



Editor and publisher，Lilith Lorraine；Aoosciates；Stanton A．Coblentz and Evelyn Thorne．Sponsored Ey Avalon Vorld Arta Acadeny，Rogers， Arkansas． 31.00 per year，（four copies）， 30 oents per copy．
Prophetic Poetry is not an oscape but a challense，not a day－dream but a kluemprint，not a Jwan－song for an old world but the Dawn－song for the new．

THIZ EDITORIAL is going to ke short and gweet．Short vecause we receiv－ ed so much good poetry that we need apace for $1 t$ ，and sweet because the hundreds of concratulatory letters which wo reoived after our firgt isaue ame out has aaturated our disposition with sugar which many of our friends will consider an improvement．We want above all to ex－ press our appreciotion for the fine friendy letters from the fan field the pro field and the general readers outside of these fields whom we have previously contacted through our ten years of publishing．

We also want to thank the authors，especially the poets in the science－ fiction field，who have been so very cooperative in accepting our sug－ gestions for brinsing their work up to our standarde when for gome minor reason or reasons，it failed to neet our needs．To be able to accept constructive criticism and make cood use of it，denotes a high derree of professional awareness．It also confirins our own juçment that in extending theseopo of our publishing activities to the science fiction field of poetry，we hove added a large number of progressive poetg whose worls wo shall ke happy to＂promote in many markets during the comine years．

To the many editors who have so enthusiastically co－operated with us， we express our sincere thanls．We shall return that co－operation in many ways possible to us because of the numerous rabifications of our ifterary activities，for arain we re－iterate，＂Competition is the law for the survival of the beast，but cooperation is the law for the gurvival of humenity．＂And ve have reason to believe that most ed－ itors are human．

In closing we would remind you that we are not limitine our acceptances to any specific type or style of fantasy or science－fiction poetry．Ve ask only that it be written according to the best poetic eraftsmanship， （and wo are rilling to help you acquire it），that it avoid proachins， moralizing，triteness，dullness and obscurity，and that it exomplify originality，daring，univergality，beauty of inacery，and tolerance， and that preferably it tell a story．Our limit is now 34 lines．
If you need a good course in modern poetry that will enakle you to place your work in the better markets，write us about ours．The instruction and martetins advice is free to all Avalon menbers and subscribers to our official macazine who avail themselves of the two toxt books，and throurh this course wehave given new marixets to several hundred poets who otherwise would have attained no wide recognition．
Pleaso tell your poet－friends akout us and give us thoir addresses． If you like us ask your friends to sukscribe，for the sooner we build up our subs．the sooner we go into print．GKALLENGLY YOURS＇


## GALACTIC GALIVANTINGE <br> Dariell Dunay

Dariell Dunay has done it again. On so many of the planets photography was either impractical or impossible, therefore Dariell, who is quite skilled with a pencil, held with his thirty-fifth tentacle, has done a series of glatehes of the incredible wonders he has envorirterea in his adventurous life. Here are monsters ihat defy descrintion, lost worlds, etrange dooms and the dainty creatures of the agteroids. You will shudder and gasp and laugh at these pictures and your CFinIENGE editor is sure that you will find here materiai for a chousand poems. The Pluionian Press has reproduced these sketches, seventeen in all in a mimeornaphed cooklet, size $5 \frac{1}{2}$ ky $8 \frac{1}{2}$ inchos, which it offers for sale to this planet through Avalon itis teriestrial agents. For one year beginning with the next Issue, CHALTENGE Ujll publish and award a 1.00 prize for the best poem titled after one of these pictures. Not only poots will want this boolrlet; there is material here for many a science fiction yarn also. The akove picture is one of the: 17. and what a tale Darioll told akout it. Perhaps you can tell a ketter. Order from DIFSEDIT, Rogers, Ark. Price 50 cents.

Lillian H. Roberts

## ARIIAGEDDON

Are they asleep in Agharti? Does even the great King sleep? Do they dream while we cry for the succor that nothing mortal can bring?
Have they yielded themselves to the lulling wave of the somnolent deep That rolls over the roof of the city, the home of the world's last King?

Surely they hear in Agharti - - they are waiting their michty allies To greet with a shout the Titans, the Elder Gods from afar, Who will flash to the ald of the undone earth, grown evilly over-wise; They will come on the wings of the Atom from their home on the farthest star.

They will come once more - they have promised - to war for our per11.ed souls

With the obscene legions of Evil who have tangled our feet in lies; Unleashing their weapons of Primal Force as the battle surges and rolls, And Man fights at last for this birthright, the ilmitiess scope of the skies.

Earle Franklin Baker
1310 North McCann Zt.
Kokoma, Ind.

## LIFT UP YOUR EYES

Eeek not her star within the tomb,
Nor seek the day within the night;
Lift up your eyes : Behold her light
Above Earth's darkening mist and gioom.
Lift up your eyes toward the stars,
Above the clouds our senses know,
Let chainless earthmen come or go
Beyond the pall of terror's barg.
Eeek till you hear the whispering surge
As great ships stem the tides of space,
And watch her symbol blend and merge
With dreams that time cannot efface.
Lift up your eyes : The dawning ray
Of Truth disperses error's night;
and man-- atar-reaching, gains the light
Of Peace -- sublime, eternal day.
NOTE: This is the winning poem over many entries in the CHALLENGE cover contest for which a $\$ 3.00$ ash prize was offered for the best interpretetion of our cover which was designed by Relph Rayburn Phillips. The judge, a famous science-fiction author and a nationally known poet wishod to remain anonymous. IMPORTANT: A 1.00 cash prize will be given in each issue for the poem vihich receives the greatest number of reader votes. BUT votes nust be in within ten days after you receive CHALiEiGE. Write yourchoice naming both author and poem on a slip of paper separate from all other correspondence. EVERYBODY VOTE AND TELL WHY.

## DREAM CITY

My soul soared starward in a mystic dream And sped through stellar pathways into space, Where onward gulded by a golden gleam, It reached a city of transcendent grace; The mad earth whirled in chaos on its way, A star within the boundless firmament Whose light was dimmed by mankind's carnal clay That falled to see creation's vast intent.

That city walled with light was beauty's goal It lured the poet's soul away from earth, To write their names with stars upon the soroll Within the realm of their immortal birth. Upon that atar of white celestial fire There blazed a shrine for all that dreams desire. Isabelle Cox

## THE GHOSTS HAVE FORGOTTEN

High in their turrets the golden moon ones Remember the fabulous dream, And weeping white tears through the cosmic aeons, Remember the day of the last holocaust Remember the dream and remember the cost.

Under the arches that hide blood and bone, The ghoista have forgotten the dreain, And hearing not, seelng not, huddle alone, Forgetting the godmen who perished at birth, Forgetting the dream that escaped from the earth.
Lillian H. Roberts

## THE ROVER

When on some distant star man finds rebirth, And dreams beneath its alien skies at even, I wonder - will he long for fabled earth As now his homesick spirit longs for heaven?
Michael De Angelis

> EPITAPH FOR A POET
> (To Samuel Loveman)

To him the far-flung otars Bert down in flaming ecetasy, And made the vinous orb of Mars A paean to eternity.

Know then, that in the final dark His distant soul's ethereal spark Shall kindle for the gods to mark, His Pyze - Immortality!

## FROZER ITAR

Tamoran, lord of the ice-tlue star Jits tranced on his chilly throne: About him the city lies carven and thite And the people like pillars of stone Stand frozen in a wizard spell Pale and lovely as asphodel.

For centuries no one has lifted a hand, No little breeze has stirred the folds Of a shimmering garment, not one leai Has spiraled downward, the city holds Jilence, immotile, unbroken and tall As the city walls are impregnable.

For lond ago Tamoran had said,
Now we are perfect, let no one sing
Another new sons, Iet no poet write Another line, all imarining Is forbidion lest we cease to be Perfect.....this do I decree.

Bo all life froze on the ice-blue star;
It waits for some reiel to break the spell
With a new thoucht sharp as a scimttar Or a song that will clang lise a nev bronze bell.

Robert J. Kelly

```
                    APPARITION
Black velvet
eternal dürkness
far away
pinpoints of luminosity:
jet gauze before an orb of lizht
a rent
in the cruaze
it closes
a streal of incandescence
moves
slowly through the velvet;
man
towards the stars :
a rent in the rauze
it closes
black velvet
(Elacker for the knowledce of licht)
eternal dariness.
```

Dariell Dunay
EAIE AB ABOVE IM KHIE


## Emili A.

## MARTIAN ODYSSEY

We steered our airy argosies through space Full speed ahead; we marked the space-jets roar, Snarling like lions, as the rockets tore Straight toward Torra. We had won the race With fate or death; at last the new world lay Supine below us - the green earth was ours To make or mar. We built our shining towers High against heaven; we were here to stay And found an empire...

Little did we know Of Terra's fickleness, the quaking earth Toppled our turrets - then in cruel mirth The sea roared in - we lnew that we must go.

With bitter courage, born of deep despair, We hurled our foundering rockets through the air.

11
Tending our camp fires by the canal side At dusk we listen while our elders tell Of how wo once farcd forth, and what befell Our strong intrepid men; Yea, how they died Fleeing from treacherous Terra. Yet, they say That two wero left to found a mighty clan That still does rule the earth - one perfect man Of our kind and his mate -

When the chill day
Of Mars has ended, and each silver moon Speeds through the tenuous air, we mark the tales of elder sages, while pondering on how soon Our earth-born kin will take the space-wide trails;

Guided by memory, doathiess as the stars Stecring from Terra back to ancient Mars.

Hugh J. Imith
ifarman laidgacape
First dawn is small on Wars,
The day when it comes is quick,
The hills are low and neat and sharp,
Red aand black, sky cold,
Along the wide green dry canal,
The sand is dry, no water,
No green but dry green,
Dust always the skeleton of a world.
And crying to the atars the worm-out dream
Alone in the old desert,
The tired towered cities
On the curved flatness in the cold.

## THE LOET WORTD

The timeless Master of the Galaxies, Who dreams aloft, throned above fate and apace, Peered down across the dim, aidereal seas, and heard report of many a stellar race.
"There, in Orion, aill is peace and light; Yonder, in Perseus, love and plenty relgn. Great Vega's sages flame from hoight to height And Alsol shines like one illumined brain.
"And Birius is beauty-brimmed and all Is bright on Procyan. Yet look, below! A ahadowy lesser globe, where bipeds orawl. Crumbles in amoke - and man calle man his foe!"

Then the wise Master, lord of suns and years, Learning of that lost world where millions die, Leaned down to watoh; and all the wandering apheres Trembled with one long univereal sigh.

Sally Pepos
LABT MONUMENT
Here lies the last of the Golden Race, The genocide, and the iragile dream, Here in the dearth of this lonely place An echo lives with an echoed scream, With the hollow volce of deathless fear Where the wind of the wasteland sighs, Where man has left his hate-charred bier, Mute testament of his demiee.

Edsel Ford

## PIONEER

The ancient mountains are the lasting hilla.
The inal moon is rooket-raped and kleak;
Out of one gaping, cratered, clawed breast spills
The bitter honey that the curious seek.
(They were excited Eroups on ashen sands, Clamoring, "Fire her up: The hour grows late:" : ielack noses pointed aliyward, eager hands Lifted in brave aalute - in awe of Fate....)

I loved green hills. In thege enormous eyes
I see remembrences of dreamefilled men
Wondering what lay past those myatic skiea, How they could get themselves out there, and when.
But I have wearied of it - long for sleep In this black land - no shepherd - and no sheep...

## OF POLAR ICE GAPZ

Between a breath and a breath the earth tipped over, The seas ran wild one instant before they froze, Whole continents were piled with mountains of crystal Encasing as flies in amber the laj liahal and the rose.

Old Farmer Jones was cought to stond for ages,
iis hoe swung high above his carrot bed
As a river leaped in a frection of a second Then dropned in a cone of freezing diamonds on his head.

The stalking cat. Will be held for a.long forever,
Its pew just lifted above a frightened bird,
And the suave maestro for centuries will signal
A glorious bar from Brahms that was never heard.
And in a clean green land once topped with ice-caps
From amoeba to man another race may rise,
And if hete is frozen and dead with other fossils
Perhaps that brave new race will reach the glties.
Helen Reid Shase

## WE MUST NOT FAIL THEM

Breathing the future, man looks to the star-ways, Feeling a pull that will loose him from earth, Jetting his feet in new orbitg, the far ways of sun-clrelinz plenets, where hope has rekirth.
Narrow the confines of rocket-shipg, narrow
The margin of iffe in tine vacuum of space,
But past all barriers man's gulrit will arrow,
Sheft from the kow of a pioneer race.
Girdiers of universe-empires, we hail them,
Theirs to emblazon man's name in the gkies;
lay wo have courage and faith not to fail them Ours to malre sure that the argosies rise.
Thelma Allinder
ON ETRAIGE TERRAIN
Ehall earthmen walk upon a strange terrain
Jome day, where eyes have never seen the greed And hates of Earth, have never felt the need To blight young dreams? If so, will they bring pain Into the peeceful realm where Etar-Men dwell, Or will the Etar-men teach the earth-torm seed Their godlike ways and cenish battle-hell?

## THE RIDERS

The sky was black and the years were long When the lonely men came riding, With a fiery sword and an ancient sone To unearth a lost queen hiding.

The town was dark and the streets were bare
As the ebon clocds were piling,
But the horses pawed on enchanted air And the lonely men vera smiling.

They found the room and they broise the door And they sheathed their swords in duty, For the queen they south in the mud and sore las the single arail of beauty.

But the bombs had come through the morning air, And the fleshy walls wore tumbling, The was stark ond pale and she had no hair And her eyes wore ilind and stumbling.

The strong men wept with the voils of pain; The queen was a witchwolf turning. The floor was wet with her scerlet rain, Mile the final hope was burning.

The gky is black and the years are long, $3 t i l l$ the lonely men are riding, iith a rust-raw sword and a mad-man's song For a lost queen dead and hidinc.

Lucrezia Reynand
NOT TO A GREOIAIT URN
The cosmos is a golden urn holdine the ashes of the last god in whioh sprouts the swaddine spirit of the first man, growing in stature, bursting the urn exploding into a now dimension of nothingness
filling another cosmos
with subtler futilities -
dying at last
of utter boredom,
germinating nonchalantly
5 more pretentious seed,
a more convincinc unreality-
thus gode are born.

## DOOM WIND

Do your hear the haunted north wind blowing in the gloom?
In its wake a frichtened soul is going to its doom,
For the Wendigo 19 flying in the blackness overhead, And when he salls you follow, you become the living dead.
Jurely you must hear them crying, poor damned souls with feet of fire,
Shrieking, sobbing in their torment as he draws them higher, higher,
Until their anguished cries are echoed by the north winds as they blow;
I can hear the dread voice calling-- calling me-- and I must go.
Don J. Nardizzi

## TO THE FUTURE

> When the galaxies' far corners,
> When the nebulas are reached,
> When the parsecs are but milestones, And the vastness has been breached, When the credits are awarded, And they deck the Hero's hair With the laurel wreaths of conquest, I'll be there.
> Wen the fallures are returning
> With their maimed and crippled crew,
> When the casualties are counted
> Look for me among them too.
> For Ive done all this before you
> With inaginative dare,
> Bo, remembering look for me,
> I'll be there.

Dariell Dunay

## A MARTIAN BIOLOGIET REPORTE

The earth is most incredible with two distinctive races, And one has fur upon its face and ono has lost its faces, The human boasts of atom bombs and smokes and swears and drinks, And scatters currency around that clinks, and cilnks, and clinks, Then riddles all his world to shreds and tries to atop the chinks. But all the while his intellect, just shrinks, and shrinks, and shrinks. He calls himself the master-race but actually he JTINKZ.

The cat hovever is a sace, descended from the lynx,
Who, curled upon a cushion sits, and thinks, and thinks, and thinks. And when we gek him who is boss he winks, and winks, and winks, And sniffs the cream his "master" brings and drinks, and drinks and drinks,
He has no. need for currency that clinks, and clinks, and clinks, For fat upon his cushioned throne, he thinks, and thinks, and thinks.
And when we send our spacemen, and our fleets and diplomats,
We'd better make a treaty with the Emeror of Jats.

## EECRET OF ATLANTIE

What if the moon holds the lost Atlantis, Flung to the sea of aerial space, A fragment torn from the earth's scarred bosom, Doom of a wanton and self-cursed race?

Kanadus flourished, Homeric Circes, Pleasure domes shut the clouds away, Till a watchful Hand with a reckoning finger Wrote the decree that no power can stay.

Where are the revellers, blind with eye-lust, Prince and satrap and sinecure, Weddint to vanity cobra-like bodies, Laughing at menace, insenely sure?

See : the moon's craters are tortured features, Ite Cambrian ranges are peaks of pride, Yielding at last to a dark mutation, Trapped in the roll of a timeless tide, A ghost-world hides in a glacial frost, Moon-mad in Karma....Atiantis the lost :

## Earle Franklin-Bater

## CAVE-IMAN TO RAVE-MAN.

After the age of stone men found them there High on the cave's rock wall, beside a lair, crude drawinga of a man, a fish, a bear.

Earth-time moved on, man lit the atomic flare, Burning each citadel, each dream, each prayer, Built by the hands now dust upon the air.

A coverlet God laid upon times उquare And tucked it in.... a man, a car, some ware, To keep them just as He had placed them there.

The years rolled by, from time to tine the zquare Is visited ky Things that grope and stere At what they see - a man, a car, some ware.
Dariell Dunay
WE TO YOU
When we prophesied the steamboat it was very melancinoly, You settied it with negatives and called it Fulton's Foily," When we dreamed the automobile, you filled us with remorse, And yelled at every crossing, "You'd better get a horse." And when we saw ascending the frall and flopping plane, Your mirth was uncentrollable, you took our rames in vain. And when we glimpsed the atom around the corner peep, You bid us take a bromide and softily sink to sleep, But now that silver space-ships will scon essault the stars, We'll soon be past your lauthter...just look us up on Mars.


## GLARK AJHTON FMITH

## THE CITY OF THE TITANE

I saw a city in a lonely land;
Foursquare, it fronted upon gulfs of fire;
Behind the night of Erebus hung entire;
And deserts eloomed or glimmered on each hand.
Sunken it seemed, past any star or gun,
Yet strong with bastion, proud with spire and dome, An archetypal, titan-builded Rome,
Dread, thunder-named, the seat of gods undone.
Outreaching time, beyond destruction kased, Immensely piled upon the prostrate waste, And cinctured with insunereble deeps,

The city dreamed in darkness evermore, Pregnant with crypts of terrible, strange lore And doom-freught arsenals in lamplass.keeps.

## EMPRESE OF THE STARE

Fleeing across the black and burning sky, Where the dismembered earth rolled crazed and blind, Last of a war-seared race that chose to die, I sought a planet peopled with my kind.

I stopped at many a space-port, exile-tense, There strange unhuman races, done with warg Gave me a deep but questioning reverence, And told me of the Empress of the Etars,

Whose form was somewhat like to mine, they said, Who ruled the galaxies with armoured peace. Again through many a firmament I sped, Jwearine that this, my Odyssey should cease

Only when I had stood before the throne Of this proud Empress, met with valiant men.... And so again I sped through space alone, Brushing the worlds aside like chaff, and then

One dawn my blazing rockets seared the ground Of a great planet blazing like the sun, There flame-winged beings circled me around.... But they were glorious women - every one.

And now at last I knew that from the first Nature had planned this parthogenic race, Thot man a temporary role rehearsed, And women were the sovereigns of space.

And then I saw the Empress of the stars, Regal and willow-slim with eyes of ice, With lips to lure celestial avatars, Yet sarven not for love's lost paradise.

One maiden watched me close, with eyes of fire, Then whispered to the queen some laughing plan, "Yes, take him for your pet if you desire, I think he answerg to the name of 'man.'"

## Dariell Dunay

## READER BEVARE

I who write the fillers when the page is nearly done, Am a very curious creature from a very distant sun, I come from far Arcturus and $I$ weave a woird refrain Out of star-dust, out of moon-mist out of luminiscent rain. You must never quite believe me, lest you fall beneath my spall, For I come fromfar Arctumas and my name is Dariell, Never, never, try to find me for I shatter every norm, Of the mind whose cyes behold me in my true and awful form. Well the page is almost finished, and you'll never mue the day, If you'll creet me with a horse-lauch nor believe a word I say.

Hugh Smith
THE $\exists P A C E D O G^{\prime} \Xi$ REPLY TO INTERSTELLAR PA3EENGERJ
You ride safe ard sound in the Hyperdrive ships
And sleep in a cabin of chrome;
But remember the spacedogs who made the first trips
And the others who never came home.
Remember the chemisal crates that we flew
From Terra to Venus or ilars,
And remember the way the atomic tubs flew
And the huncer we had for the stars.
From Earth to Centaurus is just overni ght--
It took Johnny Carter twelve years--
And you sit around while we had to fight,
And water the skies with our tears.
But ours was the glory of quenching our thirst
On planets that no one had known,
And ours was the glory of getting there first,
And then getting back on our own.
Lin Carter

## SONG OF THE SORCERER <br> (A Fracment)

........I have flown
Astride a Gryphon to enchanted stars Where fiery mountains rise in boiling seas
Of living light and incandescent mist;
And cyclopen shapes of shifting flame Do battle under irridescent skies.

And I have seen the nighted regions far
Where lightless worlds in star-less cycles swing,
And suns and calaxies collide in flame
And fury : Once I watched two dramon fleets Come thunder-winced across a world of ice,
While horsed upon their multitudinous becks There rode a Daemon horde......I saw them meet To battle underneath a red-mooned sky.

They fought and kroken-winged, they tumbled down
Yet fleshless hordes of Daemons urced them on,
And shrieked with fiendish lauchter as they died !
Dariell Dunay
ZOLILOQUY IN A 200
The monkey views the acts of man with mixed emotions blended, And wonders who it was that rose and who it was descended. And wonders if the Martians come if they will call him "mister," Or if they'li say salaciously, "how would you like your sister

CALIING ALI FANZINE EDITORE：CHALLENGE W111 be happy to exchange our magazine for yours．Most of the zines are already on our ex－ change and this is our invitation to the rest．

IF YOU WIEH TO EXCHANGE ADS as well as magazines，wo＇Il give you a fine lino ais in CHILIENGE for a five line ad $\hat{i}$ in your zine． But please send it in not later then ten days after you receivo this issue and we＇ll send you our ad in exchange．We have no com－ petitors，only cooperators，for competition 1s the law of survival for the beast，cooperation is the law of survival for humanity． Tile THINK we＇re human．．．．．What are you？

## 

EXPLORER，a fan－zine which tries to have something about everything of interest to the $s-f$ and fantasy fan－．．trading lists..- hobby lists－－an outlet for aspiring writers who write for the fun of it．It＇s for the International $\Xi-F$ Correspondence Club．If you want an idea of what it＇s like，write to Ed Nokle，Jr．，Girard，Penna for a copy，or at least a letter in explanation if no copy available．

UTOPIAN，puklished irregularly by R．J．Banks，Jr．， 111 ミo． 15 th Et．， Corsicana，Texas，is not／ 40 Mimeographed pages．Regular features are fiction；poetry：ilmericks；columns；and an interview with a

THE NEKROMANTIKON，Manly Banister，Editor， 1905 ミpruce Ave．，Kansaa Cさty，ivo．，amatour weird，fantasy，and science－fiction ma．Welcomed． About 5，000 words preferred．Payment，free copy containing work． Advice on unacceptable ms．if requested．Also use art work suitable for renroduction by line－engracing process．ミub． 4 issues，${ }_{3} 1.00$ ． THE ANERICAN ZCIENCEAFANTAGY ZOCIETY，the most progressive institu－ tion of its kind wishes members with creative ability to take part in its activities．Eervices such as：Low－rate ZF book service，Man－ usoript and literary Dept，ヨwapping and Correspondence．The Circie Letter Club，Zhaver Iiystery Dept．coming in the future．Write to C．Thomas Beck， 7312 Blvd．East，North Dergen，N．U．
WONDER，edited by Michael Tealby，is oublished quarterly at 2 Burch－ field Ave．，Loughborough，Leics．England，Eubscription 2／per year． Features the best in short stories，science comments，book reviews， fan news and highlights on proauthorg．Read for orlginality and veriety，good craftsmanship and progressive viewpoint．
GARGOYLE Edited by Michaol DeAngelis， 1526 East 23 rd シt．Brooklyn 10，N．Y．is a new printed zine which welcomes material for pub－ ilaation．The first issue was dediceted to August Derieth add Arlkham House and a fortheoming one will feature Clark ishton Imith． Derloth＇s story Logoda＇s Heade appoared in the first issue and excollent yarne are scheduled to appear in the future． OPERATION SANTAST，Britian＇a newest printed fanzine，edited by Capt．K．F．Slater， 13 Gp．R．P．C．B．A．O．R．，23，\％GPO，England． Note by Lilith Lorraine：Due to slow mails promised ad material has not reached ue，but we want to tell you that this is a fine publication and wo hope you will all send for a copy and find out for yourselves．Capt．Blater needs no introduction to fans．

QUAFDRY...The strantest zine you've over seen. The first issue was illegikle, the second stunk. The third is an improvement. The fourth should te VERY good. Why not find out for yourself? Write IEE HOFFMAN, 101 Waçner Zt., Zavannah, Ga. The editor who dared.... :!:!

EPEADEAD:A Quarterly Mocazine of Foetry and Jomment, edited by Thomes H. Carter, 817 3tarling Ave., Martinsville, Va. Puclished for the pleasure it gives the editor and staff and sent to those Who want it badly enouch to write and ask for it. Will feature the vory best poetry it can get. First issue featured poems ky Etanton A. Coblentz, Aurust Derleth, Lilith Lorraine, Evelyn Thorne, Joe Kennedy, Clarik Ashton Imith, and e.c. cumings.
NOTE: Don't forget that all fanzine editors wishing to exchange ade with us may send us a five ine typewritten ad in return for the same leneth ad from us. If we've oritted any one whownted in, Iet us know.

## BOOK REVIEWE

GEIUE LOCI AID OTHER TALEE by Clarls Aehton Jmith. Arkham House, Eauk gity, lisconsin, is a superb collection of widely acclaimed proviously pubilshed stories by this inaster of "weirdology, Whose haunting style and Elzarre subject matter evoke a neoromantic spell unequalied since $P$ oe and Lovecraft, and at the same time enthrall the reader with a daring and orisinality all their own. No fan library will be complete without this volume.

INTO PLUTOITAK DEPTHE by Ztanton A. Joblentz, Avon House, $25 \%$, a most unusual and koautifu? ly written story by a master of sciencefiction whose name needs no introduction here. Buy this popularly priced inttie eem from any mewstand and descend with the euthor into the mysterious world where three sexes play out their cosmic drame of tenderness and terror araingt the kacleround of eternal space.
EXTRAORDINARY FATIAEY AID ZCIEICE-FICTION ART of mystery and horror Ey RALPH RAYBURI: PHILIIPE Who desiched ©HALLENGE's first cover. Modernart of a completely nevilind, macabre, weird, and fantastic. Done in mony colors and four distinct types by an artist whose work has been highly praised by outstandnc art oritics. Reproductions and originals ot reasonabie prices. Relph Rayburn Phillips, 1507 J.W. 12th Ave. Portland Oremon.

Don't forget there is a 35.00 priae to be awarded at the end of our first year of publication for the most constructive letter of not less than 500 vords telling us how wo can most improve our publication without thinking up new ways for us to spend foney, which wecan't afford until our incrsased subscriptions justify it. Write Now.
Why not send for a sample of DIFGERENT, official orcan of the Avalon Norld Arts Academy, the unveual Iiterary "slack" yifh is the sponsor of CHAL ENGE? In its Piction department it uses only fantasy and science-fiction and pays 310.00 per story. Has largest poetry department of any magazine of its kind, with a wide ranze of subject matter and publishes only the best. Do not write for DIFFEEETT until you have seen 1t. Price 35 per copy, "2.00 per year, Rosers, Ark. IET THE PATRERSE BREAK, (Avajon Pross, Rocers, Arli., 3.00 ) completo illustrated poctical works of Ii? ith Iorreine in a deluxe odition. OR one year's suk. to DIFFERTM and this book for $\$ 4.00$. TAPEERRIES IN TIIE, Docis ky Evelyn Thorne, $50 ;$ Rogers, Ark. $\%$ DIFEERTET.


ROGERS, ARKANSAS
Return Postage Guaranteed

Roy Lavender,
Box 132,
Delaware, Ohio

