

CAPT. AMERICA SPECIAL

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TWICE AS MANY THRILLS!

MARVEL COMICS GROUP

KING-SIZE SPECIAL!

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CAPTAIN AMERICA

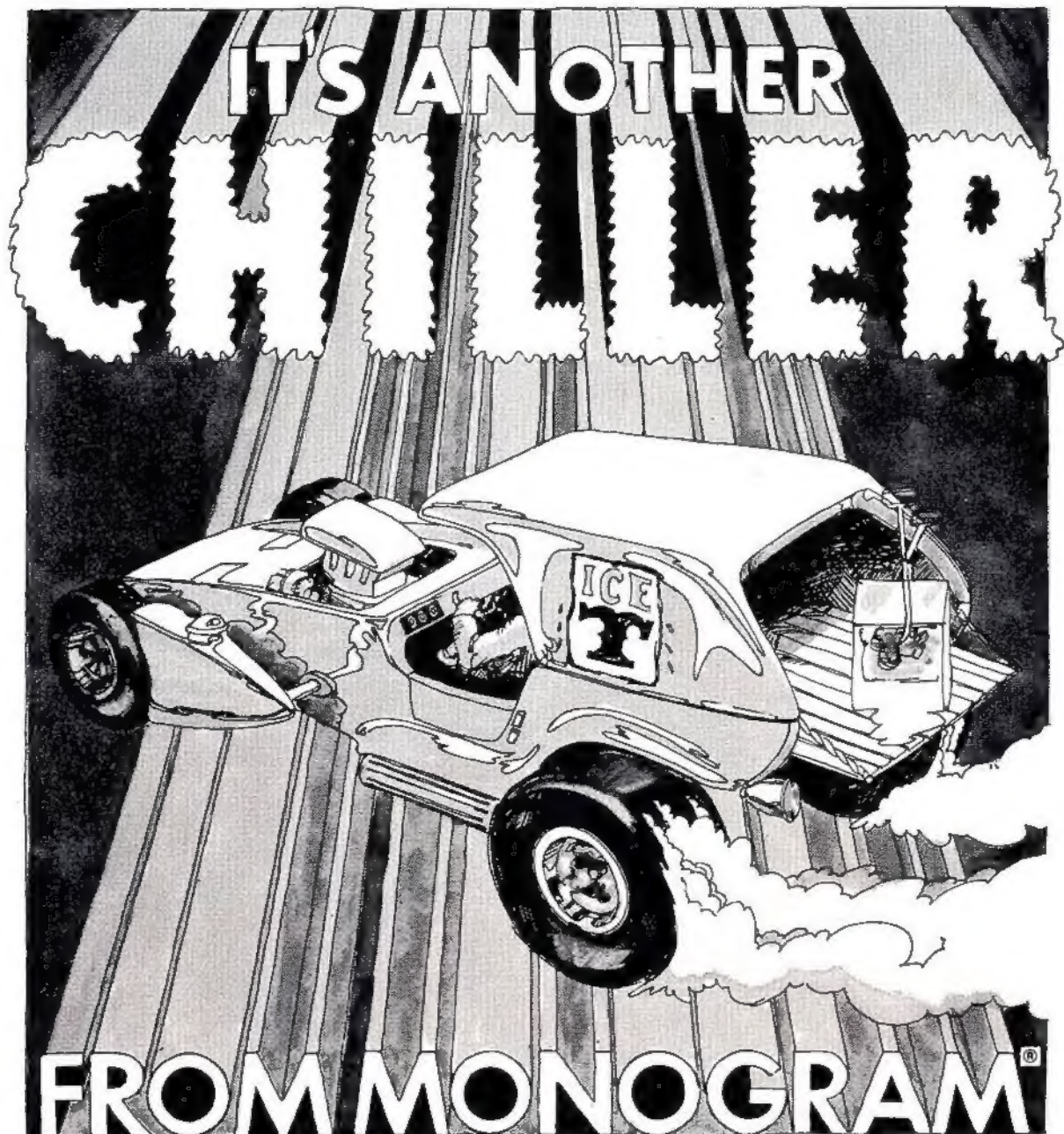
FACE IT! THESE ARE CAP'S GREATEST!

THE ORIGIN OF CAPTAIN AMERICA!

BUCKY BARNES CAPTURED!

MIDNIGHT AT GRAYMOOR CASTLE!





It's Monogram's Ice "T"!™

A model "T" Ford Ice Truck in 1/24 scale by West Coast designer, Tom Daniel.

With a raked and chopped hood.

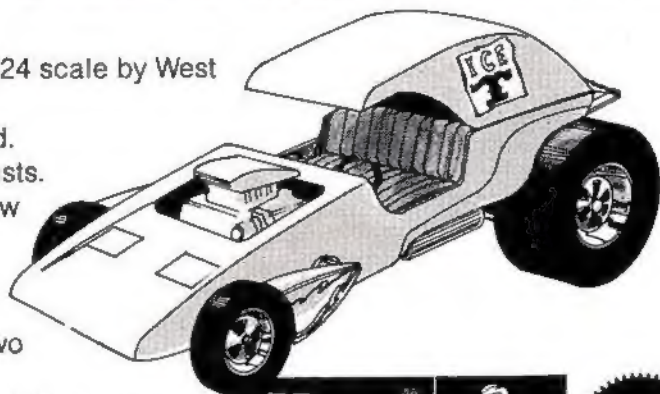
Twin streamlined chrome exhausts.

And a deep dished hood to show off the super Chevy mill.

Plus a custom interior built especially for haulin' ice. It even comes with antique ice tongs and two ice blocks (non-melting).

Get the Monogram Ice "T" model kit at your hobby shop.

It's really cool.



Monogram
quality hobby kits



MATTEL

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DESTINED TO BECOME THE MOST HONORED SERIES IN THE MARVEL AGE OF COMICS . . .

OUT OF THE DARK, DRAMATIC, DANGER-PACKED YEARS OF
WORLD WAR II...OUT OF THE STILL-SMOLDERING ASHES OF
THE FATEFUL PAST...THE MIGHTY MARVEL COMICS GROUP
DARES TO REVIVE, WITH GLOWING PASSION AND INTOXICATING
PRIDE...

"the **ORIGIN** of **CAPTAIN AMERICA!**"

TOLD BY THE TWO MEN IN ALL THE
WORLD WHO CAN TELL IT BEST:
STAN LEE, | JACK KIRBY,
WRITER | ILLUSTRATOR

INKED BY: **FRANK GIACOIA**
LETTERED BY: **ART SIMEK**

A
GREAT
NEW
MARVEL
BLOCK-
BUSTER!

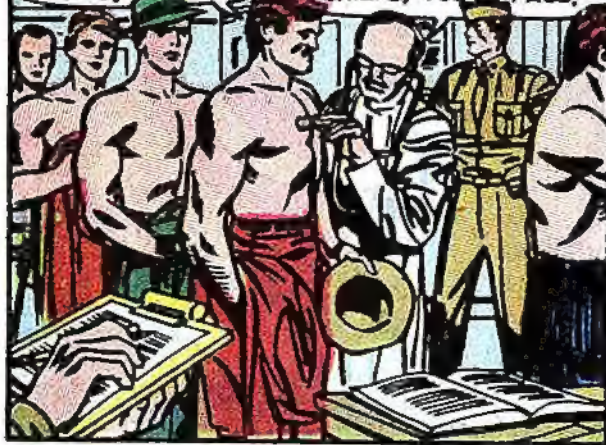


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A STANDING GAG DURING THE DRAFT DAYS OF WORLD WAR II WAS--ANYBODY WHO COULD MAKE IT TO THE DRAFT BOARD UNDER HIS OWN STEAM WAS HEALTHY ENOUGH TO BE IN UNIFORM! FOR, THOSE WERE DESPERATE DAYS!

I-I'VE GOT A BAD CASE OF HAY FEVER, DOC!

THAT SO? THE ARMY'LL KEEP YOU SUPPLIED WITH HANDKERCHIEFS! YOU'LL PASS!



BUT, THE MARCH OF LIBERTY CAN NEVER BE HALTED! DEMOCRACY STRUCK BACK! WITH ARMS, WITH MEN, WITH THE TOP-SECRET MANHATTAN PROJECT--AND, WITH ONE OF THE STRANGEST EXPERIMENTS OF ALL TIME...

HOW ARE YOU COMING WITH OPERATION REBIRTH, GENERAL?

EVERYTHING IS READY, SIR! AS SOON AS THE CHEMICAL IS PERFECTED--WE MOVE!



AND, EVEN AS AMERICA WAS FLEXING HER MIGHTY ARMED MUSCLES, ENEMY AGENTS WERE AT WORK, DOING WHAT THEY COULD TO CHIP AWAY AT HER GROWING ARSENAL OF FREEDOM!

HAN! THAT IS ONE PLANT THAT WILL PRODUCE NO MORE WEAPONS FOR THE ACCURSED ALLIES!



THE CHEMICAL IS PERFECTED, GENTLEMEN! I SUGGEST WE PROCEED AT ONCE!

DOCTOR ANDERSON!! THEN THE TIME HAS COME--AT LAST!

THERE IS NOTHING MORE TO BE SAID! I WISH YOU GOD SPEED!



MOMENTS LATER, A SPEEDING CAR REACHES A GLOOMY-LOOKING CURIO SHOP ON A SHABBY SIDE STREET...

THEY ARE WAITING FOR US--INSIDE!



LED BY A HIGH-RANKING INTELLIGENCE AGENT, THE TWO GENERALS, NOW IN CIVILIAN CLOTHES, ENTER THE SILENT SHOP...

I BELIEVE YOU ARE EXPECTING US!

I EXPECT NOBODY!



IDENTIFY YOURSELVES TO MY SATISFACTION-- OR DIE!

I COMMEND YOUR CAUTION, AGENT R! THE WATCHWORD IS: REBIRTH SHALL OCCUR THIS NIGHT!

SAY NO MORE! YOU WILL ALL FOLLOW ME!



IT'S HARD TO BELIEVE THAT THIS GLOOMY SHOP IS THE MOST IMPORTANT PIECE OF REAL ESTATE IN THE FREE WORLD TODAY!

SILENCE! THERE MUST BE NO UNNECESSARY TALK! NOTHING MUST DISTRACT US FROM THE GREAT EXPERIMENT!



REACHING THE TOP FLOOR, THE SMALL PARTY WALKS THRU A HIDDEN DOORWAY, TO ENTER ONE OF THE MOST COMPLETELY EQUIPPED LABS IN THE WESTERN HEMISPHERE!

TAKE YOUR PLACES, GENTLEMEN! WE HAVE THIRTY SECONDS!



AT LAST I CAN DIVEST MYSELF OF THIS DISGUISE! THE DIE IS CAST! NOTHING CAN CHANGE THINGS NOW!

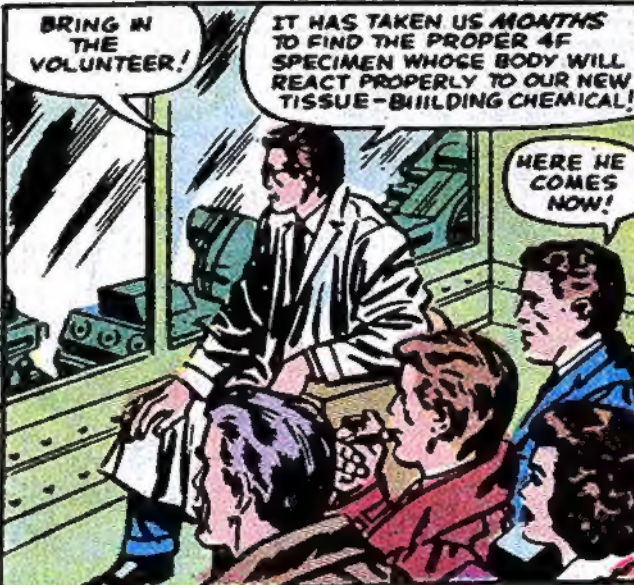
DO NOT BE SHOCKED, GENTLEMEN! WHAT YOU ARE SOON ABOUT TO SEE WILL MAKE YOU FORGET ALL THESE MELODRAMATIC PRECAUTIONS!



BRING IN THE VOLUNTEER!

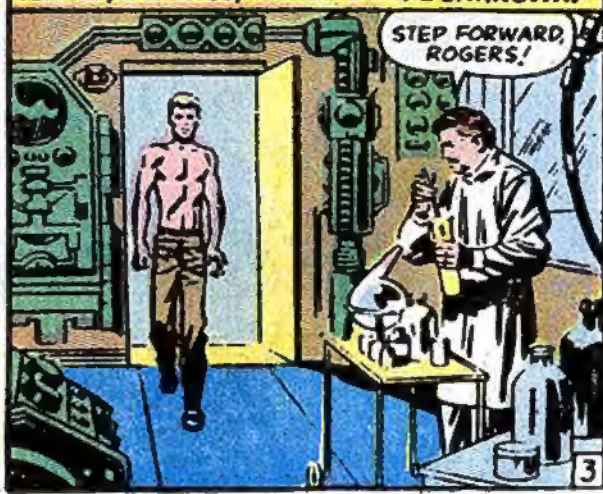
IT HAS TAKEN US MONTHS TO FIND THE PROPER 4F SPECIMEN WHOSE BODY WILL REACT PROPERLY TO OUR NEW TISSUE-BUILDING CHEMICAL!

HERE HE COMES NOW!

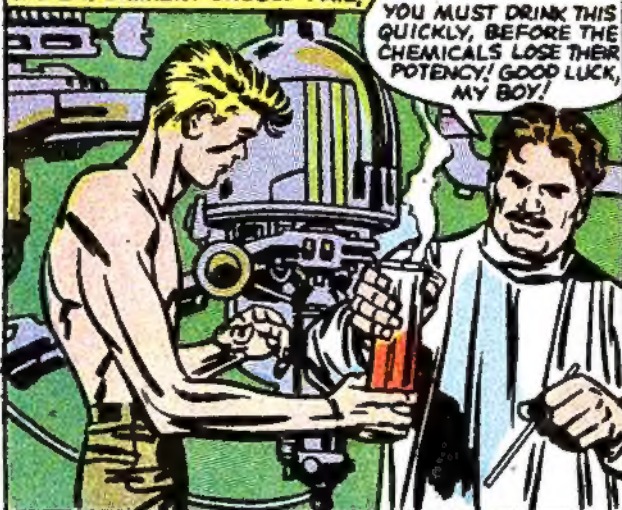


WITH OBVIOUS NERVOUSNESS, YET WITH A FIRM, FEARLESS TREAD, A THIN, SOMEWHAT SICKLY-LOOKING YOUTH ENTERS THE LAB-- WALKING SLOWLY, SILENTLY, TOWARDS-- THE UNKNOWN!

STEP FORWARD, ROGERS!



STEVE ROGERS! TOO PUNY, TOO SICKLY, TO BE ACCEPTED BY THE ARMY! STEVE ROGERS! CHOSEN FROM HUNDREDS OF SIMILAR VOLUNTEERS BECAUSE OF HIS COURAGE, HIS INTELLIGENCE, AND HIS WILLINGNESS TO RISK DEATH FOR HIS COUNTRY IF THE EXPERIMENT SHOULD FAIL!



YOU MUST DRINK THIS QUICKLY, BEFORE THE CHEMICALS LOSE THEIR POTENCY! GOOD LUCK, MY BOY!

IF WE HAVE ERRED, ROGERS WILL BE DEAD WITHIN SECONDS! FOR, HE IS DRINKING THE STRONGEST CHEMICAL POTION EVER CREATED BY MAN!



BUT, IF WE SUCCEED, HE WILL BE THE FIRST OF AN ARMY OF FIGHTING MEN SUCH AS THE WORLD HAS NEVER KNOWN! HIS REFLEXES, HIS PHYSICAL CONDITION, HIS COURAGE, WILL BE SECOND TO NONE!

THIS EXPERIMENT HAS BEEN SO WELL-GUARDED, THAT ONLY DR. ERSKINE KNOWS THE FORMULA-- AND HE HAS COMMITTED IT TO MEMORY! THERE ARE NO WRITTEN NOTES FOR ENEMY AGENTS TO STEAL!!!



BUT, IF WE'RE SUCCESSFUL, WE'LL PRODUCE THE POTION IN QUANTITY, GIVING IT TO ALL OUR FIGHTING MEN!

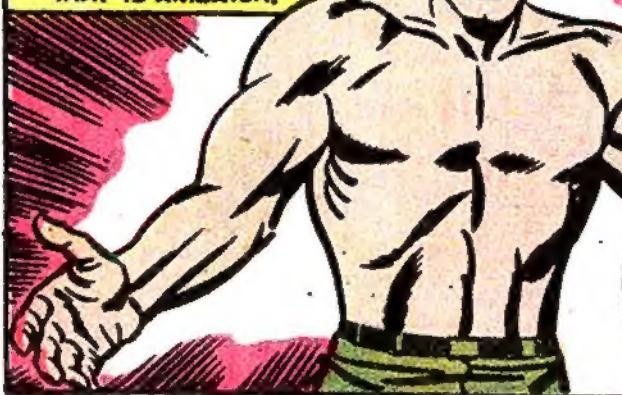
LOOK! SOMETHING IS HAPPENING TO ROGERS! HE--HE'S CHANGING RIGHT BEFORE OUR EYES!

EVERYTHING IS SPINNING AROUND--! BLACKING OUT! MUST HANG ON--HANG ON--!



IT'S WORKING! DON'T GIVE UP, SON! HOLD ON! THIS IS THE MOMENT OF CRISIS! YOU MUST SURVIVE IT!

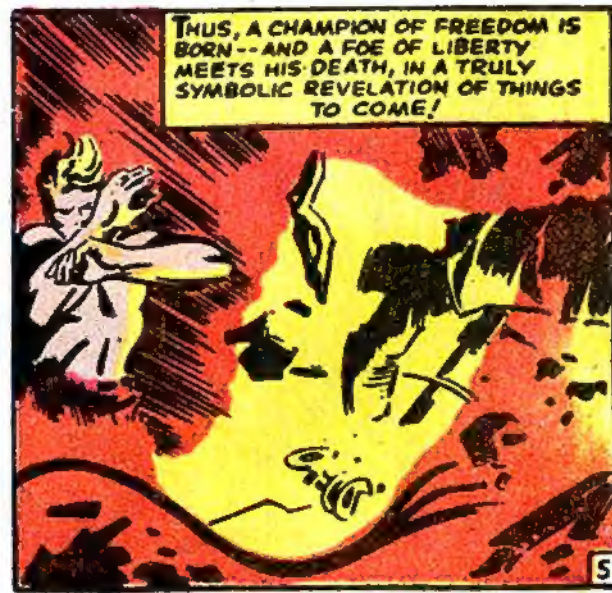
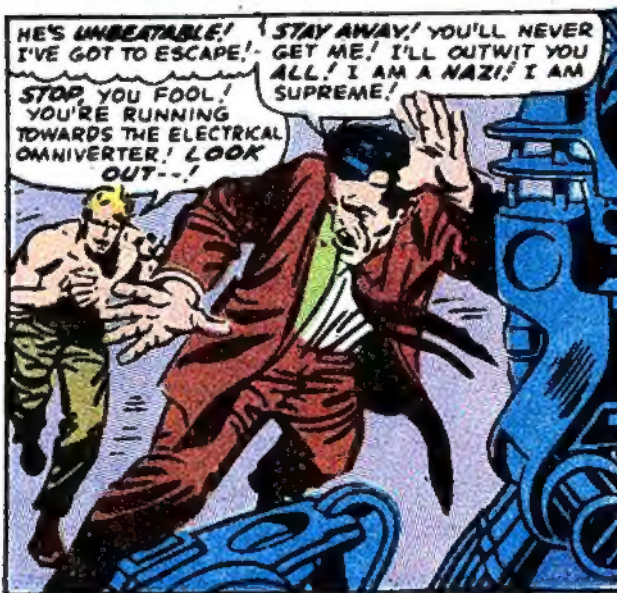
AND THEN, IT IS OVER! THE CRISIS HAS PASSED! AND THE LAND OF THE FREE HAS A NEW CHAMPION, A NEW DEFENDER, BORN IN AN HOUR OF NEED-- DESTINED TO BE A LIVING SYMBOL OF THE GLORY THAT IS AMERICA!



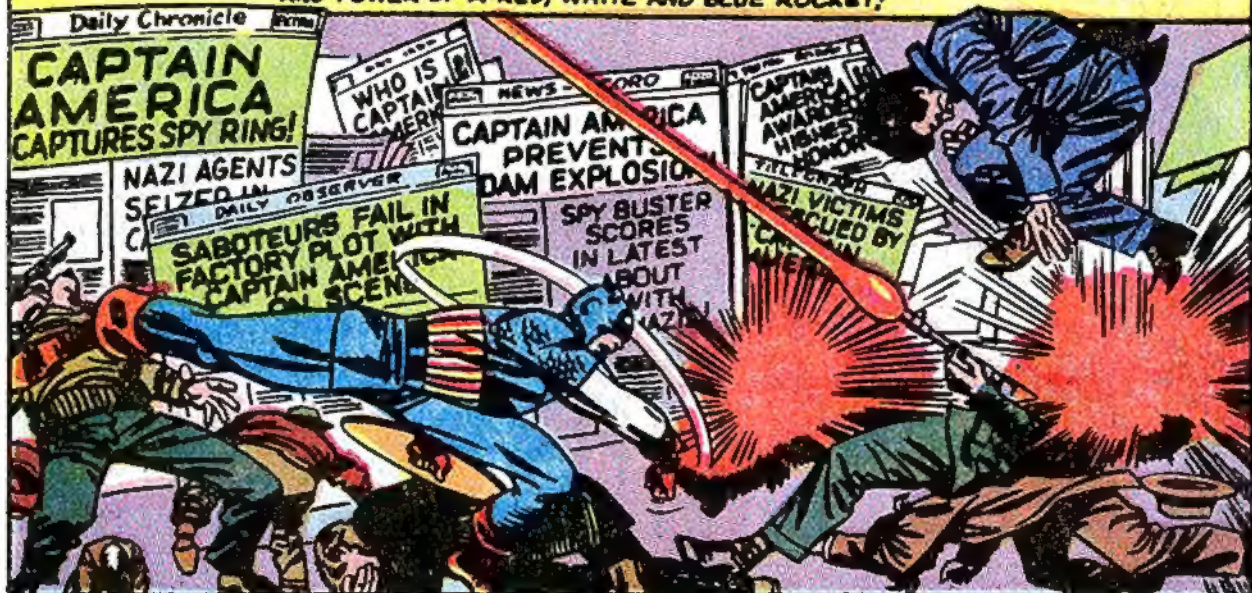
BUT, DESPITE THE UNPRECEDENTED SECURITY MEASURES--DESPITE EVERY PRECAUTION-- THE DREAD SPECTRE OF NAZISM APPEARS AT THAT TRIUMPHANT INSTANT, IN THE FORM OF A DESPERATE, MURDEROUS GESTAPO SPY...



YOU, AND YOUR ACCURSED EXPERIMENT, SHALL DIE WITHIN THIS ROOM! NEEL HITLER!



THEN, IN THE DAYS THAT FOLLOW, STEVE ROGERS IS GIVEN A DRAMATIC NEW IDENTITY BY THE HIGH COMMAND! BARBED IN A MEMORABLE COSTUME, ARMED WITH A MIGHTY SHIELD, SPURRED ON BY AN UNQUENCHABLE LOVE OF LIBERTY, CAPTAIN AMERICA BLAZES INTO ACTION WITH THE DAZZLING SPEED AND POWER OF A RED, WHITE AND BLUE ROCKET!



STRIKING TERROR TO THE HEARTS OF ENEMY AGENTS, THE MAN NOW KNOWN THRUOUT THE WORLD AS CAPTAIN AMERICA NEVER PAUSES IN HIS RELENTLESS BATTLE AGAINST THE FOES OF FREEDOM!



ALONE AND UNAIDED, ARMED WITH NAUGHT SAVE HIS DAUNTLESS COURAGE, HIS FIGHTING SKILL, AND HIS SHINING SHIELD, THE MIGHTY SENTINEL OF LIBERTY SEEMS TO BE EVERYWHERE, GUARDING OUR VITAL DEFENSE PLANTS AGAINST THOSE WHO WOULD DESTROY THEM!



AND, WHILE A GRATEFUL NATION PONDERS CAPTAIN AMERICA'S TRUE IDENTITY, THE VALIANT DEFENDER CONCEALS IT BENEATH THE UNIFORM OF AN ARMY PRIVATE!

YOU BUMBLING MEATHEAD! IS THAT THE ONLY POSITION YOU KNOW??

WHA- WHAT OTHER POSITION DO YOU WANT, SARGE?



I'LL DO THE TALKIN', ROGERS! YOU JUST SHUT UP TO IT!

PARAAADE REST!

OWWW! NOT ON MY FOOT, YOU BLASTED IDJIT!

UH OH! POOR PRIVATE ROGERS IS IN HOT WATER WITH THE SARGE AGAIN!



YOU CLUMSY KNUCKLEHEAD! IF YOU DON'T GET ON THE BALL I'LL MAKE YOU THINK YOU WERE BORN ON K.P.!

DID I DO SOMETHING WRONG, SARGE?



WHAT'S THE USE?? I WONDER HOW MUCH THE GERMANS ARE PAYIN' ROGERS TO STAY ON OUR SIDE??

THE SARGE IS A RIGHT GUY! I HATE RIDIN' HIM, BUT IT'S THE WAY I'VE GOT TO PLAY IT, TO KEEP SUSPICION OFF ME!

BETTER STAY OUT OF HIS WAY FOR A WHILE, STEVE!



HE DOESN'T PICK ON ME, 'CAUSE I'M CAMP MASCOT*, BUT I'D SURE HATE TO BE IN YOUR SHOES, FELLA!

FORGET IT, BUCKY! C'MON TO THE PX-- I'LL BUY YOU A COKE!

OKAY BY ME, STEVE! SAY, ISN'T IT SOMETHING ABOUT THIS CAPTAIN AMERICA JOE??



* WHEN BUCKY BARNES' G.I. FATHER DIED IN TRAINING, FORT LEHIGH ADOPTED THE ORPHANED BOY AS CAMP MASCOT!

WHO NEEDS 'IM, BUCKY? YOU'VE GOT ME, HAVEN'T YOU?

BOY! WOULDN'T IT BE GREAT TO HAVE A GUY LIKE HIM AROUND HERE??

WOTTA GUY! YOU'RE ALWAYS CLOWNIN', STEVE!

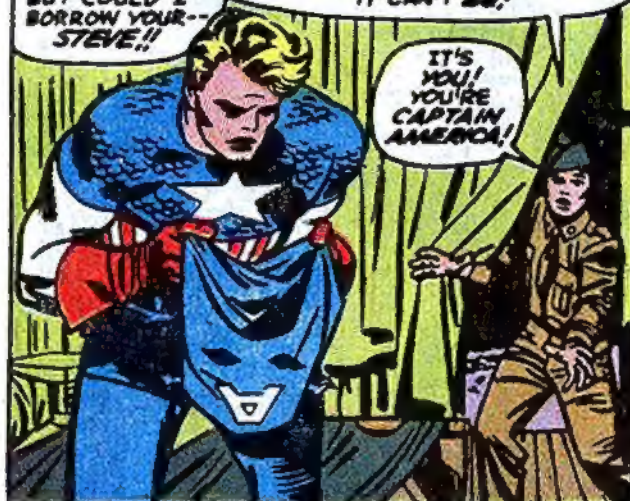


BUT, ONE NIGHT--THE MOST FATEFUL NIGHT OF HIS LIFE--THE TEEN-AGER STUMBLES ONTO ONE OF HIS NATION'S MOST CLOSELY GUARDED SECRETS....!

I HATE BARGIN' IN THIS WAY, STEVE, BUT COULD I BORROW YOUR--STEVE!!

THAT COSTUME! THAT FACE MASK! NOW I SEE IT! HOLY SMOKE, IT CAN'T BE!

IT'S YOU! YOU'RE CAPTAIN AMERICA!



I WAS CARELESS! I SHOULD HAVE FACED THE TENT ENTRANCE! BUT NOW--WHAT AM I GONNA DO WITH YOU??

GOSH, CAP--THERE'S ONLY ONE THING YOU CAN DO! YOU'VE GOTTA LET ME SHARE YOUR MISSION! NOW THAT I KNOW YOUR SECRET--I'LL BE YOUR PARTNER! YOU'VE GOT TO CAP!

LOOKS LIKE I'VE GOT NO CHOICE!



IF THIS WAS THE THIRD REICH, I'D HAVE TO SHOOT YOU TO KEEP MY SECRET SAFE! BUT WE DON'T DO THINGS THAT WAY! IT'S A DEAL, LAD! FROM NOW ON, IT'LL BE CAPTAIN AMERICA--AND BUCKY!

BUT, YOU'LL NEED TRAINING--LOTS OF IT! I'M GONNA WORK YOU, BOY--DAY AND NIGHT! AS THOUGH YOUR LIFE DEPENDS ON IT--BECAUSE IT WILL!



AND SO, ONE OF THE MOST FAMOUS FIGHTING TEAMS OF ALL TIME IS BORN! THEN, MONTHS LATER, AFTER THE MOST INTENSIVE PERIOD OF TRAINING ANY YOUTH HAS EVER UNDERGONE, BUCKY IS GIVEN HIS UNIFORM--AND HIS FIRST CHALLENGE--!

TAKE YOUR CUE FROM ME, LAD! REMEMBER EVERYTHING I'VE TAUGHT YOU!

DON'T WORRY, CAP! I WON'T LET YOU DOWN!



MY SUSPICIONS WERE RIGHT! THAT WAS A NAZI SUB I SIGHTED OFF SHORE! AND NOW THERE'S A RAIDING PARTY, CARRYING EXPLOSIVES TO DAMAGE OUR SHORE-LINE INSTALLATIONS!

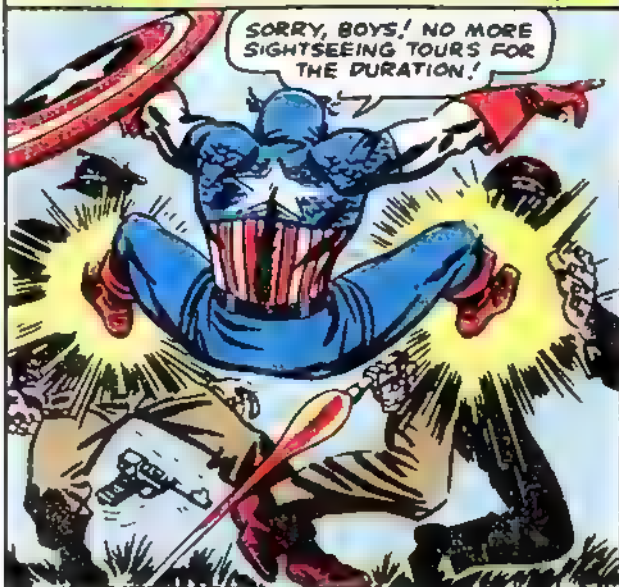
BUT, THERE ARE SO MANY OF 'EM! WHAT CAN WE DO?

I WAS HOPING YOU'D ASK!



THEN, WITHOUT A SECOND'S HESITATION, THE COSTUMED CHAMPION OF DEMOCRACY HURLS HIMSELF AT THE DUMBFOUNDED SABOTEURS!

SORRY, BOYS! NO MORE SIGHTSEEING TOURS FOR THE DURATION!



AND, IN CASE YOU THINK I'M KIDDING--!

WHAM!



I'LL STOP HIM MIT DIS MACHINE GUN-- EVEN IF IT MEANS I KILL OUR OWN MEN ALSO! IT VILL BE WORTH IT!

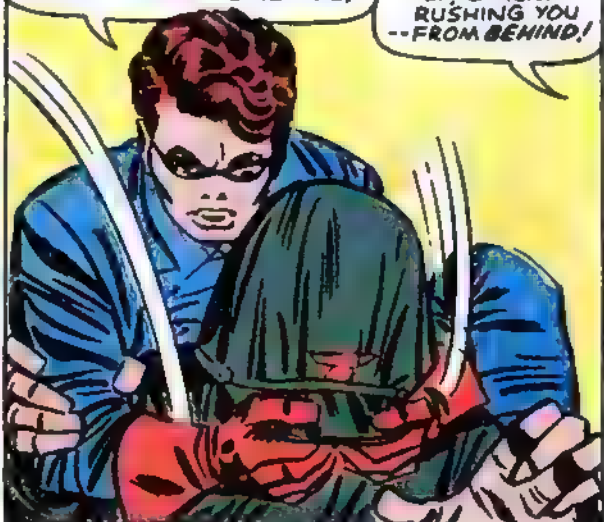
HERE'S WHERE CAP'S TRAINING SEPARATES THE MEN FROM THE BOYS!

HOLD IT, FRITZ! CAP IS THE ONLY PARTNER I'VE GOT!



AND I'M NOT ABOUT TO LOSE 'IM TO A CREEP LIKE YOU!

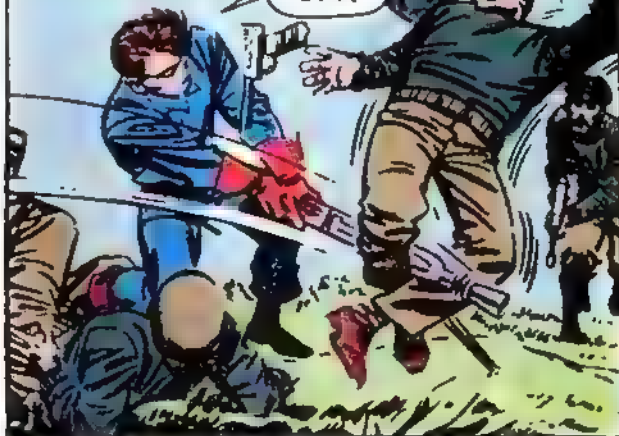
BUCKY--HEADS UP! OTHERS RUSHING YOU --FROM BEHIND!



THANKS FOR THE WARNIN', CAP-- BUT I WAS KINDA EXPECTIN' IT!

SAY! THAT'S A PRETTY NEAT DANCE STEP, MISTER! BUT, IT'LL NEVER REPLACE THE JITTER-BUG!

UHMM!



INSOLENT SWINE! YOUR JUVENILE TAUNTS CANNOT SAVE YOU NOW! I'LL-- UGNNNN!

YOU'LL NOTHING, NAZI! YOUR SHON IS OVER! YOU'VE HAD IT!

CLANG!

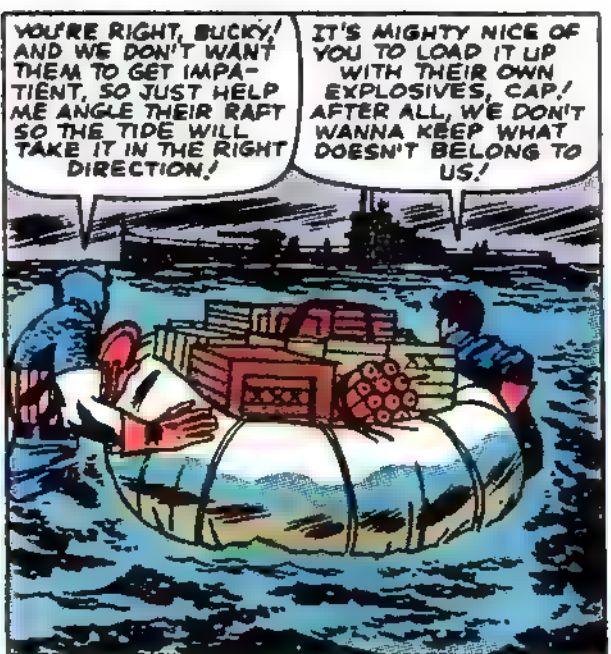
WOW! STRIKE THREE-- HE'S OUT, CAP!





WE'LL JUST TIE YOU BOYS HERE FOR SAFE KEEPING! WE WOULDN'T WANT YOU STUBBING YOUR TOES ON OUR FOREIGN SHORE!

WHAT ABOUT THEIR SUB, CAP? IT'S STILL WAITING FOR THEM OUT THERE!



YOU'RE RIGHT, BUCKY! AND WE DON'T WANT THEM TO GET IMPATIENT, SO JUST HELP ME ANGLE THEIR RAFT SO THE TIDE WILL TAKE IT IN THE RIGHT DIRECTION!

IT'S MIGHTY NICE OF YOU TO LOAD IT UP WITH THEIR OWN EXPLOSIVES, CAP! AFTER ALL, WE DON'T WANNA KEEP WHAT DOESN'T BELONG TO US!



HOW! YOU FIGURED THE TIDE JUST RIGHT, MR. ROGERS! IT'S GOING TO HIT!

YOU'VE NEVER BEEN MORE PERCEPTIVE, MISTER BARNES! AND NOW, I SUGGEST WE RETURN TO SHORE!



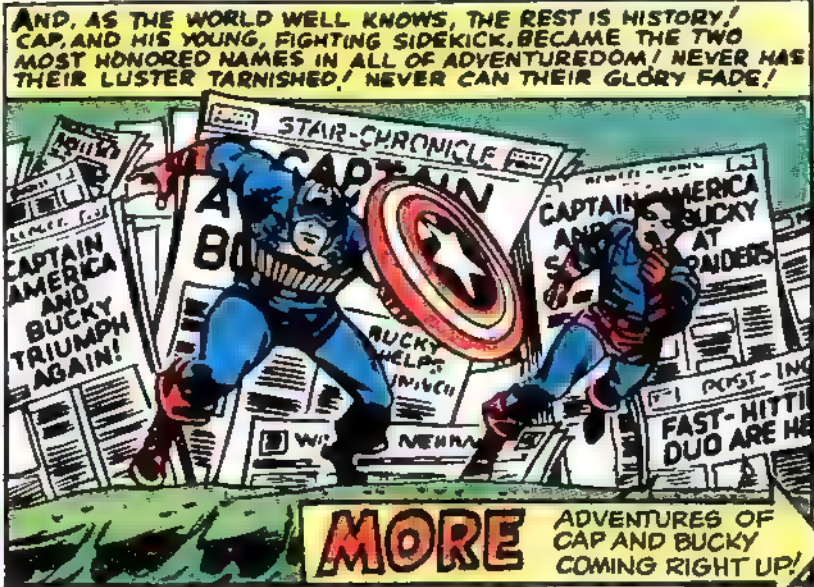
HEAR THAT, LITTLE PARTNER?

IT'S LIKE A SYMPHONY, CAP!



BEFORE WE RETURN TO BASE, LAD, I WANT YOU TO KNOW I'M PROUD OF YOU! FROM NOW ON, IT'S GOING TO BE CAPTAIN AMERICA AND BUCKY-- FOR AS LONG AS THE FREE WORLD HAS NEED OF US!

AND I'VE GOT A MUNCH THAT'LL BE A LONG, LONG TIME!



AND, AS THE WORLD WELL KNOWS, THE REST IS HISTORY! CAP AND HIS YOUNG, FIGHTING SIDEKICK BECAME THE TWO MOST HONORED NAMES IN ALL OF ADVENTUREDOM! NEVER HAS THEIR LUSTER TARNISHED! NEVER CAN THEIR GLORY FADE!

MORE

ADVENTURES OF CAP AND BUCKY COMING RIGHT UP!

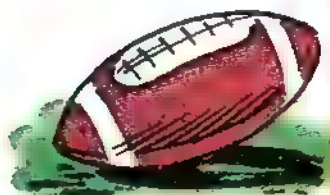


**PICK A
PAIR OF
WINNERS
FROM
MIGHTY
MARVEL!**



**NOW
ON
SALE**

JIM DRISCOLL IN "Danger on the Field"



JIM IS AT THE HIGH SCHOOL FOOTBALL GAME.

WOW! BIG JOE CAN REALLY PASS!

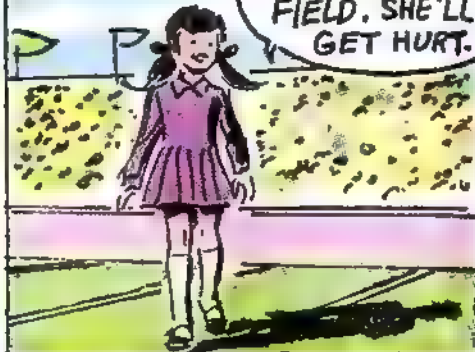
HE SCORED AGAIN!



SUDDENLY... DANGER

SAY, WHAT'S THAT?

THAT LITTLE GIRL WANDERED ONTO THE FIELD. SHE'LL GET HURT.



JIM SPRINGS INTO ACTION.

I'D BETTER GET HER OUT OF THE WAY!



HE'S SAVED CHRISSY! SHE'S BIG JOE'S SISTER



LATER

THAT SURE WAS A HEROIC FEAT, JIM. BIG JOE WANTS TO THANK YOU HIMSELF.

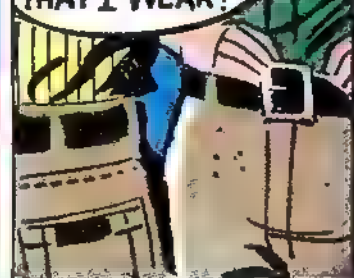


IN THE LOCKER ROOM.

THANKS FOR SAVING MY SISTER, JIM. THAT WAS A BRAVE THING YOU DID.



SAY, YOU NOT ONLY ACT GROWN-UP, YOU DRESS THAT WAY, TOO. YOU'RE WEARING LEE LEENS, THE PANTS THAT I WEAR!



ALL THE HIGH SCHOOL AND COLLEGE GUYS WEAR LEENS

THEY LOOK GREAT, AND THEY FIT GREAT.



BOYS! ARE YOU READY TO LOOK AS OLD AS YOU FEEL? MOVE UP TO LEE LEENS, THE PANTS WORN BY THE HIGH SCHOOL AND COLLEGE GUYS. GREAT-LOOKING! GREAT-FITTING!

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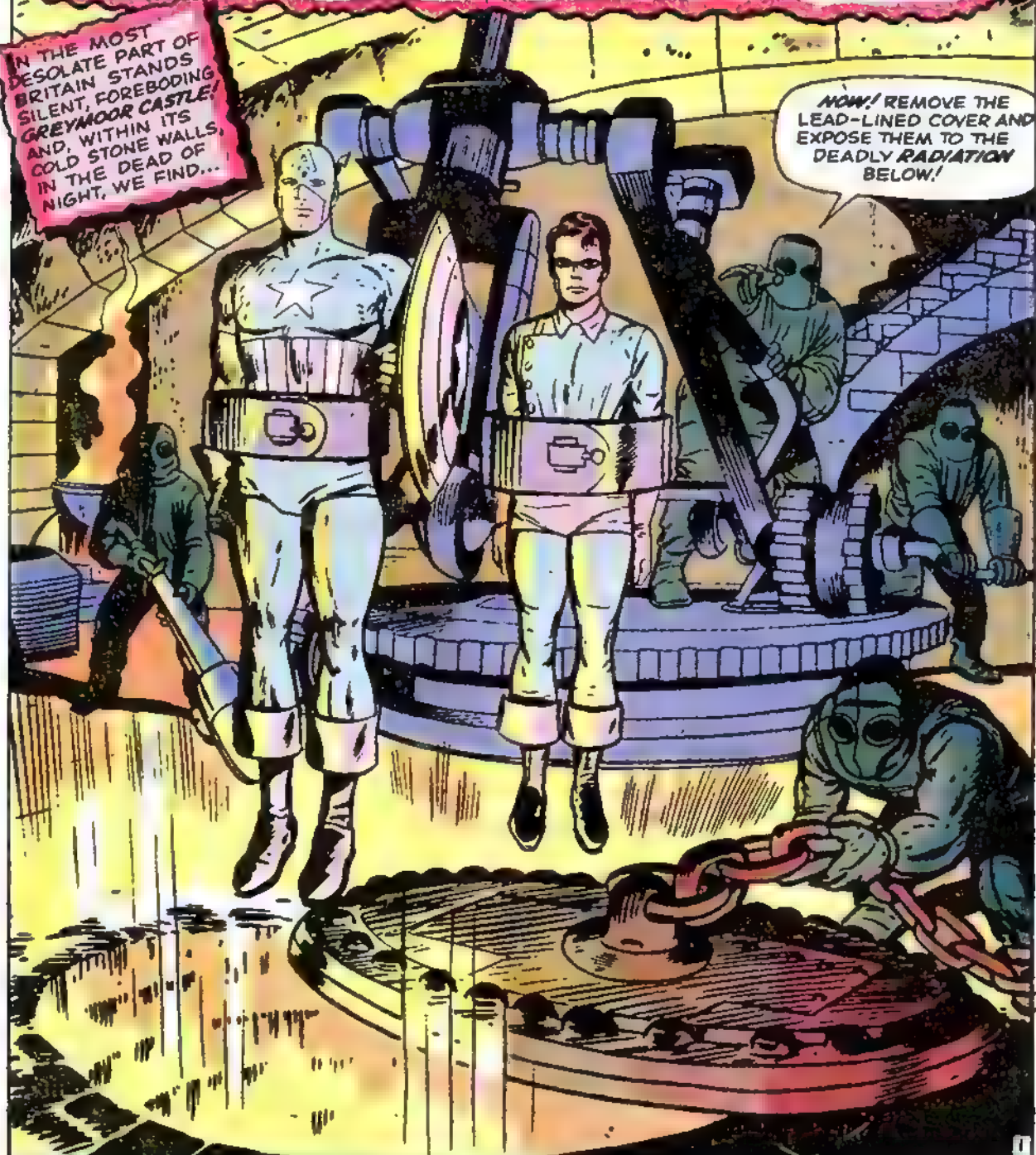
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CAPTAIN AMERICA, LIVING LEGEND OF WORLD WAR II

"MIDNIGHT *in* GREYMOOR CASTLE!"

IN THE MOST
DESOLATE PART OF
BRITAIN STANDS
SILENT, FOREBODING
GREYMOOR CASTLE!
AND, WITHIN ITS
COLD STONE WALLS,
IN THE DEAD OF
NIGHT, WE FIND...

NOW! REMOVE THE
LEAD-LINED COVER AND
EXPOSE THEM TO THE
DEADLY RADIATION
BELOW!



SCRIPT BY: FRIENDLY
STAN LEE

LAYOUTS BY: FROLICKSOME
JACK KIRBY

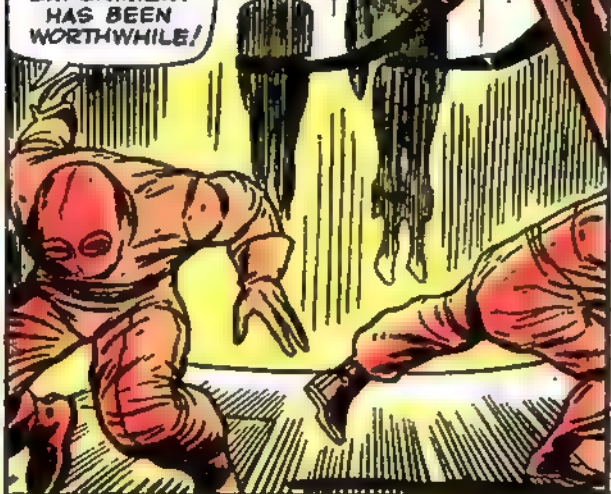
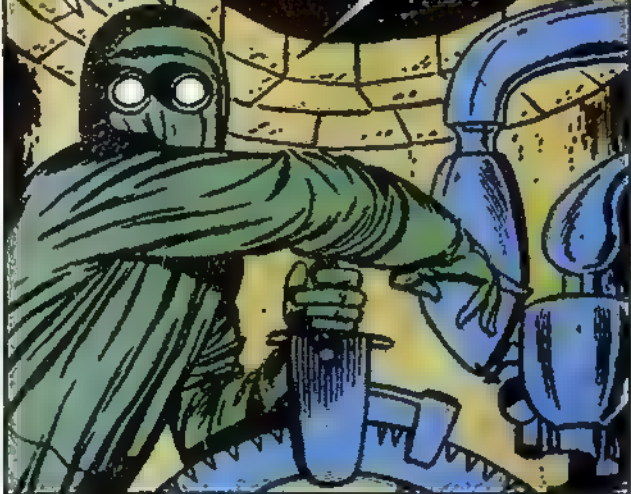
RENDERING BY: FRIVOLOUS
DICK AYERS

LETTERING BY: FEARLESS
ARTIE SIMEK

OUT OF THE WAY,
ALL OF YOU! I
SHALL NOW
INTENSIFY THE
RADIATION--!

EVEN YOUR PROTECTIVE
FLEXI-LEAD SUITS WILL
NOT SHIELD YOU
COMPLETELY FROM THE
FATAL RAYS!

AND NOW, AT
THE PRESS OF
A BUTTON,
WE'LL LEARN
WHETHER MY
GREAT
EXPERIMENT
HAS BEEN
WORTHWHILE!



THE TWO STRANGELY-LIFELESS
FIGURES REMAIN COMPLETELY
MOTIONLESS AS THE CONCENTRATED
RADIATION ENGULFS THEM...



AS, WITH EACH PASSING
SECOND, THE IMMOBILE FORMS
GROW SMALLER--EVER SMALLER--



UNTIL, FINALLY...

IT IS OVER! THE
EXPERIMENT IS A
COMPLETE SUCCESS!

HAVE MAJOR UBERHART
BROUGHT HERE AT ONCE!



MOMENTS LATER...

HERE IS YOUR
PROOF, MAJOR!
WHAT I DID
WITH THESE TWO
PLASTIC FIGURES
I CAN ALSO DO
TO THE REAL
CAPTAIN AMERICA
AND BUCKY!

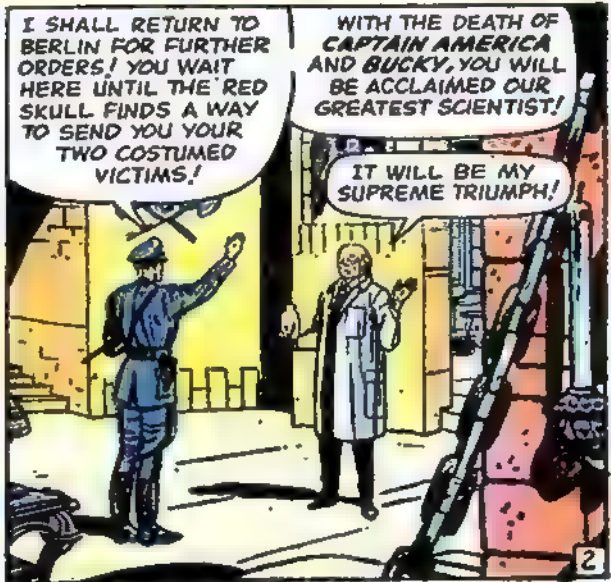
I AM SATISFIED!
THE RED SKULL
SHALL BE
PLEASED! YOU
ARE A GENIUS,
DR. RAWLINGS!



I SHALL RETURN
TO BERLIN FOR FURTHER
ORDERS! YOU WAIT
HERE UNTIL THE RED
SKULL FINDS A WAY
TO SEND YOU YOUR
TWO COSTUMED
VICTIMS!

WITH THE DEATH OF
CAPTAIN AMERICA
AND BUCKY, YOU WILL
BE ACCLAIMED OUR
GREATEST SCIENTIST!

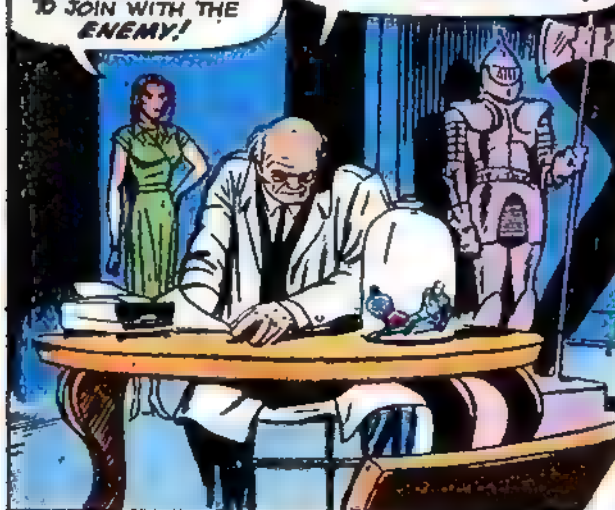
IT WILL BE MY
SUPREME TRIUMPH!



NO SOONER HAS THE NAZI DEPARTED, THAN ANOTHER ENTERS THE GLOOMY CHAMBER...

I COULD NOT HELP OVERHEARING, CEDRIC! YOU MUST BE MAD TO JOIN WITH THE ENEMY!

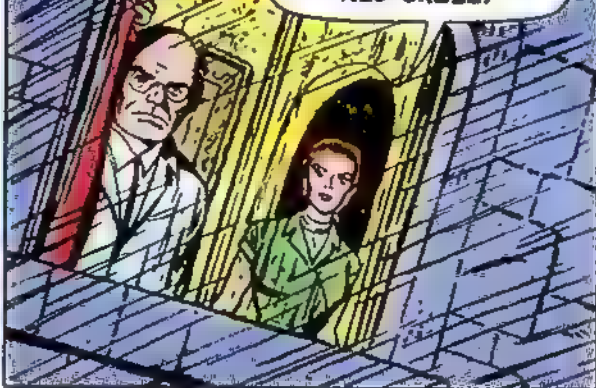
I'VE WARNED YOU, CELIA-- KEEP OUT OF THIS! IT IS NO CONCERN OF YOURS!



BUT, YOU ARE MY BROTHER! I CANNOT BEAR TO WATCH YOU DESTROY YOUR LIFE -- BECOME A TRAITOR TO YOUR OWN COUNTRY!

BAH! I WANT MORE THAN MY COUNTRY CAN GIVE ME! I WANT FAME--GLORY--POWER--

BUT THE NAZIS WILL MERELY USE YOU, AS THEY'VE USED SO MANY OTHERS! NONE OF THEM CAN BE TRUSTED--LEAST OF ALL THE DEMONICAL RED SKULL!



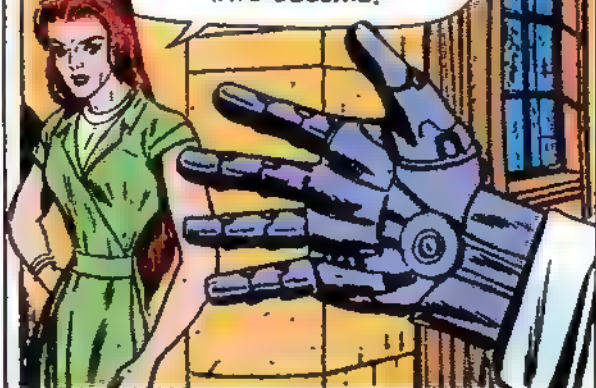
I SHALL TAKE MY CHANCES! THERE IS TOO MUCH AT STAKE TO STOP NOW! BESIDES, WHY SHOULD I NOT TRUST THE NAZIS?

I HAVE DEVOTED MY LIFE TO SCIENCE, AND REWARDS HAVE PASSED ME BY! ALL I HAVE TO SHOW FOR MY YEARS OF TOIL IS--



--THIS, THE RESULTS OF AN ACCIDENT CAUSED BY ANOTHER'S CARELESSNESS! YOUR CARELESSNESS!

YOU NEED NOT REMIND ME AGAIN! IT IS THE ONLY REASON I REMAIN AT YOUR SIDE, EVEN THOUGH I LOATHE YOU FOR WHAT YOU HAVE BECOME!



MEANWHILE, A WEARY COMPANY OF RANGERS RETURNS FROM A FORCED MARCH IN ANOTHER SECTION OF BRITAIN...

PICK 'EM UP AN LAY 'EM DOWN! KEEP IN STEP! STRAIGHTEN THEM EYEBALLS! THIS AINT A U.S.O. DANCE!

AWW, GO KISS A GRENADE!



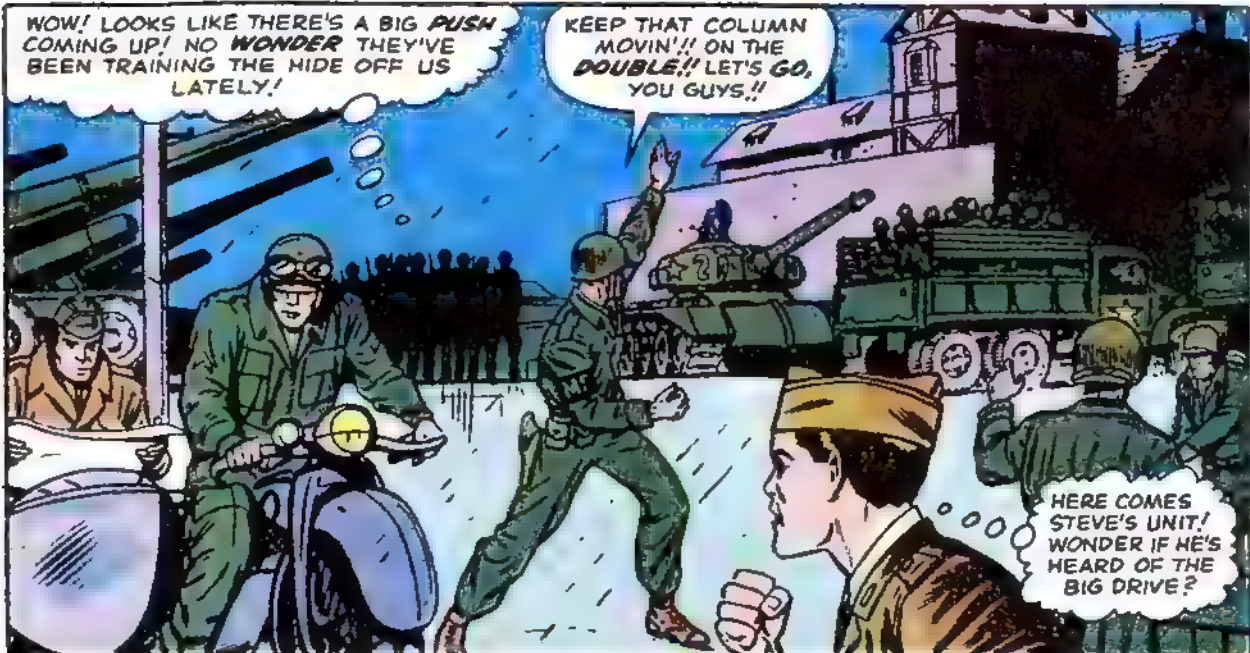
WHO SAID THAT? WHO SAID THAT??

ROGERS!! YOU KNUCKLE-HEADED, KNOCK-KNEED, GOLD-BRICKIN' MEATBALL! WUZ THAT YOU??

GOSH, NO, SARGE! --SOMEBODY MUSTA BEAT ME TO IT!



AWRIGHT, AWRIGHT-- FALL IN! I'LL PULVERIZE THE NEXT JOE WHO OPENS HIS FAT YAP!



WOW! LOOKS LIKE THERE'S A BIG **PUSH** COMING UP! NO **WONDER** THEY'VE BEEN TRAINING THE **HIDE OFF** US LATELY!

KEEP THAT COLUMN MOVIN'!! ON THE **DOUBLE!!** LET'S GO, YOU GUYS!!

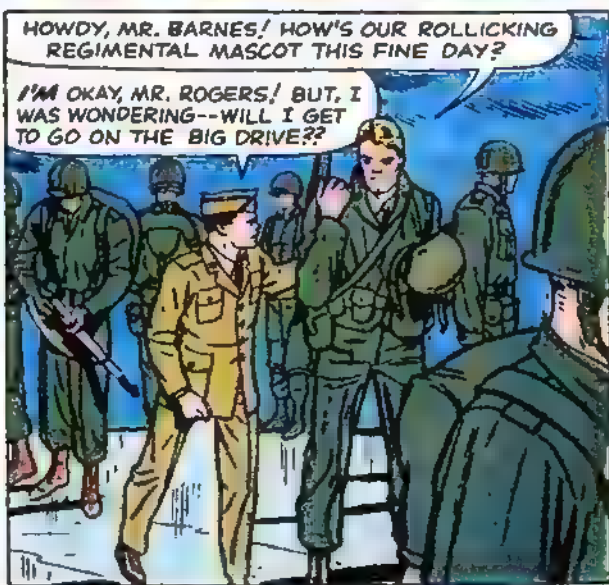
HERE COMES STEVE'S UNIT! WONDER IF HE'S HEARD OF THE BIG DRIVE?



ALL YOU CRUMBBUMS ARE ON **ALERT--** SO NOBODY LEAVES THE AREA! THAT MEANS **NOBODY** --SEE?

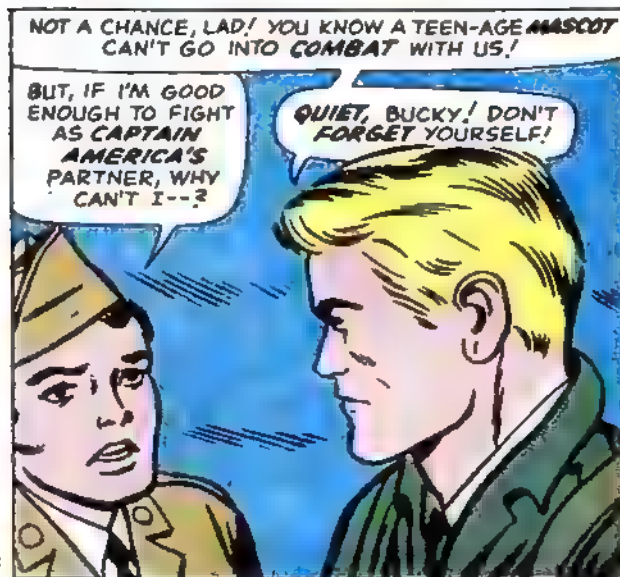
AWRIGHT--
FANWWHL
OUT!

THERE'S **BUCKY!**
HE LOOKS AS
THOUGH HE'S GOT
A LOT ON HIS
MIND!



HOWDY, MR. BARNES! HOW'S OUR ROLLICKING REGIMENTAL MASCOT THIS FINE DAY?

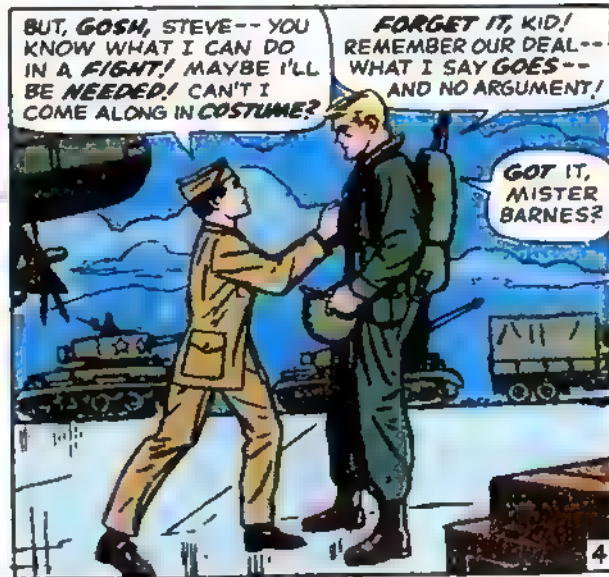
I'M OKAY, MR. ROGERS! BUT, I WAS WONDERING--WILL I GET TO GO ON THE BIG DRIVE??



NOT A CHANCE, LAD! YOU KNOW A TEEN-AGE **MASCOT** CAN'T GO INTO **COMBAT** WITH US!

BUT, IF I'M GOOD ENOUGH TO FIGHT AS **CAPTAIN AMERICA'S** PARTNER, WHY CAN'T I--?

QUIET, **BUCKY!** DON'T FORGET YOURSELF!



BUT, **GOSH**, STEVE-- YOU KNOW WHAT I CAN DO IN A **FIGHT!** MAYBE I'LL BE **NEEDED!** CAN'T I COME ALONG IN **COSTUME?**

FORGET IT, KID! REMEMBER OUR DEAL-- WHAT I SAY **GOES--** AND NO ARGUMENT!

GOT IT, MISTER BARNES?

BUT WHAT ABOUT YOU? WHAT IF CAPTAIN AMERICA IS NEEDED HERE WHILE YOU'RE GONE?

THAT'LL BE YOUR BIG CHANCE, BUCKY! YOU'LL BE ABLE TO SHOW WHAT YOU CAN DO WITHOUT ME! BUT, DON'T WIN THE WHOLE WAR TILL I GET BACK, HEAR?



THAT VERY NIGHT, UNDER A BLANKET OF DARKNESS, A CRACK RANGER TASK FORCE, WITH HEAVY ARTILLERY AND AIR SUPPORT, STRIKES OUT FOR A NAZI-HELD PORT ACROSS THE CHANNEL...!

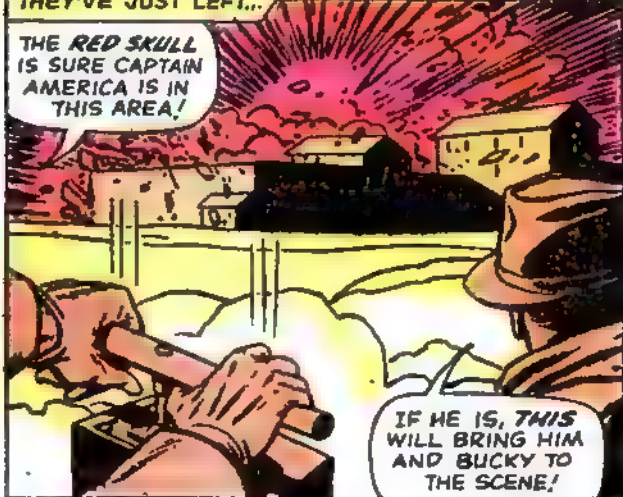
HEY, SARGE, HOW LONG DO YOU THINK IT'LL BE BEFORE WE BEAT THE NAZIS AND END THE WAR?

WITH YOU ON OUR SIDE, ROGERS--NEVER! NOW SHUDDUP AN' LEMME GET SOME SHUT-EYE!



BUT, EVEN AS THE HARD-HITTING ASSAULT FORCE APPROACHES THE COAST, A TEAM OF NAZI SABOTEURS STRIKE AT THE NOW-UNDERMANNED BASE WHICH THEY'VE JUST LEFT...

THE RED SKULL IS SURE CAPTAIN AMERICA IS IN THIS AREA!



IF HE IS, THIS WILL BRING HIM AND BUCKY TO THE SCENE!

WHAT'S GOIN' ON, CORP?? WHAT HAPPENED?

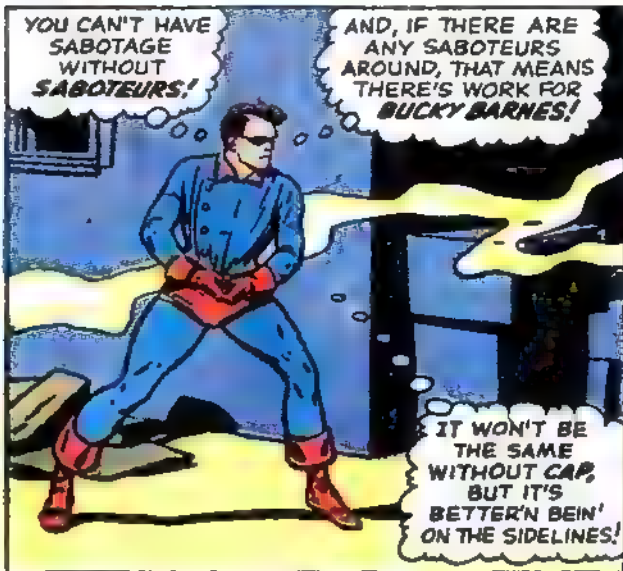
LOOKS LIKE SABOTAGE! THE BASE IS ON FIRE!



CLEAR THE AREA! GET THE LEAD OUT, YOU GUYS!

YOU CAN'T HAVE SABOTAGE WITHOUT SABOTEURS!

AND, IF THERE ARE ANY SABOTEURS AROUND, THAT MEANS THERE'S WORK FOR BUCKY BARNES!

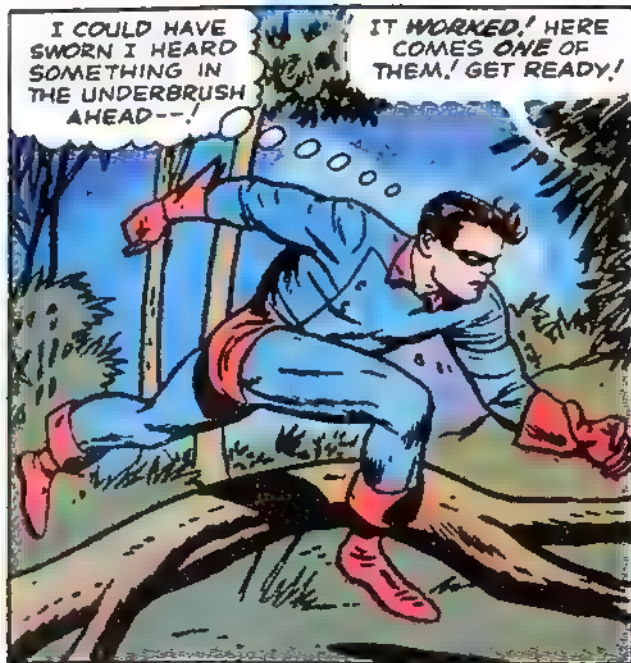


IT WON'T BE THE SAME WITHOUT CAP, BUT IT'S BETTER'N BEIN' ON THE SIDELINES!

WHOEVER SET THAT BLAST OFF IS SURE TO HAVE DONE IT FROM OUTSIDE THE CAMP...!

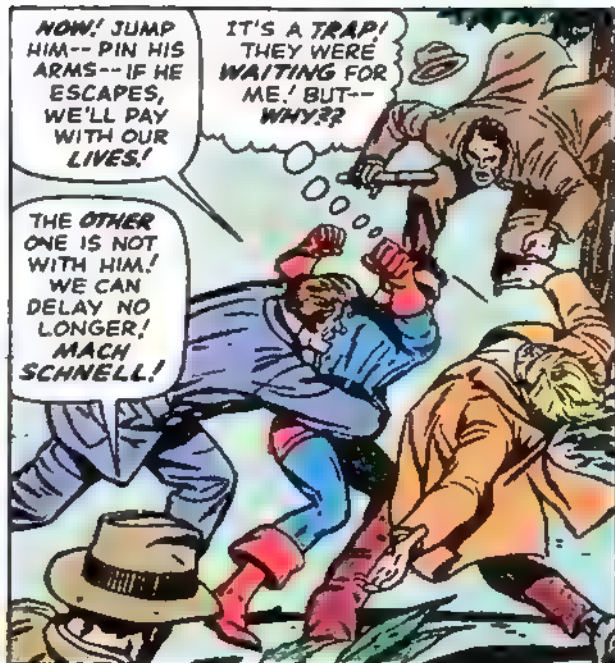


AND, IF I'M LUCKY, MEBBE I CAN STILL FIND THEIR TRAIL!



I COULD HAVE SWORN I HEARD SOMETHING IN THE UNDERBRUSH AHEAD--!

IT WORKED! HERE COMES ONE OF THEM! GET READY!



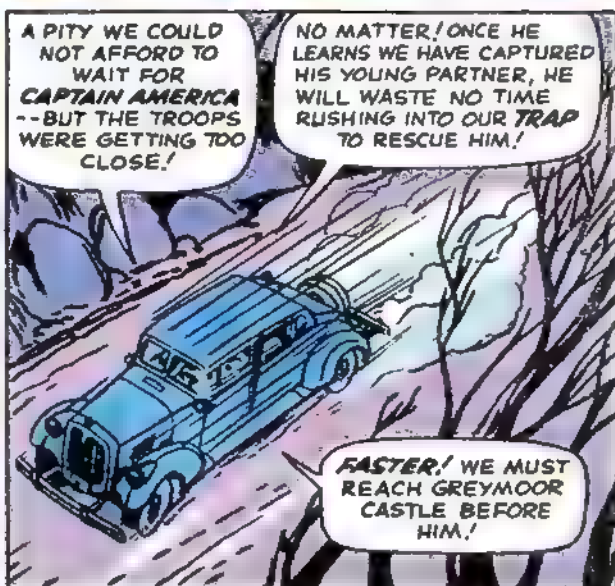
NOW! JUMP HIM-- PIN HIS ARMS-- IF HE ESCAPES, WE'LL PAY WITH OUR LIVES!

IT'S A TRAP! THEY WERE WAITING FOR ME! BUT-- WHY??

THE OTHER ONE IS NOT WITH HIM! WE CAN DELAY NO LONGER! MACH SCHNELL!



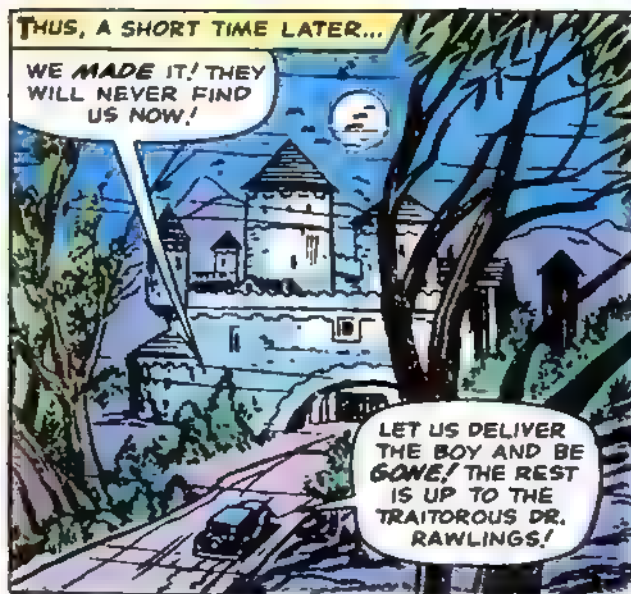
THIS WILL PUT HIM TO SLEEP! QUICK-- INTO THE CAR WITH HIM!



A PITY WE COULD NOT AFFORD TO WAIT FOR CAPTAIN AMERICA -- BUT THE TROOPS WERE GETTING TOO CLOSE!

NO MATTER! ONCE HE LEARNS WE HAVE CAPTURED HIS YOUNG PARTNER, HE WILL WASTE NO TIME RUSHING INTO OUR TRAP TO RESCUE HIM!

FASTER! WE MUST REACH GREYMOOR CASTLE BEFORE HIM!



THUS, A SHORT TIME LATER...

WE MADE IT! THEY WILL NEVER FIND US NOW!

LET US DELIVER THE BOY AND BE GONE! THE REST IS UP TO THE TRAITOROUS DR. RAWLINGS!



THEY COME, MASTER!

GOOD! I SHALL GO AND PREPARE THE LABORATORY!

CEDRIC, I BEG OF YOU-- RECONSIDER, WHILE THERE IS STILL TIME!

SILENCE, CELIA! MY MOMENT OF GLORY IS ALMOST AT HAND!

CONTINUED AFTER NEXT PAGE

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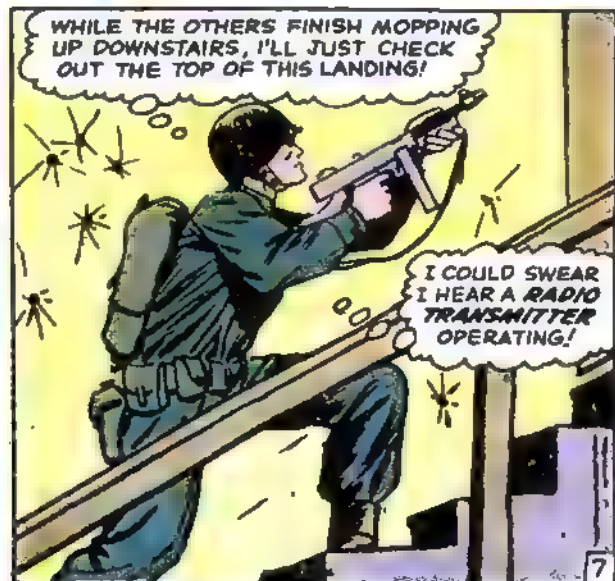
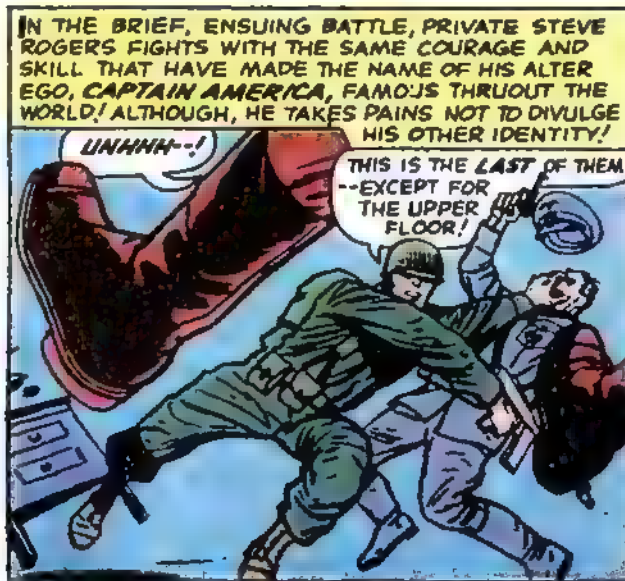
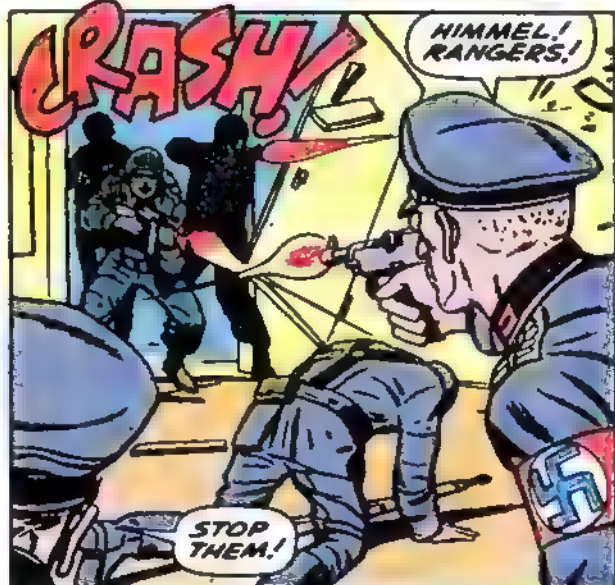
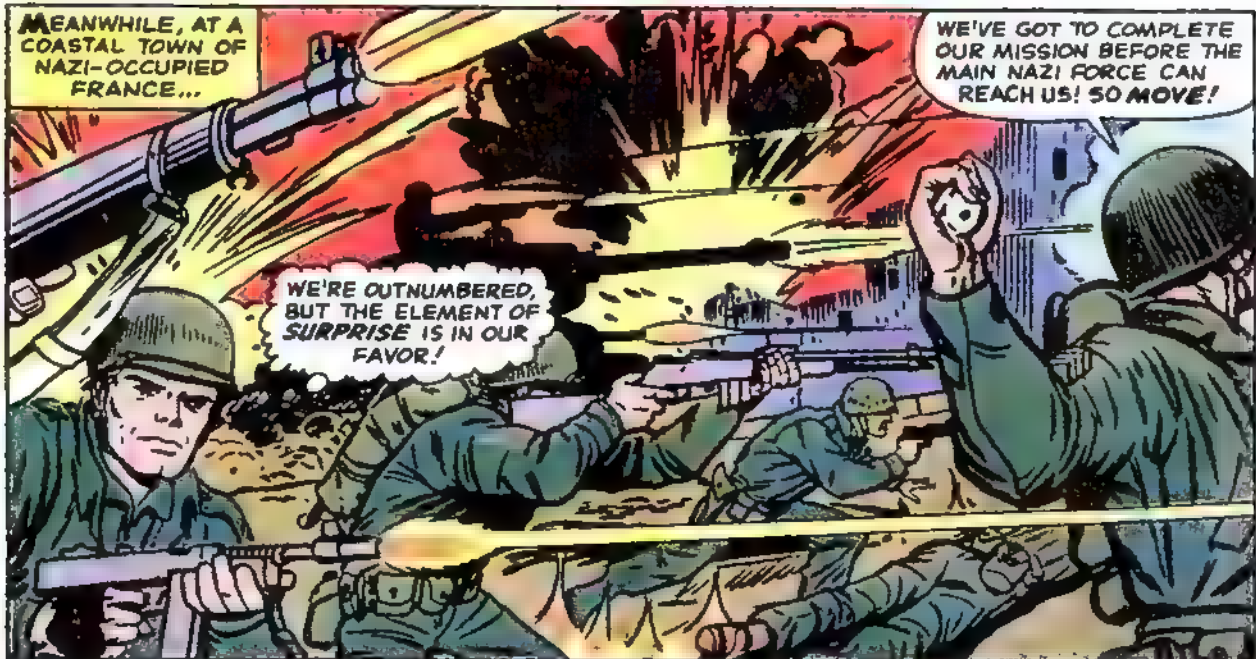
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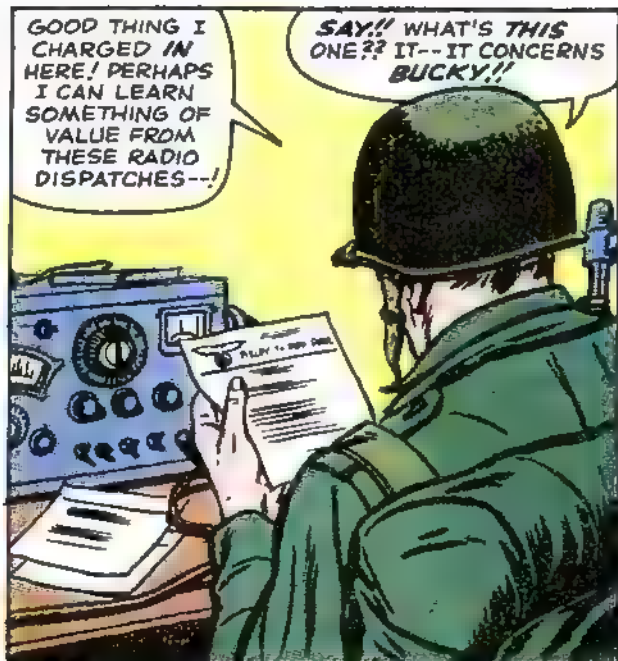




AMERICAN
SVINE!!
I'LL--
UHHH!!

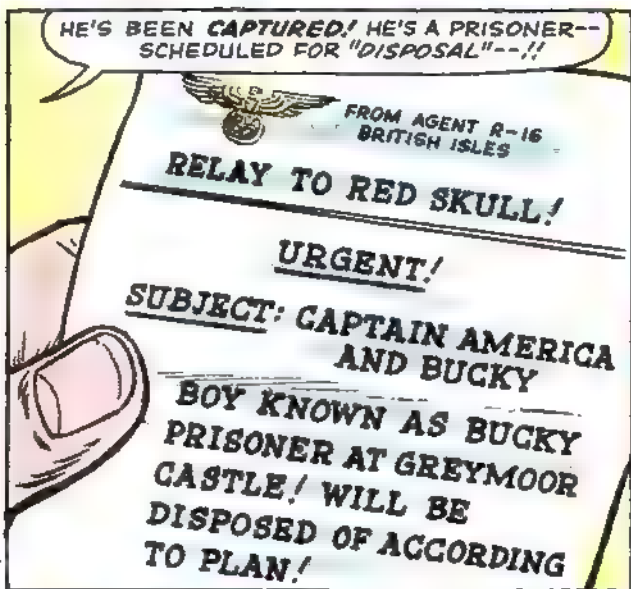
THUD!

YOU'LL
NOTHING,
MISTER--
IF I CAN
HELP IT!



GOOD THING I
CHARGED IN
HERE! PERHAPS
I CAN LEARN
SOMETHING OF
VALUE FROM
THESE RADIO
DISPATCHES--!

SAY!! WHAT'S THIS
ONE?? IT--IT CONCERNS
BUCKY!!



HE'S BEEN CAPTURED! HE'S A PRISONER--
SCHEDULED FOR "DISPOSAL"--!!



FROM AGENT R-16
BRITISH ISLES

RELAY TO RED SKULL!

URGENT!

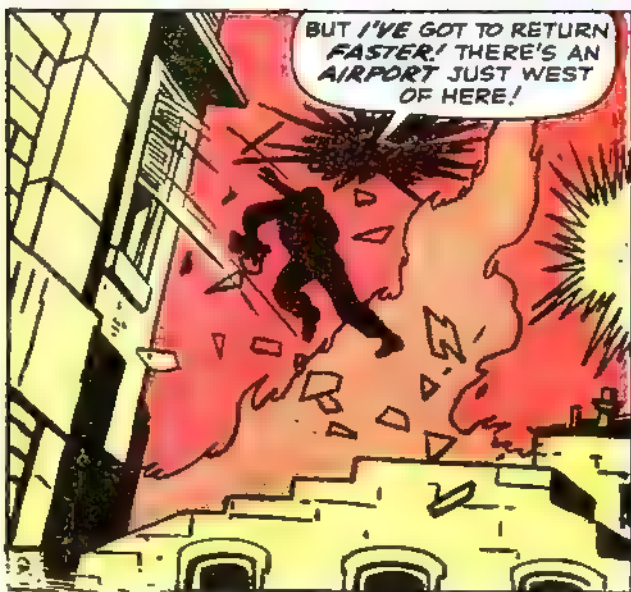
**SUBJECT: CAPTAIN AMERICA
AND BUCKY**

**BOY KNOWN AS BUCKY
PRISONER AT GREYMOOR
CASTLE! WILL BE
DISPOSED OF ACCORDING
TO PLAN!**

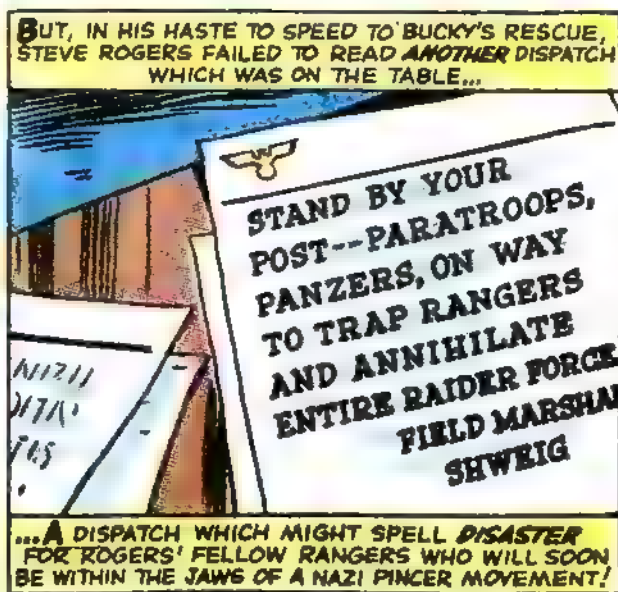


**GREYMOOR
CASTLE!
WITH LUCK,
I CAN REACH
IT BEFORE
DAWN!**

**THIS OPERATION
IS ENDED! THE
OTHERS WILL BE
RETURNING TO
BASE, FOLLOWING
THE PRESCRIBED
PLAN OF
WITHDRAWAL!**



**BUT I'VE GOT TO RETURN
FASTER! THERE'S AN
AIRPORT JUST WEST
OF HERE!**

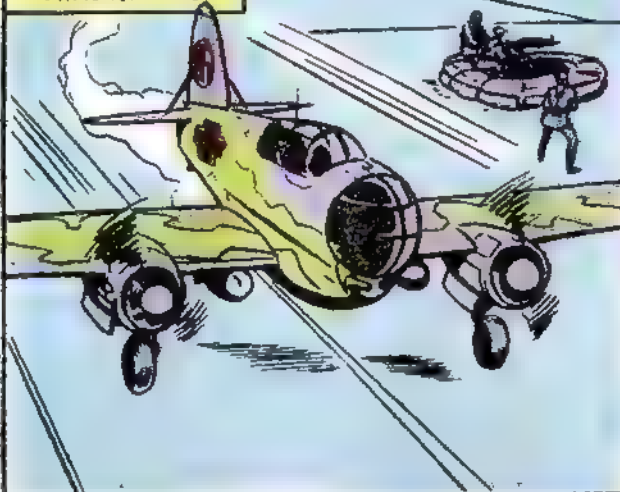


**BUT, IN HIS HASTE TO SPEED TO BUCKY'S RESCUE,
STEVE ROGERS FAILED TO READ ANOTHER DISPATCH
WHICH WAS ON THE TABLE...**

**STAND BY YOUR
POST--PARATROOPS,
PANZERS, ON WAY
TO TRAP RANGERS
AND ANNIHILATE
ENTIRE RAIDER FORCE
FIELD MARSHAL
SHWEIG**

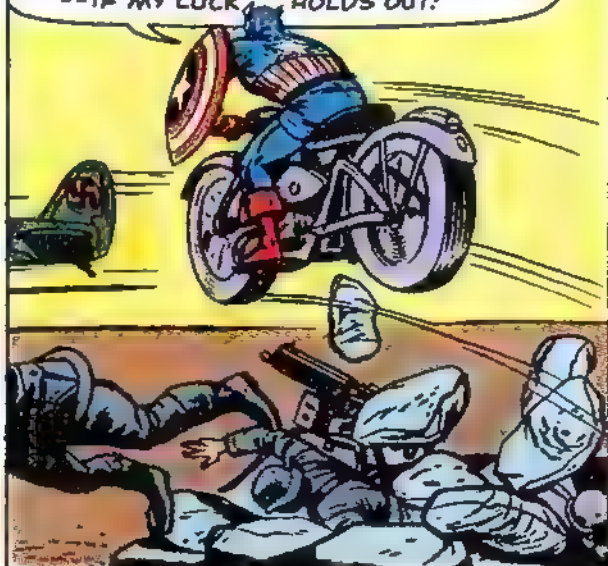
**...A DISPATCH WHICH MIGHT SPELL DISASTER
FOR ROGERS' FELLOW RANGERS WHO WILL SOON
BE WITHIN THE JAWS OF A NAZI PINCH MOVEMENT!**

LATER, AS A
LUFTWAFFE
FIGHTER
PREPARES TO TAKE
OFF FROM THE
NEARBY NAZI
AIRDROME!

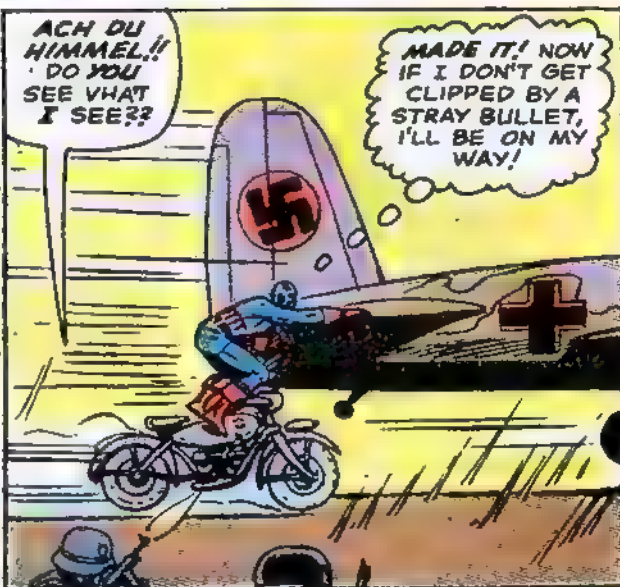


I'M JUST
IN TIME!

ONE QUICK COSTUME CHANGE, PLUS ONE
CAPTURED GERMAN CYCLE, EQUALS A LAST
MINUTE EXTRA PASSENGER FOR THAT SHIP
-- IF MY LUCK HOLDS OUT!

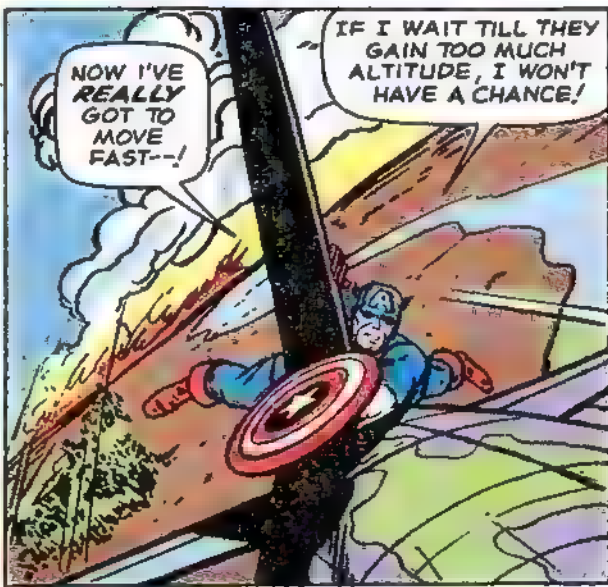


ACH DU
HIMMEL!!
DO YOU
SEE WHAT
I SEE??



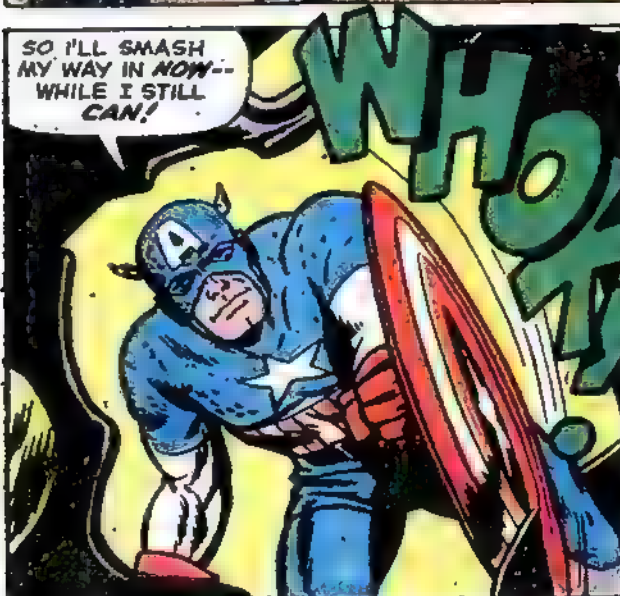
MADE IT! NOW
IF I DON'T GET
CLIPPED BY A
STRAY BULLET,
I'LL BE ON MY
WAY!

NOW I'VE
REALLY
GOT TO
MOVE
FAST--!



IF I WAIT TILL THEY
GAIN TOO MUCH
ALTITUDE, I WON'T
HAVE A CHANCE!

SO I'LL SMASH
MY WAY IN NOW--
WHILE I STILL
CAN!



GANGWAY,
BOYS!

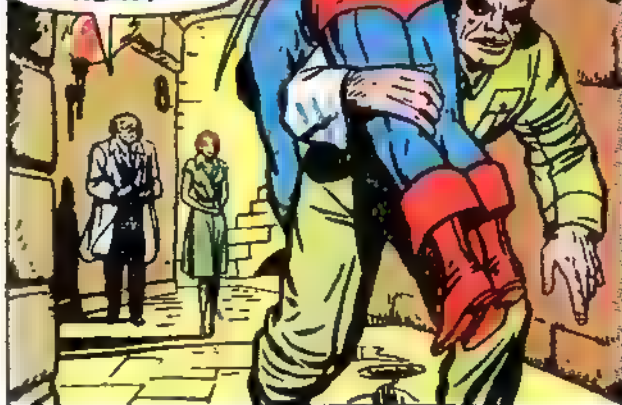


YOU MAY NOT KNOW
IT, BUT YOU JUST GOT
A NEW NAVIGATOR!

WHILE, BACK AT GREYMOOR CASTLE...

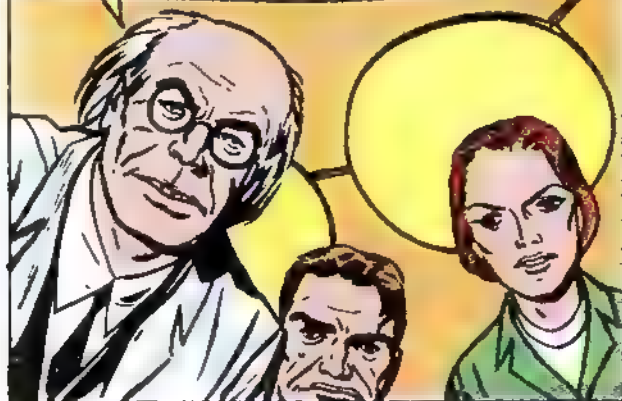
CEDRIC, EVEN IF YOU CARE NOTHING FOR YOURSELF, OR ME-- THINK OF YOUR COUNTRY! YOU'RE BETRAYING US ALL!

QUITE THE CONTRARY! THE NAZIS ARE SURE TO WIN--AND, WHEN THEY DO, I'LL BE A HERO!

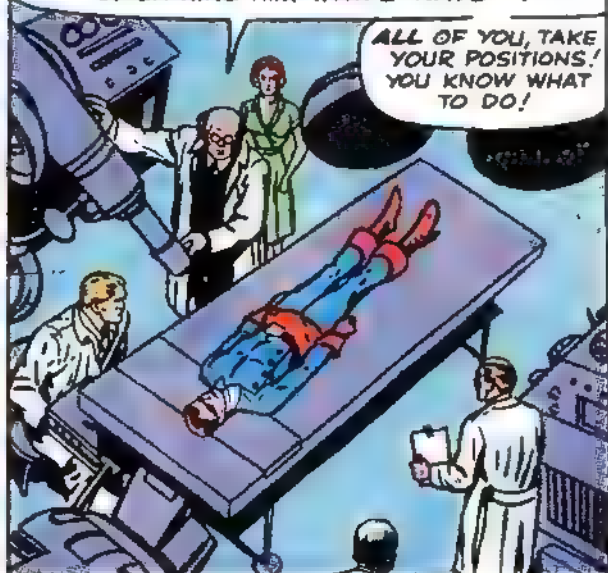


HOW CAN YOU DO THIS TO HIM, CEDRIC! HE'S ONLY A BOY!!

YOU ARE TOO EMOTIONAL, MY DEAR CELIA! IT WILL BE YOUR UNDOING! I AM A SCIENTIST! TO ME, HE IS MERELY A SUBJECT-- NOTHING MORE, NOR LESS!



NOW BE SILENT! THIS IS THE MOMENT I'VE BEEN WAITING FOR! I MUST PREPARE THE SUBJECT BY BATHING HIM WITH Z-RAYS--!



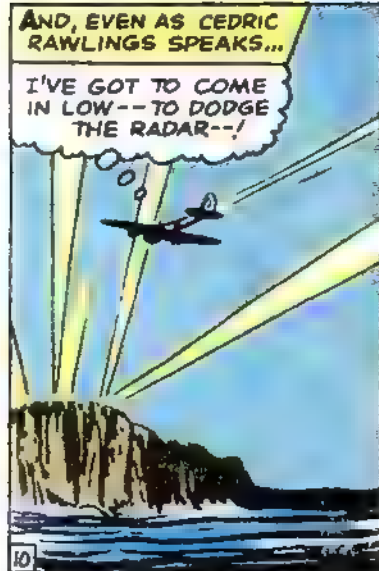
ALL OF YOU, TAKE YOUR POSITIONS! YOU KNOW WHAT TO DO!

NOW, NOTHING REMAINS BUT TO AWAIT THE ARRIVAL OF CAPTAIN AMERICA! ONCE HE ENTERS MY TRAP, THE GREAT EXPERIMENT SHALL BEGIN!

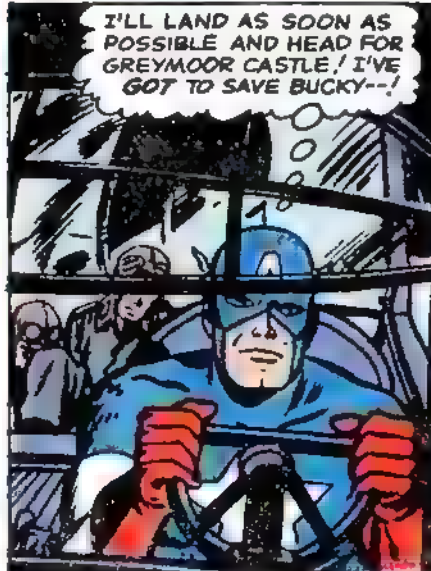


AND, EVEN AS CEDRIC RAWLINGS SPEAKS...

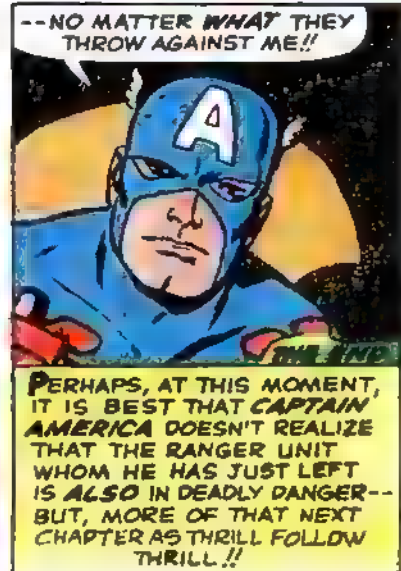
I'VE GOT TO COME IN LOW-- TO DODGE THE RADAR--!



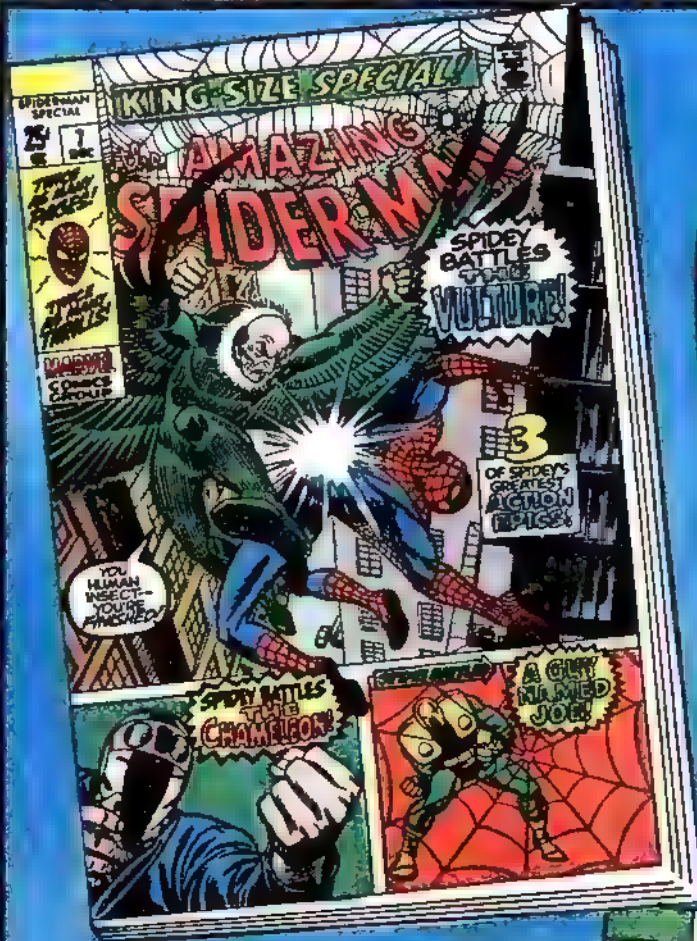
I'LL LAND AS SOON AS POSSIBLE AND HEAD FOR GREYMOOR CASTLE! I'VE GOT TO SAVE BUCKY--!



--NO MATTER WHAT THEY THROW AGAINST ME!!



PERHAPS, AT THIS MOMENT, IT IS BEST THAT CAPTAIN AMERICA DOESN'T REALIZE THAT THE RANGER UNIT WHOM HE HAS JUST LEFT IS ALSO IN DEADLY DANGER-- BUT, MORE OF THAT NEXT CHAPTER AS THRILL FOLLOW THRILL!!



2
MORE
TRIUMPHS
FROM
MARVEL

**NOW
ON
SALE**



CAPTAIN AMERICA, LIVING LEGEND OF WORLD WAR II!

"IF THIS BE TREASON!"

LAST CHAPTER, WE TOLD YOU HOW CAP TOOK CONTROL OF A NAZI PLANE... BUT WE DIDN'T SHOW THE ACTUAL TAKE-OVER SCENES! ~~~~~ BUT NOW WE CORRECT THAT GRIEVOUS OVERSIGHT IN THE TITANIC TABLEAU THAT FOLLOWS...!



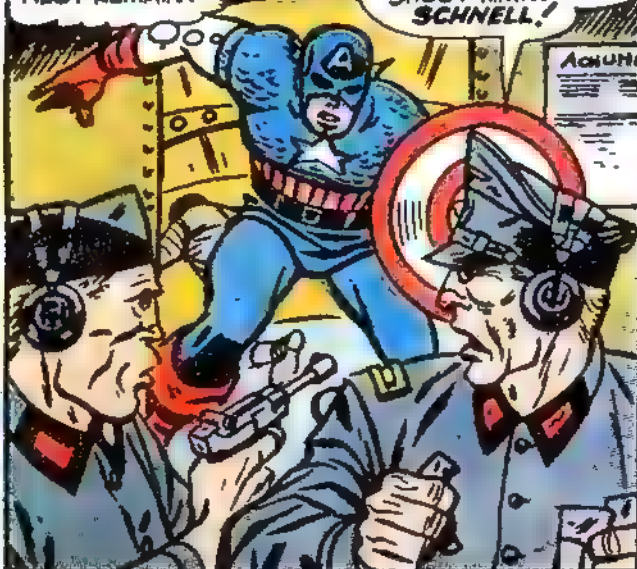
STORY BY STAN LEE
LAYOUTS BY JACK KIRBY
LETTERING BY S. ROSEN
And

REINTRODUCING THE MATCH-
LESS ARTISTRY OF ONE OF
THE GIANTS OF THE GREAT
GOLDEN AGE OF COMICS...

ART BY GEORGE
TUSKA

THE CREW IS UNDER WRAPS... ONLY THE PILOT AND CO-PILOT REMAIN!

HIMMEL! IT IS DER VERDAMMTE CAPTAIN AMERICA!! SHOOT HIM... SCHNELL!



SORRY, KATZENJAMMERS! I HATE TO BE SHOT AT! THIS COSTUME GETS AWFULLY DRAFTY WITH HOLES IN IT!



THEY'LL STAY OUT LONG ENOUGH FOR ME TO REACH GREYMOOR CASTLE WHERE BUCKY IS BEING HELD PRISONER! *

EVEN THOUGH I KNOW HE'S BEING HELD TO BAIT A TRAP FOR ME, I CAN'T LET HIM DOWN! I'VE GOT TO FREE HIM!

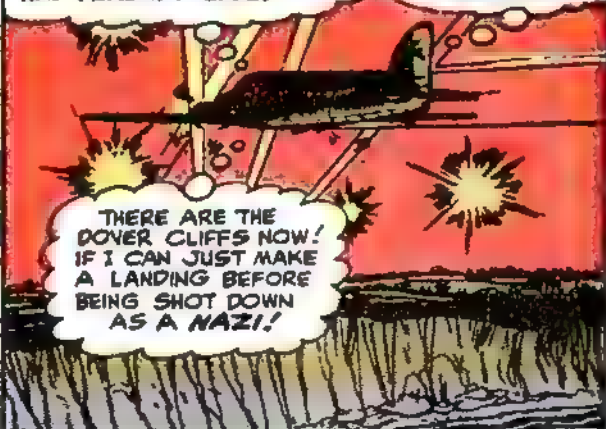


* REMEMBER HOW MAGNIFICENTLY WE EXPLAINED THE WHOLE BIT LAST ISH?... STAN.

AND NOW, THIS IS WHERE WE LEFT OFF... SO, FROM HERE ON IN, YOU'RE ON YOUR OWN... JUST LIKE CAP!

I HATED TO RUN OUT ON THE RANGER ASSAULT FORCE, BUT OUR MISSION HAD ALREADY ENDED...

AND THERE'S NO TELLING WHAT DANGER BUCKY MAY BE IN!



THERE ARE THE DOVER CLIFFS NOW! IF I CAN JUST MAKE A LANDING BEFORE BEING SHOT DOWN AS A NAZI!

MEANWHILE, IN THE MOST DESOLATE PART OF BRITAIN STANDS GREYMOOR CASTLE, HOME OF THE TRAITOROUS CEDRIC RAWLINGS...

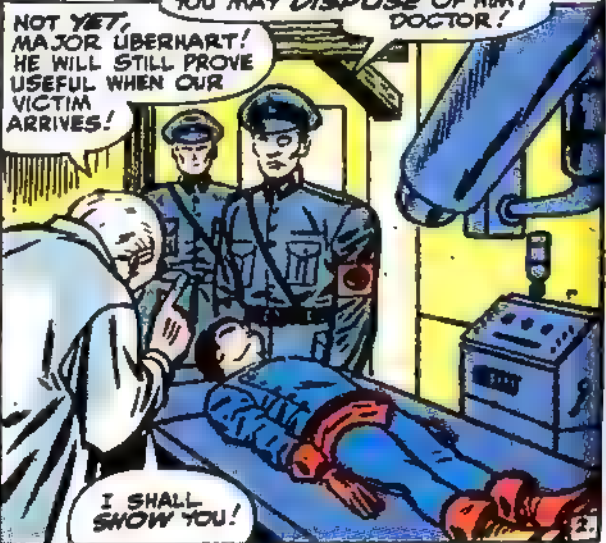
A RADIO REPORT WAS JUST RECEIVED FROM BERLIN! CAPTAIN AMERICA HAS COMMANDEERED ONE OF OUR ME-109'S!

THAT MEANS HE LEARNED OF BUCKY'S CAPTURE AND HE IS ON THE WAY HERE TO ATTEMPT A RESCUE! SEHR GUT, DR. RAWLINGS...



NOW YOU HAVE NO FURTHER NEED FOR THE BOY! YOU MAY DISPOSE OF HIM, DOCTOR!

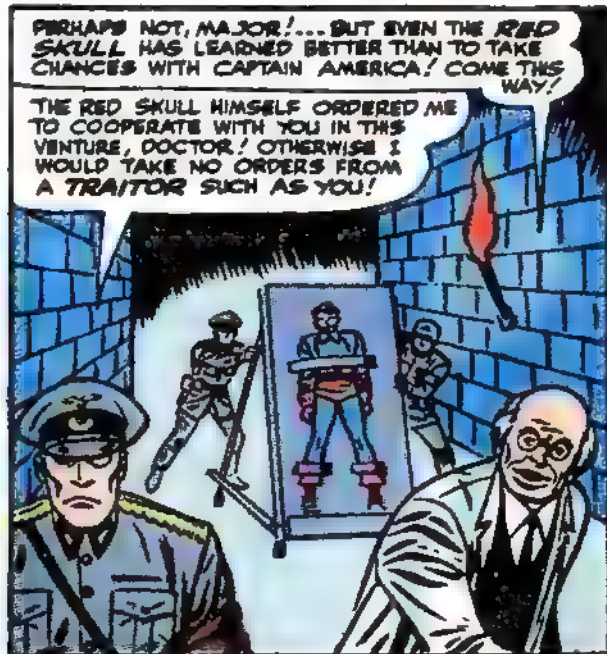
NOT YET, MAJOR UBERHART! HE WILL STILL PROVE USEFUL WHEN OUR VICTIM ARRIVES!





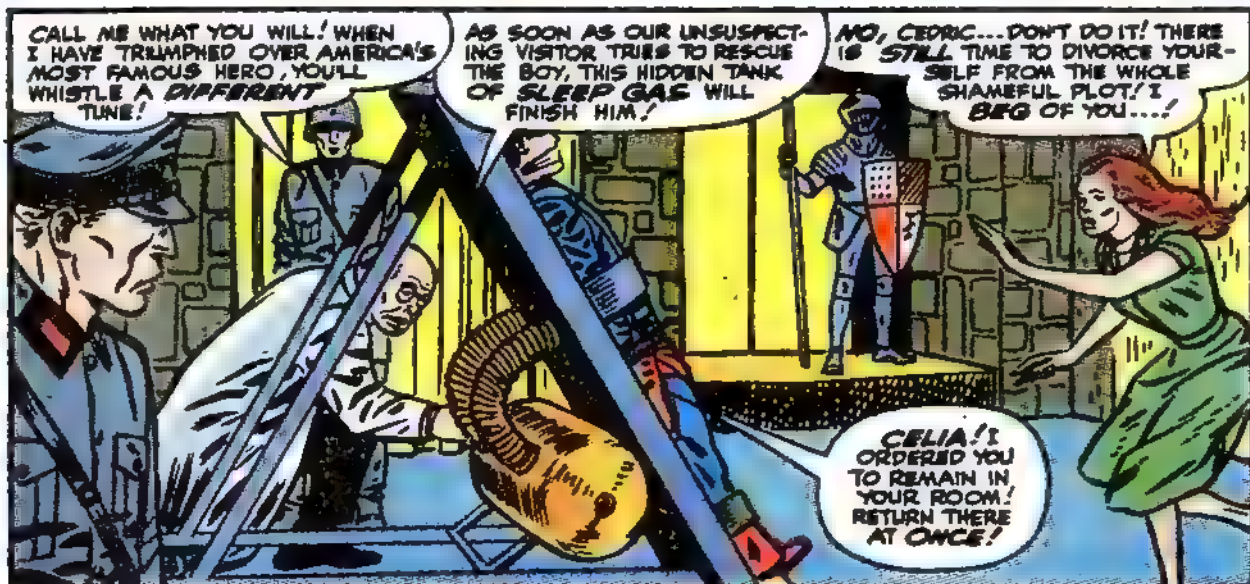
CAPTAIN AMERICA HAS BEEN KNOWN TO TRIUMPH OVER IMPOSSIBLE ODDS BEFORE! BUT HIS YOUNG PARTNER SHALL BE OUR ACE-IN-THE-HOLE!

BAH! YOU WORRY NEED-LESSLY, DOCTOR! THAT MASKED BUFFOON CANNOT DEFEAT US!



PERHAPS NOT, MAJOR!... BUT EVEN THE RED SKULL HAS LEARNED BETTER THAN TO TAKE CHANCES WITH CAPTAIN AMERICA! COME THIS WAY!

THE RED SKULL HIMSELF ORDERED ME TO COOPERATE WITH YOU IN THIS VENTURE, DOCTOR! OTHERWISE I WOULD TAKE NO ORDERS FROM A TRAITOR SUCH AS YOU!



CALL ME WHAT YOU WILL! WHEN I HAVE TRIUMPHED OVER AMERICA'S MOST FAMOUS HERO, YOU'LL WHISTLE A DIFFERENT TUNE!

AS SOON AS OUR UNSUSPECTING VISITOR TRIES TO RESCUE THE BOY, THIS HIDDEN TANK OF SLEEP GAS WILL FINISH HIM!

NO, CEDRIC... DON'T DO IT! THERE IS STILL TIME TO DIVORCE YOURSELF FROM THE WHOLE SHAMEFUL PLOT! I BEG OF YOU...!

CELIA! I ORDERED YOU TO REMAIN IN YOUR ROOM! RETURN THERE AT ONCE!



BUT, THINK WHAT YOU'RE DOING!! YOU'RE THROWING AWAY EVERYTHING YOU'VE EVER HELD DEAR! YOU'RE BETRAYING YOUR OWN COUNTRY...

MY COUNTRY INDEED! ALL I HAVE TO SHOW FOR YEARS OF WORK IS THIS... CAUSED BY YOUR CARE-LESSNESS IN THE LAB YEARS AGO!



I KNOW THE ACCIDENT WAS MY FAULT, CEDRIC! THAT'S WHY I HAVE REMAINED HERE AT YOUR SIDE ALL THIS TIME! BUT THAT DOESN'T JUSTIFY YOUR TREASON!

I'VE HEARD ENOUGH! MY OWN NATION HAS REFUSED TO RECOGNIZE MY GREAT TALENTS! BUT, THE NAZIS ARE WILLING TO PAY ME HANDSOMELY FOR MY HELP!



THE FEMALE CAN PROVE DANGEROUS TO OUR CAUSE! IT WOULD BE WISE FOR HER TO BE... SILENCED!

YOU FORGET YOURSELF, MAJOR! SHE IS MY SISTER... AND I AM STILL IN CHARGE!

NOW I SUGGEST YOU CARRY OUT THE REST OF YOUR ASSIGNMENT! THAT WILL BE ALL!

SCHWEINHUND! YOU WILL REGRET THOSE WORDS ONE DAY!

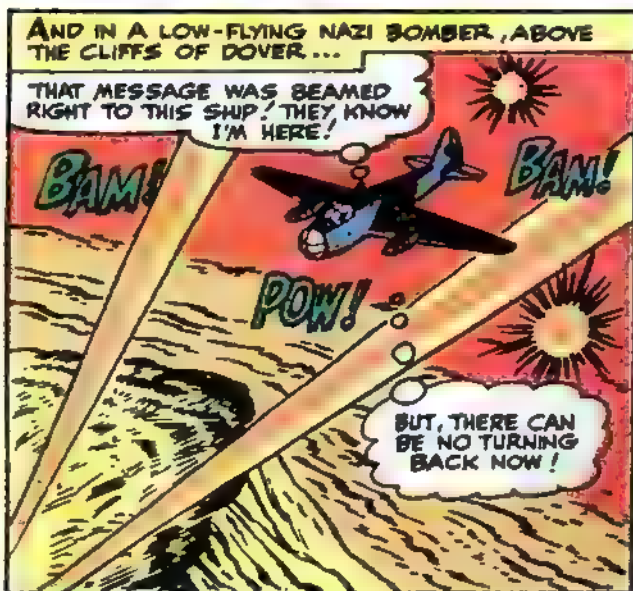


ACHTUNG, CAPTAIN AMERICA...!

IF YOU WISH TO SEE THE ONE YOU CALL BUCKY ALIVE AGAIN, YOU WILL FLY THE PLANE YOU HAVE SEIZED TO GREYMOOR CASTLE WITHIN THE HOUR!

SO! I SHALL NOW BROADCAST THE EXACT COORDINATES TO YOU...!

QUICKLY, MAJOR... BEFORE BRITISH INTELLIGENCE DISCOVERS OUR WAVE-LENGTH!



AND IN A LOW-FLYING NAZI BOMBER, ABOVE THE CLIFFS OF DOVER...

THAT MESSAGE WAS BEAMED RIGHT TO THIS SHIP! THEY KNOW I'M HERE!

BAM!

POW!

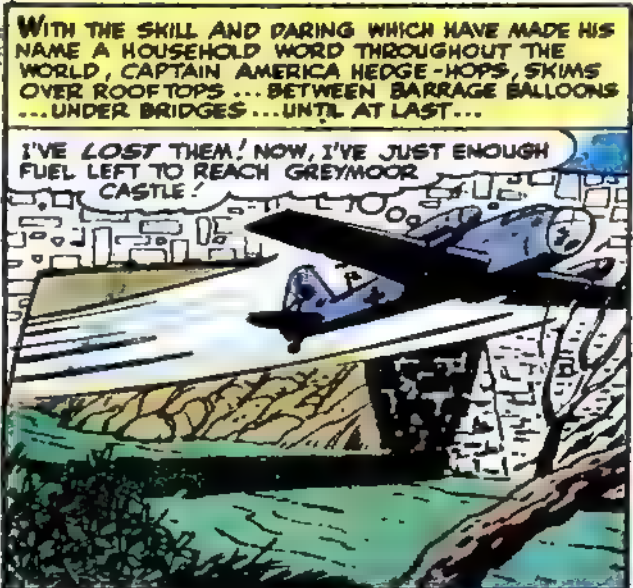
BUT, THERE CAN BE NO TURNING BACK NOW!



AND THEN, SUDDENLY...

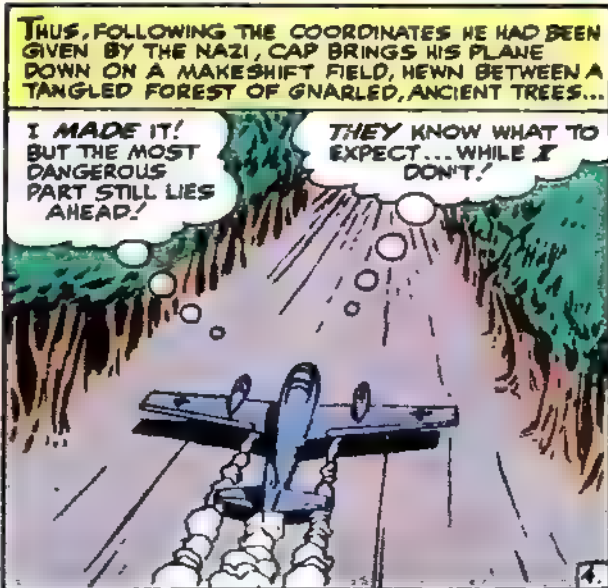
BRITISH NIGHT FIGHTERS...

ATTACKING ME! NO TIME TO EXPLAIN! I'VE GOT TO OUT-MANEUVER THEM!



WITH THE SKILL AND DARING WHICH HAVE MADE HIS NAME A HOUSEHOLD WORD THROUGHOUT THE WORLD, CAPTAIN AMERICA HEDGE-HOPS, SKIMS OVER ROOFTOPS... BETWEEN BARRAGE BALLOONS... UNDER BRIDGES... UNTIL AT LAST...

I'VE LOST THEM! NOW, I'VE JUST ENOUGH FUEL LEFT TO REACH GREYMOOR CASTLE!



I MADE IT! BUT THE MOST DANGEROUS PART STILL LIES AHEAD!

THEY KNOW WHAT TO EXPECT... WHILE I DON'T!

THEY MIGHT BE WATCHING ME
RIGHT NOW... BUT I CAN'T
DELAY ANY LONGER! I'VE
GOT TO HEAD FOR THE
CASTLE!

THEY'LL BE
EXPECTING ME TO
TRY EVERY TRICK
IN THE BOOK...
BUT THERE'S ONLY
ONE WAY I MIGHT
TAKE THEM BY
SURPRISE....!

A DIRECT FRONTAL
ASSAULT IS WHAT
THEY'D LEAST
EXPECT... SO THAT'S
WHAT THEY'LL GET!

LUCKY IT'S EASY
TO GET HAND AND
TOE HOLDS ON THE
STONE WALLS OF
THESE AGE-WORN
CASTLES!

SO FAR, SO GOOD! AT
LEAST THE EXTERIOR
ISN'T BOOBY-TRAPPED!

NO SIGN OF LIFE! YET, THEY *MUST* KNOW I'M
HERE! THAT MEANS THEY'RE STILL WAITING
TO SPRING THEIR TRAP!

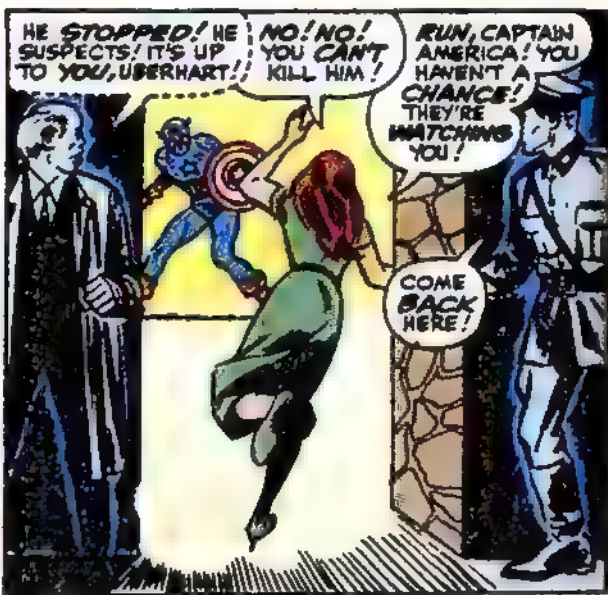
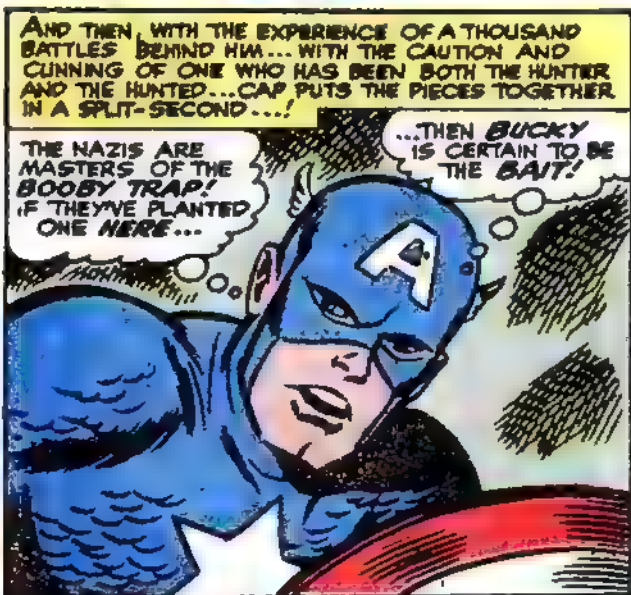
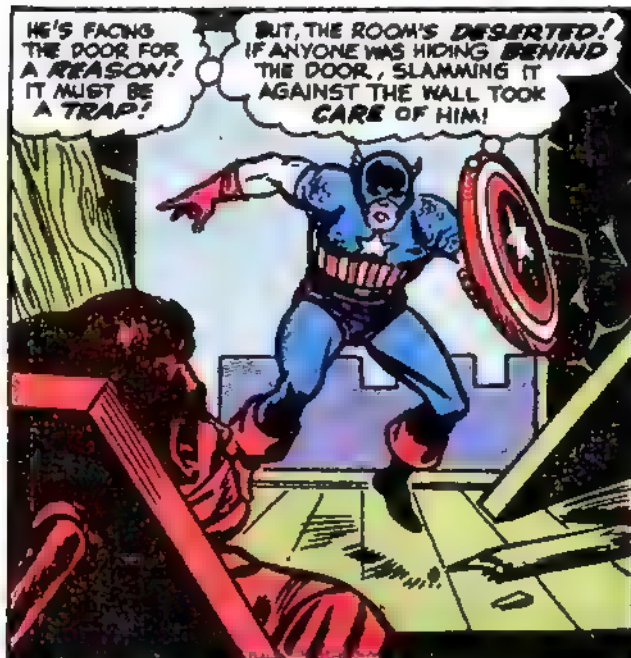
WHATEVER IS WAITING
FOR ME BEHIND THAT
DOOR... IF I MOVE
FAST ENOUGH... RUSH
IN WITH UNEXPECTED
SPEED... I MIGHT BE
ABLE TO EVADE IT!

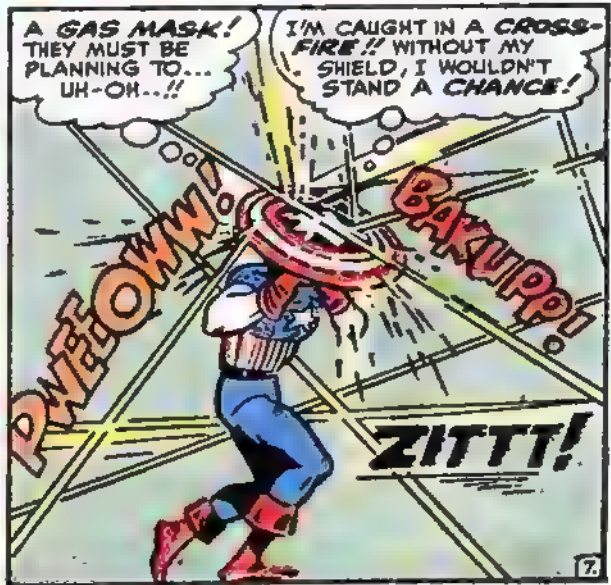
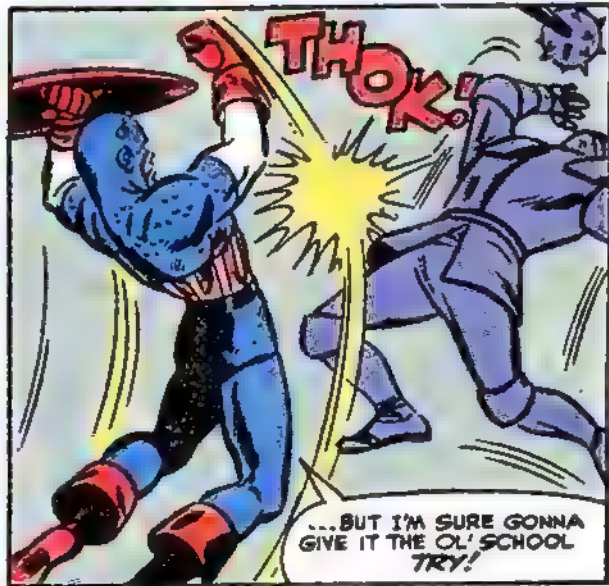
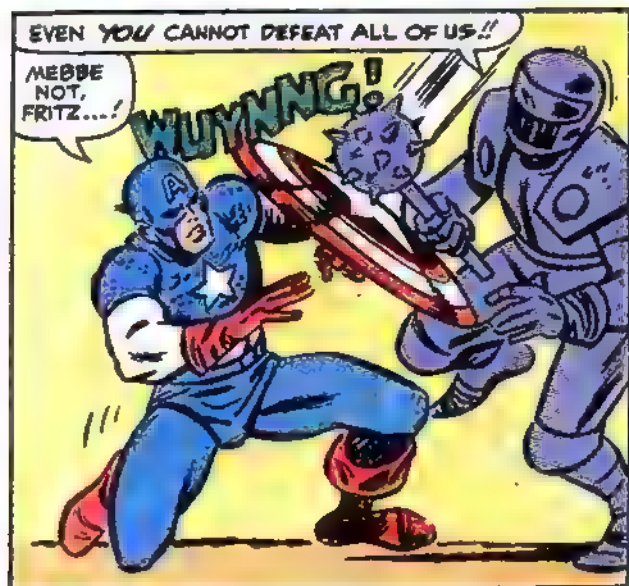
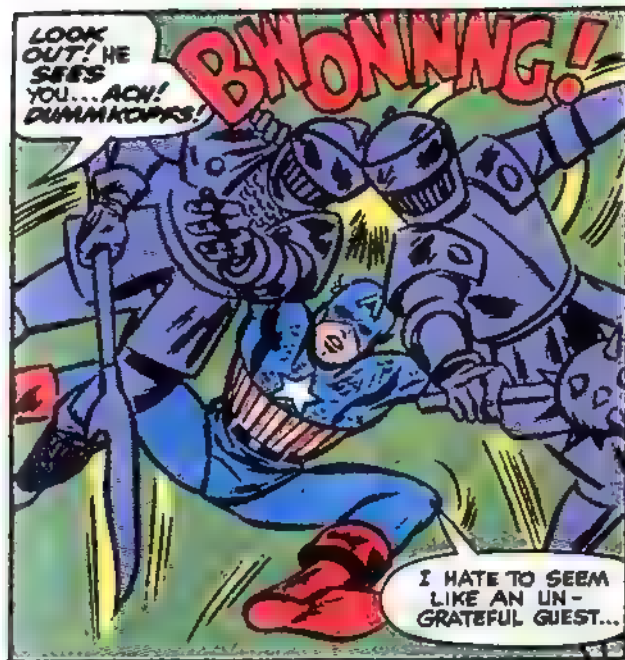
I *MUST* DO
IT!... THERE'S
NO OTHER
WAY!

NOTHING HERE...
EXCEPT...

WHAM!

BUCKY!!







ANN! GOOD! HE CANNOT CONTINUE TO DODGE YOUR SHMEESSER FIRE MUCH LONGER!

HIS SHIELD IS EVERYWHERE! ...LIKE A THING ALIVE!

NO MATTER/HIS MINUTES NOW ARE NUMBERED!



IF I CAN JUST FEND THAT BURP GUN FIRE OFF LONG ENOUGH TO FREE BUCKY...!

PING!

CLANG!

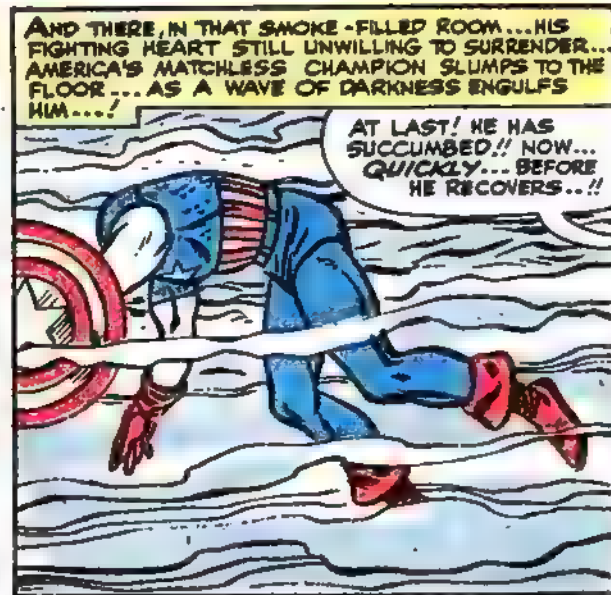


BUT, JUST AS CAP'S EAGER FINGERS REACH THE STRAP BUCKLES...

GAS!!

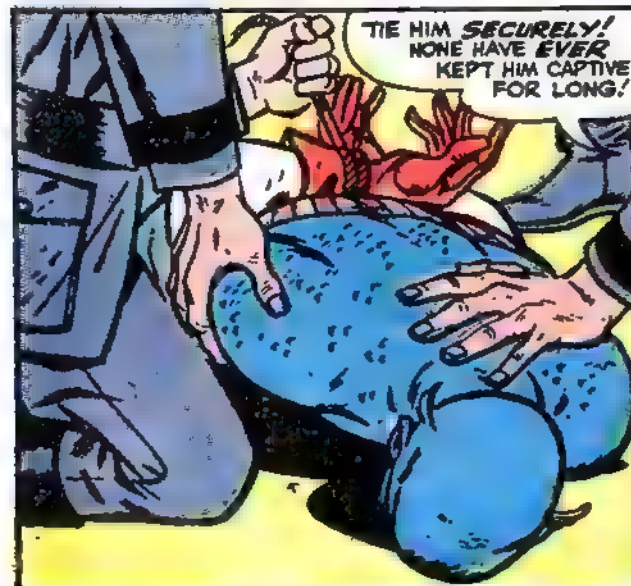
WHOOSH!

CHOKING ME...!! CAN'T BREATHE!!



AND THERE, IN THAT SMOKE-FILLED ROOM... HIS FIGHTING HEART STILL UNWILLING TO SURRENDER... AMERICA'S MATCHLESS CHAMPION SLUMPS TO THE FLOOR... AS A WAVE OF DARKNESS ENGULFS HIM...!

AT LAST! HE HAS SUCCEUMBED!! NOW... QUICKLY... BEFORE HE RECOVERS...!!



TIE HIM SECURELY! NONE HAVE EVER KEPT HIM CAPTIVE FOR LONG!



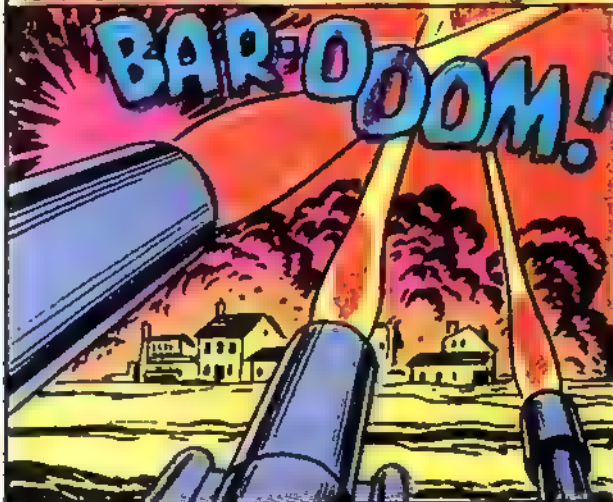
NEVER HAVE WE FOUGHT SUCH A FOE! IF NOT FOR THE GAS WE PREPARED, HE MIGHT HAVE BEATEN US ALL!

BUT NOW, THE VICTORY IS OURS!

MEANWHILE, JUST ACROSS THE CHANNEL, OUTSIDE OF A NAZI - OCCUPIED FRENCH COASTAL TOWN, A POWERFUL WEHRMACHT ARMED FORCE SPEEDS TO BOTTLE UP THE U.S. RANGERS WHO HAVE JUST COMPLETED THEIR MISSION....!



WITHIN MINUTES, HEAVY GERMAN ARTILLERY SHELLS THE AMERICAN TASK FORCE'S POSITION AS THE TOWN IS ENCLOSED WITH A BAND OF STEEL!!



ONLY ONE AVENUE OF ESCAPE IS OPEN TO THE OUT-NUMBERED RANGERS, AND THEY HEAD FOR IT WITH GRIM DETERMINATION...

FALL BACK TO THE BEACH! KEEP LOW AND MOVE!! DON'T STOP FOR ANYTHING!!

WE'VE BEEN LUCKY SO FAR! OUR PLATOON IS INTACT! EVERY MAN'S ACCOUNTED FOR, EXCEPT... HEY!



WHAT ABOUT ROGERS?? ANYONE SEE WHAT HAPPENED TO PRIVATE ROGERS??

LAST I SAW, HE WAS STILL IN THE COMMUNICATIONS BUILDING, SARGE!*

BUT, I CHECKED IT BEFORE WE CLEARED OUT! IT WAS EMPTY!



I KNEW HE WAS A GOLDBRICK... BUT I NEVER THOUGHT ROGERS WOULD TURN... DESERTER!!

AND, EVEN AS A BITTER SERGEANT DUFFY SPEAKS, THE MAN HE SUSPECTS OF DESERTION IS A HELPLESS CAPTIVE IN THE DUNGEON OF GREYMOOR CASTLE....!

RELEASE MY SISTER, MAJOR! I SHALL ATTEND TO CAPTAIN AMERICA AND BUCKY NOW, AS PLANNED!

YOUR SISTER TRIED TO BETRAY US! SHE SHALL SHARE THEIR FATE.

WHAT?? YOU WOULD DARE??!



*WE ALL SAW IT...IN SUSPENSE #69, REMEMBER?...STAN.



I AM ANSWERABLE ONLY TO THE RED SKULL! I DARE ANYTHING!

NOW THAT THE VERDAMMTE AMERICANS ARE MY PRISONERS, YOUR EXPERIMENTS MEAN NOTHING TO ME!

YOU WERE ONLY TOLERATED BECAUSE WE NEEDED YOU IN ORDER TO TRAP CAPTAIN AMERICA!

BUT... I HELPED YOU! I BETRAYED MY OWN COUNTRY FOR YOU...!!
...UHHH...!

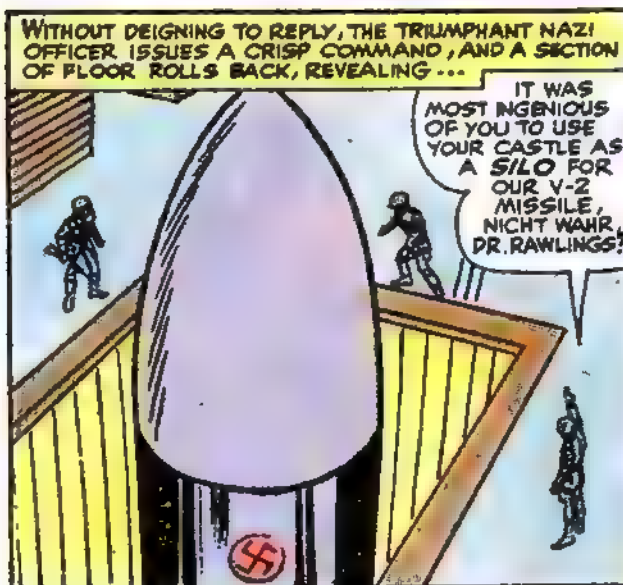
YOU CANNOT DO THIS TO ME...!!



BE THANKFUL THAT I SPARE YOUR LIFE! EVEN THAT IS TOO GREAT A REWARD FOR ONE WHO COMMITS TREASON!

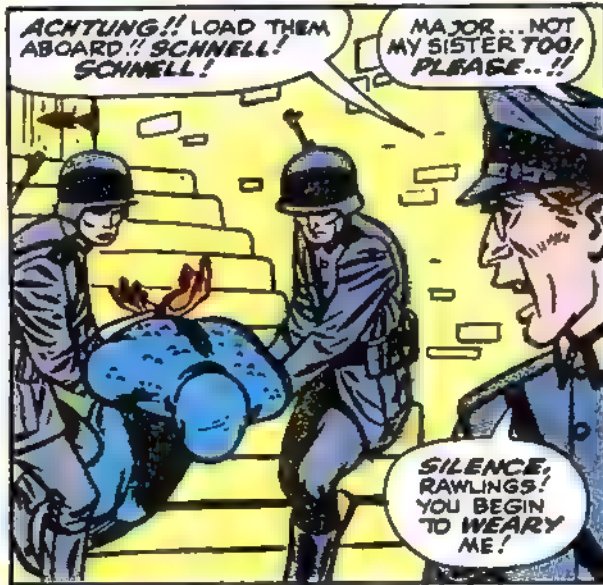
AND NOW, OUR THREE PRISONERS SHALL GO FOR A LITTLE RIDE... STRAIGHT TO THE HEART OF LONDON!!

YOU MEAN... THE V-2 ??!
NO! YOU CAN'T! NOT MY SISTER... NOT HER!!



WITHOUT DEIGNING TO REPLY, THE TRIUMPHANT NAZI OFFICER ISSUES A CRISP COMMAND, AND A SECTION OF FLOOR ROLLS BACK, REVEALING ...

IT WAS MOST INGENUOUS OF YOU TO USE YOUR CASTLE AS A SILO FOR OUR V-2 MISSILE, NICHT WAHR, DR. RAWLINGS?



ACHTUNG!! LOAD THEM ABOARD!! SCHNELL! SCHNELL!

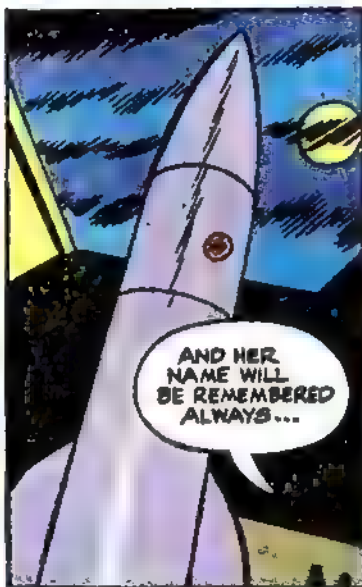
MAJOR... NOT MY SISTER TOO! PLEASE...!!

SILENCE, RAWLINGS! YOU BEGIN TO WEARY ME!



BUT... SHE HAS DONE NOTHING! IT IS I WHO AM TO BLAME!! DO NOT HARM HER...!

BUT THINK HOW GLORIOUS HER END WILL BE! SHE WILL BE IN SUCH FAMOUS COMPANY!!



AND HER NAME WILL BE REMEMBERED ALWAYS...



...FOR, SHE WILL BE IN THE ROCKET WHICH BLOWS UP LONDON WHEN IT LANDS AT 10 DOWNING STREET WHERE CHURCHILL LIVES!

PREPARE TO FIRE ROCKET!!

CONTINUED!

CAPTAIN AMERICA, LIVING LEGEND OF WORLD WAR II

"...WHEN YOU LIE DOWN WITH DOGS...!"

IT'S
MEMORY-
REFRESHER
TIME AGAIN!
HERE'S WHERE
WE LEFT
OFF LAST
CHAPTER...

DR. CEDRIC RAWLINGS, THE TRAITOROUS LORD OF GREYMOOR CASTLE, HAS ALLOWED THE NAZIS TO SECRETLY CONSTRUCT A V-2 MISSILE SILO WITHIN HIS CASTLE! BUT, WHEN HIS SISTER CELIA TRIES TO AID CAPTAIN AMERICA, NAZI MAJOR UBERHART ORDERS THAT SHE TOO BE PLACED INSIDE THE ROCKET, ALONG WITH THE TWO UNCONSCIOUS ADVENTURERS...!

MACH SCHNELL! GET THEM INTO THE ROCKET IMMEDIATELY! WITHIN SECONDS WE SHALL FIRE IT DIRECTLY AT #10 DOWNING STREET, LEVELLING THE HOME OF CHURCHILL... AND HALF OF LONDON, AS WELL!

WE MUST
HURRY...
BEFORE HE
WAKES UP
FROM DER
SLEEP GAS!

JA! IF NOT FOR
DER GAS, HE
WOULD HAFF
OUT-FOUGHT
US ALL!

ACHTUNG!
BRING THE
GIRL...AND
BUCKY!
SCHNELL!
SCHNELL!

WRITTEN WITH THE PASSION OF
STAN LEE
LAID-OUT WITH THE POWER OF
JACK KIRBY
PENCILLED WITH THE PUNCH OF
GEORGE TUSKA
INKED WITH THE PROWESS OF
JOE SINNOTT
LETTERED WITH THE PENPOINT OF
SAM ROSEN

WITHIN SECONDS, THE NARROW STEEL DOOR OF THE AWESOME V-2 SLIDES OPEN, READY TO RECEIVE ITS HELP-LESS PASSENGERS...

NO! YOU CAN'T DO IT... YOU MUSTN'T! I'VE WORKED FOR YOU... BETRAYED MY OWN NATION FOR YOU... YOU CAN'T SEND MY SISTER TO HER DOOM!

ON THE CONTRARY, RAWLINGS... WE CAN DO IT... AND WE SHALL! SHE ATTEMPTED TO SAVE OUR ENEMIES... AND TO A NAZI, THAT IS AN UNFORGIVEABLE CRIME!

CEDRIC... I BEG OF YOU... STOP YOUR USELESS PLEADING! WE CANNOT THINK OF OURSELVES WITH ALL OF LONDON IN DANGER! AT LEAST LET US MEET OUR FATE WITH DIGNITY!

MAJOR UBERHART... LISTEN! SHE'S ALL I HAVE! I'VE RENOUNCED MY FRIENDS... MY COUNTRYMEN... MY NATION! YOU CAN'T TAKE HER FROM ME ALSO! NOT AFTER ALL I'VE DONE FOR YOU...

TAKE YOUR HANDS OFF ME, RAWLINGS! YOU ARE A TRAITOR TO YOUR OWN COUNTRY! WE OWE YOU NOTHING... EXCEPT OUR SCORN AND ETERNAL CONTEMPT!

LOCK THE SNIVELLING COWARD IN ONE OF THE DUNGEON CELLS! HE IS OF NO FURTHER USE TO US!

WITH THE DEFEAT OF CAPTAIN AMERICA, AND THE DESTRUCTION OF LONDON, WE SHALL HAVE SCORED OUR GREATEST VICTORY FOR THE FATHERLAND! WE SHALL RETURN TO BE ACCLAIMED AS HEROES!

UND YOU WILL REMAIN IN DERE... TO REFLECT UPON VOT A FOOL YOU VERE TO TRUST US!

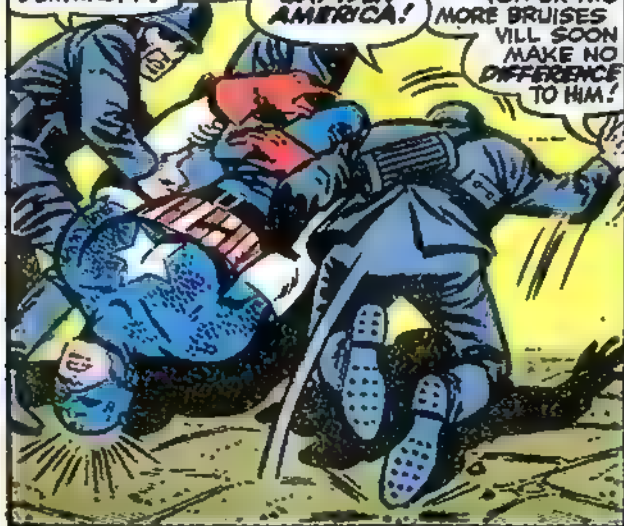
YOU'LL PAY FOR THIS!! SOMEHOW... I SWEAR IT... I'LL HAVE MY REVENGE! ...UNNN...

MEANWHILE, JUST AS CAP IS ABOUT TO BE PLACED WITHIN THE FATEFUL MISSILE ...

DOMMERNETTER!
WATCH YOUR SHIT,
DUMMKOPF!

I SHTUMBLED!
I AM DROPPING
CAPTAIN
AMERICA!

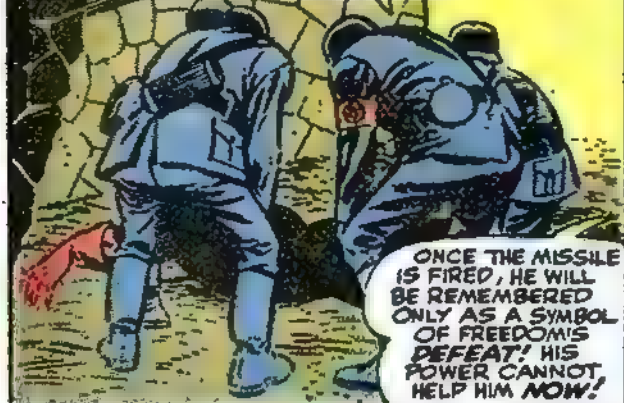
YOT DOES
IT
MATTER?
VON OR TWO
MORE BRUISES
VILL SOON
MAKE NO
DIFFERENCE
TO HIM!



ACH, HE ISS
HEAVIER
DEN VON
VOULD
SUSPECT!

UND YET, HE DOES NOT HAFF AN
OUNCE OF EXCESS FAT UPON HIM!

NEIN! IT ISS JUST PLAIN
MUSCLE! YOT AN
ATHLETE HE VOULD
HAFF MADE!



ONCE THE MISSILE
IS FIRED, HE WILL
BE REMEMBERED
ONLY AS A SYMBOL
OF FREEDOM'S
DEFEAT! HIS
POWER CANNOT
HELP HIM NOW!

WE DELAYED TOO LONG! HE HAD TIME TO
RECOVER! BUT, IT WILL DO HIM NO GOOD!
CUT HIM DOWN! USE YOUR SHMEISSERS!
FIRE!

HE ISS SO
FAST... DERE
ISS NO TIME
TO AIM!

SLOW DOWN!
AIM CAREFULLY,
YOU BUNGLERS!
HE IS MAKING
FOOLS
OF YOU!



BUT, AS THE FALLEN CRUSADER LIES UPON THE
FLOOR, WE BEGIN TO WONDER WHETHER THE NAZI
WHO CARRIED HIM DID STUMBLE "ACCIDENTALLY"...

BY SHIFTING MY WEIGHT
SUDDENLY AT THE RIGHT
INSTANT, I WAS ABLE
TO ACCOMPLISH
WHAT I WANTED!

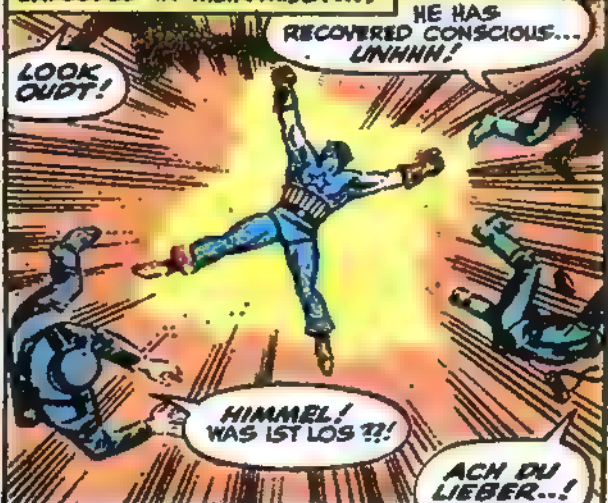
NOW, IF I CAN KEEP
THEM FROM REALIZING
THAT I'VE ALREADY
RECOVERED FROM THE
SLEEP GAS...



BUT THEN, AS IF TO PUNCTUATE THE NAZI OFFICER'S
CALLOUS WORDS, 180 POUNDS OF FIGHTING FURY
EXPLODES IN THEIR MIDST...

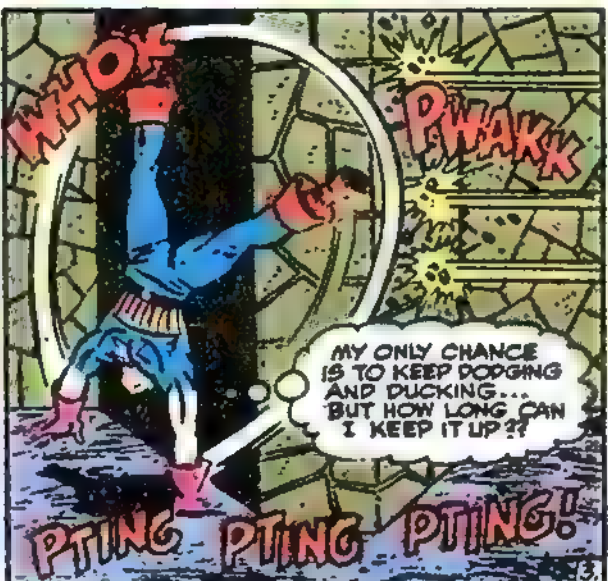
HE HAS
RECOVERED CONSCIOUS...
UNHHH!

LOOK
OUT!



HIMMEL!
WAS IST LOS?!

ACH DU
LIEBER...!



MY ONLY CHANCE
IS TO KEEP DODGING
AND DUCKING...
BUT HOW LONG CAN
I KEEP IT UP?!

CONTINUED AFTER NEXT PAGE

Now revealed—the "2 Hour" method to

SUPER SPEED KARATE

Karate is the secret oriental art that can give your fingertips "atomic" power points—so effective that no man will dare attack you after they have seen it only once!



WALLACE W. REUMANN

Author of "SUPER KARATE" and world-famous authority on KARATE, is the ONLY instructor in the Northeast U. S. endorsed by the International Karate Federation in Tokyo.

I spent 3 years in Japan learning the little-known Oriental art of KARATE and was awarded the 4th Degree Black Belt—symbol of the highest possible proficiency. Now I am ready to show you every secret I learned—and I guarantee I'll make YOU into a KARATE Specialist within 2 hours—and every cent you paid for my information will be refunded!

You don't have to attend either of my 3 schools where I train men like you and then teach them KARATE secrets. No, I can show you how to practice KARATE in the privacy of your own home with only a few minutes of practice a day. I have jam-packed all "SUPER KARATE"—properly illustrated and clearly explained.

In this book I take you step by step through the fundamentals of KARATE so that you understand clearly and immediately how these amazing principles operate to make you master of ANYONE you may meet—no matter how big he is, or how much he weighs!

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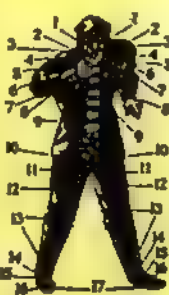
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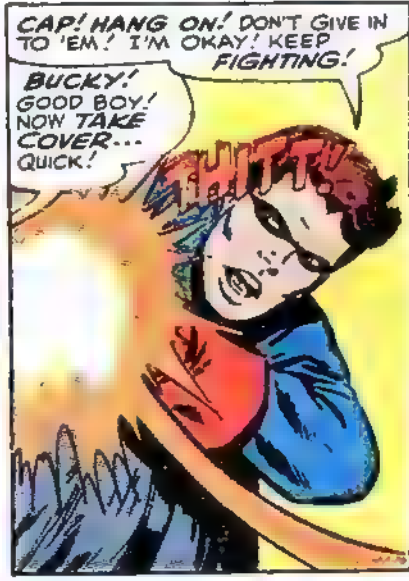
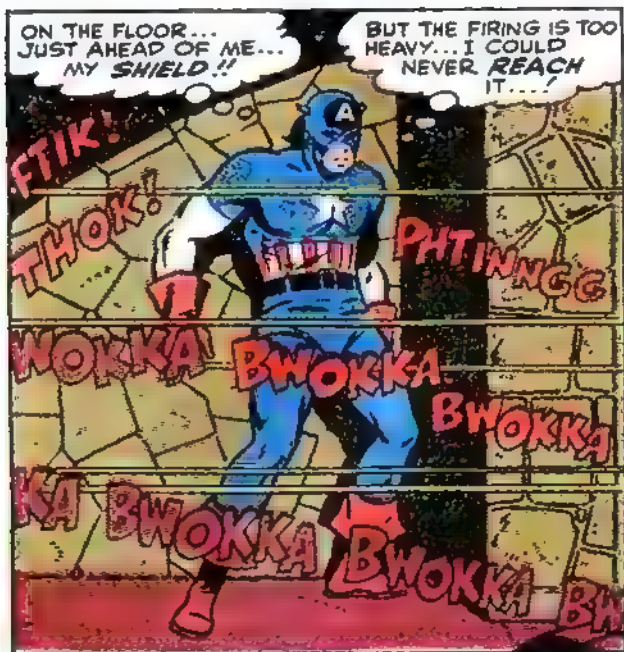
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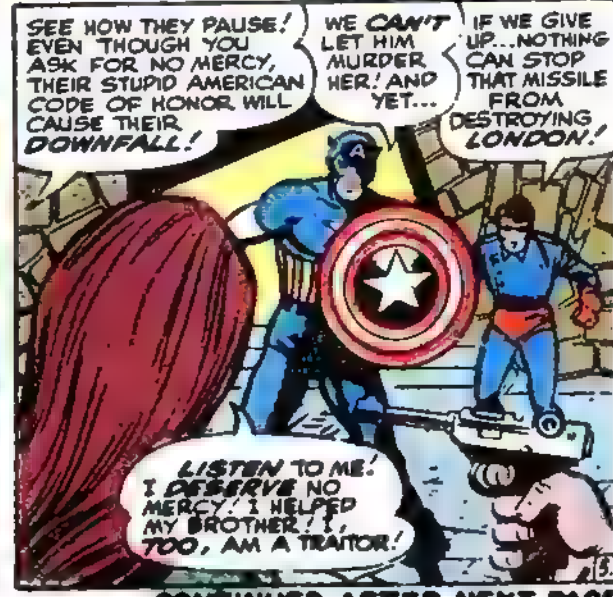
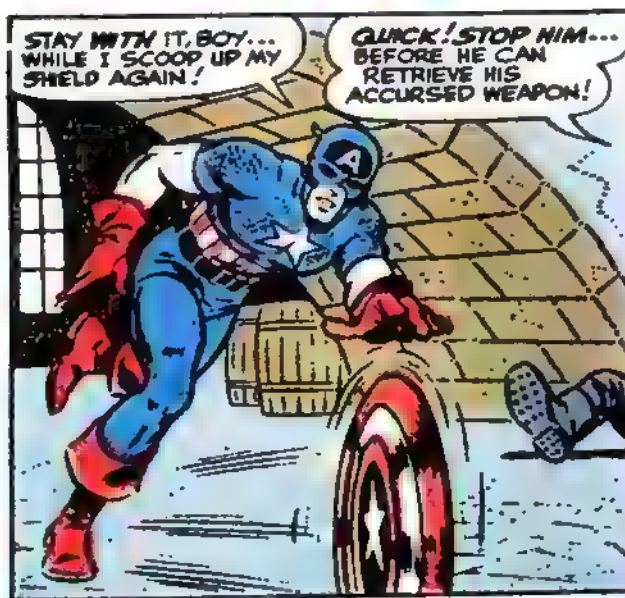
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BUT THEN, WHEN THE CONFIDENTLY SMIRKING NAZIS
LEAST EXPECT IT...

LOOK
OUT..!

I'LL MAKE THE DECISION
FOR THEM! I'LL MAKE
THEM KEEP FIGHTING!

KOMMEN
ZIE BACK,
YOU...
UNNN!

BOK!

BUCKY!
SHE'S BROKEN
FREE! NOW'S
OUR CHANCE!

I'VE BEEN ACHING
TO DO THIS SINCE I
FIRST SET EYES
ON YOU!

WHOP!

BUT DON'T SHUT
YOUR EYES TOO
SOON... THERE'S
MORE WHERE THIS
CAME FROM!

MISS RAWLINGS...
GET OUT OF THE
WAY! I'LL TAKE
CARE OF THAT
KRAUT!

HE HAS A
GUN! HE
TRIED TO
SHOOT CAPTAIN
AMERICA! IF I LET
HIS HAND GO, HE'LL
USE IT!

YOU SAVED HIS
LIFE... BUT
YOU VILL DO
NO MORE
FOR DEM! I
VARNED
YOU...

ONNN!

MISS
RAWLINGS!

KRAK!

YOU YELLA COWARD!
YOU DIDN'T HAVE TO
DO THAT! YOU'RE
TRIGGER-HAPPY,
LIKE ALL NAZIS!

IT'S OVER, LAD! THEY'RE
BEATEN! THAT MISSILE WILL
NEVER STRIKE LONDON
NOW!

UNNNH!

BEFORE... THE END COMES... I MUST TELL YOU...
THERE WAS A RADIO MESSAGE... TASK FORCE
OF RANGERS... TRAPPED OVER CHANNEL...
NEED HELP... WILL BE WIPED OUT... NO ONE
KNOWS... THEIR
WIRELESS
GONE...

RANGERS! IT MUST
BE MY UNIT! I
THOUGHT THEY WERE
SAFE! GERMAN
REINFORCEMENTS
MUST HAVE ARRIVED!

I'LL TRY TO FIND
HER BROTHER!
HE'S A DOCTOR...
MAYBE HE CAN
SAVE HER!



LET ME OUT! I DEMAND TO BE FREED! YOU CANNOT DO THIS TO ME! I'LL HAVE MY REVENGE! I'LL DESTROY YOU ALL! LET ME OUT! LET ME OUT!

BAM!
THUMP!

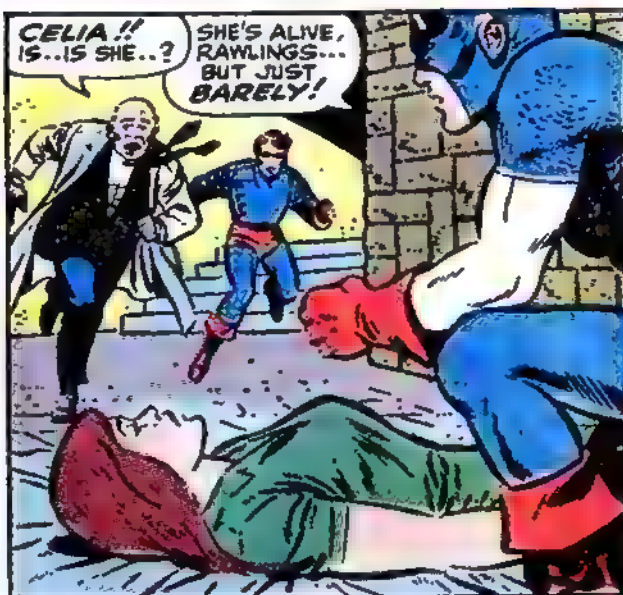
AT EASE, RAWLINGS! I'LL HAVE YOU OUT IN A MINUTE! YOUR SISTER NEEDS YOU!



C'MON, TRAITOR! YOU'VE GOT A LOTTA MAKIN' UP TO DO! AND YOU CAN START BY TRYIN' TO SAVE YOUR SISTER'S LIFE!

SAVE HER?? YOU MEAN...? THAT SHOOTING I HEARD! DID SHE...? OH, NO! NO!

TAKE ME TO HER... HURRY! HURRY!



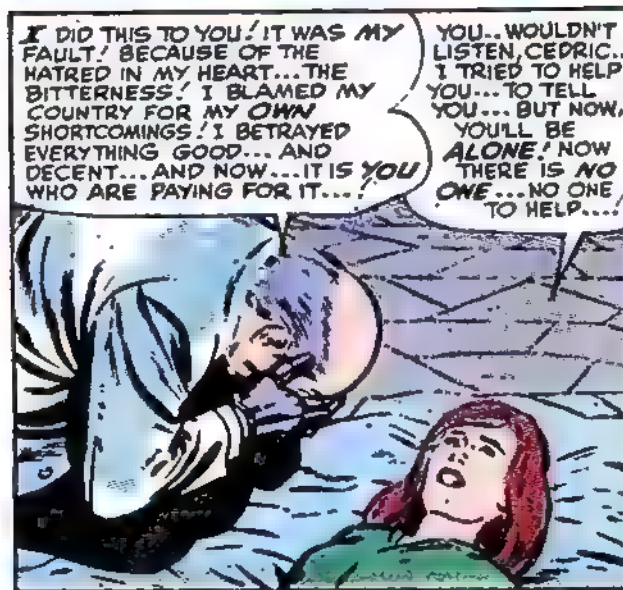
CELIA!! IS...IS SHE...?

SHE'S ALIVE, RAWLINGS... BUT JUST BARELY!



I NEED MY MEDICAL KIT! YOU MUST GET IT...!

NO, CEDRIC! IT... IT IS TOO LATE FOR THAT! IT IS... TOO LATE FOR... ANYTHING... ANY MORE...



I DID THIS TO YOU! IT WAS MY FAULT! BECAUSE OF THE HATRED IN MY HEART... THE BITTERNESS! I BLAMED MY COUNTRY FOR MY OWN SHORTCOMINGS! I BETRAYED EVERYTHING GOOD... AND DECENT... AND NOW... IT IS YOU WHO ARE PAYING FOR IT...

YOU... WOULDN'T LISTEN, CEDRIC.. I TRIED TO HELP YOU... TO TELL YOU... BUT NOW, YOU'LL BE ALONE! NOW THERE IS NO ONE... NO ONE TO HELP....



DON'T LEAVE ME, CELIA! I'LL MAKE IT UP TO YOU! I'LL UNDO EVERYTHING I'VE DONE! I'LL... CELIA! CELIA!

IN A WAR, BUCKY, MANY PEOPLE SUFFER! IT ISN'T NECESSARY TO BE IN THE ARMED FORCES... TO BE A CASUALTY!

CONTINUED AFTER NEXT PAGE

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— STAN LEE

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BUT THEY SPELLED
MY NAME WRONG!



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SECONDS LATER ...

THIS IS THE **LAST** OF 'EM, CAP! THEY'LL BE NICE AND SNUG IN HERE TILL THE M.P.'S ARRIVE TO CLAIM THEM!

BUT THERE'S **ANOTHER** MATTER TO ATTEND TO NOW, BUCKY! THE RANGER UNIT I SLIPPED AWAY FROM, IN ORDER TO REACH GREY-MOOR CASTLE, IS IN **TROUBLE!***

NAZI REINFORCEMENTS HAVE THEM TRAPPED ACROSS THE CHANNEL! I KNOW OUR BATTLE STRATEGY... OUR TROOPS WILL HAVE HEADED FOR THE COAST... THEY'RE PROBABLY HOLDING OFF THE ENEMY RIGHT NOW, WITH THEIR BACKS TO THE SEA!

UNLESS I CAN FIND SOME WAY TO **SAVE** THEM, I'LL LIVE WITH THE KNOWLEDGE THAT I **DESERTED** THEM... WHEN I WAS NEEDED MOST!

* AS EVERY READER OF *SUSPENSE* # 69 KNOWS BY NOW! ...STAN.

BUT, YOU THOUGHT THE MISSION WAS OVER! YOU THOUGHT THEY WERE **SAFE!** AND... YOU WERE NEEDED **HERE!** IT WASN'T YOUR FAULT, CAP!

THAT DOESN'T MATTER! ALL THAT COUNTS IS **RESCUING** THEM... AND THERE'S ONLY **ONE** WAY TO DO IT... IN **TIME!**

THEN, AFTER CAP HAS QUICKLY EXPLAINED HIS DARING PLAN ...

RAWLINGS IS THE ONLY ONE WHO CAN PULL IT OFF! BUT, WILL HE?

SOMEHOW, I THINK THAT HE **WILL!**

OF **COURSE** I WILL DO IT!

I WOULD DO **ANYTHING** TO AVENGE MY SISTER'S DEATH!... TO STRIKE BACK AT THOSE COWARDLY SWASTIKA-WEARING SWINE!

BUT THERE MUST BE NO ERROR... NO SLIP-UP! TOO MANY LIVES ARE AT STAKE!

MINE WAS THE BRAIN THAT HELPED CREATE THE V-2! IF **ANYONE** CAN DO IT... **I** CAN!

THEN WE'VE NO MORE TIME TO WASTE! THE NAZIS PLANNED TO USE THAT MISSILE... AND NOW, IT **WILL** BE USED!

AND **MINE** WILL BE THE HAND TO GUIDE IT... I **SHALL** NOT FAIL!

FOLLOW ME! THE GUIDANCE CONTROL ROOM IS DOWN THESE STEPS!

I'LL HAVE TO COMPUTE THE TRAJECTORY TO WITHIN A HAIR'S-BREADTH OF OUR OBJECTIVE!

RIGHT! THE SLIGHTEST ERROR COULD BE FATAL TO OUR OWN MEN!

THEN, AFTER MOMENTS OF TENSE COMPUTATIONS...

HOLD IT! I WANT TO DOUBLE CHECK YOUR CALCULATIONS!

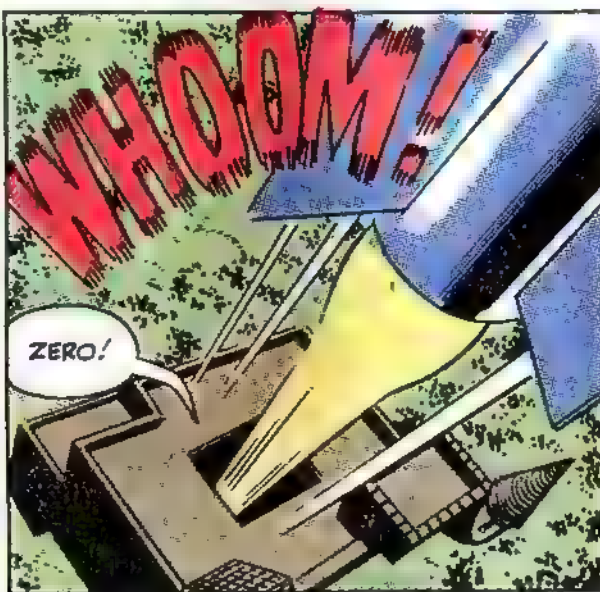
YOU? WHAT DO YOU KNOW OF SUCH TECHNICAL THINGS?

IF THERE'S ANYTHING CAP DOESN'T KNOW ABOUT, I'D LIKE TO SEE IT!

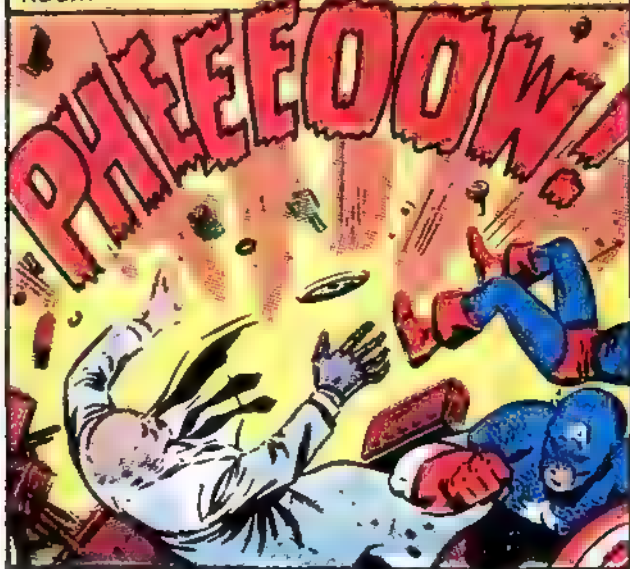
ALL RIGHT, RAWLINGS! THE ROCKET'S ATTITUDE SEEMS TO BE CORRECT! I'M SATISFIED! NOW IT'S UP TO YOU...

YOU WILL NOT BE DISAPPOINTED! I WANT TO STRIKE BACK AT THE NAZIS EVEN MORE THAN YOU DO!

STAND BY FOR COUNT-DOWN... TEN... NINE... EIGHT...



BUT, NO SOONER HAS THE V-2 ROCKET BEEN LAUNCHED, THAN A SECOND DEAFENING EXPLOSION ROCKS THE UNDERGROUND CONTROL ROOM ...



I DID IT!! HA HA!! I SET THOSE EXPLOSIVES WHICH IGNITED THE STORED ROCKET FUEL!

THE SHOCK WAS TOO MUCH FOR RAWLINGS... HE'S GONE MAD!

CAP! THE WHOLE CASTLE IS CRUMBLING!! WE'VE GOT TO GET OUT!

WE CAN'T LEAVE THOSE NAZIS LOCKED IN THE DUNGEON!! THEY WON'T HAVE A CHANCE! WE'VE GOT TO... **LOOK OUT!!**

WE'LL NEVER MAKE IT! THERE'S ANOTHER EXPLOSION!

IT TORE THE DUNGEON DOOR RIGHT OFF ITS HINGES!! THE PRISONERS ARE FREE!

LOOK! CAPTAIN AMERICA...AND BUCKY...KILL THEM BEFORE WE ESCAPE!!

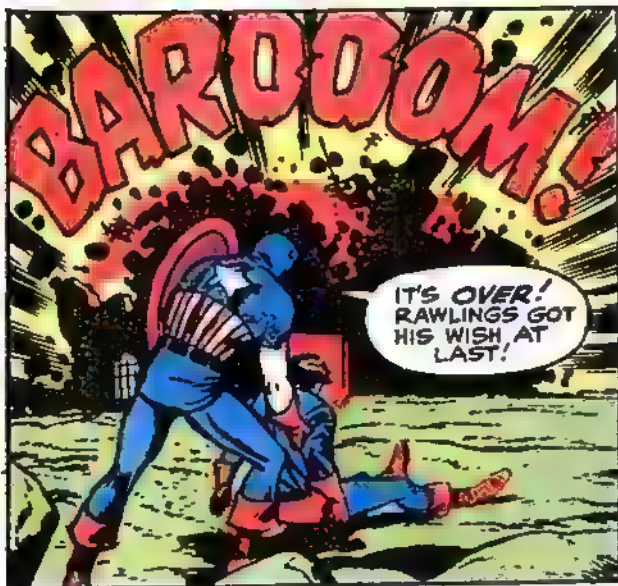
HEAR THAT, CAP? THOSE ARE THE GUYS YOU WERE WORRIED ABOUT!

STAY BACK! DON'T COME ANY CLOSER! WATCH OUT!

YOU CANNOT SAVE YOURSELVES THAT WAY! WE WILL... UNHHH!

CRASH!

THE FOOLS! I TRIED TO WARN THEM!



IT'S OVER! RAWLINGS GOT HIS WISH AT LAST!



THEY WERE WILLING TO SACRIFICE COUNTLESS INNOCENT LIVES IN LONDON... BUT THEIR PLAN IS ASHES... AND BRITAIN STILL STANDS!

AT THAT VERY MOMENT, A MIGHTY ROCKET FALLS ACROSS THE CHANNEL, SHATTERING THE NAZI ARMORED FORCE WHICH HAD BEEN DRIVING THE RANGERS INTO THE SEA...!

DAZED AND BEWILDERED, THE SURVIVING NAZIS RETREAT IN ROUTE FROM THE SMOKING RUINS...

ONLY A V-2 COULD HAAFF DONE SUCH DAMAGE! BUT I DIDN'T KNOW DER ALLIES HAD VON!

DUMMKOPF! YOU EXPECT MAYBE THEY SHOULD HAAFF TOLD YOU?!!

THUS, A BATTLE ENDS, AS THE TIDE IS TURNED IN THE FORTUNES OF WAR...!



AND, SOMEWHERE ON THE COAST OF FRANCE, A BELEAGUERED RANGER TASK FORCE GETS A NEW LEASE ON LIFE, NEVER SUSPECTING THAT THEY'VE BEEN SAVED BY A MASKED MAN ACROSS THE CHANNEL... A MAN ARMED ONLY WITH A SHIELD... AND AN UNQUENCHABLE THIRST FOR FREEDOM!

A MARVEL MASTERWORK PIN-UP



**I put 2 full inches on my arms—
3 inches on my chest and trimmed
4 inches off my waist
in just 7 weeks...**

Thanks to the Joe Weider
Musclebuilding Course!—

WHY NOT YOU?

**SAYS MOVIE AND T.V. STAR,
ARNOLD SCHWARZENEGGER,**
Mr. Universe winner. He
believes you too can easily
duplicate his musclebuilding
success with the Weider Course.

**Why only the Joe Weider "MR. AMERICA"
muscle building course can MUSCLE YOU UP—
SHAPE YOU UP—TOUGHEN YOU UP—FAST in just
7 short weeks—and in the privacy of your own home.**

It makes no difference whether you're fat, skinny, straggly or flabby, young
or old, a housewife, whether you're an office worker, laborer, executive or high
boy—the Weider System will put 4 inches on your chest, 3 inches on each
arm, give you the "baldpate" shoulders, trim down your waistline, work your
legs with strength and speed—and "armorize" your entire body. (It JUST 7
SHORT WEEKS—YES, JUST 7!)

Only the Weider System can do this for you because it is based on scientific
principles and proven by the hundreds of thousands of Champions it has
developed since 1938. Practically every Mr. America, Mr. Universe and other
"body-builders" who winners used the WEIDER SYSTEM to build their muscle
stuffed bodies.

**NO OTHER MUSCLE-BUILDING SYSTEM ON EARTH CAN MATCH THIS
FABULOUS RECORD OF ACHIEVEMENT—AND NOW THAT SAME SURE-FIRE SYSTEM
IS ENTIRELY WITHIN YOUR REACH!**

... with just one coupon and we will send you proof that you too can own a
new "Weider's Take Charge" body in just 7 short weeks. It's free, while the
supply lasts!

FREE!
**BIG
MUSCLE-
BUILDING
BOOK!**

MAIL THIS COUPON TO US TO-
DAY AND WE'LL GIVE YOU MY
NEW BIG 34 PAGE ILLUSTRATED
BOOK FREE! It's valuable and
will prove that you can become
an athletic build. Take Charge. The
idea is just 7 WEEKS—OR LESS! It's
loaded with photos, tips, suggestions
that will help make your future a
dazzling success. Come free just as
it did for Arnold Schwarzenegger, and
over 1,000,000 other successful stu-
dents. SEND FOR IT NOW—IT'S ABSO-
LUTELY FREE!

JOE WEIDER

is your Personal Trainer!
He has trained almost
every Mr. America for
decades. Mr. Canada
perfect man. He is doing
since 1938 and over
2,000,000 successful
people the world over!
No other center for in history can give
shape to this fantastic record!



HERE'S LIVING PROOF HOW FAST MY COURSE WORKS!

... IN ONLY 14 DAYS



AL SHAPIRO
"I was 175 lbs. before I started the Weider Course. In 14 days I put on 12 lbs. of muscle and lost 10 lbs. of fat. I was 185 lbs. after 14 days. I was 197 lbs. after 28 days. I was 209 lbs. after 42 days. I was 221 lbs. after 56 days. I was 233 lbs. after 70 days. I was 245 lbs. after 84 days. I was 257 lbs. after 98 days. I was 269 lbs. after 112 days. I was 281 lbs. after 126 days. I was 293 lbs. after 140 days. I was 305 lbs. after 154 days. I was 317 lbs. after 168 days. I was 329 lbs. after 182 days. I was 341 lbs. after 196 days. I was 353 lbs. after 210 days. I was 365 lbs. after 224 days. I was 377 lbs. after 238 days. I was 389 lbs. after 252 days. I was 401 lbs. after 266 days. I was 413 lbs. after 280 days. I was 425 lbs. after 294 days. I was 437 lbs. after 308 days. I was 449 lbs. after 322 days. I was 461 lbs. after 336 days. I was 473 lbs. after 350 days. I was 485 lbs. after 364 days. I was 497 lbs. after 378 days. I was 509 lbs. after 392 days. I was 521 lbs. after 406 days. I was 533 lbs. after 420 days. I was 545 lbs. after 434 days. I was 557 lbs. after 448 days. I was 569 lbs. after 462 days. I was 581 lbs. after 476 days. I was 593 lbs. after 490 days. I was 605 lbs. after 504 days. I was 617 lbs. after 518 days. I was 629 lbs. after 532 days. I was 641 lbs. after 546 days. I was 653 lbs. after 560 days. I was 665 lbs. after 574 days. I was 677 lbs. after 588 days. I was 689 lbs. after 602 days. I was 701 lbs. after 616 days. I was 713 lbs. after 630 days. I was 725 lbs. after 644 days. I was 737 lbs. after 658 days. I was 749 lbs. after 672 days. I was 761 lbs. after 686 days. I was 773 lbs. after 700 days. I was 785 lbs. after 714 days. I was 797 lbs. after 728 days. I was 809 lbs. after 742 days. I was 821 lbs. after 756 days. I was 833 lbs. after 770 days. I was 845 lbs. after 784 days. I was 857 lbs. after 798 days. I was 869 lbs. after 812 days. I was 881 lbs. after 826 days. I was 893 lbs. after 840 days. 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I was 1985 lbs. after 2114 days. I was 1997 lbs. after 2128 days. I was 2009 lbs. after 2142 days. I was 2021 lbs. after 2156 days. I was 2033 lbs. after 2170 days. I was 2045 lbs. after 2184 days. I was 2057 lbs. after 2198 days. I was 2069 lbs. after 2212 days. I was 2081 lbs. after 2226 days. I was 2093 lbs. after 2240 days. I was 2105 lbs. after 2254 days. I was 2117 lbs. after 2268 days. I was 2129 lbs. after 2282 days. I was 2141 lbs. after 2296 days. I was 2153 lbs. after 2310 days. I was 2165 lbs. after 2324 days. I was 2177 lbs. after 2338 days. I was 2189 lbs. after 2352 days. I was 2201 lbs. after 2366 days. I was 2213 lbs. after 2380 days. I was 2225 lbs. after 2394 days. I was 2237 lbs. after 2408 days. I was 2249 lbs. after 2422 days. I was 2261 lbs. after 2436 days. I was 2273 lbs. after 2450 days. I was 2285 lbs. after 2464 days. I was 2297 lbs. after 2478 days. I was 2309 lbs. after 2492 days. I was 2321 lbs. after 2506 days. I was 2333 lbs. after 2520 days. 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I was 7025 lbs. after 7994 days. I was 7037 lbs. after 8008 days. I was 7049 lbs. after 8022 days. I was 7061 lbs. after 8036 days. I was 7073 lbs. after 8050 days. I was 7085 lbs. after 8064 days. I was 7097 lbs. after 8078 days. I was 7109 lbs. after 8092 days. I was 7121 lbs. after 8106 days. I was 7133 lbs. after 8120 days. I was 7145 lbs. after 8134 days. I was 7157 lbs. after 8148 days. I was 7169 lbs. after 8162 days. I was 7181 lbs. after 8176 days. I was 7193 lbs. after 8190 days. I was 7205 lbs. after 8204 days. I was 7217 lbs. after 8218 days. I was 7229 lbs. after 8232 days. I was 7241 lbs. after 8246 days. I was 7253 lbs. after 8260 days. I was 7265 lbs. after 8274 days. I was 7277 lbs. after 8288 days. I was 7289 lbs. after 8302 days. I was 7301 lbs. after 8316 days. I was 7313 lbs. after 8330 days. I was 7325 lbs. after 8344 days. I was 7337 lbs. after 8358 days. I was 7349 lbs. after 8372 days. I was 7361 lbs. after 8386 days. I was 7373 lbs. after 8400 days. I was 7385 lbs. after 8414 days. I was 7397 lbs. after 8428 days. I was 7409 lbs. after 8442 days. I was 7421 lbs. after 8456 days. I was 7433 lbs. after 8470 days. I was 7445 lbs. after 8484 days. I was 7457 lbs. after 8498 days. I was 7469 lbs. after 8512 days. I was 7481 lbs. after 8526 days. I was 7493 lbs. after 8540 days. I was 7505 lbs. after 8554 days. I was 7517 lbs. after 8568 days. I was 7529 lbs. after 8582 days. I was 7541 lbs. after 8596 days. I was 7553 lbs. after 8610 days. I was 7565 lbs. after 8624 days. I was 7577 lbs. after 8638 days. I was 7589 lbs. after 8652 days. I was 7601 lbs. after 8666 days. I was 7613 lbs. after 8680 days. I was 7625 lbs. after 8694 days. I was 7637 lbs. after 8708 days. I was 7649 lbs. after 8722 days. I was 7661 lbs. after 8736 days. I was 7673 lbs. after 8750 days. I was 7685 lbs. after 8764 days. I was 7697 lbs. after 8778 days. I was 7709 lbs. after 8792 days. I was 7721 lbs. after 8806 days. I was 7733 lbs. after 8820 days. I was 7745 lbs. after 8834 days. I was 7757 lbs. after 8848 days. I was 7769 lbs. after 8862 days. I was 7781 lbs. after 8876 days. I was 7793 lbs. after 8890 days. I was 7805 lbs. after 8904 days. I was 7817 lbs. after 8918 days. I was 7829 lbs. after 8932 days. I was 7841 lbs. after 8946 days. I was 7853 lbs. after 8960 days. I was 7865 lbs. after 8974 days. I was 7877 lbs. after 8988 days. I was 7889 lbs. after 9002 days. I was 7901 lbs. after 9016 days. I was 7913 lbs. after 9030 days. I was 7925 lbs. after 9044 days. I was 7937 lbs. after 9058 days. I was 7

CAPTAIN AMERICA, LIVING LEGEND of WORLD WAR II

**"30 MINUTES
TO LIVE!"**

INTRODUCING: LEE AND KIRBY'S
NEWEST BOMBASTIC BADDIE...
THE BLOCK-BUSTING

BATROC

WHERE BUT AT
MIGHTY MARVEL
CAN SUCH
TOWERING TALENT
BE ASSEMBLED?

STAN LEE,
SCRIPT

JACK KIRBY,
LAYOUT

DICK AYERS,
PENCIL

J. TARTAGLIONE,
INKS

ARTIE SIMEK,
LETTERING

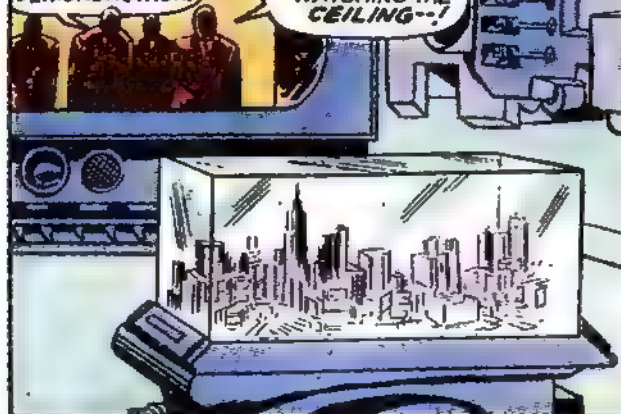
IRVING FORBUSH,
CHEER LEADER

EVEN WHILE CAPTAIN AMERICA HURTTLES SEAWARD, DANGER IS A-BORNING IN A HIDDEN SANCTUARY DEEP IN THE HEART OF NEW YORK! AND NOW, WE PAID OUR DOUGH--LET'S WATCH THE SHOW--!

OBSERVE, GENTLEMEN--A SCALE MODEL OF THIS CITY--THE WAY IT LOOKS NOW-- BEFORE ITS MOMENT OF DESTRUCTION!

ENOUGH TALK! BEGIN THE DEMONSTRATION!

IT HAS ALREADY BEGUN! KEEP WATCHING THE CEILING--!



THERE! THAT MINIATURE MODEL PARACHUTE IS CARRYING A MICROSCOPIC AMOUNT OF INFERNO 42-- THE MOST DESTRUCTIVE ELEMENT OF ALL TIME!



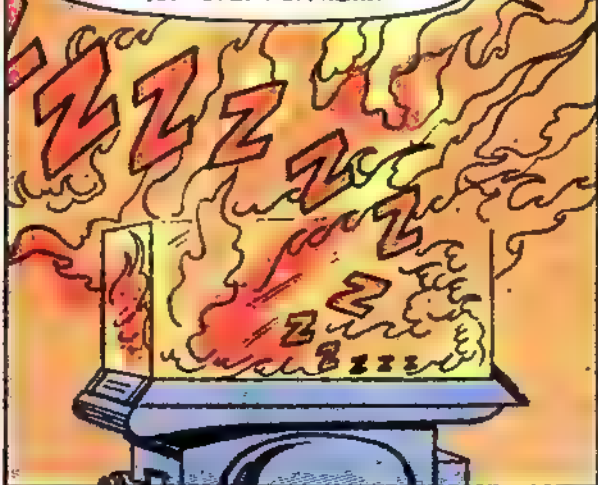
INFERNO 42 WAS EXTRACTED CHEMICALLY FROM A METEOR DISCOVERED BY ONE OF OUR AGENTS! UNFORTUNATELY, HE MET WITH A FATAL "ACCIDENT" ONCE HE HAD SERVED HIS PURPOSE TO US!

LOOK! THE ENTIRE MODEL CITY WITHIN THE GLASS TANK IS BEGINNING TO SHIMMER AND GLOW--!

NATURALLY! THAT OMINOUS GLOWING IS THE FIRST STAGE BEFORE THE ULTIMATE ACT OF ANNIHILATION! WATCH--!



I CAN SEE NOTHING! THE CITY IS ENVELOPED IN AN AURA OF LIGHT-- LIKE SOME GIGANTIC, BILLOWING, ICY-COLD FLAME...!



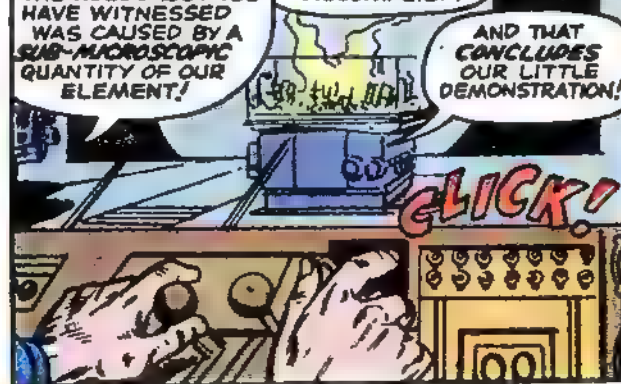
SECONDS LATER, AFTER THE SPELLBINDING MIST HAS CLEARED...

THE CITY IS IN RUINS! INFERNO 42 IS AS POWERFUL AS YOU CLAIMED!

FAR MORE POWERFUL, GENTLEMEN! REMEMBER-- THE HOLOCAUST YOU HAVE WITNESSED WAS CAUSED BY A SUB-MICROSCOPIC QUANTITY OF OUR ELEMENT!

IMAGINE WHAT A LARGER APPLICATION COULD ACCOMPLISH!

AND THAT CONCLUDES OUR LITTLE DEMONSTRATION!

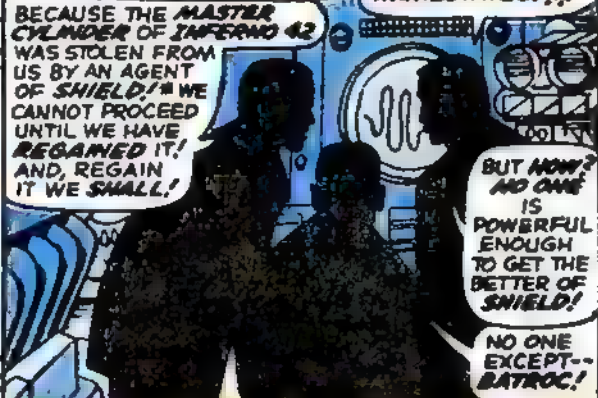


WHY DO WE STILL DELAY? WHY DO WE NOT BEGIN OUR SECRET PLAN FOR WORLD DOMINATION IMMEDIATELY?!

BECAUSE THE MASTER CYLINDER OF INFERNO 42 WAS STOLEN FROM US BY AN AGENT OF SHIELD! WE CANNOT PROCEED UNTIL WE HAVE REGAINED IT! AND, REGAIN IT WE SHALL!

BUT NOW? NO ONE IS POWERFUL ENOUGH TO GET THE BETTER OF SHIELD!

NO ONE EXCEPT--BATROC!



*SHIELD: SUPREME HEADQUARTERS INTERNATIONAL ESPIONAGE LAW-ENFORCEMENT DIVISION!--AS EVERY RADIO READER OF STRANGE BELLS KNOWS! (ANOTHER MIGHTY MARVEL UNBASHED PLUS--STAN!)

CONTINUED AFTER NEXT PAGE

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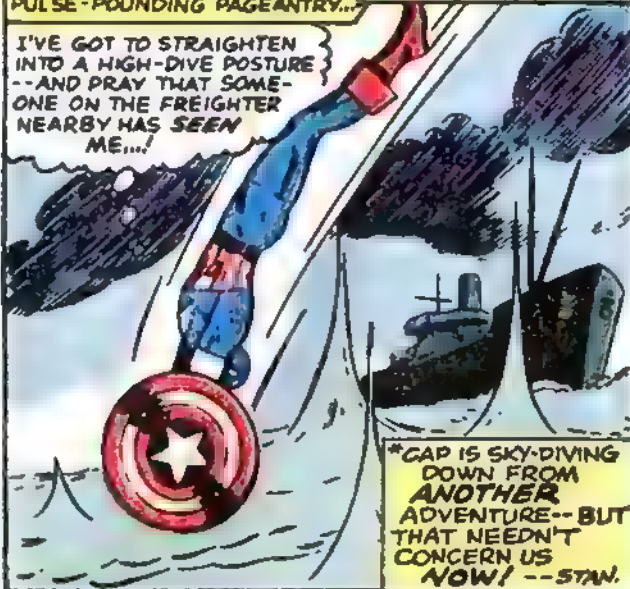
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OKAY--NOW THAT EVERYONE'S PROBABLY THOROUGHLY CONFUSED, WE'LL RETURN TO OUR PLUNGING, PLUMMETING PURVEYOR OF PRICELESS, PEERLESS, PULSE-POUNDING PAGEENTRY...

I'VE GOT TO STRAIGHTEN INTO A HIGH-DIVE POSTURE--AND PRAY THAT SOMEONE ON THE FREIGHTER NEARBY HAS SEEN ME!!!

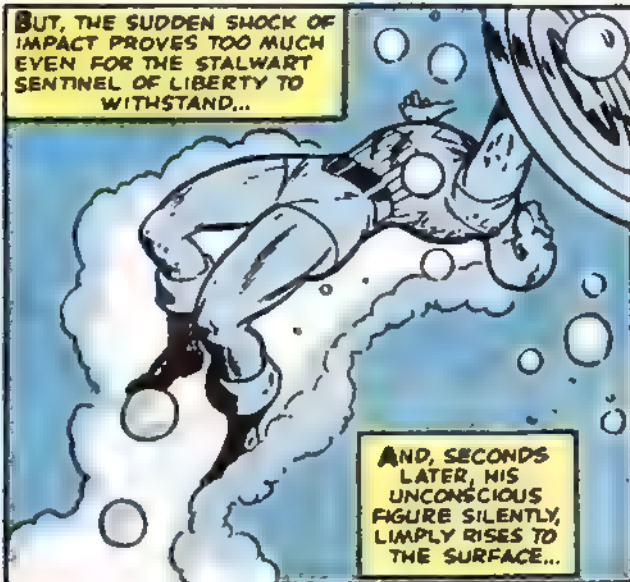


*CAP IS SKY-DIVING DOWN FROM ANOTHER ADVENTURE-- BUT THAT NEEDN'T CONCERN US NOW! --STAN.

HIS SUPERB, POWER-PACKED BODY IN THE PEAK OF CONDITION--HIS MATCHLESS ATHLETIC PROWESS AT ITS PRIME OF PERFECTION--THE GALLANT GLADIATOR CUTS THE WATER LIKE A LITHE, LIVING LANCE....!



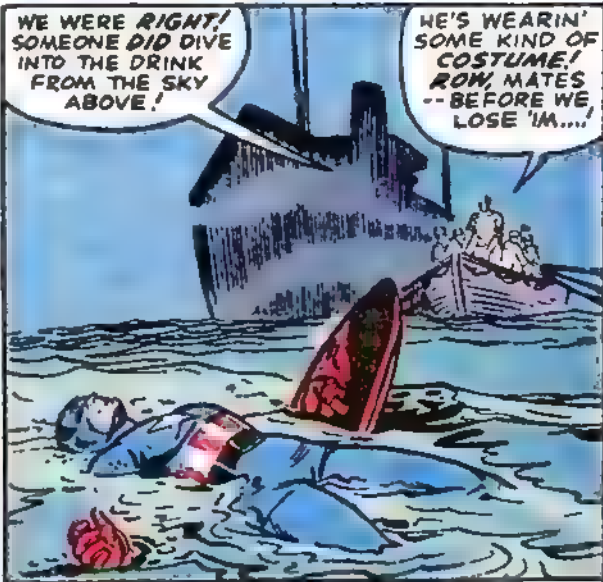
BUT, THE SUDDEN SHOCK OF IMPACT PROVES TOO MUCH EVEN FOR THE STALWART SENTINEL OF LIBERTY TO WITHSTAND...



AND, SECONDS LATER, HIS UNCONSCIOUS FIGURE SILENTLY, LIMPLY RISES TO THE SURFACE...

WE WERE RIGHT! SOMEONE DID DIVE INTO THE DRINK FROM THE SKY ABOVE!

HE'S WEARIN' SOME KIND OF COSTUME! ROW, MATES--BEFORE WE LOSE 'IM....!

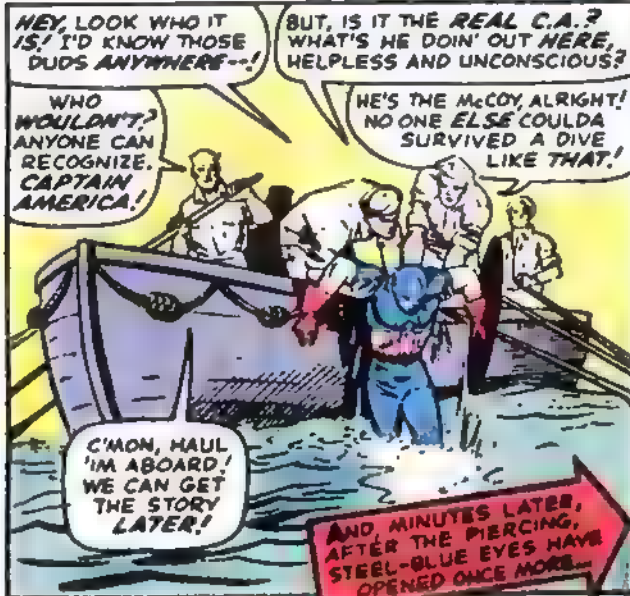


HEY, LOOK WHO IT IS! I'D KNOW THOSE DUDS ANYWHERE--!

BUT, IS IT THE REAL C.A.? WHAT'S HE DOIN' OUT HERE, HELPLESS AND UNCONSCIOUS?

WHO WOULDN'T? ANYONE CAN RECOGNIZE CAPTAIN AMERICA!

HE'S THE MCCOY, ALRIGHT! NO ONE ELSE COULDA SURVIVED A DIVE LIKE THAT!



C'MON, HAUL 'IM ABOARD! WE CAN GET THE STORY LATER!

AND MINUTES LATER, AFTER THE PIERCING, STEEL-BLUE EYES HAVE OPENED ONCE MORE...

THAT'S HOW IT HAPPENED, GENTS! THE SLEEPERS ARE AT REST AGAIN--FOREVER!

YOU COULD USE SOME SHUT-EYE YOURSELF, MATE! WE'LL HAVE YOU SAFELY ASHORE WITHIN THE HOUR!

THE REAL CAPTAIN AMERICA! WAIT'LL I TELL MY KIDS ABOUT THIS!

HE WAS MY IDOL WHEN I WAS A LAD! BUT I ALWAYS THOUGHT HE WAS JUST A LEGEND!



BUT, THE MAN WHO HAS BEEN A HERO TO TWO GENERATIONS OF FREEDOM-LOVING FANS THE WORLD OVER IS FAR FROM BEING A LEGEND! INSTEAD, AS WE SEE HIM NOW, THE NEXT DAY, HE'S A THOUGHTFUL, LONELY, MELANCHOLY FIGURE, TRYING DESPERATELY TO ADJUST TO A WORLD THAT SEEMS TO HAVE PASSED HIM BY....

THE ROOM I LIVE IN BELONGS TO **TONY STARK!** AND THE TIME I LIVE IN BELONGS TO OTHERS -- WHO WERE BORN TWENTY YEARS AFTER ME!

THE ONLY THING THAT'S RIGHTFULLY MINE IS MY **PAST**-- ALL THE MEMORIES I CAN NEVER ESCAPE!

BUT, MEMORY IS SUCH AN **ELUSIVE** THING! SO MANY IMAGES HAVE BEEN BLURRED BY THE PASSAGE OF TIME-- THE TWO DECADES I SPENT IN **SUSPENDED ANIMATION!**

YET, SOME MEMORIES CAN **NEVER** DIE! THEY WILL LIVE FOREVER IN MY BRAIN-- NO MATTER HOW MANY YEARS PASS BY-- THEY'LL REMAIN-- TO HAUNT ME--!

*AS EXQUISITELY EXPLAINED IN **AVENGERS #6**, THE REASON STEVE ROGERS HAS MAINTAINED HIS YOUTH IS THAT HE WAS FROZEN ALIVE FOR YEARS AFTER WORLD WAR II-- **STAN**.

CAN I EVER FORGET **BUCKY BARNES**, THE TEEN-AGER WHO WAS LIKE A BROTHER TO ME? HE SHARED MY BATTLES, MY DANGERS, MY TRIUMPHS!

BUT, THOUGH WE SAVED COUNTLESS LIVES IN THE PAST, HIS **OWN** WAS SACRIFICED IN THE NAME OF FREEDOM!

AND, WHAT HAS BECOME OF **SGT. DUFFY**, THE WONDERFUL, WILD NONCON WHO SWORE THAT **STEVE ROGERS** WAS THE MOST FOULED-UP GI OF ALL TIME!

IF ONLY I COULD HAVE SEEN HIS FACE WHEN HE LEARNED-- IF EVER HE **DID**-- THAT ROGERS AND **CAPTAIN AMERICA** WERE ONE AND THE SAME!

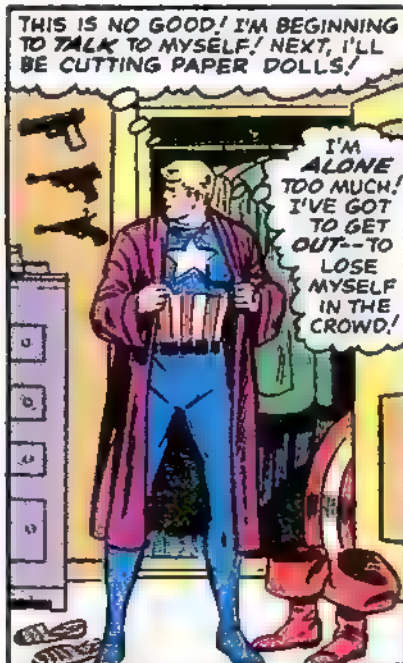
BUT, THERE WAS ONE **OTHER!** OUR LIVES TOUCHED FOR ONLY A SHORT TIME-- BUT I'VE NEVER FORGOTTEN HER! I CAN STILL REMEMBER OUR FINAL DATE-- WHEN SHE WHISPERED TO ME, THRU TREMBLING LIPS...

I'LL WAIT TILL YOU RETURN, STEVE! NO MATTER HOW LONG-- NO MATTER WHAT HAPPENS-- I'LL WAIT FOR YOU, MY DARLING...

BUT, THAT WAS AN ETERNITY AGO-- IN THE DEAD PAST-- THE FORGOTTEN PAST-- THE PAST WHICH WILL LIVE WITH ME FOREVER!

TODAY, IT'S ALL BEHIND ME! THIS IS A **NEW** WORLD -- A NEW AGE! AN AGE OF ATOMIC POWER, SPACE EXPLORATION, SOCIAL UPHEAVAL-- YET, AN AGE OVER WHICH THE THREAT OF **WAR** HANGS HEAVY ONCE AGAIN!

AND, SO LONG AS **DANGER** BECKONS, THERE IS STILL A NEED FOR AN OLD RELIC LIKE **CAPTAIN AMERICA!** A NEED THAT MUST BE MET!



THIS IS NO GOOD! I'M BEGINNING TO TALK TO MYSELF! NEXT, I'LL BE CUTTING PAPER DOLLS!

I'M ALONE TOO MUCH! I'VE GOT TO GET OUT--TO LOSE MYSELF IN THE CROWD!



THE AVENGERS WON'T MEET AGAIN FOR A WEEK--UNLESS AN EMERGENCY THREATENS!

NO ONE WILL MISS ME IF I TAKE A FEW HOURS OFF....

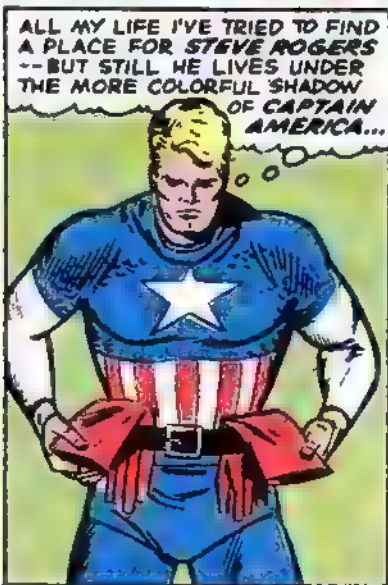


STRANGE--EVEN AFTER ALL THESE YEARS, I'D FEEL UNDRESSED WITHOUT MY CAPTAIN AMERICA COSTUME UNDER MY STREET CLOTHES!

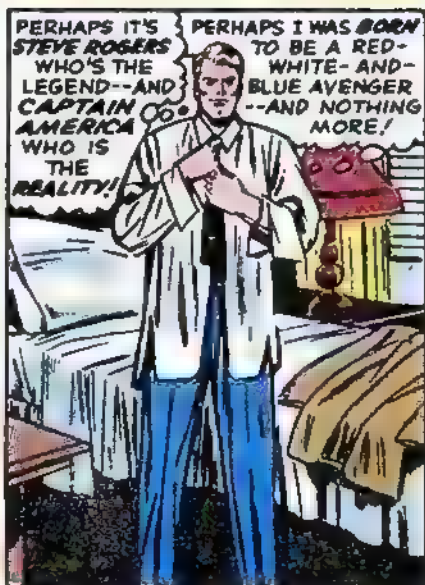


AND, MY SHIELD! I'VE LOST TRACK OF THE TIMES IT'S SAVED MY LIFE! IT'S JUST AN INANIMATE SHEET OF STEEL, AND YET--

...IT'S BECOME TRULY A PART OF ME!

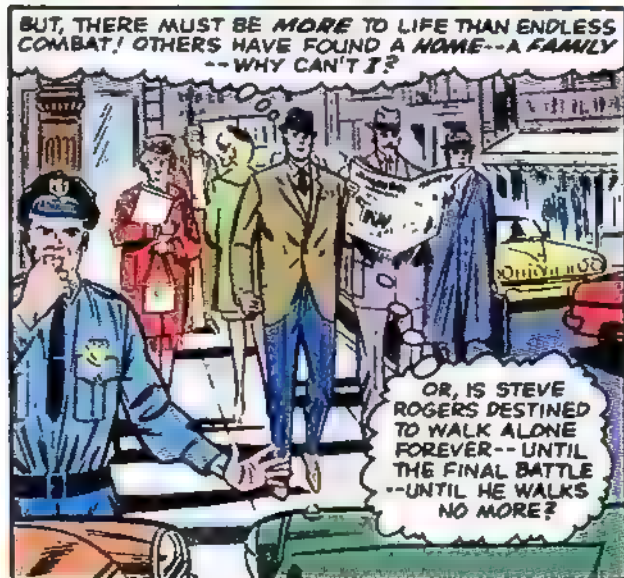


ALL MY LIFE I'VE TRIED TO FIND A PLACE FOR STEVE ROGERS--BUT STILL HE LIVES UNDER THE MORE COLORFUL SHADOW OF CAPTAIN AMERICA...



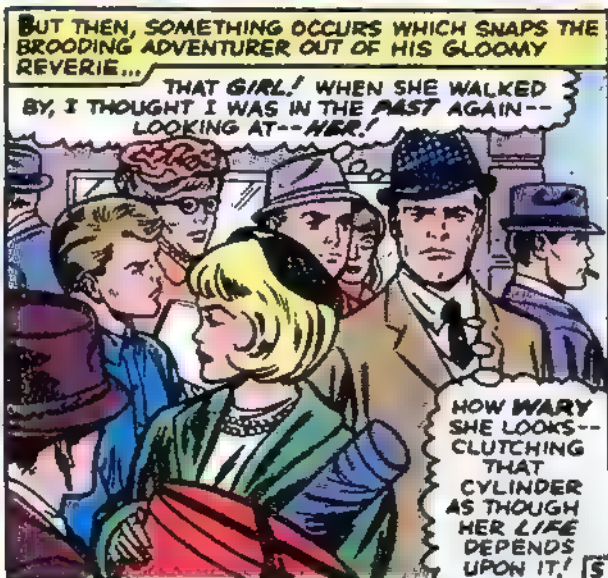
PERHAPS IT'S STEVE ROGERS WHO'S THE LEGEND--AND CAPTAIN AMERICA WHO IS THE REALITY!

PERHAPS I WAS BORN TO BE A RED-WHITE-AND-BLUE AVENGER--AND NOTHING MORE!



BUT, THERE MUST BE MORE TO LIFE THAN ENDLESS COMBAT! OTHERS HAVE FOUND A HOME--A FAMILY--WHY CAN'T I?

OR, IS STEVE ROGERS DESTINED TO WALK ALONE FOREVER--UNTIL THE FINAL BATTLE--UNTIL HE WALKS NO MORE?

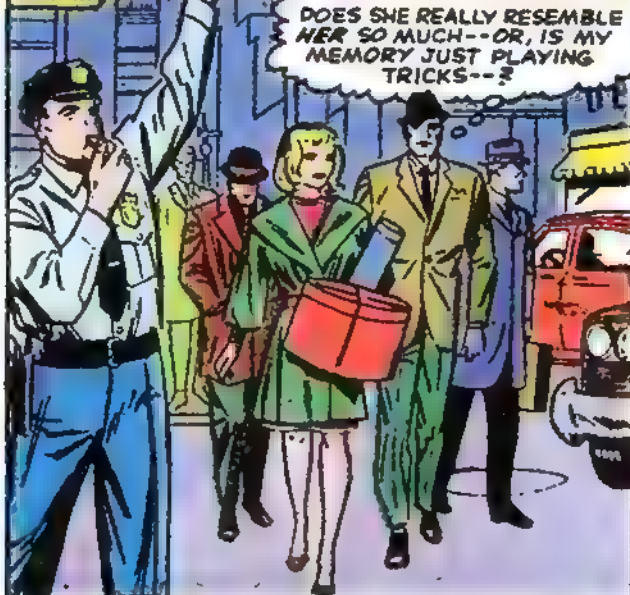


BUT THEN, SOMETHING OCCURS WHICH SNAPS THE BROODING ADVENTURER OUT OF HIS GLOOMY REVERIE...

THAT GIRL! WHEN SHE WALKED BY, I THOUGHT I WAS IN THE PAST AGAIN--LOOKING AT--HER!

HOW WARY SHE LOOKS--CLUTCHING THAT CYLINDER AS THOUGH HER LIFE DEPENDS UPON IT!

UNWITTINGLY UNCONSCIOUSLY, STEVE ROGERS FINDS HIMSELF FOLLOWING THE LOVELY, TENSE-LOOKING GIRL...



DOES SHE REALLY RESEMBLE HER SO MUCH--OR, IS MY MEMORY JUST PLAYING TRICKS--?

THAT MAN! IT LOOKED AS IF HE PURPOSELY BUMPED INTO HER!

STRANGE! HE'S CARRYING A CYLINDRICAL PACKAGE EXACTLY THE SAME AS HERS!



OHH...!

SORRY, LADY! I DIDN'T SEE YOU COMING!

HOPE YOU'RE NOT HURT! IT WAS REAL CLUMSY OF ME! HERE'S YOUR PACKAGE!

THANK YOU! DON'T WORRY -- NO HARM DONE!

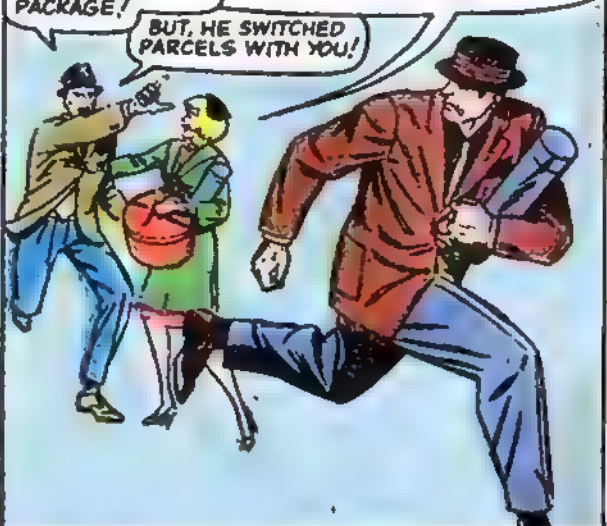


HE'S GIVING HER THE WRONG PACKAGE!

HOLD ON, THERE! BRING BACK THAT PACKAGE!

STOP! PLEASE--DON'T CAUSE A SCENE!

BUT, HE SWITCHED PARCELS WITH YOU!



LOOK, I APPRECIATE YOUR CONCERN, BUT YOU'RE MISTAKEN! THIS IS MY PACKAGE. NOW, WHY DON'T YOU JUST FORGET THE WHOLE THING?

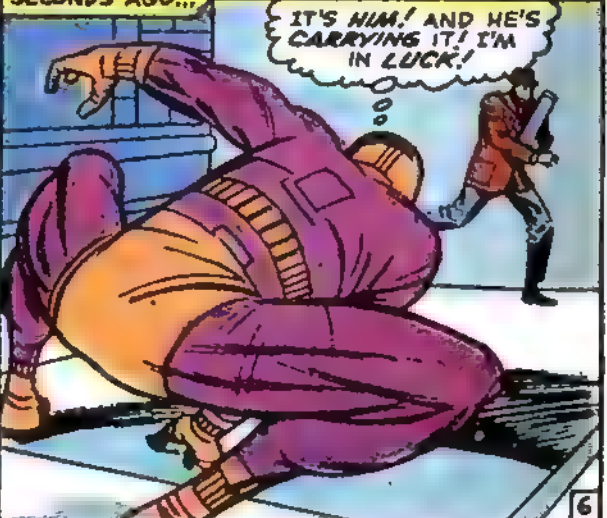
THERE'S MORE TO THIS THAN I GUESSED! SHE'S IN LEAGUE WITH THAT JOKER! BUT, WHAT'S IT ALL ABOUT? WHAT WAS IN THAT PACKAGE??

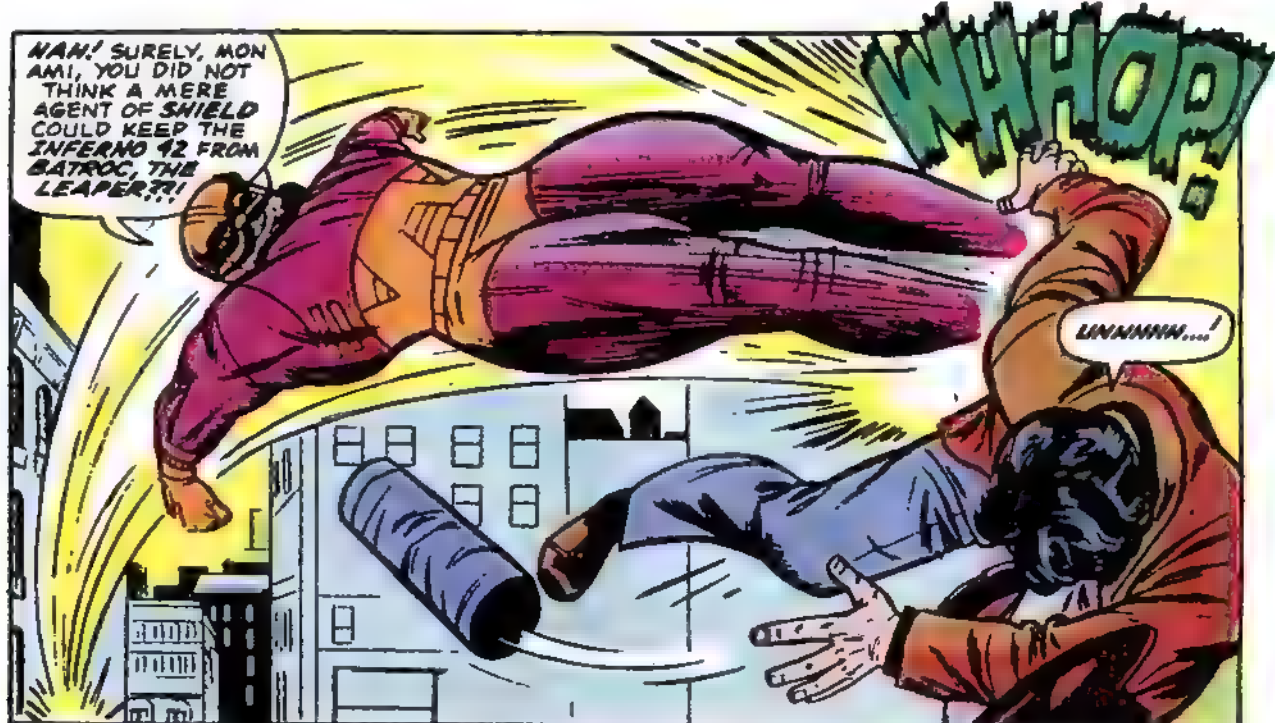


HER FACE--HER EYES-- IT CAN'T BE! SHE WOULD BE MUCH OLDER NOW! AND YET-- THE RESEMBLANCE IS UNCANNY!

MEANWHILE, OTHER EYES ARE WATCHING THE MAN WHO EFFECTED THE PACKAGE-SWITCH SCANT SECONDS AGO...

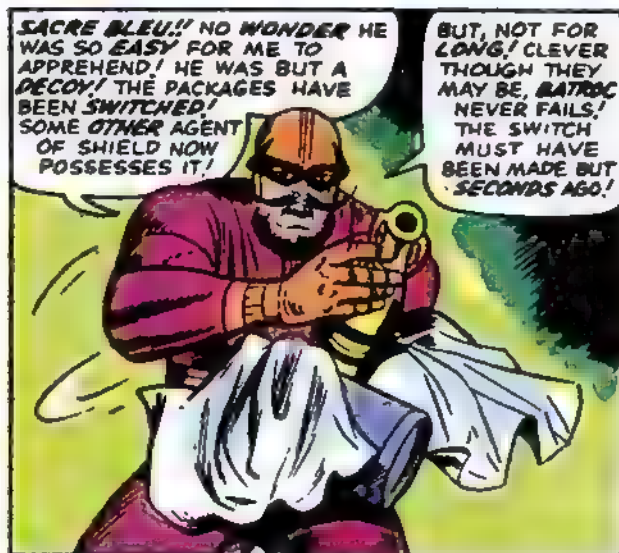
IT'S HIM! AND HE'S CARRYING IT! I'M IN LUCK!





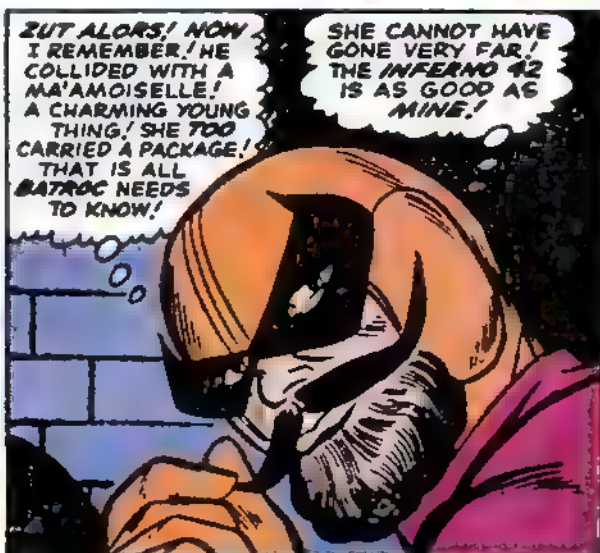
NAN! SURELY, MON AMI, YOU DID NOT THINK A MERE AGENT OF SHIELD COULD KEEP THE INFERNO 42 FROM BATROC, THE LEAPER?!!

LINNNNN...!



SACRE BLEU!! NO WONDER HE WAS SO EASY FOR ME TO APPREHEND! HE WAS BUT A DECOY! THE PACKAGES HAVE BEEN SWITCHED! SOME OTHER AGENT OF SHIELD NOW POSSESSES IT!

BUT, NOT FOR LONG! CLEVER THOUGH THEY MAY BE, BATROC NEVER FAILS! THE SWITCH MUST HAVE BEEN MADE BUT SECONDS AGO!



BUT ALORS! NOW I REMEMBER! HE COLLIDED WITH A MA'AMOISELLE! A CHARMING YOUNG THING! SHE TOO CARRIED A PACKAGE! THAT IS ALL BATROC NEEDS TO KNOW!

SHE CANNOT HAVE GONE VERY FAR! THE INFERNO 42 IS AS GOOD AS MINE!



AND, JUST A FEW SHORT BLOCKS AWAY...

BEFORE YOU LEAVE -- WOULD YOU TELL ME -- HAVE WE -- HAVE WE EVER MET BEFORE--?

NO, I DON'T BELIEVE WE HAVE...



ALTHOUGH, WHEN FIRST I SAW YOU, I TOO FELT AS THOUGH -- AS THOUGH WE'VE KNOWN EACH OTHER--!

SHE SENSES IT, TOO! BUT WHY? HOW? IT JUST ISN'T POSSIBLE--!

I'VE GOT TO STOP THINKING THIS WAY-- CLUTCHING AT STRAWS WHENEVER I SEE A GIRL WHO LOOKS LIKE -- HER!



I ALMOST MADE A FOOL OF MYSELF! SHE HAD TOLD ME SO OFTEN OF THE BOY SHE KNEW IN WORLD WAR TWO-- BUT, HE'D BE MUCH OLDER BY NOW! IT COULDN'T HAVE BEEN HIM!

WHAT WOULD HE HAVE THOUGHT IF I ASKED HIM-- "IS YOUR NAME STEVE ROGERS?"

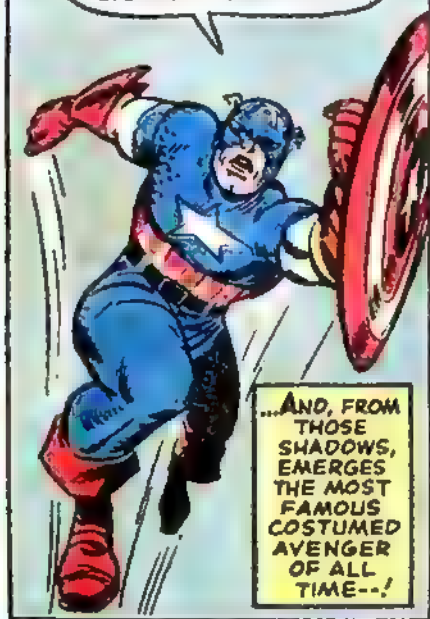
BUT, NO SOONER HAS THE MYSTERIOUS GIRL TURNED THE CORNER, WHEN--



THEN, IN LESS TIME THAN IT TAKES YOU TO READ THESE LINES, STEVE ROGERS DARTS INTO A SHADOWY ALLEY..



CAN BEST BE DONE BY--
CAPTAIN AMERICA!

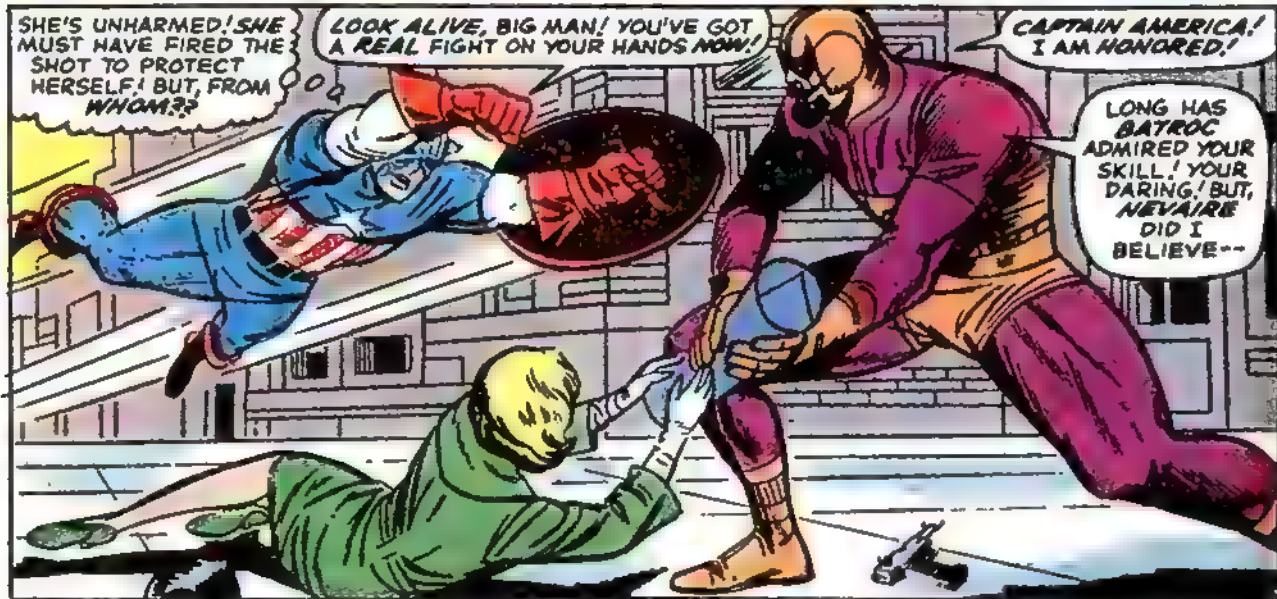


SHE'S UNHARMED! SHE MUST HAVE FIRED THE SHOT TO PROTECT HERSELF! BUT, FROM WHOM??

LOOK ALIVE, BIG MAN! YOU'VE GOT A REAL FIGHT ON YOUR HANDS NOW!

CAPTAIN AMERICA! I AM HONORED!

LONG HAS BATROC ADMIRER YOUR SKILL! YOUR DARING! BUT, NEVAIRE DID I BELIEVE--

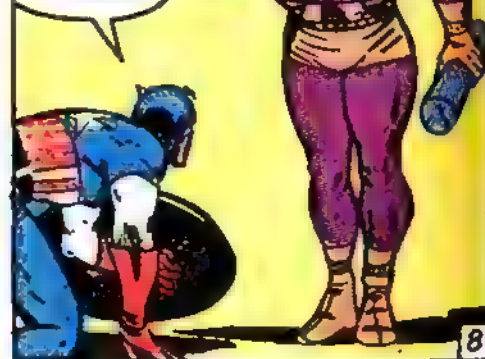


--THAT I WOULD PERSONALLY HAVE THE DISTINCTION OF BEING THE FIRST ONE TO DEFEAT YOU IN MAN-TO-MAN COMBAT!



BATROC THE LEAPER, EH? A MASTER OF LA SAVATTE, THE FRENCH ART OF BOXING WITH THE FEET!

I SALUTE YOU, MON CAPITAN! YOUR KNOWLEDGE IS ALMOST THE EQUAL OF YOUR FAME!



BUT, AS THE TWO POWERFUL COSTUMED FIGURES FACE EACH OTHER, THE ALMOST-FORGOTTEN GIRL REACHES DESPERATELY FOR THE PISTOL WHICH LIES JUST BEYOND HER GRASP...

BATROC HAS THE CYLINDER! I MUST GET IT BACK--BEFORE IT'S TOO LATE!

IF HE DELIVERS IT TO THE ENEMIES OF SHIELD, FREEDOM WILL VANISH FROM THE FACE OF THE EARTH!

BUT THEN...

AHH, MA PETITE! I AM DESOLATE WITH GRIEF! IT SEEMS I HAVE SO CARELESSLY STEPPED UPON YOUR LITTLE TOY!

A THOUSAND PARDONS!

CRUNCH!

ALL RIGHT, BATROC! YOU'VE HAD YOUR INNING! NOW IT'S MY TURN AT BAT--AND THIS IS ONE BALL GAME I DON'T FIGURE TO LOSE!

SPLAT!

WHOOOSH

YOU TALK A GREAT FIGHT--BUT IT DOESN'T PAY OFF AT THE WIRE, MISTER!

WOK!

NOM DU CHIEN!

I'VE MET YOUR TYPE BEFORE--SWAGGERING MERCENARIES, OWING ALLEGIANCE TO NO ONE--READY TO SELL YOUR SERVICES TO THE HIGHEST BIDDER!!

POW!

WELL, THIS IS THE ONLY PAY-OFF YOU DESERVE!



LUCKY I DOWNED HIM! HE'S STRONG AS AN OX! ALMOST BROKE MY HANDS!

NOW TALK! WHAT'S THIS ALL ABOUT? WHAT'S IN THAT CYLINDER?

THE CYLINDER! SACRE BLEU! SHE HAS TAKEN IT! IT IS GONE!

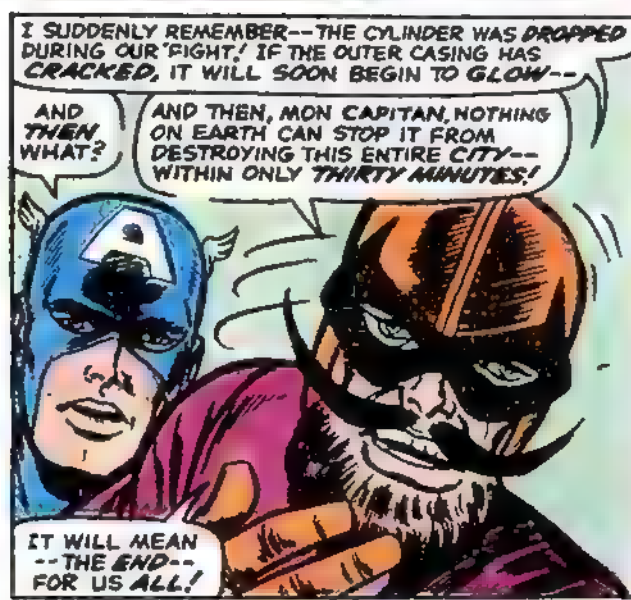


I SAID TALK! WHY DID YOU WANT THAT PACKAGE? IS THE GIRL IN DANGER?

BUT OF COURSE! WE ARE ALL IN DANGER! THE CYLINDER CONTAINS ENOUGH INFERNO 42 TO BLOW UP THIS ENTIRE CITY! RELEASE ME! I WILL HELP YOU!

WHY?? WHY WOULD YOU WANT TO HELP ME?

BECAUSE ALL OUR LIVES ARE AT STAKE--MINE AS WELL!



I SUDDENLY REMEMBER--THE CYLINDER WAS DROPPED DURING OUR FIGHT! IF THE OUTER CASING HAS CRACKED, IT WILL SOON BEGIN TO GLOW--

AND THEN WHAT?

AND THEN, MON CAPITAN, NOTHING ON EARTH CAN STOP IT FROM DESTROYING THIS ENTIRE CITY-- WITHIN ONLY THIRTY MINUTES!

IT WILL MEAN --THE END-- FOR US ALL!



LOOK! JUST AS I FEARED! IT IS GLOWING-- EVEN NOW!

WE MUST CATCH THE GIRL--EVEN SHE DOES NOT REALIZE THE DANGER! WE MUST FIND A WAY TO RESEAL THE CYLINDER!

IT SHOULDN'T BE TOO DIFFICULT TO OVERTAKE ONE LONE GIRL....

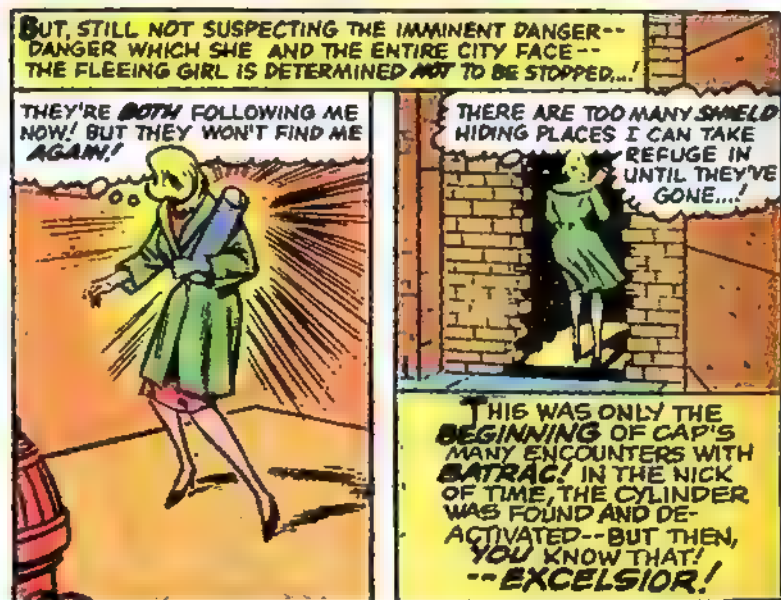
AHH, BUT THIS ONE --SHE IS DIFFERENT!



SHE IS AN ORDINARY FEMALE-- SHE IS AN AGENT OF SHIELD!

NOW, STAND ASIDE, WHILE BATROC PREPARES TO MAKE HIS GREATEST LEAPS!

AN AGENT OF SHIELD! I NEVER DREAMT! I'VE GOT TO REACH HER--!



BUT, STILL NOT SUSPECTING THE IMMINENT DANGER-- DANGER WHICH SHE AND THE ENTIRE CITY FACE -- THE FLEEING GIRL IS DETERMINED NOT TO BE STOPPED...

THEY'RE BOTH FOLLOWING ME NOW! BUT THEY WON'T FIND ME AGAIN!

THERE ARE TOO MANY SHIELD HIDING PLACES I CAN TAKE REFUGE IN UNTIL THEY'VE GONE...

THIS WAS ONLY THE BEGINNING OF CAP'S MANY ENCOUNTERS WITH BATROC! IN THE NICK OF TIME, THE CYLINDER WAS FOUND AND DE-ACTIVATED-- BUT THEN, YOU KNOW THAT! --EXCELSIOR!

AN ITEM A DAY KEEPS US GROOVIN' AWAY!

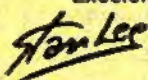
ITEM! Wow! It's hard to believe that a whole year has gone by since mighty Marvel walked off with most of fandom's highly-coveted Alley Awards. Anyway, we just received the results of the famous Comic Art Fans and Collectors' latest balloting, and guess who captured most of the awards again this year? Want a hint? It wasn't Gamal Nas-ser! Even though we hate to sound as though we're doing our own back-patting ('cause you know our modesty has become a household word!), we feel we owe it to all our blushin' boosters to clue you in... so here goes: Best Adventure Title: FANTASTIC FOUR. Best Writer: RASCALLY ROY THOMAS. (Someone give Stan a handkerchief!) Best Pencil Artist: NEAL ADAMS. Best Inking Artist: TOM PALMER. Best Cover of the Year: CAPTAIN AMERICA #13. Best Full-Length Feature Story: SILVER SURFER #5. Best Short Feature Story: TOWER OF SHADOWS #1. "At The Stroke of Midnight!" Best Adventure Hero: SPIDER-MAN. Best Villain: DR. DOOM. Best Supporting Character: RICK JONES.—Well, we could go on and on, but you're liable to think we're braggin'! By the way, heartiest congrats to an old friend, DICK GIORDANO, for beating our leader out of the Best Editor slot by one fateful vote. Stan would have congratulated you personally, but he's too busy jumping out of the window! (Special to Roy: We're proud of you, Mr. T., for copping the Best Writer Award. Even ol' Smiley is out there cheering thru his tears!)

ITEM! As if GENIAL GENE COLAN isn't satisfied with knockin' 'em dead with his awesome artistry on CAPTAIN AMERICA and DAREDEVIL, plus a rollickin' romance tale or two, our perennial favorite will soon start pencilling THE BLACK WIDOW (which appears in AMAZING ADVENTURES, as if you didn't know) on a regular basis. We figured that was that until he phoned the other day to ask what else he could do for us in his spare time!

STAN'S SOAPBOX

This month a dream has come true, and I'm bustin' to share the excitement with you. Time and again I've announced that one of our prime objectives here at Marvel is to upgrade the image of comic-books in the mind of the public. You and I, and all of us who are into the comics thing, know it for the creative and relevant art it truly is—but, to much of the uninitiated public, alas, it's still kid stuff. Therefore, in order to help propagate the faith, we've finally taken a giant step forward. Having contacted virtually every artist, writer, and comic-mag creator in the field, I couldn't wait to tell you the big news. An industry-wide society, to be called the ACADEMY OF COMIC-BOOK ARTS has just been formed, which, hopefully, will do for comics what the Academy of Motion Picture Arts and Sciences has done for films, and what the Academy of TV Arts and Sciences has done for television. "ACBA" will be a forum, a fraternity, and a free-wheeling foundation upon which to build a greater-than-ever comic-book medium. We'll have exhibits in world-famous galleries; a lecture bureau to provide speakers to interested groups here and overseas; and an annual awards ceremony in which we, the pros, will recognize and reward the finest artistic and literary contributions from within our field. There are of course many, many more prestigious projects in the wind, and you better believe I'll keep you posted as we go zooming along. Meanwhile, here's a toast to you the reader, without whose support and enthusiasm the whole thing would be meaningless—and to all the titanically talented guys and gals in comicdom assembled, as we travel together towards a new, brightly-beckoning future in the way-out world of comics!

Excelsior!



ITEM! This month's special editions include the ever-popular THOR 25¢ KING-SIZE SPECIAL, AVENGERS 25¢ KING-SIZE SPECIAL, and HULK 25¢ KING-SIZE SPECIAL, plus an additional two titles which haven't been done in double-size — CAPTAIN AMERICA 25¢ KING-SIZE SPECIAL and SUB-MARINER 25¢ SPECIAL. If any of you have any change left over in your pockets this month, it won't be our fault!

ITEM! How about GROOVY GARY FRIEDRICH? In between his scripting chores on SGT. FURY AND HIS HOWLING WHATCHAMACALL'EMS and a dazzlin' DAREDEVIL or two, the fiery Mr. F. has just co-authored a book with fellow Marvelite LEN BROWN. The valorous volume has the somewhat staggering title: THE POCKET ENCYCLOPEDIA OF ROCK AND ROLL 1950-1963. So, if you were a big name in rhythm-and-blues before 1950, or after '63—forget it! Anyway, who ever said our mighty Marvelmaniacs aren't triple-threat men?

ITEM! If you haven't seen the latest THOR with JOE SINNOTT's incredible inking over NEFARIOUS NEAL's wondrous pencil-pushing, you're missing the artistic treat of the month. And all of comicdom is goin' wild over GIL KANE's terrific team-up with JOHNNY ROMITA on the newest and possibly greatest SPIDER-MAN sagas of all. But, perhaps the biggest accolade has to be tossed to JAZZY JOHNNY for his outasight rendition of the FANTASTIC FOUR, coupled with the ever-lovin' embellishment of Marvel's newest inking great—JUMBO JOHNNY VERPOORTEN... all six foot six of him!

ITEM! We can't resist closing with this streamlined little saying we just stumbled over: "Life is what happens to you—while you're making other plans!"

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Norman Rockwell—America's most beloved artist. He is a founder and member of the Guiding Faculty of the Famous Artists School.

'We're looking for people who like to draw'

says Norman Rockwell

Today hundreds of men and women who never thought they could be artists are working at easels and drawing boards, making pictures and getting well paid for it. They all can thank a group of famous artists who have devoted much of their time and talent to helping others find success in art.

Some of the people the Famous Artists have helped

Carl Kock was an 18-year-old apprentice in a Chicago art studio when he

enrolled. Today he prepares ads for such companies as General Motors and Firestone—has won five gold medals.

Howard Sanden of Minneapolis took the Course while still in high school. He is now a successful artist—recently he and his wife traveled through Europe and the Middle East on important art assignments.

Paul Sullivan enrolled at 14. His Famous Artists training helped him work his way through college.

Kathleen Gironda of Indiana, Pennsylvania, was an 18-year-old salesgirl in a department store. She still works for a department store, but now it's as an advertising artist and fashion illustrator.

Before his Famous Artists training, Anthony Fotia was a mail clerk, "stuck" in a low-pay routine job. Today, he's an artist for an important

printing firm, doing exciting creative work.

Oregon housewife Helen Tryk lives 150 miles from the nearest big city. But she does fashion illustration, has her own studio, runs an art work shop, does portraits.

A plan to help others

It started over 18 years ago when a group of America's most successful artists—men like Albert Dorne, Norman Rockwell, Jon Whitcomb, Al Parker and Stevan Dohanos—met in New York City. They knew that all over America there were people who liked to draw who could be turned into good artists. Albert Dorne asked, "Why can't we give these people the training they need—including all the trade secrets and know-how we've learned over the years?"

He suggested a new kind of art school—a home study art school—that would give talented people the best professional art training, no matter where they live.

The famous artists agreed. Taking time from their busy careers, they created a remarkable series of art lessons covering every aspect of drawing and painting. They illustrated their lessons with over 5,000 "here's-how" illustrations. The lessons start from scratch and cover every skill a top artist needs. Finally, they developed a wonderful way to give each student personal correction and advice all through his training.

The famous artists with the School are not surprised at the success of their students. The opportunities open to successful artists today are enormous. The School continually gets calls from all over the country asking for practical well-trained students—not geniuses—who can step into full-time or part-time art jobs. And practical, thorough training is what the School offers.

Famous Artists Talent Test

To find others with art talent worth developing, the Famous Artists created a 12-page Talent Test. Thousands paid to take this test, but now the School offers and grades it free. Men and women who do well on the test—or offer other sufficient evidence of art talent—may enroll in the School. But there's no obligation. Simply mail the coupon.

Famous Artists School Studio A-6443 Westport, Conn. 06880

I would like to find out whether I have art talent worth developing. Please send me, without obligation, your Famous Artists Talent Test and information about your courses.

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