

THE GUARDIANS OF THE GALAXY is a team of heroes keeping the spaceways safe. But space is not the only place where danger lurks, and now our Guardians of the Galaxy find themselves the...

GUARDIANS OF INFINITY

MILLENNIUM: PART THREE

Rocket, Groot and Drax ran into the Guardians 3000 while investigating a mysterious space structure. After being attacked, the Guardians tumbled through a portal into eleventh-century Earth, and ran into that era's Guardians! The Guardians 1000 have been fighting the Newcomers, residents of the Structure who swarm planets' life forms, remaking them in their image. They've proven indomitable: Charlie-27 and Skytower were captured, and Al-Hasan's power source exploded!

WRITER **DAN ABNETT** PENCILER **CARLO BARBERI**
INKER **WALDEN WONG** COLORIST **ISRAEL SILVA**

GUARDIANS OF THE LOWER EAST SIDE

WRITER **DARRYL 'DMC' MCDANIELS & EDGARDO MIRANDA-RODRIGUEZ**
ARTIST **NELSON FARO DECASTRO**
COLORIST **SOTOCOLOR**

LETTERER **VC'S CORY PETIT**

COVER BY **GARY CHOO** VARIANT COVER BY **JUAN DOE**

ASSISTANT EDITOR **KATHLEEN WISNESKI** EDITOR **JAKE THOMAS**

EDITOR IN CHIEF **AXEL ALONSO** CHIEF CREATIVE OFFICER **JOE QUESADA**
PUBLISHER **DAN BUCKLEY** EXECUTIVE PRODUCER **ALAN FINE**

GUARDIANS OF INFINITY No. 3, April 2016. Published Monthly 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. © 2016 MARVEL. 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. \$4.99 per copy in the U.S. (GST #R127032852) in the direct market; Canadian Agreement #40668537. Printed in the USA. Subscription rate (U.S. dollars) for 12 issues: U.S. \$26.99; Canada \$42.99; Foreign \$42.99. POSTMASTER: SEND ALL ADDRESS CHANGES TO GUARDIANS OF INFINITY, C/O MARVEL SUBSCRIPTIONS P.O. BOX 727 NEW HYDE PARK, NY 11040. TELEPHONE # (888) 511-5480. FAX # (347) 537-2649. subscriptions@marvel.com. ALAN FINE, President, Marvel Entertainment; DAN BUCKLEY, President, TV, Publishing and Brand Management; JOE QUESADA, Chief Creative Officer; TOM BREVOORT, SVP of Publishing; DAVID BOGART, SVP of Operations & Procurement, Publishing; C.B. CEBULSKI, VP of International Development & Brand Management; DAVID GABRIEL, SVP of Print, Sales & Marketing; JIM O'KEEFE, VP of Operations & Logistics; DAN CARA, Executive Director of Publishing Technology; ALEX MORALES, Director of Publishing Operations; SUSAN GRESPI, Editorial Operations Manager; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Jonathan Rheingold, VP of Custom Solutions & Ad Sales, at jrheingold@marvel.com. For Marvel subscription inquiries, please call 888-511-5480. Manufactured between 01/08/2016 and 01/18/2016 by R.R. DONNELLEY, INC., GLASGOW, KY, USA.

TAL EDRA, IRAQ.
1000 AD.



FRIENDS AND FOES





GRIMM! I GAVE YOU LEAVE TO RUN THIS LITTLE ERRAND, BUT I NEED YOU BACK HERE IN EPIC RECORD TIME! MAKE IT QUICK!

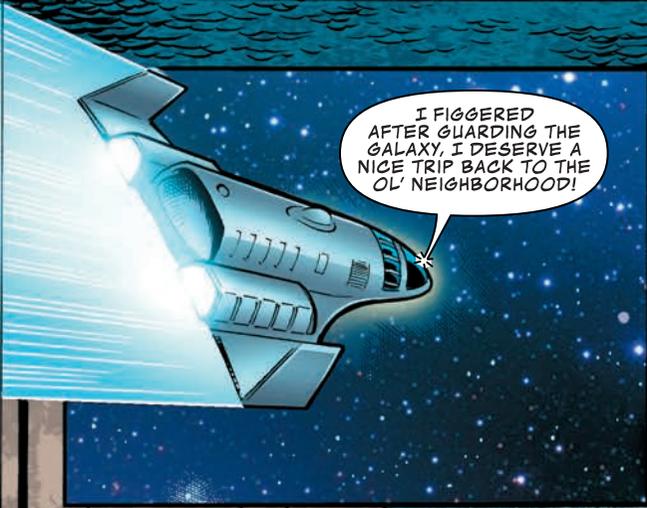
GROOT! MAKE SURE HE DOESN'T WASTE ANY TIME LOOKING FOR CIGARS! YOU KNOW THOSE SMELL HORRIBLE AND GIVE DRAX A RASH!

I AM GROOT!

SURE YOU ARE! I'VE BEEN HEARING YA TELL ME THAT FOR THE LAST HALF-DOZEN LIGHT YEARS!

I AM--

GROOT! OKAY! OKAY! GOOD THING I DIDN'T CHOOSE TO MAKE THIS RUN WITH YA 'CUZ OF YER GOOD LOOKS AND GREAT CONVERSATION!



I FIGGERED
AFTER GUARDING THE
GALAXY, I DESERVE A
NICE TRIP BACK TO THE
OL' NEIGHBORHOOD!



OH, HOW
I'VE LONGED
TO WALK THE
STREETS OF THE
ASPHALT JUNGLE
AGAIN!



I AM
GROOT!

YEAH, IT'S
A BEAUTIFUL
CITY, RIGHT?

I AM
GROOT!!!

