

The Amazing Spider-Gwen in: Never Too Old

By ChronoEclipse

It was Friday night in New York City and Jenny Hamilton was getting ready for a night of wild partying. The 21-year-old influencer stood in the bathroom of her Chelsea high rise apartment applying lipstick to her pouty gorgeous lips. She puckered them and blew a kiss toward her reflection in the mirror. Standing in just a mini skirt and bra, Jenny decided to take a quick bathroom selfie so she could give her 200k followers a little thirst trap before she spent the rest of her night off of social media.

She posed her sexy body, thrusting her gravity-defying chest out and putting her hand on her hourglass waist as she made a pouty duck face and snapped a few pics. She swiped through them quickly, selecting her favorite adding a few filters and then ruminated on a caption for the photo, finally settling on: 'Going to the club - gonna dance until the sun comes up because I'm young, hot and worth it #BLESSED'.

As she finished typing in her caption the lights flickered in the bathroom for a moment. Suddenly her phone felt much heavier. She attempted to finish posting the pic but she suddenly struggled to hold her hands steady.

Jenny looked up at her reflection and gasped, dropping her phone at her feet. The woman staring back at her looked like Jenny's own grandmother! Her long dark hair was now gray and white and hung limply down her hunched back. Her amazing breasts were now shriveled and pooling into the bottom of her youthful bra and her pale wrinkly gut sagged over the band of her skirt. The 21-year-old girl brought bony trembling hands up to her incredibly wrinkled jowly cheeks and screamed at the fact that she had aged 60 years in the blink of an eye.

A few blocks away the Amazing Spider-Girl, Gwen Stacy of Earth-65 was chasing the Bodega Bandit down the High Line. The masked thief was running as fast as he could, holding two dozen corn dogs in his arms and a long roll of scratch-off lottery tickets between his teeth. The lotto cards swung back

behind his head like ticker tape, swaying in the cool night air as he booked it down the walk way.

“You’re not going to get away with this BB! I’m stronger than you, faster than you and smarter than you! Now hand over what you stole and let’s call it a night, cool? Mr. Martinez can’t afford to take this kind of hit to his inventory and the old ladies in the neighborhood need their scratchies!” Gwen yelled to the crook as she ran sideways along the walls behind him.

The Bodega Bandit wasn’t giving up that easily and shoved a few bystanders aside and then hopped the railing onto a nearby fire escape. He slid down the ladder onto the alleyway and looked around to see where Spider-Woman was, he looked left and right and over his shoulder to find her but she was nowhere in sight. That’s when he noticed a shadow blocking the alley light above him.

He looked up and gulped as the superhero in her iconic black, white and pink costume hung from a web above him. He couldn’t see her face behind her mask but he knew that she was smirking at him.

She fired a pair of webs sticking his feet to the pavement.

“Dude, too easy. I didn’t even break a sweat. I say this in the hopes that it makes you feel embarrassed enough to stop doing crimes! You’re not good at it!” She said as the flashing lights of cop cars flooded the alleyway.

Gwen gave the police a sarcastic salute as she zipped out of there. As she swung through the buildings of midtown manhattan shaking her head and laughing at how quickly she had taken down the bandit, she suddenly remembered that she had practice with the Mary Janes soon. She swung a hard right through Times Square passing a large screen broadcasting the nightly news.

“Chaos and panic sweep across social media tonight as videos depicting elderly, scantily clad senior citizens made the rounds. In the videos the frail old women all claimed to be some of New York's hottest young influencers, seemingly aged decades in the blink of an eye! More on this story as it develops!” The news reader reported. Gwen wasn’t paying attention however,

instead she was trying to debate which would be faster - swinging along the Queensboro bridge or trying to catch the A train.

A few minutes later and a quick change behind the bins on the side of Mary Jane's garage Gwen was back in her jeans and t-shirt ready to smash the drums at band practice. She ran into the space where the band was set up ready to rehearse. Betty and Glory were in the middle of a conversation but waved to Gwen as she entered. Mary Jane, dressed in a skin-tight tiger-print mini skirt and midnight blue tank-top stood next to the microphone with her arms crossed over her perky chest and her jaw clenched.

"You're late... again." The redhead seethed.

"Sorry! Sorry! The train took forever!" Gwen apologized.

"What train? You live two blocks away!" Mary Jane yelled, tossing up her manicured hands in frustration.

"I was in midtown... grabbing a corn dog!" Gwen explained quickly.

"It can't be real right? Like they're using a filter or something..." Glory said to Betty behind them.

Betty shook her head bewildered.

"I mean, it would be the best age filter I've ever seen! Did you see the one on Jenny's feed? Her whole body is old!" Betty explained.

"What are you guys talking about?" Gwen asked, completely lost.

"Like every influencer in the city is claiming they've been turned into grannies!" Betty explained holding up her phone to show a wrinkled old woman with face glitter adorning her aged cheeks crying and addressing the camera.

“And I came out of the shower and looked at myself in the mirror and I was positively geriatric! I’m probably older than my own grandmother!” The elderly woman on Betty’s phone sobbed.

“It’s probably just some stupid viral marketing campaign for an anti-aging cream or that M. Night Shymalan movie coming out on blu-ray.” Glory offered cynically.

Betty shrugged.

“Yeah or maybe some new social media challenge where people with huge followings have to hire an elderly woman and convince their fans that they’ve turned old overnight?” The bespeckled brunette suggested.

Mary Jane waved her arms in the air to motion for all of the girls to shut up.

“If it was something like that - I'd know about it! I have well over 100k followers, all of which are dying to hear the Mary Jane’s new song if we could actually, you know, get around to practicing it!” The lead singer shouted firmly.

The other girls nodded and went to their perspective instruments and got ready to play. Gwen hopped effortlessly behind the drum kit and swung her sticks in her hands and then slapped them together in the air.

“One! Two! Three! Four!” The blonde drummer shouted before bringing the drum sticks down to set the opening beat.

Mary Jane grabbed the microphone and leaned in, singing the lyrics to their new song with her sensual breathy singing voice.

“We’re young! And we’re charging at you like a bullet from a gun! This is our prime! This is our prime! We’re what’s hot! We say what’s cool! We’re the young ones and we’re never gonna stop!” She sang loudly into the microphone as the base, guitar and drums swelled behind her. “Yeah! We’re gonna be young forever! No we’re never gonna stop! No we’re never gonna st-OW!

STOP! STOP!” Mary Jane yelled as she held her palm to her face, waving to the other women to stop playing.

Her bandmates cut the music and looked at her.

“MJ! Are you all right?” Glory asked.

“I’m fine! Some dust just flew into my eye.” Mary Jane explained holding her finger and her thumb over her eyelids to try and get the speck out of her eye.

“I wouldn’t rub it like that - Just go to the bathroom and rinse it out with water.” Gwen suggested.

“Good idea! Be right back!” Mary Jane nodded, still clutching her palm against her eye as she rushed into the adjoining bathroom.

The other band members stood around for a few moments waiting for their front woman, awkwardly.

“Do you guys think these lyrics are a little too, I don’t know, ‘on the nose’?” Betty asked.

“I sort of didn't want to say anything because you-know-who wrote them...” Gwen admitted.

“I dunno, I think they’re kind of ‘rad’.” Glory said with a smile.

“Ohmigod, did you just say ‘rad’? Who says ‘rad’ anymore?” Betty asked with a giggle.

Before Glory could answer there was a quavering scream from the other room. The girls all looked at one another in concern.

“MJ!” They shouted collectively.

Gwen leaped from her drum stand through the air farther and more gracefully than any average teenager could but she was more worried about rescuing Mary Jane than about her friends becoming suspicious of her abilities.

The blonde hero swung open the bathroom door expecting any number of monsters or villains from her rogues gallery to be in there trying to kidnap Mary Jane. Instead all of the band members gasped at the spindly, gray haired old woman dressed in a tiger-print mini skirt and midnight blue tank top clutching her wrinkly cheeks with her gnarled hands and screaming.

“...MJ?” Gwen asked in astonishment.

The aged beauty queen held her bony arm up to block the view of her shriveled face.

“Don’t look at me! I’m ancient!” She quavered.

“MJ... we’re your friends.” Gwen reminded the aged woman as she held out her hand.

The frail, saggy, former redhead took the hand warily and slowly shuffled out into the light of the garage. Betty and Glory gasped louder at the sight of their shrinkled elderly friend. Her legs were veiny and stick-thin. Her back was hunched over and her chest was collapsed onto her wrinkled tummy. The former beauty’s neck hung comically low from her knobby chin dangling into a very pronounced turkey waddle. Her eyes were sunken and her nose hooked. She looked like someone’s frail grandmother, not the popular high school senior she had been when she had entered the bathroom.

“What happened!?” Glory asked in disbelief.

“I don’t know! I was flushing the speck from my eye out and the next thing I know Granny Watson is staring back at me from the mirror and I’m old enough to be Aunt May’s Bridge partner!” Mary Jane wailed in a shrill voice.

Before the old woman’s friends could interrogate her further everyone's phones began to vibrate. They all looked down to see the same push

notification come through on every social media platform they had downloaded on their phones.

“What? What is it? I can’t see crap! I think I have cataracts!” Mary Jane quavered.

“It’s from someone called ‘Vyral’?” Betty read from her phone, shrugging from lack of recognition.

“I’ve never heard of them.” Gwen said, scratching her blond head.

“Me neither.” Glory agreed.

Gwen pulled up the video that seemed to have been sent to every social media account across all platforms simultaneously.

“People of New York! You might have noticed that some of the ladies on your feeds are looking a little long in the tooth... maybe they were your friends or your lovers or you were just fans of them but because of me now these influencers are headed for an early retirement... that is of course unless Spider-Woman wants to come find me and take their youth back. I’ll be at the amusement park on Coney Island. Don’t take too long though, these poor girls aren’t getting any younger... MWA-MWA-MWA-HA-HA-HA-HA!... #SpiderWomanChallenge.” The villain in the video taunted.

Gwen stared at this new villain Vyral as she goaded the hero into chasing her down. She had never seen Vyral before and had no idea who she was or what she was about. The villain had a colorful swirly liquid crystal mask that looked like an LCD touch screen, her short blonde hair cropped in a stylish fashion behind the face covering. Her voice was also clearly filtered and distorted so Gwen had no hope of identifying it even if this woman was one of her normal villainous weirdos just with a new gimmick.

“I’ve got to go.” Gwen said, trying to think of a good excuse.

“What!? You can’t leave now! In my hour of greatest need!” Mary Jane rattled in disbelief.

“I’m sorry! I just remembered that my dad needed me to pick up some... medication for him! I’ll be back to check on you as soon as I can! I promise!” Gwen said backing out of the garage quickly.

“Yeah! Some friend you are! Come visit me at the local nursing home when you grow some compassion Gwen!” Mary Jane yelled, shaking her fist at the blonde teenager like she was telling her to stay off of her lawn.

Gwen took a deep breath. She wished she could explain that she was actually leaving to go get MJ her youth back - but that would only open up a whole different can of worms. So instead she sucked up some more drama between her and her friends and suited back up to swing on down to Coney Island.

The young hero arrived at the entrance to the amusement park. The whole area seemed eerily quiet and empty. Gwen cautiously snuck her way over the fence and into the fairgrounds, keeping her eyes peeled for this mysterious new villain.

As she crossed the shadowy intersection in the center of the park she was startled by the sudden sounds of amusement fanfare and recorded clown laughter echoing around her as all of the rides suddenly came to life in a burst of colorful lights and music.

GOOSH! GOOSH! GOOSH! GOOSH! A series of flood lights switched on, shining a bright spotlight on Gwen as she held her arm up, attempting to shield her eyes from the brightness. As she focused she saw Vyril standing on top of a concession stand laughing.

“I’m so glad you came Spider-Woman. Are you ready for the fight of a lifetime?” Vyril drawled menacingly.

The villain stood with her hands on her trim waist. She was wearing a skin-tight purple and silver costume that showed off her impressive young body. Her futuristic mask hid any hints of her face or her demeanor but Gwen knew that the blonde villain was enjoying this.

“Whatever stupid reason you’re doing this, just stop all right? You’re hurting people! Robbing girls of their youth when they have their whole lives ahead of them!” Spider-Gwen said, trying to reason with the woman.

Vyral just laughed, a pixelated ROTFL emoji appearing on her mask.

“Oh Gwen, you have no idea what my reasons are! But you’ll soon find out!” The villain taunted and then swiftly left to the roof of another structure a few feet farther from the hero

Gwen froze and looked up at her foe. She hadn’t called her Spider-Woman, she called her...

“How do you know my name!?” Gwen yelled, her veins turning icy with dread.

All she got was laughter in response and then the stands all around her burst with robots, surrounding her. Each bot had a classic emoji for a head.

“If you dare to follow me, maybe you’ll find out. But for now enjoy a few hundred of my nearly 1.5 million followers!” Vyral said ominously as she ran off further into the park.

Gwen wanted to chase after her but she was stuck in the middle of a crowd of menacing robots. She fired up a web onto the sign hanging above them and tensed her muscles.

“Okay let’s make this quick. I have places to be.” She said to the robots.

There was a tense beat where nothing moved and then all of the robots suddenly swarmed on her and she zipped up above them, kicking the head off of two of them and driving back down with her fist out to take out a couple more. She twirls around firing webs at the bots, sticking them to walls, posts and the ground as she trashed others with her sneakers and fists. Two charged at her from opposite sides and she leapt up at the perfect moment, grabbing their heads and smashing them together beneath her. She thwipped a web onto another as tugged it towards her and then nailed it with an uppercut as the machine sparked and soared through the air, crumpling to the ground.

The whole fight took no more than 3 minutes as Gwen slapped the dust from her gloves and walked away from the piles of broken robots. She realized she needed to track Vyril down again before more of her stupid minions showed up so Gwen shot a webrope up to the rollercoaster track and swung deeper into the park.

She spotted the villain running into the funhouse at the back of the fair ground and swiftly flipped through the air to catch her. Spider-Gwen landed at the entrance to the creepy 'Hall of mirrors' and cautiously entered, knowing that this was probably a trap.

The super hero entered the first hall and was surrounded with reflections of herself - all distorted. Some made her body look thin and stretched out, some fat and round, some zig-zagged like an accordion. Gwen actually giggled a little at the warped versions of her reflection in her hooded costume. But a chilling voice over the loud-speaker brought her attention back to the task at hand.

"Oh good you made it, Spider-Gwen I hope you enjoy the experience. Ever the little superhero aren't you? I wonder how long you'll be able to keep that up..." Vyril laughed through the speakers.

Gwen felt her way through the mirrored passageways. The whole space felt disorienting and claustrophobic. She quickly came to a large circular room lined floor to ceiling with mirrors. Looking around to try and spot a way out of this deadend, Gwen began to notice something strange about her reflections. They weren't moving along with her. In fact all of them were standing, looking straight out at her, pointing and laughing.

Gwen was feeling frustrated and annoyed by the villains' games. She had to know who she was and how she knew Gwen's secret identity and she had to get MJ and the rest of the young women's youth back. She leapt into the air and did a spin kick, smashing one of the mirrors and revealing a concrete wall behind it.

“Ooo, you know that that’s 7 years of bad luck right? You’ll be in your mid 20s by the time you shrug that off...” Vyril explained with the cadence of a ‘mean girl’ through the sound system.

Gwen kicked the mirror next to it, revealing more wall.

“Make that your early 30s...” Vyril corrected.

Gwen let out a growl of frustration and spun through the room smashing every single mirror one after the other. She was now inexplicably surrounded by a full circle of concrete and shattered glass, even the way she had come in seemed to be a smooth, crackless wall.

“...Yikes. Bad luck for a whopping 70 years. That’ll certainly put a damper on that super hero career of yours. You won’t be right again until you’re in your late 80s. Can you even imagine?” Vyril commented.

Gwen wasn’t paying attention to the woman’s taunts, instead focusing on trying to find a way out. But as she scoured the walls for a secret trap door the mirrors around her suddenly melded together like liquid and reformed back up into panels along the wall.

“Oh god, please don’t tell me this is my very own Mysterio...” She whispered to herself.

The young webslinger looked around at the mirrors and was thrown off for a minute at the fact that they were not reflecting her as she is now but a shrunken, frail old woman sagging in her skin tight costume waving a bony finger from her shaking hand at Gwen in disapproval.

“You’re too old to be swinging around like this Gwennie! You’re gonna break your hip one of these days!” The old crone in her Spider-Woman costume rasped at her from the mirrors.

Gwen stared at her aged self for a moment and then began to crack up laughing.

“Are you seriously trying to get to me with this? I have decades before I have to worry about being ‘too old for this \$%@&’ and really who are you to criticize the longevity of my career? Aren’t you like some wannabe influencer?” Gwen shouted back into the air, looking around for where the speakers had been projecting Vyril’s voice.

There was no response from the villain but her elderly reflection was now laying on the floor in each of the mirrors, holding out a hand in desperation.

“Help! I’ve fallen, I’m out of web fluid and I can’t get up!” The reflections cried pathetically.

Gwen rolled her eyes under her mask and noticed a crack in the mirrored ceiling above her where light seemed to be shining through.

“Peace out Spider-Gran! Wouldn’t wanna be ya!” Gwen said to her reflection, flashing the peace sign with her right hand as her left hand fired a web up to the mirrored panel she had spotted and popped open the exit out of the room.

As she swung up through the opening she found herself in yet another hall of mirrors. She slowly began to walk through it, anxious not to get caught in another dead end. As she passed her reflections each turned into little old lady versions of herself.

Each Old Spider-Gwen taunted and gave her testimonials about the issues of being an elderly superhero.

“I can never get the drop on criminals these days on account of my granny farts...” One reflection warned her as she passed, punctuated by several toots from her saggy rear.

“One time I was fighting Hydro VII, that’s the 7th man to take up the mantle of Hydro dearie, and my good knee gave out. I had to get it replaced and while I was in physical therapy he flooded Long Island!” Another reflection recounted.

“I was protecting the mayor and must have nodded off in his office - I hadn’t had my mid day nap, you see, but by the time I woke up she had been kidnapped and replaced by the Golden Goblin!” A third recalled.

A fourth just shuffled around absentmindedly drooling under her mask and mumbling to herself.

“Can’t use my web shooters anymore on account of arthritis...” “Sometimes I forget where I am and wander off in the middle of fighting the villain...” “Can’t see a darn thing without prescription glasses...” More elderly Gwens rattled at the young hero as she passed by them.

But Gwen was undeterred by these depressing tales. She continued on through the maze. Though as she moved along she began to feel her suit fitting on her body a bit tighter. She tugged at the stretchy skin-tight fabric around her bust and thighs trying to tug it back into place so that it fit comfortably.

“Old age is a bad look on you Gwennie...” Vyril snarled into the speakers.

“Yeah well, like I said - I have a looooong time before I have to worry about any of that.” Gwen replied.

“I don’t know... Life comes at you fast. It might be sooner than you think!” Vyril laughed.

At the end of the hallway the silver and purple costume villain appeared laughing at Gwen and posing for her. Gwen took the opportunity to charge at her but by the time she got close Vyril had disappeared, instead replaced with another reflection of Gwen, except this one didn’t look old. The reflection looked like a grown woman version of her who was a bit taller and a little softer around the midsection. She shook it off and glanced left and right. To her right she saw Vyril again.

Gwen webbed the ceiling and swung with her feet out to kick the villain to the ground but there was no actual person to kick and instead bounced her feet off an incredibly strong, resilient mirror the wobbled and shook as Gwen fell back onto her cushier rear end.

The web-slinger rubbed her bruised behind and aching back as she slowly stood back up. Her body felt a little stiffer than normal for some reason and her suit felt incredibly tight. She looked around and saw that this hallway seemed to be lined with the funhouse mirrors that made you look fatter. It looked like she was sporting a flabby muffin top under her spandex suit and her butt looked twice its normal size.

Gwen brushed herself off and adjusted her suit again, for some reason the bra cups were straining under her chest, which had never felt this weighty before. She spotted the silver and purple colors of Vyril again to her left and began to run towards them, feeling a little winded as her run became a jog.

“What’s the matter, Spider-Ma'am? Need a break? Maybe yoga down at the local senior center would help...” Vyril cackled through the speakers.

“God, is there any way to shut you up? Unsubscribe! Unsubscribe!” Gwen shouted back at her.

But she couldn't deny the fact that she was feeling tired and sluggish. Maybe she had been drugged. She looked down the hall, things seemed a bit blurry, she jogged on, panting a bit and feeling hot.

Vyril appeared in a mirror to her right and Gwen lifted her leg to do a simple roundhouse kick to the villain but immediately felt a sharp pain in her hamstring and needed to put her flabby leg back down. She rubbed the inside of her thigh, wondering how she could have possibly pulled a muscle like this. She did acrobatic kicks all of the time! Gwen was an olympic gymnast level athlete because of her spider-abilities, she couldn't suddenly become this inflexible.

She heard Vyril's laughter all around her as she stopped to stretch her arms and legs and felt pudgy rolls of flab where her tight flat stomach should be. Gwen shook her head and continued on through the maze but the heat was getting to be overwhelming. She was having trouble breathing under her mask and finally had to stop for a moment. The matronly-shaped woman leaned on the mirrored wall, panting.

She was sweltering in her costume and instinctively took her mask off in order to cool down and catch her breath. Gwen gasped at the sight of the woman over twice her age staring back at her in the mirror. This reflection wasn't moving independently of her. This was her! Her 50-year-old self whose face was covered in laugh lines and crow's feet and whose smooth rosy cheeks were now puffy sloping jowls.

Spider-Gwen took off her gloves and looked down at her hands for confirmation. Sure enough she revealed the veiny, leathery hands of an older middle-aged woman. She brought the hand up to touch her lined neck and her thinner lips.

“Ha ha! At last! Now the world can see who's truly behind the Spider-Woman mask! It was Midtown High School senior Gwen Stacy all along- wait... damn, I really didn't think this through. No one is going to recognize you. You look like your own mother now...” Vyril said, sounding annoyed at herself.

Gwen grimaced and scowled at the voice, looking very much like a disapproving mom. She sucked in her matronly gut and adjusted costume once more in the back from digging into her wider rear and then proceeded to jog down the maze to find her villain.

“Give it up, Vyril. This maze doesn't go on forever. I'm going to get to the end of it eventually and then I'm going to end you!” Gwen said before grasping her own throat at how husky and older she sounded.

“Ha! Let's see what gives out first - these mirrored passageways or your mobility. You're not getting any younger Gwen...” Vyril taunted.

Gwen knew it wasn't an empty threat. She glanced over to see her reflection to witness the first strands of grayish white hair pop up through her bangs.

‘It's cool - I'm only like dad's age... he's still active! I mean, he's a police captain!’ She reassured herself.

She felt a sudden burning sensation in her knuckles and finger joints and remembered how every night her father needed to soak his hands in hot water to relieve his arthritis when he got home.

“You know... you really don’t have to go any further Gwen. You’re not even a senior citizen yet! Almost – but not yet! You could turn around and go back to the entrance and I promise I won’t age you another second! You’d still have your whole golden years to look forward to. I’ll even throw in enough cash for you to go retire to a beach in Hawaii or travel the world on some senior cruises! Why waste any more of your precious life to try and find me?” Vyril offered.

Gwen was really struggling to see clearly. Everything was becoming a bit of a blur. She put a wrinkled hand on the wall and used it to guide her down the passageway.

“Those girls shouldn’t be left to the fate you gave them.” Gwen replied, noting a slight rattle in her voice as she pressed on.

“Oh come on! They were a bunch of spoiled, vapid young women whose only value to society was being a bit of eye candy to the masses for a fleeting moment in time! Ageing them was poetic justice!” Vyril argued.

“They’re people! People with loved ones, parents, siblings, friends. They had their whole lives ahead of them before you stole that!” Gwen rasped.

Her back was beginning to hunch forward, giving her a slight stoop as she shuffled slowly down the hall.

“So you’re willing to trade your own life – the life of a hero for a few dozen vain, selfie-obsessed social media junkies?” Vyril asked coldly.

Gwen didn’t respond at first. Her legs were feeling kind of shaky and she needed to catch her breath again.

“...Part of being a hero is knowing that with Great Power there must also-” Gwen began to quaver.

“Oh god! Please save me that sanctimonious crap! My boyfriend said the same thing CONSTANTLY and it’s just. SO. BORING!” Vyril shouted, cutting the aging hero off.

Gwen made her way to a small staircase that led up to another room of mirrors. She knew that her frail trembling legs weren’t going to continue supporting her for very long so she tugged at the railing with her enhanced spider strength and pulled the wooden pole from the rest of the planks. She snapped it at the end so that it was the ideal length for a make-shift cane and continued forward into the next room.

The reflections around her were much like the frail old spider-women who taunted her at the start of the hall of mirrors, except this time the woman in the mirror was a perfect reflection of the woman standing in the center of the room.

Gwen was quite elderly. Her once youthful face was now incredibly wrinkled and haggard. Her hair was entirely white and thinning, looking absurd in her youthful half cropped/half long style. An eyebrow ring hung over a bushy gray eyebrow and a drooping sunken eyelid. Her pink lips were thin and crinkled. She had dangling cheeks and a crinkly crepey neck, her aged chin even sported a couple of gray whiskers.

Her grandmotherly body filled her spandex suit in the most unflattering ways. The material clung to her aged curves showing every fold of wrinkled flesh and every bit of sag her elderly body now claimed. Her spindly arms and legs trembled as she stooped forward from osteoporosis and leaned frailly on her wooden cane.

“Well Spider-Gran... looks like this is the end of the line for you. I’m not going to bother to see you off, I’m not really in the business of beating up little old ladies. I’ll just scoop you up when you’re too aged and addled to even sit up on your own and drop you off at a local nursing home and just let father time do the rest. Don’t bother straining your poor tired eyes by the way, there’s no way out.” Vyril said matter-of-factly.

Gwen wet her dry wrinkled lips and shuffled around the room trying to think of her next move.

“Well, would you at least answer me one question? Since I'm doomed to die of old age anyway?” Gwen rattled as she squinted her tired eyes and glanced around the room.

She didn't need to see the actual objects, which was good for her since her failing eyesight couldn't any longer, she just needed to see where the light was coming through the mirror panels.

“Oh I suppose. What do you want to know Spider-Gran?” Vyril responded, sounding bored.

“How did you know my secret identity?” Gwen inquired as she hobbled toward one of the walls.

“Heh, well if you must know... you and I go waaaaay back, shall we say... all the way back to the alternate earth I'm from.” Vyril revealed.

“I figured it was something like that. Good to know.” Gwen rattled.

She had spotted two slits of light between the mirrors and realized that it was the vent that the sound system was coming through. Gwen rubbed her stooped, aching back and then lifted her tired trembling hand up and fired a pair of webs at the side of the panel in question. She then took a deep breath and sling-shot her aged body up toward the vent, holding her wooden cane out to smash the glass as she covered her wrinkled face with her arms.

It worked and the old woman slid through the small opening and landed in the control room in the back of the maze where a very startled Vyril stood up from her chair.

“How did you-!?” The villain gasped.

“Don't underestimate the capabilities of the elderly, ya whippersnapper!” Gwen joked before sweeping Vyril's legs out from under her with her cane.

The aged hero and young villain tussled on the ground for a few moments, Gwen pushed past the pain in her frail joints and the arthritis in her hands and wrists to reach up and pull the mask off of her foe.

“Ah ha!” Gwen shouted as Vyrals face was revealed.

However, the pretty blonde woman under the mask was not someone Gwen recognized. She had a long, beautiful face, pouty red lips and big blue eyes. It was clear that whoever Vyrals was, she was someone who could certainly turn heads. The old woman gasped in shock and confusion.

“What? Is there something on my face?” Vyrals asked in alarm.

“Uh no sorry... I actually thought for a while that you were an evil alternate reality version of me!” Gwen explained.

“I’m not Gwen Stacy! I’d rather die than be Gwen Stacy!” Vyrals replied, offended.

Spider-Gwen frowned her wrinkly face.

“Wow, thanks a lot...” She replied sarcastically in a horse elderly voice.

“No it’s just... we’ve been bitter rivals as far back as I can remember! I actually came to this reality to get away from you... and in search of an artifact that would keep me young and beautiful forever. So imagine my surprise when I found out that you were this reality’s version of Spider-Man!” Vyrals explained, shaking her head.

“You’re trying to stay young forever?” Gwen asked with a raised eyebrow.

“I mean, yeah! Who doesn’t want to be young forever... no offense. I’m like kind of a BFD on social media back in my universe and I didn’t want to lose all my followers and online presence just because I became all gray and wrinkly - I seduced versions of Mysterio and The Vulture into setting up this equipment and this get-up for me and set out to be one of the hottest 25 under 25 in the

multiverse!” Vyril replied gesturing towards a spinning futuristic-looking rig with glowing tubes and wires on a table across from them.

“Why are you telling me all of this?” Gwen asked, thinking that the villain had become suspiciously chummy in the last few minutes.

“Because it doesn’t matter. I’m way younger and stronger than you. And now that I have you overpowered I can tie you to a wheelchair and shuffle you off to the old folks home Granny Gwen, where no one will hear from you again!” The malicious blonde woman hissed as she rolled over onto the elderly Gwen, pinning her frail arms and legs to the floor.

“Ah. Well all right, but before we go – let me just say that now that I’m an old woman I totally get why seniors hate technology.” Gwen began to seemingly ramble. Vyril looked at the old woman wondering what she was getting at.

Meanwhile Gwen was struggling to get her gnarled fingers to clench down onto her clammy palms. The arthritis was making it quite painful.

“All this hi-tech stuff doesn’t make any sense and just seems like a bunch of junk!” Gwen declared as she finally managed to curl her bony fingers down and fire off some webbing.

It stuck to a ventilation fan above them and Gwen tugged it down with a flinch of her trembling hand. The fan ripped from its casing and came crashing down right onto the rig that Vyril had pointed out to her.

“NOOOO!” Vyril screamed as she let go of Gwen and turned to leap for her equipment trying to save it.

The device glowed and then exploded in a mini burst, tossing Vyril back onto the floor next to Gwen. Everything was smokey and it looked like some fires had broken out around them. Spider-Gwen knew she had to get them out of the funhouse quickly.

The old woman slowly climbed to her feet, groaning and wheezing as she gathered all of the strength she could to stand. Vyril was laying face first on

the floor. Gwen wasn't sure that she was alive and through her hazy vision it seemed like the blast from the explosion had aged the once beautiful girl as well. She lifted up the frail body and carried her toward the exit, shuffling as quickly as she could.

Gwen couldn't believe how weak and tired she felt. Carrying a single person across a room was something she had been able to do a hundred times in a single day without needing to catch her breath but now all she wanted was to sit down somewhere warm and rest.

She made it outside and sat down on the bench, webbing up Vyr'al's hands and legs as soon as she began to regain consciousness. Now that they were out of the smoky room and Gwen had the chance to focus her eyes and sit closely to the equally aged woman, Vyr'al's now wrinkly face looked VERY familiar to Gwen.

"Aunt May!?" Spider-Gwen gasped in disbelief.

The old woman coughed and squirmed in the seat.

"It's just May! May Reilly! Do I LOOK like someone's aunt to you?" The old lady asked indignantly.

"Uh well, *now...*" Gwen replied honestly.

May looked down at her frail aged body and screamed.

"Oh my god! You did this to me! You robbed me of my youth!" May cried in horror.

Gwen gawked, bewildered at the vain spiteful version of the kindly old lady whom she had known for most of her life.

"Your rig must have backfired on you as it dispersed all the youth back to the girls YOU stole youth from!" Gwen offered defensively.

"God! Even in alternate realities you won't stop ruining my life!" May cried.

“Hey! What is that supposed to mean?” Gwen asked, really feeling like none of this was her fault.

“All through high school you and I were the main rivals for Peter Parker's affection! Peter is like my soulmate! And you stole him from me!” The frail old woman lamented.

Gwen shivered at the thought.

“But... What about Mary Jane?” Gwen asked.

May made a disgusted face, sticking her tongue out.

“Old Aunt MJ? Peter's elderly guardian? Don't be gross! She's like, practically his grandmother!” May replied.

Gwen began to cackle with laughter.

“Okay, I'm done. That's just too brilliant... Anyway, why don't you tell me how we make ourselves young again and then I'll swing you off to any jail in the 5 boroughs that you want. Fair?” Gwen said, still laughing and shaking her white-haired head.

May looked at her elderly rival very seriously.

“There is no way! Don't you get it? The youth from the girls I stole from was stored temporarily but I drained yours permanently and now that the machine's destroyed... we're both stuck as grannies - forever!” May wailed.

Gwen didn't know what to say.

An hour or so later a spider-verse team had come to pick up the evil Aunt May and bring her somewhere for rehabilitation or at least to an ‘old villains home’. Gwen had lied about her own identity and told her that she was an alternate version of ‘Spider-Ma'am’ who had swung by to fight her alternate self, not wanting word to get to Peter or Miles that she was geriatric.

A short time after that she was in the lab of her own realities Reed Richards – the 13-year-old boy genius. She was hobbling on a treadmill with monitors strapped around her body as the boy examined the remains of Vyril’s rig.

“So there’s good news and bad news...” He said wheeling over to look at her readings on his monitor.

“Okay hit me with some good news! I need it.” She quavered pulling the wires off of her and settling into a chair.

“The good news is that you’re actually quite healthy for your age – which I would estimate is between 81 to 88 years.” Reed said with an encouraging smile.

“That’s not good news kid...” Gwen grumbled.

“Okay well the bad news is that the device that did this to you appears to be beyond repair. There may have been vital components that disintegrated in the explosion you witnessed.” Reed replied somberly.

“This just keeps getting better.” Gwen moaned, shaking her aged head.

“But! I feel fairly confident that I can use the pieces you gave me to replicate something similar or at least something that should be able to restore your lost years.” Reed added seeing the old woman deflate in the chair.

“Great! So should I wait here or come back in an hour or...?” Gwen asked, feeling hopeful.

Reed took his glasses off and wiped them with his polo shirt.

“Um well, it may take a bit longer than that. But I *will* come up with a way to make you young again Gwen. This world NEEDS a spider-woman. I’ll work day and night to come up with a solution to bring you out of retirement and back to your prime.” He said, reaching out to put his young hand on her bony slumped shoulder.

Spider-Gwen took a deep breath and nodded, understanding that he couldn't provide the instant remedy that she was hoping he would.

"Thanks Reed, but retirement was never really an option. The worlds getting Spider-Woman even if for the time being it's more like Spider-Gran!" Gwen said as she slowly and creekily rose to her feet.

Reed frowned and thought for a moment and then glanced up at the lady who was old enough to be his great-grandmother.

"Well in that case... at least give me a moment to refit your suit with a few modifications!" He said to her with an excited grin.

A few weeks later:

The Bodega Bandit ran down the sidewalk clutching dozens of bags of Taki's in his arms as he glanced over his shoulder to see if he was being chased. Rounding the corner with the aid of a metallic cane was a frail old Spider-Gwen hobbling as fast as she could.

Her sneakers were now orthopedic loafers and she had knee braces on her swollen frail legs. Her wrinkled baggy costume no longer hugged saggy aged skin quite so tightly but was still flexible enough to let her own bones move freely. She seemed to have added a cape to the get-up, or actually, it was a pink and white spider-print lace shawl.

The real tech however was in her mask - Reed had added durable bifocal lenses that improved her vision tenfold as she looked through the eyewear. Sonic hearing aids were built into the sides of the mask as well allowing her to hear things at a normal audible volume and sometimes even better than normal! The suit was thermal heated because Old Gwen got chilly very easily and her webshooters were now controlled through audible command so that she didn't have to constantly strain her arthritic fingers.

The geriatric hero plodded down the sidewalk as fast as she could. The crowd cheered her on as she hobbled after the crook.

“Go Spider-Gran! Go Spider-Gran! Do a flip for me!” One young man shouted holding his phone up to film her.

She knocked his phone up in the air with her cane and the young man scrambled to catch it.

“Respect your elders dude!” She barked at him as she continued after the Bodega Bandit.

The thief was gaining too much ground on foot so Gwen stopped and aimed her free hand up in the air.

“Go-go Spider-webs activate!” She shouted as a stream of webbing shot out from her wrist.

“Wooo! Don’t listen to them, Spider-Woman, you’re an inspiration to over-50 women everywhere!” One middle-aged lady shouted as she saw the elderly woman web the corner of the high rise next to them.

“I’m only eighteeeeeeeeen!” Spider-Gwen howled back as she swung through the air with much less control and confidence than she had had when she was young.

However despite the harrowing experience of swinging from building in her 80s, the webs were working and Gwen was nearly upon her target. The bandit looked up and did a double-take at the Granny soaring through the air haphazardly above him. He took a sharp left and ducked down an alley between two buildings.

Gwen dropped down in the alleyway entrance blocking the Bodega Bandits access back to the street. He was effectively cornered. The super hero wheezed and panted, rubbing her back and bending over to massage her frail knees as even with the braces on, landing like that hurt something awful.

“Hey, time out for a second.” She said between gasping breaths as she held her hands together in a T-shape.

The Bodega Bandit looked at the old woman, bewildered. He had no idea what the protocol was for a villain when a superhero asked for a moment to catch her breath. He decided to take the opportunity to look for a way to escape. The wooden fence at the end of the alley way was too high and slick to climb but then he looked over at the fire escape to his right.

“Seriously... just give me a second. I swear - you don’t realize how few benches there are in the city until you’re suddenly aged into your 80s! Hey! Don’t you think about escaping Bodega Bandit! We’re in a time out! Don’t you start climbing that fire escape! Hey! What did I just say? Get down from there! Do you have any idea how hard it is for me to climb walls now while using my cane?” She snapped at the thief as he slowly edged toward the ladder.

At the last moment he changed his mind about carrying all of his loot up the steep metal ladder and instead just rushed past Spider-Gwen, figuring that she was too old, frail and tired at this point to continue chasing after him. He got back out to the sidewalk and was about to continue running for it when he heard a moan behind him.

“ACK! My heart! Oh god, oh god, I've fallen and I can’t get up!” The aged superhero yelped as she crumbled to the ground and gripped her chest.

The Bodega Bandit’s eyes went wide as he watched Spider-Gwen’s body go limp and her breathing become shallow. He dropped the Taki’s on the sidewalk and rushed over to aid the elderly woman.

He knelt down beside her, checking her pulse and rubbing her frail shoulder to rouse her. She opened an eye and smiled.

“Oh thank you young man. So thoughtful. Webs! Activate!” She barked as webbing shot up from her wrist onto the bandit’s arms, binding them to his chest.

Gwen slowly helped herself back up to her feet with the aid of her collapsible cane and looked down at the struggling crook.

“I can’t believe you fell for the ‘poor old lady’ trick - classic. You just make it too easy BB!” Gwen cackled as cop cars pulled up onto the street.

“Ma’am.” A police officer tipped his cap to Gwen politely as he rushed over to put handcuffs on the bandit.

Gwen smirked and hobbled down the road slowly.

“Now then, what’s the quickest way over to Mary Jane’s? I’m late for band practice.” She mumbled to herself as she raised her arm up to fire another web.