



THIRTY-EIGHTH REGIMENT.

1. John Ashford, Colonel.                      2. Robert F. Armfield, Lieut.-Colonel.  
3. Miles H. Cowles, 1st Lieut. and Adjutant.

# THIRTY-EIGHTH REGIMENT.

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By LIEUTENANT-COLONEL GEORGE W. FLOWERS.

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The Thirty-eighth Regiment of North Carolina Troops was formed of volunteers who enlisted for twelve months, and was organized at Camp Mangum, near Raleigh, N. C., 17 January, 1862, under the command of Major J. J. Iredell, commander of the post. The regiment was composed of the following companies:

COMPANY A—*Spartan Band, Duplin County*—A. G. Moseley, Captain; First Lieutenant, D. G. Morrisey; Second Lieutenant, Alsa J. Brown; Junior Second Lieutenant, D. M. Pearsall.

COMPANY B—*Men of Yadkin, Yadkin County*—C. L. Cooke, Captain; First Lieutenant, R. F. Armfield; Second Lieutenant, A. W. Blackburn; Junior Second Lieutenant, L. F. Haynes.

COMPANY C—*Sampson Farmers, Sampson County*—Peter B. Troublefield, Captain; First Lieutenant, R. F. Allen; Second Lieutenant, John F. Wilson; Junior Second Lieutenant, Hinton J. Hudson.

COMPANY D—*Sampson Plowboys, Sampson County*—Jno. Ashford, Captain; First Lieutenant, R. Bell; Second Lieutenant, A. D. King; Junior Second Lieutenant, H. C. Darden.

COMPANY E—*Richmond Boys, Richmond County*—Oliver H. Dockery, Captain; First Lieutenant, S. M. Ingraham; Second Lieutenant, D. G. McRae; Junior Second Lieutenant, M. W. Covington.

COMPANY F—*Catawba Wildcats, Catawba County*—Joshua B. Little, Captain; First Lieutenant, D. McD. Yount; Second Lieutenant, H. L. Roberts; Junior Second Lieutenant, F. D. Roseman.

COMPANY G—*Rocky Face Rangers, Alexander County*—G. W. Sharpe, Captain; First Lieutenant, John E. Rhein; Second Lieutenant, George W. Flowers; Junior Second Lieutenant, James W. Stephenson.

COMPANY H—*Uwharrie Boys, Randolph County*—Noah Rush, Captain; First Lieutenant, L. D. Andrews; Second Lieutenant, J. N. Kearnes; Junior Second Lieutenant, N. H. Hopkins.

COMPANY I—*Cleveland Marksmen, Cleveland County*—O. P. Gardiner, Captain; First Lieutenant, G. Blanton; Second Lieutenant, D. Magness; Junior Second Lieutenant, O. Beam.

COMPANY K—*Carolina Boys, Cumberland County*—M. McR. McLaughlin, Captain; First Lieutenant, Angus Shaw; Second Lieutenant, A. M. Smith; Junior Second Lieutenant, D. A. Moore.

The regiment was organized (Company K being absent), by electing William J. Hoke, Lincoln County (Captain of Company K, Bethel Regiment), Colonel; Captain Oliver H. Dockery, Richmond County, Lieutenant-Colonel; Captain George W. Sharpe, Alexander County, Major.

The following officers were then appointed:

HORACE L. ROBARDS, Lincoln County, Quartermaster.

BENJAMIN H. SUMNER, Lincoln County, Commissary.

MILES M. COWLES, Yadkin County, Adjutant.

PETER W. YOUNG, Granville County, Surgeon.

J. STUART DEVANE, Duplin County, Assistant Surgeon.

D. M. MCINTYRE, Duplin County, Sergeant Major.

MARION ROSEMAN, Catawba County, Quartermaster Sergeant.

WILLIAM C. WEBB, Cleveland County, Commissary Sergeant.

JOHN O. WATERS, Cleveland County, Color Sergeant.

COLOR GUARD, J. J. Johnson, Company H; S. B. Herring, Company C; F. A. Clifton, Company C; J. H. Irving, Company G; D. A. Black, Company K.

REV. JULIAN P. FAISON, Chaplain, Company A.

Lieutenant R. W. Capell was elected Captain of Company

E, to succeed Captain Dockery; Lieutenant John E. Rhein, Company G, was elected to succeed Captain Sharpe; George M. Yoder, Company F, was elected Second Lieutenant to succeed H. L. Robards; George W. Flowers, Company G, was elected First Lieutenant to succeed Lieutenant Rhein; Oliver H. Patterson, Second Lieutenant, to succeed G. W. Flowers; D. G. McRae, Company E, was elected Second Lieutenant, to succeed Lieutenant Capell.

On 10 February, 1862, the regiment was ordered to proceed to Washington, N. C.; but on reaching Goldsboro the order was changed and the regiment ordered to Halifax, thence to Hamilton. On 12 February, under orders from General Gatlin, the troops returned to Halifax, and then proceeded to Weldon to defend the bridge at that point, reaching Camp Leventhorpe on the east side of the river, near Garysburg, on the 14th. The regiment remained here until the 18th, when it was ordered to Camp Floyd, on the west side of the river, near Weldon. While in Camp at this place there was much sickness and many deaths. On the 21st the regiment was ordered to Camp Vance, two miles east of Goldsboro, on the Wilmington & Weldon Railroad, and on the 22d was attached to the Third Brigade, Army of North Carolina, commanded by General Joseph R. Anderson. This brigade was composed of the First South Carolina Regiment, Colonel Hamilton; Thirty-fourth North Carolina, Colonel Leventhorpe; Thirty-eighth North Carolina, Colonel Hoke; Second Georgia Battalion, Captain Doyle; Third Louisiana Battalion, Lieutenant-Colonel Bridford. On 8 April, the Forty-fifth Georgia, Colonel Hardiman, and on 10 April, Fortyninth Georgia, Colonel Lane, were attached to the brigade.

While here the troops received news of the passage of the conscript law, which gave some dissatisfaction, because they thought it unfair to hold twelve-month troops for a longer time, but after careful consideration they cheerfully acquiesced. On 18 April, 1862, General Holmes, in command at Goldsboro, ordered the regiment at Camp Mason to re-organize for the war. The result was as follows:

THOS. S. KENAN, Colonel, (did not accept); Wm. J. Hoke elected on 24th.

R. F. ARMPFIELD, Lieutenant-Colonel.

L. D. ANDREWS, Major.

COMPANY A—A. G. Mosely, Captain; D. D. Morrissey, First Lieutenant; N. E. Armstrong; Second Lieutenant; A. J. Brown, Junior Second Lieutenant.

COMPANY B—C. L. Cook, Captain; A. W. Blackburn, First Lieutenant; L. F. Haynes, Second Lieutenant; J. B. Hare, Junior Second Lieutenant.

COMPANY C—J. T. Wilson, Captain; R. F. Allen, First Lieutenant; Hinton J. Hudson, Second Lieutenant; J. W. Darden, Junior Second Lieutenant.

COMPANY D—John Ashford, Captain; R. R. Bell, First Lieutenant; H. C. Darden, Second Lieutenant; J. W. Darden, Junior Second Lieutenant.

COMPANY E—D. C. McRae, Captain; S. M. Ingram, First Lieutenant; Alfred Dockery, Second Lieutenant; M. T. Covington, Junior Second Lieutenant.

COMPANY F—D. McD. Yount, Captain; F. D. Roseman, First Lieutenant; J. A. Yount, Second Lieutenant; Alonzo Deal, Junior Second Lieutenant.

COMPANY G—G. W. Flowers, Captain; O. H. Patterson, First Lieutenant; W. A. Stephenson, Second Lieutenant; Abner Harrington, Junior Second Lieutenant.

COMPANY H—W. L. Thornburg, Captain; J. N. Kearnes, First Lieutenant; Marley Cranford, Second Lieutenant; Alexander Murdock, Junior Second Lieutenant.

COMPANY I—O. P. Gardiner, Captain; B. F. Hunt, First Lieutenant; O. P. Beam, Second Lieutenant; W. C. Webb, Junior Second Lieutenant.

COMPANY K—M. M. McLaughlin, Captain; Angus Shaw, First Lieutenant; A. M. Smith, Second Lieutenant; D. A. Monroe, Junior Second Lieutenant.

MILES M. COWLES, Adjutant.

W. R. EDWARDS, Quartermaster (17 June, 1862).

B. H. SUMNER, Commissary.

J. L. ANDREWS, Ordnance Sergeant.

During the war, in addition to those mentioned, the regiment had the following field officers:

Colonel, John Ashford; Lieutenant-Colonel, John Ash-

ford, George W. Flowers; Major, John Ashford, M. McR. McLaughlin, George W. Flowers, J. T. Wilson; Adjutant, David M. McIntyre; Ensign, Wesley F. Mathewson; Sergeant-Major, Agrippa S. Hardister; Chaplain, Whitfield S. McDiarmid.

At the time of the election Colonel Kenan was in command of the Forty-third Regiment as Lieutenant-Colonel, and 24 April received his commission as Colonel of that regiment and therefore did not accept the command of the Thirty-eighth. As soon as the reorganization was completed, 24 April, the regiment was ordered to proceed by rail to Richmond, and on the 27th it was ordered to Guinea Station, where on the 29th it was transferred to the Second Brigade, General Maxey Gregg commanding, and ordered to Milford Station. The regiment was engaged in guarding the bridges on the Mattaponi, Wild Cat, North and South Anna runs until 9 May, when it was relieved by Colonel Tansil, Third Virginia Artillery, and ordered to report to General Gregg at the Summit. The regiment was called, 12 May, to meet the enemy, who had crossed the Rappahannock at Hamilton's crossing, below Fredericksburg, but the enemy withdrew and no engagement ensued. This was the first time the regiment was in line of battle preparatory to fighting. The following day the troops for the first time fired on the enemy, a number of whom were in a boat below the city; all were killed except two or three, who swam ashore.

About this time the soldiers were deprived of their tents and much suffering was caused by the extreme cold rains. The command remained near Fredericksburg until 25 May, when it set out on a march at sunset in the direction of Hanover Junction, marching all night and all next day through mud so that many of the soldiers lost their shoes and almost gave out from fatigue. The regiment camped ten miles north of Richmond 27 May, and afterwards did picket duty along the Chickahominy. On 14 June the Thirty-eighth was transferred to General Wm. D. Pender's Brigade, composed of the Thirty-eighth North Carolina, Colonel W. J. Hoke; Thirty-fourth North Carolina, Colonel R. H. Riddick; Twenty-second North Carolina, Colonel James Conner; Six-

teenth North Carolina, Colonel McElroy. The Thirteenth North Carolina, Colonel A. M. Scales, was attached in the winter. Pender's Brigade formed the Sixth of the "Light Division" commanded by General A. P. Hill. The division crossed Meadow bridge 26 June, and it was seen from scattered portfolios and other luxuries to which the Southern soldier was a stranger, that the Yankee picket at that place had fled with great precipitation. As soon as the Thirty-eighth had gotten a little beyond Mechanicsville it was saluted with heavy shelling. A line of battle was formed and the march continued until the order was given to charge the battery that was throwing the deadly missiles. The heat was intense and the double-quick march exhausting, but the charge was kept up over the open field until the regiment reached the summit of the last elevation when a farm house, yard and garden broke the line somewhat. The Yankee batteries were upon the summit of the opposite hill with their supporting infantry in their intrenchments, and the old field pines in front cut down and piled across the stumps which were left about three feet high, forming an almost impassable barrier. The Thirty-eighth, alone and unsupported, charged down the hill, the long line of infantry playing upon it with a cross fire. On the soldiers charged, in the face of the fatal volleys, until the obstacles were reached, when the whole line stopped and began returning the fire under every disadvantage. The men were falling rapidly and it was soon seen that to take the works was impossible. Captain Thornburg and Adjutant Cowles were in front, urging the men forward. The retreat was ordered but the noise was so deafening nothing could be heard. Major Andrews reached Captain Thornburg and Adjutant Cowles and gave them the orders to retreat, after which the word was passed along the line and the retreat up the hill was begun. The enemy continuing their deadly firing. It was about sunset when the regiment reached safely the rear. General Pender in his report says: "I at once changed the direction of two of my regiments so as to bring them to the right of the artillery, and succeeded in getting in 150 or 200 yards of it before we were opened upon, but when they did open upon us it was destructive, and

the obstacles so great in front, the creek and the mill dam, that after the Thirty-eighth North Carolina had reached these obstacles, and in less than 100 yards of the enemy's rifle pits, they had to fall back. This regiment here advanced boldly and maintained its ground well." \* \* \*

I should state, while relating the incidents of this day's battle, that Colonel Hoke, Thirty-eighth North Carolina, was wounded, and had to leave the field. The Adjutant of the Thirty-eighth was also wounded, but nobly maintained his post until after dark.

Lieutenant-Colonel Armfield took command as soon as Colonel Hoke was wounded, which was soon after getting under fire. Adjutant Miles M. Cowles received a wound from which he soon died, the regiment losing one of its bravest officers. Lieutenant Covington, Company E, and Lieutenant Darden, Company D, were killed, and Lieutenants Dan F. Roseman, Company F, and Angus Shaw, Company H, were severely wounded.

In Company G, Captain Flowers and Lieutenant Harrington were severely wounded, and out of 32 men in the company at the opening of the engagement, 27 were either killed or wounded. About 420 men belonging to the regiment were engaged in the fight, the others being on picket. The loss was 152 in killed and wounded.

Colonel Hoke in his report speaks in highest terms of the conduct of Captain B. H. Sumner, A. C. S., Sergeant Major D. M. McIntyre, John Young, an *attache* to the regiment, and Edward Goldsmith, a Drill Master. The Color Bearer, John O. Waters, was severely wounded, but remained bravely at the head of the regiment and bore his colors through the fight, returning them safely. During the night the troops were collected as well as possible, and it was late before the Thirty-eighth was gotten together, when the worn-out soldiers slept on their arms. At early dawn the march was begun, the regiment passing over the spot where so many men were lost the evening before. The enemy fled and the Confederates marched through the deserted camp. General Hill in his report says: "It was a costly and useless sacrifice, for early the next morning our troops crossed the mill pond and



the Federal forces, seeing their position turned, betook themselves to hasty flight."

The Federals made a stand at Gaines' Mill, when the Thirty-eighth was engaged, and the soldiers, though weary and worn, behaved nobly. About sunset the shouting along the line announced the fact that the enemy was running and a victory was gained. After camping on the battlefield over night, the march was continued. Lieutenant-Colonel Armfield being sick, Major L. D. Andrews was now in command. The regiment was engaged at Cold Harbor and Frazier's Farm. At the latter place the Confederate troops fought with unusual bravery, not seeming to realize the presence of danger, and victory was again gained by the Confederates. The Southern soldiers were now all jubilant. McClellan's "On to Richmond" was now changed to "On to Harrison's Landing," where the gunboats lay. The pursuit of the enemy was continued, and the next engagement was at Malvern Hill. The battle at this place was a very hard-fought one, but the Thirty-eighth was not in the thickest of it, and did not lose very heavily. The enemy continued to flee, and was pursued to his gunboats at Harrison's Landing. After remaining there for a few days, the division was ordered to Richmond, and it remained below that city until 27 July, when General A. P. Hill's division was attached to Jackson's Corps, and marched to Gordonsville, Va. On 7 August Jackson moved from Gordonsville to confront General Pope in the Valley, and on the 9th he fell upon General Banks' right flank at Cedar Mountain. At one time the day seemed doubtful. When the foe had well nigh crushed General Garnet, Branch went gallantly to his rescue, and with Pender's and other brigades of Hill's Division drove the enemy headlong from the field. Major Andrews having been taken sick at Gordonsville, Captain Jno. Ashford was in command of the Thirty-eighth and received commendation from General Pender for his coolness and skillfulness in handling his men. D. M. McIntyre was now Adjutant, having been promoted on 9 July, for gallantry and efficiency. On account of ill health Major Andrews resigned his com-

mission, and on 21 August Captain John Ashford was promoted to Major.

Jackson made a wide circuit behind the mountains to cut the Federal communications at Manassas. On the 26th Pender's Brigade gained a splendid victory over a brigade of the enemy at Manassas Junction. Jackson's single corps, numbering less than 16,000 men, was resisting General Pope's entire army. On the 28th the command formed line of battle for the memorable second battle of Manassas, which was a series of battles for three days. Pender's Brigade took possession of the bridge across Bull Run and engaged the enemy across the river. His brigade finally crossed over to the east side, but the enemy withdrew. The loss was very slight. On Friday, the 29th, the enemy changed position and was attempting to interpose his army between General Jackson and Alexandria. Jackson's troops were arranged along the Manassas Gap Railroad, Jackson's Division under Brigadier General Stark being on the right, Ewell's, under Lawton, in the centre, and A. P. Hill's on the left. The brigades of Thomas, Pender, Archer and Gregg, were on the extreme left. After Longstreet arrived the enemy changed position and began to concentrate all its force opposite Hill's division. The attack was received with great steadiness, and the battle raged with great fury; the enemy was frequently repulsed, but on account of having so many fresh troops the attack was renewed. They succeeded in penetrating an interval between Gregg's and Thomas' Divisions. Pender's Brigade was placed in the rear of Thomas' with orders to support it. General Pender in his report says: "Finally it seemed to me to be the time to go to his (Thomas') assistance. I ordered my brigade forward, moving just to the right of Colonel Thomas. My men moved forward very gallantly, driving the enemy back across the railroad cut, through the woods on the opposite side and beyond their batteries in the adjoining field. A battery of the enemy which was on the right of the woods as we advanced was flanked by my command and the cannon-eers deserted their pieces. My line was halted on the edge of the field in front of the enemy, where I remained some time, when, being promised support from one of the staff in

one of Jackson's brigades, I crossed the field to attack the batteries. My men advanced well, receiving grape from the batteries; but support being waited for in vain, and seeing columns on my left and right manœvering to flank me, I withdrew and marched back to the railroad cut, a little to the right of the position previously held by General Gregg. General Archer very kindly came forward and relieved me until I could march to the rear and rest my men. I was ordered to the right to support some one of General Jackson's brigades. I marched across the railroad embankment, moving obliquely to the left until I had reached the large field again in which the enemy were found. Finding nothing to do unless it was to attack an overwhelming force of the enemy, supported very strongly by artillery, I withdrew after receiving heavy fire of grape and shell. Getting back to the railroad cut about the point I had reached the evening before, I received orders to march, in conjunction with other troops, particularly those of General Archer, Colonels Thomas and Taliaferro. We all advanced together, taking the enemy, as it were, in echelon. We advanced steadily, driving the enemy from the field through the woods. While advancing through the woods we were exposed to a very heavy enfilade fire from the right. We continued our advance until after dark, when we came in contact with a body of the enemy. Each fired a volley. They ran and we rested for the night. Thus ended the Manassas fight with me. The brigade, with the exception of a few skulkers, behaved with great gallantry on both these days. They could not have behaved better. I cannot particularize at this distant day, but I well recollect that Captain John Ashford, commanding the Thirty-eighth, behaved with great coolness and bravery. I had the misfortune to lose him on account of a wound in the leg."

Six separate and distinct attacks were made against Hill's Division and each time repulsed. General Jackson said: "The three brigades of Archer, Pender and Thomas held together and drove everything before them, capturing the batteries and many prisoners, resting that night on Bull Run, and the ground thus won was occupied that night. These brigades had penetrated so far within the enemy's lines that

Captain Ashe, Assistant Adjutant General to General Pender, was taken prisoner that night returning from my headquarters to his own brigade."

The regiment received considerable loss. Lieutenant Wes. A. Stephenson, Company G, Thirty-eighth North Carolina, a brave soldier, was killed, and Lieutenant Duncan Black was wounded. For distinguished gallantry displayed in the celebrated charge, Sergeant R. M. Sharpe, Company G, was promoted to Second Junior Lieutenant. After the wounding of Captain Ashford, Captain M. McR. McLaughlin was in command of the regiment. Early next morning, 1 September, the army marched forward and came in contact with the enemy late in the evening at Ox Hill. The regiment was engaged in this fight, which raged with great fury, but the enemy retired from the field. On 4 September the army bivouacked near the Big Spring, between Leesburg and the Potomac, and on the next day the division crossed into Maryland, near Leesburg, but on the 11th re-crossed into Virginia at Williamsport. On the next day General White, with 3,000 men, retreated from the town and fell back upon Harper's Ferry. The enemy occupied a ridge of hills, known as Bolivar Heights, extending from the Potomac to the Shenandoah. McLaw's Division occupied Maryland Heights across the Potomac, Walker's Division Loudon Heights on the right bank of the Shenandoah, and to complete the investment, General Hill's division was ordered to move along the left bank of the Shenandoah to turn the left flank of the enemy and enter Harper's Ferry. The Thirty-eighth was in the left of the division. Pender, Archer and Brockenborough were directed to gain the crest of the hill, General Pender being entrusted with the execution of this command. Colonel Brewster was in charge of the brigade, which advanced to within about sixty yards of the breastworks on the west point of Bolivar Heights, but the troops were withdrawn. Next morning the brigades of Pender and Thomas marched to within 150 yards of the works, while the artillery played upon the enemy. When the artillery ceased, Pender began to advance, but the artillery opened again, and the enemy showed the white flag, and surrendered about 11,000 prison-

ers, 12,000 stand of arms, 70 pieces of artillery, and many stores. Captain Nicholas E. Armstrong, Company A, and Lieutenant Smith, Company K, were severely wounded.

Hill's Division remained to parole the prisoners and send off the captured goods, and on 17 September, moved to Sharpsburg, leaving Thomas' Brigade at Harper's Ferry. At Sharpsburg occurred one of the greatest battles of the civil war. General Hill arrived in time to save the day, but Pender's Brigade on the right of the division was not actively engaged, being under fire at long range of musketry.

The division recrossed the Potomac into Virginia on the night of 18th with the rest of the army, and on the 20th, at Shepherdstown, were ordered to drive some brigades of the enemy across the river. The enemy massed in front of Pender's Brigade and endeavored to turn his left. General Pender became hotly engaged and informing Archer of his danger he (Archer) marched by the left flank, and forming on Pender's left, a simultaneous, daring charge was made and the enemy driven pell mell into the river. Then commenced the most terrible slaughter the war witnessed. The broad surface of the Potomac was blue with the floating bodies of the slain. But few escaped to tell the tale. By their own account they lost 3,000 men killed and drowned from one brigade alone.

General Pender in his report says: "Captain Ashford, commanding the Thirty-eighth North Carolina at Manassas Junction and at Manassas, when he was wounded, has entitled himself to notice as well as promotion by his uniform bravery and good conduct. Lieutenants A. J. Brown and J. M. Robinson, also of the same regiment, have attracted my attention more than once, as also Adjutant D. M. McIntyre." Lieutenant-Colonel Armfield, having returned to the regiment the day before the battle, was in command and was severely wounded.

On 13 December, the army met Burnside's army organized in three Grand Divisions at Fredericksburg, Va. At this time General Hill occupied the front line of the right of our army formed of two regiments of Fields' Brigade and the brigades of Archer, Lane and Pender, the latter being on the

extreme left. "The enemy made several attempts to advance, but were repulsed." (General A. P. Hill's report). From the nature of the ground and the entire absence of all protection against artillery, Pender's Brigade received the greatest part of the terrible fire. General Pender was himself wounded. During the temporary absence of General Pender, the command of the brigade devolved upon Colonel Scales, of the Thirteenth. General Pender, though wounded, resumed the command of his brigade as soon as his wound was dressed.

After the withdrawal of the enemy the regiment, with Pender's Brigade, went into winter quarters at Camp Gregg, below Fredericksburg, and did picket duty near Moss Creek church. On 27 December Colonel William J. Hoke rejoined the regiment. Lieutenant-Colonel Armfield, while at home on furlough, on account of a wound received at Shepards-town, was elected solicitor, and resigned his position in the army. Captain John Ashford was elected to fill the vacancy. The following is a copy of General Hill's order:

HEADQUARTERS LIGHT DIVISION,  
CAMP BRANCH, Sept. 24, 1862.

*Soldiers of the Light Division:*

You have done well and I am pleased with you. You have fought in every battle from Mechanicsville to Shepards-town and no man can say that the Light Division was ever broken. You held the left at Manassas against overwhelming numbers, and saved the army. You saved the day at Sharpsburg, and at Shepherdstown you were selected to face a storm of round shot, shell and grape, such as I never before saw. I am proud to say to you that your services are appreciated by our general, and that you have a reputation in this army which it should be the object of every officer and private to sustain.

A. P. HILL,  
Major General.

The regiment remained in camp until 28 April, 1863, when the command marched in the direction of Fredericks-

burg, and remained in camp below the city until the evening of 1 May.

On the morning of 2 May Jackson began his flank march to Chancellorsville, and after a long and fatiguing journey the division was placed at right angles to the old turnpike road, Hill's Division being third in line, Rodes' and Colston's being ahead of him. Hooker, having thrown up heavy works, west, south and east, with the Chancellor house behind the centre, and with the dense thicket in front, was in a position almost impregnable. The assault on his flank was ordered about 6 o'clock in the afternoon. The Confederates rushed forward, cheering wildly, and in a few moments the enemy were completely demoralized and fled. On account of the thickets the lines had been mingled in confusion and it was necessary to reform the lines. The third line (Hill's Division) was ordered to the front. Pender's Brigade entered the road and pushed on by the flank until they reached the most advanced position of the troops. Here in the road the whole brigade received a most destructive shelling from the batteries near Chancellorsville. Hill's Division was now in front, and was engaged in relieving those who had been in the front line during the evening. On all sides the scattered troops were gathered around their colors. Jackson, accompanied by his staff and escort, rode down the road towards Chancellorsville. In the obscurity of the night they were mistaken for the enemy and fired upon and Jackson was mortally wounded. As soon as the musketry fired the enemy's batteries again swept the turnpike with shell and canister. Pender massed his brigade to the left of the wood, threw out skirmishers and remained in this position until Sunday morning, 3 May. When daylight came next morning a private soldier in Company I, of the Thirty-eighth North Carolina Regiment, found Jackson's gloves in the road where he had dropped them when shot. They were buckskin gloves with the name of T. J. Jackson inside the cuffs.

Hill had intended an attack on the enemy as soon as he had formed his line in front, but soon after Jackson was wounded he himself was wounded, and the attack was not made. General J. E. B. Stuart was now in command of the

corps. About dawn Sunday morning, 3 May, General Stuart renewed the attack, General Heth in command of Hill's Division taking the advance. The enemy were again charged in the face of their deadly fire, and twice were their works taken and twice relinquished. About 10 o'clock the Federal army was driven by a mighty charge from all the fortified positions, back towards the Rappahannock, with heavy loss in killed and wounded and prisoners. On account of the nature of the country, this region being known as the wilderness, rapid pursuit was almost impossible. In the charge the troops were scattered, and after being gotten together, the command maintained its position Sunday and Monday, and on Tuesday evening the enemy re-crossed the river.

General Pender in his report says: "I can truly say that my brigade fought 3 May with unsurpassed courage and determination. I never knew them to act universally so well. I noticed no skulking, and they never showed any hesitation in following their colors. My list of killed and wounded will show how manfully they fought on that glorious day. After having witnessed the fighting of nearly all the troops that fought on the left of the road I am satisfied with my own, but by no means claiming any superiority. All that I saw behaved as heroes. \* \* \*

"Lieutenant-Colonel John Ashford, Lieutenants Alsa J. Brown and John Robinson, Thirty-eighth North Carolina, the former part of the time and the latter part of the time in charge of my sharpshooters, distinguished themselves very much. Colonel Ashford was remarked for his gallantry by all, and Lieutenant Brown continued with or in charge of the sharpshooters for several days. He is a young man who deserves promotion. He kept his skirmishers so close to the enemy's breastworks on Monday and Tuesday as to pick off the artillery horses, men working on their trenches, and any one seen mounted. He drove in other skirmishers on all occasions. I should mention that Major M. McR. McLaughlin, Thirty-eighth North Carolina, was badly wounded while behaving most gallantly. Adjutant D. M. McIntyre is also spoken of for his distinguished conduct."



The loss of the brigade was 700, the Thirty-eighth North Carolina losing two officers, Captain McRae and Lieutenant Hare, killed; 81 officers and men wounded, 16 privates killed, 12 missing. The Confederate Congress passed an act by which badges might be given to enlisted men, whom the companies might select as being entitled to them. After the battle of Chancellorsville the following were given badges:

Company A, Private Jesse A. Nethercutt, Duplin County; Company B, Private Thomas Dinkins, Yadkin County; Company C, Private Benjamin Sutton, Sampson County; Company D, First Sergeant David A. Thompson, Sampson County; Company E, Private Wm. J. Hutcheson (killed), Richmond County; Company F, Private Wm. S. Huffman, Catawba County; Company G, Private W. F. Matheson, Alexander County; Company H, Corporal D. P. Woodburn, Randolph County (killed at Gettysburg); Company I, Private Thomas J. Ramsey, Cleveland County; Company K, Private W. H. McPhail, Cumberland County.

Medals were also recommended to be given to Adjutant McIntyre and Lieutenant A. J. Brown.

When A. P. Hill took command of Jackson's Corps after recovering from his wound, Pender, also wounded at Chancellorsville, was promoted to Major-General, and Colonel A. M. Scales, the Senior Colonel of the brigade, to Brigadier-General. Scales being absent on account of a wound received at Chancellorsville, Colonel W. J. Hoke was placed in command of the brigade and continued in command until Scales rejoined the brigade near the Maryland line. The wound received by Major McLaughlin prevented him from returning to his command, and Captain G. W. Flowers was elected Major.

HEADQUARTERS PENDER'S BRIGADE,

May 13, 1863.

*General Order No. 38.*

Upon resuming command of the brigade, it affords me great pleasure to express to you my high appreciation of your conduct and services in the late battle of Chancellorsville. Troops could not have fought better or more gallantly, op-

posing successfully such fearful odds, strongly posted and offering stubborn resistance, as evidenced by your loss, greater than that of any brigade in the army in proportion to numbers engaged. I may be exacting, but in this instance you may rest assured that I am perfectly satisfied. I am proud to say that your services are known and appreciated by those higher in command than myself. \* \* \*

W. D. PENDER,  
Brigadier General.

On the morning of 6 June, 1863, the brigade went into line below Fredericksburg, in front of the Bernard house, the enemy being in the Port Royal road and in the valley behind the house. Colonel Wm. J. Hoke was ordered to advance his skirmishers and fire if the enemy occupied the Port Royal road. Lieutenant Alsa J. Brown, afterwards Captain of Company C, took command, assisted by Lieutenant Robinson, afterwards Captain of Company B, and the other officers of the skirmish corps, about 200 men. Instead of feeling, he charged the enemy and attacked and drove from the road the Sixth Vermont, killing and wounding about 35, and holding the road until the enemy re-crossed the Rappahannock.

After being encamped for about ten days, Hill's Corps moved towards Gettysburg, Pender's Division arriving within eight miles of Gettysburg on the morning of the 30th. At 3 a. m., 1 July, the command took up line of march, Pender's Division with McIntosh's battalion of artillery following Heth and Pegram's battalion of artillery. The field arrangement put Scales' Brigade on the extreme left of the division, and the Thirty-eighth North Carolina on the left of the brigade, its left resting on the Chambersburg pike. The advance of the enemy was driven back to the hills where their forces were to oppose the advance of the Confederates. At the first charge Pender's Division was in the rear, Scales' and Thomas' Brigades being on the right. The enemy offering determined resistance, Pender's Division, except Thomas' Brigade, was ordered to the front. The ammunition of the advance line having given out, they halted and lay down. Scales' Brigade soon passed over them with the other brig-

ades, rushed up the ascent, crossed the bridge and commenced the descent just opposite the Theological Seminary. The regiment being on the flank, encountered a most terrific fire of grape and musketry in front. Every discharge made sad loss in the line, but the troops pressed on double-quick until the bottom was reached, a distance of about 75 yards from the ridge just crossed and about the same distance from the college in front. By this time the line was badly broken. Every officer in Scales' Brigade except one, Lieutenant Gardman, upon whom the command devolved, was disabled, 400 men killed, wounded and missing. The loss of the Thirty-eighth was 100 in killed and wounded, or captured. General Scales and Adjutant-General Riddick were wounded, and Major Clark killed. Colonel Hoke, Colonel Ashford, Colonel Lowrance, Captain Thornburg, acting Major, were among the wounded. Though wounded, Colonel Lowrance took command of the brigade and Captain Thornburg, of the regiment. Some of the companies were without a single officer. The regiment now was moved to the right of the line, and throwing out skirmishers to the right and front it remained in this position until morning, it being then about 10 o'clock. Early next morning the brigade was placed on the right of the artillery. A line of skirmishers under command of Lieutenant A. J. Brown was thrown out, and was held against several strong attacks. The Scales Brigade joined the division on the left again and was joined on to Lane's Brigade. On the morning of 3 July Scales' Brigade was ordered to the right and placed in command of General Trimble, and while here suffered greatly from the artillery fire. The regiment was then ordered forward over a crimson plain. The Federal lines, as the regiment emerged from the woods were about a mile in front. The troops were compelled to cross a fence, and were by this time losing heavily from grape and canister. The line was somewhat deranged. Captain Thornburg was disabled. About 150 yards from the enemy's line another fence retarded the advance, but the troops rushed on and reached a third fence on the side of the road. There was by this time only a skirmish line. The Thirty-eighth was then only a few feet in front of the enemy's in-

fantry. The enemy rushed out to meet the advancing line, and a flanking party, concealed in ditches, captured about thirty men besides killing a large number inside the Federal lines. Some tried to escape, but were shot down. Every man in Company A except Adjutant H. C. Moore and Lieutenant A. J. Brown were shot down and these were captured. Adjutant D. M. McIntyre, acting Brigade Adjutant-General of Scales' Brigade, escaped. After the third day's fight the regiment had only about 40 men, commanded by a First Lieutenant.

The two brigades, Lane's and Scales', were reduced to mere squads, and after the retreat a line was formed again where the first line was formed, and the brigade remained here until the 4th, when the retreat to Hagerstown began, which place was reached on 7 July. On 11 July line of battle was formed and the regiment remained here until the night of the 13th, but no fight ensued except skirmishing. After this the retreat to Falling Water began, Pender's Division being rear guard. The Potomac was crossed and Culpepper Court House reached 1 August. The division went into winter quarters at Orange Court House and the regiment did picket duty on the Rapidan. On 7 February, during General Scales' absence, Colonel Hoke commanded the brigade against an advance of the enemy on the brigade picket line at Barnett's Ford on the Rapidan, and it maintained its position until the enemy retired. After the death of Pender, at Gettysburg, Wilcox became division commander. On the morning of 4 May the enemy, under General Grant, crossed the Rapidan at Ely's and Germania Fords. Two corps of Lee's army moved to oppose him, Ewell's by the turnpike and Hill's by the plank road. As soon as the Confederate forces reached the enemy a strong attack was made on Ewell who repulsed them, but soon they returned, massing a heavy force against Hill. Heth's and Wilcox's Divisions met every assault and successfully resisted them, but the enemy continued to make attacks until nightfall. Next morning as Longstreet was relieving Hill, the enemy made an attack which at first created some confusion, but as soon as the troops recovered themselves, the enemy was driven back with spirit rarely

surpassed. At night an attack was made against the enemy, and they being panic-stricken by the cheering of the Confederate army, a stampede was begun which led to a general rout. The Third army corps under General Early (Hill being unwell), left the position at the Wilderness 8 May, 1864, and engaged in the great battles of Spottsylvania Court House when the Thirty-eighth lost several brave men. The regiment was in the attack made by General Hill on General Warren at Noel's Station 23 May, and the skirmishing at Riddle's Shop 13 June, and on down to Petersburg which was reached 18 June.

The following is a resolution of the Confederate Congress, 17 May, 1864:

“The Congress of the Confederate States of America do resolve, That the thanks of Congress are eminently due, and are hereby tendered to the Thirty-fourth and Thirty-eighth Regiments of North Carolina Troops, for the promptness and unanimity with which they have re-enlisted for the war.”

Colonel William J. Hoke, from wounds received in battle, was disabled for field service and was appointed to the post at Charlotte. Lieutenant-Colonel John Ashford was promoted to the command of the regiment; Major Geo. W. Flowers to be Lieutenant-Colonel, and Captain J. T. Wilson to be Major.

The regiment was engaged in the hard-fought battle at Ream's Station 25 August, 1864, when the divisions under Wilcox, Mahone and Johnson attacked the enemy and captured about 2,000 prisoners. Hill attacked General Warren at the Davis house, on the Weldon road, three miles from the city, 21 August, 1864, defeating him and capturing 2,700 prisoners. The regiment suffered severely in this engagement. The command remained around Petersburg until 2 April, 1865, when the Confederate lines were pierced in three places. A few days before the lines were broken, the Thirty-eighth was sent out to reconnoiter, and ascertain the strength of the enemy in our front. We found their picket line much stronger than our line of battle, and after a severe engagement, we were compelled to retreat. In this engagement

Colonel Ashford was wounded, and turned over the command to this writer, who retained it until the surrender, signing the paroles. The Thirty-eighth was ordered out of the works and was soon thereafter on the retreat from Petersburg. The enemy were pursuing the retreating troops very hard, and first one regiment and then another was thrown out as skirmishers to retard the enemy. A line of battle was formed and breastworks were thrown up at Southerland's Farm and when the enemy made an attack they were repulsed with heavy loss and several prisoners were captured. The enemy turned the flank about 4 p. m., and the Southern troops were again compelled to retreat. Cooke's, Scales' and MacRae's North Carolina Brigades and McGowan's South Carolina Brigade, the troops on the right of the break in the line, formed the corps. The North Carolina Regiments, Thirteenth, Twenty-second, Twenty-seventh, and Forty-seventh were thrown out to check the enemy while the other troops endeavored to cross, hoping to rejoin the main army from which the brigades had been separated. It was found impossible to cross and the regiments thrown out were recalled, when the troops pursued their way up the river until about 2 o'clock at night when they rested. The march was begun at sunrise the next morning, 3 April, and Deep Creek was reached about 9 a. m. A halt was made to let the wagon train get ahead for safety, and an attempt was made to throw a temporary bridge across the creek in order to cross. The cavalry had been in the rear guard, and about 2 o'clock they came rushing up and reported that the enemy were pursuing. McGowan's Brigade was enabled to cross the bridge, which was not yet completed, but the other troops followed the wagons and crossed at a ford about three miles above the bridge. By this time the enemy were in sight, but no attack was made. The intention was to cross the Appomattox at Goode's bridge, but the waters were very high and it was impossible to get to the bridge on account of the overflow, therefore the troops were marched up the river, and as night came on went into camp at the cross roads above the bridge.

Couriers were sent out to find a place to cross, in order to join General Lee's army, and about 1 o'clock the command was ordered to march. After crossing the river and marching through open fields and by-roads, Anderson's Georgia Brigade was reached. This brigade was the leading brigade in Lee's army and had crossed on a pontoon bridge where the whole army was then crossing. There was great rejoicing on the part of the soldiers at again meeting their comrades, from whom they had been separated for three days. The regiment was halted about sunrise and breakfast was prepared, after which the march was continued to Amelia Court House, Va., where the night was spent. The enemy next morning attacked and began burning the wagon train, but were driven off. The retreat was continued, the rear guard having frequent fights with the enemy. On Friday, 7 April, 1865, Farmville, Va., was reached, and Scales' Brigade relieved Cooke's brigade as rear guard of the infantry. The enemy having crossed the river, pressed the lines very hard and consequently the rear guard was engaged in several attacks, and suffered severely. The enemy was driven off, and this was the last fighting in which the regiment was engaged before the surrender. Saturday, 8 April, the regiment camped about three miles from Appomattox Court House, Va. As Appomattox Court House was approached the next morning the Federal line was seen on the hill at the court house. Line of battle was drawn up and it was expected that an advance would be made. It began to be rumored that a surrender was made, but nothing definite could be learned until 12 o'clock, when it was known that Lee had indeed surrendered. It was soon learned that the soldiers would be paroled and given permission to return home. Monday morning 10 April, 1865, the farewell address of General Lee was read to the regiment. All the soldiers of the regiment had the opportunity of shaking hands with General Lee and hearing him say, "God bless you boys; I hope we shall meet again!" After remaining in this position until Wednesday, 12 April, the regiment was marched over near the court house, where the arms were stacked in front of the

enemy. On the same evening the soldiers were furnished with the following:

APPOMATTOX COURT HOUSE, VA., }  
 April 10, 1865. }

The bearer, ..... of Co. ...., 38th Regiment of N. C. Troops, a paroled prisoner of the Army of Northern Virginia, has permission to go to his home, and there remain undisturbed.

JOS. H. HYMAN,  
 Colonel 38th N. C. Troops,  
 Commanding Scales' Brigade.

The Thirty-eighth Regiment of North Carolina Troops was disbanded and passed out of existence.

GEORGE W. FLOWERS.

TAYLORSVILLE, N. C.,  
 9 April, 1901.