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SPIDER-MAN™



By Peter David

Based on the original screenplay by David Koepp

Based on the Marvel comic book by Stan Lee

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PROLOGUE

"Let's wake the dead, baby!"

The souped-up black Corvette roared down the main road of the cemetery, gravel blasting out from under its tires, spraying every which way. A few squirrels, foraging for food, frantically scrambled for the nearest trees as the car, its double headlights flaring, cut hard to the right. Its rear fishtailed around and the wheels spun on dirt and grass for a moment before once again finding purchase on the narrow pathway.

The road was intended for slow, stately processions: a hearse, followed by limos or regular cars bearing grieving and stricken friends and family. It wasn't designed for hot rods and fast turns, but the driver and passengers of the midnight 'Vette couldn't have cared less. They were too busy laughing at the top of their lungs, blaring the horn and gunning the engine so enthusiastically that it seemed as if they would fulfill their stated purpose and cause the deceased to rise up in protest.

Their names were Tyler, Keith, and Daniel, and they were flying high. They'd just come from a ball game over at the stadium in Flushing. It had been an extra-innings nail-biter that the home team had managed to pull out of the fire at the last moment, and the boys were pretty liquored up, so they were feeling good about baseball in general and themselves in particular.

The 'Vette had a small ding in the rear bumper but otherwise was in perfect working order. Tyler, at the wheel,

had decided he wanted to open her up, and one of the best places to do that was the main drag outside the local cemetery, since it wasn't especially well traveled at night. As they had driven past, however, they'd noticed that only a single padlock, hanging on a heavy chain, was keeping the large wrought iron gates closed. A quick clipping with a pair of cutters that Tyler kept stashed in the trunk, and moments later they had the moonlit cemetery all to themselves.

The guys looked fairly alike. They all had their heads shaved down to a razor cut, and they had similarly large and sloped brows that indicated considerably advanced cranial capacity . . . if one happened to be a Cro-Magnon. Keith was wearing sunglasses, ignoring the fact that it was pitch-black out.

They were, however, easily distinguishable, one from the other, through their facial markings. Keith's face was smeared with solid blue makeup, while Tyler was wearing orange. These coincided with the official colors of their favorite baseball team, and they had festooned their faces as a mark of solidarity. Daniel had simply shaved all his hair off, down to the roots.

Tyler screeched toward an intersection, hesitated only a moment, then cut hard left. The roar of the engine filled the cemetery, barely drowning out the joyful howling of the guys in the car. Hard left again, and then right, tearing all over the place like the ghost of a driver killed in a high-speed crash.

Shooting off the road, the 'Vette hurtled across a row of graves. Daniel suddenly encountered a slight decline of nerves, and from the minimal backseat into which he was crunched, he pounded on Tyler's shoulder.

"Knock it off, man, this ain't funny!"

"They're dead, man, whatta they care?" Tyler shot back.

"Yeah, man, let the man drive!" said Keith, who was riding shotgun but had twisted around to face Daniel.

Suddenly the 'Vette slammed to a halt. It didn't happen with a screech of tires or an abrupt shuddering of metal. It just stopped, as if it had hit a brick wall, except somehow the front wasn't caved in.

"Tyler, you can't drive worth spit!" howled Keith.

"I didn't do it!" Tyler shouted in protest.

"You're drivin', man!"

"I didn't do it!" he repeated. "Something's holding us! Look!" He slammed his foot onto the gas pedal and the engine roared. The car drifted from one side to the other, the tires chewing up dirt, but otherwise it didn't move.

The full moon, which had been illuminating the graveyard, now drifted behind a bank of clouds, and the night air seemed even more chill.

"I'm getting out to see what's goin' on." Tyler unlocked the door and pushed against it. Then he pushed again. "The door won't open."

Keith tried to shove open the door on his side and had no more luck. "Okay, man, this is screwed up. . . ."

Suddenly Daniel pointed with trembling finger. "Wh . . . what's that? *What the hell is that?!*"

Something—some sort of strange, grayish strands were covering the side windows and the windshield. They were blind. Blind and trapped.

"There's something out there!" shouted Daniel.

"Oh, really? *Y'think?!*" Keith, the oldest, tried to sound sarcastic, but it only came out scared.

Daniel's mind was racing. "It's . . . it's a monster! Some kind of alien bug creature! It's wrapping us in a cocoon, to eat us later!"

Tyler twisted around to stare at his friend. "What're you, *stupid?!*" But the truth was that he'd been thinking the exact

same thing; he'd just been too panicked and felt like too much of a jerk to say anything.

That was when the car started to shake violently. The guys screamed, cried out, shouted for someone—anyone—to help them as the car rocked from one side to the other.

Tyler let out a scream that they could have heard on the other side of the Whitestone Bridge, even as he shoved the car back into drive. And then, with a rending of metal, they were free, the rear bumper having been torn clean off.

The main gate still hung open, and they barreled through it at top speed, honking the horn like mad, which was fortunate since it was the only thing that kept them from smearing themselves along the side of an oncoming truck transporting—appropriately enough—beer. The truck slammed to a halt as the 'Vette darted around it. Before long the smell of burning rubber and the frightened cries of the trespassers faded from the night air.

In the cemetery, all was still.

Then a figure clad in blue and red emerged from the branches of one of the large oak trees, so dark that it seemed as if one of the shadows had separated and come to life. He moved so silently that the absence of sound would have prompted any onlooker to think that maybe he wasn't there at all.

His body was muscular but, at the same time, extremely well proportioned, and he moved with a lithe, skittering grace that seemed barely human. His gloves and boots were dark red, as was the design that spread up his chest and down his arms. His mask was the same color but was interrupted by two eyepieces that were impenetrable from the outside. Indeed, anyone looking at him would have wondered how in the world he was able to see at all.

Thin black web patterns covered all the scarlet areas of

the costume. And on his chest, just over his solar plexus, there was the design of a spider with its legs outstretched. Had he simply been standing up, walking along down a main thoroughfare in the middle of the day, arms swinging casually at his sides, he might have looked like a circus refugee. But here, in the still of the night, with only the eye-pieces visible as the moon once again darted behind the shadows, he looked more like a spider himself, in human form, spit out by dark forces which ordinary mortals could never even begin to comprehend except in their deepest nightmares.

He dropped to the ground, still noiseless, and surveyed the area which had—so short a time ago—been the scene of unbridled pandemonium. Looking at the tire tracks that scarred the earth, he shook his head and mentally scolded himself for not having arrived sooner and, therefore, having done more.

“But then . . . that’s always the way, isn’t it,” he said softly.

As much as he might berate himself for not having arrived sooner, at least he had arrived just in time. The path of the racing 'Vette would have taken it directly across the one gravesite in the cemetery that was important to him. His intervention had prevented that, bringing the speeding car up short. And hopefully the lamebrains who'd been in the thing would never, ever, so much as think about setting foot in the place again.

Still so silent, silent as a ghost, silent as the grave, the masked man walked over to the headstone that was his destination, then crouched in front of it.

“Hey,” he said softly in greeting. “Did you see them run? Pretty good show, huh?”

He reached gingerly toward the headstone and ran his fingers over the letters. “Least you’ve got a good view. That’s

what the guy at the funeral home promised; that you'd have a good view. Paid extra for it. But it was worth it." He paused there for a moment longer, as if uncertain what to say, or even why he had come by in the first place. "I'm sorry," he said finally. "I . . . I should have come by and spoken with you sooner. I know I haven't been by for a while. But I . . . I wasn't sure what to say. How to start the conversation, y'know. But . . . here, check this out. I figured this would be an icebreaker." He stood and turned in place, his arms outstretched to either side, like a runway model. "Like the outfit? I figure to make the best- and worst-dressed lists, all at the same time. And the pecs . . . not bad, huh?" and he flexed to prove his point. "I mean, okay, I'm no Arh-nuld, or even Kevin Sorbo, but I've come a long way, right? Not the way you figured I'd end up, right? I guess . . ." The jocularity began to fade. "I guess . . . neither of us ended up the way we thought we would, huh."

Then the masked man took a step back and placed one hand on his chest as if in surprise.

"Who am I, you ask?" he said in mock astonishment, as if a voice had addressed him from the grave. Then he leaned forward and continued in a surprisingly conversational tone. "You sure you wanna know? The story of my life is not for the faint of heart. If somebody said it was a happy little tale . . . if somebody told you I was just your average, ordinary guy, not a care in the world . . ."

Then his voice choked for a moment, and he forced himself onward, ". . . then somebody lied."

Struggling to pull himself together again, to recapture the carefree air of *joie de vivre* that typified his costumed persona, he flipped over so that he was doing a handstand with his left hand only. "Mine," he called out, like a ringmaster encouraging all onlookers to listen in, as if he were addressing all the other graves within hearing, "is a tale of

pain and sorrow, longing and heartache, anger and betrayal. And that just covers the high school years. But let me assure you, this . . . like any story worth telling . . . is all about a girl. . . .”

Except . . . in the beginning . . . there had been no girl. There had just been the pain and sorrow . . . and the loss and the spider. . . .

THE ARRIVAL

It smelled weird.

That was the first thing that Peter noticed. The moment he stepped over the threshold, he noticed the smell of the house. It was . . . it was antiseptic, somehow. Not that young Peter, standing there so neatly attired in his blue shorts, white shirt, and yellow sweater vest, would have known the word “antiseptic.” That was a big, important word. Most four-year-olds hadn’t heard the word, couldn’t use it in context, couldn’t even come close to spelling it. In this regard, Peter Parker, who had celebrated his birthday the previous August at a big and splendid party where his parents had made a marvelous fuss over him, was no different. By age five, however, he would be able to correctly define and spell it . . . along with “microbiology,” “cellular,” and “mitosis.” On the other hand, he would continue to stumble over “photosynthesis” and “paleontologist” until he reached the ripe old age of six.

Peter, however, wasn’t looking that far ahead. Five and six were an eternity away. All that concerned Peter at that moment was the here and now. And what was here, and what wasn’t.

He was here. These strange people whom he had supposedly met once, when he was a baby—but he sure couldn’t remember—were here. That weird smell was here.

His parents were not.

The living room in which he was standing didn’t seem even remotely inviting. The cushions of the couch were cov-

ered in plastic. He'd tried to sit on one and hadn't liked the way it had stuck to the underside of his legs. So he'd slid off it, but it had made this really weird squeaky "ripping" sound, and he hadn't liked that either.

The man and woman who were bringing the last of his things into the house, who were speaking in hushed whispers to the woman named Miss Hemmings—the "social worker," she'd been called—those people weren't paying any attention to him. That suited him fine. Perhaps he could simply reside there like a ghost, no one noticing him. When he was hungry, he could snatch food from the kitchen, presuming they had one, and otherwise be left alone.

He wanted that more than anything . . . particularly to be left alone by the man, who reminded him a little of his father. Except it wasn't him, and that made him feel all the more uneasy.

The door closed, shutting out the outside world. The smell of the plastic cushions threatened to suffocate him. He would have screamed if he could have worked up the energy to do so, but he felt wrung out, like a sponge.

The carpet was weird, too. It felt slightly moist under his feet, as if it had been just washed. Just to add to the assault, there was a lemony smell coming from all the wood furniture. He stared down at his reflection on the coffee table. There were flowers arranged neatly on a small lacy thing in the middle of it. He leaned forward to smell the flowers. The flowers, he realized belatedly, were fake. They were the only things in the whole living room that *didn't* smell.

"Well, Peter," said the man, coming into the room. He clapped his hands once and rubbed them briskly together. The magician at Peter's birthday party had done something similar, right before he'd produced coins from out of nowhere. He'd pretended he'd pulled them from thin air, but Peter had spotted the sleight-of-hand. In a loud voice he'd explained every single one of the magician's tricks, to the

irritation of the conjurer and the endless amusement of his parents. His mother's laugh still rang in his ears. He hadn't yet been able to grasp the notion that he would never hear that laughter again.

"Well, Peter," the man said again, "would you like to sit down?"

"No, sir," Peter said politely, addressing the older man as "sir," just as his parents had always taught him.

"Land sakes, child," the woman said. "You can't just plan to stand there forever. Why won't you sit?"

He saw no reason to lie. "I don't like the plastic."

"The plastic protects the cushions," she said reasonably. "You understand that, don't you, Peter?"

"No, ma'am."

"Oh." She seemed vaguely disappointed. He felt as if he'd let her down in some way.

"Peter . . ." And the man got down on one knee. Closer up, the resemblance between this man and Peter's father was more striking. He had that same square jaw, that same laughter in his eyes. His hair was a different color, more red in it, and his eyebrows were bushier. Peter's nostrils flared. The man smelled funny, too.

"Why are you sniffing me, Peter? Are you part cocker spaniel?"

"You have a funny smell, sir."

"That would be my aftershave."

"It was his Christmas present," the woman said proudly. She sat down on the couch, her hands neatly folded in her lap. The couch made that same weird plastic-creaking sound when she sat on it. "Do you like it?"

"Smells like poop, ma'am," Peter said.

Her mouth immediately stretched to a thin line, while the man guffawed heartily. "He has his father's tact," the man said . . . and then immediately looked contrite. "I'm sorry, Peter. I spoke without thinking."

Peter's eyebrows knit. "You *have* to think to speak, don't you, sir?"

"Less often than you've been led to believe. And please, Peter, call me Uncle Ben. Have you ever heard of your Uncle Ben?" Encouraged by the boy's prompt nod, he said, "What have you heard?"

"That you make . . ." He frowned, trying to recall the word. ". . . perverted rice."

Now it was the woman's turn to laugh, as Uncle Ben's cheeks reddened slightly. "Different Uncle Ben, Peter. And I think you mean 'converted' rice."

"Oh." He was studying the woman now, comparing her automatically to the only woman who'd had a major place in his life. Her face was narrower, her eyes a bit more sunken. Her hair, which was brown with gray streaks, was tied back in a severe bun. She had a long neck and her hands tended to flutter toward it, as if she was trying to cool down waves of heat. "Okay," he added, to fill the silence.

"I'm your Aunt May," she told him. She said this with a great deal of gravity, as if she were revealing one of the great secrets of the universe.

"Okay," he said again.

The man clapped his hands together again. Peter waited for a dove to appear or a coin to drop out of the air. None was forthcoming. "Would you like to see your room, Peter?"

Finally something he understood. He nodded eagerly. "Do you wanna see where I drew some cowboys on the wall?" he asked.

Ben and May exchanged puzzled glances. "What do you mean, Peter?" Ben asked.

"Where I drew some cowboys. When I was little. Mommy yelled at me, and tried to wash them off, but you can still see them, 'cause I used markers."

"Ohhh," Ben said, and it sounded a little like a moan when he said it. "Peter, I mean your new room. Here."

“Can’t I go back to my old room?”

“Peter, dear,” said May, and she took his hand in hers. Her hand felt cold, but smooth, as if she’d put some sort of lotion on it. He noticed a few brown spots on the back of her hand and wondered what it would be like to connect them. “Your old room is back in Wisconsin. I thought the social worker explained it. . . . You’ll be staying here, in New York. With us.”

“Can’t we stay at my house?”

“But Peter, this is where we live. And this is where you’re going to live now,” Ben told him, trying desperately to sound upbeat about it. “We’ll make a good home here for you.”

Obviously this Uncle Ben and Aunt May weren’t getting it. “I have a home,” Peter explained, politely but firmly.

“Peter . . .”

“You know what you need?” Aunt May suddenly said briskly. She didn’t clap and rub her hands. Instead she patted them on her knees. “Some nice, freshly baked cookies. Why don’t you go upstairs and get your things unpacked, and I’ll whip up some cookies. Do you like chocolate chip?” When Peter nodded eagerly, she flicked a finger across the end of his nose in a playful manner. “I thought you might.” She rose as she asked, “Is there anything else you’d like?”

“Yes, please.”

“And what would that be?” She leaned over, hands resting on her knees. “What would you like?”

“My mommy and daddy.”

She winced at that, and Ben, trying to sound kindly but firm, said, “Peter . . . you have to understand, you’re going to live with us now.”

“I don’t want to,” Peter told him firmly. He wasn’t rude, wasn’t whining or crying. He couldn’t have been more polite if he’d been ordering a meal in a restaurant. “I want my mommy and daddy. Please,” he put in almost as an afterthought.