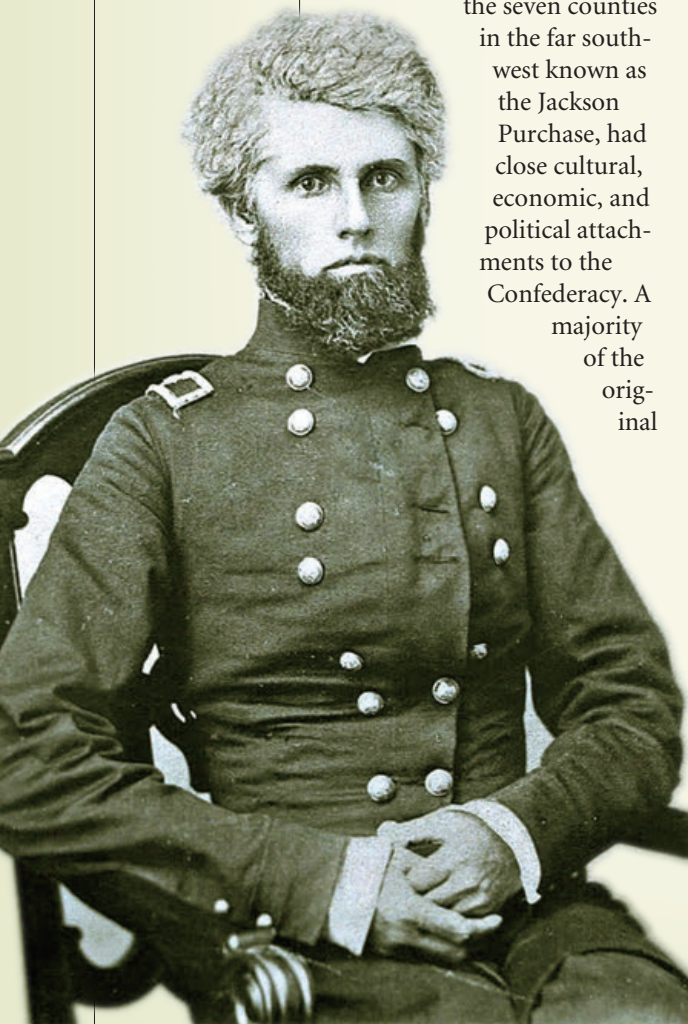


REIGN OF TERROR IN WEST KENTUCKY?

By Dieter C. Ullrich and Berry Craig

▼ General Eleazar Arthur Paine (1815-1882). LOC



During fifty-one days in the summer of 1864 a “reign of terror” existed in Western Kentucky under the military command of General Eleazar Arthur Paine, at least that is what historians and folklorists have written over the past 150 years. However, new evidence from contemporary documents provide a contradictory narrative to the story. Western

Kentucky, particularly the seven counties in the far southwest known as the Jackson Purchase, had close cultural, economic, and political attachments to the Confederacy. A majority of the original

settlers immigrated to the Purchase from the South and many still communicated with family in that section of the country. The region’s trade routes also pointed South and its economy relied more heavily upon slavery than other regions of Kentucky: the number of slaves in the Purchase increased by over 40 percent in the decade prior to the war. The political landscape reflected these facts, and secessionist and Southern Rights candidates overwhelmingly won seats in both state and national elections in August of 1861. Kentucky’s native son, Abraham Lincoln, came in dead last during the 1860 presidential elections, receiving only 10 votes in the Purchase. After the fall of Fort Sumpter an estimated 5,000 volunteers from the section joined the Confederate forces, while approximately 600 white and 250 African-American men chose to wear blue. When the war concluded, the population resisted Reconstruction and for over a century glorified the fight for Southern independence, but unlike the cliché that “history is written by victors,” Paine’s fate was strictly in the hands of the defeated.¹

So who was Eleazer Arthur Paine? He was born at Parkman, Gauga County, Ohio on September 10, 1815. Not much is documented on his childhood or early adulthood except that he was educated at home and worked on the family farm. Paine attended the United State Mili-

tary Academy from 1835 to 1839 and graduated twenty-fourth out of a class of thirty-two. After graduation he was commissioned as a Second Lieutenant in the 1st Regiment of Infantry and stationed at Fort Pleasant in Florida. Though the Second Seminole War was in progress, Paine saw only post duty, serving on the staff of General Zachary Taylor. On August 24, 1840, he submitted his resignation, stating his father’s health was in decline and he must return to Ohio to assist with the family businesses. Paine left Florida and the Army on October 11, 1840. On his return to Painesville, he studied law and passed the state bar in 1843. Paine served as Deputy United States Marshal for the State of Ohio from 1842 to 1845 and was an officer in the Ohio State Militia. He wrote the drill manual for the State Militia and climbed to the rank of brigadier general before his resignation in 1848. Late that year Paine moved his family and law practice to Monmouth, Illinois. While at Monmouth, he served in the Illinois State Legislature from 1852 to 1853 and was one of the founders of the Monmouth Republican Party in 1856. It was during that time in Illinois that Paine and Abraham Lincoln crossed paths in 1854, when Lincoln campaigned as the Whig candidate for the United States Senate. Four years later when Lincoln ran again for Senate, this time as a Republican, Paine renewed his support by canvassing



the entire state to stir up votes for Lincoln. In 1860, Paine once more stood by Lincoln as he ran for the presidency.²

Paine was at Monmouth when news arrived of the fall of Fort Sumter. The next day, April 13, he volunteered as a private in Company F of the 17th Illinois Volunteer Infantry. A week later, he received an appointment to be on Governor Richard Yates' military staff to organize the volunteer units converging on Springfield. Seeking a field command, Paine resigned the following week and mustered into the United States Army. On April 23, he was elected colonel of the 9th Illinois Infantry Regiment at Springfield. One week later, Paine and the 9th Illinois were ordered to Cairo where they remained in camp until September

6 when they landed at Paducah as part of General Ulysses S. Grant's troops. Paine was placed in charge of maintaining discipline in the regimental camps and managing the Paducah police force until his transfer to Bird's Point, Missouri, on December 20. He later served as commander of the 4th Division of the Army of the Mississippi and led them into combat during the Island No. 10 campaign at New Madrid, Missouri, and Tiptonville, Tennessee. At Tiptonville, his division captured over 4,400 Confederate soldiers and large cache of small arms and heavy and light artillery pieces. Shortly following a skirmish near Farmington, Mississippi, on May 9, 1862, Paine contracted typhoid fever which left him unfit for field duty. He was placed on re-

stricted duty until November 24 when he was assigned to guard the railroad line between Mitchellville and Nashville at Gallatin, Tennessee. It was there that he first experienced the brutality of guerrilla warfare and came to understand the necessity to enlist former slaves as soldiers. In late April of 1864, Paine departed for Tullahoma to defend the roads and bridges between the Duck and Elk Rivers in south central Tennessee. It was at Tullahoma on June 29 that he received the order to take command of the newly created District of Western Kentucky at Paducah.³

By the time Paine arrived in Paducah, the city had evolved into a busy military camp and supply depot for the Union Army in the Western Theater. Perhaps ninety percent of the

▲ Map of the Jackson Purchase, 1962. LOC



▲ Paducah, seen from the Ohio River. Frank Leslie's Illustrated Newspaper

residents resisted the occupation in a subtle but determined manner. The women of the city shunned Union officers, neglected the sick and wounded soldiers in the hospitals, and never wore the color blue in public. Preachers refused to pray for President Lincoln or for the United States during their Sunday sermons and the hymn books in the local churches displayed none of the traditional patriotic songs. The 15th Kentucky Volunteer Cavalry, which consisted of recruits from the city, were considered scalawags and “not treated with the consideration to which their patriotism and eminent services entitled them.” The business sector was also at odds with their occupiers, as trade restrictions and corruption fueled illicit trade and a booming black market. The traffic of contraband to the Confederacy, uncontrollable since the early days of the war, had increased radically since the Confederate raids earlier in the year. So much so, that some Union merchants claimed that the “rebels are doing all the business and they are reaping all the advantages of trade.”⁴

The most defining moment of the war for Paducah had three months earlier occurred on March 25, 1864 when three thousand men under General Nathan

Bedford Forrest entered the city, attacked Fort Anderson, and appropriated or destroyed supplies from military stores near the port. The events that occurred that day had a dramatic impact upon Paine’s management of the district. The stories of Southern sympathizers assisting Forrest’s men by furnishing food, providing flags and pointing out Union owned stores, shops and dwellings had been deeply imbedded in his mindset. Paine later noted that “there were more persons in town who openly assisted Forrest in his attack in March than there were Union persons there, and a large, very large majority deeply sympathized with him and cordially wished him success.” The first of Paine’s objectives as district commander was to reimburse Union men for property lost during Forrest’s raid. His methodology for compensation included assessments upon the disloyal residents, which he interpreted as being part of Lincoln’s original order.⁵

The many deeply-rooted and complicated issues caused by the war had long existed before Paine’s steamboat docked at Paducah. He did not fully comprehend the enormous task of settling old scores among neighbors or the strong political undercurrent that drove a de-

termined resistance movement. He was unaware of the misfortunes of his predecessors or the influence and power of his adversaries. He entered Paducah prepared to safeguard the men under his command, protect the loyal citizens in his district and defend the nation against its enemies. He preferred to sermonize and educate the disloyal but if that failed he would use threats, intimidation and brute force to achieve his assigned goals.

Paine was warmly greeted by members of the local Union League of America at Paducah on July 19. The Union League represented the “true Union men of this section of the country” and was influential in Paine’s appointment. The officers of the organization expressed their delight in Paine’s appointment and looked forward to his awarding “traitors and secret Southern sympathizers their just dues.” This resolute group of men had well designed plans to stem the illicit trade to the South and protect their business interests in the region.

The next day, Paine set up offices for his staff in the Continental Hotel and began his campaign to end the unsanctioned trade with the South. He issued General Order No. 3 which declared that “no rebel or disloyal person living in the District of Western Kentucky shall ship produce to market, or receive supplies by railroad or river” and that no shipments left Paducah without a permit from Paine’s headquarters. The order also specified that no arms or ammunition could be sold in the district without a special permit from his office. A list of those to be issued trade permits was to be composed and examined weekly. Several dele-

“having encouraged this rebellion . . . you must, aye, you shall, reap a traitor’s reward.”

gations which represented merchants in the city soon lined up outside of Paine’s headquarters to seek permission to operate their businesses. His response to all was blunt and direct.

“Gentlemen, it is a notorious fact that this district is intensely disloyal. It has caused more trouble to the Government than all your tobacco, cotton, banks and business is worth. The question is not how much money your men can make this year. ‘Tis not how much tobacco, cotton, or hemp you can grow. The only question on trial here is ‘are your people of this district ready for Federal Salvation’. If so well; if not, you must die. I have a plan to suggest, and I hope God will give me grace to sustain it. My plan will be the only plan of Federal salvation in this district. The first and great commandment is that all you disloyal, rebellious people shall not circulate one dollar of capital in all the land. Not a dollar, no debt, or bill of exchange can be paid or made without my signature, and I pledge to you I will not approve any money transactions of a disloyal man. All his capital, all his money, every cent of it, shall be placed at the disposal of the Government. I will teach you that having encouraged this rebellion, having comforted and aided your country’s enemies, you must, aye, shall reap a traitor’s reward.”

When they grumbled about their rights, he howled back “Talk about your rights! Why you have no rights to talk about! A loyal citizen is the only one left with any rights at this time.” Paine also reminded them that he was in Paducah in 1861 and that he advised them of a “better way, the only way to peace,” but that his frequent appeals were

ignored. It appeared evident to him that not much had changed and now more than ever he was determined to make those who prospered during the war “feel the want of a nation’s defense and support.”⁶

To press his intentions further, Paine issued General Orders No. 4 and No. 5 the next day. The former limited the sale and trade of tobacco and cotton to only “known and tried loyal men” and the latter amended General Order No. 3 by granting the Port Surveyor’s Office the authority to grant permits. The order also defined the permit application and inspection process and concluded with the proviso that violators were prohibited from conducting further business in the district and their goods were subject to seizure and confiscation. A ten dollar port fee for every hogshead and a special tax of twenty five percent on all tobacco and cotton bought from “disloyal men or in which a disloyal men had an interest” was later collected by the Port Surveyor.⁷

On Friday the 23rd, Paine issued General Order No. 6 which prohibited the collection of rent by landlords found not to be “unswerving, unconditional and undeviating Union persons.” The occupants residing on the property of disloyal landlords were to make payments to the Post Quartermaster after August 1. Paine also hired informants to spy on known Southern sympathizers. With the knowledge acquired from his sources he systematically began to extirpate the parties one by one. By the end of his first week in command, Paine had closed and confiscated fifteen businesses and properties and placed them under the

possession of the Government.⁸ Paine issued General order No. 7 on the morning of July 26. The decree prohibited all banks within the city from transferring or depositing funds except by special permit granted by district headquarters. When confronted by the bank representatives, Paine declared his purpose was to “tie up everything [and] that the banks were backed up by thirty pieces of silver and that he was backed up by bayonets.” They grieved that without the authority to transfer funds among other banks in the city that they would have to “give up the idea of doing business.” Paine backed down and issued an addendum to the order which allowed the banks in Paducah to conduct business with other city banks without permission from district headquarters. The responsibility of granting permits for money transfers outside the district was assigned to the Surveyor of the Port of Paducah. The bank officers continued to press Paine to remove the remaining restrictions but he made no further concessions.⁹

Unable to make any serious impact on the partisan resistance in the outlying countryside, Paine decided to use the tactic he had used successfully as a post commander in Tennessee earlier in the war—brute intimidation. On the 27th he ordered a Southern sympathizer and “horse thief” known to Paine, to deliver a proclamation to rebel commanders across the State line at Dresden, Tennessee. The man was issued a horse, given a military pass and ordered to inform all along the road to Dresden that

▼ Colonel Waters W. McChesney, not one of the Union’s finest officers. LOC



“Prostitutes in the city paid a fifty dollar fee to practice their trade, and a certain Miss Hester Baldwin was levied one hundred dollars.”



▲ **Colonel Adam R. Johnson.** *The Partisan Rangers of the Confederate States Army,* ed. William J. Davis

“if another Union man is killed by bushwhackers or rebels, five rebel sympathizers will share the same fate for every Union man killed.” The message also noted that Captain Kess, a recently captured guerrilla leader, was to be executed before the departure of the messenger. To ensure the man’s return, his father and two brothers were detained in the guardhouse. He came back the following week with the signatures of rebel commanders on the reverse side of the proclamation.¹⁰

Captain Kess was the most notorious of the partisan leaders in the Jackson Purchase. His given name was James Kesterson and before the war he was an uneducated farmer who resided in Graves County. Once the war commenced, Kesterson favored the Confederacy, but rather than join the rebel army he organized a gang of forty or fifty ruffians to terrorize and murder Union men. Before being wounded and captured near Clinton on July 9, Kesterson and his gang murdered an estimated thirty men. Kesterson was accused of personally gunning down a minister and the shooting to death of a Mayfield business owner. Prior to his incarceration, Paine received a warning that if Kesterson was executed that “all the Union men, women and children would be shot in the district.” When interrogated, Kesterson proudly admitted killing both men and two others. After hearing the details of the murders, Paine ordered his execution and advised Kesterson to “turn his whole attention to that being and if he has reassures laid up in heaven he had better draw for the full amount.” The next morning Kesterson was led

before a squad from the 8th United States Colored Heavy Artillery and shot on the banks of the Ohio River below Fort Anderson.¹¹

Paine initiated another series of fines and fees upon the disloyal citizens of Paducah. It began with a ten cent permit fee for all items purchased in Paducah and taken beyond the picket lines on August 1. A five-dollar tax was placed on mules sold in the city, a 50 cent fee on all letters mailed by disloyal citizens and newspapers unfriendly to President Lincoln’s policies were charged an additional 50 cents a bundle. To penalize the immoral vices of the population Paine increased the fines for drunkenness and disorderly conduct, taxed saloons ten to fifteen dollars a month, and charged one dollar for every barrel of whiskey sold in Paducah. Prostitutes in the city paid a fifty dollar fee to practice their trade and a certain Miss Hester Baldwin was levied one hundred dollars. The funds collected were deposited into the Provost Marshal’s relief fund for the widows and children of missing and dead Union soldiers.¹²

On the morning of August 2, Captain Thomas Jones Gregory and a cavalry company of Home Guards captured a guerrilla by the name of William Shelby Bryan in the hamlet of Dublin in Graves County. Bryan was a Tennessee native who had moved to Graves County in 1860 and was involved in a long-standing feud with Gregory dating back to the beginning of the war. The two families had been close neighbors geographically but polar opposites politically. The Gregory family was fervently for the Union while the Bryans supported the Confederate cause.

Bryan was tied up and brought to Mayfield where he was publically executed on the courthouse lawn by Gregory and his men.¹³

His execution later became associated with Paine’s command though he had no direct authority over the Home Guard nor is there any documentation that he met or communicated with Gregory prior to Bryan’s capture.¹⁴

The Adjutant General Lorenzo Thomas visited Paducah on August 4 while on an inspection tour of colored regiments and camps along the Ohio and Mississippi Rivers. After he met with Paine and observed the condition of black troops at Fort Anderson and their family members in the nearby camp, he wrote Secretary of War Stanton that he found “everything progressing satisfactorily.” He further recorded that Paine understood his views in regard to “colored women and children and will exercise a judicious policy with them.” To the dismay and alarm of many of Paducah’s white inhabitants, Paine commenced a policy that protected and advanced the interests of the African-American community. One of his staff officers noted that he gave “audience to a poor black woman and listened with all possible attention to her complaint.” He continued to encourage the recruitment of black soldiers, housed and fed their families, and refused to return runaway slaves to disloyal owners. Paine also increased the visible presence of black soldiers in the city’s defenses and law enforcement.¹⁵

In late July Major General Stephen G. Burbridge, commander of the Military District of Kentucky, began to round up and detain leading sympathizers at

Louisville. This was in response to a field order issued by General Sherman several weeks earlier to arrest Kentuckians who “encouraged or harbored guerillas and robbers” and to prepare them for deportation outside of Union lines. Having read accounts in Louisville newspapers, Paine followed suit and developed a list of persons to be apprehended with the assistance of his spies and citizen advisors. Over forty people appeared on the list and they “were the men and women most prominent in assisting Forrest in his attack upon Paducah and rebels equally guilty residing in Columbus.” Where to have them deported was a dilemma for Paine. He earlier had made threats to send “damned rebels” to Central or South America but an article in the *Lexington National Unionist* from August 5 convinced him that Canada was a wiser choice. The article reported that when secessionists “have to leave Kentucky they invariably choose to go to Canada”. The next day Paine set in motion the banishment of the most rampant Confederate sympathizers in his district to Windsor, Ontario.¹⁶

Orders were first sent to Columbus on July 31 to notify the persons to be banished and to make arrangements for their transportation to Cairo on August 8. The order further declared that those being expelled would be permitted to take only their “wearing apparel, jewelry, pictures, fine table ware and one medium sized box containing as they selected.” All expenses for travel were furnished by the deported individual. What property was not taken was inventoried and stored by the Post Quarter Master and their homes and businesses confiscated. All

those accused claimed they were guiltless and true friends of the Union. However, three on the list had sent a letter to Jefferson Davis beseeching the Confederate army to occupy Columbus and Cairo when Kentucky had declared neutrality. After some protest not all on the list were subject to banishment and a few others not named on the list were forwarded to Paducah for further “examination.” In all about thirty persons were assembled at the city dock and herded upon a steamer by a squad of black soldiers led by Captain Phelps Paine, the son of General Paine.¹⁷

Meanwhile at Paducah, Paine followed a similar pattern whereby he alerted and informed those to be exiled on August 4th to prepare for departure. Foremost on his list was Robert O. Woolfolk, a merchant in the city, who had an extensive record as being a radical Confederate sympathizer. Before the war, Woolfolk was an associate of Confederate General Lloyd Tilghman and constructed

the general’s home in Paducah. Tilghman occupied Woolfolk’s home when he was recruiting soldiers in the city. When Grant’s troops arrived in the city in September of 1861 Woolfolk refused to lower his Confederate flag and replace it with the national flag. The night before he was to be expelled, Woolfolk snuck away on a boat traveling upriver to Evansville leaving behind his wife and six children.¹⁸

At 8 o’clock on the morning of August 8, Captain Harlow B. Norton and a squad of twelve soldiers from the 8th United States Colored Heavy Artillery marched to Woolfolk’s home. When Paine was apprised of Woolfolk’s escape he shouted to have him brought back “dead or alive.” His family, nonetheless, was directed to march to a waiting ship anchored on the river. One of Woolfolk’s daughters, Kate Woolfolk Whitfield, would write nearly 50 years later:

“The morning of the eighth broke clear and warm. Captain Norton with twelve negroes, some of them family servants, were our escorts. We marched down Broadway past headquar-

▼ Fort Anderson, Paducah. LOC



ters to the river, my mother with six children and a colored nurse.”

The five others exiled along with the Woolfolks were prominent citizens whom Paine had been informed aided the rebels during past raids upon the city. All boarded the *Masonic Gem* that morning and sailed downriver for Cairo.¹⁹

The twelve exiles along with Captain Norton and his guards disembarked at Cairo and marched to the train depot. There waiting in railcars at the station was Captain Paine and his men and the twenty-one people banished from Columbus. After the Paducahans were transferred to the cars the locomotive departed for Chicago. The train made no stops along the way and reached Chicago that evening. The station was full of onlookers as news of their arrival had preceded them. The gawkers anxiously peered through the cabin windows, which led Mrs. Whitfield to sarcastically remark, “just step this way, gentlemen, this way to see the caged animals.” The train switched tracks at Chicago and proceeded on its voyage to Detroit, halting at the end of the line late on the evening of August 9. The next morning Captain Paine and his guard escorted the thirty-three exiles onto a steamboat to Canada. The expatriates landed at Windsor at noon on August 10, where they were met onshore by British soldiers and Confederate prisoners who had escaped Northern penitentiaries. Their fellow Southerners walked them to the “Windsor”, a “shabby old hotel” where many would stay until Paine’s order was revoked on September 13, 1864.²⁰

As Paine solidified his control over the city, he turned to securing the surrounding countryside, where guerrilla activity was still a major concern. The nucleus of the partisan movement in the Jackson Purchase was at Mayfield, so at 3:00 p.m. on August 9 Paine ordered over 1,500 infantry, cavalry, and artillery to march south toward Mayfield. Keeping pace behind the troops

were refugees who had fled to Paducah before Forrest invaded the region in early spring. Included in their ranks was Congressman Lucien Anderson. Their hopes were to return to their businesses and homes under the protection of the Union Army. Soon after their departure the skies opened and a drenching rain soaked the soldiers and their band of followers.²¹

Paine and his men entered Mayfield late on the night of August 11 after a twenty-six mile march that lasted almost two days. Willis Danforth, a surgeon with the 134th Illinois Volunteer Infantry, found the “town literally deserted” when they arrived. Paine and his staff set up headquarters at the Morris Hotel while his men encamped upon the court square and in surrounding buildings and warehouses. The occupation of Mayfield began the next morning as Paine ordered pickets out to cover the main roads into town and organized a command structure to manage the new post. Paine selected Colonel Waters W. McChesney a twenty-seven-year-old native of Chicago who had a dubious military past. McChesney had been a member of Elmer E. Ellsworth’s United States Zouave Cadets before the war and received authorization to raise a regiment on April 16, 1861. He was commissioned as colonel of the 10th Regiment New York State Volunteers on May 15, 1861. While at the Battle of Big Bethel, McChesney was reported to have “absented himself from the regiment nearly the whole time.” A few days following the battle, McChesney returned to New York City claiming ill-health and resigned on June 22. The regiment’s historian recalled after the war that “he resigned his commission in consequence of the discovery that he did not possess the confidence of the officers of his regiment.”²²

McChesney later exaggerated his qualifications and was elected to serve as colonel of the 134th Illinois Volunteer Infantry Regiment. Before being assigned post commander at Mayfield he

had only drilled the regiment twice and was criticized by his officers as being unable to manage a battalion drill. The enlisted men despised him. On one occasion he was hanged in effigy in a tree near the parade field after he ordered a private to be strung up by his thumbs for being absent for roll call. On another occasion the colonel ordered his troops to halt and stack arms in ankle high mud, whereby a few men threw their knapsacks over ten feet in his general direction. The men constantly mumbled and groaned whenever he ventured out from his headquarters. The vast majority, if not all, of his officers and men had absolutely no confidence in his abilities to manage a military post.²³

Paine ordered McChesney to sink a well near the courthouse, repair the railroad between Paducah and Mayfield and send cavalry detachments to instruct all rebel farmers to deliver hay, corn, oats, and cattle to the post’s quartermaster for transport for Paducah. He insisted that McChesney operate his command “free of cost to the Government” and that “these rebels must pay the cost of this war.” He also stated that they must “pay five hundred dollars for every widow they make or cause to be made, support and educate the orphan children of our soldiers and finally go to Central America, South America, or the jungles of Africa to eat the apple of their discontent and die despised of men.” Before he departed for Paducah the next day, Paine told McChesney to build a stockade around the court square and “loop-hole” the courthouse.²⁴

After his return from Mayfield, suffering ongoing health problems and aware of the growing political divisions over the Emancipation Proclamation at Frankfort, Paine told his staff and a few other significant leaders in the community that he desired to resign. He set the date of September 10, his forty-ninth birthday, as the day he wished to step down and return to his

► *Soldiers of the 134th Illinois. The 134th was one of the "100-day" regiments raised in 1864 to boost manpower for a final push to win the war. It was mustered into the army on May 31st and mustered out on October 15th. LOC*



home in Monmouth. His secret was leaked to the press on August 14 and became newsworthy enough to make Northern papers a few days later. The reaction of Unionist publications was one of surprise and hope that he would reconsider his plans. To his enemies, as was expected, the news was received with great excitement and relief.²⁵

On the night of August 13, a small force of two hundred men under the command of Colonel Adam R. "Stovepipe" Johnson crossed the Ohio River and landed near Shawneetown, Illinois. After the rebels came ashore they plundered farms and herded "200 fat cattle" and "sacked oats" to waiting barges which they shipped to the Kentucky side of the river at Caseyville. Several Union transports that had grounded on a sand bar eight miles below Shawneetown were later attacked the next day. The barges were boarded by Johnson's men and the government stores carried off. The steamers that towed the barges were later ransomed to their owners. In response, Paine received orders from Burbridge at Lexington to move 1,500 men to Uniontown on August 16 in an effort to encircle Johnson and his raiders. He immediately closed the port and impressed into service all boats tied to the docks and any ships traveling upriver. He gathered three regiments of infantry, the 34th New Jersey and the 132nd and 141st Illinois, a detachment of Cavalry and a battery of artillery from the 8th United States Colored Heavy Artillery. They embarked on the steamships *Colossus*, *Fisher*, *General Lawrence* and the *Arcola* for Uniontown on the morning of August 17. Before Paine departed, he ordered the return of the 136th Illinois and a battery of the 8th United States Colored Heavy Artillery from Mayfield to temporarily replace the regiments that were leaving Paducah. He also closed the port to river traffic and informed Woodward, Superintendent of Trade, to place on public auction all seized tobacco deemed to be the prop-

erty of rebels.²⁶

The Union boats dropped anchor not far down-river from Uniontown before midnight on August 17. At 5:00 a.m. the next morning, Paine's men entered the town, but Johnson's command had been forewarned and departed the day before when troops under Brigadier General Alvin P. Hovey crossed the river from Indiana. Paine interrogated residents on the whereabouts of guerrillas in the region but received only claims of ignorance or tightlipped silence. Angered by their response, he ordered his men to confiscate the horses, cattle and other property of those who refused to cooperate. He also placed under arrest several prominent Southern sympathizers in the town who had been identified by former slaves and returning Unionist refugees. At 2:00 p.m. Paine stationed 300 men at Uniontown and began the seven-mile march to Morganfield, where it was believed guerrillas under Johnson had driven cattle taken from Indiana. He reached Morganfield that evening at 6:00. He was notified that Hovey had moved south toward Madisonville in pursuit of guerrillas earlier that day.²⁷ Paine decided the chase was up and marched his troops to Caseyville then follow the Ohio River to Paducah.

As the Union troops marched through the heart of Union County they seized small arms, horses, cattle, buggies, and carriages of those defined as being disloyal by local Unionists.

They also destroyed property of the more outspoken rebel supporters. One resident of the county remarked afterwards that "farms were stripped of everything indiscriminately" and if owners were absent their "houses were sacked." Another recounted that Paine's men "broke into [his] house and piled up everything in the middle of the room and set fire to it." There were also numerous accounts of Yankee soldiers using abusive language and making harsh threats. All along the route to Caseyville slaves left their masters and followed the columns of blue jackets. Some of the male slaves were promised freedom and housing for their families by army recruiters if they came to Paducah. After a forced march of over twenty miles the lead units of Paine's army began to arrive at Caseyville in a heavy rainstorm at about 7:00 p.m.²⁸

Not long after entering the village, Federal troops began to loot and ransack stores and warehouses on the main avenue and along the riverfront. The soldiers entered homes uninvited, demanded food of the owners and remained the night sheltered from the storm. Peter Acker, a resident and business owner at Caseyville, recalled that he had between twenty five and thirty men intrude upon his family dwelling the first night the village was occupied. The following morning he caught several soldiers in the act of breaking into his store to find liquor. To appease the

men and save his business from damage, Acker opened his store and poured them drinks. Others came as word spread that whiskey was to be found at Acker's store. Within a few hours of consuming drinks, a number of intoxicated men were noticed staggering in the streets. A neighbor of Acker's recalled that he "saw a great many drunk soldiers" loitering about and being obnoxious. Paine was informed by a staff member of the situation and immediately sent an officer and guards to close down Acker's establishment. A brief tussle occurred at the doorstep as one tipsy soldier refused to leave unless given another shot of liquor. When verbal demands failed the officer of the guard lifted him off the steps and threw him into the street. The officer then posted guards at the entrance and asked Acker to lock the doors.²⁹

An hour after the incident, Acker was arrested and charged for having sold liquor to soldiers. As he stood before Paine, HeH a neighbor claimed Acker was an "obstinate malicious rebel sympathizer" and a recently freed slave accused Acker of having smuggled ammunition to guerrillas. Acker denied the accusations but Paine ordered his storehouse searched, where they found buckshot, pistol cartridges, a gun, and more barrels of liquor. The ammunition and gun were confiscated and the liquor poured into the street. Acker appeared again before Paine who ordered that he be hanged by his thumbs and, if not dead by evening, shot. Acker was taken to a large cedar tree at the center of the village and initially hung by his thumbs. However the bed cords that were used to tie him kept slipping from his thumbs, so an officer restrung the cords about his wrists and lifted him until he rested on his toes. Acker remained suspended for an hour until Paine had him untied and confined to his home.³⁰ Paine held a public meeting before his headquarters on the afternoon of the 20th to express his condemnation of the inhabitants' conduct during the war. He accused his audience of encouraging guerrilla raids and aiding Johnson's men. He warned that "disloyal citizens and rebel sympathizers were to be made to pay for every Union man killed or wounded and for every dollar of property of a

Union man burned, destroyed, stolen, or carried off." He further declared that if another Union man was killed he would return with "fire and sword" and their "punishment should be terrible." He later asked the unconditional Unionists to step to the right, and those who were not to remain where they stood. Astonishingly the entire crowd stepped to the right. Paine then asked how many supported the Emancipation Proclamation. Several responded they could not. He concluded the meeting by lecturing the minority of their moral obligation to God and country.³¹

Late on the afternoon of the August 20 Paine's command herded the livestock and marched in two columns toward Smithland, one by way of Marion the other by Salem. Also traveling with the troops were over a dozen prisoners, including two rebel spies who furnished "valuable information" to the Confederate forces in the region and partook in "destroying boats and capturing cattle." Their names were Richard Taylor and E. W. S. Matheny. Taylor was from Henderson, Kentucky and had previously served as a private in the 10th Kentucky Cavalry Regiment (CSA). Matheny was from Smithland and had served with the 3rd Kentucky Mounted Infantry, also a Confederate unit. Both were imprisoned and later executed as spies. Left behind at Caseyville was a detachment of two hundred men to protect the loyal Union men in the village from possible rebel retribution. From Smithland, Paine and his men pressed on to Paducah. On the outskirts of the city he was met by John P. Bolinger, a local businessman, who informed him that guerrillas had threatened to burn cotton and tobacco stored in warehouses at Hickman. He ordered Bolinger to take the government steamer *Convoy* and remove the cotton and tobacco before it could be stolen or destroyed. He also sent his son and an armed force to retrieve poll and county tax books held at Clinton for the following month's scheduled assessments.³²

Paine wrote in his official report that he had "seized sixty hogsheads of tobacco and shipped the same to Assistant Quarter Master at Evansville... [and] also seized seventy four barrels of whiskey, one hundred and forty barrels of

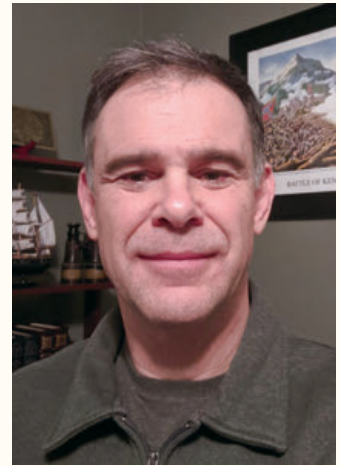
salt, two hundred and sixty bales of hay, belonging to the government, and seized and drove back here [Paducah] ninety head of cattle, one hundred forty seven horses and forty mules." He also confiscated ten buggies and carriages. The horses and mules were transferred to the Military Post's Assistant Quarter Master and the Customs Surveyor received the whiskey, salt, and cattle. The buggies and carriage were sent to the District Provost Marshal and sold at auction with the proceeds added to the relief fund. The small arms were destroyed. And an estimated two hundred former slaves were added to the muster rolls of the United States Colored Troops.³³

Within thirty days, Paine had ended illicit trade in his military district, removed subversive Southern sympathizers from Columbus and Paducah, occupied the center of the partisan movement at Mayfield, and driven out a rebel force from Union County. He also incorporated progressive policies to advance the protection and welfare of African-Americans, improved troop morale, and once-persecuted Unionists were now able to speak freely and return to their homes outside Federal lines. However, these successes were short-lived, as a growing undercurrent led by Paine's political enemies in Frankfort and Washington began to seek his demise. In part two, we shall focus on Colonel McChesney's occupation of Mayfield, Captain Gregory's brutal conflict against guerrillas in the Jackson Purchase, and General Paine's removal from military command.

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