

And there was a day unlike any other, when Earth's Mightiest Heroes found themselves united against a common threat! On that day, the Avengers were born--to fight the foes no single superhero could withstand...



Issues #1 – 7

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Table of Contents

#1	3
#2	13
#3	20
#4	27
#5	32
#6	39
#7	41

Issue #1

BRIIIIIING!!! BRIIIIIING!

The alarms suddenly went off. Captain America quickly summoned everyone to the conference room. When everyone arrived, he quickly got their attention.

"This is the fifth time this week. Hank and Tony have checked the systems over and over again and they can't find one thing wrong with them. So there is something that's triggering these alarms. Right now, I want everyone to search their assigned areas!"

With these words, all nine Avengers-including Henry Pym and Jarvis-rushed off to different areas of the mansion.

About a half an hour later, they all returned. Nobody found anything suspicious.

"Anyone have any theories?" asked Cap.

There was a brief silence. Iron Man stood up.

"There are a few villains that stick out in my mind, but I don't think any of them would wait to attack. They would have attacked the first time this happened. Or maybe even the second, but none of them would waste their time doing this five times in one week and not act."

Cap responded, "Good point. But it has to be someone..."

Before Cap could finish, Thor rushed into the room.

"Aye. There has to be someone. I believe it to be none other than Loki, the God of Mischief!"

As Justice heard the mention of Loki, mixed feelings arose. On one hand, it could be a chance for him to prove himself, but on the other hand, it could show how much of a wimp he truly was.

"What makes you think Loki would play with our alarm systems? And I thought all the Gods had vanished," inquired Iron Man.

The Gods did vanish for a while, but returned. None of them knew what had happened, or at least wouldn't admit to knowing. Thor sensed some secrecy when he talked with his fellow Asgardians about it. The Gods of Asgard had settled down after repairing Asgard just a few days ago. Thor explained all this to the Avengers.

Thor added, "I have received messages from Asgard warning me of trouble. These messages have appeared in my dreams and they warn me of Loki."

"Wait...what made you come here now? We didn't call you..." asked Firestar.

"I received another message. 'Twas different for I was not asleep. I felt it to be more urgent so I came with haste," Thor responded.

Dr. Pym thought, "I wonder if Thor's message came at the time of the alarms going off? hmm..."

"Why haven't you gone there sooner?" asked Iron Man.

Thor replied "I hast not know, but now we must take haste. Hie off we must! My belo'ed Asgard has need of me! My friends...I ask thee to journey with me to Asgard."

Captain America said, "We're with you wherever you need us. Take us to Asgard."

"I'm afraid that the Vision can't assist you in your journey. I need to monitor him more. He may be fine, but I don't want to take that chance," said Dr. Pym, before anyone can move.

Vision jumped up with objections. "Wait..."

"We don't want to take any chances either. So Vision, you will remain here with Jarvis and Hank. Remember, if there is any trouble while we are gone, there is a whole list of reserves just waiting to be called," Captain America said, interrupting the Vision.

Vision sighed and sat back down. Thor swung his great hammer and the room was filled with great winds. Thor had opened the portal to Midgard. He proceeded and the other Avengers followed him through. They found themselves on Asgard. They looked around, but they saw nobody. No damage seemed to be caused to any of the structures. After a long while of searching, they all met in Odin's Hall.

Thor said "Nary a soul in Asgard. Once more, The Mighty God of Thunder is left alone."

"Well, you make the calls big guy. You know this land better than any of us," said Captain America.

Thor nodded, but before he, or anyone else, could do anything, there was a brief, magnificent flash. When Captain America's vision and hearing returned, he saw only Iron Man. Iron Man was standing over him.

"Steve, you all right? Steve?" Iron Man repeated a few times.

"Yeah. I'm fine, but where are the others?" replied Captain America.

"I haven't the faintest idea. That flash didn't effect my senses due to my armor and I didn't see any of them leave," said Iron Man with a sigh.

Captain America checked all frequencies on the communicator, not finding anything. He told Iron Man to search outside and he would search inside. Iron Man nodded and flew out. Suddenly the Red Skull appeared in front of Cap.

Captain America said in amazement, "You?! How....?"

His mind was suddenly filled with all of the anger and all of the terrible memories that the Red Skull had been responsible for. Captain America charged at his old foe. He smashed into the wall behind the Red Skull's image, finding out it he was not real. He was not effected by the smash because of his shield. He turned around to see that the Red Skull was no longer there. Captain America was relieved, but at the same time disappointed. He didn't want to have to deal with the Skull, but would have liked to tore into him. When he composed himself, Loki came to his to mind, but he continued with his search.

Meanwhile, outside, Iron Man was searching all around the Hall in the sky. Suddenly a repulser blast was fired at him. It missed him and he turned to see War Machine hovering in the air. Iron Man was puzzled, but fired three repulser blasts at War Machine. The blasts went right through him as he disappeared. Loki's name came to Stark's mind.

A few minutes later, Captain America called Iron Man on the communicator and they exchanged stories.

"Loki wasn't able to make people disappear last time I checked. So either he has someone else working with him or it isn't him," stated Iron Man.

Captain America replied, "Well this is Asgard. And if there is any trouble in Asgard, it usually involves Loki. Plus, Red Skull and War Machine were the work of Loki. No doubt about that."

"True, but what do we do?"

"I have no idea. Just be prepared. Loki is probably watching us and will probably strike soon."

Captain America could hear his name being called in a distance. Iron Man heard it too, but only through the communicator. Captain America headed in the direction he heard the voice from. Iron Man asked him to wait for him, but Captain America felt that he couldn't. Someone could have been in serious danger. He came across a door that was locked shut. The voice was coming from in there. He used his shield to try to break through the chains. He succeeded and busted open the door. He saw Firestar strapped to a chair and nobody else in the room. Cap hurried over to her and began to untie her. Before he could, he got knocked against the wall by an explosion. Iron Man kept the communicator on the whole time and heard everything. He screamed out Cap's name a few times, but no response.

A mysterious voice came over the communicator. "Hahahaha! Your Captain America has been knocked senseless. You're the only one left! Bwahaha..."

Iron Man heard more laughter, then the transmission ended. Iron Man knew that that was not Loki. He could tell by the voice and his accent. Iron Man frantically searched the Hall. He finally found the room where Captain America was ambushed. He looked around and found no traces of anyone. All he found was Captain America's broken communicator. Just as Iron Man was about

to leave the room, a hologram projection of Loki appeared in the doorway.

"Haha! Thou art having fun yet Iron Man?" Loki said with excitement

"Loki! What do you want? Where are the Avengers?!" Iron Man replied with anger.

"Revenge. Thy friend Thor has ruined mine life," stated Loki.

Iron Man's anger grew. "You brought it all on yourself. Where are the Avengers?!"

Loki stood there for a minute. Iron Man's anger grew even greater.

Loki finally said, "Thy shall soon find your friends, and if thy art nice, thy shall be able to see them all alive. With the exception of mine dreaded half-brother of course. You must leave now and I shall give you Captain America, Wonder Man, Scarlet Witch, Justice, and Firestar, and I shall keep Thor. If thy refuse mine offer, you all die!"

Just before Iron Man could respond, a voice came through the communicator. Since Iron Man's communicator's in his helmet, Loki could not hear what was being said to him.

"Tony! Don't! We can save Cap! Can you hear me? Tony, I repeat, can you hear me?" said the voice.

Iron Man thought for a second and found that the voice belonged to the Scarlet Witch. He didn't want to let Loki know he could hear Wanda, but wanted to let Wanda know. So....

"Dost thou understand? Thy life is..." began Loki, impatiently.

"Yeah. I hear you Loki. Explain more about what you want me to do to ensure the Scarlet Witch's and the others' safety," Iron Man said, hoping Wanda would get that very subtle hint.

"Well, I dost not know what else to add. Accept now or perish!" Loki demanded!

"Tony! If you can hear me, give me a sign," Wanda said, worried.

Iron Man didn't know how to let Wanda know that he could hear her.

"I'm not sure if you can hear me, but don't accept the offer. If he could easily capture the others, he could have and would have captured you as well," said Wanda, hoping her long time friend hears her.

"No, Loki! Avengers do not abandon Avengers! Thor comes home with us!" exclaimed Iron Man.

"Fine! Thou art foolish, mortal! Now thou shall die at the hands of the God of Mischief!" exclaimed Loki, with anger.

Loki disappeared. Iron Man sighed and began to talk to Scarlet Witch.

"Wanda. You still there?"

"Yes, Tony. Where are you? I have Justice with me."

"I'm inside the Hall, but it would be easier to meet somewhere."

They set up a place to meet. Iron Man got there in about five minutes, but he waited another five for the other two to arrive.

"Loki believes that I am still alone..." began Iron Man.

"Wait. If he's monitoring us, then he would have to know by now that we have met up. Right?" Justice asked, not meaning to interrupt Iron Man and not realizing he did so.

Scarlet Witch rubbed her chin and gave her young companion credit for the good point.

"Damn. We might have had an upper hand on Loki, but if he is watching, then we would be wasting time and might fail by trying to trick him. We should just assume that he knows," stated Iron Man.

"Well if he is monitoring us, then how could we possibly devise a plan?" asked Scarlet Witch.

As the three Avengers talked, they were indeed being watched, but not by Loki.

Iron Man thought for a moment, then said, "Another good point. One that I don't think we could get past."

"Maybe...maybe we should just look for the others," suggested Justice.

"We can't. The search area is too vast for just the three of us. And if we split up, we would be more vulnerable," responded Iron Man.

"So what do we do?," Scarlet Witch asked, "We can't look for the other Avengers. We can't attack. We can't even make up a plan. And we definitely can't just sit here waiting for something to happen."

Iron Man came up with an idea. "Who says we can't attack? If he knows we're coming, then he knows. We can't change that and we have nothing better to do. It may be dangerous, but if we attack Loki, we may find the other Avengers."

Justice cautiously replied, "Ahm...I think there might be a problem with that Iron Man. We don't know where Loki is. Do we?"

"No, but I have an idea where he is," replied Iron Man.

Iron Man lead them to where he thought Loki was. On the way, Iron Man noticed that Justice had his pager with him.

"Justice. Is that your pager?" asked Iron Man.

Justice, a little startled, replied, "What? huh? Oh yeah. I guess I forgot to take it off. Why?"

"Just wondering. Nevermind."

Scarlet Witch questioned Justice about the pager. They began to talk, while Iron Man played around with his communicator and other devices built into his armor. Justice suddenly felt his pager vibrating, but before he could say anything, Iron Man grasped his mouth.

Iron Man whispered to Justice, "Just look at it."

Justice looked at his pager. It read, "We aren't going to find Loki. I have no clue where he is. I'm just pretending to, to throw Loki off and prepare for a battle. This will buy us some time. We may be able to find the others. Show this to Wanda and delete it immediately."

Justice laughed and showed the pager to Scarlet Witch. "Look at this. I can't believe it." She read it and Justice deleted the page. Iron Man took to the air and looked around. Justice and Scarlet Witch kept on walking, blindly following Iron Man. A few minutes later, Justice got knocked to the ground by a weak fire blast.

Justice jumped to his feet and yelled out, "What the...?!"

Scarlet Witch jumping to conclusions said, "We're being attacked!"

Iron Man landed next to Justice. Suddenly, Firestar and Wonder Man flew in front of them. Firestar and Wonder Man explained that Firestar only did that to test to see if Vance was real or if he was a hologram. Iron Man did his own check and decided that Firestar and Wonder Man were real. They shared their stories. Wonder Man's and Firestar's story was uneventful. They were greeted by a holographic projection of the Grim Reaper, Wonder Man's brother. After they found it was just a hologram, they began walking around looking for the others. Before they could start discussing a plan, Loki's image appeared in front of them.

"At last! Thou art all together. Now, thou shall meet thy final adversary!" Loki said with excitement.

A very large robot, about the size of a sentinel, but made out of pure metal, flew over to the Avengers.

"Meet Zeus! Like the name? Odin didn't!" exclaimed Loki with laughter.

"Zeus" fired one blast at Justice, which knocked him against a wall. Justice was out cold. Firestar, Iron Man, and Wonder Man took to the air. Scarlet Witch began summoning hexes.

Iron Man took the leadership job. "Simon, you protect Wanda for now. Wanda, use whatever hexes you can think of. Firestar, concentrate on certain areas at a time. It will make it easier to melt the metal."

Iron Man and Firestar began hovering around Zeus, shooting at him, concentrating on certain areas. Wonder Man stood guard by Scarlet Witch. Scarlet Witch summoned a hex that caused Zeus's legs to be immobilized. She became weak from the powerful hex. Zeus was firing aimlessly at Iron Man and Firestar. Both managed to avoid his blasts, but Zeus was unaffected by theirs. Loki was getting mad. His plan was not working. Zeus suddenly completely stopped. Iron Man and Firestar stopped firing. Zeus started to glow a bright red color. Wonder Man charged at Zeus. The other Avengers didn't know what they should do. Zeus grabbed Wonder Man and started squeezing. Iron Man and Firestar fired at the hand Zeus was holding Simon with, but Zeus didn't let go. Scarlet Witch, still very weak, casted a hex, causing Zeus to let go of Wonder Man. Scarlet Witch fainted and Wonder Man fell towards the ground. Iron Man was able to catch him and laid him safely on the ground. Loki's mood began to change. He began to think his creation could finally put an end to the Avengers. Firestar flew down to Scarlet Witch. As Firestar picked her up, Zeus fired a large beam at them. The beam hit Firestar in the back and knocked her forward about a dozen yards. Scarlet Witch wasn't hit directly, but got knocked up against a rock. Iron Man realized he is the only one left. Loki began to laugh and didn't stop.

"What's the matter with thee Iron Man?" Loki asked. "Art thou starting to rethink mine offer? Well thou art too late!"

Iron Man ignored Loki's comments and started charging his repulser rays. Zeus stood very still, not moving an inch, but still glowing. Iron Man released his repulser rays at Zeus's head. Zeus was barely affected. Zeus opened its mouth, unleashing a beam at Iron Man. The beam engulfed Iron Man's body, but did not hurt him. The beam just made Iron Man paralyzed and caused him to fall to the ground. Iron Man was very puzzled. He could move inside the armor, but could not make the armor move or even get out of the armor. So he just laid there, waiting.

Loki thought he just beat the Avengers once and for all. "YES! Now. For Captain America!"

Just before Loki disappeared, he heard someone yell out to him. "Loki!!!!" Loki vanished, knowing who was calling out to him. It was none other than the God of Thunder. He had been traveling about Asgard this whole time, looking for anyone. He was unlucky until he heard the noises of the battle. He rushed to where he heard the noises, but as he approached, he found it was too late. He landed next to the fallen Iron Man. He looked around at the other fallen Avengers. Anger filled him. He twirled his hammer and threw it through Zeus. Zeus just exploded, causing the Avengers, except Thor, to be thrown all over. The explosion also caused the nearby structures to collapse. Thor got knocked to his back. He slowly got up and held out his hand. He called out, "MJOLNIR!". Thor's hammer flew back into his hand. He walked around and gathered all of the Avengers together. He made sure they were all alive. After contemplating, Thor decided he must find Captain America and flew off, leaving the other

Avengers all unconscious.

In Loki's dungeon, Captain America hung there, chained to a wall and his shield was in a box in another room. Captain America was almost asleep from wearing himself out by trying to escape. Loki rushed to Cap's cell.

"Wake up mortal! Thy friends art fools. They thought they could trick me and now they are all dead!"

Captain America, suddenly with a spout of energy, "WHAT?! You lie!"

"Nay! Thou would see for thyself, but instead I will just kill thee now. I must prepare for Thor, but my underling shall destroy you."

A man in a black cloak, about the same size of Loki walked into the cell with a large gun.

Captain America was surprised at the site of a gun. "A gun? Since when have people from Asgard used guns?"

The man charged the gun and stood there.

Loki was about to leave, but noticed his underling was not firing. "What art thou waiting for?! FIRE!"

The man turned around and dropped the gun. "No! I shall not betray Thor or Asgard! Kill me if thou wish!"

Loki became infuriated. He casted a spell and the man fell to the ground, dead.

Loki looked to Captain America. "Thy turn mortal!"

Just as Loki summoned the spell, Thor crashed through the wall. He tackled his half-brother.

"Thou shall not hurt another one of my friends!" exclaimed Thor.

"Blast!"

They struggled for a bit, but Loki didn't stand a chance. Loki got knocked out. Thor stood up and noticed a man dead at his feet.

Thor turned to Cap. "Captain America. Dost thou know what occurred?"

"He was sent to kill me, but did not want to. He chose to die at Loki's hands instead."

Thor let out a sigh and broke Captain America free. He locked Loki up in the cell next to him and crushed the gun. Captain America retrieved his shield.

"Come mine friend. I shall take thou to the others."

Thor grabbed Captain America and flew him to where he left the other Avengers. When they arrived, they saw Scarlet Witch and Justice standing there talking. Iron Man was hovering around, looking for Thor and Cap. He landed as Thor did.

"Now we find out what happened to the other Asgardians," said Captain America.

Thor replied quickly, "Nay. Thy problem, it is not. I shall stay here and search for answers myself. Thou also has comrades to care for."

"Thor, we will stay here and help you. We are Avengers and..." began Cap.

Thor interrupted, "The Avengers belong on Midgard helping its inhabitants. I belong here helping the inhabitants of Asgard or whatever is left of them."

They argued this for a few minutes, but Captain America gave in. Thor opened the portal back to Earth and Captain America, Scarlet Witch, Iron Man and Justice bring the others through it.

In the Avengers Mansion, Henry Pym was in his lab still studying Vision. Jarvis was in the parlor with a guest. The Avengers arrived in the conference room. Captain America called for the others. In just a few minutes Henry Pym and Jarvis were in the conference room.

"Welcome back Cap. Where's Thor?" asked Dr. Pym.

Captain America explained the story as Firestar and Wonder Man slowly began to wake up.

"Where's Vision?" Scarlet Witch asked Dr. Pym.

"He's still in my lab. You caught me in the middle of a test. He said it would be all right for me to leave him there."

"We have a guest, sir," said Jarvis.

Captain America replied, "We have a guest and you just let me ramble? Who is he?"

Jarvis walked out and quickly returned with Hawkeye.

Iron Man looked at Hawkeye in surprise. "Hawkeye. Are you...back?"

Next Issue: Hawkeye's future with the Avengers is decided. Justice's nervousness grows. Scarlet Witch and Wonder Man start to work things out, but somebody may not be too happy with it...DON'T MISS IT!

Issue #2

In the conference room of the Avengers Mansion, Captain America had just told Jarvis and Henry Pym about what had occurred on Asgard. Hawkeye was there as well, but the other Avengers were not aware. When Jarvis brought him into the conference room, everyone was surprised.

"Hawkeye!" Iron Man exclaimed. "Are you...back?*"

[*Hawkeye left the Avengers back in MU's Avengers #9--Dino]

There was silence. Everyone's attention had turned to Captain America.

"It depends," Hawkeye said as he stared into Captain America's eyes. "I like being an Avenger, but I also like being in charge of my life. That's something that I may lose if I return."

Captain America decided that everyone should get some rest after their exhausting mission. The issue of Hawkeye being an Avenger would be settled the next day.

A few days past and Hawkeye kept avoiding Captain America whenever he brought up the issue. Well this day was a special day and Hawkeye could not find a way of avoiding Cap. It was Sunday, January 30th and of course that was the greatest day of the year for sports....

The score was 26 to 23. Only six seconds were left on the clock in the fourth quarter. The losing team had possession, but at the fifty.

The quarterback threw the ball. Along with millions of other football fans, six Avengers held their breaths. The ball was caught, but not by someone who was on the same team as the quarterback. Half of the Avengers broke out in cheers, while the rest broke out in tears. The Colts had just lost the Super Bowl!

"Okay big guy, pay up."

"Excuse me sir, but I believe you owe me some money."

"YES! And who says women don't know about football?!"

Steve Rogers (Captain America) handed fifty dollars to Clint Barton (Hawkeye). Wonder Man (Simon Williams) handed fifty dollars to Jarvis. Justice (Vance Astrovik) handed fifty dollars to Firestar (Angelica Jones).

"I can't believe you're actually making me pay up," Justice said.

"Hey, you're the one who challenged me in the first place," Firestar replied.

"I'm afraid I must attend to my duties now," Jarvis said as he walked out of the room.

"What about the other part of the bet, Clint?" asked Steve.

"I won't hold you to it," Clint replied. "The decision of me becoming a full-time Avenger again shouldn't depend on who wins the Super Bowl."

Just then, Wanda Maximoff walked into the room.

"Well do you want to become a full-time Avenger again, Clint?" she asked.

"I...don't know. I like it here and being an Avenger is fun, but I like being on my own too," Clint replied.

"As you know, we're now looking for an eighth member to take Thor's place*," Steve noted.
"So..."

[*Thor left in the last issue--Dino]

"Fine," interrupted Clint as he hurried towards the doorway. "I'll be an Avenger until you can find Thor's replacement. Good! It's settled. Now I'm going to get some lunch."

"I meant..." Steve began, but stopped as he saw Clint had already left. "Why does he always have to do that? He can't let anyone finish talking to him."

"Oh, settle down, Cap," Wanda said, reassuringly. "He knew what you meant and I have a feeling he'll be here longer than he expects."

Wonder Man walked over to Wanda. He reached out for her shoulder, but she brushed his hand away. He frowned and left the room. He headed down the hall to Henry Pym's lab. He looked around and saw Vision's body in a chamber, inactive. Wonder Man stood there, staring at him. He put his head down and a tear ran from his eye. Steve Rogers soon walked into the lab. He headed over to Wonder Man standing there.

"Simon, are you okay? What Wanda did was a little cold."

Wonder Man quickly wiped away the tears. He walked over to Steve. Without saying a word, Wonder Man gave Steve the impression that he didn't want to talk about it. Steve nodded and walked out of the lab. Wonder Man headed to the exit, but gave one last look at Vision before leaving.

No sooner did the doors to the lab close, than they open again. Wanda walked and sat in a seat near the chamber with Vision and just stared at him, thinking.

Vance and Angel walked to the rec. room. There, Angel felt she could relieve some of Vance's stress. Angel set up the pool table, while Vance got the sticks.

"Man, I don't know how much longer I can stay here," Vance blurted out, hitting Angel by surprise.

"What are you talking about Vance?" she asked.

"Being an Avenger. I don't think I can cut it. I might...go back to the New Warriors."

"Oh no you don't!" Angel exclaimed as she prepared to take her first shot. "You aren't abandoning me Vance! I need you here!"

"Well then come with me," Vance said, watching Angel knock three balls into two pockets.

"Vance, I like being an Avenger."

"I don't. Look what happened in Asgard. That giant thing came and knocked me out right away.* I was of no use at all. I mean, I like being able to call myself 'an Avenger,' but there's too much damn pressure."

[*Last ish--Dino]

Just then, Clint Barton walked in. He was listening without the others knowing. Not noticing him, Vance took his shot, getting nothing in.

"Pressure?" Clint asked. "You wanna feel pressure? Try being left to lead a team of ex-villains.** And if you fail, you know you'll never live it down. That's pressure for ya, kid."

[**Hawkeye's been leading the Thunderbolts lately, a team who were once the Masters of Evil--Dino]

"Okay then," Angel began. "You must understand where he's coming from. You were a rookie once. And you know a lot about dealing with pressure."

"Yeah, I guess you're right. There is a lot of pressure for rookies. But how come you aren't freakin' out like him?"

"I'm nervous, but I know how to deal with things better than him," Angel replied, as if Vance was not present. "He's not very comfortable in new surroundings."

Clint put his hand on Vance's shoulder. "I'm gonna help ya here. Cap and the rest of 'em could make anyone nervous, but me, I'm just a regular guy. So you got nothing to be nervous about around me. I'm an Avenger now, well for a while anyway. And as long as I'm here, you'll have someone you can talk to."

"Well, I...have Angel," Vance replied. "She's always been there for me. But thanks, Clint."

"Then ya got two people you can talk to," Clint said as he walked out of the room. "You know where I am if ya need me. I'll leave you two alone now and let you get back to your game."

Vance and Angel gave each other a look and finished their game in silence.

Dr. Pym opened the door to his lab and saw Scarlet Witch sitting there staring at Vision.

"Wanda!" he said, with some shock. "Would you like me to leave you alone?"

"No thanks, Hank" Wanda said as she stood up. "I've had enough time to think."

"If you want, I could reactivate him. So you can talk."

"No," Wanda said as she headed out of the lab. "He isn't the same as he was before. I don't think I will be able to talk to him."

"Well I talked to Simon just a few minutes ago and he's waiting to talk. I think it would be a good idea if you two sit down and talk things over."

Wanda nodded to him as she left. She walked down the hall and saw Wonder Man sitting in the parlor, alone. She walked over to him and sat near him. There was a brief silence, but after Wanda broke the ice, they talked for hours.

Later on that day, Captain America got a call, requesting help. There was a problem just a few blocks from the mansion. It wasn't very serious, so Captain America contacted only two Avengers. Iron Man agreed to go.

As Captain America asked Hawkeye about it, Hawkeye replied, "I'd love to, but I think it might be a better idea if you send the new kid out with Iron Man."

Cap contacted Justice.

"Me? Alone?" Justice asked, uneasy about the mission.

"No. Iron Man is getting ready."

"What about Firestar?" Justice asked .

"What about her?" Cap replied. "She doesn't have to go. You are all suited up Vance, so just hurry. Iron Man may be waiting."

Justice kissed Angel and flew out to the front of the mansion. Just a few seconds later, Iron Man flew out as well. Iron Man instructed Justice to follow him. Iron Man took off and Justice followed. They arrived at a bank that was being held up. Iron Man lowered to talk to a police officer.

"What's going on?" he asked.

"There are four bank robbers. They're stuck in there. They managed to get seven hostages. Two shots have been fired. We don't know who, if anyone, was shot."

"Okay, thanks. We'll do what we can." He turned to the younger Avenger. "Justice, fly around the back and bust in a window when you get the signal."

Justice nodded and flew around to the other side of the bank. This might have been a good time for Justice to prove himself and he saw this as his opportunity.

Iron Man used his equipment to look into the bank. He spotted three men with guns all facing the main door. A fourth was holding a gun on the hostages. Iron Man counted and there were seven hostages and he saw no blood. Iron Man sent the signal to Justice. Justice flew in through a window and all four men turned their guns to him. Iron Man busted in through the front door. Two of the men quickly snapped around to him.

"Justice, protect the hostages!" instructed Iron Man.

Justice used his mutant powers to form a telekinetic shield around the hostages as well as himself. Two of the robbers started shooting, but the psychic force field deflected all the bullets.

"Forget them!" one of the criminals yelled out. "Stop Shell-Head!"

Iron Man hit two of them with his weakest repulser blast to knock them out. One of the remaining men ran into the vault. Iron Man's blast knocked out the fourth man.

"Get them out of here! NOW!" yelled Iron Man.

Justice dropped his shield and instructed the hostages to get out as quick as possible.

All seven hostages ran toward the exit, but one stopped and turned around. She forgot her purse.

Meanwhile, the remaining robber ran out of the vault with a bomb strapped to his chest and was waving a gun around. The hostage ran to get her dropped purse.

"The name's Lenny! And you bozos will never forget it!"

The woman began to run out of the bank, but Lenny shot her in the leg. She fell to the floor and started crying. Iron Man turned to Justice.

"I thought you got them all out!"

"She ran back in...it wasn't my fault," replied Justice.

Lenny began to laugh and yelled out, "Hahaha! HELL! THAT'S WHERE WE'RE ALL GOING!! HAHAHA! HELL!"

Lenny started shooting frantically. Justice quickly put up a shield to protect him and the woman.

"JUSTICE! Do something!" yelled Iron Man, "I can shield her, but I can't deactivate the bomb! You can!"

Justice dropped his shield and was about to use his psychic powers to knock Lenny out, but when he heard Lenny counting down, he got frightened and didn't move.

"9...8...7..."

Iron Man jumped up. He raised a hand and aimed at Lenny.

"4...haha! Fool! That'll just make it go BOOOOOOOM!!!! HAHA!"

Without even thinking, Justice created a large force field, forcing Iron Man and the woman out of the bank.

BOOOOOOOOOOOOMMMMMM!!!!!!!!!!!!!!!!!!!!

The explosion was not very large. It caused a few things to be blown back, but other than the bank, nothing was seriously damaged. The woman was put into an ambulance. The police make sure Iron Man is all right. He told them he's fine and flew up into the air to look for his fellow Avenger. Justice flew up behind Iron Man. He reached out to Iron Man's shoulder.

"Sorry."

Iron Man quickly turned around. "Sorry for what? You saved us."

"But I froze. I could have stopped the bomb from going off all together."

"Could have, should have, would have. Forget about it all. What's done is done. You did a good job. Now let's go on home."

They told the story to Captain America, Jarvis, Firestar and Hawkeye. Hawkeye motioned Justice aside.

"See," Hawkeye said. "You did good. Just a few more of those victories and you'll be set."

"I...guess so," Justice replied.

Hawkeye sighed. "You don't seem too convinced, but I don't think I can do much more."

Hawkeye walked over to Firestar and motions for her to talk to Vance. Firestar and Justice took a walk around the mansion.

"I froze. It should have ended easier. Nothing should have happened."

"Everything's fine. Nobody was hurt."

"Four men were killed. How can you say nobody was hurt?"

"Those four men were the ones who caused all the trouble and..." Firestar began.

"And what?" Justice interrupted. "They deserved to die? Don't tell me you believe that."

"Nobody deserves to die, but..." she began again.

"No buts! I screwed up and it cost four men their lives. Iron Man and an innocent woman were almost killed too."

"But they weren't. You saved them. And those four men wanted to die."

They walked by their room. Justice stopped and quickly went in and closed the door.

Well that was rude, she thought. He better let me in there later on. I'll give him time to think now.

Firestar continued on and walked by Wonder Man and Scarlet Witch. She noticed them laughing.

"If you don't mind me asking, you guys are cool now?" asked Firestar.

"Yes, we are 'cool,'" Wanda replied. "We settled everything."

"Cool," Firestar said, as she walked away.

Next Issue: An old "friend" resurfaces, but he is not exactly welcomed.... DON'T MISS IT!

Issue #3 Vengeance – Part One

Captain America had called a meeting in the conference room. Everyone had arrived and Captain America dove right into voicing his concern.

"I have been doing some thinking lately and I want everyone to decide how this team is run. I've noticed that a couple of you are not too sure that you want to be here. If any of you feel that you don't belong or that you don't want to be an Avenger, let us know. There are eight spots on the team and there are a few people who would like to fill those spots. So if you are only staying because you don't want to abandon us or leave us short a member, then you don't have to worry. Now...."

"I don't mean to be rude by interrupting, Captain America, but I feel I need to say something," the Vision interrupted. "I am doing this team no service and I feel I am taking up a spot. I do not feel as though I am contributing anything to the Avengers and would like to be taken off the roster."

"Now wait a minute," Captain America replied. "I was afraid this would happen. I knew someone would feel unwanted, but that was not my intent for this meeting. Vision, if you truly want to remain an Avenger, then feel free to. As long as you want to stay here, we want you here."

Vision contemplated for a second.

Before he could respond, Dr. Pym spoke up. "Well, the Vision's condition is definitely improving. He should be able to battle within a few days. So I see no reason for him to be taken off the roster, unless, of course, he wants to be."

"I will give it a few days," the Vision said. "If I do not feel I should stay, I will not."

"Sounds fair," agreed Captain America.

"Wait a minute," Hawkeye quickly spoke up with a suspecting tone in his voice. "You said that there were a lot of people waiting to become an Avenger. But our deal was that I would be dropped as soon as you found a replacement.*"

[*See last ish for details--Jess]

"You were the one who came up with that idea. I never even agreed to it. You would be an asset to the team if you stayed, but if you don't want to, then don't."

Hawkeye thought for a second, then agreed to stay.

"Okay, anyone else...?" asked Captain America.

Wonder Man wanted to say something, but wasn't sure what exactly he wanted to say, so he chose to not say anything. Scarlet Witch sensed that something was wrong with him, but she remained quiet as well.

"Well, then, on to the next order of business. Jarvis, the floor's all yours," Captain America said as he sat down.

"Thank you sir," began Jarvis. "Someone has rudely left a mess in the recreation room every day this week. I have cleaned it up today for the last time. If I find it there again, I shall leave it there. That is all."

Jarvis sat back down as a few of the Avengers held back their laughter. Captain America continued on with the meeting, but mainly with issues of public relations.

About an hour later, Captain America dismissed everyone. As everyone left, Scarlet Witch stopped Wonder Man in the hall.

"Simon, what's wrong?"

"Nothing. Why would you think something's wrong?"

"You seem...I don't know, weird. Like something's on your mind. You aren't still thinking about...us? Are you?"

"No. It has nothing to do with you. Lets go sit down somewhere," Simon said as he brought Wanda to the living room. "I got a call this morning. Someone from my old building in San Francisco passed away. And the doctors believe it's my fault."

"How could it be your fault?" Wanda asked.

"Do you remember about eight or nine years ago when I caused some people in my building to get super powers?"

"No, but go on."

"Well, its a long story, but something happened and seven people got super powers. They formed a minor super hero team, but soon disbanded. None of them really liked each other too much. They all went their separate ways. Two of them came down with cancer and the doctors believe that it was caused by the same thing that caused them to get super powers. All seven of them lost their powers, but the effects on their bodies were still there. And one of the cancer victims died last night. His family is blaming me for his death. And, it is my fault. The other cancer victim will probably die soon too and that will be another death on my hands. I just...don't know what to do."

"Maybe you should visit the families of both victims," Wanda suggested. "Talk to them. Maybe them blaming you is just a way of them dealing with the death of a loved one."

"Maybe I will. The family of the one who died is here in New York, but the other family is in San Francisco. I'll go to the one here in New York first. Will you come with me?"

Scarlet Witch agreed and they got up and hugged each other, then walked out of the room. Neither of them knew that the Vision was listening to their whole conversation. He had been in the room before they entered and decided to listen.

Wonder Man walked to his room and made a call to the victim's family. They told him that if he wants, he could go see them immediately. Wonder Man got Scarlet Witch and they left the mansion.

In about fifteen minutes, they arrived at the family's house. A middle-aged woman welcomed them in. She introduced herself as Martha, her husband as Richard, and two other people as John and Samantha.

Wonder Man sensed the tension in the room. "I came by to apologize for what happened a few years ago and to..."

"Apologize?!" Richard exclaimed with a mocking tone. "Is apologizing going to bring my son back?! I don't think so. So don't waste your time. I only allowed you to come thinking that maybe one of your super-powered-freak-friends had a way to bring my son back!" He quickly stood up, slamming his coffee mug onto the table.

"I'm afraid that's impossible, sir. I'm sorry for..." Wonder Man began.

"There he goes with his apologizing again!" John yelled. "Why don't you just leave? I don't know why my mother even thought about letting you come here."

Wonder Man sighed and hung his head. As he got up, he thought to himself. I should have known it would end like this. I killed their son. Why should they even want to see me? He walked towards the door, but Scarlet Witch had something else in mind.

"He came here out of the goodness of his heart to apologize for something that wasn't even his fault!!" Scarlet Witch said, making no gesture to leave. "You should show him some respect, or at least accept his apology."

"It was more his fault than it was my son's! He didn't deserve to die. If anyone does, it's the 'great' Wonder Man!" Richard exclaimed in a mocking voice.

"That's horrible! You..." Scarlet Witch began.

"That's enough Wanda," Wonder Man interrupted. "We should just go."

"That's right!" Richard exclaimed. "Get out of my house!"

Scarlet Witch shook her head, following Wonder Man out. Just before Wonder Man was about to fly off, Martha yelled out to him.

"I'm really sorry for how my family treated you two. I know it's not your fault my son died, and so do they, but they just don't know how to deal with the loss yet. Please understand and forgive them?"

"I understand, but I don't think they have anything to be forgiven for," Wonder Man responded.

"Bless you. I must get back inside now. Thank you for coming."

Wonder Man nodded and smiled. Martha rushed back into her house. Wonder Man grabbed onto Scarlet Witch. As he touched her, all of his guilt and other negative emotions suddenly disappeared. He remained to hide his emotions and flew back towards Avengers Mansion. When they entered, they were greeted by Captain America and Tony Stark.

"How'd it go?" Captain America asked.

"Not too bad," Wonder Man said as he walked past them toward his room.

"The mother understood, but the others still blamed Simon," Wanda explained. "They barely let him talk. The mother apologized for their behavior, but I think Simon is still a little shook up."

A day passed and Wonder Man was still down and feeling guilty. Scarlet Witch was on her way to talk to him when the alarm went off. The alarm gave very little preparation time. A robot smashed through the front door. This robot was a special robot and one that was very familiar to the Avengers. Justice and Firestar were the first to get there and were stunned by what they saw. The Vision was the next to arrive and he went right into battle. Justice and Firestar decided they should as well. Captain America soon arrived.

"My...God! ULTRON!!!" Captain America said with great surprise as he joined his fellow Avengers in battle.

"Haha! Did you miss me?"

Ultron fired shots wildly around the room. Captain America shielded himself, as did Justice along with Firestar. Vision stayed in his translucent form, so he didn't have to worry about the blasts. Iron Man fired at Ultron's back from outside. The blasts stunned him for a second, but soon continued on with his rampage. Iron Man would have kept firing, but he was picking up weird readings and began to read into them more. Meanwhile, Wonder Man, Scarlet Witch, and Hawkeye came on the scene.

"Cap, Hank said that he is getting prepared for battle. He knew he would be needed when he found out who's here," Hawkeye said as he set up his bow and arrows.

Hawkeye raised a bow and aimed. Captain America and Wonder Man got into a fighting stance while Scarlet Witch began to summon hexes. Justice hovered in the air, prepared to put up a shield. Firestar also remained hovering, also prepared. Iron Man remained outside, trying to figure out the readings Ultron was giving off. Vision was now nowhere to be seen. They all stayed a safe distance from each other, making sure one hit would not take them all out. They remained still, waiting for Ultron to attack.

"Ah, I see that you want me to attack first. Good. Cause I wouldn't want to start without my Papa present!" Ultron exclaimed.

Ultron began to charge his power. Captain America decided that waiting would be futile and maybe dangerous. He whipped his shield toward Ultron and charged. The other Avengers got the idea and began attacking. Wonder Man charged at Ultron from a different direction than Cap. Ultron laughed and released a large electric ball from his hands. It hovered above him, then dropped, surrounding him. Captain America and Wonder Man quickly halted, knowing it would be suicidal to continue their attack. Scarlet Witch concentrated and created a hex that would attack Ultron's internal molecular rearranger. With this, Ultron froze, but the electric ball remained in place. All of the Avengers watched with curiosity.

Suddenly, Ultron sent a quick blast at Wonder Man, sending him crashing into a wall. Scarlet Witch hurried over to him. She then began summoning hexes to wear down the electricity so the others could attack. Hawkeye began firing different types of arrows at Ultron, most of them just bouncing off the electric field, but some got through to Ultron, but those few did little harm. Iron Man and Firestar began shooting at Ultron, one on each side of him. Firestar's shots barely had an effect, while Iron Man's seemed to bounce right off him. Captain America and Justice remained unable to attack. Ultron aimed one hand at Firestar and one at Iron Man. He released a large magnetic beam from each. Ultron continued to watch the electric ball wear out, knowing that Scarlet Witch was also getting weak. Iron Man sent out a force field that protected him from the magnetic beam, while Firestar was protected by Justice. Ultron sent seven bolts towards Justice and one towards Firestar. Justice only had enough time to save one of them, so of course, he threw up a shield in front of Firestar, protecting her from the bolt. The seven bolts shot at him wrapped around him and chain him to the wall.

"Vance!!! NO!" Firestar exclaimed as she rushed over to him.

Firestar tried to get him free, but was unsuccessful.

"I'll be fine Angel," Justice said. "Just help the others."

Vision suddenly phased through the ceiling, landing behind Ultron, unnoticed by the crazed robot. Just as Ultron was about to fire at Captain America, Vision phased his arm through Ultron's body.

"Fool! I anticipated you doing that!" Ultron exclaimed with laughter.

Ultron and Vision started to glow. Vision collapsed to his knees, withdrawing his attack. He kneeled there, holding his head.

"What the hell happened to him?!" Hawkeye shouted.

Ultron laughed and fired at Captain America. Captain America rolled out of the way. Wonder Man saw that Scarlet Witch was getting weak, as did Ultron. Ultron fired a blast towards her and knocked her to the ground. Wonder Man gathered all his energy and charged at Ultron, going through what was left of the electricity. Wonder Man grabbed onto Ultron and forced him out of the mansion. Ultron was fighting back, but Wonder Man felt nothing. His great strength seemed to overpower Ultron. The other Avengers were somewhat amazed. Wonder Man smashed Ultron up against the outside wall. Wonder Man stood there, his eyes turning black. Ultron got up and grabbed Wonder Man. He began to electrocute Wonder Man. The electricity had an effect, but Wonder Man was ignoring the pain and pounded on Ultron. Justice continued to struggle free with the help of Firestar. Vision remained on the floor. The other Avengers rushed outside. They all saw that Wonder Man was becoming someone different, as if someone else was controlling him and he was feeding off of a power source outside his body. Suddenly, Giant-Man ran over to the Avengers.

"Sorry I took so long; I couldn't find my equipment. But I see Simon is dealing with Ultron himself."

"We must stop him!" Scarlet Witch shouted with a worried voice. "He's becoming out of control!"

Scarlet Witch used a hex to pull Wonder Man off of Ultron. Ultron was seriously damaged. Captain America threw his shield at Ultron's head. It bounced right off. Iron Man began firing his repulsor blasts. Ultron's defenses were low now and his reactions were slow. Giant-Man helped restrain Wonder Man. Hawkeye, Captain America, and Iron Man continued their attacks. Soon Ultron flew up above them all. He fired one last shot at Vision, then flew away. Vision was knocked into the sofa. Wonder Man got free and chased after Ultron.

Giant-Man returned to normal size and ran over to Vision. Iron Man was holding Scarlet Witch, as she cried. Captain America rushed over to check on the Vision as well. Hawkeye helped Firestar get Justice free.

"I knew it was too early for him to go into battle. I need to get him back to my lab," Giant-Man said as he picked up Vision and carried him back to the lab.

Captain America walked over to Firestar.

"I understand that you care for him and you wanted him to be safe, but he could have waited. We needed you out there."

"Aw, give her a break Cap," Hawkeye said, coming to Firestar's defense. "She did what she thought was right. And besides, we have other things to worry about. Like Wonder Man. If he's in one of his weird moods again, we're all in trouble."

"Iron Man, Firestar, Justice. You three search the area and find Wonder Man and Ultron," Captain America ordered. "Hawkeye and I will each take a Quinjet and do the same. Whoever finds him, don't approach until you have backup. Just follow."

"What about me?" Scarlet Witch asked.

"I thought you might want to stay here with the Vision," Cap said.

"I'm coming with you and Hawkeye."

Justice, Firestar, and Iron Man took off, while Scarlet Witch, Captain America, and Hawkeye rushed to the Quinjets. They got in and took off. Justice was hoping he was not the one to find Wonder Man, and he wasn't. But neither were any of the other Avengers who took off. Wonder Man was found laying on the kitchen floor of the mansion with a hole in the ceiling by Jarvis. He contacted the others and when everyone returned, they stood there, looking at Wonder Man. Scarlet Witch kneeled down and touched his face. She took her other hand and held his. With this, Wonder Man began to wake up. He looked at her and smiled. She knew it was the man they all knew and not the wild monster that they had just seen.

"Justice, can you bring him to his bed to rest?" Scarlet Witch requested.

Justice nodded and telekinetically floated Wonder Man to his bed. Scarlet Witch took a seat outside his room, waiting. Captain America told everyone else to sit down around the kitchen table.

"Iron Man informed me of something while we were looking for Ultron and Wonder Man," Captain America said as he sat down.

Iron Man stood up. "This was not Ultron. When I first saw him, I got weird readings, but I didn't know how to translate them. Then I saw Scarlet Witch's attack on his internal molecular rearranger have no effect on him. While on the search, I finally decoded the readings. They merely said that Ultron's body was made out of titanium, not adamantium. Something messed with my systems and made it hard to decode the readings. Whoever made this fake Ultron knew how to defeat us. They just didn't count on Wonder Man freaking out. If the true Ultron was behind this attack, then he had help from someone....."

A silence filled the kitchen. Giant-Man decided he should check on Vision. So he got up and headed to the lab. The other Avengers were a little surprised that he left so abruptly. When he got there, he found that the Vision was not there. All he found was another hole in the wall.

NEXT ISSUE: Part 2 of Vengeance! A traitor? Nah...it couldn't be...could it? DONT MISS IT!

Issue #4

Vengeance Part Two

Giant-Man stood there, staring at the hole in the wall. He finally decided he should tell the others. Just as he rushed out of the lab, Justice approached him.

"Come quick! Wonder Man is saying something about a traitor."

Justice flew to Wonder Man's room, where Scarlet Witch and Hawkeye were listening to Wonder Man. Giant-Man rushed into his room; Captain America soon followed.

"...Ultron...Avengers..." Wonder Man said, with heavy breaths.

"Come on Simon, get it out, please," Wanda begged.

"Before he said something about a betrayal, but we can't get anything more out of him," Hawkeye informed Cap and Giant-Man.

"NO! TRAITOR! AVENGERS! ULTRON!" Wonder Man yelled as his body jolted.

They all hung their heads, knowing what Wonder Man meant, but nobody could bring themselves to say it. Firestar and Iron Man soon rushed in.

"What's going on?" asked Iron Man.

"Wonder Man believes that someone has betrayed us," Captain America said with a sigh.

Scarlet Witch squeezed Wonder Man's hand, trying to get him to snap out of it. Wonder Man shook his head.

"Someone...screwed me up," Wonder Man began, but couldn't finish.

Wonder Man closed his eyes in pain. He fought the pain to be able to finish.

"Hank...Ultron is...in one of your old labs...go get him and bring Vision back...!"

Giant-Man's mind raced. He had to think of possible labs. Finally, one came to mind. He wasn't too sure about it, but he could think of no better place. He suggested that he would fly the others there. Captain America agreed.

"If you don't mind, I am going to stay here with Simon," Scarlet Witch said.

Captain America agreed and ran out to the Quinjet. Giant-Man and the others followed. Hawkeye and Justice began to voice their suspicions to each other.

"Who do you think could be the...the traitor?" Justice asked.

"I don't know, but maybe if I think like Cap...I'm sure he has it ruled down to a few of us. We all pretty much know it can't be him. I figure Wonder Man and Scarlet Witch would be ruled out too. The state that Ultron left Vision in pretty much leaves him..."

"That means Cap's gonna suspect you, Firestar, me, or Doctor Pym?"

"Makes sense kid. I would normally say that Pym's out of it, but he has broken down in the past because of Ultron and he did come a little too late for battle. But rest easy kid, seeing as how you and Firestar just joined, you wouldn't know exactly how to screw with Iron Man or Wonder Man. Cap's probably focusing on me, but I'm sure Pym's not too far behind me in the suspicion race."

"Well I don't think you are the traitor type, and I definitely know it's not me or Firestar."

"Yeah, I definitely know it ain't me...."

About half an hour later, they arrived at an abandoned building.

"This would be the most logical place to check. Ultron was built here and it's hidden pretty good," Giant-Man said.

The Avengers jumped out and rushed into the building. They found nothing but rats and bugs. Giant-Man thought for a second, then rushed to a room on the first floor. The others followed. He scuffled around a bookshelf and finally, found what he was looking for. As he pulled out the hidden lever, a part of the floor behind him opened up. Giant-Man hopped down and the others followed cautiously.

They landed in a large, cold room, filled with machines. Before they could have time to think, ten robots flew out from two doors on the opposite side of the room. Hawkeye quickly took two out with his arrows. Captain America threw his shield through two more. Giant-Man smashed another one against the wall, causing it to explode, while Iron Man and Firestar took care of the rest. Justice felt useless once again.

Ten more robots flew out and the Avengers went with the same defense. While the five of them were taking care of the robots, Justice was tackled from behind. Justice fell and turned to see...THE VISION! Justice quickly put up a telekinetic shield around himself, not knowing what else to do. Vision just hovered above him, not saying a word. The robots were quickly defeated and the Avengers turned to see The Vision floating there.

"WHAT?! I'm gonna..." Hawkeye began.

"That's enough Hawkeye," interrupted Cap, "Vision...why?"

"It is none of your concern! My quarrel is not with you. I had thought the others would come, but they have not, therefore, I shall leave you! "

Vision phased through the floor.

"Well, let's see. Vision betrayed the Avengers, but doesn't want to hurt the six of us. That leaves Scarlet Witch, Wonder Man, and Jarvis. Anyone wanna put money down on..." Hawkeye began.

"That's enough Hawkeye," Captain America interrupted, "We get the point. If Vision won't attack us, then we only have to concern ourselves with Ultron. Simon and Wanda should be able to hold off Vision."

"If this guy interrupts me one more time..." Hawkeye began, to Justice.

Suddenly Ultron busted through the floor, keeping Vision in front of him. He hovered there for a moment.

"He won't attack you, but will you attack him? Your only way to me is through him. And if you don't make it to me, I will press one little button and this whole place goes boom. Guess which two of us will be most likely to survive?"

"Are you a fool Vision? If you're not careful, you'll go along with us," Iron Man yelled.

"I say screw him! He chose to harm another Avenger. And last time I checked, Avengers stuck together. Or has something changed? Plus, he just interrupted..." Hawkeye said, being interrupted once more.

"Avengers do stick together. Which is why we cannot hit Vision. He is still an Avenger," Captain America reasoned.

"5...4..." Ultron began counting down.

Hawkeye aimed his bow at Vision.

"With one shot, I'll take 'em both out! And I don't care what you say Cap, he isn't an Avenger in my eyes!"

The others remained still, not having a clue of what to do. They knew Vision betrayed them, but their leader's telling them not to hurt Vision. Captain America glared at Hawkeye, not knowing if he should stop him or not. Before Hawkeye could release his arrow, Ultron fell to the ground. Vision stood over him, looking down at him. Hawkeye shot at Vision anyway. Vision just phased through the attack.

"I...failed," Vision began, "my mission was to fool Ultron into thinking I was his ally. That part worked, but I also planned on not losing the Avengers' trust in me. Obviously, that did not."

Vision began to float away. Giant-Man and Iron Man rushed to Ultron, checking on him, to make sure he was going to stay down.

"Wait. Vision, we still trust you. You did just saved our lives," Captain America said.

Vision kept going, not looking back.

"I say good riddance," Hawkeye said.

"If you didn't shoot off your mouth and listened to me for a change, this could have been prevented," Captain America reprimanded Hawkeye.

"Ah...Cap? Don't jump on Hawkeye yet. Vision may not have saved us," Iron Man said.

"Iron Man was right. This isn't the real Ultron. I made him better than this piece of junk," Giant-Man said.

Giant-Man kicked the body and it fell over, a few parts falling off.

"He's not even made out of anything that could be passed as adamantium. My original readings must have been screwed up. This isn't even close to titanium. This stupid thing was just spray painted to look like it was made out of adamantium. Plus, it looks like it short-circuited," Iron Man said.

"Wouldn't that mean there is another Ultron. The one we fought was better than this. Wasn't it?" Justice reasoned.

"Makes sense, but maybe Vision didn't know this wasn't the real Ultron," Firestar suggested.

"Vision isn't dumb. Ultron was grabbing him. He would have had to have known it wasn't adamantium..." Giant-Man replied.

"I don't know, but it's over now. So let's go check on Simon and Wanda," Captain America said.

Giant-Man showed the others the way out and the Avengers headed off back home. When they got there, Wonder Man was sitting in a chair, talking with Scarlet Witch.

"How'd it go? We were going to join you, but you wouldn't respond and we didn't know where to find you," Wanda said.

"The lab was made to cut off communications. I forgot about that. I should have told you where we were going before we left," replied Giant-Man.

"That's okay, but where's Vision? Oh...he...he wasn't the...." Simon couldn't get the last word out.

"He's gone. But we don't know if he truly betrayed us," Captain America replied, holding on to his hope.

"Speak for yourself. If he was just pretending then he should have told us about the fake Ultron," Hawkeye said.

Captain America explained the story to Wonder Man and Scarlet Witch.

"He was mad at us? But why?" Scarlet Witch questioned.

"He didn't say," Iron Man replied.

"I'm really tired and worn out. I need some rest. You coming Vance?" Firestar asked as she headed out of the room.

Justice followed. They walked to their bedroom as the others continued to talk.

"I wish he would have just said something. We could have talked it all out," Wonder Man said.

"Well I say..." Hawkeye began.

"Maybe we should get some rest too Hawkeye," Iron Man interrupted.

"Sure. Another one trying to shut me up. Whatever. Fine, but shell head, you do mean in separate beds right? Cause I know I don't swing that way, but sometimes ... ah, forget it. I'm going to bed."

Hawkeye began to rush off to his room, but was stopped by Giant-Man just outside the kitchen. Captain America, Wonder Man, and Scarlet Witch continued to talk in the kitchen. Iron Man took off.

"Clint, I know we may have had our differences in the past, but we are friends right?" Giant-Man asked.

"Of course. Why?"

"I heard you and Justice talking when we were on our way to battle Ultron. You actually suspected me of being a traitor..."

"Oh, I didn't truly want to believe it, but I narrowed it down to you. I guess I mistook Vision's condition. Sorry man...."

"I understand, but we need trust in this team. Without it, we'll fall apart."

Giant-Man walked back to the kitchen and Hawkeye went off to bed.

Next Issue: Five old friends return, but only one on good terms...DON'T MISS IT!

Issue #5

[Editorial Note: This issue takes place before The Uncanny X-Men #5]

Captain America was looking through some files, looking for an eighth member. Tony Stark was helping him. They weren't having too much luck. Not many people had time to be an Avenger any more.

"I thought you said that you had a lot of people waiting to become a member?" asked Tony.

"I did say that, but it wasn't true. I only said that so nobody would feel pressured not to leave."

"Oh. What about Hank? He seemed like he liked being Giant-Man again."

"I already asked him. Many times actually. But he keeps rejecting the offer. "

"Oh."

"Okay. I got it narrowed down to seven. All of them have said recently that they would be reserves if we needed them."

Scarlet Witch walked in. "Who?"

"Oh wait," Captain America began. "Make that five, two of them are busy I know. Okay so the five are: Wasp, Beast, Black Panther, Sub-Mariner, and The Hulk. I'll take Hank and Namor. Tony, you take T'Challa and Hulk. And Wanda, you wanna try Jan?"

"Fine, but can we try Beast first?" Scarlet Witch suggested. "I think he might be able to help us now. Wonder Man always seems to be cheered up by him."

Captain America called Beast at the X-Men Mansion.

"Hello?" Beast said as he put the phone to his ear.

"Hank. It's Captain America from the Avengers."

"As opposed to the Captain America from the X-Men?" Beast joked. "What's up?"

"Well, a couple of months ago, when we last spoke, you mentioned that you would be ready if we needed you. We just lost a member and need a replacement..."

"Oh. Sorry Cap, but I don't think I can leave the X-Men now*... but I can come down for a while, until you find someone else that is."

[*Check out recent issues of X-Men and Uncanny X-Men for the reasoning behind that--Jess]

"That'll be great. How soon can you be here?"

"I can get there by tomorrow. I just have to wrap a few things up here."

Captain America agreed and hung up.

"Why didn't you mention Simon?" Scarlet Witch asked.

"He's coming," Captain America said. "So I didn't think I needed to. Okay, now for Janet."

"Wait," Tony stopped Cap from dialing someone else. "Shouldn't you hold off until after Beast is here for a while? We don't want him to travel all this way for nothing."

"Good point. Okay. We'll wait."

The day went by, no action at all.

The next day, Hawkeye was complaining to Dr. Pym, who was working in his lab and didn't hear a word Hawkeye was saying, but was pretending to be listening. Hawkeye had broken his leg a while ago and had been itching for action for a while, but couldn't do anything even if something big happened.

"This sucks," Hawkeye complained. "No action. I know I have a broken leg, but who needs a leg to fire an arrow. Ya know? Too bad Cap doesn't see it our way. He should have let me fight a week ago."

"Yup. I know exactly what you mean."

"Yeah. Hey, maybe you could talk to Cap for me. Maybe you could get him to let me go on the next mission. "

"Uh-huh.

"....Are you even listening?"

"I know how you feel."

"Well, then, I'll just pretend you agreed to do it and we'll see how you get out of it. Hehe."

"Yup."

"Well, I'll be going now Hank. Thanks for listening. Talk to ya later."

"What? Oh, bye Hawkeye. It's been nice talking with you."

Hawkeye grabbed his crutches and hopped out laughing. He wandered into the parlor, where Captain America and Scarlet Witch were waiting for Henry McCoy to arrive.

"Is he filling the open spot?" Hawkeye asked.

"You mean Beast? For now, yes," Captain America said.

"What, did you sucker him in like you suckered me with the 'you'll stay until we find a replacement' thing?" Hawkeye asked with a snicker.

"Yes, but I wouldn't call it 'suckering him in,'" Captain America replied.

"We called him first because if anyone could cheer Simon up, it would be him," Scarlet Witch explained. "We figured that the two could spend a day out and do whatever it is they do. They have so much fun together."

"Oh, so you're just using him," Hawkeye said with a grin. "I see."

"We're not using him," Scarlet Witch snarled at Hawkeye.

"Actually Wanda," Tony Stark began as he walked into the room, "It is kind of using him, but it's for a good cause. And I'm sure Hank will be glad to do it."

"What will I be glad to do?" Henry Pym asked as he walked in the room.

"Not you," Captain America replied. "Tony was referring to Hank McCoy."

"Oh. Has he arrived yet?" Pym asked.

"Not yet," Scarlet Witch responded. "We are waiting for him now. He should be here soon."

A few minutes went by and finally, THE BEAST arrived. He walked in and was surprised to see the five of them waiting there. Captain America stood up and greeted him. Jarvis came and showed Beast to his room. Beast returned a minute later.

"Okay. So where are all the baddies?" Beast asked.

"It's been slow around here lately,....too damn slow," Hawkeye complained.

"Oh really?" Beast asked suspiciously. "Then why was finding an eighth member so vital?"

"It wasn't, but when you said you could come, we figured you would be able to help us out with something," Captain America explained.

"Simon has been really down lately," Scarlet Witch began. "And we thought, who best to cheer him up than his old pal the Beast? We going to tell you over the phone, but Cap didn't feel there was a need to. I hope you don't mind."

"Nah. That's fine. I'll be glad to help a friend. So where is he?"

"He's up in his room," Scarlet Witch informed. "I was hoping you two could maybe spend the day together."

Beast smiled and ran up the stairs to Wonder Man's room. He kicked open the door and found Wonder Man laying on his bed, sleeping.

"Sleeping? At 1 PM? Yup, something's wrong with him."

Beast jumped on Wonder Man, waking him up.

"Mornin' sunshine."

"Whoa! Beast! Ya scared me. What are you doing here?"

"I'm an AVENGER now!"

"You're the replacement? That's great, but I thought you were busy with the X-Men?"

"Well, it's only for temporary. I'll be going back in a while. So while I'm here, I say we have some fun."

Beast hopped off the bed and Wonder Man stood up.

"I don't know. I don't feel like having fun right now."

"Ow come on. Hawkeye said its been slow lately and I don't want to be bored. So come on."

"What do you have in mind?"

"I don't know. This New York City. Tons of stuff to do. Let's go."

"*sigh* Fine."

"Great! And don't worry, you'll be home in time to sulk."

Beast walked out of the room and waited downstairs while Wonder Man changed.

"Hope you guys have a good time," Scarlet Witch said.

"We will," Beast responded. "We always do."

Wonder Man walked downstairs and they left. Wonder Man went to take a car, but Beast convinced him that walking would be easier.

"Where exactly are we going?" Wonder Man asked.

"I haven't decided yet. We could catch a movie. Or go to a game. What do you want to do?"

"Well, there is a movie that I wanted to see, but I don't know if it's still up."

"Is that little theater that we used to go to still there? The one that doesn't take movies down until a month after the other theaters do."

"Yeah. I think so."

They headed to that theater Beast was talking about. While waiting in line, Beast asked Wonder Man about Hawkeye's leg.

"It's kind of funny actually," Wonder Man began with a chuckle. "He was running towards the kitchen and Jarvis yelled at him to stop running in the house. And not a second later, he tripped and fell right down the stairs. It was hilarious. I don't think we will ever let him live it down."

"Haha. Just like a little kid."

"Yup."

They bought their tickets and got in the theater.

Almost halfway through the movie, the lights went out. An announcement was made to evacuate the building. Everyone rushed outside and saw two men demolishing cars and street lights. They were wrecking anything they could find. As soon as Wonder Man saw them, he recognized them.

"WRECKER! BULLDOZER!" he yelled.

"The Wrecking Crew?" Beast asked as he ran towards Bulldozer. "I thought they were gone. In jail or dead or something."

"The Wreckin' Crew die?!" Bulldozer turned to Beast. "Ha! What planet you been livin' on Furball?"

Wonder Man charged at Wrecker, while Beast jumped up on a car. Wonder Man swung at Wrecker, but Wrecker blocked his fist with a crowbar.

"Come get me," Beast challenged Bulldozer.

Bulldozer charged head first into the car, but Beast leaped off before Bulldozer hit. Bulldozer jolted his head out of the car and turned to Beast, who was now standing behind him. Beast jumped up and kicked Bulldozer into the demolished car. Wonder Man threw a few more punches that were blocked by the crowbar.

"What happened to ya Wondy?" Wrecker taunted. "Ya lost your touch."

Wrecker smacked Wonder Man with the crowbar a few times. Wonder Man grabbed Wrecker's arm, as if the blows knocked a new life into him. Wonder Man picked Wrecker up and hurled him towards a nearby building, while Beast continued to evade Bulldozer's attacks.

"TURN!" Wrecker exclaimed.

"Turn?" Wonder Man and Beast asked at the same time.

Bulldozer knew what it meant and he rammed into Wonder Man from behind, knocking him into a car. Wrecker got up and ran at Beast.

"Why didn't you just say switch? You villains are getting dumber and dumber," Beast said as he leaped over Wrecker and kicked him in the back while he was still running at full speed. Wrecker fell, but didn't get hurt too much.

"Ya gonna regret doin' that Furball!" Wrecker exclaimed as he got up.

Wrecker walked towards Beast. Wonder Man got up and turned to see Bulldozer charging at him again. He tried to move, but he was too late. He got rammed in the stomach and squished up against the car. Beast grabbed Wrecker's crowbar and tried to get it away from him. Wrecker let go of it, causing Beast to stumble back.

"You can have it for now Furball, but don' expect ta keep it," Wrecker taunted.

Beast began to attack Wrecker with the crowbar, but suddenly, he got hit from behind with a giant metal ball. He was knocked into Wrecker, who punched him and took his crowbar back. Beast fell to the ground, KO'ed.

Wonder Man pushed Bulldozer off of him. Bulldozer stumbled back a bit and Wonder Man walked towards him, in a lot of pain. Bulldozer dove to the side as Wonder Man got smacked in the chest with the same metal ball that Beast got knocked out with. Piledriver suddenly tackled Wonder Man from behind before he had a chance to fall. Piledriver quickly pulled Wonder Man up so Bulldozer could ram into him, and he did. Wonder Man fell to the ground, KO'ed. Wrecker threw Beast's unconscious body onto Wonder Man's.

"Now where are da' rest of da' damn mooks?" Wrecker asked, standing over the fallen Avengers' bodies.

"Which one we lookin' for again?" Piledriver asked.

"That Marvel chick," Thunderball said.

"Yah. Captain Marvel or Ms. Marvel. Somethin' like dat," Wrecker said.

"Neither of them are still with us. And soon, you won't be either," a voice from above them says.

The Wrecking Crew looked up as Wrecker got shot with a proton ray. He was knocked to the ground. Thunderball went to whip his ball & chain at Iron Man, but he got hit in the stomach with Cap's shield. He got knocked back and the ball and chain fell on him. Bulldozer charged at Captain America, but Firestar hit him with a fire blast, knocking him off his feet. Justice and Hawkeye rushed to Wonder Man and Beast. Justice picked them up and carried them to a safe place. Iron Man and Firestar continued to nail Piledriver, Bulldozer, and Thunderball. Scarlet Witch also helped them with their assault. Captain America battled with the Wrecker. Cap smacked Wrecker in the face with his shield. Wrecker tried to hit Cap with his crowbar, but he kept getting blocked.

Suddenly, a mysterious voice began, "It is useless! She is not there! Wrecking Crew, you are relieved of your services."

"What?!" Wrecker exclaimed. "That dumb mook's gonna let us get our butts whooped."

Captain America quickly uppercut Wrecker while he was not paying attention. Wrecker belt him back. Cap smacked Wrecker with his shield in the face. Cap flipped backwards and threw his shield at Wrecker's stomach. It knocked the wind out of him and Captain America followed up with a kick to the face. He quickly grabbed his shield and knocked him in the side of the head. Iron Man finished Bulldozer with a strong repulsor blast and Firestar finished Piledriver with a strong fire blast. Thunderball knocked Iron Man and Firestar down with his ball and chain. Hawkeye shot a paralysis arrow at Thunderball, causing him to become paralyzed. His ball flew back at him, hitting him in the gut. He was knocked towards Wrecker, hitting him, causing both to fall. Captain America made sure they both stayed down. Iron Man and Justice secured the Wrecking Crew to the authorities. Wonder Man and Beast began to wake up and the others help them home. When they got there, they all just plopped down, tired.

"Simon, are you...?" Scarlet Witch began.

"I'm fine Wanda," Wonder Man replied. "Hank actually did help me out. And so did the Wrecking Crew."

"I did my job. Now it's back to the X-Men for me," Beast said. "Sorry Cap."

"I understand," Captain America said. "You were only temporary."

NEXT ISSUE: Cap has to find another Avenger....DONT MISS IT!

Issue #6

Captain America is looking through the Avenger files trying to find a new member, but he isn't having much luck. He has called everyone he can think of and each time, either they turn his offer down or nobody answers.

The door to the conference room opens, but Captain America is too busy thinking to react.

"Steve? Are you okay? Steve?"

Captain America, better known as Steve Rogers by his closest friends, slowly spins around in his chair to face the one with the familiar sounding voice.

"Jan!" Steve yells, jumping out of the chair. "Long time no see."

"Yeah, I guess I just haven't been able to find time to stop by lately."

"Please, sit," Steve says, motioning to a chair next to him.

Janet Van Dyne, also known as the Wasp, makes her way to the chair.

"So, what brings you around this neck of the woods?" Steve asks, sitting back down.

"Well, Hank told me that you were looking for an eighth member. I've been a little itchy to get back into action lately and now, I'm ready."

"That's great Jan! We'll call a team meeting and tell everyone the news."

As Steve gets up, Wonder Man rushes into the room.

"Cap! Quick, turn on the evening news," Wonder Man says in a hurry.

As Captain America turns on the television, Simon and Jan greet each other. Their attention is quickly drawn to the large television. The screen shows only destruction.

"This is total chaos! The Avengers have practically destroyed Ellis Island."

"WHAT?!" Jan and Steve shout at the same time.

The screen shows only destruction. Suddenly, the screen shows the "Avengers", standing amidst it all. These "Avengers" include Vision, Scarlet Witch, Wonder Man, Thor, and Giant-Man. The humanoid figure of the Vision floats atop the rubble, The other "Avengers" behind him, continuing their reign of destruction.

"Jan, Simon, gather up the others. I'll start the quinjet," Steve orders as he rushes out.

Captain America is the first to get on the quinjet. Soon, the Wasp, Wonderman, and the other real Avengers have gathered in it and are on their way to Ellis Island.

"I don't know what's going on, but it definitely isn't going to help PR," Captain America states. "We don't exactly know the whereabouts of Thor and we definitely don't know what happened to Vision. Besides them, we obviously know that the rest of those 'Avengers' aren't real. I'd be willing to bet, however, that that isn't the real Thor. Vision, on the other hand, I don't know about."

There's only silence, as the Avengers reach the small landmass off the coast of NYC known as Liberty Island. Captain America quickly gives out orders. Hawkeye is assigned to protect the quinjet because his foot still isn't healed.

Vision was about to enter his own jet, when what seemed to be a metal disc flew past the left side of his head, missing his face by less than an inch. Vision turned, looking at the Vibranium/Adamantium shield of Captain America, now imbedded in a concrete segment, which once served as part of the base of The Statue of Liberty.

"Captain America... This occurrence was expected," Vision said as he turned toward his "Avengers". "Fall back Avengers."

Oh no you don't, Hawkeye thinks as he prepares his bow and arrows. Scarlet Witch begins preparing hexes, while Captain America gives out orders. Before anyone can actually do something, however, the "Avengers" are in the jet.

Iron Man and Hawkeye begin firing at their jet. It does no good. The fake Avengers fly away and the real Avengers are left to deal with the press.

NEXT ISSUE: The Avengers vs...Spider-Man?! DONT MISS IT!

Issue #7

The Avengers are surrounded by reporters. They are getting questions hurled at them left and right. "Whats going on Cap?" "Have some of the Avengers turned evil?" "Who can you trust now?" "What are you going to do about it?"

After a minute or so, Captain America quiets everyone down and begins his speech. "These 'Avengers' are obviously not real. As you can see, Wonder Man and Scarlet Witch are still good guys. They are with us now and always have been. As for Thor and Vision, their whereabouts are unknown to us at this time. And Giant-Man, the only other member of this fake Avengers team, is at the Avengers mansion."

Before he can say anymore, Iron Man taps him on the shoulder. He whispers something in his ear and Captain America draws his attention back to the public.

"I must apologize, but the Avengers are needed elsewhere," Cap says abruptly, rushing off to the quinjet as the other Avengers follow.

Meanwhile, in New York City, the 'Avengers' have run into a battle. They were flying towards Avengers Mansion when a certain wall-crawler found them and wanted to ask them a few questions. The Amazing Spider-Man leaped on top of the front of the quinjet, tapping on the window. Wonder Man, who had been flying closely behind the quinjet, flew out and tackled him to the ground.

And now, Spider-Man is surrounded by these wannabe Avengers. His spider sense is going bananas. As Spider-Man plans his actions, the others merely wait, while the crowd, including civilians, media, and police, grows by the second.

"Are you clowns gonna act or what?" Spider-Man asks to break the almost embarrassing silence and inactivity.

Suddenly, Wonder Man, as if on cue, sends his fist straight towards Spider-Man's back. Spidey tries to avoid it by jumping to the right, but Giant-Man makes sure that doesn't happen. Spider-Man gets flung forward, right through the intangible body of the Vision.

"Five on one?!" a familiar voice shouts from a nearby rooftop. "The real Avengers would never be that cheap."

The five "Avengers" quickly look up to see the enlarged body of the one and only, true Giant-Man, Henry Pym.

As their attention is lured away, Spider-Man manages to regain his composure and is ready for action. Pym leaps off of the rooftop, heading towards the ground for a safe landing. However, the other "Giant-Man" has other plans. Just before Pym can land, the imposter Giant-Man dives toward him, smashing his body into the building, causing it to instantly crumble.

The other four imposters turn their attention back to the wall-crawler, but he is nowhere to be seen. Suddenly, Thor gets a web ball shot at his face. It hits, blocking Thor's vision. Thor begins tugging at the webbing, trying to get it off.

Just as Vision and Wonder Man begin charging towards Spider-Man, Iron Man flies over the street, hovering directly over the middle of it. He sees Spider-Man in danger, so he fires a repulsor blast at each of the oncoming adversaries.

"Thanks tin man, I owe ya one!" Spider-Man yells as he jumps onto the building behind him, beginning to scale it.

Iron Man turns towards the dueling giants. Both wearing the same costume, he doesn't know who to fire at. Just before he turns back around to check on the other, the imposter Wonder Man flies at him, smashing him up against another wall. Wonder Man starts to pound on Iron Man, but Iron Man shoots a blast out of his mid section, sending Wonder Man back to the ground.

The real Wonder Man appears just behind Iron Man. He flies past I.M, straight towards Vision. Vision looks up, seeing the oncoming Avenger. He quickly phases through the concrete.

"Shit!" Wonder Man exclaims as he abruptly stops just above the ground.

"Wondie! Look out!" Spider-Man yells as he leaps off of the building towards Wonder Man.

Wonder Man turns to look at Spider-Man while Thor nails him in the back with his hammer, sending him crashing down to the ground. Wonder Man lays there, not moving, while Spidey stares for a moment.

"Don't worry Spider-Man!" Hank Pym yells. "They're just extremely strong robots."

Hmm...well I always did want to see if I could beat goldilocks. Now, here's my chance, Spider-Man thinks as he sends more webbing towards Thor's face.

The imposter Giant-Man gets flung towards Thor, falling ontop of him. Spider-Man looks down at the two. Wait, if they're only robots, couldn't they explode?

Spider-Man backflips over to Hank Pym. "Hey high pockets. You think its a good idea to le--" he is interrupted by a very loud explosion. He turns to see that Giant-Man and Thor had exploded.

Iron Man sneaks up behind the hovering Wonder Man robot, gently placing his hands just behind him. He shoots two rays from each hand through the robot, causing the robot to fall to the ground.

As the rest of the Avengers arrive in the Quinjet, Iron Man and Henry Pym begin a discussion.

"There were five. We destroyed three," Iron Man points out.

"So...what happened to the other two?"

"I saw Vision phase into the ground when Wonder Man came, the real one I mean."

"But what about that Scarlet Witch?"

"Must have escaped. Odd though, I didn't see her fight at all..."

Later that day, in the Avengers Mansion...

Steve Rogers and Henry Pym are discussing today's events.

"So, Hank, did you enjoy the action again?" Steve asks.

"Actually...yes...It was quite thrilling. I miss the old days."

END