

THE NEW AVENGERS

MARVEL
LIMITED SERIES
2 of 4

THE TRANSFORMERS



MOORE
KIRKHAM
REGLA
KWOK
BLOND

RATED T+



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\$2.99 US \$3.75 CAN

DIRECT EDITION



CAPTAIN AMERICA
Legendary
super-soldier



SPIDER-MAN
Wise-cracking
wall-crawler



WOLVERINE
Feral mutant



LUKE CAGE
Steel-hard
powerhouse



MS. MARVEL
Alien-altered
warrior



THE FALCON
Aerial expert

COUNTDOWN TO LATVERIAN / SYMKARIA and LATVERIA hours away from a devastating war, S.H.I.E.L.D. sends super-soldier CAPTAIN AMERICA to lead a New Avengers "stealth" team into Latverian territory. There, they discover a mysterious Array saturating the surrounding area with unknown radiation. When the Avengers enter the Array, they are attacked by unseen machines — which then take Spider-Man captive.

With the neighboring Eastern European nations of SYMKARIA and LATVERIA hours away from a devastating war, S.H.I.E.L.D. sends super-soldier CAPTAIN AMERICA to lead a New Avengers "stealth" team into Latverian territory. There, they discover a mysterious Array saturating the surrounding area with unknown radiation. When the Avengers enter the Array, they are attacked by unseen machines — which then take Spider-Man captive.

Meanwhile, Doctor Doom — absolute ruler of Latveria — is believed to have gone underground.

OPTIMUS PRIME and his AUTOBOTS — extraterrestrial robots from the planet Cybertron, who are capable of transforming themselves into ordinary-looking vehicles — are monitoring the costumed heroes. The Autobots learn the truth: the Array, under the command of MEGATRON and the evil DECEPTICONS, is emitting an "Aggression Wave" that's whipping Symkaria and Latveria into a war fever — and warping the minds and judgment of the Avengers as well.

Optimus Prime makes the difficult decision to reveal the Autobots' existence to the Avengers — and to warn them away from the Array. But the sudden appearance of five giant, transforming robots spurs the already unstable Avengers to attack!



OPTIMUS PRIME
Commander
in chief



PROWL
Unit
commander



BUMBLEBEE
Intelligence



RATCHET
Medic



JAZZ
Communi-
cations



**WHEEL-
JACK**
Engineer



PROWL, THESE HUMANS
ARE SERIOUSLY IMPAIRED.

THAT
AGGRESSION
WAVE IS--

AVENGERS...

...TAKE THEM DOWN!!

ROBOTS - STANDARD HUMAN CONTAINMENT TECHNIQUES!

NO KILLING!

UNLESS ABSOLUTELY NECESSARY.

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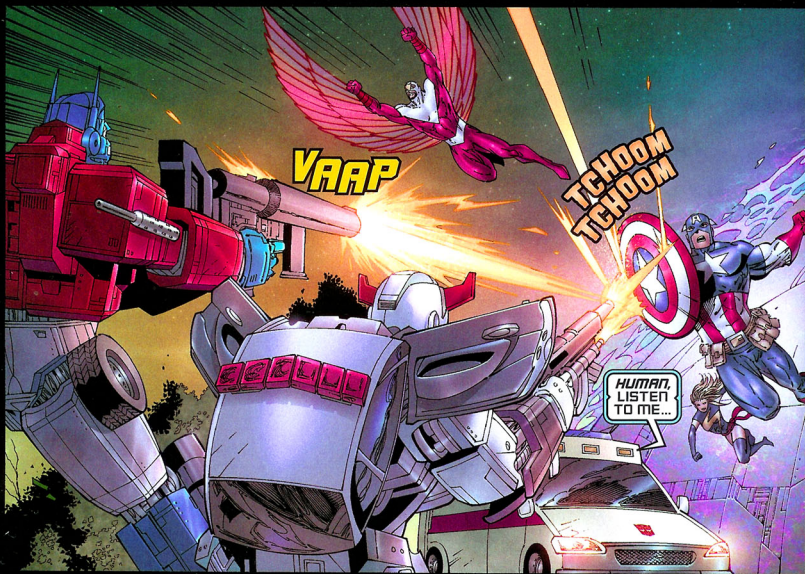
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VRAP

**TCHOOM
TCHOOM**

HUMAN,
LISTEN
TO ME...



...YOU ARE NOT
YOURSELF--

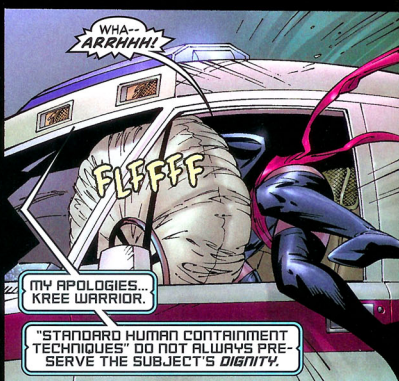
MYSELF?

KASS SH



I'VE
NEVER
BEEN
MORE
MYSELF.

FINALLY,
I CAN CUT
LOOSE LIKE
THE **KREE**
WARRIOR
I AM!

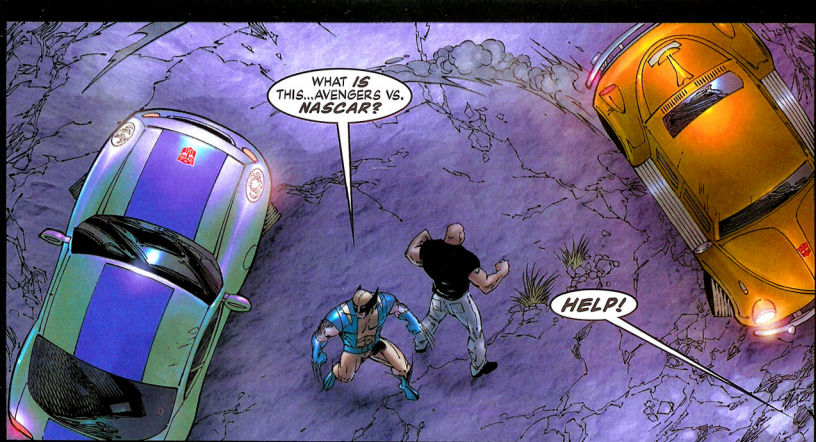


**WHA--
ARRHHH!**

FLFFFF

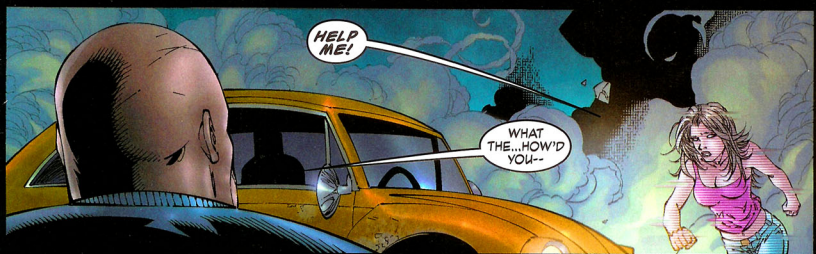
MY APOLOGIES...
KREE WARRIOR.

"STANDARD HUMAN CONTAINMENT
TECHNIQUES" DO NOT ALWAYS PRE-
SERVE THE SUBJECT'S DIGNITY.



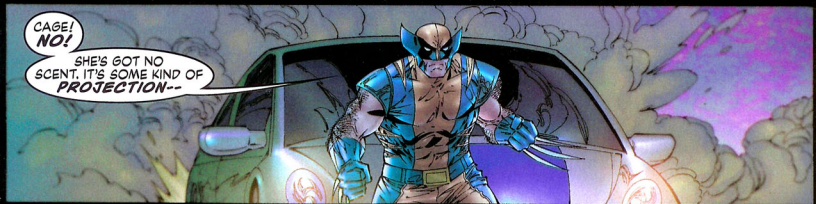
WHAT IS THIS... AVENGERS VS. NASCAR?

HELP!



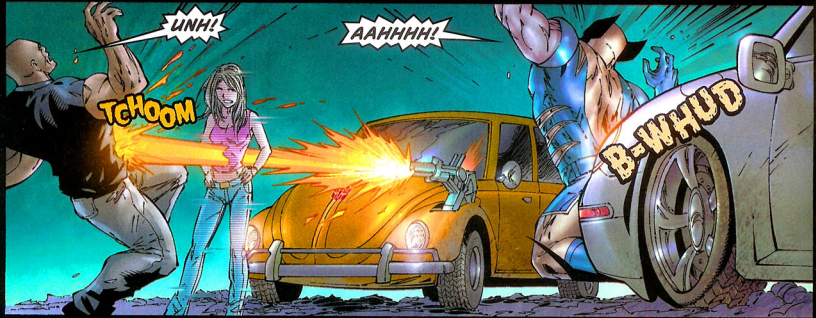
HELP ME!

WHAT THE... HOW'D YOU--



CAGE!
NO!

SHE'S GOT NO SCENT. IT'S SOME KIND OF PROJECTION--



UNH!

AAAAHHH!

TCHOOM

B-WHOD



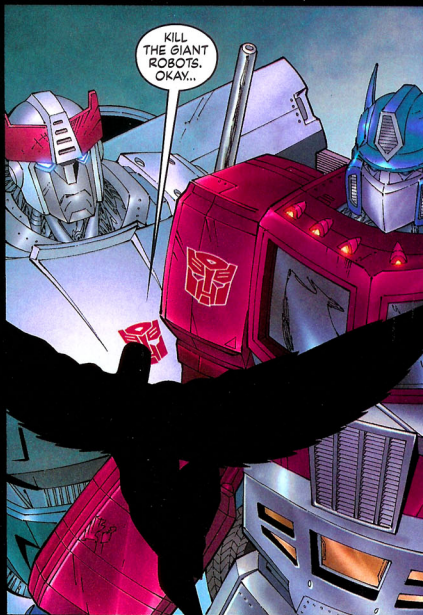
CAP..YOUR ORDERS?

ORDERS?
ORDERS?

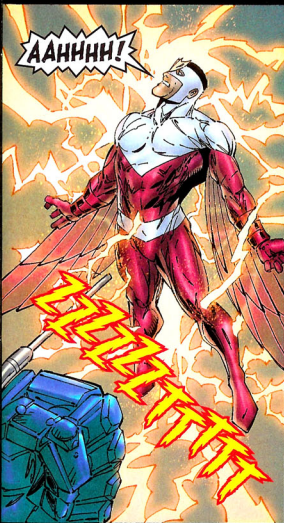
GET THEM!

KILL THEM!

VRZOW



KILL THE GIANT ROBOTS. OKAY...



AAAAHHH!

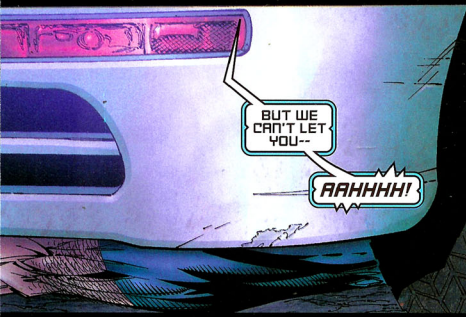


ARRRR-RHHHH!

KILL-- YOU--

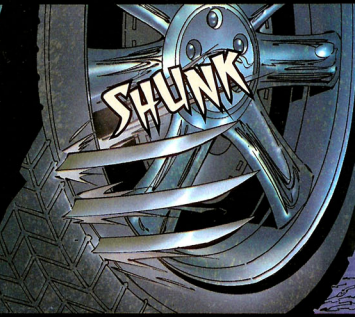
CALM DOWN, FRIEND.

WE'RE **NOT** YOUR ENEMIES.

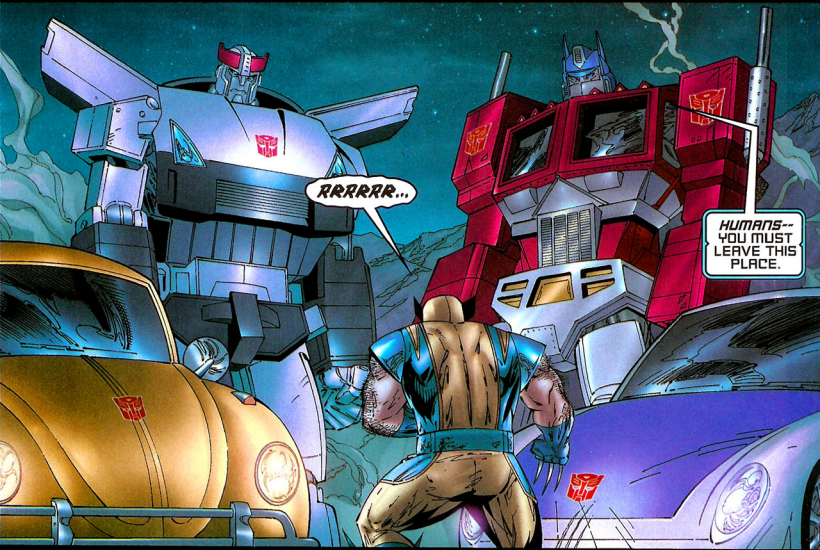


BUT WE CAN'T LET YOU--

RRHHH!

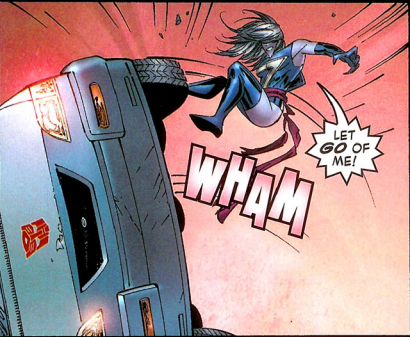


SHUNK



RRRRR...

HUMANS--
YOU MUST LEAVE THIS PLACE.

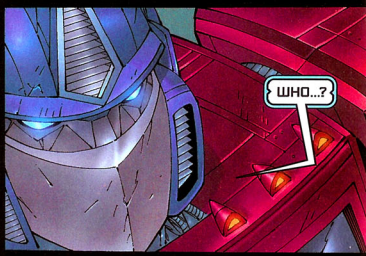
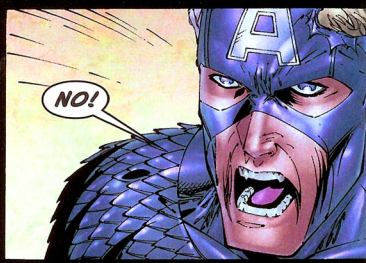


LET GO OF ME!

WHAM



IF ANYONE'S LEAVIN'--IT'S YOU RUST-BUCKETS--



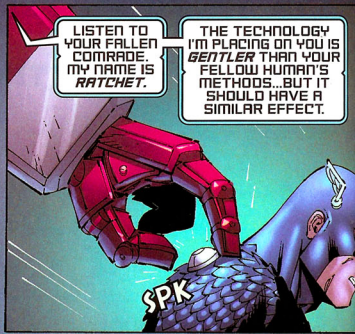


UHHH!

GIVE THANKS...?

FOR ATTACKING US WITH GIANT ROBOTS?

CAP... WAIT...



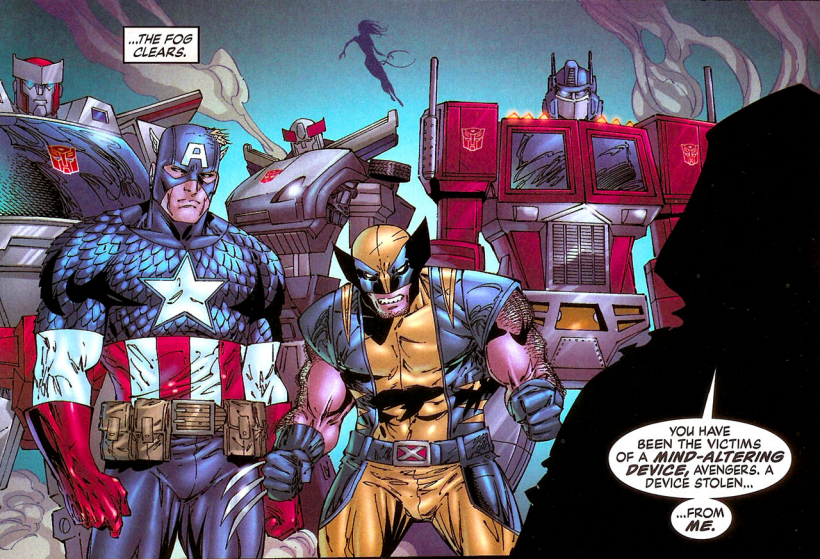
LISTEN TO YOUR FALLEN COMRADE. MY NAME IS RATCHET.

THE TECHNOLOGY I'M PLACING ON YOU IS GENTLER THAN YOUR FELLOW HUMAN'S METHODS... BUT IT SHOULD HAVE A SIMILAR EFFECT.



THE ENGINES OF WAR.

SOME-TIMES THEY STOP, AND JUST LIKE THAT...



...THE FOG CLEARS.

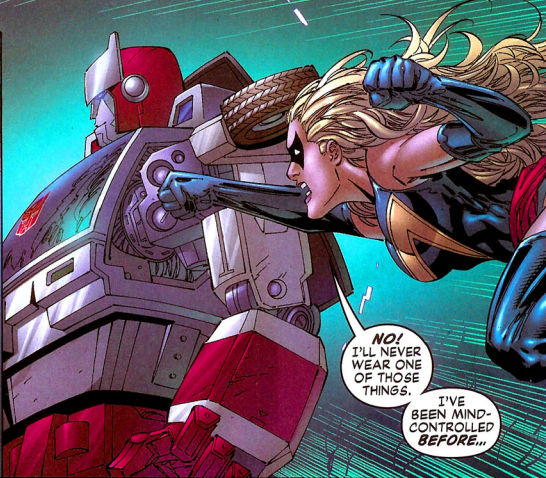
YOU HAVE BEEN THE VICTIMS OF A MIND-ALTERING DEVICE, AVENGERS. A DEVICE STOLEN...

...FROM ME.



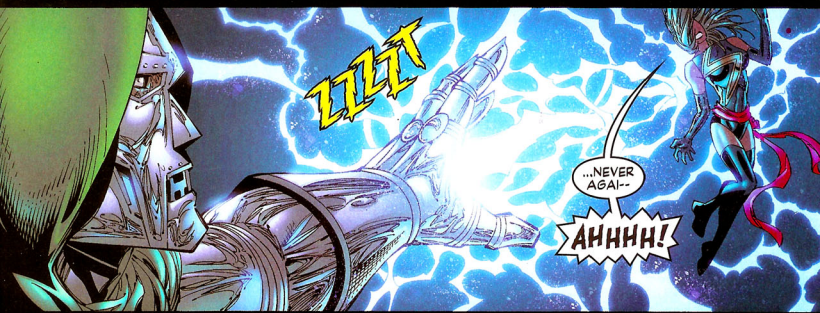
EXAMINE THESE INHIBITORS, HUMAN.

I DESIGNED THEM MYSELF--TO PROTECT YOU FROM THE AGGRESSION WAVE.



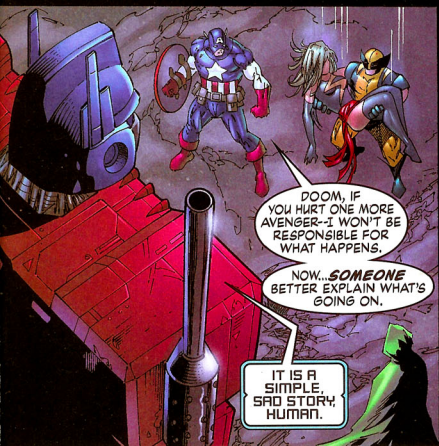
NO! I'LL NEVER WEAR ONE OF THOSE THINGS.

I'VE BEEN MIND-CONTROLLED BEFORE..



ZZZT

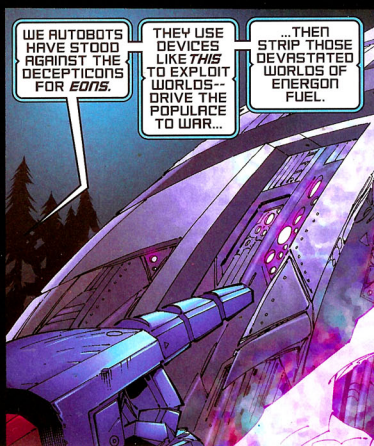
...NEVER AGAIN--
AAAAH!



DOOM, IF YOU HURT ONE MORE AVENGER--I WON'T BE RESPONSIBLE FOR WHAT HAPPENS.

NOW...*SOMEONE* BETTER EXPLAIN WHAT'S GOING ON.

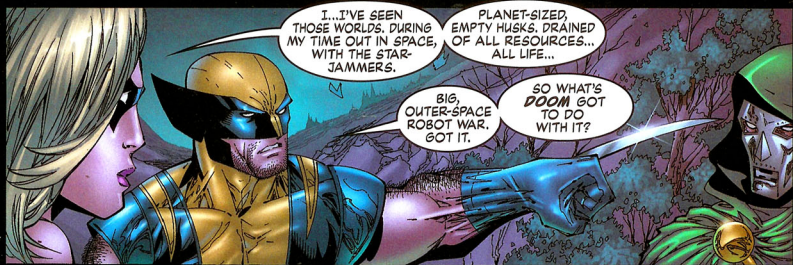
IT IS A SIMPLE, SAD STORY, HUMAN.



WE AUTOBOTS HAVE STOOD AGAINST THE DECEPTICONS FOR EONS.

THEY USE DEVICES LIKE *THIS* TO EXPLOIT WORLDS--DRIVE THE POPULACE TO WAR...

...THEN STRIP THOSE DEWASTATED WORLDS OF ENERGON FUEL.

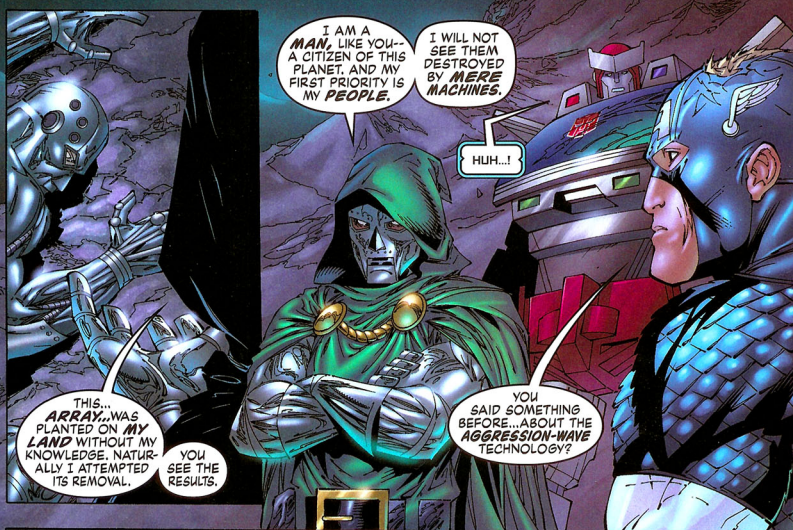


I...I'VE SEEN THOSE WORLDS. DURING MY TIME OUT IN SPACE, WITH THE STAR-JAMMERS.

PLANET-SIZED, EMPTY HUSKS. DRAINED OF ALL RESOURCES... ALL LIFE...

BIG, OUTER-SPACE ROBOT WAR. GOT IT.

SO WHAT'S DOOM GOT TO DO WITH IT?



I AM A MAN, LIKE YOU-- A CITIZEN OF THIS PLANET. AND MY FIRST PRIORITY IS MY PEOPLE.

I WILL NOT SEE THEM DESTROYED BY MERE MACHINES.

HUH...!

THIS... ARRAY... WAS PLANTED ON MY LAND WITHOUT MY KNOWLEDGE. NATURALLY I ATTEMPTED ITS REMOVAL.

YOU SEE THE RESULTS.

YOU SAID SOMETHING BEFORE...ABOUT THE AGGRESSION-WAVE TECHNOLOGY?



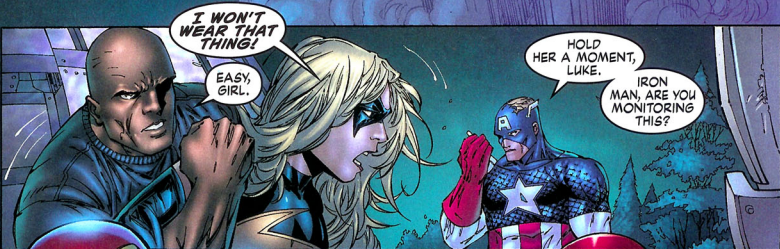
YES. THREE MONTHS AGO, A VERSION OF MY MIND-CONTROLLING PSYCHO-PRISM WAS STOLEN FROM A NEARBY LABORATORY.

THE ITEM IN QUESTION WAS MERELY A PROTOTYPE--NOT DESIGNED FOR PRECISE MENTAL CONTROL. YET SUFFICIENT TO TWIST HUMAN MINDS INTO A MURDEROUS RAGE.

UH...RATCHET? THESE DEVICES...THEY SHOULD PROTECT US?

I DESIGNED THEM BASED ON MY RECENT ANALYSES OF HUMAN PHYS--

NO!

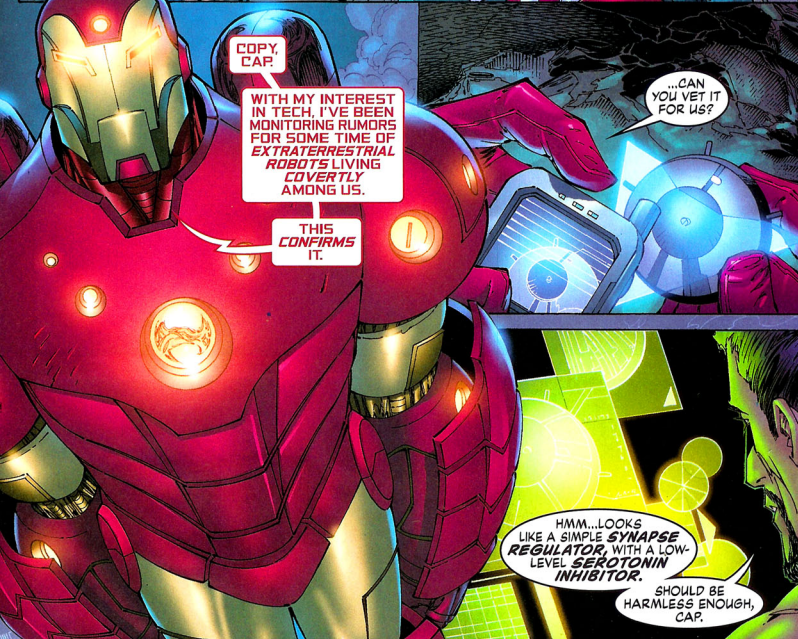


I WON'T WEAR THAT THING!

EASY, GIRL.

HOLD HER A MOMENT, LUKE.

IRON MAN, ARE YOU MONITORING THIS?



COPY, CAP.

WITH MY INTEREST IN TECH, I'VE BEEN MONITORING RUMORS FOR SOME TIME OF EXTRATERRESTRIAL ROBOTS LIVING COVERTLY AMONG US.

THIS CONFIRMS IT.

...CAN YOU VET IT FOR US?

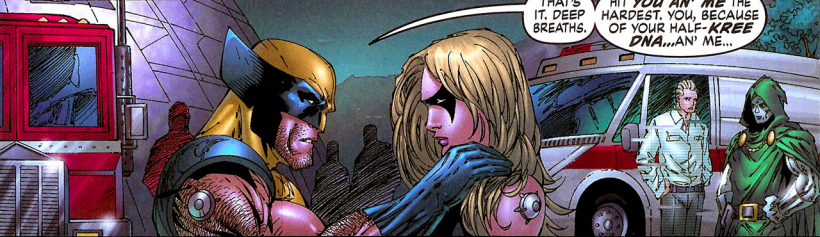
HMM...LOOKS LIKE A SIMPLE **SYNAPSE REGULATOR**, WITH A LOW-LEVEL **SEROTONIN INHIBITOR**.

SHOULD BE HARMLESS ENOUGH, CAP.



YOU HEARD HIM, CAROL. IT'S SAFE TO WEAR...
...PLEASE?

Ten minutes later...



THAT'S IT. DEEP BREATHS.

THAT WAVE HIT YOU AN' ME THE HARDEST. YOU, BECAUSE OF YOUR HALF-KREE DNA... AN' ME...



... 'CAUSE I'M JUST A NASTY PIECE OF WORK.

IF THESE ARE THE PLANES THAT HAVE BEEN SHELLING SYMKARIA, THEY ARE NOT MINE.



THEY'RE DECEPTICONS. ROBOTS IN DISGUISE.

THESE ARE SKYWARP... AND THUNDER-CRACKER.

SO THIS WHOLE WAR IS JUST A SETUP!

THAT WON'T STOP IT FROM ERUPTING INTO UTTER CHAOS-- IN JUST UNDER FOURTEEN HOURS.

AREN'T WE FORGETTIN' SOMETHING ELSE?

SPIDER-MAN'S STILL TRAPPED IN THERE!

I'M NOT FORGETTING A THING, LOGAN.

EVERYTHING HERE ADDS UP TO A SINGLE OBJECTIVE...



"...WE'VE GOT TO
GET INSIDE."

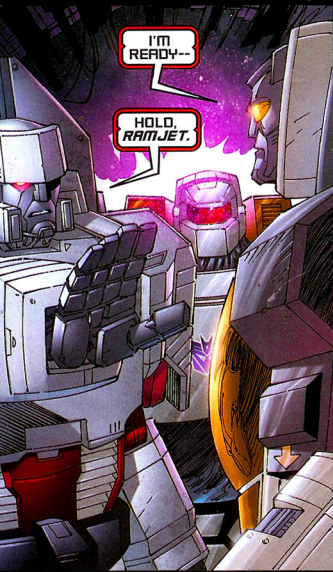
AAAAH!

DRINK DEEP
RUNAMUCK...

...YOU WILL BE
THE *FIRST* OF THE
DECEPTICONS TO
BENEFIT FROM
OUR STRATEGY...

...TO BOTH RESPOND
TO AND *FEED OFF*
THE VERY *STRENGTH*
OF OUR ENEMIES.

EXQUISITE.
SO...WHO'S
NEXT?

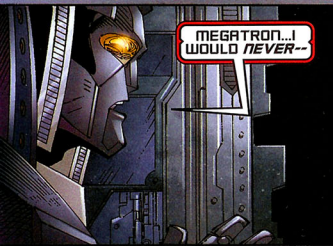


I'M READY--

HOLD, RAMJET.

YOU ARRIVED ON EARTH LESS THAN HALF A MEGA-CYCLE AGO.

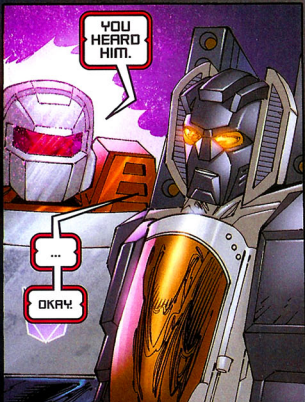
A SUSPICIOUS MIND MIGHT THINK YOU'D COME HERE TO USURP MY AUTHORITY.



MEGATRON...! WOULD NEVER--

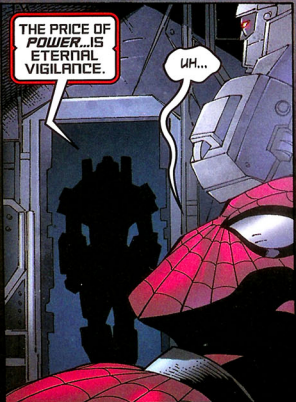
PERHAPS NOT, BUT I AM NOT YET PREPARED TO TRUST YOU WITH THIS POWER.

PROCEED TO THE OTHER CHAMBER AND GUARD THE STOLEN PSYCHO-PRISM. IT IS THE KEY TO OUR TRIUMPH.



YOU HEARD HIM.

...
OKAY.



THE PRICE OF POWER...IS ETERNAL VIGILANCE.

UH...



...I THOUGHT THAT WAS "FREEDOM."



STEP INTO THE CHAMBER, SKYWARRP WHILE I EXPLAIN TO OUR "GUEST" ABOUT POWER...

...AND THE TRUE PRICE TO BE PAID.

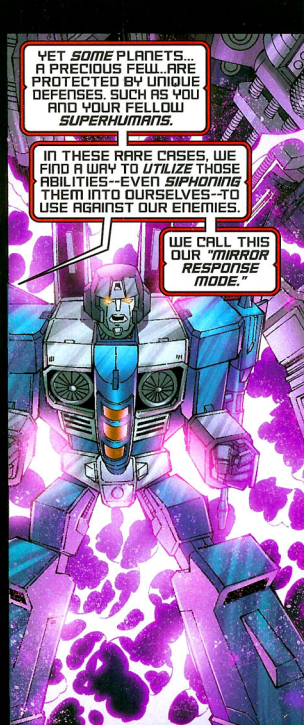


WE DECEPTICONS HAVE RAVAGED MANY WORLDS, HUMAN.



YEAH... AND IF I GET LOOSE FROM HERE...

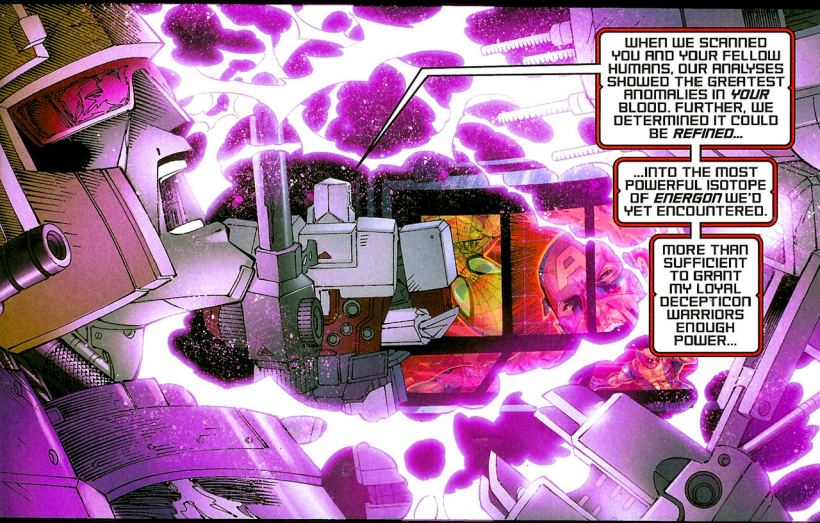
...I'M GOING TO RAVAGE YOUR FUSE BOX...!



YET *SOME* PLANETS... A PRECIOUS FEW... ARE PROTECTED BY UNIQUE DEFENSES. SUCH AS YOU AND YOUR FELLOW SUPERHUMANS.

IN THESE RARE CASES, WE FIND A WAY TO UTILIZE THOSE ABILITIES--EVEN *SIPHONING* THEM INTO OURSELVES--TO USE AGAINST OUR ENEMIES.

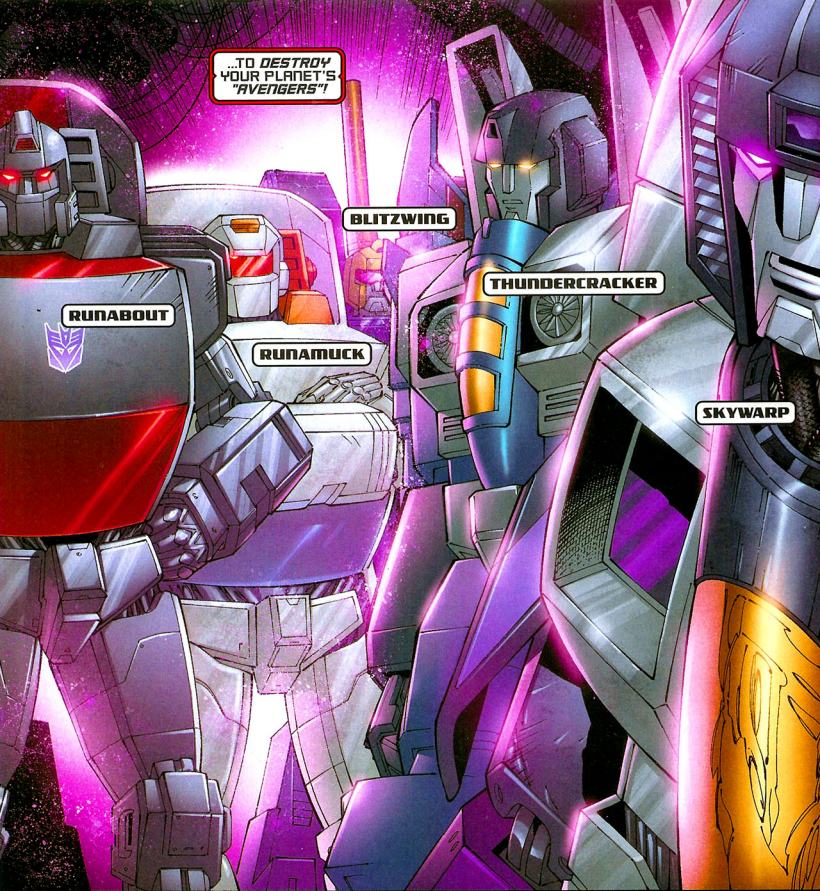
WE CALL THIS OUR "MIRROR RESPONSE MODE."



WHEN WE SCANNED YOU AND YOUR FELLOW HUMANS, OUR ANALYSES SHOWED THE GREATEST ANOMALIES IN *YOUR* BLOOD. FURTHER, WE DETERMINED IT COULD BE *REFINED*...

...INTO THE MOST POWERFUL ISOTOPE OF *ENERGON* WE'D YET ENCOUNTERED.

MORE THAN SUFFICIENT TO GRANT MY LOYAL DECEPTICON WARRIORS ENOUGH POWER...



...TO DESTROY
YOUR PLANET'S
"AVENGERS"!

BLITZWING

THUNDERCRACKER

RUNABOUT

RUNAMUCK

SKYWARP



EXTERIOR SENSORS SHOW THAT
THE AUTOBOTS HAVE JOINED
THE FRAY. YOU MAY REVENGE
YOURSELVES ON THEM AS WELL...

...BUT LEAVE
OPTIMUS PRIME
FOR ME!

HEY...
"MEGATRON"...
THE MORE YOU
TRY TO SOUND
IN CONTROL...



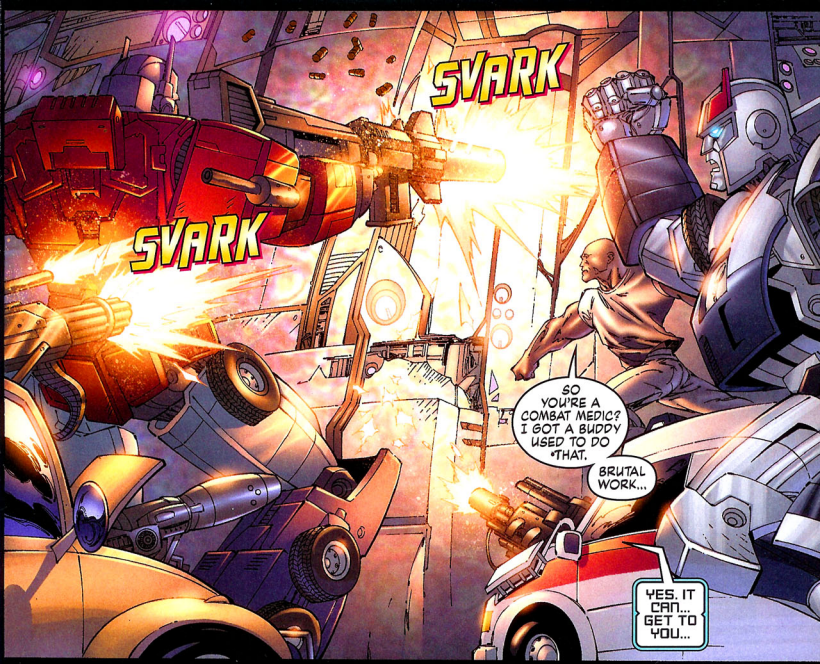
...THE MORE
DÉSPERATE YOU
SOUND.

YOU
KNOW
THAT?



WE SHALL
SEE, HUMAN.

WE
SHALL
SEE...



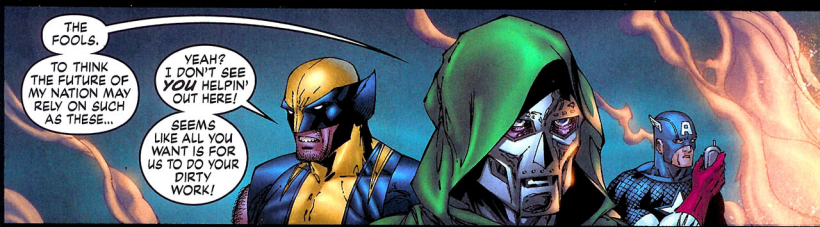
SVARK

SVARK

SO YOU'RE A COMBAT MEDIC? I GOT A BUDDY USED TO DO THAT.

BRUTAL WORK...

YES. IT CAN... GET TO YOU...



THE FOOLS.

TO THINK OF MY NATION MAY RELY ON SUCH AS THESE...

YEAH? I DON'T SEE YOU HELPIN' OUT HERE!

SEEMS LIKE ALL YOU WANT IS FOR US TO DO YOUR DIRTY WORK!

VERY PERCEPTIVE, MUTANT. WHAT ELSE ARE ONE'S LESSERS FOR?

YOU'RE ABOUT TO BE TWO PINTS OF BLOOD LESS.

CAPTAIN AMERICA...THE ARRAY'S FORCE FIELD IS HOLDING. WE CANNOT BREAK THROUGH IT.

HOWEVER...WITH YOUR AID, WE AUTOBOTS MAY KNOW ANOTHER WAY TO--

HOW CHARMING.

AN ALLIANCE BETWEEN TWO DISGUSTINGLY INFERIOR SPECIES.

DOOM WILL HAVE NONE OF IT.

BY ALL MEANS, CONTINUE TO ATTACK THAT OBJECT WITH YOUR STICKS AND STONES.

I WILL TRAVEL TO SYMKARIA... AND BROKER A DIPLOMATIC SOLUTION.

DO WE TRUST THAT GUY?

NO. BUT WE'VE GOT OUR HANDS FULL HERE.

SYARK
SYARK

PERHAPS HE WILL SUCCEED IN HIS MISSION.

RATCHET CANNOT PRODUCE ENOUGH INHIBITOR DEVICES TO CALM AN ENTIRE NATION.

MEANWHILE, WE'RE DOWN TO TWELVE HOURS TILL THE SYMKARIANS ATTACK--AND WE'RE CLEARLY NOT GOING TO GET INSIDE THAT THING BY BRUTE FORCE...



COMING FROM THE ARRAY...
DECEPTICONS!



**AVENGERS
ASSEMBLE!**



AUTOBOTS,
ROLL OUT!
RAHHH!



CHKOOM



PRIME!

THAT'S IMPOSSIBLE.
THUNDERCRACKER
NEVER HAD THAT KIND
OF FIREPOWER BEFORE--



BADOOM

UHHHHH!

MAN AND MACHINE.
WHAT HAPPENS
WHEN THEY MEET?



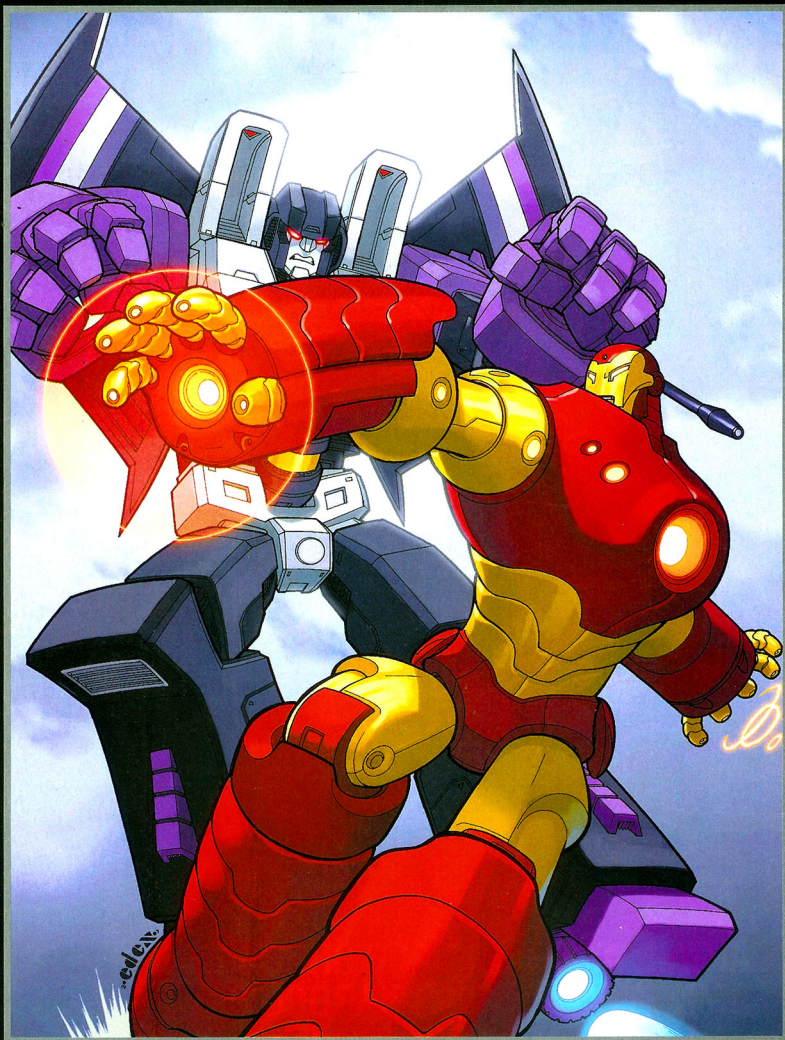
YOU CALL IN
AN EXPERT...

A full-page comic book illustration. Iron Man stands in the center, his red and gold armor glowing with energy. He is surrounded by bright yellow lightning bolts against a dark blue night sky with a full moon. In the foreground, a snowy landscape with evergreen trees is visible. In the bottom left, the back of a character's head and shoulder is shown, looking towards Iron Man. In the bottom right, there is a bright, fiery explosion. A speech bubble points from Iron Man's head to the top left.

...KNOW
ANYBODY
LIKE
THAT?

**TO BE
CONTINUED!**

NEXT ISSUE:



DID SOMEONE SAY GIANT ROBOTS?!