

EXHIBIT 5

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387 Park Avenue South
New York, New York 10016

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CERTIFICATION

VOL. 3226 PAGE 154

UNITED STATES OF AMERICA }
STATE OF NEW YORK }
COUNTY OF NEW YORK }

ss:

I, Carol G. Platt, the undersigned Notary Public of the State of New York, do hereby certify under penalty of perjury under the laws of the United States of America that the attached document is a true and accurate copy of the original which I have seen.

Signed this 22nd day of March, 1996 at New York, New York.



Notary Public

CAROL G. PLATT
NOTARY PUBLIC, State of New York
No. 31-4950989
Qualified in New York County of
Commission Expires May 15, 1997

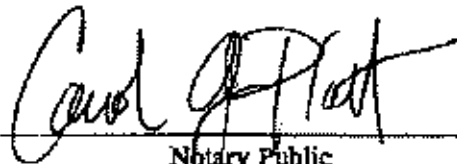
CERTIFICATION

403229 MAR 15 4A

UNITED STATES OF AMERICA }
STATE OF NEW YORK } ss:
COUNTY OF NEW YORK }

I, Carol G. Platt, the undersigned Notary Public of the State of New York, do hereby certify under penalty of perjury under the laws of the United States of America that the attached document is a true and accurate copy of the original which I have seen.

Signed this 22nd day of March, 1996 at New York, New York.



Notary Public
Duly authorized Agent of
Marvel Entertainment Group, Inc.

CAROL G. PLATT
NOTARY PUBLIC, State of New York
No. 31-4950783
Qualified in New York County
Commission Expires May 15, 1997

Exhibit C

COPYRIGHT ASSIGNMENT

This Copyright Assignment, made this 1st day of September, 1995, by and between Marvel Entertainment Group, Inc., a corporation of the State of Delaware, having its principal office and place of business at 387 Park Avenue South, New York, New York 10016 ("Assignor"), and Marvel Characters, Inc., a corporation of the State of Delaware, having its principal office and place of business at 26707 West Agoura Road, Calabasas, California 91302 ("Assignee").

WHEREAS, Assignor is the owner of registered and unregistered copyrights inherent in its comic books and comic book-related works, including but not limited to those set forth on Schedule A hereto, including all registrations and copyright applications relating thereto (collectively, the "Copyrights"); and

WHEREAS, Assignor is engaged in the business of, among other activities, creating comic books and comic-book related material through its own employees and through independent contractors who are party to work-for-hire agreements with Assignor, and Assignor will, therefore, after the date hereof, become the owner of the copyrights inherent in such newly-created comic books and comic book-related works (such new copyrights, the "Future Copyrights"); and

WHEREAS, Assignor is transferring to Assignee that portion of Assignor's business devoted to licensing of the Copyrights, among other intellectual property (the "Licensing Business"); and

WHEREAS, in order to conduct the Licensing Business, it is necessary for Assignee to acquire Assignor's entire right, title and interest in and to the Copyrights, and in and to the Future Copyrights, as they come into existence;

NOW, THEREFORE, by this document, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, and transfer to Assignee, and its successors and assigns, Assignor's entire right, title and interest, in the United States and all foreign countries, in and to the Copyrights and Future Copyrights, any renewals and extensions thereof, all rights of reversion and termination, all prior versions of the works and all works based upon, derived from, or incorporating such works, and in and to all income, royalties, damages, claims, and payments now or hereafter due or payable with respect thereto, and in and to all causes of action (either in law or in equity) and the right to sue, counterclaim and recover for past, present, or future infringement of the rights assigned to Assignee under this Copyright Assignment.

Assignor hereby agrees to execute any papers and to perform such other proper acts as Assignee and its successors or assigns may deem reasonably necessary to secure to Assignor and its successors or assigns, the rights hereby transferred.

This Copyright Assignment and its validity, construction and performance shall be governed in all respects by the laws of the state of New York applicable to agreements made and wholly performed therein without giving effect to principles of conflicts of laws. The parties consent and agree to the exclusive jurisdiction of the State and federal courts having jurisdiction over New York County, New York, with respect to any action which any party desires to commence arising out of or in connection with this Copyright Assignment.

MARVEL ENTERTAINMENT GROUP, INC.

By: Gerard Calabrese

Name: GERARD CALABRESE
President
Marvel Comics Group

Title: and Executive Vice President
Marvel Entertainment Group, Inc.

MARVEL CHARACTERS, INC.

By: Gary Gittelsohn

Name: GARY GITTELSON

Title: VICE PRESIDENT

STATE OF NEW YORK:
COUNTY OF NEW YORK:

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On this 6th day of November, 1995, before me, a Notary Public in and for the State of New York, County of New York, personally appeared Cesare Calabrese, to me known to be Executive Vice President Marvel Entertainment Group, Inc., and being duly sworn, averred that, being duly authorized, (s)he executed the foregoing Copyright Assignment as the free act and deed of said corporation for the uses and purposes set forth.

Phyllis Schoenberg
NOTARY PUBLIC

PHYLLIS SCHOENBERG
Notary Public, State of New York
No. 01SC4953968
Qualified in New York County
Commission Expires 9/2/97

My commission expires: 9/2/97

STATE OF CALIFORNIA:
COUNTY OF LOS ANGELES:

On this 26th day of OCTOBER, 1995, before me, a Notary Public in and for the State of California, County of Los Angeles, personally appeared GARY GITTELSOHN, to me known to be VICE PRESIDENT of Marvel Characters, Inc., and being duly sworn, averred that, being duly authorized, (s)he executed the foregoing Copyright Assignment as the free act and deed of said corporation for the uses and purposes set forth.



R. Scott Murchison
NOTARY PUBLIC

My commission expires: 7/21/98

PUBLICATIONS

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Ad Lib

Adventure Fold-Up Figures featuring Pit of the Viper

Adventure Into Mystery

Adventure in Paradise, 1958

Adventure Trails

Adventures of Cyclops & Phoenix, The

Adventures of Homer Ghost

Adventures Into Terror

Adventures Into Weird Worlds

Adventures of Ka-zar the Great

Adventures of Pussycat, The

Air Life

Aladdin Effect Graphic Novel

All Baseball Stories

All Football Stories

All Select Comics

All Surprise Comics

All Teen Comics (changed to Teen Comics)

All True Crime Cases (changed to All True Crime)

All Western Winners

All Winners

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All the World's Cars, 1954

The Alphabet pet battles the X-Men: A Marvel Super activity book
Alpha Flight
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Amazing Adult Fantasy (changed to Amazing Fantasy)
Amazing Adventures
Amazing Comics
Amazing Detective
Amazing Detective Cases
Amazing High Adventure
Amazing Mysteries
Amazing Spider-Man
Amazing Spider-Man: The Death of Jean DeWolfe
The Amazing Spider-Man, guest starring Spider-Woman
The Amazing Spider-Man; King Size
The Amazing Spider-Man: a Marvel supersize coloring book
Amazing Spider-Man: The Origin of the Hobgoblin
Amazing Spider-Man All Plastic Assembly Kit, The, 1974
Amazing Spider-Man Annual
The Amazing Spider-Man Calendar, 1978
Amazing Spider-Man Coloring Book, The, 1976
Amazing Spider-Man Digest Comics
Amazing Spider-Man Game [directions], 1967
Amazing Spider-Man in Fearful Symmetry: Kraven's Last Hunt
Amazing Spider-Man King Size, The, 1973

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The Amazing Spider-Man unmasked: A coloring book

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The Amazing Spider-Man and Wolverine in the Crime of the Centuries: coloring activity book

American Sky Devils

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Annie

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Arizona Kid, The

Arrgh

Arrowhead

Astonishing

Astonishing Baseball Stars of 1953

Astonishing Tales

Attack of the Tarantula

Auto Age

Avengers, The

Avengers Anniversary Magazine

Avengers Annual

Avengers Battle the Earth-Wrecker, The, 1967

Avengers: Death Trap, The Vault

Avengers: Korvac Saga

Avengers Logs, The
Avengers Spotlight
Avengers Strike File
Avengers: Terminatrix Agenda
Avengers Unplugged
Avengers vs. the X-Men
Avengers West Coast
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Avengers Yesterday Quest
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Balder the Brave
Baseball Stars of 1953
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Battle
Battle Action
Battle Brady
The Battle of the energy drainers
Battlefield (changed to War Adventures on the Battlefield; changed to Battlefield)
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Best of True Secrets and My Romance. Summer 1974

Best of True Secrets and My Romance. No. 2 1975

Best Western Novels (changed to Best Western)

Best Western Novels Magazine

Best of What If...?, The

Beware

Big Baseball Stories

Big Book Sports

The Big bugs mystery surprise: A Marvel super-size coloring book

Big Millie The Model Annual, The, 1962

Big Sports Magazine

Big Strange Tales Annual, The, 1962

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Billy Buckskin

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Black Rider (changed to Western Tales of Black Rider; changed to Black Rider)
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Blade The Vampire Hunter
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Blaze Carson
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Blonde Phantom Comics
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Borrowed Glow, The, 1947
Boxing Life
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Campus Humor (changed to Campus Jokes and Cartoons)

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Candide, 1952

Captain America

Captain America Annual

Captain America: The Classic Years

Captain America Coloring Book, 1966

Captain America: Deathlok Lives!

Captain America Game

Captain America: Golden Age

Captain America: The Great Gold Steal, 1968

Captain America: The Medusa Effect

Captain America: The Movie Special

Captain America/New Warriors: Drug Wars

Captain America Saving the Capitol

Captain America Special Edition

Captain America: War & Remembrance

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Captain Savage and His Leatherneck Raiders (changed to Captain Savage)

Linda Carter, Student Nurse

Cartoon Comedy
Cartoons from the Editors of Male and Stag, 1964
Cartoons the French Way, 1955
Cartoon Kids, 1957
Cartoons Marooned
Casey Crime Photographer
Cat, The
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Caught
Cedar Block, The, 1949
Celebrity
Chamber of Chills
Chamber of Darkness
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Chaos in Kansas City
Chaos on Crystalium: a Marvel super activity book
Chili
Cindy Comics (changed to Cindy Smith)
Circus of Crime
Classic X-Men
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Creatures on the Loose

Crime Campaign

Crime Can't Win

Crime Cases

Crime Cases Comics

Crime of the Centuries (activity book)

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Crime Exposed

Crime Must Lose

Crime Novel Selection, A

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Curse of the Weird
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Daredevil: Fall of the Kingpin
Daredevil: Gang War
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D-As in Dead, 1944
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Dead Giveaway, 1944

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Deadly Foes of Spider-Man

Deadly Hands of Kung Fu, The

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Death is the Host, 1943

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Detective Short Stories

Devil Dog Dugan

Dexter the Demon

Dinosaurs: A Celebration

Dippy Duck

Discovering Wayside Treasures, 1948

Doctor Doom and Doctor Strange: Triumph & Torment

Doctor Strange

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Doctor Strange classics starring Doctor Strange

Doctor Strange Graphic Novel
Doctor Strange/Silver Dagger
Doctor Strange vs. Dracula
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Dynamic Science Stories
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Elektra Lives Again
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Fallen Angels

Fantastic Force

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Fantastic Four; King Size

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Fantastic Four in the Trial of Galactus

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Fantastic Four Unplugged

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FilmLand

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Fishing Adventures

Five Western Novels

Flagellant on Horseback, 1950

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Fun with numbers: book 1, featuring the Fantastic Four and other Super Heroes characters: a Golden Everything workbook

Fun with numbers: book 2, featuring Captain America and other Super Heroes characters: a Golden Everything workbook

Fun with words: book 1, featuring the Amazing Spider-Man and other Super Heroes characters: a Golden Everything workbook

Fun with words: book 2, featuring the Incredible Hulk and other Super Heroes characters: a Golden Everything workbook

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Ghost Rider and the Midnight Sons Magazine

Ghost Rider Poster Magazine

Ghost Rider: Resurrected

Ghost Rider 2099

Ghost Rider, Wolverine, Punisher: The Dark Design

Ghost Rider, Wolverine, Punisher: Hearts of Darkness

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Giant Size Avengers

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Great Tales of City Dwellers, 1955

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Holocaust for hire

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How I Made A Million, 1955

How to Play The Game of Climb the Pyramid, 1949

How to Remember Names and Faces, 1938

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Howard the Duck: Around the World sticker adventure book

Howard the Duck: Menace from Space coloring book

Howard the Duck: Rock-a-Roll Star coloring book

Howard the Duck: A Walk Back In Time sticker adventure book

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Hush, Gabriel!, 1944

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Incredible Hulk, The

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Instructions for Assembling. 421. "The Hulk", 1966

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Lazy-Man-Rest-Not: The Burma Letters of Brayton C. Case, 1946

Leading Detective Cases

Stan Lee presents the Amazing Spider-Man, Christmas in Dallas

Stan Lee presents the best of Spidey super stories

Stan Lee Presents Luke Cage, Power Man

Stan Lee presents Captain America

Stan Lee Presents Captain America's Bicentennial Battles

Stan Lee Presents Daredevil, The Man Without Fear

Stan Lee Presents The Deadly Hands of Kung Fu Special

Stan Lee presents Doctor Strange, master of the mystic arts

Stan Lee presents Doctor Strange mystic number puzzles

Stan Lee Presents Dracula Lives! Summer 1975

Stan Lee Presents The Dynamic Defenders

Stan Lee Presents The Ever-Lovin', Blue-Eyed Thing

Stan Lee Presents: The Fantastic Four: And Now, Then, The Invaders

Stan Lee presents An hours of fun book, Marvel mazes to drive you mad

Stan Lee presents the Incredible Hulk word webs

Stan Lee presents the Incredible Hulk's smashing puzzlers

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Stan Lee presents The Marvel Comics illustrated version of Daredevil

Stan Lee presents The Marvel Comics illustrated version of The Incredible Hulk

Stan Lee presents The Marvel Comics illustrated version of Spider-Man 2

Stan Lee presents Marvel word games

Stan Lee Presents The Marvelous Land of Oz

Stan Lee Presents Master of Kung Fu

Stan Lee Presents The Mighty Avengers

Stan Lee presents The Mighty Marvel fun book

Stan Lee presents The Mighty Marvel jumbo fun book: fun books no. 1-3 in one volume

Stan Lee Presents: Mighty Marvel Mazes

Stan Lee Presents: The Mighty Marvel Memory Album

Stan Lee Presents The Mighty Marvel Strength and Fitness Book

Stan Lee Presents The Mighty Marvel Superheroes' Cookbook

Stan Lee Presents The Mighty Marvel Superheroes' Fun Book

Stan Lee Presents The Mighty Marvel Superheroes' Fun Book No.2

Stan Lee presents the mighty Marvel superheroes' fun book: no. 3

Stan Lee Presents The Mighty Thor

Stan Lee presents the Mighty World of Marvel Pin-Up Book

Stan Lee Presents Monsters Unleashed Annual. Summer 1975

Stan Lee presents Ms. Marvel's seventh sense Pic-A-Word

Stan Lee Presents Savage Fists of Kung Fu

Stan Lee Presents: Savage Fists of Kung Fu, 1975

Stan Lee Presents Savage Tales Featuring Ka-Zar

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Stan Lee Presents: Spidey and the Uncanny X-Men Together

Stan Lee presents Sub-Mariner mazes

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Letters to Jack, 1949

Life of Captain Marvel

Life and Laughter, 1950

Life of Christ: The Christmas Story

Life of Pope John Paul II, The

Li'l Kids

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Lisping Man, The, 1944

The Lisping Man; An Abridgement

Little Aspirin

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Marines At War

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Marvel Action Hour: Fantastic Four

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Marvel Boy

Marvel Chillers

Marvel Christmas Special

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Marvel and DC Present MOM's Marvelous Wizard of Oz, 1975

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Marvel Super Action starring the Avengers

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Marvel Super Heroes, game adventure entitled, "Cat's paw"

Marvel Super Heroes: game adventure entitled, "Lone Wolves"

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Marvel Super Heroes Secret Wars: special campaign adventure

Marvel Super Heroes Secret Wars: stamp fun, 32 stamps plus games puzzles, and coloring fun

Marvel Super Heroes Secret Wars stamp fun book

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Marvel Treasury Special: Giant Superhero Holiday Grab-Bag, 1974

Marvel Triple Action

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185 SILVER SURFER III
186 VENOM III
187 PUNISHER XV
188 SPIDER-MAN XII
189 2099 UNIVERSE
190 HULK
191 PUNISHER
192 WOLVERINE
193 GAMBIT
194 IRON MAN
195 SPIDER-MAN
196 CABLE
197 PUNISHER
198 X-MEN
199 SPIDER-MAN
200 CAPTAIN AMERICA

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TV Series

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Fantastic Four Title List

<u>Episode #</u>	<u>Series #</u>	<u>Episode Title</u>
1	4301	"A Monster Among Us"
2	4303	"Phantom of Film City"
3	4306	"The Mole Man"
4	4304	"Medusa & The Inhumans"
5	4302	"The Menace of Maggeto"
6	4308	"Meet Doctor Doom"
7	4305	"The Diamond of Doom"
8	4309	"Frightful Four"
9	4310	"Calamity on the Campus"
10	4307	"Olympics of Space"
11	4311	"Impossible Man"
12	4312	"Final Victory of Dr. Doom"
13	4313	"Living Bomb Burst"

• **Captain America (continued)**

Digest #

MCA 6123

MCA 6124

MCA 6125

MCA 6126

MCA 6127

MCA 6128

MCA 6129

MCA 6130

MCA 6131

MCA 6132

MCA 6133

MCA 6134

MCA 6135

MCA 6136

MCA 6137

MCA 6138

MCA 6139

Title

THE FANTASTIC ORIGIN OF RED

LEST TYRANNY TRIUMPH

THE RED SKULL LIVES

HE WHO HOLDS THE COSMIC CUBE

THE RED SKULL SUPREME

WHEN THE COMMISSAR COMMANDS

DOORWAY TO DOOM

DUEL OR DIE

LET THE PAST BE DONE

THE INCONCEIVABLE ADAPTOID

THE SUPER-ADAPTOID

THE BITTER TASTE OF DEFEAT

SORCERY'S TRIUMPH

THE ROAD BACK

THE SWORDSMAN

VENGEANCE IS OURS

EMISSARY OF DESTRUCTION

• **Incredible Hulk**

Digest #

MHU 6201

MHU 6202

MHU 6203

Title

MENACE TO MANKIND

CAPTURED AT LAST

ENTER...THE CHAMELEON

- MHU 6204 A TITAN RIDES THE TRAIN ??????
- MHU 6205 THE HORDE OF HUMANIDS
- MHU 6206 HULK ON THE RAMPAGE
- MHU 6207 THE POWER OF DR. BANNER
- MHU 6208 WHERE STRIDES THE BEHEMOTH
- MHU 6209 BACK FROM THE DEAD
- MHU 6210 MICRO-MONSTERS
- MHU 6211 THE LAIR OF THE LEADER
- MHU 6212 TO LIVE AGAIN
- MHU 6213 ORIGIN OF THE HULK
- MHU 6214 ENTER THE GORGON
- MHU 6215 TO BE A MAN
- MHU 6216 THE TERROR OF THE TOADMAN
- MHU 6217 BRUCE BANNER-WANTED FOR
- MHU 6218 HULK RUNS AMOK
- MHU 6219 THE SPACE PHANTOM
- MHU 6220 STING OF THE WASP
- MHU 6221 EXIT THE HULK
- MHU 6222 ENTER TYRANNUS

• The Incredible Hulk (continued)

MARVEL 0002230

<u>Digest #</u>	<u>Title</u>
MHU 6223	BEAUTY AND THE BEAST
MHU 6224	THEY DWELL IN THE DEPTHS
MHU 6225	THE TERROR OF THE T-GUN
MHU 6226	I...AGAINST THE WORLD
MHU 6227	BRUCE BANNER IS THE HULK
MHU 6228	THE INCREDIBLE HULK VS THE
MHU 6229	THE MASTER TESTS HIS METAL
MHU 6230	MIND OVER METAL
MHU 6231	THE RINGMASTERS
MHU 6232	CAPTIVE OF THE CIRCUS
MHU 6233	THE GRAND FINALE
MHU 6234	THE MAN CALLED BOOMERANG
MHU 6235	THE HULK INTERVENES
MHU 6236	LESS THAN MONSTER, MORE THAN MAN
MHU 6237	WITHIN THE MONSTER DWELLS A
MHU 6238	ANOTHER WORLD, ANOTHER FOE
MHU 6239	THE WISDOM OF THE WATCHER

Collectible Comic Character Trading Card Sets

<u>Title of Trading Card Set</u>	<u>Publication (Release) Date</u>
MARVEL UNIVERSE - Series I	December 1990
MARVEL UNIVERSE - Series II	June 1991
X-MEN - Series I	February 1992
MARVEL UNIVERSE - Series III	June 1992
MARVEL MASTERPIECES - Series I	December 1992
X-MEN - Series II	March 1993
MARVEL UNIVERSE - Series IV	June 1993
MARVEL MASTERPIECES - Series II	November 1993
'94 FLEER ULTRA X-MEN	January 10, 1994
1994 The AMAZING SPIDER-MAN	March 22, 1994
'94 FLAIR Presents The Marvel Universe	June 8, 1994
MARVEL CARDS UNIVERSE 1994	August 24, 1994
1994 EDITION MARVEL MASTERPIECES	September 23, 1994
'95 FLEER ULTRA X-MEN	December 1, 1994
'95 FLAIR MARVEL ANNUAL	January 30, 1995
MARVEL METAL 1995	March 24, 1995
'95 FLEER ULTRA SPIDER-MAN	May 26, 1995
OVERPOWER CARD GAME	August 22, 1995

Updated as of September 1, 1995