

MARVEL
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RATED T+

X-MEN

PHOENIX WARSON

PAK
KIRKHAM
REGLA



DIRECT EDITION

RATED T+



\$2.99 US \$3.75 CAN

SIL
VES
TRI
WES
BLOND



THEY THINK THEY KNOW YOU.



THEY CALL YOU THE CUCKOOS.

EERIE LITTLE ORPHANS WITH YOUR UNTOUCHABLE HEARTS AND YOUR ALL-IN-ONE MIND.

WELL, HELLOO, LADIES.

DROP DEAD, HELLION.

COME ON, YOU CAN'T SLEEP. I CAN'T SLEEP. WHY DON'T WE--

PRETTY LITTLE PSYCHICS...



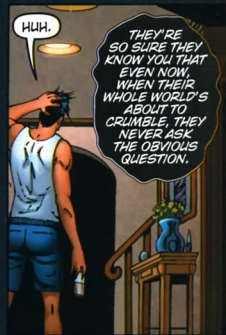
THESE AREN'T THE DROIDS YOU'RE LOOKING FOR.

THESE AREN'T THE DROIDS I'M--



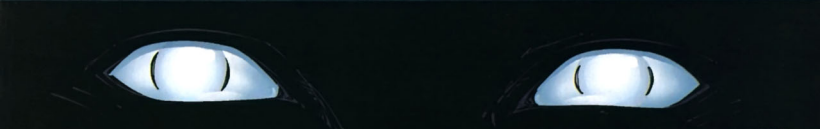
HEY!

...PLAYING PARLOR TRICKS.



HUH.

THEY'RE SO SURE THEY KNOW YOU THAT EVEN NOW, WHEN THEIR WHOLE WORLD'S ABOUT TO CRUMBLE, THEY NEVER ASK THE OBVIOUS QUESTION.



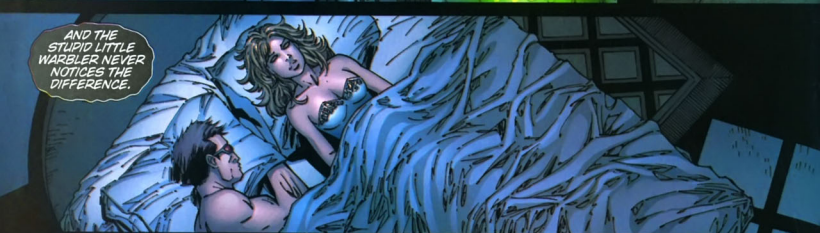
WHAT IS A CUCKOO?



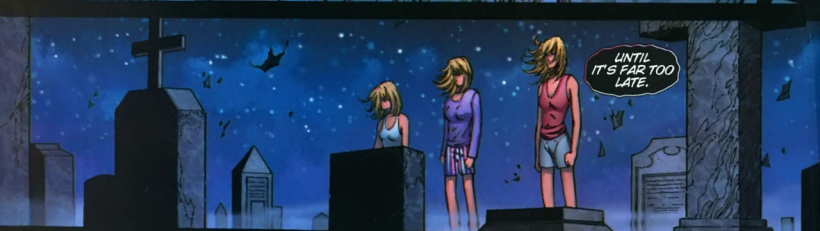
THE
CLUCKOO FINDS
A SONG BIRD'S
NEST.



AND
LAYS HER OWN
EGGS IN THE
MIDDLE OF THE
BROOD.



AND THE
STUPID LITTLE
WARBLER NEVER
NOTICES THE
DIFFERENCE.



UNTIL
IT'S FAR TOO
LATE.

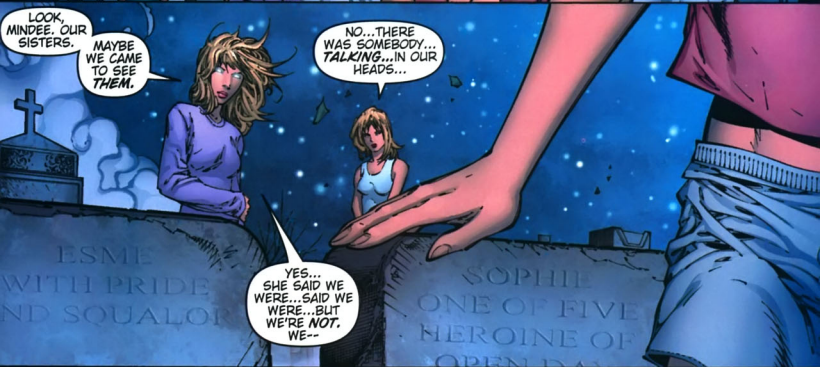


WAIT... MINDEE, WHERE-- WHAT ARE WE DOING HERE?

DREAMING?

OH, YES, DREAMING. THAT SOUNDS RIGHT, DOESN'T IT, PHOEBE?

NO, CELESTE. THIS IS REAL.



LOOK, MINDEE. OUR SISTERS.

MAYBE WE CAME TO SEE THEM.

NO...THERE WAS SOMEBODY... TALKING...IN OUR HEADS...

YES... SHE SAID WE WERE...SAID WE WERE...BUT WE'RE NOT. WE--



WE HAVE NO IDEA WHAT WE ARE, CELESTE.

HUSH. YOU'RE TOO LOUD.

USE YOUR MINDS. NOW LISTEN... YOU CAN FEEL IT, CAN'T YOU?

YES.



THERE SHE IS. THAT VOICE.

YEESSS...



AND SHE'S CALLING...

WAIT...



IT'S...

WAIT...

...TIME...

SOON,
YES, BUT
NOT YET,
NOT--

...TO...

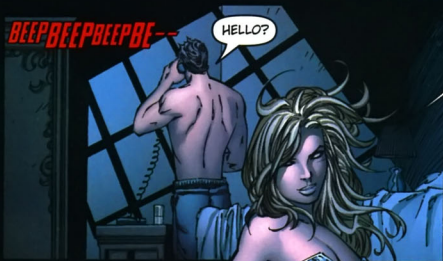
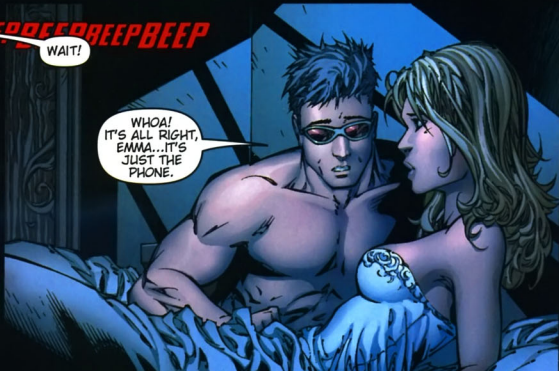
WAIT!

...HATCH.

No!

OH,
DEAR...

JEAN
GREY-
SUMMERS
She Will Rise Again





EMMA...!

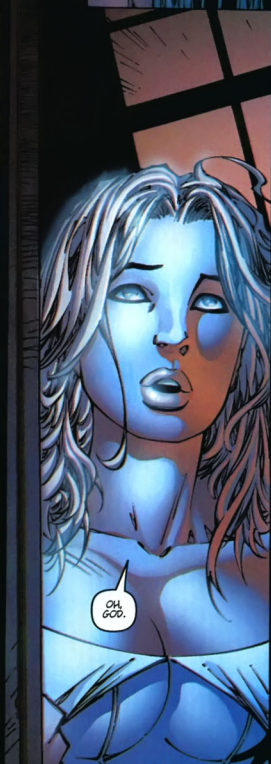
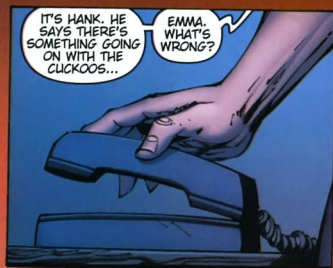


WHY...









UNREGISTERED FLIERS: THIS IS A RESTRICTED MILITARY ZONE. SURRENDER IMMEDIATELY OR YOU WILL BE CONSIDERED HOSTILE AND DEALT WITH ACCORDINGLY.

AAAAAGGH!

BUSTED.

WHATEVER.





THE CLUCKOOS CAN FLY?

NO.

HELLION! CUT IT OUT!

WHAT ARE YOU TALKING ABOUT?



YOU'RE THE ONLY TELEKINETIC HERE. NOW SET THOSE GIRLS BACK DOWN OR I'LL--

IT AIN'T ME! READ MY MIND! I DON'T HAVE ANYTHING TO DO WITH THIS!



YOU BAD, BAD GIRLS.

MISS FROST! IT'S CELESTE! I DIDN'T WANT TO--THEY MADE ME!

NO ONE LIKES A TATTLETALE, CELESTE.

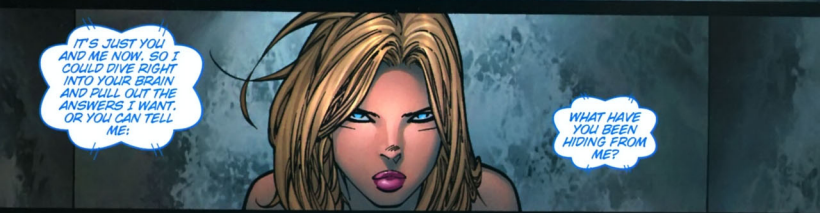


YOU'RE GROUNDED.



GAH!





MISS
FROST?

SHE'S
GONE,
MINDEE.

OH, GOD. MINDEE,
PHOEBE... I CAN
FEEL YOU AGAIN. I
THOUGHT--

SHUT UP,
CELESTE.

PHOEBE,
WHY ARE
YOU--

YOU'RE
PULLING YOUR
MIND AWAY?
BUT MISS
FROST LET US
GO! PHOEBE,
WHY?

BECAUSE
I'M TIRED
OF YOUR
WHINING.

HA.

AND YOU--
MINDEE, DON'T
GO! WE'RE THE
THREE-IN-ONE!
WE CAN'T--

SOMETHING'S
HAPPENING TO US,
CELESTE. AND YOU WANT
US TO PRETEND
EVERYTHING'S STILL
THE SAME?

WE HAVE
NO IDEA
WHAT WE'RE
CAPABLE
OF.

BUT
WE'RE
GOING
TO FIND
OUT.

I SEPARATED THEM. THEY'RE NOT USED TO THAT. BUT THEY FOUGHT BACK. HARD. IT... HURT.



THEY'RE FREE NOW. BUT THEY'RE STILL APART. CONFUSED. SEARCHING. THEY'LL COME TO YOU. VULNERABLE. YOU HAVE TO USE THAT. PUSH THEM HARD ENOUGH AND THEY'LL BREAK.



OKAY. IT'S OFFICIAL. YOU REALLY ARE A PSYCHOPATH.



WE HAVE NO IDEA WHERE THEIR NEW POWER COMES FROM, KATHERINE. WE HAVE TO FIND OUT--

SECONDARY MUTATIONS ARE NOTHING NEW. AND THEY OFTEN APPEAR IN TIMES OF GREAT STRESS, RIGHT, HANK?



YES. AND THE TESTS I'VE BEEN ABLE TO RUN SO FAR REVEAL NO OUTSIDE ENERGY SIGNATURES EMANATING FROM THESE GIRLS.



EMMA.

WHAT'S GOING ON?



I...

...HAD A DREAM. THAT I...KILLED YOU. ALL OF YOU. THAT I...BURNED THE WHOLE WORLD.



THAT'S OVER, EMMA.

NO.

JEAN'S GONE, YOU'RE NOT GOING TO HAVE TO BEAR HER BURDEN.

THEY'RE MY GIRLS. AND IF I COULDN'T CONTROL IT, HOW CAN THEY?

HOLD ON, JUST ONE MINUTE.



I CAN'T BELIEVE WHAT I'M HEARING--

DO YOU HAVE ANY EVIDENCE--OTHER THAN THIS DREAM--THAT THESE GIRLS HAVE ANYTHING TO DO WITH THE PHOENIX?



HUSH NOW.

THEY'RE COMING.

"WHAT'S THE CALL, SCOTT?"

"SOUNDS LIKE THEY'RE AS CONFUSED AS WE ARE, HANK. LET THEM COME TO YOU. SEE WHAT THEY HAVE TO SAY."

"BUT BE READY FOR ANYTHING."

I DON'T KNOW WHAT'S HAPPENING, DR. MCCOY. IT'S LIKE WHEN ESME LEFT, AND SOPHIE DIED. BUT WORSE. SO MUCH WORSE.

NO ONE'S DYING, CELESTE. JUST CHANGING. I'VE DONE IT MYSELF A FEW TIMES.

THIS IS DIFFERENT...

NOT ACCORDING TO MY READINGS, YOU'RE THE SAME GIRL YOU WERE THE FIRST DAY YOU WALKED THROUGH THESE DOORS.

NO NEW PSIONIC SIGNATURES OR ECTOPLASMIC ENERGIES OR ALIEN SYMBIOTES OR LIGHTNING-BOLT FOREHEAD SCARS.

JUST YOUR AVERAGE, EVERYDAY SECONDARY MUTATION.

BUT I CAN... FEEL.

THAT'S NORMAL.

THERE'S A TECHNICAL TERM FOR THAT. I THINK IT'S CALLED "GROWING UP." I KNOW HOW IT FEELS-- THE FIRST TIME I WAS SEPARATED FROM THE REST OF THE LITTER, I COULDN'T STOP MEOWING FOR HOURS.

BUT WE'RE NOT. WHEN WE'RE TOGETHER, NOTHING CAN TOUCH US. BUT MINDEE AND PHOEBE HAVE PULLED AWAY AND EVERYTHING'S SO...CONFUSING...

...
THAT'S A JOKE, MY DEAR. FEEL FREE TO LAUGH. WHATEVER YOU--

YOU DON'T UNDERSTAND. AT FIRST I THOUGHT IT WAS JUST PHOEBE. BUT IT'S INSIDE OF ME, TOO. SOMETHING DARK. SOMETHING... WRONG.

AH. THAT.

I'M GOING TO TELL YOU A LITTLE SECRET, CELESTE.

ALMOST EVERYONE I KNOW FEELS THAT WAY.

SEE FOR YOURSELF, CELESTE.

THERE'S JEAN, OF COURSE. WHEN SHE TURNED **DARK PHOENIX**, SHE SORT OF TRADEMARKED THE FEELING.

BUT WOLVERINE, RACHEL, SCOTT, EMMA, KITTY... EVEN ME.

WE'VE ALL LOST IT!

BUT YOU'LL LEARN TO **FIGHT** IT. TO **CONTROL** IT. BECAUSE HERE'S ANOTHER DIRTY LITTLE SECRET FOR YOU:

THIS SCHOOL ISN'T JUST ABOUT LEARNING HOW TO DEFEND OURSELVES FROM OTHERS.

IT'S ABOUT LEARNING HOW TO PROTECT OTHERS FROM **US**.

EMMA KNOWS. SHE'LL HELP YOU.

HOW'S SHE SUPPOSED TO HELP ME WHEN SHE HAS THE SAME PROBLEM?



MORNING, PHOEBE.

FIVE POINTS OFF FOR COMING TO CLASS EARLY. TEN POINTS DOWN FOR SHOWING UP IN YOUR JAMMIES.

I THOUGHT YOU TAUGHT COMBAT, NOT COMED--



LIFF!

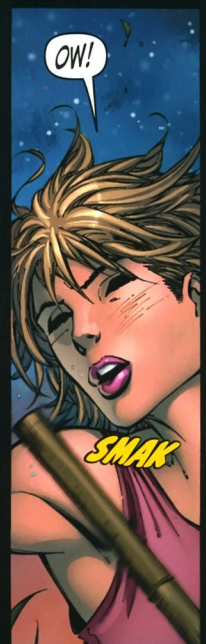
NICE DODGE.

READING MY MIND?



MIGHT HAVE TRIED THAT YESTERDAY, BUT YOU'RE NOT CONSCIOUSLY THINKING EVERY TIME YOU STRIKE--

I'M PICKING UP ON SOMETHING ELSE, THERE'S ALL KINDS OF INFORMATION, YOU KNOW, I'M STARTING TO SEE--



OW!

SMACK



YOU COME HERE TO TALK?

OR FIGHT?





HELLO, MINDEE.

YOU'RE SCARED OF US.

NO. SCARED FOR YOU.



WHAT DO YOU KNOW? ABOUT WHAT'S HAPPENING TO ME?



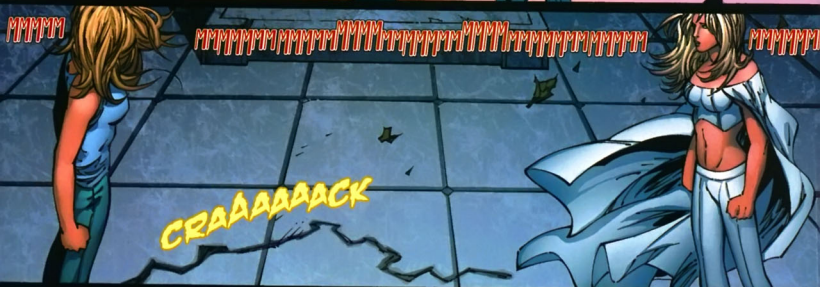
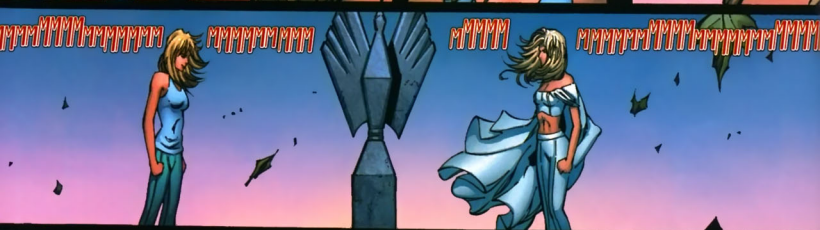
YOU WON'T LET ME IN. SO I DON'T KNOW ANYTHING. EXCEPT THAT WHATEVER IT IS, YOU CAN'T HANDLE IT.



YOU DON'T THINK I'M STRONG ENOUGH?



DON'T... DO... THIS...



CRAAAAAACK



NNNGH...

CRACK



YOU CAN'T TEACH ME ANYTHING NOW, CAN YOU, MISS FROST? I'M BEYOND YOU. I CAN **BREAK** THINGS WITH MY **MIND**.

WELL, THAT'S VERY INTERESTING, MY DEAR.



BUT I JUST BREAK MINDS.

UK!



JUST ANOTHER FLYGIRL WITH A BIG MOUTH, HUH?

YOU THINK YOU'RE SO SMART.

NO.



I'LL SHOW YOU.

NO!



THIS ISN'T THE RIGHT--

WAIT!







Written by **GREG PAK** With ART by **TOP COW PRODUCTIONS, INC.**

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