

*Inventor, businessman, ladies' man, super hero. Gravely injured by an act of industrial sabotage, billionaire genius Tony Stark saved his own life by designing a life-sustaining shell--the hi-tech armor that transformed him into Iron Man! Today, the world thinks Iron Man is an employee--Stark's personal bodyguard--and in this dual role, he faces corporate intrigue and super-powered menaces. He's a modern-day knight in armor, fighting injustice wherever it rears its head. With the company he built from the ground up in other hands, Stark has recently begun working on Stark Solutions, a high-priced consulting firm that funnels its profits into charity, construction, and other projects that benefit the world.*



#7

“HEARTS OF GOLD”

Written by Russ Anderson

"Carrie! Could you help me with this?"

Carrie Perez looked up from the benefit programs she was sorting and stacking. "Sure, Anne. Hold on just a sec."

Putting the programs down, Carrie crossed the floor of the gymnasium, careful to avoid the line of volunteers carrying food and drinks from the kitchen to the sumptuously adorned tables on the other side of the room. Anne Carter was perched atop a ladder, pinning up the last of the giant banners. Carrie couldn't read it from her angle, but she knew well enough what it said: **The Maria Stark Foundation Welcomes You to the Opening of the Seattle Youth Recreation & Services Center.**

"Hold the ladder for me, will ya?" Anne called once Carrie had reached the foot of the ladder. "That's a 2-story drop, and I can't get any of the food geeks to answer my cries for help!"

Carrie grinned and, placing a hand on either side of the ladder, stepped up onto the bottom rung, anchoring it with her weight. "Good enough?"

"Thanks," Anne answered, stretching to hammer the last nail into the wooden beam. You really needed 3 hands when doing something like this - one to hold the banner, one to hold the nail, and one to swing the hammer - and you especially needed to not be balancing on the edge of a 25-foot drop. But there was no way she was climbing all the way down and moving this ladder a measly 2 feet so she could reach better. She liked volunteering for the Maria Stark Foundation - and it kept her school guidance counselor off her back about community service - but once she drove this last nail in, she was done for the day. A girl had to have a social life after all, and she had-

A silver glint of metal appeared in the darkness above the rafters, winking to life right next to her hand. She cried out in surprise and sudden fear at the uncertain shape, and lurched backward. For one terrible moment she teetered on the edge of the ladder, arms pinwheeling, Carrie screaming

in alarm from the floor... then one of her flailing hands caught the top step and she managed to steady herself. She heard the *thunk* of her dropped hammer hitting the brand new gym floor a heartbeat later.

"Anne! Are you alright?"

"Yeah... yeah, I'm fine," she lied, holding onto the ladder with both hands now, her heart thrumming in her throat. She stole a furtive glance back toward the darkness above the beams.

Whatever she had seen there was gone now. If it had ever really been there at all.

---

"That was bad, Shirley," the golden man said, softly reprimanding the small pod-like device - barely the size of a closed fist - that hovered through the darkness. The pod dropped into the man's gauntleted palm, seeming to hunker down in shame there.

"We must be patient," the man explained, watching from a rafter near the back of the gym as the girl Shirley had startled shakily descended from her ladder. "You could learn that from your sisters. Look how quietly they wait for the proper moment. Tony Stark will be here soon, my pet. And then we'll have plenty to do."

---

*Following is an excerpt from this morning's episode of Wink Wink, Nudge Nudge, with Millie the Model:*

Millie: "Good morning, Seattle! Do we have a treat for you today! Young author Jay Corafa will be with us later to discuss his latest novel, *Ageless Fury*, tearing up a Borders bookstore near you. Just before him, we've got George Clooney..." (waits for shriek of applause to die down)  
"Yes yes, I know. He's a very Bat Man, isn't he, ladies? But don't get too worked up yet, or you might wear yourselves out. In fact, I want you to know, before I introduce our very first guest, we have taken the liberty of turning up the air conditioning - cause I know you're ALL going to be feeling just a tad overheated in a few moments! Can you please join me in giving a big *Wink Wink, Nudge Nudge* welcome to Mr. Tony Stark!"

(Tony Stark enters from backstage, crosses to Millie, giving her a kiss on the cheek before taking a seat across from her)

Stark (after raising his hand to acknowledge applause from audience): "Thank you... thank you, Seattle. And thank you, Millie. It's great to be here today."

Millie: "Mr. Stark, I hear we had to reshuffle at the last moment, since you won't be able to hang around for the rest of the taping. Care to share with our viewing audience what you'll be doing instead?"

Stark: "Well, first of all, I usually insist on my friends calling me Tony, Millie. So get it right next time, will you?" (laughter and applause from audience) "Actually, I'm glad you asked about my other business, because it's something I wanted to get the word out about. The Maria Stark Foundation - the charitable organization named after my late mother - has recently finished construction on a brand new youth center, located in downtown Seattle. I'll be attending the party at its grand opening this afternoon. In fact, I'm heading straight there once I get done with this interview."

Millie: "Well, I'm sure the single girls in the audience - and probably some of the married ones too - are happy you could give us what time you could. And speaking of your power over the opposite sex, any chance you'll be accompanied by Jennifer Lopez at this shindig? You've been spotted several times with her in the last weeks, and the rumor mills are going wild over it. How does Puff Daddy feel about this?"

Stark (waves dismissively): "Jennifer is a very good friend, Millie, and that's it. I'm flattered that the press thinks she might be interested in me, but she seems more than happy with her current romance."

Millie: "Flattered'? False modesty hardly becomes you, Tony. You've been one of *People* Magazine's top 5 Most Eligible Bachelors every year since you were 18 years old... well, except for that year you were dead."\*

(\* Millie is referring to Tony's "death" shortly before *Heroes Reborn* - Russ, Teen Tony Hater at Large)

Stark (ironically): "Yes, there was that."

Millie: "Now, about this unveiling party tonight... will your bodyguard, Iron Man, be there?"

Stark: "Iron Man is almost always close by."

Millie: "Except when he's away adventuring with the Avengers."

Stark: "Of course."

Millie: "Is there any truth to the rumor of some angry tension between your armored bodyguard and that other super-hunk Avenger, the Sub-Mariner? My spy network tells me there were some blows traded between the two last week shortly after that salvage ship was supposedly attacked by a 'sea monster'."\*

(\* The fight happened in issue #6 and the 2000 Annual -Fishbait Russ)

Stark: "Well, that was one of those famous superhero misunderstandings, Millie. I'm not at luxury to say exactly what happened, but rest assured that they teamed up at the end to defeat the bad guy."

Millie: "And what about the recent melee in Korea? I understand he helped you put the kibosh on Hydra's attempt to bomb Japan."\*

(\* Check out the "Morning Calm" storyline in issues #1-4 - Russ, Hiroshima Hero)

Stark (blinking in surprise): "You missed your calling, Millie... you should be working for NSA. Actually, I didn't do much in Korea. It was Iron Man who found a way to divert the Gamma Bombs. I was just lucky enough to catch wind of the attack in time to send him to investigate."

Millie: "You said he's almost always close by, Tony. Is the armored Avenger here now?"

Stark: "Of course."

(Millie looks meaningfully at studio audience, which 'oohs' and 'ahs' in anticipation)

Millie: "Any chance of him stepping out for everyone to see?"

Stark (smiling indulgently): "I don't think he'd care to give away his position, Millie. He did tell me he's a big fan of yours though, from your modeling days. He was hoping I could get your autograph, in fact."

Millie (flushing): "Iron Man... wants MY autograph?"

(Stark nods)

Millie (laughing): "I think something can be worked out."

---

"I knew you'd be in here."

Pepper Potts looked up from her monitor, the microphone of her headset bobbing up and down at the sudden movement. "Happy," she said in greeting.

Harold "Happy" Hogan, former chauffeur to Tony Stark and current head of the Community Outreach program for the Maria Stark Foundation, looked stiff and uncomfortable in his tailored suit. Happy's muscular build and pug nose were testament to his years as a semi-pro boxer. The career had defined his sensibilities and comfort zones, and not even the time he'd spent as Tony's sharp-dressed driver had made him comfortable in such formalwear.

"Shouldn't you be at the opening for the youth center?"

"Not for another hour or so, Pep. If you come right now, we can make it, easy."

"Me? I never said I was going."

With a sigh, the big man walked across the carpet to stand in front of Pepper's desk. As Tony Stark's executive assistant, Pepper was the spoke around which Stark Solutions turned. She was good at her job - good at taking care of the company. Happy remembered a time when she had been good at taking care of him, back when the two of them had been married... but it was best not to dwell on such things just now.

"Well, I'm invitin' ya. A pretty girl sittin' all alone when there's a fancy social function she could be at, turnin' guys' heads? There ain't no justice in that."

Pepper smirked, her freckled nose crinkling in amusement and annoyance. "Thanks, Happy, but I've got a minor crisis going on here. Tony's contact database has been partially erased, and Jacosta and I can't figure out why. I was trying to get some last minute RSVP's for the party tonight, but a whole bunch of people are just... gone from the book... And besides, I'm not exactly dressed for a formal party."

Happy put his hands on the desktop and leaned over it at her. "It's Friday afternoon, Pep. We both know you'll be in here tomorrow, doin' what you do best, and Sunday too... but even you need to get away from work once in a while. 'Tony Stark's Secretary' is your job title, not your name."

"Happy," she said, turning from her work and locking eyes with him, "I can't. Okay?"

Happy sighed and straightened, putting his hands in his pockets. "Don't say I never offered to take you nowhere."

"Happy," she said, trying to soothe his obviously hurt feelings, "c'mon. Try to understand. I've got a lot of work here."

"Sure, I understand." His attitude and demeanor made it pretty clear to her that he didn't, though. "See ya on Monday, right?"

"Where else would I be?"

Happy nodded. "Right. Where else would ya be?"

Then he was gone. Sighing, Pepper returned to her work.

---

After a hasty 'thank-you-goodbye' to Millie, Tony Stark slipped backstage during a commercial break. He was already running a few minutes late. With any luck, Happy was already at the youth center, running interference for him.

His Plymouth Prowler was in the studio parking lot, with the top down. He tossed his jacket in the back seat and touched the door handle. A fingerprint reader under the metal lever clicked in approval and the driver's side door opened.

"Hey handsome, where you off to in such a hurry?"

Tony looked up at the sound of the voice, his face breaking into a wide and honest smile. "Jan!"

Janet Van Dyne, aka the Wasp, moved in and embraced him. As always, Jan looked sharp and fashionable in a beige sweater and tight-fitting black pants.

"What brings you out to the left coast, Miss Van Dyne?" Tony asked, leaning over to kiss her cheek.

"I was in town trying to hammer out some details on a fashion show I'm holding here next month. Millie's an old friend, so I thought I'd drop by and check out the set of her new show. Imagine my surprise when I found she was hosting my favorite philanthropist."

Tony shrugged. "Well, it's not Oprah... but at least it's not Jerry Springer. Do you have any plans for tonight?"

"Nope, but I'm on the redeye home first thing tomorrow morning, so don't get any ideas about keeping me out all night," she replied, giving him a flirtatious wink.

"Why don't you come with me to this youth center opening?"

"You mean Tony Stark doesn't already have an escort?"

"It's not really that kind of affair... but it should be fun. And really," he continued in a lower voice, "how often do we get to spend time together without the masks on?"

"True. Well, I don't see why no-oh wow, nice car."

"Thanks. It just got out of the shop. Had a run-in with Whiplash a while back that fried most of the special features.\*

(\*See Marvel's *Iron Man* V3 #8 - Russ, S&M Queen)

The two of them got in and Tony started the engine while Jan pulled on her seatbelt. "You sure you don't want to just change into your, uh, 'work clothes' and fly there?"

"Why should I? I told you this thing just got out of the shop."

He hit a switch on the dash and, with a thump, the Prowler's 4 wheels flipped down so the hubcaps were lying against the pavement. Something whirred to life under the hood, and suddenly the car was airborne, pushed aloft by turbofans in the flipped wheels.

"Nice," Jan said with a laugh. "Think you could get me one of these things? Maybe something in a Mercedes?"

"I'll see what I can do. After I licensed the design to SHIELD, I had to agree to make only so many for private use."

The Prowler climbed into the late afternoon sky, causing a commotion at the parking lot's guard stand. Jan put an arm up on the door and settled back. "So... what *is* going on with you and Jennifer Lopez?"

---

Jim Rhodes strolled up the path to Tony Stark's front door and raised a hand to knock. Before the first blow could fall, though, a pert redhead opened the door.

"Jim?" Pepper Potts put out a hand. "Come on in. Tony's not here right now... he's at a charity function."

"Nice trick," Rhodey replied. "How'd you know I was here?"

"Jacosta ID'ed you as soon as you entered the driveway. You wouldn't have been allowed on the estate if she hadn't recognized you."

Rhodey nodded. "Well, I'm here looking for Tony, but I guess after all these years I should know better than to come by without calling. Any idea when he'll be back?"

Pepper shrugged. "Sometime tonight. I'm sure he'll stay till the party's over."

Rhodey nodded again, eyeing the woman speculatively. He seemed to mull over his next words for a moment, then went ahead. "Look, I've got some tickets to a small jazz show tonight. I was gonna take Tony cause he loves jazz and... well, I don't know anybody else in town, to tell you the truth." Rhodey laughed self-consciously, Pepper continued to stare at him blankly. "So do you want to go, or not?"

Pepper blinked in surprise. She still hadn't figured out what had happened with the addresses in Tony's database. There was a Stark Solutions job coming up in Norway that she had to finalize arrangements for. She thought about how she'd refused to go with her ex-husband to the youth center that night... and she couldn't honestly tell herself that she had less work on her desk now than she'd had then.

"Let me get my coat," she said finally.

---

"I'm going to start my speech with a cliché," Tony Stark began. "I know Toastmasters tells us that's a bad thing to do, but the thing about clichés is... they got to be that way because they're almost always true. So, you've been warned... are you ready? Here we go, say it with me: 'The children are our future'. Not only a cliché... it was a Whitney Houston song, too.

"The only way we're ever going to wake up one morning to a better world than we went to sleep to, is if we do everything in our power to give our children the tools they need to make their lives everything they can be. This is the challenge the Seattle Youth Recreation & Services Center intends to address. It's not just a youth gymnasium, it's not just a youth social center. It's not even JUST a youth counseling and education planning center. It's all of these things. The Center is manned by a fully-funded staff - paid for through Maria Stark - trained and outfitted to meet as many of the problems, crises, and questions facing children in America as we old fogeys could possibly anticipate.

"As you tour the building tonight, and browse through the fantastic displays our volunteers have set up, keep in mind all that we're trying to accomplish here. If you're a member of our illustrious fifth estate, please try to focus on that. I'm not the star here, and as grateful as we are for their presence, neither are the other patrons attending tonight. The children of Seattle are the reason we're here. If you're going to talk or write about anything, make it about them. Thank you."

"Nice speech," Janet said, smiling and applauding along with the rest of the crowd as Tony stepped down from the podium.

"Thanks. Are you enjoying the party?"

"When have you ever known me to not enjoy a party? I just wish I'd had time to throw on something a little more formal."

"You look great, Jan...." He paused. "What in the world?"

Janet Van Dyne turned and followed the direction of Tony's puzzled gaze. Above the crowd of tuxedos and formal gowns spread paradoxically across the gymnasium floor, several small metallic objects had appeared, flying almost soundlessly under their own power. They had begun drawing the attention of the other partygoers too, as they made their way slowly but inexorably towards the podium.

"Part of the entertainment?" Jan asked.

"If it is, I don't know about it."

"Maybe we should-"

Before she could finish the thought, the lead robot - Tony was pretty sure that's what they were, though they didn't appear very sophisticated - zipped forward at startling speed. Without pausing for even a beat, an energy beam suddenly strafed down out of its forward edge and punched a hole through Jan's midsection.

"Janet!" Tony cried, then caught himself as he realized the crumpled shape lying on the gymnasium floor was just his partner's empty clothing. That meant...

"Oh, poop!" he heard near his left ear, then another energy blast seemed to originate from mid-air, flashing back up toward the lead robot and scoring the casing badly. The robot wobbled in its flight path, then crashed to the floor behind the podium.

"Jan? Are you okay?" Tony said to the empty air. He looked around as the party's attendees began to edge toward the doors. If someone didn't calm them in the next couple moments, it was going to turn into a stampede.

"I'm fine... just not fit for public consumption," she answered. Tony still couldn't see her; she had shrunk too small, and he guessed that was exactly what she'd intended. "Those clothes were new! I never had a chance to treat them to shrink when I did!"

"It looks like we've got other problems..." Tony said, looking about as the rest of the robots - a half dozen of them - began closing a circle around him.

"Easy for you to say. You're not running around in your unmentionables."

"They don't seem to be making any hostile moves," Tony observed. Raising his hands, he called out to the partygoers, still teetering on the edge of a panicked stampede. "Everyone! You do not appear to be in any danger! Please exit the building in a calm and orderly fashion until we can sort this out!"

"There's nothing to sort out, Mr. Stark," a new voice proclaimed, floating down from the rafters in a golden suit of armor and mask that covered his face above the upper lip. "And I'm afraid our guests simply cannot leave yet."

He waved a hand, and all of the doors leaving the building - even the ones that led back toward the office areas - swung shut on their own, the electronic locks clicking loudly and obviously.

"What do you want?" Tony asked. "Whatever the problem is, I'm sure we can work this out."

"Oh, I doubt very much you're willing to just give me what I want, Mr. Stark," the golden man said. "You or Miss Van Dyne. And speaking of the lovely Wasp, please tell her to grow to full-size immediately, or I'll order Penelope and Tricia to start firing into our guests."

"Jan?" Tony said softly.

"I heard him," she grumbled at his ear, "and I'm not close enough to take him out." With a sigh, Janet Van Dyne grew to her full 5 feet, 3 inches. She was wearing only her bra and panties, but didn't try to cover herself. Tony suspected she didn't want to give the golden man the satisfaction. Tony doffed his dinner jacket and put it around her shoulders.

"Okay, now what do you want?"

"I've been hired to retrieve certain information from you, Mr. Stark, and I was ordered to do it in a very public venue. I was content to simply do that and go on my way, but your teammate had to go and harm Elizabeth-

"Elizabeth?" Tony asked. "Who? That robot?"

"SHE IS NOT A ROBOT!" the golden man insisted. Tony and Jan didn't flinch under the verbal assault, but most of the partygoers cowering at the exits did. "She was a thinking being, with emotion and nuance and..." The man shook his head in disgust and floated closer to Tony and Janet. "I would have expected better powers of observation from a man of science such as yourself, but I won't let you sidetrack me...."

"You were going to tell us what you want," Jan prompted.

"Ah yes." The golden man cleared his throat and straightened as power began to radiate from his gauntlets. "Mr. Stark, if you wish to leave here alive, and you care for the safety of our guests and your teammate Ms Van Dyne"-absurdly, the golden man touched his helmeted forehead and nodded at Jan, as if tipping his hat to her-"you will immediately produce Iron Man. Today will be his final hurrah... the day he falls prey to the power of... ARMADA!"

---

***Next Issue: Iron Man and the Wasp versus Armada, as we conclude our romance-themed 2-parter. And who is the mystery villainess behind Armada's attack? With cameos by Warbird and Namor the Sub-Marine***

---

"What?" Carol Danvers cried, emerging from her bathroom with a robe wrapped around her torso and a towel in her hair. "What was that? Repeat, damnit! Ah hell, why doesn't network TV come with a rewind button?"

It didn't bother her that she was talking to a soulless machine - her 27-inch Sony, to be precise - or that, even if she could have replayed what she'd just heard, she had lost the remote nearly a month ago. She stood in front of the TV, hands on her hips, and watched the pretty young thing with the microphone relinquishing the viewing audience to a middle-aged anchorman 'back at the studio'.

Carol toweled her hair quickly, then tossed the towel on the couch. Something was going on at the opening for some youth center downtown. She vaguely remembered Tony Stark talking about the center at the pool party he'd thrown at his estate last week\*, but she had no idea where the center was.

(\* See issue #5 for the pool party - 80-proof Russ)

For a moment, she was torn. She didn't want to make a habit of running off to save Tony whenever he got into trouble - Carol Danvers was many things, but Iron Man's sidekick was *not* one of them - but Seattle was her town. If there was trouble, Warbird should be involved.

At a thought, her robe disappeared in a flash of power, replaced with her "working clothes" - the skintight suit and domino mask of Warbird. She would try flying high enough over the city to see the commotion that was sure to be surrounding the center. If that didn't work, she could always find a cop to point her in the right direction.

On her way to the balcony, she almost bumped into the glass sphere perched on one of her endtables. She began to pass it by, then did a double-take. Where had *that* come from?

She returned to it and looked inside. There were several delicate looking blossoms within, royal purple, floating in water. The roots were twisted all about each other, and the glass sphere, though transparent, seemed to be giving off some kind of subtle radiance that only complemented the flowers.

"They are called *Ikthae Marsahl*," a voice said behind her. "Literally: the Flowers of Virtue."

Carol turned and found herself facing a familiar figure. Namor the Sub-Mariner was propped up in the open doorway leading to her apartment's balcony. He gave her a pleasant smile and stood to approach her. "They are very rare, and only capable of surviving at the extreme temperatures and pressures at the bottom of the Indian Ocean... that globe duplicates those conditions."

"Are these... for me?" Carol asked, stunned.

"Yes," Namor replied, drawing up in front of her. "I wished to thank you for your help during that unpleasant business with Iron Man.\* I had hoped to spirit you away for several hours

tonight, and, from what I understand, surface dwellers are in the habit of bringing flowers to beautiful women." He cupped her chin in one hand, tilted her face up to his.

(\* Namor is referring to events during the "Sea Monsters" arc in issues #5-6 and the 2000 Annual - Fishhead Russ)

Warbird smiled, obviously enchanted. "So the King of Atlantis is asking me on a date?"

Namor nodded. "Aye. What say you?"

To Namor's credit, he was far too distracted by the color of Warbird's eyes to see the blow coming. The next thing the Sub-Mariner knew, he was hurtling back out through the open doorway, across the balcony of Carol's apartment, and into the sky twenty floors above the streets of Seattle.

"Gods, woman!" Namor cried, hovering in front of her balcony under his own power and rubbing his jaw. "What was that for?"

"Let me tell you something else about us 'surface dwellers', Mr. High-and-Mighty King!" Carol roared, appearing at her door. "We don't like it when strange men break into our homes when we're in the shower! Next time you want to try out some new pick-up lines, you damn well come to my front door and knock! Got it?"

Namor nodded, still rubbing his jaw. "Yes. I 'got it'."

"Good. Now be here at 8 o'clock Friday... and wear a suit. The bikini briefs are sexy, but I doubt we'll get into many nice restaurants with you wearing them."

With that, Carol turned, locked her balcony door, and rocketed off past Namor. The Sub-Mariner watched her go, a slow smile spreading across his normally dour features.



#8  
"TRUE ROMANCE"  
Written by Russ Anderson

"You were going to tell us what you want," Janet Van Dyne - aka the Wasp - prompted.

"Ah yes." The man in the golden armor, currently hovering above the new gym floor of the Seattle Youth Recreation & Services Center, cleared his throat and straightened as power began to radiate from his gauntlets. "Mr. Stark, if you wish to leave here alive, and you care for the safety of our guests and your teammate Ms Van Dyne"-absurdly, the golden man touched his helmeted forehead and nodded at Jan, as if tipping his hat to her-"you will immediately produce Iron Man. Today will be his final hurrah... the day he falls prey to the power of... ARMADA!"

Tony Stark, standing next to Jan, looked at her in confusion, both of them speaking at the same time:

"Who??"

"Armada," the golden man prompted. His jawline was visible beneath his helmet, and he scowled in impatience. "The greatest techno-thief and industrial saboteur money can buy. I fought Spider-Man...\* Is any of this ringing a bell?"

(\* In Marvel's *Sensational Spider-Man* #1 and *Amazing Spider-Man* #413 - Spidey-phile Russ)

Jan shook her head and Tony shrugged. "Sorry, never heard of you."

"Unimportant!" Armada cried. "Bring me Iron Man!" Around him, the small pod-like devices that acted as his entourage and helpers began to zip around more restlessly. None of them were bigger than a human fist, and all were different shapes. Armada had given them all names - female names, to be exact - and treated them as living, thinking beings.

Tony was depressed by the fact that none of this seemed overly strange to him.

"Extraction," he said softly, the microphone at his lapel picking up the nearly subaudible sound of his voice. "Make a mess. Configuration 000."

A man-sized object, colored crimson and gold and shaped like an electric razor, slammed through the ceiling above them. Repulsor rays fired from its leading edge, scattering Armada's 'pets' and putting the man himself on guard.

"Marcia! Stacy! Take cover!"

Once it had sown confusion, the pod flashed downward and flew past Tony, who reached up and snagged a handle that had appeared on the pod's underside. Once he had a firm grip, the pod blasted another hole in the side of the building and carried him out.

While Armada was still recovering from this shock, the Wasp shrank down until she was almost invisible to the naked eye, shucking off the jacket Tony had loaned her when her own clothes had been ruined by Armada's initial attack. Delicate, insect-like wings sprouted from her back as she shrank, and she used them to zip across the gym floor to where the other attendees of the center's grand opening were cowering against the doors.

"Go!" she shouted, blasting the locks with her bioelectric stings. The people couldn't see her, but they knew what to do when the doors started flying open. As one they began to rush out into the Seattle night.

"What the hell was that??" Armada screamed. "Since when does Iron Man look like a... like a Norelco??"

"That wasn't Iron Man, dummy," the Wasp said, zipping over to his side and letting him have it with a low-level sting to the midsection. "It was the... er... the Iron Wing. What, you think that Bat-guy in the comics is the only one with expensive toys?"

"Iron Wing? That's the stupidest thing I've ever heard!"

"Listened to yourself talk lately?" a new voice said from above. The Wasp and Armada looked up as Iron Man rocketed into the gym through the hole in the ceiling. Not pausing to exchange any more quips, Iron Man rammed the other armored man. Armada soared across the room and slammed into the folded bleachers lining one wall.

"Wasp, are you alright?" Iron Man asked.

"Sure am, handsome. Thanks for the save. That new suit of yours has some neat tricks."

"It's better than keeping it in a suitcase anyway," Iron Man agreed. Inside the armor, Tony Stark ran a quick systems check. After the armor - in its pod form - had gotten him out of the building, he'd immediately ordered it to encase him and get him back inside. "Did this bozo spill what he wants yet?"

"Fool!" Armada cried from across the gym floor. He'd completely smashed through the folded bleachers, and all the two Avengers could see of him were his legs dangling out of the hole he'd made. He grasped the edges of the cavity and tried to pull himself up into a sitting position, then lost his grip and flopped back into it. "You've given me just what I want!" he cackled, waving a fist triumphantly in the air.

"Iron Man, watch it!" The Wasp fired off a sting at an approaching pod - one of Armada's robotic 'pets'. The machine spun wildly and crashed into the gymnasium floor.

But she couldn't get all of them, and Iron Man couldn't react in time to save himself as they all converged on his armored form. There had to be nearly a dozen of the things, and they smacked into him from as many different directions, attaching themselves to his armor. He struggled with them, managed to rip one of them away - just before the armor made a loud, electric POP and fell out of the air, hitting the floor with a *thud*.

"Iron Man?" the Wasp asked uncertainly.

---

"So Rhodes Recoveries is no more, huh?" Pepper Potts asked.

Jim Rhodes shook his head. "No. After what happened with the *Washington Carver*,\* I don't want to captain a ship again. The insurance money was more than enough to outfit myself with a new boat, but I'm gonna look into some other possibilities for now."

(\* Rhodey is referring to the sinking of his salvage craft, the *Washington Carver*, and the deaths of most of his crew in issue #5 - Russ)

"Oh," Pepper replied, swirling the rum runner she'd been nursing for the last half hour and feeling like a complete chowderhead for broaching the subject. She stole a peek across the table at Jim. He was gazing across the jazz club at the stage, where the band was getting ready to start their next set.

"Do you want to come back to work for Tony, then?" she asked with a sly grin.

"Oh god no!" Rhodey laughed. "I'd like to think I'm beyond being Tony Stark's pilot."

"Well, just something to think about," she replied, knowing that Jim Rhodes would never seriously entertain the notion. He and Tony were currently on speaking terms, but Pepper suspected it would be a good long while before Rhodey let himself completely trust Tony Stark again.

"Thanks again for bringing me out tonight."

Rhodey waved that off. "Thanks for coming with. Woulda been pretty sad to walk into this place alone. I just can't believe I was lucky enough to find a pretty girl who wasn't doing anything at the last minute on a Friday night."

Pepper smiled at the compliment. She tried not to think too much about how she'd begged off going to the youth center opening tonight with her ex-husband - blaming a heavy workload - but had agreed to go out with Jim practically without hesitation. She hadn't dated in a long while, not since Tony had hired her on as one-third of Stark Solutions, anyway. It was nice to be away from that for a while, and she wasn't going to let thoughts of Harold Hogan get in the way.

The band whipped into a peppy little number to kick off their set. The audience applauded and cheered in approval, including Jim, and before Pepper had fully digested that the music was going again, he was standing beside her and pulling her to her feet.

"C'mon," he was saying, "we gotta dance to this one."

"B-but I don't know how to dance... to this music," Pepper replied weakly.

"I'll show you," Rhodey grinned. "Don't make me look like a fool dancing out there by myself, Pepper, damn it. Come on."

Sighing in surrender, Pepper Potts allowed herself to be pulled out onto the dance floor.

---

"That... wasn't supposed to happen."

Armada, having finally managed to extricate himself from the crushed bleachers, stood over Iron Man's helpless form. The Avenger was lying frozen on his side on the gym floor, Armada's 'pets' still attached to his armor.

"Sophie, Lauren, Grace, all of you... let him go. Let's figure out what happened here." At his command, the pods all disengaged from the armor and floated up to hover at Armada's shoulder level. "And don't even think about zapping me while my attention's diverted, Ms. Van Dyne," he said, directing this warning at the Wasp. "Stacy has got you locked. Make a move to fire and she'll blast your Tinkerbell butt out of the air."

"Jerk," the Wasp fumed. At least he hadn't demanded that she grow to her full height again. Janet Van Dyne was not a shy woman, but after Armada's pets had destroyed the new clothes she'd worn to this event, she was being forced to fly around in her underwear. Her current diminutive size allowed her to maintain at least a little dignity.

"All but your most basic systems appear to be frozen, Iron Man," Armada said, squatting down next to the Avenger's collapsed form. "The girls attached themselves to you in an effort to hack into as many internal systems as they could, not to actually cause any damage. That tells me you did this to yourself. With a highly-localized electromagnetic pulse, no less. Why?"

"Failsafe," Iron Man growled back, obviously frustrated. "Crashes neural net if someone succeeds in penetrating the armor's system. Mr. Stark won't allow the Iron Man technology to be stolen ever again.\*. I don't know what you were trying to learn here, but you're not going to get anything from this suit of armor."

(\*As it was many times over before Iron Man unloaded a can of whoop-ass all over the guys who'd stolen it, during the classic "Armor Wars" storyline - Old Man Russ)

Armada frowned. "That's not very sporting. I mean, what am I going to tell my employer?"

"That you messed up the job."

Armada sighed and rose to his feet. "That was a rhetorical question, you dork." He put a foot on Iron Man's side and rolled the Avenger roughly onto his back.

"I guess I'll just have to take you back to the rendezvous. Maybe it won't be as neat a package as a simple disk would have been, but I'd be willing to bet my employer will scarf up a bit more money for the real deal. Girls... pick up the garbage, please. And one of you, go help Elizabeth and Virginia. I suspect Ms Van Dyne's stings did them no small amount of injury."

Armada gave Jan a disapproving look. She stuck her tongue out at him, hoping she was big enough for the gesture to be visible.

Meanwhile, the pods that weren't seeing to their comrades or guarding the Wasp - about ten of them in all - took position over the Iron Man armor. There was the hum of electricity through machinery and Armada stood off to one side patiently, expectantly.

Nothing happened.

"What is going on here?" he cried in frustration. "I've got electromagnets hooked to the girls' underbellies! Why can't they pull you off the floor?"

"I've fought Magneto," Iron Man replied, and the Wasp suspected she heard just a bit of amusement creeping into his voice now. "You think Mr. Stark wouldn't shield this armor from magnetism?"

Suddenly, Iron Man's arm swung awkwardly into the air, his fist closing around one of Armada's pets. The other pods scattered momentarily at the movement, probably preparing to regroup and mount an attack. Before the group could converge, the armored Avenger had crunched the pod in his grip and hurled it clumsily toward the Wasp.

Clumsy or not, it was a perfect throw. The damaged pod bounced off of 'Stacy' - the robot guarding Jan - and the Wasp used that split-second of impact, that moment when the robot's crosshairs were knocked away from her, to blast it out of the sky. 'Stacy' spun to the floor like a falling top.

"No!" Armada cried in anguish. "What are you doing to my girls? Stop it! Stop hurting!"

The Wasp suddenly appeared in front of him, snapping back to her full height and using the momentum of her growth to drive the heel of her hand into Armada's exposed jawline. The villain crumpled to the floor, leaving his 'pets' to hover motionless, without orders or the will of their maker.

"Doesn't make much sense to wear *armor* if you're just going to leave your face nice and naked like that... jerk." Jan dusted her hands together and turned towards Iron Man. "How are you doing, Shellhead?"

"Better by the second," Iron Man grunted, slowly and awkwardly getting to his feet. "The EM pulse disrupts the armor's neural net, but I can still access most of the manual controls. It's even slower and clunkier than my original armor, but the primary systems should be done rebooting in the next couple minutes." He finished getting to his feet, then looked around the room to be sure the hovering robots were remaining docile. They all were. "Does Hank\* know you stole his 'grow-real-fast-and-sock-the-bad-guy' move?"

(\* Hank Pym, aka Giant Man, creator of the Pym Particles that allow the Wasp to shrink, and her former husband [not to mention another founding Avenger] - Divorce lawyer Russ)

"Hank loves me," Jan grinned. "He won't mind."

Iron Man looked around the room - the servos in his neck buzzing lightly as they worked on low power - and sighed. "We beat the bad guy, but now the Center's going to need another two or three weeks of repairs before we can open."

"Hey, that's what Damage Control's for," Jan said. She had retrieved Tony's jacket from the floor where she'd dropped it, and draped it over her bare shoulders again. "Look on the bright side: when it's finished, you have a wonderful excuse for another party. Think you can handle our friend there?"

Iron Man grabbed Armada by the edge of his golden chestplate and tossed the villain over his shoulder. Janet took his arm as the two of them headed for the doors and the flashing police lights outside. "So... are you up for some dinner after this? Punching out villains makes me ravenous, and I know this lovely place downtown..."

---

Once the two heroes were gone, one of Armada's robotic pods hovered into view at the podium.\* Elizabeth, as her creator had named her, was slightly wobbly in her flight, but made her way across the floor to where her sisters hovered. She paused next to one of the other pods - one of those that had been attached to Iron Man earlier - and an arc of electricity passed briefly between the two machines... almost as if they were communicating.

(\*This is the pod the Wasp damaged in Armada's opening salvo last issue - Short-Term memory Russ)

That done, Elizabeth turned and zipped away at full speed, flashing through the hole Iron Man had punched in the ceiling, and disappearing into the night sky.

---

## THINGS TO COME

### **Epilogue 1 - Seattle**

"I had a great time," Pepper said, standing at the door to her apartment building. "I haven't danced that much since college."

"Well, you sure haven't lost it," Rhodey replied.

Pepper paused. Was this where she invited him up for a drink, she wondered. It had been so long since she'd actually dated... and dating etiquette aside, did she really *want* to invite him up? Was she ready for that?

Jim seemed to sense her uneasiness and smiled. Leaning forward, he gave her a chaste peck on the cheek and started down the steps from the building stoop. "I hope we can do it again sometime, Pepper."

"Me too," she replied, relieved and disappointed all at once. "You know where to find me when you're in town again."

"I do," he laughed, and got into his rental car. A moment later, he was starting the engine and Pepper was letting herself into the building.

If Pepper Potts had glanced down the street, she might have seen a familiar car parked on the opposite curb, several buildings down. But she didn't, which also saved her from seeing Harold "Happy" Hogan - her ex-husband - sitting behind the wheel with a look of hurt confusion pasted across his broad face. After the debacle at the youth center, Happy had called Tony's house to tell Pepper about it. When she hadn't answered the phone, he'd come here.

And found her returning from a night on the town with Jim Rhodes.

Happy waited a few minutes, until Pepper was inside her building and Rhodes had pulled away, then he started his own car up and drove toward home.

---

### **Epilogue 2 - Norway**

"Magnificent," the beautiful blond woman said, leaning out the hotel window and marveling at the ocean below. The bellboy standing behind her in a pool of his own hormonal sweat tried not to stare too obviously at her well-shaped backside.

"Thank you so much for your help," the woman purred, gliding across the floor to the boy and pressing a generous tip into his hand. As she ushered him out of the room, she tossed him a flirtatious wink that would haunt the boy's dreams until he was well out of puberty.

Once alone, she returned to the window and regarded the sea and the land's end that met it. "So easy to gain the worship of one mortal," Amora the Enchantress mused. "Soon, though - sooner even than the Allfather could guess - it shall all be ours again."

---

### **Epilogue 3 - Seoul, South Korea**

The woman stood on the city street, gazing up at the mighty skyscraper that stretched further into the heavens than any other building in downtown Seoul. The corporate headquarters of Morning Calm, Inc. had not changed at all while she'd been... recuperating. The board of directors had found another CEO promptly enough after Johnny's death. The creation outlived the creator, as was often the case.

<"Hey pretty lady,"> a young man said, materializing at her elbow. <"Pretty lady shouldn't be in this part of town all by herself, this time of night.">\*

(\*Translated from Korean - Linguistic Russ)

The woman regarded him with disinterest, tinged with just a little bit of weary scorn. He was probably not yet 25 years old, hair slicked back, wearing a well-kept but old sports jacket. Behind him, at a discrete distance, were a small group of similarly dressed young Korean men, watching the exchange with avid interest. This boy's buddies, probably... watching him put the moves to a lone *aggashi*.

The woman tilted her head. The long black hair that fell down over the right side of her face fell away for a moment, giving the boy a glimpse of the wreckage there that marred her otherwise beautiful Oriental features. <"And do you propose to protect me, sir?"> she asked demurely.

The man stepped back in alarm. <"N-no,"> he replied. <"No, lady. Just warning is all."> He turned without saying goodbye and marched quickly back to his friends, trying to hold on to some of his dignity, and failing when he tripped over his own feet in his rush. He fell to the ground, rumpling his jacket, then scrambled to his feet and hurried away.

Meiko Ko allowed herself a moment's amusement, then turned back toward the skyscraper. It had been good to come back here and say goodbye to the family business one last time. Some things needed to be done, no matter how unpleasant the past had been. And it was important to achieve some sense of closure on some things.

She turned and strode toward a nearby subway entrance. On her way down the steps, descending into the earth, she pulled a ceramic wafer from the pocket of her long coat and used her thumbnail to depress the thin button on its side.

Behind her, the corporate headquarters of Morning Calm, Inc. erupted in a pillar of fire, decimating the buildings on either side of it and blowing the windows out of structures for a block in all directions.

*Tony Stark*, she thought, as panic erupted around her and everyone except she began running for the surface. Soon Stark - and his lackey, Iron Man - would both die screaming. She would see to it personally.

---

***Next Issue: Iron Man, beaten and humiliated, finds himself as the unwilling lab rat of the Dark Beast. That's right, folks, it's an Apocalypse: Ageless Fury crossover. Drop by and see how Iron Man handles one of the X-Men's most dangerous enemies.***

---

## **IRON FILINGS**

**I got a letter! This review was posted to the Heroes board by Brian Campo:**

*What's the deal?*

*This is an Iron Man series set in present day continuity. Billionaire genius Tony Stark dons a suit of electronic armor to battle the enemies of earth, both foreign and domestic.*

*The Good:*

*All I have to say about this series is good. These are just great stories. I've never been much of an Iron Man fan but I gave this series a try and I was glad that I did. Russ tells a well constructed tale and knows how to keep you in suspense. The action sequences are nicely laid out and none of them are found wanting. There's no bad grammar or spelling for you to stumble over and the dialogue is all realistic and true to character. Most of the fan fiction groups have at least one series that stands out as being really good and this is the one at M2K. Give it a look see, it's a hoot.*

**First of all, I'd just like to compliment Brian on his exquisite taste and exceptional intelligence. Truly, this guy's gonna go far. :-)**

**Seriously, though, I was ecstatic when I got this review. Any feedback is welcome, of course, and Brian's very positive review was even moreso. I'm glad you're digging it so far, Brian (hell, I'm mostly just glad somebody's *reading* it) and if you like IM, I hope you give my 2-part Captain America story in *Marvel Fanfare* a try as well. Should be out any day now. Thanks again!**



#9

“THE APOCALYPSE STRAIN”

An Apocalypse: Ageless Fury Crossover

Written by Russ Anderson

### **Now. The hidden laboratory of Pestilence.**

"So... Tony Stark is Iron Man."

The man with the body of an animal grinned up at his prisoner, razor sharp canines glinting at the corners of his smile.

For his part, Tony Stark - the prisoner - tested his bonds once again and came up just as short as before. Inhibitor cuffs bound his hands and feet, pinning him, spread-eagled, against the lab's wall. Tony was wrapped into the Iron Man armor, arguably the most powerful and sophisticated personal-use weapon on the planet... but the inhibitors sapped nearly all of the suit's power, leaving him completely helpless before the man-beast now speaking to him - the man-beast who had somehow managed to remove Iron Man's mask.

How long had he been unconscious?

"I know who you are," the man-beast said. He stood slightly hunched over, as if his normal posture left the knuckles on his too-long arms dragging on the floor. His skin was covered in thick gray fur, and he was dressed incongruously in blue trunks, an open lab coat, and thin spectacles. "Do you know who I am?"

"You bear a striking resemblance to Dr. Henry McCoy, the Beast," Tony observed dryly. "But you got the coloring wrong. The Beast has blue fur."

The man-beast nodded. "In this reality, yes he does. I may hail from another world, another dimensional plane, but I assure you Mr. Stark, I am Dr. McCoy. For now, you may call me Pestilence."

"Pestilence." Tony set his jaw. "One of the biblical four horsemen of the Apocalypse. So you're involved with the Apocalypse Dawn as well, eh?"

Pestilence chuckled. "The Apocalypse Dawn is a single facet of a much greater jewel, Mr. Stark, a jewel you are about to see more of than you ever could have hoped for. Tell me, have you ever heard of the Legacy Virus?"

"Of course. It's a sort of super-flu that only infects homo sapiens superior - mutants."

"Up until several months ago, that was true. However, it's recently come to light that a normal human has indeed contracted the Virus - Moira McTaggart, a world-renowned geneticist."

McCoy turned away and moved toward a console on the far side of the room. A CGI of the bound Iron Man armor appeared on the screen as a stream of specifications ran down the side of the image. "The problem is, it hasn't moved on to infect other humans. The Virus in its natural form is completely unpredictable, at times it seems to have a mind of its own. It's almost as if it has consciously decided NOT to infect any other human beings save for Dr. McTaggart."

"Is there a point to this?" Tony asked irritably, though it was rapidly becoming clear where Pestilence was leading him.

"My... mentor, Apocalypse, wishes to aim the Virus at the human race, but he can't do that until he has a control strain - a version of the Virus that will act only on those he wishes it to act upon. That's where you come in, Mr. Stark. Once I find a way to remove that damnable armor, you will be a guinea pig for my Legacy Virus experiments."

---

### **A week ago. The Evergreen Island estate of Tony Stark.**

"Tony?" Pepper Potts said, poking her head into the lab. "Mitsubishi faxed over the contracts for your consultation on the Nagasaki lightrail system. They're going to need your signature."

"Just set them on the workbench, Pep," Stark replied. Dressed in maroon khakis and a black T-shirt, he stood with his arms crossed facing a nearby wall, where a newscast was currently running on the 75-inch monitor imbedded there. Pepper did as instructed, then joined him at the monitor.

" - rally in Washington, D.C. erupted in violence when members of the humanist group, the Friends of Humanity, clashed with followers of the Apocalypse Dawn, a self-professed religious movement touting the Darwinist belief in mutants as the next evolutionary step for humanity. The spiritual leader of the Apocalypse Dawn, a man who would only identify himself by the name "Katan", had this to say:"

The dour male correspondent was replaced on the screen by a strikingly handsome man in his early thirties. The goateed man wore some sort of shimmering robe, but the camera never dropped below the level of his collarbone, so it was impossible to get a good look at the garment's design.

"Mutants have suffered the oppression of the hypocrites running the U.S. government and the rest of the world since their existence became public knowledge. Yet, we of the Apocalypse Dawn have deigned to warn you of the coming of our Lord and Master, the savior of the mutant race, En Sabah Nur. He will not tolerate the inhumanity of man, and he will not bargain with any of you. Humanity will not be able to stand against him, and homo superior will take its rightful position as masters of the genetic throwbacks evolution has created us to replace. This is your *only* warning. That is all."

The image returned to the male correspondent. "When asked whether the previous statement implied terrorist intent by the Apocalypse Dawn, Katan had no comment. With dozens of the Friends of Humanity, and almost as many of the Apocalypse Dawn, hospitalized after the violence in Washington today, speculation is running rampant that authorities won't allow the Apocalypse Dawn's upcoming demonstration in Chicago..."

"Geez," Pepper muttered.

"What do you think, Jocasta?" Tony asked.

The newscast disappeared, replaced by a computer-generated female face. The woman on the screen was blonde, with a shapely nose and a subtle but exotic slant to her eyes that spoke of distant Oriental ancestry. "Speaking as a former Avenger, Mr. Stark, I would be worried. En Sabah Nur is the birth name of an immortal mutant overlord named Apocalypse, whose own Darwinist agenda matches that of the Apocalypse Dawn. There is a very real danger that he is behind them."

"Or maybe this Katan is just a fruitcake with a superiority complex and too much knowledge of mutant trivia," Tony replied.

"Always a possibility," Jocasta agreed.

Tony sighed. "In any case, I'm hesitant to look too deeply into this. The Avengers have been taking a lot of flack lately for 'religious persecution' because of our stance on the Triune Understanding.\* The last thing the team needs is one of its founders picking a fight with another fringe religious sect."

(\* See recent issues of Marvel's *Avengers* series for more on the situation with the Triunes--Russ)

"With all due respect, Mr. Stark, the Triune Understanding has never openly threatened the human race or the U.S. government."

"She has a point, Tony," Pepper agreed, leaning back against the workbench she'd set the contracts on and crossing her arms. "Besides, didn't that reporter say this 'Apocalypse Dawn' would be holding a rally in Chicago? It just so happens that Stark Solutions has some contract work for Grant Industries pending in the Chicago area. It's low-priority, so I've been pushing it back on the schedule for the last few weeks... but I bet they'd love to have you sooner rather than later."

Tony grinned knowingly at her. "And if I just happen to be in town when this Katan person is...?"

"Then of course Iron Man would be obliged to keep an eye on things - from a respectful distance, of course - just to make sure things don't get out of hand like they did in D.C."

Tony nodded. "Alright, then. Let me grab a shower before I go over those contracts. That should give you time to get the details for the Chicago trip settled, and we'll settle it then."

Pepper saluted him with a smirk. "Aye aye, cap'n."

"You're the best, Pep. Give me half an hour." He snatched the contracts off of the workbench and strode out of the room. Pepper watched him go, then turned and looked back at the screen, where Jocasta's face was still projected.

"That face is a new look for you, Jocasta," she said. "What's the occasion?"

"None really," the image replied. "Since I don't have the luxury of an ambulatory body, I saw no reason to restrict my digital image to that form I used to wear. I desired a more-human appearance for my dealings with you, Mr. Hogan, and Mr. Stark."

Pepper nodded. "It's nice. Very pretty."

The image on the screen beamed with pride. "Thank you very much, Pepper."

Pepper Potts did not mention that the woman on the screen looked vaguely familiar, too. She put the matter out of her mind as she excused herself and went to arrange her boss's business trip to Chicago.

---

### **Now. The hidden laboratory of Pestilence.**

"You'll never crack the codes," Tony said confidently as his captor snarled over the ACCESS DENIED messages scrolling down his computer screen. "I was studying cryptology when the real Hank McCoy was just learning to read. Maybe Reed Richards would have a chance, but you... no way."

Pestilence smashed his fists down in frustration on the console. Turning, he stalked back toward Tony. In addition to the mask, the mutant had managed to pry open the disk-shaped pods on Iron Man's hips and the window on his chest that housed his uni-beam weapon. Both of these allowed plug-in access to the armor's systems... as long as the user had the proper code sequences or was initiating the access from inside the armor itself. If neither of these were the case, the ports were fairly useless - as Pestilence was finding out. Now the Dark Beast grabbed handholds on the wall Iron Man was pinned against and scrambled agilely up it until he was straddling the armored Avenger's torso and peering straight into Tony's unarmored face.

"Open the armor, you flatscan throwback," Pestilence growled. "I can guarantee you a swift death if you do. If not..."

Pestilence lifted one furry, clawed finger to Tony's face and slid it across his forehead, opening a bloody line from temple to temple. Tony clenched his jaw and didn't make a sound. When he

was done, Pestilence kicked backward and executed a flawless back-flip before landing gracefully on the cold metal floor.

"If not, I'll simply tear you to pieces and pull you out of there, chunk by bloody chunk," the mutant finished. Then he turned and stalked out of the lab. Tony couldn't see anything of the building beyond the room before Pestilence slammed the door closed.

Once he was alone, Tony waggled his eyebrows up and down experimentally, feeling the wound on his forehead open and close with the movements and trying to judge how deep it was. Not deep, he guessed, but it was already bleeding profusely. That would cause problems once the blood started dripping in his eyes.

Hopefully he wouldn't have to deal with it for long. He thought he knew how he could get out of here, but it was going to take a little bit of time. He had no idea what he was going to do about Pestilence knowing his true identity, but at the moment, that was pretty far down on ye olde priority list. First and foremost, he needed to get free before the bad guy found a way to get into the armor and poison him.

All he needed was a little more time.

---

### **Yesterday. Chicago, Illinois.**

*This is a waste of time*, Iron Man thought. He stood on the roof of the Chicago Hilton and Towers, looking out over the nightscape of the city, superimposed as it was over the inky blackness of Lake Michigan to the east.

It had been child's play to find out what room this "Katan" person was staying in and to plant a listening device. Iron Man had been standing out here for nearly an hour, listening to the religious leader meet with three separate high-ranking city officials. Two of these men had spent their time dropping thinly-veiled threats, trying to coerce Katan to take his followers and get out of their town. Katan had politely taken these warnings in stride, dropped a few not-so-subtle threats of his own, then got them out the door. The third visitor had privately confessed that he himself was a mutant, and wished to join the Apocalypse Dawn, but was torn over what this 'coming-out' would do to his family life and political career.

It was this last one that made Iron Man reconsider what he was doing up here. His eavesdropping was a major violation of this Katan's civil rights. As a costumed hero, Iron Man had bent and even broken the laws of due process plenty of times - but never without reasonable cause - and the fact was, he was running out of reasonable cause. Despite the violence in Washington, the Apocalypse Dawn demonstration had gone off practically without a hitch earlier that day, and while Katan had repeated his warnings of approaching judgment for the human race, he had made no overt threats. Tony Stark didn't trust the guy, and he sure didn't like his agenda - but if that was all he had, he could just as easily be invading the privacy of Rush Limbaugh.

No... any which way he looked at it, this was a bust. Best to just pull the plug and get out of here before he soiled his hands any further.

The earpiece in his armor crackled with faint static. Katan was opening the door to his suite. "Ah, Alastaire," he was saying. "Come in. I wasn't expecting you yet."

Iron Man put his hand to the side of his helmet, where his right ear was. He didn't know of any high-roller in Chicago by the name of 'Alastaire'. Maybe he would hang out just another minute or so...

"Just checking in," another man said. His voice was deeper than Katan's, less passionate, almost bored. Iron Man had never heard the voice before, and he wished suddenly that he could sneak a peek without fear of being discovered. "I heard the demonstration went well today."

"Better than expected, considering how things went in Washington," Katan replied. The clink of glass against glass and a slight gurgle. He was pouring his guest a drink. "Perhaps the humans are coming to grips with our presence, coming to accept us."

"Perhaps," Alastaire agreed dubiously. Then, after a pause, "May we speak freely?"

"Oh yes," Katan assured him. "The suite is automatically scanned every 15 minutes or so for listening devices. We found a couple - the FBI's, I think - but we quietly disposed of them. Should give Big Brother something to gnash his teeth over." Katan laughed.

Behind his iron mask, Tony Stark smiled thinly with satisfaction. They hadn't picked up his eavesdropping, though they'd obviously been looking for it. This didn't really surprise him - the device he was using was of his own design and about as undetectable as anything could be. It was a transparent sliver of silicon, thin as paper and no larger than a thumbprint. It clung to the glass doors of the suite's balcony and sent its signal to Iron Man via a near-microscopic fiber-optic line that ran up the side of the building and plugged into his helmet. Passive collection technology, with near-zero emission. Even he hadn't come up with a reliable way to detect the thing yet.

"Good," Alastaire replied simply. "Did you manage to 'recruit' any flatscans for the tests?"

Flatscans. Tony frowned at the word. It was a derogatory, used by mutants to describe normal humans. It was somewhat akin to calling a black person a nigger, or an Italian a wop.

"Yes," Katan answered. Tony could hear the smile that - as far as he could tell - was always on the holy man's face evaporate as he answered Alastaire's question. "One of the scouts located a vagrant family living in a condemned tenement down near the water. Five in all: a grown man, his wife, his teenaged son, toddler daughter, and elderly mother - the Pollards. A near-perfect demographic, and no one will miss them."

"And you've had them scanned? They read flat? This is very important, Katan..."

"I'm aware of how important it is," Katan answered, and there was a snappish note in his well-modulated voice now. "All five have been scanned, and all five are human and relatively healthy. They hadn't been on the street long."

"Where are they being kept?"

"At our offices on Canal Street. We've set up a small holding facility on one floor of that building. They're comfortable for now." A pause. "We do this for the greater glory of mutantkind, Alastaire."

"Of course," Alastaire agreed. "The sacrifice of these flatscans will seem as nothing once we control the Plague, Katan. You, of all people, must not let doubt creep into your heart now."

"Of course not..."

On the rooftop, Iron Man had heard enough. He had the entire conversation on digital audio and, though it would be inadmissible in a court of law, it would be plenty to get the rest of the Avengers interested in the Apocalypse Dawn. There was definitely more going on here than anyone guessed.

First of all, though, he needed to go save that family on Canal Street.

He unplugged the fiber-optic line from his helmet and pushed a carefully-measured electrical charge through it, silently vaporizing it and the listening device it was attached to. He was turning to launch himself into the sky, already calling up a map of Chicago's streets, when the wave of flaming plasma slammed into his back. The heat engulfed him, like being submerged in the lava from an active volcano, and he was hurled off of the roof. He came skidding to a halt on top of the building across the street.

"The hell--?" he said, slowly regaining his feet. The armor's environmental and life support systems were letting him know in no uncertain terms how hard the hit he'd just taken had been. Nothing the suit couldn't handle, but the cooling systems were working overtime to compensate for the heat.

His opponent was in the process of launching itself across the street. Iron Man noted that the enormous creature wasn't flying, simply leaping - as the Hulk was wont to do. It landed heavily on its feet on the rooftop, then rose to its full height.

"Iron Man," the creature said. It was huge - the comparison to the Hulk struck Iron Man again - at least ten feet tall and nearly half as broad. It was human shaped, but made out of some sort of transparent plastic skin that held in what looked like blazing orange magma. And floating in that shell, as if it was a human being driving a suit of armor, was a naked skeleton.

"Never thought I'd get to fight a real live Avenger, one-on-one," the creature growled. The skull inside the shell moved as it talked, and its voice was rough, like a common street thug's. It raised its right arm, and Iron Man saw that the limb didn't end in a hand, as the left did. Instead, it

became a sort of club, with the top end sprinkled with small holes, like the top of a saltshaker. These holes were now pointed at Iron Man.

The armored Avenger activated his bootjets and leapt into the sky as another comet of flame burst from these openings and punched a hole through the air where he'd just been.

"No fair moving, ya tin-plated ass!" the creature cried, bringing its arm up to fire again. Before it could draw a bead, a double blast of repulsor rays slammed it down and backwards. It stumbled back a few paces, then fell onto its rear on the rooftop.

"Who are you?" Iron Man said, circling at a cautious distance as the flaming thing clambered back to its feet.

"Name's Holocaust," it replied. "But you can call me the Peeping Tom Police. Ain't nice to go listening at windows, Shellhead."

He fired another burst of flame, which Iron Man dodged easily. The thing - this 'Holocaust' - didn't seem to be able to fly, so he was safe for the moment. "You're with the Apocalypse Dawn, I take it?" Iron Man asked. "You're a mutant too."

"I'm what you'd call an... 'altered' mutant. I wasn't born like this, if that's what you mean." He fired another shot, but mostly just for punctuation. They were playing the hero/villain game now - swapping stories and shouting plans while taking ineffective potshots at each other.

"You can't fly," Iron Man observed. "What's to keep me from flying off right now?"

"Nothin," Holocaust agreed, "Except - " He fired another burst. Iron Man dodged it as easily as he had the last, but now Holocaust was strafing the sky with flame. He had to move a little faster to stay out of the way. He swooped around in a low arc, and realized his mistake a moment too late to rectify it.

Holocaust had been pushing him into a low orbit by the building's north edge. Now he leapt - moving quicker than Iron Man expected - and tackled the Avenger in mid-air. Both of them went sailing over the side of the building together.

"Street pizza delivery, coming right up!" the skull cackled in Iron Man's face. He struggled with the villain, but Holocaust was keeping his arms pinned to his side.

"Idiot," Tony growled inside the mask, and activated his uni-beam. The hexagonal window on his chest flashed to life and sent a blade of energy slicing up into Holocaust's torso. The mutant cried out in surprise and lost his grip, hurtling up and away from the Avenger. Iron Man fired his bootjets and took to the sky.

"You think this stops me?" Holocaust shrieked. He aimed his arm at the street and fired a bolt of magma downward. Iron Man couldn't move fast enough to intercept it as the flame erupted on the street, sending civilians and a parked television van flying across the pavement.

Holocaust landed a moment later with a resounding *SPLAT*. The impact drove him knee-deep into the melted tar and pavement, but he didn't seem particularly bothered by this. Instead, he waded quickly out of the melted area until he was again standing on solid ground. He spun around, searching for his opponent, but Iron Man was nowhere to be seen. Except for the humans screaming and fleeing down the sidewalk and away from their cars, he was alone on the street.

"Iron Man!" Holocaust screamed. "Show yourself, Avenger! Show yourself right now, or I start wasting bystanders!" He raised an arm and fired a bolt into a shop window. The glass exploded and the sound of a woman screaming in pain filtered out onto the street.

"I'm right here," the synthesized voice said behind him. Holocaust turned and caught another repulsor ray in the torso. He shrugged it off, looking around until he found his opponent.

Iron Man was perched atop the overturned news van, holding the van's antenna dish in one hand. A complex system of wires were running from the base of the antenna to the pod at Iron Man's left hip.

"What are you gonna do?" Holocaust scoffed. "Play some boy band music? I'm immune to that kind of torture! Go ahead, bring on the Backstreet Boys! I ain't afraid of N'Sync!"

"That shell of yours is pretty tough, Holocaust," Iron Man said calmly, making some final adjustments to the connection at his hip pod. "How well can it stand up to subsonics?"

"What?"

A crack suddenly appeared in Holocaust's 'skin', up by the head. The empty eye sockets of the skull seemed to go wide in horror as flame began to slowly leak out.

"Subsonics," Iron Man repeated. "You can't hear them, but they'll shake solids apart right down at the cellular level."

"You can't do this!" Holocaust screeched. "If my shell ruptures, my flame will kill everyone on this block."

"It's either that, or let you kill them at your leisure. At least this way you'll be out of the game. You're not dealing with Captain America here, Holocaust. I can make the tough decisions when I have to."

"You fool! I - "

Another crack appeared down the length of his arm. Holocaust brought the other arm over to try to cover the wound, but it was too big. Flame was licking out of the fault.

There was sudden, quick movement to Iron Man's left. He turned and looked down just in time to see a painfully-thin man with long, wild blond hair go flashing by him. A hand came out, tipped

with razor sharp claws, and when the man had passed, the wires connecting the armor to the antenna were severed. The antenna was dead in his hands.

"Ah hell," he said, tossing the antenna away. The man with the claws had disappeared. Who knew what other help Holocaust had brought along... best to put him out of the game while he was still shaken.

"Yes, my Pale Riders!" Holocaust was crying. "Yes! Take him now! Before he can escape!"

"He's mine," a voice said from above, and Iron Man looked up into the face of a young man wearing a blue bodysuit, hovering in the air above the battle. There was a white streak in his hair, and his left eye flashed silver with power. Iron Man knew the handsome youth... the X-Man, he called himself. But he was supposed to be one of the good guys...

But Tony Stark had no more time to ponder this dichotomy, as a bolt of X-Man's psionic might ripped through his mind. There were safeguards built both into the armor and into Tony himself to prevent his mind from ever being controlled. X-Man smashed through them like they weren't there, and laid the Avenger low with - quite literally - nothing but a thought.

The last thing he saw before the world went black - and before waking up in Pestilence's laboratory - was a wounded Holocaust stalking across the flaming pavement towards him.

---

### **Now. The hidden laboratory of Pestilence.**

"I suppose you'd like to know what happened to the Pollards...?"

Iron Man looked up at the sound of the voice. Through the drying blood that clouded his vision, Tony saw that Pestilence's face had appeared at a window on the other side of the room - a window that had been covered by a panel of gray steel before. Tony hadn't even heard the panel sliding back.

"Who?"

"The Pollards," Pestilence repeated, his voice sounding tinny through the speakers. "The family Katan abducted for use in our experiments."

Tony frowned, knowing the answer already. But if it bought him a few more moments, it was worth letting the mutant bait him. "What did you do to them?"

"Pumped blood tainted with my synthetic Legacy Virus into their veins. It killed all of them quite handily - with incredible speed and an extraordinary amount of pain, as far as I could tell."

"So you've got your virus," Tony stated flatly.

"Not quite. That strain will infect a human easily if introduced directly into the subject's bloodstream, but it's not at all communicable. The Virus does us no good if we have to inject it into every human on earth.

"For this reason, I've decided to push ahead on my research of an airborne version of the little devil." The gray-furred scientist reached down to press a button on a console Tony couldn't see, and a curved glass panel suddenly slid out of the wall to his right, wrapped completely around him, and imbedded itself in a slot to the left. Iron Man was now completely cut off from the rest of the lab.

"So don't worry about opening your armor up, Mr. Stark. I no longer need to get to your veins." The mutant reached down to press another button.

"Wait!" Tony cried.

Pestilence paused, his finger still dangling over the console. He grinned wolfishly through the glass. "Come now, Mr. Stark. Wait for what?"

"I've been hanging here for the last 2 hours building a virus of my own. It's already been loaded into your operating system through the ports you've got jacked into my armor. It's benign right now, but if you unplug me or the armor fails to detect positive life signs, it'll crash everything you've got here."

Pestilence scowled. "You're bluffing. Even if I believed you could build a virus on that neural net of yours, there's no way you could slip it down those ports without my detecting it."

"Are you sure of that?" Tony asked, feeling the sweat break out on his forehead. "And do you really think I would need to create that complicated a virus? No computer on the planet can divide by zero yet, for example. Simple logic problems will bring down the most sophisticated systems."

"No," Pestilence insisted. "You're lying."

He pressed the button.

Above Tony, a vent began hissing to life. He held his breath, not sure what good - if any - that would do. He was running out of options. Only one gambit left; hopefully his bluff with the virus - and that was all it had been - had given him the last few seconds he needed to route what little power he had.

"Configuration 000. Engage," he ordered, trying not to inhale after he spoke. The armor groaned about him, then slowly began to split up the middle.

*Come on, come on*, he thought. His lungs were already hungry for the tainted air in the glass cage. After what seemed like half a lifetime, the armor finished opening up and he fell out of it... smacking up against the glass.

"What are you doing?" Pestilence was shouting, but Tony was no longer paying attention to him. The vent hissed, his chest burned, and the armor continued to open, folding in on itself as it did so.

Finally, the suit's arms and legs were sucked into the body of the armor. It was folding up into its pod configuration, the form it wore when it wasn't wrapped around Stark's body. When the last arm slipped slowly out of the manacle holding it, all 900 pounds of the armor - which wasn't quite in its pod shape yet - fell and struck the floor of the glass cage.

And the glass shattered.

Tony fell to the floor with his armor. The glass sliced into his back, feet, and hands as he hit the ground, and the wounds only got worse as he scrambled across the floor to the suit. Now that it was disengaged from the power dampeners, the transformation process had picked up. He hoped there was enough juice left for one good repulsor blast.

"Armor up. Configuration 001," he said, with the last of the air in his lungs.

The pod paused. Somewhere, far away it seemed, Pestilence was screaming something that may have mattered if Tony's brain wasn't so oxygen-starved. It was no good, he realized. He'd pulled every trick he knew to conserve and direct what little power the dampeners had left him with, but it wasn't enough. The suit would freeze up and he would die here on this cold lab floor, in his underwear.

He collapsed next to the twisted metal shell. Bright spots flashed before his eyes. He had to breathe. Even if it was the diseased air in the lab, he *had* to breathe. The world started to swim away under a blanket of black. His chest convulsed as his lungs tried to suck air through his stubbornly closed throat.

Then he felt the cool metal crawling over him, the warm, shape-conforming gel of the interior padding.

*Hold on*, he told himself. *It's almost there...*

The armor slipped over him, taking an agonizing amount of time to perform a function that normally took it three or four seconds. Weakly, he lifted his head off the floor so the helmet could fit itself into place around his skull. Then, just before he would have lost consciousness, the golden mask snapped shut over his face.

The air handlers began working immediately. He sucked in the air, not caring whether the suit had cycled out the bad stuff yet. Though it tasted faintly of sweat and metal, he'd never enjoyed any breath as much as he did that one.

But he couldn't rest yet.

"You fool!" Pestilence was crying. "The lab isn't sufficiently sealed! The gas will get out!"

Tony ignored him. There was an electric socket visible on one wall of the lab, next to a table with a centrifuge on it. 220 VAC, it looked like. Iron Man got to his knees and began crawling for it.

Normally, the Iron Man armor ran off solar energy, stored in cells in the armor. But the cells could hold other forms of energy too - a useful capability when the wearer had no idea how to get to the sun from wherever he was. Tony ripped the cover off of the outlet - raising his arm was an effort, as the servos were barely helping him anymore - then shoved his gauntlet into the sparking wires that protruded from the walls.

The effect was instantaneous. Power surged through the suit, and Tony allowed himself nearly 30 seconds of recharge before releasing the wires. This brought the armor nowhere near maximum capacity, but it got him mobile and brought his repulsors back on-line.

He stood up and faced the window. Remarkably, Pestilence was still standing there.

"This is for cutting my face," Tony growled, and fired a repulsor through the glass. It shattered, and Pestilence finally turned to flee.

Iron Man ran across the room and leapt through the window. He was in a bare metal hallway, dimly lit. He looked right... nothing. He looked left... and just caught sight of the gray form of Pestilence disappearing around a corner. He fired his bootjets and took off after him.

"And this is for what you did to the Pollards," he continued, circling the corner and blowing the ceiling out above the sprinting villain. The debris missed, and Pestilence continued on. Iron Man charged through the falling rubble and smashed through a door as the Dark Beast tried to shut it in his face. Pestilence tumbled backward from the impact, but recovered and went for a locker on the other side of the otherwise bare room. Iron Man allowed him to reach it - just for the hell of it, just to make him think he had a chance in hell of walking away from this - and was surprised when he saw the creature yank a gas mask from its confines.

"The Virus, you idiot!" Pestilence screamed, pulling the gas mask down over his face. "You've released it into the complex!"

"Break my heart," Tony said simply. He grabbed the mutant by the throat and slammed him against the wall. "Now you can feel what the Pollards felt, you animal."

"It's a mutated strain, fool!" Pestilence's voice was muffled by the mask, but there was a chuckle in it. "More than likely, it can't even affect me. But if it *does* work on human beings as I theorized... the city of San Antonio is less than a mile downwind, Avenger. You've killed them all."

Behind the mask, Tony's eyes widened. How could he have been so stupid?

"Fire will destroy it," he said. "You must have a self-destruct sequence for this complex - all you supervillains do. How do I activate it?"

"Let me go," Pestilence gasped. "Let me go... and I'll tell you."

"Tell me and I'll let you go," Iron Man growled.

Pestilence looked at the eyes showing through the glass over Iron Man's eyeslits, then nodded weakly. "Floor directly below us... small fusion device... will level the complex without damaging the surrounding area... command code is... 'Prometheus Unbound'."

Iron Man released him and the villain dropped to the floor, clutching at his throat.

"Run," the Avenger commanded.

So that's what Pestilence did.

---

### **Now. Outside the laboratory of Pestilence.**

There was a deep, resonating *WHUMP*, and the desert floor seemed to swell slightly, but that was the only indication the laboratory of Pestilence gave as the low-grade Gamma Bomb decimated it. Iron Man stood nearby, letting the armor soak up as much solar energy as possible before he began his trip to New York.

Pestilence hadn't been lying about the auto-destruct sequence, and he supposed he - Iron Man - was very lucky in that regard. The villain could easily have prevaricated, then scampered off before Iron Man could realize it.

Of course, the fact that he'd told the truth didn't make Tony feel any better about the mutant knowing his true identity. That would surely come back to haunt him someday.

But he couldn't afford to worry about that now. The Avengers had to be warned. Whatever was going on, it was big. *Everybody* would have to be brought in - the Fantastic Four, the Defenders, the X-Men... everybody.

He coughed suddenly, a rough, wet sound that exploded from deep in his chest.

"Oh my God," he whispered.

The armor said he was fine. Every scan the onboard could run on his physiology - and there were plenty - said he was in perfect health.

But that cough...

A moment later, Iron Man was hurtling through the Texas sky, already opening a communication with Avengers mansion in New York.

**To Be Continued in *Apocalypse: Ageless Fury #7***

---

**Next Issue: *Iron Man travels to Europe and runs smack-dab into the Enchantress and a threat straight out of ancient Norse Myth. Be here for Part 1 of "Black Mist".***

***But before that, go read Apocalypse: Ageless Fury on the X-Men branch for the massive throwdown between Apocalypse and the heroes of the M2K Universe.***

---

## **IRON FILINGS**

**This one was extra-long, and for that I apologize. I had a lot to squeeze into my one A:AF crossover issue, and hopefully it was worth your time.**

**Is Iron Man really sick? You'll have to check out the conclusion to the Apocalypse series for the answer to that. Next issue, we'll be leaving all that mutant lunacy behind... and replacing it with some lunacy straight out of Thor, instead. :-)**

**As always, I hope you stick with me...**



#10

“BLACK MIST – PART ONE

Written by Russ Anderson

## **Prologue - New York City, New York, USA**

A spider crept across Natasha Romanoff's gloved hand as she crouched silently in the loft apartment's rafters. Her eyes flicked down, noted the arachnid scurrying on its way, then returned to the floor below her. Though they'd held special terror for her in her youth, spiders no longer bothered Natasha - if they had, she might not have chosen 'Black Widow' as her code name.

"Where are they?" the woman pacing on the barren floor below hissed.

"They are nothing if not punctual Madame," her male companion replied. "Calm yourself, or you risk turning them away."

"Turning them away!" the woman seethed. She wore a long brown trenchcoat, and her black hair hung straight down, obscuring the left half of her face. She was Oriental - Korean, Natasha guessed.

"Do they have any idea who we are? Do they know the power we - "

"Power," a low voice intoned from the loft's shadows. The woman froze, as did the Black Widow. Natasha had been a spy most of her adult life, adept in the ways of stealth... and she'd had no idea someone besides the angry woman and serene man had been present.

"The only true power in this life and the next comes from the shadows," the voice continued, attached to a Japanese man who emerged from the loft's gloomy corners. "From the shadows... and from the Beast."

Natasha heard the whispering scuff of slippers on dusty wood, and suddenly the woman and man were surrounded by masked, dark-clad men, all of whom carried martial weaponry. Natasha recognized the clothing and the technique the moment the men came into view, and her blood went cold.

This was bigger than Nicholas had thought. She had to get out of here... quietly and quickly.

"The Hand remembers and honors its ties to Hydra's founder, Baron Wolfgang Von Strucker," the new arrival continued. "And so we allow this audience, this chance to please us. Spin us your tale, ask of us what you will... *amuse* us."

"You can't-" the woman began, but stopped as her companion put a stern hand up to silence her. Apparently, as far as he was concerned, the man before them could do whatever he pleased.

"Mighty *jonin*," the man replied, bowing as he said it. "We humble servants of Hydra wish to purchase the services of the Hand for a most dangerous undertaking."

The *jonin* of the Hand nodded. "What is this undertaking?"

"We desire the assassination of a man named An-"

"Stop," the *jonin* ordered. "Do not speak the name. A photograph."

The woman looked at her companion, who nodded. She withdrew a glossy black and white print from the front pocket of her trenchcoat and handed it over.

In the rafters, the Black Widow wondered why she hadn't run yet. There were nearly two dozen Hand ninja down there - much more than she could handle alone. She couldn't risk being caught here... she had to go *now*.

Instead, she reached up and adjusted the zoom on her night vision goggles, zeroing in on the photograph that was changing hands. She had to stifle a gasp when she saw who was on it.

The *jonin* was nodding. "And what will the Hand receive in exchange for this man's life?"

"The renewed friendship of Hydra," the woman's companion answered. "As well as twenty million American dollars, disseminated however you wish."

"Very well." The *jonin* removed a wooden match from his robe. "The man in this photograph shall be dead within the week." He struck the match on the wall beside him and set the photograph aflame, letting it burn between his fingers until there was nothing left but a scrap. Then he let the remains flutter to the floor, where the dust and dirt snuffed them.

"Now then," he continued, "the woman hidden near the ceiling. She is not one of yours, is she?"

Natasha's head came up. Oh, *shit!*

"What?" the woman on the floor demanded. "What woman? No, of course-"

The Widow spun, and found with absolutely no surprise that she was surrounded. Ninja crouched on the beams all around her - nearly twenty by her estimate, maybe more she couldn't see.

"Oh sure," she said, pulling the goggles down around her neck, "gang up on the girl."

She broke out in a sprint, heading for the window at the other end of the beam. Ninja poured down on her from either side, and she let every one have it with her widow's bite, the projectile weapon built into her golden bracelets. She didn't stand a chance against this many of them... not by herself. Best to cut bait and run, get help, and try to reach the face she'd seen in that picture before it was too late.

Something cut into the back of her thigh and she cried out, stumbling. Her exquisite balance faltered with her concentration and she tumbled over the side of the beam - falling just beneath the swinging blade of a ninja who'd landed in front of her. She grabbed this ninja's leg as she fell, yanking him down so that his crotch slammed against the beam. The ninja didn't make a sound, just silently toppled and fell over the side. By the time he hit the floor, Natasha had already pulled herself back onto the beam, and resumed running.

Her head felt light, and she realized with despair that she'd been drugged. The sharp pain that still moved in the back of her thigh was a shuriken - a throwing star. It was how the Hand poisoned their prey. It had happened to her once before\* and she'd very nearly died. How was she going to save anybody now?

(\* See Daredevil #186-190 - Russ)

She shot one last ninja in the face and, as he crumpled, threw herself over his head and through the window. The glass shattered outward, raining down ten stories to the streets of Soho. The Widow let herself freefall for a moment to clear the building, then fired a safety line from her left bracelet. Despite that her head was now beginning to spin, her aim was perfect, the line slipping around the banister of a nearby balcony.

She didn't have to look back to know the Hand would be swarming out of that window she'd just escaped through, much like spiders themselves. Natasha gritted her teeth, willed her head to stop spinning... and ran.

---

### **The Southern Coast of Iceland.**

"There it is," Pepper Potts said.

Through the window of the jeep, Tony Stark could just make out what she was pointing at - a small colony of tents less than a mile away, snuggled in a small depression in the earth not nearly big enough to be termed a 'valley'. The tents were scattered around a small excavation site and about half a mile from a steep cliff.

Pepper Potts undid her seatbelt and stood up in the jeep's passenger seat, lifting her camera to her face.

"Pepper!" Tony snapped. "Sit down! This isn't a paved road we're driving over here!"

"In a second. I want to get a picture of the site."

Tony sighed and returned his eyes to the dirt path. Pepper took her picture and fell back into the seat.

"Fill me in on what's going on here again," Tony said.

"Archaeological expedition out of ESU," Pepper replied, stowing her camera in its case. "Unearthing the remains of a large Viking homestead. Expedition led by one Sekhmet Conoway, and largely funded by the Maria Stark Foundation."

"And why is Maria Stark funding this expedition?"

"Because Maria Stark also funds the Avengers, who are closely tied to Thor, and Thor inadvertently put a bug in your ear one day by commenting on how many dangerous, magical artifacts the Norse Gods left lying around here on Earth. Maria Stark has been fiscally involved with every major Viking excavation ever since."

Tony grinned across the seat at her. "What would I do without you, Pep?"

"Waste a lot of time looking for someone else to tell you which shoes to put on which feet, I imagine."

The jeep stopped at the edge of the encampment. There was nobody watching the road, but as Tony and Pepper stepped out of either side of the vehicle they were approached by a young man in glasses and dusty khakis.

"Can I help you?" he asked, spying Pepper's camera. "I'm afraid the site is closed to the press. We'll be having a tour next week, if you'd like to sched--"

"We're not reporters," Pepper said, extending her hand. "This is Tony Stark" - Tony nodded at the young man - "and I'm his executive assistant, Pepper Potts. We phoned ahead and requested a special tour of the site."

"Tony Stark," the man repeated, shaking Pepper's hand but looking at Tony. "It's an honor to have you here, sir - both of you. Let me go find Sek... she was probably the one you talked to."

The young man rushed off into the encampment. Tony and Pepper glanced at each other, eyebrows wagging in amusement.

A few moments later, a woman emerged from the camp, trailing the young man behind her. She was young - not yet 30 - and moved with grace and arrogance all rolled up into one. Besides that, she was beautiful, her long black hair and olive complexion telling of a middle-eastern heritage. Tony stepped forward to greet her.

"Mr. Stark," she said. "It's a pleasure to finally get to meet you. It seems today is our day for visitors."

"Ms. Conoway," Stark replied thoughtfully. "Sekhmet Conoway... weren't you involved in the excavation of the Temple of Hsien in China last year?"

Sekhmet rolled her eyes. "Yes... and it's unfortunate that you know of that embarrassing episode. We took every precaution on that site, and we were still beaten to the prize... by a metahuman thief, no less." \*

(\* See Marvel's *Gambit* #1 for that story... and some kickin' Steve Skroce art - Russ)

"I take it there haven't been similar problems with this project?"

"No, and I don't foresee any," Sekhmet replied, turning and leading Tony, Pepper, and the young man back into the camp. "Not unless your friend Thor is into graverobbing, that is."

"Not that I'm aware of."

"Then we should be good to go, as they say."

"I've got to get back to the cave dig, Sek," the young man interrupted. "I'll have the radio on if you need me."

"Thanks Rudy." She waved him off as he rushed away. "Rudy is knee-deep in some caves we found over that cliff-face yonder. Seems they may have been inhabited around the same time as the settlement we're digging up here. It might even be a bigger find than the village itself."

"You said something about other visitors?" Pepper asked.

Sek nodded. "Yes. Another philanthropist. She dropped by unannounced about an hour ago, otherwise I would have scheduled her for another day. It's best to give your contributors their own tours... the money-people get a little uptight sometimes when they realize their pockets aren't the only ones being raided... no offense, Mr. Stark."

"None taken. We don't plan to stay long anyway..."

"Well now, that's unfortunate."

The trio stopped and turned at the new voice. "Mr. Stark, Ms. Potts," Sek said, "meet Ms. Encantare."

"Amanda Encantare," the beautiful blonde woman elaborated, stepping forward and offering Tony her hand. Pepper looked on in astonishment as Tony bent to kiss the woman's knuckles... she was simply the most beautiful creature Pepper had ever seen - long blond hair, heavy eyelashes, a figure that would put an hourglass to shame. Normally when she found herself face-to-face with someone who was obviously prettier than her, she felt inferior and slightly resentful. At the sight of this woman, she was simply too stunned with admiration to be either of those things.

"Ms. Encantare is a private donor, interested in the history of her homeland... and *very* generous with her contributions. Tony Stark is..."

"I *know* who Tony Stark is," Encantare interrupted. "What eligible woman on this planet doesn't? It's a pleasure, Mr. Stark."

"The pleasure's all mine."

Pepper rolled her eyes, and was amused to see Sekhmet do the same. Then the archaeologist clapped her hands.

"Well, if we're all friends here, you won't mind taking the tour together. Step this way, and I'll show you a remarkably well-preserved example of the *tres* fascinating Viking burial mound."

---

Harold "Happy" Hogan pounded the heavy bag, ducking and weaving in response to imaginary counterattacks. The bag's chain jangled with each impact. It was the only sound, save for Happy's steady breathing.

He spent three afternoons a week here, in this gym, with underprivileged kids, teaching them how to fight. Happy Hogan had never been much of a pro boxer, but he'd turned out to be a great teacher. His kids all loved the exercise, the sparring. And he loved showing them all how it was done. He liked his job as head of the Community Outreach Program for Stark Solutions, but he *loved* spending those three afternoons in this gym every week.

The kids weren't here today. Now it was just him and the bag. And that was plenty.

The thing was, the jabs weren't making the hurt go away. The hurt of getting rejected by his ex-wife Pepper - *again* - when he'd asked her to accompany him to a charity function. The hurt of finding out that she'd instead spent the evening with Jim Rhodes.

Happy was tired. Happy was lonely. Happy's only release was pounding on this damn bag, and even that wasn't helping much anymore.

"Jesus, Happy, do you have any idea what time it is?"

Happy gave the bag one more jab, then turned. Standing in the entrance was a blonde woman in a bomber jacket and jeans. She had a look of amused resignation on her face.

"Hannah," Happy puffed. "What are you doing here?"

"I could ask the same of you, Mr. Hogan," Hannah Donleavy said, looking at her watch. "I'm driving home after a late night - it's nearly 10, by the way - and I see the lights on in the Puget Sound Youth Gym. Figure I'll stop in and see if we're being vandalized or something, and I find Harold Hogan himself burning the almost-midnight oil. What's the story?"

Happy started in her direction, unlacing his gloves as he went. "Just working out some aggression, I guess."

"Huh." Hannah crossed her arms and gave him an appraising look. "If I was a gambling gal, I'd say it probably has to do with Pepper."

"That obvious, huh?"

"Might as well be written on your head in neon," Hannah said. "Hit the showers, Hap, and I'll take you out for a late dinner. You look like you could use an ear to bend, and I've got some things I need to get off my chest too."

Happy smiled. It was the best idea he'd heard all night.

---

"The cave is down there," Sekhmet Conoway said, pointing over the edge of a cliff that dove nearly 500 feet to the churning North Atlantic below. "About halfway down. Rudy is a rabid rock-climber, and sometimes he'll rappel down vertical cliffs just so he can climb back up again. That's what he was doing when he stumbled upon the cave. It's deep, and it shows every indication of being inhabited at about the same time the farming village we're excavating was. The only problem with that is: there's no other way in or out except for that one cliff-side entrance."

"There's no indication of a bridge, or some other raising and lowering device?"

"Nope. Apparently, whoever the cave's inhabitants were, they had no problem climbing up and down 250 feet of vertical rock whenever they needed to make a grocery run. We seem to have had a race of Spider-Men living in Iceland around the turn of the first millennium."

Pepper leaned forward and looked over the edge. The ocean crashed against the rock a dizzying distance down. She gulped.

"So. That's our site in a nutshell. Any questions?"

Pepper looked at her boss, who seemed to have missed the last half of this lecture, gazing dreamily as he was at the mysterious Ms. Encantare. "Tony?"

He started and looked around. "Huh? Oh... questions? Actually, yes... I was wondering if it would be too much of an imposition to stay on for a couple of days, just to get a look around."

"What?" Pepper cried. Beside her, Sekhmet grunted in disapproval.

"That's highly irregular, Mr. Stark, and with all due respect, I'm afraid you'd be a hindrance... if you weren't outright getting in the way, you'd distract the crew."

"Tony, we've got meetings and contracts up the wazoo back in the States. We can't just-

He put up a hand to still Pepper's protests, then turned back to Sekhmet. "Ms. Conoway, I would consider it a personal favor if you let me stay on for another day or two. I find this dig fascinating, and I'd really like to see your crew do their work. I don't need luxury accommodations - put me in a spare tent for the night. I promise I won't get in the way."

"I too would love to stay for a while longer," Amanda Encantare chimed in. Pepper glared at her.

Sekhmet sighed, and Pepper could guess what was going through her head. The Maria Stark Foundation was a large contributor to the dig, and Tony Stark was its chairman. If she wanted to stay in the good graces of the money people and keep her crew adequately funded, she would have to do everything possible to keep Stark happy.

"One day," she said finally, sternly. "Two at the most."

Tony nodded. "Fine. And Ms. Encantare?"

"Same goes for her," Sekhmet replied. "But if either of you hinder my crew in any way, I'm going to ask both of you to leave. Fair?"

Tony Stark nodded, as did Amanda Encantare. "Fair."

---

"So she said she couldn't go out with you because she had a heavy workload, then went out with this other guy instead?"

"That sums it up, yeah."

Hannah grunted and took a sip of her cappuccino. Starbucks was packed with college students and yuppies tonight, so they'd settled on a small table in a remote corner of the shop.

"Tell me, Happy, are you... content working for Tony Stark?"

"For Tony? Well... yeah. I mean, I usedta just be his chauffeur, now I'm in charge of Community Outreach. The charity is the main reason Tony started Stark Solutions, and it's where most of the money goes. In a way, I'm the most important guy in the organization besides Tony himself."

Hannah nodded. "And this makes you happy?"

"Hey, where is this going?"

"Nowhere really," Hannah shrugged. "It's just occurred to me that working for Tony Stark - whose only other employee happens to be your ex-wife - may not be the most rewarding situation in terms of your self-image."

Happy leaned back in his seat and sighed. "Hannah, I know you haven't cared much for Tony since he stood the Puget Sound YO up for that fund raiser, but..."

"Nonono," she insisted, placing her hand on top of his. "That isn't it at all, Happy. This isn't about Stark. It's about you. You do such a great job with those kids, but whenever you're not absorbed in their problems and triumphs, you're down on yourself. You're a good person, Harold Hogan. But, in all honesty, you aren't as famous or popular or handsome or hyper-intelligent as Tony Stark is. Add to that the fact that every morning when you go into work, you're confronted with a woman who you divorced... do you see what I'm getting at?"

"You think I oughtta leave."

"I think it would probably be a good idea, at least for a little while. I mean, Maria Stark is all over the country - the world, even. Talk Stark into relocating you to Dallas or Columbus or... anywhere besides Seattle or New York. Spend a little time figuring out who Happy Hogan is besides Tony Stark's employee and Pepper Potts's ex-husband. Then decide whether you want to come back."

Happy was quiet for a moment, looking around the café. He liked Seattle, he'd grown very comfortable here... but was that because it was his kind of town, or because he was with Pepper and Tony? He didn't know, he couldn't answer that. The only thing he knew for sure was that he couldn't handle seeing Pepper with another guy. He couldn't keep his head straight like that.

"Just think about it," Hannah continued. She took a drink and then smiled, "And *please* don't tell them 'Hannah Donleavy said I needed to ditch youse mugs'."

Happy smiled back. "You're a good friend, Hannah. Would you be interested in letting a washed-up pug take you out to dinner sometime? Before he heads for the hills, that is..."

Hannah sighed softly. "Happy, there's something you need to understand about me. I'm... I'm not..."

"Available?" Happy chuckled. "Well, that ain't much of a surprise. Can't blame a guy for tryin'."

"Well, I'm not available either, but that's not what I meant... I'm... not into guys." Happy's face fell. "If you know what I mean..."

Happy stared at her blankly for a moment... then burst out into laughter that drew stares from the rest of the café. Hannah joined him a moment later.

---

"You're sure about this?" Pepper asked.

"Sure I'm sure," Tony said, looking back towards the encampment. His eyes settled on the tent he would be sleeping in for the next couple days - the tent Sek and her crew had just finished erecting - and he suddenly winced, putting one hand to his head.

"Tony?"

"Just a headache, Pep," he replied. "Probably the change in altitude. It's gone now." He smiled at her. "Bump all my appointments back a couple days. You're a pro at making excuses for me. Just pretend Iron Man has to go fight Fin Fang Foom or something."

"Speaking of Iron Man..."

"I stashed the armor under some brush a few hundred yards from the edge of the camp. Now stop worrying and go before you miss your flight."

"Our flight," she corrected him, but she climbed behind the wheel of the jeep anyway. "Tony, listen... be careful about that Encantare woman."

"Amanda?" he asked. "What possible harm could she cause?"

"Knowing your luck, she's probably a Skrull. At the very least, she's got *femme fatale* written all over her. Just watch your back, okay?"

He saluted. "Aye aye. Now get!"

Pepper slipped her sunglasses on, gave him one more uncertain look, then started the engine and pulled away. Tony watched her go, waiting until the jeep had diminished to a speck and slipped out of sight over a distant hill, then he turned and strode down the hill and into the camp.

He got quite a few stares, but he didn't pay them any mind. Instead, he made a bee-line for his tent, a large Army style structure that was big enough to hold an Avengers meeting in. He pushed open the flap and slipped into the cool shadows inside.

"Tony," a woman purred from the edge of the cot. "Are we alone?"

"Alone," Tony confirmed. He winced again, then shook his head to clear it as the pain retreated.

"Then come here and tell me how glad you are to see me."

Tony approached slowly. Amanda Encantare rose to greet him, and when he was standing directly in front of her thinly-clad form, she put her hands on either side of his head and kissed him passionately. He returned the kiss hungrily, hands sliding over her hips and up and down her arched back. When Encantare pulled away, he leaned forward, trying to continue the kiss, but those hands on the side of his head stopped him.

"And now you're mine, my handsome Mr. Stark," she grinned. "You belong body and soul... to the Enchantress!"

---

**Next Issue:** *"Black Mist" continues as the Widow seeks out help with her ninja problem, and we find out just what the Enchantress is after.*

---



#11

“BLACK MIST – PART TWO”

Written by Russ Anderson

**In Case You're Just Joining Us:** *Tony traveled to Iceland to tour a Viking excavation site being partially funded by the Maria Stark Foundation. While there, he fell under the spell of a beautiful philanthropist named Amanda Encantare, actually the Asgardian Enchantress in disguise. Meanwhile, the Black Widow happens upon a meeting between HYDRA and the Hand, and finds herself running for her life from a bloodthirsty band of ninja.*

---

## New York City

Clint Barton was halfway through the latest episode of *Dharma & Greg* when his apartment's picture window exploded inward. Reflexes honed by years as a core member of the world's foremost super-team kicked in, and he dropped his beer and rolled over the arm of his chair, placing it between him and whatever had just come in. He waited for a moment, listening carefully for any sign of movement, then cautiously peeked around the back of the chair.

"Natasha??"

He stood and moved quickly across the apartment to where a beautiful red-haired woman laid face-down on the carpet. The tight-as-skin black leather bodysuit she wore - the costume of the Black Widow - was ripped and torn, and blood was flowing steadily out of a nasty gash in the back of her thigh.

"Tasha," Clint said, rolling her over and lifting her head up. "Come on, talk to me."

Her eyes fluttered open, alighting dazedly on Clint's face. "Clint... help... me."

"I'm here Tasha. We'll get you some help, don't you worry. Who did this? Are they still after you?"

"They're... here..."

She pointed toward the shattered window, and Clint turned - just as an arrow whizzed through the space his face had occupied. The darkness outside his Manhattan apartment seemed to gel, to thicken, and suddenly half a dozen black-swathed ninja were dropping through the hole the Widow had made.

"Oh boy..." Clint Barton, the Avenger known as Hawkeye, muttered, and then the night came alive with steel and arrows.

---

## **Stark Estate, Evergreen Island.**

"What do you mean he's not answering his pages?" Pepper Potts demanded as she stormed into her office.

"Exactly what I said, Pepper," the voice of Jocasta replied over the house's speakers. "I've attempted to contact Mr. Stark four times since you left him in Iceland.\* His pager, cellphone, and the communicator in his wristwatch have all been deactivated. I've even tried patching directly through to the Iron Man armor, but he apparently hasn't donned it yet."

(\* At the end of last issue - Russ)

Pepper slammed her purse down on the desk and crossed her arms. That woman - that Amanda Encantare. Something had been wrong about her. Sure she was a beautiful woman, and Tony had a great weakness - though some might call it a blindspot - when it came to beautiful women... but Tony had been *too* quick to alter his plans and stay at the archaeological site they'd visited late yesterday. Something was wrong. And she'd let him run her off halfway around the world.

"Jocasta," she said, leaning over the monitor, "see if you can contact Jim Rhodes. We're going to need some help."

---

## **Iceland.**

"You move well, Mr. Stark," Sekhmet Conoway observed. "You've been rock climbing before."

"Once or twice," Tony Stark replied as he made his way down the side of the cliff, accompanied by Sekhmet Conoway, Amanda Encantare, and Rudy Gottlieb. The rope he rode down reached back up to the top of the cliff. "Though I'm not looking forward to the climb up."

"We've got a winch hooked up for that. Just hook the harness on and it yanks you right up the side of the mountain. We needed to set something like that up for the members of the crew that had never been rappelling, but still needed to get to the cave."

"Where is the cave, exactly?" Tony asked, peering down the cliff face to the crashing North Atlantic below. "I can't see it from here."

"Directly below us, another 50 feet or so," Sekhmet replied. "The ledge is almost non-existent - the cave is really just a gouge dug into the side of the rock... a *big* gouge, though. Nearly as big as the village up topside."

"And you're sure it was once inhabited."

"Sometime within the last 1,000 years, certainly. Probably during the 11<sup>th</sup> Century, which is where the village ruins date from."

"But how could anyone have lived in a cave, dug in the side of a 500 foot cliff, with no way in or out that didn't involve climbing 250 feet of sheer rock?"

"Well now, that's the question, isn't it?" Sekhmet grinned. "Personally, I suspect some kind of metahum-"

Tony's head suddenly split open like an overripe pumpkin, his brains squirting out the top and his optic nerves dancing an epileptic jig across the interior of his empty brainpan... or that's how it felt, anyway. His body went rigid as the sudden and merciless pain triphammered through his skull. Reflexively, he released the rope he was sliding down and put both hands to his head.

And then he started to fall.

"Mr. Stark!" Sekhmet cried as he plummeted past her. The rope made a buzzing sound as it sped through the clip on his harness. He knew all he had to do was grab it, but the pain... it was...

It was gone.

Stark grabbed the rope with both hands. The cord burned his hands, even through the heavy leather climbing gloves, but he held on until he'd stopped, his body slamming hard up against the rock.

"Mr. Stark!" Sekhmet repeated. Above her, Rudy and Amanda were also calling his name.

"Your left hand behind you!" Sek was crying. "Get your left hand behind you and get in the proper seated position!"

Shakily, Tony did as he was told. Placing his left hand in the small of his back and his feet against the rock, he bent at the waist as if he was sitting.

"The cave's right below you," Sekhmet continued. "Hop down to it and wait for us!"

Tony nodded, taking a couple of hesitant jumps and swinging into the dark mouth of the cave. A few moments later, Sekhmet joined him. Rudy and Amanda arrived immediately after.

"What the hell was that?" Sekhmet demanded. "Never release the rope, do you hear me? Christ, what was I thinking, bringing civilians down here?"

"I'm sorry," Tony sighed. "My head... I don't know what happened... felt like somebody drove a railroad spike into my eye."

"Poor darling," Amanda Encantare said, stepping forward and taking his head in her hands. "Let me kiss it away."

And she did. The kiss spent sparkles of electricity up and down Tony's spine. He'd never met a woman as beautiful, as perfect as the mysterious Amanda Encantare. The last day they'd spent together had been so much fun, and last night...

Tony blinked, and pulled suddenly away. Amanda looked at him curiously. "What's wrong, Tony?"

She'd come to his tent last night. He was sure of it. But what had happened after? Had they slept together? Why did it feel like there was a gaping hole in his memory there?

"Lucky bastard," Rudy opined softly several feet away.

Sekhmet slapped him in the shoulder. "Focus, Rudy. Let's show the money what they came to see and get them out of here so we can get back to work."

Rudy grinned. "Focused. Right. Whatever you say." He glanced at Tony and Amanda. "But you get to keep them off of each other. I'll lead the way."

Sekhmet sighed. "Fair enough. Mr. Stark, Ms. Encantare. If you'll come this way please, let's go make an Indiana Jones movie..."

---

## **New York City**

Hawkeye sprinted across the floor of his apartment, the Black Widow thrown over one shoulder, as arrows ripped through the air all around him. He hurdled the coffee table, bounced off the couch, and rolled in mid-air as he fell behind it.

"Hawk..."

"Don't talk, Tasha," Clint said as he set her down and crab-walked to a nearby closet door. "It's under control. Just let me get ol' Bessie out."

His bow and a quiver of arrows were stashed in the closet. He hurriedly pulled them out and slung the quiver over one shoulder.

"Clint..." the Widow said weakly. Her skin was a scary gray color, and her voice was weak. Had she been poisoned, Hawkeye wondered. "They're not human," she said. "Not completely. Don't take... any chances..."

"Do they have ears, babe? 'Cause that's all I'm worried about." He jammed his little finger into his ear and twisted his wrist, turning off his hearing aid.\* "You might want to cover yours," he said, then dove out from behind the couch.

(\* Hawkeye damaged his hearing in Marvel's first *Hawkeye* mini-series, lo those many years ago - Russ)

Arrows were everywhere, and the putzes were almost on top of him. He hit the floor, rolled, and came up behind the television. Then he let the arrow he still had nocked fly.

The trick arrow screamed across the apartment, a special ultrasound projector pounding out decibels too intense for the human ear to withstand. As one, the ninja dropped their weapons and fell to the floor, hands clutching their heads.

Clint grabbed another arrow... then thought better of it as the nearest ninja reached for his sword. Clint sprang up, sprinted across the livingroom floor, and aimed the bottom of his boot at the guy's face. It never connected. The ninja grabbed his foot in mid-flight, twisted, and suddenly Clint was on his stomach on the carpet. He rolled over onto his back just as the ninja lunged for him, sword lifted over his head.

Reflexively, Hawkeye lifted his right hand in a futile effort to ward the ninja off... and the paste arrow he still held in that hand punched through his opponent's torso as he fell. The body tensed briefly, then sagged over him.

"Damnitdamnitdamnitdamnit!" Clint cried, and hurled the corpse off. He hadn't meant to kill the guy. He...

He was alone in the apartment.

Almost alone. He heard Natasha moan softly from behind the couch, and ran to her. Her skin was a nasty shade of charcoal now, and the whites of her eyes were grey.

"Tasha," he said, brushing the hair off of her sweaty forehead. "What can I do? Tell me how to help you."

"Get me... to Fury..."

"Nick Fury? As in the director of SHIELD?"

"He'll know... what to do."

Hawkeye began to rise, but paused as the Widow put a weak hand on his arm. "Clint... you've got to warn Tony, too..."

"Warn Tony? Warn him about what?"

"The ninja... they're after him too... the Hand are going to kill him..."

## **Iceland.**

"And this, my friends, is what we all came to see."

Sekhmet Conoway shined her light on a massive wooden door that marked the extreme inside edge of the enormous cavern. The door was a work of art, finely carved with images of destruction, furry man-like monsters with the faces of bears decimating a band of Viking warriors. It was beautiful in the way that horrible things sometimes are.

"Perhaps this is the way to the surface you haven't been able to find?" Amanda suggested.

"We don't think so," Sekhmet replied. "There's definitely something on the other side of the door, but sonic imaging tells us it's a room, not a passageway."

"The really intriguing thing," Rudy interrupted, directing his flashlight beam to a set of markings on the door, "is these inscriptions. Our linguist seems to think they're letters - not runes or glyphs - but they're not in any language she's ever seen..."

"It says *wendol*," Amanda said. Rudy and Sekhmet both turned to stare at her, their mouths hanging open. "Literally, 'Black Mist'."

"How the hell do you know that?" Sek demanded.

Amanda shrugged. "I'm fluent in most ancient Celtic and Scandinavian languages. You could say it's my obsession."

"You're a philanthropist who just happens to know more about Norse languages than our linguist," Sekhmet said in disbelief.

"Apparently so."

"What the hell?" Sek cried, throwing her hands up.

"I really don't understand what you're getting so upset about..."

Off to the side, Tony Stark cradled his head in one hand. His headache was back with a vengeance. He didn't think a kiss from Amanda was going to help it this time. In fact, the thought of it seemed to make his head pound even harder.

"Mr. Stark," Rudy said, his voice appearing on the edges of the argument Sek and Amanda were still having. "Are you alright?"

"Fine," Tony muttered, and then the world blinked away for just a moment. There was a heartbeat of blackness, and then he was on the ground, breathing the dirt of the last 1000 years off the cave floor. Sek and Amanda had postponed their argument, and all three of his companions were hovering over him.

"Come on," Sekhmet was saying, "let's get him harnessed up and lifted out of here. Now. Rudy, give Doc Sven a call and tell him to prep the med tent."

"No... I'm fine..." Tony insisted.

But his companions weren't listening. They lifted him and began to haul him toward the exit. His head continued to pound and finally, blissfully, the world went away again.

---

### **Stark Estate, Evergreen Island.**

"Jim Rhodes doesn't seem to be home," Jocasta announced. "I'm sorry Pepper."

Pepper sat with her arms crossed, quietly fuming. She could see the grounds of Tony's Estate outside her window, but the clear sky and gently blowing trees brought no peace to her mind.

"I'm worried, Jocasta... really worried. This isn't like Tony. And that woman... Encantare... I can't stop thinking she's involved somehow." She paused. "Who else can we call?"

"Short of alerting the Avengers?"

Pepper chewed on her lip, then nodded. "Yes, we don't need to involve the Avengers yet. I doubt they'd mobilize on my say-so, anyway."

"Then there's only one other person. If you'll give me a moment, I'll see what I can do."

"I'm not going anywhere," Pepper replied, and Jocasta's digitized face disappeared from the screen of her laptop.

---

Jocasta spun through Tony Stark's contact database. Since hers was a computer intelligence, she could do this *and* mull over the current situation with Tony. She was just as worried as Pepper was for her friend and former teammate. Tony was a wonderful person, and - despite his Iron Man armament and friends in high places - a remarkably *vulnerable* person. If someone had harmed him...

She didn't want to think about that. Because Jocasta was beginning to have very strong feelings for Tony Stark, feelings that her computer intelligence could not account for nor categorize. But the part of her personality that had been grafted from a human woman's psyche recognized these feelings - and they were beginning to grow far beyond simple loyalty and friendship.

Jocasta found the number she was looking for - it had taken her less than a picosecond. She wasted no time dialing.

---

## **Iceland.**

Tony swam in and out of consciousness. He came to briefly as they were winching him up the side of the cliff, hanging limply in his harness while Sek and Rudy supported him from either side. Next thing he knew, he was in the med-tent, the beam from a penlight stabbing into his eyes while Sven - the site medic - examined him. That bout of consciousness didn't last long, and when next he woke, he could see through the tent that it was after dusk. Standing next to the cot he occupied was Amanda Encantare. His head swam again when his eyes fell upon her.

"I understand the problem, Tony," she said. "You have some sort of psychic safeguards in place to protect you against mind control." She reached out and gently traced the line of his eyebrow with one finger. "What I've done - making you love me, as all mortals soon will - it's not really mind control, but it's close enough that it's causing you harm. I have no time to learn how to circumvent that now, so I shall have to rely on other resources. Rest now, my handsome warrior. When I return, when my work here is done, I'll learn how to make you truly mine."

Then she kissed him, and again the world went black.

---

## **Seattle.**

Carol Danvers was halfway through the final chapter of her latest science fiction novella when the word processor she had running vanished from the screen of her computer and was replaced with the face of a woman she didn't recognize.

"What the hell-? Where did my story go?"

"Your work is safe, Carol. Forgive me for the interruption, but I need your help."

Carol's brow furrowed. "Jocasta? Is that you? I didn't recognize you with the new face. What's going on?"

"Mr. Stark may be in trouble - neither Pepper nor I can reach him - and I was hoping-"

"No," Carol interrupted. "No, Jocasta, I'm sorry but Warbird cannot come running whenever Tony Stark doesn't answer his pager. Carol Danvers has responsibilities too, and one of those responsibilities is getting the first draft of this story to my editor by tomorrow morning. No. Uh-uh. Can't do it."

"But Mr. Stark may be in trouble..."

"And he might be involved in a shady fling with a Scandinavian heiress. In fact, given how capable the man is, I'd say that's far more likely a scenario. In any case, I can't help just now."

Jocasta looked out at her for a moment longer, her digitized eyes and face inscrutable, then she said, "Very well," and vanished from the screen.

Carol sighed and leaned back in her chair, her eyes wandering from her restored writing to the glass globe of rare undersea flowers sitting on her couch's endtable. What she'd told Jacosta about having to get her work done was true, but she'd left out that she also had a date with Namor McKenzie tonight, the infamous Sub-Mariner, king of Atlantis. She wasn't sure which of the commitments was more vital to her decision to not help out.

In any case, the clock was ticking. She turned back to her computer screen, hoping she could re-find her groove.

---

### **Iceland.**

"I really appreciate this," Amanda Encantare said as she unfastened her rappelling harness. "I know Ms. Conoway isn't happy about Tony and me being here, and she'd probably be very angry if she knew you'd brought me down here again..."

"No question about that," Rudy Gottlieb agreed. "Sek is a bit of a hard-ass though, and she's *very* territorial when it comes to her digs. In any case, I really think you could help us understand this place better."

Amanda smiled. This mortal was not as comely as Stark, but he served her purpose just as well as Stark eventually would. "Come on, then. Let me get another look at that door."

---

"What do you mean he got up and left?" Sekhmet Conoway demanded.

"I went to the chow tent to get some dinner, and when I came back, Mr. Stark was gone," Sven Ulrich explained, running a hand over his smooth scalp. "I didn't realize he was a prisoner, Sek, otherwise I would have tied him down."

"Damn it! I *knew* I shouldn't have let those two stay." She crossed her arms and deliberated silently for a moment. She'd gone to tell Encantare her time was up and it was time to get the hell off her site, but the woman hadn't been in her tent. Neither had she been in Stark's. Both sets of belongings had still been there, though. The camp was neither large nor particularly crowded... she didn't think they were anywhere in the village.

Which left, of course, the cave.

Sekhmet dropped her hand and, with another muttered curse, ran out of the med-tent.

Tony Stark stumbled through the scrubby forest bounding the Norse village on the side opposite the cliff. His head was still pounding so badly he could barely see, much less walk, but he had to get to his armor, had to stop Amanda before she accomplished what she'd come here to do. He'd stashed the suit in its pod form out here in these woods after deciding to stay yesterday. He prayed that he hadn't forgotten exactly where.

Because he'd finally remembered just what 'Amanda Encantare' was - much more than a studious philanthropist, the woman was nothing less than an angry, jealous god. And if he had to battle her, finding the stupid armor was going to be the easy part.

---

"When the *wendol* - or Black Mist - descended on a village or township, it brought with it a tribe of hairy, ferocious cannibals," Amanda was telling the wide-eyed Rudy. "Beings that were each as powerful as half a dozen men. The Norse lived in terror of the Black Mist, and turned often to their gods for relief and succor."

"Fascinating," Rudy said, watching Amanda caress the great door. "I'm a student of this stuff, and I've never heard this story before."

"That is because, after the mist was contained, Lord Odin wiped its memory from the people of Midgard, in the hopes of bringing them what he thought of as much-earned peace." Amanda paused. "It was perhaps the first step in turning the world of man away from us."

"From us?" Rudy asked. "Ms. Encantare, are you alright? You're talking like you're..."

"I am," she said, turning suddenly toward him. "Trust me, mortal, I very much am."

Rudy's eyes went wide as a dagger appeared in the woman's hand. He managed to take one step backward before Encantare reached his side (*god, she moves so fast*, was his last thought) and plunged the knife into his throat. Rudy gurgled, tried to breathe around the surprisingly painless wound, gave the blood flowing in pulses down his shirt a confused look, then toppled over into Amanda Encantare's arms.

The woman laid Rudy's body down, then smeared her hands in the youth's blood. Rising and striding back toward the door, she painted out an intricate sigil with the ichor on her fingertips, and stepped backward.

"Now free yourself," she commanded, crossing her arms over her head and generating a ball of pinkish light. She hurled the bolt at the door and the heavy wood cracked right down the center. "Free yourself and teach these worms to fear us again!"

The door exploded outward suddenly, unexpectedly. Encantare put her hands up to protect her face as a black cloud made of smoke and electricity lunged out, filling the cavern. The shockwave tossed her backward, where she rebounded off a stone wall and struggled to get to her feet.

"More powerful... than... even I thought..." she groaned. She vaguely saw shapes pouring through the blackness, ignoring her, loping, jumping, and sprinting straight for the cave's exit.

And then a bigger shape came into view, a massive being with long arms that dragged the floor, and a horrible head nearly as wide as its torso.

"Who dares?" the guttural voice demanded. "Who has released the Rock Trolls on Midgard once again? Who has summoned the mightiest of them?" The owner of that voice came into view suddenly, towering over the shaken Encantare - a hideous, yellow-furred beast with great snapping jaws and claws that could rend steel. She gasped in recognition as she realized whom she was facing.

"Who has summoned Ulik?"

---

Sekhmet Conway slipped down onto the ledge of the cave and unfastened her harness from the rope she'd rode down on. Two people had definitely come down here before her. Stark and the woman, surely. And they hadn't even tried to find an escort.

Sekhmet hated civilians.

She secured the rope, then pulled a flashlight from the pouch hanging from her side and turned to head into the cave, to find the nosy billionaires and throw them off her site herself.

She'd taken barely three steps when she heard an enormous explosion from deep in the cave's bowels. "What the hell was-?"

She never finished the rhetorical question. A wall of black suddenly appeared before her, racing outward from the direction of that mysterious door. The shockwave of its passage smashed her backward, back through the cave entrance, and out into the cold North Atlantic air.

And as she fell toward the hungry depths 250 feet below, she saw the black wall pouring into the Icelandic sky, turning, and edging up the cliff face.

The Black Mist was free.

---

***Next Issue: Pepper finds herself trapped in a house under siege, while Iron Man struggles to contain an invasion of Rock Trolls in "Black Mist" part 3.***

---



#12

“BLACK MIST – PART THREE”

Written by Russ Anderson

**In Case You're Just Joining Us:** *Tony, at an archaeological dig in Iceland and under the spell of the Enchantress, finds himself experiencing terrible headaches from the mind control blocks he's erected in recent years. The Enchantress goes ahead with her plans despite Stark's illness, first killing one of the student archaeologists on the dig and then using his blood to open up a doorway to the land of the Rock Trolls. Meanwhile, in the States, Hawkeye saves a poisoned Black Widow from a band of ninja, and the Widow reveals that the Hand intend to kill Tony Stark!*

---

### **Avengers Mansion.**

"What do you mean he's not answering his phone?" the Avenger known as Hawkeye demanded, pounding a fist on the control panel. "He's got Jacosta set up in his mainframe, for cryin' out loud! Somebody's always home!"

"I'm sorry, Clint," Henry Pym turned from his bank of communications equipment and shrugged. "All lines into Tony's estate are disconnected. There's nothing I can do."

"What about his communicard?"

"Deactivated."

"Damn it, this is unacceptable! The man's an active Avenger, he should always be reachable!" Hawkeye crossed his arms, fuming in silence for a moment, then snapped his fingers. "Are there any Avengers living in that area? Anybody we could call?"

Hank did a quick database search. "Only one. Warbird."

"No," Hawkeye stated flatly. "After we gave her the boot, I doubt she'll be too keen on helping us. There's got to be somebody else."

"The only other Avenger living on the west coast is Living Lightning, but I hear he's running with the Thunderbolts now,\* and ever since you left that team,\*\* they've changed all their contact codes."

(\* See current M2K issues of *Thunderbolts* for the Lightning's stint with that team--Russ)

(\*\* Hawkeye was kicked out of the T-Bolts in M2K's *Marvel Fanfare* #4--Russ again)

Hawkeye frowned at the mention of his former team. Then he pushed those thoughts away and nodded. "Okay then. Let's call Carol."

---

### **Stark Estate, Evergreen Island.**

Jim Rhodes killed the helicopter's engines and peered out onto the grounds of the Stark Estate. They were black, no lights anywhere, not even the lamps that should have been marking the helipad. He'd had to touch down while only barely able to see the LZ.

Pepper had called him earlier in the day. She'd sounded worried about Tony, so when he got the message, Jim decided to come on by. It wasn't that he was particularly concerned about Tony - his former boss was a man who could take care of himself - but he *was* looking forward to seeing Pepper again. They'd enjoyed a night out on the town a few weeks back,\* and Rhodey had been thinking of her ever since.

(\* See Iron Man #8 - Russ)

Now, looking out on those black, black grounds, he was worried about her.

Jim pulled a first aid kit from under the pilot's seat and opened it up. The kit had a false bottom, and stashed underneath it was a Ruger pistol. As a former Marine and mercenary, Rhodey never left home without it.

He pushed open the door of the copter and stepped out onto the tarmac, wishing he had some night vision goggles to go with the gun. Slowly, he began to move in the direction of the house.

He did not see the black shapes that detached from the darkness of the estate and followed him.

---

### **Iceland.**

Sekhmet Conoway plunged to her death as an evil black cloud crawled up the cliff face she'd just fallen from. Sek had lived a long, eventful life as an archaeologist, and she hadn't expected this job, of all jobs, to be the one that punched her ticket. Leading a team of ESU students on a simple Norse village excavation. What could be less dangerous?

Plenty, apparently, because her survival was beginning to look fairly unlikely. She'd fallen - or rather, been thrown - from 250 feet above the frigid North Atlantic waters at the base of the cliff. Even if she managed to survive the fall, the freezing water would kill her in minutes.

Her life should have been flashing before her eyes. She should have been reflecting on all the things she hadn't done with her short time on this earth... instead, she just couldn't stop thinking about how this kind of crap *always* happened on her digs.

And then salvation came, heralded by the low hum of bootjets. She felt a soft *thump*, and suddenly she wasn't falling anymore. She had been caught by a man in gold and crimson armor, his pointed faceplate inscrutable save for the blue eyes barely visible through the eyeholes.

"Iron Man!"

"Ms Conoway," he replied, as if they were meeting at a cocktail party instead of near the bottom of a cliff. After catching her, he'd continued to descend, slowly decelerating so as not to injure her with too sudden a change in direction. Now he came to a full halt and reversed, arrowing upward.

"What is that cloud?" Iron Man asked.

Sekhmet turned and studied the black mass of smoke and electricity that had blasted her out of the cave seconds earlier. "I have no idea. I climbed down there trying to find your employer and his friend, Amanda Encantare. Before I'd taken five steps, that... mist hit me like a..." She trailed off.

"What's wrong?" Iron Man asked.

"'Black mist'. Encantare said the carved door we found at the back of the cave said 'black mist'."

"It doesn't appear we've got enough time to figure this out. Look."

The mist was boiling in all directions across the cliff face - up, down, left, right. Iron Man and his charge had climbed up nearly even with the top edge of the mass, and at this range, they could both see the shapes swarming over the cliff, just under cover of the mist. There were brief glimpses of claws and yellow fur.

"Monsters," Sekhmet breathed.

"Looks that way," Iron Man agreed. "Hold on."

He gunned his boot jets, shooting straight up and over the cliff. The excavation team Sekhmet was leading was set up around an ancient Norse farming village, about a quarter mile from the drop. Iron Man gently deposited Sekhmet on the fringes of the campsite and turned back toward the cliff.

"Evacuate everyone. *Everyone*," he said. "There's a township-"

"-ten miles to the North," Sekhmet finished his sentence. "I know it."

"Get your people out of here and call the authorities there. Warn them to be ready to evacuate as well. I'll hold these guys off as long as I can."

"How can-" Sekhmet began, but Iron Man was already gone, disappearing in a flash of bootjets back toward the cliff.

---

"Little goddess," Ulik the Rock Troll sneered, bending over the prone form of Amanda Encantare, "Tell me why I shouldn't devour you where you lay. Tell me why I shouldn't grind your bones to make my bread."

"You couldn't," Encantare insisted. Her body seemed to... *shift*, and then she was on her feet again, her expensive mortal clothing exchanged for emerald robes and cape. A golden tiara sat atop her head. "Thou standest in the presence of Amora the Enchantress, troll. And I wish to forge an alliance."

"Alliance?" Ulik laughed, his great jaws snapping. "Foul wench, wherefore would Ulik ever forge an alliance with an Asgardian?"

"Mayhap because the humans have forsaken thee, just as they have forsaken Asgard. They believe us to be naught but myths, troll! Does that not burn? Does that not make thee want to crush them beneath thine heel until they have no choice but to believe that gods walk among them?"

"I will crush them," Ulik growled, leaning in close. "But I will crush Asgard as well. Odin will perish, his thrice-accursed son, Thor, will perish. I will sit on the throne of the Realm Eternal and my people will populate it. You, though... you have loosed the mist, opened the gate between the land of the trolls and Midgard. You have earned the honor and mercy of a quick death."

Ulik raised one giant yellow fist. The Enchantress raised a hand in defense, and Ulik's fist came down on a shimmering pink barrier.

"Think, Ulik!" she cried. "How much more might we accomplish together? Once the Midgardians are brought to heel, we may settle the differences between the trolls and Asgard, but until then--"

Ulik laced his fists together and brought them down again on the pink barrier. The impact staggered Amora beneath her shield. She fell back and hit the wall with her shoulder. For one precious moment she lost her concentration, and her field dissipated.

Ulik was laughing. "Foolish cow of a godling! Though Surtur and Ymir themselves threaten to consume us all, the Rock Trolls shall *never* unite with Asgard! Know this truth, and go now to Hela's cold embrace!"

He raised his fist again, but Amora was no longer there, having vanished in a flash of pink magic. Ulik grunted, looked around in confusion as if he expected her to be standing nearby, then - forgetting about her - turned to look at the Mist.

It had filled the cavern completely. Even now, his people were swarming over Midgard, hopefully destroying and crippling many. Ulik smiled. The Asgardian whore's idea of alliance was foolish, but that didn't mean he wouldn't crush the humans anyway. And then, when all of the worms were dead, Ulik would stand atop a mountain of their gnawed bones and wait for their protector, Thor, to come avenge them.

And on that day, Asgard would weep as bitterly as Earth would.

---

### **Stark Estate, Evergreen Island.**

Tony Stark's house was just as dark as the rest of his estate. Rhodey snapped his pistol's safety to OFF, and glanced nervously behind him as he rapped on the door.

No answer.

Jim turned around to peer out onto the grounds, putting the door at his back. This was bad; it was more than a power outage - Tony had back-up power out the wazoo, there should have been *some* lights on. What the hell -

The arrow slammed into his right arm, knocking him backwards and pinning him to the front door. Rhodey cried out and squeezed the trigger on the Ruger. The bullet flew off into the grounds unobstructed, but for one heartbeat, the muzzle flash showed him four men crouched down low to the ground, dressed all in loose-fitting black garments that covered them from head to toe. All of them within ten feet of him.

The gun dropped from Jim's suddenly numb fingers and clattered onto the stoop. Reflexively, he tried to bend over and pick it up, but was quickly reminded of the arrow connecting his arm to the door. Grunting, he grabbed the feathered end and snapped it off. If he could free himself, he might have a chance.

But then he heard the whisper of his opponents' garments as they moved in for the kill. He wasn't going to have time...

The door at his back came suddenly open, wrenching the broken arrow free of his arm. He grunted in pain then stooped over to grab the gun.

His memory would skip here when telling the story later, but Pepper Potts - the one who had finally opened the door at his back - remembered it in terrible detail. One of the ninja stepped forward and drove his sword upward as Rhodey bent over, driving the blade all the way through the man's torso.

"Jim!" Pepper cried, her voice rising into a scream. The ninja slid his blade free and Rhodey began to topple backward. Pepper lunged forward to grab him, then thought better of it and let him drop, going for the gun instead. The ninja had paused to watch his prey fall to the ground. By the time he realized Pepper was going for the gun, she already had it raised. The ninja lifted his sword to cut her in half.

Still screaming, Pepper pumped two rounds into the killer's face.

The ninja was flung backward, landing in a heap on the stoop. Pepper swung the gun around, finding the other three ninja, making it clear that she knew how to use the weapon in her hand. Slowly, the ninja backed away, fading again into the estate's shadows.

Pepper grabbed Jim under the arms and managed to drag him into the house. Once his feet were clear of the door, she leapt up and slammed it closed, engaging all of the non-electronic locks it had.

"Jim," Pepper breathed, kneeling down next to him. Miraculously, he was still alive. The sword had gone in mid-torso, and there was a nasty wheezing sound coming from the wound - not to mention what looked like gallons of blood. The arrow wound in his arm was also bleeding badly, but the first order of business was getting his torso wrapped up.

"Just hold on," Pepper urged, then she rose to her feet, wondering if she could find the linen closet with all the lights out.

---

Jocasta floated in the un-space of electronic impulses that made up her world.

That world had become severely truncated in the last hour. Something was keeping her from reaching out from the house's CPU. All of her limbs - all the connections to the house's appliances, security controls, and overrides - were still there, but she couldn't manipulate them at all. There was nothing in her experience to explain the strange little dance of avoidance electricity did whenever she tried to reach out from the central processing unit. Though she had never had a living body, she suspected this was what humans felt like when their extremities had gone to sleep.

Whatever had struck her, it had struck fast. She'd barely had time to warn Pepper that something was wrong before she was cut off from the rest of the house.

She was little more than a ghost in the machine now.

---

**Iceland.**

Iron Man swooped low over the Black Mist, trying to get a better look at the strange creatures swarming over each other inside it. Whatever they were, there were hundreds of them, perhaps thousands. And yet, they never left the mist's confines.

The mist had almost crested the cliff-face, though. Once that happened, it would engulf the camp in a matter of minutes.

He had to determine the nature of the monsters, try to figure out how to stop them. Sighing, he sealed and pressurized his armor, and plunged into the black cloud below.

---

Sekhmet Conway ran through the dig site, rousing sleepers, interrupting lovers, breaking off the efforts of after-hour workers. In minutes, the entire crew - some thirty people in all - were rushing for the few vehicles parked on the edge of the encampment.

But Sekhmet couldn't find Rudy Gottlieb, her second-in-command. As she sprinted from tent to tent, and kept not finding Rudy, her heart began to sink. Had Rudy been on one of those ropes she'd found in the cave before the Mist had hit?

If so, where the hell was Tony Stark? Iron Man might have gotten him clear before coming back to help, but would there have been time? She didn't -

"You!"

Sekhmet halted in the entrance to one of the guest tents, her eyes narrowing in rage as she spotted Amanda Encantare rising from the cold ground. The woman had changed clothes at some point - now she looked like something out of a porn version of *Cinderella* - but there was no forgetting that face.

"Be still mortal," Encantare said, "I must--"

"You bitch! You did this!" Sekhmet dove forward and decked Encantare across her slim jawline. The blow should have dropped the woman; instead, her head merely snapped back. When she turned her eyes forward again, there was nothing but bloody wrath in them.

"Sow!" She backhanded Sekhmet, and the archaeologist was lifted straight off the ground and flung into the angled ceiling. The tent bulged out as she hit it, and then the entire structure came tumbling down around the women.

It took several minutes for Sekhmet to shake off the daze from the blow and to find her way out of the collapsed structure. When she finally pulled free of the canvas walls, she found Encantare nearby, facing the wall of mist that had finally spilled over the edge of the cliff and was even now advancing toward them.

"Listen to me," Encantare said without turning, as Sekhmet approached her from the rear, her fist cocked. "There's only one way to stop the Mist, and there is little time left to us. Where is Stark?"

"I have no idea," Sekhmet growled, lowering her fist.

"I have need of his bodyguard."

"Iron Man? He's here somewhere. He saved me from falling off the cliff."

The blond woman finally turned toward her. "Here? Could he have gone back into the Mist?"

"Yes, probably."

"Damnation," Encantare breathed, turning away. "Then mayhap we are lost, lest Odin himself intervene."

---

Iron Man had barely penetrated the edges of the black cloud when the monsters grabbed him and dragged him down into their depths. The creatures were short - none of them taller than five feet - with huge, blank eyes and yellow fur covering their thin-as-rail bodies. They seemed almost mindless, swarming over him with no regard for the brethren they crushed between their combined weight and his armor, breaking teeth and hands and feet against his metal shell in a constant press of flesh.

They were incredibly strong. Given time, they might be able to do serious damage to his armor, but Tony didn't intend to hang around for that long. He engaged the uni-beam on his chest and the repulsors in his gauntlets, blasting the creatures away and into the unknowable depths of the Mist. In the split second before the monsters recovered and pounced on him again, he fired himself out of the black cloud.

The Mist had started to crawl up over the cliff's edge. Iron Man circled over and crossed in front of the leading rim. When he reached the end, he spun around and flew back, this time strafing the cliff with repulsors cranked up to full power. The blasts shattered the rock, spilling it back into the cloud, through the cloud, and down to the briny waters below. Dozens of the monsters followed the rubble down, screaming all the way.

But the Mist did not stop advancing.

"Damn it!" Tony hissed inside the armor. How could he fight this? The mist seemed more electricity than condensed moisture, and its composition had been foreign enough to baffle his sensors when he'd been inside it. How could -

"Iron Man!"

He looked back toward the encampment at the blaring sound of the voice. Sekhmet Conoway was standing just outside the camp, a megaphone in one hand and the woman Tony had come to realize was the Enchantress standing proudly on her right. He turned and shot off in their direction, landing in front of the two women moments later.

"What have you done, Amora?" he demanded, stabbing a finger in the Enchantress's direction. "And how do we undo it?"

"Lest you wish to lose that digit, sirrah, I suggest you point it elsewhere," the Enchantress replied.

"We don't have time for your attitude, woman!" Sekhmet cried through the megaphone, directly in Amora's ear. The Enchantress flinched, took a step away, and aimed an angry glare in the archaeologist's direction.

"Answer the question, Amora: how?"

The Enchantress turned her glare on Iron Man this time. For a moment, he saw the resolve to simply leave these mortals to their fates growing in her eyes. Tony surreptitiously charged up his repulsors, ready to blast her rather than let her teleport away. Finally, she tipped her chin in the direction of the still-advancing fog.

"In days of yore, the *wendol* - the Black Mist - was a carrier organism for the Rock Trolls on their sojourns into Midgard. The trolls wouldst attack the mortals at random, shrouding their villages in mist, then leveling the structures and feasting 'pon the remains of their prey. Ere long, Odin himself grew weary of his worshippers being massacred so, and contrived a means to contain the mist and, for a time at least, the trolls. Since that time, the trolls have found other ways to visit Midgard, but the Mist - if released - yet allows them direct access between their land and this hive of mortals."

"And you let the Mist out from behind that door in the cavern," Iron Man finished.

"Aye."

Sekhmet's eyes lit up in recognition. She clicked the megaphone off and turned toward the Enchantress, an ugly, furious look in her eyes.

"And what about Rudy Gottlieb?" Sek asked. "I didn't see him while I was clearing the camp. There were two ropes going into that cave, and I'm pretty sure Stark wasn't on one of them. It was Rudy, wasn't it?"

The Enchantress looked at the woman, her eyes heavy-lidded, almost bored. "Aye. My spells required the blood of an unsuspecting mortal."

"*You killed him?*" Sekhmet lunged at her, but Iron Man grabbed her by the arm and spun her around.

"Stop it!" he ordered. "We don't have time for this! We have to stop that damn cloud before anybody else dies!"

"But she. Killed. Rudy!" Sek hissed. There were tears as well as anger in her eyes now. Iron Man dropped his voice before he replied.

"He'll be avenged," he said. "I'll make sure of it, Ms Conoway. That's my job. But if you throw yourself at Amora right now, she'll kill you, and I don't know if I can stop her. Do you understand me?"

Sekhmet glared at him. The disdain she was feeling was almost as powerful as that she had for the Enchantress... but she nodded. "Yes, I understand."

Iron Man looked to the Enchantress. "How do I stop it?"

"Inside the chamber I opened is the mother of the mist - a black orb from which the mist originates and from which, it is said, the Rock Trolls themselves are born. You must kill the mother of the mist."

"How do I do it?"

"The answer is, literally, in your hands. The mother of the mist is sentient, but it is also pure magic. There is one material in all creation that is anathema to magic. Do you know what that material is?"

Tony raised his gauntleted hand, looked at it for a moment, then closed it. "Iron."

"Correct."

"Both of you stay here," he ordered, then he fired himself into the air and back toward the cliff.

---

The mist had completely covered the cliff face, and was beginning to spread out over the water at its bottom as well. Iron Man stayed clear of it as he rocketed down the cliff until he hovered right in front of the cave entrance. Mist still bellowed out of it, and Tony paused only a moment to re-seal his armor before plunging in.

His optic sensors were useless in the blackness, but his internal compass and heat imaging kept him on track. He mowed through the plunging, rail-thin bodies of the rock trolls, making slow but steady progress back toward the source of the mist. Eventually, he found the doorway, and he was just about to pass through, when an enormous hand seized him from behind.

"*Where goest thou, good knight?*" The hand whipped him back and away from the door and slammed him bodily into a nearby rock wall. They were still engulfed in mist, so Iron Man couldn't see his assailant. Whoever he was, he was about three times bigger than any of the other

trolls Tony had seen thus far, and - according to his impact readings - many, many times stronger.

Tony found what was probably the creature's face on heat imaging, then gave it a double blast of repulsor rays. The monster jerked back with the impact, then chuckled and wiped an arm across its mouth.

"You will have to do better than that, mortal. Much better, if you wish to best Ulik in hand-to-hand combat."

*Oh hell*, Tony thought, as a fist the size of Cleveland descended toward him.

---

**Next Issue: *The conclusion of "Black Mist"*.**



#13

“BLACK MIST – PART FOUR (Conclusion)”

Written by Russ Anderson

**In Case You're Just Joining Us:** *Amora the Enchantress, having released the Rock Trolls upon Earth, finds that she can't control them, and so tells Iron Man how to defeat them. He must find the Mother of the Mist and destroy her with the iron in his armor - iron being anathema to beings of pure magic. Iron Man sets out to do this, but meets an unexpected roadblock in the form of Thor's villain, Ulik. Meanwhile, Pepper Potts and a gravely wounded Jim Rhodes are trapped on Stark's Estate, with half a dozen members of the Hand.*

---

### **Seattle, Washington.**

"You have got to be kidding me," Carol Danvers sighed.

"Not in the least," Hank Pym, the Avenger currently known as Giant Man, said from the other end of the phone line. "The Black Widow was assaulted by members of the Hand ninja clan,\* and she seems to think they're after Tony Stark. We can't reach Tony or his estate for some reason, and you're the only Avenger in that area - "

(\* See the last two issues - Russ)

"Former Avenger," Carol snapped. "You kicked me out of your boy's club, remember?" \*

(\* See Marvel's *Avengers* #7 for that story - Russ)

Hank paused while Carol looked out her terrace window, over the nighttime Seattle skyline. "Actually, I wasn't with the team when you were voted off, Carol. I..."

There was a sudden scuffle from Pym's end of the line. A second, rougher voice said, "Give me that," followed by another series of bumps and scratches, and finally the voice of another Avenger - Hawkeye.

"Listen to me, Carol," Hawkeye demanded. "I was with the team when we asked you to leave - "

"*Forced* me to leave."

" - and you can say whatever you want, remember it whichever way lets you sleep at night, but the fact is, we gave you the boot because you had a problem that was affecting the team and you wouldn't own up to it or let us help you!"

"I'm hanging up now, Barton."

Hawkeye went on as if he hadn't heard. "Now Tony tells me you're getting your act together, getting into AA. If that's true, you should have a clear enough head to know this has nothing to do with the Avengers, and it sure as hell doesn't have anything to do with you. It's about Tony... cause if these Hand guys catch him without his metal undies on, he is going to die. Do you read me, Avenger?"

Carol clenched her jaw and closed her eyes, counting to ten once, twice, three times, until she could trust herself to speak. Finally, when she could exhale again without it sounding like a snarl, she nodded.

"I'll fly by the estate, see if he's there."

Hawkeye was quiet for a moment. "Thanks, Carol."

She hung up before either of them could say more.

---

### **Iceland. Inside the Black Mist.**

Ulik the Rock Troll smashed his enormous fist into Iron Man's faceplate. The granite wall behind the Avenger cracked with the impact.

"I know you, man of iron," Ulik said, hoisting the dazed Avenger over his head and slamming him bodily to the floor of the cavern. "You ally yourself with the accursed son of Odin, do you not? You call the mighty Thor friend, and fight at his side in that foolish assemblage of Midgard heroes called the Avengers."

Tony didn't reply. He was too busy trying to simultaneously lift himself off the floor and make a break for the doorway that stood open less than 10 yards away. A cloud of utter black mist billowed from this doorway, carrying with it thousands of Rock Trolls. Even now, the mist was climbing across the ancient Viking village at the top of the cliff this cavern was bored into. The only way to stop it was to reach the "Mother of the Mist" somewhere through that doorway. Unfortunately, Iron Man had encountered a roadblock... a very *big* roadblock - Ulik was at least three times the size of the other trolls the mist had freed.

Ulik's foot came crashing down on his back, crushing the Avenger back down to the floor. Tony grunted, swung an arm back, and blasted the troll's other foot out from under him with a repulsor ray. Ulik's arms pinwheeled comically as he tried to regain his balance, but it did no good - the villain toppled over, landing hard on his face.

Tony quickly shrugged the troll's weight off and got to his feet. His eyes were useless inside the mist, and heat imaging wasn't a whole lot better, considering the solid wave of bodies coming through the doorway. Still, he knew where the door was, and that was all he really needed.

He pushed into the wave of lesser trolls, using repulsors and brute strength to fight his way against the current. Behind him, Ulik roared. Tony could hear him tossing his brethren aside, mowing through the crowd to get at him. Iron Man fought harder to make his way through the press of yellow-furred bodies.

The end, though, was never in doubt. He'd barely crossed any of the distance between himself and the doorway when Ulik's massive hand closed over his head and drove it forward, again smashing him into the rock. Trolls continued to swarm over the two combatants, but Ulik ignored most of them and shrugged the others aside. Then he lifted Iron Man up.

"Let us see, Avenger, if you are made of the same stuff as Thor." The laughing monster wrapped its massive arms around Iron Man's torso, holding the Avenger fast against his body, and began to squeeze. Pressure warnings went off, informing Tony that he was in danger of cracking the armor's seals. A moment later, he was in danger of being crushed.

Ulik was still laughing. Tony fought with the beast's arms, but couldn't get him to let go. His vision started to blur as the armor squeezed tighter against his midriff. He knew that if he passed out here and now, it was all over.

Raising his arms, he fired at the ceiling. The repulsor hammered a hole the size of a limo into the stone, and the rubble came raining down on top of them. Tony could see through heat imaging several of the smaller trolls crushed beneath the minor avalanche, but Ulik laughed all the louder.

"You would use rock to defeat a Rock Troll, mortal? Are you the Avengers' resident idiot, then?"

The troll squeezed tighter, and Tony groaned inside the armor. Something had to give under all that pressure soon... and he had a feeling it was going to be his ribcage.

---

### **Iceland. At the edge of the Black Mist.**

Sekhmet Conoway, on-again-off-again friend to the X-Man named Remy Lebeau, and currently a very frightened archaeologist, watched as the Black Mist reached the edges of her encampment. She stood on the far side of the camp, on a slightly elevated ridge, and even from here - almost a quarter mile away from the Mist's roiling crest, she could see the monsters scampering just below its surface.

"I must away," the woman at her side said. Up until tonight, Sekhmet had thought her to be a philanthropist with an unusually intense interest in Viking history. Now she knew her to be some sort of Norse Goddess named Amora the Enchantress. The woman had released the Black Mist,

then told Tony Stark's bodyguard Iron Man how to stop it once she realized she couldn't bend it to her will. Sekhmet wanted to punch her lights out, but her last attempt had gone so poorly she wasn't about to risk another go at it.

"There's one jeep left," Sek said, hooking a thumb at an old army surplus vehicle behind them. "Come on."

"You misunderstand me, mortal," the Enchantress replied, one eyebrow arching. "You are free to leave as you wish, but my way is not yours." With that, the woman tossed her cape over her shoulders, raised her arms above her head, crossed them, and vanished in a flash of pink light.

"NO!" Sek cried, lunging at the area, the woman had just been in. "You don't get off that easy, dammit! You can't cause all this, kill Rudy, then just rabbit out when you're done! Come back here!"

But Sek was screaming at the empty sky - or perhaps the approaching mist. Amora was gone.

Snarling, the archaeologist turned and sprinted up the incline towards her vehicle. The key was in the glove box - there had never been any reason to lock up the cars this far out in the wilderness. She slammed it into the ignition and turned.

The engine clicked, made a half-hearted groaning sound, and died.

"Oh, isn't that perfect!" Sekhmet whispered breathlessly. She turned the key again. Only clicks this time.

"Come on," she urged as the engine whined and the Mist got closer.

Nothing. The jeep was dead.

Sek hopped out of the driver's seat and looked back toward the camp. The Mist had consumed most of it already. It was moving fast... probably too fast to escape on foot.

But that's what she'd have to do, hoping all the while that Iron Man could stop this before she collapsed from exhaustion.

She dallied just a moment longer, taking the time to retrieve a tire iron from the jeep's trunk, then she sprinted into the woods.

---

### **Tony Stark's Estate, Evergreen Island.**

Jim Rhodes slowly bled to death on Tony Stark's \$4,000 Oriental rug while Pepper Potts knelt over him, without a clue what to do.

Earlier in the evening, Pepper had been finishing up some work and waiting to hear from Tony in Iceland. Around 7 PM, Jocasta - the sentient program living in the house's mainframe - had appeared on the screen of her laptop, said "Pepper, we're under att-", and then vanished along with all the power in the house. There had been enough power to engage all the locks on the various doors and windows - a safeguard Tony had put in place when he'd built the mansion - but otherwise Pepper had been crouched in the dark, waiting for the shadowy figures who flitted about outside to either give up or come in and kill her.

Jim's appearance had been unexpected, and her terror at the prospect of opening the door to let him in had made her hesitate. She had finally unlatched the door just as he was being attacked by one of the black-garbed men laying siege to the estate. Now he was unconscious, with a gut-wound that wouldn't stop bleeding, one that made an ominous sucking sound whenever he pulled in shallow breath.

Jim's Ruger, the same one she'd used to kill the man who'd stabbed him, was heavy in her hand. She was no expert with guns, had never shot anyone before tonight. But if Rhodey was going to survive, she was going to have to take the gun and make a break for it... and bring Jim along.

What did these people want, she wondered. They dressed like ninja, but why in the world would ninja be after her or Tony?

She shook the question off. It didn't matter. She had to get herself and Jim out of here now, even if it meant moving him and making his wounds worse.

She was reaching down to try to pull the big man into a sitting position, when she heard the near-silent scuff of cloth slippers on linoleum. Her heart froze and fought its way up her throat. Dear God, they'd found a way in! She turned slowly, facing the entryway to the main diningroom, the gun frozen at her side.

Standing in the doorway was a man identical to the one she'd killed on the stoop, swathed in black from head to toe and squatting against the doorframe. In his hands was a huge bow, an arrow nocked in its string. As Pepper finished processing this, and as the message to raise the gun finally completed the trip from her screaming brain to her frozen arm and hand, the bowman released.

---

### **Iceland. Inside the Black Mist.**

Tony Stark was quickly running out of options as Ulik crushed the life from him. He had no idea how far the Mist had advanced topside, but he needed to stop it yesterday. Ulik opened jaws big enough to bite Tony in two and bellowed an ugly laugh. Iron Man thought of how he'd fired both repulsors into the ugly bastard's face earlier to little effect.

With sudden inspiration, and a familiar, cold anger that allowed him to fight dirty, Tony slapped the palms of his gauntlets over Ulik's eyes and fired.

The effect was immediate. The massive troll howled in pain and doubled over, hurling Iron Man away.

"My eyes!" Ulik cried. "What have you done to my eyes?"

Tony didn't answer, just got to his feet and turned to face the inevitable mad charge. A moment later it came, as Ulik pounded blindly across the floor at him, smoke curling up from his wounded eyes and trailing behind him like steam from a train.

"Curse you Avenger! I'll feast on your living heart!"

"Whatever," Tony said. He waited until Ulik was almost on top of him, then grasped the wall at his back, kicked up with both feet, and fired his bootjets into the troll's midsection.

Iron Man's bootjets generated little heat, but they provided enough thrust to hurl the half-ton armor through the air at speeds exceeding those of an ICBM. He had used them recently to hold a collapsing suspension bridge up for nearly half a minute. Perhaps they couldn't actually harm Ulik... but then again, maybe they could.

The jet's pressure wave slammed into the troll, first halting his forward progress, then hammering him backwards. Ulik cried out something in his own language that Tony guessed must have been an all-purpose profanity, then was flung off of his feet, through the racing hordes of his brethren, and into a wall more than a dozen meters away. The wall cracked and exploded outward, raining granite down the side of the cliff and into the ocean far below. Ulik was blown far clear of the wall, and so never had a chance to save himself. Down he plummeted, screaming defiance all the way, until he disappeared beneath the waves with a tremendous splash.

"All right then," Tony said, putting his feet back on the ground and charging up his gauntlets. "Let's get this over with."

---

### **Tony Stark's Estate, Evergreen Island, Washington State.**

The arrow flew from the ninja's bow. Pepper squeezed her eyes shut in anticipation of the pain. A moment passed. She realized with some puzzlement that the arrow hadn't found its mark. Cautiously, she opened one eye.

Standing in-between where Pepper knelt and the doorway the ninja had fired from was a tall blonde woman in skintight blue and gold. In one hand, she held the arrow that should have been buried in one of Pepper's vital organs at that moment. The other hand was glowing with barely-restrained power.

"It is not nice," Warbird stated, "to shoot at people in their own homes."

She unleashed the power in her free hand at the ninja, who was already vaulting over the blast. Faster almost than the eye could follow, his hand slipped back over his shoulder and reappeared with four feet of naked blade in tow. He brought this sword down toward Warbird's head.

Warbird caught him with another blast before he could reach her. The blast smashed into his upper chest, flipping him backwards, and the blade fell from the ninja's fingers, clattering to the floor a moment before its senseless master did.

Warbird watched him for a moment longer to make sure he wasn't getting up, then turned towards Pepper. "Are you o... oh my god, is that Jim Rhodes?"

Pepper nodded. "He's hurt bad. It sounds like his lung's been punctured. I can't stop the bleeding and his breathing is getting shallower."

"Oh boy..." Warbird looked around. "Do you know how many of these goons there are?"

"At least six," Pepper replied, thinking of the even half-dozen she'd seen swarming around the front of the house when she'd dragged Jim in. "I shot one. You just put away another..."

"How did he get in?"

"I don't know. Could have been anywhere... look, you have to get Jim out of here, get him to a hospital. I can barricade myself in until you get back, but if he doesn't get help soon, he's either going to bleed to death or suffocate."

"No, I'm taking both of you," Warbird insisted. "I saw a helicopter on the pad when I flew in, so all we have to do is get that far, and I can fly it out of here." She crouched down on Rhodey's opposite side and lifted him effortlessly. Jim gave a soft groan and Pepper put a hand on his forehead to calm him.

Pepper sniffed and looked around. "What's that smell?"

"That would be *eau de* dissolving ninja," Warbird replied, nodding to the pile of smoking rags on the floor where the ninja had been. "My buddy Wolverine told me about that: they turn to smoke when killed or knocked unconscious. Is that gun loaded?"

Pepper looked at the Ruger in her hand. "I... I think so."

"Make sure. I can still fight the bad guys while carrying Mr. Rhodes here, but not as well as I'd like. I'll need you to help cover me."

"I don't know how-"

"Here." Warbird took the gun with the hand supporting Jim Rhodes' shoulders, popped open the clip with the hand threaded under his knees, grunted in approval, checked the chamber, then

slammed the whole thing back together before handing it back. She'd barely disturbed Jim while doing so. "You've got eight shots left in there. Make them count."

There was nothing more to say. Pepper moved to open the door, and - cautiously - the two women and their injured friend stepped out into the night.

---

### **Iceland. Inside the Black Mist.**

Iron Man pushed through the swarm of rock trolls, making his way back toward the doorway leading to the Mother of the Mist. None of the trolls were as big or strong as Ulik had been, but their sheer numbers more than made up for a lack of individual strength. They had paid no mind to him when he'd first fought his way in here, obstructing him simply because he was in the way of their stampede. Now, though - perhaps because the Mother of the Mist sensed he'd done away with Ulik - the monsters tore at him as they passed, bowling into him, keeping him constantly off-balance, and taxing his armor's targeting system to the limit.

Which didn't mean they could possibly stop him, of course, just that he'd have to sweat for it.

Reaching the doorway, he grasped either side of the opening and hauled himself through, grunting as a leaping troll bounced off his helmet. Sensors told him the chamber he found himself in was only about 6 feet by 9. The room was full to brimming with mist, making optics useless. Thermal imaging, though, had finally made itself useful, by picking out a spherical dead zone at the center of the chamber.

This orb was what the mist was pouring out of. This was the Mother of the Mist.

*You are welcome here, warrior, a sweet, feminine voice intoned suddenly in his mind. We mean you no harm.*

"Funny way of showing it," Tony grunted as he pushed forward. Snagging a passing troll by the ankle, he swung the monster in front of him, using him as a club to bat his brethren away.

*We must all be true to our natures, yes?* the voice explained. It was playful now, with an affectation of embarrassment. Tony felt himself being charmed by it despite himself. He shook the feeling off, reminding himself what this mist must be doing to the world topside by now.

*We wish only to be free, sir. Surely you can understand that.*

"I'm not having this discussion with you," Tony replied. He was close enough to the orb to touch it now. He still had no idea what it looked like, but it swirled like smoke on his thermal imaging. Amora had said the Mother of the Mist was pure magic, and Tony guessed she hadn't been lying.

*Tell us what you want. We will give anything.*

"I want you off my world." He lifted his right gauntlet, and closed it into a fist.

*You would kill us then? Kill us like dogs?*

Tony paused. 'Kill'? He hadn't thought of it as such until that moment. The Mother wasn't really a person, just a... a monster. Killing her would be no different than killing an animal. It...

Damnit, he wasn't a killer. Not anymore. He squeezed his eyes shut, and the faces were there to mock him, to call him liar. Sergei, the Carnelian Ambassador, who'd been killed by Iron Man's hand when Justin Hammer took control of the armor; the Kree Supreme Intelligence, who had committed genocide upon his own people, and was executed by Tony and a group of heartsick Avengers because of it; the second Yellowjacket, whom Tony had killed while under the mind control of Kang the Conqueror. Kang had corrupted Tony, turned him against his teammates and made him into a murderer. He wouldn't go down that path of his own volition again. He *wouldn't*.

*Anything, good knight.*

Was there an alternative? Cap said there always was, and if Cap was here, Tony had no doubt he would have found it by now. But Tony could think of nothing, no other way. Every second he stood here in indecision was another second the trolls had to decimate the world above.

"Turn back," he said. "Pull your hordes back and I'll leave you alone."

*That we cannot do.*

"Then god damn you for making me do this."

Iron Man shoved his gauntlet forward, piercing the cloud-like sphere that was the Mother's body. There was a brief but terrible scream in his mind... and suddenly the trolls that had been hurtling out of the Mother a moment earlier, changed direction and began flying back into her. Iron Man was almost knocked into the Mother himself as they flew past him.

With some effort, he managed to turn around and make his way to the doorway once more. Digging his way out was going to be even harder than coming in had been. But he had no choice. He didn't want to be here when the Mother finished calling her children home.

Iron Man charged up his repulsors and began cutting himself a path.

---

Sekhmet Conoway had sprinted five miles, always staying mere yards in front of the advancing mist, when her ankle caught on a root and she went down hard on the dry, scrubby ground. As soon as she hit, she was rolling, getting her feet back under her so she could spring up again.

But as soon as she rose, her ankle gave out and dropped her right back on the ground again.

"Shit!" she hissed, grabbing at the useless ankle. Sprained at least, she guessed, maybe broken or dislocated. And the mist...

She looked up.

The Mist was right on top of her.

She could see the trolls within, gnashing their teeth, tumbling over each other in their headlong rush to keep up with the advancing mist.

"Remy," she whispered, and closed her eyes.

She heard the snapping of one monster's teeth... then there was a scream, a woman's scream that seemed to sound more in Sek's mind than her ears, followed by the trumpeting, frustrated howls of thousands of trolls.

Sekhmet opened her eyes.

The mist was retreating, leaving a decimated landscape in its wake, and pulling all the thousands of monsters it had unleashed with it. The trolls tried to scabble free of the mist, but that apparently wasn't how it worked. The hordes were pulled back toward the cliffside they had emerged from.

"He did it," she sighed. "I'll be damned, he did it."

She tossed the tire iron she'd been carrying aside and watched as the mist retreated over a hillside, disappearing from her sight for good.

*I owe that Avenger a beer*, she thought, and then the pain from her broken ankle caught up to her and she passed out on her back in the grass.

---

Iron Man burst from the cave just as the last of the mist was pulled into it. There was a beat of anticipatory silence as the armored Avenger rocketed up the side of the cliff... and then a thunderclap burst from the cave, followed immediately by a gout of flame. The rock wall seemed to swell with the explosion, and the entire face of the cliff suddenly crumbled away, destroying the small village above as well as the cave below. Iron Man watched as the rubble rained down into the sea.

"Damn you," he whispered again.

And somewhere in the distance, he thought he could hear Kang laughing...

---

**Next Issue: *Aftermath.* The repercussions of the attack on Tony's estate set in, and a very angry Iron Man has a few choice words with the Hand. Guest-starring Wolverine.**



#14

“MY OWN PRISON – PART ONE”

Written by Russ Anderson

**In Case You're Just Joining Us:** *Iron Man barely managed to halt an Icelandic invasion of Rock Trolls, led by Thor's nemesis, Ulik, but the victory cost him a piece of his soul as he was forced to kill the magical creature, the Mother of the Mist. The Enchantress, who orchestrated the entire affair, escaped. Meanwhile, back in the States, Pepper Potts and a grievously injured Jim Rhodes, with the help of Warbird, managed to escape the Stark Estate, which was under siege by the Hand.*

---

The woman in the bed looked like a mummified corpse. Her skin was dry and gray, her once stunningly smooth skin wrinkled and chapped from the ravages of poison and dehydration. She was wearing her hair short again, Tony Stark saw; he'd always liked that cut.

"Tony," the Black Widow wheezed, and reached out to him. He hadn't even realized she was awake.

He took the hand quickly, then placed it back down on the bed at her side, leaving his own hand over it. "Don't talk, Tasha. You've had a bad couple of days."

"The... Hand--"

"I know, I know they were after me. But they didn't get me. I got your warning in time."

The Widow's eyes fluttered closed and she gave a shallow little sigh.

"You saved a lot of lives with your stunt, lady. But it's time for you to rest now. Fury says you'll be ship-shape in less than a month if you take it easy."

"A month?" she wheezed, and tried to make a dismissive *pfft* sound. The effort turned into a hacking cough that scared Tony so badly he almost called for a nurse. Finally it subsided, and Natasha gave a soft chuckle. "Make... it two... weeks."

Tony smiled and gently squeezed the hand. "You're talking too much."

"That... was always your... problem, Stark," she breathed. "You're too... used to people... doing what you... say."

"Rest, Tasha."

"You... can't drop your guard..." she said, squeezing his hand back and becoming suddenly serious. "The Hand... doesn't give up... until a contract is... fulfilled."

"I understand."

"No," she insisted. "You don't... Tony. Be... care--"

Her hand went limp in his grip, and for one horrible moment, he thought she was dead. But a glance at the life readings above the bed assured him that she'd simply fallen back to sleep.

"Rest, Natasha," he repeated softly. Then he kissed the dry knuckles, stood, and left the room.

---

"You're sure she'll be okay."

"Look Stark," Nick Fury growled, "my medtech boys know what they're doing. After 'Tasha got stuck with the Hand's poison last time and we couldn't help her,\* we made synthesizin' an antidote a top priority. It ain't gonna be comfortable for her, but she'll recover. She already looks a helluva lot better than she did just yesterday."

(\* See Daredevil #187--Russ)

Tony was silent as the elevator continued down. The SHIELD helicarrier was incredibly vast, and he would have gotten lost twenty times over by now if Director Fury hadn't opted to escort him during this visit. Not everyone got such prestigious treatment... but not everyone was the engineer responsible for most of SHIELD's futuristic weaponry.

"I'll be back to see her again in two days," Tony announced. Fury shot him a look that said that wasn't his - Stark's - decision to make. Tony ignored him. At the moment, he had more important things to worry about than Col. Nick Fury's bruised ego.

This wasn't the only hospital visit he had to make today, after all.

---

*The Beast demands sacrifice... and so we give it to him.*

*The man kneeling atop the stone platform makes not a sound as the snakes slither across his naked body. Does nothing to provoke them as they work their way around him and into him... but the snakes are angry, they are hungry... and they serve the Beast. Over and over again, they sink their fangs into him. Not once does he scream, nor even moan. For he is strong... he is of the Hand.*

*And, in death, he will tell us what needs be done.*

---

"Madame...?" the young man muttered sleepily from the bed.

Meiko Ko turned from the bureau. She hadn't intended to wake her young lover with the desk lamp she was working under, but she wasn't going to tolerate his presence now that he was awake.

"You are dismissed," she said. "Report for duty. I will summon you again if you are needed."

The soldier leapt out of bed, pulled his garish green uniform on without a word, and exited the darkened room. She watched him go. He'd been a fine lover. Perhaps she *would* sample him again.

For now, however, she returned to the report on her desktop and flipped through it. The Hand had failed. Tony Stark was still alive. He hadn't even been in-country when the ninja had infiltrated his estate. The useless fools hadn't even managed to slay the employees who had been on the grounds at the time.

This was what happened when things weren't done the right way. Her way. One soft, elegant hand slipped under the sheet of silky black hair covering the right side of her face and felt the mass of scar tissue there. Her brother, Johnny, had shot her in the head months ago, just before his own life was ended under a hail of gunfire.\* Doubtless the poor boy had been trying to kill her, but the bullet had gone slightly wide and split her scalp open from behind her ear to just below her right cheek instead. The damage had been extensive, but fortunately the vixen hairstyle that was expected of a Madame Hydra hid the scars.

(\* See Iron Man #4--Russ)

She removed her hand and slid the report away, pulling a manila folder into view in its place.

She had come across this gem amid a storeroom full of half-forgotten records and intelligence reports. She still couldn't quite believe something so potentially valuable had been all but tossed out with the garbage.

The folder had one word stenciled across the front cover:

## DEMONICUS

Meiko Ko smiled. Tony Stark and Iron Man had stopped her from annihilating Japan once. Soon, all three of them - Stark, his lackey, and that foul nation of perverted savages - would burn as brightly as her hatred for them did.

---

Virginia "Pepper" Potts was already in Rhodey's room when Tony arrived at Seattle's Northwest Hospital. She turned and put a finger to her lips when he rapped lightly on the door of the private room. He nodded and came in quietly, joining her at the bedside.

Jim Rhodes - one of Tony's oldest and best friends - was laid out, sleeping soundly with tubes and IV's and electrodes and who knew what else attached all over him. There was an ugly bulge beneath the hospital gown, low on the left-hand side of his ribcage, where the wrappings and bandages from the surgery were placed.

"They took him out of ICU this morning," Pepper said quietly. "He was awake for a few minutes about an hour ago, but otherwise he's been out ever since we got him here yesterday morning."

"What do the doctors say?"

"The man who attacked him drove a sword all the way through him. Fortunately it missed his heart and his spine, but one of his lungs was shredded and they had to remove some small intestines."

"So he'll recover?"

"They think so."

Tony put an arm around Pepper's shoulders. She resisted for a moment, then leaned into him, resting her head against his shoulder.

"What about you?" he asked. "Have you slept?"

"Here and there," she replied.

"Does Happy know what's going on?"

She nodded. "He said he'd stop in later today to see how Jim's doing. Said he needed to talk to you as soon as you got back from your trip, too."

"Pep, I swear to you... I'm going to get the people who did this."

"I know you will, Tony."

"You always do."

---

**Later.**

"Thanks for meeting me."

"Least I could do," Warbird replied. She sat on the edge of the hospital roof, watching as the Iron Man armor unfolded from its pod form and wrapped itself around Tony Stark. "I wanted to find out how Rhodes was doing anyway, but considering he doesn't know me as Carol Danvers, it might have been a bit awkward waltzing in there and asking."

"The doctors say he'll make it," Tony assured her.

"Then what can I do for *you*?"

Tony was completely encased in the armor now, though his faceplate was still open. "I need to know everything you know about the Hand. Everything."

"Well... I don't know all that much, to tell you the truth. Just some gossip from an old military buddy. Tony," she said, her eyes narrowing, "I don't imagine you'd listen if I told you not to go off half-cocked?"

He ignored the question. "How do I get in touch with this buddy of yours?"

Warbird sighed. "I can probably arrange a meeting - no promises... the guy travels a lot. And you might have to go to New York to see him."

"Fine. Call me once you've got a time and place. You know how to get in touch."

"Tony, there's more going on here than just the Hand, isn't there? What's-"

Iron Man's bootjets flared to life in the middle of her sentence, and in the next moment, he was arcing high up over the Seattle skyline, disappearing from sight in moments.

Warbird looked after him with concern. She could probably catch him if she really wanted to, but... no, he obviously needed some time to cool off. If their roles were reversed, Tony would probably go after her no matter what; but Carol Danvers had a much different way of operating when it came to respecting a friend's wishes, no matter how self-destructive those wishes might be.

---

*The dead man blinks once... then falls over dead at our feet. The snakes leave him quickly, sensing their service to the Beast is temporarily finished and slipping into the shadows surrounding the platform.*

*Here, in the dead man's guts, uncovered with the gleaming silver knife in the jonin's hand, will be written the Beast's message. The knife descends, the belly is slit, and the jonin allows a sigh to escape his throat at the scent and the heat of the poison blood that splashes his hands.*

---

## **Stark Estate.**

"What... ((yawn))... what can I help you with, Happy?"

"Gee, Tony," Harold Hogan replied, "hope I'm not boring you."

Tony shook his head, took his goggles off, and rose from where he was crouching in front of some exposed wiring and electronics. The basement lab of the Evergreen Island estate was one of the most advanced scientific facilities in the world, but that apparently didn't mean things never went wrong. Tony set the welder he'd been using down on a nearby bench. "Stayed up all night trying to figure out what the Hand did to disable Jocasta and the rest of the estate's electronics when they attacked."

"Any luck?"

"None." Tony removed his gloves and rubbed his tired eyes. "Pepper said you wanted to talk to me."

"Guess I do," Happy replied.

Tony's eyes narrowed at his old friend and former driver's tone. "Sounds serious."

"I need a favor..." Happy began.

---

"*You're WHAT?*" Pepper Potts demanded, springing to her feet and leaning over her desk.

"Leaving," Happy said. "Transferring to head up Maria Stark Charities in Tuscon."

"For God's sake, Happy, *why?*" Before her former husband could answer her, Pepper turned her glare on Tony, who was standing on the other side of her desk as well. "Why are you letting him do this?"

Tony put up his hands as if to say 'It wasn't me'. Fortunately, Happy stepped in to save his boss.

"I just decided I need a change of scenery, Pep. That's all."

"That's all? Happy, you're--" She paused and looked at Tony. "Could you give us a second alone, Mr. Stark?"

Tony shrugged, hands still up in the air, and backed out of the room. He'd hear about this later, he was sure. Pepper calling him 'Mr. Stark' was like your mom calling you by your full name. You knew you were in trouble when you heard it.

"Now what's really going on here?" Pepper hissed once Tony was gone. "Is it because of me?"

Happy sighed and hung his head for a moment. "You ain't gonna let me get away without saying it, are ya?"

"Saying what?"

"I know you went out with Rhodes the night of the community center banquet, Pep," he replied. "I asked you to come with me to the banquet, you said you were too busy, then went out with Rhodes once I was gone." Pepper opened her mouth to protest but he put up a hand to stop her. "You're a free woman now, you can date anybody you want, I know that in my head. But my heart can't stand by and watch while you do it. I love doing the work I do for Tony, and I'll be a tax-deductible business call away if you ever want to talk, but you can't guilt me or bully me into staying here and watching while another guy romances you."

Pepper shook her head, stubbornly blinked away tears, then finally slumped back into her chair.

"Oh God, Happy," she said, her voice full of bitter regret, "what a mess we've made of us."

She kept her eyes on her desk, waiting for him to respond, but the only sound was the soft click of the latch as Happy left the room and shut the door behind him. When he was gone, Pepper put her head down on the desktop and let the tears come.

---

*Kill Stark, fulfill the contract. This is what the Beast tells us. That is what we must do.*

*So we burn the body of our brother and make our preparations.*

---

## **New York.**

Iron Man dropped down softly to the docks, the low hum of his bootjets barely audible above the quiet lapping of the waves. It was late afternoon, and the pier was abandoned for the day, save for the solitary man propped up against his motorcycle at the walkway's edge. As the Avenger strode toward him, the lone man turned, nodded in recognition, then lit the stub of a cigar.

"Wolverine?" Iron Man asked as he came within earshot.

The other man nodded, removed the cigar from his mouth, and blew a long stream of smoke into the night air. He wore a cowboy hat pulled down low over his eyes, but the hat couldn't hide the massive sideburns extending all the way down to his jawline. "Carol said you needed some info on the Hand."

"That's right."

"Mind if I ask what for?"

"You can ask all you want," Iron Man replied. Then he fell silent.

Wolverine chuckled and pulled from his cigar again, looking out over the water. "The Hand is the nastiest bunch of killers and sadists a golden boy like you is ever likely to stumble across."

"But they're nothing you couldn't handle, right?"

Logan looked at him sharply. "Okay, the Hand... they're a ninja clan that's been around for a real long time - hundreds, maybe even thousands o' years. I've fought 'em a few times, Daredevil has too. You can find a few cloudy references to 'em in history books if you look close enough, but they've really started to come out o' the shadows in the last couple o' years... mostly 'cause they're broke into a bunch o' factions, led by a couple o' different *jonin*, some of which aren't as worried about maintaining the Hand's anonymity. Lately, a real nasty number by the name o' Kuroyama has been tryin' to reunite the clans under his rule." \*

(\* See Wolverine #3-7 for more on Kuroyama-Wheatley-fan Russ)

"Does this Kuroyama have ties to HYDRA?"

Wolverine shook his head. "Never heard one way or t'other. If I had to guess, I'd say no. If HYDRA's who hired the Hand to hit your boss a couple days ago, it's probably one o' the independent clans."

Iron Man's head came up in surprise. "How did you know about the hit?"

Wolverine smirked.

Inside the mask, Tony Stark scowled. "How would I go about finding the Hand?"

"Best bet would be to find the people that hired 'em, then find out how *they* did it. I ain't never heard of nobody finding the Hand, though. It's the other way around: the Hand finds you. Now, I've given you everything you asked for boy, so I want you to listen to me for a second." Iron Man stiffened at being called 'boy', but didn't interrupt. "I know you're going to do something stupid, like walk in with all guns blazing and thinking that bright, shiny tank you fly around in is plenty against a bunch o' punks with swords. And then you're gonna be surprised when they manage ta kill yer reckless ass."

"I'm Tony Stark's bodyguard. They tried to kill him, and they almost succeeded in killing a couple friends of his. They're not going to get away with it. End of story."

"That's right," Logan said quietly, squinting through the smoke at the Avenger. "It's just a job to you, right? Nothin' personal. Got nothin' to do with revenge. After all, it's not like they tried to kill *you*. It was Stark they were after."

Inside the armor, Tony frowned. Wolverine's tone... did he suspect who Iron Man was? That the bodyguard was actually the guarded body?

Logan flipped his spent cigar into the water and mounted his motorcycle. "Tell Carol I send my love and we're even."

Iron Man nodded.

"And make sure you live long enough t' deliver the message." Logan gunned the engine and roared away down the pier, leaving Iron Man alone with the monotonous lapping of the waves and his own dark thoughts.

---

Pepper was pulled from her introspection by the buzzing intercom on her desk. She hit a button to acknowledge the signal, and watched as a monitor flipped out of the surface of her desk. There was a red sports car parked at the gate, with an unfamiliar redhead sitting at the wheel.

"Mr. Stark isn't available today," she began, not in the mood to waste energy on pleasantries. "This is his executive assistant. What can I do for you?"

"You can tell Tony I'm looking for him," the redhead said, leaning out the window and smiling up at the camera. "Tell him I stopped by, will you? The name's Bethany. Bethany Cabe."

---

*Stark is coming. Prepare. Prepare.*

---

## **Night.**

The old SoHo building that the Black Widow had been attacked in looked plenty deserted from the outside, Tony thought. There was a window high up on the West face of the building that had been boarded over recently - this was probably the one Natasha had crashed through in her effort to escape the Hand.

Iron Man pried the boards away and moved slowly inside, his bootjets humming softly in the dead silence of the loft. SHIELD had already been over this place with a fine-toothed forensics team - if there was something to find, they'd surely already found it - but that wasn't going to stop him from taking a look for himself anyway.

He dropped down from the beams and touched down lightly on the dusty wooden floor, setting the boards he'd pried off the window in a neat pile at his feet. He must have been standing approximately where the HYDRA agents had met with the Hand representative--what had Wolverine called them?--*jonin*.

He stood in place and let his scanners do their work. No unusual metallic objects left behind. No unusual gasses or scents in the air. Nothing on heat imaging. Audio was...

Bingo.

Something on audio, a voice, way below the range of human hearing. He checked heat imaging again and confirmed that there were no warm bodies in the loft with him. But the voice was coming from somewhere in here. He cranked the volume, trying to make out what it was saying. Still indecipherable. Too low for a human being to speak, even subvocally. But it was definitely a voice, a whispering haunted voice.

He blinked in rapid succession, working his way through the menu projected onto his retina by a laser beam inside his helmet. The audio went up again. An ant scuttling across the floor on the far side of the room would have sounded like an orchestra to him.

And there it was.

*Stark... Stark... Stark...*

He couldn't pinpoint it... it seemed to be coming from the wall's themselves. What in the world was going on?

He heard a loud *snap* - fortunately the buffers in his audio receptors kept him from being deafened by the sound - and turned. A board had pried loose from the floor, one end now sticking upward at an odd angle. A moment later, the board next to it snapped out of place. Then the next one, then the next. The walls and floor were making a strange, high-pitched groaning sound as if they were being stretched taut.

Milk. He smelled milk.

*Mother's milk*, the groaning walls keened. They were pulling out of shape, warping and pulling tight until the places where the floor met the wall blended into one smooth curve. More boards snapped loose near the center of the room, and poked upward at a slight angle.

*Get out of here*, Tony thought. *Get out. This is magic, you can't fight this.*

But he was rooted to the spot, unable to take his eyes or any of his other senses away from the cacophony. Beams started to splinter and fall overhead, falling downward until they hung around the periphery of the room like fangs.

And suddenly Tony Stark knew what he was looking at.

The room had become a giant, fanged mouth. And he was standing inside of it.

*Starkstarkstarkstark*, the walls groaned.

Iron Man fired his repulsors and his bootjets simultaneously, shooting up into the roof and blasting chunks out of his surroundings as he went.

It was too little too late. The jaws snapped shut.

And Tony Stark was gone.

---

**Next Issue:** *A very special look into the private hell of Tony Stark, as "My Own Prison" concludes.*



#15

“MY OWN PRISON – PART TWO (Conclusion)”

Written by Russ Anderson

"Tony? Tony, are you alright?"

Tony Stark opened his eyes, the lids peeling apart grudgingly and the dim light assaulting his pupils. He groaned, breathed in a nose full of dust, and looked up into the face of the person who had said his name.

Carol Danvers crouched beside his prone body, one gloved hand on his upper back. She was wearing her Warbird costume, but had taken the domino mask off to get a better look at him. Noting this, Tony also noted he was almost naked, dressed only in a pair of white briefs.

"Carol...?"

"Had me worried for a second there, Stark," Carol grinned.

"Where are we?"

"An empty loft in SoHo. Wolverine gave me a call after you met with him last night, told me I might want to come out here and keep an eye on you. With the way you've been acting lately, I thought it was a good idea."

Tony grunted and slowly sat up. His body didn't feel damaged in any way, just stiff from lack of movement.

"I'd like to think some beautiful woman wined you, dined you, slipped you a mickey, and ran off with your clothes when you passed out... but something tells me that's not what happened."

Tony nodded. "Not even close. I can't... I can't quite remember what--" He stood up, his knees and hips popping loudly with the movement. He was in the loft he'd come to New York to investigate. His old friend, the Black Widow, had encountered the Hand in this loft, plotting to assassinate Tony Stark, and they'd almost killed the Widow to protect their secret. Tony--wearing the Iron Man armor--had come in from above. And then... then...

Nothing.

Where the hell was the Iron Man armor?

"You say it's been a day since I met with Wolverine?"

"Roughly. Maybe just a touch over 24 hours."

Tony moved across the floor of the loft to a shuttered window. He had to wrestle with it before it finally came open in a shower of wood particles and dust. When he had it thrown wide, he stood there for a moment, staring blankly out onto a sight that made no sense.

New York was gone. In its place was an anonymous black metropolis, with buildings so tall their spires nearly blocked out the blood red night sky above. Mighty foundries belched black smoke into the crowded heavens, and pale, shrunken bipeds that might have been people scurried about fearfully on the streets below. Buzzing, robotic things that looked like men patrolled the empty spaces between the skyscrapers, occasionally sending lances of electricity out to annihilate some unsuspecting carrion bird. People everywhere were screaming, a collective wail that joined the buzzing of the electric drones in a macabre chorus.

Tony squinted, shook his head, looked again. The necropolis was still there, still bleeding its pollution into the sky. He smelled... milk. "What ha--I don't..." He turned to face Carol, but Carol was gone. In her place stood a madwoman in a red evening gown, pointing a small revolver at Tony's chest.

"Kathy?"

"Mother's milk," Kathy Dare whispered, and pulled the trigger.

For the second time in Tony Stark's life, a bullet slammed into his sternum, and smashed its way back out again through his spine. The impact hurled him through the open window at his back and into the night sky. And then, bonelessly, he began to fall...

---

With a splash, Tony landed in water. It took him a moment to realize that he wasn't dead, but once he did, he tried to kick for the surface. His legs refused to obey, ruined for the second time by Kathy Dare's damnably good shooting. Struggling, he managed to pull himself to the surface with only his arms and to tread water once he was there.

"Oh god," he gasped. "Oh god..."

The necropolis was gone. The same blood red sky still swirled overhead, but the black steel buildings had been replaced with a circular tub of water. The tub was very deep--more than deep enough to break Tony's fall--and its walls were transparent, seemingly made of glass.

Desperately, he began to paddle for the side. The smell of milk was gone now, at least. Another smell was overpowering it, one that made his mouth water and his back teeth hurt.

"Oh god," he repeated, and paused in his strokes even as his life leaked out of the hole in his back. He wasn't swimming in water at all, and this container wasn't a tub.

It was a glass tumbler. And it was filled with thousands and thousands of gallons of scotch.

In his entire life, he'd never wanted a drink less than at that moment. Grimly, he continued flailing for the edge, and when he finally reached it, he saw that the tumbler was sitting on a field of red and gold, alternating streaks of random length and size striping the landscape in all directions.

"Help," he moaned, gripping the rim of the tumbler with shaking hands. There was nobody to hear him, of course. As always, Tony Stark was on his own. He pushed and pulled at the rim in frustration. He had to get out. Had to.

"Don't worry boss," a familiar voice said. "I'll have you on dry land in a jiff."

The entire tumbler rumbled, scotch splashing over him in waves as the glass began to tip over. "No!" Tony cried, "No, Jim! Don't!"

But it was too late. The tumbler went all the way over, exploding as it struck the ground. Tony was flung clear, carried away on a wave of briny alcohol. It filled his mouth, his ears, his nose. It burned the hole in his back through which he should have bled to death by now. Somehow he did not drown or smash his head open; and eventually he came to rest, sliding to a stop on his belly in an inch-deep puddle of scotch.

---

He heard the footsteps first, a soft and steady *plish-plash* as the one who had tipped over the tumbler drew closer. The owner of those approaching feet clucked his tongue in disappointment, and finally spoke:

"Gotta tell ya Tony... you've looked better."

"Rhodey," Tony gasped. There was a massive pain in his chest to make up for the terrible numbness in his legs, and he realized with dismay that he'd taken some shrapnel from the exploding glass.

"Ain't got much time left, I imagine," Jim Rhodes continued. He drew around to where Tony could see him and paused. Jim was wearing the Iron Man armor, the earlier model he had worn during the time he'd subbed for Tony. He crouched down in front of his friend, setting his elbows on his gold-clad knees.

"Help me, Jim," Tony pleaded.

"I'll think about it!" the man in the Iron Man armor snapped. Then he seemed to deflate slightly and sighed. He snapped his fingers, and the armor began to peel off of him, folding away like the current model could do. Rhodey had to rise for the process to complete itself, and when it was finished, he was standing before Tony in a brown flight jacket and black Dockers. The armor had become a hovering pod beside him.

"Always takin' back your toys, Tony. Never able to stand on your own two feet for very long. Makes me think the armor's the real man."

"Help me," Tony repeated.

"Heard you the first time," Rhodey grunted, and pointed at his dying friend. The armor lowered itself onto Tony's back and opened up, shaping itself to fit its creator's battered form. Finally Tony was completely encased, and he managed to get shakily to his feet, the armor doing the work of his worthless legs. He felt the ragged tempo of his heart steady as the armor induced it to continue beating with the shard of glass in it. He felt stronger -- emotionally and mentally -- with the armor on, and he didn't allow himself to consider whether Rhodey had been right about which part of the armor-man combo was the crucial factor.

"Where am I, Jim?"

"This place?" Rhodey asked, gesturing vaguely. "This is your place, Tony. Don't you recognize it? This is the Machineworks."

"The Machineworks..." Tony repeated. "What the hell is it?"

"Whatever you want it to be," Rhodey replied. He had apparently lost interest in Tony, turning and staring intently off into the distance.

"How did I get here?"

"Practice."

Inside the mask, Tony Stark scowled in impatience. "Fine. I'll find out for myself."

At a mental command, his bootjets fired and he and the armor were flung up into the red sky. He climbed and climbed, but saw nothing but flat red and gold from horizon to horizon. If only he could remember what had happened to him after entering that warehouse...

---

His proximity sensors flared to life suddenly, casting target-lock warning alerts onto his retinas. He turned in time to see an emerald blur rocketing toward him at Mach 2, and though the armor could react with the speed of his thoughts, there was no time to even consider evasion. The green object slammed into him, and the two of them arced steeply out of the sky, striking the ground in an explosion of red and gold.

"Iron Man," the green object growled, and peeled itself off of Tony and the crater their impact had created.

Tony shook his head, mentally ordering the armor to identify his enemy while his own vision cleared. But something was wrong. The command wasn't being obeyed. He ordered an ID again,

mindless of the fact that he could have just peered through his mask's eyeslits at that point. Still the armor refused to obey and then he ran out of time to consider the cause of the problem, as a green hand emerged from the cloud of dust, seized Iron Man by the neck, and lifted him up.

"Do you remember me, Stark?" the Titanium Man rumbled from behind his black faceplate. The emerald armor he wore was huge -- easily twice the size of Iron Man's -- and that size translated proportionally into strength.

"You're... dead..." Tony croaked. The armor around his throat was beginning to buckle under the Titanium Man's grip.

"And you killed me." Titanium Man lifted the hand not slowly crushing Tony Stark's windpipe, and pressed it against his enemy's faceplate. Tony managed to get his eye and mouth slits sealed just as the Communist villain fired his repulsors.

Iron Man was thrown far, far away. As he was tumbling through the air, he happened to catch a glimpse of his booted foot flopping overhead, and he realized why his armor hadn't obeyed that ID command earlier -- he wasn't wearing his current armor anymore. This was the stripped-down, ebony-colored, stealth version. The very armor he'd been wearing, in fact, when he'd inadvertently killed the Titanium Man. The armor didn't have half the features most of his suits did, and wasn't at all intended for combat. He was in serious trouble here.

Eventually, he landed with a *crunch*, putting yet another scar in the red and gold landscape. A moment later, the Titanium Man dropped to the ground beside him with an earth-shaking *thud*.

"Who... who are you?" Iron Man demanded, slowly rising to his feet. "You can't be--"

"Make no mistake, Iron Man. Your old enemy, the Gremlin, is inside this metal suit. And you are as dead as I am." With that, the Titanium Man swung a heavy foot out and punted Iron Man away again. This time Tony was ready for it though, and caught himself in mid-air. Angrily, he swooped around, ready to show this imposter what he could do with even a stripped-down suit of armor.

---

The Titanium Man -- or whoever he had been -- was gone. And instead of an empty plain as far as the eye could see, the ground below was littered with the rubble of shattered buildings. The dead were everywhere, strewn across the debris like windblown leaves.

"Hala," Tony muttered, dropping to the ground and noting with absolutely no surprise that he was in yet another suit of armor -- this time the bulky suit he kept for extended space travel. "I'm on Hala."

Hala had once been capital world of the mighty Kree Empire, until a plot by that Empire's leader, the Supreme Intelligence, had resulted in the detonation of a Nega Bomb in the center of the Kree system. It had all been part of some plot to cast the Kree race into evolution's fires, to

jumpstart their stunted development with the Nega Bomb's energies -- the Supreme Intelligence had apparently been a strong proponent of the 'break a few eggs to make an omelet' mindset. But when Iron Man looked at this carnage, perpetuated by the Kree's *own emperor*, he didn't see a noble sacrifice in the name of an entire race's continuance. He just saw carnage. And he was sick with rage and sorrow again, just as he had been then.

He engaged his bootjets, thrusting himself up into the air and calling up a 3-D map of the city of Kree-Lar. He was near the northern edge of the capital, which meant the Intelligence was just past--

He rounded a corner and pulled up short. In the distance to his left, he could see a gathering of brightly-garbed people, standing listlessly atop a slight rise in the devastated street. Captain America was at the front of this gathering, and he was gazing intently at something off to Iron Man's right. Tony turned to look.

Another grouping of Avengers were attacking the Supreme Intelligence. The Intelligence's fortress had been devastated by the Nega Bomb, and the monstrosity was exposed and nearly helpless.

The Intelligence resembled nothing so much as a giant, misshapen green head, floating in a massive, fluid-filled tank, with dozens of tentacles sprouting from its scalp. It wasn't capable of independent movement, and so was trapped amid the ruins of Kree-Lar. The rogue Avengers -- Hercules, Sersi, Wonder Man, Thor, the Vision, and the Black Knight -- closed in on the leader of a dead empire.

"No," Tony whispered, but he was frozen, literally unable to move anything but his head. The smaller grouping of Avengers had sided with Iron Man after the Nega Bomb went off. Cap had insisted that killing the Intelligence would solve nothing... but that hadn't been good enough for Tony. *Millions* of Kree dead were crying for vengeance, and -- damnit, why did they call themselves 'Avengers' if they couldn't do the job?

But Cap had been right. After the Intelligence was dealt with, the schism in the team had nearly torn the Avengers apart. Cap had left, the West Coast branch had been disbanded, Tony himself had formed his own team named Force Works -- more to spit in Captain America's eye than for any other reason...

At the citadel, the Intelligence's mind tricks and psionic blasts had been dealt with, and now Dane Whitman -- the Black Knight -- stood poised on a crumbling brick wall above the tank that held the creature. Dane's energy sword was ignited and clutched in one trembling fist.

"Dane! *No!*" Suddenly Tony could move again, and he rocketed off toward the citadel. He should have been able to cover the distance in less than two seconds, but the structure drew further and further away as he accelerated. He saw Dane leap into space, flipping his sword around so it was pointing straight down toward the Intelligence's tank.

"It's not worth it Dane! Don't!" Desperately, Tony fired his repulsors. The charged plasma leapt across the distance to the citadel, striking the Black Knight at the exact moment the Knight's sword pierced the Supreme Intelligence's tank. The Intelligence screamed, and a massive beam of psionic energy shot skyward as the Black Knight was hurled off of the tank.

Iron Man watched the psionic energy that was the essence of the Supreme Intelligence dissipate in the smoke-filled clouds over Kree-Lar... and it didn't matter that the Intelligence had later turned up alive, or that Cap had eventually come back to the team, or that Tony felt true regret for his part in this attempted murder. None of that mattered. All that mattered was that he'd failed again. Just as he had so often.

Turning, he dropped down to the ground where the Black Knight had been thrown by his repulsor blast. Dane was frighteningly still, and even as Tony knelt down to run a scan for lifesigns, he knew there were none. There was a smoking hole in the Black Knight's chestplate. It was impossible -- he'd set the repulsors too low to do this kind of damage. But he wasn't surprised.

---

Tony closed his eyes briefly. When he opened them, the Black Knight was gone, and in his place was the smoldering corpse of the woman he'd killed while under Kang's thrall -- Yellowjacket.

He hadn't even known the woman, she was just some petty criminal who stole Hank Pym's old battlesuit and decided to try to make good on it. And he'd shot her down in cold blood -- but the other Avengers had forgiven him for that, right? He wasn't in his right mind at the time. He couldn't possibly have--

The sight of her was even worse than that of Dane. Iron Man closed his eyes again.

---

When he opened them, Yellowjacket had been replaced by Sergei, the Carnelian ambassador, his chest blown out by a repulsor ray to the back when Justin Hammer had taken remote control of Tony's armor.

Tony closed his eyes again. And kept them closed this time. Who would he see next if he opened them? His parents? Rhodey, stuck in a hospital bed for being too close when the Hand had tried to assassinate him? Whitney Frost? Any of the numerous others he'd failed over the years?

"Who is doing this to me?" he said, keeping his eyes squeezed shut.

And that's when the smell hit him again. The sickening, thick smell of milk just about to turn over. *Mother's milk*, Kathy Dare had called it.

And Tony remembered everything.

He remembered breaking into the SoHo loft; he remembered watching in stunned immobility as the place had literally peeled itself apart, shaping itself into a giant, fanged mouth just before slamming shut on him.

The Hand.

The Hand had brought him here. The Hand had shown him all this simply to torment him.

No more.

---

The land beneath Iron Man's feet buckled violently, tossing him as well as the corpse he knelt over. He fired his bootjets and hovered several feet above the ground, watching the landscape ripple outward like a snapped blanket. When that ripple had disappeared, another one swept by, even larger and more dramatic this time, rolling all the way to the horizon.

The entire world seemed to shift suddenly, flexing in no discernible pattern as if it was the skin covering leagues and leagues of working sinew and muscle. Tony fired himself upward, up and away from the surface until his altimeter reported he was brushing the lower edges of the ionosphere.

And then the uniform flatness of the ground began to break. Strange humps appeared, several massive tracts of red-and-gold split apart to reveal a nightmare of wires, tubes, and cables underneath. The entire plain swelled, then bulged upward, depressions forming in the uppermost edges to reveal an expressionless metal face.

The surface continued to shift, spilling guts of wire and spurting oil wherever it split open, until a massive red and gold behemoth, formed of the land entire, stood glaring down at Tony Stark in his humble suit of iron.

The red and gold plates that had formed the plain covered portions of the behemoth, but falls of black wire and blinking circuitry spilled out across its form. The only place it was completely solid, was in the face.

The face of Iron Man.

**SSSSTTTAAARRRKKK**, the giant Iron Man boomed, and Tony didn't wait for it to make its move -- he rocketed up to where its head was and fired repulsors full-tilt into the thing's eye.

**MMMOOOTTTTHHEEERRR' SSS MMMIIILLKKK**.

Rivers of foul-smelling milk exploded from the giant's eye and mouth slits, blasting Iron Man across the void. His own mask automatically sealed at the attack, but some of the substance leaked inside before he could complete the process. He gagged, swung around, and made to charge the thing again.

He never got the chance. A hand as tall as a skyscraper seized him before he could get his bearings. The fist closed, crushing down on him until he was sure the armor would pop like a grape. He fired the uni-beam from his chest projector, fired his repulsors at near full strength. None of it made a difference. He thought to peel some of the red and gold plating away, to get at the mechanical guts underneath, but his arms were pinned in the thing's grip.

The hand flexed, shifting him in its grip until his head was poking out, and then the thing brought him, helpless, back to its miles-tall face.

Tony could see into the eyes now, and he quailed at the sight. The thing he was facing was a machine... but it was something else too, something dark and sinister and older than history, something that had inspired frightened cavemen to create legends that still lived on to this day. A devil. A Beast that fed its children of the night on the spoiled, corrupting milk from its own breast.

For just a moment, Tony Stark saw it, and he was more frightened than he'd ever been in his life.

The thing's other hand appeared, its fingers extending for kilometers and drawing to sharp points. Before Tony could stop it, the Beast thrust those fingers into the helmet of his suit, and peeled it away to reveal the man beneath. When Tony's head and shoulders were exposed, the monster grabbed him by the head and yanked him free of the suit, letting the armor fall into unseen oblivion below.

**SSSTTTAAARRRKKK**, the thing repeated, and this time those incredibly sharp and powerful fingers came at him. He screamed as the steel needles pierced his skull, pulling the skin and muscle and bone away to reveal...

The Beast paused, considering the thing standing in a pile of Tony Stark's flesh in its palm.

It was the Iron Man armor. The impregnable iron core that rested at Tony Stark's center. The place the enemies, the ex-lovers, the self-doubt, and the alcoholism could never touch.

**SSSTTAAAR--**

Iron Man rocketed out of the thing's hand, firing repulsors into its eyes as he arced up over its scalp. He throbbed with power, throbbed with the need to repay this Beast for what it had done.

Without a moment's hesitation, as the Beast was still gathering its wits, Iron Man drove his body into the wires and circuitry exposed at the back of the creature's neck.

He partially waded, partially cut, his way through to what he guessed was the creature's center. There were traces of organic life in here--a length of muscle connecting two pistons, an artery feeding gallons of blood into a steaming furnace--but he had no time to study these contradictions as his surroundings began to quake. There was the sound of tearing metal, and the Beast's needle-like fingers appeared before him, pressing through its own guts at him.

Iron Man seized a nearby cable, wrapping it around one gauntlet. Then, when the fingers had come within range, he grabbed one of them with his other hand. The finger-blade sliced into his iron skin, but he ignored it.

"Nothing," Tony growled, "you're nothing to me."

And then he fed pulse bolts through the cable in one hand, and the blade in the other. The bolts traveled upward and outward through their respective mediums, overloading and blowing out machinery as they went, but meeting nothing resistant enough to impede their march through the system...

Until both bolts met near the Beast's masked head. And the circuit was completed.

Iron Man closed his eyes as the Machineworks erupted in screaming, unchained fire.

---

Tony Stark opened his eyes, the lids peeling apart grudgingly and the dim light assaulting his pupils. He groaned, breathed in a nose full of dust, and looked up.

He was in the Soho loft he'd been investigating when all this started, laying on his stomach, clad in the Iron Man armor -- the current version -- with the facemask swung open.

Slowly, he rose and slapped the mask down over his face. The suit's chronometer said it was near sunrise on the morning after his meeting with Wolverine. That left a blank patch of about 5 hours in his memory.

*Not so blank*, he amended ruefully.

He flipped the mask open again and moved to the window, pulling it open in a shower of wood particles and dust. New York City -- the real one -- looked back at him. People moved about sluggishly in the early morning on the street below, oblivious to how happy Tony Stark was to see them.

*Did your damnedest, but I'm still here*, Tony Stark thought, looking back at the empty loft, the loft that showed no signs of the warping it had suffered before his... "trip" to the Machineworks. The only thing that convinced him that it might have actually happened was the cloying taste of milk in his mouth, the smell in his nostrils.

Despite this, Tony Stark was suddenly very happy to be alive. He had many regrets, many things he wished he could change, both past and present. But for right now, the living was enough. It had to be.

Maybe the Hand would take the hint and back off. Maybe they wouldn't. Tony didn't know for sure. But let them come, he thought. He'd deal with them, just as he'd always dealt with these

things. In any case, he couldn't waste any more time on guilt-driven vendettas of vengeance, nor on self-loathing. He had friends that needed him, work that needed to be done. Plenty of both.

Iron Man slapped his faceplate closed and fired himself through the window and up over the New York skyline. The sun was in his face.

---

## **IRON FILINGS**

- **Iron Man met with Wolverine and investigated the last known headquarters of the Hand last issue.**
- **Kathy Dare shot Tony Stark and crippled him in Marvel's Iron Man #242**
- **Jim Rhodes first donned the Iron Man armor in Iron Man #169**
- **The death of the Titanium Man, and Iron Man's role in it, was portrayed in Iron Man #229**
- **A group of Avengers (seemingly) killed the Supreme Intelligence at the climax of *Operation: Galactic Storm* in Avengers #347**
- **A mind-controlled Tony Stark killed Yellowjacket II in Avengers: The Crossing #1**
- **Iron Man killed the Carnelian ambassador to the US under remote control by Justin Hammer in Iron Man #124**

Thanks to Jeff Melton for writing me a very nice letter that will be printed next issue, and to Scooter and Alvaro Ibanez on the MV1 Talk list for helping me with some last minute research.

- Russ Anderson  
13 April 2001

Issue #16

## "MY OWN PRISON"

Conclusion

by Russ Anderson

Stark Solutions main offices, Manhattan, New York, 12:00 PM

Anthony Stark was jogging in side the Under ground facilities of the Stark Solutions HQ where his Armory was housed inside an Olympic style training facility, with a self covering indoor pool at the center of the foot ball field like turf. A smiling Red Headed woman in her mid thirties or so came sauntering in slowly looking across the field toward her long time boss, her smile soon transforming in to a look of surprise, the exercise routine was new.

"Trying to get in shape for the next 'Playboys with Cybernetic Organs' Magazine special Tony?" Pepper Potts jokingly asked her boss, holding an envelope addressed to both she and Tony from her husband Happy in her left hand, it was apparently regarding the most recent project Tony's assigned him. A few minutes later after having dried off his brow with a terry cloth, taken a few swigs from his water bottle, and read over Happy's report, Tony smirked.

"Looks like your husband's unerring Charm worked on Mister Lang, he's agreed to check out my offer," Anthony said as he stood up from his desk, still wearing the Nike Jogging suit he'd had on when Pepper arrived, the collar of his T-shirt slightly discolored with sweat.

"Guess I'd better get ready for that 'Power Meeting' with Rumiko," Tony said as he hit a button on his Desk that was hidden just underneath his name plaque, causing a portion of the wall to pop open revealing his newest finished suit of armor, the one he'd only just used to stop the Russian's and their attempted assaults on the Stark Fujikawa Corporate HQ.

Tony had enjoyed designing this new suit, it was very stylized and modern, allot different than his last armor which resembled his more classic suits more so then any of his other two most recent armor designs. Even his teenage self had managed to make a more modern appealing symbol of the technological era in the form of his own armor, which Tony had seen specifications for after he'd suddenly reappeared in this dimension after a yearlong absence.

Now he was looking toward the future, not the past, it was time to make things better, not just for himself and Solutions, but for the whole of the earth, he wanted to make a difference, and if starting by helping the Maria Stark Foundation Orphanage with funding, and the contribution of presents for all of the children for Christmas was one way to help, then he'd start there.

Tony stood and extended a hand to touch the chest plate of his newest masterpiece, hitting a hidden button near the Unibeam projector that caused the chest cavity to collapse outward, opening, as the rest of the armor's parts followed suit, seeming to move of their own accord to slide in to themselves, leaving only half of their previous mass visible.

He then stepped in to the armored shell and slid his hands in to his massive gauntlets, his chest plate being the first to converge back on itself it shut over Tony's own metal plated right chest, his artificial heart becoming engulfed with the most durable section of the armor. Then the legs formed their sort of armored cocoon around Tony's hips and knees, the silver surface, still not having been completely painted in the traditional shell head colors, conforming to his musculature perfectly.

The arms followed suit similarly, and the last thing for Tony to do was don his mask, the helmet which had protected his skull from shattering force punches, and his identity from scandals galore, as well as one of the most advanced sensory devices ever devised by Homo sapiens, clenching in to place with the neck armor to finish the suit.

Tony then gave a verbal command to his armor's Artificial Intelligence Assistant system Jocasta. "Jo', open up the Launch catapult that leads to the Hudson, I'm leaving now, ETA for arrival at the exit gate should be 2 minutes," Tony said referring to one of the many subterranean exits of the armory, this one leading to the Hudson Bay.

Maria Stark Foundation Orphanage, 2 hours later.

Tony stepped in to the office of Abigail Winsley, one of the employees of the Orphanage who handled adoptions and Child Admissions, smiling toward the later middle aged black woman.

Abigail was an attractive woman for her age, not in that she looked young, but that she still had that air of respectability, and a fire in her eyes that could warm even an ice cold heart, and she smiled to the Orphanage's biggest benefactor with one of her infamous heart warming smiles.

"Why Mr. Stark," she began before seeing the suddenly dejected look in the man's face, "Excuse me, Tony." She said now looking over the brim of her golden wire reading glasses to look toward the man's face with a smile, the well trimmed goatee and moustache no longer drawn in a frown. "Good to see you. How've you been, Anthony?"

"I've been well Abigail, I was wondering if the kids have any free time later this week, so they can come by the Mansion for a few hours on Christmas and have dinner," Tony said, he'd already called the Orphanage on a few occasions and spoke to all thirty two children one at a time to find out what they wanted for Christmas, and he, Happy, Pepper, and even old Rhodey had had a hell of a time finding all their requests, some of them asking for Japanese Toy Models that hadn't been produced since nineteen ninety two. But with his money, it wasn't two hard to get a hold of those items.

"The children'll be there at five PM sharp if I have any say Anthony," Abigail said as she stood up and reached out to shake Tony's hand... she hadn't always agreed with this man, but his recent attempts to help his mother's name sake organization were noted, and she liked the turn he'd made.

"Thank you Abigail, I'll send a Stark Solutions Environmental Bus to pick them up at 4:30 then?" Tony asked then as he returned the offered hand in kind.

"That would be wonderful Tony, just wonderful," the middle aged African American woman said before turning to look from her office window at the Basketball court below, where two of the older Orphans, 17 year old Miguel Orejola, and 16 year old Seth Bigoski were playing a game of one on one. Seemingly with no rules, as Seth swatted Miguel's jump shot in to his stomach in mid air, and then helped his friend up.

Christmas Day at Tony's Manhattan home:

Two of the younger children from the Orphanage had already managed to destroy four sets of China that Tony owned, something that would've caused him to go insane a few years back. But, as long as they didn't find his grand mother's pieces they were fine, he mused, as he listened to Miguel and Seth lead the kids in Christmas Carols as Happy and Pepper's eyes nearly came to tears. Tony'd been gone for a long while, and a lot had happened during the last few years.

During his one year absence the married Pep' and Hap' had split up do to allot of baggage they'd started building up as their two adopted children had been taken from them do to lack of money, and happy not being able to hold a job.

Tony had come back and tried to help set things straight with his friends, and for a while it had almost seemed like it would work, then Happy had decided to move off on his own, as Pepper seemed to be getting close with another of Tony's trusted friends Jim Rhodes. But, in the end, he'd decided no matter what he couldn't leave the woman he loved, even if she had abandoned hope, and he found out a few things in the process.

Apparently Pepper had been using the whole Rhodey angle just to drive him over the edge, not surprisingly, and Rhodey had really never had any intention of getting too involved, he'd always found Pep' attractive, but he never was one to disobey the laws of chivalry and be with another man's wife, specially one who didn't love you.

So his friends reconciled after a very long rocky period, and he had finally been able to set them back up on their pedestal of the perfect couple in his eyes, yeah, they bickered, but what loving couple doesn't, Tony mused, as he saw Pepper punch Happy in the arm for some unknown reason. The yelp coming from Happy only confirmed that it wasn't a playful hit, and he'd done something to miff off his lovely wife.

Tony'd bought all of the kids two presents, one to teach them about the religious beliefs behind Christmas, a book on the different connections between Christmas, and Jesus Christ, and non Christian or Catholic sects or religious belief and the second being whatever they could imagine wanting. He'd bought Seth an old 69 Shelby GT 500 Mustang, and Miguel a 64 Impala. However he'd bought them in slightly rough hinged condition, and offered both of the boys his staff, and his personal repair garage to polish them to glory, which had excited both mechanically inclined young men.

Alan, the young man who'd wanted the Japanese toy had gotten his Zoid Liger Zero. Maxine, had gotten her imported French silk robes, and John his Fat Albert Fubu Platinum collection

clothes. But the present that put a smile on Tony's face was Alexander's, he'd asked for, and received a new Stark Ware Computer with 2.3 GH processor. And as if that weren't enough, a game programming suite so he could make an Ironman and the Avengers video game during his free time, the 192 IQ possessing young man giving Tony memories of him at a young teenage stage of life.

A Month later, January 23rd, 2002, 7:30 PM

"So Rumiko," Tony said as he sat there in his tuxedo, his relationship with this woman had been rather enjoyable except when they were being shot at by terrorists, or drawn in to family business affairs as they were this time around. "Is this simply a friendly dinner, or has your Father asked you to come?" Tony asked, referring to Rumiko Fujikawa's father, one of the Corporate Executives at Stark-Fujikawa.

"Actually Tony, its both," the 28 or so year old Japanese woman said, she was incredibly stunning to the eyes, seeming at the most to be twenty two in age, with a lithe body, and beautiful dark eyes that were slightly pointed at the ends with her long black locks cascading around her face like tendrils of smoke. "I've been wanting to talk to you for a while Tony, my father just gave me an excuse by requesting I come see you here in New York to ask for your help."

"And what would Stark-Fujikawa need my help with now?" Tony asked, pretending not to be seriously interested though his curiosity was caught.

"Developing a new Security system for our European and Hong Kong HQ's. After the incident with the Titanium Man, my father and Grandfather are scared near to death." Rumiko said, causing Tony to smile slightly, he'd just hired Scott Lang, the smallest man on earth\* to develop a new Security System at Stark Solutions Manhattan HQ, who better to help him design a defense against invasion then someone who can pass by the Pentagon's security undetected.

"I'll do it, on one condition," Tony said smiling inwardly as he saw the worried look pass over Rumiko's face. "We do this again, in Hong Kong, while I install the new Security System," Tony said, referring to having another relaxing dinner between just the two of them, she was a bubbly woman when she was active, but if you got her calmed down and seated she could take control of a conversation, that was what attracted him most to Rumiko.

"Its a deal Anthony," she said using his full name before standing to leave, her Security Entourage of three men, a Japanese gentleman of about the stature of an average High School Junior, and two larger White Males, seemingly German, all standing from their table on the opposite end of the room as well. Rumiko went to whisper something in Tony's ear, when a sudden clicking noise was heard, and five Gentleman, as well as three Women all stood from various tables around the room and drew Firearms, Tony's eyes going wide as he and Rumiko were both speared to the ground by one of Rumiko's security guards.

"Watch yourself Mister Stark," the man said as he pulled Rumiko close to cover her, bullets spraying from all 8 gun-people's weapons in their direction. The other two guards had set up a

barricade with a near by table and were attempting to fire back, but it wasn't doing much good, but Tony was used to people attempting to kill he and Rumiko when they were together and he was ready.

His armor was on remote control and flew up to the window, blasting out the paned glass with the palm mounted repulsors it was equipped with, and then setting up a repulsor shield that was projected from just above his knuckles as it flew through the window. Soon resting itself dormant in front of the barricade, the Repulsor shield holding up, as the Antman, Scott Lang crept from inside the helmet in his smallest sub atomic form, and grew to his full size looking toward Tony.

"Do all of your dates go like this boss?" he said with a thin grin as he ushered the three body guards and Rumiko out of the back door, the Ironman armor floating behind them its shield still up. Tony smiled, he and 'Ironman' went down one hall as Scott lead the others toward the Exit of the restaurant section of the hotel they were staying at.

"This way folks," Scott said as he lead them along, the hall way attempting to distract them from Tony and the Empty armor as they jumped in to a near by closet. A minute later the closet doors were blasted open by a repulsor blast at low level sending wood splinters everywhere. Launching himself around the corner with his Boot's engines on full blast Tony was soon floating above the main chamber of the dining area where he'd been only minutes before in his normal guise of Anthony Stark, Billionaire Industrialist and lady's man.

But now, Tony had become...

"The Invincible Ironman!" One of the Tuxedo adorned gunmen called out, referring to the title so often given the armored wonder of technology by News papers and television reporters.

"That's right hombre, now, how would you like it, Repulsor, Unibeam, or Maybe just a good shot to the jaw?" Tony said, deciding on the third as his fist collided with the man's chin, sending him sprawling, and he hadn't even attempted to use full force with that shot.

"Grab him, the Council want Stark and the Armored one destroyed," one of the women said, causing Tony to pause in a hovering position above the floor for a moment.

"What Council, did I make the School District Angry again, uh oh, my bad." Tony said, attempting his best surfer dude impression as he then shot himself foot first in to the chest of one of the other gun-toting terrorists sending him sprawling.

He then shot a repulsor shot in front of a near by woman to stop a stray bullet from colliding with her chest, and used the Electro-Magnetic field projector in his left gauntlet to stop a spray of armor piercing bullets from a modified fully automatic Desert Eagle from hitting his shoulder.

"I don't know who you people are, but that's it," Tony said, his armors shoulder pads folding upward for a moment as his engines lit up a deep yellow orange, before turning to a bluish flame. He then hit his thrusters, launching toward the two nearest of the female Terrorists and clothes

lining them, knocking each unconscious and causing one of them to flip upside down and land head first on a dining table. He caught another of the men by his tie during this flight and then spun around, before letting him go, launching him to land on the chest of his partner, both of them being sprawled out on the floor.

"The Rex Illuminati will not allow this to go on much longer Iron Avenger," the last of them called out, as Tony's brow rose. Turning to see the gentleman rip his shirt open to reveal a rather large group of C-4 Blocks strapped to his chest, normally with Tony's armor this wouldn't be an issue, but there were innocent people around he had to remember. And launching himself toward the guard he soon had the man by the neck and was flying with him high in to the air out the blown out window.

"Who is this Rex Illuminati?" Tony questioned the suicidal terrorist as he held him five hundred feet above the tallest standing skyscrapers of New York City.

"Your worst night mare," the Man said, before he hit a button on his watch, causing the seven blocks of C-4 explosives to go off, launching pieces of his body in all directions, burning to a crisp, as Tony's armor was thrown back a few yards by the explosion.

"God forgive you," Tony said, crossing his chest as he closed his eyes as not to see the body parts falling, each one burning up before it could hit ground.

A few hours later after the police investigation had completed, Tony was sitting having a cup of coffee in his office as Rumiko waltzed in, her eyes wide, and happy he was safe.

Tony had just gotten off the phone with Jim Rhodes, requesting assistance with the present situation through a bit of investigating, already having found a few Leads, Jim had said he'd prepare to head to the Japanese Fujikawa Corp's Hong Kong branch office and do some digging around as soon as he could. That was Rhodey for you, reliable in a pinch.

"Tony, I'm so glad you're all right, who were they?" she asked as she looked at him with her head slightly tilted to the side.

"Apparently, they're the oldest existing Cartel in the world..." Tony said, referring to the People of the Light, a Cartel created over a thousand years earlier in an attempt to find true enlightenment.

"Which would be?" Rumiko asked, looking puzzled at Tony.

"...The Illuminati," Tony finished, as he stood to look out the window of his Study and Office in his Manhattan home.

3 weeks later, February 13th, 1:00 pm Chinese Time.

Tony was just disembarking his private plane at the Fujikawa owned terminal at the Hong Kong International air port when he saw the black Lamborghini belonging to Rumiko, apparently she'd

decided to have their dinner before the job began, he mused, he and Scott already having completed work on Solutions and the Euro-branch of Stark Fujikawa's Security Systems, and having now arrived to install the third of the limited edition systems.

Scott however was busy keeping an eye on the Armory in New York this time around to go on the Pan-Atlantic trek with Tony. "Rumiko," he called as he reached the bottom of the escalator that had been attached to the right side of the plane upon fully stopping. "How are you?"

"Grand Tony, just Grand," Rumiko answered in return, just as a loud whistling noise could be heard coming from the sky, and Tony looked up just in time to see a Hand Held silo launched explosive veering towards Rumiko's car.

Rumiko didn't waste any time hitting the gas, her convertible Euro-import taking off down the run way like a veritable rocket in its own right attempting to escape the oncoming explosive. Then, as the missile hit ground after exhausting its fuel supply just behind Rumiko's car, the vehicle was sent rolling, luckily however the force of the explosion had caused it to flip first, dropping Rumiko on the ground. She was a little worse for wear with a few bruises, and a sprained arm from the fall, but otherwise she'd be okay.

Tony had already activated the Armor by remote at this point and sent it flying from the cargo holds of his plane toward Rumiko who was then scooped up in its arms like a worm being snatched by the early bird. Tony smiled, it was something about that girl that always got him in trouble, he mused, just before finishing his descent down the escalator and running to Rumiko's side... an Airport security vehicle rolling up with three armed officers and two suspects in side.

The two men were pulled from the car each dressed stylishly in a Mandarin Tuxedo, all metallic black, and carrying brief cases which were hand cuffed to their wrists, already emptied of the supply of magazine for handguns and a few Anti-Tank missile launchers.

"Tony," Rumiko asked as Stark took a hold of the report papers to sign his name to them after explaining what he'd witnessed to the security officer. "What is it, Rumiko?" he asked as his eyes returned her gaze.

"Why are these men trying to kill me, or you, or whomever they're after," the young woman began to ask, before another familiar voice was heard from a few yards away as a tall African American gentleman in a black pair of Dockers, a white polo shirt, and a leather jacket walked toward the crater on the run way, rubbing his facial hair absently.

"Do you two ever have normal meetings, a couple weeks back I read about New York, now this?" James Rhodes asked as he walked toward his long time friend Anthony Stark and embraced him in a short hug.

"How've you been Rhodey?" Rumiko asked, having a few fond memories of the ex-Stark International Exec, and Ironman-sit-in as she smiled softly.

"Pretty well Rumiko, pretty well," he said as he inspected the two gentlemen who were standing before him under the watch of the Security guards. "So, these guys with that organization you were telling me about Tony?" Jim Rhodes said, his dark eyes looking toward his ex-boss, and still good friend, even with a few strains on their relationship, Anthony Stark.

"I'm assuming so considering they just tried to blow myself and Ms. Fujikawa here to hell," Tony said, he was feeling sort of jittery, he hadn't had someone try to kill him directly in a while. Ironman was a common target of the world's Super Villain community, but not Stark, at least recently he hadn't been. "Let's get back to the hotel, and finish up this conversation there, shall we Jim, Rumiko?"

The Hotel, 3 hours later.

After going over the situation with Rhodey and Rumiko Tony had decided to take a shower, and was now standing on his Room's balcony watching the sun play across the waters near by as he shook his head. He just didn't understand why the world's oldest cartel would be after the Fujikawa's, if they were even the real targets, Tony mused as he sat down to drink his tea at the table just inside the balcony.

He'd talked to Rhodey a few weeks before about the first incident and had requested he come to help Tony do a little snooping regarding the Assassins when he reached Hong Kong, so far, no luck, Jim had been there a week already had no leads. As far as the Tongs were concerned, the Illuminati's actions were unsanctioned, but then, they didn't dare challenge the power of the world's oldest criminal organization.

So once again it was left up to Stark and company to figure out the problem, guessing that was what he would have to do, Tony walked over to his closet, and the suite the Fujikawas had prepared for him was nice. Even came with tailor fit Mandarin suits, one of which Tony decided to wear to dinner. After Sliding the coat over the Frog Tie gi top like shirt Stark was headed out the door, but not without forgetting something, he placed a small clear object in his right ear, a nano chip keeping him in contact with the armor's AI Jocasta.

"Tony, I really don't think you should be going out in public like this with everything that's happened today," Jocasta bickered, but Tony only responded as he would to the bickering of Pepper or Happy. "I didn't make the money to build Stark Enterprises with out taking risks, and if I hadn't have built Stark Enterprises, where would you be Jo'?" Tony said, not to be rude, but just to remind her that with out his wealth and ingenuity she wouldn't exist.

"Point taken Tony."

And with that the conversation was over.

The Restaurant 6:14 China Time.

After dinner was finished Tony and Rumiko had stayed to have a cup of coffee, while Rhodey had been right back off to work, well that was the cover story they'd given Rumiko. Stark had

actually given Jim use of the armor for one night, there was some thing suspicious in that the Fujikawas hadn't seemed to make any attempt at contacting Tony regarding the Illuminati attacks. And Rhodey planned on finding out what that was.

Two days later, at the airport, 11:03 am.

Tony and Jim were boarding Stark's plane, Tony wearing a silk scarf as a memento of the night he'd just spent with Rumiko.

"Well Jim, you never did give me the report on the incident in their lab the other night," Tony said, remembering a phone call he'd received from Fujikawa security regarding a break in, interesting considering that the new system was going in the next day.

"All I know is that they wore Black, and were saying something about 'The Light will be thy end Ironman'," Rhodey said, knowing full well that the reference to light meant that the thieves were again Illuminati operatives. "Funny thing is, I recognized Boris Gorchev with them, he's an Old Cossack 'Boss' last time I checked," Jim said talking about one of the two Thieves he'd seen escape.

"The Titanium Man's backers? Oh now that's just wonderful," Tony said with his head down slightly, every time that he had these new enemies figured out they threw him a curve. "So it looks like they were after the Fujikawa family this whole time, can't say I'm not glad," Tony said, not meaning to say that he didn't care for Rumiko still, but he was happy that the ancient 'People of the Light' only wanted his alternate self, the Invincible chrome-dome dead, and not him. "Still, I'd like you to look in to it when we get back state side, I'll have Hap' head to Moscow with you," Tony said, as he looked down at the now moving wheels of the plane as it headed down the run way.

"Just remember that I'm freelance now Stark," Rhodey said jokingly to his old friend, he might not want to admit it, but that devilishly intelligent mind of Stark's had kept his but out of the fryer on many an occasion.

"Believe me Rhodey, I would never..." Tony responded, half-drowned out by the Plane's now roaring engines as they went airborne.

Moscow, Russia, that same time.

"Sir, information from our sources in Hong Kong has just come in, Stark has left Hong Kong, and the new security system is in place," a Russian accent said semi-crisply, as a man in a green Lieutenant's uniform spoke to a black cloaked figure before him.

"Good," was all the figure said, as a pair of glowing red eyes could be seen in its hood, a man in a Cape and Cowl beginning to howl with laughter by his side, a Golden anchor adorning the back of his Cape. And behind the two figures, stood the most fearsome armored figure of the modern-era, the Indestructible: Titanium Man.

End Notes:

Old Cossacks + New Armor: See Marvel Fanfare Issue 16 to find out more about Titanium Man's employers, and Tony's new get up.

Illuminati: First M2K appearance.

Rumiko + Tony + New Fire Brand= Danger?: See Marvel Comics: The Invincible Ironman Third Series (After Heroes Return) Issue number 4.

Scott Lang= Antman: 2nd man to carry the moniker, and the powers.

Jim Rhodes: Ex Ironman stand in during Tony's faked death during the 1st Ironman Series (Pre Heroes Reborn), original War Machine.

Issue #17

## "THE NEW CURTAIN"

### Part I: Crimson Wake

by Frank Bigoski

It was 9:00am Eastern Time, as Tony Stark walked along the field perimeter of his 10 acre property. It was a beautiful morning, a bit of snow still left on the roof top, with the sun glistening, however the beauty surrounding him had no effect on Anthony Stark, who was presently soul searching in a sense, concentrating all his thoughts on an attempt to find some truth. An attempt to find out who was trying to kill his alter ego, the invincible Iron Man.

Tony'd been up late the previous evening reviewing all the facts he could find regarding the Old Cossacks, and the Illuminati in his lab. Apparently one of the organizations had hired the other to do their dirty work, and that spelled double trouble for old Shell head.

Tony was worried, which wasn't something he did often, as he was usually very confident in what his armor could do when he was inside of it, as well as confident in what his support team at Stark Enterprises was capable of. However, at the moment, Tony was scared to the bone, every step he took, he couldn't help but look over his shoulder, waiting for the sound of gun fire to ring out.

For some reason, the world's oldest Cartel wasn't just after Tony, but the Stark Fujikawa Corporation as well. This had caught Tony's attention when on his last two meetings with a SFC representative, the Illuminati had attempted an assassination. Whatever it was they were after Stark was going to find out, and that was all there was to the situation in his eyes.

However someone else present at Stark's home had a different view, her name was Pepper Potts, Tony's friend, assistant, and confidant. She was one of a few people who knew Tony's secret identity of Iron Man, and she was also one of the few people who really understood her employer. Many people the world over saw him as a philanderer, or just your every day rich socialite who doesn't care at all about the urban workers he employs.

Anyone who knew Stark however was aware that he was just the opposite. Commonly increasing the health benefit coverage of his employees, and giving as many raises per year that he could, Tony Stark came to be known as a saint with many of his employees, all of whom, like Pepper, were dedicated to Tony as not only employees, but many also, as friends. To Pepper, and her husband Happy, Tony was much more than a 'boss', or simply a friend, he was in a way, a Guardian Angel, to the couple. He'd helped them salvage their bank accounts enough times, and even on recent occasion helped save their marriage, Pepper just wished that she could return the favor.

Same Time, half way around the world in Moscow, Russia:

Inside an underground military installation built just outside the city limits of Moscow, a deeply accented voice barked orders over the heavy sound of alarms on the cold air. "Call Shatlov to the command center," the voice of General Alexander Vladkoff called loudly to his men. "Sir, the Colonel isn't answering the pages on the Intercom," a Sergeant at one of the desk terminals said, operating the controls for the in base communication system.

"Where the hell is he?" the deep voiced General said, his dark gray shaded eyes glimmering with the reflection of the red-lights from the alert panels around the room. The Old Cossacks had followed through on their threats to take the Kremlin hostage, and it was he needed Valetin Shatlov, the Crimson Dynamo, to stop them."

"I was already on my way General, sir," Shatlov spoke up from the sliding panel door ways of the command center. Walking in, his red and black flight suit pressed pristinely, and evenly pleated at the exact sleeve center of either leg seemed perfect. His golden Colonel's bars shined to a T, as well were his steel toe black boots.

"Ah, Colonel Shatlov, so you've seen the news reports?" the General inquired, his head hung low in shame, as he thought of how his failures as a strategist had lead to the Kremlin's capture, along with its many employees. "Do you have any suggestions, Colonel? After all, you know these men the best, having worked with them all in the past, specially Boris Bulliski," the General said, mentioning the name of a man whom Valetin had once called Comrade, the Titanium Man.

"I have sent a personal request for assistance to Anthony Stark, asking that he send Iron Man to assist us in this situation," Valetin said, standing in parade rest on the command deck. He was almost in shame that it had come to that point, where Russia needed assistance from an out side force. Though he knew Stark was the only person that could help him stop this new Communist Revolution.

Back in New York, 4 hours later, Stark Solutions HQ:

Tony's right hand played across his thin black moustache thoughtfully as he inspected his armor's stealth control mechanism, the cloak was working perfectly. As such that Tony was wearing one of the armor gauntlets, and couldn't see his hand. He was ready to go, already having called Avengers HQ and procured a Quinjet for his flight to Russia. With the super sonic transport speeds of the vessel he should be able to arrive in Russia with in 4 hours time.

So as he completed the last few adjustments to his armor, and connected the last pieces of the suit to the main frame, Stark looked over his shoulder to his assistant Pepper. She seemed worried, genuinely caring about his safety, something he knew was rare with today's corporate employees, in regard to their bosses. This simple fact causing him to smile, as he spoke a few words before his armor jets kicked in, launching him high in to the atmosphere through a vent in the armor testing facilities of SS HQ.

And as her boss' image faded away in to the skies through the view port of the armor testing under ground chambers, Pepper couldn't help but smile. "Don't worry about me, just worry about

what Hap' will do to me when he finds out I'm going to miss that Business meeting," Tony had said, just before blasting off in a stream of thruster exhaust.

A few hours later, the Quinjet docked just outside Russian Territory on an American military Barge. Tony'd been given landing clearance three hours ago, and so, after transmitting his clearance codes he took off through the equipment hatch at the top of the Quinjet, burning through the atmosphere like a rocket. He had no sooner taken off then he'd activated the armor's cloaking device. Light refracting and bending around his suit to make his body invisible to the human eye. He was to report to coordinates just outside the Kremlin, and rendezvous with an old ally, Valetin Shatlov, the Crimson Dynamo, to be briefed on the situation.

At the rendezvous point, Valetin Shatlov leaned against the wall of the old guard-house with his collar flipped up high around his face to hide his identity. Using a gray beanie covering his dark brown hair. He'd been waiting for Stark now for just over an hour, and it should be about time for him to arrive now.

When, no sooner had Shatlov thought of this, then Anthony Stark's secret identity descended from on high, landing next to the Crimson Dynamo. Making a loud metal collision noise as it fell to the earth, but still invisible to the eye.

"Good evening Stark," Shatlov said as he stepped inside the old creaking oak door of the guard's shack, followed closely by the armored Stark, whose cloak was still active.

"Mind if I?" Tony asked, speaking to Valetin with a reverence, a respect this man had earned from Tony on a few different occasions in the past.

"Not at all Anthony," Valetin said, as he removed his own trench coat to reveal a black and red suit of armor, similar to something you might see in a Japanese animated series. "New digs I see," Tony spoke, as he removed his helmet, his cloak disengaging for the moment as he got some fresh air.

"Yes, it pays to be the only person willing to fly a suit known for killing its pilots Anthony," Valetin said, referring to the Crimson armor's long running curse of being left pilotless due to untimely deaths. He'd lasted longer than any other, and planned to remain behind the mask as long as his body would hold up.

Tony nodded at this, he'd had a few friends temporarily take his place as Iron Man in the past, however. It seemed to ring true that these modern day Knight's armors only served one true master. In the Dynamo's case, that was Valetin, in the Golden (or in this case silver) Avenger's case it was Tony.

Inside the Kremlin, an old Throne Chamber, 34 minutes later:

Three figures stood vigilantly before their employer, a black cloaked figure with glowing red eyes, looking down on three distinctly different men. One, a Russian scientist who was given the power of flight and super strength by experimentation, the Red Star. The other, an old time

soldier, who now lead Russia's most dangerous terrorist organization, the Cossacks' Kaiser . While the last of them was a green armored behemoth, and an ex-soldier in the Communist Russian army, Boris Bulliski, the Titanium Man.

"Are you ready my children," the ancient voiced figure in black spoke up from under his hood, his eyes still glowing that eerie color as he held his hands steepled, only visible from the second knuckle up, just above where a ring would be worn.

"Yes my lord," Kaiser spoke up before the other two, his fellows nodding in agreement, as their 'master' stood. Walking toward the nearest window the cloaked figure smiled, looking back toward his three guardians with a demonic laughter coming forth from his lungs. "Double the guard at the gates," he said, before disappearing in to a shadowy mass of blackness.

The Gates of the Kremlin, 10 minutes later:

Valetin walked forward, the V-fin adorning his helmet glistening under the light from the many security lamps surrounding the gate's perimeter. As his two forearm mounted high-yield plasma launchers began to glow an eerie pink light.

The two gauntlets then let loose a machine gun like volley of plasma bursts, melting through, and even causing portions of the gate to explode. The immense power of the super heated hydrogen's energized state ripping through solid matter like so much butter in the path of a hot knife.

"Where's Bulliski?" Shatlov asked, as he floated at the entry, the many guards standing in his path levelling of their AK-74-U assault rifles toward his chest.

"Well if that's how you want to play," Tony's voice said, as he let loose five shots from each of his gauntlet repulsors, in his cloaked form being limited to that sort of attack. As if in response to the collision with Tony's energy bursts the ground beneath the ten gun-men was ripped asunder. Gas pipes underneath being super heated by the sudden change in temperature to the cold asphalt, and exploding.

Tony then descended to the earth, he hadn't seen any one in a black suit yet, so he wasn't sure if the Illuminati were involved with this mission. However he was well aware that the Cossacks were dangerous enough on their own.

Following Valetin's lead Tony flew low along the perimeter, until gun fire alerted them to the presence of a sniper over head, causing Valetin to smirk for some reason. "Finally, now they will taste the Demon's fury!" Valetin called, he was a calm man, but this assault on this land mark had left him with anger boiling in his veins in place of blood, and now he would release it.

A pair of shots from his forearm plasma cannons released in to the sides of the tower holding the two Snipers caused the entire tower to shake. Not crumbling quite yet, but dislodging the gun toter's footing. As then, Valetin flew upward, each of his arms reaching out to grab the shaft of a rifle as he reached the Gunman's position. Using his boot jets he then dove behind the two men, creating a circle as he bent their rifles back on themselves, causing them to explode as the two attempted to fire. "Just like your American Cartoons, right Stark?" Shatlov said with an amused

tone, causing Iron Man to almost fall down in awe. Both that the soldier had made a joke, and almost given away his presence at the same time.

Tony flew in to the air to meet Shatlov, now floating next to a large window opening in the side of the two they'd been fired upon from. Smiling as he nodded to the other armored man. They would go in from here, and work their way down to the rooms where they'd found the highest levels of body heat on the satellite scans. Apparently the chambers where the hostages were being held.

No sooner had they made it half way down the hall however, then Valetin's face plate was hit with an astoundingly high pressure shot. Sending him head over heel, flipping backwards up the stairs as his boot jets almost fizzled out. Tony had time to react however, still cloaked. Thanks to the fact that he'd been floating higher in the air than Valetin, and hadn't been caught by the giant green gauntlet of Bulliski. Disengaging his cloaking device Anthony let go a series of missile waves from his two inner shoulder missile pods. Sixteen missiles out of twenty fired from each. These small explosives, aimed precisely toward the Titanium Man's chest, with enough force to shut Boris down, but hopefully not damage the tower's structure.

However, as Boris was hit head on by these powerful devices, Anthony too was struck hard, in his case, by a powerful fist, coming through the wall to his side. The red gloved knuckles of the Red Star colliding with Iron Man's helmet sent him flying backward, careening off course toward the wall. Tony though, was ready, he cleared the cob webs just in time to engage his boot jets, launching himself up above the head of the other figure, as his cloaking device activated again. Both of his hands coming to grip each other tightly as his arms swung downward, hammering the shoulder of the Red and White cloaked meta-human.

Anthony fired off a few shots from his repulsors to insure that he'd downed the man in red before returning to the upper end of the stair way to insure that Valetin was alright. Shatlov had recovered from the punch and the two flew back down the hall way at high speed toward the chambers below.

As the two armored figures disappeared from view, the shadows around the Titanium Man and Red Star converged in the middle of the hall way, and the oriental accent of the black cloaked figure could be heard. "TO YOUR FEET, YOU WEAK, PATHETIC FOOLS!" he commanded, his body hovering just slightly above the ground, as the first two his feet, Bulliski, helped his comrade to stand.

"You must stop those two from doing any more damage, is that understood?" The cloaked figure spoke to his agents with those glowing red orbs piercing in to their very souls.

"Yes my lord," spoke the Red Star as he bowed, and Boris nodded in turn himself as well.

The Underground Russian HQ:

General Gorbachev watched through a monitor link with the Dynamo's helmet as the action unfolded, he hadn't approved of calling Iron Man in, but his commanders had ousted his

decision. They'd allowed the American to come, as long as he agreed to operate in stealth, and so far he was doing well enough, having helped Valetin recover from the surprise attack of the Titanium Man. "Well maybe these Americans no what they're doing after all," he spoke to himself as he watched the monitor intently.

Back in New York:

Happy had gone in to an out rage, not like the ones when he and Pep' were fighting over trivial marriage squabbles, but one of worry. "Was Tony alright?" "Had he called in to report," and so many other questions had assaulted Jocasta and Pepper on his arrival home from investigations with Rhodey three hours ago. The two of them had been in Russia only last month investigating an attempted assassination by the Illuminati on Rumiko Fujikawa, and had found out that the Old Cossacks had been hired for the job. What if the Illuminati were in on this as well? Happy couldn't help but think as he sat in his own office, down the hall adjacent from Tony's as he sighed to himself in self induced misery.

Back in the Kremlin:

The two armored heroes had managed to dispatch another thirty or so of the Kaiser's men, but now they seemed to be in trouble. A black cloaked figure had appeared, just as they'd reached the hostage holding area, and with him, the Red Star, and Titanium Man. Having proceeded to begin a long drawn out dance of repulsor fire, and high power punches, the two terrorists had pinned Tony and Valetin against a wall. Any heavy fire by Tony might harm the hostages, and Valetin couldn't let loose in side the old palace, in fear of damaging it beyond repair.

The fight would continue for a while, with neither side gaining any ground, until the black cloaked figure watching over them became bored. "Star, Titanium Man, pull back," he ordered, as both of his hands lifted in to the air, a red aura of fire surrounding him, beginning to burn his cloak away. From within the smoking mass of black cloth, was revealed a figure Iron Man never had expected to see here...

..."THE MANDARIN!" Stark called, as he flew above a bolt of force fired by one of the evil War Lord's rings, the dragon skin like hands of the ancient man glowing with an aura of horrible power.

"Ah, now do you understand Iron Man, you have been played like a Marionette, and I was pulling your strings!" the man spoke, now dressed in a fancifully adorned black Mandarin Tuxedo, his hands launching another burst of power forward, this time light focused in to an intense laser form.

"Jocasta," Stark spoke to himself as he shut off the voice projector in his face plate. "Prepare a message for Happy and Pepper and transmit to HQ, the Mandarin's controlling the Cossacks, and Shatlov and I are in trouble." Tony finished just as his repulsor shields protected him from a high power repulsor beam from the armored 'Old Era' supporter the Titanium Man.

"Are you ready Shatlov?" Stark asked, as the prisoners behind the Mandarin were being herded out by many men in black suits with white gloves and Torches adorning their right shoulder. Apparently in to a lower chamber through a stair way inside their cells, guns being all the encouragement they needed.

"If so I must, then yes," the Dynamo responded, floating up higher in to the air as his twin Plasma launchers began a new volley of high powered bursts toward the three enemies.

"So be it," the Red Star said, as he flew in to the air, his right arm extended in a lancing position in an attempt to catch Valetin in the ribs. However, Tony had predicted such an assault, and hit the Star with his own knee to the gut, causing the air to be forced from his body, and following up with a hammer blow to the back. The hammering left forearm launched the star in to the Mandarin, causing him to fall, and both to be knocked unconscious with a collision against the wall, as only the Titanium Man still stood.

"Prepare yourself Comrade, I'm coming!" Bulliski called, as his own boot jets vented out fumes from their exhausts, sending him air borne, and through the roof of the chamber toward the skies above.

To be continued

End Notes: Old Cossacks, Titanium Man, Kaiser: See Marvel Fanfare and Iron Man (Both issue number 16).

Red Star, Mandarin: They make their triumphant return in Iron Man # 16.

Assassination Attempts on Rumiko and Tony: See Iron Man #16.

Tony in Silver Armor: Fanfare and Iron Man issue: 16.

Who is the Crimson Dynamo?: For those of you not aware it is one of Russia's two answers to Iron Man, although unlike the Titanium Man, this particular armor has been piloted by many different people, chief among which is the present and longest lasting Dynamo, Valetin Shatlov.

Issue #18

## "THE NEW CURTAIN"

### Part II: Deceptions

by David Wheatley

#### The Vault.

The United States Special Penitentiary, enforced home of some of the world's deadliest villains, captured by the many heroes of the planet and guarded here. Secretly located in the Rocky Mountains of Colorado, the prison is specially built to contain super-powered criminals, and has also been responsible for holding heroes accused or convicted of a crime.

Breakouts can and do occur, however the Vault is not as easy to escape from as the number of breakouts suggests and for every success there have been a dozen failures as well. However there was one mass breakout that closed the Vault down until it was reopened after a major refit of the security system under the watchful eye of Commission for Superhuman Activities and SHIELD, and policed by CSA Guardsmen who wear armoured suits designed by Tony Stark.

However that is only of superfluous value to Prisoner 46383-868494-KJHAL, a man named Micah Abanovitch, the self-styled Tsar. A mutant of some power, his vision of taking over Russia and becoming the new Magneto is still on the forefront of his mind, and his recent defeat has taught him much, for even though the great Magnus was defeated time and again he still rose to eventual power.

The Tsar was in prison but he still had contacts and means to keep in touch with the outside world. He had used them previously to help make his goals a reality, and now he was using the Illuminati again. In his new world order, the Illuminati would be the new religion and they had the resources to keep him in contact with the outside world and enable him to learn what was going on. His first priority though was to deal with the Mandarin.

Then he would deal with Stark-Fujikawa, Iron Man and ultimately Tony Stark himself. Stark owed him for his betrayal and he would ruin him.

The armours clashed together as both men battled. Iron versus Titanium, and Tony Stark was damned if he was going to let Boris Bulliski win. There was too much at stake here, the fate of a country. The Mandarin was not going to take over Russia, he would not establish himself as the new Kaiser. It was an intriguing idea - that a man who was originally against Communism because they stole his personal fortune when they took over China was now fighting against a regime that had more or less defeated Communism. Even having him working with the Red Star and the Titanium Man had a strange irony to it.

Unless...

"The Mandarin will betray you, Bulliski," said Iron Man as he fired off a repulsor blast, which the Titanium Man avoided.

"Such an event is planned for," said the Russian and Tony began to think about what was truly going on here. A double-cross within a double-cross, nobody really trusting the other. It didn't make sense and that didn't sit well with Tony. He liked things to make sense, to follow an order, a pattern. The Mandarin had claimed to be pulling the strings behind everything - what if the Mandarin himself was being used? That made a certain sort of sense, but who would be bold enough to that to him?

Tony's imagination fired as the ideas started to come to him. The Mandarin would succeed in his mission and take over Russia, then as he got rid of those who had put him there, they would betray him and remove him from the board as well, leaving the true power to come to the fore. If he defeated the Mandarin he would more than likely save him, as well as gain a potential new enemy - as if he needed another right now.

"Sorry I'm late," said a voice and Tony looked to see the Crimson Dynamo joining the fight. "I had to make sure that the other two were not going anywhere for a while."

"Thanks," said Stark, glad that he had someone watching his back on this one. Three foes were a bit much even for someone with Stark's experience.

"You are a coward," snarled the Titanium Man as the Dynamo attacked him at the same time as Iron Man, and he was unable to avoid both attacks.

"Perhaps," said Shatlov, "but unlike you I do not live in the past." He pressed the advantage he had obtained and Stark joined in, at the same time contacting Stark Solutions, because he needed answers and his people would do what they could to get them at their end, just as he was doing at this end. With a two on one armoured assault the battle was soon over and the Titanium Man lost control and plummeted helplessly to the ground, hitting the floor with a massive thoom and the battle was over.

"That was almost too easy," muttered Stark, as he watched Bulliski. The Titanium Man had always been a very difficult opponent to best, often thought of as indestructible. It was as if he'd just rolled over and let them win.

"You do not like this either?" asked Shatlov, who was not happy that the Titanium Man had pushed Stark up and out of the roof of the Kremlin building and the majestic palace had taken significant damage, which was what he had hoped to avoid and there would be questions asked later.

"No, I don't. Moments ago we were in trouble. Keep an eye on our enemies, I'm going after the hostages."

"Da," said Shatlov and the two men went on different directions. The Cossacks were being run by the Mandarin and the Cossacks were either using or being used by the Illuminati. The real

question was did the Mandarin know what was going on or not, and if it was the latter then the masterminds behind this were indeed the Illuminati and they were beginning to get on his nerves.

Stark activated his trackers and followed the hostages to their new location.

"Iron Man!" called one of the Cossacks but by the time they responded it was too late and Stark cut loose with all of his offensive capacity and the battle ended quickly. He had wasted enough time here and there was something else going on he wanted to resolve and he made his way back to where the Dynamo was ensuring that the Titanium Man was going nowhere.

"Good work," said Stark as he transmitted the latest information to Stark Solutions and Jocasta told him they were looking at the latest radar pictures to see if there was anything that could help them. Stark sent an acknowledgement back and then looked at the Mandarin who was still out from the impact earlier. "I've questions for you," he said and produced a needle from his left gauntlet and injected him with a chemical compound. The will of the Mandarin was strong, but then again so was this experimental drug that SHIELD had been testing.

"Wakey wakey," said Stark as he sent a sonic signal to the Mandarin that triggered the responses in his head to wake him up. The Mandarin looked at Stark, his eyes were glazed over and beads of sweat were forming on his brow.

"Iron Man..." he whispered, with no disguise of the hatred in his voice.

"Tell me what's going on here," said Stark.

"Never..." The sweat began to increase on his face.

"Who are the Illuminati?" pressed Stark.

"I do not know of them," said the Mandarin. "I will see you dead, and the animals will feast on your bones..."

"Pleasant imagery," said Shatlov, but Stark ignored him.

"You've won, Mandarin. I am helpless against you," said Stark, changing tack. "Tell me how you beat me..."

"I am... not a fool..." and Stark's heart sank, as his idea failed. "You will escape and it will be over. Better I kill you now."

"He will not tell us anything," said Shatlov. "Allow me..." He raised his fist in the air.

"No," said Stark. "Please, Mandarin. It is over. Tell me."

"Goodbye, Iron Man," said Mandarin and pointed at him, but nothing happened. His rings had been removed and there was nothing he could do to hurt him. Iron Man nodded and the Dynamo

hit him. The Mandarin's will was too strong, but he had learnt that he was being used by the Illuminati.

"He's all yours," said Stark to Shatlov. "As is the Red Star and Boris Bulliski."

"Thank you, my friend," said Shatlov. "You will be returning to the United States?"

"Yes," said Stark. "Someone has been playing games, and I intend to find out who." Unseen by both men, the Red Star smiled and then closed his eyes once more. It was all going just as they had planned.

The next day, Tony was back at Stark Solutions, where Jocasta, the artificial intelligence assistant he had created, Jim Rhodes, Pepper Potts and Happy had been doing everything they could to find out more on the Illuminati and Jocasta had seen something that had brought the case back to life again.

"There's a signal," she said as the others looked. "It's at the gamma wave level of frequency but it is there and it is definitely being broadcast from Russia to a point in the United States. That's got to be where the bosses were looking."

"Look at the frequency on that thing," said Rhodey. "There ain't gonna be many people who'll be able to pick it up."

"Makes our job easier," said Tony as he sat back running his left thumb and index finger over his moustache. "Good work so far, now let's finish the job and find this Illuminati." Then he looked at the screen again.

"What if it is a set up?" said Happy, asking the question they were all thinking of.

"Then whoever is messing with me better watch out," said Stark. "They've endangered the lives of innocent people, and people I care about deeply. They want a piece of me, then that's what they're going to get."

The Inner Council of the Rex Illuminati spoke at length.

"We believe that Stark will have by now discovered the signal, and in time he will be led straight to the Vault."

"This is most promising. Is the upload ready?"

"All Abanovitch needs to do is attach it to the armour and the patch will do the rest."

"Freeing him from the Vault is a most risky operation."

"But worthwhile in the end. Iron Man will be discredited, Stark will be put in to a very difficult position and Abanovitch will be able to act outside of Russia. The land of opportunity awaits."

"Send him the patch and tell him the time is almost at hand."

Iron Man flew across the sky heading towards Colorado. It had taken Stark Solutions two days to track down the receiver of the signals, and after looking through all the available technological options they had found nothing. Which meant they had to look at something else instead and eventually, to everyone's surprise, it had been directed at the Vault.

That meant that someone in there was not doing his or her part towards rehabilitation. The Vault's security had been compromised yet again and Iron Man wanted to find out how this was possible, and what was going on. The CSA kept the Vault under the strictest possible controls these days, and yet they had failed.

Gyrich was there, if Stark remembered it right. He knew Gyrich. He didn't like Gyrich and of all the various villains in there he'd know who was capable of this kind of thing. The CSA had become rather closed of late and getting information out of them was like trying to get blood from a stone.

He landed inside the gates and walked up to the main entrance where six guardsmen met him and he showed them his Avengers identification.

"I'm expected," he said and they let him through and in to the Vault's main area where Gyrich was waiting.

"Oh, look, an Avenger. That won't cause trouble here."

"I'm here on official business," said Iron Man. "Remember where a lot of funding for the CSA comes from. I've cleared this meeting with your bosses, Gyrich, so give me what I need and I can be on my way."

"Yes, they said you were coming," said Gyrich as he lit a cigarette. "And I think I can help you out. The man in question is a mutant named Micah Abanovitch, self-proclaimed Tsar and off his trolley demagogue. Think's he the next Messiah."

"Russian?" said Stark.

"No, Egyptian," said Gyrich, deadpan. "What do you think?"

"It was a statement, not a question," rebuked Iron Man. "I want to meet him, I believe he has links to a terrorist group and I've a few questions to ask."

"Not from here he hasn't," said Gyrich. "He has no active powers and no friends in here. There's no way on Earth he can be receiving gamma signals with his powers to control the very natural environment."

"I'd say you're wrong," said the armoured Avenger. "On both counts."

"Fine," said Gyrich. "It's your time to waste, not mine."

Moments later Micah Abanovitch was brought in to a room where Stark was waiting.

"What do you want with me?" he said.

"The Illuminati," said Iron Man. "I want to know what you're up to."

"I've never heard of them, and even if I did, why would I tell you?"

"Because there are worse places to be than here," said Stark, who had gotten Jocasta to look up Abanovitch while he waited and he'd found out quite a bit. "It can be arranged. Word is that there's a few people looking to speak to you. Magneto, for one. Ever been to Genosha?"

"You would not..."

"Don't try me," said Stark. "To keep you from Tony Stark and the people who work for him, I'll do what I have to do to make you go away."

"Please," implored Abanovitch, standing and grabbing the armour. "Do not do this."

"Then talk," said Stark, shaking his head. This man was not in the league of Magneto.

"Open the door," said Abanovitch, suddenly composed.

"You have got to be kidding," said Stark, with a smile.

"Open the door," he repeated and Stark felt the armour start to move.

"What's going on?"

"As I said, why should I tell you?" However Abanovitch did not realise Stark was not talking to him but to Jocasta.

"The armour's systems have been compromised. I believe there's something on the armour. It's... entering the mainframe."

"Off, now," said Tony, his voice full of urgency.

"Sorry," said Jocasta and cut the link, leaving Iron Man alone.

"You cannot turn your systems off," said Abanovitch. "I have voice control over the autonomic functions and you do not."

"This won't last long," said Tony, trying to get something to work. This wasn't exactly a virus but it was as good as one and the software was not clearing it.

"About thirty minutes," replied the Russian as the doors opened. "Now you will get rid of any opposition in my way and allow me to leave unharmed."

"I will hunt you down for this," said Stark, his anger at the helplessness of the situation betrayed in his voice.

"Not unless I want you to," said Abanovitch. "Go." Iron Man lifted himself up in to the air and went outside shooting the guardsmen as he went and the alarms sounded almost instantly but there was nothing the Guardsmen could do against the superior technology of Iron Man and they fell like ten pins before him and using Iron Man as a shield, Abanovitch simply walked out of the Vault to where a helicopter appeared on the horizon.

"Ensure that it is not damaged," said Abanovitch, and Stark had no choice but to comply and as it landed, Abanovitch climbed on board and was soon out of there. "My thanks, Comrade. Armour will now suffer total shut down." Then he climbed aboard as Stark stood immobile in the heavy armour. It would take only a moment to reboot the systems and then he had a choice - get the Russian or guard the Vault.

He watched as the helicopter became a spot in the distance and then was gone.

The next day, Stark watched the news reports of how Iron Man had been defeated and video footage of Abanovitch's escape was shown, gained from an anonymous source. The Vault was now up and running and there was an enquiry in to what had happened and how this had occurred.

"It wasn't your fault, Tony," said Jim Rhodes as he watched the news reports.

"They compromised the armour's security as if it wasn't there," said Tony. "Now I've allowed a major criminal to escape and more than that he's made me look foolish on national television." By me he meant Iron Man and there was nothing worse to a blow to heroes reputation if he was a laughing stock and at the moment that was what was happening.

"It's bad PR," agreed Jim, "but we've been through worse."

"I promise that one day, I'll find these Illuminati," said Tony. "And this Tsar."

"What are the odds we'll hear from them before they hear from us, though?" asked Rhodey.

"That's what worries me," said Tony with a sigh. "But that's another day. Today I'm going to have to tighten armour security. What happened today... it's not going to happen again."

Jim placed his hand on his friend's shoulder and then they went to make some improvements. The Rex Illuminati would wait for another day, and next time Iron Man would be ready for them.