Intro: (4 measures)

Come fly with me in an upside down world, there's so many strange things to see

There's upside down people who walk down the street,

With upside-down shoes on their upside down feet

In an upside-down world, in an upside-down world

It's fun to be in an upside-down world, there's fish that fall out of the sea

There's upside down clocks that make everyone late

Upside down food that won't stay on your plate

In an upside-down world, in an upside-down world
p.2. Upside Down World

There’s upside-down everything all over town, it all looks so funny that I’ve got to frown

‘Cause a frown is a smile when you turn upside down

In an upside-down (what-side down?) whoops-side-down, upside-down world

Instrumental verse

There’s upside-down everything all over town, it all looks so funny that I’ve got to frown

‘Cause a frown is a smile when you turn upside down

In an upside-down (what-side down?) whoops-side-down, upside-down world

In an upside-down (what-side down?) whoops-side-down, upside-down world
Intro: Am (4 measures)

Am     Dm     E7     Am
Come fly with me in an upside down world, there's so many strange things to see
Dm     G7     C     Am
There's upside down people who walk down the street
Dm     E7     Am
With upside-down shoes on their upside down feet
B7b9   B7   E7     Am
In an upside-down world, in an upside-down world

Am     Dm     E7     Am
It's fun to be in an upside-down world, there's fish that fall out of the sea
Dm     G7     C     Am
There's upside-down clocks that make everyone late
Dm     E7     Am
Upside down food that won't stay on your plate
B7b9   B7   E7     Am
In an upside-down world, in an upside-down world

G7     C
There’s upside-down everything all over town
E7     Am
It all looks so funny that I’ve got to frown
Am     A7     Dm     Ebdim
‘Cause a frown is a smile when you turn upside down
Am     E7     Am
In an upside-down (what-side down?) whoops-side-down, upside-down world

Instrumental verse

G7     C
There’s upside-down everything all over town
E7     Am
It all looks so funny that I’ve got to frown
Am     A7     Dm     Ebdim
‘Cause a frown is a smile when you turn upside down
Am     E7     Am E7+
In an upside-down (what-side down?) whoops-side-down, upside-down world
Am     E7     Am
In an upside-down (what-side down?) whoops-side-down, upside-down world