

MARVEL

© 1987 MARVEL ENT GROUP INC.



75¢ US

95¢ CAN

389

MAR

CC 02450

APPROVED
BY THE
COMICS
CODE
AUTHORITY

the mighty **THOR**

**WHEN THE
THUNDER
FAILS!**



**THE STUNNING
SECRET
OF
CELESTIAL
JUDGEMENT!**

**THOR
BATTLES
ON!**

**THE FATE
OF
A WORLD!**

**ASGARD
IMPERILED!**

**...AND MUCH,
MUCH
MORE!**



FRENZ BREEDING

STAN LEE PRESENTS: *the* MIGHTY THOR

WHEN THE THUNDER FAILS!

THE CELESTIALS ARE GETTING READY TO DESTROY US ALL-- AND OUR ENTIRE FLEET CAN'T SAVE US!

JUST LOOK AT THOSE CREATURES, PEGAS! THE SMALLER ONE MUST STAND A FULL TWO THOUSAND FEET TALL!

THE OTHER IS EASILY TEN TIMES THAT HEIGHT!

BE SILENT, WOMAN! I'M TRYING TO THINK!

I DON'T CARE IF THOSE METAL-PLATED SPACE MONSTERS VAPORIZE THIS ENTIRE SOLAR SYSTEM-- AS LONG AS I SURVIVE!

TOM DeFALCO
WRITING

RON FRENZ
PENCILING

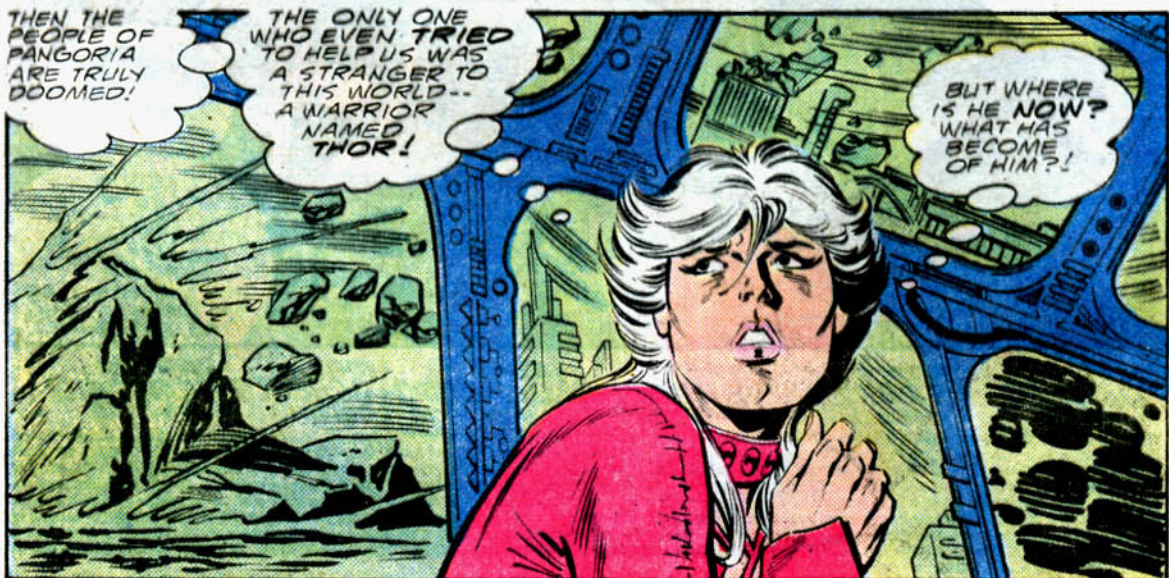
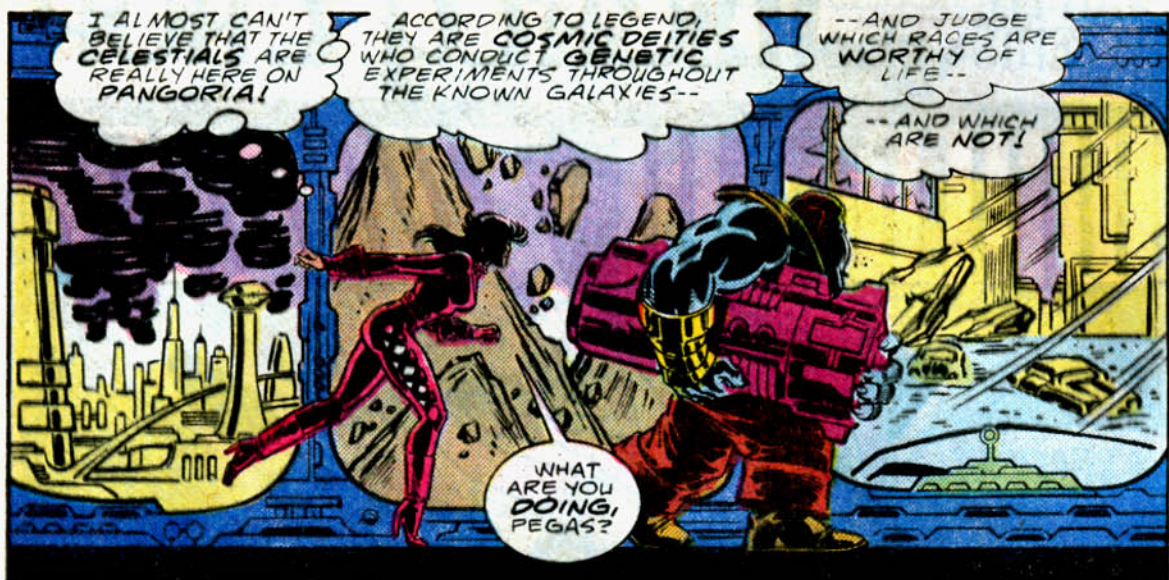
BRETT BREEDING
INKING

JOHN WORKMAN
LETTERING

MAX SCHEEL
COLORING

RALPH MACCHIO
EDITING

THOR: Vol. 1, No. 389, March, 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 75¢ per copy in the U.S. and 95¢ 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, 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.



AT THAT PRECISE MOMENT,
DEEP WITHIN THE BATTLE
ARMOR OF THE CELESTIAL
KNOWN AS EXITAR THE
EXTERMINATOR...

GET BACK,
YE FOUL,
UNTHINKING
BRUTES!
GET BACK,
I SAY!

THOUGH YE BE
AS NUMBERLESS
AS THE DROPS OF WATER
IN AN OCEAN, YE HAVE NEITHER
THE STRENGTH--NOR
THE COURAGE--TO STAND
BEFORE THE AVENGING
FURY OF THE
SON OF ODIN!



THOUGH YE HAVE
STRIPPED ME OF
MY OWN BATTLE
ARMOR, AND HAVE
SHATTERED
THE HEAD OF MY
SACRED URU
HAMMER--*

*IT HAPPENED LAST ISSUE!
--RALF,

--THE MIGHTY
THOR
SHALL
NEVER
ACCEPT
DEFEAT!!

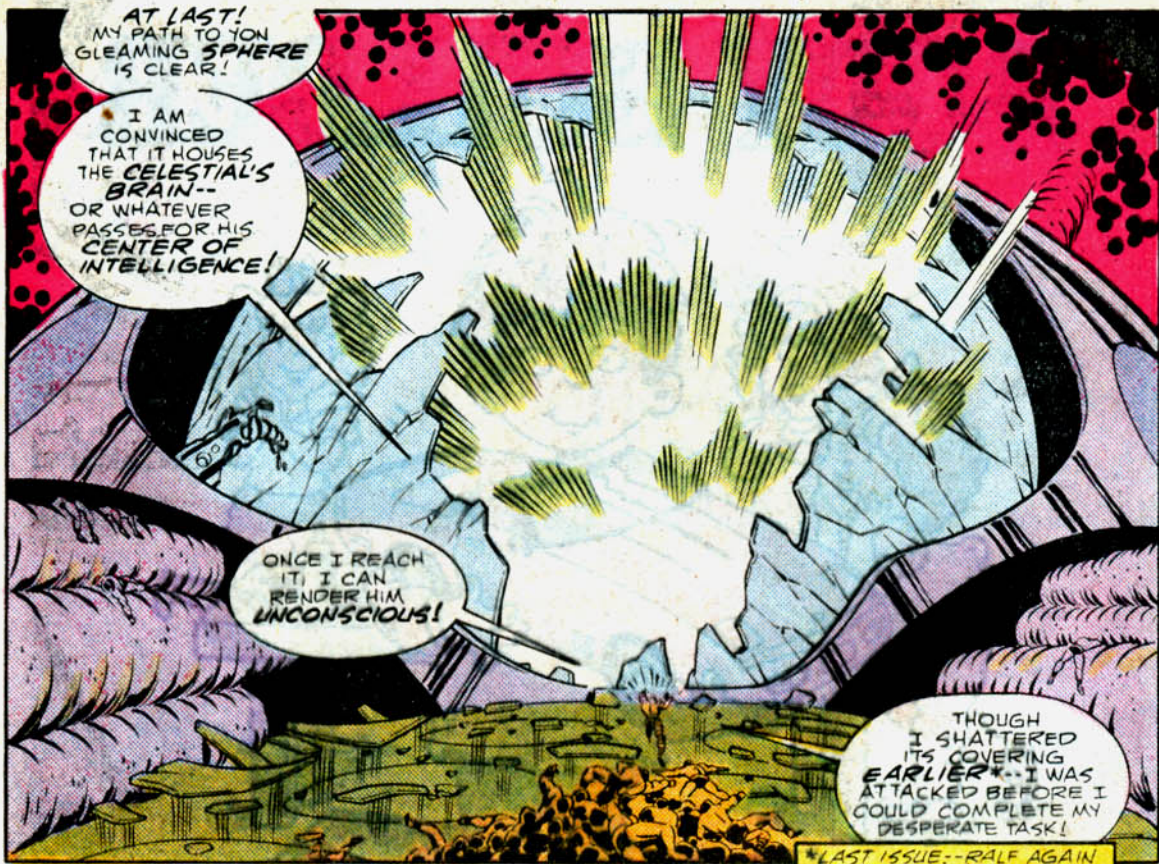
PWOOM!

GREAT ODIN--!
AS FAST AS I CRUSH
THESE SAVAGE CREATURES,
HUNDREDS MORE RISE
FROM THE VERY FLOOR
TO ATTACK ME!

BUT THOR
WILL NOT
FALL VICTIM
TO DESPAIR!

I WILL KEEP ON
FIGHTING--E'EN
IF I MUST DISCARD
ALL THAT REMAINS
OF MY FAITHFUL
HAMMER--AND
TAKE UP THIS
CREATURE'S
HAMMER
INSTEAD!

KRAK!



AT LAST!
MY PATH TO YON
GLEAMING SPHERE
IS CLEAR!

I AM
CONVINCED
THAT IT HOUSES
THE CELESTIAL'S
BRAIN--
OR WHATEVER
PASSES FOR HIS
CENTER OF
INTELLIGENCE!

ONCE I REACH
IT, I CAN
RENDER HIM
UNCONSCIOUS!

THOUGH
I SHATTERED
ITS COVERING
EARLIER--I WAS
ATTACKED BEFORE I
COULD COMPLETE MY
DESPERATE TASK!

*LAST ISSUE--RALE AGAIN

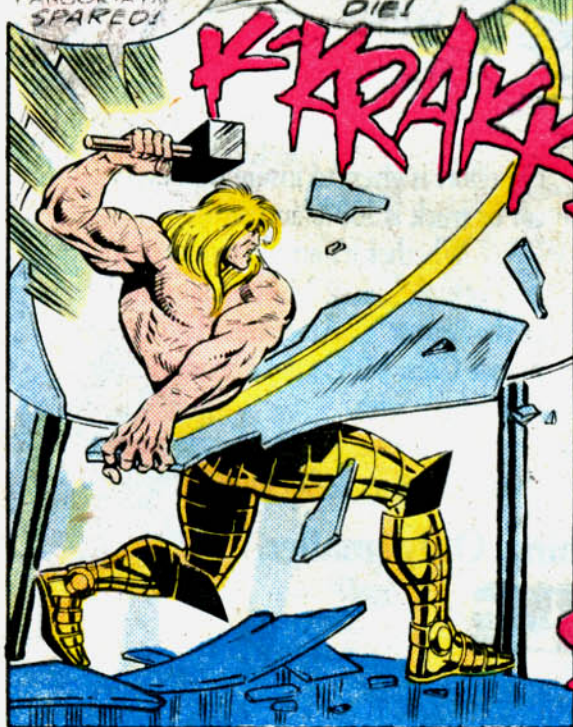
THOUGH THEY BE
PIRATES, KILLERS,
AND WORSE,
JUSTICE STILL
DEMANDS THAT
THE PEOPLE OF
PANGORIA BE
SPARED!

THE CELESTIALS
SHOULD NOT HAVE THE
RIGHT TO DECIDE
WHICH RACES SHALL
LIVE--AND
WHICH SHALL
DIE!

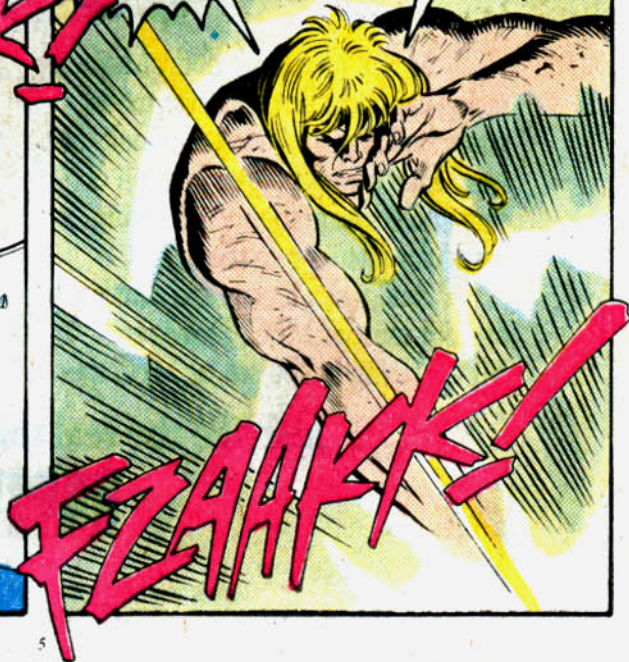
SUCH ULTIMATE
AUTHORITY BELONGS
NOT IN THE HANDS OF ANY
SINGLE ENTITY, OR
GROUP OF BEINGS--

--NOT EVEN
A RACE OF
SPACE
DEITIES--

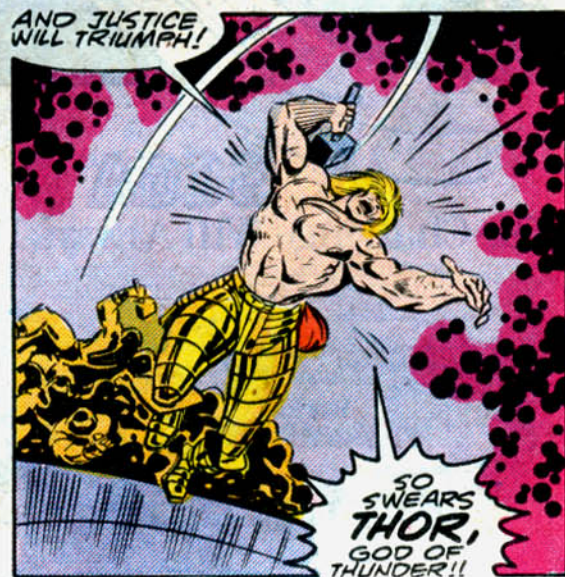
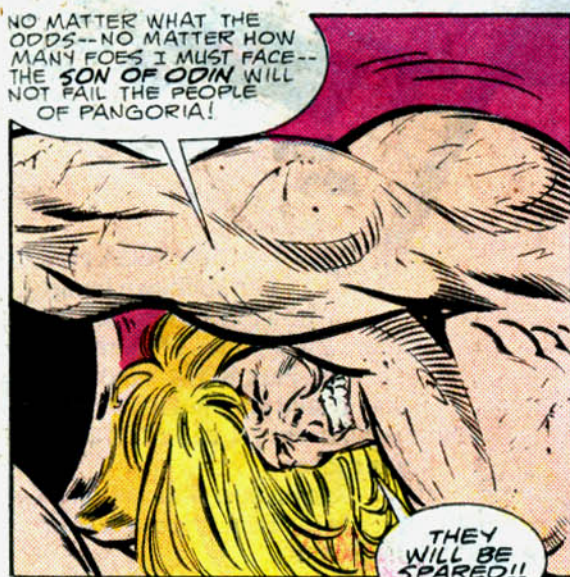
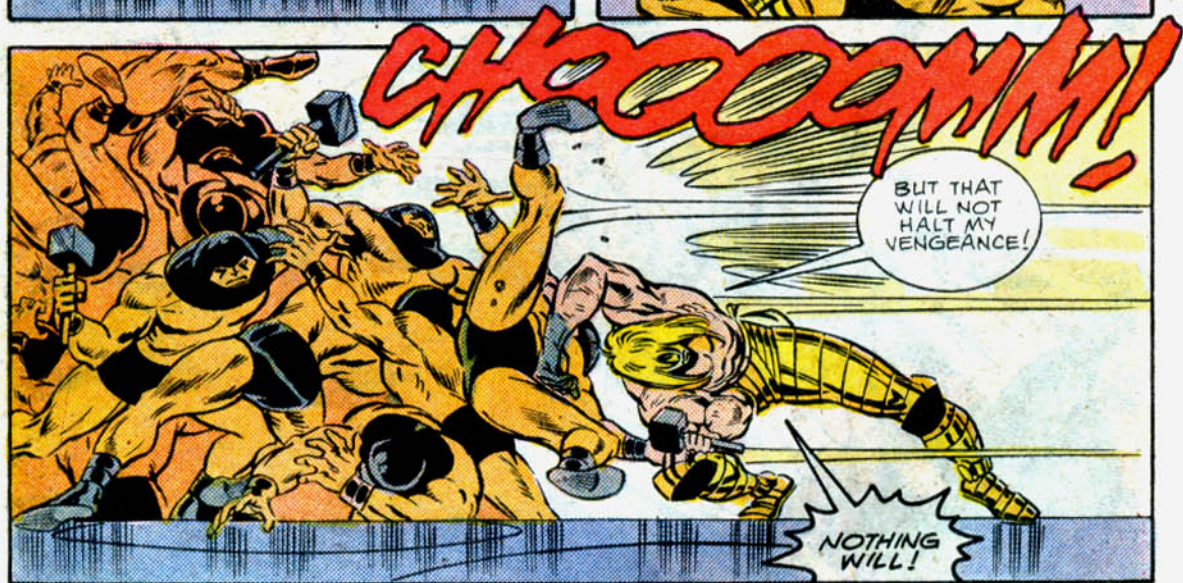
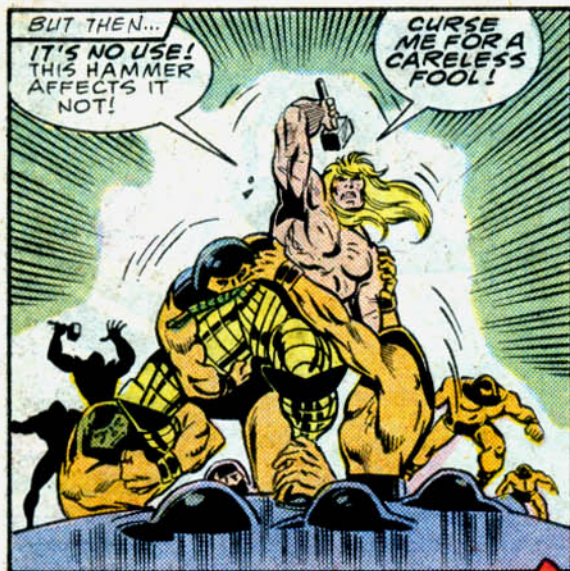
--LIKE THE
CELESTIALS!!



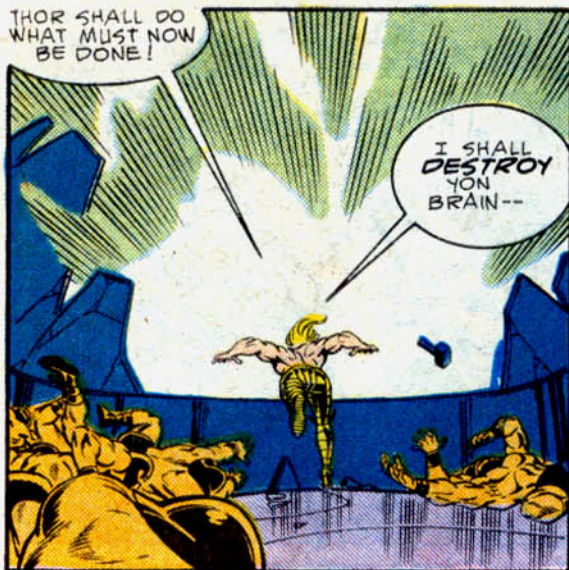
KRAKK!



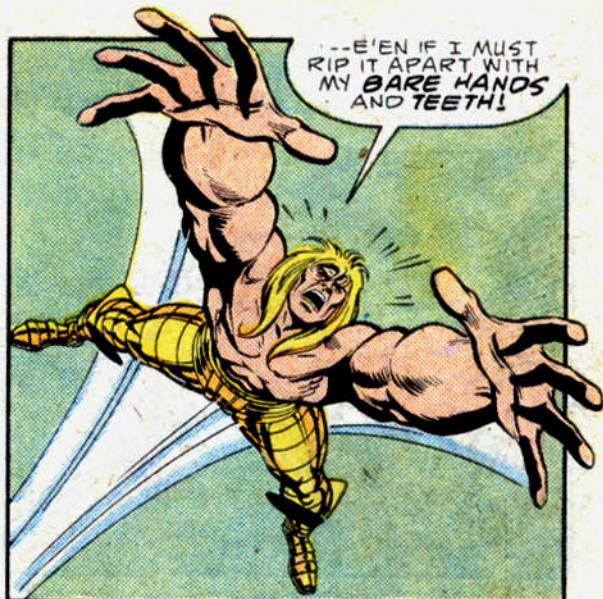
FZAAKK!



THOR SHALL DO
WHAT MUST NOW
BE DONE!



I SHALL
DESTROY
YON
BRAIN--

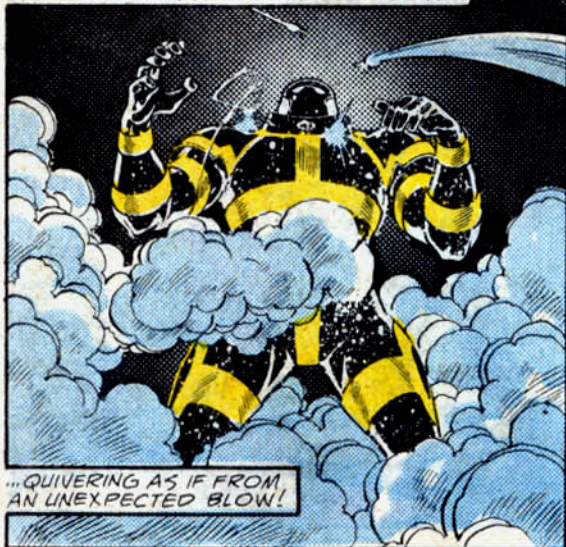


...E'EN IF I MUST
RIP IT APART WITH
MY BARE HANDS
AND TEETH!

FOR ASGARD
AND HONOR
ETERNAL!

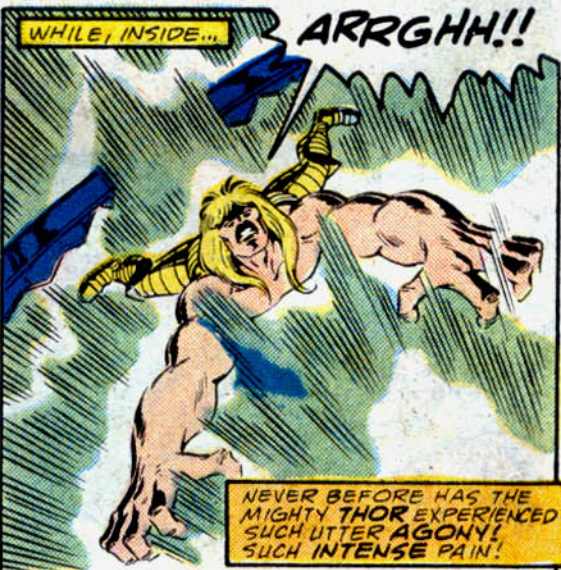


OUTSIDE, EXTAR SUDDENLY REACTS...



...QUIVERING AS IF FROM
AN UNEXPECTED BLOW!

WHILE, INSIDE...



ARRGHH!!

NEVER BEFORE HAS THE
MIGHTY THOR EXPERIENCED
SUCH UTTER AGONY!
SUCH INTENSE PAIN!

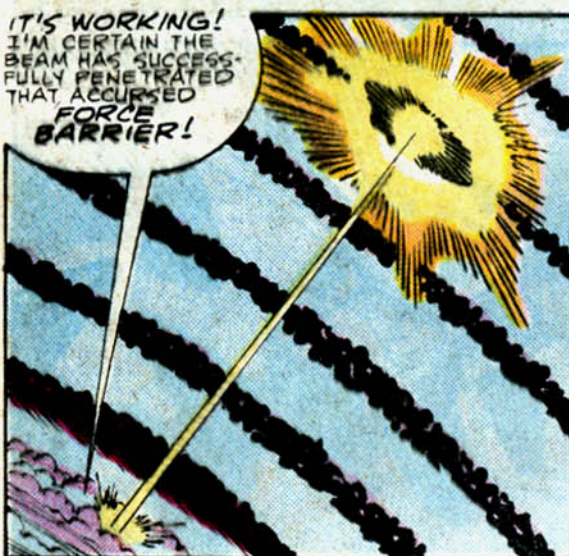
ELSEWHERE, AT THAT EXACT MOMENT...

I'VE DONE IT! I'VE FINALLY FINISHED ALL THE NECESSARY ADJUSTMENTS!

AT LAST! I CAN CHANNEL ALL OF THE MOLTEN FURY OF OUR PLANETARY CORE--



IT'S WORKING! I'M CERTAIN THE BEAM HAS SUCCESSFULLY PENETRATED THAT ACCURSED FORCE BARRIER!



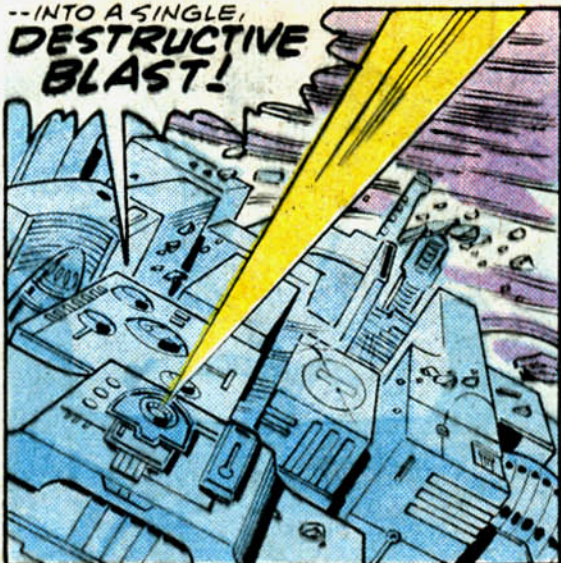
OUR HOMELAND IS BEING DESTROYED, PEGAS! OUR PEOPLE ARE DYING IN THE STREETS!

WE JUST CAN'T RUN OUT ON THEM!

ARE YOU INSANE, WOMAN? DO YOU WANT TO DIE?!



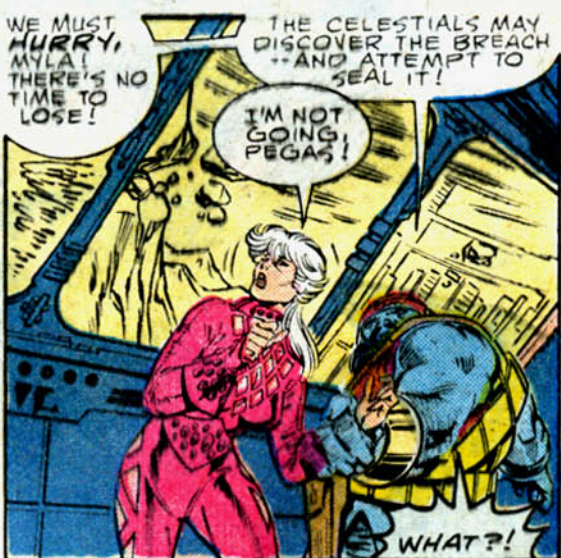
--INTO A SINGLE, DESTRUCTIVE BLAST!



WE MUST HURRY, MYLA! THERE'S NO TIME TO LOSE!

THE CELESTIALS MAY DISCOVER THE BREACH --AND ATTEMPT TO SEAL IT!

I'M NOT GOING, PEGAS!



WHAT?!

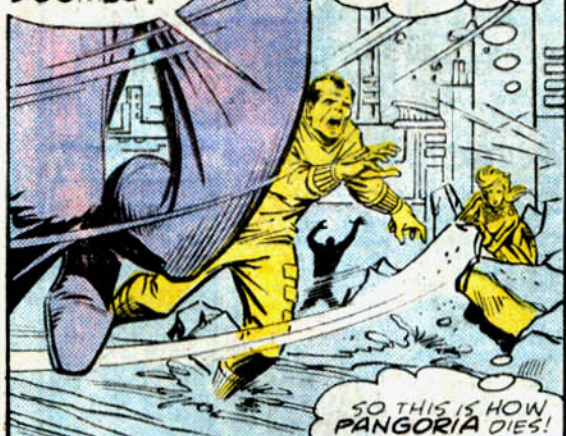
NO... BUT I WON'T TAKE THE COWARD'S WAY OUT!

I'M NOT GOING TO ABANDON MY WORLD! NOT NOW!

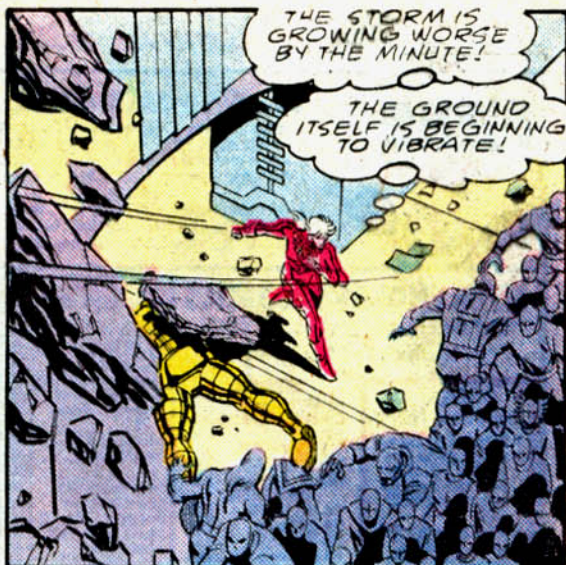
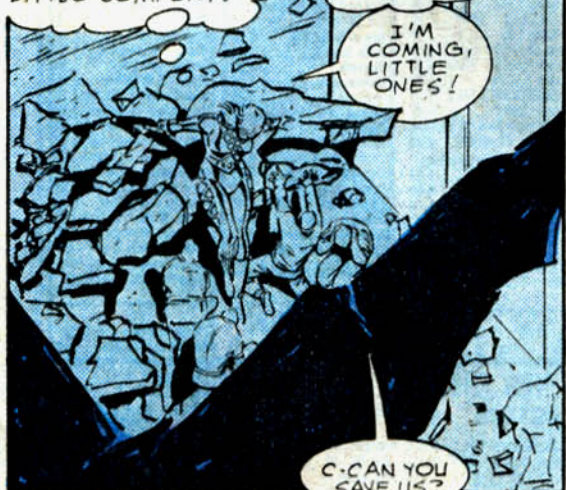




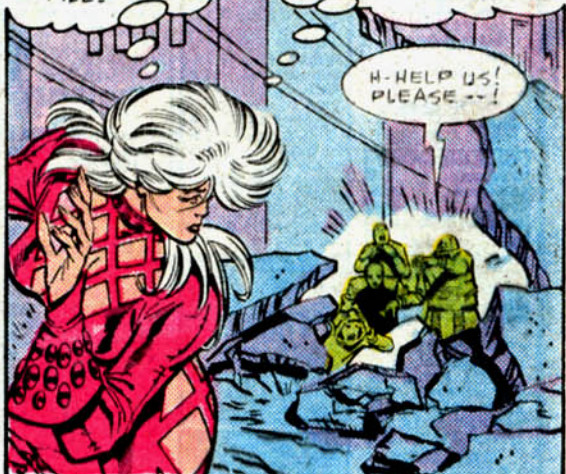
THE HOUR OF OUR JUDGMENT IS SURELY AT HAND! WE'RE ALL DOOMED!



THERE ISN'T MUCH I CAN DO... EXCEPT OFFER THEM A LITTLE COMFORT!



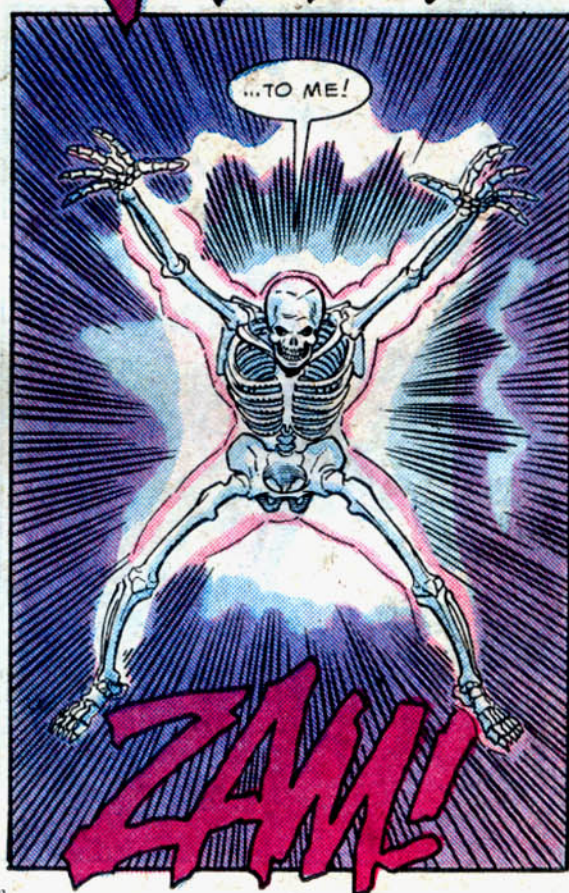
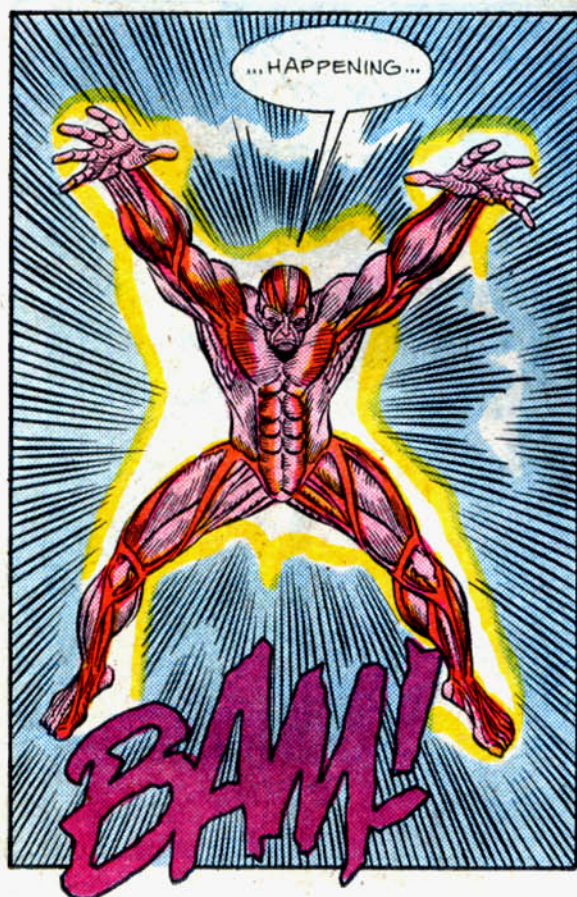
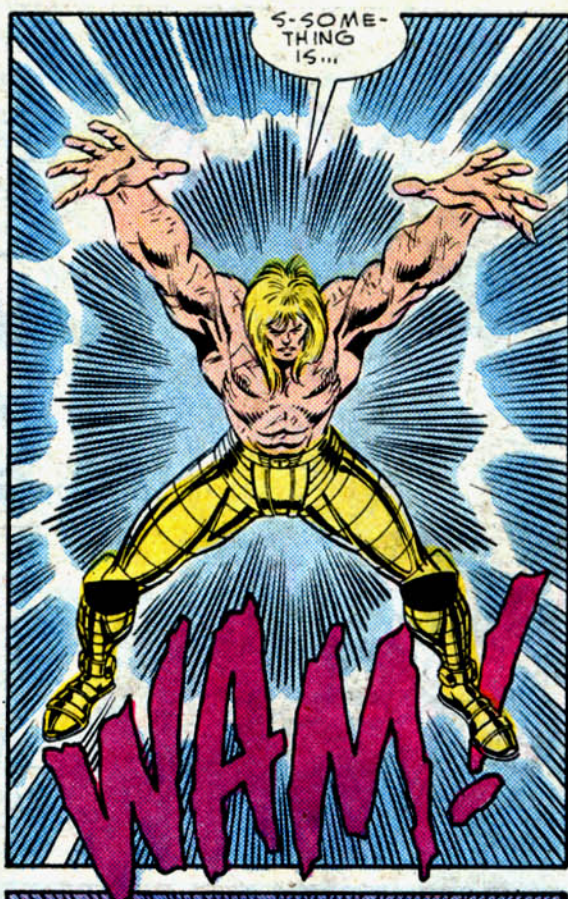
MAYBE PEGAS HAD THE RIGHT IDEA, AFTER ALL!



I'M AFRAID NOT... BUT MAYBE THE END WILL BE EASIER FOR US ALL... IF WE JUST HUDDLE TOGETHER!



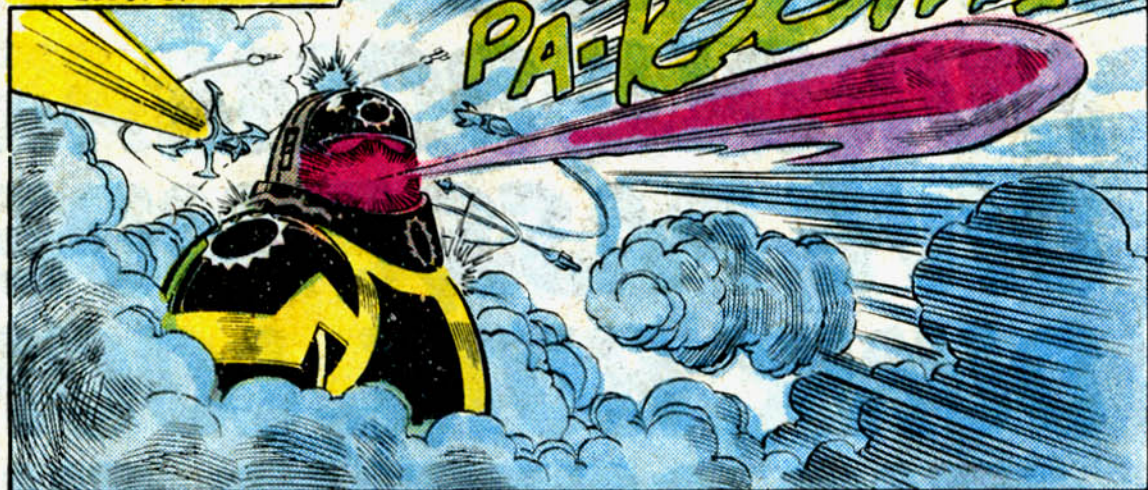
MEANWHILE...





BUT THEN, EVEN BEFORE THE
GOD OF THUNDER CAN
REPEAT HIS BURNING
QUESTION--

PA-BOOM!!



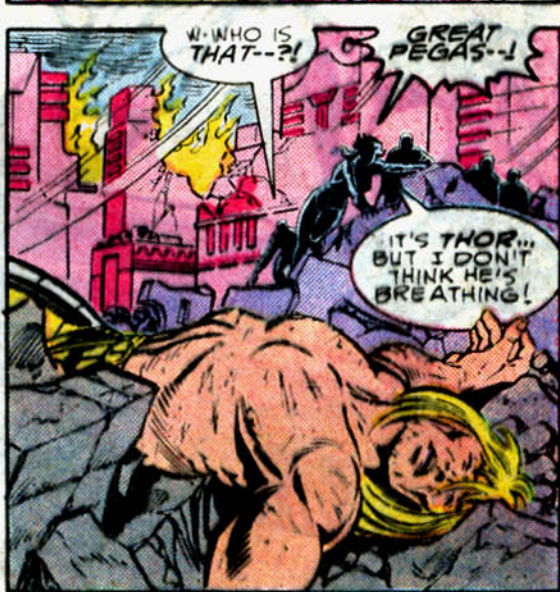
FWOOSH!!



FWOOM!!

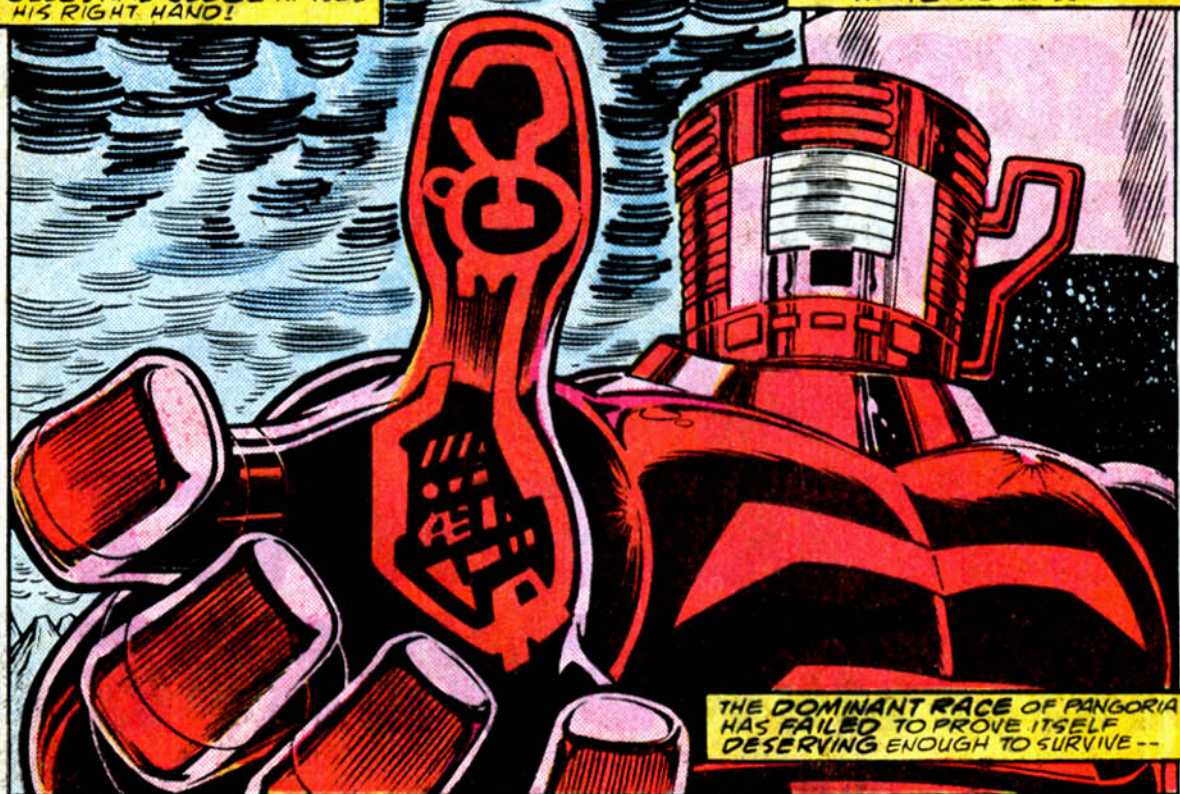


FWAKK!!



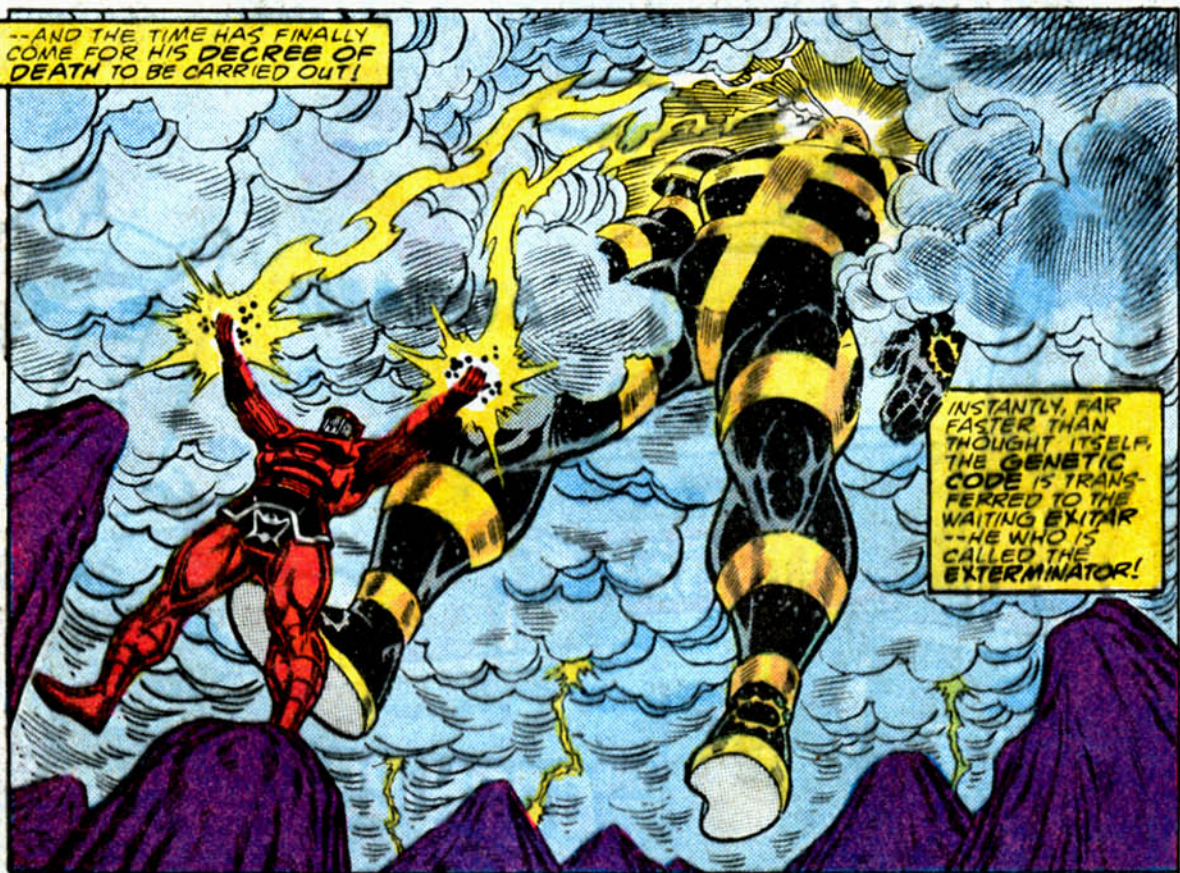
ELSEWHERE, AT THAT VERY SECOND, ARISHEM THE CELESTIAL JUDGE RAISES HIS RIGHT HAND!

ON HIS PALM IS THE FORMULA THAT ENABLES HIM TO DECIMATE WORLDS!



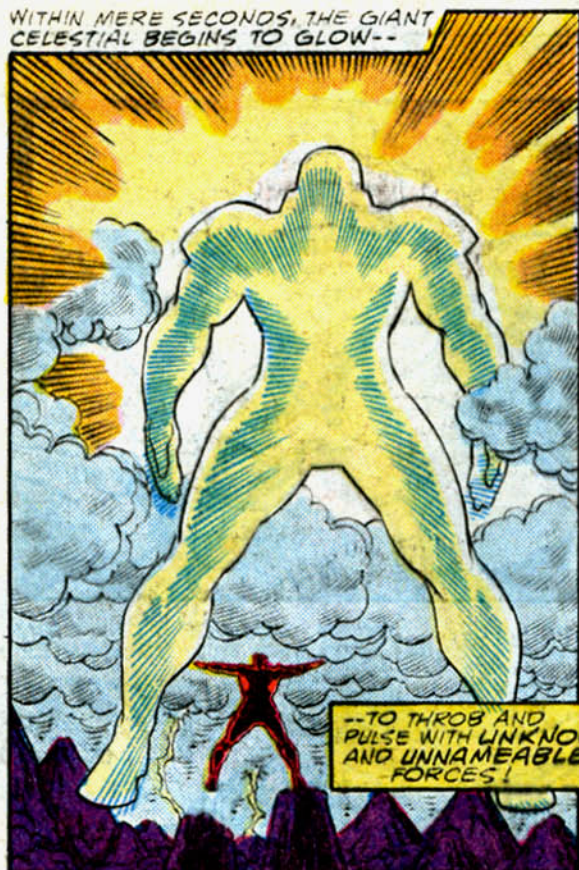
THE DOMINANT RACE OF PANGORIA HAS FAILED TO PROVE ITSELF DESERVING ENOUGH TO SURVIVE --

--AND THE TIME HAS FINALLY COME FOR HIS DECREE OF DEATH TO BE CARRIED OUT!



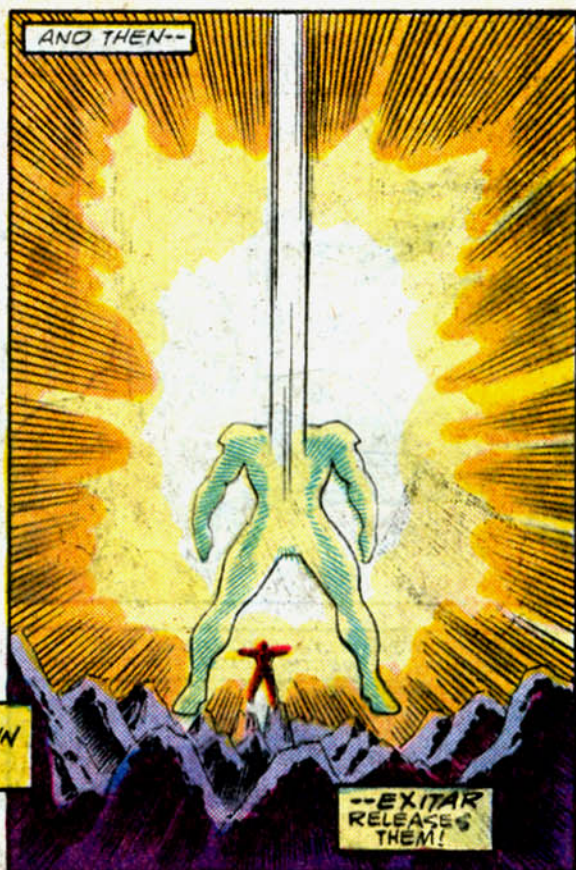
INSTANTLY, FAR FASTER THAN THOUGHT ITSELF, THE GENETIC CODE IS TRANSFERRED TO THE WAITING EXITAR --HE WHO IS CALLED THE EXTERMINATOR!

WITHIN MERE SECONDS, THE GIANT
CELESTIAL BEGINS TO GLOW--



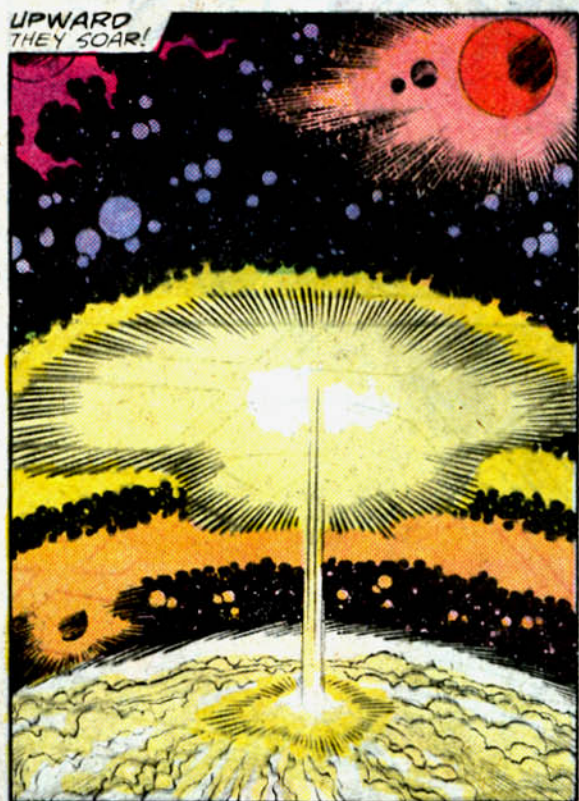
--TO THROB AND
PULSE WITH UNKNOWN
AND UNNAMEABLE
FORCES!

AND THEN--



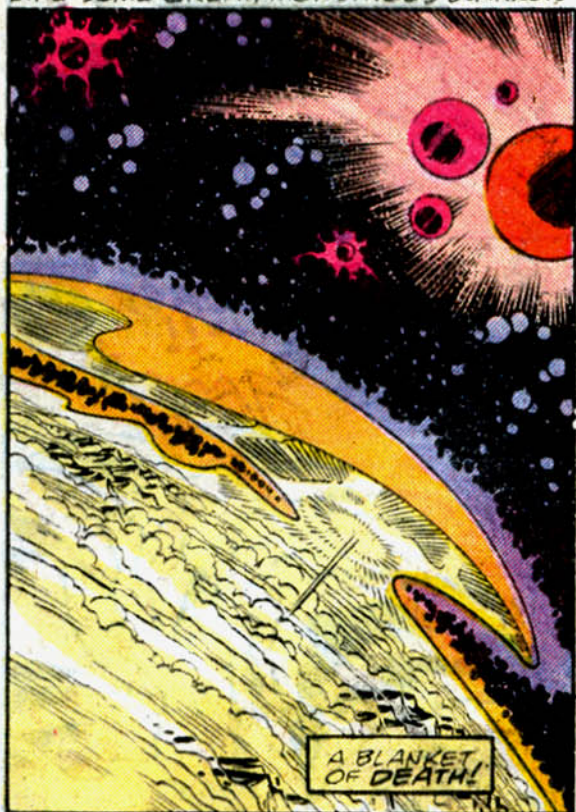
--EXITAR
RELEASES
THEM!

UPWARD
THEY SOAR!



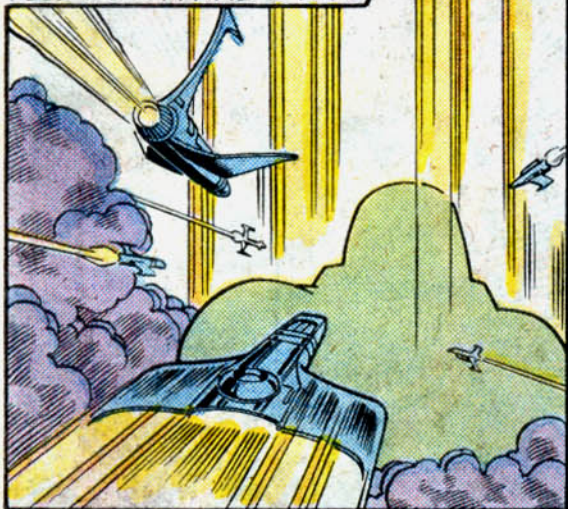
HIGHER AND HIGHER, UNTIL THEY REACH THE
FORCE BARRIER WHICH THE CELESTIALS
HAVE ERECTED AROUND PANGORIA!

THEN THE FORCES COALESCE--SPREAD-
ING THEMSELVES ACROSS THE BARRIER--
LIKE SOME GREAT, MONSTROUS BLANKET!

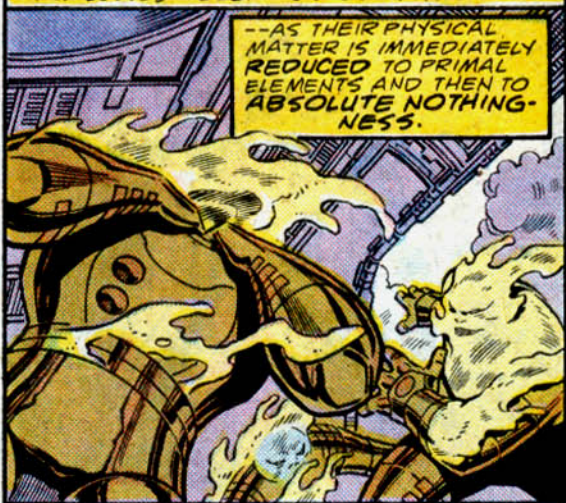


A BLANKET
OF DEATH!

THE PANGORIAN SHIPS, WHICH WERE SENT TO ATTACK THE CELESTIALS, ARE THE FIRST TO FEEL THEIR FATAL TOUCH!

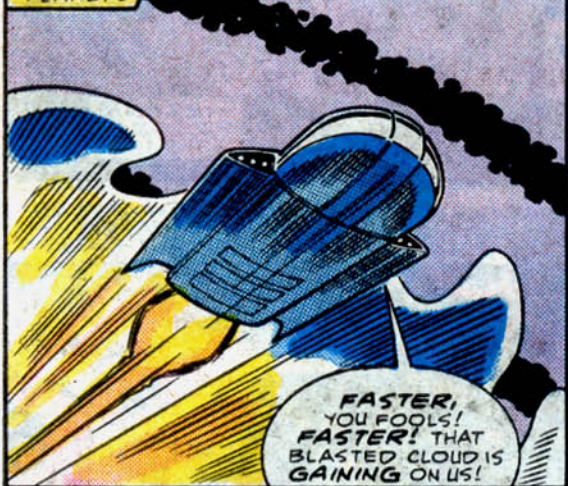


INSTANTLY, AT THE MOMENT OF CONTACT, THE PIRATES WITHIN--AND THE SHIPS THEMSELVES--BEGIN TO MELT AWAY--



--AS THEIR PHYSICAL MATTER IS IMMEDIATELY REDUCED TO PRIMAL ELEMENTS AND THEN TO ABSOLUTE NOTHINGNESS.

SLOWLY, POWERFULLY, INEXORABLY, THE DEADLY VEIL SWEEPS ACROSS THE ENTIRE PLANET!



FASTER, YOU FOOLS! FASTER! THAT BLASTED CLOUD IS GAINING ON US!

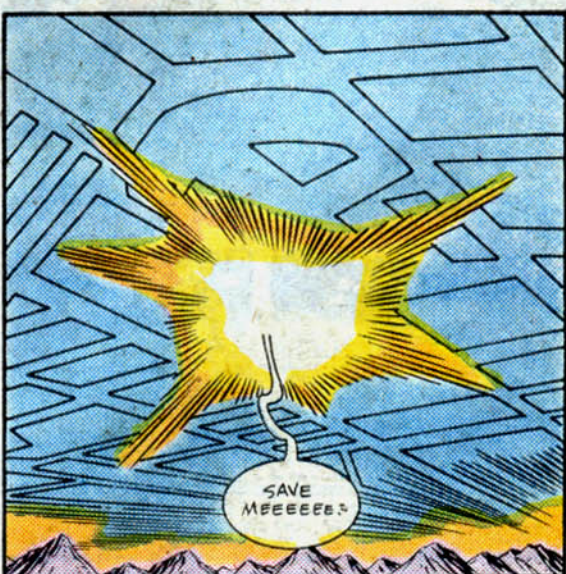
IT'S NO USE, MIGHTY PEGAS! WE CAN'T ESCAPE IT!

NO! NO! IT CAN'T END LIKE THIS! IT CAN'T!!



I DON'T WANT TO DIE!

SAVE ME, PLEASE --!!



SAVE MEEEEEE?



THE END
IS NEAR,
MYLA!

YON SHROUD
OF DEATH HATH
ALREADY BEGUN
TO DESCEND
UPON US!

WITHIN
MERE MOMENTS,
PANGORIA WILL
BE NO MORE!

NEVER BEFORE HATH
THE SON OF ODIN
KNOWN SUCH BITTER
FAILURE!

NEVER BEFORE HATH
THOR BEEN SO UTTERLY
DEFEATED!



DON'T BLAME
YOURSELF,
THUNDER GOD.
NO ONE COULD
HAVE BEATEN
THE CELESTIALS!

I JUST FEEL SORRY FOR
THE CHILDREN! THEY NEVER
HADA FAIR SHOT AT LIFE!
THEY NEVER HAD A CHANCE
TO PROVE THEMSELVES!

THEY'RE BEING
JUDGED--AND
PUNISHED BE-
CAUSE OTHERS
WERE UNWORTHY!
IT JUST ISN'T
FAIR!!

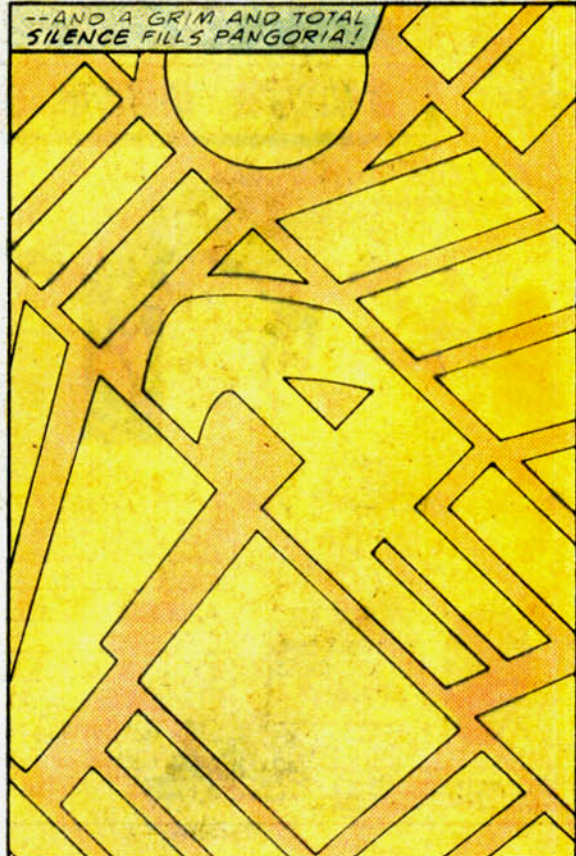
ISN'T
THERE
ANYTHING
WE CAN DO
FOR THEM?!



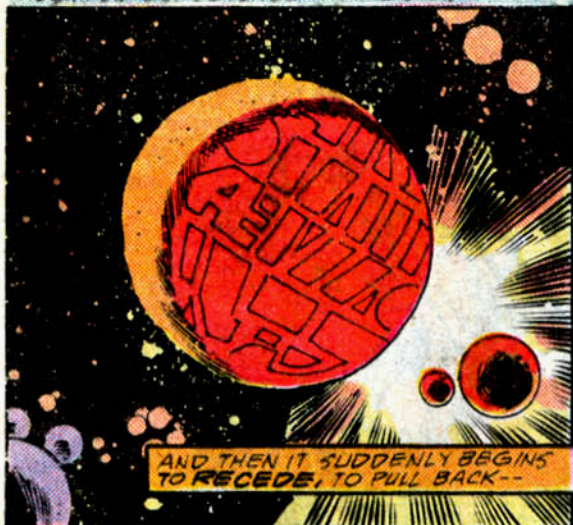
AYE, WE CAN
SHIELD THEM WITH
OUR OWN BODIES
AND CONTINUE TO
COMFORT THEM WHILE
LIFE REMAINS.

BUT THEN, BEFORE ANOTHER WORD CAN BE
SPOKEN, THE CURTAIN OF DEATH IS
DRAWN ACROSS THEM--

--AND A GRIM AND TOTAL
SILENCE FILLS PANGORIA!

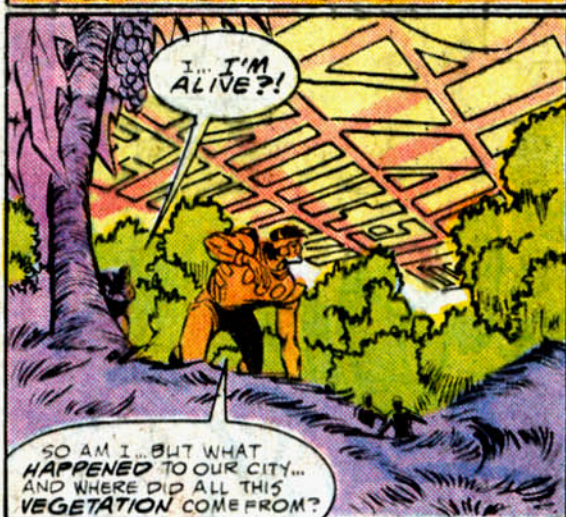


FOR A SEEMINGLY ETERNAL INSTANT, THE PLANET IS COMPLETELY COVERED BY THE DEADLY SHROUD!



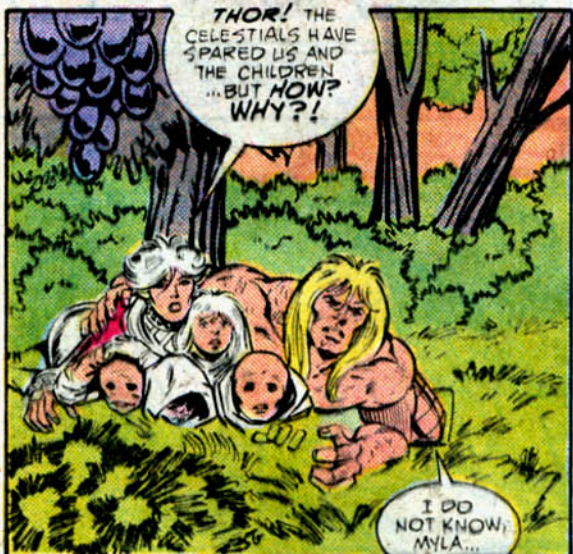
AND THEN IT SUDDENLY BEGINS TO RECEDE, TO PULL BACK--

--AND TO REVEAL A WORLD FULL OF NEW AND EXCITING WONDERS!



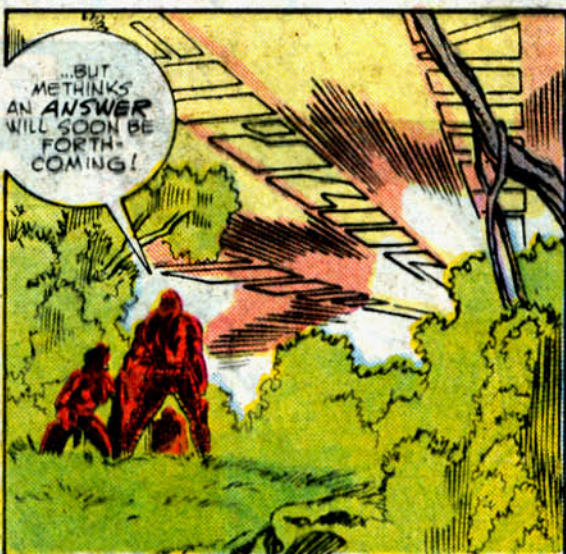
I... I'M ALIVE?!

SO AM I... BUT WHAT HAPPENED TO OUR CITY... AND WHERE DID ALL THIS VEGETATION COME FROM?



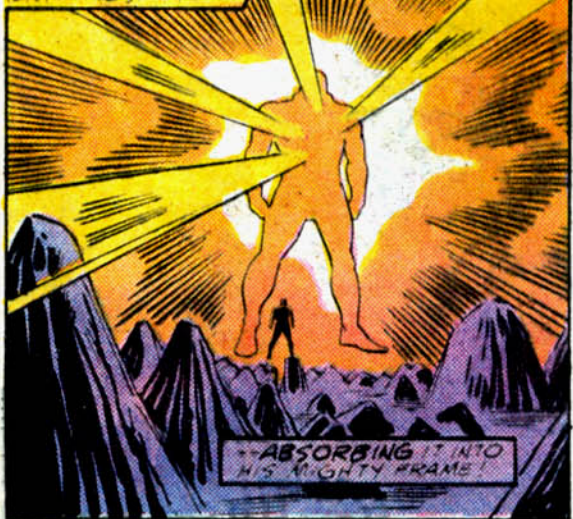
THOR! THE CELESTIALS HAVE SPARED US AND THE CHILDREN... BUT NOW? WHY?!

I DO NOT KNOW, MYLA...

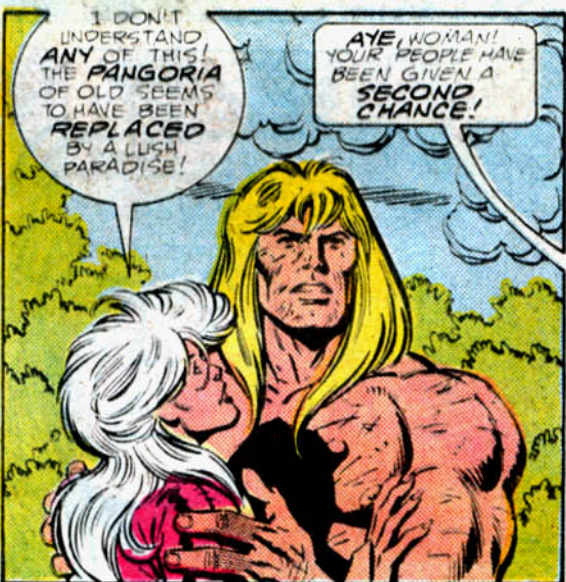


...BUT METHINKS AN ANSWER WILL SOON BE FORTH-COMING!

MEANWHILE, MANY MILES AWAY, EXITAR CONTINUES TO SIPHON THE SHROUD OF DEATH FROM THE VERY ATMOSPHERE--

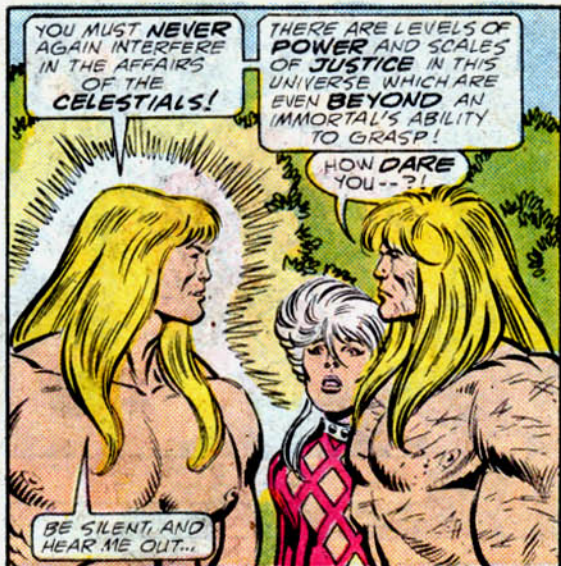
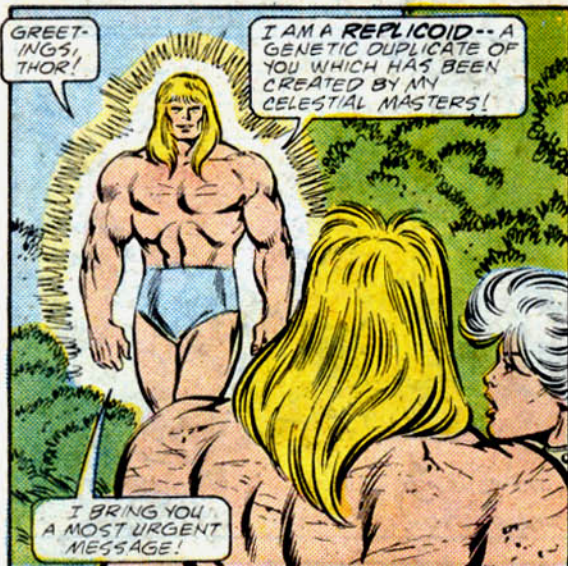


ABSORBING IT INTO HIS MIGHTY FRAME!



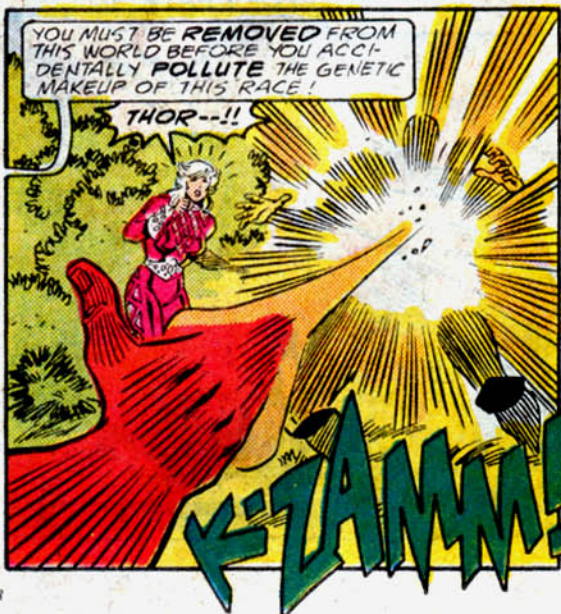
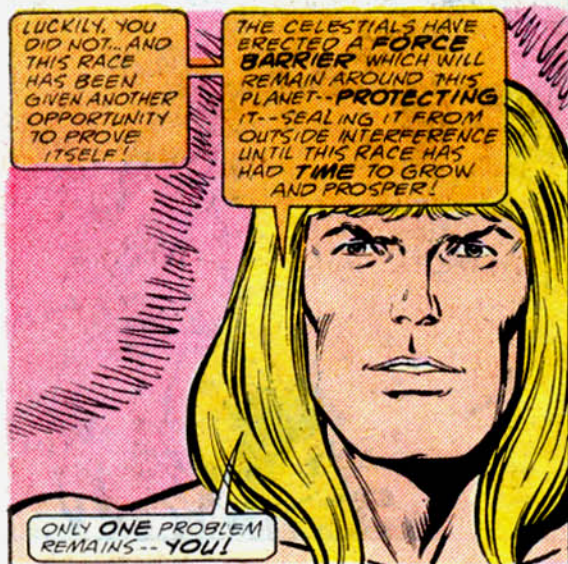
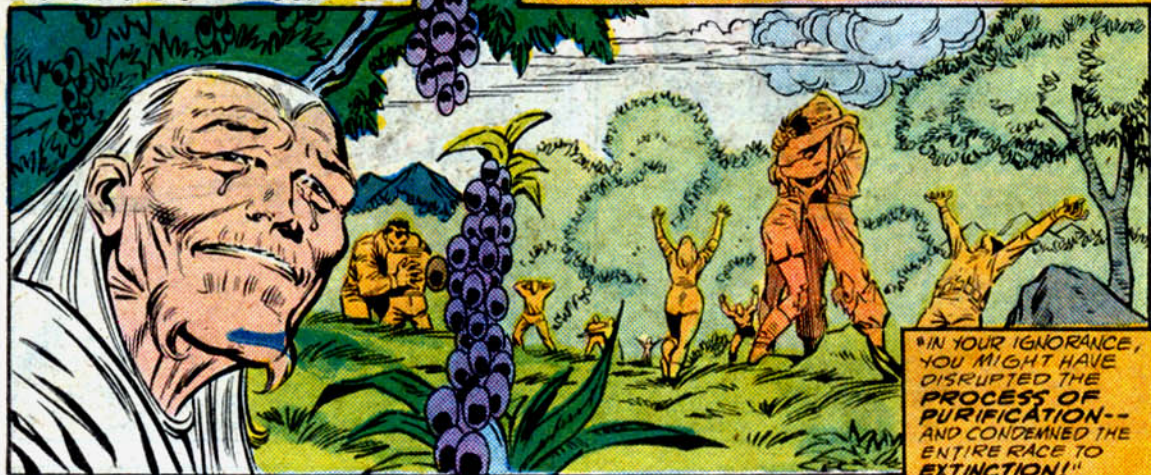
I DON'T UNDERSTAND ANY OF THIS! THE PANGORIA OF OLD SEEMS TO HAVE BEEN REPLACED BY A LUSH PARADISE!

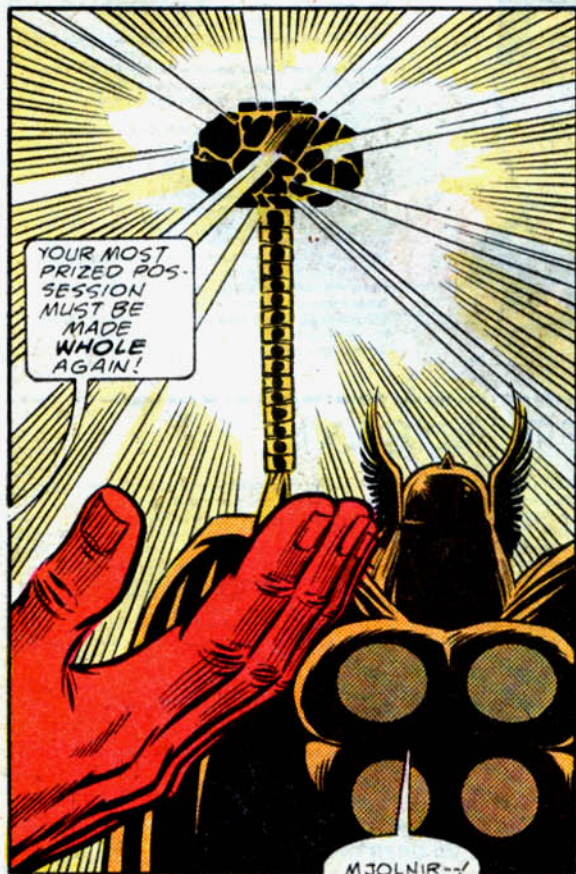
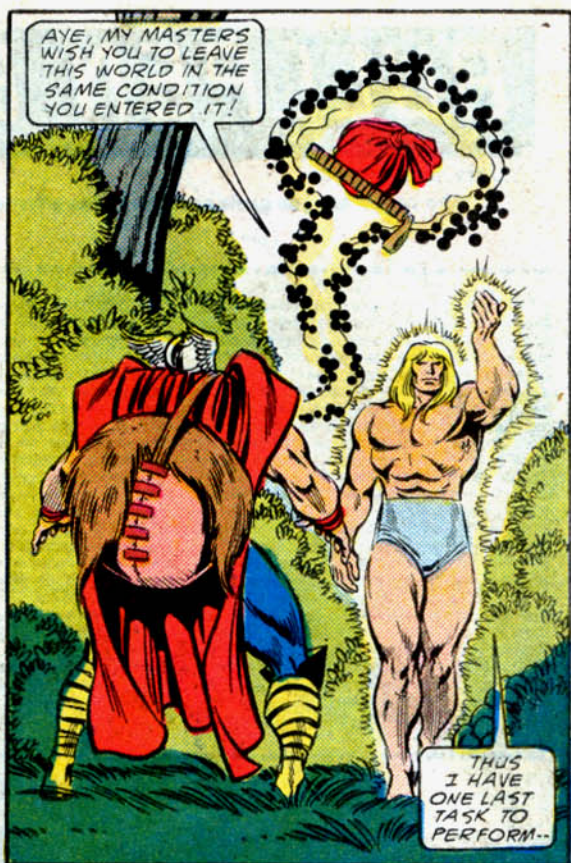
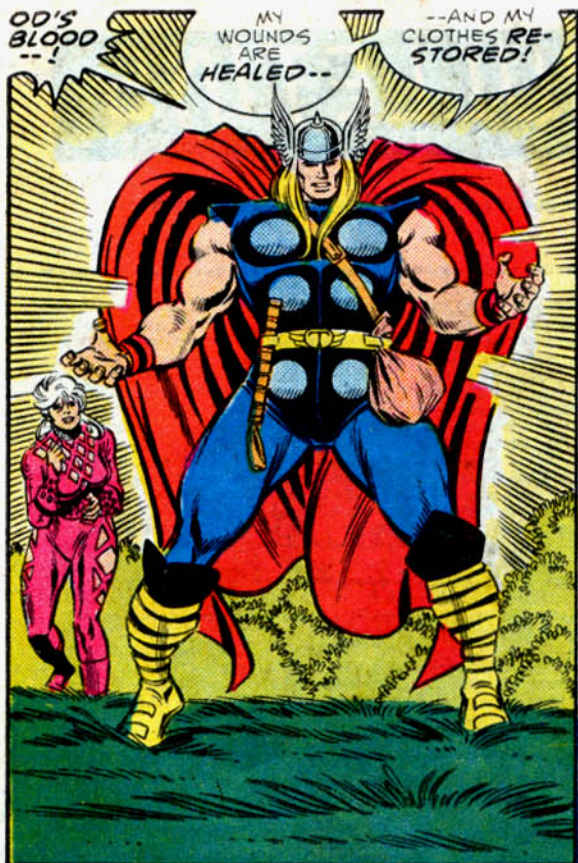
AYE, WOMAN! YOUR PEOPLE HAVE BEEN GIVEN A SECOND CHANCE!

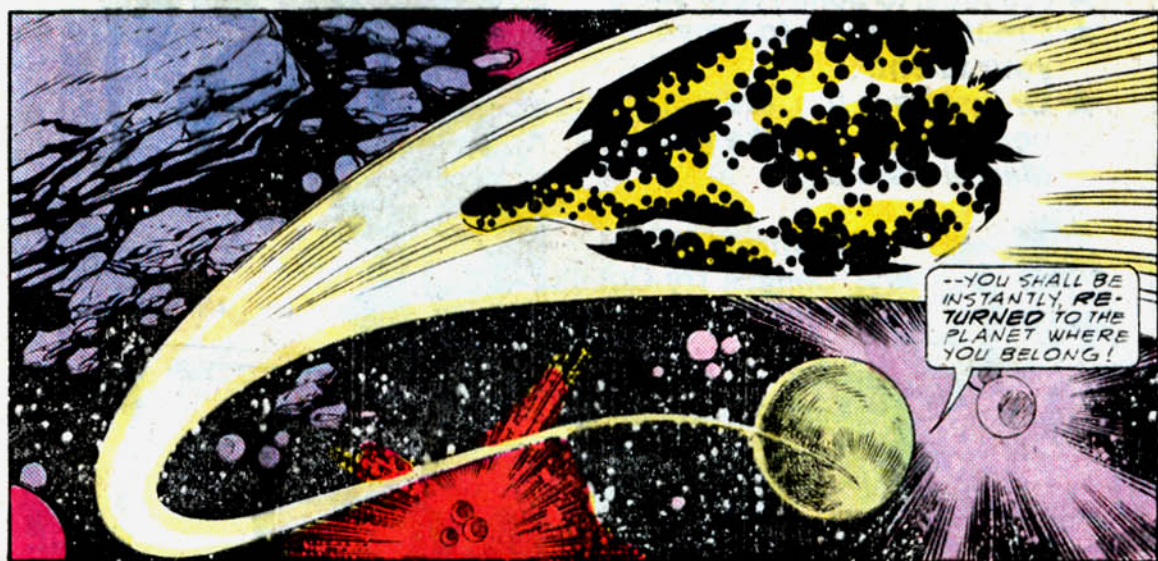
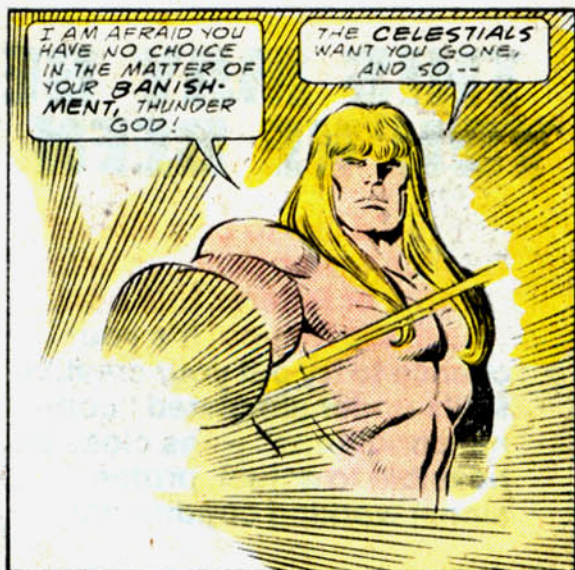
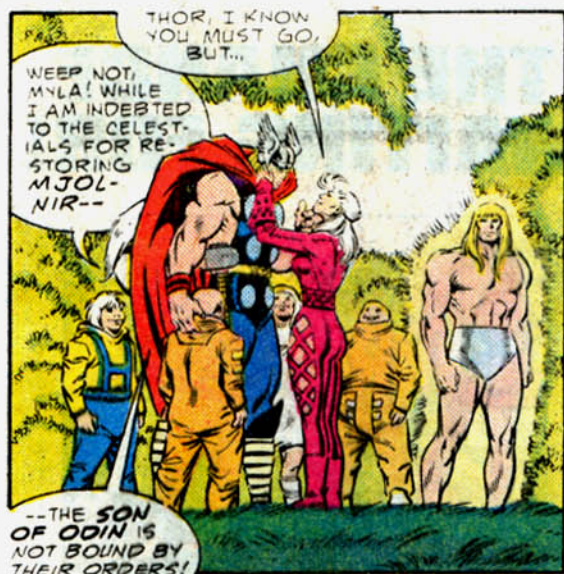


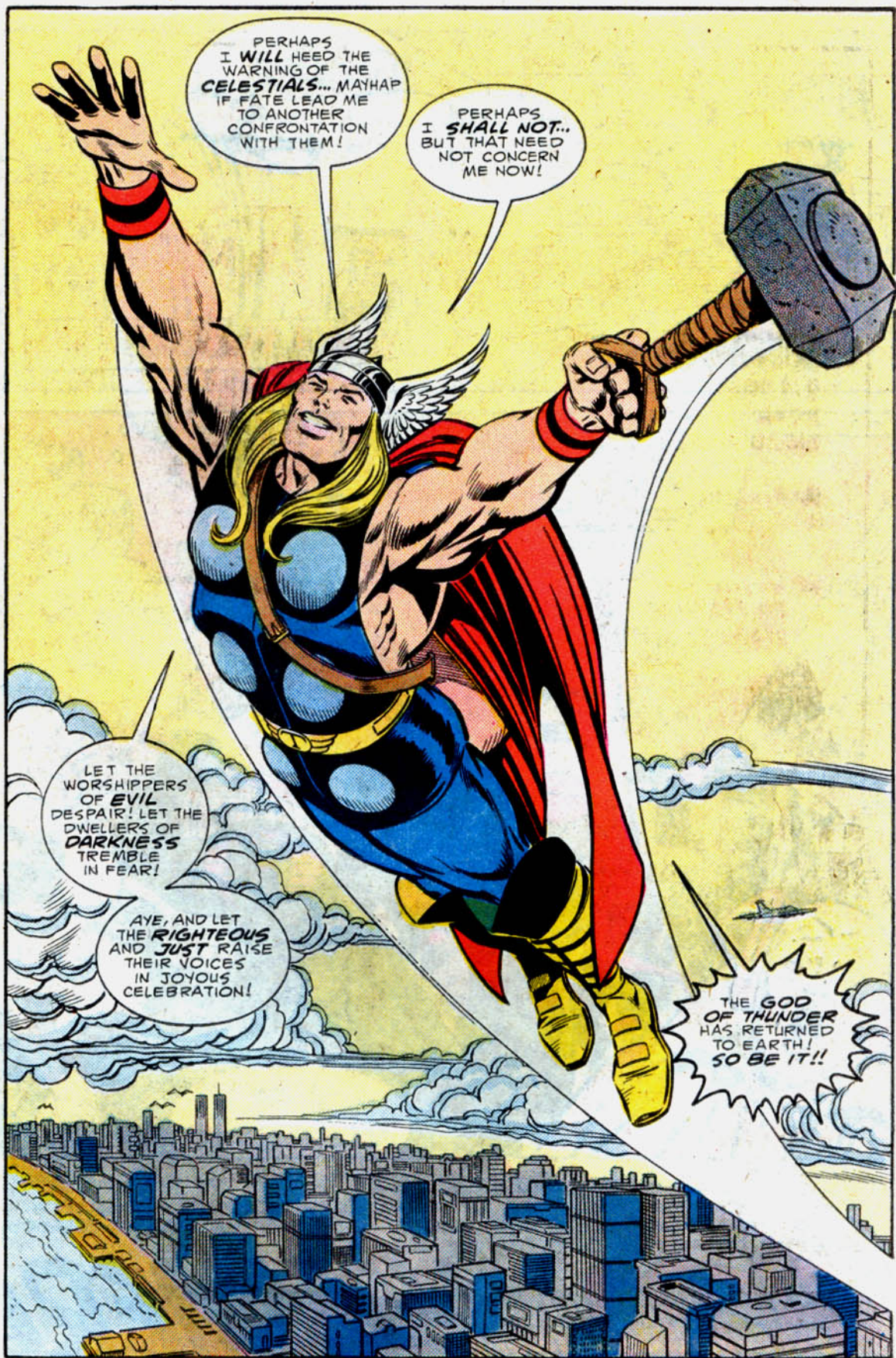
"ARISHEM THE CELESTIAL JUDGE DEEMED THE DOMINANT RACE OF THIS PLANET UNWORTHY OF LIFE, AND SENTENCED IT TO DEATH!"

"AND SO EXITAR CAME TO EXTERMINATE THAT SEGMENT OF THE RACE THAT MADE IT IMPURE--AND ALLOWED ONLY THOSE WORTHY OF LIFE TO SURVIVE!"









PERHAPS
I **WILL** HEED THE
WARNING OF THE
CELESTIALS... MAYHAP
IF FATE LEAD ME
TO ANOTHER
CONFRONTATION
WITH THEM!

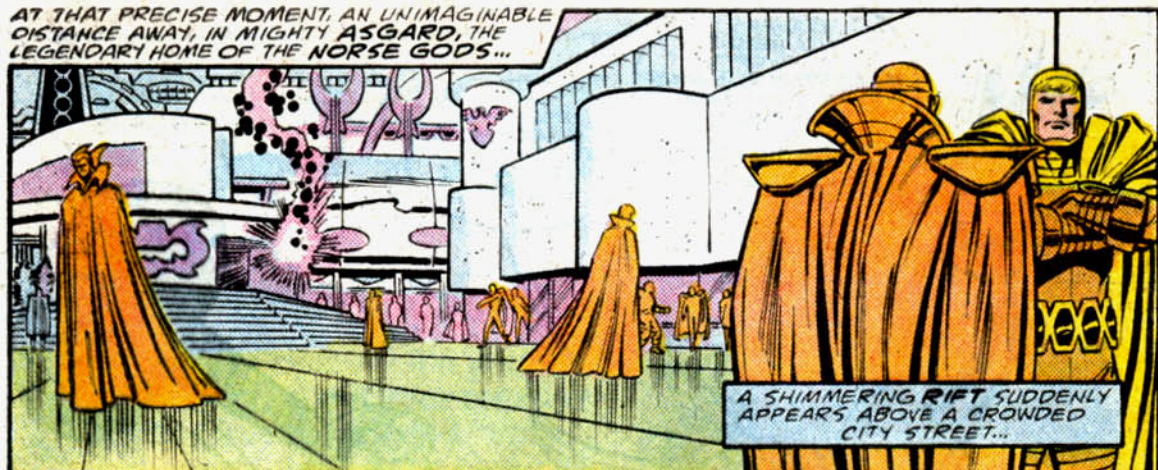
PERHAPS
I **SHALL NOT...**
BUT THAT NEED
NOT CONCERN
ME NOW!

LET THE
WORSHIPPERS
OF **EVIL**
DESPAIR! LET THE
DWELLERS OF
DARKNESS
TREMBLE
IN FEAR!

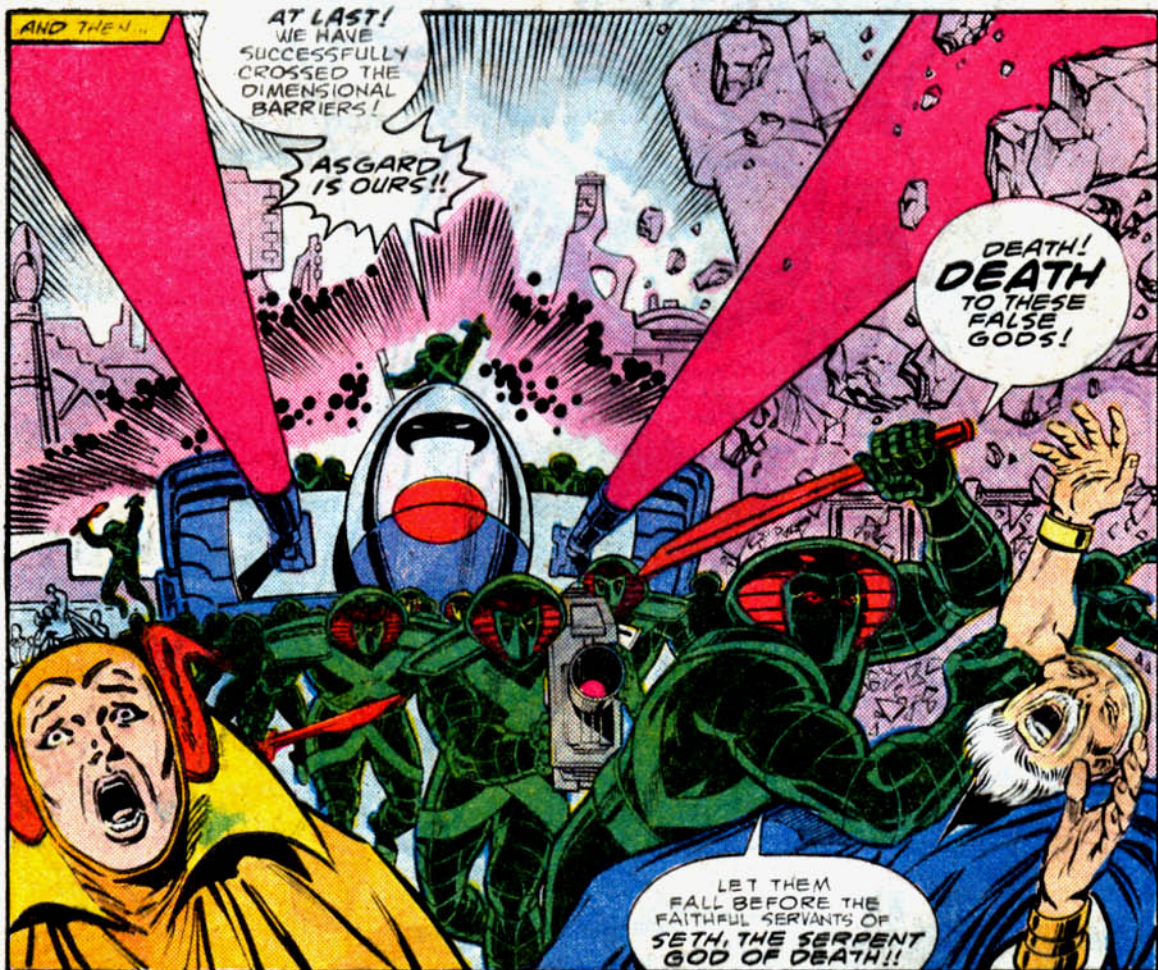
AYE, AND LET
THE **RIGHTEOUS**
AND **JUST** RAISE
THEIR VOICES
IN JOYOUS
CELEBRATION!

THE **GOD**
OF **THUNDER**
HAS RETURNED
TO EARTH!
SO BE IT!!

AT THAT PRECISE MOMENT, AN UNIMAGINABLE
DISTANCE AWAY, IN MIGHTY ASGARD, THE
LEGENDARY HOME OF THE NORSE GODS...



A SHIMMERING RIFT SUDDENLY
APPEARS ABOVE A CROWDED
CITY STREET...



AND THEN...
AT LAST!
WE HAVE
SUCCESSFULLY
CROSSED THE
DIMENSIONAL
BARRIERS!

ASGARD
IS OURS!!

DEATH!
DEATH
TO THESE
FALSE
GODS!

LET THEM
FALL BEFORE THE
FAITHFUL SERVANTS OF
SETH, THE SERPENT
GOD OF DEATH!!

NEXT ISSUE:

SEE ASGARD UNDER SIEGE... WHILE THOR IS TRAPPED ON EARTH!
WITNESS THE SINISTER VILLAINY OF SETH, THE SERPENT GOD! THRILL TO A
SURPRISE APPEARANCE OF THE AVENGERS! AND DON'T MISS STEVE ROGERS
GUEST-STARRING AS THE CAPTAIN! BE HERE FOR...

The **HERO** And the **HAMMER!**