



THE AVENGERS

APPROVED
BY THE
COMICS
CODE
AUTHORITY

IND.

3
JAN.

MARVEL
COMICS
GROUP 12¢

THIS IS THE
ISSUE YOU'VE
BEEN WAITING
FOR!!

"THE HULK AND
SUB-MARINER
VS. THE AVENGERS!"



ONE OF THE GREATEST
BATTLES OF ALL TIME!!

The AVENGERS meet..

"SUB-MARINER!"



A MARVEL COMICS GROUP EXTRAVAGANZA OF
SUPER HERO STARS!!

HOLDING THEIR MONTHLY MEETING IN THE HOME OF TONY STARK, MILLIONAIRE WEAPONS MAKER, THE AVENGERS DON'T SUSPECT HE IS REALLY ONE OF THEIR MEMBERS...THE ONE CALLED IRON MAN!



ANTHONY STARK, WHOSE HOME WE'RE USING FOR THIS MEETING, IS NOT ONLY A FAMOUS WEAPONS INVENTOR, BUT A MASTER OF ALL KINDS OF TRANSISTOR-POWERED DEVICES!



AS IRON MAN ACTIVATES THE PROJECTOR, THE DEVICE WORKS LIKE AN ULTRA-FREQUENCY T.V. SET, BEAMING HIS IMAGE IN WHICHEVER DIRECTION HE HAS SET THE CIRCUITS FOR!



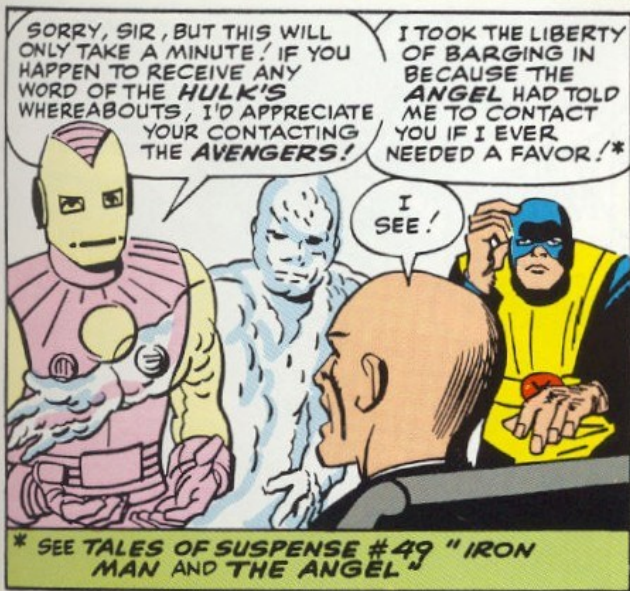
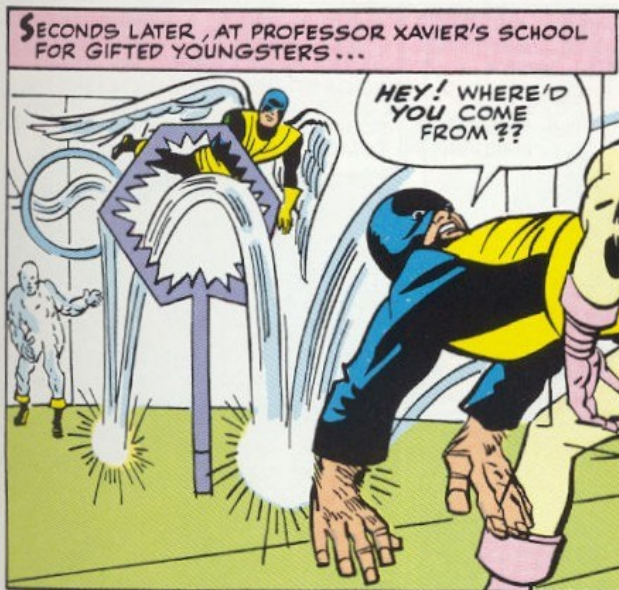
TRAVELING AT THE SPEED OF LIGHT, IRON MAN'S ELECTRONIC IMAGE REACHES ITS FIRST OBJECTIVE... THE WORLD-FAMOUS SKYSCRAPER TOWER OF NEW YORK'S BAXTER BUILDING.



PERHAPS THE MOST MIRACULOUS PART OF STARK'S INVENTION IS THE FACT THAT THE IMAGE THAT IS PROJECTED CAN SEE, HEAR AND BE HEARD ALSO, WHEREVER IT IS...







FINALLY, IRON MAN'S ELECTRONIC IMAGE RETURNS TO THE AVENGERS' MEETING ROOM...

I'M AFRAID I WASN'T TOO SUCCESSFUL! I ALERTED THE FANTASTIC FOUR, SPIDER-MAN AND THE X-MEN! BUT THEY'RE ALL PRETTY MUCH WRAPPED UP IN THEIR OWN AFFAIRS RIGHT NOW!

ANYWAY, I HAD A CHANCE TO TEST MY IMAGE PROJECTOR!

BEFORE WE SET OUT ON A TIME-CONSUMING WORLD-WIDE SEARCH, WHY DON'T WE CONTACT YOUNG RICK JONES!?

THOR'S RIGHT! HE'S THE ONLY ONE WHO CAN CONTROL THE HULK! PERHAPS HE CAN FIND HIM!

HE'S A SHORT-WAVE RADIO HAM! HE'S PROBABLY AT HIS SET RIGHT NOW!

AND, HALFWAY ACROSS THE COUNTRY, IN THE GREAT SOUTH-WEST, A GRIM-FACED TEEN-AGER RECEIVES THE AVENGERS' MESSAGE...

I UNDERSTAND, SIR! HE MIGHT BE IN THIS AREA ... IT'S HIS OLD STOMPING GROUNDS! I'LL START SEARCH-ING AT ONCE!

A HALF-HOUR LATER...

THE HULK IS TOO DANGEROUS TO ROAM OUT OF CONTROL! HE MIGHT... HEY! WHAT'S THAT?

STAY BACK, BOY! STAY BACK! DON'T COME ANY FURTHER!

THERE'S SOME KINDA MONSTER LOOSE BACK THERE! BIGGEST CREATURE I EVER SAW! I'M GOIN' TO NOTIFY THE POLICE RIGHT NOW!

I'M IN LUCK! IT MUST BE THE HULK! I'VE GOT TO REACH HIM BEFORE THE POLICE DO!

I WAS RIGHT! THERE HE IS NOW!

BUT WHAT'S HE DOING? WHY'S HE REACHING INTO THAT LAKE??

HERE IT IS! I KNEW I'D FIND IT!

SOME FOOL STRANGER DROVE THIS THING RIGHT INTO THE LAKE AND RAN OFF AS SOON AS HE SAW ME!

HULK! ...IT'S ME! RICK! LISTEN TO ME...

THE POLICE WILL BE COMING AFTER YOU SOON! YOU'VE GOT TO RETURN TO YOUR CAVE!

BAN! WHY SHOULD I RUN? I'VE DONE NOTHING WRONG!

BUT PEOPLE ARE SCARED OF YOU... YOU KNOW THAT! AND IN THEIR PANIC THEY TRY TO DESTROY WHAT THEY FEAR!



SWAYED BY RICK'S WORDS, THE HULK HURLS HIMSELF INTO THE AIR WITH THE MIGHTIEST LEG MUSCLES ON EARTH, AS THE SLIM TEEN-AGER CLINGS TO HIS SHOULDERS!



A SHORT TIME LATER, THEY ENTER A HIDDEN CAVE THAT LEADS DEEP UNDER THE GROUND...

I'M SICK OF RUNNING! WHY SHOULD I FEAR OTHER HUMANS? I CAN SMASH THEM ALL!

Y-YOU DON'T MEAN THAT, HULK! YOU'RE TIRED! YOU NEED A REST!



SOON, THE INCREDIBLE CREATURE STANDS IN FRONT OF A STRANGE RAY MACHINE... A MACHINE BUILT BY THE MAN HE ONCE WAS..

DON'T MOVE NOW! I'LL FLIP THE SWITCH!



SECONDS LATER, THE MASSIVE HERCULEAN BODY IS BOMBARDED BY A BLAST OF BLINDING GAMMA RAYS...



GAMMA RAYS! THE MYSTERIOUS DISCOVERY OF BRUCE BANNER, SO MANY MONTHS AGO! THE RAYS THAT TURNED BANNER HIMSELF INTO... THE HULK!



FINALLY, THE ONSLAUGHT ENDS! AND, WHERE STOOD THE TITANIC FORM OF THE HULK, WE NOW FIND THE STUNNED, EXHAUSTED FIGURE OF DR. BRUCE BANNER, ATOMIC SCIENTIST!

IT'S LUCKY FOR US! YOU GET WORSE EACH TIME YOU BECOME THE HULK! YOU GET HARDER TO CONTROL!



YOU GOTTA REST NOW, DOC! EVERYTHING'S GONNA BE OKAY!

LOCK THE CAVERN DOOR, RICK! AND DON'T LEAVE ME... IN CASE I CHANGE AGAIN! I DON'T DARE!



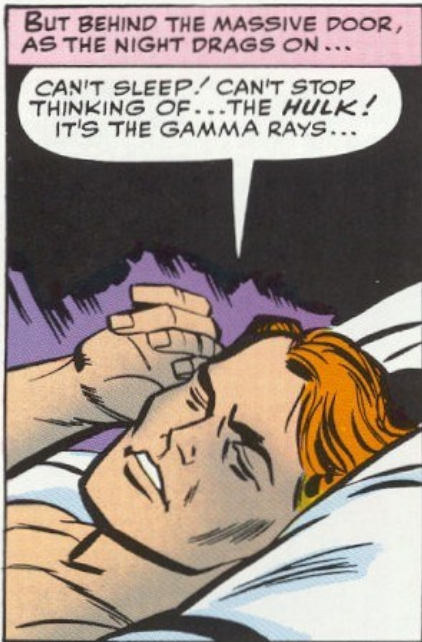
AND, SO THE BOY'S LONG VIGIL BEGINS...

IT'S ALL MY FAULT! HE BECAME THE HULK WHEN HE SAVED MY LIFE BY LETTIN' THE GAMMA RAYS HIT HIM! I...I CAN'T EVER DESERT HIM...



BUT BEHIND THE MASSIVE DOOR,
AS THE NIGHT DRAGS ON...

CAN'T SLEEP! CAN'T STOP
THINKING OF...THE **HULK!**
IT'S THE GAMMA RAYS...



RICK DIDN'T
GIVE ME A
STRONG ENOUGH
DOSE... CAN'T
REMAIN AS
BRUCE
BANNER...

BUT... WHY
SHOULD
I REMAIN
AS THE
WEAK
BANNER??



WHY **SHOULDN'T** I BE THE
HULK?? WHY BE A PUNY
SCIENTIST WHEN I CAN BE
THE MOST POWERFUL MAN
WALKING THE EARTH??!



AND THEN, WITH THE SUDDEN FURY OF A THUNDERCLAP...

HE'S THE
HULK
AGAIN! AND
HE'S STRONGER
THAN EVER!



HULK!!
WAIT!!
STOP!!

NO USE! HE DOESN'T
EVEN HEAR ME!
HE'S COMPLETELY
OUT OF CONTROL!



FRANTIC MINUTES LATER, AT A
LOCAL **TEEN BRIGADE** RADIO
ROOM...

LET ME AT THAT SET! **CONDITION
RED!**

LOOK GUYS!
IT'S RICK!



GRIMLY, THE YOUNG LEADER OF
THE **TEEN BRIGADE** SENDS OUT
AN URGENT CALL...

CALLING AVENGERS!
CALLING AVENGERS!
HAVE LOCATED HULK!

HE'S IN
NEW MEXICO!
SECTOR
B! ON
THE
RAMPAGE!
COME AT
ONCE!



AND, TWO THOUSAND MILES TO THE
EAST... AT THE HOME OF TONY
STARK...

COME
AT
ONCE!

THIS IS IT! THE
HULK MUST BE
STOPPED!!





SOME TIME LATER, HAVING BEEN FIRST TO LEAVE, IRON MAN IS FIRST TO ARRIVE AT THE APPOINTED PLACE, ONLY TO SEE ...

THERE'S RICK!
BUT WHY IS HE
TRYING TO WAVE
ME AWAY??



THE AVENGER IN THE IRON GARB GETS HIS ANSWER ONE STAGGERING SECOND LATER ...



RECOVERING FROM A BLOW THAT WOULD HAVE FINISHED ANY HUMAN NOT PROTECTED BY AN ARMORED SUIT, IRON MAN QUICKLY MANIPULATES HIS SHORT-RANGE POWER REPULSER, AND THEN ...

ONE BRIEF TRANSISTOR-POWERED ENERGY BLAST SHOULD GIVE ME A FEW SECONDS TIME TO THINK OF A PLAN!



I'LL DIRECT THE BEAM
AT THOSE BOULDERS IN
FRONT OF THE HULK!
THIS WON'T STOP
HIM, BUT IT'S SURE TO
SLOW HIM DOWN!



BAH! IS
THAT THE BEST
YOU CAN DO?

THE **HULK** DOESN'T NEED AN IRON SUIT TO GET **HIS** POWER!

IF I CAN FORCE SOME OF THESE CACTUS NEEDLES INTO THE OPENINGS OF HIS SUIT, THEY MAY PUT HIM OUT OF ACTION !!



YOU'RE WASTING YOUR TIME, FELLA! WHY DON'T YOU STOP FIGHTING AND LET ME **TALK** TO YOU!?



BUT THE **HULK** IS IN NO MOOD TO BE REASONED WITH! AND, AS THE CACTUS NEEDLES CONTINUE TO FLY, THEY SEEM LIKE HUGE JAVELINS TO TWO NEW-COMERS TO THE SCENE...

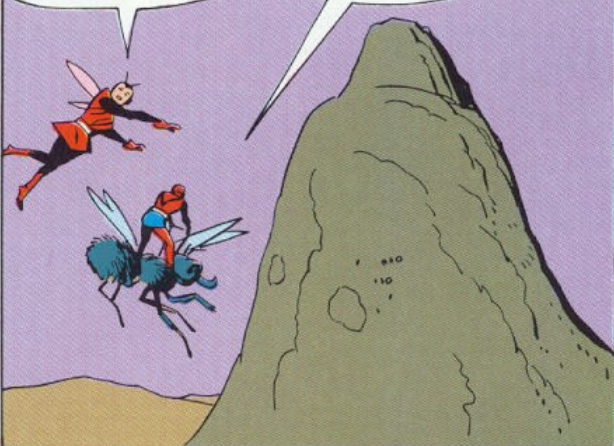
TAKE COVER, WASP! HEAD FOR THAT ANT HILL!

YOU DON'T HAVE TO TELL ME **TWICE**, PLAYMATE!



WAIT, HANK! THE **HULK** RAN OUT OF CACTUS NEEDLES! NO NEED TO TAKE COVER NOW!

DO AS I SAID, JAN! I HAVE A **REASON** FOR ENTERING THE ANT HILL!



ONCE INSIDE, THE **ASTONISHING HENRY PYM** COMMUNICATES WITH THE ANTS BY MEANS OF HIS CYBERNETIC HELMET!

WHY DON'T YOU TURN INTO **GIANT-MAN**, HANK?? HE CAN DO LOTS MORE THAN TINY **ANT-MAN** CAN!

WRONG, JAN! EVEN **GIANT-MAN** CAN'T MATCH THE **HULK'S** STRENGTH! THIS CALLS FOR **CUNNING**!



OBEYING THE ORDERS TRANSMITTED BY **ANT-MAN**, THE DILIGENT INSECTS DROP COUNTLESS PEBBLES INTO A FAST-RUSHING UNDERGROUND STREAM...



WHILE UP ABOVE, IRON MAN CONTINUES TO TRY TO REASON WITH THE HULK ...

WE DON'T WANT TO FIGHT YOU, HULK! BUT WE CAN'T LET YOU RUN AMOK THROUGH THE COUNTRYSIDE! YOU'VE GOT TO STAY WITH US... WORK WITH US AS A TEAM!

NO! YOU CAN'T FOOL ME! YOU ALL HATE ME... FEAR ME BECAUSE I'M THE **STRONGEST**! IF I STAY WITH YOU, YOU'LL FIND SOME WAY TO **DESTROY** ME!



MEANTIME, DIRECTLY UNDER THE HULK'S FEET, THE PEBBLES HAVE DAMMED UP THE UNDERGROUND STREAM, AND THE RUSHING WATER, HAVING NO PLACE TO GO ...



... BURSTS TO THE SURFACE, CAUSING THE GROUND UNDER-FOOT TO CRUMBLE ...



BUT THE PLAN PROVES TO BE IN VAIN, FOR THE HULK'S UNBELIEVABLY STRONG LEG MUSCLES CATAPULT HIM TO SAFETY ...



DON'T COUNT ON IT, BUSTER! I'M NOT EXACTLY **HELPLESS** UP HERE!

DID I EVER TELL YOU ABOUT MY MAGNETIC REPULSERS?? HOW THEY CAN SPIN A BODY AROUND IN THE AIR, ATTRACTED BY ITS IRON CONTENT!??

LET ME HAVE HIM, IRON MAN!



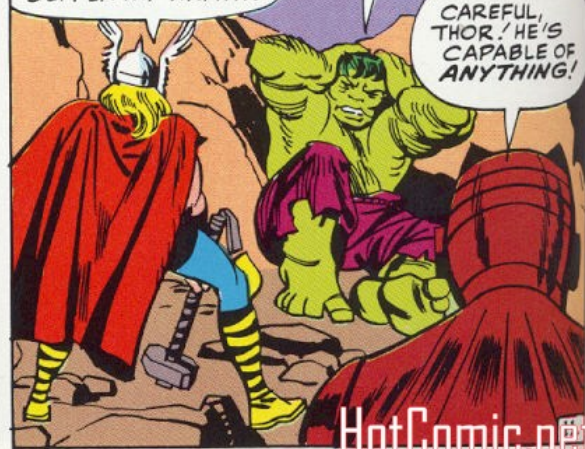
DIZZY FROM THE RAPID WHIRLING HE HAS ENDURED, THE **HULK** SEIZES A NATURAL ROCK FORMATION BELOW AND USES IT TO BREAK HIS SPIN, AS **THOR** APPEARS ON THE SCENE ...

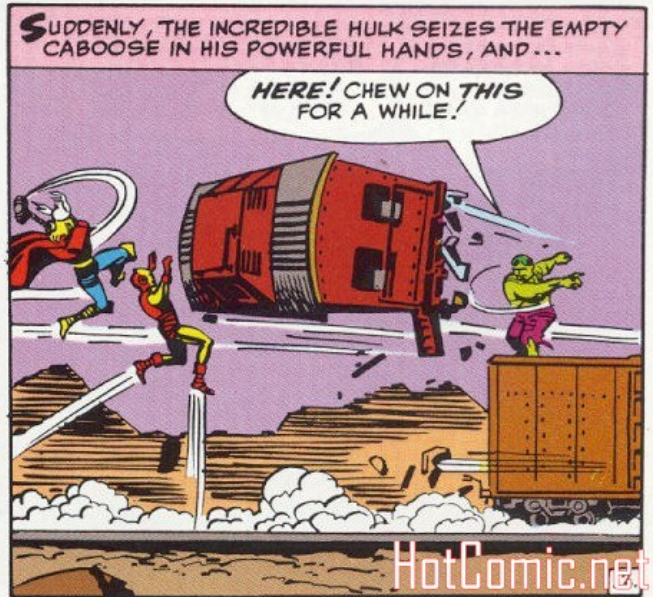


HEAR ME, HULK! I AM NOT AS MERCIFUL AS IRON MAN! I ORDER YOU TO RETURN WITH THE AVENGERS, OR SUFFER MY WRATH!

JUST WAIT'LL MY HEAD CLEARS, LONG HAIR, AND THEN WE'LL **SEE** WHO DOES THE SUFFERIN'!

CAREFUL, THOR! HE'S CAPABLE OF **ANYTHING**!





BUT MIGHTY **THOR** AND **IRON MAN** CRASH THROUGH THE FLYING CAR AS THOUGH IT WERE MADE OF CARDBOARD!!

THAT HAMMER OF YOURS SURE IS A HANDY GIZMO TO HAVE AROUND, THOR!



IF THAT DIDN'T STOP YOU, THIS WILL!

HULK, WAIT!! YOU CAN'T KEEP THIS UP FOREVER! YOU CAN'T FIGHT ALL OF US... CAN'T BATTLE ALL OF MANKIND!!



WHO SAYS I CAN'T?

HAVE TO DROP OFF!! CAN'T LET THAT CRANE HIT ME!!



STILL AFTER ME, HUH, THUNDER GOD? OKAY, I'M READY FOR YA!!

ALL I GOTTA DO IS GRAB ME A HUNK OF THIS STEEL CABLE!



THERE! CAN'T DO MUCH HARM WITH THAT HAMMER OF YOURS IF YA CAN'T SWING IT!

DON'T DISCOUNT MY STRENGTH, HULK!! I'LL BREAK FREE OF THIS CABLE AS SOON AS I FLEX MY MUSCLES!



MAYBE SO... BUT I'M NOT GONNA HANG AROUND AND WAIT!

GIANT-MAN! WHERE'D HE COME FROM??

HE DOESN'T KNOW THAT I FOLLOWED ON MY FLYING ANT, AND THEN TOOK A GROWTH CAPSULE TO BECOME GIANT-MAN WHEN I REACHED THE TRAIN!



THOSE FLOUR BAGS YOU GRABBED FROM THE FREIGHT CAR WON'T DO YOU ANY GOOD, HULK! YOU CAN'T GET AWAY FROM ME NOW!

THAT'S WHAT **EVERYBODY** SAYS... BUT NO ONE'S CAUGHT ME YET, BIG MAN!



THAT OVERGROWN ARM OF YOURS AIN'T TOO BIG FOR THE HULK TO JUMP OVER!



NOW ALL I GOTTA DO IS SHOVE THIS FLOUR INTO THE SMOKESTACK... LIKE **THIS!**



SO THAT'S WHY HE TOOK THE FLOUR! HE'S CREATED A SMOKE SCREEN! I... I CAN'T SEE!!



WHOOOM!



HE...HE'S GONE! I'VE FAILED!!



DON'T REPROACH YOURSELF, GIANT-MAN! WE'VE ALL FAILED, SO FAR AS THE HULK IS CONCERNED!

IT IS BECAUSE WE DO NOT WISH TO SERIOUSLY INJURE HIM, SO WE PULL OUR PUNCHES! THAT GIVES **HIM** THE ADVANTAGE!

THOR'S **RIGHT!** HULK TRIES EVERY SAVAGE TRICK IN THE BOOK, WHILE **WE** HOLD BACK, TRYING TO REASON WITH HIM, TRYING TO SAVE HIM FROM HIMSELF!

WE'VE LOST HIM NOW, BOYS. I SAW THE TRAIN WHEN IT SPED THROUGH CENTERVILLE, BUT HE WASN'T ABOARD ANY LONGER!



THROUGHOUT THE COUNTRYSIDE,
THE SEARCH GOES ON...THE SEARCH
FOR THE **HULK**!!

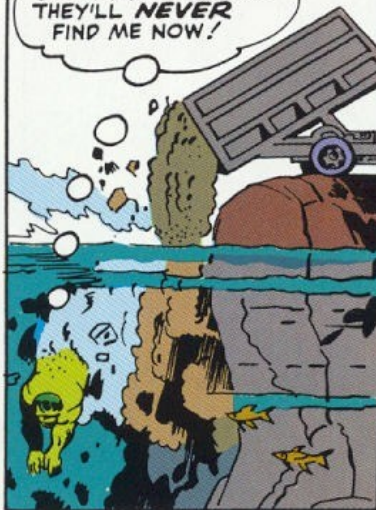
HAVE I SEEN
THE **HULK**??
ARE YOU
KIDDIN'?!?

IF I EVER
SAW **HIM**...
I'D MAKE THIS
TRUCK FLY
OVER THE
ROAD!



BUT LATER, WHEN THE DRIVER
PUMPS HIS LOAD OF GRAVEL
INTO A STREAM, HE IS
UNWARE THAT HE IS DUMPING
MORE THAN PLAIN GRAVEL...

SO FAR, SO GOOD!
THEY'LL **NEVER**
FIND ME NOW!



DUE TO HIS INCREDIBLY POWERFUL
LUNGS, THE **HULK** CAN REMAIN
UNDERWATER FOR LONG PERIODS
OF TIME, ALTHOUGH, LIKE A
WHALE, HE **MUST** SURFACE FOR
AIR EVENTUALLY...!

THE GULF STREAM
ISN'T TOO FAR FROM
HERE...



FINALLY, AFTER DAYS IN THE WATER, EVEN THE
HULK'S MIGHTY BODY IS ON THE VERGE OF
COMPLETE EXHAUSTION! AND THEN, AS HE FLOATS
AIMLESSLY IN THE COLD ATLANTIC...

HARD TO STARBOARD!
THERE'S SOMEONE
FLOATING OUT THERE!

IT
CAN'T
BE HUMAN!
AND YET...



LOOK! IT'S THE
HULK! HE...HE'LL
DROWN US **ALL**!

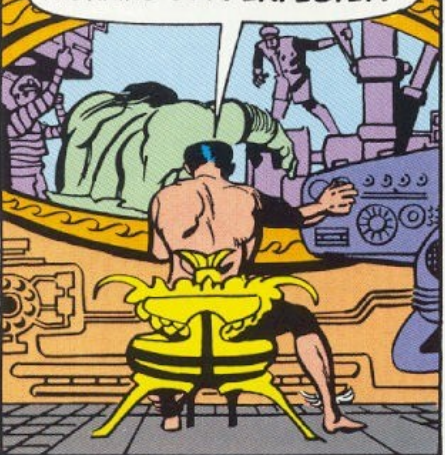
DON'T BE A **FOOL**, SAILOR!
HE'S MORE DEAD THAN ALIVE!
PUT HIM ON DECK AND
NOTIFY WASHINGTON
IMMEDIATELY!

OOF! PULL
HARDER! HE
MUST WEIGH
A **TON**!



BUT NOW OUR SCENE SHIFTS TO
A SECRET UNDERSEA CHAMBER
WHERE WE FIND...

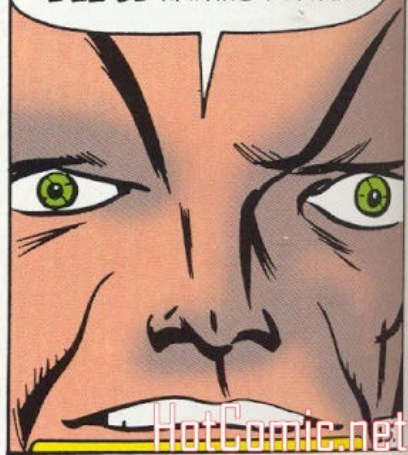
SO FAR EVERYTHING IS
WORKING OUT **PERFECTLY**!



LITTLE DOES THE **HULK**
REALIZE THAT HIS EVERY
MOVEMENT IS BEING
FOLLOWED BY THE MONARCH
OF THE SEA, PRINCE NAMOR,
THE **SUB-MARINER**!!



THE **HULK'S** STRENGTH WILL
RETURN SOONER THAN THE
HUMANS SUSPECT! AND
WHEN IT DOES... AND WHEN
HE ABANDONS THE SHIP...
I'LL BE WAITING FOR HIM!!



TRUE TO NAMOR'S PREDICTION, THE MATCHLESS STRENGTH OF THE HULK DOES RETURN IN A SHORT TIME AND THEN...

THAT SMALL DESERTED ISLAND... JUST THE PLACE FOR ME!



I CAN GRAB ME A PASSING SHIP ANYTIME I WANT TO!

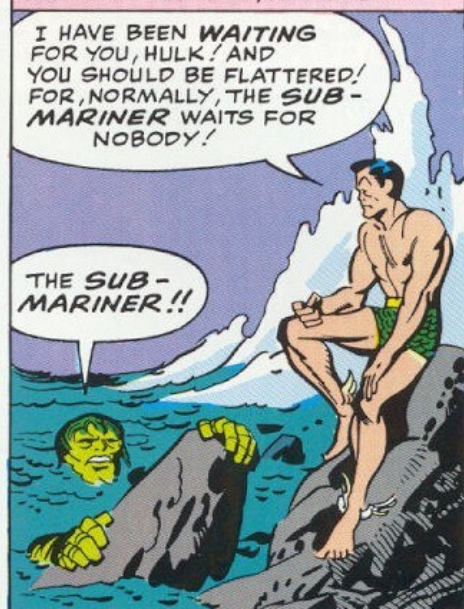
BUT FIRST, I WANT A PLACE WHERE I CAN BE ALONE... WHERE I CAN PLAN MY NEXT MOVES AGAINST THE HUMAN RACE THAT HATES ME!



BUT WHEN THE MIGHTY CREATURE REACHES THE ISLE, HE FINDS...

I HAVE BEEN WAITING FOR YOU, HULK! AND YOU SHOULD BE FLATTERED! FOR, NORMALLY, THE SUB-MARINER WAITS FOR NOBODY!

THE SUB-MARINER!!



GET OFF THIS ISLAND, FISH-MAN! I'M SICK OF LOOKIN' AT PUNY HUMANS! SICK OF THE SOUND OF THEIR VOICES!

BRAIN-LESS DOLT! YOU CALL ME HUMAN? I AM NAMOR, PRINCE OF AT-LANTIS!



I DON'T CARE WHO YOU ARE! YOU LOOK LIKE A HUMAN! AND THAT'S ENOUGH TO MAKE ME WANT TO TOSS YOU CLEAR BACK TO THE MAIN-LAND!

WHAT?? YOU DARE LAY A HAND ON MY ROYAL PERSONAGE??!



YOU HAVE MUCH TO LEARN, LANDBOUND CLOD! AND THIS IS YOUR FIRST LESSON!



YOU KNOW SOMETHIN', LITTLE MAN?? YOU SHOOT YOUR MOUTH OFF TOO MUCH!



THIS'LL QUIET YOU DOWN FOR A WHILE... LIKE FOREVER!

YOU STILL THINK YOU ARE DEALING WITH A HELPLESS HUMAN, DO YOU?? WELL, WE SHALL SEE!





THE HUMANS ARE MY SWORN ENEMIES! BECAUSE OF THEM, I HAVE LOST MY BIRTH-RIGHT, MY PEOPLE, EVERYTHING I HOLD DEAR! *

I DON'T GO FOR ALL THAT FLOWERY TALK, BUT I HATE HUMANS, TOO!

* SEE FANTASTIC FOUR ANNUAL, #1 - EDITOR.

THEN IT IS **AGREED!** OUR FIRST MISSION SHALL BE TO DELIVER A SMASHING DEFEAT TO THE ACCURSED **AVENGERS!**

I SHALL SUMMON MY ELECTRONICALLY CONTROLLED COMMAND SHIP TO TAKE US TO OUR DESTINATION!

BUT ONCE INSIDE THE SHIP...

I'LL STRING ALONG FOR A WHILE, THEN SMASH HIM WHEN HE'S OFF-GUARD!

HE'S TOO STRONG! TOO UNDEPEND-ABLE! WHEN HE'S SERVED HIS PURPOSE, I'LL DESTROY HIM !!

HOURS LATER, NAMOR'S POWERFUL COMMAND CRAFT SECRETLY GLIDES UNDER THE SURFACE TO A MOORING IN THE SHADOWS OF MIGHTY **GIBRALTAR!**

THIS IS WHERE WE SHALL BATTLE THE AVENGERS! FOR HERE WE HAVE BOTH LAND AND WATER... OUR STRENGTH CAN BE USED TO OUR BEST ADVANTAGE!

SURE, SURE! IF YOU SAY SO, FISH-MAN!

LATER, AT AVENGERS H.Q....

THERE'S NO DOUBT ABOUT IT! THE MESSAGE IS GENUINE! SUB-MARINER AND THE HULK HAVE JOINED FORCES... AND CHALLENGED US TO BATTLE!

THEN THIS TIME THERE CAN BE NO PULLING OF PUNCHES... NO MERCY ASKED OR GIVEN! YES, BY **ASGARD!** THIS TIME WE FIGHT TO THE FINISH!

I HOPE IT WON'T BE YOUR FINISH, HANDSOME! BECAUSE I'M STILL WAITING TO SEE WHAT YOU'D LOOK LIKE IN AN IVY LEAGUE SUIT AND A CREW CUT! WITH THOSE SHOULDERS, THOSE EYES... MMMM...

AREN'T YOU EVER GONNA GROW UP, WASP? HAVEN'T YOU ANYTHING ELSE ON YOUR MIND ??

WELL, HAPPY DAY! DO I FINALLY SEE A GLINT OF **GREEN** IN THOSE BIG BLUE EYES OF YOURS ??

NOW PUT ME DOWN, YOU BIG SHOWOFF! THIS IS VERY UNDIGNIFIED !!

NOT LONG AFTERWARDS, FOUR OF THE WORLD'S MOST COLORFUL EVIL-SMASHERS ARRIVE AT GIBRALTAR, WITHIN AN EXPERIMENTAL PROTOTYPE MODEL OF A NEW DEEP-SEA JET BATHYSCAPH, DESIGNED AND BUILT AT THE WEAPONS FACTORY OF ANTHONY STARK ...

HERE WE ARE! THAT TONY STARK SURE CAN BUILD A SUB!

WISH WE COULD HAVE A TALENT LIKE HIS IN THE AVENGERS!

YOU'VE GOT ME, GAL! TOO BAD YOU DON'T KNOW THAT STARK AND IRON MAN ARE THE SAME FELLA!

LET US BE CAREFUL! THEY SAID THEY WOULD BE WAITING IN THESE OLD CAVES UNDER THE GIANT ROCK!

THESE CAVES WERE USED BY THE BRITISH IN WORLD WAR II AND LATER ABANDONED!

INTERESTING! I UNDERSTAND THERE ARE **STILL** WEAPONS HERE THAT THEY LEFT BEHIND!

LOOK OUT! I SEE **ONE** OF THOSE WEAPONS UP AHEAD!

THE WASP IS **RIGHT!** FOR DIRECTLY IN FRONT OF THE AVENGERS...

THIS IS A WASTE OF TIME! WE CAN'T STOP 'EM WITH AN OLD HOWITZER SHELL!

I AM AWARE OF THAT, SLOW-WITTED ONE! BUT IT MIGHT MAKE **THOR** HURL HIS HAMMER... AND AS SOON AS IT LEAVES HIS HAND... WE **STRIKE!**

BUT MIGHTY **THOR** DOES NOT HURL HIS GREAT WEAPON! INSTEAD...

STAND BACK, ALL OF YOU!

NO, THOR! IT WON'T AFFECT **US**, BUT THE EXPLOSION MAY INJURE THE **WASP!** LET **ME** HANDLE IT!

THERE! I CAN MAKE THE SHELL **REVERSE** ITS TRAJECTORY WITH MY MAGNETIC REPULSERS!

IT'S HEADING RIGHT BACK TOWARDS **HULK** AND **SUB-MARINER!**

AND BECAUSE OF LOVELY LITTLE **ME!** HOW GALLANT!

DUCK, YOU PONDEROUS, SLOW-MOVING CLOD! YOU MUST NOT BE INJURED WHILE I HAVE NEED FOR YOUR BRUTISH STRENGTH!

HE THINKS I'M JUST SOME KIND OF **STOOGES!** BUT HE'LL LIVE TO **REGRET** THOSE WORDS BEFORE I'M **DONE!**

NO ONE KNOWS HOW **MANY** TRANSISTOR-POWERED WEAPONS **IRON MAN** HAS AT HIS CONTROL! AND SO...

I SHALL PUT **HIM** OUT OF ACTION **FIRST!** LIKE THIS!



COVER YOUR EARS, LITTLE MAN!
THEY'LL HEAR **THIS** HALFWAY TO
CALCUTTA!



NOT HAVING TIME TO TAKE COVER,
THE UNSEEN WASP BEARS THE
FULL BRUNT OF THE HULK'S
SAVAGE EARDRUM-SHATTERING
BLOW, AS THE TINY ADVENTRESS
SUDDENLY BLACKS OUT!



SECONDS LATER, STILL DAZED
AND WEAK, SHE TRIES VALIANTLY
TO DODGE THE STONES THAT
FALL ALL AROUND HER!



TH- THEY MAY
BE ONLY
PEBBLES,
BUT THEY'RE
LIKE HUGE
BOULDERS
TO ME!

BUT, BEFORE THE HULK CAN LAUNCH ANOTHER BLOW
IN HIS EFFORT TO BRING THE WALLS DOWN UPON THE
AVENGERS, THE FIGHTING-MAD TRIO THUNDERS
TOWARD THE SOURCE OF THE SOUND...



THEY DON'T SEE
ME! I-I'LL BE
TRAMPLED!



WHEW!
THANK
HEAVENS
THE GROUND
HERE IS SO
UNEVEN!

I'VE HAD
ENOUGH OF
BEING A LONE
WOLF! I'M
NOT LEAVING
GIANT-MAN'S
SHOULDER AGAIN
TILL WE'RE
OUT OF HERE!



WHILE DIRECTLY **ABOVE** THE AVENGERS...

YOUR FISTS ARE TOO
SLOW, MY BESTIAL
PARTNER! I HAVE MODIFIED
THIS OLD AIR RAID ALARM
SO THAT ITS SHRILL, HIGH
PIERCING BLAST WILL DESTROY
ANY LIVING BEING WHO COMES
TOO CLOSE!







BACK, SUB-MARINER! DO NOT FORCE ME TO STRIKE YOUR MORTAL BODY WITH MY ALL-POWERFUL MALLET!

ALL-POWERFUL, BAH! I'LL PROVE ONCE AND FOR ALL HOW OVER-RATED YOU ARE, YOU COSTUMED CLOWN!



YOU'RE THE CLOWN, FLAT-HEAD, IF YOU THINK YOU CAN LICK THOR ALONE!

BUT NOW THAT YOU PROVED YOU CAN FIGHT, I'LL JUST STEP IN AND LEND YOU A HAND!



ONCE I GET THIS BLASTED WAR CLUB AWAY FROM HIM, THE REST'LL BE EASY!

NOTHING THAT LIVES CAN PRY MY HAMMER FROM THE HAND OF THOR!

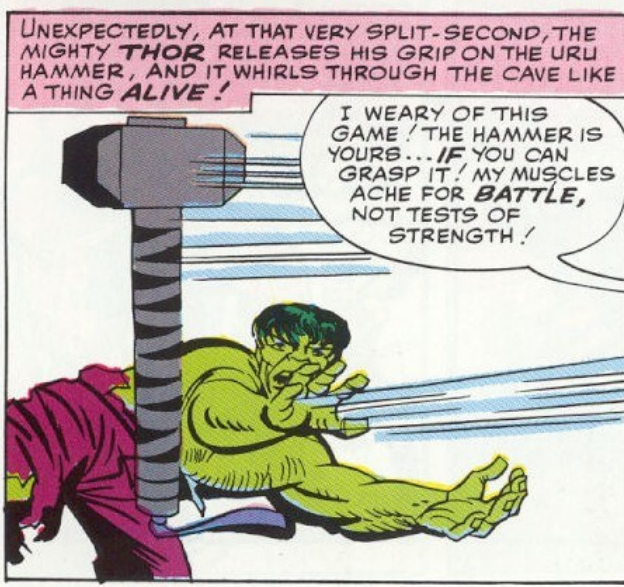


YOU'RE NOT TALKING TO SOME WEAKLING, THUNDER GOD! I'M STILL THE HULK... AND I CAN DO ANYTHING!



UNGHH! HE WAS RIGHT! IT'S BOTH MY HANDS AGAINST HIS ONE, AND I CAN'T BUDGE THE THING!

BUT I GOTTA KEEP TRYIN'! I-I'M TWICE HIS SIZE! I'M THE HULK.. THE HULK!!



UNEXPECTEDLY, AT THAT VERY SPLIT-SECOND, THE MIGHTY THOR RELEASES HIS GRIP ON THE URU HAMMER, AND IT WHIRLS THROUGH THE CAVE LIKE A THING ALIVE!

I WEARY OF THIS GAME! THE HAMMER IS YOURS... IF YOU CAN GRASP IT! MY MUSCLES ACHE FOR BATTLE, NOT TESTS OF STRENGTH!

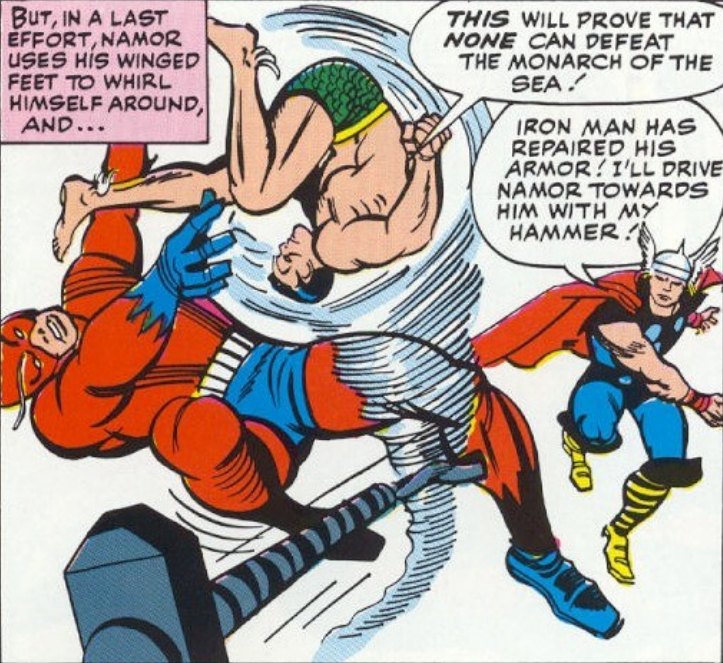


STAY BACK, HULK! I'LL GET THE HAMMER! I'M FASTER THAN YOU!

FOOL! DO YOU STILL NOT SEE THAT NONE BUT THOR CAN POSSESS MY MALLET?!



BUT, IN A LAST EFFORT, NAMOR USES HIS WINGED FEET TO WHIRL HIMSELF AROUND, AND...



THIS WILL PROVE THAT NONE CAN DEFEAT THE MONARCH OF THE SEA!

IRON MAN HAS REPAIRED HIS ARMOR! I'LL DRIVE NAMOR TOWARDS HIM WITH MY HAMMER!

AS THOR PROMISED, HIS HAMMER WHIRLS AROUND NAMOR, DRIVING HIM INTO THE MAGNETIC REPULSER FIELD OF IRON MAN, WHERE HE IS TEMPORARILY PINNED AGAINST THE STONE WALL!

NOW I AM FREE TO BATTLE THE HULK!

HE DESERTED ME... BETRAYED ME! NOW I REALIZE NO HUMAN CAN BE TRUSTED! I DESPISE YOU ALL!

BUT THERE IS NO TRACE OF HIM! HE HAS FLED!

I'VE GOT NEWS FOR YOU, BROTHER!...IT'S MUTUAL!



YOU'RE GROWING WEAKER BY THE MINUTE, NAMOR! WHY DON'T YOU GIVE UP? LET'S TRY AND TALK THIS OUT!

NEVER! WHILE LIFE REMAINS WITHIN ME, I SHALL FIGHT YOU!! I SHALL FIGHT ALL MANKIND!



WITH ONE LAST PRODIGIOUS EFFORT, THE SUB-MARINER CRACKS THE WALL BEHIND HIM, AS THE WATER, TRICKLING DOWN FROM ABOVE, DRIPS UPON HIS STEEL-MUSCLED BODY...

WATER!!! AT LAST...WATER!



THEN, AS NEW STRENGTH, NEW POWER SURGES INTO EVERY FIBER OF HIS BEING...

I'M FREE! NOTHING CAN HOLD ME NOW!

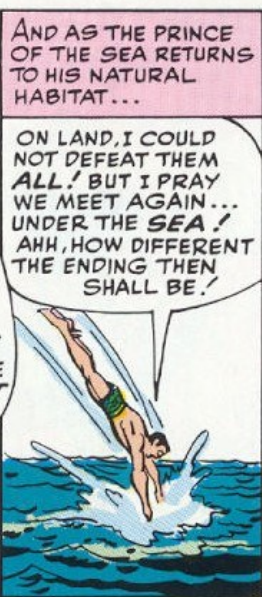


THOR! HE'S ESCAPING! ONLY YOUR HAMMER CAN STOP HIM! HURL IT!

NO! I HAVE TOO MUCH RESPECT FOR HIS VALOR! NAMOR HAS EARNED HIS ESCAPE!

THOR'S RIGHT! IT'S A PITY THE SUB-MARINER ISN'T ON OUR SIDE!

WE'VE MADE A BAD MISTAKE! HE DOESN'T FIGHT BY OUR RULES! WE MAY LIVE TO REGRET THIS!



AND AS THE PRINCE OF THE SEA RETURNS TO HIS NATURAL HABITAT...

ON LAND, I COULD NOT DEFEAT THEM ALL! BUT I PRAY WE MEET AGAIN... UNDER THE SEA! AHH, HOW DIFFERENT THE ENDING THEN SHALL BE!



AND SO, THE AVENGERS RETURN HOME, WEARY AND SAD OF HEART! FOR THEY ALL SENSE THAT THE ADVENTURE THEY HAVE JUST CONCLUDED IS BUT THE PRELUDE TO A FAR BIGGER, A FAR MORE DANGEROUS ADVENTURE TO COME!!

ONE THING YOU HAVE LEARNED TO EXPECT FROM THE MIGHTY MARVEL GROUP IS...THE UNEXPECTED! AND WE PROMISE YOU THAT THE MOVIE-LENGTH TALE IN NEXT ISSUE'S AVENGERS WILL FEATURE SUPER-CHARACTERS AND SUPER-SURPRISES TO EXCEED YOUR WILDEST EXPECTATIONS!