

MARVEL  
Comics

THE UNCANNY  
**X-MEN**



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**263**  
EARLY JULY  
CC 02461

APPROVED  
BY THE  
COMICS  
CODE  
RATED  
MATURE  
17+  
CC 02461

**THE  
AGONY  
OF  
FORGE!**

NOW ON SALE  
TWICE A MONTH!

07



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LONG TIME GONE, I TOLD MYSELF  
I WAS DONE FIGHTING.

HAD MY BELLYFUL OF WAR.

TOO MANY  
GHOSTS ON MY  
CONSCIENCE  
ALREADY.  
I WANTED  
NO MORE.

STAN LEE  
PRESENTS

# THE LOWER DEPTH'S

SO WHAT  
AM I DOING  
HERE...

...IN A  
MANHATTAN  
SEWER, A MILE  
BENEATH  
OPEN SKY...

...LOADED  
FOR BEAR?

AND WHY  
DO I FEEL  
LIKE I'VE  
COME  
HOME?

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EYE-SPY'S SCAN CLEAR. I'VE  
SOME TIME TO MYSELF.

SO I PULL OUT THE  
HARDWARE AND  
START TO WORK.

I MAKE THINGS.  
Y'SEE.

IT'S A  
KNACK.

MIND YOU, WHEN THE CRUNCH CAME - WAY BACK  
WHEN - THAT WASN'T WHAT DID THE JOB.

ALWAYS  
WONDERED  
ABOUT  
THAT.

AND HATED  
IT, I THINK,  
FOR LETTING  
ME DOWN  
WHEN I  
NEEDED IT  
MOST.

STRAIGHT  
DOPE,  
SARGE?

'FRAID  
SO,  
BILLY.



**You!**

TRYIN'  
TO GET  
YOURSELF  
KILLED,  
LADY...

-SNEAKING  
UP ON A  
BODY LIKE  
THAT?!

MORE ANGRY  
AT MYSELF  
THAN HER.  
HOSTILE  
WOULD'VE  
HAD ME COLD.

TOO LOST IN MY MEMORIES-- AND  
MY WORK-- FIGURING MY GIZMO'D  
SQUAWN IF THEY SAW TROUBLE.

BEEN OUT OF THE  
BUSH TOO LONG. I  
GOTTA GET BETTER.

I'M SORRY,  
FORGE.  
I DIDN'T  
MEAN TO  
STARTLE  
YOU.

I JUST  
WANTED  
TO SEE HOW  
THINGS  
WERE.

RED'S NAME IS  
JEAN GREY...

-FOUNDING MEMBER OF  
THE OUTFIT I'VE PRETTY  
MUCH HOOKED UP WITH,  
A TEAM OF MUTANTS  
CALLED THE X-MEN.

THEY'VE SEEN  
BETTER DAYS.  
SO HAS SHE.



IN THE WHOLE OF HUMAN HISTORY, HOMO SAPIENS HASN'T EVEN MANAGED THAT ONE FOR ITSELF. WHY CHANGE FOR US?

I HAVE EYE-SPY'S CHARTING THE TUNNELS, SCOPING THE BEST ROUTE TO THE SURFACE WITH A LITTLE LUCK...

WE'LL BE OFF MORLOCK TURF BEFORE THEY'RE ANY THE WISER.

DON'T LOOK TOO THRILLED BY THAT, RED.

SHOULD I BE?

WHAT, YOU FIGURE YOUR LIFE IS RUINED...

'CAUSE OF HOW YOU LOOK?



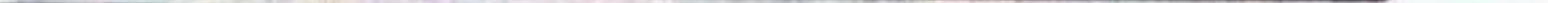
SOMETIMES, BEING "DIFFERENT" HAS NOTHING TO DO WITH BEING A MUTANT.

I HAVE A LEG JUST LIKE THIS HAND, WITH SCARS TO MATCH--

--AND TRUST ME ON THIS, LADY, YOU REALLY DON'T WANT TO SEE ME AT THE BEACH, STRIPPED DOWN TO MY SHORTS. NEITHER DOES ANYONE ELSE.

BUT YOU LEARN TO LIVE WITH IT.

OKAY, 'STEAD OF ARMS, YOU HAVE TENTACLES--



...WHAT ABOUT YOUR TELEPATHIC POWER?

THAT STILL WORKS?

IN A MANNER OF SPEAK--  
--oh Wh!

THE PART OF MY MIND THAT CONTROLS MY TK ALSO MANIPULATES MY... YOU KNOW, EITHER / OR PROPOSITION -- ONE WORKS, THE OTHER DOESN'T.

EXTRAORDINARY STRENGTH AND DEXTERITY.

STILL, THEY DO SEEM TO POSSESS...

...I'M PRETTY MUCH STUCK.

ONLY-- THE MASS OF LIMBS IS TOO GREAT AND UNWIELDY THAT IF THEY GO LIMP...

COULD BE A WORSE TRADE-OFF-- WELL?



"EYE-SPY'S FOUND SOMETHING!"

WELCOME, DEAR CHILDREN, WELCOME--

--TO MASQUE'S HAUNT OF HAPPINESS!

I TRUST YOUR JOURNEY HASN'T LEFT YOU UNDULY FATIGUED?

WHERE ARE WE? WHO ARE YOU PEOPLE, HOW DID WE COME HERE?! ONE MOMENT, WE WERE STANDING IN MY DOORWAY--!

WHEN YOU ADDRESS ME, BOY, YOU'LL KEEP A CIVIL--RESPECTFUL--TONGUE IN YOUR HEAD...

...IF YOU KNOW WHAT'S GOOD FOR YOU.

TO MY ENCHANTED TOUCH...

...FLESH IS BUT THE MOST MALLEABLE WAX--

--TO BE SHAPED AS I WILL...

A TELEPORTER BROUGHT YOU HERE...

...FOR US THE QUESTION IS, PRECISELY HOW?

WHATEVER YOU WANT WITH ME...

...AT LEAST, LET THE LADY GO!

WHY, CALLISTO,  
YOU HAVE A  
CHAMPION!

BUT "LADY"-- REALLY,  
MY DEAR, IF YOUR  
POOR, DELUSED  
SWAIN BUT KNEW...

QUITE THE  
OPPOSITE.

I'M TOLD,  
PETER  
NICHOLAS,  
YOU'RE  
SOMETHING  
OF AN  
ARTIST.

PERHAPS THIS  
WILL GIVE YOU  
A BRAND NEW  
PERSPECTIVE ON  
THE WORLD.

A MOST  
ADMIRABLE OFFER,  
SWEETNESS...

- BUT YOU'RE HARDLY  
DEALING FROM A  
POSITION OF STRENGTH.

MY  
EYES!

IF NOTHING  
ELSE...  
-CERTAINLY  
A UNIQUE  
ONE.

CURSE  
YOU,  
MASQUE!  
YOU  
HAVEN'T  
THE  
RIGHT!!

BLISS!

No!

HAVEN'T  
LEARNED YET,  
eh, CAL?

YOU DON'T  
RULE THE  
ALLEY  
ANYMORE.  
THESE  
TUNNELS--  
AND  
EVERYONE  
IN 'EM--

-ARE  
MINE!





BUT WHAT MAKES THIS BOY SO SPECIAL THAT YOU HAVE TO KEEP RETURNING TO HIM...

...LIKE A MOTH TO THE FLAME...

SILLY ME, I SHOULD HAVE SEEN THE RESEMBLANCE FROM THE START!

(THEN AGAIN, WHY? SINCE I'VE NEVER MET THE X-MAN COLOSSUS, SO TO SPEAK, IN THE FLESH.)

PETER RASPUTIN, PETER NICHOLAS, THEY MIGHT ALMOST BE TWINS.

--OF COURSE!

YOU REALIZE, DON'T YOU, MY PET, THE REAL COLOSSUS IS DEAD.

SLAIN ALONG WITH THE REST OF HIS WRETCHED TEAM.

WHICH MAKES THIS MERELY SOME POOR, UNFORTUNATE LOOKALIKE.

STILL, ONE MUST MAKE DO WITH THE MATERIAL AT HAND.

AND IF THIS ILLUSION MAKES YOU HAPPY, CAL--

--BECAUSE AS YOU KNOW, I WANT NOTHING MORE THAN TO SEE YOU HAPPY--

--IT SEEMS ONLY RIGHT AND PROPER...

THAT YOUR PROUD YOUNG LOCHINVAR LOOK THE PART!



MIND YOU, THE RESEMBLANCE IS ONLY SKIN-DEEP.

FLESH, NOT METAL.  
COLOSSUS'S ARMORED LOOKS, BUT NONE OF HIS STRENGTH OR INVULNERABILITY.

SO IT'LL BE UP TO YOU, BRAVE CALLISTO, TO PROTECT HIM.

SUPPOSE WE REFUSE TO PLAY.

EASY CHOICE FOR YOU, DEAR, SINCE YOU KNOW WE WON'T DO A THING TO HARM OUR BESTEST TOY.

CUT HIM, HE'LL BLEED.

BUT PETEY'S ANOTHER THING ENTIRELY.

WE CATCH HIM...

YOU WANT HIM SAFE, YOU GET HIM TO THE STREET.

BETTER RUN, SWEETINGS. IN AN HOUR, WE START HUNTING.

MAJOR MISTAKE, MASQUE.

LOOK AROUND YOU, RED. IN SOME WAY, MASQUE'S AFFECTING THIS LABYRINTH SAME AS HE DOES PEOPLE.

AND FROM THE WAY HE TALKS, THIS ISN'T THE FIRST TIME THEY'VE PLAYED THIS GAME.

CALLISTO FOUNDED THE MORLOCKS.

NOBODY KNOWS THESE TUNNELS BETTER THAN HER.

ON THEIR OWN, I'D SAY THOSE TWO DON'T HAVE A CHANCE.

MAYBE GOOD THING THEN, THEY AREN'T.

WASHINGTON,  
DC.

WINNABEE'S!

WITHIN THE  
BELTWAY, THE  
PLACE TO GO—  
ESPECIALLY IF  
YOU FIT THE  
DESCRIPTION.

MAJOR  
ATTITUDES...

WITH CLOTHES  
TO MATCH.

EVERYONE STRIKING  
POSES, LOOKING TO  
SCORE POINTS,  
DETERMINED TO  
HAVE THE BEST  
OF TIMES!

VAL COOPER—PH.D.,  
DEPUTY NATIONAL  
SECURITY ADVISER  
(FOR PARAHUMAN  
AFFAIRS) TO THE  
PRESIDENT OF THE  
UNITED STATES—  
WOULDN'T BE SEEN  
DEAD IN A MEAT  
RACK LIKE THIS.

WHICH IS, OF COURSE,  
PRECISELY WHY SHE'S  
BEEN BROUGHT HERE.

MY APOLOGIES,  
DR. COOPER...

FOR THE  
MANNER OF MY  
INVITATION TO  
THIS MEETING.

BUT  
WHY  
THIS—?!

TOO MUCH NOISE  
TO EAVESDROP ON  
A CONVERSATION.

TOO MANY  
FRENZIED  
THOUGHTS FOR  
A TELEPATH.

MY ASSOCIATE, MAJOR LEVIN, PROVIDED YOUR  
NEW WARDROBE PARTLY FOR CAMOUFLAGE—IT  
BEING TOTALLY UNLIKE YOUR NORMAL ATTIRE—

—BUT ALSO TO ASSURE US  
YOU CARRY NO RECORDING  
OR TRACKING DEVICES. THIS  
ASSIGNATION MUST BE TOTALLY  
OFF THE RECORD.

I DON'T BELIEVE IT. THE  
GREAT ALEXEI VASIN—  
JAMES BOND, NICK FURY,  
AND GEORGE SMILEY  
ROLLED INTO ONE—YOU'RE  
ACTUALLY SCARED!

BUT OF  
WHAT?

WITHOUT  
HYPERBOLE,  
DOCTOR—

—THE POSSIBLE  
END OF HUMAN  
LIFE AS WE  
KNOW IT ON  
THE EARTH.

MUTANTS ARE RESOLVING THEMSELVES INTO FACTIONS, CHOOSING UP SIDES, EACH WITH ITS OWN AGENDA AND GOALS.

TO NAME BUT A FEW OF THE MAJOR PLAYERS: THE MUTANT LIBERATION FRONT, A CREATURE WHO CALLS HIMSELF APOCALYPSE, ANOTHER KNOWN AS MR. SINISTER...

...PLUS ANOTHER WHO REMAINS AS YET UNIDENTIFIED.

IT IS NO LONGER A QUESTION OF CRIMINALS...



ACTING TO GAIN FOR THEMSELVES A MODICUM OF WEALTH AND POWER...



ORDINARY NON-SUPER-POWERED HUMANITY MAY WELL HAVE NO PLACE.

MAGNETO WAS THE FIRST...

...BUT HE AT LEAST PRESUMED THAT WE WOULD ALL CO-EXIST.

SIMPLY WITH MUTANT-KIND ON TOP.



BUT WHO ALSO GIVE IT POWER AND INFLUENCE FAR OUT OF PROPORTION TO ITS SIZE.

PLEASE, COLONEL-- DO YOU REALLY BELIEVE THAT ISLAND TO BE A MATCH FOR THE AVENGERS, OR FREEDOM FORCE, OR YOUR OWN SOVIET SUPER-BEINGS?



IMAGINE BEIRUT, ON A GLOBAL SCALE.

IMAGINE A COMPARATIVE HANDFUL OF PEOPLE, HAVING THE SAME EFFECT ON THE BIOSPHERE AS A FULL-FLEDGED, STRATEGIC NUCLEAR EXCHANGE.

IMAGINE THE DEATH, DOCTOR, THE DEVASTATION. IN THE PAST, THE SUPER HEROES SOMEHOW ENFORCED A CODE OF CONDUCT THAT PREVENTED THINGS FROM GETTING OUT OF HAND, BUT THAT OLD ORDER IS BREAKING DOWN.

NOT SO LONG AGO, MANY OF THE WORLD'S SUPER-VILLAINS UNITED IN A CONCERTED, COORDINATED ASSAULT ON THE HEROES. IT WAS REPULSED. THIS TIME.

I FEAR THIS IS A NEW GAME, DOCTOR COOPER, WITH NO RULES AT ALL, AND NO MATTER WHICH FACTION WINS...



THE MAIN TUNNEL OF THIS COMPLEX--THEY CALL IT "THE ALLEY"--IS BURIED A MILE DEEP AND RUNS THE LENGTH OF MANHATTAN.

PROBABLY AN OLD-TIME NUCLEAR BOMB SHELTER, DECOMMISSIONED AND FORGOTTEN ALMOST AS SOON AS IT WAS BUILT.

IN THIS WARM, DAMP DARKNESS, CHANGE THE STONE TO JUNGLE...



...I COULD EASILY BELIEVE THIS TO BE ANOTHER PLACE ALTOGETHER.

ANYONE SEE A FLICK CALLED THE "300 SPARTANS"?

WELL, BROS, THAT'S US.  
SPOOKSHOW FIGURES MAIN FORCE NVA, DIVISION OR BETTER, IS GONNA ROLL DOWN THIS VALLEY TONIGHT.

THEY PUNCH THROUGH, THERE'S NOTHING MUCH AFTER THAT TO STOP THEM REACHING THE COAST, SPLIT THE COUNTRY IN HALF, CHANGE THE FACE OF THE WAR.

KILL A LOT OF OUR GUYS IN THE PROCESS.

ONLY ONE POSSIBILITY. VALLEY'S SMALL, EASILY DEFENSIBLE.

AND THERE'S NO OTHER WAY THROUGH THESE MOUNTAINS.

HANDFUL OF MEN COULD KEEP AN ARMY BOTTLED UP.

WEATHER'S SO LOUSY, THERE'S NO CLOSE-AIR SUPPORT, NO HUEY'S FOR RE-ENFORCEMENTS OR EVAC.

YEAH, TILL THE AMMO RUNS OUT.

TRUE FACT, BUT BY THEN, THE BUFFS'LL BE HERE FROM GUAM. B-52'S DON'T MIND GRUNT WEATHER, THEY FLY ABOVE IT.

THEY'LL ARCLIGHT THE VALLEY FROM END TO END, CRATER IT LIKE THE MOON.

AN' US ALONG WITH IT, SARGE!

MMH?!?  
BLAST! BLAST! BLAST!

LEAVE THE DREAM-TIME FOR WHEN YOU CAN AFFORD IT, MAN!

OR YOU'LL END UP AS DEAD AS THEM!

BANSHEE'S POWER IS A SONIC SCREAM ALLOWS HIM TO FLY. AND, WHEN HE PUSHES TO THE MAX, PUNCH A HOLE THROUGH MOST MOUNTAINS.

OR EAT. OR DRINK. MOST LIKELY, MASQUE'S WAY OF KEEPING HIM ON A SHORT LEASH.

CONTACT!

PETER AND CAL, THEY'RE CLOSE-- BUT SO ARE THE MORLOCKS ON THEIR TAIL.

IF WE'RE GOING TO DO ANY GOOD...



ANOTHER ASPECT OF MASQUE'S METAMORPHOSIS? THAT, NO MATTER WHAT HE DOES TO YOU, IT BECOMES THE NORM - AND YOUR OLD APPEARANCE, THE FREAK?

CAREFUL! YOU SHOULDN'T PUSH SO HARD!



WITH ONLY ONE EYE, YOU HAVE NO DEPTH PERCEPTION.

TIME WAS, I SAW BETTER WITH ONE THAN MOST DID WITH BOTH.

TRUST ME, THAT ISN'T THE PROBLEM.

CALLISTO -

- SOMETHING ABOUT YOU - YOUR VOICE - IT'S DIFFERENT!



ROT ME FOR NOT KILLING YOU WHEN I HAD THE CHANCE.

MASQUE GETS HIS GIGGLES BY GIVING ME THE ILLUSION THAT I CAN STILL BE WHO AND WHAT I WAS.

BUT IT NEVER LASTS.

AND EACH REVERSION COMES QUICKER THAN THE LAST.

WHY ARE YOU SO ANGRY -

-- BECAUSE HE MADE YOU BEAUTIFUL?

THAT BEAUTY ISN'T ME - IT'S A LIE, DON'T YOU UNDERSTAND, A MASK THAT DEFINES MY LIFE AND BEING, THAT I CAN'T EVER BE RID OF.

I KEEP FIGHTING TO HOLD ONTO MYSELF, BUT MORE AND MORE, THE FORM DEFINES THE CONTENT, THE FAKE BECOMES REALITY.

THE PACKAGE DOESN'T MATTER, CALLISTO, ONLY WHAT'S INSIDE.

ALL I AM ANYMORE, PETER, IS A PACKAGE.

I WON'T BELIEVE THAT, I REFUSE!

ALL RIGHT, SO YOU'RE NOT THE WOMAN YOU WERE. PART OF YOUR LIFE IS LOST TO YOU. THAT HAPPENS. DOES THAT MEAN YOU GIVE UP? DOES IT HAVE TO CHANGE WHO YOU ARE?!





BUT IT'S QUICKLY CLEAR HIS FOLKS AREN'T USED TO PREY THAT FIGHTS BACK.

WE DID ALL  
SAIGON  
ASKED  
AND MORE.

FIGURED WE'D  
MAKE OUR BREAK...

WE PAID  
THE PRICE.

MOST OF US  
WERE EVEN  
STILL ALIVE.

— WHEN  
THE  
BOMBS  
STARTED  
FALLING.

— WHEN ZERO-  
HOUR CAME FOR  
THE ARCLIGHT.

BUT  
THE  
BUFS  
WERE  
LATE.

NEVER BEEN  
STABBED  
BEFORE.

SHOULDN'T  
IT HURT  
MORE?

SHOCK.  
PROBABLY  
IN SHOCK.  
MUST BE IN  
SHOCK.

FEEL  
SO...  
WEIRD.

WAS THE  
KNIFE  
POISONED?

NO BLOOD  
FROM THE  
WOUND!

NO SIGN  
OF ANY  
WOUND  
AT ALL!

WHAT'S  
HAPPENING  
TO ME?!





I'M  
OLDER  
NOW.



LIKE TO  
THINK WISER.



THAT WAS WHAT I NEEDED IN THE 'NAM.

THE SPIRIT-SPELL WAS KNOWLEDGE LEFT IN TRUST, NEVER REALLY MEANT TO BE USED.

BUT I DIDN'T KNOW BETTER.

AND EVEN NOW...

THERE ARE TIMES I STILL FIND MYSELF SORELY TEMPTED.

MY GAME, INDIAN...

...AND I DON'T PLAY TO LOSE.



BLISS GOT 'EM ALL—  
EVEN PETER.

NOW  
IT'S MY  
TURN.

ME NEITHER,  
MORLOCK!

—HER BITE  
HAS NO  
EFFECT.

ONE PALTRY METAL  
HAND WON'T PROTECT  
YOU FROM MY  
TOUCH, X-MAN.

TRUE.

ONE OF THE  
ADVANTAGES  
OF A BIONIC  
HAND, THOUGH...

BUT  
THEN  
AGAIN...

MINE ISN'T THE  
HAND TO WORRY  
ABOUT.

SLAM!

URGGH!

QUICK ON THE UPTAKE, I'LL GIVE HIM THAT--KNEW RIGHT FROM THE FIRST WHERE HE'D GONE WRONG.

I'M ALL THE HOPE YOU HAVE  
KILL ME AND THERE'S  
NOTHING!

SOMETIMES,  
NOTHING'S  
PREFERABLE.

BRAVE TALK!

BUT THE MOMENT CALLISTO  
LEAVES HERE, BOY,  
YOUR LOVE IS  
DOOMED!

BECAUSE  
EVERYONE WILL  
WANT TO POSSESS  
SUCH PERFECTION--  
AND SOME WON'T  
TAKE "NO" FOR AN  
ANSWER.

WITHOUT ME, BANSHEE'S A  
DEAD MAN-- AND HOW LONG  
BEFORE JEAN GREY WISHES  
SHE COULD JOIN HIM? WHAT  
PRICE SCOTT SUMMERS'  
LOVE NOW, EH, MY DEAR?

YOUR ONLY LIFE,  
YOUR ONLY HOME,  
IS HERE WITH ME.

NOT A  
CHANCE.

WAIT! MY LIFE  
THEN  
FOR YOUR  
FREEDOM!

AND YOU'VE  
MADE IT  
PLAIN...

BOUNCER!

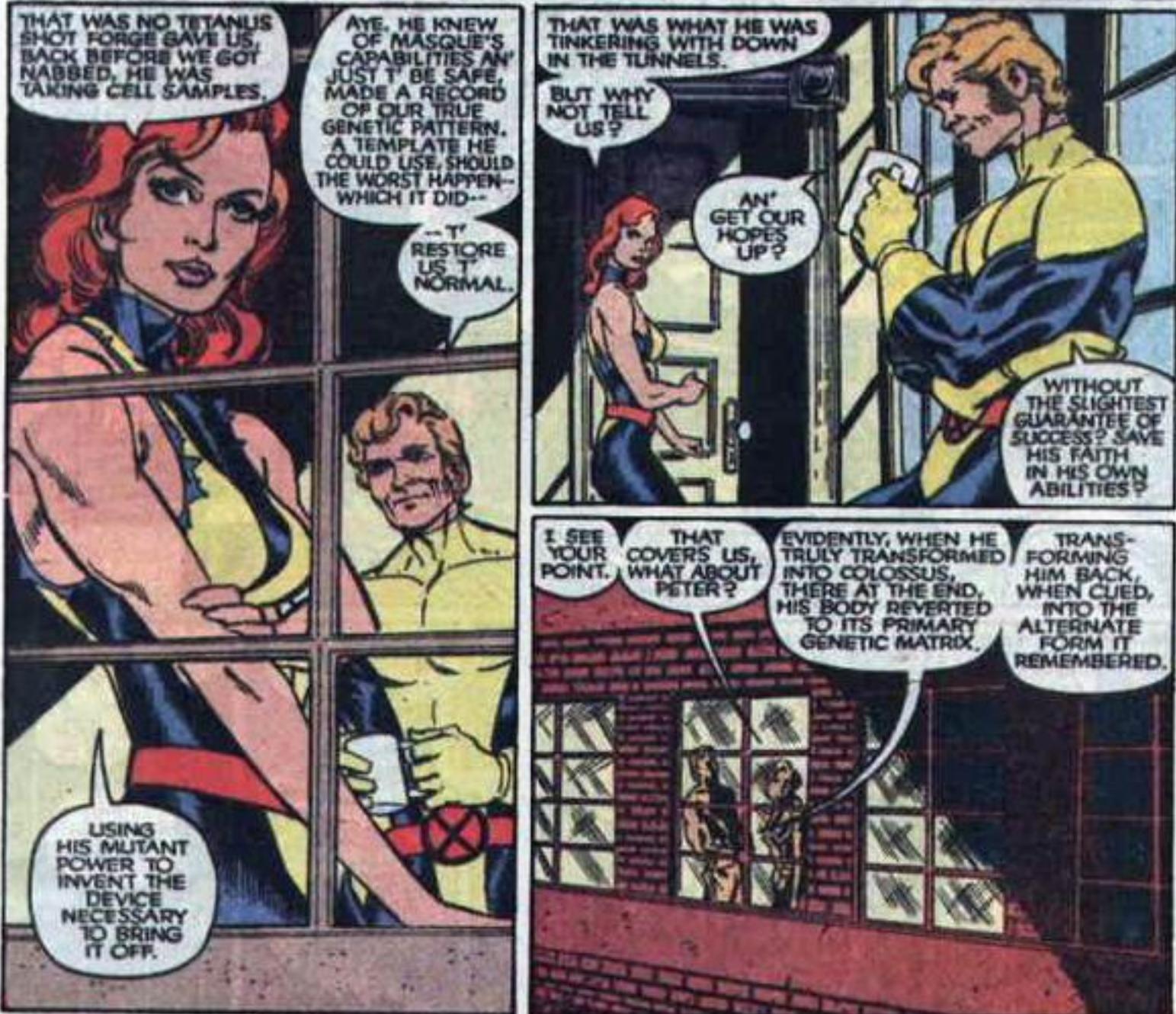
TELE-  
PORT  
THESE  
FOOLS  
OUT  
OF MY  
FACE!

THROW 'EM  
BACK WHERE  
THEY  
BELONG!

THEY'll  
SEE.  
THEY'll  
LEARN.

IN NO  
TIME AT  
ALL--  
THEY'll  
COMING  
TO ME FOR  
ANSWER?

GAME!



"SAID HE HAD  
TO SAY SOME  
GOOD-BYES."

