



MARVEL COMICS GROUP 12¢

# the X-MEN

BY THE COMICS CODE AUTHORITY

9 JAN

ANOTHER TRULY MARVEL-IOUS STAR-STUDED EPIC!!  
SEE THE DESPERATE X-MEN, TRAPPED IN THE HEART OF EUROPE!

GUEST-STARRING:  
THE MIGHTY AVENGERS



DON'T MISS THE RETURN OF PROFESSOR X!

And WAIT TILL YOU MEET LUCIFER!



**X-MEN**  
THE MOST UNUSUAL  
TEEN-AGERS OF ALL  
TIME!

# ENTER, THE AVENGERS!

**FEATURING: THE EARTH-  
SHATTERING THREAT OF  
LUCIFER!**

Whatever you want in a  
super-epic, this one's  
**GOT** it!!



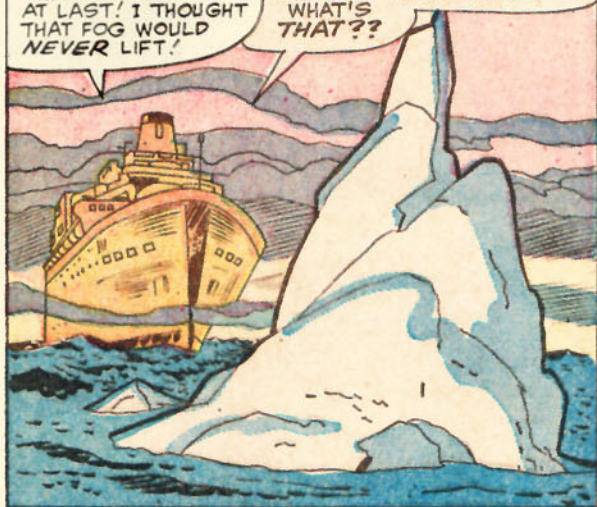
SAVAGELY WRITTEN  
BY: **STAN LEE**  
\*  
SUPREMELY DRAWN  
BY: **JACK KIRBY**  
\*  
SUPERBLY INKED  
BY: **CHIC STONE**  
\*  
STOICALLY LETTERED  
BY: **S. ROSEN**

**MIGHTY MARVEL DOES IT AGAIN!!**

OUR STARTLING SAGA BEGINS IN THE NORTH ATLANTIC, AS A DANGEROUS ICEBERG SUDDENLY DRIFTS INTO THE PATH OF A SPEEDING SUPER-LINER...

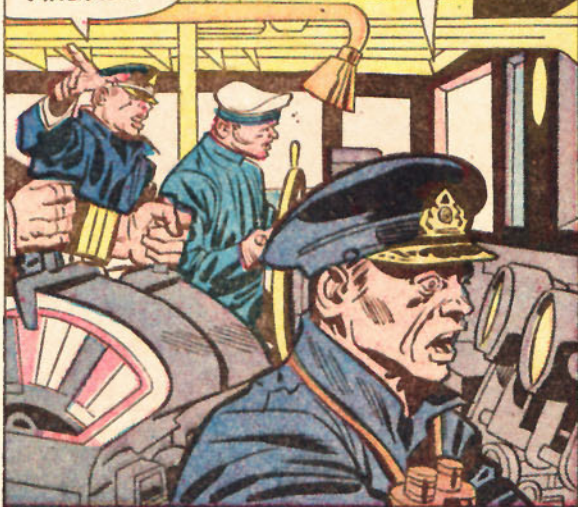
THERE'S THE SUN AT LAST! I THOUGHT THAT FOG WOULD NEVER LIFT!

BUT LOOK... STRAIGHT AHEAD OF US... WHAT'S THAT??

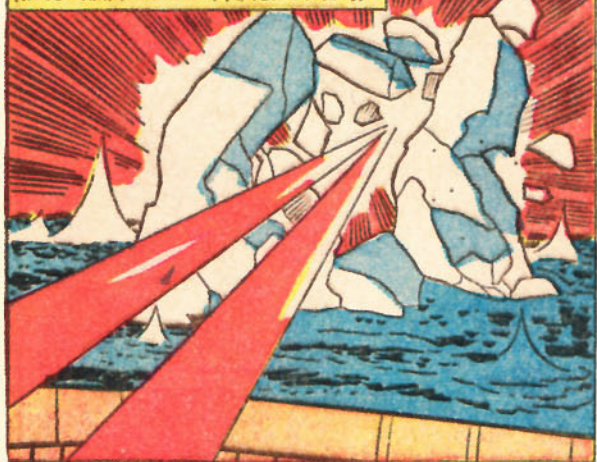


REVERSE ENGINES!! ICEBERG... DIRECTLY AHEAD!

TOO LATE!! WE CAN'T STOP IN TIME! SOUND THE ALARM! PREPARE FOR COLLISION!



BUT THEN, SECONDS BEFORE THE FATAL IMPACT, A BLINDING, SHATTERING, MYSTERIOUS TWIN-BEAM SHOOT'S OUT, BLASTING THE MIGHTY ICEBERG INTO HARMLESS FRAGMENTS!!



WHAT IN THE NAME OF CREATION WAS THAT??!

WHATEVER IT WAS, IT DESTROYED THE ICEBERG! THE SHIP, AND OUR PASSENGERS, ARE SAFE!



AND, OF ALL THE HUNDREDS ON BOARD, ONLY A HANDFUL KNOW WHAT REALLY SAVED THE MAJESTIC LINER! A HANDFUL OF THE MOST UNUSUAL TEEN-AGERS OF ALL TIME...!

SCOTT! IT WAS YOU WHO BLASTED THE ICEBERG! IT HAD TO BE! BUT... WHAT'S WRONG...?!

TOO BIG A STRAIN! WEAK... EVERYTHING SPINNING AROUND...

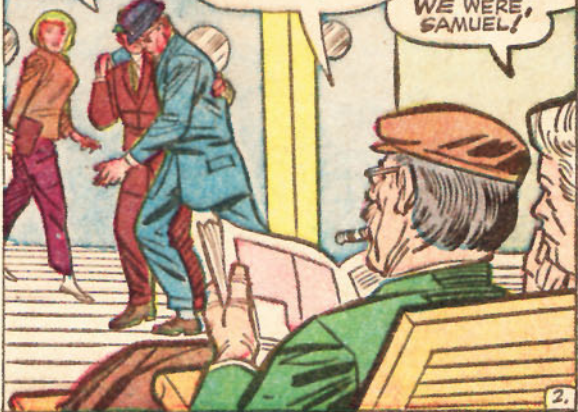


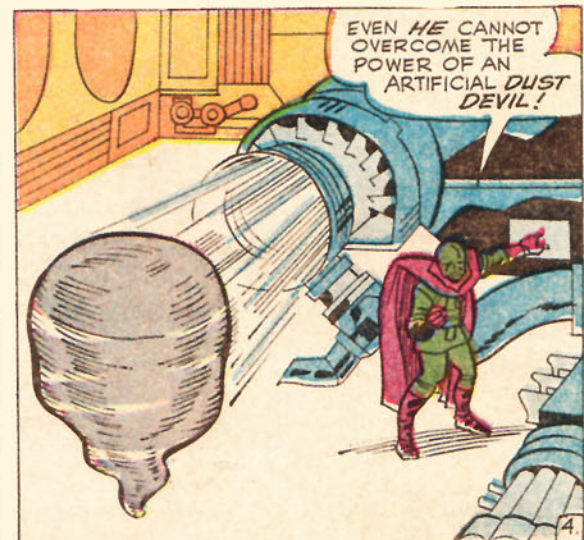
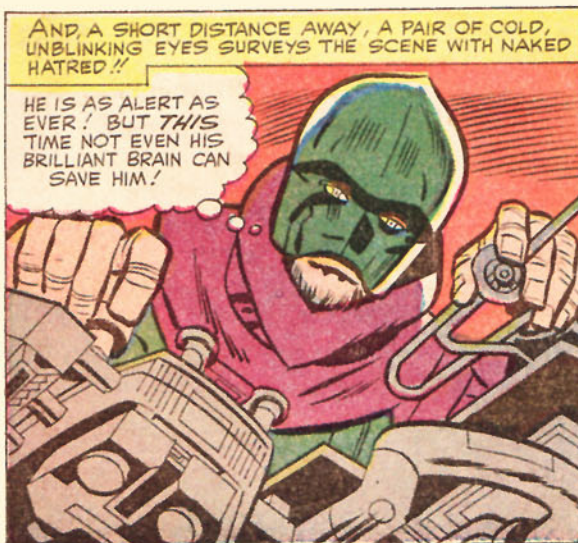
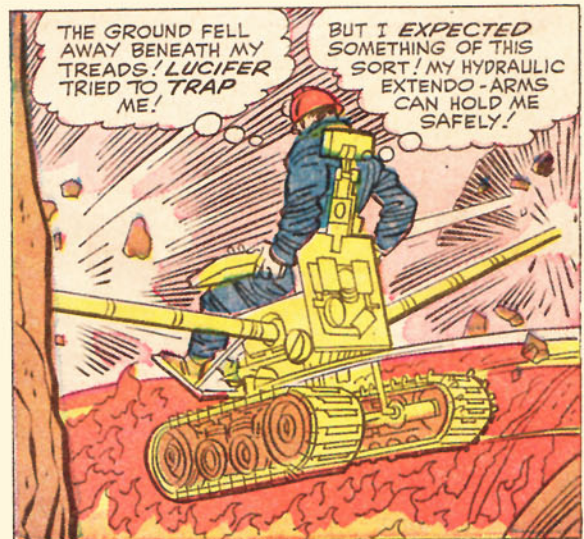
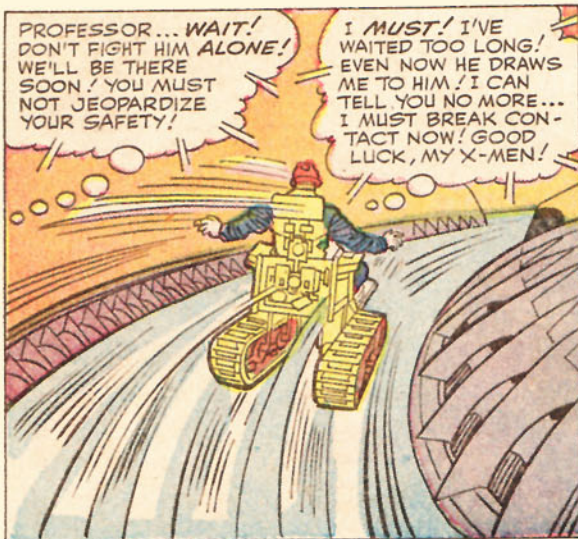
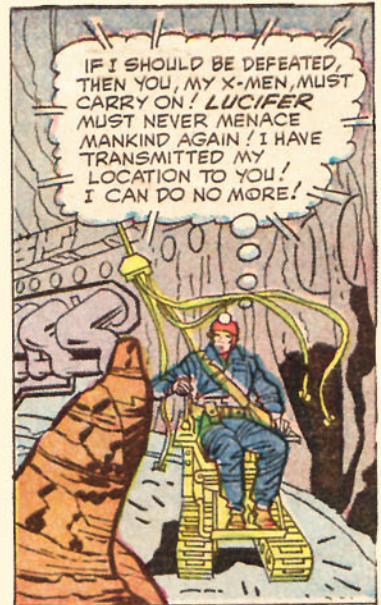
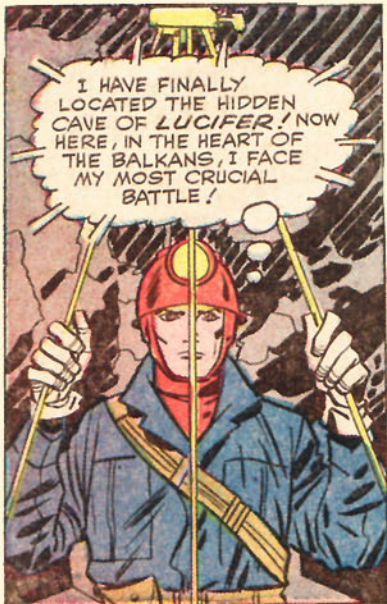
HELP ME, WARREN... HELP ME...

EASY, SCOTTY! I'LL GET YOU TO YOUR STATE-ROOM IN TWO SHAKES!

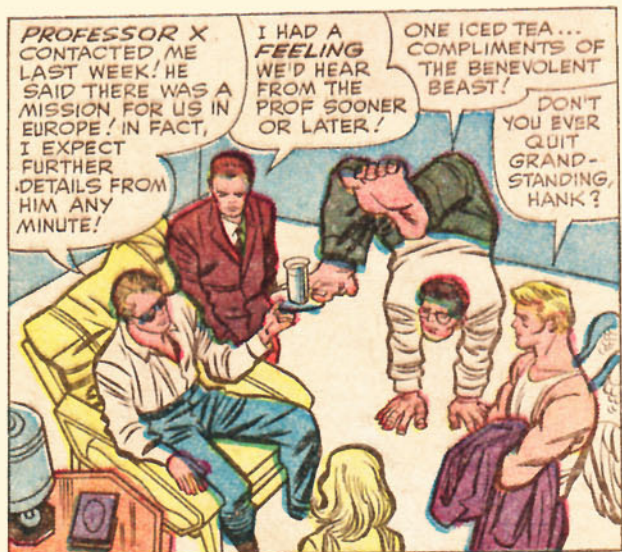
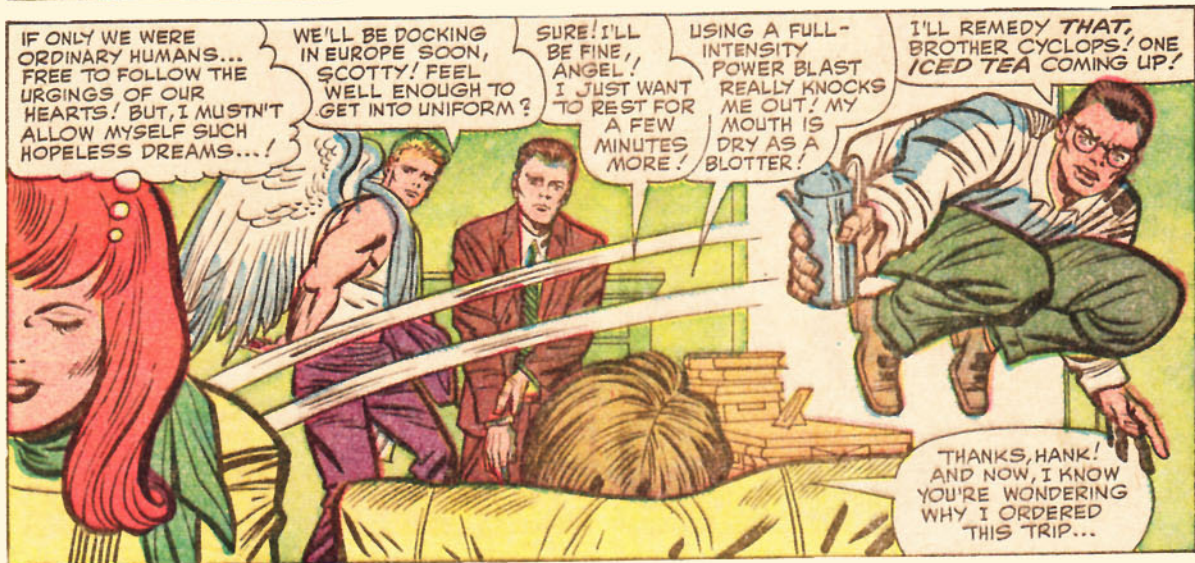
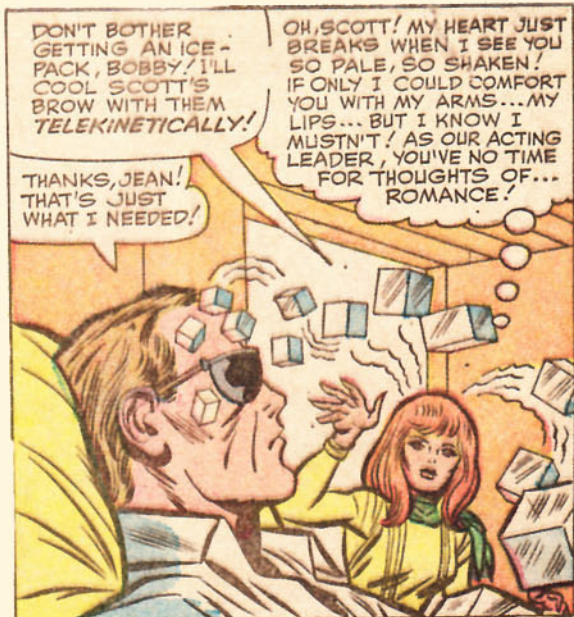
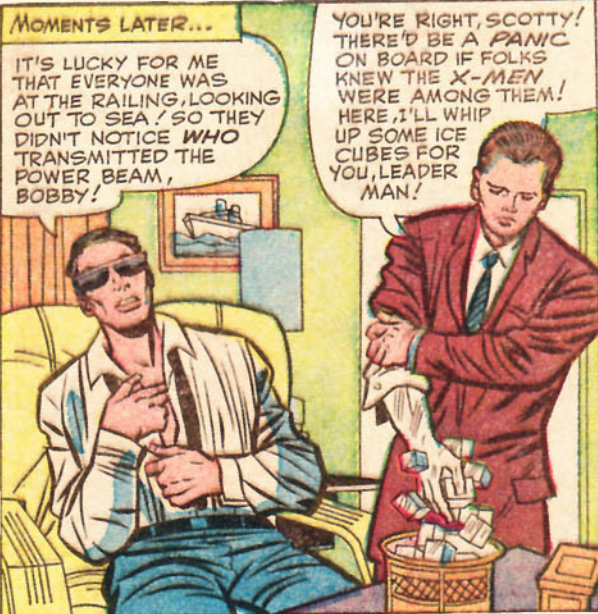
HMMMPH!! LOOK AT THAT YOUNG MAN, MATILDA! HE SHOULD HAVE TAKEN SEASICK PILLS!

I DECLARE! THIS YOUNGER GENERATION JUST ISN'T AS HARDY AS WE WERE, SAMUEL!





CONTINUED AFTER NEXT PAGE





AND SO...

A *DUST DEVIL!*\* IT CANNOT EXIST IN A PLACE LIKE THIS... SO IT MUST BE *ARTIFICIALLY CAUSED!*

THAT MEANS IT'S THE WORK OF *LUCIFER!*

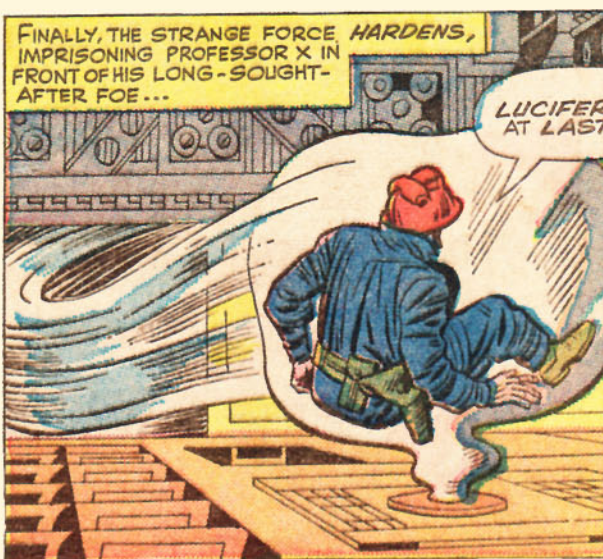
\* IDIOMATIC NAME FOR WESTERN DESERT DUST STORM... STAN.



THEN, BEFORE PROFESSOR XAVIER CAN ACT, THE STRANGE PHENOMENON HURLS HIM FROM HIS CHAIR, AND...

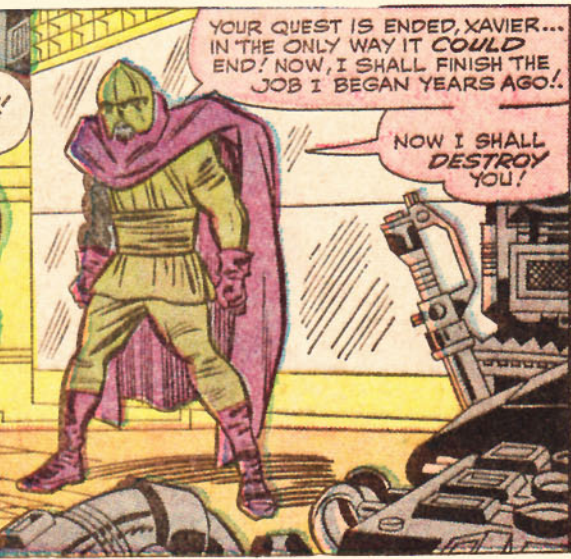
IT'S CARRYING ME THROUGH THE TUNNEL, AS THOUGH IT HAS A MIND OF ITS OWN!

AND, IN A SENSE IT *DOES*... THE MIND OF *LUCIFER!*



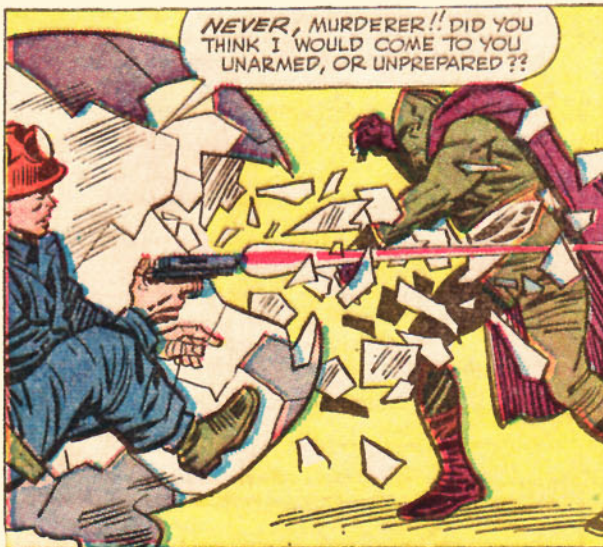
FINALLY, THE STRANGE FORCE *HARDENS*, IMPRISONING PROFESSOR X IN FRONT OF HIS LONG-*SOUGHT-AFTER* FOE...

*LUCIFER!!* AT LAST!



YOUR QUEST IS ENDED, XAVIER... IN THE ONLY WAY IT *COULD* END! NOW, I SHALL FINISH THE JOB I BEGAN YEARS AGO!

NOW I SHALL *DESTROY* YOU!



*NEVER, MURDERER!!* DID YOU THINK I WOULD COME TO YOU UNARMED, OR UNPREPARED??



*STOP, YOU FOOL!* IF I AM HARMED, THE ENTIRE WORLD IS *DOOMED!!*

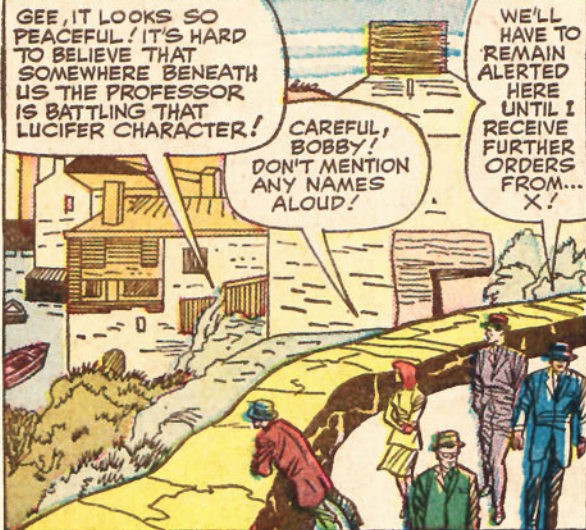
WHAT...??!

BUT, LET US LEAVE THE TWO MIGHTY ANTAGONISTS FOR A MOMENT, AND TURN OUR ATTENTION TO A NEARBY BAVARIAN VILLAGE, WHERE WE FIND...

GEE, IT LOOKS SO PEACEFUL! IT'S HARD TO BELIEVE THAT SOMEWHERE BENEATH US THE PROFESSOR IS BATTLING THAT LUCIFER CHARACTER!

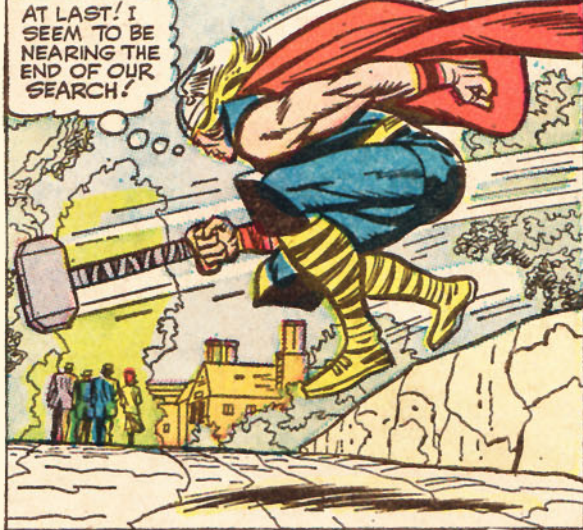
CAREFUL, BOBBY! DON'T MENTION ANY NAMES ALOUD!

WE'LL HAVE TO REMAIN ALERTED HERE UNTIL I RECEIVE FURTHER ORDERS FROM... X!



SUDDENLY, A POWERFUL, DRAMATIC FIGURE PLUMMETS DOWN FROM THE SKY, BEHIND THE X-MEN...

AT LAST! I SEEM TO BE NEARING THE END OF OUR SEARCH!

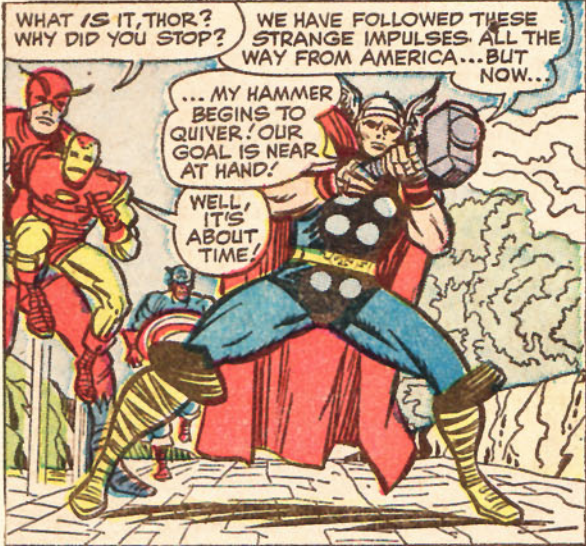


WHAT IS IT, THOR? WHY DID YOU STOP?

WE HAVE FOLLOWED THESE STRANGE IMPULSES ALL THE WAY FROM AMERICA... BUT NOW...

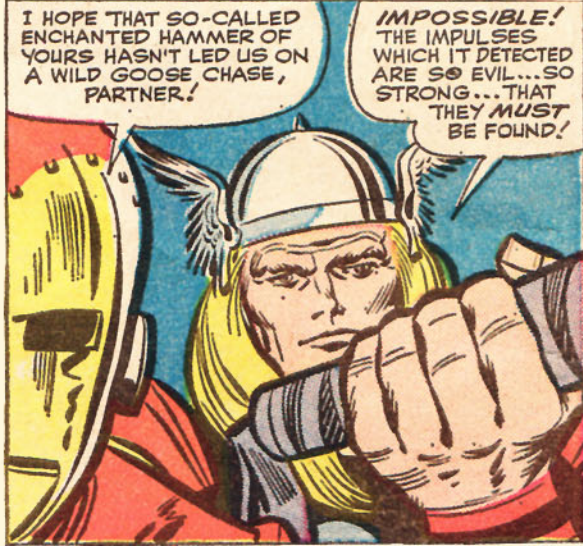
... MY HAMMER BEGINS TO QUIVER! OUR GOAL IS NEAR AT HAND!

WELL, IT'S ABOUT TIME!

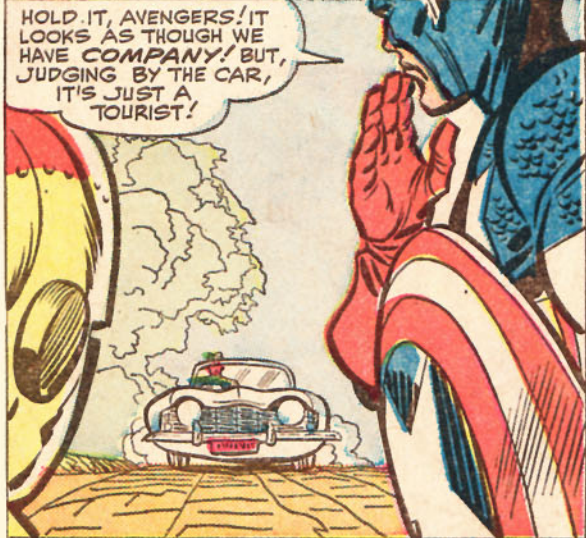


I HOPE THAT SO-CALLED ENCHANTED HAMMER OF YOURS HASN'T LED US ON A WILD GOOSE CHASE, PARTNER!

IMPOSSIBLE! THE IMPULSES WHICH IT DETECTED ARE SO EVIL... SO STRONG... THAT THEY MUST BE FOUND!

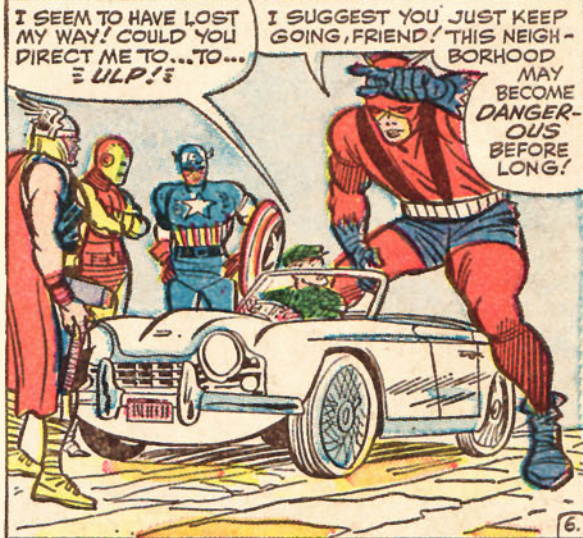


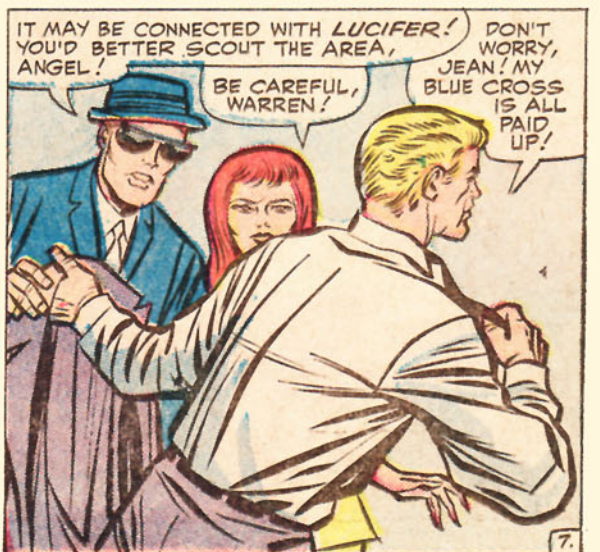
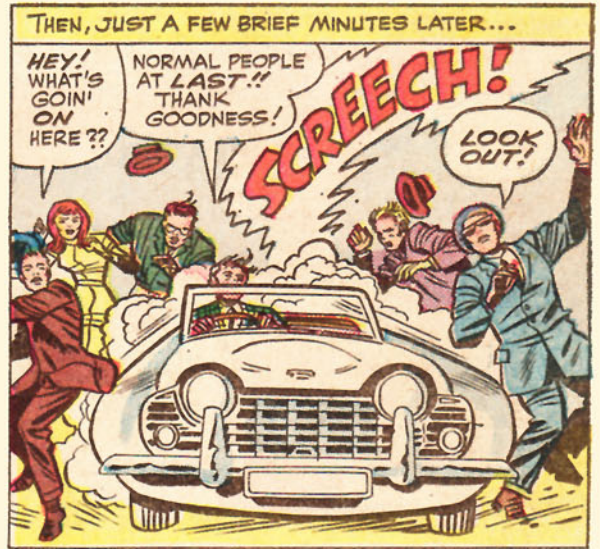
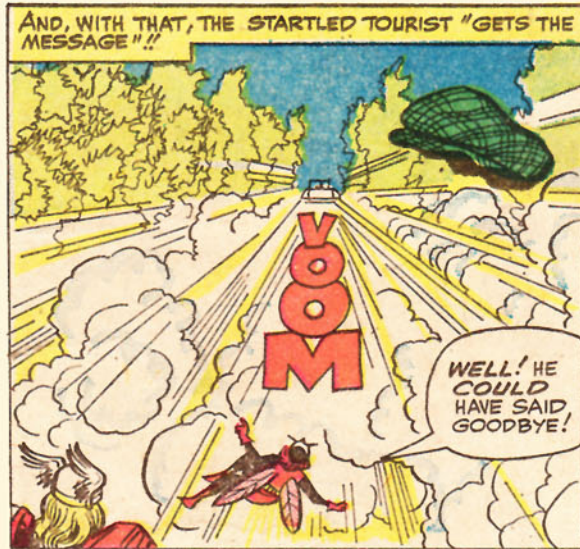
HOLD IT, AVENGERS! IT LOOKS AS THOUGH WE HAVE COMPANY! BUT, JUDGING BY THE CAR, IT'S JUST A TOURIST!



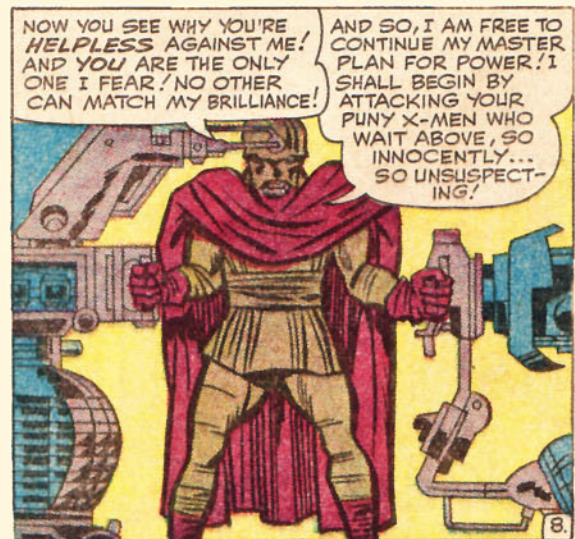
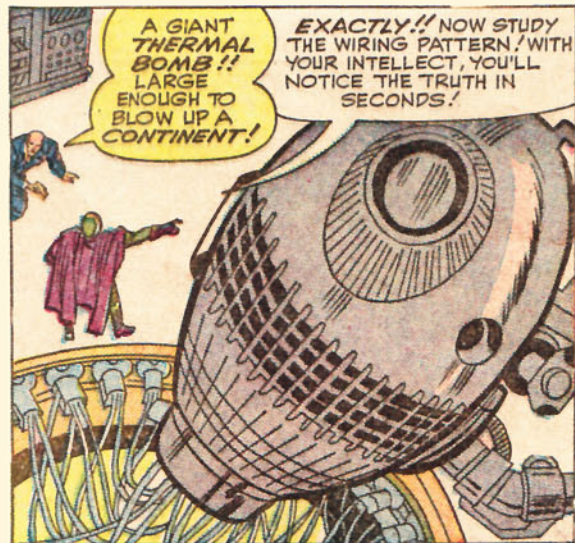
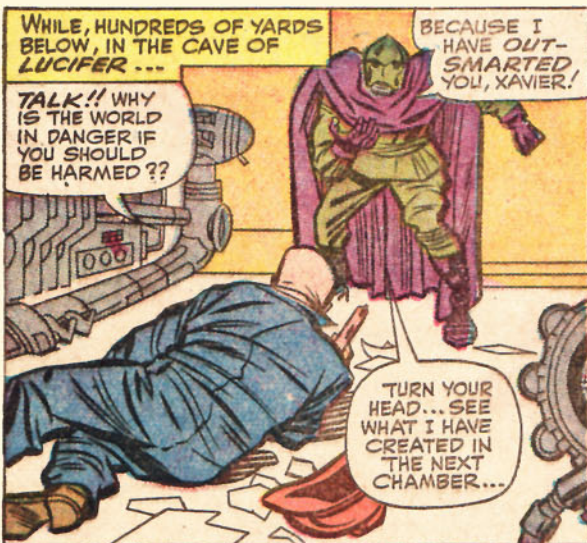
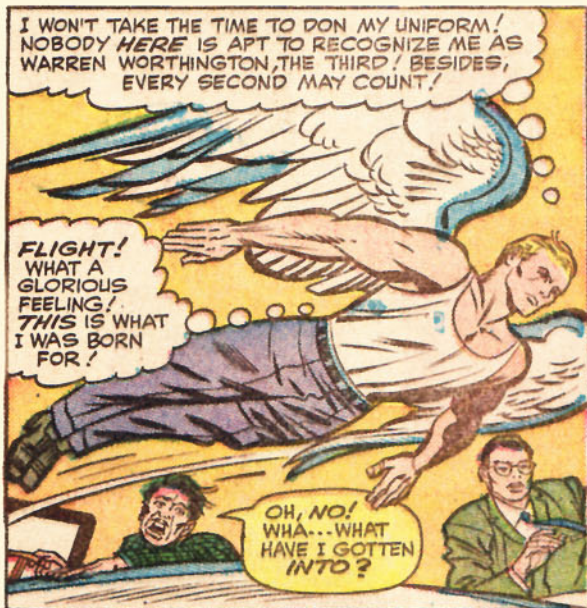
I SEEM TO HAVE LOST MY WAY! COULD YOU DIRECT ME TO... TO... ULP!?

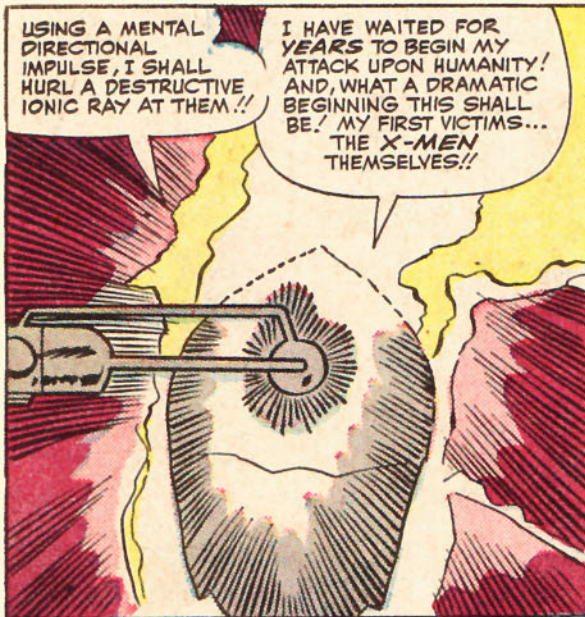
I SUGGEST YOU JUST KEEP GOING, FRIEND! THIS NEIGHBORHOOD MAY BECOME DANGEROUS BEFORE LONG!





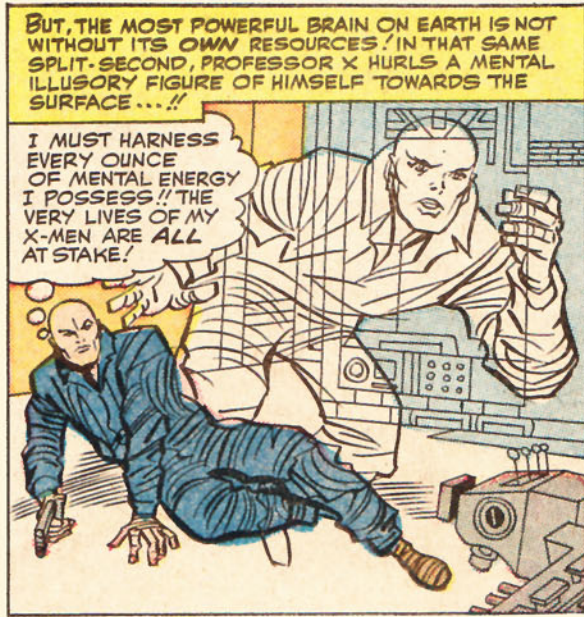






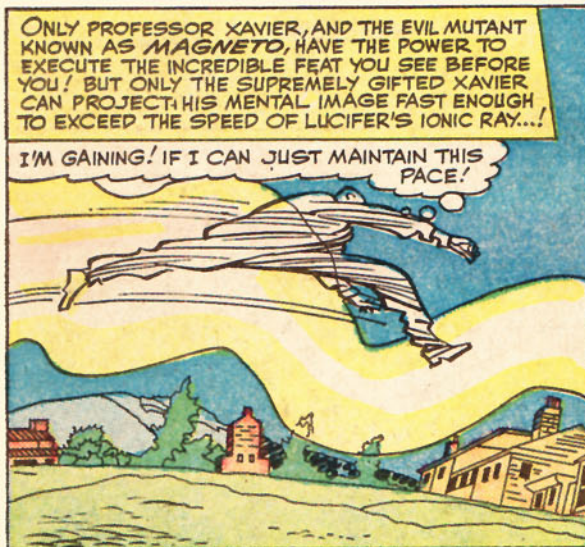
USING A MENTAL DIRECTIONAL IMPULSE, I SHALL HURL A DESTRUCTIVE IONIC RAY AT THEM!!

I HAVE WAITED FOR YEARS TO BEGIN MY ATTACK UPON HUMANITY! AND, WHAT A DRAMATIC BEGINNING THIS SHALL BE! MY FIRST VICTIMS... THE X-MEN THEMSELVES!!



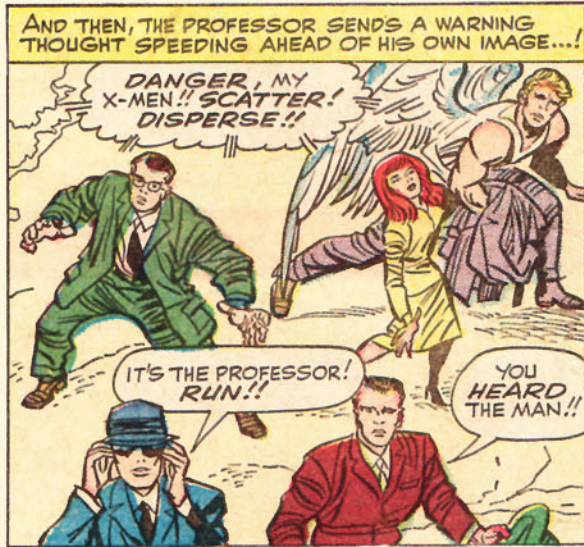
BUT, THE MOST POWERFUL BRAIN ON EARTH IS NOT WITHOUT ITS OWN RESOURCES! IN THAT SAME SPLIT-SECOND, PROFESSOR X HURLS A MENTAL ILLUSORY FIGURE OF HIMSELF TOWARDS THE SURFACE...!!

I MUST HARNESS EVERY OUNCE OF MENTAL ENERGY I POSSESS!! THE VERY LIVES OF MY X-MEN ARE ALL AT STAKE!



ONLY PROFESSOR XAVIER, AND THE EVIL MUTANT KNOWN AS *MAGNETO*, HAVE THE POWER TO EXECUTE THE INCREDIBLE FEAT YOU SEE BEFORE YOU! BUT ONLY THE SUPREMELY GIFTED XAVIER CAN PROJECT HIS MENTAL IMAGE FAST ENOUGH TO EXCEED THE SPEED OF LUCIFER'S IONIC RAY...!

I'M GAINING! IF I CAN JUST MAINTAIN THIS PACE!

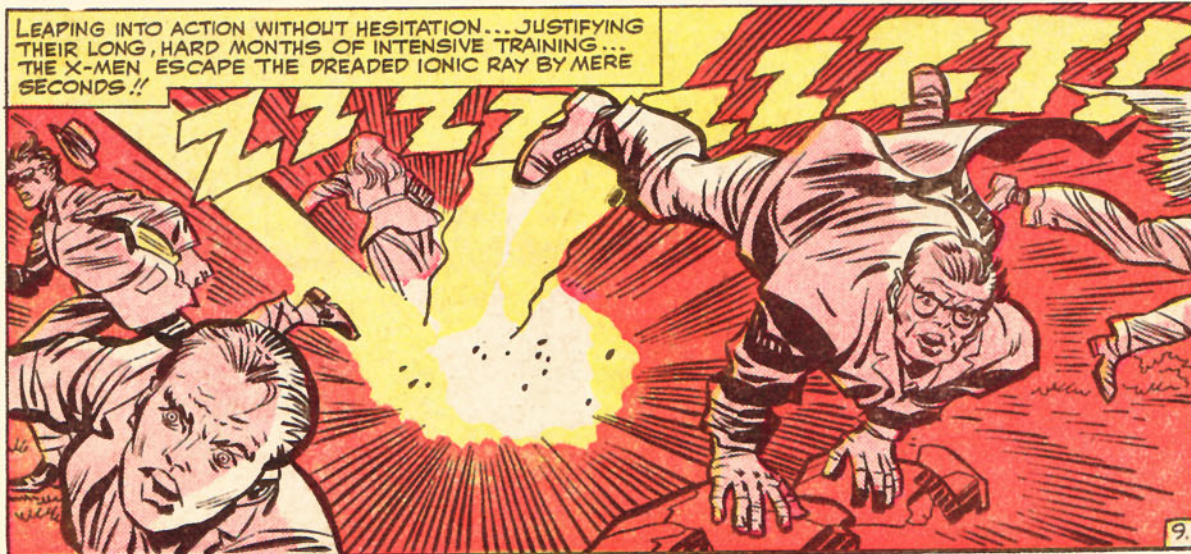


AND THEN, THE PROFESSOR SENDS A WARNING THOUGHT SPEEDING AHEAD OF HIS OWN IMAGE...!

DANGER, MY X-MEN!! SCATTER! DISPERSE!!

IT'S THE PROFESSOR! RUN!!

YOU HEARD THE MAN!!



LEAPING INTO ACTION WITHOUT HESITATION... JUSTIFYING THEIR LONG, HARD MONTHS OF INTENSIVE TRAINING... THE X-MEN ESCAPE THE DREADED IONIC RAY BY MERE SECONDS...!!

ITS MISSION SUCCESSFUL, THE PROFESSOR'S MENTAL IMAGE FADES INTO NOTHINGNESS, AS THE INTREPID BAND OF TEEN-AGERS NOW GIRD THEMSELVES FOR BATTLE...!!



NO NEED FOR CIVILIAN GARB NOW! THE PRETENSE HAS ENDED! THE PRELUDE IS OVER!

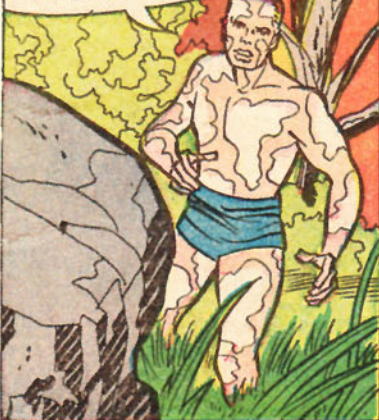
..AND NOW, THE CURTAIN RISES ON ACT ONE! THE STAGE IS SET... THE CAST IS ASSEMBLED!...



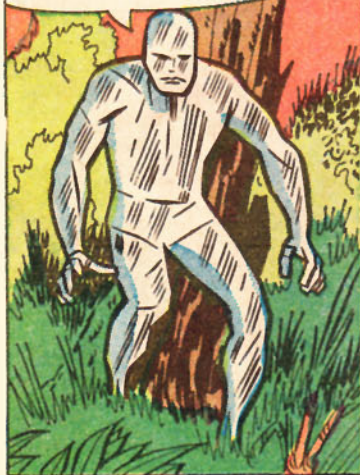
..AND, UNLESS I AM GRIEVOUSLY MISTAKEN, THE BEAST IS DESTINED TO PLAY A STELLAR ROLE!



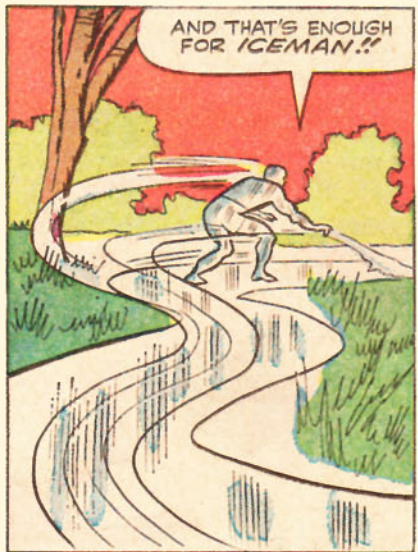
I DON'T KNOW WHAT DANGER THREATENS THE PROFESSOR... OR US! I DON'T EVEN KNOW WHO LUCIFER IS!!



ALL THAT I DO KNOW IS THAT THE X-MEN ARE NEEDED...!!



AND THAT'S ENOUGH FOR ICEMAN!!



MARVEL GIRL REPORTING, CYCLOPS! WHY, WHAT'S WRONG??



LOOK OUT, YOU'LL STUMBLE INTO THAT HOLE IN FRONT OF YOU!

THERE'S NOT ENOUGH TIME TO SIDE-STEP!!



BUT, BY TELEKINETICALLY PUTTING THAT LOG OVER IT, I CAN STEP DOWN IN SAFETY!!



WELL DONE, MARVEL GIRL!!

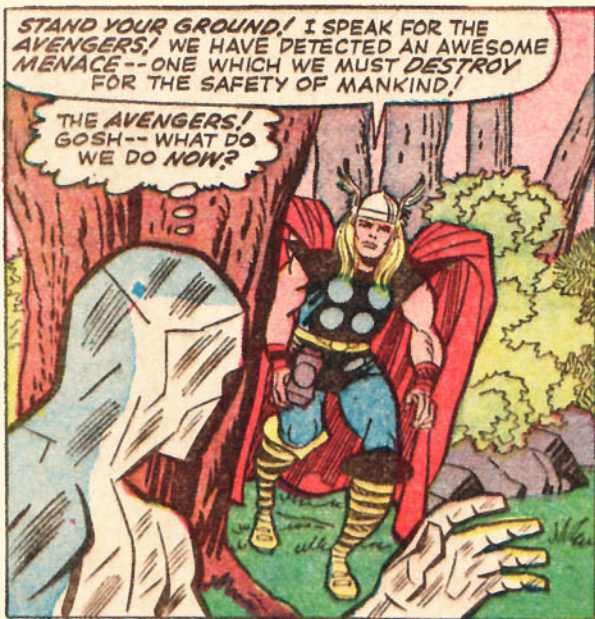
THAT THOUGHT! IT'S THE PROFESSOR!



I MUST WARN YOU! IF YOU ENCOUNTER LUCIFER-- DEFEND YOURSELVES WITH ALL YOUR POWER, BUT-- HE MUST NOT BE SLAIN-- NOR EVEN PHYSICALLY HARMED! NO TIME FOR FURTHER EXPLANATION--

BUT KNOW THIS-- IF ANYTHING AFFECTS LUCIFER'S HEARTBEAT, ALL OF EARTH MAY BE IN PERIL! AND NOW-- BEHIND YOU, I SENSE MORE DANGER!

GOSH! NOW WHAT --??



STAND YOUR GROUND! I SPEAK FOR THE AVENGERS! WE HAVE DETECTED AN AWESOME MENACE-- ONE WHICH WE MUST DESTROY FOR THE SAFETY OF MANKIND!

THE AVENGERS! GOSH-- WHAT DO WE DO NOW??



I AM CYCLOPS! I SPEAK FOR THE X-MEN! YOU MUST NOT INTERFERE! THE MISSION IS OURS!

NONSENSE, SON! WE FIGHT FOR THE SAME CAUSE! LET US JOIN FORCES!

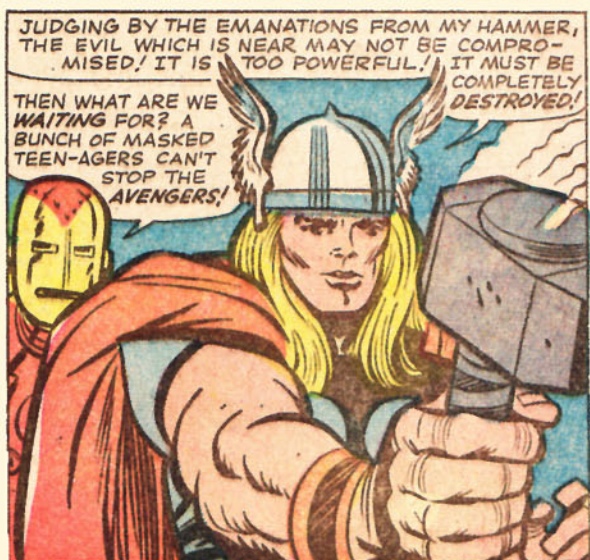
WHY DOES EVERY GROUP WE MEET TRY TO HOG THE BATTLE FOR THEMSELVES?\*

IF YOU ATTEMPT TO STAY OUR HAND-- WE SHALL SUSPECT YOUR MOTIVES! SO BE WARNED!

CAREFUL, SCOTT! DON'T ANTAGONIZE THEM! IT'S...

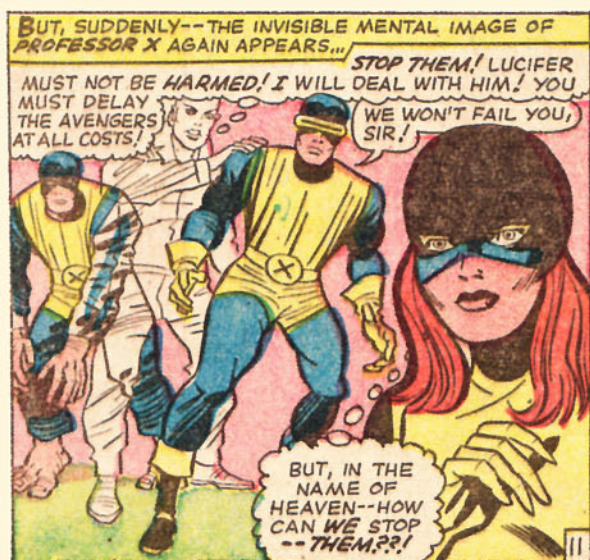
WOW! WE'RE IN FOR IT NOW!

\*SEE F.F.#31--STAN!



JUDGING BY THE EMANATIONS FROM MY HAMMER, THE EVIL WHICH IS NEAR MAY NOT BE COMPROMISED! IT IS TOO POWERFUL! IT MUST BE COMPLETELY DESTROYED!

THEN WHAT ARE WE WAITING FOR? A BUNCH OF MASKED TEEN-AGERS CAN'T STOP THE AVENGERS!



BUT, SUDDENLY-- THE INVISIBLE MENTAL IMAGE OF PROFESSOR X AGAIN APPEARS...

MUST NOT BE HARMED! I WILL DEAL WITH HIM! YOU MUST DELAY THE AVENGERS AT ALL COSTS!

STOP THEM! LUCIFER MUST NOT BE HARMED! I WILL DEAL WITH HIM! YOU MUST DELAY THE AVENGERS AT ALL COSTS!

BUT, IN THE NAME OF HEAVEN-- HOW CAN WE STOP -- THEM??!



ENOUGH TALK! MY HAMMER SHALL NOW LEAD US TO THE ONE WE MUST DESTROY!

NO! STAY BACK -- LET ME EXPLAIN! I-I WARNED YOU!

X-MEN! ATTACK AT WILL!

CLANG!

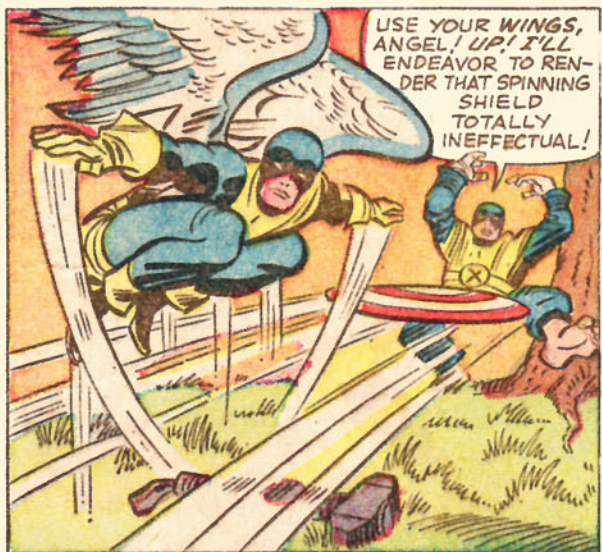
UHHH--!



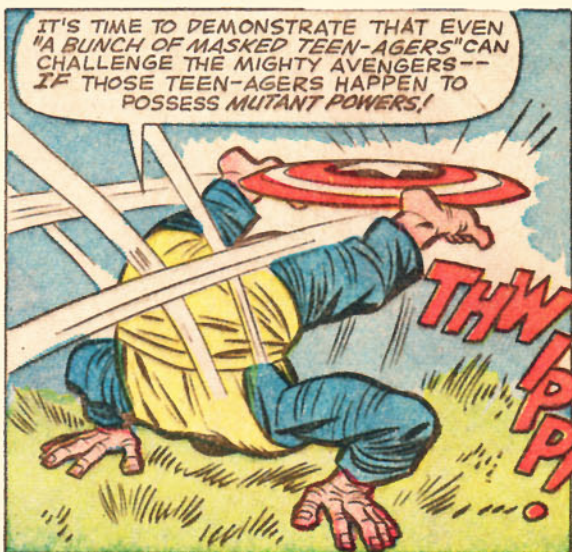
WE DON'T WANT TO HURT YOU-- BUT NOBODY GETS AWAY WITH ATTACKING THE AVENGERS! NOT EVEN THOSE WHO CALL THEMSELVES X-MEN!

ONCE I GRAB THIS HAMMER, I'LL MAKE MINCE-MEAT OUT OF THAT SHIELD OF YOURS!

I-I DON'T GET IT, IT FEELS AS THOUGH IT'S CEMENTED TO THE GROUND! I CAN'T BUDGE IT!

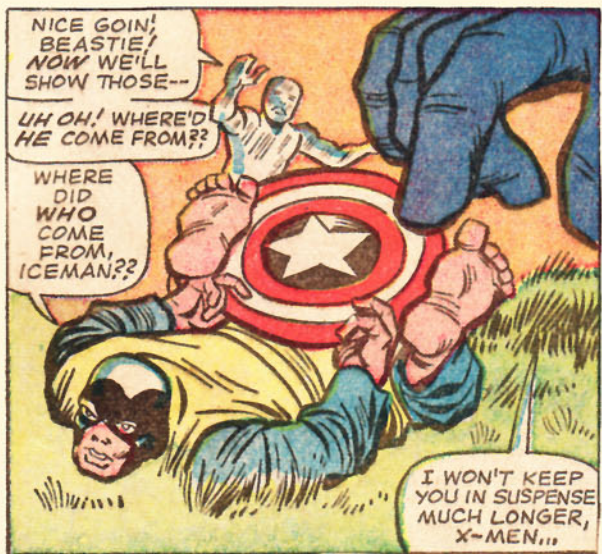


USE YOUR WINGS, ANGEL! UP! I'LL ENDEAVOR TO RENDER THAT SPINNING SHIELD TOTALLY INEFFECTUAL!



IT'S TIME TO DEMONSTRATE THAT EVEN "A BUNCH OF MASKED TEEN-AGERS" CAN CHALLENGE THE MIGHTY AVENGERS-- IF THOSE TEEN-AGERS HAPPEN TO POSSESS MUTANT POWERS!

THWIP!



NICE GOIN' BEASTIE! NOW WE'LL SHOW THOSE--

UH OH! WHERE'D HE COME FROM??

WHERE DID WHO COME FROM, ICEMAN??

I WON'T KEEP YOU IN SUSPENSE MUCH LONGER, X-MEN...



BUT, IT'S TIME SOMEONE TAUGHT YOU NOT TO TAKE THINGS THAT DON'T BELONG TO YOU!

GIANT-MAN!! WOULD YOU MIND MODULATING YOUR VOICE TO A SOFTER PITCH? THE RESONANCE FROM YOUR OVERSIZED LARYNX IS VIRTUALLY DEAFENING!



SAVE YOUR FLOWERY PHRASES FOR SOMEONE WHO'LL BE MORE IMPRESSED, SON! I HOLD A FEW COLLEGE DEGREES MYSELF!

NOW, GO SWALLOW ANOTHER DICTIONARY SOMEWHERE WHILE I ATTEND TO MORE URGENT MATTERS!

RELAX, YOU WORD-SLINGING WONDER! I'LL STOP YOU FROM FALLING!

A MOST OPPORTUNE GESTURE, BUT I SUGGEST YOU DIVERT YOUR ATTENTION TO THE WASP WHO SEEMS TO HAVE YOU IN HER SIGHTS!

HERE'S A QUICK FREEZING ICY SWEATSHIRT FOR YOU, STRETCH! THIS'LL CRAMP YOUR STYLE REAL GOOD!

IF I CAN JUST REACH THAT TITIAN-HAIRED TIGRESS IN TIME--!

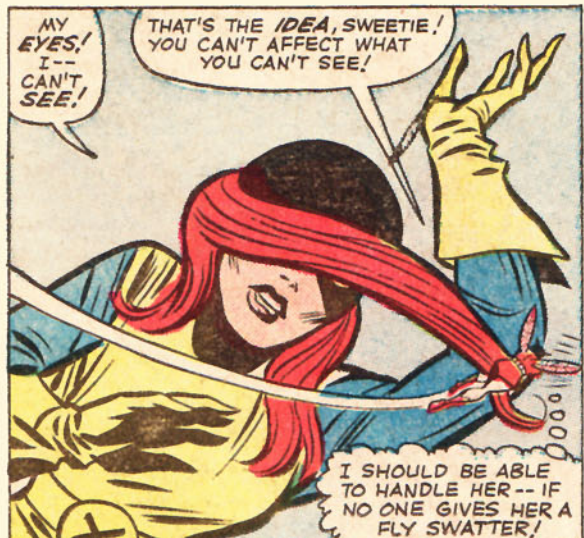
PUT ME DOWN, AVENGER, I WARN YOU--!

I HATE TO ATTACK THAT YOUNG ICEMAN-- BUT I MAY HAVE TO!

PERHAPS SO! BUT I'M KEEPING YOU TOO BUSY TO ATTACK ANY OTHER X-MEN!

YOUNG FELLA, I HAVE A COLLECTION OF "WARNINGS" THAT WOULD MAKE YOUR EYES POP!

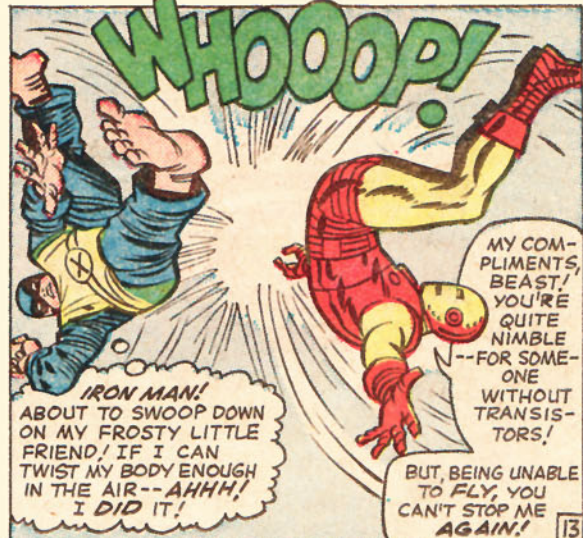
STAY YOUR HAND, WINGED ONE! YOUR MORTAL BLOWS ARE BUT FEATHER TOUCHES TO THOR!



MY EYES! I-- CAN'T SEE!

THAT'S THE IDEA, SWEETIE! YOU CAN'T AFFECT WHAT YOU CAN'T SEE!

I SHOULD BE ABLE TO HANDLE HER-- IF NO ONE GIVES HER A FLY SWATTER!



WHOOOP!

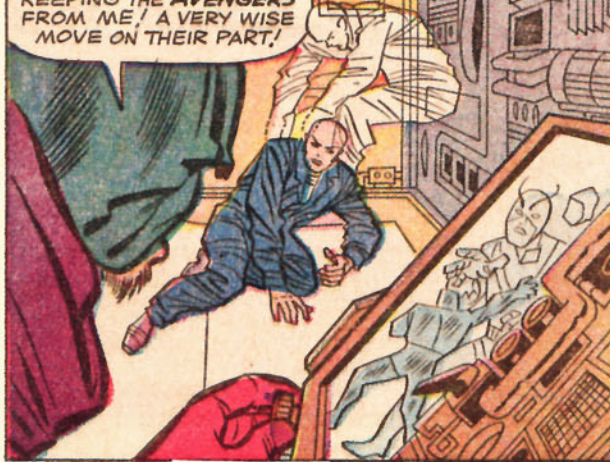
IRON MAN! ABOUT TO SWOOP DOWN ON MY FROSTY LITTLE FRIEND! IF I CAN TWIST MY BODY ENOUGH IN THE AIR-- AHHH! I DID IT!

MY COMPLIMENTS, BEAST! YOU'RE QUITE NIMBLE --FOR SOMEONE WITHOUT TRANSISTORS!

BUT, BEING UNABLE TO FLY, YOU CAN'T STOP ME AGAIN!

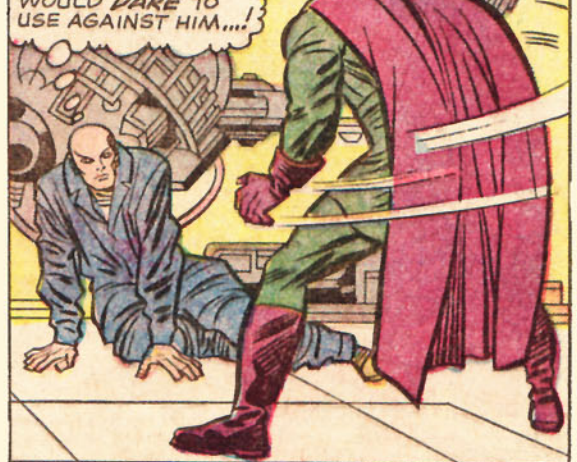
MEANTIME, HAVING DONE ALL HE CAN ON THE SURFACE, PROFESSOR X ONCE AGAIN TURNS HIS FULL ATTENTION TO THE DEADLY FOE WHO STANDS BEFORE A WIRELESS VIDEO-VIEWER...

YOUR X-MEN ARE KEEPING THE AVENGERS FROM ME! A VERY WISE MOVE ON THEIR PART!



AND NOW THAT I HAVE YOU CRINGING HELPLESSLY BEFORE ME, I SHALL WIN MY GREATEST VICTORY! YOUR TIME HAS COME, XAVIER!

THERE IS NO PHYSICAL FORCE I CAN USE-- OR WOULD DARE TO USE AGAINST HIM....!



BUT, MY GREATEST POWER HAS EVER BEEN THE POWER OF--MY BRAIN!

AND THIS WILL BE MY MOST DIFFICULT TASK!

I MUST NARROW A MENTAL SHOCK WAVE ENOUGH TO STUN HIM WITHOUT INJURING HIM IN ANY WAY!



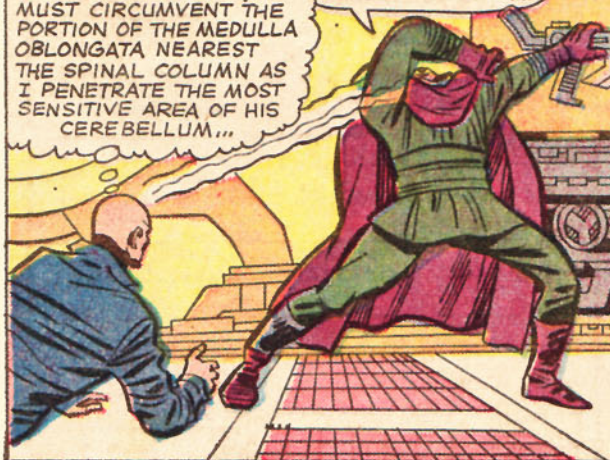
ONLY A KNOWLEDGEABLE BRAIN SURGEON COULD APPRECIATE THE DELICACY OF MY TASK! AND EVEN HE WOULD NEVER BELIEVE SUCH A MENTAL FEAT IS POSSIBLE!

GENTLY--GENTLY!-- ONE HAIR-BREATH ERROR CAN STILL HIS HEART!



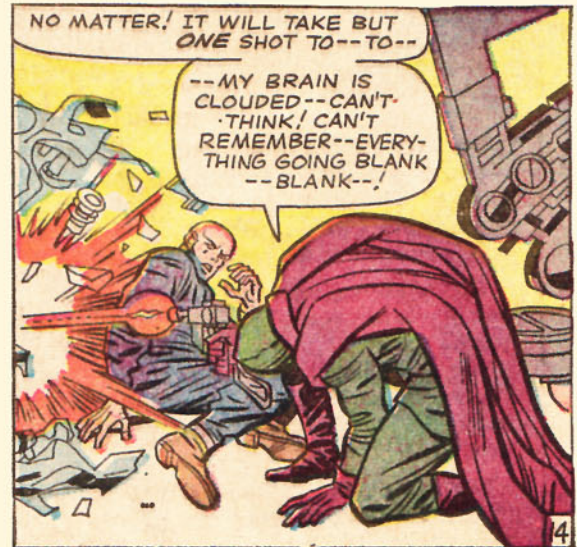
IN MY MIND'S EYE, I SEE HIS BRAIN AS CLEARLY AS A TRAVELLER READS A ROAD MAP! I MUST CIRCUMVENT THE PORTION OF THE MEDULLA OBLONGATA NEAREST THE SPINAL COLUMN AS I PENETRATE THE MOST SENSITIVE AREA OF HIS CEREBELLUM...

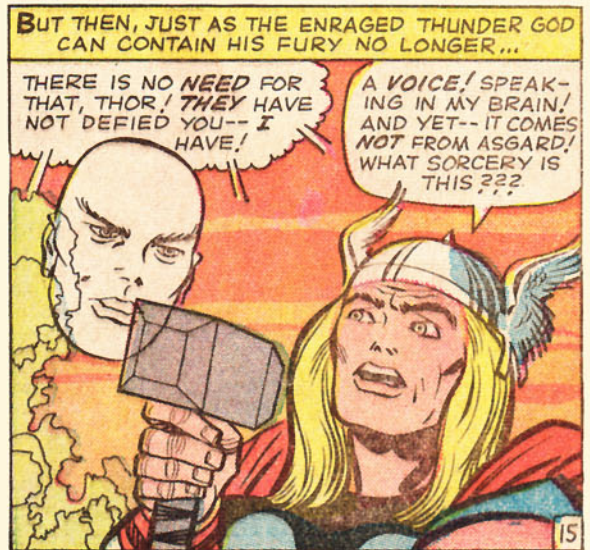
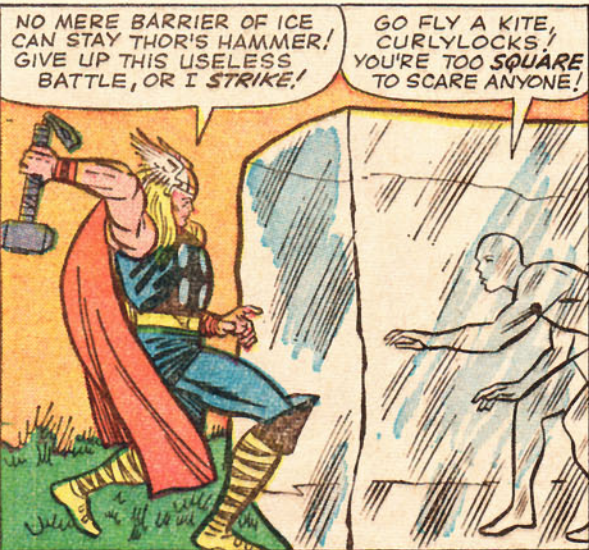
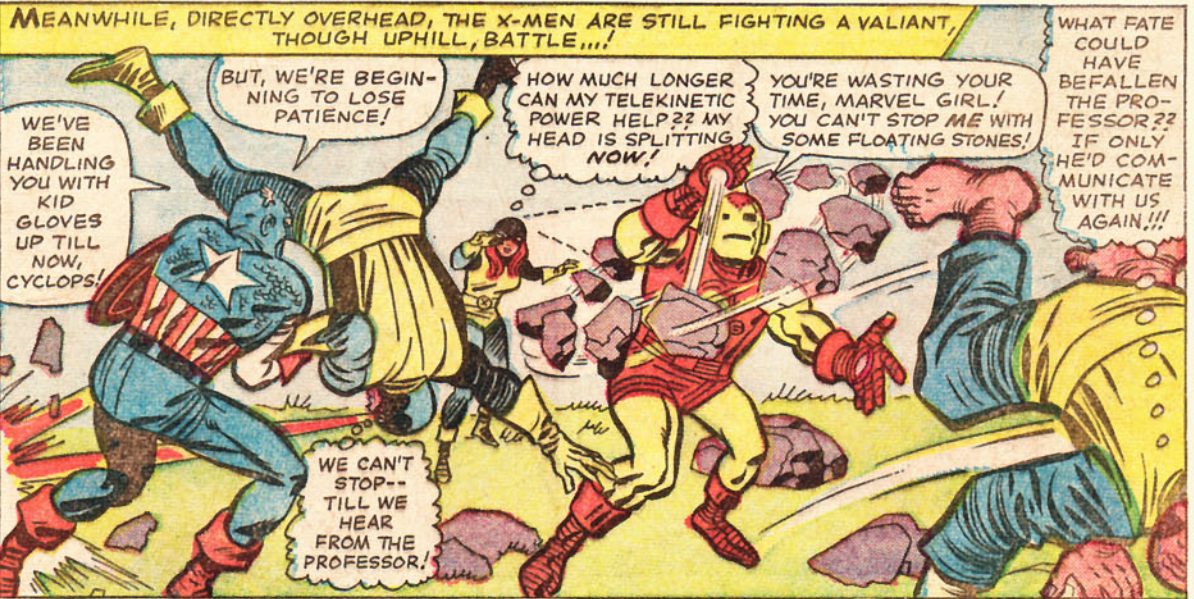
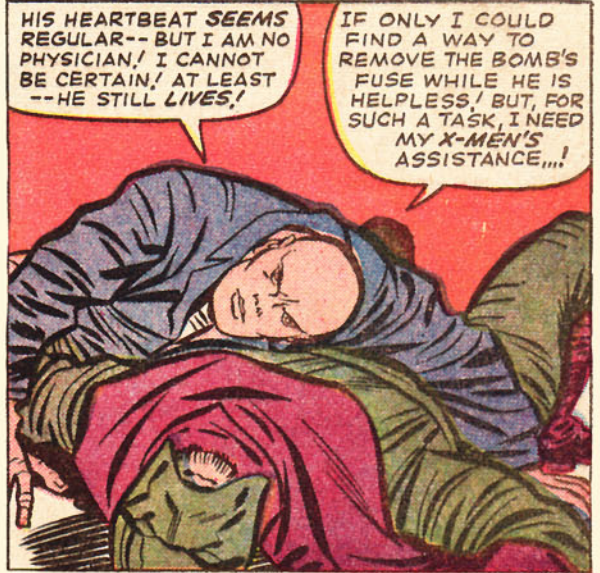
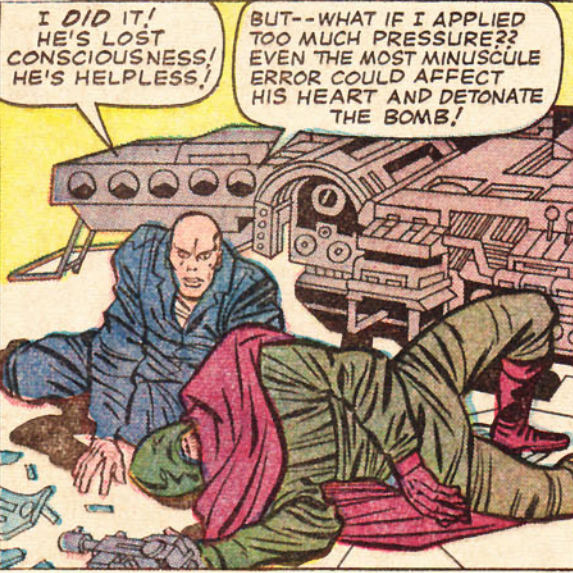
WHAT IS HAPPENING TO ME?? WHY HAVE MY MOVEMENTS BECOME SO STIFF...?



NO MATTER! IT WILL TAKE BUT ONE SHOT TO--TO--

--MY BRAIN IS CLOUDED--CAN'T THINK! CAN'T REMEMBER--EVERYTHING GOING BLANK--BLANK--!







THE SECONDS FLY BY AS THE FABULOUS XAVIER, NO LONGER FORCED TO PARRY LUCIFER'S THRUSTS, FINALLY EXPLAINS THE ENTIRE SITUATION TO THE IMMORTAL AVENGER...

SO YOU SEE, WE HAD TO STOP YOU FROM ATTACKING LUCIFER!

YOUR MESSAGE HAS THE UNMISTAKABLE RING OF TRUTH! YOU HAVE ACTED WISELY, X-MAN!

AND, FROM WHAT YOU HAVE TOLD ME, YOUR SKILL IS NEEDED MORE THAN OUR STRENGTH IN THE HOURS THAT REMAIN!



THE FIGHT IS ENDED, ICEMAN! YOU WILL HAVE NO FURTHER NEED TO SHIELD YOURSELF FROM THOR!

SWHEWE LUCKY FOR ME! HE SMASHED MY INTENSIFIED ICE AS THOUGH IT'S A THIN PANE OF WINDOW GLASS!



AND SO, THE UNWARRANTED BATTLE COMES TO AN INCONCLUSIVE END!

AVENGERS --ASSEMBLE!

HIS ARMS ARE OUTSTRETCHED! THAT'S OUR SIGNAL TO END HOSTILITIES!

HMMM-- SOUNDS IMPORTANT!

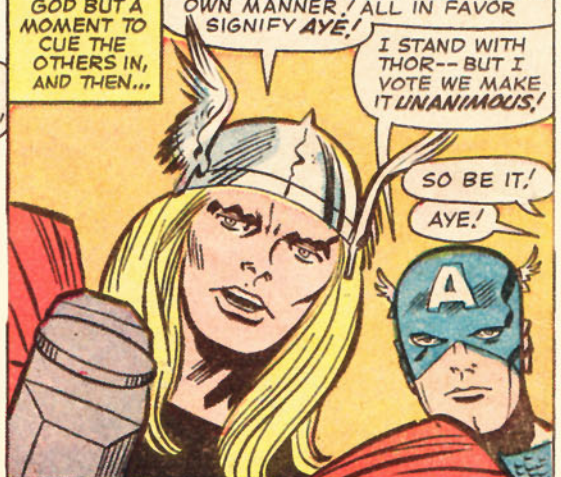


IT TAKES THE THUNDER GOD BUT A MOMENT TO CUE THE OTHERS IN, AND THEN...

I VOTE WE ALLOW THE X-MEN TO DEAL WITH THEIR FOE IN THEIR OWN MANNER! ALL IN FAVOR SIGNIFY AYE!

I STAND WITH THOR-- BUT I VOTE WE MAKE IT UNANIMOUS!

SO BE IT! AYE!



WELL, LITTLE ONES, IT SEEMS WE'VE TRAVELED CLEAR ACROSS THE ATLANTIC ONLY TO BLUNDER INTO SOMEONE ELSE'S FIGHT!

BETTER FALL IN BEHIND CAP THOR! YOUR TIME HAS EXPIRED! IT'S HIS TURN TO BE GROUP CHAIRMAN FOR THE WEEK!

THEY MAKE ME REALIZE THAT HUMANITY IS WORTH DEFENDING!

IT WASN'T ALL A WASTE! I DID GET TO MEET THAT DREAMY ANGEL!

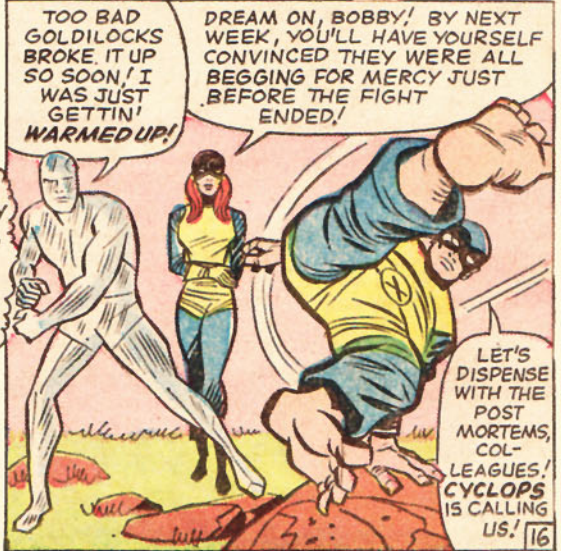
AWWN, I'M WASTING MY TIME-- AS USUAL! HANK IS TOO SMART TO ACT JEALOUS!



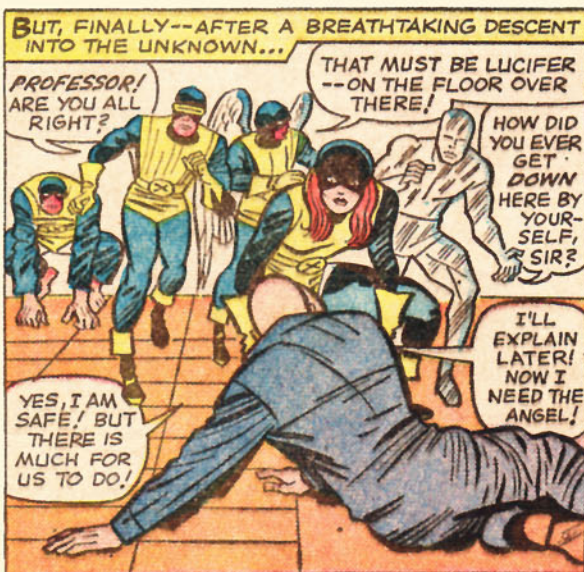
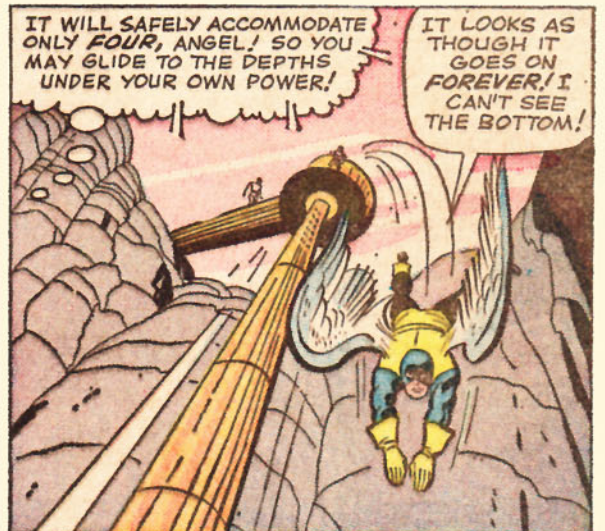
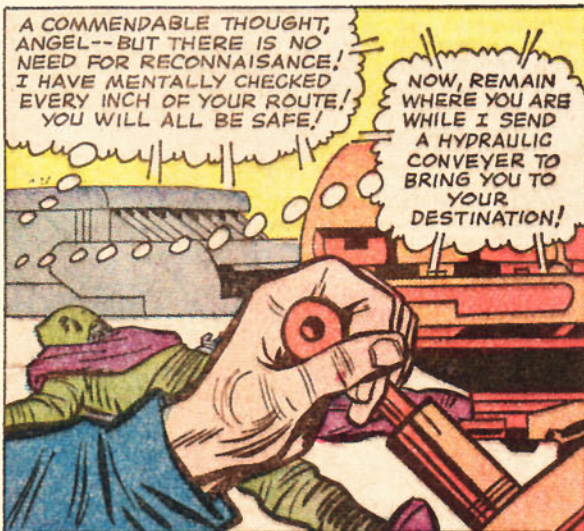
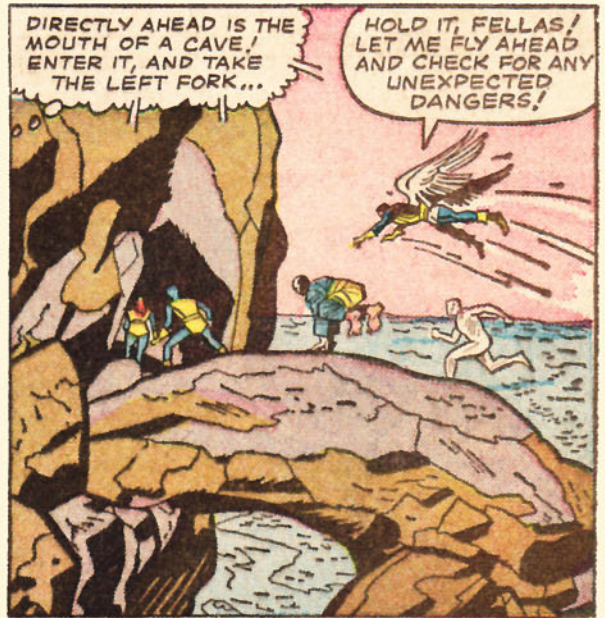
TOO BAD GOLDILOCKS BROKE IT UP SO SOON! I WAS JUST GETTIN' WARMED UP!

DREAM ON, BOBBY! BY NEXT WEEK, YOU'LL HAVE YOURSELF CONVINCED THEY WERE ALL BEGGING FOR MERCY JUST BEFORE THE FIGHT ENDED!

LET'S DISPENSE WITH THE POST MORTEMS, COLLEAGUES! CYCLOPS IS CALLING US!



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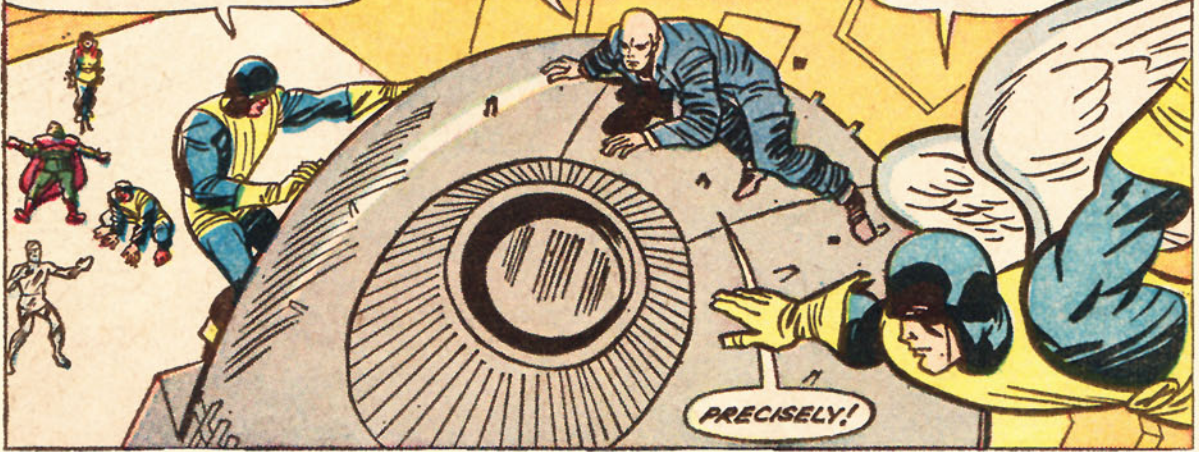


WHILE ASCENDING TO THE TOP OF THE BOMB, THE PROFESSOR BRIEFS HIS X-MEN AS TO THE PROBLEM THAT FACES THEM, AND THEN...

SO, IF ANYTHING CHANGES OR STOPS LUCIFER'S HEARTBEAT, THE BOMB WILL EXPLODE! THEN, WHAT CAN WE DO TO PREVENT SUCH A CATASTROPHE??

WE MUST REMOVE THE FUSE! BY SHEER MENTAL PROWESS, I MIGHT BE ABLE TO LOCATE IT... BUT MY THOUGHTS ALONE ARE NOT POWERFUL ENOUGH TO AFFECT A LIFELESS OBJECT OF THAT SORT!

I THINK I SEE WHAT YOUR PURPOSE IS, PROFESSOR! YOU'LL FIND THE FUSE-- AND THEN CYCLOPS WILL USE HIS POWER BEAM TO SHATTER IT!



PRECISELY!

AND SO, THE CRUCIAL PROJECT BEGINS...

HAVE YOU DETECTED IT YET, SIR?

DO NOT SPEAK! I MUST CONCENTRATE ON NOTHING BUT THE TASK AT HAND!



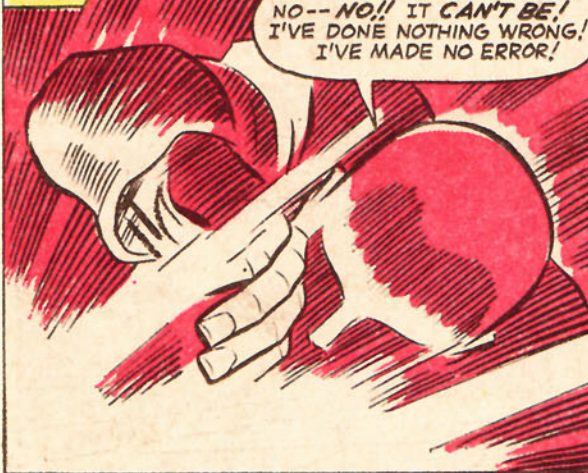
DOWN, DOWN, DOWN-- INTO THE VERY HEART, THE VERY INNERMOST CORE OF THE GIGANTIC EXPLOSIVE DEVICE PROBES THE SUPER-POWERFUL MUTANT BRAIN OF THE BRILLIANT XAVIER!

THE SLIGHTEST MISCALCULATION-- THE MEREST ERROR, COULD TRIGGER A HOLOCAUST!



THEN, SUDDENLY, THE BOMB BEGINS TO THROB, AS THOUGH MYSTICALLY ENDOWED WITH A LIFE OF ITS OWN...

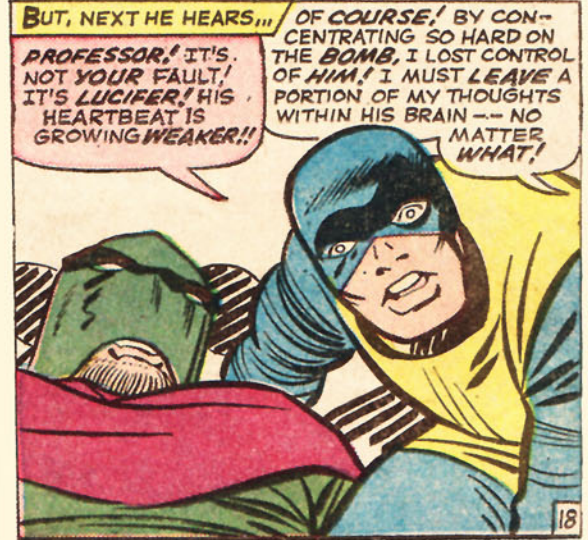
NO-- NO!! IT CAN'T BE! I'VE DONE NOTHING WRONG! I'VE MADE NO ERROR!

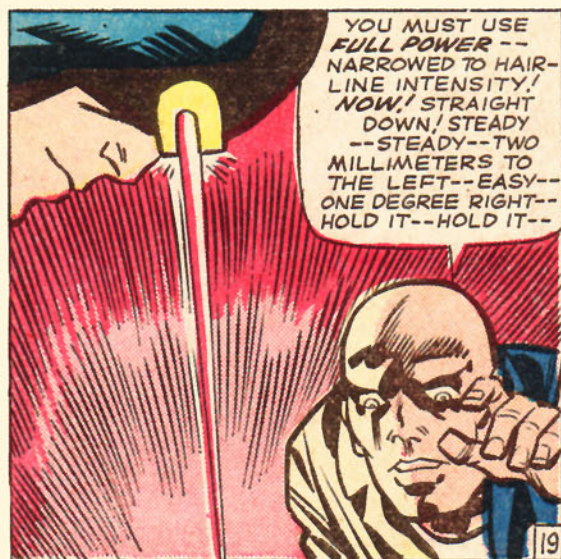
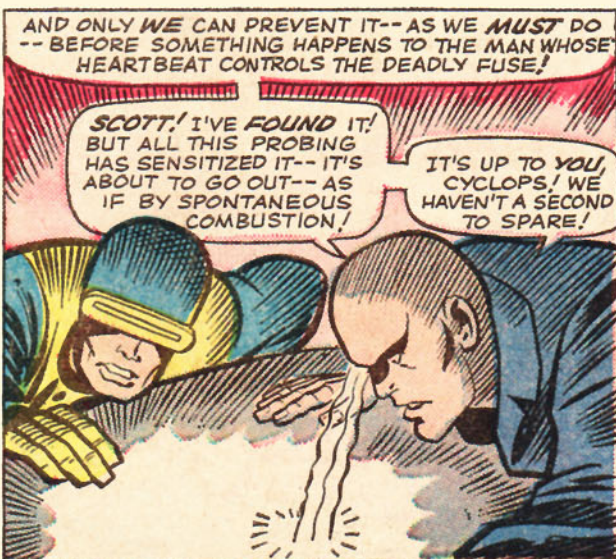
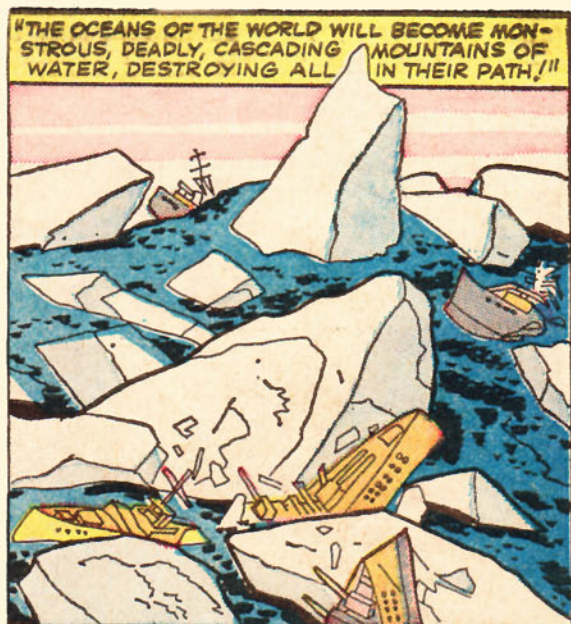
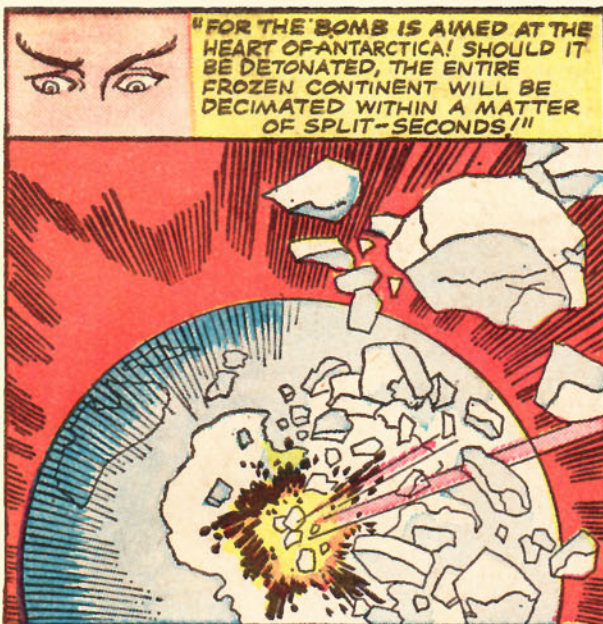


BUT, NEXT HE HEARS...

PROFESSOR! IT'S NOT YOUR FAULT! IT'S LUCIFER! HIS HEARTBEAT IS GROWING WEAKER!!

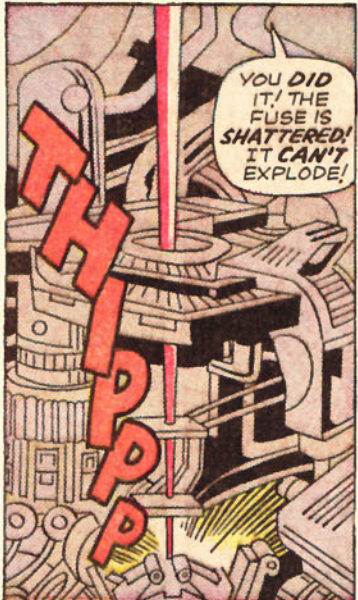
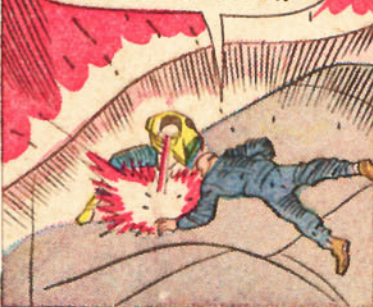
OF COURSE! BY CONCENTRATING SO HARD ON THE BOMB, I LOST CONTROL OF HIM! I MUST LEAVE A PORTION OF MY THOUGHTS WITHIN HIS BRAIN -- NO MATTER WHAT!





EVEN AS THE TWO X-MEN BREATHLESSLY COMBINE THEIR POWERS, THE DEADLY GIANT BOMB BEGINS TO HEAVE AND THROB, ABOUT TO PERFORM THE UNTHINKABLE MISSION IT WAS DESIGNED FOR AS THE STRAIN GROWS GREATER AND GREATER....!

STAY CALM-- IT'S NOW OR NEVER! YOU MUSTN'T QUIVER-- THE FUSE IS DIRECTLY BELOW! JUST A FEW INCHES FURTHER-- STEADY--DON'T ALTER THE INTENSITY--NOW!!



YOU DID IT! THE FUSE IS SHATTERED! IT CAN'T EXPLODE!

THIS HAS BEEN YOUR MOST GLORIOUS MOMENT, SCOTT! THOUGH MANKIND MAY NEVER KNOW WHAT YOU HAVE DONE, THE ENTIRE HUMAN RACE OWES YOU AN ETERNAL DEBT!

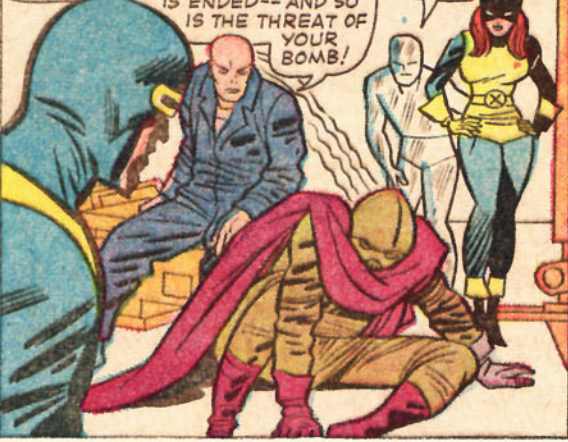
BUT MINE WAS MERELY THE TOOL, SIR! YOURS WAS THE BRAIN, THE GUIDING GENIUS THAT ACCOMPLISHED THE IMPOSSIBLE!

BE THAT AS IT MAY-- WE MUST RETURN TO LUCIFER NOW!



AND SO... BY RELEASING CONTROL OF HIS BRAIN, HE SHALL RETURN TO NORMAL AGAIN! RISE, LUCIFER! THE EPISODE IS ENDED-- AND SO IS THE THREAT OF YOUR BOMB!

HE SURE LOOKS MEAN-- WHAT I CAN SEE OF HIM!



IT TOOK ME TEN YEARS TO CONSTRUCT THAT DEVICE-- AND YOU'VE DESTROYED IT WITHIN MINUTES! THIS EVENS OUR SCORE NOW, XAVIER! BUT, NEXT TIME WE MEET-- THE FINAL DECISION SHALL BE MINE!

NO, LUCIFER-- THE SCORE IS NOT YET EVEN!



YOU HAVE MERELY SEEN A DIABOLICAL SCHEME GO UP IN SMOKE! BUT I HAVE BEEN DEPRIVED OF THE USE OF MY LEGS ALL THESE YEARS, DUE TO YOU! OUR ACCOUNT IS NOT YET SETTLED! AND NOW-- GO!

THEN WHY AM I NOT HARMED? WHY AM I FREE TO LEAVE?



BECAUSE WE X-MEN ARE PLEDGED NEVER TO CAUSE INJURY TO A HUMAN BEING --NO MATTER WHAT THE PROVOCATION! IT IS ENOUGH THAT YOU HAVE BEEN DEFEATED, FOR THE FIRST TIME IN YOUR EVIL CAREER! IT IS ENOUGH THAT YOU WILL ALWAYS KNOW THAT NO PLACE ON EARTH IS TOO REMOTE TO ESCAPE THE RETRIBUTION OF-- THE X-MEN!



I'D STILL LIKE TO KNOW WHO HE REALLY IS, BUT I GUESS THE PROF WILL TELL US IN HIS OWN GOOD TIME!

The END

AND SO WE LEAVE THE WORLD'S MOST UNUSUAL ADVENTURE TEAM! BUT, MANY ARE THE STARTLING DANGERS WHICH STILL AWAIT THEM-- DANGERS WHICH YOU'LL SEE NEXT ISSUE....WHEN WE MEET AGAIN!

# let's visit the **X-MEN**

SEND YOUR  
LETTERS TO:

THE MARVEL  
COMICS GROUP  
SECOND FLOOR  
625 MADISON AV.  
NEW YORK 10022  
N. Y.

Dear Stan and Jack,

There's just something about reading one of your 'upper' mags (F.F., S-MAN, X-MEN, AVENGERS, S. FURY, DAREDEVIL) that reminds you of a four-course meal. Look at it this way: for an appetizer you find yourself staring at a cover that is not quite like anything found on the market! Since it looks like it would put an advertising agent using the front page of the N.Y. TIMES to shame, you feel that you want to buy the comic, if only to read some more swingin' 'advertising.' For the second course, there's always the first few pages of Stan Lee humor (in the case of the Avengers, forget it!) which sets the stage for the 'meat' of the story. After a small introduction, you embark upon a dish of excitement unrivaled anywhere. All the while, somebody's cracking jokes, which adds a refreshing break in the harmony (kinda' like a hiccup!) You finish off with a dessert—known as a lettercol in fandom. And you know what? I've never gone away hungry! But now, to business—I, for one, believe that you have definitely overworked the Evil Mutants! A good writer is supposed to be able to introduce new villains as well as developing those he already has. I've also been noticing many 'returns' in Spidey and the F.F., and I sincerely hope that the Masters of Evil don't follow this trend. It's my theory that a villain (or group of villains) should not appear more than once every 7-1/4 issues. This means that the Evil Mutants are all set for the next 25 issues! So, give us "love those loners" fans a chance and let 'em fight Doc Doom or somebody, O.K.?

Paul Bakulski, 4 Waddell Road  
Manchester, Conn.

*Exactly seven and a half issues between villains, eh, Paul? What do you do, pal—make your decisions with a slide rule? Anyway, let's wait till we get another opinion or two—okay?*

Dear Stan and Jack,

I don't usually write to comic mags, but I had to tell you what I think of X-MEN #7. Personally, I always preferred Angel when it came to action, color, and leadership. But, even I admit that Cyclops is the one to lead in Prof's absence! I think one of the reasons I always overlooked Cyclops was his seriousness. He never smiled or enjoyed life like the other X-Men. They take a break once in a while, but not ol' stone face! He acts as if the world were going to end in a minute! Well, in #7, you showed why he's it and wrote a terrific story besides. Congratulations and lots of luck to you poor, slave-driven guys in the "bull-pen"!

Christine Austin, 763 West North Street  
Lime, Ohio

*Much obliged, Chris. But now you've got us worried! Maybe the world IS gonna end in a minute, and Cyke just doesn't wanna tell us!*

Dear Stan and Jack,

Even though I'll probably be in the minority on this argument, I agree with reader Jim Rossow that the X-Men should have separate costumes. It seems that the costumes of Magneto, Scarlet Witch, and even Quicksilver are much more attractive than the X-Men's dull garb. Please keep Professor X a minor (very minor) character from now on. I've been waiting quite impatiently for you to ease him off the scene, so that the X-Men would have to rely on their own wits and powers, instead of Professor X's magnificent brain. Cyclops is the ideal choice for the X-Men's deputy leader. Per-

sonally, I like the headgear that Marvel Girl wore in issue #6 much better than her new apparel. By the way, this X-Men fan is getting a little sick of Magneto and his Evil Mutants. How about giving the X-Men a full and decisive victory next ish, huh? This brings me to my next point: "Should Quicksilver and Scarlet Witch be inducted into the X-Men?" I say, yes and no! First, after the final defeat of Magneto, in which QS and SW should help overwhelm the magnetic mutant and his two allies, then let them join as special or honorary members. Then you should space their appearances about every three issues or so and use them only when the situation demands it. This may sound strange, but there is no great need to make the X-Men a monthly. Stan and Jack must be terribly overworked as it is now. One parting comment, the Chic Stone inking is far superior to any other, and remember, it's the inker who either "makes" or "breaks" the strip.

Donald D. Ensign, 1280 E. Bakerview Rd.  
Bellingham, Wash., 98225

*Boy! You guys and gals out there in the normal world sure have definite opinions! The only way to please you all is to publish a few different X-MEN mags—but we're even having trouble turning out this ONE! Oh well, maybe we'll just chuck the whole thing and join Magneto—if the Scarlet Witch promises to hang around!*

Dear Stan and Jack,

Issue #7 is definitely the best X-MEN ever published, and it always will be (until next issue). Cyclops was the only possible choice for group leader. I do hope that Prof. X will make frequent guest appearances in your other mags. Jean's new headpiece is much better than her old one, and Iceman looks better without his boots. I feel that Wanda and Pietro should leave Magneto and join the X-Men. They aren't really bad. If Wanda could save Magneto's life in some way, she and Pietro could leave the Evil Mutants. There is a question whether Magneto and his mutants should be featured more or less often. I would like to see more new mutants, whether good, evil, or indifferent. After all, not all mutants except the X-Men are evil, are they? But now that Magneto has come out into the open in his war against the Homo Sapiens, every time a new mutant appeared, he would naturally try to win him to his cause. So it seems that the appearance of Magneto and his mutants is inescapable, no matter who the X-Men fight. I hope X-MEN soon becomes monthly. Please have more X-Men pinups; they're great.

William Bailey, 11675 Mortenview  
Taylor, Michigan

*Okay, Bill! You made so many points that we don't know which to comment on—but we have a hunch that our x-pert x-men x-troverts will have plenty to say on these pages in future issues. So, till then—face front!*

Dear Stan and Jack,

From their very first appearance, I have considered the X-Men the most original, and possibly the best, of the MARVEL creations. Cyclops is the Prof's only logical successor. The Angel is too much of a show-off, a glamor boy, while the Beast is a bit too grotesque for most readers to identify with. Cyclops, however, is gloomy and troubled like Reed Richards; like Spider-Man, often regretting his awesome power. Serious and unmoved by most human emotions, he is the most mature of the bunch and a true mutant in his outlook on life. The X-Men should definitely keep their present

CONTINUED...

uniforms. Notice I said uniforms, not costumes. They do not wear costumes; their blue and gold is a badge of honor, a symbol that they and they alone are the mutants who fight on the side of humanity. Make no mistake, the X-Men are not like your other characters, who are very often nonchalant. They are involved in a grim and deadly battle, upon the outcome of which depends the future of the whole human race. Give Iceman back his boots, and remove that suggestion of shorts under his frosty coating. We don't want him to look like a cold Human Torch, do we? Besides, he's the only one who doesn't have at least a vestige of uniform to remind people that he is an X-Man.

Kenneth S. Gallagher, 1409 Spring Valley Terr.  
Huntington, W. Va., 25704

*Not only that—think how chilly he gets! Anyway, take a gander at our Special Announcements section for more about your comments, Ken.*

Dear Stan and Jack,

I'm one of those who would like to see lots more of Magneto's merry mutants. It's a bold new concept in comic magazine plots. The same band of characters appearing in, let's see, I think it's been four straight issues. You've fully developed each one's character. Keep 'em coming!

Steve Chapman, 330 Skokie Ln.  
Glencoe, Illinois

*Stevey, according to most of our mail, if we keep 'em coming, we'll end up with the most fully developed characters around—with no readers!*

Dear Stan and Jack,

You asked us fans to write and tell you about how we feel about Quicksilver and the Scarlet Witch joining the X-Men. I say it's a great idea! Those two are just too keen to be villains through and through. They could always jolt Magneto a little before they change sides. It's about time they realized they don't owe Magneto a thing. A few other evil mutants could turn up to take their places. I have one complaint—Toad's uniform. Can't you think up an outfit that's a little more revolting? His present one is much too good for such a nitwit. I also think that Sub-Mariner's just asking for someone to lay him low. He's a smarty! I'd like to see someone carve him down to size before it's too late. He'd be only half as big with all the conceit knocked out of him, but he could be a rather decent guy. Otherwise, keep up the good work!

Kathleen Neff, Ruth Hall, St. John's Academy  
Winfield, Kansas

*Hmmm! You're hitting kinda close to home with all that talk of knocking the conceit out of nautical Namor. A lot of frantic fans have been saying Stan and Jack could use the same treatment! Anyway, maybe Namor isn't really so conceited — he might be covering up a feeling of insecurity because of those nutty little wings on his feet! But, thanks for adding to the general confusion, Kathy.*

Dear Stan and Jack,

As regards your poll concerning the omnipresent Quicksilver and his lovely sister, the Scarlet Witch: I feel, as do many fiercely loyal Marvel fans, that Wanda and Pietro are not bad at all. I also feel that, when their "debt" to Magneto is paid, they will do one of three things: 1. Return home and live out their lives in peace; 2. Fight crime by themselves in Europe; 3. Join the X-Men. Personally, I think Wanda and Pietro should return to Europe to begin a crime-fighting career there. I don't think they should join the X-Men, because when you add too many heroes to a fighting group, it tends to spoil the individuality of the members of the group. Quicksilver & Co. ought to be co-featured with an established hero like Spider-Man (not necessarily Spidey, but just any old super-duper Marvel hero). For me, your climb to fame (embodied in FANTASTIC FOUR Magazine) has no parallel. You started out on mediocrity, but under the watchful eyes of your dotting fans you have progressed to the point where you can finally claim the

distinction of putting out the top TIEIN "finest comic magazines in the world!" Keep up the good work!

Steve Brown, 227 King George Drive  
Manassas, Va.

*Sorry, Stevey. We can't answer you right now. We're too busy drying our eyes! Many thanks, Jella!*

*We give up! Now that all our mags have letters pages, we get so much mail that we just can't send cards in answer to your letters any more! But, you know we're reading them—and that's what counts!*

#### SPECIAL ANNOUNCEMENTS SECTION:

—Well, there you have it! If you're like US, you're now more confused than ever! Anyway, here's the results of our nutty no-prize mail polls so far—

—The vote is about a thousand to one to KEEP Cyclops as the deputy leader of the you-know-who's! — But, your mail is about evenly divided on whether or not our merry mutants should have separate costumes! So, now we don't know what to do! (Which isn't unusual for us!) — Most of you want Professor X back, even if it's only on a part-time basis! — And BOY! Are you all sick of Magneto and his playmates! This is the biggest surprise of all to us, 'cause WE love 'em. (Which goes to show how much WE know!) So, we'll try not to use them too often from now on. (Which'll make jolly Jack happy—he's gettin' grey trying to remember their costumes!)

—One other thing—lots of you have asked us to give Iceman back his little booties, but our human Popsicle tells us he'd rather keep them off because he can move faster without them—it's easier to slide on his icy feet. So, if you're still not satisfied, take it up with HIM!

—Finally, if you've been wondering what X-MEN #10 will be about—so have we! Because we haven't written it yet! BUT—we're gonna take all your ideas, suggestions, and gripes, mix them together, and see what comes out! We have a hunch it'll be another minor Marvel masterpiece!

#### A Line-Up Of Some Of The Marvelous Mags On Sale Right Now! THE MIGHTY MARVEL CHECKLIST!

**FANTASTIC FOUR #35:** Leave it to the world's greatest mag to come up with another of the world's greatest new arch-foes! This ish has everything! The F.F. go to college! They fight Dragon Man! And they again face the deadly Diablo!

**SPIDER-MAN #21:** This is the one that everybody's been clamoring for! Watch the fur fly when Spidey and the Human Torch tangle with each other! And see the evil Beetle as he plans to destroy them both!

**AVENGERS #12:** America's mightiest super-hero team finds itself battling one of the world's strangest menaces, with the fate of all mankind hanging on the outcome! And guess who the two surprise villains are! fessor X gets back into action!

**THOR #112:** All we have to tell you is—Thor fights the Hulk! It's the kind of action you want, written the way you like it, and drawn by jolly Jack Kirby, the action king himself! It's the greatest battle since the Hulk fought the Thing!

**STRANGE TALES #129:** This is really "villains month" at Marvel! This time the Torch and bashful Benjamin fight some baddies who call themselves "The Terrible Trio!"—and Dr. Strange is up against a newbie named Tiboro who's as as kookie as he sounds!

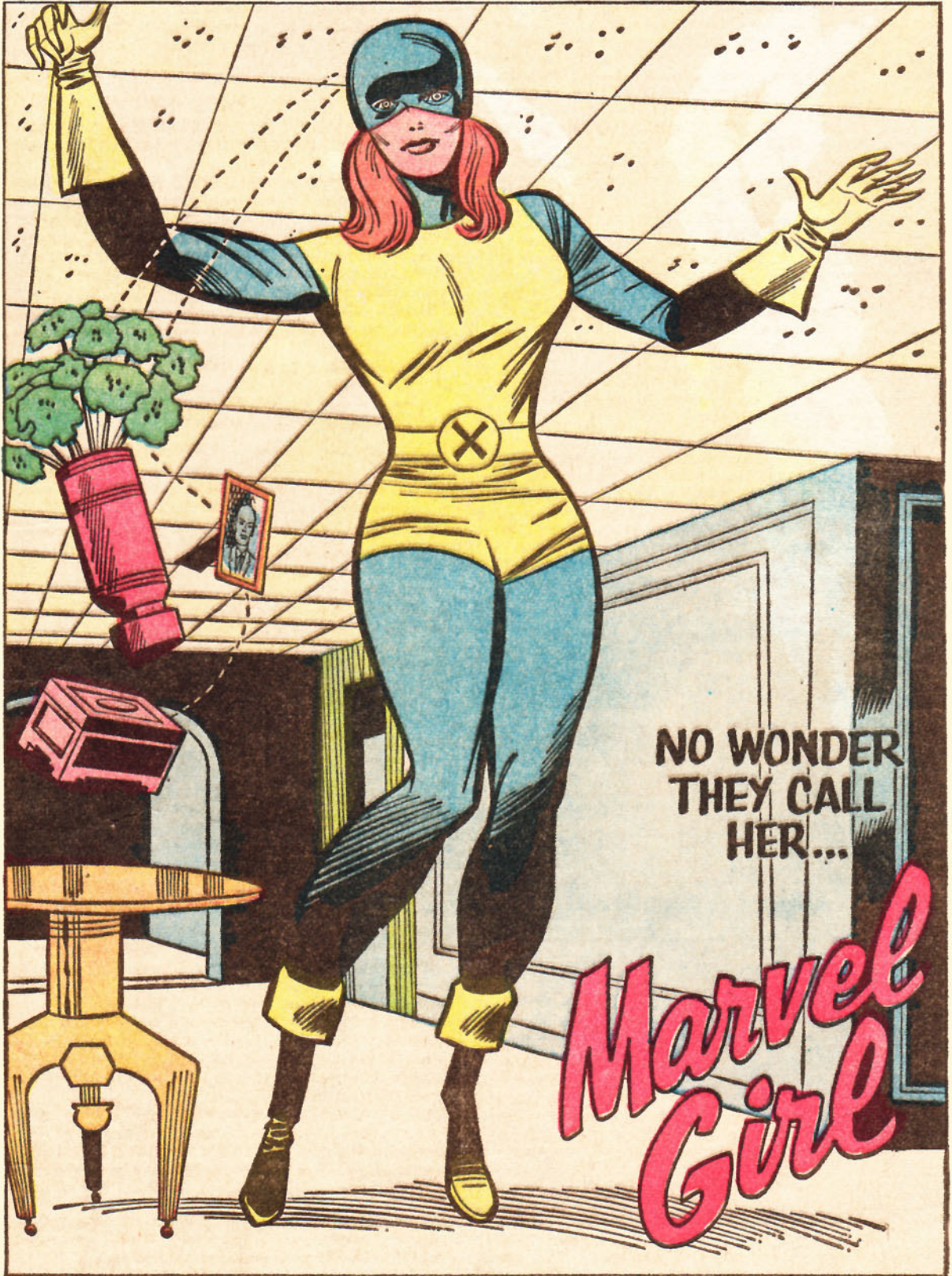
**SUSPENSE #62:** This is it at last! The startling, long-awaited Origin of the Mandarin! And wait till you see how Iron Man escapes ol' Mandy this time! As for Captain America, the poor guy is trying to stop a jailbreak singlehanded! And, if anybody can do it—!

**ASTONISH #64:** See Giant-Man fight none other than Altuma, the sensational menace of F.F. #33! This is a different type of thriller for high-pockets and the wonderful Wasp! Meanwhile, the Hulk is again attacked by the mysterious Leader and his horde of humanoids! No wonder he goes on a rampage!

**SGT. FURY AND HIS YOU-KNOW-WHO'S #14:** This one's a block-buster! For the first time, Fury and his happy heroes go up against a deadly blitzkrieg squad, specially trained to destroy the Howlers! It's a trap that only Baron Strucker could devise, and Fury's fanatics charge right into it! Wow!

—Now we'll sign off, because we know you're in a mad rush to mail the coupon which will make you a full-fledged Merry Marcher—and we don't want ANYTHING to delay you! See ya at the next parade!

**A MARVEL MASTERWORK PiN-UP**



**NO WONDER  
THEY CALL  
HER...**

**Marvel  
Girl**