Sir

At four a.m. Of June 1st 1862 in obedience to orders from Genl comdg. Brigade this Regt. was formed in close column of Division in the field to the north of the R. Rd. at Fair Oaks Station Va. The Reg. numbered 375 men in the ranks 42 Sergts. File closers Col. Lt Col Adj. & 15 com’d officers

At about 7 a.m. we were moved to the R. Rd and formed in line of battle therin facing the south with our right resting about one quarter of a mile east of the station. Immediately on our left was the 64th N.J.V. The two other Regts of this Brigade were not in sight. The firing in the woods in our front was very brisk and we were immediately ordered by the Genl. Comdg. the Brigade to advance. We advanced into a woods of tall trees, thickly interspersed with an undergrowth of young oaks which rendered it impossible for us to see to any great distance before us. The ground in some place was muddy and marshy. After advancing some 150 yds we came upon the 53d Reg. Penn Vols Col Brooks, formed in line and briskly engaging the enemy. I requested Col. Brooks to cease firing that we might pass in front of and relieve him. This was done and we at once advanced upon the enemy who we <were> drawn up in line before us and who kept up a heavey fire. After advancing some 25 yds beyond Col. Brooks Regt I halted the Reg. and fired one or two rounds. The enemy fell back, firing out of sight among the thick under growth. Not willg. to deliver our fire until we could see those opposed to us I ordered the Reg. to cease firing, which command was promptly obeyed. We then moved forward in excellent order some 180 yds meeting with a heavey fire but not seeing the enemy with sufficient distinction to warrant, in my opinion our halting and renewing the fire. On arriving upon the crest of a hill within some 20 yds of the road running parallel to the R. Rd. and directly opposite the camp of Casey’s Divn which the <enemy> had occupied the battalion was halted the enemy being plainly in sight by the road side and at once opened fire receiving a very heavy one in return. This continued for a considerable time & it was there that our principal loss occurred.

We drove the enemy back and he ceased firing when we could no longer see the enemy and his fire had become slackened, we ceased firing and I directed my men to sit down & rest. I considered it unwise to advance farther as there were no Regts. on our flanks and we were considerably in advance of the line in our rear and were liable to be taken rear or out flanked by the enemy coming up the road if we passed beyond it.

We renewed fire several times until we could <see> that the woods and camp in our front were <clear> of the enemy for a considerable distance, when we finally <> and they did not again appear in our front.

Finding that our flanks were not supported I sent to ask Col Brooks to bring up his Regt upon our line which he did scarcely any firing was done after his arrival, but lines were ready and the men rested. A tremendous fire was opened upon us from the rear which would have been murderous had we not avoided the balls [by] lying down. During this fire I despatched my adjutant, Lieut Gregory to carry information of our position and ask for orders in as much as there was <>enemy in our front for us to work upon. We <refrained> from firing to the rear in return although it had been reported to me that the enemy were there; a report for which I could find no foundation. We lost <few> if any by this fire from the rear. On the return <> Lieut Gregory with orders from the Gen. Comdg. the <> for us to retire, we marched off in perfect order by the road leading to our right and returned [to] the field whence we started.

We were not again engaged, just before we started on our return from front I plainly saw a body of the enemy advancing obliquely upon our right on the other side of this road, but we had cleared the woods before the reached our position, our wounded who were left on the ground state that the position was <occupied> by the enemy immediately after we left it.
The Regt. under my command calmly and faithfully performed its duty. A few of the men sometimes commenced firing without orders, but my commands to cease firing, march halt &c were readily obeyed under heavy fire. A few of the men at times would crouch down <> firing and shrink to the rear, but were brought up again by their officers and were few in number. The greater part of the men stood firm and erect <> the firing and only stooped or went down when ordered to do so. I did not see one officer shrink or fail in his duty, and all deserve <praise> alike.

Lt Col. Massett Capts Russell & Trenor & 1st Lt. <McIntyre> comdg. Co. C were all shot dead while doing their duty <> calmly and nobly, 1st Lt Bergen & 2d Lt Baon <> Cos. A & D and their only commissioned officers & <> Lt Coutis who took command of Co C. after the death of Lt McIntyre & 1st Lt Inaze of Co. A were wounded very early in the flight & obliged to go to the rear Cos. C D & K were thus left without Commissioned Officer & were taken charge of by officers of other companies.

Our loss is over one quarter our strength as follows
Killed 30 – 4 comd Officers 26 enlisted men
Wounded 76 – 4 comd Officers 72 enlisted men
Missing 6 – enlisted men of whom 4 men and corporal were attending to the wounded & taken prisoners in the discharge of their duty. The sixth man Drum Major Gloded was taken prison while in the woods after the action was over, making a total of 112. This Reg. took some ten prisoners one of whom was an officer supposed to be a Brig. Genl. From these prisoners & from some of our wounded I learnt that the force opposed to us was the 3d Ala. about 1000 strong supported by the 12th & 41st Vir.

At present we have for duty one Col., nine compys Officers and 338 enlisted men of whom 17 are drummers. My command thus reduced I have organized into eight compys each of which has but one Comd. Officer. The senior Capt. of the Regt. being detailed to act as a field Officer.

At an early hour of the day a greater part of two companies of the 64th N. J. Vols we collected and joined our left and remained with us till the action was over.

I have the honor to enclose a list of those killed, wounded and missing with the nature of the wounds received.

The Reg. was engaged four hours having come out of the woods at 11 A.M.

Very Respectfully
(Signed) Francis C. Barlow
Col. Comdg. 61st. Reg. N. Y. Vol