



LIMITED EDITION

MULTIMATE SPIDER-MAN™

ACTIVISION.
activision.com

MARVEL



EmuMovies



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A very small percentage of individuals may experience epileptic seizures when exposed to certain light patterns or flashing lights. Exposure to certain patterns or backgrounds on a television screen or while playing video games, including games played on the PlayStation 2 console, may induce an epileptic seizure in these individuals. Certain conditions may induce previously undetected epileptic symptoms even in persons who have no history of prior seizures or epilepsy. If you, or anyone in your family, has an epileptic condition, consult your physician prior to playing. If you experience any of the following symptoms while playing a video game – dizziness, altered vision, eye or muscle twitches, loss of awareness, disorientation, any involuntary movement, or convulsions – IMMEDIATELY discontinue use and consult your physician before resuming play.

WARNING TO OWNERS OF PROJECTION TELEVISIONS:

Do not connect your PlayStation 2 console to a projection TV without first consulting the user manual for your projection TV, unless it is of the LCD type. Otherwise, it may permanently damage your TV screen.

USE OF UNAUTHORIZED PRODUCT:

The use of software or peripherals not authorized by Sony Computer Entertainment America may damage your console and/or invalidate your warranty. Only official or licensed peripherals should be used in the controller ports or memory card slots.

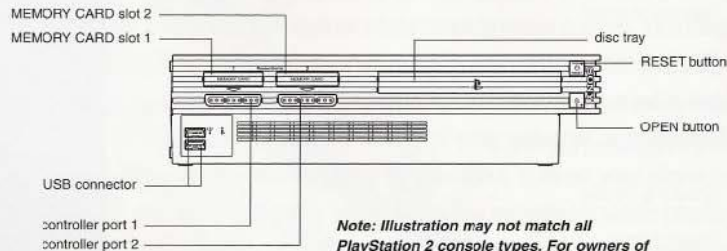
HANDLING YOUR PLAYSTATION 2 FORMAT DISC:

- This disc is intended for use only with PlayStation 2 consoles with the NTSC U/C designation.
- Do not bend it, crush it or submerge it in liquids.
- Do not leave it in direct sunlight or near a radiator or other source of heat.
- Be sure to take an occasional rest break during extended play.
- Keep this compact disc clean. Always hold the disc by the edges and keep it in its protective case when not in use. Clean the disc with a lint-free, soft, dry cloth, wiping in straight lines from center to outer edge. Never use solvents or abrasive cleaners.

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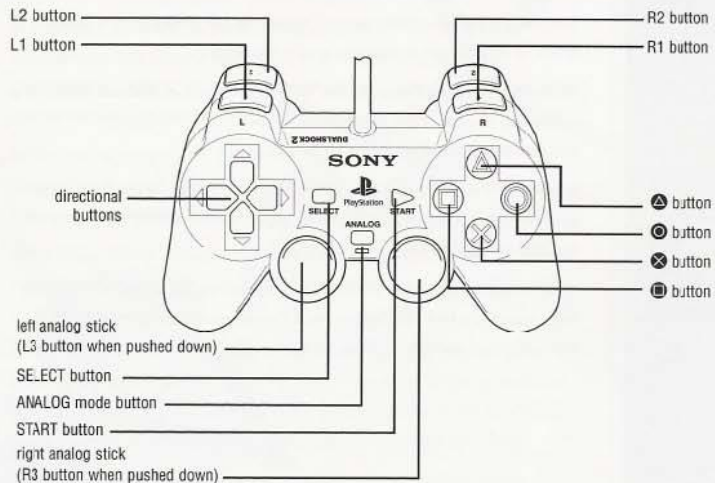
GETTING STARTED



Note: Illustration may not match all PlayStation 2 console types. For owners of SCPH-70000 series PlayStation 2 systems, refer to the setup instructions supplied with your system.

Set up your PlayStation®2 computer entertainment system according to the instructions in its Instruction Manual. Make sure the MAIN POWER switch (located on the back of the console) is turned **ON**. Press the **RESET** button. When the power indicator lights up, press the **OPEN** button and the disc tray opens. Place the *Ultimate Spider-Man* disc on the disc tray with the label side facing up. Press the **OPEN** button again and the disc tray will close. Attach game controllers and other peripherals, as appropriate. Follow on-screen instructions and refer to this manual for information on playing the game.

STARTING UP



To select menu options, use the **↑** and **↓** directional buttons to navigate. Highlight the desired option and press the **×** button to accept. To select a menu option, follow the on-screen button prompts and press the **×** button to accept and the **△** button to go back. *Ultimate Spider-Man* supports the DUALSHOCK®2 analog controller.

Note: *Ultimate Spider-Man™* only supports Controller Part 1.

THE STORY SO FAR

The Venom suit was designed by Doctors Richard Parker and Edward Brock in an attempt to develop a cure for cancer.

Recently, their sons Peter Parker and Eddie Brock Jr. discovered the final remaining sample of the Venom suit—and unleashed the nightmare of Venom.

When Eddie and the Venom suit vanished in a flash of electricity, Peter learned one fundamental rule of the super hero business: "If there's no corpse—the guy's alive."

Now, three months later, Peter Parker continues his double life as both high school student and Spider-Man. Unbeknownst to Peter, Venom is terrorizing the streets of New York once again.

IT'S A BIG WORLD OUT THERE

In *Ultimate Spider-Man*, you can experience a free-roaming city environment that covers Manhattan and neighboring Queens.

As the game unfolds, you'll automatically switch back and forth between the heroic Spider-Man and his arch nemesis Venom.

As the game progresses, Spider-Man will have certain City Goals to accomplish in order to continue the story. Check the **City Goals** section of the **Pause Menu** to see Spider-Man's current objectives.

Once all City Goals have been accomplished, a beacon of light will appear represented as a green dot on the mini-map, showing where the next story mission begins.

In addition to the main story, there will be multiple City Events taking place. **City Events** range from stopping muggings to saving lives and are represented by red dots on the mini-map. Time is of the essence, so when you see a City Event in progress, get in there and be a hero.

There are a lot of additional activities such as finding secret tokens, landmarks and comic book covers and competing in trick races. These diversions are fun and if successful, you'll be rewarded with secret content.

Now get out there and save the city!

CREATE A PROFILE

Start by creating a user profile to save your game progress. Enter a name using the directional buttons to select letters and move the selector. Press the **X** button when you've entered your desired profile name.

Press the **Start** button to access the Pause Menu, which contains a wealth of options for the *Ultimate Spider-Man*. You can also access many other

features of *Ultimate Spider-Man*. Use the directional buttons and the **X** button to highlight and select options.

CITY GOALS

Check here to see your current objectives.

CITY GOALS

TOKENS COLLECTED	41 / 42
BAGS POLING GAINED	43 / 43
COMBAT TURNS COMPLETED	41 / 42
CITY EVENTS COMPLETED	43 / 43

THERE ARE 04 MORE TOKENS LEFT IN THE CITY

MOVE **BACK** **RESUME**

SAVE GAME

Save your game.

SAVE GAME

1. EMPTY NAME	00 000 0000 - 00:00:00
2. EMPTY NAME	00 000 0000 - 00:00:00
3. EMPTY NAME	00 000 0000 - 00:00:00

MOVE **SELECT** **BACK** **RESUME**

LOAD GAME

Load previously saved games.

LOAD GAME

1. EMPTY NAME	00 000 0000 - 00:00:00
2. EMPTY NAME	00 000 0000 - 00:00:00
3. EMPTY NAME	00 000 0000 - 00:00:00

MOVE **SELECT** **BACK** **RESUME**



OPTIONS

Change many of the game's settings.



MESSAGE LOG

Review past in-game communications.



UNLOCKABLES

Access special features you earn from excellent play.

SWITCH HERO

Use this option to switch between Spider-Man and Venom.

Note: Only available after completing the entire game story. Before that, you'll be automatically switched between the two characters.

PLAY BOTH SIDES

Ultimate Spider-Man gives you the opportunity to play as both Spider-Man and Venom. As you move through the city, be on the lookout for beacons of light that mark the starting point for a story mission. After completing a mission, you'll be returned to the city as Spider-Man so you can explore at will.

Between story missions, you'll need to complete certain objectives in order to advance. Check the **City Goals** section in the **Pause Menu** to see your current list of objectives.

Note: The tasks required to advance your City Goals accumulate as the game progresses. For example, if you find all tokens at the beginning of the game, you have completed that goal for the entire story.

As a reward for completing the game story, you'll unlock the ability to roam freely in the city as Venom or Spider-Man.

Select **Switch Hero** from the **Pause Menu** to switch between Spider-Man and Venom.

SPIDER-MAN CONTROLS

⊗	Jump (press once)/Press a second time while in mid-air to double jump. The longer you hold the button down, the higher you jump.
○	Wall Crawl/Grab/Combat Throw
□	Punch/Speed Boost (while swinging)
△	Kick/Climb Web (while swinging)
L1	Not used
R1	Not used
L2	Web Attacks
R2	Press and hold to Web Swing/Release button to release the web
L2 + R2	Web Zip + Strength Test Meter
START	Pause Menu
SELECT	City Map

SPIDER-MAN COMBAT DETAILS

In *Ultimate Spider-Man*, Spider-Man has a very acrobatic fighting style. Spider-Man can attack, jump to a wall, attack another opponent, jump behind the enemy to a different opponent, etc.

Use the **left analog stick** to choose an enemy to attack. For example, if an enemy is on Spider-Man's left, push the **stick** to the left + Punch, Kick or Grab.

Being an acrobatic fighter, Spider-Man can attack an enemy then immediately spring to attack another one nearby. If there's an enemy on Spider-Man's left and right, try pushing the **stick** to the left + Punch or Kick then immediately push the **stick** to the right + Punch, Kick or Grab.

Switching between multiple targets results in more damage than repeatedly attacking a single target.

Switching between punches and kicks also increases the damage Spider-Man can deal. The best way to put down a gang of thugs is to constantly switch up targets and attacks.

Spider-Man can jump and do a pouncing attack with either Punch or Kick.










Spider-Man can also bounce off walls and cars! When an enemy is close to a wall, press the stick toward the wall + Punch or Kick.

After an enemy has taken a beating, they remain unconscious for a short time with a web icon blinking above their head. Push the analog stick toward the downed enemy and hold the Web Attack button to subdue them and remove them from the action. If you do not web subdue downed enemies, they will regain consciousness after a short time and attack Spider-Man again.

Push the analog stick toward an opponent and hold down Web Attack to wrap the enemy in webbing. Press Punch or Kick while holding down Web Attack to perform special web attacks.

Note: Combat moves are only activated during combat situations (you cannot perform combat moves on civilians).

VENOM CONTROLS

	Jump. The longer you hold the button down, the higher you jump.
	Wall Crawl/Grab/Combat Throw/Throw Object
	Claw Attack
	Tentacle Attack
	Tentacle Zip + Strength Test Meter
	Feed
	Locomotion Jump. The longer you hold the button down, the higher you jump.
	Pause Menu
	City Map

FEEDING

The Venom suit is a double-edged sword. It makes Eddie Brock stronger than Spider-Man, but it's also eating him alive. To keep the Venom suit from consuming Eddie, you must find it new sources of energy to feed upon.

When Venom is low on health, he can attempt to "feed" on other people. Simply approach any bystander and push the **L2** button. However, super-powered humans will fight back and free themselves almost immediately, possibly even harming Venom in the process.

VENOM COMBAT DETAILS

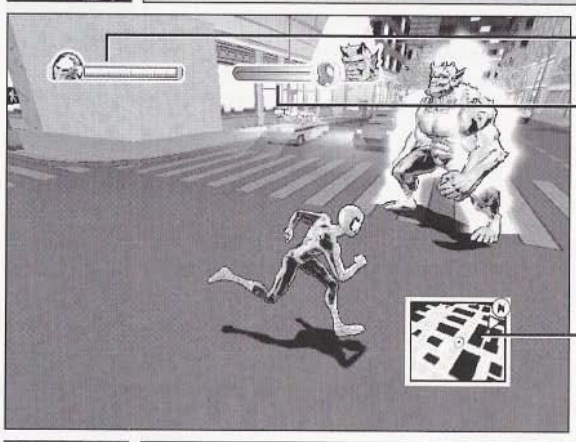
Venom has two attack styles, depending on the range of his enemy. If the bad guy is close, claws are a great way to deal lots of damage. While tentacles cause less pain than claws, they reach farther and can hit multiple targets at once.

When Venom wants to cause a bit more damage than usual, he can pick up and throw objects, such as vehicles. To throw an object, maneuver Venom next to the object and press the

○ button. When fighting super villains, Venom automatically targets the enemy and throws the object without any other user interaction. Rapidly press the **○** button twice to perform

a quick throw. To control Venom's throw, use the **right analog stick** to aim while he's lifting the object. Use caution when throwing vehicles. They have a tendency to explode after being thrown and the explosions can hurt Venom.

GENERAL INFORMATION



Spider-Man's Health Meter

Chase Meter

City Map

METERS

Race Meter - This meter shows up during races. It shows who's leading the race and how far ahead they are.



Chase Meter - This meter shows how far away Spider-Man is to the chase target. Don't fall too far behind or you will fail the mission.



TAM - Short for Threat Assessment Meter; this meter displays how much time Spider-Man has to stop the given threat.



Strength Test Meter - The Strength Test Meter shows up when Spider-Man needs to use his strength to stop certain threats. You must alternately press the **L2** and **R2** buttons to find the correct speed to keep the indicator within the green area of the meter.



CITY MAP

If you're outdoors, press the **SELECT** button to show the city map. (The game remains paused as long as you look at the map.) Then use the following controls:

Directional Buttons	Scroll the map
×	Zoom in
○	Zoom out
□	Bring up the legend
△ OR SELECT	Exit map and resume game

GAME TOKENS



Health Token



Comic Covers



Trick Race Launch Points



Landmark Tokens





Combat Tour



Venom Race

GAMEPLAY TIPS

- While swinging, hold down the  button to "reel in" your web line.
- Press the  button to give yourself a boost while swinging. Better timing means better boost.
- Jumping or double-jumping at the end of your swing gives you a bit more distance and height to continue swinging.
- The longer you hold the jump button down, the higher you jump.
- A yellow glow around Spider-Man's head indicates that danger is imminent. Jump or double jump out of the way to avoid damage.

LIMITED EDITION VIDEOS

Limited edition videos are accessed through the **Unlockables** section of the **Pause Menu**. Choose **Limited Edition** to access the following features:

- Exclusive Stan Lee Interview
- G4 Special: *Making of Ultimate Spider-Man*
- Character Bios
 - Spider-Man
 - Venom
 - Carnage
 - Beetle
- Developer Tips and Tricks

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Loren Lester
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Green Goblin

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Eddie Brock, Sr.

Tucker Smallwood
Beetle

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CUSTOMER SUPPORT

NOTE: Please do not contact Customer Support for hints/codes/cheats; only technical issues.

Internet: <http://www.activision.com/support>

Our support section of the web has the most up-to-date information available. We update the support pages daily, so please check here first for solutions. If you cannot find an answer to your issue, you can submit a question/incident to us using the online support form. A response may take anywhere from 24-72 hours depending on the volume of messages we receive and the nature of your problem.

NOTE: Internet support is handled in English only.

NOTE: The multiplayer components of Activision games are handled only through Internet support.

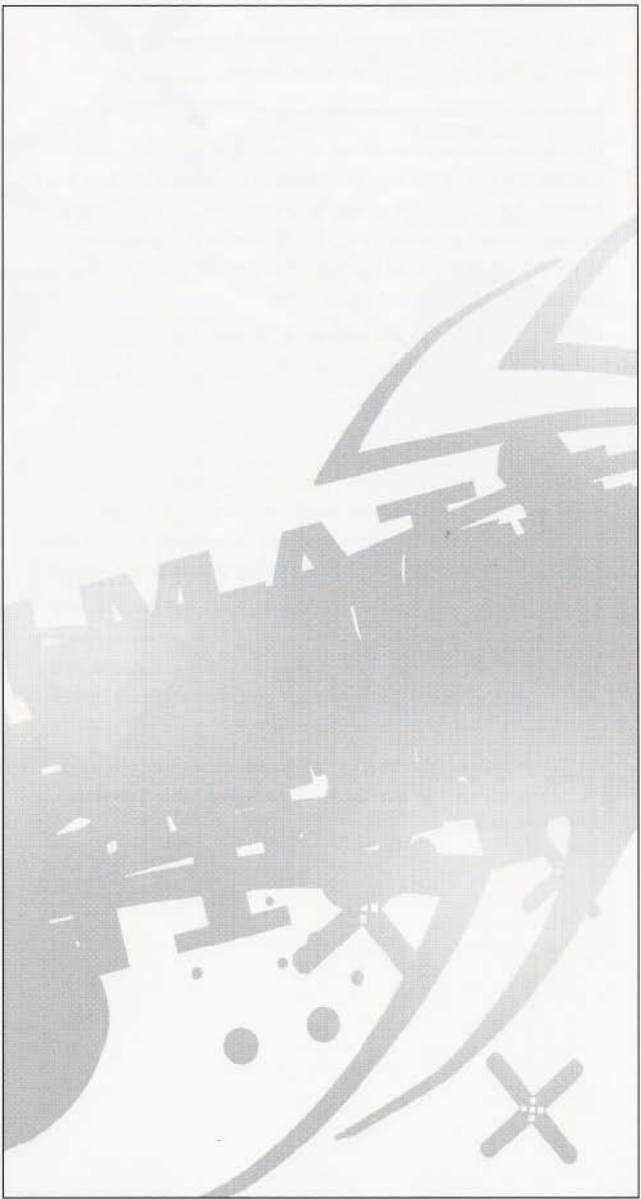
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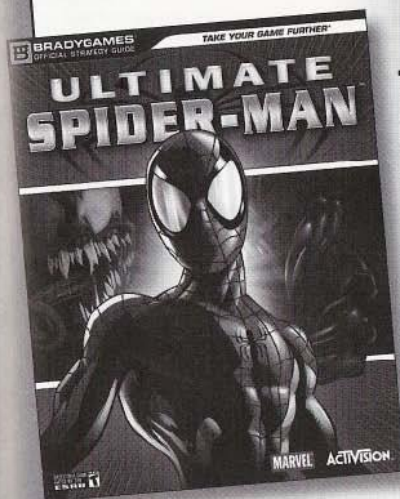
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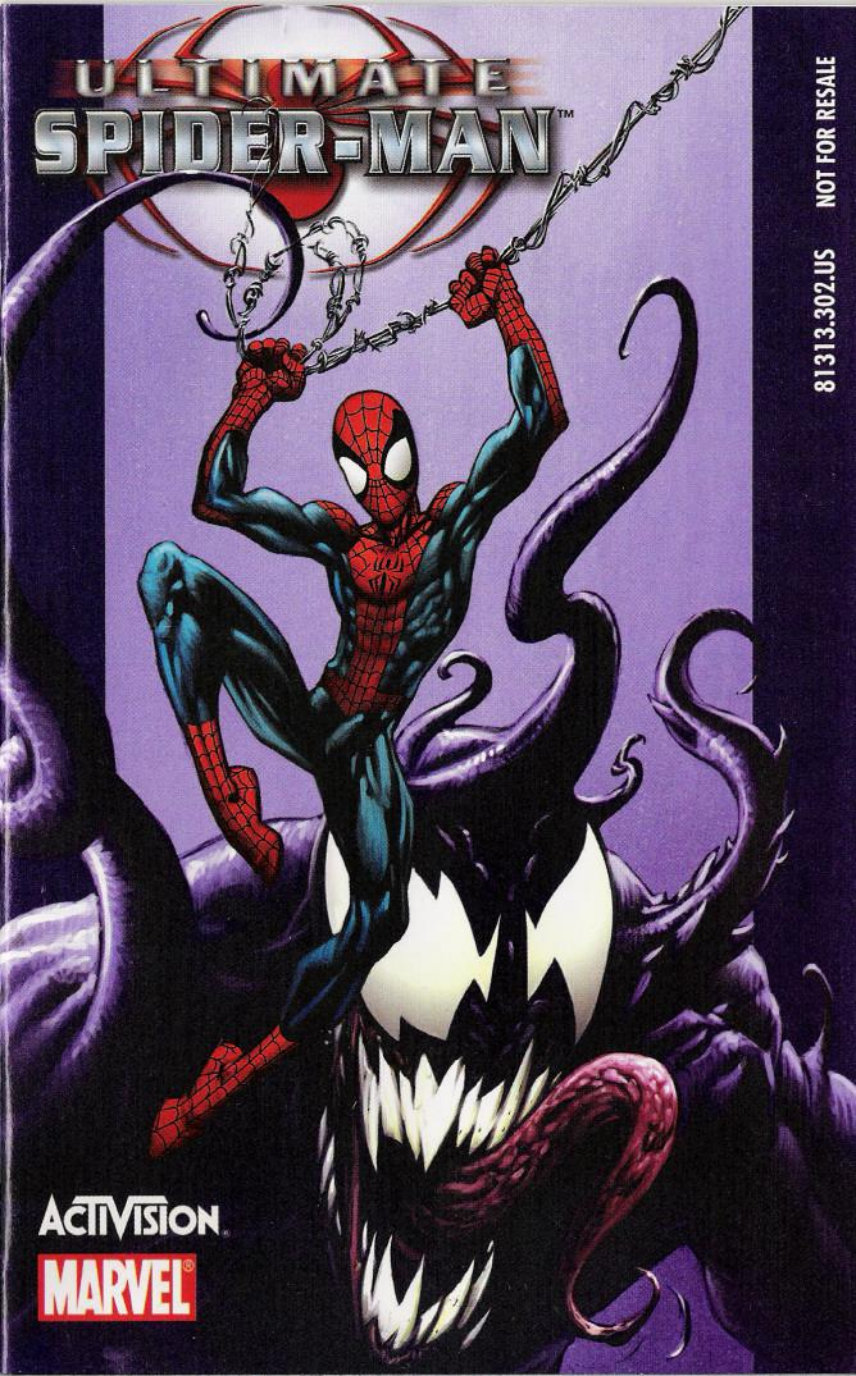
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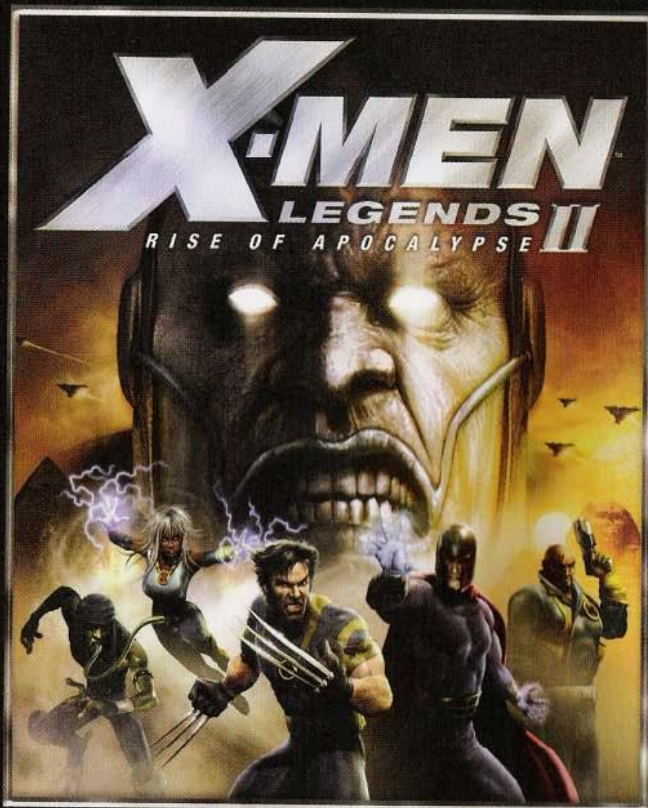
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Wow, man, wow.

Hey, let's get together.

You ever get into the city?



Yeah, I work at the Daily Bugle so I am there almost every--

You work at a newspaper? Oh cool. That's so cool, man.



We should totally get together.

Paint the town red or something.



This stuff, it's sooo important to you now... oh, the drama.

Let me tell you-- thing is-- it only hurts this much now because you have nothing to compare it to.

It's all just training wheels, man. It all fades away.



When real life starts-- when real life starts you'll know it.

Trust me.

Ah, see, I know you think I'm full of it-- but it's true.



I guess.

If I could go back to high school...

Man, I would have played it all way differently.

Like...

I just... would have sat back and not tried so hard.

It just...



Man, look at you!

This is so off-the-scale weird.

You're from, like, a lifetime ago. And here you are.



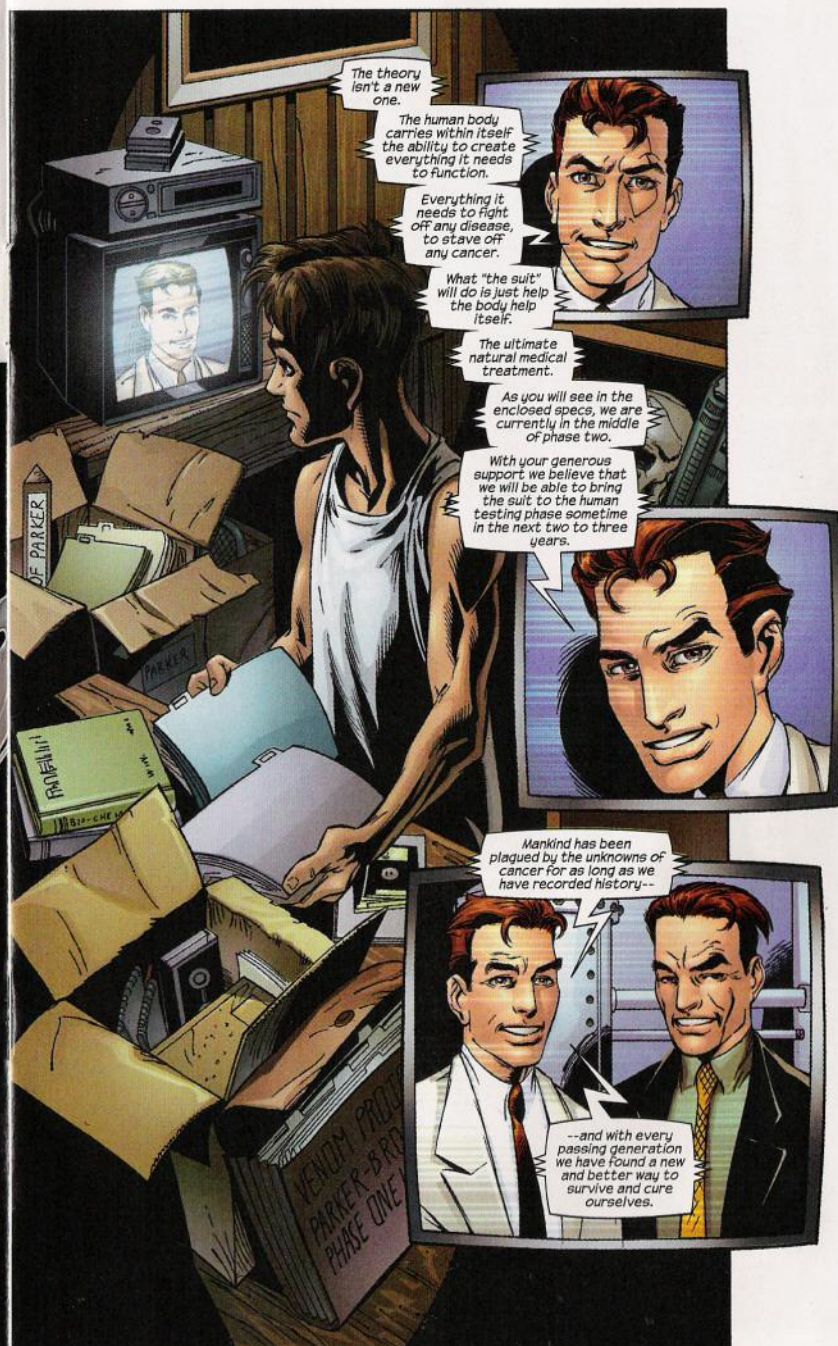




What is that?



It's our inheritance.



The theory isn't a new one.

The human body carries within itself the ability to create everything it needs to function.

Everything it needs to fight off any disease, to stave off any cancer.

What "the suit" will do is just help the body help itself.

The ultimate natural medical treatment.

As you will see in the enclosed specs, we are currently in the middle of phase two.

With your generous support we believe that we will be able to bring the suit to the human testing phase sometime in the next two to three years.

Mankind has been plagued by the unknowns of cancer for as long as we have recorded history--

--and with every passing generation we have found a new and better way to survive and cure ourselves.



We believe "the suit" may be the final step. This generation's chance.

Finally-- a cure for cancer.

A promising hope for our children's future.

Thank you for your consideration.



Until the lawsuits end-- until I know who I can trust... here I am, sitting on my hands.

Lawsuits!! God!!

This isn't what I wanted!

I would have never even gone forward with the experiments if I thought for a second that someone would try to use them like this.

Never!!

I would rather work at Taco Bell than be where I am right now.



People are dying all over the world--

--people living with pain--

--and-- and-- and all I want to do is try to help them.



But because I signed the wrong paper for the wrong person...

...not only can I not do anything to help them, I can't even tell someone else what I have so they can go finish it.

I can't tell anyone.



Ben, if you're watching this-- you were right.

I'll never say it to your face. But you were right.



"Never trust anyone wearing a tie."



That is it!!

That is #@\$%ing it!!

Every time I turn around there's some greedy piece of garbage looking to turn something of value into a twisted nightmare!!!

Osborn! Nick Fury! Octavius! All of them. Garbage!

Preying on guys like, like, like my dad.

Someone tries to do something worthwhile...

Someone tries to make the world a better place than they found it.

And what happens?

Every time!



They took it away from him-- well I'm taking it back.

I'll finish what he started.

I'll do my own tests-- I'll do it myself!!!



Show them who my dad was!





Agh!

God, that-- that feels weird.

It's cold, but it's--

Oh, no...

Take back what belongs to me.

Take just enough-- just enough to do my own tests--

--to match my dad's notes.







Fifteen-year-old mutant coming into my life and telling me--

Thinks I don't have a brain in my head.

It's an ongoing experiment, you toddler. You keep the specimens separate.

Separate, so you can keep your figures straight.

Guess they didn't get to that in high school bio yet.



Hungry.

Peter!!

No one, Peter-- no one told me!

Didn't tell me!

No one! My heart!

I can do this! Pull it together.

I can pull this-- cold--

Knees don't-- my feet are gone. I can do this.

MY FEET!

Peter!



Peter!

I'll kill you for this. My frisbee-- I'll kill you.

Peter. Peter. Peter. Peter. Peter. Peter.

So hungry. Cold. Spiders!

Hungry. My heart isn't beating. I heard a voice.

Radio. Peter. Peter.

Lady.

Peter!

Spider-Man.



Eating me!

Aggh!!!



I can do this! Spider-Man.

Peter. Peter. Peter. Peter. Peter. Peter. Peter. Peter. Peter. Peter. Peter. Peter. Peter. Peter. Peter.

I can hold it together.

Where's the woman that was just-- somebody help me!

MY HEART ISN'T BEATING IN MY CHEST!!

I- I can do this-- Parker!! I can do this. You saw on TV-- saw you on TV-- Parker did it!

Think of Peter.



Peter did this-- Parker #&#&# did this-- I can do it too!

I can control it! The TV--

WHAM

Come on! Come on! Come on!

COME ON!!

WHAM

Okay...
yeah...

Almost lost it-- ooh boy.

Suit's breathing for me. Suit's breathing for me. Just let it. Let it.



Just hold it-- hungry. The woman.

Oh, my God-- I hurt the woman--



AAAGHHRRH!



Eating me. Oh, God!!!

What did I do?! Aaggh! Peter!! Parker! Parker! Daddy!

It's eating me!!!



AAAGGH!!! Oh, God!!!

What's going on in here?!!?

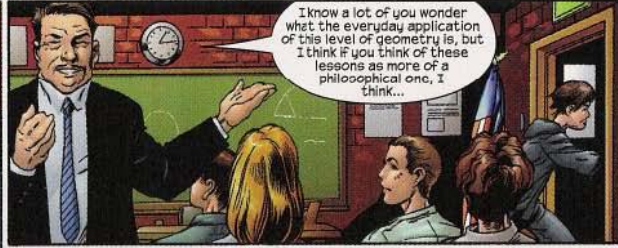


I deserve this.

I did this to myself. I created this out of my own damn arrogance.

I make a mess and I don't even clean it up right.

I deserve this.



I know a lot of you wonder what the everyday application of this level of geometry is, but I think if you think of these lessons as more of a philosophical one, I think...





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SPIDER-MAN

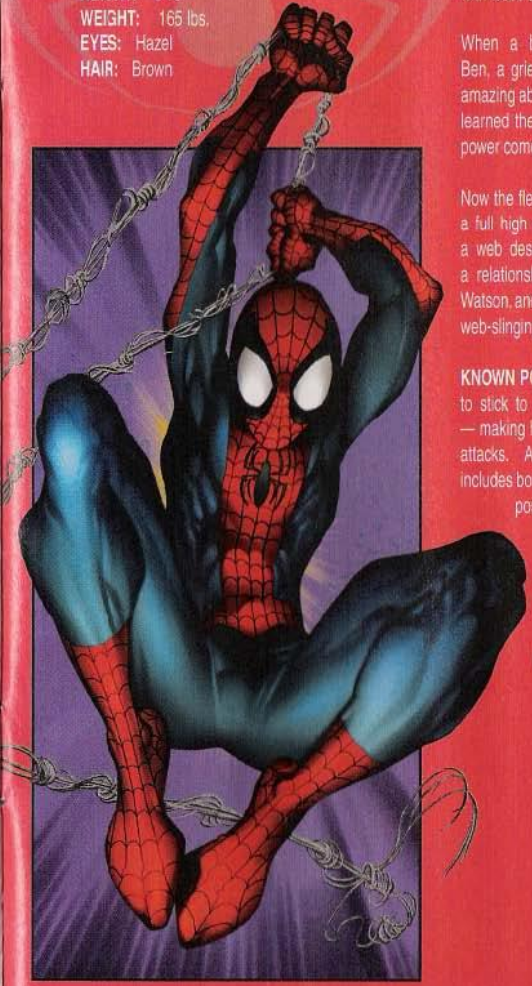
REAL NAME: Peter Parker
KNOWN ALIASES: Spider-Man
OCCUPATION: High School Student
PLACE OF BIRTH: New York City
FIRST APPEARANCE: Ultimate Spider-Man #1
HEIGHT: 5'10"
WEIGHT: 165 lbs.
EYES: Hazel
HAIR: Brown

HISTORY: The bite of a genetically-altered spider granted high-school student Peter Parker incredible, arachnid-like powers: Strength, agility, a spider-like sixth sense warning him of danger, and the ability to swing with webs and walk on walls.

When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power comes great responsibility!

Now the fledgling super hero tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a relationship with the beautiful Mary Jane Watson, and swing time as the misunderstood, web-slinging Spider-Man.

KNOWN POWERS AND ABILITIES: Ability to stick to walls. Agility and "Spider Sense" — making him able to effectively dodge most attacks. An acrobatic style of combat that includes bouncing off walls. Peter Parker also possesses the proportional strength of a spider and is able to lift up to 2 tons with great effort. Primary mode of travel is by web line. The webbing was created by Peter's father, but perfected by Peter after much experimentation.



Art by Mark Bagley

VENOM

REAL NAME: Edward Brock, Jr.
KNOWN ALIASES: Venom
OCCUPATION: College Student
PLACE OF BIRTH: New York City
FIRST APPEARANCE: Ultimate Spider-Man #33
HEIGHT: 6'3"
WEIGHT: 260 lbs.
EYES: Blue
HAIR: Reddish-blond

HISTORY: Peter's childhood friend, Eddie Brock has become the monstrosity known as Venom.

Ten years ago, Peter and Eddie's fathers accidentally invented the Venom suit when they were looking for a biological cure for cancer. What they created instead was the ultimate weapon: a biological nightmare known as Venom that must feed on innocents to survive.

Now, consumed and corrupted by the Venom suit, Eddie prowls the city, out of control and hungry.

KNOWN POWERS AND ABILITIES:

The Venom suit imbues its wearer with incredible strength, giving the ability to lift and throw 2 tons with ease, and the ability to "super-jump" vast distances. Tentacles become an effective weapon. However, the suit must be "fed" with energy from human beings.



Art by Mark Bagley

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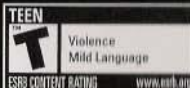
PlayStation 2

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PlayStation 2



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