

“Someday, a clipper flight will be remembered as the most romantic voyage in history.”

Claire Booth Luce (1941)

June 8, 1941, Pearl Harbor, Hawaii

The alchemy of dawn changed Diamond Head into a mount of pure gold floating on a sea of sapphires and emeralds. To Lieutenant Matt Lafferty USN, who viewed it from the pilot's seat of a Navy seaplane, it was a sight that was familiar, but never commonplace. Usually a farewell gift as they departed for a thirteen hour patrol, today the sunrise welcomed them home after a night exercise. Beyond Waikiki, the familiar shape of Pearl Harbor came into view; where breakfast and a soft bed awaited him at his squadron's Ford Island home.

Matt Lafferty loved flying the big *Catalina* seaplanes, and they loved him right back, judging by the extra performance and perfect manners they gave him and denied to other pilots. He was one of very few who applied for multi-engine flying boats straight out of flight school, eschewing the more popular fighters.

His co-pilot, LTJG Lee “Snuffy” Smith, reached over and tapped him on the shoulder. “Take a gander,” he said, gesturing out the window on his side, “and see how the big dogs run.”

Matt glanced over and saw the most glamorous and recognizable aircraft on Earth, a Pan American *Clipper*. The silver flying boat was plated in morning gold and decorated with an American flag as outsized as the aircraft itself. The *Catalina* was one of the largest aircraft in the military inventory and yet the *Clipper* was half again larger in length and wingspan and had more than double the horsepower. Knowing that the big Boeing would receive landing priority, Matt throttled back to enjoy a ringside seat.

The Pam Am Skipper slipped the 40 ton seaplane into the water so smoothly that Matt doubted it rippled the passengers' morning Mimosas. Minutes later, Matt made an equally smooth and effortless landing; to no one's surprise, since he always flew the lumbering seaplane with an agility that belied its ungainly bulk.

As Matt and Smitty were about to leave the hangar on their way to the Officer's Club, they received word to report to the CO. Matt knocked on the office door stenciled “Commanding Officer, Patrol Squadron VP-11.” Entering, they found the Skipper and another PBY jockey, LT Jake Collins, and two unfamiliar Marines. The CO introduced them as Captain Metcalf and Gunnery Sergeant Tempel.

"Gentlemen," he said, addressing the three pilots. "We need to deliver a squad of Marines to Guam. You three are the lucky ones because you're all night qualified and they want to slip in at night."

"Skipper, I'd think two pilots should be able to handle it," Matt said.

"They'd like one of you to volunteer to stay, so they'll have someone who knows their way around seaplanes. "

"Any of you have infantry training?" Metcalf asked hopefully.

The three pilots all shook their heads.

"Figured not. Any of you hunt, maybe?"

"Grew up in Montana," replied Matt. "My grandpa made me a pretty good tracker. I'll volunteer."

"Can you shoot?"

"Not bad; I qualified expert with the '45."

"You're hired then," CPT Metcalf said. "You better get some chow and shut eye. I want to shove off about 2000. We need to get to Guam well ahead of Pan Am."

They left Pearl twelve hours ahead of the *Clipper*. Each leg of the trip: Midway, Wake, and Guam required between eight and twelve hours flight time. Since the *Clipper* stayed overnight at each location, they were able to rest up at Wake Island and still get to Guam a day ahead. They came in after dark and tied up at the Sumay Pam Am base. While the PBY was being refueled Matt and the squad of Marines moved into the empty hangar as inconspicuously as possible. An hour later Matt heard the PBY take off again. Shortly afterward the Pan Am station manager joined them, and CPT Metcalf gave the briefing.

"Okay, here's the flap. Intelligence believes that the Japanese are going to try to steal the *Clipper*, or failing that, destroy her. The action will occur here at Guam because we're in the Mariana Islands. All the other islands belong to the Japs, so it's easy for them to infiltrate here. Our job's to stop them, and do it clean and quick enough to not scare off the paying passengers."

He turned to the station manager. "You know the routine here. When and where would someone have a chance to get at the aircraft?"

"It's different here. There's no hangar at Midway, Wake or even Pearl, so they normally leave her in the water. Because this was a Marine Corp seaplane base and has this big hangar, we pull the aircraft in and service it in the afternoon. We don't put her back in the water until right before departure. It'd have to be in here during the night."

"What's the security like?" Metcalf asked.

There's not a hell of a lot. Just one night watchman for the whole base and he probably dozes off."

"Anybody wander around here at night?"

"Nobody's likely to. Most folks don't like the land crabs, unless they're hunting them for food, and that wouldn't be here. You guys could just cover the hangar entrances."

"No, sir," insisted the Gunny. "They get this far and all they have to do is toss a thermite grenade ..."

The Pam Am manager cringed. Filled with tons of aviation gas, a *Clipper* would be incinerated in seconds. Not a happy thought. The Boeing B 314 was pricey, almost a million each, compared to maybe \$30,000 for a top line fighter.

Capt. Metcalf let that sink in. "What about your people; trustworthy?"

"Most have been with the company for years. We also employ local Chamorros; never had any reason to question their loyalty."

"It would be easy for the Japs to threaten their families. They know that if war comes, Guam will be captured within the week. The fewer that know we're here the better."

They ended up hiding in plain sight. There were already a few detachments of Marines on the island. They moved into vacant barracks adjacent to the Pan Am base. Nobody paid them any particular attention or connected them with the *Clipper*. The Marines spent the morning seemingly wandering around. Actually they were looking for good positions to stand guard. By the time Pan Am employees started getting ready for the *Clipper's* afternoon arrival, the Marines were out of sight resting in the barracks.

By early evening, the aircraft had been serviced and secured in the hangar, and the passengers safely tucked away in the hotel. When all was still, the Marines left silently to take up their posts in the moonless night. The Gunnery Sergeant took Matt with him. Matt had been issued a Marine uniform and a Colt .45 sidearm. They took a spot on the edge of the trees with good concealment and an excellent view of the beach.

It was silent except for an occasional dog barking in the nearby village of Sumay and the frequent clacking sound of crabs scuttling through the grass. About 0230, Matt heard a different sound, like a well muffled gas engine. He motioned and Gunny nodded that he heard it also. The sound stopped abruptly. There were a few metallic sounds and then nothing, except the surf. Matt wondered if a boat was being paddled in to the beach. He carefully drew his '45 and silently removed the safety. The two of them crouched down and waited.

Commander Okuda Taikan, the head of covert operations for *Tokkeitai* (the Imperial Japanese Navy Secret Police) made a quick hand gesture. The petty officer cut the motor on the black painted launch, and took up a paddle, as did the two darkly clad figures in the

bow. They paddled the boat around Orote Point and brought it ashore near the Pan American Station, making sure they could avoid passing too near Sumay Village.

Okuda seldom came personally on operations, but he felt the risk was minimal and the honor great if he succeeded. He also knew the danger of repeating a plan, but the seizure of *Hawaii Clipper* back in 1938 was so completely successful that the stupid Americans never figured out how it was done. Security at the isolated base had been lax. Smuggling two armed operatives into the baggage room of the Martin M 130 had been simple. If anything, he expected that concealing men in the larger store rooms of the Boeing B 314 would be all the easier. The agents would remain concealed until the right moment to take over the aircraft, and force the crew to fly to nearby Saipan where the aircraft would be disassembled for shipment to Japan. "Of course, the passenger and crew will also be disassembled," Okuda thought to himself, gripping the razor sharp *Katana* (Samurai sword) at his side. After their beheading, they would end up cast in a block of concrete like the passengers and crew of *Hawaii Clipper*. Miss Earhart and Fred Noonan had a smaller block of their own.

Okuda refocused his attention as they approached the facility. At most he expected a part-time civilian watchman, walking predictable rounds and waving around a highly visible flashlight.

"HALT, WHO GOES THERE?" an unmistakably military voice shouted. The three Japanese all dropped and froze. They carefully looked around for the source of the challenge. Okuda's expert eyes detected a slight movement in the shadows. An open area made a concealed approach impossible but he had to take action quickly since delay would only bring more soldiers.

Okuda knew that most guards hesitate at least momentarily before firing, especially when uncertain of identification. He silently draws his *Katana* and made a hand signal to his well-trained operatives. It would be a quick rush to reach the sentry before he had time to react. They sprung up as one, but before they took more than a few steps, a shot rang out and one of the agents went sprawling. Okuda heard a single-shot bolt mechanism and hoped to cover the remaining distance before the soldier could manage another aimed shot in the total darkness.

Two more shots; a different sound, probably a handgun, and the *Katana* was ripped out of his hand. It felt like part of his hand went with it. The remaining agent tumbled as though attempting a summersault, but hit the ground and didn't move.

Okuda realized that he was facing at least two professional soldiers, and crashing sounds in the underbrush announced more on the way. He dove for the ground as three more flashes disturbed the black night. It took all of his training and a good bit of luck to escape pursuit long enough to reach the harbor. Shots smacked the water around him as he swam rapidly to the waiting launch.

Matt led the pursuit up to the beach and started to strip down to swim after the escaping figure. The Captain caught up and stopped him. A few moments later they heard a motor start and the sound of a high speed boat rapidly faded into the distance.

“Damn, he got away,” exclaimed Matt.

“Good,” the Captain said. “I want to send a message and he’ll be the messenger.”

They walked back to where Marines were using flashlights to search the area around the two bodies. Matt saw lights go on in the hotel, but no one ventured out and soon the place was dark again. He wondered what soothing lie the stewards had concocted to calm the startled passengers.

Both corpses were very small in stature, even for Japanese. They were both armed with Nambu pistols and one was carrying an incendiary grenade. They had no identification or papers.

“Captain,” a Corporal shouted, “check this out.”

Metcalf held up what looked like a regulation size ‘0’ international mail sack, but when he upended it, there was no bottom. When he turned inside out, it was obvious that the seams were just tacked and would rip open easily.

“That solves the mystery of what happened to *Hawaii Clipper*,” Matt said grimly. “Not much chance of the crew counting mail bags.”

Matt Lafferty watched the passengers boarding the California Clipper bound for Manila. A pretty young Filipino girl waved and he smiled and waved back. They were blissfully unaware how narrowly they had escaped decapitation. Matt’s ride home would return in a few hours but the Marines were staying as a permanent guard.

Sergeant Tempel came over. “The Captain’s compliments, Lieutenant. He’d like you to come by the barracks for a minute.”

“Sure, Gunny, what’s up?”

“Wouldn’t know, sir, I’m just a simple non-com,” the Sergeant said, somewhat disingenuously.

Matt snorted in derision at the suggestion that there was *anything* that a Gunnery Sergeant wasn’t savvy to.

Matt entered the barracks, “TEN HUT” rang out and the entire unit snapped to attention. The Captain unrolled a piece of paper like a proclamation and read.”

“Lieutenant Matt Lafferty, United States Navy Airdale for a remarkable feat of gunnery, namely that he dropped two Jap spies with two shots from an Automatic Pistol, Caliber .45, Model 1911 at a goodly range and in total darkness, is hereby appointed an Honorary Deadeye Maine Corps Marksman with all rights and privileges, etc. etc.”

He turned to Matt and asked him if he would like to say a few words.

"I am certainly honored to receive this recognition, especially from the United States Marine Corps. But I feel I must point out that I only got one of them. I missed the other one and he swam away."

"Actually, you didn't miss. He was saved by his sword though he lost a finger. By rights, you should get it as a memento – the sword, not the finger." He handed Matt the 28" *Katana*, its classic lines and exquisite workmanship indicated its age and value. The hilt was marred by the impact of the .45 caliber slug."

"Thank you," Matt said delighted with his souvenir. "Any idea what all the markings mean?"

"My Japanese isn't good enough to read the engraving on the blade. The scabbard is newer and has the name of the owner. If you should run into an Imperial Japanese Navy officer named Taikan, with nine fingers; he may want his sword back."

Matt had been back on Ford Island almost a week and was glad to be flying regular patrols again. This morning, however, he reported to the ready room and saw that his name had been taken off the schedule board for all flights and substitutes written in.

He turned to the XO. "What's up? Have I been grounded or something?"

The XO shook his head, "No idea. You gotta ask the old man."

Puzzled, Matt did exactly that.

The Commander looked unhappy. "Lafferty, you been bucking for a transfer behind my back?"

"No sir, I like flying PBYs out of paradise"

"Not any more, Lieutenant. Better pack your trench coat, you've been ordered to report to the Director of Naval Intelligence. "

"Any idea why, sir? It's hardly in my line, and I'm not up for reassignment.

"Must be they liked how you performed on Guam. But hell; Naval Intelligence, son; they don't tell anyone why. I'm just damn sorry to lose you."

"I'll be back, they must just want to debrief me or something," Matt insisted.

The "old man" shook his head. "I don't think so. You're getting the glad hand. Apparently, 'by the earliest available transportation' means the Pan Am Clipper."

Matt was startled. "You shitting me? ...sorry, sir, but I'm pretty junior to rate a Clipper. I'm going to feel lost among all those admirals and movie stars."

His Skipper laughed. "I doubt that. "Besides, you're going to travel as a civilian, All the papers are in here." He handed Matt an envelope. "Now get moving , your flight leaves at 1600."

Matt hurried to downtown Honolulu to buy a decent suit and extra shirts and ties. He was able to borrow a nice looking leather suitcase and matching briefcase. He'd need to fit in with people whose wallets were significantly fatter than his.

Matt arrived early at Pan Am's Pearl City terminal. To his surprise, a ticket indeed was waiting. He and his luggage were both weighed and he was presented a small blue Pan American travel bag for items he would need overnight. Apparently, suitcases weren't accessible inflight.

With an hour to kill, Matt found a chair with good shade and a pleasant breeze. He opened *How Green Was My Valley* and allowed Richard Llewellyn to transport him back to the mining country of South Wales.

"Excuse me. Is there shade enough to share with a fellow booklover?" The voice carried the lyrical note from north of the Baltic.

Matt looked up and his eyes were captured by deep blue ones that highlighted a face of delicate Nordic beauty. To demonstrate her literary bone fides, she held out a slim blue volume. Matt never glanced at the title; her long blond hair and slim figure were credential enough to win an invitation. "Please, join me. My name is Matt Lafferty."

"Elsa Lang. Are you also taking the Clipper to California?" She asked as she sat down close beside him.

"Yes I am." Matt replied.

"First time?"

Matt hesitated. "Ah ... well yes, on the Clipper, it is."

She casually touched his arm. "Just stay close to me then; I've flown so often, I'm almost part of the crew."

"How could I possibly refuse – so I won't. I accept."

Elsa laughed. "I hoped you would. You're the only man on this flight under fifty ... and single?"

"Very single. And you're very..."

"Forward? Oh my yes. I'm a shameless flirt. Do you mind terribly?"

Matt didn't as it turned out. Welsh coal mining forgotten, he found her company delightful. They watched as luggage and sacks of mail were hauled aboard. Matt sincerely hoped that someone was counting the mail bags.

Members of the crew started appearing. Elsa spied one and waved. "Oh there's Peter. Excuse me while I run over and say hello."

Elsa gave a white jacketed steward a hug. As she spoke to him, he glanced towards Matt, not altogether approvingly. Elsa slipped something into his hand and gave him a quick peck on the cheek. The steward seemed mollified, even giving Matt a friendly wave.

Elsa returned and a short time later a bell rang. Matt picked up his bags, but Elsa shook her head. "That's for crew, our call will be in half an hour." Elsa grabbed his hand and tugged. "But come on, you'll miss the show."

She pulled him to the front of the crowd just as the twelve men of the flight crew, resplendent in Pan American dress blue uniforms, strode down the pier with near military precision. They did it very well. They walked in step and formation as an elite team, but with the casualness of civilian professionals. Matt was impressed; they projected confidence, without arrogance.

"They're very sharp," he commented to Elsa. "No wonder the public admires them so."

Elsa nodded. "People all around the world are responding to order and discipline? Take Germany for example."

"I'm not sure that I'd compare Pan Am crews to goose-stepping Nazis.

Elsa looked him in the eye. "Are they so different?"

Matt frowned in disapproval and Elsa quickly retreated. "Oh, now I've upset you. I didn't mean to imply ... forget I said it."

When the second bell rang, the passengers queued up to board. Matt glanced at the others and was glad he was wearing civilian clothes. There were several high ranking military officers, some businessmen or diplomats traveling with their wives, and a few very well healed tourists. He and Elsa were the youngest, excepting one excited three year-old girl.

The hinged end of the pier rested directly on the wide "sea-wing" and a steward stood by to offer a hand if needed on the slightly curved surface. Ducking through the hatch, and down two steps, Matt discovered himself in a surprisingly large and comfortable lounge. The décor and furniture were all in tasteful Art Deco.

The other steward, the one Elsa knew, was there. He glanced at each passenger's ticket and directed them to the appropriate cabin. The two of them were directed to #6, all the way aft. Cabin 6 was the smallest, small in the sense of intimate, and so near the tail that it was several steps up from the main deck. The furnishing were particularly luxurious and included a love seat. Known officially as the Deluxe Cabin, unofficially as the Bridal Suite, it carried a premium price and was used for heads-of-state and other VIPS.

Matt felt the Clipper start to move towards the channel. He saw the green flare from the range boat and was surprised as how rapidly the giant flying boat climbed on step and started just kissing the tops of the waves. In less than a minute he felt the smoother motion of flight.

June 12, 1941 - Tokkeitai (Imperial Japanese Navy Secret Police) Headquarters, Tokyo

Admiral Gensou, director of the *Tokkeitai* had summoned Commander Okuda Taikan, the head of covert operations. Okuda sat uncomfortably facing the Admirals massive desk, painfully aware that Gensou had returned from a meeting with the Chief of the Imperial Navy General Staff in a foul temper. He'd learned to wait silently until the Admiral chose to speak.

After some time, Gensou seems to regain his composure and addressed him in a deceptively soft voice. "The Chief of the General Staff has inquired why we have failed to deliver one of the new American Boeing flying boats as we did the earlier Martin model. How shall I respond to him?"

Commander Okuda marveled how officers who never ventured out of sight of their desks assumed that they could order such deeds as easily as a cup of sake. He would never speak aloud such disrespectful thoughts. Instead he bowed and answered politely. "Please apologize for my failure. I personally directed a raid on Guam from Saipan. It was the same strategy that we used to seize *Hawaii Clipper*. Regrettably, it is no longer possible. I lost two of my best men and barely escaped with my life.

"I noticed your hand is bandaged. Is your wound serious?" He sounded more curious than concerned.

"A trifling injury, a lost finger, my failure causes me far greater pain."

"I read your report, but how is it you did not know about the Marines? I was under the impression that we have a good network of spies on Guam."

"We do; the soldiers had apparently just arrived."

The admiral looked thoughtful for a moment. "Coincidence?"

"The Americans are strengthening defenses on all of their bases, including Wake Island and Midway."

"So I must tell Admiral Ugacki that we have failed?" The admiral asked unhappily.

"There is, perhaps, another way."

The Admiral looked up with a new alertness. "I am listening."

"Since the Tripartite Pact made Germany a new ally, I have been in communication with my counterpart in the Abwehr. I have found him most cooperative and fully in sympathy with our goals regarding the Yankee Clippers."

"You interest me, Commander. Please continue."

"They are well supplied with operatives who look and sound like white Americans. They can easily go places that no Japanese could without arousing suspicion. They can get aboard the Clipper simply by walking up to the counter and purchasing a ticket."

"In my experience, the Germans treat this alliance like a marriage of convenience to a homely bride," the admiral said. "They do only what is required, with little enthusiasm. What, as the American's say, is in it for them?"

Okuda smiled, having anticipated this question. "They would like to examine any interesting technologies, and if possible, a junior officer for the Gestapo to *question*."

"Most reasonable," the Admiral agreed. "Then Commander, I leave this matter in your capable hands."

June 12, 1941 - California Clipper En Route to San Francisco

At the evening meal, Captain Tilton presided over the traditional Captain's table at the first of three seatings. As occupants of the deluxe cabin Elsa and Matt were guests at his table. He related a few adventures from early survey flights, flying into remote islands for the first time. "The biggest problem," he said, "was the natives and their canoes. They all paddled out to welcome us, not realizing that we couldn't land in a lagoon full of well-wishers. Running in to a sturdy dugout canoe ... well let's just say, it wouldn't do the canoe any good and it would probably sink us as well."

Elsa seemed surprised. "Are these aircraft as delicate as all that. Why don't they make the hulls sturdier?"

"You mean like a ship?"

"Well yes," she replied.

"Good thick steel hulls are certainly sturdier but also very heavy. We could taxi around the harbor fearing no obstruction." He smiled. "Which is a good thing, since we certainly would never be able to fly."

The captain was obviously a good story teller, and flying in the tropics had supplied a generous supply of stories to tell, but he also artfully drew the others into the conversation. Elsa asked him what was his most exciting landing.

"That's easy," replied the Captain. "Pago Pago; it's probably the most beautiful harbor in the world, and certainly the hardest to land in. You see, the harbor is the crater of an ancient volcano with high walls that drop almost vertically to the water. The entrance is the one spot where the wall has collapsed and the wind is always through that entrance. That's great for taking off since you fly straight out the opening. Landing, however, means coming in over the steep walls, then diving for the surface of the harbor and leveling out at the last second and landing like a pelican. It's tough on the aircraft ... and even tougher on the pilot."

"I didn't know that Pan Am flew to Pago Pago," Elsa said.

"We don't, and now you know the reason why. It's your turn, Miss Lang. You're quite the world traveler. What was your most exciting areal escapade?"

"I landed on a Swiss glacier once in a ski plane. That was exciting. We almost got caught in a blizzard."

Captain Tilton then turned to the fourth guest at the table, an investor apparently with business interests scattered around the world. "And you Mr. Wormley, what stands out among your many journeys?"

The distinguished looking gray-haired entrepreneur seemed to ponder the question. "I traveled once to Rio on the Graf Zeppelin. Nothing dangerous happened really, but the scenery is so incredible, I'll never forget it."

"I prefer that kind of excitement. The more boring a flight, the better," Tilton declared. "But now you, Mr. Lafferty? Have you a story for us?"

Matt laughed. "I've certainly had plenty of exciting landings ... usually when I forgot to do something or made a mistake. I think the most interesting was the first time I landed at French Frigate Shoals. The lagoon is huge, but there's so little dry land that it feels like you're just floating in the middle of the Pacific Ocean."

Captain Tilton looked at Matt with interest. "You pilot a seaplane Mr. Lafferty?"

Matt hesitated a moment, but couldn't see any way to stuff the cat back in the bag. "I'm flying under somewhat false colors, I'm afraid. I'm a Lieutenant in the Navy and fly Catalina seaplanes."

Both the Captain and Elsa stared at Matt as though meeting him for the first time. If Captain Tilton was curious why a junior officer was traveling in such luxury, especially in mufti, he made no sign. Instead he extended an invitation to visit the flight deck after dinner. Out of politeness, he included Elsa in the invitation.

They followed him up the little curtained-off semi-circular staircase. Being used to the relatively confined military cockpits, even on the PBY, Matt was amazed at the size and openness of the Boeing 314's flight deck. Designed to improve crew comfort on the long flights it included the expansive navigation table, engineering panels and radio equipment console that would have seemed at home on a destroyer sized ship. They were able to observe the crew at work without ever being in the way.

By the time Matt and Elsa returned to their cabin, the steward had made up the two oversized Pullman style sleeping compartments. Matt suddenly realized that he would be spending the night alone with Elsa.

"I don't know why they put us together," he said apologetically. "I'll see if the steward can make a change." He started to open the door when Elsa grabbed his hand.

"Mathew, you're very sweet, but they put us together because I hinted to the steward that we were lovers running off together."

"But ... why?"

Elsa shrugged. "I thought it'd be fun. You don't mind terribly do you?"

Matt didn't and mutely shook his head.

“Good,” Elsa declared. She took out her Pan Am overnight bag and extracted a sheer pale yellow silk nightgown. She asked Matt if he would mind unhooking the top of her dress and starting the zipper. He obliged and then being a gentleman, he discreetly turned his back.

“Matthew,” Elsa complained, “if you’re going to turn your back, I might just as well undress in my sleeper.”

“I was trying to give you some privacy,” he insisted.

“You Americans are such prudes; you’d think your children were born with clothes on. In Sweden, we think the body is beautiful and natural. I never wear a bathing suit at the beach.”

Matt was flustered, and imagining Elsa frolicking in the surf, au naturel, didn’t help him regain his composure.

With laughing eyes, Elsa led him over to a chair and sat him down. “Make yourself comfortable,” she said, “and it will please me if you enjoy watching.”

Matt wanted to please her, and watched diligently as Elsa nonchalantly undressed. Neither exhibitionist or coy, she seemed to accept his appreciative gaze as perfectly normal. She donned a sheer gown that enhanced rather more than it concealed. Then she came over and pulled Matt to his feet and unbuttoned his coat and removed his tie. “Now you look more comfortable,” she announced with a satisfied tone. Thoroughly docile, Matt made no protest.

Opening Matt’s little blue Pam Am bag, Elsa discovered his brand new pair of pajamas and robe. Truth told, Matt didn’t normally wear pajamas but he purchased a pair and the light bathrobe just for the flight. Elsa kept the pajama bottoms and made a point of returning the tops and the robe to the bag. She handed the selected garment to him. “Now you can get ready for bed.” She giggled. “But I will turn my back and not embarrass you.”

Elsa scampered up to the top bed leaving Matt to occupy the bottom. He climbed in and turned off the light. He had not slept since his overnight patrol, but the vivid memory of her unclad form kept sleep at bay.

“Matthew, Matthew.” It was an urgent whisper.

“Yes Elsa?”

“Do I get a goodnight kiss?”

“...Yes, of course, if you wish.”

His bed curtain swished open in the dark and Elsa climbed in. She nestled in his arms and held her cheek up for a kiss. When Matt responded, she quickly rolled her head so that their lips met briefly, before she broke the kiss. Matt wasn’t sure what was happening, but he

was acutely aware of her pert breast pressing into him while she played with the hairs on his chest.

“Elsa?”

“Yes Matthew dear?”

“I’ve never known anyone like you.”

“Good,” she declared.

“I’m not quite sure what you want from me.”

“You mean, do I want us to make love?”

Startled by her directness, Matt hesitated before responding with an inarticulate, “Uh, huh.”

“No, Matthew, not tonight,” she replied lightly. “We just met this afternoon. Not even Swedish girls are that forward.”

“So...?”

“Can I stay and just talk for a while?”

“Yes, I’d like that,” he replied.

“Matthew, why didn’t you tell me you were a pilot?”

“It never came up until the Captain asked at dinner. Does it matter?”

“No, I like that you are.”

“I don’t know what you do.”

“I don’t really do anything,” she replied.

“Everyone does something. How do you manage to travel like this?”

“When I graduated from the Sorbonne, Papa wanted me to see the world. He insisted I hurry because he’s afraid the world, at least the one we know, may not be around that long.”

“And what have you found?”

“Well, today I found a very handsome pilot named Matthew, whose bed I’m going to leave now.”

“Why?”

“Because if I don’t leave now, I think we will be making love.” She kissed him quickly. “Good night, dear Matthew.”

“Good night Elsa,” he said. Not another word was spoken and he soon heard her breathing in nocturnal repose. It was several more hours before he was able to put her vision out of his mind to make room enough for sleep.

The next morning they disembarked at Treasure Island in San Francisco Bay and shared a taxi into town. Matt was heading to the Municipal Airport to catch a DC-3 to Chicago. Elsa was planning to spend a few days exploring the “City by the Bay” before setting off on her next adventure.

“Elsa, you are certainly one of the most beautiful and fascinating women I have ever met,” Matt said at the airport. “I’m sorry to part like this. I wish we could meet again someday.”

She threw her arms around his neck and gave him a brief but warm kiss. “Don’t worry Matthew, we will,” she declared confidently as she hopped back in the cab and drove off.

June 15, 1941 - Office of Naval Intelligence, Washington, DC

Matt arrived in Washington on the B&O Railroad’s *Capitol Limited* riding for the first time behind the new pugged-nosed General Motors diesels that were just beginning to replace steam on some passenger trains. He caught a Taxi straight to the old Munitions Building on Constitution Avenue and reported to the office of Admiral Alan G. Kirk, Director of Naval Intelligence. The admiral sat behind a massive dark oak desk with a top that was unsullied by a single folder or document. Matt couldn’t help wondering why anyone would have such a huge desk and keep it empty. He suspected that it would be someone whose mind was equally uncluttered.

Beside the desk in a leather wing chair sat a distinguished round-faced gentleman smoking a pipe and dressed in a very stylish suit. Matt recognized Juan Trippe, founder and head of Pan American World Airways before they were introduced. His likeness was often in the papers and had appeared on the cover of Time and Life.

Admiral Kirk’s friendly manner belied his stern face. “Welcome to Washington, Lieutenant Lafferty. Do you have any idea why you’re here?”

“Not exactly, sir. I suppose it must have something to do with the incident on Guam.”

Admiral Kirk nodded. “By all reports, you demonstrated considerable courage and resourcefulness and according to your C.O., you’re also a damn fine seaplane pilot. That’s why you’re here. Are you familiar with the Boeing 314s?”

“Yes, sir. I see them landing at Pearl all the time, and surprisingly, I just rode one to ‘Cisco. My orders said fastest transportation, but I’m too junior to rate traveling on the Clipper. Someone must have fouled up the paperwork.”

“Actually, that was my idea,” Juan Trippe said, “What did you think of her?”

“It’s an incredible aircraft. I was given a guided tour of the flight deck. It hurts my pride to admit it, but it’s undoubtedly the finest seaplane in the world, flown by the best trained crews in the business.”

“Glad you feel that way,” Trippe said, “How would you like to become Pan Am’s newest pilot trainee.”

Matt glanced toward Admiral Kirk, slightly alarmed. “What about my Navy career?”

“You’ll keep your commission, time in grade and all. You’ll just be under-cover,” the admiral assured him. “It won’t harm your career in any way. Quite the contrary.”

“Your assignment may not last all that long. When war breaks out, the Navy will take them over anyway,” Juan Trippe explained. “After all, the government partially owns them.”

“How’s that, sir?”

“Let’s just say Uncle Sam helped bank-roll Pan Am in acquiring the Boeing 314s. It was a way of developing them for a fourth what it would have cost the government,” the admiral said. “But that investment is wasted if they don’t survive. And that’s where you come in.”

Matt was more puzzled than ever. “I’m sorry, sir. I don’t under...”

Admiral Kirk motioned him to wait. “You’ll be thoroughly briefed later, but you already know firsthand that the Japanese are not above stealing a Clipper if they can, and destroying it if they can’t.”

“They wouldn’t dare try again, would they?” Matt asked. “Not after getting caught red-handed”

“Did you see anything about that incident in the papers?”

“No, I was a bit surprised.”

“It’s not the sort of thing that would encourage an already nervous traveling public,” Juan Trippe said.

“And it’s important to US policy to develop the Pacific routes and maintain our presence,” Kirk added.

“Do you think they will try again?”

“One thing about Japs, they don’t discourage easily. We’re certain they placed underwater obstructions that almost tore the bottom out of one of the Martins.”

“That’s incredible,” Matt exclaimed.

“We now know how they captured the *Hawaii Clipper*, using the fake mailbags. And that’s just what we can prove,” Kirk continued. “Dollars to doughnuts, they know more about what happened to Earhart and Noonan than they are admitting.”

“Why would they go after Amelia Earhart’s flight?” asked Matt. “Wasn’t that a private individual effort?”

The admiral chuckled. “Private flights don’t rate a Coast Guard Cutter as a landing beacon. The Navy has to prepare for war in the Pacific so we’re involved in just about everything that flies out there.”

“Where do I fit in?” Matt asked.

“We think that the *Tokkeitai*, that’s the IJN’s intelligence operations, is responsible for attacks on the Clippers. We had long suspected that an officer named Okuda Taikan, was in charge and the sword proved it. Nice shooting by the way.”

“I wasn’t actually aiming at the sword.”

The admiral chuckled. “No, I suppose not. Anyway, we’d like you to become a Pan Am Pilot Trainee. That way you could be on the inside and help monitor suspicious activity.”

“I don’t have any training for that work, other than being fairly handy with firearms.”

“Contrary to cheap spy novels, there isn’t much need for gunplay. We’ll give you a basic infiltration and sabotage course so that you’ll know what to look for. Mostly we just want you to use your eyes and ears and report anything that seems unusual or suspicious.”

Matt looked over at Juan Trippe. “Would I really be training to fly the B 314 or is this all a sham?”

“Oh, I assure you that the training will be quite real, and intense. Not even the Captain will know that you’re not a regular Pan Am employee so you will be expected to know the things that a trainee would know. And besides, I might just try to steal you away from the Navy.”

“We’ll see about that Juan,” Kirk retorted good naturedly. Then turning back to Matt he said, “The other thing is that a half-assed cover can be a liability. If the Japs ever suspected you were working counter-intelligence they could use you to pass off bad information. The more genuine you are the better.”

“Okay,” Matt said. “When do I begin?”

“I wish you could start today since events are already moving rapidly” Trippe said. “But the reality is that even with all your experience, training will take at least four or five months. With luck, you’ll be flying over the Pacific by mid-November.”

September 22, 1941 - *The Empire Builder*, Chicago Union Station

In three months Matt had learned many things, security, navigation, communications, and handling passengers. He had also learned that in addition to the right way, the wrong way and the Navy way, there is also the Pan Am way.

He stayed in almost constant motion between Pan Am facilities on both coasts. Today he was traveling between a communications course in New York and Boeing's Plant 1 on Seattle's Duwamish River. He had an extra day so he decided to take the train from Chicago to Seattle. It traveled through some of his favorite countryside and would serve as a brief vacation.

The train pulled out of Union Station in the afternoon, and started through some of the least interesting scenery of the whole trip. Matt used the time to study a radio navigation manual. That evening, he went down to the dining car and treated himself to a steak dinner. He was enough of a rail traveler to know that outbound trains from Chicago always have the best steaks.

He had finished dinner and was seeking a graceful exit to escape the boring chatter of his dinner companions, all grandparents eagerly bragging on their precious descendants. Fortuitously, a conductor came through the diner obviously looking for someone. Apparently that someone was Matt since the trainman spotted him and came over.

“You Mr. Lafferty?” the conductor asked.

“That would be me.”

“I have a note from your wife that they passed me at the last stop,” he said handing a yellow message slip to Matt.

One thing Matt had learned from his brief intelligence training was to never show surprise so he merely thanked the conductor and opened it.

Booked double bedroom #15 - car 785

There was no signature.

“Shall I have your luggage moved, Mr. Lafferty?”

“Yes thank you,” Matt replied.

Matt wondered about this mysterious traveling companion. Presumably, it would be someone connected with Naval Intelligence. Possibly they had sent a woman to be less obvious though he wasn't sure how they would work out the accommodations.

Intrigued, he went to car #785 and knocked on the door marked 15. No one answered. He waited around in what he hoped was an inconspicuous manner until the black Pullman Porter showed up with his luggage. His accent betrayed the rural southern upbringing which was prevalent in passenger train crew. It was a good way to escape the poverty and lack of opportunity. "Yo wife be gone to the club car, Sur. She say she be long in five minute or so."

Matt tipped him and entered "his" compartment. The car was obviously occupied but there was very little to give away anything about the individual. He saw a small blue book lying on the seat. It looked vaguely familiar. He picked it up and saw it was *The Wave of the Future: A Confession of Faith* by Anne Morrow Lindbergh, the famous aviator's wife. Matt was idly thumbing through the small volume when there was a knock.

"Matthew, dear, are you here?" a familiar voice asked.

He opened the door.

"Elsa?"

"I told you we would meet again."

"But how...?" Matthew was dumbfounded.

Elsa just grinned slyly. "It'll just have to be my secret and your mystery." She then handed him a bucket of ice, apparently the purpose of her trip to the club car. "Make yourself useful and set up the table."

Matt unfolded the little platform under the window and put the bucket on it. Elsa had rummaged through her luggage and produced a bottle of wine. "It's a nice Riesling from the Mosel. Say what you will about the Germans, you can't fault their wines."

Elsa babbled happily along while Matt remained largely silent, mystified and a bit troubled by Elsa's sudden unexpected reappearance. However, it was impossible to be around her for long without swept away by her relentless *joie de vivre*.

"You're not wearing your uniform, did you leave the service?" she asked.

"I'm training to be a Pan Am Clipper pilot," he replied disingenuously, avoiding a direct answer.

"But that's wonderful, Matthew dear. You will look magnificent commanding your own flying boat. Can I be your first passenger?"

"Only if you're very patient. It will be a long time before I qualify as a pilot, let alone captain."

She looked puzzled. "But I thought you were already an experienced seaplane pilot."

“So did I and the US Navy seemed to think so as well, but at Pam Am, I still have to start at the bottom and work my way up. If I study very hard, I may be qualified as fourth officer soon.”

“Poor Matthew, but you’ll always be my pilot hero,” she said, tossing him a jaunty salute.

They sat in the dark sipping the wine and watched the scenery roll by as they crossed into Minnesota. They called the Porter and he made up the berths, an upper and a lower. The second he left, Elsa made a point of closing the upper berth. Matt raised an eyebrow but she ignored him and as she had done on the Clipper, casually undressed and slipped into a white, but equally sheer nightgown. She then proceeded to playfully undress him, without bothering to avert her gaze. He climbed into the tiny berth where they fit themselves together like spoons. She leaned back to where she could nuzzle his cheek.

Matt was again uncertain exactly where this was going. In all his other relationships he had been in charge, or at least been allowed to believe so. Elsa was different. She set the pace and apparently the pace was too slow to suit her. She took Matt’s hands and placed them directly on her small but shapely breasts using her hands to keep his in place - not that Matt had the slightest inclination to move them. His body inevitably insisted on demonstrating its enthusiasm and he pulled back a bit, shy to have her feel his erection. Elsa just squeezed back against him all the tighter and even slowly ground her bottom in a gentle massage.

“You know what’s nice, Matthew dear?” she whispered.

“I think this is pretty damn nice,” he responded.

“Oh better than this,” she insisted and extricated herself from his caress and stood up.

Matt wasn’t at all sure how this was better but said nothing. Elsa turned and faced him. She grasped the hem of her gown and removed it before climbing back into the berth and carefully replacing his hands over her now uncovered breasts. “No silly,” she said, “what’s better is now we are old friends and we can make love.”

Elsa rolled over and presented her lips and Matt accepted the invitation...but he couldn’t get past the nagging concern that there was something wrong. This was happening awfully fast. Maybe Swedish girls were just that different... and how had she found him?

Both the Navy and Pan Am had warned about the need to watch for suspicious activity, and this qualified. Matt knew he was a decent looking man, and he had enjoyed his share of success with the ladies, but never anything quite like this. Still, why would a lowly pilot trainee be of interest even if he could imagine Elsa as a spy. Maybe it was some kind of a test and if he didn’t report her he would be out on his ass.

Elsa pulled back and looked at Matt. “What’s wrong Matthew? If we’re making love, you have to at least pay attention. You do find me attractive, don’t you?”

“Oh God, yes. You are beautiful; you’re sexy; you’re fun to be with. I want to make love to you so bad I ache.”

“So what is the problem?”

Matt hesitated. He just knew he would end up kicking himself but it was too late now. “Elsa, how did you manage to show up here tonight?”

“It’s my little secret, that’s all,” Elsa insisted lightly.

Matt shook his head. “I’m sorry, I have to know. It’s a matter of security. I have to report anybody who acts suspiciously and...”

Elsa jumped out of bed. “So now you think I’m Mata Hari?”

“No, not really. But I have to know for sure. I’m sorry Elsa but it’s my duty.”

Tears welled up in her eyes, but she was obviously angry too. She put her gown back on and without saying a word, lowered the upper bed and climbed in. “Don’t worry Matthew Lafferty, you don’t have to make love to an filthy spy.”

Except for an occasional sniff, she said nothing and the silence plucked at him, but he couldn’t back down now without looking the complete fool. He couldn’t even think of anything to say.

The miles clicked away.

Suddenly Elsa jumped back down and faced him. She looked as though anger had replaced hurt feelings. Matt sat up on the edge of the bed and without warning Elsa slapped him so hard he was dazed for a moment.

“That’s for insulting me,” she spat the words out. “A woman that would sleep with a man to get information is nothing but a whore, and I’m not a whore. But since my word is not good enough I’ll explain how I got here before you slap me in irons.”

She took a deep breath. “I just happened to see you in the train station in Chicago. That’s all. Just a coincidence. And for some damn reason, I liked you then and thought it’d be fun to surprise you. I bought a newspaper to hide my face and got in the ticket line right behind you. I heard where you were going and then got in a deferent line and booked this bedroom. That’s it, that’s the whole damn story. Satisfied?”

Matt nodded miserably. “I’m sorry, Elsa ...”

She cut him off. “You’re damn right you’re sorry. You’ve ruined everything.”

And that was that, at least through Minnesota. It wasn’t until North Dakota that Matt awoke to sound of the curtains opening and felt her warm body in his arms. “Good news, Matthew,” she whispered, “I’ve decided to forgive you.”

And forgive him she did. They tried to make love in the tiny berth that George Pullman had deliberately designed to be small enough to discourage "indecentcy." He had succeeded, especially given Matt's height so Elsa took the pillows and bed clothing and made up a roomier arena for their amorous pursuits on the floor. Elsa proved to be a skilled and enthusiastic lover and Matt found it all too easy to shove to the far corner of his mind the knowledge that Elsa was lying.