

# THE ULTIMATES™ 2

ISSUE

# 1



MILLAR HITCH NEARY

**MARVEL**

MARVEL  
PSR+

DIRECT EDITION



7 59606 05504 3

\$2.99 US \$4.25 CAN

When faced with Nazi Germany's military advances, the U.S. government decided that the best weapon against them was a person, not a bomb. With this in mind, Steve Rogers volunteered for a covert military experiment that turned him into Captain America. After a few years of exemplary service, Captain America fell in battle-- his body wasn't recovered.

Years passed and Captain America was found frozen in suspended animation. When he awoke, he was convinced to join Iron Man, The Wasp, Giant Man, Black Widow, Hawkeye, and Thor in forming the superhuman defense initiative run by Nick Fury, called The Ultimates.

## PREVIOUSLY IN THE ULTIMATES:

The Ultimates have had two decisive battles since Nick Fury brought them together. The first was when they saved New York City from the rampaging monster known as The Hulk. What the world at large doesn't know is that The Hulk is really Bruce Banner, a scientist who was working on the superhuman defense initiative.

The second battle The Ultimates won was against an army of shape-shifting aliens bent on destroying the world and killing all humankind. These two victories made The Ultimates the biggest celebrities the world has ever known.



S T A N L E E P R E S E N T S :

# THE ULTIMATES

MARK MILLAR STORY    BRYAN HITCH PERCILLS    PAUL NEARY INKS

LAURA MARTIN  
COLORS

CHRIS ELIOPOULOS  
LETTERS

NICK LOWE  
ASSISTANT EDITOR

RALPH MACCHIO  
EDITOR

JOE QUESADA  
EDITOR IN CHIEF

DAN BUCKLEY  
PUBLISHER

CAPTAIN AMERICA CREATED BY JOE SIMON AND JACK KIRBY

Ultimates 2 (ISSN #1539-9443) No. 1, February, 2005. Published Monthly by MARVEL COMICS, a division of MARVEL ENTERTAINMENT GROUP, INC., OFFICE OF PUBLICATION: 10 East 40th Street, New York, NY 10016. APPLICATION TO MAIL PERIODICAL POSTAGE RATES IS PENDING AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. © 2004 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. \$2.99 per copy in the U.S. and \$4.25 in Canada (GST #R127032852) in the direct market and \$2.99 per copy in the U.S. and \$4.25 in Canada (GST #R127032852) through the newsstand; Canadian Agreement #40668537. Printed in Canada. Subscription rate (U.S. dollars) for 12 issues: U.S. \$27.00; Canada \$37.00; Foreign \$39.00. POSTMASTER: SEND ALL ADDRESS CHANGES TO Ultimates 2, C/O MARVEL SUBSCRIPTION DEPT., P.O. BOX 32 NEWBURGH, NY 12551. TELEPHONE # (800) 217-9158. FAX # (845) 566-7020. subscriptions@marvel.com. ALLEN LIPSON, Chief Executive Officer and General Counsel, AVI ARAD, Chief Creative Officer, ALAN FINE, President & CEO Of Toy Biz and Marvel Publishing; DAVID BOGART, Managing Editor; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Joe Maimone, Advertising Director, at jaimone@marvel.com or 212-576-8534.



**NORTHERN IRAQ,**  
One year later:



Okay, what are we talking about here, Nick? A hundred and fifty foot drop from a Blackhawk into the Euphrates?

Not even an option, Hawkeye--



--even with night-cover, all nine hostages would be dead before Captain America even touched the water."



We need a six hundred foot drop for maximum invisibility and at least five miles distance between landing point and Al Hadithah itself.

We're told there's a pretty decent sewage system on the outskirts of town so that's two miles of swimming and three miles of wading before our boy even reaches Point Zero.





So where do we fit into the picture?



"Well, anything overt's gonna compromise the mission, but we'll have Scarlet Witch and Quicksilver ten miles east and both you and Black Widow circling overhead for an air-drop."



What's our actual status here, General? Are we just *tourists* on this operation? You think Captain America's even going to *need* us down there?



"Let's just say I don't like taking *chances*, Natasha."



"You guys know the situation. You saw it on the news. These rebels got nine aid workers up there and we all saw the mess they made two miles north of Basra."



"Last thing we need is nine little body-bags lined up at Dulles Airport, you know what I'm saying?"



"I just hope you're ready for the fallout when this all hits the fan, Fury."



"They might not care about *us*, but you promised the public that the super heroes would only be used *domestically*."



"Yeah, well, that's the thing about being a *grown-up*, Pietro."



"Sometimes you gotta *break* these little promises."



"Don't even thing about it, Buster!"





You folks in decent shape?



P-Pretty much.

Good. Because everything's gonna be fine now, people. Transport's gonna be here in less than forty-five minutes.



You're going home, understand?





Listen up, scumbags: You know who I am and you know what I do.



Surrender those weapons and you might--just might--live to tell your grandchildren about this little episode.



But touch those triggers and I swear your own *mothers* won't even recognize you.



Clever boys.



--where the President was waiting with friends and family to greet these nine brave men and women after their terrifying fourteen-day ordeal.



What do I wanna say to Captain America? Man, you're the best, that's what. You're the reason we're still breathing, man. You're the reason we're back on American soil.

The reason they're still breathing? The reason they're back on American soil? That's not what some people are saying, Tony.

Some people are saying The Ultimates just overstepped their mandate and used a Person of Mass Destruction in a very delicate foreign policy situation.



Okay, first of all, I hardly think that Captain America qualifies as a Person of Mass Destruction, Larry.



Secondly, these aid-workers he rescued were all American citizens and this rescue operation had the backing of both the Red Cross and the U.N. Security Council.



This isn't some plan to sneak superhumans into the Gulf through the back door or whatever. This was a straightforward humanitarian mission.

Not according to this guy, it wasn't. In fact, this morning Thor tendered his resignation from The Ultimates because he says that's exactly what Cap was doing in Iraq.

According to Thor, this whole Homeland Security thing was just one big scam to get public opinion on your side before launching preemptive strikes against anyone who ticks you off.

What do you say to that, Tony? You worried the government might be squandering all that public trust you guys built up after all those big rescues last year?

Listen, Thor's a good pal of mine. I was out for a drink with him just the other night, but we're talking about a former psychiatric patient who thinks he's a Norse god, Larry.



**DR. ANTHONY STARK**  
CEO, STARK INTERNATIONAL, IRON MAN



The guy's great company, but this conspiracy theory he's putting around that The Ultimates are going to end up as some kind of storm-troopers for the oil industry...

Well, that's as outrageous as these visions he keeps having.

Wait a second, wait a second.

Are you giving me a firm guarantee that you, Tony Stark, would never take part in a preemptive strike against any kind of rogue state acting contrary to American interests?



Larry, I built the Iron Man suit so that I could give something back and, hopefully, meet some cheeky, little honeys at the same time.

I'm honestly not interested in becoming some kind of Martini-swilling smart-bomb.



New York City:



Well, it wasn't as good as the *Japanese* version, but it was still pretty slick. You realize Gere's actually made two good movies in a row this year? Isn't that some kinda record?

I'll take your word for it, Jan, but what's the deal with all that *potty-mouth* stuff, huh? Why does every movie these days have to feel like a *sailor* wrote the script?



It's just *realistic*, Steve. Even *you* curse sometimes.

Yeah, but I don't need to hear it every time I go to the flicks. Likewise, these dames don't need to show me everything they got just because I paid ten bucks for a ticket.



Steve, c'mon. This was the safest movie doing the rounds right now. You've killed guys with your bare hands, for God's sake. Don't make us go and see the *Sponge Bob* movie.

Ah, I don't mean to be a grouch. It's just that stuff they were saying in the papers this morning. I couldn't stop *thinking* about it the whole time I was *sitting* in there.





Listen, don't even get me started, honey. Just the idea of you out there risking your life for those people and then coming home to find all these idiots taking you apart...

Actually, that wasn't the stuff that annoyed me, Jan. I couldn't give a damn what they're saying about me. It's what they're saying about *you* that's driving me nuts.

I mean, six months ago that crackerjack in the New York Times had me down as Man of the Year and now he's written this whole editorial about you being an *adulteress*.  
I swear to God, if this creep wasn't wearing glasses...

We're public figures now, sweetheart. This is the flipside of all those *ticker-tape parades* and *big gala dinners* they invite us to.

Yeah, I know, but snapping pictures of you coming out of my apartment, zoom-lens shots of us walking the dog...

You're *Captain America*, Steve, and you're dating a married woman who also happens to be *The Wasp*. Did you really think people weren't going to be *interested*?

I thought they'd maybe show a little more restraint.  
Welcome to the 21<sup>st</sup> Century, baby.

Sorry. Am I ranting again?  
Well, at least you stopped before you started moaning about body-piercings and women with tattoos.

Does this sixty-year age-gap thing ever get you down? I mean does it ever feel like you're dating *Buck Rogers* or something when we're having a conversation?

Buck who?

I'm kidding, you big idiot.

Just save all that griping for the lodge tonight, honey. You and all the other old-timers can complain about the modern world to your little heart's content.

Hey, bay-bee.



What?

Whatchoo mean "what"? You stupid or sumthin'? You tryin' to play with me or sumthin'?

Gimme everythin' you got in yo' pockets, stupid. C'mon, hurry up before I lose my patience wit' you, man.



Are we being "mugged" here?

Damn right you bein' mugged. What's the matter wit' you, man? You high or somethin'?

What you smilin' about? You think this is funny? What the hell's the matter with you people?

What the hell's so damn--



Urk!



**THE TRISKELION:**

The New York headquarters of The Ultimates, S.H.I.E.L.D.'s United States superhuman response unit.





Hey, Doctor Pym. I see your wife's boyfriend hospitalized another couple of guys over in the Village this afternoon.

You realize how much money you could make selling *your* side of that story now?

You really think I care? Newspapers are for idiots, boys. Anyone who pays *money* to read that garbage needs to have their *head* examined.



Hey, just making conversation, man.

You know the drill by now, right, Doc? No touching anything, no crossing that big white line, no telling anybody you've even *heard* of Doctor Banner...

Is that a fact? You think I should toss out that T-shirt that says The Hulk is really a top-secret S.H.I.E.L.D. employee?



Jackass.

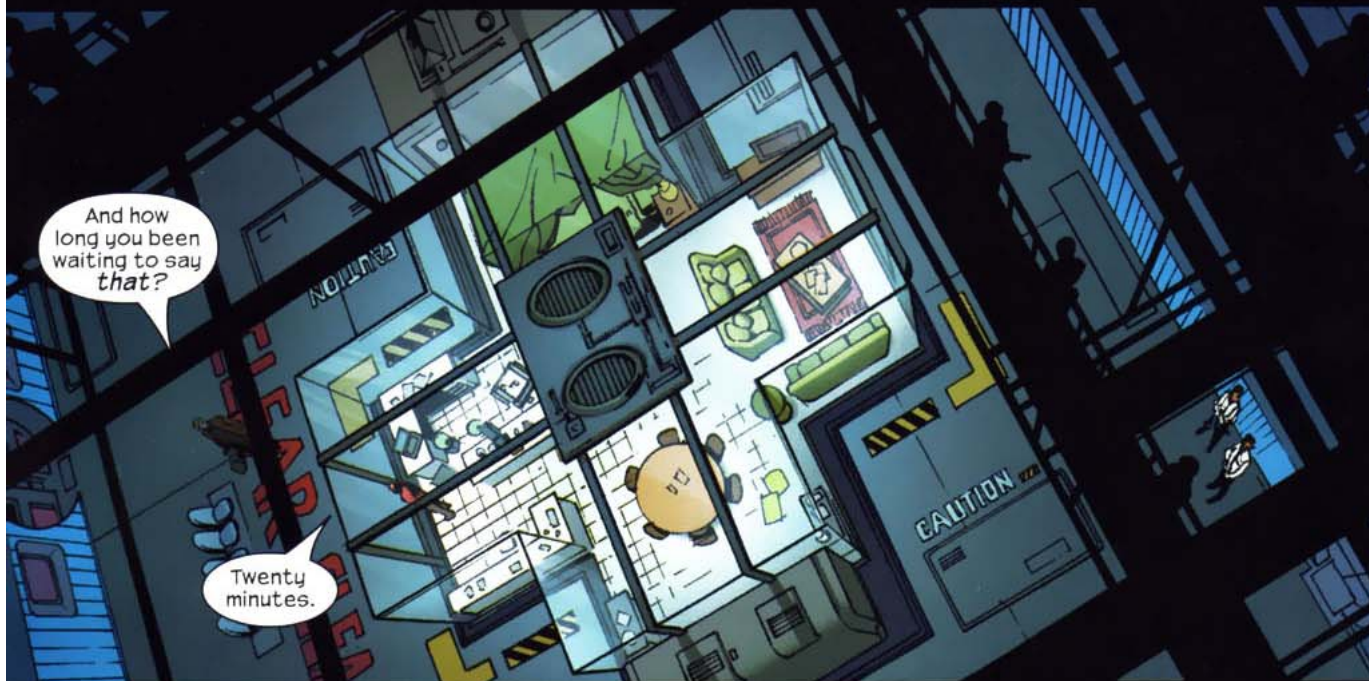
I can't believe Fury even keeps that guy around.

I'm afraid you'll have to stop just *dropping by* like this, Clarice...



People will say we're *in love*.





And how long you been waiting to say *that*?

Twenty minutes.



How's the new cell, Bruce? Those pills Doctor Brankin prescribed still keeping you nice and relaxed in there?

Only turned into the Hulk once in the last six weeks and you know what I did? I just sat on the bed and watched *Curb Your Enthusiasm* until I shrank back down to normal again.



These psychic sessions with Charlie Xavier have really helped suppress all the rage, Hank. Brankin's even talking about letting *Betty* in here in a few weeks time.

You know she's written him a letter a day for the last six months just asking for a little *quality time* with me?



Well, *somebody* sounds like she's hitting her thirties...

Yeah, yeah, yeah. Listen, how did you get on with those new *super-hero* ideas last week?

Fury's sitting on another big chunk of federal cash and he's desperate for us to come up with something nice and bright to sell to the public. You think of anything good?



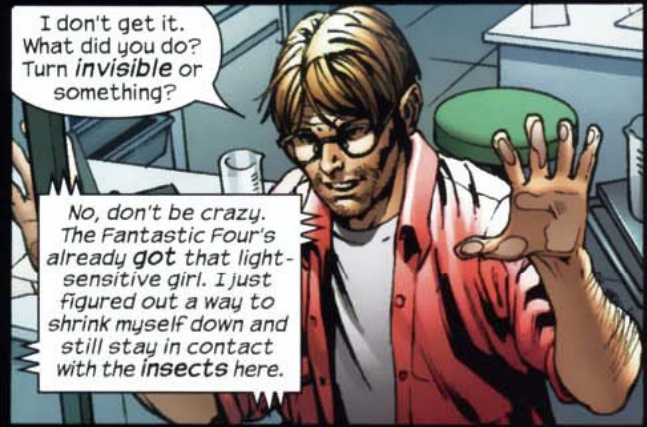
Actually, I came up with some *amazing* stuff. I'd nothing for days and then I just sat down and came up with five different super-soldiers all in a single night.

Those notes you had for my *Ultron* idea were absolutely brilliant, but I had this crazy notion for the ants I really wanted to run past you first.

Man, this is great. I can't believe you and me never worked together in the past. We've got such an amazing synergy going on here.



Hank?



I don't get it. What did you do? Turn *invisible* or something?

No, don't be crazy. The Fantastic Four's already got that light-sensitive girl. I just figured out a way to shrink myself down and still stay in contact with the insects here.



Stand a little closer to the glass and you'll see me, Bruce. I'm speaking to you through the helmet's radio-system...

Oh my God. I can't believe I'm even looking at this...



What are you talking about? Thor's resigned, Tony's always too busy to do the Iron Man thing and there's no way people are going to let Giant-Man back on the team...

...so I thought I'd ask Fury if he'd sneak me back with a brand new name and a whole new background.



Do you think Ant-Man sounds retarded?

Terrace In The Sky restaurant,  
Morningside Heights:




Sorry I'm late,  
Volstagg.

I was creating  
a storm over a rice-  
field in Ethiopia and  
none of the locals  
was wearing a  
watch.

Don't worry about it,  
Thor. I don't have any  
other plans.


You'll have to forgive me for starting  
dinner without you, but it's been five  
hundred years since I set foot in this  
world and I'd honestly forgotten what  
chicken even *tasted* like.






I'm glad to hear you've finally left The Ultimates. The only thing that puzzles me is why you even associated with those idiots in the *first* place.

Oh, I needed them as much as they needed me, old friend. Helping them out in a few little brawls is what gave me this global profile I'm enjoying at the moment.




And they're not *all* idiots, you know. In fact, some of them are very fine men indeed.




They're the agents of the New World Order, young man, and this agenda they're following puts them completely at odds with everything you've been sent here to do.

It's essential that you remember that.




Is this why you requested an *audience* with me, Volstagg? To lecture me about the *company* I'm keeping?




No, I'm here with a message from your father, Thor.


Odin asked me to tell you that your brother has escaped from the *Room Without Doors* and swears vengeance for your *last* encounter.




That doesn't matter, does it? I beat him once, I'll beat him again. I beat Loki *every time* we lock horns, right?



But this time it's different. This time he's allied himself with something even you can't match and, if our wise men are correct, he'll assemble the super people against you too.



Can't you feel him moving the scenery around us? Reality is being rewritten even as we speak and this warning should be taken with the *utmost seriousness*.



He's going to poison their minds *against* you, Thor. Be prepared: What comes next is like nothing you've ever *seen* before.



Don't worry, Voistagg.

I'll be ready.



Uh, excuse me, sir. Are you waiting for a friend or just eating alone here?

What are you talking about? I'm sitting with a friend. This is Voistagg the Voluminous from Asgard, for God's sake. He's hardly the type of man you don't notice.



I'm sorry, sir. I don't mean to embarrass you, but you've actually just been talking to yourself for the last five minutes. The other diners are starting to get a little scared.

What?



Seriously?



Take a look and see for yourself, sir.



Aw, brother. That had to be the funniest roast I ever heard, Bucky. I can't believe you guys hid Cap's costume that time and he had to fight the Nazis in his underwear.

I swear to God, you shoulda seen their faces, Marty. Living legend he may be, but he looked like such a freakin' goofball in those long-johns.



Don't you listen to them, Steve, honey. I know for a fact you looked a picture in those long-johns.

Hey, hey, hey. You're not engaged to this clown no more, ya know. You moved onto bigger and better things, remember?



Ah, Gail can have him, Bucky. Those two hooking up again just leaves things nice and open for you and me, huh?

Say, you got yourself a deal, doll. You see *this*, Carmine?

Careful how you squeeze him, Jan. Any tighter and you're gonna bust that colostomy bag o' his.



Captain America? Phil Nygun, NBC news. Have you any comment you'd like to make about the *Hulk* situation, sir?



Whoa! Whoa! Hold your horses there, boys. This is a little *private time*, huh? You can't just bust in here like this.



Cap, would you and The Wasp like to explain why you both repeatedly lied when you said you had no idea who the Hulk was or what his relationship was with Betty Ross?

What?!

What the hell are they talking about, Cap?

...anonymous files sent to this and every major news network in the world explaining that the Hulk's name and origins have been known to the security services since the moment he appeared.

General Nick Fury, commander-in-chief of S.H.I.E.L.D., refused to confirm that he participated in this cover-up to protect a man responsible for the deaths of more than eight hundred people...



Clint? I think you'd better wake up here, baby...

If these reports are accurate, and all signs indicate that they are, then the Hulk is in fact a federal employee whose identity was concealed to avoid a massive public outcry.



Where the hell's this stuff coming from? I'm getting S.H.I.E.L.D. files ten levels over Presidential clearance here. Who the hell's sending this stuff?

To repeat tonight's main headline: The identity of the Hulk has been confirmed as Doctor Robert Bruce Banner...



...former director of S.H.I.E.L.D.'s super-soldier program and, as you can see from these pictures, living comfortably in federally-funded quarters one mile beneath The Triskelion.

The Ultimates are expected to make an announcement shortly, but first we go live to the White House for an emergency statement from the President of the United States...





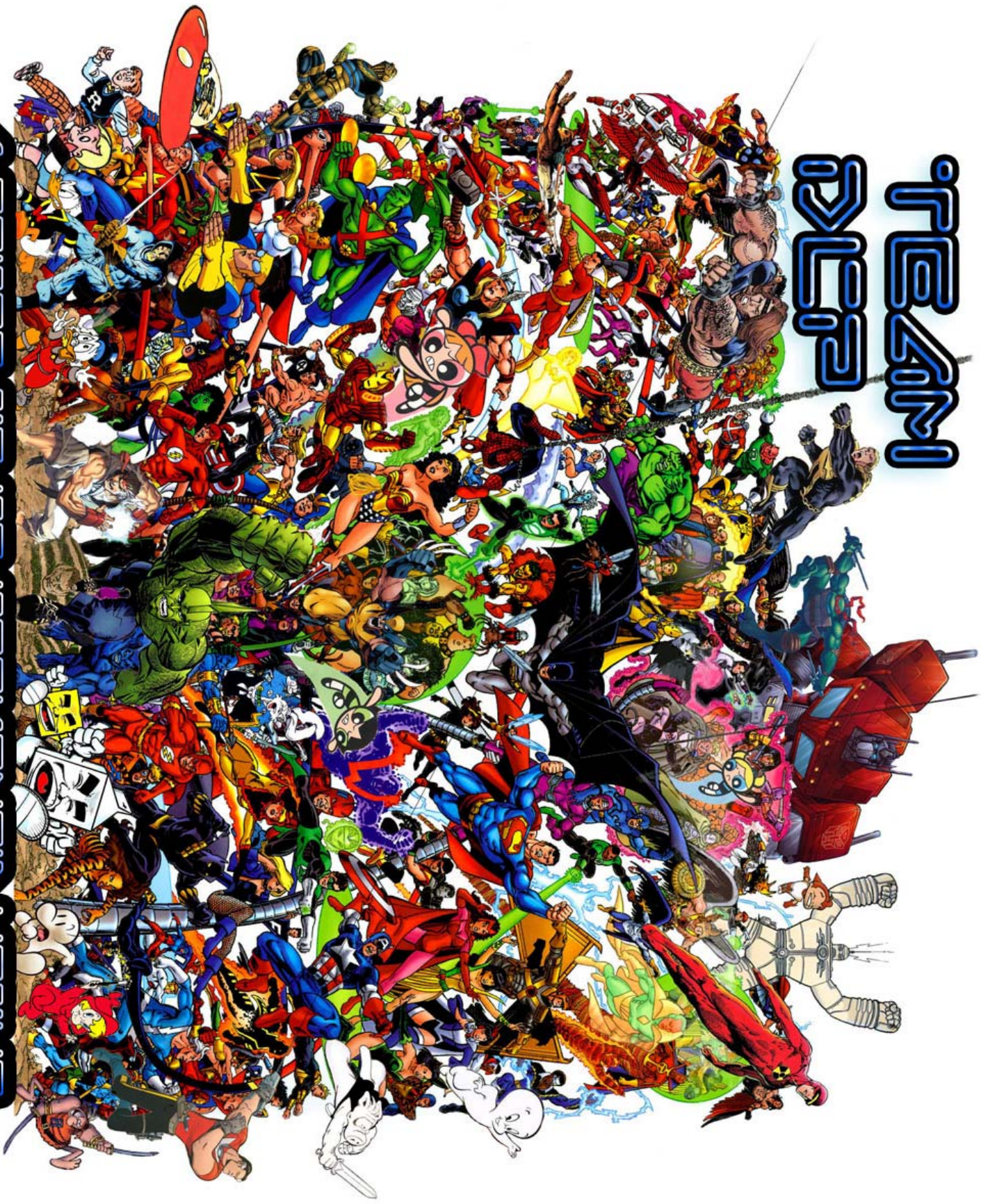
Oh  
#S&?...

**TO BE CONTINUED...**



# המגוון והמסתובן

החל מהמדינות של אמריקה ועד ל



# המגוון והמסתובן