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
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