

MARVEL
COMICS

THE UNCANNY

APPROVED
BY THE
COMICS
CODE
AUTHORITY

X-MEN

X-MEN

JUN '97 345

WHO
IS THIS?
COULD HE
BE THE NEXT
X-MAN...

OR IS
HE THEIR
GREATEST
FOE?!

DIRECT EDITION

34511



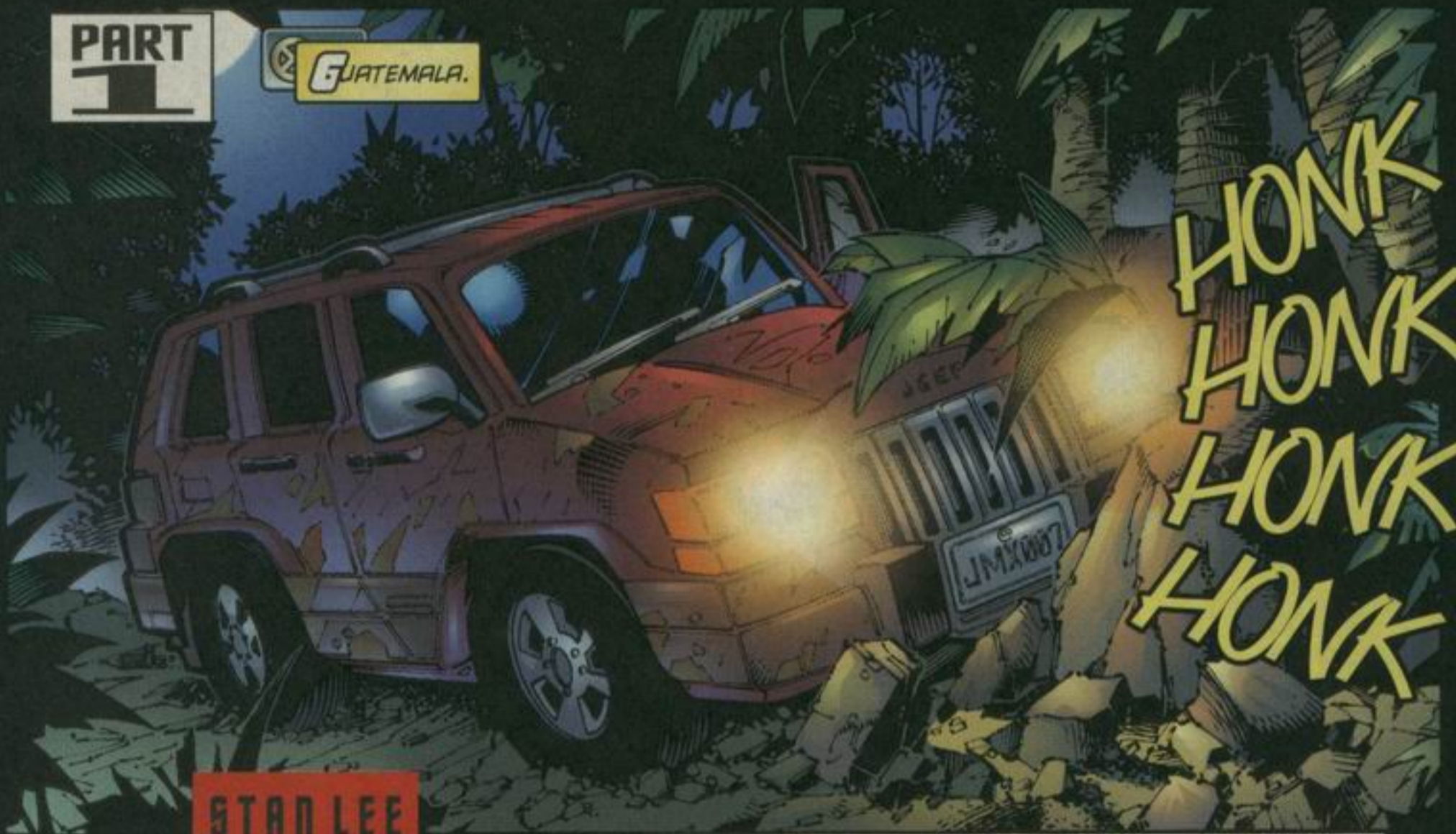
7 59606 02461 2

\$1.95 US \$2.75 CAN

MAD
AND
MORALES
-1997-

PART 1

GUATEMALA.



STAN LEE
presents:
THE UNCANNY X-MEN

MOVING



PART 1

JOE MADUREIRA
pencils
TIM TOWNSEND
inks

SCOTT LOBBELL
plot
BEN RAB
script
RICHARD STARKINGS & COMICRAFT/KF
letters
STEVE BUCCELLATO & TEAM BUCCEI
colors

PART 2

MELVIN RUBI
pencils
VLASCO & CANDELARIO
inks



AIEEE!

... AND SHE IS IN A WORLD OF TROUBLE.

MARK POWERS
associate

ON

BOB HARRAS
editor

THE UNCANNY X-MEN®: Vol. 1, No. 345, June, 1997. (ISSN #1083-401X) Published by MARVEL COMICS, David J. Schreff, President; Stan Lee, Publisher; Shirrel Rhoades, Executive VP, Publishing. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. PERIODICALS POSTAGE PAID AT NEW YORK, N.Y. AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1997 Marvel Characters, Inc. All rights reserved. Price \$1.99 per copy in the U.S. and \$2.75 in Canada. Subscription rate for 12 issues: U.S. \$23.88; foreign \$35.88; and Canadian subscribers must add \$10.00 for postage and GST. GST #R127032852. 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 condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. X-MEN (including all prominent characters featured in this issue and the distinctive likenesses thereof) is a trademark of MARVEL CHARACTERS, INC. POSTMASTER: SEND ADDRESS CHANGES TO THE UNCANNY X-MEN, c/o MARVEL DIRECT MARKETING CORP./SUBSCRIPTION DEPT., P.O. BOX 1979 DANBURY, CT. 06813-1979. TELEPHONE # (203) 743-5331. Printed in the U.S.A.

<YOU ARE A
RESOURCEFUL WOMAN,
SISTER...>

<...BUT YOU
WILL TELL ME YOUR
SECRET...>

<...AND
THEN YOU WILL
DIE!>

CLING
CLING

<"SECRET"??>

<I AM
BUT A HUMBLE
SERVANT OF
G-GOD -->

<-- AT
THE HOLY
SEPULCHRE
ORPHANAGE
NEAR LAS
LISAS.>

<WH-WHAT
S-SECRET WOULD
I HAVE TO
TELL?>





<YOU NURSE A MAN TO HEALTH SOME MONTHS AGO...>

<...A MAN WHO FELL FROM THE STARS.>

<WHERE IS HE?>



<OUR ORPHANAGE IS FOR CHILDREN, SEROR. NOT GROWN MEN.>

<I'M AFRAID YOU HAVE ME CONFUSED -->



SMASH

<-- WITH SOMEONE ELSE!>

<SO IT HAS FINALLY HAPPENED.>



<WHAT I HAVE LONG DREADED HAS COME TO PASS.>

<THIS TERROR IS LOOKING FOR JOSEPH...>

<... THE MYSTERIOUS, HAUNTED MAN WITH THE STRANGE POWERS WHO BROUGHT SUCH HOPE TO THE LITTLE ONES.>

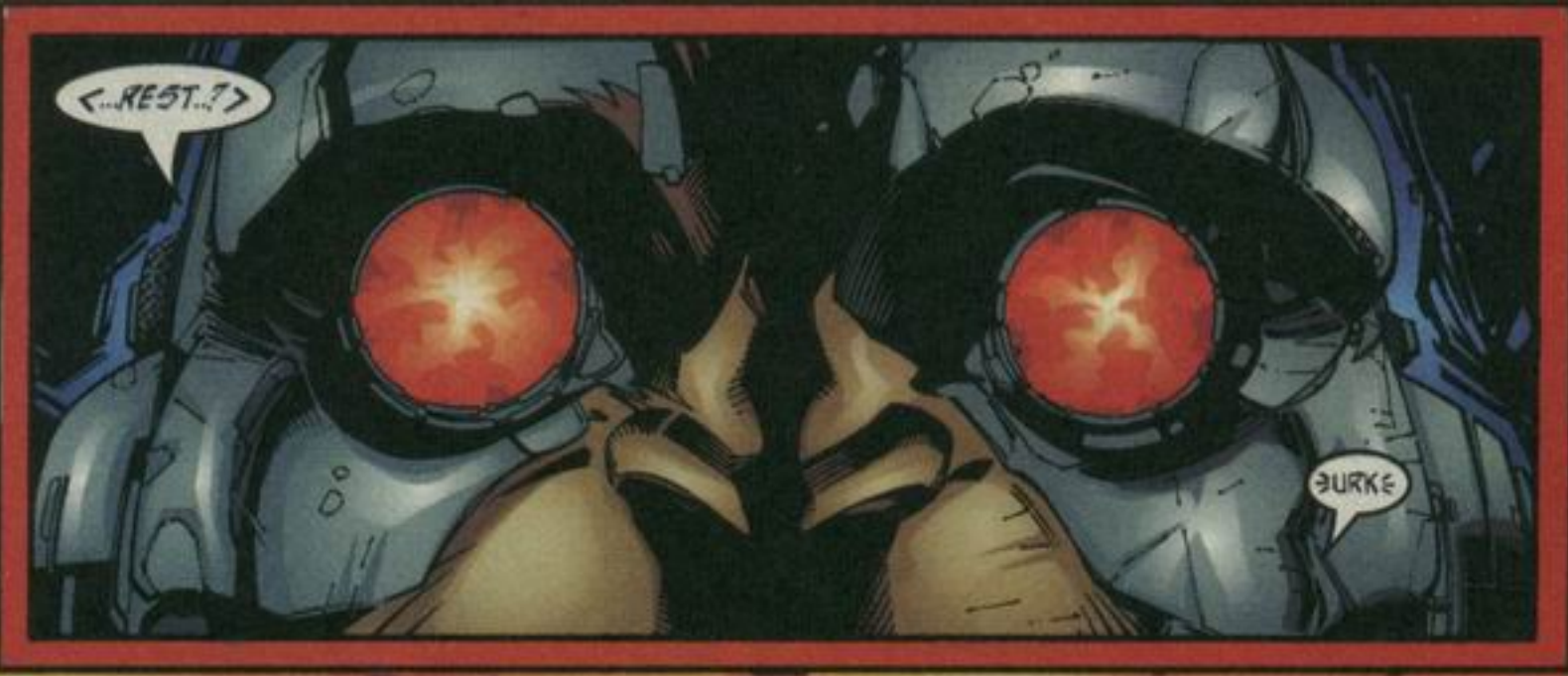


<THE ONLY QUESTION IS...>

<... WHY?>

<WHISPER YOUR LAST PRAYER, TIME FOR YOUR SISTER!>

<IT'S TIME FOR YOUR FINAL...>



<...REST...?>

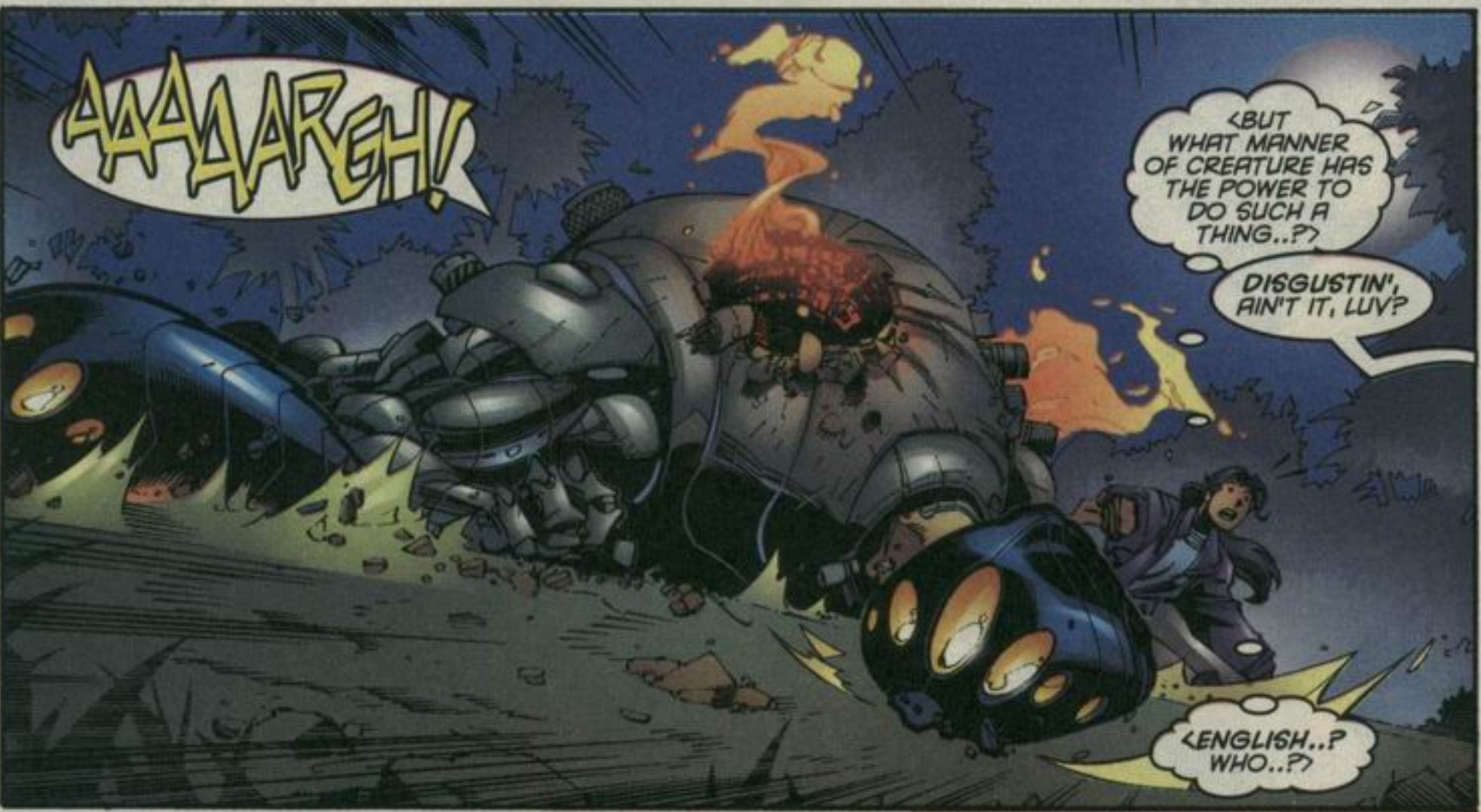
BURKE

CHOMP CHOMP CHOMP



GAAAAH!

<BLESSED MADONNA! THOSE SLUGS...>
<... THEY'RE BURROWING THROUGH THAT ARMOR INTO HIS VERY FLESH!>




AAAAARGH!

<BUT WHAT MANNER OF CREATURE HAS THE POWER TO DO SUCH A THING...?>

DISGUSTIN', AIN'T IT, LUV?

<ENGLISH...? WHO...?>



'COURSE
T'AIN'T NO WORSE'N
WHAT HE HAD IN STORE
F'R YA IF I HADN'T
SHOWN UP.

Oh,
BY THE BY...
SMART MOVE WITH
THE *BRANCH* AND THE
CAR HORN BACK
THERE.

WOULDN'T
HAVE FOUND YOU
WITHOUT IT.

NOW,
ABOUT YER FRIEND,
"JOSEPH"...

... WHERE'D
YOU SAY HE
WAS?

MEANWHILE, IN A FAR-FLUNG SECTION OF THE GALAXY...



MAY SHARRA AND KYTHRI SUSTAIN US.

ROYAL MAJESTRIX LILANDRA NERAMANI SURVEYS THE STATUS OF BUT A SMALL CORNER OF HER VAST INTERPLANETARY EMPIRE...

... AND SILENTLY WEEPS.

LOOKING UPON THE RAVAGED CITY, THE LONGTIME RULER OF THE SHI'AR PEOPLE RECALLS THE PREVIOUS DAYS' CARNAGE...

... THE EAR-SHATTERING EXPLOSION, THE CRIES OF FEAR, THE NEAR-GENOCIDAL ERADICATION OF HER RACE...

... ALL AT THE HANDS OF THE TECHNO-ORGANIC COLLECTIVE KNOWN AS THE PHALANX.



Ⓢ DON'T TELL US YOU MISSED THE LAST FEW ISSUES???: BOB

AND IN HER HEART, SHE CAN'T HELP BUT WONDER...

DID I BRING THIS UPON US? WAS THIS PENANCE FOR THE MISTAKES OF MY PAST...

... MISTAKES BORN OF BEING FAR LESS THAN THE PERFECT MONARCH MY PEOPLE HOLD ME UP TO BE..?

OR IS IT MERELY A REMINDER THAT EVEN THE MOST WORTHY DREAMS MUST BE TORN DOWN, ONLY TO BE REBUILT TO GREATER HEIGHTS...



... AS YOU MUST NOW DO, MY DEAREST CHARLES.

WE BOTH HAVE SUFFERED OUR OWN PERSONAL "ONSLAUGHTS", MY BELOVED.

YOU, FOR YOUR ACTIONS AGAINST YOUR GREATEST ENEMY, MAGNETO...

... AND I, FOR MY TRANSGRESSIONS AGAINST THE ENTIRE KREE PEOPLE. Ⓢ

Ⓢ RAISE YOUR HANDS IF YOU REMEMBER "OPERATION GALACTIC STORM". JIBOB

YET HERE I AM, LIGHT YEARS FROM YOUR SIDE...

... AND WAS IT NOT YOUR DREAM THAT SAVED MINE?

SO LONG AS YOUR X-MEN CONTINUE TO FIGHT TO COEXIST WITHIN THE SOCIETY THAT SPURNS THEM FOR THEIR DIFFERENCES...

... YOUR DREAM WILL LIVE AGAIN, AS WELL.

I PRAY WE WILL SHARE IN THAT SUCCESS...



LATER THAT NIGHT...

... AND SO, AS THE DARK DAYS GIVE WAY...

... WE, THE ROYAL HOUSE OF NERAMANI, DO SOLEMNLY PLEDGE TO USHER IN A BRIGHTER DAWN FOR ALL PEOPLES OF THE IMPERIUM!

ALL HAIL LILANDRA!

LONG MAY SHE REIGN!



WOW... NOW AH SEE WHY SHE'S THE SUPREME RULER OF AN ENTIRE GALACTIC EMPIRE!

PRETTY AWESOME -- Huh, JOSEPH?



Uh... JOSEPH?

YOU OKAY, SUGAH?

THIS IS VULGAR, ROGUE!

THIS IS HOW THEY MOURN THEIR DEAD --?



... BY
THROWING A
BANQUET?

KEEP YOUR
VOICE DOWN,
JOSEPH...

... YOU'RE
MAKIN' A
SCENE!



BUT HOW CAN THEY BE
SO CAVALIER ABOUT
ALL THIS?

THEIR
PEOPLE WERE NEARLY
MASSACRED!



AND THIS IS HOW
THEY HONOR
THEM...

... BY
NOT LETTING
THE TRAUMAS OF
THE PAST GET IN THE
WAY OF THEIR
FUTURE.



BY
MOVING
ON.



AND IF THEY CAN'T...?
WHAT THEN?

SOME OF
THESE FAMILIES
MAY HAVE NO
REASON TO
GO ON.

FATHERS...
MOTHERS... HUSBANDS...
WIVES... BROTHERS...
SISTERS...

... EVERYONE
WHO PERISHED
DURING THESE
DAYS JUST PAST WAS
ONE OF THESE THINGS
TO SOMEONE
ELSE.

BUT
NOW THEY'RE
GONE...

... AND
THEY'RE NEVER
COMING
BACK.



HOW ARE THEY SUPPOSED TO COPE WITH A TRAGEDY LIKE THAT?

KNOWING THAT THE SAME FORCES THAT TOOK THEIR LOVED ONES STILL EXISTS OUT THERE?
HOW..P



AH GUESS THEY JUST GOTTA TRY AN' DEAL WITH IT THE BEST THEY CAN...

... LIKE WE ALL DO. YOURSELF INCLUDED.

BUT... BUT WHAT IF THE MAN I WAS ONCE TRIED -- BUT COULDN'T?

COULD MY SOUL HAVE BEEN SO LOST -- SO EMPTY -- THAT I'D BECOME A MONSTER?



I WISH I KNEW, SUGAH.

POOR GUY. HE'S BEEN FRETIN' THIS EVER SINCE HE FOUND OUT ABOUT THE PAST HE CAN'T REMEMBER.

LIKE THE FACT HE WAS ONCE THE X-MEN'S -- AND HUMANITY'S -- GREATEST NEMESIS...

... MAGNETO -- THE SELF-STYLED "MASTER OF MAGNETISM".



DO YOU TRUST ME, JOSEPH?

IMPLICITLY.



GOOD. 'CUZ WHEN WE GET HOME T'EARTH...

... AH'M GONNA TELL YOU EVERYTHING YOU WANNA KNOW ABOUT THE MAN YOU WERE...

"... SO THAT YOU CAN FINALLY GET ON WITH BEIN' THE MAN YOU ARE."

SSSWIIP

... ANOTHER LOST SOUL TOILS LONG AND HARD, SEEKING RECONCILIATION WITH HIS PAST.

THE MAN SEEING TO THE PROPER BURIAL OF THE DECEASED SHI'AR CITIZENS IS REMY LeBEAU, A MAN WITH A SECRET.

BEST KNOWN AS GAMBIT...

... HE POSSESSES THE ABILITY TO CONVERT ANY OBJECT'S POTENTIAL ENERGY INTO DESTRUCTIVE KINETIC FORCE. THIS UNCANNY TALENT...

SHUNK

OUTSIDE, AT THE CITY'S PERIMETER...

... COUPLED WITH HIS MEMBERSHIP IN THE OUTLAW BAND OF MUTANT HEROES KNOWN AS THE X-MEN...

... HAS MADE HIM A MUCH-FEARED AND OBT-HATED MAN IN THE EYES OF HUMANITY.

SHUNK



LUCKY FOR HIM, HIS TEAMMATES KNOW NOTHING OF HIS DARKLY CHECKERED PAST...

... THE PAST HE CAN NEVER FORGET.

SHUNK
SSSWIP

SPECIFICALLY, THE UNHOLY ALLIANCE HE ONCE STRUCK WITH ONE OF HIS FRIENDS' MOST SINISTER FOES...

SHUNK

... HIS SHAMEFUL ROLE IN ONE OF THE GREATEST TRAGEDIES HIS KIND, HOMO SUPERIOR, HAS EVER ENDURED...



FOR IF THEY DID, HE FEARS...

... HE WOULD LIKELY BE COUNTED AMONG THE MOST REVILED MEN IN HISTORY.

I'M SORRY.

FOR ALL DE STUPID T'INGS I DONE AS A PUP...

... ALL DE LIES AND DE BETRAYAL TO ME AN' MY OWN.



I'LL ALWAYS BE SORRY...

SHUNK



AND AS THE BANQUET ENDS IN THE WEE, WEE HOURS...

DESPITE THE TRAUMA OF OUR RECENT TRIALS AND TRIBULATIONS, TRISH TILBY, I MUST SAY...

... I'VE HAD A HECKUVA TIME KICKIN' IT OL' SCHOOL WITH YA, BABE!



DITTO, HANK.

I MEAN, HOW OFTEN DOES A SIMPLE NEWSCASTER GO TO THE OTHER SIDE OF THE GALAXY AND FIGHT ALIENS WITH HER BOUNCING, BLUE-FURRED SIGNIFICANT EXP?



POINT. AND SPEAKING OF "EX-", TRISH -- I UH... Hmmm. NEVER MIND.

Oh, MY! ALERT THE MEDIA! IS FORMER AVENGER HENRY P. MCCOY ACTUALLY TONGUE-TIED FOR ONCE IN HIS LIFE?



OUT WITH IT, BLUE... WHAT'S ON THAT SUPER-GENIUS MIND OF YOURS?

US.

I WAS JUST WONDERING ABOUT WHEN WE GET HOME...

... AND I THOUGHT, WELL, MAYBE WE DON'T HAVE TO GO OUR SEPARATE WAYS AGAIN.

'CEPT MAYBE FOR THE OCCASIONAL CHANGE OF CLOTHES EVERY NOW AND THEN.



HANK, I'VE SEEN EVERY CORNY, TEAR-JERKER FLICK EVER MADE...

... HECK, I WAS GOING TO BE A SCREENWRITER BEFORE I BECAME A JOURNALIST...



... AND I KNOW WHAT'LL HAPPEN IF WE AGREE TO PICK UP WHERE WE LEFT OFF BEFORE WE GET BACK.



THE FIRST TWO ACTS OF OUR RELATIONSHIP HAVEN'T MADE FOR SUCH A WELL-PACED STORY...

... SO LET'S NOT RUSH INTO ACT THREE JUST YET.

I LOVE YOU, TRISH.

SLAM

I KNOW...

... AND NO MATTER HOW MANY TIMES I TRY NOT TO...

... I LOVE YOU, TOO.



ACCORDING TO THE SH'AR,
MORNING OVER CHANDILAR --
THE IMPERIAL THRONeworld --
IS A TRUE WONDER TO BEHOLD.

AND MUCH AS OUR HEROES WOULD
LOVE TO STAY AND ENJOY THE VIEW
OF ITS TWIN SUNS BANKING OFF THE
HORIZON, HERALDING THE NEW DAY...

... THEY ARE MORE THAN
ANXIOUS TO FINALLY BE
MAKING THEIR WAY HOME.

JEEZOO,
REMY -- YOU LOOK
TERRIBLE!

WHAT IN
THE WORLD WERE
YOU DOIN' ALL
NIGHT?

T'INGS,
CHERE.
PERSONAL
T'INGS.

YES,
WELL, YOU
CAN TELL US ALL
ABOUT 'EM ON
THE RIDE HOME,
CAJUN...
... PREFERABLY
FROM DOWNWIND!

PE-EEW!

GOOD
MORNING,
X-MEN.

TO
SHOW OUR
APPRECIATION FOR
EVERYTHING YOU'VE
DONE FOR OUR
PEOPLE...

... WE'VE NOT
ONLY SECURED
FOR YOU THE BEST
TRANSPORT THE
EMPIRE HAS TO
OFFER...

"... BUT THE BEST ESCORT YOU COULD WANT SHOULD MATTERS BECOME... UNCERTAIN EN ROUTE TO EARTH."

WELL, I'LL BE A MONKEY'S UNCLE...

... IF IT ISN'T DEATHBIRD!

GREETINGS, HUMANS.

AS MY FELLOW WARRIORS IN THE WAR AGAINST THE PHALANX...

... IT IS YOUR RIGHT FOR THE DUTY YOU HAVE PERFORMED FOR THE SHI'AR IMPERIUM...

... THAT I PERSONALLY ENSURE YOUR SAFE PASSAGE HOME.

WILL WONDERS NEVER CEASE?

AND AS THE ROYAL CRUISER LIFTS GENTLY INTO THE MORNING SKY...

YOU WOULD BE VERY PROUD OF THIS GENERATION OF X-MEN, CHARLES.

THEY ARE HEROES IN THE TRUEST SENSE OF THE WORD.

THOUGH AS ALIENATED HERE AS THEY ARE AT HOME...

... THEY HAVE STARED STRAIGHT INTO THE FACE OF ADVERSITY...

... AND HAVE FOUND THE COURAGE TO FORGE AHEAD, UNDAUNTED BY THE UNKNOWN FUTURE.

AND WHAT'S MOST AMAZING IS...

... THEY HAVE SET AN EXAMPLE THAT EVEN AN EMPRESS AND HER PEOPLE CAN FOLLOW.

**PART
2**

4 HOURS LATER,
ABOARD THE
STARSHIP...

... THE TIME-DISPLACED X-MAN
KNOWN ONLY AS BISHOP
ACQUAINTS HIMSELF WITH A
GREAT MANY THINGS SHI'AR.

FOR JUST AS HE IS
LEARNING TO GET
ON WITH HIS LIFE IN
AN ERA DECADES
BEFORE HE WAS EVEN
BORN...

... SO IS HE LEARNING
ABOUT THE MYRIAD
OF BEINGS THAT
POPULATE IT.

ONE BEING IN
PARTICULAR...

FASCINATING.

HERS
IS A TRULY
MYSTIFYING
HISTORY...

BDEEP BDEEP BDEEP

COME
IN...



A-HEM.

Eh..?
Oh, PARDON
ME. I WAS --
Uh... Er...



IS SOME-
THING AMISS,
X-MAN?

SURELY,
IN THAT FUTURE
YOU COME FROM,
THERE ARE TIMES
WHEN EVEN A
WARRIOR CAN
DIVEST HER
ARMOR...

... AND
SLIP INTO SOME-
THING A BIT MORE...
COMFORTABLE?



THOUGH I HOPE THIS
SILKEN RAIMENT ISN'T
TOO OFFENSIVE TO
THE EYE...


NOT
AT ALL. AS
A MATTER OF
FACT...

... YOU'RE AS...
STUNNING... TO
BEHOLD IN IT AS
YOU ARE IN COMBAT.



AND, AS I HAVE
DISCOVERED BY
READING YOUR
PEOPLE'S
HISTORICAL
RECORDS...

... YOUR
MARTIAL
EXPERIENCE IS
UNPARALLELED
IN THE HOUSE
NERAMANI!




HAVE A CARE WHAT SORDID CHRONICLES YOU SEARCH AFTER, TERRAN.

YOU MAY NOT LIKE WHAT YOU FIND.

THOUGH, FOR A HUMAN YOU ARE FAR MORE *CLEVER* THAN I GAVE YOU CREDIT FOR, BISHOP. AFTER ALL, THESE STORIES ARE WRITTEN IN MY LANGUAGE.

I MUST REMEMBER TO KEEP YOU UNDER A MORE WATCHFUL EYE...




... BUT ENOUGH OF THIS DULL HISTORY LESSON.

WHAT SAY WE PASS THE TIME ON THE WAY TO THE *STARGATE* BY SPARRING IN THE SHIP'S *HOLOVID* CHAMBERS?

I ASSUME YOU ARE FAMILIAR WITH THE TECHNOLOGY, SINCE IT HAS SERVED YOU X-MEN SO WELL IN YOUR "*DANGER ROOM*".

TRUTH?



"... HER TRUE NAME BANNED FROM SHI'AR TONGUE FOR ALL TIME, SHE SHALL HERETOFORE BE KNOWN ONLY AS...

"... *DEATHBIRD*."

I WOULDN'T MIND DISCUSSING SOME OF THESE ACCOUNTS. THEY'RE *INCREDIBLE!*

THERE'S MUCH WRITTEN ABOUT YOU.

"AND SO FOR HER CRIMES, THE WILD ONE WAS STRIPPED OF HER TITLE AND BANISHED FOREVERMORE FROM *CHANDILAR*...



WHAT ARE YOU DOING?

THAT IS NOT FOR YOUR EYES!

SMACK



ARE YOU *INSANE*? THE KNOWLEDGE CONTAINED IN THE SHI'AR CHAPTERHOUSE IS *ANCIENT*!

WOULD YOU *DISCARD* YOUR OWN PAST?



IN A WORD, MUTANT... *YES!*

THOSE STORIES HAVE MADE ME A *PARIAH* AMONG MY PEOPLE SINCE I WAS LITTLE MORE THAN A CHILD!

WHY SHOULDN'T I *ERADICATE* THEM?



BECAUSE THE PAST IS PROLOGUE...

... AND YOU *WILL* REPEAT YOUR PAST MISTAKES IF YOU SIMPLY *IGNORE* THEM.

IS IT NOT BETTER TO SIMPLY LEARN FROM THEM AND MOVE ON..?



I WILL CONSIDER -- EH?

GOOD LORD! WHAT IS THAT?

BISHOP! DEATHBIRD! BETTER GET UP HERE QUICKLY, KIDS!

SWOOSH



WE'VE GOT OURSELVES A SPATIAL ANOMALY THAT'D MAKE CAPTAIN PICARD'S HEAD SPIN!

THAT THING SURE THREW US F'R A LOOP, BEAST...

... ANY IDEA WHAT IT WAS?



IT WAS AN ENERGY SIGNATURE.

WE WERE CAUGHT IN ANOTHER VESSEL'S WAKE.

A "WAKE"? YOU KNOW HOW BIG A SHIP WOULD HAVE T'BE T'HAVE DAT KINDA WAKE?



LEMME GUESS...

"... THAT
BIG?"

AS IF FROM NOWHERE,
THE MAMMOTH SHIP
APPEARS...

... DWARFING THE SHI'AR
SPACECRAFT AND PASSING
IT AT TWICE ITS SPEED.

YER
NOT GONNA
BELIEVE THIS,
FOLKS...

... BUT NOT
ONLY IS THAT SHIP
MOVING NEARLY AT
THE SPEED OF
LIGHT...

... IT APPEARS
IT'S USING ONLY
PARTIAL THRUSTER
CAPACITY!



YA GOTTA BE KIDDIN', BETÉ!
DAT AIN'T PHYSICALLY POSSIBLE!

Oh... LIKE I DON'T KNOW THAT!

BUT WHERE IN THE UNIVERSE DID IT COME FROM?
AND WHERE IS IT GOING?



SHARRA AND KYTHRI PRESERVE US ---!
... I KNOW WHERE THAT VESSEL IS HEADED!

WHERE, DEATHBIRD..?

WHERE?

SKABOOM

"OBSERVE ITS TRAJECTORY, AND COMPARE IT TO OUR SHIP'S NAVI-COMPUTER, ROGUE.

"THEY MEAN TO USE THE STARGATE TO TRANSPORT THEMSELVES MILLIONS OF LIGHT-YEARS.

"ITS COURSE IS IDENTICAL TO OURS, AND IT LEADS TO ONE PLANET...

"... EARTH!"

AND AS THE CRUISER
TUMBLES END OVER
END...

... INCAPABLE OF
ESCAPING THE
LARGER SHIP'S
GRAVITATIONAL
PULL...

... ALL ABOARD CAN'T
HELP BUT WONDER HOW
MUCH LONGER EVEN THIS
RESILIENT CRAFT CAN
REMAIN INTACT...

... BEFORE IT ULTIMATELY
BREAKS APART AND THEY
ARE ALL SUFFOCATED IN
THE INEXORABLE VACUUM
OF SPACE!



CAN
YOU GET THIS
THING T'STOP
SPINNIN',
HANK?

AH
THINK AH'M
GONNA BE
SICK!

TRYING
MY BLUE BEST,
ROGUE...



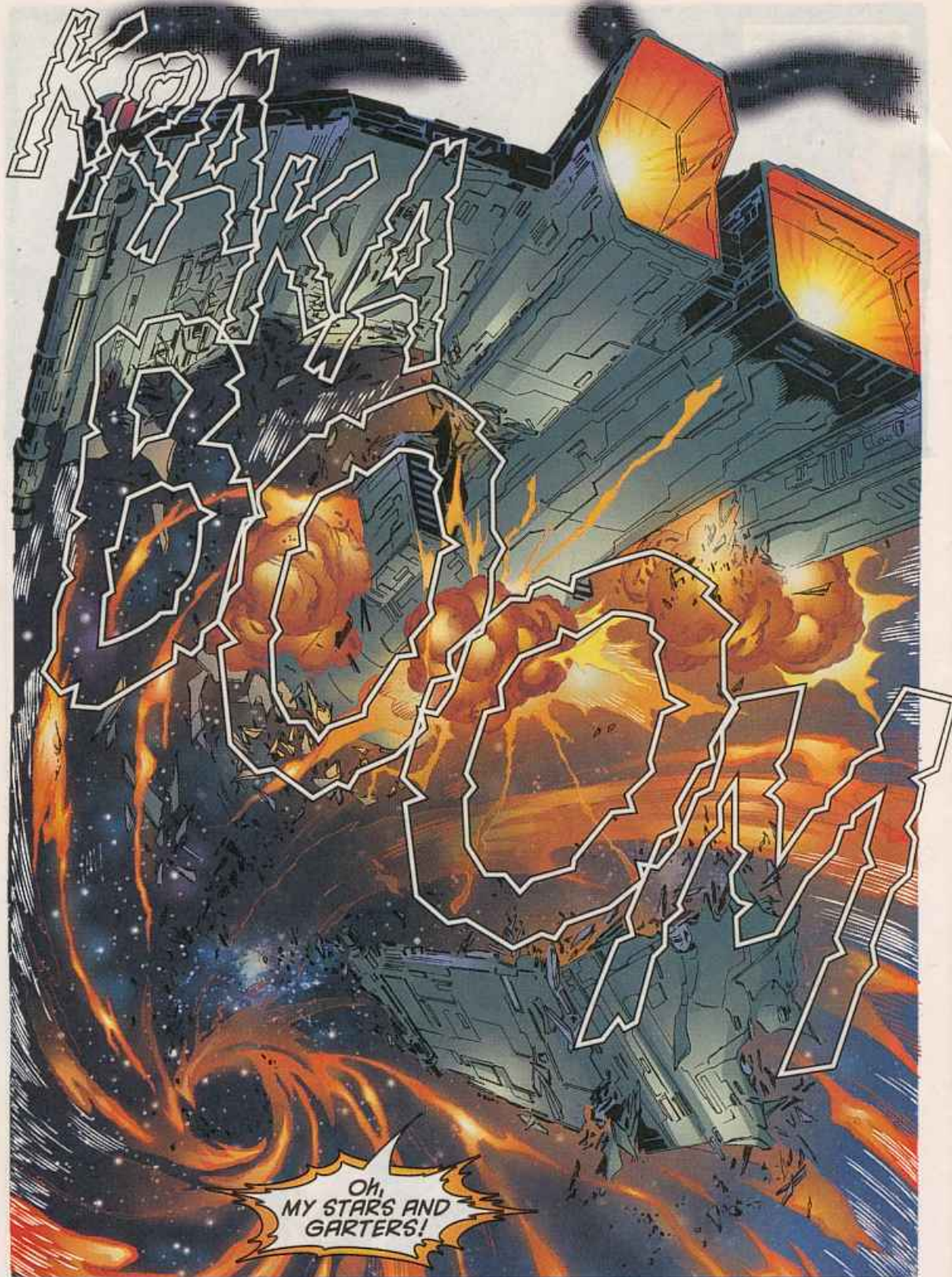
... JUST WANT
TO SEE IF I CAN
GET ANY CLOSER
TO THE STARGATE
BEFORE THAT
SHIP DOES!



I
HAVE A BAD
FEELING WE MAY
BE TOO LATE,
X-MEN --



" -- LOOK! "



Oh,
MY STARS AND
GARTERS!

**IS THE STARGATE REALLY DESTROYED? AND IF SO, HOW
THE HECK ARE THE X-MEN EVER GONNA GET HOME?
FIND OUT NEXT MONTH!**