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# THE AVENGERS

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**THE LIGHT  
THAT  
FAILED!**



**DON'T DARE  
MISS THE  
BIG CHANGE  
in  
GOLIATH!**



# THE MIGHTY AVENGERS!

## "THE LIGHT THAT FAILED!"

### INSTANT SYNOPSIS DEPT.:

THE WONDERFUL WASP HAS BEEN CAPTURED BY THE SOMEWHAT LOVE-SICK **LIVING LASER**! THE LASER HIMSELF HAS ZOOMED OFF TO LAY SIEGE TO THE WORLD'S GREATEST CITY! CAPTAIN AMERICA AND HAWKEYE ARE SURROUNDED BY DEADLY **LASER BOLTS**, WHICH DRAW CLOSER WITH EACH PASSING SECOND! AND, WE HAVEN'T EVEN GOTTEN TO THE **EXCITING** PART YET...

WELL, THIS LOOKS LIKE THE OLD **BALL GAME**, CAP!

IT'S JUST A MATTER OF **TIME** TILL THE RAYS POLISH US OFF! THE LASER'S SO POSITIVE WE'RE GONERS, THAT HE DIDN'T EVEN STICK AROUND FOR THE **FINALE**!

THAT MAY JUST HAVE BEEN HIS FIRST AND LAST **MISTAKE**, HAWKEYE...

... 'CAUSE WE'RE STILL **ALIVE**! THERE'S NEVER BEEN A TRAP YET THAT THE AVENGERS COULDN'T CRACK...

AND, I DON'T AIM TO SEE OUR STREAK BROKEN **NOW**!

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LOOK, I'M AS STRONG ON THE STIFF-UPPER-LIP BIT AS THE NEXT AVENGER... BUT, YOU GOTTA ADMIT, THINGS AREN'T EXACTLY LOOKIN' UP!

STILL, THERE'S A WAY OUT OF THIS! THERE MUST BE...!

IF ONLY I COULD SOMEHOW REACH THE LASER'S MACHINE... INCREASE THE ANGLE OF THESE RAYS...

DREAM ON, WING-HEAD! MR. FANTASTIC YOU'RE NOT... AND DON'T I WISH YOU WERE!

MY SHIELD! IT'S OUR ONE LAST HOPE!

PERHAPS THERE'S ENOUGH PROTECTIVE COATING LEFT ON IT TO RESIST THE RAYS FOR A FEW SECONDS...

THE NEXT MOMENT...

NO GO! THE EARLIER BLASTS REMOVED ALL OF THE SPECIAL ALLOY!

**FLASP!**

THE SHIELD'S GETTING UNBEARABLY HOT! MAYBE IF I THROW IT...!

BUT, AS THE RED-WHITE-AND-BLUE-CLAD AVENGER ATTEMPTS TO HURL HIS MANGLED SHIELD AT THE NEARBY CONTROL PANEL...

IT DISINTEGRATED.. JUST AS IF IT WERE MADE OF PAPIER-MACHE, INSTEAD OF METAL!

YEAH... SO, JUST IMAGINE WHAT THOSE LITTLE SUNBEAMS ARE GONNA DO TO US!

THERE'S ONE BRIGHT SPOT, ANYWAY... WHEN THEY IGNITE SOME'A MY BLAST ARROWS, WE'LL GO OUT LIKE A PAIR OF ROMAN CANDLES!

CAP I GUESS I'LL SOUND LIKE EVEN MORE OF A CORN-BALL THAN YOU... BUT I WANT YOU TO KNOW IT'S BEEN AN HONOR TO BE ON THE TEAM WITH YA!

STOW THAT KIND OF TALK, MISTER...

NOBODY'S LICKED WHILE HE'S STILL DEFIANT... UN-YIELDING...!

AND, EVEN IF WE DIE, THE LASER WILL NEVER BE SAFE... NOT AS LONG AS GOLIATH AND THE WASP ARE ALIVE!

BUT, THE LASER TOOK THE WASP WITH HIM... AND WE CAN'T CONTACT GOLIATH!

HOWEVER, EVEN AS HAWKEYE SPEAKS... ON THE ROOF ABOVE, AN UNMISTAKABLE FIGURE STEPS FROM A SLEEK AERO-CAR...

THE EMERGENCY SIGNAL WHICH I'VE BEEN RECEIVING FROM JAN... IT'S GETTING STRONGER!

I'VE GOT TO FIND HER FAST... EVEN IF I HAVE TO TEAR THIS WHOLE BUILDING APART!

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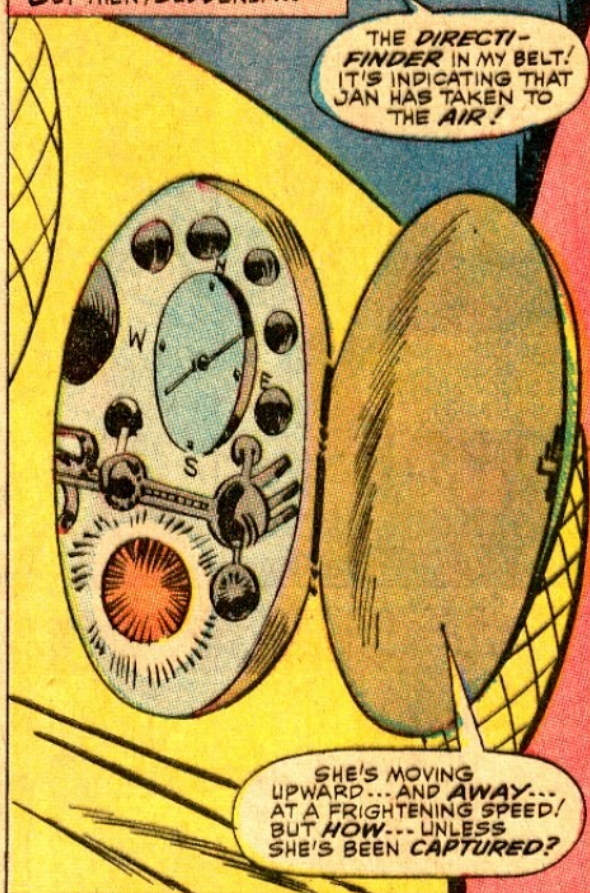
IN AN INCREDIBLY SHORT SPAN OF TIME, THE MOST POWERFUL OF THE AVENGERS HAS ZEROED IN ON THE **BASEMENT LAIR OF THE LIVING LASER**, AS...



THE SIGNALS' VIBRATIONS HAVE REACHED THEIR **HIGHEST PEAK!** THE WASP MUST BE IN THAT CLOSED ROOM DOWN THE CORRIDOR!

IF ANY HARM HAS COME TO HER, NOTHING ON EARTH WILL STOP THE VENGEANCE OF... **GOLIATH!**

BUT THEN, SUDDENLY...



THE **DIRECTI-FINDER** IN MY BELT! IT'S INDICATING THAT JAN HAS TAKEN TO THE AIR!

SHE'S MOVING UPWARD... AND AWAY... AT A FRIGHTENING SPEED! BUT **HOW...** UNLESS SHE'S BEEN **CAPTURED?**

AND THAT, AS HENRY PYM WILL SOON LEARN, IS EXACTLY WHAT **HAS** HAPPENED TO THE MINIATURIZED WASP... FOR, AT THAT PRECISE INSTANT, ON THE OTHER SIDE OF THE BUILDING...

WITH THE WASP AS MY PRISONER INSIDE THIS **PLEXIGLASS JAR**, I HAVE NO MORE INTEREST IN THE OTHER AVENGERS!



I'LL MOVE ON TO MY **SECOND HEADQUARTERS**, AFTER CAUSING A BIT MORE **RANDOM DESTRUCTION**--TO DEMONSTRATE MY POWER BEYOND THE SHADOW OF A DOUBT!

FOR THEN, HOW CAN JANET VAN DYNE FAIL TO **FALL IN LOVE** WITH THE MAN WHO IS NOW **MIGHTIER** THAN **GOLIATH** HIMSELF?

MEANWHILE, LET US NOT FORGET OUR TWO IMPERILED STALWARTS IN THE LASER'S LAB... FOR, THEY HAVE SOMETHING LESS APPEALING THAN **ROMANCE** ON THEIR MINDS...

WE CAN'T HAVE OVER THIRTY **SECONDS** LEFT BEFORE THESE CRUMMY RAYS FINISH US OFF! I **ALREADY** FEEL LIKE I'M STANDIN' ON A **POSTAGE STAMP!**

FUNNY... I ALWAYS THOUGHT THAT, WHEN I WENT UNDER, IT'D BE IN **COMBAT**... NOT IN SOME MUSTY, ABANDONED **BASEMENT!**



HOLD IT, AVENGER... DON'T YOU **HEAR** SOMETHING...? **FOOTSTEPS**... **FOOTSTEPS** HEAVY ENOUGH TO MAKE THE **FLOOR TREMBLE!** IT CAN ONLY BE...





THE NEXT SECOND,  
WITH AN EAR-  
SPLITTING  
CRASH...  
ENTER  
**GOLIATH!**

RIGHT YOU ARE,  
LITTLE BUDDIES...  
IT'S WALL SMASH-  
ING TIME!

BUT...WHERE'S  
JAN? HAS  
ANYTHING  
HAPPENED  
TO HER?

**KRAK!**

SHE'S SAFE  
FOR THE **MOMENT**,  
PARTNER! GET  
US OUT OF HERE  
AND WE'LL TELL  
YOU ALL ABOUT  
IT!



THEN, AS THE THUNDERING GIANT'S MOMENTUM  
ALMOST CARRIES HIM INTO THE **PATH** OF THE  
DEADLY BEAMS...

KEEP BACK, GOLIATH!  
YOUR OVERSIZED HIDE  
ISN'T ANY MORE LASER-  
PROOF THAN OURS!

ONE OF THOSE  
LEVERS MUST  
**TURN OFF**  
THESE RAYS!  
YOU'VE GOT TO  
**FIND IT...  
FAST!**

WILL DO,  
CAP...JUST  
**HANG ON,**  
TEAM!



MY LINE IS **BIO-CHEMISTRY**,  
NOT **MECHANICS**... BUT,  
THIS SURE LOOKS LIKE THE  
MASTER SWITCH TO ME!

IT'D BETTER BE...  
'CAUSE, FROM THE ANGLE  
OF THOSE BEAMS, I'M NOT  
GONNA GET A **SECOND TRY!**

IT WORKED!  
YOU DID IT,  
BIG MAN!



BUT, THE TEN-FOOT TITAN  
IS IN NO MOOD FOR  
**CONGRATULATIONS**  
...FOR AFTER A  
QUICK **BRIEFING**...

YOU MEAN THE LIVING LASER  
ESCAPED... WITH JAN?  
AND YOU LET HIM?

I SHOULD HAVE LET YOU WASH-OUTS  
ROAST AND GONE **AFTER HER**...  
WHEN I GOT HER **SIGNAL!**

WHO ARE YOU CALLIN' **WASH-OUTS**? WHY, YOU  
OVER-STUFFED MISFIT... IF YOU HADN'T  
JUST SAVED OUR SKINS, I'D MAKE YOU  
**PAY FOR THAT CRACK..IN SPADES!**

COOL DOWN...  
BOTH OF YOU! TEAR-  
ING EACH OTHER  
APART ISN'T GOING  
TO HELP GET THE  
**WASP BACK!**

YOU'RE RIGHT,  
CAP! I WAS OUT OF LINE!  
BUT, IF SHE WERE TO COME  
TO ANY **HARM**...

SHE WON'T,  
I'M **SURE!** LET'S  
START **FOLLOWING**  
THAT SIGNAL OF HERS!



# MORE MARVEL MASTERPIECES...



**NOW ON SALE!**



THEN, AS FLARING TEMPER SUBSIDE AND REASON PREVAILS, THE DEEPLY CONCERNED TRIO BOARD GOLIATH'S AERO-CAR, AND...

THE SIGNAL I HEARD EARLIER MUST HAVE COME FROM JAN... SINCE YOU SAY THE **LIVING LASER** CAPTURED HER!

YET, NOW THE HOMING BEAM HAS STOPPED! BUT, HOW COULD IT... UNLESS...?

EASY, HIGH-POCKETS! IT WON'T DO ANY GOOD TO LET YOUR IMAGINATION RUN WILD!

HAWKEYE'S RIGHT, HANK! PERHAPS THE LASER JUST CARRIED HER OUT OF RANGE OF OUR PORTABLE DIRECT-BEAMS!

WE'LL FIND OUT FOR SURE WHEN WE GET BACK TO HEAD-QUARTERS!

BUT, BACK AT THE MIDTOWN MANSION WHICH SERVES THE AVENGERS AS BASE OF OPERATIONS, THE OUTLOOK IS NO BRIGHTER...

YOU DON'T HAVE TO SAY IT, CAP! I CAN READ YOUR FACE LIKE A BOOK...

EVEN TONY STARK'S HIGH-POWER GADGETS CAN'T ZERO IN ON THE WASP!

JUST THE SAME, THAT DOESN'T MEAN SHE CAN'T STILL BE SAFE!

TRUE! FROM WHAT WE SAW, THE LASER APPEARED TO HAVE A CRUSH ON JAN!

THAT DOESN'T CUT ANY ICE WITH ME! WHEN I GET MY HANDS ON HIM...

THIS IS NO TIME TO START MAKING RASH THREATS, PARTNER! WE'VE GOT TO FIND OUR BEAM-TOSSING BADDIE BEFORE WE CAN PULVERIZE HIM!

AND, WHEN WE DO FIND HIM, I PROMISE YOU THIS... YOU CAN HAVE FIRST CRACK AT HIM!

YOU KNOW IT, AVENGER! AND, WHEN I GET THROUGH WITH HIM, THE POLICE CAN HAVE WHAT'S LEFT!

NOW, WHILE AN ENRAGED GOLIATH VOWS TO WREAK AN AWESOME VENGEANCE ON HIS HATED FOE, LET'S SKIP TO A HIDDEN LAB MANY MILES AWAY, WHERE WE FIND...

WH... WHERE AM I? WHAT HAPPENED...?

NOW I REMEMBER! THE LIVING LASER USED A VACUUM PUMP TO CAPTURE ME... THEN KNOCKED ME OUT WITH SOME KIND OF GAS!

THAT DOESN'T GIVE ME ANY CLUE AS TO WHERE I AM, THOUGH... EXCEPT THAT I'M GOING TO STAY HERE FOR A WHILE! I CAN'T GROW LARGER WITHOUT BEING HIT BY THOSE LASER CROSS-BEAMS!

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I JUST HOPE THAT **CAP** AND **HAWKEYE** ARE SAFE! THE LAST I RECALL, THEY WERE FENCED IN BY RAYS JUST LIKE **THESE!**

AND, SPEAKING OF **LASERS** AND RELATED ITEMS, THERE'S MY HALF-BAKED HOST **NOW!**

BUT, WHO ARE THOSE TWO CHARACTERS WITH HIM? I NEVER SAW THEM BEFORE!

AND, TO TELL THE TRUTH, NEITHER HAVE WE... SO, LET'S **EAVES-DROP** FOR A MOMENT, SHALL WE, AS THE LIVING LASER CONCLUDES A PROFITABLE BUSINESS CONFERENCE...

THEN, IT IS **AGREED!** YOU WILL HELP OUR REBEL FORCES WREST CONTROL OF STRIFE-TORN **COSTA VERDE** FROM ITS PRESENT **DICTATOR...**

...AND TURN IT OVER TO **US!** YOU WILL BE PERFORMING A GREAT SERVICE FOR **DEMOCRACY!**

**DEMOCRACY?** DON'T ATTEMPT TO **LIE** TO ME, YOU IGNORANT CLOWN!

TO HELP YOUR FORCES GAIN THE VICTORY IN **COSTA VERDE** IS MERELY TO EXCHANGE **ONE** DICTATOR FOR **TWO!**

STILL, THAT IS NO CONCERN OF **MINE!** I AM INTERESTED ONLY IN THE **MONEY** AND THE **FAME** SUCH A VENTURE WOULD BRING ME!

MY PRICE, AS I HAVE TOLD YOU, IS **TEN MILLION DOLLARS...** IN **GOLD...** PAYABLE AS SOON AS YOU ARE PLACED IN **POWER!**

AND WE HAVE **ACCEPTED** YOUR TERMS, BUT, TIME IS OF THE ESSENCE... WHEN WILL YOU BE **READY TO GO?**

WITHIN THE **HOUR!** AND NOW, YOU MUST **LEAVE ME...** I HAVE **PRIVATE MATTERS** TO DISPOSE OF BEFORE I CAN DEPART!

VERY WELL... WE SHALL WAIT FOR YOU **OUT-SIDE!**

APPROXIMATELY ONE MINUTE LATER, AS THE TWO LATIN-AMERICAN FIGURES EXIT THROUGH WHAT SEEMS TO BE THE MOUTH OF AN ORDINARY **CAVE...**

YOU ARE **MAD**, VALDEZ... TO AGREE TO SHARE THE SPOILS OF VICTORY WITH THAT ARROGANT BUFFOON! AS YOUR **SECOND IN COMMAND...**

AS MY **SECOND IN COMMAND**, YOU ARE A **FOOL**, CARLOS! TEN MILLION DOLLARS IS A PALTRY SUM TO PAY FOR A **NATION!**

FOR, THAT IS WHAT WE SHALL **HAVE...** A NATION, DELIVERED RIGHT INTO OUR HANDS!

BESIDES, THE ONE CALLED THE **LASER** DOES NOT YET **POSSESS** THE RICHES WHICH HE SO DESIRES!

AND, ONCE WE LEARN THE **SECRET** OF HIS LETHAL BEAMS... WE SHALL HAVE NO FURTHER **NEED** OF HIM, EH?

**SI**, VALDEZ... NOW I SEE YOUR WISDOM! LET THE LIVING LASER **ENJOY** HIS BRIEF MOMENT OF GLORY...

IT WILL BE THE LAST HE WILL EVER **KNOW!**

MEANWHILE, INSIDE THE **SANCTUM SANCTORUM** OF OUR ENAMORED VILLAIN...

SO... MY LOVELY CAPTIVE IS **AWAKE...** AND LOOKING AS BEAUTIFUL AS EVER!

YOU CAN CUT THE GRADE "B" COMPLIMENTS, ROMEO, AND LET ME **OUT** OF HERE... AT LEAST, IF YOU KNOW WHAT'S **GOOD** FOR YOU!

HANDSOME HANK PYM MAY NOT BE TOO LONG ON **ROMANTIC** SPEECHES, BUT HE DOESN'T TAKE KINDLY TO GUYS ABSCONDING WITH HIS FAVORITE **PARTNER!**



DO NOT TALK TO ME OF YOUR PRECIOUS **GOLIATH**! HE CAN'T EVER FIND YOU IN THIS CAVE WHERE EVEN **RADIO WAVES** CANNOT PENETRATE!

EVEN IF HE **DID**, HE WOULD SUFFER THE SAME ULTIMATE FATE AS HIS TWO FELLOW **AVENGERS**!

**NOTHING** SHALL EVER SEPARATE THE **LIVING LASER** FROM HIS BELOVED!

BUT, **WHY?** I NEVER SAW HIM BEFORE TODAY!

HE **MEANS** IT! THAT CRAZED COSTUMED KOOK REALLY THINKS HE'S IN LOVE WITH ME!

THE PERPLEXED MISS VAN DYNE DOESN'T REALIZE SHE **DID** SEE THE LASER... AS **ARTHUR PARKS**... IN OUR PREVIOUS POWER-PACKED **ISH**!... **SCRUPULOUS STAN**.

SO...YOU CHOOSE NOT TO **ANSWER**! PERHAPS IT IS BECAUSE YOU DO NOT YET FULLY **COMPREHEND** THE **HONOR** I OFFER YOU!

BUT, YOU **SHALL**, MY DEAR WASP, BEFORE LONG, THE **WORLD** WILL SPEAK MY NAME... IN **FEARFUL WHISPERS**!

AT LEAST I DON'T HAVE TO WORRY ABOUT CONTACTING **HANK**! I'VE A HUNCH THE LASER WILL MAKE HIS WHEREABOUTS **EXTREMELY** WELL-KNOWN!

AND, INDEED, A FEW SHORT HOURS LATER, IN **COSTA VERDE**...

**RUN!** FLEE FOR YOUR LIVES!

THAT POWERFUL **BEAM**...IT BURNS THROUGH THE THICKEST METAL AS IF IT WERE **PAPER**!

THERE IS **NO** DEFENSE AGAINST IT!

**HAH!** TANKS...BAZOOKAS...JETS...NOTHING CAN RESIST MY HEAVILY-CONCENTRATED **LASER RAY**!

I SHALL GIVE THOSE FOOLHARDY PILOTS A CHANCE TO **BAIL OUT**... SO THAT THEY MAY LIVE TO TELL **OTHERS** OF THE LASER'S **POWER**!

WHILE, AT A NEARBY **COMMAND POST**...

I CANNOT **BELIEVE** IT! OUR NEWEST, FASTEST JETS... BLASTED FROM THE SKY BY BEAMS OF **LIGHT**!

AND YET, IT IS **HAPPENING**... BEFORE OUR VERY EYES! I MUST INFORM THE GENERAL... **AT ONCE**!



THUS, A SHORT TIME LATER, IN A SOMBER, HIDDEN CAVE... THE JUBILANT CONSPIRATORS GATHER BEFORE THE LIVING LASER!

OUR ULTIMATUM HAS BEEN PRESENTED TO THE DICTATOR! IF HE DOES NOT SURRENDER WITHIN THE HOUR, MY RAYS SHALL BLAST HIS CASTLE INTO OBLIVION!

FOR, MY PORTABLE BEAMS ARE NOT OUR ONLY WEAPON! THERE ARE OTHER, GREATER LASERS... WHICH ONLY I HAVE THE KNOWLEDGE TO CONSTRUCT!

ALREADY, I HAVE BEGUN WORK ON A MAMMOTH CANNON WHICH WILL WIN THE REVOLUTION FOR YOU!

BUT, AS THE SELF-INDULGENT SUPER-VILLAIN RAVES ON, TWO SMIRKING FIGURES DISCUSS THEIR OWN SECRET INTENTIONS...

IT IS AS YOU SAID, VALDEZ! EVEN NOW, HE DESIGNS A LASER CANNON FOR US!

AY... AND, IN THE HOUR HE COMPLETES IT, THE LIVING LASER SHALL LIVE... NO MORE!

MEANWHILE, JUST FOR THE RECORD, LET'S TAKE A GLANCE AT HOW THE PRESENT DICTATOR OF COSTA VERDE IS TAKING THE NEWS OF HIS IMPENDING DEFEAT...

ABDICATE? NEVER... I SHALL SEE THE REBELS EXECUTED FIRST!

CALL OUT MY RESERVE FORCES AND SMASH THE DEVILS!

BUT, GENERAL... ALL YOUR ARMIES HAVE BEEN ROUTED!

THERE IS NO ONE LEFT TO FIGHT FOR YOU!

THEN, I HAVE NO CHOICE... BUT TO THROW MYSELF ON THE MERCY OF THE TRAITOR VALDEZ!

WITHOUT MY ARMY... I AM LOST! VALDEZ HAS WON!

SOON, THE NEWS OF THE LASER'S VICTORY IS FLASHED TO EVERY CORNER OF THE GLOBE... INCLUDING AVENGERS HQ, WHERE...

HAWKEYE... IT LOOKS LIKE OUR LASER-TOSSING SNAKE HAS CRAWLED OUT FROM UNDER HIS ROCK! LET'S FIND GOLIATH, AND...

OH, SO YOU'RE BACK! WHERE DID YOU GO?

LET'S JUST SAY I WAS OUT!

AND IF YOU SAY, "WHAT DID YOU DO?", WING-HEAD, YOU'RE AN EVEN BIGGER CORN-BALL THAN I'D GUESS!

NEVER MIND! THE IMPORTANT THING IS, HE'S BACK! NOW, LET'S GO GET THE LASER... AND THE WASP!

JUST REMEMBER... WHEN THE SHOWDOWN COMES, THE LIVING LASER IS MINE!

CONTINUED AFTER NEXT PAGE

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SCANT MOMENTS LATER, IN ONE OF THEIR MANY SLEEK CRAFT, THREE AVENGERS ZOOM THROUGH THE AIR ABOVE THE WORLD'S MOST FAMOUS SKYLINE...

YOU'VE BEEN QUIET A FULL **TEN SECONDS**, HAWKEYE! WHAT'S THE SPECIAL OCCASION?

I WAS JUST THINKIN' ABOUT ALL THESE CLASSY **GO-BUGGIES** THAT TONY STARK KEEPS TURNIN' OUT FOR US!

NO WONDER YA DON'T READ MUCH ABOUT HIM GOIN' TO THE **PLAYBOY CLUB** ANY MORE!

IN ALMOST LESS TIME THAN IT TAKES TO TELL ABOUT IT, THE GLEAMING **AERO-CAR** HAS REACHED ITS CENTRAL-AMERICAN DESTINATION...

ACCORDING TO THE RADIO, CAP, THE LIVING LASER AND HIS CREW HAVE ALREADY TAKEN OVER THE ROYAL CASTLE!

AND THERE IT IS... A CENTURIES-OLD, ALMOST IMPREGNABLE **FORTRESS**... A STRANGE SETTING FOR ONE WHO WIELDS A MODERN **LASER**!

BUT, SPEAKING OF **LITTLE MARY SUNSHINE**, I WONDER HOW LONG IT'LL BE BEFORE HE FINDS OUT WE'RE HERE!

THE NEXT SECOND, THE RED-WHITE-AND-BLUE SENTINEL RECEIVES HIS ANSWER FROM AN UNEXPECTED QUARTER, AS...

**ZZZZZZZZZZ**

THE **FOOLS**! WHEN I LEARNED OF THEIR ESCAPE FROM MY TRAP, DID THEY NOT THINK I WOULD BE **READY** FOR THEM?

I'LL **END** THEIR PUNY ATTACK...WITH A TEST-BLAST FROM MY PERFECTED **LASER CANNON**!

AND, HIGH ABOVE...

UH-OH! YOU GOT ANY **MORE** BRIGHT QUESTIONS, WINGHEAD?

WE'RE **SPINNING OUT**! HAWKEYE... **GOLIATH**... GET READY TO HIT!

**SPLUNCH!**

PERFECT **SPLASHDOWN**, CAP! I WONDER IF THE LIVING LASER KNOWS THAT THIS BABY DOUBLES AS A **SUBMARINE**?

LET'S **HOPE NOT**, HAWKEYE! WE'RE GOING TO BE UP AGAINST AN ENTIRE **REBEL ARMY**... AND WE NEED ALL THE **BREAKS** WE CAN GET!

I'M WORRIED ABOUT **GOLIATH**! FIRST HE **DISAPPEARED** FOR AN HOUR AFTER JAN WAS CAPTURED...AND NOW HE'S SO GRIMLY **SILENT**!

I HOPE HE DOESN'T TRY ANYTHING **RASH** WHEN WE RUN INTO THE **LIVING LASER**!



AT THAT VERY MOMENT, IN THE PART OF THE ANCIENT CASTLE WHICH HAS BECOME HIS VIRTUAL **THRONE ROOM**, THE MASTER OF LIGHT RECEIVES A REPORT FROM A COTERIE OF **UNDERLINGS**...

THEIR SHIP STRUCK WITH THE FORCE OF A **THUNDERBOLT**, LASER! **NOTHING** COULD HAVE SURVIVED!

**NOTHING? WHAT DO YOU KNOW OF THE MIGHT OF...THE AVENGERS?**

SEND DOWN **DIVERS!** I MUST BE **CERTAIN** THEY ARE GONE FOREVER!

WHILE, A SHORT DISTANCE AWAY, A TRIO OF TITANS ARE PREPARING TO ENLIGHTEN THEIR FOE IN THEIR OWN INIMITABLE MANNER...

THAT'S **ONE** GOOD THING ABOUT BEIN' AN AVENGER, ANYHOW... YOU GET PLENTY OF **EXERCISE!**

I'M JUST GLAD WE AREN'T FIGHTIN' SOME CREEP WHO CONQUERED THE **SOUTH POLE!**

LUCKILY, THE **AERO-CAR** FELL IN WATER DEEP ENOUGH SO THAT IT CAN'T BE **SEEN** FROM THE SURFACE!

THEN, BRIEF SECONDS AFTER THE WATER-LOGGED WARRIORS HAVE SCRAMBLED **ASHORE**...

ANYWAY, IT'S THE **LASER** WE WANT!

**HURRY!** WE MUST BE CERTAIN THAT THERE WERE NO **SURVIVORS** OF THE CRASH!

THE **LIVING LASER** COMMANDS IT!

KEEP BACK...**OUT OF SIGHT!** WE DON'T WANT THOSE CLOWNS TO KNOW WE'RE ALIVE...NOT JUST **YET!**

I CAN'T STOP WONDERING WHAT **GOLIATH** WAS UP TO DURING THOSE FEW HOURS HE WAS **MISSING!**

**NUTS!** JUST WHEN I WAS GETTIN' SET TO LOWER THE BOOM ON 'EM WITH A **BLAST ARROW!**

DON'T WORRY...YOU'LL GET YOUR **CHANCE!**

OH, WELL, I GUESS I OUGHTTA LOOK AT THE **BRIGHT** SIDE! NOW THAT THE **ROVER BOYS** HAVE PASSED BY, WE CAN GIVE UP ON THE **WHISPERIN' BIT!**

THE NEED FOR **SECURITY** IS **PAST**, HAWKEYE! WE'VE GOT TO TRY A **FRONTAL ASSAULT!**

IT'S NOW OR **NEVER**... WHILE SO MANY OF THE **LASER'S** GUARDS ARE DRAGGING THE WATER FOR OUR SUNKEN **AERO-CAR!**

AND YET, SOMEHOW... I DON'T **LIKE** IT! THE WAY IS **TOO OPEN**... IT'S **TOO QUIET!**

SOMEHOW, IT JUST AIN'T MY **STYLE** TO GO **PUSSY-FOOTIN'** AROUND WHILE THAT COSTUMED CREEP IS LORDIN' IT OVER A CASTLE STRAIGHT OUTTA **EL CID!**



THEN, SUDDENLY...

THE LASER! I WAS RIGHT... IT WAS A TRAP! **UNNNHH!**

**CRASH!**

CAP! GRAB 'IM, GOLIATH!... HE'S TOPPLING OVER THE EDGE...

IT'S A THOUSAND FEET TO THE BOTTOM!

**GOTCHA!** AFTER ALL, WHAT'RE THE AVENGERS WITHOUT CAPTAIN AMERICA?

**WHEW!** PERSONALLY, I HOPE YOU NEVER FIND OUT!

NOW TO HAUL YOU UP, AND... **UH OH!**

THE LASER'S GETTIN' SET TO BLAST US AGAIN!

HANK... LET GO OF ME! SAVE YOURSELVES!

THERE'S NO NEED TO MAKE WITH THE NOBLE SPEECHES, CAP!

OR, TO PUT IT ANOTHER WAY: NEVER FEAR, 'CAUSE HAWKEYE IS HERE!

AND, ON A LEDGE ABOVE...

**KRAK!**

NICE SHOT, HAWKEYE! THAT'LL KEEP OUR BEAM-WIELDING FOE ON THE RUN FOR A MINUTE!

AND, DURING THAT TIME, WE CAN GAIN ENTRANCE TO HIS PRECIOUS CASTLE!

WHAT THE...? THE ROOF... IT'S GIVING WAY!

SORRY, HIGH-POCKETS, BUT THAT'S OUT! THE DEBRIS FROM THE ROOF IS GONNA BLOCK THIS PATHWAY SOLID!

OH WELL, IT WAS A GOOD IDEA WHILE IT LASTED!

ABRUPTLY, WITHOUT A WORD, THE AMAZING ARCHER WHIRLS ABOUT, AND...

**CARAMBA!**

SPEAKING OF GOOD IDEAS... HERE'S ANOTHER!

THERE! MAYBE THAT'LL CONVINCE THOSE CHEERFUL CHARLIES THAT IT'S NOT HEALTHY TO TRY 'N STOP OL' HAWKEYE!

**POW!**







BUT SUDDENLY, THE ODDS OF THE UNEVEN BATTLE ARE CHANGED, AS...

SO...THEY ARE BREAKING THROUGH! BUT, EVEN THE AVENGERS WILL NOT TAKE FROM ME THE SPOILS OF MY GLORIOUS CONQUEST!

LET US SEE HOW THEY FARE AGAINST MY NEW LASER CANNON!

HE'S USING SOME KIND OF SUPER-POWERFUL LASER ON US!

OUR ONLY CHANCE IS TO HEAD FOR THE DRINK, AND REGROUP FOR ANOTHER ATTACK!

PARTNER, I LOVE YA LIKE A BROTHER...

BUT SOME THINGS I CAN THINK OF FOR MYSELF!

DIVE CLOSE TO ME, BOTH OF YOU...PERHAPS MY OVERSIZED BODY'LL CUSHION THE SHOCK WHEN YOU HIT!

DOWN...DOWN... DOWN PLUMMET THE THREE HURLING FORMS, WITH FLEETING MICRO-SECONDS BRINGING THEM CLOSER TO A WATERY DOOM ONE HUNDRED FEET BELOW...

THEN, THERE IS A TUMULTUOUS CRACK LIKE THAT OF A DEAFENING THUNDER-CLAP, AND A TRIO OF AMERICA'S MIGHTIEST DEFENDERS DISAPPEARS BENEATH THE MURKY WATER...

# SPLAKSH!

AND THEN...

GOT TO KEEP MY BODY TENSE... RIGID... SO THAT I'LL MAKE AS BIG A SPLASH AS POSSIBLE! OTHERWISE, CAP AND HAWKEYE DON'T HAVE A PRAYER!

NOW, IF ONLY THEY CAN DODGE THOSE JAGGED ROCKS!

CEASE FIRING!! YOU NEED WASTE NO MORE BULLETS ON DEAD MEN!

BUT, I AM SURE THAT I SAW SOMETHING MOVING IN THE SWIRLING RAPIDS!

BAH! YOU ARE A FOOL, MANUEL! NOTHING THAT LIVES COULD HAVE SURVIVED SUCH A FALL...NOT EVEN THE POWERFUL AVENGERS!

NOW, COME! WHEN THE NEWS OF OUR GREAT VICTORY IS SPREAD ABROAD, NO ONE WILL DARE CHALLENGE THE REGIME THAT DESTROYED THREE SUCH AWESOME ENEMIES!

CONTINUED AFTER THE NEXT PAGE



THUS, A SHORT TIME LATER, A GLOATING LIVING LASER ADDRESSES HIS RELUCTANT GUEST...

YOUR OVER-RATED FRIENDS HAVE BEEN DISPOSED OF, MY DEAR...

AND SO, THERE IS NO LONGER ANY-ONE TO COME BETWEEN US!

NO! I DON'T BELIEVE IT! I WON'T BELIEVE IT!

WHY? WHY IS HE DOING THIS INSANE THING FOR LOVE OF SOMEONE HE HAD NEVER SEEN UNTIL YESTERDAY?

WHO ARE YOU? I DON'T EVEN KNOW YOUR NAME!

NAME? MY NAME IS ARTHUR PARKS!

ARTHUR PARKS? HE'S THE MAN WHO WAS ONCE IN LOVE WITH LUCY BARTON!

BUT--IN SOME NUTTY WAY--HE'S PSYCHOLOGICALLY TRANSFERRED HIS AFFECTION FOR HER TO ME!

THEN, MY ONLY CHANCE TO HELP HANK AND THE OTHERS IS TO HUMOR HIM!

ARTHUR--IF YOU REALLY LOVE ME... YOU'LL LET ME GO--SO I CAN TRY TO RESCUE THE AVENGERS!

NEVER! WHAT DO I CARE FOR YOUR SENSELESS ATTACHMENT TO FOES I HAVE DESTROYED?

YOUR FEELINGS WILL CHANGE IN TIME, WHEN YOU REALIZE THAT I AM THE MOST POWERFUL BEING OF ALL!

THEN, AND ONLY THEN, WILL YOU BE A FIT BRIDE FOR... THE LIVING LASER!

THEN, STRIDING ANGRILY FROM THE CHAMBER IN WHICH THE LOVELY WASP IS KEPT PRISONER, OUR SUPER-SENSITIVE SCOUNDREL HALTS ADMIRINGLY BEFORE WHAT MAY BE THE DEADLIEST WEAPON EVER DEvised BY THE MIND OF MAN...

THE WAYS OF WOMEN ARE A MYSTERY TO ME! BUT, NOT SO MY NEWLY-DEVELOPED LASER CANNON!

HER I INVENTED... CONSTRUCTED WITH MY OWN HANDS! I, AND I ALONE, UNDERSTAND HER INTRICATE MECHANISMS... HER SENSE-STAGGERING POWER!

AND, WITH HER, I HAVE CONQUERED A NATION... IN LESS THAN THE SPAN OF A SINGLE DAY! NOR SHALL I EVER RELINQUISH MY NEWFOUND THRONE!

THAT FOOL VALDEZ! DOES HE ACTUALLY BELIEVE THAT I SHALL BE SATISFIED WITH MERE MONEY... I, WHO HAVE BECOME A KING?

THE NEXT SECOND, THE MAN NAMED VALDEZ ENTERS ABRUPTLY, AND...

LASER... THE ACCURSED AVENGERS ARE YET ALIVE! EVEN NOW THEY WERE SEEN IN THIS VERY CASTLE!

WHAT? HOW COULD THEY HAVE SURVIVED MY LAST ATTACK?

BUT, NO MATTER! HAD THEY AS MANY LIVES AS CATS, MY LETHAL BEAMS WOULD EVENTUALLY DESTROY THEM!

ALERT ALL FORCES... THE AVENGERS MUST BE FOUND!

IS THAT ALL YOU'RE WORRIED ABOUT, BRIGHT-EYES?

THE ONE CALLED HAWKEYE? THEN HE SHALL DIE FIRST!

IN THAT CASE, I'LL SAVE YOU SOME EYESTRAIN BY ATTACKING RIGHT NOW!

WANNA BET? BY THE WAY, IN CASE YOU'RE WONDERING, WE SURVIVED BY USING SOME OF MY HOLLOW ARROWS AS SNORKELS!

CLEVER, NO?

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BUT, WHAT OF THE **THIRD** MEMBER OF THE HARD-PRESSED TRIO--THE TOWERING **GOLIATH?**

I MADE IT! THE MAIN PART OF THE CASTLE MUST BE JUST AHEAD...

IF THE LIVING LASER IS THERE, I'M GONNA DO A LITTLE PLAIN AND FANCY SCORE-SETTLING!

THAT'S STRANGE...NOTHING HERE EXCEPT AN ARSENAL OF OUR OPPONENT'S WEAPONS!

AND WHAT WEAPONS! IF HE DECIDED TO GO STRAIGHT, HE COULD PROBABLY MAKE A MINT WORKING FOR TONY STARK!

THEN, AS THE 10-FOOT AVENGER ENTERS THE THRONE ROOM...

HANK...THANK GOODNESS YOU'RE ALIVE! THE LIVING LASER IS A MADMAN!

YOU'RE TELLING ME! BUT, AT LEAST YOU'RE SAFE, AND THAT'S ALL THAT---

SUDDENLY...

HOWEVER, BEFORE THE MIGHTY GOLIATH CAN DEFEND HIMSELF...

UNHHH!-

HAH! SO, AT LAST I HAVE MY REVENGE FOR MY EARLIER DEFEAT AT YOUR HANDS!

LOOK OUT, HANK... BEHIND YOU!

THE LASER...HE'S ABOUT TO FIRE AT YOU!

SAVE YOUR TEARS, MY LOVE...FOR THE MOMENT!

SURELY YOU MUST REALIZE THAT ONE OF MY VAST INTELLECT COULD DESIGN A LIGHT BEAM WHICH WOULD MERELY STUN ITS VICTIM!

THEN... HANK ISN'T..?

NO... NO! YOU KILLED HIM... BEFORE MY VERY EYES! AND...HE WENT TO HIS DEATH... BECAUSE OF ME!

NO...BUT THAT MATTERS LITTLE, FOR SOON HE SHALL DIE. I SIMPLY WISH TO DISPOSE OF HIM AND HIS FELLOW AVENGERS TOGETHER!

GUARDS...TAKE THE THREE OF THEM TO THE TOWER...THERE TO AWAIT MY PLEASURE!

CONTINUED AFTER NEXT PAGE



THE NEXT MINUTE, THE GARGANTUAN AVENGER IS LIFTED BY HALF A DOZEN STRAINING REBELS, AS...

IN MY MIND, I ALWAYS **KNEW** I MIGHT HAVE TO FACE THE POWER OF **GOLIATH**...

AND SO, I HAVE READIED **CHAINS** WHICH EVEN HIS COLOSSAL STRENGTH CANNOT SHATTER!

THUS, A SHORT TIME LATER, THREE FETTERED FORMS REGAIN CONSCIOUSNESS IN A TOWER DATING BACK **FOUR CENTURIES**, AND...

I KNOW HANK AND HAWKEYE ARE **ELSEWHERE** IN THIS TOWER...

BUT, THE LASER WAS **SEPARATED** US... LEAVING US EACH TO HIS OWN **DEVICES**!

SUNNNH!! THE EFFECT OF THAT **STUN-BEAM** IS FINALLY WEARING OFF...

...FOR ALL THE **GOOD** IT'LL DO ME, HE DIDN'T EXACTLY PICK UP THESE CHAINS AT **ARMY SURPLUS**!

CAN'T **BREAK** THEM... AND, TIME IS **RUNNING OUT**!

WHICH MEANS... I'VE GOT TO TAKE A **LIFE-AND-DEATH GAMBLE**!

BEFORE WE LEFT THE STATES, I BATHED MYSELF IN THE RAYS OF AN EXPERIMENTAL **MOLECULAR SPACE TRANS-FORMER**...

BUT, IF IT **FAILS**... I'VE BEEN WARNED THAT IT MIGHT PROVE... **FATAL**!

THEN, AFTER SEVERAL MOMENTS OF INTENSE **CONCENTRATION**...

I DID IT... WITH WILL POWER **ALONE**!

YET, I'VE NO CHOICE! I **MUST** TRY IT... I **MUST**!!

MUST KEEP SHRINKING... TILL I'M THE SIZE OF **ANT-MAN**!

MOMENTS LATER...

MADE IT!

NOW TO FIND THE OTHER **AVENGERS**!

HANK! YOU--YOU'VE-- IT ISN'T **POSSIBLE**!!

LISTEN! NO TIME TO **EXPLAIN**! WHERE ARE CAP AND HAWKEYE?

THEY... THEY'RE IN THE **TOWER**... THE LASER INTENDS TO BLAST IT WITH HIS GIGANTIC **CANNON**!

THEN, SPARING BUT A FLEETING MINUTE TO FREE THE WOMAN HE **LOVES**, THE NOW-MINIATURIZED GOLIATH RUSHES TO THE MAMMOTH **LASER CANNON** IN THE NEXT CHAMBER...

...AND PLUNGES INTO THE **INNER-MOST MECHANISM** OF THE COMPLEX SUPER-WEAPON!

LARGE OR SMALL, NO MAN THAT LIVES CAN FACE UP TO THE **LIVING LASER'S BEAMS**!

MY ONLY HOPE IS TO **WRECK** THE CANNON'S MECHANISM... BUT, CAN I DO IT IN **TIME**?

INDEED, THE ISSUE LOOKS MOST DEFINITELY **IN DOUBT**. FOR, SCANT SECONDS LATER... ENTER THE MALEVOLENT **LIVING LASER**!

NOW, AT LAST, I SHALL PROVE TO THE **WASP** THE UTTER FOLLY OF HER LOVE FOR THE VANQUISHED **AVENGERS**!

FOR, WHEN SHE BEHOLDS ME DESTROYING THEM BEFORE HER VERY **EYES**, SHE WILL KNOW THAT IT IS THE **LASER** WHO WIELDS **POWER SUPREME**!

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AND, BEFORE AN ASSEMBLAGE CONSISTING OF HIS AVARICIOUS EMPLOYERS AND THEIR VICTORIOUS REBEL CAPTAINS, THE LIVING LASER PREPARES HIS MOMENTOUS DEMONSTRATION...

WATCH...AND MARVEL! NEVER AGAIN SHALL YOUR EYES BEHOLD SUCH SENSE-STAGGERING FORCE!

FOR, WHEN THE TOWER IS BUT A HEAP OF RUBBLE, I SHALL TURN MY LASER CANNON... AGAINST THEM!

I'M NOT EQUIPPED WITH MY WASP'S STING... BUT, I MUST STOP HIM FROM DESTROYING CAP AND HAWKEYE... SOMEHOW!

YET, EVEN AS THE DESPERATE GIRL STREAKS TOWARDS THE MIGHTY WEAPON...

FOR, AS I PUSH THIS LEVER... THE AVENGERS ARE NO MORE!

SO... YOU ARE FREE! BUT, IT SHALL AVAIL YOU NOTHING!

HE... HE'S SEEN ME!

KLIK!

HOWEVER, ONE SPLIT MICRO-SECOND LATER...

ZZAAAKKK

NO! IT CANNOT BE..!

THERE'S A... POWER FEEDBACK! ... SHOCKING ME..!

THEN, SUDDENLY...

THOO!

AND, AS THE CLOUDS OF BLINDING SMOKE GRADUALLY DISPEL, THE STARTLED REBELS SEE...

CARAMBA! THE ONE CALLED THE LASER LIES AS STILL AS DEATH... AND HIS CANNON IS IN RUINS!

BUT, WITHOUT HIS MIGHTY BEAMS, WE ARE HELPLESS AGAINST EVEN THE FEW GOVERNMENT TROOPS WHICH HAVE NOT YET SURRENDERED!

WE MUST FLEE... BEFORE IT IS TOO LATE!

THE NEXT SECOND, A BLIND UNREASONING PANIC GRIPS THE HEARTS OF THE FLEEING REBELS, AND...

HURRY! WE MUST REACH THE BORDER WHILE WE STILL CAN!



BUT, INSIDE THE CASTLE, THERE ARE OTHERS WHO DO **NOT** FLEE...

BAH! LET THE FOOLS GO! WE SHALL EASILY ENLIST OTHERS TO OUR CAUSE!

FOR, WE STILL HAVE THE **WRIST-LASERS** OF OUR FORMER ALLY... AND WITH THEM, WE SHALL CREATE **MORE!**

AY! THE NATION WILL YET REMAIN OURS!

THE ONLY THING THAT'S GONNA BE **YOURS**, CHUMS...

..IS A NICE, COZY **CELL** IN COSTA VERDE'S VERSION OF **SING SING!**

IT IS THE ONE CALLED **GOLIATH**... APPEARING FROM **NOWHERE!** RUN!

HOLD 'ER RIGHT **THERE**, AMIGOS! DON'T YOU KNOW IT'S **IMPOLITE** TO TURN YOUR BACK ON A **GIANT**?

LOOKS LIKE WE'LL HAVE TO TEACH THEM SOME **MANNERS!**

AFTER YOU, CAP!

JUST THEN, THE DOORS BURST OPEN, AND...

UP WITH YOUR HANDS, VALDEZ!

WE CLAIM CONTROL OF THE GOVERNMENT IN THE NAME OF A **DEMOCRATIC REPUBLIC** AND **FREE ELECTIONS!**

IT'S THE REMNANTS OF THE **NATIONAL ARMY!**

SAY, WING-HEAD, THAT GUY COULD EVEN WRITE SPEECHES FOR YOU!

HEAR ME... WE WISH IN NO WAY TO INTERFERE IN YOUR COUNTRY'S PRIVATE MATTERS!

WE ONLY WANT TO TAKE THE UNCONSCIOUS **LIVING LASER** BACK TO THE UNITED STATES WITH US!

AND YOU SHALL **HAVE** HIM, CAPTAIN AMERICA!

INDEED, HE DID US A FAVOR... RIPPING US OF A **DICTATOR**... ONLY TO TRY TO BECOME ONE **HIMSELF!** DO WITH HIM AS YOU WILL!

WELL THEN, AVENGERS, IT LOOKS LIKE WE CAN HEAD FOR **HOME!**

NOW YOU'RE TALKIN' MY LANGUAGE!

THEN, AS THE GOVERNMENT TROOPS DEPART WITH THEIR BOUNTIFUL CATCH OF WOULD-BE **TYRANTS**...

SO THAT'S WHY YOU DISAPPEARED EARLIER TODAY...

I HOPED I WOULDN'T HAVE TO TRY SHRINKING... BUT, LUCKILY, IT ALL WORKED OUT FOR THE **BEST!**

WELL, ISN'T THAT JUST **LOVELY**... FOR YOU!

YOU CARRIED ON A SIZE-REDUCTION EXPERIMENT... WITH YOUR **SELF** AS YOUR OWN **GUINEA PIG!**

UH OH! FELLAS, I THINK I'D BETTER TALK TO JAN ALONE FOR A SECOND!

HOW **COULD** YOU, HANK PYM? YOU LET ME BE FRIGHTENED OUT OF MY **WITS** BECAUSE I THOUGHT YOU WERE STILL IN THE **LASER CANNON** WHEN IT **EXPLODED!**

BUT, HONEY, I JUST BARELY GOT OUT IN **TIME!**

I HARDLY HAD TIME TO THROW A **COMING-OUT PARTY!**

WELL, I SUPPOSE I **SHOULD** BE GRATEFUL THAT YOU CAN CHANGE **SIZES** AGAIN!

YOU GREAT, BIG **WONDERFUL GALOOT!** THIS MEANS YOUR PROBLEM IS **SOLVED!** YOU'RE BACK TO **NORMAL!**



A FEW HOURS LATER, A SLEEK AIRCRAFT FLIES LOW ABOVE THE NEW YORK HARBOR...

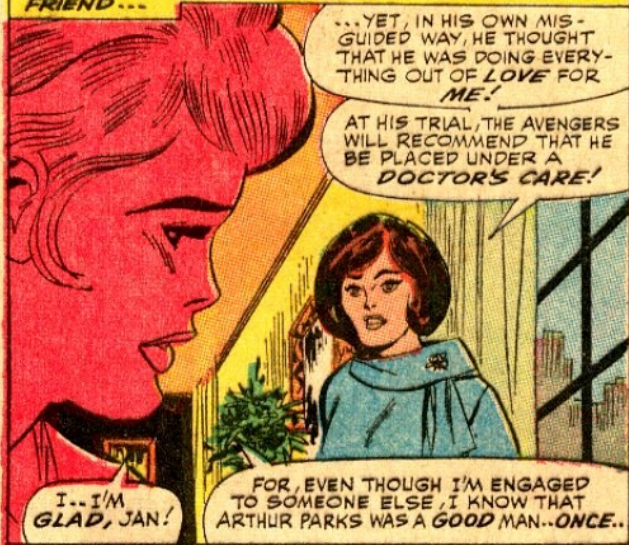


THERE SHE IS...THE SWEETEST SIGHT ANY LONELY AMERICAN COULD EVER WANT TO SEE...**LADY LIBERTY!**

CAP, IF YOU THINK OL' **HAWKEYE** IS GONNA QUARREL WITH SENTIMENTS LIKE THOSE...**FORGET IT!**

I'M TOO BUSY LOOKING FORWARD TO SEEING THE **BLACK WIDOW** AGAIN!

SOON, JANET VAN DYNE VISITS LUCY BARTON TO TELL HER OF THE FATE OF THE MAN WHO HAD ONCE BEEN HER **BOY-FRIEND**...



...YET, IN HIS OWN MISGUIDED WAY, HE THOUGHT THAT HE WAS DOING EVERYTHING OUT OF **LOVE** FOR ME!

AT HIS TRIAL, THE AVENGERS WILL RECOMMEND THAT HE BE PLACED UNDER A **DOCTOR'S CARE!**

I..I'M **GLAD, JAN!**

FOR, EVEN THOUGH I'M ENGAGED TO SOMEONE ELSE, I KNOW THAT ARTHUR PARKS WAS A **GOOD MAN...ONCE..**

MEANWHILE... SO, OUR LONG

SHOT PAID OFF, BILL! IF I HADN'T BECOME **ANT-SIZED**, WE'D ALL BE PUSH-ING UP DAISIES IN **COSTA VERDE!**

I'M GLAD THERE AREN'T ANY **ILL EFFECTS!**

WELL, NOW THAT I'M...NO LONGER NEEDED... I'VE GOT SOME **PACK-ING** TO DO!

**PACKING?** NOT ON YOUR LIFE, PAL! WE'VE STILL GOT A **MILLION** EXPERIMENTS TO PERFORM...AS A **TEAM!**



THAT'S FINE BY ME, BIG BOY... AS LONG AS I DON'T HAVE TO CALL YOU BY A CORNY NAME LIKE **ANT-MAN!**

AND, TALKING ABOUT **NAME-CALLING**...

YOU MEAN YOU RAN OFF TO A HOLIDAY SPOT LIKE **COSTA VERDE** AND DIDN'T TAKE ME ALONG? HOW COULD YOU?



NOW, TAKE IT **EASY, TASHA!**

HONEST, BABY... A VACATION SPOT IT WASN'T!

BUT, THERE IS ONE FIGURE WHO, EVEN IN VICTORY, STANDS **APART**... HIS MIND DWELLING ON THOUGHTS OF THE **PAST** AND **FUTURE**...

TO BE AN **AVENGER** IS TO SURRENDER A PART OF ONE'S **LIFE**... TO BE EVER AT THE BECK AND CALL OF ALL **HUMANITY!**

STILL, IN THESE QUIET MOMENTS, EACH OF THE OTHERS HAS **ANOTHER** HUMAN BEING TO WHOM HE CAN **REACH OUT**...

ONLY I HAVE NO ONE...NO LIFE, EXCEPT BEHIND THE MASK OF THE **RED-WHITE-AND-BLUE AVENGER!**



INSTEAD, I HAVE **ENEMIES**... DEADLY FOES WHO...

**CAPTAIN AMERICA!** I HAVE REACHED YOU AT **LAST!**



**YOU!**

**NEXT: THE QUEST!**

NOTE: OUR LETTERS SECTION APPEARS AFTER NEXT PAGE...

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# PULSE-POUNDRING PRONOUNCEMENTS, PASSIONATELY PHILOSOPHICAL, PREPOSTEROUSLY PROFOUND, and PARTICULARLY PREPARED FOR PERMANENT OBLIVION!

**ITEM!** It's a funny feeling writing these Bullpen pages — here's why — Smilin' Stan is typing these imperishable words on July 14th — but by the time they're sent to the printer and finally reach YOU, it'll be some time in October! In other words, there's always an interval of about three months from the time we write something till the time you read it! Even though you've probably seen our Marvel Super-Heroes TV show by now — at the time we're writing this, it won't be on the air for another two months! It's kinda spooky, isn't it? Anyway, that's the reason WE can't comment about our show yet, even though YOU can! It'll be a couple of months before WE get to see it! See how much luckier YOU are! Who SAYS this isn't the Marvel Age of Compounded Confusion?

**ITEM:** We just received a letter from a ravin' reader who asks a question that many of you have tossed at us over the past few years — and so, we figure we might as well answer it here and now! First, the liitin' letter:

Dear Bullpen Gang:

I am curious to know how the letters for your letters columns are selected. Does Stan run all the letters thru one of Reed Richard's all-purpose computers — or does Irving Forbush just go Eeny Meeny Miney Moe? Neil Neches  
631 E. 96th Street  
Bklyn., N. Y. 11236

Now, for the benefit of a wildly waiting world — your ameliorable answer: Actually, Fabulous Flo, our gregarious gal-Friday, opens all the mail first, and scans it quickly — albeit lovingly! Then, all the letters of more than passing interest (which includes about 99% of 'em) are given to Smiley. Poor Stan the Man, who has turned into a case of human, walking eye-strain, gobbles 'em up and puts a check atop those he thinks would be interesting enough for our various letters pages. He then returns 'em to Flo who bravely types them up for the printer, after first passing them around to the rest of the Bullpen. You might be interested in knowing that we read anywhere from 200 to 500 a day, in order to select a half dozen or so for the letters pages! Now then, if there's anything ELSE you wanna know about the process, don't write us a letter! Have pity, pussycats!

**ITEM:** Here's some more late info about the merry Marvel goings-on at various campuses around this cavortin' country of ours: Just recently, the STANFORD U. MMMS'ers, led by Jumpin' Jack Marchese, stumped your friendly neighborhood Spider-Man into the office of Campus King, while collecting hundreds of dollars for charity! . . . Readers of the TRINITY COLLEGE magazine, Ivy, are undoubtedly being awed by rapturous reprints of Marvel artifacts in the Sept. ish! . . . RENSSELEAR POLYTECH was the scene of a mirthful Marvel Beaux Arts Ball last April! The festivities featured a home-made 9-foot pic of mighty Thor, curls and all, plus 30x40-inch posters of actual Marvel panels! . . . Tom Salazar and Corky Reed of COLORADO STATE gave their prof a Spidey

T-shirt which he dramatically donned for class one day! So here's to Doc Fry — long may he propagate the faith! . . . A tribute to Marvel was broadcast by Ken Friedman at SHIMER COLLEGE recently — while WESU-FM, at WESLEYAN U., is actually planning a Marvel dramatization series for the coming semester, for which we proudly thank station-manager Mark Estren. . . . Oh, by the way, the Rensselaer Polytech Beaux Arts Ball featured Mike Alderstein dressed as Spidey; Tony Pangaro as the Black Panther; John Matthews, Barb Weisner, Debbie Priest, and Mike Hicks as the F.F.; and our cavortin' correspondent Pete Crissey as an Agent of Shield. (His wife, Sharon, was his captive, natch!) . . . In between times, we hope the Marvel Madmen mentioned above managed to latch onto a little erudition as well!

**ITEM:** Let's meet a few of our newest Bullpen buddies: You'll notice the name JIM STERANKO listed as illustrator of the current Agent of Shield series in STRANGE TALES. Jim is a titanically talented newcomer, with a really exciting background. Believe it or not, he was formerly one of our most successful stage magicians — being billed as the greatest liberationist (escape artist) since Houdini! And then there's Mischievous MORRIE KURAMOTO, our latest addition to Jolly Solly's hard-working production staff. Besides being a crackerjack letterer, Morrie is one of America's top watercolor artists! And, how about Marvel's newest editorial help-mate — RON WHYTE? Ron is merely the recipient of a fellowship to the Yale Drama School — and has the greatest sensa-humor since J. Jonah Jameson! So, welcome aboard, group — and thanks for adding a little more glamor to Marveldom!

**ITEM:** It looks as though EVERYONE is latching on to Marvel these days! In the June '66 ish of THE NEW GUARD, published by The Young Americans for Freedom, there was an adroit appraisal of the Marvel Mystique which really set us back on our heels! (Aside to dynamic Dave Nolan — your no-prize is on the way!)

**ITEM:** Whoops! We almost forgot to list the newest disc jockeys on our ever-growing roster! Let's hear it, gang, for — Rick Stevens, WONE, Dayton, Ohio — Don Kennedy, KISN, Portland, Ore. — King Zbornik, WRIT, Milwaukee, Wisc. — Rege Cordic, KNX, Los Angeles, Calif. — and Rick Snyder, WTRY, Troy, N. Y. — Heroes all! Incidentally, how about us giving a stainless steel no-prize to the deejay who's the fastest talker? Many fans have told us that Merry Marcher Gary Stevens, WMCA, New York, should win the prize hands down — but we'd like to hear what the rest of Marveldom thinks. So, let us know who YOUR nominee is for the title "The Fastest Gums in Marvel-land"! We'll announce the winner sooner or later, somewhere or other, in our usual methodical manner!

See you again next ish — same time — same bulletin page! Till then, remember — be good to each other! After all, isn't there a little bit of the super-hero in all of us?

## THE MIGHTY MARVEL CHECKLIST

A Line-Up Of Some Of The Marvel-ous Mags On Sale Right Now!

**FANTASTIC FOUR #58:** It had to happen! Mankind is at the mercy of Doctor Doom! The F.F. are defeated at last! And — that's only part of it!

**SPIDER-MAN #44:** He's really back! None other than the uncanny Lizard — one of Spidey's most exciting foes — far more menacing than ever!

**X-MEN #27:** The return of the marvelous Mimic! Plus, more super-guest-stars and super-problems than you can shake a gamma ray at!

**DAREDEVIL #23:** Another thrilling change of scene for DD, as he battles the Gladiator to a finish in the most off-beat yarn of the season!

**THOR #135:** Sensational! You'll gape at the origin of the High Evolutionary! And, you'll flip at the way Goldilocks battles the future Man-Beast!

**STRANGE TALES #152:** Shield finally shows its block-busting power — while Dr. Strange enters a dimension so mysterious that we can't even describe it here!

**SUSPENSE #85:** Iron Man faces the Mandarin once more — but things are different this time! As for Captain America — he wages one of his greatest fights — against Batroc!

**ASTONISH #87:** You've never seen anything like the Sub-Mariner's showdown with Krang — nor the Hulk's epic struggle against the indestructible Hulk-Killer!

**SGT. FURY #37:** The hectic Howlers are up to their battle-helmets in sand, as they take on Nazis and desert tribesmen alike on the North African front! Wah-hoo!

**MARVEL COLLECTORS' ITEM CLASSICS #6:** The fabulous Fantastic Four! The Invincible Iron Man! The dynamic Dr. Strange! The incredible Hulk! Another block-bustin' bargain from your big-hearted bullpen!

**FANTASY MASTERPIECES:** Another terrific trio of titanic tales with everybody's Golden-Age favorite, Captain America — plus three fantasy classics!

**MARVEL TALES #6:** Spidey — Thor — the Human Torch — and the high-flyin', heavenly Wasp! All in one mag. — the biggest bargain since the Louisiana Purchase!



## Let's meet 26 more M.M.M.S. members!

Steve Alexander  
Centralia, Ill.  
Lawrence Bond  
Huntington Woods, Mich.

Stuart Alper  
San Francisco, Cal.  
Richard Kridel  
Rochester, N. Y.  
Joyce Matsumori  
San Francisco, Cal.  
Paul Ishimaru  
Honolulu, Hawaii

John Bonnin  
Lawrence, Mass.  
Michael Greenblatt  
Newark, N. J.  
Tony Miller  
Mooreland, Ind.  
Alan Fuglerio  
Milford, Conn.

Mark Eldon Adkins  
Houston, Tex.  
Kevin Geberth  
Met. Vernon, N. Y.  
Stephen Amedio  
Cohoes, N. Y.  
Arthur Morford  
Delia, Kan.

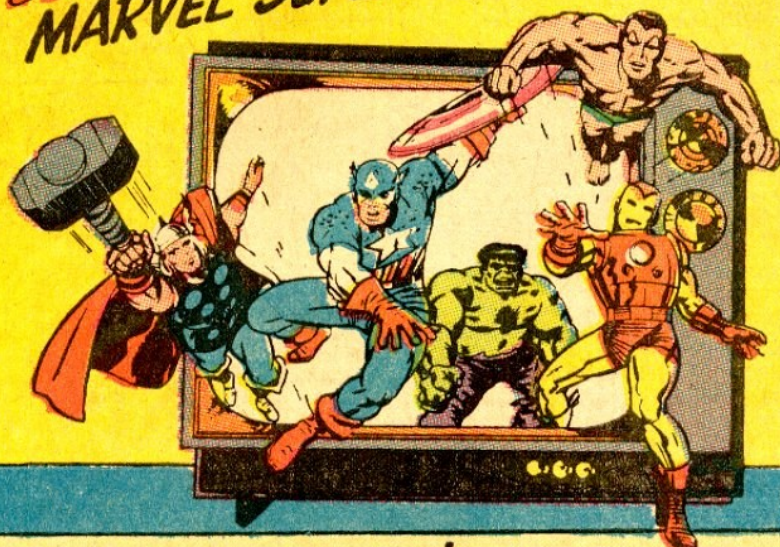
Joel McCrillis  
Albuquerque, N. M.  
Steve Hunters  
Oklahoma City, Okla.  
Mike Mariseski  
Baltimore, Md.  
David Homer  
Copper Cliff, Ont.

Kathleen Hogan  
Lowell, Mass.  
Jef. D. Hubbell  
New York, N. Y.  
Davis Gee  
Berkeley, Cal.  
Mike Hitzelberger  
Columbus, Ohio

Bob Montgomery  
Beaufort, N. C.  
Ricky Garrigues  
Glen Ridge, N. J.  
Robert Benites  
Bronx, N. Y.  
John Mata  
Downey, Cal.



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- Los Angeles, KHJ—Channel 9
- Chicago, WGN—Channel 9
- Boston, WNAC—Channel 7
- Detroit, CKLW—Channel 9
- Washington, D. C., WTTG—Channel 5
- Providence, WPRO—Channel 12
- Buffalo, WKBW—Channel 7
- Philadelphia, KYW—Channel 3
- Minneapolis/St. Paul, WCCO—Channel 4
- Denver, Colo., KWGN—Channel 2
- St. Louis, KSD—Channel 5
- New Orleans, WVUE—Channel 12
- Baltimore, WBAL—Channel 11
- Memphis, WHBQ—Channel 13
- Syracuse, WHEN—Channel 5
- Milwaukee, WUHF—Channel 18
- Albany, WTEN—Channel 10
- Charleston, W. Va., WSAZ—Channel 3
- Salt Lake City, KCPX—Channel 4
- Rochester, WHEC—Channel 10
- San Juan, P.R., WAPA—Channel 4
- Saginaw/Bay City, WNEM—Channel 5
- Portland, Me., WGAN—Channel 13
- Tampa, WTVT—Channel 13
- Little Rock, KATV—Channel 7
- Springfield, Mass., WHYN—Channel 40
- Evansville, Ind., WEHT—Channel 50
- Harrisonburg, Va., WSWA—Channel 3
- Palm Beach, Fla., WPTV—Channel 5
- Miami, Fla., WCKT—Channel 7
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# AVENGERS ASSEMBLE!

SEND YOUR LETTERS TO: THE MARVEL COMICS GROUP, SECOND FLOOR, 625 MADISON AVE., NEW YORK, N.Y. 10022

Dear Stan and Don,

AVENGERS #32 is truly one of the literary greats of our time. The story deals with a common hate of mine besides Communism—this is bigotry. The Sons of the Serpent are the lowest excuses for human beings I've ever seen. When the next issue comes out, I hope I have the pleasure of reading that Goliath walks all over those creeps. Stan, in all honesty, I think that your writing about such things as Communism and bigotry is showing today's thinking reader what's wrong with the world today. As far as I'm concerned, this is what keeps Marvel way out in front of your (chuckle) rivals. I'm glad to see that you've brought back the former Giant-Man, but I personally liked him better in his old costume and his old powers. It's about time that Hawkeye changed his disposition. I think that from now on, he'll make a top-notch Avenger. In closing, I have one last request. Please stop all the continued stories. I mean, gee whiz, guys, what are you going to do for the 25¢ Specials of the future? I can just see it all now—"Join us next year for the conclusion of this great repeat!" Well, until Irving Forbush becomes President, make mine Marvel!

Dwight Heil, 900 E. 5th St.  
Cheyenne, Wyo. 82001

Hey, what an idea, Dwight! Continued yearly Specials! That would be the true test of a Marvelite's devotion—any faithful one who'd wait 12 months for the next installment would become an automatic no-prize recipient! Thanks for the suggestion, pal—we'll follow it through just as you ordered—by putting it into the works when Honest Irv becomes President!

Dear Stan and Don,

Hooray for the Bullpen! Goliath isn't going to be a sobbing king-sized Weeping Willie anymore. It's about time! The Sons of the Serpent are great new bad guys—and they don't even wear black hats! Big Daddy's (Supreme Serpent, who else?) get-up really grabs me. Although the mag's contents were majestically marvelous, the cover poses a problem. Where, pray tell, do the Avengers fight them? Despite some few misleading covers, I'm still a part-time Marvel nut. I'll be a full-time one when school starts and I have some spare time.

Perry Turner, 124 Corpus Christi Rd.

Alameda Naval Air Station, Alameda, Cal. 94501

When school starts you'll have more time? We'd sure like you to clue us in about that school of yours, Perry—we've a hunch that a few zillion other frantic ones might like to transfer there! Anyway, thanks for the kind words—and, we're sorry if our covers seem misleading—but, that's still better than we thought it was—we always feared the entire mag was misleading, as well!

Dear Stan and Don,

In AVENGERS #32 a fan wrote and said the Black Widow is "... The Girl Who Can Move Mountains" and why didn't you remember that title. Well, the reason you didn't remember is because it wasn't the title. The title was "The Black Widow Strikes Again." That fan also said that she should use her power. Well, in SUSPENSE

#53 she gained the power to move objects by stealing Stark's anti-gravity ray machine, but at the conclusion of the story, he destroyed the weapon by shooting a proton electric charge at it. So that is why she didn't use it in AVENGERS #29. How about a no-prize for setting the record straight? By the way, issue #32 was marvel-ous!

Calvin Pate, 203 Oakwood Ave.  
Lancaster, S. C.

We thought so, too, Cal—though our opinion might be just a wee bit biased. As for awarding you a no-prize, we'll present that recommendation at our next high-level committee meeting and see if we can have it placed upon the agenda. After that, the procedure is, of course, routine. Our proposal must be ratified by 2/3 of both houses of Marvel-dom and placed before our President-pro-tem for his signature or veto. But, why tell you all that? Surely every true believer knows our modus operandi by heart!



Dear Stan and Don,

I just thought I'd tell you how much I enjoy your AVENGERS mag. Marvelmania has taken over my life and the Avengers are one of the reasons. The cover of #32 was great, and the villain or evil ideal or whatever the Avengers were fighting was absolutely the greatest! What I liked even more than your excellent plot, villain, and Artie's lettering was the art and characterization. In my humble opinion, Don Heck's art in this book is better than that in any of your other mags. But, on to particulars! The cover—ahhh, c'est magnifique! It may seem like a small point, mainly because it is, but I like the placing of the price, number, and date right up there under the "Marvel Comics Group" in the left-hand corner. I always thought that those things cluttered up the cover. I see you've put it that way on all the new issues. Speaking of the date, why do you put out your mags two or three months before it says on the cover? Now all you have to do is put out two or three issues of each title for the same month or invent some new months so you can get back on the right track, and then my poor, troubled, feeble brain will be clear and unconfused. By the way, why don't you release your books at the same time every month? Well, just keep up the good work—as if you haven't heard that before.

Alan Harvey, 1407 Perkins  
Richland, Wash.

It does have a familiar ring to it, Al—but it doth truly delight our hungry ears as much today as it did the very first time we heard it! As for those nutty dates and numbers on the covers of our mags—we don't know much more about them than you do. Someone in the mysterious "business department" of mixed-up Marvel



takes care of all this jazz—and, not only don't we know why he does it—we don't even know who he is! (Which is about par for the course for us!)

Dear Stan and Don,

I think AVENGERS #32 brought your fantastic fun-loving heroes to new heights of glory. Cap's ingenious method of handling Goliath's depressive tendencies by angering him was a master stroke of writing by Mr. Lee. The idea of bringing modern problems into focus is something I enjoy seeing in any book or mag, such as Henry and his wife refusing to get involved when Mr. Gonzales was being beaten by the Sons of the Serpent. By the way, Don Heck is no art-school dropout, either. If that's what Hawkeye looks like without his mask, he should leave it off. Wanda is more beautiful than ever, and Jan's hairstyles are the greatest. Also, bring Wanda and Pietro back to the Avengers fold soon. Keep the great stories coming. You have another fanatical fancier of your fabulously far-out Marvel Masterpieces!

Jo Ann Mortimer, 367 Freeport Rd.  
Pittsburgh, Pa. 15238

And we can use every one we can find, Jo Ann, honey! We appreciate your amiable accolade and would like to think ourselves deserving of every wondrous word of it!

Dear Stan and Don,

I appreciate your freedom-saving efforts in fighting against crime because it makes swell reading. Possibly this is why I don't quite understand your statement in AVENGERS #32 that there is no room for super-patriots, that all must share the load. This is comparable to saying that there is no room for super-heroes for we all must equally share the strength of the nation. A man with tremendous capacity for patriotism may to us seem like a super-patriot. And, another thing—I can not understand how there still can be Brand X readers. Your stories (especially those about your modesty) are more like super-novels than just comics. But don't feel badly—anyone can make a mistake.

Daniel Drew, 283 E. 6th No.  
Logan, Utah

Really, Dan? We always thought it was virtually impossible for a true-blue Marvelite to err in any way at all! But, live and learn! Anyway, what do you mean our stories—especially about our modesty—are like super-novels? Have we actually written stories about our well-known modesty? See? We're so downright humble, modest, and shy that we can't even remember!

Dear Stan and Don,

Lately, the AVENGERS has been an especially colorful magazine, what with the exciting team-up of the Black Widow, Power Man, and the Swordsman; but in issue #32, it has really reached the peak of power! Even after bringing back the mighty Giant-Man, along with other personality developments like the Scarlet Witch's and Quicksilver's loss of power, you still have shown a new and refreshing imagination with the creation of the hooded bigots, the Sons of the Serpent! I'm glad to see that Hawkeye has finally cooled it a bit, because a permanent wise-guy attitude on the part of the daring archer would have been kind of boring. Good as the hero part of the mag was, there was one panel that really shook me up—namely, the one on page five, panel 1, depicting Henry and his wife standing by and watching a defenseless man get beaten by the Serpents. This is one danger that really threatens us more than the super-patriots or the crime waves—the problem of apathy, the “I don't want to get involved” attitude. There have been many instances of people standing by while their fellow men got robbed, beaten, or even killed, down to ignoring even their cries for help. This is an example of what Man may degenerate into if he doesn't take notice of himself and start behaving like a thinking, rational being. I am sure

that you men down at the Bullpen have done your little bit to remedy this disgraceful situation.

Greg Kishel, 311 8½ So.  
Virginia, Minn.

We certainly hope so, Greg! We figure that writing and drawing these imperishable yarns is the most fun anyone can have—and, if we can occasionally slip a worthwhile message or two between the BTOKs and the FTOOOMs once in a while, then we feel we've been doubly rewarded! But, let's turn to our next liltin' letter now, or there won't be a dry eye left in the place!



Dear Stan and Don,

I've just read AVENGERS #32, and I think it's one of the best tales you've turned out in ages—as far as continued stories go, at least. I'm thoroughly in favor of the basic theme of the story—our heroes in the fight against bigotry and injustice. (The biggest objection I can find, being an amateur herpetologist, is your using snakes for a symbol of those rats.) It was just like old times, seeing High-Pockets finally stop crying and take charge of things. I hope you'll get him back to the old Master-of-Many-Sizes routine. That was what made him great, and that's what we fans want to see again. Also I'm glad to see that Wanda and Pietro are regaining their powers. I didn't want them to leave, although I must admit the Avengers will be a bit crowded with them back. Say, how about an AVENGERS ANNUAL next summer featuring all the Avengers, past and present, in one adventure? That'd be an even better treat than the wedding of Reed and Sue Richards. In parting, I repeat, restore High-Pockets' powers and knock off the snivelling on his part. One of the best things about the old Giant-Man was that he and Jan were just about the only happy-go-lucky non-worriers you had. Everyone else had all the troubles of the world on their shoulders, but Hank and Jan didn't.

Dave Cockrum, YN3, 699-39-33, VF-124 Maintenance,  
NAS Miramar, Calif. 92145

Okay, Davey—for a real, swingin' keeper-of-the-flame like you, we'll try to jolly Hank and Jan up a bit! And, in case we never told you before, that return address of yours really grabs us! It looks like something the phone company dreamed up. We picture you at living inside of a giant computer, sending out notes on adding machine tape. In fact, we'll have to sign off now—that last sentence just gave us an idea for a yarn, and we wanna get with it before some Brand Echh turncoat reads these hallowed words!

NEXT ISH: At long last—Quicksilver and the Scarlet Witch return, and things are looking up for our ordinarily agonized Avengers. Goliath has regained his size-changing powers, Hawkeye has been reunited with the beautiful Black Widow, and even ol' Wing-head himself looks as if he might accidentally crack a smile! But then—aw, we can't do it! We can't shatter your felicitous fantasies by telling you about the diabolical danger that arises to menace everybody's favorite assemblers in AVENGERS #36. So we'll just ask you to show up—and then surprise you! See ya then, tiger!

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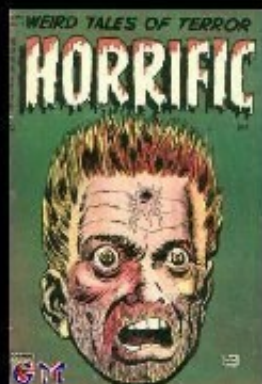
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