

Years ago, Miles Warren, one of Peter Parker's college professors, stole a sample of Peter's genetic material and used it to create a perfect clone of Spider-Man. With all of Peter's memories, the clone fled. Created, not born, and without an identity of his own, he gave himself a new name and made his own way in the world as...

BEN REILLY: THE SCARLET SPIDER

After seemingly sacrificing himself to save Peter Parker's life, Ben Reilly was resurrected by none other than his creator, *the Jackal*, and subjected to dozens of torturous experiments.

The procedures drove him quite mad, and Ben soon broke free. He took the title of the Jackal and all the technology that came with it for himself, and began to resurrect anyone who had lost their lives as a result of Spider-Man's actions (or inactions). With an eye on global influence, Ben built himself a pharmaceutical company, and used his technology to "cure" hundreds of people. In actuality, he had simply swapped his patients with clones, with neither their knowledge nor consent.

Unwilling to let Ben toy with the power to create life, Spider-Man destroyed his entire facility, and Ben himself seemed to be killed in the blast.

Unbeknownst to Spider-Man, however, Ben survived. Now he just needs to figure out what to do next...



WRITER
PETER DAVID

PENCILER
MARK BAGLEY

INKER
JOHN DELL

COLOR ARTIST
JASON KEITH

LETTERER
VC'S JOE CARAMAGNA

COVER ARTISTS
MARK BAGLEY, JOHN DELL & JASON KEITH

VARIANT COVER ART
GREG LAND & MORRY HOLLOWELL, TOM LYLE & ANDRES MOSSA, JOHN TYLER CHRISTOPHER (ACTION FIGURE), J. SCOTT CAMPBELL & EDGAR DELGADO

ASSISTANT EDITOR
ALLISON STOCK

ASSOCIATE EDITOR
DEVIN LEWIS

EDITOR
NICK LOWE

EDITOR IN CHIEF
AXEL ALONSO

CHIEF CREATIVE OFFICER
JOE QUESADA

PRESIDENT
DAN BUCKLEY

EXECUTIVE PRODUCER
ALAN FINE



SO MANY PEOPLE
COME THROUGH HERE
TO BEGIN A NEW LIFE.
FIND A NEW CHANCE.
START EVERYTHING
OVER AGAIN.

WHY NOT ME,
THEN? WHY NOT
BEN REILLY?

SHOULDN'T I HAVE THE
SAME OPPORTUNITIES
AS EVERYBODY ELSE?
SHOULDN'T I BE ABLE TO
CHANGE MY NAME,
BECOME SOMEONE NEW?

LIKE THIS SNAPPY
NEW COSTUME.
MAN. THIS THING
FITS GREAT.

AND THAT COSPLAYER I
TOOK IT OFF...HELL, HE
WON'T MISS IT. I MEAN,
HE MADE UP HIS VERY
OWN SPIDER-MAN
COSTUME, AND WHAT
DID I DO? I MADE IT
OFFICIAL.

I MEAN, YEAH, OKAY, I
LEFT HIM LYING NAKED IN A
RESTROOM AT THE HOTEL,
BUT HELL, I DIDN'T TELL
HIM TO GO COMMANDO
WHILE WEARING A TIGHT-
FITTING COSTUME. WHAT
WAS HE, SHOWING OFF?

AT LEAST
WEAR A DANCE
BELT, DUDE. THERE'S
STUFF WE JUST DON'T
NEED TO SEE ON A
FRIDAY NIGHT.

WOW. YOU CAN
REALLY SEE THE
WHOLE STRIP
FROM HERE.



GOD, I MISS NEW YORK.
WHAT DOES IT SAY
ABOUT ME WHEN THE
CLOSEST I CAN COME TO
IT IS THE "NEW YORK,
NEW YORK" HOTEL AND
CASINO IN LAS VEGAS?

OKAY, SO...WHAT
NOW? HOW DO I
LIVE MY LIFE?

I'VE GOT A CRAPPY ROOM AT A
CRAPPY MOTEL AND NOT MUCH
MONEY TO MY NAME. PETER
THOUGHT HE HAD MONEY
PROBLEMS AT THE BEGINNING?
AT LEAST HE HAD A HOUSE.
LOVING AUNT AND UNCLE.

I'VE GOT
NOBODY.



THAT'S
NOT TRUE.
YOU HAVE
ME.

YOU
DON'T
COUNT.

OF
COURSE I
COUNT!



ONE...
TWO...

YOU'RE
HILARIOUS.

AREN'T I,
THOUGH?

HOW LONG ARE YOU GOING TO SULK UP HERE?

I'M NOT SULKING.

SO YOUR PLAN FELL APART. SO WHAT? YOUR PLANS ALWAYS FALL APART BECAUSE YOU'RE THE BAD GUY.

I'M NOT A BAD GUY.

YOU HAD A SCHEME THAT FAILED THANKS TO SPIDER-MAN. KIND OF THINK THAT MAKES YOU THE BAD GUY BY DEFINITION.

SCREW YOU.

NOW YOU'RE USING BAD GUY LANGUAGE.

I WAS BRINGING PEOPLE BACK TO LIFE! HOW DOES THAT MAKE ME A BAD GUY? WHAT RULE WAS I BREAKING?

THE FIRST ONE.

WHAT?

"THOU SHALT HAVE NO OTHER GODS BEFORE ME."

LIFE, DEATH, RESURRECTION... YOU SET YOURSELF UP IN THE BIG MAN'S PLACE. AND HE SENT ONE OF HIS ANGELS TO SMACK YOU DOWN.

YOU'RE IN ESTEEMED COMPANY, THOUGH. REMEMBER LUCIFER?

DUDE, YOU NEED A PLAN.

A ROCKET PACK? REALLY?

I'M IMAGINARY, SO I CAN DO WHATEVER I WANT.

I HAVE A PLAN.

SUUUUURE YOU DO.

I DO. I REALLY--

EEEEEE!

OH, THANK GOD.

SOMEONE'S IN TROUBLE.