

have a feast. In the horse barn you will find oats that the trotters and pacers have spilled. In the trampled grass of the infield you will find old discarded lunch boxes containing the foul remains of peanut butter sandwiches, hard-boiled eggs, cracker crumbs, bits of doughnuts, and particles of cheese. In the hard-packed dirt of the midway, after the glaring lights are out and the people have gone home to bed, you will find a veritable treasure of popcorn fragments, frozen custard dribblings, candied apples abandoned by tired children, sugar fluff crystals, salted almonds, popsicles, partially gnawed ice cream cones, and the wooden sticks of lolly-pops. Everywhere is loot for a rat—in tents, in booths, in hay lofts—why, a fair has enough disgusting left-over food to satisfy a whole army of rats.”

Templeton’s eyes were blazing.

“Is this true?” he asked. “Is this appetizing yarn of yours true? I like high living, and what you say tempts me.”

“It is true,” said the old sheep. “Go to the Fair, Templeton. You will find that the conditions at a fair will surpass your wildest dreams. Buckets with sour mash sticking to them, tin cans containing particles of tuna fish, greasy paper bags stuffed with rotten . . .”

“That’s enough!” cried Templeton. “Don’t tell me any more. I’m going.”

“Good,” said Charlotte, winking at the old sheep.

"Now then—there is no time to be lost. Wilbur will soon be put into the crate. Templeton and I must get in the crate right now and hide ourselves."

The rat didn't waste a minute. He scampered over to the crate, crawled between the slats, and pulled straw up over him so he was hidden from sight.

"All right," said Charlotte, "I'm next." She sailed into the air, let out a dragline, and dropped gently to the ground. Then she climbed the side of the crate and hid herself inside a knothole in the top board.

The old sheep nodded. "What a cargo!" she said. "That sign ought to say 'Zuckerman's Famous Pig and Two Stowaways'."

"Look out, the people are coming-oming-oming!" shouted the gander. "Cheese it, cheese it, cheese it!"

The big truck with Mr. Arable at the wheel backed slowly down toward the barnyard. Lurvy and Mr. Zuckerman walked alongside. Fern and Avery were standing in the body of the truck hanging on to the sideboards.

"Listen to me," whispered the old sheep to Wilbur. "When they open the crate and try to put you in, struggle! Don't go without a tussle. Pigs always resist when they are being loaded."

"If I struggle I'll get dirty," said Wilbur.

"Never mind that—do as I say! Struggle! If you were to walk into the crate without resisting, Zucker-

man might think you were bewitched. He'd be scared to go to the Fair."

Templeton poked his head up through the straw. "Struggle if you must," said he, "but kindly remember that I'm hiding down here in this crate and I don't want to be stepped on, or kicked in the face, or pummeled, or crushed in any way, or squashed, or buffeted about, or bruised, or lacerated, or scarred, or biffed. Just watch what you're doing, Mr. Radiant, when they get shoving you in!"

"Be quiet, Templeton!" said the sheep. "Pull in your head—they're coming. Look radiant, Wilbur! Lay low, Charlotte! Talk it up, geese!"

The truck backed slowly to the pigpen and stopped. Mr. Arable cut the motor, got out, walked around to the rear, and lowered the tailgate. The geese cheered. Mrs. Arable got out of the truck. Fern and Avery jumped to the ground. Mrs. Zuckerman came walking down from the house. Everybody lined up at the fence and stood for a moment admiring Wilbur and the beautiful green crate. Nobody realized that the crate already contained a rat and a spider.

"That's some pig!" said Mrs. Arable.

"He's terrific," said Lurvy.

"He's very radiant," said Fern, remembering the day he was born.

"Well," said Mrs. Zuckerman, "he's clean, anyway. The buttermilk certainly helped."

Mr. Arable studied Wilbur carefully. "Yes, he's a wonderful pig," he said. "It's hard to believe that he was the runt of the litter. You'll get some extra good ham and bacon, Homer, when it comes time to kill *that* pig."

Wilbur heard these words and his heart almost stopped. "I think I'm going to faint," he whispered to the old sheep, who was watching.

"Kneel down!" whispered the old sheep. "Let the blood rush to your head!"

Wilbur sank to his knees, all radiance gone. His eyes closed.

"Look!" screamed Fern. "He's fading away!"

"Hey, watch me!" yelled Avery, crawling on all fours into the crate. "I'm a pig! I'm a pig!"

Avery's foot touched Templeton under the straw. "What a mess!" thought the rat. "What fantastic creatures boys are! Why did I let myself in for this?"

The geese saw Avery in the crate and cheered.

"Avery, you get out of that crate this instant!" commanded his mother. "What do you think you are?"

"I'm a pig!" cried Avery, tossing handfuls of straw into the air. "Oink, oink, oink!"

"The truck is rolling away, Papa," said Fern.

The truck, with no one at the wheel, had started to

roll downhill. Mr. Arable dashed to the driver's seat and pulled on the emergency brake. The truck stopped. The geese cheered. Charlotte crouched and made herself as small as possible in the knothole, so Avery wouldn't see her.

"Come out at once!" cried Mrs. Arable. Avery crawled out of the crate on hands and knees, making faces at Wilbur. Wilbur fainted away.

"The pig has passed out," said Mrs. Zuckerman. "Throw water on him!"

"Throw buttermilk!" suggested Avery.

The geese cheered.

Lurvy ran for a pail of water. Fern climbed into the pen and knelt by Wilbur's side.

"It's sunstroke," said Zuckerman. "The heat is too much for him."

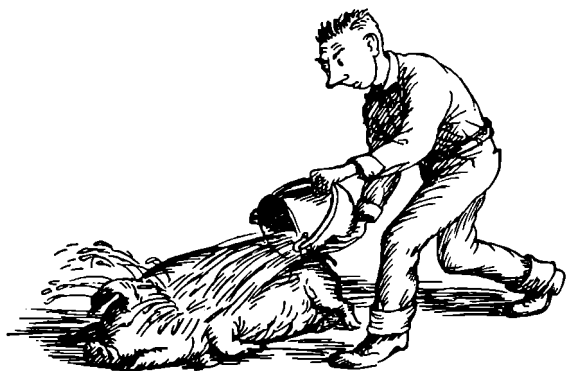
"Maybe he's dead," said Avery.

"Come out of that pigpen *immediately!*" cried Mrs. Arable. Avery obeyed his mother and climbed into the back of the truck so he could see better. Lurvy returned with cold water and dashed it on Wilbur.

"Throw some on me!" cried Avery. "I'm hot, too."

"Oh, keep quiet!" hollered Fern. "Keep *qui-ut!*" Her eyes were brimming with tears.

Wilbur, feeling the cold water, came to. He rose slowly to his feet, while the geese cheered.



"He's up!" said Mr. Arable. "I guess there's nothing wrong with him."

"I'm hungry," said Avery. "I want a candied apple."

"Wilbur's all right now," said Fern. "We can start. I want to take a ride in the Ferris wheel."

Mr. Zuckerman and Mr. Arable and Lurvy grabbed the pig and pushed him headfirst toward the crate. Wilbur began to struggle. The harder the men pushed, the harder he held back. Avery jumped down and joined the men. Wilbur kicked and thrashed and grunted. "Nothing wrong with *this* pig," said Mr. Zuckerman cheerfully, pressing his knee against Wilbur's behind. "All together, now, boys! Shove!"

With a final heave they jammed him into the crate. The geese cheered. Lurvy nailed some boards across the end, so Wilbur couldn't back out. Then, using all their strength, the men picked up the crate and heaved

it aboard the truck. They did not know that under the straw was a rat, and inside a knothole was a big grey spider. They saw only a pig.

"Everybody in!" called Mr. Arable. He started the motor. The ladies climbed in beside him. Mr. Zuckerman and Lurvy and Fern and Avery rode in back, hanging onto the sideboards. The truck began to move ahead. The geese cheered. The children answered their cheer, and away went everybody to the Fair.

Chapter XVII

Uncle

WHEN they pulled into the Fair Grounds, they could hear music and see the Ferris wheel turning in the sky. They could smell the dust of the race track where the sprinkling cart had moistened it; and they could smell hamburgers frying and see balloons aloft. They could hear sheep blatting in their pens. An enormous voice over the loudspeaker said: "Attention, please! Will the owner of a Pontiac car, license number H-2439, please move your car away from the fireworks shed!"

"Can I have some money?" asked Fern.

"Can I, too?" asked Avery.

"I'm going to win a doll by spinning a wheel and it will stop at the right number," said Fern.

"I'm going to steer a jet plane and make it bump into another one."

"Can I have a balloon?" asked Fern.

"Can I have a frozen custard and a cheeseburger and some raspberry soda pop?" asked Avery.

"You children be quiet till we get the pig unloaded," said Mrs. Arable.

"Let's let the children go off by themselves," suggested Mr. Arable. "The Fair only comes once a year." Mr. Arable gave Fern two quarters and two dimes. He gave Avery five dimes and four nickels. "Now run along!" he said. "And remember, the money has to last *all day*. Don't spend it all the first few minutes. And be back here at the truck at noontime so we can all have lunch together. And don't eat a lot of stuff that's going to make you sick to your stomachs."

"And if you go in those swings," said Mrs. Arable, "you hang on tight! You hang on *very* tight. Hear me?"

"And don't get lost!" said Mrs. Zuckerman.

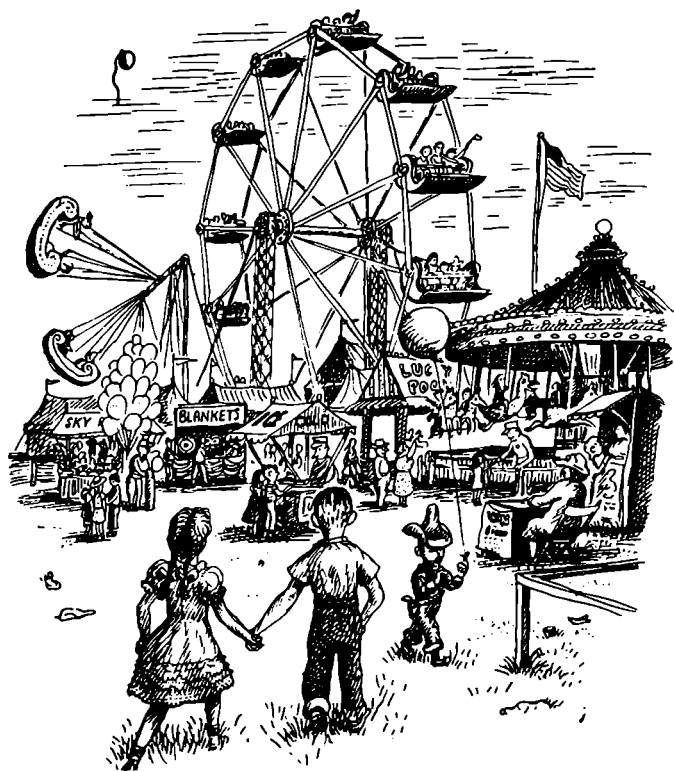
"And don't get dirty!"

"Don't get overheated!" said their mother.

"Watch out for pickpockets!" cautioned their father.

"And don't cross the race track when the horses are coming!" cried Mrs. Zuckerman.

The children grabbed each other by the hand and danced off in the direction of the merry-go-round, toward the wonderful music and the wonderful adventure and the wonderful excitement, into the wonderful midway where there would be no parents to guard them and guide them, and where they could be happy and free and do as they pleased. Mrs. Arable stood quietly



and watched them go. Then she sighed. Then she blew her nose.

"Do you really think it's all right?" she asked.

"Well, they've got to grow up some time," said Mr. Arable. "And a fair is a good place to start, I guess."

While Wilbur was being unloaded and taken out of his crate and into his new pigpen, crowds gathered to watch. They stared at the sign ZUCKERMAN'S FAMOUS PIG. Wilbur stared back and tried to look extra good. He was pleased with his new home. The pen was grassy, and it was shaded from the sun by a shed roof.

Charlotte, watching her chance, scrambled out of the crate and climbed a post to the under side of the roof. Nobody noticed her.

Templeton, not wishing to come out in broad daylight, stayed quietly under the straw at the bottom of the crate. Mr. Zuckerman poured some skim milk into Wilbur's trough, pitched clean straw into his pen, and then he and Mrs. Zuckerman and the Arables walked away toward the cattle barn to look at purebred cows and to see the sights. Mr. Zuckerman particularly wanted to look at tractors. Mrs. Zuckerman wanted to see a deep freeze. Lurvy wandered off by himself, hoping to meet friends and have some fun on the midway.

As soon as the people were gone, Charlotte spoke to Wilbur.

"It's a good thing you can't see what *I* see," she said.

"What do you see?" asked Wilbur.

"There's a pig in the next pen and he's enormous. I'm afraid he's much bigger than you are."

"Maybe he's older than I am, and has had more time to grow," suggested Wilbur. Tears began to come to his eyes.

"I'll drop down and have a closer look," Charlotte said. Then she crawled along a beam till she was directly over the next pen. She let herself down on a drag-line until she hung in the air just in front of the big pig's snout.

"May I have your name?" she asked, politely.

The pig stared at her. "No name," he said in a big, hearty voice. "Just call me Uncle."

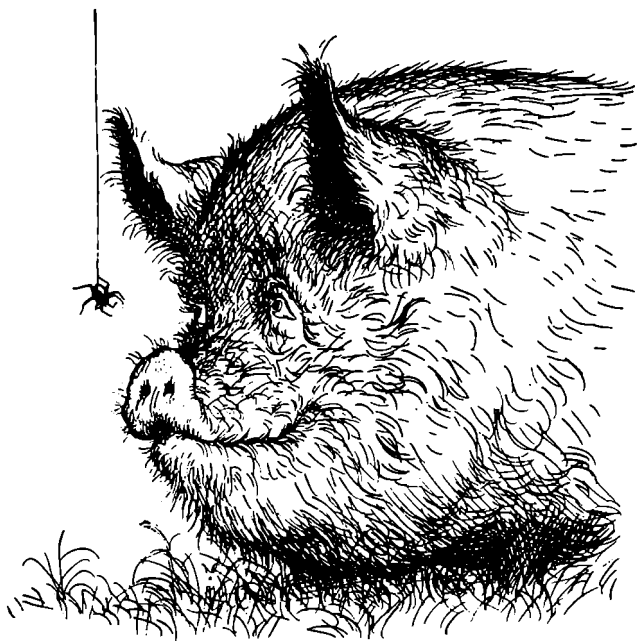
"Very well, Uncle," replied Charlotte. "What is the date of your birth? Are you a spring pig?"

"Sure I'm a spring pig," replied Uncle. "What did you think I was, a spring chicken? Haw, haw—that's a good one, eh, Sister?"

"Mildly funny," said Charlotte. "I've heard funnier ones, though. Glad to have met you, and now I must be going."

She ascended slowly and returned to Wilbur's pen.

"He claims he's a spring pig," reported Charlotte,



“and perhaps he is. One thing is certain, he has a most unattractive personality. He is too familiar, too noisy, and he cracks weak jokes. Also, he’s not anywhere near as clean as you are, nor as pleasant. I took quite a dislike to him in our brief interview. He’s going to be a hard pig to beat, though, Wilbur, on account of his size and weight. But with me helping you, it can be done.”

“When are you going to spin a web?” asked Wilbur.

“This afternoon, late, if I’m not too tired,” said

Charlotte. "The least thing tires me these days. I don't seem to have the energy I once had. My age, I guess."

Wilbur looked at his friend. She looked rather swollen and she seemed listless.

"I'm awfully sorry to hear that you're feeling poorly, Charlotte," he said. "Perhaps if you spin a web and catch a couple of flies you'll feel better."

"Perhaps," she said, wearily. "But I feel like the end of a long day." Clinging upside down to the ceiling, she settled down for a nap, leaving Wilbur very much worried.

All morning people wandered past Wilbur's pen. Dozens and dozens of strangers stopped to stare at him and to admire his silky white coat, his curly tail, his kind and radiant expression. Then they would move on to the next pen where the bigger pig lay. Wilbur heard several people make favorable remarks about Uncle's great size. He couldn't help overhearing these remarks, and he couldn't help worrying. "And now, with Charlotte not feeling well . . ." he thought. "Oh, dear!"

All morning Templeton slept quietly under the straw. The day grew fiercely hot. At noon the Zuckermans and the Arables returned to the pigpen. Then, a few minutes later, Fern and Avery showed up. Fern had a monkey doll in her arms and was eating Cracker-jack. Avery had a balloon tied to his ear and was chewing a candied apple. The children were hot and dirty.

"Isn't it hot?" said Mrs. Zuckerman.

"It's *terribly* hot," said Mrs. Arable, fanning herself with an advertisement of a deep freeze.

One by one they climbed into the truck and opened lunch boxes. The sun beat down on everything. Nobody seemed hungry.

"When are the judges going to decide about Wilbur?" asked Mrs. Zuckerman.

"Not till tomorrow," said Mr. Zuckerman.

Lurvy appeared, carrying an Indian blanket that he had won.

"That's just what we need," said Avery. "A blanket."

"Of course it is," replied Lurvy. And he spread the blanket across the sideboards of the truck so that it was like a little tent. The children sat in the shade, under the blanket, and felt better.

After lunch, they stretched out and fell asleep.

Chapter XVIII

The Cool of the Evening

IN THE cool of the evening, when shadows darkened the Fair Grounds, Templeton crept from the crate and looked around. Wilbur lay asleep in the straw. Charlotte was building a web. Templeton's keen nose detected many fine smells in the air. The rat was hungry and thirsty. He decided to go exploring. Without saying anything to anybody, he started off.

"Bring me back a word!" Charlotte called after him. "I shall be writing tonight for the last time."

The rat mumbled something to himself and disappeared into the shadows. He did not like being treated like a messenger boy.

After the heat of the day, the evening came as a welcome relief to all. The Ferris wheel was lighted now. It went round and round in the sky and seemed twice as high as by day. There were lights on the midway, and you could hear the crackle of the gambling machines and the music of the merry-go-round and the voice of the man in the beano booth calling numbers.

The children felt refreshed after their nap. Fern met

her friend Henry Fussy, and he invited her to ride with him in the Ferris wheel. He even bought a ticket for her, so it didn't cost her anything. When Mrs. Arable happened to look up into the starry sky and saw her little daughter sitting with Henry Fussy and going higher and higher into the air, and saw how happy Fern looked, she just shook her head. "My, my!" she said. "Henry Fussy. Think of that!"



Templeton kept out of sight. In the tall grass behind the cattle barn he found a folded newspaper. Inside it were leftovers from somebody's lunch: a deviled ham sandwich, a piece of Swiss cheese, part of a hard-boiled egg, and the core of a wormy apple. The rat crawled in and ate everything. Then he tore a word out of the paper, rolled it up, and started back to Wilbur's pen.

Charlotte had her web almost finished when Templeton returned, carrying the newspaper clipping. She had left a space in the middle of the web. At this hour, no people were around the pigpen, so the rat and the spider and the pig were by themselves.

"I hope you brought a good one," Charlotte said. "It is the last word I shall ever write."

"Here," said Templeton, unrolling the paper.

"What does it say?" asked Charlotte. "You'll have to read it for me."

"It says 'Humble,' " replied the rat.

"Humble?" said Charlotte. "'Humble' has two meanings. It means 'not proud' and it means 'near the ground.' That's Wilbur all over. He's not proud and he's near the ground."

"Well, I hope you're satisfied," sneered the rat. "I'm not going to spend all my time fetching and carrying. I came to this Fair to enjoy myself, not to deliver papers."

"You've been very helpful," Charlotte said. "Run along, if you want to see more of the Fair."

The rat grinned. "I'm going to make a night of it," he said. "The old sheep was right—this Fair is a rat's paradise. What eating! And what drinking! And everywhere good hiding and good hunting. Bye, bye, my humble Wilbur! Fare thee well, Charlotte, you old schemer! This will be a night to remember in a rat's life."

He vanished into the shadows.

Charlotte went back to her work. It was quite dark now. In the distance, fireworks began going off—rockets, scattering fiery balls in the sky. By the time the

Arables and the Zuckermans and Lurvy returned from the grandstand, Charlotte had finished her web. The word HUMBLE was woven neatly in the center. Nobody noticed it in the darkness. Everyone was tired and happy.



Fern and Avery climbed into the truck and lay down. They pulled the Indian blanket over them. Lurvy gave Wilbur a forkful of fresh straw. Mr. Arable patted him. "Time for us to go home," he said to the pig. "See you tomorrow."

The grownups climbed slowly into the truck and Wilbur heard the engine start and then heard the truck moving away in low speed. He would have felt lonely and homesick, had Charlotte not been with him. He

never felt lonely when she was near. In the distance he could still hear the music of the merry-go-round.

As he was dropping off to sleep he spoke to Charlotte.

"Sing me that song again, about the dung and the dark," he begged.

"Not tonight," she said in a low voice. "I'm too tired." Her voice didn't seem to come from her web.

"Where are you?" asked Wilbur. "I can't see you. Are you on your web?"

"I'm back here," she answered. "Up in this back corner."

"Why aren't you on your web?" asked Wilbur. "You almost *never* leave your web."

"I've left it tonight," she said.

Wilbur closed his eyes. "Charlotte," he said, after a while, "do you really think Zuckerman will let me live and not kill me when the cold weather comes? Do you really think so?"

"Of course," said Charlotte. "You are a famous pig and you are a good pig. Tomorrow you will probably win a prize. The whole world will hear about you. Zuckerman will be proud and happy to own such a pig. You have nothing to fear, Wilbur—nothing to worry about. Maybe you'll live forever—who knows? And now, go to sleep."

For a while there was no sound. Then Wilbur's voice:

"What are you doing up there, Charlotte?"

"Oh, making something," she said. "Making something, as usual."

"Is it something for me?" asked Wilbur.

"No," said Charlotte. "It's something for *me*, for a change."

"Please tell me what it is," begged Wilbur.

"I'll tell you in the morning," she said. "When the first light comes into the sky and the sparrows stir and the cows rattle their chains, when the rooster crows and the stars fade, when early cars whisper along the highway, you look up here and I'll show you something. I will show you my masterpiece."

Before she finished the sentence, Wilbur was asleep. She could tell by the sound of his breathing that he was sleeping peacefully, deep in the straw.

Miles away, at the Arables' house, the men sat around the kitchen table eating a dish of canned peaches and talking over the events of the day. Upstairs, Avery was already in bed and asleep. Mrs. Arable was tucking Fern into bed.

"Did you have a good time at the Fair?" she asked as she kissed her daughter.

Fern nodded. "I had the best time I have ever had anywhere or any time in all of my whole life."

"Well!" said Mrs. Arable. "Isn't that nice!"

Chapter XIX

The Egg Sac

NEXT morning when the first light came into the sky and the sparrows stirred in the trees, when the cows rattled their chains and the rooster crowed and the early automobiles went whispering along the road, Wilbur awoke and looked for Charlotte. He saw her up overhead in a corner near the back of his pen. She was very quiet. Her eight legs were spread wide. She seemed to have shrunk during the night. Next to her, attached to the ceiling, Wilbur saw a curious object. It was a sort of sac, or cocoon. It was peach-colored and looked as though it were made of cotton candy.

"Are you awake, Charlotte?" he said softly.

"Yes," came the answer.

"What is that nifty little thing? Did you make it?"

"I did indeed," replied Charlotte in a weak voice.

"Is it a plaything?"

"Plaything? I should say not. It is my egg sac, my *magnum opus*."

"I don't know what a magnum opus is," said Wilbur.

"That's Latin," explained Charlotte. "It means 'great work.' This egg sac is my great work—the finest thing I have ever made."

"What's inside it?" asked Wilbur. "Eggs?"

"Five hundred and fourteen of them," she replied.

"Five *hundred* and *fourteen*?" said Wilbur. "You're kidding."



"No, I'm not. I counted them. I got started counting, so I kept on—just to keep my mind occupied."

"It's a perfectly beautiful egg sac," said Wilbur, feeling as happy as though he had constructed it himself.

"Yes, it *is* pretty," replied Charlotte, patting the sac with her two front legs. "Anyway, I can guarantee that it is strong. It's made out of the toughest material I have. It is also waterproof. The eggs are inside and will be warm and dry."

"Charlotte," said Wilbur dreamily, "are you really going to have five hundred and fourteen children?"

"If nothing happens, yes," she said. "Of course, they won't show up till next spring." Wilbur noticed that Charlotte's voice sounded sad.

"What makes you sound so down-hearted? I should think you'd be terribly happy about this."

"Oh, don't pay any attention to me," said Charlotte. "I just don't have much pep any more. I guess I feel sad because I won't ever see my children."

"What do you mean you won't see your children! Of *course* you will. We'll *all* see them. It's going to be simply wonderful next spring in the barn cellar with five hundred and fourteen baby spiders running around all over the place. And the geese will have a new set of goslings, and the sheep will have their new lambs . . ."

"Maybe," said Charlotte quietly. "However, I have a feeling I'm not going to see the results of last night's efforts. I don't feel good at all. I think I'm languishing, to tell you the truth."

Wilbur didn't understand the word "languish" and he hated to bother Charlotte by asking her to explain. But he was so worried he felt he had to ask.

"What does 'languishing' mean?"

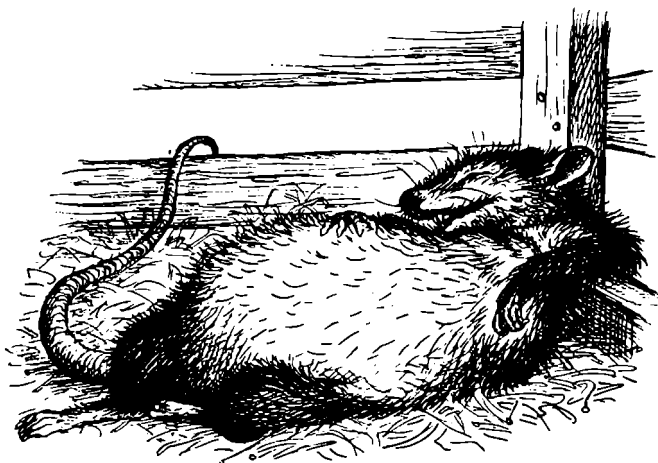
"It means I'm slowing up, feeling my age. I'm not young any more, Wilbur. But I don't want you to worry about me. This is your big day today. Look at my web—doesn't it show up well with the dew on it?"

Charlotte's web never looked more beautiful than it looked this morning. Each strand held dozens of bright drops of early morning dew. The light from the east struck it and made it all plain and clear. It was a perfect piece of designing and building. In another hour or two, a steady stream of people would pass by, admiring it, and reading it, and looking at Wilbur, and marveling at the miracle.

As Wilbur was studying the web, a pair of whiskers and a sharp face appeared. Slowly Templeton dragged himself across the pen and threw himself down in a corner.

"I'm back," he said in a husky voice. "What a night!"

The rat was swollen to twice his normal size. His stomach was as big around as a jelly jar.



"What a night!" he repeated, hoarsely. "What feasting and carousing! A real gorge! I must have eaten the remains of thirty lunches. Never have I seen such leavings, and everything well-ripened and seasoned with the passage of time and the heat of the day. Oh, it was rich, my friends, rich!"

"You ought to be ashamed of yourself," said Charlotte in disgust. "It would serve you right if you had an acute attack of indigestion."

"Don't worry about my stomach," snarled Templeton. "It can handle anything. And by the way, I've got some bad news. As I came past that pig next door—the one that calls himself Uncle—I noticed a blue tag on the front of his pen. That means he has won first prize. I guess you're licked, Wilbur. You might as well relax—nobody is going to hang any medal on *you*. Furthermore, I wouldn't be surprised if Zuckerman changes his mind about you. Wait till he gets hankering for some fresh pork and smoked ham and crisp bacon! He'll take the knife to you, my boy."

"Be still, Templeton!" said Charlotte. "You're too stuffed and bloated to know what you're saying. Don't pay any attention to him, Wilbur!"

Wilbur tried not to think about what the rat had just said. He decided to change the subject.

"Templeton," said Wilbur, "if you weren't so dopey, you would have noticed that Charlotte has made an egg

sac. She is going to become a mother. For your information, there are five hundred and fourteen eggs in that peachy little sac."

"Is this true?" asked the rat, eyeing the sac suspiciously.

"Yes, it's true," sighed Charlotte.

"Congratulations!" murmured Templeton. "This *has* been a night!" He closed his eyes, pulled some straw over himself, and dropped off into a deep sleep. Wilbur and Charlotte were glad to be rid of him for a while.

At nine o'clock, Mr. Arable's truck rolled into the Fair Grounds and came to a stop at Wilbur's pen. Everybody climbed out.

"Look!" cried Fern. "Look at Charlotte's web! Look what it says!"

The grownups and the children joined hands and stood there, studying the new sign.

"'Humble,'" said Mr. Zuckerman. "Now isn't that just the word for Wilbur!"

Everyone rejoiced to find that the miracle of the web had been repeated. Wilbur gazed up lovingly into their faces. He looked very humble and very grateful. Fern winked at Charlotte. Lurvy soon got busy. He poured a bucket of warm slops into the trough, and while Wil-

bur ate his breakfast Lurvy scratched him gently with a smooth stick.

"Wait a minute!" cried Avery. "Look at this!" He pointed to the blue tag on Uncle's pen. "This pig has won first prize already."

The Zuckermans and the Arables stared at the tag. Mrs. Zuckerman began to cry. Nobody said a word. They just stared at the tag. Then they stared at Uncle. Then they stared at the tag again. Lurvy took out an enormous handkerchief and blew his nose very loud—so loud, in fact, that the noise was heard by stableboys over at the horse barn.

"Can I have some money?" asked Fern. "I want to go out on the midway."

"You stay right where you are!" said her mother. Tears came to Fern's eyes.

"What's everybody crying about?" asked Mr. Zuckerman. "Let's get busy! Edith, bring the buttermilk!"

Mrs. Zuckerman wiped her eyes with her handkerchief. She went to the truck and came back with a gallon jar of buttermilk.

"Bath time!" said Zuckerman, cheerfully. He and Mrs. Zuckerman and Avery climbed into Wilbur's pen. Avery slowly poured buttermilk on Wilbur's head and back, and as it trickled down his sides and cheeks, Mr. and Mrs. Zuckerman rubbed it into his hair and skin. Passersby stopped to watch. Pretty soon quite a crowd

had gathered. Wilbur grew beautifully white and smooth. The morning sun shone through his pink ears.

"He isn't as big as that pig next door," remarked one bystander, "but he's cleaner. That's what I like."

"So do I," said another man.

"He's humble, too," said a woman, reading the sign on the web.

Everybody who visited the pigpen had a good word to say about Wilbur. Everyone admired the web. And of course nobody noticed Charlotte.

Suddenly a voice was heard on the loud speaker.

"Attention, please!" it said. "Will Mr. Homer Zuckerman bring his famous pig to the judges' booth in front of the grandstand. A special award will be made there in twenty minutes. Everyone is invited to attend. Crate your pig, please, Mr. Zuckerman, and report to the judges' booth promptly!"

For a moment after this announcement, the Arables and the Zuckermans were unable to speak or move. Then Avery picked up a handful of straw and threw it high in the air and gave a loud yell. The straw fluttered down like confetti into Fern's hair. Mr. Zuckerman hugged Mrs. Zuckerman. Mr. Arable kissed Mrs. Arable. Avery kissed Wilbur. Lurvy shook hands with everybody. Fern hugged her mother. Avery hugged Fern. Mrs. Arable hugged Mrs. Zuckerman.

Up overhead, in the shadows of the ceiling, Char-



lotte crouched unseen, her front legs encircling her egg sac. Her heart was not beating as strongly as usual and she felt weary and old, but she was sure at last that she had saved Wilbur's life, and she felt peaceful and contented.

"We have no time to lose!" shouted Mr. Zuckerman. "Lurvy, help with the crate!"

"Can I have some money?" asked Fern.

"You *wait!*" said Mrs. Arable. "Can't you see everybody is busy?"

"Put that empty buttermilk jar into the truck!" commanded Mr. Arable. Avery grabbed the jar and rushed to the truck.

"Does my hair look all right?" asked Mrs. Zuckerman.

"Looks fine," snapped Mr. Zuckerman, as he and Lurvy set the crate down in front of Wilbur.

"You didn't even *look* at my hair!" said Mrs. Zuckerman.

"You're all right, Edith," said Mrs. Arable. "Just keep calm."

Templeton, asleep in the straw, heard the commotion and awoke. He didn't know exactly what was going on, but when he saw the men shoving Wilbur into the crate he made up his mind to go along. He watched his chance and when no one was looking he

crept into the crate and buried himself in the straw at the bottom.

"All ready, boys!" cried Mr. Zuckerman. "Let's go!" He and Mr. Arable and Lurvy and Avery grabbed the crate and boosted it over the side of the pen and up into the truck. Fern jumped aboard and sat on top of the crate. She still had straw in her hair and looked very pretty and excited. Mr. Arable started the motor. Everyone climbed in, and off they drove to the judge's booth in front of the grandstand.

As they passed the Ferris wheel, Fern gazed up at it and wished she were in the topmost car with Henry Fussy at her side.

Chapter XX

The Hour of Triumph

SPECIAL announcement!" said the loud speaker in a pompous voice. "The management of the Fair takes great pleasure in presenting Mr. Homer L. Zuckerman and his famous pig. The truck bearing this extraordinary animal is now approaching the infield. Kindly stand back and give the truck room to proceed! In a few moments the pig will be unloaded in the special judging ring in front of the grandstand, where a special award will be made. Will the crowd please make way and let the truck pass. Thank you."

Wilbur trembled when he heard this speech. He felt happy but dizzy. The truck crept along slowly in low speed. Crowds of people surrounded it, and Mr. Arable had to drive very carefully in order not to run over anybody. At last he managed to reach the judges' stand. Avery jumped out and lowered the tailgate.

"I'm scared to death," whispered Mrs. Zuckerman. "Hundreds of people are looking at us."

"Cheer up," replied Mrs. Arable, "this is fun."

"Unload your pig, please!" said the loud speaker.

"All together, now, boys!" said Mr. Zuckerman. Several men stepped forward from the crowd to help lift the crate. Avery was the busiest helper of all.

"Tuck your shirt in, Avery!" cried Mrs. Zuckerman. "And tighten your belt. Your pants are coming down."

"Can't you see I'm busy?" replied Avery in disgust.

"Look!" cried Fern, pointing. "There's Henry!"

"Don't shout, Fern!" said her mother. "And don't point!"

"Can't I *please* have some money?" asked Fern. "Henry invited me to go on the Ferris wheel again, only I don't think he has any money left. He ran out of money."

Mrs. Arable opened her handbag. "Here," she said. "Here is forty cents. Now don't get lost! And be back at our regular meeting place by the pigpen very soon!"

Fern raced off, ducking and dodging through the crowd, in search of Henry.

"The Zuckerman pig is now being taken from his crate," boomed the voice of the loud speaker. "Stand by for an announcement!"

Templeton crouched under the straw at the bottom of the crate. "What a lot of nonsense!" muttered the rat. "What a lot of fuss about nothing!"

Over in the pigpen, silent and alone, Charlotte rested. Her two front legs embraced the egg sac. Charlotte

could hear everything that was said on the loud speaker. The words gave her courage. This was her hour of triumph.

As Wilbur came out of the crate, the crowd clapped and cheered. Mr. Zuckerman took off his cap and bowed. Lurvy pulled his big handkerchief from his pocket and wiped the sweat from the back of his neck. Avery knelt in the dirt by Wilbur's side, busily stroking him and showing off. Mrs. Zuckerman and Mrs. Arable stood on the running board of the truck.

"Ladeez and gentlemen," said the loud speaker, "we now present Mr. Homer L. Zuckerman's distinguished pig. The fame of this unique animal has spread to the far corners of the earth, attracting many valuable tourists to our great State. Many of you will recall that never-to-be-forgotten day last summer when the writing appeared mysteriously on the spider's web in Mr. Zuckerman's barn, calling the attention of all and sundry to the fact that this pig was completely out of the ordinary. This miracle has never been fully explained, although learned men have visited the Zuckerman pigpen to study and observe the phenomenon. In the last analysis, we simply know that we are dealing with supernatural forces here, and we should all feel proud and grateful. In the words of the spider's web, ladies and gentlemen, this is some pig."

Wilbur blushed. He stood perfectly still and tried to look his best.

"This magnificent animal," continued the loud speaker, "is truly terrific. Look at him, ladies and gentlemen! Note the smoothness and whiteness of the coat, observe the spotless skin, the healthy pink glow of ears and snout."

"It's the buttermilk," whispered Mrs. Arable to Mrs. Zuckerman.

"Note the general radiance of this animal! Then remember the day when the word 'radiant' appeared clearly on the web. Whence came this mysterious writing? Not from the spider, we can rest assured of that. Spiders are very clever at weaving their webs, but needless to say spiders cannot write."

"Oh, they can't, can't they?" murmured Charlotte to herself.

"Ladeez and gentlemen," continued the loud speaker, "I must not take any more of your valuable time. On behalf of the governors of the Fair, I have the honor of awarding a special prize of twenty-five dollars to Mr. Zuckerman, together with a handsome bronze medal suitably engraved, in token of our appreciation of the part played by this pig—this radiant, this terrific, this humble pig—in attracting so many visitors to our great County Fair."

Wilbur had been feeling dizzier and dizzier through

this long, complimentary speech. When he heard the crowd begin to cheer and clap again, he suddenly fainted away. His legs collapsed, his mind went blank, and he fell to the ground, unconscious.

"What's wrong?" asked the loud speaker. "What's going on, Zuckerman? What's the trouble with your pig?"

Avery was kneeling by Wilbur's head, stroking him. Mr. Zuckerman was dancing about, fanning him with his cap.

"He's all right," cried Mr. Zuckerman. "He gets these spells. He's modest and can't stand praise."

"Well, we can't give a prize to a *dead* pig," said the loud speaker. "It's never been done."

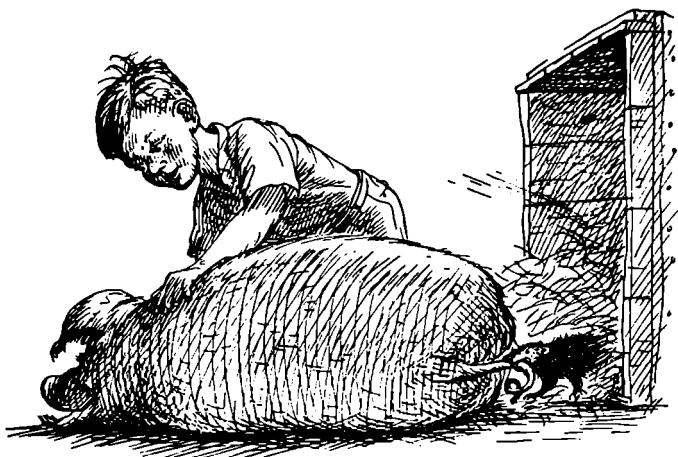
"He isn't dead," hollered Zuckerman. "He's fainted. He gets embarrassed easily. Run for some water, Lurvy!"

Lurvy sprang from the judges' ring and disappeared.

Templeton poked his head from the straw. He noticed that the end of Wilbur's tail was within reach. Templeton grinned. "I'll tend to this," he chuckled. He took Wilbur's tail in his mouth and bit it, just as hard as he could bite. The pain revived Wilbur. In a flash he was back on his feet.

"Ouch!" he screamed.

"Hooray!" yelled the crowd. "He's up! The pig's up! Good work, Zuckerman! That's some pig!" Every-



one was delighted. Mr. Zuckerman was the most pleased of all. He sighed with relief. Nobody had seen Templeton. The rat had done his work well.

And now one of the judges climbed into the ring with the prizes. He handed Mr. Zuckerman two ten dollar bills and a five dollar bill. Then he tied the medal around Wilbur's neck. Then he shook hands with Mr. Zuckerman while Wilbur blushed. Avery put out his hand and the judge shook hands with him, too. The crowd cheered. A photographer took Wilbur's picture.

A great feeling of happiness swept over the Zuckermans and the Arables. This was the greatest moment in Mr. Zuckerman's life. It is deeply satisfying to win a prize in front of a lot of people.



As Wilbur was being shoved back into the crate, Lurvy came charging through the crowd carrying a pail of water. His eyes had a wild look. Without hesitating a second, he dashed the water at Wilbur. In his excitement he missed his aim, and the water splashed all over Mr. Zuckerman and Avery. They got soaking wet.

"For goodness' sake!" bellowed Mr. Zuckerman, who was really drenched. "What ails you, Lurvy? Can't you see the pig is all right?"

"You asked for water," said Lurvy meekly.

"I didn't ask for a shower bath," said Mr. Zuckerman. The crowd roared with laughter. Finally Mr. Zuckerman had to laugh, too. And of course Avery was tickled to find himself so wet, and he immediately

started to act like a clown. He pretended he was taking a shower bath; he made faces and danced around and rubbed imaginary soap under his armpits. Then he dried himself with an imaginary towel.

"Avery, stop it!" cried his mother. "Stop showing off!"

But the crowd loved it. Avery heard nothing but the applause. He liked being a clown in a ring, with everybody watching, in front of a grandstand. When he discovered there was still a little water left in the bottom of the pail, he raised the pail high in the air and dumped the water on himself and made faces. The children in the grandstand screamed with appreciation.

At last things calmed down. Wilbur was loaded into the truck. Avery was led from the ring by his mother and placed on the seat of the truck to dry off. The truck, driven by Mr. Arable, crawled slowly back to the pigpen. Avery's wet trousers made a big wet spot on the seat.

Chapter XXI

Last Day

CHARLOTTE and Wilbur were alone. The families had gone to look for Fern. Templeton was asleep. Wilbur lay resting after the excitement and strain of the ceremony. His medal still hung from his neck; by looking out of the corner of his eye he could see it.

"Charlotte," said Wilbur after a while, "why are you so quiet?"

"I like to sit still," she said. "I've always been rather quiet."

"Yes, but you seem specially so today. Do you feel all right?"

"A little tired, perhaps. But I feel peaceful. Your success in the ring this morning was, to a small degree, *my* success. Your future is assured. You will live, secure and safe, Wilbur. Nothing can harm you now. These autumn days will shorten and grow cold. The leaves will shake loose from the trees and fall. Christmas will come, then the snows of winter. You will live to enjoy the beauty of the frozen world, for you mean a great

deal to Zuckerman and he will not harm you, ever. Winter will pass, the days will lengthen, the ice will melt in the pasture pond. The song sparrow will return and sing, the frogs will awake, the warm wind will blow again. All these sights and sounds and smells will be yours to enjoy, Wilbur—this lovely world, these precious days . . .”

Charlotte stopped. A moment later a tear came to Wilbur's eye. “Oh, Charlotte,” he said. “To think that when I first met you I thought you were cruel and bloodthirsty!”

When he recovered from his emotion, he spoke again.

“Why did you do all this for me?” he asked. “I don't deserve it. I've never done anything for you.”

“You have been my friend,” replied Charlotte. “That in itself is a tremendous thing. I wove my webs for you because I liked you. After all, what's a life, anyway? We're born, we live a little while, we die. A spider's life can't help being something of a mess, with all this trapping and eating flies. By helping you, perhaps I was trying to lift up my life a trifle. Heaven knows anyone's life can stand a little of that.”

“Well,” said Wilbur. “I'm no good at making speeches. I haven't got your gift for words. But you have saved me, Charlotte, and I would gladly give my life for you—I really would.”

"I'm sure you would. And I thank you for your generous sentiments."

"Charlotte," said Wilbur. "We're all going home today. The Fair is almost over. Won't it be wonderful to be back home in the barn cellar again with the sheep and the geese? Aren't you anxious to get home?"

For a moment Charlotte said nothing. Then she spoke in a voice so low Wilbur could hardly hear the words.

"I will not be going back to the barn," she said.

Wilbur leapt to his feet. "Not going back?" he cried. "Charlotte, what are you talking about?"

"I'm done for," she replied. "In a day or two I'll be dead. I haven't even strength enough to climb down into the crate. I doubt if I have enough silk in my spinnerets to lower me to the ground."

Hearing this, Wilbur threw himself down in an agony of pain and sorrow. Great sobs racked his body. He heaved and grunted with desolation. "Charlotte," he moaned. "Charlotte! My true friend!"

"Come now, let's not make a scene," said the spider. "Be quiet, Wilbur. Stop thrashing about!"

"But I can't *stand* it," shouted Wilbur. "I won't leave you here alone to die. If you're going to stay here I shall stay, too."

"Don't be ridiculous," said Charlotte. "You can't stay here. Zuckerman and Lurvy and John Arable and

the others will be back any minute now, and they'll shove you into that crate and away you'll go. Besides, it wouldn't make any sense for you to stay. There would be no one to feed you. The Fair Grounds will soon be empty and deserted."

Wilbur was in a panic. He raced round and round the pen. Suddenly he had an idea—he thought of the egg sac and the five hundred and fourteen little spiders that would hatch in the spring. If Charlotte herself was unable to go home to the barn, at least he must take her children along.

Wilbur rushed to the front of his pen. He put his front feet up on the top board and gazed around. In the distance he saw the Arables and the Zuckermans approaching. He knew he would have to act quickly.

"Where's Templeton?" he demanded.

"He's in that corner, under the straw, asleep," said Charlotte.

Wilbur rushed over, pushed his strong snout under the rat, and tossed him into the air.

"Templeton!" screamed Wilbur. "Pay attention!"

The rat, surprised out of a sound sleep, looked first dazed then disgusted.

"What kind of monkeyshine is this?" he growled. "Can't a rat catch a wink of sleep without being rudely popped into the air?"

"Listen to me!" cried Wilbur. "Charlotte is very ill.

She has only a short time to live. She cannot accompany us home, because of her condition. Therefore, it is absolutely necessary that I take her egg sac with me. I can't reach it, and I can't climb. You are the only one that can get it. There's not a second to be lost. The people are coming—they'll be here in no time. Please, please, *please*, Templeton, climb up and get the egg sac."

The rat yawned. He straightened his whiskers. Then he looked up at the egg sac.

"So!" he said, in disgust. "So it's old Templeton to the rescue again, is it? Templeton do this, Templeton do that, Templeton please run down to the dump and get me a magazine clipping, Templeton please lend me a piece of string so I can spin a web."

"Oh, hurry!" said Wilbur. "Hurry up, Templeton!"

But the rat was in no hurry. He began imitating Wilbur's voice.

"So it's 'Hurry up, Templeton,' is it?" he said. "Ho, ho. And what thanks do I ever get for these services, I would like to know? Never a kind word for old Templeton, only abuse and wisecracks and side remarks. Never a kind word for a rat."

"Templeton," said Wilbur in desperation, "if you don't stop talking and get busy, all will be lost, and I will die of a broken heart. Please climb up!"

Templeton lay back in the straw. Lazily he placed

his forepaws behind his head and crossed his knees, in an attitude of complete relaxation.

"Die of a broken heart," he mimicked. "How touching! My, my! I notice that it's always me you come to when in trouble. But I've never heard of anyone's heart breaking on *my* account. Oh, no. Who cares anything about old Templeton?"

"Get up!" screamed Wilbur. "Stop acting like a spoiled child!"

Templeton grinned and lay still. "Who made trip after trip to the dump?" he asked. "Why, it was old Templeton! Who saved Charlotte's life by scaring that Arable boy away with a rotten goose egg? Bless my soul, I believe it was old Templeton. Who bit your tail and got you back on your feet this morning after you had fainted in front of the crowd? Old Templeton. Has it ever occurred to you that I'm sick of running errands and doing favors? What do you think I am, anyway, a rat-of-all-work?"

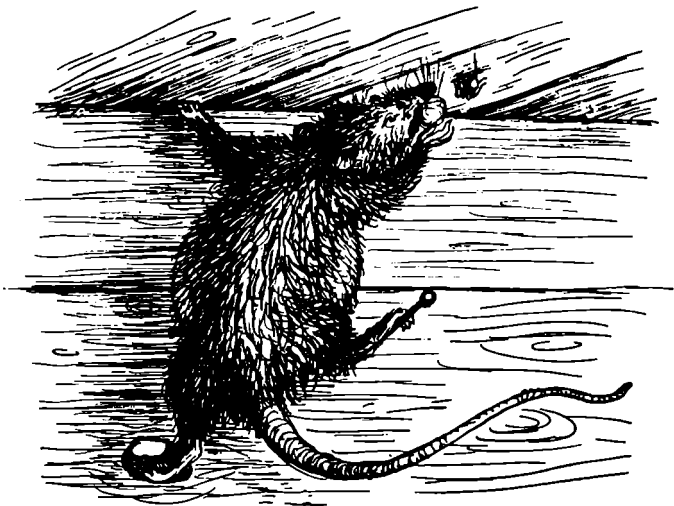
Wilbur was desperate. The people were coming. And the rat was failing him. Suddenly he remembered Templeton's fondness for food.

"Templeton," he said, "I will make you a solemn promise. Get Charlotte's egg sac for me, and from now on I will let you eat first, when Lurvy slops me. I will let you have your choice of everything in the trough and I won't touch a thing until you're through."

The rat sat up. "You mean that?" he said.

"I promise. I cross my heart."

"All right, it's a deal," said the rat. He walked to the wall and started to climb. His stomach was still swollen from last night's gorge. Groaning and com-



plaining, he pulled himself slowly to the ceiling. He crept along till he reached the egg sac. Charlotte moved aside for him. She was dying, but she still had strength enough to move a little. Then Templeton bared his long ugly teeth and began snipping the threads that fastened the sac to the ceiling. Wilbur watched from below.

"Use extreme care!" he said. "I don't want a single one of those eggs harmed."

"Thith thruff thticks in my mouth," complained the rat. "It'th worth than caramel candy."

But Templeton worked away at the job, and managed to cut the sac adrift and carry it to the ground, where he dropped it in front of Wilbur. Wilbur heaved a great sigh of relief.

"Thank you, Templeton," he said. "I will never forget this as long as I live."

"Neither will I," said the rat, picking his teeth. "I feel as though I'd eaten a spool of thread. Well, home we go!"

Templeton crept into the crate and buried himself in the straw. He got out of sight just in time. Lurvy and John Arable and Mr. Zuckerman came along at that moment, followed by Mrs. Arable and Mrs. Zuckerman and Avery and Fern. Wilbur had already decided how he would carry the egg sac—there was only one way possible. He carefully took the little bundle in his mouth and held it there on top of his tongue. He remembered what Charlotte had told him—that the sac was waterproof and strong. It felt funny on his tongue and made him drool a bit. And of course he couldn't say anything. But as he was being shoved into the crate, he looked up at Charlotte and gave her a

wink. She knew he was saying good-bye in the only way he could. And she knew her children were safe.

"Good-bye!" she whispered. Then she summoned all her strength and waved one of her front legs at him.

She never moved again. Next day, as the Ferris wheel was being taken apart and the race horses were being loaded into vans and the entertainers were packing up their belongings and driving away in their trailers, Charlotte died. The Fair Grounds were soon deserted. The sheds and buildings were empty and forlorn. The infield was littered with bottles and trash. Nobody, of the hundreds of people that had visited the Fair, knew that a grey spider had played the most important part of all. No one was with her when she died.

Chapter XXII

A Warm Wind

AND SO Wilbur came home to his beloved manure pile in the barn cellar. His was a strange homecoming. Around his neck he wore a medal of honor; in his mouth he held a sac of spider's eggs. There is no place like home, Wilbur thought, as he placed Charlotte's five hundred and fourteen unborn children carefully in a safe corner. The barn smelled good. His friends the sheep and the geese were glad to see him back.

The geese gave him a noisy welcome.

"Congratu-congratu-congratulations!" they cried. "Nice work."

Mr. Zuckerman took the medal from Wilbur's neck and hung it on a nail over the pigpen, where visitors could examine it. Wilbur himself could look at it whenever he wanted to.

In the days that followed, he was very happy. He grew to a great size. He no longer worried about being killed, for he knew that Mr. Zuckerman would keep him as long as he lived. Wilbur often thought of Char-

lotte. A few strands of her old web still hung in the doorway. Every day Wilbur would stand and look at the torn, empty web, and a lump would come to his throat. No one had ever had such a friend—so affectionate, so loyal, and so skillful.

The autumn days grew shorter, Lurvy brought the squashes and pumpkins in from the garden and piled them on the barn floor, where they wouldn't get nipped on frosty nights. The maples and birches turned bright colors and the wind shook them and they dropped their leaves one by one to the ground. Under the wild apple trees in the pasture, the red little apples lay thick on the ground, and the sheep gnawed them and the geese gnawed them and foxes came in the night and sniffed them. One evening, just before Christmas, snow began falling. It covered house and barn and fields and woods. Wilbur had never seen snow before. When morning came he went out and plowed the drifts in his yard, for the fun of it. Fern and Avery arrived, dragging a sled. They coasted down the lane and out onto the frozen pond in the pasture.

"Coasting is the most fun there is," said Avery.

"The most fun there is," retorted Fern, "is when the Ferris wheel stops and Henry and I are in the top car and Henry makes the car swing and we can see everything for miles and miles and miles."

"Goodness, are you still thinking about that ol' Fer-

ris wheel?" said Avery in disgust. "The Fair was weeks and weeks ago."

"I think about it all the time," said Fern, picking snow from her ear.

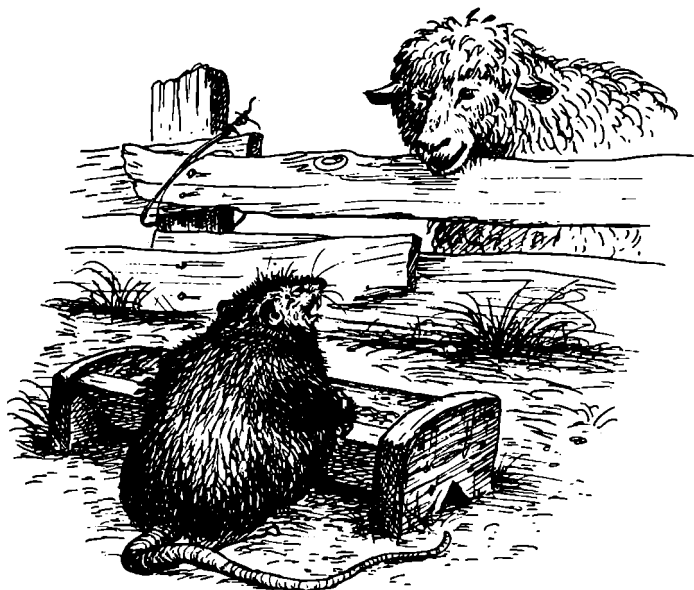
After Christmas the thermometer dropped to ten below zero. Cold settled on the world. The pasture was bleak and frozen. The cows stayed in the barn all the time now, except on sunny mornings when they went out and stood in the barnyard in the lee of the straw pile. The sheep stayed near the barn, too, for protection. When they were thirsty they ate snow. The geese hung around the barnyard the way boys hang around a drug store, and Mr. Zuckerman fed them corn and turnips to keep them cheerful.

"Many, many, many thanks!" they always said, when they saw food coming.

Templeton moved indoors when winter came. His ratty home under the pig trough was too chilly, so he fixed himself a cozy nest in the barn behind the grain bins. He lined it with bits of dirty newspapers and rags, and whenever he found a trinket or a keepsake he carried it home and stored it there. He continued to visit Wilbur three times a day, exactly at mealtime, and Wilbur kept the promise he had made. Wilbur let the rat eat first. Then, when Templeton couldn't hold another mouthful, Wilbur would eat. As a result of overeating, Templeton grew bigger and fatter than

any rat you ever saw. He was gigantic. He was as big as a young woodchuck.

The old sheep spoke to him about his size one day. "You would live longer," said the old sheep, "if you ate less."



"Who wants to live forever?" sneered the rat. "I am naturally a heavy eater and I get untold satisfaction from the pleasures of the feast." He patted his stomach, grinned at the sheep, and crept upstairs to lie down.

All winter Wilbur watched over Charlotte's egg sac as though he were guarding his own children. He had

scooped out a special place in the manure for the sac, next to the board fence. On very cold nights he lay so that his breath would warm it. For Wilbur, nothing in life was so important as this small round object—nothing else mattered. Patiently he awaited the end of winter and the coming of the little spiders. Life is always a rich and steady time when you are waiting for something to happen or to hatch. The winter ended at last.

"I heard the frogs today," said the old sheep one evening. "Listen! You can hear them now."

Wilbur stood still and cocked his ears. From the pond, in shrill chorus, came the voices of hundreds of little frogs.

"Springtime," said the old sheep, thoughtfully. "Another spring." As she walked away, Wilbur saw a new lamb following her. It was only a few hours old.

The snows melted and ran away. The streams and ditches bubbled and chattered with rushing water. A sparrow with a streaky breast arrived and sang. The light strengthened, the mornings came sooner. Almost every morning there was another new lamb in the sheepfold. The goose was sitting on nine eggs. The sky seemed wider and a warm wind blew. The last remaining strands of Charlotte's old web floated away and vanished.

One fine sunny morning, after breakfast, Wilbur

stood watching his precious sac. He wasn't thinking of anything much. As he stood there, he noticed something move. He stepped closer and stared. A tiny spider crawled from the sac. It was no bigger than a grain of sand, no bigger than the head of a pin. Its body was grey with a black stripe underneath. Its legs were grey and tan. It looked just like Charlotte.

Wilbur trembled all over when he saw it. The little spider waved at him. Then Wilbur looked more closely. Two more little spiders crawled out and waved. They climbed round and round on the sac, exploring their new world. Then three more little spiders. Then eight. Then ten. Charlotte's children were here at last.

Wilbur's heart pounded. He began to squeal. Then he raced in circles, kicking manure into the air. Then he turned a back flip. Then he planted his front feet and came to a stop in front of Charlotte's children.

"Hello, there!" he said.

The first spider said hello, but its voice was so small Wilbur couldn't hear it.

"I am an old friend of your mother's," said Wilbur. "I'm glad to see you. Are you all right? Is everything all right?"

The little spiders waved their forelegs at him. Wilbur could see by the way they acted that they were glad to see him.

"Is there anything I can get you? Is there anything you need?"

The young spiders just waved. For several days and several nights they crawled here and there, up and down, around and about, waving at Wilbur, trailing tiny draglines behind them, and exploring their home. There were dozens and dozens of them. Wilbur couldn't count them, but he knew that he had a great many new friends. They grew quite rapidly. Soon each was as big as a BB shot. They made tiny webs near the sac.

Then came a quiet morning when Mr. Zuckerman opened a door on the north side. A warm draft of rising air blew softly through the barn cellar. The air smelled of the damp earth, of the spruce woods, of the sweet springtime. The baby spiders felt the warm updraft. One spider climbed to the top of the fence. Then it did something that came as a great surprise to Wilbur. The spider stood on its head, pointed its spinnerets in the air, and let loose a cloud of fine silk. The silk formed a balloon. As Wilbur watched, the spider let go of the fence and rose into the air.

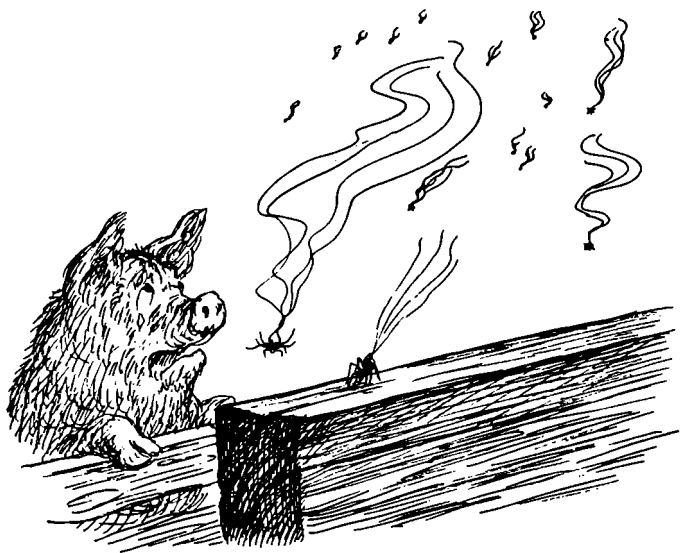
"Good-bye!" it said, as it sailed through the doorway.

"Wait a minute!" screamed Wilbur. "Where do you think you're going?"

But the spider was already out of sight. Then another

baby spider crawled to the top of the fence, stood on its head, made a balloon, and sailed away. Then another spider. Then another. The air was soon filled with tiny balloons, each balloon carrying a spider.

Wilbur was frantic. Charlotte's babies were disappearing at a great rate.



"Come back, children!" he cried.

"Good-bye!" they called. "Good-bye, good-bye!"

At last one little spider took time enough to stop and talk to Wilbur before making its balloon.

"We're leaving here on the warm updraft. This is our moment for setting forth. We are aeronauts and we

are going out into the world to make webs for ourselves."

"But *where*?" asked Wilbur.

"Wherever the wind takes us. High, low. Near, far. East, west. North, south. We take to the breeze, we go as we please."

"Are *all* of you going?" asked Wilbur. "You can't *all* go. I would be left alone, with no friends. Your mother wouldn't want that to happen, I'm sure."

The air was now so full of balloonists that the barn cellar looked almost as though a mist had gathered. Balloons by the dozen were rising, circling, and drifting away through the door, sailing off on the gentle wind. Cries of "Good-bye, good-bye, good-bye!" came weakly to Wilbur's ears. He couldn't bear to watch any more. In sorrow he sank to the ground and closed his eyes. This seemed like the end of the world, to be deserted by Charlotte's children. Wilbur cried himself to sleep.

When he woke it was late afternoon. He looked at the egg sac. It was empty. He looked into the air. The balloonists were gone. Then he walked drearily to the doorway, where Charlotte's web used to be. He was standing there, thinking of her, when he heard a small voice.

"Salutations!" it said. "I'm up here."

"So am I," said another tiny voice.

"So am I," said a third voice. "Three of us are staying. We like this place, and we like *you*."

Wilbur looked up. At the top of the doorway three small webs were being constructed. On each web, working busily was one of Charlotte's daughters.



"Can I take this to mean," asked Wilbur, "that you have definitely decided to live here in the barn cellar, and that I am going to have *three* friends?"

"You can indeed," said the spiders.

"What are your names, please?" asked Wilbur, trembling with joy.

"I'll tell you my name," replied the first little spider, "if you'll tell me why you are trembling."

"I'm trembling with joy," said Wilbur.

"Then my name is Joy," said the first spider.

"What was my mother's middle initial?" asked the second spider.

"A," said Wilbur.

"Then my name is Aranea," said the spider.

"How about me?" asked the third spider. "Will you just pick out a nice sensible name for me—something not too long, not too fancy, and not too dumb?"

Wilbur thought hard.

"Nellie?" he suggested.

"Fine, I like that very much," said the third spider. "You may call me Nellie." She daintily fastened her orb line to the next spoke of the web.

Wilbur's heart brimmed with happiness. He felt that he should make a short speech on this very important occasion.

"Joy! Aranea! Nellie!" he began. "Welcome to the barn cellar. You have chosen a hallowed doorway from which to string your webs. I think it is only fair to tell you that I was devoted to your mother. I owe my very life to her. She was brilliant, beautiful, and loyal to the end. I shall always treasure her memory. To you, her daughters, I pledge my friendship, forever and ever."

"I pledge mine," said Joy.

"I do, too," said Aranea.

"And so do I," said Nellie, who had just managed to catch a small gnat.

It was a happy day for Wilbur. And many more happy, tranquil days followed.

As time went on, and the months and years came and went, he was never without friends. Fern did not come regularly to the barn any more. She was growing up, and was careful to avoid childish things, like sitting on a milk stool near a pigpen. But Charlotte's children and grandchildren and great grandchildren, year after year, lived in the doorway. Each spring there were new little spiders hatching out to take the place of the old. Most of them sailed away, on their balloons. But always two or three stayed and set up housekeeping in the doorway.

Mr. Zuckerman took fine care of Wilbur all the rest of his days, and the pig was often visited by friends and admirers, for nobody ever forgot the year of his triumph and the miracle of the web. Life in the barn was very good—night and day, winter and summer, spring and fall, dull days and bright days. It was the best place to be, thought Wilbur, this warm delicious cellar, with the garrulous geese, the changing seasons, the heat of the sun, the passage of swallows, the nearness of rats, the sameness of sheep, the love of spiders, the smell of manure, and the glory of everything.

Wilbur never forgot Charlotte. Although he loved her children and grandchildren dearly, none of the new spiders ever quite took her place in his heart. She was in a class by herself. It is not often that someone comes along who is a true friend and a good writer. Charlotte was both.

THE END

One of America's best-loved children's books

Charlotte's Web

This is the story of a little girl named Fern who loved a little pig named Wilbur—and of Wilbur's dear friend Charlotte A. Cavatica, a beautiful large grey spider who lived with Wilbur in the barn. With the help of Templeton, the rat who never did anything for anybody unless there was something in it for him, and by a wonderfully clever plan of her own, Charlotte saved the life of Wilbur, who by this time had grown up to be quite a pig.

E. B. White was born in Mount Vernon, New York, and was graduated from Cornell University. His writings have appeared for many years in *The New Yorker* magazine.

He was awarded the 1970 Laura Ingalls Wilder Medal for his children's books *STUART LITTLE* and *CHARLOTTE'S WEB*, and his third book for children, *THE TRUMPET OF THE SWAN*, has also won several awards. The author of seventeen books of prose and poetry, Mr. White has received many distinguished literary honors. In 1973 he was elected to the American Academy of Arts and Letters.



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