

X-MEN
TM

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THE ALL-NEW, ALL-DIFFERENT

X-MEN™



PHOENIX
ALONE...
AGAINST
THE MOST
FEARSOME
FOE OF
ALL!

FLAME, FRENZY... FIRELORD!

PROLOGUE 1:

WITH A ROAR THAT PUTS THE DEEPEST ROLL OF THUNDER TO SHAME, THE BLACKBIRD BOOMS AWAY FROM MUIR ISLE

IN A MATTER OF HEARTBEATS, THAT LONELY STRAND OF ROCK OFF THE NORTH COAST OF SCOTLAND IS LEFT FAR BEHIND...

...AND THE HYPERSONIC RAMJET IS CRUISING ALONG THE EDGE OF SPACE

THE AIRCRAFT IS UNIQUE--BUT NO MORE SO THAN ITS PASSENGERS

THEY ARE MUTANTS--YOUNG PEOPLE GIFTED, OR CURSED, AT BIRTH WITH EXTRAORDINARY PARAHUMAN ABILITIES, BANDED TOGETHER INTO A TEAM OF UNSUNG HEROES WHO CALL THEMSELVES THE UNCANNY X-MEN.

AT THE MOMENT, THEY'RE NOT IN THE BEST OF MOODS.

TOGETHER, CYCLOPS, WE COULD HAVE BEATEN MAGNETO--BUT YOU MADE US RUN!

THE MOST DANGEROUS MUTANT SUPER-VILLAIN IN THE WORLD--THE X-MEN'S DEADLIEST ENEMY--IS ON THE LOOSE...

...BECAUSE OF YOU!

I KNOW WHAT I DID, WOLVERINE--BUT PROFESSOR XAVIER'S LIFE IS IN DANGER.

AND HE'S MORE IMPORTANT!

PROLOGUE 2:

WHAT IS THAT?

A CONTACT--SOME FORM OF SUB-ORBITAL VEHICLE.

ITS DESTINATION APPEARS CLOSE TO MY OWN.

I AM AS MAD AS MY BROTHER--TO CHASE SOME PSYCHIC WILL O' THE WISP ACROSS THE GALAXIES.

BUT I AM DESPERATE--SO MUCH IS AT STAKE--AND THIS IS MY ONLY HOPE.

WHAT WILL I FIND ON THIS WILD, OUTLAND WORLD? WHAT MANNER OF BEING CAN TOUCH HIS THOUGHTS TO MINE ACROSS SO IMPOSSIBLE A DISTANCE? AND, WITH THAT TOUCH, BOND OUR HEARTS AND SOULS TOGETHER???

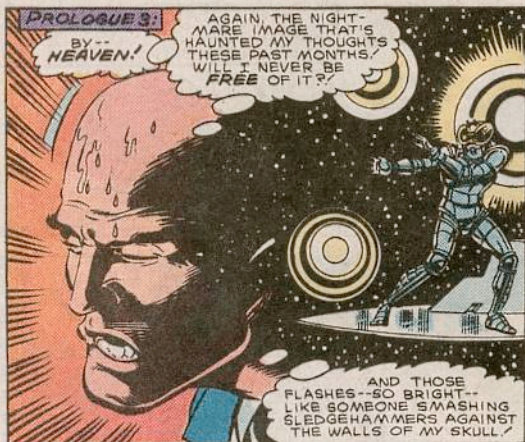
WILL HE HAVE STRENGTH ENOUGH, RESOURCES SUFFICIENT, TO STOP MY BROTHER FROM DESTROYING ALL CREATION?!

K'YTHRI'S CLAWS--ANOTHER SALVO, TOO CLOSE FOR COMFORT!

I TRAINED N'KZAI! TOO WELL, HE KNOWS ALL MY TRICKS--TRY AS I MIGHT, I CANNOT LOSE HIM.

MY SHIP'S CLOAKER FIELD NO LONGER HIDES ME, AND ITS SHIELDS CANNOT WITHSTAND MUCH MORE OF THIS BARRAGE.

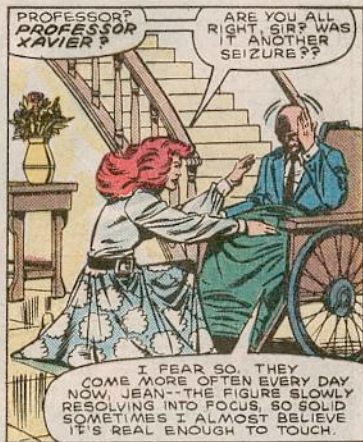
HAVE I COME SO FAR--RISKED EVERYTHING, ENDURED SO MUCH--ONLY TO FAIL?!



PROLOGUE 3:
BY--
HEAVEN!

AGAIN, THE NIGHT-
MARE IMAGE THAT'S
HAUNTED MY THOUGHTS
THESE PAST MONTHS.
WILL I NEVER BE
FREE OF IT?!

AND THOSE
FLASHES--SO BRIGHT--
LIKE SOMEONE SMASHING
SLEDGEHAMMERS AGAINST
THE WALLS OF MY SKULL!



PROFESSOR?
PROFESSOR
XAVIER?

ARE YOU ALL
RIGHT, SIR? WAS
IT ANOTHER
SEIZURE??

I FEAR SO. THEY
COME MORE OFTEN EVERY DAY
NOW, JEAN--THE FIGURE SLOWLY
RESOLVING INTO FOCUS. SO SOLID
SOMETIMES I ALMOST BELIEVE
IT'S REAL ENOUGH TO TOUCH.



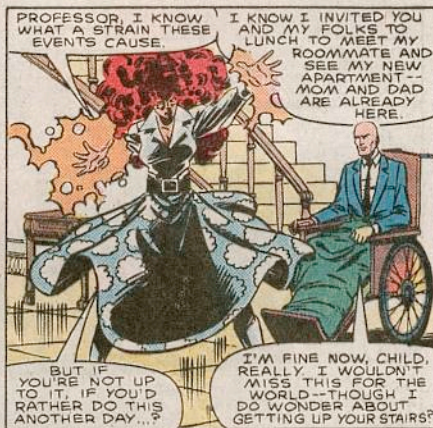
I AM REPUTED TO BE THE
GREATEST MUTANT MIND
ON EARTH--A TELEPATH
SUPREME--YET THIS
PHANTOM SMASHES
THROUGH MY VAUNTED
DEFENSES LIKE THEY
DON'T EXIST.

DR. MACGAGERT EX-
AMINED YOU PHYSICALLY
AND I'VE DONE SO
TELEPATHICALLY.
THERE'S NO SIGN OF
ORGANIC DAMAGE,
AND YOU'RE AS
SANE AS EVER.

AHHH-- BUT
WAS I EVER
TRULY SANE?

IF YOU CAN MAKE JOKES,
YOU HAVE NOTHING TO
WORRY ABOUT.

IF THESE PSYCHIC
VISITATIONS ARE SOME
SORT OF ATTACK,
WE'LL FACE--AND
BEAT--IT TOGETHER

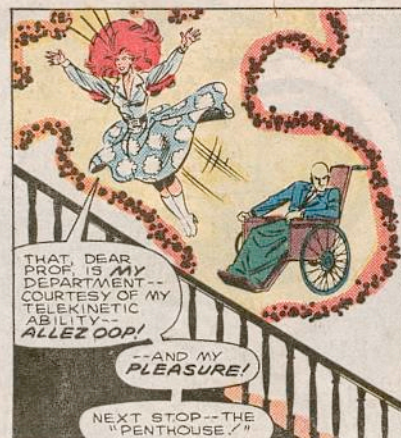


PROFESSOR, I KNOW
WHAT A STRAIN THESE
EVENTS CAUSE.

I KNOW I INVITED YOU
AND MY FOLKS TO
LUNCH TO MEET MY
ROOMMATE AND
SEE MY NEW
APARTMENT--
MOM AND DAD
ARE ALREADY
HERE.

BUT IF
YOU'RE NOT UP
TO IT, IF YOU'D
RATHER DO THIS
ANOTHER DAY...?

I'M FINE NOW, CHILD.
REALLY, I WOULDN'T
MISS THIS FOR THE
WORLD--THOUGH I
DO WONDER ABOUT
GETTING UP YOUR STAIRS?!



THAT DEAR
PROF. IS MY
DEPARTMENT--
COURTESY OF MY
TELEKINETIC
ABILITY--
ALLEZ OOP!

--AND MY
PLEASURE!

NEXT STOP--THE
"PENTHOUSE."!!



PROLOGUE 4:
ENJOY THESE
MOMENTS
CHARLES
XAVIER.

THEY WILL
BE YOUR LAST!

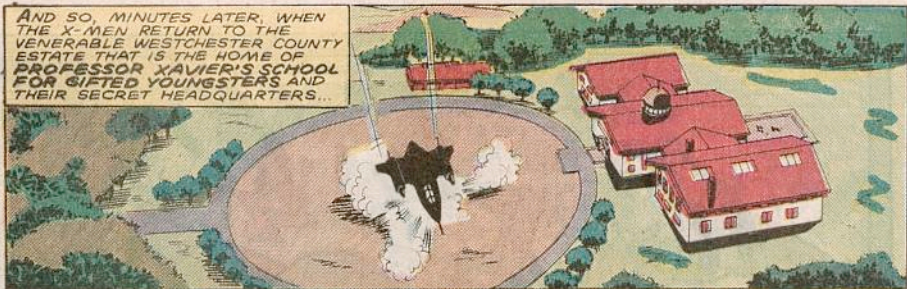


WITH YOUR
DEATH, DIES
THE LAST
HOPE OF
PRINCESS
LILANDRA.

MY CATS-PAWS
ARE IN PLACE,
MY GAME
ALREADY BEGUN--
NO POWER ON
EARTH CAN SAVE
YOU, HUMAN.

THIS TIME, I
CANNOT FAIL!

AND SO, MINUTES LATER, WHEN THE X-MEN RETURN TO THE VENERABLE WESTCHESTER COUNTY ESTATE THAT IS THE HOME OF PROFESSOR XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS AND THEIR SECRET HEADQUARTERS...



PHOENIX UNLEASHED!

...THEY FIND AN UNWELCOME GUEST AWAITING THEM IN THEIR UNDERGROUND HANGAR COMPLEX.

AS YOU EXPECTED, CYCLOPS--IT IS ERIC THE RED!

GET HIM, X-MEN!

AFTER ALL HE HAS DONE TO US THESE PAST MONTHS, TOVARISCH CYCLOPS--

--IT WILL BE A PLEASURE!

THAT'S THE SPIRIT, TERRAN FOOLS--

--ATTACK WITH ALL YOUR FABLED MIGHT!

FOR, BY DOING SO, YOU SEAL YOUR DOOM!

LED BY THEIR ARMORED STRONG-MAN, COLOSSUS, THEY ATTACK WITHOUT A MOMENT'S HESITATION...

TOO LONG HAVE YOU TOYED WITH US, VILLAIN, LETTING OTHERS FIGHT YOUR BATTLES FOR YOU!

...NEVER REALIZING THAT THEY JUST WALKED INTO A TRAP.

BUT THE DAY OF RECKONING IS AT HAND! TAKE HIM, CYCLOPS!

ANY TIME, COLOSSUS!

ZZ

RAK!

STOP...I BEG YOU! I COME IN PEACE!

FINE BY ME, BUB-- 'CAUSE YER GOIN' IN PIECES!

I HAVE SEEN ENOUGH!

HUH?! WHO SAID THA--

AARRRGH!

I AM GALACTUS' FORMER HERALD, HE WHOSE POWER IS LIKE UNTO THAT OF A RAGING SUN!

I AM FIRELORD!

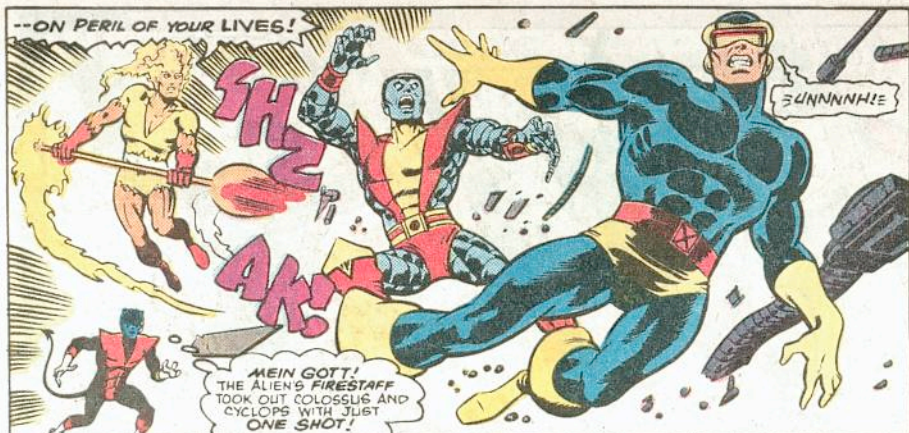
X-MEN! ERIC HAS ANOTHER ALLY! WE ARE UNDER ATTACK!

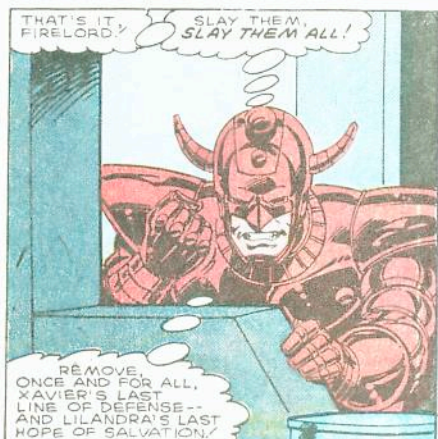
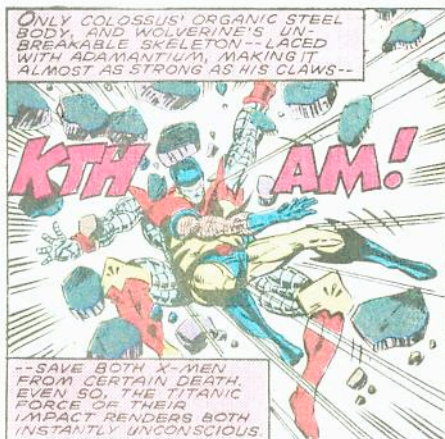
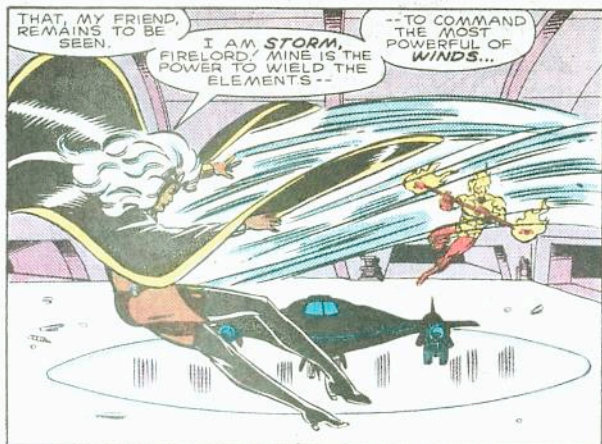
NO KIDDIN'! HOW'D'JA GUESS, LADY?

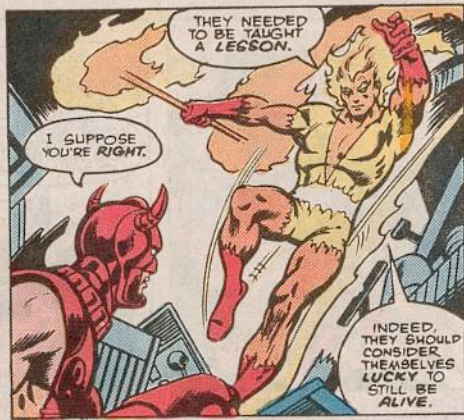
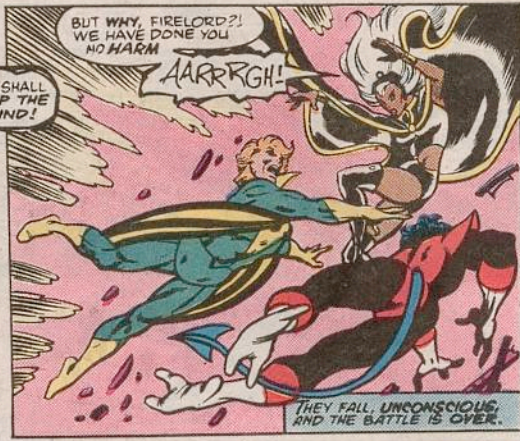
YEOWW!

WHO IS THIS CLOWN, FR CRYIN' OUT LOUD?!

AND I SAY YOU WILL HARM ERIC THE RED NO MORE--









"... I DEVISED A SCENARIO, CALCULATED TO ATTRACT HIS ATTENTION, AND ENLIST HIS AID IN MY CAUSE.

"WHAT MATTER IF IT REQUIRED THE SACRIFICE OF MY PAIR OF PAWNS?"

HAVOC!
LOOK!

GREAT! OUR AMBUSH HAS DRAWN A WITNESS!



HUMANS, I MEAN YOU NO HAR--
ARRRRH!

IT'S ONLY ANOTHER ALIEN, POLARIS!
CUT HIM DOWN JUST LIKE WE DID ERIC THE RED!



*FIRELORD'S ANGER IS LEGEND THROUGHOUT THE GALAXIES! I WAS COUNTING ON IT--

BY THE BLACK NEBULA!
I CAME IN PEACE...

AND THESE HUMANS RESPOND BY TRYING TO KILL ME!



--TO BLIND HIS REASON, TO PROMPT HIM TO REACT TO ONE ATTACK WITH AN EVEN DEADLIER ONE

I WAS NOT DISAPPOINTED.



WHO ARE YOU? WHY DID THEY SEEK YOUR DEATH?

I AM AN EXPLORER, LIKE YOURSELF. FIRELORD THESE X-MEN SEEK TO RULE THIS WORLD. I GOT IN THEIR WAY.

I TRIED TO STOP THEM, YOU SEE

HE DID NOT WHOLLY BELIEVE ME AT FIRST, HAVING BEEN DECEIVED ON EARTH BEFORE.

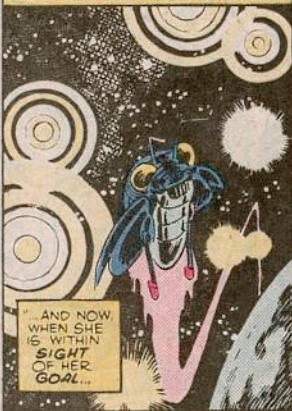


--SO I LED HIM HERE, KNOWING THE X-MEN WOULD ATTACK ME AT FIRST SIGHT. THEY'VE PLAYED THEIR PARTS ADMIRABLY, AND FIRELORD IS NOW CONVINCED--!

WE'VE CRIPPLED THE MONSTER'S BODY, ERIC, BUT THE HEAD REMAINS--THE X-MEN'S LEADER, CHARLES XAVIER!

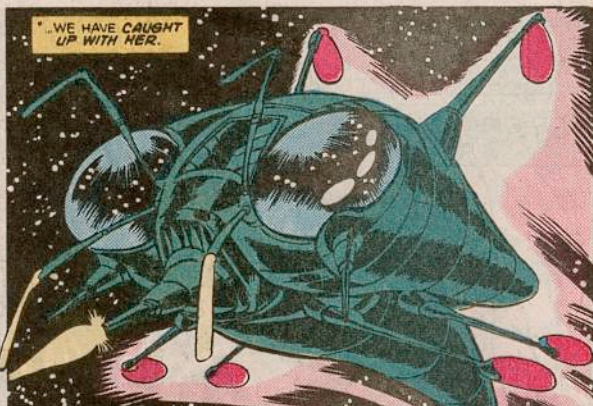
A MAN I SWEAR TO SLAY!

"SHIP'S LOG, IMPERIAL DATE 2131.6:
WE HAVE FOLLOWED PRINCESS LILANDRA
NERAMANI ACROSS THE FACE OF THE
KNOWN-- AND UNKNOWN-- UNIVERSE...



"AND NOW
WHEN SHE
IS WITHIN
SIGHT
OF HER
GOAL..."

"...WE HAVE CAUGHT
UP WITH HER."



"HER SCOUT SHIP HAS BEEN PUSHED BEYOND ENDURANCE, YET STILL SHE
ELUDES OUR PHOTON TORPEDOS, WHICH ISN'T SURPRISING, FOR UNTIL SHE
LED THE GREAT REBELLION, LILANDRA WAS GRAND ADMIRAL OF THE
IMPERIAL FLEET."

"AND I WAS HER, PROUDEST CAPTAIN,
WHICH IS WHY THE EMPEROR-- HER
BROTHER-- SENT MY SHIP TO DESTROY HER."



"STATUS REPORT,
SCIENCE OFFICER."



"CLASS M WORLD, CAPTAIN, SENTIENT,
HOMINID LIFE FORMS-- LEVEL 4.7
ON THE VARAKIS SCALE."



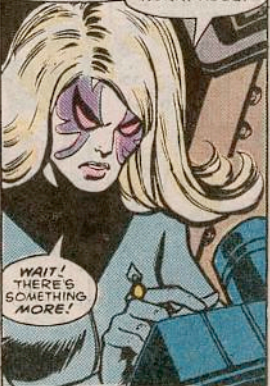
"I'LL HAVE
MORE IN A
MOMENT."

"SHE'LL BE IN
PLANETARY
ATMOSPHERE
SOON, CAPTAIN!
THE PRIME
DIRECTIVE--"



"DOES NOT
APPLY IN THIS
CASE, MR. S'LAR.
MAINTAIN
FIRING RANGE."

"CONTINUING COMPUTER SCAN! OUR
ON-PLANET AGENT REPORTS
MULTIPLE INSTANCES OF KREE,
SKRULL, BADOON, EVEN CELESTIAL
ACTIVITY! NOTHING FOR US TO
WORRY ABOUT--"



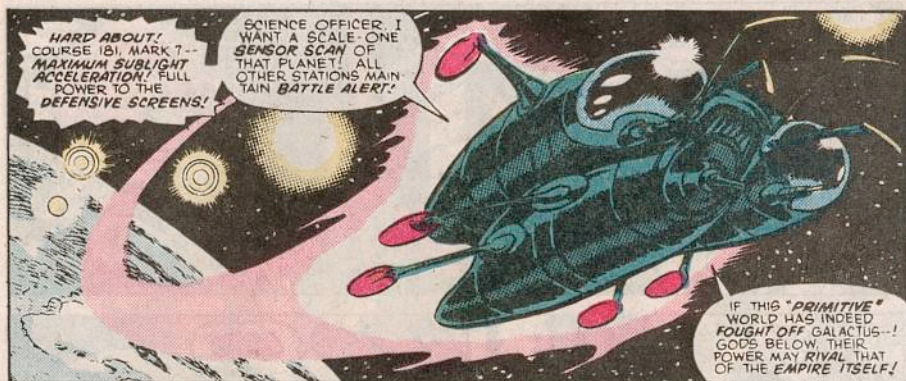
"WAIT!
THERE'S
SOMETHING
MORE!"

"CAPTAIN! THIS PLANET HAS
FACED GALACTUS FOUR
TIMES IN ITS IMMEDIATE
PLANETARY HISTORY--"



"--AND BEATEN
HIM BACK!"

"WHA-A-A-?!?"

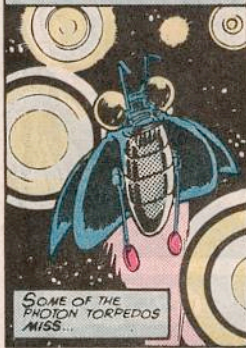


HARD ABOUT!
COURSE 181, MARK 7--
MAXIMUM SUBLIGHT
ACCELERATION! FULL
POWER TO THE
DEFENSIVE SCREENS!

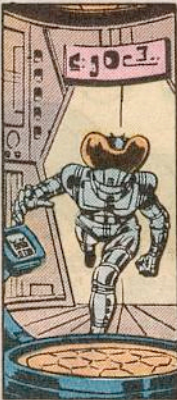
SCIENCE OFFICER, I
WANT A SCALE-ONE
SENSOR SCAN OF
THAT PLANET! ALL
OTHER STATIONS MAIN
TAIN BATTLE ALERT!

IF THIS "PRIMITIVE"
WORLD HAS INDEED
FOUGHT OFF GALACTUS--!
GODS-BELOW, THEIR
POWER MAY RIVAL THAT
OF THE EMPIRE ITSELF!

THERE'S TIME TO FIRE A FINAL
SALVO BEFORE THE CRUISER
PULLS OUT OF RANGE



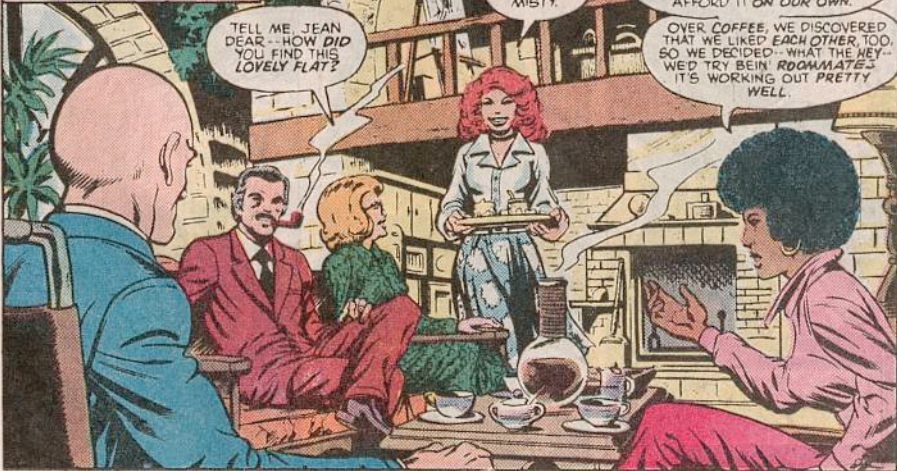
SOME OF THE
PHOTON TORPEDOS
MISS...



...SOME DO NOT.



MEANWHILE, DOWN ON TERRA FIRMA, IN
A CERTAIN FIFTH-FLOOR WALK-UP
APARTMENT LOCATED IN NEW
YORK'S GREENWICH VILLAGE...

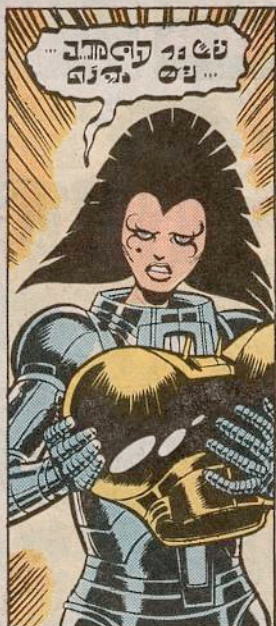


TELL ME, JEAN
DEAR--HOW DID
YOU FIND THIS
LOVELY FLAT?

THAT'S
YOUR CUE,
MISTY.

THANKS A LOT, MRS. GREY.
JEAN AN' I WERE BOTH LOOKIN'
AT THE PLACE WE BOTH LIKED IT--
BUT NEITHER OF US COULD
AFFORD IT ON OUR OWN.

OVER COFFEE, WE DISCOVERED
THAT WE LIKED EACH OTHER, TOO,
SO WE DECIDED--WHAT THE HEY--
WE'D TRY BEIN' ROOMMATES--
IT'S WORKING OUT PRETTY
WELL.







INCREDIBLE! IN ALL MY DAYS ON THIS MISBEGOTTEN WORLD, ONLY THOR HAS STRUCK ME WITH SUCH POWER!

BUT I WARN YOU WOMAN-- THE POWER OF GALACTUS HIMSELF WILL NOT KEEP ME FROM XAVIER!

WHY DO YOU WANT HIM? HE'S DONE NOTHING TO YOU.

I DON'T BELIEVE THIS! I'M... FLYING!

AND THERE'S POWER SURGING THROUGH MY BODY I NEVER EVEN DREAMED EXISTED!



YOU LIE! HE SEEMS TO RULE YOUR WORLD WITH THE X-MEN LEADING HIS CONQUERING HORDE!

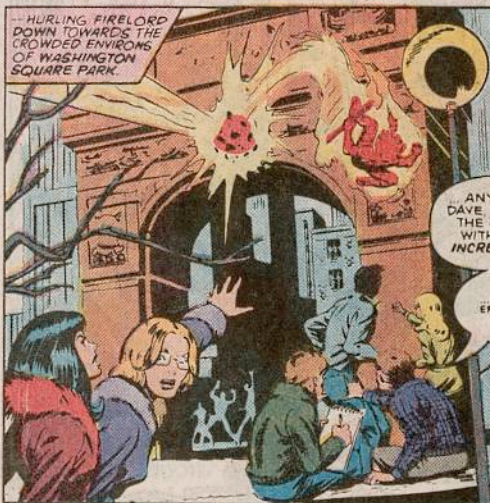


PAL, YOU'VE FLIPPED YOUR FLAME-HAIRED WIG. PROFESSOR XAVIER NO MORE WANTS TO RULE THE EARTH THAN I DO.



BUT IF IT'S A FIGHT YOU WANT, HOTSHOT--!

HER ATTACK IS SAVAGE, SURPRISING BOTH OF THEM WITH ITS PRIMAL FURY--



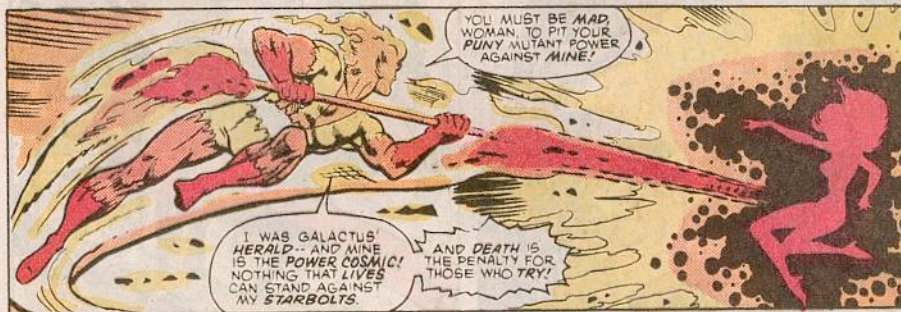
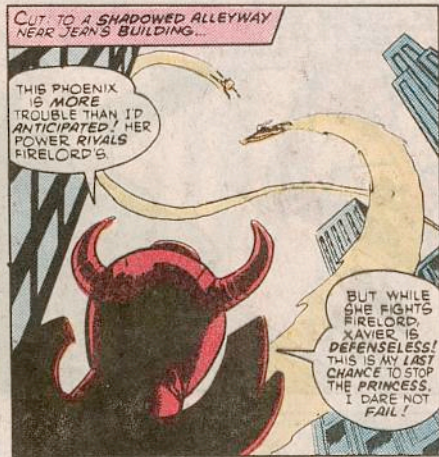
--HURLING FIRELORD DOWN TOWARDS THE CROWDED ENVIRONS OF WASHINGTON SQUARE PARK.

ANYWAY, DAVE, HE HITS THE GROUND WITH THIS INCREDIBLE...

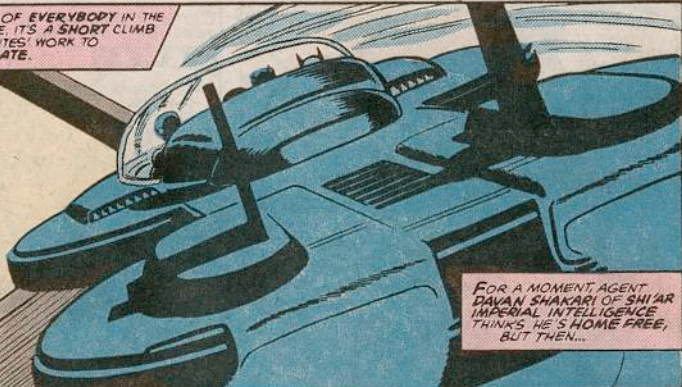
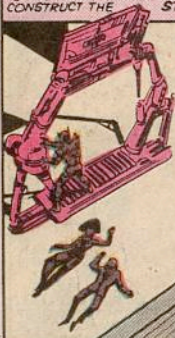
SOUND EFFECT...



FOOM!



THE STUN BLAST TAKES CARE OF EVERYBODY IN THE APARTMENT, AND FROM THERE IT'S A SHORT CLIMB TO THE ROOF, A FAST TEN MINUTES' WORK TO CONSTRUCT THE STAR-GATE.



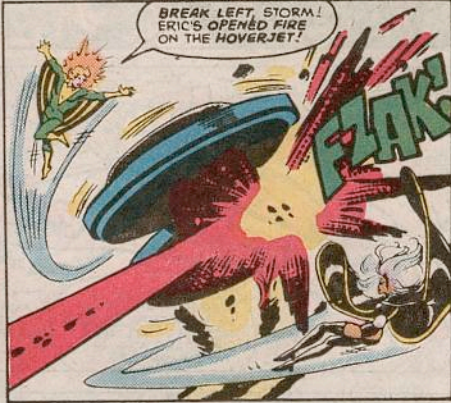
FOR A MOMENT, AGENT DAVAN SHAKARI OF SHI'AR IMPERIAL INTELLIGENCE THINKS HE'S HOME FREE, BUT THEN...

THE X-MEN!

YOU PITIFUL BARBARIANS, DON'T YOU REALIZE YOU'RE TOO LATE?



BREAK LEFT, STORM! ERIC'S OPENED FIRE ON THE HOVERJET!



WHAT'S A MATTER, LEADER-MAN? THIS MORE'N YOU CAN HANDLE?

GET OFF MY BACK, WOLVERINE!



THE CONTROLS ARE FUSED! WE'RE GOING DOWN!

THE TURBOFANS ARE RUNNING WILD, SHATTERING THE ENGINES--!

BAIL OUT, ALL OF YOU! WE'VE ONLY SECONDS BEFORE THIS CRATE--



OH, NO, NOT AGAIN!



THE X-MEN FALL, AS ERIC ACTIVATES HIS STARGATE-- WHILE HIGH ABOVE, PHOENIX SHAKES OFF FIRELORD'S ATTACK AS IF IT WERE NOTHING...

DEATH DOESN'T FRIGHTEN ME, HERALD! YOU SEE, MY FRIEND, I'VE BEEN THERE!



SHE GESTURES, HER THOUGHTS INSTANTLY TRANSFORMED INTO AWESOME, FIERY REALITY, BACKED BY THE POWER OF THE SUN ITSELF!...

-- AND FIRELORD IS GONE, BLASTED TWELVE MILES WEST ACROSS THE HUDSON TO THE JERSEY MEADOWLANDS.



NOW TO FINISH HIM OFF-- WHAT?! IT'S PROFESSOR X, CONTACTING ME TELEPATHICALLY!

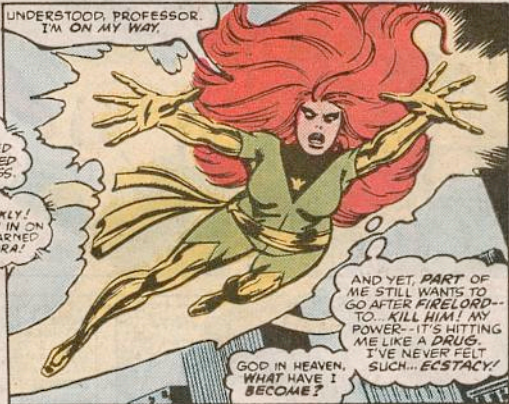
JEAN-- LISTEN! FIRELORD ISN'T IMPORTANT! STAKES ARE FAR HIGHER THAN ANY OF US SUSPECTED!

"ERIC" HAS NOT REALIZED I'VE RECOVERED CONSCIOUSNESS.

COME QUICKLY! I'LL FILL YOU IN ON WHAT I'VE LEARNED FROM LILANDRA!



UNDERSTOOD, PROFESSOR. I'M ON MY WAY.

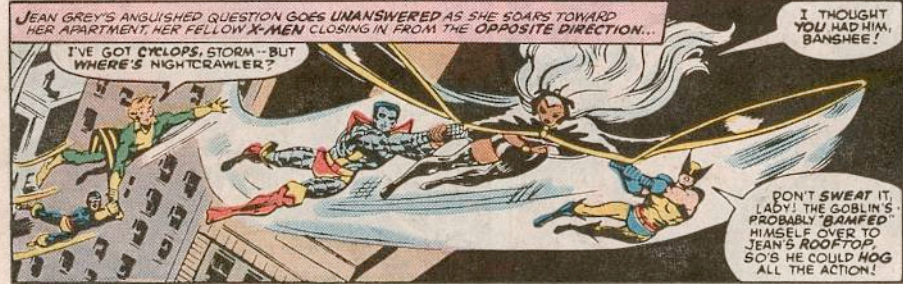


AND YET, PART OF ME STILL WANTS TO GO AFTER FIRELORD-- TO... KILL HIM! MY POWER-- IT'S HITTING ME LIKE A DRUG. I'VE NEVER FELT SUCH... ECSTASY!

GOD IN HEAVEN, WHAT HAVE I BECOME?

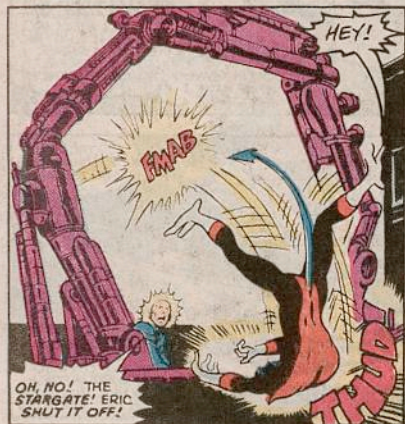
JEAN GREY'S ANGUISHED QUESTION GOES UNANSWERED AS SHE SOARS TOWARD HER APARTMENT, HER FELLOW X-MEN CLOSING IN FROM THE OPPOSITE DIRECTION...

I'VE GOT CYCLOPS, STORM-- BUT WHERE'S NIGHTCRAWLER?

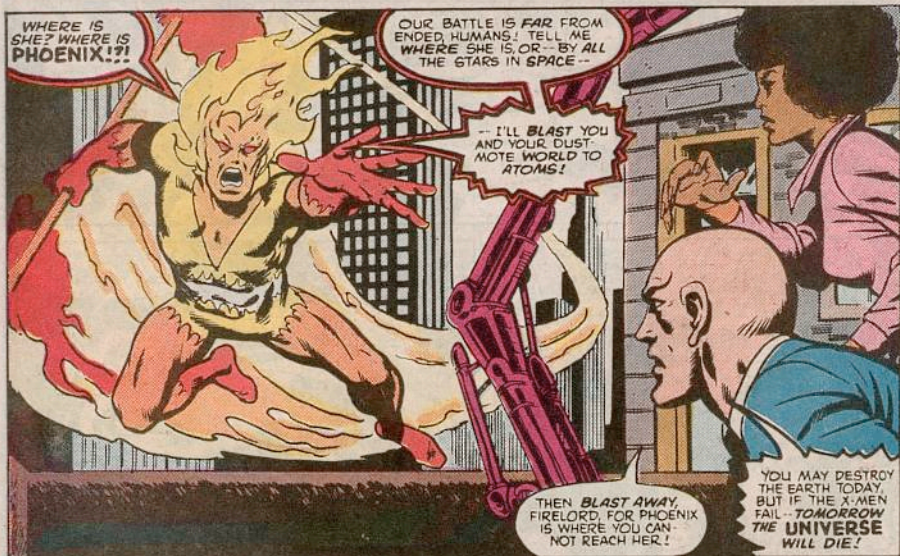
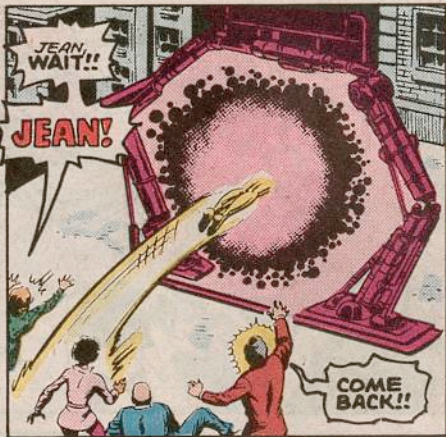


I THOUGHT YOU HAD HIM, BANSHEE!

DON'T SWEAT IT, LADY! THE GOBLIN'S PROBABLY "BAMFED" HIMSELF OVER TO JEAN'S ROOFTOP, SO'S HE COULD HOG ALL THE ACTION!

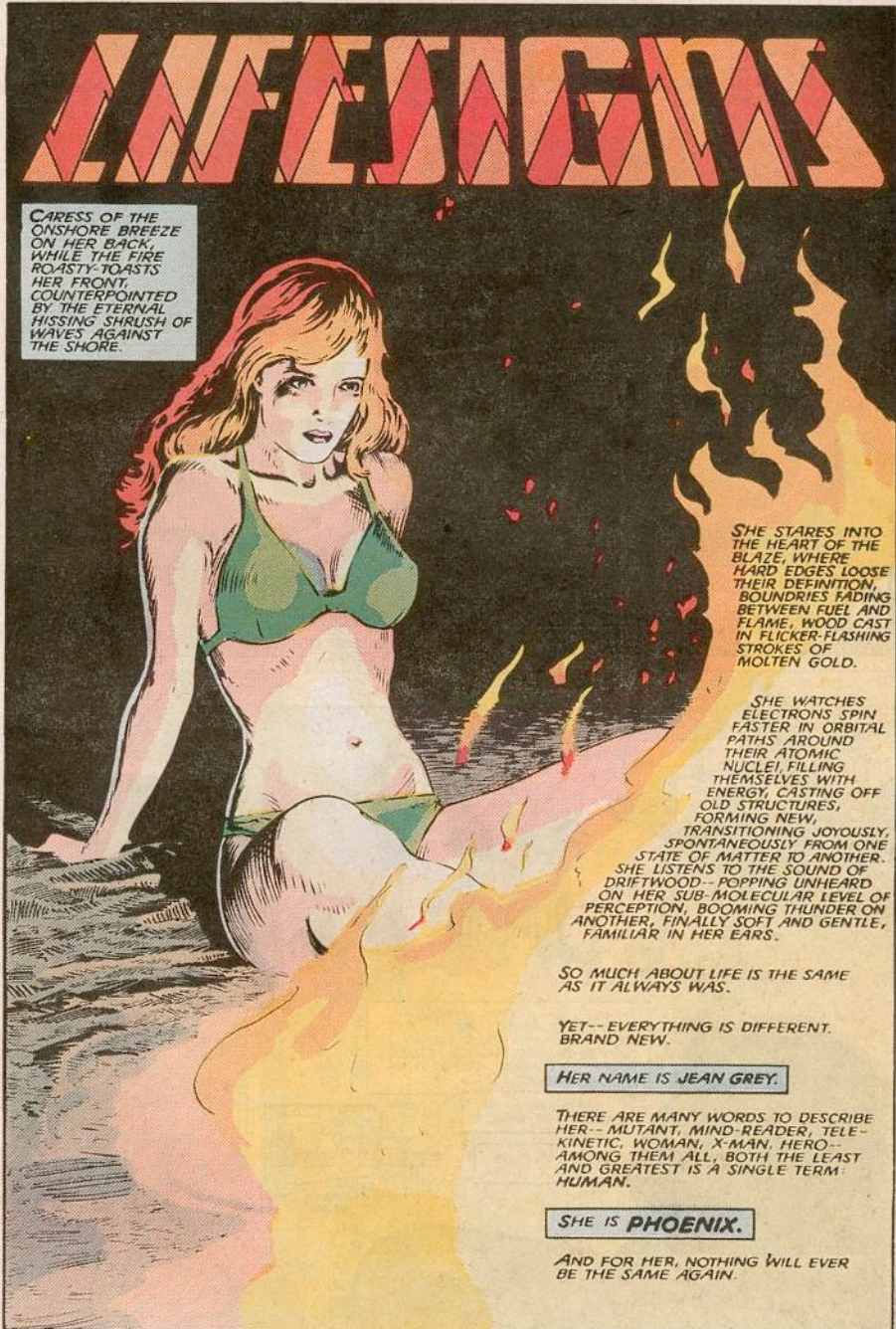






WHERE NO **X-MAN** HAS GONE **BEFORE!**

LIFEWORKS

A woman with long, wavy red hair is sitting on a beach. She is wearing a green bikini. She is looking towards a large fire that is burning on the right side of the frame. The fire is bright yellow and orange, with black smoke rising from it. The background is dark, suggesting a night scene. The overall mood is contemplative and dramatic.

CARESS OF THE
ONSHORE BREEZE
ON HER BACK,
WHILE THE FIRE
ROASTY-TOASTS
HER FRONT,
COUNTERPOINTED
BY THE ETERNAL
HISSING SHRILSH OF
WAVES AGAINST
THE SHORE.

SHE STARES INTO
THE HEART OF THE
BLAZE, WHERE
HARD EDGES LOOSE
THEIR DEFINITION,
BOUNDRIES FADING
BETWEEN FUEL AND
FLAME, WOOD CAST
IN FLICKER-FLASHING
STROKES OF
MOLTEN GOLD.

SHE WATCHES
ELECTRONS SPIN
FASTER IN ORBITAL
PATHS AROUND
THEIR ATOMIC
NUCLEI, FILLING
THEMSELVES WITH
ENERGY, CASTING OFF
OLD STRUCTURES,
FORMING NEW,
TRANSITIONING JOYOUSLY,
SPONTANEOUSLY FROM ONE
STATE OF MATTER TO ANOTHER.
SHE LISTENS TO THE SOUND OF
DRIFTWOOD-- POPPING UNHEARD
ON HER SUB-MOLECULAR LEVEL OF
PERCEPTION, BOOMING THUNDER ON
ANOTHER, FINALLY SOFT AND GENTLE,
FAMILIAR IN HER EARS.

SO MUCH ABOUT LIFE IS THE SAME
AS IT ALWAYS WAS.

YET--EVERYTHING IS DIFFERENT.
BRAND NEW.

HER NAME IS JEAN GREY.

THERE ARE MANY WORDS TO DESCRIBE
HER--MUTANT, MIND-READER, TELE-
KINETIC, WOMAN, X-MAN, HERO--
AMONG THEM ALL, BOTH THE LEAST
AND GREATEST IS A SINGLE TERM:
HUMAN.

SHE IS PHOENIX.

AND FOR HER, NOTHING WILL EVER
BE THE SAME AGAIN.

NEARBY...

NEW THOUGHTS,
SOLITUDE BROKEN,
WELCOME PRESENCE--

--FRIEND AND ROOMMATE,
MISTY KNIGHT...

...A LITTLE SHAKEN
BY THE OCEAN'S
FORCE, OLD FEAR
OF DROWNING
MIXED WITH
EXULTATION AT
HAVING EMERGED
TRIUMPHANT

MIXED WITH CONCERN AFFECTION CARE FOR JEAN MIXED WITH
UNACCUSTOMED FEELING OF RELAXATION-- SO SAFE HERE, SO
SECURE, LET HER GUARD DOWN, NO NEED FOR DEFENSES--

...MIXED WITH A TINGE OF GUILT
AT HER DEEP DOWN DESIRE
TO PROLONG THIS IDYLL NOT
GO BACK TO CITY TO JOB TO GUN
MAYBE KILL BE KILLED...

MISTY'S
TOO TIRED
TO MOVE.

AND JEAN TOO
WEARY TO SHUT
OUT
THE CACOPHONIC
HULLABALOO
BLASTING FROM
MISTY'S HEAD.

NO SIGN OF
DANNY OR
COLLEEN.

WONDER
WHERE
THEY GOT
TO?

JEAN KNOWS.

WITHOUT
A WORD,
SHE TELLS.

IMAGES GHOSTING THROUGH
MISTY'S CONSCIOUSNESS, AS
LOVER AND PARTNER STROLL
TO DANIEL RAND'S BEACH HOUSE,
WHERE ALL FOUR ARE STAYING
THIS WEEKEND...

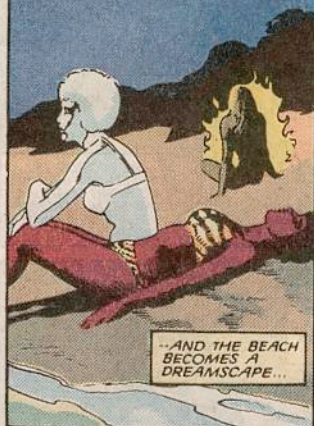
...GATHERING A
MIDNIGHT SNACK.

THEY'LL BE
BACK SOON.

BODY RESTS, MIND WORKS
OVERTIME, ON OVERDRIVE.

JEAN WATCHES
THE DREAM WITH
HER MIND...

...AS DREAMFORM
RISES-- PENSIVE
AND THOUGHTFUL--



--AND THE BEACH
BECOMES A
DREAMSCAPE...

CHANGING BEFORE
MISTY'S EYES TO
FIT HER MOOD.

CITY.

MILE-HIGH TOWERS,
GLEAMING ABOVE,
SHADOWS BELOW,
FILLED WITH VICTIMS
AND PREDATORS,
AND HUNTED AND
HUNTERS; NO HONOR,
NO GRACE, NO JOY,
EXISTENCE A DOG EAT
DOG HARDCRABBLE
FIGHT FOR SURVIVAL.



DANGER
ALL AROUND.

LIFE FOREVER
ON THE EDGE.

OUR WORLD.
MISTY.

SOMEONE
HAS TO
STAND UP
FOR THE
HELPLESS.



CUT
THE SHARKS
DOWN TO
SIZE.

I SAY
IT'S US!

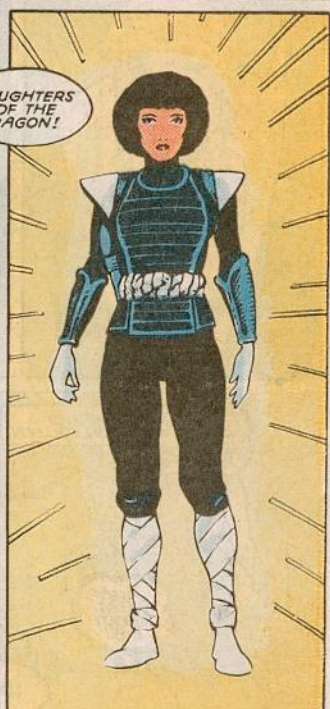
COLLEEN
WING!



MISTY
KNIGHT!



DAUGHTERS
OF THE
DRAGON!



YOU WANT ME TO BE LIKE YOU, COLLEEN. THE BORN WARRIOR-- UNTOUCHABLE-- WITH ARMOR AROUND MY HEART AND SOUL THICKER 'N ON MY BODY.

MAYBE YOU'RE RIGHT.

BUT PART OF ME...

LOOKS THE OTHER WAY...

... HEART LEAPING AT THE SIGHT OF THIS MAN, HER MAN, SO UNLIKE ANY SHE'S EVER KNOWN, CALM, SERENE, TOO INNOCENT TO BE BELIEVED YET, IN OTHER WAYS, OLDER THAN TIME.

HIS WORLD IS GREEN AND GROWING, NO HARD EDGES, NO KNIVES, NO SCREAMS, A PLACE OF INFINITE POSSIBILITIES--

... AS FULL OF JOY...

... AS COLLEEN'S SEEMS BEREFT OF IT.

AND YET-- MUCH AS SHE LOVES HIM...

... YEARS TO BOND HERSELF COMPLETELY TO HIM...

... SHE CANNOT ABANDON COLLEEN.

THAT'S A DIFFERENT KIND OF LOVE, BUT NO LESS FIERCE, DEMANDING, INTEGRAL TO HER VERY BEING.

AND WHAT ABOUT ME?

LORD IN HEAVEN!

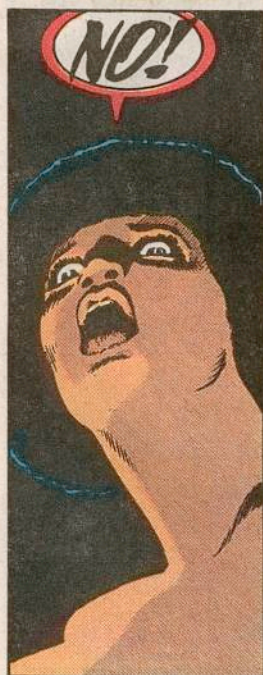


WHERE DO I FIT IN?
IF ANYPLACE AT ALL?

WHAT ARE YOU?!



A FRIEND...
... WHO NEEDS A FRIEND.



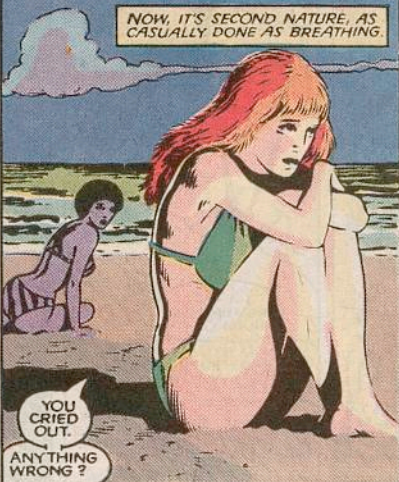
NO!

SO MANY THOUGHTS AND EMOTIONS-- AS MULTI-LEVELED AS EXISTENCE ITSELF, SOME BURIED DOWN SO DEEP MISTY ISN'T THE SLIGHTEST BIT AWARE OF THEM. YET, TO JEAN, THEY'RE AS PLAIN AS THE STARS IN THE SKY.

NO SECRETS, NOTHING HIDDEN, NOTHING SACRED.

BEFORE, THIS TOTAL A PSI-SCAN WAS BEYOND HER CAPABILITY.

NOW, IT'S SECOND NATURE, AS CASUALLY DONE AS BREATHING.



YOU CRIED OUT.
ANYTHING WRONG?

SO THIN A LINE, JEAN MUSES, BETWEEN LOOKING AND MANIPULATING.

SO THIN, SO TEMPTINGLY TERRIBLE.



YOU!



WE HAVEN'T KNOWN EACH OTHER LONG, JEAN, BUT I FIGURE WE'VE BECOME SOLID FRIENDS.

LIKE-WISE.

A LOT CLOSER THAN I FEEL TO FOLKS I'VE KNOWN MY WHOLE LIFE.



BUT LATELY...

... YOU'VE CHANGED.



MORE THAN YOU KNOW.

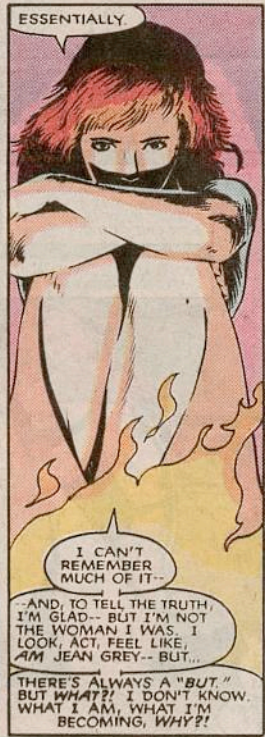


IN THE HOSPITAL, AFTER YOU CAME BACK FROM SPACE, YOU ASKED ME HOW I'D FEEL...

...IF I HAD DIED...

...AN' THEN BROUGHT MYSELF BACK TO LIFE.

THAT'S WHAT HAPPENED, UP THERE, TO YOU.



ESSENTIALLY.

I CAN'T REMEMBER MUCH OF IT--

--AND, TO TELL THE TRUTH, I'M GLAD-- BUT I'M NOT THE WOMAN I WAS. I LOOK, ACT, FEEL LIKE, AM JEAN GREY-- BUT...

THERE'S ALWAYS A "BUT." BUT WHAT?! I DON'T KNOW. WHAT I AM, WHAT I'M BECOMING, WHY?!

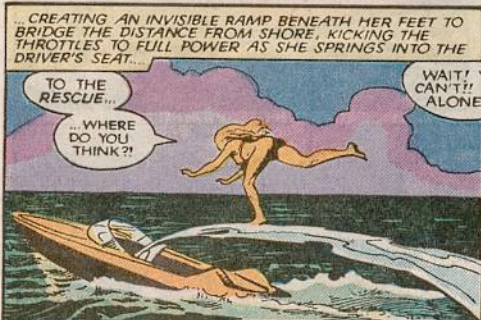
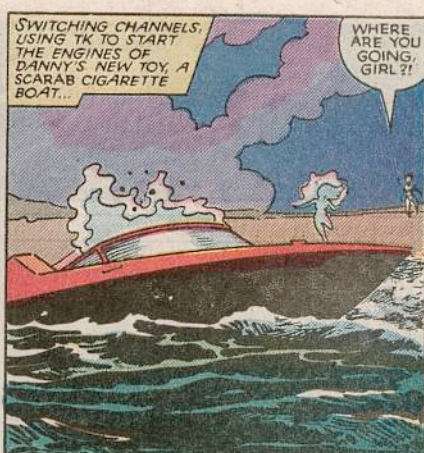
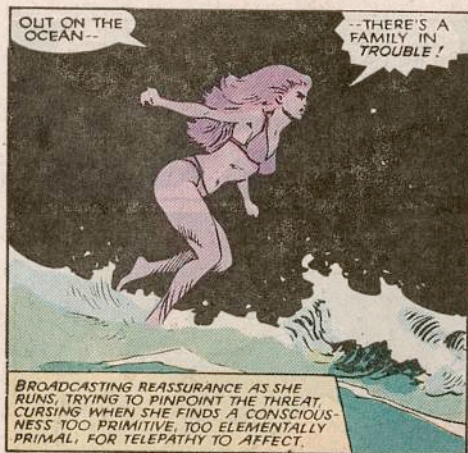


AND THAT SCARES ME, MISTY, MORE THAN YOU CAN POSSIBLY IMAGINE.

Whua--??!

A CRY FOR HELP!

AGONY-- OF BODY AND EMOTION-- AS FLESH IS TORN, BLOOD STAINS THE WATER, A BABY'S BRIGHT DAYS SUDDENLY, CRUELLY ENDED.





HOW DO YOU KNOW WHERE WE'RE GOING?

I CAN "SEE" THE FAMILY'S POSITION IN THE PARENTS' THOUGHTS.

IT'S A FEW MILES OUT...

... BUT THE TRIP SHOULDN'T TAKE THIS BEAUTY LONG. SHE REALLY MOVES!

AND, INDEED, IN A MATTER OF MINUTES...

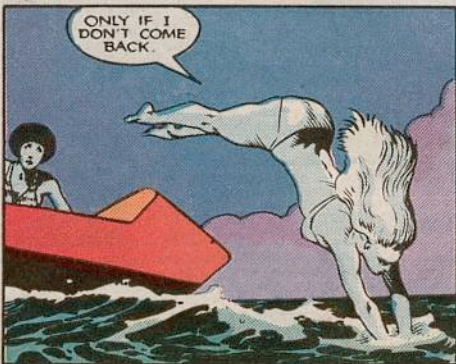


THIS IS THE PLACE.

ARE WE TOO LATE? I DON'T SEE ANYONE, OR HEAR ANY CRIES.

I DO. I'LL FIND 'EM. YOU STAY ABOARD.

YOU WANT ME TO RADIO THE COAST GUARD?



ONLY IF I DON'T COME BACK.



CUTE.

CAN'T EVEN MAKE OUT LONG ISLAND-- TOO DARK, TOO FAR AWAY--

-- I HATE THE OCEAN.

HATE THIS WAITING.

WORSE THAN ANY DRUGBUST STAKEOUT.

WISH I HAD MY GUN.

WISH I HAD PROPER PRIVATE EYE NERVES OF STEEL.



OH, NO! JEAN!

JEAN!!

SHARK!!!



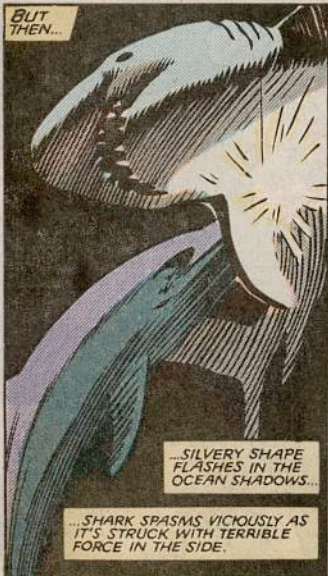
NO ANSWER.

DON'T KNOW IF SHE HEARD...

... GOT TO ASSUME SHE DIDN'T--

... GOT TO COVER FOR HER!

BUT THEN...



SILVERY SHAPE FLASHES IN THE OCEAN SHADOWS...

...SHARK SPASMS VICIOUSLY AS IT'S STRUCK WITH TERRIBLE FORCE IN THE SIDE.

IT'S HIT AGAIN AND AGAIN...

...AND QUICKLY LOSES INTEREST IN MISTY...

...SWIMMING OFF IN SEARCH OF EASIER PREY.



AIR NEVER TASTED SO SWEET WHEN MISTY REGAINS THE SURFACE AND GULPS THAT FIRST, MAGNIFICENTLY HUGE BREATH.

THE BOAT'S CLOSE AT HAND.



SHE'S QUICKLY ABOARD.

YOUR BACK'S RUBBED PRETTY RAW, BUT OTHERWISE YOU'RE OKAY.

I'D HAVE BEEN DINNER IF THAT DOLPHIN HADN'T SHOWED UP.

I KNOW, I WAS TOO FAR AWAY AND BUSY TO HELP WHEN I TELEPATHICALLY HEARD YOUR CRY...



SO I ASKED ONE OF THE DOLPHINS TO STAND IN FOR ME.

HE WAS GLAD TO. SHARKS ARE THEIR ANCIENT ENEMY...

...AND, AS WELL, SINCE YOU WERE RISKING YOUR LIFE FOR HIS FAMILY, HE FELT IT WAS ONLY FAIR HE RETURN THE FAVOR.

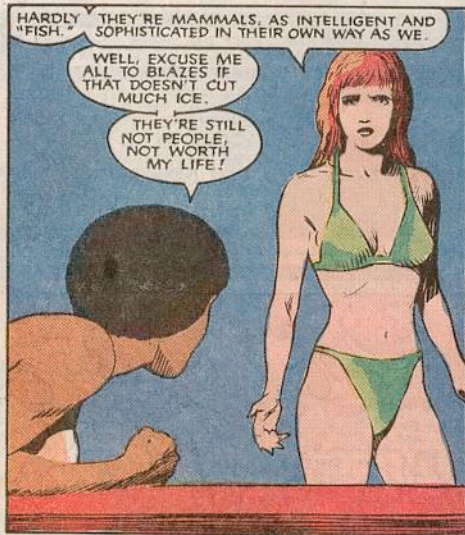
WHAT?!?



YOU MEAN, I SCARED MYSELF SILLY-- I ALMOST GOT KILLED--

--FOR A FAMILY OF FISH?!?!





HARDLY "FISH." THEY'RE MAMMALS, AS INTELLIGENT AND SOPHISTICATED IN THEIR OWN WAY AS WE.

WELL, EXCUSE ME ALL TO BLAZES IF THAT DOESN'T CUT MUCH ICE.

THEY'RE STILL NOT PEOPLE NOT WORTH MY LIFE!

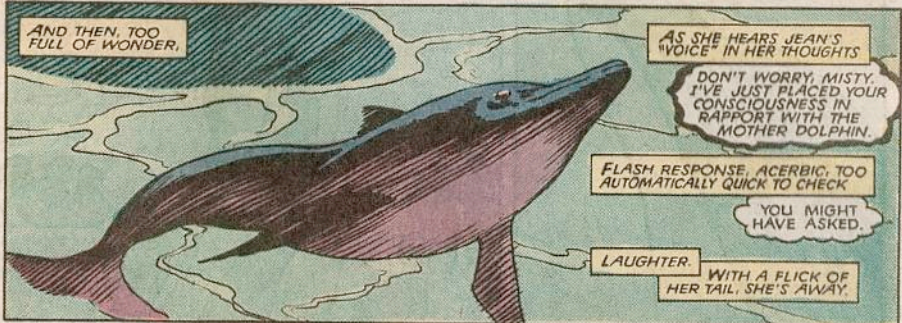


ALL THAT DEPENDS ON YOUR POINT OF VIEW.

WHAT ARE YOU TALKING...

...ABOUT.

NO SENSE OF DISLOCATION--SIMPLY, BETWEEN ONE WORD AND THE NEXT, SHE'S IN THE WATER LOOKING UP AT HERSELF AND JEAN, TOO FULL OF SURPRISE AT FIRST TO PANIC.



AND THEN, TOO FULL OF WONDER,

AS SHE HEARS JEAN'S "VOICE" IN HER THOUGHTS

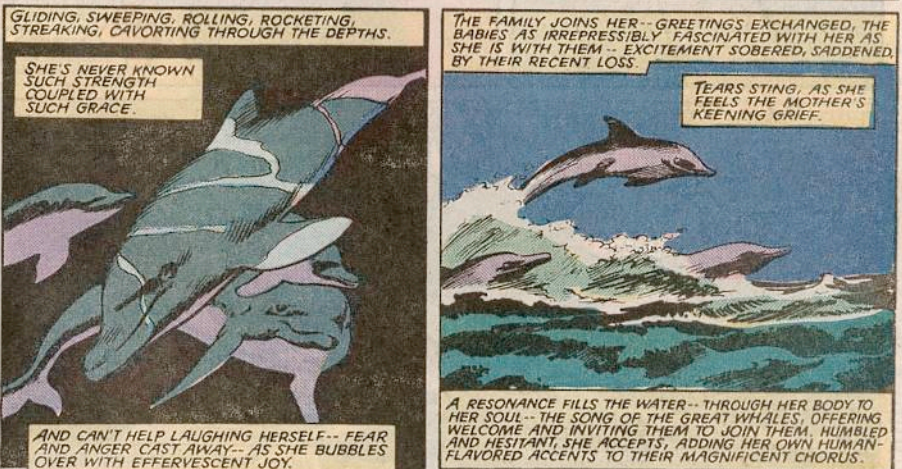
DON'T WORRY, MISTY. I'VE JUST PLACED YOUR CONSCIOUSNESS IN RAPPORT WITH THE MOTHER DOLPHIN.

FLASH RESPONSE, ACERBIC, TOO AUTOMATICALLY QUICK TO CHECK

YOU MIGHT HAVE ASKED.

LAUGHTER.

WITH A FLICK OF HER TAIL, SHE'S AWAY.



GLIDING, SWEEPING, ROLLING, ROCKETING, STREAKING, CAVORTING THROUGH THE DEPTHS.

SHE'S NEVER KNOWN SUCH STRENGTH COUPLED WITH SUCH GRACE.

THE FAMILY JOINS HER--GREETINGS EXCHANGED, THE BABIES AS IRREPRESSIBLY FASCINATED WITH HER AS SHE IS WITH THEM--EXCITEMENT SOBERED, SADDENED, BY THEIR RECENT LOSS.

TEARS STING, AS SHE FEELS THE MOTHER'S KEENING GRIEF.

AND CAN'T HELP LAUGHING HERSELF-- FEAR AND ANGER CAST AWAY-- AS SHE BUBBLES OVER WITH EFFERVESCENT JOY.

A RESONANCE FILLS THE WATER-- THROUGH HER BODY TO HER SOUL-- THE SONG OF THE GREAT WHALES, OFFERING WELCOME AND INVITING THEM TO JOIN THEM, HUMBLED AND HESITANT, SHE ACCEPTS, ADDING HER OWN HUMAN-FLAVORED ACCENTS TO THEIR MAGNIFICENT CHORUS.

THE SEA STRETCHES FAR AND AWAY-- CLICK-WHISTLE DELPHINE SONAR PAINTING A PICTURE OF HER SURROUNDINGS SO COMPLETE IT TAKES HER BREATH AWAY.

SHE "SEES" THE SHARK-- BUT NOW, UNDERSTANDS HIM AS WELL.

THE DOLPHINS ARE CREATURES OF LIGHT AND WIT AND BRILLIANCE, WHILE HE IS ONE OF AGES-OLD INSTINCT, ETERNAL AS THE OCEANS. THEY ARE THE PRESENT, LEAPING GAILY TOWARDS THE UNKNOWN FUTURE; HE IS THE ANCHOR TO THE PAST, THE DAWN OF THE WORLD AND LIFE.

THEY CHANGE, IT REMAINS FOREVER THE SAME.

IN THE PATTERN OF EXISTENCE, THE SHARK-- FOR ALL ITS SEEMING CRUELTY HAS ITS PROPER PURPOSE.

IT IS THE SHADOW, WITHOUT WHICH...

...THE LIGHT HAS NO MEANING.

ALL THINGS HAVE THEIR PLACE, MISTY--

--EVEN ME.

I'M STILL SCARED.

I KNOW.

THAT'S JUST IT, YOU KNOW.

EVERYTHING! YOU TOUCH MY DREAMS, READ MY THOUGHTS, BOUNCE MY HEAD FROM ONE BODY TO ANOTHER!

NOBODY SHOULD HAVE SUCH POWER.

BUT I'M STUCK WITH IT.

MAYBE THAT'S WHY I NEED MY FRIENDS TO STAND BY ME.

I'M PHOENIX, MISTY-- BUT THAT DOESN'T MAKE ME ANY THE LESS HUMAN, WHERE IT MATTERS, LIKE THOSE DOLPHINS.

ALL I ASK, IS THAT YOU TAKE ME AS I AM.

AN HOUR AGO, I DON'T KNOW IF I COULD.

NOW, AFTER ALL YOU'VE SHOWN ME...

... HOW CAN I REFUSE?

NEXT: THE STUFF OF DREAMS

