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VOLUME 1
#1 – “MONSTERS”
Written by Brent Lambert

Captain America went into his apartment door and, as he entered, he heard his Avengers card go off. When he picked it up he heard Sharon Carter's voice come up over it.

"Steve we need you in Australia immediately. We have monsters crawling out of the woodwork and we could use your expertise. An escort should be arriving shortly to take you to Australia. Over and out," Sharon Carter said.

Steve heard a knock on his door and when he opened it there were two S.H.I.E.L.D. agents standing there. "I guess you guys are my escorts," Steve said walking away from them to put on his Captain America uniform.

When he was done he left with the S.H.I.E.L.D. agents and he was off to Australia. He figured this was going to be an easy mission.

Australia

"Cap glad to see you showed up," Sharon said, looking extremely serious.

"The situation looks sullen," Cap said looking around at the bizarre and grotesque creatures attacking S.H.I.E.L.D. agents.

"Well, when you have been fighting these things in waves for hours..." Sharon explained.

"You've been fighting for hours?! Why wasn't I called sooner?!" Cap asked shocked, then a smile appeared on his face.

"What are you smiling about?" Sharon said rakishly.

"You didn't call me because you wanted to prove you could do something without me," Cap said.

"No! I wanted to prove S.H.I.E.L.D. could do something without you. We have become too dependent on you over the years," Sharon replied to Cap's insulting statement.

"That better have been the reason for you letting good men get hurt," Cap said.

"You are being extremely brazen with such a high ranking S.H.I.E.L.D. agent," Sharon said.

"It is imperative that these creatures are defeated before they can get to the civilian population so if you don't mind I will get to handling these monsters," Cap said, leaping off headfirst into battle with a crab man.

Cap at first kicked the crab man in the face, sending him staggering back. The crab man counterattacked by slapping Cap in the side with his giant claw arm. Cap went flying straight into the hands of a wolf man who grabbed hold of both of Cap's arms and was holding him straight up in the air. Cap couldn't use his shield because both of his arms were immobilized. That's when Cap heard a large **ZZAK!** sound and he fell to the ground free. A S.H.I.E.L.D. agent had blasted the wolf man in the back, freeing Cap. Captain America flipped him a salute and the agent returned it. Cap jumped right back into the battle with the crab man. Cap was using his shield as a battering ram. It was becoming futile for the crab man to try and fight back. Eventually Cap had battered the crab man to such a point that shards of his exoskeleton were all over the place.

Cap then saw three bear/tiger men coming towards him. It looked as if they wanted retribution for their fallen comrade. Cap was going to have to play a hit and run game with these curs. He seemed almost placid as he threw his shield into the air, then dove, rolled, and uppercut one of the bear/tiger men. Just as the second one was about to attack him, the shield came out of the air and hit the bear/tiger man in the neck, knocking him unconscious. Cap then grabbed his shield out of the air and sent it into the face of the last bear/tiger man, knocking him out. Cap bent over to examine the unconscious body of the bear/tiger man and saw a K embedded into his hand.

"Cap, would you stop lingering around and give me a hand spilling the entrails of these perverse creeps!" Sharon yelled firing gunshots keeping a bunch of garish snake men at bay. Cap shot off his shield in the right way to knock out all the snake men. Sharon shot all of them in the heads afterward.

"Sharon why are you using such extreme force?" Cap asked, worried about his ex-lover.

"These scumbags don't deserve to live. They have already killed too many men and my orders were to terminate these slimeballs. I don't disobey orders... not anymore," Sharon explicitly said and ran away from Cap looking to handle the next threat.

"She seems distraught," Cap said to himself, harried. Before he could dwell more on the subject, he was attacked by a cheetah man. Cap had to go on the defensive at first avoiding scratches and bites from the cheetah man. Cap eventually saw an opening and using a knife he had hidden in

his boots stabbed the cheetah man in the head killing him. Cap hated having to be so brutal, but with creatures like these it was his only option. The way these creatures attacked was inscrutable to him. It made no sense. Why Australia? What was so important in Australia that these creatures attacked in such large numbers?

Just then a haggard looking sloth man attacked Cap. Since it was so slow and dumb it was extremely easy for Cap to handle. Just as Cap thought it was down the sloth man leaped up with a burst of energy and slashed Captain America right across the chest sending him sprawling in pain. The cut was deep, but Cap figured he could handle it. He tried to get up, but the pain was too much for him.

CRAKK! CRAKK! BLOKK! BLOKK! Cap looked around to see where the loud sounds were coming from. He saw two huge S.H.I.E.L.D. tanks come in and start blasting up the monsters left and right. The monsters were getting massacred and their lines were beginning to recoil. After a few minutes of intense firing the few monsters that were left were retreating.

The Next Day

Steve hated having to wear this huge bandage around his waist. Sharon insisted though so he had to wear it or she would give him another one of her annoying lectures. Steve had a date tonight too, and knew he was going to have to come up with an excuse for the big bandage. Maybe a boating accident... no that wouldn't work.

Steve then felt a sharp pain in his hand and when he looked down he saw he had fur all over it and long sharp claws. Now he had to think of an excuse to cancel the date...

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VOLUME 1
#2 – “BRIAN VESSO”
Written by Brent Lambert

"Doc how much time do I have left before I become a full mutated beast?" Cap asked Dr. Brian Vesso, the resident geneticist on the S.H.I.E.L.D. helicarrier.

"I am guessing about 24 hours from the moment you were scratched. I have a temporary formula that may be able to hold off the effects of the mutagenic virus," Dr. Vesso said.

"What exactly is this formula Doctor?" Cap asked.

"Well it is a DNA scrambler formula. Normally it would mutate a person into some animal, super powered being, but with the virus you have it should counteract the virus for a short time," Dr. Vesso said.

"Well, I think I am going to go back to Australia and find the guy who is the cause of the mutations going on inside my body," Cap said, but just as he was about to walk out the door Sharon Carter arrived.

"You are not leaving without S.H.I.E.L.D. assistance," Sharon Carter said flatly.

"Is that an order?" Cap asked sarcastically.

"You take it however you want to take it, but I know you are not heading back to Australia to botch up a S.H.I.E.L.D. mission," Sharon Carter said.

"Sharon I suggest you get that chip off of your shoulder before I have to knock it off. I will do what I have to do to ensure that no one else is infected with this virus," Captain America said his face beginning to turn red.

"Fine Cap! You can leave, but I warn you if you mess up this mission I will take you in with handcuffs myself," Sharon said, walking out of the door.

"Captain America, I need to tell you something about Sharon," Dr. Vesso called after Steve.

"Yes doctor, what is it?" Cap asked.

"Sharon has been so off-balance lately because she is dying. A week ago she was diagnosed with incurable brain cancer," Dr. Vesso said, looking down at the floor.

"I never knew," Cap said hanging his head low feeling ashamed of how he had acted towards Sharon. "I guess I had better go," Cap said as he walked out of the door.

"Captain America before you go I want you to know you shouldn't feel too bad. Sharon is just trying to make the best of her time before she dies," Dr. Vesso said.

Brazil

"Come to me my soldiers," Black Tarantula said. Out of the shadows came the mind-controlled Man-Wolf, Molten Man, and Big Man. "Are you ready to make Captain America one of us?" Black Tarantula asked.

"Yes," all three said in unison. Controller's devices were working perfectly for Black Tarantula and he couldn't wait to use one on Captain America. Imagine the most deadly fighter at your disposal. His empire would grow faster than he could ever imagine.

One of Black Tarantula's soldiers came in and told him of an attack going on in one of his drugfields by a rival gang. "My henchmen, I have an assignment for you. Follow this soldier and do whatever he tells you to," Black Tarantula ordered.

"Yes master," all three said at once. This was just too perfect for Black Tarantula. He was extremely lucky that he managed to trade the soul of one of his druglords for the return of Molten Man to the world of the living.

Russia

"We have added one more piece to the puzzle," Tullamore Voge said as he lifted up the young boy and threw him into a dimensional vortex of Tullamore Voge's creation. Tullamore did very much enjoy locking his prisoners in pocket universes of his own design.

"How many more do we have left?" Killian asked Tullamore.

"We have five more left. Then the pieces will be assembled and we all shall become gods," Tullamore Voge said with a vicious laugh.

"Where is the next one, luv?" Bloody Bess asked.

"The next is in England," Tullamore said.

"You sure you'll be able to keep up with us this time, fatty?" Broadside said.

"I am more sure than you will ever be, you super-strong, overgrown, gun-toting freak, " Tullamore said, only laughing at his remarks to Broadside.

CRAKK!! Tullamore fell to the ground. Bloody Bess had shot him with a psi-blast that she could emit, along with her other powers of flight, invisibility, and nature manipulation. "I know Tullamore is the boss, but sometimes he can just get to annoying," Bloody Bess said.

"You know he isn't going to be happy when he wakes up," Sea Dog said coming down a tree.

"Sea Dog, just pick him up already," Killian ordered. Sea Dog suddenly changed from one Sea Dog into seven Sea Dogs and they all picked up Tullamore Voge.

"I don't think Tullamore would appreciate knowing he is such a heavy load," Broadside said with laughter.

"He probably already knows," Bloody Bess joining in with Broadside's laughter.

"What have you done with Mark?" Mike said shooting off an electrical blast at Killian.

"Too bad for you Mr. Dumsummer that you didn't realize that electricity increases my strength. Too bad for you Mr. Dumsummer that you didn't realize that I can control and manipulate molecules," Killian said and with a smile Mike Dumsummers turned to stone.

"I swear I can't stand these Earthlings," Bloody Bess cursed.

"We will deal with them in time," Killian smiled and began to walk to the west, his team following.

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VOLUME 1
#3 – “KHIMERA RISES”
Written by Brent Lambert

Cap had followed the trail of the monsters using high-tech devices that picked up on the mutagenic particles the monsters gave off. He was now only a mile away from the source of the monsters. He was going to get a cure and after that he was going to settle things down for a bit and help Sharon Carter with her cancer problems. He felt horrible because he believed he had neglected her. After traveling about 3 yards he saw a woman holding a vial in her hand. She was dressed in a green leotard, with silky black hair falling down over one side of her face. He recognized her as Meiko Ko,* but what on Earth was she doing here?

(* Meiko Ko orchestrated HYDRA's attempted Gamma bombing of Japan in M2K's *Iron Man* #1-4. Iron Man obviously filled Cap in on the details since then - Russ)

"Dear sweet Captain America. I heard you are suffering from a mutagenic virus. I am here to provide you a cure, but at a cost," Miekeo Ko smiled. Steve being curious asked what the cost was. "Cap my dear you must destroy Nick Fury in return for me giving you this cure,"

"Then you know where you can shove that cure," Captain America said walking away from Miekeo Ko.

"Cap don't you wonder how I learned of your situation?" Miekeo Ko said.

"No I really don't wonder," Cap said as he kept walking from Miekeo Ko.

"Your lovely Sharon Carter told me. She is a traitor to S.H.I.E.L.D... and to think you probably would have never suspected her," Miekeo Ko said laughing an evil, smug laugh.

"Why you! Sharon would never betray S.H.I.E.L.D. to the likes of you!" Cap said as he lunged at Miekeo Ko.

Mieko dodged away from Cap and punched him in the stomach. "Cap you are a self-righteous patriot. Your kind are an old bunch that should be put to rest,"

"Your kind are vicious cowards who use others to do the deeds they are too weak to do themselves," Cap shot back as he spun around and kicked Mieko Ko in the head.

The woman fell to the ground. She was hurt, but not unconscious. She was about to pull out a gun on Cap when a rumbling started making the ground quake. *What on Earth is going on?!* Mieko Ko thought to herself.

"Hello Madame Hydra and Captain America. Never did I believe I would meet such powerful people, and at the same time," the animal-human hybrid said.

"Who are you?" Cap asked.

"I am Khimera and I am the creator the animal monsters that you fought recently," Khimera said.

"You are truly a sick creature," Mieko Ko said. Khimera had the skin of a python, the beak of a falcon, the head of a tiger, the lower body of a rattlesnake, the upper body of a cheetah and bat wings.

"You have no idea how sick, Mieko Ko," Khimera cackled. Almost instantaneously genetic beasts rose up out of the ground.

Cap didn't even have to ask what was going to happen next. He threw his shield knocking out four monsters and he kicked his feet into the back of one monster, breaking his spine. Meanwhile Mieko Ko pulled out a gun and started firing. Monsters were falling left and right because of her gun. Eventually a tiger monster got a swipe on the back of Meiko Ko's head knocking her out. Cap, while trying to come to her aid, was taken out by a boar monster.

S.H.I.E.L.D. Helicarrier

"Where is Captain America at?" Sharon asked, coming into Brian Vesso's office.

"He is in Australia," Brian said as he was working out the kinks in one of his devices.

"Why didn't he tell me?" Sharon asked.

"He didn't tell you because...."

"Because you told him about my cancer! Didn't you! I can't believe you, Vesso!" Sharon yelled violently.

"Sharon, he had to know. He thought you were going insane," Brian said. Sharon just walked out of the room without saying a word.

Meiko Ko, I swear if you hurt Steve I will put your heart on a pike! Cap why did you have to be so stubborn? I was trying to protect you for your own sake! I have to go and help Steve.

Sharon made her way to the Helicarrier cargo bay and took off in one of their mini-jets. She flew over the Atlantic Ocean in a few minutes and was passing over Africa when her controls starting scrambling.

"Did you see that?" the African boy said to his friend.

"Yeah that streak in the sky just disappeared," the other African said his mouth gaping open.

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VOLUME 1
#4 – “A TRAITOR IN KHIRERA'S CIRCLE”
Written by Brent Lambert

"Captain America, how do you propose we get out of this?" Mieke Ko asked, annoyed.

"I am not sure Mieke, but I know that if I do escape a lot of people are going to have things to answer for," Cap said gritting his teeth. The noise made an echo throughout the old, musty, stale aired dungeon.

"I guess you are referring to me," Mieke Ko said with a deep smile appearing on her face. She was pleased with Captain America's anger at her because she could one day use it to her advantage.

Just then one of Khimera's henchmen came in. He had the head of a lion, the arms of man, the torso of a bat and the legs of a goat. He pulled a key out of his pockets and used it to free Captain America and Mieke Ko. "If you two value your lives you will follow me!" the monster commanded as he began to run out of the door. Before Cap left the dungeon he picked up his shield which had been only a few feet away from him while he was tied up.

Mieke Ko and Captain America followed the beast down the winding corridors, never encountering a single foe to oppose them. Mieke Ko was getting a little suspicious. "Why haven't we encountered any of your comrades?" Mieke Ko asked.

"These are secret passageways that the resistance built. Even Khimera doesn't know about them," the monster said skulking along.

"What resistance?" Cap asked. The monster turned around and looked at him. The expression on his face looked as if everyone should already know of the resistance.

"The resistance is the only force that has been fighting against Khimera. We tried to get the help of other governments including yours to stop him, but our cries were ignored. Now we run short,

quick, and devastating missions that one day we hope will destroy Khimera," the monster explained.

Captain America and Meiko Ko began to trust the monster a little more because he seemed on level and he talked like someone with a good heart. They kept following the monster till he got to a door and opened it. It led straight into the Australian outback. Captain America, Mieke Ko and the monster ran out of the door to find a S.H.I.E.L.D. mini-jet waiting there for them. The pilot was Brian Vesso.

"Hurry up! We don't have all day!" Brian yelled. Captain America knocked an unsuspecting Meiko Ko over the head with his shield. She fell to the ground with a **THUD!!** and Captain America picked her up.

"I am coming with you because I must find someone to help us," the monster yelled, getting onto the mini-jet with Captain America.

Captain America came up to Brian because something was bugging him. "Brian how on Earth did you know that we were going to be coming out of that exact door considering how large Khimera's base is?" Cap asked.

"Steve, I am a mutant clairvoyant. I have kept this secret hidden for many years, but I figure the time is right to tell someone," Brian explained cautiously.

"That's good enough for me! Where is Sharon at?" Cap asked.

"Cap that is another problem we are going to have to deal with. Sharon was on her way to assisting you when she just suddenly vanished out of thin air. I have and no one else has been able to track her down. Scientifically she just disappeared," Brian said. Cap slammed his fists together and his eyes narrowed.

"I will find Sharon no matter what it takes!" Cap exclaimed.

"Before we do that I think you might want to take this," Brian said holding up the vial that Meiko Ko had.* Cap took it from Brian's hand and gulped the formula down.

(* Meiko Ko was carrying a formula that could reverse the animal-like mutations Cap has been undergoing since issue #1 -- Russ)

When the heroes got back to the S.H.I.E.L.D. helicarrier, Mieke Ko was taken into custody and locked up. "You will pay for this dearly, Captain America!" were Mieke Ko's final words.

The Next Day

"You know, I never got the chance to ask what your name was?" Cap said to the monster who had helped him get out of Khimera's base.

"My name is Herth and yours?" Herth asked.

"My name is Captain America. Look Herth to be able to live with me in my apartment till you get some help for your resistance you are going to have to wear an image inducer that makes you look human," Cap said, handing Herth a watch that was really an image inducer.

Herth put it on and he suddenly changed into a built blonde in his mid-30s. "This is fascinating," Herth said as he looked at himself in the mirror.

"You're telling me," Cap said looking into the mirror with Herth.

S.H.I.E.L.D. Helicarrier

"So she disappeared over Africa?" Cap asked Brian.

"Yes, she disappeared over Tazania to be exact," Brian said while he was punching some numbers into a very sophisticated calculator.

"That is where I am heading then," Cap said, walking out of Brian's lab and towards the .S.H.I.E.L.D. cargo bay.

Tazania

Cap could find not even a shred of evidence that Sharon had even flew over Africa, let alone crashed in it. The situation was becoming hopeless when he suddenly heard a loud **BRAKOOOM!!** coming from where his mini-jet was at. When he got there he found dinosaur-like monsters ripping through his mini-jet.

"Lovely creatures aren't they," Dr. Demonicus said as he blasted Captain America suddenly with a powerful laser. Cap went flying into a large boulder. Captain America could have sworn he heard his back crack in half when he hit that rock.

"I am getting tired of guys creating freaks!" Cap yelled as he lunged at Dr. Demonicus kicking him in the face and then in the ribs. Cap used his shield in an uppercut, knocking Dr. Demonicus back about 10 yards. Dr. Demonicus even through all the blows was still standing.

"Myndai force fields come in real handy," Dr. Demonicus joked as he began to fire rapid shots at Cap. Captain America kept dodging the blasts, but he wasn't going to be able to do it forever so

he used his shield to deflect the blasts at Dr. Demonicus's creatures that were just about to charge him.

"You dirty rat! You destroyed my lovely creatures! Now it is time for..."

"To shut up!" Herth said finishing off Dr. Demonicus's sentence as he stood over his unconscious body.

"Herth! You came in the nick of time. How on Earth did you get here?" Captain America asked.

"I got here with some help from Brian," Herth said, pointing at the bushes which Brian came out of, short of breath.

"Herth I told you to slow down!" Brian screamed, trying to catch his breath. Then he looked up and saw Cap's totaled mini-jet.

"S.H.I.E.L.D. is definitely not going to like this," Brian said shaking his head.

"Come in Agent Vesso come in," a voice on Brian's mini-com said.

"Agent Vesso here what's the problem?" Brian asked.

"Meiko Ko has escaped from S.H.I.E.L.D. custody. You are going to be needed at the helicarrier immediately," the voice said.

"Roger that, over and out," Brian said turning off his mini-com.

"She escaped before I even had a chance to ask her," Cap mumbled to himself.

"Ask her what?" Brian inquired.

"Never mind," Cap said looking up at the sky.

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VOLUME 1
#5 – “DEADLY STRIKE”
Written by Brent Lambert

"Help me Steve!"

"How do I help you Sharon?!"

"Please Steve! Help me!"

"I don't know how Sharon,"

"Steve help me!"

Cap suddenly jumped out of his bed with sweating running down his forehead and his heart beating faster than the tires of a NASCAR racer. Cap felt around for a light and eventually found one. That was his third dream about Sharon and every time the dream was the same. Cap was starting to think it was Sharon's way of calling out to him. Maybe it was Sharon's way of telling him things were hopeless. Cap wasn't going to have any of that though because if he learned one thing from being a hero it was that there is always hope.

Steve decided to put on his Captain America uniform and go patrol. Hopefully he could relieve of some the stress he has been under lately. It was a futile hope though. It would take a good long night at the bar to relieve his stress and that wasn't what Captain America was looking for.

Cap found the night to be very uneventful, that is until he suddenly started having molten lava thrown at him. Cap was agile enough to dodge all the white-hot blasts, but he wanted to know where they came from. He turned around to see Molten Man smiling. Why was he smiling? He was smiling because just then Man-Wolf tackled Cap from the back and threw him into a car, setting off the alarm. Cap was about to use his shield to take out Man-Wolf when his arm was suddenly grabbed by a very large hand. It was Big Man and he gleefully threw Captain America into a garbage can. Molten Man then was about to put Cap out of the game for good when he was taken out by a blast from the air. When Man-Wolf looked up he saw Undying--better known

as Alicia Masters. Before Man-Wolf could leap to his friends' rescue he was taken out with a punch from Maggott. Cap, while Big Man was distracted, chucked his shield and knocked him to the ground.

"You guys came in the nick of time," Cap said gratefully to the two heroes.

"We just happened to be in the area," Maggott smiled.

"How did you get into a tussle with these guys to begin with?" Undying asked.

"They ambushed me," Cap said.

"Looks like we got a gig then," Maggott said, a smile beginning to form.

"What are you talking about?" Cap asked.

"See, Undying and myself are trying to build our reputations as heroes. So we are going to stay with you until we figure out why these guys attacked you," Maggott explained.

"I have no objections," Cap said holding out his hand. Maggott took it with great pleasure. A new alliance had just been formed.

A week later

"They've escaped out of prison," Maggott yelled as he rushed into Brian Vesso's lab.

"Who escaped?" Brian asked.

"Molten Man, Big Man and Man-Wolf!" Maggott explained.

"Do you know where they are at now?" Undying asked.

"Yeah they are in Canada," Maggott replied.

"Good, now lets go and give those suckers a beating they won't forget," Herth said.

Canada

The heroes could find no trace of the villains when they reached Canada. It was as if they had simply disappeared. Cap was getting a bad feeling about the whole situation.

"I wonder what they wanted here in Canada?" Maggott asked.

"I think it's a trap," Cap replied.

"Great now we are sitting ducks," Maggott sighed.

"No more like fried ducks!" Molten Man yelled as he launched off his magma at Undying, engulfing her whole body. Undying, knowing that the magma would burn her flesh and cause her extreme pain, switched the pain and burning from physical damage to physic damage. Undying screamed as her body fell to the ground.

Maggott was about to come to Undying's assistance when he was punched into a large tree by Big Man knocking him out. Just as Big Man was about to finish Maggott off Herth leaped to his rescue bearing claws and all. Big Man was confused by the fast movement and agility of Herth, but he managed to get a grip on Herth's arms and broke them with a hard squeeze. Herth yelled out in pain and hit the ground. Cap wished he could have helped Herth, but he was too busy with Molten Man.

"Give it up Cap!" Molten Man yelled.

"Not a chance on your life!" Captain America shouted, trying his hardest to hold back Molten Man's lava with his shield.

Meanwhile Brian was keeping Man-Wolf on the ropes easily by using his precognitive powers to anticipate Man-Wolf's next move. Brian was so busy concentrating his powers on Man-Wolf he didn't see a piece of Molten Man's lava hitting his leg coming. Brian yelled out in pain and fell to the ground gripping his leg.

Molten Man suddenly stopped his onslaught of lava and laughed at Captain America. "All your friends are injured and this is just a taste of things to come. Wait till you meet my boss. Come on guys! This is a waste of precious time," Molten Man sneered. Captain America wanted to pursue the villains, but his friends came first. He pulled out his S.H.I.E.L.D. communicator card.

"We have injured people down here. Give me back up ASAP!" Cap yelled into the card.

Somewhere in South America

"We finally got all the pieces to the puzzle," Bloody Bess said with a big grin from ear to ear on her face.

"Yes we even finally got her. I didn't believe it was going to be possible considering how important she is to their organization," Sea Dog commented.

"You should know by now nothing stops the Crimson Pirates! I'm sure Sharon Carter knows that now," Killian replied.

Black Tarantula's drug fields

"We put his allies out of commission for awhile except for Sharon Carter. She wasn't at the battle strangely enough. We can keep looking for her if you want," Molten Man said to Black Tarantula over a floating TV screen.

"No, Molten Man. Forget her. The time has come for the tarantula to get his prey."

Eager to serve his country during World War Two, Steve Rogers was transformed into a physically perfect man by the government's Super Soldier program, becoming the United States' Sentinel of Liberty! Armed with an indestructible shield and the physical prowess of an Olympic athlete, Rogers fought valiantly to uphold the ideals and principles of democracy. At the end of the war, he was accidentally frozen in a block of ice and preserved for decades until discovered and revived by the Avengers. Now a man out of time, he is ever-vigilant in his battle to protect the innocent and uphold the beliefs upon which America was founded. Willing to sacrifice his own life for the greater good, Steve Rogers is the physical embodiment of truth, justice, and honor.



VOLUME 1
#6 – “TARANTULA STRIKE”
Written by Brent Lambert

Captain America's allies in battle had all been injured in some way. Undying was in what seemed to be a coma, Maggott had a bad concussion, Herth had two broken arms and Brian had a severe burn on his leg from Molten Man. Oh, and not to mention the fact that Sharon Carter had suddenly vanished off the Earth without a trace. What else could go wrong for him?

"Captain America you have a call from someone I think you might want to talk to," the S.H.I.E.L.D. agent told Steve urgently. Captain America got up quickly and followed the young man to Nick Fury's office. On the screen was Black Tarantula.

"Captain America it is so nice to see you at long last. Oh I'm sorry for the way my troops mangled your allies," Black Tarantula apologized.

"Why you scumbag?! You have the nerve..."

"Cap, don't be so aggressive. It really makes you look bad,"

"What do you want Black Tarantula?"

"I want to fight you, Captain America,"

"Give me a place and a time because I promise you I won't miss it,"

"Then meet me in Madripoor at midnight your time and we will resolve our differences. Agreed?"

"Agreed," Cap said and turned off the screen.

"You are actually going to fight that madman?" Nick Fury asked.

"Yeah because I have this strange feeling he is going to lead me to Sharon," Cap replied as he walked out of the door.

Madripoor

"Black Tarantula, come out and fight!" Captain America shouted.

"Captain America, do you really have to be so loud? This is only a fight after all," Black Tarantula said as he came out of the shadows drinking a glass of wine.

"Lets just get this over with," Cap said, gritting his teeth.

"As you wish," Black Tarantula said dropping his wine glass and letting it crash to the ground.

Black Tarantula charged at Captain America connecting four punches before Cap had a chance to react. Cap in turn jabbed Black Tarantula in the stomach with his shield. Black Tarantula winced and flipped high into the air. He came down aiming for Cap's head. Cap jumped up into the air, grabbed Black Tarantula's legs and slammed him into the ground. Black Tarantula looked to be knocked out cold. Cap went to make sure, only to have Black Tarantula forcefully throw his shoulder into Cap's face. Captain America went flying into the air and Black Tarantula dive-rolled catching Captain America in the back with his knee. Cap yelled out in pain as he hit the ground.

"That's your problem Cap. You're too much of a boy scout, but that is a problem I will soon eliminate," Black Tarantula said as he picked up the unmoving body of Captain America.

Columbia

"I see you are awake Cap. Glad to see it. I wouldn't want you to miss this most extraordinary event that is about to take place," Black Tarantula said with a smile.

"Whatever it is, I think I can do without seeing it," Cap grunted. He looked at his surroundings and found that he was chained to a giant obelisk. Cap wondered why Black Tarantula would leave his shield strapped to his back though. Cap guessed the Black Tarantula didn't know too much about Cap's famous shield.

"I bet you are wondering what I desire of you? Why have I made your life a living hell with my henchmen? Well, it is because I want.... no I need you in my army. With you under my control I will soon gain control of every super being on Earth," Black Tarantula said as he typed in some orders into a machine.

"How do you intend to do that?" Cap asked, hoping to distract Black Tarantula long enough to find a way out of his situation.

"With the Controller's technology. That is how I controlled Big Man, Man-Wolf, and Molten Man. You will spread this technology because all the heroes trust and believe in the all-mighty Captain America and in time all the heroes of Earth will belong to me," Black Tarantula guffawed.

Just then Molten Man, Big Man and Man-Wolf came into the room. Black Tarantula nodded and all the villains went to their stations. Cap felt this energy flowing through him all of a sudden. He could feel this massive power surging in him. Black Tarantula wasn't just going to control him. He was going to make him more powerful than ever. Just as Cap felt like he could take no more energy it suddenly stopped flowing into him. He looked around and saw an old hero from World War Two fighting off the three villains. The man's name was Captain Kerosene and his powers were similar to that of the Human Torch.

Cap had no idea though how Captain Kerosene had remained young for so long. He had heard of a youth formula being developed before World War Two had ended. Maybe that was the source of his youth. Captain America was just glad to have Cap Kerosene here. Captain Kerosene with his flames turned Molten Man to glass. He trapped Big Man under a load of steel beams by melting one of the main screws that maintained balance amongst the beams. He then took out Man-Wolf with a condensed fireball. Captain Kerosene unknowing of Black Tarantula who was hiding in a corner came down and melted Cap's chains.

"Watch out!" Cap yelled as Black Tarantula leaped at Captain Kerosene. Captain Kerosene had turned around too late, but Black Tarantula was already on the ground because of another blast. It had come from Bloody Bess, who was flanked by her fellow Crimson Pirates.

"The Crimson Pirates," Captain Kerosene murmured under his breath.

"Long time no see, Kerosene. You never return our calls," Killian said with a large grin forming on his face.

"This is just too perfect. We get the Axis Key and Kerosene," Bloody Bess exclaimed with glee.

"What do they mean by Axis Key?" Cap asked.

"You'll find out," a large group of Sea Dogs said as they blasted Captain America and Captain Kerosene from the back.

Peru

Captain America came to only to find Cap Kerosene and himself strapped to a huge disc. He looked around him and saw people chained to miniature black monoliths. Then he saw one person of particular importance to him.

"Sharon! Can you hear me? Sharon! Please say something," Captain America pleaded.

"Don't worry Captain America she is alive and well...at least for now," Killian said as he came up from a flight of stairs that led to a large basement.

"Why don't you let her go? You have me, isn't that enough?!" Cap asked of Killian. "No, if we were to let her go we would lose a key component to the puzzle. I guess I should explain. See in each one of these person's souls is a cosmic key of sorts that holds immense power. You yourself have one of these keys within your soul, except your key is the Axis Key. It holds all the other keys together and keeps their energies stable. We plan on harnessing the powers of these keys to make ourselves into gods, and trust me we will succeed," Killian told Cap with a grin.

"How did we get these keys inside of us? Have we had them since birth?" Sharon asked as she awakened from her unconscious state.

"No Sharon, you have only received them recently. See, we Crimson Pirates hail from another dimension. We travel the Multiverse searching for ways to gain power, fame and glory. When we stumbled upon this universe we happened to arrive right as a being named Supreme Evolutionary destroyed a planet with an immense blast.* This blast for some unknown reason caused many things to happen in the universe. It bought back to life the Externals, trapped us in this dimension and gave you all those cosmic keys. It has probably had other affects we have not yet seen, but I assure you we will find them," Killian explained.

(* See M2K's *Fantastic Four* #8 -- Russ)

"Then why the hell am I here?" Captain Kerosene asked.

"See, the monoliths and the discus all channel energy... any type of energy. Once the Crimson Pirates become gods we will want to build an empire starting with Earth. So we will channel your flames into giant, asteroid-size fireballs that will collide with the Earth and cause massive damage," Killian clarified.

"You sick cyber punk. You won't win and I pray that you suffer a horrible death by the hands of someone just as evil as you," Captain Kerosene cursed as he spat on Killian's suit.

Killian had a disgusted look on his face and said "Start up the machines." Captain Kerosene tried to burn his way out of his bonds, but it was useless. Everything was becoming useless. Captain America knew that the end was probably soon approaching so he uttered his final words to Sharon. "Sharon even through our ups and downs, the hurts and joys I will always hold your love within my soul," Captain America said hoping that what he had said were the right words to comfort Sharon in what would be their final hour.

"Cap, I have always felt the same way about you, but I don't think we are going to die anytime soon," Sharon said. Cap was perplexed by Sharon's response, but understood what she meant when he heard a large explosion.

"I think Black Tarantula has come back for a little revenge," Captain Kerosene said as the power went out. Captain Kerosene seeing this as his opportunity burned away his and all the prisoners bonds. They all managed to escape the building without even a scar to show for it.

Meanwhile in Outer Space

"The Crimson Pirates were unsuccessful in unlocking the power of the keys," Gullin the Boar God reported.

"Good my friend. That is the best news I have heard all day. Now shall begin the ascension of a new pantheon. Our allies and ourselves shall reign supreme!" Count Abyss shouted.

"Hopefully it will come sooner rather than later," Nebulon said, walking into the throne room.

"Oh, it will be soon Nebulon and that is a promise. By tomorrow we shall have more allies under our belt and the keys will be ours quicker than you can say Adam Warlock," Count Abyss said, drinking whole-heartedly of his wine.

The Next Day at the S.H.I.E.L.D. Helicarrier

"Captain Kerosene here used to run missions for the allies during World War II. He was pretty good at it too, but he suddenly just disappeared off the face of the Earth. Luckily he showed up and saved me," Captain America said.

"Why did you just disappear and how did you know Cap was being held by Black Tarantula?" Maggott asked.

"Well, after the war was over with I found myself with no purpose in life. I wandered the world until I met a group of monks. I stayed with them for a few years and I as I was leaving they gave me an elixir to drink from that gave me eternal youth. Knowing I could never return home I wandered the Earth doing what little I could without revealing myself too much. To be honest I didn't know that Cap was being held by Black Tarantula. I was only there because I was trying to find my adopted daughter who was kidnapped by him. I got no leads as to where she was at in his computer databases so I figured I'd ask him in a head-to-head conflict. That was when I saw Captain America chained to that obelisk," Captain Kerosene explained.

"I'll help you find your daughter," Maggott volunteered. Undying said she would also and so did Herth.

"Gosh I don't what to say. All this help is kinda... I don't know what to say," Captain Kerosene said a lump forming in his throat.

"Kerosene before you leave I want to ask you what your connection is with those Crimson Pirates," Captain America asked.

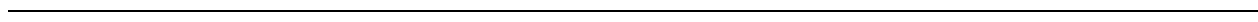
"It is a long story that would tear my heart to tell you. When I am ready though I promise I'll tell you," Cap Kerosene said, giving a wave to Captain America and flying off through a large open window. Maggott and Herth carried by Undying's telekinesis followed.



Meanwhile in Tanazia

"Fine Gullin, you have convinced me. I will join your cause," Dr. Demonicus said.

Halfway across the world in Australia, Khimera was sharing the doctor's exact same words with Count Abyss.



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VOLUME 1
#7 – “MARIA, MARIA”
Written by Brent Lambert

Captain America just had to take a break. He felt as if he was about to snap from pressure. Vision's betrayal, the destruction of Seattle, Sharon's cancer, the galaxy falling to pieces, the Deathglare situation, and this mysterious Axis Key inside of him all were pushing Steve over the edge.* Maybe a good walk in Central Park could help heal his mind and body.

(* See various M2K issues of *Avengers*, *Apocalypse: Ageless Fury*, *Cable*, and this title -- Russ)

Just as Steve was about to sit down on a bench he saw a little girl with a hideous hump on her back crying. Steve bit his lip and sat down beside the little girl.

"Whatcha crying for?" Steve asked the little girl. *What do you think she's crying about you big jerk?!* Cap thought to himself.

"No one wants to play with me," the little girl said sniffing. Steve could relate to this girl when it came to no one wanting to play with him, go on a date with him, even talk to him. Except that was a long time ago when he was just a scrawny freshman in high school and besides Steve eventually got bigger, but this girl was going to have to deal with her deformity for life.

"Well I'll play with you. Where are your parents at?" Steve asked. He knew it couldn't be school time because it was the weekend.

"I don't have parents," the little girl said, her sobbing beginning to simmer down.

"Then where do you live?" Steve asked. He knew he wasn't going to like the answer.

"In Steve, my box," the little girl replied. Cap then looked down and realized that her pink dress was tattered and patched over repeatedly. To make matters worse her box had his name. Steve put on a fake smile and decided he was going to help the little girl.

"Isn't that funny? My name is Steve too! Hey do you want to go to Coney Island?" Steve asked. The little girl got a big smile on her face; grabbed Cap's hand and they began to walk away.

"Maria," the little girl said.

"What?" Cap asked confused.

"My name's Maria," the little girl said.

Captain America's Apartment (Two Hours Later)

"Welcome... toooooo... my house!" Cap exclaimed. He hadn't been this exhilarated in a long time. He just felt guilty that he hadn't brought Sharon along because he knew Sharon could have done a better job at getting Maria a new wardrobe than he could.

Maria stepped into Steve's apartment with a long blue dress on that glistened in the light. She hadn't got new clothes since her Mom first left her out on the street. That was three years ago.

"Steve I'm really tired. Can I go to bed?" Maria asked.

"Sure kiddo. My bed is right around the corner. Jump right in," Steve said as he pointed the way to his bed. When Maria found her way to the bed Steve went into the kitchen to grab himself a soda, but as he neared the refrigerator everything around him lost its color and all was gray.

"Captain America," a gravelly voice said. Cap turned around looking for his addresser when he saw a black cloud that slowly changed into a being that looked like a bunch of cobwebs.

"What do you want here?!" Captain America demanded of the web man.

"I am Cobweb* and I come to offer you a deal. See, I can get rid of three bad things in your life in exchange for one favor. I can rid Sharon of her cancer, Maria of her hump and I can suppress the aggressiveness that the Axis Key is causing you to have. I bet you didn't even know that the Axis Key was having ill effects on you. So do we have a deal?" Cobweb asked, smiling a very wicked smile.

(* Cobweb, once upon a time, acted as arch villain to the hero Sleepwalker -- Russ)

"What's in it for you?" Captain America asked considering very hard the offer Cobweb was giving.

"You have to let me inhabit your mind because I have been mysteriously cut off from the Mindscape. I need a mind to live in before I die," Cobweb said slithering to the ground trying to demonstrate his death.

"Fine Cobweb... you've got a deal," Cap said gritting his teeth. Cobweb smiled and flew straight through Cap's ear. Steve wanted to scream, but he realized that he felt no pain. Cap knew that Cobweb was inside his mind when color returned to his apartment. Forgetting all about the soda Steve ran to see Maria and he was amazed to see that the hump was gone.

Above Earth

"Cobweb has succeeded in fulfilling his part of the plan," Nebulon reported.

"Good! The Captain makes this far too easy," Count Abyss laughed.

"Don't underestimate the power of Captain America... or his allies. Your hubris could very well be your downfall," Gullin said.

"I am handling Captain America's allies right this minute," Count Abyss smiled.

"May I inquire how is that?" Nebulon asked.

"The Crimson Pirates and Dr. Demonicus should be getting the better of them," Count Abyss replied.

"HA! Captain America and a human beat Dr. Demonicus. Do you really think he will be of much help?" Gullin asked.

"He wasn't on his guard then. He is now!" Count Abyss said, his eyes beginning to glow.

"Don't get feisty now, dear Abyss," Gullin said.

"No need to worry about that Gullin. I'm calm and cold as the vacuum of space," Count Abyss said.

"I grow tired of this idle chatter. When will this invasion of Earth begin?" Nebulon asked.

"I just need to get rid of Captain America's allies and then we can begin our grand scheme," Count Abyss replied.

S.H.I.E.L.D. Helicarrier

"Sharon what was Mieke Ko talking about when she said that you had betrayed S.H.I.E.L.D. and Captain America?" Brian Vesso asked.

"Look Brian everyone makes their deals with the devil. When I first found out I had cancer I was desperate and I turned to Mieko Ko for assistance. She had the means to heal me of my cancer, but I had to do something for her in return. I am truly sorry and I now realize the error of my ways," Sharon replied, hanging her head low.

"Sharon I can forgive and I'm sure Cap can, but you know like I know that S.H.I.E.L.D. will eventually discover your betrayal and I can only do so much to help you out," Brian said firmly grabbing Sharon's shoulders and looking her straight in the eyes.

"Yeah well I'm sure that I'll be able to handle the consequences of my actions soon enough," Sharon said not able to look Brian back in the eyes.

"I'll do everything I can to make sure you make it through those consequences," Brian said taking Sharon's hand.

Congo

"Herth, take my daughter to someplace safe! Hurry!" Captain Kerosene exclaimed as he tried his best to hold back Bloody Bess's psi-blasts.

"Okay Kerosene I'll get her out of here," Herth said as he grabbed Captain Kerosene's daughter with his beastly hands. Before he could even leave the battlefield though Killian transmuted some of the air around Herth and Captain Kerosene's daughter to steel, entrapping them. Captain Kerosene, seeing this, tried to come to his daughter's aid, but soon realized he wouldn't be of much help to anyone if he were unconscious.

"This is just like old times huh luv?" Bloody Bess asked Captain Kerosene.

"Fat chance little lady!" Captain Kerosene exclaimed unleashing an inferno of flame that would have incinerated Bloody Bess, but she was saved by one of the Sea Dogs. Before Captain Kerosene had time to recover he was trampled by a horde of Sea Dogs.

"Sorry Captain, but you are way out of your league here. To think you used to be such a good pirate too. Unfortunately you had to gain a conscience," the Sea Dogs said in unison.

Meanwhile Maggott was using his maggots to devour the many monsters of Dr. Demonicus. Maggott was getting tired of hearing the constant slurping of his maggots eating up Dr. Demonicus's monsters. Dr. Demonicus was appalled at how quickly his monsters were being devoured by these techno-organic maggots.

"I see both you and I are masters of monsters," Dr. Demonicus commented.

"Please... if anything you are the monster," Maggott replied.

"Smart remarks from someone who is on the brink of death," Dr. Demonicus said.

"Yeah... ARGHH!" Maggott screamed as a barrage of physic bullets struck him down.

"You're lucky the boss wants you all alive," Broadside commented as he spat into the wind.

Meanwhile in the air, Undying could barely handle the assault of Killian, Bloody Bess, the Sea Dogs and Tullamore Voge. She was doing all she could to hold back her true power because her gentle soul refused to cause grievous bodily injury. Just as she was about to fall under the onslaught of the combined powers of her attackers someone or some ones came to her aid.

"Don't despair dear Alicia I have to come to give you a hand," Alan Shizer, leader of the M-Squad said.

"Who's this bozo? Oh it looks like he brought his circus with him too," Tullamore Voge cackled.

"Can you believe this guy just called us a circus?" Shaquita asked Alan.

"Well he must be the ringmaster," Erika said.

"Enough talk! Destroy these clowns!" Killian barked. The Sea Dogs all attacked. Shaquita at once turned into liquid oxygen, which froze the majority of the Sea Dogs. The few that survived retreated. Meanwhile Erika was using her power to make Broadside and Bloody Bess so angry at each other that they were fighting.

"Erika you definitely know how to light up a party!" Shaquita said.

"Well this party is just about over for you two!" Dr. Demonicus shouted as his beasts surrounded him.

"I think not!" Tyler yelled unleashing a powerful telekinetic blast ripping apart most of Dr. Demonicus's beasts.

"About time you showed up Tyler," Shaquita said with a smile.

"Well I just got sidetracked along the way." Tyler looked behind him at the body of Killian.

"It seems this battle is ours so let us get our allies some medical care and inform Captain America of the vision I had," Alan said.

"I only pray he can help us," Erika said.

"As do I dear Erika," Alan said.

Captain America's Apartment

"Well this is all just overwhelming," Cap said staring out a window.

"I know it sounds hard to believe, but trust me we aren't lying to you. My friend Alan will be able to go into more detail, but only you and another can defeat the mad being Count Abyss. If he is not stopped his allies will ravage the Earth until it is nothing but a charred and skewered husk," Riley said.

"If worse does come to worse though I'll definitely duke it out with Count Abyss without you," Antonio said.

"Shut up Antonio! I wish you would stop being such a jerk," Riley said.

"I wish Alan hadn't stuck me with you. You can barely use your powers. You are a liability. Maybe we can use you as a bus boy though," Antonio taunted.

"Both of you shut up! I guess you don't realize we are in front of like one of the biggest heroes on the planet," Ameshia said.

"It's okay really. I don't like so much attention being shown to me anyway," Cap said hoping the racket wouldn't wake Maria up. Just then Cap's S.H.I.E.L.D. communicator went off.

"Cap it's Sharon. Look you won't believe who's over here to help. It's Black Tarantula and some allies of his. I'm not too sure of him though so come prepared. Sharon out," Sharon said urgently.

"Look, I need one of you guys to stay behind and watch Maria for me. I need the rest of you to come with me," Cap said almost ordering around the members of the M-Squad. He didn't do it intentionally. It was just a habit like biting your fingernails.

"I'll stay and watch your kid," Ameshia said sitting down on the couch and turning on the TV.

"Alright. problem solved," Riley said as Steve, Antonio and himself walked out of the door.

Above Earth

"It seems your troopers have failed in their task," Nebulon laughed at his own superiority of the moment.

"It was only because an unexpected element entered the fray which proved to be too much of a problem," Count Abyss explained.

"Why don't you just admit your guys failed? It's not really hard to do," Gullin said snorting in what almost seemed to be disgust.

"Gullin, I particularly don't like your attitude. I can accept it for now, but let's make sure it doesn't happen again. As for me admitting to failure, it is something I am particularly good at doing. I can make up for mistakes though," Count Abyss smiled.

"What do you mean?" Nebulon asked.

"Well, Jonathan, Chantal, Nicole and Lionel Lambert of the M-Squad are in a plane of their way to the S.H.I.E.L.D. helicarrier at Riley's request. How about I interrupt that mission with a little bit of my power," Count Abyss said and with a snap of his fingers meteors were headed for towns in the vicinity of the plane so the heroes would be distracted and once on the ground they would be attacked by beast men from Khimera.

"You amaze me more and more every day," Gullin said, sucking up to Count Abyss hoping to get back into his good graces.

"I amaze *myself* more and more everyday," Count Abyss said with an evil laugh promising doom.

Australia

"Master Khimera. Twelve more of the resistance members have been captured. I ask what we do with them?" a tiger man asked.

"Kill them as you have all the ones before," Khimera said coldly. Khimera could not understand why a resistance would be formed against the great promise and hope he had brought his beast men. He took poor and lonely wretches off of the street and made them into something more than human. Shouldn't they be grateful? Khimera just couldn't understand it.

"Herth you are the cause of this. You and your wanting to be a walker amongst the humans have doomed us all. You have lead to the destabilization of this grand empire and for this you must be punished. You and all your ilk must be punished!" Khimera screamed. Just as he was about to yell some more Count Abyss came up in front of him in hologram form.

"In time, Khimera. Just have patience. I need you though to have some soldiers ready for immediate deployment because I am in need of them. They are going to be the catalysts of the beginning of the invasion...our invasion of Earth! Won't that be glorious?" Count Abyss asked. Khimera just nodded his head. Deep down Khimera could only wonder if this was the best thing for his creations. His loving creations oh how he loathed to kill them. All expect for Herth who was imperfect and spread his imperfection into once pure creatures.

Eager to serve his country during World War Two, Steve Rogers was transformed into a physically perfect man by the government's Super Soldier program, becoming the United States' Sentinel of Liberty! Armed with an indestructible shield and the physical prowess of an Olympic athlete, Rogers fought valiantly to uphold the ideals and principles of democracy. At the end of the war, he was accidentally frozen in a block of ice and preserved for decades until discovered and revived by the Avengers. Now a man out of time, he is ever-vigilant in his battle to protect the innocent and uphold the beliefs upon which America was founded. Willing to sacrifice his own life for the greater good, Steve Rogers is the physical embodiment of truth, justice, and honor.



VOLUME 1
#8 – “Into The Abyss”
Written by Brent Lambert

Cap couldn't believe he was on the same plane with Black Tarantula and he wasn't trying to kill the guy. But he guessed the saying “Desperate times call for desperate measures” was true to the utmost in this case. Black Tarantula, Molten Man, Man-Wolf, and Big Man all showed up at the S.H.I.E.L.D. Helicarrier looking to help Cap and his allies against Count Abyss and his allies. Revenge motivated Black Tarantula more than anything because he wanted to get back at the Crimson Pirates who were now working for Count Abyss. Cap figured there couldn't be much harm in Black Tarantula lending a hand because they were going to need all the help they could get. Attacks were popping up all over the world. Nebulon and Gullin were attacking Phoenix. Khimera was swarming Australia with monsters. Dr. Demonicus and his monster abominations were overrunning Mexico City and the Crimson Pirates were wrecking apart the city of Belfast. The biggest threat, Count Abyss, was in Seattle. Cap hated what had happened to that city. He wondered if Count Abyss decided to attack there on purpose just to add to the destruction wrought by the Pale Riders.

Cap looked at his “squad” of Undying, Black Tarantula, Molten Man, Big Man, Man-Wolf, and Maggott. His squad would hopefully be able to pack a big enough punch to topple Count Abyss. “Alright everybody we're about to land!” Cap shouted. The plane landed with a hard thud. Cap couldn't help but wonder who the pilot was.

“Okay guys let's get out of this plane so we can let these pilots fly back to the Helicarrier,” Cap ordered. Black Tarantula didn't like being ordered around by Captain America, but he would put up with it if it meant him getting revenge

. “Captain America! So nice to have seen you show up,” Count Abyss exclaimed as he appeared out of thin air.

“Count Abyss today you're going down! Attack now!” Cap said as he threw his shield at the Count. Molten Man began to fire lava, Man-Wolf, Big Man and Black Tarantula charged and

Maggott launched thousands of his metal maggots. Everyone was playing their part in defeating the monster Count Abyss.

The Count began to stagger at the onslaught of power that was thrown at him, but he had a trump card that no one was counting on. He snapped his fingers and Cap fell to the ground in agony. “What’s wrong with him?” Black Tarantula asked angry that the leader of this little outfit would suddenly fall out.

“I don’t know, but just keep attacking!” Undying said. She began to look into Cap’s eyes and saw a massive energy building inside of him. Before she could warn the others a psi-wave came blasting out of Cap’s eyes knocking all the heroes out.

“Cobweb, I was starting to think you weren’t going to do your job,” Count Abyss laughed as he approached the unconscious body of Cap.

“Don’t get too happy!” Undying said as she awoke from her temporary stupor.

“What? How can that be?” Count Abyss stuttered shocked any Earther could stand up to the power of the Mindscape.

“I’m the Undying Force and it’s time you learn what that means!” Alicia yelled as she blasted Count Abyss. His body suddenly began to shrink smaller and smaller till he was gone.

“I hope you enjoy your time in Mephisto’s realm,” Undying said exhausted realizing that she had barely contained Count Abyss. His power was truly awesome, but it wasn’t a match for the power of the Undying.

Two Days Later

“Steve how could you do that?!” Sharon asked shocked that Cap had given Cobweb sanctuary in his head.

“Sharon I did it for you and Maria. Now I know you may not like the fact that I gave up some space in my head to help you, but you really can’t be mad at me for helping that little girl.”

“Yeah I guess I can’t, but how long is he going to stay in there?” Sharon asked.

“He said he’s going to stay in here till he is sure that Count Abyss or his allies won’t try to come after him.”

“Well I guess I can deal with that. So what are you going to do with the little girl?”

“I’m going to adopt her!”

“What?! Steve I really don’t think you’re ready to be a parent especially not with the life you live.”

“Look Sharon she doesn’t have anywhere else to go and I refuse to send her to an orphanage,”

“Fine, but I’m letting you know now that you are going to regret this.”

“Sharon how did your tribunal go today?” Cap asked wanting to change the subject. He knew it wasn’t the best subject to change to, but he couldn’t think of much else.

“Well, they were actually pretty nice about it. They have gave me a six month suspension and that knocked down my clearance level a couple of notches, but that’s about it.”

“I’m glad to hear it! You’re one of their best agents and you shouldn’t be knocked off so soon!”

Meanwhile in Central Park...

“Where are you heading off to Japeth?”

“Well I hate to leave you Alicia, but Captain Kerosene says he wants to me to come along with him to find something in England.”

“Don’t feel bad about leaving me I’m perfectly fine where I am for now. Who knows I might catch up with you one day,” Alicia smiled.

“Sure thing,” Maggott said as he leaned over and gave Alicia a kiss on the cheek and waved goodbye.

Alicia watched as an old lady fed an almost endless amount of pigeons. Her life had totally changed since the Undying Force became one with her. She could see again and her life hadn’t been the same since then. Of course there was a drawback to all this power. Alicia felt more and more everyday that the power was growing stronger and stronger. As if it was taking her over. Sometimes she would dream of the Undying using it’s power in horrific ways. She didn’t know where this dark side was coming from, but she had heard tales of another cosmic power that went horribly wrong when bonded with a human, but she wasn’t going to allow that to happen to her. She was stronger than that and she had more willpower than that. Her whole life had been one big struggle and this was no different from any other time. She would and she could overcome this.

“I need to go back to the FF and finally get a grip on these powers. I’m sure Sharon and the rest will understand. This is something only Reed and the gang could help me with,” Alicia said flying off into the air.

Author's Notes

I know some of the people who may have been reading Cap might have been expecting some big epic battle, but unfortunately I couldn't deliver due the recent terrorist attacks and them effecting me personally. I rather not go into too many details. Anyway I've had fun with Cap and I don't have any regrets, but just wait until you are dazzled by Will short whenever he takes over.

Brent
