

**AFGHANISTAN:  
10 YEARS AGO**

The Assault and Capture of Fallujah, Iraq

# 3/5 “Darkhorse” Clears City



Marines from 3/5 observe the fighting from one of the many buildings they cleared in the northwest area of Fallujah. Darkhorse alone cleared hundreds of buildings within its sector.

By Dick Camp

## Part II, Conclusion

In Part I, allied forces begin operations to clear Fallujah, Iraq, of die-hard insurgents. On 10 Nov. 2004, the 229th Birthday of the United States Marine Corps, the First Marine Division's two regimental combat teams (RCTs), 1st and 7th, were deep into the fight to liberate the city.

### D+3 (10 Nov.)

#### **The 229th Birthday of the Corps Concurrent Combat Operations in the City**

RCT-1: The 3d Battalion, First Marine Regiment (3/1) advanced to seize regimental objective D, while the U.S. Army's 2nd Bn, 7th Cavalry Regiment (2-7 Cav) reached Phase Line Fran and

continued the attack west toward the Euphrates bridges. RCT-7 continued to attack south of Phase Line Fran with two battalions (1/8 and 2-2 Infantry), while one battalion (1/3) assisted the Iraqis in clearing the northern part of the city.

### Theolan

"Darkhorse," the nickname for 3/5, continued to search for weapons and explosives caches in Fallujah. It was a day of heavy combat. "There were numerous pockets of insurgents holed up in the buildings," remembered Colonel Todd S. Desgrosseilliers, then a major and the battalion executive officer. Company K began crossing an open area near a mosque when they were fired upon by snipers barricaded in two buildings.

As a squad moved against one of the buildings, three Marines were wounded. Maj Marshall R. Bourgeois, battalion operations

officer (S-3), assisted in evacuating the wounded. "I'm a paramedic, so if anybody's hurt, I go to help them," he said. The remaining members of the squad rushed the building and killed the four insurgents inside.

Another squad moved against a two-story house that was surrounded by a brick-enclosed courtyard. As the team rushed inside, the first Marine was killed by a burst of machine-gun fire, and three others were wounded.

According to his Navy Cross citation, "Private First Class [Christopher] Adlesperger immediately attacked the enemy with rifle fire. While doing so, he suffered a fragmentation wound from enemy grenades. ... [He] single-handedly cleared stairs and a roof top to move the injured to ... where they could receive medical attention. On his own initiative ... he established a series of firing positions and attacked the enemy. ... Disregarding his own wounds and physical exhaustion, [he] ... demanded to take the point for a final assault ... [and] was the first Marine to re-enter the courtyard where he eliminated a remaining insurgent at close range." (Newly promoted Lance Corporal Adlesperger was later killed in action on 9 Dec. while leading his men on another clearing operation.)

Sergeant Jeffrey L. Kirk led two assaults into the building in a rescue attempt. His Silver Star citation notes that in one of the attempts, Kirk, "although wounded as he approached the position ... continued to attack by throwing a grenade into the room and then eliminating the enemy machine gunner with a rifle." He regrouped his men, and after "refusing medical attention, he remained as the point man and led the Marines in for a third assault on the enemy position. He quickly overwhelmed and destroyed the remaining insurgents." (Sgt Kirk returned to duty after recovering from his wound, but, like LCpl Adlesperger, was killed in action the following month while once again leading his men in combat.)

As Darkhorse continued to sweep the area, evidence of torture was discovered. Bourgeois saw "dead bodies all over the place ... that were shot in the face and/or shot in the back of the head." In one normal-looking house, they "opened up one door, and there were three cells. There was one freshly killed individual in the first cell, bullet wound to the face. In another cell there were actually two living individuals who were extremely emaciated. They were malnourished to the point where it affected their mental state. In the farthest cell, which we didn't unlock, there was another person who was apparently shot, because he was lying face down."

#### D+4 to D+6 (11-13 Nov.)

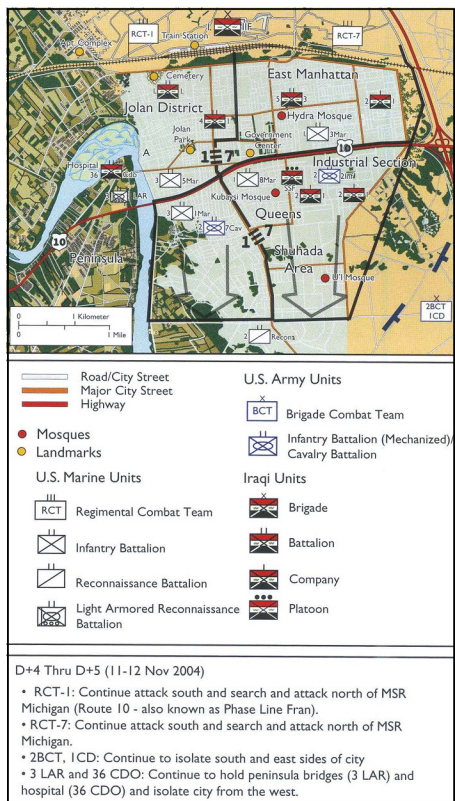
##### **Concurrent Combat Operations in the City**

*RCT-1: 3/1 continued to attack to clear the enemy in zone, north to south from Phase Line Elizabeth to Phase Line Fran. The 2-7 Cav commenced an attack to the southern edge of the city. RCT-7 consolidated, eliminated enemy pockets of resistance and established control and security of the city.*

Darkhorse continued to clear buildings in its zone. Desgross-selliers said, "We started fighting at 0800 and then stopped fighting at 1600 or 1700 and bedded down for the evening. At 1920, we had a commanders' meeting at the COC [combat



One of the more than 500 airstrikes conducted during Operation Phantom Fury is called in on a suspected insurgent hideout by Marines from "Kilo" Co, 3/5.





operations center]. The meeting included the operations officer, the colonel and myself. We did a half hour around the horn to coordinate our efforts two or three days out. We also cleaned up our geometry of fires to keep from hitting other units in close proximity.”

The insurgents quickly learned that the superior American night-vision equipment made nighttime movement extremely dangerous. In addition, an AC-130 gunship was overhead with thermal imagery capabilities. “The AC-130, call sign ‘Basher,’ could see any movement and could engage it within a matter of minutes,” Desgrosseilliers explained. “The insurgents were terrified because of that airplane.” Basher’s orbit height made it

the courtyard just blown all to heck.”

As Darkhorse fought through the city, the importance of tanks was brought home time after time. “Tanks were our friend. ... We used them to drive through walls and used their main guns as sniper rifles,” Desgrosseilliers said. “We also used SMAWs [shoulder-launched multipurpose assault weapons] to shoot through the walls. We’re gonna get in through our own hole ... or we’re gonna blow the hinges off ... or we’re gonna gain access to the building in our own way. It’s going to be dynamic, so we can put ‘em down!”

Bourgeois said, “We prepped with artillery, mortars, .50-caliber, tank main guns, everything we had in our arsenal ... to keep the insurgents from surprising us as we made entry into the houses.”

#### Task Force Bruno: Mop Up

By midmorning on 12 Dec., Task Force Bruno already had cleared several buildings in the Askari neighborhood and uncovered large amounts of weapons and unexploded ordnance. One of Desgrosseilliers’ search teams entered a two-story house when several insurgents opened fire, mortally wounding several, including Sgt Kirk. At the sound of the firing, Desgrosseilliers grabbed several men and ran over to the house.

“I wanted to protect my Marines and kill the enemy,” he said. As he prepared to lead them inside, an insurgent’s hand grenade landed at his feet. “With complete disregard for his own safety,” the Silver Star citation noted, “Major Desgrosseilliers shielded them from the explosion with his own body.” Desgrosseilliers briefly was knocked unconscious from the blast. “I shook it off while regrouping to go back,” he said.

One of the Marines on the scene said that the major “grabbed ‘em up and led ‘em inside.” Desgrosseilliers said, “I heard a

lot of chanting. It sounded like 15 to 20 people up there chanting in unison. They started throwing hand grenades down on top of us, and that’s where I got wounded the first time.”

As Desgrosseilliers rallied his men, Corporal Jason S. Clairday “jumped a four foot gap three stories up onto the roof of the enemy stronghold,” as noted in his Navy Cross citation, “[and] after throwing several fragmentation grenades ... fiercely led the attack into the house.”

He was wounded in both legs, but managed to pull himself out of the kill zone. “Without regard for his own wounds, he rejoined the squad ... and entered the house a second time. Once inside, he took control of the stack and repositioned himself in the front while suppressing the enemy using fragmentation grenades and his rifle.” As he led his men into a room, he was mortally wounded. In the meantime, Desgrosseilliers ignored his own wounds “and directed grenade, heavy machine gun and tank fire to destroy the 15 insurgents in the house.”

#### D+39 (23 Dec.)

On 23 Dec., a search team from First Lieutenant Alfred L. Butler’s 81 mm mortar platoon came under fire and was trapped inside a four-story building in the city’s northeast. Three Marines were mortally wounded and another immobilized with a wound. Sgt Jarrett A. Kraft and Cpl Jeremiah W. Workman were close by.

“I was across the street,” Workman said, “on the second story



LCPL DANIEL J. KLEIN

An AAV patrols the streets of Fallujah in November 2004, providing assistance as needed in eliminating enemy pockets of resistance and establishing control and security of the city.

fairly simple to pinpoint locations. “We just told him [Basher], ‘Hey, here’s where we are. Here’s where our positions are ... where we’re gonna have LPs [listening posts] and security.’ We’re relying on Basher for positive identification [PID] and engage anything that’s moving around the area.”

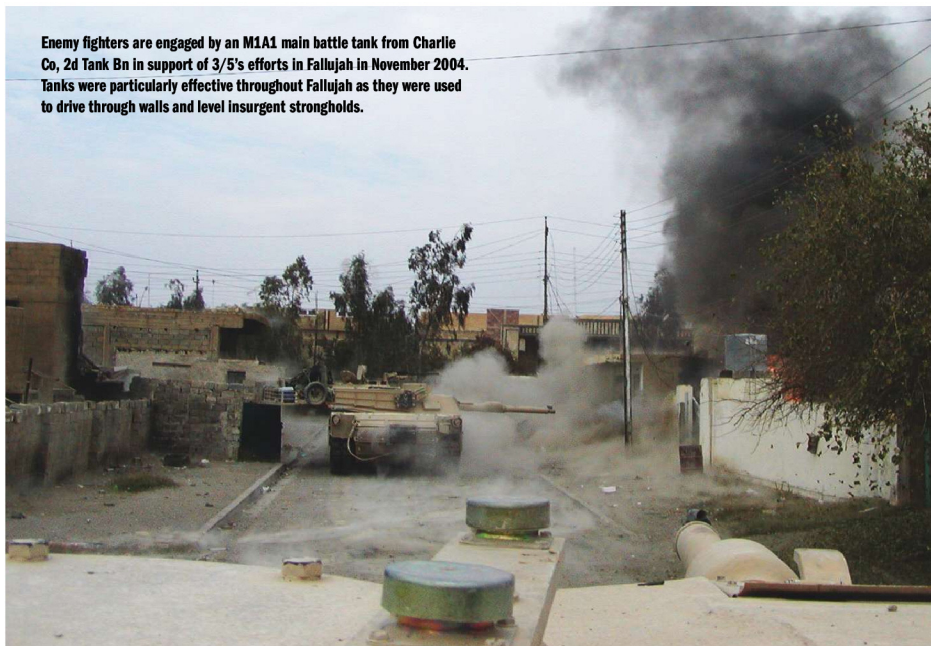
#### D+7 to D+24 (14 Nov. - 8 Dec.)

##### Concurrent Combat Operations in the City

*RCT-1: 2-7 Cav provides eastern flank security until released back to the 1st Cav Div. 3/1 continues to systematically clear its entire sector, entering every single structure. RCT-7 mopped up isolated pockets of insurgents and began reconstruction and relief efforts.*

Darkhorse continued to work its way through hundreds of buildings in its zone. Enemy contact continued to decrease, but it still was dangerous. Maj Bourgeois recalled, “The troops are worn down by a lack of sleep and the physical and mental demand of clearing buildings where insurgents might be lurking. Fallujah was in ruins. The city was a walking, festering sore ... rubble, trash and dead bodies everywhere. It was just disgusting.” It was a common sight to see bodies in the streets, houses and courtyards. “I got up one morning,” he remembered, “[and] brushed my teeth on top of the roof, looking at the sunrise. I went to spit over the side, and I saw Iraqi bodies just lying in

Enemy fighters are engaged by an M1A1 main battle tank from Charlie Co, 2d Tank Bn in support of 3/5's efforts in Fallujah in November 2004. Tanks were particularly effective throughout Fallujah as they were used to drive through walls and level insurgent strongholds.



COURTESY OF LTCOL ROBERT J. BOODISCH

of another house when I heard the automatic fire. I grabbed my guys and ran across the street to link up with Sergeant Kraft." The two noncommissioned officers ran inside the house. "The stairway went up, with a small landing halfway up, then the opposite direction to the top. At the top, there was another small alcove connecting three bedrooms, with a rooftop patio straight ahead," Workman said.

They found six Marines pinned down against the wall on the second floor. "There was heavy machine-gun fire coming through the door and grenades flying both ways," Kraft recalled.

"Then a grenade went off. ... When it exploded, it killed one of my Marines and threw me backwards down a staircase." Kraft also was wounded in the right leg, ankle and torso.

Workman and several Marines assaulted up the stairs. Workman said, "Somehow I managed to be the number-one man going up the stairs each time, with Lieutenant [Sam] Rosales behind me and Kraft behind him." On the count of three, he ran up the stairs. "I was thinking the whole time, this isn't going to last that long." He got halfway up and discovered that he was alone. Faced with overwhelming enemy fire, he, "Superman-like dove back down [the stairs]." The men regrouped and went back up.

Workman's Navy Cross citation noted that he "again exposed himself to enemy fire while providing cover fire for the team when an enemy grenade exploded directly in front of him, causing shrapnel wounds to his arms and legs." He slumped against a wall, weak from loss of blood. "I just seemed to be tired," he said. "The next thing I knew, the battalion executive officer [Desgrosseilliers] was dragging me down the stairs, firing his pistol over my head."

Sgt Kraft, according to his Navy Cross citation, "with complete disregard for his own life ... placed himself between



LCPL JAMES J. VOORIS

India Co, 3/5 Marines gather to plan their next move on 10 Dec. 2004. Large amounts of weapons and unexploded ordnance were uncovered during this mopping-up phase.





COURTESY OF LTOL ROBERT J. BODSCH

Tanks were used in a variety of ways throughout Operation Phantom Fury to include the use of their main guns as sniper rifles. First Lt A. C. Smithley, Executive Officer, Co C, 2d Tank Bn, pictured in the tank, forces the surrender of insurgents. He was awarded a Bronze Star with combat "V" for his actions in Fallujah.

intense enemy fire and the men during each attack [by] providing suppressive fire ... despite being wounded himself."

Finally a section of tanks reached the embattled Marines. Desgrossesilliers limped into the street behind one of the tanks and directed its fire against the house. The tank leveled the house, killing all the insurgents inside. A search of the rubble uncovered more enemy bodies, including several terrorist leaders.

### Hearts and Minds

Even before the fighting stopped, the Marines of Darkhorse were deeply involved in establishing humanitarian assistance and processing sites. Essential services had to be restored, rubble cleared, power restored, food distribution points established, stagnant water pumped out and explosives removed. Many things had to be accomplished before the citizens returned. Lieutenant Colonel Patrick J. Malay, the commanding officer of 3/5, noted ironically, "We're fixing the merry-go-round so the kids can ride while their parents are standing in line for relief payments. Some of them are going to find their houses gone, along with the explosives in them."

### Epilogue

Overall casualties for the operation totaled 70 Marines killed in action and 651 wounded (391 returned to duty) with another three non-battle deaths and five deaths from wounds. Darkhorse lost eight Marines killed in action and 56 wounded in action, of whom 39 returned to duty. It is estimated that more than 1,200 insurgents were killed in the city.

Much to the regret and anger of the veterans who fought in

Fallujah, recent news reports indicate that al-Qaida militants have taken over the city from the Shiite-dominated government. A local journalist reported, "At the moment, there is no presence of the Iraqi state in Fallujah. The police and the army have abandoned the city, al-Qaida had taken down all the Iraqi flags and burned them, and it has raised its own flag on all the buildings."

Former Sgt Adam Banotai told *The New York Times*, "I don't think anyone had grand illusions that Fallujah ... was going to turn into Disneyland, but none of us thought it was going to fall back to a jihadist insurgency. It made me sick to my stomach to have that thrown in our face, everything we fought for so blatantly taken away."

*Author's bio: Dick Camp, a retired Marine colonel, is the former director of operations for the National Museum of the Marine Corps, former deputy director and director (acting) of the Marine Corps History Division and a prolific author. His latest e-book, "The Killing Ground: A Novel of Marines in the Vietnam War," is available online at Amazon.com, and he has two new nonfiction books, "Shadow Warriors" and "Assault From the Sky," available from The MARINE Shop. He is a frequent contributor to Leatherneck.*



### Leatherneck—On the Web

To see more photos and video of Operation Phantom Fury, go to [www.mca-marines.org/leatherneck/fallujah](http://www.mca-marines.org/leatherneck/fallujah)