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# THE UNCANNY X-MEN AND THE NEW TEEN TITANS

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AND NOW A WORD (OR TWO) FROM  
KITTY PRYDE...



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# Apokolips... A New.



LOOK ABOUT YOU, METRON. BEHOLD THE **PROMETHEAN GIANTS**-- A RACE AS GREAT, INTELLECTS AS POWERFUL, AS OUR OWN. THEY TRIED TO BREACH THE WALL.

FOR THEIR ULTIMATE FOLLY, THEY PAID THE ULTIMATE PRICE.

YET YOU WOULD FOLLOW IN THEIR FOOTSTEPS.





I HAVE SEEN  
ALL THERE IS TO  
SEE, LEARNED ALL  
THERE IS TO LEARN.  
ONE MYSTERY  
REMAINS--WHAT  
LIES HIDDEN BEYOND  
THE WALL. DENIED  
THAT ANSWER, MY  
LIFE HAS NEITHER  
MEANING NOR  
PURPOSE.

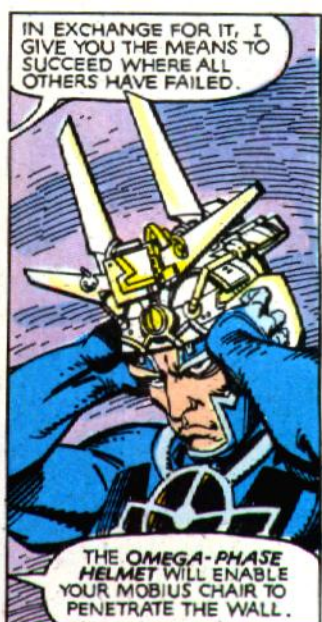
TAKE CARE, METRON.  
PERHAPS THERE ARE  
THINGS EVEN GODS ARE  
NOT MEANT TO KNOW.



DO NOT MOCK ME WITH  
FALSE CONCERN. YOU  
CARE NOTHING  
FOR ME...

... ONLY  
FOR MY  
PSYCHON-  
WAVE.

TRUE



IN EXCHANGE FOR IT, I  
GIVE YOU THE MEANS TO  
SUCCEED WHERE ALL  
OTHERS HAVE FAILED.

THE OMEGA-PHASE  
HELMET WILL ENABLE  
YOUR MOBIUS CHAIR TO  
PENETRATE THE WALL



AT LEAST, THAT IS THE THEORY. MY SCIENTISTS WERE... UNDERSTANDABLY RELUCTANT TO TEST IT.

FAREWELL,  
METRON.  
GOOD LUCK.



THUS, METRON, DO WE EACH ATTAIN OUR HEART'S DESIRE.

FOR YOU, THE END OF A QUEST. THE FINAL ANSWER. FOR ME, THE FULFILLMENT OF A DREAM: THE REBIRTH OF A WORLD--



-- AND **DOMINION** OVER THE STARS!!



FORTY MILES FROM MANHATTAN, NEAR THE TOWN OF SALEM CENTER, NEW YORK, LIES A SPRAWLING ESTATE THAT-- TO THE WORLD AT LARGE-- IS THE HOME OF A VERY EXCLUSIVE, VERY RECLUSIVE PRIVATE ACADEMY: PROFESSOR CHARLES XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS.

APPEARANCES CAN BE DECEIVING.

XAVIER'S STUDENTS-- LIKE THE PROFESSOR HIMSELF-- ARE MUTANTS, GIFTED WITH EXTRAORDINARY POWERS AND ABILITIES AND FORGED INTO A TEAM OF SUPER-HEROES, THE **UNCANNY X-MEN!**

HERE, IN THE MANSION'S DANGER ROOM, THEY HONE THEIR VARIOUS SKILLS, AS INDIVIDUALS AND A TEAM. THIS EVENING'S WORKOUT INVOLVES COLOSSUS, WOLVERINE AND NIGHTCRAWLER.

I'M TELLIN' YOU GUYS, LIFE WAS EASIER IN THE FLAMIN' ARMY!

HEY, CHARLEY-- HOW MUCH LONGER DO WE HAVETA DO THIS ?!

UNTIL YOU GET IT RIGHT, WOLVERINE.

AND, FOR THE UMPTENTH TIME, CALL ME "PROFESSOR."

SURE THING, CHUCK.

HEADS UP, ELF. LET'S SHOW THE MAN THE "ALLEZ - OOP" VARIATION.



DOWN ON THE FLOOR, NIGHTCRAWLER VANISHES IN A CHARACTERISTIC BURST OF SMOKE AND FLAME...

**BAMF**

... TO REAPPEAR INSTANTLY, DIRECTLY IN WOLVERINE'S PATH.

GOT YOU! AND AROUND YOU GO-- ALLEZ-OOP!

ONE OF THESE DAYS, MEIN FREUND, YOU'LL PUSH HERR PROFESSOR TOO FAR.

I'VE BEEN A REBEL ALL MY LIFE, PAL.

I LIKE IT TOO MUCH TO CHANGE.

I RESPECT CHARLEY-- OTHERWISE I WOULDN'T BE HERE-- BUT THAT DOESN'T MEAN I HAVE TO TREAT HIM TOTALLY SERIOUSLY.

SCRATCH ONE FLAME GUN, TROOPS!

UH-OH! HUNTER MISSILES--

"-- VECTORIN' STRAIGHT FOR COLOSSUS!"

WOLVERINE CAROMS OFF THE WALL IN AN INTERCEPT TRAJECTORY...

... EXTENDING RAZOR-KEEN ADAMANTIUM CLAWS FROM THEIR HOUSINGS IN HIS ARMS AND HANDS.

TRUTH TO TELL, HE DOESN'T MUCH LIKE THEM.

COLOSSUS, MEANWHILE, MERELY STANDS HIS GROUND. IN THIS ARMORED FORM, HIS BODY IS COMPOSED OF HIGH-INVULNERABLE ORGANIC STEEL. THE MISSILES DON'T EVEN SCRATCH HIS SKIN.

NIGHTCRAWLER ALSO PRESENTS A RIDICULOUSLY EASY TARGET...

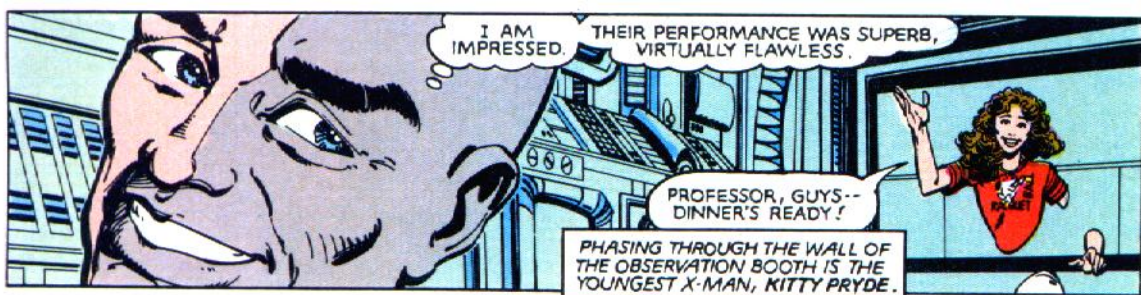
... WAITING UNTIL THE LAST POSSIBLE MOMENT...

... BEFORE TELEPORTING TO SAFETY, LEAVING THE MISSILES TO DESTROY NOT HIM, BUT THEIR OWN LAUNCHER.

BUT HE KNOWS HOW TO USE THEM SUPREME-  
LY WELL.

**BAMF**





I AM IMPRESSED.

THEIR PERFORMANCE WAS SUPERB, VIRTUALLY FLAWLESS.

PROFESSOR, GUYS-- DINNER'S READY!

PHASING THROUGH THE WALL OF THE OBSERVATION BOOTH IS THE YOUNGEST X-MAN, KITTY PRYDE.



XAVIER TELEPATHICALLY RELAYS HER SUMMONS TO THE REST OF THE TEAM.

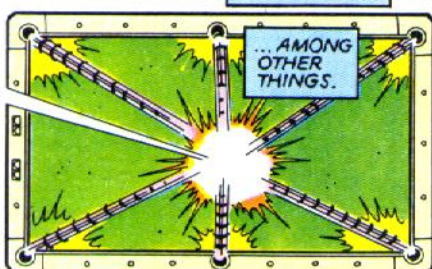


IN THE GAME ROOM IS SCOTT SUMMERS-- WHO, AS CYCLOPS, WAS THE GROUP'S FOUNDING MEMBER.



HE POSSESSES OPTIC BLASTS-- IRRESISTIBLE FORCE BEAMS, HELD IN CHECK SOLELY BY RUBY QUARTZ LENSES.

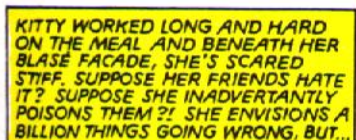
THE BEAMS CAN LEVEL A SKYSCRAPER...



... AMONG OTHER THINGS.



UPSTAIRS, IN HER ATTIC ROOM, ORORO-- STORM-- CURRENT LEADER OF THE X-MEN, TENDS TO HER BELOVED PLANTS. SHE'S AN ELEMENTAL, ABLE TO MANIFEST AND CONTROL ALL ASPECTS OF THE WEATHER.

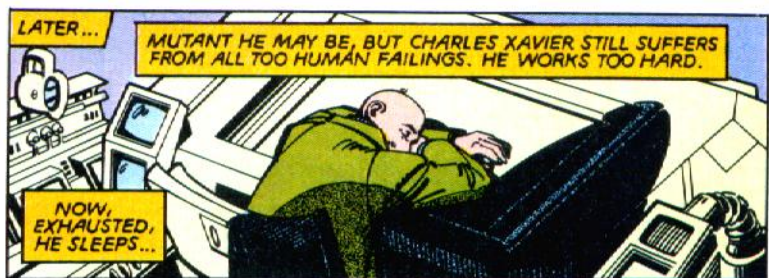


KITTY WORKED LONG AND HARD ON THE MEAL AND BENEATH HER BLASE FACADE, SHE'S SCARED STIFF. SUPPOSE HER FRIENDS HATE IT? SUPPOSE SHE INADVERTANTLY POISONS THEM?! SHE ENVISIONS A BILLION THINGS GOING WRONG, BUT...



YOU MEAN YOU GUYS LIKED IT? REALLY?

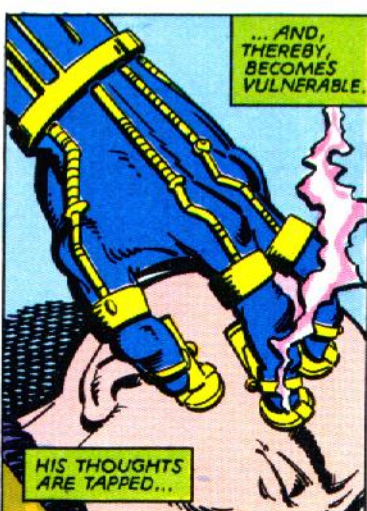
WOW!



LATER...

MUTANT HE MAY BE, BUT CHARLES XAVIER STILL SUFFERS FROM ALL TOO HUMAN FAILINGS. HE WORKS TOO HARD.

NOW, EXHAUSTED, HE SLEEPS...



HIS THOUGHTS ARE TAPPED...

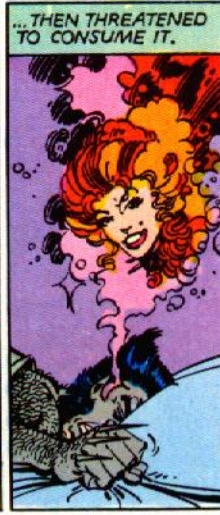
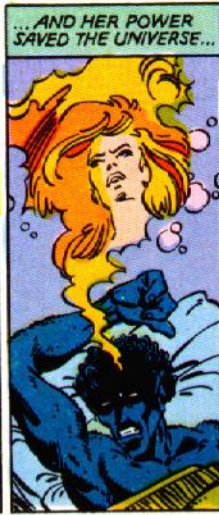
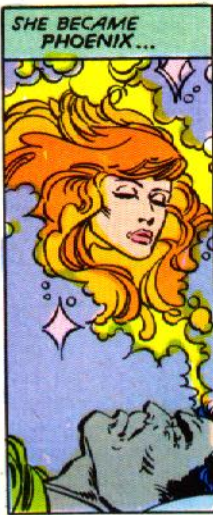
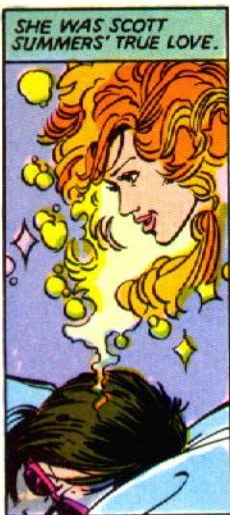


... THE ESSENCE OF HIS MEMORIES DRAWN FORTH.

HER NAME IS JEAN GREY. SHE WAS AN X-MAN.

... AND, THEREBY, BECOMES VULNERABLE.






FROM EACH X-MAN, MEMORIES ARE DRAWN...







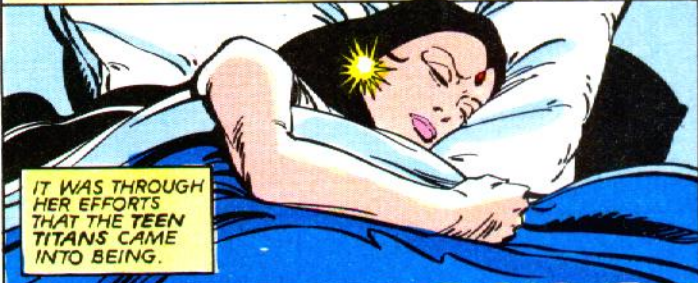




NEW YORK HAS ALWAYS BEEN A CITY OF LAND-MARKS, THE LATEST OF WHICH CAN BE FOUND ON AN ISLE IN THE EAST RIVER--TITANS TOWER, HOME OF A BAND OF SUPER-POWERED TEENAGERS.


THOUGH IN EXISTENCE ONLY A COMPARATIVELY SHORT TIME, THE TEAM HAS GARNERED A FORMIDABLE REPUTATION.

THIS IS RAVEN, CHILD OF A HUMAN WOMAN AND AN OTHER-DIMENSIONAL DEMON LORD. SHE IS AN EMPATH, A HEALER.




IT WAS THROUGH HER EFFORTS THAT THE TEEN TITANS CAME INTO BEING.

SHE SLEEPS NOW... AND DREAMS.



IN THOSE DREAMS, HER SOULSELF SOARS AMONG THE STARS, AT PEACE WITH ITSELF.

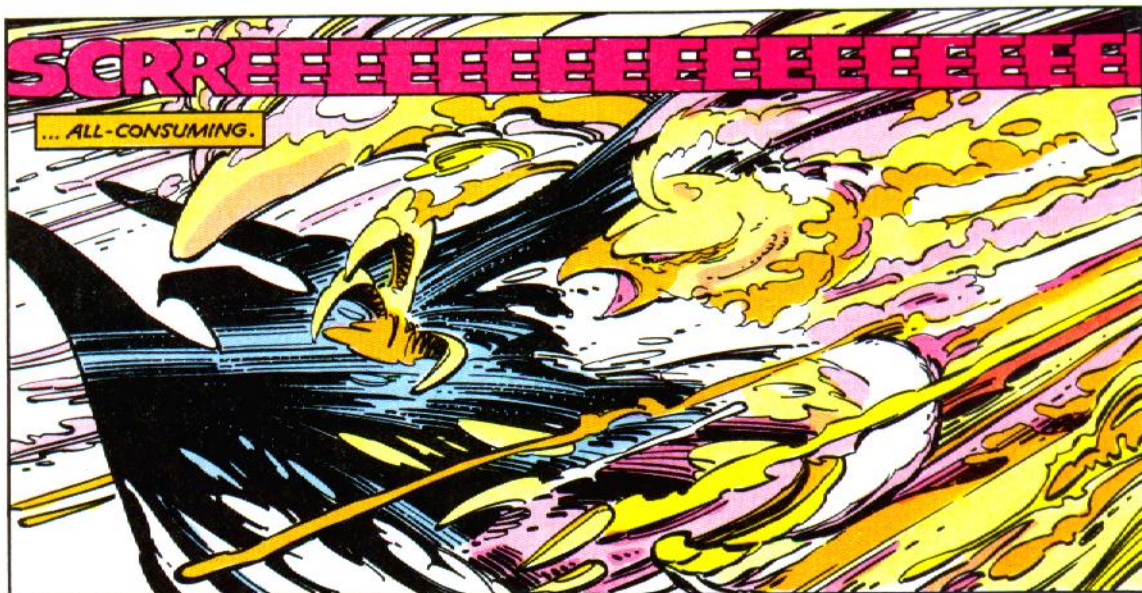
IT IS A RARE, TRANQUIL INTERLUDE AND RAVEN REVELS IN IT.



THEN, SUDDENLY, LIGHT FLARES IN THE CELESTIAL DARKNESS--



--BLINDING, PREDATORY, INSATIABLE...





SHE IS CAST INTO THE ABYSS, WHERE HER FATHER, TRIGON, WAITS, LAUGHING, TO CLAIM HER.

FIRST TO ANSWER HER CALL IS STARFIRE-- PRINCESS KORIAND'R OF TAMARAN.

BY X'HAL, I'VE NEVER HEARD SUCH A CRY!

WERE YOU ATTACKED?!

SHE WAKES, SCREAMING.

RAVEN, ARE YOU ALL RIGHT?!! WHAT'S THE MATTER?!

IT WAS... A DREAM, KORIAND'R...

SOON...

... THEN I SAW THE EARTH TRANSFORMED INTO A BURNING WASTELAND, ITS PEOPLE STRIPPED OF THEIR... HUMANITY!

IT WAS ONLY A DREAM, THOUGH. IT WASN'T REAL.

STARFIRE, SOMETIMES MY DREAMS COME TRUE. I HAVE A RANDOM PRESCIENT ABILITY WHICH OCCASIONALLY ALLOWS ME GLIMPSES OF THE FUTURE. SUPPOSE THIS WAS ONE OF THOSE?!

HEY, WHAT'S COOKIN', DOLLS? IS RAVEN OKAY?

SHE HAD A NIGHTMARE, GARFIELD.

TOO MUCH MEDITATION, MOST LIKELY.

THE DOMINANT IMAGE WAS A WOMAN-- A... GODDESS-- SHROUDED WITHIN A MAJESTIC BIRD OF FIRE.

SOUNDS NEAT! KEEP TALKIN', RAVEN. I'LL USE MY SHAPE-CHANGING POWERS TO GIVE KORY AN IDEA OF WHAT IT LOOKED LIKE.

THE BIRD, ANYWAY.

PHOENIX!

H-HEY!!



G-GARFIELD-- **CHANGELING**-- OH, FORGIVE ME, MY FRIEND. WHEN I SAW THE PHOENIX, THE EVIL ONE, I... I... LOST CONTROL.

HEY, NO PROBLEM. NO MORE BIRD IMPRESSIONS, OKAY?

DO NOT LAUGH.

IN MY WARRIOR'S RAGE, I COULD HAVE SLAIN YOU.

RAVEN, PRAY THAT WHAT YOU SAW WAS A DREAM. FOR IF IT IS REAL, IF THAT IS OUR FUTURE...

...THEN THE EARTH, THE UNIVERSE ITSELF, MAY WELL BE DOOMED.

A STARBOLT FLASHES FROM HER HAND TO THE COMMUNICATIONS CONSOLE, TO ACTIVATE THE TITANS RED ALERT.

IT'S THE GROUP'S HIGHEST PRIORITY SIGNAL, TO BE ANSWERED IMMEDIATELY.

MINUTES LATER, ON THE NEW JERSEY TURNPIKE...

RELAX, VINCE. I'LL LOSE 'EM.

NO, YOU WON'T, HARRY.

HUH?! WHO SAID THAT?!

WHO SAID WHAT?!

HARRY, YOU'RE SLOWIN' DOWN! WHY ARE YOU SLOWIN' DOWN?!

IT AIN'T ME, VINCE. IT'S THE CAR!

DON'T JUST STAND THERE-- DO SOMETHING! QUICK!

I CAN'T.

WHY NOT?!

SOMEONE SWIPED OUR ENGINE!

Sigh.

FLOOR THIS SUCKER, HARRY. THE COPS ARE RIGHT BEHIND US.

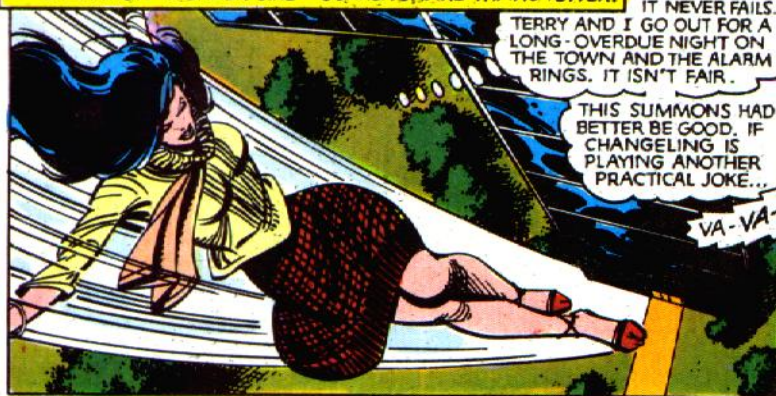
I ALWAYS KNEW MY SEMESTER OF AUTO SHOP...

...WOULD COME IN HANDY SOMEDAY.

AND KID FLASH STREAKS ACROSS TWO RIVERS AND MANHATTAN ISLAND IN THE LITERAL BLINK OF AN EYE.



DONNA TROY-- WONDER GIRL-- SOARS TOWARD TITANS TOWER.



IT NEVER FAILS. TERRY AND I GO OUT FOR A LONG-OVERDUE NIGHT ON THE TOWN AND THE ALARM RINGS. IT ISN'T FAIR.

THIS SUMMONS HAD BETTER BE GOOD. IF CHANGELING IS PLAYING ANOTHER PRACTICAL JOKE...

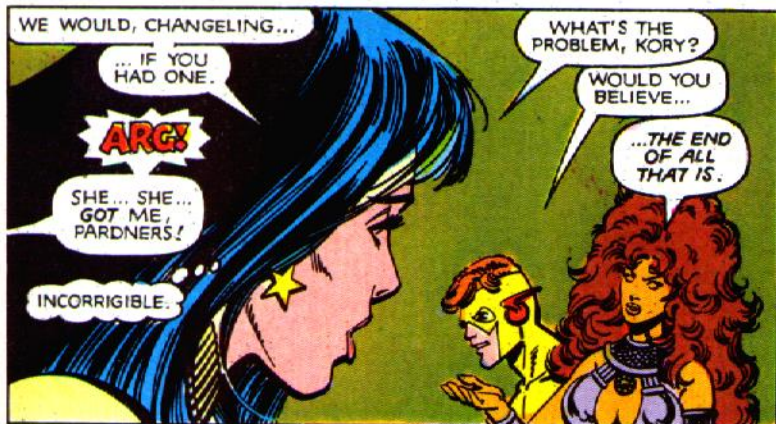
VA-VA-YOOM!



TALK ABOUT YOUR BASIC SIGHT FOR SORE EYES! WOW!!

PUT A LOCK ON IT, GAR. I'M NOT IN THE MOOD.

THREATS, ALWAYS THREATS. DOESN'T ANY ONE LOVE ME FOR MY SPARKLING PERSONALITY?



WE WOULD, CHANGELING...

... IF YOU HAD ONE.

ARG!

SHE... SHE... GOT ME PARDNERS!

INCORRIGIBLE.

WHAT'S THE PROBLEM, KORY?

WOULD YOU BELIEVE...

...THE END OF ALL THAT IS.



MIDTOWN MANHATTAN.

HIS NAME IS VICTOR STONE--

--CYBORG-- A CYBERNETIC ORGANISM...

... A SUPER-POWERED SYNTHESIS OF MAN AND MACHINE.

HE'D RATHER BE HUMAN.

WHOO-EE! WHAT A MESS!

THIS USED TO BE A SKYSCRAPER-- 'TIL IT GOT TRASHED BY THE X-MEN.

MEDIA DESCRIBES 'EM AS OUTLAWS. I WONDER WHY THE TITANS HAVE NEVER TANGLED WITH 'EM?

5TH ST  
MADISON

UPON CYBORG'S ARRIVAL, RAVEN'S STORY IS ONCE MORE QUICKLY TOLD...



THAT STILL DON'T EXPLAIN WHY STARFIRE TRIED TO THROTTLE CHANGELING--THOUGH LORD KNOWS WE'VE ALL WANTED TO AT ONE TIME OR OTHER.

THANKS A LOT.

WAIT! ONE OF US IS STILL MISSING!

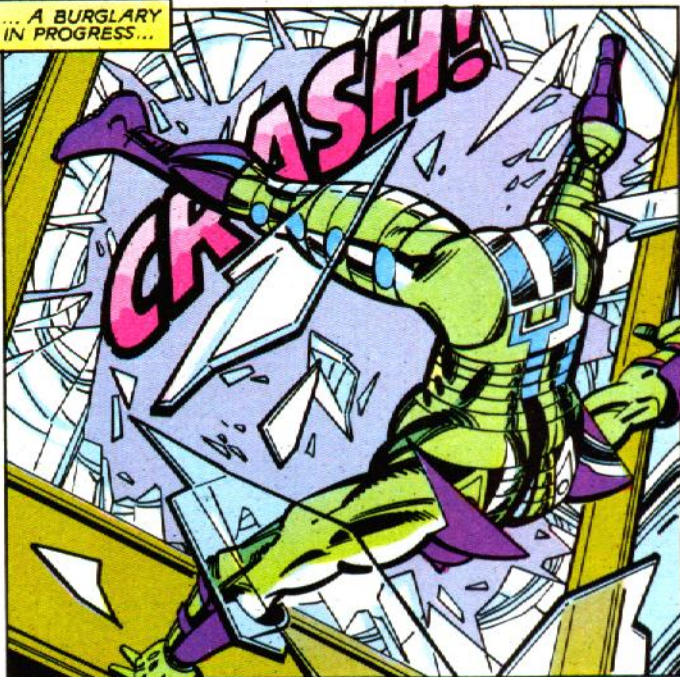
WHERE IS ROBIN?! WHY HAS HE NOT ANSWERED THE CALL?!



GOTHAM CITY...

...S.T.A.R. LABORATORIES...

... A BURGLARY IN PROGRESS...



BENNY'S TIP WAS RIGHT ON THE MONEY.



INTER-GANG IS BACK IN ACTION.

I'M GLAD THERE WERE ONLY A HANDFUL OF THEM IN ON THIS ROBBERY-- THEY WERE TOUGH! BUT SOMETHING ABOUT THE WAY THEY MOVED... ISN'T QUITE RIGHT.

C'MON, FELLA-- OFF WITH THE MASK. I WANT TO GET A LOOK AT YOUR...



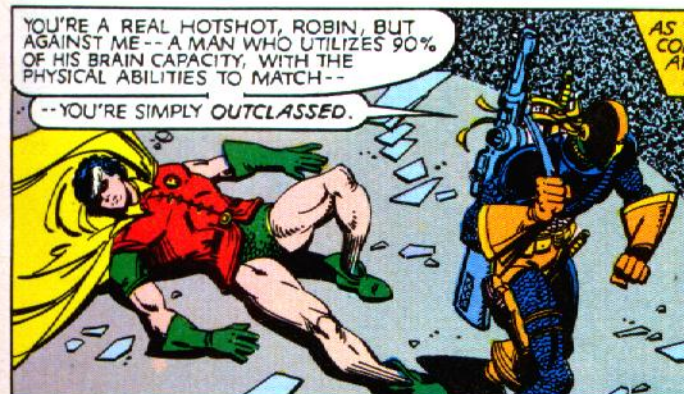
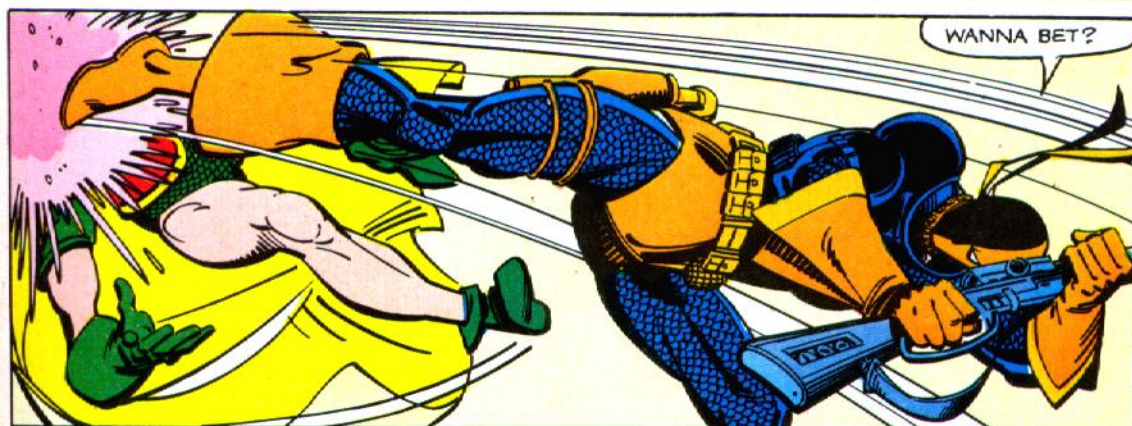
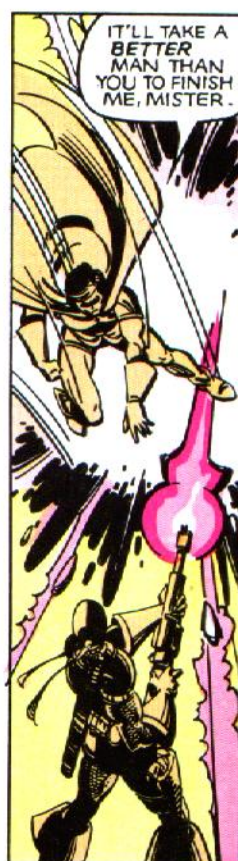
... FACE.

GOOD LORD!

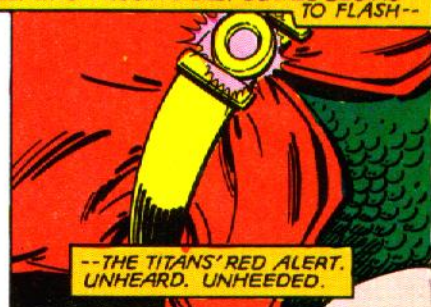


WHO-- WHAT-- IS THIS?!





AS TERMINATOR TURNS TO COLLECT HIS UN-CONSCIOUS COLLEAGUES AND THE SCIENTIFIC APPARATUS THEY CAME HERE TO STEAL, A BEEPER ON ROBIN'S BELT BUCKLE BEGINS TO FLASH--





LATER, AT THE ANNANDALE, NEW YORK HOME OF JOHN AND ELAINE GREY, JEAN'S PARENTS...

WE WERE IN BED. WE BOTH HAD BEEN AWAKENED BY STRANGE DREAMS--ALMOST NIGHTMARES. I HEARD A NOISE IN THE LIVING ROOM. I WENT DOWNSTAIRS TO INVESTIGATE.

IT... IT WAS JEAN.

SHE SAID, "FATHER, HELP ME." I TOOK HER IN MY ARMS, AND SHE... DISAPPEARED.

IT...  
IT WAS  
JEAN.

SHE SAID, "FATHER, HELP ME."  
I TOOK HER IN MY ARMS,  
AND SHE... DISAPPEARED.

**VIRTUALLY  
THE SAME,  
NIGHT-  
CRAWLER.**

WHAT DOES THIS MEAN?! MY WIFE AND I DEMAND AN EXPLANATION, CYCLOPS-- YOU OWE US THAT MUCH, AT LEAST!

YOU  
TOLD US  
JEAN WAS  
DEAD!

IS SHE OR  
ISN'T SHE?!

SHE WAS DISINTEGRATED BEFORE MY EYES, PROFESSOR. AS I UNDERSTAND IT, THAT'S DEATH.

BUT, AS PHOENIX,  
JEAN HAD TAPPED INTO A PRIMAL  
UNIVERSAL FORCE--SHE WIELDED  
VIRTUALLY INFINITE POWER. CAN  
SUCH A BEING TRULY DIE? I  
DON'T KNOW. I'M NOT SURE  
I WANT TO.

ALL THAT'S CERTAIN IS THAT **SOMETHING** IS HAPPENING.

EACH OF US HAD NIGHTMARES. PROFESSOR XAVIER BELIEVES IT WAS SOME FORM OF PSYCHIC ATTACK. AND YOU AND I SAW AN APPARITION, HEARD A WARNING...

CYCLOPS,  
YOU X-MEN  
DEAL WITH  
THIS SORT  
OF THING  
AS A  
MATTER OF  
COURSE.

I-- WE-- ONLY  
WANT TO KNOW  
ABOUT OUR CHILD.

IT ISN'T FAIR, ORORO. TO LOSE HER, TO GRIEVE, TO FINALLY RECOVER FROM THAT GRIEF -- ONLY TO HAVE THE WOUNDS TORN OPEN AGAIN.

WHY?! FOR  
PITY'S SAKE--  
WHY?!?





X-MEN--!

GOOD EVENING, DOCTOR, MRS. GREY. PLEASE FORGIVE MY SOMEWHAT... OUTRE APPEARANCE. IT IS MERELY AN ASTRAL PROJECTION OF MY THOUGHTS.

COMRADE PROFESSOR!

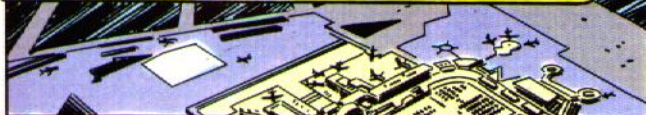


WHAT NEWS, CHARLES?

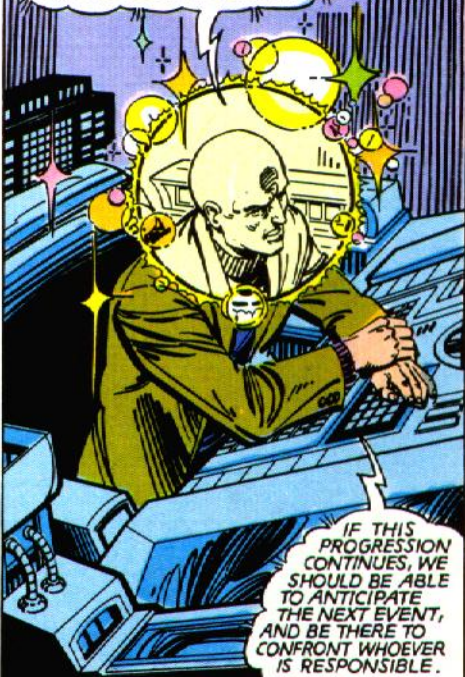
I'VE SEARCHED TELEPATHICALLY, AND WITH OUR MUTANT-DETECTING CEREBRO COMPUTER SYSTEM, BUT THERE IS NO TRACE OF JEAN.

I HAVE, HOWEVER, DISCOVERED SOMETHING THAT MAY BE OF VALUE.

"THROUGHOUT THE EVENING, MYSTERIOUS INCIDENTS HAVE OCCURED, BEGINNING AT KENNEDY AIRPORT..."



THE TIMING OF THESE EVENTS COINCIDES WITH OUR DUAL APPEARANCES OF PHOENIX. MORE IMPORTANTLY, THEY OCCURED IN PLACES WHERE SHE MANIFESTED HER POWER.



IF THIS PROGRESSION CONTINUES, WE SHOULD BE ABLE TO ANTICIPATE THE NEXT EVENT, AND BE THERE TO CONFRONT WHOEVER IS RESPONSIBLE.



SOUNDS GOOD TO ME. THAT'S A SUCKER I'M LOOKIN' FORWARD TO MEETIN'.

YOU OKAY, CHARLEY? YOU'RE LOOKIN' A LITTLE RAGGED.

YOUR CONCERN IS APPRECIATED, WOLVERINE. THE EFFORT-- AND STRAIN-- ARE CONSIDERABLE...

BUT I HAVE HANDLED WORSE.

TAKE CARE, X-MEN. I WILL BE IN TOUCH.



STILL LATER...

ROBIN!

IS HE  
OKAY,  
RAVEN?!

HE HAS BEEN  
BADLY BEATEN,  
WALLACE.

NICE  
NEIGHBORHOOD.

WATCH IT,  
GREENIE.  
I LIVE IN A  
NEIGHBOR-  
HOOD  
LIKE THIS.

CAN YOU  
HELP HIM?

I SHALL  
DO MY  
BEST.

DICK'S MORE THAN A MATCH FOR ANY  
GANG OF CROOKS. THE OPPOSITION  
MUST HAVE BEEN PRETTY IMPRESSIVE.

IT...  
WAS.

STILL...  
HURTS,  
TOO.

HE'S IN  
ROUGH  
SHAPE,  
WORSE  
THAN HE  
LETS ON-  
eh?!

RATS!

BEAT IT,  
CREEPS!  
ROBBIE  
ISN'T ON  
TONIGHT'S  
MENU!

SQUEEE

REST, ROBIN. LET MY EMPATHIC POWERS HEAL YOU.

I'M ALL RIGHT NOW,  
RAVEN. REALLY. THANKS.

WHO  
AMBUSHED  
YOU, DICK?

THE TERMINATOR.

HOW'D YOU GUYS  
KNOW I WAS IN  
TROUBLE?

WE  
DIDN'T.

STARFIRE  
SOUNDED  
THE TITANS  
RED  
ALERT.

WHEN YOU  
DIDN'T SHOW,  
WE CAME  
LOOKIN'  
FOR YOU.

THE RED ALERT-- WHY?!



I HAVE SEARCHED THE CITY,  
MY FRIENDS. THERE IS NO  
SIGN OF THE EVIL ONE.

HUH?!

WHAT'S  
SHE  
TALKING  
ABOUT?!

BEATS ME--  
BUT I GOT  
A FEELIN'...

...THINGS  
ARE ABOUT  
TO GET REAL  
COMPLICATED.

YOU CALLED US  
ALL TOGETHER,  
KORY.

AS YOU KNOW, I AM NOT OF YOUR WORLD.  
TO SAVE MY HOME PLANET, **TAMARAN**,  
FROM DESTRUCTION, I WAS GIVEN TO OUR  
ANCIENT FOES, THE CITADEL, AS A SLAVE.  
I WAS BEING TRANSPORTED BY TROGARR,  
COMMANDER OF THE GORDANIAN  
WARSHIP, Q' ST'R, TO MY NEW OWNER.

I LEARNED OF  
**PHOENIX** JUST  
PRIOR TO MY  
ESCAPE TO EARTH--  
AND JOINING THE  
TEEN TITANS.

"WE WERE CONTACTED-- AS  
WERE ALL THE MAJOR STAR-  
FARING RACES--BY **LILANDORA**...

"...EMPRESS OF THE  
**SHI'AR**, A GALACTIC  
STATE EVEN THE  
CITADEL RESPECTS.

"SHE TOLD US OF AN EARTH-  
WOMAN WHO HAD ONCE  
SAVED THE UNIVERSE AND  
WHO NOW, DRIVEN INSANE BY  
HER IMMENSE POWER, WOULD  
SURELY DESTROY IT.

"WE WATCHED IN  
AWESOME AND HORROR  
AS **PHOENIX** MADE A STAR  
GO SUPER-NOVA, CONSUMING  
ITS PLANETARY SYSTEM AND  
FIVE BILLION INHABITANTS.

"A **SHI'AR** BATTLE  
CRUISER INTER-  
CEPTED HER...

"SHE WAS HUNGRY, YOU SEE.  
THE STAR WAS SUSTENANCE  
TO HER. THAT D'BARI DIED IN  
THE PROCESS WAS IRRELEVANT.

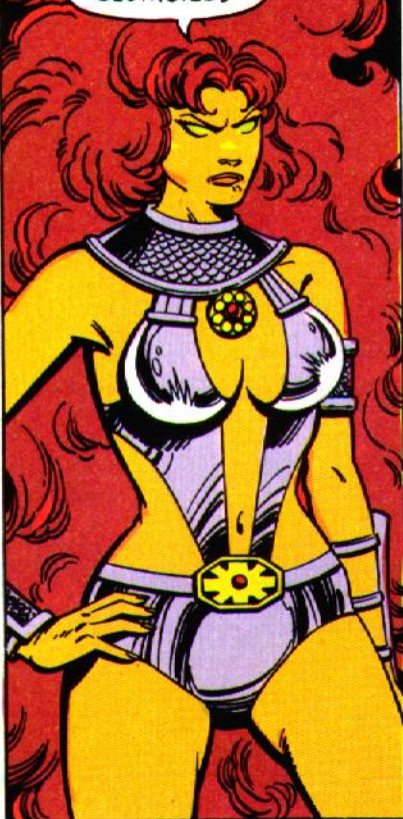
"...AND SHE  
BLEW IT OUT  
OF SPACE.



LILANDRA PLEDGED TO END THE THREAT OF PHOENIX FOREVER. SOON AFTER, SHE REPORTED THE EVIL ONE SLAIN.

RAVEN'S DREAM INDICATES OTHERWISE.

MY FRIENDS, THE CHAOS-BRINGER MUST BE FOUND. SHE MUST BE DESTROYED!



KORIAND'R, YOUR RAGE, YOUR HATRED-- THEY ARE AGONY TO ME!

FORGIVE ME, RAVEN. WE OF TAMARAN ARE A PASSIONATE RACE. OUR EMOTIONS ARE NOT EASILY CONTROLLED.

KORY, COSMIC MENACES ARE A LITTLE OUT OF THE TITANS' LEAGUE. PERHAPS WE SHOULD NOTIFY THE JUSTICE LEAGUE OR THE AVENGERS...?



AND WHAT ABOUT THE TERMINATOR?? IF WONDER GIRL'S FELLOW AMAZONS HADN'T SAVED ME, I'D BE DEAD NOW, THANKS TO HIM!

BUT YOU ARE ALIVE, GAR. THE PEOPLE OF D'BARI ARE NOT.

IF PHOENIX IS LEFT UNCHECKED, ENTIRE PLANETS WILL DIE. PERHAPS EVEN-- THE UNIVERSE!



I ASK YOUR HELP. SHOULD YOU DENY ME, I'LL PROCEED ON MY OWN.

WE'RE TITANS, STARFIRE. WE STICK TOGETHER. WE'LL TRACK DOWN PHOENIX!

IF WE FIND HER, FINE. IF NOT, WE TACKLE THE TERMINATOR. FAIR ENOUGH?



I ACCEPT YOUR TERMS, ROBIN, AND THANK YOU--

--WITH ALL MY HEART!

mmmmmmmmmm??!!!!

FIGURES. I'M THE ONE THE TERMINATOR ALMOST KILLED. ROBIN'S THE ONE WHO GETS KISSED.

THEY DON'T CALL HIM THE "TEEN WONDER" FOR NOTHING.



EVENUALLY...

WHEW!

A WOMAN CODE-NAMED PHOENIX USED TO BE AFFILIATED WITH THE X-MEN. IT'S A SLIM LEAD, BUT AS GOOD A PLACE AS ANY TO START OUR SEARCH.

... INTERRUPT THIS PROGRAM FOR A SPECIAL NEWS BULLETIN...

EXPLOSIONS HAVE LEVELLED THE FROST INDUSTRIES RESEARCH FACILITY IN CHICAGO, ILLINOIS...





ELSEWHERE...

THE PURPOSE OF THEIR  
LABOR IS UNKNOWN TO  
THEM. EACH WORKER  
IS TOLD PRECISELY  
ENOUGH TO ENABLE  
HIM TO DO HIS JOB,  
NO MORE THAN THAT.

INDEED, THROUGHOUT  
THIS VAST LABYRINTHINE  
NETWORK OF CAVERNS  
AND TUNNELS, ONLY  
ONE PERSON WONDERS  
WHAT IT'S ALL ABOUT--

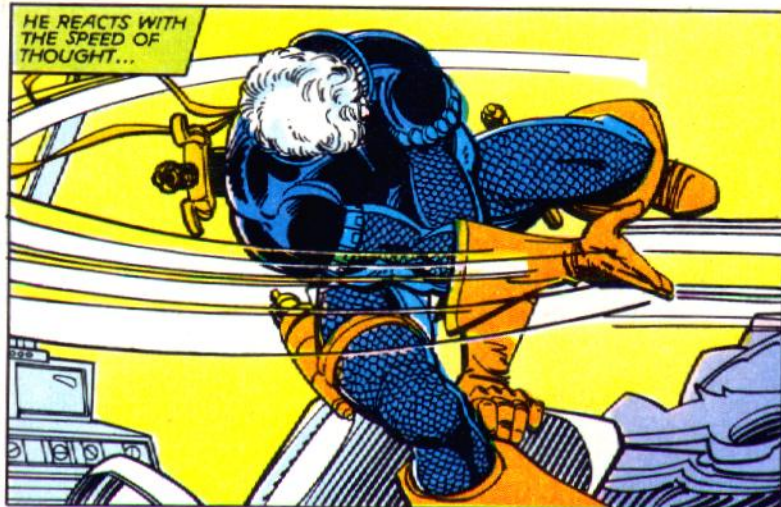
-- SLADE WILSON -- AKA, DEATHSTROKE THE  
TERMINATOR -- THE MOST EXPENSIVE  
MERCENARY / ASSASSIN IN THE WORLD ...

... AND WORTH EVERY PENNY.

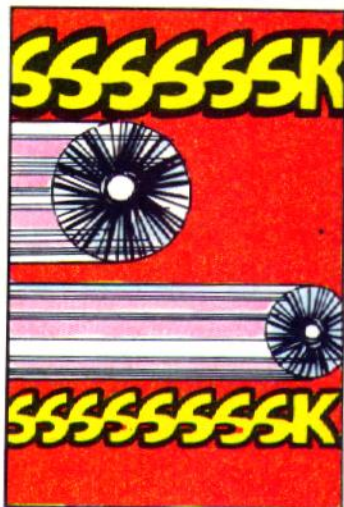
KTIK!

MY  
CHAMPAGNE!





HE REACTS WITH  
THE SPEED OF  
THOUGHT...



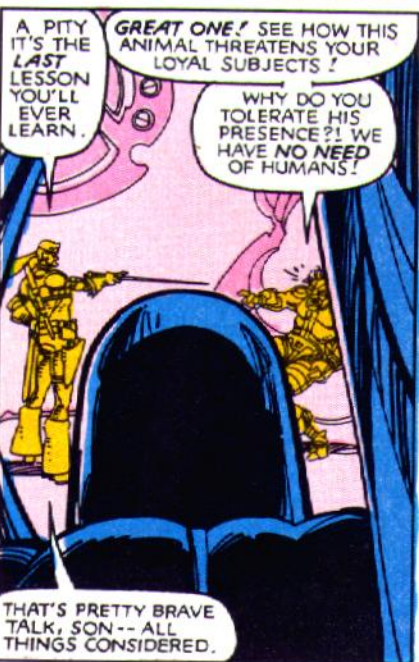
... AND A  
SKILL AND  
ACCURACY  
THAT ARE  
BEYOND  
BELIEF.



THAT WAS MY LAST BOTTLE OF DOM  
PERIGNON, '71. IT'S IRREPLACABLE.

PEACE, HUMAN.  
I WAS-- heh, heh--  
MERELY CURIOUS TO DISCOVER HOW  
FORMIDABLE YOU  
-- heh, heh--  
TRULY ARE.

NOW YOU KNOW.



A PITY  
IT'S THE  
LAST  
LESSON  
YOU'LL  
EVER  
LEARN.

GREAT ONE! SEE HOW THIS  
ANIMAL THREATENS YOUR  
LOYAL SUBJECTS!

WHY DO YOU  
TOLERATE HIS  
PRESENCE?! WE  
HAVE NO NEED  
OF HUMANS!

THAT'S PRETTY BRAVE  
TALK, SON-- ALL  
THINGS CONSIDERED.



HE IS HERE BECAUSE I  
WISH IT SO. HE IS  
USEFUL TO ME, RAVOK,  
AS ARE YOU. BUT SUCH  
USEFULNESS-- LIKE  
MY PATIENCE-- IS  
FINITE.

DO NOT PUSH  
YOUR LUCK TOO  
FAR, EITHER  
OF YOU.

TERMINATOR, TAKE YOUR  
CADRE TO THE FINAL  
SIPHON POINT. YOU KNOW  
WHAT TO DO THERE.



RAVOK, YOUR OBJECTIVE IS  
THE X-MEN. I WANT THEM  
ALIVE AND UNDEMANAGED.  
IS THAT UNDERSTOOD?

RAVOK THE RAVAGER  
SHALL NOT FAIL, MY  
DREAD LORD!

THE X-MEN  
ARE AS GOOD  
AS TAKEN!



THE  
X-MANSION...

...WITHIN  
THE HOUR...

WOLVERINE'S CONCERN WAS JUSTIFIED. XAVIER HAS BEEN DRIVING HIMSELF TOO HARD ALL EVENING -- TAXING HIS ADMITTEDLY PRODIGIOUS ABILITIES TO THEIR LIMITS AND FAR BEYOND -- AND THE INHUMAN STRAIN HAS AT LAST TAKEN ITS TOLL.

ONCE MORE, HE SLEEPS.

BUT THIS  
TIME, HE  
REMAINS  
ON GUARD.

WHO--?!

YOUR REIGN  
OF TERROR  
IS OVER,  
EVIL ONE!

THE MOMENT  
OF YOUR  
DEATH IS  
AT HAND!

**KRAKOW!**

**UNGNH!**

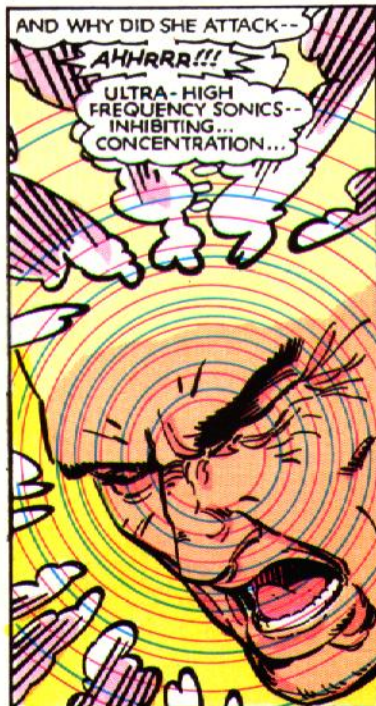
**NO!!**





MY PSIBOLT STOPPED HER-- BARELY-- BUT THE EFFORT HAS WEAKENED ME.

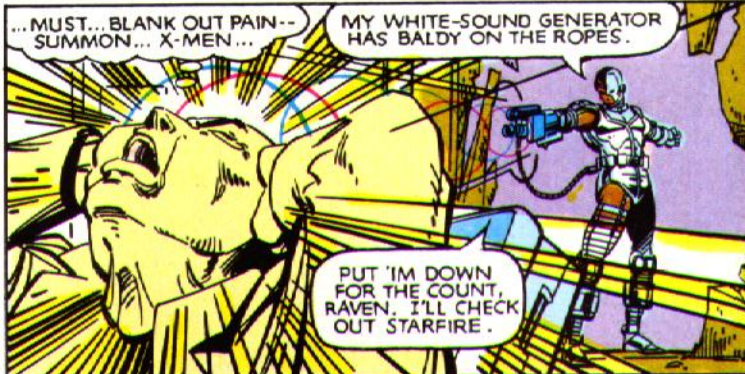
AT FIRST GLANCE, I MISTOOK HER FOR JEAN-- BUT SHE'S JUST A CHILD. WHO IS SHE?!



AND WHY DID SHE ATTACK--

AAHHRRR!!!

ULTRA-HIGH FREQUENCY SONICS-- INHIBITING... CONCENTRATION...



...MUST... BLANK OUT PAIN-- SUMMON... X-MEN...

MY WHITE-SOUND GENERATOR HAS BALDY ON THE ROPES.

PUT 'IM DOWN FOR THE COUNT, RAVEN. I'LL CHECK OUT STARFIRE.



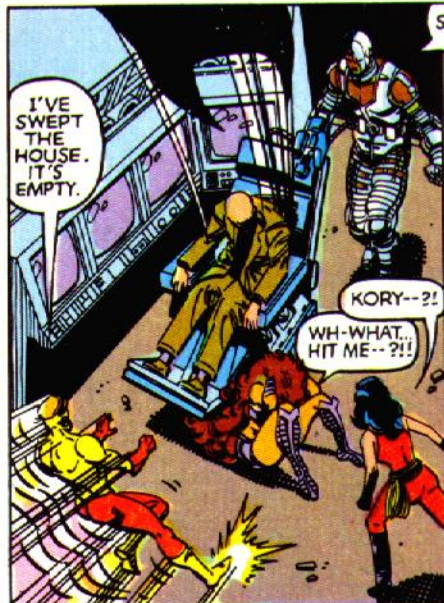
SHUT OFF YOUR DEVICE, VICTOR! HE IS A TELE-PATH! I HEAR HIS SCREAMS--FEEL HIS PAIN--IN MY MIND! IT IS TEARING ME APART AS WELL!

GOOD LORD!



YOU UNDER-ESTIMATE OUR FOE, MY FRIEND. HIS WILL IS STRONG. EVEN NOW, HE RESISTS YOUR ASSAULT, AND MINE.

BUT EVEN SUCH POWER AS HIS CANNOT RESIST MY SOUL-SELF.



I'VE SWEEPED THE HOUSE. IT'S EMPTY.

KORY--?!

WH-WHAT, HIT ME--?!!



SOMETHIN' BUGGIN' YOU, ROBBY?

NOT MUCH, CYBORG. ONLY BREAKING AND ENTERING, CRIMINAL TRESPASS, VANDALISM, ASSAULT, POSSIBLY ATTEMPTED MURDER!

CRIMES, TITANS-- COMMITTED BY US!



PEOPLE, BEING TEEN TITANS DOESN'T GIVE US ANY SPECIAL STATUS. WE HAVE TO OBEY THE LAW JUST LIKE EVERYONE ELSE. AND PLAY BY THE RULES.

KORY, YOU CAN'T SIMPLY SMASH INTO PEOPLES' HOMES AND ATTACK THEM LIKE YOU DID. IN THIS LAND, A PERSON IS INNOCENT UNTIL **PROVEN GUILTY**.

OUR WAYS MAY SEEM STRANGE-- EVEN FOOLISH-- TO YOU, BUT IF YOU WANT TO REMAIN A TITAN, YOU HAVE TO HONOR THEM.

RICHARD, I SENSE NO EVIL IN THIS MAN-- ONLY A DEEP, ABIDING SADNESS. THOSE SAME EMOTIONS PERMEATE THE HOUSE.

COULD WE HAVE MADE A MISTAKE?

NO, RAVEN-- NO!!

PHOENIX WAS AN X-MAN, AND ROBIN TRACED THE X-MEN TO THIS PLACE.

# BOOM!!

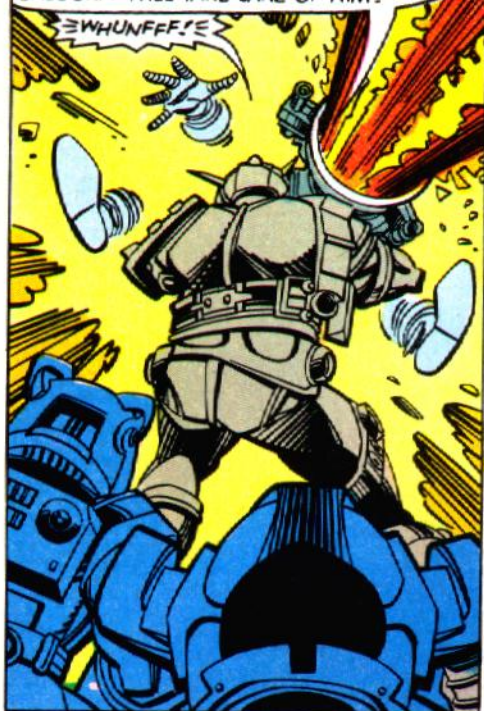
BUT, KORY, THAT'S NO REASON TO ASSUME...

WHAT THE BLAZES--???

SHOCK COMMANDOS-- ATTACK!!

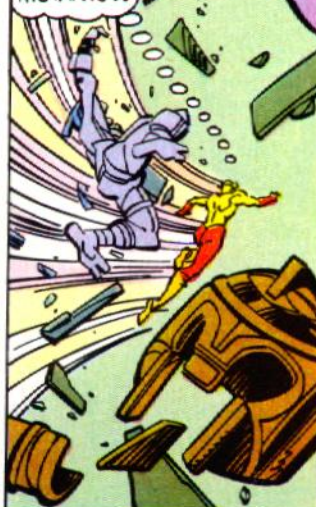


REMEMBER THE BRIEFING! THIS ARMORED ONE MUST BE COLOSSUS! MY DYN-BLAST BAZOOKA WILL TAKE CARE OF HIM!



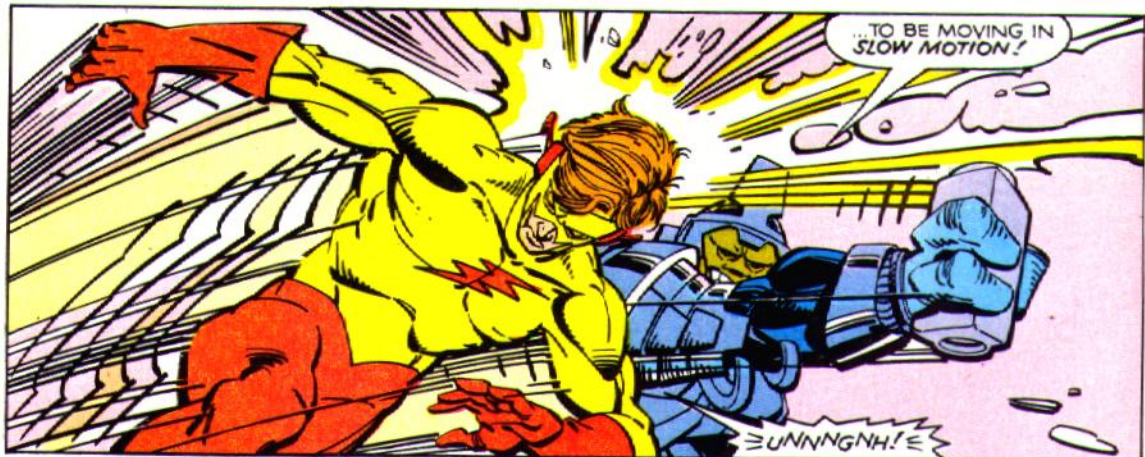
THESE CREEPS THINK WE'RE THE X-MEN! BUT WHO THE HECK ARE THEY?! WHERE DO THEY COME FROM?!

AND WHAT DO THEY WANT WITH THAT GANG OF OUTLAW MUTANTS?!

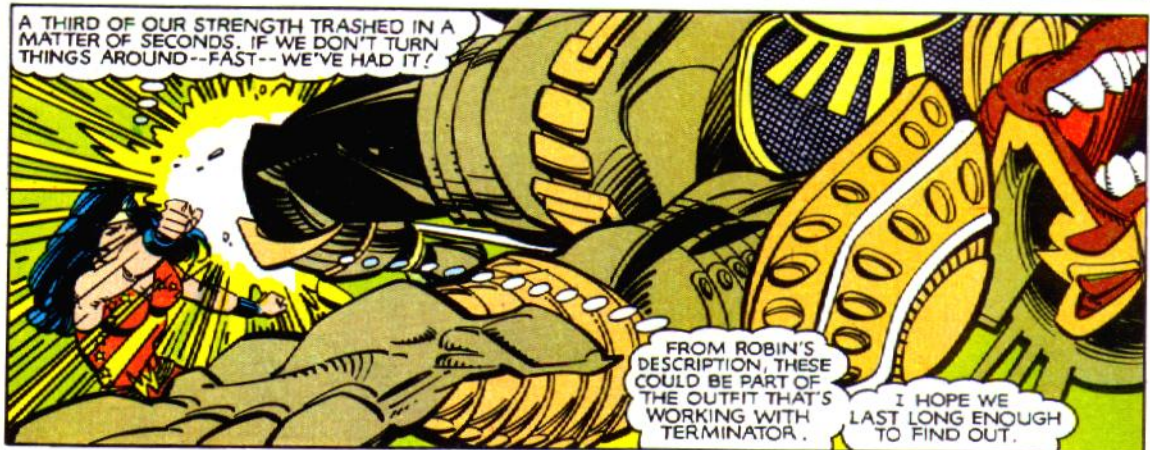


A SPEEDSTER! THE TAPES MADE NO MENTION OF HIM. HE MUST BE A RECENT ARRIVAL.

NO MATTER. WITH THE TWIST OF A DIAL, I CAN INCREASE THE EFFICIENCY OF MY BATTLESUIT TO THE POINT WHERE THE YOUTH NOW APPEARS TO ME...



A THIRD OF OUR STRENGTH TRASHED IN A MATTER OF SECONDS. IF WE DON'T TURN THINGS AROUND--FAST--WE'VE HAD IT!



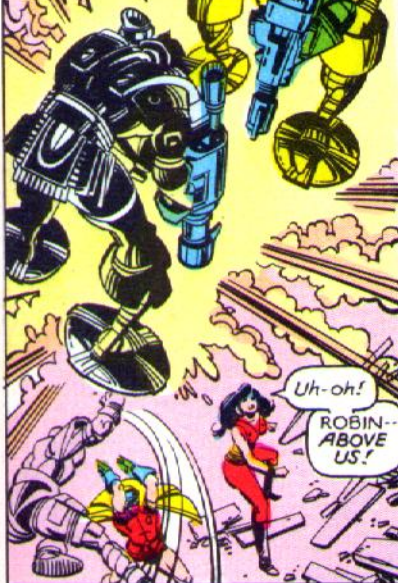
FROM ROBIN'S DESCRIPTION, THESE COULD BE PART OF THE OUTFIT THAT'S WORKING WITH TERMINATOR.

I HOPE WE LAST LONG ENOUGH TO FIND OUT.



PHASING CIRCUITS-- IN!

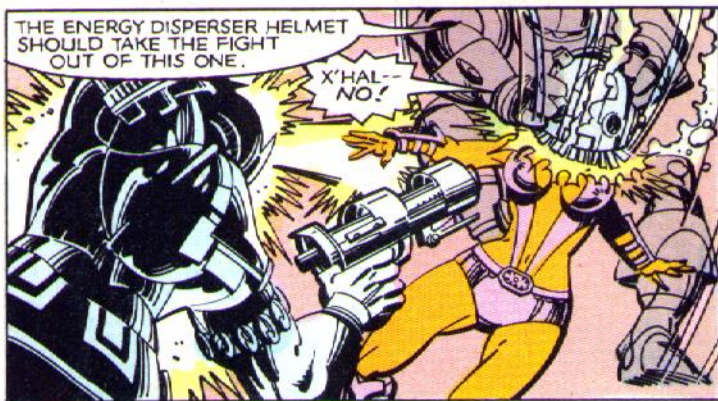
HAH! OUR  
ARRIVAL VIA  
OUR TELEPORT  
DISCS HAS  
CAUGHT THE  
HUMANS  
UNAWARES!



Uh-oh!  
ROBIN--  
ABOVE  
US!



THE ENERGY DISPERSER HELMET  
SHOULD TAKE THE FIGHT  
OUT OF THIS ONE.



X'HAL--  
NO!

WE ARE BEATEN!  
BUT--SO QUICKLY,  
SO EASILY! I  
MUST SEND MY  
SOUL-SELF TO  
SUMMON--

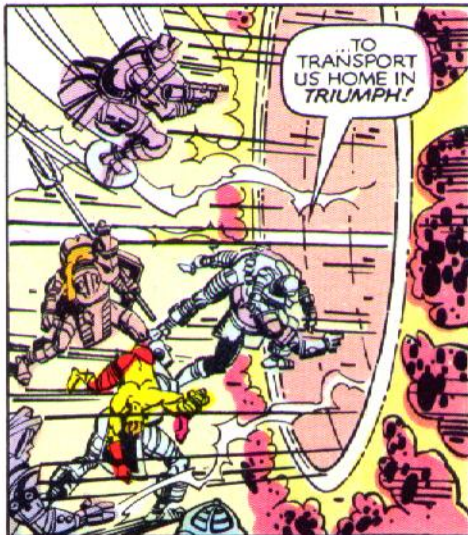
--ARRRGH!



MY ELECTRO-  
LANCE  
NEUTRALIZED  
THE LAST OF  
THEM. COLLECT  
THE PRISONERS...



...WHILE I  
SUMMON THE  
BOOM TUBE...



...TO  
TRANSPORT  
US HOME IN  
TRIUMPH!

IN THE CONFUSION, THEY MISSED ME-- BUT  
WHAT CAN  
I DO?!



WAITAMINNI! I'M A **SHAPE-CHANGER**. I CAN'T MIMIC  
PEOPLE, ONLY ANIMALS-- BUT SINCE THESE CREEPS  
AREN'T HUMAN, I MAY BE ABLE TO DO IT. I'LL TAG  
ALONG, LEARN ALL  
I CAN, TRY TO  
FREE THE OTHERS...



THE STRAIN IS MURDEROUS, BUT BECAUSE GAR LOGAN IS A HERO, HE ENDURES--  
AND HURRIES TO JOIN THE COMMANDO TEAM AS THEY VANISH FROM THE EARTH.



MORNING...

...ON A CERTAIN  
REMOTE BUTTE IN  
NEW MEXICO,  
WHERE, LONG  
AGO-- IN GENTLER,  
HAPPIER DAYS--  
SCOTT SUMMERS  
AND JEAN GREY  
CONSUMMATED  
THEIR LOVE...

MOVE IT,  
CLOWNS! WE  
HAVEN'T GOT  
ALL NIGHT!

WE'VE BEEN USING THESE PSI-PHONS TO ABSORB  
PHOENIX'S RESIDUAL PSYCHIC ENERGY WHEREVER SHE  
USED HER POWER -- FROM ANTARCTICA TO CHICAGO  
TO HERE. THIS IS THE LAST, AND BIGGEST, MODULE.

THE BIG MAN IS GATHERING  
A HECKUVA LOT OF RAW  
POWER. I WONDER WHAT  
HE'S GOT IN MIND?

WHO CARES -- JUST SO,  
WHEN THIS CAPER'S OVER,  
HE REMEMBERS HIS  
FRIENDS. NAMELY, ME.

GOTTA LIGHT, BUB?

SURE.



I'M IMPRESSED. I DIDN'T THINK *ANYONE* COULD GET THE DROP ON ME. YOU SHOULD HAVE STRUCK WHILE YOU HAD THE CHANCE, FELLA. THAT BIT OF BRAVADO WILL COST YOU.

WHAT--?! I MISSED!

TOO BAD. I DIDN'T.

NICE MOVE, WOLVERINE.

WE ARRIVED TOO LATE TO CATCH THEM AT FROST INDUSTRIES IN CHICAGO.

BASED ON THEIR PATTERN, THIS *HAD* TO BE THEIR NEXT OBJECTIVE.

COLOSSUS, PUT THAT DEVICE OUT OF COMMISSION!

AS GOOD AS DONE, TOVARISCH.



WHAT ARE THESE CREATURES DOING HERE?! WHAT PURPOSE DO THEY SERVE?!

THIS IS WHERE SCOTT AND JEAN WERE HAPPIEST-- THE LAST, IDYLIC INTERLUDE BEFORE HER TRANSFORMATION TO DARK PHOENIX AND HER... HER DEATH. HOW DARE THEY DESECRATE IT!

AS STORM'S CYCLONE DISARMS THE PARA-DEMONS AND SWEEPS THEM AWAY...

Aa!i!...

...KITTY PRYDE PHASES INTO ACTION.

Eh--???

SURPRISE, SWEET'UMS!

WHY CAN'T YOU PICK ON SOMEONE YOUR OWN SIZE?

DANKÉ SHOEN, KATZCHEN.

A PERFECT DISTRACTION.

ANYTIME, NIGHTCRAWLER.

THE X-MEN!

WE DIDN'T COUNT ON THEIR INTERVENTION. BUT THAT'S WHY THE BIG MAN HIRED ME, TO DEAL WITH THE UNEXPECTED.

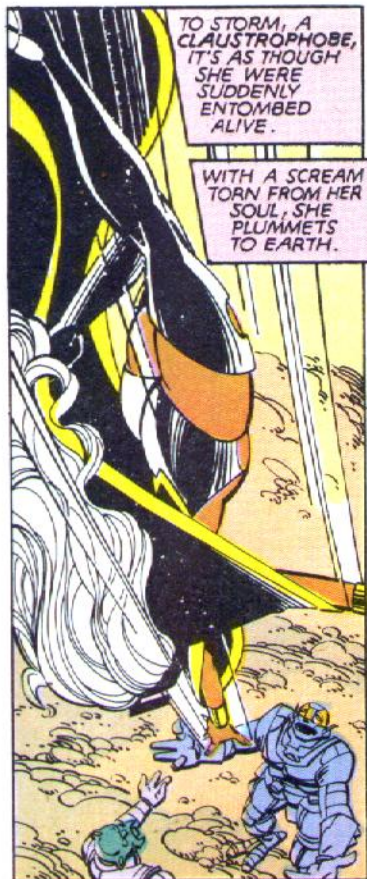
THOSE MUTANTS ARE CERTAINLY LIVING UP TO THEIR REPUTATION. THEY'VE GOT MY PARA-DEMONS ON THE RUN. IF NOT FOR MY SUPER-FAST REFLEXES, WOLVERINE'S PUNCH WOULD HAVE KAYO'D ME.

BUT IT DIDN'T. AND HE DIDN'T TAKE A SECOND LOOK TO MAKE SURE.

A FATAL MISTAKE.

HIS RIFLE FIRES A FEAR RAY, CAPABLE OF HEIGHTENING ITS TARGET'S INNERMOST TERRORS TO THEIR ULTIMATE EXTENT.

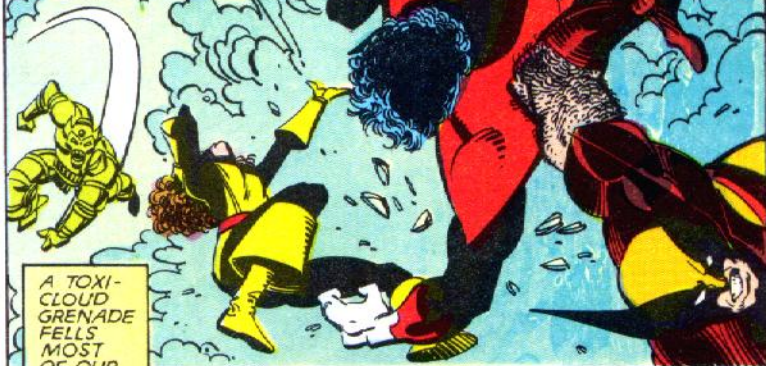




TO STORM, A CLAUSTROPHOBE, IT'S AS THOUGH SHE WERE SUDDENLY ENTOMBED ALIVE.

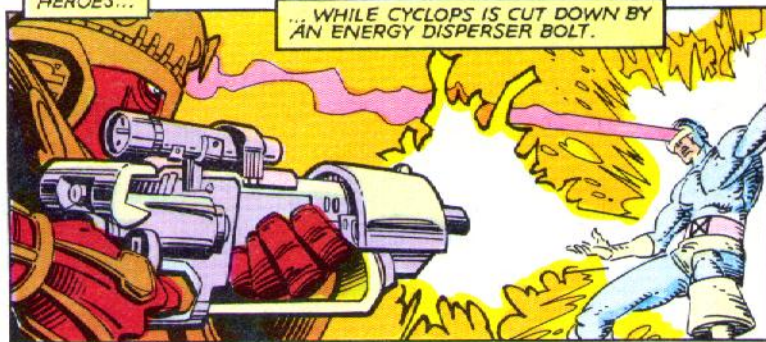
WITH A SCREAM TORN FROM HER SOUL, SHE PLUMMETS TO EARTH.

FOLLOWING THEIR LEADER'S EXAMPLE, THE DEMONS RALLY -- AND SUPERIOR NUMBERS, SUPERIOR TECHNOLOGY, SOON SHIFT THE TIDE OF BATTLE IN THEIR FAVOR.

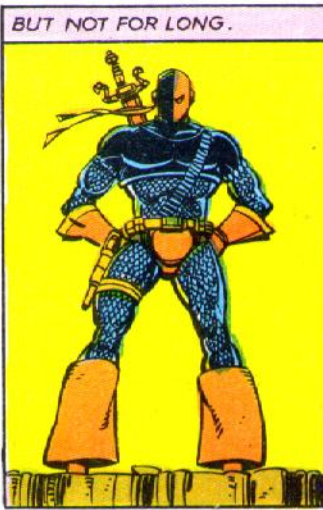
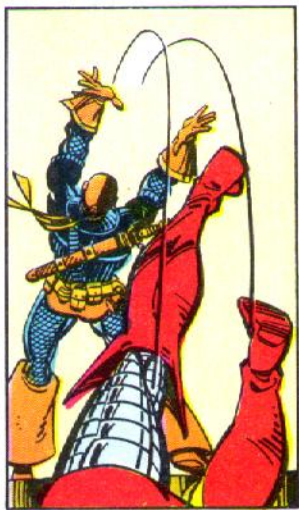
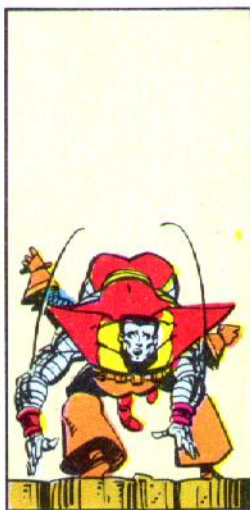


A TOXI-CLOUD GRENADE FALLS MOST OF OUR HEROES...

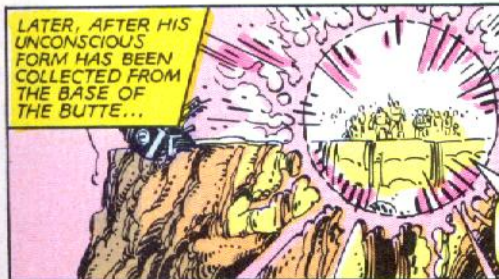
... WHILE CYCLOPS IS CUT DOWN BY AN ENERGY DISPERSER BOLT.



SOON, ONLY COLOSSUS IS LEFT.



BUT NOT FOR LONG.



LATER, AFTER HIS UNCONSCIOUS FORM HAS BEEN COLLECTED FROM THE BASE OF THE BUTTE...



TERMINATOR, SHOULD WE NOT REBUILD THE PSI-PHON?

NO TIME. WE'RE BEHIND SCHEDULE. THE BIG GUY'LL HAVE TO BE CONTENT WITH WHAT HE'S GOT.

CONSIDERING WHO OUR PRISONERS ARE -- I DON'T THINK HE'LL MIND.



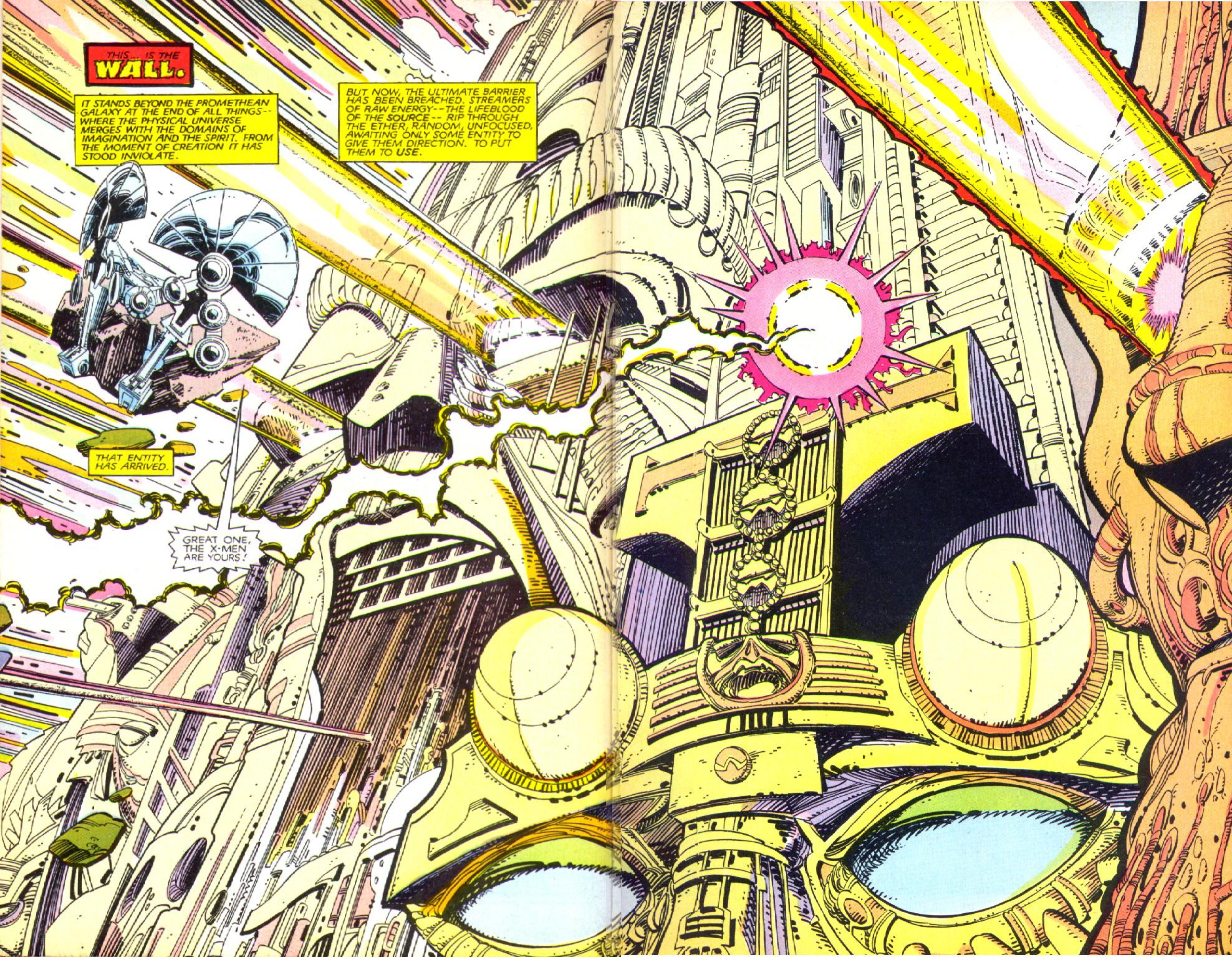
THIS... IS THE  
**WALL.**

IT STANDS BEYOND THE PROMETHEAN  
GALAXY AT THE END OF ALL THINGS--  
WHERE THE PHYSICAL UNIVERSE  
MERGES WITH THE DOMAINS OF  
IMAGINATION AND THE SPIRIT. FROM  
THE MOMENT OF CREATION IT HAS  
STOOD INVIOLENT.

BUT NOW, THE ULTIMATE BARRIER  
HAS BEEN BREACHED. STREAMERS  
OF RAW ENERGY-- THE LIFE BLOOD  
OF THE SOURCE-- RIP THROUGH  
THE ETHER, RANDOM, UNFOCUSED,  
AWAITING ONLY SOME ENTITY TO  
GIVE THEM DIRECTION. TO PUT  
THEM TO USE.

THAT ENTITY  
HAS ARRIVED.

GREAT ONE,  
THE X-MEN  
ARE YOURS!





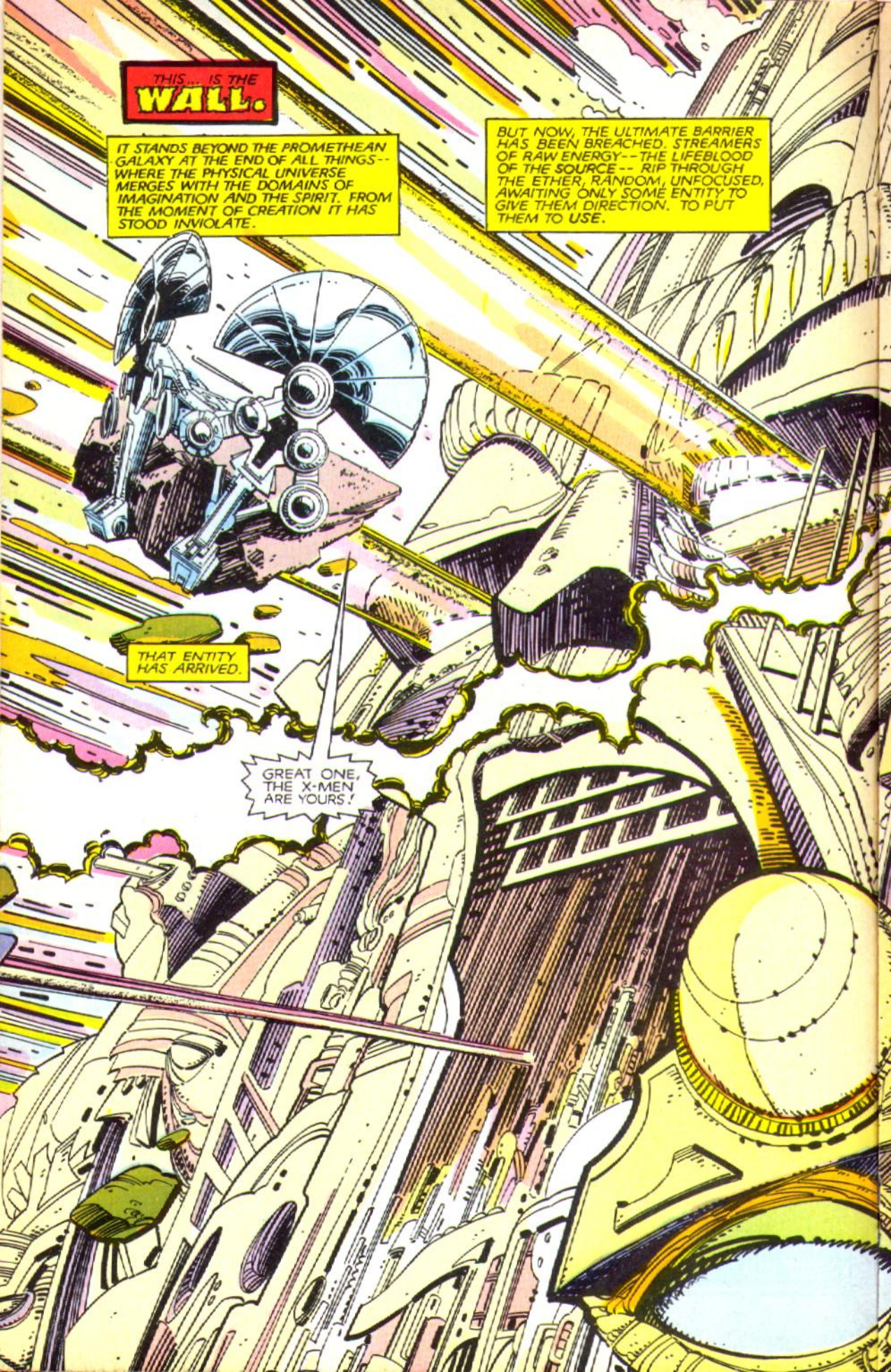
THIS... IS THE  
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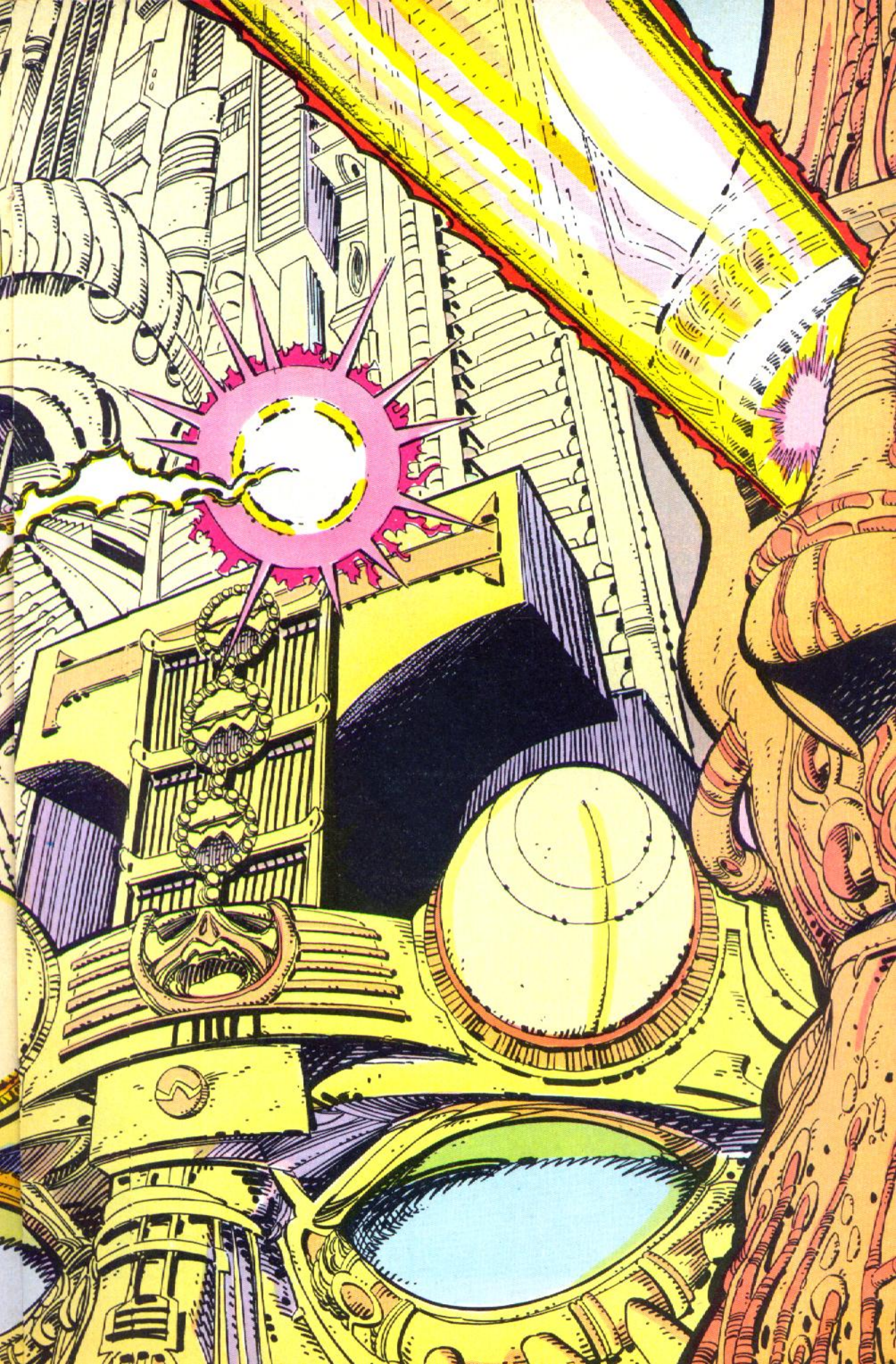
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ARE YOURS!





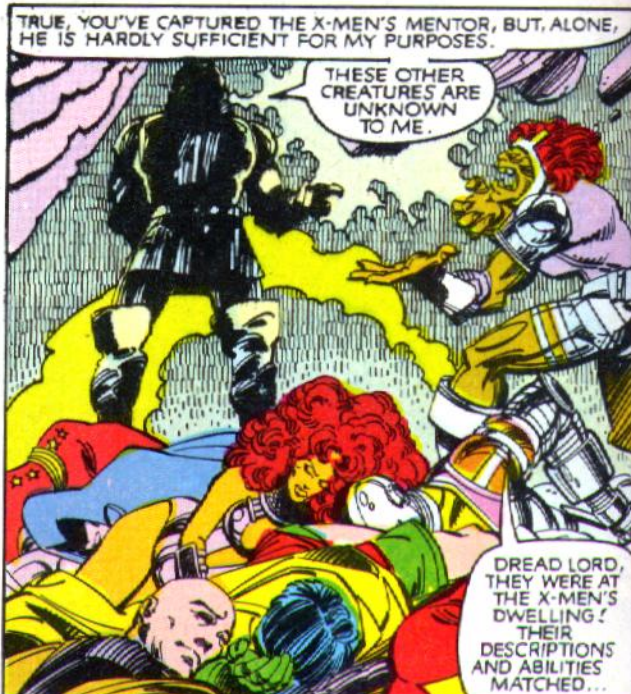






IF THIS IS  
YOUR IDEA  
OF A JOKE,  
RAVOK...

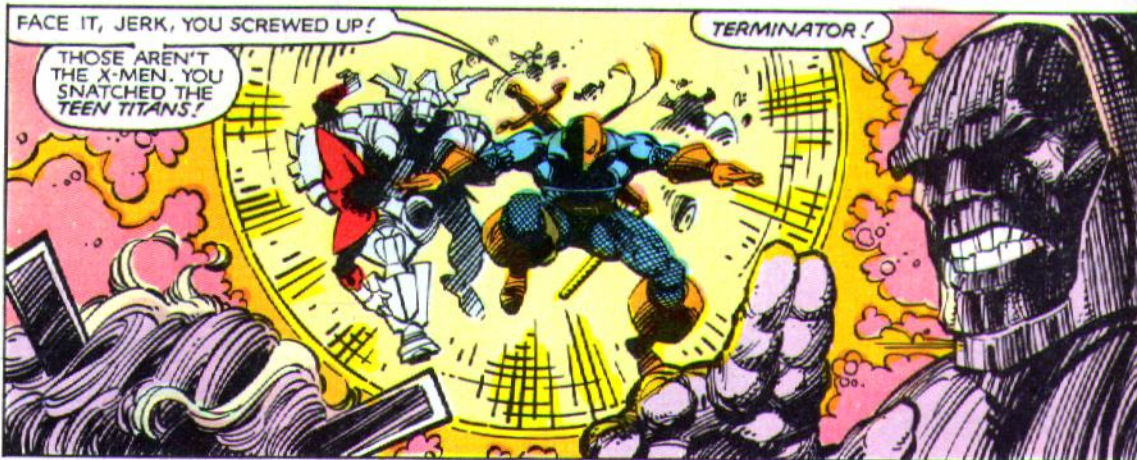
... I AM NOT  
AMUSED.



TRUE, YOU'VE CAPTURED THE X-MEN'S MENTOR, BUT, ALONE,  
HE IS HARDLY SUFFICIENT FOR MY PURPOSES.

THESE OTHER  
CREATURES ARE  
UNKNOWN  
TO ME.

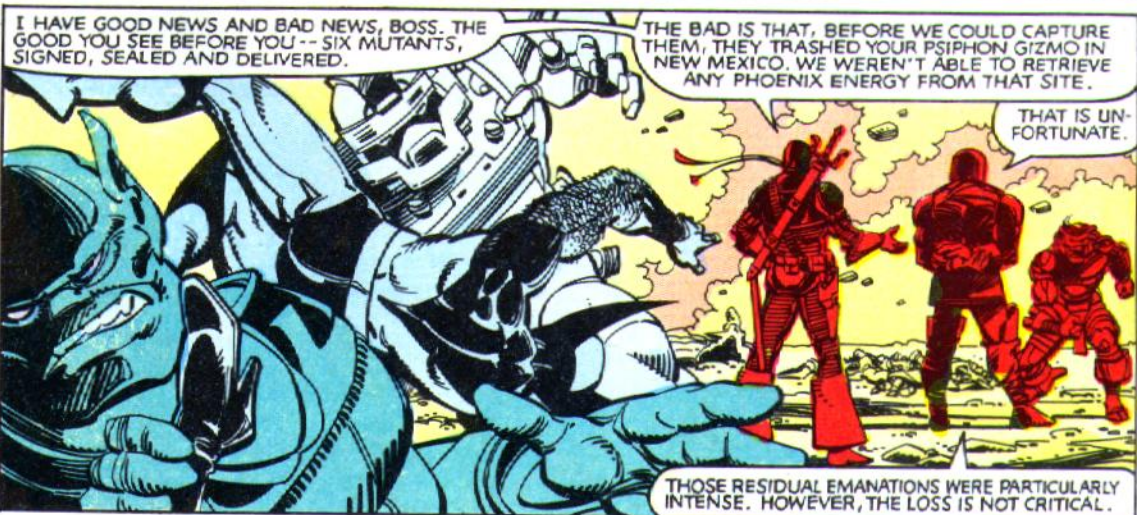
DREAD LORD,  
THEY WERE AT  
THE X-MEN'S  
DWELLING!  
THEIR  
DESCRIPTIONS  
AND ABILITIES  
MATCHED...



FACE IT, JERK, YOU SCREWED UP!

THOSE AREN'T  
THE X-MEN. YOU  
SNATCHED THE  
TEEN TITANS!

TERMINATOR!



I HAVE GOOD NEWS AND BAD NEWS, BOSS. THE  
GOOD YOU SEE BEFORE YOU -- SIX MUTANTS,  
SIGNED, SEALED AND DELIVERED.

THE BAD IS THAT, BEFORE WE COULD CAPTURE  
THEM, THEY TRASHED YOUR PSIPHON GIZMO IN  
NEW MEXICO. WE WEREN'T ABLE TO RETRIEVE  
ANY PHOENIX ENERGY FROM THAT SITE.

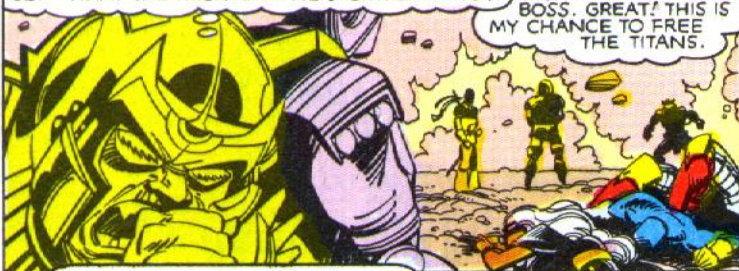
THAT IS UN-  
FORTUNATE.

THOSE RESIDUAL EMANATIONS WERE PARTICULARLY  
INTENSE. HOWEVER, THE LOSS IS NOT CRITICAL.



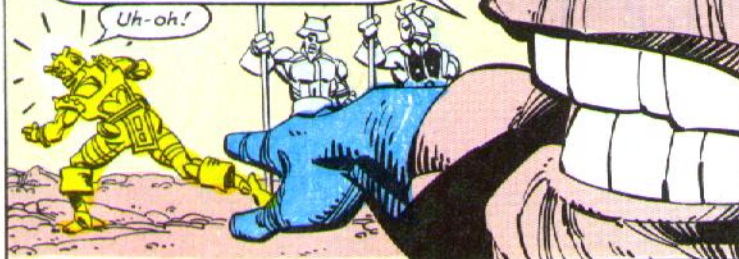
THE MORE I SEE AND HEAR, THE MORE SCARED I GET-- WHAT THE HECK HAVE WE STUMBLED INTO?!

EVERYONE'S ATTENTION'S ON THE BOSS. GREAT! THIS IS MY CHANCE TO FREE THE TITANS.



BY THE WAY, RAVOK-- SINCE WHEN ARE MY PARA-DEMONS COLORED A BRIGHT EMERALD GREEN?

Uh-oh!



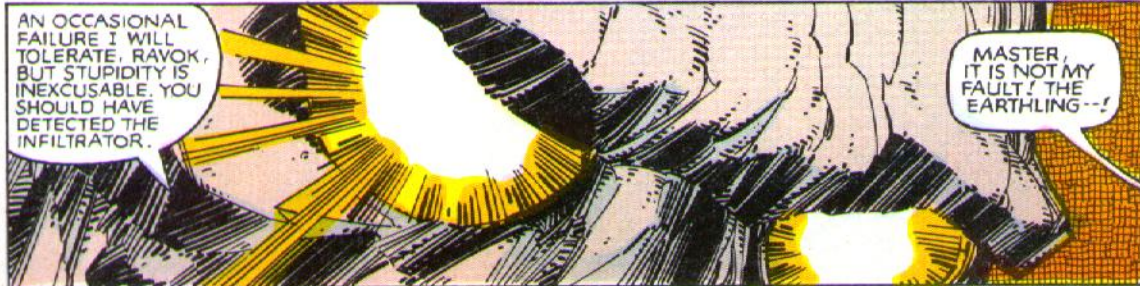
I THOUGHT SOMEONE WAS MISSING FROM THE TITANS PILE.

PLEASANT DREAMS, CHANGELING.



AN OCCASIONAL FAILURE I WILL TOLERATE, RAVOK, BUT STUPIDITY IS INEXCUSABLE. YOU SHOULD HAVE DETECTED THE INFILTRATOR.

MASTER, IT IS NOT MY FAULT! THE EARTHLING--!



OF COURSE. YOUR KIND MUST EVER BLAME YOUR OWN INCOMPETENCE...

I HAVE LOOSED MY OMEGA EFFECT.

...ON OTHERS. IT IS TOO LATE FOR SUCH PLOYS, RAVOK.

MASTER-- NO!!



I TRUST, TERMINATOR, THIS DEMONSTRATION HAS NOT BEEN LOST ON YOU.



I...GET THE MESSAGE.



IN TIME, OUR HEROES  
RECOVER CONSCIOUSNESS.

ALL IMMEDIATELY  
WISH THEY HADN'T.

ROBBY?!

I HEAR YOU, GAR.

THANK GOODNESS. I HATE  
SAVING THE UNIVERSE BY MY-  
SELF.

I THINK STARFIRE'S GOT  
THE X-MEN PEGGED  
WRONG. THEY WERE  
CAPTURED, JUST LIKE US.  
AND TERMINATOR KEEPS  
REFERRING TO THEM AS  
HEROES. I BET 'CHA  
THEY'RE NO PART  
OF THIS.

FUDGE! I'M FOCUSING ALL MY  
CONCENTRATION BUT I CAN'T  
PHASE THROUGH THESE CLAMPS.

I'M  
STUCK--  
BUT  
WHY?!

FROZEN VALENCES, MY  
DEAR. THERE ARE NO  
SPACES BETWEEN THE  
ATOMS OF YOUR MANACLES  
FOR THOSE OF YOUR BODY  
TO SQUEEZE THROUGH.

YOU!!

YOU'RE  
THE THING  
FROM MY  
NIGHT-  
MARE!  
YOU'RE  
REAL!

I AM INDEED!  
ADULTS DENY ME,  
BUT CHILDREN  
KNOW ME FOR  
WHAT I AM.

THAT MAKES THEM DANGEROUS, AND  
WORTHY TO BE CHERISHED. FOR IN THEIR  
INNOCENCE LIES THE UNIVERSE'S SALVATION,  
AND IN THE LOSS OF THAT INNOCENCE,  
MY ULTIMATE VICTORY!

ALL IS IN READINESS. THE FINAL  
MOMENT IS AT HAND.

ACTIVATE THE  
PSYCHON-WAVE!

WE HEAR,  
DREAD LORD--  
AND OBEY!!



NIMBI OF FIRE ENVELOP THE CAPTIVE MUTANTS...

... AS METRON'S DEVICE  
REACHES INTO THE  
CORE OF THEIR BEINGS...

... AND DRAINS  
THEM ONCE MORE  
OF THEIR  
MEMORIES OF  
THEIR FALLEN  
COMRADE.



EMOTIONS TAPPED  
EARLIER AT THE X-MEN'S  
MANSION...

FINALLY, THE PSYCHON-  
WAVE AMPLIFIES THOSE  
ELEMENTS TO A NEAR-  
INFINITE DEGREE...

LIGHT FLARES... BRIGHTER  
THAN THE BRIGHTEST STAR,  
AND A VOICE IS HEARD...

... PINPOINTED THOSE  
AREAS ON EARTH  
WHERE PHOENIX  
MANIFESTED HER  
POWER. THE PSIPHONS  
ABSORBED THAT RESID-  
UAL PSYCHIC ENERGY.

... AND COMBINES  
THEM WITH THE  
RAW, PRIMAL ENERGY  
UNLEASHED THROUGH  
THE BREACHED WALL.

WHO--  
DARES!?!



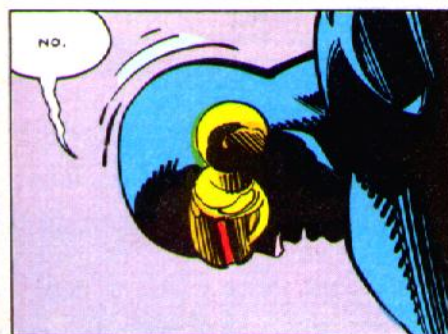
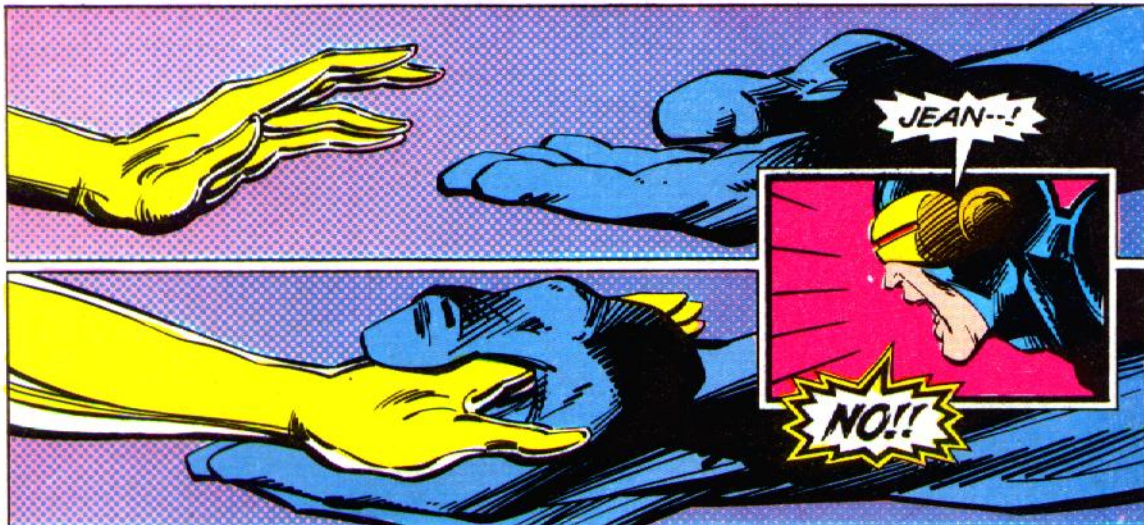
A comic book panel showing Dark Phoenix on the left and Darkseid on the right. Dark Phoenix is a woman with long, flowing red and pink hair, wearing a black and yellow suit with a white belt. She is surrounded by yellow and orange flames. Darkseid is a large, blue-skinned, muscular figure with a white mask and a red visor. He is looking towards Dark Phoenix. The background is a bright yellow sky with stylized clouds.

WHO SUMMONS  
**Dark  
phoenix?**

*I...*

**DARKSEID!**







"INTO THAT CHAOS, I WILL SEND MY  
DOG CAVALRY AND MY PARA-DEMONS..."



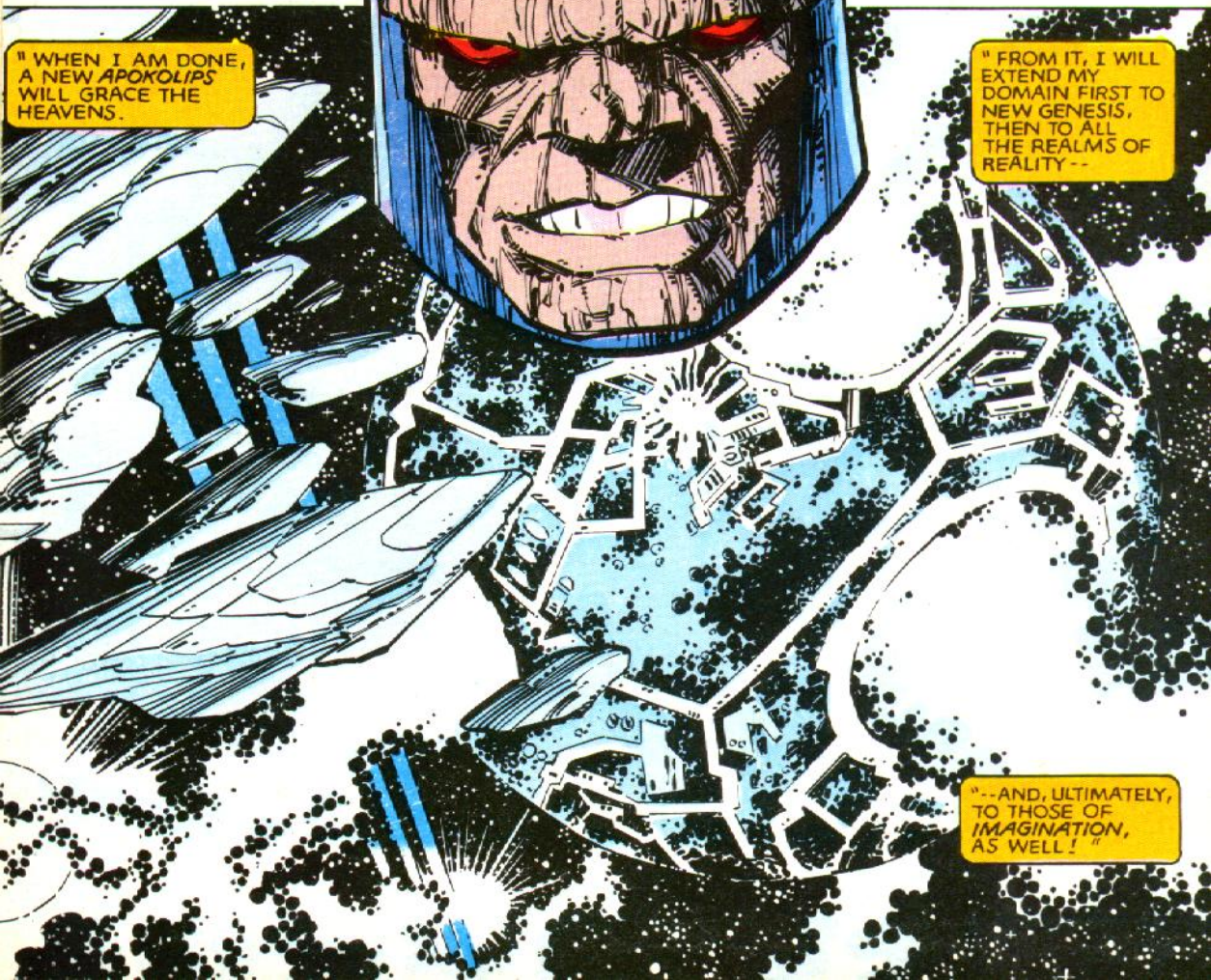
"...TO CRUSH  
WHAT  
RESISTANCE  
REMAINS."

"THE FACE OF THE WORLD  
WILL CHANGE. MOUNTAINS  
WILL BE LEVELED, THE  
LANDSCAPE SHATTERED BY  
EARTHQUAKES AND  
VOLCANOES. THE SEAS  
THEMSELVES WILL BOIL  
AWAY. LIFE ITSELF--EVEN THE  
POTENTIAL FOR LIFE--WILL END."



"THOSE OF YOUR  
SPECIES LUCKY  
ENOUGH, **TOUGH**  
ENOUGH, TO SURVIVE--  
THE MOST RUTHLESS,  
THE MOST CRUEL--  
WILL FORM THE  
NUCLEUS OF MY  
SERVITOR CLASS--  
THE **LOWLIES**."

"WHEN I AM DONE,  
A NEW **APOKOLIPS**  
WILL GRACE THE  
HEAVENS."



"FROM IT, I WILL  
EXTEND MY  
DOMAIN FIRST TO  
NEW GENESIS,  
THEN TO ALL  
THE REALMS OF  
REALITY--"

"--AND, ULTIMATELY,  
TO THOSE OF  
IMAGINATION,  
AS WELL!"





LOUSY--  
MURDERIN'--  
SCUM?

MOST  
IMPRESSIVE,  
CONSTRUCT.  
THOSE  
BONDS  
SHOULD  
RENDER  
YOU INERT,  
YET STILL  
YOU MOVE.

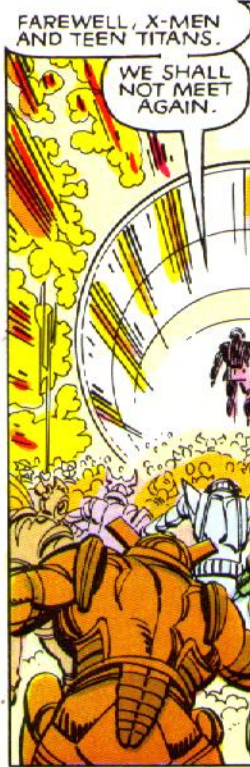
IF I  
WERE--!



BE THANKFUL YOU ARE NOT, VICTOR  
STONE. OUT OF HUNGER, I CONSUMED  
A STAR. OUT OF RAGE...



ENOUGH,  
MY DEAR.  
WE HAVE  
BUSINESS  
ELSEWHERE.



FAREWELL, X-MEN  
AND TEEN TITANS.

WE SHALL  
NOT MEET  
AGAIN.



THE RESTRAINTS --THEY VANISHED  
THE MOMENT DARKSEID DID.

BAD AS IT WAS  
FOR US, GIRL, I  
THINK IT WAS  
A LOT WORSE  
FOR THE MUTIES.

OUCH!  
I ACHE  
ALL  
OVER.

HEY! RAVEN,  
YOU OKAY?!



DARKSEID --

I -- I FELT NO EMPATHIC  
RESONANCES FROM HIM,  
VICTOR. HE HOLDS HIM-  
SELF UNDER SUCH ABSOLUTE  
CONTROL THAT NOT EVEN  
THE SLIGHTEST PARTICLE IS  
ALLOWED TO ESCAPE. HIS  
SOUL IS AN EMOTIONAL  
VOID, AN EMPATHIC BLACK  
HOLE AND HIS STRENGTH,  
HIS POWER, IS MONSTROUS.  
I WAS TERRIFIED I WOULD  
BE SUCKED IN -- TO BE  
TRAPPED FOREVER!

HEADS UP,  
TITANS.



WE'VE GOT  
COMPANY!



INTRODUCTIONS ARE QUICKLY EXCHANGED, THE FIRST, TENTATIVE STEPS TOWARD FRIENDSHIP MADE.

UNDER THE CIRCUMSTANCES, STRANGERS THOUGH WE ARE, I SUGGEST AN ALLIANCE.

MY SENTIMENTS, EXACTLY.

I'M CYCLOPS.

ROBIN. PLEASUED TO MEET YOU.

GEE, THAT GREEN GUY LOOKS ABOUT MY AGE.

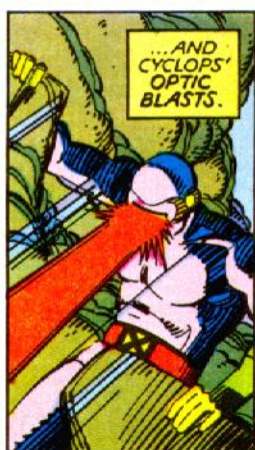
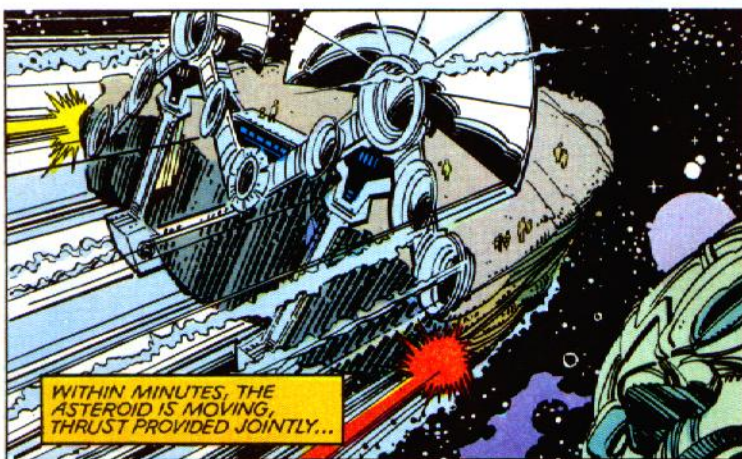
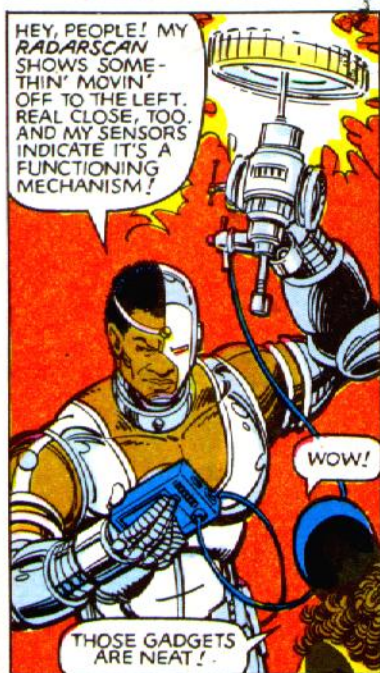
HE'S KIND'A CUTE, TOO.

THERE IS, IN STORM, AN INNER SERENITY-- A BEAUTY AND NOBILITY OF THE SPIRIT-- THAT REMINDS ME OF AZAR. YET HER COMPANION WOLVERINE POSSESSES A CAPACITY FOR VIOLENCE GREATER EVEN THAN KORIAND'R'S.

AROUND HIM, I MUST FOREVER BE ON MY GUARD, LEST HIS INNER FURY STRIKE ME DOWN.

Hmm! I SPOOK THE BIRD LADY. I WONDER WHY?







FASCINATING. I AM CONVINCED THE CHAIR IS A MECHANISM--AND FUNCTIONING--BUT IT IS BASED ON PRINCIPLES SO ALIEN TO TERRESTRIAL SCIENCE AS TO BE AKIN TO *MAGIC*.



KITTY, huh? MY NAME'S GAR.

NICE NAME.

YOURS, TOO. THINGS SOUND PRETTY GRIM.

YEAH. I WISH I WAS HOME.

GARFIELD!



YIKES!

KITTY--?!



KITTY!  
--THE CHAIR  
--WHERE'D  
IT GO??!

THE QUESTION HAS HARDLY BEEN UTTERED, WHEN...

THEY'RE BACK!

H-HI, GUYS!



WE DIDN'T MEAN IT, HONEST!

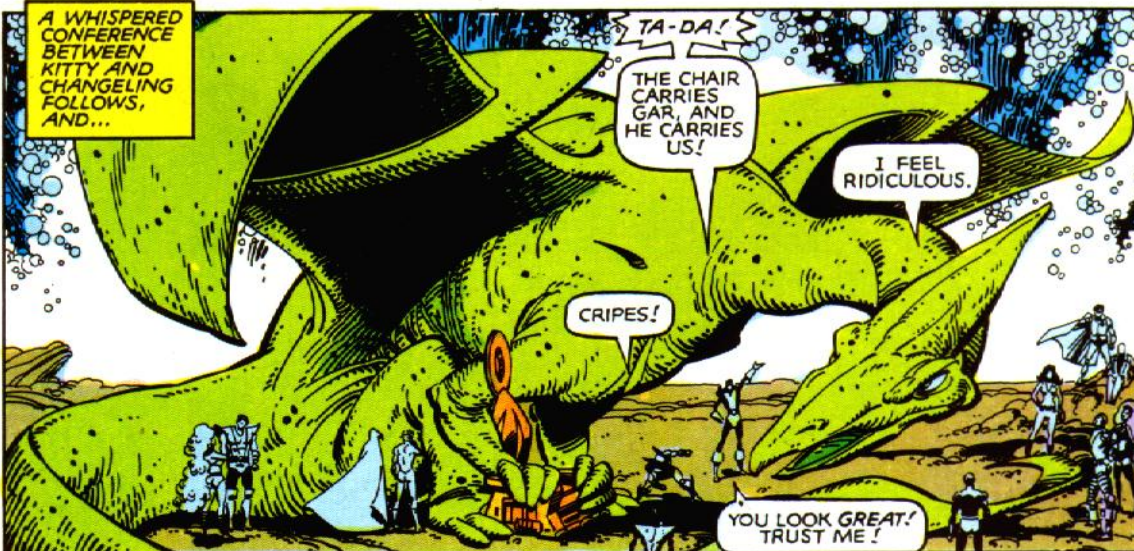
ALL I DID WAS WISH!

OF COURSE! THE CHAIR IS CONTROLLED TELEPATHICALLY... BY THOUGHT!



IT APPEARS SO, PROFESSOR. BUT HOW ARE WE ALL GOING TO FIT ON THAT CHAIR?

A WHISPERED CONFERENCE BETWEEN KITTY AND CHANGELING FOLLOWS, AND...



TA-DA!

THE CHAIR CARRIES GAR, AND HE CARRIES US!

I FEEL RIDICULOUS.

CRIPES!

YOU LOOK GREAT! TRUST ME!



KITTY HAD CHANGELING TRANSFORM INTO "LOCKHEED THE DRAGON." I THOUGHT THAT WAS OUR SPECIAL CHARACTER, OUR... SECRET.

SHE SEEMS VERY ATTRACTED TO CHANGELING-- I DID NOT THINK THAT WOULD UPSET ME SO.

< PIOTR NIKOLIEVITCH, YOU ARE ACTING LIKE A FOOL! >

Oh, WONDERFUL--

\*TRANSLATED FROM THE RUSSIAN-- L.

--A NEW LANGUAGE I CAN LEARN!

< LENIN'S GHO-- >

--mmmMNNN!

Hmmnn.

FRAULEIN-- SPRECHEN SIE DEUTSCH?

HUMPH! THE HUSSY! AND PETER'S ENJOYING IT, TOO!

SORRY ABOUT THIS, SIR. STARFIRE ABSORBS LANGUAGES THROUGH PHYSICAL CONTACT.

SOMETIMES SHE, er, GETS CARRIED AWAY.

THE SOONER WE'RE ALL CARRIED AWAY FROM HERE, ROBIN...

...THE BETTER.

TRY TALKING WITH AN IRISH ACCENT, GAR. YOU'LL FEEL BETTER.

NO WAY, JOSÉ!

CYCLOPS, IS SOMETHING THE MATTER?

JUST... THINKING, WONDER GIRL.

JEAN EARNED HER PEACE, DARKSEID. WHETHER YOUR CREATURE IS TRULY HER, OR SOME ARCAINE FACSIMILE, IS IRRELEVANT. YOU HAD NO RIGHT TO RESURRECT PHOENIX.

OR TO VIOLATE US IN THE PROCESS.

IF IT TAKES ETERNITY, DARKSEID, I'LL FIND YOU. AND WHEN I DO-- FOR WHAT YOU'VE DONE THIS NIGHT--

--YOU'LL PAY!



NEW YORK CITY

CYBORG, DO  
YOU REQUIRE  
ASSISTANCE?

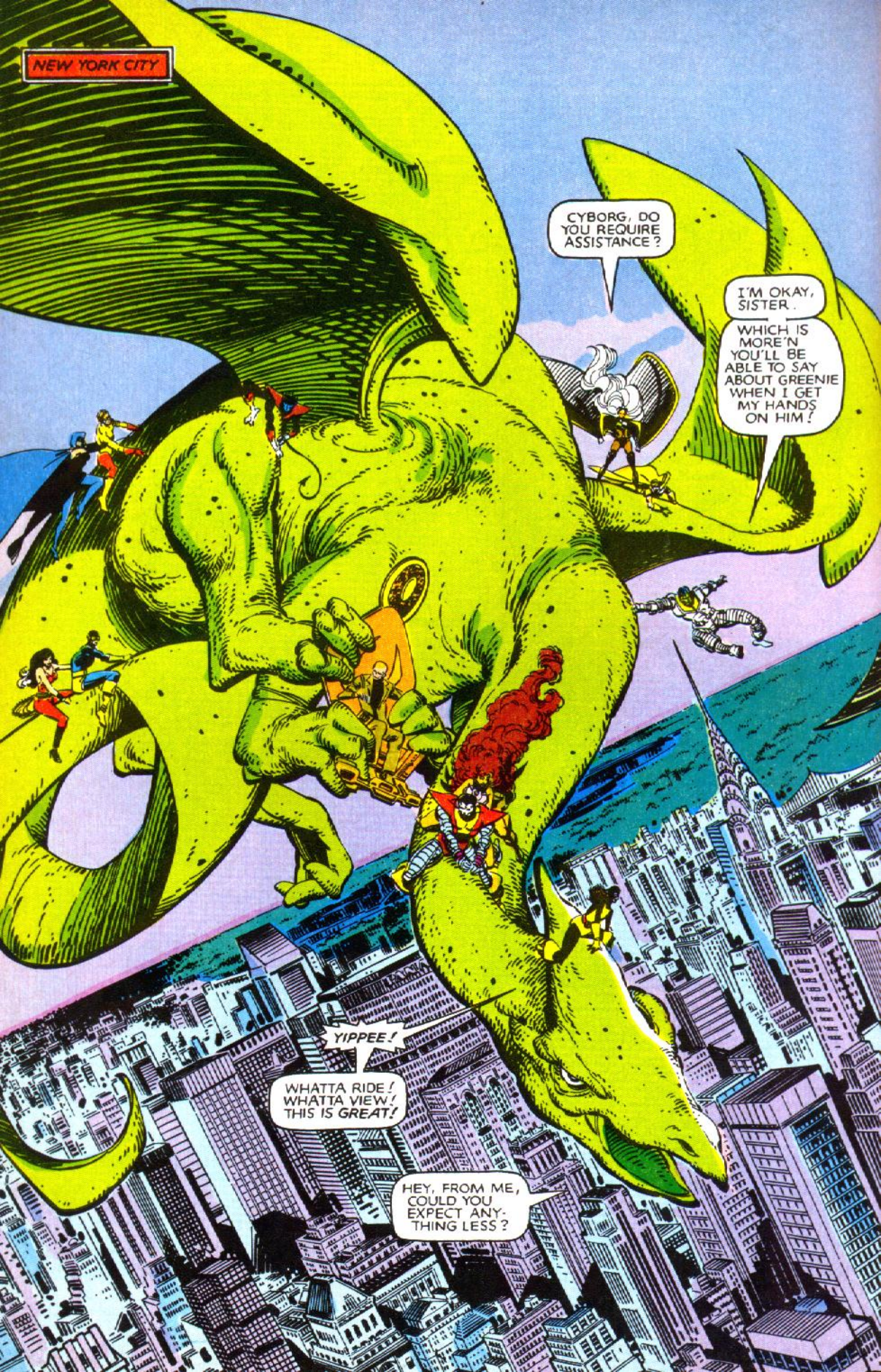
I'M OKAY,  
SISTER.

WHICH IS  
MORE'N  
YOU'LL BE  
ABLE TO SAY  
ABOUT GREENIE  
WHEN I GET  
MY HANDS  
ON HIM!

YIPPEE!

WHATTA RIDE!  
WHATTA VIEW!  
THIS IS GREAT!

HEY, FROM ME,  
COULD YOU  
EXPECT ANY-  
THING LESS?





THE METER'S RUNNING, PROFESSOR-- WHERE DO WE GO FROM HERE?

UPTOWN, CHANGELING.

PHOENIX POSSESSES A UNIQUE PSIONIC MATRIX, EVIDENTLY, SINCE SHE BELIEVES ME DEAD, SHE IS NOT BOTHERING TO SHIELD HER MIND. THAT PSYCHIC TRAIL SHOULD LEAD US TO HER AND DARKSEID.

CENTRAL PARK.

EVERY SUMMER, THE NEW YORK PHILHARMONIC TOURS THE CITY, GIVING FREE OPEN-AIR CONCERTS. EACH SEASON OPENS HERE ON THE GREAT LAWN, THE PERFORMANCE CULMINATING IN TCHAIKOVSKY'S "1812 OVERTURE," COMPLETE WITH AN ACCOMPANYING FIREWORKS DISPLAY...

... WITNESSED TONIGHT BY AN AUDIENCE OF WELL OVER A HALF-MILLION PEOPLE.

OVERHEAD...

YOU'RE SMILING, WOLVERINE. WHAT'S SO FUNNY?

NOTHIN'. EV'RY-THING. I'M A SCRAPPER, STARFIRE. I LOVE A GOOD FIGHT, AN' THIS LOOKS TO BE ONE O' THE BEST.

I DON'T MIND DYIN', JUST SO I GET A FAIR SHOT AT DARKSEID FIRST.

PROFESSOR-- I SENSE AN EMPATHIC VOID-- DARKSEID IS BELOW US!

BUT WE DARE NOT ATTACK. ALL THOSE INNOCENT PEOPLE IN THE PARK--!

WE HAVE NO ALTERNATIVE, RAVEN. WE DARE NOT WAIT. THIS ONCE, WE DO NOT HAVE THE LUXURY OF CHOOSING BETWEEN GOOD AND EVIL...

... BUT BETWEEN THE LESSER OF TWO EVILS.

THE WORLD, THE UNIVERSE-- THE FUTURE-- ARE AT STAKE, CHILD. IF THESE PEOPLE-- AND WE OURSELVES-- MUST PERISH TO SAVE THEM...

... THEN SO BE IT.

ONCE MORE, THE MOBIUS CHAIR DOES ITS JOB...



... INSTANTLY TRANSPORTING  
OUR SUDDENLY SOMBER  
HEROES FAR UNDERGROUND.

DELIGHTFUL.

WHY CAN'T VILLAINS'  
HIDEOUTS EVER BE  
SOMEWHERE NICE,  
LIKE TAHITI?

PERHAPS, CHANGELING, BECAUSE IF THEY  
LIVED IN SO BEAUTIFUL A SETTING, THEY  
WOULD NOT WISH TO BE VILLAINS.

I CAN'T SCENT THE OPPOSITION, CHARLEY.

I "HEAR"  
THEIR  
THOUGHTS,  
WOLVERINE.  
NONE ARE  
CLOSE AT  
HAND.

TOO  
BAD.

DARKSEID'S PLAN REQUIRES  
A MECHANISM. WE'RE NO  
MATCH FOR HIM AND PHOENIX,  
BUT IF WE DESTROY HIS  
DEVICE, THAT SHOULD BUY  
ENOUGH TIME TO SUMMON  
EVERY SUPER-HERO  
ON EARTH...

MY HANDS-- SHAKING! MY  
CLAUSTROPHOBIA WAS UNDER  
CONTROL--UNTIL TERMINATOR'S  
RAY BROUGHT BACK ALL MY  
CHILDHOOD TERRORS,  
STRONGER THAN EVER.

YOU OKAY,  
ORORO?

NO, SCOTT, I AM  
TERRIFIED!

BUT I SHALL  
COPE.

THAT'S  
THE  
SPIRIT.

SOON...

THERE ARE  
SO MANY  
SMELLS, I  
CAN'T SORT  
'EM OUT.

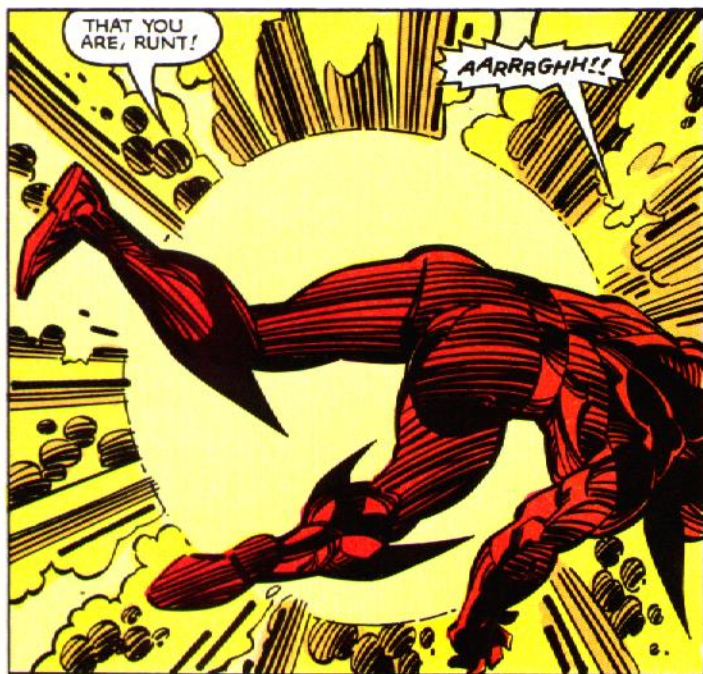
DON'T SWEAT  
IT, KID.  
I CAN.

KITTY SAYS YOUR  
NAME'S LOGAN.  
SO'S MINE. THINK  
WE'RE RELATED?

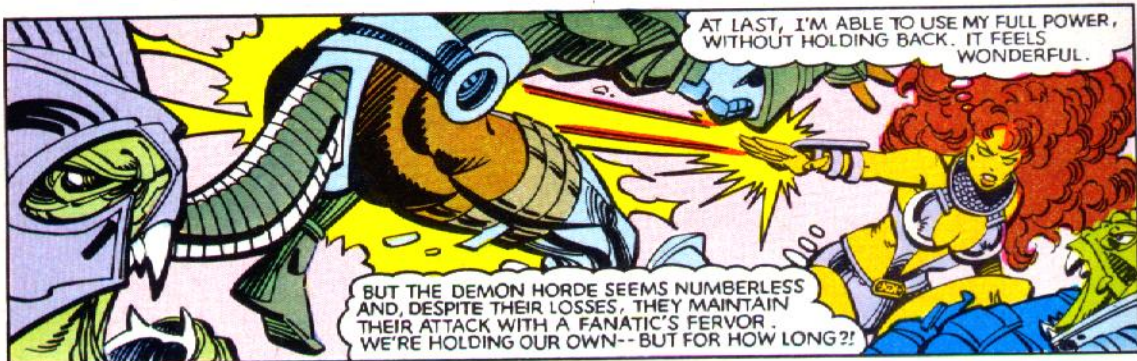
KITTY TALKS  
TOO FLAMIN'  
MUCH.

HUSH  
UP, BOY.  
WE'RE  
GETTIN'  
CLOSE...









AT LAST, I'M ABLE TO USE MY FULL POWER, WITHOUT HOLDING BACK. IT FEELS WONDERFUL.

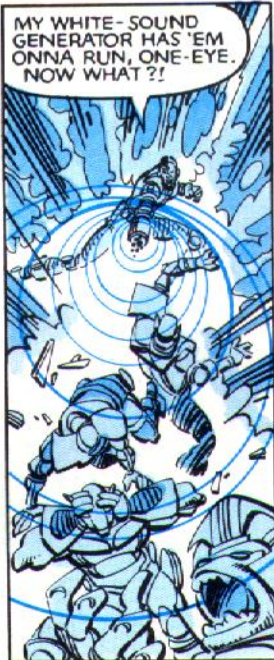
BUT THE DEMON HORDE SEEMS NUMBERLESS AND, DESPITE THEIR LOSSES, THEY MAINTAIN THEIR ATTACK WITH A FANATIC'S FERVOR. WE'RE HOLDING OUR OWN-- BUT FOR HOW LONG?!



WE CAN'T STAY HERE, CYCLOPS.

I AGREE.

PROFESSOR, PHASE-SHIFT YOUR CHAIR OUT OF HERE! CYBORG, CLEAR US SOME ROOM!



MY WHITE-SOUND GENERATOR HAS 'EM ONNA RUN, ONE-EYE. NOW WHAT?!



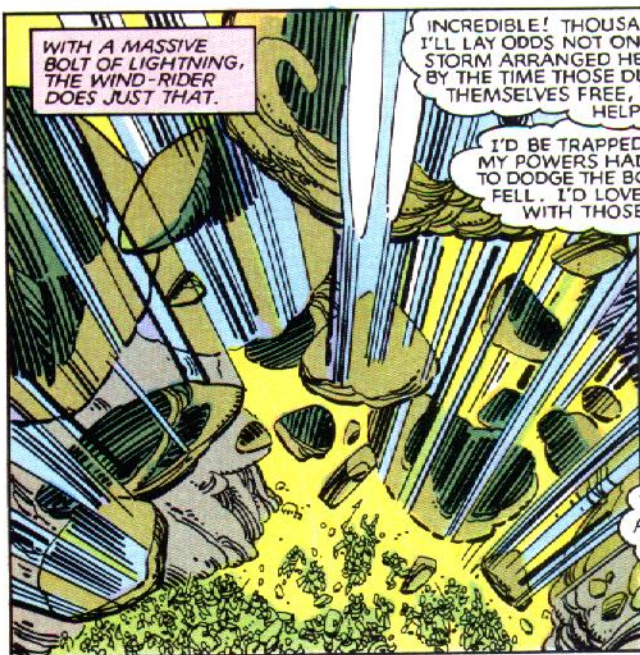
I'LL BLAST US AN ESCAPE ROUTE TO THE LOWER LEVELS.

AND, CYBORG, WE ALL HAVE NAMES.

I'D PREFER IT IF YOU USED THEM.



"STORM, BRING DOWN THE ROOF!"



WITH A MASSIVE BOLT OF LIGHTNING, THE WIND-RIDER DOES JUST THAT.

INCREDIBLE! THOUSANDS OF TONS OF ROCK, AND I'LL LAY ODDS NOT ONE PARA-DEMON WAS KILLED. STORM ARRANGED HER AVALANCHE TO TRAP THEM. BY THE TIME THOSE DUMMIES RECOVER AND DIG THEMSELVES FREE, THEY'LL BE TOO LATE TO HELP DARKSEID.

I'D BE TRAPPED WITH THEM IF MY POWERS HADN'T ENABLED ME TO DODGE THE BOULDERS AS THEY FELL. I'D LOVE A REMATCH WITH THOSE HEROES...



...BUT I'D BETTER ALERT THE BIG GUY FIRST.



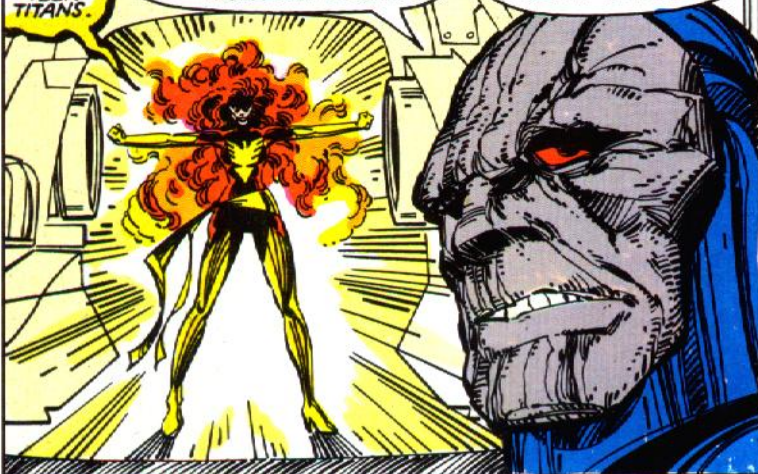




THE  
X-MEN  
AND THE  
TEEN  
TITANS.

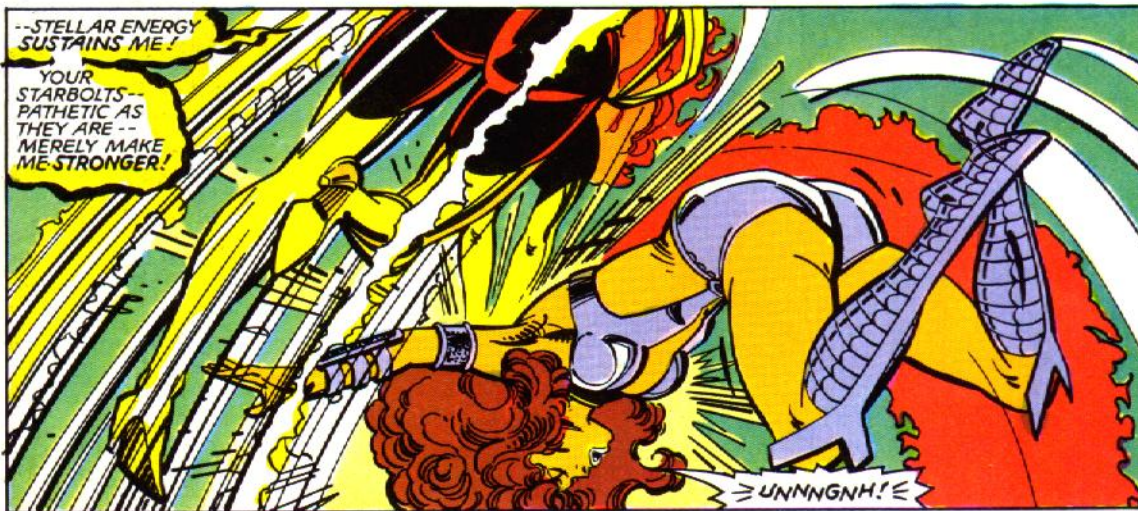
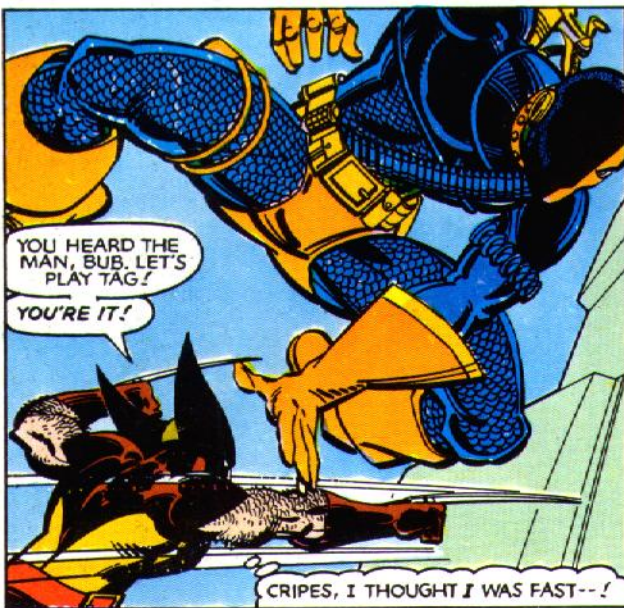
I STRANDED THEM ON THE FAR  
SIDE OF THE UNIVERSE. HOWEVER  
DID THEY MANAGE TO SURVIVE,  
MUCH LESS RETURN?

I GROSSLY UNDERESTIMATED  
THEIR ABILITIES. THEY MAY  
INDEED PROVE WORTHY  
FOES AFTER ALL.



DARKSEID! WE GOT TROUBLE!

I AM AWARE OF OUR  
GUESTS, TERMINATOR.  
IT IS YOUR FUNCTION  
TO KEEP THEM...  
AMUSED...



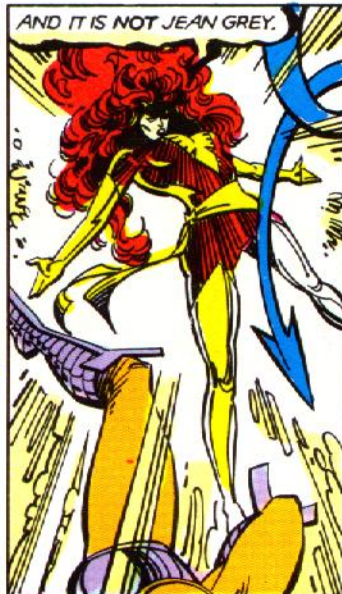




JEAN--  
FOR THE  
LOVE OF  
HEAVEN--  
REMEMBER  
WHO YOU  
ARE!

STOP THIS, I BEG YOU!

I KNOW  
WHO--  
AND  
WHAT--  
I AM,  
NIGHT-  
CRAWLER.



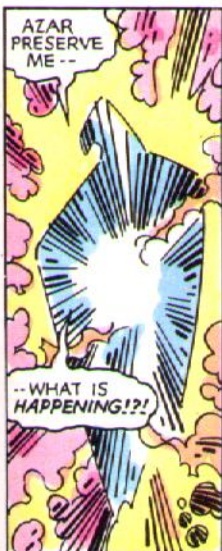
AND IT IS NOT JEAN GREY.



NEVER HAVE I BEHELD  
A CREATURE OF SUCH  
CONSUMMATE EVIL!

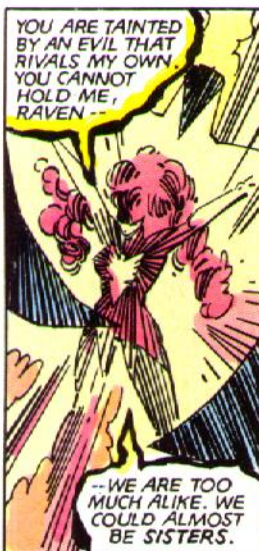
AH! NOW THE  
HALFBREED  
EMPATH ENTERS  
THE LISTS.

MY SOUL-  
SELF WILL  
END YOUR  
RAMPAGE,  
PHOENIX.



AZAR  
PRESERVE  
ME--

--WHAT IS  
HAPPENING!?!--



YOU ARE TAINTED  
BY AN EVIL THAT  
RIVALS MY OWN.  
YOU CANNOT  
HOLD ME,  
RAVEN--

--WE ARE TOO  
MUCH ALIKE. WE  
COULD ALMOST  
BE SISTERS.

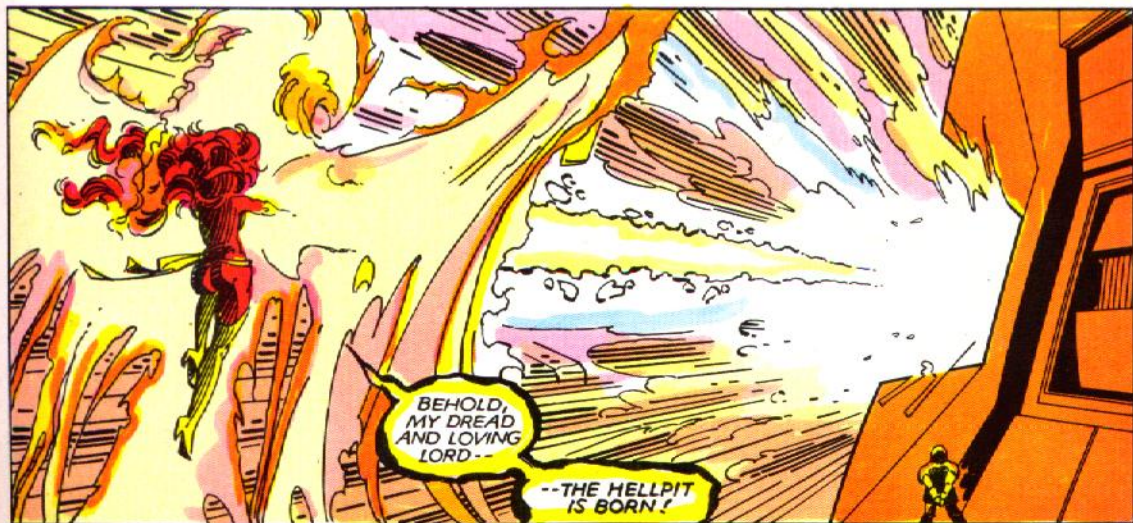


NO!!



ENOUGH,  
PHOENIX.

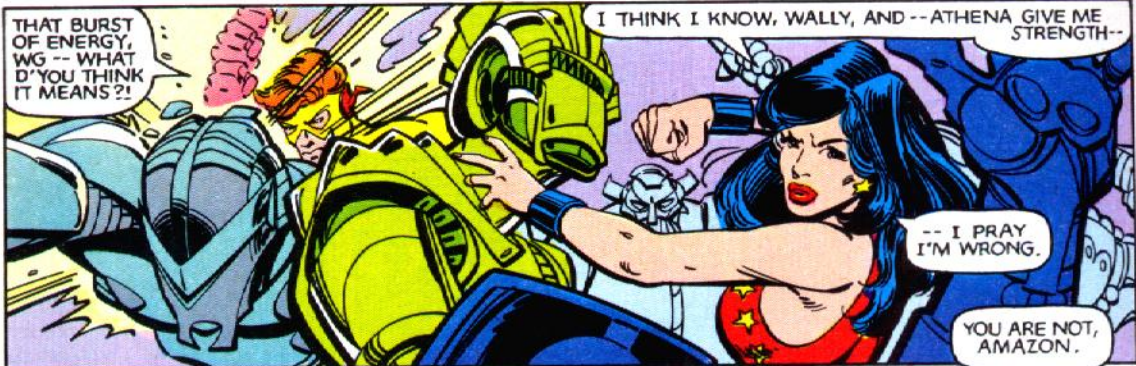
THE  
MOMENT  
IS AT  
HAND.  
STRIKE.



BEHOLD,  
MY DREAD  
AND LOVING  
LORD--

--THE HELLPIT  
IS BORN!

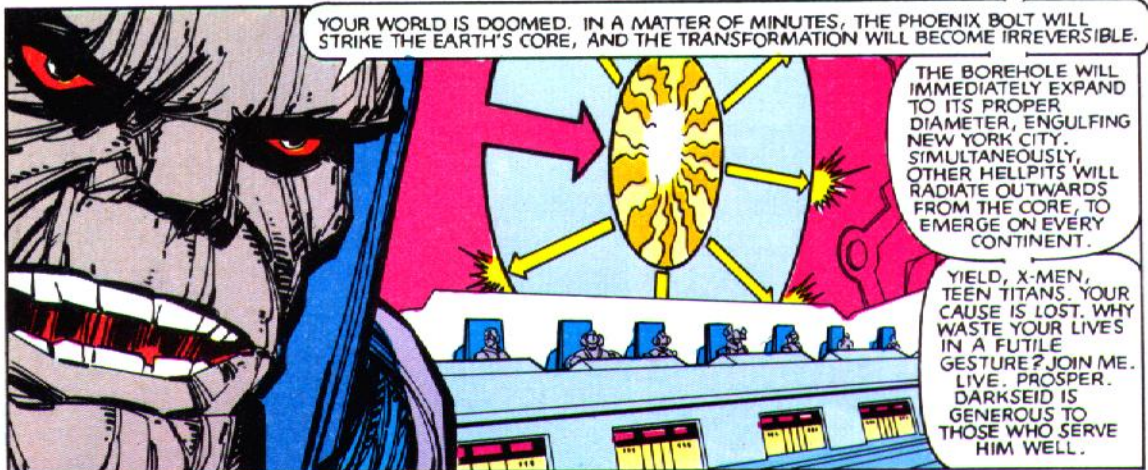




I THINK I KNOW, WALLY, AND -- ATHENA GIVE ME STRENGTH--

-- I PRAY I'M WRONG.

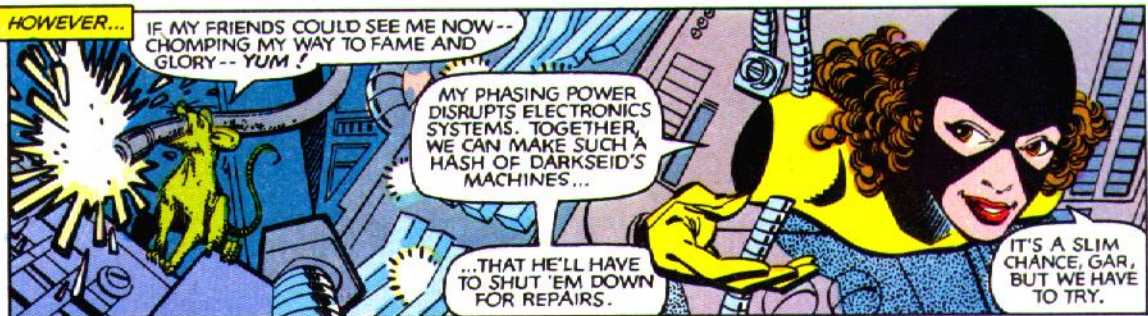
YOU ARE NOT, AMAZON.



YOUR WORLD IS DOOMED. IN A MATTER OF MINUTES, THE PHOENIX BOLT WILL STRIKE THE EARTH'S CORE, AND THE TRANSFORMATION WILL BECOME IRREVERSIBLE.

THE BOREHOLE WILL IMMEDIATELY EXPAND TO ITS PROPER DIAMETER, ENGULFING NEW YORK CITY. SIMULTANEOUSLY, OTHER HELLPITS WILL RADIATE OUTWARDS FROM THE CORE, TO EMERGE ON EVERY CONTINENT.

YIELD, X-MEN, TEEN TITANS. YOUR CAUSE IS LOST. WHY WASTE YOUR LIVES IN A FUTILE GESTURE? JOIN ME. LIVE. PROSPER. DARKSEID IS GENEROUS TO THOSE WHO SERVE HIM WELL.



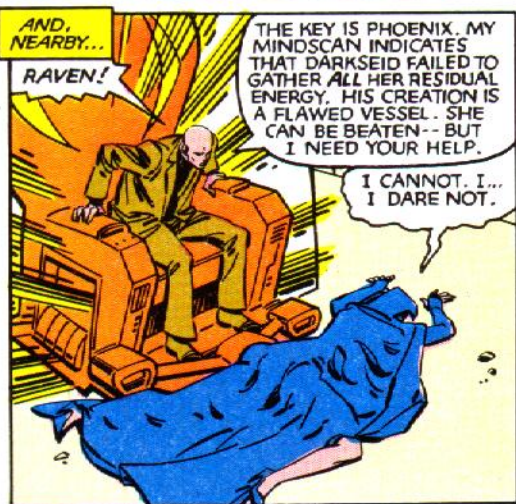
HOWEVER...

IF MY FRIENDS COULD SEE ME NOW-- CHOMPING MY WAY TO FAME AND GLORY-- YUM!

MY PHASING POWER DISRUPTS ELECTRONICS SYSTEMS. TOGETHER, WE CAN MAKE SUCH A HASH OF DARKSEID'S MACHINES...

...THAT HE'LL HAVE TO SHUT 'EM DOWN FOR REPAIRS.

IT'S A SLIM CHANCE, GAR, BUT WE HAVE TO TRY.

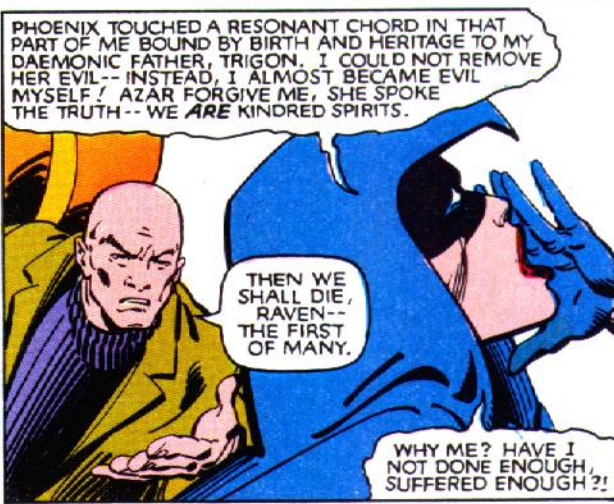


AND, NEARBY...

RAVEN!

THE KEY IS PHOENIX. MY MINDSCAN INDICATES THAT DARKSEID FAILED TO GATHER ALL HER RESIDUAL ENERGY. HIS CREATION IS A FLAWED VESSEL. SHE CAN BE BEATEN-- BUT I NEED YOUR HELP.

I CANNOT. I... I DARE NOT.



PHOENIX TOUCHED A RESONANT CHORD IN THAT PART OF ME BOUND BY BIRTH AND HERITAGE TO MY DAEMONIC FATHER, TRIGON. I COULD NOT REMOVE HER EVIL-- INSTEAD, I ALMOST BECAME EVIL MYSELF. AZAR FORGIVE ME, SHE SPOKE THE TRUTH-- WE ARE KINDRED SPIRITS.

THEN WE SHALL DIE, RAVEN-- THE FIRST OF MANY.

WHY ME? HAVE I NOT DONE ENOUGH, SUFFERED ENOUGH?!





THE X-TITANS DON'T APPEAR TO BE INTERESTED IN SURRENDERING, DARKSEID.

I'M SO GLAD.

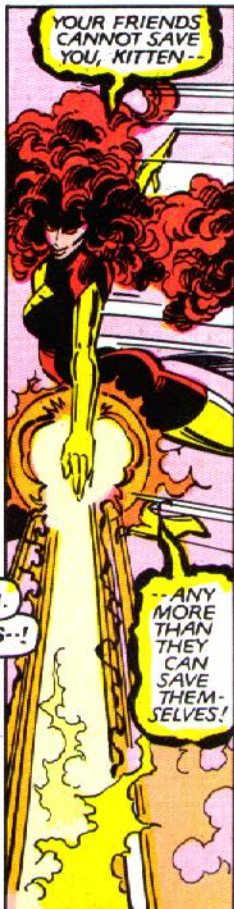


DO AS YOU WISH WITH THEM, PHOENIX, WHILE I DEAL WITH THESE MINOR DISTRACTIONS.

THE CHILDREN! YOUR COURAGE AND AUDACITY DO YOU CREDIT. BUT SINCE YOU HAVE CHOSEN TO FIGHT AS ADULTS, YOU MAY SUFFER THEIR FATE.

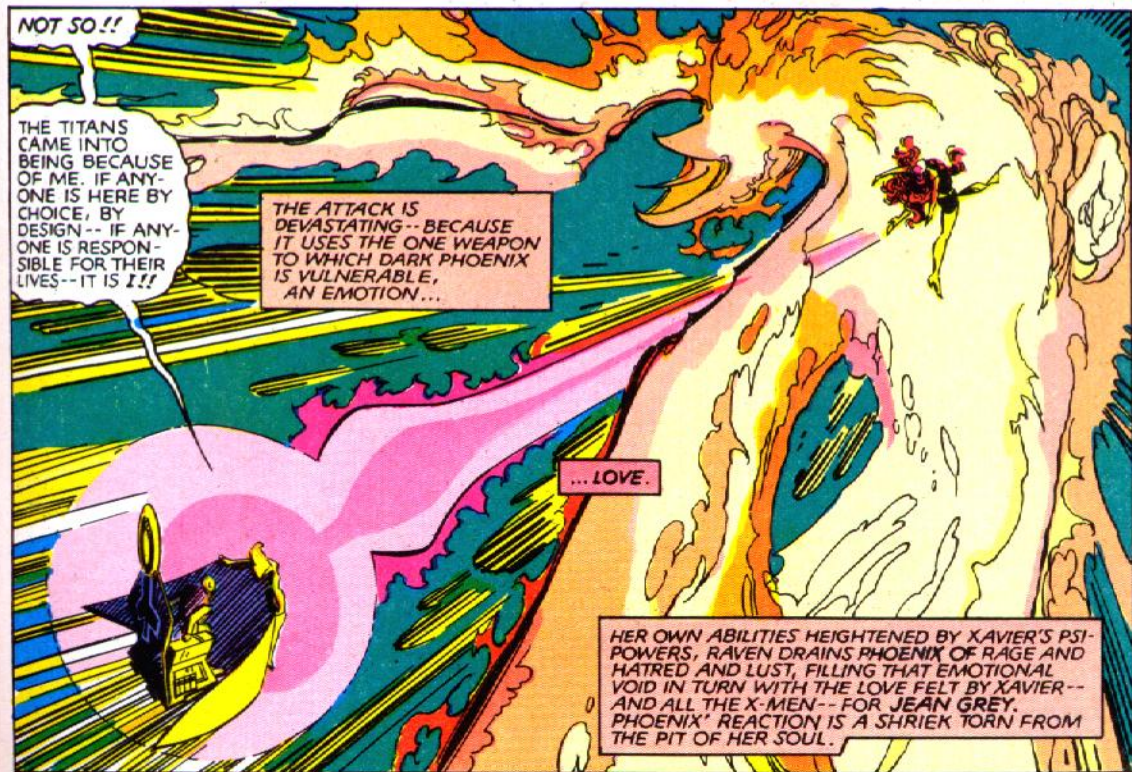
YOW!

UH-OH. GUYS--!



YOUR FRIENDS CANNOT SAVE YOU, KITTEN--

--ANY MORE THAN THEY CAN SAVE THEMSELVES!



NOT SO!!

THE TITANS CAME INTO BEING BECAUSE OF ME. IF ANYONE IS HERE BY CHOICE, BY DESIGN-- IF ANYONE IS RESPONSIBLE FOR THEIR LIVES-- IT IS I!!

THE ATTACK IS DEVASTATING-- BECAUSE IT USES THE ONE WEAPON TO WHICH DARK PHOENIX IS VULNERABLE, AN EMOTION...

...LOVE.

HER OWN ABILITIES HEIGHTENED BY XAVIER'S PSI-POWERS, RAVEN DRAINS PHOENIX OF RAGE AND HATRED AND LUST, FILLING THAT EMOTIONAL VOID IN TURN WITH THE LOVE FELT BY XAVIER-- AND ALL THE X-MEN-- FOR JEAN GREY, PHOENIX' REACTION IS A SHRIEK TORN FROM THE PIT OF HER SOUL.





IT DOES NOT GO UNHEARD.

PHOENIX--?!!

HOLD STILL, YOU TWO. I'LL HAVE YOU OUT OF HARM'S WAY IN A JIFFY.



NICE SWING, BUB. SHAME IT DIDN'T CONNECT.

YOU KNOW THE OLD SAYING, SHORTY--

--IF AT FIRST YOU DON'T SUCCEED...



NO FOOLIN'.

WHAT'S CHARLES DOING TO PHOENIX?! SHE SOUNDS LIKE SHE'S IN AGONY. I KNOW SHE'S A CREATION OF DARKSEID-- THAT SHE CAN'T BE JEAN-- YET I FEEL HER PAIN AS I WOULD JEAN'S.

EVIL AS PHOENIX IS, I CAN'T BEAR TO SEE HER HURT.

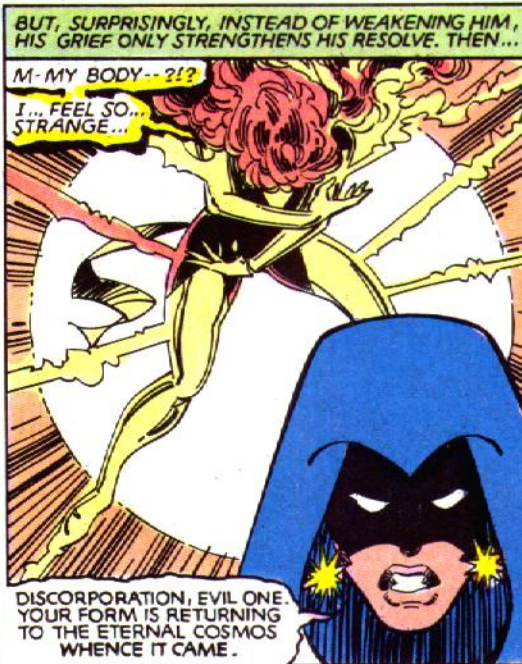


THE PSIWAR RAGES...

... XAVIER TORN AND TORMENTED...

... BY MEMORIES OF WHAT WAS...

... THOUGHTS OF WHAT MIGHT HAVE BEEN.



BUT, SURPRISINGLY, INSTEAD OF WEAKENING HIM, HIS GRIEF ONLY STRENGTHENS HIS RESOLVE. THEN...

M-MY BODY--?!!?

I... FEEL SO... STRANGE...

DISCORPORATION, EVIL ONE. YOUR FORM IS RETURNING TO THE ETERNAL COSMOS WHENCE IT CAME.



Huh?! PROFESSOR XAVIER'S VOICE--INSIDE MY HEAD!

ONLY DARK PHOENIX--WITH HER INSATIABLE DESIRE FOR SURVIVAL AT ANY COST-- COULD MAINTAIN THE DEGREE OF CONCENTRATION NECESSARY TO EXIST ON OUR PLANE OF REALITY. THE INSTANT THAT BELIEF WAS SHAKEN, EVEN SLIGHTLY, HER VERY EXISTENCE BEGAN TO UNRAVEL.

THAT GIVES ME AN IDEA!

PHOENIX--YOU NEED POWER TO SUSTAIN YOURSELF!



ABSORB THE PHOENIX-BOLT YOU SHOT INTO THE EARTH!

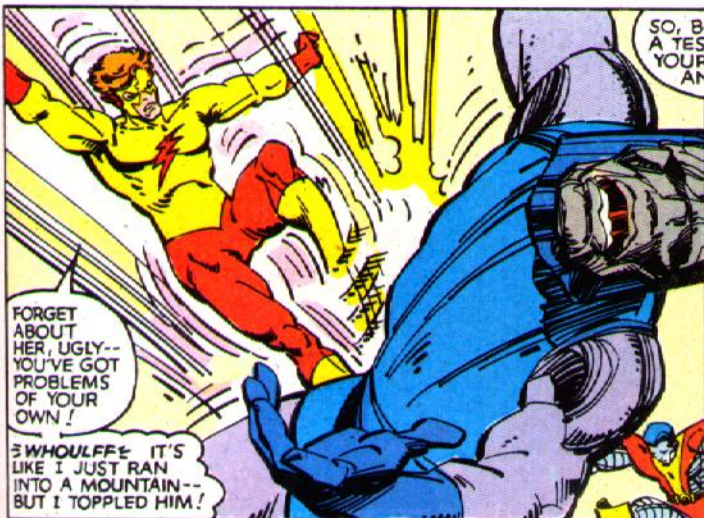
YES!

THAT WILL SAVE ME!



NO!!

ULTIMATE VICTORY IS WITHIN MY GRASP! EVEN YOU WILL NOT BE PERMITTED TO THWART ME!



FORGET ABOUT HER, UGLY-- YOU'VE GOT PROBLEMS OF YOUR OWN!

WHOOFFF-- IT'S LIKE I JUST RAN INTO A MOUNTAIN-- BUT I TOPPLED HIM!

SO, BOY, YOU WISH A TEST BETWEEN YOUR POWERS AND MINE?



VERY WELL.

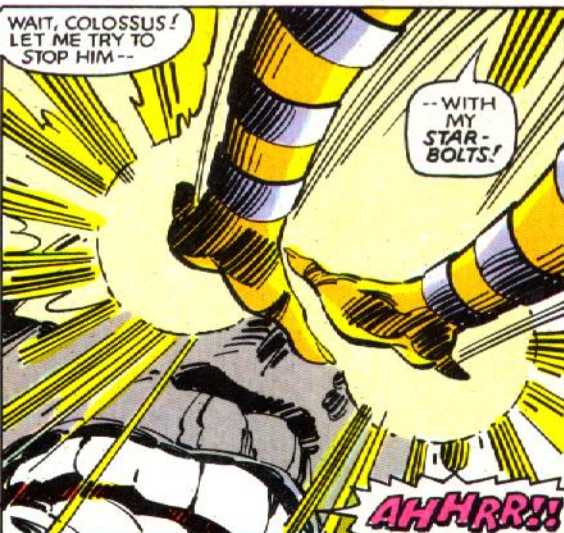
IT WILL BE THE FINAL LESSON-- FOR ALL OF YOU!

MY OMEGA EFFECT WILL EXPUNGE YOU, AS IF YOU HAD NEVER BEEN.



I WILL COVER HIS EYES! PERHAPS MY ARMORED BODY CAN BLOCK THE BEAMS!

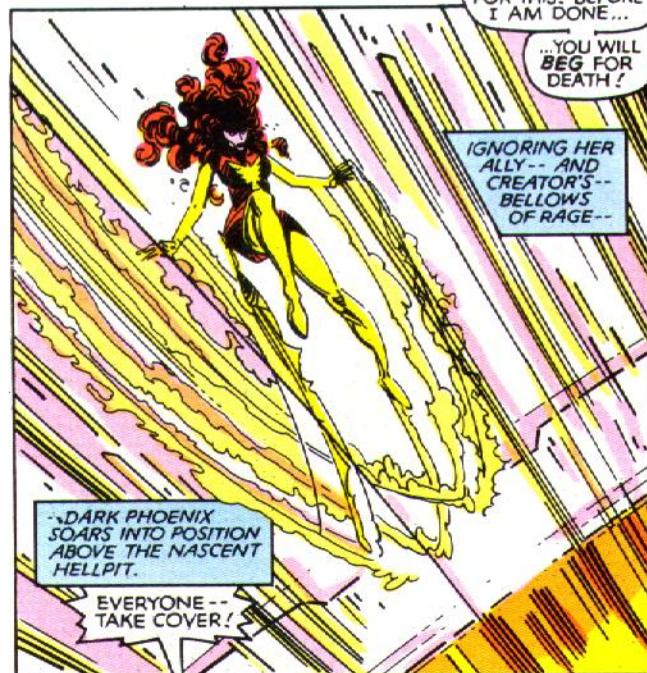
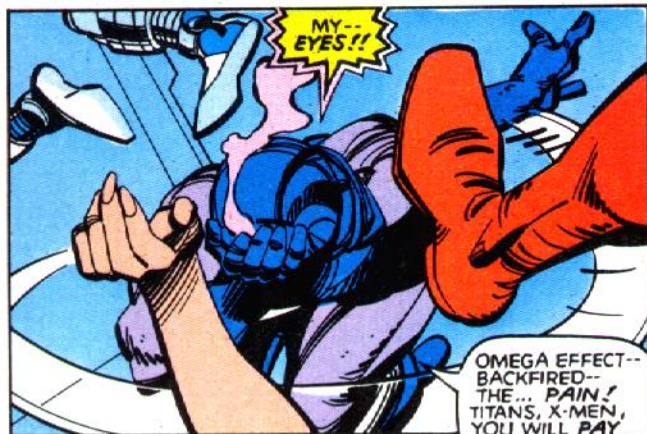
WAIT, COLOSSUS! LET ME TRY TO STOP HIM--



--WITH MY STAR-BOLTS!

AHHRR!!





RAVEN AND I FORGED A MINDLINK WITH DARK PHOENIX. I MUST NOT ALLOW IT TO BE BROKEN, OR ALLOW HER A MOMENT'S RESPIRE.

PHOENIX IS VULNERABLE. IF I KEEP HAMMERING AT HER, SHE MAY WELL BREAK.

SHE GLOWS STARBRIGHT, AS SHE DRAWS HER ENERGY BACK INTO HER-- AND FOR AN INSTANT, XAVIER SEES HER AS SHE WAS TRULY MEANT TO BE:

... A GODDESS OF LIFE, PURE, TRANSCENDANT, INDESCRIBABLY BEAUTIFUL.



HE HEARS THE SYMPHONY OF POWER THAT TEMPTED JEAN GREY TO ULTIMATE HEIGHTS AND DEPTHS.

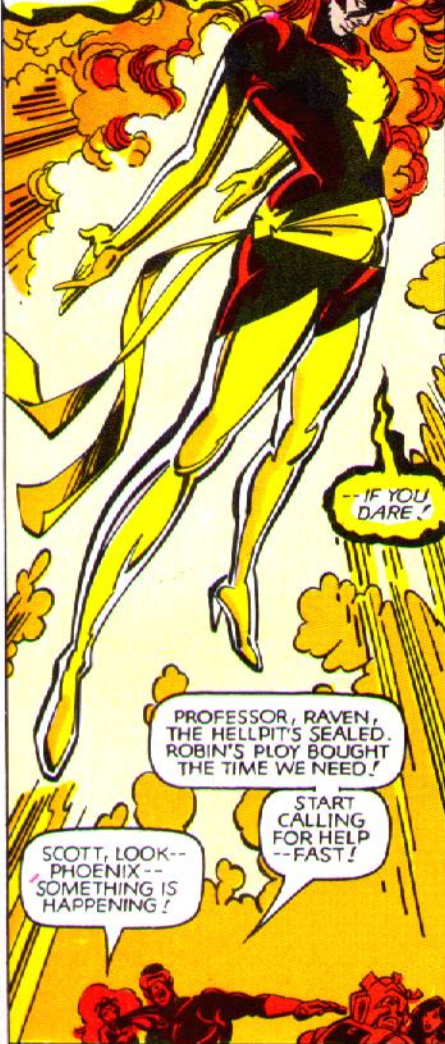
HE WEEPS. HE MOURNS.

BUT HE DOES NOT RELENT.



THEN, THE MOMENT PASSES, AND SHE BE-  
COMES MORE THE ANGEL OF DEATH.

MY POWER  
HAS BEEN  
RESTORED  
TO ME!  
FACE ME NOW,  
X-TITANS--



--IF YOU  
DARE!

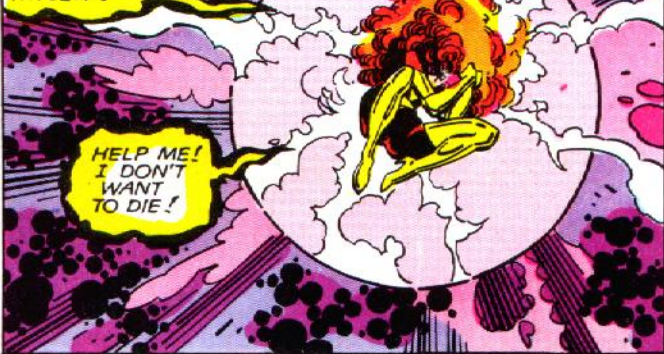
PROFESSOR, RAVEN,  
THE HELLPIT'S SEALED.  
ROBIN'S PLOY BOUGHT  
THE TIME WE NEED!

START  
CALLING FOR HELP  
--FAST!

SCOTT, LOOK--  
PHOENIX--  
SOMETHING IS  
HAPPENING!

IT-- IT WASN'T ENOUGH!

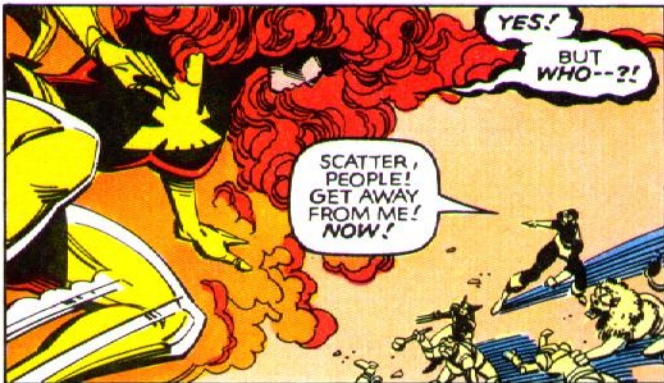
I'M FADING--  
I CAN'T STOP  
MYSELF!



HELP ME!  
I DON'T  
WANT  
TO DIE!

AND YOU SHALL NOT!

THERE IS A WAY  
TO PRESERVE  
BOTH LIFE AND  
POWER! TAKE A  
PHYSICAL FORM--  
THROUGH WHICH  
YOUR ENERGIES  
CAN BE  
FOCUSED!



YES!  
BUT  
WHO--?!

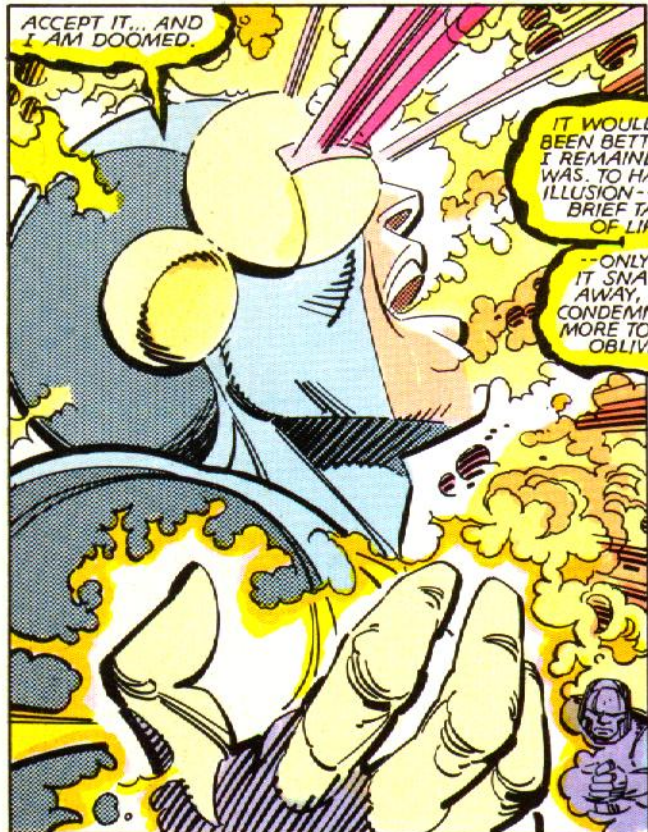
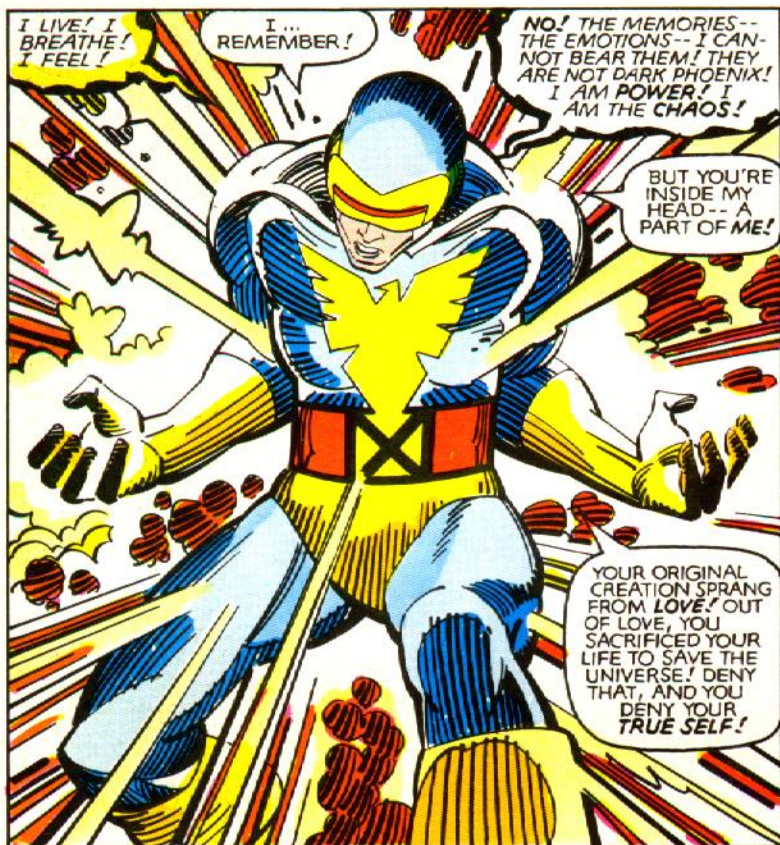
SCATTER,  
PEOPLE!  
GET AWAY  
FROM ME!  
NOW!



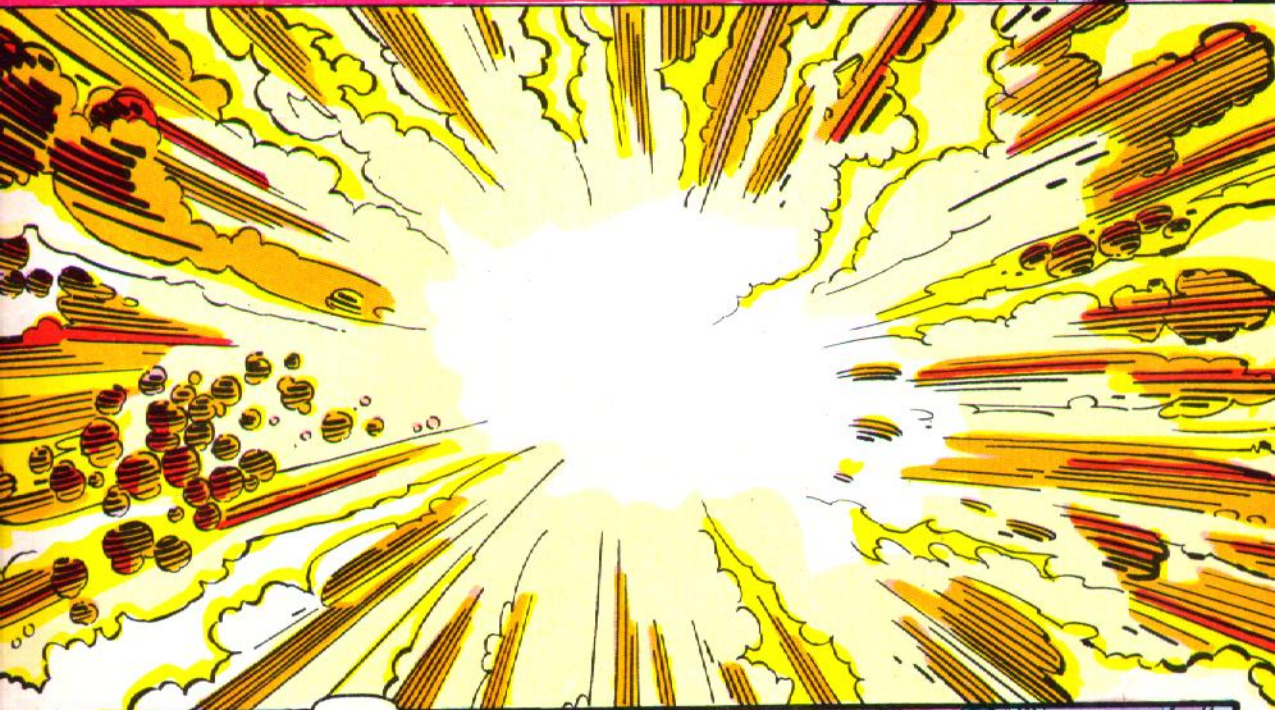
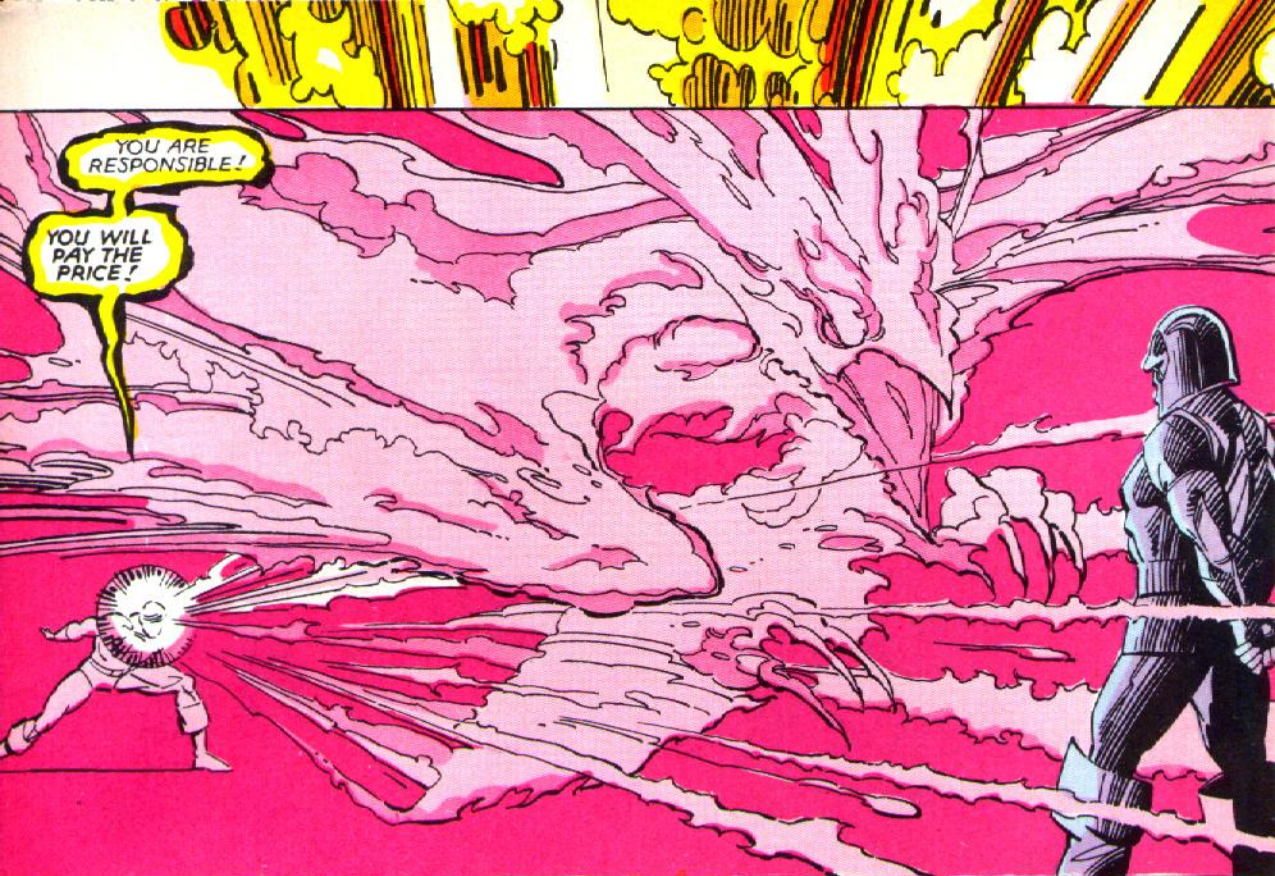
COME, MY  
ONCE AND  
FORMER  
LOVE--

--EMBRACE  
YOUR DESTINY!











IN THE PARK ABOVE, THE CONCERT REACHES ITS FINALE, THE "1812 OVERTURE" ITS EAGERLY AWAITED CLIMAX.

THERE GO THE FIREWORKS.

OOH!

LOOK AT THAT!

WHEE!

INCREDIBLE!

YEAH!

DIG IT!

FAR OUT!

AAH!

ALL RI!IGHT!

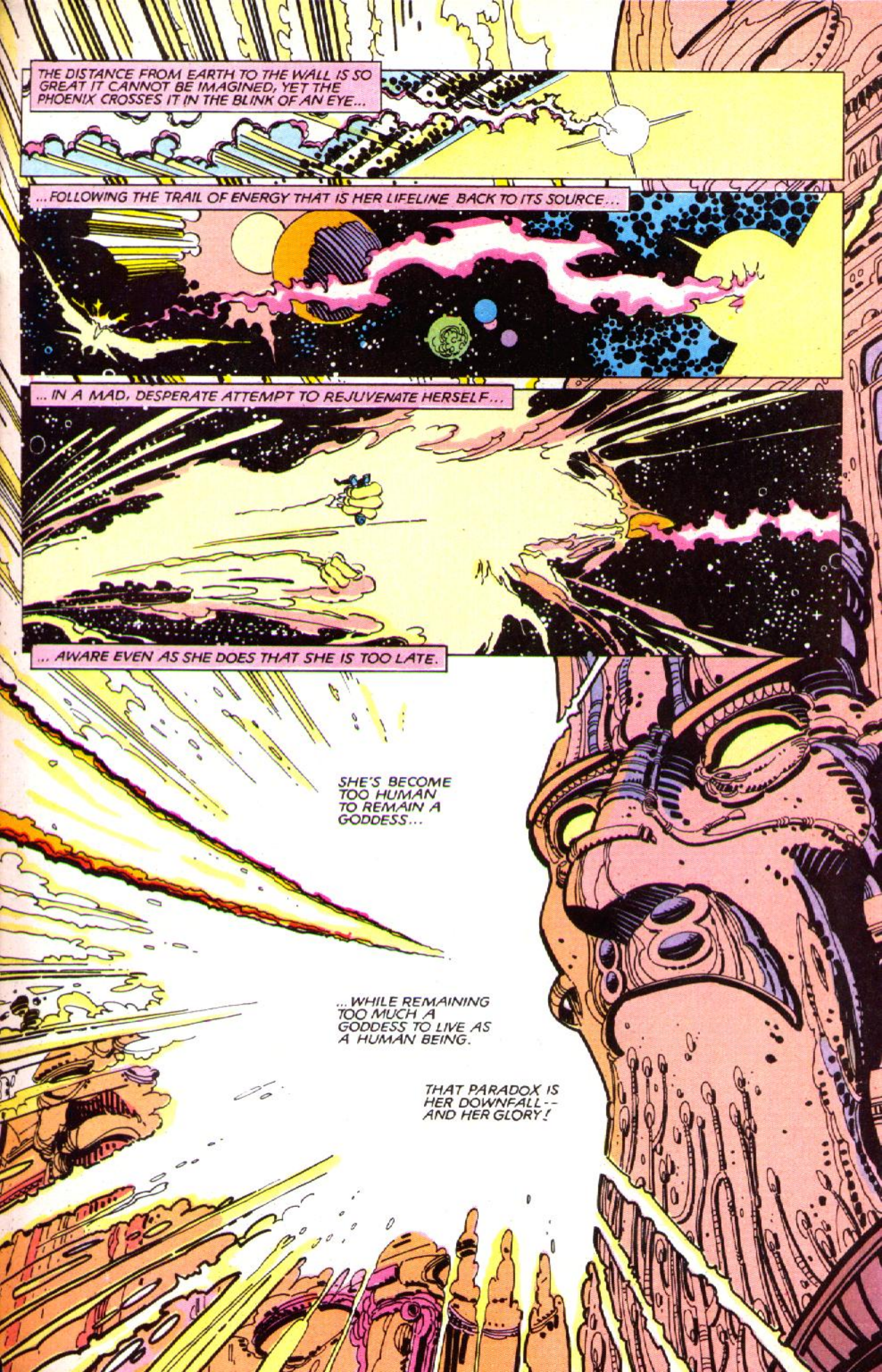
NEAT!

HEY!

THEN, AT THE CRESCENDO, ALMOST ON CUE...

WOW.





THE DISTANCE FROM EARTH TO THE WALL IS SO GREAT IT CANNOT BE IMAGINED, YET THE PHOENIX CROSSES IT IN THE BLINK OF AN EYE...

... FOLLOWING THE TRAIL OF ENERGY THAT IS HER LIFELINE BACK TO ITS SOURCE...

... IN A MAD, DESPERATE ATTEMPT TO REJUVENATE HERSELF...

... AWARE EVEN AS SHE DOES THAT SHE IS TOO LATE.

SHE'S BECOME  
TOO HUMAN  
TO REMAIN A  
GODDESS...

... WHILE REMAINING  
TOO MUCH A  
GODDESS TO LIVE AS  
A HUMAN BEING.

THAT PARADOX IS  
HER DOWNFALL --  
AND HER GLORY!



THE CONCERT OVER,  
AN AWED AND  
WONDERSTRUCK  
AUDIENCE...

...THOSE HEADING FOR THE WEST SIDE OF MANHATTAN PASSING BY  
BELVEDERE CASTLE.

I STILL CAN'T  
BELIEVE THAT  
IT'S OVER,  
THAT WE  
WON.

RAVEN, I WAS  
SO PROUD OF THE WAY  
YOU FOUGHT PHOENIX.  
I CAN GUESS WHAT  
THAT MUST HAVE  
COST YOU.

THANK YOU,  
DONNA.

HOW IRONIC,  
THOUGH, THAT  
THE VERY  
QUALITIES I FEARED  
PHOENIX WOULD USE TO  
CORRUPT ME, WERE WHAT  
GAVE ME THE STRENGTH  
AND COURAGE TO FACE HER  
THAT SECOND TIME,  
AND TRIUMPH.

...RELUCTANTLY  
DRIFTS OUT  
OF THE PARK,  
HOMEWARD-  
BOUND...

EVERY SENTIENT  
BEING IS AN  
AMALGAM OF  
POSITIVE AND  
NEGATIVE, RAVEN,  
"GOOD AND EVIL."  
OUR HUMANITY  
DERIVES FROM THE  
BALANCE STRUCK  
BETWEEN THEM.

DARK PHOENIX WAS POWER ABSOLUTE-- EVIL  
INCARNATE-- YET, SHE WAS HOLLOW. HER  
POWER AND EVIL WERE ALL SHE HAD. PERHAPS,  
BY MERGING WITH SCOTT, SHE REALIZED THAT  
WHAT SHE WAS COULD NEVER EQUAL WHAT  
SHE HAD ONCE BEEN. AND THAT  
DESTROYED HER.

CAN THE  
PHILOSOPHY, ELF,  
AN' LET'S SCROUNGE  
SOME BREW.

SAVIN' THE  
UNIVERSE IS  
THIRSTY WORK.

YOU LOOK TO THE  
STARS, SCOTT. WHAT  
DO YOU SEE?

DREAMS.  
NIGHTMARES.

I WISH  
THERE'D  
BEEN  
ANOTHER  
WAY.

SO  
DO I.



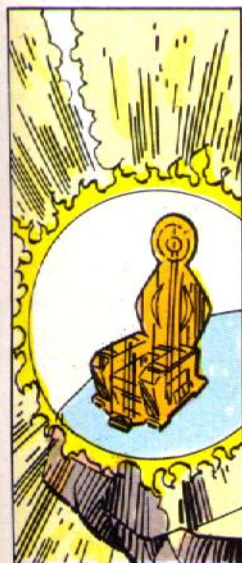
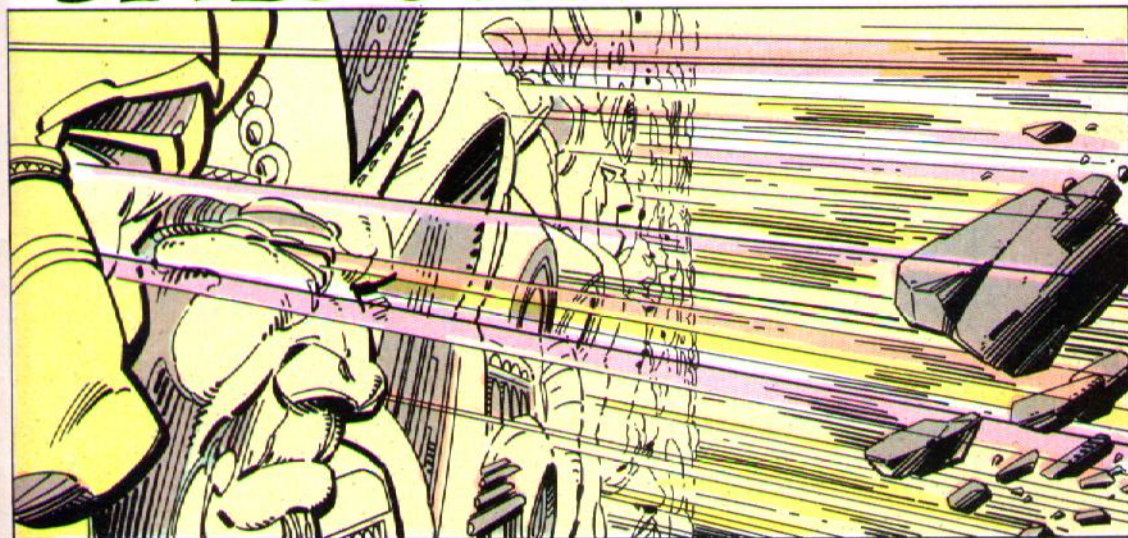
SCOTT,  
ONE THING  
PUZZLES  
ME.

IF PHOENIX  
WAS DARKSEID'S  
CREATION --  
IF SHE HAD NO  
CONSCIOUS  
EXISTENCE  
PRIOR TO THAT  
AWFUL MOMENT  
AT THE WALL --

-- THEN WHO, WHAT, APPEARED TO US  
AND TO THE GREYS, TO WARN US?

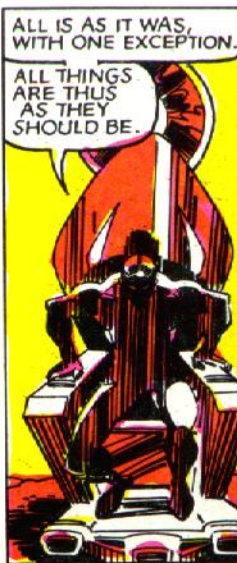


# EPILOGUE



THE  
WHEEL  
TURNS.

THE WALL IS  
SEALED, THE  
BALANCE  
RESTORED.



ALL IS AS IT WAS,  
WITH ONE EXCEPTION.

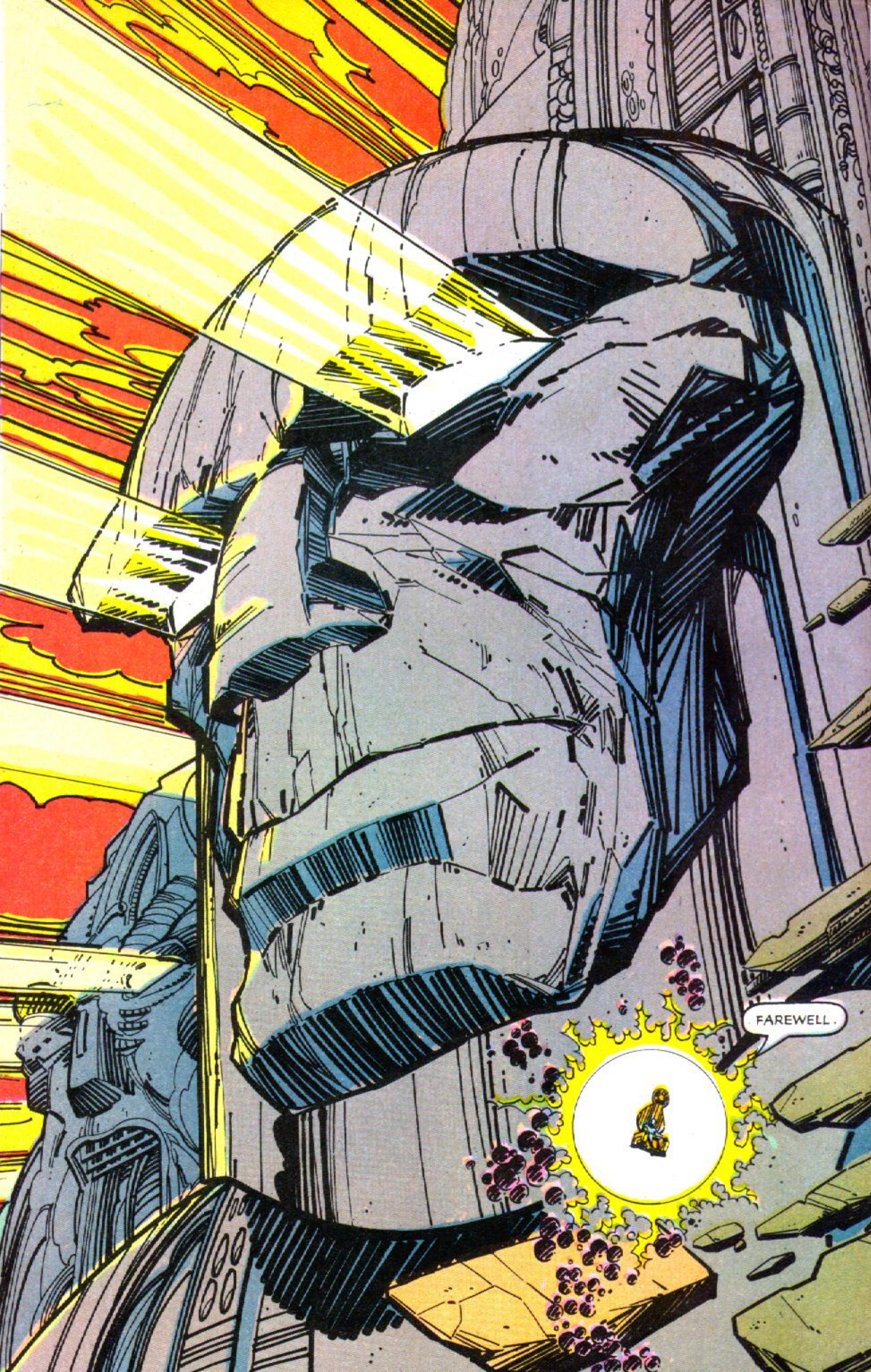
ALL THINGS  
ARE THUS  
AS THEY  
SHOULD BE.



MY THANKS, OLD FRIEND,  
FOR REVEALING THE  
ANSWER ...

...TO YET  
ANOTHER  
MYSTERY OF  
THE  
SOURCE.





FAREWELL.