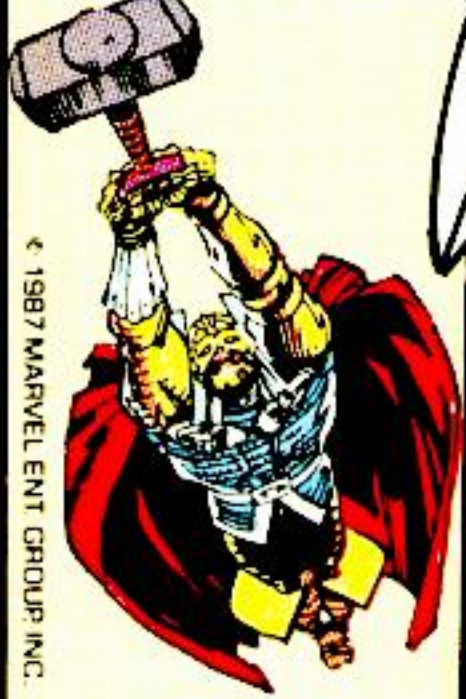


MARVEL®



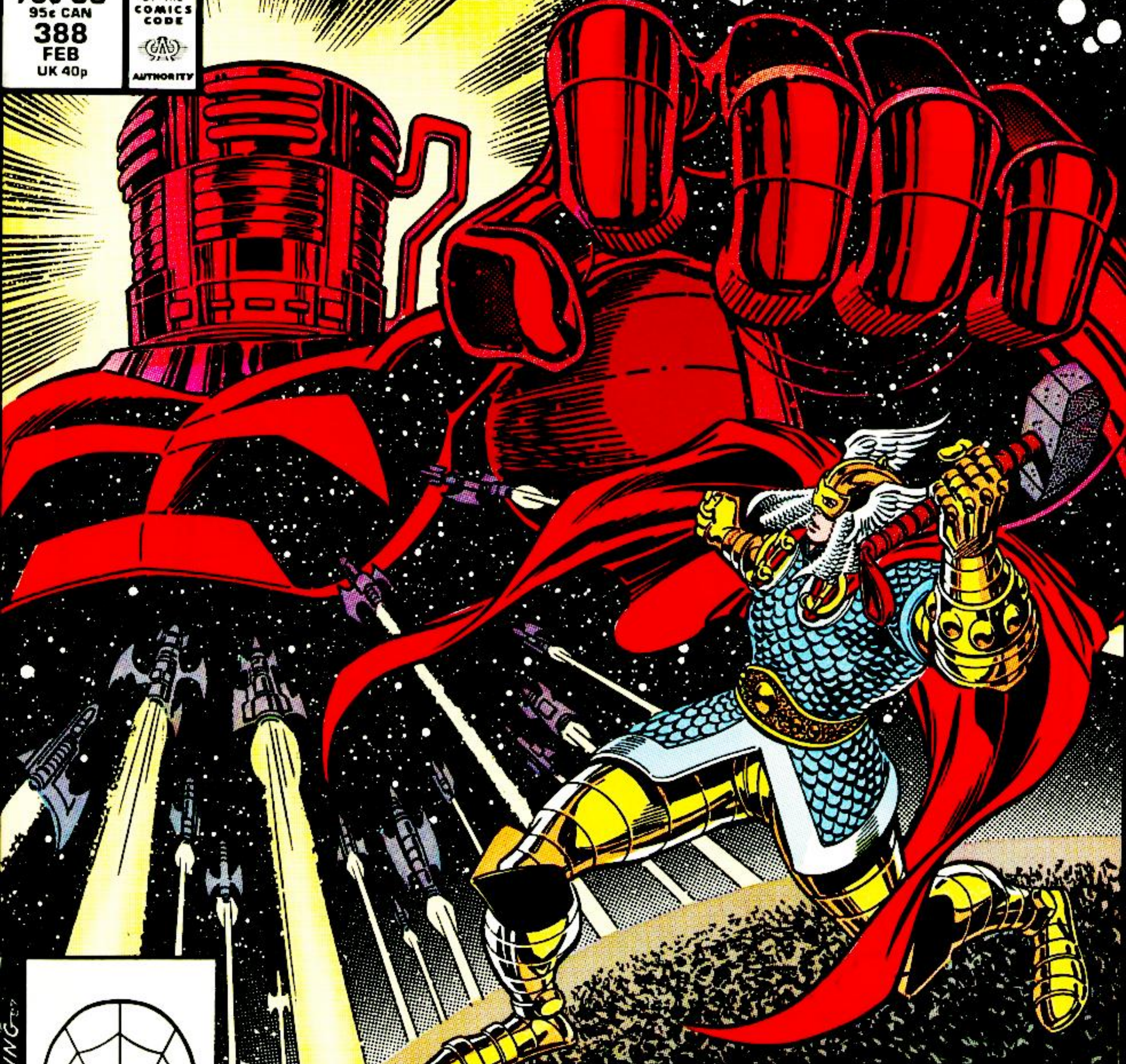
© 1987 MARVEL ENT. GROUP INC.

TM

the mighty **THOR**

75¢ US
95¢ CAN
388
FEB
UK 40p

APPROVED
BY THE
COMICS
CODE
AUTHORITY



FRENZ & BREEDING

ALONE AGAINST
THE
CELESTIALS!

ACCIDENTALLY TRANSPORTED TO THE DISTANT PLANET OF PANGORIA, THE MIGHTY THOR NOW FACES HIS GREATEST CHALLENGE!!

STAN LEE PROUDLY PRESENTS...

ALONE AGAINST THE CELESTIALS!



OO'S BLOOD!

MANY ARE THE WONDROUS SIGHTS I HAVE SEEN! MANY ARE THE MONSTROUS FOES I HAVE BATTLED!

BUT NEVER BEFORE HAVE I BEHELD SUCH TERRIFYING MAJESTY! SUCH AWESOME MAGNIFICENCE!

NOTHING CAN COMPARE WITH THE LIMITLESS POWER OF--

WRITTEN BY TOM DEFALCO - PENCILED BY RON FRENZ - INKED BY BRETT BREEDING
LETTERED BY IVAN WORKMAN - COLORED BY GEORGE ROUSSOS - EDITED BY RALPH MACCHIO

THOR Vol. 1, No. 388, February, 1988. (ISSN 0274-533X) Published by MARVEL COMICS, A NEW WORLD COMPANY. James E. Galton, President. Stan Lee, Publisher. Michael Hobson, Group Vice-President. Milton Schiffman, Vice-President, Production. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1987 by Marvel Entertainment Group, Inc. All rights reserved. Price 75c per copy in the U.S. and 95c in Canada. Subscription rate \$9.00 for 12 issues. Canada and Foreign, \$11.00. Printed in the U.S.A. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the conditions that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. MARVEL and THOR (including all prominent characters featured in this issue and the distinctive likenesses thereof) are trademarks of the MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO SUBSCRIPTION DEPARTMENT, 387 PARK AVENUE SOUTH, 9TH FLOOR, NEW YORK, N.Y. 10016.

--THE
CELESTIALS!

THE
SMALLER ONE
MUST STAND
A FULL TWO
THOUSAND FEET
IN HEIGHT! THE
OTHER DWARFS
THE TALLEST
MOUNTAIN
PEAKS!

BUT I
SHALL NOT
FALTER IN MY
RESOLVE TO
PROTECT THIS
PLANET--AND
SAVE ITS
PEOPLE!

I SHALL
--I MUST--
DRIVE THESE
CREATURES
FROM THIS
WORLD!

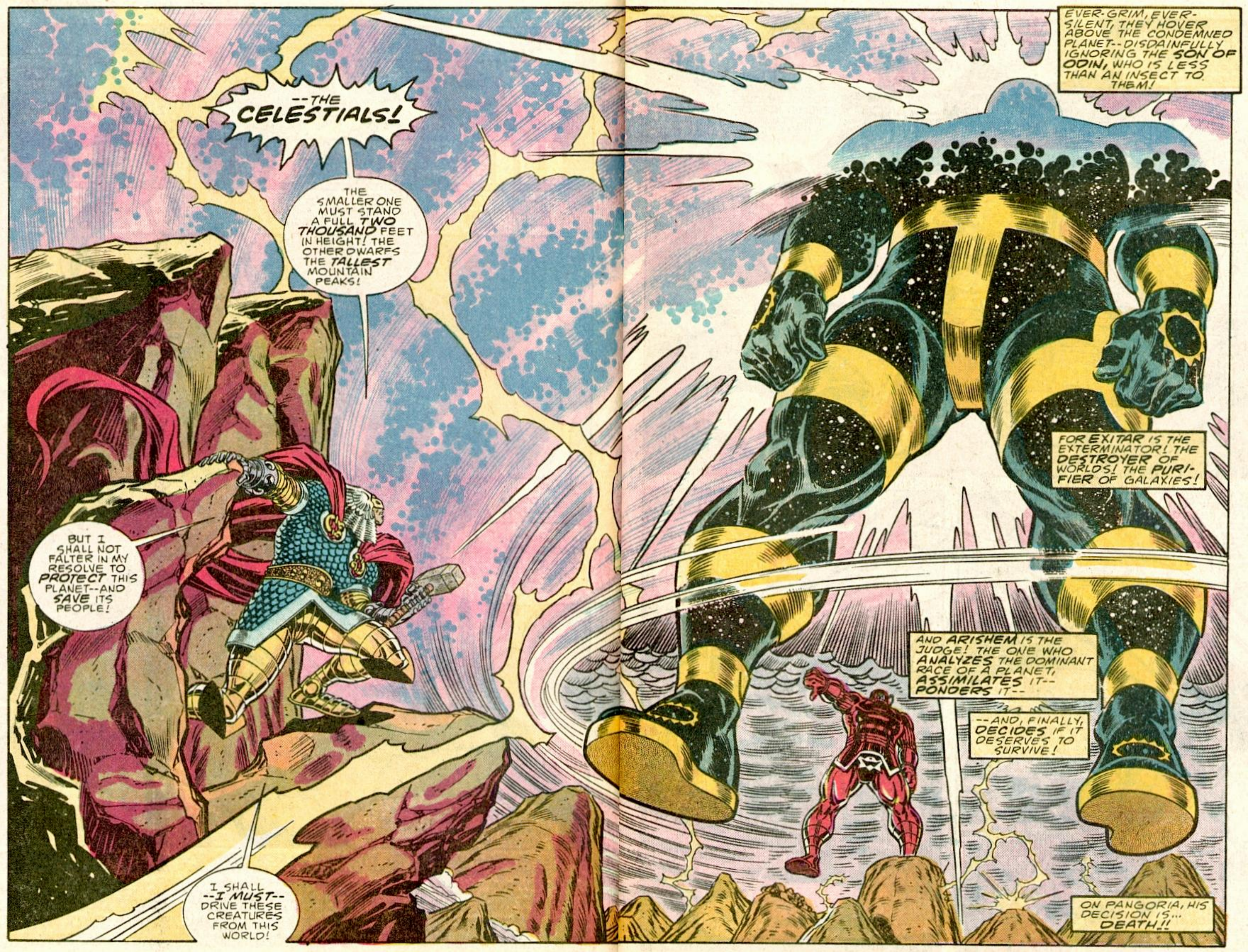
EVER-GRIM, EVER-
SILENT, THEY HOVER
ABOVE THE CONDEMNED
PLANET--DISDAINFULLY
IGNORING THE SON OF
ODIN, WHO IS LESS
THAN AN INSECT TO
THEM!

FOR EXITAR IS THE
EXTERMINATOR! THE
DESTROYER OF
WORLDS! THE PURI-
FIER OF GALAXIES!

AND ARISHEM IS THE
JUDGE! THE ONE WHO
ANALYZES THE DOMINANT
RACE OF A PLANET,
ASSIMILATES IT--
PONDERES IT--

--AND, FINALLY,
DECIDES IF IT
DESERVES TO
SURVIVE!

ON PANGORIA, HIS
DECISION IS...
DEATH!!

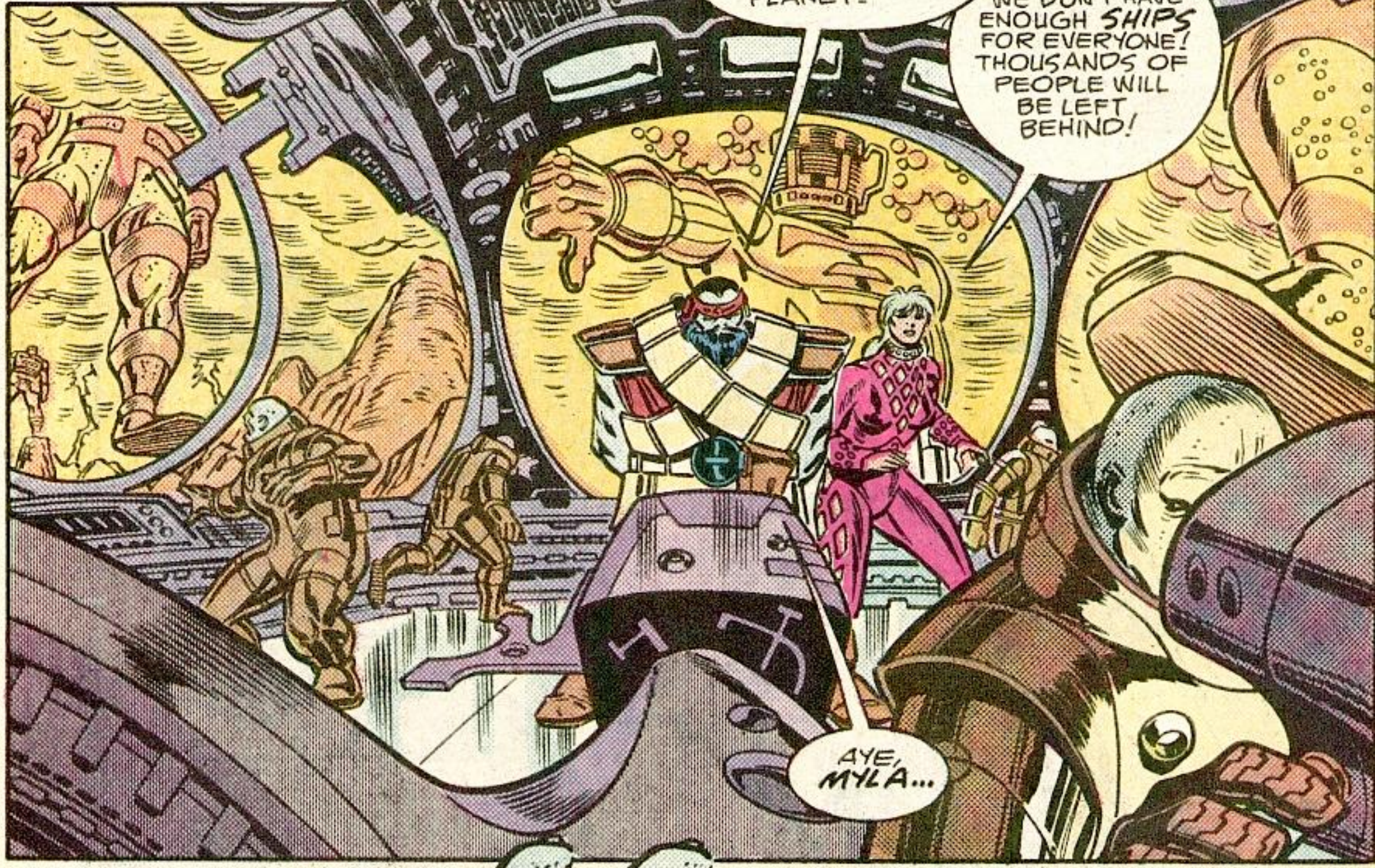


JUST THEN, IN THE PLANETARY COMMAND CENTER OF PEGAS THE PIRATE KING OF PANGORIA...

HURRY!! PREPARE ALL SPACECRAFT FOR IMMEDIATE DEPARTURE!

WE'VE GOT TO BLAST OFF BEFORE THOSE METAL-PLATED SPACE MONSTERS FLASH-FRY THE ENTIRE PLANET!

PEGAS, WE DON'T HAVE ENOUGH SHIPS FOR EVERYONE! THOUSANDS OF PEOPLE WILL BE LEFT BEHIND!



AYE, MYLA...

WE'LL HAVE TO REMEMBER TO DRINK A HEARTY TOAST TO THEIR MEMORY... FROM THE SAFETY OF DEEP SPACE!



WHAT ABOUT THOR?! HE'S A STRANGER TO THIS PLANET! HE COULD HAVE FLED-- AND SAVED HIMSELF-- AND YET, HE'S RISKING HIS OWN LIFE TO PROTECT US!

BUT HIS DEATH WON'T BE IN VAIN IF HE CAN DELAY THEM LONG ENOUGH FOR US TO ESCAPE!

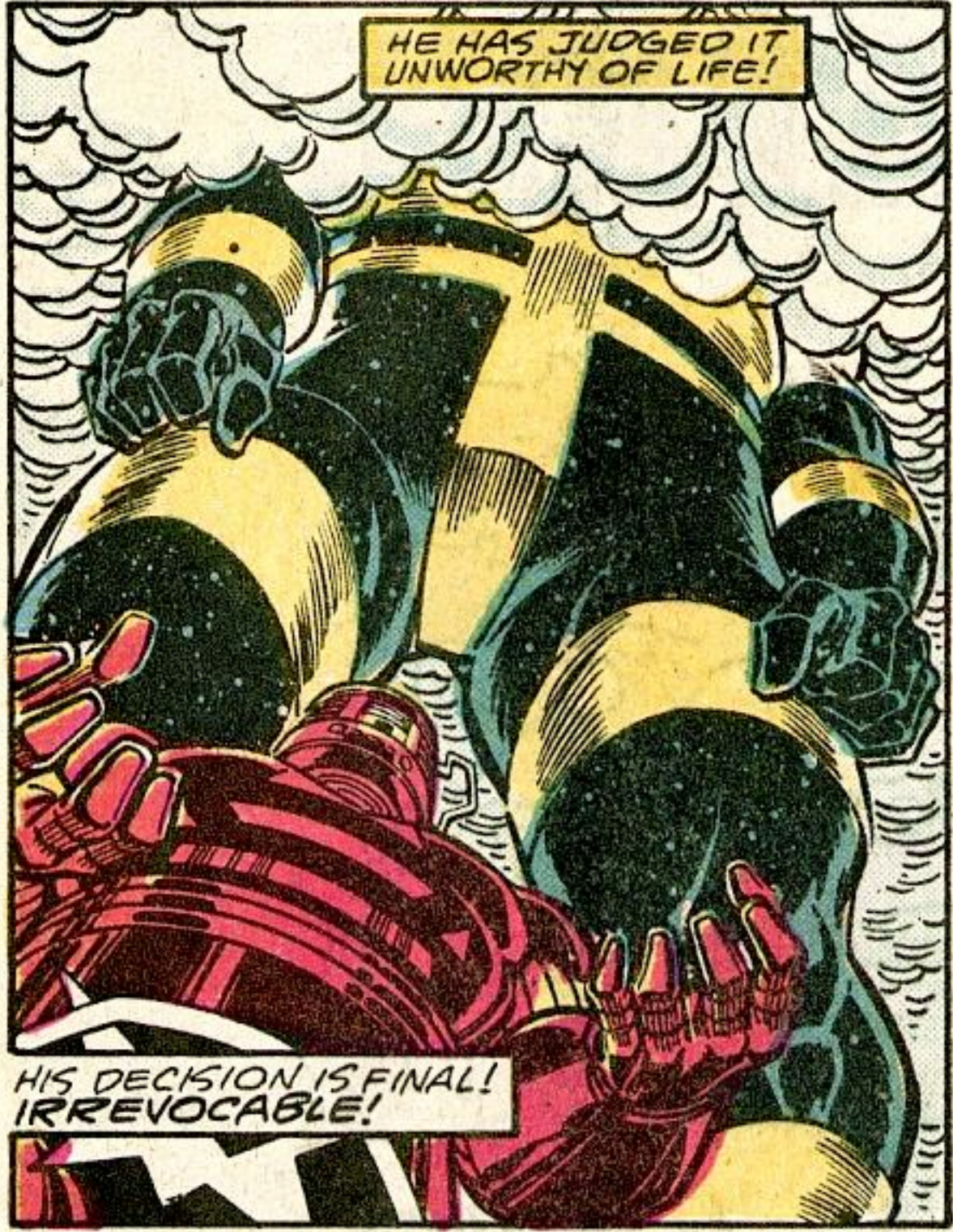
MOVE IT, GIRL! THERE'S NO TIME TO LOSE! YOU ARE COMING-- AREN'T YOU?!

HE'S A FOOL, MYLA! NOTHING IN THE KNOWN UNIVERSE CAN DEFEY THE WILL OF THE CELESTIALS!



Y-YES...

EVEN AS THE HEAVY-HEARTED MYLA RACES TO REJOIN HER FLEEING COMPANIONS, SOME DISTANCE AWAY, ARISHEM EMOTIONLESSLY CONSIDERS THE TERRIFYING FATE THAT LIES AHEAD FOR THE DOMINANT RACE OF PANGORIA!



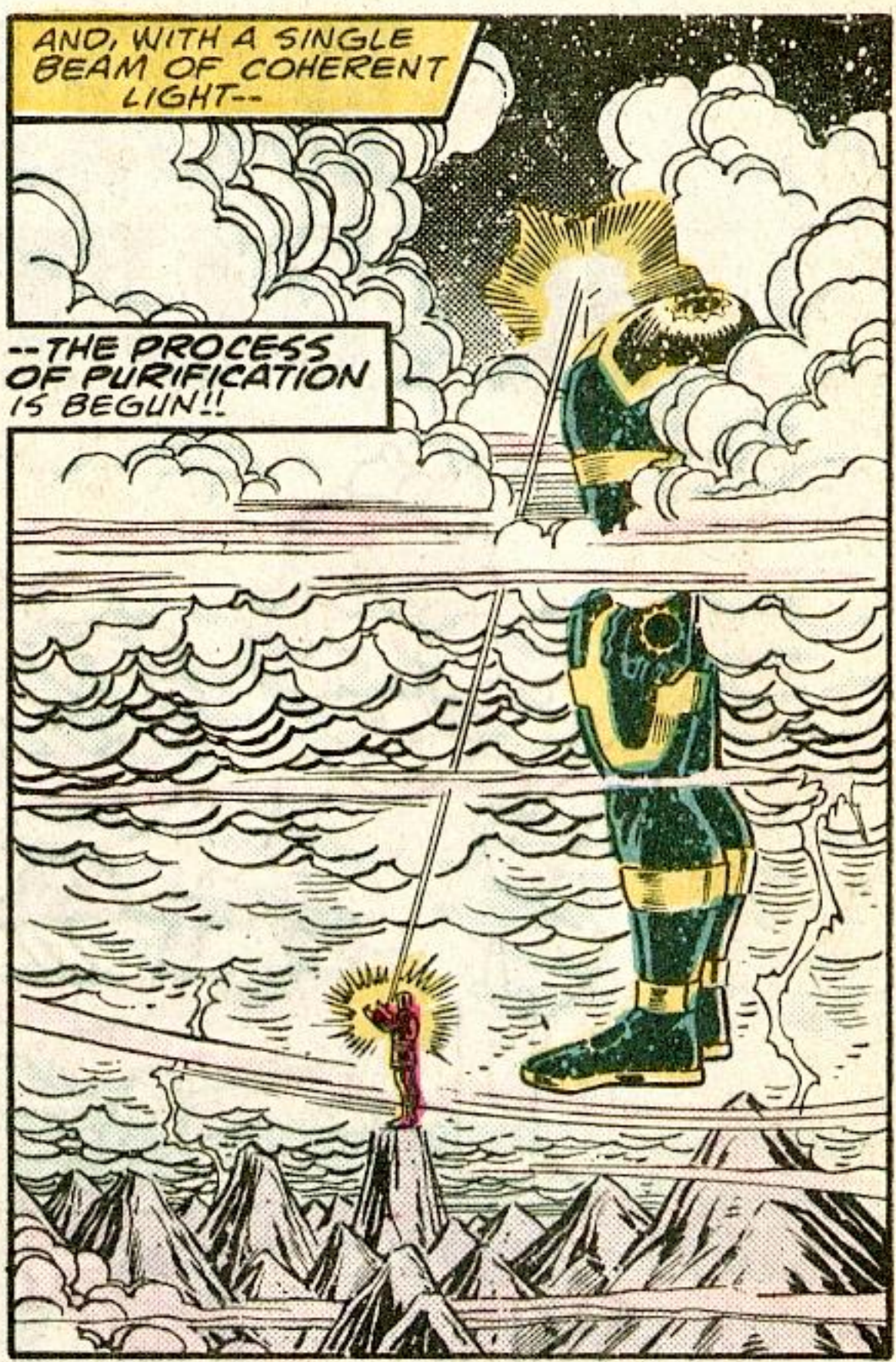
HE HAS JUDGED IT UNWORTHY OF LIFE!

HIS DECISION IS FINAL! IRREVOCABLE!

REACTING INSTANTLY TO ARISHEM'S SIGNAL, EXITAR IMMEDIATELY BEGINS TO GLOW-- PULSING AND CRACKLING WITH MIGHTY FORCES UTTERLY BEYOND THE COMPREHENSION OF MERE MORTALS!



WAVES OF SEETHING ENERGY SUDDENLY ERUPT FROM HIS HANDS!



AND, WITH A SINGLE BEAM OF COHERENT LIGHT--

--THE PROCESS OF PURIFICATION IS BEGUN!!

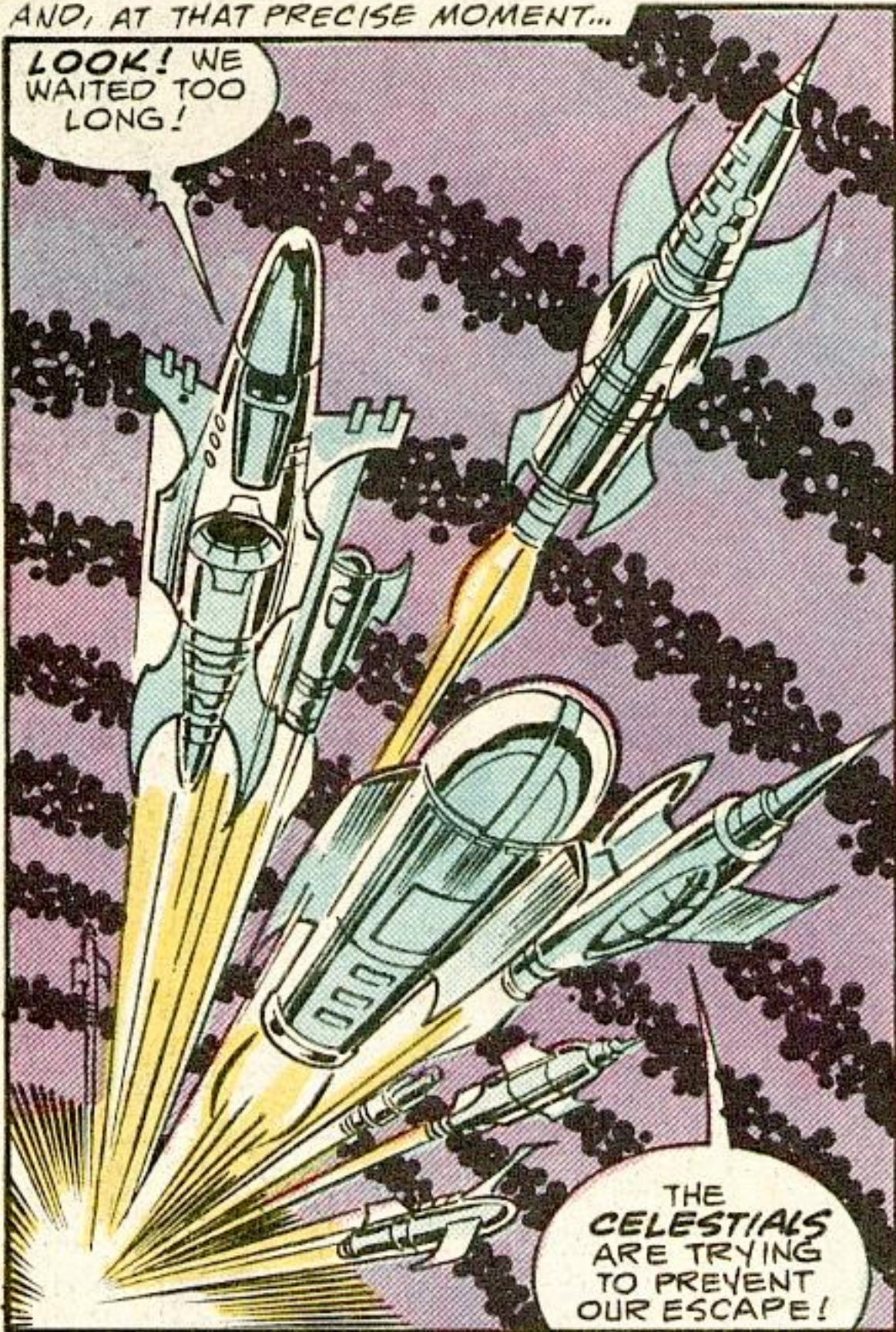
GROWING! SPREADING! EXPANDING! THESE BANDS OF PURE, UNSTOPPABLE ENERGY SURGE UPWARD AND OUTWARD--



--UNTIL THEY COMPLETELY ENCIRCLE THE ENTIRE PLANET AND ITS ATMOSPHERE!

AND, AT THAT PRECISE MOMENT...

LOOK! WE WAITED TOO LONG!



THE CELESTIALS ARE TRYING TO PREVENT OUR ESCAPE!

THEY'RE ENCASING THIS WHOLE WORLD WITHIN SOME KIND OF FORCE BARRIER!

ORDER THE FLEET TO FIRE UPON IT! NOW!!



WE'VE GOT TO BLAST OUR WAY THROUGH BEFORE IT HAS A CHANCE TO HARDEN!

WITHIN INSTANTS, THE SKY IS AGLOW WITH THE RADIANCE OF A THOUSAND NUCLEAR ERUPTIONS, BUT...



IT'S NO USE! OUR MISSILES CAN'T PENETRATE THAT ACCURSED WALL --AND OUR SHIPS ARE EXPLODING ON CONTACT WITH IT!

WE'RE TRAPPED! TRAPPED!!

HE'S RIGHT --ISN'T HE, PEGAS?!

THERE IS NO ESCAPE FROM THE JUDGMENT OF THE CELESTIALS!

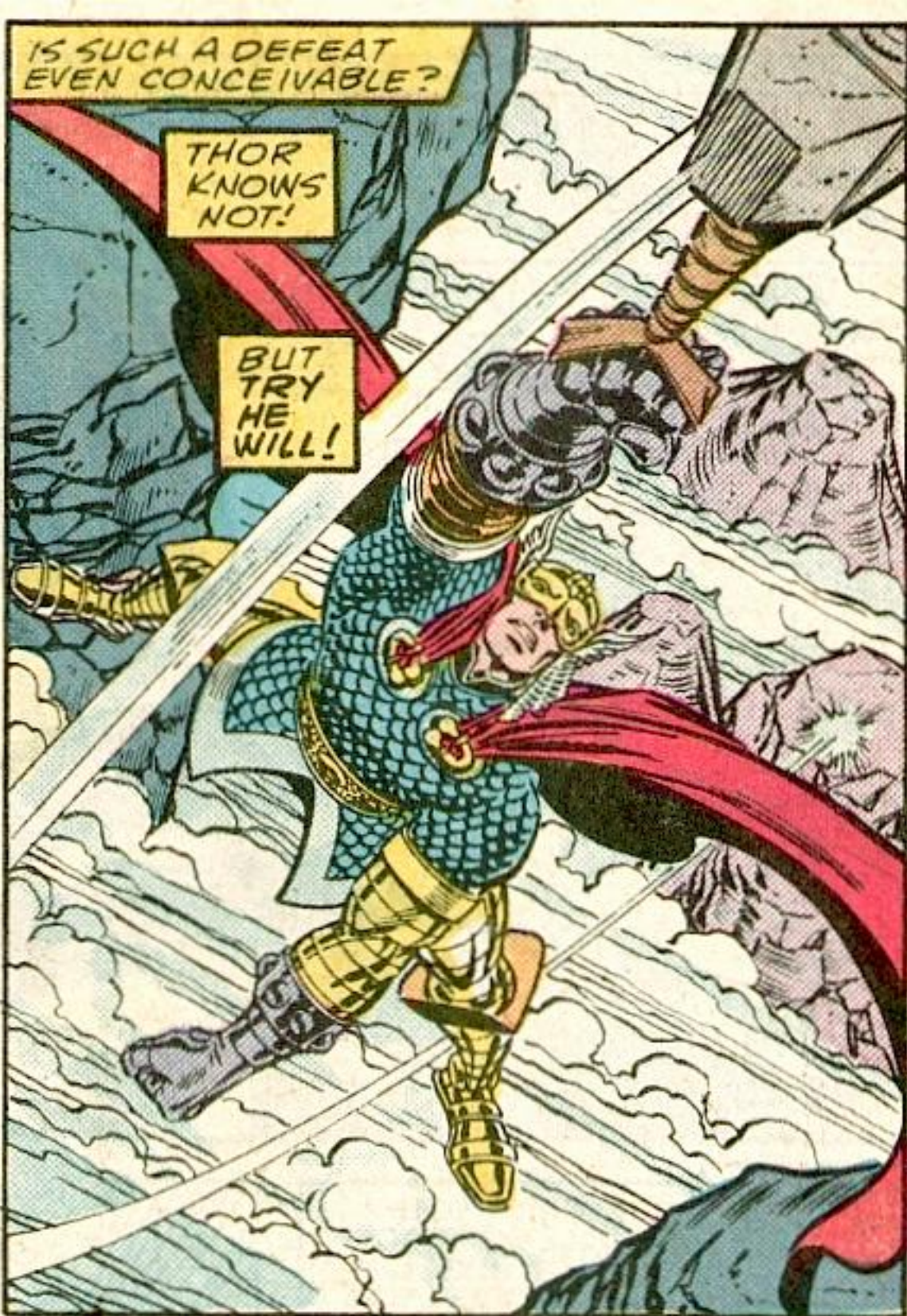


WE ARE ALL DOOMED! DESTINED TO DIE!!

MEANWHILE, IN SOMBER SILENCE, HIS FACE AN IRON MASK OF GRIM DETERMINATION, THE SON OF ODIN PREPARES HIMSELF FOR BATTLE!



INSTINCTIVELY, HE KNOWS THAT HE MUST DEFEAT EXITAR-- HE WHO LOOMS MAMMOTH AMONG THE STARS-- IF THIS PLANET IS TO BE SAVED!



IS SUCH A DEFEAT EVEN CONCEIVABLE?

THOR KNOWS NOT!

BUT TRY HE WILL!

PERHAPS HIS MIND WONDERS AS HE IS BORNE ALOFT BY HIS ENCHANTED MALLET...

PERHAPS HE RECALLS THE MANY LEGENDS HE HAS HEARD OF THE CELESTIALS-- THIS COSMIC RACE OF BEINGS WHO WANDER ABOUT THE KNOWN GALAXIES--



--CONDUCTING GENETIC EXPERIMENTS--

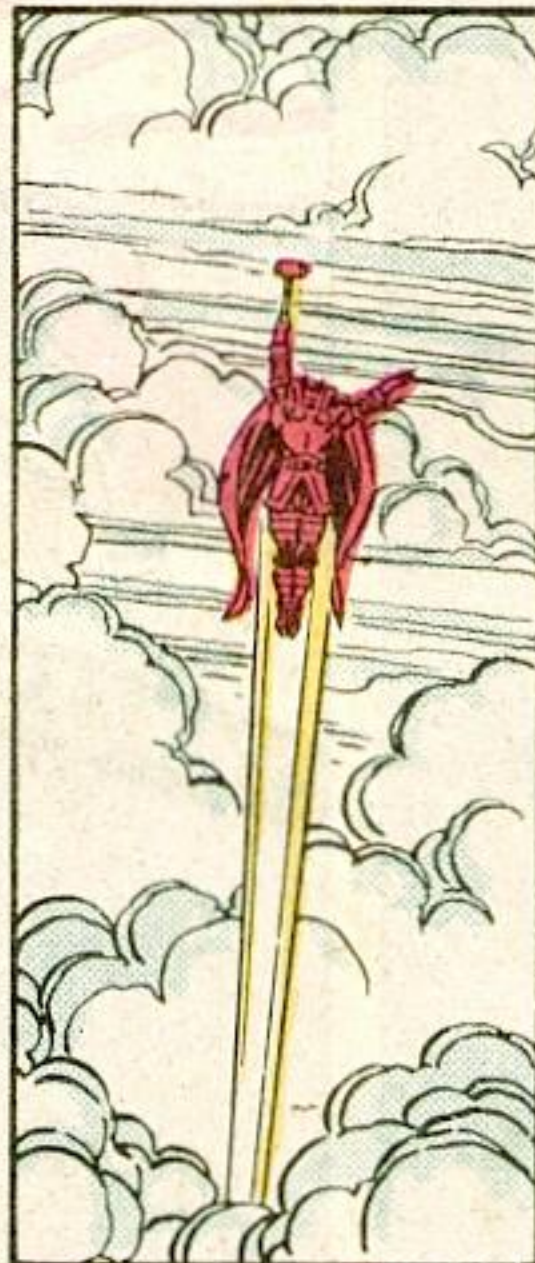
--TAMPERING WITH EVOLUTIONARY CHAINS--

--JUDGING WHICH RACES ARE FIT TO SURVIVE--



--AND WHICH ARE NOT!!

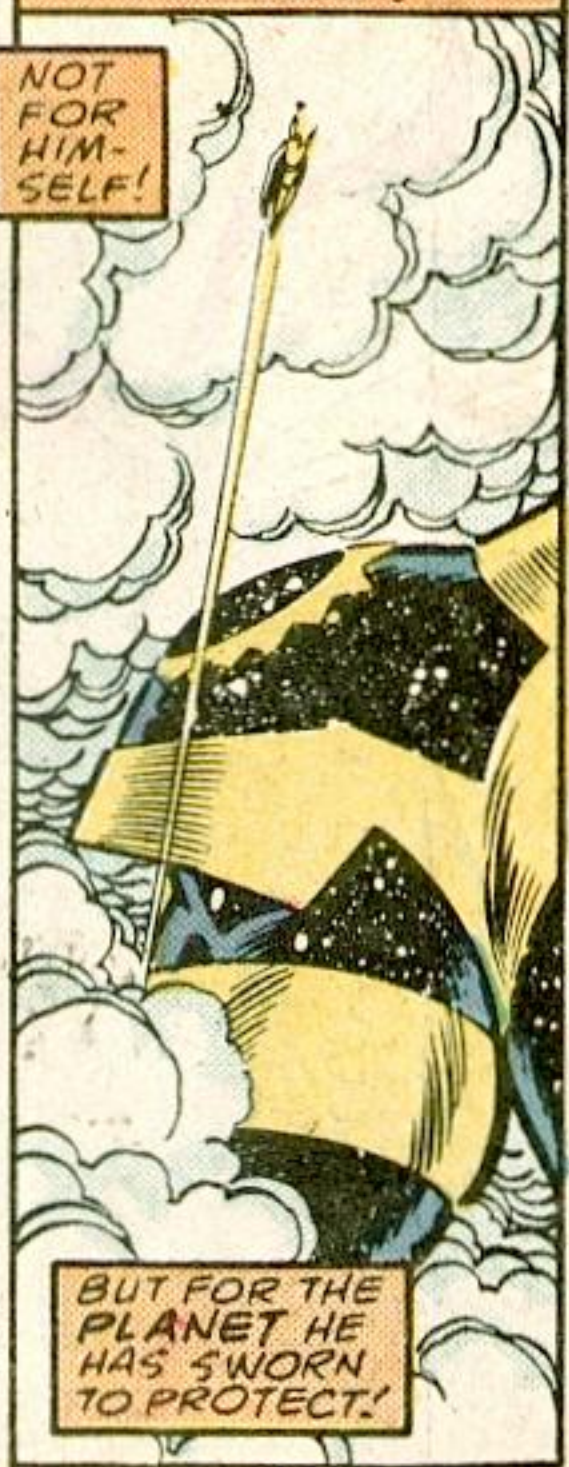
PERHAPS HE THINKS OF THE UTTER FOLLY OF DEFYING SUCH INFINITELY POWERFUL CREATURES!



PERHAPS HE EVEN WONDERS IF THIS WILL BE THE LAST TIME HE IS EVER CARRIED INTO BATTLE BY MJOLNIR, THE MOST SACRED WEAPON OF ANCIENT ASGARD!

AND PERHAPS, FOR THE VERY FIRST TIME IN HIS IMMORTAL LIFE, THE GOD OF THUNDER KNOWS A TRACE OF FEAR!

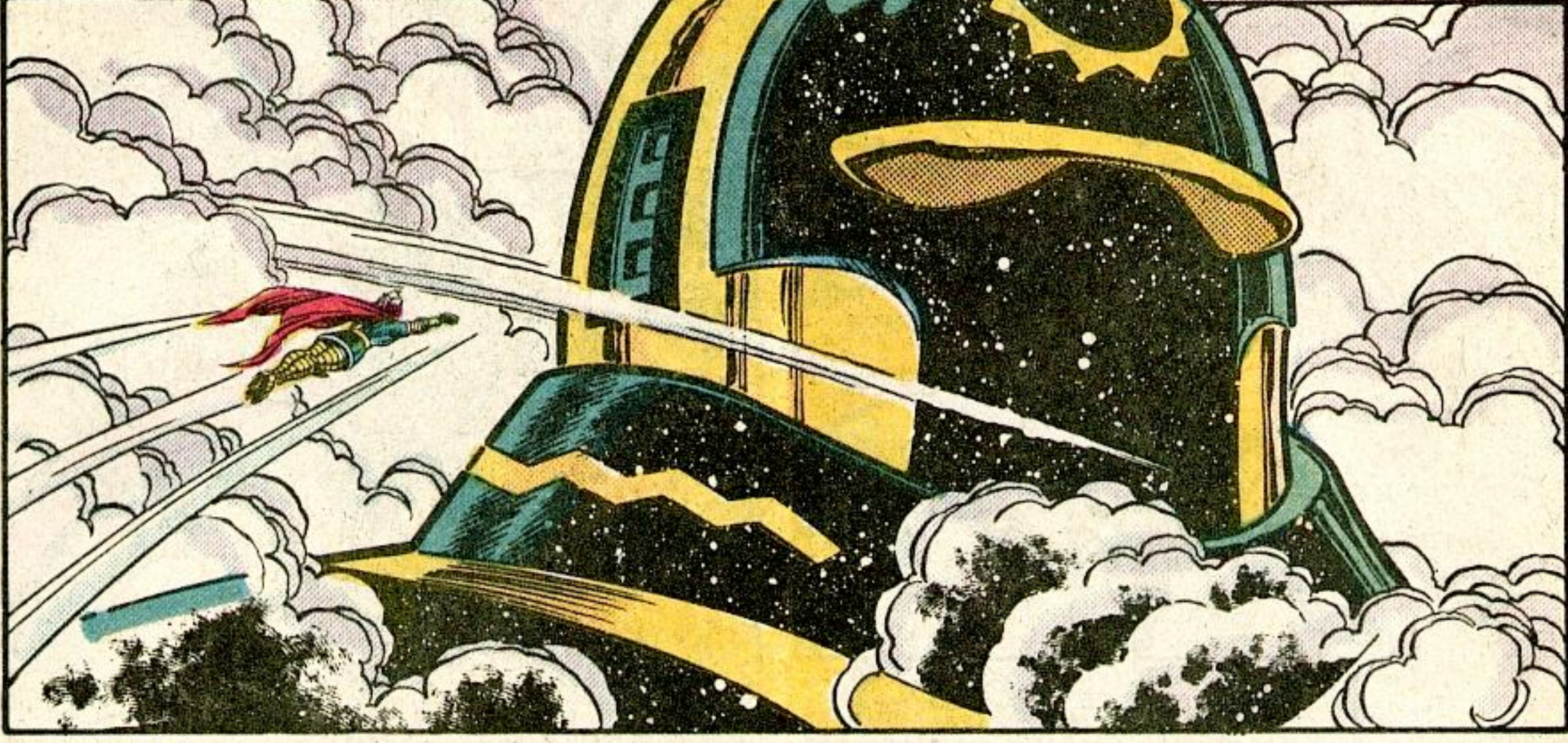
NOT FOR HIMSELF!



BUT FOR THE PLANET HE HAS SWORN TO PROTECT!

PIERCING THE CLOUDS, THE THUNDERER SUDDENLY GETS HIS FIRST VIEW OF THE COLD, EMOTIONLESS FACE OF HIS ENEMY!

COUNTLESS MENACES ON COUNTLESS WORLDS HAS THOR BATTLED, BUT NONE MORE AWE-INSPIRING--OR AS TERRIFYING--AS EXITAR THE EXTERMINATOR!



AND YET, THE SON OF ODIN DOES NOT FALTER!

HEED ME, YOU SOULLESS, SPACE-BORN THING OF EVIL! THOUGH YOU MUST SURELY BE THE LIVING MANIFESTATION OF POWER INCARNATE--I WILL NOT BE SWAYED FROM MY RIGHTEOUS PATH!

IN THE NAME OF HONOR SHALL I STRIKE!



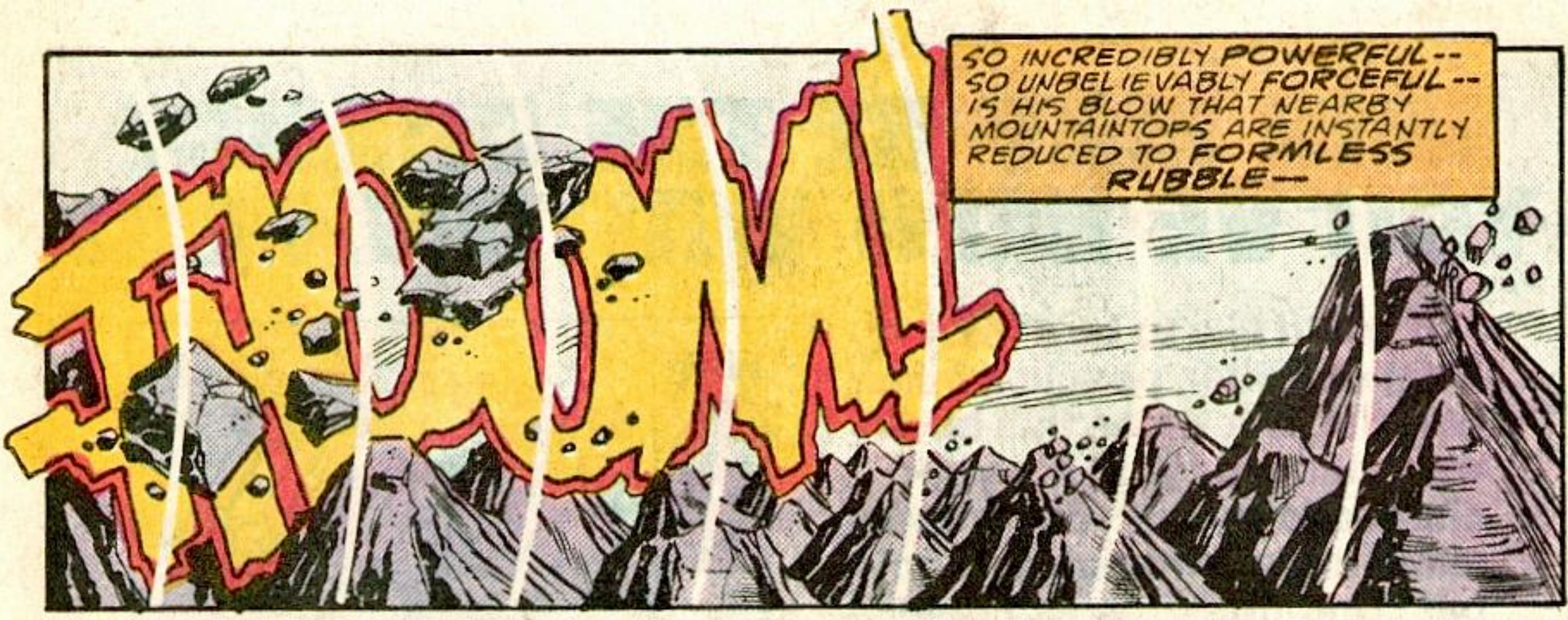
IN THE NAME OF JUSTICE SHALL I TRIUMPH!



SWINGING HIS HAMMER FAR FASTER THAN THE MORTAL EYE CAN PERCEIVE, THE MIGHTY THOR CALLS UPON ALL HIS GODLY STRENGTH...

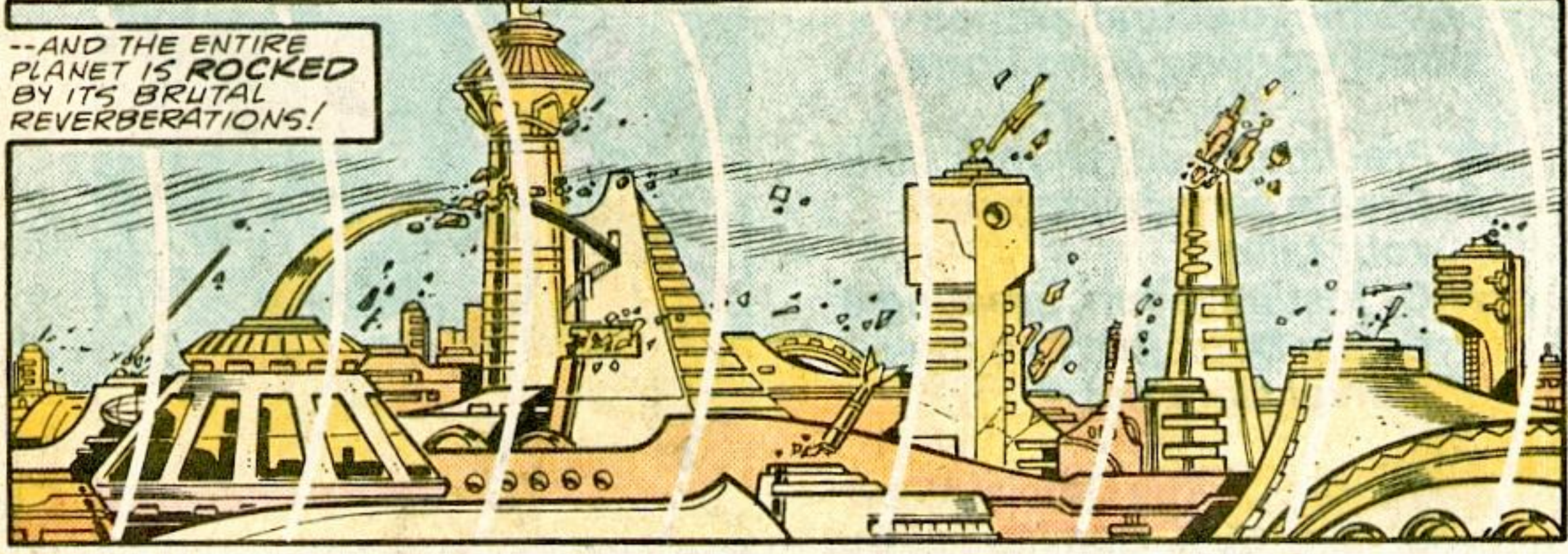
AND THEN...





SO INCREDIBLY POWERFUL--
SO UNBELIEVABLY FORCEFUL--
IS HIS BLOW THAT NEARBY
MOUNTAINTOPS ARE INSTANTLY
REDUCED TO FORMLESS
RUBBLE--

--AND THE ENTIRE
PLANET IS ROCKED
BY ITS BRUTAL
REVERBERATIONS!



BUT...

OD'S BLOOD--!
T'WAS MY MIGHTIEST
BLOW, AND THE
CELESTIAL
FELT IT
NOT--

E'EN THOUGH
IT DID TEAR
A SMALL
HOLE IN HIS
BATTLE-
ARMOR!



THE ADVANTAGE IS
NOW MINE! VICTORY
IS WITHIN MY
GRASP!

IF I CAN REACH THE
CELESTIAL'S UNPRO-
TECTED HEAD, MY
FAITHFUL URU
HAMMER CAN
SURELY RENDER
HIM UNCON-
SCIOUS!

WITHOUT A MOMENT'S HESITATION,
WITH NO THOUGHT OF HIS OWN
SAFETY, THE GOD OF THUNDER
LEAPS--

--INTO A BIZARRE, ALIEN NIGHTMARE!

WHAT TRICKERY IS THIS--?!

WHERE IS THE CELESTIAL? WHY CAN I NOT FIND HIM?

CAN IT POSSIBLY BE THAT HE DOETH POSSESS NO TRUE CORPOREAL FORM?!

OR IS HIS ALIEN PRESENCE SO FAR BEYOND MY KEN-- THAT MY MIND LACKS THE ABILITY TO PERCEIVE IT?!

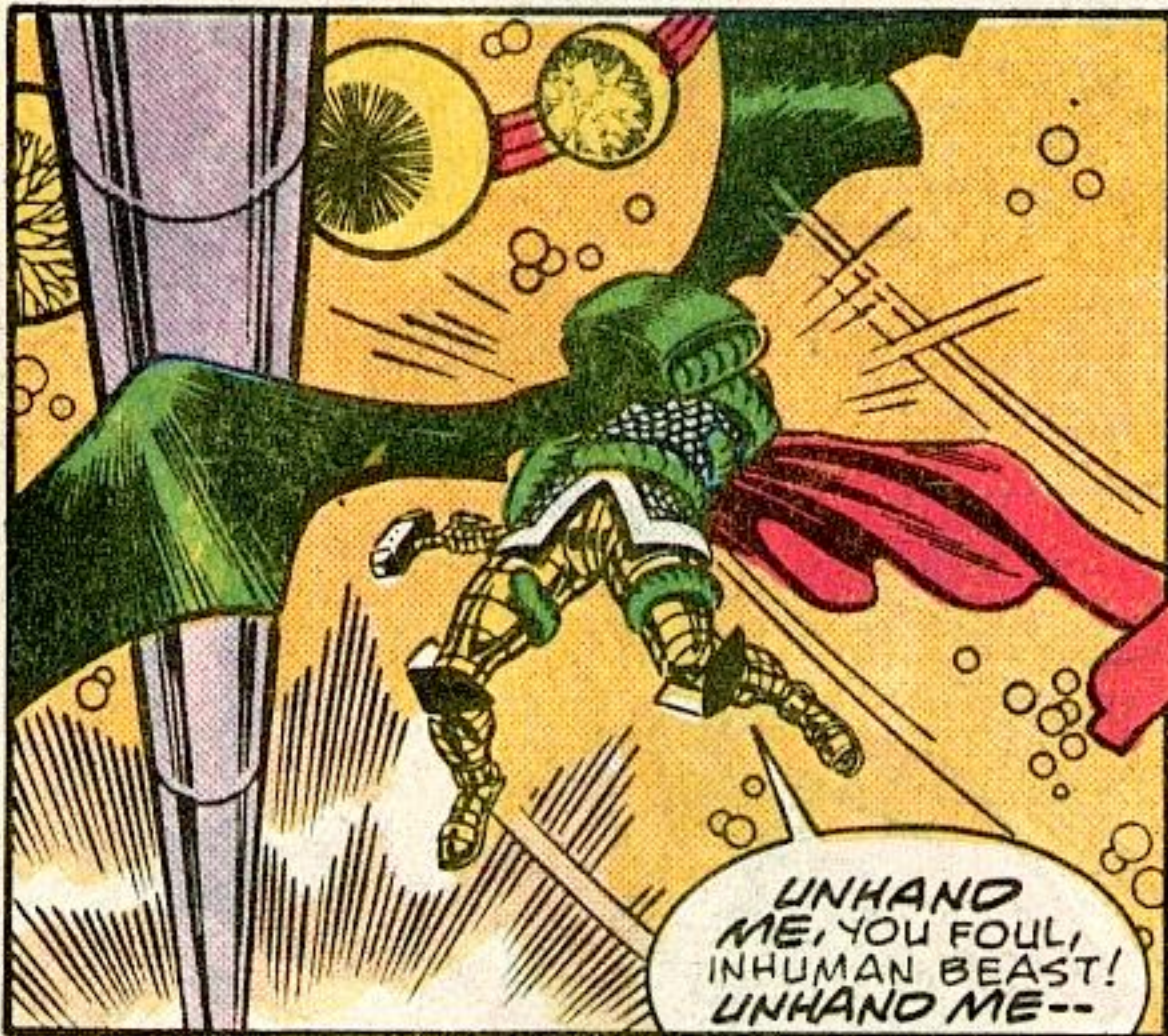
PWOM!

GREAT ODIN--!

PWOM!

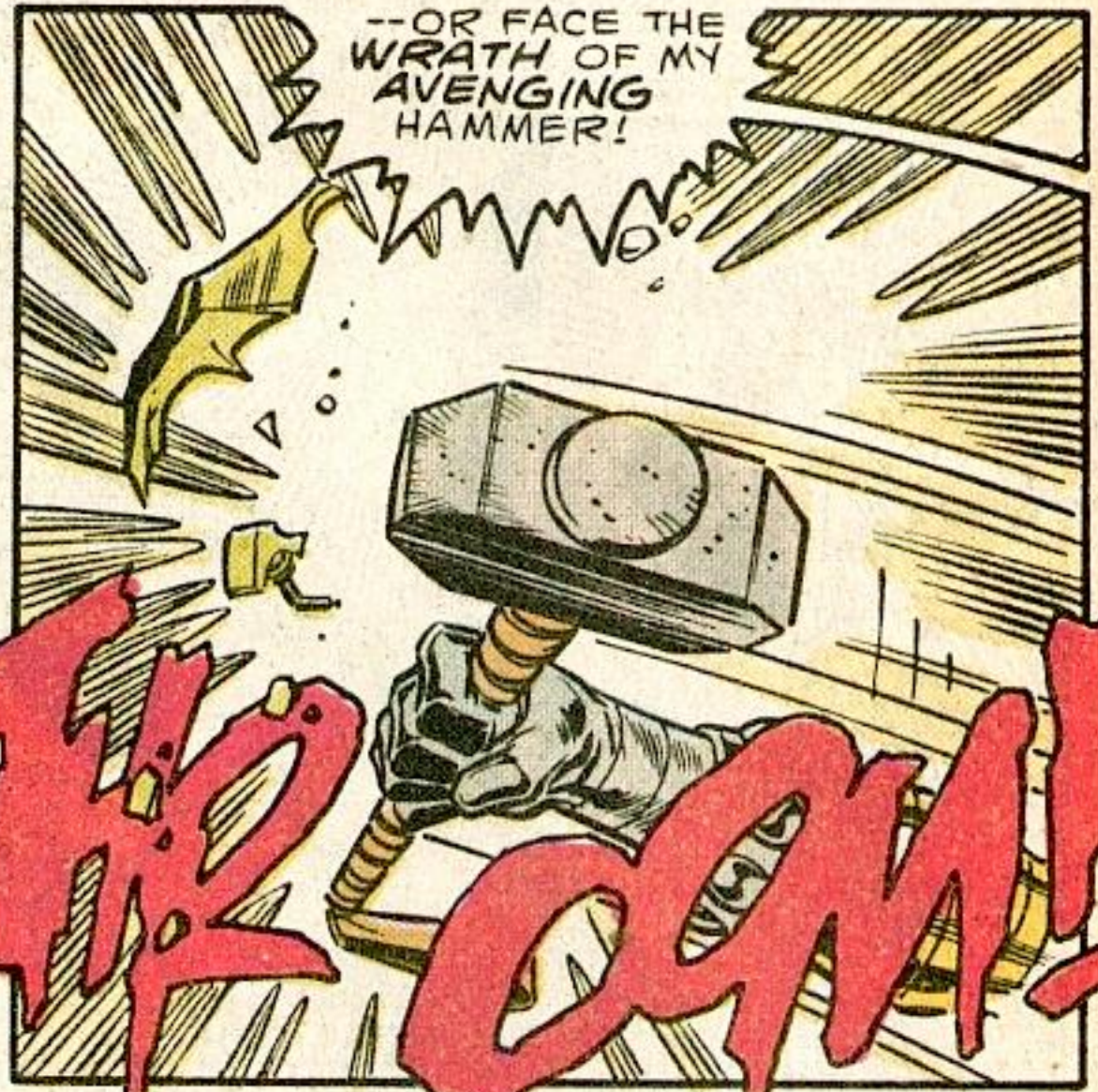
I AM ATTACKED --BY STRANGE, NAMELESS CREATURES!!

BUT THEN, BEFORE THOR CAN UTTER ANOTHER WORD--OR MAKE ANOTHER MOVE--ONE OF THE MYSTERIOUS CREATURES STRIKES--!

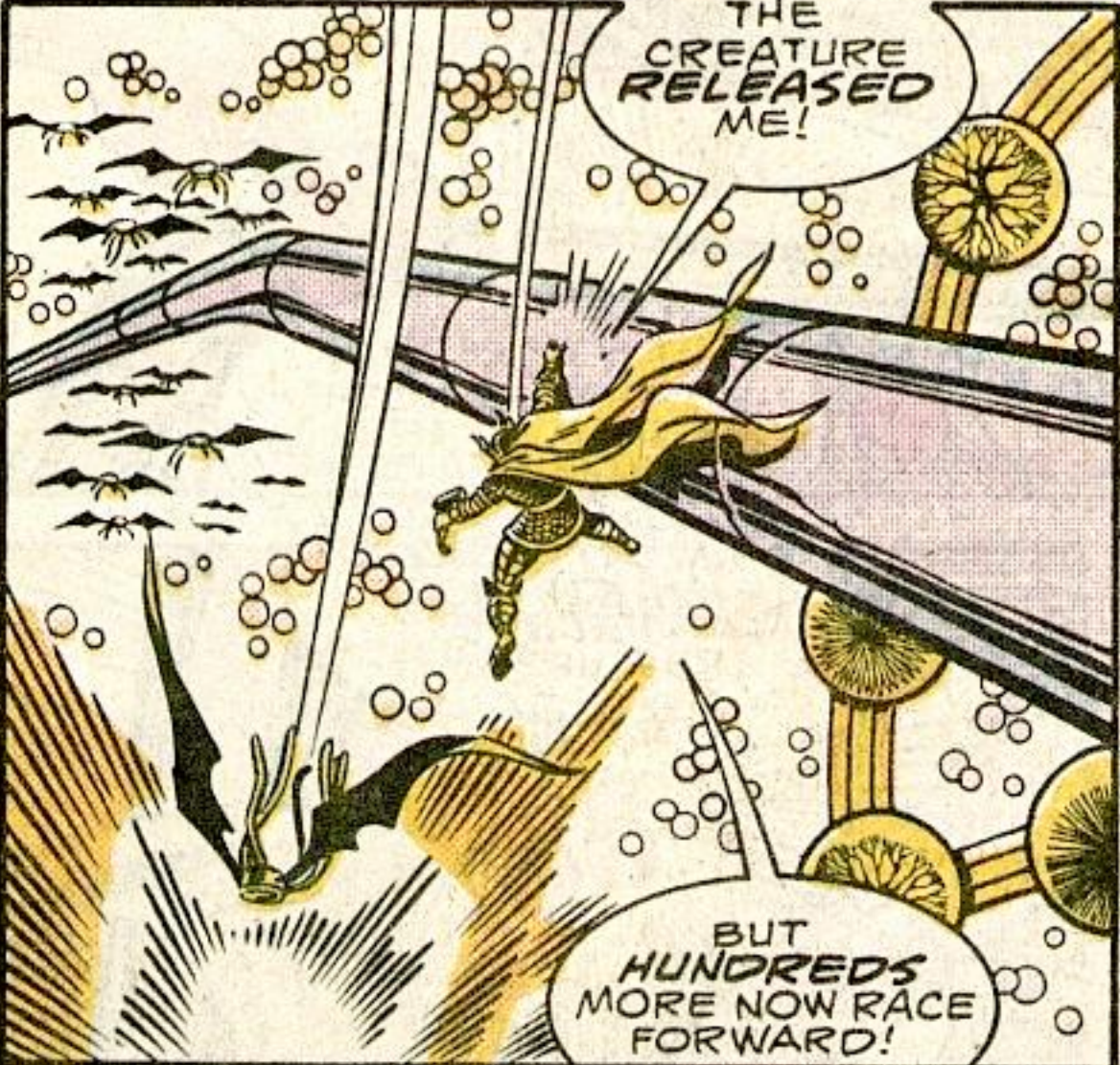


UNHAND ME, YOU FOUL, INHUMAN BEAST! UNHAND ME--

--OR FACE THE WRATH OF MY AVENGING HAMMER!

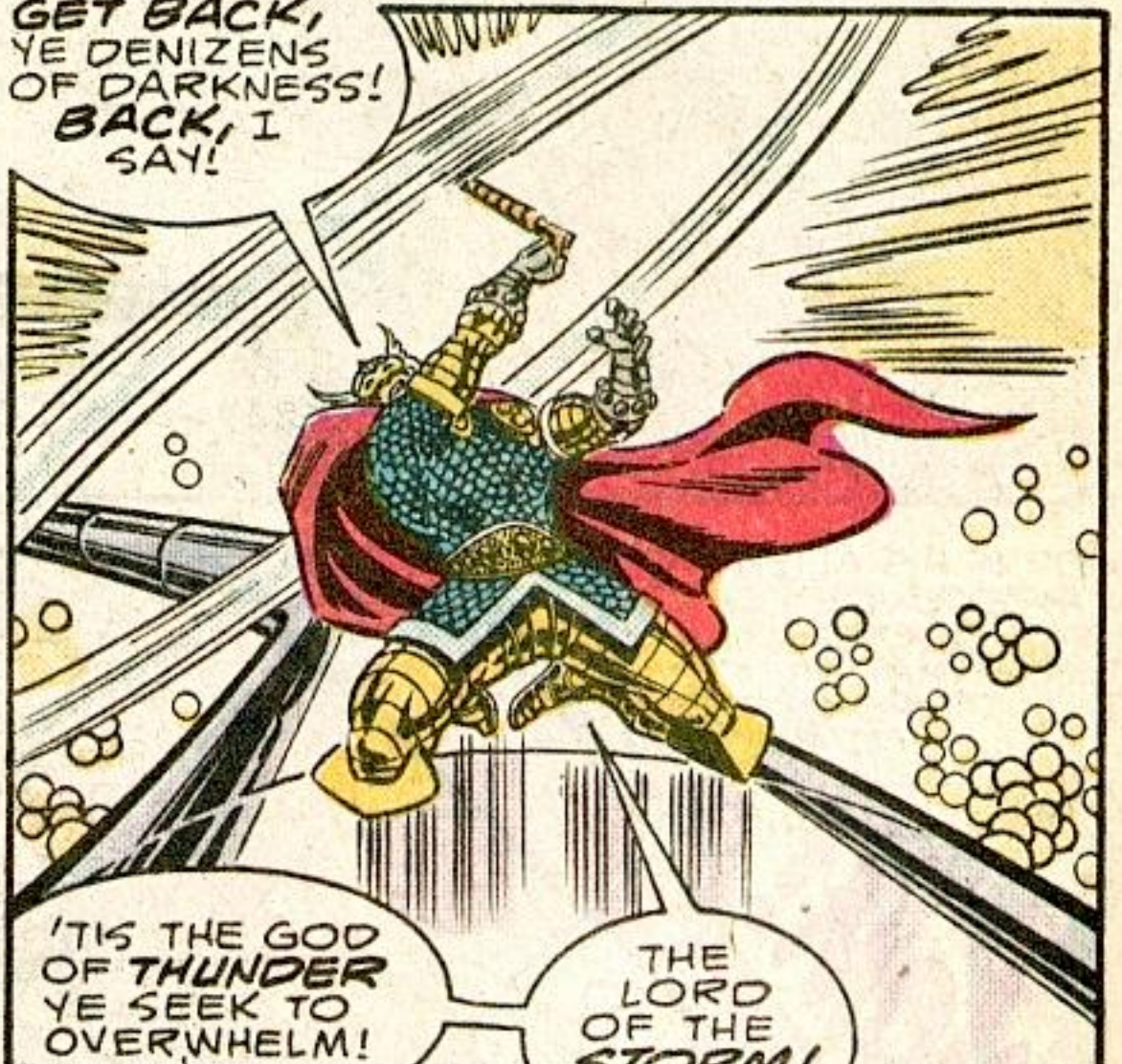


BOOM!



THE CREATURE RELEASED ME!

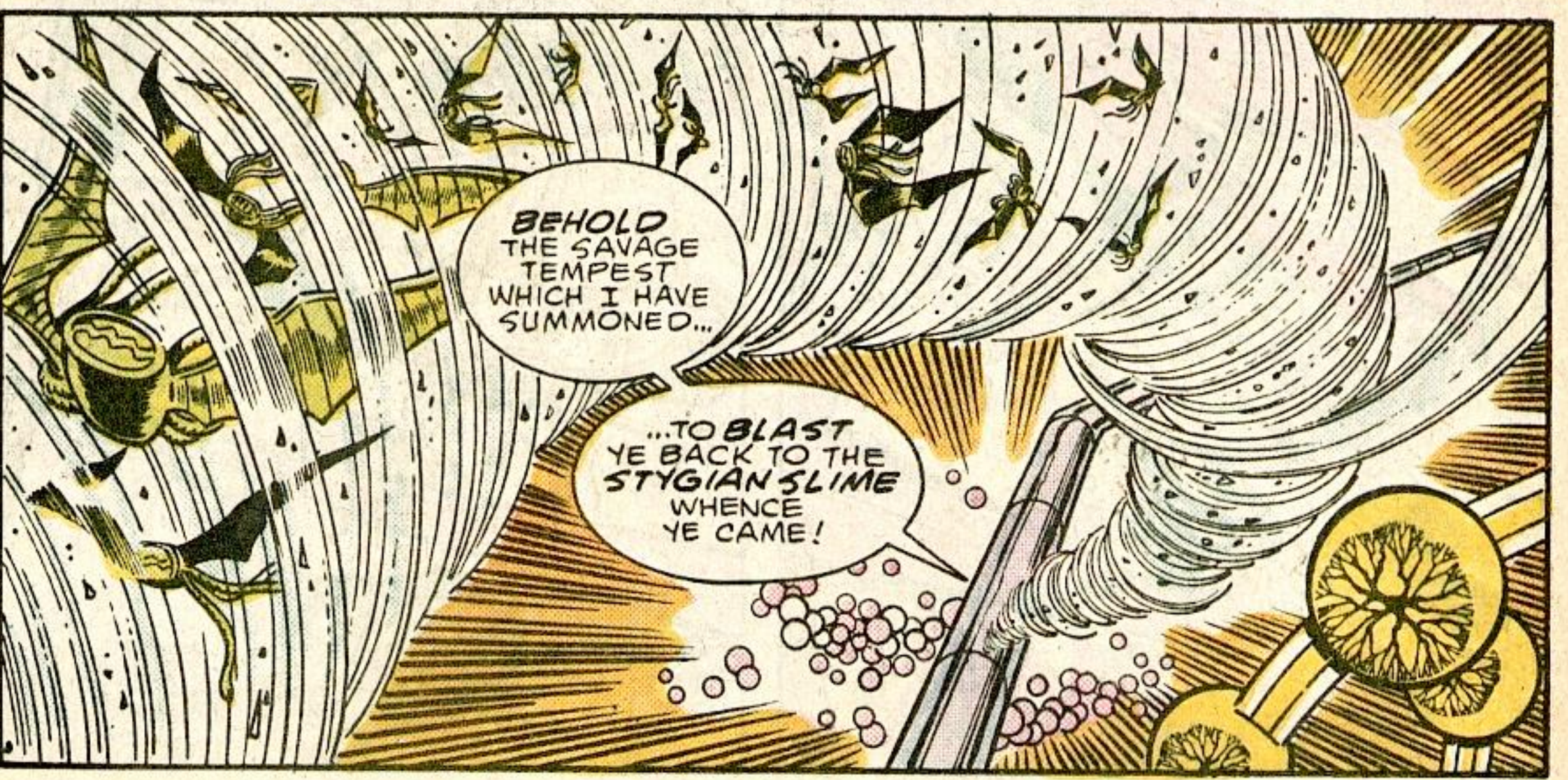
BUT HUNDREDS MORE NOW RACE FORWARD!



GET BACK, YE DENIZENS OF DARKNESS! BACK, I SAY!

'TIS THE GOD OF THUNDER YE SEEK TO OVERWHELM!

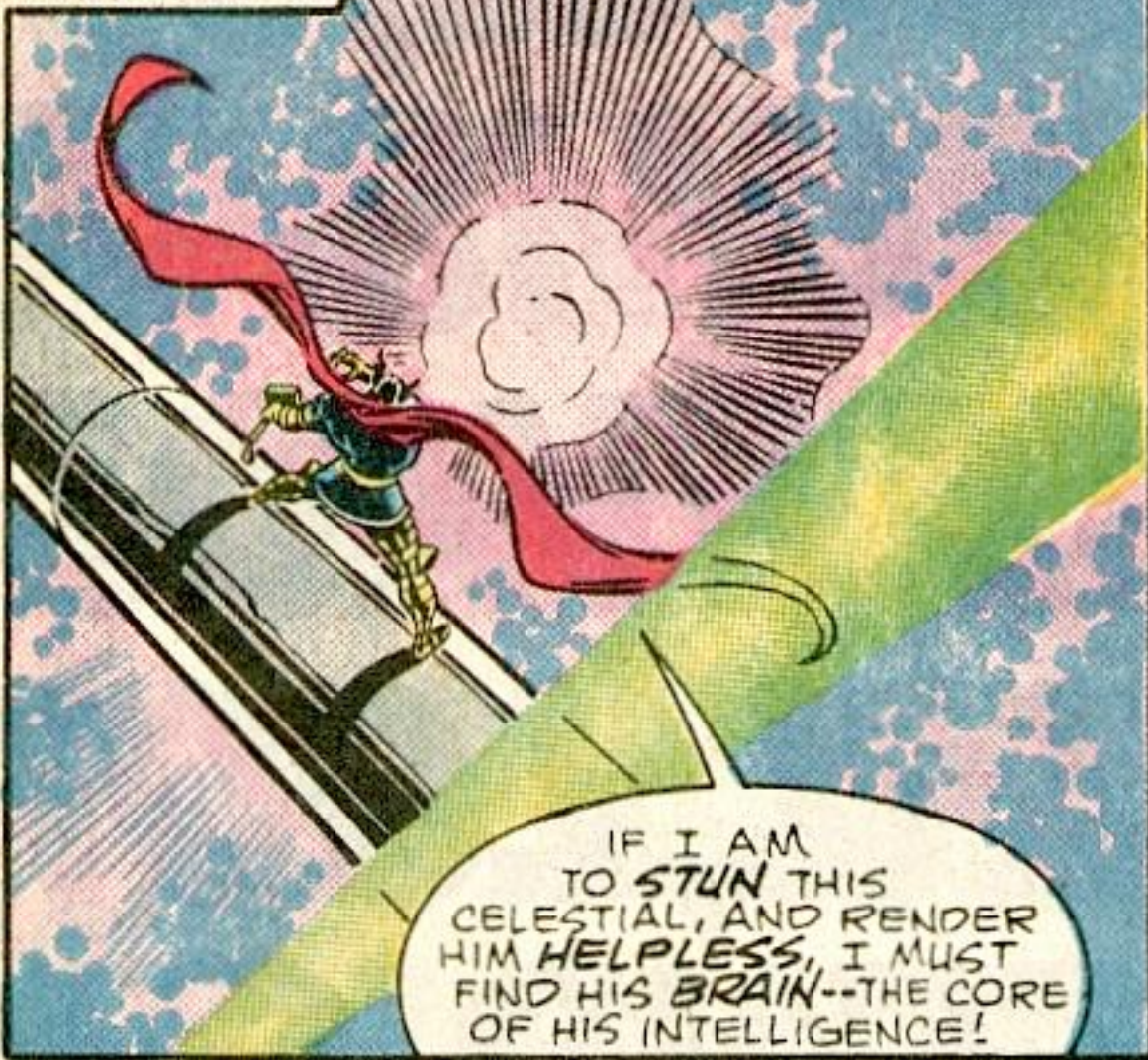
THE LORD OF THE STORM!



BEHOLD THE SAVAGE TEMPEST WHICH I HAVE SUMMONED...

...TO BLAST YE BACK TO THE STYGIAN SLIME WHENCE YE CAME!

SUDDENLY THOR NOTICES A GLOWING, PULSING MEMBRANE...

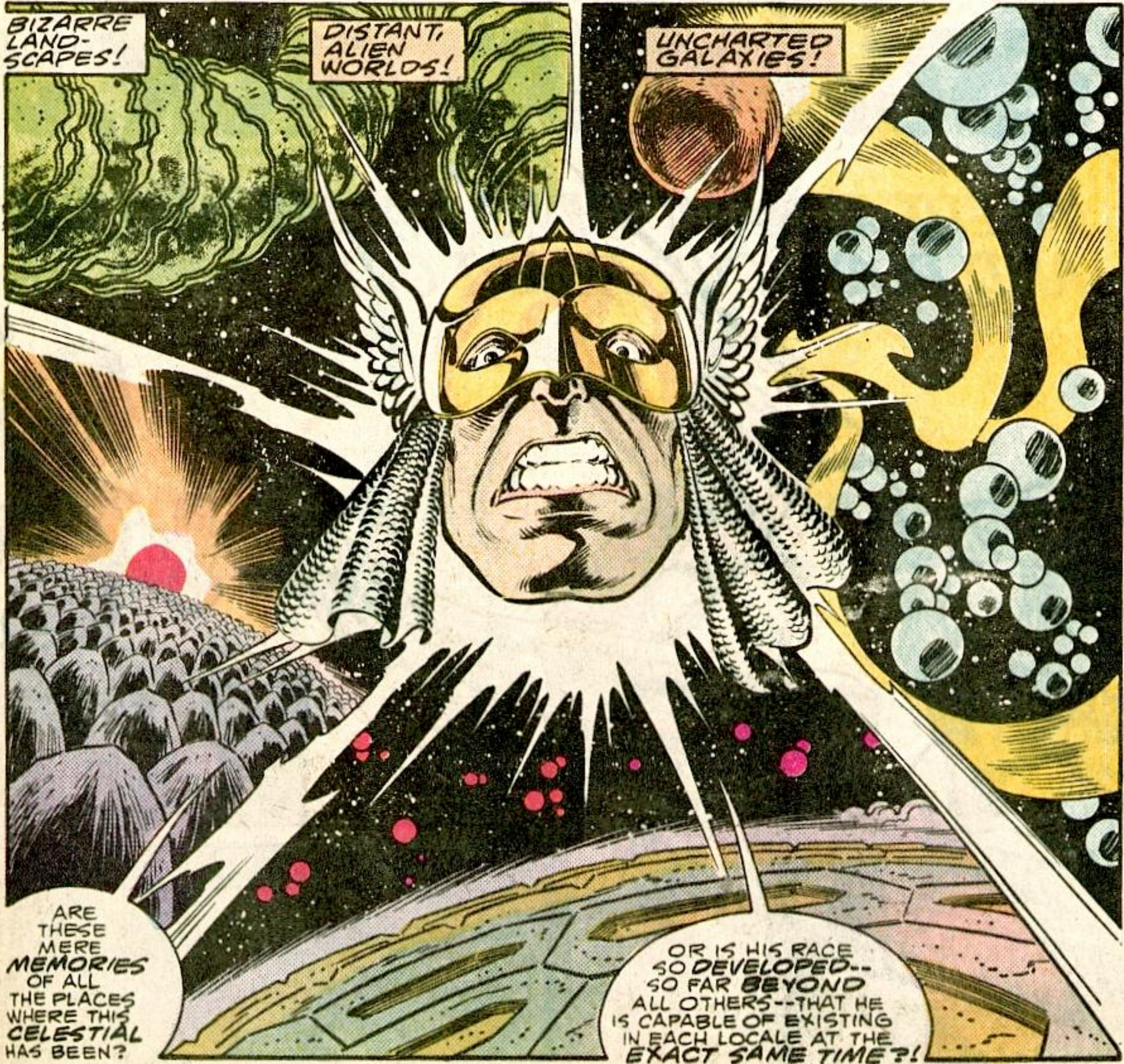


IF I AM TO STUN THIS CELESTIAL, AND RENDER HIM HELPLESS, I MUST FIND HIS BRAIN--THE CORE OF HIS INTELLIGENCE!



PERHAPS YON PORTAL WILL TAKE ME TO THE PRIZE THAT I SEEK!

BUT THEN, EVEN AS HE PIERCES THE SHIMMERING, FLESHY SUBSTANCE, THOR'S MIND IS UNEXPECTEDLY ASSAULTED BY A THOUSAND TIMES A THOUSAND IMAGES!



BIZARRE LANDSCAPES!

DISTANT ALIEN WORLDS!

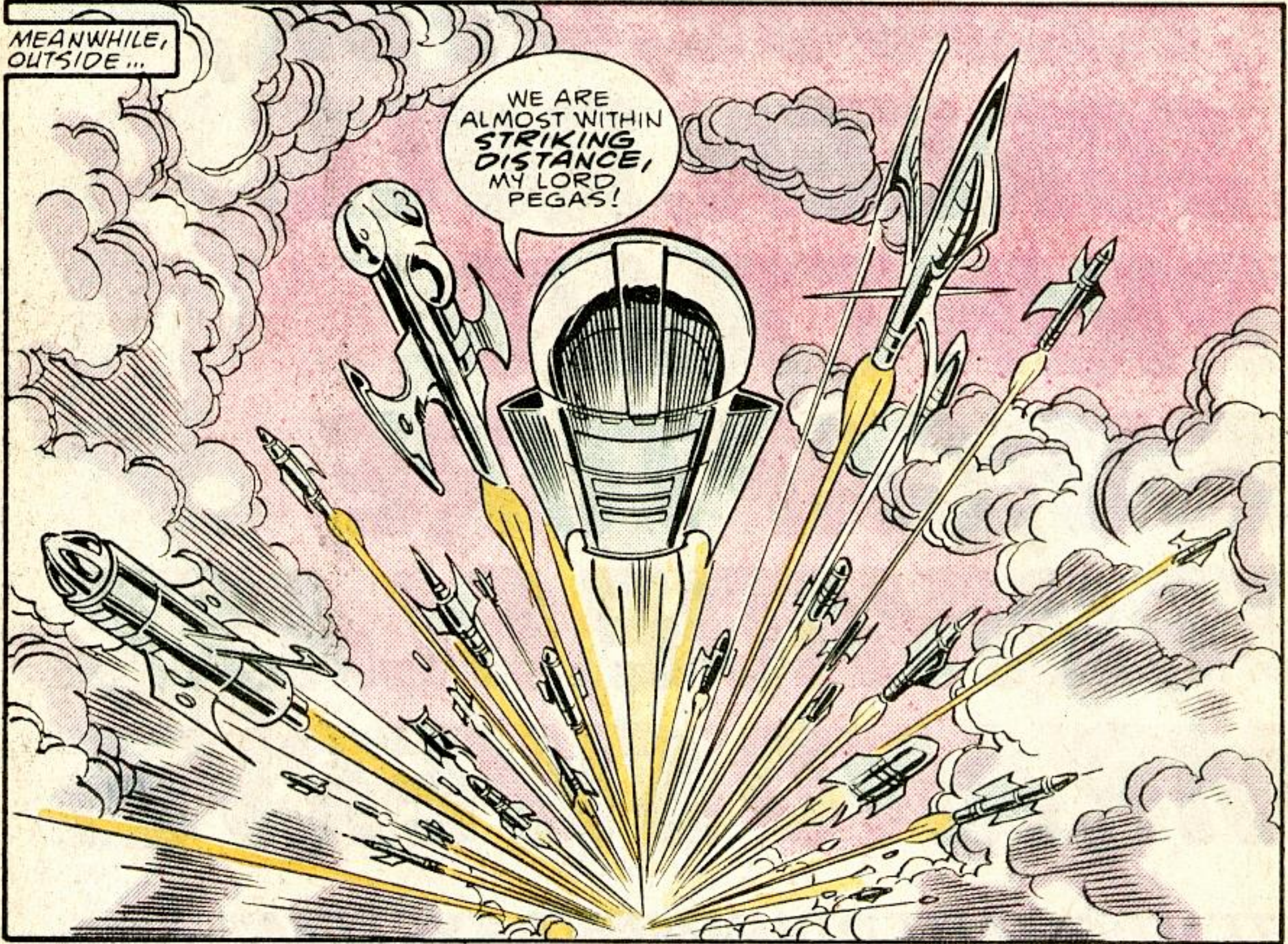
UNCHARTED GALAXIES!

ARE THESE MERE MEMORIES OF ALL THE PLACES WHERE THIS CELESTIAL HAS BEEN?

OR IS HIS RACE SO DEVELOPED--SO FAR BEYOND ALL OTHERS--THAT HE IS CAPABLE OF EXISTING IN EACH LOCALE AT THE EXACT SAME TIME?!

MEANWHILE,
OUTSIDE ...

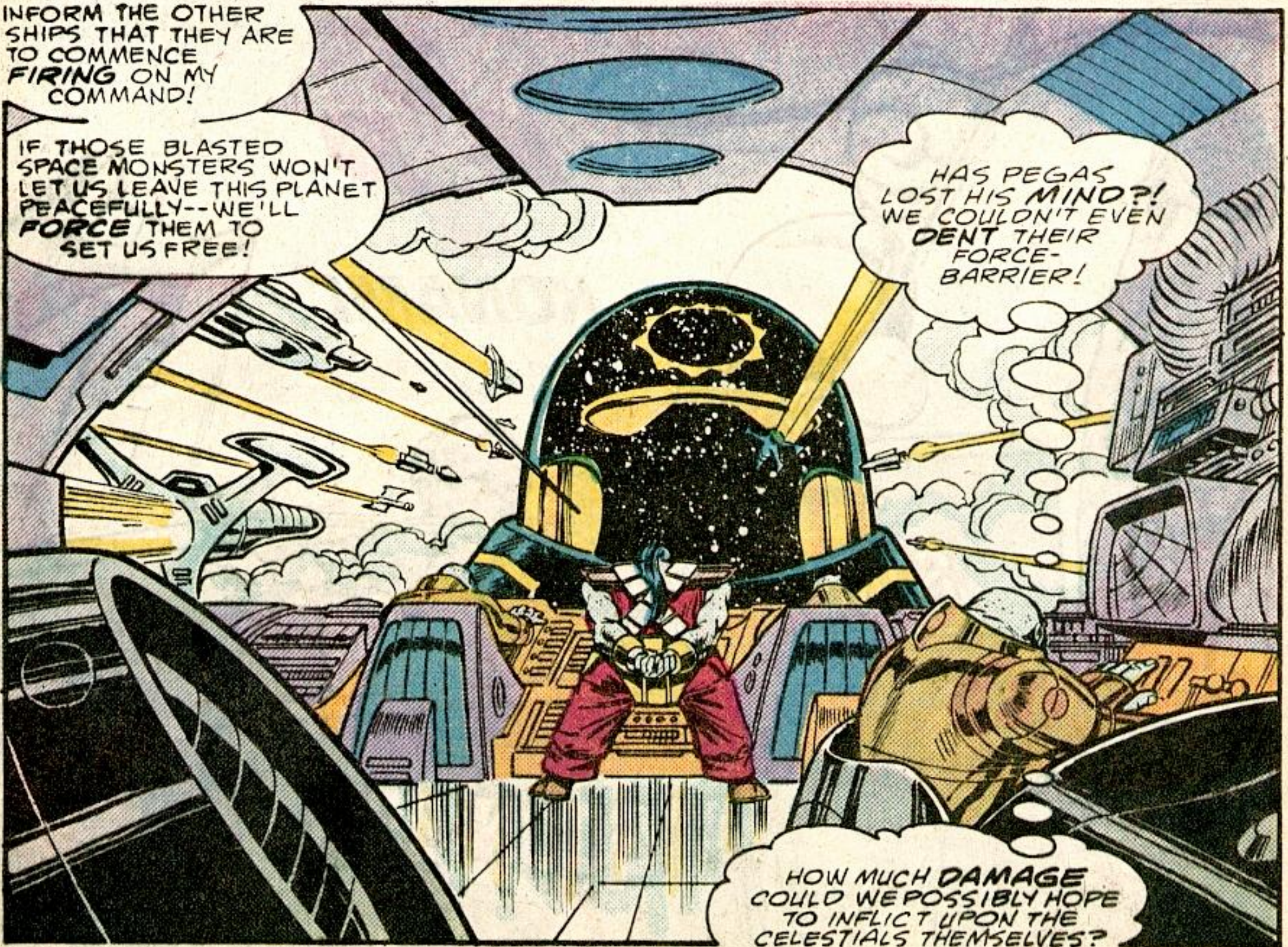
WE ARE
ALMOST WITHIN
STRIKING
DISTANCE,
MY LORD
PEGAS!



INFORM THE OTHER
SHIPS THAT THEY ARE
TO COMMENCE
FIRING ON MY
COMMAND!

IF THOSE BLASTED
SPACE MONSTERS WON'T
LET US LEAVE THIS PLANET
PEACEFULLY--WE'LL
FORCE THEM TO
SET US FREE!

HAS PEGAS
LOST HIS MIND?!
WE COULDN'T EVEN
DENT THEIR
FORCE-
BARRIER!



HOW MUCH DAMAGE
COULD WE POSSIBLY HOPE
TO INFLICT UPON THE
CELESTIALS THEMSELVES?

BUT NO SOONER DOES THE ATTACK BEGIN THAN PEGAS ISSUES A STARTLING ORDER...



VEER OFF!
VEER OFF!

WE ARE RETURNING TO MY PLANETARY COMMAND CENTER! NOW!!



WHAT--?!

YOU ARE DESERTING YOUR OWN FLEET?

OF COURSE!

THIS ASSAULT IS ONLY A FUTILE GESTURE AT BEST!

BUT I'M HOPING THAT IT CAN DISTRACT THE CELESTIALS LONG ENOUGH...

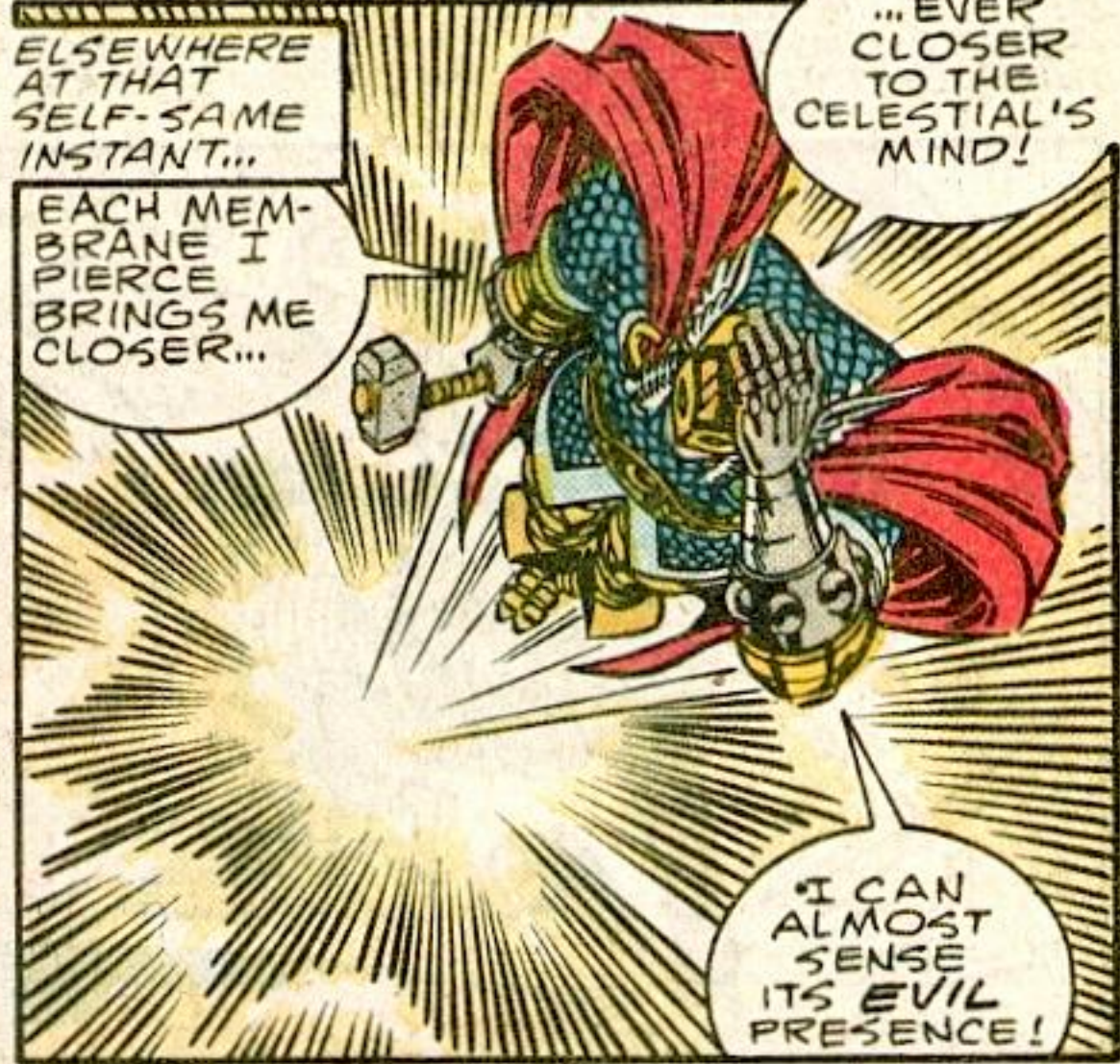


...FOR ME TO DEVISE AN EFFECTIVE MEANS OF ESCAPE!

I DON'T CARE HOW MANY OF OUR PEOPLE MUST PERISH--AS LONG AS I SURVIVE!!

ELSEWHERE AT THAT SELF-SAME INSTANT...

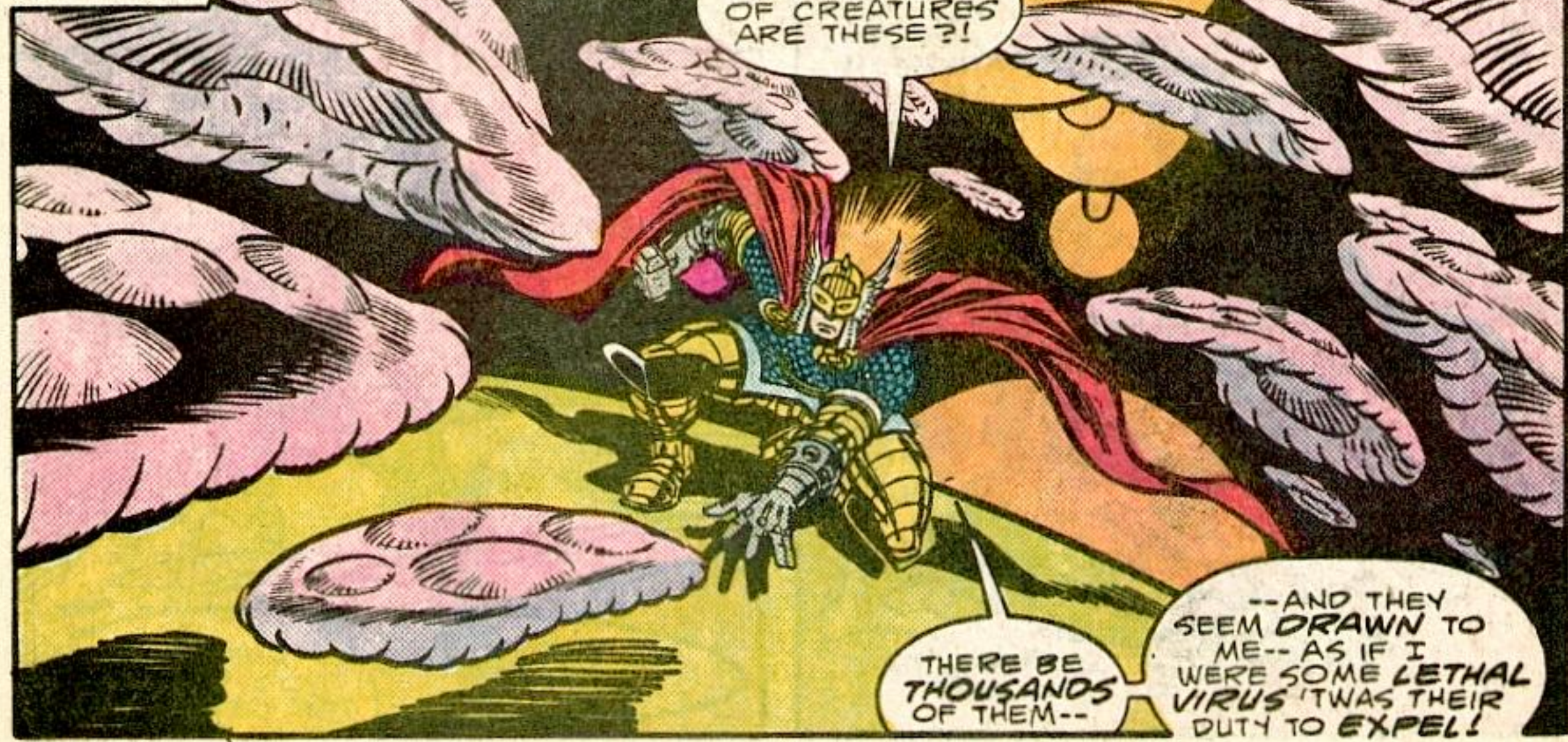
EACH MEMBRANE I PIERCE BRINGS ME CLOSER...



...EVER CLOSER TO THE CELESTIAL'S MIND!

I CAN ALMOST SENSE ITS EVIL PRESENCE!

BUT THEN...



WHAT MANNER OF CREATURES ARE THESE?!

THERE BE THOUSANDS OF THEM--

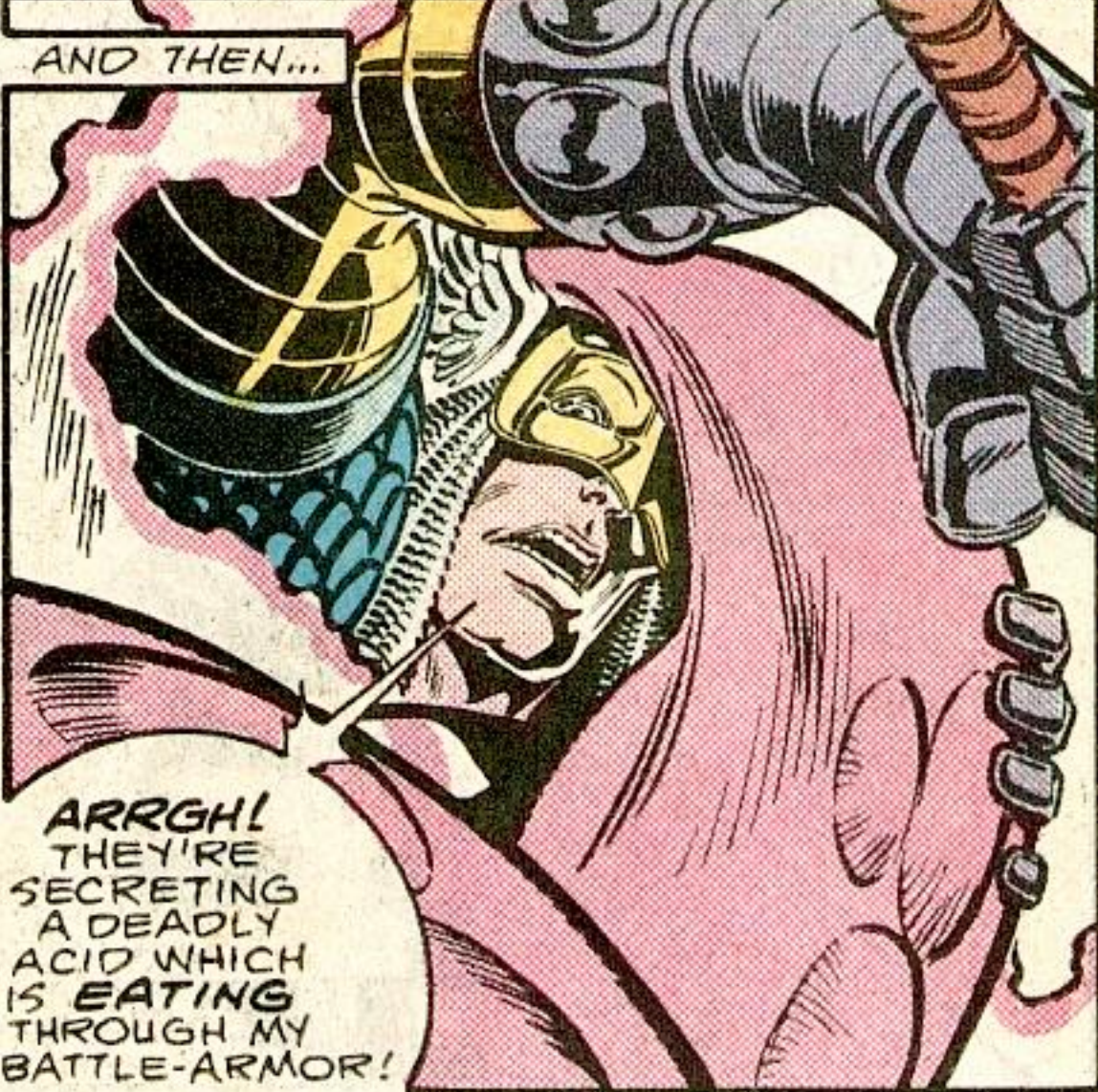
--AND THEY SEEM DRAWN TO ME-- AS IF I WERE SOME LETHAL VIRUS 'T WAS THEIR DUTY TO EXPEL!

CAN NOT AVOID THEM!!



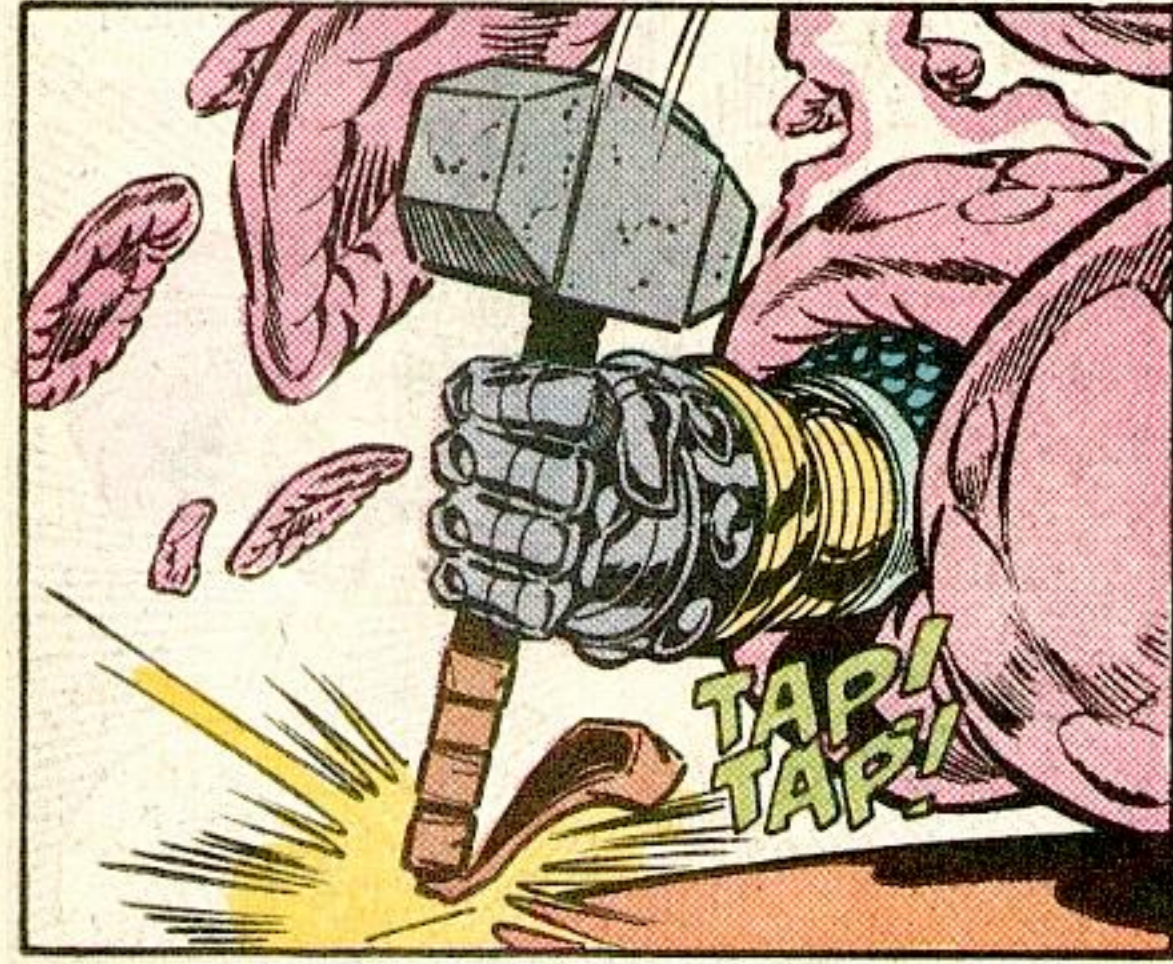
THEY SWARM ALL OVER ME!

AND THEN...



ARRGH! THEY'RE SECRETING A DEADLY ACID WHICH IS EATING THROUGH MY BATTLE-ARMOR!

DESPITE HIS SEARING PAIN--HIS INDESCRIBABLE AGONY--THOR MANAGES TO FORCE HIS HAMMER THROUGH THE UNENDING MASS OF SQUIRMING BODIES AND--



TAP! TAP!

--HE SUMMONS THE LIGHTNING THAT IS HIS ALONE TO COMMAND!

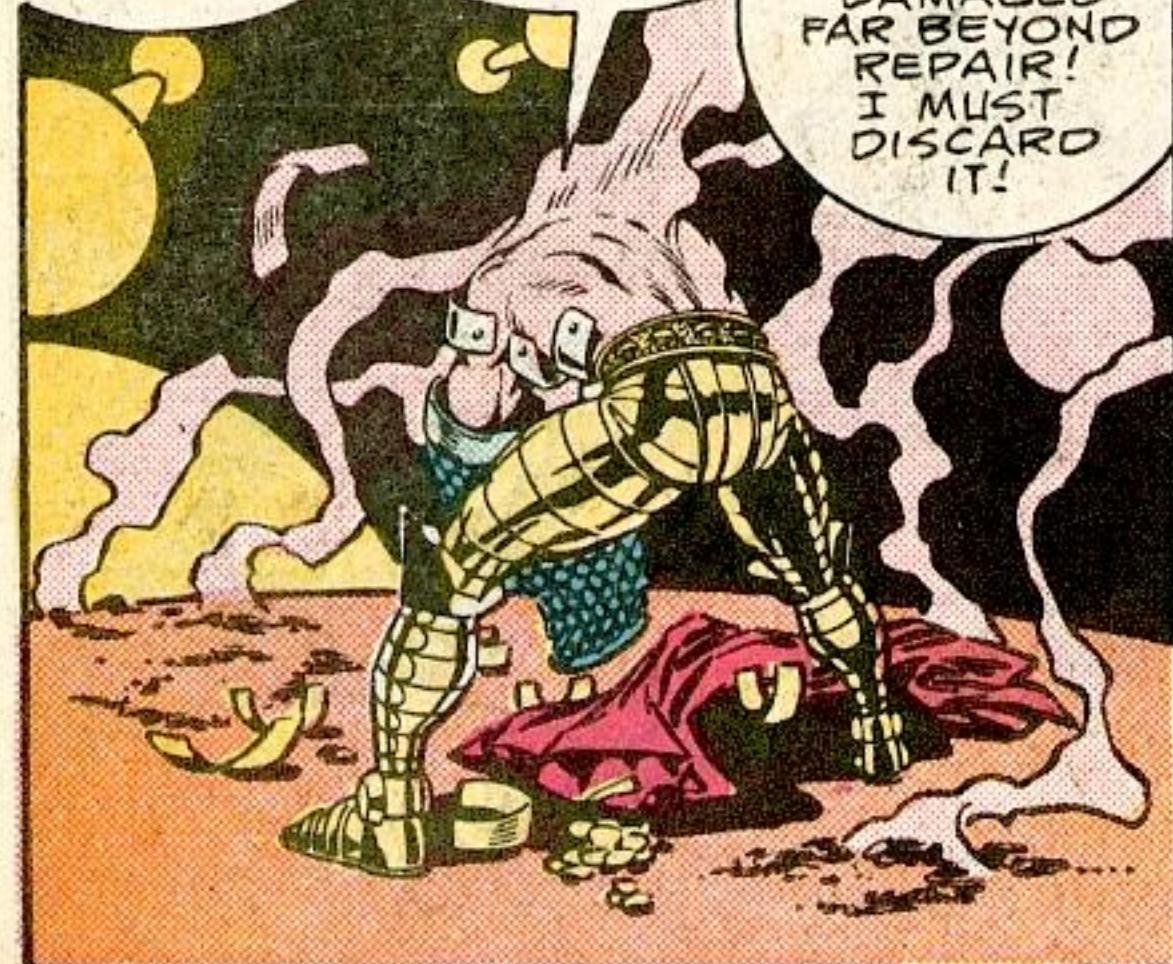


KIRAKK!

ONCE AGAIN, MY FAITHFUL HAMMER HATH SAVED ME!

ONCE AGAIN, I AM IN MJOLNIR'S DEBT!

BUT MY BATTLE-ARMOR HATH BEEN DAMAGED FAR BEYOND REPAIR! I MUST DISCARD IT!



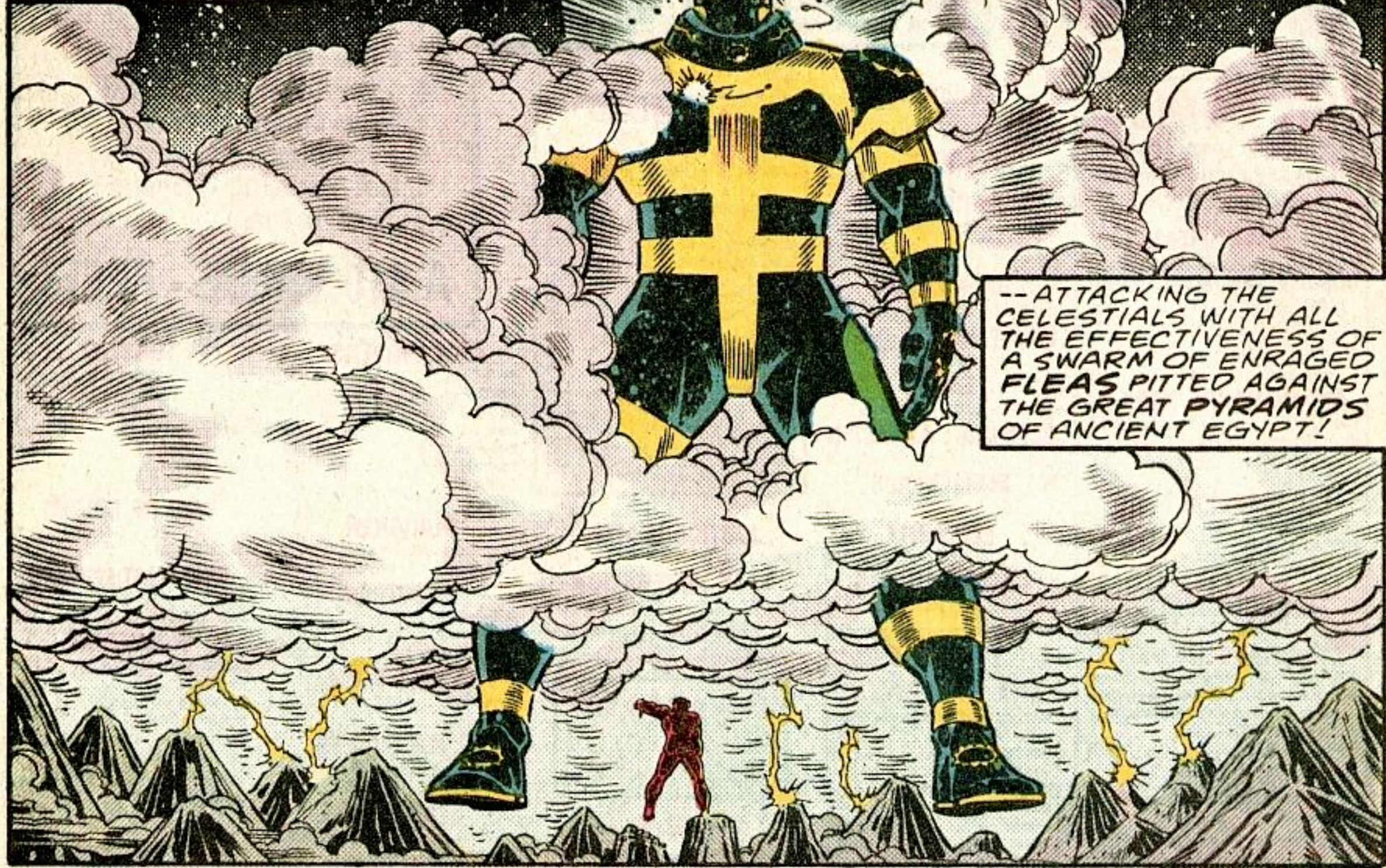
AND SO, MOMENTS LATER...

NOW THAT I HAVE BOUND MY WOUNDS WITHIN THE REMNANTS OF MY CAPE-- I AM READY TO RESUME MY QUEST!



AND THIS DO I SWEAR-- THE CELESTIAL WILL FALL!

OUTSIDE, THE VAST
ARMADA OF PEGAS
CONTINUES ITS
DESPERATE
BARRAGE--



-- ATTACKING THE
CELESTIALS WITH ALL
THE EFFECTIVENESS OF
A SWARM OF ENRAGED
FLEAS PITTED AGAINST
THE GREAT PYRAMIDS
OF ANCIENT EGYPT!

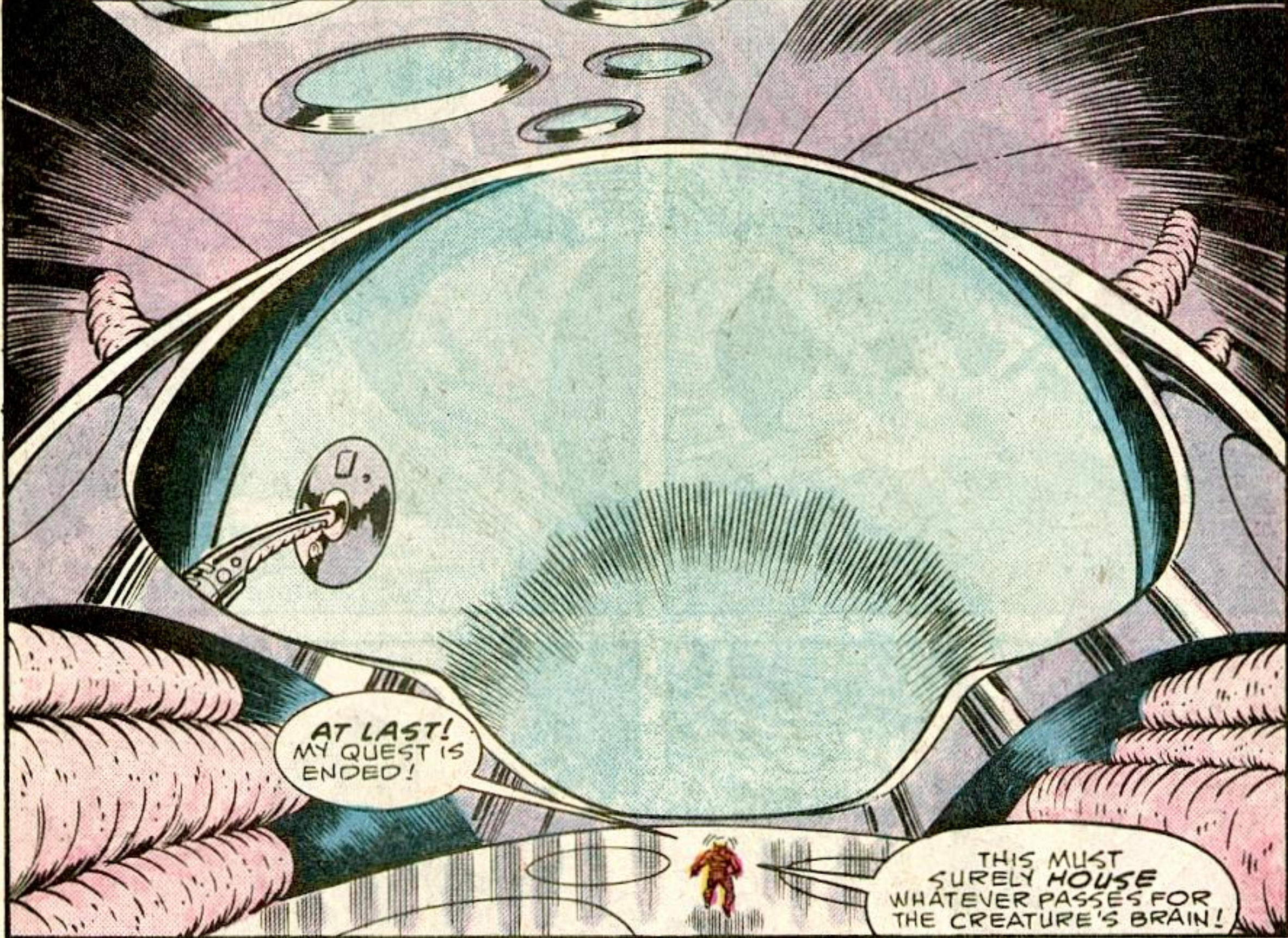
WHILE, INSIDE THE COLOSSAL EXITAR, THE
SON OF ODIN BREACHES YET ANOTHER
MEMBRANE...



AND THEN HIS EYES SUDDENLY
GROW WIDE WITH WONDER...



OD'S
BLOOD--!



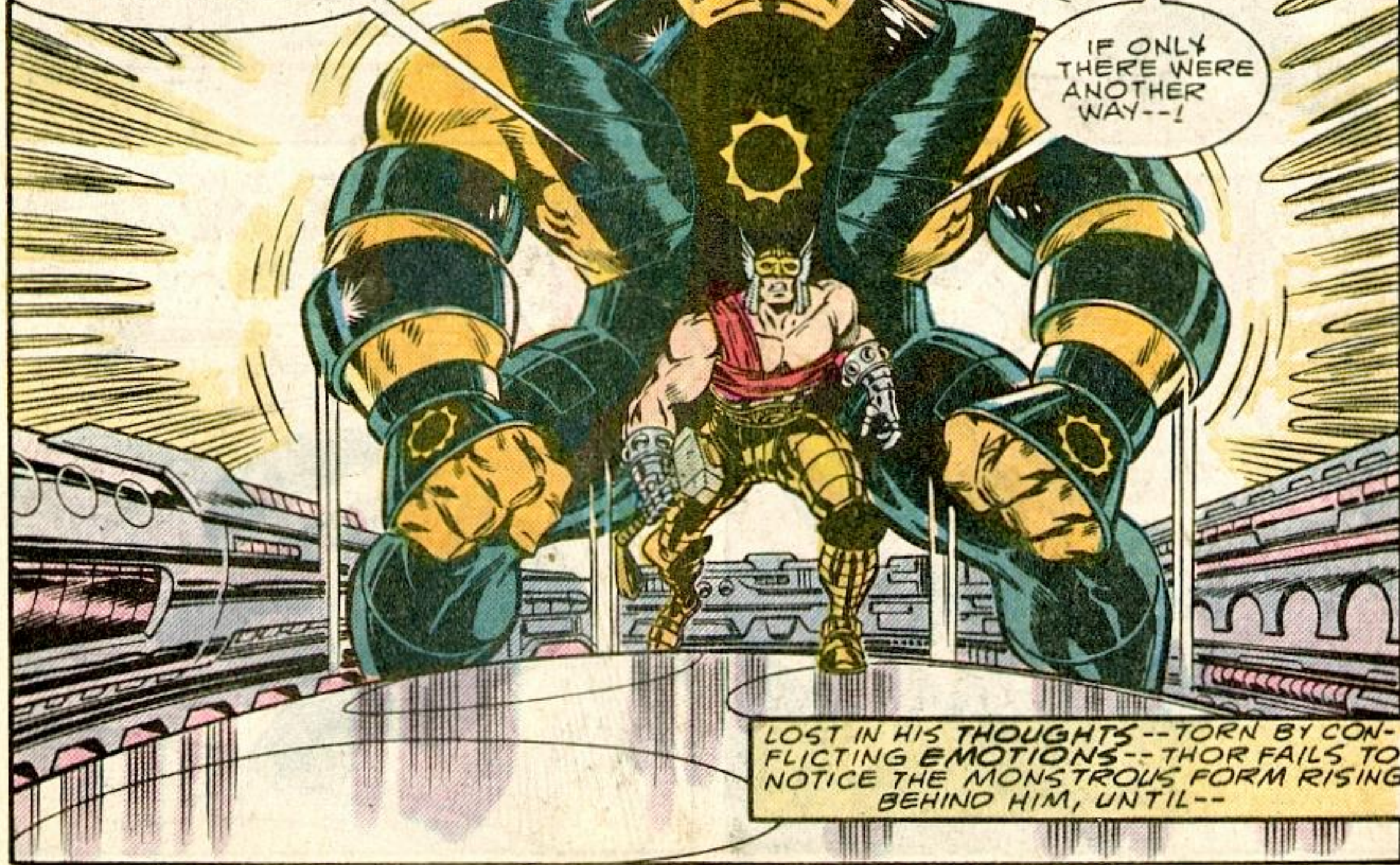
AT LAST!
MY QUEST IS
ENDED!

THIS MUST
SURELY **HOUSE**
WHATEVER PASSES FOR
THE CREATURE'S BRAIN!

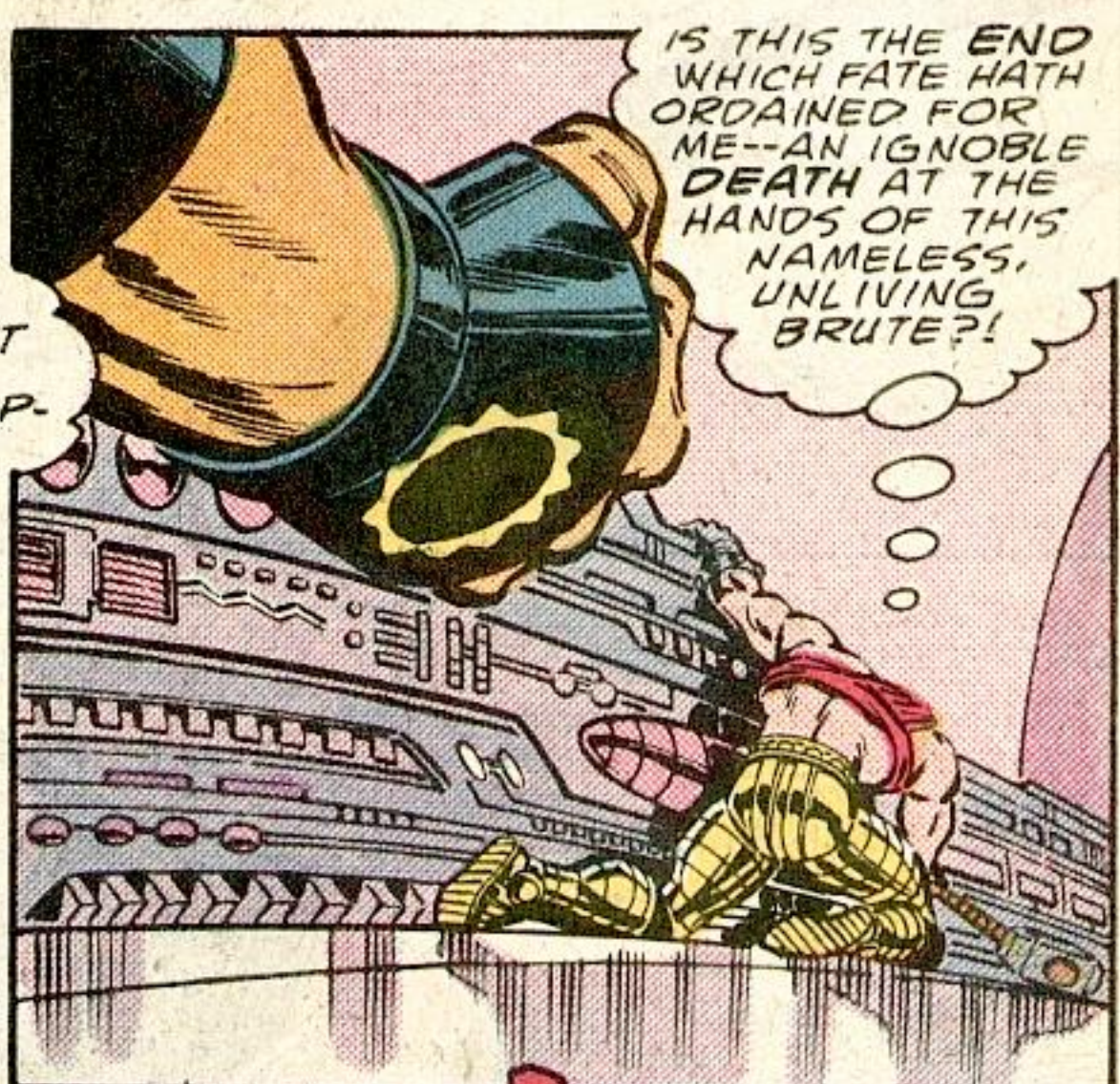
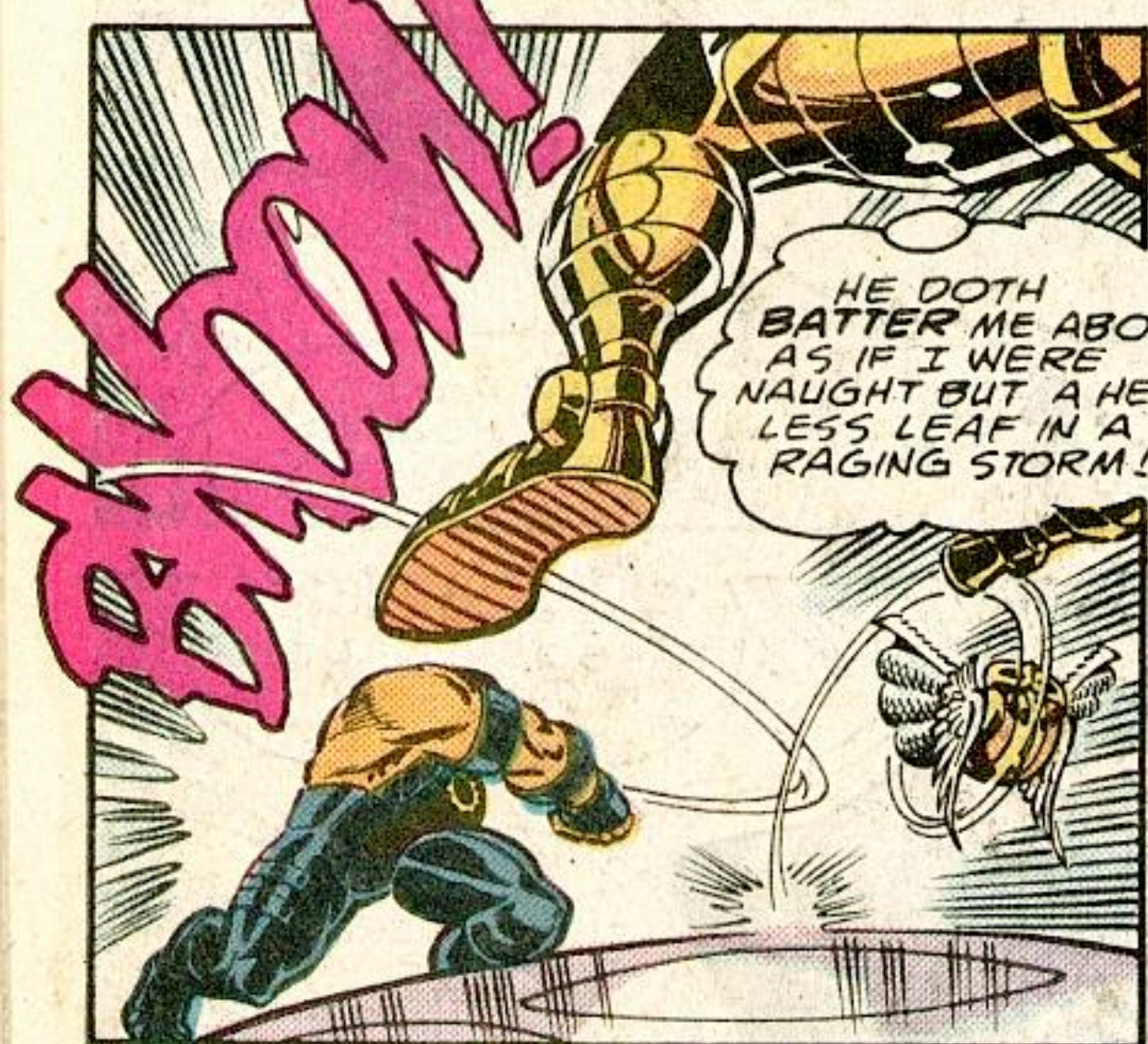
BUT IT SEEMS ALMOST
SACRILEGIOUS TO DESTROY
SUCH A MAGNIFICENT
STRUCTURE... IF IT IS INDEED
THE INTELLECTUAL CORE
OF SUCH AN AWESOME
ORGANISM!

AND YET I **MUST!**
THE PEOPLE OF
PANGORIA WILL DIE
IF I FAIL TO
ACT!

IF ONLY
THERE WERE
ANOTHER
WAY--!



LOST IN HIS THOUGHTS--TORN BY CON-
FLICTING EMOTIONS--THOR FAILS TO
NOTICE THE MONSTROUS FORM RISING
BEHIND HIM, UNTIL--



THE BLOOD OF
ALMIGHTY ODIN
DOTH FLOW WITHIN
MY VEINS!

THE SPIRIT OF
ETERNAL ASGARD
DOTH BURN WITHIN
MY HEART!

FOR I AM THE
THUNDERER!

THE LORD OF
LIGHT-
NING!

THE GOD
OF THE
STORM!

I AM
THOR!

AYE...
I AM...
THOR!

PRECIOUS SECONDS TICK BY AS THE EX-
HAUSTED IMMORTAL GATHERS HIS
STRENGTH AND GIRDS HIMSELF FOR THE
TRIALS WHICH ARE YET TO COME, AND
THEN...

YON GLEAMING
DOME IS COM-
POSED OF A
SUBSTANCE E'EN
HARDER THAN
CELESTIAL
BATTLE-
ARMOR!

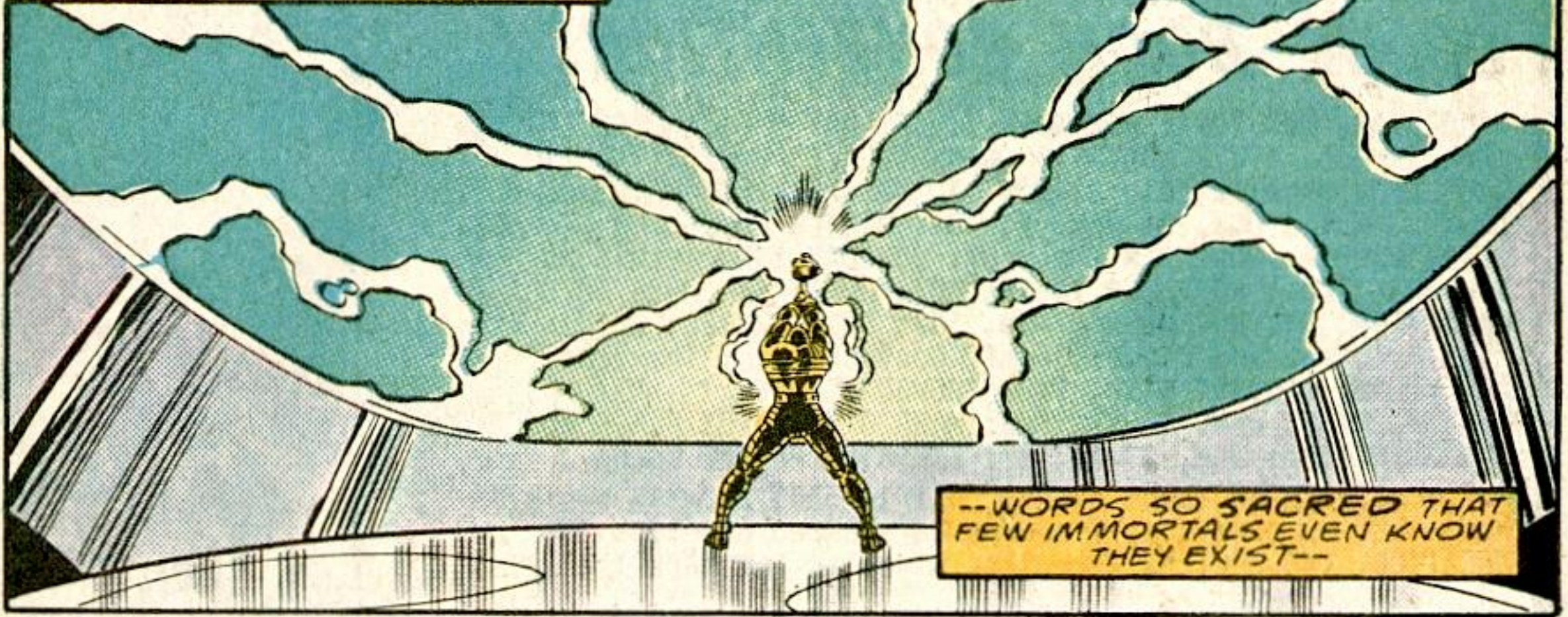
IF I AM TO CRACK
IT, I MUST UNLEASH
THE MOST TERRIFY-
ING ASGARDIAN
POWER OF ALL!

I MUST CALL FORTH
THE **GODLY LIFE-
FORCE** WHICH FLOWS
WITHIN ALL ASGARD-
IANS-- AND GRANTS
US OUR VERY
IMMORTALITY--

-- AND I MUST CHANNEL
IT THROUGH MY ENCHANTED
HAMMER IN ONE GREAT,
**DESTRUCTIVE
BLAST!**

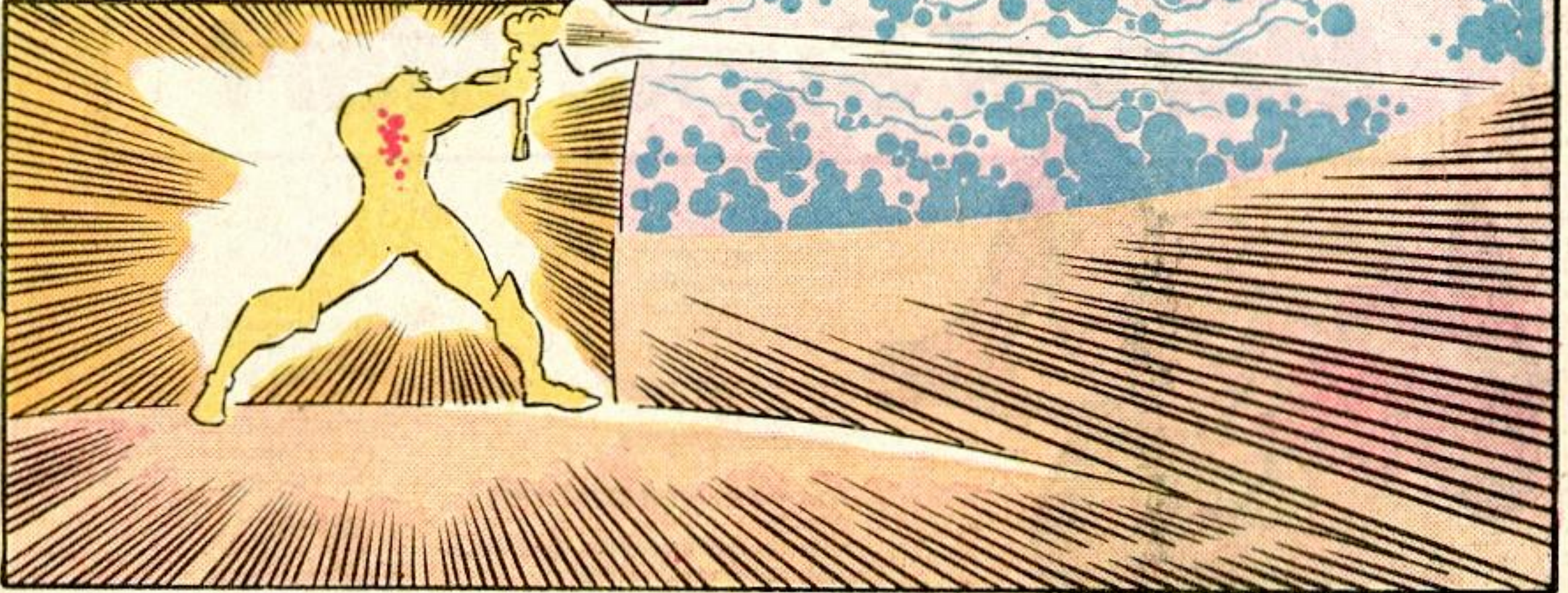
THERE! I HAVE
REENFORCED
MY HAMMER WITH MY
LEGENDARY **BELT OF
POWER**-- BECAUSE
NOT E'EN SACRED
MJOLNIR CAN SAFELY
CONTAIN ENERGIES OF SUCH
INCOMPARABLE INTENSITY!

MOUTHING ENCHANTED WORDS
THAT WERE ANCIENT LONG
BEFORE THE FIRST MAN
WALKED THE EARTH--

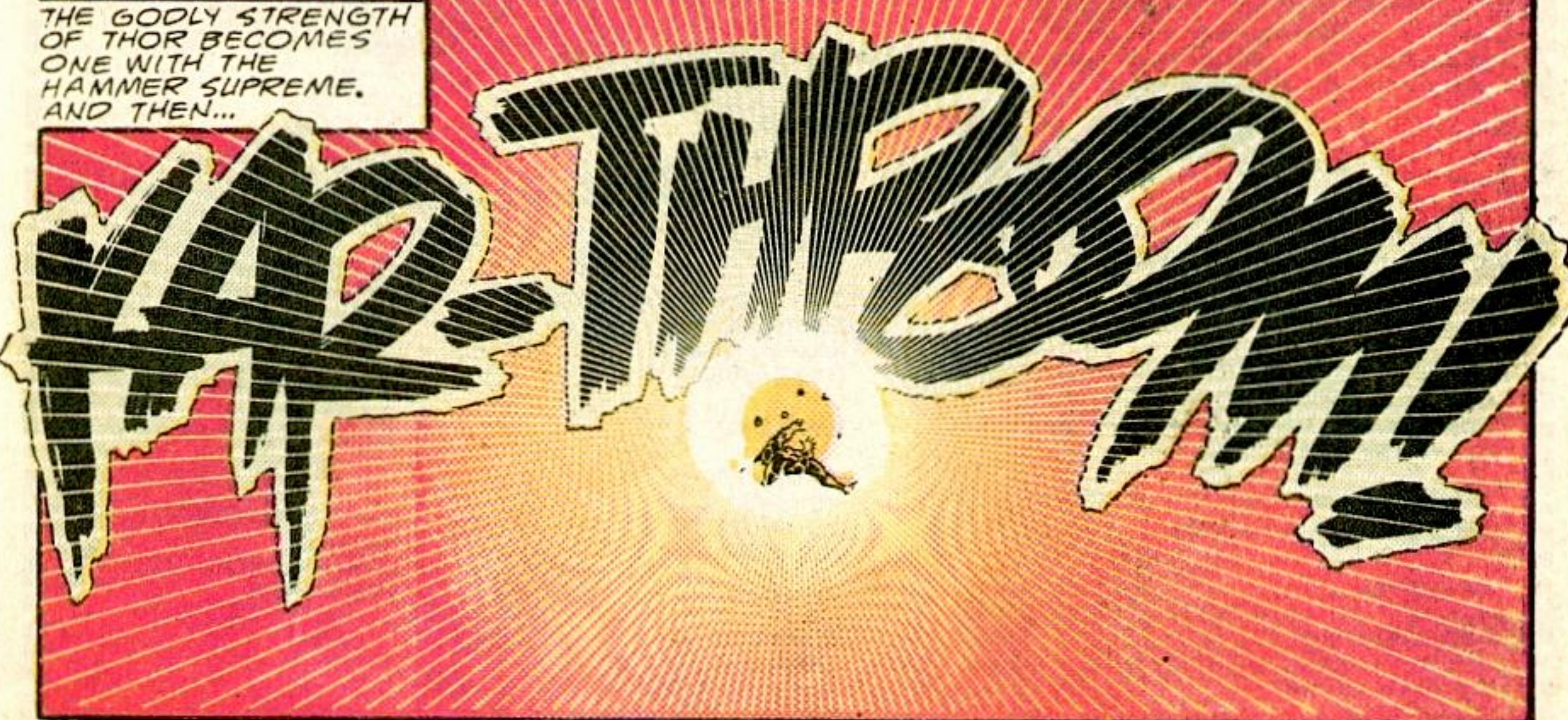


--WORDS SO SACRED THAT
FEW IMMORTALS EVEN KNOW
THEY EXIST--

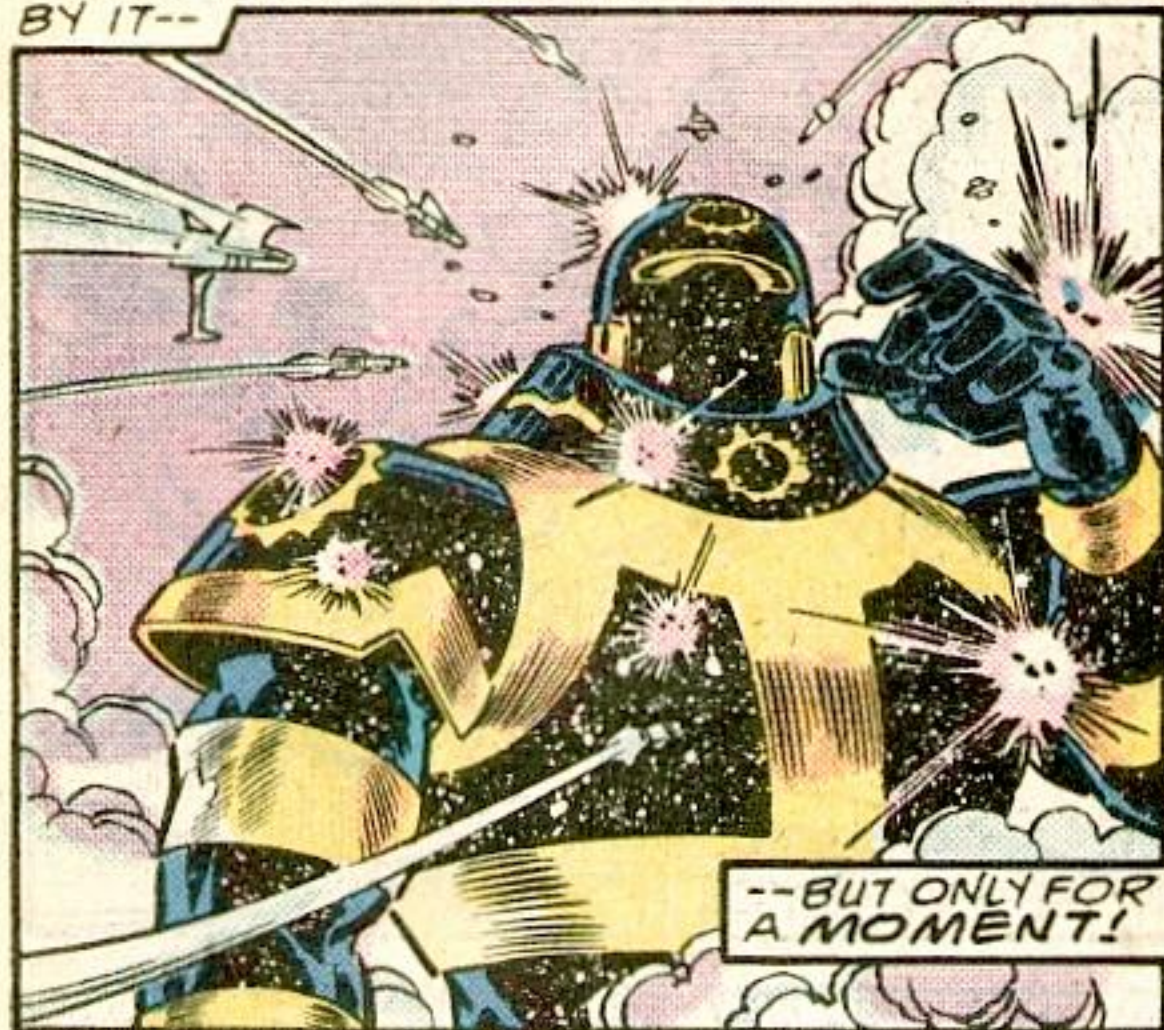
--THOR BEGINS THE AGONIZING
PROCESS OF UNITING HIS LIFEFORCE
--HIS VERY ESSENCE-- WITH THE
IRRESISTIBLE POWER OF HIS URU
MALLET...



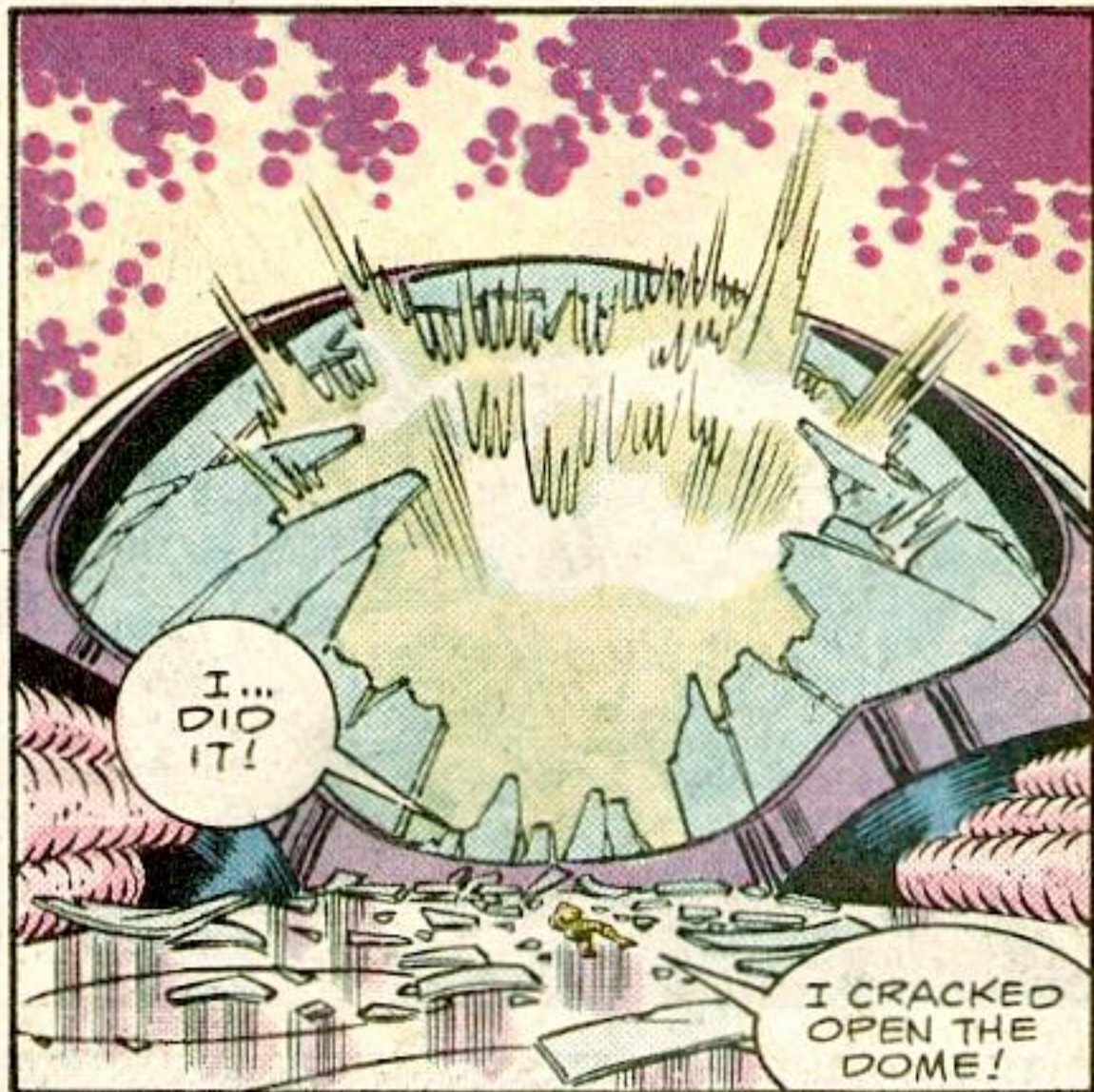
THE GODLY STRENGTH
OF THOR BECOMES
ONE WITH THE
HAMMER SUPREME.
AND THEN...



SO INCREDIBLY POWERFUL IS THIS EXPLOSION--SO INDESCRIBABLY DESTRUCTIVE--THAT EVEN MIGHTY EXITAR IS JOSTLED BY IT--

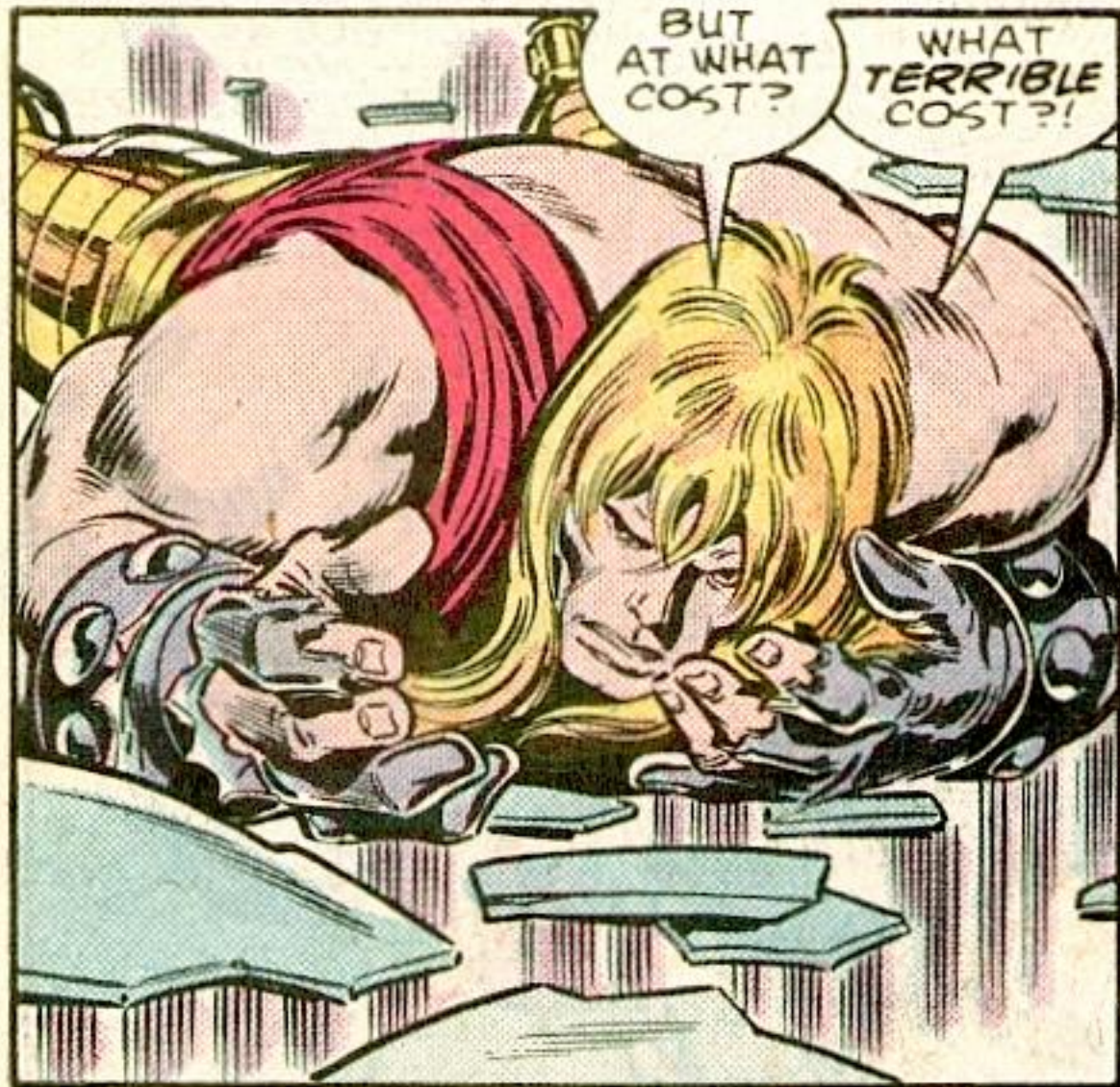


-- BUT ONLY FOR A MOMENT!



I... DID IT!

I CRACKED OPEN THE DOME!



BUT AT WHAT COST?

WHAT TERRIBLE COST?!



MJOLNIR COULD NOT WITHSTAND THE STRAIN!

MY FAITHFUL WEAPON IS... NO MORE!



NEVERMORE WILL IT SUMMON MY STORM OR CARRY ME INTO BATTLE!

NEVERMORE...

I MUST GATHER EVERY LOOSE FRAGMENT-- EVERY SHARD!

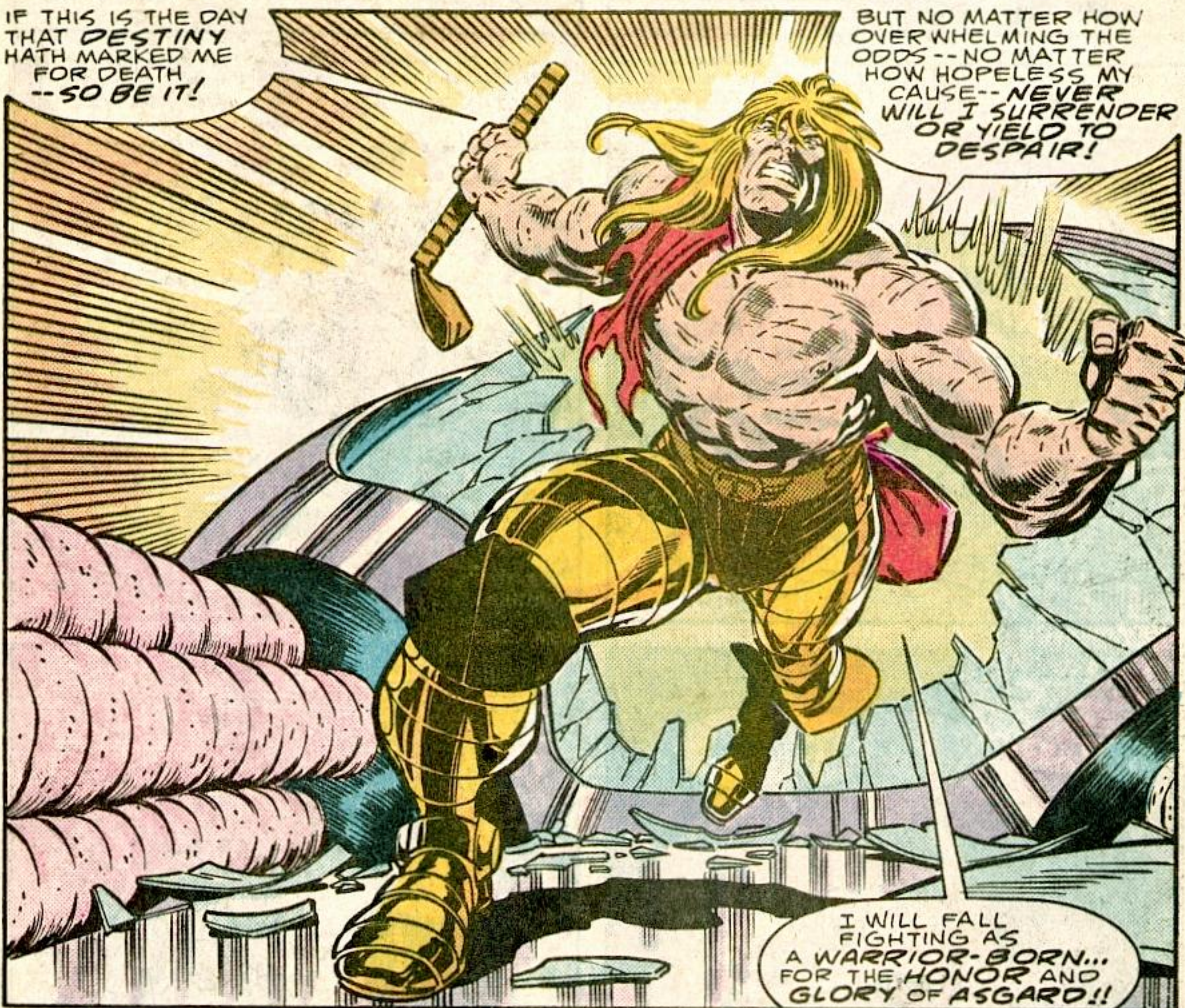


IT WAS A GIFT FROM MY BELOVED FATHER! A SACRED RELIC ENTRUSTED TO MY CARE! IT IS MY SOLEMN DUTY TO RETURN IT TO ASGARD!

BEHIND ME! THE SOUND OF HEAVY FOOTSTEPS!



IF THIS IS THE DAY
THAT DESTINY
HATH MARKED ME
FOR DEATH
--SO BE IT!



I WILL FALL
FIGHTING AS
A WARRIOR-BORN...
FOR THE HONOR AND
GLORY OF ASGARD!!

WHATEVER YOU THINK HAPPENS NEXT ISSUE--
YOU'RE WRONG! DON'T MISS...
"WHEN THE THUNDER FALLS!"