

**MARVEL**

**#39**

**SPIDER-MAN  
vs. DEADPOOL**

**THOMPSON  
TOWE  
PARSONS  
CROSSLEY**



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**BONUS  
DIGITAL  
CONTENT**  
see inside for details



THE GREATEST FIGHT OF YOUR LIFE!



SPIDER-MAN CREATED BY STAN LEE & STEVE DITKO

DEADPOOL CREATED BY ROB LIEFELD & FABIAN NICIEZA



PREVIOUSLY:

JUST A NORMAL DAY FOR SPIDER-MAN AND DEADPOOL. WAKE UP, GET STRANDED IN THE SAVAGE LAND BY THE VILLAINOUS WRECKING CREW AND SWALLOWED BY A GIANT PLANT. MASTER MATRIX, THEIR KIND-OF WARD, WAS THE VERY FIRST LMD, CREATED BY HYDRA AND REPROGRAMMED BY S.H.I.E.L.D. HE IS INCREDIBLY POWERFUL AND WAS STRANDED WITH SPIDEY AND POOL-Y, BUT THEN HE JUST DISAPPEARED. DID HE GO IN SEARCH OF THE WRECKING CREW? THEY STOLE AN ASGARDIAN TELEPORTATION DEVICE THAT THEY USED TO BUILD A DRILL TO DIG UP AN INCREDIBLY DANGEROUS YET VALUABLE STRAIN OF VIBRANIUM. SO... THAT STINKS FOR OUR HEROES. BUT SPIDER-MAN AND DEADPOOL CAN'T REALLY WORRY ABOUT THAT AS THE GIANT MAN-EATING PLANT BEGINS TO DIGEST THEM...

MY TWO DADS



PETER PARKER WAS BITTEN BY AN IRRADIATED SPIDER, GRANTING HIM AMAZING ABILITIES, INCLUDING THE PROPORTIONAL SPEED, STRENGTH AND AGILITY OF A SPIDER, AS WELL AS ADHESIVE FINGERTIPS AND TOES. AFTER LEARNING THAT WITH GREAT POWER, THERE MUST ALSO COME GREAT RESPONSIBILITY, HE BECAME THE WORLD'S GREATEST SUPER HERO! HE'S...

WADE WILSON WAS CHOSEN FOR A TOP-SECRET GOVERNMENT PROGRAM THAT GAVE HIM A HEALING FACTOR ALLOWING HIM TO RECOVER FROM ANY WOUND. FOR A TIME, WADE TRIED TO BE A HERO, THROWING IN WITH THOSE WHO INSPIRED HIM. ALL HE GOT FOR HIS EFFORTS WAS PAIN. NOW, HE'S BACK TO OFFING CHUMPS AND MOUTHING OFF...REGENERATING AND DEGENERATING (MORALLY SPEAKING)...HE'S...

SPIDER-MAN

DEADPOOL

WRITER ROBBIE THOMPSON \* PENCILER JIM TOWE \* INKERS SEAN PARSONS, JIM TOWE & KEITH CHAMPAGNE

COLORISTS ANDREW CROSSLEY & JIM CAMPBELL LETTERER VC's JOE SABINO COVER DAVE JOHNSON

MANNY MEDEROS \* KATHLEEN WISNESKI \* NICK LOWE
TITLE PAGE DESIGNER ASSISTANT EDITOR EDITOR

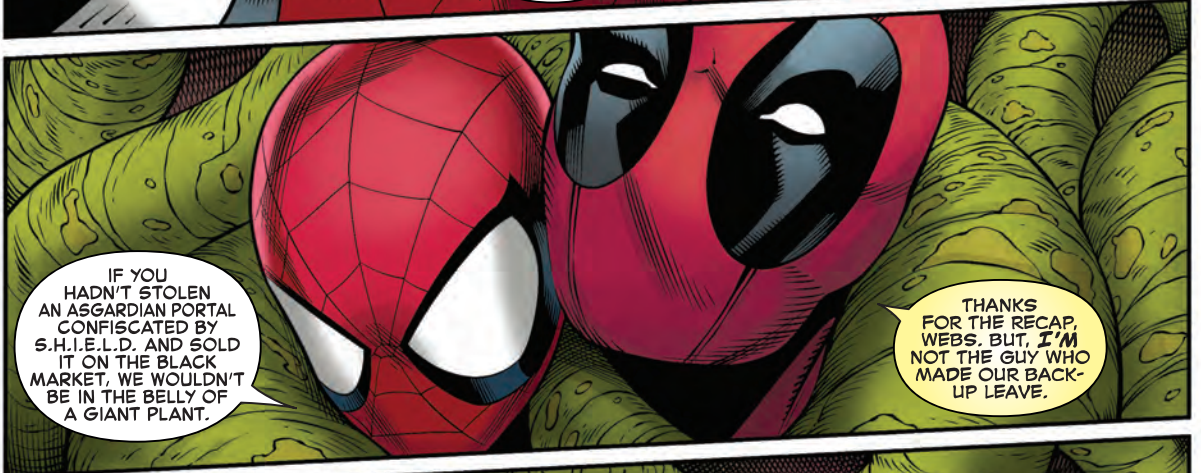
PRESIDENT DAN BUCKLEY \* CHIEF CREATIVE OFFICER JOE QUESADA
EDITOR IN CHIEF C.B. CEBULSKI \* EXECUTIVE PRODUCER ALAN FINE

SPIDER-MAN/DEADPOOL No. 39, November 2018. Published Monthly except in February, March, May, July, September, and November 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. © 2018 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. \$3.99 per copy in the U.S. (GST #R127032652) in the direct market; Canadian Agreement #40686937. 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 SPIDER-MAN/DEADPOOL, C/O MARVEL SUBSCRIPTIONS P.O. BOX 727 NEW HYDE PARK, NY 11040. TELEPHONE # (888) 511-5480, FAX # (347) 537-2649, subscriptions@marvel.com. DAN BUCKLEY, President, Marvel Entertainment; JOHN NEE, Publisher; JOE QUESADA, Chief Creative Officer; TOM BREVOORT, SVP of Publishing; DAVID BOGART, SVP of Business Affairs & Operations, Publishing & Partnership; DAVID GABRIEL, SVP of Sales & Marketing, Publishing; JEFF YOUNGQUIST, VP of Production & Special Projects; DAN CARR, Executive Director of Publishing Technology; ALEX MORALES, Director of Publishing Operations; DAN EDINGTON, Managing Editor; SUSAN CRESPI, Production Manager; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Vit DeBellis, Custom Solutions & Integrated Advertising Manager, at vdebells@marvel.com. For Marvel subscription inquiries, please call 888-511-5480. Manufactured between 02/31/2018 and 09/10/2018 by FRY COMMUNICATIONS, MECHANICSBURG, PA, USA.



IS THIS A BAD TIME TO SAY I DESPERATELY NEED TO USE THE BATHROOM?

JUDGING BY THE SMELL IN HERE, I'M PRETTY SURE YOU ALREADY DID, WADE.



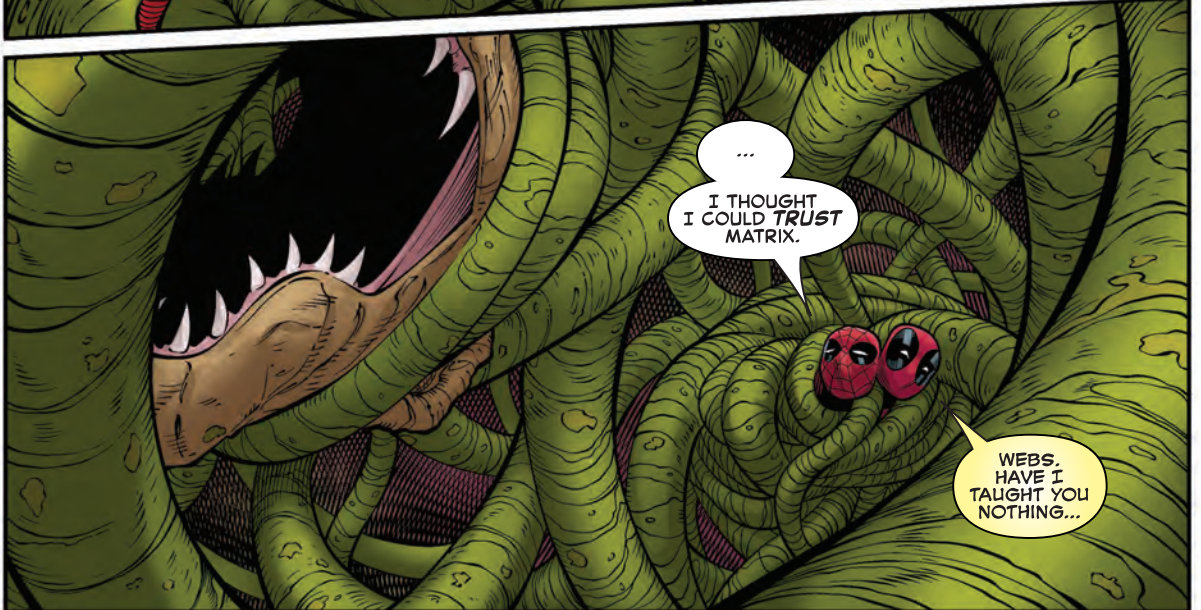
IF YOU HADN'T STOLEN AN ASGARDIAN PORTAL CONFISCATED BY S.H.I.E.L.D. AND SOLD IT ON THE BLACK MARKET, WE WOULDN'T BE IN THE BELLY OF A GIANT PLANT.

THANKS FOR THE RECAP, WEBS. BUT, I'M NOT THE GUY WHO MADE OUR BACK-UP LEAVE.



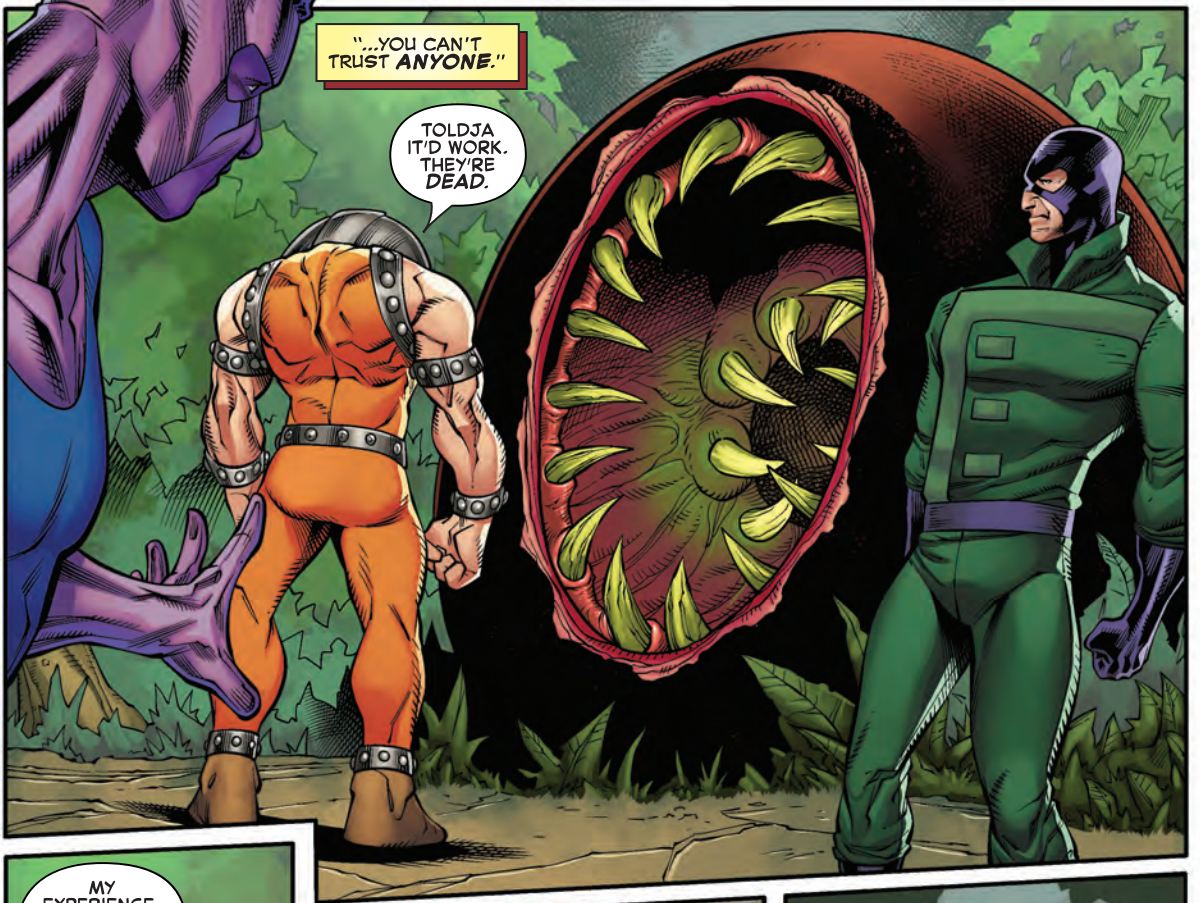
I DIDN'T MAKE MASTER MATRIX LEAVE.

YOU GAVE HIM THE WEAPON DESIGNED TO KILL HIM. AND BECAUSE HE'S A CHIP OFF MY BLOCK, HE REALIZED WITH THAT IN HAND, HE DIDN'T NEED HIS **TWO DADS** ANYMORE AND BAILED.



...  
I THOUGHT I COULD **TRUST** MATRIX.

WEBS, HAVE I TAUGHT YOU NOTHING...



"...YOU CAN'T TRUST ANYONE."

TOLDJA IT'D WORK. THEY'RE DEAD.

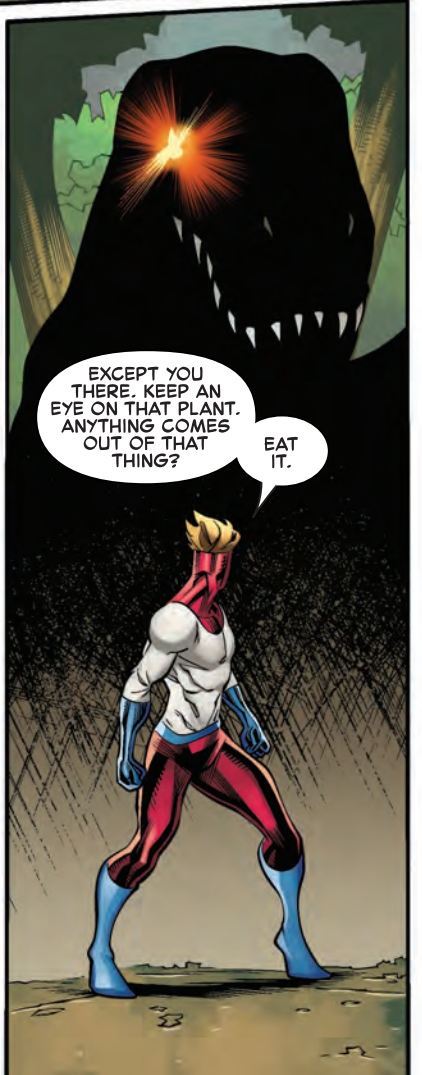


MY EXPERIENCE, THESE GUYS NEVER DIE. ALL WE DID WAS BUY TIME.

LET'S USE IT.



YOU LOT GET INSIDE. PROTECT THE DRILL AT ALL COSTS.



EXCEPT YOU THERE. KEEP AN EYE ON THAT PLANT. ANYTHING COMES OUT OF THAT THING?

EAT IT.

WE'VE BEEN CHEWING OUR WAY UPWARD, BUT THE VINES ONLY GET THICKER AND ANGRIER.

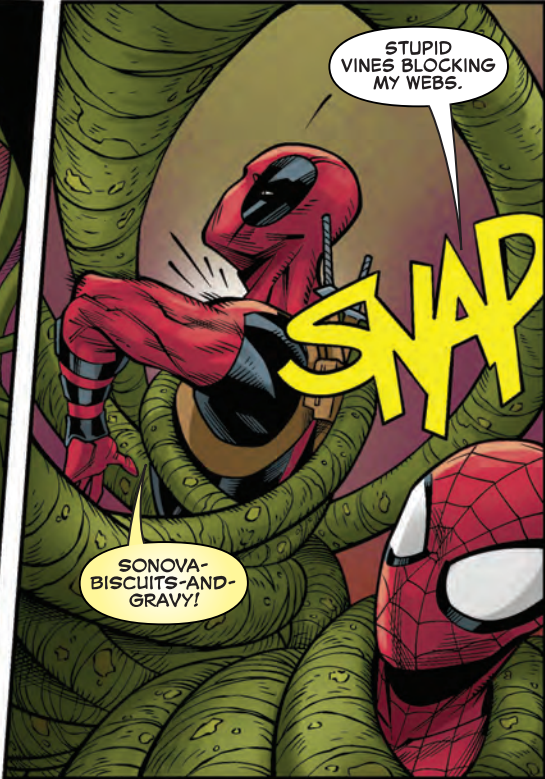
CAN WE WORK OUR WAY DOWN, DINO-BUDDY?

BELOW US SEEMS TO BE A PIT OF ACID THAT WILL SOON SLOWLY DIGEST US.

SO MANY SARLACC PIT JOKES TO MAKE, SO LITTLE TIME REMAINING IN MY LIFE TO MAKE THEM.



STUPID VINES BLOCKING MY WEBS.




SONOVA-BISCUITS-AND-GRAVY!

WHAT WAS THAT?!

DIDN'T YOU SEE LETHAL WEAPON 2?

IF WE'RE GONNA PRETEND WE'RE IN A MOVIE, THEN DIBS ON BEING RIGGS. BECAUSE YOU ARE OBVIOUSLY GETTING TOO OLD FOR THIS--





AH-AH-AH, WEBS. WHEN YOU'RE IN A COMIC, CONTENT HAS TO BE APPROPRIATE FOR ALL AGES. CAN'T HAVE ANY SWEARS OR NAUGHTIES. KIDS READ THIS BOOK. AND AS NOT ONE, BUT TWO DADS, WE HAVE TO SET AN EXAMPLE.

NOW, I THINK I STILL HAVE A GRENADE HIDDEN IN MY NETHER-POUCH.



YOU CAN'T USE A GRENADE IN HERE! WE'LL GET BLOWN TO BITS!

PROBABLY? BUT MY BITS WILL GROW BACK.

MINE WON'T.

HOW DO YOU KNOW IF YOU HAVEN'T TRIED?



I'D STOP THE WORLD AND MELT WITH YOU, WEBS.

BUT SINCE STOPPING THE WORLD IS NOT A POSSIBILITY RIGHT NOW, I GUESS WE'RE GONNA HAVE TO SETTLE FOR JUST MELTING.

