

Once Upon A Time

Words & Music by Lee Adams & Charles Strouse

Recorded by Tony Bennett, 1962; From the musical "All-American"

A AM7 A6 AM7 F#m
Once upon a time a girl with moonlight in her eyes
DM7 A AM7 D A D DM7 Bm7
Put her hand in mine and said she loved me so;
E7 F#m D E7 A AM7 Bm7-5 E7
But that was once upon a time, very long ago.

A AM7 A6 AM7 F#m
Once upon a hill we sat beneath a willow tree
DM7 A AM7 D A D DM7 Bm7
Counting all the stars and waiting for the dawn
E7 F#m D Bm7-5 E7 A AM7 A6 AM7
But that was once upon a time now the tree is gone.

Bridge:

Bm7-5 E7 AM7 A6 Bm7-5 E7 AM7 A6
How the breeze ruffled through her hair;
G#m C#7 F#m B7 E7
How we always laughed as though tomorrow wasn't there.
D9 A Bm7-5 E7 A AM7
We were young and didn't have a care
F#m B7 Bm7-5 E7
Where did it go?

A AM7 A6 AM7 F#m
Once upon a time the world was sweeter than we knew,
DM7 A AM7 D A D DM7 Bm7
Ev'rything was ours how happy we were then!
E7 F#m DM7 Bm7
But somehow once upon a time
Bm7-5 E7 D9 A F#m D9 Bbm7 A
Never comes a - gain.