



AT LAST! THE SPAWN OF VENOM!

# the AMAZING SPIDER-MAN

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APPROVED  
BY THE  
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CARNAGE  
PART ONE

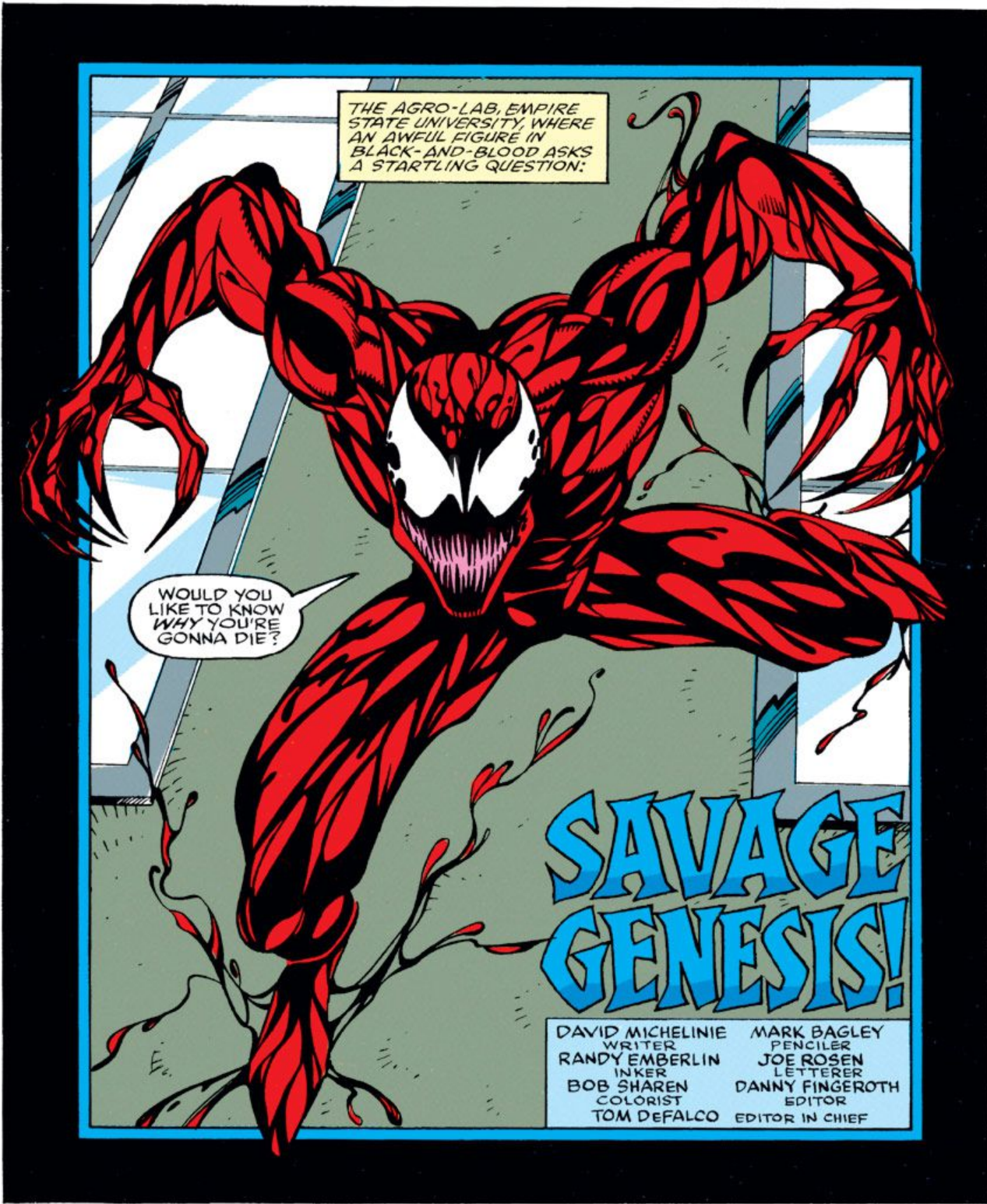


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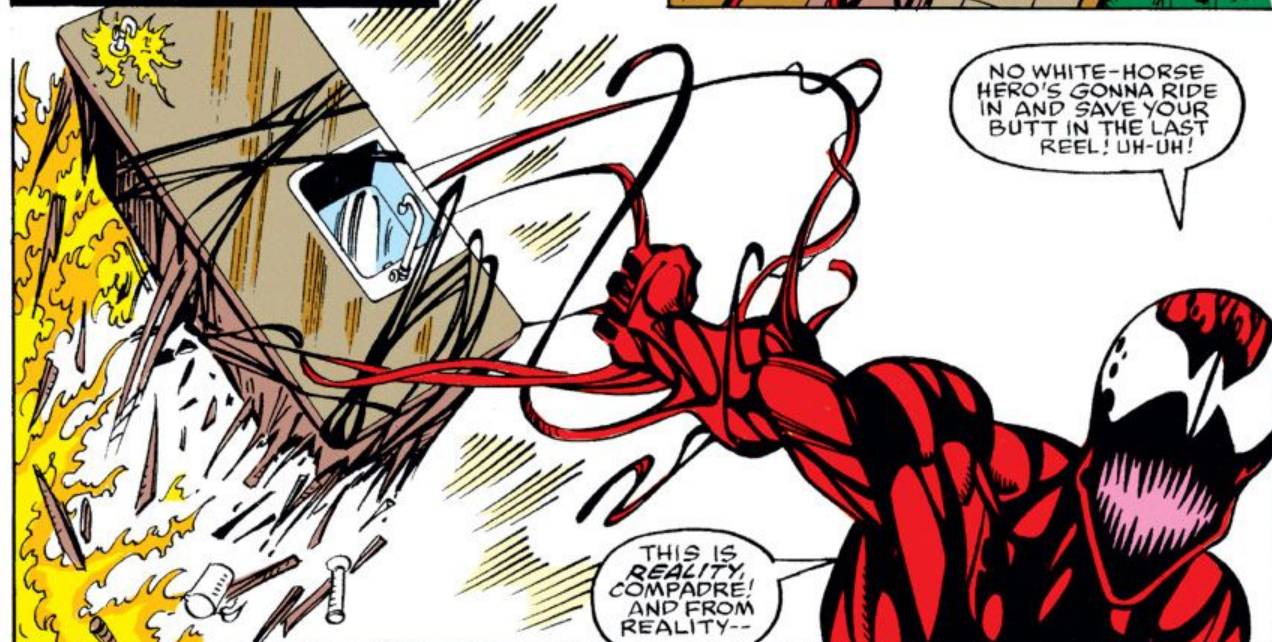
BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

**Stan Lee**  
**PRESENTS: THE AMAZING SPIDER-MAN®**

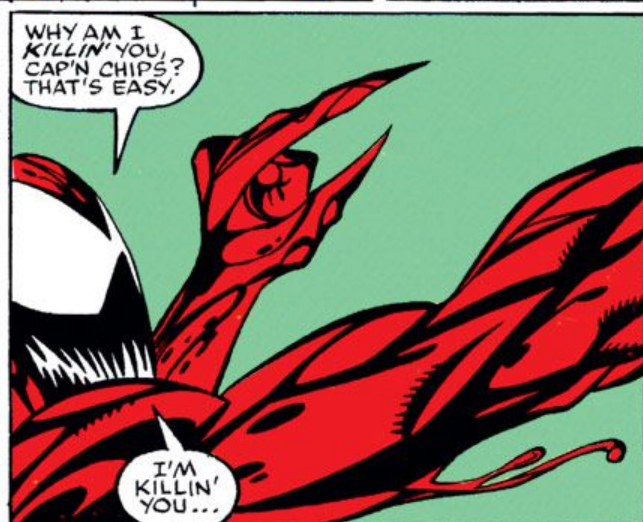


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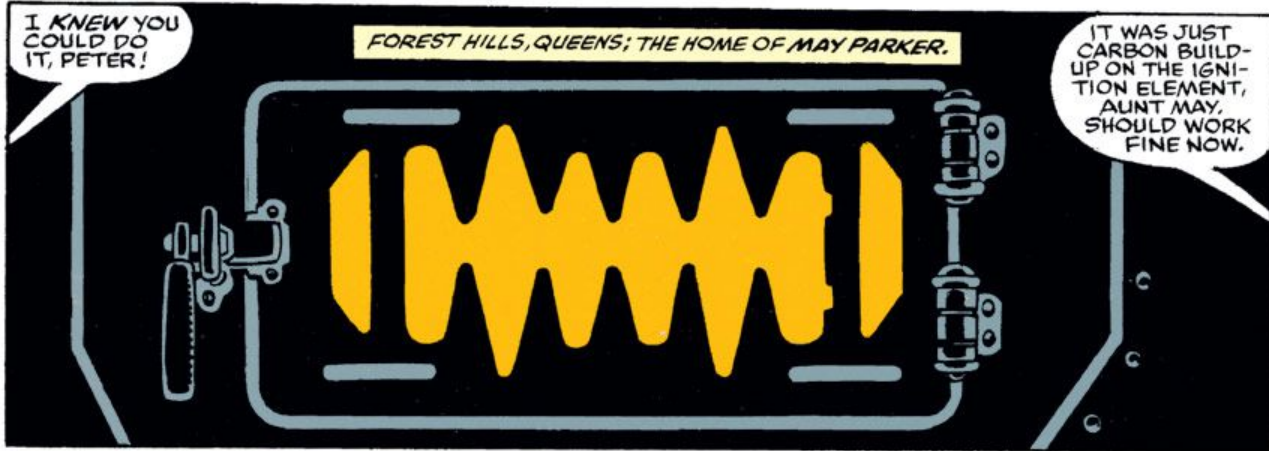








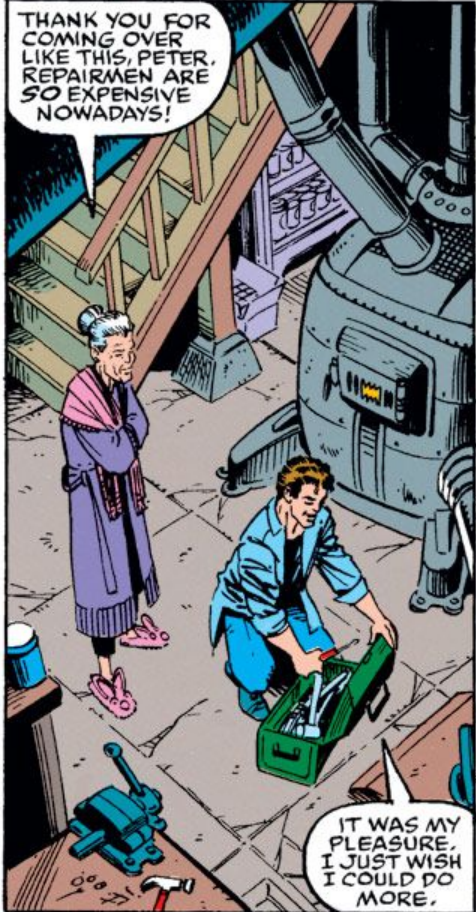




I KNEW YOU COULD DO IT, PETER!

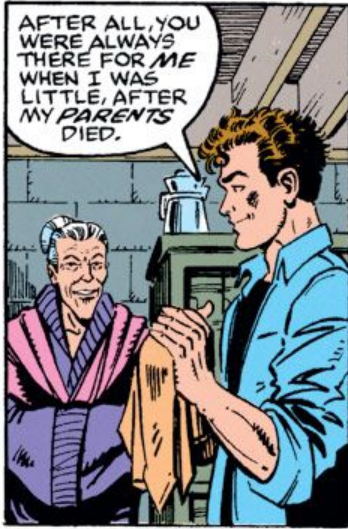
FOREST HILLS, QUEENS; THE HOME OF MAY PARKER.

IT WAS JUST CARBON BUILD-UP ON THE IGNITION ELEMENT, AUNT MAY, SHOULD WORK FINE NOW.



THANK YOU FOR COMING OVER LIKE THIS, PETER. REPAIRMEN ARE SO EXPENSIVE NOWADAYS!

IT WAS MY PLEASURE. I JUST WISH I COULD DO MORE.



AFTER ALL, YOU WERE ALWAYS THERE FOR ME WHEN I WAS LITTLE, AFTER MY PARENTS DIED.



THAT, YOUNG MAN, WAS MY PLEASURE!



UH-OH. THE PHONE. I'D BETTER GO ANSWER IT.

IF IT'S DONALD TRUMP AGAIN, TELL HIM YOU ALREADY HAVE A LUNCH DATE!



OH, PETER!

I MEANT WHAT I SAID. WISH I COULD DO MORE. BUT AUNT MAY'S SO INDEPENDENT-- SORT OF LIKE A CERTAIN NEPHEW OF HERS, I GUESS.



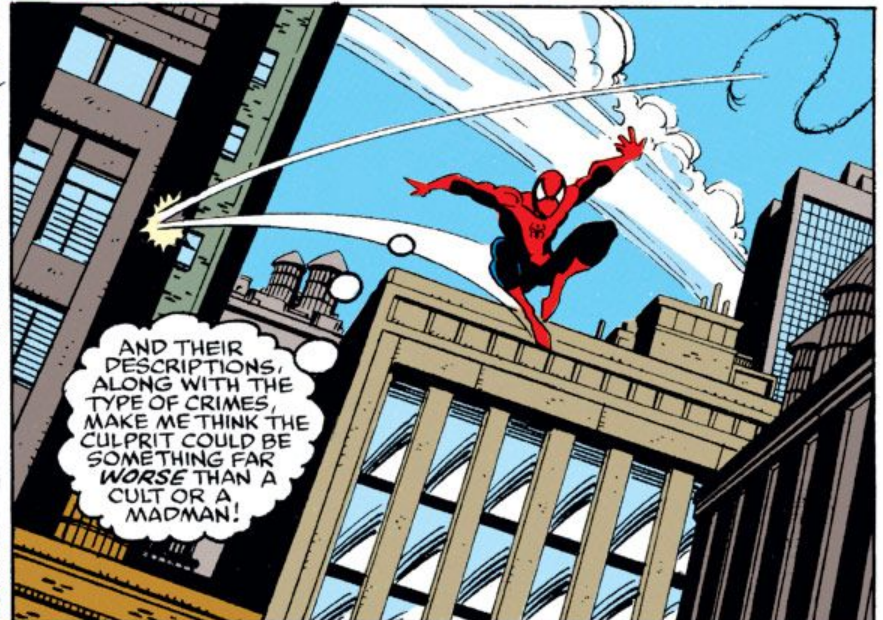
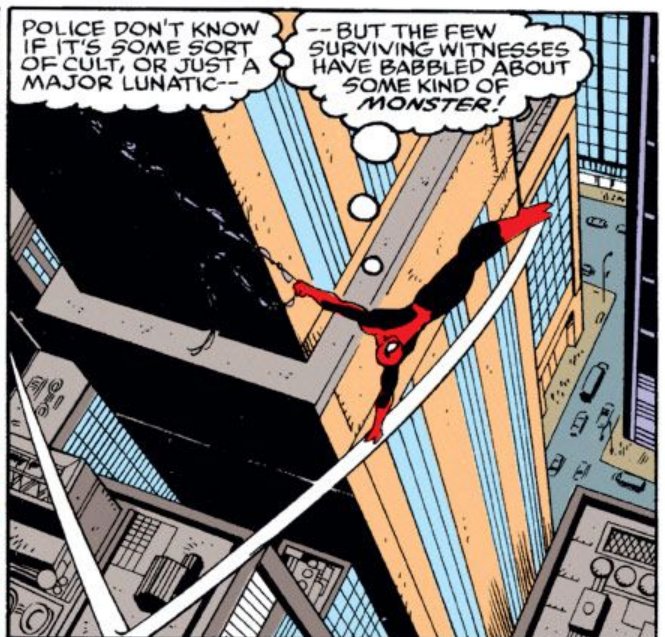
STILL RAPPIN' WITH THE DONALD?

SILLY! IT'S FOR YOU. ONE OF YOUR CLASSMATES AT THE UNIVERSITY.

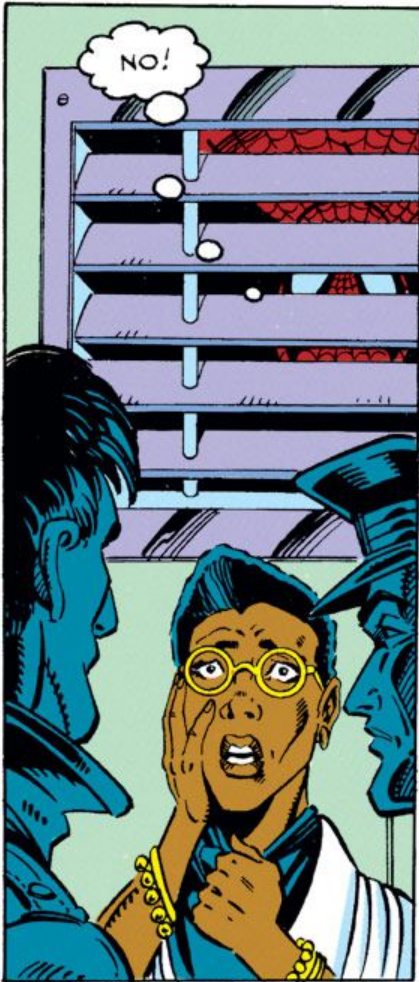




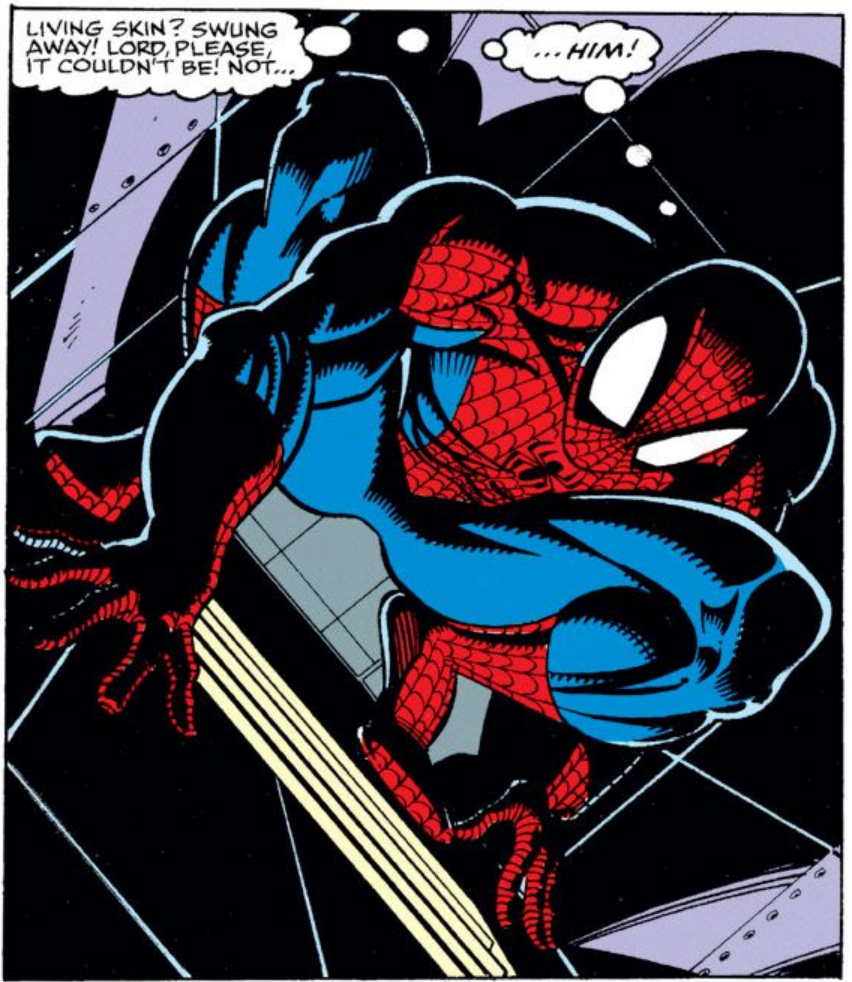








NO!



LIVING SKIN? SWUNG AWAY! LORD, PLEASE, IT COULDN'T BE! NOT...

... HIM!

CENTRAL PARK: IT'S A COOL DAY IN MANHATTAN. THE FRANK-FURTERS MARY JANE WATSON-PARKER HOLDS GRADUALLY LOSE THEIR WARMTH.



HER EYES LOST THEIR SOME MOMENTS AGO...



BLAST YOU, PETER!

I'VE ONLY GOT A HALF-HOUR LUNCH BREAK FROM MY ACTING GIG! THE LEAST YOU COULD DO IS SHOW UP ON TIME!

I'M BEGINNING TO THINK WE SAW MORE OF EACH OTHER BEFORE WE WERE MARRIED!



HI!

SORRY I'M LATE! HAD TO STOP IN A TREE TO CHANGE INTO MY CIVVIES!



MAYBE YOU SHOULD'VE STAYED THERE!





WE  
NEED TO  
TALK!

OH,  
OKAY,  
YOU  
FIRST.



CHIP'S DEAD.

THAT'S NO  
EXCUSE  
FOR-- WHAT?!

AND I'M WORRIED THAT  
THESE SERIAL KILLINGS MAY  
BE PARTLY MY FAULT!



I DON'T KNOW  
HOW, BUT I THINK  
THE MURDERS  
MAY HAVE BEEN  
COMMITTED BY--

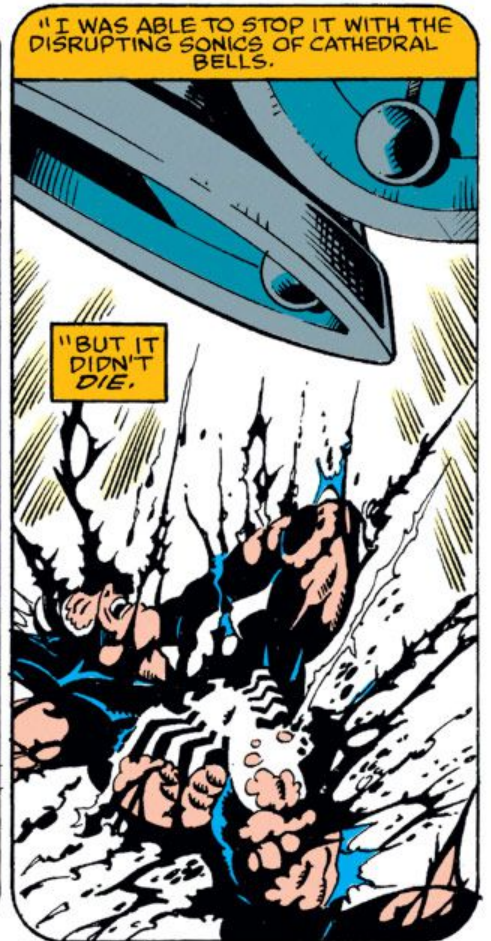
--VENOM!



"LISTEN, THE *LIVING  
COSTUME* I BROUGHT  
BACK FROM *BATTLEWORLD*\*  
HAD INCREDIBLE POWER.  
AS I FOUND OUT TOO WELL--

"--WHEN IT TRIED  
TO PERMANENTLY  
BOND WITH ME!

\*SEE MARVEL SUPER HEROES SECRET WARS I.--DANNY



"I WAS ABLE TO STOP IT WITH THE  
DISRUPTING SONICS OF CATHEDRAL  
BELLS.

"BUT IT  
DIDN'T  
DIE.



"IT LIVED ON, SMOLDERING  
WITH THE *ANGER* IT FELT  
AT MY REJECTION...

"...UNTIL IT FOUND A HUMAN  
WHO SHARED ITS SEETHING  
HATRED FOR ME: *EDDIE  
BROCK*.

"EDDIE WELCOMED THE  
BONDING, AND THE POWER  
THAT CAME WITH IT. AND  
TOGETHER THEY BECAME--



"--VENOM, THE DEADLIEST  
FOE SPIDER-MAN HAS EVER  
FACED! A FIEND WHOSE SOLE  
MOTIVATION, WHOSE ONLY  
GOAL IN LIFE--

"--IS MY  
DEATH!"

"I THOUGHT OUR  
BATTLE ON THAT  
DESERTED  
CARIBBEAN  
ISLAND ENDED  
THINGS..."

"--HE'D ACTUALLY  
SUCCEEDED IN  
KILLING ME!"

"FREED FROM THEIR  
DRIVING HATRED, EDDIE  
AND THE ALIEN WERE  
CONTENT TO REMAIN  
ON THE ISLAND, FINDING  
PEACE AT LAST."

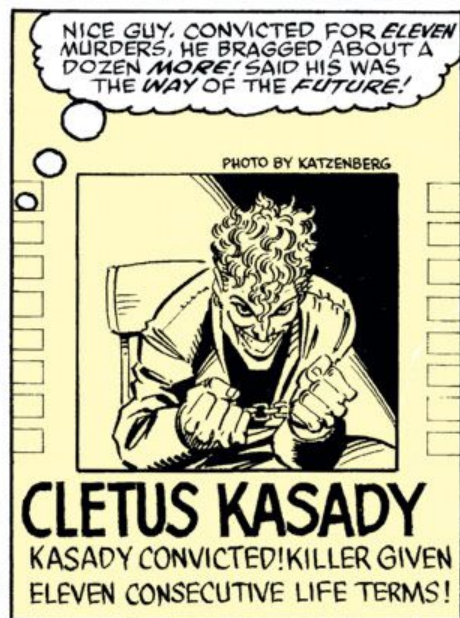
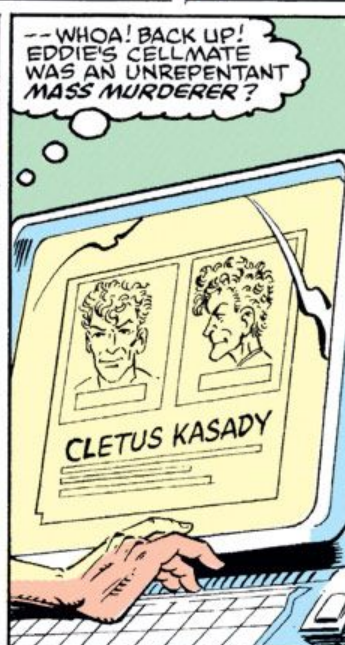
IN ASM #  
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"--WHEN I  
TRICKED VENOM  
INTO THINKING--

BUT THE  
BIZARRE  
NATURE  
OF THE MURDERS,  
THE DESCRIPTIONS  
OF THE  
KILLER,  
SOUND TOO  
MUCH LIKE--

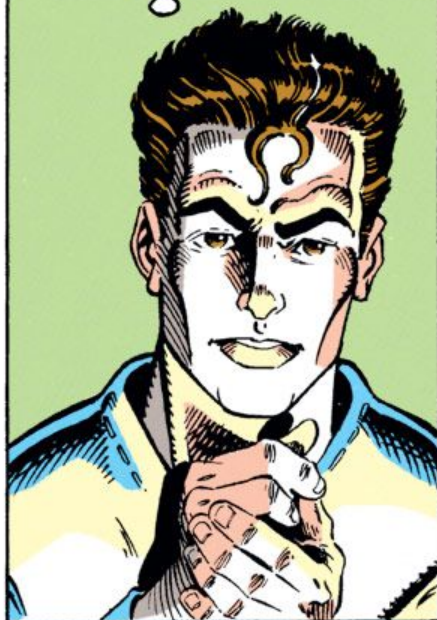
LEAVE IT TO  
THE POLICE,  
PETER!







WONDER WHAT "RESEARCH" HAS ON HIS BACKGROUND? HMM, RAISED AS AN ORPHAN AT THE ST. ESTES HOME FOR BOYS IN BROOKLYN, AND HERE'S AN INTERESTING SIDEBAR:



SEEMS ST. ESTES WAS RAVAGED BY FIRE SOME YEARS BACK, AND THE REMAINS OF THE HOME'S DISCIPLINARIAN ADMINISTRATOR WERE FOUND IN THE RUBBLE! POLICE THEORIZE SHE FELL AND SMASHED HER SKULL IN PANIC! BUT...



57 YEAR OLD MANSION DESTROYED BY FIRE, AUTHORITIES SUSPECT ARSON.

...WHAT IF IT WAS KASADY'S FIRST KILL? THE FIRE SET TO COVER IT UP? MAKES SENSE, BUT, KASADY WAS JUST A KID.

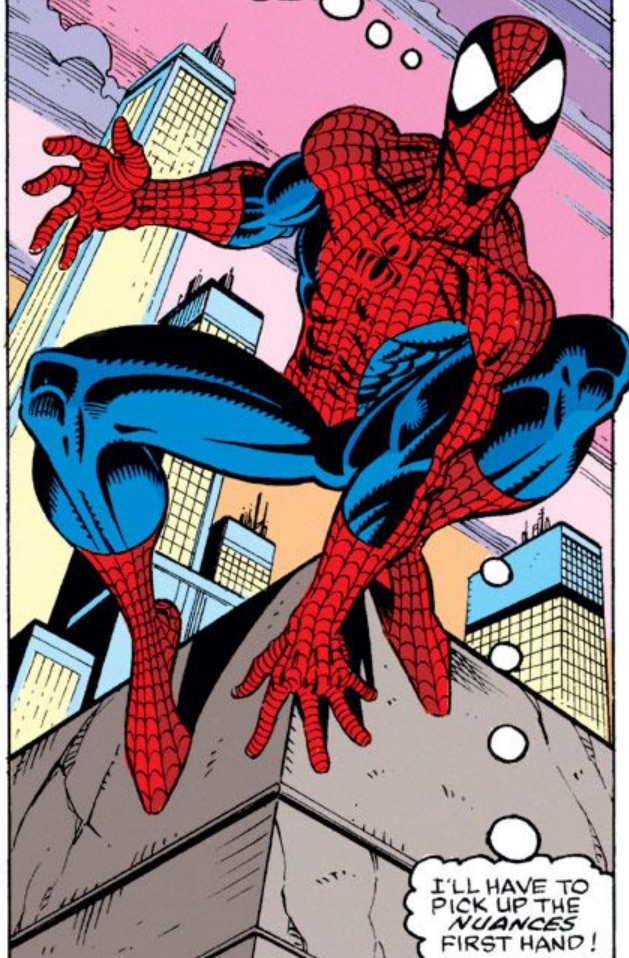


WHAT KIND OF DEMON AM I DEALING WITH?



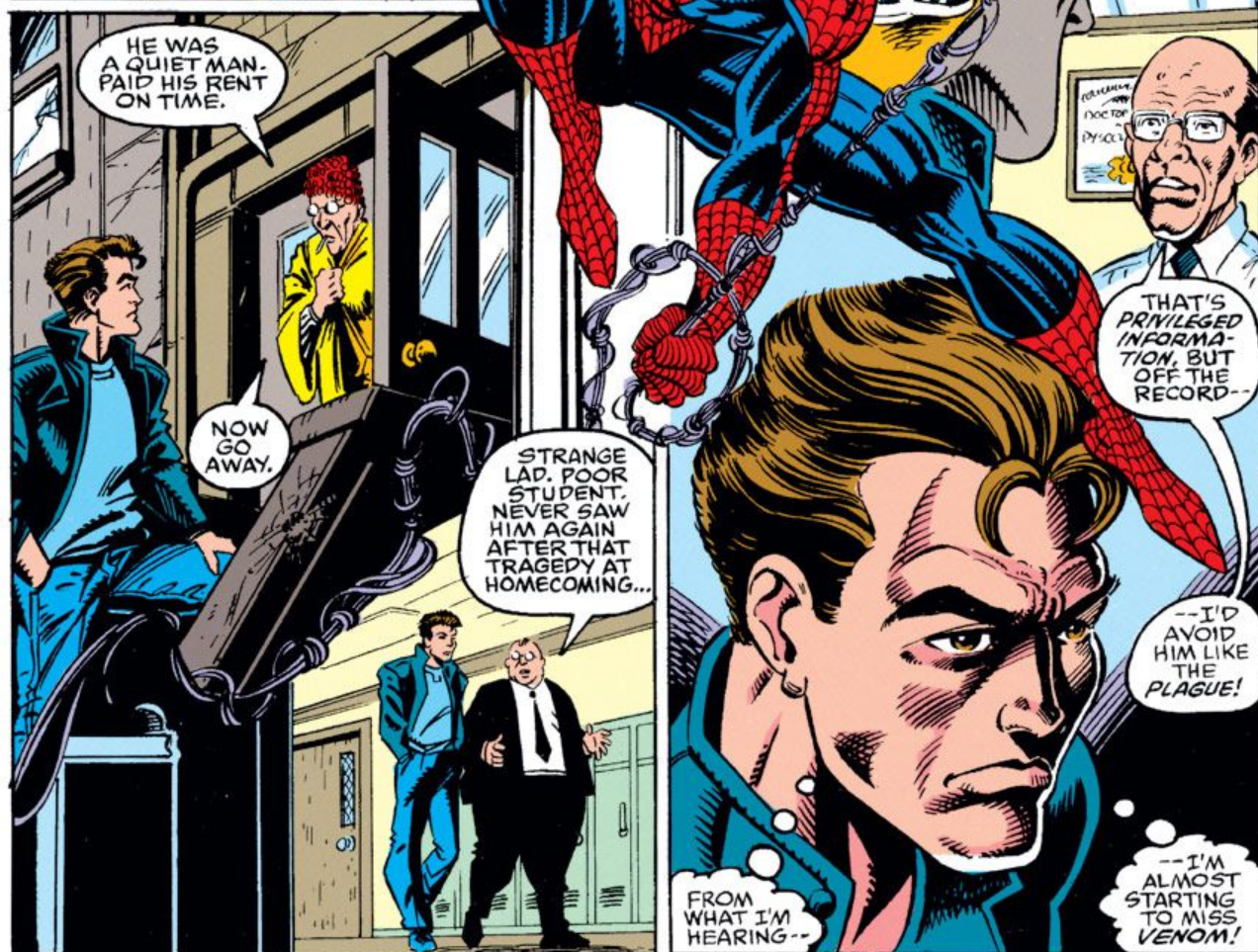
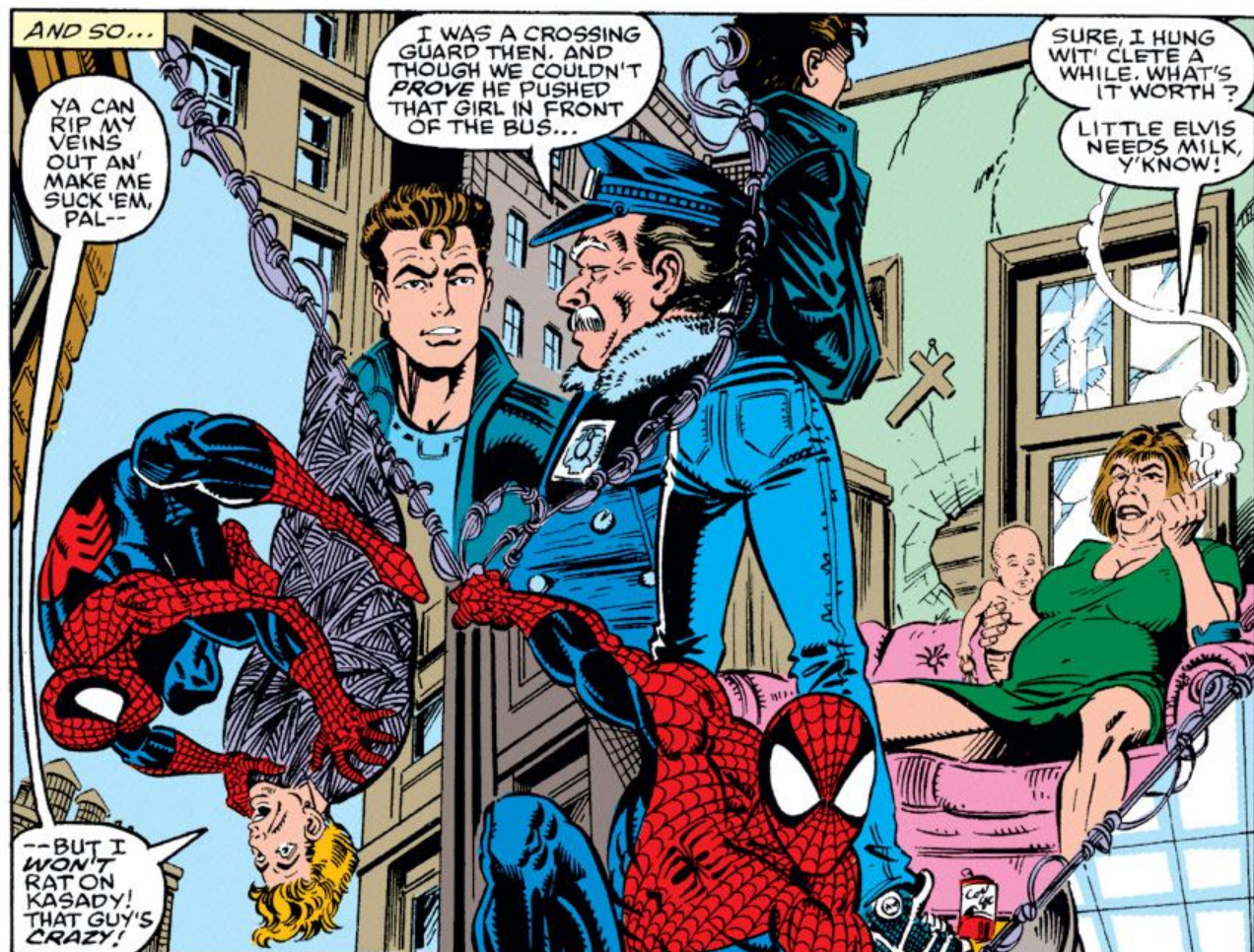
NIGHT FALLS.

COMPUTERS ONLY DEAL IN FACTS.

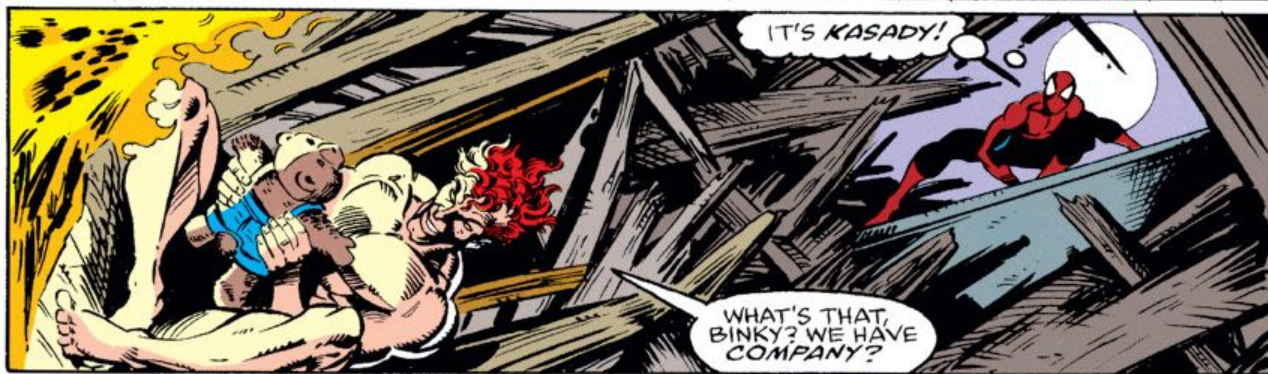
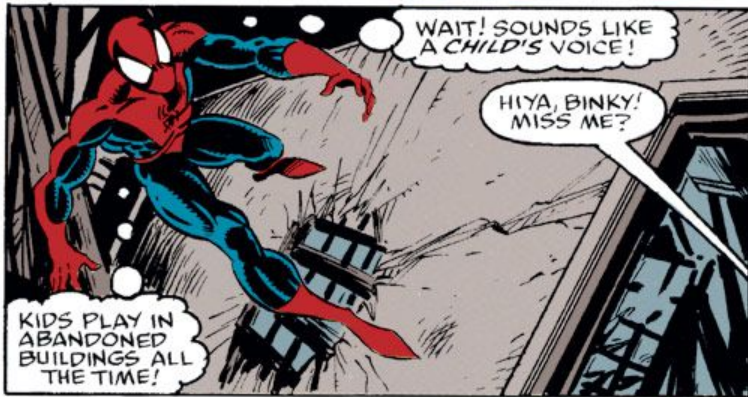


I'LL HAVE TO PICK UP THE NUANCES FIRST HAND!





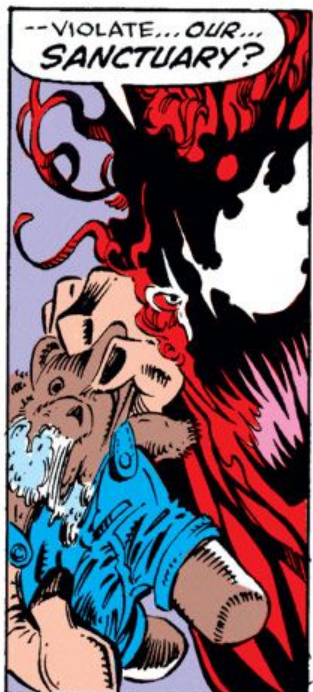




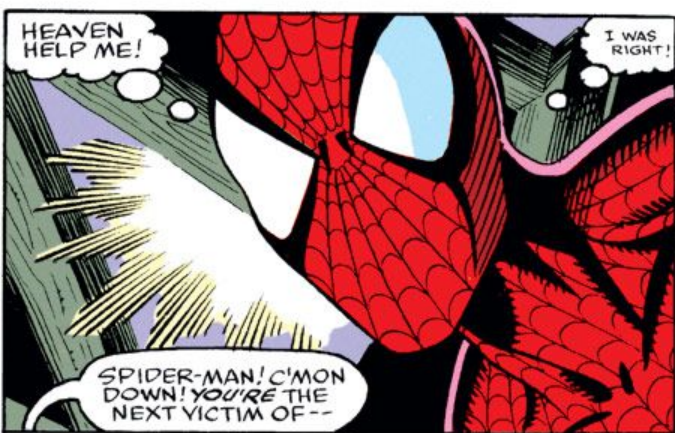




SOMEONE'S  
COME TO  
VISIT?  
COME TO--



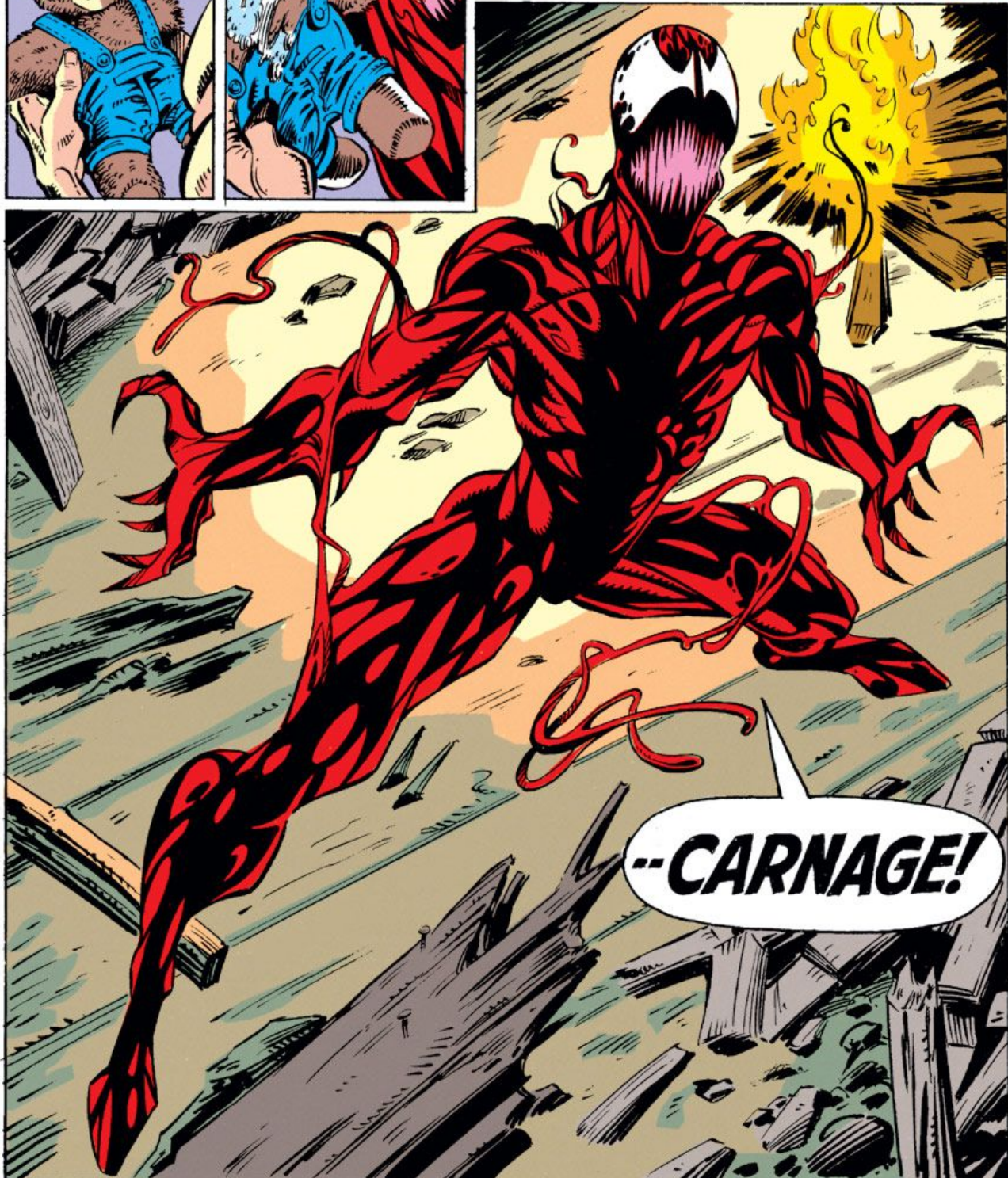
--VIOLATE... OUR...  
**SANCTUARY?**



HEAVEN  
HELP ME!

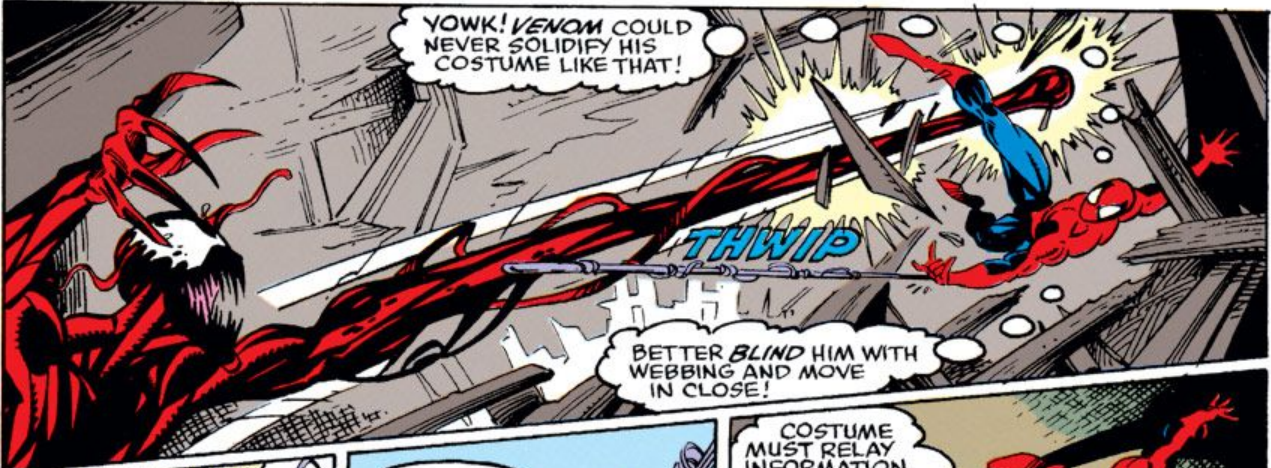
I WAS  
RIGHT!

SPIDER-MAN! C'MON  
DOWN! YOU'RE THE  
NEXT VICTIM OF--

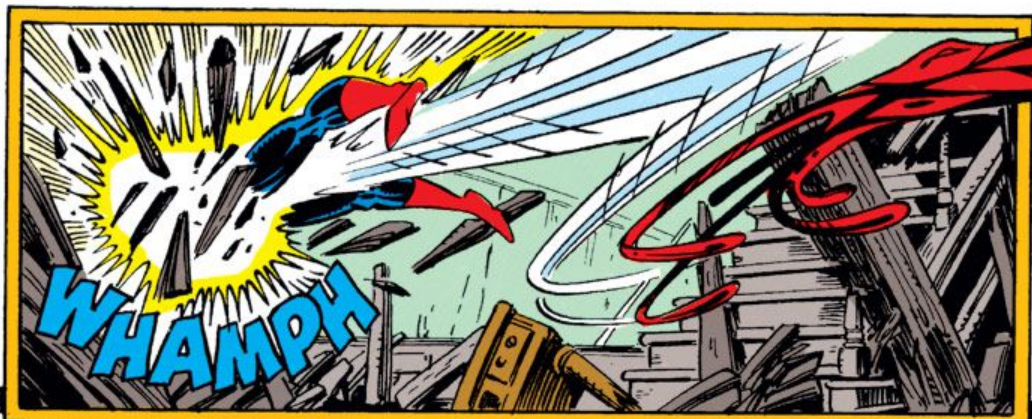


--**CARNAGE!**









W...WOOTY! GOTTA GET HIM TALKING! B-BUY TIME TO CLEAR MY HEAD!

NOT B-BAD, FOR A TWO-BIT VENOM!

NOW WE'RE GONNA SHOW THE WORLD THE TRUTH! AN' THE TRUTH IS--

BROCK?! THAT WIMP? HE'S THROUGH! EVEN LEFT HIS "OTHER" WITH ME WHEN HE SPLIT!

--CARNAGE!

I DON'T GET IT! EDDIE STILL HAS THE ALIEN WITH HIM ON THAT ISLAND!

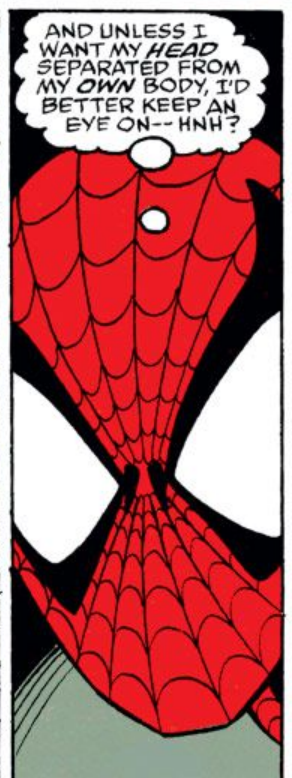
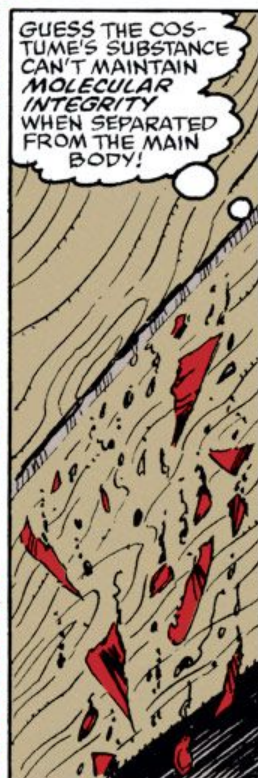
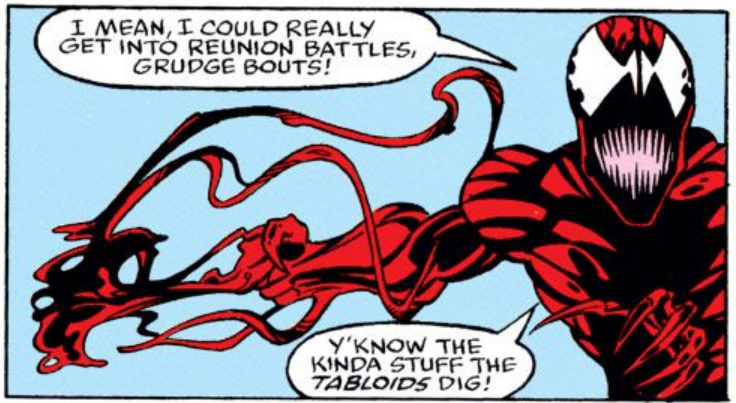
WHAT'S GOING ON?



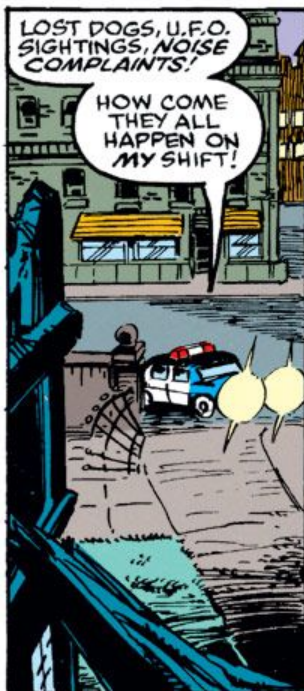
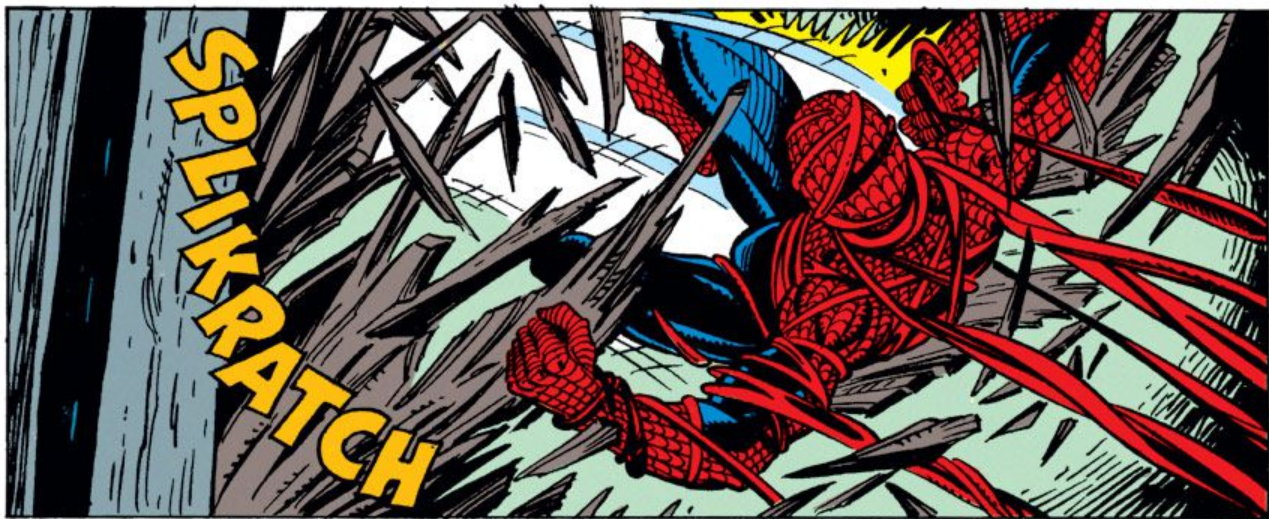
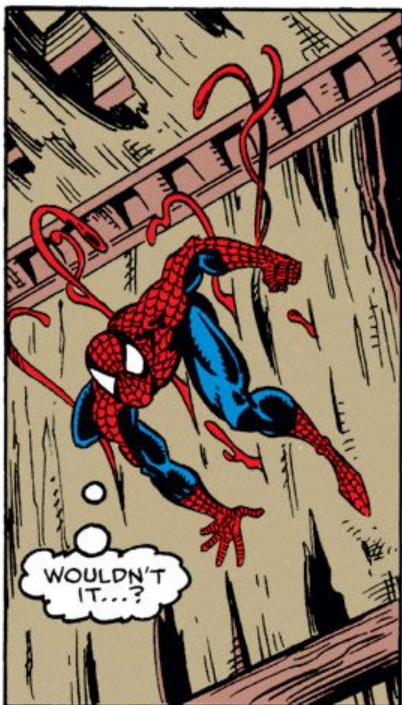
"AND MORE IMPORTANTLY--

"-- HOW DO I SURVIVE IT?"

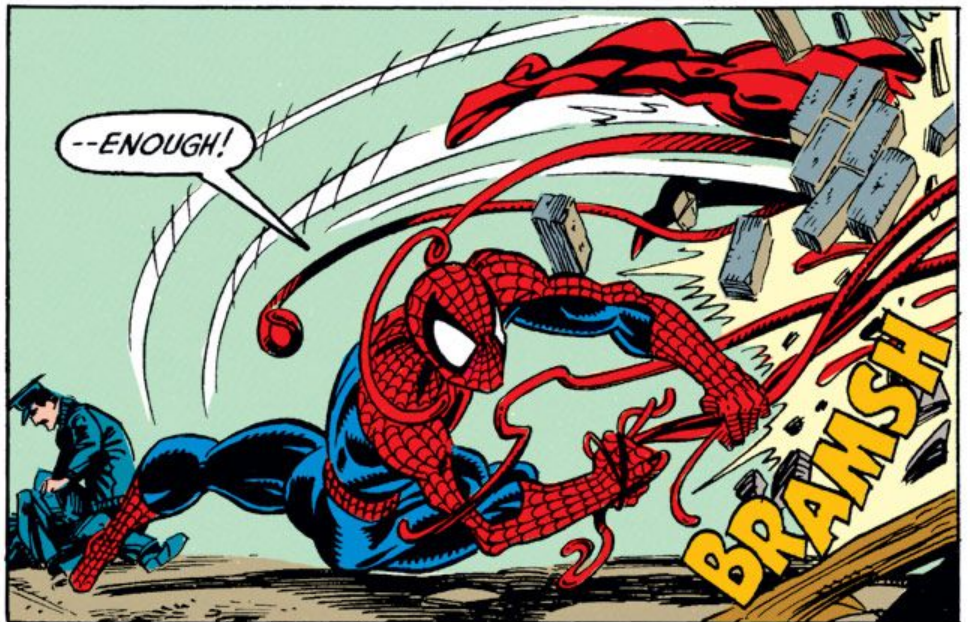
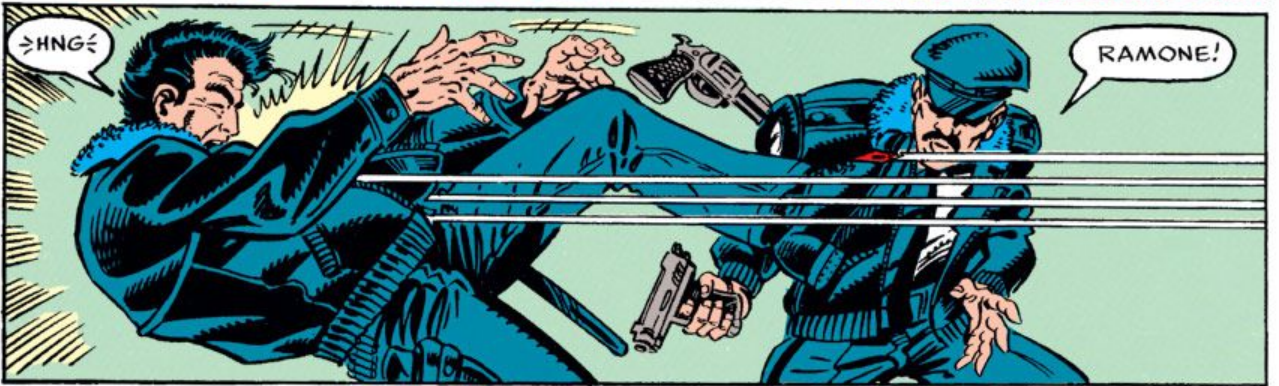
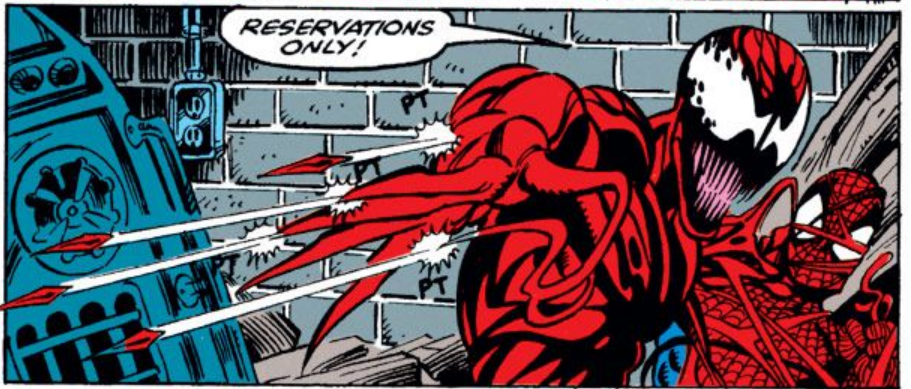








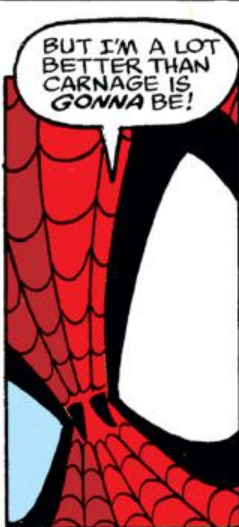
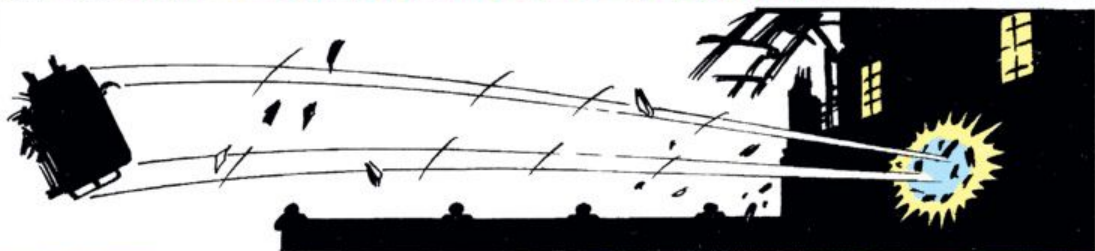




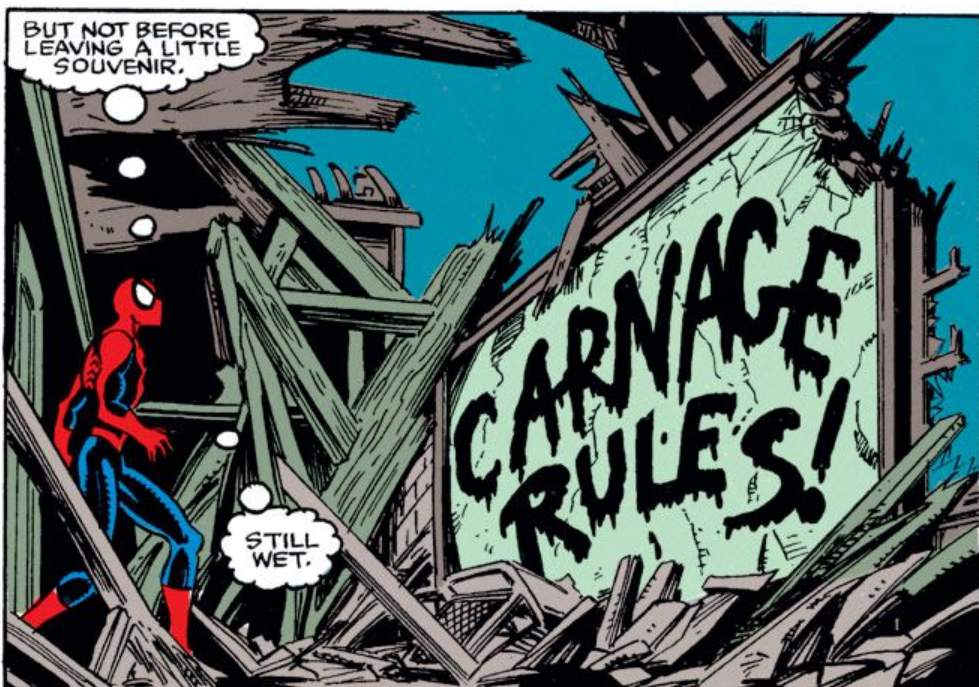




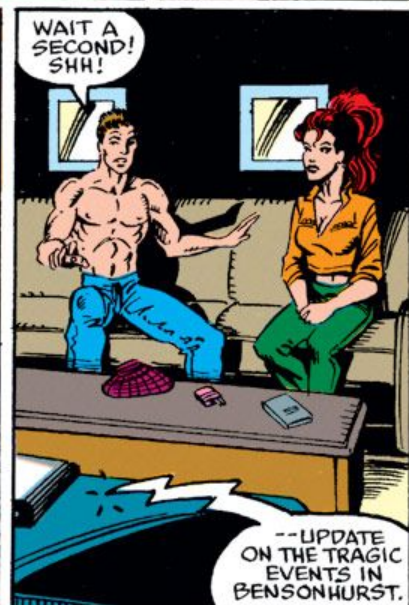
"--WAY."













CARNAGE *HAS* TO BE STOPPED, BEFORE THE BODY COUNT BECOMES ASTRONOMICAL!

AND THERE'S ONLY ONE WAY I CAN THINK OF THAT MIGHT WORK.

PETER, PLEASE! DON'T SAY IT!

I'M SORRY, M.J. I KNOW WHAT IT MEANS, TO YOU AND TO ME. I KNOW THE RISK.

BUT FOR THE SAKE OF WHOEVER CARNAGE MIGHT KILL TOMORROW, AND THE DAY AFTER... AND FOR THE WEIGHT ON MY OWN SOUL...

...I HAVE TO SET VENOM LOOSE!

A large, muscular figure in a black and white symbiote suit (Venom) is shown in a dynamic, lunging pose. He has a wide, toothy grin and is surrounded by a dense web of purple spider webs. In the foreground, a smaller, muscular man (Peter Parker) is shown from the chest up, looking up at Venom with a determined expression. The background is a light blue sky with more spider webs.

**NEXT • ISSUE •** **SPIDEY! VENOM! CARNAGE! YOW!**