

25¢

*Famous*  
**FANTASTIC**  
*Mysteries*

---

VOL. 10

AUGUST, 1949

No. 6

---

*Book-Length Novel*

**The Valley of Silent Men** **E. Charles Vivian** 8

It was a nightmare place of devilish beauty—and horror, brooded over by the slow-death poison of a plant that was seeded in hell! And into its silent menace one man must go, to save its self-willed prisoners from its fatal lure. . . .

*Short Story*

**The Counter Charm** **Margaret St. Clair** 110

The bug-eyed monster in the life of *Unearthly Tales'* editor was a real-life nuisance—at first. That was bad enough. But when it chased him right into the pages of his own magazine—that was very bad!

**In the Next Issue** 77

**Masters of Fantasy** 109  
Clark Ashton Smith—The Star-Treader

**The Three** **Burnham Eaton** 116

**The Readers' Viewpoint** 118

Cover by Lawrence. Inside illustrations by Lawrence and Bok.

Any resemblance between any character appearing in fictional matter, and any person, living or dead, is entirely coincidental and unintentional.

Published bi-monthly by All-Fiction Field, Inc., a subsidiary of Popular Publications, Inc., at 2256 Grove Street, Chicago 16, Illinois. Editorial and Executive Offices, 205 East 42nd Street, New York 17, N. Y. Henry Steeger, President and Secretary. Harold S. Goldsmith, Vice-President and Treasurer. Entered as second-class matter April 24, 1946, at the Post-Office at Chicago, Illinois, under the Act of March 3, 1879. Copyright, 1949, by All-Fiction Field, Inc. This issue is published simultaneously in the Dominion of Canada. Copyright under International Copyright Convention and Pan American Copyright Conventions. All rights reserved, including the right of reproduction, in whole or in part, in any form. Single copy, 25c. Annual subscription for U.S.A., its possessions and Canada, \$1.50; other countries 38c additional. Send subscriptions to 205 East 42nd Street, New York 17, N. Y. For advertising rates, address Sam J. Perry, 205 East 42nd Street, New York 17, N. Y. When submitting manuscripts, enclose stamped, self-addressed envelope for their return if found unavailable. The publishers will exercise care in the handling of unsolicited manuscripts, but assume no responsibility for their return. Printed in the U.S.A.



## *The Three*

**T**hree starlings perch in the maple tree.  
(O whistle your call)

The wind of March blows high and free  
But there are chains in the heart of me.  
(Whistle your querulous call)



Three starlings cling and the high notes pierce,  
(O piercing your call)

The wind goes loud but never so fierce  
As three black words that shivered my ears,  
(Black as your piercing call)



The first word—he—like the air I breathe . . .

(O carol your call)

Here he has talked and the smoke would wreathe  
Through maple boughs we lay beneath.

(Why do you chatter and call?)



The second—he is—and the words suffice.

(O merry your call)

Who brought these words, I bless them twice. . . .

They spoke one more—oh, curse them thrice.

(Mock with your maddening call)



Now—he is dead—three starling birds

(O sigh as you call)

On a barren tree, like pit-black words  
Spew from their throats discordant chords.

(Sigh or silence your call)



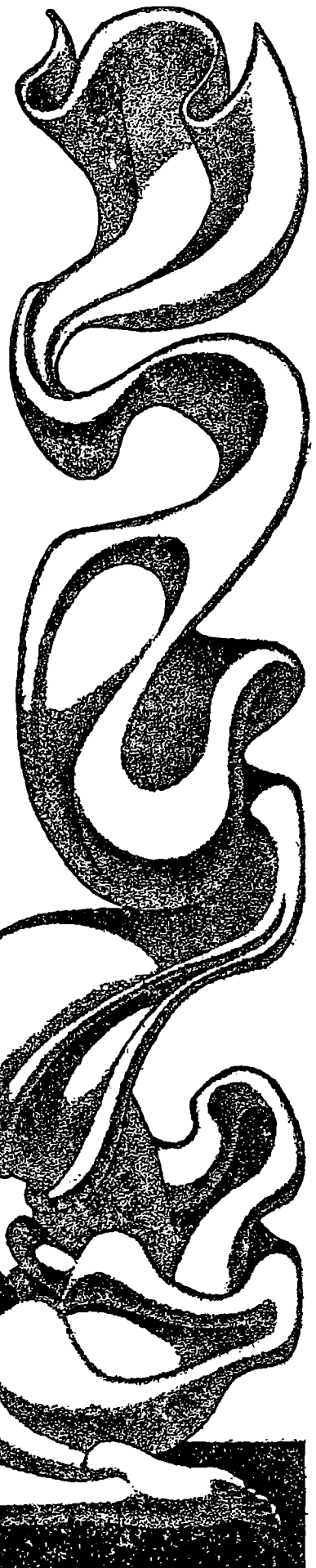
Oh, where is April's new-green cover?

(To smother your call)

The tree is bare as the heart of a lover  
Where three black word-sounds hover, hover.

(Shroud your rattling call)

—By Barnham Eaton



MAHRE'S BOOK 1949