

Basic tracks recorded at Groove Masters, Santa Monica, CA

Second Engineers: Paul Dieter, Jessie Kanner

Overdub and mixes at The Bunker

Recorded and mixed by David Tickle

Second Engineer: Laurent Tardy

"What's Up" recorded at The Plant, Sausalito

Engineered by Mark Hensley

Second Engineer: Kent Matcke

Mastered by Stephen Marcussen at Precision Mastering, Los Angeles, CA

A&R Direction: Tom Whalley

Project Coordinator: Leslie Gerard-Smith

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you've done for us. An extra special thanks to Wanda Day

Special Thanks To: Brian Rohan, Sal O'Rear, Lucie & Jimmy Faulkner, Foxy Roxie McFarland, Clint Bennett, Dawn Holiday, Shawn Michael Bailey, Nancy Rock Goddess Kravitz, Jason Carner, Steve Coats, Dan Weiner and everyone at M.P.A., Clayton Day, Wendy Bardsley, Andy Moraga, Lonnie Victory, Kirk Nystrom, Al Schultz, Glen Mishel, Lydia Holly, Davy, Jam, and Ash, Danny and the Dragon, Mark Letaloha, Bill Irvin & Ed Wong at Groove Masters, Mark and everyone at The Plant, Steve Ferris, Frankie Infante, Barry Walters, SF Weekly, SF Bay Guardian, Steven Stolder and all at B&M, Alexandra Haslam, The Sentinel, Alan Rider, Del Rey, Woodie, Jack & Dave at the Stone, Brenden O'Brien at ASCAP, Seth and all at Global Travel, Too, Adam Blinn, Dean Markley amps and strings, Dunlop Pedals, Frances S. Goldberg, RMT, Grandmother Smith and all her children, Aunt Blanche, Shannon Congrats, Julie & Ross, Duede, et al, Susie Lee, Bonnie Hayes & Blue Bear School of Music, Lisa and Madonna, Jim Campiongo, Jim Finley, Dionne Kholer, Fast Mike, Eric Meade, DNA Lounge, Jon Simms, Paul Davis, Marilyn & Mike Dillippo, Grandma Mary, a throaty thanks to Kat Chase, Jim Vessing & Ron Oria e PDC Music, Rick Croft, Don Richardson, Elizabeth, Michele, Shannon & Sean, Ricky Carter, Irmitraud A.K.A. Irene I. McPherson A.K.A. Mommy-Poo, Dea Santacroce, B. L. Coca, Cheryl Love Dog (for the album too), Killer, KUSF and the D.J.s: Shawn, Tony, Terror Bull Ted & Ron Q., The Paradise Lounge, Daddy Perry, John Perry, Sally Perry, Little Shits Perry, especially my Mama Perry for loving me so much, Laura Wilson for everything, Eric Van Price, Joe, Mark and home away from home the Nightbreak, Wasteland, all the people I mooched off of, all of the liberal/activist/non-profit organizations fighting to save the sorry state of affairs, SF Local Bands, and a special, special thanks to David Tickle, Tom and Leslie, Ted, Jimmy, David, Laurie, Anna, Nigel, Michael, Lynn, Lori, Lucina, Karen and all at Interscope and especially Crabby Katy we love you and appreciate everything



ADDITIONAL MUSICIANS

LOUIS METAYER
guitar — all tracks except "Drifting"

SHAUNNA HALL
additional guitar — "Spaceman,"
"Dear Mr. President"

LAURENT TARDY
piano — "Dear Mr. President"

ROY KAPLAN
mellotron — "Spaceman"

JUDY RUDIN
harmonica — "Train"

DAVID RICKETS
keyboards — "Morphine & Chocolate"

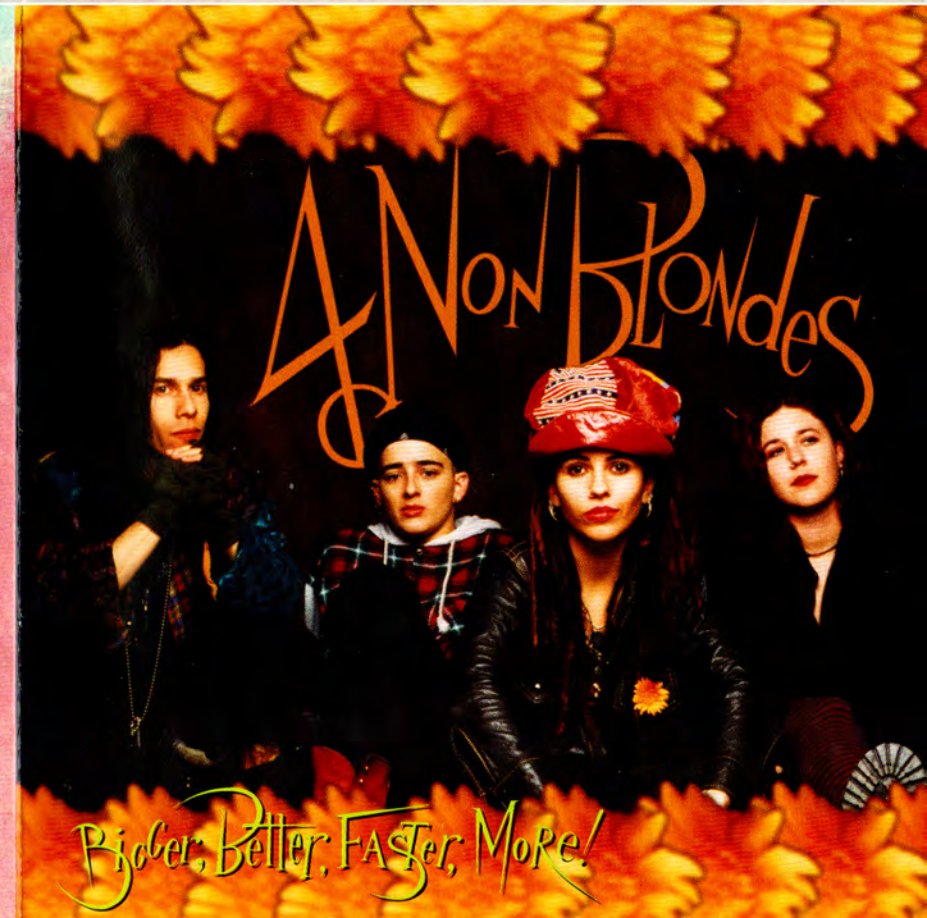
SUZIE KATAYAMA
cello — "Drifting"; accordion — "Spaceman"

LINDA PERRY
vocal, acoustic
and electric guitar

ROGER ROCHA
guitar

CHRISTA HILLHOUSE
bass, vocals

DAWN RICHARDSON
drums



1. Train (3:47)
(L. Perry; Stuck in the Throat, ASCAP)
2. Superfly (4:37)
(L. Perry, K. Sirdofsky; Stuck in the Throat, ASCAP)
3. What's Up (4:55)
(L. Perry; Stuck in the Throat, ASCAP)
4. Pleasantly Blue (2:27)
(L. Perry; Stuck in the Throat, ASCAP)
5. Morphine & Chocolate (4:41)
(S. Hall; Lejonhjarta Music, ASCAP)
6. Spaceman (3:40)
(S. Hall, L. Perry; Lejonhjarta Music/Stuck in the Throat, ASCAP)



7. Old Mr. Heffer (2:16)
(L. Perry, S. Hall, C. Hillhouse, W. Day; Stuck in the Throat/
Lejonhjarta Music, ASCAP)
8. Calling All The People (3:17)
(L. Perry, S. Hall, C. Hillhouse, W. Day, D. Richardson; Stuck in the
Throat/Lejonhjarta Music, ASCAP/Bad Love Seizure, BMI.)
9. Dear Mr. President (4:43)
(L. Perry; Stuck in the Throat, ASCAP)
10. Drifting (3:30)
(L. Perry; Stuck in the Throat, ASCAP)
11. No Place Like Home (3:09)
(S. Hall, L. Perry, C. Hillhouse, W. Day; Lejonhjarta Music/
Stuck in the Throat, ASCAP)

PRODUCED BY DAVID TICKLE

MCA



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TRAIN

(L. Perry)

What ya gonna do child
when your thoughts are movin' slow
find another to show you where to go
you'll be searchin' for that train
and you'll see it's a train
what ya gonna do child
when your mommy goes away
she won't take you
she'll leave you astray
you'll be searchin' for that train
and you see it's a train
and you see yourself
searchin' for somebody else
but you know for sure it's that train
what ya gonna do child
when you leave it all behind
find another, to blow it in your mind
you'll be searchin' for that train
and you'll see it's a train
and you see yourself
searchin' for somebody else
but you know for sure it's that train
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SUPERFLY

(L. Perry, K. Sirdofsky)

Here I am and I'm waitin' on a chance to make it right
every word you say makes my heart go bang bang
'cause it sounds so nice
well I've been alone
and you've been a fool
baby don't you know that's the golden rule
well I've been alone
and you've been a fool
baby don't you know that's the way I like it
let me take you away on the wings of my superfly
maybe we'll celebrate all the room in the sky
heaven knows we'll go boom boom boom
what can I do to get you in the mood
baby I give up
I'm so misused and you're so confused
it's such a drag
well I've been alone
and you've been a fool
baby don't you know that's the golden rule
well I've been alone and you've been a fool
baby don't you know that's the way I like it
let me take you away on the wings of my superfly
maybe we'll celebrate all the room in the sky
heaven knows we'll go boom boom boom
here I am and I'm waitin' on a chance
to make it right
do I turn you on or maybe do I turn you off
could you just decide
well I've been alone
and you've been a fool
baby don't you know that's the golden rule
well I've been alone
and you've been a fool
baby don't you know that's the way I like it
let me take you away on the wings of my superfly
maybe we'll celebrate all the room in the sky
heaven knows we'll go boom boom boom
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WHAT'S UP

(L. Perry)

25 years of my life and still
I'm trying to get up that great big hill
of hope
for a destination
I realized quickly when I knew I should
that the world was made up of this
brotherhood of man
for whatever that means
so I cry sometimes when I'm lying in bed
to get it all out what's in my head
then I start feeling a little peculiar
so I wake in the morning and I step
outside I take a deep breath
I get real high

then I scream from the top of my lungs
what's goin' on
and I say hey...etc.
and I said hey what's goin' on
and I say hey...etc.
I said hey what's goin' on
and I try, oh my God do I try
I try all the time
in this institution
and I pray, oh my God do I pray
I pray every single day
for a revolution
so I cry sometimes when I'm lyin' in bed
to get it all out what's in my head
then I start feeling a little peculiar
so I wake in the morning and I step outside
I take a deep breath then I get real high
then I scream from the top of my lungs
what's goin' on
and I say hey...etc.
and I said hey what's goin' on
and I say hey...etc.
I said hey what's goin' on
and I say hey...etc.
and I said hey what's goin' on
and I say hey...etc.
I said hey what's goin' on
25 years of my life and still
I'm tryin' to get up that great big hill of hope
for a destination
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PLEASANTLY BLUE

(L. Perry)

Every time you wake in the morning
and you start to cry
so I figure there's something up baby
but you don't tell me why
so I know that's why I call you blue
'cause there's always something baby
that's why I call you pleasantly blue
hush hush you walk on by
you don't say a word
talk to me baby please talk to me baby
what haven't I heard
so I know that's why I call you blue
'cause there's always something baby
that's why I call you pleasantly blue
oh no, here we go
what's wrong with you
come here baby come to me baby
what can I do
yea I know that's why I call you blue
'cause there's always something baby
that's why I call you pleasantly blue
'cause there's always something baby
that's why I call you pleasantly blue
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MORPHINE & CHOCOLATE

(S. Hall)

Substitute my gloom with happiness
substitute my sickness with health
substitute my enemies with real good friends
morphine & chocolate are my
substitute, substitutes
morphine & chocolate can bring me up
can warm my heart whenever I want it
and every once in awhile when I stop and think
morphine & chocolate are my
substitute, substitutes
and you can say "hey, we've really come a long way"
and you can say "hey, it can only be this way"
but, you might be careful, it really hurts when it's real
you might be careful, it really hurts when it's real
you might be careful, it really hurts when it's real
you'll go down, down, down, down...ooh!
set the alarm clock, baby,
don't you miss the sun?
I'm feeling really warm hearted baby
don't you know I'm feeling like someone
I'm fearing for my life again and I am
fearing for my heart
morphine & chocolate could never
substitute my art!

and that's real love baby
and that's real love baby
and that's real love baby
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SPACEMAN

(S. Hall, L. Perry)

Starry night bring me down
'til I realize the moon
it seems so distant yet I felt it pass
right through
so I see what I see
a new world is over me
so I'll reach up to the sky
and pretend that I'm a
spaceman, in another place and time
I guess I'm lookin' for a brand new
place, is there a better life for me
subtle wind blow me gone
let me rest upon your move
I trust I'll end up sleeping
cradled in my doom
so I feel what I feel
I can't grasp what is not real
so I'll get myself real high
and imagine I'm a
spaceman, in another place and time
I guess I'm lookin' for a brand new
place. Is there a better life for me
I remember in my mind
they say I'm daydreamin'
is it all that it seems
or am I all the things I'm looking for, yea
so I see what I see, a new world is over me
and I'll reach up to the sky
and pretend that I'm a spaceman
in another place and time
I guess I'm looking for a brand new place
I remember living in a different life
is there a better life for me
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OLD MR. HEFFER

(L. Perry, S. Hall, C. Hillhouse, W. Day)

Stumbled my way on the darkest afternoon
I got a beer in my hand
and I'm draggin' a stoogie too
the back of my brain is tickin' like a clock
I simmer down gently but boil on what the f_____
get back 'cause I'm feelin' good tonight
get back 'cause I'm feelin' right
trouble is a word that starts with a capital T
I refer myself to the word 'cause I'm so keen
little do they know that I'm struttin' such a style
it makes the trouble in me all worth the while
so get back 'cause I'm feelin' good tonight
get back 'cause I'm feelin' right
there goes Billy and Susie walkin' hand 'n hand
I quickly caught up slurring yo what's the plan
they had fear in their eyes and bellies that ran like dogs
I barrelled down laughing screaming Susie
you forgot your clogs
well, Old Mr. Heffer
I'm really pleased to meet you
I didn't mean to scare your blue-eyed child
but Billy wouldn't talk to me
and Susie wouldn't look at me
it made me so doggone crazy
I had to chase them for a mile
all I wanted was change for a buck
well I'm back and I'm feelin' good tonight
yea I'm back and I'm feelin' right
so get back 'cause I'm feelin' good tonight
get back 'cause I'm feelin' right
Jesus
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CALLING ALL THE PEOPLE

(L. Perry, S. Hall, C. Hillhouse, W. Day, D. Richardson)

How can you tell
when your wellness is not well
make no mistakes now
please do excuse
my itchy attitude

I'm feelin' righteous
why, why are we always asking why
to lamely try to justify
for what it is a lack of drive
calling all the people
have you nothin' brewin'
time to flap your big fat mouth
let's rap how we be doin'
say might what you say
that's really all it takes to break through
where is it at
when your moral is a hat
full of money
can you explain
why the messy kitchen sink
is so confusing
why, why are we always asking why
to lamely try to justify
for what it is a lack of drive
calling all the people
have you nothin' brewin'
time to flap your big fat mouth
let's rap how we be doin'
say might what you say
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DEAR MR. PRESIDENT

(L. Perry)

I'm looking outside of my window
the view that I see
is a child and mama
and the child is begging for money
tell me why, tell me why
the woman is blind is she so broke
the kid's dealing crime
it's such a beautiful city
but the world is burning it down
yea yea yea yea yea yea
yea yea yea yea yea yea
it's such a beautiful city, but the world is it burning down
I go to my room to turn on the T.V.
I sit myself down
and I start laughing hard
'cause this man he's asking for money
he says "if you send me lots of cash I'll send you
stuff to make you rich fast"
It's such a wonderful country
but the man he's burning it down
yea yea yea yea yea yea
yea yea yea yea yea yea
it's such a wonderful country, but the man he's
burning it down
yea yea yea yea yea yea
yea yea yea yea yea yea
and it's burning down
and it's called the U.S. of A.
one day I'm going to have lots of money
but I'll have to give it up
for this rich society
oh please Mr. President will you lend me a future
'cause you'll just get it back
from the little blind woman
with the kid on the corner
and the people all over, doin' crack
yea yea yea yea yea yea
yea yea yea yea yea yea
it's such a wonderful country, but the man he's
burning it down
yea yea yea yea yea yea
yea yea yea yea yea yea
and it's burning down
and it's called the U.S. of A.
I'm walking outside on a sunny day
with no one around
and I wonder what's wrong
then I hear this loud piercing siren
oh my God the bomb has just dropped

and everybody climbed right on top
screaming, what a wonderful country
but the man he's burning it down
he's burning it down
yea yea yea yea yea yea
yea yea yea yea yea yea
it's such a wonderful country, but the man he's
burning it down
yea yea yea yea yea yea
yea yea yea yea yea yea
and it's burning down
and it's called the U.S. of A.
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DRIFTING

(L. Perry)

What a wonderful hesitation
who would bear to feel sorry for me
dropped another pill just to calm me
collapsed to my knees and fell fast into sleep
there I was drifting
way out into the sunshine
expecting to crash but I'm tied to a string
look at me I'm a tangled puppet
I might be a mess but I sure can survive
find myself awake counting sad days
1-2-3 that's too many for me
dropped another pill just to find me
reached for my hand
but it was already there
then I started believin'
that I fell out of a tiny raindrop
that lost its way when it decided to roam
chasing me was a hungry dweller
but I had escaped it by pretending to die
come follow me you won't expect the illusion
you'll see, it's my imagination
hand me your eyes
I will put them in front of mine
you'll see a little better
you'll see a little better
what a wonderful destination
where I am now
I can no longer see
dropped another pill just to kill me
collapsed to my knees
and fell fast into sleep
there I was drifting
way out into the sunshine
expecting to crash but I'm tied to a string
look at me I'm a tangled puppet
I might be a mess but I sure can survive
but I had escaped it by pretending to die
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NO PLACE LIKE HOME

(S. Hall, L. Perry, C. Hillhouse, W. Day)

When I wake up in my house
I get dressed then I get lost
I don't know which way to go
I guess I'll have a cup of Joe
where the hell was I anyways
so I end up on the street
walkin' talkin' to my own beat
in a fog, in a haze
I've been trippin' out for days
can you help me find my way home
1-2-3
don't rock the boat now, just let it slide
groovy people walking back and forth, that's right
so I hop on to this bus
destination reads please save us
not a soul that I know
to be found in this dark hole
can you help me find my way home
can you help me find my way home
I'm so tired of looking for the door
please help me find my way
please help me find my way
I can't find the door
where am I now, where am I now
I find myself just out there floating
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