

Wisconsin Veterans Museum
Research Center

Transcript of an
Oral History Interview with
WILLIAM H. UPHAM
Communications Officer and General's Aide, Army, World War II.

2001

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Upham, William H., (1916-2009). Oral History Interview, 2001.

User Copy: 1 sound cassette (ca. 50 min.), analog, 1 7/8 ips, mono.

Master Copy: 1 sound cassette (ca. 50 min.), analog, 1 7/8 ips, mono.

Video Recording: 1 videorecording (ca. 50 min.); ½ inch, color.

Transcript: 0.1 linear ft. (1 folder).

Military Papers: 0.1 linear ft. (1 folder).

Abstract:

William H. Upham, a Marshfield, Wisconsin native, discusses his World War II service in the European theater with the 10th Infantry Regiment and the 90th Infantry Division. Upham relates his involvement in the ROTC while at the University of Wisconsin-Madison, difficulties in finding a job as a Reservist, and activation in May of 1941. He touches on joining the 10th Infantry Regiment, 5th Infantry Division at Fort Custer (Michigan), a march from Michigan to field maneuvers in Tennessee, and communication school at Fort Benning (Georgia), where he learned of the attack on Pearl Harbor. While living on the base at Fort Benning, he mentions a virus sweeping through the base and killing his dog. Sent overseas, Upham details the convoy, stopping at Halifax Harbor (Nova Scotia) for a weekend, and guarding a communications station near Reykjavik (Iceland) for a year and a half. He mentions being in charge of fifty-four men, duty forwarding ciphers, and laying thirty-five miles of wire so that a British admiral could talk to headquarters while salmon fishing. Upham mentions getting weather reports from England. Sent to Tidworth (England) as a regimental officers' mess officer, he comments on becoming an honorary member of the British Legion, which gave him access to a bar. He describes rifle training alongside British troops and contrasts military life in Iceland and England. Upham explains that Black and White soldiers were given alternating days off on leave, but a scheduling mix-up once sent them both to town on the same night and sparked some race riots, which ended with eight dead. Afterwards, the unit was sent to Northern Ireland, where he details trading sugar for British whiskey. He talks about contacting Brigadier General William Weaver, whom he knew as former commander of the ROTC in Madison, and becoming his aide. Stationed at the headquarters of Service and Supply in Cheltenham (England), Upham describes the fine lifestyle among the high-ranking officers. He portrays "Alive," the private train of Lieutenant General John C. H. Lee. Attached to the 90th Infantry Division, Upham tells of going to France with General Weaver during the St. Lo Breakthrough and duties driving his jeep and manning a machine gun, even though he was an inept machine gunner. He recalls hearing a speech from the division commander, General McLain, being made into a fighting division, and teaming up with the French Second Armored Division. Upham portrays being assigned to General McNair for three days in England. Upham discusses being wounded by a shell fragment near Bourg-Saint-Leonard, being mistakenly put with Germans at the field hospital, and going into shock after waiting six hours for treatment. He touches on spending a few weeks at an Army hospital in Cheltenham (England) and befriending a nearby patient. Upham speaks about staying at

the Hotel Concord in Le Mans (France) and at a French Gestapo headquarters in Paris. He discusses his roles as assistant provost marshal in Bristol (England), guard for German prisoners of war on his flight back to the States, and quartermaster at Fort Lee (Virginia). He tells of earning a bronze star by helping rescue a wounded man under fire. Upham reflects that he was probably not given command of an infantry unit because he missed leadership training in ROTC due to a skiing accident. He states he is a life member of the VFW, describes his civilian career, and characterizes his two brief interactions with General Patton.

Biographical Sketch:

Upham (1916-2009) served as a communications officer in the Army from 1941 to 1945 and achieved the rank of first lieutenant. He served in Iceland, England, and France and was one of General Weaver's aides. After his honorable discharge, he worked seven years with the Joe Schlitz Brewing Company and for forty-seven years with Northwestern Mutual. Upham settled in Milwaukee (Wisconsin).

Interviewed by James McIntosh, 2001
Transcribed by Hannah Goodno, 2010
Edited by Joan Bruggink, 2011
Abstract written by Susan Krueger, 2011

Interview Transcript:

James: It's the 19th day of March, in the year 2001. Where were you born, sir?

Upham: Marshfield, Wisconsin. July 15th, 1916. [Tape cuts out].

James: So you were in law school at Wisconsin?

Upham: Right, and I had graduated from the University of Wisconsin two years previously. For the class of 1938.

James: Your undergraduate class?

Upham: As an undergraduate, right.

James: And were you in ROTC when you were--?

Upham: I was in ROTC. And the interesting thing about ROTC was that a friend brought his father to Madison and saw me with my puttees, my Sam Brown. He was Jewish, and the old man said to me, he said, "Bill, what you are doing in that costume for?" And I said, "I'm in the Reserve Officers Training Corps, that's R-O-T-C." He says, "You get any money?" I says, "I get 25 cents a day subsistence allowance and my uniform all paid for." He says, "ROTC means something to you, but to me, it means Roosevelt Offers The Cash."

James: [Laughs] That was good. So did you finish law school? Or the war came and you--?

Upham: No, the war came and I had a couple of rewrites, so I couldn't get a job because I was a Reservist. When the orders came, I immediately took them, which was May 19th, 1941.

James: May of '41, right. And then you went in as a Second Lieutenant?

Upham: I went in as a Second Lieutenant, and I joined Company A, 10th Infantry at Fort Custer with the newly formed 5th Infantry Division.

James: Okay. And you trained as an infantry—

Upham: I trained as an infantry officer, yes.

James: Okay, and how long did that training last, Bill?

Upham: The training lasted immediately because on May 20th, 1941 the 5th Infantry Division did not have enough trucks to move us to the Tennessee

Maneuver area. And how did we get to Tullahoma, Tennessee, which was seven to eight hundred miles? We hiked. We did what was called motor marching. And motor marching was twenty-five miles every day, twenty-five to thirty-five in trucks, and then bivouac for the night; the next day was exactly the same thing. And we got to Tullahoma, Tennessee in about two weeks, and we took part in the Tennessee Maneuvers for about two months. We then went back to Fort Custer on a troop train. This is my daughter, Monnie(?).

James: Okay, have a chair. [Unintelligible]

Upham: And so a number of us didn't remember how we got back to Fort Custer after the Tennessee Maneuvers because we slept all the way on the troop train.

James: I bet. How were the maneuvers? Were they beneficial or was it sort of like a waste of energy? How did you judge that?

Upham: No, the maneuvers in Tennessee were very beneficial. It welded the units as functioning military units, and the interesting thing is that in some cases, you'd have a battalion going into bivouac area in one valley, and there'd be a lot of snakes; next valley it'd be totally free of snakes. But we survived and came back a very seasoned, well-trained unit.

James: A lot of those maneuvers were held before they had enough equipment like tanks and things like that; they used cars to represent tanks and so forth. Was that a problem for your group?

Upham: No, that wasn't a problem for our group because the units of the 5th Infantry Division were sixty percent regulars, forty percent one-year volunteers. As a Lieutenant in the Infantry, I had signed up for one-year duty. I thought after the end of one year I'd have fulfilled my obligation under the ROTC.

James: Oh, so you were slated to get out then, after you'd put in one year?

Upham: That's right.

James: So you certainly hadn't planned to make this your career?

Upham: No. No, I hadn't planned to make this my career. Then what happened was the 37th National Guard from Ohio was called. General Beekler(?) was in command and the 37th Ohio had signed up for one year for active duty, and we divisively called the 37th Ohio one-year volunteers; then as regulars, we called them "over the hill in October for Ohio." So that was the general make-up of units.

James: But your year wouldn't have been up in October; your year would've been up in May of '42.

Upham: That's exactly right.

James: Okay, now tell me about, as you got up on the morning on the 7th of December, what were you doing, and so forth and so on?

Upham: I was at Fort Benning Communications School. We were trained as Infantry Communication Officers, which meant that there was one platoon for every battalion of infantry, with seventeen men for wire, radio, message center, the whole works. And telephone. And I was being trained as a specialist of taking over one of those platoons. On that morning I was at Fort Benning, and by noon, I had seen my old ROTC officer, Major Nelson, at Fort Benning and he said, "Bill, I guess we're in for it. You ain't gonna go home in a year." And my reaction was I hadn't been home, I better think about getting a pass to go home before I had to go overseas, because I knew that was coming.

James: How did you find out about Pearl Harbor?

Upham: Pearl Harbor was all over Fort Benning by noon of that day. We were well aware of it.

James: What was your personal reaction to that?

Upham: My personal reaction was first, I couldn't believe it, and secondly, I was married at the time, and my wife and I knew immediately that it was going to be more than we bargained for when I first went in.

James: You didn't have any idea that it'd be a quick thing like so many of the people did?

Upham: No, we knew it wasn't gonna be a quick thing because we at Fort Benning had been trained that—for example, one of the classes told us about island-hopping in the Pacific, and they devoted themselves to letting us know that that was in the works if we got into any war in the Pacific. That had been mentioned.

James: I see. Okay, so everything changed, and everybody's jumpin' around and getting pretty excited, I'll bet.

Upham: Everybody was very upset, and the only thing that was a mitigating circumstance—we had as a pet, a dachshund, and I had a little apartment near Fort Benning, and I went to the fort every morning. We had this

dachshund and we were very fond of it. We had had it for a year or two because I was married in 1937, so it wasn't anything new having a new wife or being newly married. And that dachshund—a virus swept through the Fort Benning area and punctured their intestines so they died in their own blood. And we lost the dachshund. That kind of brought death immediately to us and at the same time pushed the war into the background just for the day.

James: Where did they send you?

Upham: They sent us back to--the first elements of the 5th Infantry Division left in September, 1941. Two battalions. First and Second Battalions of the 10th Infantry left and went to Iceland to relieve the Marines that had been there since June. Then in January '42, the 2nd Infantry and attached troops went to Iceland. And then in April—we left New York on April 6th, 1942 with the 11th Infantry and the rest of the attached troops, people that had been on detached service or going to school. They were all swept up like a big broom and put on the boat to Iceland on April 6th. In our convoy there was the *Mauritania*, and those troops were going to England. The *Mauritania* was in the convoy. I was on a ship that had been on the New York-Cuban run, and it was the *USS Orizaba*. It was manned by the Coast Guard and it held about 4,000 men. We went to Iceland. In our convoy there were four troop ships, ten destroyers, and the heavy cruiser, the *Salt Lake City*, armed with eight-inch guns. Outside of New York, within ten miles, they started dropping depth charges—that's how close the German submarines were to New York at that time. We weren't bothered, except we went from there to Halifax, and we stayed over at Halifax with our convoy for a weekend. I don't know why, but we did. In 1916, an ammunition ship blew up in Halifax harbor, and the word was "From Hell to Halifax" because that explosion wrecked the harbor in 1916.

James: I've been to Halifax. I've seen all that and all those pictures from that.

Upham: Well the thing is, when a ship caught fire when we were in the harbor that weekend, we didn't know whether it was a ship loaded with explosives or not, but it was just the one ship catching fire.

James: So where did you go? Did you get to England?

Upham: Then we went from there to Iceland. And we got into Iceland early—or late in April, it was about a ten-day or twelve-day voyage to Iceland. In Iceland, the 11th Infantry supported the area around a place called Keflavik and subsequently they were indulging in building a big airstrip—airport—there at Keflavik because they only had one airstrip about a mile long; it was a big strip in Reykjavik and the 10th Infantry was undertaking the unloading of ships. They were stevedores, guards and maneuvers. So the

10th Infantry was in and around Reykjavik. The 11th Infantry was down on the south coast at Keflavik with one battalion going to the north coast to guard a telephone station and a relay point at a place called Reykjavik. I mean not Reykjavik but Reykholt.(??) There was a school there, and a fjord. And what they did—they had advanced telephone equipment and they could get on that telephone line and superimpose five or ten circuits on one line and that's where we were stationed, to guard that telephone.

James: Well that was pretty quiet duty then; guarding a station like that with an entire division is overkill.

Upham: Well, it was maybe an overkill, but we ended up with about—between thirty and forty thousand soldiers there in Iceland, and we were there for a year and a half. We left Iceland in July of 1943 to go to England, but we were there all that winter. In Iceland it might have been very, very light duty, but in my particular case, I had seventeen men to start with and I ended up having fifty-four men. We had a communication platoon that expanded because we had to take care of wire in our sector--all the north coast for military purposes. We had to work with the Icelanders. We had to have—believe it or not—the morning reports. For each morning report our message center had to take what is called a cipher, a CV5, and then cipher all the service numbers, send them by radio to headquarters down there in Keflavik. So our message center, our radio, and our telephone people expanded to a total of fifty-four. I had a small telephone company, and one day the interesting thing happened. The Chief Signal Officer, Colonel Gibbs at the headquarters of the Iceland base command, called me up and he said, “Bill, I got thirty-five miles of wire for ya.” I said, “I don't want thirty-five miles of wire. I don't need it!” He said, “You're getting thirty-five miles of wire and your wire crew and your wire chief, I'm requesting that you lay it.” I said, “You got a good reason?” He said, “Yes, the British admiral has got a fishing spot thirty-five miles from his headquarters and you're supposed to lay that wire so he can talk to his headquarters anytime he wants to while he's fishing for salmon on this particular river.” If you had a place on the river you had to rent it and you had to pay money, and the British admiral did the same thing as anybody else wanting to fish for salmon in Iceland.

James: Was there a weather station there that you dealt with?

Upham: The weather station, interestingly enough, was down in the headquarters, and they got their weather reports from England. We had about twelve to fifteen PBVs from the Navy stationed there. We had the artillery, every unit, every regiment had a battalion of artillery and they were stationed all over the place. The purpose of Iceland was very simple: there was a big inland—like a big lake. It was called Kalfeurder(??) At _____(??) they were setting up convoys to Murmansk, Russia, and you'd see in there 100

to 150 ships, setting up for the convoys to go to Russia with supplies. At ___(??) for taking care of that number of ships, there was a big tank farm guarded by a company of Marines, and they were left there to guard that fuel dump. The British had two battleships in that fjord to guard and look for the German battleship, the *Tirpitz* and the *Bismarck*, but at that time—just before this or shortly after, the British battle cruiser had run into the *Tirpitz* and had a gunfight, and the *Hood* was a lightly armored battle cruiser and they lost it.

James: Tell me now about moving to England.

Upham: Well, I was on a billeting party to England, and I was on a ship called the *New Amsterdam* of the Holland-American line. On that ship we had about, oh, a thousand Americans and a few less British that were moving to England. On this ship, the *New Amsterdam*, if it had been enough Americans on there-- we had more Americans than British, so it was a dry ship; if there had been more Britons than Americans it would have been a wet ship where beer would have been served. Well, I was on this billeting party of four hundred men, and we went from Reykjavik down to Scotland, got on a troop train, four hundred of us, and we went to a place that was the British Army training ground called Salisbury Plain. The camp that we were headed for—the town was a place called Tidworth. Tidworth was a big, Victorian brick area. They could serve 1500 to 2000 men in their communal kitchens. They had brick barracks; they had separate parade grounds for each regiment right across from Lucknow barracks where I was stationed. I had been assigned my new job after I had finished my billeting work to welcome the units as they came in; I became the Regimental Officer's Mess Officer.

James: When was this now?

Upham: This is in July of 1943. Five officers—two officers and three Master Sergeants—got wind of an outfit just across from the parade ground from the Lucknow barracks called the British Legion. So since I was in a billeting party and I got there early--the British Legion couldn't take in everyone, so they took in five of us, and I became a member of the British Legion, which is like the equivalent of the American Legion. They had a bar, and whenever I had a little time off, I would run over there and have a couple of pints and come back, and somebody would say, "You're smelling of beer; where the hell'd you get it?" "Well," I said, "I'm a member of the British Legion." And so three Master Sergeants and two officers became honorary members of the British Legion.

James: Terrific. Wonderful story, that's wonderful.

Upham: So what happened was, we would go out on the training ground for rifle shooting. The Americans had a training program for rifle to be on the range as early as possible, and so we'd be out there six or seven o'clock; there would be fog on the range. You couldn't fire or have any training, but the orders say be there early for a full day's firing. Well, the fog would lift about 9 or 10 o'clock in the morning. The British units right alongside of us were doing the same thing for rifle training, and they would come out about, oh, 9 o'clock, brew some tea, sit around. At 9:30 the fog would lift and they would begin firing. We had been there two or three hours in this damp cold, no tea or coffee, and we couldn't get them to change their mode of operation. The training officer said, "You be there," so we had to put up with it. We loved Tidworth because we had been in Nissen huts and what-not when we were in Iceland. In Iceland, for example, the wind would blow so hard at times that it'd take two men to close the door. Well, in England we had a chance to go buy a bicycle, we had a chance to go to town; we were really enjoying ourselves.

James: You weren't far from Stonehenge.

Upham: No, not far from Stonehenge.

James: I know where that is, I've been there.

Upham: It's just off Salisbury plain.

James: I know where it is.

Upham: And the regular army of the British Army trained at Tidworth. It was a real fine place to train. As I said, the barracks were all brick; it was just wonderful. Well to make a long story short, things were too good to last. And this story is not—I had written it up, but what happened was, there was a little place called Shepton Mallet nearby. To the best of my knowledge, a black—African American truck company was stationed nearby, and we had some units of the 5th Infantry Division stationed nearby. The sergeants got their heads together and wrote passes only on even days for the Americans—white soldiers—and odd days for the blacks. And somehow they were dating the same girls and drinking with them and the whole business. Somehow the first sergeants got mixed up and let the whites and the blacks into Shepton Mallet on the same night. At that time, what happened was there was a—not a race riot, but it ended up by having four blacks stabbed to death. Then the blacks went around looking for whites as they came out of the pub. It's all blackout conditions. They'd take a flashlight and put it in the guy's eyes and slash his throat. So the evening ended up with four American blacks killed, four whites. And how I happened to know something about this, my mess sergeant was there in that town that night, so he told me exactly what

happened. I asked Sergeant Walls, I said, “Walls, how the hell did you not get mixed up and not get hurt?” He said, “I found the biggest bunch of blacks that I could find as they were looking for whites and I followed them, because they weren’t looking back, they were looking ahead, and I got home alright.” Well, five days later Eisenhower heard about it. We were on ships out of Liverpool sailing for North Ireland, ostensibly to do training in North Ireland.

So we were there in North Ireland about September or October. We were there and I didn’t like the duty. I was still a Messing Officer for the regiment—regimental officers, and we did pretty well. For example, as a Messing Officer, my Colonel would say, “Bill, go out and get some whiskey for the mess.” And I’d naturally say, “Yes, sir!” So I would take my Sergeant, who was a fellow from Chicago by the name of Bill Herman. And he and I would throw a couple of fifty pound bags of sugar, or maybe one hundred pounds, and I would go over to see the British. My diplomatic skills were brought in, and I would say something like this to the British Messing Officer. I’d say, “I know you have plenty of sugar,”—we’d be having a drink—“I know you have plenty of sugar, but I happen to have one hundred pounds of sugar on the jeep. Would you have your Sergeant pick it up?” And “Glad to be of service.” Then he’d say something like this: “I know you Americans have plenty of whiskey, but could you use a couple of cases of whiskey? Naturally, I’ll have to ask you to pay for them.” So I would come back with a couple of cases of whiskey. And then Sergeant Herman, who was smarter than I, said something like this: he said, “Lieutenant, don’t give the Colonel all this whiskey. Let’s only give him four to five maybe six bottles, and maybe he’ll chase us out to get some more.” And we needed the whiskey to serve it at our dinners before to the officers; that’s where the whiskey went; it didn’t go to us. And so the next day, the Colonel would say something like this, “You and Sergeant Herman better go out and get some more whiskey, because I’ve got what I need, but your mess will need more whiskey.” So I’d do the same thing. Sergeant Herman and I enjoyed the countryside in England as well as in North Ireland. He was a great guy and a fine salesman. His background was he worked in Chicago as a Palmolive salesman for the Palmolive Company, and he was good.

James: When did they move you over to the continent?

Upham: In November. I contacted my former commander of the ROTC here in Madison; his name was Colonel—at the time he was here, was William G. Weaver. He had been a graduate of West Point in the golden year; everybody in that class got to be a general. In World War I he had been in command as a Major of what is called the 8th Machine Gun Battalion, which was used as a—when they would have a breakthrough, they’d throw in a machine gun battalion. The battalion had nothing but machine

guns, and they would try to stop a breakthrough. Well, he had been wounded several times, and he was a real tough guy. So I contacted him. He had an Aide, but as a Brigadier--he, for some reason, liked me, and he put me on as another Aide. I moved from Newcastle County down in North Ireland to a place called Cheltenham, England. Cheltenham was the SOS headquarters for the whole European operation; that was called the Services of Supply. Colonel Weaver by then had become a Brigadier General and was the Assistant Commander of the SOS (Services of Supply) in Cheltenham. So we had a full colonel as Chief Finance Officer, we had a full colonel as Chief of Ordinance, we had a full colonel as Chief Quartermaster--the whole business.

James: That put you in a different unit then? You were out of the—

Upham: I was out of the combat unit into the Services of Supply.

James: Did that have a number or was there no number involved?

Upham: There was no number on that, it was just the headquarters of the Services of Supply. In Cheltenham there was a very fine home that had been built by John Player of the English cigarettes. The Americans took it over, and so all the Chiefs of Ordinance, Engineering, they lived there. Brigadier General Weaver lived there, so naturally I lived there. And, for example, General McNeil, Brigadier General McNeil. He was the chief legal officer for the whole European operation. You'd see him and his friends play croquet in a little area around the house. It was a beautiful, beautiful house. I ate there with linen, silver, waitresses, the whole business; it was like a fine hotel. I was there from about November of 1943 to July of 1944. And I must confess that it was a very, very nice place.

James: [Laughs] I guess so! With Linen! Holy—well, I guess this Player was a multimillionaire.

Upham: Well, yeah, right. Right. But the Americans had taken it over and they'd—for example, every weekend, there would be a dignitary that was a guest of honor for dinner on Sunday night. On two or three occasions, General Patton came down for dinner. The head of the SOS was a man by the name of John C. H. Lee, who was a Lieutenant General, and every Sunday night he'd come down from London on his own train. It was—his train was nicknamed—it had the code name "Alive." The train was a big steam engine, two or three railway express cars that were taken over by the British Telephone. British Telephone was called the British Postal System, but they had charge of the telephones and all communications in Britain. And his train had two or three of those. And then there were a total of maybe four, maybe five cars for sleeping, for Aides, for conferences, and for other circumstances. So there were four of these

special trains in England. The only one I saw was General Lee's train, the Alive, because as an Aide I was sent down with papers and what-not once in awhile, and I knew the train commander who was a Captain—fellow by the name of Captain Craig Cannon. The other three trains were very similar. One was assigned to General Eisenhower, who was supreme head of the forces in Europe, and the other was to the Prime Minister, and the other was to the royal family. So there were four of these special trains. As soon as they would stop maybe six or eight men would jump off the train and immediately connect up the telephone system to the train so it would be an operating headquarters. They had special telephones that you'd push several buttons and the telephone conversation would become scrambled. It was a well-organized—

James: Where were they based, those trains?

Upham: Those trains were based basically at the command of the Prime Minister—it would be London, and for the royal family would be London, but outside of London, they might even take the trains up as far as for a headquarters at Reading, or Shrivenham to keep 'em out of the bombing range.

James: And mostly you were where then in July?

Upham: At that time I was in Cheltenham.

James: Oh, I thought they moved you, you said, in July of '44?

Upham: July of '44 I went to France. And I had breakfast at the hotel there—the name of the hotel was Thurlestone Hall, which was John Player's home. And I had breakfast, got on a plane, went to France with my boss, General Weaver, and his driver and myself—there were three of us. We reported to Bradley's headquarters. I had a chance to talk to a major by the name of Hanson who was General Bradley's top aide. At that headquarters we got us a jeep and a machine gun, and so at 1 o'clock we went out on a patrol with General Weaver and his driver and me with this radio operator and the machine gun. I was a total inept machine gunner.

James: What were you attached to here?

Upham: We were attached to the 90th Infantry Division, and we were part of the headquarters of the 90th Infantry Division. So I had gone from the 5th--in my background was my home--the 10th Infantry that was the first unit, but now I was with the headquarters unit of the 90th Infantry Division.

James: Had they promoted you yet?

- Upham: No, I was still a First Lieutenant.
- James: Oh, a First Lieutenant?
- Upham: Because a Brigadier General doesn't have an Aide that is over a first Lieutenant. If my boss, General Weaver—
- James: Got another star, then you'd move up too.
- Upham: I'd move up, too; I'd become a Captain.
- James: Do you know how long the 90th Division stayed there? Tell me about that.
- Upham: The 90th Division—we came just at the time of what was called the St. Lo Breakthrough. And the St. Lo Breakthrough was designed to make a sweeping—as a part of the Third Army—make a sweeping turn to the south and trap the 15th German Army.
- James: Great. What was your job now?
- Upham: My job was to go with General Weaver. And my boss was—I had a driver and I had a radio operator and this—I didn't have my machine gun because that was on that first Jeep. I found out that to fire a machine gun you have to keep pushing the bullets into the belt because if you drive very far the bullets become loose and they jam the machine gun. Well, doing what I was doing—reading maps and doing everything the General told me to do--and driving, the machine gun was worthless as far as I was concerned, personally. But Weaver—we led the 90th Infantry Division out of St. Lo and Weaver always wanted to be first. So we were the leading—we were among the leading elements of the 90th Infantry Division.
- James: Hold up one moment. General Weaver was in the service supply?
- Upham: He was originally in the Services of Supply in England, but here he had a new command; as soon as he got to France he became an active battle commander—Assistant Division Commander of the 90th Infantry Division. Our Major General in command of the 90th Infantry Division was a man by the name of General McLain, who had been a lawyer in Oklahoma City, and he had been in command in Italy of the 45th Infantry Division, and was a real fire-eater. So the first day, or the first evening, he called 732 officers into a little open field—it was about 6:30, 7 o'clock—
- James: That included you?
- Upham: That included me. And he read us the riot act, and he said, "From here on out, the 90th Infantry Division is going to be a fighting division." We had

suffered the loss of three generals to inept leadership. The 90th was one of the divisions that landed the first day at Normandy. They screwed up; they got another general. So here they got McLain after losing, through ineptness, three generals. So here was McLain in command; Weaver was second in command. And he told us the following—and I’ll never forget this—he said, “If you think that you people are gonna surrender to the enemy, let me tell you. By day, you’ll be moving in boxcars and our Air Force and P-47s will strafe you to hell and back. At night, you’ll be in marshalling yards and moving, and our night bombers—the flying fortresses—will bomb ya at night. It’ll take you at least ten days to get back to Germany, and it’ll be tough goin’ all the way.” From that moment on, that division was coalesced. They became a real fighting force. And one of the things that helped us become a fighting force was that we were teamed up with the French Second Armored, which had come up from Lake Chad in Africa and fought in the North African Campaign. They were all real experienced, seasoned soldiers. So as a combat team, we had an infantry division, and our team—so to speak, other part of the team was the French Second Armored. The French Second Armored almost was led by a saint. Everywhere in France, everybody knew General Leclerc. And Leclerc was a fighting commander that was the best. We went one time with Weaver to General Leclerc’s headquarters to see General Leclerc. And we saw his chief of staff, and his chief of staff was a typical Frenchman. We ask him where General Leclerc—my boss, General Weaver said, “Where is General Leclerc? We’d like to meet him.” And the chief of staff waved his arms like a Frenchman in the air and he said, “He’s always forward; I don’t know where he is!” And so, from then on we teamed up with the French Second Armored, and after we captured Paris [**End of Tape One, Side One**] we never saw the French Second Armored anymore.

James: Did you go into Paris?

Upham: I did not go into Paris. I was wounded at a place called Le Bourg-Saint-Leonard. And I had—

James: That was before you took Paris?

Upham: That was before we—that was on the way to Paris.

James: Well, they took Paris on the 25th of July.

Upham: Right, and I was wounded August 18th.

James: Afterwards?

Upham: Afterwards. Yeah, they took Paris after we had put the pinchers on the German Army in August. The French had risen, but we were not to Paris yet. And we captured the 15th German Army at a place called Falaise Gap.

James: That's where McNair got killed.

Upham: McNair was killed earlier, on July 25th. I had taken care of General McNair for three days in England as part of my duties. I was assigned to take General McNair to all the installations for three days in England. And his [tape cuts out] for those three days that I took care of him and his party in England. And I said to his aide, "We're falling behind schedule, can you move the General up a little faster?" And his aide said, "Lieutenant Upham, you're in charge of this inspection. You tell the General." So I told the General what the problem was. I said, "Units are waiting, could we keep on schedule if possible?" And I've never forgotten General McNair. Nicest guy you ever saw. He was chief of all the ground forces of the whole army. And he said, "Why certainly, Lieutenant, we'll keep on schedule."

James: I remember, I think we misspoke; it was August 25th that we took Paris. You were wounded when?

Upham: I was wounded August 18th—August 17th. August 17th.

James: Tell me about that.

Upham: Well, that morning we were putting the pinchers on the 15th German Army, and I was near a place called Argentan, and Le Bourg-Saint-Leonard is just to the east of Argentan. The importance of the history—Ignatius Loyola lost a leg at Argentan years before World War II.

James: [Laughs] Quite a few years.

Upham: [Laughs] Quite a few years. And Le Bourg-Saint-Leonard is just east of Argentan. I was with my driver, a fellow name of Farmer; my radio operator, a fellow name of Hoffman; and myself. And there was a brick barn, or a stone barn, not a brick, and we were being shelled.

James: Mortar or artillery?

Upham: Eighty Eights. And I was—Farmer was laying close to the building, Hoffman was next, I was on the outside; here was a Jeep over here. And I could see a hundred yards away artillery landing. Then I could see fifty yards away, and the next one was right on us, and our Jeep was torn up a

little bit but it protected us. And I got a shell fragment high explosive through my side. And so I was wounded.

James: To what side?

Upham: This side right here. Left side.

James: Did you mean that through? In and out?

Upham: Well, I'm about to tell you.

James: Oh, you said two—

Upham: It went through me to this extent. I got the shell fragment here. Most of the time you talk to veterans, and they say they were hurt by shrapnel. And I got a little article there, there was no shrapnel used after 1942 during the Japanese-Chinese War. It was all shell fragment and high explosive. And so I got it through the side, and then they took me to a field hospital. And in this field hospital, it was interesting. We had German prisoners of war as litter-bearers moving the wounded from here to here. And I had no insignia on any more, and there's something very dangerous about German. There's Hochdeutsch, which is high German, there's Plattdeutsch, which is low German, and then the worst one of all is Milwaukee German. And Milwaukee German—I was talking to a soldier that had been wounded from Hanover, and these German litter-bearers thought I was a German, so I was put over with the Germans instead of being taken with the Americans. And I continued to talk Milwaukee German to this boy from Hanover, and what happened then was that I had been wounded about 1 o'clock, and about 7 o'clock I hadn't been dressed yet. They had a system, if there was a very seriously wounded American, he came first, then the next seriously wounded German came next. And I hadn't been wounded very seriously. It was called triage, order of—

James: We've all used that. Standard stuff.

Upham: Right. And so the interesting thing is, that I was taken with the Germans, and shock set in. And shock—my teeth started to rattle, I got cold, and an American nurse came over. And, um, she spoke to me and she said, "You're not a German, what are you doing here?" I said, "This is where they put me". Well, talking to her--her name was Susan Hooker from Durham, North Carolina. And Susan Hooker's father and my uncle Joe on my mother's side was the postmaster of Durham, and they were good personal friends. And so when we talked a little bit more, pretty soon I was on the operating table. A surgeon from Texas opened the skin flap on my side, and he said, "What do we have here?" So he took his forceps,

and he handed me that shell fragment--high explosive-- and handed it to me, and I've had it ever since.

James: I used to give 'em to the people that were wounded, too.

Upham: Right, right.

James: The first one, though, I wanted to keep, and the guy wanted it, so I broke it in two and I gave him half and I kept half; I still have it—the first piece I took out.

Upham: So you know exactly what I'm talking about.

James: Of course. So then they put a bandage on and sent you back to duty?

Upham: No, what happened was they put a drain in me, and this drain, um—I was taken over to another tent and what happened was they went ahead and I was in this tent on a cot for about a day. It was on a Sunday and the French came through to thank us. The next day they had planes flying to England, and I was on the last plane out of that airfield. And they took me to a place back at the hospital—thousand bed hospital at Cheltenham, where I'd been stationed. And I got there, and so I was there for a couple weeks. I had my drain changed several times, and I didn't get infected. We had two wards there at the hospital. One was an officer ward where people had colds and pneumonia and combat fatigue; the other ward was forty officers who had all been wounded in combat. The fellow next door to me--in the bed next to me--was a doctor who was in a Jeep and he was under combat conditions. A big tractor—a big six by six hit 'em at night under blackout conditions. Killed his driver. Had five compound fractures in each leg, and he and I became quite good friends because he said, "Bill, I don't want to get depending on morphine too much. Could you get me a bottle of whiskey sometime?" So on two or three occasions I got him a fifth of whiskey that he sucked on all night so he didn't have to become a drug addict. And his parting remarks when I left, he said, "I know what these doctors are gonna do to me, 'cause as a doctor, I know. And I just dread looking forward to what they're gonna do to me."

James: So did they get you back to your unit?

Upham: No, what happened then is I wasn't keen on going back to combat, to be very honest with you. I got assigned to general duty and I went to a replacement center. At the replacement center, ultimately they found a job for me as Assistant Provost Marshall in Bristol, England, and so for the next month or two I ate in hotel splendor. I ate at the MP headquarters as Assistant Provost Marshall and attended to my duties there for a couple months. Then I was ultimately sent to Paris for reassignment. A fellow

that I'd been in school with by the name of Hiebner(??) in my ROTC class saw my name on a troop list going home because I had had almost thirty-three months overseas at that time, so I was on a troop list. He saw me on a troop list for January 1945, and he said—I didn't ever talk to him, except by phone later on—he said, "I thought you'd like to get home by Christmas, so I put you on a plane." So I flew home on a C-54. We were flying back; I was an armed guard for about fifteen or twenty German prisoners of war who were all technical men--sergeants that were connected with the rockets on the plane. And so we flew from Scotland to Iceland, and then we went from Iceland to Presque Isle, Maine. When we got halfway to Presque Isle, Maine, the pilot said, "You guys can take off your arms, we don't have enough gasoline to get back, so we're flying to the States." So believe it or not, one of the pilots liked me for some reason, and he said, "Get in my bunk there, and get some sleep." So I landed at Presque Isle, Maine at about 1 o'clock in the morning, and I was home. And then I got reassigned to the quartermasters for the remainder of the war at Fort Lee, Virginia.

James: You skipped over the Bronze Star.

Upham: Oh, that was around noon one day.

James: What day?

Upham: Uh, it was about, let me see—about August—let's see. I'd say we'd been going about five days—

James: August '44?

Upham: Yeah, August '44. I'll give you a rough date—

James: Well, that's close enough. The month is good enough.

Upham: I'd say maybe August 5th or 6th, somewhere in there. 'Cause I was wounded the 17th.

James: This was before you were wounded?

Upham: Yeah, this was before I was wounded.

James: See, you jumped into being wounded too soon.

Upham: [Laughs] Oh, okay. And this driver for General Weaver hears a whole regiment off the road, and there were some tiger tanks ahead. We were being held up waiting for P-47s to knock 'em out. Air-Ground Liaison hadn't made contact yet. And so here, this whole regiment was there and

a guy had been hit, and nobody had gone down to get him. And so this Aide to General Weaver said, "Lieutenant, jump in." I didn't know where the hell we were going, but I jumped in. And we went straight down the road, turned off on a little road off the—we weren't in the ditch—I don't remember even picking the guy up, he was so light. We picked him up, put him in the Jeep, and then I sat in the back of the Jeep, and we backed out, and a sniper hit the wheel of the Jeep, and the splatter of that bullet splashed up on my putts. I didn't get any break in the skin, so I didn't qualify for a Purple Heart [both laugh]. And we took off and tore up the road. The next day, or two or three days later, we got to Le Mans and had a little ceremony. And Sellmer, the Sergeant driver that initiated the whole thing, he got a Silver Star and I got a Bronze Star. It was just like something in the movies. As we tore up the road, all these guys saw what had happened because they were off the road; they gave us a big cheer. So it looked like a General's Aide was good for something.

James: [Laughs] Okay. Now, you won another one.

Upham: Well, that was [pause] to be very honest with you, that one came after the war, when a guy was—republicans under Eisenhower, I belonged to a unit, and I think they gave the Bronze Star to everyone in that unit. It amounted to a unit citation. So I got two Bronze Stars. And a Purple Heart.

James: That's very good. Looking back, was the training you got adequate in preparation for what you had to do?

Upham: Well, the thing is, to be a good troop leader, you had to be well trained. And you had to have a feeling of leadership. In my particular case, here was 1937 and I was graduating from ROTC—'38 I should say, because I was a year behind in ROTC. So here's 1938, so I had been married about a year. And I wanted to become a Hooper at the University of Wisconsin. I thought an outdoor group like this would be fun.

James: Had you skied before?

Upham: Yeah, I had skied before, but by the same token, I wanted to take part in outdoor activities. But you have to serve a certain amount of time working and building up points to qualify to be a Hooper at the University of Wisconsin. So the first job I had was on Muir Hill down here. And Muir Hill had a ski jump.

James: I know; I've been down it.

Upham: Well, I was one of the guys on the landing area with a fish pole, keeping the snow from icing up as they would land. And a guy came off the

landing—the hill—as he came off, he didn't have jumping skis, he had regular skis, and he got out of control on the landing. And he hit me in the back and broke a number of small bones in the lower lumbar region.

James: Of your spinal column?

Upham: Right.

James: Boy, he really smacked into you.

Upham: Right. And so they took me down to the bottom of the hill. Steve Brauer of Brauer Shoes in Milwaukee was a fraternity brother of mine, and the cops were going to lift me like this to put me on a stretcher. Steve was there and said, "I don't want you to lift him like that; he might have a spinal column that's busted—I don't want you to lift him like that." So they got a board and lifted me on the stretcher. Well, I was in the hospital for about two or three weeks, as I recall. But then, as a newly married guy, I had to wear a cast for the next two or three months from here all the way down to here. And so I missed ROTC training as a senior, which was involving drill and leadership and this kind of thing. So I graduated in 1939 from ROTC after I was graduated from LS (Letters and Science) in 1938, so I had missed all the leadership training from the ROTC. So in all fairness, when I went on active duty I ultimately was slated, in one way or another, always for a staff officer, not a combat leader. Like my whole time in the service I was Postal Officer at Fort Custer before we went overseas, I was a Communications Officer overseas, I was an Aide to a General Officer, and so consequently, I never got a regular infantry, platoon, or company command. So I lay it to the fact that one, I missed out a lot of training on my senior status. So I have no complaint; in fact, I think I'm very lucky.

James: That's quite a circuitous route that you took to get to where you finally ended up.

Upham: That's right, that's right. [Laughs]

James: That's very good. When you got out of the service, did you join veterans' organizations?

Upham: Oh yes. Yes, I've been in the American Legion I think now something like fifty-five years, something like that.

James: VFW?

Upham: VFW, life member.

- James: And did you use your G.I. bill?
- Upham: The G.I. bill was very interesting. I knew it was available, but by the time I got out I had a wife and two children and I was thirty; and all I could think about was getting a job and getting to work. And in those days after the war, I talked to a fellow by the name of Dick Surplus(?), who was up in Green Bay, and he had come back—this was in the late '30s before the war—and I said to Dick, I said, “How ya doing?” This is like '38 or '39. He said, “I’m doing fine; I’m working for my dad. I have one five dollar case and several smaller ones.” So it was really tough, so I didn’t—and then in combat, units would have—carrying baggage for lawyers that had been wounded. A lot of them. And then one of our outfits, I remember we had six or seven lawyers that had been wounded and still carrying their baggage. And so I didn’t go back to law school. I found a job with the Joe Schlitz Brewing Company. I worked for them for seven years. After that, I went to work for Northwestern Mutual as an agent, selling life insurance for Northwestern Mutual for forty-seven years, and then I retired two years ago.
- James: Very good. Outstanding. That’s a good job, that Northwestern Mutual.
- Upham: Oh yes—well I’ll tell ya how good it was. My taxation professor at the University of Wisconsin was a man by the name of Harold Groves. Ten years or so after I went to work for Northwestern I came out to Madison and I saw him on the campus. He said, “What are you doing?” I told him. He said, “You know, I was a Northwestern Mutual agent for about ten months, and it was just too tough. I went back to being a professor of taxation.” [Laughs] So there’s an expert opinion.
- James: [Laughs] Well, that’s wonderful. And—let’s see, what else did I want to ask you? They didn’t give you any disability for your wound, I assume?
- Upham: No, no; it wasn’t serious enough.
- James: Alright.
- Upham: Is there anything else that I can be helpful about?
- James: No, that’s my question. Is there anything you forgot to tell me?
- Upham: No, I think I told you--
- James: You certainly have a remarkable memory.
- Upham: Thank you. But the thing about my time in France—for example, we stayed at Le Mans for the weekend when I got decorated. We stayed at a

place called Hotel Concord. At Hotel Concord, there was Hemingway and a lot of war correspondents; they had made it their headquarters, so we stayed there overnight. I talked to some older French people at the hotel, and they said, “Why do you want to get to Paris?” They said, “That’s a wicked city. Why would anybody want to be there?” [Laughs] And so consequently—that was one thing, the other thing is—

James: That’s an attraction right there. If anything would make a G.I. want to go to Paris, it’s a statement like that. [Laughs]

Upham: [Laughs] You’re right. And the other thing was that I have a picture of—an Army photograph that shows General Patton keepin’ his promise of taking a urine specimen into the Rhine. He said, “If I get to the Rhine, I’m gonna piss in the Rhine.”

James: Yeah, that’s a well known story. Did you spend some time in Paris?

Upham: I can tell you about that. After I got out of the hospital, I went to Paris and visited some friends. One of the fellas was a requisition officer for the whole Paris, another one was a PX officer, another was a personnel officer. And what they did, I stayed with them for about a week, and, as I think I maybe mentioned to you, they requisitioned the French Gestapo Headquarters. It was a place called 101 Boulevard de la Seine. We stayed there; it was a magnificent townhouse—just beautiful. The master bedroom, for example, had a whole ceiling with a mirror on it. I didn’t stay there, but—and then these Americans had a party, and they made too much noise, and the neighbors complained—everybody got drunk and all that. So I said, “What did you do?” They said, “Oh, it’s very simple.” The next time—we had a party a week or so before I got there—we invited all the neighbors and we invited all the gendarmes as part of the party. And there were no complaints.

James: That’s the way to do it.

Upham: But I had met General Patton at Cheltenham—you know, just to say hello to him. I had seen him and met him up at his headquarters in England at a place called Knutsford. He was kinda being laid low. I had seen him up there. And then on another occasion, I had stood right beside his Jeep when they brought up a French fellow to be interrogated. Patton’s Aide was a Major by the name of Stiller, who had been Patton’s First Sergeant when he first joined the Army, so he rewarded Stiller. He loved Stiller, but he knew his limitations. Patton could speak French perfectly. So what he did—and I’m standing right there watching the whole performance—what he does, he tells Stiller to interrogate this Frenchman. Stiller is totally out of his element, and Patton is sitting there in the front seat, not laughing, but his bright blue eyes were just dancing with joy as

he put Stiller through the paces of trying to get some information from this Frenchman. On another occasion, I went with my driver to deliver some papers from the 90th division from Weaver to Patton personally. I took the papers to Patton's forward headquarters, very few soldiers around, a mess tent with two or three cooks, and I reported to General Patton and gave him the papers. He said, "How long has it been since you've eaten?" I said, "Not since yesterday," and here it was noon. He said, "You go over and tell the sergeant there to feed you and your driver." So that was my only contact personally with General Patton.

James: You know that about Patton—how he rose so fast in the Army, have you heard that story?

Upham: No.

James: He was an Aide to John Pershing, you know—

Upham: Oh, yes, I did know that.

James: John Pershing's mistress was General Patton's younger sister, Bee.

Upham: [Laughs]

James: That helped General Patton rise in the ranks, and he ended up being a Major at the end of the First World War. Everybody wondered how he had seemed to get along so fast. Well, that's one of the reasons.

Upham: Well, Patton also had—his family had money, and that didn't hurt either.

James: No. That's right, he had his own string of polo ponies.

Upham: Polo ponies, right.

James: Okay, thank you sir!

Upham: Have I—

James: You did it just right.

Upham: I did what I promised?

James: Yes.

Upham: Okay, that's all I ask.

James: That's all we ask.

Upham: Alright. And I think I gave you something that you might qualify the European theater—I know you were mostly, as you told me honestly, you were concentrating on the Pacific, but—

James: I'm not concentrating on the Pacific. You misunderstood me; I'm not concentrating on anything except people.

Upham: Okay, that's fine. Well I wanted to qualify, because I like your efforts and I appreciated them and I said to myself—

James: It's a great way to retire—

[End of Interview]