THE MOST COLORFUL SUPERHERO OF ALL... SPIDER-MAN! HIS NAME MAKES THE UNDERWORLD TREMBLE! BUT THERE IS ONE WHO DOES NOT TREMBLE! WHAT FANTASTIC POWER CAN THE VULTURE HAVE WHICH MAKES HIM SO SURE HE CAN DEFEAT... SPIDER-MAN?

SCRIPT: STAN LEE
ART: STEVE DITKO
LETTERING: JOHN DUFFY
FOR DAYS, A NEW AND OMINOUS DANGER HAS
RENACED THE VAST CITY OF NEW YORK! NO MAN
KNOWS WHERE HE'LL STRIKE NEXT! NO ONE CAN
COPE WITH THIS NEW, AWESOME THREAT! WITHOUT
WARNING, WITHOUT THE SLIGHTEST SOUND,
HE STRIKES!

FOR THIS IS -- THE
VULTURE!

IT'S
THE VULTURE!
HE STOLE MY
BRIEFCASE --
WITH A FORTUNE
IN BONDS! HELP!!

AND, IN THE EXECUTIVE SUITE OF THE POWERFUL
JAMESON PUBLICATIONS, MR. J. JONAH JAMESON
IS ON HIS USUAL RAMPAGE...

I WANT TO DEVOTE THE NEXT
ENTIRE ISSUE OF NOW MAGA-
ZINE TO THE VULTURE!
HE'S BIG NEWS! EVERY-
ONE WANTS TO READ
ABOUT HIM!

BUT KEEP PRINTING
STORIES ABOUT SPIDER-
MAN ALSO! I'LL NEVER
REST 'TILL THAT DAN-
GEROUS MENACE IS
DESTROYED!

J. JONAH JAMESON PUBLISH-

IS THIS THE ONLY PHOTO WE HAVE OF THE
VULTURE? WHAT'S THE MATTER WITH YOU MEN?
WHAT AM I PAYING YOU FOR? THE PUBLIC
WANTS TO
SEE HIM!

BUT MR. JAMESON,
NOBODY CAN GET
PICTURES OF HIM! HE'S GONE
BEFORE ANY PHOTOGRAPHER
CAN GET TO
HIM! WE
HAVE ONLY
AN ARTIST'S
DRAWINGS!

NO MORE
EXCUSES! GET
ME PICTURES OF
THE
VULTURE --
OR I'LL GET
SOME NEW
EDITORS!

BOY! I'D LIKE TO SEE
A CLOSE-UP
PHOTO OF THE
VULTURE!!

A PHOTO
OF THE VULTURE WOULD
BE WORTH A FORTUNE!
NOBODY CAN GET
CLOSE ENOUGH
TO HIM TO
SNAP ONE!

A PHOTO
OF THE VULTURE WOULD
BE WORTH A FORTUNE!
NOBODY CAN GET
CLOSE ENOUGH
TO HIM TO
SNAP ONE!

SURE THAT'S AN
IDEA! I NEVER
THOUGHT OF IT
BEFORE! MAGA-
ZINES PAY BIG MONEY
FOR HARD-TO-GET
PHOTOS! AND I KNOW
HOW TO GET THEM!

MEANWHILE, IN A NEARBY HIGH SCHOOL, PETER
PARKER OVERHEARS AN INTERESTING DISCUSSION
AS THE YOUNG SCIENCE MAJOR PERFORMS AN EXPERI-
MENT IN THE LAB...

NOW
MAGAZINE
Here, Bookworm! Take a look at what's goin' on in the outside world—or can't you read anything but scientific formulas?

Very funny, Flash! At least my brain isn't muscle-bound, like that fat head of yours!

He'd be grinnin' out of the other side of his mouth if he ever suspected timid Peter Parker is Spider-Man!

Now where was I? Oh, yeah! I'll bet Spider-Man could get close enough to the Vulture to take some pictures that would pay off! I can use the dough!

Parker!! I don't expect you to ignore a delicate experiment right in the middle while you pour through a lurid picture magazine! Parker! Pay attention!

As soon as school ends, the excited teen-ager rushes home to his aunt May and is delighted to learn...

Here, Peter dear! This miniature camera was your uncle Ben's! I'm sure he'd have wanted you to have it!

Thanks, Aunt May! This little gadget is going to be a great help when it comes to paying our bills!

And then, in the privacy of his room, Peter Parker changes into the most dramatic costumed figure of all— THAT OF SPIDER-MAN!

I'll figure out a way to attach the camera to my costume and then test it out!

Meanwhile, in a carefully-prepared hideout on the outskirts of the city...

Well, well! So the Park Avenue Jewelry Exchange is movin' a million dollars worth of diamonds to their new offices across town, eh? It shouldn't be hard for the Vulture to get his hands on those gems!

They'll probably be expecting me to try something, but I'll get those gems in a way that NO ONE would ever suspect! Even Spider-Man wouldn't have a chance of stopping me!
After making certain he is not observed, the Vulture darts from his hiding place atop an abandoned silo in Staten Island, just a few seconds from the heart of Manhattan...

Not noticing the powerful figure on the roof top, the Vulture sweeps past...

Seconds later, atop an apartment house where he had been checking his camera, Spider-Man's amazing Spider-senses pick up a strange sensation...

Something coming through the air...but making no sound...can't be a plane...

Now for the first part of my ingenious plan!

They'll never figure out how I'm going to steal those diamonds!

I've got everyone completely baffled! No one has yet discovered how I manage to fly with these artificial wings!

What luck! It's the Vulture!

I'll toss some messages where they'll do the most good!

The first one is for the Jameson Publishing Company building!

My next message is for the radio network! Nothing I like better than taunting my enemies!

And, finally, one for the police chief himself! I'll be gone before they have a chance to read them!

The Vulture has never failed to carry out a threat yet!

But we must go ahead with the transfer of the diamonds! We can't let the city think that one criminal can make us change our plans!

I shall steal the diamond shipment from under your noses!

The Vulture
I DID IT! NOW THAT I'VE WARNED THEM, MY TRIUMPH SHALL BE EVEN GREATER AFTER I'VE SEIZED THE GEM!

IF THESE PHOTOS OF THE VULTURE COME OUT ALL RIGHT, THEY SHOULD BE WORTH A SMALL FORTUNE!

BUT IN HIS EAGERNESS TO GET A CLOSE-UP PICTURE OF THE VULTURE, SPIDER-MAN CARELESSLY KICKS A LOOSE BRICK... \( \text{THAT SOUND! THERE'S SOMEONE ON THE ROOF BEHIND ME! I'VE GOT TO MOVE - FAST! AS ONLY A VULTURE CAN!} \)

WELL, WELL! SO SPIDER-MAN HIMSELF IS ON MY TRAIL! GOOD!! IT WILL BE AMUSING TO FINALLY FACE A FOE WORTHY OF MY METTLE!

THERE! I'VE GOT EVERYTHING ADJUSTED PERFECTLY! NOW TO... HEY!! WHERE'D HE GO?

HAVING BEEN MOMENTARILY TAKEN BY SURPRISE, SPIDER-MAN IS STUNNED AND DAZED BY THE VULTURE'S BRUTAL ON-SLAUGHT. AS HIS MERCILESS FOE FLIES TOWARDS A NEAR-BY WATER TOWER...

THIS IS ALMOST TOO EASY!

ONCE I DROP HIM INTO THE WATER BELOW, HE'LL NEVER BOTHER ME AGAIN! WITH SPIDER-MAN OUT OF THE WAY, THE CITY WILL BE MINE!
NOW THAT I HAVE DISPOSED OF THAT TEMPORARY INTERRUPTION, I’LL CARRY OUT STEP TWO OF MY MASTER PLAN!

MEANWHILE, INSIDE THE TANK, THE SHOCK OF HITTING THE COLD WATER INSTANTLY REVIVES THE POWERFUL SPIDER-MAN...

THE VULTURE SOMEHOW TRAPPED ME INSIDE THIS WATER TANK!

WELL, I’VE ONLY MYSELF TO BLAME FOR BEING SO CARELESS!

I’LL JUST SHOOT MY WEB TOWARDS THE TOP AND... OH, NO! THE EJECTOR IS EMPTY!

I FORGOT TO REFILL IT SINCE I USED IT LAST! I’VE BEEN SO BUSY WITH THAT CAMERA... I’VE GOT TO TRY SOMETHING ELSE!

CAN’T CLIMB TO THE TOP—IT’S TOO WET AND SLIMY EVEN FOR ME TO GET A TOEHOLD ON!

BUT I SURE AS SHOOTING CAN’T STAY AFLOAT HERE MUCH LONGER!

NOT A PLEASANT CHOICE—I’LL EITHER DROWN OR SUFFOCATE IN HERE!

WAIT A MINUTE! WHAT’S WRONG WITH ME? WHY DON’T I USE MY HEAD? I CAN GET OUT OF HERE!

MY MUSCLES ARE FAR STRONGER THAN AN ORDINARY HUMAN’S! THERE’S ONE LITTLE TRICK THAT ONLY THE SPIDER-MAN CAN PERFORM!

ALL I’VE GOT TO DO IS REACH THE BOTTOM, SQUAT DOWN, AND PREPARE TO HURL MYSELF UPWARD...

...LIKE THIS!!
I MAY NOT BE ABLE TO FLY LIKE THE VULTURE—BUT MY SPIDER-STRENGTH HASN'T LET ME DOWN YET!

MY LUCK'S STILL HOLDING OUT—HERE'S MY CAMERA!

SURE IS UNBELIEVABLE! HOW THE VULTURE MANAGES TO FLY SO SWIFTLY! I'D SURE LIKE TO FIGURE OUT HOW HE DOES IT!

Later, in his room again...

THE PICTURES CAME OUT FINE! NOW, WHO DO I SELL THEM TO? JONAH JAMESON, THE PUBLISHER OF NOW MAGAZINE HATES SPIDER-MAN! I'D GET A KICK OUT OF MAKING HIM PAY GOOD DOLLAR FOR MY PICTURES WITHOUT KNOWING I'M THE PHOTOGRAPHER!

SPIDER-MAN COSTUME JUST TO GIVE ME SOME COLOR, SO THAT I COULD MAKE MONEY AS AN ENTERTAINER! BUT, IF...

I'M REALLY GOING TO BE A SECRET ADVENTURER, I'VE GOT TO MAKE SOME CHANGES! FIRST, I'LL ADD AN EXTRA WEB-FUID CAPSULE, SO I ALWAYS HAVE ENOUGH SPIDER-FUID ON HAND!

I'LL FASHION SMALL CONTAINERS IN MY BELT TO HOLD ADDITIONAL WEB-FUID CARTRIDGES!

THEN, WHEN I GET PAID FOR MY PICTURES, I'LL BUY A SPECIAL MINIATURE CAMERA TO SECREmLY ATTACH TO THE BELT BUCKLE!

THERE! THE WHOLE CONTRAPTION FITS UNDER MY SHIRT, WHERE IT'S OUT OF SIGHT, AND DOESN'T INTERFERE WITH MY MOVEMENTS!

AND NOW, I'VE GOT A HUNCH I KNOW THE SECRET OF THE VULTURE'S POWER OF FLIGHT! I'LL JUST WORK ON A LITTLE DEVICE WHICH MAY COME IN HANDY NEXT TIME WE MEET.
LONG HOURS LATER...

When? That was tougher than I expected, but it's finished now!

I won't know if it'll work till I try it--but right now, I'm gonna get some shut-eye!

THE NEXT DAY, J. JONAH JAMESON RECEIVES AN EXCITING PHONE CALL...

What's that?? You've got some exclusive photos of the Vulture that you want to sell?? Well, don't waste time talking! Get over here right away!

Joe, have them stop the presses!

AND SOON...

Sorry, Mr. Jameson cannot see anybody right now! He's having an important conference!

These pictures are sensational--great! But how'd a kid like you get them?

Sorry, Sir! I'll sell them to you on condition that you never ask me that question!

Sorry, sir! I'll sell them to you on condition that you never ask me that question!

Okay, okay! You can have your little secret! It doesn't matter how you got them! The point is, these pictures will make the next issue of now a sell-out! I'll issue a check to you immediately!

And remember, Mr. Jameson, I don't want my name used! You can merely give credit to a now magazine staff photographer!

SURE, MY BOY, SURE! And if you get any more great pictures, remember to give me first crack at them! We're always in the market for sensational photos! In fact...

... if you can ever get a picture of that public menace, Spider-Man...

... if you can ever get a picture of that public menace, Spider-Man...

Don't be scared, bookworm--we'll protect you!

... if you can ever get a picture of that public menace, Spider-Man...

C'mon, Peter! We're all going to watch them move the diamonds from the Park Avenue jewelry exchange!

We're hoping to get a glimpse of the Vulture!

You don't really think the Vulture would dare try anything with all the police there, do you?

THE NEXT DAY, AS SCHOOL LETS OUT...
GOSH! THE WHOLE AREA IS CORDONED OFF! AND LOOK-- T.V. CAMERAS, NEWSPAPERMAN, POLICE! IT'S LIKE A CARNIVAL!

THE VULTURE WOULD BE NUTS TO TRY ANYTHING WITH A CROWD LIKE THIS AROUND! THIS IS ONE TIME HE WON'T MAKE GOOD HIS BOAST!

IT IS HARD TO SEE HOW THE VULTURE COULD HAVE A CHANCE AT THE JEWELS UNDER THESE CONDITIONS? THERE ARE POLICE ON EVERY ROOF, AND AN ARMED HELICOPTER FLYING OVERHEAD!

I'D BETTER MAKE MYSELF SCARCE! IF I HAVE TO CHANGE TO SPIDER-MAN, I WON'T BE ABLE TO DO IT IN THE MIDDLE OF THIS MOB!

LOOK, GANGS! LITTLE PETEY IS CHICKENING OUT! GUESS THE EXCITEMENT IS TOO MUCH FOR HIS DELICATE LITTLE SELF!

MINUTES LATER, THE VALUABLE JEWELRY SHIPMENT STARTS ITS CROSSTOWN CONVOY ACCOMPANIED BY PATROL CARS AND THE POLICE WHIRLYBIRD FOLLOWING ABOVE...

I WISH THE VULTURE WOULD MAKE A TRY FOR THOSE DIAMONDS, CHUCK! WE'D NAB 'IM FOR SURE!

YEAH, BUT HE WON'T SHOW! HE'S TOO SMART FOR THAT!

IT'S ALL CLEAR! START BRINGING THE JEWELS OUT!

NOT A SIGN OF THE VULTURE! HE KNOWS HE WOULDN'T HAVE A CHANCE!
THE SKY'S CLEAR EXCEPT FOR OUR OWN CHOPPER UP THERE! LOOKS LIKE THE WHOLE THING WAS A FALSE ALARM!

BUT STAY ALERT ANYHOW! WITH A CHARACTER LIKE THE VULTURE, YOU NEVER KNOW WHAT'S GONNA HAPPEN NEXT!

GENTLEMEN, YOU ARE SO RIGHT! AND NOW I'LL TAKE THOSE DIAMONDS!

THE VULTURE!!

WE EXPECTED AN ATTACK FROM ABOVE!

BEFORE THE STARTLED OFFICERS CAN FIRE, THE WILY VULTURE PLUMMETS BACK UNDERGROUND, DROPPING THE MANHOLE COVER INTO PLACE ABOVE HIM! THEN...

I'LL BE MILES AWAY BEFORE THEY CAN EVEN LIFT THAT MANHOLE COVER!

AND THEY'LL NEVER KNOW WHICH OF THESE TWISTING TUNNELS I'M FLYING THROUGH!

A SHORT TIME LATER, AT THE OTHER END OF TOWN, A TRiumPHANT VULTURE DECIDES TO LEAVE HIS UNDERGROUND LAIR AS DRAMATICALLY AS POSSIBLE...

LOOK--THE VULTURE!! HE JUST FLEW OUT OF THE SUBWAY TUNNEL!

THIS WILL GIVE THE FOOLS SOMETHING TO TALK ABOUT FOR YEARS TO COME!

MEANWHILE, LEARNING WHAT HAS OCCURRED, PETER PARKER MANAGES TO FIND A DESERTED ALLEY, AND THEN, MOVING WITH BLINDING SPEED... HE DID IT!

HE FOOLEO EVERYONE... EVEN ME! BUT I'LL FIND HIM! IF I CAN GET SOME NEW PICTURES OF HIM NOW, I'LL BE ABLE TO NAME MY OWN PRICE FOR THEM!
THE THING I LIKE BEST ABOUT BEING THE SPIDER-MAN IS SCALING THESE SHEER WALLS! I DON'T THINK I'LL EVER STOP GETTING A CHARGE OUT OF IT!

NOW, IF THE VULTURE IS ANYWHERE IN THE AREA, MY SPIDER SENSES WILL DETECT HIM. AHH--I'M BEGINNING TO GET A TINGLE NOW!

WHAT A BREAK! THERE HE IS NOW! IT'LL BE A CINCH FOR ME TO FOLLOW HIM, USING MY WEB TO SWING FROM BUILDING TO BUILDING!

BUT, AS LUCK WOULD HAVE IT, THE VULTURE CHOOSES TO LOOK BEHIND HIM AT THAT VERY SECOND, AND... BETTER CHECK TO SEE IF ANY POLICE HELICOPTERS ARE WHAT THE--IT'S SPIDER-MAN! HE'S FREE! AND HE'S FOLLOWING ME!

HE'S TOO DANGEROUS! I'VE GOT TO GET RID OF HIM FOR GOOD!

FIRST, I'LL EXECUTE A FAST LOOP-THE-LOOP WHICH WILL PUT ME BEHIND HIM!

HOLY SMOKE--WHERE'D HE GO?!? HE COULDN'T HAVE FLOWN AWAY SO FAST!
WAIT!! I--I feel vibrations in the air behind me! The Vulture must have doubled back behind me somehow!

Forewarned by his fabulous Spider's sense, Spider-Man wheels about in time to avoid the full impact of the Vulture's swooping dive, but one powerful wing sends the colorfully clad figure toppling from the edge of the roof!

No, you don't! This time I'm ready for you!

Wha--?? He hit my foot with that accursed web of his!

Pulling himself up hand over hand, the mighty Spider-Man manages to get within grabbing distance of the Vulture's ankle, and then...

You fool! Here in the sky we're in my element! I'll shake you off--and be rid of you for good!

Talk is cheap birdman! This time I'm sticking!

And now to test out my little gadget! Here's hopin' it works.

That did it! You're out of control! I've beaten you!

What did you do? I can't stay aloft! You--you'll kill us both!
SPEAK FOR YOURSELF, MISTER! THE SKY IS MY ELEMENT AS MUCH AS YOURS! JUST WATCH!!

I CAN ALWAYS SAVE MYSELF BY SHOOTING MY WEB AT A NEARBY BUILDING—LIKE THIS!

AS FOR THE VULTURE, HE'LL MANAGE TO BREAK HIS FALL BY SPIRALING DOWN, BUT HE'S GONNA HAVE A TOUGH TIME EVER USING THOSE WINGS AGAIN.

HERE COMES THE POLICE HELICOPTER! THEY MUST HAVE SIGHTED US WHEN WE WERE BATTING! THIS IS MY CHANCE TO GET SOME EXCLUSIVE PICS OF THE CAPTURE OF THE VULTURE!

TAKE 'ER DOWN, CHARLIE! WE WERE RIGHT! IT IS THE VULTURE!

CAN'T GET UP! WIND KNOCKED OUT OF ME! WHAT'LL I DO—??

IF THIS DOESN'T TAKE THE CAKE! WHOEVER THOUGHT WE'D BE ABLE TO CAPTURE THE VULTURE SO NICE AND EASY?? WHAT HAPPENED, FELLA? DID YOU HAVE A TAILSPIN?

PLEASE— NO JOKES! THESE PICTURES SHOULD BE PRIZE-WINNERS!
That does it! Now to get these shots to Jameson and ask for top dollar for them!

Let's go, Birdman! We'll get you to headquarters and find out once and for all how you managed to fly the way you did!

If they asked me, I could have told them! The absence of noise gave me the clue! I suspected that he had discovered a way to harness magnetic power! That's why my gadget made him fall...it's an anti-magnetic inverter—and it worked!

Then, as the next day dawns...

Tell me, Parker, are you a magician? How does a teenager like you manage to get pictures that our best staff photographers would give their eye teeth for?

Remember our deal, Mr. Jameson? That's my secret! Now if you don't want the pix...

Are you out of your mind? With pictures like these, I can almost stand living in the city with Spider-Man! Take a bonus and go out and buy yourself some twist records!

He thinks I'm just a typical teen-age kid! Good! That's the way I like it! And this wad of bills he paid me is what I like also!

And upon reaching his home...

Aunt May, this money means you're not gonna have to worry about anything again. I paid the rent for a full year, and tomorrow I'm buying you the newest kitchen appliances you ever drooled over!

Oh, Peter, I'm so proud of you! It's just like your Uncle Ben always said—you're the most wonderful boy in the world!

While, in a lonely cell, the Vulture has a slightly different opinion of our hero...

I wouldn't be here if not for that accursed Spider-Man! But sooner or later, I'll get free—and I'll develop a flying power that he cannot overcome! And then, Spider-Man, it will be my turn toloat!
HE LOOKS SO HARMLESS--AND YET THE TINKERER IS ONE OF THE GREATEST MENACERS I'VE EVER FACED!

EVERYBODY LOVES A BARGAIN! BUT SOMETIMES IT CAN BE DANGEROUS TO ACCEPT A BARGAIN WHICH IS TOO GOOD TO BE TRUE! ESPECIALLY IF THE BARGAIN IS BEING OFFERED BY SOMEONE LIKE THE TINKERER, WHO--

BUT WAIT! LET'S SEE HOW IT ALL BEGAN--AND HOW IT TOOK SPIDER-MAN TO FINISH IT!

STORY: STAN LEE
ART: STEVE DITKO
LETTERING: ART SIMEK
A story has to start somewhere, so let's begin ours in the science lab of Midtown High, where we find Peter Parker hard at work while...

Gosh, I thought class would never end today! I couldn't bear looking at one more test tube or Bunsen burner...

Quiet! You'll break Peter's heart! He can't bear to be parted from them...

There's the boy I was telling you about, Doctor! He's Peter Parker, our top science student...

Peter, Professor Cobwell has asked me to recommend a student who could help him with some research over the weekend, and I was wondering...

Gosh! A chance to work with the most famous electronics expert in town? I'd be delighted, sir!

Thank you, my boy! I have some urgent experiments to perform, and will appreciate your assistance!

Here is my address, son! On your way over tomorrow, please stop at the radio repair shop and pick up a small radio for me. I had some new tubes put in it!

Sure, I'll be glad to, Doctor Cobwell!

Minutes later, when the students are alone...

Well well! So Teacher's pet is gonna help the nice little doctor with some experiments this weekend, eh?

Knock it off, Flash! You're darn right I'd jump at the chance to work with a brilliant man like Doctor Cobwell! As for you being a dumbhead, it's nothing to be ashamed of. You were just born that way!

Then, before the angry Flash Thompson can think of a suitable retort, Peter Parker is gone, and the next day, at home...

I'd better take my Spider-Man outfit! Never know when I'll need it! Besides, I feel almost undressed without it!

Hmmm, here's the place the Doc wanted me to pick up his radio!

The Tinkerer Repair Shop--sure is an offbeat name, I wonder what kind of Kookie character runs it?
**Inside the Shop...**

I'm the Tinkerer! What can I do for you, my boy?

I'm here to pick up a radio for Dr. Cobbwell.

Oh yes! Doctor Cobbwell! Just a minute... I'll get it!

Boy, I sure called it right! He looks like a character straight out of Grimm's Fairy Tales!

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**Then, Suddenly...**

Strange... my spider sense picks up odd electric impulses! Must be coming from his testing equipment!

I've got to stop getting so suspicious all the time! The Tinkerer looks about as dangerous as a second-hand creampuff.

Meanwhile, in a sound-proofed basement workroom, directly under the shop...

Dr. Cobbwell is ready for his radio! It is one of our special jobs.

Good! I have just finished it! He may have it now!

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I have inserted our special device! He will never suspect that this is now much more than a simple radio!

So far, none of our special customers suspects what we have done to their radios while we were supposed to be repairing them!

Naturally! Our plan must be completely secret, until we are ready to strike!
AND THEN, AFTER THE LONG CLimb UPSTAIRS AGAIN...

YOU MEAN YOU ONLY CHARGE A DIME TO FIX RADIOS?? BUT--

TUT TUT, MY BOY! I LIKE TO GIVE BARGAINS! THEY BRING ME IN LOTS OF CUSTOMERS!

FINALLY, AT DR. COBBWELL'S LAB...

YES, I HEARD THE TINKERER'S PRICES WERE RIDICULOUSLY CHEAP! THAT'S WHY I TOOK MY RADIO TO HIM! BUT ENOUGH OF THAT--HERE'S THE EXPERIMENT I WANT YOU TO WORK ON FOR ME...

I STILL DON'T GET IT! THE TINKERER MUST BE LOSING MONEY ON EVERY CUSTOMER! AND HE DIDN'T LOOK LIKE A NUT TO ME! SO WHAT'S HIS ANGLE?? NOBODY GIVES ANYTHING FOR NOTHING!

THIS IS BATTY! I'VE GOT TO FORGET THE TINKERER AND CONCENTRATE ON WHAT I'M DOING!

BUT SOMETHING ABOUT HIM KEEPS STICKIN' IN MY CRAW!

WAIT! I KNOW! THOSE ELECTRICAL IMPULSES WHICH I SENSED IN HIS SHOP! NOW I SENSE THEM HERE!

THE PART OF ME WHICH IS SPIDER-MAN IS REACTING SUSPICIOUSLY TO THEM! I'VE GOT TO CHECK THIS OUT!

BUT WHERE CAN THE IMPULSES BE COMING FROM? THE RADIO IS SHUT OFF! AND DOCTOR COBBWELL DOESN'T HAVE ANY OTHER ELECTRICAL GADGETS OPERATING NOW!

HE'S PUTTING ON HIS COAT! THIS IS MY CHANCE--AS SOON AS HE LEAVES!

I HAVE TO LECTURE AT THE INSTITUTE NOW, PETER! I'LL BE BACK IN A FEW HOURS!

SLAM!

HE'S GONE! NOW TO SEE WHAT THIS IS ALL ABOUT!
HEY, NO ORDINARY RADIO HAS GADGETS LIKE THAT INSIDE OF IT! THERE'S WHERE THE IMPULSES ARE COMING FROM—EVEN WITH THE SET OFF!

THAT DOES IT! NOW I'M THRU KIDDIN' AROUND!

NOW SPIDER-MAN IS GONNA TAKE ANOTHER LOOK—SEE AT THE TINKERER'S SHOP!

THE PLACE IS CLOSED FOR THE DAY! WELL, THAT WON'T STOP ME!

I'M GETTING THOSE SAME STRANGE IMPULSES AGAIN! THEY'RE COMING FROM BELOW!

WOW! NO INNOCENT LITTLE REPAIR SHOP EVER HAD A BASEMENT WORKROOM LIKE THAT BEFORE! IT'S MORE LIKE A CONCRETE-REINFORCED DUNGEON!

LUCKY THE DOORS OPEN! I GUESS THEY'RE NOT EXPECTIN' VISITORS!

AND, INSIDE THE ISOLATED WORKROOM...

YES! OUR ELECTRONIC SPY DEVICES, HIDDEN IN RADIOS BELONGING TO IMPORTANT EARTHLINGS, HAVE ENABLED US TO LEARN MUCH ABOUT THEIR STRENGTHS AND WEAKNESSES, BEFORE WE ATTACK THIS UNSUSPECTING PLANET!

YOU HAVE DONE YOUR WORK WELL, TINKERER, WE ARE ALMOST READY TO STRIKE!

QUIET! I AM PROCESSING THE LATEST PICTURES RELAYED BACK TO US BY OUR PIN-POINT TV SPY DEVICE WHICH YOU PLANTED IN THE RADIO OF A MILITARY LEADER!
SILENCE! I MUST REMEMBER WHAT THEY SAY!

I SUMMONED YOU, COLONEL, TO DISCUSS OUR PLANS FOR THE DEFENSE OF OUR EASTERN SEABOARD IN CASE OF A SURPRISE ATTACK BY ANY HOSTILE FORCE...

SO THAT'S WHAT IT'S ALL ABOUT! THEY'RE ENEMY ALIENS FROM ANOTHER PLANET, USING SOME SORT OF EERIE SPY DEVICES WHICH THEY PLACE IN OUR RADIOS IN ORDER TO LEARN OUR MILITARY AND SCIENTIFIC SECRETS!

A SPY!

WHew! NOT A SECOND TOO SOON! NOW, NO PLACE TO GO BUT INSIDE!

A COSTUMED EARTH CREATURE! SEIZE HIM!

IT'S NOT GONNA BE THAT EASY, BUDDY-BOY!

SEE WHAT I MEAN??

LOOK! HE CAN CLIMB SHEER WALLS!

IF HE ESCAPES WITH KNOWLEDGE OF OUR PLANS, WE ARE LOST!

HE IS NO ORDINARY EARTHLING! HE IS SPIDER-MAN! GET HIM!

HAAH! THAT INVERTER MECHANISM, THROWN AT HIM, LOOSENED HIS GRIP ON THE CEILING! HE'S FALLING!
WE CAN OVERWHELM HIM BY SHEER WEIGHT OF NUMBERS!
I'VE GOT NEWS FOR YOU! IT'S BEEN TRIED BEFORE!
HIS STRENGTH IS GREATER THAN WE SUSPECTED!
HE SHOOK US ALL OFF! A WEAPON! WE NEED A WEAPON!

WE HAVE A WEAPON! THE TINKERER IS NEVER UNPREPARED! THIS WILL STOP SPIDER-MAN!

OH... OH... IT WOULD HAVE KILLED ANY NORMAL HUMAN-- BUT IT MERELY STUNNED HIM!

QUICKLY! PUT HIM INTO THE SPECIMEN CAGE BEFORE HE COMES TO!

THERE! NOTHING THAT LIVES CAN BREAK OUT OF THAT RESISTOGLASS ENCLOSURE!

NOW, OUR FINAL PROBLEM IS TO FIND A SUITABLE WAY TO DISPOSE OF THE MEDIATOR!

HE IS THE ONLY MORTAL ON EARTH WHO EVEN SUSPECTS OUR PRESENCE HERE-- THE ONLY ONE WHO KNOWS OUR MASTER PLAN!

THERE IS NO QUESTION ABOUT IT! HE MUST BE DESTROYED, RELEASE THE AIR FROM THE RESISTOGLASS PRISON!
WITHIN MINUTES, SPIDER-MAN WILL NO LONGER BE A MENACE TO US!

I'VE GOT TO MOVE FAST! THAT CONTROL PANEL ALSO OPENS AND SHUTS THIS CRAZY LITTLE MOUSETRAP!

THE AIR IS BEING FORCED OUT THRU THESE TINY HOLES! BUT INSTEAD OF KILLING ME, THESE LITTLE OPENINGS ARE GONNA SAVE ME!

IT'S A GOOD THING MY SPIDER'S WEB LAUNCHER IS LOADED AND READY FOR ACTION!

CANT AFFORD TO MISS! I'VE GOT TO LINE IT UP PERFECTLY WITH THE HOLE AND THE PROPER CONTROL PANEL BUTTON!

I'VE GOT THE SAFETY CATCH OFF—THE NOZZLE ON TARGET—HAND STEADY—

BULL'S EYE!

SAFETY CATCH ON

IT WORKED! THE CAGE IS OPEN! I'M FREE!

LOOK! IT'S IMPOSSIBLE, BUT—HE'S LOOSE! SPIDER-MAN IS LOOSE!

YOU FOOL! YOU JARRED MY ARM! I'VE DESTROYED OUR CONTROL PANEL!

WHO DO YOU THINK YOU ARE—THE TOWN CRIER???
IT WOULD TAKE MONTHS TO REBUILD THAT CONTROL PANEL! WE -- WE HAVEN'T THE TIME!

QUICK! LET US FLEE WHILE WE CAN! SPIDER-MAN IS TOO POWERFUL!

WAIT! DON'T LEAVE ME! DON'T ABANDON ME!

HOLD ON THERE, LAUGHING BOY! YOU'RE NOT GOING ANYWHERE!

THEY WERE JUST DOING THEIR DUTY TO WHATEVER PLANET THEY WERE FROM! BUT YOU'RE A TRAITOR--!

THIS SMOKE! THE BURNING CONTROL PANEL -- IT PUT THE WHOLE PLACE ON FIRE! STOP STRUGGLING, TINKERER! I'M TRYING TO SAVE YOU!

NO! LET ME GO! TAKE YOUR HANDS OFF ME! NOBODY TOUCHES THE TINKERER!

CAN'T SEE! THE SMOKE -- IT'S BLINDING ME -- CHOKING ME -- GOT TO GET AWAY!

JUST IN TIME! COULDN'T HAVE LASTED MUCH LONGER! BUT THE BUILDING IS A TOTAL WRECK! IT'LL BE REDUCED TO ASHES IN MINUTES!

I HEAR SIRENS! FIRE ENGINES! SOMEONE MUST HAVE TURNED IN AN ALARM! I'VE GOT TO DISAPPEAR!

LOOK! IT'S SPIDER-MAN!

MAYBE HE STARTED THE FIRE! BUT -- WHY??
MEANWHILE, A STRANGE SPACECRAFT BEGINS TO STREAK AWAY FROM EARTH...
SAFE AT LAST! PRESS THE BUTTON WHICH WILL DESTROY ALL OUR SPY DEVICES BY REMOTE CONTROL!

IT IS DONE! WE CAN NEVER AGAIN RETURN TO EARTH -- THEY WILL BE ON GUARD FROM THIS DAY ON!

AND BACK AT THE LABORATORY OF DOCTOR COBBWELL...
I'VE RE-EXAMINED THE RADIO, AND IT'S PERFECTLY NORMAL NOW! NO DEVICES -- NO IMPULSES -- NOTHING!

HERE COMES DR. COBBWELL! HE LOOKS EXCITED!
MY BOY, I JUST SAW THE MOST STARTLING SIGHT!

AS I WAS RETURNING FROM THE LECTURE IN MY CAR, I GLANCED SKYWARD -- AND I COULD HAVE SWORN I SAW A SPACE SHIP OF SOME SORT, FADING INTO THE ATMOSPHERE!

REALLY? WHAT DID IT LOOK LIKE, SIR?

WELL, IT WAS SORT OF -- OHHH, WHAT AM I SAYING?? I MUST HAVE IMAGINED IT! NOBODY WOULD BELIEVE ME, ANYWAY! I HAVE NO PROOF! PEOPLE WILL THINK I'M A TYPICAL ABSENT-MINDED PROFESSOR! FORGET IT, PETER! LET'S GET BACK TO WORK!

SURE, DOC!

AND YET, I WAS SO SURE...

I KNOW HOW THE DOC FEELS! IF NOT FOR THIS MASK I YANKED OFF THE TINKERER AT THE LAST MINUTE, I MIGHT NOT BELIEVE IT MYSELF! BUT I'D BETTER NEVER MENTION THIS TO ANYONE! IT WOULD BE TOO HARD TO EXPLAIN HOW PETER PARKER KNOWS SO MUCH ABOUT THE SPIDER-MAN'S ADVENTURES!

THE BEGINNING... OF MORE AND GREATER SPIDER-MAN ADVENTURES STARTING NEXT ISSUE!
Fortunately for Peter Parker (and the world at large), the amazing teen-ager is a brilliant science student! He has devoted long hours of study to learning everything he can about spiders. Although it is not a matter of public knowledge, he is probably the world's greatest authority on the subject of webs and their creation...

His web-making ability is one of his most closely-guarded secrets! But we can tell you this... He makes his own web fluid under the most exacting conditions in the lab, storing it in small, compact cylinders like miniature toothpaste tubes!

As any Spider-Man reader knows, Spidey's web-shooter is worn at his wrist, and activated by the slightest touch of his finger upon the super-sensitive electrode located on the palm of his hand!

Inasmuch as his webbing is his most potent weapon, the masked adventurer always carries spare web-fluid capsules clipped onto his ingeniously designed utility belt!

By adjusting the nozzle of his web-shooter in one easy motion, Spidey can eject his web fluid in any one of three different ways...

1. As a thin, incredibly strong line...
2. As a fine, quick-spreading spray...
3. Or as a thick, tremendous-ly adhesive liquid...!