STILL ONLY 25¢

MARVEL COMICS GROUP™ 98 APR CC 02461

THE ALL-NEW, ALL-DIFFERENT

X-MEN

APPROVED BY THE COMICS CODE AUTHORITY

THE SENTINELS ARE BACK! 'NUFF SAID!

COCKRUM

Stan Lee PRESENTS: THE UNCANNY X-MEN!

MERRY CHRISTMAS, X-MEN...

CHRIS CLAREMONT * DAVE COCKRUM
writer artist

SAM GRAINGER, inker

JOE ROSEN, JANICE COHEN, letterer colorist

MARV WOLFMAN, editor

CHRISTMAS IN THE BIG APPLE: A **QUIET** TIME, FOR ONCE -- A TIME OF **JOY** AND BEAUTY, A TIME WHEN PEOPLE CAN **RELAX**, AND FORGET ABOUT **DEFAULT** AND LAY-OFFS AND GARBAGE AND POLITICIANS WHO COULDN'T CARE **LESS**...

MIDTOWN'S A **FAERY KINGDOM** THIS YEAR, A **MAGIC** LAND OF LIGHT AND COLOR, OF **CAROLS** BEGUN IN SAINT PAT'S AND SPREADING OUT AMONG THE **FIFTH AVENUE CROWDS**...

IN SHORT, IT'S A TIME FOR **LOVE**...

...AND THE **X-MEN** ARE RIGHT IN THE **THICK** OF IT.

SCOTT, STORM, ALL OF YOU -- CAN YOU **BELIEVE** IT?

A WHITE CHRISTMAS!

FOR THE FIRST TIME IN **YEARS**, NEW YORK'S GOT ITSELF A REAL HONEST-TO-GOODNESS **WHITE CHRISTMAS!**

ISN'T THE SNOW **BEAUTIFUL**, ORORO?

IN ITS **WAY**, JEAN...

...BUT I CAN'T HELP **REMEMBERING** THAT ON THE SLOPES OF **KILIMANJARO**, THE SNOW IS... **WHITE**.

OH, BROTHER -- IT'S **CHRISTMAS --!**

YOU KNOW, ORORO, THERE ARE **TIMES** WHEN I THINK YOU'RE AS BAD AS **SCOTT**...

...AND YOU SHOULD **SEE** WHAT I HAVE TO GO THRU TO GET **HIM** TO LET HIS HAIR DOWN ONCE IN AWHILE.

VERY FUNNY, LITTLE LADY. I THOUGHT ALL YOU HAD TO DO WAS **SMILE**.

ANYWAY, KURT AND PETER SEEM TO BE **ENJOYING THEMSELVES**.

MR. SUMMERS, YOUR GIFT FOR **UNDER-STATEMENT** BOGGLES THE MIND.

UH, AMANDA -- I THINK WE'RE BEING **FOLLOWED**.

BETSY DEAR, DO YOU HEAR **ME** SCREAMING FOR A **COP**?

AUF WIEDERSEHEN, MEINE FREUNDE... IF YOU DON'T HEAR FROM US AGAIN...

...**DON'T WORRY**. MERRY CHRISTMAS, ALL.

AN' ON **THAT** NOTE, ME BOYOS, MOIRA'N'I'LL BE **MOVIN' ON** OUR-SELVES...

...WE'RE T'BE SHOWIN' EACH OTHER THE **SIGHTS O' NEW YORK**.

WHAT ABOUT **YOU**, WOLVERINE ?

WHAT **ABOUT** ME, MISS GREY--? I GOT NO USE FOR **CHRISTMAS**.

OH, WELL... HAVE A **NICE TIME**, ANYWAY.

STRANGE MAN, WOLVERINE... WE'VE BEEN TOGETHER ALMOST A **YEAR**... AND I'M **STILL** NOT SURE HE'LL **WORK OUT**.

BUT THEN... I **WAS** SURE ABOUT ALEX AND LORNA...

...AND THEY TRIED TO **KILL US**.*

*LAST ISH-- MARV.

STOP IT!

IT'S **CHRISTMAS**, SCOTT--AND YOU'VE BEEN **TEARING** YOURSELF APART OVER ALEX FOR **WEEKS**...

...CAN'T YOU JUST THIS **ONCE** GIVE IT A **REST**...

...AND **KISS ME**.

DIDN'T YOU **HEAR** ME, YOU BIG **LUG**--I SAID...

...**KISS ME!**

JEAN, I... I... MMMMMMM.

HEY, STAN, YOU KNOW WHO **THEY** WERE? I TELL YA, THEY NEVER USED TO DO **THAT** WHEN **WE** HAD THE BOOK.

AH, JACK, YOU KNOW THESE **YOUNG KIDS**-- THEY GOT NO **RESPECT.**

MS. GREY, I EVER TELL YOU THAT YOU WERE **BEAUTIFUL?**

NOT TONIGHT.

WELL, YOU **ARE.**

MY TURN. NOW--DO YOU **LOVE** ME, SCOTT?

DO I... ...YES. I LOVE YOU.

I'M **GLAD.**

AS WE SAID, A NIGHT OF JOY--SUCH A PITY IT COULDN'T LAST.

WHAT--?! SOMETHING **HUGE** IS OUTSIDE... TEARING AT THE **ROOF--!**

JEAN!

OH MY GOD, NO!

NO!!

IT CAN'T BE THEM!

NOT THEM!!

BUT IT IS!

PREPARE TO FACE YOUR DOOM, MUTANT! FOR--

THE SENTINELS HAVE RETURNED!

MAIN MISSION PROGRAMMING REQUIRES **CAPTURE** OF MUTANT ENTITIES, **CYCLOPS** AND **MARVEL GIRL**...

RESISTANCE IS **USELESS**... WE ARE EQUIPPED TO **NEGATE** THE POWERS OF **ALL** THE X-MEN...

HE'S **RIGHT**--MY EYE BEAMS AREN'T EVEN **SLOWING HIM DOWN**--!

MAYBE **NOT**--WHAT IF HE'S REFERRING TO THE **OLD X-MEN**, THE ONES THEY FOUGHT BACK IN **1969**--?!

IT COULD BE THAT THIS UGLY **DOESN'T** KNOW MY TELEKINETIC POWER'S A LOT **STRONGER** NOW THAN IT WAS **THEN**--!

WARNING: MUTANT MINDBLAST HAS THROWN THIS UNIT **OFF-BALANCE**...

BEAUTIFUL MOVE, JEAN--!

THE SENTINEL'S **OUTSIDE** THE BUILDING--NOW I CAN LET HIM HAVE IT **FULL POWER!**

IN OTHER WORDS, **SCRATCH ONE SENTINEL!**

GOT HIM!

SPA-KOW!

THE PROBLEM IS, THERE'S TWO OF THEM.

SCOTT--!!

THE SENTINEL'S BLAST-- SCOTT DIDN'T HAVE A CHANCE--!

TERMINAL DYSFUNCTION RECORDED FROM SENTINEL A7...

...THIS UNIT FORCED TO TAKE EXTREME ACTION AGAINST MUTANT, CYCLOPS.

SVAM!

SENTINEL IF YOU'VE KILLED HIM I'LL...

UNNNHHH...

PHHHTT!

THIS UNIT HAS... 'KILLED'... HIM, MUTANT...

...HIS POWER WAS TOO GREAT FOR THIS UNIT TO COPE WITH ALONE.

SENTINEL A3 TO MAIN MISSION... AM RETURNING WITH CAPTIVE, MARVEL GIRL, VIA ULTRA-LINEAR LEAP...

...EVENTS AT TARGET-LOCUS, ROCKEFELLER CENTER NECESSITATED TERMINATION OF MUTANT LIFE-ENTITY, CYCLOPS. MESSAGE ENDS.

WHICH ONLY GOES TO PROVE THAT EVEN A SENTINEL CAN MAKE A MISTAKE.

CHEST... WHOLE BODY FEELS ON FIRE... I...

...GOOD LORD, THE SENTINEL'S LIFT-OFF-- IT'S SHIFTING THE WRECKAGE... THROWING ME OFF THE ROOF!

THIS RADIO MAST... MY ONLY HOPE... I ONLY PRAY IT HOLDS-- IT'S GOT TO-- 'CAUSE IF IT DOESN'T...

...IT'S SIXTY STORIES TO THE STREET. AND NO BANSHEE TO CATCH ME AS I FALL.

IT HELD!

BUT ONLY BY... A THREAD. I MOVE AN INCH AND THIS WHOLE MESS IS GONNA GIVE WAY...

...SO I STAY WHERE I AM AND I HOLD ON. BUT FOR HOW LONG, SCOTT...?

HOW LONG?!?

BACKTRACK A MINUTE NOW, AND WITNESS THE ARRIVAL OF SOME RATHER UNIQUE WRECKAGE RIGHT ON RADIO CITY'S DOOR-STEP...

RUN FOR IT--! EVERYONE FIND SOME COVER-- FAST!!

IT SOUNDS LIKE THE WHOLE BUILDIN'S COMIN' DOWN!!

THAT'S NO BUILDIN', FRIEND-- SAINTS PRESERVE US ALL--

--THAT'S A SENTINEL!

NO TIME FOR SUBTLETY, BANSHEE-ME-BOYO--

--IF THE SENTINELS ARE HUNTIN' MUTANTS AGAIN, SCOTT AN' JEAN ARE GONNA NEED ALL THE HELP THEY CAN GET!

MOIRA--! YE AN' STORM FIND NIGHT-CRAWLER AN' COLOSSUS, WARN 'EM--!

'CAUSE IF THE SENTINELS ARE BACK...

BANSHEE-- WHAT IS A SENTINEL?

TO A MUTANT, ORORO-- SENTINEL'S ANOTHER NAME FOR DEATH!

WAIT UP, BUB-- IF THERE'S A FIGHT BREWIN', THEN THE WOLVERINE'S GONNA BE IN ON IT--!

DIDJA HEAR--? THAT GREEN GUY SAID THEY WUZ MUTIES--!

AN' THAT BLACK CHICK, SHE'S GLOWIN' LIKE THE SUN--!

WHAT'S GOIN' ON HERE, ANYWAY?!

MORE THAN YOU CAN EVER KNOW, HUMAN!

HEY--!!

BUT IF BANSHEE THINKS **STORM** WILL REMAIN AWAY FROM THE HEART OF THIS BATTLE...

...HE IS **MISTAKEN.**

WAIT--! HANGING FROM THAT RADIO MAST-- IT'S **CYCLOPS!** AND HE'S ABOUT TO **FALL!**

DON'T BE AFRAID, MY FRIEND -- YOU ARE **SAFE** NOW.

STORM! THANK GOD THE **SENTINELS** DIDN'T GET YOU **ALL.**

ALL? I DO NOT **UNDERSTAND.**

A **BUNCH** OF THEM NAILED BANSHEE AND WOLVERINE...

...JUST **PLUCKED** THEM OUT OF THE SKY AND THERE WASN'T A **THING** I COULD DO TO **STOP IT.**

AH, SCOTT... THESE SENTINELS... ARE THEY LARGE, METALLIC .. **ROBOTS...?**

HUH? OF COURSE THEY ARE... **WHY?**

OH NO.

SENTINEL A3 REPORTED YOUR LIFE FUNCTIONS **TERMINATED,** CYCLOPS -- IT SEEMS A3 WAS IN **ERROR.**

SAID ERROR WILL BE **CORRECTED-- NOW!**

ZPOW!

NO!!

OUR PROGRAMMING IS **SPECIFIC** AND **BINDING,** MUTANT--

--**ALL** WHO RESIST US MUST BE **DESTROYED.**

WELL I AM **STORM,** MONSTER...

...AND **I RESIST YOU--!**

AND I WILL NOT BE DESTROYED!!

FEMALE, THIS UNIT IS PROGRAMMED TO DEAL WITH ALL *MUTANT POWERS*...THIS UNIT...

...*WARNING*... *WARNING*... WIND VELOCITY *INCREASING*... TURBULENCE THREATENING *SYSTEMS OVERLOAD*...

YOU ARE ONLY A *MACHINE*, SENTINEL--AND HOW CAN A MERE MACHINE *STAND* AGAINST THE POWER OF *STORM*--?

THE POWER OF A RAMPAGING HURRICANE!!

CHRIS, LOOK UP IN THE *SKY*--DO YOU *SEE IT*?

YEAH, I SEE IT, BONNIE--BUT I DON'T *BELIEVE IT!*

A *HURRICANE!* A FREAKIN' HURRICANE FLOATING SEVENTY STORIES ABOVE *ROCKEFELLER CENTER!*

AND IN THE EYE OF THAT HURRICANE, ONE SLIGHT WIND-CARESSED WOMAN, WHO MOLDS THIS TEMPEST AS A MASTER SCULPTRESS MOLDS HER CLAY...

OH MY GOD.

ORORO--FOR PITY'S SAKE, *STOP!* BEFORE YOU DESTROY THE *ENTIRE CITY!*

IT IS *DONE*.

THERE WAS NO NEED FOR *WORRY*, SCOTT. I HAVE *TOTAL CONTROL* OVER MY ABILITIES--*NOTHING* WAS HARMED SAVE THE *SENTINEL*.

SO I SEE...

...BUT IF *PROFESSOR X* WERE HERE, I'M SURE HE'D...

GOOD LORD, THE *PROFESSOR!*

HE DOESN'T KNOW ABOUT THESE NEW *SENTINELS*--HE'S GOT TO BE *WARNED!*

NICE THOUGHT, SCOTT-- BUT YOU'RE A BIT **TOO LATE.**

AND OUR SCENE SHIFTS **DOWN-TIME** HALF-A-DAY AND SOUTH A **THOUSAND MILES**... TO A PRIVATE YACHT TROLLING THE **BAHAMA OUT ISLANDS**...

DEJAH THORIS
COCOA BEACH

I **DON'T KNOW,** CHARLES-- IF I DIDN'T KNOW **YOU** BETTER, I'D FIGURE THIS AS SOME SORT OF **PRACTICAL JOKE.**

...IT'S **HERE** THAT CHARLES XAVIER HAS COME FOR HIS... **VACATION.** HERE THAT HE'S COME TO ASK AN OLD FRIEND FOR **HELP.**

ENTER **PETER CORBEAU,** PhD, DSc, TWICE **NOBEL PRIZE-WINNER** AND DIRECTOR OF THE **UN'S PROJECT STARCORE.***

I MEAN, THE **BINARY SYSTEM** YOU DESCRIBED ISN'T **MIZAR A,** OR ALSEVAR PRIME, OR **DUNSINANE**...

* AS READERS OF THE HULK WILL NO DOUBT REMEMBER-- MARV.

FACE IT, CHARLES, STARCORE'S **CHARTED** OVER HALF THE **MILKY WAY**... AND YOUR BINARY ISN'T ANYWHERE TO BE **FOUND.**

ARE YOU **SURE,** PETER? YOU MIGHT HAVE **MISSED** SOMETHING.

YOU KNOW ME **BETTER** THAN THAT. I'VE CHECKED THE PROGRAM A **DOZEN TIMES.**

BLAZES, MAN, I EVEN RAN A **QUERY** THRU THE FANTASTIC FOUR AND AVENGERS CHARTS. THE RESULT WAS THE SAME: **NOTHING.**

CHARLES, LOOK, YOU'VE BEEN UNDER A **HELLUVA STRAIN** LATELY, MORE THAN ANY MAN CAN **RIGHTLY STAND**...

...IT **COULD** BE THAT THIS BINARY OF YOURS ISN'T **REAL** AT ALL...

...IT COULD BE ALL IN YOUR **MIND.**

ARE YOU SAYING I'M... **INSANE**...?

JUST **TIRED,** IS ALL.

DEJAH THORIS
COCOA BEACH

BUT I THINK YOU SHOULD SEEK **PROFESSIONAL HELP**...

WHAT THE--?! A BITE, MAN!

THAT'S **ONE** WAY OF PUTTING IT, ALL RIGHT.

CHARLES XAVIER, I HAVE COME FOR YOU!

A **SENTINEL!** BUT THAT'S **IMPOSSIBLE**-- MY MENTAL DEFENSES SHOULD HAVE **SHIELDED ME...**

...BUT THEY **HAVEN'T.**

VERY WELL, SENTINEL-- YOU **HAVE** FOUND ME...

...BUT YOU'LL FIND THAT **CAPTURING** ME IS ANOTHER MATTER **ALTOGETHER!**

DANGER... DANGER... MUTANT MINDBLAST **PENETRATING** SHIELDS...THIS UNIT UNABLE TO **COMPEN-SATE** IN TIME...

...THIS UNIT IS **FALLING...**

CONSIDER YOURSELF **LUCKY,** SENTINEL--THAT **MINDBLAST** SHOULD HAVE **DESTROYED** YOU.

IT SEEMS THAT MY **DREAM** MUST HAVE **SAPPED** MY POWERS FAR MORE THAN I'D **THOUGHT.**

I'VE DONE MY **BEST,** PETER-- THE REST IS UP TO **YOU!**

YOU'VE GIVEN US **TIME,** CHARLES-- AND WITH THIS LITTLE **HYDROFOIL** O' MINE, TIME IS **ALL WE NEED.**

I **DESIGNED** THIS BABY MYSELF--THERE'S **NOTHING** AFLOAT CAN CATCH HER WHEN SHE'S **RUNNING.**

AND **RIGHT NOW,** SHE'S RUNNING **FINE!**

DO ME A **FAVOR,** THOUGH-- WATCH OUT FOR OUR **TIN PLAYMATE** WHILE I CALL IN THE **AIR FORCE.**

IMAGES... WORDS NEVER TASTED... COLORS NEVER SMELT... WORLDS BEYOND IMAGINING CRASHING TOGETHER AND DYING... SO MANY IMAGES...

...AND THRU THEM ALL, A TERRIBLE, ACHING NEED...

...AND A FACE...

NNOOOO

MAYDAY! MAYDAY! ANY STATION--

WHAT-- CHARLES!!

LORD, THAT SCREAM! THE POOR SOD'S GONE TOTALLY ROUND THE BEND.

CORBEAU WOULD HAVE DONE SOMETHING...

...BUT HE NEVER GOT THE CHANCE.

YOU CANNOT ESCAPE US, MUTANT!

SPRA-KAMM!

IMPACT THRU ME DEEP UNDER... HAVEN'T MUCH AIR IN MY LUNGS...

...CAN'T TELL HOW FAR TO THE SURFACE...INSIDE ...LUNGS STARTING TO BURN...

MADE IT!

BUT WHAT ABOUT XAVIER?!

CHARLES! CHARLES!

SENTINEL A1 TO MAIN MISSION: RETURNING TO BASE VIA ULTRA-LINEAR LEAP...

...SENSORS INDICATE SOLAR RADIATION NEARING SENTINEL TOLERANCE LEVELS.

OH.

LOOKS BAD, CHUM -- YOU'RE TWO HUNDRED MILES FROM LAND...

...AND IF NO ONE HEARD YOUR MAYDAY, IT'S GOING TO BE ONE LONG SWIM...

TIME-CUT NOW: **FOUR DAYS** UP THE LINE, TO 28 DECEMBER 1975. A **SUNDAY** IN NEW YORK.

EXCEPT THAT THIS **ISN'T** NEW YORK.

WILL YE BE LOOKIN' A' **THAT**-- THE HEAD HONCHO, **DR. STEVEN LANG**, HISSELF...

...COME T'PAY US ALL A **VISIT**. WE'RE **HONORED**, SIR.

I'M GLAD TO FIND YOU IN SUCH **HIGH SPIRITS**, BANSHEE -- YOUR FRIENDS SHOULD **LEARN** FROM YOUR **EXAMPLE**.

DR. LANG -- EXCUSE ME, SIR, BUT THE **SOLAR RADIATION STORMS** SHOW NO SIGNS OF **ABATING**...

...WE'LL HAVE TO **SHUT DOWN** SENTINEL OPERATIONS FOR THE **TIME BEING**.

UNDERSTOOD, TECHNICIAN. WE'LL **MAKE DO** WITH THE MUTANTS WE'VE **GOT**.

I **DUNNO**, SIR -- IS THIS **WOLVERINE** A MUTANT? HIS READINGS ARE **NOTHING** LIKE THE OTHERS'.

THE **SENTINELS** SAY HE IS...

...BUT MUTANT OR **NO**, WHATEVER THE WOLVERINE IS, HE **ISN'T HUMAN**.

KEEP IT UP, BUB -- AN I'LL...

DO **NOTHING**, MUTANT. THOSE **CHROMALLOY** SHACKLES ARE **UNBREAKABLE**.

WHERE'S YOUR **SWASTIKA**, LANG? YOU DON'T LOOK **DRESSED** WITHOUT IT.

I'M NO...**NAZI**, MISS GREY. JUST A MAN DOING HIS **DUTY**.

FOLLOWING **ORDERS**, HUH?

IF YOU LIKE. YOU -- **MUTANT-KIND** -- ARE THE **ENEMY**. I'M TO FIND A WAY TO **DESTROY YOU**.

WHY START WITH THE **X-MEN**?

BECAUSE THE X-MEN HAVE BEEN THE MOST **EFFECTIVE** MUTANT OPPOSITION TO THE SENTINELS -- BECAUSE **YOU**, CYCLOPS AND XAVIER ARE THE **HEART** AND SOUL OF THE X-MEN.

CUT OUT THE HEART AND THE BODY **DIES**. DESTROY THE X-MEN, AND THE SENTINELS ARE **UN-BEATABLE**.

YOU **SAD**, PATHETIC, **SCREWED-UP** LITTLE MAN -- DO YOU THINK THE X-MEN ARE THAT **EASILY BEATEN**--?

YES!!

STAK

THAT TEARS IT, BUB!

RAK!

KTAK!

YOU CAN DUMP ON ME AN' BANSHEE ALL YA LIKE--

--BUT WHEN YA BEAT ON THE LADY, THAT'S WHEN YA ANSWER TO THE WOLVERINE--!

TAKE HIM, YOU FOOLS-- HE'S ONLY ONE--

AARRRGH!

SENTINEL T-20, A MUTANT IS LOOSE-- SECURE HIM!

ALIVE IF YOU CAN, DEAD IF YOU MUST!

UH-HUH--SO THAT'S THE NAME OF THE GAME, IS IT?

FINE WITH ME, BUB. ONLY THIS TIME, I GOT MY FEET ON THE GROUND...

...AN' SENTINEL-BABY, THAT MAKES ALL THE DIFFERENCE--!

SPRANG!

HEY, FELLAS, WHERE'S THE FIRE--? I THOUGHT YA WANTED TA ROUGH-HOUSE A BIT...?

I TELL YA, I COULD SURE USE THE EXERCISE.

NO TAKERS, HUH? TOO BAD.

AN' I THOUGHT YOU CLOWNS HAD GUTS.

YER **CLAWS**, LADDIE... LORD ABOVE, THEY'RE A **PART OF YOU**-- WE... I... DIDN'T **KNOW!**

WHY **SHOULD** YOU, IRISH? IT'S **NONE** O' YOUR **BUSINESS.**

WHAT'CHA **DOIN'** RED?

TRYING TO **TEAR** MY DRESS--EVENING GOWNS WEREN'T DESIGNED FOR A **RUNNING FIGHT...**

THAT **ALL?**

T'AIN'T NO **TROUBLE**, RED. ALL YA GOTTA **DO** IS...

RR IP!

HEY! NOT SO BLASTED **SHORT!**

THANK YOU... VERY MUCH... I **THINK!**

ANYTIME, RED.

OKAY, GROUP, TIME'S A'**WASTIN'**-- LET'S GET **OUTTA** HERE WHILE WE GOT THE **CHANCE.**

NOT WITHOUT **PROFESSOR X.**

AYE, LADDIE--WE CAN'T LEAVE CHARLES **HERE.**

YOU GOT A **BETTER** IDEA--? LOOK, HE'S CRIPPLED **AND** UNCONSCIOUS-- **HOW'RE** WE GONNA CARRY HIM AN' **FIGHT**, HUH?!

WE FIND A **WAY**, WOLVERINE. IS THAT **CLEAR**?

THE POINT'S A **MOOT ONE**, ME DARLIN'S...

...I'M AFRAID IT'S **OUT** OF OUR **HANDS** NOW.

POK

POK

I'VE **GOT** THIS ONE--

--YOU TWO HEAD OUT THE **OTHER DOOR.** I'LL **COVER YE!**

MOVE IT BOTH O' YE'S!

THEY'RE POPPIN' OUTTA THE WOODWORK!

TRUER WORDS WERE NEVER SPOKE.

OH LORDY.

TAKE 'EM!!

HIT 'EM WITH EVERYTHIN' YE'VE GOT BEFORE THEY CAN REACT--THAT'S OUR ONLY HOPE--!

WAY TO GO, IRISH!

NO...SOMETHING'S WRONG HERE, BANSHEE--OUR POWERS ARE CHOPPING THESE SENTINELS INTO BITS...

LISTEN, RED, DON'T LOOK A GIFT HORSE IN THE MOUTH, Y'KNOW?

HEY--!!

WOLVERINE, BEHIND YOU--!

IT'S...GOT MY ARMS PINNED... NO LEVERAGE... CAN'T SLASH FREE...

I'VE GOT TO MOVE FAST OR HE'LL BE CRUSHED...

...FOCUS ALL MY TELEKINETIC POWER INTO A TIGHT BEAM MINDBLAST...TRY TO FUSE THE SENTINEL'S COMPUTER BRAIN...

FZZZAKT!

DONE IT!!

OH NO... IT'S TOPPLING RIGHT FOR ME... NO TIME...

JEAN!

HAVE NO FEAR, LASS...

...BAN-SHEE'S HERE.

CUTTIN' IT A LITTLE CLOSE AGAIN, AREN'T YOU, MR. CASSIDY?

NOW IS THAT ANY WAY TA TALK--I SAVED YE, DIDN'T I?

GRAB AHOLD, SHORTIE -- WE'RE BUSTIN' OUTTA HERE--!

AN' NOTHIN' 'TWEEN HEAVEN AN' HELL IS GONNA STOP US--!!

POK!

EEEEEEE

EEEEEE*

WANNA BET, BANSHEE?

SO NEAR, BANSHEE, AND YET SO FAR... NEW YORK CLOSE ENOUGH TO SEE ON A CLEAR DAY... TANTALIZING... UNREACHABLE...

...IF ONLY YOUR FRIENDS KNEW... BUT PERHAPS IT'S BETTER THAT THEY DON'T.

ANYTHING, CYCLOPS?

HM? OH, KURT-- I DIDN'T HEAR YOU COME IN.

NO. THERE'S NOTHING.

CEREBRO'S SCANNED THE ENTIRE WORLD TWICE OVER AND THERE'S NOT A SIGN OF THEM ANYWHERE...

...NO THEM, NO DEFENSIVE SHIELDS, NOTHING!

CYCLOPS... SCOTT, YOU'VE BEEN WORKING FOUR DAYS STRAIGHT WITH NO REST, PRECIOUS LITTLE FOOD...

YOU'RE BURNING YOURSELF OUT, MY FRIEND...

I KNOW WHAT I'M DOING, NIGHTCRAWLER-- WHEN I WANT YOUR ADVICE, I'LL ASK FOR IT-- EH?!

INTRUDER ALERT

CEREBRO'S FLASHING INTRUDER ALERT-- THERE'S SOMEONE COMING OVER THE BACK WALL...

STAY HERE, KURT, I'M GOING TO CHECK...

INTRUDER ALERT

RAMF

...KURT...?

WHERE'D HE GO?

OH.

WAIT A MINUTE. I CAN SEE OUR INTRUDER'S FACE ON THE MONITOR...

...AND I KNOW WHO HE IS... HE'S...

DR. PETER CORBEAU, AN OLD FRIEND OF THE PROFESSOR'S.

HE SAYS HE'S HERE TO HELP US--AND I'VE TAKEN THE LIBERTY OF BRIEFING HIM ON ALL THAT'S HAPPENED.

AND THE GIST OF IT, DR. CORBEAU, IS THAT CEREBRO CAN'T FIND THEM, NOT EVEN A RESIDUAL TRACE... AND THE ONLY WAY FOR THAT TO HAPPEN...

...IS FOR JEAN AND THE OTHERS... TO BE DEAD.

I DON'T ACCEPT THAT-- BUT WHAT OTHER CHOICE HAVE WE? IT'S LIKE THEY'VE VANISHED OFF THE FACE OF THE EARTH...

THAT'S IT--! THAT'S WHY THE SENTINEL WAS SO WORRIED ABOUT SOLAR FLARES...

DON'T YOU SEE, CYCLOPS...?

"THEY'RE NOT ON THE EARTH AT ALL!"

--TO BE CONTINUED--