

# LILA PALOOZA

A CELEBRATION OF MUTANTS & MUSIC

*Previously in X-Men '92...*

Intergalactic mutant rock star (and semi-reformed thief) Lila Cheney has brought her music festival, Lilapalooza, to Westchester. An old friend of Storm's, Lila has asked the X-Men to serve as concert security for two reasons: a strong deterrent against anti-mutant attacks, and to protect her from a space bounty hunter known as Death's Head.

When S.W.O.R.D. (Space Warfare Operations Recon and Defense) discovers Death's Head is on Earth, director Abigail Brand beams down to keep the situation from turning into a disaster of galactic proportions. But before a resolution can be found, Fabian Cortez – a member of the enigmatic Upstarts – attacks Lila, and augments her mutant teleportation ability to life-threatening levels, propelling Lila, the X-Men, Agent Brand, and Death's Head across the cosmos to a nameless planet...

One occupied by mutant Brood.



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**WESTCHESTER.**

**WE WANT LILA!  
WE WANT LILA!**

HUH!  
WISH I'D  
KNOWN THEY  
WERE PLANNING  
A BIG STUNT!

COULD'VE  
GIVEN THEM  
A FEW  
POINTERS.

I DON'T  
THINK THEIR  
DISAPPEARANCE  
WAS INTENTIONAL,  
WAYNE!

THIS IS A DISASTER!  
THOSE X-MEN ARE A  
MAGNET FOR TROUBLE!  
WONDER IF IT'S  
TOO LATE TO BOOK  
WOODSTOCK II?

THE X-MEN  
HAD ~~≠HFF≠~~ NOTHING  
TO DO WITH THIS,  
SCOTT!

IT WAS THAT  
WEIRD ROADIE ~~≠HFF≠~~  
WITH THE PONYTAIL.  
~~≠HFF≠~~ HE DID SOMETHING  
TO LILA. AND POOF!  
THEY WERE GONE.

CHASED HIM TO  
THE PARKING LOT  
~~≠HFF≠~~ BUT LOST  
HIM.

WISH  
SOMEBODY'D  
LOSE ME IN THE  
PARKING LOT  
RIGHT NOW!

WHATEVER THE  
CASE, WE'VE GOT 300,000  
ANGRY FANS AND A MISSING  
HEADLINER! IF WE DON'T  
DO SOMETHING--

GREAT IDEA, WAYNE!  
YOU *SHOULD* DO  
SOMETHING!

GET OUT THERE.  
BE AMAZING!  
BE WEIRD--I  
DON'T CARE!

GUYS?

BREAK A  
LEG, WAYNE!

SO, UH... YOU  
FOLKS LIKE  
KARATE?

**BOOOOO!**

**WE WANT LILA! WE WANT LILA!**

WE'LL TAKE  
IT FROM HERE,  
MR. COYNE.



# MULTIPLE MAN.

CREATES DUPLICATES OF HIMSELF ON IMPACT.

# POLARIS.

MAGNETIC FIELD MANIPULATION.

# STRONG GUY.

STRONG GUY.



LADIES AND GENTLEMEN, MAY I HAVE YOUR ATTENTION, PLEASE?

I RECOGNIZE IT'S BEEN AN EVENTFUL AFTERNOON, BUT WE'RE IN CHARGE NOW-- EVERYTHING'S UNDER CONTROL. WE'RE CALLED

AND WE WORK FOR THE GOVERNMENT.

# X-FACTOR.



WHO'S VADEN, HUH? ONE OF THE NASTY BOYS? PART OF HELL'S BELLES?

HE SINGS FOR THE TOADIES?

TAKE IT EASY, GUIDO.

SORRY ABOUT MY FRIEND. HE USED TO BE LILA'S BODYGUARD.



FOCUS UP, TEAM! GUIDO, MADROX--YOU'RE ON CROWD CONTROL.

OBVIOUSLY.



# HAVOK.

CONVERTS COSMIC ENERGY INTO POWERFUL PLASMA BURSTS.

# FORGE.

MUTANT INVENTOR AND SHAMAN.

# WOLFSBANE.

TRANSFORMS INTO A WOLF.



**BOOOOOO!** GET OFF THE STAGE, YOU SECOND-RATE CYCLOPS!



UGH. WHAT'VE WE GOT, FORGE?



TRACE ELEMENTS OF BIO-DISPLACEMENT ENERGY.

UH, VADEN SAW A GUY WITH A PONYTAIL TOUCH LILA BEFORE THEY VANISHED.



RAHNE, YOU'RE WITH ME. I WANT A LOOK AT THAT ALIEN SHIP.



AS FOR YOU, COYNE, WE HAVE ORDERS TO GET THE LIPS AND THE TOADIES TO SAFETY-- WE'VE LOST ENOUGH NATIONAL TREASURES FOR ONE DAY.

SURE THING, BUT IF YOU HAVE A SECOND...

...WOULD YOU MIND TELLING ME MORE ABOUT THOSE PINK ROBOTS YOU GUYS'RE ALWAYS FIGHTING?