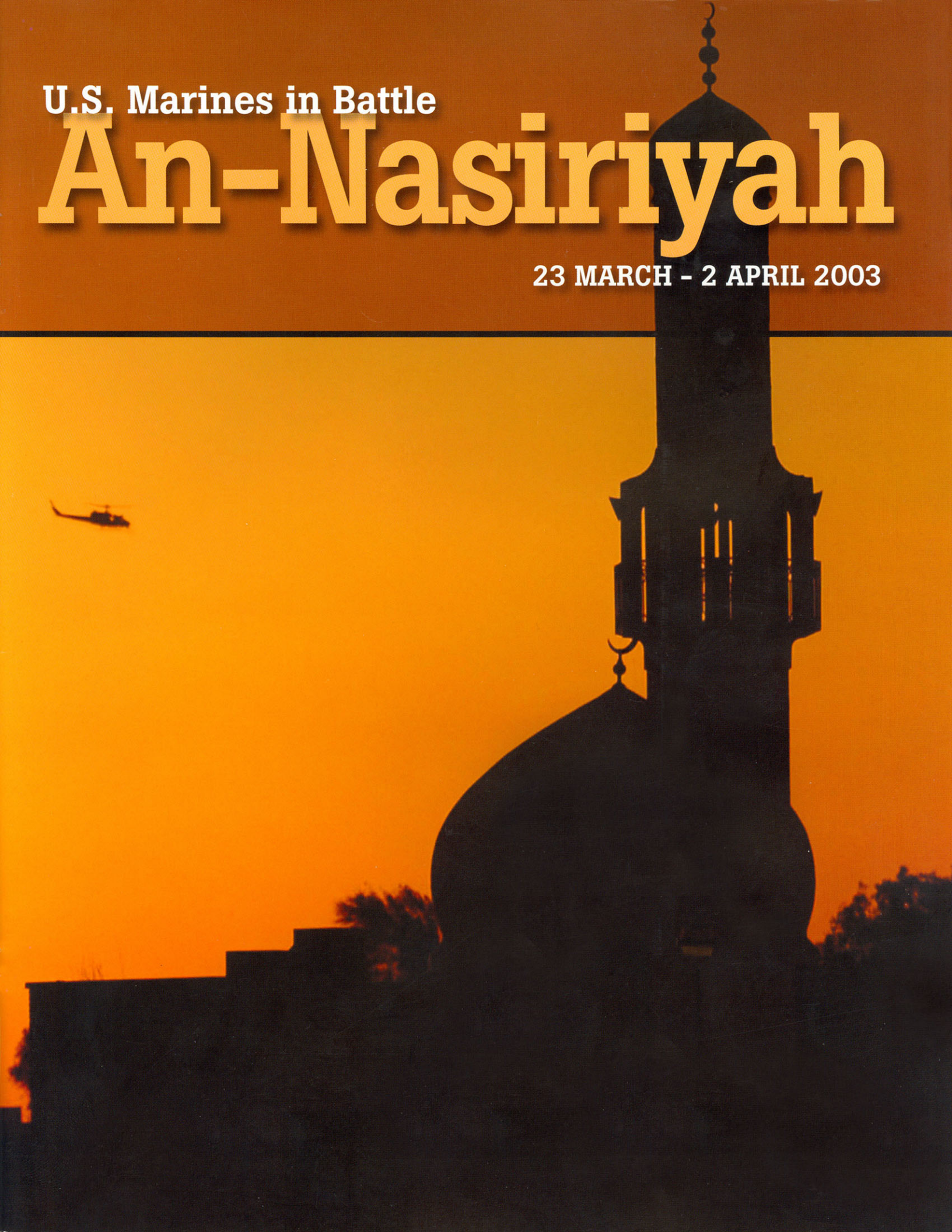
U.S. Marines in Battle

An-Nasiriyah

23 MARCH - 2 APRIL 2003



U.S. Marines from Task Force Tarawa sweep through the military garrison of the Iraqi 23d Infantry Brigade *on 25 March 2003 in Nasiriyah. The* Iraqi 23d Infantry Brigade *was engaged mainly by 1st Battalion, 2d Marines, and attached elements. The Marines here are wearing chemical protective Mission Oriented Protective Posture (MOPP) suits over their regular utility uniform for protection against a possible chemical attack.*

Photo by Joe Raedle, courtesy of Maj William P. Peeples

The Battle of An-Nasiriyah

by Colonel Rod Andrew Jr., USMCR

Iraq and An-Nasiriyah on the Eve of War

On 23 March 2003, 5,800 U.S. Marines and U.S. Navy Corpsmen—the warriors of Task Force Tarawa—began fighting a ferocious battle in the city of an-Nasiriyah, Iraq. As the first large-scale battle fought by U.S. Marines in Operation Iraqi Freedom, Nasiriyah became a test of the Coalition's ability and resolve to defeat a determined, resourceful foe that relied on a combination of conventional units and tactics and irregular forces willing to violate the laws of war. Task Force Tarawa's Marines adapted quickly, and the battle of Nasiriyah, with its asymmetrical warfare, emphasis on combined arms and joint operations, and Coalition forces' ability to react quickly and aggressively against unexpected enemy tactics became emblematic of the 2003 Operation Iraqi Freedom campaign.

Nasiriyah lies in a date-growing region along the banks of the Euphrates River in Dhi Qar Province about 225 miles southeast of Baghdad. Its population, made up almost entirely of Shi'a Muslims, was an estimated 560,000 in 2003, making it the fourth most populous city in the country. It was founded in 1840 near the ruins of the ancient city of Ur, the birthplace of Abraham.

The events that brought the Marines to Nasiriyah, however, were far more current. Only six days before they stormed into the city, President George W. Bush had issued an ultimatum giving Iraqi President Saddam Hussein and his two sons 48 hours to leave Iraq. The United States had viewed the Iraqi government with heightened concern since the terrorist attacks of 11 September 2001. Hussein's regime was believed to sponsor global terrorism and also to be building and stockpiling weapons of mass destruction—nuclear, chemical, and biological weapons for use against its neighbors and Western nations.

Soon after 11 September, it became clear that the immediate source of the terrorist who carried out those attacks was Afghanistan rather than Iraq. Even during the offensive against the Taliban in Afghanistan, however, the Bush administration anticipated the need to topple Hussein's regime, leading the U.S. military to start planning for a possible invasion of Iraq. Hussein had ignored or violated 16 United Nations resolutions, many of them requiring him to disclose what had become of the mass destruction weapons his country had once possessed and to allow international inspectors to search for them or verify their destruction. In light of Hussein's intransigence, the Bush administration concluded, as did many experts around the world, that Iraq still harbored those weapons, and with aggressive intent.[1]

Planning and Deployment

Task Force Tarawa, whose name was a colorful designation for 2d Marine Expeditionary Brigade (2d MEB), had existed as a standing, fighting organization for less than three months. The 2d MEB originally consisted only of a staff and commander, Brigadier General Richard F. Natonski. Marine expeditionary brigade staffs had been discontinued due to budget cuts of the 1990s and were only revived in 2000. When the Marine Corps revived them, it tried to do so economically by assigning Marine expeditionary brigade billet titles to the staff personnel of II Marine Expeditionary Force (II MEF). Thus, every staff officer and staff noncommissioned officer of 2d MEB had another, primary duty as a member of II MEF's staff. Until December 2002, the attention they were able to devote to Marine expeditionary brigade planning was limited by their primary duties as members of the II MEF staff.[2]

Marine planners had long known, however, that 2d MEB would have a role to play in Operations Plan 1003V, the contingency plan to liberate Iraq. It would end up being one of four major combat organizations under I Marine Expeditionary Force (I MEF), including 1st Marine Division, 3d Marine Aircraft Wing, and the 1 (United Kingdom) Armoured Division. I MEF in turn would end up fighting alongside the U.S. Army V Corps. More detailed planning commenced in September 2002; at that time, 2d MEB was referred to as Task Force South. As planning proceeded, 2d MEB's anticipated mission was to arrive in Kuwait after hostilities commenced, relieve 1st Marine Division in the Umm Qasr oil fields, and block in the direction of Basra. This would facilitate a rapid march north by 1st Marine Division, which in turn would draw attention and Iraqi combat power away from the Coalition main effort, which was the 3d Infantry

On the Cover: *A UH-1 Huey helicopter cuts through the sky as the sun sets over Nasiriyah.*

Photo by SSgt Chad McMeen

Division of the Army's V Corps. This plan was further articulated at planning conferences in mid-December in Kuwait and Qatar.[3]

Task Force Tarawa

Around the time of the December 2002 planning conferences, I MEF commander Lieutenant General James T. Conway asked Brigadier General Richard F. Natonski if he would like to choose a different name for the 2d MEB. A history major in college, Natonski had a keen sense of the historical importance of what he and his Marines were involved in. Conscious of being an East Coast (2d Marine Division) unit as part of a West Coast Marine expeditionary force, Natonski was intrigued with the idea of giving 2d MEB a name that evoked its 2d Marine Division heritage.

Natonski asked for ideas from the Marine Corps History Division, but none of the suggestions appealed to him. One day while visiting the I MEF Headquarters building, he noticed a plaque in the lobby commemorating the battle of Tarawa. Natonski decided to adopt the moniker "Task Force Tarawa" for 2d MEB, a name that recalled the legendary battle fought by 2d Marine Division against the Japanese in the Gilbert Islands in November 1943.[4]

It was also during the fall of 2002 that planners began to designate the forces that would constitute 2d MEB once it became a combat unit. The command element contained personnel drawn from the II MEF staff, 2d Intelligence Battalion, 2d Radio Battalion, 8th Communications Battalion, 2d Force Service Support Group, 4th Civil Affairs Groups, 2d Marine Liaison Element, and 2d Force Reconnaissance Company. The commander would be Brigadier General Natonski, a career infantry officer who had previously commanded at the battalion and Marine expeditionary unit levels. As a commander, he had led units in operations in Somalia, Bosnia, and Kuwait. Natonski was a large, powerfully built man with a deep voice. He spoke deliberately and forcefully but combined this strong demeanor with courtesy and tact.

Photo by LCpl Bryan J. Nealy

BGen Richard F. Natonski, commander of Task Force Tarawa, speaking to a reporter in an-Nasiriyah.

The ground combat element was the 2d Regimental Combat Team (RCT-2), which in turn was built around the nucleus of 2d Marine Regiment, based at Camp Lejeune, North Carolina. The commanding officer of 2d Marines, Colonel Ronald L. Bailey, would command RCT-2. Bailey was a seasoned officer with broad experience in operational units. The bulk of his regiment had just completed a combined arms exercise in Twentynine Palms, California. The regimental staff and a large proportion of the regiment were still preparing for cold-weather training in Bridgeport, California, as late as early December. They had hints that they might be deploying to a completely different environment in Iraq instead, but nevertheless could not ignore preparations for Bridgeport. Thus the 2d Marine Regiment was in the position of having to prepare for parallel and mutually exclusive missions. Not until the planning conference in mid-December did Colonel Bailey learn that the bulk of his regiment would indeed be going to Iraq. From that point, he had a little over a week to call his Marines off holiday leave and get his regiment embarked and ready to sail.[5]

Regimental Combat Team 2 had three infantry battalions. The 1st Battalion, 2d Marines, was led by Lieutenant Colonel Rickey L. Grabowski, a former enlisted Marine and drill instructor and son of a Vietnam veteran who had subsequently spent a career as an officer in the U.S. National Guard. Tough, disciplined, and methodical, Grabowski worked hard to ensure that training emphasized small-unit leadership, particularly encouraging subordinates to take the initiative.[6] His battalion had recently returned from a combined arms exercise. It was augmented by Company A, 2d Amphibious Assault Vehicle Battalion, commanded by Captain William E. Blanchard, and was the only battalion in the task force that would ride into battle in FMC AAV-7A1s (amphibious assault vehicles, or "tracks") and thus be "track-mounted." Because of this, 1st Battalion, 2d Marines, would form the task force's vanguard during the invasion of Iraq and bear a large brunt of the heaviest fighting on the first day in Nasiriyah.[7]

U. S. Marine Corps Map

The 2d Battalion, 8th Marines, was commanded by Lieutenant Colonel Royal P. Mortenson, the son of a World War II Marine who had been wounded on Guam. Articulate and charismatic, Mortenson was determined that none of his Marines would die due to his mistakes or neglect. His Marines had recently completed cold-weather training in the mountains around Bridgeport. Despite the now-likely deployment in Iraq, Mortenson nevertheless believed that the training had been useful because it had encouraged and naturally fostered small-unit cohesion and attention to detail. The battalion had been preparing for deployment as part of 1st Marine Division, so it was at full strength and at a high level of training and cohesion.[8]

Lieutenant Colonel Paul B. "Brent" Dunahoe commanded 3d Battalion, 2d Marines. He was a Virginia Military Institute graduate whom one officer described as "tough and pragmatic."[9] Only days before deploying, this battalion reached deployable strength by the addition of more than 160 brand new arrivals—second lieutenants just graduated from Infantry Officers Course and raw enlisted Marines straight from the School of Infantry.

Some of the latter had not even completed the full course but had been yanked out of training early and sent to Dunahoe's battalion.[10]

The artillery unit was 1st Battalion, 10th Marines, commanded by Lieutenant Colonel Glenn T. Starnes, a Texas A&M graduate described as "quietly professional and confident," but also quietly intense.[11] One of Starnes's main concerns was the performance of the new family of digital communications and fire support equipment. He was also apprehensive about what he considered a lack of necessary logistical capabilities for a unit about to go into combat.[12]

Task Force Tarawa also enjoyed the support of a company of tanks. Company A, 8th Tank Battalion, was a Reserve company based at Fort Knox, Kentucky. Its commander was Major William P. Peeples, a city planner in Avon, Indiana. Brigadier General Natonski recalled that "we were very fortunate with our support from the Marine Corps Reserves."[13] Major Peeples's tank company mobilized, boarded buses, and arrived in Camp Lejeune within three days of receiving a phone call to mobilize. A reconnaissance company from San Antonio, Texas, had nearly an identical timeline. There was also a civil affairs group detachment from the Reserves, and augmentation by Reserve officers and enlisted personnel was vital for the 2d MEB staff as well.[14]

The combat service support element was Combat Service Support Battalion 22 (CSSB-22), 2d Force Service Support Group. Initially, Task Force Tarawa also had an aviation combat element, Marine Air Group 29 (MAG-29). The task force deployed with 7,089 Marines and sailors. Upon arriving in Kuwait, however, Task Force Tarawa had to detach MAG-29, thus losing its own organic air assets. The task force also lost formal operational control of CSSB-22 to 1st Force Service Support Group, although its first assigned tactical task in Iraq was direct support of Task Force Tarawa. Thus, by the time the task force crossed the line of departure into Iraq, it was simply a ground maneuver element, not a Marine air-ground task force. It then had roughly 5,800 Marines and sailors.[15]

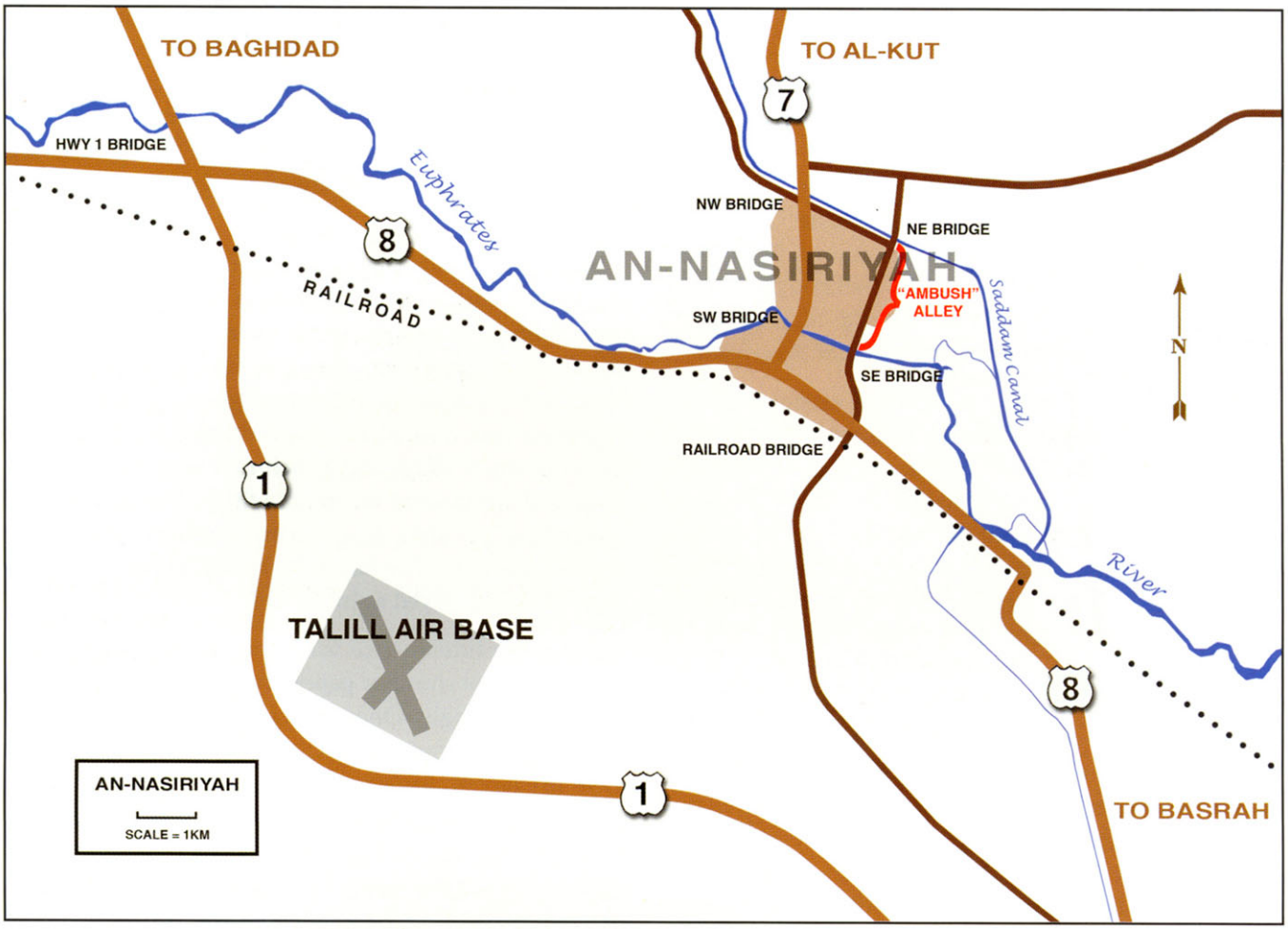
It was not until late December that subordinate commanders of what would become Task Force Tarawa got confirmation that they were indeed deploying as part of that unit. Once the word got out, things happened quickly. For example, Lieutenant Colonel Mortenson, commander of 2d Battalion, 8th Marines, which was originally envisioned as flying to Iraq to become part of 1st Marine Division, found out on 29 December that his battalion was instead sailing as part of 2d MEB. The entire battalion was called off Christmas leave and told to return on 2 January. In formation on the morning of the 3d, the Marines and sailors learned that they would be on ships by 5 January, and there was no way to know when they would be back.[16]

On 6 January 2003, 2d MEB was officially activated. By 9 January, loading began on the ships of Amphibious Task Force East at Norfolk, Virginia, and Morehead City, Wilmington, and Onslow Beach, North Carolina. Amphibious Task Force East shipping consisted of the USS *Saipan* (LHA-2), USS *Bataan* (LHD-5), USS *Kearsarge* (LHD-3), USS *Ponce* (LPD-15), USS *Portland* (LSD-37), USS *Gunston Hall* (LSD-44), and USS *Ashland* (LSD-48), all under the command of Rear Admiral Michael P. Nowakowski, USN. On 15 January, Amphibious Task Force East and Task Force Tarawa sailed for the Persian Gulf.[17]

Two days after sailing, the mission of Task Force Tarawa changed. Initially, it had been to relieve the 1st Marine Division in the Umm Qasr oil fields in the southeastern corner of Iraq, allowing the division to continue driving north toward Baghdad. Task Force Tarawa's new mission was to secure bridges to facilitate the movement of the rest of I MEF north toward Baghdad and to preserve the combat power of 1st Marine Division. Lieutenant General James T. Conway did not want the division, the main effort of the MEF, expending its combat power in seizing and holding bridges and supply routes. Task Force Tarawa, then, would be part of the supporting effort for I MEF. In turn, I MEF was the supporting effort for the main effort, the 3d Infantry Division of the Army's V Corps, which would be advancing on the Marines' left. Thus, Task Force Tarawa's anticipated role was to be the support of the support of the main effort. Few if any anticipated that in performing this mission, Task Force Tarawa would fight one of the defining battles of the campaign.[18]

By the middle of January, 2d MEB was at sea and headed for Iraq. Knowing that fighting skills can degrade while on ship, leaders throughout the task force made plans to maintain as much of their combat proficiency as possible. Each unit conducted on-board training, including live-fire training; physical fitness; small-unit leadership training; nuclear, biological, and chemical warfare defense training; tactical decision games; mission planning; and staff rehearsals.[19]

One concern of Rear Admiral Nowakowski and Brigadier General Natonski during the sea voyage was the passage of four narrow sea lanes. During transits of the Strait of Gibraltar, the Suez Canal, the Strait of Bab-el- Mandeb near the port Aden, Yemen, and the Strait of Hormuz, the brigade assumed a rigid force protection posture, with ships



Map illustration by Vincent J. Martinez

posting robust guard units and Marines manning antiaircraft guns, machine guns, and sniper rifles to guard against possible terrorist attacks at these choke points. Along the way, elements of the task force participated in a one-day tactical air control exercise in Djibouti on 7-8 February using fire support teams and mortars to practice employment of tactical aviation and close air support.[20]

Task Force Tarawa and Amphibious Task Force East arrived at Kuwait Naval Base on 15 February 2003. Over the next three days, the units of the task force off-loaded and occupied their sectors in Tactical Assembly Area Coyote. Task Force Tarawa's camps within the assembly area were named Camp Shoup and Camp Ryan in honor of heroes of the Marines' 1943 Tarawa campaign. Most of the forces traveled from the naval base to their new staging areas by bus, but 2,600 personnel were transported by helicopter, a trip of 95 miles. This airborne movement was conducted as a force protection measure. From mid-February to mid-March, the Marines were able to take advantage of nearly 30 days of zeroing and calibrating weapons, live-fire exercises, and other training at Udari Range Complex and in other areas in Kuwait.[21]

To the Highway 1 Bridge

On 17 March, the task force received its order to move to Assembly Area Hawkins near the Kuwait-Iraq border on 19 March. Brigadier General Natonski's Marines made up the far left flank of I MEF, with 1st Marine Division on its right and V Corps on its left. Available battlespace was limited; in fact, Assembly Area Hawkins was actually located within V Corps' assigned area. In the first day or two of the invasion, Task Force Tarawa was forced to use battlespace "borrowed" from V Corps as it advanced north to accomplish its first mission. That was to secure Jalibah Airfield, on order, to facilitate the establishment of a logistics base, code-named Logistics Support Area Viper. On order, the task force would then conduct a relief in place with elements of the Army's 3d Infantry Division at a key bridge where Highway 1 crossed the Euphrates River about 12 kilometers west of the city of Nasiriyah. This bridge became known as the "Highway 1 bridge."[22]

Planners at I MEF and V Corps headquarters considered Highway 1 a main supply route facilitating the further advance of Coalition forces. However, it was not

enough. If the entire expeditionary force and large elements of V Corps were dependent on this one route, bottlenecking would occur, slowing the advance and leaving Coalition forces densely packed and vulnerable to weapons of mass destruction. Having two axes of advance would give I MEF more freedom of action and keep the enemy guessing. Thus, by 6 February, nine days before Task Force Tarawa came ashore in Kuwait, Lieutenant General Conway and his staff had formulated another mission for Task Force Tarawa: be prepared to secure crossing sites on the eastern side of Nasiriyah.

Nasiriyah was a major population center and was situated, as Brigadier General Natonski put it, at "a confluence of all the Army and Marine forces going into Iraq."[23] A railroad, several highways, and two major waterways converged in or around the city. There were two sets of bridges, or "crossing sites," in Nasiriyah. These bridges spanned the Euphrates River in the southern section of the city, as did the Saddam Canal, which ran along its northern border. The western bridge over the Euphrates (the "southwestern bridge") and the western bridge over the Saddam Canal (the "northwestern bridge") were at either end of a route that would take vehicles through the most built-up, densely populated sector of the city. There was a risk that securing those bridges might involve the task force being drawn unnecessarily into intense urban fighting.[24]

Instead, Task Force Tarawa was to seize the eastern bridge over the Euphrates ("southeastern bridge") and the eastern bridge over the Saddam Canal ("northeastern bridge"). Connecting these two bridges was a stretch of road four kilometers long that Army planners had nicknamed "Ambush Alley" based on the possibility of an ambush of any Coalition forces attempting to use it. Despite the foreboding moniker, few expected determined enemy resistance in Nasiriyah. Resistance by the Iraqi army had been weak to that point, and it seemed significant that the Iraqis had not destroyed the bridges in and around Nasiriyah, a measure that would have been expected of a defending force that planned to offer determined resistance.

The control of the two eastern bridges and Ambush Alley would allow I MEF forces to travel north and northwest along Highway 8, then leave Highway 8 and navigate the eastern outskirts of the city via Ambush Alley and the two eastern bridges. Once over the Saddam Canal, those Marine forces could then turn west, intersect with Highway 7, and travel north in the direction of al-Kut and their next objectives. By seizing and holding these bridges, Task Force Tarawa would allow 1st Marine Division to preserve its momentum and combat power for the bigger fights closer to Baghdad. The desired goal was that the main supply route would be secured, the flow of logistical support to 1st Marine Division would be unhindered, and that Task Force Tarawa would be poised for follow-on combat operations against the enemy farther north.[25]

Intelligence told Brigadier General Natonski and his staff that Nasiriyah was held by the *11th Division* of the Iraqi army and paramilitaries (*Saddam Fedayeen* and *Ba'ath party militia*). The *Saddam Fedayeen* were fanatically loyal to the Hussein regime, though poorly equipped and trained for conventional warfare. They were known as thugs and henchmen who murderously repressed disaffected elements within the regime and threatened or shot Iraqi army soldiers who were unwilling to fight. The *Ba'ath Party Militia* were similarly organized and played a similar role.[26]

American intelligence was aware of the presence of these paramilitaries but generally underestimated their willingness to fight. One intelligence estimate predicted that the paramilitaries would don their civilian attire and leave the city as American forces approached. Indeed, there had been little Iraqi resistance to that point. Some have speculated that the Iraqis had been caught off guard by the Coalition invasion due to the lack of a prolonged air assault like that conducted in the initial phase of Operation Desert Storm in 1991. By the time Task Force Tarawa reached Nasiriyah several days later, however, the Iraqis had had time to organize a defense. Additionally, the ambush of an Army maintenance convoy in the city hours before the Marines' arrival in Nasiriyah would alert and embolden the Iraqi forces defending the city. It also turned out that there were other Iraqi forces in the area besides the *11th Division, Fedayeen*, and *Ba'ath militia*. Elements of the *51st Mechanized Infantry Division*, some *Republican Guard* forces, and the *Al Quds Division* (local militia loyal to Saddam Hussein's regime) were also in the area. The result was that Task Force Tarawa encountered far tougher resistance at Nasiriyah than anyone on the Coalition side had foreseen.[27]

Despite higher headquarters' lack of emphasis on paramilitaries, there is evidence that some officers at lower levels expected that those enemy formations were precisely the ones that would offer the most resistance. Lieutenant Colonel Brent Dunahoe, commander of 3d Battalion, 2d Marines, and his operations officer, Major Daniel T. Canfield Jr., reasoned that those organizations would lose the most from the overthrow of Saddam

Hussein's regime. In his "Commander's Intent" statement given to his battalion the night before crossing the line of departure in Kuwait and marching toward Nasiriyah, Dunahoe announced that he saw "the enemy's main source of strength in . . . An Nasiriyah as the organized militias and paramilitary forces, such as the Ba'ath Party Militia, the Saddam Fedayeen, and others loyal to Saddam. . . . They have the most to lose in a regime change." Dunahoe predicted that these forces were likely to employ "obstacles, ambush, the employment of Weapons of Mass Destruction (WMD), or asymmetrical attacks." Dunahoe's prognostication, except for the use of weapons of mass destruction, proved accurate.[28]

By the time Task Force Tarawa crossed the line of departure, it was still unclear whether its Marines would have to fight within the city of Nasiriyah itself. Between 15 and 17 March, the plan was revised yet again, and the seizure of the eastern bridges and "Ambush Alley" corridor was changed to a "be prepared to" mission that would only be executed "if the conditions were right," as one major put it.[29]

Task Force Tarawa crossed the line of departure on 21 March and executed four breaching lanes in V Corps' sector. By 1300 on 22 March, it had traveled 150 kilometers to a position north of Jalibah Airfield and east of the intersection of Highways 1 and 8.* To this point, the most vexing obstacle in Task Force Tarawa's advance had been neither the terrain nor the enemy, but the constricted battlespace. The V Corps needed the main north-south road in the sector, so Task Force Tarawa advanced literally cross-country. The Marines actually made far better time than they would have had they been allowed to use the main road, which was literally bumper to bumper with Army refueler trucks. It would have been impassable for Task Force Tarawa.[30]

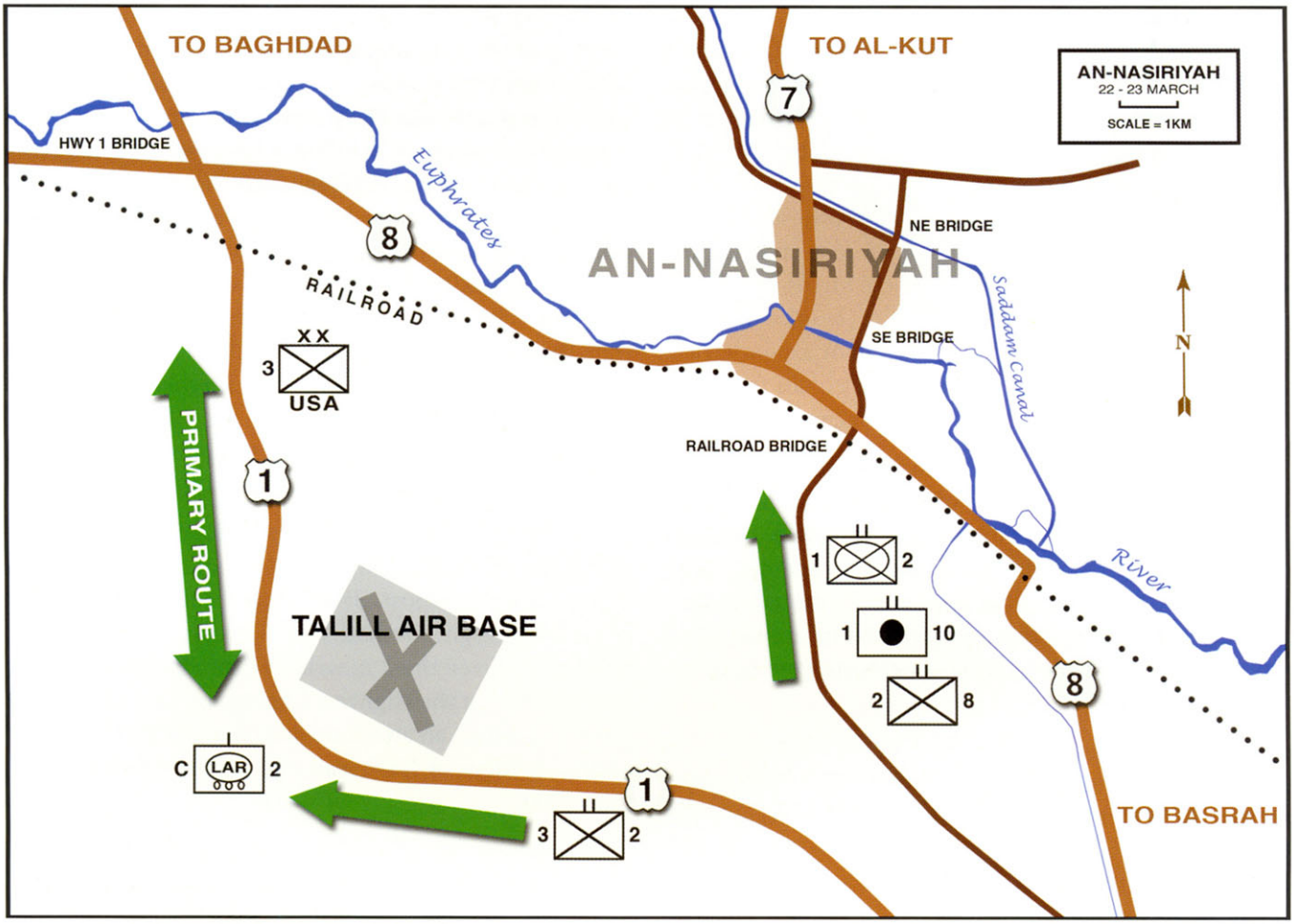
Despite these difficulties, the Coalition advance was ahead of its timetable. During the afternoon of the 22d, elements of Task Force Tarawa received light and inaccurate indirect fire. Counterbattery radar located the targets, and the artillery of 1st Battalion, 10th Marines, responded with two batteries firing a total of 24 dual-purpose improved conventional munitions.** Meanwhile, 2d Battalion, 8th Marines, took 50 enemy prisoners of war who surrendered themselves and their weapons. On the evening of the 22d, Brigadier General Natonski received MEF Fragmentary Order 17, which directed Task Force Tarawa to secure Jalibah Airfield and conduct a relief in place with elements of 3d Infantry Division at the Highway 1 bridge no later than 0500 the next morning, 23 March. Also, the task force was to "be prepared" to secure the bridges on the eastern side of Nasiriyah, with an anticipated time of approximately 1000 the same day. The MEF's Fragmentary Order 17 further informed Natonski and his staff that 3d Infantry Division had "defeated the *11th Infantry Division*," and that the *51st Mechanized Infantry Division* had been defeated as well. This news confirmed in the task force leaders' minds the impression that Nasiriyah would not be an overly difficult fight.[31]

That night, RCT-2 commander Colonel Ronald Bailey received word to attend an orders group at the Task Force Tarawa command post. By the time the meeting ended at around midnight, he had verbal orders for 23 March. Later he received them in written form: first, execute the relief in place at the Highway 1 bridge no later than 0430; second, conduct an attack no later than 0700 to seize the eastern bridges of Nasiriyah and secure them no later than 1000.[32]

Task Force Tarawa had advanced as far it was authorized by this point and was ahead of its schedule. Since the timetable had been accelerated, however, elements of RCT-2 were beginning to feel the strain. The pushed deadlines, constricted battlespace and maneuver room, clogged roads, lack of sleep, and need to refuel all put pressure on Colonel Bailey and RCT-2. Bailey asked for three things: more time, intelligence, and fuel. At this point, most Marines in RCT-2 had gone 24 hours with virtually no sleep. Perhaps more critically, because "lowboy" transport trucks had not arrived to carry the tanks in the cross-country march to Jalibah, fuel was extremely low, especially for the tanks. Brigadier General Natonski, however, could not allow Bailey more time because of the pressure to advance that was coming down from higher headquarters. Though his Marines needed rest, Bailey recalled being told, "Hey, I guess we'll be going on adrenaline."[33] Nor could the Task Force Tarawa staff give him any detailed intelligence information, other than to expect nothing more than small-arms fire. There was also no definite information on refueling, though refuelers arrived several hours later. Bailey needed to get his Company C, 2d LAR Battalion, and 3d Battalion, 2d Marines, to the Highway 1 bridge, 80 kilometers away. He suddenly felt like he had been put under tremendous pressure but consciously told himself, "okay, [we've] got a mission, let's go for it."[34]

** In this study, all times are given in local Baghdad, or "Charlie" time, even though many of the sources use times from the "Zulu" time zone.*

*** Dual Purpose Improved Conventional Munitions (DPICM) refers to a family of artillery projectiles (including the M483A1, M80, and M864 rounds designed for 155mm howitzers) that are particularly deadly. They are designed to explode above the target and release grenade-like submunitions that are effective against both armor and personnel.*



Map illustration by Vincent J. Martinez

In the interest of saving time, Colonel Bailey and his staff decided to forego a meeting with his battalion commanders and instead passed the word to them by radio. The 2d Force Reconnaissance Company, led by Lieutenant Colonel James E. Reilly, dashed ahead to make liaison with the Army's 3d Brigade Combat Team (3d BCT) of the 3d Infantry Division at the Highway 1 bridge. Shortly afterward, Colonel Bailey and Company C, 2d LAR Battalion, took off on a "hell-for-leather" ride to the bridge as well, with 3d Battalion, 2d Marines, following about an hour later. With the northbound lane clogged by hundreds of Army vehicles and at a virtual standstill, Bailey led the convoy northward in the dark, with no lights, often in the southbound lane into what would have been oncoming traffic. At one point, they traveled for some distance off-road. Sleep-deprived Marine drivers had to dodge stalled Army vehicles and halted convoys that had been left parked in the travel lanes with no flashers on. Several Marines on Bailey's staff began referring to the route as "Mr. Toad's Wild Ride" after an amusement park ride and video game popular at the time.[35]

Bailey and elements of 2d Force Reconnaissance Company reached the Army position at the bridge sometime around 0230. At 0430, Company C, 2d LAR Battalion, assisted and guided in by the reconnaissance company, relieved the Army tank company of the 3d Brigade Combat Team that held the Highway 1 bridge.*[36]

Meanwhile, 3d Battalion, 2d Marines, was having difficulty weaving its way through stalled Army convoys. At approximately 0100, the Marines veered to the right and slowed down to pass a convoy stalled on the left side of the road. One Humvee failed to adjust and crashed into the back of a parked Army truck. The driver, Sergeant Nicolas M. Hodson, was killed, and the three passengers—First Lieutenant Dustin P. Ferrell, Lance Corporal Shawn T. Eshelman, and Lance Corporal Bret R. Westerlink—were seriously injured and evacuated by helicopter. As a result of the congestion on the highway,

** The command chronology for the 2d Marines says the relief in place was complete at 0300. Task Force Tarawa's "Chronicle of the Combat Actions at An Nasiriyah" notes that it was complete at 0430, "one half hour ahead of schedule." This time matches with the recollection of LtCol Reilly. LtCol James E. Reilly and SFC Thomas Smith intvw with Col Reed R. Bonadonna, 13Apr03 (Marine Corps Historical Center, Quantico, VA).*

the battalion's movement was delayed by roughly four hours. Nevertheless, shortly after 0700, the battalion established its assigned blocking positions along Highway 8, east of the Highway 1 bridge and facing east.[37]

Though RCT-2 elements were able to accomplish the relief in place on the Highway 1 bridge on time without enemy-inflicted casualties, there were several cases of enemy contact. While clearing the western side of the bridge, the Marines of Company C, 2d LAR Battalion, captured numerous arms and ammunition caches and later shot two Iraqi soldiers who were probing their defensive position. Later that night, elements of 2d Force Reconnaissance Company were moving from the intersection of Highways 1 and 8 eastward along Highway 8 toward Nasiriyah. As they neared a power plant, Lieutenant Colonel Reilly and his reconnaissance Marines received fire from enemy small arms, light machine guns, rockets, and mortars. The Marines killed approximately 20 to 30 Iraqi soldiers while suffering no casualties. As they returned toward the bridge, traveling westward, Reilly and his Marines found and destroyed two trucks carrying armed men and also navigated a recently emplaced obstacle that had not been there earlier. Apparently, the Iraqis had intended to box in and destroy the patrol, ambushing it at the power plant on the eastern side of the box and blocking its escape to the west with obstacles and fire. But they had been too slow in putting together their trap.[38]

As Lieutenant Colonel Reilly and his troops proceeded back to Highway 1, they encountered the Marines of Lieutenant Colonel Dunahoe's 3d Battalion, 2d Marines, occupying their assigned blocking position five kilometers east of the intersection of Highways 1 and 8. Reilly and Dunahoe exchanged intelligence and information that aided Dunahoe's battalion in an engagement later that evening.[39]

Throughout the day of 23 March, 3d Battalion, 2d Marines, consolidated its positions, sent out patrols, and acquired much-needed fuel and rations. At approximately 2000, two vehicles approached the checkpoint of Company L, 3d Battalion, 2d Marines. Six individuals dismounted, and Marines looking through night vision sights believed that the men were carrying rifles. However, because of the presence of U.S. Special Forces, Free Iraqi Forces, and possibly other "friendlies" in the area, the Marines of Company L, under Captain Gerald R. Thomas, did not fire. Moments later, however, mortar rounds began to land near Companies I and K and creep closer to the Marines. There was momentary confusion over whether the rounds were enemy fire or the result of a "danger-close" mission fired by friendly forces in support of the rifle companies. As leaders confirmed that the mortar fire was enemy-directed, Marines from Company L engaged one of the vehicles with a Raytheon/Lockheed FGM-148 Javelin antitank missile at a range of 600 meters. The Javelin missile destroyed the vehicle, and Marines engaged the other vehicle with a .50-caliber sniper rifle. The battalion used 81mm illumination rounds to attempt to locate the hostile mortars, and the battalion air officer, Captain Harold W. Qualkinbush, called upon a section of two Bell AH-1W Cobra helicopters to reconnoiter the area. Using its infrared sights, the Cobras located two abandoned mortar tubes still radiating infrared energy about 1,500 meters east of the battalion and just north of the Euphrates River. As soon as the sound of the Cobras' rotor blades filled the night air, the Iraqi mortarmen scattered, and the mortars ceased firing. Marines later found two abandoned vehicles with more than 140 rifles, 9 machine guns, 8 rockets, ammunition, and other supplies. They destroyed them all with demolition charges.[40]

23 March—Into the City

While 3d Battalion, 2d Marines, and the light armored reconnaissance company were effecting the relief in place on the Highway 1 bridge, the rest of RCT-2 was attempting to refuel and preparing to resume its march north to seize the bridges on the eastern side of Nasiriyah. Prior to MEF Fragmentary Order 17, the requirement to seize the eastern bridges was only a "be prepared to" mission. Task Force Tarawa had done extensive planning for this anticipated mission. However, there was some thought among the battalion commanders and brigade staff that if these bridges and the city were strongly held, then RCT-2 would just secure Jalibah Airfield and make sure that the Highway 1 route was open for 1st Marine Division to pass through. As Brigadier General Natonski recalled, "our intent was never to get involved in the urban area." The last thing he wanted to do was "get bogged down" in a house-to-house fight.[41] Even if there was only light resistance, the plan was to take only the easternmost bridges rather than directly entering the more built-up area around the western bridges and the route that went straight into the heart of the city. Commanders throughout RCT-2 understood that a house-to-house urban fight was not desired. As Lieutenant Colonel Rickey Grabowski recalled, if "the enemy situation in Nasiriyah was more permissive vice nonpermissive . . . there was a good chance we could go up there to seize the bridges in order to open that Route 7." As it turned out, "the night before the attack, we got the word that we were going to push to go seize the

bridges. . . . I'm not certain what . . . the intel[ligence] at the higher level was, whether it was permissive or nonpermissive, but we got the order to continue in the morning to seize those bridges."[42]

In the early hours of 23 March, the Marines still anticipated only light resistance in Nasiriyah. Moreover, it seems clear that when the mission to seize the eastern bridges was changed from a "be prepared to" to an "execute" mission, this news did not reach all the commanders in the regimental combat team. Units including 1st Battalion, 2d Marines, 2d Battalion, 8th Marines, and other elements were moving north toward the bridges by 0300, with 1st Battalion, 2d Marines, in the lead. Lieutenant Colonel Grabowski, commander of 1st Battalion, 2d Marines, was one who had not gotten the word, believing that the only stated mission was to defend Highway 1. As the morning progressed, however, and as 1st Battalion, 2d Marines, and other RCT-2 elements began to make enemy contact, an even greater sense of urgency was imparted from senior commanders to Brigadier General Natonski and then to the regiment and the battalions. Natonski was told that within "several hours" of his task force taking the bridges that 1st Marine Division would be coming through. Grabowski recalled that "it wasn't until we got up to our first engagement, which was southeast of the city, where we received medium machine-gun fire and we were also receiving artillery and mortar fire that we were basically . . . told that hey, they needed the bridges because we had two regimental combat teams that were going to pass through that day."[43]

Just before 0600, Colonel Bailey ordered Lieutenant Colonel Grabowski's 1st Battalion, 2d Marines, to move north from its assigned position at the 20 northing line to the 22 northing to make room for the emplacement of the artillery of the 1st Battalion, 10th Marines.[44] Grabowski's battalion was in the lead because it was the battalion that had mechanized assets—its Marines were mounted on tracks, and it had the tank company attached to it. Behind 1st Battalion, 2d Marines, and initially behind the artillery, was Lieutenant Colonel Royal Mortenson's 2d Battalion.

The lead element for 1st Battalion, 2d Marines, was Combined Anti-Armor Team 1. Each battalion formed a Combined Anti-Armor Platoon from elements of its Weapons Company. These "CAAT" platoons were ad hoc, task-organized elements that included vehicle-mounted heavy machine gun and anti-armor assets. Typically, each CAAT platoon included eight "TOW vehicles" (Humvees specially designed to mount the Hughes M220 Tube-Launched, Optically Tracked, Wire Guided Missiles); seven Humvees mounted with either .50-caliber machine guns or MK19 grenade launchers; and one FGM-148 Javelin missile section with eight missile systems. These combined anti-armor platoons were divided into two sections, CAAT Team One and CAAT Team Two.[45] In 1st Battalion, 2d Marines, the combined anti-armor platoon commander was First Lieutenant Brian S. Letendre, who also personally led CAAT Team Two. Letendre's CAAT Team One was led by Staff Sergeant Troy F. Schielein.

Photo by LCpl Gordon A. Rouse

Marines in Nasiriyah mounted on a High Mobility Multi-Wheeled Vehicle (Humvee) designed for the M220 TOW missile launcher and also mounted with a Fabrique Nationale M240G 7.62mm machine gun.

Next in the line of march for 1st Battalion, 2d Marines, was Team Tank, consisting of two platoons of tanks and one platoon of track-mounted infantry from Company B. Then came the Forward Command Post, 81mm mortar platoon, Team Mech (two platoons of track-mounted infantry from Company B and one platoon of tanks), Company A (track-mounted), and Company C (track-mounted). Bringing up the rear of the column were the Main Command Post, logistics trains, and Combined Anti-Armor Team 2.[46]

Besides the Humvees belonging to Combined Anti-Armor Team 1, the vanguard of the regimental combat team was the tank company led by Major William Peeples, the city planner and former logistics officer from Indiana, and Gunnery Sergeant Randy L. Howard, a tanker and veteran of the first Gulf War. Most officers in the regimental combat team and Task Force Tarawa staff understood the value of tanks in urban terrain. By the end of the day, they would never forget it.

About 13 kilometers south of Nasiriyah, Major Peeples's tank column began receiving small-arms and indirect fire as it passed between two houses. Additionally, challenging terrain made the tanks' overwatch advance

Photo by Joe Raedle, courtesy of Maj William P. Peeples

An M1A1 Abrams tank belonging to Company A, 8th Tank Battalion, and a FMC AAV-7A1 Amphibious Assault Vehicle attached to Company C, 1st Battalion, 2d Marines, were among the first units to traverse "Ambush Alley" on 23 March.

technique difficult. One tank bogged down in swampy ground and had to be pulled out by a retriever. The rest of the column was taking fire, pausing to engage enemy targets, and calling in mortar fire and artillery support from 1st Battalion, 10th Marines, which had two batteries firing by 0700.[47]

Shortly after getting all of his tanks back on the road, Major Peeples observed a smoking and damaged Humvee headed south in his direction. In the vehicle were three soldiers, including Captain Troy K. King, U.S. Army, commander of the 507th Maintenance Company, attached to a MIM-104 Patriot missile battery. Having been traveling for approximately 36 hours, the company had mistakenly veered off Highway 8 and then turned toward the city into enemy-held territory. It had entered the city, crossed the Euphrates and the Saddam Canal, turned west on Route 7, reversed course, passed to the east of the eastern Saddam Canal bridge that it had crossed earlier, reversed course again, and finally turned south to retrace its steps through Ambush Alley. As it was traveling south, it ran a gauntlet of fire from the Saddam Canal to well south of the Euphrates River bridge. The shaken captain told Peeples that he had taken casualties and that much of the rest of his company was pinned down to the north in need of rescue and medical assistance.

Peeples decided to take his entire company north to assist the ambushed soldiers and informed personnel at the 1st Battalion, 2d Marines, command post. Along the way, Team Tank, Combined Anti-Armor Team 1, and two tracked vehicles from Company A ran into Iraqi resistance and destroyed some enemy artillery, one tank, and some antiaircraft weapons. With the help of two AH-1 Cobra helicopter gunships that were on their way south to Basra and another supporting attack by a pair of Boeing F/A-18 Hornet jets, Peeples and his men were able to rescue 10 stranded soldiers of the 507th, including four who were wounded. Some members of the 507th had already been killed. Others were captured, including Private First Class Jessica D. Lynch, whose story would soon attract international attention.[48]

Major Peeples's company's rescue of the 507th had burned up time and, more importantly, fuel. He therefore had to take his tanks back to the rear of the column to be refueled. The pump on the refueler was broken, so each tank had to be "gravity-fed," a process that took about 15 minutes per vehicle. For the rest of the march into Nasiriyah, then, the RCT-2 column would not be led by Team Tank, as Lieutenant Colonel Grabowski and his staff had planned, although a platoon of partially refueled tanks later did return to the head of the column.[49]

At some point in the midst of these events, Brigadier General Natonski arrived near the head of the regimental combat team's column in a helicopter. Colonel Bailey had also returned from the position of the 3d Battalion, 2d Marines, near the Highway 1 bridge to the west. Natonski attempted to enhance his situational awareness and was concerned about the apparent delay. He too encountered Captain King of the lost convoy and was dismayed and astounded at his story. The fate of the 507th confirmed to him the need to seize the vital bridges leading into and out of Nasiriyah as quickly as possible, and Colonel Bailey agreed. Since the Iraqis now knew that American forces were in the area, they might try to destroy those bridges. There were also indications that more soldiers of the

Photo by Eric Feferberg, courtesy of Maj William P. Peeples
As Marines of Task Force Tarawa advance into combat in Nasiriyah on 23 March 2003, a sign "welcomes" them to the city.

507th were still stranded in the city. Natonski pulled Grabowski aside and said, "Rickey, you have to do whatever you can to find those missing soldiers. They would do it for us, and we need to do it for them." As Natonski was leaving, Bailey looked directly at Grabowski and asked if he needed anything. Grabowski replied firmly, "Sir, we will get the bridges."[50]

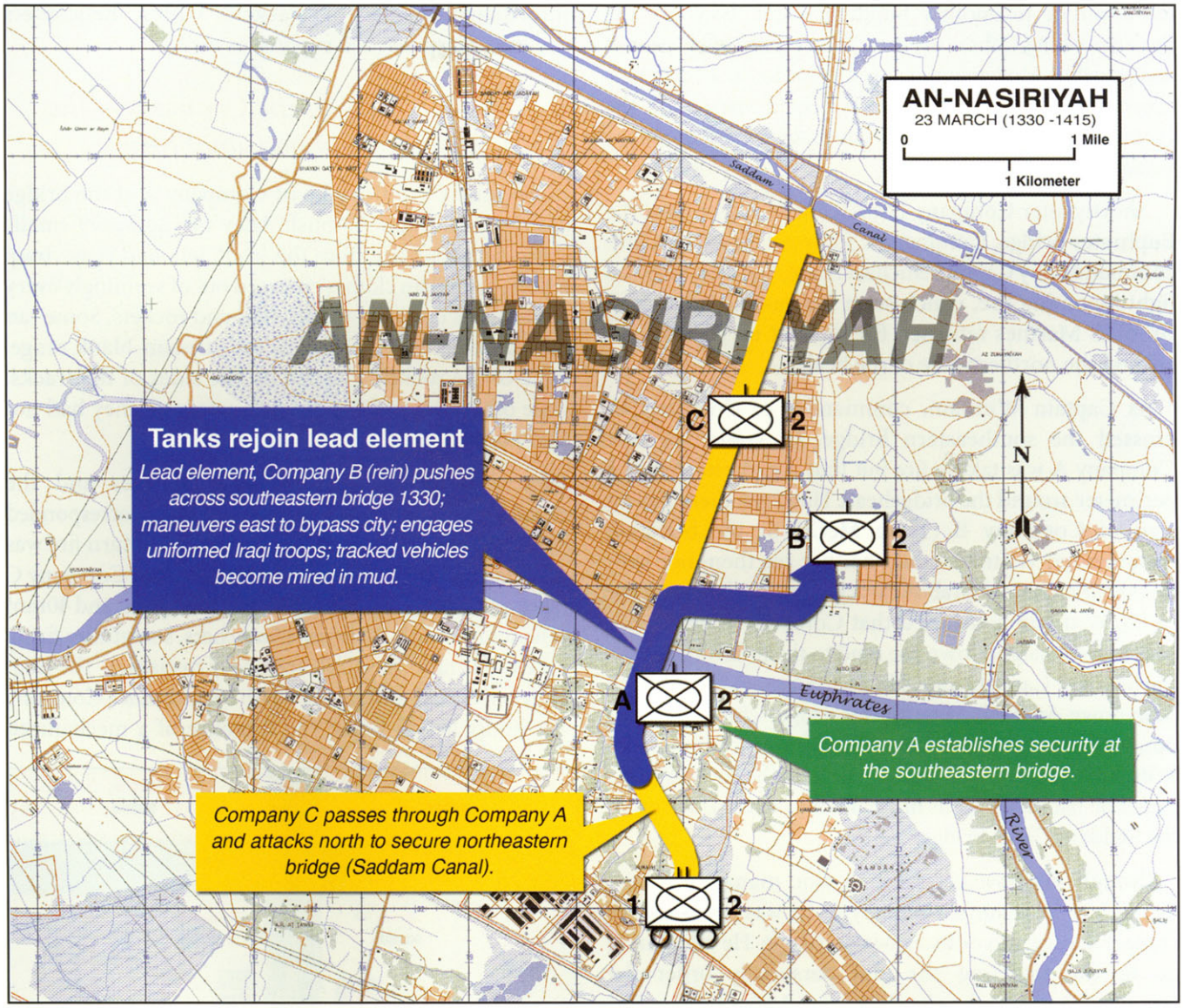
Lieutenant Colonel Grabowski's battalion resumed the march north around 0800 with a renewed sense of urgency. With Team Tank in the rear being refueled, and with significant resistance expected ahead, it traveled two companies abreast. On the right was Team Mech (Company B, track-mounted), minus the tank platoon, which was also refueling. On the left were the three track-mounted platoons of Company C. Company A and the rest of the regimental combat team followed behind as before.[51]

About three kilometers south of the city, the battalion approached a bridge that spanned a railway underpass. To cross it, the battalion redeployed into column formation, with Team Mech in the lead, followed by Company C. At that point, Staff Sergeant Troy Schielein, leader of Combined Anti-Armor Team 1, reported seven to nine Soviet-style enemy tanks in the underpass to his front, along with 40 to 50 dismounted infantry. Some of the tanks had no engines and were effectively only "stationary pillboxes."[52] Others were mobile and attempting to use the bridge itself for cover. Walking among his vehicles, Staff Sergeant Schielein identified targets and directed the fire of his TOW and Javelin missiles. He later credited Corporal Joshua C. McCall with destroying five tanks and Sergeant Edward Palacios Jr. with destroying three. Many of the enemy tanks, because they were so low in the underpass, could not elevate their tubes enough to engage the Marines at the bridge. Lieutenant Colonel Grabowski had already sent his executive officer, Major Jeffrey D. Tuggle, to the refueling point to find out what was taking so long to refuel the tanks. Shortly after Tuggle's arrival, Major Peeples sent one platoon, partially refueled, back into the fight.[53]

The refueled tank platoon belonging to Team Mech roared back to the head of the column as Team Mech led the battalion into the city, followed by Lieutenant Colonel Grabowski's command group, Company A, and then Company C. Grabowski intended for Team Mech to cross the southeastern bridge, then turn right and flank out to the east. Continuing straight down the road after crossing the bridge would have taken them right into Ambush Alley. In case of heavy resistance, Grabowski's plan was for Company B or Team Mech to cross the bridge, turn right, and head north again, traveling along a route parallel to and to the east of Ambush Alley. Company A, close behind, would secure the bridge by setting up a perimeter and checking for explosives. Company C would follow in trace of Team Mech. Team Mech would then establish a base of fire southeast of the Saddam Canal bridge, which would support Company C as it secured that crossing.[54]

It was a solid plan, but it was at this point that things began to go wrong for 1st Battalion, 2d Marines. So far the battalion had overcome every obstacle. The rescue of the 507th had caused delays, as had the shortage of fuel. Small-arms fire, indirect fire, and enemy tanks had also temporarily slowed the advance, but the Marines had surmounted each of these situations without sustaining further American casualties. Friction and the fog of war, however, were about to take their toll. As Team Mech crossed the bridge at about 1230, it began to take small-arms fire and poorly directed rocket fire. The lead elements—tanks that were buttoned up and therefore had poor visibility—missed the first turn to the right. They managed to make the second turn and to travel a few hundred meters east. The entire company then began to

Photo by Joe Raedle, courtesy of Maj William P. Peeples
Marines move into Nasiriyah on a FMC AAV-7A1 Amphibious Assault Vehicle on 23 March 2003. This picture was taken south of the southeastern bridge.



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turn northward as planned and fan out into a relatively open field. The terrain looked passable, but the initial appearance was deceptive. Just below a 6- to 12-inch crust was a thick, gooey layer of silt and sewage several feet deep. The first tank suddenly sank to its axles. Soon other tracks and Humvees got stuck as well. Team Mech continued to take fire as its Marines tried to extricate the stuck vehicles and make their way to the Saddam Canal bridge.[55]

To make the situation worse, Team Mech and Lieutenant Colonel Grabowski, who was with the company, lost virtually all communications. There was too much chatter on the radio nets, and the buildings in the city, as well as high-tension power lines, disrupted line-of-sight communications. The artillery liaison officer had no communications with the artillery; the battalion air officer, Captain A. J. Greene, had almost no communications; and Grabowski was desperately trying to reach Captain Daniel J. Wittnam, the commander of Company C.* He wanted to tell him not to follow him as previously planned. Advancing across the eastern salt flats to bypass Ambush Alley was clearly not going to work and would only slow the battalion's momentum. Eventually, Team Mech's forward air controller, Captain Dennis A. Santare, was able to get air support from AH-1 Cobra helicopters to suppress the fire being directed at the Marines from flat rooftops around them. The enemy fighters were using "shoot and scoot" tactics—briefly exposing themselves on a rooftop, in a window, or a doorway long enough to fire, then darting

** Some participants later noted that elements of 1st Battalion, 2d Marine, had degraded communications ability well before reaching the Euphrates bridge, in some cases even before crossing the line of departure. See comments by Hawkins and Barry in LtCol Donald S. Hawkins, Maj Craig H. Streeter, Maj Matthew R. Shenberger, and GySgt Kevin Barry intvw with Fred Allison, 13Oct06 (Marine Corps Historical Center, Quantico, VA), transcript, p. 12.*

for cover or to another building. Later, however, the presence of the Cobras overhead made that tactic less and less possible. Movement exposed them to the helicopters' observation and fire. The Cobras helped Marines on the ground identify targets and locate Iraqi fighters that they could not see themselves.[56]

Shortly after Company B, or Team Mech, crossed the Euphrates bridge, Company A followed. This company, commanded by Captain Michael A. Brooks, also received light incoming fire, which soon increased a great deal. Brooks's Marines returned fire and set up a perimeter around the northern side of the bridge.

As Captain Wittnam, commander of Company C, crossed the southeastern bridge, he could see that Company A was taking fire but that it had established a perimeter around the bridgehead. However, there was no sign of Company B (Team Mech) or the battalion commander. Wittnam could neither see them nor hear Lieutenant Colonel Grabowski trying to reach him on the radio. Wittnam concluded that Company B must have proceeded straight down the road to the final objective—the Saddam Canal bridge. He decided to do the same, to dash down Ambush Alley for the bridge, which, it turned out, was exactly what Grabowski now wanted him to do. Wittnam's decision was logical based on the commander's intent he had received, as his main objective was to secure the Saddam Canal bridge.[57]

Though Grabowski still had not managed to get through to Wittnam's Company C, he was again able to contact his executive officer, Major Tuggle. He told him to go to the refueling site and personally order the remaining tanks to the city right away. Major Peeples had already sent one platoon north to help Team Mech, and his last five tanks were still being refueled. Upon receiving Grabowski's order through Major Tuggle, Peeples discontinued refueling with his last tanks only partially filled and began moving north. One of his five tanks broke down almost immediately. Just after crossing the railroad bridge south of the city, his four remaining tanks encountered six Iraqi tanks and destroyed three. Peeples's tanks continued on toward the Euphrates bridge. Seeing that the Company A Marines were dismounted and receiving and returning fire, Peeples halted his tank, dismounted, and asked Captain Brooks what he needed. The tank company commander deployed his tanks according to Brooks's requests, and together the tank-infantry team began to designate and destroy enemy targets. Brooks's Marines continued to take heavy fire, but not a single man in Company A was seriously wounded. With the presence and fire of the tanks, the Iraqi fire immediately began to slacken. Cobra helicopters provided much-needed support as well.[58]

The Ordeal of Charlie Company—The Eastern Saddam Canal Bridge

Company C continued past Company A at the bridge and raced through Ambush Alley taking heavy small-arms and rocket fire from the front, left, and right. Iraqi fighters in civilian clothes emerged out of seemingly every window and doorway to fire rifles and rockets. Some ran into the street with rockets to fire at point-blank range. Some of the rockets glanced off the sides of the tracks, while others hit and did not detonate, as if they had not been properly armed before being fired.[59]

The response of Company C's Marines and the amphibious assault vehicle drivers with them corresponded exactly to their training. First, the Marines' return fire was accurate and heavy. Marines in every track in Company C responded with rifles, .50-caliber machine guns, and 40mm grenades from MK19 grenade launchers, sometimes firing at the cyclic rate. They inflicted heavy casualties. The Iraqi soldiers who had waylaid the 507th Maintenance Company only hours before found the response of a mechanized

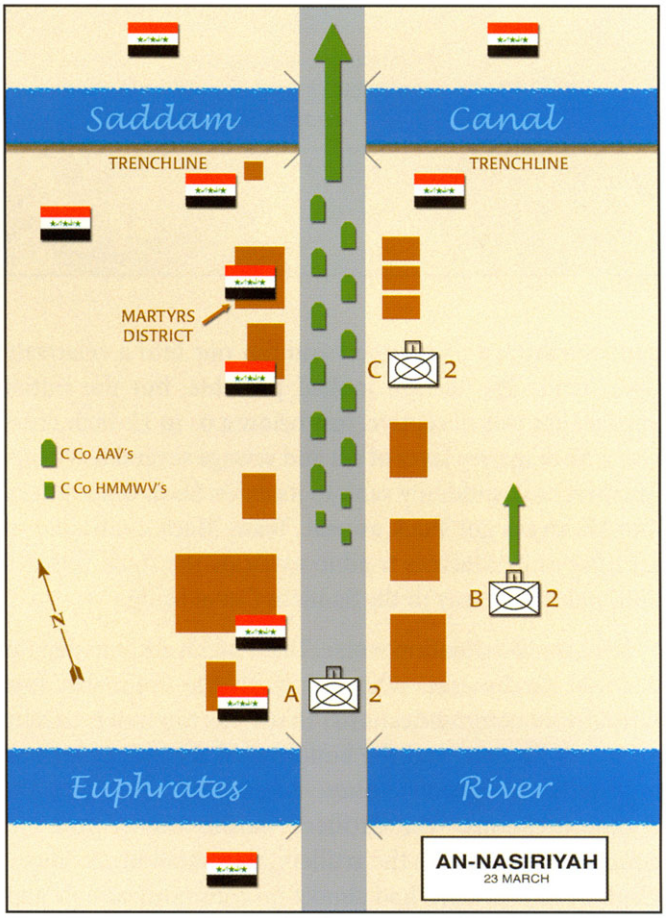

Illustration by Vincent J. Martinez

Battle of An-Nasiriyah