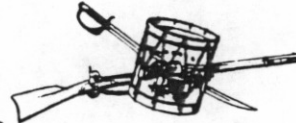


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OUR COVERS

THE FRONT COVER ILLUSTRATION is a reproduction of an oil painting entitled "The Fight for the Colors," executed about 1865 by an unidentified artist. The canvas, 26 11/16 x 21 5/8 inches is a part of the Ella Gallup Sumner and Mary Catlin Sumner Collection of the Wadsworth Atheneum, Hartford, Conn. A color transparency was furnished by the Corcoran Gallery of Art, Washington, D.C. where the painting was exhibited last year.

Though the painting contains many inaccuracies as to weapons and equipment, it is a colorful and dramatic representation of a cavalry clash that was fairly common during the first part of the war. Mounted combat of this kind gradually fell into disfavor as the cavalry of both sides came to rely more on pistols and carbines than the "white arm," and usually fought dismounted. While they were stirring spectacles, mounted charges produced surprisingly few casualties, which led to the old infantry sneer, "Who ever saw a dead cavalrman?"

THE BACK COVER is a recruiting poster from Kean Archives, 37th and Filbert Sts., Philadelphia. It is an invitation for Rhode Island patriots to "escape the mud and snow of Virginia, and the cold winter of the North" by signing up for Banks' campaign to occupy western Louisiana and eastern Texas in 1864. As it turned out, the snow and cold of the North would have been preferable to the hardships endured by the Federals in the Red River Campaign. As a result of his failure, Banks was relieved of command and officially censured.

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In October, 1863, Lee tried to move between Meade's army, stationed around Culpeper, and Washington. The Federals quickly retreated to the protection of the Washington defenses and Lee abandoned the chase. The climax of this little-known Virginia campaign was the loss of 1,900 men of A. P. Hill's corps in:

The Slaughter Pen at Bristoe Station

By William W. Hassler

DURING the three months following the titanic struggle at Gettysburg, Lee's and Meade's armies warily remained at arm's length in Northern Virginia as the commanding generals rehabilitated their commands.

With a major battle brewing near Chattanooga, between Bragg and Rosecrans, first Richmond and then Washington surreptitiously stripped troops from Virginia and sent them to bolster the armies in Tennessee. Lee dispatched Longstreet's First Corps to reinforce Bragg; Meade later sent Joe Hooker to Rosecrans with the XI and XII Corps.

By the time October's autumnal coloration camouflaged the devastated Virginia countryside, Meade had disposed his remaining 80,700 men from Culpeper to the Rapidan. South of the Rapidan at Orange Court House, Lee's 46,000 effectives were encamped.

WHEN Lee learned from spies that Federal troops (Hooker's) were heading west, he decided to initiate "a move upon General Meade to prevent his detaching other reinforcements to Rosecrans." Another factor in this decision was the prospect of expelling the Army of the Potomac from Virginia soil which it had occupied every winter since the outbreak of war.

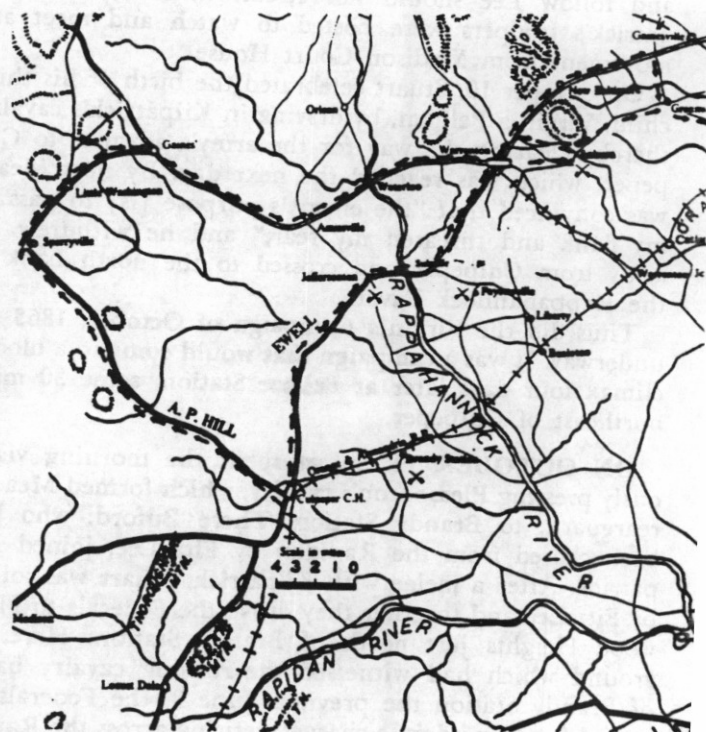
As the main Federal force was in a strong position on a ridge just north of Culpeper, Lee decided to turn Meade's right flank and assail him as he retreated. Accordingly, orders were issued for half of Stuart's cavalry under Fitz Lee to remain on the Rapidan to guard the rear while Stuart took command of Wade Hampton's division (Hampton was still recuperating from head wounds incurred at Gettysburg) and screened the advance of Ewell's and A. P. Hill's corps.

ON October 9 Lee's ragged veterans crossed the Rapidan to fulfill their commander's design of bringing

on an engagement with the Federal army. To lull the Federals, Confederate pickets on the previous night had bragged in voices loud enough to be overheard by Meade's sentinels, that "the Yankees would soon find out that more troops had been sent to Bragg."

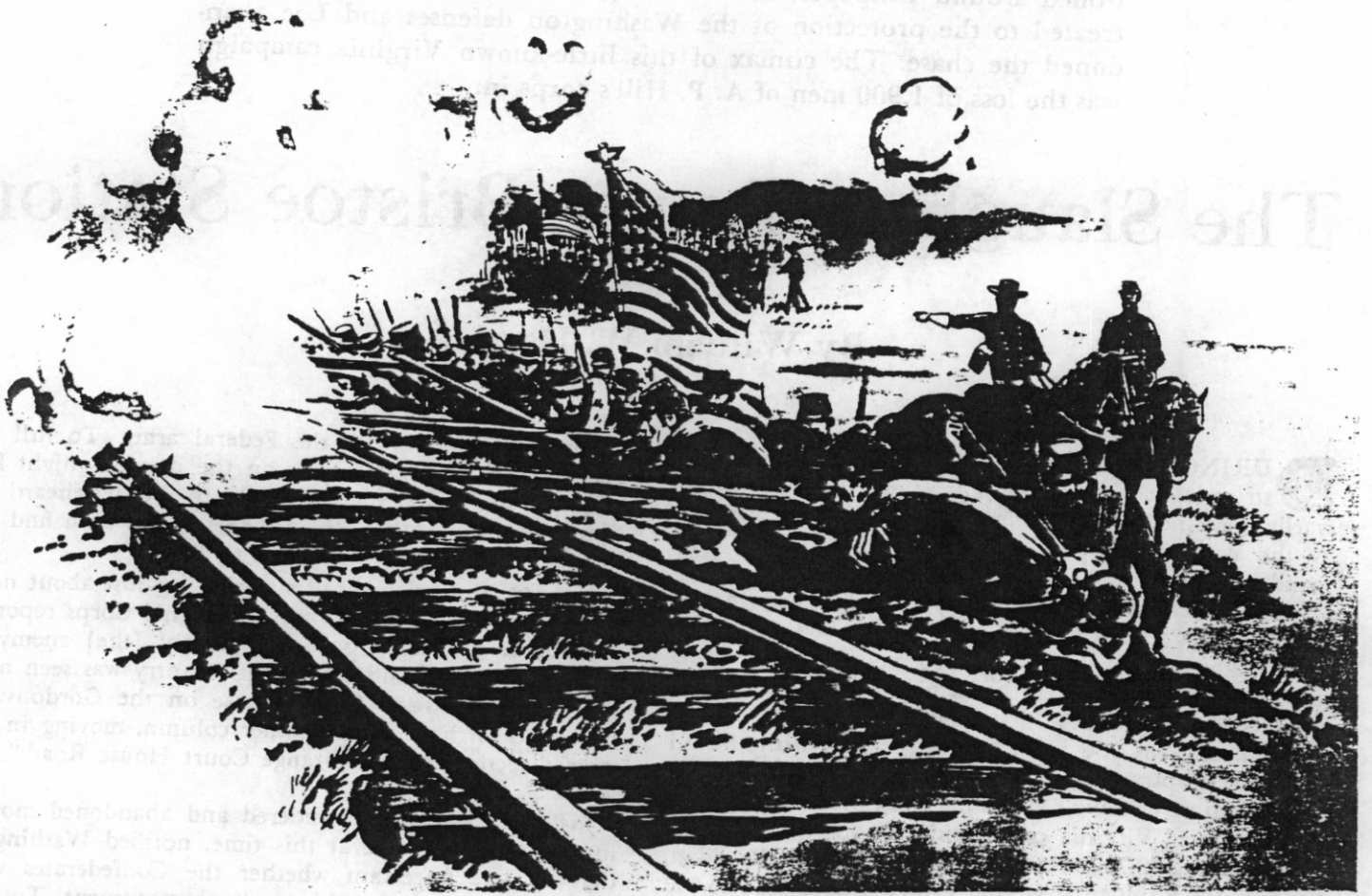
However, any element of surprise was lost about noon when Captain Taylor of the U. S. Signal Corps reported "a general movement on [the] part of [the] enemy. A long wagon train and column of infantry was seen moving toward Madison Court House on the Gordonsville Pike, and an hour later another column, moving in the same direction, on the Orange Court House Road."

MEADE, who had considered and abandoned mounting an attack on Lee at this time, notified Washington that he was uncertain whether the Confederates were withdrawing or undertaking a flank movement. To pro-



Dr. William W. Hassler, who is chairman of the Chemistry Department at Beaver College, Willow Grove, Pa., is the author of "A. P. HILL, Lee's Forgotten General" and "COLONEL JOHN PELHAM: Lee's Boy Artillerist." He is vice president of the Lincoln-Civil War Society of Philadelphia.

LEE'S PURSUIT OF MEADE—This map shows the routes of Hill and Ewell's corps. Meade's routes are not shown, but generally parallel the railroad. Crossed sabers show where engagements occurred.



to protect against either contingency the Federal commander dispatched Buford's cavalry division to cross the Rapidan and follow Lee should he retreat, while General Kilpatrick's troopers were posted to watch and meet any movement from Madison Court House.

On October 10, Stuart celebrated the birth of his third child, Virginia Pelham, by driving in Kilpatrick's cavalry, thereby clearing the way for the army's advance to Culpeper, which was reached the next day. By now Meade was convinced that "the enemy's purpose [is] to pass by my flank and threaten my rear," and he withdrew his army from Culpeper and crossed to the north bank of the Rappahannock River.

Thus did the Virginia Campaign of October, 1863 get underway. It was a campaign that would come to a bloody climax four days later at Bratton Station, some 30 miles northeast of Culpeper.

ON OCTOBER 11, Stuart spent the morning vigorously pressing Pleasanton's cavalry, which formed Meade's rearguard, to Brandy Station. There Buford, who had been chased from the Rapidan by Fitz Lee, joined Kilpatrick. After a melée with Kilpatrick, Stuart was joined by Fitz Lee and together they drove the Federals to Fleetwood Heights just north of Brandy Station. Here, on ground which had witnessed the rousing cavalry battle of Brandy Station the previous June 9, the Federals repulsed five Confederate charges, retiring across the Rappahannock late in the day only after Fitz Lee had turned Kilpatrick's left.

During the cavalry engagement Lee made fresh plans for overtaking Meade's main army. These called for Hill's Third Corps to sweep wide to the northwest to Sperry-

ville and thence back to Amissville, Waterloo and Warrenton. Meanwhile, Ewell's Second Corps would follow the direct route through Jefferson and Sulphur Springs to unite with Hill at Warrenton. From there, Lee hoped to cut behind Meade somewhere along the vital Orange & Alexandria Railroad.

Early on the morning of October 12, Hill's men started their wide, encircling march. The weather was cool and bracing; the roads, dry. By nightfall, the corps had reached Amissville. Then, accompanied by Lee, Ewell's troops followed Stuart toward Jefferson, which was defended by three regiments of Gregg's cavalry posted behind a stone wall enclosing a church yard. Stuart quickly routed this force and pushed on to the Rappahannock where he encountered Federal artillery and dismounted cavalry on the opposite shore, at Sulphur Springs. Again the Confederate horsemen drove off their opponents. After re-laying the planks of a bridge which the Federals had torn up, Rodes' and Johnson's infantry divisions crossed the river and encamped for the night.

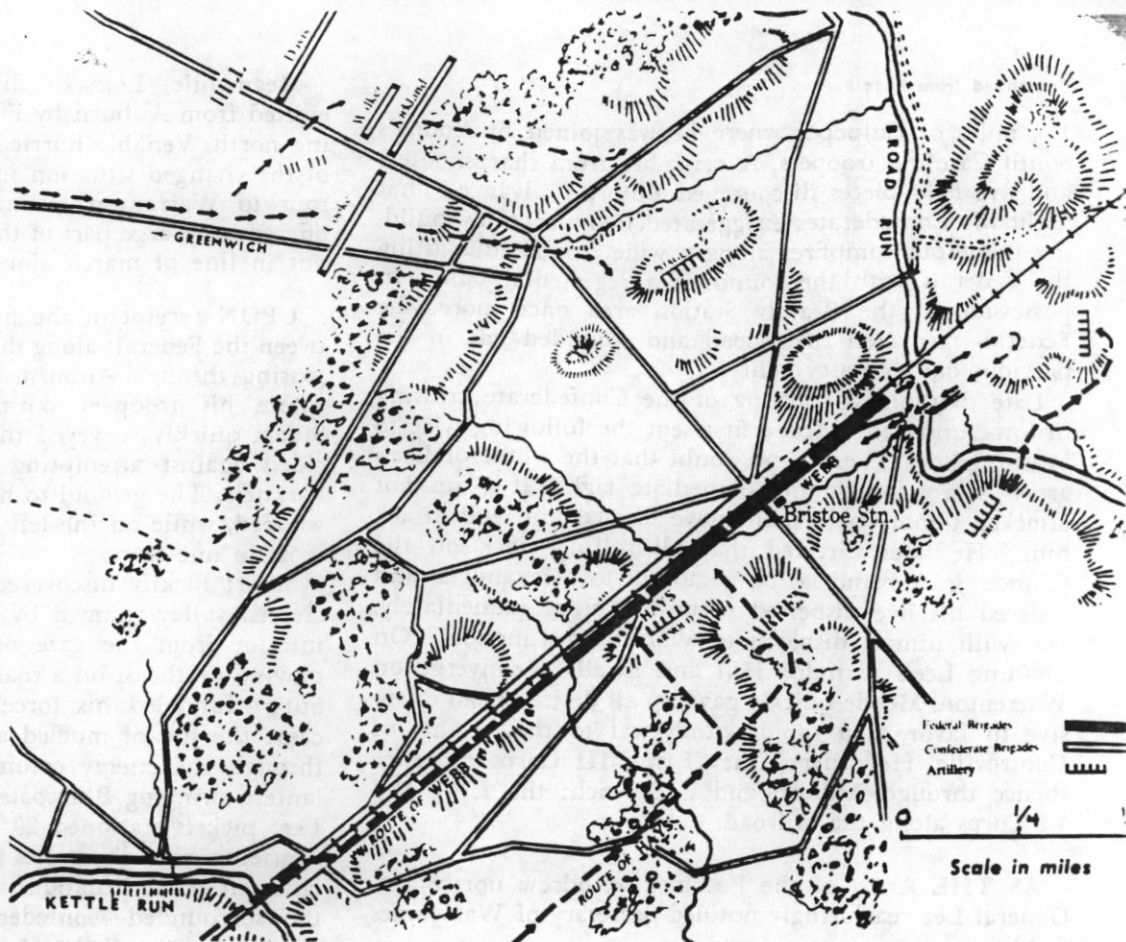
THAT SAME DAY, Meade remained uncertain about Lee's exact movements or intentions. Thinking that both of Lee's corps were still at Culpeper, he ordered a show of strength in that direction. His II, V, and VI Corps plus Buford's cavalry division were ordered to recross the Rappahannock and advance along the Orange & Alexandria Railroad.

About 2 p.m., the head of Buford's column collided with Rosser's 5th Virginia Cavalry, left by Stuart to guard Brandy Station. Rosser retired slowly to within

MAP AT RIGHT—Showing the situation at about 2:30 p.m. Hill's leading division, Heth's, approaches Bristoe Station from the direction of Greenwich. As the head of the column comes in sight of the railroad, Hill sees what he believes to be Federal stragglers on the far side of Broad Run. He deploys Cooke's and Kirkland's brigades abreast, with Walker in rear of Kirkland, and orders them to advance rapidly eastward across the run to cut off the enemy. Cooke is worried about his right, especially since as he starts to advance he sees Federals moving behind the railroad embankment. Hill, explaining that Anderson's division will protect the right, insists on the assault being carried through. Poague's battalion occupies a hill north of the railway station and opens fire as the attack gets under way.

The troops behind the railroad are Webb's and Hays' divisions of Warren's corps, which has been following the rest of Meade's army toward Manassas and Centreville. Webb, seeing the head of Hill's column approaching, deploys behind the railroad, recalling his leading element which has already crossed Broad Run. Brown's battery, which also has crossed, is prevented, by the enemy attack, from returning; but it renders effective support. Its initial position west of the run is occupied by Ricketts' battery, and Arnold's battery comes in behind Hays. A heavy fire is directed against the advancing Confederates as they come within range.

Cooke and Kirkland veer off to the south in an assault against the enemy which has appeared behind the railroad. Walker continues toward Broad Run.

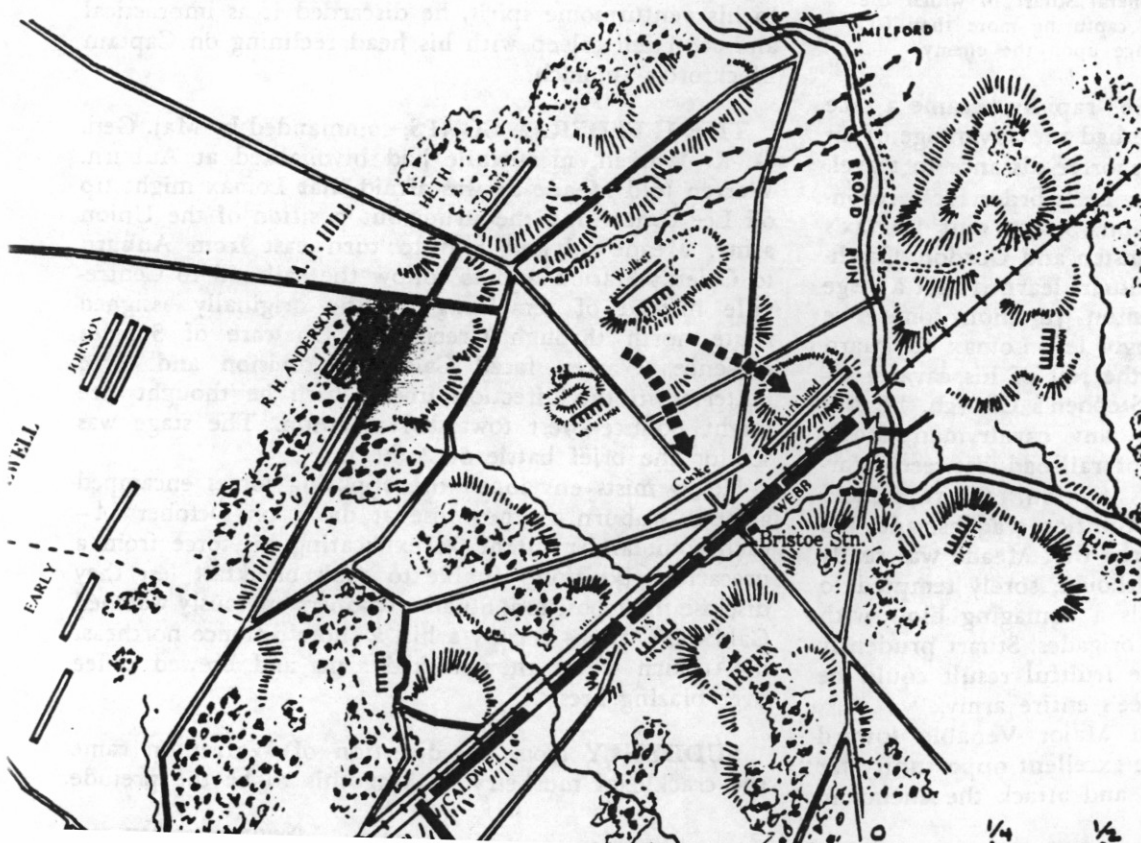


MAP BELOW—New Cooke's and Kirkland's brigades have shifted their direction of attack toward the Federals lined up behind the railroad. They charge to within 40 yards of the embankment, losing heavily from musket fire and artillery. Cooke is wounded. Kirkland succeeds with part of his force in crossing the railroad near the bridge, but his right regiment, in attempting to capture some rifle pits (occupied by the 82nd N. Y.) on the hill in Webb's right rear, is enveloped by Brown's battery and many of the men surrender in the railroad cut.

The two brigades withdraw, losing still more men. Walker has crossed Broad Run, but when he sees that the other two brigades are in difficulty he countermarches to aid them. It is too late, the attack has broken down. Walker takes position in support of Poague's battery. The Confederate commanders do not notice until too late that a Federal sortie has captured all but one of McIntosh's guns in position on a hill to the right of Poague; many of the cannoners have fallen, others have fled. Davis remains in reserve, not advancing. Anderson's division, sent to protect the right of Heth's, does not get into action. Heth withdraws his battered brigades to the line from which they started their attack.

On the Federal side, Caldwell arrives in position on the left of the other two divisions, but is not engaged. After dark the Federal see the many campfires of Ewell's divisions on the high ground to their left front. Warren directs withdrawal toward Centreville which is accomplished stealthily.

The Confederates remain in possession of the field the following day, caring for the wounds and burying the dead.



1½ miles of Culpeper where he was joined by Young's South Carolina troopers. A brisk fire from sharpshooters and five field pieces discouraged Buford's advance. That night the Confederates exaggerated their forces by building numerous campfires along a wide front and blasting the Federals with the sound of a regimental band. In possession of the Brandy Station area once more, the Federals recovered their dead and wounded left in the previous day's cavalry fight.

Late that night, learning of the Confederate crossing in force upstream, Meade first sent the following wire to Washington: "There is no doubt that the whole of Lee's army is crossing on my immediate right. If I am not attacked tomorrow, I shall move toward him and attack him." He later directed that all rolling stock on the Orange & Alexandria be removed to Alexandria and ordered his five dispersed corps to "move immediately, and with utmost dispatch to Warrenton Junction." On divining Lee's plan for Hill and Ewell to converge on Warrenton, Meade quickly gave up all desire for an offensive in favor of a rapid withdrawal to the heights of Centreville. He ordered the II and III Corps to retire thence through Auburn and Greenwich; the I, V, and VI Corps along the railroad.

AS THE Army of the Potomac withdrew northward, General Lee reassuringly notified Secretary of War James Seddon:

I have the honor to inform you that General Meade's army has been compelled to retire north of the Rappahannock by the movement of this army upon his right flank. I am still moving with the view of throwing him further back toward Washington . . . The enemy were apprised of our movements and withdrew so rapidly that we have not been able to come up with his main body, but there have been a number of encounters between his cavalry and that of General Stuart in which the latter has been uniformly successful, capturing more than 600 prisoners and inflicting serious damage upon the enemy.

The Virginia Campaign of 1863 rapidly became a race for the Bristoe Station area. Lee had the advantage of an early start but Meade had the shorter distance to travel.

On October 13, in response to Lee's order for a reconnaissance toward Catlett's Station, Stuart sent Lomax's brigade followed by those of Funsten and Gordon. Catching up with Lomax at Auburn, Stuart learned that a large Yankee force occupied Warrenton Junction some five miles southeast. Stuart accordingly left Lomax to guard his rear while he moved with the rest of his cavalry toward Catlett's Station. At St. Stephen's Church, he was rewarded with a view to stir any cavalryman's soul. Crowded along the two miles of railroad between Warrenton Junction and Catlett's Station, Stuart beheld thousands of Federals, 100 ammunition wagons, and 125 ambulances. Stuart had discovered that Meade was really retreating toward Manassas. Although sorely tempted to strike the unsuspecting Federals a damaging blow with his seven guns and two cavalry brigades, Stuart prudently desisted, believing that a more fruitful result could be obtained by a movement of Lee's entire army.

To this end Stuart hustled Major Venable toward Warrenton to notify Lee of the excellent opportunity for the main army to move down and attack the enemy in motion during the night.

Meanwhile, Lomax's dismounted troopers had been evicted from Auburn by French's III Federal Corps moving north. Venable hurried a courier back to tell Stuart of the changed situation in his rear and then took a detour to Warrenton to inform Lee of the opportunity offered by a large part of the main Federal army stretched out in line of march along the railroad.

UPON receipt of the news that he was boxed in between the Federals along the railroad and French's column passing through Auburn, Stuart moved toward Auburn where his troopers skirmished with French's pickets. Stuart quickly surveyed the surrounding terrain and decided against attempting a breakout in the gathering darkness. The ground to his right was steep, broken, and wooded, while on the left coursed a millrace too wide to cross in one leap.

Stuart luckily discovered just east of Auburn a small cleared valley rimmed by trees that concealed the grassy interior from the gaze of Federal marchers who were moving southeast on a road only 150 yards away. Quickly Stuart funneled his force into this hideout, which became the site of muffled activity. Six messengers slipped through the enemy column, which was illuminated by lantern-swinging Bluecoats, with information for General Lee; pickets stationed 20 yards apart seized lone enemy couriers whose dispatches satisfied Stuart that French was ignorant of the situation; and every ambulance mule with the surrounded Confederate force was guarded by a trooper who quelled each incipient bray with a whack on the head from a saber scabbard.

While the men of French's III Corps, escorted by Kilpatrick's cavalry, chatted audibly as they marched toward Greenwich, Stuart pondered the possibility of interposing his command between two bluecoated divisions in the darkness and then breaking away on the first road leading toward Warrenton. Although the audacity appealed to his venturesome spirit, he discarded it as impractical and soon fell asleep with his head reclining on Captain Blackford's stomach.

THE II FEDERAL CORPS, commanded by Maj. Gen. G. K. Warren, meanwhile had bivouacked at Auburn. Warren told Meade he was afraid that Lomax might tip off Lee concerning the strung-out position of the Union army. Meade advised him to turn east from Auburn to Calett's Station and to follow the railroad to Centreville instead of remaining on the originally assigned route north through Greenwich. Unaware of Stuart's presence, Warren faced Caldwell's division and three batteries in the direction from which he thought Lee might pounce—west toward Warrenton. The stage was set for the brief battle of Auburn.

Heavy mists enveloped the opposing forces encamped around Auburn as they rose at dawn on October 14—each commander intent on extricating his force from a precarious position. Unable to cook breakfast lest they disclose their position, Stuart's troopers enviously watched Caldwell's troops occupy a hill a short distance northeast of Auburn where they stacked arms and brewed coffee over blazing fires.

SUDDENLY from the direction of Warrenton came the crackle of musketry. Taking this to be the prelude

action or inaction. But Hill was impatient, and Stuart got off course while covering Ewell's flank, thereby failing to arrive at Bristoe until after dark.

DURING this interval Warren's skirmishers opened fire on Cooke's troops and Colonel Hall of the 46th North Carolina, holding the extreme right of the line, "discovered the line of battle behind the railroad extending as far on my right as I could see."

This information was passed up the line to Hill who nevertheless ordered a resumption of the advance, feeling that Anderson would take care of any threat to Cooke's flank. And so Hill anxiously and admiringly watched as Cooke, Kirkland, and Walker moved forward "in beautiful order and quite steadily."

Hustling past the crest of the pine-domed hill west of the station, the Tarheels braced themselves as they began the descent toward Broad Run, for now they got a full view of the Bluecoats drawn up behind the embankment and supported by batteries on the rising ground to the rear. The youthful Brig. Gen. John R. Cooke, a top-grade leader who had joined Lee's army late in September, changed front to face the embankment, commenting, "I will advance, and if they flank me, I will face my men about and cut my way out."

GENERAL Warren from his more advantageous position on the opposite side of the embankment, felt that "a more inspiring scene could not be imagined. The enemy's line of battle moving forward, one part of our own steadily awaiting it and another moving against it at double quick."

When Cooke's line came within 500 yards of the railroad, the North Carolinians began firing upon the men of Webb's and Hays' divisions. In the return fire, the Confederate losses were appalling. Cooke was wounded almost immediately and was succeeded by Colonel Hall, who ordered the regiments to charge to avoid further exposure to the murderous enfilading fire from Brown's battery north of the run. Forward surged the faded gray line, losing men at every step, to within 50 yards of the embankment where Ricketts' battery of the 1st Pennsylvania Artillery opened effectively with canister and shrapnel. This withering fire produced what Hall termed "honorable confusion" which forced him to retire and form a new line 400 yards from the embankment. Davis, on orders from Heth, came up on Hall's right in the event Warren ordered a flank attack.

As Cooke's men trudged from the "slaughter pen" back up the hill on a murderous ~~top~~ during which they were exposed to heavy musketry and artillery fire, they passed through McIntosh's guns which Hill had posted in a gap between two pine thickets opposite the station. Hill had failed to notify either Heth or Cooke of this move. Hall learned of the danger to the exposed guns too late to prevent them from being captured by Lieutenant Colonel Wass and his 19th Massachusetts Volunteers who rushed forward after repulsing Cooke and brought off five guns. While this was going on other Federal skirmishers rounded up 250 Rebel sharpshooters who were pouring an annoying fire from abandoned huts in the vicinity of the railroad.

WHEN Kirkland saw Cooke change front and charge toward the railroad, he wheeled to the right to conform.

Moving forward across an open field, Kirkland's Tarheels fiercely charged the right of Webb's line. Crossing the railroad the yelling Graycoats delivered a deadly volley into the rear of Major Baird's 82d New York Volunteers. In the confusion General Webb's horse was shot from under him. But the fury of the Rebel attack was spending itself in the assault on the first line, and any residual zeal was blunted by heavy artillery fire from Ricketts' and Brown's batteries. During this close fighting behind the embankment, Kirkland was wounded, whereupon the brigade withdrew, leaving a number in the cut who were captured.

Walker, whose four Virginia regiments had marched half a mile through dense woods to Broad Run following Hill's original orders, re-crossed the stream upon seeing Kirkland's plight. He succeeded in interposing three regiments between the Federals and Kirkland's retiring troops who then rallied on the Virginians.

HETH reformed his line about 5 p.m., but "no second attack was ordered as I was convinced that the position of the enemy was too strong to be attacked in front." The casualty lists certainly confirmed Heth's estimate. Both Cooke and Kirkland had been seriously wounded. Lee's total casualties in the hour-long fight ran to 1,900. Federal losses were about 550.

Hill assumed responsibility for the debacle, stating in his official report, "I feel I attacked too hastily and at the same time that a delay of half an hour, and there would have been no enemy to attack. In that event I believe I should equally have blamed myself for not attacking at once." When he explained the fiasco to Lee the next day, the latter ruefully commented, "Well, well, General, bury these poor dead men and let us say no more about it."

A DIFFERENT mood prevailed on the other side of the tracks. At 5 p.m. Warren dispatched the following note to Sykes: "I have whipped Heth's division, captured a battery and some hundreds of prisoners. I cannot retire under the fire. Support my right; they still threaten me heavily."

That night as Warren resumed the march toward Centreville to rejoin the main army, Meade notified Halleck:

The enemy attacked our rear guard, the Second Corps, at Bristoe, about 4 p.m. General Warren repulsed them . . . The army is somewhat exhausted by the recent marches, and unless the enemy compels a movement to-morrow, I shall give them rest.

AFTER this encounter, which Dr. Douglas Southall Freeman termed "as badly managed a battle as had ever been fought under the flag of the Army of Northern Virginia," Lee was indisposed to bring Meade to bay. In his report to Richmond, he explained:

The vicinity of the intrenchments around Washington and Alexandria rendered it useless to turn his (Meade's) new position, as it was apparent that he could readily retire to them, and would decline an engagement unless attacked in his fortifications. A farther advance was therefore deemed unnecessary, and after destroying the railroad from Cub Run southwardly to the Rappahannock, the army returned on the 18th to the line of that river, leaving the cavalry in the enemy's front.

Thus ended the bizarre, inconclusive Virginia campaign of October, 1863.

to a full-scale attack by the main Confederate army, Stuart rained a storm of canister and shell on the rear of the breakfasting Yankees. The opening salvo killed 11 (one shell alone killed seven), wounded 12 more, and spread temporary consternation as Caldwell rallied his men behind the hill and changed front to meet the attack from this unexpected quarter.

When the attack by some of Ewell's troops from Warrenton failed to materialize, Caldwell's soldiers advanced toward Stuart's guns. As Stuart withdrew the cannon in the face of this danger, Gen. James B. Gordon's 1st North Carolina covered the left flank by mounting a charge. When Gordon re-formed for a second sally, Stuart ordered the rest of his command to dash to the millrace which they hastily bridged and crossed. Racing around Caldwell's flank, the troopers, wagons, and cannon sped unopposed toward Warrenton, pausing just long enough to pick up a number of straggling Federals.

WARREN quickly recovered from this anxious situation in which he thought that the Graycoats were attacking rather than escaping. Like Stuart, he had thought *he* was surrounded. Realizing that things were not as bad as reported, the II Corps commander ordered the dead to be buried, the wounded placed in ambulances, and the three infantry divisions set in motion toward Catlett's Station.

At about the same time Warren's corps was bringing up the rear of Meade's army, Ewell's three divisions, protected by Stuart on the right, took the road to Greenwich via Auburn. General Lee, accompanying Ewell, was impressed by the cheerfulness and alacrity exhibited by his army as it pursued the enemy under trying conditions.

Although Lee realized his chances of overtaking the Federals were fading, his ragged veterans quickened their pace, "convinced that Meade was unwilling to face us, and we, therefore, anticipated a pleasant affair if we should succeed in catching him."

MEANWHILE the other section of Lee's army, A. P. Hill's three divisions, had been hastening since 5 a.m. northward along the Warrenton-Alexandria Turnpike. On receiving reports that a large body of Federals was heading from Greenwich toward Buckland (a mere three miles away) Hill ordered Anderson's division to strike the enemy. It quickly developed that the enemy force consisted of cavalry fleeing from Fitz Lee. So Anderson turned off to the **right** and rejoined Hill at Greenwich. Hill's corps captured several dozen stragglers from French's III Corps which had left the village only two hours earlier, leaving behind **knapsacks**, blankets and even muskets. The Federals were racing toward Bristoe Station, eight miles due east. As one Tarheel soldier expressed it, Hill's corps followed "almost like boys chasing a hare."

With his characteristic impatience Hill rode ahead to assess the situation. Arriving at the high ground overlooking Bristoe Station, Broad Run, and the plains to the north, he espied swarms of Bluecoats. Those in the foreground were eating a noonday meal before crossing the stream, while those north of the run were moving toward Manassas. Hill assumed that his quarry was French's III Corps, and determined to overtake them. He ordered Heth to hurry to the fore with his leading brigades.

ACTUALLY the troops Hill gazed at belonged to Sykes V Corps, which had moved through Bristoe Station after French's III Corps, leaving only Warren's II Corps south of Bristoe. Sykes was waiting for Warren to follow Meade's urgent order to close up and get out of Lee's grasp.

Warren complied by sending the divisions of Webb, Hays, and Caldwell in that order toward Bristoe, accompanied by Gregg's cavalry on the flanks. When the column reached Bristoe in mid-afternoon, Webb's 1st Minnesota deployed as skirmishers and engaged Heth's skirmishers. Seeing two columns of infantry advancing on his left flank, Webb posted Brown's battery on a hill north of Broad Run and started to cross his leading brigade to connect with Sykes. As the cannonading began, General Warren arrived at the head of Hays' division and "saw the enemy lines advancing, and his musket-balls whistled around us."

Being familiar with the locality, Warren instantly decided to dispose two of his divisions behind the railroad embankment which formed a shield two to 10 feet high, facing the oncoming enemy. Hays was directed to face his 3d Division to the left, while a courier galloped to Webb with orders to recall his 1st Brigade to the west bank of Broad Run and take position on the extreme right of the II Corps line, which extended to within 150 yards of the run. Brown's battery was left unsupported on a hill north of the stream where it could enfilade the Graycoats as they attacked.

HILL, unaware at this stage of Warren's presence behind the railroad, kept urging his old West Point classmate, Harry Heth, to rush his brigades into line so that the attack could get underway before the quarry escaped. What seemed to Hill an interminable delay was occasioned when Cooke's North Carolinians changed from their newly issued gray coats and blue pants into old battle clothes for the impending fray.

While this change of attire was in progress near the crest of hills overlooking Broad Run, Hill ordered Poague's battery brought to the front to disperse scattered knots of Sykes' troops who were blissfully ignorant of their peril as they clustered around campfires and sipped coffee.

By this time Heth's leading brigades had formed a line of battle perpendicular to the road along which they were advancing. Cooke's brigade extended to the right of the road; Kirkland's brigade was spread out to the left; Walker tried to form on Kirkland's left but never caught up; and Davis' Mississippians remained behind in reserve on the road.

Hill now ordered Heth to advance, cross Broad Run and press the enemy. As the North Carolinians swept forward through thick undergrowth 300 yards to a clear space, Hill saw Webb's skirmishers, who were in the open west of the railroad, getting into position on the right and rear of Cooke's brigade. Concerned about this threat to Heth's flank, Hill directed Heth to suspend the advance, and as a further precaution he directed Cooke to keep an eye on his right. In addition, a courier hurried to R. H. Anderson, whose division now hove into sight on the right and rear of Heth's advance, with orders to send forward McIntosh's battery and to quickstep two brigades to guard Cooke's flank.

Here was another situation in which a reconnaissance by Hill or Stuart would have provided a sound basis for