

APPROVED
BY THE
COMICS
CODE
AUTHORITY

TO SAVE
A CITY!

the X-MEN

IND.
23
AUG

MARVEL
COMICS
GROUP

10d

ACTION LOVERS!
THIS ONE'S
FOR YOU!



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

TO SAVE A CITY

IT'S ROLLICKIN' RESUMÉ TIME!
BUT, INSTEAD OF WASTING A LOT
OF SPACE ON WORDY INTRODUCTIONS,
LET'S QUICKLY PLUNGE RIGHT IN
AND LET THE STORY TELL ITSELF...

IN A FEW MOMENTS--WHILE YOU ARE
CHAINED HERE, HELPLESS--I SHALL
STEAL THE NATION'S CAPITAL!
JUST AS YOU X-MEN FELL BEFORE
THE POWER OF THE NEW, REVIVED
MAGGIA, SO WILL ALL OF AMERICA
SOON GROVEL BEFORE THE MIGHT
OF...COUNT NEFARIA!

JOIN ME--AND SHARE MY
SUREME TRIUMPH! FOR, IF
YOU DO NOT, I SHALL BE
FORCED ULTIMATELY TO
DESTROY YOU!

WHAT ARE YOU, NEFARIA--
SOME KIND OF A NUT?
NOBODY COULD POSSIBLY
CAPTURE THE ENTIRE
DISTRICT OF
COLUMBIA!

YOUR SUPER-POWERED
FLUNKIES MAY HAVE
CAPTURED US SEPARATELY,
BUT YOU'LL NEVER GET THE X-MEN
TO HELP YOU IN YOUR
MORONIC PLOT!

DON'T BE TOO CERTAIN,
ANGEL! THERE'S SOMETHING
ABOUT HIM THAT
MAKES ME SUSPECT HE
MAY BE ABLE TO CARRY
OUT HIS THREAT!

WHO IS THIS
COUNT NEFARIA?
WE'VE NEVER
ENCOUNTERED
HIM BEFORE!

SO, LET HIM
ORATE AWAY,
CYCLOPS--WE'RE
DEFINITELY A
CAPTIVE
AUDIENCE!

EDITED IN ECSTASY BY
STAN LEE
WRITTEN IN RAPTURE BY
ROY THOMAS
DRAWN IN DELIGHT BY
WERNER ROTH
DELINEATED IN DEPTH BY
DICK AYERS
LETTERED IN A LAWN-CHAIR BY
ARTIE SIMEK





THE BEAST IS CORRECT, MY FRIENDS! FURTHERMORE, YOU HAVE NO CHOICE BUT TO AID ME!

FOR, WHETHER YOU DO OR NOT, THE WORLD WILL HOLD YOU RESPONSIBLE FOR THAT GREATEST OF CRIMES!

SO THAT'S YOUR ANGLE--TO FORCE US TO HELP YOU!

THAT STILL DOESN'T EXPLAIN HOW YOU INTEND TO CAPTURE WASHINGTON-- THE MOST CAREFULLY GUARDED CITY ON EARTH!



I CHOOSE TO REVEAL NO MORE AT THIS TIME! BUT, REST ASSURED-- THE MENACE IS A VERY REAL ONE! REFUSE TO SERVE ME--AND NOT ONLY WILL A MILLION PERSONS BE DOOMED...

--BUT, MOST IRONIC OF ALL, YOU SHALL BE BLAMED FOR IT! MY HANDS WILL BE CLEAN!

AND NOW, I LEAVE YOU TO DECIDE! I SHALL RETURN IN... ONE HOUR!



THAT SANGUINARY LITTLE SCENE SHOULD BRING ALL DELINQUENT MARVELITES UP TO DATE AS PAINLESSLY AS POSSIBLE! AND NOW, WE SWITCH TO THE PRESENT, AS...

LET THE DRAMA BEGIN! THE WORLD SHALL SOON KNOW OF THE IRRESISTIBLE POWER OF COUNT NEFARIA!

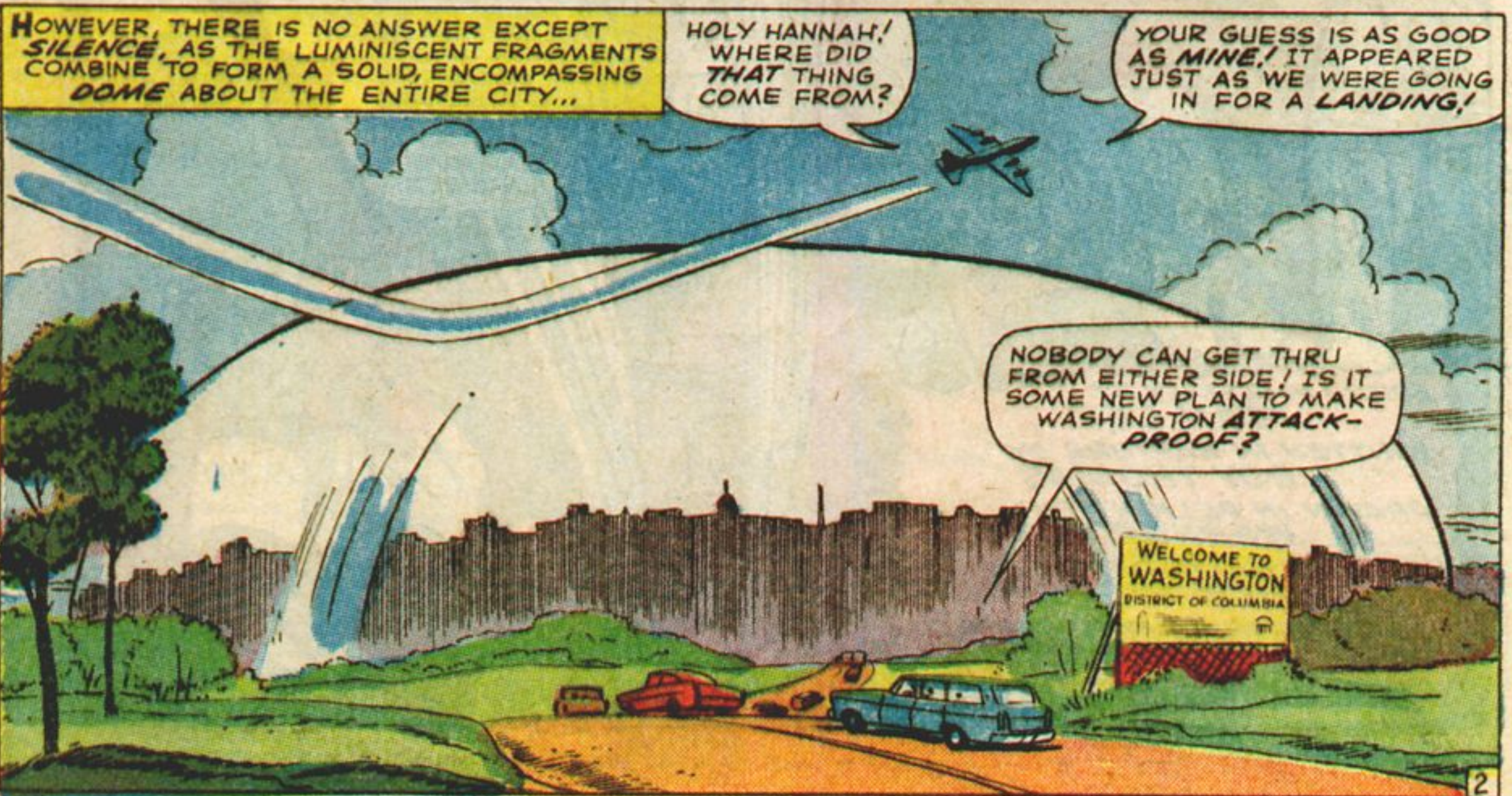
FIRST, THE NATION'S CAPITAL MUST BE SEALED OFF FROM ALL OUTSIDE INFLUENCES!



THEN, EVEN AS THE COUNT MANIPULATES THE CONTROLS OF HIS AWESOME INVENTION, THE CITIZENS OF WASHINGTON ARE SUDDENLY STARTLED TO BEHOLD...

WHAT'S THIS? IT CAN'T BE SNOW-- NOT IN JUNE!

NO! IT'S COUNTLESS GLOWING PARTICLES, CRYSTALLIZING IN THE AIR! BUT, WHAT CAN IT MEAN?



HOWEVER, THERE IS NO ANSWER EXCEPT SILENCE, AS THE LUMINESCENT FRAGMENTS COMBINE TO FORM A SOLID, ENCOMPASSING DOME ABOUT THE ENTIRE CITY...

HOLY HANNAH! WHERE DID THAT THING COME FROM?

YOUR GUESS IS AS GOOD AS MINE! IT APPEARED JUST AS WE WERE GOING IN FOR A LANDING!

NOBODY CAN GET THRU FROM EITHER SIDE! IS IT SOME NEW PLAN TO MAKE WASHINGTON ATTACK-PROOF?

WELCOME TO WASHINGTON DISTRICT OF COLUMBIA

AND, INSIDE THE TRANSPARENT PRISON...

LOOK, OFFICER, IF THIS IS SOME KINDA ALERT, HOW LONG IS IT GONNA LAST? THIS TRUCK'S LOADED DOWN WITH PERISHABLE GOODS!

IF THIS IS JUST A TEST, MAC, I DON'T KNOW ANY MORE ABOUT IT THAN YOU DO--AND DON'T I WISH I DID!



THE CARS ARE BACKED UP FOR MILES ALREADY!

BUT, EVEN AS THE SENATOR DIALS, BOTH THE CIVIL AND MILITARY AUTHORITIES ARE ALREADY ON THE SPOT...

AND I MIGHT AS WELL BE SWINGING A STRAND OF SPAGHETTI AS THIS AX!

NO GO! THIS PNEUMATIC DRILL WILL CUT DIAMOND--BUT IT WON'T EVEN DENT THIS STUFF!



ALRIGHT, MEN-- THAT'S ENOUGH! WE'LL HAVE TO BLAST OUR WAY IN!

BUT, WE DARE NOT USE NUCLEAR WEAPONS WITHOUT KNOWING JUST HOW STRONG THE DOME IS! OTHERWISE, THE LOSS IN LIVES AND PROPERTY COULD BE STAGGERING!



THEN, WHAT IS THERE LEFT THAT WE CAN DO, GENERAL?

NOTHING--EXCEPT SIT AND WAIT! I SUSPECT THAT WHOEVER CONSTRUCTED THIS DEVICE WILL GET IN TOUCH WITH US!

MEANWHILE, IN THE CAPITOL BUILDING, AMERICA'S LAW-MAKERS HAVE MUCH MORE ON THEIR MINDS THAN THE TRAFFIC!

I DON'T LIKE IT! THE PRESIDENT ASSURED US THAT DOME'S NOT OF OUR MAKING!

I WONDER--COULD IT BE...THEIRS?



WE MUST GET TO THE BOTTOM OF THIS, AND FAST! I'M CALLING THE PENTAGON!

AND SO, DYNAMITE IS TRIED ON THE STRANGE, ALL-ENCOMPASSING DOME--WITH DISCOURAGING RESULTS!



WE STRUCK OUT AGAIN! WHAT'S THAT THING MADE OF, ANYWAY?

GENERAL, I'VE GOT A HUNCH THAT NOTHING SHORT OF AN A-BOMB IS GOING TO SMASH THRU THAT BARRIER!

YOU MAY BE RIGHT, CAPTAIN--

AND--YOU GUESSED IT, MARVELITE--AT THAT VERY MOMENT...

I HAVE GIVEN WASHINGTON--AND THE NATION--LONG ENOUGH TO DETERMINE THAT NOTHING THEY CAN DO WILL RID THEM OF MY CRYSTALLINE DOME! NOW, IT IS TIME TO PRESENT MY DEMANDS!



FOR, IN SO DOING, I SHALL FORCE THE X-MEN TO BECOME MY ALLIES IN THIS MOST DARING OF ALL POSSIBLE CRIMES!

BARE SECONDS LATER, ON THE STEPS OF THE CAPITOL, A MOST UNUSUAL SCENE IS ENACTED...

STAND ASIDE, GUARD! WE'VE COME ABOUT THE SHIELD WHICH COVERS THE CITY!

THE X-MEN! THERE'S A SPECIAL COMMITTEE MEETING ABOUT THAT RIGHT NOW! GO ON IN!

AFTER SEEING YOU BATTLE THE SENTINELS, I'VE A HUNCH IF ANYONE CAN LICK THIS THING --IT'S YOU!

***AS RECOUNTED IN X-MEN #14-16, INCLUSIVE--REMEMBER? --SMILEY.**

THEN--A MIND-STAGGERING ULTIMATUM!

WE ARE RESPONSIBLE FOR YOUR IMPRISONMENT! YOU WILL ISSUE TO US CERTIFICATES WORTH ONE HUNDRED MILLION DOLLARS--AT ONCE!

OTHERWISE, WITHIN THREE HOURS, THE CRYSTALS OF THE DOME WILL ABSORB ALL OXYGEN INSIDE IT, AND YOU WILL DIE!

WHAT? YOU'RE MAD!

WE'RE ONLY ONE COMMITTEE! WE'D HAVE TO CALL A SPECIAL SESSION OF THE ENTIRE CONGRESS--

THEN CALL IT! REMEMBER--YOU HAVE THREE HOURS! ONE OF THE X-MEN WILL PICK IT UP FROM YOUR REPRESENTATIVE ON THE CAPITOL STEPS!

HAVE THE MONEY THERE--OR SUFFER THE DIRE CONSEQUENCES! AND NOW--GOOD-BYE!

HERE THEY COME! GRAB 'EM, EDDIE!

AND, IF YOU THINK WE'RE BLUFFING, JUST TRY US!

RIGHT! BUT--THEY'RE IGNORIN' US!

HEY! THEY VANISHED--ALL FIVE OF 'EM! IS THAT ONE'A THEIR MUTANT POWERS, TOO?

I DON'T KNOW, CHARLIE! BUT WITH THOSE MUTIES, ANYTHING'S POSSIBLE! AFTER ALL, THEY AINT REALLY HUMAN!

GLEEP!

BUT, WHAT WORRIES ME IS--WHAT'LL HAPPEN TO ALL OF US IF CONGRESS TURNS DOWN THEIR DEMAND?

IN THE MEANTIME, WHAT ABOUT OUR REAL MUCHLY MISTREATED MUTANTS? LET'S NOT FORGET ABOUT THEM--

WE'VE GOT TO GET FREE, SOMEHOW!

HOLD ONTO YOUR GOGGLES, CYKE! MARVEL GIRL'S GIVING HANK'S CUFFS A GO TELEKINETICALLY!

I HOPE SHE SUCCEEDS! THEY'RE TOO STRONG FOR MY ICE POWER TO AFFECT!

I REALIZE THIS IS HARDLY THE APPROPRIATE TIME--BUT THAT TICKLES!

QUIET, ALL OF YOU! I'VE GOT TO HAVE COMPLETE CONCENTRATION!

ANY LUCK AT ALL, JEAN?

NEGATIVE, ANGEL--

WHOEVER DESIGNED THESE SHACKLES DID SO WITH ME IN MIND! THEY'RE TOO COMPLICATED FOR ME TO UNDO WITHOUT FIRST HAVING STUDIED THE LOCKS!

IF ONLY WE COULD MANAGE TO MENTALLY CONTACT THE PROFESSOR!

CONTINUED AFTER NEXT PAGE

BUT, WHY CAN'T THE FETTERED CRIMEFIGHTERS CONTACT THEIR LEADER TELEPATHICALLY? WE WERE HOPING YOU'D ASK--

I'M ALMOST GLAD MY X-MEN ARE HAVING A VACATION JUST NOW--

FOR, THIS NEW INVENTION I'M PERFECTING IS SO IMPORTANT I MUST GIVE IT MY UNDIVIDED ATTENTION!



THAT NOISE! OH, IT'S JUST THE TELEPHONE!

I'VE MENTALLY SEALED OFF MY BRAIN, SO THAT WHILE I'M WORKING, EVEN THE X-MEN CAN'T CONTACT ME! BUT, I FORGOT ABOUT SUCH A MUNDANE THING AS A TELEPHONE!

HELLO, GENERAL! NO, AS A MATTER OF FACT, I HAVEN'T BEEN LISTENING TO THE RADIO!

WHAT? AN EMERGENCY-- REGARDING THE X-MEN? YES, OF COURSE I'LL MEET YOU THERE-- WITHIN THE HOUR!



THAT WAS GENERAL FREDRICKS-- WITH WHOM I WORKED AS CIVILIAN ADVISER WHEN WE DEFEATED THE SENTINELS!

HE SAYS THAT THE X-MEN ARE THREATENING THE NATION'S CAPITAL, AND HOPES THAT I CAN BE OF SOME ASSISTANCE IN COMBATTING THEM!

HIS STORY IS FANTASTIC-- BUT HE CAN'T BE LYING! I MUST CONTACT MY STUDENTS!



ATTENTION, X-MEN, WHEREVER YOU ARE! CONTACT ME AT ONCE! DO YOU READ ME?

NO ANSWER WITH MY FIRST TRY! THEY MUST BE SOME DISTANCE AWAY! BUT I WILL REACH THEM! I MUST!



MEANWHILE, IN NEFARIA'S HIDE-OUT NEAR WASHINGTON...

DON'T GIVE UP, MARVEL GIRL! I'VE GOT AN IDEA!

IF ONLY YOU COULD BYPASS THE METAL BAND ON MY HEAD AND OPEN MY VISOR SLIGHTLY, MY POWERFUL EYE BEAMS WOULD FREE US!

I-I'LL TRY, SCOTT! BUT, I'M SO WEAK!



YOU'VE GOT TO TRY, JEAN! THE FATE OF A CITY IS AT STAKE!

IT'S GIVING! I CAN MENTALLY FEEL THE VISOR OPENING, BUT--



THAT DID IT! YOU MANAGED TO PRY IT OPEN JUST ENOUGH SO THAT THE ENERGY BEAM FROM MY EYES FORCED IT!

I'LL TURN THE BEAM ON MY OWN BONDS, THEN FREE THE REST OF YOU!

DON'T TAKE TOO LONG, CYKE! I'M GETTING AWFULLY TIRED OF BEING THE POOR MAN'S PRISONER OF ZENDA!



**NEXT, WITH GRIM RESOLUTE-
NESS, SCOTT SUMMERS SWIFTLY
FREES HIS FELLOW X-MEN...**

**THAT'S MORE LIKE IT! NOW,
LET'S TACKLE NEFARIA
AND THOSE
CREEPS WHO
CAPTURED
US!**

**WHAT COULD THE
COUNT HAVE MEANT
WHEN HE SAID
WE WOULD HAVE
TO JOIN HIM?**

**WE CAN'T BE
SURE, JEAN--**

PIAP!

**BUT, MY GUESS IS THAT HE'S IN THE PROCESS
OF FRAMING US FOR WHATEVER COLOSSAL
CRIME HE'S COMMITTING--FIGURING THAT,
AS OUTCASTS, WE WILL HAVE NO ONE TO TURN
BUT HIM!**

**HOLD STILL,
HANK, AND--
THERE!**

**MANY THANKS, LOQUACIOUS
LEADER! BUT, WHY
MUST THE LONG-
SUFFERING BEAST ALWAYS
BE LEFT TO LAST?**

**OH WELL--C'EST LA VIE,
AS THEY SAY!**

**NOW COMES THE GOOD
PART! WAIT'LL I PUT THE ICE-
COLD KIBOSH ON THAT
SLIPPERY EEL!**

**WAIT, BOBBY! LISTEN,
ALL OF YOU--WE'RE
BEING CONTACTED
MENTALLY BY THE
PROFESSOR! I HAD
A HUNCH HE'D
FIND US SOONER
OR LATER!**

**ATTENTION,
X-MEN! THIS
IS PROFESSOR
XAVIER! I HAVE
JUST PROBED
YOUR LOCATION
TELEPATHICALLY,
AND AM READY
WITH YOUR
INSTRUCTIONS--**

**FIRE WHEN
READY, SIR!
WE'RE ALL
EARS!**

**AND SO IT IS THAT, A SHORT TIME LATER, AS THE
MALEVOLENT MASTER OF DREAMS ELATEDLY
OBSERVES A GIANT TELE-SCREEN...**

**THEY'VE DONE IT!
THEY'VE AGREED
TO MY TERMS!**

**THE SENATE HAS JUST
VOTED A SPECIAL
APPROPRIATION--TO
BE PICKED UP BY THE
X-MEN AT THE
EXPIRATION OF THE
THREE-HOUR PERIOD!**

**THAT'S FINE AND DANDY
WITH US, NEFARIA!**

**OUR ONLY
QUESTION
IS--WHAT'S
OUR
PERCENTAGE
OF THE
TAKE?**

**THE
X-MEN!
HOW--?**

**NEVER
MIND
THAT,
COUNT!
LET'S JUST
SAY WE
WISED UP,
AND LET
IT GO
AT THAT!**

**AFTER ALL,
AS YOU
SAID, THE
HUMANS
HATE US!
WHY
SHOULDN'T
WE GET
REVENGE
ON THEM
--AND MAKE
MONEY AT
THE SAME
TIME?!**

**A MOST SAGACIOUS
DECISION, MY
FRIENDS--**

**BUT, LET ME WARN
YOU OF ONE SMALL
DETAIL!**

**I HAVE DESIGNED
THE CRYSTALLINE
DOME IN SUCH A
WAY THAT ONLY I
CAN MANIPULATE
THE DIALS TO
DISSIPATE IT!**

**IF ANYONE
ELSE TRIES, HE
WILL BRING
TOTAL
ANNIHILATION
TO YOUR
CAPITAL!**

**REMEMBER
THAT--IN
CASE YOU
HARBOR ANY
FOOLISH
CONCEPTIONS
ABOUT
DECEIVING
ME!**

THEN, AFTER THE COUNT EXPLAINS HIS SCHEME...

INTO THIS TRUCK! IT WILL TAKE YOU TO A LOCATION WHERE YOU CAN ENTER THE TRAPPED CITY!

NEFARIA'S SO CONFIDENT! I HOPE THE PROF KNOWS WHAT HE'S DOING!

DRIVEN TO THE SCENE IN A COMMON MILK TRUCK! HOW PLEBEIAN!

BUT, AS SOON AS THE X-MEN ARE HAULED AWAY...



READY WITH PLAN "C"! COMMENCE-- NOW!

INSTANTLY, FROM ANOTHER PART OF THE COUNT'S INNOCENT-LOOKING HEAD-QUARTERS, A SECOND VEHICLE DEPARTS AT TOP SPEED...



AND, PASSING THE BOGUS "MILK TRUCK", IT DEPOSITS ITS UNSAVORY PASSENGERS AT THE OUTER RIM OF THE DOME BEFORE THE X-MEN ARRIVE...

SO--IT IS AGREED! WE SHALL SERVE COUNT NEFARIA NO MORE!

THAT FOOL! HE HAS SENT US TO WATCH THE X-MEN--TO BE CERTAIN THAT THEY DO NOT ATTEMPT ANY TRICKERY!

EVEN HE DOES NOT SUSPECT THAT WE--HIS LIEUTENANTS IN THE NEW MAGGIA-- INTEND TO SEIZE THE HUNDRED MILLION DOLLARS FOR OURSELVES!

BUT NOW--OUT OF SIGHT! THE MUTANTS WILL BE HERE AT ANY MOMENT!



DON'T BE TOO FAST TO ORDER US AROUND, UNICORN! REMEMBER, YOU ARE ONLY OUR PROVISIONAL LEADER!

PLANTMAN SPEAKS THE TRUTH! FOR, IF YOUR PLAN FAILS--

THEN ONE OF US BECOMES THE LEADER-- AND I KNOW WHICH ONE I'D VOTE FOR!

MEANWHILE, JUST TO GET THINGS REALLY COMPLICATED, PROFESSOR X ARRIVES JUST OUTSIDE WASHINGTON...

AND THAT'S THE STORY, XAVIER! WE WERE HOPING THAT YOU, AS AN ACKNOWLEDGED EXPERT ON MUTANTS, COULD TELL US HOW THEY MIGHT HAVE CREATED THAT INFERNAL DOME!

IF ONLY HE REALIZED WHY I'M AN EXPERT ON MUTANTS, HE'D BE AFTER MY SCALP, AS WELL!

I'LL DO ALL I CAN, GENERAL!

BUT, ARE YOU CERTAIN THAT THE X-MEN ARE BEHIND THIS? COULD SOMEONE BE FRAMING THEM?



TAKE YOUR STATIONS, MEN! WE'VE GOT TO BE READY FOR ANYTHING!

FRAMING THEM? THE RADIO REPORTS COMING OUT OF WASHINGTON VERIFIED THAT THOSE BLASTED MUTANTS WALKED RIGHT INTO THE CAPITOL AND DEMANDED WE RANSOM THE CITY-- OR ELSE!

I KNOW, FROM MY PRELIMINARY MENTAL PROBING, THAT THOSE WERE ONLY IMAGES CREATED BY COUNT NEFARIA -- BUT I CAN'T PROVE IT FOR NOW, SO--



I'M SORRY, GENERAL! YOU'RE RIGHT, OF COURSE! IF YOU'LL JUST GIVE ME A FEW MINUTES TO DO SOME THINKING ON THE MATTER--

ALL RIGHT-- BUT YOU'D BETTER THINK **FAST!** IF THOSE MUTANTS CAN SEIZE THE NATION'S CAPITAL, THEN NO PLACE ON **EARTH** IS SAFE FROM THEM!

I HATED TO DISAPPOINT THE GENERAL'S FAITH IN ME, BUT I HAD TO GET HIM TO LEAVE ME ALONE FOR A WHILE...

LOOK AT THAT, BILL! OUR "MUTANT EXPERT" HAS GONE TO SLEEP! TOO MUCH EXCITEMENT, I GUESS!

YEAH! THE POOR GUY!

IT'S TIME FOR MY INVISIBLE ASTRAL IMAGE TO GO TO WORK--

IT IS ONLY IN THIS FORM, IN WHICH I HAVE NO SOLID SUBSTANCE, THAT I CAN KNOW ANYTHING LIKE THE THRILL OF WALKING AGAIN!

BUT, NO TIME TO THINK OF THAT NOW! I'M APPROACHING COUNT NEFARIA'S STRONGHOLD!

THOUGH THE X-MEN ARE NO LONGER HERE, THEIR **EMANATIONS** REMAIN-- SO I KNOW THAT THIS IS THE PLACE WHERE I CONTACTED THEM EARLIER!

AND THAT MUST BE NEFARIA HIMSELF! I CANNOT PHYSICALLY ACT WHILE I AM IN MY ASTRAL BODY, BUT I CAN OBSERVE-- AND LEARN!

AH--THE PANEL TRUCK CARRIES THE X-MEN PAST THE FINAL UNSUSPECTING SOLDIERS! AT LAST, MY MONTHS OF PLANNING BEGIN TO BEAR FRUIT!

NOW, TO CREATE A MOMENTARY **OPENING** IN THE DOME, THRU WHICH THE MUTANTS CAN PASS TO COLLECT THE **RANSOM!**

WITH THE MONEY, I SHALL RETURN TO MY CASTLE IN **CENTRAL EUROPE!**

THERE, I'LL RE-BUILD THE **MAGGIA** INTO THE MOST POWERFUL CRIMINAL ORGANIZATION ON EARTH! THEN I SHALL DEAL IN **BILLIONS, NOT MILLIONS!**

HE MUST BE STOPPED! BUT HOW?

BUT, AS PROFESSOR X PONDER'S THIS PERPLEXING PROBLEM, WE KNOW HOW EAGER YOU ARE TO GET BACK TO OUR HARASSED HEROES, AND SO...

WELL, HERE WE ARE-- BUT WHERE'S THE **ENTRANCE** TO THE DOME THAT NEFARIA PROMISED US?

DON'T WORRY, ANGEL! IF HE **CREATED** THE DOME, I'M SURE HE CAN **CONTROL** IT!

HEY, GROUP! LOOK ALIVE! SOMETHING'S HAPPENING!

AS SO OFTEN IN THE PAST, BOBBY BOY, YOU'VE PUT YOUR FROST-BITTEN FINGER RIGHT ON THE **CRUX** OF THE MATTER! SOMETHING'S HAPPENING, **INDEED!**

A **SMALL MOLE** SUDDENLY APPEARED-- JUST BIG ENOUGH FOR ALL OF US TO PASS THRU!

AND NOW IT'S CLOSING **BEHIND** US! YOU GOTTA ADMIT-- THIS NEFARIA COOKIE REALLY KNOWS HIS **STUFF!**

THIS IS NO TIME TO START **ADMIRING** THE COUNT, ICEMAN! REMEMBER-- WE'RE ON **OPPOSITE SIDES!**

IS THAT WHY WE'RE PICKING UP A KING'S RANSOM FOR HIM? ALL MY ENEMIES SHOULD BE SO **BENEVOLENT!**

CONTINUED AFTER NEXT PAGE

AS THE RELUCTANT RENEGADES RACE THRU THE OUTSKIRTS OF THE CITY, THEY PAY NO ATTENTION AS THEIR PROGRESS IS CAREFULLY MONITORED...

BAKER TO ABLE! BAKER TO ABLE! X-MEN NOW PASSING POINT "Y" ON SCHEDULE, HEADED TOWARDS CAPITOL BUILDING!



THIS WAY, MY COSTUMED COMPEERS! LET THE BOUNDING BEAST'S INFALLIBLE SENSE OF DIRECTION LEAD THE WAY!

THEY WOULD BE CONSIDERABLY MORE UPSET, HOWEVER, IF THEY KNEW OF FIVE MORE SINISTER PAIRS OF EYES THAT GAZE UPON THEM, GREEDILY...

WHEN DO WE MAKE OUR MOVE, UNICORN? SHOULD WE FOLLOW THEM TO THE CAPITOL?

PATIENCE, YOU OVERGROWN WEED! THERE IS NO NEED FOR SUCH HASTE!



SURE! LET THE X-MEN DO OUR DIRTY WORK FOR US! THEN, WE'LL STEP IN AND RELIEVE THEM OF THE MONEY!

AND, BEST OF ALL, IT IS THEY WHO WILL BE SOUGHT BY THE POLICE, NOT WE!

A FEW BRIEF MINUTES LATER, ON THE STEPS OF THE BUILDING IN WHICH AMERICA'S LAWS ARE ENACTED...

THESE SPECIAL, LARGE-DENOMINATION CERTIFICATES ARE REDEEMABLE IN GOLD ANYWHERE IN THE WORLD!

LUCKILY, THEY HAPPENED TO BE READILY AVAILABLE --OR WE COULD NEVER HAVE MET THE MUTANTS' DEADLINE!



BUT-- WHERE ARE THEY? IT'S ALMOST TIME!

THE NEXT INSTANT...



SORRY IF I'M LATE, CONGRESSMAN! STRATEGY CONFERENCE, YOU KNOW!

WHAT--? THE ANGEL!

I'LL JUST RELIEVE YOU OF THIS LITTLE BRIEFCASE, IF YOU DON'T MIND!

NO NEED TO FLY AN EVASION COURSE-- THIS PART OF THE JOB'S A BREEZE!



THIS MAY BE THE BLACKEST DAY IN HISTORY!

THE U.S.-- FORCED TO RANSOM ITS OWN CAPITAL!

THEN, AS THE HIGH-FLYING ANGEL STREAKS UPWARD...

NOW, I'LL REJOIN THE OTHERS, AND--HEY! SOME EAGER-BEAVER'S TAKING POT-SHOTS AT ME!

DON'T WORRY, CONGRESSMAN! I'LL BRING THE THIEF DOWN!

GUARD, WAIT! DON'T--!



SOMEONE MUST HAVE NEGLECTED TO BRIEF THAT GUARD! IF HE SHOOTS THE ANGEL, IT MAY MEAN THE DOOM OF THE CITY!

SORRY, PAL, BUT I'M AFRAID I'M GONNA HAVE TO PUT YOUR TRIGGER-FINGER OUT OF COMMISSION FOR A LITTLE WHILE!

MY GUN HAND-- IT'S ENCASED IN ICE!

YOU WIN THE CIGAR, CHUM! AND AREN'T YOU LUCKY I'M NOT THE HUMAN TORCH!



THANKS, BOBBY! NOW TO HEAD BACK TO THE PERIMETER OF THE CITY!

SO FAR, EVERYTHING'S ACCORDING TO SCHEDULE! STILL, I WISH THE PROFESSOR WERE HERE!

PICKING UP THE MONEY WAS KID STUFF! WHEN DO WE GET SOME ACTION?

I'M SURE HE'S KEEPING TABS ON US MENTALLY, JEAN! BESIDES, LET'S SHOW HIM WHAT WE CAN DO ON OUR OWN!

CHEER UP, ROBERT, M'LAD! WE'RE NOT HOME FREE YET!

YOU CAN SAY THAT AGAIN, HANK! LOOK--UP AHEAD! SOME OF THE POPULACE HAS TURNED OUT TO GREET US!

AND I'LL BET THEY'RE NOT HERE TO GIVE US THE KEYS TO THE CITY!

THERE'RE THOSE CRUMMY MUTIE'S! C'MON, MEN--LET'S SHOW 'EM WHAT WE THINK OF TRAITORS!

WE'RE WITH YOU, BUDDY!

DANGER

HEY--THAT WAS CLOSE! AND--I DROPPED THE BRIEFCASE WITH THE MONEY!

SWISH!

JUST OUR LUCK THOSE GUYS HADDA BE NEAR A PILE OF BRICKS WHEN THEY SPOTTED US!

DON'T WORRY, WARREN! I'VE GOT IT!

ALAS, WHY MUST THE AGILE BEAST BE CONSTANTLY A TARGET FOR MISDIRECTED HOSTILITIES?

THANK!

ALL OF YOU--USE DEFENSIVE MEASURES ONLY! WE CAN'T HARM THESE PEOPLE JUST BECAUSE THEY THINK WE'RE CROOKS!

BUT, WE CAN'T DELAY TOO LONG!

PTHUD!

THAT'S FOR SURE! IF COUNT NEFARIA GETS TOO IMPATIENT, HE'LL CAUSE HIS KOOKIE DOME TO ABSORB THE CITY'S OXYGEN!

MEANWHILE, A SHORT DISTANCE AWAY...

IT'S TIMES LIKE THIS I'M REALLY GLAD I HAVE WINGS!

BUT--OVER THERE! A BUNCH OF THEM HAVE HANK SURROUNDED!

HANG ON, BEAST! I'M ON MY WAY!

COME AT YOUR OWN CHOSEN SPEED, ANGEL!

IN THE MEANTIME, I'LL JUST SCRAMBLE UP THIS IMPOSING EDIFICE HERE, AND ENJOY THE VIEW!

HE'S CLIMBING UP THE WASHINGTON MONUMENT! STOP HIM!

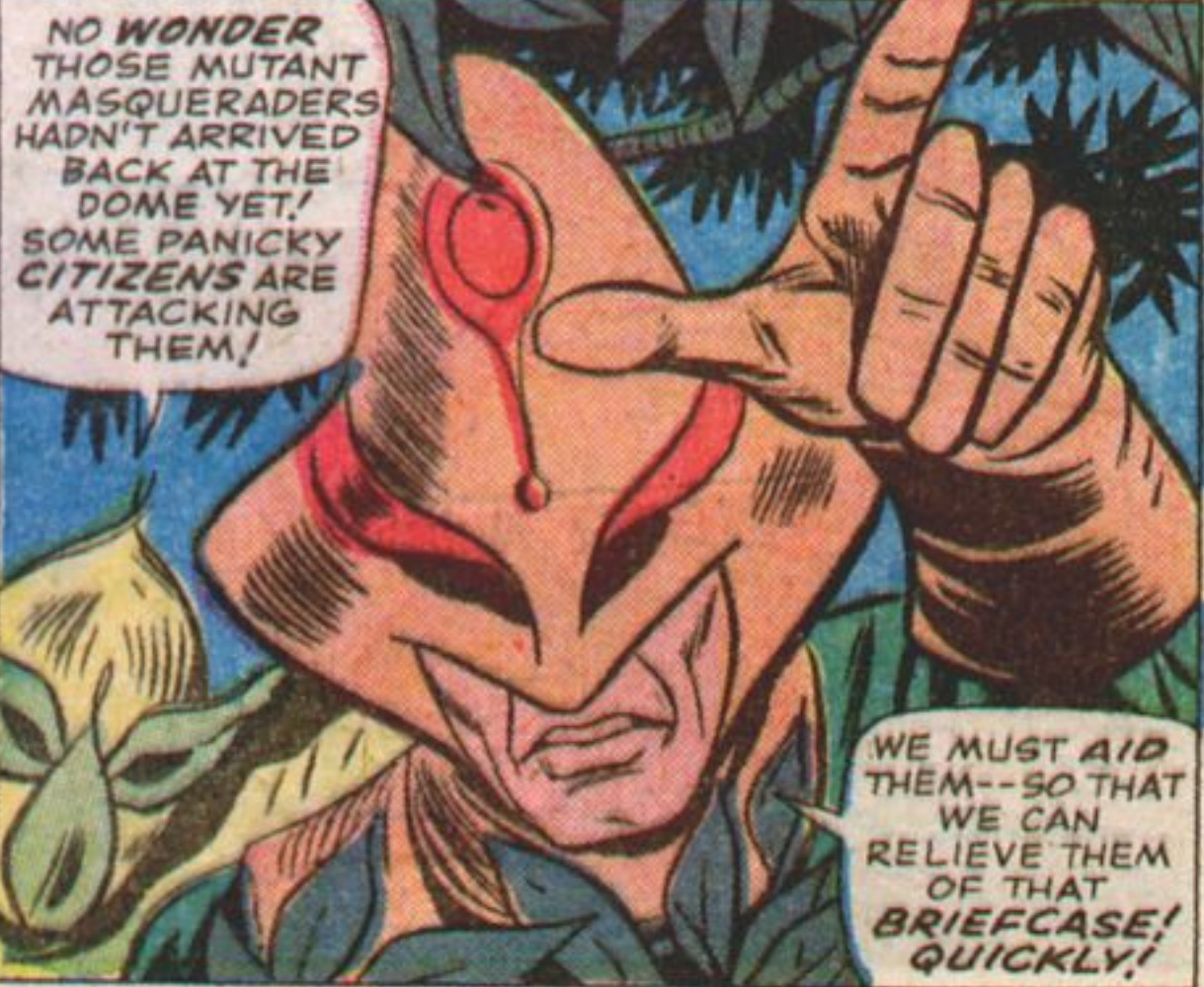
HOW? HE'S LIKE A BLASTED MONKEY!

ON CAREFUL RECONSIDERATION, WARREN, PERHAPS I'D BEST ACCEPT YOUR GENEROUS OFFER AFTER ALL!

GOING MY WAY?

JUST SO HAPPENS I AM, BEAST! BUT, WHAT ABOUT THE OTHERS? I CAN'T CARRY THEM ALL AT ONCE!

BUT, EXACTLY TEN SECONDS LATER, HELP ARRIVES --FROM A MOST UNEXPECTED QUARTER!



NO WONDER THOSE MUTANT MASQUERADERS HADN'T ARRIVED BACK AT THE DOME YET! SOME PANICKY CITIZENS ARE ATTACKING THEM!

WE MUST AID THEM--SO THAT WE CAN RELIEVE THEM OF THAT BRIEFCASE! QUICKLY!

AND SO, EACH OF THE COSTUMED CRIMINALS LENDS A HAND--IN HIS OWN COLORFUL WAY!



LOOK OUT! A BUNCH OF CROWS --SWOOPING AT US!

TO THE RESCUE, MY PRETTIES! THINK OF ALL THE BIRDSEED THAT YOUR SHARE OF THE LOOT WILL BUY!

ALFRED HITCHCOCK HAS NOTHING ON...THE SCARECROW!

OWWWW!



VERY CLEVER, MY STRAW-STUFFED ASSOCIATE!

BUT, THE PORCUPINE HAS EVEN MORE EFFECTIVE WAYS OF DEALING WITH INTRUDERS!

FEST!

AAAGH! TEAR GAS!



YOU'RE BOTH BEING TOO GENTLE WITH THEM! LET THE EEL SHOW YOU HOW IT'S DONE!

PLAP!

YIPE! ELECTRICAL BLASTS! ARE THEY A BUNCH OF MUTANTS, TOO?

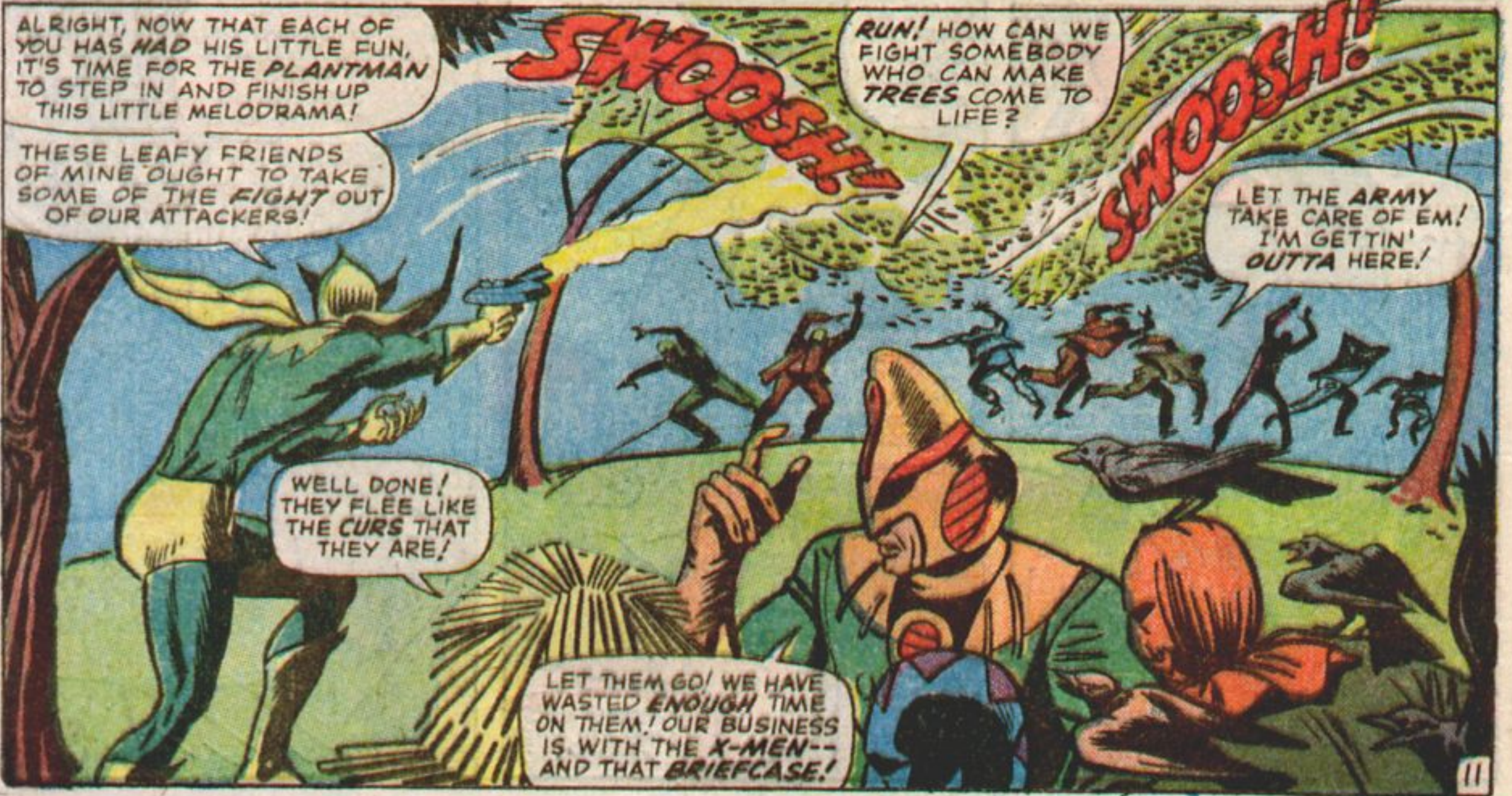


OF COURSE WE ARE, FOOLS! DID YOU THINK WE'D LET OUR FELLOW MUTANTS FALL BEFORE MERE HOMO SAPIENS?

HOW BEAUTIFULLY IRONIC! THE X-MEN WILL BE HELD RESPONSIBLE FOR OUR ACTS!

FRAP!

FOR, UNLIKE THEM, WE'VE NO SCRUPLES AGAINST HARMING PEOPLE!



ALRIGHT, NOW THAT EACH OF YOU HAS HAD HIS LITTLE FUN, IT'S TIME FOR THE PLANTMAN TO STEP IN AND FINISH UP THIS LITTLE MELODRAMA!

THESE LEAFY FRIENDS OF MINE OUGHT TO TAKE SOME OF THE FIGHT OUT OF OUR ATTACKERS!

WELL DONE! THEY FLEE LIKE THE CURS THAT THEY ARE!

LET THEM GO! WE HAVE WASTED ENOUGH TIME ON THEM! OUR BUSINESS IS WITH THE X-MEN--AND THAT BRIEFCASE!

RUN! HOW CAN WE FIGHT SOMEBODY WHO CAN MAKE TREES COME TO LIFE?

SWOOSH!

LET THE ARMY TAKE CARE OF EM! I'M GETTIN' OUTTA HERE!



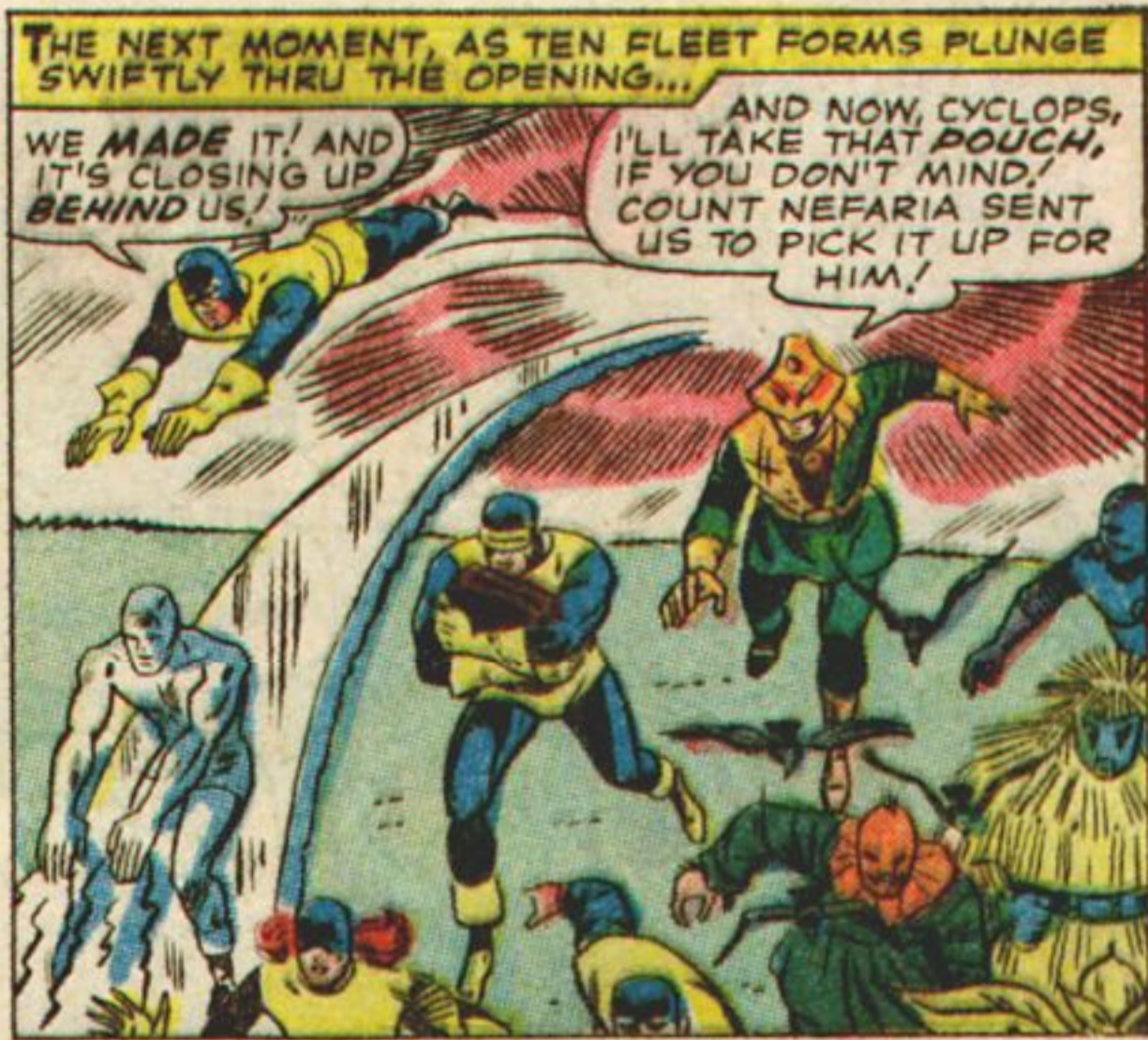
X-MEN--THIS WAY!
COUNT NEFARIA'S
OPENING AN ESCAPE
HATCH FOR US!

HURRY--BEFORE IT
CLOSES AGAIN, AND
WE'RE TRAPPED IN
HERE!

LOOK! IT'S
THE CREEPS
WHO
CAPTURED
US!

ANY PORT IN A STORM,
ICEMAN! BUT, KEEP
YOUR GUARD UP!
I'VE GOT A HUNCH
WE MAY BE IN FOR
TROUBLE!

*LAST 16H--STAN.



THE NEXT MOMENT, AS TEN FLEET FORMS PLUNGE
SWIFTLY THRU THE OPENING...

WE MADE IT! AND
IT'S CLOSING UP
BEHIND US!

AND NOW, CYCLOPS,
I'LL TAKE THAT POUCH,
IF YOU DON'T MIND!
COUNT NEFARIA SENT
US TO PICK IT UP FOR
HIM!



SORRY, UNICORN, BUT WE'RE DELIVERING
THIS LITTLE BUNDLE TO THE COUNT
PERSONALLY! IF HE HAD WANTED YOU
TO HAVE IT,
HE'D HAVE
TOLD US!

BLAST YOU! YOU
HAVE HAD YOUR
CHANCE TO
SURRENDER THE
MONEY
PEACEFULLY--NOW
YOU WILL SUFFER
THE CONSEQUENCES!



OH OH! LOOKS AS IF THESE COSTUMED
CLOWNS ARE PLANNING A KING-SIZE
DOUBLE-CROSS--AND WE'RE FORCED
TO HELP NEFARIA!

PERHAPS--FOR
THE MOMENT!
BUT, THERE
ARE OTHER
WAYS!

IT'S A STALEMATE,
HORN-TOP! YOUR
RAY-BEAM
AGAINST
MINE!

ZAP!

EEL! THE
REST OF
YOU! GET
THEM!

BEAST! CATCH
THIS AND RUN,
WHILE I KEEP
UNICORN BUSY!

WILL
DO,
CYKE!



NOT SO FAST, MY APE-LIKE
FRIEND! I HAVE BUT TO
TOUCH THE STUDS ON MY
WEAPONS BELT, AND THIS
LIQUID CEMENT WILL
STOP YOU IN YOUR TRACKS!

SLOOSH!

HMMM! YOU
KNOW, YOU
MAY JUST
HAVE A POINT
THERE!

I WAS MOVING
TOO FAST--
CAN'T REVERSE
IN TIME TO
AVOID GETTING
SPLATTERED
WITH THAT
GLUE!



HAVE NO FEAR, BEASTIE--
ICEMAN IS HERE!

WHAT--? AN ICY
SHIELD--BLOCKING
MY CEMENT!

MANY THANKS
FOR YOUR TIMELY
ASSISTANCE, LAD!

STILL, IF YOU
WON'T TAKE
OFFENSE AT A
FRIENDLY
SUGGESTION,
YOUR ATTEMPTS
AT RHYMED
REPARTEE
STILL LEAVE
MUCH TO BE
DESIRED!



CONTINUED AFTER NEXT PAGE



AND, SOME MILES AWAY, OBSERVING HIS HENCHMAN'S AVARICIOUS ACTIONS, IS A SOMEWHAT LESS-THAN-ECSTATIC COUNT NEFARIA...

SO--HE THINKS I CAN BE THUS TRIFLED WITH, DOES HE? HE SHALL PAY FOR HIS TREACHERY!

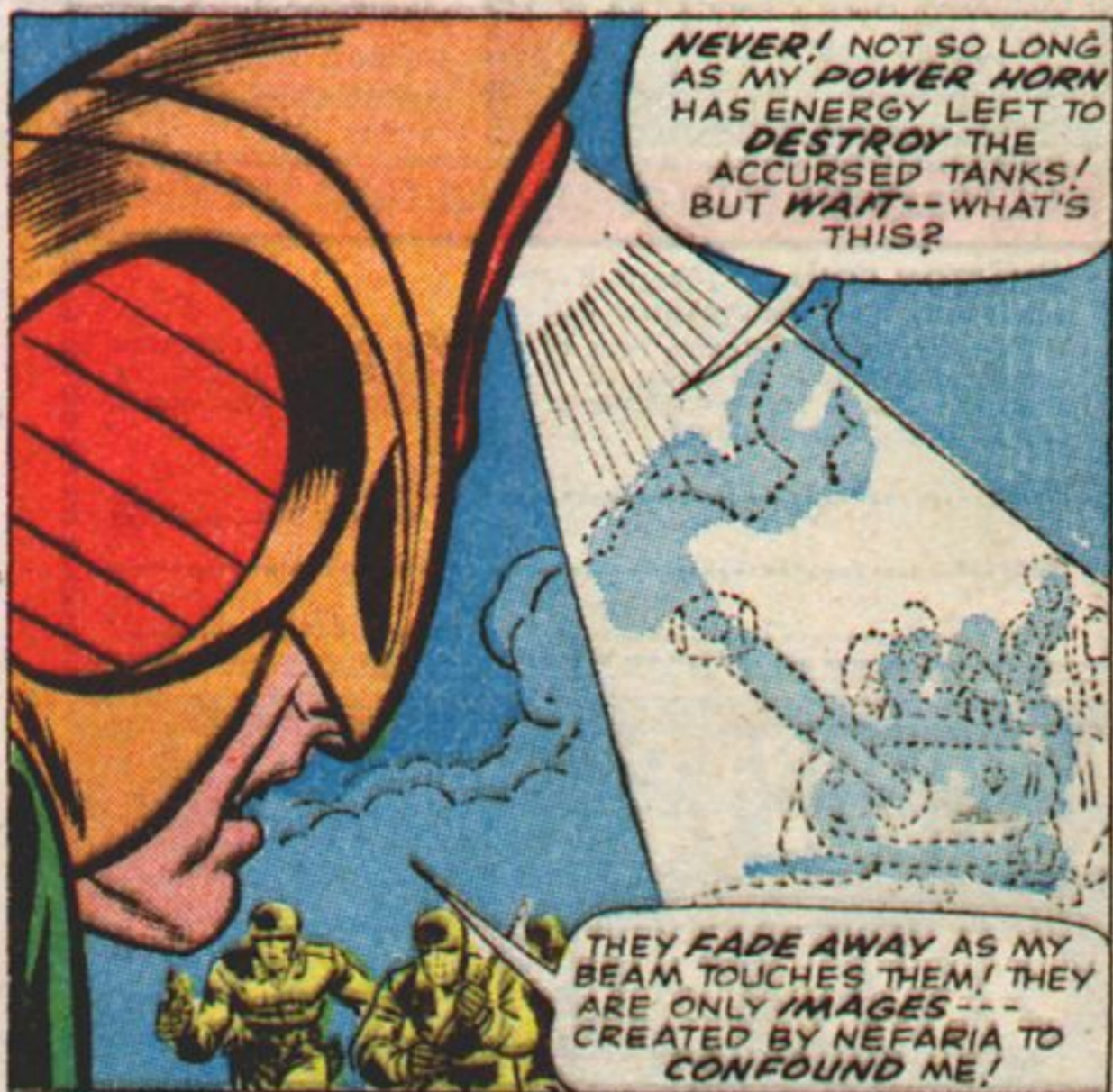


SECONDS LATER, BEFORE THE UNCANNY SUPER-VILLAIN CAN MAKE HIS ESCAPE, HE FINDS HIMSELF HEMMED IN BY...

THE X-MEN! AND A SQUADRON OF ARMY TANKS-- SUDDENLY APPEARING OUT OF THAT FOG BANK!

LOOKS LIKE YOU'RE SURROUNDED, UNICORN!

WHY NOT SIMPLY RELINQUISH THAT BRIEFCASE, SO WE CAN SETTLE THIS MATTER AMICABLY?



NEVER! NOT SO LONG AS MY POWER HORN HAS ENERGY LEFT TO DESTROY THE ACCURSED TANKS! BUT WAIT--WHAT'S THIS?

THEY FADE AWAY AS MY BEAM TOUCHES THEM! THEY ARE ONLY IMAGES--- CREATED BY NEFARIA TO CONFOUND ME!



THEN, BEFORE THE STARTLED EYES OF THE TEEN-AGE HEROES...

I'LL NEVER CATCH HIM AT THAT SPEED! HE'LL BE OUT OF SIGHT IN SECONDS!

BUT WE CAN'T QUIT NOW! WE'VE GOT TO GET HIM!

RIGHT YOU ARE, BOBBY! LET'S GO!

HE'S FLYING-- USING TINY ROCKET-LIFTS IN HIS BOOTS!



WE'LL RETURN TO OUR QUANDARY-STRUCK QUINTET IN A FEW PANELS! BUT FIRST, LET'S SEE HOW PROFESSOR X HAS BEEN SPENDING THESE FAST, FRANTIC MINUTES...

IT'S BEEN THREE HOURS, GENERAL--AND THE CITY IS STILL UNHARMED!

I SUSPECTED AS MUCH! THE WHOLE THING WAS A FRAUD--DREAMED UP BY THE MUTANTS TO ROB US!

DON'T BE TOO SURE, GENERAL! I--

SORRY, PROFESSOR XAVIER, BUT I'VE GOT NO TIME TO GAB WITH YOU NOW! I'M GOING TO ORDER THE X-MEN SHOT ON SIGHT!

THEN YOU WON'T NEED MY SERVICES ANY LONGER! I'LL BE GOING...



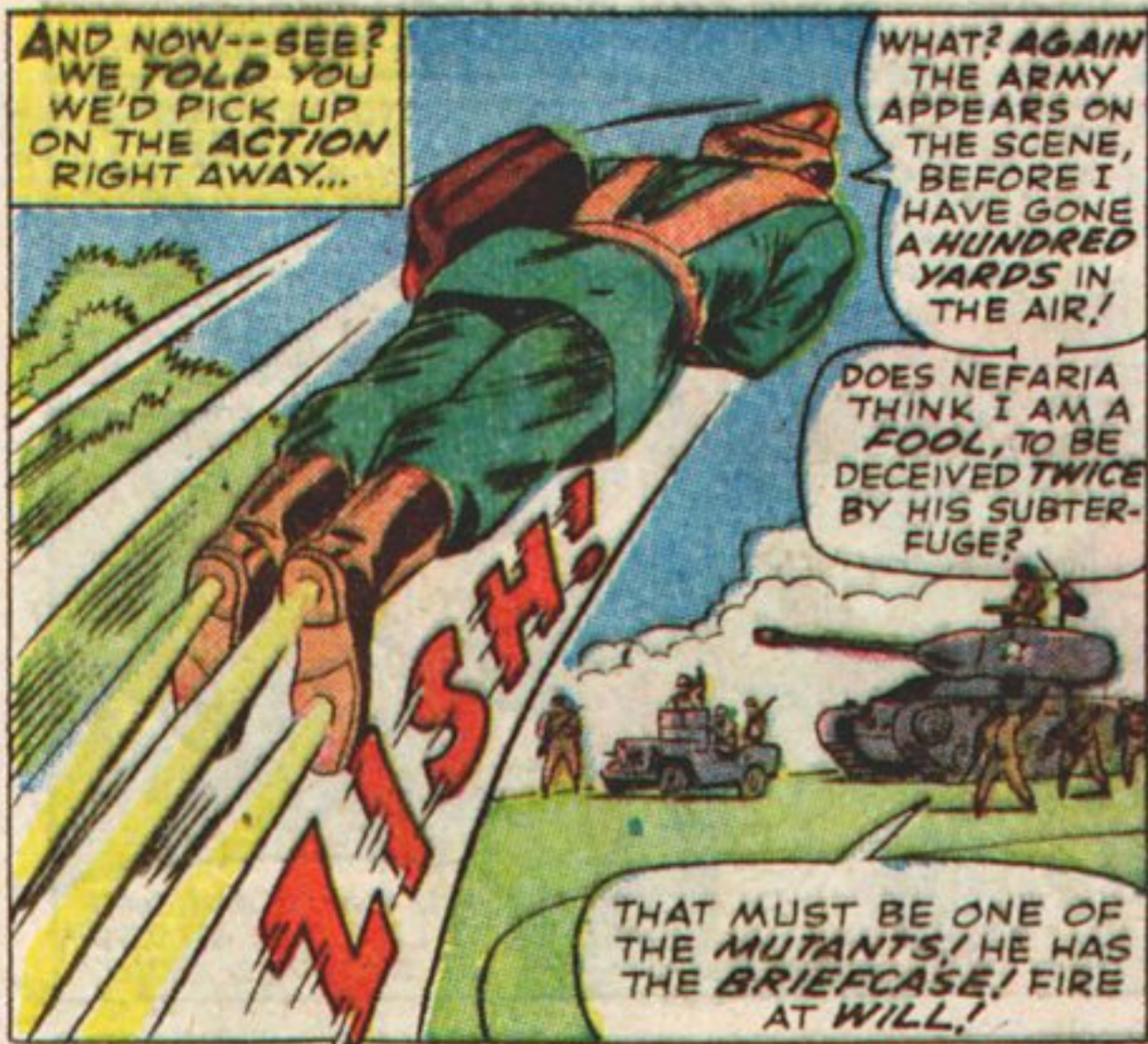
A FEW MINUTES LATER, AT A SWANK MOTEL NEARBY...

HERE'S YOUR KEY, SIR! ISN'T IT TERRIBLE ABOUT THE CITY BEING ENCASED, AND ALL?

ER, YES, QUITE! NOW, IF YOU'LL EXCUSE ME...

I'D APPRECIATE IT IF YOUR MAN WOULD WHEEL ME TO MY ROOM AT ONCE! I'M REALLY VERY EXHAUSTED!

WHAT A COLD FISH! THREE QUARTERS OF A MILLION PEOPLE IN MORTAL DANGER--AND ALL HE WANTS TO DO IS SLEEP!

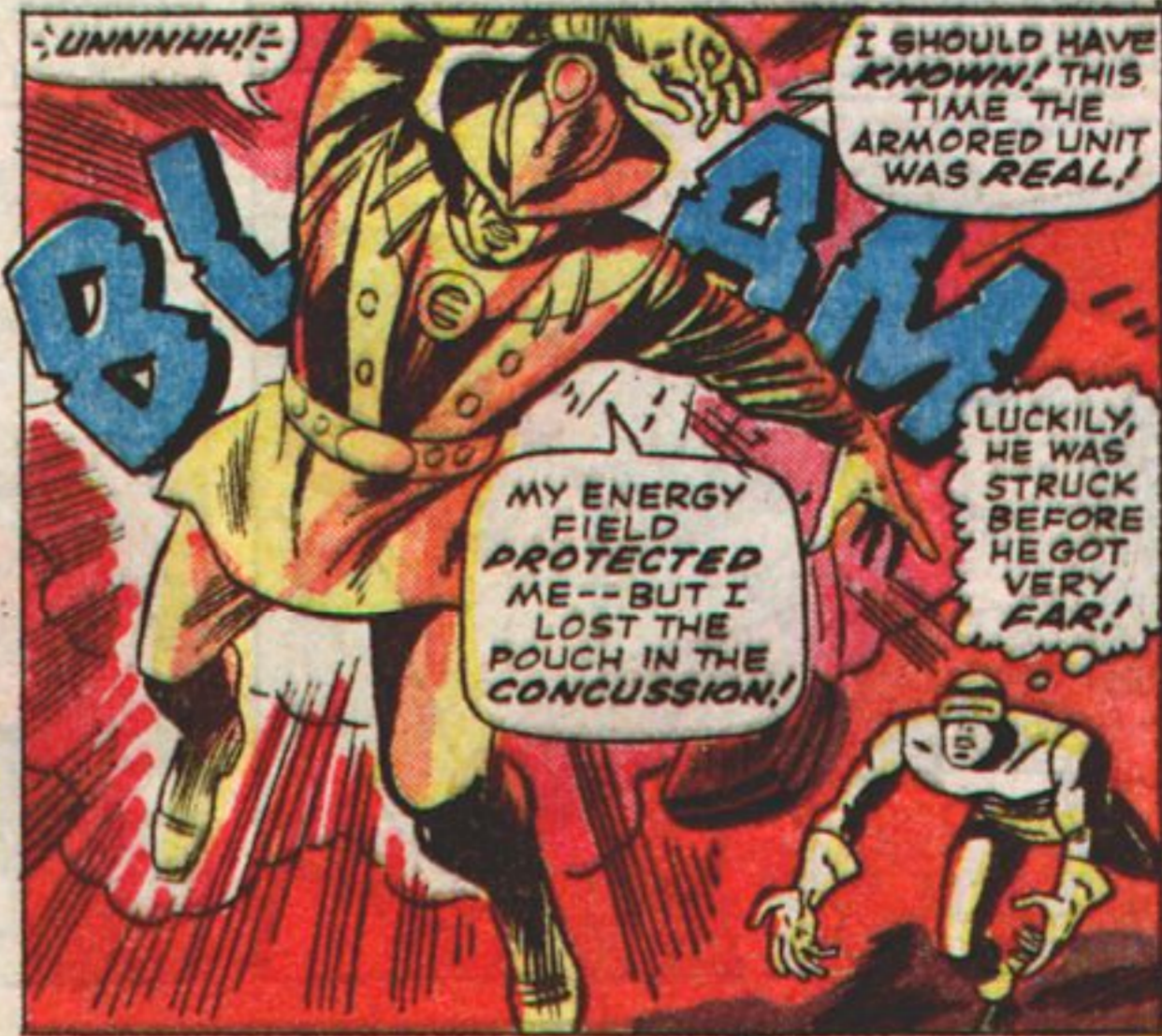


AND NOW--SEE? WE TOLD YOU WE'D PICK UP ON THE ACTION RIGHT AWAY...

WHAT? AGAIN THE ARMY APPEARS ON THE SCENE, BEFORE I HAVE GONE A HUNDRED YARDS IN THE AIR!

DOES NEFARIA THINK I AM A FOOL, TO BE DECEIVED TWICE BY HIS SUBTERFUGE?

THAT MUST BE ONE OF THE MUTANTS! HE HAS THE BRIEFCASE! FIRE AT WILL!



UNNNHH!

I SHOULD HAVE KNOWN! THIS TIME THE ARMORED UNIT WAS REAL!

MY ENERGY FIELD PROTECTED ME-- BUT I LOST THE POUCH IN THE CONCUSSION!

LUCKILY, HE WAS STRUCK BEFORE HE GOT VERY FAR!



BUT, EVEN AS THEIR DEPUTY LEADER GRASPS THE PLUMMETING POUCH, THE X-MEN HAVE OTHER THINGS TO WORRY ABOUT...

I DON'T GET IT, CAPTAIN! IT LOOKS LIKE THEY'RE FIGHTING AMONG THEMSELVES!

YOU DIDN'T ENLIST TO UNDERSTAND, CORPORAL! JUST DUCK IN THAT TANK AND FIRE!

THAT GOES FOR YOU, TOO, SOLDIER!

YES, SIR!



ALL RIGHT, MEN--GET READY! WE'LL TEACH THOSE MUTANTS TO--

HEY! WHAT GIVES? THE GUN-BARREL'S FROZEN SOLID!

SORRY, DOG-FACES! WE'RE ALL FOR TARGET PRACTICE-- BUT NOT WHEN WE'RE THE TARGET!



GREAT GOING, ICEMAN! MEANWHILE, I'LL HANDLE THESE LADS IN MY OWN INIMITABLE STYLE!

WHAT'S WRONG, BOYS? A FELLA'D THINK YOU NEVER SAW A WHITE-FEATHERED CRIME-BUSTER BEFORE!

SCATTER! ONE OF 'EM IS DIVE-BOMBIN' US!

SOMEBODY GET A BEAD ON THAT FLYING FREAK!



FLYING FREAK, DID YOU SAY?

IT GRIEVES ME TO THE QUICK TO HEAR YOU THUS DISPARAGE MY AVIAN ASSOCIATE!

WHAT THE--?

KTHANK!

OOOOF!-- THEY'RE COMIN' AT US FROM ALL SIDES!

MEANWHILE, NOT FAR AWAY, SCOTT SUMMERS HAS REACHED THE SIDE OF MARVEL GIRL...

TAKE THE BRIEFCASE TO THE RENDEZVOUS POINT, JEAN! I'LL STAY HERE AND HELP THE OTHERS!



DON'T LIKE TO LEAVE YOU--AND THE REST OF THE X-MEN--BUT I KNOW I MUST!

HOWEVER, UNKNOWN TO THE GRIM CYCLOPS, A SECOND GROUP OF GROUND TROOPS IS APPROACHING THE AREA OF BATTLE, FROM BEHIND...

LOOK! CYCLOPS IS GIVING THE MONEY TO THE GIRL! LET'S GO GET IT!

OKAY, MEN--OUR ORDERS ARE TO CAPTURE THE X-MEN--DEAD OR ALIVE!

THOSE COSTUMED KOOKS UP AHEAD AREN'T THEM-- BUT THEY SURE AREN'T HERE JUST TO SEE THE SCENERY! LET'S TAKE 'EM IN FOR QUESTIONING!

OH OH! HERE COMES TROUBLE!



WE CAN'T AFFORD TO LET OURSELVES BE STOPPED NOW!

AND, AMPLY WARNED AS THEY ARE, THE "COSTUMED KOOKS" PROVE EASIER TO HAVE THAN TO HOLD...



WATCH IT! THESE BIRDS ARE MURDER!

WATCH IT, YOU GUYS! THE EDGES OF THIS BUZZARD'S QUILLS ARE RAZOR-SHARP!

QUITE SO! THE PORCUPINE DOES NOT TAKE KINDLY TO BEING APPREHENDED --FOR ANY REASON!

ALRIGHT, PAL, NOW WE'VE GOTCHA, AND--

HOLY COW! HE BROKE FREE!

HUH? THAT CHARACTER GOT BY ALL THREE OF US!

I'M SLIPPERY AS AN EEL, YOU MIGHT SAY--THANKS TO A SPECIAL SILICON COATING ON MY COSTUME!

OF COURSE, CLOWNS! I AM ALSO AN EXPERT ESCAPE ARTIST--NOT A MERE TRAINER OF BIRDS!

WELL, WE'VE GOT 'EM--NOW WHAT DO WE DO WITH 'EM?

THE SOLDIERS MOMENTARILY OVERLOOKED ME, BECAUSE OF MY CAMOUFLAGING OUTFIT!

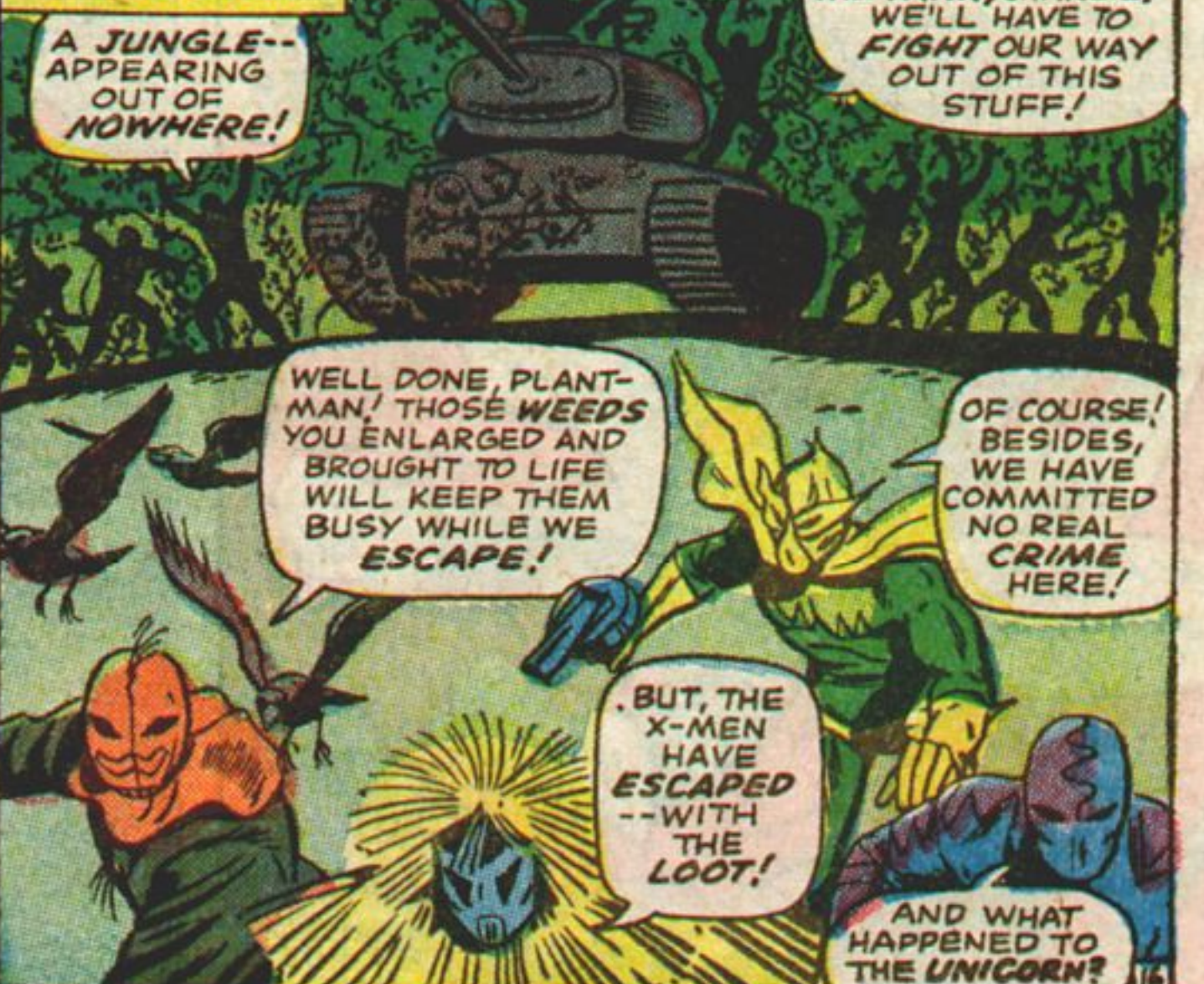


THAT GIVES ME JUST THE TIME I NEED--TO GROW MY OWN ARMY!

PRECISELY TEN SECONDS LATER...

A JUNGLE-- APPEARING OUT OF NOWHERE!

GET BACK INSIDE THE TANK, CHARLIE! WE'LL HAVE TO FIGHT OUR WAY OUT OF THIS STUFF!



WELL DONE, PLANT-MAN! THOSE WEEDS YOU ENLARGED AND BROUGHT TO LIFE WILL KEEP THEM BUSY WHILE WE ESCAPE!

OF COURSE! BESIDES, WE HAVE COMMITTED NO REAL CRIME HERE!

BUT, THE X-MEN HAVE ESCAPED --WITH THE LOOT!

AND WHAT HAPPENED TO THE UNICORN?

CONTINUED AFTER NEXT PAGE

WELL, MARVELITES, WE HOPE YOU ENJOYED OUR LITTLE SUNDAY ROMP WITH NEFARIA'S MASQUERADING MINIONS, BECAUSE THAT'S ALL YOU'RE GONNA SEE OF 'EM--FOR NOW, ANYWAY! MEANWHILE, SOME DISTANCE AWAY...

THERE GOES OUR TRUCK, BACK TO NEFARIA'S HIDEOUT!

IT LOOKS LIKE THE COUNT'S LOST INTEREST IN US, NOW THAT HE HAS HIS HUNDRED MILLION DOLLARS!

DON'T WORRY --HE'S NOT GETTING RID OF US THAT EASILY! FOLLOW THE TRUCK, ANGEL!

SIGH! EITHER WAY, IT WOULD APPEAR THAT WE MUST HOOF IT BACK!

AND, WHILE WE'RE TYING UP LOOSE ENDS, LET'S NOT FORGET THE UNCANNY UNICORN, WHO IS STILL IN THE VICINITY...

LUCKILY, I FELL INTO THESE BUSHES WHEN I WAS CAUGHT OFF-GUARD BY THAT EXPLODING SHELL!

I HAVEN'T MUCH POWER LEFT IN MY ROCKET-SOLED SHOES, SO I'D BETTER LIE LOW UNTIL THE TROOPS HAVE LEFT THE AREA!

AT THIS MOMENT, SEVERAL MILES FROM WASHINGTON...

ANY MINUTE NOW, THE TRUCK WILL RETURN--BRINGING ME THE INFINITE WEALTH I NEED!

THEN WHEN I USE THAT MONEY TO RE-ESTABLISH THE MAGGIA, THE WORLD WILL KNOW THE GREATEST CRIME WAVE IN ITS HISTORY!

BUT, EVEN AS THE CONFIDENT COUNT SPEAKS, A NEW ELEMENT ENTERS HIS FATEFUL GAME--AN ELEMENT WHOSE EXISTENCE HE HAS NOT SUSPECTED!

AWRIGHT, BUSTER--WHERE DO YA THINK YER GOIN'? NOBODY GITTS THRU THIS GATE!

STEP ASIDE, UNDERLINGS! I HAVE NO WISH TO HARM YOU!

I HAVE BUSINESS WITH YOUR MASTER--THE ONE WHO DWELLS INSIDE!

THIS IS JUST A WAREHOUSE, BUDDY! NOBODY LIVES HERE! SO--UHH!

MMME! HEY--I CAN'T MOVE!

AND, IN ANOTHER SECOND, NEITHER OF YOU WILL BE ABLE TO TALK, AS WELL! AS I SAID, I AM HERE TO SEE YOUR BOSS--AND I HAVE NO DESIRE TO SEE HIM FOREWARNED!

THEN, WITHOUT A FURTHER WORD, THE MYSTERIOUS FIGURE MOVES ON, LEAVING BEHIND HIM TWO FORMS--SILENT, UNMOVING...

AS, ELSEWHERE IN THE DISGUISED HEADQUARTERS OF COUNT NEFARIA...

IT HAS ARRIVED! SOON ALL THE POWER, ALL THE GLORY FOR WHICH I HAVE LONGED--SHALL BE MINE!



I'VE BROUGHT YOU THE SPECIAL CERTIFICATES, COUNT! THEY'RE INSIDE THIS BRIEFCASE!

I KNOW! I MONITORED YOUR MOVEMENTS ON MY VIEWSCREEN!

GIVE IT TO ME! I HAVE STRIVEN LONG--PLANNED CAREFULLY--FOR THIS MOMENT!



NOT SO FAST, NEFARIA! FIRST, YOU MUST REMOVE YOUR CRYSTALLINE DOME FROM WASHINGTON--ONLY THEN WILL I HAND OVER THE BRIEFCASE!

SHE'S USING HER MUTANT TELEKINETIC POWER TO HOLD ME BACK! I CAN'T OVERCOME HER BY FORCE, SO I MUST DO AS SHE SAYS!

YOU WRONG ME, MARVEL GIRL! COUNT NEFARIA IS A MAN WHO KEEPS HIS BARGAINS!

NATURALLY, I ADJUSTED THE MACHINE SO THAT THE ELEMENTS IN THE DOME DID NOT DESTROY THE CITY'S OXYGEN!



BUT, BEFORE YOU ARRIVED, I ARRANGED THAT THE OXYGEN-DEPLETING PARTICLES WOULD BE REACTIVATED WITHIN FIVE MINUTES...

--UNLESS I PRESS THE PROPER BUTTONS AT ONCE! SO, DELAY NO FURTHER! PLACE THE POUCH ON THE TABLE--OR AMERICA BECOMES A NATION WITH AN UNINHABITED CAPITAL!

I HAVE NO CHOICE! I MUST TRUST HIM!



AT LAST, I HAVE IT! ENOUGH MONEY TO FINANCE MY WILDEST DREAMS!

SOON, MY SMALL EUROPEAN NATION WILL BECOME THE CENTER OF THE NEW MAGGIA-- A WORLD'S CAPITAL OF CRIME!

THAT STRANGER-- ENTERING SILENTLY, ALMOST LIKE A GHOST! WHO IS HE?



WITHOUT A WORD, THE OMINOUS, COMMANDING FIGURE STRIDES ACROSS THE ROOM, AND...

WHO--? THAT MAN --HE'S MANIPULATING THE CONTROLS OF MY DOME-PROJECTOR-- AS IF HE HAD DESIGNED THEM!

KLIK! KLIK!

BUT, NO HUMAN BEING COULD DO SUCH A THING! THEY ARE TOO INTRICATE, TOO DELICATE!



THEN, AS A SURPRISED MARVEL GIRL'S MENTAL PROWESS HOLDS THE ENRAGED KINGPIN OF CRIME AT BAY, THE NEWCOMER CONTINUES TO PULL SWITCH AFTER SWITCH ON THE FANTASTIC APPARATUS...

STOP! YOU CAN'T! YOU ARE RUINING THE ULTRA-SENSITIVE PRINTED CIRCUITS OF THE MACHINE --DESTROYING THE CROWNING ACHIEVEMENT OF A LIFETIME!

THIS INVENTION IS A MONUMENT TO EVIL! IT MUST NOT, AND SHALL NOT, ENDURE!

THAT VOICE-- THE PROUD BEARING! COULD IT POSSIBLY BE--?

BUT, BEFORE JEAN GREY CAN GIVE UTTERANCE TO HER THOUGHTS...

MARVEL GIRL! ARE YOU ALL RIGHT?

WE GOT HERE AS FAST AS WE COULD!

YES, I'M FINE! HOW DID YOU LOCATE NEFARIA'S HEADQUARTERS?

ELEMENTARY, MY DEAR LADY! ANGEL FOLLOWED THE TRUCK HERE, THEN CLUED US IN!

THANK THE STARS SHE'S UNHARMED! IF ANYTHING HAD HAPPENED TO HER--

BUT--WHERE'S NEFARIA? AND THE POUCH WITH THE CERTIFICATES?

RIGHT HERE! I--WHY, THEY'RE GONE! BOTH OF THEM!

THE COUNT MUST HAVE GRABBED THE MONEY AND FLED--JUST AS WE ENTERED THE WINDOW!

ALL OUR WORK--FOR NOTHING!

NO, ANGEL--NOT FOR NOTHING!

COUNT NEFARIA JUST BOARDED HIS SHIP DOWN BELOW, AND IS STARTING TO PULL AWAY FROM THE DOCK! BUT, THERE IS NO NEED FOR YOU TO CONCERN YOURSELVES WITH HIM FOR NOW!

MISTER, I DON'T MEAN TO BE RUDE--BUT WHO IN BLAZES ARE YOU?

NO, WAIT, WARREN! DON'T YOU RECOGNIZE HIM? HE--

LOOK! IN THE HARBOR--THE ONE KNOWN AS THE UNICORN!

THE MOST DANGEROUS OF NEFARIA'S CRONIES! LET US SEE--!

AND, GAZING ACROSS THE EVER-WIDENING DISTANCE BETWEEN THEMSELVES AND THE COUNT'S VESSEL, THE ASTONISHED MUTANTS SEE...

IT'S UNICORN, ALL RIGHT! QUICKLY--WE MUST OVERTAKE THE SHIP BEFORE IT REACHES THE THREE-MILE LIMIT!

HAVE NO FEAR, X-MEN--

THE SHIP WILL NOT REACH INTERNATIONAL WATERS! I PROMISE YOU THAT!

THE MASKED FIGURE--IT'S PROFESSOR X! THE HOOD MUFFLED HIS VOICE!

BUT, SIR--YOU'RE WALKING! HOW--?

FOR MONTHS, I HAVE BEEN SECRETLY WORKING ON LIGHTWEIGHT, FLEXIBLE METAL BRACES FOR MY LEGS--AND, AT LAST, I HAVE NEARLY PERFECTED THEM!

THIS TRANSISTORIZED POWER SOURCE, HOOKED ONTO MY BELT, IS ALL THAT I NEED TO OPERATE THEM FOR SEVERAL HOURS AT A TIME!

THAT'S WONDERFUL NEWS, PROFESSOR! BUT, WHAT ABOUT NEFARIA AND THE UNICORN? SHOULDN'T WE CATCH UP WITH THEM AND RECOVER THE HUNDRED MILLION DOLLARS?

THAT WOULD BE A MOST LAUDABLE SUGGESTION, BOBBY--IF THEY HAD THE MONEY!

WHAT? YOU MEAN THEY DON'T?

NO! IF YOU'LL MERELY GLANCE UNDER THE TABLE, YOU'LL SEE--

THE BRIEFCASE! THEN, NEFARIA GOT AWAY-- EMPTY-- HANDED!

NOT EXACTLY, SCOTT-- NOT EXACTLY!

AND NOW, TO LEARN THE MEANING OF XAVIER'S CRYPTIC STATEMENT, WE JOIN AN EXULTANT COUNT NEFARIA ABOARD HIS FLEEING VESSEL...

A HUNDRED MILLION DOLLARS! WEALTH BEYOND THE IMAGININGS OF MOST MORTALS!

BUT, SOON THERE WILL BE MORE INGENUOUS CRIMES, MORE RICHES THAN ANYONE HAS EVER POSSESSED! THIS IS ONLY THE BEGINNING!

YOU ARE MISTAKEN, COUNT-- THIS IS THE END OF YOUR CAREER!

FOR, THOUGH MY POWER HORN IS EXHAUSTED, I STILL POSSESS THE STRENGTH TO WREST THE POUCH FROM YOU!

UNICORN! DON'T-- WAIT!

WE HAVE NO NEED FOR STRIFE! BEFORE US IS TREASURE ENOUGH FOR A THOUSAND MEN! WE--

WHAT WITCHCRAFT IS THIS?

THE BRIEFCASE IS FADING FROM SIGHT! AND WITH IT-- OUR DREAMS OF WEALTH AND POWER! SOMEHOW, IN SOME WAY, THE X-MEN TRICKED US!

AS, BACK IN THE MAGGIA'S ABANDONED HEADQUARTERS...

AT ABOUT THIS TIME, NEFARIA AND THE UNICORN SHOULD BE DISCOVERING THAT I USED THE COUNT'S OWN MACHINE AGAINST THEM, CREATING A MENTAL IMAGE OF THE COVETED BRIEFCASE!

IN ADDITION, I ALERTED THE COAST GUARD-- WHICH SHOULD HAVE THEM SAFELY IN TOW WITHIN FIVE MINUTES!

NOW, PERHAPS THE GENDARMES WILL STOP ACCOSTING US FOR THEIR CRIMES!

MEANWHILE, JEAN, THIS LETTER ARRIVED FOR YOU THIS MORNING...

FOR ME?

THEN, AS THE FEMINE MEMBER OF THE UNIQUE TEAM OPENS THE ENVELOPE AND BEGINS TO READ, A STRANGE HUSH FALLS OVER THE MUTANT SUPER-HEROES...

JEAN-- IS SOMETHING WRONG? IS THERE ANYTHING THAT WE CAN DO?

NO, WARREN-- NOTHING!

IF IT'S TROUBLE, LET US SHARE IT!

NO, SCOTT! IT'S JEAN WHO MUST DECIDE IF WE CAN HELP HER-- NOT WE OURSELVES!

IT'S ALL RIGHT, PROFESSOR! IT ISN'T SOMETHING I CAN HIDE FOR LONG-- MUCH AS I MIGHT WISH TO!

TOMORROW, I MUST LEAVE THE X-MEN-- FOREVER!

NEXT ISH:

MORE STARTLINGLY DIFFERENT, AMAZINGLY IMAGINATIVE DEVELOPMENTS, AS THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME BATTLES

THE LOCUST!

AND, IF THAT ISN'T 'NUFF SAID-- WE DON'T KNOW WHAT IS!

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