IT HAD TO HAPPEN! SOONER OR LATER, SPIDER-MAN WAS BOUND TO BATTLE "DOCTOR DOOM!"

THIS IS YOUR FINISH, SPIDER-MAN! IF THE FANTASTIC FOUR THEMSELVES COULD NOT STOP ME, WHAT CHANCE HAVE YOU?
Have you ever noticed, when you start reading a comic mag, the opening caption tells you that you're about to read the most exciting story ever written... with the most dangerous menace, and the most suspenseful plot? Well, we're going to try to be more honest! This may not be the greatest story ever written! You may have read about more exciting villains, and you may have thrilled to better plots! But, y'know something? We can't see how!
YOU ARE LOOKING AT ONE OF THE FEW CANDID ACTION FILMS EVER TAKEN OF SPIDER-MAN BY A NEWSREEL PHOTOGRAPHER!

BY NOW THE WHOLE WORLD KNOWS OF SPIDER-MAN'S EXISTENCE! BUT THE WORLD DOESN'T KNOW HIS TRUE IDENTITY OR HIS REAL MOTIVES... AND THAT IS WHAT THIS PROGRAM INTENDS TO INVESTIGATE!

SPIDER-MAN... A FORCE FOR GOOD OR EVIL?

MY NAME IS J. JONAH JAMESON, PUBLISHER OF NOW MAGAZINE AND THE DAILY BUGLE! I AM SPONSORING THIS PROGRAM IN THE PUBLIC INTEREST, TO EXPOSE SPIDER-MAN TO THE PUBLIC AS THE MENACE HE IS!

ANY TV SHOW ABOUT THE COLORFUL SPIDER-MAN IS BOUND TO ATTRACT A LARGE AUDIENCE! EVEN TEEN-AGERS IN A LOCAL BOWLING ALLEY INTERRUPT THEIR GAME TO VIEW THE PROGRAM...

BOY, IMAGINE JAMESON SPONSORING HIS OWN PROGRAM, JUST TO ATTACK SPIDER-MAN!

...AW JAMESON'S NOT SO DUMB HE'S JUST GETTIN' GOOD PUBLICITY FOR HIS MAG BY MAKING ALL THIS FUGS!

I SAY THAT SPIDER-MAN BELONGS BEHIND BARS!

YEAH! PERSONALLY I THINK THAT SPIDER-MAN'S THE COOLEST!

I MUSTN'T SAY ANYTHING TO MAKE THEM SUSPECT ME. I'LL TALK AGAINST SPIDER-MAN!

YOU CAN'T TELL JAMESON MAYBE RIGHT! NOBODY REALLY KNOWS SPIDER-MAN!

IT'S A CINCH YOU DON'T, PANTY-WAIST! YOU'D PROBABLY FAINT IF YOU EVER CAME RIGHT OF 'IM!

I WOULD, TOO! FROM SHEER EXCITEMENT! I'LL BET HE'S REAL HANDSOME UNDER THAT SILLY MASK OF HIS!

G'WAN, PARKER, GET LOST! YOU'RE IN THE WRONG PLACE, ANYWAY. THIS IS A BOWLING ALLEY, NOT A KNITTING PARLOR!

THAT'S IT, FLASH! KEEP IT UP! ONE OF THESE DAYS YOU'LL GO TOO FAR, AND YOU'LL NEVER KNOW WHAT HIT YOU. THERE'S EVEN A LIMIT TO SPIDER-MAN'S PATIENCE!

BUT, IN ANOTHER PART OF TOWN, ANOTHER LISTENER HEARS JAMESON'S PROGRAM! A STRANGE AND SINISTER LISTENER!

MY PAPERS ARE OFFERING A THOUSAND DOLLARS REWARD TO ANYONE WHO CAN DISCLOSE SPIDER-MAN'S TRUE IDENTITY!

SPIDER-MAN?? HMM... HE MAY BE JUST THE ONE I'VE BEEN SEEKING!
EACH TIME I ATTACKED THE FANTASTIC FOUR IN THE PAST, THEY HAVE FOUGHT ME TO A STANDSTILL. ALONE, I DO NOT SEEM ABLE TO DEFEAT THEM!

BUT WITH ONE SUCH AS SPIDER-MAN AT MY SIDE, EVEN THAT ACCURSED QUARTET WOULD NOT BE ABLE TO SAVE THEMSELVES FROM MY WRATH!

ORDINARY MEN TREMBLE AT THE MENTION OF MY NAME! THE ENTIRE CIVILIZED WORLD FEARS THE MENACE OF DOCTOR DOOM! AND YET, IN ONE RESPECT, I HAVE BEEN FOILED TIME AND TIME AGAIN!

NO MATTER HOW PERFECTLY I LAY MY PLANS, THE FANTASTIC FOUR HAVE ALWAYS MANAGED TO FRUSTRATE ME! I STILL REMEMBER OUR LAST PARTING...

COME BACK! YA CAN'T CHEAT ME OUT OF MY REVENGE THIS WAY!

BEN, GET OUT OF THE WAY! I CAN STILL REACH OUT AND GRAB HIM! BEN...

NO! IT'S TOO LATE NOW!

SWIFTLY, SILENTLY, THE AWESOME FORM OF THE GREATEST MENACE OF OUR AGE PLUMMETS EARTHWARD... DOWN... DOWN... DOWN... UNTIL IT IS LOST FROM SIGHT IN THE BILLOWING CLOUDS BELOW...

ONCE UNDER COVER OF THE CLOUDS, THE JET-POWERED FLYING BELT I WORE ENABLED ME TO GLIDE TO SAFETY... TO REPAIR TO A NEW LAIR WHERE I COULD LICK MY WOUNDS LIKE A VANQUISHED BEAST!

BUT NOW, THAT IS ALL BEHIND ME! NOW IT IS TIME TO STRIKE AGAIN! WITH THE AID OF THAT IMPRISONED SPIDER, I WILL TRANSMIT A MESSAGE TO SPIDER-MAN USING HIS OWN WAVE-LENGTH.

IN SOME STRANGE WAY, HE HAS THE SENSORY POWERS OF A SPIDER... AND SO IT WAS A SIMPLE MATTER FOR ONE OF MY GENIUS TO CREATE THIS SPIDER-WAVE TRANSMITTER!

CALLING SPIDER-MAN! CALLING SPIDER-MAN! I MUST CONTACT YOU AT ONCE!
Meanwhile, at home, Peter Parker practices his agility with his web, in the privacy of his room...

If the gang at the bowling alley could see me now!

Calling Spider-Man! Calling Spider-Man!

I can sense a message! Someone is trying to reach me!

Who can it be? How could anyone have figured out a way to reach me through my Spider's sense?

Well, there's only one way to find out!

It's a simple matter for me to follow the sensory impulses to their source! Boy, it's great to be getting back into action again!

But, perhaps Spider-Man would not be quite so enthusiastic if he knew who was waiting for him at his ultimate destination!

It should be child's play for me to persuade Spider-Man to join me against the Fantastic Four!

Well, I guess this is the place! Now to... holy smoke! I'd know that guy anywhere! It... it's Doctor Doom!

So it was you who tried to contact me, Doom? It would have had to be someone with your talent, but why?

Ah, Spider-Man! Is it necessary for you to make your entrance quite so dramatic, my impetuous friend?
MISTER, FROM WHAT I'VE READ ABOUT YOU, YOU HAVEN'T GOT ANY FRIENDS... IMPETUOUS OR OTHERWISE!

FRIENDSHIP IS FOR WEAKLINGS! WHAT I OFFER YOU IS POWER! TOGETHER, WE COULD RULE THE WORLD!


I'LL APPEAL TO HIS SENSE OF ENVY... OF PRIDE! THEN, ONCE HE HAS SERVED HIS PURPOSE, I'LL DESTROY HIM WITHOUT A SECOND THOUGHT!

ME TEAM UP WITH YOU, HUH? MAN, WOULDN'T THAT BE A GASSER? JONAH JAMESON WOULD REALLY HAVE SOMETHING TO HOWL ABOUT THEN!

Ah, so you will do it! Speak! Give me your word!

NOT SO FAST, TIN-HEAD! SURE, IT'S AN AMUSING THOUGHT TO KICK AROUND, BUT JUST BETWEEN US, I NEED YOU LIKE I NEED ANOTHER NOSE! THE ANSWER IS NO, BUSTER!

I WARN YOU... IF YOU ARE NOT WITH ME, THEN WE ARE DEADLY FOES!

DOC, YOU'RE SCARING ME PLUMB OUT OF MY WITS! HERE, CHEW ON THIS HUNK OF WEB FOR A WHILE!

THAT'LL KEEP YOU UNDER WRAPS WHILE I FIGURE OUT WHAT TO DO WITH YOU! SAY, HOW COME YOU'RE SO QUIET... SO STILL? CAT GOT YOUR TONGUE?

YOU BRAZEN FOOL! HAVEN'T YOU GUESSED YET?

IT WASN'T YOU AT ALL! JUST A ROBOT... A DUMMY MADE UP TO RESEMBLE THE REAL DOCTOR DOOM!

NATURALLY! YOU ARE NOT FIGHTING ONE OF YOUR USUAL INSIPID ANTAGONISTS NOW, SPIDER-MAN! DOCTOR DOOM CANNOT BE TRAPPED SO EASILY!
But Spider-Man can! You didn't expect a trap-door to open beneath your feet, did you?

Say, I'll bet you'd be a howl at a Coney Island fun house!

You don't think a feller with the reflexes of a Spider is gonna tumble down a corny trap-door, do you?

Perhaps not... but for your sake, I hope you don't think you've escaped me already!

The accident which years ago made a shambles of my face didn't affect my strength at all... as you can see!

Oof!

And I am not entirely without little weapons of my own... such as this most effective miniature finger-gun!

Nice try, Rattletrap! But I saw that coming seconds ago!

I'll say "so long" for now, Doc. I don't make a habit of being a human target for big bad villains!

If I twist and turn just the right way, I'll miss the ledge below and land safely in the water! Looks like my hours of agility practice are really paying off!

He escaped me! Well, I'll let him go for now... but he shall still serve my purpose... only, in a way he cannot possibly suspect!
THE FIRST THING I SHALL DO IS LEARN SPIDER-MAN'S TRUE IDENTITY. THAT WILL MAKE IT EASIER FOR ME TO CAPTURE HIM!

And then, once I have him helpless, I'll use him to bait my deadly trap for the FANTASTIC FOUR!

MEANWHILE, HUNDREDS OF FEET BELOW... I HOPE THAT REFUGEE FROM A NIGHTMARE FACTORY DOESN'T THINK HE'S SEEN THE LAST OF ME... BECAUSE NOW I'M GONNA TACKLE HIM IN EARNEST!

But, by the time the colorful Crusader reaches the roof...

HOLY HANNAH! WHAT WAS THAT??

BAROOM!

DOOM WAS ONE STEP AHEAD OF ME! HE BLEW UP THE DESERTED BUILDING BEFORE I COULD GET BACK AT HIM. HE'S PROBABLY MILES AWAY BY NOW, PLANNING HIS NEXT MOVE!

WELL, TIME ENOUGH FOR HIM LATER...

I'LL SNAP A FEW PIX OF THE BURNING BUILDING... OLD SKINFLINT JAMESON MAY BE WILLING TO PAY PETE PARKER FOR THEM, IF THEY'RE EXCLUSIVES!

LOOK! THERE'S SPIDER-MAN!

It must have been him who blew up the building!

JUST MY LUCK! THAT CROWD SEES ME NOW I'LL PROBABLY BE BLAMED FOR THE FIRE TOO!

THE NEXT DAY, AT THE OFFICES OF J. JONAH JAMESON...

ALL RIGHT, PARKER, I'LL BUY THOSE PICTURES OF THE FIRE FROM YOU! BUT WHAT I REALLY WANT ARE PIX OF SPIDER-MAN... I'D LOVE TO BE ABLE TO PIN THIS FIRE ON HIM!

Here's my chance to needle the ol' windbag a little...

I DON'T KNOW, MR. JAMESON! PEOPLE ARE BEGINNING TO SAY YOU ATTACK HIM TOO MUCH! THEY'RE BEGINNING TO WONDER WHAT YOUR REAL MOTIVES ARE!

I THINK PARKER IS RIGHT, SIR! I'VE HEARD SOME OF OUR READERS MENTION THAT THEY THINK YOU'RE JEALOUS OF SPIDER-MAN FOR SOME REASON.

Well, well! I never knew I had an ally in J.J.'s secretary! And I never realized how pretty Betty Brant was. Either till now.

That's enough! I'm still the publisher here, and I'll decide our editorial policy!
I HAVE ONLY ONE REAL MOTIVE..TO MAKE MONEY! THE MORE I ATTACK SPIDER-MAN, THE MORE PEOPLE READ MY PAPERS! IT'S TO OUR ADVANTAGE TO KEEP POUNDING AWAY AT THAT CORNY COSTUMED CLOWN. EVERYBODY IS INTERESTED IN HIM... WHETHER THEY AGREE WITH ME OR NOT DOESN'T MATTER... SPIDER-MAN SELLS PAPERS! UNDERSTAND??

I SURE DO, YOU BIG, BLUSTERING PHONY!

WELL, HOW DID I LOOK? WILL PUNY PARKER FALL FOR IT?

LIKE A TON OF BRICKS! FLASH, YOU'RE A GENIUS!

THE GALS DID A GREAT JOB ON THE COSTUME! THIS'LL TEACH OUR BOOKWORM BUDDY TO KNOCK SPIDER-MAN!

A SHORT TIME LATER, IN ANOTHER PART OF TOWN...

BOY! WHAT A TERRIFIC GAG THIS'LL BE!

POOR PETER! HE'LL NEVER GET OVER IT!

WHERE IS PETER PARKER? I WANT HIM. BRING HIM TO ME!

AND SO, OUR WEB OF FATE Drawer TIGHTER. NOW, BACK TO THE DEVIOUS DOCTOR DOOM.

THERE! I'VE DEVISED AN INSTRUMENT WHICH WILL REACT TO A SPIDER'S IMPULSES THE WAY A GEIGER COUNTER REACTS TO URANIUM!

ALL I NEED DO IS SCOUR THE CITY UNTIL THE DIAL REGISTERS POSITIVE, AND I WILL HAVE FOUND SPIDER-MAN'S REAL IDENTITY!

WHEN ONE IS A MASTER OF SCIENCE, AS I AM, THERE IS NOTHING WHICH CANNOT BE ACCOMPLISHED! SOONER OR LATER, I SHALL ELIMINATE ALL THOSE WHO DARE OPOSE ME!

NOT LONG AFTERWARDS...

THERE'S PARKER NOW. WE'VE GOT TO TELL FLASH!

BETCHA HE'LL JUMP CLEAN OUT OF HIS SKIN WHEN HE SEES "SPIDER-MAN" THIS'LL BE THE GREATEST GAG OF THE CENTURY!

AHHH! MY DEVICE IS BEGINNING TO REGISTER! I'M NEARING MY PREY!
FLASH, HURRY! PARKER'S WALKING BY ALONG FRONT STREET.

OKAY, EVERYTHING'S SET. YOU GUYS HIDE SOMEWHERE AND WATCH THE FREE SHOW.

PARKER WILL BE THE LAUGHING-STOCK OF THE SCHOOL WHEN I'M THROUGH WITH HIM. IF HE'S TOO YELLOW TO FIGHT, THIS IS ONE WAY TO SHOW HIM WHAT WE THINK OF HIM!

ACCORDING TO MY DIAL, THE REAL SPIDER-MAN IS ALMOST DIRECTLY BELOW ME NOW.

THERE HE IS! STRANGE, HE'S WEARING HIS COSTUME IN BROAD DAYLIGHT! WELL, NO MATTER! WITHIN SECONDS, HE'LL BE MY HELPLESS PRISONER!

IT'S TIME TO SHOW MYSELF TO PARKER NOW, AND...

HEY, WHAT'S THIS? WHAT'S GOIN' ON??

HE'S SEEN ME! BUT IT'S TOO LATE FOR HIM TO STOP ME. I'VE PLANNED THIS COUP TOO CAREFULLY!

AND AS PETER PARKER, THE REAL SPIDER-MAN, WALKS CALMLY BY, WRAPPED IN HIS OWN DEEP THOUGHTS...

ONE BURST OF THIS FAST-ACTING SLEEPING GAS WILL DO THE TRICK SILENTLY!

AND SO, DOCTOR DOOM MAKES HIS FIRST CARELESS MISTAKE... NOT SUSPECTING THAT HIS GEIGER-LIKE DEVICE HAD REACTED TO PETER PARKER'S PRESENCE, RATHER THAN THE IMITATION SPIDER-MAN'S.

DONE! NOW, ALL THAT REMAINS IS TO CARRY HIM BACK TO THE SHIP. IT WAS EVEN SIMPLER THAN I EXPECTED!
STRAIGHT THAT HE SHOULD HAVE BEEN SO EASY TO TRAP! PERHAPS SPIDER-MAN POSSESSES LESS SUPER-POWERS THAN PEOPLE THINK!

MEANWHIL... I DON'T GET IT! WHAT'S FLASH WAITING FOR?

PARKER WILL BE GONE IN ANOTHER FEW SECONDS.

MAYBE SOMETHING WENT WRONG!

MAYBE FLASH'S COSTUME TORE OR SOMETHING!

GEE, WHAT A DISAPPOINTMENT!

MINUTES LATER, AFTER PETE HAS REACHED HOME...

THE ED SULLIVAN SHOW, DEAR! I JUST SAW THE CLEVEREST JUGGLING ACT, AND NOW HE'S GOING TO HAVE A CHORUS FROM SOME MIDWESTERN COLLEGE?

HI, AUNT MAY! WHAT ARE YOU WATCHING?

SAY! WHAT'S WRONG WITH THE SET?

I DON'T KNOW! OH, DEAR! WE JUST HAD IT FIXED LAST WEEK! I HOPE IT ISN'T THE PICTURE TUBE!

LADIES AND GENTLEMEN, PLEASE STAND BY. THERE IS NOTHING WRONG WITH YOUR SETS' RECEPTION! SOME STRANGE FORCE SEEMS TO BE AFFECTING ALL TV. TRANSMISSION AT THIS TIME! STAND BY! STAND BY!

BOY, THIS IS A NEW ONE!

WE REGRET THAT WE ARE UNABLE TO CONTINUE OUR TRANSMISSION! OUR ELECTRICAL POWER IS BEING DRAINED! STAND BY!

THIS IS DOCTOR DOOM. I HAVE RESORTED TO THIS DRAMATIC MEANS TO COMMUNICATE WITH THE FANTASTIC FOUR! I HAVE A MESSAGE OF GRAVE IMPORTANCE FOR THEM.

AS YOU CAN SEE, I HOLD SPIDER-MAN A HELPLESS CAPTIVE! UNLESS THE FANTASTIC FOUR PROMISE TO DISBAND AND SURRENDER TO ME, ONE AT A TIME, SPIDER-MAN WILL FORFEIT HIS LIFE! I WILL WAIT AN EXACT-MINUTE FOR A REPLY!

OH, THAT AwFUL CREATURE! THANK HEAVENS HIS PRISONER IS ONLY SPIDER-MAN, WHO IS PROBABLY AS MUCH A MENACE AS DOCTOR DOOM!

I DON'T GET IT! WHO WAS THAT JOKER IN THE SPIDER-MAN COSTUME? WHAT'S IT ALL ABOUT? IS IT SOME KINDA TRICK?

**BRINGING!**
PETER, THIS IS LIZ! SOMETHING TERRIBLE HAS HAPPENED! FLASH THOMPSON IS MISSING! HE... HE HAD DRESSED IN A SPIDER-MAN COSTUME LAST NIGHT TO... PLAY A JOKES ON SOMEBODY...

AHA, I CAN GUESS WHO THAT SOMEBODY WAS! SO THAT'S WHO DOCTOR DOOM IS HOLDING PRISONER!... MY LOUDMOUTHED BULLYING CLASSMATE!

SORRY, LIZ, NOTHING I CAN DO. IT'S ALL I CAN DO TO KEEP THEM OUT OF IT, AND Flash Thompson WILL NEVER FORGET PETER PARKER AGAIN! THINGS ARE FINALLY GOING MY WAY!

WHAT A BREAK FOR ME! THE FF WILL NEVER AGREE TO DOOM'S TERMS. SO ALL I HAVE TO DO IS KEEP OUT OF IT, AND Flash Thompson, THAN I COULD SWIM TO THE MOON! THE REAL SPIDER-MAN WILL HAVE TO GO INTO ACTION AGAIN!

AWW, WHAT AM I THINKING??! WHO AM I KIDIN'?? I COULD NO MORE SIT BACK AND LET ANY HARM COME TO THOMPSON, THAN I COULD SWIM TO THE MOON! THE REAL SPIDER-MAN WILL HAVE TO GO INTO ACTION AGAIN!

SEE YOU LATER, AUNT MAY! I HAVE TO...UN...GO OUT ON AN ERRAND!

OH, PETER... NO! YOU MUSTN'T! NOT TONIGHT!

I ABSOLUTELY FORBID IT! YOU'RE STILL JUST A BOY, AND WITH ALL THOSE TERRIBLE PEOPLE ROAMING THE CITY... DOCTOR DOOM, SPIDER-MAN, AND HEAVEN KNOWS WHO ELSE... I WANT YOU HOME WHERE IT'S SAFE!

OKAY, AUNT MAY! YOU KNOW THE DOCTOR SAID YOU MUSTN'T WORRY!

SOME SUPER HERO I AM! I'VE GOT TO FIND SOME WAY TO GET MY AUNT TO LET ME OUT OF THE HOUSE!

I'LL JUST GO DOWN HERE AND MAKE SURE THE CELLAR WINDOWS ARE LOCKED, AUNT MAY!

HATE TO DO THIS, BUT IT'S THE ONLY WAY. IF I REMOVE THE MASTER FUSE...

THERE! THE HOUSE IS PLUNGED IN DARKNESS! OF COURSE, BY USING MY SPIDER SENSE, IT'S EASY FOR ME TO FIND MY WAY AROUND WITHOUT LIGHT!

OH, PETER, THE LIGHTS WENT OUT! WE MUST HAVE BLOWN A FUSE! AND THERE AREN'T ANY MORE IN THE HOUSE!

I KNOW! NOW I'LL HAVE TO GO OUT TO GET SOME NEW ONES!

BUT PLEASE BE CAREFUL, DEAR... AND HURRY RIGHT BACK!

SECONDS LATER...

I CERTAINLY HATE TO DECEIVE AUNT MAY, BLESS HER. BUT THERE WAS NO OTHER WAY! A TEENAGER'S LIFE IS AT STAKE, SO I HAD NO CHOICE!
I'd better give my equipment a fast safety check. Let's see... plenty of web fluid... spider-man light beam okay... mask on securely...

That's it! Now for doctor doom!

And at that very moment, at the famous skyscraper headquarters of the fantastic four...

We don't have much more time, reed! what are we going to do?

Well, sue, we certainly can't let any harm come to spider-man, if we can help it!

Since when did you get a super-hero union card, thing, ol' pal?

Blasted amateurs! Always gummin' up the works!

Let's face it, you've struggled through one of the longest introductions you've ever read! But we think you'll find it well worth it, because now the fireworks begin in earnest.

In order to break in on all the network t.v. shows the way he did, doom needed a tremendous amount of electrical power. so i've got to search for his hideout in areas where some enormous dynamos may be located... once i'll hear him, my spider instinct will do the rest!

The telephone company installation is below me, but i don't sense any hostile presence down there.

Here's the broad-casting company building... but still no trace of laughing boy!

Heck! I've covered half the city by now without finding him! I've got to locate doom before that hour is up.

I oughtta have my head examined for knockin' myself out to rescue a guy who's my worst enemy, but...

Whoop! hold it! i'm beginning to sense something.
AND WITHIN THE SILENT, GLOOMY FACTORY...

LET ME OUT OF HERE! PLEASE! I'M NOT SPIDER-MAN! YOU'RE MAKIN' A BIG MISTAKE! HONEST! YOU'VE GOT TO BELIEVE ME! YOU'VE GOT TO!

SILENCE, YOU CRINGING, SNIVELLING COWARD! THE FAMOUS SPIDER-MAN! BAH! YOU'RE NOTHING BUT A FRIGHTENED WEAKLING!

BUT YOU WILL STILL ENABLE ME TO GAIN MY OBJECTIVE — THE FANTASTIC FOUR, SPURRED ON BY THEIR STUPID GALLANTRY, WILL NOT FAIL TO ATTEMPT YOUR RESCUE! AND WHEN THEY COME, I SHALL DEFEAT THEM... COMPLETELY, IRREVERSIBLY!

HMM... DOOM PROBABLY EXPECTS THE FF TO TRY TO SAVE HIS PRISONER, SO HE MUST HAVE A ZILLION TRAPS PREPARED? BUT MAYBE I CAN THROW HIM A CURVE BY SLITHERING DOWN THROUGH THIS AIR VENT, AS ONLY SPIDER-MAN CAN DO IT!

IT'S A TIGHT SQUEEZE, BUT I THINK I CAN MAKE IT! WHREW! THIS WOULD BE SOME SPOT FOR A GUY TO GET CLAUSTRO-PHOBIA!

AND NOW, SETTLE BACK AND PREPARE TO WITNESS THE GOL-DANGEST, DING-BUSTEDEST, RIP-SNORTIN'EST SUPER-CHARACTERS FIGHT YOU'VE EVER SEEN!

CORRECTION, DOC! I'M THE REAL SPIDER-MAN! YOU JUST CAPTURED YOURSELF A PHONY BRAND-K IN THERE!

IF THAT'S SO, THEN YOU WERE A FOOL TO PLACE YOURSELF IN JEOPARDY AGAIN! THIS TIME I SHALL NOT ALLOW YOU TO ESCAPE!

SPIDER-MAN! BUT... YOU'RE MY PRISONER... INSIDE! HOW...?

FUNNY, I WAS THINKIN' THE SAME THING ABOUT YOU!
NOTHING LIKE A QUICKLY BUILT WEB COLUMN TO ACT AS A LIFE-SAVING SHIELD!

AND NOW, WHILE I'M ALL COMFY AND COZY BACK HERE, I'LL JUST SPIN MYSELF A LITTLE WEAPON OF MY OWN!

HERE WE ARE! HOPE I DIDN'T KEEP YOU WAITING TOO LONG, RUSTPOT! BUT IT TAKES A FEW SECONDS TO MAKE A WEB BALL FILLED WITH WEB FLUID!

YOU'VE GOT TO ADMIT ONE THING, THOUGH... IT'S A GREAT WAY TO TEACH SOMEONE THAT IT ISN'T POLITE TO POINT!

VERY CLEVER, SPIDER-MAN! YOU HAVE TEMPORARILY PUT MY FINGER-BLASTER OUT OF ACTION!

AND THAT'S NOT ALL I'M GONNA PUT OUT OF ACTION!

HERE'S A LITTLE STUNT INSPIRED BY THE HUMAN TORCH, BUT I USE WEB-BALLS INSTEAD OF FIRE-BALLS!

I HAVE FOUND YOUR JUVENILE ANTICS MILDLY AMUSING UNTIL NOW, BUT I BEGIN TO GROW BORED, AND SO...

UH OH! I SENSE DANGER ABOVE ME! HE'S TRYING TO LEAD ME INTO A TRAP! BETTER BUILD ANOTHER SHIELD FOR MYSELF... FAST!

JUST IN TIME! THAT FALLING LIQUID IS TURNING INTO ICE ON CONTACT! IT MIGHT HAVE FROZEN ME SOLID!

WELL, A MISS IS AS GOOD AS A MILE! READY TO TALK "TURKEY" YET, DOOM??
ON THE CONTRARY, SPIDER-MAN! I WANT TO THANK YOU FOR ACTING AS A GUINEA PIG FOR ME! I'VE BEEN WANTING TO TEST OUT THIS LITTLE DEVICE FOR DAYS NOW!

IRON GLOBES, REVOLVING AT GREAT SPEED AROUND A MAGNETIC CORE! YOU SURE HAVE SOME INTERESTING NOBBIE'S DOC!

MORE INTERESTING THAN YOU SUSPECT, BRAGGART! YOU'LL FIND YOUR WEB CANNOT STOP THE IRRESISTIBLE MOTION OF MY LITTLE PLAYTHINGS! THEY ARE FAR TOO POWERFUL!

THEY'RE WHIRLING FASTER AND FASTER! CAN'T DODGE 'EM MUCH LONGER! ONLY ONE CHANCE...

I'LL DIVE UNDER THEM AND SHOOT MY WEB TO THE BASE OF THE SPINNING MACHINE!

IT WORKED! IT JAMMED UP THE MECHANISM! THE BALLS ARE DROPPING-- THEIR POWER SOURCE NO LONGER PROPELLING THEM!

FOR THE LUV A PETE, DOOM DOESN'T GIVE A GUY A CHANCE TO CATCH HIS BREATH! NOW HE'S GOT LIQUID HEAT SHOOTIN' UP FROM THE FLOORBOARDS!

I'D SURE FEEL SORRY FOR ANYBODY WHO HAD TO FIGHT THAT WALKING RATTLE TRAP...

... IF THEY DIDN'T HAVE THE POWERS OF A SPIDER-MAN!

SO! YOU SWUNG OVER MY HEAT RAYS OUT OF HARM'S WAY, DID YOU? GOOD! THAT'S JUST WHERE I WANT YOU!
YOU OUTSMARTED YOURSELF THAT TIME! I TRICKED YOU INTO LANDING WHERE YOU DID! AND NOW...

THIS STEEL SECTION OF FLOORING I LANDED ON... YOU'VE GOT IT ELECTRIFIED!

HE'S INCREASING THE CURRENT! CAN'T TAKE MUCH MORE OF IT! IT WOULD HAVE KNOCKED OUT A NORMAL HUMAN BY NOW!

LUCKY I LOADED UP WITH PLENTY OF WEB FLUID BEFORE COMING HERE!

FIGHTING DESPERATELY TO MAINTAIN CONSCIOUSNESS, SPIDER-MAN SHOOTS OUT HIS AWESOME WEB, WHICH CARRIES WITH IT THE SAME ELECTRIC CURRENT WHICH IS WEAKENING THE DESPERATE CRIME-FIGHTER.

AND, AS THE WEB STRIKES THE STARTLED DOCTOR DOOM, THE SAME CHARGE OF ELECTRICITY RUNS THROUGH HIS BODY, MAGNIFIED MANY TIMES BY HIS METAL GARB.

UGH! I'M CAUGHT IN MY OWN TRAP! GOT TO SWITCH CURRENT OFF!

AND THEN, AFTER THE ELECTRICAL CHARGE HAS BEEN NULLIFIED...

NOW WE'LL PLAY IT MY WAY, DOOM! ...WITHOUT ANY OF YOUR KOOKIE GADGETS!

NOT YET, SPIDER-MAN! I AM STILL IN CONTROL HERE!

AH, JUST IN CASE YOU DON'T BELIEVE ME... HERE'S SOMETHING TO CONVINCE YOU!

HUH? BEHIND ME? WHO...? WHAT...?
THE ROBOT! WHAT A FOOL I WAS ... I FORGOT ABOUT IT!

NATURALLY! NO ONE CAN MATCH THE THINKING ABILITY OF DOCTOR DOOM!

AND NOW, EVEN THOUGH YOU ARE BREAKING FREE, IT IS TOO LATE! EVEN YOU WILL FIND NO DEFENSE AGAINST THIS MACHINE!

BEFORE I WORRY ABOUT ANY NEW MACHINES OF YOURS; HERE'S YOUR PLAYMATE BACK, WITH MY REGARDS!

STILL, YOU RELY ON BRUTE STRENGTH, SPIDER-MAN! THAT WILL BE YOUR UNDOING!

WE'LL SEE ABOUT THAT! MY SPIDER'S STRENGTH WILL ENABLE ME TO SMASH YOUR NEW Gizmo BY Tossing YOUR OWN SATELLITE MACHINE AT IT!

NOT QUITE! NOT IF I CAN FLIP THIS LEVER FIRST!

HOLY SMOKE! HIS MACHINE IS SOME SORT OF DISINTEGRATOR! IT VAPORIZED THE METAL ON THE SPOT! I HAVEN'T A CHANCE AGAINST IT!

WELL, I CAN'T STAND STILL AND LET IT FINISH ME! MAYBE I CAN DIVE PAST THE BOLTS AND REACH THE CONTROL PANEL!
AND THEN, AS THE DEADLY BOLTS FROM THE AWE-SOME MACHINE FlickER AROUND THEM, THE TWO MIGHTY FOES BATTLE FOR THEIR LIVES.

UGH! HE... HE'S EVEN STRONGER THAN I SUSPECTED!

DIDN'T YOU THINK I EXPECTED YOU TO TRY THAT?

THAT BOLT! IT STRUCK YOU! BUT...

BUT WHAT? DID YOU THINK I'D EXPOSE MYSELF TO MY OWN WEAPON WITHOUT TAKING PRECAUTIONS?? I'M INSULATED AGAINST THESE BOLTS... THEY CANNOT HARM ME.

BUT YOU, ALAS, ARE NOT SO INSULATED... AS YOU ARE NOW ABOUT TO LEARN!

IT'S UNBELIEVABLE!! HE'S LIKE A HUMAN MACHINE! HE SEEMS TO BE TIREDLESS!

ANOTHER INCH AND I'M DONE FOR! SPIDER STRENGTH, IF I EVER NEEDED YOU, I NEED YOU NOW!

EXERTING EVERY LAST BIT OF POWER CONTAINED IN A SUPER-HUMAN BODY, THE AMAZING SPIDER-MAN, EXECUTING ONE LAST MANEUVER, MANAGES TO TWIST SUDDENLY, SO THAT BOTH FIGURES SPRAWL AGAINST THE CONTROL PANEL, HALTING THE DEADLY, DISINTEGRATING BOLTS!

I DID IT!

BUT, ON THE VERGE OF EXHAUSTION DUE TO HIS HERCULEAN EFFORT, SPIDER-MAN CANNOT PREVENT HIS OLDER, MORE EXPERIENCED ADVERSARY FROM REGAINING HIS BALANCE FIRST AND STRIKING THE INITIAL BLOW!

THIS WILL BE YOUR FINISH, YOU CLUMSY FOOL!

OOOF!
IF I HAD A DIME FOR EVERY TIME SOME CORNBALL PREDICTED MY FINISH, I'D...

HEY! NOW WHAT??

HAVE PATIENCE! THESE LITTLE FLAKES WILL SOON END THIS BATTLE... FOR GOOD!

HE'S GOT ME ON THE DEFENSIVE AGAIN! SOMETHING IN THOSE GLOWING FLAKES HAS AFFECTED MY EYES! I - I CAN'T SEE! HAVE TO RELY ON MY SPIDER'S SENSE ALONE!

HOW DID HE MANAGE TO DUCK OUT OF THE WAY IN TIME??

OH, I SHOULD HAVE GUESSED! IT'S THAT ACCURSED INHUMAN SPIDER'S SENSE OF HIS!

MY EYES ARE BEGINNING TO CLEAR! IF I CAN JUST KEEP OUT OF RANGE A FEW SECONDS LONGER!

YOU'RE ONLY PROLONGING THE AGONY, SPIDER-MAN! YOU HAVEN'T A CHANCE AGAINST ME!

HEY! WHAT TH...??? IT'S THOSE IRON BALLS FROM THE SATELLITE MACHINE! I DIDN'T NOTICE THEM UNDERFOOT. CAN'T KEEP MY BALANCE!

AND THUS SHALL I DEFEAT ALL MY MORTAL ENEMIES... INCLUDING THE FANTASTIC FOUR!

BUT AT THAT FATEFUL SECOND, SOMETHING OUTSIDE A NEARBY WINDOW CATCHES THE EYE OF DOCTOR DOOM, AND...

IT CAN'T BE! NOT NOW! I... I'M NOT READY FOR THEM YET!
IT'S THE FANTASTIC CAR... WITH THE FANTASTIC FOUR INSIDE! THEY HAVE FOUND ME! I CAN'T FIGHT THEM AND SPIDER-MAN NOT AT THE SAME TIME!

BLAST THE LUCK! ANOTHER FEW SECONDS AND I'D HAVE FINISHED OFF SPIDER-MAN FOREVER!!

WELL, AT LEAST I'VE PREPARED A GETAWAY EXIT FOR MYSELF! AS FOR SPIDER-MAN, HE CAN WAIT... THERE'S ALWAYS ANOTHER DAY.

I CAN SEE AGAIN! BUT DOOM IS CUTTING OUT... WHY??

SO THAT'S IT! IT'S THE FF... JUST LIKE THE CAVALRY IN A T.V. WESTERN. WELL, THEIR EYES'LL SURE POP WHEN THEY REALIZE I FOUND DOOM FIRST!

WAIT A MINUTE! JUST REMEMBERED! AUNT MAY! I LEFT HER ALONE AT HOME! SHE'S PROBABLY BESIDE HER-SELF WITH WORRY ABOUT ME BY NOW!

ACCORDING TO OUR SENSOR-PROBE DIAL, THIS IS THE PLACE!

SKIP THE SCIENTIFIC DOUBLE-TALK, SKINNY! LET'S GO GET 'IM!

POOR AUNT MAY! CAN'T WASTE A SECOND! GOT TO RUSH BACK HOME!

MEANWHILE, IN DR. DOOM's NOW-ABANDONED HIDEOUT, FLASH THOMPSON FINDS HIMSELF FREE SINCE THE ELECTRONIC CIRCUITS HAVE BEEN DESTROYED...

WHAT A LUNKHEAD I WAS TO DRESS AS SPIDER-MAN! IF I EVER GET OUT OF HERE ALIVE, I'LL NEVER ASK FOR TROUBLE AGAIN!

LOOK! IT'S SPIDER-MAN!

DR. DOOM... HE'S GONE! I DON'T KNOW WHAT HAPPENED, BUT I'M STILL IN ONE PIECE!

HUN? W-WAIT? DON'T!