



MARVEL  
COMICS  
GROUP 12¢

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

# the X-MEN

IND.  
15  
DEC



EXTRA: IN THIS EPIC!  
"The ORIGIN of  
The BEAST!"



**X-MEN!** THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!

# "PRISONERS OF THE MYSTERIOUS MASTER MOLD!"

THE SENTINELS HAVE SPOTTED US! WE'RE UNDER ATTACK!

THAT SEEMS TO BE PAINFULLY OBVIOUS RIGHT NOW!

### OUR STRANGE SAGA SO FAR:

SEARCHING FOR THE UNHUMAN SENTINELS WHO WERE BUILT BY DR. BOLIVAR TRASK FOR THE PURPOSE OF FINDING AND DESTROYING MUTANTS, THE X-MEN STUMBLE ONTO THE SENTINELS' HIDDEN FORTRESS! AND THEN, WHILE THE FANATICAL DR. TRASK IS A PRISONER OF HIS OWN MONSTROUS SENTINELS (WHO HAVE REBELLED AGAINST HIS AUTHORITY), THE X-MEN'S DEADLY ORDEAL BEGINS....!

THE PROFESSOR! WE'VE GOT TO PROTECT HIM! FAST!!

WOW-EEE! THEY'RE GOIN' ALL OUT TO FINISH US OFF!

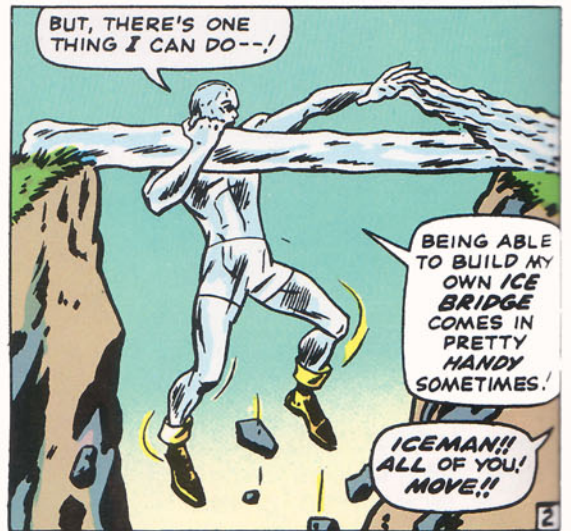
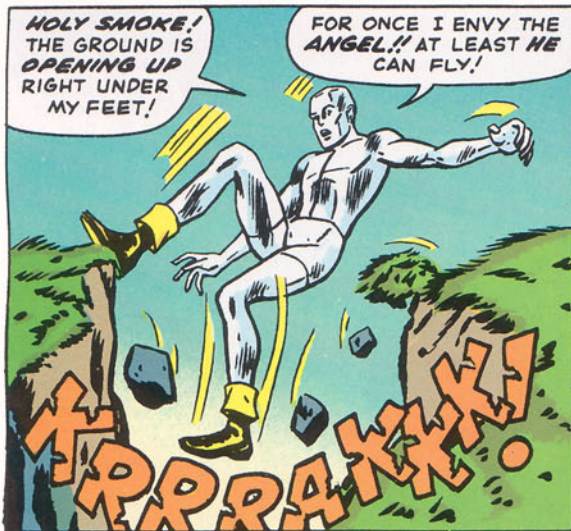
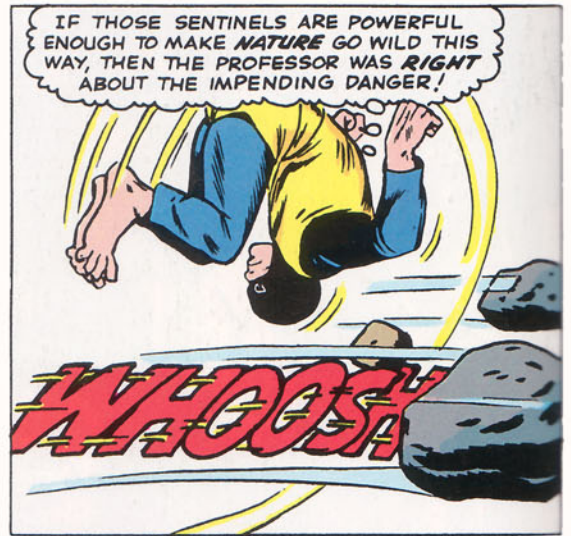
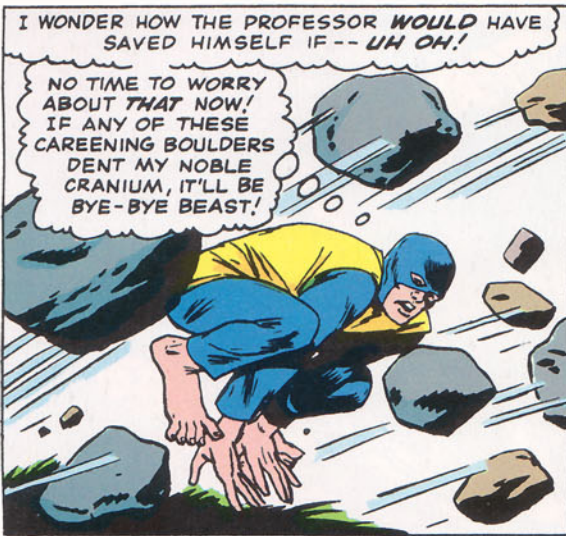
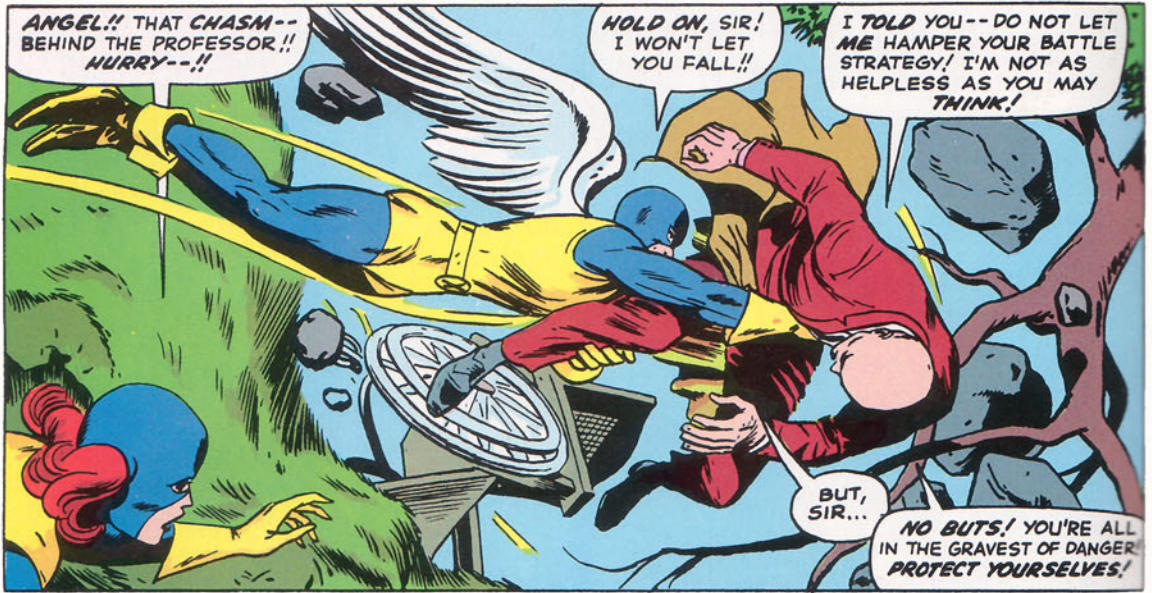
I AM UNHURT! YOUR MAIN OBJECTIVE IS TO STRIKE BACK AT THE SENTINELS!

LET'S HEAR IT FOR THESE MARVEL STALWARTS WHO'LL BE WORKING OVERTIME FROM NOW ON TO BRING THESE ADVENTURES TO YOU MONTHLY...

SMILIN' STAN LEE, WRITER  
JOLLY JACK KIRBY, DESIGNER  
JOVIAL JAY GAVIN, PENCILER  
DARLIN' DICK AYERS, INKER  
ADORABLE ARTIE SIMEK, LETTERER

BUT THERE ARE SO MANY OF THEM--AND THEY'RE SO POWERFUL!









HEAD FOR HIGH GROUND! YOU'RE IN JEOPARDY EVERY SECOND YOU REMAIN WHERE YOU ARE!

HIS BRAIN NEVER STOPS! SOMEHOW, I'LL BET HE COULD HAVE SAVED HIMSELF!



HANK! YOU HEARD THE PROF! KEEP MOVING!

TUT TUT, DEPUTY LEADER! HAVE YOU NO REGARD FOR CHIVALRY? I MERELY PAUSED TO OFFER ASSISTANCE TO YON DAMSEL IN DISTRESS!

I'M HARDLY A DAMSEL IN DISTRESS, MR. MCCOY! IF YOU'LL KINDLY STEP ASIDE...



-- I SHALL LEVITATE MYSELF OUT OF DANGER, TELEKINETICALLY! OR, HAVE YOU FORGOTTEN WHY I'M CALLED MARVEL GIRL?

AHH, HOW I LONG FOR THE OLDEN DAYS WHEN MAIDENS FAINTED AT THE DROP OF A HAT!

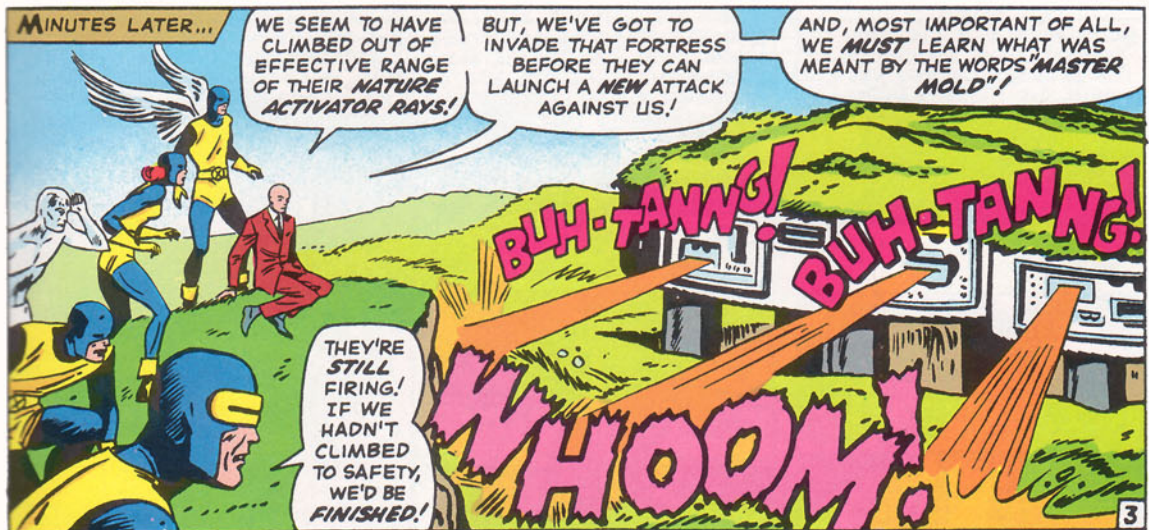
IF YOU DON'T START CLIMBING, HANK, YOU'RE LIABLE NOT TO BE AROUND FOR ANY NEWER DAYS!



HOW ABOUT THIS ICE LADDER OF MINE, CYKE? BOY, WOULDN'T WE MAKE DANDY FIREMEN!!

CLAM UP! KEEP CLIMBING! SAVE YOUR ENERGY!

NAHH! OL' PARTY POOP!



MINUTES LATER...

WE SEEM TO HAVE CLIMBED OUT OF EFFECTIVE RANGE OF THEIR NATURE ACTIVATOR RAYS!

BUT, WE'VE GOT TO INVADRE THAT FORTRESS BEFORE THEY CAN LAUNCH A NEW ATTACK AGAINST US!

AND, MOST IMPORTANT OF ALL, WE MUST LEARN WHAT WAS MEANT BY THE WORDS 'MASTER MOLD'!

THEY'RE STILL FIRING! IF WE HADN'T CLIMBED TO SAFETY, WE'D BE FINISHED!

BUH-TANNG! BUH-TANNG!  
WHOOOM!





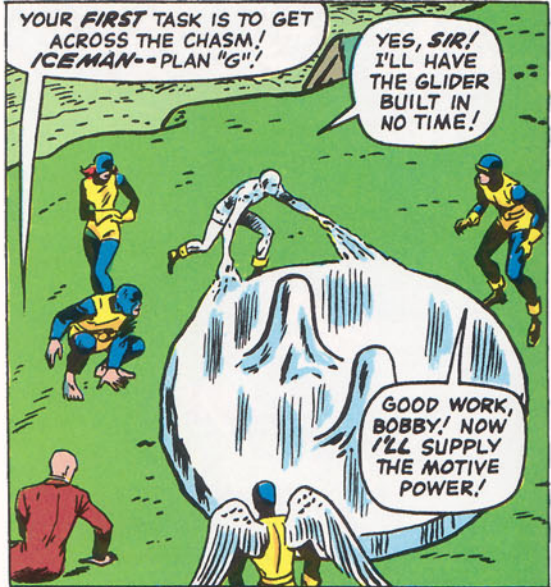
HOW DO WE GET IN THERE, SIR? IT LOOKS IMPOSSIBLE!  
I'VE SPENT YEARS DRUMMING INTO YOU-- NOTHING IS IMPOSSIBLE!!

IF I COULD ONLY LEARN WHY THAT SENTINEL TOPPLED OVER IN THE TV STUDIO!!\*

WHAT GOOD WOULD THAT DO?

IT PROVES THEY HAVE A WEAK SPOT! AND OUR LIVES MAY DEPEND ON FINDING IT!

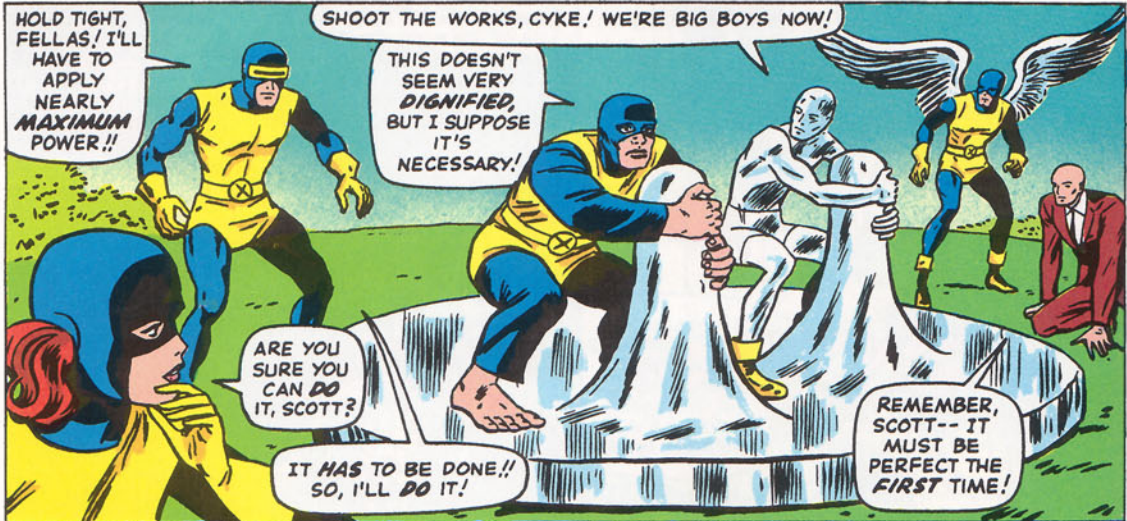
\*REMEMBER WHEN IT HAPPENED LAST ISH??-- STAN.



YOUR FIRST TASK IS TO GET ACROSS THE CHASMA! ICEMAN-- PLAN "G"!

YES, SIR! I'LL HAVE THE GLIDER BUILT IN NO TIME!

GOOD WORK, BOBBY! NOW I'LL SUPPLY THE MOTIVE POWER!



HOLD TIGHT, FELLAS! I'LL HAVE TO APPLY NEARLY MAXIMUM POWER!!

SHOOT THE WORKS, CYKE! WE'RE BIG BOYS NOW!

THIS DOESN'T SEEM VERY DIGNIFIED, BUT I SUPPOSE IT'S NECESSARY!

ARE YOU SURE YOU CAN DO IT, SCOTT?

IT HAS TO BE DONE!! SO, I'LL DO IT!

REMEMBER, SCOTT-- IT MUST BE PERFECT THE FIRST TIME!

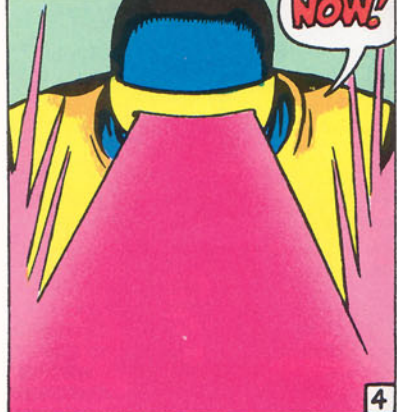
SLOWLY, CALMLY, CYCLOPS ESTIMATES THE AMOUNT OF POWER BLAST ENERGY HE'LL NEED! THEN, AS HIS EYES BEGIN TO CLOSE, HIS VISOR STARTS TO RISE...



HIGHER AND HIGHER GOES THE VISOR, UNTIL IT IS COMPLETELY OPEN! BUT, STILL THE MOST DANGEROUS EYES IN ALL THE WORLD REMAIN TIGHTLY SHUT, AS THE YOUTHFUL MUTANT STANDS PERFECTLY MOTIONLESS--!

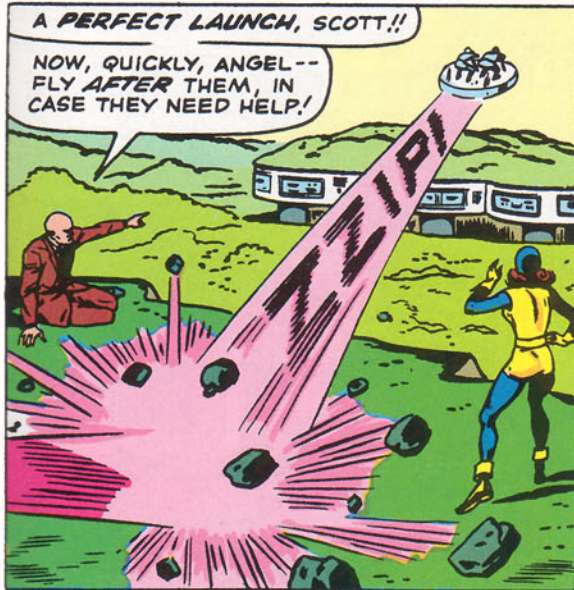


AND THEN, WITH THE FORCE OF A LIGHTNING BOLT, HIS EYELIDS SNAP OPEN, AS A FRANTIC CRY ESCAPES HIS LIPS--!



NOW!



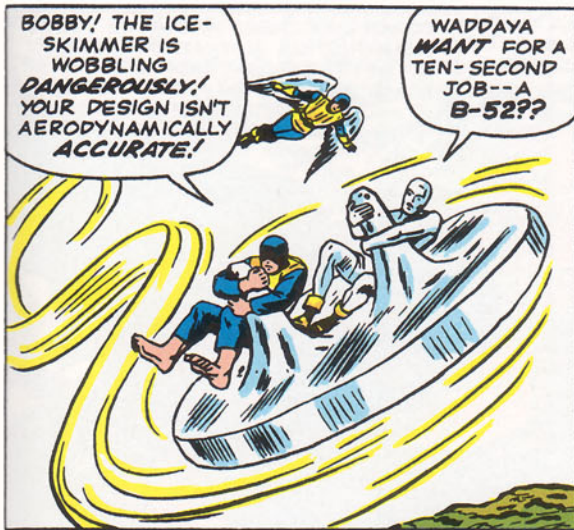


A PERFECT LAUNCH, SCOTT!!

NOW, QUICKLY, ANGEL--  
FLY AFTER THEM, IN  
CASE THEY NEED HELP!



NO MATTER WHO IS  
ATTACKING US FROM  
THAT FORTRESS, HERE'S  
WHERE THEY LEARN  
THAT NOBODY PUSHES  
THE X-MEN AROUND!



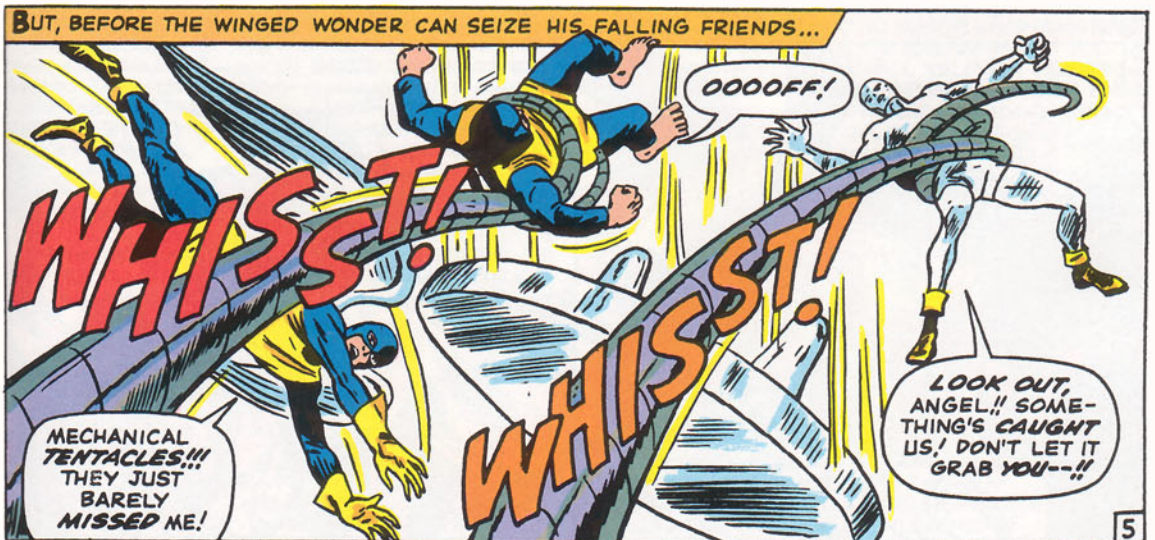
BOBBY! THE ICE-  
SKIMMER IS  
WOBBLING  
DANGEROUSLY!  
YOUR DESIGN ISN'T  
AERODYNAMICALLY  
ACCURATE!

WADDAYA  
WANT FOR A  
TEN-SECOND  
JOB--A  
B-52??



THEY'RE GONNA  
FALL!!  
HOLD ON! I'LL  
BE RIGHT THERE!!

THE SOONER THE  
BETTER, SON!



BUT, BEFORE THE WINGED WONDER CAN SEIZE HIS FALLING FRIENDS...



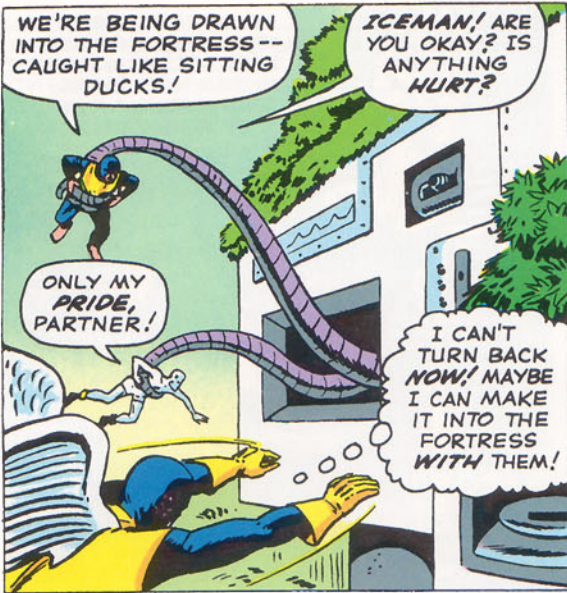
**WHISST!**  
**WHISST!**

OOOOFF!

MECHANICAL  
TENTACLES!!!  
THEY JUST  
BARELY  
MISSED ME!

LOOK OUT,  
ANGEL!! SOME-  
THING'S CAUGHT  
US, DON'T LET IT  
GRAB YOU--!!





WE'RE BEING DRAWN INTO THE FORTRESS-- CAUGHT LIKE SITTING DUCKS!

ICEMAN! ARE YOU OKAY? IS ANYTHING HURT?

ONLY MY PRIDE, PARTNER!

I CAN'T TURN BACK NOW! MAYBE I CAN MAKE IT INTO THE FORTRESS WITH THEM!

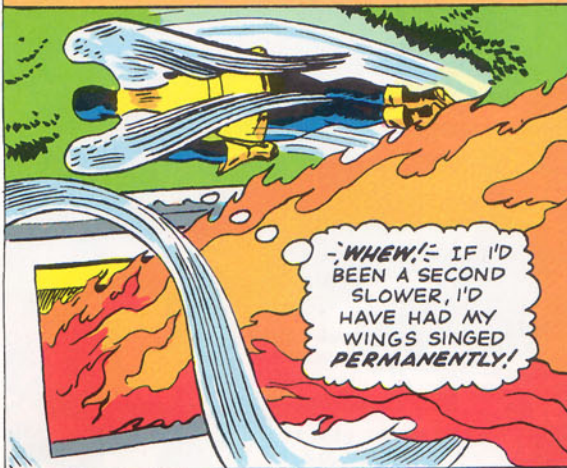


WE'LL GET 'EM YET, FELLAS! I'M RIGHT BEHIND YOU--!

NO! TURN BACK, ANGEL!! YOU CAN'T DO ANYTHING ALONE! YOU'VE GOT TO BRING THE OTHERS!

SHAME ON YOU, BEASTIE! WANT ME TO LOSE MY SUPER HERO'S LICENSE??

BUT, SUDDENLY-- A GREAT GUSHER OF FLAME SHOTS OUT OF THE NARROW OPENING...

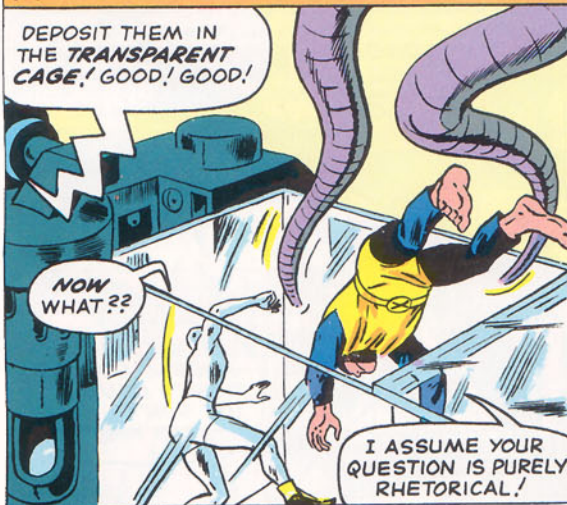


-WHEW!- IF I'D BEEN A SECOND SLOWER, I'D HAVE HAD MY WINGS SINGED PERMANENTLY!



LOOKS LIKE THERE WAS MORE TRUTH THAN FICTION IN WHAT HANK SAID! I'D BETTER ZOOM BACK AND DO SOME BRAINSTORMING WITH THE OTHERS!

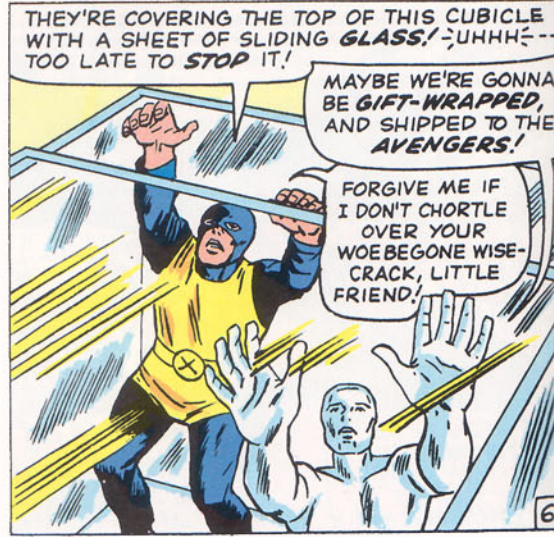
MEANWHILE, WITHIN THE STRANGE FORTRESS...



DEPOSIT THEM IN THE TRANSPARENT CAGE! GOOD! GOOD!

NOW WHAT??

I ASSUME YOUR QUESTION IS PURELY RHETORICAL!

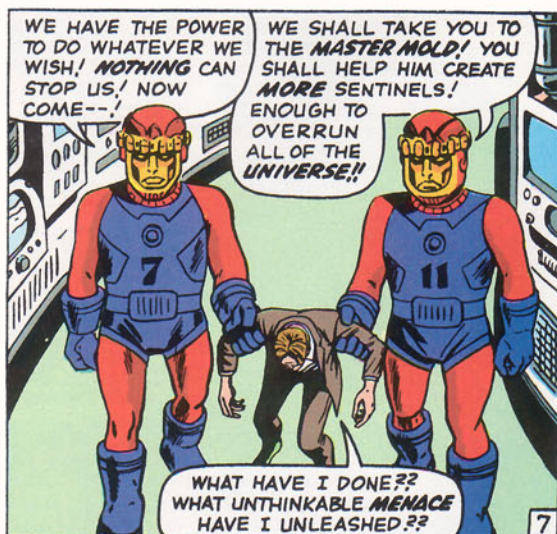
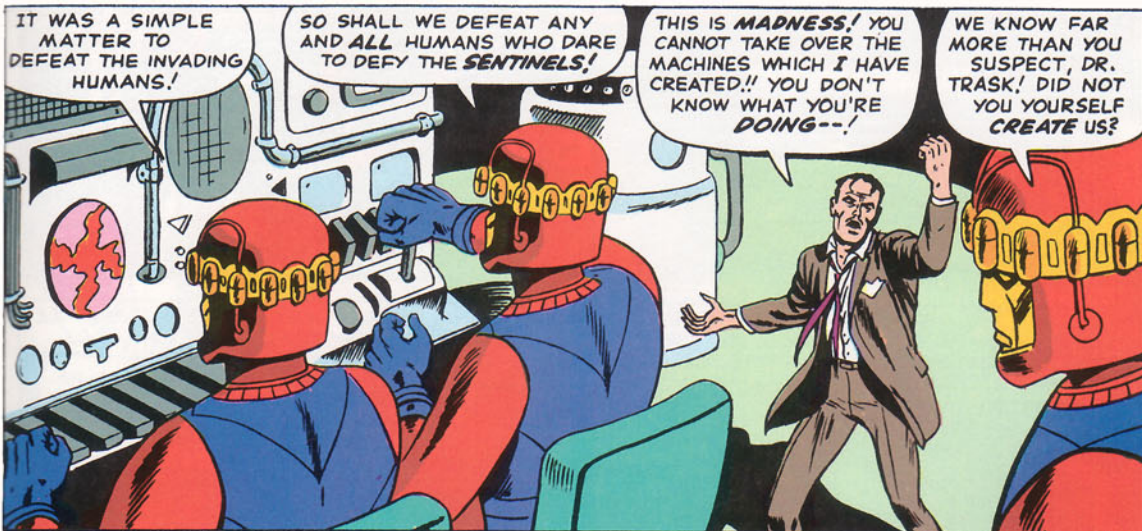
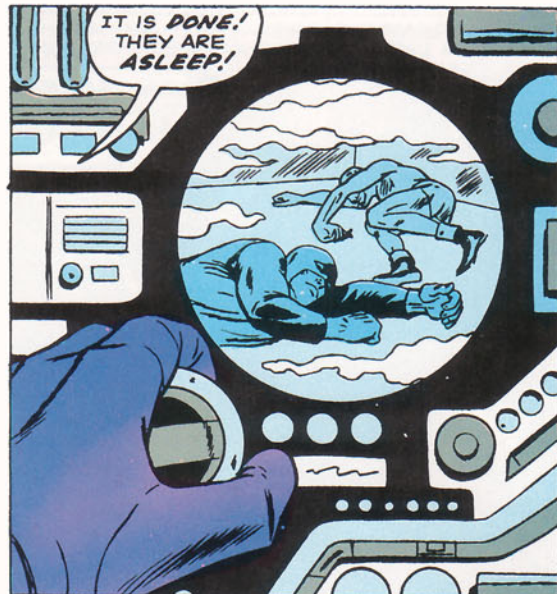


THEY'RE COVERING THE TOP OF THIS CUBICLE WITH A SHEET OF SLIDING GLASS! -UHHH- TOO LATE TO STOP IT!

MAYBE WE'RE GONNA BE GIFT-WRAPPED, AND SHIPPED TO THE AVENGERS!

FORGIVE ME IF I DON'T CHORTLE OVER YOUR WOE-BEGONE WISE-CRACK, LITTLE FRIEND!





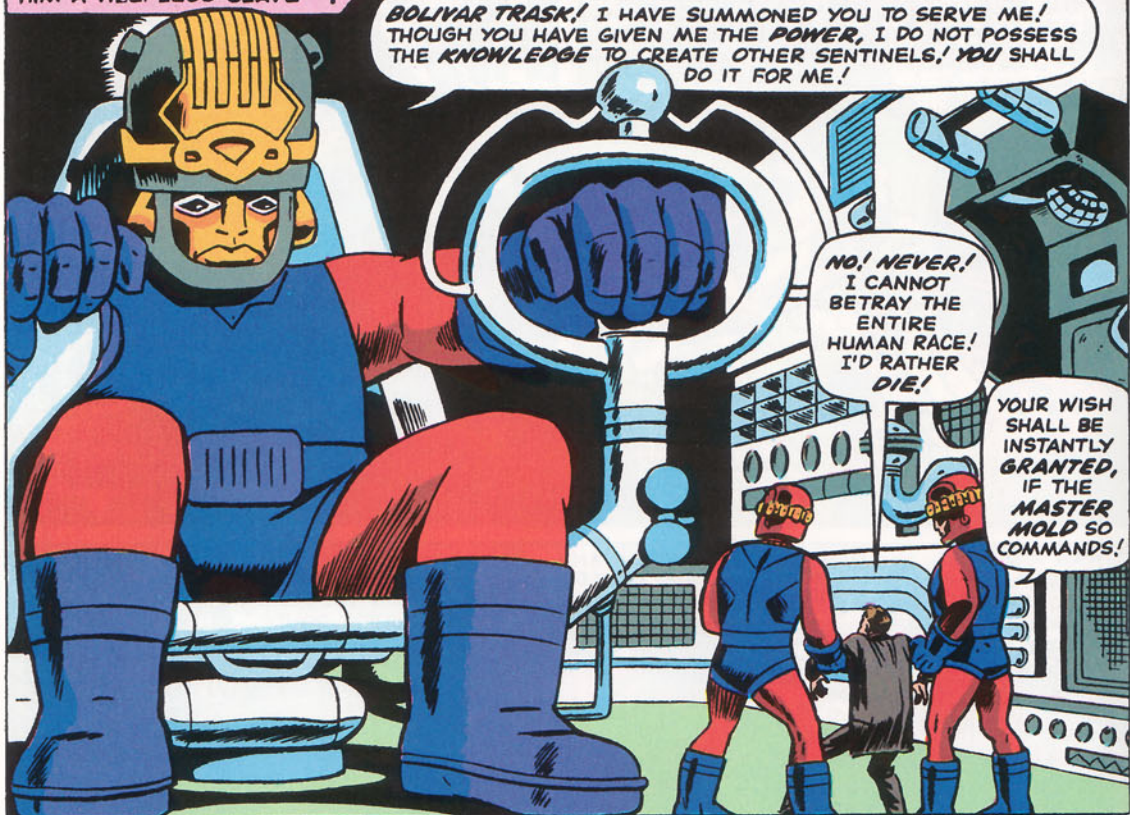


SECONDS LATER, HE WHO HAD BEEN THE MASTER, IS BROUGHT BEFORE THE ONE WHO HAS MADE HIM A HELPLESS SLAVE--!

**BOLIVAR TRASK!** I HAVE SUMMONED YOU TO SERVE ME! THOUGH YOU HAVE GIVEN ME THE *POWER*, I DO NOT POSSESS THE *KNOWLEDGE* TO CREATE OTHER SENTINELS! YOU SHALL DO IT FOR ME!

**NO! NEVER!** I CANNOT BETRAY THE ENTIRE HUMAN RACE! I'D RATHER DIE!

YOUR WISH SHALL BE INSTANTLY GRANTED, IF THE MASTER MOLD SO COMMANDS!



REMEMBER THE *WEAPONS* YOU HAVE GIVEN ME! I CAN DESTROY HALF YOUR NATION! REFUSE TO SERVE ME, AND YOU'LL BE RESPONSIBLE FOR THE CARNAGE THAT RESULTS!

YOU MEAN-- YOU'D ATTACK MANKIND ??!

MY SENTINELS AND I ARE NOT HUMAN! WE HAVE NO FEELINGS -- NO EMOTIONS! WE ARE CAPABLE OF ANYTHING!!



BUT-- THE X-MEN WILL FIGHT YOU! THEY'LL FIND SOME WAY TO DESTROY YOU ALL!

**FOOL!** DID YOU NOT CREATE US TO DESTROY THE X-MEN?! WE ARE TOO POWERFUL! THEY WILL BE HELPLESS BEFORE US!

WE HAVE ALREADY CAPTURED TWO OF THEM! I SHALL STUDY THEM-- BEFORE I ORDER THEM DESTROYED!





MEANWHILE, OUTSIDE THE FANTASTIC FORTRESS AGAIN...

ICEMAN AND THE BEAST WERE CAPTURED!! I WAS TOO LATE TO SAVE THEM!

WE KNOW! WE WITNESSED THE ENTIRE TABLEAU!

YOU DID YOUR BEST, ANGEL! UNFORTUNATELY, YOU'RE NOT MADE OF ASBESTOS!

BUT, WHAT DO WE DO HOW? HOW DO WE SAVE THEM? HOW DO WE GET INTO THE FORTRESS?

GOOD QUESTION, JEAN! THEY SEEM TO HAVE ENOUGH BUILT-IN WEAPONS TO STOP AN ARMY!

AN ARMY, PERHAPS! BUT, WE ARE THE X-MEN! NO MILITARY FORCE ON EARTH CAN EQUAL OUR UNIQUE POWERS!

THOUGH I CANNOT CONTROL THE MECHANICAL BRAIN OF A SENTINEL-- I CAN STILL STRIKE IT WITH A BOLT OF PURE MENTAL ENERGY!

SOMEWHERE BEHIND THOSE WALLS, SENTINELS ARE OPERATING THE WEAPONS THAT GUARD THAT FORTRESS!

IF I BLANK OUT THEIR MINDS, I NULLIFY THEIR WEAPONS!

GREAT, PROFESSOR! IF YOU CAN DOUSE THOSE RAYS, WE CAN STRIKE BEFORE THEY KNOW IT!

EXACTLY! THE TIME HAS COME FOR ME TO BE AN ACTIVE PARTICIPANT IN OUR BATTLE! FIRST, I SHALL MENTALLY TRACE THE RAYS TO THEIR ORIGINAL SOURCE--!

WE'LL STAND READY, SIR! ONCE THOSE RAYS GO OUT, WE MOVE!!

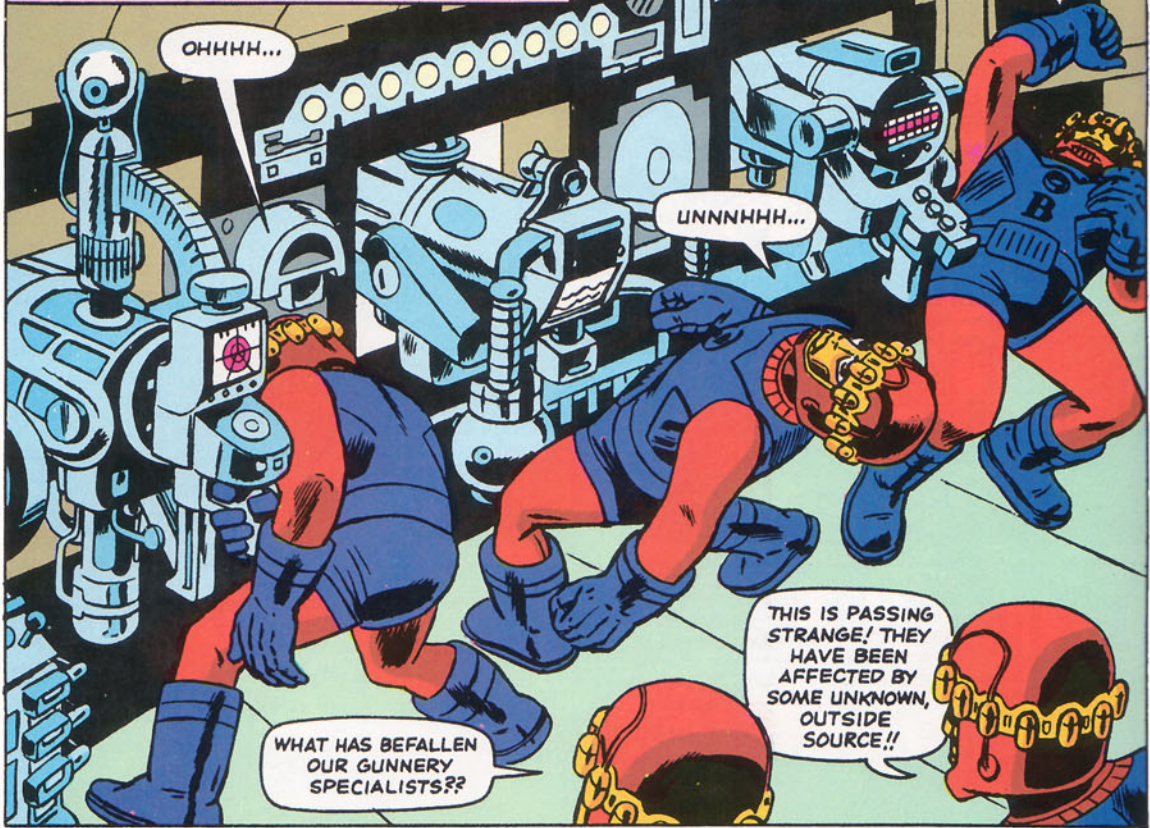
SILENCE!! DO NOT MAKE A SOUND!! DO NOT MOVE A MUSCLE!!

I'VE TAPPED THE RAYS! I'M FOLLOWING THEM-- FOLLOWING-- NOW!!



AT THAT INSTANT, IN THE MASTER WEAPONRY CONTROL ROOM OF THE SENTINELS' FORTRESS...

AHHHH...



OHHHH...

UNNNHHH...

WHAT HAS BEFALLEN OUR GUNNERY SPECIALISTS??

THIS IS PASSING STRANGE! THEY HAVE BEEN AFFECTED BY SOME UNKNOWN, OUTSIDE SOURCE!!

OUR REPEL-GUNS AND RAYS MUST BE ATTENDED! THESE STRICKEN ONES MUST BE REPLACED!

YOUR WORDS HAVE MUCH SUBSTANCE! BUT, IT CANNOT BE DONE WITHOUT THE SECTION LEADER'S APPROVAL!

THERE WILL BE A DELAY, FOR WE DARE NOT VIOLATE OUR PROGRAMMED INSTRUCTIONS!

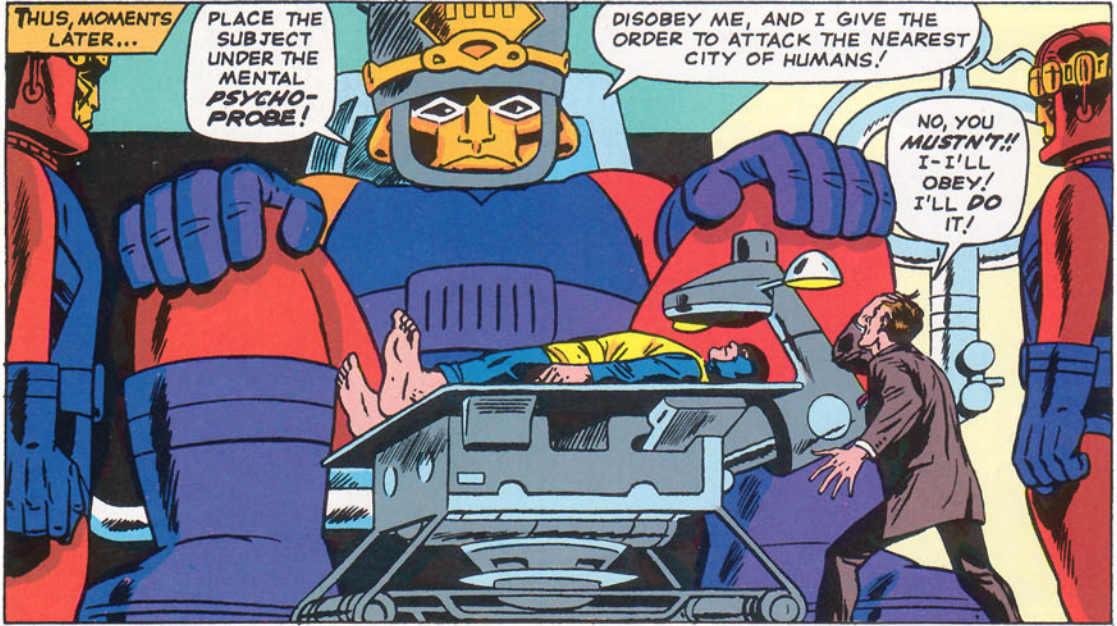
THEN THE SECTION LEADER MUST BE CONTACTED AT ONCE!

BUT, EVEN AS THE SENTINEL SPEAKS, HIS SECTION LEADER IS ATTENDING TO OTHER MATTERS...

FOLLOW ME! THE PRISONER HAS BEEN SUMMONED BY THE MASTER MOLD!







THUS, MOMENTS LATER...

PLACE THE SUBJECT UNDER THE MENTAL PSYCHO-PROBE!

DISOBEY ME, AND I GIVE THE ORDER TO ATTACK THE NEAREST CITY OF HUMANS!

NO, YOU MUSTN'T!! I-I'LL OBEY! I'LL DO IT!



THE PSYCHO-PROBE WILL MAKE THIS X-MAN REVEAL HIS EVERY INNERMOST SECRET! A SMALL ENOUGH PRICE TO PAY FOR SPARING AN ENTIRE CITY!

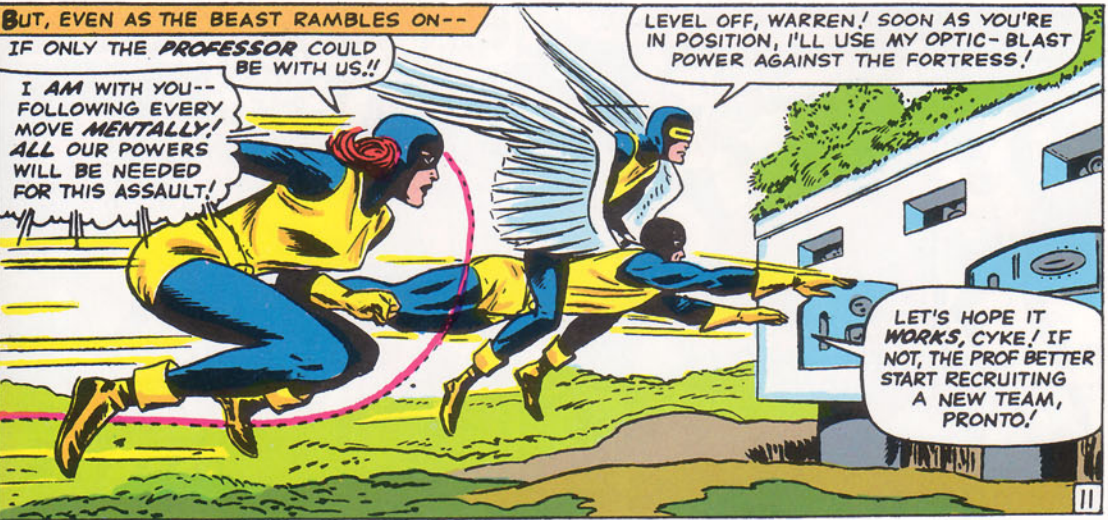
CLICK!



AND THEN AND THERE, UNDER THE IRRESISTIBLE INFLUENCE OF THE STRANGE PSYCHO-BEAM, THE CAPTIVE BEAST BEGINS TO SPEAK-- IN SLOW, EMOTIONLESS TONES...

I AM-- THE BEAST! I SERVE-- THE X-MEN! OUR MISSION-- PROTECT MANKIND-- FROM EVIL MUTANTS-- AND ANY OR ALL DANGERS-- THAT MAY BEFALL--!

THEIR MISSION-- PROTECT MANKIND!! HOW WRONG I WAS ABOUT THEM! WHAT DREAD HARM I'VE DONE--!!



BUT, EVEN AS THE BEAST RAMBLES ON--

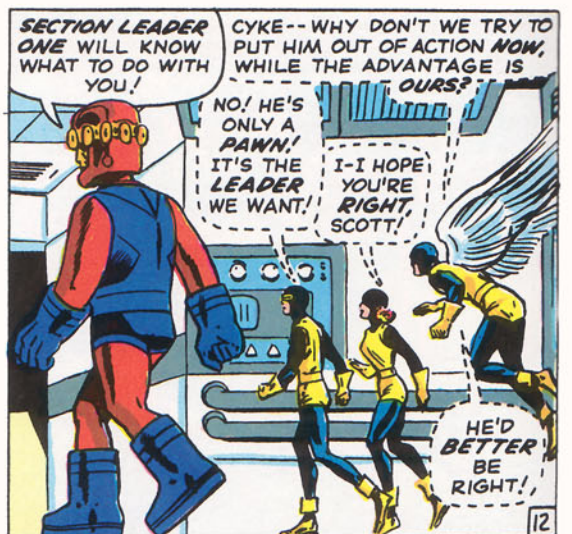
IF ONLY THE PROFESSOR COULD BE WITH US!!

I AM WITH YOU-- FOLLOWING EVERY MOVE MENTALLY! ALL OUR POWERS WILL BE NEEDED FOR THIS ASSAULT!

LEVEL OFF, WARREN! SOON AS YOU'RE IN POSITION, I'LL USE MY OPTIC-BLAST POWER AGAINST THE FORTRESS!

LET'S HOPE IT WORKS, CYKE! IF NOT, THE PROF BETTER START RECRUITING A NEW TEAM, PRONTO!









YOU MADE THE RIGHT DECISION, SCOTT! BUT, ALWAYS REMEMBER, WITH THE PRIDE OF LEADERSHIP GOES THE WEIGHT OF RESPONSIBILITY, YOU MUST BE ABLE TO BEAR THEM BOTH!

I'LL DO MY BEST, SIR-- BUT IT'S SURE GOOD TO KNOW YOU'RE MENTALLY MONITORING OUR PROGRESS!

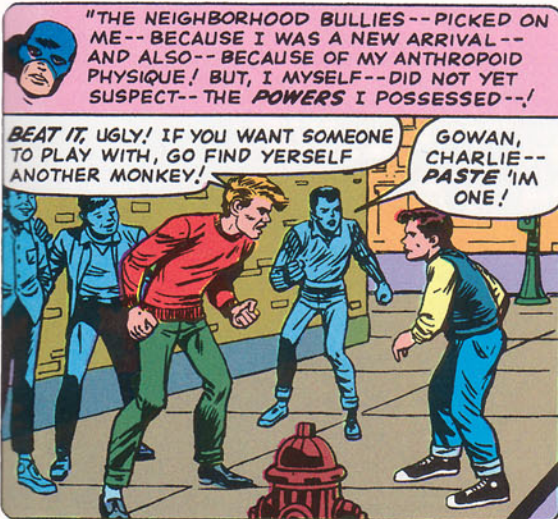
WE'RE REACHING THE END OF THE PASSAGEWAY...!



MEANWHILE, UNDER THE PSYCHO-PROBE, THE BEAST CONTINUES TO TALK...

MY FATHER WAS-- AN ORDINARY LABORER-- AT AN ATOMIC PROJECT, I PROBABLY GAINED MY POWER-- DUE TO RADIATION-- WHICH AFFECTED HIM BEFORE I WAS BORN! I'LL NEVER --KNOW FOR SURE!

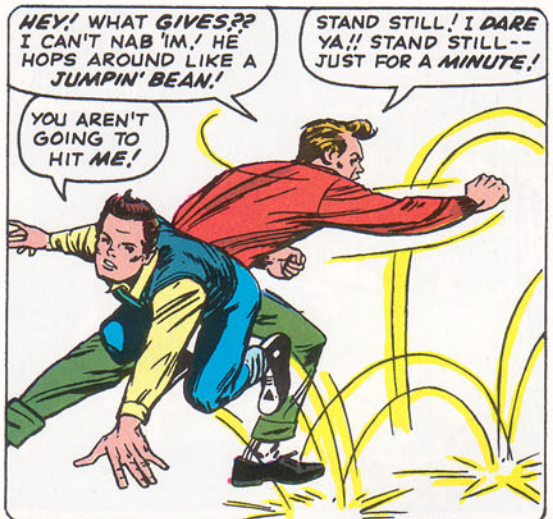
ONE DAY-- HE LOST HIS JOB -- AND SO WE MOVED-- TO ANOTHER CITY--



"THE NEIGHBORHOOD BULLIES-- PICKED ON ME-- BECAUSE I WAS A NEW ARRIVAL-- AND ALSO-- BECAUSE OF MY ANTHROPOID PHYSIQUE! BUT, I MYSELF-- DID NOT YET SUSPECT-- THE POWERS I POSSESSED--!"

BEAT IT, UGLY! IF YOU WANT SOMEONE TO PLAY WITH, GO FIND YERSELF ANOTHER MONKEY!

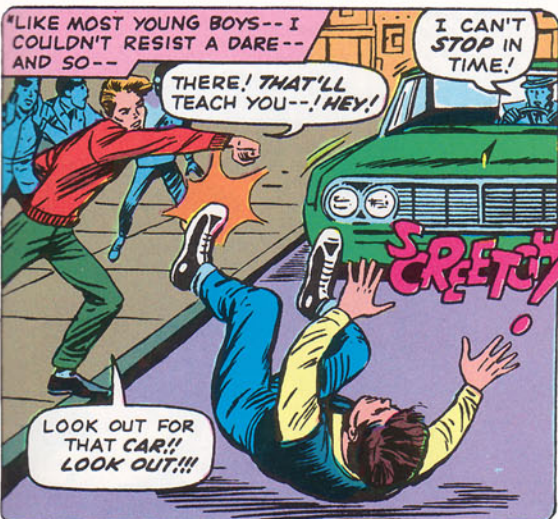
GOWAN, CHARLIE-- PASTE 'IM ONE!



HEY! WHAT GIVES?? I CAN'T NAB 'IM, HE HOPS AROUND LIKE A JUMPIN' BEAN!

STAND STILL! I DARE YA!! STAND STILL-- JUST FOR A MINUTE!

YOU AREN'T GOING TO HIT ME!



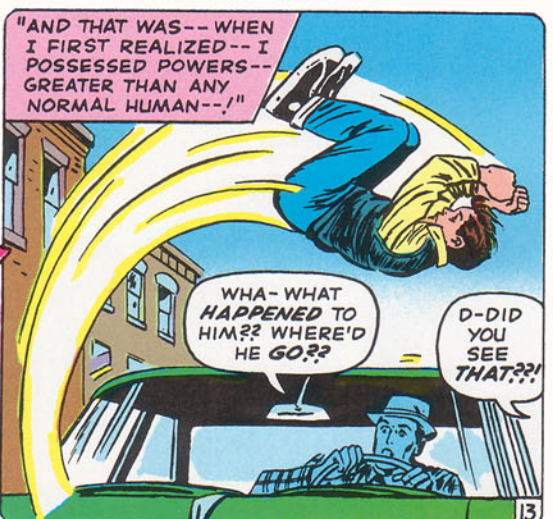
"LIKE MOST YOUNG BOYS-- I COULDN'T RESIST A DARE-- AND SO--"

I CAN'T STOP IN TIME!

THERE! THAT'LL TEACH YOU--! HEY!

SCRETCY

LOOK OUT FOR THAT CAR!! LOOK OUT!!!

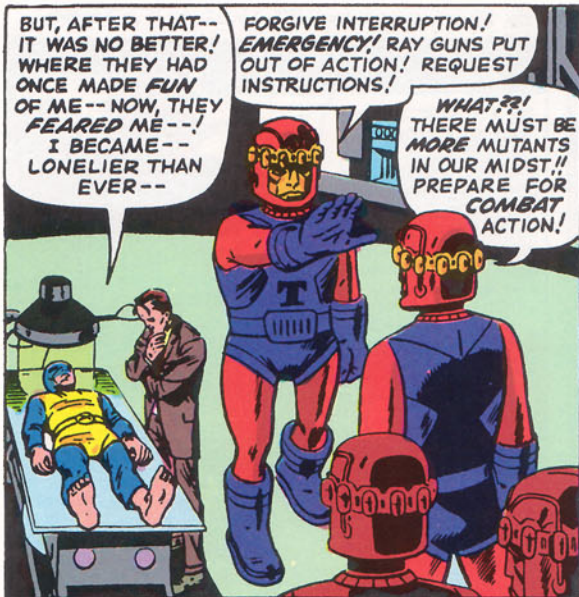


"AND THAT WAS-- WHEN I FIRST REALIZED-- I POSSESSED POWERS-- GREATER THAN ANY NORMAL HUMAN--!"

WHA- WHAT HAPPENED TO HIM?? WHERE'D HE GO??

D-DID YOU SEE THAT??!





BUT, AFTER THAT-- IT WAS NO BETTER-- WHERE THEY HAD ONCE MADE FUN OF ME-- NOW, THEY FEARED ME--! I BECAME-- LONELIER THAN EVER--

FORGIVE INTERRUPTION! EMERGENCY! RAY GUNS PUT OUT OF ACTION! REQUEST INSTRUCTIONS!

WHAT??! THERE MUST BE MORE MUTANTS IN OUR MIDST!! PREPARE FOR COMBAT ACTION!



FOLLOW ME! MUTANTS ARE OUR NATURAL ENEMIES! THEY MUST BE FOUND AND DESTROYED, WHEREVER THEY EXIST! WE ARE ALL SO PROGRAMMED!

THEY SHALL NOT ESCAPE US!



WHILE, JUST A FEW HUNDRED YARDS AWAY...

SCOTT!! WARREN!! IN THERE --LOOK!

BOBBY IS THERE!! BUT--WHERE'S THE BEAST??

ICEMAN!! IMPRISONED IN SOME SORT OF A GLASS CUBICLE!!

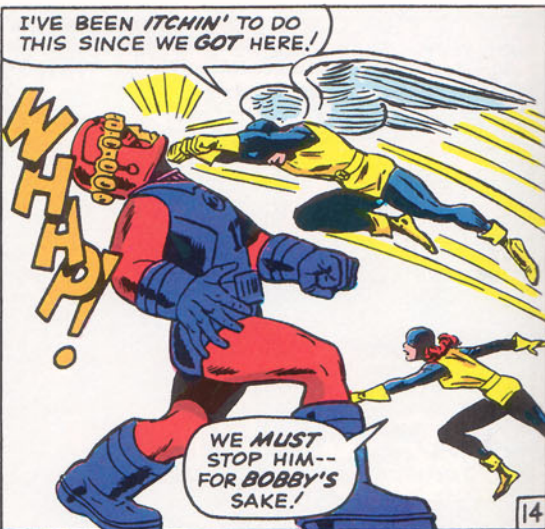
WE'VE GOT TO GET HIM OUT OF THERE!



STOP! YOUR ORDERS WERE TO FOLLOW ME!

ANGEL!! WHAT'S HE GOING TO DO??

IT DOESN'T MATTER, JEANNIE! I WON'T GIVE HIM THE CHANCE!

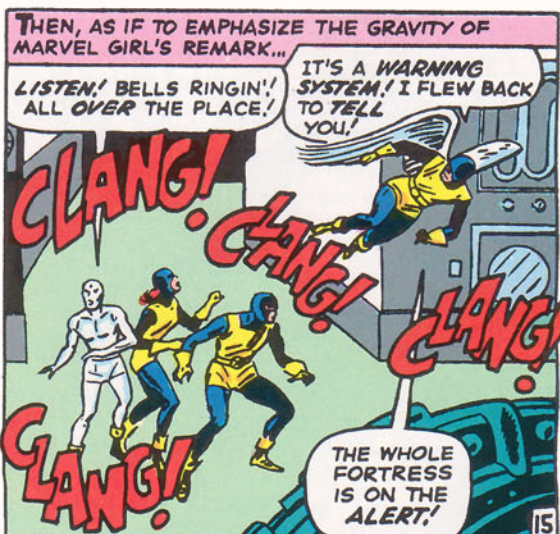
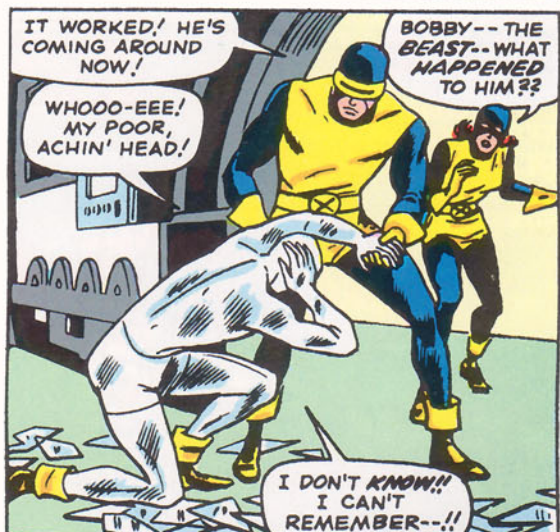
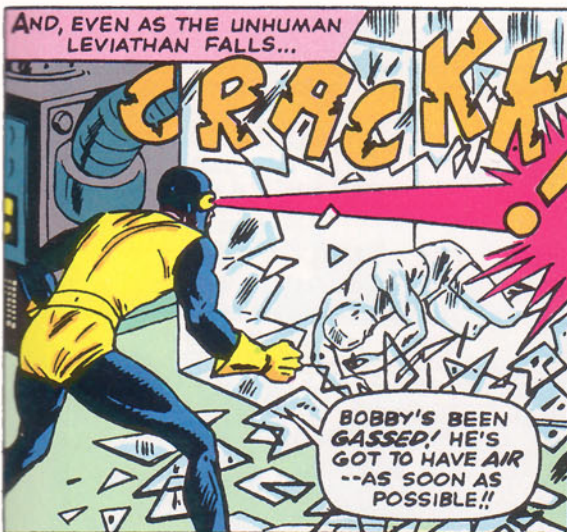
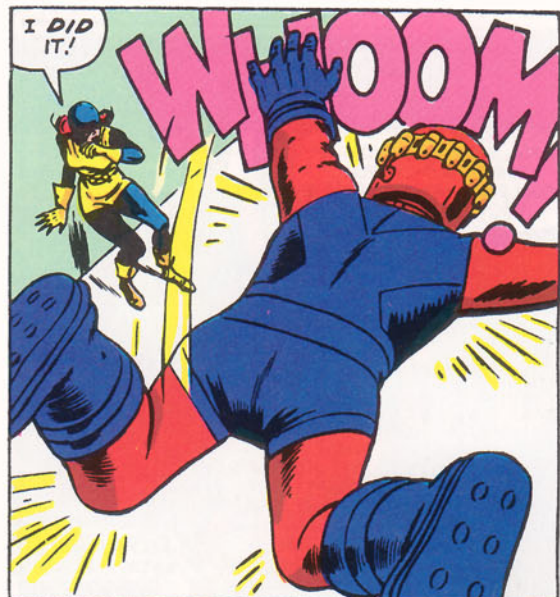
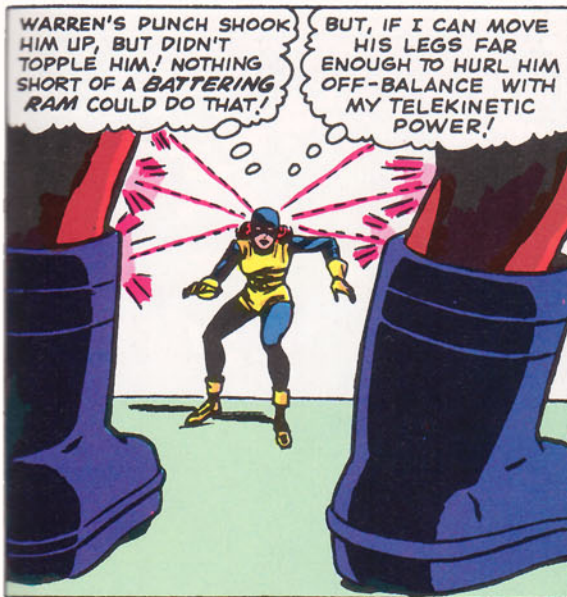


I'VE BEEN ITCHIN' TO DO THIS SINCE WE GOT HERE!

WHY??

WE MUST STOP HIM-- FOR BOBBY'S SAKE!

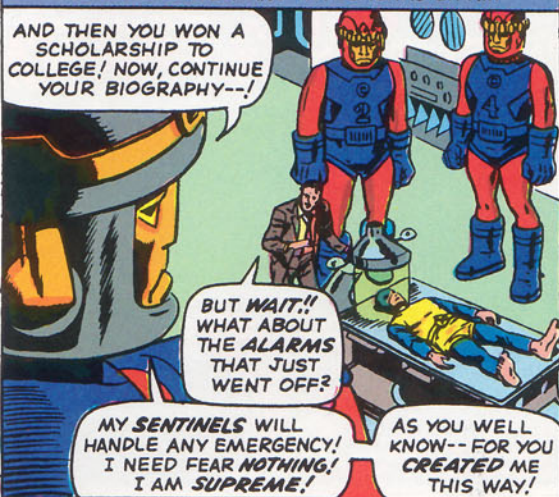






BUT, IN THE VAST CHAMBER OF THE *MASTER MOLD*, ALL IS CALM, AS THE TITANIC UNHUMAN LISTENS TO THE BEAST'S TALE... SECURE IN THE KNOWLEDGE OF HIS OWN POWER AND INVULNERABILITY....!

AND THEN YOU WON A SCHOLARSHIP TO COLLEGE! NOW, CONTINUE YOUR BIOGRAPHY--!



BUT WAIT!! WHAT ABOUT THE ALARMS THAT JUST WENT OFF?

MY SENTINELS WILL HANDLE ANY EMERGENCY! I NEED FEAR NOTHING! I AM SUPREME!

AS YOU WELL KNOW-- FOR YOU CREATED ME THIS WAY!

"I EXCELLED-- AT EVERYTHING! SCHOLASTICALLY-- I WAS HEAD OF MY CLASS! AND-- IN SPORTS-- I WAS UNBEATABLE--!"

COMPARED TO MY AGILITY, THEY'RE LIKE STATUES!



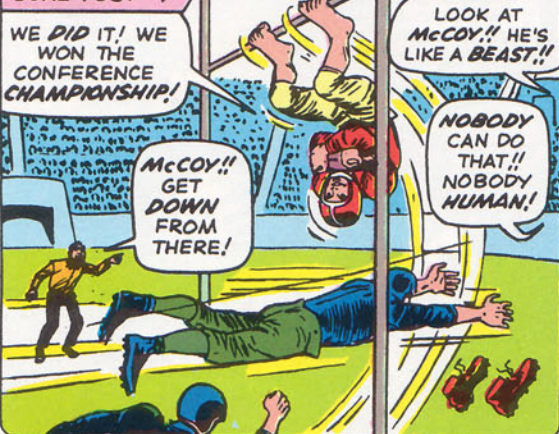
"BUT, MY OWN NATURAL ENTHUSIASM-- GOT THE BETTER OF ME-- ONE DAY! AFTER SCORING A GOAL -- I KICKED OFF MY SHOES-- AND LEAPED FOR THE GOAL POST--!"

WE DID IT! WE WON THE CONFERENCE CHAMPIONSHIP!

McCOY!! GET DOWN FROM THERE!

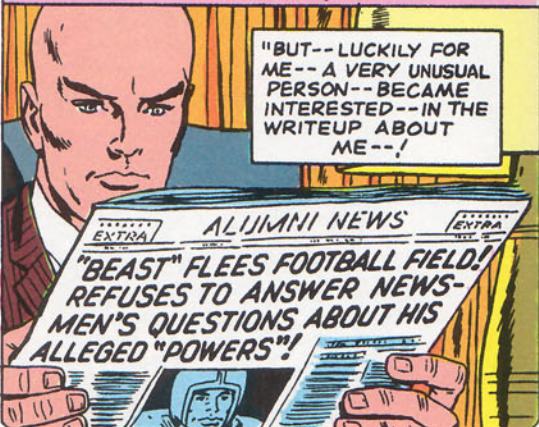
LOOK AT McCOY!! HE'S LIKE A BEAST!!

NOBODY CAN DO THAT!! NOBODY HUMAN!



"THE NAME *BEAST*-- STUCK TO ME! BUT-- WORSE THAN THAT-- THE *SUSPICIONS* STARTED FORMING-- SUSPICIONS THAT I WASN'T-- COMPLETELY HUMAN--!"

"BUT-- LUCKILY FOR ME-- A VERY UNUSUAL PERSON-- BECAME INTERESTED-- IN THE WRITEUP ABOUT ME--!"



"BEAST" FLEES FOOTBALL FIELD! REFUSES TO ANSWER NEWSMEN'S QUESTIONS ABOUT HIS ALLEGED "POWERS"!

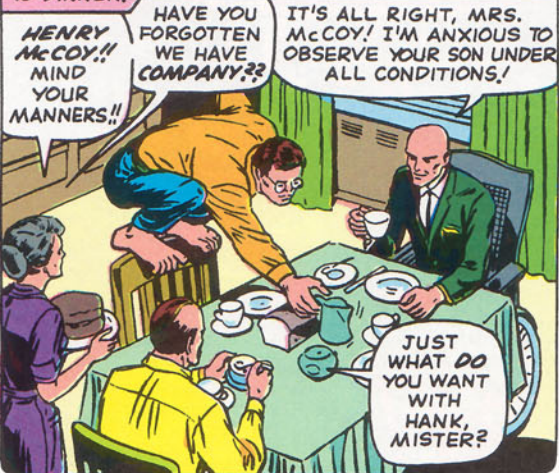
"BEFORE LONG, WE HAD-- A VERY SPECIAL GUEST-- TO DINNER!"

HENRY McCOY!! MIND YOUR MANNERS!!

HAVE YOU FORGOTTEN WE HAVE COMPANY??

IT'S ALL RIGHT, MRS. McCOY! I'M ANXIOUS TO OBSERVE YOUR SON UNDER ALL CONDITIONS!

JUST WHAT DO YOU WANT WITH HANK, MISTER?

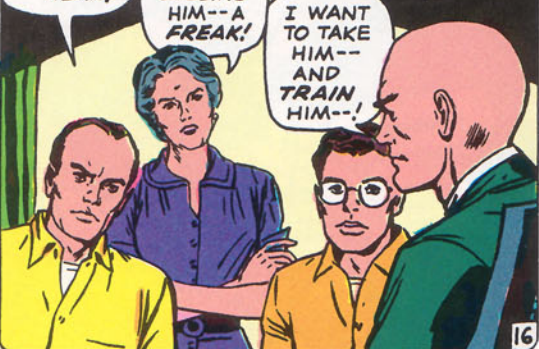


HE MAY SEEM STRANGE TO OTHERS, BUT HE'S A GOOD BOY -- DO YOU HEAR?

WE'RE TERRIBLY PROUD OF HENRY-- DESPITE OTHER PEOPLE CALLING HIM-- A FREAK!

THAT'S WHY I'M HERE! YOUR SON CAN GO THRU LIFE AS A "FREAK"-- OR A BENEFACTOR OF THE HUMAN RACE! THE CHOICE IS YOURS!

I WANT TO TAKE HIM-- AND TRAIN HIM--!





MEANWHILE, ACROSS THE CHASM FROM THE SENTINELS' FORTRESS, PROFESSOR XAVIER, MENTALLY SCANNING THE AREA, SUDDENLY GASPS WITH ALARM...

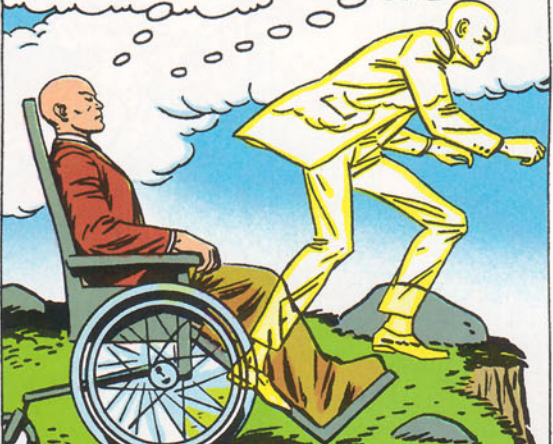
HANK CANNOT HELP HIMSELF! UNDER THAT PSYCHIC PROBE HE'S TELLING TOO MUCH!



I'VE GOT TO STOP HIM, BEFORE HE GIVES AWAY TOO MANY OF OUR SECRETS!

ALTHOUGH I'M CONFINED TO THIS CHAIR-- WHICH, LUCKILY, JEAN LEVITATED FROM WHERE IT HAD FALLEN BELOW-- I'VE GOT TO TAKE A DESPERATE GAMBLE--!

I'LL SEND MY INVISIBLE ASTRAL IMAGE TO WHERE HANK IS! IT'S THE ONLY THING THAT CAN HELP NOW!!



BEING UNSOLID, NOTHING CAN PREVENT MY ENTERING ANY PLACE I CHOOSE!

WE MUST FIND THAT MUTANT LEADER MY CAPTIVE HAS MENTIONED!! FIND HIM-- AND IMMEDIATELY DESTROY HIM!



I DIDN'T GET HERE A SECOND TOO SOON!

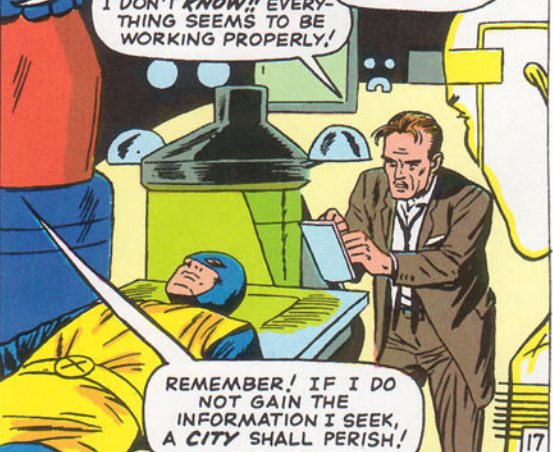
THOUGH I CAN ACCOMPLISH NO PHYSICAL ACTS WHILE IN MY ASTRAL FORM, I CAN MENTALLY FOCUS MY BRAIN WAVES AND BOMBARD HANK'S MIND WITH SHARP THOUGHT PARTICLES THAT WILL TEMPORARILY DEADEN HIS OWN THOUGHTS!



NOW, NOT EVEN THE PSYCHOPROBE CAN GET ANY INFORMATION OUT OF HIM ANY MORE!

TRASK!! WHY DID HE STOP SPEAKING-- JUST WHEN HE WAS ABOUT TO REVEAL THE X-MEN'S HIDEOUT??

I DON'T KNOW!! EVERYTHING SEEMS TO BE WORKING PROPERLY!

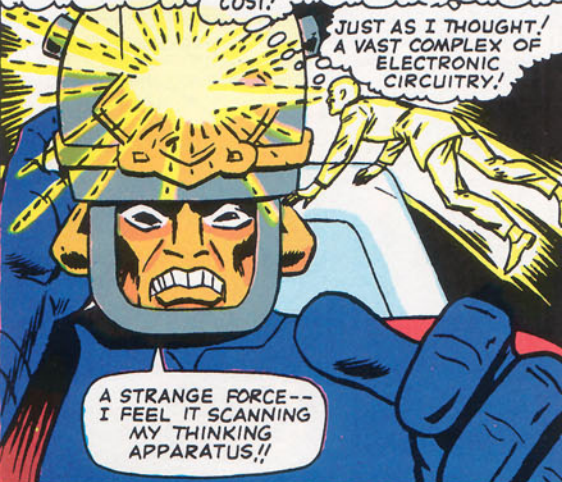


REMEMBER! IF I DO NOT GAIN THE INFORMATION I SEEK, A CITY SHALL PERISH!



**BUT THEN, THE BRILLIANT LEADER OF THE X-MEN TAKES A DESPERATE CHANCE--!**

I'VE GOT TO PROBE THE MECHANICAL BRAIN OF THE **MASTER MOLD** HIMSELF--NO MATTER WHAT THE COST!



JUST AS I THOUGHT!  
A VAST COMPLEX OF  
ELECTRONIC  
CIRCUITRY!

A STRANGE FORCE--  
I FEEL IT SCANNING  
MY THINKING  
APPARATUS!!

THERE IS SOMETHING  
HERE!! A MENACING  
PRESENCE! I *SENSE*  
IT! I *FEEL* IT! BUT  
I CANNOT *SEE* IT!



YET, I AM  
EQUIPPED WITH  
WEAPONS FOR  
ANY TYPE OF  
ATTACK!

**AND THEN, WITH  
DAZZLING, TOTALLY  
UNHUMAN SPEED...**

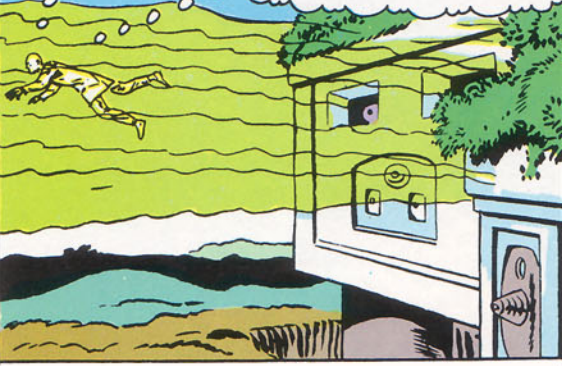


**MICRO-ELECTRIC BLASTS--** LEAPING FROM HIS FINGERS!  
THEY'RE FILLING THE ENTIRE CHAMBER! I CANNOT DODGE  
THEM!

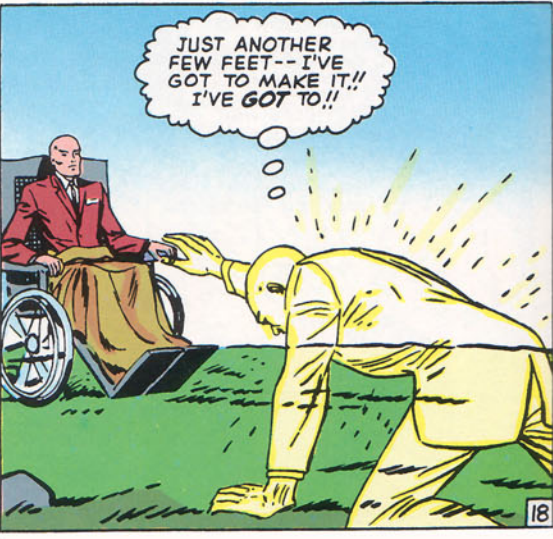
MY ASTRAL-  
IMAGE IS COMPOSED  
OF ELECTRIFIED  
THOUGHT WAVES!!  
IT CAN BE **HARMED**  
BY THE **MASTER  
MOLD'S** MICRO-  
ELECTRIC ATTACK!

I'VE GOT TO  
RETURN TO MY  
BODY--BEFORE  
THE BOLTS  
WEAKEN ME  
TOO MUCH!

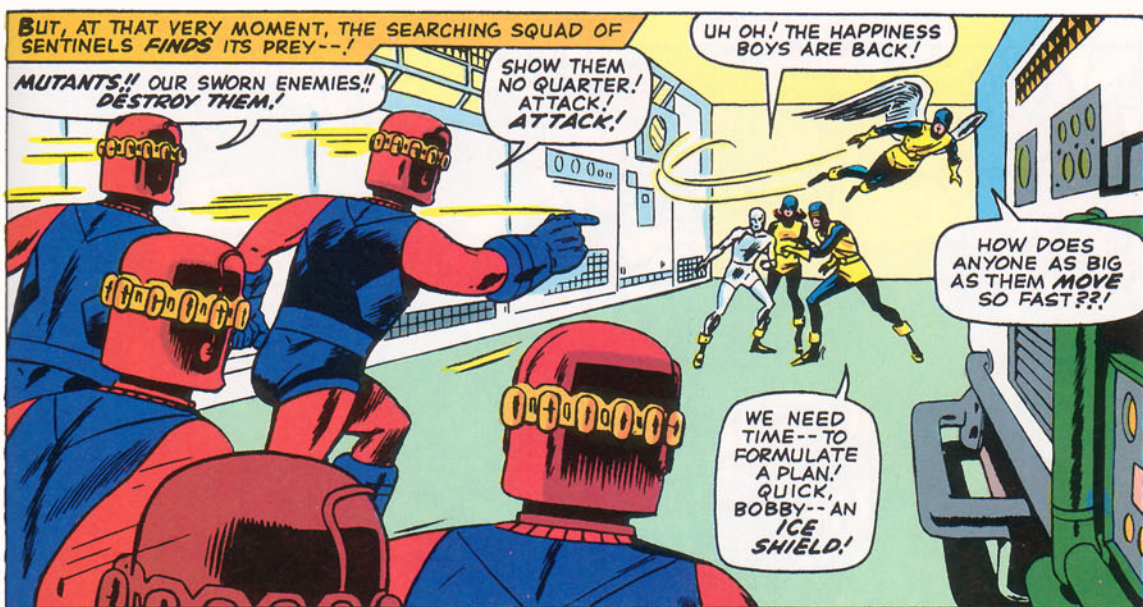
IF I SHOULD BE **UNABLE**  
TO ONCE AGAIN **REJOIN**  
MY PHYSICAL SELF, THEN  
MY FLESH-AND-BLOOD  
BODY WOULD BE  
CONDEMNED TO REMAIN  
IN A TRANCE--**FOREVER!**



JUST ANOTHER  
FEW FEET-- I'VE  
GOT TO MAKE IT!!  
I'VE GOT TO!!







BUT, AT THAT VERY MOMENT, THE SEARCHING SQUAD OF SENTINELS FINDS ITS PREY--!

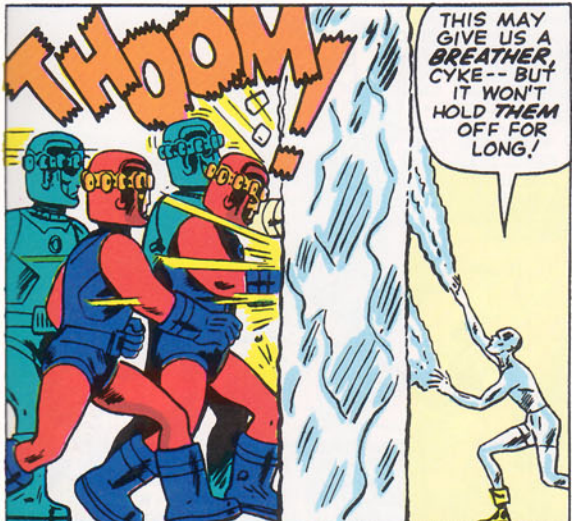
MUTANTS!! OUR SWORN ENEMIES!! DESTROY THEM!

SHOW THEM NO QUARTER! ATTACK! ATTACK! ATTACK!

UH OH! THE HAPPINESS BOYS ARE BACK!

HOW DOES ANYONE AS BIG AS THEM MOVE SO FAST??!

WE NEED TIME-- TO FORMULATE A PLAN! QUICK, BOBBY-- AN ICE SHIELD!



THOOM!

THIS MAY GIVE US A BREATHER, CYKE-- BUT IT WON'T HOLD THEM OFF FOR LONG!



IT DOESN'T HAVE TO! WE JUST NEED TIME TO GET OUR WITS TOGETHER! ANGEL, SEE IF YOU CAN FLY JEAN TO SOME PLACE OF SAFETY!

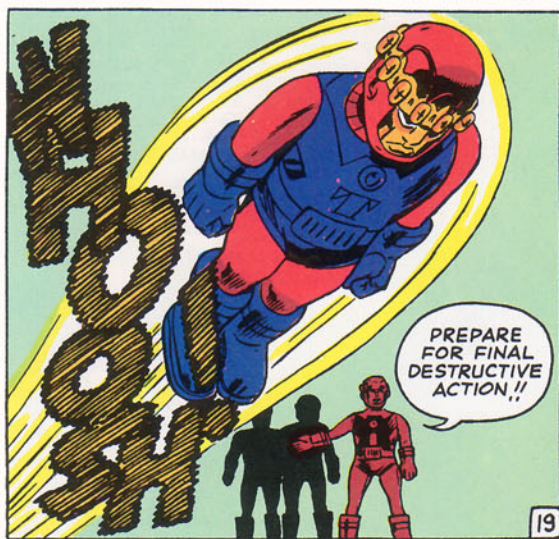
NOT ON YOUR LIFE, SCOTT! I'LL SEE THIS THRU WITH YOU-- TO THE VERY END!

WHY'S IT SO QUIET BACK THERE?? WHAT ARE THEY COOKING UP NOW??



AND, IN ANSWER TO ICEMAN'S QUESTION--!

USE THE PROPULSION POWER BUILT INTO THE SOLES OF YOUR FEET-- THEN STRIKE!



BOOM!

PREPARE FOR FINAL DESTRUCTIVE ACTION!!





LOOK OUT!! HE CRASHED THRU!

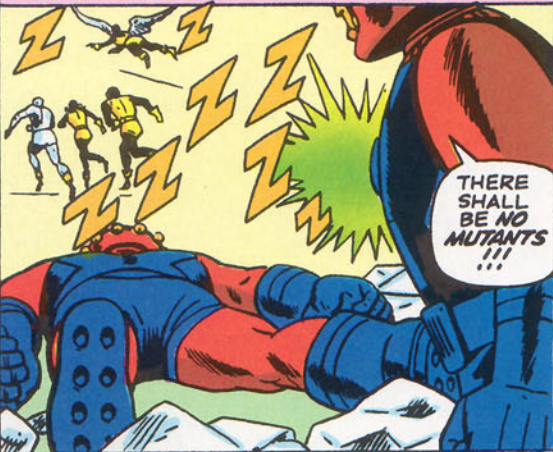


ZINGO! YOU GOT 'IM, CYKE! TERRIFIC!

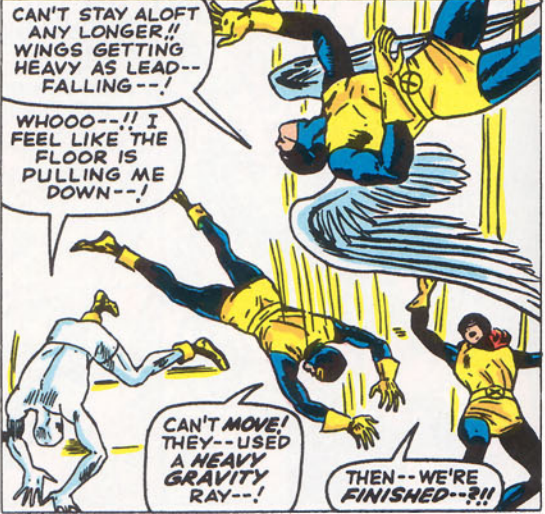
BUT THERE ARE OTHERS, FOLLOWING!

IT'S BEEN NICE KNOWIN' YOU, GUYS!

THEN, BEFORE THE YOUTHS CAN MAKE ANOTHER MOVE, THE ADVANCING SECTION LEADER ACTIVATES A BUTTON ON HIS CHEST PLATE, AND...



THERE SHALL BE NO MUTANTS !!!



CAN'T STAY ALOFT ANY LONGER!! WINGS GETTING HEAVY AS LEAD-- FALLING--!

WHOOO--!! I FEEL LIKE THE FLOOR IS PULLING ME DOWN--!

CAN'T MOVE! THEY--USED A HEAVY GRAVITY RAY--!

THEN--WE'RE FINISHED--?!!

AND, AS THE NOW HELPLESS X-MEN SINK SLOWLY TO THE FLOOR--!



IF WE CAN DEFEAT THE X-MEN SO EASILY, THE REST OF MANKIND-- WITHOUT MUTANT POWERS-- WILL BE ABLE TO OFFER ALMOST NO RESISTANCE!

THEREFORE, I NOW COMMAND YOU TO CREATE AN ARMY OF NEW SENTINELS FOR ME!

AN ARMY OF THOUSANDS!!

NO, I WON'T! IT WILL MEAN THE END OF MANKIND HERE ON EARTH!!

I HAD WANTED TO HELP HUMANITY-- TO FIGHT THE MUTANTS!! WHAT A FOOL I WAS!! WHAT A BLIND-- DANGEROUS FOOL!



SEIZE HIM!! HE SHALL NOT REFUSE US-- FOR LONG!!

NEXT ISSUE! YOU'LL ACTUALLY WITNESS THE CREATION OF A SENTINEL--AS WELL AS ONE OF THE MOST THRILLING STORY ENDINGS YOU'VE EVER GASPED AT! YOU'LL SEE THE X-MEN, MENACED BY TRASK'S UNHUMAN CREATIONS ON THE ONE HAND, AND THEIR OWN INHERENT WEAKNESSES ON THE OTHER! EVEN IF YOU'RE NOT A MUTANT, YOU MUSTN'T MISS IT! 'NUFF SAID!