

Once Upon a Time

lyrics by Lee Adams and music by Charles Strouse (1962) (from the musical "All American")

*A*_(½) *Ama7*_(½) *Bm7*_(½) *E7sus4*_(¼) *E7*_(¼) *A*_(½) *Ama7*_(½) *Bm7*_(½) *E7sus4*_(¼) *E7*_(¼)

*A*_(½) *Ama7*_(½) *A6*_(½) *Ama7*_(½) *F#m* *F#m*
 Once upon a time a girl with moonlight in her eyes
*Dmaj7*_(½) *A*_(½) *Ama7*_(½) *D*_(¼) *A*_(¼) *D*_(½) *Dmaj7*_(½) *Bm7*_(½) *E*_(½)
 Put her hand in mine and said she loved me so; but that was
F#m *D*_(½) *E7*_(½) *A*_(½) *Ama7*_(½) *Bm7b5*_(½) *E7*_(½)
 once upon a time, very long ago.

*A*_(½) *Ama7*_(½) *A6*_(½) *Ama7*_(½) *F#m* *F#m*
 Once upon a hill we sat beneath a willow tree
*Dmaj7*_(½) *A*_(½) *Ama7*_(½) *D*_(¼) *A*_(¼) *D*_(½) *Dmaj7*_(½) *Bm7*_(½) *E*_(½)
 Counting all the stars and waiting for the dawn; but that was
F#m *D*_(½) *E7*_(½) *A*_(½) *Ama7*_(½) *A6*_(½) *Ama7*_(½)
 once upon a time now the tree is gone.

*Bm7b5*_(¼) *E7*_(¼) *Ama7*_(¼) *A6*_(¼) *Bm7b5*_(¼) *E7*_(¼) *Ama7*_(¼) *A6*_(¼)
 How the breeze ruffled through her hair;
*G#m*_(¼) *C#7*_(¼) *F#m*_(¼) *B7*_(½) *E7*_(½)
 How we always laughed as though tomorrow wasn't there.
*D9*_(½) *A*_(½) *Bm7b5*_(¼) *E7*_(¼) *A*_(¼) *Ama7*_(¼)
 We were young and didn't have a care?
*F#m*_(½) *B7*_(½) *Bm7b5*_(½) *E7*_(½)
 Where did it go?

*A*_(½) *Ama7*_(½) *A6*_(½) *Ama7*_(½) *F#m* *F#m*
 Once upon a time the world was sweeter than we knew,
*Dmaj7*_(½) *A*_(½) *Ama7*_(½) *D*_(¼) *A*_(¼) *D*_(½) *Dmaj7*_(½) *Bm7*_(½) *E*_(½)
 Ev'rything was ours how happy we were then! But somehow
*F#m*_(½) *Dma7*_(½) *Bm7b5*_(½) *E7*_(½) *A*_(½) *Ama7*_(½)
 once upon a time never comes again.
*Bm7b5*_(½) *E7*_(½) *A*_(½) *Ama7*_(½) *A6*_(½) *Ama7*_(½)