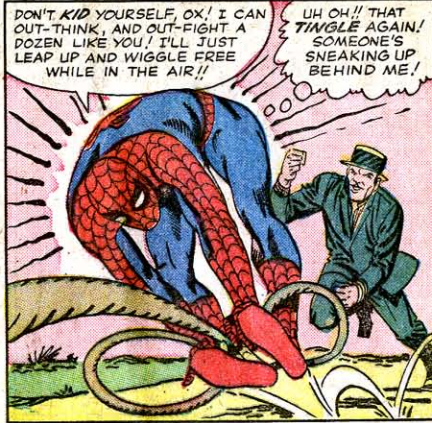
TOO BAD, BOYS! I'M WISE TO YOU NOW!

TOO BAD FOR YOU, FOOL! IT'S TOO LATE! YOU'RE SURROUNDED!

SURROUNDING ME AND BEATING ME ARE TWO DIFFERENT THINGS! YOU CAN'T THROW THAT LASSO FAST ENOUGH TO SNARE ME, MONTANA!

MAYBE HE CAN'T, BUT FANCY DAN CAN GRAB YOU WHILE YOU'RE DODGING HIS ROPE!

AND WHILE YOU TURN AWAY TO FLIP DAN OVER YOUR HEAD, I CAN FOLLOW UP WITH A HAYMAKER!!

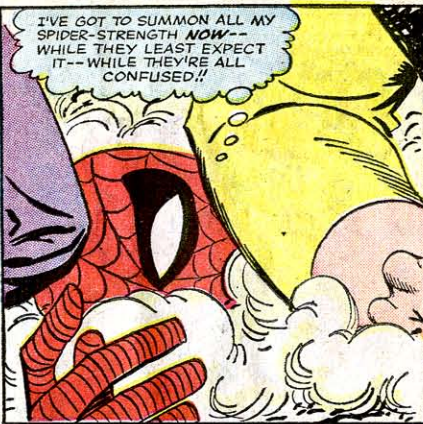




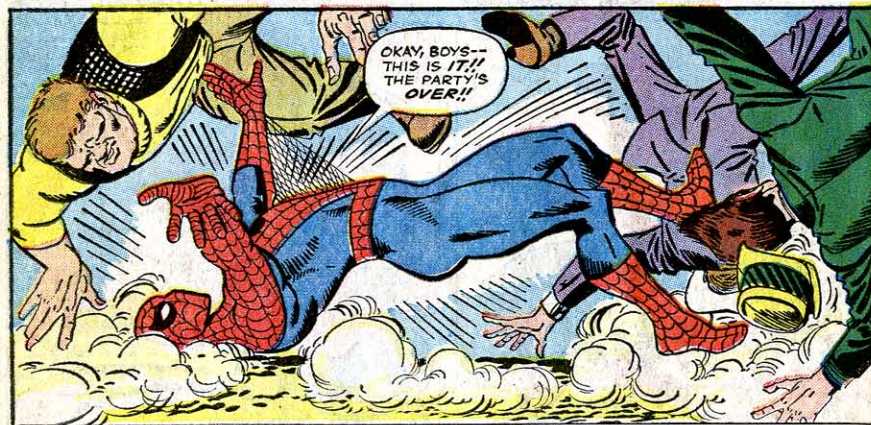
WHAT'S WRONG WITH Y'ALL?? WHY CAN'T YOU HOLD 'IM DOWN??

HOW CAN SUCH A SKINNY RUNT BE SO STRONG?? LOOK OUT, FANCY DAN-- I CAN'T GET A SWING AT HIM!!

YOU BRAINLESS LUMMOX!! WATCH WHAT YOU'RE DOIN'!! THAT'S ME YOU'RE HITTI'N'!!



I'VE GOT TO SUMMON ALL MY SPIDER-STRENGTH NOW-- WHILE THEY LEAST EXPECT IT-- WHILE THEY'RE ALL CONFUSED!!

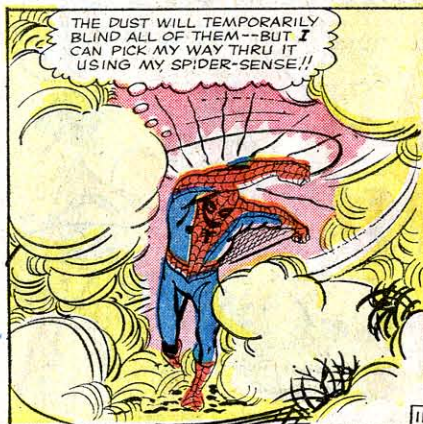


OKAY, BOYS-- THIS IS IT!! THE PARTY'S OVER!!



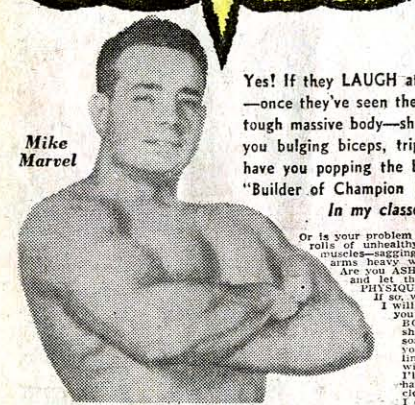
THEN, BEFORE THE ENFORCERS CAN ATTACK AGAIN, THE AMAZING SPIDER-MAN ATTACHES SOME TUMBLEWEED TO HIS WEB, WHIPPING UP A MAN-MADE DUST STORM!!

THIS'LL GIVE ME THE SMOKE SCREEN I NEED TO ESCAPE THEM!



THE DUST WILL TEMPORARILY BLIND ALL OF THEM-- BUT I CAN PICK MY WAY THRU IT USING MY SPIDER-SENSE!!

BOYS! MEN!



Mike Marvel

MY SECRET NEW DYNAFLEX METHOD

CAN BUILD YOU A MAGNIFICENT NEW HE-MAN-MUSCLED BODY IN JUST TEN MINUT... A DAY--with absolutely NO weights--NO bar-bells--NO EXERCISE AT ALL!

Yes! If they LAUGH at you now when you take off your shirt--they'll be amazed--once they've seen the rugged DYNAFLEX BODY I can give you! I'll build you a tough massive body--shoulders clad with solid inches of he-man BRAWN. I'll give you bulging biceps, trip-hammer fists, power-packed legs, and a chest that will have you popping the buttons off your shirt with pride! (—says MIKE MARVEL, "Builder of Champion Bodies")

In my classes this same course of instruction would cost \$170.00.

STRONG-MAN BODY THAT'S ADMIRABLE!

Be honest. Down deep you KNOW you envy the boy with the virile, magnificent build. Every man and boy secretly desires a broad brawny back, a solid man-muscled chest, handsome he-man shoulders, arms rippling with tough, steely sinews, a narrow waist, slim hips and springy, power-packed legs. Be a fellow with TWO-FISTED BIG MUSCLE APPEAL... they only laugh at skinny guys or "rats".

Let me give you a glowing new body, brimming over with energy and irresistible inches of solid muscle on your chest--he-man appeal. I can build three inches of beef and brawn on your shoulders. I will mold you a handsome super-body of terrific strength, give you a crushing grip, legs crammed with steel springs. At least, that rock-solid punch-proof midsection. Pack your body with energy and stamina that will help make you popular.

GIVE ME TEN MINUTES A DAY -- THAT'S ALL!

After DYNAFLEX, you'll be able to roll up your sleeves and take off your shirt and... for the first time in your life... you'll be PROUD of your manly build. Yes, pal, say goodbye to your weak, baby frame--get ready for adventure and romance with a solid physique that gives and vibrates with virile, he-man appeal. You'll be really proud to have people see your MAGNIFICENT HE-MAN MUSCLES at the beach or gym. And when the fellows stare with envy and jealousy--when friends crowd around to squeeze your armiceps or touch your bulging brawny chest--when they ask in amazement HOW you did it--tell them about the Magic Secret of DYNAFLEX!

Your Pal, MIKE MARVEL

"Builder of Champion Bodies"

YOU PAY ONLY \$1.98

COMPLETE Nothing Else To Buy

HOW DYNAFLEX BUILDS BEAUTIFUL BODIES

DYNAFLEX is the modern miracle of body-building. It takes no tiresome exercises, "crash" diets, protein foods, and no weights or bar-bells. DYNAFLEX is the amazing discovery of a West German Doctor whose research into the Science of Strength found a thrilling new way to build GIANT, BRAWNY MUSCLES in ten minutes a day. With DYNAFLEX you "make" each muscle once--in a certain way--that is more effective than if you exercised that muscle 20, 30, even 100 times the old-fashioned way. With DYNAFLEX you get bigger results in ten minutes than after hours of grunting and groaning, heaving heavy weights.

DYNAFLEX coaxes each muscle in your body to bring out its round, steely fullness and satiny symmetry. DYNAFLEX packs that muscle with glowing vibrant new strength and energy--FAST. In ten minutes a day I can cover your bony frame with healthy rippling muscle--give you a deep, powerful chest--solid shoulders and iron-wise--tough, slim midsection--and trim, steel-spring legs--simply thru "DYNAFLEX" each muscle once a day! There's nothing wrong with the bar-bell and weight-lifting method... but why bother? Why waste time and money, why sweat and strain to attain a streamlined symmetric SAMSON STRONG BODY--when you can do it better--faster--easier with the DYNAFLEX SECRET?

ARE YOU WEAK, ALWAYS TIRED, LACK PEP?

Whether you're thin and scrawny, or sagging with unhealthful fat -- my secret DYNAFLEX method will drain penitence and red-blooded vitality into your puny, exhausted body. Once DYNAFLEX makes you a two-dated titan of manly beauty, rippling with power, glowing with magnetic appeal--you'll be bursting with get-up-and-go. Man, you'll be really ALIVE--lending with zest and zip-tossing energy--for the first time in years!

PROOF!

"I tried two other systems, before my buddy told me about DYNAFLEX. It really works -- and how! I've put two inches of solid muscle on my biceps, three inches on my chest. It's like magic!" L. C., New York City

"I never thought you could build terrific muscles without exercises or weights. Started DYNAFLEX two weeks ago, and am building a great physique." E. G., Detroit, Mich.

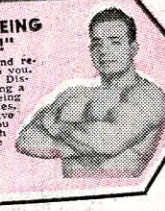
"DYNAFLEX is the best yet. Only three weeks, and I have more dates than I can handle! I am telling all my pals about DYNAFLEX." F. S., Chicago, Ill.

ARE YOU ASHAMED OF YOUR BODY NOW?

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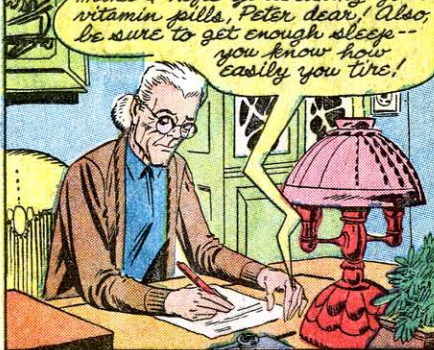
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BUT, ALTHOUGH THE YOUNG WEB-SPINNER IS ABLE TO OUT-MANEUVER THE ENFORCERS, THERE IS STILL ANOTHER FOE WHO CAN ONLY BE SEEN FROM THE DUST CLOUD--



HE'LL HAVE TO EMERGE FROM THERE SOONER OR LATER-- AND I'LL SEE HIM WHEN HE DOES!

BUT, WHAT OF THE FOLKS BACK HOME AT THAT VERY MOMENT?? IN THE QUIET OF HER LIVING ROOM, PETER'S AUNT MAY PENS A LOVING LITTLE NOTE...



...And I hope you're taking your vitamin pills, Peter dear! Also, be sure to get enough sleep-- you know how easily you tire!

I HEAR THEM OUT THERE! THEY'RE AFTER ME AGAIN!



THE GOBLIN MUST HAVE SEEN WHERE I WENT AND TIPPED THE ENFORCERS OFF! BUT, AT LEAST I HAVE A CHANCE TO CATCH MY BREATH!! SAY! WHAT ARE THEY DOING NOW?

KEEP SHOVING!! THAT'S IT!!



BAH! I'M DOING ALL THE WORK! YOU'RE ALL JUST HANGING ON!

THAT DOES IT! THIS IS THE ONLY EXIT FROM THE CAVE! HE'LL NEVER BE ABLE TO RUSH PAST US NOW! THIS BOULDER WILL STOP HIM!

WHILE THE NEIGHBORHOOD TEEN-AGERS GATHER AT THE SODA PARLOR, ONE OF THEM IN PARTICULAR SEEMS TO MISS THE STUDIOUS YOUTH...



HAVE ANY OF YOU GOTTEN ANY MAIL FROM PETER PARKER YET?

I THOUGHT LIZ WAS YOUR GAL, FLASH! HOW COME SHE'S SO INTERESTED IN PARKER?

WHY DON'T YOU ADMIT IT, LIZ?? YOU'RE ONLY MAKIN' A FUSS ABOUT PUNY PARKER TO MAKE ME JEALOUS!! YOU KNOW HE'S A BIG ZERO COMPARED TO ME!



TELL ME, FLASH-- HOW MUCH RENT DO YOU PAY IN THAT DREAM WORLD YOU LIVE IN!

PETER IS A DREAM-BOAT! HE'S SENSITIVE, INTELLIGENT, ARTICULATE!! YOU PROBABLY DON'T KNOW WHAT THOSE WORDS MEAN!



NUTS! HE'S SCARED OF HIS OWN SHADOW! AND YOU KNOW IT!

EVEN IN THE OFFICE OF J. JONAH JAMESON, PETER PARKER IS THE TOPIC OF CONVERSATION...



PARKER BETTER BRING ME BACK SOME SENSATIONAL PICTURES OF SPIDER-MAN! I DON'T WANT TO FIND OUT THAT HE'S WASTING HIS TIME DATING THOSE HOLLYWOOD GLAMOR GIRLS!!

OH NO! I MUSTN'T EVEN LET MYSELF THINK SUCH THOUGHTS ABOUT HIM! I MUSTN'T!!

BUT, HOW ASTONISHED ANY OF THE FOLKS BACK HOME WOULD BE IF THEY COULD SEE WHAT'S HAPPENING NOW...



HE'S ENTERING THAT CAVE! I'LL SIGNAL THE ENFORCERS!

BUT IT'S POWERFUL DARK IN HEAH! HE CAN SEE IN THE DARK BETTER THAN WE'LL CAN! ARE WE TRAPPING HIM, OR HAS HE GOT US TRAPPED??



DON'T BE A FOOL, MONTANA! THE FOUR OF US CAN HANDLE A DOZEN SPIDER-MEN!!

I WOULDN'T BET ON THAT! DON'T MAKE A SOUND, COWBOY, UNLESS YOU DON'T EVER WANNA SEE THAT HOME ON THE RANGE AGAIN!



UHP!!

C'MON, MONTANA! DON'T LAG BEHIND! KEEP UP WITH US!

HEY, YOU GUYS-- WAIT! MONTANA'S GONE!!

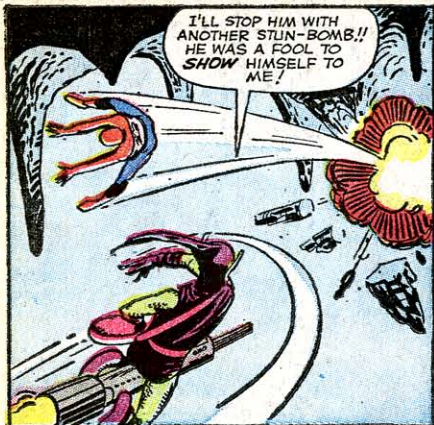


MAYBE HE TRIPPED ON THOSE NUTTY HIGH-HEELED BOOTS OF HIS!

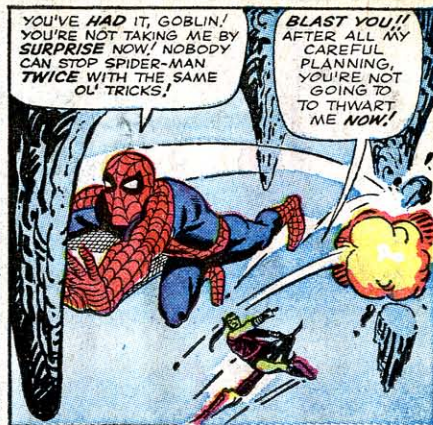
NO-- LOOK! IT'S SPIDER-MAN! HE'S ABOVE US!!

NOW HE'S GOT ME!! GOBLIN-- HELP!!





I'LL STOP HIM WITH ANOTHER STUN-BOMB!! HE WAS A FOOL TO SHOW HIMSELF TO ME!



YOU'VE HAD IT, GOBLIN! YOU'RE NOT TAKING ME BY SURPRISE NOW! NOBODY CAN STOP SPIDER-MAN TWICE WITH THE SAME OL' TRICKS!

BLAST YOU!! AFTER ALL, MY CAREFUL PLANNING, YOU'RE NOT GOING TO THWART ME NOW!!



WELL, I'M SURE GONNA TRY!! HERE, THIS WEB OF MINE OUGHT TO HOLD YOU IN A SNUG LITTLE POCKET UNTIL YOU HOLLER "UNCLE!!"



YOU OVERESTIMATE YOUR POWER, SPIDER-MAN! YOUR WEB CAN'T HOLD ME!!

NOT WHEN I CAN BURN MY WAY OUT BY MAKING THE TIP OF MY BROOM-STICK GLOW LIKE A FLAMING EMBER!!



LEAVE 'IM TO ME, GOBLIN! I'LL GET 'IM DOWN FROM HERE WITH THIS BOULDER!!

DON'T STRAIN YOURSELF, OK! I'LL SAVE YOU THE TROUBLE!!



IN FACT, YOU LOOK KINDA TIRED TO ME-- SO I'LL LET YOU TAKE A LITTLE REST-- COMPLIMENTS OF A SPIDER-STRENGTH LOVE TAP!!

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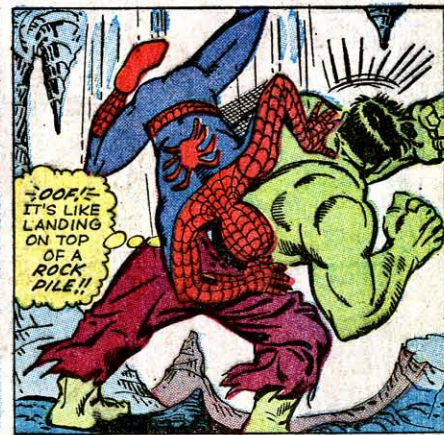
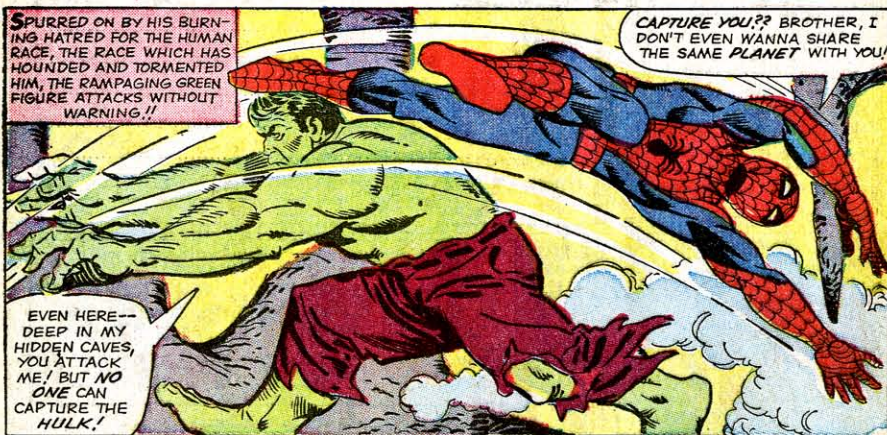
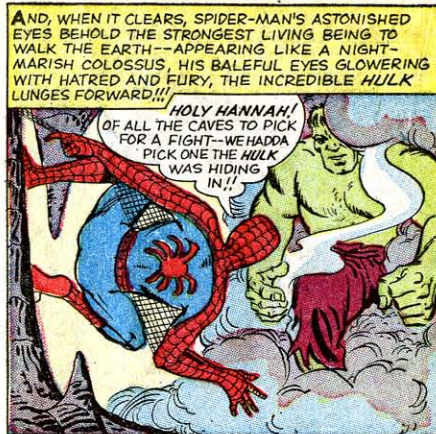
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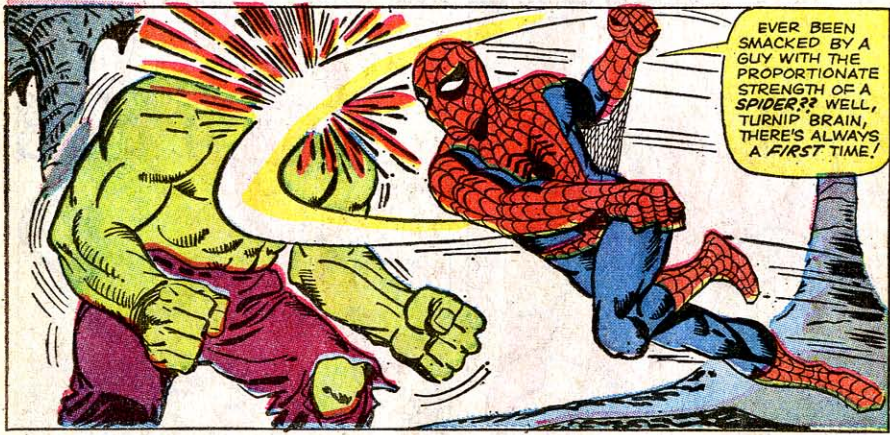
I'LL SMASH YOU AGAINST THE CAVE WALL BEFORE YOU KNOW WHAT'S HAPPENED!!

NOT WHILE I HAVE MY TRUSTY SPIDER SPEED, YOU WON'T!



OKAY, HULK! I TRIED TO REASON WITH YOU-- TRIED TO EXPLAIN I'M NOT YOUR ENEMY!

BUT, IF IT'S A FIGHT YOU WANT, I'LL SHOW YOU THAT SPIDER-MAN ISN'T EXACTLY A WEAKLING, EITHER!!

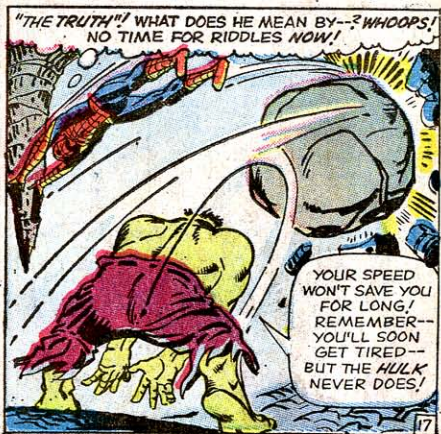


EVER BEEN SMACKED BY A GUY WITH THE PROPORTIONATE STRENGTH OF A SPIDER?? WELL, TURNIP BRAIN, THERE'S ALWAYS A FIRST TIME!



OWWWW! WHO AM I KIDDIN'?? MY FINGERS ARE ACHIN'-- AND HE DIDN'T EVEN BAT AN EYE!! THAT'S WHAT I GET FOR LOSIN' MY TEMPER!!

YOU CALL ME INSULTING NAMES! YOU THINK I'M A BRAINLESS FOOL! IF YOU ONLY KNEW THE TRUTH!!



"THE TRUTH"!! WHAT DOES HE MEAN BY--? WHOOPS! NO TIME FOR RIDDLES NOW!

YOUR SPEED WON'T SAVE YOU FOR LONG! REMEMBER-- YOU'LL SOON GET TIRED-- BUT THE HULK NEVER DOES!



HE'S RIGHT! I'VE GOTTA STOP KNOCKIN' MYSELF OUT AND START THINKING! WAIT! I'VE AN IDEA!



IF THIS DOESN'T WORK, IT'S 'GOOD-BYE SPIDER-MAN!' BUT I'VE GOT TO CHANCE IT!

OKAY, HULK-- LET'S SETTLE THIS NOW-- MAN TO MAN!



YOU DON'T FOOL ME! YOU HAVE A TRICK IN MIND! BUT IT WON'T HELP YOU! NOTHING WILL!

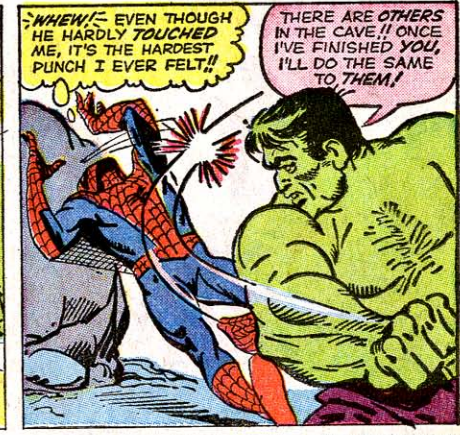
HE WAS RIGHT BEFORE-- HE ISN'T SO DUMB! BUT I CAN'T BACK DOWN NOW!



HE'S SWINGING! I'VE GOT TO TIME THIS PERFECTLY WITH MY SPIDER-SENSES! I CAN'T AFFORD TO MISS BY A SPLIT-SECOND!!



NOW! I'LL MOVE JUST ENOUGH TO DEFLECT THE BLOW! BUT HE MUSTN'T SUSPECT--!



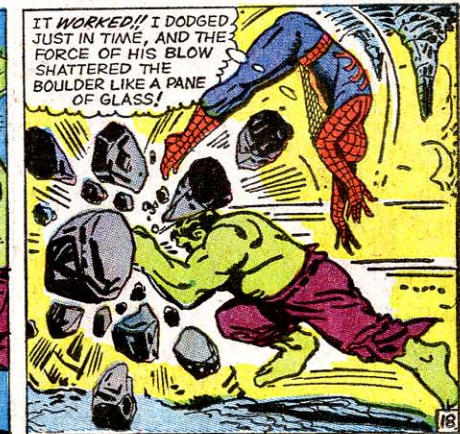
WHWHEW!-- EVEN THOUGH HE HARDLY TOUCHED ME, IT'S THE HARDEST PUNCH I EVER FELT!!

THERE ARE OTHERS IN THE CAVE!! ONCE I'VE FINISHED YOU, I'LL DO THE SAME TO THEM!



IF IT'S ALL THE SAME TO YOU, HULK-- I WISH YOU'D TACKLED THEM FIRST!!

THIS IS IT! I'LL LEAN AGAINST THE BOULDER-- PRETEND TO BE STUNNED! HERE HE COMES--!!



IT WORKED!! I DODGED JUST IN TIME, AND THE FORCE OF HIS BLOW SHATTERED THE BOULDER LIKE A PANE OF GLASS!



NOW THAT I'M FREE TO SWING OUTSIDE AGAIN, NOTHING CAN STOP ME! I'M STILL THE FASTEST, MOST AGILE ONE OF ALL--AS LONG AS I'VE ROOM TO MOVE!



THERE'S THE GOBLIN! HE'S TRYING TO ESCAPE, TOO! HE'S DESERTING THE ENFORCERS, LIKE THE RAT HE IS!!



WELL, I'VE ALWAYS WONDERED WHAT WOULD HAPPEN IF A SPIDER TACKLED A RAT!!

SPIDER-MAN!



YOU SHOULD HAVE FLED WHILE YOU HAD THE CHANCE! HERE ON MY FLYING "BROOM-STICK" THE ADVANTAGE IS ALL MINE!

HE'S TRYING TO MANEUVER HIMSELF INTO POSITION TO BLAST ME WITH THOSE JETS OF HIS!



NORMALLY, I COULD OUT-MANEUVER HIM EASILY-- BUT THAT FIGHT WITH THE HULK TIRED ME MORE THAN I THOUGHT! MY ARMS AND LEGS FEEL LIKE WOOD--!

I'VE GOT TO LET GO! IF I STAY HERE, I'M FINISHED! RELAX, PETEY BOY-- GO LIMP-- FALL EASY-- LIKE A SPIDER!!



WELL, WELL! SPIDER-MAN PROVED EASIER TO DEFEAT THAN I WOULD HAVE GUESSED! HE FELL IN THAT SMALL SPRING, AND HASN'T COME UP YET! WHAT A TRIUMPH FOR THE GREEN GOBLIN!

CONTINUED AFTER NEXT PAGE

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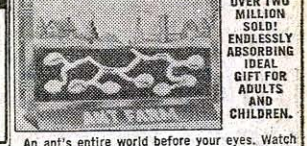
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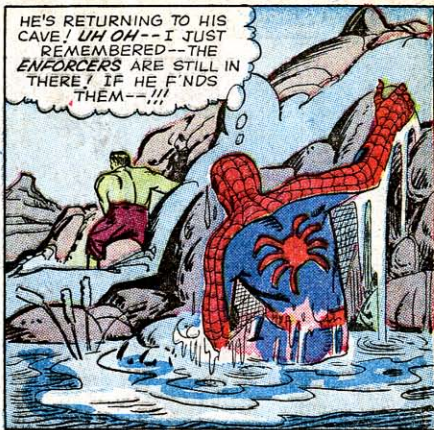
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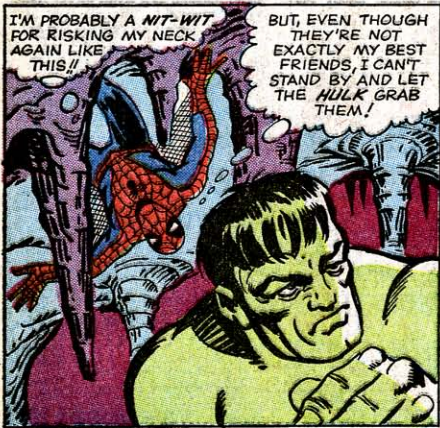


BUT, THE REAL REASON SPIDER-MAN STAYS SUBMERGED IS BECAUSE THE DREADED HULK IS STILL SEARCHING FOR HIM!!

MY SPIDER-STAMINA ENABLES ME TO REMAIN WITHOUT AIR FOR DOUBLE THE TIME A HUMAN CAN ENDURE! AHH, THE HULK IS TURNING AWAY! HE DIDN'T SEE ME!

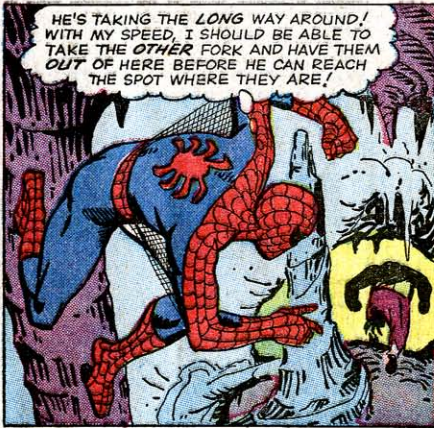


HE'S RETURNING TO HIS CAVE! UH OH-- I JUST REMEMBERED--THE ENFORCERS ARE STILL IN THERE! IF HE FINDS THEM--!!!

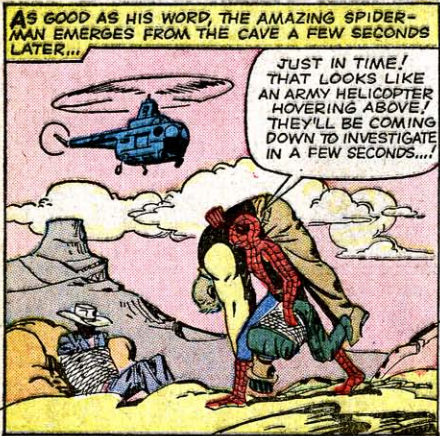


I'M PROBABLY A NIT-WIT FOR RISKING MY NECK AGAIN LIKE THIS!!

BUT, EVEN THOUGH THEY'RE NOT EXACTLY MY BEST FRIENDS, I CAN'T STAND BY AND LET THE HULK GRAB THEM!



HE'S TAKING THE LONG WAY AROUND! WITH MY SPEED, I SHOULD BE ABLE TO TAKE THE OTHER FORK AND HAVE THEM OUT OF HERE BEFORE HE CAN REACH THE SPOT WHERE THEY ARE!

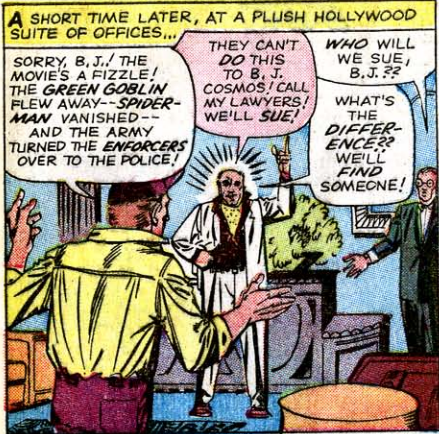


AS GOOD AS HIS WORD, THE AMAZING SPIDER-MAN EMERGES FROM THE CAVE A FEW SECONDS LATER!!!

JUST IN TIME! THAT LOOKS LIKE AN ARMY HELICOPTER HOVERING ABOVE! THEY'LL BE COMING DOWN TO INVESTIGATE IN A FEW SECONDS!!!



BUT THERE'S NO NEED FOR ME TO HANG AROUND! ONCE THEY RECOGNIZE THE ENFORCERS THE REST WILL BE ROUTINE!



A SHORT TIME LATER, AT A PLUSH HOLLYWOOD SUITE OF OFFICES...

SORRY, B. J., THE MOVIE'S A FIZZLE! THE GREEN GOBLIN FLEW AWAY--SPIDER-MAN VANISHED-- AND THE ARMY TURNED THE ENFORCERS OVER TO THE POLICE!

THEY CAN'T DO THIS TO B. J. COSMOS! CALL MY LAWYERS! WE'LL SUE!

WHO WILL WE SUE, B. J.??

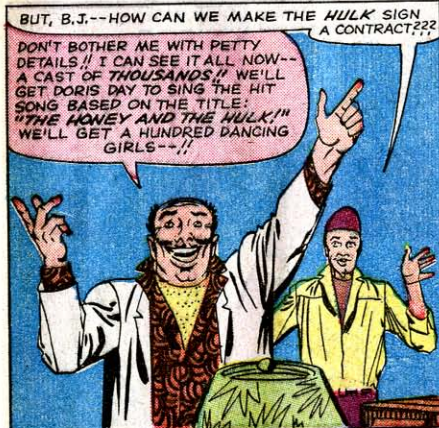
WHAT'S THE DIFFERENCE? WE'LL FIND SOMEONE!



AND WE COULDN'T EVEN SEARCH FOR THE GREEN GOBLIN OR SPIDER-MAN BECAUSE THE HULK WAS SIGHTED IN THE AREA! NOBODY WOULD DARE REMAIN THERE!

THE HULK?? DID YOU SAY THE HULK?? HOLD EVERYTHING--!! WHAT AN INSPIRATION!! HE'S EVEN BETTER THAN SPIDER-MAN! HE'S A GENUINE MONSTER! THE PUBLIC WILL LOVE HIM!

QUICK!! DRAW UP A CONTRACT FOR HIM!!!



BUT, B. J.--HOW CAN WE MAKE THE HULK SIGN A CONTRACT???

DON'T BOTHER ME WITH PETTY DETAILS!! I CAN SEE IT ALL NOW-- A CAST OF THOUSANDS!! WE'LL GET DORIS DAY TO SING THE HIT SONG BASED ON THE TITLE: "THE HONEY AND THE HULK!!" WE'LL GET A HUNDRED DANCING GIRLS--!!



NOW HOP ON THE FIRST PLANE BACK THERE! DON'T COME BACK WITHOUT THE HULK'S NAME IN A CONTRACT! WELL, WHAT ARE YOU WAITING FOR???

MR. COSMOS-- I WANNA TALK TO YOU!! FROM NOW ON, YOU BETTER BE MORE CAREFUL ABOUT THE PEOPLE YOU HIRE!! ESPECIALLY YOUR VILLAINS!

B-BUT, B. J.--!!!



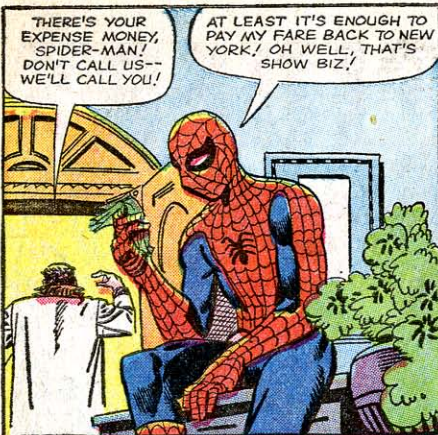
SPIDER-MAN! SORRY, MY BOY, I CAN'T USE YOU ANYMORE! WE'VE STOPPED SHOOTING ON YOUR PICTURE! WE'RE GOING TO START A NEW SPECTACULAR! BUT, IF YOU'LL LEAVE YOUR PHONE NUMBER, PERHAPS WE'LL NEED SOME EXTRAS...

NOW WAIT A MINUTE! WHAT ABOUT OUR CONTRACT???



DIDN'T YOU READ THE FINE PRINT?? YOU DON'T GET ANY MONEY UNTIL THE PICTURE IS COMPLETED! SO, IF WE DON'T COMPLETE IT, I DON'T OWE YOU ANYTHING! BUT, I'LL PAY YOU YOUR EXPENSES!

YOU'RE NOT RELATED TO J. JONAH JAMESON BY SOME CHANCE, ARE YOU??



THERE'S YOUR EXPENSE MONEY, SPIDER-MAN! DON'T CALL US-- WE'LL CALL YOU!

AT LEAST IT'S ENOUGH TO PAY MY FARE BACK TO NEW YORK, OH WELL, THAT'S SHOW BIZ!

BUT, USING HIS "FLYING BROOMSTICK", THE MYSTERIOUS GREEN GOBLIN REACHES THE EASTERN METROPOLIS A FEW HOURS AHEAD OF SPIDER-MAN, AND GLIDES TO A SMOOTH LANDING IN HIS MURKY HIDEOUT...

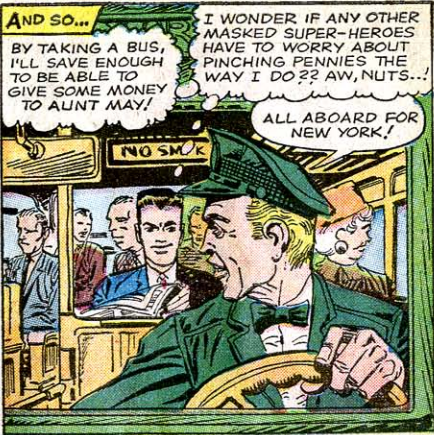
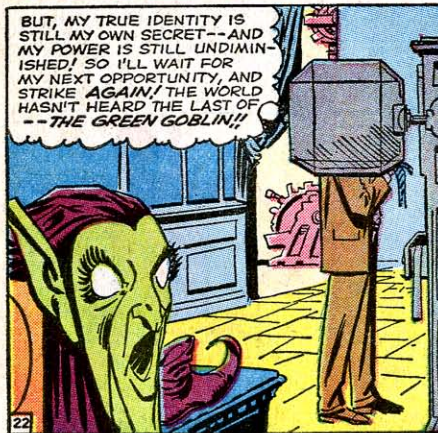
TOO BAD MY LITTLE SCHEME BACKFIRED!

I NEVER THOUGHT SPIDER-MAN COULD DEFEAT ALL THREE OF THEM!

ONCE THE ENFORCERS HAD HELPED ME DEFEAT SPIDER-MAN, I INTENDED TO ORGANIZE A WORLD-WIDE CRIME SYNDICATE, WITH THEM AS MY LIEUTENANTS!



BUT, MY TRUE IDENTITY IS STILL MY OWN SECRET--AND MY POWER IS STILL UNDIMINISHED! SO I'LL WAIT FOR MY NEXT OPPORTUNITY, AND STRIKE AGAIN! THE WORLD HASN'T HEARD THE LAST OF -- THE GREEN GOBLIN!!



AND SO... BY TAKING A BUS, I'LL SAVE ENOUGH TO BE ABLE TO GIVE SOME MONEY TO AUNT MAY!

I WONDER IF ANY OTHER MASKED SUPER-HEROES HAVE TO WORRY ABOUT PINCHING PENNIES THE WAY I DO?? AW, NUTS--!

ALL ABOARD FOR NEW YORK!



MY BIGGEST MISTAKE WAS NOT REALIZING THAT THE AREA I CHOSE FOR THE BATTLE WAS THE HULK'S STAMPING GROUND!! IT WAS HE WHO TURNED THE TIDE AGAINST ME!

IT JUST PROVES HOW HARD IT IS TO MAKE A CAREER OF CRIME! YOU NEVER CAN THINK OF EVERYTHING!

AND, A SHORT TIME LATER, A QUIET, THOUGHTFUL TEEN-AGER LEAVES A BUS AT A MIDTOWN TERMINAL AND SLOWLY HEADS FOR THE SUBWAY, WONDERING WHAT NEW SURPRISES AN UNPREDICTABLE FATE HOLDS IN STORE FOR HIM--



THE GREEN GOBLIN IS SOMEWHERE IN THE CITY--MY SPIDER-INSTINCT CAN SENSE IT! BUT WHERE? HE COULD BE ANY PLACE! HE COULD BE ANYONE! I MUST NEVER RELAX MY GUARD!!

THE END

BUT, ALTHOUGH HE DOESN'T YET SUSPECT IT, OUR YOUNG HERO WILL HAVE A FAR DIFFERENT ARCH-FOE TO BATTLE BEFORE THE GREEN GOBLIN AGAIN APPEARS! AND, WE'LL TELL YOU ALL ABOUT IT NEXT ISSUE--SO BE HERE!! WE HATE TALKING TO OURSELVES!!



SPIDER'S WEB

Please address your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N.Y.

Dear Stan and Steve,
I don't believe it! You have come up with a super-hero who is, of all things, human. Spider-Man is the only super-hero who makes mistakes--bravo! By wondering if Spider-Man will be victorious when a danger comes up--presto!--instant fun, mystery, excitement and adventure! Take some other company's hero--I'll call him X--when X fights a bad guy, X is literally cluttered with so many super-powers that all the fun and adventure is washed out. So keep Spider-Man human with human problems and you'll get a winner every time. That advice goes the same way for the F.F., Avengers, and other great mag. In conclusion, don't consider this an order--just a pat on the back!

Mark Meed, P.M.Q. 19, Falconbridge (R.C.A.F. station), Ontario, Canada

Thanks, Mark. But tell us--what does P.M.Q. stand for in the Royal Canadian Air Force?? (Any of our readers want to guess??)

Dear Stan and Steve,
Sure I love your comics! But I hate one thing. What are you trying to do--turn Spider-Man into a love mag? I buy Spider-Man because it has adventure, so leave out the mushy stuff and continue with the good work. I hope that there will be a Spider-Man Annual in the future. Thanks for the other great mag in the MARVEL AGE OF COMICS!

Steven Moy, 54 Catherine St. New York 38, N.Y.

Aw, a little romance never hurt a hero, Steve! What would Robin Hood be without Maid Marion, or Tarzan without Jane? (Or Marvel without you great fans?)

Dear Stan and Steve,
In issue #10 of SPIDER-MAN J. Jonah Jameson talks about being jealous of Spider-Man. Well, I felt kind of sorry for him. So I wanted to know if you would put in a future magazine a story where Spider-Man saves J.J.J.'s life. Then [J.J.] could forget about the feud between them. Please!

Jerry Murrell, 8215 W. 28th. Okla. City, Okla.

You want us to MAKE UP a story?? For shame, Jerry!! We've tried to convince everyone these tales are TRUE!

Dear Stan and Steve,
Why do you do this to me? Why pick on me? Why do you come out with some of your masterpieces just when I'm flat broke! Why, just this morning I bought an issue of Spider-Man and one of Iron Man, but if I had more money I could have gotten F.F. (which I didn't see before it was too late), Giant-Man and Thor. You guys must be a bunch of geniuses. How you come up with foes such as the Enforcers just when you feel like publishing a new issue is beyond me. There is one person who doesn't seem to get enough praise for his good work and that is "Sparkling" Sam Rosen. I have never had any trouble reading his writing because his writing is not written rotten!

Joseph Urbanski, 8025 Hudson St. Baltimore 24, Md.

Natch, Joe! Our stogon is "Rotten writin' aint written here!"

Dear Stan and Steve,
I really enjoyed AMAZING SPIDER-MAN #10 and would like to take this opportunity to say that each and

every issue of this great magazine out is better than the preceding ish... Spider-Man is the best on the market. It is a theory of mine that new comic addicts are started on the way to fandom by the introduction of striking and exciting covers which, quite naturally, gain their attention. The cover of the issue in discussion is truly the most beautiful and exciting of any comic mag cover I have ever gained the pleasure of seeing. Just keep that Marvel seal in the corner along with the great stories, majestic covers and artwork, and the new additions to your Marvel Group of comics! Comic books are a slice of pure America--never to be forgotten by people like you and me and thousands of others who are conscious of what comics have done for us.

William Stockman, Rt. #1, Box 36c Waterford, Calif.

And don't think we're gonna lead with our chins by asking WHAT they've done for us, Billy boy!

Dear Stan and Steve,
I've read all different brands of comics and I have not yet found a brand as good as MARVEL. My favorite Marvel comic is SPIDER-MAN. When I read some of your comics they advertise others such as "Spider-Man vs. Electro" or "Iron Man vs. the Scarecrow." You say that they are "now on sale" but the stupid comic store never has the ones I see and want. But anyway, I still think no-matter-what that your comics are the best!
Leo Soricelli, 1219 Elm St. Peekskill, N.Y.

We're never dead sure when they'll go on sale either, Leo. We have to kinda guess at the date because it varies from city to city. (We hate to admit we're not perfect, but c'est la vie!)

Dear Stan and Steve,
I've read Marvel Comics from the beginning. Spider-Man couldn't be improved. The X-Men are great but the Avengers aren't up to Marvel's regular standards. One thing I must comment on is the girl members of the Marvel Family. They're all a bunch of wows! Pepper Potts who sub-stars with Iron Man looks wonderful now. The only other problem you have is the double initial disease--Sue Storm, Reed Richards, J. J. Jameson, Pepper Potts, Happy Hogan, Peter Parker, and Bruce Banner are a few illustrations.

Eric King, Box 152 Dayton, Nevada

Here's another one, Eric--Stan even has a P. OT named Gorgeous George!

Dear Stan and Steve,
I just had to write you the instant I finished SPIDER-MAN #10. "The Enforcers" was undoubtedly one of the greatest stories of all time--in a comic or in a book! Just as you said--it's going to be difficult to ever again be satisfied with lesser magazines. It surprised the life out of me when I learned that Frederick Foswell was the "Big Man." The whole adventure was exciting and suspenseful throughout! How could any tale be so marvelously told! And the last page--that really was a dramatic finish! I've started trying your western comics and they are pretty good--especially KID COLT. And boy--I thought I hated war comics but, because of the attractive cover, I finally gave in and bought SGT. FURY. Wowie! It is great! But with Stan and Jack how could it miss! Maybe this letter is too hasty, but I'm a high school student and have to do homework like Peter. Hail to the Prince of Heroes--Spider-Man--and to the fastest

CONTINUED...

rising star in the comic book heaven—MARVEL COMICS! Cole Bleckley, 545 Simons Ave. Summerville, S.C.

Cole, a letter like yours makes us feel that all the writer's cramps, inkstained cuffs, and sleepless nights are worth it!

Dear Stan and Steve,

I've got a question to ask you that's been bothering me for a long time now. When Spider-Man goes swinging from building to building with the aid of his web, what does he do with the used webs? Does he just leave them hanging there? If so, wouldn't he be paying fines galore for being a litter-bug? But if he doesn't leave them hanging there, what does he do with them? Also, where does Spider-Man get his web fluid? I doubt if the neighborhood grocer carries the fluid. Does he manufacture it? If so, out of what? And where would he get the materials needed? Incidentally, I for one like the half-Spider-Man/half-Peter Parker pictures. I know this may sound ridiculous, but what would happen if the As in the X-MEN ever broke a wing? Who could set it? Wouldn't it make a doctor wonder just a little about a guy who walks in with a pair of wings, and one is broken?

David Catena, 2601 Cambria Ave. Windsor, Pa.

We'll answer your clever questions in our Spidey Annual—on sale this summer. Dave, As for Angel's broken wing, he'd just have to find a doctor who's "for the birds"!

Dear Stan and Steve,

Let's not kid about it! Your mag is terrific! I remember a day (8 issues ago) when we were going on a long trip and I was picking up a few mags to take along. I just picked out any one to have something to read. It turned out to be some nut called Spider-Man (#3). I was really sorry I said that after I read it. Spider-Man #4 looked glossy on the cover, but I ended up buying it—and was I glad I did! From then on I collected F.F., Spider-Man, and Strange Tales no matter what the covers looked like. One day I went to my friend's house and read X-Men #3 about the Blob and I am going to collect them, too!

Steve Brown, 2514 Windsor Ave. Roanoke, Va.

But Steverino, you haven't told us the most important part—what's the heck is wrong with our covers???

Dear Stan and Steve,

What do you say about the best comic story you've read after 12 years of experience? This is the type of story Spider-Man was made for. There was no trite villain (I don't care what anyone says—comics didn't need super-villains before and they don't need 'em now); the story was a real mystery masterpiece (I was shocked at the ending as I thought Jameson was the "Big Man"); and last, but not least, some really good earthy criminal crimes were committed. There was no evil chemist bent on world destruction or an alien from outer space slopping up the plot. The artwork in all your mags is sensational and getting better all the time! Here's to all you Marvel-type guys, J. Jonah, pickled peppers, and a million more stories like "The Enforcers"!

Jim Civarra, 2424 197th P.L.S.W. Alderwood Manor, Wash.

Thanks, Jim, but we'll be afraid to face you the next time we do a story about a super-villain bent on world destruction—and we've got some DOOZIES!

Dear Stan and Steve,

I seldom write letters to the really great comic mags because I feel they already get enough rave letters. However, in the case of Spider-Man's mail, I feel your readers have missed an essentially important fact. They will write and tell you how good or bad one particular issue was but they are missing the general picture. More readers should step back and take a look at all the issues of Spider-Man as a whole. There is no other comic, past or present, that has such a consistent run of superb comics! Also, I feel the people who write in to say, "Spider-Man's webbing was missing, etc.," are really cheating themselves out of a lot of downright enjoyment by looking for such ridiculous points. As a final note, congratulations on the last comment in the Spider's Web—very few editors have the guts to compliment their

competitors!

Carter de Paul, Jr., 375 N. Oraton Pkwy. East Orange, N.J.

Aw, it doesn't take guts, Carter. All it takes is a genuine feeling of respect for all the talented people in this challenging, creative business of ours.

SPECIAL ANNOUNCEMENTS SECTION:

—Here it is—the news you've been waiting for! We're definitely going to publish a SPIDER-MAN ANNUAL! It'll go on sale this summer. We'll try to give you the exact date in a future ish. We don't know the exact contents yet because we haven't WRITTEN it yet! In fact, we don't know when we'll get the time to write it. But, you know us—somehow, some way, we'll get it done! We'll toss in all the heroes, villains, and surprises we can dream up, as well as answers to all the countless questions you've been asking about Spidey in all your letters. More info later. . .

—Well, although Big Bill Everett didn't have the time to continue drawing DAREDEVIL after the first issue, we were extremely lucky in getting an old friend, Jolly Joe Orlando to take over beginning with ish #2. (Now on sale). Joe's art is really in the Spider-Man style, and we hope you'll get the same kick out of it that you do out of Smilin' Stevie's. You may have seen Joe's delightful drawings many times in MAD Magazine, as well as in many old-time Marvel mags. As for Big Bill, we won't stop trying to lure him away from his present job in New England, and when we do, you can bet we'll have a new mag for him to do. And, by the way—Daredevil tackles Spidey's old enemy, Electro, in the current ish, so it'll give you a chance to compare Spidey's fighting style with that of Marvel's newest star.

—As usual, the FANTASTIC FOUR have another powerhouse story now on sale. In ish #28 the F.F. meet the colorful X-MEN, and Stan and Jack really went hog-wild on this one. They also tossed in the Puppet Master AND The Mad Thinker and his Awesome Android!! There are so many VILLAINS that it's hard to find the HEROES! But, this we promise—you'll flip over the action-packed suspense!

—Don't miss Sunny Steve's artwork on Dr. Strange, in STRANGE TALES #122, on sale now. It's as mysterious, macabre, and menacing as ever. The Human Torch story in that same great ish is nothing to sneeze at either. And wait!! You see the three guest-star villains!

—We're always being told that we brag too much—so, let's try doing things differently now. We'll try to refer to the following mags (on sale now) without bragging: THOR #105 has a somewhat pleasant tale featuring the wrap-up of the Thunder God's battle with the Cobra and Mr. Hyde. It also features a new Tale of Asgard, nicely drawn and adequately written. You may have noticed that Jack Kirby does the entire THOR Mag artwork now, and we're sure you'll be moderately pleased. —Another reasonably nice tale is featured in ASTONISH #57. It stars Giant-Man battling with none other than the ubiquitous Peter Parker, or Spider-Man as he is known to the inner circle. This story contains a fair degree of action and might afford you some moments of pleasure.

—It's not a matter of earth-shaking importance, but IRON MAN #55 features The Return of the Mandarin as well as a special 5-page bonus supplement containing important information about 'shell-head. We feel you may find it an entertaining issue.

—May we also recommend THE AVENGERS, SGT. FURY, and THE X-MEN. Space does not permit us to list all their virtues, but we feel that they are worth their purchase price.

—Okay? Modest enough for you? Take it from us—it isn't easy! Not when we feel like shouting from the rooftops about our mags! We sure hope that you, the fans who are so important to us, are half as excited about the Marvel line-up as we are!

—And now, time for some talk about our next SPIDER-MAN! It's almost impossible to speak about it modestly! It co-stars KRAVEN, THE HUNTER, a new different type of arch-villain, and Stan and Steve have promised surprises by the bushelfull! So be with us next ish—even if it's just to see if we finally fall on our faces!

—Till then, keep your webs untingled and stop winking at Aunt May! You're just not her type!

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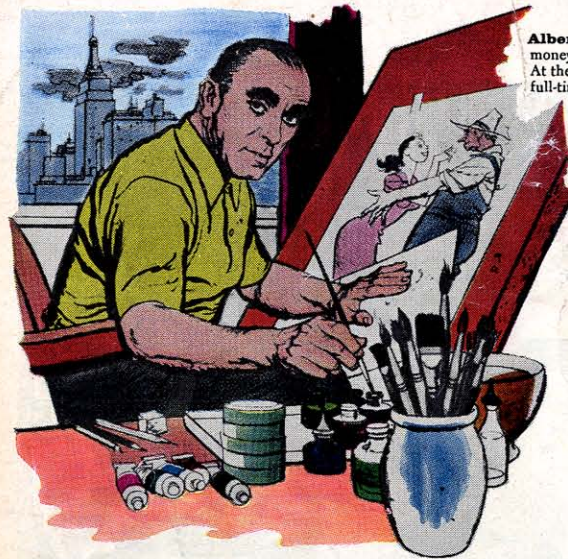
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Albert Dorne — probably the greatest money-maker in the history of commercial art. At the height of his career, he began a full-time search for people who like to draw.

He's Looking for People Who Like to Draw

TODAY HUNDREDS of men and women who never thought they could be artists are working happily at easels and drawing boards, making pictures, and getting well paid for it. They all can thank Albert Dorne, a famous artist who devotes almost his full time to helping other people become artists.

Some of the people Dorne has helped

Herb Smith was a payroll clerk. Soon after he started studying with us, he landed an art job with a large printing firm. This was four years ago; today he's head artist for the same firm.

John Busketta is another. He was a pipefitter's helper in a big gas company. Today he still works for the same company, but as an artist in the advertising department, with a big increase in pay.

Harriet Kuzniewski was bored with an "ordinary" job before she heard of Albert Dorne. Today she does high-style fashion illustration in New York.

With the right training, Wanda Pickulski gave up her typing job to become fashion artist for a local department store.

John Whitaker of Memphis was an airline clerk two years ago. Recently he won a national cartooning contest and was signed to do a newspaper comic strip.

Long before Albert Dorne started looking for people who like to draw, they came to him for advice and help. Since he alone could only help a few of these people he called together America's most successful artists — men like Norman Rockwell, Jon Whitcomb, Stevan Dohanos and Al Parker.

A Plan to Help Others

He said: "All over America, there are people who like to draw, who could be turned into good artists. Why can't we give these people the training they need—including all the trade secrets and know-how we've learned over the years? I'm suggesting a new kind of school—a home-study art school

that would give talented people the best professional art training, no matter where they live."

The famous artists agreed. Taking time from their busy careers, they spent several years creating a remarkable series of art lessons covering every aspect of drawing and painting. They illustrated their lessons with over 5,000 "here's-how" illustrations. The lessons start from scratch and cover every skill a top artist needs. Finally, the famous artists developed a wonderful way to give each student personal correction and advice all through his training.

Albert Dorne is not surprised by the success of his students. "The art field is growing. We keep getting calls from all over the country, asking us for practical, well-trained students who can step into full-time or part-time art jobs."

Famous Artists Talent Test

To find others with art talent worth developing, the famous artists created a 12-page talent test. Thousands paid \$1 for this test, but now the School offers it free and will grade it free. If you show talent on the test, you will be eligible for training by the School. No obligation. Simply mail coupon. It might be your first step to an exciting, well-paid career in art.

Famous Artists Schools Studio 7284, Westport, Conn.

I would like to find out whether I have art talent worth developing. Please send me, without obligation, your Famous Artists Talent Test.

Mr. _____ Age _____
Mrs. _____
Miss _____ (please print)
Address _____
City _____ Zone _____
County _____ State _____

Accredited by the Accrediting Commission of the National Home Study Council, Washington, D. C.

America's 12 Most Famous Artists

Norman Rockwell	Fred Ludokens
Jon Whitcomb	Ben Stahl
Al Parker	Robert Fawcett
Stevan Dohanos	Austin Briggs
George Giusti	Harold Von Schmidt
Peter Helck	Albert Dorne