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BLOB!"**



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X-MEN
THE MOST UNUSUAL
TEEN-AGERS OF
ALL TIME...

THE RETURN OF THE BLOB



CO-STARRING
MAGNETO



AND HIS **EVIL
MUTANTS**

WRITTEN	WITH ALL THE SPELL- BINDING SKILL OF :	STAN LEE
DRAWN	WITH ALL THE TITANIC TALENT OF :	JACK KIRBY
INKED	WITH ALL THE VIBRANT VERVE OF :	CHIC STONE
LETTERED	WITH ALL THE WORDS SPELLED RIGHT BY :	ART SIMEK



IT'S COME AT LAST! THE MOMENT WE'VE BEEN WAITING FOR! WE ARE LOOKING AT THE UNCANNY X-MEN, ACCOMPANIED BY PROFESSOR XAVIER, AS THEY POSE BEFORE AN AUTOMATIC CAMERA ON THEIR GRADUATION DAY! BUT, PERHAPS THEIR SMILES WOULD NOT COME SO EASILY IF THEY COULD SUSPECT THE INCREDIBLE DANGERS THEY WILL SOON BE FACING!

THEN, AFTER THE MEMORABLE PHOTO HAS BEEN SNAPPED...

PROFESSOR, I'VE BEEN WAITING FOR A CHANCE TO TELL YOU HOW MUCH I APPRECIATE ALL YOU'VE DONE FOR ME --AND FOR ALL OF US!

NONSENSE, SCOTT! ALL I DID WAS TAKE THE TALENT ALL OF YOU ALREADY HAD, AND CHANNEL IT IN THE RIGHT DIRECTION! YOU YOUNGSTERS DID ALL THE WORK!

DID THE PICTURE COME OUT OKAY, BOBBY?

DON'T ASK ME, PAL--ASK THE CAMERA!

BUT WITHOUT YOU, WE'D HAVE REMAINED MISFITS, IN A WORLD THAT COULD NEVER UNDERSTAND US--WITH NO PURPOSE, NO GOALS!

PERHAPS WE SHOULD SEND A PHOTO TO MAGNETO, WITH A SUITABLE INSCRIPTION, SUCH AS: "ALWAYS THINKING OF YOU!"

NOW THAT THE CEREMONY IS OVER, I'D BEST RETURN TO MY CHAIR--

LET ME HELP YOU, SIR!

THANK YOU, JEAN! YOU'VE MASTERED YOUR TELEKINETIC POWER PERFECTLY!

JUST AS ALL OF YOU HAVE MASTERED YOUR MUTANT POWERS TO MY COMPLETE SATISFACTION, THERE IS NOTHING MORE THAT I CAN TEACH YOU!

SAY, PROF--I JUST NOTICED--MY DIPLOMA'S A BLANK! THERE'S NO WRITING ON IT!

NATURALLY, MY UNCOMPREHENDING FRIEND! IT WAS JUST A PROP FOR THE PHOTO! YOU WOULDN'T EXPECT A DIPLOMA WHICH REVEALS TO THE WORLD THAT YOU ARE A FULL-FLEDGED X-MAN, WOULD YOU?

AS A MATTER OF FACT, I DO HAVE DIPLOMAS FOR YOU WHICH TESTIFY THAT YOU'VE SUCCESSFULLY COMPLETED YOUR NORMAL PREP SCHOOL CURRICULUM--AS INDEED YOU HAVE DONE!

AND NOW, I SHALL NOT BORE YOU WITH LONG SPEECHES, BUT I MUST TELL YOU THIS--YOU ARE EACH MORE THAN MERE HOMO SAPIENS--YOU ARE THE FORERUNNERS OF **HOMO SUPERIOR**--SUPERIOR MAN! YOU EACH HAVE A PRICELESS EXTRA MUTANT POWER TO BE USED FOR THE GOOD OF HUMANITY--

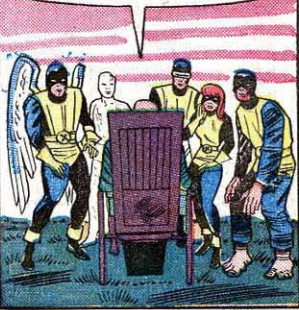


AND YOU MUST **STILL** KEEP YOUR X-MEN IDENTITIES SECRET, FOR THE WORLD OF ORDINARY HUMANS IS NOT YET READY TO ACCEPT YOU--WHILE **MAGNETO** AND HIS BAND OF **EVIL MUTANTS** STILL SEEK TO DESTROY YOU! AND NOW, IT IS TIME FOR ME TO BID YOU FAREWELL--



FAREWELL??!!

YES, I HAVE MANY UNFINISHED TASKS WHICH I MUST NOW TURN MY ATTENTION TO! SO, I MUST LEAVE YOU FOR A WHILE, BUT BEFORE I GO, I SHALL APPOINT ONE OF YOU AS **GROUP LEADER**, TO ACT IN MY BEHALF TILL I RETURN...



MEANWHILE, IN A LONELY RAMSHACKLE MANSION WHICH STANDS HIGH UPON A WINDY HILL, HALF-HIDDEN AT THE EDGE OF TOWN, ANOTHER CONVERSATION TAKES PLACE...



WELL, WELL! IF IT ISN'T THE BEAUTIFUL BUT HAUGHTY **SCARLET WITCH**! TO WHAT DO I OWE THE HONOR OF THIS VISIT?

DON'T **FLATTER** YOURSELF, MASTER-MIND! YOU KNOW I DID NOT COME TO SEE YOU!

MAGNETO HAS SUMMONED ME! WHERE IS HE?

HE HASN'T **ARRIVED** YET! BUT, WHILE WE'RE ALONE, I HAVE SOMETHING TO SAY TO YOU, MY LOVELY ONE!



NOTHING YOU CAN SAY WOULD INTEREST ME --AND YOU KNOW IT!

WANDA, YOU ARE A **FOOL**! WITH YOU BESIDE ME, WE COULD ACCOMPLISH **ANYTHING**! TOGETHER, OUR POWER MIGHT EVEN EXCEED **MAGNETO'S**!

YOU **LIE**! YOU HAVE NO **REAL** POWER--MERELY THE GIFT OF CREATING **ILLUSIONS**! BUT I CARE NOT FOR POWER, ONCE I HAVE PAID MY DEBT TO **MAGNETO**. I HOPE TO **LEAVE** THIS DREADFUL **BAND**--TO BE FREE AT LAST!



BUT SEE WHAT I COULD **DO** FOR YOU! AT THE SLIGHTEST GESTURE, I GIVE YOU A **PALACE** TO RESIDE IN--I CAN **SURROUND** YOU WITH **LUXURY**!

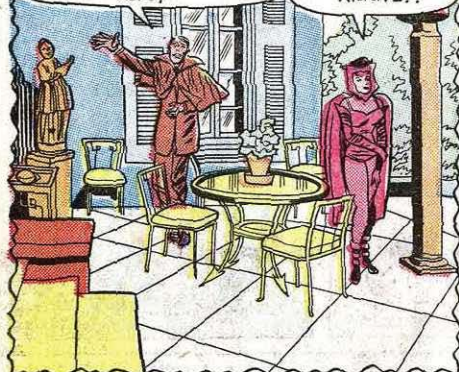
WHAT DOES IT **MATTER** IF IT IS MERELY AN **ILLUSION**? IT WILL ALWAYS SEEM **REAL** TO YOU!



NO! WITH YOU, EVEN A **PALACE** WOULD SEEM LIKE A **HOVEL** TO ME!

THEN I CAN OFFER YOU TRAVEL! WITH THE SNAP OF A FINGER, WE COULD BE IN EUROPE, ON AN OPEN AIR TERRACE, OVERLOOKING THE RIVIERA, OR THE SWISS ALPS!

ENOUGH! YOU WEARY ME WITH YOUR EMPTY IMAGES! WHEN WILL MAGNETO ARRIVE??



MAGNETO! MAGNETO! AM I ALWAYS TO BE PLAGUED BY THAT NAME?? HE DOESN'T FEEL ABOUT YOU AS I DO! HE HAS NO EMOTIONS--NO HEART--!

STAY BACK! THE VERY SIGN OF YOU IS REPUGNANT TO ME!



MASTERMIND!! YOU DARE??!!

WHO--??



YES-- MAGNETO!! THE ONE WHO CAN SNUFF OUT YOUR TREACHEROUS LIFE AS EASILY AS I'D SNUFF OUT A CANDLE! MAGNETO--THE ONE YOU HAVE SWORN ALLEGIANCE TO!

FORGIVE ME!! I MEANT NO HARM! YOU KNOW I AM LOYAL TO YOU!



BAH! LOYALTY IS FOR HOMO SAPIENS!! I EXPECT NO LOYALTY! I ONLY DEMAND FEAR-- AND BLIND OBEDIENCE!!

THAT NOISE!! WHAT HAPPENED?? WANDA--ARE YOU ALRIGHT??

YES, MY BROTHER! DO NOT WORRY!



I SHALL WORRY--AS LONG AS WE MUST SERVE MAGNETO! BUT HEAR THIS, EVIL ONES-- IF ANY HARM EVER COMES TO MY SISTER--YOU SHALL ALL ANSWER TO QUICKSILVER!

I HAVE PLEDGED THAT **NONE** SHALL BE HARMED, SO LONG AS YOU OBEY ME IMPLICITLY! AND NOW, ENOUGH OF THIS CHARADE! THERE IS **WORK** TO BE DONE!



REMEMBER, BEFORE WE CAN FIND A WAY TO CONQUER AND RULE THE INFERIOR **HUMANS** WHO INHABIT OUR PLANET, WE MUST FIRST DEFEAT THOSE SELF-STYLED PROTECTORS--THE ACCURSED **X-MEN**! AND I HAVE DEVISED A NEW PLAN TO DESTROY THEM!

HAH! I KNEW YOU WOULD STRIKE BACK AGAIN, MASTER! MIGHTY MAGNETO FEARS NOTHING!

SILENCE, TOAD! KEEP YOUR CACKLING COMMENTS TO YOURSELF TILL I AM DONE!

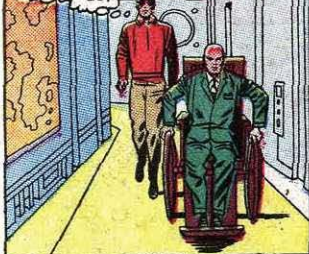


WHILE BACK AT THE X-MEN'S SECRET SCHOOL...

SCOTT, WOULD YOU ACCOMPANY ME TO THE WEST WING?

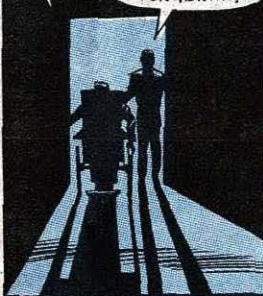
CERTAINLY, SIR!

STRANGE! THIS IS THE ONE SECTION THAT HAD BEEN "OFF-LIMITS" TO US!



I IMAGINE THAT YOU HAVE LONG WONDERED WHAT IS **KEPT** IN THIS DARKENED, LOCKED SECTION OF THE SCHOOL!

YES SIR! WE HAVE ALL BEEN CURIOUS ABOUT IT FOR MONTHS!



THEN, AFTER THE LIGHTS ARE TURNED ON...

GOSH! WHAT IS ALL THAT??

SOMETHING I'VE BEEN WORKING ON FOR A LONG LONG TIME! YOU ARE THE ONLY OTHER PERSON WHO WILL SHARE MY SECRET!



IT IS ACTUALLY A COMPLEX E.S.P.* MACHINE WHICH I CALL **CEREBRO**, FROM THE LATIN "CEREBRUM" MEANING "THE BRAIN!"

ITS SOLE PURPOSE IS TO AID IN DETECTING NEW MUTANT BRAIN WAVES-- TO HELP US TO LOCATE OTHER MUTANTS-- BOTH GOOD AND EVIL!!



*E.S.P.: EXTRA-SENSORY- PERCEPTION-- EDITOR.

CONTINUED AFTER NEXT PAGE

BOYS! MEN! I'LL HELP YOU MASTER

YUBIWAZA

— says N.J.FLEMING — YUBIWAZA MASTER

***(YUBIWAZA IS THE SECRET. AMAZINGLY EASY ART OF SELF-DEFENSE THAT TURNS JUST ONE FINGER OR YOUR HANDS INTO A POTENT WEAPON OF DEFENSE—WITHOUT ANY BODILY CONTACT...)**

In just 2 hours after you receive "YUBIWAZA" you will be on your way to being an invincible Yubiwaza Master, at home, this Fast, EASY picture way or it costs you nothing.



WHAT YUBIWAZA CAN DO FOR YOU IN JUST A FEW SECONDS
11:05 P.M.—You return from dance. Hoodlums throw insulting remarks to your date.



11:06 P.M.—They attack you with fists and bottles. You counterattack with YUBIWAZA.



11:06 P.M., PLUS 7 SEC.—OMG! You are untouched—while every hoodlum is on the run.

The VITAL Decision is YOURS to make! Which shall it be? ☐ To play it "chicken" by running away? ☐ Be a "Nothead" and be beaten up? ☐ Mail coupon now and be prepared with Yubiwaza to send your attackers flying!

I'm a 3rd-DEGREE HOLDER OF THE BLACK BELT—SYMBOL OF HIGH PROFICIENCY IN THE JAPANESE SYSTEM OF SELF-DEFENSE THAT USES NO WEAPONS BUT BARE HANDS. I spent many years in Japan learning these little-known SECRETS. The most amazingly effective of all Self-Defense techniques that stood out in ALL my Japanese Training is contained in my AMAZING new Yubiwaza book—all yours to have if you ACT NOW. YUBIWAZA is the name of a fantastic system of Self-Defense that makes use of an EASY-TO-Learn knowledge of vital body areas and the techniques of the use of just ONE Finger or the entire hand to counteract & overcome ANY violent attack. It is commonly known that with the aid of Yubiwaza, young men—and girls, too!—with only a few hours of training, turn back 2, 3 and even 4 attackers—temporarily DISABLING them—putting another to flight, making a third howl with pain, while the fourth begged his opponent to stop!

NOW YOU TOO CAN LEARN YUBIWAZA!

The experts in Japan, who know and teach these ONE-Finger techniques, have now explained that YUBIWAZA is a centuries-old system of Self-Defense which is so simple and so effective that outsiders were never instructed in its use. The system was restricted to Japanese who SWORE to apply these methods only in time of danger and attack by an aggressor. Many of the very techniques in my Yubiwaza book, once highly guarded secrets of the ancient Samurai warriors never shown to outsiders are now shown to you—FIRST time!

EASY—And I am now ready to show you, too, through clear, easy-to-understand photos, every secret. I guarantee to make you a YUBIWAZA specialist in hours—or every cent you paid will be refunded. You don't have to attend a school where I train beginners like you and turn them into experts. Now I can show you how to practice YUBIWAZA in the privacy of your own home with only a few minutes of practice a day. I'll show you how to defend yourself against hoodlums, bullies, "wise guys" and juvenile delinquents who respect neither lives nor property. When you apply YUBIWAZA, you can cut an aggressor down with JUST ONE FINGER! You can disarm an opponent rushing you with his fists, a broken bottle, a revolver or any kind of bludgeon. You can turn an aggressor's attack into your advantage with only one finger or your bare hands. No matter how "hot" the action gets, YUBIWAZA keeps your "on top." You can apply the simple pressure of your finger against any one of a dozen or more vital nerve centers of your opponent and watch his guts crawl! You can grab his hand while he himself sinks to the ground completely helpless and faint. If the neighborhood bully pushes you, you

"I WEIGH ONLY 98 LBS. — YET I CAN PARALYZE A 200 POUND ATTACKER WITH JUST A FINGER — BECAUSE I KNOW YUBIWAZA!"

says Yoshie Imanami — Pretty Japanese wife of N.J. Fleming — Yubiwaza Master

can make him say "Uncle!" quickly—with the help of YUBIWAZA! **MASTER EVERY SITUATION!**

Make no mistake! The world is crowded with anti-social enemies who think nothing of sticking a knife into the ribs... or attacking peace-loving citizens just for the fun of it... or molesting boys and girls shamelessly. There is a crying need for a system of self-defense that relies on KNOWLEDGE, not big muscles or strength... that depends on TECHNIQUE—not on weight or size... that is based on simple TRAINING—not on illegal possession of weapons. When you know YUBIWAZA, you can disarm and disable your opponent in seconds. You can repel a mugger who grabs you from behind without making a big hit or know WHERE to attack, and how. You learn the body's major vulnerable regions, the defense or guard position to take, and your body's personal weapons which you can apply to maximum advantage. I have imparted all I know about YUBIWAZA into my Guide, which I have profusely illustrated and clearly explained. I take you step by step through the fundamentals of this amazing system so that you understand clearly and immediately how these effective principles work. You learn those tricks used by marines, police and G-men... how to floor any bully... how to teach riot spots that will make any attacker helpless. No matter whether you are big or small, strong or weak, you can overpower, paralyze any opponent with lightning speed!

BECOME A NEW MAN!

Knowledge of YUBIWAZA will turn you into a NEW MAN even if you never before had the chance to learn. You will become SELF-ASSURED through your ability to handle your self. You will walk with a deter-

mined and confident air secure with the knowledge that NOTHING can frighten you... that you can deal with ANY man, ANY weapon, ANY situation—and that you can do all this with NO bodily contact. And you will win respect and admiration from everyone. Thousands of men of all ages have won confidence and respect by learning YUBIWAZA. YOU can do the same! You owe it to your own peace of mind... to your friends and loved ones—to be able to defend yourself in those days when attack may come at any time and place from hoodlums, criminals and delinquents. So mail Coupon NOW to my COMPLETE instruction on YUBIWAZA. If you and your friends don't say that YUBIWAZA has made a NEW MAN out of you, every cent will be refunded!

TWO FREE GIFTS!

If you order now, I'll include without extra charge 2 free gifts: your personal copy of HOW TO EASILY OVERCOME AND MASTER AN INFERIORITY COMPLEX, BASHFULNESS AND SHYNESS—plus—HOW TO DO STRONG-MAN STUNTS WITH EASE. And if you order promptly, I'll also include without extra charge your personal Membership Card in the American Yubiwaza Federation.

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BY N.J. FLEMING
AND HIS WIFE
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Fellow—did you know that you have untapped resources within your personality—assets that can help you along in life? You CAN win more girl and boy friends! If your personality is being smothered by an inferiority complex, or if you are bashful or shy—when you MUST read this amazing new Guide that overcomes these handicaps. You learn how to make the "right" approach... what to say and how to act... plus how to break the ice, make a date!



"HOW TO DO STRONG-MAN STUNTS WITH EASE"

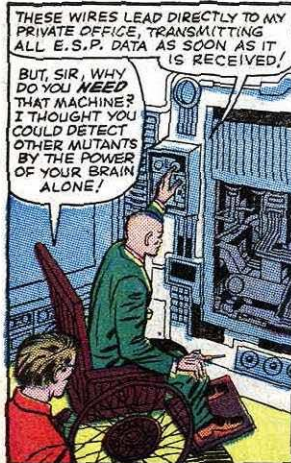
Would you like to know how to tear a license plate in HALF... or break bricks bare-handed, using very little strength... or to split a... and show how about splitting a bottle cap in half? YOU CAN DO ALL OF THIS—if you know the secret. And the secret is NOT brute strength—but technique! Your personal copy of HOW TO DO STRONG-MAN STUNTS WITH EASE will show you exactly how each trick is performed! Mail Coupon NOW!

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Rush your complete YUBIWAZA Program in plain wrapper. I enclose \$1.98 as payment in full—not money to buy. My friends and I must be delighted with my amazing new YUBIWAZA Program. If you will refund my money in full. Include my FREE gifts with YUBIWAZA—my personal copy of HOW TO EASILY OVERCOME AND MASTER AN INFERIORITY COMPLEX, BASHFULNESS AND SHYNESS and HOW TO DO STRONG-MAN STUNTS WITH EASE.

NAME _____ AGE _____
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THESE WIRES LEAD DIRECTLY TO MY PRIVATE OFFICE, TRANSMITTING ALL E.S.P. DATA AS SOON AS IT IS RECEIVED!

BUT, SIR, WHY DO YOU **NEED** THAT MACHINE? I THOUGHT YOU COULD DETECT OTHER MUTANTS BY THE POWER OF YOUR BRAIN ALONE!



TRUE, SCOTT! I PERSONALLY HAVE LITTLE NEED FOR SUCH APPARATUS! BUT, WHILE I AM GONE, THE ONE WHO **REPLACES** ME WILL FIND IT MOST USEFUL!

THE ONE-- WHO **REPLACES** YOU??



EXACTLY! I HAVE DECIDED THAT **YOU**, THE X-MAN KNOWN AS **CYCLOPS**, SHALL BE GROUP LEADER UNTIL I RETURN!

ME?? BUT, SIR-- THE **BEAST** IS A BETTER SCHOLAR-- WHILE **ANGEL** IS MORE AGGRESSIVE, AND--

BUT IT IS **YOU** WHO POSSESSES THE RARE QUALITY OF **LEADERSHIP**!

MY DECISION STANDS!



AND SO, EARLY THE NEXT MORNING...

IMAGINE! NO DUTIES FOR US "OL' GRADS" TODAY! LET'S HAVE A REAL CELEBRATION!

TOO BAD THE PROFESSOR CAN'T JOIN US-- BUT HE'S ALREADY LEFT!

IT'S A PLEASURE TO BE DIVESTED OF THE ENCUMBRANCE OF OUR X-MEN UNIFORMS!

I WISH YOU'D LEARN TO SPEAK ENGLISH, HANK!

HEY, LET'S GO FIND SCOTT BOY!



THE LIGHT'S ON IN THE PROFESSOR'S STUDY! LET'S SEE IF-- SCOTT! BEHIND THE PROF'S DESK!

I JUST REMEMBERED-- PROFESSOR XAVIER SAID HE'D CHOOSE A **GROUP LEADER**--

CONGRATULATIONS, CYCLOPS!

OF COURSE! IT WAS THE LOGICAL SELECTION!

THANK YOU! COME IN, PLEASE!



I WANT YOU TO KNOW THAT I DIDN'T ASK FOR THIS ASSIGNMENT! IN FACT, I DIDN'T DESIRE IT! I HAD BEEN THINKING OF **LEAVING** THE X-MEN!

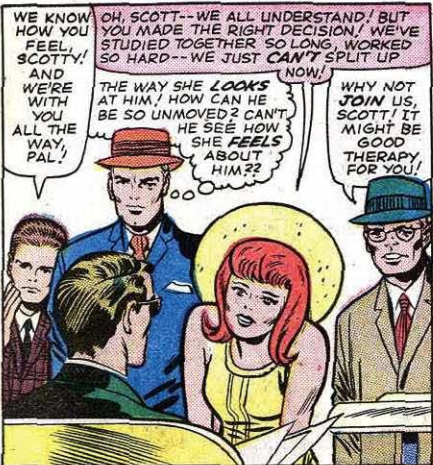
LEAVING THE X-MEN?? WHY, SCOTT??

YOU KNOW HOW I FEAR THE POWER BEAM WHICH EMANATES FROM MY EYES--!



I SHUDDER TO THINK WHAT WOULD HAPPEN IF IT EVER ACCIDENTALLY GETS OUT OF MY CONTROL! I HAD HOPED TO VISIT VARIOUS DOCTORS-- TO SEEK A CURE!

BUT, THE PROFESSOR CONVINCED ME IT IS MY **DUTY** TO REMAIN-- TO USE MY POWER AGAINST ALL EVIL-- NO MATTER HOW I DREAD THE TASK!



WE KNOW HOW YOU FEEL, SCOTTY! AND WE'RE WITH YOU ALL THE WAY, PAL!

OH, SCOTT--WE ALL UNDERSTAND! BUT YOU MADE THE RIGHT DECISION! WE'VE STUDIED TOGETHER SO LONG, WORKED SO HARD--WE JUST CAN'T SPLIT UP NOW!

THE WAY SHE LOOKS AT HIM, HOW CAN HE BE SO UNMOVED? CAN'T HE SEE HOW SHE FEELS ABOUT HIM??

WHY NOT JOIN US, SCOTT? IT MIGHT BE GOOD THERAPY FOR YOU!



I'D LIKE NOTHING BETTER THAN TO BE WITH YOU-- BUT I MUST REMAIN HERE, TO LOOK AFTER THINGS! THE PROFESSOR WOULD WANT IT THIS WAY! I--HOPE YOU ALL HAVE-- A GOOD TIME!

OKAY THEN, SCOTTY! IF ANY EVIL MUTANTS COME KNOCKING AT THE DOOR, GIVE US A WHISTLE!

WE'LL BE BACK BEFORE DINNER, SCOTT!

I KNOW THE COOLEST LITTLE COFFEE SHOP IN GREENWICH VILLAGE, WITH THE DREAMIEST WAITRESS!

WELL THEN, LEAD ON, MAC-DUFF!



THEY'VE GONE! AND HERE I SIT-- ALONE! NOW, FOR THE FIRST TIME, I CAN REALIZE HOW IT MUST HAVE BEEN FOR THE PROFESSOR, ALL THOSE LONG MONTHS-- ALWAYS APART-- ALWAYS ALONE...



SLOWLY, THOUGHTFULLY, THE X-MAN KNOWN AS CYCLOPS SLIDES THE TOP PANEL OF HIS DESK BACK, REVEALING AN ARRAY OF COMPLEX ELECTRONIC CONTROLS...

NOW TO LISTEN TO THE STEADY DRONE OF CYBERNO'S VOICE...

BEEP! BEEP! BEEP! BEEP!



--UNABLE TO LEAVE MY POST UNLESS AN ALARM IS SOUNDED-- AND YET, DREADING THE MOMENT I HEAR THAT ALARM, FOR IT CAN ONLY MEAN--THE MENACE OF--

MAGNETO!

BEEP! BEEP! BEEP! BEEP!



MEANWHILE, AT A NOISY CARNIVAL AT THE EDGE OF TOWN...

THIS IS THE ONE PLACE I CAN APPEAR IN PUBLIC WITH IMPUNITY! ALL WHO SEE ME THINK I AM MERELY ANOTHER COSTUMED PERFORMER!



HERE HE IS, FOLKS! THE ONE, THE ONLY, THE UNBELIEVABLE--**BLOB!** STAND BACK NOW--GIVE HIM ROOM!

HE IS THE ONE I SEEK!



ONCE THE **BLOB** PLANTS HIS FEET ON THE GROUND, **NOTHING** CAN BUDGE HIM! GO AHEAD, JUMBO--**PULL!**

HE IS PULLING! IF HE PULLS ANY **HARDER**, THAT CABLE WILL **SNAP!!**



MEDICAL SCIENCE IS UNABLE TO EXPLAIN THE **BLOB!** HIS SKIN IS SO TOUGH THAT IT CAN WITHSTAND--BUT, SEE FOR YOURSELVES! **FIRE!**

HE'LL BE **KILLED!**

NO HE WON'T! I'VE SEEN THIS ACT BEFORE!

BOOM



WHUMP!

SEE? HIS BODY CUSHIONS THE IMPACT LIKE A LARGE **PILLOW!!**



I WAS **RIGHT!** THAT IS NO MERE HUMAN--HE IS A **MUTANT!!** WHAT A VALUABLE ADDITION HE WILL BE TO MY POWERFUL BAND OF **HOMO SUPERIORS!!**



WITH ONE SUCH AS **HIM** ON OUR SIDE, WE SHALL BE IM-MEASURABLY STRONGER THAN THE UNSUSPECTING **X-MEN!**

WHAT'S UP, RUBE?

BLOB! I DESIRE TO SPEAK WITH YOU!



SILENTLY, ONE OF THE MOST POWERFUL **MUTANT MINDS** ON EARTH BEGINS TO PROBE THE **BLOB'S** BRAIN...

STRANGE!! THERE IS A **MENTAL BLOCK** THERE! I CANNOT PENETRATE HIS **MIND!**



POSSESSED OF A SPEED MANY TIMES GREATER THAN ANY NORMAL HOMO SAPIEN COULD HOPE TO ATTAIN, THE MUTANT QUICKSILVER STARTLES AND CONFUSES THE STUNNED HUMANS!



IT AINT POSSIBLE! HE'S SO FAST YOU CAN HARDLY SEE HIM!

THIS AINT A DREAM!! IT'S A LIVIN' NIGHTMARE!



OUTTA NOWHERE - A VOLCANO - ERUPTIN' RIGHT ON THE CARNY GROUNDS!!

THROWN OFF BALANCE BY THE SURPRISE ATTACK, MASTERMIND MOMENTARILY LOSES CONTROL OF HIS ILLUSIONS, AND RUNS IN PANIC!!!



GRAB THOSE TWO! THEY'RE IN LEAGUE WITH THE OTHERS!

NO! DON'T HURT US!

QUIET, YOU SHAMELESS COWARD!

AND THEN...

HEY!! LOOK WHAT HAPPENED TO MY STAKE DRIVER!!!



MINE TOO! 'W-WE MUST BE DREAMIN'!!

SO! YOU CALL MY GREAT POWERS MERE ILLUSIONS, DO YOU? SEE HOW THEY THROW AN ENTIRE GROUP OF FIGHTING MEN INTO SHEER PANIC, MY LOVELY!

BUT YOU CANNOT THROW THOSE ACCURSED IMAGES EVERYWHERE AT ONCE! EVEN NOW SOME ROUSTABOUTS ARE APPROACHING FROM BEHIND THIS WAGON!



MY OWN HEX POWER IS ENOUGH TO SAVE US! ALL I NEED DO IS CAUSE CONTINUAL MISFAPS TO BEFALL OUR ATTACKERS!

HOLD IT UP, YOU GUYS! DON'T CHASE 'EM ANYMORE! THEY'RE TOO MUCH FOR US!!



CONTINUED AFTER NEXT PAGE

PLAY 1964 BIG LEAGUE BASEBALL GAMES

Easy to play, real thrilling; exciting baseball with STRAT-O-MATIC. 400 big league players perform according to their actual abilities and your managerial decisions. You, the manager, call all strategy moves for all 20 major league teams.

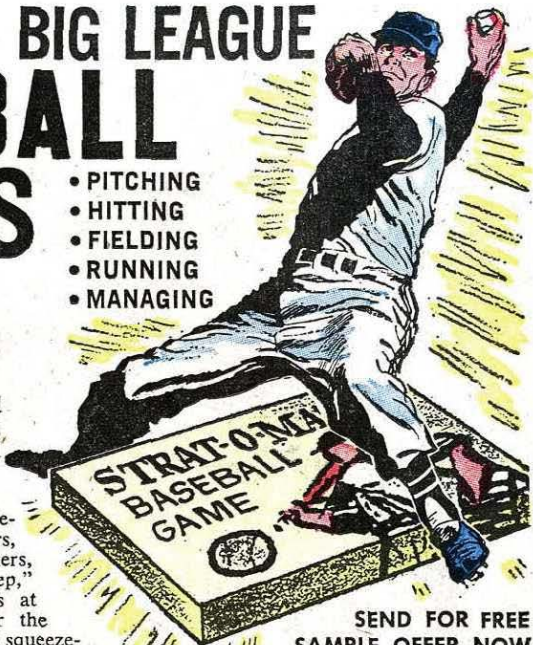
You, the manager, not only decide lineups, insert pinch-hitters, pinch-runners, and relief pitchers, play your infield "in or deep," and make defensive changes at any time, but also call for the sacrifice, steal, hit-and-run, and squeeze-play. All strategy moves are possible with STRAT-O-MATIC.

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Each player has truly individual qualities. He slumps and goes into hot streaks, performs heroics and commits errors. With STRAT-O-MATIC all qualities of a ballplayer are realistic.

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- PITCHING
- HITTING
- FIELDING
- RUNNING
- MANAGING



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among your batting average leaders, but will hit less homeruns than the average ballplayer.

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In fielding, Willie Mays will make catches which other outfielders would fail to make. Bill Mazeroski will make fewer errors and take away more would-be base hits than other second basemen. In base running, and stealing also, all players will perform realistically.

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MINUTES LATER, MAGNETO AND HIS MUTANTS ARE FINALLY ALONE WITH THE BLOB...

I OFFER YOU A CHANCE TO JOIN MY BAND! YOU CAN BE ONE OF US TO SHARE OUR TRIUMPH OVER HOMO SAPIENS!

MISTER, I DON'T KNOW WHO YOU ARE, OR WHAT YOU WANT-- BUT I DON'T NEED ANY OF YOU! STOP! CONSIDER YOUR WORDS! IF YOU ARE NOT WITH US-- THEN WE MUST TREAT YOU AS AN ENEMY!



I CANNOT LEAVE YOU HERE, ON THE CHANCE THAT THE X-MEN MAY ONE DAY RECRUIT YOU TO JOIN THEM! I MUST-- WHAT?? YOU DARE LAY A HAND ON THE PERSON OF MAGNETO ???!

LOOK, RUBE-- I'M GONNA SHOW YOU THAT NOBODY SCARES THE BLOB! NOT EVEN A BUNCH OF BIG TALKIN' COSTUMED CLOWNS!



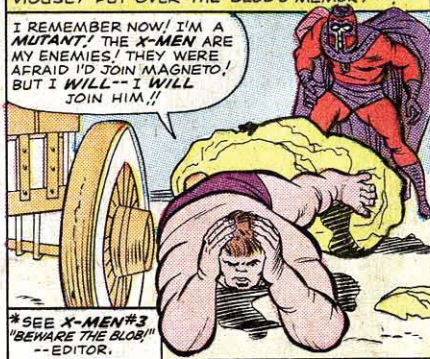
SUDDENLY, AN IRRESISTIBLE MAGNETIC IMPULSE AFFECTS THE UTILITY PIPES DIRECTLY UNDERGROUND, AND THEY SNAP TO THE SURFACE WITH TITANIC FORCE!

FOOL! BE GRATEFUL I HAVE ONLY DEIGNED TO USE A FRACTION OF THE LIMITLESS MAGNETIC POWER WHICH I POSSESS!!



AND THEN, A CAPRICIOUS FATE ENTERS THE PICTURE, AS THE FORCE OF IMPACT JARS LOOSE PART OF THE MENTAL BLOCK WHICH PROFESSOR X HAD PREVIOUSLY PUT OVER THE BLOB'S MEMORY--!*

I REMEMBER NOW! I'M A MUTANT! THE X-MEN ARE MY ENEMIES! THEY WERE AFRAID I'D JOIN MAGNETO! BUT I WILL-- I WILL JOIN HIM!!



*SEE X-MEN#3 "BEWARE THE BLOB!" --EDITOR.

AT THAT VERY INSTANT, AT X-MEN HEADQUARTERS, A SIREN BEGINS TO HOWL LIKE A BANSHEE AS THE NAME OF THE BLOB LIGHTS UP UNDER THE OTHERS ON A MASTER CONTROL PANEL!

KNOWN HOSTILE MUTANTS
MAGNETO
TOAD
MASTER-MIND
WICK SILVER
ET WITCH
BLOB
UNKNOWN



THE SIREN!! THE BLOB'S NAME-- BURSTING INTO LIGHT! IT CAN ONLY MEAN ONE THING--!

HIS MEMORY HAS RETURNED! HE'S JOINED THE EVIL MUTANTS!



THE PROFESSOR IS GONE! IT'S UP TO ME TO TAKE COMMAND! I DARE NOT FAIL!

I'VE GOT TO CONTACT THE OTHERS! I'LL CHECK THEIR DESTINATIONS IN THE SIGN-OUT BOOK! I CAN REACH THE ANGEL THRU HIS CAR RADIO--!



MEANWHILE, AT A GREENWICH VILLAGE COFFEE SHOP, THE **BEAST** AND **ICEMAN** ARE ENJOYING A TASTE OF THE BOHEMIAN SIDE OF NEW YORK...

HOW ABOUT THAT JAZZ COMBO, HANK? IT'S SO FAR OUT THAT THEY'LL BE **FIRED** IF ANYONE CAN UNDERSTAND THE MELODY!

DO YOU LIKE THE ZEN POETRY BERNARD IS READING, BIG BOY?

POETRY? I ASSUMED HE WAS CHECKING A HOUSEWIFE'S SHOPPING LIST ALOUD!

HE IS! THAT'S WHAT MAKES HIM A GENIUS!

GO, CAT, GO!

PERHAPS, BOBBY! BUT AT THE MOMENT, MY MOST VEXING PROBLEM IS THIS PAIR OF TIGHT BROGANS I'M WEARING! THE AGONY IS EXCRUCIATING!

TAKE 'EM OFF, NEIGHBOR! IN THIS PLACE NOBODY'LL EVEN NOTICE!

THE TROUBLE WITH YOU, HANK, IS THAT YOU CAN'T UNDERSTAND ANYBODY WHO DOESN'T USE TEN-SYLLABLE WORDS!

AHHH, WHAT A BLESSED RELIEF!!

ULP! I SPOKE TOO SOON! ARE THOSE REAL, OR IS IT SOME KINDA GAG?

SAY! DIG THAT CRAZZY PAPER-WEIGHT!

DON'T MOVE, STRANGER! I'VE GOT TO MAKE A SKETCH OF THOSE FEET! THEY SHOULD BE IMMORTALIZED ON CANVAS!

WAIT TILL BERNARD SEES THEM! HE'LL WRITE A NEW POEM IMMEDIATELY!

THIS COULD START A WHOLE NEW CULT-WE'LL CALL OURSELVES BAREFOOT BEATS!

HAIL TO THE NEW LEADER! KING OF THE BAREFOOT BEATS!

FREE COFFEE FOR EVERYBODY! THOSE FEET WILL PUT US ON THE MAP!

I APPRECIATE THESE ACCOLADES, BUT I THINK YOU'RE ALL TOTALLY BEREFT OF SANITY!

NOT ONLY DOES HE HAVE THE WORLD'S GREATEST FEET, BUT HE TALKS, TOO!

IT LOOKS AS THOUGH YOUR BROAD-SHOULDERED BUDDY HAS MADE A HIT! WITH THE CROWD, BOBBY!

THAT'S RIGHT, ZELDA! AND WHILE EVERYONE IS MARCHING AROUND, I'D LIKE A FEW WORDS WITH YOU, PRETTY GIRL. Y'KNOW IF YOU TWIST MY ARM, I THINK I COULD LEARN TO LIKE YOU!



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and
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Sell GRIT 5¢
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Family Newspaper

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12 or older now selling to
900,000 families



Yes fella, you can have a business of your own—earn all the money you want and also get swell prizes. The valuable business experience you get will help you become a successful man. Many of today's leaders sold GRIT when they were boys.

GRIT will help you get started in a profitable business of your own—send you papers and selling helps. You do not risk a thing as you pay only for the papers you sell until you know how many to order. You sell the paper for 15c, keep 5c as your profit and send GRIT 10c for each paper you sell. You'll find GRIT easy and fun to sell.

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HURRY if you are a boy 12 or older Send This
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MC 8-4

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deep with their flash-
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bodies give us these
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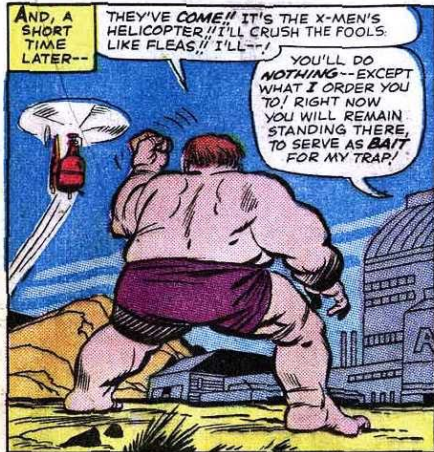
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P.O. BOX 151,
DERBY, CONN.





BUT, THE POWERFUL BLADE SNAPS TO SHREDS AT THE FIRST IMPACT AGAINST THE BLOB'S UNCANNY FLESH!!

A LOT OF GOOD THAT PIECE OF TIN WILL DO YOU!! YOU'RE FIGHTING THE BLOB NOW--THE ONE ENEMY YOU CAN'T EVER BEAT!



ARE YOU AWARE THAT YOU TALK ALMOST AS MUCH AS I DO, BLOB? ALTHOUGH YOUR VOCABULARY IS NEITHER AS VARIED NOR AS ERUDITE!

WHUP!



NOT EVEN THE WEAK ATTEMPT OF MARVEL GIRL!



IT'S USELESS! HIS FEET STICK TO THE GROUND--PULLING IT UP WITH HIM! I-I CAN'T RAISE HIM ANY HIGHER!!

THERE'S NO ONE THE X-MEN CAN'T BEAT, MISTER--AND DON'T YOU FORGET IT!! WE PROVED THAT ONCE, THE LAST TIME WE MET--! UHH!

SURE-- BUT YOU HAD PROFESSOR'S X'S BRAIN TO HELP YOU! NOW HE ISN'T HERE--AND ONCE I GET MY HANDS ON SOMETHING, NOTHING CAN PRY THEM LOOSE!



THE BEAST'S ATTACK WOULD HAVE BOWLED OVER A HIPPO, BUT THE BLOB TOOK IT! NOW HE'S GOT THEM BOTH! PERHAPS I CAN MAKE HIM RELEASE THEM BY RAISING HIM TELEKINETICALLY--

I WARNED YOU --NOTHING CAN BREAK MY GRIP! NOTHING!

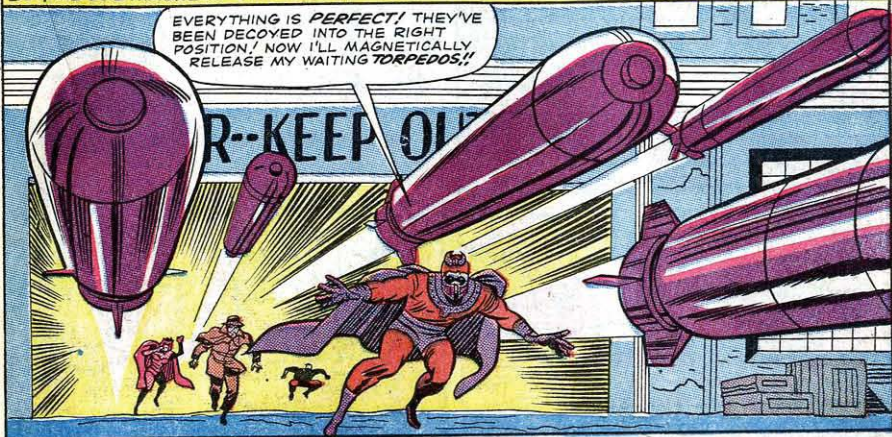


JEAN!! YOU SHOULDN'T HAVE STRAINED YOURSELF AGAINST IMPOSSIBLE ODDS LIKE THAT! LEAVE HIM TO ME NOW!! ONLY MY POWER BEAM CAN BEAT HIM!

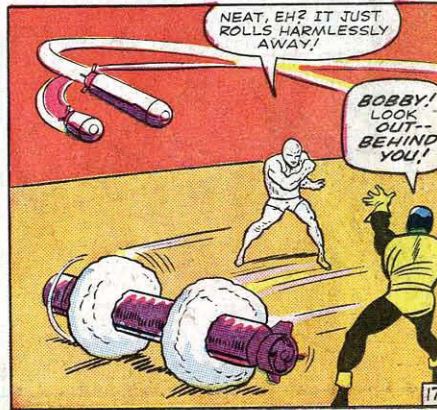
BOY! YOU'VE GOT ONE QUALIFICATION FOR A GROUP LEADER, SCOTTY! YOU'VE SURE GOT CONFIDENCE!



BUT, THE EVIL **MAGNETO** CHOOSES THAT VERY INSTANT TO LAUNCH HIS PREVIOUSLY-PREPARED ATTACK--!



CYCLOPS!! THEY'VE LAUNCHED TORPEDOS AT US!! QUICK-- YOU'VE GOT TO DESTROY THEM WITH YOUR POWER BEAM!!



MOVING WITH THE SPEED OF THOUGHT, THE DYNAMIC CYCLOPS BLASTS A HOLE UNDER ICE-MAN'S FEET, DEEP ENOUGH FOR BOBBY TO DROP BELOW THE PATH OF THE DEADLY MISSILES!!



OWW WAH!!

DUCK, KID-- DUCK!

THEY'RE TOO FAST-- TOO CLEVER FOR MY TORPEDOS! BUT, IF I CAN GET THEM WITHIN REACH OF YOU, BLOB--!

I TOLD YOU I COULD HANDLE THEM! JUST GET THEM OVER TO ME-- LET ME GET MY HANDS ON ALL OF THEM!!

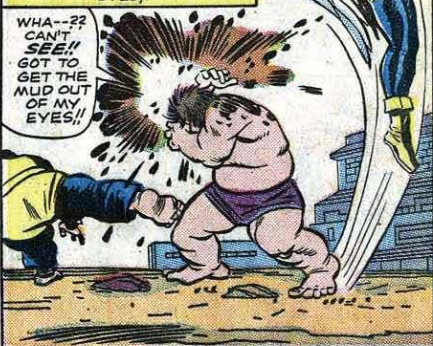


BUT, UNLIKE THE BLOB, THE QUICK-THINKING BEAST HAS HIS WITS TO RELY ON, AS WELL AS HIS STRENGTH--!



I'LL CONCEDE YOUR SUPERIORITY IN AN ARM-WRESTLING MATCH-- BUT LET'S SEE HOW YOU COPE WITH SOME SUDDEN MUD IN YOUR EYE!

TAKEN UNAWARES, THE SLOWER-WITTED BLOB RELEASES HIS UNBREAKABLE GRIP AS HE FOLLOWS HIS NATURAL IMPULSE TO RUB HIS EYES!



WHA--?? CAN'T SEE!! GOT TO GET THE MUD OUT OF MY EYES!!

BUT, INSTEAD OF RACING OUT OF REACH OF THE BLOB, THE BEAST ONCE MORE MAKES AN UNEXPECTED MOVE, WHILE HIS GARGANTUAN OPPONENT IS STILL OFF-BALANCE--!



EUREKA! I THOUGHT THIS MANUEVER WOULD SUCCEED!

EVEN YOU CAN'T MAINTAIN YOUR STANCE WHEN DEALT A BLOW WHICH YOU HAVEN'T PREPARED YOURSELF FOR!

WUP!



BLAST THE LUCK! THOSE X-MEN NEVER SEEM TO KNOW WHEN THEY'RE BEATEN! I'LL SHIELD MYSELF FROM THE ANGEL WITH A FLYING TORPEDO BARRIER!

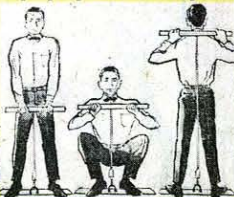
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ISOMETRIC EXERCISER can
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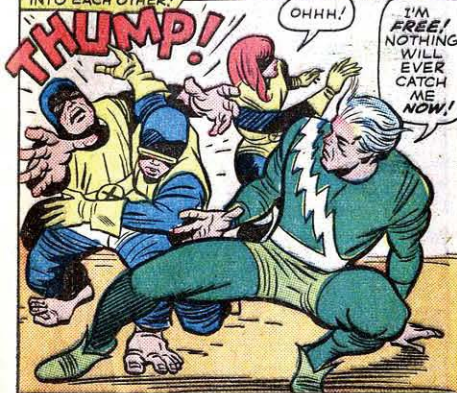
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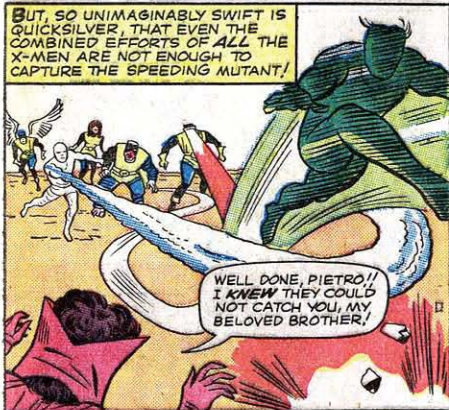
Also
FREE
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BILL
This lot-of-fun actual replica is yours for promptness while the supply lasts.



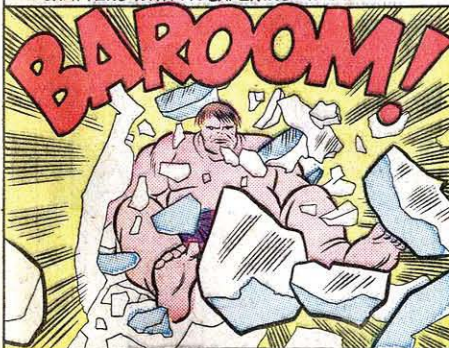
BUT MAGNETO'S COMMAND COMES TOO LATE! HIT WITH THE SCARLET WITCH'S HEX POWER, THE BEAST AND CYCLOPS STOP THEMSELVES FROM COLLIDING INTO EACH OTHER!



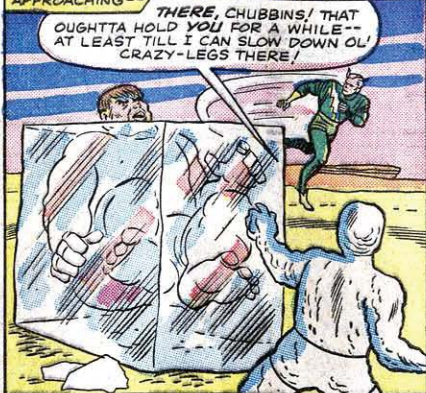
BUT, SO UNIMAGINABLY SWIFT IS QUICKSILVER, THAT EVEN THE COMBINED EFFORTS OF ALL THE X-MEN ARE NOT ENOUGH TO CAPTURE THE SPEEDING MUTANT!



BUT, BEFORE ANOTHER MOVE CAN BE MADE, THE GARGANTUAN BLOB EXPANDS HIS ENORMOUS BULK UNTIL THE BLOCK OF ICE WHICH CONFINED HIM SHATTERS WITH A DEAFENING ROAR!



THEN, THE DARING ICEMAN, TRYING HIS OWN STRATEGY FOR RESTRAINING THE POWERFUL BLOB, SEES THE LIGHTNING-SWIFT QUICKSILVER APPROACHING--

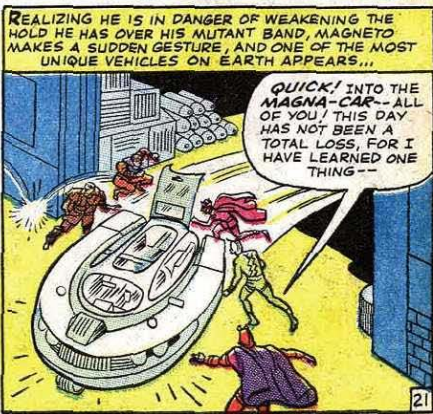


FALL IN BEHIND ME NOW! THE BATTLE LINE IS DRAWN--WE'RE ALL TOGETHER IN A BODY--JUST AS MAGNETO'S MUTANTS ARE--THIS IS IT--THE FINAL ATTACK!



YOU HAVE USED EVERY POWER YOU POSSESS AGAINST ME AND FAILED! NOW, IT'S MY TURN--BUT WITH THIS ONE DIFFERENCE --THE BLOB SHALL NOT FAIL!





PROFESSOR X WAS NOT WITH THEM TODAY-- NOT EVEN MENTALLY, ELSE I WOULD HAVE SENSED HIS BRAIN WAVES, THAT MEANS THE X-MEN FIGHT ALONE NOW! THEREFORE, I SHALL PLAN MY STRATEGY DIFFERENTLY FOR OUR NEXT BATTLE!

CYCLOPS! THEY'RE GETTING AWAY!

NOT THIS TIME, I'LL BLAST THEM TO THE GROUND!



WAIT! THE SCARLET WITCH-- SHE'S ABOARD ALSO!

YOU'RE RIGHT! AND HER BROTHER, QUICKSILVER! SOMEHOW, I CAN'T BRING MYSELF TO BELIEVE THAT THEY ARE AS EVIL AS THE OTHERS!



WELL, PUDGY-- IT LOOKS AS IF YOUR PALS RAN OUT ON YOU, EH?

PALS?? THE BLOB HAS NO PALS!! I REALIZE THAT NOW!

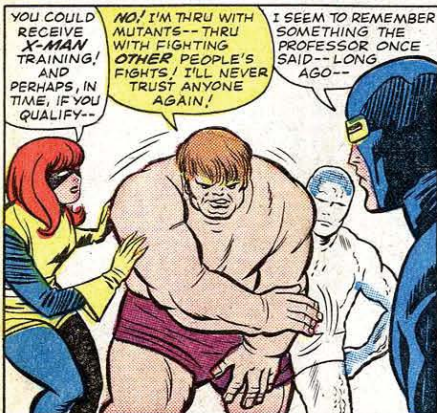
WHY DON'T YOU JOIN US?? WE'VE NO NEED TO BE ENEMIES!



YOU COULD RECEIVE X-MAN TRAINING! AND PERHAPS, IN TIME, IF YOU QUALIFY--

NO! I'M THRU WITH MUTANTS-- THRU WITH FIGHTING OTHER PEOPLE'S FIGHTS! I'LL NEVER TRUST ANYONE AGAIN!

I SEEM TO REMEMBER SOMETHING THE PROFESSOR ONCE SAID-- LONG AGO--



THERE ARE GOOD MUTANTS, AND BAD MUTANTS! AND THERE ARE ALSO SOME WHO HATE BEING MUTANTS-- SOME WHO TURN AWAY FROM THE GREAT RESPONSIBILITY THEIR POWER IMPOSES UPON THEM!

I'VE NO HATE LEFT IN ME! I'M JUST WEARY, I'M GOING BACK-- TO THE ONLY PLACE WHERE I BELONG-- TO THE CARNY! I'VE LIVED A SIDESHOW FREAK-- AND THAT'S HOW I'LL DIE!



RIDICULOUS AS IT MAY SEEM, I ALMOST FIND MYSELF PITYING THAT TRAGIC HUMAN BEHEMOTH!

I SURE HOPE HE NEVER CHANGES HIS MIND! I WOULD'NT WANT TO HAVE TO FIGHT HIM AGAIN!

SCRATCH ONE WHIRLY-BIRD, X-MEN! THIS WRECKAGE IS BEYOND REPAIR!



WELL, I GUESS WE'LL HAVE TO PHONE FOR A TAXI! UH OH-- I HAVEN'T ANY CHANGE IN MY POCKETS-- IN FACT-- NO POCKETS!

KNOW SOMETHIN'? WE'RE GONNA FEEL LIKE NUTS WALKING HOME THRU THE STREETS LIKE THIS!



HAVE NO FEAR-- ANGEL'S HERE! I'LL FLY AHEAD AND HAIL A TAXI FOR US!

WHILE YOU'RE AT IT, BORROW THE FARE FOR "GROUP LEADER'S" BROKE!



THE END

AND SO ANOTHER X-MAN ADVENTURE BECOMES HISTORY! BUT, WILL WE SEE MORE OF MAGNETO'S EVIL MUTANTS? WILL WE SEE NEW DANGER AND SURPRISES? WILL WE?? ARE YOU KIDDING?? NOW, TO ALL YOU HAPPY HOMO-SAPIENS-- SO LONG... TILL NEXT ISH!

NOTE: OUR LETTERS SECTION APPEARS ON THE NEXT PAGE...

Let's visit the **X-MEN**

Please address
your letters to:
THE X-MEN
Third Floor
655 Madison Ave.
New York 21, N. Y.

Dear Stan and Jack,

I have never before written a fan letter to any magazine, comic or otherwise, but I felt impelled to do so now in the interest of one of your best characters. Please do not write out Professor Xavier from your X-Men! He is by far the best character in the series. His performances against the Vanisher and the Blob were outstanding, and I should think would have convinced anyone that he definitely belongs among the X-Men permanently. My husband is no comic magazine reader but he has become a regular reader of the X-Men. He instructs me to warn you that if Professor Xavier is no longer featured, he will never buy the book again. I have been reading comic magazines perhaps as long as they have been in existence as we know them, and yours are really unusual. Their unique appeal, of course, is mainly the marvelous characterizations. The actions and reactions of your heroes are apt, amusing, and convincing. If the opinion of a comparatively elderly reader (I am 33 years old and have never felt apologetic about my interest in comic magazines) is of any value, your Marvel Group of comics is the best literature in its field. With thanks for many entertaining hours—

Mrs. Laura Frankland, White Head
Grand Manan, New Brunswick, Canada

YIPE! No sooner do we send poor Professor X on his merry way than we receive the above letter! Well, take heart, Mr. and Mrs. Frankland—we haven't seen the last of ol' high-forehead! He'll keep popping up again, as most of our characters seem to do, when you least expect him!

Dear Stan and Jack,

Give each X-Man a separate costume. Often the mutants who the X-Men are fighting are more colorful than the X-Men themselves! Another fan told me this and I think he's right. Separate costumes would make the X-Men much more exciting than they already are. Well, keep up the good work. I think that you've really got something here with the X-Men. It's the best mag that you've got at Marvel and the only thing that may be able to beat it is your new mag Daredevil.

Jim Rossow, 906 Beale St.
South Bend, Ind.

It's okay with us, Jimmy—as long as we keep it in the family! (The Marvel family, natch!) As for separate costumes, how do you feel about it out there in Marvel land?

Dear Stan and Jack,

"The Angel is Trapped" was a great story and I was glad to see Cyclops getting in the act more than usual. He's the best of the X-Men mainly because he's more sensible than the others and doesn't seem like a teenager. I don't care too much for most of your teenage heroes, mainly the Torch.

Jerry Phillips, 16714-F So. Yukon Ave.
Torrance, Cal.

Is it because you don't like teen-agers, Jerry? Or because you don't like the way WE portray teen-agers? Anyway, Cyclops thanks you, and the Torch says "Gowan back to Yancy Street!"

Dear Stan and Jack,

Here in Bangkok, Thailand, we get X-Men, Avengers, FF, Spider-Man and other members of the Marvel cast. I can hardly wait to see what happens in the X-Men stories. Keep up the good work, for we here in Thailand appreciate your fine stories!

Frederic Fuhon, U.S. Embassy,
165 Rajadamri Rd., Bangkok, Thailand

Much obliged, Fred! And, as for your impatience to see what happens in our yarns, we've heard from other readers that even after you READ them it's usually tough to figure out what in blazes was going on!

Dear Stan and Jack,

The X-Men are great, wonderful and stupendous. They are different from any other comic group. Every time I finish one I feel as though my brain has been drained of all its power! I just sit there in a trance for a while. #5 was the best yet what with Professor X and the final exam. I feel the X-Men will rise to new heights in the Marvel Age of Comics. Everyone is talking about Beatlemania—it should be Marvelmania!

Larry Walters, 3589 N.W. 53rd
Oklahoma City, Okla.

Heck—we always thought it WAS!

Dear Stan and Jack,

The X-Men is my favorite. The cover of the May issue was very striking. The thing that appeals to me most about the X-Men is when they're in costume, training in the Danger Room. I really like that bit. The Brotherhood of Evil Mutants (with the exception of Mastermind) consists of pretty corny characters (and even cornier dialogue) but the way they operate is alright. Anyway, I wish they'd finally get captured once, even if they escape later. By the way, if the Scarlet Witch is scarlet, how come she's always green on the cover? Taking away Iceman's boots, as far as I'm concerned, was a mistake. He looks ridiculous without them. And Hank (Beast) McCoy looks just as ridiculous with those glasses and his hair the way it is. The rest of the X-Men are okay. I'm dying to see Scott (Cyclops) Summers show some affection for Marvel Girl. It kills me the way you guys put off these romances, so how about it? Have Scott take her on a date or something. I sincerely hope that X-Men will continue to be published for a long time. They're probably your most original group.

Rocky Midyett, 1327 West Devers St.
West Covina, Cal.

Sometimes we change a costume's color on the cover just to balance the design a bit, Rocky! As for the X-Men dating, have a heart, pal! Give 'em some PRIVACY!

SPECIAL ANNOUNCEMENTS SECTION:

—Before we go any further, we want to know one thing—Have you read our big new Annuals yet? If not, don't waste another minute—they won't remain on sale much longer! As if you didn't know, they are: FANTASTIC FOUR #2—SPIDER-MAN #1—and MARVEL TALES #1—(We won't discuss our MILLIE THE MODEL ANNUAL in this section—sorry!)

—Okay, now down to business! All those in favor of Scotty being Professor X's deputy leader of the X-Men say "Aye." All those opposed write and tell us about it! However, we'll take a guess right now—most of you will say "Aye!" We'll print the result later on.

—Next question—are you getting fed up with seeing so much of Magneto's merry mutants—or do you want lots more? There's a lot of strong feeling on both sides so we're anxious to take a count!

—NEXT ish of X-MEN (which we haven't finished yet at the time of this writing) will contain a few surprises—and we'll try to drag in an unexpected guest star or two! So be sure to be with us—you KNOW how lonely we get!

BOYS! MEN!

Mike Marvel

ARE YOU WEAK, ALWAYS TIRED, LACK PEP?

Whether you're thin and scrawny, or sagging with unsightly fat — my secret DYNAPLEX method will train pep, vigor and red-blooded vitality into your puny, exhausted body. Once DYNAPLEX makes you a two-fisted dynamo 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—tingling with zest and zip-ripping energy—for the first time in years!

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"I tried two other systems, before my buddy told me about DYNAPLEX. 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 DYNAPLEX two weeks ago, and am building a great physique."
E. G., Detroit, Mich.

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

ARE YOU ASHAMED OF YOUR BODY NOW?

Fal—look DO YOURSELF a favor! Take a good long look in a mirror. Do you see a puny, starved, bony—scrawny arms—honey shoulders—a baby stomach and skinny legs? Do they laugh and grin when you take off your shirt? BELIEVE IT OR NOT—I can add solid pounds of rippling, steely he-man MEAT to your body. I can take those skeleton arms and PAKY INCH with explosive VIRTUE MAN-MUSCLE. I can take that caved-in chest and build on six rugged inches of strong sleek MAN-SIZED BRAWN. I can clothe your skinny frame with GIANT RIPPLING DYNAPLEX MUSCLES that will have them gasping with awe and admiration! And with NO tiring exercise. NO high-priced bar-bells or gym equipment!

FREE! "SECRETS OF BEING ATTRACTIVE!"

Fellow! Mail the coupon now, and receive Mike Marvel's FREE GIFT to you! This exciting and informative book discloses a secret method for developing a new, almost MAGNETIC way of being attractive and popular! At parties, dances, at the beach—you will have the people clustering around you breathlessly. "What does HE have so beautifully?" they will say, "that WE don't?" This is in this exciting new book, your GIFT from Mike Marvel. Fill out and mail the coupon NOW!

Or is your problem a body sagging with soft rollers and skinny, handsomely FAT? Pump muscles—sagging stomach—bloated face—arms heavy with layers of SLUBBER—Are you ASHAMED to go to the beach and let them see your "FAT-MAN PHYSIQUE"?

If so, wake up fellas! THIS IS IT! I will peel off that fat and give you a lean VIRTU DYNAPLEX BODY, armored with a sheath of hard, steely muscle. I can build you into a healthy, streamlined HERCULES—bursting with dynamic manly strength. I'll give you a pack of hard midsection—legs muscled like coil steel springs. I can pack solid DYNAPLEX

into your fists and give you a rugged handsome build brim-full of the magnetic SLEEK-BODY APPEAL. And with NO starve-on diets — NO fatiguing calisthenics — NO expensive health-foods!

HOW DYNAPLEX BUILDS BEAUTIFUL BODIES

DYNAPLEX is the modern miracle of body-building. It takes no tiresome exercises, "crash" diets, protein foods, and no weights or bar-bells. DYNAPLEX is the amazing discovery of a West German scientist. A search into the Science of Strength found a thrilling new way to build GIANT BRAWNY MUSCLES in ten minutes a day. With DYNAPLEX you "flex" each muscle once—in a certain way—that is more effective than the old-fashioned way. With DYNAPLEX you get bigger results in ten minutes than other hours of grunting and groaning, hefting heavy weights.

DYNAPLEX coaxes each muscle in your body to bring out its round, steely fullness and satiny symmetry. DYNAPLEX builds each 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 wrists—tough, slim midsection—and trim, steel-spring legs—simply thru "DYNAPLEXING" each muscle once a day! There's nothing wrong with that! But why bother? Why waste time and money, why sweat and strain your way to a streamlined symmetrical SAMSON-STRONG BODY—when you can do it better—faster—easier—with the DYNAPLEX SECRET?

Mike Marvel System, Dept. M398, 285 Market Street, Newark, N. J.

SECRET NEW DYNAPLEX METHOD

CAN BUILD YOU A MAGNIFICENT NEW HE-MAN-MUSCLED BODY IN JUST TEN MINUTES 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 DYNAPLEX 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 \$110.00.

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 ferals! Let me give you a glowing new body, brimming 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. A lean fast 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 DYNAPLEX, 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, skinny frame—get ready for adventure and romance with a solid physique that glows and vibrates with virile he-man appeal. You'll be really proud to let anyone see your MAGNIFICENT HE-MAN MUSCLES at the beach, gym and anywhere you go. You'll stare with envy and jealousy—your friends crowd around to squeeze your iron biceps or touch your bulging brawny chest—when they ask in amazement HOW you did it—tell them about the Magic Secret of DYNAPLEX!

Your Pal

MIKE MARVEL
"Builder of Champion Bodies"

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- ☐ Lose fat, be trim, build strong handsome
- ☐ Mold mighty back, broad brawny shoulders
- ☐ Build muscle on skinny wrists and arms
- ☐ Develop crushing grip, two-fisted punch-power

MIKE MARVEL SYSTEM, Dept. M398
285 Market Street
Newark, New Jersey.

Okay, Mike! Here's \$198. Send me your COMPLETE (nothing else to buy later) body-building course. I want to use your new secret of DYNAPLEX to win a HERCULES HE-MAN BODY in just ten minutes a day. Rush my copies of the DYNAPLEX SYSTEM and my free gift book "Secrets of Being Attractive" on your money-back guarantee, in plain wrappers. If I don't develop a splendid physique and become more popular, you will refund my money in full.

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You have been thinking of improving yourself. You would like to get a technical education, so that you can qualify for a better job and greater security. Why not consider the automotive field, one of America's greatest? Over 7 million cars and trucks are sold each year. These, added to the 57 million vehicles already in use, provide a rich source of rewarding jobs for trained mechanics. The pay is well above average, work is steady and opportunities exist in almost any community.

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You don't need a formal education or previous experience to master auto mechanics. You can learn at home by devoting a few hours each evening and week-end to training. CTI, one of America's foremost auto training schools, will send lessons that are easy to read and understand. You'll receive tools and instruments, as well as shop projects, to help you gain experience as you learn. You keep your present job and switch to your new occupation when you are ready.

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CTI lessons are written in simple English and fully illustrated. Thousands have learned auto mechanics through lessons alone. To make it still easier to apply "lesson learning" to actual auto repairing, and to build your confidence, CTI provides each student with 30 Job Experience Projects. This practical instruction will encourage you to begin repairing cars as you train, and earn money in spare time. It will help you get experience.

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