New-York Daily Tribune.

VOL. XXII.....No. 6,611. NEW-YORK, THURSDAY, JUNE 12, 1862. PRICE TWO CENTS.

ANOTHER BATTLE IN THE SHENANDOAH VALLEY.

Gen. Shields at Jackson's Rear.

Gen. Shields's Advance Attacked by Overwhelming Numbers.

FIVE HOURS' DESPERATE FIGHTING

The Advance Retires to the Main Body.

COMBINED ATTACK ON JACKSON.

THE REBELS THEN DRIVEN BACK.

THE LOSS HEAVY ON BOTH SIDES.

WASHINGTON, Wednesday, June 11, 1862.

Advices received at the War Department state that Jackson's army attacked Gen. Shields's advance on Monday morning near Port Republic. The conflict is said to have been maintained for four hours by about 2,000 of our men against the main body of Gen. Jackson's army.

The enemy's force became so overwhelming in numbers that our advance was compelled to fall back, which it did in good order, until it met the main body of Gen. Shields's command near Courat's store. As soon as this was effected the enemy in turn retired. The fighting is said to have been very severe, and the loss heavy on both sides. No further particulars have reached the Department.

A private letter states that Gen. Shields had previously succeeded in destroying a large quantity of supplies belonging to the Rebels, found at Walford and at Courat's store.

The damage of the recent rains, including the carrying away of bridges over the south branch of the Shenandoah River, materially interfered with the Commissariat arrangements and the movements of troops.

LURAY, Tuesday, June 10, via Washington, June 11.

Col. Carroll, commanding the 4th brigade, consisting of the 84th Pennsylvania, 11th Pennsylvania, 7th Indiana, and 1st Virginia, altogether about 1,600 strong, reached Port Republic on Sunday, reconnoitered, found the enemy in town, and had a skirmish. He concluded to hold the bridge, ordered it not to be burned, and put guns in position commanding it.

At 6 a. m., Monday, he was opened on by some twenty heavy guns placed in position during the night. Our forces tried to reach the bridge repeatedly to destroy it, but were met by showers of bullets, and had to retire. A large cavalry force crossed and attacked our troops, while their infantry followed.

Our men opposing them at every step, often driving them back with heavy loss; but the numbers after Gen. Tyler's brigade arrived were so much inferior to the enemy—their being at least five to one—that it was impossible to hold our position, and we were compelled to fall back, our boys fighting every foot of the way.

After falling back some three or four miles, a body of cavalry were sent to attack us, but they were received in such manner as to compel them to retire, when the engagement ended, having lasted five hours. Our loss in killed and wounded is not known, but it is large, as is also that of the enemy. We lost a large number of prisoners. Col. Carroll's horse fell, injuring the Colonel badly.

Capt. Kelly of Gen. Shields's staff was badly injured in the head. He received praise from all who saw him fighting. Col. Buckley of the 29th Ohio, was badly wounded. His men charged three times to get his body, but it was carried off by the enemy.

General Ashby of cavalry notoriety was positively killed during the fight at the bridge over Middle River.

Captain Keogh charged with a body of cavalry, and held the bridge some time during a terrible storm of grape.

This was one of the most hotly-contested engagements of the whole war, as indicated by the loss compared with the number engaged. The men fought like demons.

Later.—Two regiments from the First Brigade arrived in time to assist in covering the retreat. The Pioneer Corps also helped. Col. Buckley has arrived wounded.

WINCHESTER, Saturday, June 7, 1862.

The Potomac and Shenandoah Rivers are higher than for ten years previous, retarding the movements of the army corps under Gen. Banks. The loss of the bridge at Harper's Ferry, and the impossibility of crossing with safety, cut off our supply trains, as well as a portion of the troops, and compelled Quartermasters to supply the troops by way of Cumberland.

Yesterday, however, the supply trains of General Williams's Division succeeded in getting over at Williamsport, and General Greene's Brigade will cross to-day. There is no rail transportation between here and Harper's Ferry, the bridge over the Opequan having been destroyed, and the embankment at Shenandoah City washed away. The telegraph along the same route has been partially destroyed. Thus we are just at present cut off from any regular communication with the East.

Gen. Fremont, at last accounts, was at Mount Jackson, pursuing the Rebel force up the valley. Gen. Shields, after leaving Middletown, went up the Luray Valley as far as Elk Ring or Swift Run Gap, but failing to overtake or cut off the enemy in consequence of the bridges having been destroyed, retreated toward Front Royal. Beyond doubt, Jackson has escaped with little loss. Returned prisoners say his force is reduced almost to the starving point for want of food, subsisting on two crackers per day.

A considerable number of paroled convalescent prisoners, left here by Jackson on his retreat, go to Washington to day, whence they will be sent home to await an exchange. Most of those remaining in the hospital are doing well, and but very few deaths have occurred among them. Many ladies of this town are unremitting in attention to the sick and wounded, and Dr. Antisell, medical director, is indefatigable in his labors.

There are now in confinement here sixty Rebel prisoners, under charge of Capt. Cogswell of the 2d Massachusetts Regiment, and between 300 and 400 are now en route hither from Strasburg. These will be sent to Baltimore to-morrow. In order to prevent any insult to the prisoners, as well as any demonstration on the part of Secession sympathizers, a strong patrol will escort them through the town, who will promptly suppress and punish any attempt of the kind.

Gen. Banks has his headquarters here at present. Capt. Bertram, (of 3d Wisconsin), Deputy Provost-Marshal, maintained excellent order, and is quietly searching the houses of noted Secessionists for arms, articles contraband of war, and army and sutlers' supplies which were appropriated to private use. The usual provost guard has been augmented by the 60th New-York. The regulations concerning passes to citizens are much more stringent than ever before. Unless applications are indorsed by some of the best Union citizens they are refused, and a strict watch is kept on all the roads leading from that town.

It has recently come to light that on the Friday morning previous to the attack on Col. Kenly, at Front Royal, a large mail was received here from Jackson's army, conveying intelligence that he was approaching with an overpowering force. The female Secession circles were jubilant as well as defiant. It is also known that other mails had been previously received from the same point, but all attempts to ferret out the parties engaged has thus far failed.

A gentleman, well known to many of our officers, who was concealed several days in town, overheard conversations participated in by Rebel officers. One, who appeared to be well informed in regard to Rebel movements, said if Richmond was evacuated, the whole force would be thrown into the valley, to maintain a guerrilla warfare to the last.

Gen. Cooper's Brigade passed through town yesterday in excellent health and spirits.

It surprises observers of the hostility exhibited toward our army on its retreat, to meet now with such numbers of "good Union men" here. The female Secessionists alone take pride in having their real sentiments known to us by words, gestures, and deeds. Hereafter outward demonstrations of their Secession proclivities will be promptly suppressed by the military authorities.

Jackson did not hesitate to declare that the main object of his expedition had failed, and he attributed the failure to the non-arrival of his rear supports, under Longstreet and Smith. He said his whole force reached nearly 60,000 men.

Gen. Sigel was serenaded last night at the Taylor House. He made a few remarks in response.

Capt. Cothran of the 1st New-York Battery, has resumed his command here. The President reversed the finding of the court-martial dismissing him from the service, and restored him to his battery. His return was gladly greeted by officers and men.

WINCHESTER, June 8, 1862.

Four hundred and five Rebel prisoners arrived here to-day from Strasburg, and have been quartered temporarily in the basements of the churches. Most of them are stated to have been stragglers overtaken by General Fremont's army during his pursuit of Jackson up the valley.

Returned prisoners say that Jackson was attacked in force at Woodstock by Fremont, losing one battery and a considerable number of killed, wounded, and some prisoners.

Among the prisoners now here is Capt. Wm. Monaghen of the 6th Louisiana Volunteers, acting Major of that Regiment. He was captured near Strasburg by the Delaware Cavalry.

Gen. Cooper's Brigade was reviewed and inspected yesterday by Gen. Sigel. This is a large brigade, recently formed at Harper's Ferry, and includes the 1st District of Columbia Regiment. The review was a very creditable one.

The men now in hospitals here are as follows: At the Union Hospital, 163 Unionists; at the York Hospital, 17 Unionists and 67 Rebels; at the Academy Hospital, 30 Unionists and 60 Rebels; at Strasburg, 65.

A rumor was circulating here this morning that Jackson had been largely re-enforced, and was advancing down the valley again. It could not be traced to any authentic source.

Not the slightest demonstration was made on the part of the citizens to-day when the prisoners entered the town.

A proclamation has been issued, a copy of which will be placed in every house in town, ordering the inhabitants to return every article in their possession belonging to the Government. It is known that a large amount of arms, clothing, and provisions have been taken and concealed by them. If this order is not obeyed, a strict search of ever suspected house and severe examples of delinquents will follow.

FROM GEN. FREMONT'S ARMY.

Entrance into Harrisonburg—The Action of the 6th.

From Our Special Correspondent.

FREMONT'S HEADQUARTERS, HARRISONBURG, Va., June 7, 1862.

The march from Newmarket yesterday was without opposition, until the advance guard reached Harrisonburg. Rebel cavalry showed themselves occasionally in front, but not in large numbers. They were drawn up in line some miles before Harrisonburg, and, as their numbers were hid by the woods, a halt was made, and two regiments of cavalry sent forward through the fields in hope to capture the Rebels by a flank movement. Two guns were placed on the hill to cover the advance. Before their position was reached by the flanking column, the Rebel line wheeled into column, and rode off. A few shells were sent after them, which had no other effect than to scare a number of our own scouts, who were so far in advance as to be directly under fire, and were very nearly hit.

The entrance to Harrisonburg was not disputed. A company of Connecticut cavalry, under Capt. Fish, rode through the main street, and discovered two or three hundred Rebel cavalry in line at the opposite end of the town, who fired on them without injury. When all the cavalry had come up a force, consisting of the 1st New-Jersey, 1st Pennsylvania, two companies 4th New-York, and two companies Connecticut cavalry—in all, about eight hundred—under command of Col. Windham of 1st New-Jersey regiment, was ordered forward by Gen. Fremont, to take possession of the town, and reconnoiter a short distance beyond. Before this column moved, a report was brought by a scout that there were three hundred Rebel cavalry within a mile of the town, who were prevented from retreating by the destruction of a bridge a short distance in advance; and that they were rapidly rebuilding the bridge, and would be able to advance in an hour. This information was communicated to Col. Windham.

About 1½ o'clock, Col. Windham moved his force, and went through the long main street of the town at a rapid trot. Arriving on the other side, the column turned to the left and advanced through two or three fields to the summit of a hill overlooking an open valley, from which rose another hill beyond, covered with woods. No enemy was in sight. The cavalry were halted, and skirmishers sent ahead and on the flanks. They were gone some time, and returned with no satisfactory report. Nevertheless, Col. Windham, though he had reached the point beyond which he was ordered not to push his reconnoissance, decided to advance. With full knowledge that the enemy was somewhere in front of him, whom he might have to charge at any moment, he nevertheless hurried on his tired horses, advancing for more than two miles at an unbroken trot. The enemy's cavalry were suddenly discovered in front, drawn up as usual across the road, and extending into the woods on either side. It was impossible to determine their force, and there was no support within three or four miles; but Col. Windham determined to attack, and without any attempt to discover by skirmishing the strength or position of his enemy, or whether any infantry were opposed to him, ordered a charge, and rashly led his own regiment, the 1st New-Jersey Cavalry, straight up the hill.

On the left of the road was nothing but woods. On the right, for some distance before the Rebel line was reached, was a field of wheat. In this field was concealed a strong body—not less than a regiment—of Rebel infantry. They were not completely screened from view by the tall grain, but were visible at least to the officers and men of the second squadron. Utterly unsuspicious of such a force on his flank, Col. Windham charged at speed up the hill. When the first squadron was fairly within the line of flanking fire the Rebels poured in a volley, which, coming so close at hand, and on the flank, threw the whole squadron into confusion. Col. Windham's horse was shot under him, and he was taken prisoner. Captain Shellmere, Co. A, bravely striving to rally his men was killed by a rifle shot. All the officers bravely but vainly endeavored to rally their men, and after one or two feeble efforts to hold their ground the 1st battalion was driven down the hill. Capt. Janeway, Co. L, who was leading the 2d squadron perceiving, as he advanced up the hill, that the wheat-field covered a force of infantry, as soon as the first squadron was thrown into disorder by the unexpected fire on the flank, endeavored to lead his men through the woods on the left of the road, in order both to shelter them from the infantry fire and to flank the cavalry on the hill. The movement was skillfully planned, but before it could be wholly executed part of the squadron was thrown into confusion by the retreat of the advance, which came down the hill in disorderly flight, and nothing was left but to retire. The threatened attack on the flank prevented the Rebels from pursuing, and the whole force fell back. Capt. Haines, Co. M, was either killed or severely wounded and taken prisoner. Capt. Janeway escaped unhurt. The regiment lost 36 killed and wounded.

For the account given thus far I am indebted to an officer who was engaged in the fight, no part of which I saw. When the reconnoissance was sent forward, I rode through the town with the cavalry, and thence to the field where the first halt was made, and beyond which Col. Windham was ordered not to advance. No enemy being in sight, I supposed no further advance was intended, and returned to the camp on this side of the town.

As soon as news of the repulse was received at headquarters, Gen. Bayard, with the Bucktail Rifles, four companies, and the 1st Pennsylvania Cavalry, and Col. Cluseret, with his Brigade, comprising the 60th Ohio, and 8th Virginia Infantry, were ordered forward to hold the further end of the town, and the approaches on that side. Col. Cluseret advanced, and drove one body of the enemy from their position, pursuing them for a considerable distance, capturing their camp and some supplies, without loss on his side. The other wing was less fortunate. The Bucktail, or Kane Rifles, numbering 125 men, found themselves opposed by four regiments of infantry, supported by cavalry and artillery in position. Before they could be withdawn they suffered most severely, losing nearly one half their whole number, killed, wounded and missing. Officers and men fought most gallantly. Lieut.-Col. Kane, who commanded them, was severely wounded, and refusing to allow his men to carry him off the field, was left behind, and is undoubtedly a prisoner. Capt. Taylor, a brother of Bayard Taylor, was wounded and captured. The Acting Adjutant of the regiment, Lieut. J. J. Swaine, is probably killed.

The enemy had artillery, and used it with effect, continuing their fire after our troops were withdrawn, and after dark, while not a solitary gun could be brought up on our side. In the confusion and haste of last night, only the most fragmentary accounts could be obtained. The substance of such as could be collected and seemed most trustworthy I put into a dispatch, to be forwarded to the nearest telegraph station. This morning I write without other information, and momently expecting the mail to close. With the rapid advance of the army, mail facilities become more and more uncertain and irregular, but I hope to-morrow to be able to forward lists of killed and wounded. Whether to-day is to see a march or a battle, or whether we move at all, is still uncertain.

Jackson's progress is undoubtedly delayed by the exhaustion of his troops and breaking down of trains, otherwise he would not have strengthened and halted his rearguard last night. Riding all day in advance, I heard, at every house along the road, that his main column passed early Thursday morning, and the rearguard some hours later. Only a small body of cavalry, not more than a hundred in number, kept near our advance, showing themselves occasionally in line in favorable positions. Thursday night the Rebels camped near Harrisonburg. Friday Jackson seems to have abandoned the main road, and, turning to the left, endeavored to reach either a point on the river where it could be forded, or Miller's bridge, 12 miles on the road to the left. The people of Harrisonburg agree in stating that he did not expect Gen. Fremont to reach the town until to-night, and it is probable that when surprised by the appearance of the advance guard, he determined to make an effort to check its further progress. The only other explanation is that he has arrived at the place where he is obliged to make a final stand. Col. Windham's rash advance beyond the point where he was ordered, and his attack in such circumstances, still more rash than the advance, gave the enemy an opportunity which they improved, and came near bringing on a general engagement at the end of a long and exhausting day's march.

Later.—As the mail closes the official reports begin to come in, hurried and fragmentary. Gen. Bayard's report severely censures Col. Windham, of 1st New-Jersey Cavalry, for rashness and unskillful conduct in advance and attack. The charge was made after a harrassing march when the horses were staggering in the ranks from exhaustion, and the men had been without other rations than beef for three days. The repulse is wholly attributable to Col. Windham's bad conduct, and neglect or disobedience of orders.

When the Kane rifles—the Bucktails—were sent into the woods a large force of the enemy was almost immediately unmasked, and orders were at once sent to the Rifles to withdraw. Before this could be effected under the terrible fire to which they were exposed, they lost in killed, wounded and missing, fifty-five men. The regiment exhausted its ammunition, and the 8th Virginia, ordered up to support them, had also exhausted theirs.

I send you a corrected list of the killed and wounded.

BUCKTAIL, OR KANE RIFLES.

KILLED—Martin Kelly, Co. G; Geo. Fine, Co. C.; John Danby, Co. C.

WOUNDED—Lieut.-Col. Kane, wounded and prisoner; Capt. W. T. Blanchard, Co. I, severely, Lieut. B. B. Rice, Co. I, slightly; Sergt. Enoch Barnum, Co. C, severely; Wm. Richardson, Co. I, severely; Charles Robbins, Co. I, severely; Ferdinand Kliburn, Co. I, slightly; Edwin Greenfield, Co. H, severely; Samuel Hess, Co. H, slightly; John Redding, Co. C, severely; J. M. Wood, Co. I, severely; Benj. Ireland, Co. G, severely; James Johnson, Co. C, severely; H. Carter, Co. H, severely; James Grace, Co. H, severely; Willard Silvea, Co. G, dangerously; John Struble, Co. G; Sergt. D. C. Freeman, Co. C, severely; H. J. Hammond, Co. I, slightly; Thos. Campbell, Co. C, severely; Perry McKinnes, Co. C, slightly; J. S. Covert, Co. C, severely; Geo. McGowan, Co. C, severely; Russell Inglesby, Co. C, severely; John Rinehart, Co. G, severely; H. C. Bailey, Co. G, arm amputated; Capt. E. A. Howell, Co. H, severely; Henry Penhollow, Co. H, severely; Franklin Crandall, Co. I, severely; Wm. L. Pierce, Co. H, severely; Luther Lucore, Co. C, slightly; Theo. Malone, Co. C, slightly; Augustus Smith, Co. C, severely; L. W. Taylor, Co. H, severely; Lieut. J. B. Winslow, Co. G, slightly; Sergt. I. T. Alton, Co. I, slightly.

MISSING—Capt. C. F. Taylor (brother of Bayard Taylor), Co. H, wounded and prisoner; Lieut. J. J. Swaine, Co. H, Acting Adjutant of battalion, probably killed; Sergeant John Cole, Co. G; Corporal Frederick Holmes; William Dell, Co. I; Milton Fair, Co. I; Cyrus Morrison, Co. G; Corporal R. F. Looker, Co. G; Adolphus Coox, Co. H.

This list was obtained from the hospital, and is complete with the exception of six men so slightly wounded that they have not been taken from camp and excepting, also, the missing of Co. C, not reported. Their names will be forwarded in my letter.

FIRST NEW-JERSEY CAVAL.

LIST OF KILLED, WOUNDED AND MISSING.

Col. Wyndham, prisoner.

COMPANY A.—Capt. J. H. Shellmire, missing, known to be wounded, and probably killed; Corporal Edwin Scott, missing; Jonathan Jones, missing; Charles D. Parry, killed; Jas. D. Walton, missing; William Traeger, missing.

COMPANY B.—Corporal Phillip Ray, missing; Thomas McFarland, missing.

COMPANY C.—Not in the fight.

COMPANY D.—Sergeant Thomas E. Brady, missing; Sergeant Thos. H. Nutt, missing; William Armstrong, prisoner.

COMPANY E.—John Griffith, missing; Marshall Reeves, missing; Henry Baldwin, missing; William H. Anderson, missing.

COMPANY F.—Sergeant Carrel Carty, wounded and missing; John Mason, missing.

COMPANY G—Capt. Clark, missing; Corporal John Smith, missing; Private Frascari, missing; Warren C. Herah, wounded.

COMPANY H—Corporal Henry Weiner, missing; Daniel Hotalen, missing; Joseph B. Aliger, missing.

COMPANY I—Edward Myers, missing.

COMPANY K—Whitfield Larue, missing; Joseph L. Doty, missing; Isaac Dickerson, missing.

COMPANY L—Charles T. Cowperthwaite, missing; John Cowan, wounded.

COMPANY M—Capt. T. R. Haines, missing, probably killed; Sergeant Robert K. Adams, missing; Daniel Shults, missing; Aaron Cool, missing; Isaac Seeds, missing.

This list I obtained from the captains and surviving officers of companies this morning. It is complete, but the fate of most of those reported missing has not yet been ascertained. Two of those missing, according to the official report sent in at first, have since come in.

FROM GEN. McCLELLAN'S ARMY.

The Rebels Acknowledge the Death of Col. Ashby—Large Per Centage of Rebel Losses at Fair Oaks—Bad Weather.

HEADQUARTERS, Wednesday, June 11, 1862.

The Richmond papers of Monday have an account of a skirmish near Harrisonburg, in which Col. Ashby, of the Rebel Cavalry, was killed. Col. Wyndham, of the 1st New-Jersey Cavalry, was taken prisoner.

On Saturday Gen. Jackson was at Port Republic, Rockingham County, from which he would retreat when pursued by the Union troops. The same paper publishes the names of the killed and wounded in seven Rebel Regiments, making a total of 559.

The weather still continues unfavorable for military operations. It has rained every other day for the past two weeks. The waters in the Chickahominy have not receded, and the roads are in a terrible condition.

FIGHT IN NORTH CAROLINA.

WASHINGTON, N. C., Friday, June 6, Via BALTIMORE, Wednesday, June 11, 1862.

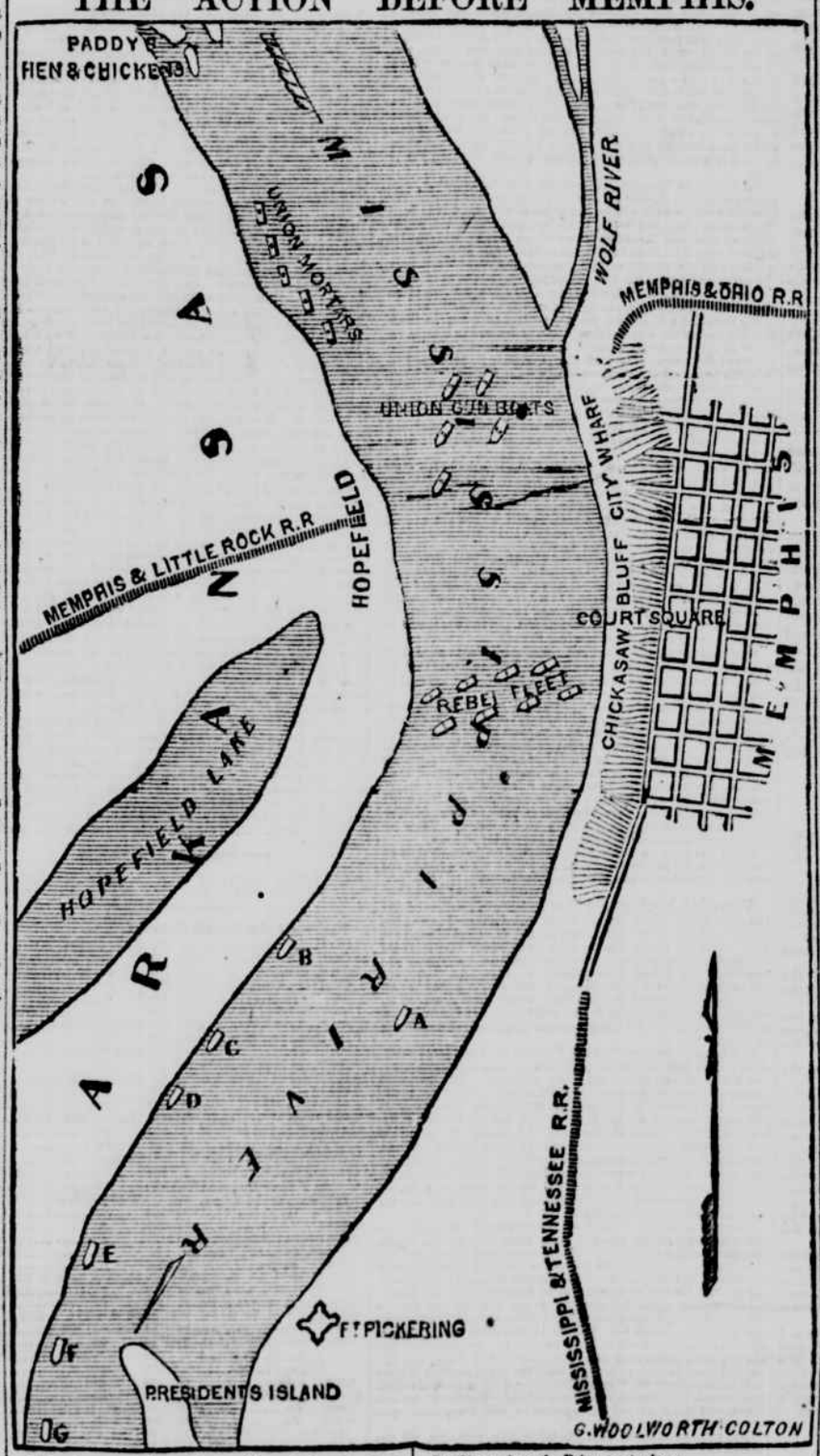
A sharp but brief engagement occurred yesterday, eight miles from here, on the Pactolus road, between the 21th Massachusetts and a Rebel regiment in ambush. The latter was driven from cover with great loss. Our killed are as follows:

Company A—Sergeant George S. Litchfield, Leroy Doland.
Company F—George Baxter, Corporal Melbourne Crosoup.
Company I—Orville Brook.
Company K—Austin Gill.

The following are the wounded:

Company A—Capt. Reading—slightly, in the wrist; Lieut. Jarvis—seriously, in the left ankle.
Company B—James A. Beale—slightly.
Company E—Joseph A. Collins—slightly.
Company F—John Vaughan—severely, in the hip.
Company I—Michael O'Brien—severely, in the hip.

THE ACTION BEFORE MEMPHIS.



The above cut shows the position of the two fleets in the late battle before Memphis, as explained in our Correspondent's letter, published in yesterday's TRIBUNE, and the following references:

A—Place where the Lovell was sunk.
B—Place where the Price went ashore.
C—Place where the Little Rebel went ashore.
D—Place where the Jeff. Thompson blew up.
E—Place of the Sumter's going ashore.
F—Place of the Bragg's going ashore.
G—Place of the Beauregard's sinking.

THE SITUATION AT FORT PILLOW.

FROM MEMPHIS.

A Reconnoissance Down the River—Arrest of a Secessionist—Burning of Cotton.

From Our Special Correspondent.

U. S. FLAG-SHIP BENTON, OFF MEMPHIS, Friday, June 7, 1862—6 p. m.

The gunboat St. Louis has gone down the river on a reconnoissance. She is not expected to proceed far below. It is understood that there are fortifications twenty miles above Vicksburg, so formidable that if Commodore Farragut's fleet remains below that city, several of our boats will go there together, whenever there is any attempt to open communication with him.

The great Memphis landing, quite bare of the immense quantities of cotton which formerly covered it, and indeed of any description of merchandise, wears a very deserted and Sabbath-like appearance. A few citizens and ladies are to be seen, but nearly all places of business are closed, and Memphis, to a spectator from the river, looks like an abandoned city.

Col. Fitch, commander of our land forces, has his quarters on board the steamer Von Phul, and no troops are on shore, except four or five companies, under command of the Provost-Marshal.

The stars and stripes wave above the Post-Office—the only flag of any description floating over the city.

A prominent Rebel citizen named Mark R. Check was arrested this morning on the Rebel steamer bearing his name, and is now a prisoner on the Benton. He was one of the most bitter and bloodthirsty Secessionists in the city, and is charged with being one of the ringleaders in a mob which hung a peaceable Union man last Summer.

At several of the plantations on the river above here the cotton is being burned, and the embers and smoke around the gins give evidence that large quantities have been destroyed.

LATER FROM MEMPHIS.

Our correspondent sends us Memphis papers of June 7, from which we make the following extracts, showing with what bad grace these boastful Rebels submit to the power of the National Government:

From the Avalanche, June 7.

THE UNIONISTS IN MEMPHIS.

The Unionists have reached and now possess Memphis. Six gunboats, of most excellent proof, frown upon it, and from its Post Office now floats the Union flag, sympolic of their presence and present power.

The flagship of Commodore Davis, the Benton, lies dark and threatening within fifty yards of the shore, and in close proximity floats her five scarce less powerful and destructive companions. Mortar boats are on the Arkansas side, with their massive engines of destruction; the "Dickey," their commissary boat, and the Platte Valley, a transport, are moored at our wharf, and contain two Illinois regiments, the 43d and 69th, under the command of Col. Fitch; while, afar off, repose the "swift and stiff" rams of Col. Ellet.

As all outbreak, or provocation to anger, by our people, of such a force as this, were but wanton irritation to destructive anger, or, as some will have it, would be a plausible excuse for it, we trust, indeed we little doubt, that our citizens will be wary, calm and careful, attending to their civic avocations, if they choose to resume them, in such way as neither to provoke harsh measures or painful hauteurs.

The immediate command of the city itself will, we judge, devolve upon Col. Fitch, now acting as Brigadier-General. He is reported a brave and efficient soldier to the Government he serves, has been, in the *pours passe*, a strong Breckinridge Democrat, and in private life, bears the reputation of a man of high and sensitive honor.

In the exchange of one military rule for another, however different the merits of the respective central governments which the officers serve, the municipal affairs of the city will be little affected, and the individual citizen must in such cases be prudent to be wise, and in this juncture he is most truly valorous who is most discreet, "neither quick to give nor to take offense."

When men are agitated, the unthinking are the foremost to the fray, to its continuance, to its creation, and the scum of the boiling pot will ever be uppermost. The Mayor and the present military commander of the city will, we trust, see to the rapid establishment of a sufficient and reliable police, whose watchfulness may be needed to prevent all useless and dangerous ebullitions of feelings, as much to be deprecated by the civilians of Memphis as by those who are now its possessors.

WHO LIVES IN MEMPHIS?

The question which forms the caption of our article were more easily answered if it were in the negative—who does not live in Memphis?

Many of the strongest advocates of the Confederacy have left us, where their circumstances were such as to permit their leaving. Hundreds have left Memphis for more southern localities, in advance of the approach of the Union fleet; among these were many, who, though indifferent to political revulsions, feared the coming power, and among these were many of the best and most useful citizens of Memphis.

All soldiers or attaches of the Confederate armies have left Memphis.

All the banking institutions, with Presidents, Tellers, Cashiers, and accountants, have left Memphis, with a very few exceptions.

Our late ruler, the commander of the post, Col. Rosser, whom there is no more affable, gentlemanly, able and hearty officer, has left Memphis. Col. McKissick, our late Provost Marshal, who discharged the onerous and often unpleasing duties imposed upon him with so ardent a desire "to do right" as to have earned for himself the hearty commendations of a large majority of those ever having "to do" with him, has left Memphis.

The telegraph operators, with their popular chief, Col. Coleman, have all left Memphis. The Postmaster has left Memphis.

Many of the best physicians of the city, of its most able, most admired men and women, have left Memphis.

Then "Who lives in Memphis?" Its civilians. We use the word in contradistinction to politician as to soldier. The men with whom the duties and inclinations of domesticity have rendered business, home, and pursuits of literature or art, paramount to the more boisterous attraction of military distinction—men, civilian in taste as in occupation, form now the population of Memphis.

Not only is Memphis extra civilian in its population now, but also in its possessions. All arms, all munitions of war, the very sinews of war (the banks), all down to the last pound of commissary bacon, and the last pint of commissary flour, have been removed, and the leavings in civilian possessions themselves are also of the meagerest.

The Avalanche has a long, detailed account of the Naval engagement, and the surrender of the city, but which contains no new matter. Incidentally, however, it confesses to the sham pretensions of the so-called Confederacy of having a navy that could cope with and overcome that sent against it by the National Government. It says:

The Confederate fleet was really in no condition to encounter such a formidable opposition. At best they were only rams, which had already seen good service. The infantry, sharpshooters and artillerymen, who had acted so well when in the former engagement, had all been taken off and sent to our army below, and the boats and guns were left to be managed by steamboat-men, who knew but little about shooting cannon. All the rifles had been taken away, and the consequence was that our men, in exposed places, labored under disadvantages.

But notwithstanding all this, Com. Montgomery preferred to fight and die gloriously rather than his fleet should play the ignoble part enacted by Tatnall with the Virginia. His determination against the great odds against him may be deemed rash, if not foolhardy, but there are many who feel better today for the effort he so generously made to demonstrate the great fact that war means fighting—a proposition which many leaders, higher in command than the heroic Montgomery would do well to profit by.

We conclude our observations on the day with the simple remark, that the better class of our citizens demeaned themselves with the utmost propriety, and that if there was any demonstration other than of opposition to the invaders, we did not hear of it.

A STAMPEDE.

After the arrival of the Unionists yesterday morning, there was quite a stampede from Memphis. The regular and three extra trains left for Grenada, taking away perhaps a thousand of our citizens. There were many painful separations of man and wife, friends and relatives, at the Mississippi depot yesterday. We learn that a large number left the day previous. Many of them expect the separation to be of only brief operation.

THE SLOOP-OF-WAR MARION.

BOSTON, Wednesday, June 11, 1862.

The sloop-of-war Marion, from Pensacola and Key West, is now below.