**INTRO**

***| Gm C | F Gm |***

***| Bb C | F Gm |***

**INTRO**

***| Gm C | F Gm |***

***| Bb C | F Gm |***

I said upside down  
You're turning me  
You're giving love instinctively  
Around and round you're turning me

**CHORUS**

***|: Gm C | F Gm |***

***| Bb C | F Gm :| 2/4 Gm |***

Upside down Boy, you turn me  
Inside out And round and round  
Upside down Boy, you turn me  
Inside out And round and round

**VERSE**

***| Bbm7 | x | x | x |***

***| Bbm7 | x | x | 2/4 Bbm7 |***

Instinctively you give to me  
The love that I need  
I cherish the moments with you  
Respectfully I say to thee  
I'm aware that you're cheating  
When no one makes me feel like you do

**CHORUS**

Upside down Boy, you turn me  
Inside out And round and round  
Upside down Boy, you turn me  
Inside out And round and round

**VERSE**

I know you got charm and appeal  
You always play the field  
I'm crazy to think you are mine  
As long as the sun continues to shine  
There's a place in my heart for you  
That's the bottom line

**CHORUS**

Upside down Boy, you turn me  
Inside out And round and round  
Upside down Boy, you turn me  
Inside out And round and round

**VERSE**

Instinctively you give to me  
The love that I need  
I cherish the moments with you  
Respectfully I say to thee  
I'm aware that you're cheating  
When no one makes me feel like you do

**CHORUS**

Upside down Boy, you turn me  
Inside out And round and round  
Upside down Boy, you turn me  
Inside out And round and round

**CHORUS**

Upside down Boy, you turn me  
Inside out And round and round  
Upside down Boy, you turn me  
Inside out And round and round

**OUTRO (fade out)**

***|: Gm C | F Gm |***

***| Bb C | F Gm :|***

Upside down you're turning me  
You're giving love instinctively  
Around and round you're turning me  
I say to thee respectfully