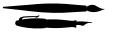


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"Once upon a time . . ."

Prince Telmund of Rosenmark loved stories of all kinds, but he had a special fondness for stories that began, so full of promise, with those words.

When a story began "Once upon a time," a prince who was the youngest—as Telmund was—could end up having wonderful adventures against fire-breathing dragons, spell-casting witches, even hungry ogres. No catastrophe was too great: Eventually everyone would appreciate him. Strangers would cheer for him in the streets. His parents would realize they had underestimated him. Those older brothers, whom everyone had been counting on, would acknowledge him. (Most stories included two thoroughly disagreeable older brothers, but in Telmund's case, there were three adult brothers, which made them more disinterested than disagreeable. But surely the same rules would apply.) And a distant kingdom's beautiful princess would swoon for love of him—either a princess who needed rescuing from something or one whose father had set a seemingly impossible test to win her hand.

No matter if that youngest prince was a bit puny, even for his age, or that he appeared to have no special talent, or that no one took him seriously. In any story that began "Once upon a time," if there was a youngest prince, you could count on knowing that he would save the day. Telmund was waiting for his story. His once-upon-a-time. His and-then-everyone-acclaimed-the-youngest-prince tale. It was only a matter of time.

And then his mother gave birth to a fifth son.

Suddenly Telmund was not the youngest prince. Nor was he the oldest, who would inherit the kingdom and one day become king. He was just one of the middle sons—perhaps the least special of all his brothers.

Suddenly "Once upon a time" felt impossibly far away.

"Once upon a time . . ."

Princess Amelia of Pastonia hated stories that began with "Once upon a time." She preferred facts to stories, and in any case thought that *particular* sort was the most useless, especially for the only child of a royal couple. Someday—many, many years in the future, she hoped—she would reign over the lands now ruled by her parents. She needed to be ready, to be able to speak and read and write in as many languages as she could possibly learn, so that she could communicate with people of different lands. She needed to be able to do sums as easily as breathing, and to understand history, science, finances, agriculture, and diplomacy. And even—should things ever come to that—warcraft. There was no time for foolishness, or for frittering away her hours caught up in the made-up experiences of made-up people.

She loved her parents, she truly did, but she simply could not understand their fondness for make-believe. "Relax, Amelia," her father would say. "Haven't you ever heard the story about the man who was always so busy that—" "I'm in a rush right now, Father," Amelia would cut him off, even if she wasn't in any special hurry. She simply wished to avoid having to listen to one of his stories.

"You fret too much," her mother would tell her. "Things always end up 'And then they lived happily ever after."

"Not without a lot of work, Mother," Amelia would point out, even though her parents *did* seem to be living a charmed, worryfree life—sort of like the end of a once-upon-a-time story but without having had to go through the middle part with the rampaging giant or the man-eating sea monster or the unwise bargain with a wicked sorcerer.

"Your father has everything under control," her mother would assure her.

Which Amelia should have taken as a warning.

Chapter 1 Ŷ

Surprise!

Telmund

Telmund was supposed to be watching over his younger brother, Wilmar. This was never a task assigned to any of his older, more important brothers. Normally, Telmund didn't mind. But today was Saint Abelard Festival Day, with close-set stalls assembled on the green between the castle and the town—and all Wilmar wanted to do was whatever Telmund told him *not* to do. This included climbing onto things, leaping off things, hiding beneath things, jumping out at people from behind things, and barging through things, unmindful of the clattering of falling-down things behind him.

"Stop!" Telmund ordered, having managed to catch hold of the squirmy six-year-old. "Behave like the son of the king." As soon as he said it, he couldn't believe those words had actually come out of his mouth. People had been telling *him* to behave like the son of the king his whole life. In fact, they still said it to him, even though he was thirteen. Of course when they said it to Telmund, nobody meant *Stop running in a crowd* or *Watch* where you're going or Careful! When they said it to Telmund, they meant Get your nose out of that book or There's more to life than stories and poetry or Stop daydreaming.

Telmund decided the way *not* to sound like one of his parents was to *explain* to his brother *why* his actions were inappropriate.

However, explaining would be difficult, since Wilmar was wriggling so much he was likely to leave his shirt in Telmund's hand. Running through the festival half-naked was something else the son of the king should not do.

"Listen to me!" Telmund demanded. "You knocked that man's vegetables onto the ground. He'll have trouble selling them if they're all bruised and pitted with pebbles."

The vegetable man must have recognized the two princes, for he was picking up the fallen produce without a word of complaint.

"Well, then," Wilmar said, twisting against Telmund's grip, "he can go down to the kitchen to get new ones."

"No, he cannot," Telmund said. "He is not a member of the king's family nor a castle servant. He has to grow the vegetables himself, and harvest them, and carry them to town in his cart, and sell them in order to make money to support himself and his family."

Telmund was not clear on exactly *how* one went about growing and harvesting and carting, but surely it was hard work that shouldn't be added to by the carelessness of his little brother.

Wilmar looked at the pennies in his sweaty hand, coins he had been given by the castle steward in order to buy treats. He had already been back to get more pennies twice, and his mouth was still outlined with mustard, plum pudding, and powdered sugar. Even though he was more energetic than anyone had a right to be, he was not a mean-spirited child. "Will this be enough for the man to support himself and his family?" he asked, offering his handful of pennies for Telmund to see.

"No," Telmund said.

"I can get more." Wilmar resumed his wriggling so abruptly that Telmund almost lost hold of him.

"No," Telmund repeated. "It wouldn't be enough."

"How much does he need?"

"I don't know," Telmund admitted. "But more."

"Does he have more vegetables at home?"

"I don't know."

"How long does it take to grow vegetables?"

"Just tell the man you're sorry and help him pick up what you knocked over," Telmund ordered.

"You don't know much," Wilmar pointed out, but he helped the man, who was almost finished gathering up the spilled vegetables on his own. Once done, Wilmar gave him the pennies, solemnly saying, "To *help* support your family." The greengrocer doffed his hat and bobbed his head in appreciation at the gesture—though Telmund had to suspect that any common boy from town who'd knocked over the produce wouldn't have been let off so easily.

Wilmar took off at a dead run to find the steward and replace his pennies.

"Stop!" Telmund called after him.

Wilmar obeyed as well as the wind might.

Telmund took off after him, catching up more by virtue of the length of his seven-years-older legs rather than any particular speed.

Wilmar zigged just as Telmund zagged, so that all Telmund's hand closed on was the untucked hem of his brother's shirt. Both boys careened into an old woman who was just rounding the corner of a stall.

Wilmar and the old woman went sprawling onto the ground. Telmund was just barely able to keep on his feet by throwing his arms out for balance. Unfortunately, doing so knocked over the stall keeper's display of wooden bowls, which fell off the counter with a clatter.

"Clumsy oaf!" the stall keeper cried but a moment later realized to whom he was speaking. He slapped himself on the forehead and said, "What was I thinking, setting those up too close to the edge? I'm such a clumsy oaf *and* a fool!" He reached down to help the old woman to her feet, something Telmund would have done but couldn't, because Wilmar was in his way. His brother was on his hands and knees, gathering up the spilled bowls, some of which had rolled away from the stall.

"Give the man some money," Wilmar ordered Telmund, "so he can support his family."

Telmund sighed and shook his head. *He* hadn't gotten any pennies from the steward. Besides, unlike the vegetables, the bowls were only dusty, not damaged.

"How about the old woman?" Wilmar asked. "Does she have a family to support? Will you give *her* money?" "No," Telmund said, his patience close to an end. Best to get Wilmar out of the festival crowds and insist that the steward take over watching him. To the stall keeper and the old woman, he added, "We're so sorry," and he grabbed hold of his brother by the ear so he couldn't get away.

"Ow!" Wilmar yelped, even though Telmund wasn't holding that hard. "You're hurting me."

"No, I'm not," Telmund said. "Tell ... everybody ..." He'd just realized his brother had called the old woman an old woman. She *was* old. No doubt she knew she was old. But it still wasn't good manners. "Tell them you're sorry."

But Wilmar only kept repeating, "Ow! Ow! Ow!"

Even though Telmund was barely holding on.

The old woman narrowed her eyes at Telmund. "It seems to me *you* should be the one saying you're sorry."

The stall keeper was trying to get her attention, but maybe she assumed he was just normally given to winks and jerks and throat clearings.

She continued scolding Telmund. "You were the one chasing *him*. Big bully that you are, and twice his age. No wonder the poor, frightened child was fleeing, so that he accidentally ran into me."

"Poor, frightened child," Wilmar echoed solemnly, doing his best to sound and look pitiful. True, he was not mean-spirited, but he *was* willing to accept coddling and spoiling from wherever it came.

Telmund shook his head, but before he could protest that the woman thoroughly misunderstood the situation, she finished, "And then, when you thought no one was looking, you knocked over this man's goods."

"No," Telmund said, "that's not what happened at all."

"I *saw* you," the old woman insisted, demonstrating with her arm in the air how he had swept the bowls off the counter.

"But I didn't mean-"

She was about to call him a liar—he could see it on her face.

Apparently the stall keeper could see it, too. "Your Highness," he said to Telmund, obviously trying to let the old woman know that she was dealing with royalty, not common town children. It wasn't that the royal family of Rosenmark had a reputation for cruelty, but Telmund had found the townspeople treated all of them a bit anxiously in any case. Some kingdoms, after all, were afflicted with the occasional Bloody Duke or Mad Duchess.

"Thank you so much for helping me," the merchant told him. Then, just in case the woman didn't catch his warning, the merchant retreated to the farthest corner of his stall and immersed himself in sorting his bowls by size and type of wood.

"Oh," the old woman said, but not in an impressed tone of voice. In fact, it sounded to Telmund like the exact opposite of an impressed voice. "You're the king's son, are you? That makes you a royal bully. That's the worst kind."

It was time to put an end to this, by showing her that he was really very well mannered. He would start by introducing himself, move to an expression of regret for inconvenience caused, then take his leave. "Madam, I am Prince Telmund," Telmund said, inclining his head respectfully because of her age. This gesture wasn't strictly necessary, as her clothing—ragged and stained as it was—identified the woman as a simple peasant. Still, when it came to manners, too much was better than too little. "And this is Prince Wilmar. We truly apologize for any difficulty we caused you."

"Oh," the old woman said, in a you're-*still*-not-impressing-me tone. "So you're this one's older brother?"

"Yes," Telmund told her, although there were times he'd gladly trade Wilmar in for a rock.

To Wilmar she said, "You poor dear."

Wilmar nodded his head piteously, then once again cried, "Ow!" for the tug on his ear that he himself had caused.

"Youngest brother, are you?" the old woman asked him.

The phrase, directly out of a once-upon-a-time story, made the hairs on Telmund's arms stand up, despite the warmth of the day.

"Yes," Wilmar sniveled.

Telmund let go of his brother's ear. Something about this situation felt . . . wrong. Foreboding, even. "That's enough, now," he said to Wilmar. "Let's go. Stop playing for sympathy."

It was unfair to make judgments based on appearances, but it was hard not to. With her scraggly hair and the large wart growing on the tip of her nose, the old woman really was the spitting image of ... well, a witch.

Pair this with Wilmar, the supposedly put-upon youngest brother...