From her visit as a young poet to the Paris studio of Modigliani to her last writings, Anna Akhmatova has left a record in poetry and prose of her musings on Egypt and its conquerors. “Vse, vse predat’ ogniu...i bashni, i vrata, i khramy,—chudo sveta” she has Alexander the Great avow at Thebes, only to slyly venture, “Ty tol’ko prismotri, chtob pel byl Dom Poety (1961). Sofia Gubaidulina’s ground-breaking 1968 cantata, *Noch’ v Memfise*, setting texts from the ancient Egyptian in translations of Anna Akhmatova and Vera Potapova, gives us a somber variant of that moment.

Obscure, indeed would be the lines, “O quae beatam, Diva, tenes Cyprum et Memphin...Horace, (Odes, III:26)” that Akhmatova placed above the third poem of her “Polnochnye stikhi” (1963), were it not that the Horatian allusion links up to her role as a translator of *Lirika drevnego Egipta* published in 1965, the year of the Saqqara excavations. Compiled by a leading Russian Orientalist, with its head and tailpieces stylized on tomb stele, this selection of thirty-eight poetic texts are taken from inscriptions of the XVth Pharaonic Dynasty. They evidence a genuine lyrical creativity, one that millennia later would be given a respect reserved for the Horatian tropes and genres so congenial to the Russian Silver Age. Entirely appropriate then, was the compiler’s choice of translators: Akhmatova in the years of her Komarovo writings and Vera Potapova, former student of Samuil Marshak, who, like her mentor, translated into Russian poems by William Blake.

Rediscovering this small volume, Sofia Gubaidulina, took from it not even entire poems but stanzas. From these she crafted a narrative urging acquiescence to the coming of the Egyptian night. Texts, some the size of fragments (a deliberate mimesis), are revoiced to a monumentality of tomb-like spaces, slowed-down tempos, intense apostrophes to the Realms of Night and Day. Set as a cantata for mezzo-soprano, male chorus, and orchestra. *Noch’ v Memfise* had its premiere in Zagreb in 1968, followed three years later by a performance in Prague, and finally, one in Moscow, in 1991.

In this paper first considers first the texts selected for the Gubaidulina Cantata, suggesting their consonance with the philosophical perspective of the segment in the “Polbochnye” cycle stikhi cycle of late Akhmatova. Their musical setting is examined next, the composer’s placing of the mezzo-soprano solo; the function of the orchestral interlude; the role of the male chorus, heard either as a taped segment or as a chorus from the rear of the auditorium. The paper looks with particular interest at the composer’s way with the twelve-tone scale to mark the ineluctable destiny of an ancient civilization, one of the means by which the Cantata transmits the existentialist stoicism of its translators and composer. This brings us back to Memphis, for two poems in the anthology express a yearning for ancient Memphis--and yet the composer eschews these works entirely. Why...?

The paper will be presented with musical examples and excerpts, for which the presenter expresses appreciation to G. Schirmer and to Dr. Laurel E. Fay.

References