

MARVEL
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WHAT IF...

IRON MAN

LOST THE ARMOR WARS?

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APPROVED BY THE COMICS CODE AUTHORITY



IF YOU CAN'T LICK THEM...
UNITE THEM!

MILKOV

THE HEADQUARTERS
OF THE WEST COAST
AVENGERS.



KWAACKOOOOON!

AND FROM THE SMOLDERING WRECKAGE
CRAWLS HAWKEYE, THE ARCHER, LEADER
OF THE TEAM OF ADVENTURERS.



> UH< DON'T
THINK... I GOT
HURT TOO
BAD.

GOOD THING...
I WAS THE ONLY
ONE HERE...

BUT--HOW
COULD ANYBODY
HAVE BYPASSED
OUR SECURITY
AND PLANTED
A BOMB?

I MEAN--OUR
SYSTEMS WERE
DESIGNED BY TONY
STARK HIMSELF!

BUT THAT IS PRECISELY WHY
THIS TRAGEDY HAS COME TO PASS.

AND IT IS BUT ONE OF MANY TRAGEDIES
THAT WE WILL BE WITNESS TO WHEN
WE ANSWER THE QUESTION...

WHAT IF... IRON MAN LOST THE ARMOR WARS?



WELCOME. I AM THE WATCHER, AND I HAVE ACCESS TO REALITIES WHERE THINGS THAT MIGHT HAVE OCCURRED, DO.

IN YOUR REALITY, INVENTOR AND INDUSTRIALIST ANTHONY STARK -- WHO IS SECRETLY THE ARMORED AVENGER, IRON MAN --



--DISCOVERED THAT THE CAPTURED ARMOR OF HIS ADVERSARY, FORCE, CONTAINED CIRCUITRY BASED ON DESIGNS STARK HIMSELF HAD CREATED AND HAD SHARED WITH NO ONE!

FORCE'S ARMOR WAS SUPPLIED BY STARK'S ENEMY, JUSTIN HAMMER--

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--AND STARK ENLISTED SCOTT LANG --ANT-MAN-- TO HELP HIM TAP INTO HAMMER'S COMPUTER BANKS AND FIND OUT THE EXTENT OF THE INFORMATION THEFT.

THE INSECT-SIZED HERO WAS ALMOST STOPPED BY A SPRAY OF POISON GAS INSIDE THE COMPUTER--

-- BUT COUNTERED IT WITH HIS HELMET'S WEAPONRY.

FINDING THE SWITCH STARK HAD PREDICTED WOULD BE THERE, LANG FLIPPED IT, WHICH --

-- COMBINED WITH DIVERSIVARY ACTIVITY BY IRON MAN --

-- PROVIDED STARK WITH THE ACCESS HE NEEDED.

ANT-MAN ESCAPED UNDETECTED, AND SOON...

... STARK AND HIS AIDE-DE-CAMP, JAMES RHODES, CONFIRMED THEIR WORST FEARS:

HAMMER HAD SOLD OR GIVEN THE TECHNOLOGY TO A WIDE ARRAY OF ARMORED CRIMINALS!

FEELING PERSONALLY RESPONSIBLE FOR THE EVIL DONE WITH HIS STOLEN TECHNOLOGY, STARK WENT ON A ONE-MAN CRUSADE TO CONTAIN THAT EVIL.

SPANNING THE COUNTRY, AND EVENTUALLY THE GLOBE ITSELF, IRON MAN LET NO ONE AND NOTHING STAND IN THE WAY OF HIS QUEST.

IT EVEN CAME TO THE POINT WHERE, IN THE PRISON FOR SUPER-POWERED CRIMINALS KNOWN AS THE VAULT --

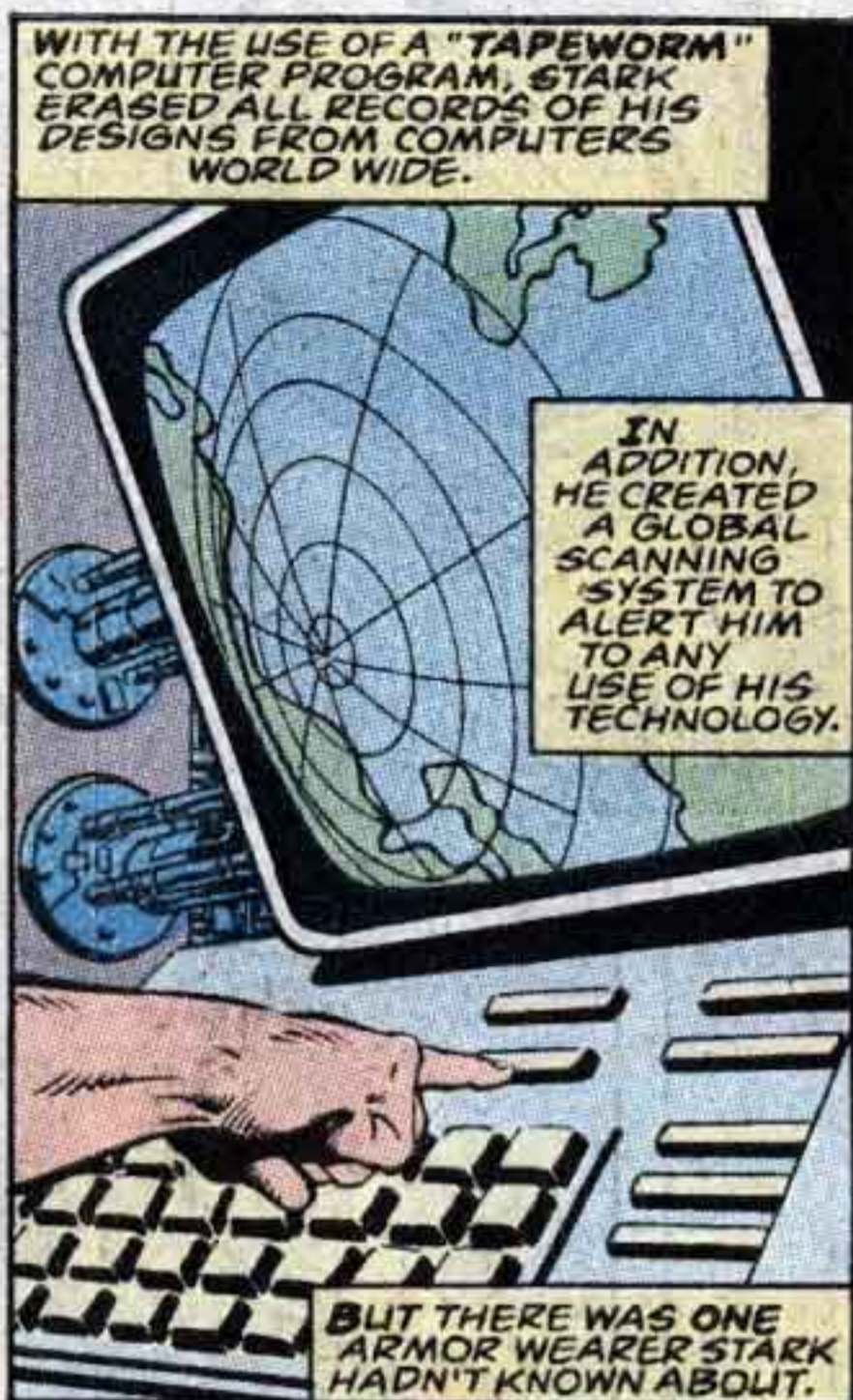
-- IRON MAN FOUND IT NECESSARY TO SUBDUDE HIS OLD FRIEND STEVE ROGERS -- THE CAPTAIN --

-- SO HE COULD SLIP NEGATOR PACKS ONTO THE ARMOR OF THE GUARDSMEN WHO MANNED THE PLACE.

NEITHER FRIEND NOR FOE WAS SAFE. ANYONE SUSPECTED OF POSSESSING HIS TECHNOLOGY BECAME A TARGET.

IRON MAN'S ILLEGAL ACTIONS INFURIATED THE WORLD'S LAW ENFORCEMENT AGENCIES--





... ONE WHERE, WHILE, AS BEFORE, ANT-MAN SNEAKS INTO HAMMER'S COMPLTERS...



... AND, AS BEFORE, HE TRIGGERS THE GASEOUS DEFENSES...



... IN THIS REALITY, LANG'S HELMET BOLTS MISFIRE...



... AND THE NOXIOUS FLAMES FLOW UNABATED.

LANG HOLDS HIS BREATH, BUT NOT BEFORE INHALING A QUANTITY OF THE GAS.



HE FORGES ONWARD...

... AND COMPLETES HIS TASK.



... DONE ...

... BUT ... CAN'T ... STAY CONSCIOUS ...



TONY... HELP ME... *

BUT LANG'S SUCCESS AT HIS ASSIGNED TASK LEAVES STARK WITHOUT ANY REASON TO BE CONCERNED FOR THE DIMINUTIVE HERO...

... AS, LATER, HE AND RHODEY VIEW THE INFORMATION LANG HELPED THEM ACCESS.



THAT THE LIST OF FOLKS HAMMER DOLED STUFF OUT TO?

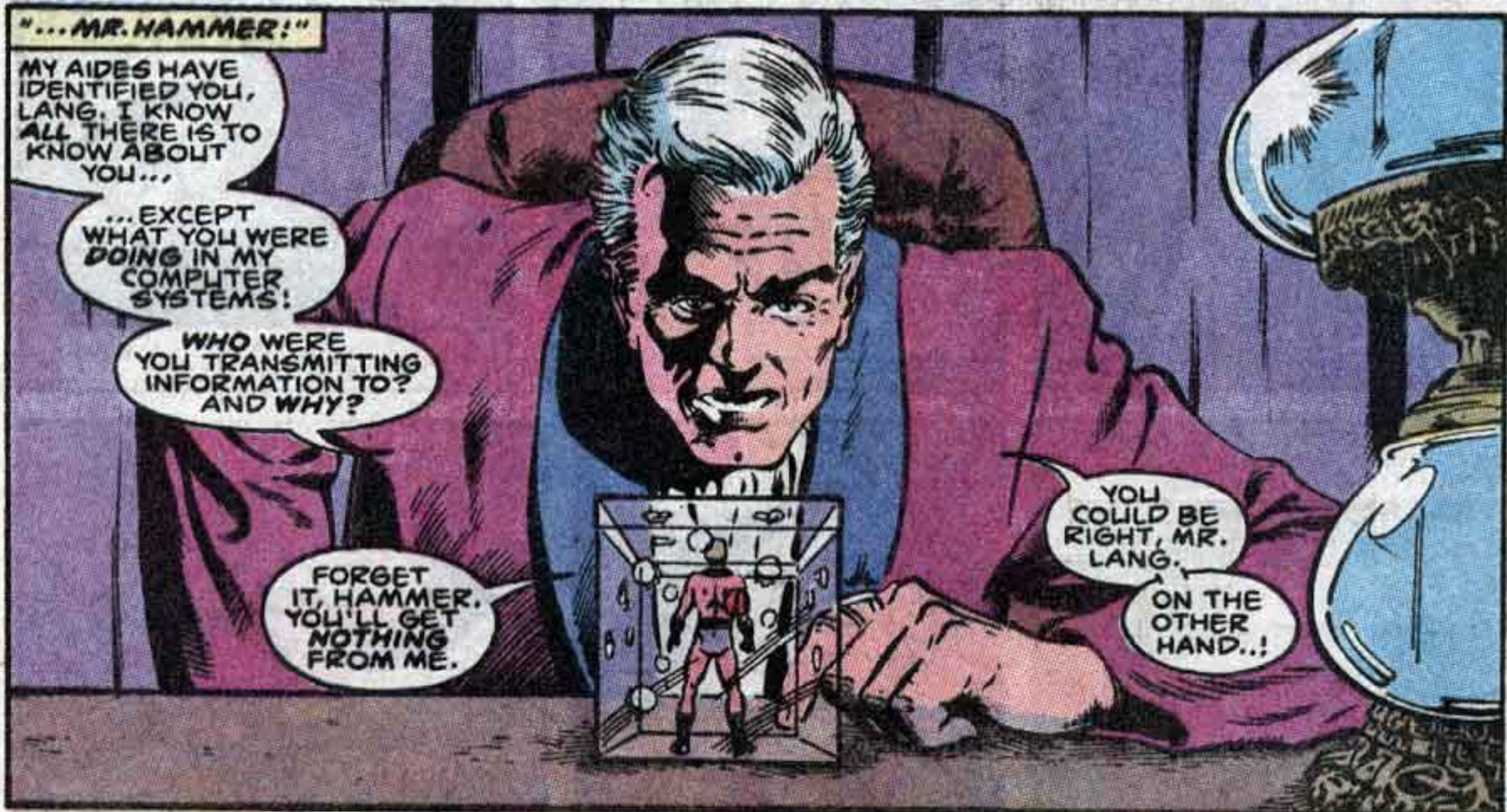
YES. DANGEROUS MEN. EVERY ONE OF WHOM HAS CAUSED MORE SORROW AND PAIN THAN YOU CAN IMAGINE.

WITH MY INVENTIONS.



SHORTLY... SHEESH! WE FINALLY FIND THE BUG IN THE SYSTEM-- --AND IT TURNS OUT TO BE A REAL BUG!

NO! IT... IT'S THAT ANT-MAN GUY! WE BETTER BRING HIM TO...



"...MR. HAMMER!"

MY AIDES HAVE IDENTIFIED YOU, LANG. I KNOW ALL THERE IS TO KNOW ABOUT YOU...

...EXCEPT WHAT YOU WERE DOING IN MY COMPUTER SYSTEMS!

WHO WERE YOU TRANSMITTING INFORMATION TO? AND WHY?

FORGET IT, HAMMER. YOU'LL GET NOTHING FROM ME.

YOU COULD BE RIGHT, MR. LANG.

ON THE OTHER HAND..!



RAISE THE DOOR, SIMMONS.

NO! LEMME GO!

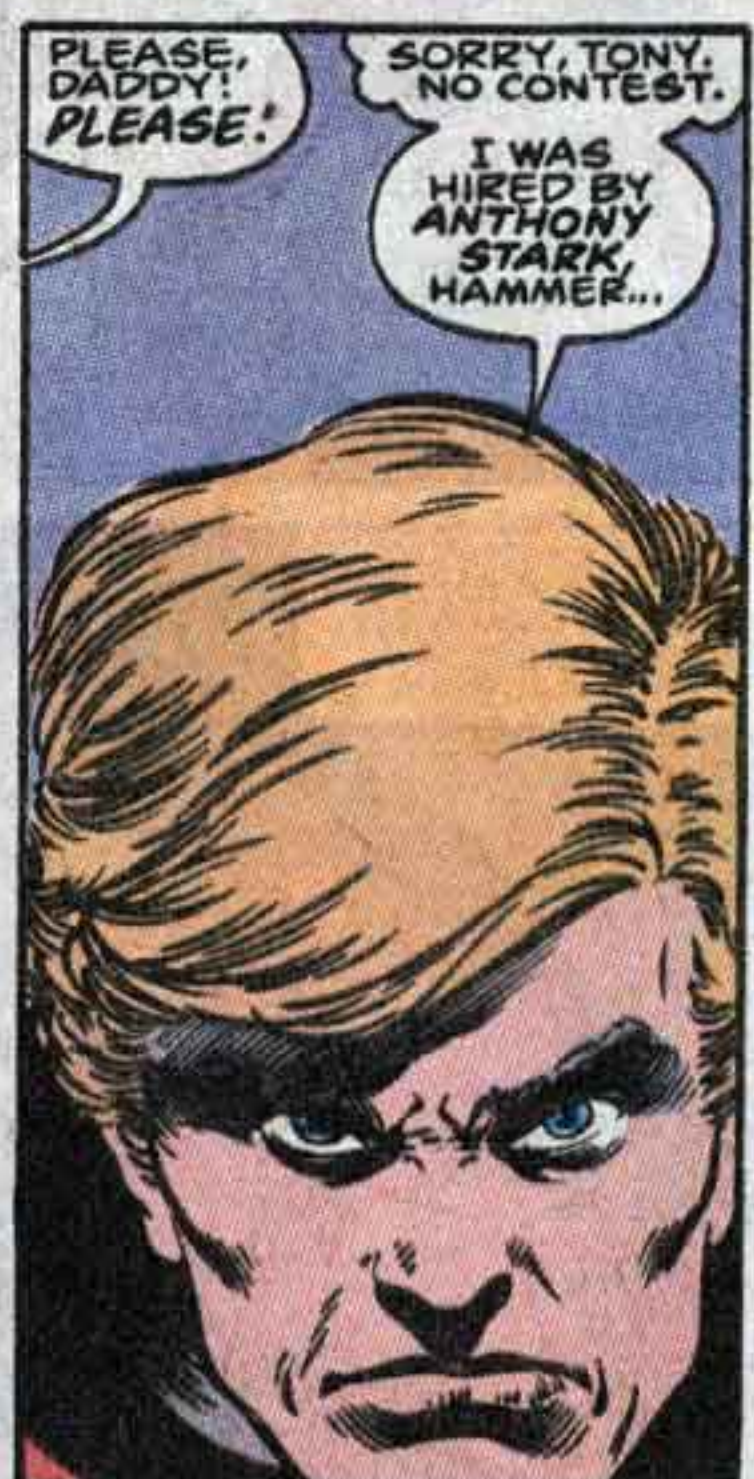
HAMMER -- YOU SLIME!



SAY HELLO TO POPPA, KID!

DADDY! WHAT'D HE DO TO YOU?! ARE THEY GONNA SHRINK ME, TOO?!

DON'T LET THEM HURT ME!



PLEASE, DADDY! PLEASE!

SORRY, TONY. NO CONTEST.

I WAS HIRED BY ANTHONY STARK, HAMMER...

AND, AFTER A LONG QUESTION-
AND-ANSWER SESSION...



TONY? SCOTT.
EVERYTHING GO
OKAY?

PERFECTLY.
THANKS TO
YOU.

GREAT.
I'M, UH, GOING
OUT OF TOWN. BUT
WE'LL CELEBRATE
WHEN I GET BACK.

FINE.
SEE YOU THEN.
CIAO. >CLIK<



WELL
DONE,
LANG.

NOW LET
CASSIE
GO!



I'M AFRAID I MUST INSIST
THAT BOTH OF YOU CONTINUE
AS MY GUESTS A WHILE
LONGER. YOU
UNDERSTAND.

I DID
WHAT YOU
WANTED,
HAMMER--!



I SWEAR--
IF ANY HARM
COMES TO
HER--

YES, I
KNOW--
-- ALL
TWO
INCHES
OF YOU
WILL
NEVER
REST
UNTIL
I'VE
PAID.



NONE-
THELESS,
LANG, YOU
BOTH STAY.
AFTER
ALL...

...GOOD
HOSTAGES
ARE SO
HARD TO
FIND THESE
DAYS.



SOMETIME THE NEXT DAY...

WE'VE DONE IT, MR. HAMMER! AS YOU THOUGHT, BY USING THE TECHNOLOGY ON IRON MAN'S ARMOR THAT WE'D BEEN SELLING --

-- YOU WERE ABLE TO DEVISE A WAY TO SEIZE CONTROL OF IRON MAN'S CURRENT ARMOR--



-- MUCH AS I DID TO AN OLDER MODEL A COUPLE OF YEARS AGO! *

I HAD ALMOST RUINED HIM AND HIS EMPLOYER, STARK, WHEN I CAUSED HIS REPU...SORS TO GO OFF AND KILL THAT OAFISH AMBASSADOR.

RECENTLY, IT'S SLITTED MY NEEDS TO MERELY USE THE TECHNOLOGY FOR PROFIT.

BUT NOW THAT STARK AND IRON MAN KNOW I HAVE IT, THEY'RE BOUND TO COME AFTER ME...

* IN IRON MAN #124 -- CRAIG



"... UNLESS I GET THEM FIRST!"

AND, SEVERAL NIGHTS LATER, IN DOWNTOWN LOS ANGELES...

... IRON MAN IS ABOUT TO MAKE HIS ASSAULT UP-ON THE FIRST OF THE ARMOR WEARERS, STILT-MAN...



... WHEN SUDDENLY --

"Uhh -- MY HEAD --!"

SOMETHING OVERRIDING MY ARMOR'S CYBERNETIC CONTROLS --

FEELS LIKE IT'S -- EATING INTO MY BRAIN --



CAN'T... FIGHT... IT...!

HAH! I'LL GET IN, STEAL THOSE DOCUMENTS, AND BE GONE IN MINUTES.

Hmm. LITTLE BREEZY OUT TO-NIGHT...!

MINUTES LATER, AT THE HEADQUARTERS OF THE HAMMER FRONT COMPANY KNOWN AS TRANSCORP...

THIS IS WHERE... ARMOR SEEMS TO "WANT" TO GO... AND I'M HELPLESS TO PREVENT IT!

HAMMER! I MIGHT'VE KNOWN!

HELLO, IRON MAN! I SEE YOU'VE ACCEPTED MY UNSPOKEN... INVITATION.

IT'S AMAZING WHAT AN INTUITIVE RELATIONSHIP WE'VE DEVELOPED!

I HAVE TWO FRIENDS OF STARK'S -- SCOTT LANG AND HIS DAUGHTER -- AS MY CAPTIVES...

...SO IF YOU'RE FAKING BEING UNDER MY CONTROL -- AND PLAN TO ATTACK ME -- REMEMBER THAT.

SIT.

VERY GOOD.

WELL... LET'S GET ON WITH THE TESTS...

JUMP.

NOW THE HARD PART... REMOVE YOUR HELMET.

I CONTROL YOUR ARMOR'S ACTIONS NOW!

N-NO...

REMOVE YOUR HELMET!

I--I...

EXCELLENT.



ASTONISHING.
AND YET...
IN RETROSPECT...
THE CLOSENESS OF
YOUR RELATION-
SHIP...

...IT
MAKES
COMPLETE
SENSE.

BUT I KNOW
YOU -- BOTH OF
YOU! YOUR WILL
IS STRONG.

FOR MY
VICTORY TO BE
COMPLETE...

...YOU
MUST BE
TOTALLY
ENSLAVED.



GO OVER
TO THE TABLE,
STARK...

...AND
PUT THAT
NEURO-COLLAR
AROUND
YOUR NECK.



CEASE
STRUGGLING!
PUT IT ON!
NOW!



NOW!

CLIK

WELL
DONE, STARK
VERY WELL
DONE.



NOW THERE IS NO
WAY YOU WILL BE
ABLE TO ESCAPE
MY CONTROL.

BUT, TELL ME...
HOW DID YOU COME
TO REPLACE
IRON MAN?

DIDN'T... REPLACE.
ALWAYS... WAS.

CREATED
ARMOR... TO
SAVE MY
OWN LIFE...

KEPT ON
USING IT... TO
FIGHT SCUM...
LIKE YOU...

ANTHONY!
WAS THAT
NICE?!



BUT, SPEAKING OF YOUR ARMOR...

... I THINK I'D LIKE TO HAVE A CLOSER LOOK AT HOW THE MASTER, HIMSELF, IMPLEMENTS HIS OWN IDEAS.

REMOVE IT.



...AND TOSS IT DOWN THAT CHUTE.



NOW, I'LL TURN ON THE VCR...

THERE, I'D LIKE SOME INFORMATION, ANTHONY.



LET'S START WITH A DESCRIPTION OF THE DEFENSES YOU -- AND ANYONE ELSE -- HAVE DESIGNED FOR THE VARIOUS ORGANIZATIONS YOU ARE AFFILIATED WITH.

ALL... HAVE... SIMILAR RANDOM-PATTERN OSCILLATING CIRCUITRY. NOT... PATENTED... DESIGN KNOWN ONLY... TO ME...

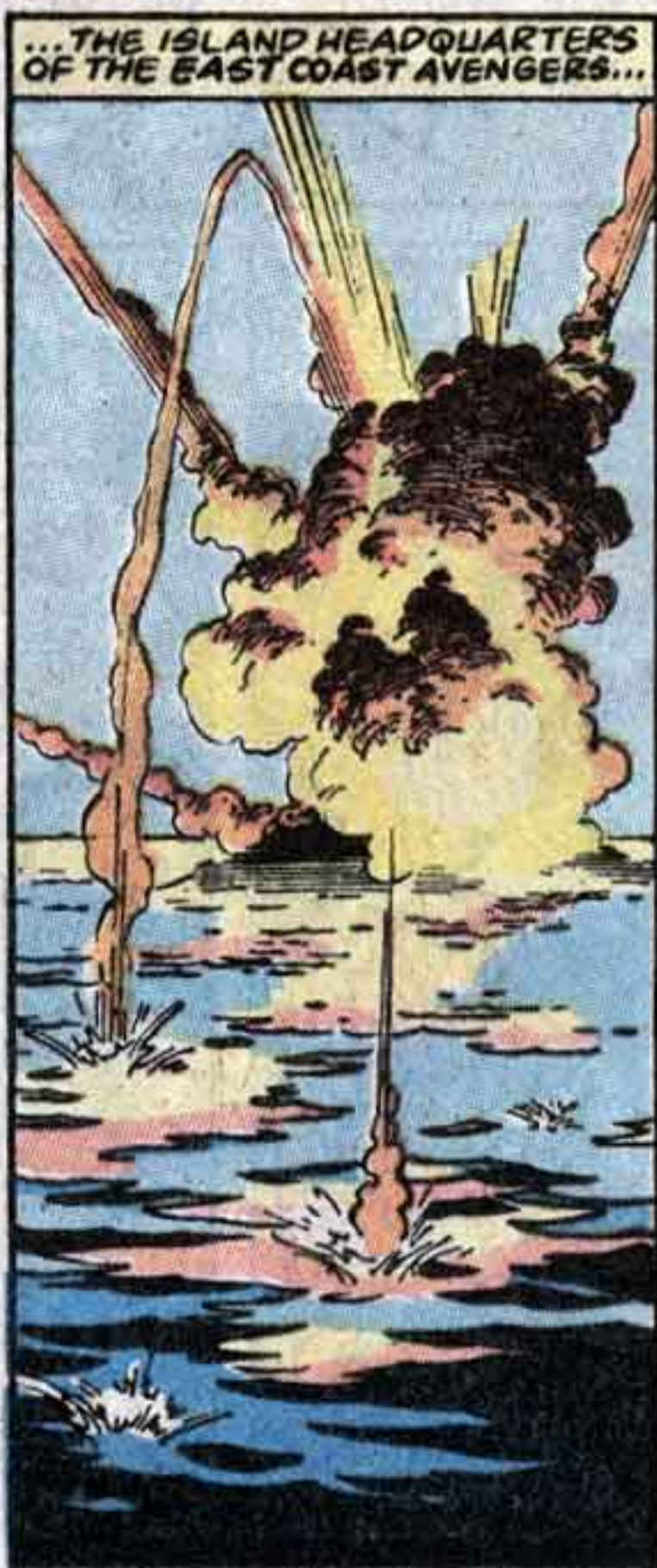
IT IS A LONG, PAINFUL CONFESSION THAT ENSUES. AND, AS A RESULT...



...DISASTER SOON STRIKES...

... A SECRET S.H.I.E.L.D. INSTALLATION...

* SUPREME HEADQUARTERS INTERNATIONAL ESPIONAGE LAW-ENFORCEMENT DIVISION. -- CRAIG



...THE ISLAND HEADQUARTERS OF THE EAST COAST AVENGERS...



...AND, AS SEEN EARLIER, THE MAIN BUILDING OF THE WEST COAST AVENGERS COMPOUND!

AND, SHORTLY AFTER THE THIRD ATTACK, AT A SPRAWLING BUT WELL-FORTIFIED ESTATE HIGH IN THE HOLLYWOOD HILLS...

...AND THE REMAINING \$200 MILLION HAS BEEN INVESTED IN A SOUTH AFRICAN DIAMOND MINE, MR. HAMMER.

EXCELLENT. THE WAY YOU'VE BROKEN UP AND HIDDEN THE THREE BILLION IS INGENUOUS, SAUGERTIES.

WRITE THIS UP IN CODE 12R, AND GET IT TO ME BY THIS EVENING.

OF COURSE, SIR. GOOD AFTER-NOON.

VERY GOOD AFTER-NOON.

SELLING THE INFORMATION ON AVENGERS AND S.H.I.E.L.D. DEFENSES TO VARIOUS ENEMIES OF THEIRS NETTED ME AS MUCH MONEY AS YEARS OF BUSINESS DEALINGS -- LEGAL OR ILLEGAL.

TOO BAD NO ONE TERRIBLY IMPORTANT WAS KILLED. AH, WELL...

...I'M SURE THEIR ENEMIES WILL TRY AGAIN.

I DID KEEP SOME VITAL INFORMATION TO MYSELF, OF COURSE. AFTER ALL...

...A WORLD IN CHAOS WOULD BE NO GOOD FOR BUSINESS AT ALL.

POOR STARK...

"...LOOK AT ALL THE DESTRUCTION HE'S CAUSED. IT MAKES WHAT HE STARTED SEEM INSIGNIFICANT."

THE NEXT MORNING...

TRY... ONE MORE TIME... TO REMOVE COLLAR...

NO USE... HAMMER! I'LL GET YOU -- FOR WHAT YOU'VE DONE!

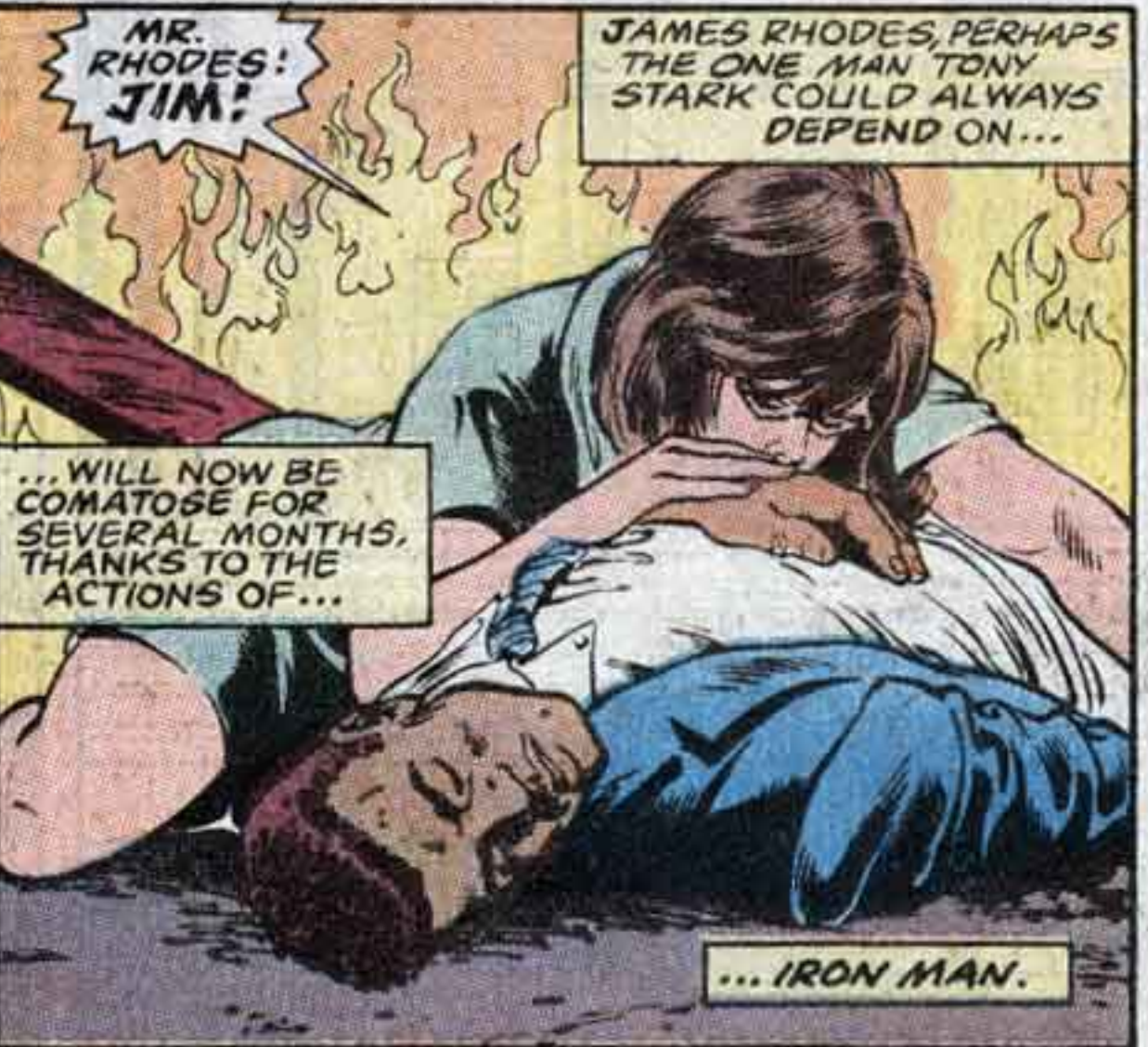
I'LL -- UNF -- CALM DOWN ANTHONY! YOU'LL GIVE YOURSELF A HEART CONDITION!

YOU'LL BE GLAD TO KNOW THAT THE INFORMATION YOU PROVIDED HAS BEEN PUT TO GOOD USE. EXPLOSIVE USE.

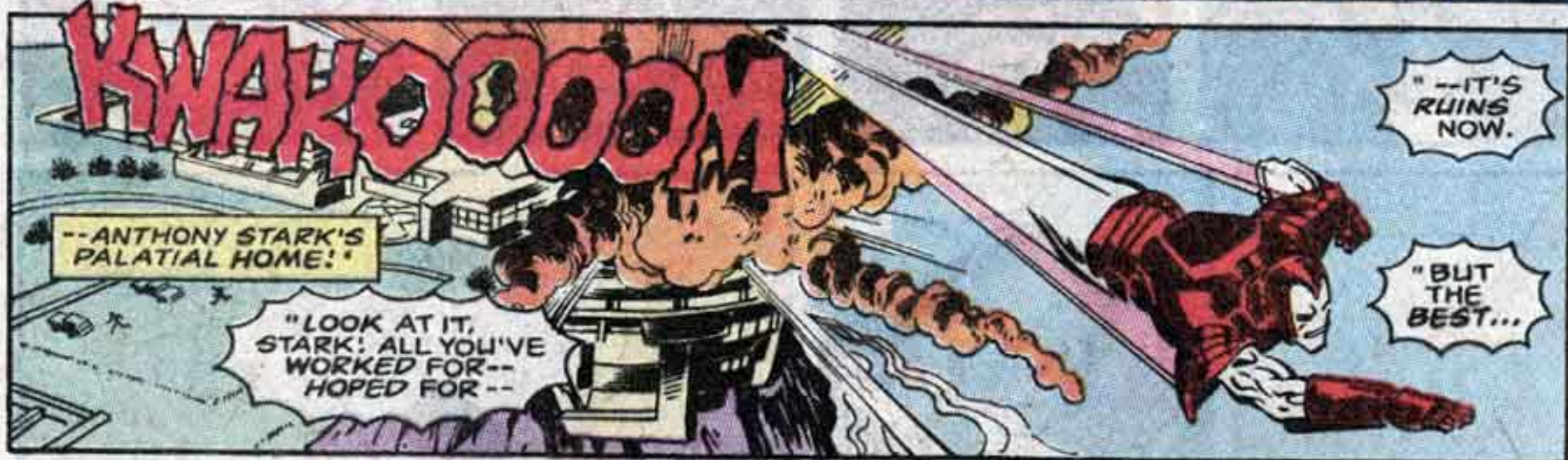
BUT TODAY'S THE BIG DAY, ANTHONY!

PUT ON THE ARMOR.

SWOOSH



WITH STARK'S PLACE OF BUSINESS NOW A BLOODY SHAMBLES. HAMMER DIRECTS IRON MAN TO HIS NEXT TARGET --

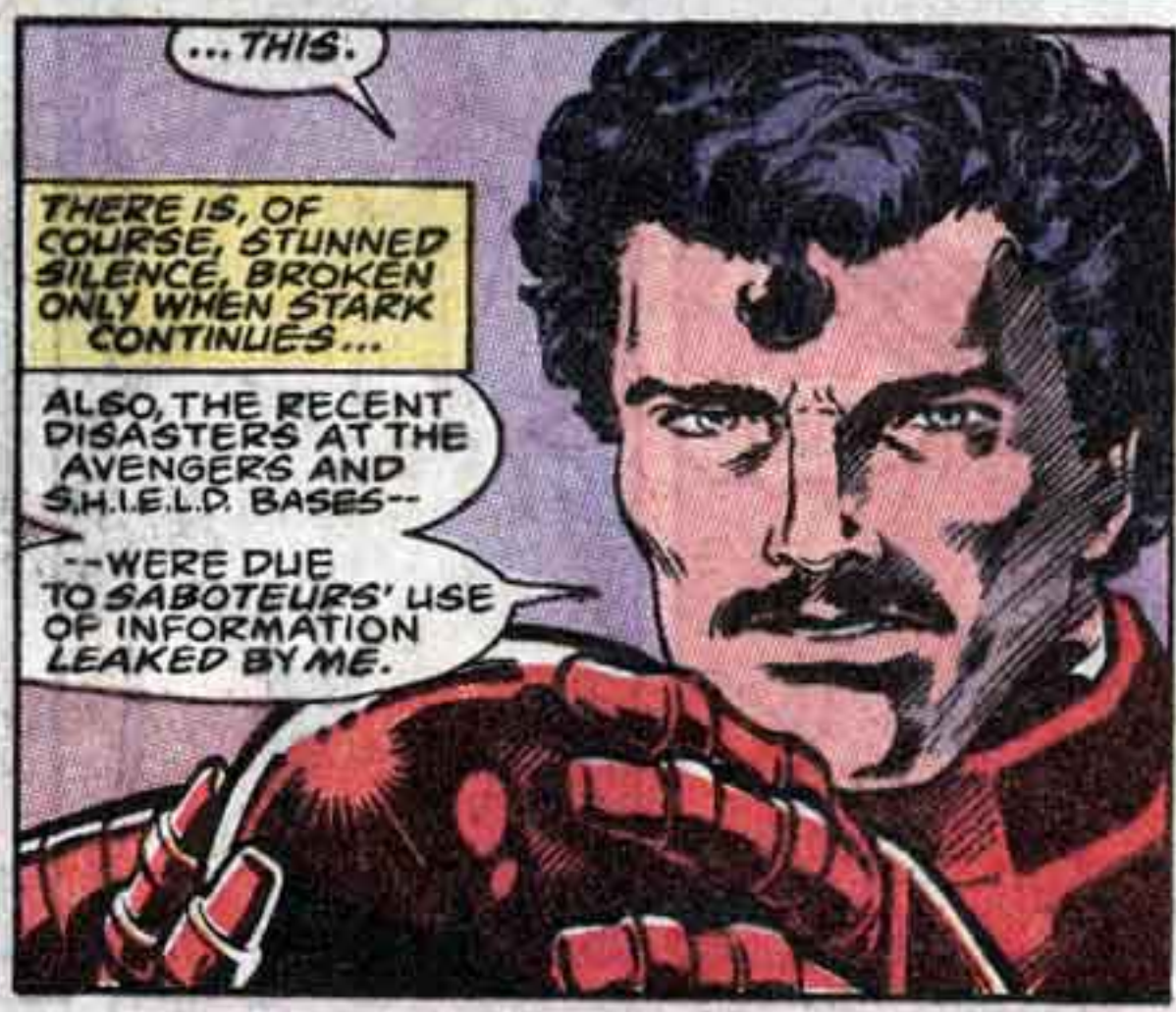


LOS ANGELES CITY HALL.

JUSTIN HAMMER HAS ANONYMOUSLY ALERTED THE PRESS TO MEET IRON MAN HERE.

THANK YOU FOR COMING, GENTLEMEN AND LADIES.

I'M HERE TO EXPLAIN THAT ALL I'VE DONE TODAY HAS BEEN OF MY OWN FREE WILL, INCLUDING --



THERE IS, OF COURSE, STUNNED SILENCE, BROKEN ONLY WHEN STARK CONTINUES...

ALSO, THE RECENT DISASTERS AT THE AVENGERS AND S.H.I.E.L.D. BASES--

--WERE DUE TO SABOTEURS' USE OF INFORMATION LEAKED BY ME.



MY REASONS -- AND MY SHAME -- ARE MY OWN.

AND SO, TODAY, I HAVE COME HERE -- BEFORE THE EYES OF THE WORLD -- TO PAY THE FULL PRICE FOR MY CRIMES.

I'D LOVE TO KEEP THIS GOING. BUT STARK IS RESOURCEFUL...



... AS ARE HIS SUPER-POWERED FRIENDS. EVENTUALLY, I MIGHT BE DEFEATED.

I HAVE ALL HIS SECRETS. I'VE HAD MY FUN.

NOW STARK, AT MY COMMAND INTO THIS CONTROL DEVICE...

...WILL DIE.



ANTHONY -- RAISE YOUR REPLUSOR TO YOUR HEAD --

-- AND SET IT AT FULL --

PHUT!
PHUT!
PHUT!



HAMMER FALLS...

BNOP



... AS DO, OUTSIDE, HIS PRIVATE TROOPS.

"THE PETTY FOOL! THE INFORMATION HE HAD AT HIS FINGERTIPS..."



... AND ALL HE COULD THINK TO USE IT FOR WAS MONEY AND REVENGE.

WELL, THAT MISTAKE SHALL SOON BE RECTIFIED.

OUR MOLES HAVE ALREADY INFILTRATED HIS EVERY DATA BANK--

-- AND WHEN HE AWAKENS, HE WILL, I'M SURE, BE QUITE RESPONSIVE TO OUR PERSUASIVE INTERROGATORS.



NOW WE SHALL USE THE INFORMATION HE GATHERED FROM STARK AS IT SHOULD BE USED...

... AND SOON, THE OMEGA BRANCH OF ADVANCED IDEA MECHANICS...*

... SHALL CONTROL THE PLANET!

* AKA: AIM, A TERRORIST GROUP DEDICATED TO THE OVERTHROW OF GOVERNMENTS THROUGH TECHNOLOGY. -- CRAIG





LET'S SEE... I'VE SHAVED MY MOUSTACHE AND DYED MY HAIR BLOND. BUT THAT DOESN'T GET MY TECHNOLOGY BACK -- OR CLEAR MY NAME.

I'VE WANTED TO CONTACT THE AVENGERS OR THE FANTASTIC FOUR A HUNDRED TIMES -- BUT I CAN'T! SOME SORT OF POST-HYPNOTIC EFFECT OF THE NEURO-COLLAR, IT SEEMS.

AND EVEN IF I COULD CONTACT THEM, AT BEST THEY'D BELIEVE I'D HAD SOME KIND OF BREAK-DOWN.

I NEED A STRATEGY... AND I NEED ALLIES. BUT, WHO..?



THE NEXT DAY...

...THE CRIMINAL RAIDERS COMPLETE AN AIR-BORNE THEFT AND MAKE AN EASY ESCAPE--

-- ALL WITH ARMOR BASED ON TONY STARK'S DESIGNS!

I'VE GOT THE MICROCHIP WE WERE AFTER RIGHT IN MY HAND --

-- AND IT'LL SOON BE WORTH A QUARTER MILLION TO EACH OF --

GOOD AFTERNOON, RAIDERS--



--IT'S TIME TO DIE!

ARMOR --FREEZING UP!

HEY: MY JETS--!



NOOOO!



WE SEEM TO HAVE LOST YOU, RAIDER, BUT REST ASSURED--

-- THERE IS NO ESCAPE FROM A.I.M.

WHW! I SWITCHED TO CAMOUFLAGE MODE JUST IN TIME!



HAMMER'S MANSION.

WE'LL GET HIM. THE SIGNALS THE ARMOR GIVES OFF WILL EVENTUALLY LEAD US TO HIM.

YES. WE'VE GOT TO FIND-- AND DESTROY --ALL WHO HAVE A PIECE OF STARK'S DESIGNS.

THE TECHNOLOGY MUST BE OMEGA'S ALONE.

LATER THAT DAY, STARK CONNECTS THE WIRES ON AN OLD HAM RADIO SET HE'S MODIFIED...

THIS IS MY THIRD AND LAST TRY. HOPEFULLY, ALL THE ARMOR FOLK WILL HAVE A CHANCE TO HEAR IT -- AND WHOEVER GOT HAMMER WON'T.

ATTENTION, ARMOR WEARERS. THIS IS ANTHONY STARK -- IRON MAN. YOU SHOULD ALL BE ABLE TO RECEIVE THE FREQUENCY I'M BROADCASTING ON.

YOUR LIVES ARE IN DEADLY DANGER. SOMEONE HAS STOLEN JUSTIN HAMMER'S FILES.



TWO OF THE RAIDERS WERE MURDERED IN COLD BLOOD, MOST PROBABLY BECAUSE THEY WORE ARMOR WHOSE DESIGNS WERE SUPPLIED BY HAMMER. DESIGNS HE STOLE FROM ME.

UNLESS I MISS MY GUESS, WHOEVER HAS HAMMER'S FILES WANTS THE TECHNOLOGY TO THEMSELVES. YOUR ONLY HOPE --

-- IS TO JOIN WITH ME. MEET ME AT DAWN TOMORROW...



"...200 YARDS INSIDE THE LA CIENGA CAVERN IN THE DESERT OUTSIDE LOS ANGELES."

AN IMPRESSIVE TURNOUT, GENTLEMEN. IT SHOWS AN ADMIRABLE DESIRE...



... TO STAY ALIVE.

I TRUST YOU'VE MET--?

THE VILLAINS KNOW WHO THEY ARE:

AS DO THEIR RUSSIAN COUNTERPARTS --



THE CONTROLLER.



THE MAULER.



STILT-MAN.

THE BEETLE.



THE SURVIVING RAIDER.



-- THE TITANIUM MAN.



-- AND THE CRIMSON DYNAMO.

NOW, I ASSUME YOU GENTLEMEN TRUST ME AS MUCH AS I DO YOU: NOT AT ALL.

I DON'T TRUST ANYBODY SINCE MY PARTNERS WERE KILLED BY A.I.M.

BUT I SAW YOU ON TV -- YOU SAY SOMEONE ELSE WAS CONTROLLING YOUR ARMOR! AND IF THEY COULD GET TO YOU --

-- THEN IT'S ONLY A MATTER OF TIME BEFORE A.I.M. FINDS A WAY TO TAKE CONTROL OF EACH OF YOU!

YOU MUST ALLOW ME TO MODIFY AND PROTECT YOUR ARMORS.

THEN, TOGETHER, WE'LL GO UP AGAINST A.I.M. AND TRY TO STOP THEM BEFORE THEY USE MY TECHNOLOGY TO CAUSE EVEN MORE DEATH AND SUFFERING.

SURELY YOU DON'T THINK WE'RE FOOLISH ENOUGH TO LET YOU TOUCH OUR ARMOR?

FINE. GO HOME...

...I'LL SEND YOUR FAMILIES CONDOLENCE CARDS.

THANK YOU, MAULER.

CAN YOU SWEAR THESE DEVICES DON'T PUT YOU IN CONTROL OF OUR ARMOR, STARK?

NO. A GUY IN A FLANNEL JUMPSUIT CAN'T BE TOO CAREFUL, CAN HE?

THERE. THIS DEVICE SHOULD JAM ANY ATTEMPTS TO CONTROL YOU FROM THE OUTSIDE.

THEN FORGET IT! I'LL HANDLE THIS ON MY --

ANTHONY, BOYO -- IF I WASN'T SCARED FOR MY LIFE, I WOULDN'T BE HERE.

I'LL TRUST YE NOT TO BETRAY ME. YET.

DO WHAT YE WILL TO MY SUIT.

AT LEAST TEMPORARILY.

AH, WHO AM I KIDDING?

A FEW YEARS IN THE CLINK BEATS CERTAIN DEATH.

THAT'S THE SPIRIT, BEETLE. MAYBE WE'LL BE CELL-MATES.

THE OTHERS SOON AGREE TO STARK'S PLAN.

NIGHTFALL.

"ALL RIGHT, GENTLEMEN. THERE'S HAMMER'S MANSION. IF A.I.M.'S THERE, NO BIG DEAL. IF THEY ARE --!"

AND WITH THAT, THE STILLNESS OF THE EVENING IS SUDDENLY --

--SHATTERED!!

MANSION BREACHED
COMRADES!

KWA

KAAAM

STOP THEM -- FOR
AIM!

THE OMEGA GROUP'S FIRST
LEVEL OF DEFENSE IS
FORMIDABLE --

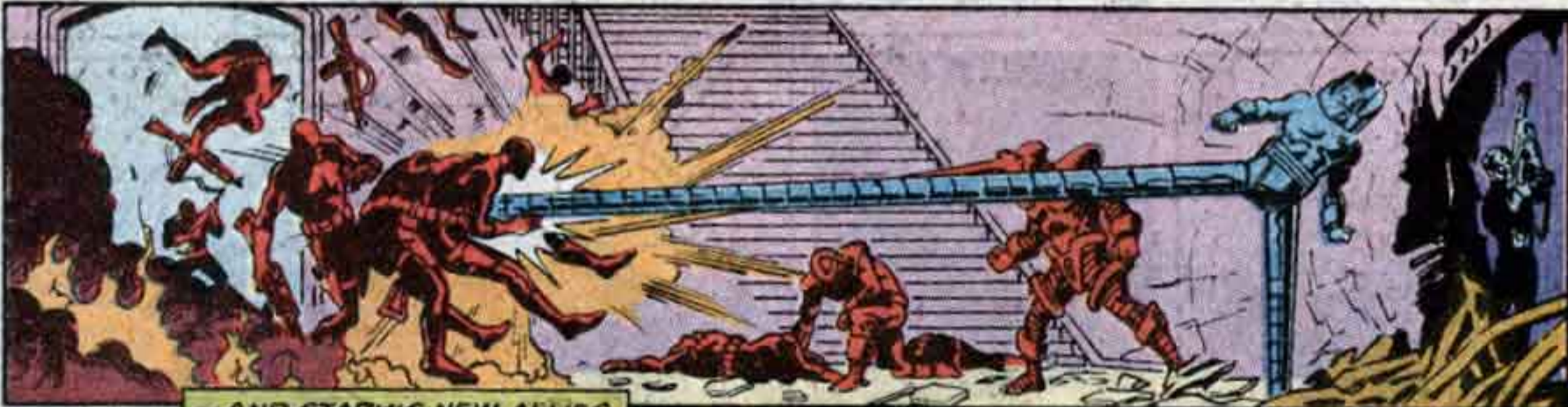
-- BUT IT IS NO
MATCH FOR THE
ARMOR WEARERS!

THE GROUP'S SECOND
LINE OF DEFENSE, HOWEVER --

-- GIVES THE
IRON MEN
PAUSE.

AND
PAIN!

THE BATTLE RAGES ON--



-- AND STARK'S NEW ALLIES MAKE THE MOST OF THE MOMENTUM OF THEIR SURPRISE ATTACK.



THAT'S FOR MY FRIENDS, CREEPS!

BUT EVEN AS THE SOUNDS OF MACHINERY AND BOOTSTEPS SIGNAL THAT A.I.M. REINFORCEMENTS ARE NEARBY --

-- ANTHONY STARK GETS THE LAY OF THE LAND.

DON'T KNOW EXACTLY WHAT THIS BLASTER I PICKED UP OUTSIDE CAN DO --

-- BUT IF SO MUCH AS A MOUSE COMES NEAR ME, I'LL FIND OUT!



NOW, IF A.I.M. IS USING MY TECHNOLOGY HERE, I NEED TO NEUTRALIZE IT --



-- AND THIS SCANNER INDICATES THOSE CIRCUITS ARE IN USE --



... DOWN IN THE BASEMENT --



" -- RIGHT BEHIND THAT DOOR! "

HEY! DON'T YOU KNOW THAT SMOKING --



-- MAKES IT HARD TO BREATHE?!

> UNHC

OPEN THE DOOR!

N-NO!

OPEN IT --

-- OR I'LL BREAK YOUR WORTHLESS NECK!



O-O-KAY -- O-KAY! EASE UP!

WHOOSH

HOLY --! YOU MEAN ...

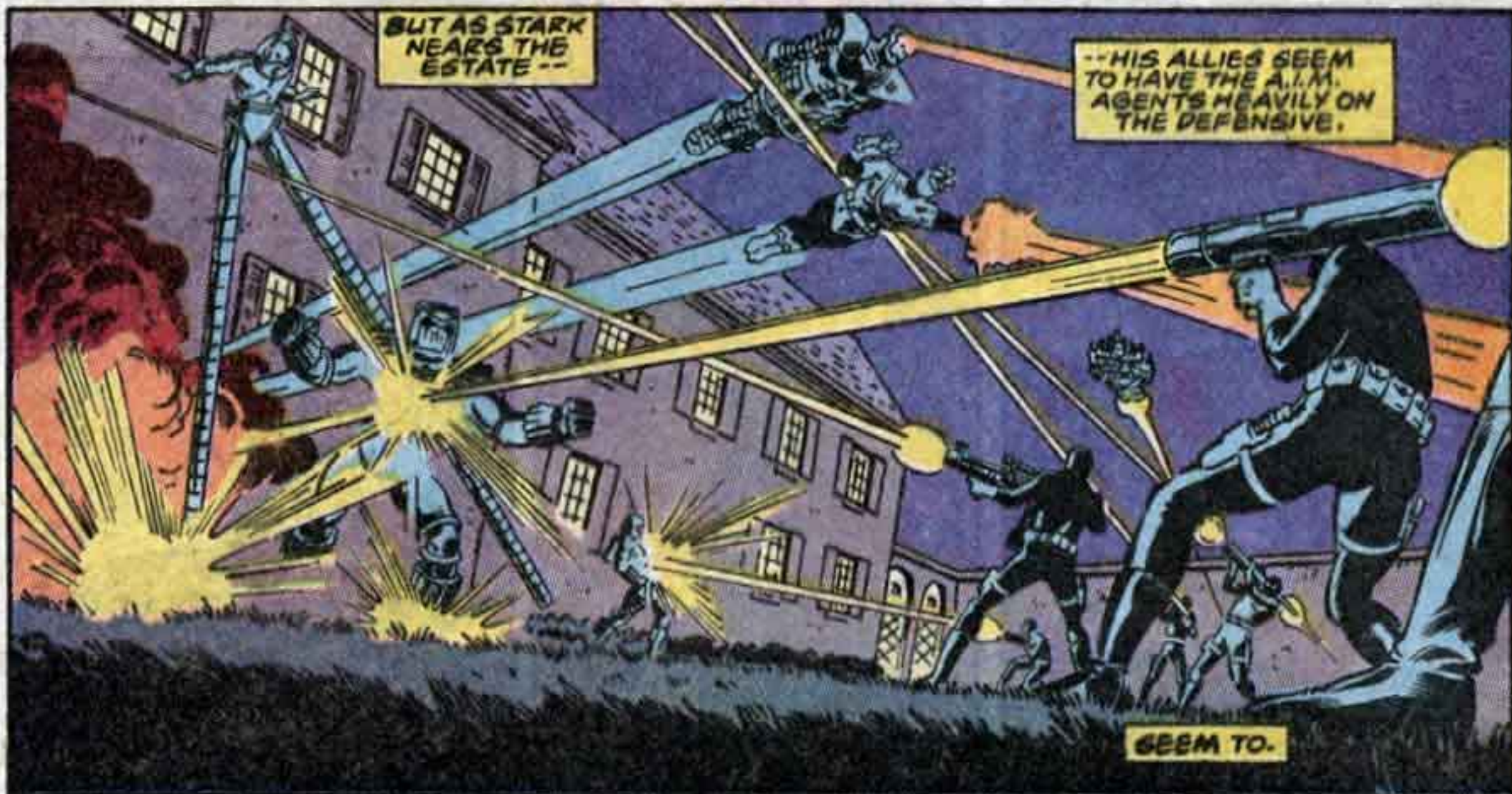


... A.I.M. BUILT THIS?!

BUILT FIREPOWER? NO -- EDWIN CORD DID -- FOR THE FEDS! WE JUST STOLE IT!

WELL, HOW ABOUT THAT!

STARK QUICKLY BINDS AND GAGS THE GUARD --



BUT, SUDDENLY --

I - I'M FREEZING UP --!

KRO OOM!

AND I -- AS WELL --!
IT IS THAT DEVICE --!

AS STARK
FEARED -- A.I.M.
HAS AT LAST
FOUND A WAY --

-- TO
OVERRIDE HIS
PROTECTIVE MEASURES --

"-- AND NEUTRALIZE
OUR ARMORS --!"

THE CLOSER I GET
TO THE DEVICE -- THE
WEAKER MY ARMOR
GETS, TOO!

STILL, I'M
THE ONLY ONE
OF US LEFT WITH
ANY POWER AT
ALL TO DEAL
WITH IT.

BUT I BARELY
KNOW THIS
ARMOR --!

WELL, JUST
GOT TO USE WHAT
SEEM LIKE THE
LOGICAL CONTROLS
-- AND PRAY!

"YES!"

SKNOONK

AND THE
OTHERS
ARE BACK
ON LINE,
TOO!

ALL
RIGHT!

WITH STARK
LEADING THEM,
THE ARMORED
TEAM ATTACKS
WITH RENEWED
VIGOR.

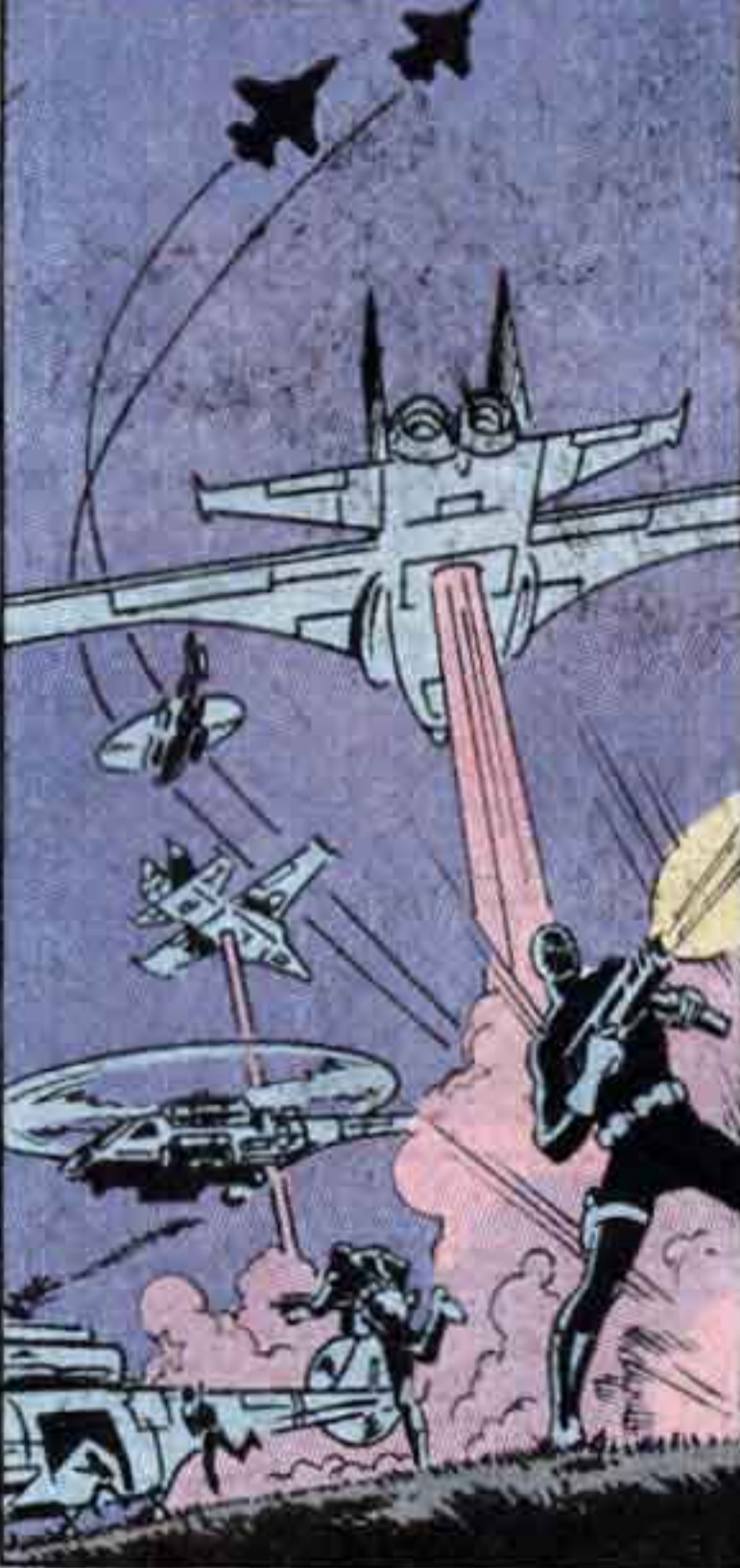
UH-OH!
POWER'S
FADING FAST!
HAVE TO
COMPENSATE
-- AIM HIGH --!

COME
ON, COME
ON --
DROP!

REALIZING THEY CANNOT
WIN AGAINST THE
MEN OF IRON...

... THE A.I.M. AGENTS FLEE AS BEST THEY CAN!

SOME ESCAPE...



... SOME DO NOT.

THE PRISONERS ARE ROUNDED UP BY THE ARMOR WEARERS...

... AND BROUGHT TO THE FORTIFIED BASEMENT CELLS.

SO YOU'VE TEMPORARILY DEFEATED US, STARK! SO WHAT?!



YOUR TECHNOLOGY -- ALL OF IT -- HAS BEEN SOLD BY HAMMER TO THE HIGHEST BIDDERS.

AND WHAT HE DIDN'T SELL IS IN OMEGA'S HIDDEN COMPLTERS.

IF I HAVE TO, STOLZ, I'LL HUNT DOWN AND RECLAIM EVERY SHRED OF THE INFORMATION.



GET REAL, STARK. IT'S PUBLIC DOMAIN NOW. LIKE ATOM BOMB TECHNOLOGY. YOU AND YOUR CAVALRY GOT HERE TOO LATE.

PANDORA'S BOX HAS BEEN OPENED--

-- AND YOU'LL NEVER GET THE DEMONS BACK IN!



"LET ME GET THIS STRAIGHT, STARK. WE RISKED OUR LIVES FIGHTING HERE -- BEAT STOLZ AND HIS BOYS --"



-- BUT SOME-ONE COULD STILL GET US ALL?!

IT'S POSSIBLE, BUT UNLIKELY. THIS ALL SEEMED TO BE STOLZ'S PERSONAL OBSESSION.

BUT THE POINT IS MOOT. YOU'RE ALL GOING TO LEAVE YOUR ARMOR HERE WITH ME, AND THEN -- FOR YOUR OWN SAFETY -- TURN YOURSELVES IN.

WHAT?

NEVER!



IF WE'RE IN DANGER, WE'RE GOING TO NEED OUR ARMOR. WE'LL FIND SOMEONE TO REDESIGN THEM SO WE'RE SAFE IN THEM, ANYWAY.

AND I'M BETTING YOU DIDN'T SABOTAGE OUR ARMORS -- OR ELSE YOU'D HAVE SWITCHED US OFF ALREADY!



HE'S RIGHT. I WAS AFRAID A.I.M.'D FIND A WAY TO USE ANY FAIL-SAFE DEVICES I INSTALLED AGAINST US.



LEAVE THE ARMORS HERE. BECAUSE IF YOU DON'T...

...I WILL CONTINUE MY QUEST -- AND TAKE IT FROM EACH AND EVERY ONE OF YOU!

BUT NOT FROM ALL OF US AT ONCE!

GENTLEMEN --



ATTACK!

WHONG

KROOOM

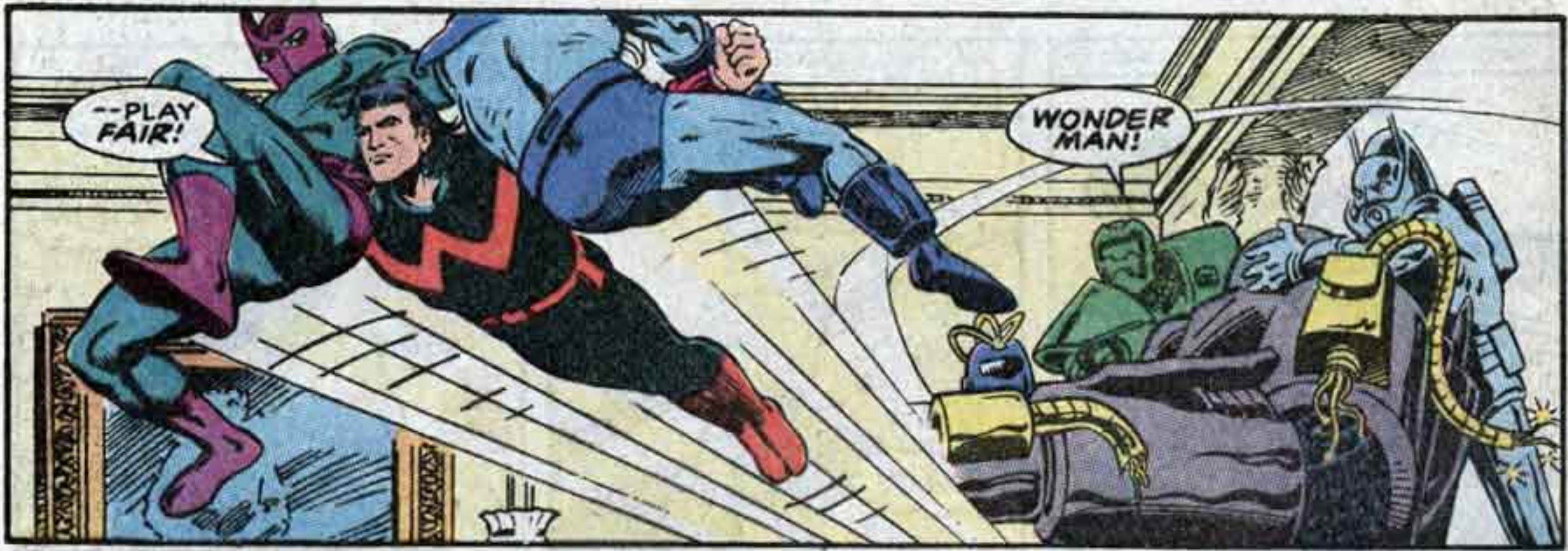
BWAMM



HE'S WEAKENING! HE'LL NEVER BE ABLE TO STOP US NOW!

DON'T LET UP! KEEP AT IT!

COME ON, GUYS --



--PLAY FAIR!

WONDER MAN!



ONE BEETLE--

BRAAM

--BEETEN!



GLOAT A SECOND LONGER...

...AND MY CONTROL DISC WILL--



SKRASH
ASH

NICE TRY, CONTROLLER...



... BUT OL' HAWKEYE'S WEST COAST AVENGEERS ARE A TEAM!



WHICH MEANS I GET TO FINISH YOU CREEPS--



--WHILE I LAUNCH A COUPLE OF TECHNO-NEGATORS OF MY OWN DESIGN--

--WHICH IMMOBILIZE THESE TWO CLOWNS WHERE THEY STAND!

Uh-oh! WONDER MAN AND DOCTOR PYM JUST TOOK OUT OUR FOUR HEAVIEST HITTERS --



-- AND HAWKEYE'S GOT THE REST --

KRAACKLE

KRAACKLE

FWIING!

FWIING!

HEY, DOC -- YOUR NEGATORS WORK GREAT AS ARROW-HEADS, TOO!



-- SO I THINK I'D BETTER JUST EXTEND MY LEGS --

-- AND GET GOING WHILE THE GOING'S --

WHA-?!

WHONG



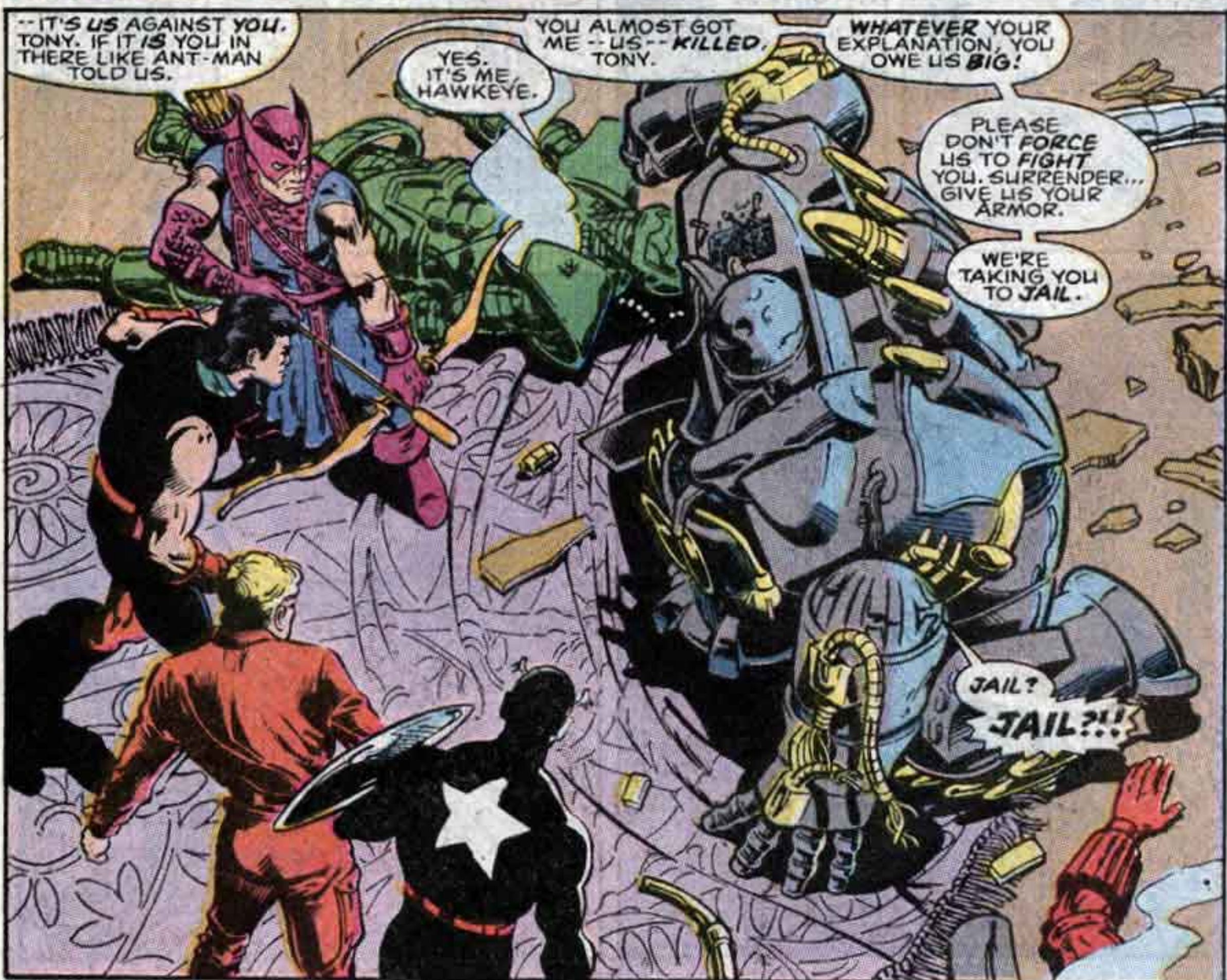
HAGHH

BWOOM

NICE SHIELD SLINGING, CAPTAIN!

WE'VE GOT THEM ALL, NOW!

ALL EXCEPT ONE, SIMON. FOR BETTER OR WORSE --



-- IT'S US AGAINST YOU, TONY. IF IT IS YOU IN THERE LIKE ANT-MAN TOLD US.

YES. IT'S ME, HAWKEYE.

YOU ALMOST GOT ME -- US -- KILLED, TONY.

WHATEVER YOUR EXPLANATION, YOU OWE US BIG!

PLEASE DON'T FORCE US TO FIGHT YOU. SURRENDER... GIVE US YOUR ARMOR.

WE'RE TAKING YOU TO JAIL.

JAIL? JAIL?!!



HAVEN'T I SUFFERED ENOUGH?! BEEN THE PAWN OF EVERY TWO-BIT MEGALOMANIAC WITH A NINTENDO?!

AND FOR WHAT?! BECAUSE I TRIED TO DO SOME GOOD--SAVE THE WORLD FROM A RUNAWAY TECHNOLOGY?!



MAYBE IF YOU'D TRUSTED US--LET US IN ON YOUR PLANS--

-- ALL THIS COULD'VE BEEN AVOIDED.

I WAS TRYING TO SPARE YOU ALL THE CONSEQUENCES OF MY ACTIONS.



BUT NOW, I MUST BE FREE, IN ORDER TO--

-- TO...

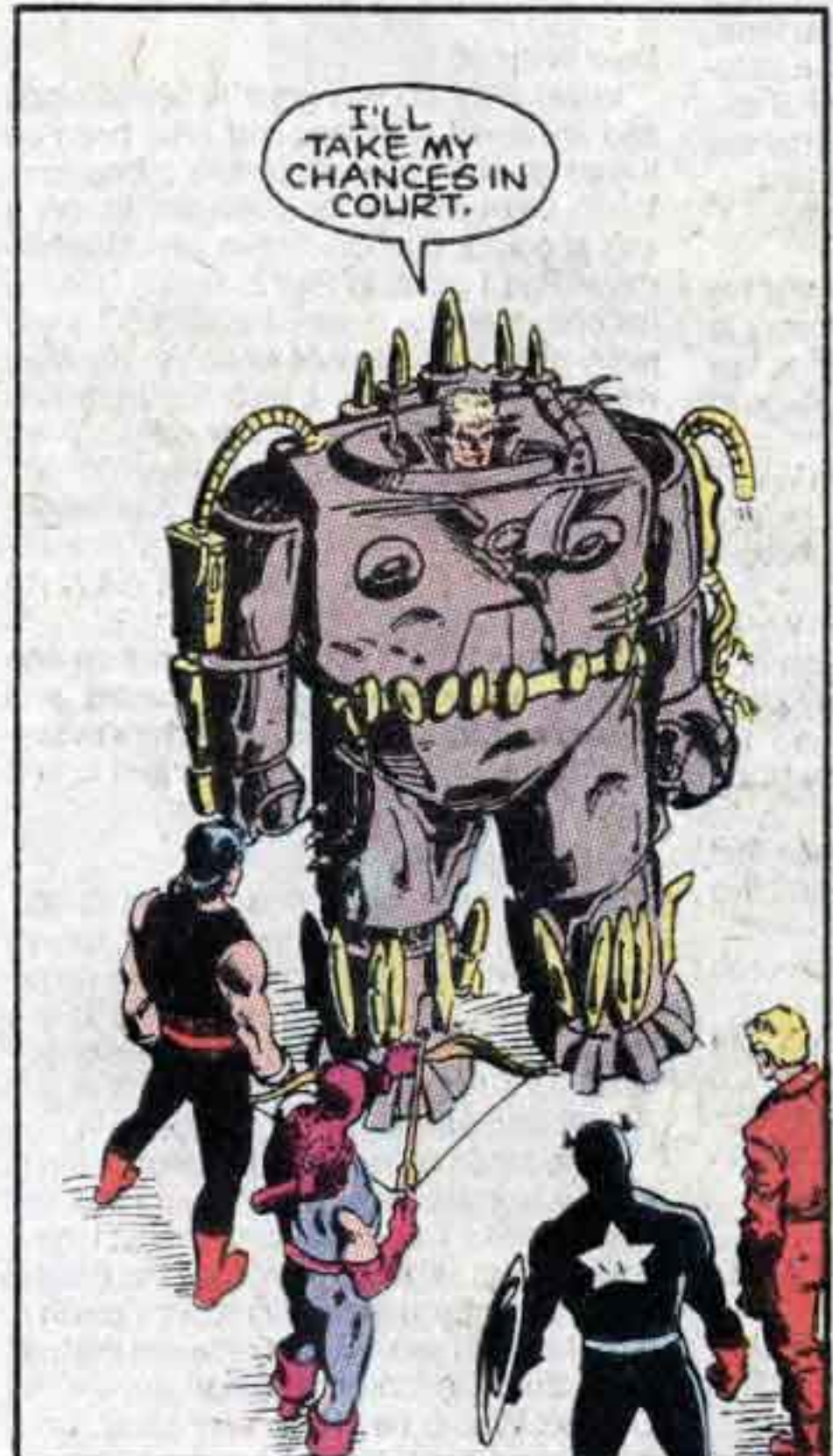


NO. IF I FIGHT YOU -- THEN HAMMER AND A.I.M. REALLY WILL HAVE WON.

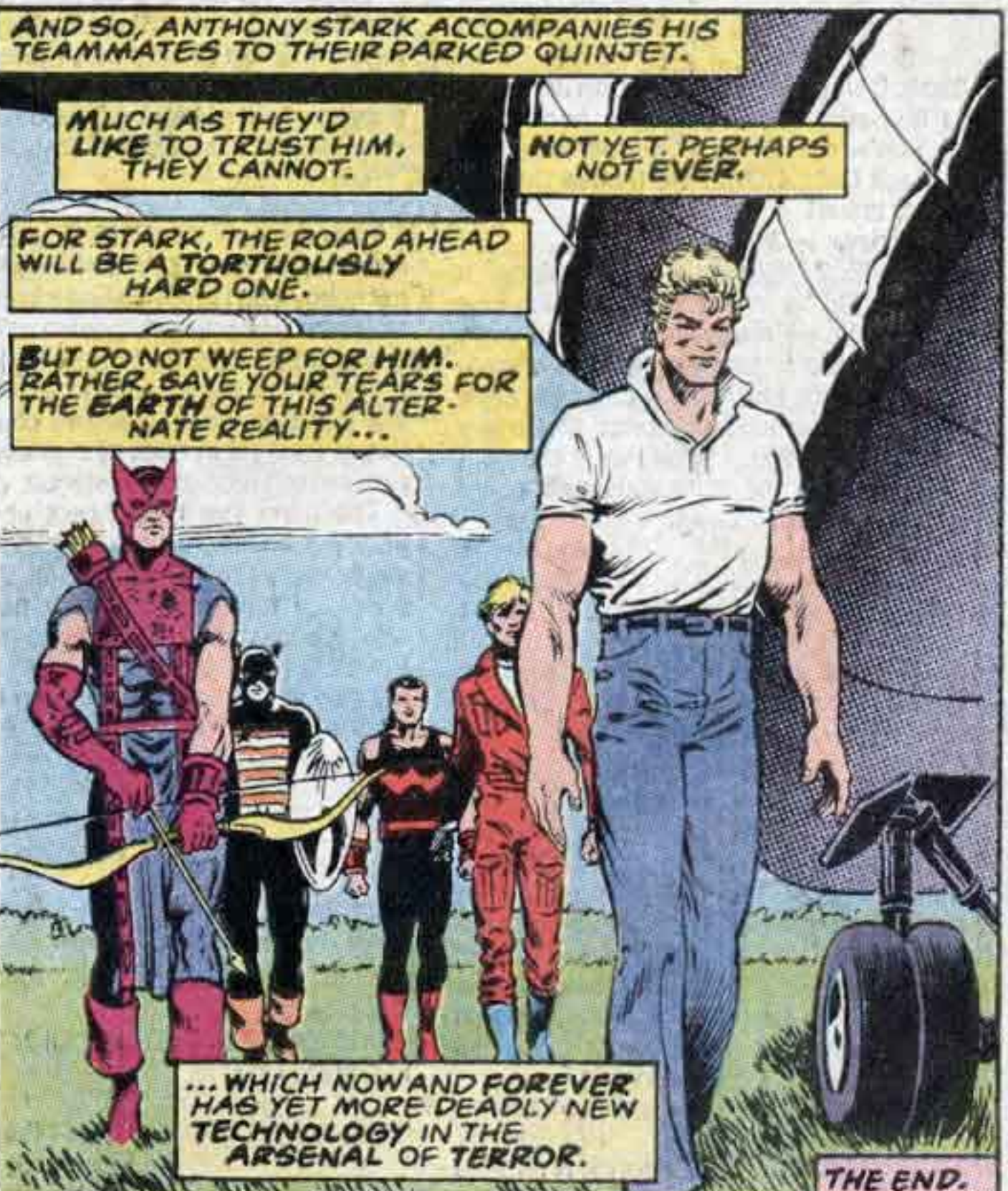


THEY'LL HAVE MADE ME INTO SOMETHING CORRUPT --

-- LIKE THEM.



I'LL TAKE MY CHANCES IN COURT.



AND SO, ANTHONY STARK ACCOMPANIES HIS TEAMMATES TO THEIR PARKED QUINJET.

MUCH AS THEY'D LIKE TO TRUST HIM, THEY CANNOT.

NOT YET. PERHAPS NOT EVER.

FOR STARK, THE ROAD AHEAD WILL BE A TORTHOUSLY HARD ONE.

BUT DO NOT WEEP FOR HIM. RATHER, SAVE YOUR TEARS FOR THE EARTH OF THIS ALTERNATE REALITY...

... WHICH NOW AND FOREVER HAS YET MORE DEADLY NEW TECHNOLOGY IN THE ARSENAL OF TERROR.

THE END.



Editor—Craig Anderson Assistant Editor—Renée Witterstaetter
 MARVEL COMICS GROUP—387 Park Avenue South—New York, New York—10016

Attention correspondents: All letters considered for publication must include your name and address, though we will withhold that information upon request.

Dear Marvel,

I just had to drop you a line about WHAT IF...? #5. Jim Valentino did a great job on both story and art. I would definitely like to see more work by Jim in the future in these pages.

The story was everything a WHAT IF...? issue should be. It took a pivotal moment in the Marvel Universe, diverged, and then proceeded logically from there. Everything that happened in the story made sense, and all the characters stayed true to their personalities.

The best thing about WHAT IF...? #5 was that it had a happy ending. That's something we don't see often enough. Too often writers get carried away with the freedom offered by WHAT IF...? and decide to kill off the hero or end the universe every issue. That gets old after a while.

Let's see more upbeat stories like this in the future. I liked how, even though it was a WHAT IF...? story, things worked out basically the same as they did in our universe (the Scarlet Witch married to the Vision with the brain patterns of Simon Williams). I guess some couples are just destined to get together no matter what universe they're in!

Barry Dutter
 Scotch Plains, NJ

Yeah, Barry...couples like Don Johnson and Melanie Griffith, Sonny and Cher, Tiny Tim and Miss Vicki, Spider-Man and the Black Cat...OOPS. We'll save that for another issue!

Dear Marvel,

WHAT IF...? #5 was a masterpiece. It mixed two stories into one very exciting look into an alternate reality that in some ways was even more interesting than the original reality. This issue and issue #4 are both great examples of the kind of stories that make WHAT IF...? the kind of book I want to read. I also really love the humorous one panel shorts. Keep them coming.

Jon Lining
 P.O. Box 1404
 Gilbert, AZ 85234

You're not alone, Jon. Folks around here have been laughing at Ye Editor's shorts for quite some time now!

Dear WHAT IF...?,

HALT! I just started collecting your comic because of Issue #5. I am stupified to hear the...TRUTH? This has got to be a non-humorous joke! You are telling me that Wonder Man is dead? This saddens all horizons of West Coasters. I must have missed something VERY important. If dead, why is he still in the Avengers and West Coast Avengers, hmmm? (By the way, Issue #6 looks like timely choosing as well.)

Dave Thomas
 P.O. Box 261
 Oneonta, NY 13820

No joke, Dave. If you'll look over your timely copy of WHAT IF...? #5, you'll see that we explain how, in AVENGERS #9, the team first met Wonder Man, who was dying of a rare form of radiation. When Wonder Man tried to protect the Avengers from the evil Baron Zemo, the Baron used an ionic ray to speed up the poison in Wonder Man's body. Hank Pym encoded the dying hero's brain pattern and used it to give sentience to the Vision in AVENGERS #57. It's true. Why would WE lie?

Dear What Now,

What can you say about WHAT IF...? #5. The story was excellent and the artwork was marvelous. I am definitely an Avengers fan. I had read AVENGERS #9 in my MARVEL MASTERWORKS #4. So, I was excited when I saw this issue. And I had good reason to be. Well, until Captain America trades in his shield for a trash can lid, make mine Marvel.

Andrew J. Dresod
 (Address withheld)

Thanks for helping us shed a little light for Dave T. and other Avengers fans, Andrew. Even if they can't afford a valuable collector's item like AVENGERS #9, they can still get MM #4—and read the full story about the death of Wonder Man!

Dear Marvel,

I like the new WHAT IF...? series, and I'm sure that it'll be a big hit. Alternate history is my hobby and I enjoy seeing it in comics; few actions are as basically human as the urge to speculate on what might have been.

I know that you're trying to stay with WHAT IF's that take place in recent comic history. But, you've got to think of the newer readers who haven't read the old stories.

The thing that I liked best about WHAT IF...? #5 was the way that the decision of a single man altered the lives of many other people. I believe that every person's life affects everyone else's lives—the movie "It's A Wonderful Life" stated that clearly.

I plan to buy every issue, and I hope that each one is as good as each of the first five have been.

Tom Cron
 6418 Forest Haven Lane
 Riverdale, GA 30274

It's true, Thomas. Your letter has touched us deeply. We'll never be the same again!

Dear Baldie,

WHAT IF...? is TERRIFIC!!!! MAKE MINE MARVEL. I love it!

David Tucker
 1644 Princeton Rd.
 Flossmoor, IL 60422.

Do you always call people you like "Baldie"? For your information, both editor and assistant editor in this office have full heads of hair. Renée is even growing hers to extreme lengths to sell to the wig factory across the street. (or, to make a toupée for the ol' Vatcher!)

Dear WHAT IF...? Team,

What if...all the Marvel Universe characters aged the way they should have? It could be the WHAT IF...? mini-series. 12 Issues! Double size each! It could also be a regular series. Or a special WHAT IF...? series. Please, please, make this come true. As always, ask the other readers.

Walt Poulos
 73 Fenway South
 Milford, CT 06460

Let's see, Walt, most of our characters were first introduced in the early 1960's. And since a lot of them were in their teens or twenties then, you're talking about some 50 year old characters running around here. It might TAKE a mini-series for anything to happen! Afraid you'll just have to read WHAT IF...? #4 to see Peter Parker as an old man. Sorry.

Dear Watcher,

WHAT IF...? #5 was great! It flowed along and answered questions that have been on the minds of Avenger readers for a long time. When you changed the Avengers history, I was shocked. But, Quicksilver and Magneto made Part 1 great. In Part 2, seeing Ultron 5 become the Vision was incredible. I loved every page up to page 24 when Wonder Man was apparently killed. I wish the story had been longer. Well, here's a story idea: "What if...the Watcher decided not to Watch?"

Chris Deaver
 Rt. 2 Box 411
 Morrilton, AR 72110

You mean like if the Watcher put on one of those eyeless sleeping masks and stumbled around his headquarters moaning "Ohhhhhh, my corneas are just killing me!!!" Hummm....

Dear Marvel Staff,

Well, I finally made myself write to you. Why? After all, French guys don't usually write to their favorite comics because we get our comics so late. But, I'm writing to you anyway. Am I crazy? Oh no... I'm only a WHAT IF...? fan! Yes, I have joined in this American madness.

I loved the first run, and I missed it. Imagine my surprise and my joy when I saw this new series. Since the first issue, I have bought them all. Roy Thomas was so great in issue #1 that you certainly must be proud to have him with you. When I received the second issue, I discovered a new artist—Greg Capullo. Who is he? He is very gifted. Don't

forget Danny Fingeroth. He's one of those writers who understands that WHAT IF...? could be a fabulous outlet for the imagination. His stories are sincerely fantastic. Danny is the best. Mark Bagley is also good. The first time I heard of him was in MARVEL AGE when he won the "Marvel Try-Out." I'm very glad to see him in my favorite comic. His work is great, original.

The only thing I regret in WHAT IF...? is that the heroes are, in general, always dying. Why not have some happy endings?

Frederic Grivaud
Allee de la Colomine
France

Glad to hear from our friends in France, Frederic.

Dear Mr. Anderson,

I am certainly glad that Marvel has decided to bring back WHAT IF...? I could never understand why it was ever cancelled, especially considering it had such a strong following. Nevertheless, I'm happy to see its renewal. I always considered the title's concept fun, but with room for improvement.

This was the case with issue #5. The Jim Valentino/Sam de la Rosa art was good, but not spectacular. I also have a bit of trouble with the way many scripts read too much like a synopsis of a specific series' storyline or run of issues. I believe that a "re-capping" or explanation of sorts is necessary to familiarize some readers with the situation, but I also feel that some of the re-telling should be less visible and minimized in order to highlight the alternate reality that story focused on.

Like I said before: I've always enjoyed this title, and sometimes the book is nice to look at, but the script needs work. Or, the story is fueled by a fabulous WHAT IF...? idea and the art needs work. Bottom line: you can do better. Version one of this title proved it.

Everyone has their off-days; and I'm still looking for that ultimate WHAT IF...? tale; I don't know who in the Marvel Universe it will involve, nor do I even wish to suggest a creative team. But I'll write in when it's published. Thank you for your attention.

J. Torres
Montreal, Quebec

Thanks for the comments, J. We ourselves are always striving to improve our various crafts. It seems that what you didn't like about this story was exactly what many of our readers prefer: How would established events change if one significant thing was different? Oh well, it just goes to show that you can't please everyone, but we'll keep trying!

Dear What Now:

Issue #5 of WHAT IF...? was excellent! The plot in Part 1 was excellent! But, I do have a few questions.

1) Would it be possible to have the Vision in his own monthly series? He is probably my favorite character of the Avengers, along with Thor.

2) What kind of power does Wonder Man have?

Chris Anderson
43 Davis Rd.
Richmond Hill, GA 31324

1) Ya never know.
2) He's really strong and very indestructible. Oh, and he also has very short hair.

Dear What-Ifers,

I am writing to congratulate you on the re-birth of a truly wonderful series: WHAT IF...? I have enjoyed both series very much—the

old and the new. However, I am also writing to ask a question. I own every ALPHA FLIGHT issue—all the way back to their origin six years ago, and yet in reading WHAT IF...? I have not seen one alternate reality for this group. This super hero group has had so many changes done to it that it's just begging for an alternate reality to be done to it. Please correct me if one has already been done for this group. I enjoy all of your titles and everyone does an excellent job. Keep it up.

Shawn Doherty
20375 Manor Rd.
Excelsior, MN 55331

Aw, c'mon Shawn, have a little patience. We've only done eight issues so far!!!

Dear Marvel,

I've just read WHAT IF...? #5 and I liked it. I actually liked it.

I picked up this issue because of two things. One: Because the artist was Sam De la Rosa. I've been a big fan of his since his not so long ago days at another company. The second reason was that it concerned the Avengers. I am a big fan of the Avengers also, and I wanted to see Mr. De la Rosa's version of them.

Well, that's it for this time. I'm really looking forward to the next issue.

Marson Fedrick
P.O. Box 514
Ellisville, MS 39437

Well, Sam will certainly be happy to know he has such a fan as you out there, Marson. And you should be happy to know that Mr. De la Rosa will be appearing in these pages next issue with "What If...the New X-Men Had Died on Their First Mission?" And if you thought Sam's inks

over Jim Valentino's pencils looked hot, wait'll you see his inks combined with the powerful pencils of Rich Buckler! And with Roy Thomas on the scripting duties, you know that this issue is gonna be hot!

Dear Craig,

After reading the first five issues of WHAT IF...? I find myself very pleased with this new series. As a Spider-Man fan, I hope to see more issues with questions centered around him, such as my favorite issue so far, Issue #4.

I agree with Pierre Villereuve that in some cases it would be best to use two issues to tell a story, but only occasionally. The art, so far, has been excellent, and I hope this continues. This is also true with the writing.

I really enjoy the cartoons at the end of the issues. Please have at least one of these in every issue.

Until Uatu changes his name to George, Make Mine Marvel! I'm also looking forward to "What If... The Punisher's Family Hadn't Been Killed in Central Park?"

Jonathan Burgers
400 F St.
Needles, CA 92363

You won't have long to wait, Jonathan, because that Punisher story will appear in issue #10 of WHAT IF...? And, as we've told you, the penciling is by newcomer Rik Levins and the writing is by NAM writer Doug Murray. But, what we haven't told you is that the inks will be by the one and only Bob McLeod with cover art by Mike Zeck—who, by the way, was once voted the nicest man in comics by former assistant editor Rosemarie McCormick. But hey, we think they're all pretty darn great! See you in thirty!

