

# TOMORROW! TOMORROW! TOMORROW!

THE ANNUAL JEAN GREY  
SCHOOL SCIENCE FAIR!

In the MacTaggart Memorial Science Lab

## THE MAIN EVENT!



PROFESSOR HANK  
"THE BEAST"  
McCOY

VS.

PROFESSOR SPIDER  
"THE SPIDER"  
-MAN

STUDENT PRIZES WILL BE AWARDED IN THE  
FOLLOWING CATEGORIES:

- ✗ BEST BREAKING OF THE LAWS OF PHYSICS!
- ✗ BEST SOLUTION TO A MUTATION-RELATED DISABILITY!
- ✗ ROBOT MOST LIKELY TO TURN ON ITS CREATOR!

### JEAN GREY SCHOOL STUDENT HANDBOOK

- **Picture Day**  
Picture Day will take place on April 16th. Shape-shifting students must submit their chosen form 48 hours in advance to ensure photographer has the appropriate lighting and containment equipment.

#### PSIONIC BATTLING


- **Psionic Conflict**  
All psionic battling between students and personnel outside of a Danger Room or otherwise teacher-approved and monitored training session is forbidden. Exceptions for defense in life-threatening situations will be investigated after the fact. Unauthorized and unsolicited wiping of memories by student or teacher is a violation of the highest degree and grounds for expulsion.
- **Psylocke, Leering At**  
Psylocke's training space/dojo/sauna is swept daily for peepholes, webcams, astral projections, scrying signatures, and farsight tracers. The punishment for placement of spying devices is to explain the situation to Professor Braddock in person.

ELLIOTT KALAN - writer  
IAN HERRING - colorist  
STACEY LEE - cover  
KATIE KUBERT - editor  
JOE QUESADA - chief creative officer  
DAN BUCKLEY - publisher  
ALAN FINE - executive producer

MARCO FAÏLLA - pencils & inks  
VC'S CLAYTON COWLES - letterer  
CHRISTINA HARRINGTON - asst. editor  
MIKE MARTS - executive editor  
AXEL ALONSO - editor in chief  
DAN BUCKLEY - publisher  
ALAN FINE - executive producer

Spider-Man created by Stan Lee and Steve Ditko  
X-Men created by  
Stan Lee and Jack Kirby

SPIDER-MAN & THE X-MEN No. 5, June 2015. Published Monthly except in April by MARVEL WORLDWIDE, INC., a subsidiary of MARVEL ENTERTAINMENT, LLC. OFFICE OF PUBLICATION: 135 West 50th Street, New York, NY 10020. BULK MAIL POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. © 2015 MARVEL. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. \$3.99 per copy in the U.S. (GST #R127032852) in the direct market; Canadian Agreement #4066537. Printed in the USA. Subscription rate (U.S. dollars) for 12 issues: U.S. \$26.99; Canada \$42.99; Foreign \$42.99. POSTMASTER: SEND ALL ADDRESS CHANGES TO SPIDER-MAN & THE X-MEN, C/O MARVEL SUBSCRIPTION P.O. BOX 1527 LONG ISLAND CITY, NY 11101. TELEPHONE # (888) 511-5480. FAX # (347) 537-2649. subscriptions@marvel.com. ALAN FINE, President, Marvel Entertainment; DAN BUCKLEY, President, TV, Publishing and Brand Management; JOE QUESADA, Chief Creative Officer; TOM BREVOORT, SVP of Publishing; DAVID BOGART, SVP of Operations & Procurement; DAVID GABRIEL, SVP of Print, Sales & Marketing; JIM O'KEEFE, VP of Operations & Logistics; DAN CARR, Executive Director of Publishing Technology; SUSAN CRESPI, Editorial Operations Manager; ALEX MORALES, Publishing Operations Manager; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Jonathan Rheingold, VP of Custom Solutions & Ad Sales, at jrheingold@marvel.com. For Marvel subscription inquiries, please call 888-511-5480. Manufactured between 03/20/2015 and 03/31/2015 by QUAD/GRAPHICS WASECA, WASECA, MN, USA.

A chaotic scene in a school hallway. Spider-Man is in the foreground, wrestling a large, blue, multi-mouthed alien bug. In the background, a man in a white shirt is being crushed by another alien bug. To the right, a woman in a suit is running away from a large, winged alien creature. The hallway is filled with other alien bugs of various sizes and colors (blue, purple, black).

SO, CRAZYPANTS UP THERE IS SOME GALACTIC BIRD-LADY ASSASSIN PRINCESS, PREGNANT WITH THE BABY OF CYCLOPS'S INSANE SPACE-EMPEROR BROTHER, AND THOSE ALIEN-BUG MONSTERS CAN TURN OTHER PEOPLE INTO ALIEN-BUG MONSTERS?

AND YOU'RE SAYING THE ALIEN-BUG MONST--THE BROOD HAVE ATTACHED THEMSELVES TO WEARABLE, SEMISOLID ALIENS WHO IMPAIR THE SANITY OF THEIR HOSTS AND ARE CALLED SYMBIOTES DESPITE CLEARLY BEING PARASITIC?

MAN, YOU'VE GOT SOME WEIRD BAD GUYS.

WHAT DO YOU THINK PROFESSOR GREY MEANT BEFORE, ABOUT KNOWING WHO THE MOLE IS? WHAT MOLE IS SHE TALKING ABOUT, ROCKSLIDE?



COME TO THINK OF IT, PROFESSOR SPIDER-MAN MENTIONED A MOLE WHILE WE WERE IN MOJOWORLD. AN' HE SAID THIS OTHER THING IN THE SAVAGE LAND...

GUYS! MONSTER FIGHTING NOW! CHATTA CHAT LATER!

YOU JUST KNOW THEY'RE GONNA THINK ONE OF US IS THE MOLE. CLASSIC. EVEN THOUGH I LOVE BEING AN X-MAN MORE THAN ANYTHING, AND YOU, GLOB--

--OMG, YOU'RE THE MOLE, AREN'T YOU?! YOU'RE TOTALLY THE MOLE!

NO WAY! SHUT UP, DUDE!



NO FEAR, KIDS. WE'VE BEAT THESE SLEAZOIDS TONS OF TIMES. WE'LL DO IT AGAIN!

(THOUGH THEY HAD A LOT LESS TEETH BACK THEN...)

DON'T WORRY, MARTHA. I DON'T CARE IF YOU WIPED PROFESSOR GREY'S MEMORY. I'LL ALWAYS BE YOUR FRIEND.



THESE BROOD CREEPS AREN'T GIVEN EXTRA-SPECIAL SUPER-POWERS WHEN THEY'RE AROUND FLAMES, ARE THEY, BEAST?

OF COURSE NOT, SPIDER-MAN! WHY?

'CAUSE THEIR NEW CLOTHES ARE EXTREMELY FLAMMABLE! OR IS IT INFLAMMABLE?

YOU KNOW THEY MEAN THE SAME THING! THERE'S NO WAY YOU DON'T KNOW THAT!



FIRESTAR! THEY CAN'T TAKE THE HEAT, SO GET 'EM OUT OF THE KITCHEN!

ON IT, SPIDEY!

THE FIRE-WITCH'S FLAME! IT BURNS WORSE THAN BEFORE!



YEEP!

FALL BACK, MY WARRIORS! THE BATTLE IS LOST, BUT THE WAR HAS ONLY BEGUN!