

Consolidating a Foothold

*FIRST NIGHT AT AGAT*¹

The day had not gone well for the enemy's *38th Regiment*. Most of the men in the two *1st Battalion* companies that had tried to hold the Agat beach defenses were dead by noon, including the commander of *1/38* who was killed as he led his headquarters and reserve elements in a "*Banzai*" counterattack against 4th Marines assault troops. The guns of the two artillery batteries that had fired in direct support of the beach defenses had been demolished by naval gunfire and air bombardment. Only a few members of the gun crews survived the destructive fire.

On the northern flank of the beachhead, the 22d Marines had wiped out forward elements of *2/38* that tried to hold Agat. Most of the units of the enemy battalion were still intact, however, when darkness fell. Since the battalion commander had lost contact with regimental headquarters at about 1200, he had little knowledge of how the battle was going except on his own front, where it was going badly.

To the south of the Marine positions,

¹ Unless otherwise noted the material in this section is derived from: *1st ProvMarBrig WarD*; *1st ProvMarBrig URpts*; *22d Mar Jnl*; *1/4 WarD*; *3/4 WarD*; *6th TkBn SAR*; *77th InfDiv* and *1st ProvMarBrig NGF LnOs Rpts to CGFMFPac*, variously dtd 14-24Aug 44; *GSDF Study*; Myers, *Ours to Hold it High*.

the *8th Company* of *3/38* was committed early on W-Day to reinforce the *1st Battalion* platoons that had tried to hold Hill 40 and Bangi Point. The remainder of the *3d Battalion*, spread out through a defensive sector stretching to Facpi Point and beyond, was assembled by its commander by mid-afternoon, ready to move against the American beachhead. Marine intelligence officers considered the situation was ripe for a Japanese counterattack—and a counterattack was coming.²

From his command post on the slopes of Mt. Alifan, Colonel Tsunetaro Suenaga had seen the Americans overwhelm his defenses along the island shore. The resulting swift inland advance of Marine infantry and tanks threatened to make a mockery of the attempt by the *38th Regiment* to hold the Agat sector unless the Japanese commander regained the initiative. Suenaga, who felt that his only chance to retrieve the situation lay in an all-out counterattack, gave orders for his

² Contemporary intelligence studies by the brigade and IIIAC located *3/38* in reserve in the Agana area on W-Day. This error was repeated in text and maps in both Lodge, *Recapture of Guam*, and Crowl, *Marianas Campaign*. The best Japanese account of the battle, the *GSDF Study*, correctly places the battalion in the Agat sector and sheds fresh light on conflicting evidence of 1944, which was the basis of the original order of battle information.

battalions to prepare for a three-pronged assault against the center and both flanks of the 1st Brigade position. By word of mouth and runner, all *1st Battalion* survivors of the day's battles were ordered to assemble at regimental headquarters.

At about 1730, Colonel Suenaga telephoned the *29th Division* CP to inform General Takashina of his counterattack plans. At first, the general refused permission for the attack because the regiment had been "badly mauled during the day,"³ but finally, in view of the overall battle situation, he reluctantly authorized the assault.⁴ Takashina cautioned the colonel, however, to make plans for reassembling his men following the counterattack in order to continue the defense of Mt. Alifan. Doubt about the outcome of the attack was obviously shared by Suenaga, who, soon after this call, burned the colors of the *38th Regiment* to prevent their capture.

The pending Japanese counterattack was fully anticipated by General Shepherd's veteran troops. All along the Marine front lines as darkness deepened, company and battalion mortars

registered their fire along possible avenues of approach. Taking position offshore, gunfire support ships checked into the control nets shared with the liaison officers and spotter teams. The six pack howitzer batteries of the Brigade Artillery Group made preparations for their part in the night's proceedings.

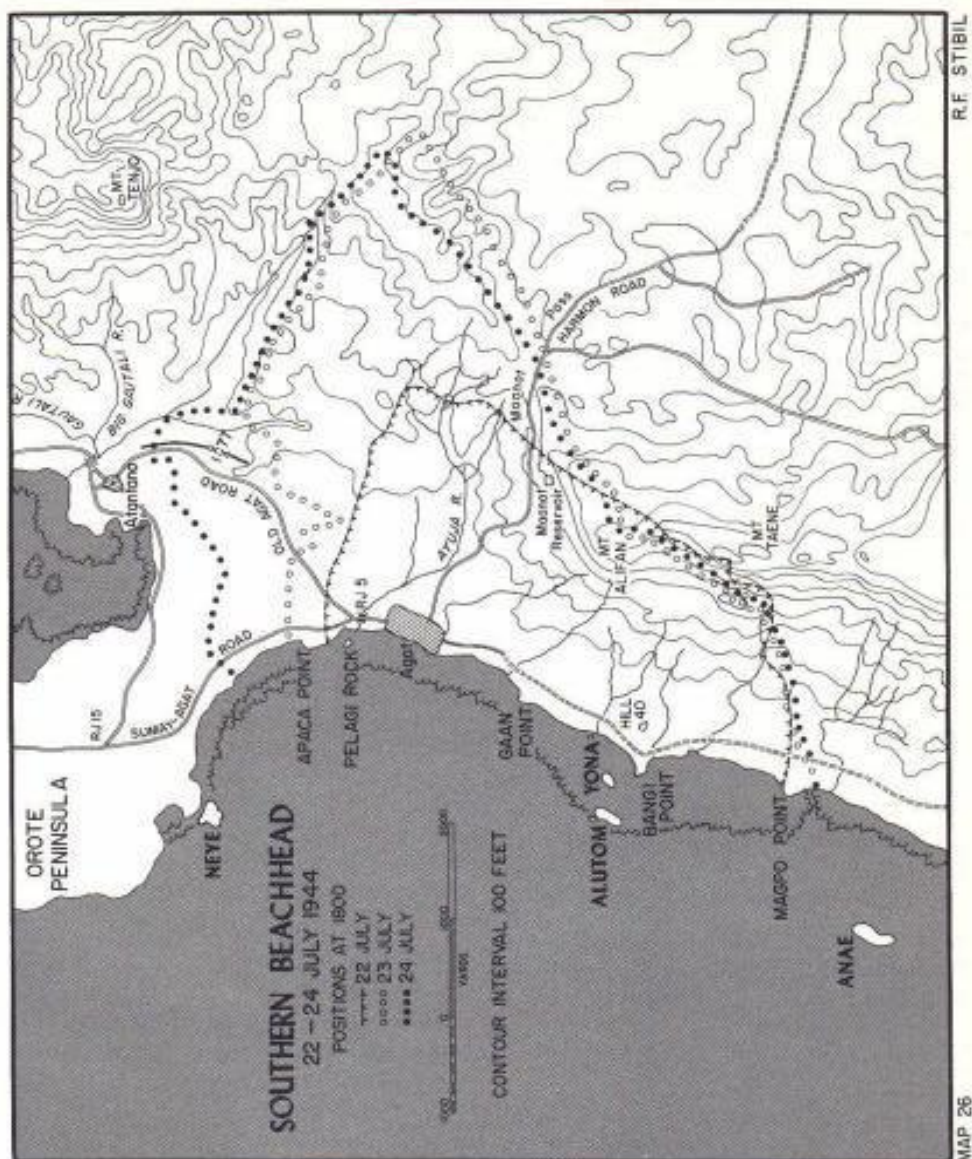
The early hours of the evening were tense but quiet. Occasional brief flare-ups of firing marked the discovery of enemy infiltrators. Finally, just before midnight, a flurry of mortar shells burst on the positions of Company K of 3/4, on the right flank of the brigade line. Japanese infantrymen, bathed in the eerie light of illumination flares, surged forward toward the dug-in Marines. The fighting was close and bitter, so close that six Marines were bayoneted in their foxholes before combined defensive fires drove the enemy back.⁵

This counterattack was but the first of many that hit all along the beach-head defenses during the rest of the night. Illumination was constant over the battlefield once the Japanese had committed themselves; naval gunfire liaison officers kept a parade of 5-inch star shells exploding overhead. Where the light shed by the naval flares seemed dim to frontline commanders, 60mm mortars were called on to throw up additional illumination shells. The attacking enemy troops were nakedly exposed to Marine rifles and machine

³ *GSDF Study*, p. 151.

⁴ A Marine officer, well acquainted with the Japanese accounts of this action and the personalities involved, commented: "In my judgement, permission to launch this piecemeal counterattack was given because the 38th Japanese Regiment was isolated and on the extreme right flank of the American landing (Japanese left flank). As this regiment was isolated and therefore not available to the overall attack which was planned for later, the Division Commander gave his permission, with hopes of turning the American flank or at least delaying the inland movement of the 1st Marine Brigade." *Metzger memo*.

⁵ Bevan G. Cass, ed., *History of the Sixth Marine Division* (Washington: Infantry Journal Press, 1948), p. 15, hereafter Cass, *6th MarDiv History*.



guns and the lethal bombardment directed by forward observers for heavier supporting weapons. The carnage was great, but the men of the *3d Battalion, 38th Infantry* kept trying to break through the American lines.⁶

Hill 40, 300 yards inland from Bangi Point, became the focal point of the *3/38* attack. The platoon of Company K holding the small rise was hard pressed and driven out of its positions twice, but rallied each time, counter-attacked, and recovered its ground. Similar dogged efforts by Major Hoyer's men kept the remainder of the *3/4* defenses intact, but when small arms ammunition ran low in the forward holes, the Marines reserved their fire for sure targets. The defensive fusillade, however, had accomplished its purpose; there were few Japanese left alive in front of Company K.

In the confusion of the fighting, small groups of the enemy, armed with demolition charges, made their way through the lines headed for the landing beaches. Some of these Japanese stumbled into the night defensive perimeters of the 1st and 2d Battalions of the 305th Infantry; those that did were killed by the alert soldiers. Other Japanese made life miserable for the Marine artillerymen that were firing in

support of the frontline troops. As one battery executive officer recalled:

By 0130, we were up to our necks in fire missions and infiltrating Japanese. Every so often, I had to call a section out for a short time so it could take care of the intruders with carbines and then I would send it back into action again.⁷

Explosive-laden parties of enemy soldiers got as far as the beach road, where they disabled two weapons carriers and three LVTs before they were gunned down. A platoon from the Ammunition Company, 5th Field Depot intercepted and killed 14 Japanese headed for the brigade ammunition dump.⁸ The 4th Marines Tank Company also had a rough night with infiltrators; 23 were killed in and around the service park.

Not all the Japanese that found their way into the rear areas of the brigade came through the thinly spread positions on the south flank of the beachhead. A few filtered through the 22d Marines lines on the north, and others were offshoots of the force that attacked the 4th Marines units dug in on the lower slopes of Mt. Alifan. Here, where Colonel Suenaga was in the forefront of the assault troops, the Japanese made an inspired effort to break through to the beach, but in vain. In the course of the fighting the enemy commander himself was killed.

Japanese probing attacks began hitting all along the lines of *1/4* shortly before midnight, but the fire fights that developed were just preliminaries to

⁶ A Japanese prisoner taken on Guam aptly described the attacking troops' dilemma in a situation that occurred frequently on the island, noting: "We had been thinking that the Japanese might win through a night counter-attack, but when the star shells came over one after the other we could only use our men as human bullets and there were many useless casualties and no chance of success." Quoted in CominCh, *The Marianas*, Chap 3, p. 13.

⁷ Capt Benjamin S. Read ltr to Capt Orlan R. Lodge, dtd 3Jan52, quoted in Lodge, *Recapture of Guam*, p. 55.

⁸ *5th FldDep SAR*, p. 7.

the main event. At about 0230, the rumble of tanks was heard above the din of battle by the Marines guarding Harmon Road. A hurry-up call for Marine tanks was sent to the 2/4 CP, where a platoon of the regimental tank company was on alert for just such an eventuality. First two and later the remaining three mediums of the platoon moved up to the area where Company B held blocking positions on the road. At 0300, Marine infantry and tank machine guns opened up on a column of Japanese light tanks as they approached the American lines. When tracers located the targets, tank gunners and a bazooka team close by the roadside opened fire at pointblank range. The first two enemy tanks were hit by rockets before the bazooka gunner was cut down by the return fire. The 75s of the Shermans also hit both lead tanks and two others besides. Helped by the light of burning tanks and the flares which sputtered overhead, the men of Company B beat back the Japanese infantry that had accompanied the abortive tank thrust.

To the right of the Harmon Road positions, Company A had a hard night-long struggle to hold its ground against the Japanese troops that repeatedly charged down the heavily wooded slopes of the mountain. But the Marines did hold, despite casualties that reduced one rifle platoon to a strength of four able-bodied men.⁹ By dawn, the worst part of the night's

battle to hold the center of the brigade line was over. As the sun came up, a Japanese tank was spotted well up in the mountain pass near the Maanot Reservoir. A Marine Sherman, one of those that had helped repulse the night's attacks, fired four armor-piercing shells at a range later figured at 1,840 yards, and scored two hits, setting the tank afire.

Marine tanks, sharpshooting or otherwise, were not needed on the northern flank of the perimeter during the night's fighting. Although there was a constant drumfire from enemy infiltration attempts all along the 22d Marines lines, there was no all-out effort by the Japanese, since the commanding officer of 2/38 had received no orders to join in the counterattack of his regiment. Only his *6th Company*, which was positioned near Maanot Pass, got caught up in the *38th Infantry* attempt to break through the Marine lines. As a consequence, Company G on the right flank of the lines of 2/22 had a busy night of fighting, killing 30 enemy troops between 0100 and 0500. Bands of infiltrators that did get into the rear areas harassed the 22d Marines CP until daylight, when Colonel Schneider's headquarters troops mopped up the area.

Dawn brought a general cleanup of the surviving Japanese infiltrators throughout the brigade perimeter. Local attacks supported by tanks quickly restored the lines wherever they had contracted for better night defense during the height of the fighting. The brigade lost at least 50 men killed and twice that number wounded during the

⁹ Company A operated with two platoons for the rest of the campaign since replacements were not available. Maj Orville V. Bergren ltr to CMC, dtd 6Jun47, hereafter *Bergren ltr*.

counterattack,¹⁰ but counted over 600 enemy dead within, on, and in front of the perimeter.

After one day and a night of battle, the *38th Regiment* ceased to exist as an effective fighting force. Only its *2d Battalion* was still intact, and it now started to pull back from contact with the 22d Marines and retire toward Orote Peninsula. The dazed and scattered survivors of the counterattack, about 300 men in all, gradually assembled in the woods northeast of Mt. Alifan. There, the senior regimental officer still alive, the artillery battalion commander, contacted the *29th Division* headquarters. He soon received orders to march his group north to Ordot, the assembly point for Japanese reserves in the bitter struggle for control of the high ground that commanded the Asan-Adelup beaches.

BUNDSCHU RIDGE AND CABRAS ISLAND¹¹

There were few members of the enemy's *320th Independent Infantry Battalion* left alive by nightfall on W-Day. Two of its companies, once concentrated in the Chonito Cliff area and the other at Asan Point, had defended the heights

that rimmed the 3d Marine Division beaches. The third rifle company, originally located along the shore east of Adelup Point, had been committed early in the day's fighting to contain the attacks of the 3d Marines. The commander of the *48th IMB*, General Shigematsu, had also committed his brigade reserve, the *319th Battalion*, to the battle for control of the high ground on the left flank of the American beach-head.

According to plan, as soon as the landing area was certain, General Shigematsu assumed command of most of the *29th Division* reserve strength and began its deployment to the rugged hills above the Asan beaches. Elements of the *2d Battalion*, *18th Infantry* plugged holes in the defenses in the center of the Japanese position, where they tangled with the 21st Marines. The *9th Company*, *38th Infantry* reinforced the troops holding the well-concealed emplacements and trenches atop Bundschu Ridge. From positions near Ordot, the *2d* and *3d Battalions* of the *10th Independent Mixed Regiment* were ordered to move out to reinforce 2/18, hard pressed by Colonel Butler's Marines who had seized a lodgement on the cliffs behind Green Beach.

American carrier planes spotted the movement of the *10th IMR* battalions as soon as they began to move out—about 1100. Although the regiment was only 2½ miles from its initial objective, it took most of the long, hot afternoon to reach it. Towards dusk, the leading elements of the *10th* began filing their way up the steep, brush-filled valley between Fonte Plateau and Mt. Macajna. (See Map 27.)

Just about the time that the *10th IMR*

¹⁰ The American casualty total is an estimate based on unit accounts of the fighting. The casualty figures available in contemporary personnel records generally cover a longer period than the time encompassed by the counter-attack.

¹¹ Unless otherwise noted the material in this section is derived from: *3d MarDiv SAR*; *3d Mar Jnl*; *1/3 Jnl*; *2/3 Jnl*; *3/3 Jnl*; *9th Mar R-2 Jnl*, 21Jul-31Aug44, hereafter *9th Mar Jnl*; *21st Mar URpts*, 22Jul-3Nov44, hereafter *21st Mar URpts*; *3/21 Jnl*; *Craig ltr*; *GSDF Study*.

was reaching the relatively open ground along the Mt. Tenjo Road, the *321st* and *322d Independent Infantry Battalions* began moving toward the fighting, too. Leaving one company and a rapid fire gun unit to man its defenses at Agana Bay, the *321st* started south at 2000.¹² An hour earlier, the *322d*, which had 2–3 miles farther to travel, had left Tumon Bay on a forced march for the battlefield.

Using the Fonte River valley as their gateway to the heights, Japanese reserves continued to arrive at their assembly area on Fonte Plateau throughout the night. General Shigematsu, operating from his battle command post in a quarry not far from the road, dispatched reinforcements into the fight as they became available. Repeatedly, as the night wore on, small groups of enemy infantrymen charged out of the brush, hurling grenades and firing their rifles as they attempted to drive the defending Marines off the high ground. Japanese mortar fire tore at the thin American lines throughout these attacks, and casualties were heavy, but the men of the 21st Marines held. The brunt of the assaults fell on 2/21 along its right flank, but Lieutenant Colonel Smoak drew back his right company to the edge of the cliff where it held and beat back all comers.

Helped immensely by the constant flare light overhead, American mortar, artillery, and naval gunfire observers

rained a holocaust on the determined attackers. According to Japanese estimates, during this one night's fighting, 2/18 had two-thirds of its men killed or wounded, 2/10 suffered comparably heavy losses, and 3/10 lost "approximately 200 men."¹³ The remaining attackers drew off at dawn to join forces with the troops that General Shigematsu had called up from Agana and Tumon Bay.

Neither of the battalions of the *48th IMB* was able to make its way up through the Fonte valley in time to have a significant effect on the night's fighting. The *321st* in fact was "thrown into utter disorder"¹⁴ by Marine artillery fire as the battalion struggled upward in the darkness, and was scattered again by strafing carrier aircraft after first light. The *322d Battalion*, which followed, could do little more than move into holding positions in the Fonte area, where it arrived near dawn, and wait for a more auspicious occasion to launch a counterattack. The focus of Japanese efforts to dislodge the Marines now shifted from the center to the left of the 3d Division lines.

The Marines of 2/3 and 3/3 that had seized Adelup Point and Chonito Cliff had a precarious hold on their prize terrain. Early in the morning, the men of the *319th* and *320th Independent Infantry Battalions*, who had lost the positions on the 21st, tried to win them back by an all-out counterattack. The situation was serious enough for Colonel Hall to commit all his strength and, at 0605, to request reinforcement from

¹² Convinced that Agana Bay remained a logical landing point for the Americans, the Japanese were reluctant to completely denude its defenses. In addition to the infantry that remained, naval troops continued to hold reserve positions at Tiyan airfield and in the vicinity of the ruins of Agana.

¹³ *GSDF Study*, p. 153.

¹⁴ *Ibid.*, p. 154.

the division reserve. One company of 1/21 was ordered to report to the 3d Marines immediately, the shore party on the Red Beaches was alerted to back up the lines on the left, and priority of air support was given to the 3d Marines. Offshore the fire support ships that had illuminated and fired harassing fires in the Agana area all night were anxious to give all the help they could, but the enemy was too close to the Marine lines. The commander of the destroyer *McKee* could see Japanese troops attacking the men on Chonito Cliff, but could not obtain permission to fire from control parties ashore.¹⁵

While some Japanese units made frontal attacks on the Marine positions, others found their way along the dry stream bed that cut between Adelup Point and the looming cliffs. These attackers moved through the 3/3 command post area and began climbing the slopes in the rear of the Marine foxholes. Fire from Lieutenant Colonel Houser's headquarters troops and from supporting LVTs eventually stopped this thrust and eliminated the remaining Japanese that had penetrated the lines.¹⁶ By 0830, the enemy had started to withdraw and the threat of the counterattack was ended. On the heels of the retreating Japanese, the Marines began to advance but the enemy was able to throw up an almost impenetrable barrier of artillery, mortar, and small arms fire.

The nature of the Japanese counterattacks, and of the terrain that gave them added impetus, provided the pat-

tern for the American response. Originally, the 3d Division had scheduled a three-regiment attack for 0700 on the 22d. Now the 21st Marines held fast, since any advance would dangerously expose its left flank. The 3d Marines had to come abreast of the 21st to make a concerted advance possible. The key to that advance appeared to be possession of Bundschu Ridge. Until the 3d Marines could win its way to the top of this well-defended salient, there could be little progress on the left or center of the 3d Division lines.

The situation was different on the right, where Colonel Craig's regiment fought its way into the flats beyond Asan Point and eliminated most of the defending company of the *320th Battalion* in the process. Elements of *3/18* then attempted to slow the Marine advance during the rest of the day. After nightfall, as the enemy battalion commander prepared to launch a counterattack, he was ordered instead to move most of his men, supplies, and equipment into the hills east of the 9th Marines positions. The Japanese were concentrating their remaining strength on the high ground, and the *18th Infantry* was to hold the left flank of the main defensive positions. As a result of this withdrawal, only small delaying groups countered the advance of 1/9 and 2/9 when they jumped off at 0715 on 22 July.

Inside of two hours the assault companies of both battalions were consolidating their hold on the day's first objective, the high ground along the Tatgua River. Resistance was light and plans were laid for a further advance which would include seizure of the villages of Tepungan and Piti. At

¹⁵ CO, USS *McKee* ActRpt of Guam Op, dtd 7Aug44 (OAB, NHD).

¹⁶ *Bastian ltr.*

1300, the battalions moved out again, and by 1700, 2/9 had captured both villages and the shell- and bomb-pocked ruins of the Piti Navy Yard as well. Inland, the 1st Battalion had kept pace with difficulty, as it climbed across the brush-covered slopes and gulleys that blocked its path. It was obvious that the Japanese had been there in strength; recently abandoned defensive positions were plentiful. The fire of the few enemy soldiers that remained, however, kept the advancing Marines wary and quick to deploy and reply in kind.

While 1/9 and 2/9 were driving forward to secure the coastal flats and their bordering hills, Colonel Craig was readying 3/9 for the assault on Cabras Island. The regimental weapons company, a company of Shermans from the 3d Tank Battalion, and 18 LVT(A)s from the 1st Armored Amphibian Battalion were all alerted to support the infantry, which would make a shore-to-shore attack mounted in LVTs. The morning advance of the regiment had uncovered an area, near the mouth of the Tatgua River, that Craig had designated for the assembly of troops and amphibious vehicles.

Shortly after 1400, the armored amphibians crawled out across the reef and began shelling the beaches on the eastern end of Cabras. The tractor-borne assault platoons followed, avoiding the mined causeway and moving across the reef and water. At 1425, they clattered ashore on the elongated islet.¹⁷ There was no defending fire,

¹⁷ "Due to the steep banks in the landing area, it was necessary to make and issue scaling ladders and these were used." Although

but there was a defense. Marines soon found that the ground was liberally strewn with mines spread out beneath a blanket of thick brush; as a result, the going was cautious and slow. At 1650, Major Hubbard reported that 3/9 had advanced 400 yards without making enemy contact, but that the combination of mines and brambles would keep his men from reaching the end of the island before dark. On order, the battalion halted and set up for night defense; two platoons of tanks reinforced the beach positions. With no opposition in sight, the early capture of Cabras on 23 July seemed assured.

Although the situation of the 9th Marines was a favorable one, the regiment was fully committed and holding far longer lines than either the 3d or the 21st. Impressed by the need for strengthening his positions on the left and center of the beachhead and for maintaining the impetus of the attack, General Turnage asked General Geiger to attach a regimental combat team of the corps reserve to the 3d Marine Division. The one reserve infantry battalion that was available to the division commander was "40% depleted" ¹⁸ as a result of two days' combat, as 2/21 had been pulled out of the cliff positions it had defended so ably and replaced by 1/21 late on the 22d. Colonel Butler, wanting to give maximum effect to any 21st Marines attack on W plus 2, had requested the switch of battalions in division reserve and the last units were

none of the assault troops were hit, one LVT was blown up by a mine, while it was returning to the main island; there were four casualties. *Craig 22Jun65 ltr.*

¹⁸ *3d MarDiv Jnl*, entry of 1455, 22Jul44.

exchanged in place on the shell-battered heights at 2115.

When Lieutenant Colonel Williams' battalion moved into the lines, it had the responsibility of extending the zone of action of the 21st Marines 200 yards to the left of the regimental boundary, which had remained unchanged since the landing. This shift, which appeared to offer a better control point for contact, had been directed by General Turnage in order to improve the opportunity for the 3d and 21st Marines to link their frontline positions. The gap had opened and stayed open, not as a result of a lack of will but of a way, to close it. Patrols attempting to find a lateral route which joined the flanks of 1/3 and 2/21 (later 1/21) could find none that did not include a time-consuming return to the lower slopes back of the beaches. No amount of maps, terrain models, or aerial photographs, nor advance intelligence from former island residents, could do full justice to the nightmare of twisting ravines, jumbled rocks, and steep cliffs that hid beneath the dense vegetation.

With such terrain on its flanks and upper reaches, Bundschu Ridge was a natural fortress for the relative handful of Japanese troops that defended it. Throughout the fighting on 22 July, Major Aplington tried repeatedly to work some of his men up onto the high ground that appeared to lead to the enemy positions. Using Company C on the right and coordinating his attack with Company E of 2/3 on the left, the 1st Battalion commander maintained constant pressure on the Japanese, but could make no permanent headway. Despite some temporary success, Marine units that fought their way to the

high ground could not hold what they had won in the face of punishing enemy mortar and machine gun fire. About the only encouraging event in the day's action came near nightfall, when the remnants of Company A were finally able to pull out of exposed positions on the nose of Bundschu Ridge, after Japanese fire, which had pinned them down, slackened and then ceased.

General Turnage planned an all-out attempt to erase the Bundschu salient on 23 July and to make sure that there was a firm and permanent juncture between the 3d and 21st Marines. In a way, the Japanese helped him by sacrificing more of their men in another fruitless attempt to break through the left flank positions of the 21st Marines on the night of 22–23 July. The counterattack that developed against 1/21 was not the one, however, that was planned. The operations officer of the *29th Division*, Lieutenant Colonel Hideyuki Takeda, had issued careful instructions to the commander of the *321st Independent Infantry Battalion* to work his assault units up close to the Marine lines, to throw grenades at the unsuspecting Americans, and then to withdraw in the resulting confusion.¹⁹ In the heat of combat, the enemy assault platoon commanders ignored their orders and charged the Marines. The results were devastating. Japanese casualties were heavy, and only about 50 men of what had been a 488-man

¹⁹ Curiously, *21st Mar URpts* state that this counterattack opened with "an intense light mortar barrage" and make no mention of the hail of grenades ordered by Lieutenant Colonel Takeda.

battalion remained when the last attackers pulled back at about 0300.

The losses suffered by the Japanese in this attack, and the steady attrition of two days of battle, were rapidly thinning the ranks of the *29th Division* and *44th IMB*. Although there were thousands of service and support troops of varying quality left alive to fight, the number of veteran infantrymen was fast shrinking. The valley between Fonte Plateau and Mt. Macajna, site of the division field hospital and that of the naval guard force too, was crowded with wounded men. Aggravating the medical situation was the fact that the Fonte River, which coursed the valley, was so fouled by blood and bodies that it could not be used as a source of drinking water. Thirsty Japanese troops holding the arc of Asan defenses received short water rations from the small supply that could be carried in from Sinajana.

The enemy situation was deteriorating and no one knew it better than General Takashina. His aggressive defensive tactics had cost him many casualties. Faced with what appeared to be almost certain defeat by a superior force, he had the choice of conserving his strength and prolonging the battle as long as possible or trying to obtain a decisive advantage by a massive, coordinated counterattack. By the 23d, the enemy division commander had made his decision, the key decision in the Japanese defense of Guam. He would stage a full-blown attack employing all the men and guns he could bring to bear on IIIAC positions, while he still had substantial strength in veteran troops. At 1300 on the 23d, he issued orders outlining areas of responsibility for

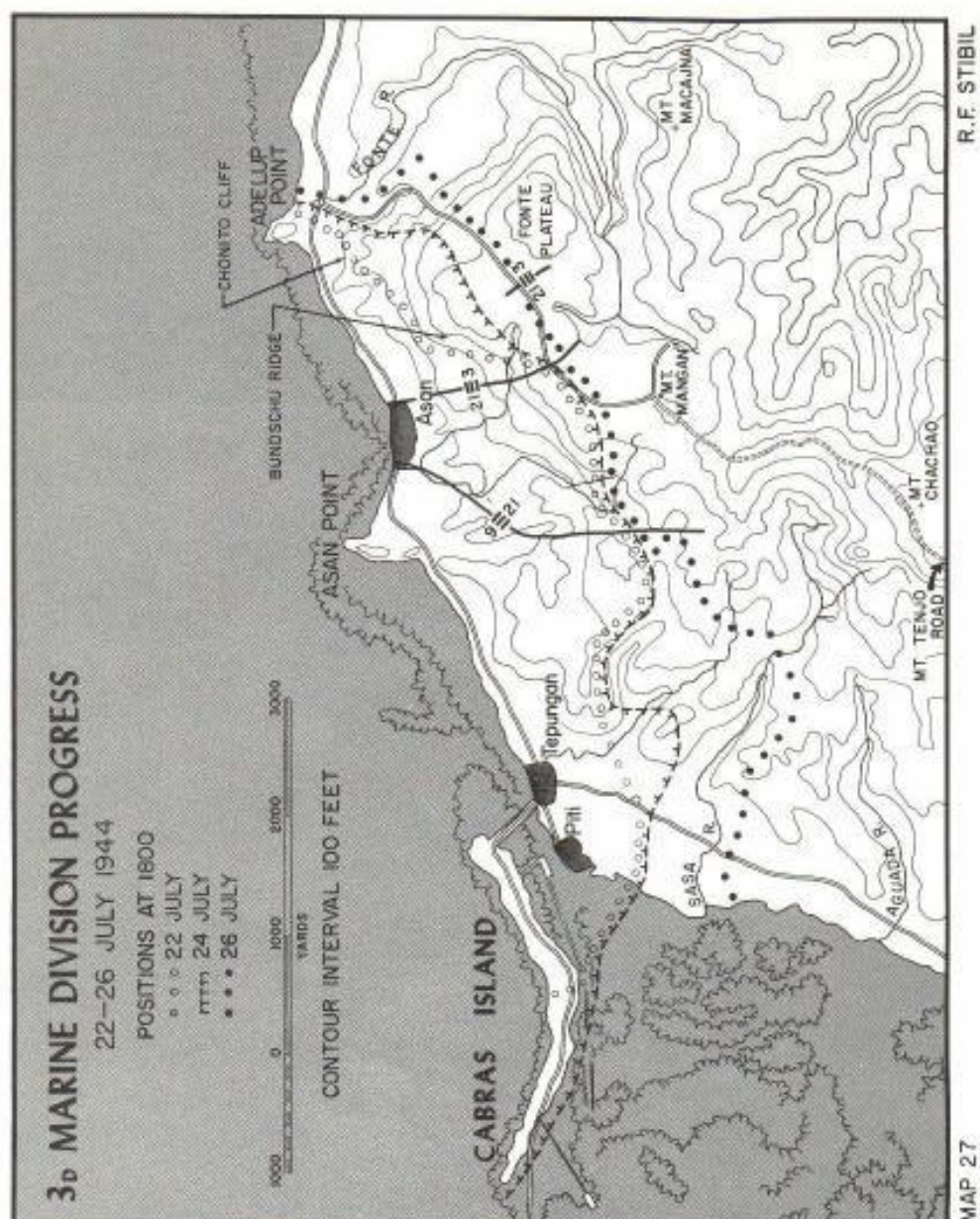
combat and support units in preparing for the assault.

A lot of fighting, and a lot more casualties on both sides, occurred before the Japanese were ready to strike. On the morning of the 23d, the 3d Marines continued its attack to seize a firmer hold on the ridges which overlooked every part of the beachhead. To give Major Aplington more men, and thus a better chance to bridge the troublesome gap between the 3d and 21st Marines, Colonel Hall attached to 1/3 a provisional infantry company formed from his regimental weapons company. Referring to Bundschu Ridge, he reported:

I am going to try to advance up that mess in front of me. What I really need is a battalion whereas I have only 160 men to use on that 500-yard slope. They might move to the top but they couldn't advance on. Company A is down to about 30-40 men with an air liaison officer in charge. Company E is down to half strength. They have no strength to push on.²⁰

To give the new thrust as much impetus as possible, every available supporting weapon—naval guns and carrier air, field and antiaircraft artillery, half-tracks and tanks—bombarded the wooded slopes ahead of the 3d Marines before the regiment attacked at 0900. In the center, parallel drives by the 1st and 2d Battalions converged on the Bundschu strongpoint, but the Japanese position was strangely silent. During the night, the enemy had pulled back to fight again on some other ridge of the many that still lay ahead of the Marines. Defense of Bundschu had cost the *9th Company*, *38th Infantry*,

²⁰ *3d Mar Jnl*, 23Jul44.



30 casualties, but the return exacted from the 3d Marines was far greater.

Assault platoons of 1/3 and 2/3 linked up atop the ridge at 1108, and the battalions spent the rest of the day cleaning out nests of enemy riflemen and machine gunners who held out in deftly hidden cliffside and ravine defenses within the Marine lines. The concealment offered the Japanese by the dense vegetation and the cover by numerous caves and bunkers made the task of consolidating the newly won positions a formidable one. The incredible complexity of the cut-up terrain in this relatively small area was clearly demonstrated by the failure of all attempts to make permanent contact on the frontline boundary between the 3d and 21st Marines. On the 23d, a 1/3 patrol in radio contact with both regiments moved out from the left flank of 1/21 and "attempting to rejoin its own lines in broad daylight, over a gap of a few hundred yards . . . was lost." The 3d Division comment on the plight of the patrol was sympathetic, noting that "the innumerable gulleys, valleys, and ridges might as well have been gorges and mountains."²¹

The continued existence of the gap plagued Marine commanders, but the Japanese did little to exploit its potential.²² In fact, they, like the Marines, peppered the area with mortar fire at night to discourage infiltrators.

What the Japanese were really concerned about was readily apparent on

the 23d, once 3/3 opened its attack. The enemy reaction was swift, violent, and sustained; a heavy fire fight ensued. Lieutenant Colonel Houser's battalion, by virtue of its hard-won positions at Adelup Point and Chonito Cliff, threatened to gain command of the Mt. Tenjo Road where it climbed to the heights. Once the Marines controlled this vital section of the road, tanks and half-tracks could make their way up to Fonte Plateau and bring their guns to bear on the enemy defenses that were holding back the units in the center of the 3d division line.

During the morning's fighting, Houser was hit in the shoulder and evacuated; his executive officer, Major Royal R. Bastian, took command of 3/3. At 1217, the major reported that his assault companies, I and K, had seized the forward slopes of the last ridge before the cliff dropped off sharply to the rear and the Fonte River valley. The Japanese used their positions on the reverse slope to launch counterattacks that sorely pressed the Marine assault troops. Major Bastian put every available rifleman into the front, paring down supporting weapons crews for reinforcements, and his lines held. By 1400, Colonel Hall was ordering all his units to consolidate their hold on the ground they had won and to tie in solidly for night defense.

The main thrust of the 3d Division attack on 23 July was on the left flank; the rest of the division kept pressure on the Japanese to its front. The battalion on the right of the 3d Marines, 1/21, had its hands full destroying a network of caves and emplacements that covered the sides of a depression just forward of its nighttime positions. The 3d Bat-

²¹ *3d MarDiv SAR*, p. 4.

²² The commander of 1/3, discounting the threat posed by the gap, did not believe "that the terrain made anything but minor infiltration possible." Maj Henry Aplington II, ltr to CMC, dtd 9Apr47, hereafter *Aplington ltr*.

talion, 21st Marines spent the day improving its positions, establishing outposts well forward of its lines, and tangling with small groups of Japanese, who themselves were scouting the American defenses. In general, the right half of Colonel Butler's zone of action was as quiet as it had been since the night of W-Day.

This absence of significant enemy activity carried over into the 9th Marines zone. Squad-sized Japanese units made sporadic harassing attacks both day and night, but there was little organized enemy opposition. The 3d Battalion finished its occupation of Cabras Island early in the morning and at division order, turned over control of the island to the 14th Defense Battalion at 0900. An hour later, Colonel Craig received word from division that his 2d Battalion would replace 2/21 in division reserve. The regimental commander ordered 3/9 to take over the lines held by Lieutenant Colonel Cushman's unit. The relief was effected at 1230, and Cushman moved 2/9 to the positions formerly occupied by 2/21.

Once it was released to Colonel Butler's control, Lieutenant Colonel Smoak's battalion moved to an assembly area near the 21st Marines left boundary. In the attack on the 24th, 2/21, which was all too familiar with the rugged terrain, would spark the drive to close the gap between regiments. The lone infantry battalion in reserve was all that General Turnage could spare from the front lines; he had learned earlier in the day that he could expect no immediate reinforcement from the IIIAC reserve. General Geiger had decided that the situation ashore did not warrant the landing of a

77th Division combat team in the Asan beachhead.

Enemy activity was markedly less after dark on the 23d than it had been on previous nights. Only 2/21 was seriously threatened, and the Japanese thrust at its lines was turned back by artillery and naval gunfire. Since most of the 3d Division front was held by strongpoints only, the support provided by the howitzers of the 12th Marines and the guns of destroyers and cruisers standing by offshore was vital. The constant harassing fire laid on enemy-held territory and the prompt interdiction of actual or suspected routes of approach to the American positions held the Japanese in check.

The fourth day of attacks to expand the 3d Division beachhead saw no spectacular gains, but Marine assault platoons were able to make steady progress. Yard by yard, they increased their hold on the high ground, and, on the left particularly, won positions that gave access to the Mt. Tenjo Road. Not unexpectedly, the hardest fighting took place in a densely wooded draw in the troublesome boundary area between the 3d and 21st Marines.

Lieutenant Colonel Smoak's battalion stirred up a hornet's nest when it attempted to center its drive to the heights on the draw. In it, Japanese troops were set up in mutually supporting cave positions whose machine guns drove the Marines to cover. Emboldened by this temporary success, the enemy made two counterattacks, which were readily beaten back. Assault units, moving upward on the flanks of the Japanese position, were able to bring fire to bear on the caves, but could not silence the enemy guns. A supporting

air strike at 1205 enabled a platoon working its way up the bottom of the draw to advance 200 yards before heavy fire again forced a halt. This time the carrier planes, although they were mainly on target, dropped three bombs amongst the Marines, causing 17 casualties. Although this unfortunate accident marked the end of the day's advance, 2/21 had accomplished its mission. When Smoak adjusted his lines for night defense, he was able to tie in strongly with both 1/3 and 1/21. The gap was finally closed.

Highlighting the action on this same day, in the relatively quiet sector of the 9th Marines, was the first attempt to contact the brigade. In the morning, a 30-man patrol worked its way south along the Piti-Sumay Road, while a covey of six LVT (A)s guarded its Apra Harbor flank. Scattered rifle and machine gun fire coming from the high ground inland, coupled with fragments flying from a bombing and shelling of Orote Peninsula forced the patrol to turn back after it had gone 2,600 yards. It found evidence that the Japanese had once occupied the area in force and discovered "huge dumps of all classes of supply near the [Aguada River] power plant, enough to service a regiment, but no traces of the regiment."²³

If the 18th Infantry had disappeared from one shore of the harbor, there was ample evidence to show that there was no lack of Japanese on the other side. Soon after night fell on the 24th, the 9th Marines spotted enemy barges along the coast of Orote near Sumay. Star shells were fired by the call fire support ship assigned to the regiment, the de-

stroyer *Franks*,²⁴ and the area of Japanese activity was hammered by newly emplaced 90mm guns of the 14th Defense Battalion on Cabras Island. At 2010, after receiving permission from the shore fire control party with 3/9, which was spotting for it, the *Franks* illuminated the suspected area with its searchlight in order to conserve star shells.²⁵ The light on the ship was shuttered when two 14th Defense searchlights on Cabras took over the sweeping search of cliff, beach, and water, looking for targets for the 90s. The night's events showed plainly that the Japanese on Orote Peninsula were stirring. The Marine observers who knew it best were those who were charged with its capture.

CLOSING OFF OROTE PENINSULA²⁶

The heavy losses suffered by the enemy 38th Infantry in its counterattack on the 1st Marine Brigade perimeter opened the way for a rapid advance on

²⁴ CO, USS *Franks* Rpt of Fire Support during Guam Occupation, dtd 16Aug44 (OAB, NHD).

²⁵ On 23 July, General Geiger had authorized the use of destroyer searchlights for night illumination "in view of limited star [shells] available." 3d MarDiv Jnl, entry of 23Jul44.

²⁶ Unless otherwise noted, the material in this section is derived from: TG 53.2 OpRpt, dtd 11Sep44 (OAB, NHD), hereafter *TG 53.2 OpRpt*; 77th InfDiv OpRpt FORAGER, 21Jul-16Aug44, containing reports of all major component units (WW II RecsDiv, FRC, Alexandria, Va.) hereafter 77th InfDiv OpRpt; 77th InfDiv Jnl; 1st ProvMarBrig SAR; 1st ProvMarBrig Jnl; 1st ProvMarBrig URpts; 22d Mar Jnl; 1/22 Jnl; 2/22 Jnl; 1/4 WarD; 3/4 WarD; 6th TkBn SAR; Cass, 6th MarDiv History.

²³ 3d MarDiv SAR, p. 4.

the 22d. Isolated from the rest of the Japanese garrison, the remaining troops were incapable of fighting a delaying action on all fronts. The enemy could muster strength enough to put up a stiff fight to block one route of advance—the road to Orote Peninsula. The task of opening that road fell to the 22d Marines; the rest of the brigade was charged with the mission of reaching and securing the Final Beachhead Line where it ran along the Alifan-Taene massif, crossed Maanot Pass, and reached the high ground leading to Mt. Tenjo. (See Map 26.)

General Shepherd's plan for the brigade operations on W plus 1 called for the 1st and 3d Battalions of Colonel Tanzola's 305th Infantry to pass through the left flank of the 4th Marines and attack to seize and hold Maanot Pass. The 2d Battalion of the 305th was to remain in brigade reserve. The 305th was given responsibility for maintaining contact with the 22d Marines, which was to move out echeloned to the left rear of the Army regiment, making its main effort on the left along the Agat-Sumay Road. The initial objective of the 4th Marines was the capture of Mt. Alifan and the seizure of the ridge leading toward Mt. Taene. Once the regiment secured this commanding ground, 3/4 was to drive south to take Magpo Point, extending the south flank of the beachhead 1,200–1,500 yards beyond Hill 40 and Bangi Point.

By 0740, it became apparent that 1/305 and 3/305 would need several hours to regroup and reorganize after the unavoidable delay and disorganization resulting from their nighttime landing. Consequently, General Shep-

herd ordered 2/305 to move forward and relieve 2/4 in position. The 4th and 22d Marines jumped off at 0900, and the 305th followed suit an hour later, passing through elements of both 2/305 and 2/4 and striking northeast through Maanot Pass. Colonel Tanzola's men found their first taste of combat an easy one to take. Except for scattered opposition by individuals and the sporadic fire of one mortar, the regiment met little resistance. The 3d Battalion, on the left, took its part of the day's objective by 1300, and the 1st Battalion, slowed by thick underbrush and more rugged terrain, came up on line at dusk. Most supporting units of the 305th RCT, including half-tracks, antitank guns, and tanks, came ashore during the day, and the 305th Field Artillery moved into firing positions and registered its 105mm howitzers.²⁷

The terrain problems posed by the heavily wooded slopes that slowed the advance of 1/305 were multiplied in the zone of the 1st Battalion, 4th Marines. The day's objective included the top of Mt. Alifan and the direction of advance was up. The steep sides of the mountain were covered with dense, thorny undergrowth, and only a few trails wound their way through the sprawling tree roots and tangled vines. The mountain itself was a formidable obstacle, but the Japanese made it even more difficult. On the lower slopes, bunkers, reinforced with coconut logs, and some of the numerous caves contained Japanese defenders. These were methodi-

²⁷ Battery B of the 305th had landed late on W-Day but did not move into position and start firing until 0945 on the 22d. 305th FA Bn AAR, 21Jul–10Aug44 (WW II RecsDiv, FRC, Alexandria, Va.).

cally eliminated by the grenades and rifle fire of assault squads of Company C and Company G, attached to 1/4 after the 2d Battalion was relieved by the 305th Infantry.

At about noon, the climb for the mountain peak began, an ascent that grew steadily tougher as the Marines went higher. Fortunately, the Japanese did not contest the last stages of the advance when packs and all excess gear were discarded to lessen the burden on the sweating climbers. Finally, at 1530, a patrol reached the very top, where it could see the other side of the island. The peak proved to be indefensible, so night positions were dug in on the lower slopes, where 1/4 tied in with 1/305 on the left. On the right, where the lines of the battalion extended southwest along the ridge leading to Mt. Taene, the flank hung open.

In order to help block this gap, Company E of 2/4 was attached to 3/4 late in the afternoon of the 22d. Major Hoyler's companies had begun their attack at 1100 to extend the beachhead south. Resistance was light on all company fronts, and naval gunfire, artillery, and mortars helped discourage any Japanese attempt to hold in strength. Company K, advancing across the low, rolling ground along the shore, was supported by a platoon of Shermans, which knocked out enemy machine gun nests before they could do any damage. Once the battalion had reached and secured Magpo Point, extending its lines inland, the tanks set up close to the frontlines to bolster night defenses. There was no significant number of Japanese in front of 3/4, however, to stage a repeat of the wild counterattack on the first night

ashore. The few survivors of 1/38 and 3/38 were already assembling behind Mt. Tenjo to move north to Ordot.

The pattern of light and scattered resistance, which marked the advance of the other regiment of the brigade, was repeated in the right portion of the 22d Marines zone of action. Moving out at 0900, 2/22 had little difficulty in eliminating the few Japanese it met; naval gunfire knocked out several pillboxes, which might have meant more serious opposition. The battalion was held up more by the extreme difficulty of getting supplies up to its assault platoons than it was by enemy activity. LVTs, which might have negotiated the broken, trackless ground, were in such short supply and so vital to the ship-to-shore movement that General Shepherd forbade their use inland except in emergency situations.

Along the shore, where 1/22 attacked astride the Agat-Sumay Road, the supply situation was not a problem but amphibian tractors were still needed. Here the call went out for LVT(A)s to act in lieu of tanks and half tracks. During the morning's action, mediums of the 22d Marines Tank Company helped clear the way through partially abandoned defenses outside Agat, where the enemy had held up the advance on W-Day. Armor had to stop at the Ayuja River, since the only bridge over it had been demolished and the banks were too steep for fording. When the request went back for engineers, LVT(A)s were asked for too, and a platoon was ordered up, to come in by sea if necessary, in order to join the advancing infantry. By late afternoon, Company C of 1/22 had taken Road Junction 5 (RJ 5) and won its

way about 300 yards beyond, fighting through a nest of enemy pillboxes. Company A on the right flank had crossed Old Agat Road. At 1800, Lieutenant Colonel Fromhold ordered his men to dig in along a line about 50–100 yards back of their farthest advances in order to set up stronger defensive positions tied in with 2/22.

The second night ashore in the southern beachhead was a relatively quiet one. There were infiltration attempts at various points all along the perimeter and occasional fires from Japanese mortars and artillery emplaced on Orote Peninsula, but no serious threats to the perimeter. Should another large-scale counterattack come, however, it would be met by a markedly increased volume of supporting fires. Most of the men and guns of General del Valle's III Corps Artillery had landed during the day; the "Long Toms" of the 7th 155-mm Gun Battalion to support the 3d Division and the shorter range pieces of the 1st and 2d 155mm Howitzer Battalions to reinforce the fires of the 1st Brigade and the 77th Division.²⁸ The Light Antiaircraft Group of the 9th Defense Battalion had landed on the 22d also and sited its .50 caliber machine guns and 20mm and 40mm guns in positions where they could improve beach defenses. Lieutenant Colonel Archie E. O'Neill, commanding the 9th Defense Battalion, was placed in charge of all shore party, LVT, and LVT(A)

²⁸ *TF 53 OpRpt*, p. 12. The 2d 155mm Howitzer Battalion had been detached from VAC Artillery at Saipan on 14 July and reassigned to IIIAC to increase available firepower.

units used to defend the beaches and inland beach area perimeter.²⁹

On 23 July, General Geiger was prepared to send thousands of men and guns of the 77th Division ashore in keeping with the prelanding scheme of maneuver. The corps commander conferred with General Bruce early on the 22d and authorized the landing of all but one infantry regiment of the floating reserve. The 307th RCT, less its reinforcing artillery battalion, was to stay on board ship for the time being while the need for its commitment in the 3d Division beachhead was assessed. General Bruce issued warning orders for the landing to all units of his division at 1400 on the 22d and followed through with a request to Admiral Reifsnider that the 306th RCT be landed on White Beach 2 at the earliest practicable daylight hour on the 23d. The Army regiment, commanded by Colonel Aubrey D. Smith, was slated to relieve the 4th Marines in its positions along the southern flank of the beachhead.

At 0800 on the 23d, the 22d Marines and the 305th Infantry attacked to seize an objective line that ran across the neck of Orote Peninsula to Apra Harbor and then southeast to the ridge leading to Mt. Tenjo and south along commanding ground to Maanot Pass. The 305th, with the 1st and 3d Battalions in assault, encountered little opposition to its advance and secured its objective, part of the FBHL, without difficulty. By the day's end, Colonel Tanzola's regiment was digging strong

²⁹ 9th DefBn WarDs, Jul–Aug44, hereafter *9th DefBn WarDs*.

defensive positions along the high ground overlooking Orote Peninsula.

General Bruce had intended to relieve the 4th Marines with the 306th Infantry by nightfall on the 23d so that the Marine regiment could move north to take part in the brigade attack on Orote Peninsula. Since no LVTs or DUKWs could be spared from resupply runs, the soldiers of the 306th had to wade ashore, like those of the 305th before them. Admiral Reifsnider recommended that the men come in at half tide at noon, when the water over the reef would be about waist deep. This timing precluded the early relief of the 4th Marines. The first battalion to land, 3/306, began trudging through the water at about 1130. Three hours later, the Army unit, reinforced by a company of 1/306, began relieving 3/4 in place; a platoon of Marine 37mm guns and one of Sherman tanks remained in position as a temporary measure to strengthen night defenses. The remainder of Colonel Smith's combat team came ashore during the afternoon and went into bivouac behind the 4th Marines lines. Colonels Smith and Tanzola met with General Bruce in the 77th Division advance CP ashore at 1400 to receive orders for the next day's action, when the division would take over responsibility for most of the brigade-held perimeter.

Once it was relieved, the 3d Battalion, 4th Marines was ordered to move to positions near Agat and was attached to the 22d Marines as a nighttime reserve. One company of the 4th, F, had already been attached to the 22d as a reserve during the day, and a platoon of the 4th Marines tanks was also sent

to back up the regiment driving towards Orote.

During the morning's advance, the 22d Marines had met only light resistance. The Japanese appeared to be falling back before the assault platoons of 1/22 and 2/22. Colonel Schneider's regiment keyed its movement on Company I, attached to 1/22, which had relieved Company C as the unit charged with fighting its way up the Agat-Sumay Road. The attack plan called for the companies on the right of Company I to swing north and west across the neck of the peninsula. By noon, tanks were again available to support the attack, since a tank dozer and tankmen armed with pick and shovels had built a causeway across the Ayuja.

Prior to the attempt to close off the neck of the peninsula, the attacking Marines paused while an intensive air, artillery, and naval gunfire preparation was laid on the difficult terrain that lay ahead. Much of the ground that lay between the Agat-Sumay and Old Agat Roads was covered with rice paddies interspersed with small hillocks and stretches of thick brush. It was terrain calculated to spread the attacking troops thin and to make contact and any concentration of unit strength difficult. The defending Japanese infantry, presumably from 2/38, had organized the ground effectively, taking good advantage of natural obstacles. Enemy supporting artillery and heavy mortars on Orote Peninsula, well registered in the area of Marine advance, frequently timed their fires to coincide with American preparations, a practice that led to a rash of reports about American fires falling short into friendly lines.

Once the Marines jumped off, they found that the little hills ahead were infested with enemy riflemen and machine gunners. When squads of men advanced into the open paddies, small arms and light mortar fire pinned them down in the mud and water. Heavier guns positioned on Orote raked the lines with enfilade fire. Stretcher bearers and ammunition carriers attempting to reach the front lines were driven back by the hail of explosions, only to come on again with the needed aid. Supporting tanks could not maneuver in the soft footing of the paddies, and when they tried to use the roads, one was knocked out by 37mm antitank fire and another was disabled by a mine. In a wearying afternoon marked by repeated but fruitless attempts to reach its objective, the 22d Marines suffered over a hundred casualties. As darkness approached, the units that had been pinned down were able to shake loose and pull back to better night defensive positions along the Old Agat Road, giving up about 400 yards of untenable ground in the process.

On the night of 23-24 July, there was still a considerable hole between the flank units of the 305th Infantry and the 22d Marines, but the Japanese took no advantage of the gap. Instead, at about 0200, counterattacks by small units, attempts at infiltration, and harassing fires from mortars and artillery were directed against the Marine positions along Old Agat Road at the boundary between 1/22 and 2/22. The Brigade Artillery Group was quick to respond to requests for supporting fire, and the fire support ships offshore joined in with increased illumination

and heavy doses of 5-inch high explosive. The flurry of Japanese activity died away quickly beneath the smother of supporting fires.

General Shepherd and his operations officer, Lieutenant Colonel Thomas A. Culhane, Jr., worked out a plan of attack for the 24th that was designed to outflank the Japanese defensive complex encountered on 23 July. Issued at midnight, the brigade operation order called for two battalions of the 22d Marines to attack in column on a 200-yard front with the left flank resting on the coast. Once through the narrow corridor between the rice paddies and the sea, the trailing battalion would extend to the right, seize en route the troublesome hill defenses that had stopped the previous day's attack, and then drive for the shore of Apra Harbor on a two-battalion front. In an attack simultaneous with the main thrust up the Agat-Sumay Road, the remaining battalion of the 22d would advance on a 400-yard front on the right of the regimental zone, jumping off from Old Agat Road with an objective of seizing and holding the shore of Apra Harbor. The 4th Marines, when relieved by the 306th Infantry, would assemble in brigade reserve in the vicinity of RJ 5. One platoon of the 4th Marines tanks and a platoon of LVT(A)s would be attached to the 22d Marines to beef up the attack along the coast.

The time of the attack was set for 0900 following a lengthy softening-up of the target by air, naval gunfire, and artillery, with corps 155mm howitzers adding their heavier metal to the fires of the brigade 75s. The attack was delayed an hour to increase the effect

of cruiser and destroyer bombardment along the southern coast of Orote Peninsula, where suspected and known Japanese positions could pour fire into the western flank of the attacking Marines. At 1000, Company C of 1/22 led off a column of companies driving forward from a line of departure at Apaca Point. The regimental tank company, reinforced by the platoon of the 4th Marines Shermans, moved out with the assault rifle squads.

The enemy reaction to the advance of 1/22 was immediate; artillery and mortar shells exploded among the leading units and automatic weapons fire whipped across the front. Taking advantage of natural cover and of the shelter provided by the tank armor, riflemen of Company C kept moving forward. When five enemy tanks suddenly appeared to block the advance, the Marine mediums made quick work of destroying them, and continued forward using their 75mm guns and machine guns to blast concrete and coconut log emplacements.³⁰ As the leading units reached the area beyond the rice paddies, fire from enemy guns concealed in the cliffs of Orote near Neye Island became so troublesome that two gunboats were dispatched to knock them out. In a close-in duel, both craft, *LCI(G)s 366* and *439*, were hit by enemy fire and suffered casualties of 5 killed and 26 wounded.³¹ But

³⁰ The day's tank score was eight. At 1205, aerial observers discovered three tanks inland near Harmon Road at the center of the island. Commander, Support Aircraft ordered them attacked by fighter-bombers; all three were destroyed.

³¹ *LCI(G)* Div 15 AR, dtd 17Aug44 (OAB, NHD).

their 20mm and 40mm cannonade beat down the fire of the Japanese guns, and a destroyer came up to add 5-inch insurance that they would remain silent.

At 1400, after the ship and shore gun battle had subsided, the rest of 1/22 started moving up on the right of Company C. The 3d Battalion (Lieutenant Colonel Clair W. Shisler), echeloned to the right rear of the 1st, now had maneuver room to attack and roll up the line of enemy positions that had held up the 22d Marines' attack across the rice paddies on W plus 2. Moving quickly, 3/22 took and demolished the strongpoint and then turned north toward the harbor. Lieutenant Colonel Shisler's companies encountered the same type of light-to-moderate small arms, artillery, and mortar fire that confronted 1/22 and the going over rugged terrain was slow. By dusk, the 1st Battalion was dug in on its objective, but the 3d Battalion had to set up its night defensive perimeter about 400 yards short of the harbor shore. This gap was well covered, however, as a result of the success of the attack by 2/22 on the right of the regiment.

Lieutenant Colonel Hart's battalion was getting ready to move out from Old Agat Road at 1000 when lead elements were hit by fire, which appeared to herald an enemy counterattack. At almost the same time, fragments from the heavy naval shelling in support of the Marine attack began hitting along the front lines. While the troops were waiting for this fire to be lifted and moved farther ahead, they spotted a column of about 100 Japanese moving across the front towards the flank

of 1/22. Mortar and artillery fire was called down on the enemy, scattering the group, and the Marine battalion prepared for a counterattack, but none came. Once the confusion caused by the shelling and the abortive counterattack was straightened out, the attack was rescheduled. At 1300, 2/22 moved out with patrols to the front and overran a succession of small dumps and abandoned cave positions along the road; the latter were seared by flamethrowers to eliminate any stragglers. Only a few Japanese were encountered in the advance to the harbor and these were soon killed.

Once 2/22 had reached its objective, it was ordered to continue its advance east along the coast and to occupy the high ground at the road junction village of Atantano. In late afternoon, while it was moving into position through the dense underbrush which blanketed the area, the battalion was harassed by enemy fire. In view of its exposed position, 2/22 was reinforced for the night by Company F of 2/4, which marched into the Atantano perimeter at about 1850. The remainder of 2/4, attached to the 22d Marines as a nighttime reserve, was moved up after dark to the Old Agat Road, where it set up all-around defenses to plug the gap between 3/22 and 2/22.

All units of the 4th Marines were available to back up the 22d by the evening of 24 July as a result of the day's shifting of troops and reorganization of areas of responsibility within the southern beachhead. At 0800, the 77th Division assumed control of the entire perimeter east of Old Agat Road, and the 306th Infantry took command of the defenses formerly held by the

4th Marines. During the morning and early afternoon, elements of the 306th relieved companies of 1/4 in position. At 1400, while Lieutenant Colonel Shapley's Marines were shifting to a bivouac area north of Agat, General Bruce opened his CP ashore close to the area where the 307th Infantry was assembling after a rough passage to shore.

On the 23d, General Bruce had requested that two battalions of the 307th be landed and placed under his command so that he would have enough men to expand the perimeter to the originally planned FBHL. General Geiger felt that this expansion, which involved the movement of the southern flank over 3,000 yards south to Facpi Point, was no longer desirable or necessary. The move would also leave IIIAC with only one uncommitted infantry battalion in reserve. The corps commander did decide, however, that the situation now warranted the landing of the reserve, to remain under corps control. The 307th began crossing the reef at 1300 on the 24th. The luckless soldiers had to wade to the beach, like all 77th Division infantrymen before them. Their ship to shore movement was complicated by heavy ground swells raised by a storm at sea; two men were lost when they fell from nets while clambering down the sides of rolling transports into bobbing LCVPs.

The landing of the last major element of IIIAC on 24 July found both beachheads soundly held and adequately supplied. The price of that secure hold was high to both sides. The III Corps count of enemy dead consisted of the conservative figure of

623 bodies buried by the 3d Division and the 1st Brigade estimate of 1,776 Japanese killed. By enemy account of the four days' fighting, the casualty totals must have been significantly higher, particularly on the Asan front. In winning its hold on the heights, the 3d Marine Division had had 282 of its men killed, 1,626 wounded, and had counted 122 missing in action. For the same period, the 1st Provisional Marine Brigade casualty totals were 137 killed, 700 wounded, and 87 missing; the 77th Infantry Division had lost 12 men and had 20 wounded.

SUPPLY AND EVACUATION ³²

By nightfall of W plus 3, most of the logistical problems that had arisen during the first days of the assault phase had been solved. For Guam, the majority of such problems had been anticipated and countered by a proper mix of ships, service troops, and equipment. The veteran planners of TF 53 and IIIAC were well aware that the success of an amphibious operation depended as much upon rapid and effective unloading and distribution of supplies as it did upon the courage and aggressiveness of assault troops. Profiting from lessons learned in earlier campaigns, the task force vessels and shore parties were able to put an average of 5,000 tons of vehicles, supplies, and equipment ashore in both beachheads during each of the first four days.

The prime obstacle to unloading

progress was the reef which denied landing craft access to shore. And the prime weapon in combatting the reef was the LVT. The III Corps logistics officer observed that without them "the unloading of assault shipping would have proceeded only under greatest difficulty." ³³ Hampered only by the limitation that it could not operate effectively in rough or irregular terrain, the DUKW was almost equally useful. The amphibious vehicles were used everywhere on the reef and in the immediate beach and dump area, and, as most men of the 77th Division discovered, proved to be too valuable as cargo carriers to be used to transport troops after the assault waves landed. As a result of their almost continuous operation, many of the vehicles were deadlined by operational mishaps and mechanical failures. Herculean efforts by crewmen and mechanics kept the daily unserviceability rate to about 35 percent for amphibian tractors and 40 percent for amphibian trucks. Spare parts were at a premium, particularly for the newly acquired DUKWs of III Corps Motor Transport Battalion, and vehicles knocked out by enemy guns and others wrecked by surf and reef obstacles were cannibalized to keep cripples going.

The pontoon barges and cranes at reef edge were a vital part of the unloading process. In the shallower water over the coral shelf off Asan, versatile tractor-mounted cranes could maneuver in waist-deep water dragging, lifting, and carrying as the load to be landed required. Where the water was too deep off both Asan and

³² Unless otherwise noted, the material in this section is derived from: *TF 53 OpRpt*; *IIIAC SAR*; *IIIAC C-4 PeriodicRpts*, 21Jul-10Aug44; *3d MarDiv D-4 Jnl*, 21Jul-10Aug44; *1st ProvMarBrig SAR*.

³³ *IIIAC SAR*, Encl D, p. 5.

Agat, the barge-mounted cranes swung bulging cargo nets from boats to vehicles and lifted out the heavy drums of fuel and water that were often floated and pushed to the beaches by men of the reef transfer battalions.³⁴ Since few wheeled vehicles could make shore under their own power, tractors and LVTs were used to tow most trucks from the ramps of LSTs onto dry land.

By 24 July, nine LST unloading points had been opened on the reef off each beachhead and landing ships had been about half emptied. The transports and cargo vessels that had carried the assault units to the island were 90 percent unloaded, and those that had brought the 77th Division had landed 25 percent of their cargo. At 1700, Admiral Conolly reported that 15 of

the big ships were cleared of landing force supplies, and preparations were made to return the first convoy of those emptied to Eniwetok on 25 July.

Many of the APAs that had served as casualty receiving stations during the first days of fighting were among those that were sent back. The hospital ship, *Solace*, which arrived according to plan on 24 July, took on board some of the most seriously wounded patients from the transports lying offshore. The transports *Rixey* and *Wharton*, both remaining in the area, loaded those walking wounded that would require no more than two weeks hospitalization. Once the major unit hospitals were fully established ashore, these men would be landed to recuperate on Guam and rejoin their units. Many of the 581 casualties that filled the *Solace* when she sailed on W plus 5 were men loaded directly from the beaches that had been hit in the heavy fighting on 25 and 26 July.

³⁴ On 24 July, the opening of a water point at springs near Asan brought an end to the need to land drummed water for the 3d Division. All ships were directed to dump the remainder of such water supplies that they carried.

Continuing the Offensive

ATTACK AND COUNTERATTACK¹

General Geiger's original operation plan for the coordinated IIIAC advance on 25 July called for the 1st Provisional Marine Brigade to begin its assault on the Japanese defenses of Orote Peninsula. When it became obvious on the 24th that the brigade would not be able to get into position by nightfall to mount a two-regiment attack, General Shepherd sent a message to the corps commander stating that in view of the:

. . . delay in the relief of the 4th Marines which was not completed until 1500 today, necessity for moving 4th Marines to assembly areas and relief of 22d Marines in line, reorganization and preparation for attack, strongly recommend assault Orote Peninsula be delayed until 26 July.²

General Geiger quickly concurred in Shepherd's recommendation and re-

¹ Unless otherwise noted, the material in this section is derived from: *3d MarDiv SAR*; *3d MarDiv Jnl*; *3d MarDiv D-2 PeriodicRpt No. 72*, dtd 26Jul44; *77th InfDiv OpRpt*; *1st ProvMarBrig SAR*; *1st ProvMarBrig Jnl*; *1st ProvMarBrig URpts*; *3d Mar Jnl*; *1/3 Jnl*; *2/3 Jnl*; *9th Mar Jnl*; *12th Mar Jnl*, 21Jul-15Oct44; *21st Mar URpts*; *3/21 Jnl*; *3d TkBn SAR*; *22d Mar Jnl*; *1/22 Jnl*; *2/22 Jnl*; *1/4 WarD*; *GSDF Study*; LtCol Robert E. Cushman, "The Fight at Fonte," *Marine Corps Gazette*, v. 31, no. 4 (Apr47), hereafter Cushman, "Fight at Fonte"; Frances, "Battle of Banzai Ridge."

² *1st ProvMarBrig Jnl*, entry of 24Jul44.

vised the order, setting forward the time of the Orote attack to 0700, 26 July. In the day gained, the brigade would attempt to seal the neck of the peninsula from sea to harbor.

After an uneventful night, marked only by harassing artillery and mortar fires falling on the lines of 1/22 and 3/22, Colonel Schneider's regiment prepared to attack at 0830 on the 25th. Moving out behind a 15-minute artillery preparation by brigade 75s, the two assault battalions immediately ran into heavy enemy small arms fire coming from covered emplacements in the low, irregular hills ahead. Again enfilade fire from Neye Island and the cliffs near it raked the front of the advancing Marines. An air strike was called down on Neye, naval gunfire and artillery added their firepower, and 40mm guns of the 9th Defense Battalion pounded the precipitous island shores from positions near Agat. Along the coast, half-tracks of the regimental weapons company moved to positions from which they could fire across the narrow stretch of water at the bend of the peninsula into caves and other likely gun positions which studied the cliffs.

The fury of supporting fires knocked out some but not all of the Japanese weapons. The attacking Marines, particularly those of Lieutenant Colonel Fromhold's 1st Battalion, which was advancing along the coast, were hard

hit. At one point in the morning's bitter fighting, Fromhold committed his last reserve platoon, reinforced by 20 men from the 4th Marines, to back up Company C, which was driving up the Agat-Sumay Road. Just before noon, five Japanese light tanks, accompanied by infantry, were spotted ahead of Company C, and Shermans of the 22d Marines converged on the enemy armor. A short, sharp exchange left the Japanese tanks broken and aflame and scattered the enemy troops. Not long afterwards, bazookas and tanks of the 22d accounted for at least two more Japanese tanks that were attacking Marines on the right of the 1/22 zone.³

Although the 1st Battalion encountered the stiffest enemy resistance during the day's advance, 3/22 was also heavily engaged. As it swung into line and closed on the harbor shore, Lieutenant Colonel Shisler's unit met increasingly stronger Japanese fire. By early afternoon, all evidence indicated that the brigade had run up against the main defenses of Orote.

To bring fresh strength to bear in the attack ordered for 26 July, the 4th Marines began taking over the left of the brigade lines shortly after noon. Lieutenant Colonel Shapley was given oral orders to have his lead battalion, 1/4, mop up any Japanese resistance it encountered moving forward to relieve 1/22. General Shepherd moved his CP closer to the fighting and set up near RJ 5, not far from the bivouac area of the brigade reserve, 2/4. Well before dark, all brigade assault units

were on the day's objective, firmly dug in, and ready to jump off the following morning. (See Map 28.)

Manning the left half of the newly won positions was the 1st Battalion, 4th Marines, with elements of three companies on line and a platoon of regimental tanks guarding the Agat-Sumay Road where it cut through the American defenses. The 3d Battalion, 4th Marines was in position behind 1/4 ready to move into the front line as the peninsula widened and allowed for more maneuver room. On the brigade right was 3/22, occupying a low rise that overlooked an extensive mangrove swamp along the shore of Apra Harbor. Backing the 3d Battalion was 1/22, which had moved after its relief to positions near the regimental boundary in the narrowed zone of the 22d Marines. To augment night defenses on the extreme right flank where the Piti-Sumay Road paralleled the harbor shore, Colonel Schneider attached Company E of 2/22 to the 3d Battalion.

During the day's fighting, the 2d Battalion of the 22d, operating from Atantano, patrolled extensively and mopped up enemy holdouts in the area between the Old Agat Road and the brigade front lines. Firm contact was established with the left flank of the 77th Division, which spent the 25th consolidating its hold on the FBHL and landing more of its supplies and equipment. Patrols from General Bruce's infantry battalions ranged the hills to the northeast, east, and south hunting down Japanese stragglers.

By the 25th, the 77th Division was also probing cautiously toward Mt. Tenjo, sending its patrols to scout approaches to the hill mass. The way

³ Units accounts of the total bag of Japanese tanks vary, but all accord that at least seven were destroyed.

was rugged and the possibility of encountering enemy defenses in the high, broken ground seemed strong. Although the mountain peak was included within the 3d Marine Division FBHL in prelanding plans, the pattern of Japanese resistance indicated that it might fall easier to American troops attacking from the south rather than the north. No significant enemy opposition was developed by the Army patrols as they moved further toward the Asan beachhead. Their negative findings matched the experience of patrols from the 9th Marines and 2/22, which made contact along the harbor shore near Atantano about 1600.

The events of 25 July indicated that Japanese troops were scarce in the area bordering Apra Harbor, but there was ample evidence that the enemy was still plentiful and full of fight everywhere else on the heights confronting the 3d Division. Unknown to the Marines, the eve of the *29th Division* counterattack had arrived, and the bitter resistance met in the day's close combat by the 3d and 21st Marines had been furnished by units that were trying to hold jump-off positions for the night of 25-26 July.

General Takashina's orders to his troops were to concentrate in the general area from Fonte Plateau to "Mt. Mangan." The latter name was given by the Japanese to a 100-foot-high hill about 1,500 yards southwest of Fonte Plateau. Mt. Mangan marked the junction of the Mt. Tenjo Road with a trail that branched off to the head of the Fonte River valley. One principal enemy assembly area faced the positions of the 3d Marines, the other was in front of the lines of the 21st Marines.

The *48th IMB*, with the *10th IMR* attached, was to launch its attack from a line stretching from the east side of Fonte Plateau to the east side of Mt. Mangan. The *18th Infantry* was to move out from a line of departure running west from Mt. Mangan along the Mt. Tenjo Road. The naval troops that had helped hold the approaches to Agana against the 3d Marines were to assemble in the hills east of the Fonte River and attack toward Adelup Point. Reinforcing the naval infantry, who were mainly former construction troops operating under the headquarters of the *54th Keibetai*, would be the two companies of tanks that had remained hidden near Ordot since W-Day. (See Map VIII, Map Section.)

Many of the veteran Japanese infantrymen scheduled to spearhead the counterattack were killed in the bloody fighting on the 25th. The bitterest contest was joined along Mt. Tenjo Road where it crossed Fonte Plateau. Here, the road fell mainly within the zone of action of Lieutenant Colonel Cushman's 2d Battalion, 9th Marines.

Cushman's outfit was attached to the 3d Marines at 0600 on the 25th and ordered to relieve 1/3 on the right of the regimental front line. By 0930, when the 3d Marines moved out in attack, the relief was completed, and 1/3 supported the advance of 2/9 by fire. Once their fire was masked, Major Aplington's badly depleted companies moved back to division reserve positions behind the 21st Marines and about 1,000 yards inland from Asan Point. Again General Turnage had only one understrength infantry battalion to back up the 3d Division front; the regiments, with all battalions com-

mitted, had no more than a company as reserve, the battalions frequently had only a platoon.

To both sides in the battle, the big difference in the fighting on 25 July was the presence of tanks on Fonte Plateau. Assault units of 3/3 and 2/3 blasted and burned their way through a barrier of enemy cave defenses and won control of the road to the heights within an hour after jump-off. Medium tanks of Company C, 3d Tank Battalion rumbled up the road soon after the attack began and joined the infantry in destroying Japanese positions that blocked passage upward. After engineers cleared the roadway of some bomb-mines, which temporarily stopped the Shermans, the advance resumed with infantry spotters equipped with hand-held radios (SCR 536s) pointing out targets to the buttoned-up tank gunners. In midafternoon, General Turnage authorized Colonel Hall to hold up the attack of 2/3 so that the enemy positions bypassed during the day's action could be mopped up prior to nightfall. At the same time, the 2d Battalion, 9th Marines, driving toward Fonte, was ordered to continue its attack.

No tanks reached the high ground where 2/9 was fighting until late afternoon; enemy fire and mines had slowed their arrival. Support for the infantry attacking the Fonte defenses was furnished by naval guns, artillery, and mortars, reinforced by a nearly constant fusillade from light and heavy machine guns. The return fire of the Japanese inflicted severe casualties on the assault troops, but failed to halt the Marine advance into the broken terrain of the plateau. The battalion

battled its way across the Mt. Tenjo Road and drove a salient into the enemy defenses of Fonte. At 1700, the reserve company, G, was committed on the left flank to lessen a gap which had opened between 2/3 and 2/9 during the afternoon's advance.

As darkness approached, there was no letup in the ferocity of the enemy resistance and the close-in fighting continued to be costly to both sides. The situation prompted Lieutenant Colonel Cushman to pull back his forward elements on both flanks to secure better observation and fields of fire for night defense. While Companies E and G dug in close to the road, Company F in the center continued to hold a rocky prominence, about 150-200 yards to the front, that marked the limit of the day's advance. When four tanks finally arrived at 1825, it was too dark to use them effectively so they were placed in supporting positions behind the lines. At this time, as the battalion action report noted: "The enemy was within hand grenade range along the entire line to the front and retained strong positions in caves to the right Co's right rear."⁴

These caves, bypassed during the morning's advance, were left to the attention of a reserve rifle platoon. The resulting mop-up operation was only partially successful, and enemy troops continued to emerge from the caves for several days afterwards. Although these Japanese harassed the command post areas repeatedly, they were not in sufficient strength to have

⁴2/9 SAR, dtd 15Aug44, p. 3, Encl M to 3d MarDiv SAR.

a significant effect on the actions of 2/9.

In the zone of 2/21, which flanked that of 2/9, a similar pocket of enemy holdouts was left behind the lines when the 21st Marines attacked on 25 July. The Japanese, holed up in cave positions in the eastern draw of the Asan River, were wiped out by Company E during a morning's hard fighting; later over 250 enemy bodies were buried in this area, which had been the target of heavy American air strikes on the 24th. Company E, once it had completed the mop-up mission, moved back into the attack with the rest of 2/21. Every foot of ground that fell to Lieutenant Colonel Smoak's Marines was paid for in heavy casualties, and every man available was needed in the assault to maintain the impetus of the advance. When the 2d Battalion dug in just short of the Mt. Tenjo Road about 1730, all units were fully committed to hold a 1,000-yard front. There was no reserve.

Like 2/21, the 1st Battalion, 21st Marines ended its fifth day of battle with all companies manning frontline positions. The trace of the 1,200 yards of foxholes and machine gun emplacements held by 1/21 ran roughly parallel to the Mt. Tenjo Road where it looped south from Fonte to Mt. Mangan. Despite an all-out effort on the 25th, which saw assault elements reach and cross the all-important road at many points, the Marines were not able to hold most of their gains in the face of heavy and accurate enemy fire. In the morning, the attacking units were stopped and then driven back by the enfilade fire of Japanese artillery, well hidden in the brush and irregular ter-

rain at the head of the Fonte River valley. In the afternoon, when tank support was available for the first time, some hill strongpoints were taken in the center of the line near a quarry which was a focal point of Japanese resistance.

The freshly arrived tanks, a welcome sight to the men of 1/21, reached the heights by means of a steep and twisting supply trail, which engineers had constructed through the draw that had been cleared by Company E of 2/21 that morning. Company B of the 3d Tank Battalion reported to Lieutenant Colonel Williams' CP at 1615, and he immediately set one platoon of Shermans to work hammering enemy defenses in the quarry area. A second platoon of the mediums spearheaded a limited objective attack on Mt. Mangan, which was recognized as the launching point for many of the Japanese night counterattacks that had plagued the 21st Marines. When the tanks swung behind the hill, a tremendous outpouring of fire from the reverse slope cut down most of the accompanying infantry. The tanks answered with cannon and machine guns, closing in on the Japanese positions to fire point blank on any targets that showed. When the Shermans returned to the Marine lines, the tank commanders were sure that they had hurt the enemy badly—and they had. Only about 40 men were left of the *321st Independent Infantry Battalion*, which had attempted to defend Mt. Mangan. Many of the luckless survivors of the *38th Regiment*, that had assembled at Mangan to take part in the counterattack, were also killed.

The enemy casualties inflicted by this

tank thrust into the heart of the Japanese defensive complex may well have altered the course of action later that night, for the Japanese were not strong enough to exploit limited penetrations in the 1/21 sector. The Marines holding positions opposite Mt. Mangan were too few in number to form a continuous defensive line. Instead, strongpoints were held—natural terrain features that lent strength to the fire of Marine small arms. Gaps between squad and platoon positions were covered by infantry supporting weapons, and artillery and naval guns were registered on possible enemy assembly areas and routes of approach.

Along the boundary between 1/21 and 3/21 a considerable interval developed during the day because the 1st Battalion was held up by enemy fire, and the 3d Battalion was able to move out to its objective within an hour after the regimental attack started at 0700. In contrast to the rest of the 21st Marines, 3/21 encountered no strong resistance on 25 July. All day long, however, sporadic fire from enemy mortars and machine guns peppered the battalion positions. Patrols scouring the hills in the immediate vicinity of the front line were also fired upon, but in general the Japanese hung back from close contact.

Despite the relative lack of opposition, Lieutenant Colonel Duplantis' situation was precarious, because he had only two companies to hold 800 yards of terrain that seemed to be nothing but ravines and ridges smothered in dense vegetation. Not only was there a gap between 1/21 and 3/21, there was also an 800-yard open stretch between

the right flank of the 21st Marines and the left of the 9th Marines, which had pushed forward well beyond the 21st during the day. Just before dark, Colonel Butler, in an effort to ease the situation on his right flank, released his only reserve, Company L, to Lieutenant Colonel Duplantis. The 3/21 commander placed this company in positions that filled a weak spot in the center of his line and enabled the companies on either flank to tighten up their defenses. As a site for his command post, Duplantis chose the reverse slope of a 460-foot hill which stood squarely on the regimental boundary and in the path of any enemy attempt to exploit the yawning space between the 21st and 9th Marines.⁵

Colonel Craig's regiment made rapid progress on the 25th from the time the two assault battalions jumped off at 0700. By 0845, the regiment was on its day's objective, a line running generally along the course of the Sasa River. At 0915, the division ordered the attack to continue with the aim of seizing the high ground on the north bank of the Aguada River. The Marines encountered very few Japanese and moved out almost as fast as the rugged terrain would permit. In the hills on the extreme left flank, an outpost of 1/9 reported clashing with small groups of the enemy during the day, but the overall intelligence picture in the 9th Marines zone indicated that few Japanese were present. Under the circumstances, Colonel Craig thought that his regiment could have advanced easily and made contact with

⁵ Duplantis ltr.

the brigade "at any time,"⁶ but considered that such a move would have served no useful purpose. By limiting the advance on the division right to a front that could be held by two battalions, General Turnage was able to draw on the 9th Marines for reserves to use in the hard fighting on the left and center of the beachhead.

As night fell, the troublesome gap between 3/21 and 1/9 was partially blocked by small Marine outposts. Lieutenant Colonel Duplantis organized his CP defenses in a small depression on the left rear of Hill 460 and set out a blocking force armed with BARs and bazookas to guard a trail that skirted the hill on the right and led toward the beaches. A 25-man detachment of the 3d Division Reconnaissance Company held a strongpoint in the midst of the 500-yard open stretch between the hill and the shoulder of the ridge defended by the left flank company of the 9th Marines. The reconnaissance unit, composed of elements of two platoons, had been attached to the 9th since W-Day for the express purpose of maintaining contact between regiments, but on the night of 25-26 July it was simply too weak for the task at hand.

The start of the Japanese counter-attack was heralded at 2330 by an artillery forward observer's report that enemy activity was developing in the gap between the 9th and 21st Marines. Very shortly after midnight, the 3d Marines called for artillery and naval gunfire support to silence enemy artillery, mortars, and machine guns that

were hitting the left flank. Soon units all across the center and left of the beachhead perimeter were reporting Japanese probing attacks and patrol action close to the Marine lines. Darkness turned to half light as flares went up all along the front to help spot the Japanese. Cruisers and destroyers increased their rate of fire of 5-inch star shell and followed with 5- and 6-inch high explosive at the call of shore fire control parties. To aid local defenses, 60mm mortars of the rifle companies kept flares overhead wherever the front line was threatened.

The first serious assault on American positions was launched against the isolated Reconnaissance Company outpost. An enemy group, estimated at 50 men, attacked the Marine unit shortly after midnight, and during a brief, hot firefight killed four men and wounded five, over one-third of the American strength. Convinced that his position was untenable in the face of another attack by a superior enemy force that could hit from any direction, the Reconnaissance Company commander withdrew his men to the lines of Company B of 1/9, which held the left flank of the 9th Marines.⁷

Japanese troops that drove in the reconnaissance outpost were men of the *3d Battalion, 18th Infantry*. The enemy unit was assigned an objective of penetrating the Marine lines in the area held by 3/21. Surprisingly, instead of

⁶ LtGen Edward A. Craig ltr to CMC, dtd 30Sep52, hereafter *Craig 30Sept52 ltr*.

⁷ The Reconnaissance Company commander felt that the gap was so wide that the Japanese who hit his perimeter, and lost 35 men in the process, "could have bypassed our position at many points." PhibReconCo SAR, dtd 14Aug44, p. 2, Encl C to Encl Q, *3d MarDiv SAR*.

pouring full strength through the hole that had been left open, most elements of 3/18 continued to feel out the main defenses of Lieutenant Colonel Duplantis' battalion. Despite their superior observation of the American beachhead from positions on the Chachao-Alutom-Tenjo massif,⁸ and the information supplied by their patrols, the Japanese did not really make use of their best opportunity for success.

The pressure of enemy units testing the Marine defenses along the rest of the division front increased as the long night wore on. Both the 1st and 2d Battalions of the 21st Marines were hit repeatedly and in gradually increasing strength. Apparently, the *2d Battalion, 18th Infantry* and the elements of the *48th Brigade* in the Mt. Mangan area were looking for a weak spot that would let them break through to the Asan River draws. The draws in turn would provide a path to the division rear areas. On the Fonte front, most of the Japanese troops pressing 2/9 were part of the *2d Battalion, 10th IMR*; almost all of the *3d Battalion* had been killed during the fighting on the 25th, as had the commander of 2/10. The remainder of the Marine line on the left flank was harried by other elements of the *48th IMB* and by naval troops of the *54th Keibitai*. Throughout the Japanese ranks, the infantry was bol-

stered by service and support troops, by walking wounded that could still handle a weapon, and, in short, by everyone that could be mustered for the assault.

One important aspect of the Japanese counterattack plans went awry in the darkness—enemy tanks never reached the battle line. When night fell, the armored vehicles rumbled from their hiding places near Ordot and headed onto the trails leading to Agana. Inexplicably, the tanks got lost. Unable to find their way to the designated assembly area, the commanders of the *2d Company, 9th Tank Regiment* and the *29th Tank Company* led their units back to the Ordot area before dawn broke. Hidden again at daylight from the eyes of American artillery and air observers, the Japanese tanks bided their time for a more effective role in the fighting.

Undaunted by the absence of expected armored support, the *54th Keibitai* moved forward to attack in the early hours of 26 July. An intensive preparation fired by mortars and artillery crashed down on the positions occupied by 3/3 and 2/3. Led by the senior enemy naval officer, Captain Yutaka Sugimoto, the Japanese sailors launched the first of what proved to be a series of counterattacks. From Adelup Point and Chonito Cliff, Marine small arms fire crackled forth from well-dug-in foxholes and machine gun emplacements. Shells from company and battalion mortars exploded amidst those from the 105mm Howitzers of 3/12, and drove the onrushing enemy back. Captain Sugimoto was killed in the first outburst of defensive fire; later, his executive officer was felled by a shell burst. Despite repeated attempts to break through the

⁸ The Commanding Officer, 9th Marines recalled that when this terrain was finally captured "three huge telescopes of 20 power were found. Looking through these scopes one could almost make out individual features of Marines below us. Practically every part of our lines and rear areas, as well as my own CP, could be seen through these glasses from this high ground." *Craig 30Sept52 ltr.*

Marine lines, the Japanese were unsuccessful and most of the attackers were dead by early morning. As day broke, the weary survivors, many of them wounded, fell back toward the low hills west of Agana.

One of the night's most bitter struggles was waged on Fonte Plateau, where Lieutenant Colonel Cushman's embattled battalion strove to hold its gains of the 25th. Local counterattacks flared all along the front of 2/9 and caused a constant drain of Marine casualties. At 2200, it was necessary to pull Company F back 50 yards from its salient in the center of the line in order to consolidate defenses. Because there was little letup in the pressure that the *10th Independent Mixed Regiment* applied, the expenditure of ammunition by all types of Marine weapons mounted alarmingly. Seven major counterattacks in succession ate away at the American line, but it held, often only by the slimmest of margins. The height of the battle was reached in the early morning hours when the Japanese seemed to come in unending waves and the din of weapons firing all at once mixed with the screams and yells of men caught up in the frenzy of close-quarter combat.

As "the first faint outline of dawn showed," and "ammunition ran dangerously low" ⁹ in the American positions, Marine tanks were able to play a significant role in the hard-fought battle. The platoon of Shermans that had spent the night behind the lines now moved to the front, where their cannon and machine guns helped break up the last desperate enemy thrust. Soon after-

wards, another platoon of tanks escorting trucks loaded with ammunition passed through the lines of 3/3 and made its way up the road to Fonte Plateau. While the armor provided covering fire, riflemen and machine gunners grabbed belts and bandoliers of .30 caliber cartridges and mortar crews quickly stacked live rounds near their shell-littered firing sites. With tank support and adequate reserve ammunition, the Marines of 2/9 were solidly established and ready for renewed enemy attacks. Without the shield of darkness, the Japanese held off, however, for only about 100 men of the *10th IMR* had survived the night's fighting.

Not all of the Japanese that died on the night of 25-26 July were killed in front of the American lines. Some infiltrated through the widely spaced strongpoints of the 21st Marines and others found their way through the gap between 3/21 and 1/9. The positions manned by 1/21 and 2/21 lay generally along a low ridge that paralleled and ran north of the Mt. Tenjo Road. From this rise the ground sloped back several hundred yards to the edge of the cliffs. Over much of this area Marines waged a fierce, see-saw battle to contain enemy units that had broken through. In the thick of the fight was Company B of the 3d Tank Battalion, which was bivouacked behind the lines of the 1st Battalion, 21st Marines. Although the tanks were cut off for a time from Marine infantry support, they were able to fend for themselves with their machine guns and 75s. Apparently the Japanese infiltrators were more interested in other and easier targets, for only one tank, which had a track blown and its engine damaged,

⁹ Cushman, "Fight at Fonte," p. 15.

was put out of action during the night's combat.

The coming of daylight brought a quick end to the limited Japanese penetration of the lines of 1/21. Fire from 60mm mortars sealed off the area where the enemy had broken through and ripped apart the groups of Japanese that tried to make a stand. Supported by tank fire, the Marines of Lieutenant Colonel Williams' battalion, reinforced by a company of engineers, counter-attacked to restore their lines.¹⁰ Infiltrators were hunted down relentlessly, and by 0800, the enemy had been cleared from the entire area between the edge of the cliffs and the original front line of 25 July. Along this segment of the embattled 3d Division front, the weary Marines could relax a bit and feel, as one did, that "the fire-works were over."¹¹

Although the fighting on the heights had subsided by early morning, the conflict was far from settled in the division rear areas, particularly in the vicinity of the wooded draws that held the Nidual River and the west branch of the Asan. Most Japanese that found their way through the gap between 3/21

and 1/9, or infiltrated the fire-swept openings in the Marine front line ended up following these natural terrain corridors toward the sea. Directly in the path of the majority of these enemy troops, the elements of 3/18 that had skirted the right flank of 3/21, was Hill 460 and Lieutenant Colonel Duplantis' command post.

After feeling out the positions held by 3/21, the Japanese attacked in force about 0400 all along the battalion front and drove in a platoon outpost of Company K, which held the right of the line. The intensity and strength of the enemy assault mounted as dawn approached, and the Marines on the front line had all they could do to hold off the attackers. Consequently, Duplantis believed that he could not call on his rifle companies for help when the Japanese began attacking his command post. In fact, a reinforced rifle squad, the only reserve available to the commander of 3/21, was committed soon after the Japanese attacked to defend the area between the ridge positions of Company K and Hill 460. Like the Marines that held the trail block Duplantis had set out earlier that night, the outnumbered squad "went down fighting to a man,"¹² overwhelmed by the enemy troops, who swept around both sides of the hill.

Perhaps nowhere else within the Marine perimeter was the situation so desperate as it was in the 3/21 CP as daylight approached. In most parts of the 3d Division beachhead, dawn gave the Marines a better chance to wipe out the infiltrators; on Hill 460, in contrast, the increasing light furnished the Jap-

¹⁰ The action of these engineers from Company B, 3d Engineer Battalion was typical of those of many supporting units on 26 July. The Executive Officer of 1/21 stated that he "was particularly impressed with the number of automatic weapons they were able to produce (from organic vehicles). They advanced as a leading company in at least one of our attacks and performed many infantry duties with credit. This is another advantage of basic [infantry] training being given to all Marines." LtCol Ronald R. Van Stockum ltr to Head, HistBr, G-3, dtd 15Oct52.

¹¹ Frances, "The Battle of Banzai Ridge," p. 18.

¹² Duplantis ltr.



SHERMANS AND RIFLEMEN of the 1st Brigade advance together on Orote Peninsula. (USMC 88152)



FIRING LINE of 3d Division riflemen engage the enemy in the hills above Asan. (USMC 88090)

anese better targets. From positions on the crest of the hill, enemy machine guns raked the rear of Company K and small arms and knee mortar fire poured down on the CP, less than 75 yards away. The deadly hail that swept Duplantis' position took a heavy toll among the corpsmen and communicators, who made up a large part of the defending force. The headquarters group fought doggedly, keeping up a steady fire against the Japanese, who showed no disposition to charge the beleaguered Marines.

The task of eliminating the troublesome enemy strongpoint on Hill 460 fell to the 9th Marines. At 0655, a time when most of the division reserve and support forces were hotly engaged with infiltrators, General Turnage ordered Colonel Craig to shorten his front lines and pull back to the Sasa River and to send troops to recapture Hill 460. Craig, in turn, detailed his regimental reserve, Company L, to take the hill and assigned an officer familiar with the terrain as the temporary commander. Led by Major Harold C. Boehm, executive officer of 1/9, the men of Company L advanced toward the hill along the course of the Masso River. The approach march over difficult terrain was time-consuming, but the Japanese on 460 did not spot Boehm's command until the Marines were about 250 yards away and ready to attack. Aided by covering machine gun fire from Company B, 1/9, shortly before noon Company L launched an assault that carried the enemy position. Twenty-three Japanese were killed on the hill and the remainder were driven toward a firing line set up by Company K of 3/21. The few enemy that survived the

attack fled down the Nidual River draw to annihilation at the hands of the Marine units then mopping up the rear areas.

The clash at Hill 460 was one of a series of hard-fought actions that took place behind the 3d Division front. Japanese infiltrators moving down the stream lines leading to the beaches continually harassed the perimeters of Marine units that stood in their paths. Throughout the night, gunners in artillery and mortar positions had to interrupt their supporting fires to beat off troops.¹³ The neighboring command posts of the 12th Marines and of 3/12 were beset by snipers, who had infested the high ground above the camp areas. By midmorning, artillerymen acting as infantry, aided by two Shermans from the division tank park nearby, had destroyed this nest of enemy.

One of the most serious encounters behind the lines took place at the division hospital. At 0600, about 50-70 enemy troops opened fire on the hospital tents from the high ground on the west bank of the Nidual River. Doctors and corpsmen immediately began evacuating patients to the beach while other hospital personnel and 41 of the walking wounded formed a defensive line and returned the Japanese fire. As soon as word reached General Turnage that the hospital was being attacked, he ordered the division reserve commander, Lieutenant Colonel George O. Van Orden (Division Infantry

¹³ Many of these enemy troops had infiltrated the Marine lines on the previous night and laid in hiding throughout daylight hours on the 25th with the intent of knocking out the artillery when the counterattack started. BGen John S. Letcher ltr to CMC, dtd 12Jun65.

Training Officer), to take two companies of pioneers and eliminate the threat.

Moving quickly, Van Orden's command reached the hospital area and joined the battle. After three hours of fighting, during which the enemy force was eventually surrounded, the pioneers killed 33 Japanese at a cost of three of their own men killed and one wounded. The 3d Medical Battalion had 20 of its men wounded, including two that later died of wounds, but only one patient was hit and he was one of the volunteer defenders. By noon, the hospital was back in operation, caring for the heavy influx of casualties from all parts of the Marine beachhead.

Even before the fighting was over at the hospital and at Hill 460, it was apparent that these two areas held the only sizeable enemy groups left within the perimeter. Any other Japanese still alive behind the lines were the subject of intensive searches by combat patrols of service and support troops. Along the front line, infantry units, often with tank support, scoured the woods and caves in their immediate areas to flush enemy stragglers. The mop-up and consolidation of defensive positions continued through the afternoon as Marine commanders made certain that their men were ready to face whatever the night might bring. While he was inspecting these defensive preparations, Lieutenant Colonel de Zayas, commanding 2/3, was shot and killed; the battalion executive officer, Major William A. Culpepper, immediately took command and continued the defensive buildup.

Conservative intelligence estimates indicated that the Japanese had lost

close to 3,200 men, including 300 behind Marine lines, in the counter-attack.¹⁴ The comparable casualty total for the 3d Division and its attached units was approximately 600 men killed, wounded, and missing in action.¹⁵ It appeared to General Turnage that the enemy was still capable of mounting another strong counterattack, and he directed that all units establish the strongest possible night defense.

Early on the 26th, General Turnage had requested reinforcements from the corps reserve, and during the afternoon, General Geiger dispatched one battalion of the reserve, 3/307, overland to the Piti area to be available immediately in case of need. On its arrival the Army unit was attached to the 9th Marines. As a further safeguard, Turnage directed the organization under Lieutenant Colonel Van Orden of a provisional division reserve composed of 1/3, a platoon of tanks, and elements of eight Marine and Seabee support battalions. Most of these units spent the night of 26-27 July manning defensive perimeters or standing by for employment as infantry reinforcements.

Actually, the Japanese commanders

¹⁴ A careful Japanese accounting of the battle places their casualty total at about "3000 persons." *GSDF Study*, p. 189.

¹⁵ The exact figures are buried somewhere in the casualty statistics for 25-27 July, since many units completed a head count too late on the 26th to be accurately reflected in that day's totals. The cumulative total casualties reported as of 1800 on the three days are: 25 July-315 KIA, 1,760 WIA, 132 MIA; 26 July-333 KIA, 1,869 WIA, 162 MIA; 27 July-481 KIA, 2,405 WIA, 166 MIA. *3d MarDiv Jnl.*

had no further massive counterattack in mind. To an extent not yet realized by American intelligence officers, the fruitless assault had broken the backbone of Japanese resistance on Guam. While there was no disposition to stop fighting on the part of the remnants of the *29th Division*, the ground within, in front of, and behind the Marine lines was littered with the bodies of the men and with the weapons, ammunition, and equipment that General Takashina sorely needed to prolong the battle. Undoubtedly the most damaging losses were those among senior combat unit leaders, whose inspirational example was essential to effective operations in the face of obvious and overwhelming American superiority in men and material. General Shigematsu, the *48th Brigade* commander, was killed on 26 July when tanks supporting the consolidation of Marine frontline positions blasted his CP on Mt. Mangan. The regimental commander of the *18th Infantry* was cut down in the forefront of his counterattacking troops, and both of the battalion commanders were killed after having led their men through the Marine lines. The body of one was discovered in the Asan River draw; the other was found in the Nidual River area.¹⁶

As the senior Japanese officer on Guam, General Obata had the unpleasant duty of reporting the failure of the counterattack to Tokyo. At about 0800 on the 26th, the *Thirty-first Army*

commander radioed *Imperial General Headquarters*, stating:

On the night of the 25th, the army, with its entire force, launched the general attack from Fonte and Mt. Mangan toward Adelup Point. Commanding officers and all officers and men boldly charged the enemy. The fighting continued until dawn but our force failed to achieve the desired objectives, losing more than 80 percent of the personnel, for which I sincerely apologize. I will defend Mt. Mangan to the last by assembling the remaining strength. I feel deeply sympathetic for the officers and men who fell in action and their bereaved families.¹⁷

The following day Tokyo acknowledged Obata's message and commended the general and his men for their sacrifice, emphasizing that the continued defense of Guam was "a matter of urgency for the defense of Japan."¹⁸ After this, Generals Obata and Takashina and the few surviving members of their staffs concluded that their only practical course of action was to wage a campaign of attrition, whose sole purpose would be, in the words of Lieutenant Colonel Takeda, "to inflict losses on the American forces in the interior of the island." The *29th Division* operations officer explained the factors influencing this decision as:

1. The loss of commanders in the counterattack of 25 July, when up to 95% of the officers (commissioned officers) of the sector defense forces died.
2. The personnel of each counterattacking unit were greatly decreased, and companies were reduced to several men.
3. The large casualties caused a great drop in the morale of the survivors.
4. Over 90% of the weapons were destroyed and combat ability greatly decreased.

¹⁶ Near the body of the commander of *2/18* was found a map which showed the Japanese plan for the counterattack. This information is included on Map VIII, Map Section.

¹⁷ Quoted in *GSDF Study*, pp. 188-189.

¹⁸ *Ibid.*, p. 193.

5. The rear echelons of the American forces on Agat front landed in successive waves and advanced. There was little strength remaining on that front and the strength for counterattacks became nonexistent.

6. The Orote Peninsula defense force perished entirely.

7. There was no expectation of support from Japanese naval and air forces outside the island.¹⁹

Part of the Japanese estimate of the situation was based on a lack of knowledge of the exact situation on Orote. All communication with the Japanese command on the peninsula was lost by the evening of 25 July, but the last messages received indicated that the defenders were going to take part in the general counterattack.²⁰

CAPTURE OF OROTE PENINSULA ²¹

Commander Asaichi Tamai of the *263d Air Group* was the senior officer remaining in the Agat defense sector after W-Day. The death of Colonel Suenaga elevated Tamai, who had been charged with the defense of Orote Peninsula, to the command of all sector defense forces, including the *2d Battalion*, *38th Infantry*. During the period 22–25 July, the Army unit fell back toward Orote, fighting a successful delaying action against the *22d Marines*.

When the 1st Brigade closed off the neck of the peninsula on 25 July, it

sealed the fate of some 2,500 Japanese soldiers and sailors who were determined to die fighting in its defense. Although more than half of Commander Tamai's troops were lightly armed and hastily trained aviation ground crewmen and engineers, he had a strong leavening of experienced ground defense units of the *54th Keibitai*. Even if many of the Japanese were not trained in infantry tactics, they were apparently experts in the use of pick and shovel and well able to man the fixed defenses, which they had helped build. Their handiwork, a formidable belt of field fortifications, stretched across the peninsula just beyond the marsh and swamp area and generally along the 0–3 Line, the initial brigade objective in its attack on 26 July. (See Map 28.)

Before the men of the 1st Brigade could test these hidden defenses—whose presence was suspected but not yet confirmed—they had to deal with the Japanese troops that took part in the general counterattack ordered by the *29th Division*. In contrast, the counterattack on the brigade defenses was made by about 500 men and the action was concentrated in a narrow sector near the regimental boundary. The left flank unit of the *22d Marines*, Company L, bore the brunt of the Japanese thrust, helped by the withering fire of the right flank platoon of the *4th Marines* from Company A.

The assembly area for the Japanese attack force, principally men of *2/38*, was the mangrove swamp in front of the *22d Marines*. In apparent preparation for the assault, *sake* was passed about freely, and the Marines manning forward foxholes could plainly hear the

¹⁹ *Takeda ltr II*.

²⁰ *Ibid.*

²¹ Unless otherwise noted the material in this section is derived from: *IIIAC SAR*; *1st ProvMarBrig SAR*; *1st ProvMarBrig Jnl*; *1st ProvMarBrig URpts*; *1/4 WarD*; *3/4 WarD*; *1/22 Jnl*; *2/22 Jnl*; *6th TkBn SAR*; *Takeda ltr II*.

resulting riotous clamor as the Japanese worked themselves up to fever pitch. Finally, just before midnight, a tumultuous *banzai* charge erupted out of the swamp as a disorganized crowd of yelling, screaming men attacked the positions held by Company L. The resulting carnage was almost unbelievable, as artillery forward observers called down the fire of brigade, 77th Division, and III Corps artillery on the surging enemy troops. At one point, the shells of pack howitzers of the 22d Marines were brought to within 35 yards of the front lines in order to check the Japanese.²² The few scattered groups that won their way through the barrier of exploding shells crisscrossed by machine gun fire were killed in frenzied hand-to-hand fighting with Marines of Company L. By 0200, the action died down, and all supporting weapons resumed normal fires for the night defense.

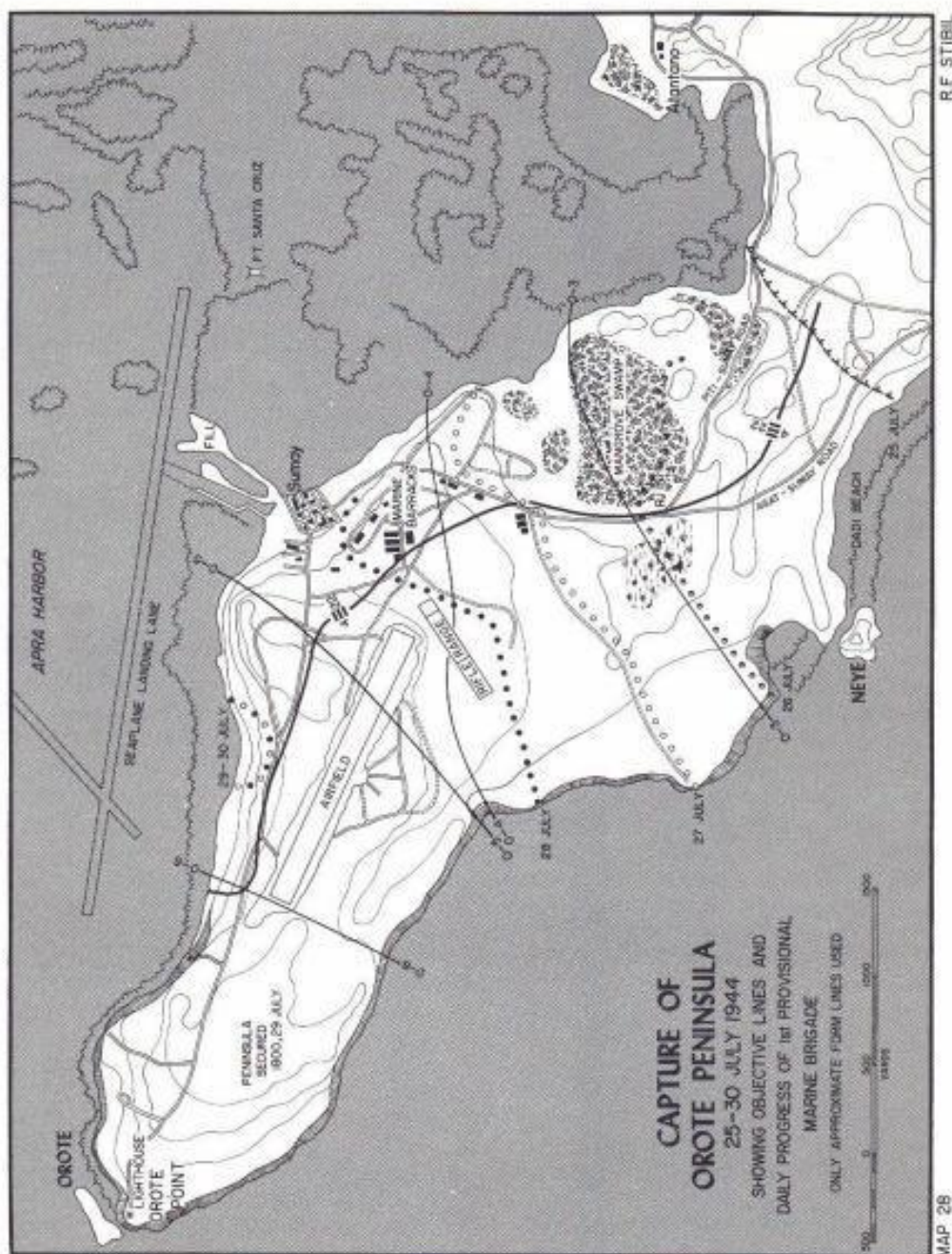
Daylight revealed a gruesome scene, for the mangled remains of over 400 enemy dead lay sprawled in front of the Marine lines in the impact area where over 26,000 artillery shells had fallen during the counterattack. Marine casualties in Company L were light, despite the close-quarter combat, and the flanking platoon of the 4th Marines did not lose a man, although it counted 256 Japanese bodies in the vicinity of its position. Any information that might reveal the exact cost of the counterattack to the Japanese, who evacuated their wounded during the night, was buried with the Orote gar-

rison. There was no doubt, however, that 2/38 ceased to exist as an effective fighting force. Save for small groups of soldiers that continued to fight on, enemy naval troops now had the main responsibility for the defense of Orote.

The night's counterattack had no effect on General Shepherd's attack plan for 26 July. A thorough air, naval gunfire, and artillery preparation exploded on enemy-held areas, and at 0700, the 4th Marines moved out in a column of battalions, 1st in the lead, supported by the regimental tank company. On the right of the brigade front, the assault elements of 3/22 and 2/22 were heavily shelled as they were preparing to jump off. The Marines were convinced that their own supporting ships and artillery were off target, although subsequent investigation indicated that Japanese artillery was again taking advantage of American preparatory fires to strike some telling blows without detection. Regardless of its source, the effect of the fire was demoralizing to the 22d Marines, and it was 0815 before the assault units were reorganized and ready to move out.

The delay in the attack of the 22d Marines opened a gap between the regiments, which was bridged by Company L of 3/4. Another 3d Battalion company, I, followed in trace of the swiftly advancing tank-infantry spearheads of 1/4 to mop up any bypassed enemy. Major Green's 1st Battalion met only light resistance until it approached the 0-3 Line, where heavy brush on the left and the threat of enemy fire ripping across the more open ground on the right slowed the advance. Anxious to maintain the impetus of the attack and to make more

²² Col Edwin C. Ferguson comments on draft of Lodge, *Recapture of Guam*, dtd 28Nov52.



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MAP 28

effective use of the comparatively fresh units of the 4th Marines, General Shepherd at 1145 ordered a change of regimental boundary that would enable Lieutenant Colonel Shapley to employ all his battalions in assault. All terrain east of the road from RJ 15 to Sumay went to the 22d Marines, while the 4th Marines took responsibility for the wider zone to the west.

Initial resistance to the 22d Marines, once its attack was launched, was slight, and 2/22 patrols, wading deep into the mangrove swamp, encountered only snipers. Along the Sumay Road, where there was room to maneuver and firm ground to support their weight, the regimental tanks moved out with 3/22. At 1220, the 3d Battalion reached RJ 15 and discovered that the Japanese had planted an extensive field of aerial bomb-mines across the 200-yard corridor between the swamp and a wide marsh lying west of the road junction. Unable to advance further, the Shermans set up a firing line along the high ground that overlooked the junction and the minefield beyond.

The mined area was covered by a nest of Japanese machine guns, which the assault infantry did not discover until a sudden outburst of automatic weapons fire pinned the lead platoon down in the midst of the mines. Spotting the Japanese strongpoint, a cluster of brush-covered bunkers northwest of the road junction, the tanks fired low over the heads of the ground-hugging infantry to hit gun ports and disrupt the enemy fire. When Japanese mortars opened up from defilade positions behind the bunkers, the tank company commander called down high-angle artillery fire to silence them, which also

set afire an ammunition and a supply dump in the area. With the aid of the tanks, the Marines of 3/22 were able to pull back to relative safety, but too late in the day for any further attempt to force the minefield.

On the left of the brigade line, tanks also played a prominent part in the afternoon's advance. The 4th Marines, maneuvering to get three battalions on line, began to move into heavy vegetation as forward elements approached the 0-3 Line. The Shermans broke paths for accompanying infantry where the going was toughest and helped beat down the scattered opposition encountered. In midafternoon, heavy enemy machine gun and mortar fire hit 2/4 as it was moving into the center of the regimental front. Shortly thereafter, leading elements of the 1st Battalion were raked by intense fire from enemy positions in the dense undergrowth ahead. Japanese gunners had a clear shot at the Marines along well-prepared fire lanes cut through low-hanging branches and thick ground cover, often before the Americans were aware that they were exposed. It was readily apparent that an extensive and gun-studded belt of Japanese defenses had been encountered. At 1730, when brigade passed the order to dig in, both regiments consolidated their positions along 0-3 except on the right, where the 22d Marines set up in the swamp, refusing its flank and covering the resulting gap with artillery and mortar fire.

After a quiet night with no unusual enemy activity, the brigade attacked in the wake of an extensive air, naval gunfire, and artillery preparation. Neither this fire nor the night-long pro-

gram of harassment and interdiction by American supporting weapons seemed to have much effect on the dug-in Japanese. The 4th Marines had as its attack objective an unimproved trail, about 700 yards forward of 0-3, that stretched completely across the regimental zone. Except along the Sumay Road, the intervening ground was covered with a thick tangle of thorny brush, which effectively concealed a host of mutually supporting enemy pillboxes, trenches, and bunkers well supplied with machine guns, mortars, and artillery pieces.

In the narrow corridor forward of RJ 15, 3/4 faced a low ridge beyond the marsh area, then a grass-choked grove of coconut palms, and beyond that another ridge, which concealed the ground sloping toward the old Marine Barracks rifle range and the airfield. On the 22d Marines side of the Sumay Road, the mangrove swamp effectively limited maneuver room beyond RJ 15 to an open area about 50 yards wide.

The terrain and the enemy dispositions gave special effect to the attack of Major Hoyler's battalion. With Companies I and L in the lead, and a platoon of tanks moving right along with the assault troops, 3/4 broke through the enemy defenses along the first low ridge to its front during a morning of heavy and costly fighting. The tank 75s played the major role in blasting apart the Japanese gun positions. During the afternoon, the tank-infantry teams made their way through the coconut palms at a stiff price to the unprotected riflemen. By the time 3/4 had seized and consolidated a secure position on its objective,

Company L alone had suffered 70 casualties.

On the far left of Lieutenant Colonel Shapley's zone, the enemy resistance was lighter than that encountered by 3/4, and the 1st Battalion was on its part of the objective by 1100. Led by path-making tanks, the 2d Battalion reached the trail about a half hour later. Both units then set up defenses and waited for the 3d Battalion to fight its way up on the right. At about 1500, while he was inspecting dispositions in the 1/4 area, the regimental executive officer, Lieutenant Colonel Samuel D. Puller, was killed by a sniper.

Shortly after this, when tanks supporting Hoyler's battalion ran out of ammunition, Shermans from the platoons that had advanced with the left and center of the Marine line moved over to cover 3/4 while it was digging in. From firing positions ahead of the infantry, these tanks spotted a company of Japanese moving in the open along a road atop a ridge some 300 yards away. Cannon and machine gun fire tore apart the enemy column and scattered the luckless troops. At 1830, their job well done for the day, the tanks returned to their bivouac for maintenance and replenishment.

Armor also played a significant role in the day's action on the 22d Marines front. Supporting tank fire helped Company G, leading the regimental assault in the narrow zone between swamp and road, to thread its way through the minefield that had held up the advance on the 26th. Under cover of smoke shells fired by the Shermans, the regimental bomb disposal officer disarmed enough mines to clear a path

through the field for the tanks to move up with the lead riflemen. Engineers then cleared the rest of the mines while 2/22 continued its advance, meeting the same type of determined opposition that had slowed 3/4 on its left. Fire from the barrier of Japanese positions, which confronted the brigade all across the peninsula, took a heavy toll of Marines, particularly unit leaders. Three of the four company commanders were hit during the day's fighting as was the new battalion commander, Major John F. Schoettel.²³

At 1415, after 2/22 had won some maneuver room east of the road to Sumay, the 3d Battalion moved up on the right to join the battle. Since much of the zone assigned 3/22 was swamp, there was only room for Company L in assault. This company tried unsuccessfully to outflank the enemy defenses by moving along the coast, but was stopped by vicious automatic weapons fire. Despite the determined Japanese defense, the 22d Marines kept inching ahead, utilizing tanks to blast bunker firing ports so that accompanying infantry could move in with flame-throwers and demolitions.

At 1700, the brigade ordered the 22d to dig in on commanding ground for the night. In an effort to seize the most defensible terrain, Colonel Schneider stepped up his attack, calling for increased artillery support and for carrier air to bomb and strafe the Japanese. The response was prompt, sustained, and effective. The wing

guns of the attacking aircraft sprayed enemy defenses close enough to the American lines for 2/22 to report it as "too close" for safety at 1802, and thankfully as causing "no casualties, but plenty close" at 1810 when the planes drew off.²⁴ Whatever the precipitating cause—bombing, strafing, artillery fire, or steady unrelenting tank-infantry pressure—about 1835 the enemy troops confronting the 22d Marines suddenly bolted from their defenses and ran. Taking swift advantage of the unusual Japanese action, a rout almost unprecedented in Pacific fighting, the Marines surged forward close on the heels of the fleeing enemy.

The approach of darkness stopped the attack as the 22d Marines reached high ground overlooking the Marine Barracks area. The precipitate advance opened a 500-yard gap between 2/22 and 3/4, which Company C of 1/22 closed. Two men of the company were killed and 18 wounded in a flurry of Japanese mortar fire that struck the Marine unit as it set up defenses in the flare-spotted darkness. The remainder of the 1st Battalion, which had moved from Atantano to reserve positions near RJ 15 during late afternoon, was alerted to back up Company C. There was no further significant enemy reaction, however, anywhere along the front that night.

The preparation for the brigade attack on the 28th included 45 minutes of air strikes, 30 minutes of naval gunfire, and a final 30 minutes of artillery fire. Perhaps as a result, when the 22d Marines attacked at 0830, the regiment swept forward against little opposition.

²³ Lieutenant Colonel Hart, who was reassigned as brigade liaison officer with IIIAC, was relieved by Major Schoettel at about 1430 on 27 July.

²⁴ 2/22 *Jnl*, entry of 27Jun44.

At 1005, Colonel Schneider reported his troops had reached the 0-4 Line, and General Shepherd ordered the advance to continue, "echeloning units to the left rear as necessary to maintain contact with the 4th Marines."²⁵ Major Schoettel's battalion concentrated its drive on the capture of the Marine Barracks area, while Lieutenant Colonel Shisler's 3d Battalion entered the battered ruins of Sumay. Tanks supported the assault troops of both battalions, but found the litter and rubble in Sumay so minestrewn that support had to be confined to overhead fire until engineers could clear the streets. Before the armor halted, one Sherman and its crew were completely destroyed when it hit a 1,000-pound bomb-mine. In the face of desultory opposition, the 22d Marines was able to seize the barracks ruins, the whole of Sumay, and the cliffs along the harbor shore before dusk. For stronger night defense, 3/22 pulled back to high ground east of the town and dug in at 1750.

In contrast with their weak defense on the 22d Marines front, the Japanese facing the 4th Marines were ready and able to make the Americans pay dearly for every foot of ground they won. The enemy defenses were arrayed in depth, along a 300-yard stretch of ridgeline guarding the approaches to the rifle range and airfield. Beneath the thorn bushes and other varieties of densely-clustered jungle growth lay almost 250 emplacements and bunkers, many of them strong pillboxes constructed of coconut logs, cement, and earth. Minefields were cleverly hid-

den amidst the brush along all approaches to the enemy positions.

Both 2/4 and 3/4 had run up against the outskirts of this defensive complex in the previous day's fighting. The difficulties imposed by the terrain and the pattern of Japanese defending fires and minefields prevented the Marines from outflanking the enemy position, and left Lieutenant Colonel Shapley no choice but to order a frontal assault. The extensive preparatory fires for the attack on 28 July appeared to have made no impression on the Japanese: there was no letup in the volume of enemy fire. When the regiment advanced, a slugging match ensued in which Companies E and I spearheaded the determined assault. Throughout the morning and early afternoon, riflemen working closely with tanks gradually forced their way into the nest of enemy emplacements. At 1545, about 20-30 Japanese charged out of the remaining key strongpoint in a futile attempt to drive the Marines back; every attacker was quickly killed. Shortly thereafter, in an attack that General Shepherd had personally ordered during a visit to the front lines, two platoons of Marine mediums and a platoon of Army light tanks led a 4th Marines advance that smashed the last vestiges of the Japanese defenses and swept forward to positions just short of the rifle range. Tied in solidly with the 22d Marines at the Sumay Road by nightfall, the regiment was ready to carry out the brigade commander's order to seize the rest of the peninsula on the 29th.

Assigned missions for the attack on 29 July gave the 22d Marines responsibility for cleaning the Japanese out of

²⁵ *1st ProvMarBrig SAR*, p. 12.

the barracks area, the town of Sumay, and the cliff caves along the coast. The prime objective of the 4th Marines was Orote airfield. To make sure that the attack would succeed, Shepherd arranged for a preparation that included the fires of eight cruisers and destroyers, six battalions of artillery (including one from the 12th Marines), and the heaviest air strikes since W-Day. To increase direct fire support for the infantry, the Marine commander asked General Bruce for another platoon of Army tanks, which would work with the one already assigned to the brigade, and for a platoon of tank destroyers as well.

When the brigade attacked at 0800, following a thunderous and extended preparation, there were few Japanese left to contest the advance. By 1000, General Shepherd was reporting to General Geiger: "We have crossed our 0-5 Line and are now rapidly advancing up the airstrip meeting meager resistance."²⁶ An hour later, Shepherd ordered the 22d Marines to hold up its attack at the 0-6 Line and directed the 4th Marines to take over there and capture the rest of the peninsula.

In moving toward 0-6, the 3d Battalion, 4th Marines encountered and handily overcame resistance from a strongpoint located near the ruins of the airfield control tower. This proved to be the only significant opposition that developed during the day. The relief of the 22d Marines on 0-6 took place without incident at 1500; and Lieutenant Colonel Shapley held up his advance about 500 yards beyond this

objective line. At 1600, while the infantry dug in, two platoons of riflemen mounted the regimental tanks and a reinforcing platoon of Army lights and made a combat reconnaissance to Orote Point. Only two Japanese were sighted and they were killed. When the tank-infantry patrol reported back, General Shepherd declared the peninsula secured.

Earlier on the 29th, at 1530, a ceremony took place at the ruins of the Marine Barracks that had special significance to all Americans on the island and on the waters offshore. To the accompaniment of "To the Colors" blown on a captured Japanese bugle, the American flag was officially raised on Guam for the first time since 10 December 1941.²⁷ Present to witness this historic event were Admiral Spruance and General Holland Smith, ashore on an inspection trip, and Generals Geiger, Larsen, and Shepherd as well as the brigade regimental commanders and those few officers and men that could be spared from the fighting still going on. Fitting honors for the occasion were rendered by a platoon of

²⁷ This ceremony, which usually took place in the Central Pacific after an objective was secured, came as a surprise to the naval officers attending. One officer not present who was particularly disappointed at this early flagraising was Captain Charles J. Moore, Admiral Spruance's executive officer. His father, Lieutenant Charles B. T. Moore, USN, had raised the flag over Guam on 23 January 1899 on the occasion of the take-over of the island government by the Navy Department. It had been Admiral Spruance's intention to suggest to General Geiger that Captain Moore be accorded the privilege of raising the first official flag over Guam. RAdm Charles J. Moore cmts on draft MS, dtd 6July65.

²⁶ *1st ProvMarBrig Jnl*, entry of 28Jul44.

the men that had repossessed the barracks for the Marine Corps. In a brief address, General Shepherd caught the spirit of the event, saying:

On this hallowed ground, you officers and men of the First Marine Brigade have avenged the loss of our comrades who were overcome by a numerically superior enemy three days after Pearl Harbor. Under our flag this island again stands ready to fulfill its destiny as an American fortress in the Pacific.²⁸

Last-gasp resistance by the scattered enemy survivors was confined to sniping and bitter-end defense of caves and dugout hideaways, principally in the cliffs that bordered Apra Harbor. Many Japanese committed suicide when American troops approached; others tried to escape the peninsula by swimming to the low-lying ruins of Ft. Santa Cruz in the middle of harbor.²⁹ The swimmers were shot, captured, or turned back by a watchdog platoon of LVT(A)s. On the opposite side of the peninsula, Neye Island, long a source of galling enemy fire, was scouted by an LVT-borne patrol of the 9th Defense Battalion and found deserted. Brigade intelligence officers conservatively estimated that at least 1,633 enemy troops had been killed on Orote by 30 July. The cost of those deaths to the brigade was 115 Marines killed, 721 wounded, and 38 missing in action.

The end of the battle for possession of the peninsula coincided with a realignment of the IIIAC battle line.

²⁸ Quoted in Kaufman, "Attack on Guam," p. 63.

²⁹ On 21 June 1898, the first American flag was raised over Guam at Ft. Santa Cruz; this ceremony signified the bloodless capture of the island from the Spanish garrison.

While the brigade had been clearing the Japanese from Orote, the 3d Division had fought its way to complete control of the Fonte heights, and the 77th Division had patrolled all of southern Guam looking for enemy troops. While the two divisions prepared to drive north in line abreast and wipe out the remaining Japanese, the brigade was to take an active role in reserve, guarding the corps rear area, mopping up the peninsula, and hunting down enemy stragglers in the southern mountains.

Nothing signified the change of ownership of Orote Peninsula better than the landing on its airfield of a Navy TBF from the *Chenango* on 30 July. Touching down first to test the surface of a 2,000-foot-long strip cleared by six hours of feverish engineer activity, the plane circled and came down again at 1650.³⁰ Once the field proved ready, the escort carriers USS *Sangamon* and *Suwanee* each launched two VMO-1 observation planes to become the first elements of what was eventually to

³⁰ This test landing by a Navy plane spoiled the plans of several Marine officers to have the first American plane to land on Guam be one from VMO-1, whose craft were poised on the escort carriers offshore. Col Frederick P. Henderson ltr to CMC, dtd 21Nov52. Actually, the officer that called down the TBF to land was a Marine, Colonel Peter F. Schrider, commanding MAG-21, who was present on the strip with an advance detachment of his air group. Sherrod, *Marine Air History*, p. 253. As it happened, the first American plane to operate from Guam was an Army liaison aircraft assigned to the 77th Division Artillery. This plane took off from an improvised airstrip at 1310 on the 30th. 77th InfDiv Arty AAR, 21Jul-10Aug44 (WW II RecsDiv, FRC, Alexandria, Va.)

become a powerful American aerial task force based on Guam.³¹

*FONTE SECURED*³²

When the 3d Marine Division reopened a full-scale attack to secure the Fonte heights on 27 July, there was little evidence of the Japanese decision to withdraw to the northern sector of Guam. The enemy seemed as determined as ever to hold his ground, and the day's fighting, focused on the left center of the division front, cost the Marines over a hundred casualties. Holding out, often to the last man, Japanese defenders made effective use of the broken terrain which was honeycombed with bunkers, caves, and trenches.

The twisted and broken remnants of a powerline, which cut across Fonte Plateau and ran in front of Mt. Manggan, became the initial objective of 2/3, 2/9, and 2/21, which bore the brunt of the assault. (See Map VIII, Map Section.) The battalions flanking the plateau fought their way forward to the line shortly before noon and then held up awaiting the advance of 2/9. Lieutenant Colonel Cushman's unit had been strafed and hit by bombs falling short during the aerial preparation for the morning's attack, and the resulting

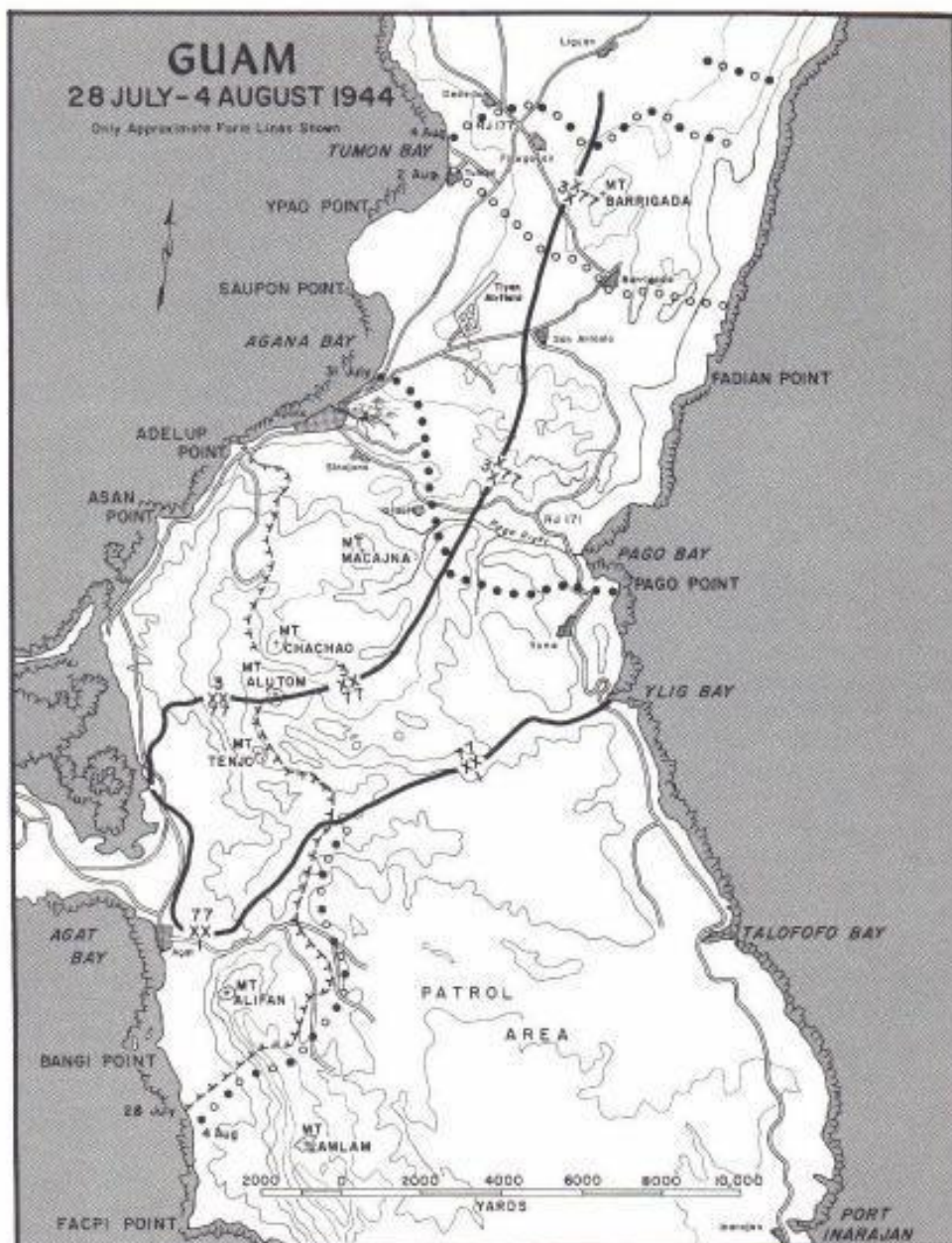
reorganization had held up the assault companies for 80 minutes. About 1300, just after it finally came up on line with 2/3 and 2/21, 2/9 was hit hard by a surging counterattack, which boiled up out of the thick brush that blanketed the plateau. Company G, on the left of the battalion front, met most of this thrust by 150-200 Japanese troops. The tanks working with the infantry played a large part in the repulse of the attack, which finally subsided after almost two hours of hot, close-quarter action.

Shortly after this fight died down, Cushman recommended that his battalion stop its advance and dig in strongly for the night. A formidable strongpoint, a large cave-rimmed depression, which appeared to be the key to the remaining Japanese defensive system, lay just ahead in the path of 2/9. When division authorized a halt for the night, Cushman sent out scouts to find the best way to attack the strongpoint, issued replenishment supplies, and built up reserve ammunition stocks for the next day's drive.

While the fighting on the flanks of 2/9 was not so frenzied as it was on the plateau itself, there was ample evidence here too that the Japanese had not lost their will to fight. Neither 2/3 nor 2/21 could advance much beyond the powerline without being exposed to enemy flanking attacks. Toward the center of the division line, tank-infantry teams of 1/21 were heavily engaged all day in cleaning out enemy troops holed up in caves and dugouts in the vicinity of some demolished radio towers. Some Japanese still manned defenses in the quarry area near the center of the battalion zone, even after three days of

³¹ CTU 53.7 (ComCarDiv 22) Rpt of Marianas Ops, 12Jun-1Aug44, ser. 0047 of 3Aug44, p. 10 (OAB, NHD).

³² Unless otherwise noted the material in this section is derived from *3d MarDiv SAR*; *3d MarDiv Jul44 WarD*; *3d MarDiv Jnl*; *3d MarDiv D-2 and D-3 PeriodicRpts*, 26-31Jul44; *77th InfDiv OpRpt*; *77th InfDiv Jnl*; *9th Mar Jnl*; *2/3 Jnl*; *GSDF Study*; *Craig 30Sep52 ltr*; Cushman, "Fight at Fonte."



MAP 29

R.F. STIBIL

constant attacks with explosives, gunfire, and flame. Despite the spirited enemy resistance, both here and on the plateau, the heavy Japanese losses foretold the end. The 3d Division attack order for 28 July called for all three regiments to seize the FBHL in their zone.

The 9th Marines was to have the difficult task of driving south up the rugged slopes of Mts. Chachao and Alutom and along the ridge approaches to Mt. Tenjo. The crest of Tenjo was made an objective of the 77th Infantry Division, and the boundary between divisions was altered to show this change from the original landing plan. (See Map 29.) The axis of the Marine attack was plotted in the zone of 3/21, and, on the 27th, 3/9 moved into positions behind Lieutenant Colonel Duplantis' battalion, ready to pass through on the 28th. The 3d Battalion, 307th Infantry, attached to Colonel Craig's regiment, relieved 3/9 on the right of the Marine line so that Major Hubbard's men could spearhead the regimental assault on the peaks that loomed ahead.

The III Corps attack on the 28th was successful on all fronts, and the day ended with the Final Beachhead Line from Adelup to Magpo Point in American hands. At 0800, in a bloodless advance which culminated a week of patrol and mopping-up action in the hills between the two beachheads, a company of 1/305 seized the peak of Mt. Tenjo. The 2d Battalion of the 307th Infantry then moved up to occupy the mountain and extend its lines north toward the new division boundary. Patrols of the 9th Marines made contact

with 2/307 on the heights during the afternoon.

The 3d Battalion, 9th Marines relieved 3/21 on position at 0800, and at 0910 began moving forward behind tightly controlled artillery and machine gun support. The 21st Marines battalion was attached to the 9th Marines to guard the open left flank behind Major Hubbard's assault companies. Inside of a half hour, 3/9 was on its initial objective and abreast of 1/9 and 3/307. An hour later, Colonel Craig ordered a general advance of the three battalions toward the Chachao-Alutom massif. Although Craig had not received the IIIAC map overlay showing the new division boundary, he could plainly see the Army infantrymen on Mt. Tenjo's slopes, so he contacted the commander of 2/307, while both officers were checking the flank positions of their units, and arranged a mutually satisfactory boundary.³³ When the corps overlay arrived, its boundary was found to coincide with that worked out by the two commanders.

The only serious resistance encountered by the 9th Marines was centered on a strongpoint located on Mt. Chachao. Manned by a company of Japanese troops, presumably remnants of the *18th Infantry*, this complex of machine gun nests and trenches guarded the trail along the ridge leading to Mt. Tenjo. Once 3/9 had developed this position, Major Hubbard called down artillery fire on the defenders to cover the infantry approach and conceal the movement of tanks to the rear to cut off the enemy escape route. When the artillery fire lifted, Companies I and K,

³³ Craig 22Jun65 ltr.

rushing the Japanese, drove steadily forward along the ridge, destroyed everything in their path, and charged the last emplacements with bayonets behind a shower of hand grenades. When the battle was over, 3/9 counted 135 Japanese dead in its zone. The victory enabled the 9th Marines to secure its objective from Apra Harbor to the 21st Marines boundary near Mt. Mangan.

In its drive to the FBHL, Colonel Butler's regiment overran the *29th Division* headquarters caves, located near the head of the Fonte River valley close to the wrecked radio towers, and wiped out the last defenders of Mt. Mangan as well. In both actions, tanks were in the forefront of the fighting and the Japanese tried desperately to knock them out with grenades and hand-carried antitank mines. Well covered by riflemen of 1/21 and 2/21 and their own machine gun fire, the tanks escaped unscathed from numerous fanatic attacks by individuals and small groups. By the time the 21st Marines were ready to dig in at dusk, all was quiet around the radio towers. The reverse slope defenses of Mt. Mangan were finally silenced.

The only other area of enemy opposition to the 3d Division advance on 28 July was located in the depression on Fonte Plateau. Here, Lieutenant Colonel Cushman's careful preparations paid off in a smoothly executed attack. Utilizing tank, machine gun, and bazooka firing positions that had been pinpointed by reconnaissance the previous afternoon, 2/9 cut loose with a deadly crossfire which blanketed every cave entrance in the pit. Under cover of this fire, a picked assault group with

flamethrowers and demolitions worked its way down from the rim and methodically destroyed every enemy position without losing a man. Once this strongpoint was reduced, 2/9, working with 2/3 and 2/21, was able to clear the rest of the plateau area and secure its share of the FBHL. Cushman's battalion, in four hectic and wearying days of hard fighting for control of Fonte had lost 62 men killed and 179 wounded, but it had captured the anchor position of the enemy defenses.

As night fell across the island on the 28th, reports came in from all along the new Marine positions that scattered Japanese holdouts, who had purposely or unknowingly been bypassed during the day's advance, were trying to infiltrate the lines heading north. This attempted exodus from the Marine beachhead by a relative handful of enemy survivors reflected the orders that had been passed by the *29th Division* following the unsuccessful counterattack of 26 July.

The able-bodied fighting men were directed to disengage on the night of the 28th and withdraw through Ordot to prepared positions near Barrigada and Finegayan, there "to engage in delaying action in the jungle in northern Guam to hold the island as long as possible."³⁴ All sick and wounded combatants and Japanese civilians not attached to fighting units were started north on the night of the 27th, the division hospital and its patients to a position behind Mt. Santa Rosa and the civilians to "a safe area further north."³⁵ Accompanying this first

³⁴ *GSDF Study*, p. 193.

³⁵ *Ibid.*

echelon was the *Thirty-first Army* commander, General Obata, and three of his staff officers, who left the Fonte headquarters at midnight on the 27th to move to Ordot. At the same time, one of General Takashina's staff was also sent to Ordot to marshal all available motor transport and move rations and supplies to storage areas in the jungle north of Mt. Santa Rosa.

General Takashina and Lieutenant Colonel Takeda remained behind at the Fonte headquarters when the withdrawal began, and as a result were directly involved in the fighting on the 28th, when Marine tanks attacked the *29th Division* cave CP area. At about 1100, as it became increasingly apparent that the dwindling number of Japanese defenders could not stop the rampaging tanks, General Takashina decided to make a break while there was still a chance to escape north. Then, as Takedo recalled the events, the two Japanese officers:

. . . stole out of the headquarters cave and ran straight between some enemy tanks and jumped from a cliff. The U. S. tanks, sighting the two persons, fired volleys of tracer bullets. Fortunately for the two, they managed to escape into a dead angle of the tank guns. About 1400 hours they reached a small stream at the northern foot of Mt. Macajna when the division commander was shot by machine gun fire from a U. S. tank, and died a heroic death, his heart having been penetrated by a bullet.³⁶

With Takashina's death in battle, the tactical command of all Japanese forces remaining on Guam was assumed by General Obata. He had only a few senior officers remaining to rally the

surviving defenders and organize cohesive units from the shattered remnants of the battalions that had fought to hold the heights above the Asan-Adelup beaches. All through the night of 28 July, Japanese troops trudged along the paths that led from Fonte to Ordot, finding their way at times by the light of American flares. At Ordot, two traffic control points guided men toward Barrigada, where three composite infantry companies were forming, or toward Finegayan, where a force of five composite companies was to man blocking positions. As he fully expected the Americans to conduct an aggressive pursuit on the 29th, General Obata ordered Lieutenant Colonel Takada to organize a delaying force that would hold back the Marines until the withdrawal could be effected.

Contrary to the Japanese commander's expectations, General Geiger had decided to rest his battle-weary assault troops before launching a full-scale attack to the north. The substance of his orders to the 3d and 77th Divisions on 29 July was to eliminate the last vestiges of Japanese resistance within the FBHL, to organize the line of defense, and to patrol in strength to the front. All during the day, small but sharp fights flared up wherever 3d Division Marines strove to wipe out the isolated pockets of enemy defenders that still held out within the beachhead perimeter. A very few Japanese surrendered, and most of these men were dazed, wounded, and unable to resist further. Almost all the enemy died fighting instead.

Although they made few contacts with retreating Japanese, Marine and Army patrols began to encounter in-

³⁶ *Ibid.*, pp. 195-196.

creasing numbers of Guamanians, who started to move toward the American lines as the enemy relaxed his watch. Intelligence provided by the natives confirmed patrol and aerial observer reports that the Japanese were headed for northern Guam. There was no strong defensive position within 2,000 yards of the FBHL, and there were ample signs of a hasty withdrawal. Patrols found a wealth of weapons, ammunition dumps, and caves crammed with supplies of all types in the area ringing the III Corps position. The discoveries emphasized the sorry plight of the ill-equipped and ill-fed men, who were struggling north through the jungle, punished by constant harassing and interdiction fires by Corps Artillery and the machine guns and bombs of carrier air.

The 2d Battalion, 9th Marines was relieved on line by 1/3 on the 29th and was placed in division reserve for a short and well-earned rest. As the 3d Marines was readied for a new phase in the battle, the regiment received a new commander, Colonel James A. Stuart, who had been the D-3. As a part of a division-wide shift in individual command and staff responsibilities, Colonel Hall was reassigned duties as the D-4.³⁷ The changes seemed to be

³⁷ As a result of the same order, Lieutenant Colonel Ellsworth N. Murray (D-4) replaced the D-2, Lieutenant Colonel Howard J. Turton, who became D-3. Colonel Robert G. Hunt (Division Inspector) was given the additional duties of Liaison Officer to IIIAC and Lieutenant Colonel Ralph M. King (Assistant D-3) was assigned as executive officer of the 9th Marines to replace Lieutenant Colonel Jaime Sabater, wounded on 21 July. The order also confirmed the appointment of Major Irving R. Kriendler as D-1 on 22 July, following the

in keeping with the aura of preparation and reorientation that was prevalent throughout the IIIAC positions. Everywhere the assault troops and the service and support units were refurbishing equipment and stockpiling ammunition and supplies for the drive into the northern jungle.

Although the Japanese were no longer in close contact with the Americans, the patrols sent out on the 30th ran into scattered enemy fire as soon as they began to move up from the belt of lowland between Agana and Pago Bays and onto the northern plateau. All reconnaissance and other intelligence indicated that the Japanese were ready to defend the road that forked north of Agana, one branch leading to Finegayan and the other to Barrigada. (See Map 29.)

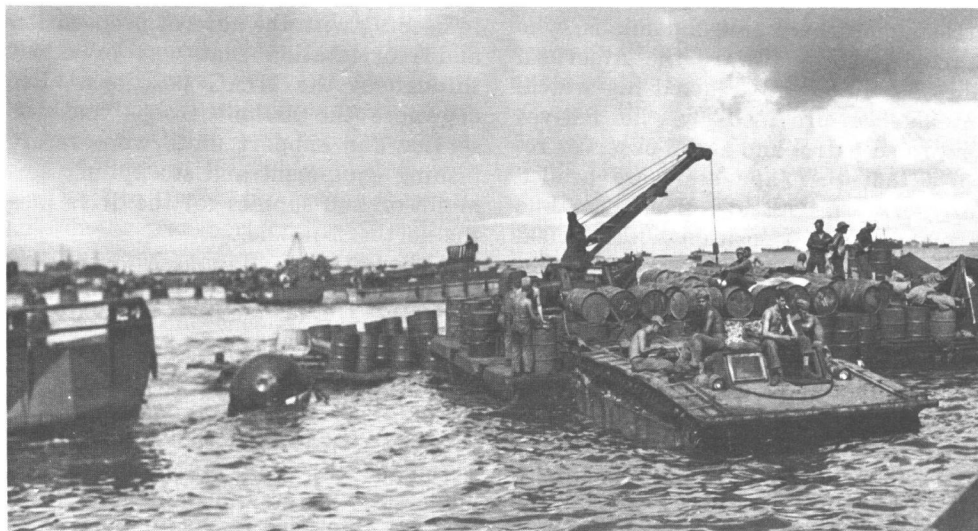
A BASE OF OPERATIONS ³⁸

Before General Geiger was ready to launch a drive north on an island-wide front, he needed assurance that his rear was secure from attack. Equally as well, he had to be certain that he possessed the supplies and support forces necessary to sustain an advance by two divisions through extremely difficult country against an opponent that was battered but by no means beaten.

To answer one requirement, knowl-

death of Lieutenant Colonel Chevy S. White in a shelling of the division message center.

³⁸ Unless otherwise noted, the material in this section is derived from: *IIIAC SAR*; *IIIAC C-4 PeriodicRpts* Nos. 1-44 to 23-44, dtd 21Jul-14Aug44, hereafter *IIIAC C-4 Rpts*; LtCol F. Clay Bridgewater, USA, "Reconnaissance on Guam," *The Cavalry Journal*, v. LIV, no. 3 (May-Jun45).



PONTOON BARGE loaded with fuel drums at the reef transfer line off Guam. (USA SC210553)



GUAMANIAN WOMEN wash their clothes in a shell hole in the midst of a refugee tent city behind American lines. (USMC 92233)

edge of the enemy situation in southern Guam, the 77th Division sent infantry patrols deep into the mountains and jungle in the vicinity of the FBHL. On the 27th, General Bruce ordered the 77th Reconnaissance Troop to investigate reports that the Japanese might still be present in strength, particularly in the center of the island near Mt. Lamlam. Five small patrols set out, two for objectives on the east coast, two to the southeast, and one down the southwest coast. Although the sickness of one member forced the patrol to Ylig and Pago Bays to turn back after it had covered 8,000 yards, the others stayed out three days checking all signs of the Japanese. Scattered opposition was encountered from snipers and small units by the patrols when they moved south along the mountainous spine of the island, but there was no evidence of enemy resistance in strength. As the mission of the patrols was reconnaissance not combat, the soldiers evaded most of the enemy troops they spotted, noting that the Japanese were all headed north. Other patrols sent out on the 29th and 30th travelled along the 77th Division proposed route of advance to Pago Bay. They gained valuable terrain intelligence to aid General Bruce in planning the difficult movement of his regiments east and then north through the jungle to come up on line with the 3d Marine Division.

Once General Geiger knew that no significant Japanese force was present in southern Guam, he assigned responsibility for its control and pacification to his smallest major tactical unit, the 1st Provisional Marine Brigade. Plans were formulated for General Shepherd's regiments to relieve elements of the

77th Division when the fighting on Orote ended.

In many ways, the assault phase of the Guam operation was partially over when IIIAC was ready to launch its northern offensive. Apra Harbor, the key objective of the dual landing operation, had been secured and was being converted into a major anchorage. Seabees and engineers had cleared beaches that had been battlegrounds and had rebuilt and replaced roads and bridges to handle heavy vehicular traffic. Extensive supply dumps, repair facilities, and other service installations had begun to take on the appearance of order and permanence.

On 26 July at 1300, General Geiger had opened his headquarters ashore near Agat, and on the following day, the Corps Service Group under Lieutenant Colonel Francis M. McAlister had begun operations by taking over control of the 5th Field Depot, 53d Naval Construction Battalion, and the Corps Medical Battalion. At the same time, the success of combat operations enabled the Corps Shore Party to begin unloading garrison force supplies over Dadi Beach near the foot of Orote Peninsula. On the eve of the second phase of the Guam operation, the Corps Service Group had grown in size and complexity to include many of the Seabee, engineer, pioneer, amphibian tractor, motor transport, and service units that had originally been part of the brigade and division shore parties. On hand and ready to issue in 5th Field Depot and 3d and 77th Division dumps were an average of 13 days' supply of rations, 15 days' gasoline and other petroleum products, and at least 3 units of

fire for all weapons. Facilities were being prepared at Piti for the unloading of ships; the first vessel, a cargo type carrying 3,000-man resupply blocks of all classes, was slated to start discharging on the 31st.

The cost of the fight thus far had been heavy. From H-Hour until midnight on 30 July, the III Amphibious Corps had lost 989 men killed in action and had had 4,836 wounded; in addition, 302 men were missing and unaccounted for. On the Japanese side of

the grim tally sheet, 6,205 dead had been counted. Several thousand more were estimated to have been killed, their bodies lying sealed in caves or hidden by folds of ground and thick brush in the battle area. Only 50 prisoners had been taken despite the desperate, hopeless nature of the Japanese situation. The rugged terrain to the north, coupled with the discipline and tenacity of the defenders, promised further heavy casualties to both sides before the battle for Guam would end.