



MARVEL

THE AMAZING
SPIDER-MAN

BEHIND THE SCENES & BEYOND THE WEB

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LESLIE POPE



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The background of the cover is a dark, atmospheric night scene. It features a building with a grid of windows, some of which are illuminated from within. A spider web is stretched across the frame, with several strands of webbing visible. The overall color palette is dominated by dark blues, blacks, and greys, with some highlights from the building's lights and the web's texture.

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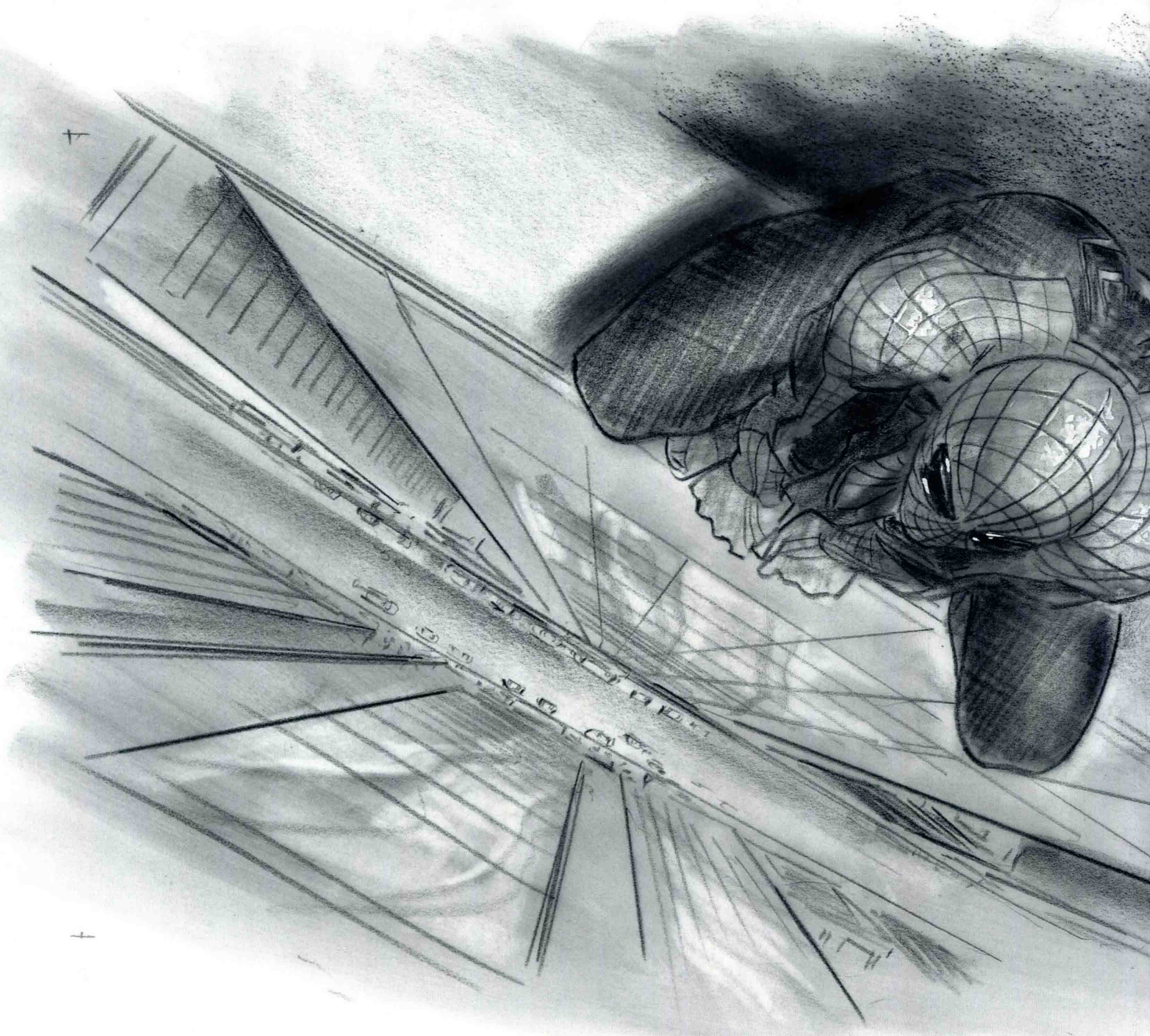






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FOREWORD

“Honey, put on your boots and get your spider-sense going, because here comes Peter Parker!”

With those words, Production Designer J. Michael Riva drew me into *The Amazing Spider-Man*, Marc Webb’s stunning vision of Peter Parker’s rollercoaster adolescence and the introduction of his new powers.

Marc, Michael, and our Cinematographer, John Schwartzman, agreed that our New York City would be so fact-based, so quotidian—so real—that when the fantastical story elements appeared, they would surprise the audience just as much and at the same time as Peter. After all, when a giant, talking reptile invades and demolishes a run-of-the-mill urban high school (while an oblivious Stan Lee files books in the foreground), he does stand out. The dazzling physical exploits of Spider-Man and his nemesis play out in stark relief against the backdrop of Manhattan streets teeming with pedestrians, cabs, and trucks. Peter’s everyday life unspools in living rooms and classrooms every audience member can relate to, and his bedroom contains all the detritus of teenage life. He skateboards everywhere; he endures bullying; he is bored in class; he falls in love.

The extremely well-equipped and modernistic Oscorp laboratories, the Lizard’s lair in the New York City sewer, and the half-remembered house of Peter’s parents stand in counterpoint to this reality. The lab lets us feel the power and wealth of Oscorp, where everything is state-of-the-art, no expense is spared, and the equipment gleams with limitless promise and no small hint of menace. In its dank, subterranean, controlled chaos, with its glimpses of decay and looming shadow, the lair embodies the devolvement of

Dr. Connors’ mental and physical state—the scientific method gone frighteningly awry. The home of Peter’s parents is awash in the sepia tones of memory, filled with subliminal hints of Peter’s psychology, development, and mental prowess.

The appearance, look, and feel of our Marvel character’s universe was not built in a day. To paraphrase a First Lady, such an undertaking truly takes a village. Or in this case, a small, very focused army—using great quantities of fabrics, art supplies, office supplies, lumber, paint, and electrical and rigging equipment. Planes, trains, and automobiles ferried us around. Ritter fans, air cannons, stunt pads, and lots of rope played a part. And don’t forget the explosives. Concept meetings were long and many, the logistics daunting, attention to detail staggering. Research, research, research was done for every set, drawing, costume, stunt, and prop. Yet even while jumping through these countless hoops, the ease of communication and collaboration between each and every department was constant. That discipline is up on the screen—the work of many talented artists and craftspeople shows in every beautifully composed frame.

But it was a chance overheard remark after a screening of the finished film that let me know these efforts had been rewarded. As part of researching scientific laboratories, a group of us were lucky enough to visit the Salk Institute in La Jolla, a magnificent facility. During one such visit, Michael Riva said, “I want us to create a lab that these scientists will say they wish they had.” When our friends from Salk saw the film, I’ll let you guess what they said.

Leslie A. Pope

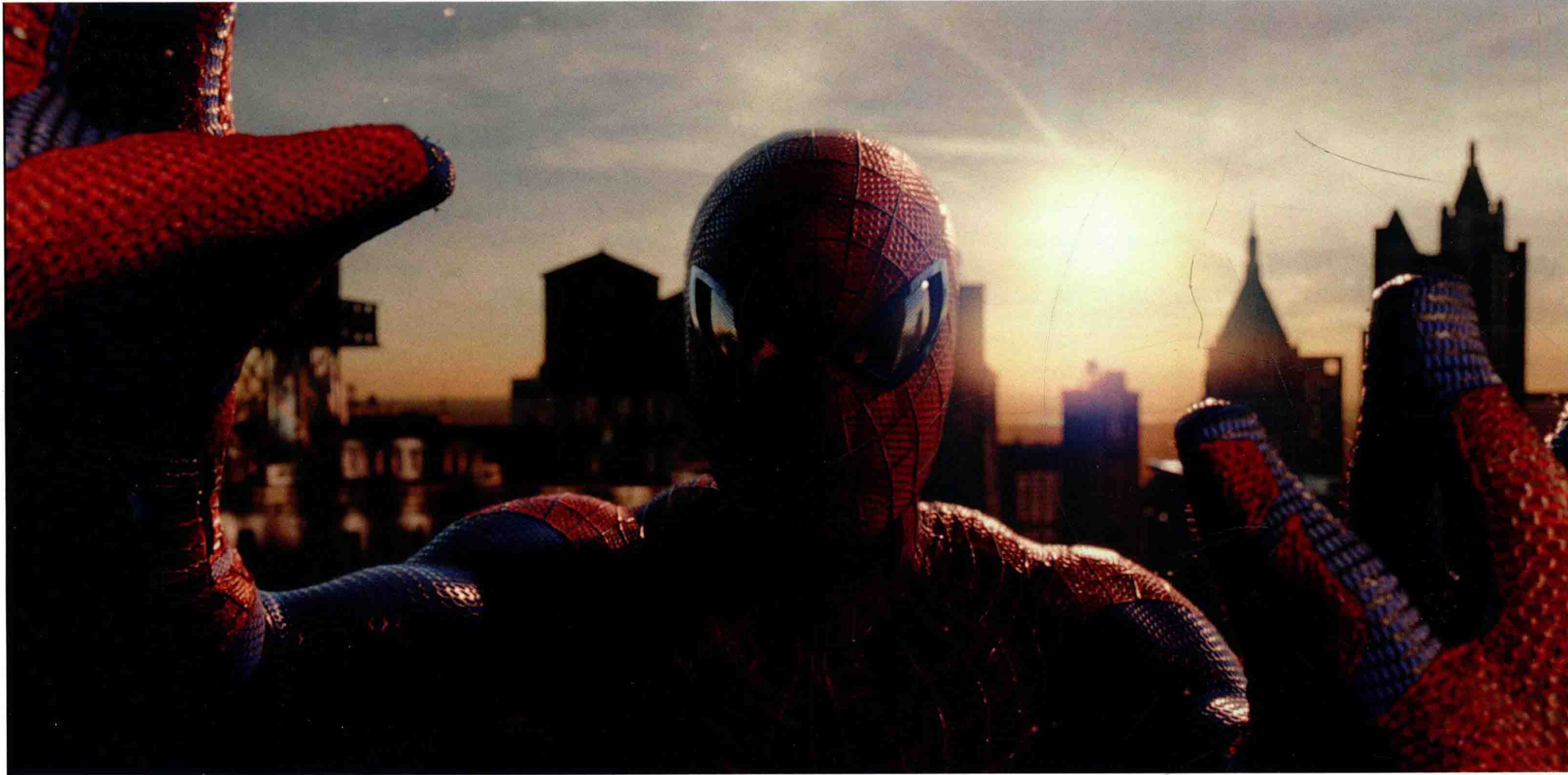
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INTRODUCTION



A NEW BEGINNING

Fifty years after the iconic hero Spider-Man came into being, *The Amazing Spider-Man* took the character back to its core—presenting an angst-ridden high-school student with the proportionate powers of a spider.

Marvel's flagship character first appeared in 1962, swinging by a fragile thread in his debut in issue #15 of an already-canceled series called *Amazing Fantasy*. The experimental concept was a risk at a time when heroes were typically bold, strong, confident, and mature.

"The idea of a teenage super hero was a revolutionary thing," Director Marc Webb explains. "Usually they were sidekicks, and when this high-school kid got bitten by the spider and gained all these powers, he wasn't a sidekick. He was his own entity."

Instead of imagining someone readers could look up to, artist Steve Ditko and writer Stan Lee—who had begun his Marvel career as a 17-year-old sidekick in 1940—gave the character traits the readers themselves might possess. Peter Parker was a shy outsider struggling to find his way among cliques and bullies in a typical urban high school. He was an adolescent with few confidantes, stumbling through mistakes and learning the ropes on his own as he swung around town.

"There's something very unique about Peter Parker and Spider-Man, and he's the most relatable of all the comic-book characters and super heroes," Producer Matt Tolmach says. "He's all of us. He's everyman."

This decidedly less-than-macho teenager with mundane problems and a doting Aunt May defied all the day's stereotypes of what made a commercially successful hero. He was imperfect, like his readers. And then, unexpectedly, *Amazing Fantasy* #15 became one of Marvel's best-selling issues of the year.

"The world's favorite wall-crawler, who violated every rule in comic-book publishing history, became the most popular super hero in all of comicbookdom," Stan Lee wrote in his introduction to the inaugural *Marvel Masterworks* hardcover in 1987. "And the more unique and the more off-beat we made him, the more his popularity grew."

The *Amazing Spider-Man* series launched in 1963; with it, the success of the Marvel Age of Comics was sealed.

During the next five decades, Spidey starred in multiple comic-book titles, movies, books, a newspaper strip, video games, and more. *Amazing Spider-Man* ran for 700 issues before being relaunched as *Superior Spider-Man* in 2012. A lot happened to Spider-Man during that half-century. Villains became good, then bad, then good again. Friends dropped in and out of sight. Peter Parker went through an awful lot of web fluid, shot thousands of photos for *The Daily Bugle*, and dated several women—usually ending in disaster when he couldn't manage his conflicting responsibilities as both a struggling young boyfriend and a super hero frequently charged with saving his home city (and occasionally the planet).

In the cinematic world, Spider-Man went through some changes, too, as Director Sam Raimi and actor Tobey Maguire took Peter Parker from high school to the working world and, eventually, to his destined soul mate: the effervescent Mary Jane Watson.

Both in comics and on film, Peter Parker grew up.

The producers behind Columbia Pictures' 2002, 2004, and 2007 *Spider-Man* movies planned all along to eventually relaunch the series once the character had grown past the age that made Peter Parker unique in a world of superhumans.

When the fourth *Spider-Man* film didn't happen, the reboot originally planned for later took shape in 2012.

"From the get-go, this was intended to be a completely fresh start—new filmmakers, new director, new writers, all-new cast, an all-new direction for the film," explains Tom Cohen, Vice President of Production at Marvel Studios and Associate Producer on *The Amazing Spider-Man*. "How do you reboot a franchise that was so successful? You have to find new ways into the story."



**SPIDER-MAN, FROM
THE VARIANT COVER TO
ULTIMATE SPIDER-MAN
(2000)#104 BY MARK BAGLEY
WITH COLORS BY
RICHARD ISANOVE**

Writer James Vanderbilt, who had previously been working on *Spider-Man 4*, says he initially had doubts he could find that new direction for *The Amazing Spider-Man*.

"I sort of politely declined and went home," Vanderbilt says. "We went our separate ways. And I woke up forty-eight hours later, and I actually had a sit-bolt-upright-in-bed moment. And I went, 'Oh, I think I know how to do this.'"

The idea that had clicked for Vanderbilt was placing Peter Parker in a completely contemporary world while focusing on an unknown aspect of his teen years. "What really got me excited was exploring what it would be like for Peter Parker to lose his parents at such a young age, and then catch up with that guy in high school," he says.

And so Spidey went back to the angst of his teen years, last seen in the early sixties, but in a modern world.

"It's kind of what writer Brian Michael Bendis did in *Ultimate Spider-Man*," Vanderbilt adds. "What he did brilliantly was take a story we all know, and tell it in a way that was exciting and energizing again."

Bendis and penciler Mark Bagley updated Spider-Man's origin story in the comic-book series' earliest issues in 2000. They returned Peter Parker and his friends to their high-school years—but in a contemporary world with today's science and fashions, cell phones, Internet, and the problems faced by modern teens.

“For every generation, there’s a version of him that’s important and relatable,” Tolmach explains. “It’s a character that avails himself to reinterpretation.”

“The movie feels like classic Spider-Man, but it feels like *Ultimate Spider-Man* at the same time,” Vanderbilt says.

“We didn’t change much,” Bendis says. “I didn’t want to modernize Peter in a way that would then date him at 2000. I didn’t want him to look like he was living in the now, but was instead kind of timeless. And thankfully, the character is not very stylish.”

Bendis thought *Amazing Fantasy* #15 already told the Spider-Man origin perfectly. After another writer tried unsuccessfully to rework it as a faithful adaptation, Bendis found a way forward. He made Peter Parker an intern for *The Daily Bugle’s* website, wisely avoided the temptation to kill off Aunt May instead of Uncle Ben, and changed the irradiated spider to a genetically altered one in light of technological advances.

“I saw that the soul and heart of the story needed to stay intact, but that the way the story was told was ready for modern interpretation,” Bendis says. “The language of comics has changed so much over the last 40 years. I read a quote by Stan Lee that said that he only told that story in 11 pages because he only had 11 pages offered to him. He said if he had more pages, he would’ve taken more pages. And that opened me up to the style of storytelling we chose.”

Mark Bagley’s depiction of Spider-Man in *Ultimate Spider-Man* was wholly unique from his Marvel Universe counterpart. “Peter Parker is young in the Ultimate comics, but he’s also very lean,” Cohen says. “Andrew Garfield is tall and lean, and that came into play in designing a costume for Andrew’s physique.”

Bagley had come full circle during the course of his years of drawing Spider-Man. “When I first started drawing Spider-Man, I was not nearly skilled enough to draw him the way I imagined him, so I started drawing him really thin. But editors told me to change him, that he had to be more muscular. It was the nineties, you know? I practically had pockets and pouches on him. Plus, he was the more mature Peter Parker.”

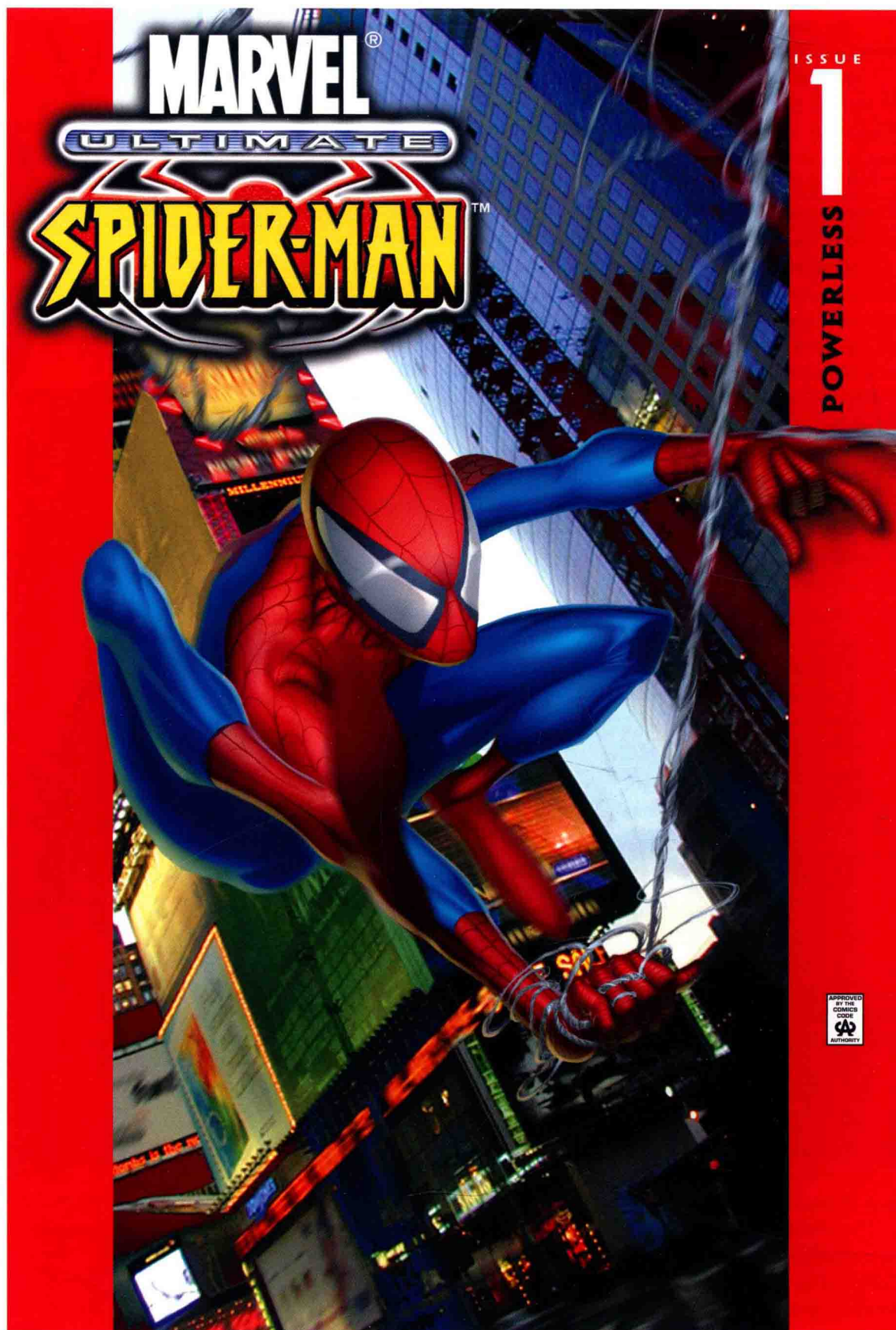
One of Bagley’s earliest Spider-Man stories appeared in *What If?* #4 in 1989.

“Mark was the penciler on the ‘What If the Alien Costume Had Possessed Spider-Man?’ story I wrote, so I knew he did a great Spider-Man,” says Danny Fingeroth, longtime Marvel writer and editor, and author of books like *Superman on the Couch*. “I then worked with him a bunch more, including as his editor on *New Warriors*, where he really blossomed. He just seemed like the logical guy to take over *Amazing Spider-Man* when Erik Larsen left. Bagley does great action, of course—but he’s equally amazing on ‘quiet’ interpersonal scenes, which are really important in the saga of Spider-Man. No one draws expressive faces like Bags.”

By the time Bagley was assigned the penciling chores on *Ultimate Spider-Man*, he had mastered his craft and was able to draw Spider-Man exactly as he had imagined the character the first time he drew him.

“When I got to do *Ultimate Spider-Man*, it really wasn’t even a transition,” Bagley recalls. “An actor has to fit the role. I see myself as a guy picking players, picking the visuals on a comic-book page, like the director in a movie. And to fit the role of a 15- to 16-year-old Peter Parker, that’s how he

THE COVER
TO ULTIMATE
SPIDER-MAN (2000)
#1 BY JOE QUESADA
WITH COLORS BY
TRANSPARENCY
DIGITAL





had to look. Physically, Andrew Garfield looks like I always pictured Spider-Man. The way he moves and his physicality.”

Spider-Man isn't the only character seen in *The Amazing Spider-Man* who was reinvented in *Ultimate Spider-Man*. One of Spidey's greatest all-time foes, the Lizard, also appeared—first as a professor at Empire State University, and then as the fearsome Lizard after attempting to regrow his arm.

Dr. Curt Connors and his alter ego first appeared in the Spider-Man comics in 1963's *Amazing Spider-Man* #6. Connors lived in the Florida Everglades with his wife and son; he was a complete unknown to Peter Parker until J. Jonah Jameson, publisher of *The Daily Bugle*, started printing stories challenging Spider-Man to fight the elusive Lizard. Peter tried to get Jonah to send him to Florida to take photos, but Jameson refused to buy him a plane ticket until Peter taunted the publisher as Spider-Man. Once Spider-Man had his attention, he and Peter both traveled to Florida in search of the Lizard.

Connors was a conflicted character even back then, a one-armed surgeon who became a leading authority on reptiles while searching for a way to regenerate his missing limb. But Spider-Man solved his lizard problem a lot faster in 1963 than he did in 2012, quickly synthesizing an antidote. Fortunately for readers, the antidote never held for very long. For decades, Dr. Connors was unable to keep his darker side at bay.

“It's been a revelation to me to realize how deep the waters of this story run for the characters and, hopefully, the audience,” says Rhys Ifans, who plays Connors in *The Amazing Spider-Man*. “Everyone recognizes someone in this film very, very well.”

Senior Visual Effects Supervisor Jerome Chen describes bringing Spider-Man's reptilian nemesis to life on-screen: “The Lizard is such an iconic villain from the comic books, and I was really interested in seeing how it would manifest itself here—whether it was going to be the same human size, wearing pants and a lab coat.

“But they took it into a much more physical, larger creature where he's six or seven hundred pounds and six-foot-eight, very strong, very muscular.”

Chen then had to ground this huge humanoid lizard in reality.

“The key to that was watching Rhys Ifans' performance and enlisting him to do his version of his thought process in Lizard mode. We did a lot of video reference. We videotaped him doing certain scenes as the Lizard or as Connors, and we took that reference.

“And because the Lizard face is not exactly like a human's face, I didn't really want to do any motion capture for this. We took purely a keyframe approach and really studied what Rhys did, and remapped that using the animator and retooled that performance onto the CG character.”

But computer graphics were only part of the film's final look.

“One of the first things that Marc wanted to do was go back to physical stunts,” Producer and former Head of Marvel Studios Avi Arad says. “Our luck was that Andrew, in addition to being an incredibly accomplished actor, is also a world-class athlete and eager to work with our stunt team.”

“We really pushed the bounds of what you can do practically,” Tolmach adds. “We had this incredible team of stunt guys, and Andrew—who, frankly, you couldn't get off the set when the stunt guys were working—was part of their unit. And we did things

THE COVER TO
AMAZING SPIDER-
MAN (1963) #6 BY
STEVE DITKO