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: Dm (4 measures)

Dm Gm A7 Dm
Come fly with me in an upside down world, there's so many strange things to see
Gm C7 F Dm
There's upside down people who walk down the street
Gm A7 Dm
With upside-down shoes on their upside down feet
E7b9 E7 A7 Dm
In an upside-down world, in an upside-down world

Dm Gm A7 Dm
It's fun to be in an upside-down world, there's fish that fall out of the sea
Gm C7 F Dm
There's upside down clocks that make everyone late
Gm A7 Dm
Upside down food that won't stay on your plate
E7b9 E7 A7 Dm
In an upside-down world, in an upside-down world

C7 F
There's upside-down everything all over town
A7 Dm
It all looks so funny that I've got to frown
Dm D7 Gm Abdim
'Cause a frown is a smile when you turn upside down
Dm A7 Dm
In an upside-down (what-side down?) whoops-side-down, upside-down world

Instrumental verse

C7 F
There's upside-down everything all over town
A7 Dm
It all looks so funny that I've got to frown
Dm D7 Gm Abdim
'Cause a frown is a smile when you turn upside down
Dm A7 Dm
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