







AFTER THE SUPER-SOLDIER SERUM THAT KEPT HIM YOUNG AND VITAL WAS NEUTRALIZED, LEAVING HIM AN OLD MAN, STEVE ROGERS PASSED HIS MANTLE AND SHIELD ON TO THE FALCON. NOW, ALLIED WITH STEVE'S ADOPTED SON, THE NEW NOMAD, SAM WILSON IS THE...



CHAPTER THREE

IN THE SCARECROW'S SEWER CATACOMBS, CAPTAIN AMERICA HAS LOCATED HIS PARTNER, NOMAD, AS WELL AS A TRAIN CAR'S WORTH OF FEAR-CRAZED KIDS. BUT CAP'S ALSO BEEN DOSED BY THE SCARECROW'S FEAR GAS... ...AS A MURDER OF CROWS DESCENDS UPON THE PARTY!

> DENNIS HOPELESS with RICK REMENDER - WRITERS MAST & GEOFFO - STORYBOARD ARTISTS SZYMON KUDRANSKI - PENCILER/INKER ANDRES MOSSA - COLORIST VC'S JOE CARAMAGNA - LETTERER SIMONE BIANCHI - COVER ARTIST

TIM SMITH 3 - PRODUCTION MANAGER ARLIN ORTIZ - PRODUCTION JAKE THOMAS - ASSISTANT EDITOR TOM BREVOORT WITH WIL MOSS - EDITORS AXEL ALONSO - EDITOR IN CHIEF JOE QUESADA - CHIEF CREATIVE OFFICER DAN BUCKLEY - PUBLISHER ALAN FINE - EXECUTIVE PRODUCER

CAPTAIN AMERICA CREATED BY JOE SIMON & JACK KIRBY

ALL-NEW CAPTAIN AMERICA: FEAR HIM No. 3, April 2015. Published Monthly except in February by MARVEL WORLDWIDE, INC., a subsidiary of MARVEL ENTERTAINMENT, LLC. OFFICE OF PUBLICATION: 135 West 50th Street, New York, NY 10020. BULK MAIL POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. © 2015 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. All rights reserved. All characters featured in this essue and the distinctive names and likenesses characters, persons, and/or institutions in this magazine with those of any luving or dead persons or institution is intended, and any such similarity which may exist is purely coincidental. \$3.99 per copy in the US. (6ST #R127032852) in the direct market. Canadian Agreement #40686337. Printed in the USA Subscription are IU.S. (doils set). Canada \$42.99. Foreins \$42.99 POSTMASTER: SEND ALL ADDERSS CHANGES TO ALL-NEW CAPTAIN AMERICA: FEAR HIM. C/O MARVEL SUBSCRIPTION PO. BOX 510 LONG ISLAND CITY, NY 11101. TELEPHONE # (888) \$511-5480. FAX # (347) 537-2648, subscriptions@marveLcom. ALAN FINE, EVP - Office of the President, Marvel Worldwide, Inc. and EVP & CIMO Marvel Characters BV: DAN BUCKLY, Publishes & President - Drint, Animation & Digital Divisions; JOE OUESADA, Chief Creative Office; TOM BREVORT, SVP - Office of the President, Marvel Worldwide, Inc. and EVP & CIMO Marvel Characters BV: DAN BUCKLY, Publishes Development, DavID GARRE, SVP of Operations & Logistics; DAN CARR, Executive Director of Publishing Technology. SUSAN, CRESPI, CEIDING Uperations Manager; LEX MORALES, Publishing Operations Manager; STAN LEF, Chairman Emerthies, for information regarding advertishing in MARVEL Concess or on Marvel Com, Reactor of Publishing Technology. SUSAN, DRC FFF, V of Operations Manager; LEX MORALES, Publishing Development, DavID GARRE, Stracutive Director of Publishing: Delate Conces or on Marvel Com, Informations Manager