



MARVEL
COMICS
GROUP 12¢

the AMAZING SPIDER-MAN

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HOW CAN SPIDER-MAN
DEFEAT A FOE WHO
CANNOT BE INJURED??
DON'T DARE MISS.....

**"NOTHING CAN STOP...
THE SANDMAN!"**



"NOTHING CAN STOP... THE SANDMAN!"



IN THE SPACE OF ONLY THE FIRST THREE ISSUES, YOU READERS HAVE MADE **SPIDER-MAN** ONE OF THE GREATEST, MOST PHENOMENAL SUCCESSSES IN THE HISTORY OF SUPER CHARACTERS! AND NOW, WITH THIS RECORD-BREAKING FOURTH ISSUE, **SPIDER-MAN** SOARS TO STILL GREATER HEIGHTS AS HE BATTLES THE MOST FANTASTIC Foe OF ALL! SO, SETTLE BACK FOR THE THRILL OF YOUR LIFE--THE FATEFUL MOMENT WHEN **SPIDER-MAN** MEETS--THE **SANDMAN!**

by
Stan Lee
+
STEVE
DITKO

KNOW WHAT NEW YORK'S BIGGEST TOURIST ATTRACTION IS? GRANT'S TOMB? EMPIRE STATE BUILDING? NOPE! IT'S A COLORFUL CRIME-FIGHTER NAMED **SPIDER-MAN!**

LOOKS LIKE OL' J. JONAH IS STILL GUNNIN' FOR ME IN HIS PAPER! SOME GUYS JUST NEVER GIVE UP!

"The SPIDER-MAN MENACE!"
A NEW SERIES BY
J. JONAH JAMESON
STARTING TODAY IN THE DAILY BUGLE

HEY! WHAT'S GOIN' ON??

WHO'S THE WISE GUY?

IT FEELS LIKE A PIECE OF WEB DROPPED DOWN ON US! BUT... WHO...?

THERE'S NO LAW AGAINST THREE HONEST CITIZENS WALKIN' IN THE STREET AT NIGHT! THEN YOU COME SWOOPIN' DOWN ON US, SCARIN' UP OUTTA OUR WITS! YOU'RE A MENACE... JUST LIKE J. JONAH JAMESON SAYS!

HE'S RIGHT! I WAS A FOOL! I SHOULD HAVE WAITED 'TILL THEY BROKE INTO THE STORE! NOW I'VE NO EVIDENCE!

WELL! WELL! IF I EVER SAW THREE PUNKS CASIN' A JEWELRY STORE, I SEE IT NOW!

WELL, IT'S NOT DR. KILDARE!

SPIDER-MAN! WE'RE SUNK!

SHUDDUP, STUPID! I'LL HANDLE THIS!

DON'T YOU FEEL LIKE A JERK, PARADIN' AROUND IN PUBLIC IN THAT GET-UP??

A FINE WAY TO TALK TO A SUPER HERO! BUT WHAT CAN I DO ABOUT IT?

HEY, LET'S SWEAR OUT A WARRANT AGAINST SPIDER-MAN! I'LL CALL A COP! HELP POLICE!

I WAS RIGHT! NO SOONER DOES THE PROPRIETOR LOCK UP FOR THE NIGHT AND HEAD FOR HOME, THEN THEY START SNEAKIN' UP TO THE PLACE!

IF YOU'RE THINKEIN' OF PUTTIN' UP A FIGHT, BROTHER, LET ME WARN YOU...

A FIGHT? THE ONLY FIGHT I'LL PUT UP IS IN COURT! I'M SUIN' YOU FOR ASSAULT AND BATTERY, AND I GOT WITNESSES TO PROVE IT!

YEAH, THAT'S RIGHT!

"THIS IS BATTY! THEM CALLING FOR HELP AGAINST ME!"

POLICE!!

BOY, YOU NEVER CAN GET A COP WHEN YOU WANT ONE!

WE'LL HELP YA! HEY, POLICE!

I SEE ONE COMIN' NOW!







AND HOW'S THIS?? NO HANDS!!

OOOF!

HE CAN CHANGE HIS BODY AS EASILY AS MISTER FANTASTIC... ONLY SANDMAN ISN'T ON OUR SIDE!

*MR. FANTASTIC: FAMOUS LEADER OF THE FABULOUS FANTASTIC FOUR!



DON'T GO 'WAY, CUMM! THE PARTY'S ONLY STARTIN'!

HE'S JUST TOYING WITH ME! I'VE GOT TO USE MY WEB ON HIM!



But THEN...

OH, NO!! I TORE MY FACE MASK!

CAN'T LET ANYONE SEE ME LIKE THIS! IT'LL BE THE END OF MY SECRET IDENTITY!



EVEN IF I COULD, I DON'T DARE TO CAPTURE HIM NOW!

ONCE MY SECRET IS OUT, J. JONAH JAMERSON WILL NEVER STOP HOUNDING ME!

AND AUNT MAY... IF I'M DRIVEN FROM TOWN, WHAT WILL HAPPEN TO HER?

DO YOU GOT ME? SO WHAT? SOON AS THE POLICE GRAB ME, I'LL LET 'EM ALL KNOW WHO YOU REALLY ARE!

TO THINK THAT A PUBLIC MENACE LIVED RIGHT IN OUR MIST, HIDING BENEATH A MASK OF RESPECTABILITY! HE MUST BE EXPELLED FROM SCHOOL... DRIVEN FROM TOWN!!

LOCK HIM UP FOR LIFE! I DON'T WANT DECENT TEENAGERS TO ASSOCIATE WITH HIM!

HE'S JUST AN OVER-GROWN DELINQUENT!

DON'T WORRY ABOUT ME, PETER DARLING! I'M JUST AN OLD LADY... IT'S YOU WHO MATTER!

FOR SALE
PRICE
LACED
10¢



COME BACK HERE, YA BLAMED COWARD! THE AMAZING SPIDER-MAN! BAH!

I'VE GOT TO GET AWAY! CAN'T TAKE A CHANCE ON HIM RECOGNIZING ME! THE RISKS ARE TOO GREAT!



HE'S GONE! NOW I'LL JUST GET BACK TO BUSINESS!



IT'S EASY FOR A GUY TO JUMP OFF A BUILDING... IF HE CAN TURN INTO SMALL, WEIGHTLESS SAND PARTICLES!



THEN, AFTER I LAND ON THE SIDEWALK, ALL I HAFTA DO IS RE-FORM THE PARTICLES AGAIN...



AND NOW FOR THAT DATE WITH A BANK!!

REACHING THE BANK, **SANDMAN** REFORMS THE PARTICLES OF HIS INDEX FINGER INTO THE SHAPE OF A BLANK KEY...



THIS IS EASIER THAN USIN' BURGLAR TOOLS!

INSERTING HIS FINGER INSIDE THE LOCK, THE "KEY" TAKES THE EXACT SHAPE OF THE LOCK ITSELF, ENABLING IT TO MOVE THE TUMBLERS, THUS OPENING THE DOOR!



ONCE INSIDE THE BANK, **SANDMAN** THEN SLIDES ALONG THE FLOOR, SLITHERING UNDER THE ELECTRIC EYE BARRIER WITHOUT SETTING OFF AN ALARM!



UNTIL...

SO FAR SO GOOD! NOW TO TACKLE THE MAIN VAULT ITSELF!



MEANWHILE, AT THE HOME OF **PETER PARKER**, HIGH SCHOOL SCIENCE MAJOR... WE FIND PETER, ALIAS **SPIDER-MAN**, WRESTLING WITH AN UNUSUAL PROBLEM FOR A SUPER-HERO...

IF THIS DOESN'T TAKE THE CAKE, I CAN'T GO OUT IN PUBLIC AS **SPIDER-MAN** UNTIL MY MASK IS SEWN UP, AND WHEN IT COMES TO SEWING, I'M ALL THUMBS!



THIS IS **RIDICULOUS!** I'M NO COTTON-PICKIN' **SEAMSTRESS!** BUT I'VE GOT TO DO IT MYSELF!



I CAN'T WALK INTO A TAILOR SHOP AND SAY "SEW UP MY **SPIDER-MAN** SUIT, PLEASE" WITHOUT MAKING SOMEBODY JUST A LITTLE SUSPICIOUS ABOUT WHO I AM!

OUCH! DARN NEEDLE! WISH I COULD ASK AUNT MAY, WITHOUT AROUSING HER SUSPI-- **HEY!** WHAT'S THIS?



WE BRING YOU A SPECIAL BULLETIN! THE DREADED **SANDMAN** HAS BEEN RECAPTURED IN OUR CITY!



FOR THOSE OF YOU WHO ARE UNFAMILIAR WITH **SANDMAN'S** BACKGROUND, CHANNEL 1 PRESENTS THIS BRIEF SUMMARY: A FEW MONTHS AGO HE WAS AN INMATE AT ISLAND PRISON...

"KNOWN AS FLINT MARK, HE WAS THE MOST INCORRIGIBLE PRISONER AT THAT MAXIMUM SECURITY JAIL! THEN ONE NIGHT, HE ESCAPED THRU AN UNGUARDED DRAINAGE TUNNEL."

"VOWING NEVER TO BE RECAPTURED ALIVE, HE HEADED THE F.B.I. LIST OF MOST WANTED CRIMINALS AS HE MANAGED TO REMAIN ONE STEP AHEAD OF THE PURSUING LAWYEN."

"BUT, AS THE POLICE DRAG-NET DREW EVER TIGHTER, HE HID IN THE ONE PLACE WHERE NO ONE WOULD IMAGINE A MAN WOULD HIDE-- AN ATOMIC DEVICES TESTING CENTER."



"REALIZING IT WAS THE ONLY PLACE WHERE HE COULD HAVE A MEASURE OF SAFETY, HE REMAINED ON THE LONELY, FORBIDDEN-AREA BEACH, UNTIL THE FATEFUL DAY THAT A NUCLEAR TEST EXPLOSION CAUGHT HIM UNAWARES!"



BY SOME INCREDIBLE ACCIDENT, THE MOLECULES OF HIS BODY MERGED AT THAT RADIO-ACTIVE INSTANT WITH THE MOLECULES OF THE SAND UNDER HIS FEET, AND HIS BODY TOOK ON THE QUALITIES OF THE SAND ITSELF-- BECOMING VIRTUALLY **INDESTRUCTIBLE!**"



...AND SO, WE URGE EVERY LISTENER TO STAY INDOORS AND--



UH OH! AUNT MAY'S COMING! GOT TO HIDE MY COSTUME-- FAST!

CLICK!

JUST TIME TO THROW MY ROBE ON! HOPE NONE OF IT IS SHOWING!



PETER, DEAR, YOU'VE BEEN STUDYING SO HARD! I BROUGHT YOU SOME COOKIES AND MILK!

WHY ARE YOU CLUTCHING YOUR ROBE SO TIGHTLY? YOU LOOK SO AGITATED! YOU MUST HAVE A FEVER, DEAR!



THAT'S MY BEST EXCUSE!

I--I THINK MAYBE I AM A LITTLE ILL, AUNT MAY!

NOW YOU JUST GET RIGHT INTO BED, PETER! I'LL BRING UP SOME ASPIRINS AND A THERMOMETER FOR YOU!



GOSH, YOU DON'T HAVE TO BOTHER WITH THAT, AUNT MAY! I'M SURE I'LL BE OKAY IN A LITTLE WHILE!

SHE'S GONE! NOW FOR THE NEWS AGAIN...



...POLICE HAVE THROWN A GORDON AROUND THE BANK! SANDMAN IS SAID TO BE STILL INSIDE!

LADIES AND GENTLEMEN, THIS IS ONE OF TV'S MOST DRAMATIC MOMENTS! OUR ON-THE-SPOT CAMERAMAN IS ACTUALLY PHOTOGRAPHING SANDMAN AS HE CALMLY WALKS OUT OF THE BANK! THE POLICE BULLETS DON'T SEEM TO AFFECT HIM!



MINUTES LATER...

SANDMAN MADE A CLEAN GETAWAY! I'LL BET SANDMAN COULD STOP HIM, IF ONLY I COULD SEW MY MASK AND SLIP AWAY FROM AUNT MAY!



YOU'LL BE JUST FINE AFTER A GOOD NIGHT'S SLEEP, DEAR! YOU'VE BEEN STUDYING TOO HARD!

MEANWHILE, THE **SANDMAN** RACES THRU THE CITY, WITH THE PURSUING POLICE RIGHT AT HIS HEELS...



SUDDENLY TURNING A CORNER, HE DROPS HIS STOLEN MONEY-BAG AS HE WILLS HIS RADIATION-AFFECTED BODY TO CHANGE ITS PHYSICAL STRUCTURE...



AND THE UNSUSPECTING OFFICERS RUN PAST! FOR WHO WOULD THINK TO SUSPECT WHAT LIES BENEATH AN INNOCENT-LOOKING MOUND OF **SAND** IN A VACANT LOT?!



THE NEXT MORNING...

AND THOUGH **SANDMAN** HAS MADE GOOD HIS ESCAPE, THE POLICE ARE KEEPING CONSTANT VIGIL...



HMM, YOU SEEM BETTER THIS MORNING, DEAR, AND YOUR TEMPERATURE IS PERFECTLY NORMAL! I'LL FIX YOU A NICE, WARM BREAKFAST AND YOU CAN GO TO SCHOOL!

AS SOON AS HIS DOTING AUNT LEAVES THE ROOM...

I WHEN/I WAS UP HALF THE NIGHT WORRYING ON THIS, BUT AT LAST IT'S FINISHED! SO I'LL JUST WEAR MY **SPIDER-MAN** COSTUME UNDER MY CLOTHES TODAY...



BREAKFAST IS READY, PETER! BE SURE YOU EAT EVERY DROP! I'VE GOT TO LEAVE A LITTLE **EARLY** TODAY!



THANKS, AUNT MAY! I--EH, I'LL BE A LITTLE LATE COMING HOME TODAY! I'M GOING TO STOP OFF AND SEE MISTER JAMESON ABOUT SOMETHING!



HE'S THAT NICE GENTLEMAN WHO PUBLISHES THE **DAILY BUGLE**, AND **NOW MAGAZINE**. ISN'T HE?

JUST BE SURE YOU DON'T EXERT YOURSELF, DEAR! YOU KNOW HOW EASILY YOU CATCH COLD!



AW, AUNT MAY--I WISH YOU WOULDN'T BABY ME SO! I'M PRETTY HUSKY, YOU KNOW!

NOW, NOW, PETER, WE CAN'T BE TOO CAREFUL, CAN WE? HERE, TAKE YOUR UMBRELLA! IT MAY RAIN TODAY!



BOY, IF THE WORLD EVER FOUND OUT THAT **SPIDER-MAN** HAD TO CARRY AN UMBRELLA AND PROMISE NOT TO EXERT HIMSELF!...

A FEW MINUTES LATER, AT THE PUBLISHING OFFICE OF **J. JONAH JAMESON**...



GOOD MORNING, MR. JAMESON!

HRMPH! BRING ME THE LATEST BULLETINS ABOUT **SANDMAN** RIGHT AWAY! ALSO, I WANT THE FILE ON **SPIDER-MAN**!

FIRST **SPIDER-MAN** PLAGUES THIS CITY, AND NOW **SANDMAN**! I WONDER IF THERE COULD BE ANY CONNECTION BETWEEN THE TWO! WHAT A SCOOBY IT WOULD BE IF I PROVED THERE IS!





HELLO, PETER! WHAT TIME WILL YOU PICK ME UP TONIGHT?

SUFFERIN' CATS!
I FORGOT ALL ABOUT MY DATE WITH LIZ TONIGHT! I'LL HAVE TO BREAK IT!

LUCKY FOR YOU, LIZ! NOW YOU CAN GO OUT WITH A REAL MAN—NAMED **ME!**

GOSH, LIZ, I'M SORRY! I CAN'T MAKE IT! SOMETHING KINDA IMPORTANT CAME UP!

GEE, DON'T BE ANGRY, LIZ! YOU SEE—I-I HAVE TO STUDY FOR TOMORROW'S EXAM, AND...

PETER PARKER! YOU'RE THE TOP STUDENT IN THE CLASS! IF YOU CAN'T SPARE ONE EVENING FOR A DATE, THEN I'M SORRY FOR YOU! **GOODBYE!**

HEY, DIG THE CRAZY UMBRELLA! HOW COME YOU LEFT YOUR **GALOSHES** HOME, SKINNY??

SOMETIMES I THINK I OUGHTTA HAVE MY **HEAD** EXAMINED FOR STICKIN' TO THIS **SPIDER-MAN** BIT! I'M BEGINNIN' TO THINK A SECRET IDENTITY IS FOR THE **BIRDS!** I WONDER IF MY SPIDER POWER IS AFFECTING MY **BRAIN**, ALSO! NOTHING I DO SEEMS TO TURN OUT RIGHT!

PARKER! STOP DAY-DREAMING IN CLASS!

MEANWHILE, NOT TOO FAR AWAY, **SANDMAN** IS HAVING **HIS** SHARE OF TROUBLE, ALSO, AS HE REALIZES THAT EVADING THE POLICE ISN'T EASY—NOT EVEN FOR A **SUPER-CRIMINAL!**

I TURNED MY LEGS INTO SAND JUST IN TIME! THESE BLASTED COPS ARE ALL OVER THE PLACE!

THEY MAY BE HAVIN' A TOUGH JOB HOLDIN' ME, BUT THEY SURE ARE WEARIN' ME DOWN! I'VE GOT TO FIND A PLACE WHERE I CAN HOLE UP AND **REST** FOR A WHILE!

HMM, THAT HIGH SCHOOL OVER THERE LOOKS LIKE A GOOD SPOT! NOBODY'D EVER THINK TO LOOK FOR ME IN **THERE!**

EVERYONE'S IN CLASS, EXCEPT FOR THAT LONE KID! NOW TO FIND AN EMPTY CLASSROOM!

THAT'S WHAT I GET FOR NOT PAYING ATTENTION IN CLASS! I GOT STUCK WITH THE JOB OF CARRYING THESE OLD BOTTLES FROM THE LAB TO THE BOILER ROOM! A REAL **GLAMOR BOY**, THAT'S ME!

LEAVE 'EM THERE, SONNY! I'LL GET RID OF 'EM AS SOON AS I ADJUST THIS NEW KING-SIZE VACUUM CLEANER!

HE DOESN'T KNOW HOW **LUCKY** HE IS! NO WORRIES EXCEPT KEEPING THIS SCHOOL CLEAN! NO NUTTY VILLAINS TO CHASE, LIKE I HAVE!

AND, ON THE FLOOR ABOVE...

SOMEONE'S COMIN'! I'D BETTER DUCK INTO THIS ROOM HERE!









I'M TRYING TO SOUND CONFIDENT TO HIM, BUT I'LL BE **BLAMED** IF I KNOW WHAT TO TRY **NEXT!!** HE'S SURE NO SITTING DUCK!



GOTTA CATCH MY BREATH FOR A SEC! HE--HE'S GOT ME TRAPPED IN THIS CORNER! CAN'T RUN--AND MY PUNCHES DON'T SEEM TO BE HURTING HIM!

NOW I'VE GOT YOU WHERE I **WANT YOU!** HOLD STILL, **INSECT MAN!** --THIS WON'T TAKE LONG!



ALL RIGHT, IF YOU WANNA **KEEP PUNCHIN'** ME, I'LL MAKE IT **EASY** FOR YA! **THERE--** I MADE MYSELF ALL NICE AND SANDY AGAIN! AND **NOW--**

MY FIST WENT RIGHT THRU HIM! BUT, HE MADE HIS BODY **HARD** AGAIN! I--I'M **STUCK!**



I DON'T WANTCHA TO GET **BORED** CHUM! SO I'LL HIT YOU A **DIFFERENT** WAY! EVER GET ANY LOVE TAPS FROM A GUY'S **ROCK-HARD HEAD?**

UGH! OWN...



IF--IF I DIDN'T HAVE MY **SPIDER STRENGTH**, I'D BE OUT FOR THE COUNT NOW! CAN'T TAKE MUCH MORE OF THIS! GOTTA DO **SOMETHING!!**



SUDDENLY, SUMMONING EVERY REMAINING BIT OF STRENGTH IN HIS AMAZINGLY POWERFUL BODY, THE SPIDER-MAN EXERTS ONE LAST MIGHTY EFFORT AND FLIPS SANDMAN OVER HIS HEAD, AGAINST THE IRON STAIRWAY POST!

WHA--RR!

THE AWESOME CRIMINAL RELEASES HIS HOLD ON SPIDER-MAN AS HE SHATTERS INTO COUNTLESS GRAINS OF SAND...

I'M FREE!



--BUT FOR HOW LONG? HE'S ALREADY REFORMING THE SANDY ELEMENTS OF HIS BODY INTO A SOLID MASS!



NICE TRY, SPIDER-MAN! BUT A FAT LOT OF GOOD IT'LL DO YA!!

BOY! ANYONE WHO WANTED TO TRADE PLACES WITH ME RIGHT NOW WOULDN'T HAVE TO COAX ME VERY HARD!



I'LL JUST LET MY GRAINS OF SAND Ooze OVER THERE TOWARDS YOU... LIKE HAVIN' YOUR LEGS IN QUICKSAND, ISN'T IT?

I'LL BET YOU'D BE GREAT AT A PARTY! YOU'RE JUST A BARREL OF FUN, AREN'T YOU?!!



WELL, THIS LITTLE PARTY'S GONNA END PRETTY SOON! HERE'S WHERE I PUT YOU AWAY FOR KEEPS, YOU COSTUMED PEST!



HE'S TRAPPING ME MORE AND MORE! I CAN'T BREAK LOOSE! WAIT! I'VE GOT AN IDEA!



WHILE HE'S BUSY TRYING TO MAKE ME HELPLESS, I'LL BEND DOWN AND TRY TO MAKE HIM FORM HIMSELF INTO SOME SORT OF A BALL!

I NOTICE YOU'RE NOT GIVIN' OUT WITH ALL THE WISECRACKS NOW, SPIDER-MAN!



IT WORKED! I MANEUVERED HIM NEAR THE BASEMENT STEPS! NOW-- IF I'M LUCKY--

YOU'RE JUST PROLONGIN' THE AGONY LAMEBRAIN! THIS AINT GONNA HELP YA!



OOF!

STILL THINK IT WON'T HELP ME??



OKAY, YOU HAD YOUR FUN! NOW I'M THRU BOOLIN' AROUND!



THAT SO? I'M JUST GETTIN' STARTED!

THIS ELECTRIC PRILL WILL BORE THRU ANYTHING! SO YOU'D BETTER KEEP YOUR DISTANCE, SANDMAN!



DON'T YOU *EVER* LEARN?? ALL I GOTTA DO IS MAKE MY BODY LIKE *SAND* AGAIN! THAT DUMB THING CAN'T HURT ME!

SO FAR, SO GOOD! HE DOESN'T SUSPECT THAT THAT'S JUST WHAT I *WANT* HIM TO DO!



STILL NOT CONVINCED, HUH? OKAY, GO AHEAD-- WASTE YOUR TIME! HOW'D A NUT LIKE *YOU* EVER GET TO BE A SUPER-HERO, ANYHOW??

JUST STICK AROUND, BIG MAN! YOU'LL FIND OUT BEFORE YOU KNOW IT!



MOVING WITH BREATH-TAKING SPEED, THE AMAZING *SPIDER-MAN* SUDDENLY DROPS HIS DRILL AND SEIZES THE HUGE INDUSTRIAL VACUUM-CLEANER WHICH THE SCHOOL JANITOR HAD BEEN ADJUSTING EARLIER IN THE DAY!

SO, YOU WANTED A DIPLOMA, EH?

WHAT'S *THAT* GOT TO DO WITH ANYTHIN'??



JUST *THIS*! HERE'S THE FIRST PART OF YOUR EDUCATION--- COURTESY OF YOUR FRIENDLY NEIGHBORHOOD *SPIDER-MAN*!

OHhhh...





LATER...

ALL RIGHT, THE SCHOOL IS CLEARED OUT, EXCEPT FOR **SANDMAN!** NOW **GET HIM** BEFORE HE AND **SPIDER-MAN** ESCAPE!

YOU'RE OFF BASE THERE, JAMESON! WE'RE NOT AFTER **SPIDER-MAN!** FAR AS WE KNOW, HE'S HELPING US TO **BATTLE SANDMAN!**

SO, HE'S GOT YOU FOOLED TOO, HAS HE? I'M CONVINCED THEY'RE IN **CANDOTS!** FOR ALL WE KNOW, THEY'RE PLANNING TO LOOT THIS ENTIRE CITY TOGETHER!

JAMESON, WHY DON'T YOU LET ME HANDLE-- WAIT! **LOOK!!**



YOU CAN BREATHE EASY, CAPTAIN! **SANDMAN** IS INSIDE, ALL WRAPPED UP FOR YOU!



IT'S **SPIDER-MAN!!** HE DID IT!

DON'T LET HIM FOOLED YOU! IT COULD BE A **TRICK!** YOU'VE GOT TO CAPTURE **SPIDER-MAN!** HOLD HIM UNTIL YOU FIND THE **SANDMAN!**



BETTER COME DOWN FROM THERE, **SPIDER-MAN!** YOU'LL HAVE TO GIVE US A FULL REPORT!



AND I'VE GOT A FEW QUESTIONS TO ASK HIM, TOO! MY PAPERS WANT TO KNOW MORE ABOUT HIM! WHY IS **SPIDER-MAN** ALLOWED TO ROAM THE CITY AT WILL--TAKING THE LAW INTO HIS OWN HANDS??

BOY, NOTHING I DO CAN SATISFY JAMESON! I'D BETTER WATCH MY STEP--HE HAS A WAY OF INFLAMING THE CROWD, TURNING EVERYTHING I SAY AND DO AGAINST ME! IF THE POLICE LISTEN TO HIM, I'M LIABLE TO BE LOCKED UP, TOO!





HERE--**SANDMAN'S** INSIDE--BETTER HANDLE WITH CARE!

CAPTAIN, MAKE **SPIDER-MAN** COME DOWN, TOO! WHY WON'T HE FACE US?? WHAT IS HE TRYING TO HIDE?? AS A TAXPAYER, I **DEMAND** HE BE APPREHENDED!



BUT, INSIDE THE SCHOOL AGAIN, **SPIDER-MAN** HAS OTHER PLANS...

I'VE GOT TO CHANGE BACK TO **PETER PARKER** ON THE DOUBLE, BEFORE THEY FIND ME!



A FEW SECONDS LATER...

I SURE HOPE NO ONE TIES MY SUDDEN APPEARANCE IN WITH THE **DISAPPEARANCE** OF **SPIDER-MAN**!

HOLD ON THERE, PARKER! I'VE BEEN **LOOKING** FOR YOU!



SO, YOU WERE HIDING IN THE SCHOOL, EH? GOOD BOY! DID YOU GET ANY EXCLUSIVE PICTURES OF THOSE TWO MENACES FOR ME??

YES SIR, I DID! I WAS, EH, KINDA LUCKY THIS TIME!



HERE'S THE FILM, MISTER JAMESON! I DIDN'T HAVE TIME TO HAVE IT DEVELOPED!

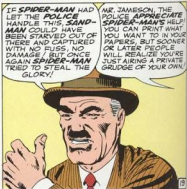
THAT'S ALL RIGHT! DON'T WORRY ABOUT IT! I'LL TAKE THE COST OF DEVELOPING OUT OF YOUR PAY!



NOT A SIGN OF **SPIDER-MAN**, CHIEF!

WELL, WE'VE NOTHING AGAINST HIM ANYWAY! AND WE DO HAVE **SANDMAN** UNDER WRAPS!

NOTHING AGAINST **SPIDER-MAN**??!! WHAT ABOUT THE **DAMAGE** DONE TO THE INSIDE OF THE SCHOOL?? WAIT TILL MY PAPERS WRITE AN **EDITORIAL** ABOUT HIM WRECKING PUBLIC PROPERTY!



IF **SPIDER-MAN** HAD LET THE **POLICE** HANDLE THIS, **SANDMAN** COULD HAVE BEEN STARVED OUT OF THERE AND CAPTURED WITH NO FUSS, NO **DAMAGE**! BUT ONCE AGAIN **SPIDER-MAN** TRIED TO STEAL THE GLORY!

MR. JAMESON, THE **POLICE** APPRECIATE **SPIDER-MAN'S** HELP! YOU CAN PRINT WHAT YOU WANT TO IN YOUR PAPERS, BUT SOONER OR LATER PEOPLE WILL REALIZE YOU'RE JUST AIRING A PRIVATE GRUDGE OF YOUR OWN!



WOULD YOU LIKE US TO HELP YOU CROSS THE STREET, SONNY? MERBIE WE COULD--

HEY! WHAT GIVES? YOU OUGHTTA FEEL HIS ARM UNDER THIS JACKET, FLASH! PARKER'S GOT MUSCLES LIKE A WEIGHT LIFTER!

HNMPH! TOO BAD HE DOESN'T HAVE COURAGE TO MATCH!

YOU SAID IT, LIZ! COME ON, CHICK, LET'S GO! THIS COMPANY IS BORIN' ME!



NOW EVEN LIZ THINKS I'M A COWARD! THAT SURE IS PRETTY HARD TO TAKE!

SO LONG, BRAIN WAVE! DON'T LET ANY KINDERGARTEN KIDS RUN AWAY WITH YOUR BOOKS!

THAT'S ENOUGH, FLASH! YOU NEEDN'T BE THAT CRUEL TO PETER!

WOMEN! I THOUGHT YOU WERE MAD AT 'IM!



LATER, WALKING HOME FROM SCHOOL, A THOUGHTFUL PETER PARKER OVERHEARS THE COMMENTS OF HIS NEIGHBORS...

WELL, I SEE THAT SPIDER-MAN CAPTURED THAT AWFUL SANDMAN!

ACCORDING TO THE EDITORIAL, SPIDER-MAN IS JUST AS BAD AS THE OTHER ONE!

JONAH JAMESON WRITES THAT SPIDER-MAN HAS NO BUSINESS TRYING TO CATCH CRIMINALS BY HIMSELF!

IF YOU ASK ME, THAT'S RIGHT! WHO KNOWS WHEN SPIDER-MAN MAY TURN AGAINST SOCIETY?!

WHAT WOULD MAKE A GUY WEAR A GOOFY COSTUME AND RUN AROUND CHASIN' CROOKS?

I DUNNO! HE MUST BE A NEUROTIC OF SOME SORT, PROBABLY HAS DELUSIONS OF GRANDEUR!



DON'T YOU WISH YOU WERE SPIDER-MAN?

NAH! GIVE ME THE HUMAN TORCH ANY DAY!

FINALLY, ALONE IN HIS ROOM, THE AMAZING INDIVIDUAL CALLED SPIDER-MAN SEARCHES HIS SOUL, BEWILDERED, CONFUSED, AND BITTER!

CAN THEY BE RIGHT? AM I REALLY SOME SORT OF A CRACK-POT, WASTING MY TIME SEEKING FAME AND GLORY?? AM I MORE INTERESTED IN THE ADVENTURE OF BEING SPIDER-MAN THAN I AM IN HELPING PEOPLE?? WHY DO I DO IT? WHY DON'T I GIVE THE WHOLE THING UP?

AND YET, I CAN'T! I MUST HAVE BEEN GIVEN THIS GREAT POWER FOR A REASON! NO MATTER HOW DIFFICULT IT IS, I MUST REMAIN AS SPIDER-MAN! AND I PRAY THAT SOME DAY THE WORLD WILL UNDERSTAND!



ONE THING IS CERTAIN! THE WORLD WON'T HAVE LONG TO WAIT FOR SPIDER-MAN'S NEXT GREAT THRILLER! DUE TO YOUR EVER-INCREASING DEMAND, IT WILL BE ON SALE SOON! RESERVE YOUR COPY NOW!