

X-MEN
THE MOST UNUSUAL
TEEN-AGERS OF
ALL TIME!

"TRAPPED: ONE X-MAN!"

Featuring: **THE RETURN OF THE EVIL MUTANTS!**

LAST ISSUE, WHILE
BATTLING MAGNETO
AND HIS EVIL MUTANTS,
PROFESSOR XAVIER WAS
INJURED AND SEEMED
TO HAVE LOST HIS
GREAT MENTAL POWERS!
NOW, THE SADDENED
X-MEN RETURN TO
THEIR HEAD-
QUARTERS...

SPELL-BINDING
STORY BY:
STAN LEE

DAZZLING
DRAWING BY:
JACK KIRBY

INKING: **PAUL
REINMAN**
LETTERING: **S. ROSEN**



NEVER HAVE YOU, THE READING
PUBLIC, BEEN SO INSTANTLY
FASCINATED BY A GROUP OF
SUPER-POWERFUL VILLAINS AS
LAST ISSUE, WHEN YOU MET
MAGNETO'S EVIL MUTANTS!
NOW, WE PRESENT THEM
AGAIN... MORE EXCITING, MORE
UNPREDICTABLE, MORE
DANGEROUS THAN EVER!!

X-668

AND NOW, LET'S JOIN THE X-MEN AS THEY RETURN TO THEIR SCHOOL BUILDING! ICEMAN FINDS THE DOOR LOCKED, AND...

I CAN'T GET MY KEY UNLESS I DEFROST! HEY, CYCLOPS... I CAN USE YOU!

HIT THE KEYHOLE WITH THAT POWER BEAM OF YOURS TO UNLOCK THE DOOR, HUH? HEY! NOT SO FAST! IF YOU MISS THE DOOR, IT'S GOODBYE ICEMAN!

BOY! IT'S GOOD TO BE BACK AGAIN! IF ONLY THE PROFESSOR WAS OKAY!

I'LL LIFT HIM INTO HIS SITTING ROOM! IT'S THE EASIEST WAY!

SLOWLY, JEAN... YOU'VE ALL THE TIME IN THE WORLD! DON'T JOSTLE HIM!

LET ME REMOVE HIS JACKET BEFORE YOU PUT HIM DOWN! YOU DID AN EXEMPLARY JOB, MARVEL GIRL!

NOW... SET HIM DOWN! GENTLY... GENTLY...

I'VE CHECKED THE ENTIRE BUILDING! EVERYTHING'S AS WE LEFT IT! WE HAVEN'T BEEN DISCOVERED YET!

IT SURE SEEMS STRANGE TO SEE HIM SLEEPING THAT WAY, JUST LIKE ANY NORMAL HOMO SAPIENS! IT MAKES ME FEEL SO... ALONE...

I KNOW WHAT YOU MEAN, ICEMAN! FROM NOW ON WE WILL BE ALONE, FOR THE FIRST TIME!... WITHOUT THE PROFESSOR TO GUIDE US AND HELP US!

HE'S SPENT COUNTLESS HOURS TRAINING US TO USE OUR POWERS, JEAN! NOW, WE'VE GOT TO PROVE WE WERE WORTHY OF THAT TRAINING!

WE'VE GOT TO CONTINUE HIS FIGHT AGAINST THE EVIL MUTANTS! BUT WITHOUT HIM TO LEAD US IT'LL BE AN UPHILL JOB, HANK!

WE CAN'T REMAIN LEADERLESS! PERHAPS WE SHOULD... WAIT! I HEAR A SOUND IN THE DRIVEWAY! A CAR IS APPROACHING!



WHO IS IT, BEAST? HAVE THE EVIL MUTANTS FOUND US?

NO...IT APPEARS TO BE... IT IS...IT'S MARVEL GIRL'S PARENTS!!



I FORGOT! THEY SAID THEY'D DROP IN FOR A VISIT ON THE WAY TO THE WORLD'S FAIR SITE! QUICK...WE'VE GOT TO GET BACK TO NORMAL!

MOVE, GUYS! LET'S SHED THESE COSTUMES ON THE DOUBLE!

DON'T WORRY, JEAN! WE WON'T GIVE OUR SECRET AWAY!



IT'LL ONLY TAKE ME A FEW SECONDS TO DEFROST AND CHANGE FROM ICEMAN TO PLAIN BOBBY DRAKE!



IT'S GREAT THE WAY THE PROFESSOR DEVELOPED THIS HARNESS TO HIDE MY WINGS UNDER A SUIT!

SO ONCE AGAIN THE ANGEL BECOMES THAT DEVIL-MAY-CARE YOUNG BLUE-BLOOD, WARREN WORTHINGTON THE THIRD!



I'M ALWAYS RELIEVED WHEN I CAN DIVEST MYSELF OF MY COSTUME! ACTUALLY, I DON'T REALLY CARE FOR THE IDENTITY OF THE BEAST!

I MUCH PREFER BEING HANK MCCOY, HONOR STUDENT... ALTHOUGH FATE NEVER LETS ME REMAIN THAT WAY FOR LONG!



I WONDER IF ANYONE WOULD DARE COME NEAR QUIET SCOTT SUMMERS IF THEY KNEW THAT WHEN I REMOVE MY PROTECTIVE GLASSES, THE DESTRUCTIVE POWER BEAM OF CYCLOPS IS UNLEASHED UPON THE WORLD!



AS FAR AS ANY OF OUR PARENTS KNOW, WE ARE ALL STUDENTS AT A PROGRESSIVE PRIVATE SCHOOL! AND ACTUALLY, THAT MUCH IS TRUE!

BUT, BEING NORMAL HOMO SAPIENS, HOW COULD MOM OR DAD UNDERSTAND THAT THEIR DAUGHTER, JEAN GREY, IS REALLY MARVEL GIRL!



HELLO, JEAN DEAR! WE'VE ONLY A FEW MINUTES, BUT WE DID WANT TO VISIT YOU!

MOTHER! DAD! WHAT A WONDERFUL SURPRISE!

MOMENTS LATER, AFTER INTRODUCING HER "FELLOW STUDENTS"...

A REAL PLEASURE MEETING YOU, MR. AND MRS. GREY! WE'RE SORRY PROFESSOR XAVIER CAN'T BE WITH US, BUT HE'S, EH, UNAVOIDABLY DETAINED!

I UNDERSTAND, MY BOY! I FEEL I KNOW YOU ALL SO WELL! THE PROFESSOR WRITES TO US EVERY WEEK, TELLING OF YOUR PROGRESS! HE IS CERTAINLY A WONDERFUL MAN!

WHEN HE FIRST ASKED IF JEAN COULD ATTEND YOUR SCHOOL, WE WERE A BIT HESITANT! BUT THEN, WHEN WE WERE CONTACTED BY WASHINGTON, D.C., RECOMMENDING YOUR COURSE SO HIGHLY, WE KNEW IT WAS THE BEST THING FOR OUR DAUGHTER!



AND WE WERE SO IMPRESSED TO LEARN THAT SOME OF YOUR COURSES ARE CLASSIFIED TOP SECRET BY THE GOVERNMENT!

OH, WHAT INTERESTING SUN-GLASSES! I'VE NEVER SEEN THAT TYPE...

NO! DON'T TOUCH THEM!! I-I'M SORRY, MA'AM... IT'S JUST THAT I HAVE A SLIGHT EYE INFECTION! I'M SURE YOU UNDERSTAND!



MUST CHANGE THE SUBJECT QUICKLY, LEST WE AROUSE THEIR SUSPICIONS!

WE'D ENJOY SHOWING YOU OUR BUILDING, MR. AND MRS. GREY! THIS IS OUR GYM! WE'RE GETTING NEW EQUIPMENT NEXT WEEK!

OH, I WONDERED WHY IT WAS SO EMPTY!

CLEVER OF HANK! HE COULDN'T VERY WELL ADMIT THAT THIS IS OUR DANGER ROOM, WHERE WE TRAIN!



AND NOW, IF YOU'D LIKE TO SEE OUR LUNCHROOM, AND STUDY HALL...

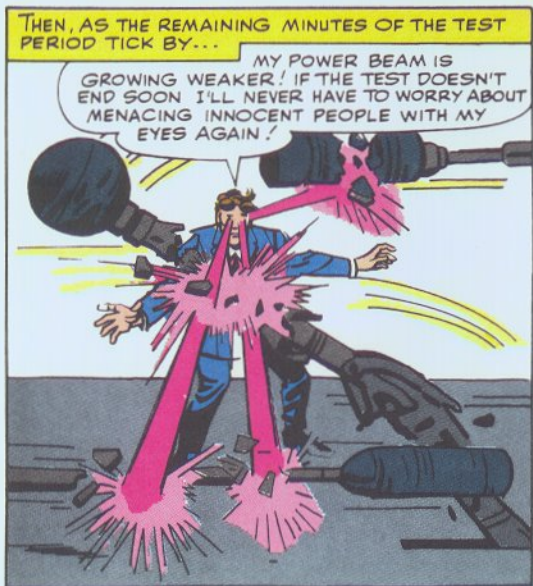
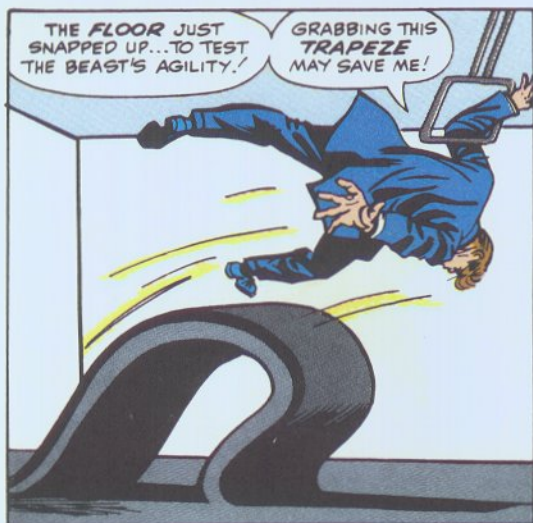
WAIT!! DON'T SHUT THAT DOOR!

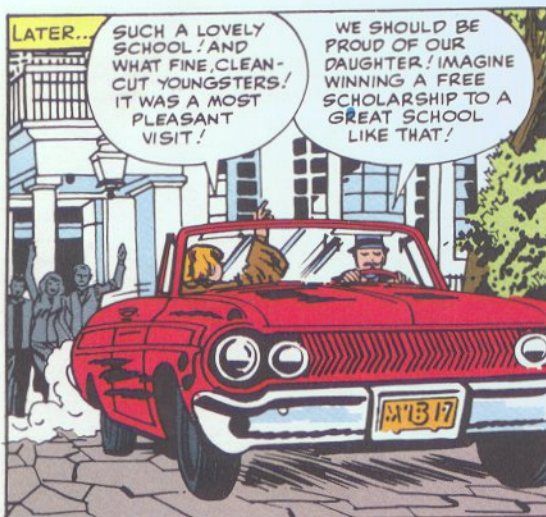
TOO LATE! THEY FORGOT ABOUT ME! THE DOOR'S TIME LOCK HAS ME TRAPPED INSIDE!

BUT THE "DANGER APPARATUS" IS SET ON AUTOMATIC! THAT MEANS THE TESTING DEVICES WILL BEGIN TO OPERATE ANY SECOND!

THEY'VE STARTED! IT WAS THE BEAST'S TRAINING PERIOD NEXT! THESE ARE HIS SPECIAL SURVIVAL PROBLEMS! CAN I HANDLE THEM?



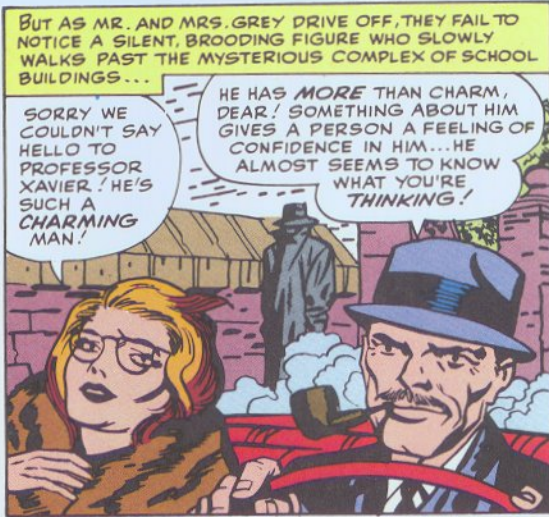




LATER...

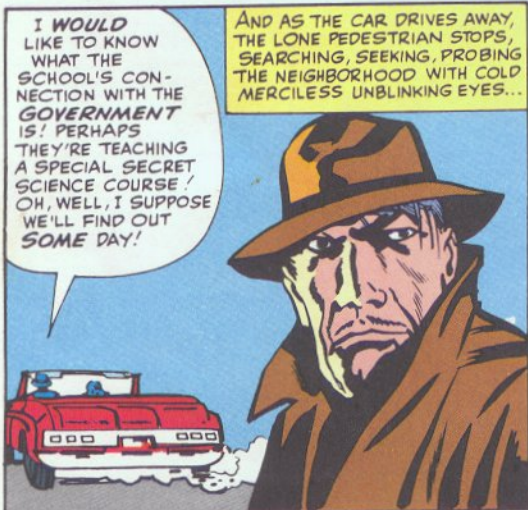
SUCH A LOVELY SCHOOL! AND WHAT FINE, CLEAN-CUT YOUNGSTERS! IT WAS A MOST PLEASANT VISIT!

WE SHOULD BE PROUD OF OUR DAUGHTER! IMAGINE WINNING A FREE SCHOLARSHIP TO A GREAT SCHOOL LIKE THAT!



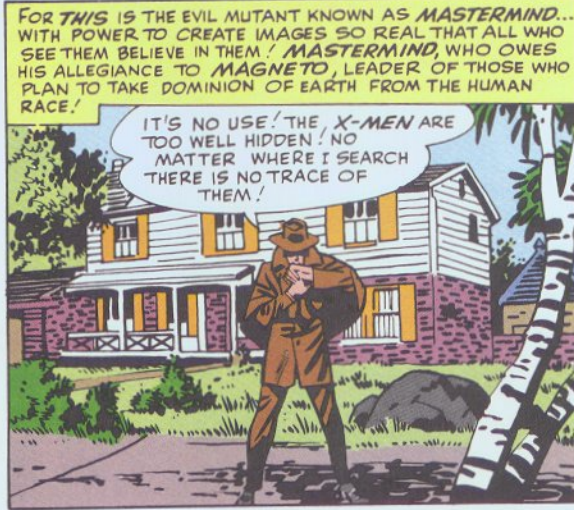
SORRY WE COULDN'T SAY HELLO TO PROFESSOR XAVIER! HE'S SUCH A CHARMING MAN!

HE HAS MORE THAN CHARM, DEAR! SOMETHING ABOUT HIM GIVES A PERSON A FEELING OF CONFIDENCE IN HIM... HE ALMOST SEEMS TO KNOW WHAT YOU'RE THINKING!



I WOULD LIKE TO KNOW WHAT THE SCHOOL'S CONNECTION WITH THE GOVERNMENT IS! PERHAPS THEY'RE TEACHING A SPECIAL SECRET SCIENCE COURSE! OH, WELL, I SUPPOSE WE'LL FIND OUT SOME DAY!

AND AS THE CAR DRIVES AWAY, THE LONE PEDESTRIAN STOPS, SEARCHING, SEEKING, PROBING THE NEIGHBORHOOD WITH COLD MERCILESS UNBLINKING EYES...



FOR THIS IS THE EVIL MUTANT KNOWN AS MASTERMIND... WITH POWER TO CREATE IMAGES SO REAL THAT ALL WHO SEE THEM BELIEVE IN THEM! MASTERMIND, WHO OWES HIS ALLEGIANCE TO MAGNETO, LEADER OF THOSE WHO PLAN TO TAKE DOMINION OF EARTH FROM THE HUMAN RACE!

IT'S NO USE! THE X-MEN ARE TOO WELL HIDDEN! NO MATTER WHERE I SEARCH THERE IS NO TRACE OF THEM!



THEN, OPERATING A SMALL MAGNETIC DEVICE ON HIS WRIST, MASTER-MIND CONTACTS HIS LEADER...

RESULTS STILL NEGATIVE. MAGNETO! AWAITING FURTHER ORDERS!

RETURN AT ONCE! WE SHALL TRY A DIFFERENT PLAN! THAT IS ALL!



THEN, MOMENTS LATER, IN A LONELY FIELD...

IT'S LUCKY THAT ALL OF MAGNETO'S PLANES OPERATE ON MAGNETIC ENERGY! THERE'S NO CHANCE OF ANYONE HEARING THEM!



TAKE ME BACK TO HEAD-QUARTERS, QUICKSILVER! I HAVE DECIDED TO RETURN!

YOU DON'T FOOL ME, MASTERMIND! I WAS TUNED IN TO YOUR WAVELENGTH! IT WAS MAGNETO WHO DECIDED... AS ALWAYS!

MINUTES LATER, THE SILENT SHIP REACHES A JAGGED ASTEROID, CIRCLING THE EARTH! BUT, UPON DRAWING NEAR, WE SEE THAT IT IS MORE THAN JUST A SIMPLE ASTEROID... MUCH, MUCH MORE!

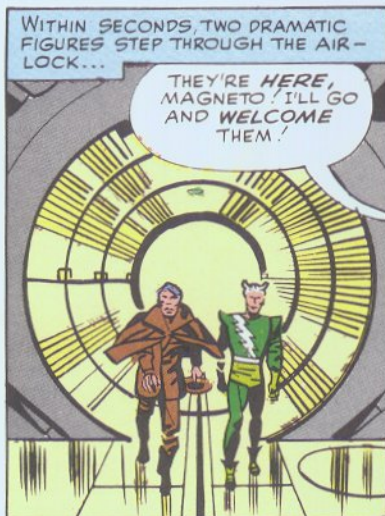
QUICKSILVER TO
ASTEROID M / REQUEST
PERMISSION TO LAND!
OVER!

ASTEROID M TO QUICK-
SILVER! PERMISSION
GRANTED! FOLLOW
LANDING PLAN B!



WITHIN SECONDS, TWO DRAMATIC FIGURES STEP THROUGH THE AIR-LOCK...

THEY'RE HERE,
MAGNETO! I'LL GO
AND WELCOME
THEM!



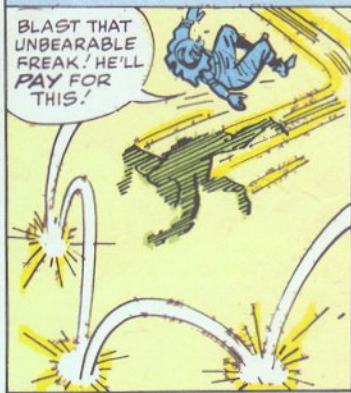
LOOK
OUT!
IT'S THAT
BRAINLESS
TOAD!

DID YOU FIND THEM?
DID YOU DESTROY THE
X-MEN? TELL ME,
TELL ME!!



MOVING AT DAZZLING SPEED, THE
MUTANT CALLED QUICKSILVER
EASILY AVOIDS THE TOAD'S UN-
ORTHODOX "GREETING," BUT
THE SLOWER-MOVING MASTER-
MIND IS NOT SO FORTUNATE!

BLAST THAT
UNBEARABLE
FREAK! HE'LL
PAY FOR
THIS!



AT A SINGLE GESTURE FROM THE ANGRY MUTANT,
AN IMAGE IS CREATED! AN ILLUSION WHICH SEEMS
SO REAL THAT IT STOPS THE TOAD IN HIS TRACKS!

C-CAN'T MOVE!
I'M ALL WRAPPED
UP IN A HEAVY
CLOTH! GET ME
OUT OF HERE!!
HELP!!



THEN, AS THE TOAD'S HYSTERICAL CRY REACHES
THE EARS OF ... MAGNETO...

MASTERMIND!!
DISPEL YOUR ILLUSION!
INSTANTLY! AT THE
COMMAND OF
MAGNETO!!





THERE, IT'S GONE!
BUT WARN YOUR
BRAINLESS STOOGE
THAT I WON'T BE SO
GENTLE NEXT TIME!

DON'T LET
HIM GET
AWAY WITH
THAT, MASTER!
PUNISH HIM!
**PUNISH
HIM!**

**SILENCE, BOTH
OF YOU!! WE
HAVE MORE
IMPORTANT
PROBLEMS
THAN YOUR OWN
PETTY BICKER-
ING!**



AFTER WEEKS OF SEARCHING, WE HAVE STILL FOUND
NO TRACES OF OUR MORTAL ENEMIES, THE X-MEN!

IT'S **THEIR**
FAULT! THEY'RE
ALL **FAILURES!**
ONLY **I** AM
TRULY LOYAL
TO YOU,
MASTER!

YOU SAID YOU HAD A **NEW**
PLAN! WHAT IS IT?



I WILL TELL YOU IN MY OWN
GOOD TIME! MEANWHILE,
YOU BE SILENT, DO YOU
UNDERSTAND, TOAD??

Y-YES, MASTER!
WHATEVER YOU
SAY, MAGNETO!



**I SAY
FORGET
THE X-MEN!**
WE ESCAPED
THEM ONCE...
THEY WON'T
BOTHER
US AGAIN!

I AGREE WITH
MY BROTHER,
QUICKSILVER!
WE SHOULD...

**QUIET! REMEMBER
YOUR PLACE!! NOT
EVEN THE SCARLET
WITCH NOR QUICK-
SILVER CAN DICTATE
TO MAGNETO! I
ALONE MAKE THE
DECISIONS FOR
OUR BAND!**



SO LONG AS THE X-MEN LIVE...
SO LONG AS THEY ARE SWORN
TO PROTECT MANKIND... THEN WE
ARE NEVER TRULY SAFE! ONLY
THEY STAND BETWEEN US AND
THE CONQUEST OF THE HUMAN
RACE!



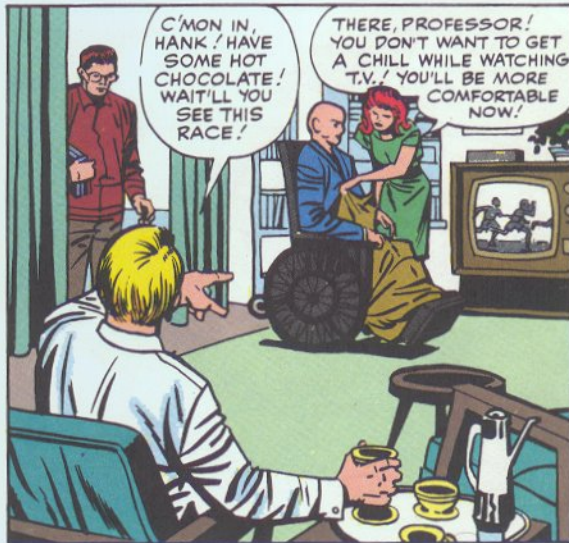
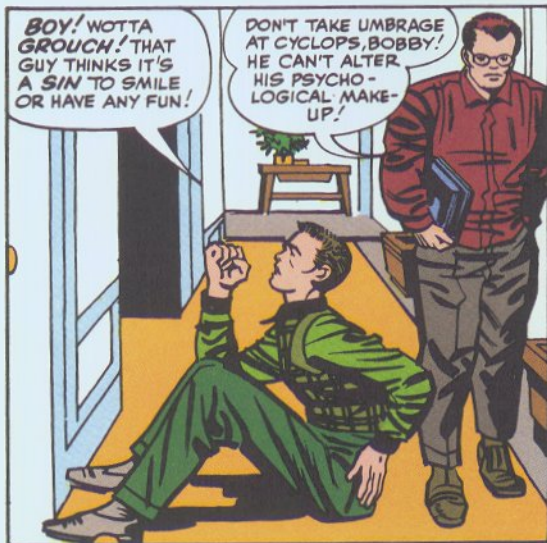
AND REMEMBER... THE
HUMANS ARE YOUR SWORN
ENEMIES! THEY WOULD
DESTROY YOU IF THEY
COULD!

WE REMEMBER!
YOU NEVER LET
US FORGET THAT,
DO YOU?



**NEVER!! AND NOW
FOR MY PLAN! I
SHALL USE THE
TOAD TO TRAP
THE X-MEN! COME
HERE, YOU
SNIVELLING
DOLT!**

**ME,
MASTER?
WH-WHAT
DO YOU
WANT ME
TO DO?
TELL ME...!**



THERE!! THERE HE GOES!! LOOK AT THAT!! DID YOU EVER SEE ANYTHING LIKE IT?? HE'S BEEN WINNING EVERY EVENT BY **HOPPING** OVER THE OTHERS!



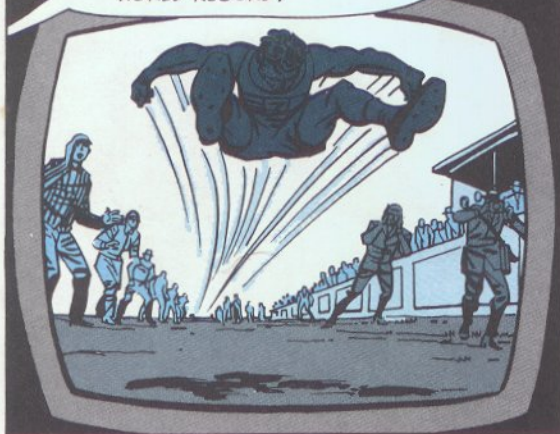
A FEW MINUTES LATER...

YOU'RE **RIGHT**, WARREN! IT'S **UNCANNY**! NO NORMAL PERSON COULD MAKE A LEAP LIKE **THAT**!!

LOOK AT THE **CROWD**! THEY CAN'T BELIEVE THEIR EYES! EVEN THE PEOPLE ON THE **FIELD** ARE **INCREPULOUS**!



HE'S COMPETING IN EVERY EVENT! **WOW!!** A BROADJUMP LIKE **THAT** WILL MORE THAN **DOUBLE** THE WORLD RECORD!



OKAY...TELL ME! ARE YOU THINKING WHAT **I'M** THINKING??

OF COURSE! THERE'S NO OTHER ANSWER! HE'S A **MUTANT**...LIKE WE ARE! HE **HAS** TO BE!



AND LOOK AT THE **CROWD**! THEY'RE LIVID WITH RAGE! JUST LIKE PROFESSOR X ALWAYS WARNED US...NORMAL HUMANS FEAR AND DISTRUST ANYONE WITH SUPER-MUTANT POWERS!

THEY'RE CALLING HIM "**FAKE**"! THEY FEEL IT MUST BE A **TRICK** OF SOME SORT...THEY WANT TO BELIEVE THAT...IT MAKES THEM FEEL LESS INFERIOR!



WE CAN'T JUST LEAVE HIM THERE TO FACE THE WRATH OF THE MOB ALONE! SHUT OFF THE SET! LET'S **MOVE**!

HANK'S **RIGHT**! IF HE'S A FELLOW MUTANT, WE'VE GOT TO **HELP** HIM!

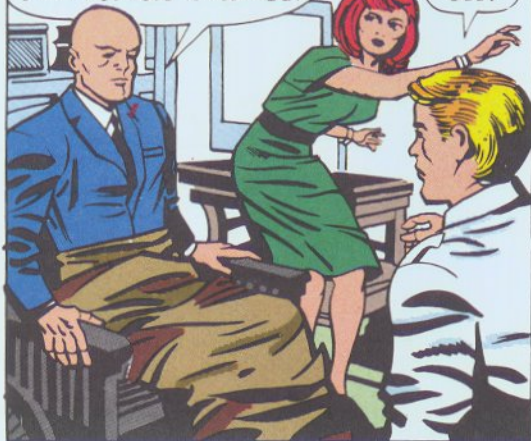
WE'VE GOT TO HELP **ANYONE** WHO'S IN TROUBLE! THAT'S OUR OATH!



BUT WHAT ABOUT THE **PROFESSOR**??

DON'T WORRY ABOUT ME, MY DEAR. I'LL BE ALL RIGHT HERE! JUST REMEMBER... I CAN'T FOLLOW YOU MENTALLY! I WON'T BE ABLE TO HELP YOU!

WE'LL DO OKAY, SIR! WE'LL MAKE YOU PROUD OF US... YOU'LL SEE!



MEANWHILE, AT THE STADIUM NEARBY, THE MOB GROWS ANGRIER BY THE MINUTE...

THE RACES WERE ALL **PHONY**! LET'S TEACH THAT FRAUD HE CAN'T TRICK US!!



WE'LL MAKE HIM TELL US HOW HE DID IT! IT HAS TO BE SOME KIND OF **HOAX**!

THEN, JUST AS THE SHOUTING CROWD IS ABOUT TO CLOSE IN ...

HEY! WHA...??

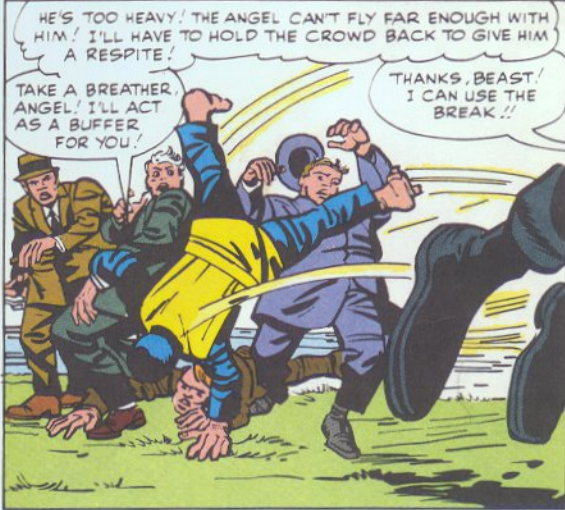
DON'T SQUIRM, FELLA! YOU'RE HEAVY ENOUGH!



HE'S TOO HEAVY! THE ANGEL CAN'T FLY FAR ENOUGH WITH HIM! I'LL HAVE TO HOLD THE CROWD BACK TO GIVE HIM A RESPITE!

TAKE A BREAKER, ANGEL! I'LL ACT AS A BUFFER FOR YOU!

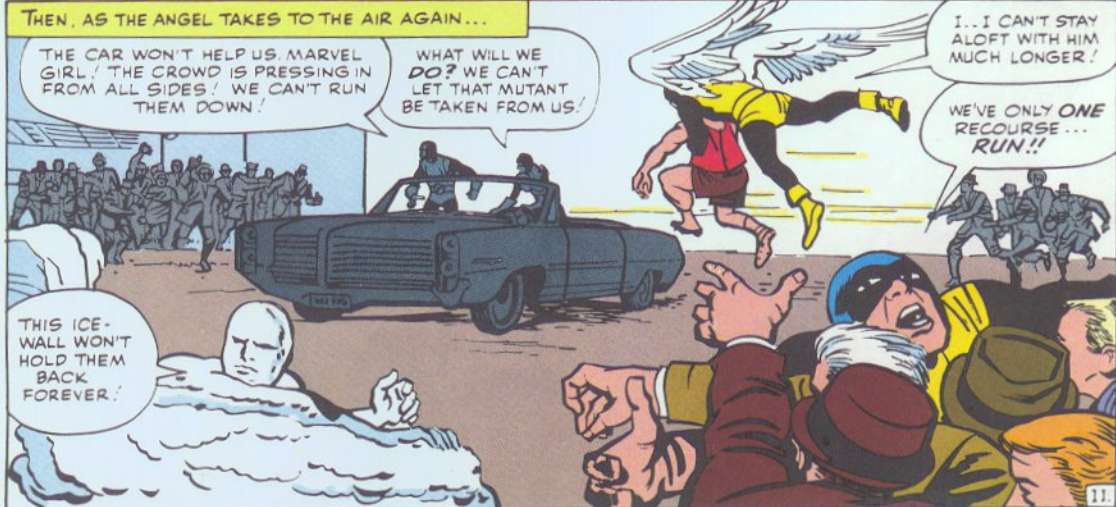
THANKS, BEAST! I CAN USE THE BREAK!!



THEN, AS THE ANGEL TAKES TO THE AIR AGAIN...

THE CAR WON'T HELP US. MARVEL GIRL! THE CROWD IS PRESSING IN FROM ALL SIDES! WE CAN'T RUN THEM DOWN!

WHAT WILL WE DO? WE CAN'T LET THAT MUTANT BE TAKEN FROM US!

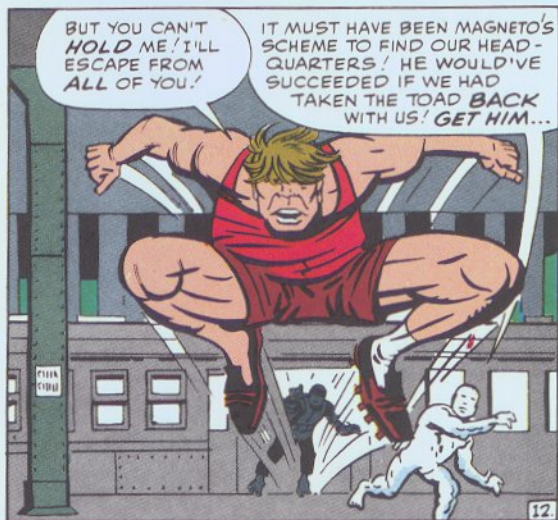


I... I CAN'T STAY ALOFT WITH HIM MUCH LONGER!

WE'VE ONLY **ONE** RECOURSE... **RUN!!**

THIS ICE-WALL WON'T HOLD THEM BACK FOREVER!

SEEING THE STRANGE, COLORFUL FIGURES RACING TOWARDS THEM, THE CROWD FALLS BACK FOR A MOMENT IN SHOCK, GIVING THE X-MEN AND THEIR FELLOW MUTANT A CHANCE TO GET CLEAR...





AT A GESTURE FROM THE EVIL MUTANT, ONE OF THE HEAVY IRON TRAIN GATES RISES ABOVE THE SPEECHLESS CROWD...



... AND RACES THROUGH THE AIR, TRAPPING THE ANGEL WITHIN A QUICKLY-FORMED IRON CAGE!



HOLD ONTO THE TOAD, CYCLOPS! I'LL GET UNDER THE ANGEL AND TRY TO WREST THOSE IRON BARS FROM HIM WHEN HE FALLS!

BE CAREFUL, BEAST! ONLY **MAGNETO** COULD BE RESPONSIBLE FOR ALL THIS ... AND WE'VE NEVER FOUGHT HIM BEFORE WITHOUT THE HELP OF PROFESSOR X!!



BUT, THERE ARE STILL MORE EVIL MUTANTS TO CON-TEND WITH... SUCH AS THE **SCARLET WITCH**, WHO DIRECTS HER INCREDIBLE **HEX POWER** AT A MAN STANDING NEAR THE ONRUSHING BEAST...



HEY! WH-WHAT MADE MY SUITCASE SNAP OPEN THAT WAY???

LOOK OUT! CAN'T STOP MYSELF... OOF!!

MEANTIME, **MASTERMIND** HAS CHOSEN THE **ICEMAN** AS HIS SPECIAL TARGET...

HOLY SMOKE... A DOZEN **MASTERMINDS** SURROUNDING ME! IT MUST BE AN ILLUSION! BUT HOW DO I KNOW WHICH ONE IS **REAL**??



WELL, THERE'S **ONE** WAY TO FIND OUT! I'LL MAKE MYSELF AN **ICE CLUB**... TAKE A SWING, AND SEE WHO FALLS!!!



BUT, BEFORE THE **ICEMAN** CAN COMPLETE HIS ATTACK, HE IS ENGULFED BY A CLINGING CLOUD WHICH SEEMS TO STIFLE HIS MOVEMENTS...

EVEN THOUGH I KNOW IT'S ANOTHER ILLUSION, IT'S BLINDING ME JUST AS MUCH AS IF IT WERE **REAL**!



BUT THEN, **MARVEL GIRL** DRAMATICALLY ENTERS THE FRAY...

I'LL KEEP YOU SO BUSY THAT YOU WON'T HAVE **TIME** FOR ANY MORE ILLUSIONS, **MASTER-MIND**!

NO!! DON'T LET ME **FALL**!



BUT THEN, THINGS HAPPEN WITH DAZZLING SPEED! THE LIGHTNING-SWIFT **QUICKSILVER** ATTACKS **CYCLOPS** FROM BEHIND, FREEING THE **TOAD**! SHOCKED, **MARVEL GIRL** TURNS AWAY FROM **MASTERMIND** TO COME TO **CYCLOPS**' AID...

RUN, TOAD! I'LL HANDLE **CYCLOPS**!!

OH, NO! I MUSTN'T LET **CYCLOPS** BE INJURED!!

HAN! I'M SAFELY FREE OF THE OF THE GIRL'S POWER!

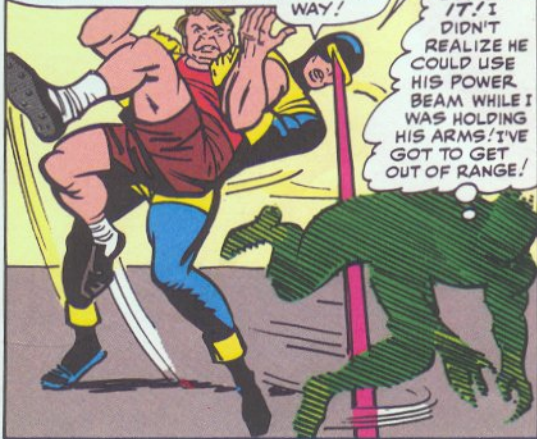


BUT **CYCLOPS** IS FAR LESS HELPLESS THAN IT WOULD APPEAR...

DON'T WORRY ABOUT ME, **MARVEL GIRL**! I'M NOT LETTING GO OF THE **TOAD**! AND **QUICKSILVER** WON'T HANG AROUND WHEN I AIM MY **POWER BEAM** HIS WAY!

KEEP YOUR EYE ON HIM! WATCH WHERE HE RUNS!

BLAST IT! I DIDN'T REALIZE HE COULD USE HIS **POWER BEAM** WHILE I WAS HOLDING HIS ARMS! I'VE GOT TO GET OUT OF RANGE!



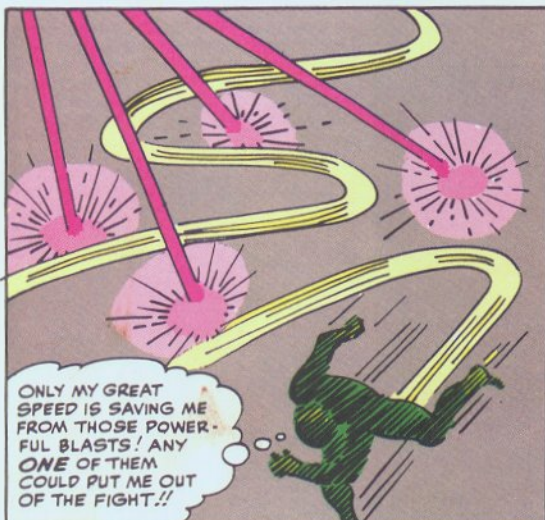
HOWEVER, WHILE THE **X-MEN** WORRY ABOUT THE SAFETY OF EACH OF THEIR MEMBERS, THINGS ARE QUITE DIFFERENT AMONG **MAGNETO'S EVIL MUTANTS**!!

FORGET THE **TOAD**! RUN! WE HAVE THE **ANGEL**! I'LL SWAP HIM FOR THAT HIGH-JUMPING FOOL ANY DAY!

QUICKSILVER! HURRY... FOLLOW US!



ONLY MY GREAT SPEED IS SAVING ME FROM THOSE POWERFUL BLASTS! ANY ONE OF THEM COULD PUT ME OUT OF THE FIGHT!!



THEY'VE ABDUCTED THE **ANGEL**!

USING HIM AS A **HOSTAGE**, **MAGNETO** WILL HAVE AN INSURMOUNTABLE ADVANTAGE OVER US!



THE **BEAST** IS GAINING ON US! QUICK, **MASTERMIND**... WE NEED AN ILLUSION!

HE'LL NEVER REACH US! I'LL STOP HIM WITH... THIS...



AT THAT VERY INSTANT, A CHARGING RHINOCEROS SEEMS TO COME HURTLING THROUGH THE ASTONISHED CROWD ... A WILD BEAST WHICH EXISTS ONLY IN THE IMAGINATIONS OF THOSE AFFECTED BY MASTERMIND'S UNCANNY POWER...

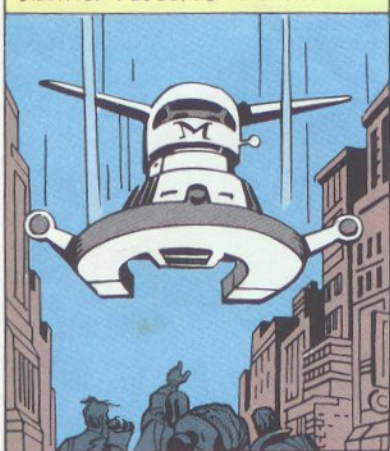


THE CROWD IS **PANICKING!** I CAN'T GET PAST WITHOUT INJURING SOMEONE! **MARVEL GIRL!** CAN YOU LIFT ME OVER THEM VIA TELEKINESIS??

I'LL **TRY!** OHHH, NO... YOU'RE TOO HEAVY! CAN'T LIFT YOU FAR ENOUGH!



MEANTIME, OUTSIDE THE TERMINAL, A MAGNETICALLY-POWERED SHIP SILENTLY DESCENDS TO EARTH...



AND BY THE TIME THE CROWD WITHIN HAS DISPERSED...

THEY'RE GETTING AWAY!!



I COULDN'T REACH THEM IN TIME! THEY'VE ABDUCTED THE ANGEL! I'VE **FAILED!!**

DON'T REPROACH YOURSELF, BEAST! WE'RE **ALL** TO BLAME! BUT THE BATTLE ISN'T OVER YET!



A SHORT TIME LATER, AT MAGNETO'S ASTEROID, ORBITING ABOVE THE EARTH...

TELL ME WHERE THE X-MEN'S HEADQUARTERS IS, ANGEL! ONCE I FIND PROFESSOR X, I'LL SET YOU FREE!

I'LL TELL YOU ONLY **ONE** THING, MISTER... DON'T HOLD YOUR BREATH WAITING FOR ME TO CRACK!



YOU YOUNG FOOL! DO YOU THINK I'LL LET YOU THWART ME **NOW**? ONLY **DEATH** WILL FREE YOU FROM ME! YOU'LL **HAVE** TO TALK!

MAGNETO! YOU CAN'T MEAN THAT! YOU NEVER TOLD ME THAT WE WOULD EVER DESCEND TO **MURDER!!**



SPARE ME YOUR WEAK WHIMPERINGS, GIRL! I WILL STOP AT **NOTHING** TO ACHIEVE MASTERY OF EARTH...AND ONLY THE **X-MEN** STAND IN MY WAY!

I'VE GOT TO HOLD OUT! NO MATTER **WHAT** HE DOES TO ME, I MUSTN'T BETRAY THE OTHERS! NOT EVEN IF I PAY FOR MY SILENCE WITH MY **LIFE!!**

IN THE MOMENTS THAT FOLLOW, MAGNETO SUBJECTS THE TIGHT-LIPPED ANGEL TO HIS OWN UNIQUE FORM OF BRAINWASHING!

THOSE FLASHING LIGHT BEAMS WON'T HARM HIM PHYSICALLY, BUT THEY'LL PREVENT HIM FROM RESTING SO LONG AS HE'S HERE!

AND IT'S ONLY A MATTER OF TIME BEFORE THOSE HIGH-PITCHED SIRENS BECOME SO UNBEARABLE TO HIS EARS THAT HE'LL TELL ME **ANYTHING** I WANT TO KNOW!

FLYING TO THE CEILING WON'T HELP YOU, ANGEL! I CAN SEAL MY DEVICES BEHIND THAT METAL DOOR WHILE THE NOISE CONTINUES UNABATED!

I MUSTN'T WEAKEN! NO MATTER **WHAT...** I MUSTN'T WEAKEN!

AND AS THE HOURS TICK SLOWLY BY...

WHAT MANNER OF MAN IS THE ANGEL? WHAT IS THE SECRET OF PROFESSOR X'S TRAINING?? WHY CAN'T I BREAK HIS WILL?? WHY DOES HE RESIST ME ???

MEANWHILE, AT A DESERTED PIER ON THE EAST RIVER...

WE CAN'T SET THE TOAD FREE...BUT WE CAN'T TAKE HIM TO OUR HQ, IN CASE MAGNETO IS SCANNING US WITH SOME SORT OF MAGNETIC SPY DEVICE!

LOOK! SOMETHING SEEMS TO BE **WRONG** WITH HIM! SEE HOW HE'S TREMBLING!

I'VE GOT TO RETURN TO MAGNETO! I MUST RETURN!

HE KEEPS MUMBLING TO HIMSELF...

IT'S ALMOST AS THOUGH HE'S IN A VIRTUAL TRANCE! HE SEEMS OBLIVIOUS TO OUR PRESENCE... LIKE A MAN POSSESSED!!

LET'S LEAVE HIM ALONE! LET HIM TALK! WE'LL SEE WHAT HE DOES! IF IT'S NOT A TRICK, HE MAY LEAD US TO MAGNETO!

MAGNETO! I'VE GOT TO RETURN TO MAGNETO! SOMETHING IS **LEADING** ME TO HIM! I CANNOT RESIST!

DON'T LET HIM GO TOO FAR FROM US! IT MAY BE A **RUSE!** WE CAN'T AFFORD TO BE **DUPED!**

EASY, BEAST! HE WON'T GET AWAY FROM US!

GOSH, HE'S LIKE A GUY IN A **TRANCE!** IT'S REAL CREEPY!







THE ASTEROID ACTS LIKE IT'S ALIVE! WE'VE GOT TO HELP MARVEL GIRL!

IT'S **MAGNETO!** HE'S CONTROLLING EVERY BIT OF METAL THROUGH HIS AMAZING MENTAL POWERS! WE'VE GOT A FIGHT ON OUR HANDS!



THEN, AS IF TO PROVE THE BEAST'S WORDS, TINY FLAME JETS SHOOT OUT TOWARDS ICEMAN, BEGINNING TO MELT HIS PROTECTIVE COATING OF ICE!

WHERE'S THIS COMING FROM??

QUICK! HURL YOUR ICE BOLTS AT THE WALL... NOW!!



THE ICEMAN OBEYS INSTINCTIVELY, AND IN THE NEXT SECOND...

YOU **DID** IT! YOU FROZE THE FLAME JETS! I COMMEND YOU, MY FRIGID FRIEND!!

AND I THANK YOU, OL' BOOKWORM BUDDY!



DON'T WORRY, PRETTY PARTNER! I'LL FREE YOU FROM THOSE GIZMOS BY COATING 'EM WITH ICE AND CRYSTALLIZING THEM... LIKE THIS!



AND I'LL HAVE THAT PIECE OF METAL OFF YOU IN A TRICE, CYCLOPS! JUST EXCUSE MY DISHPAN HANDS, IF YOU WILL!



THEY'VE ESCAPED ALL MY TRAPS, BUT IT WILL DO THEM NO GOOD! AT THE PRESS OF A BUTTON, I'LL SEAL THEM IN THAT SECTION...



AND NOW, I'LL BLAST THEM RIGHT OUT OF THE AIR LOCK! FAREWELL, X-MEN...

NO, MAGNETO!! YOU CAN'T! YOU **MUSTN'T!**



BAH! DO YOU THINK YOUR WEAK WORDS CAN SWAY MAGNETO?!

WHA...?! YOU WITCH! YOU PUT A HEX ON MY CONTROL PANEL! YOU'VE SHORT-CIRCUITED IT!!



YOU **DARE** DEFEY THE WILL OF MAGNETO?! I'LL TEACH YOU A LESSON THAT...

YOU'LL DO NOTHING TO MY SISTER WHILE QUICKSILVER LIVES!





HOLD IT, HANK! LET ME TRY IT... MY WAY! I CAN MENTALLY HURL ONE OF THESE HEAVY CHEMICAL TANKS AT THE GLASS WITH EVEN GREATER FORCE!!



YOU DID IT! HE CAN EXTRICATE HIMSELF NOW!



I KNEW YOU'D FREE ME!! BUT YOU'RE IN GRAVE PERIL! MAGNETO CAN TURN THIS ENTIRE ASTEROID INTO ONE GIANT DEATH TRAP!!

THE SUSPICION IS BEGINNING TO DAWN ON US THAT HIS MOTIVES ARE NOT THE FRIENDLIEST!



BUT, PERHAPS WE CAN INSTILL SOME OF THE MILK OF HUMAN KINDNESS IN HIS... SAY! WHAT HAVE WE HERE??!

DON'T LET IT THROW YOU! IT MUST BE ONE OF MASTER-MIND'S IMAGES... WATCH! I'LL PROVE IT!!



AND, NOW, TALL, DARK, AND GRUESOME, WE'VE GOT A LITTLE SETTLING UP TO DO, SO WE MIGHT AS WELL GET STARTED!

HURRY, MASTERMIND... DON'T LET HIM GET YOU! TOO BAD YOU CAN'T HOP AWAY FROM YOUR ENEMIES LIKE THE TOAD!

NO! NO! STAY BACK!



BUT THE SOUNDS OF CONFLICT HAVE REACHED MAGNETO'S EARS, AND SO...

STOP YOUR WHINING, MASTERMIND! MY DART GRENADE WILL SAVE YOU!



X-MEN! LOOK OUT! IT EXPLODED INTO A THOUSAND FLYING DARTS!!



THEY'RE FASTER THAN I THOUGHT! THEY ALL SAVED THEMSELVES BY TAKING COVER! BUT AT LEAST I SLOWED THEIR ATTACK!

WAIT!! THAT RUMBLING SOUND!! CAN IT BE WHAT I THINK??!



IT IS!! THE ASTEROID IS BREAKING UP!! DURING THE BATTLE SOMEONE MUST HAVE BRUSHED AGAINST SOME OF THE DETONATE BUTTONS!! BUT, I SHALL TURN THIS TO MY ADVANTAGE!



SAVE ME, MAGNETO! I DON'T WANT TO DIE!

SILENCE, TOAD! IT IS THE X-MEN WHO SHOULD BE FEARFUL! THEY'RE THE ONES WHO ARE DOOMED!



FIRST, WE MUST GET THEM TOGETHER, ON THE OTHER SIDE OF THE AIR LOCK!

AHH, THERE'S CYCLOPS! I'LL START WITH HIM!



NOW! BEFORE HE CAN USE HIS POWER BEAM!!

FORGIVE ME FOR ATTACKING YOU FROM BEHIND, BUT WE DON'T FIGHT BY ANY RULES!



THERE! STAY BEHIND THE AIR CHAMBER WITH YOUR WRETCHED PARTNERS! I LEAVE YOU TO EMPTY SPACE!!

MAGNETO, NO!! YOU'RE MAKING A MISTAKE!

IT'S NO USE, TOAD! HE DOESN'T HEAR YOU!



THE X-MEN AREN'T BEHIND THE AIR LOCK! THEY'RE STILL IN THIS SECTION WITH US!

THEN WE'LL FINISH THEM LATER! AT LEAST THE CYCLOPS WILL NEVER BOTHER US AGAIN!



BUT THE X-MEN NEVER DESERT ONE OF THEIR OWN, AND SO...

I'VE GOT TO FLY TO SCOTT BEFORE THAT SECTION CRUMBLES BENEATH HIM AND HE PLUNGES TO EARTH!

WAIT! I'LL HELP YOU!



THERE! I FASHIONED A TUBULAR ICE BRIDGE FOR YOU... IT'LL PROTECT YOU BOTH FROM THE BITTER COLD OUT THERE!!



SCOTT! SCOTTY BOY!
DO YOU HEAR ME? I'M
COMING, FELLA! HANG ON!



Y-YOU WERE
JUST IN TIME,
WARREN! THE
FRAGMENT
WAS CRUMBLING...
I COULD JUST
BARELY KEEP
FROM FALLING!!

YOU'RE OKAY,
NOW, PARTNER!
BUT WE'RE
STILL NOT IN
THE CLEAR!
BOTH
SECTIONS ARE
STARTING TO
SPLIT APART!



SECONDS AFTER THE X-MEN AGAIN
JOIN FORCES, THE SATELLITE, ALREADY
WEAKENED BY THE STRESSES IT HAS
UNDERGONE, BREAKS FREE OF ITS
ORBIT IN ONE FINAL EXPLOSION!



BUT, BEFORE DRIFTING OUT INTO AIR-
LESS SPACE, IT LAUNCHES A
SILENT, MAGNETICALLY-POWERED
ESCAPE SHIP... CONTAINING FIVE
WEARY BUT TRIUMPHANT X-MEN!

NOT A
SECOND
TOO
SOON!!



THEN, AS
THE TEEN-
AGERS
REACH
SAFETY...

MAGNETO
AND HIS
MUTANTS
MUST
STILL
BE UP
THERE...
IT'S
RETURN-
ING FOR
THEM!

IT'S
RISING
AGAIN...BY
REMOTE
CONTROL!



MAGNETO
CAN CONTROL
ITS COURSE
MENTALLY!
THERE'S NO
TELLING
WHERE
HE'LL LAND!

IF THE EVIL
MUTANTS SURVIVED,
THIS WAS ONLY THE
SECOND ROUND!!
THEY'LL BE MORE
DANGEROUS THAN
EVER!

AND SO WILL WE,
JEAN! WE **PROVED**
OUR METTLE TODAY!
BY OURSELVES!



FINALLY, UPON RETURNING TO THEIR
SCHOOL...

I'LL GIVE THE
PROFESSOR OUR REPORT...

NO **NEED** TO,
SCOTT! I WAS
WITH YOU ALL
THE TIME...
LISTENING TO
YOUR THOUGHTS!

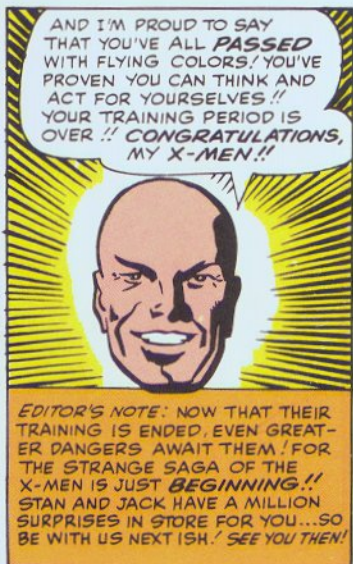
YOU MEAN...
YOU HAVE
YOUR MENTAL
POWER
BACK?!



I NEVER LOST IT! I ONLY
PRETENDED TO. AFTER OUR
FIRST BATTLE WITH THE EVIL
MUTANTS!

BUT...
WHY,
SIR?

REMEMBER, THIS IS
A **SCHOOL!** AND
YOU CAN'T GRADUATE
FROM ANY SCHOOL
WITHOUT PASSING
YOUR FINAL EXAM!
WELL, YOU'VE ALL JUST
TAKEN YOUR FINAL
EXAM... JUST AS
I PLANNED IT!



AND I'M PROUD TO SAY
THAT YOU'VE ALL **PASSED**
WITH FLYING COLORS! YOU'VE
PROVEN YOU CAN THINK AND
ACT FOR YOURSELVES!!
YOUR TRAINING PERIOD IS
OVER!! **CONGRATULATIONS,**
MY X-MEN!!

EDITOR'S NOTE: NOW THAT THEIR
TRAINING IS ENDED, EVEN GREAT-
ER DANGERS AWAIT THEM! FOR
THE STRANGE SAGA OF THE
X-MEN IS JUST **BEGINNING!!**
STAN AND JACK HAVE A MILLION
SURPRISES IN STORE FOR YOU...SO
BE WITH US NEXT ISH! SEE YOU THEN!



MARVEL
COMICS
GROUP 12¢

the X-MEN

APPROVED
BY THE
COMICS
CODE
AUTHORITY

IND.

5
MAY

**ACTION!! SURPRISES!
SUSPENSE!
ALL IN THE MAGNIFICENT
MARVEL MANNER!!**

SEE THE MOST UNUSUAL
TEEN-AGERS OF ALL TIME AT THEIR
FIGHTING BEST, WHEN THEY LEARN:

**"The ANGEL is
TRAPPED!"**



MAGNETO
and his
EVIL MUTANTS,
MORE DANGEROUS THAN EVER,
STRIKE AGAIN!