

X-MEN

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THE ALL-NEW, ALL-DIFFERENT

X-MEN

X-MEN,
YOU CAME SEEKING
COUNT NEFARIA!!
INSTEAD YOU HAVE
FOUND ONLY--

DEATH!



GK
DEC

Stan Lee PRESENTS: **X-MEN!** THE MOST UNUSUAL FIGHTING TEAM *OF* ALL TIME!™

CHRIS CLAREMONT, WRITER
LEN WEIN, PLOTTER-EDITOR

DAVE COCKRUM
ARTIST

BOB McCLEOD
INKER

PHIL RACHELSON, COLORIST
TOM ORZECOWSKI, LETTERER

THE DOOMSMITH SCENARIO!



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SUCH A LITTLE THING, REALLY--
BUT SOMETIMES, THE LITTEST
THINGS CAN BE THE HARDEST
THINGS TO BEAR.

I AM PROUD
OF YOU, MY
X-MEN, NEW
AS WELL AS
OLD...



...KRAKOA, THE
LIVING ISLAND, WAS
A FORMIDABLE FOE,
BUT YOU ALL PER-
FORMED BRILLIANTLY
AGAINST HIM.*

*GIANT X-MEN #1-AND-ONLY--LEN.

"NOW, AS TO THE FUTURE..."

AS TO THE
FUTURE,
PROFESSOR,
IT IS A
FUTURE
THAT DOES
NOT INCLUDE
SUNFIRE.



SHIRO, I DON'T
UNDERSTAND. I
THOUGHT YOU'D
AGREED TO
JOIN US...



I AGREED
TO HELP YOU,
PROFESSOR.
ONCE!

AND ONCE WAS
QUITE ENOUGH.
MY DUTY IS TO
MY COUNTRY AND
MY EMPEROR.



I CARE NOTHING FOR THE
WORLD YOU OFFER. I WANT
NONE OF IT, NONE OF YOU,
AND NONE OF YOUR X-MEN!

I SEE. DO ANY
OF THE REST
OF YOU ECHO
SUNFIRE'S
THOUGHTS?
NIGHTCRAWLER?
THUNDERBIRD?



COLOSSUS?

I... DO
NOT KNOW,
GOSPODIN
XAVIER...
I...

I SAY WE HAVE BEEN TOGETHER
BARELY TWO DAYS. AND
TWO DAYS ARE NOTHING.



I AM INTRIGUED
BY THE PROFESSOR'S
OFFER. I WILL STAY.

WHAT THE HEY?
IT SURE BEATS
SITTIN' ROUND
ALPHA BASE
WAITIN' FOR A
GO CALL.

THEN
SUNFIRE
BIDS YOU
FAREWELL,
PROFESSOR;
YOU AND
YOUR
PACK OF
IDEALISTIC
FOOLS.



... BUT
HEAR ME,
XAVIER ...

... SHOULD YOU NEED
THIS SAMURAI'S HELP
AGAIN, DO NOT
SEEK ME OUT
AND DO NOT ASK...



... FOR
SUNFIRE
WILL
REFUSE!



WHAT ABOUT YOU, BANSHEE? WILL YOU GO, OR WILL YOU STAY?

WELL, I WON'T LIE TO YE, PERFESSER. I LIKE IT HERE AN' THAT'S THE TRUTH.



BUT I WON'T LIE TO MESELF, EITHER. YOUR X-MEN ARE ALL YOUNG PEOPLE, STUDENTS. ME, I'M A BARELY LITERATE EX-COP, AN' LIKE IT OR NOT...

...THERE'S SOME GREY AMONG THE BANSHEE'S GOLDEN HAIR.

IT'S BEEN GRAND, BUT IT'S TIME I WAS MOVIN' ON.



RUBBISH! YOUR HAIR'S ABOUT AS GREY AS MINE, AND YOUR BRAIN'S A FRACTION KEENER.

HOWEVER, IF THESE 'YOUNG PEOPLE' ARE TOO MUCH OF A CHALLENGE FOR YOU...



NOW I DIDN'T SAY THAT, DID I? SINCE WHEN HAS THE BANSHEE EVER REFUSED A CHALLENGE? IT'S JUST...

BANSHEE, YOU WOULDN'T HAVE TO RUN ANYMORE. YOU'D BE WITH FRIENDS. YOU'D... BELONG.

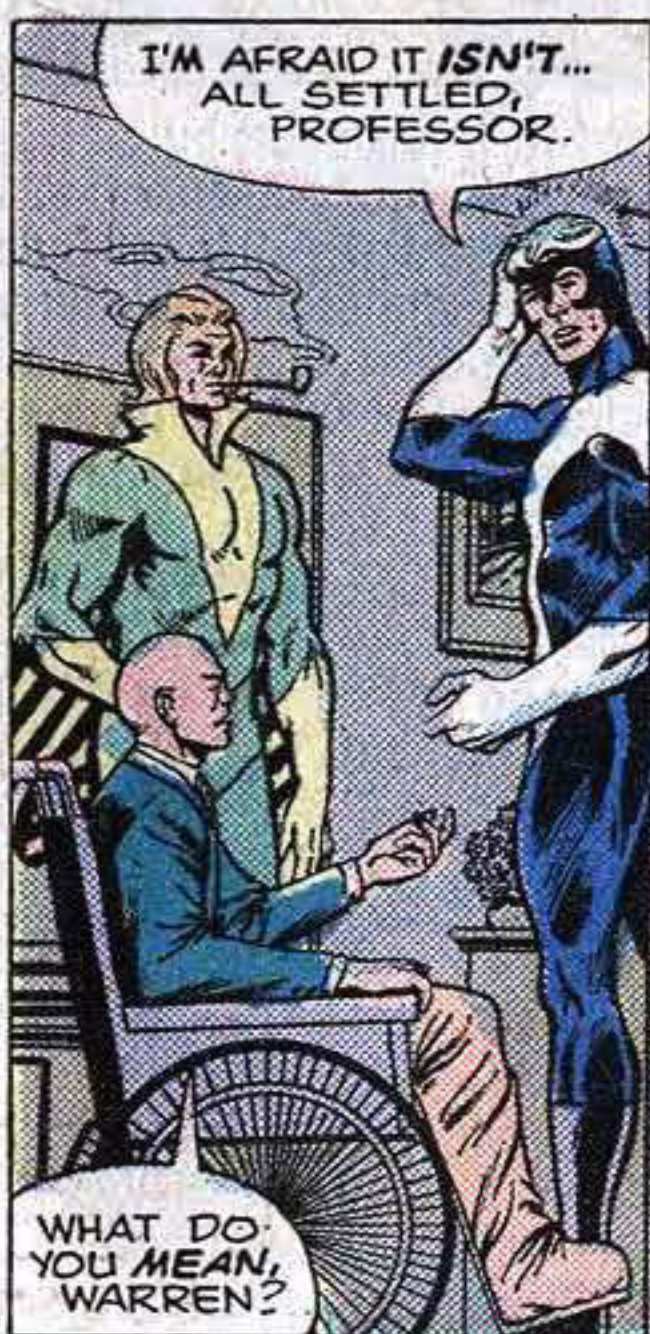
AYE. THAT'S A POINT. IT'D BE... NICE... T' BELONG.



ALL RIGHT, PERFESSER, I'M SOLD. YE'VE GOT YERSELF A NEW X-MAN.

EXCELLENT, MY FRIEND.

AND NOW THAT THAT'S ALL SETTLED...



I'M AFRAID IT ISN'T... ALL SETTLED, PROFESSOR.

WHAT DO YOU MEAN, WARREN?



I'M SORRY, PROFESSOR... THERE'S NO EASY WAY TO SAY THIS... ah, WE-- THE OLD X-MEN-- WE'RE...

WE'RE LEAVING, SIR. PULLING OUT.



YOU'RE... WHAT?!!

BUT WHY, WARREN? JEAN? ALL OF YOU? WHY?!!



BECAUSE... WE WERE CHILDREN WHEN YOU TOOK US IN, PROFESSOR. SCARED AND UNCERTAIN ABOUT WHO AND WHAT WE WERE...

YOU TAUGHT US, HELPED US REALIZE OUR FULL POTENTIAL.



YOU HELPED US GROW UP... AND THAT'S JUST IT. WE'VE GROWN UP.

WE'RE NOT CHILDREN ANYMORE, PROFESSOR. WE HAVE TO LIVE OUR OWN LIVES NOW.



LOOK, LADY, YOU GUYS WANT OUT THAT BADLY, THEN GO! SPLIT! TAKE OFF! WHAT DO WE CARE?

JUST DO US ALL A FAVOR AND SPARE US THE SOAP OPERA, HUH?

WHY YOU...



LISTEN, MIDGET, ONE MORE WORD OUTTA YOU AND I'M GONNA SLAM...

C'MON... TRY IT, BUB. I NEVER CARVED UP AN ICICLE BEFORE.

THAT'S ENOUGH! BOTH OF YOU!



I SAID, THAT'S ENOUGH!

YOU'RE OUT OF LINE, WOLVERINE! NOW PUT YOUR CLAWS AWAY AND CALM DOWN OR YOU'LL HAVE TO DEAL WITH ME.

BIG TALK, BOSS-MAN...

ANY TIME YOU WANT TO TRY, MISTER, I'LL BE READY.



Uh... SCOTTY... I DON'T WANT TO PUSH YOU, BROTHER... BUT WHAT'RE YOU GONNA DO?

ARE YOU COMING WITH US--OR STAYING?

I... DON'T KNOW, ALEX. I JUST DON'T KNOW.

IT'S A LONG NIGHT FOR THE MUTANT X-MAN, SCOTT SUMMERS. HE CANNOT SLEEP AND, IN TRUTH, HE DOESN'T REALLY TRY.



INSTEAD, HE ROAMS THE MANSION THAT HAS BEEN HIS HOME FOR SO MANY YEARS... ROAMS AND THINKS... AND REMEMBERS...

... AND CURSES.

FACE IT, SUMMERS. NO MATTER WHICH WAY YOU CUT IT, YOU'RE THE ONE X-MAN WHO CAN'T HIDE WHAT HE IS...



... AND WHO DARES NOT FORGET, BECAUSE IF HE DOES, SOMEONE MIGHT GET KILLED.

KILLED BY MY EYES! MY CURSED, MUTANT, ENERGY-BLASTING EYES!



THE ANGUISHED, DESPERATE CRY RINGS HOLLOW IN THE STILLNESS. AND IF ANYONE HEARS IT, THEY GIVE NO SIGN...

... FOR THE MANSION IS QUIET, 'TIL MORNING.



WHEN OLD FRIENDS GATHER TO SAY... GOOD-BYE.

SCOTT, YOU'RE STILL WEARING YOUR COSTUME...

YEAH.

JEAN, I'VE THOUGHT THIS OVER ALL NIGHT, AND... I'VE DECIDED TO STAY.



I THOUGHT YOU WOULD... BUT... I'D HOPED...

I'M AN X-MAN, PURE AND SIMPLE. THIS IS MY HOME, MY LIFE. THIS IS WHERE I... BELONG.



WHERE YOU BELONG, SCOTT. BUT NOT ME. NOT ANYMORE!

I KNOW. A LOUSY SITUATION, ISN'T IT? I... I DON'T WANT TO LOSE YOU, JEAN. I CAN'T.



I LOVE YOU.

AND I LOVE YOU.



THEN, SHE IS GONE.

AND THE MAN CALLED CYCLOPS IS ALONE.



THE PARTING IS A QUICK ONE, BUT THE FAREWELLS ARE REAL AND HEARTFELT...

... FOR THESE PEOPLE HAVE FOUGHT TOGETHER -- FACED DEATH TOGETHER -- AND THAT HAS FORGED A SPECIAL BOND BETWEEN THEM...

... A BOND THAT MAKES THEM COMRADES. AND, IN A WAY, FRIENDS.

ALL RIGHT, PEOPLE! THE SHOW'S OVER AND IT'S TIME PROFESSOR XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS WAS A GOING CONCERN AGAIN...

... TIME YOU LEARNED WHAT BEING AN X-MAN IS ALL ABOUT.

LESSON ONE IS HOW TO STAY ALIVE -- THAT'S WHAT THE DANGER ROOM IS FOR...

... TO GIVE YOU A SECOND, MAYBE TWO. TIME -- AND THE SKILL TO TAKE THAT TIME AND USE IT TO DEFEAT YOUR OPPONENT. IN A WORD, TO SURVIVE.

DANGER ROOM

AN... EMPTY ROOM WILL DO ALL THAT?

THAT'S RIGHT, STORM. AND THE OBJECT OF THE EXERCISE IS TO CROSS THE ROOM...

... WALK IN THIS DOOR AND OUT THE OTHER...

YOU GOTTA BE KIDDIN', ONE-EYE. AN' I'M GONNA CALL YA.

PERHAPS, JOHN PROUDSTAR...

... THEN AGAIN, PERHAPS NOT.

CLICK WRRRR

WHAT THE...

HEY! LEGGO!

CHAKA CHAKA CHAKA

SEE YA AT THE EXIT, TROOPS.

POW

... IF THE ROOM LETS YOU.

AND SO, IT BEGINS.
THE DAYS--THE
WEEKS--OF
TRAINING, SIX
HOURS A DAY,
FIVE DAYS A
WEEK. WEEK
IN, WEEK OUT...

...UNTIL THE HALLS OF THIS OLD, VENERABLE
WESTCHESTER MANSION SEEM TO ECHO AND
RE-ECHO WITH THE SOUNDS OF BATTLE;
UNTIL THESE NEOPHYTE X-MEN BEGIN TO
WONDER IF THERE EVER WAS A TIME WHEN
THEY WEREN'T FIGHTING FOR THEIR LIVES.

AND WHEN THEY
FALTER, GIVE IN
A LITTLE, GIVE
UP, A VOICE
SNAPS THEM
BACK INTO LINE.
A HARSH VOICE,
ANGRY, BITING,
MERCILESS.

THE VOICE OF
THE MAN NAMED
CYCLOPS, WHO
DRIVES THE X-MEN
HARD AND HIMSELF
HARDER.

WHO TAKES SIX PROUD,
UNIQUE INDIVIDUALS. SIX
LONERS. SIX OUTCASTS...

...AND FORGES
THEM INTO
A TEAM.

BUT EVEN THE X-MEN, AFTER ALL, ARE ONLY... HUMAN. PUSHED TO THE LIMIT, PUSHED BEYOND, EXHAUSTION BEGINS TO TAKE ITS TOLL ON TEACHER AND STUDENTS BOTH.

AND PEOPLE BEGIN TO MAKE MISTAKES.

THUNDERBIRD, LOOK OUT! THE LASERS-- YOU'RE CUTTING IT TOO CLOSE--!

AAIRRRGH!!

TAKE IT EASY, LAD-- THAT'S A NASTY BURN ON YER LEG. I'LL HELP YE UP.

BACK OFF, SHAMROCK! I DON'T NEED ANY HELP.

NOT FROM YOU-- NOT FROM ANYBODY!

I'M OKAY, ONE-EYE...

THE NAME IS CYCLOPS, MISTER-- AND YOU'RE NOT 'OKAY.'

I'VE GOT NEWS FOR YOU, FELLA-- IF THIS WERE COMBAT, AND THOSE LASERS RUNNING AT FULL STRENGTH...

...YOU'D HAVE LOST YOUR LEG!

YOU'RE CARELESS, THUNDERBIRD. AND YOUR CARELESSNESS COULD GET US ALL KILLED!

MAN, YOU BEEN RIDIN' ME SINCE THE DAY I GOT HERE-- AND I HAVE HAD IT!

YOU LAY OFF ME, ONE-EYE, AND YOU DO IT NOW-- OR SO HELP ME--

-- I'LL REARRANGE YOUR FACE!!

CYCLOPS! THUNDERBIRD! CEASE THIS DISGRACEFUL DISPLAY IMMEDIATELY!

THUNDERBIRD, REPORT TO THE INFIRMARY!

AS FOR YOU, SCOTT-- I'LL SEE YOU IN MY OFFICE.

WAY TO GO, HOTSHOT. LOOKS LIKE YOU'VE BLOWN ANOTHER CHANCE FOR YOURSELF. MAYBE THE LAST ONE...

WHAT'S A MATTER, LADY? IT BOTHERS YOU TO WORK WITH A LOSER?

I SEE NO 'LOSER', JOHN PROUDSTAR. IN THIS ROOM, I SEE ONLY A MAN.

CHAPTER TWO: DEATH O'ER VALHALLA HIGH!

IN THE ROCKIES, IN COLORADO STATE, SOME FORTY MILES WEST OF COLORADO SPRINGS, THERE STANDS A MOUNTAIN. LONELY, FORBIDDING, THRUSTING ITS ROUGH, GRANITE FACE NEARLY TWO MILES HIGH INTO THE CRISP, COOL ROCKY MOUNTAIN AIR.

THE MOUNTAIN IS CALLED VALHALLA, THE HOME OF THE GODS.

THOSE WHO KNOW IT BETTER... CALL IT DEATH.

AND BURIED DEEP WITHIN THE MOUNTAIN, SAFE FROM ANY ENEMY, SECURE FROM EVEN A 100-MEGATON THERMONUCLEAR BOMB...

... IS THE NORAD WAR ROOM, OPERATIONAL COMMAND OF THE MOST POWERFUL WAR MACHINE EVER CONCEIVED...

... A PLACE WHERE EVEN THE MOST MUNDANE OF EVENTS...

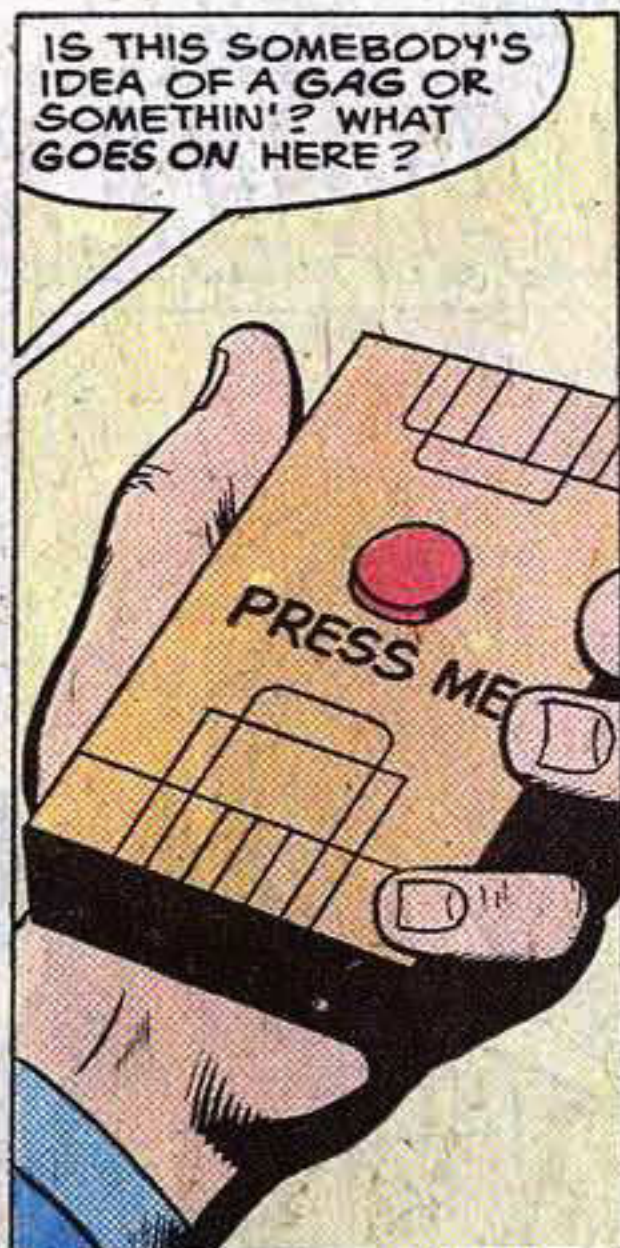
... CAN ASSUME FRIGHTENING SIGNIFICANCE.

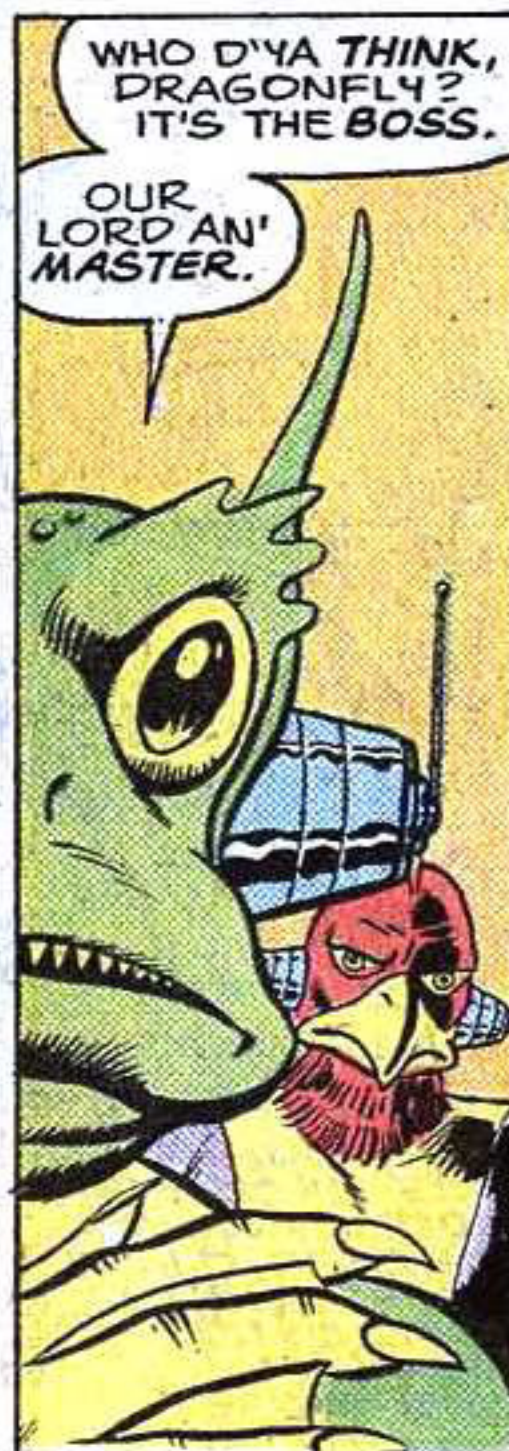
FOR VALHALLA MOUNTAIN IS HEAD-QUARTERS OF NORAD, THE NORTH AMERICAN AIR DEFENSE COMMAND.

HEADS UP, JOY BOYS! MAIL CALL! MAIL CALL!

ONE FOR YOU, HARRIS!

HUH? WHAT GIVES? I WASN'T EXPECTING ANYTHING.







BUT NO MORE OF THAT--
NEFARIA'S PLAN GOES
ACCORDING TO SCHEDULE
AND ALL IS WELL.

THE
WAR
ROOM
IS
OURS.

FOR HOW
LONG, BOSS?
THERE'S A
WHOLE ARMY
MANNIN' THIS
PLACE...



HOW'RE THE FIVE
OF US SUPPOSED
TO HOLD 'EM OFF?

I DO NOT
EXPECT
YOU TO.

BY PRESSING THIS
BUTTON AND FLOODING
THE MOUNTAIN WITH
ANESTHETIC GAS...



"... I HAVE NEUTRALIZED THIS
ARMY YOU SEEM TO FEAR SO MUCH.



IN ALL VALHALLA
BASE, MY CHIL-
DREN, WE SIX
ARE THE ONLY
ONES STILL
CONSCIOUS.
AND, ONCE
AGAIN,
COUNT
NEFARIA IS
TRIUMPHANT...

...THIS TIME TO HOLD
THE FATE OF A
WORLD IN HIS HANDS.



"THESE FOOLS THOUGHT
ME DEFEATED, DESTROYED,
WHEN MY ASSAULT ON
WASHINGTON FAILED
THOSE MANY MONTHS AGO..."

*WAY BACK IN
X-MEN #22/23.
--LONG-AGO LEN.

"... ALL THOUGHT
WRONG. I ESCAPED
FROM PRISON AND
BEGAN PLANNING ANEW,
CALLING IN OLD DEBTS
AND USING MAGGIA
SCIENCE TO CREATE
STRONGER ALLIES... TO
MAKE YOU LESS THAN
HUMAN... AND FAR, FAR
MORE..."

"... SO THAT THIS
DAY WE RANSOM
NOT A MERE CITY--
BUT A WORLD!!"



... AND NOW, MY CHILDREN, THE GAME BEGINS IN EARNEST.



GAMES. SOME LIKE 'EM; SOME DON'T. TAKE SCOTT SUMMERS, FOR INSTANCE...

... HE GAVE UP GAMES A LONG TIME AGO.



ON THE DAY HE BECAME LEADER OF THE X-MEN, AND IT'S COST HIM OVER THE YEARS...



... SO THAT, SOMETIMES, HE WONDERS IF THE JOB IS WORTH THE GRIEF. WONDERS...

EXCUSE ME. I DID NOT MEAN TO INTRUDE.

'S'OKAY. I WAS JUST THINKING. COME ON IN.



WHAT CAN I DO FOR YOU, KURT?

ACTUALLY, I WAS WONDERING IF THERE WAS ANYTHING I COULD DO FOR YOU. I MEAN-- THE ARGUMENT WITH THUNDER... WITH JOHN... IT UPSET YOU, NO?

SURE, IT UPSET ME.

WE WERE BOTH CARELESS, KURT. EXCEPT THAT I WAS RESPONSIBLE AND THUNDERBIRD ENDED UP TAKING ALL THE LUMPS...



SCOTT! KURT! PLEASE REPORT TO THE BRIEFING ROOM...

... SOMETHING IMPORTANT HAS COME UP.

ON OUR WAY, PROFESSOR.



I THINK, MY FRIEND, THAT IF I REMAIN AN X-MAN TO MY DYING DAY, I WILL NEVER GET USED TO THAT...

WELCOME TO THE CLUB... FRIEND.



... SEIZED CONTROL OF VALHALLA BASE, THE NORAD COMMAND CENTER...

SIT DOWN, ALL OF YOU...

... AND PAY ATTENTION. THIS IS OF VITAL IMPORTANCE.



I HAVE ACTIVATED THE DOOM-SMITH COMMAND SYSTEM-- AND I NOW POSSESS OPERATIONAL CONTROL OF AMERICA'S STRATEGIC MISSILE FORCE.



I DEMAND A RANSOM FROM EACH NATION ON EARTH, THE AMOUNT TO BE DETERMINED BY EACH NATION'S ABILITY TO PAY. IF MY DEMANDS ARE NOT MET...



...I SHALL LAUNCH AMERICA'S ENTIRE INVENTORY OF NUCLEAR MISSILES.

NICE GUY.

WONDER WHAT HE DOES FOR AN ENCORE?



YOU HAVE THREE HOURS TO DECIDE.



THAT'S THE STORY, PROF --HEY! WHAT HAPPENED TO THE X-MEN?!

THESE ARE THE X-MEN, HANK. PLEASE CONTINUE.



Uh, OKAY, PROF, IF YOU SAY SO. THE AIR FORCE CALLED THE AVENGERS FOR HELP, BUT WE CAN'T HANDLE IT RIGHT NOW...

...I FIGURED THE X-MEN COULD.



YOU HEARD THE BEAST, X-MEN-- LET'S GET GOING. THUNDERBIRD, YOU'RE INJURED-- YOU'LL HAVE TO STAY BEHIND.



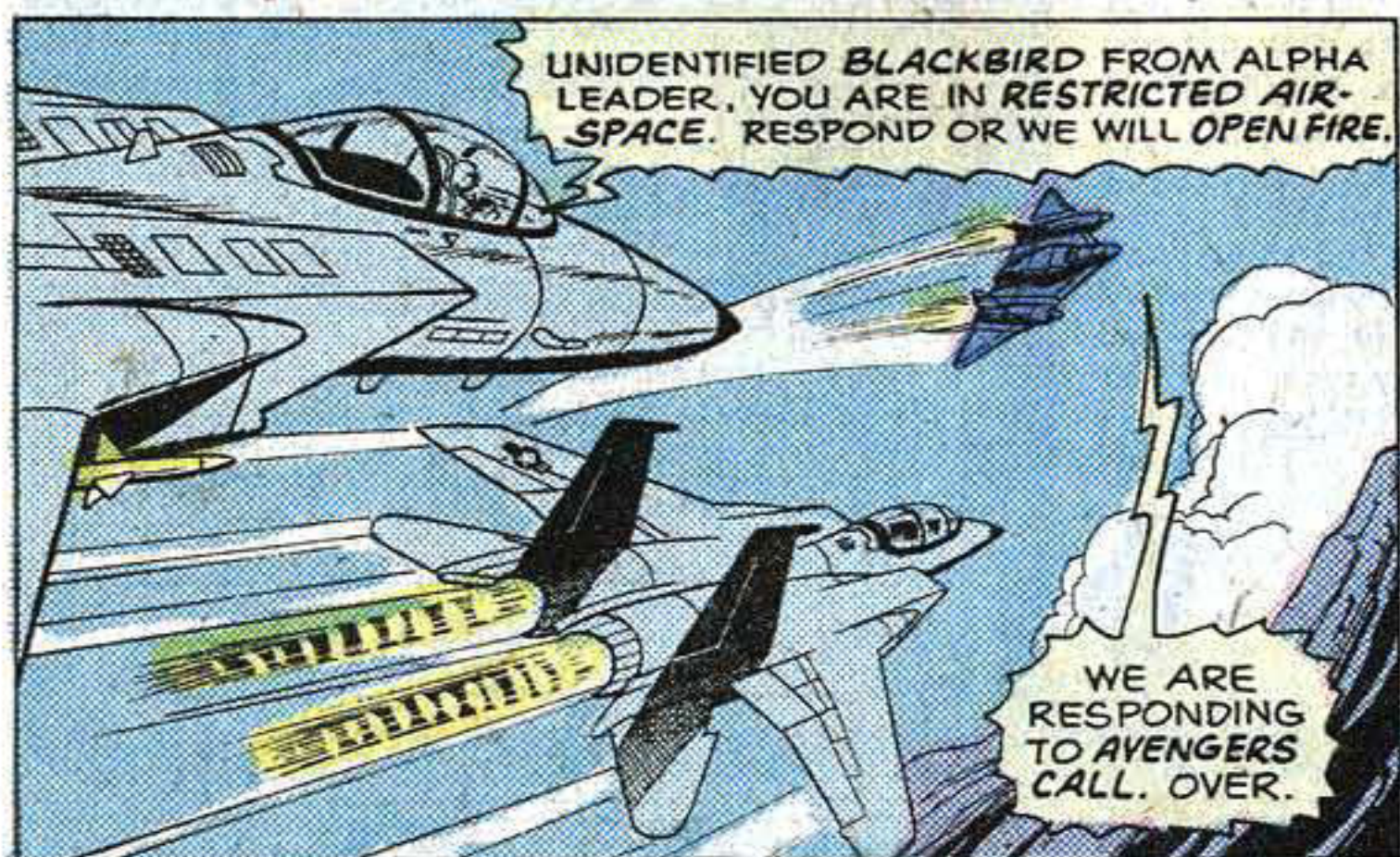
YOU WANNA TRY SAYIN' THAT THROUGH A MOUTHFUL OF KNUCKLES, ONE-EYE!?! I'M GOIN'!!

SCOTT, THERE'S NO TIME TO ARGUE! THUNDERBIRD CAN GO!



"JUDGING FROM WHAT HANK SAID, YOU'LL NEED EVERY X-MAN TO DEFEAT NEFARIA IN TIME."

MINUTES LATER, THE X-MEN ARE ALOFT, SCREAMING WESTWARD AT BETTER THAN MACH 4.





IT'S AN ULTIMATE WEAPON, CYCLOPS, A MADMAN'S DREAM, TO BE USED WHEN THERE'S NO HOPE OF SURVIVAL, WHEN ALL OF US ARE DEAD. IT GIVES NEFARIA ABSOLUTE CONTROL OVER THE U.S. MISSILE ARSENAL.

WHAT NEFARIA DOESN'T KNOW IS THAT-- BEYOND A CERTAIN POINT--

--THE SYSTEM CAN'T BE SHUT DOWN!



THE MISSILES WILL FIRE AUTOMATICALLY AND NO POWER ON EARTH CAN STOP THEM.

NEFARIA'S DEADLINE IS TWO HOURS EVEN. BUT YOU PEOPLE HAVE ONLY FIFTY-TWO MINUTES TO CANCEL THE DOOMSMITH.

GOOD LUCK, SON.



"YOU'LL NEED IT." STARTING RIGHT NOW.

COUNT NEFARIA, AN AIRCRAFT ENTERS THE DEFENSE PERIMETER.



SO, THE FOOLS LAUNCH YET ANOTHER FUTILE ATTACK...

INTERESTING, THE COMPUTER IDENTIFIES THE AIRCRAFT AS...



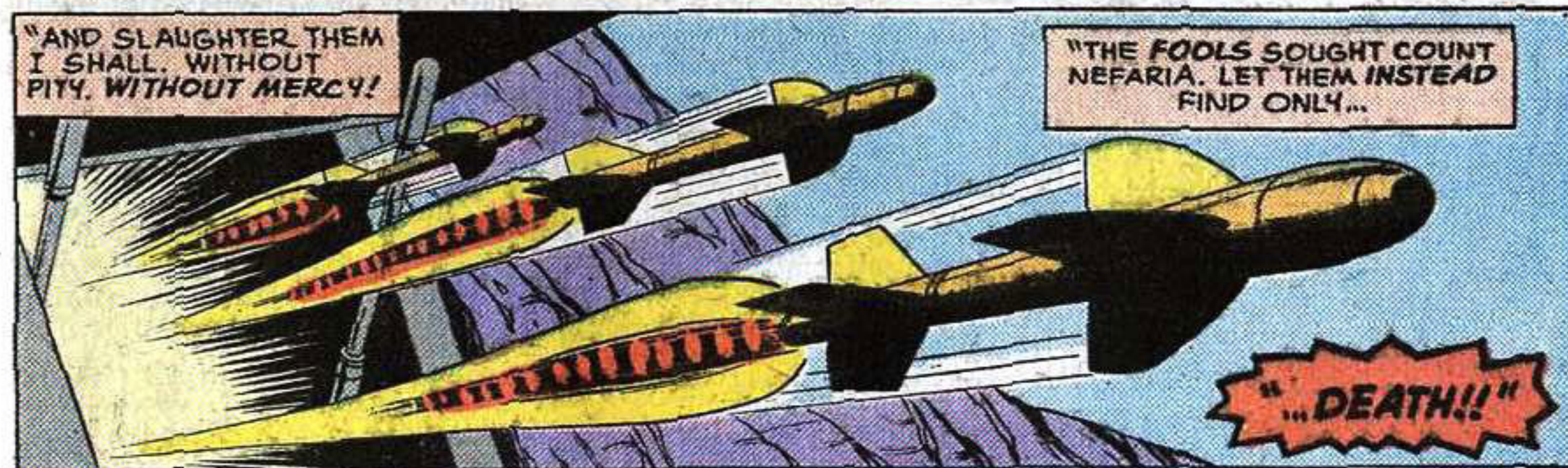
...THE X-MEN!!

BY HEAVEN, THIS IS TOO RICH A JEST!



MY GREATEST FOES WALKING INTO MY PARLOR...

...LIKE LAMBS GOING TO THE SLAUGHTER.



"AND SLAUGHTER THEM I SHALL. WITHOUT PITY. WITHOUT MERCY!"

"THE FOOLS SOUGHT COUNT NEFARIA. LET THEM INSTEAD FIND ONLY..."

"...DEATH!!"

