

AVENGERS

15¢ 67  
IND AUG



MARVEL  
COMICS  
GROUP

# THE MIGHTY AVENGERS

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AUTHORITY

**DIE,  
AVENGERS..  
DIE!**



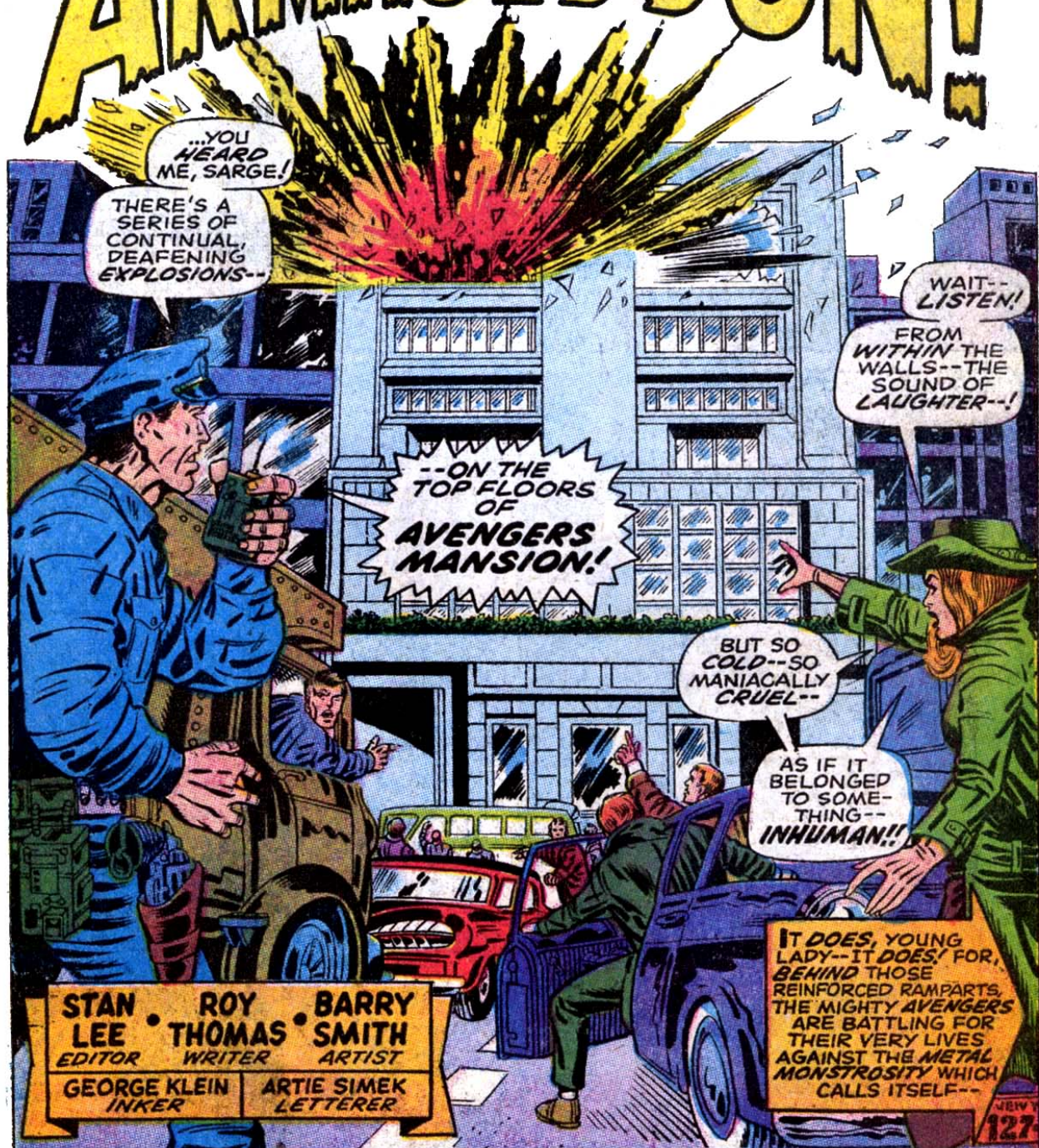
Telegram-Marvel comics  
(Avengers)



# THE MIGHTY AVENGERS!

## WE STAND AT...

# ARMAGEDDON!



...YOU  
HEARD  
ME, SARGE!

THERE'S A  
SERIES OF  
CONTINUAL,  
DEAFENING  
EXPLOSIONS--

--ON THE  
TOP FLOORS  
OF  
AVENGERS  
MANSION!

WAIT--  
LISTEN!

FROM  
WITHIN THE  
WALLS--THE  
SOUND OF  
LAUGHTER--!

BUT SO  
COLD--SO  
MANIACALLY  
CRUEL--

AS IF IT  
BELONGED TO  
SOME-  
THING--  
INHUMAN!!

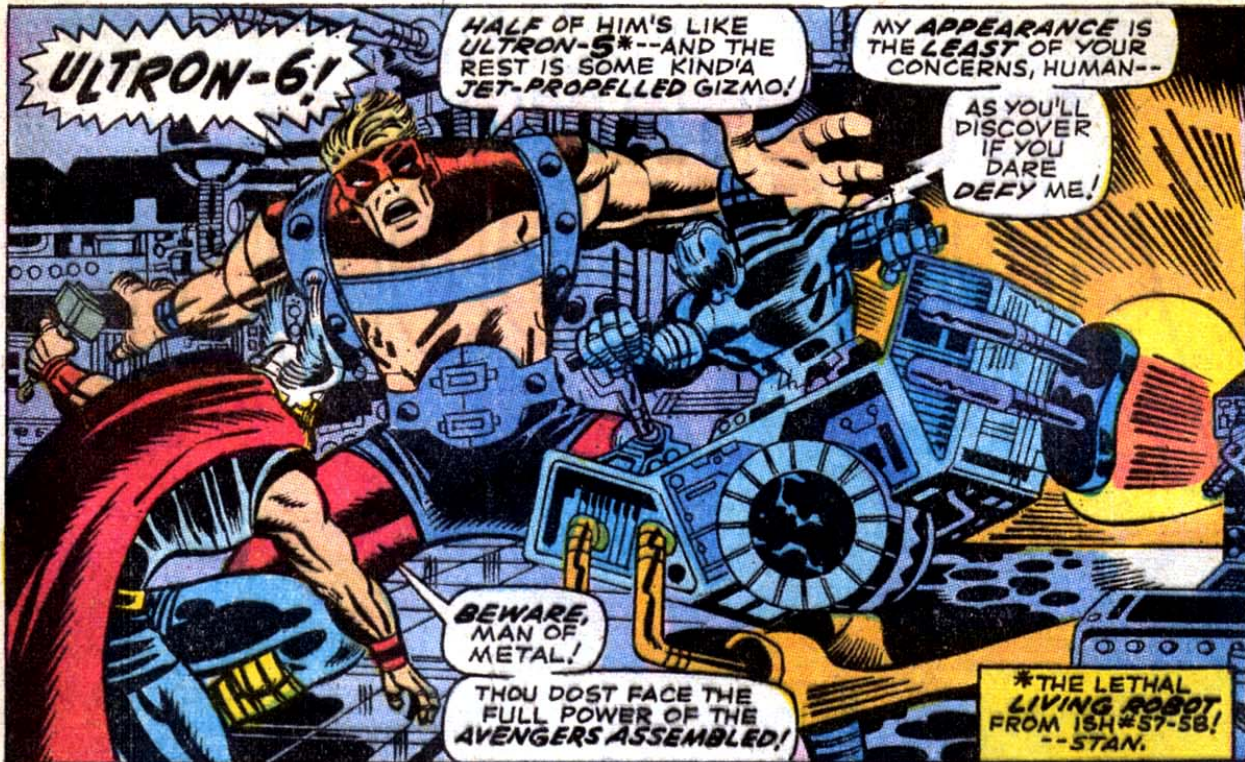
STAN • ROY • BARRY  
LEE • THOMAS • SMITH  
EDITOR WRITER ARTIST

GEORGE KLEIN • ARTIE SIMEK  
INKER LETTERER

IT DOES, YOUNG  
LADY--IT DOES! FOR,  
BEHIND THOSE  
REINFORCED RAMPARTS,  
THE MIGHTY AVENGERS  
ARE BATTLING FOR  
THEIR VERY LIVES  
AGAINST THE METAL  
MONSTROSITY WHICH  
CALLS ITSELF--

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**ULTRON-6!**

HALF OF HIM'S LIKE  
ULTRON-5\*--AND THE  
REST IS SOME KIND'A  
JET-PROPELLED GIZMO!

MY APPEARANCE IS  
THE LEAST OF YOUR  
CONCERNS, HUMAN--

AS YOU'LL  
DISCOVER  
IF YOU  
DARE  
DEFY ME!

BEWARE,  
MAN OF  
METAL!

THOU DOST FACE THE  
FULL POWER OF THE  
AVENGERS ASSEMBLED!

\*THE LETHAL  
LIVING ROBOT  
FROM 15H#57-58!  
--STAN.



THE AVENGERS--  
HAH!

ONCE,  
THEY  
MIGHT  
HAVE  
POSED A  
THREAT  
TO  
ULTRON-5!

--BUT NOT TO  
A BEING OF  
LIVING  
ADAMANTIUM!!

HIS  
BOAST  
RINGS  
TRUE!

THE VISION  
DID SOME-  
HOW CREATE  
HIM ANEW--

--FROM A  
SUBSTANCE  
ALL BUT  
INDESTRU-  
CTIBLE!



AND YET, I  
SHALL NOT  
SHRINK  
FROM THE  
FRAY--

NOT WHILST  
ENCHANTED  
MJOLNIR  
BE MINE  
TO WIELD!



THOR--  
NO!

IF YOU  
HIT  
HIM--

THERE'S NO  
TELLIN' WHAT  
WILL  
HAPPEN--!





WHAT  
DOES  
HAPPEN,  
THUNDER  
GOD--

--WHEN THAT-  
WHICH-MAY-NOT-  
BE STOPPED  
STRIKES THAT-  
WHICH-SHALL-  
NOT-BE-MOVED??



BUT, FOR THE MOMENT, THAT IS NOT OURS TO KNOW--

--AS, ELSEWHERE IN THE MULTI-LEVELED MANSION, A LONELY FIGURE, BROODS ALOUD...

STILL ANOTHER VIOLENT BLAST!

IF MY FELLOW AVENGERS ARE HARMED...IF MANKIND ITSELF IS ENSLAVED...

IT SHALL BE UPON MY HEAD!

I...WHOM MEN CALL THE VISION!

FOR, IT WAS I WHO RETRIEVED THE EVER-LEERING HEAD OF ULTRON-5...

...FROM WHERE IT LAY...RUSTED, FORGOTTEN...IN THE RUBBLE OF A DEMOLISHED SLUM!

IT WAS I WHO BROUGHT IT SECRETLY HERE...

I WHO FUSED THAT EVIL, IMMORTAL BRAIN WITH COMPLEX COMPUTERS...

ENABLING MY MASTER TO RE-CREATE HIMSELF...AS ULTRON-6!

"MY MASTER!!"

WHY DO I STILL THINK OF HIM THUS, AFTER ALL THIS TIME?

WHY DID I DO WHAT I DID, UNLESS--?

OF COURSE!!

WHEN HE FASHIONED MY SYNTHETIC FORM, MONTHS AGO...

...TO CONSTRUCT HIM ANEW, WHEN THE MOMENT WAS RIPE!

HE MUST HAVE INFUSED THE THOUGHT, DEEP WITHIN MY ANDROID MIND...

YES... NOW I KNOW!

BUT, WILL THAT HELP ME TO ACT...

...AGAINST ONE WHO GAVE ME LIFE--?



"--OR, IS IT  
ALREADY--  
TOO LATE??"

HAH!

MY FIRST  
VICTORY  
IS NEARLY  
COMPLETE!

EARLIER, MY DISEMBODIED  
HEAD FORCED THE HELP-  
LESS VISION TO ADJUST  
CERTAIN COMPUTERS...

...SO THAT  
THEY ALMOST  
DESTROYED  
IRON MAN!

NOW,  
TWO  
MORE  
AVENGERS  
ARE AT  
MY MERCY!

AND--I  
HAVE  
NO  
MERCY!!

HE  
DOESN'T  
SEE  
ME  
HERE...

THE MAN  
WHO  
CREATED  
HIM!

NOW, IF I CAN  
JUST DISCONNECT  
THE TWIN  
ELECTRODES  
ON HIS SKULL--

--THE VICTORY  
SHALL BE  
YELLOW-  
JACKET'S!

...STILL  
WEAKENED...  
BY MY  
ACCIDENT!

BUT, I CAN'T  
STAND BY...  
WHILE THE  
OTHERS  
MAY BE IN  
DANGER!

WAIT!  
I'M  
GOING  
WITH  
YOU!

WHILE ONLY  
A SINGLE,  
STEEL-  
LINED  
WALL PANEL  
AWAY...

YOU--  
HANK  
PYM--  
ALIVE!

THEN, IT  
SHALL BE  
MY PLEASURE  
--TO KILL  
YOU!

I  
KNOW  
I CAN'T  
STOP  
YOU,  
LADY...



SO, BE READY FOR  
ANYTHING WHEN  
I--

OH NO--  
NO!!

HANK!

I'M...OKAY,  
JAN! MY  
WINGS...  
CUSHIONED  
MY FALL!

BUT  
WATCH  
OUT--  
FOR  
ULTRON!

ULTRON?

THEN--THAT  
METAL  
MANIAC  
IS STILL  
ALIVE?!

IF ONLY MY  
REPULSOR  
RAYS WERE  
WORKING....

I'D MATCH  
MAN-IN-  
METAL  
AGAINST  
MONSTER-  
OF-METAL...

AND MAY THE BEST  
BULLET-  
HEAD  
WIN!

YOU'D LOSE,  
AVENGER!

ULTRON'S  
COMPOSED  
OF PURE  
ADAMANTIUM  
NOW, AND YOU  
KNOW HOW  
STRONG--

HANK--  
LOOK  
OUT!!

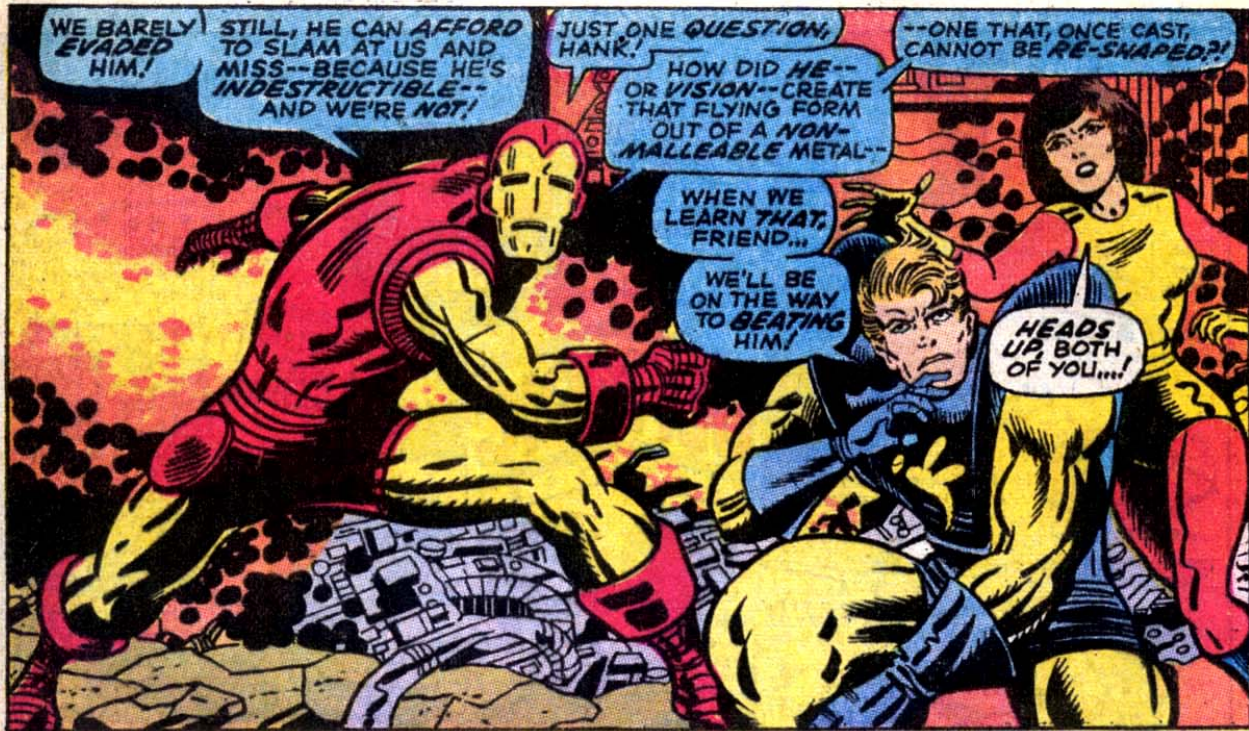
I  
SEE  
HIM,  
HONEY!

HE'S  
SWOOPING  
THIS WAY--  
PIVE-  
BOMBING  
STRAIGHT  
AT US--!

MOVE!!

THROOM







HE MISSED ME--THANKS TO IRON MAN!

BUT, SHELLHEAD'S NO MATCH FOR ULTRON--NOT WITH DAMAGED ARMOR!

GOT TO HOLD ON--TRY TO HELP HIM--!

**1100000 SHH!**

BLAST IT! THESE ELECTRODES WERE YOUR ACHILLES' HEEL--BEFORE!

YET NOW--ALL MY STRENGTH WON'T BUDGE THEM!

FOOL!

NOTHING CAN HARM ONE WHO IS MADE OF ADAMANTIUM!

IRON, HOWEVER--

--IS ANOTHER MATTER!!

AAARRHH!

BAH! YOUR DEATH MEANS NOTHING TO ME NOW!

MINE IS A GREATER MISSION!

AND I MUST BE DELAYED NO LONGER!

HE'S ON A COLLISION COURSE WITH THE CEILING!

BUT--HANK'S STILL HANGING ON TO HIM!

LET GO, HANK--LET GO!!





THUS, WITH A MONSTROUS, MIND-WRENCHING IMPACT, THE CREATURE KNOWN AS ULTRON-6 IS UNLEASHED BEFORE THE EYES OF THE FEARFUL CROWD BELOW--

--THAT SELFSAME CROWD WHICH, ONLY MOMENTS BEFORE, HAD BEHELD ANOTHER, EQUALLY AWESOME FORM, STREAK FORTH INTO THE CRISP NIGHT AIR....

I CANNOT HELP THE AVENGERS NOW!

YET, IF ULTRON BREAKS FREE...

...I KNOW WHERE HE SHALL GO!

WHILE, SPEAKING OF LIVES AT STAKE--

ULTRON SHIELDED ME--FROM THE CRASH!

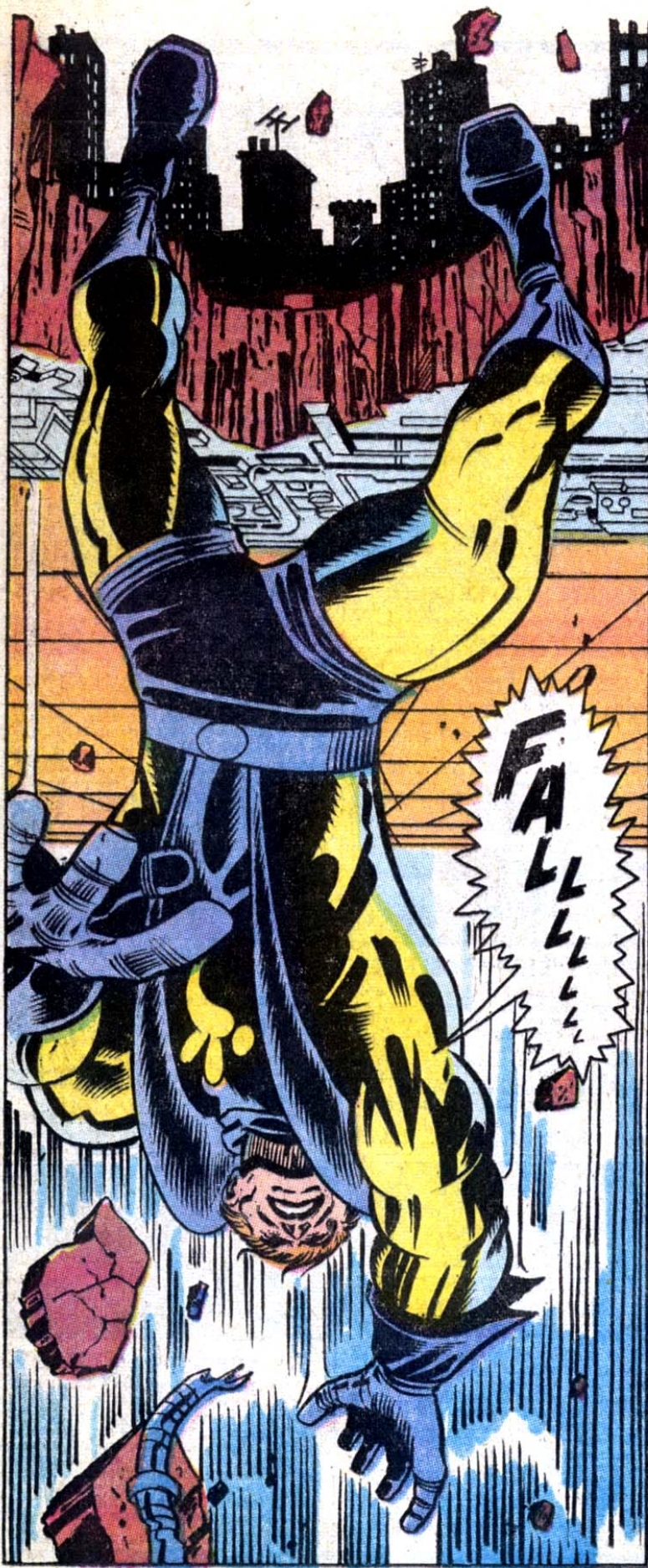
BUT--CAN'T HOLD ON ANY LONGER--!

AND, THERE MUST THE VENGEFUL VISION BE...

TO STAKE MY INHUMAN LIFE... AGAINST HIS!

GOING TO FALL....!





FALL  
L  
L  
L  
L  
L  
L



DON'T GET YOUR  
FEELERS IN AN  
UPROAR, LITTLE MAN!

OL'  
CLINT'LL  
GIVE  
YOU A  
HELPIN'  
HAND!

HAWKEYE!

I MEAN--  
GOLIATH!

WHOEVER YOU ARE  
NOW--I'M JUST GLAD  
YOU'RE HERE--!



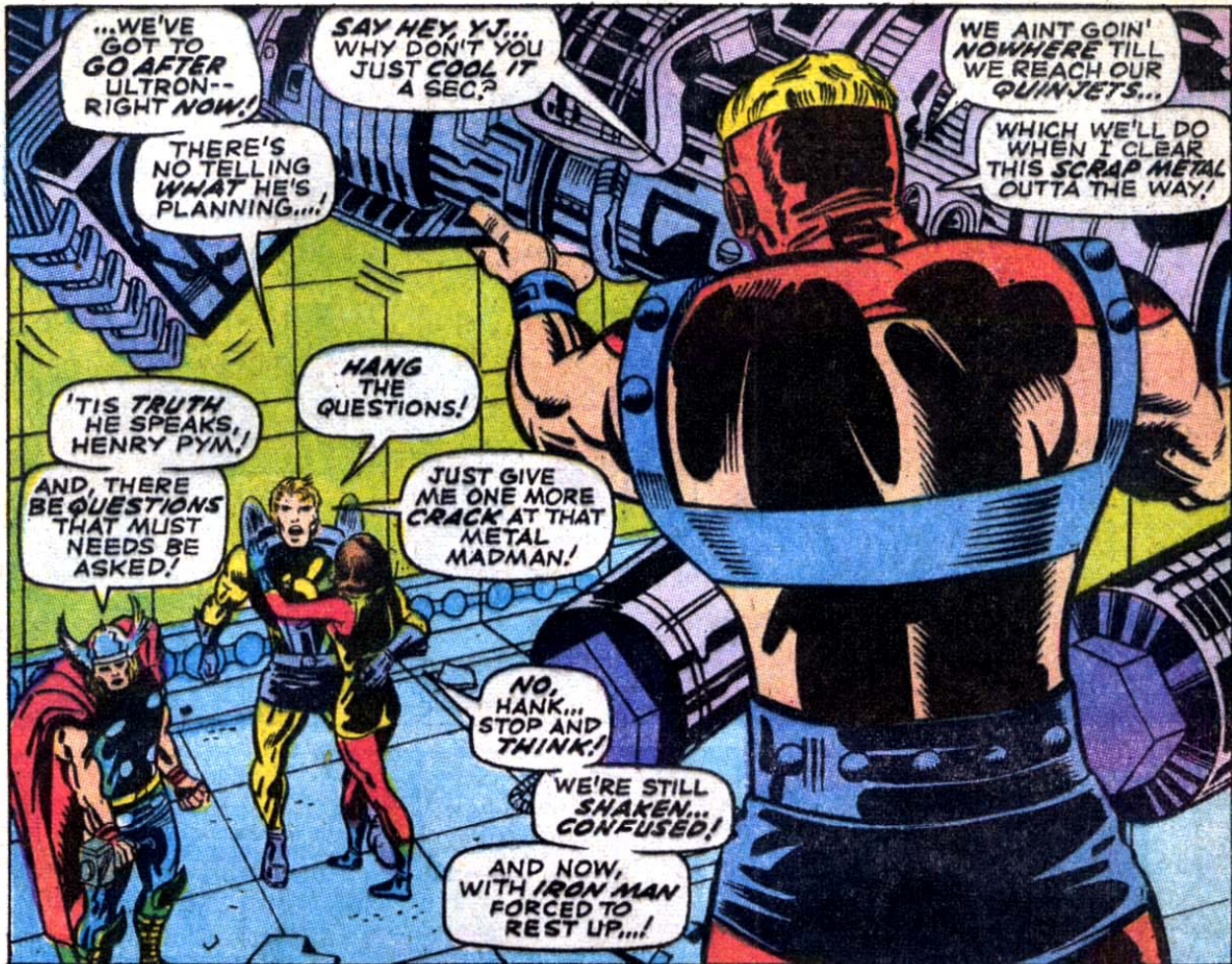
WHILE, CAREENING  
CRAZILY THRU THE  
DARKENED CITY SKY,  
DISDAINING EVEN A  
BACKWARD GLANCE--

THE  
AVENGERS  
MAY COUNT  
THEMSELVES  
FORTUNATE  
--FOR THE  
MOMENT!

BUT  
WILL  
THEY  
WANT  
TO LIVE  
ON--

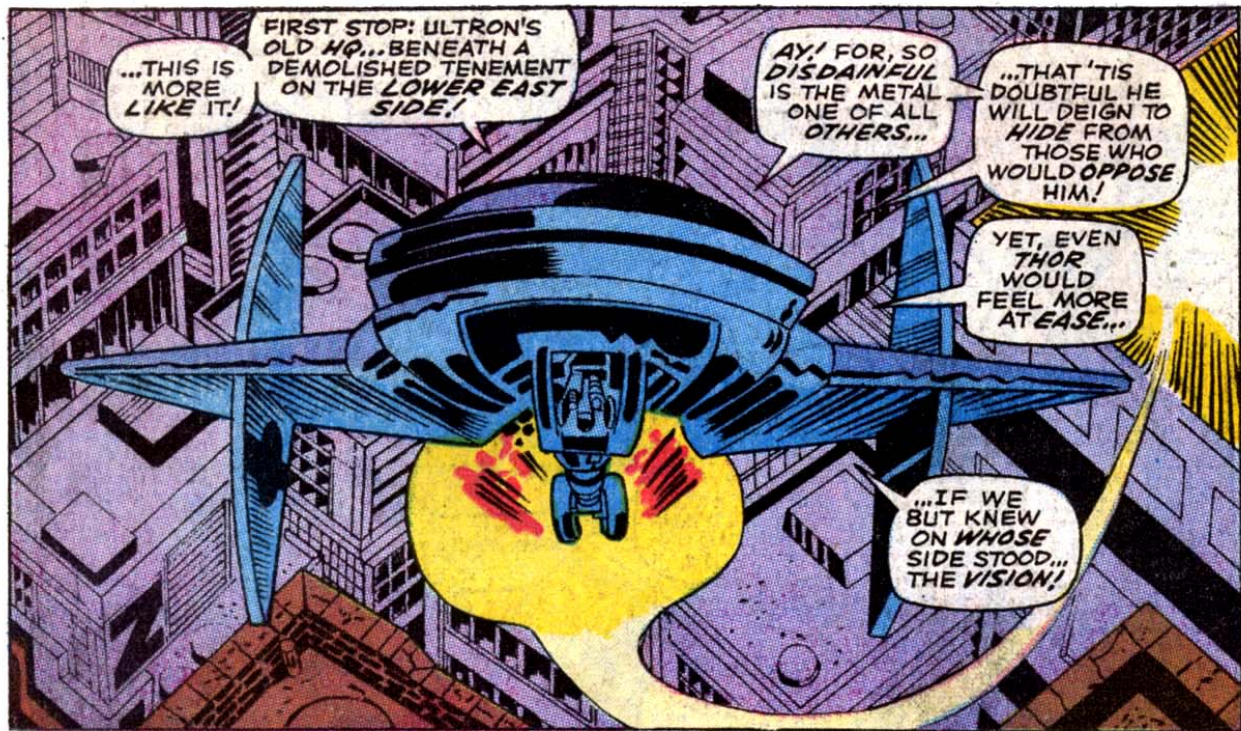
WHEN ALL  
OF  
WRETCHED  
HUMANITY  
PERISHES  
ABOUT  
THEM??





\*AS DRAMATICALLY  
DEPICTED LAST  
ISH!--STAN.





...THIS IS MORE LIKE IT!

FIRST STOP: ULTRON'S OLD HQ...BENEATH A DEMOLISHED TENEMENT ON THE LOWER EAST SIDE!

AY! FOR, SO DISDAINFUL IS THE METAL ONE OF ALL OTHERS...

...THAT 'TIS DOUBTFUL HE WILL DEIGN TO HIDE FROM THOSE WHO WOULD OPPOSE HIM!

YET, EVEN THOR WOULD FEEL MORE AT EASE...

...IF WE BUT KNEW ON WHOSE SIDE STOOD... THE VISION!



THE TIME IS NEAR!

LOOK, VISION... LOOK AT YOUR BLOODLESS ANDROID HAND!

WHAT IRONY THAT ONLY IT, OF ALL THOSE HANDS THAT MIGHT BE RAISED AGAINST ULTRON-6...

...CAN HOLD FORTH ANY HOPE OF SUCCESS!

--THE TIME WHEN THESE BURIED CHAMBERS MUST SHAKE WITH THE THROES OF HARD-PITCHED BATTLE!



IRONIC... YET SOMEHOW STRANGELY FITTING!

FOR, JUST AS I GAVE HIM LIFE, AGAINST MY OWN FREE WILL...

SO MUST I NOW TAKE IT FROM HIM!

--IF I AM ABLE!

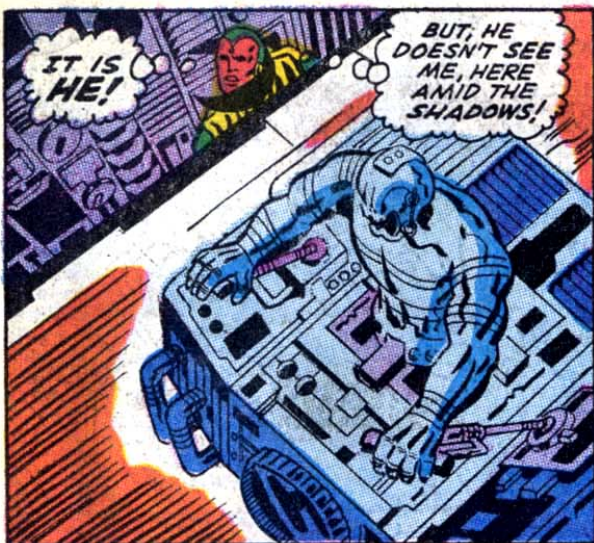


BUT, WHERE IS HE?

WHY DOESN'T HE--?

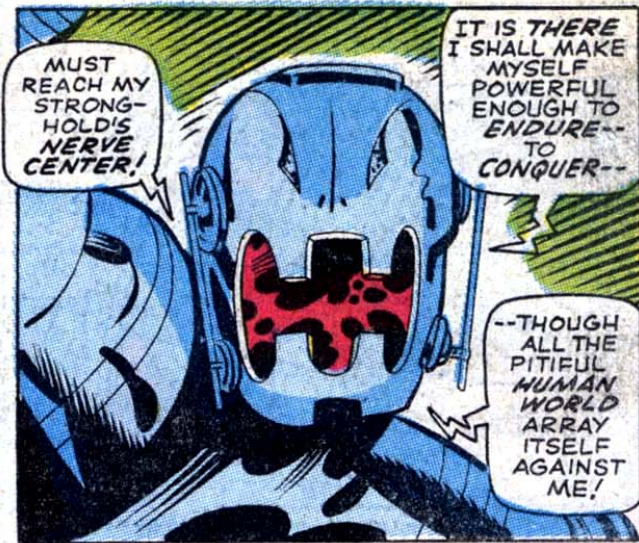
WAIT! THAT SINISTER, SOARING SOUND ABOVE ME--!





IT IS HE!

BUT, HE DOESN'T SEE ME, HERE AMID THE SHADOWS!



MUST REACH MY STRONG-HOLD'S NERVE CENTER!

IT IS THERE I SHALL MAKE MYSELF POWERFUL ENOUGH TO ENDURE-- TO CONQUER--

--THOUGH ALL THE PITIFUL HUMAN WORLD ARRAY ITSELF AGAINST ME!

AND, A LARGER PROPORTION OF THAT WORLD ALREADY STANDS AGAINST OUR RAMPAGING MAN-ROBOT THAN HE REALIZES...!



STOLEN ADAMANTIUM LOCATED BY VIBRATORY TRACER!

SUICIDE SQUAD ONE... GET MOVIN' YA LOUNGE-LIZARDS!

BUT, DUGAN... PERHAPS THE AVENGERS CAN HANDLE THINGS ALONE...?

WE GAVE 'EM FIRST CRACK AT IT, VAL...

'CAUSE IT WAS THEIR PRECIOUS VISION THAT STOLE THE STUFF FROM THE CARRIER!

BUT, WE GOT NO MORE TIME TO PLAY NICEY-NICE WITH 'EM!

FOR THE REST OF US MUST RETURN TO OUR OWN PROJECT...

\*FOR DETAILS, SEE SHIELD #14 --NOW ON SALE!--S.

THE CAPTURE OF... COLONEL NICK FURY!\*

PERHAPS THEN I MAY ATTACK HIM...

...I MUST LEARN MORE OF ULTRON'S MURDEROUS PLANS!

...WITH GREATER HOPE OF VICTORY!

POWER!

MUST HAVE-- MORE POWER!!



ALL MY INSTRUMENTS  
REMAIN AS THEY WERE  
BEFORE!

FOR, WERE THEY  
NOT DESIGNED TO  
BE TOO COMPLEX  
TO DISMANTLE...

TOO DURABLE  
TO DESTROY...

...WITHOUT  
ENDANGERING  
THE  
POPULACE  
ABOVE?

BUT NOW,  
I SHALL  
DO WHAT  
MY FOES  
DARED  
NOT!

-- AS I  
KNEW  
THEY  
MUST!

I SHALL  
ACTIVATE  
ALL NUCLEAR  
DEVICES--  
TO FULL  
POWER!

AND WHEN THEY  
EXPLODE--WHEN  
THE SPRAWLING CITY  
ABOVE VANISHES  
IN A SINGLE,  
SEARING  
BLAST--

ONLY ONE  
LIVING THING  
SHALL STAND  
AMIDST THE  
RADIOACTIVE  
RUBBLE!

I--  
**ULTRON-  
6!!**

...TREAD THOU SOFTLY, MORTALS!

'TWOULD  
BE BEST TO  
O'ERTAKE  
OUR ENEMY  
UNAWARES!

IT'S EASY TO TELL  
YOU WERE NEVER  
A GIANT, GOLDILOCKS!

AFTER THAT,  
IT'S A BIT HARD  
TO GO BACK TO  
TIPTON! THRU  
THE TULIPS!

I HEAR  
IT TOO,  
LOVER!

**LOOK!**

QUIET,  
BOTH  
OF YOU!

THREE  
SHIELD  
JETS!

IT CAN'T  
BE JUST  
DUMB  
LUCK!

YOU'RE  
RIGHT,  
AVENGER!

THAT  
SOUND--  
OVER-  
HEAD--!

THEY'RE  
HERE AFTER  
THE  
ADAMANTIUM--

NOT KNOWING  
IT'S BECOME--A  
LIVING MONSTER!



WE BETTER WARN THOSE  
FLYBOYS OFF!

NOTHIN' THEY'VE  
GOT IS ANY MATCH  
FOR OL' IRON-JAW!

NOW WHAT'RE  
YOU LOOKIN'  
AT, Y'J?

THE FACE  
OF  
DEATH...

IN THE  
FORM OF A  
GEIGER-  
SCOPE!

THE  
RADIATION  
LEVEL IN THIS  
PLACE IS  
CLIMBING--AT  
A MADDENING  
PACE--!

LEAP,  
MY  
DAZZLING  
SPARKS  
OF  
ATOMIC  
FIRE!

WITH EACH  
INSTANT,  
BRING THE  
MOMENT OF  
DESTRUCTION  
NEARER!

FOR,  
THERE IS  
NONE THAT  
DARE  
OPPOSE  
ME!

NONE,  
ULTRON??

FOOL!

DO YOU TRULY  
THINK TO DEFEAT  
THE ONE WHO  
CREATED YOU?

I AM  
NOT  
THAT  
WHICH  
YOU  
MADE  
ME,  
ULTRON!

YOU BUILT  
A LIVING  
WEAPON...  
AN  
UNFEELING  
INSTRUMENT  
OF YOUR  
HATRED!

BUT NOW,  
I AM MORE  
THAN THAT!

TODAY,  
THERE ARE  
HUMANS  
WHOM I  
CALL...  
FRIEND!

THESE  
DANCING,  
DEADLY  
IONS MAY  
DETER  
HUMAN  
FOES, EVIL  
ONE!

BUT,  
THEY MEAN  
LESS THAN  
NOTHING...

...TO ONE  
WHO IS AS  
INHUMAN  
AS  
YOURSELF!

THUS, IN  
THEIR NAME...

AND  
BECAUSE  
THEY HAVE  
CHOSEN  
ME AN  
AVENGER...

ONE OF  
US...THOUGH  
NEVER BORN...  
MUST DIE!!



THE VERY NEXT MOMENT, A GREAT, CASCAD-  
ING SHOCK WAVE SHAKES THE LENGTH AND  
BREADTH OF THE SUB-EARTH CORRIDORS, AS--



ROOF'S  
CAVIN' IN!

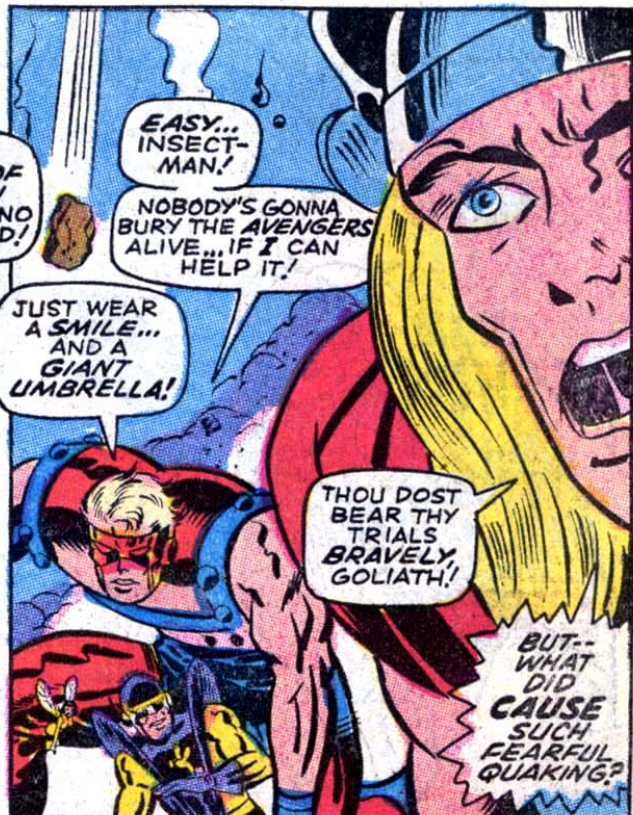
UNDER ME--  
QUICK!

SEE TO THE  
OTHERS,  
MORTAL!

THE  
SON OF  
ODIN  
NEEDS NO  
SHIELD!

JAN!

WHERE  
ARE YOU--??



EASY...  
INSECT-  
MAN!

NOBODY'S GONNA  
BURY THE AVENGERS  
ALIVE... IF I CAN  
HELP IT!

JUST WEAR  
A SMILE...  
AND A  
GIANT  
UMBRELLA!

THOU DOST  
BEAR THY  
TRIALS  
BRAVELY,  
GOLIATH!

BUT--  
WHAT  
DID  
CAUSE  
SUCH  
FEARFUL  
QUAKING??



AND, SINCE ONE  
PICTURE IS WORTH  
A THOUSAND  
WORDS....!

I MEANT  
TO TEACH  
YOU A  
LESSON,  
ANDROID!



THAT IS WHY I DID NOT  
DESTROY YOU WITH THAT  
SINGLE BLOW!

YOU CAN  
YET BE  
USEFUL  
TO ME--!

NEVER!

AND NOW,  
SINCE YOU  
GAVE ME  
COMPLETE  
CONTROL  
OVER MY  
OWN BODY  
MASS--

I SHALL  
ATTACK  
ANEW--





--FIRST, BY  
BECOMING  
SO NEARLY  
WEIGHT-  
LESS--

THAT THE VERY  
AIR ITSELF  
DRIVES ME  
UPWARD--AS  
IT WOULD A  
VACUUM--!

AND THEN,  
MY FLAILING  
FISTS AS  
HARD AS  
DIAMOND  
ONCE MORE--

I  
STRIKE!!



--UNTIL  
ONE OF  
US IS  
NO  
MORE!



HEAR  
THAT,  
JOE?

FIGHTING  
--AND  
VOICES--  
JUST  
AHEAD!

COULD  
BE...THE  
VISION!

IF IT IS THAT THIEVIN'  
ANDROID--

WE'RE  
GONNA EARN ALL  
THOSE SWINGIN' SHIELD  
FRINGE-BENEFITS!

THEN  
KEEP  
THAT GUN  
AT THE  
READY,  
MISTER!





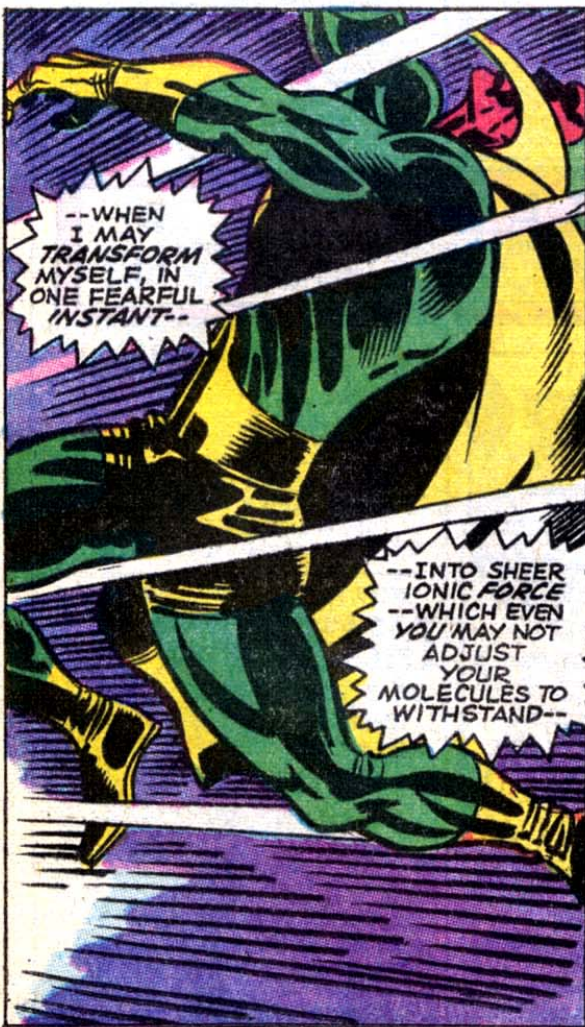
YOU ARE BEATEN,  
MURDERER!

HOW CAN YOU  
FIGHT ONE WHO  
CAN RAIN BLOWS  
UPON YOU--YET  
BECOME TOO  
UNOLID TO  
BE  
PHYSICALLY  
STRUCK?

HAH! WHAT  
NEED HAVE  
I FOR BASE  
PHYSICAL  
COMBAT--



--WHEN I  
HAVE  
ULTIMATE  
CONTROL  
OVER EACH  
WONDROUS,  
WHIRLING  
ATOM OF  
MY BEING--?



--WHEN  
I MAY  
TRANSFORM  
MYSELF, IN  
ONE FEARFUL  
INSTANT--

--INTO SHEER  
IONIC FORCE  
--WHICH EVEN  
YOU MAY NOT  
ADJUST  
YOUR  
MOLECULES TO  
WITHSTAND--

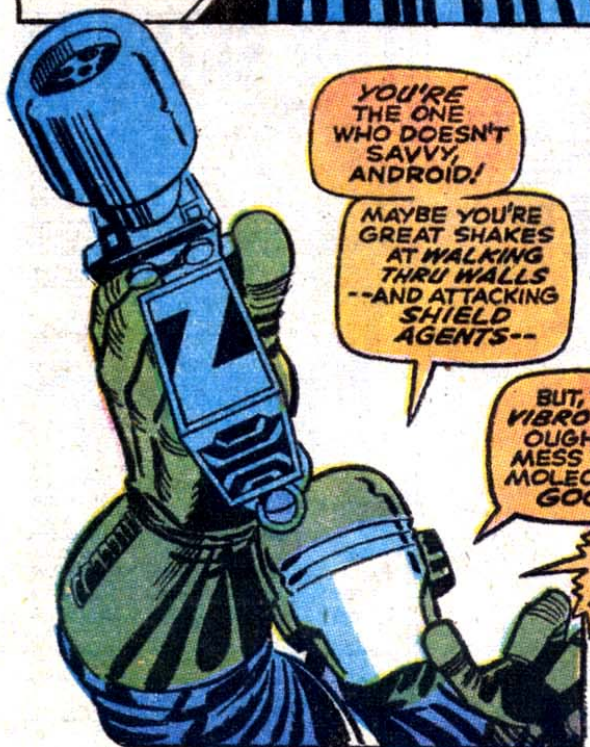
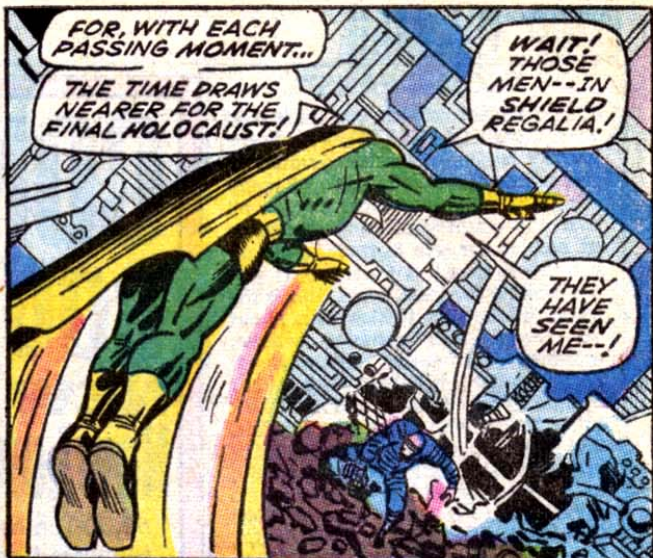
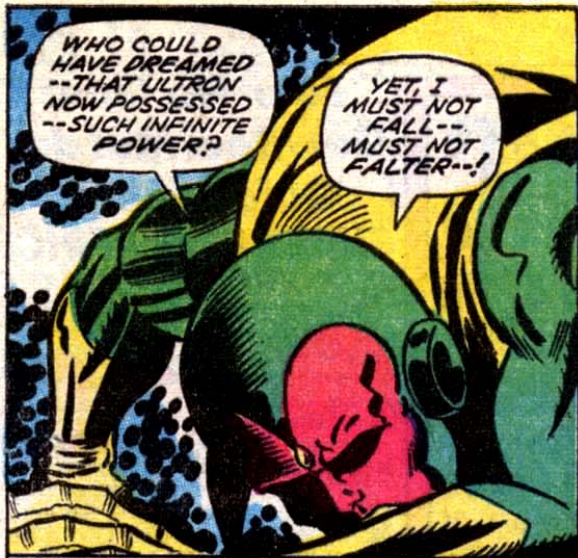


--AND THEN  
BECOME  
ONCE MORE--  
ULTRON-6!?

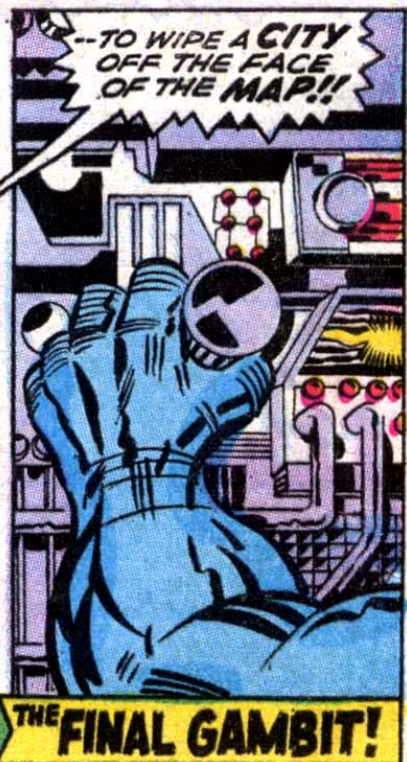
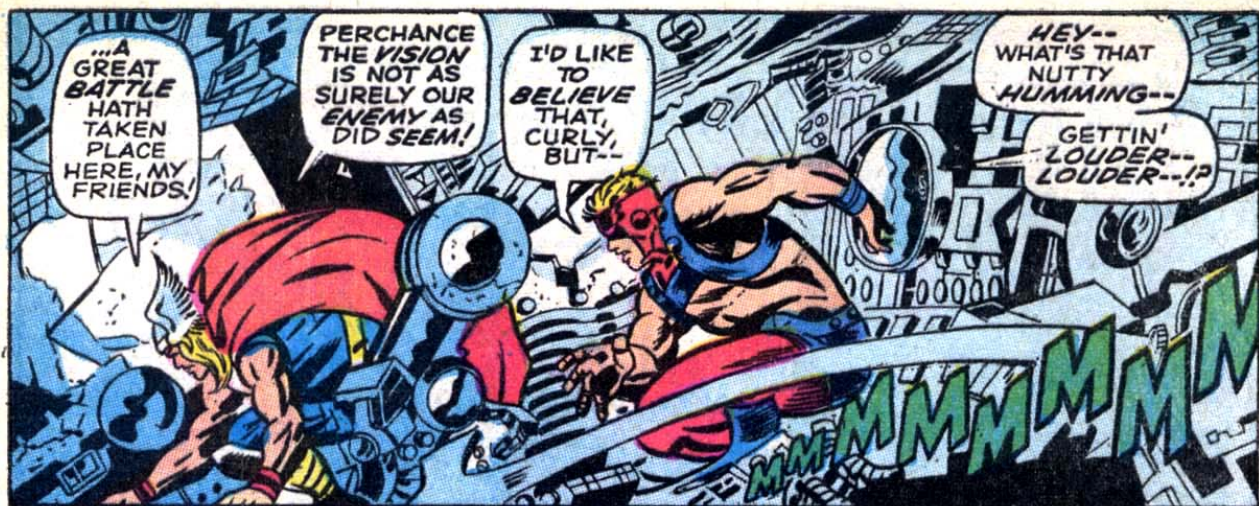
BUT NOW,  
I LEAVE  
YOU TO  
YOUR  
SHATTERED  
MUSINGS!

THEY, LIKE  
YOU, SHALL  
NOT LONG  
ENDURE!









**NEXT: THE FINAL GAMBIT!**