

**CLASSICS**  
*Illustrated*  
**JUNIOR**

No. 511

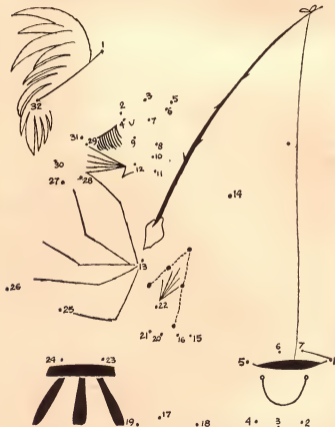
NEW  
PRICE 25¢

# Puss-in-Boots



# WHAT IS IT?

Solve this puzzle by placing the point of your pencil or crayon on dot number 1 and drawing a line to dot number 2. Then you draw another line to dot number 3 and so on, until you have connected all the dots. After you have done this, you may use your crayons to color this surprise picture.

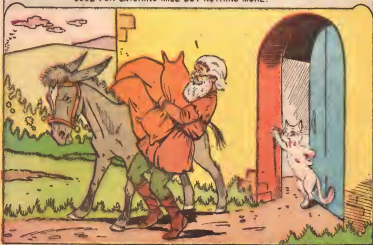


# Puss-in-Boots



2

THERE WAS ONCE A POOR MILLER WHO OWNED NOTHING MORE IN THE WORLD THAN HIS MILL, HIS DONKEY, AND HIS CAT. HIS MILL WAS GOOD FOR GRINDING MEAL, HIS DONKEY WAS GOOD FOR CARRYING THE SACKS TO MARKET, AND THE CAT . . . WELL, HE WAS GOOD FOR CATCHING MICE BUT NOTHING MORE.



NOW THE MILLER HAD THREE SONS. THE FIRST SON WAS STRONG, THE SECOND SON WAS WISE, BUT THE THIRD SON WAS ONLY HANDSOME.



WHEN THE OLD MILLER FINALLY PASSED AWAY, HE DIVIDED HIS PROPERTY AMONG HIS THREE SONS. TO THE FIRST SON, HE LEFT HIS MILL.



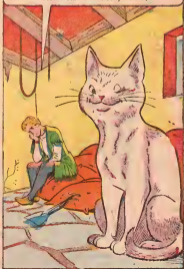
TO THE SECOND SON, HE LEFT HIS DONKEY.



AND TO THIRD SON, HE LEFT ONLY THE CAT.



WHAT WILL BECOME OF ME? I HAVE ONLY A CAT. I SHALL STARVE / I SHALL DIE!-- WELL, WHAT DO YOU FIND SO FUNNY ABOUT THAT, PUSS?



OH, NOTHING, MASTER. BUT I WAS JUST THINKING -- YOU COULD EAT ME UP TO KEEP FROM STARVING, AND MAKE A FUR MUFF OF MY SKIN TO KEEP YOUR HANDS WARM IN THE WINTER.



I WOULD NOT DO SUCH A THING TO YOU, PUSS AND BESIDES, AFTER YOU WERE GONE, I WOULD NOT HAVE ANYTHING LEFT.



WELL, THEN, I HAVE A BETTER IDEA BUY ME A BURLAP BAG AND A PAIR OF LEATHER BOOTS.



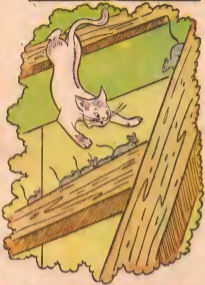
A BAG? BOOTS? HOW WOULD THAT HELP ME?



WHEN YOU GIVE ME THESE THINGS, YOU WILL SEE.

YOU MAY BE JUST A CRAZY CAT, BUT...

I HAVE SEEN YOU PERFORM SOME CLEVER TRICKS TO CATCH THE MICE IN MY FATHER'S MILL.



I'LL NEVER FORGET THE TIME YOU HID IN A SACK OF MEAL. I THINK YOU CAUGHT FIVE MICE THAT DAY.



AND SO THE THIRD SON DECIDED TO GIVE THE CAT A CHANCE.

6

THE AMAZING CAT LOOKED SO FINE IN HIS DASHING NEW BOOTS, THERE WAS NOTHING FOR HIS YOUNG MASTER TO DO BUT BUY HIM A HAT AND CAPE TO GO WITH THEM.

I CANNOT CALL YOU PLAIN PUSS ANYMORE. FROM NOW ON, YOU ARE PUSS-IN-BOOTS.

AND I HAVE A NEW NAME FOR YOU, YOUNG MASTER -- MARQUIS OF CARABAS.





THE MARQUIS OF CARABAS? BUT I AM ONLY A POOR MILLER'S SON.

DO JUST AS I SAY, AND YOU WILL BECOME THE MARQUIS OF CARABAS. I HAVE GREAT PLANS FOR YOU.



7

THAT VERY NIGHT, PUSS-IN-BOOTS SET HIS PLANS TO WORK. OUT INTO THE OPEN FIELDS HE WENT.



NOW, A LITTLE TASTY BRAN AND SOW-THISTLE TO LINE THE BOTTOM OF MY BAG.



AND BEHOLD/ONE VERY DEAD PUSSY CAT!



BUT NOT TOO DEAD TO HEAR THE SCAMPERING OF RABBITS IN THE FIELD.



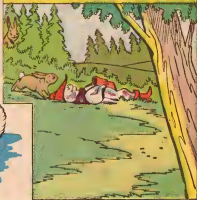
ONE BUNNY'S WHISKERS TWITCHED AS HE SNIFFED THE SWEET SMELL OF HERBS IN THE BOTTOM OF PUSS-IN-BOOT'S BAG.



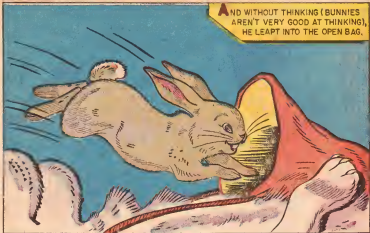
AND SURE ENOUGH, A FAMILY OF YOUNG RABBITS, TOO YOUNG TO KNOW THE TRICKS OF THE WORLD, CAME FROLICKING BY THE CUNNING CAT.



SO HE HAD TO SEE WHERE IT CAME FROM.



AND WITHOUT THINKING (BUNNIES AREN'T VERY GOOD AT THINKING), HE LEAPT INTO THE OPEN BAG.



THERE, MY FRIEND. YOU WILL MAKE A TASTY DISH FIT FOR A KING.



AND THE KING WILL BE THE VERY ONE TO TASTE THIS DISH!



**B**EFORE LONG, PUSS-IN-BOOTS STOOD BEFORE THE KING OF THE LAND.



THE NEXT DAY, PUSS-IN-BOOTS AGAIN WENT HUNTING. THIS TIME HE CAUGHT A PLUMP PARTRIDGE.



ANOTHER GIFT FROM THE MARQUIS OF CARABAS?

MY MASTER KNOWS HOW MUCH YOUR MAJESTY ENJOYS A FINE FEAST. HIS ONLY WISH IS TO SERVE AND PLEASE YOU.



I WILL SHOW HIM I AM GRATEFUL. TAKE THIS PURSE TO YOUR MASTER AS A GIFT FROM ME.

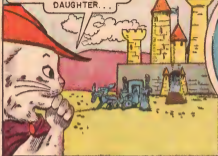


AS TIME WENT BY, MORE GIFTS AND MORE GOLD PASSED BETWEEN THE KING AND THE MARQUIS OF CARABAS AND THE CAT AND THE KING SOON BECAME CLOSE FRIENDS.



THEN ONE FINE DAY...

HMMMM, I MUST LEARN WHERE HIS MAJESTY IS TAKING HIS DAUGHTER...



THE MOST BEAUTIFUL PRINCESS IN ALL THE WORLD!"



PUSS-IN-BOOTS THEN HURRIED BACK TO HIS MASTER.

CAN YOU TELL ME THE ROAD THE KING WILL BE TRAVELING?

THE ROAD BY THE RIVER, PUSS.



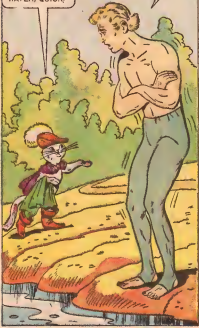
BUT WHY? WHY SHOULD I BATHE IN THE RIVER?

YOU DO AS I SAY, AND YOUR FORTUNE IS MADE. COME!

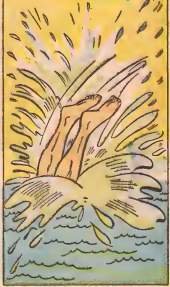


HURRY! OFF WITH YOUR CLOTHES AND INTO THE WATER! QUICK!

B--BUT IT'S CHILLY.



BUT A MOMENT LATER, PUSS-IN-BOOTS HAD HIS WAY.



NOW TO HIDE THESE RAGS AND HOPE HE WILL NEVER HAVE TO WEAR THEM AGAIN.

PUSS/ PUSS/ WHERE ARE MY CLOTHES? I WANT TO COME OUT.

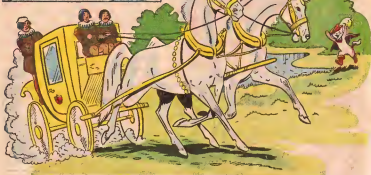


A FEW MINUTES LATER, THE KING'S CARRIAGE CAME INTO VIEW.

PUSS/  
PUSS!

QUIET, OR YOU WILL SPOIL EVERYTHING. JUST REMEMBER NOW, I WILL DO ALL THE TALKING.

HELP! HELP!  
MY LORD, THE MARQUIS OF CARABAS, IS DROWNING.



HURRY, GUARDS! TO HIS RESCUE! MY GENEROUS FRIEND, THE MARQUIS, MUST NOT BE LEFT TO DROWN.

AND SO THE KING'S OWN GUARDS RAN TO THE RESCUE OF THE POOR MILLER'S SON.





**I**N A FEW MINUTES, THE RESCUE WAS MADE.



WHAT HAS HAPPENED?  
WHERE ARE THE  
MARQUIS' CLOTHES?

AH, A TERRIBLE  
THING HAS HAPPENED,  
YOUR MAJESTY. HIS  
CLOTHES HAVE BEEN  
STOLEN.

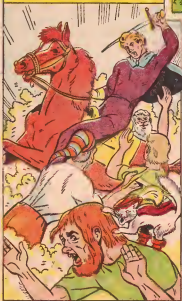
MY LORD AND I HAVE BEEN  
ATTACKED BY A GANG OF  
HIGHWAYMEN THIEVES!  
ROGUES! MURDERERS!



**I**T HAPPENED THIS WAY. -- MY LORD AND I WERE TAKING A PEACEFUL RIDE ALONG THE RIVERSIDE, WHEN SUDDENLY...



**W**E FOUGHT. AH, WHAT A STRUGGLE MY YOUNG MASTER PUT UP! LIKE A WILD CAT! BUT THERE WERE TOO MANY OF THEM.



**A** BAND OF ARMED VILLAINS LEAPT FROM BEHIND THE ROCKS AND ATTACKED US.



**T**HEY STOLE ALL HE HAD, EVEN HIS CLOTHES. THEY WOULD HAVE MURDERED HIM, IF HE HAD NOT ESCAPED INTO THE RIVER... BUT HE CANNOT SWIM!



HE'S VERY SMART, MY PUSS. IF I DON'T DIE OF THE COLD, HE MAY MAKE ME RICH, AFTER ALL.



RETURN TO THE CASTLE AND TELL MY LORD OF THE ROYAL WARDROBE TO GIVE YOU A COMPLETE SUIT OF CLOTHES FOR THE MARQUIS.



PUSS WAS PLEASED TO SEE THAT THE LOVELY PRINCESS WAS SECRETLY ADMIRING HIS HANDSOME MASTER.



YOU ARE TOO KIND, YOUR MAJESTY.

AFTER ALL THE FINE GIFTS THE MARQUIS HAS GIVEN TO ME, IT IS A LITTLE THING I DO TO REPAY HIM.



**I**N THE KING'S FINE CLOTHES, THE MILLER'S SON LOOKED LIKE A TRUE NOBLEMAN.



**T**HE KING NEVER DOUBTED FOR A MOMENT THAT HIS GOOD FRIEND WAS A REAL MARQUIS.

AT LAST WE MEET, MY FRIEND. SINCE YOU HAVE LOST YOUR HORSE, WILL YOU RIDE WITH US?

GLADLY, YOUR MAJESTY.



**U**SS RACED AHEAD OF THE CARRIAGE.

I HAVE GIVEN MY MASTER HIS NAME, AND THE KING HAS GIVEN HIM HIS CLOTHES. ALL HE NEEDS NOW IS LAND AND A CASTLE.



THIS RICH FARMLAND BELONGS TO A WICKED MAGICIAN, BUT TODAY I WILL CLAIM IT FOR MY MASTER.



HO, THERE! STOP  
YOUR WORK AND  
LISTEN TO ME!



IN A FEW MOMENTS, THE KING  
WILL PASS BY IN HIS CARRIAGE.  
WHEN HE ASKS YOU WHOSE LAND  
THIS IS, YOU MUST ANSWER "THE  
MARQUIS OF CARABAS." DO YOU  
UNDERSTAND?



THE MARQUIS  
OF CARABAS?

IF YOU DO NOT  
OBEY ME, YOU  
WILL BE CHOPPED  
AS FINE AS HERBS  
FOR THE POT!



WE WILL OBEY, SIR.



AS THE ROYAL COACH  
NEARED THE FIELD, PUSS-IN-  
BOOTS LEAPT ABOARD.

PUSS, WHO OWNS  
THESE FINE LANDS?

JUST ASK  
THE  
PEASANTS  
WHO WORK  
THEM, SIR.

TELL ME,  
GOOD PEOPLE,  
WHOSE LAND  
IS THIS?

THIS LAND  
BELONGS TO THE  
MARQUIS OF  
CARABAS, YOUR  
MAJESTY.

NOW, IF YOUR MAJESTY WILL  
EXCUSE ME, I WILL HASTEN  
AHEAD TO PREPARE A PROPER  
WELCOME AT MY MASTER'S  
CASTLE.

CASTLE? WHAT  
CASTLE?

SHHH!  
WAIT AND  
SEE!

**P**USS RACED AHEAD, TELLING ALL THE PEASANTS THAT THEY WOULD BE CHOPPED AS FINE AS HERBS FOR THE POT IF THEY DID NOT TELL THE KING THAT THE LAND BELONGED TO THE MARQUIS OF CARABAS.



**A**ND WHEREVER THE KING STOPPED TO ASK . . .

WHOSE LAND IS THIS?



**B**EFORE THE CASTLE OF THE WICKED MAGICIAN, PUSS-IN-BOOTS STOPPED TO THINK.



**T**HE PEASANTS ANSWERED . . .

THIS LAND BELONGS TO THE MARQUIS OF CARABAS.



AND NOW COMES THE HARDEST PART OF ALL. CAN A CAT CONQUER A CASTLE?

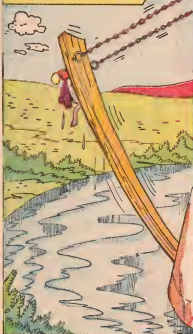


**N**OW PUSS-IN-BOOTS KNEW THAT NO ONE WOULD LOWER THE GATE ACROSS THE MOAT JUST FOR A CAT, SO...



HELP! HELP!  
OH, PLEASE HELP  
A DAMSEL IN  
DISTRESS!

**W**HEN NO DAMSEL IN DISTRESS COULD BE FOUND, UP WENT THE GATE.



**A**S THE SOLID GATE WAS LOWERED...



**A**ND PUSS ENTERED THE CASTLE UNNOTICED.

I THOUGHT I  
HEARD A  
WOMAN  
CALLING  
FOR  
HELP.

MAYBE IT WAS  
JUST THE WIND.





A FEW MINUTES LATER . . .

AH, THERE HE IS! THE MAGICIAN WHO OWNS THIS CASTLE AND ALL THE LANDS I HAVE CLAIMED FOR THE MARQUIS OF CARABAS.

YOUR EXCELLENCY! PLEASE FORGIVE MY BOLDNESS IN APPEARING BEFORE YOU LIKE THIS, BUT I HAVE COME MANY HUNDREDS OF MILES FOR JUST ONE LOOK AT YOU.



WHAT MADE YOU COME SO FAR TO SEE ME, PUSS?

I HEARD YOU WERE THE GREATEST MAGICIAN IN ALL THE WORLD, AND I WANTED TO SEE FOR MYSELF IF IT WAS TRUE.




OF COURSE, IT IS TRUE. I CAN TURN MYSELF INTO ANY SHAPE YOU WISH - AN ELEPHANT! A TIGER! A LION!

IMPOSSIBLE! I DO NOT BELIEVE YOU CAN TURN YOURSELF INTO A LION, SIR.



WITHOUT ANOTHER WORD, THE  
MAGICIAN TURNED HIMSELF INTO A  
FEROCIOUS, ROARING LION, AND NEARLY  
SCARED POOR PUSS-IN-BOOTS OUT OF  
HIS WITS.



I BELIEVE YOU! I  
BELIEVE YOU! PLEASE!  
TURN BACK TO YOUR  
KIND OLD SELF! PLEASE!

HO/HO/HO/ IMPOSSIBLE, EH? FRIGHTENED YOU, DIDN'T I, KITTY?



THAT YOU DID, SIR. BUT I AM SURE YOU WOULD NEVER HARM A POOR CREATURE LIKE ME.

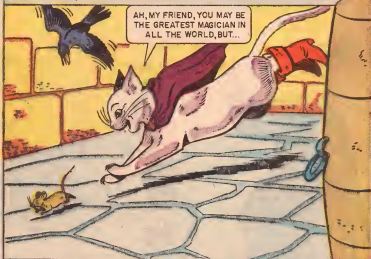
DON'T BE TOO SURE. I AM JUST NOT HUNGRY RIGHT NOW.

THEN I AM LUCKY, INDEED. THERE IS JUST ONE MORE THING, YOUR EXCELLENCY. I HAVE HEARD THAT YOU CAN ALSO BECOME A WEE, SMALL ANIMAL LIKE A MOUSE OR A RAT. BUT THIS, I AM SURE, WOULD BE TOO DIFFICULT FOR YOU.

WHAT DO YOU MEAN-- TOO DIFFICULT! THERE IS NOTHING I CANNOT DO! WATCH!



**I**N A TWINKLING, THE BOASTFUL MAGICIAN TURNED HIMSELF INTO A TINY MOUSE.



ATTENTION, GUARDS / PREPARE TO WELCOME THE KING AND YOUR NEW MASTER, THE GREAT MARQUIS OF CARABAS!



NOW THE SERVANTS AND THE GUARDS WERE SO HAPPY TO BE RID OF THEIR WICKED MASTER, THEY GLADLY OBEYED PUSS' ORDERS.



AND WHEN THE ROYAL CARRIAGE ARRIVED...

WELCOME, YOUR MAJESTY AND YOUR ROYAL HIGHNESS, TO THE HOME OF MY LORD AND MASTER, THE MARQUIS OF CARABAS.

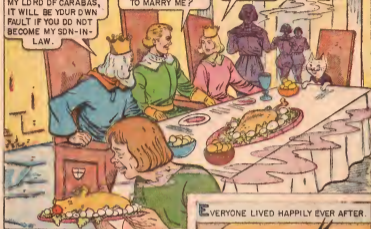


EVERYONE WAS PLEASED WITH THE HANDSOME NEW LORD OF THE CASTLE, AND THE FINEST FEAST THAT HAD EVER BEEN PREPARED IN THE KINGDOM WAS SERVED.

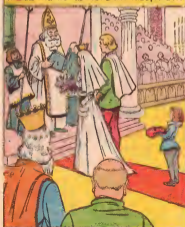
I HAVE NEVER BEEN SO WELL ENTERTAINED. MY LORD OF CARABAS, IT WILL BE YOUR OWN FAULT IF YOU DO NOT BECOME MY SON-IN-LAW.

IS THE BEAUTIFUL PRINCESS WILLING TO MARRY ME?

OH, INDEED, I AM!



AND SO, A FEW DAYS LATER, THE MILLER'S SON AND THE MOST BEAUTIFUL PRINCESS IN ALL THE WORLD WERE MARRIED, AND...



EVERYONE LIVED HAPPILY EVER AFTER.



THE END

**AESOP'S  
FABLES**  
THE FOX  
AND THE  
STORK

THERE WAS ONCE A FOX WHO THOUGHT IT WOULD BE FUN TO PLAY A JOKE ON HIS FRIEND, THE STORK.

WILL YOU HAVE DINNER WITH ME TONIGHT, DEAR STORK? I WILL HAVE A VERY TASTY SURPRISE FOR YOU.

I WOULD BE DELIGHTED.

**B**UT THE TASTY SURPRISE WAS SERVED IN A PLATE SO FLAT THE LONG-BEAKED STORK COULDN'T POSSIBLY EAT!



WHAT DO YOU THINK OF THIS? DELICIOUS, ISN'T IT?

I WON'T LET HIM KNOW I HAVEN'T TOUCHED IT.

THE BEST FOOD I EVER TASTED! NOW YOU MUST DINE WITH ME TOMORROW NIGHT.



WHEN THE FOX ARRIVED AT THE STORK'S HOME, HE FOUND HIS FRIEND HAD A SURPRISE FOR HIM, TOO.

EAT HEARTY,  
DEAR FOX.



THIS IS A FINE WAY TO TREAT A HUNGRY GUEST. I CAN'T EVEN GET A NIBBLE.



BUT THERE WAS NO WAY FOR THE FOX TO GET TO THE FOOD INSIDE.



DON'T BE A POOR SPORT, MY FRIEND. IF YOU CANNOT TAKE A JOKE, IT IS BETTER NOT TO MAKE ONE YOURSELF.





## THERE WAS A CROOKED MAN



THERE WAS A CROOKED MAN, AND HE WENT A CROOKED MILE,  
HE FOUND A CROOKED SIXPENCE AGAINST A CROOKED STILE;  
HE BOUGHT A CROOKED CAT, WHICH CAUGHT A CROOKED MOUSE,  
AND THEY ALL LIVED TOGETHER IN A LITTLE CROOKED HOUSE.

## PETER PIPER

PETER PIPER PICKED A PECK OF PICKLED PEPPERS;  
A PECK OF PICKLED PEPPERS PETER PIPER PICKED.  
IF PETER PIPER PICKED A PECK OF PICKLED PEPPERS,  
WHERE'S THE PECK OF PICKLED PEPPERS PETER PIPER PICKED?



**F**ROM EASTERN AUSTRALIA COMES THE STRANGEST ANIMAL IN THE WHOLE WORLD. IT IS CALLED THE DUCK-BILLED PLATYPUS. IT HAS A DUCK-LIKE BEAK, BUT IT ISN'T A DUCK.



**I**T IS HATCHED OUT OF AN EGG, BUT IT ISN'T A BIRD.



**I**T HAS WEBBED FEET, BUT IT IS NOT EVEN REMOTELY RELATED TO A WATER BIRD.



**T**HE MALES HAVE A POISON SPUR ON THEIR HIND LEGS, BUT THEY AREN'T SNAKES.



**W**ITH ALL OF ITS STRANGE FEATURES, THE DUCK-BILLED PLATYPUS IS A REGULAR WARM-BLOODED, AIR-BREATHING ANIMAL !

COLOR THIS PICTURE WITH CRAYONS



# Classics Illustrated Junior

## BEST LOVED STORIES FROM THE WONDERFUL WORLD OF FAIRY TALES

Only 15c Each



- 501 SNOW WHITE AND THE SEVEN DWARFS
- 502 THE UGLY DUCKLING
- 503 CINDERELLA
- 504 THE PIED PIPER
- 505 THE SLEEPING BEAUTY
- 506 THE 3 LITTLE PIGS
- 507 JACK AND THE BEANSTALK
- 508 GOLDILOCKS AND THE 3 BEARS
- 509 BEAUTY AND THE BEAST
- 510 LITTLE RED RIDING HOOD
- 511 PUSS-IN-BOOTS
- 512 KUMPELSTILSKIN
- 513 PINOCCHIO
- 515 JOHNNY APPLESEED
- 516 ALADDIN AND HIS LAMP
- 517 THE EMPEROR'S NEW CLOTHES
- 518 THE GOLDEN GOOSE
- 519 PAUL BUNYAN
- 520 THUMBELINA
- 521 KING OF THE GOLDEN RIVER
- 522 THE NIGHTINGALE
- 523 THE GALLANT TAILOR
- 524 THE WILD SWANS

- 525 THE LITTLE MERMAID
- 526 THE FROG PRINCE
- 527 THE GOLDEN-HAIRED GIANT
- 528 THE PENNY PRINCE
- 529 THE MAGIC SERVANTS
- 530 THE GOLDEN BIRD
- 531 RAPUNZEL
- 532 THE DANCING PRINCESSES
- 533 THE MAGIC FOUNTAIN
- 534 THE GOLDEN TOUCH
- 535 THE WIZARD OF OZ
- 536 THE CHIMNEY SWEEP
- 537 THE THREE FAIRIES
- 538 SILLY HANS
- 539 THE ENCHANTED FISH
- 540 THE TINDER-BOX
- 541 SNOW WHITE & ROSE RED
- 542 THE DONKEY'S TALE
- 543 THE HOUSE IN THE WOODS
- 544 THE GOLDEN FLEECE
- 545 THE GLASS MOUNTAIN
- 546 THE ELVES AND THE SHOEMAKER
- 547 THE WISHING TABLE
- 548 THE MAGIC FITCHER
- 549 SIMPLE KATE
- 550 THE SINGING DONKEY
- 551 THE QUEEN BEE
- 552 THE 3 LITTLE DWARFS
- 553 KING THRUSHBEARD
- 554 THE ENCHANTED DEER
- 555 THE 3 GOLDEN APPLES
- 556 THE ELF MOUND
- 557 SILLY WILLY
- 558 THE MAGIC DISH
- 559 THE JAPANESE LANTERN
- 560 THE DOLL PRINCESS
- 561 HANS HUMDRUM
- 562 THE ENCHANTED PONY
- 563 THE WISHING WELL
- 564 THE SALT MOUNTAIN
- 565 THE SILLY PRINCESS
- 566 CLUMSY HANS
- 567 THE BEARSKIN SOLDIER
- 568 THE HAPPY HEDGEHOG
- 569 THE THREE GIANTS
- 570 THE PEARL PRINCESS
- 571 HOW FIRE CAME TO THE INDIANS
- 572 THE DRUMMER BOY
- 573 THE CRYSTAL BALL
- 574 BRIGHTBOOTS
- 575 THE FEARLESS PRINCE
- 576 THE PRINCESS WHO SAW EVERYTHING

Endorsed By Educators

On sale at newsstands everywhere or use this coupon to order by mail

Gilberton Company, Inc., Dept. S  
101 Fifth Ave., New York, N. Y. 10003

Enclosed is \$..... for the issues circled below plus 25¢ handling and postage cost.

501	510	520	529	538	547	556	565	574
502	511	521	530	539	548	557	566	575
503	512	522	531	540	549	558	567	576
504	513	523	532	541	550	559	568	
505	515	524	533	542	551	560	569	
506	516	525	534	543	552	561	570	
507	517	526	535	544	553	562	571	
508	518	527	536	545	554	563	572	
509	519	528	537	546	555	564	573	

Name \_\_\_\_\_

(Please Print)

Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_