STICK TO WALLS AND A SPIDER-SENSE THAT WARNED HIM OF IMMINENT DANGER. AFTER LEARNING THAT WITH GREAT POWER THERE MUST ALSO COME GREAT RESPONSIBILITY, HE BECAME THE CRIME-CIGHTING SUPER HERO SPIDER-MAN.

YEARS AGO, HIGH SCHOOL STUDENT PETER PARKER WAS BITTEN BY A RADIOACTIVE SPIDER AND GAINED THE SPEED. AGILITY. AND PROPORTIONAL STRENGTH OF A SPIDER AS WELL AS THE ABILITY TO

A TERRIEVING FAMILY CALLED THE INHERITORS IS TRAVELING AROUND THE MULTIVERSE FEASTING ON THE LIFE-ESSENCE OF SPIDER-PEOPLE, SO A GROUP OF SPIDERS HAVE COME TOGETHER TO FIGHT THEM. AFTER A DEADLY BATTLE WITH THE INHERITORS, PETER TOOK THE LEADERSHIP REINS OF THE SPIDER-ARMY, MUCH TO THE CHARGRIN OF THE SUPERIOR SPIDER-MAN (DOC OCK'S MIND IN THE AMAZING SPIDER-MAN'S BODY).

PETER SENT VARIOUS SPIDERS ON DIFFERENT MISSIONS, AND LEFT ON ONE HIMSELF WHILE LEAVING THE REST OF THE SPIDER-ARMY IN THE SAFE ZONE, A WORLD PROTECTED BY A SPIDER-MAN WITH INCREDIBLE COSMIC POWER. EVERYTHING WENT TO HELL WHEN SOLUS, THE FATHER OF THE INHERITORS, ARRIVED, DEFEATED COSMIC SPIDER-MAN AND FEASTED ON HIS LIFE-ENERGY.

JUSTIN

PONSOR

COLORS

JOE

QUESADA

EDITOR IN CHIEF CHIEF CREATIVE OFFICER

CHRIS

LETTERS

ALAN

EINE

EXECUTIVE PRODUCER

FIOPC

DAN

BUCKLEY

DUBI ISHER

When you see this: **ZER**, open up the MARVEL AR APP (available on applicable Apple ® iOS or Android TM devices) and use your camera-enabled device to unlock extra-special exclusive features!

CAM

INKER

AXEL

ALONSO

GIUSEPPE

NICK

ιοшε

FDITOR

PENCILER

ELLIE

PYLE

ASSISTANT EDITOR ASSOCIATE EDITOR

DAN

DEVIN

LEWIS

THE AMAZING SPIDER-MAN No. 12, March 2015. Published Twice Monthly 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 Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. 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 concidental. \$32 99 per copy in the U.S. (SST 47127032825) in the direct market; Canadian Agreement #40686337. Printed in the USA. Subscription rate (U.S. dollars) for 12 issues: U.S. \$256 99; Canada \$42.99; Foreign \$42.99 POSTMASTER: SEND ALL ADDRESS CHANGES TO THE AMAZING SPIDER-MAN, COM ARVEL SUBSCRIPTION P.O. BOX 1527 LONG ISLAND CITY, NY 1101. TELEPHOLE # (888) 511-5480. FAX (347) 537-549. Juscriptions@marvel.com. ALAN FINE, EVP - Office of the President, Marvel Worldwide, Inc. and EVP & CMO Marvel Characters B.V.; DAN BUCKLEY, Publisher & President - Print, Animation & Digital Divisions; JOE QUESADA, Chief Creative Diffeor; TOM BREVOORT, KVP of Publishing; DAVID BOGART, SVP of Operations & Porocurrement, Publishing; C.B. CEBULSKI, SVP OF Creator & Content Development, DAVID GABRIEL, SVP of Print, Salae & Marketing; JIM OYKEFEF, VP of Operations & Logistics; DAN CARR, Executive Director of Marvel Conics or On Marvel Cons Sort Marvel Conics or On Marvel Corestor & Content Development, DAVID GABRIEL, SVP of Print, Salae & Marketing; JIM OYKEFEF, VP of Operations & Logistics; DAN CARR, Executive Director of Marvel Comics or On Marvel Corestor S Content Development, DAVID GABRIEL, SVP of Print, Salae & Marketing; JIM OYKEFEF, VP of Operations & Logistics; DAN CARR, Executive Director of Marvel Core, Dease contact Vixa Disa, D



