

Elliott Smith





Photo from the private collection of Felice Ecker

Elliott Smith labored over his third album, *Either/Or*, through the years 1995 and 1996 while simultaneously finishing Heatmiser's *Mic City Sons* (the third, and last, album by the band he'd started with Neil Gust and Tony Lash), promoting his second album (self-titled *Elliott Smith*), and embarking on various solo and band tours. It was a highly prolific period by any songwriter's standards: twelve songs made up *Either/Or*, six appeared on *Mic City Sons*, and eleven found their way to the posthumous *New Moon* collection. Throw in various B-sides, as well as live and unrecorded tracks (like "My New Freedom," included here on disc 2), one song ("The Last

Hour") Elliott used for the posthumous *From a Basement on the Hill* album, and many others, and you're looking at a staggering collection of well-crafted songs.

(All Elliott Smith quotes are from a 1996 interview by Larry Crane for Tape Op Magazine #4.)

It's important to note that Heatmiser's swan song and Elliott's third album not only were written close to the same time frame, but both share the production of Rob Schnapf and Tom Rothrock. Heatmiser had signed to Virgin Records in 1995 and rented a house to record in. Rob and Tom were brought in to help the album along.

Elliott: "We got the check from Virgin, and we were on a big do-it-yourself kick. We were totally paranoid going into that deal. We held out for a year, for total control, and then went so far as to buy our own equipment. They [Virgin] never bothered us at all."

Rob: "I know we had been talking about doing something together for a while. Possibly recording at my house, like we had for parts of Beck's *Mellow Gold*, but it didn't come together. Elliott called me and said they were in a bind on the Heatmiser record. He and Tony [Dash] were coming from two different places, and nobody was really budging. So I pitched Tom on the idea, and off we went. It was a lot of fun conquering the limitations (drums in the dining room, guitars in the kitchen) and making a cool record."

With this makeshift studio accessible to the band members, Elliott began recording songs that would end up on *Either/Or*, such as "Punch and Judy" and "Cupid's Trick." Heatmiser's other songwriter was the talented Neil Gust.

Neil: "The songs felt interchangeable between his solo work and the band. The band would work on songs; sometimes he'd drop them then later pick them back up and revise them on his own. This wasn't on *Either/Or*, but there's a riff in 'Christian Brothers' that's from one of my songs that we abandoned. It was a fluid situation, and not just with songs. I still know chord progressions of his that never got used. Our biggest conflict, at the time, was this perception he seemed to cultivate that the band 'made' him sound different than when he was by himself. Elliott made his songs in Heatmiser

sound exactly how he wanted them to sound, and sometimes he decided later he didn't like the decisions he'd made. Can you imagine anyone telling Elliott how his songs should be played, or what the recordings should sound like? I sure as fuck didn't."

Elliott: "Instead of one person being at the helm, there were a lot more people putting their two cents in. It was too many cooks in the kitchen. Everybody was extremely dissatisfied, in one way or another. At certain times I'd be really picky about what someone was playing on my songs, and at other times I'd be like, 'Just do whatever you want.'"

Elliott also toured and recorded with Mary Lou Lord around this time, and he gave her the song "I Figured You Out," on which he played all the instruments. He also recorded and produced it for her. His earlier demo version of this song graces disc 2.

Mary Lou: "I was sent to Portland by Sony [The Work Group] for a week to hang out with Elliott and see if we could brainstorm on some new songs I had in the works. Elliott helped me finish a few of my songs, like 'Seven Sisters.' He played 'I Figured You Out' for me, and it was very new. We went to the Heatmiser studio one night and we recorded it right away. Elliott played everything, and I sang. I always loved that song but, for some reason, Elliott didn't. It was an honor to work with him."

In January of 1996, Elliott signed a deal with BMG Music Publishing. The advance payments allowed him to quit his day job and focus on writing and recording. His housemate and friend, fellow musician Sean Croghan, shared two different homes with him during this time.

Sean: "Once Elliott got some money for publishing, he invested in recording gear. We were still living at SE 19th, at that time. He was spending days learning how to use his new gear, which sometimes meant recording me to practice. We didn't do this very much, since Elliott was so busy and I was so insecure. Mostly he was recording himself, with perhaps the help of Joanna [Bolmel] and Neil. I bought a Hammond L 102 for \$75 around this same time. Elliott took advantage of it being around; he played and recorded it a lot. The bulk of *Either/Or* was recorded in our house on NE 16th Ave., north of Fremont. We set up the basement for recording, as well as for band practice [Heatmiser and Sean's Junior High were practicing there]. He

would record and mix to cassette, and walk around listening to what he was working on on his Walkman."

Elliott: "The [first two solo] records were totally limited, and there was no choice about what to use [gear-wisely]. Then I got an 8-track [Tascam 38], and I had a choice between a couple of different mics. I got a compressor and one of those [digital effects] boxes that will make any effect that you have the patience to try to program. Most of [*Either/Or*] was done at my house, some was done at Joanna's house on a 4-track, a couple of songs at Mary Lou Lord's house on her 4-track, and some on 16-track in California [at The Shop]. All over the place. Everything sounded different."

*Either/Or's* opener, "Speed Trials," was recorded on 4-track cassette at Joanna Bolme's apartment.

Joanna: "Maybe he sang it while I was sleeping. I worked late at the bar [La Luna], so I always slept in until noon. I'm pretty sure he tracked the drums and guitar while I was out. That's probably the real reason it's so quiet. It was an apartment, not a house, and we had a neighbor below."

Some of the later sessions for the album were done at (Heatmiser's ex-manager, Elliott's ex-girlfriend) JJ Gonson's Undercover, Inc., where JJ had rented a spare office room. Joanna helped mix "Alameda" in this space.

Joanna: "I was just tagging along. He would sometimes recruit me to tape up or move faders if I was around when he was recording or mixing. That's where I first started learning how to do multitrack recording. He would teach me as we went along."

Elliott would load up his car with guitars, his 8-track Tascam, and his 4-track cassette player, and drive the seven and a half hours down to Arcata, California, to work in The Shop with Rob and Tom.

Tom: "I built The Shop in our family barn, where I'd spent a good portion of my childhood hiding from the rain and building things. It's a small, late 1800's dairy barn that sits on a river in the redwoods, a few miles from Mad River Beach."

Rob: "The Shop was a pretty idyllic setting. The large barn portion was the recording space, and the hay bale/upstairs part was both bedrooms as well as another recording space. There was also one isolation/entryway and a

nice control room. It was slightly haunted!"

Tom: "The last thing we did with Heatmiser, after recording *Mic City Sons*, was mixing the album at The Shop. From there, it seemed natural to meet Elliott for his next album sessions again in the barn. All the recording, beyond Elliott's home-recorded bones, was done in the barn. We mixed it there as well."

Rob "It was all quality; it was just shaping the record, really. Elliott already had certain parameters. There was the time he rewrote a portion of the song because he didn't like the word 'the.' 'Elliott, it's not even a word--' We'd encourage experiments. 'Don't force it, and have fun doing it.'"

Elliott: "I learned a lot of things from Rob and Tom. They have a feel for the event of a song. They would always be zooming in and out. [They'd be] into the details of how the compressor was set, but then they'd zoom out and see how that fit into the song. I have a pretty high tolerance for fussing with things, but I've never found it fruitful to fuss with things for very long. I'm totally capable of obsessing over a ridiculous detail. A week or month later, if I hadn't spent that extra hour trying to accomplish some small little task, I wouldn't remember. Nowadays I try to, mixing-wise, get it to sound like the song is happening and you can hear the things that you want to be heard. If it has good feeling to it, just put it down like that. Why drive yourself insane?"

Tom: "Sometimes we transferred the skeletal bones from Elliott's [8-track] tape to our 16-track deck to continue recording and exploring. Sometimes we started recording from scratch."

Rob: "We could've pushed more, production-wise, but didn't because Elliott wasn't ready to do that yet. Elliott never did something he didn't want to do, and *those* records lay ahead of him. This was the stepping stone. You could see how the light bulb went off [in him] for the studio to be an expressive tool, and it was just a really amazing thing to be a part of."

Tom: "The creative process for the three of us on *Either/Or* was the beginning of what would continue, and naturally deepen, over the coming projects and albums together. [We were] coming together to create a safe, creative space where it was possible to develop and give life to the songs."

One track was partially recorded in *another* Portland basement with Larry Crane, whom Elliott would go on to help open Jackpot! Recording with right before *Either/Or's* release.

Larry: "I had seen Elliott around town playing solo, and with Heatmiser. I'd met Joanna through mutual friends, and they were over at my house for a party one day. Elliott asked to see my home studio, as we owned the same Tascam tape decks. His mixing board was broken - he needed to finish vocals before returning to Arcata for mixing. The next week, late summer 1996, Elliott came over with a reel that contained a stereo mix of the music for 'Pictures of Me,' and we recorded six vocals on the remaining open tracks. It was the beginning of us collaborating; we did a session with Sean Croghan at my house, and later I borrowed Elliott's tape deck (when mine broke) to record Junior High, with Sean, Joanna on bass, and Janet Weiss on drums."

Sorting out the track order for *Either/Or* proved to be difficult.

Elliott: "I prefer to be left alone, without a timeline, to not have to go and record an entire record in four days. With this, I had way too many songs and no mechanism for picking between them."

Joanna: "He came up with a good sequence, and I said something like, 'Cool, but you should move 'Cupid's Trick' to the first side.' He said something like, 'No, it's just a big, dumb rock song. I hate this one lyric, 'sugar lip me up.' It's stupid, and doesn't make any sense, but I couldn't come up with anything else.' I think he might have even been considering cutting it from the album. That song is just so well done, dynamically. Everything is so restrained at the beginning, then those hammer-on guitars that sound like violins come in on the chorus; it starts getting exciting. The second chorus is much heavier, but not nearly as heavy as what happens afterwards. That descending part that sounds like a whole orchestra just jumps in with the loud, Neil Young-y guitar solo over it. Gorgeous. I still think 'Cupid's Trick' should have come earlier."

Not surprisingly the words to "Cupid's Trick" are absent from the album's lyrics in the inner sleeve.

Neil: "I heard the first version of *Either/Or* right before Heatmiser went on our final tour [November/December 1996]. He'd finished it, and then decided it wasn't good enough and wrote more songs. When it came down to the final track list, I threw my biggest support behind 'Cupid's Trick' and

'Rose Parade' because he seemed ready to cut them."

Slim Moon ran Kill Rock Stars Records at the time. He had signed Elliott, and released his previous album.

Slim: "My A&R philosophy at KRS, at that time, was very hands off. I signed an artist and then saw my job as supporting their vision for their art 100%, within reasonable budgetary constraints. Elliott sent me many different sequences and, over the course of that many songs included in early sequences, they ended up dropping off and not appearing on the final album."

Neil Gust, also employed as a graphic designer, did the album artwork layout.

Neil: "This may sound self-serving, but that record cover is his best. It's hard for me to take credit for it, since he'd already picked the photo [by Debbie Pastor]. But it captures the backroom light, the vulnerability, the sweetness, the beauty-in-the-ugliness of his subject matter, and the fragile, sorta funny way he inhabits the harsh seediness around him. And formally, how it's split in half by a reflection, like the title *Either/Or*."

And the back cover featured a photo by Joanna Bolme.

Joanna: "It's a silhouette of Slim Moon's head below one of the chandeliers in the La Luna balcony. He was doing spoken word before Elliott played."

Sean: "That record, for me, was the 'next phase' in Elliott's work. More complex, more pop, and still as beautiful as ever. Once Gus Van Sant used some of the songs for *Good Will Hunting*, it felt like the cat was out of the bag - the world was clued into what had been our secret. I always think that this was the point Elliott had been striving for, and it was finally arriving. Yet the pressure of being in the limelight was already becoming a burden to him."

Slim: "When it first came out, although it did get more interest and acclaim than the self-titled previous album, it wasn't as well-received as I expected, or thought it deserved. Attention, acceptance, and excitement about the album (outside of Portland, where he was much-beloved) was slow and steady until *Good Will Hunting* came out. Most critics still weren't taking 'folk music' on Kill Rock Stars seriously - we were seen as the



label of Bikini Kill and Unwound.”

Joanna: “It’s a great record, with really great songs; and all the instruments are played by one guy. I mean, wow! And it sounds great... mm-mm analog.”

Tom: “I’m so glad we recorded this album together. Of course, none of the three of us knew what was to come. At times it felt like we were merely recording for our own enjoyment. Just us, and the trees around the barn. Once or twice a year, when the mood strikes, I still sit down with the album and have a top to bottom, late night listen. So many pure memories.”

Mary Lou: “I couldn’t listen to any Elliott for many years. Then I gave my daughter *An Introduction to Elliott Smith* on vinyl. She became curious about him as a person, and began to ask me questions about him. The most beautiful thing that happened during that time of her discovering his music is that I got to reconnect to his music again, in a way that was more celebratory and joyful, knowing that young people like my daughter were connecting to his songs. She brought me back to him, and it made me realize just how profound and beautiful his legacy really is. Elliott set the bar for so many songwriters. He was a best friend to many – even if they never met. He will always continue to inspire.”

Rob: “It was really exciting. A great songwriter a lot of people hadn’t heard of, making a great record that was gonna bring such opportunity to him.”

Neil: “It’s a fucking masterpiece. It’s a master class in songwriting. The recording is so simple, yet fully in service to the songs, with an ambience that’s totally uncontrived and authentic. Like on ‘Speed Trials,’ how you can tell it’s the middle of the night just by the sound of the recording! The recording and the songwriting converge into music that could only be him at that moment, and it’s intensely intimate. That album is a powerful work of art.”

Slim: “‘Bittersweet’ is possibly the most central real emotion of real human life – the loving of life, mixed together with the pain of living. Few artists are able to capture bittersweet as powerfully and accurately as Elliott did. It is his musical mastery of bittersweet feelings that is why he was one of the most emotionally honest singer/songwriters in the history of Western music. It is why his music will touch every new generation for the next thousand years.”

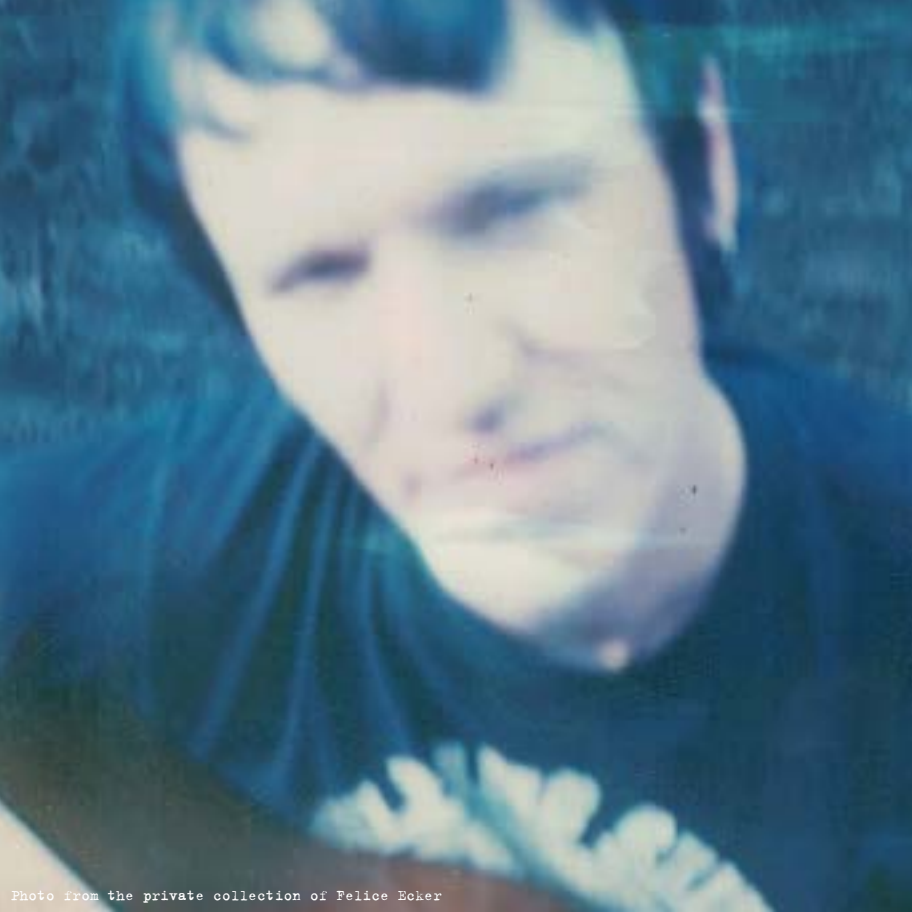


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# either/or

## Speed Trials

He's pleased to meet you underneath the horse  
In the cathedral with the glass stained black,  
Singing sweet high notes that echo back  
To destroy their master.  
May be a long time till you get the call-up,  
But it's sure as fate and hard as your luck  
No one'll know where you are.

It's just a brief smile crossing your face—  
Running speed trials standing in place.

When the socket's not a shock enough—  
You little child, what makes you think you're tough?  
When all the people you think you're above—  
They all know what's the matter?  
You're such a pinball—yeah, you know it's true—  
There's always something you go back running to—  
To follow the path of no resistance.  
It's just a brief smile crossing your face—  
Running speed trials standing in place.  
It's just a brief smile crossing your face—  
Running speed trials all over the place.

## Alameda

You walk down Alameda,  
Shuffling your deck of trick cards,  
Over everyone like some precious only son,  
Face down—bow to the champion.  
You walk down Alameda,

Looking at the cracks in the sidewalk,  
Thinking about your friends—  
How you maintain all them in a constant state of suspense  
For your own protection over their affection.  
Nobody broke your heart—  
You broke your own 'cause you can't finish what you start.

Walk down Alameda,  
Brushing off the nightmares you wish  
Could plague me when I'm awake.  
So now you see your first mistake was thinking that you could relate—  
For one or two minutes she liked you, but the fix is in.

You're all pretension—I never pay attention.  
Nobody broke your heart—  
You broke your own 'cause you can't finish what you start.  
Nobody broke your heart—  
You broke your own 'cause you can't finish what you start.  
Nobody broke your heart—  
You broke your own 'cause you can't finish what you start.  
Nobody broke your heart—  
If you're alone it must be you that wants to be apart.

### Ballad of Big Nothing

Throwing candy out to the crowd, dragging down the main,  
The helpless little thing with the dirty mouth who's always got something  
to say.

You're sitting around at home now waiting for your brother to call.  
I saw him down in the alley, having had enough of it all,  
Said, "You can do what you want to whenever you want to.  
You can do what you want to—there's no one to stop you."

All spit and spite, you're up all night and down every day—  
A tired man with only hours to go just waiting to be taken away,

Getting into the back of a car for candy from some stranger--  
Watching the parade with pinpoint eyes full of smoldering anger.  
You can do what you want to whenever you want to.  
You can do what you want to--there's no one to stop you.  
Now you can do what you want to whenever you want to.  
Do what you want to whenever you want to.  
Do what you want to whenever you want to,  
Though it doesn't mean a thing--Big Nothing.

### Between the Bars

Drink up, baby, stay up all night  
With the things you could do you won't but you might,  
The potential you'll be that you'll never see,  
The promises you'll only make.

Drink up with me now and forget all about  
The pressure of days--do what I say,  
And I'll make you okay and drive them away,  
The images stuck in your head.

People you've been before  
That you don't want around anymore,  
That push and shove and won't bend to your will--  
I'll keep them still.

Drink up, baby, look at the stars.  
I'll kiss you again between the bars,  
Where I'm seeing you there with your hands in the air,  
Waiting to finally be caught.

Drink up one more time and I'll make you mine,  
Keep you apart deep in my heart--  
Separate from the rest, where I like you the best  
And keep the things you forgot.

The people you've been before  
That you don't want around anymore,  
That push and shove and won't bend to your will--  
I'll keep them still.

### Pictures of Me

Start, stop, and start--stupid acting smart--  
Flirting with the flicks--you say it's just for kicks.  
You'll be the victim of your own dirty tricks--  
You got yourself to tease and displease.

Doors swinging wide--you walked in to hide--  
Looking at your feet, failure's complete.  
Saw you and me on the coin-op TV--  
Frozen in fear every time we appear.

I'm not surprised at all and, really, why should I be?  
See nothing wrong, see nothing wrong.  
So sick and tired of all these pictures of me,  
Completely wrong, totally wrong.

Go walking by--here come another guy,  
Jailer who sells personal hells,  
Who'd like to see me down on my fucking knees--  
Everybody's dying just to get the disease.  
I'm not surprised at all and, really, why should I be?  
See nothing wrong, see nothing wrong.  
So sick and tired of all these pictures of me,  
Completely wrong, totally wrong.

I'm not surprised at all and, really, why should I be?  
See nothing wrong, see nothing wrong.  
So sick and tired of all these pictures of me--  
Oh, everybody's dying just to get the disease,  
Everybody's dying just to get the disease,  
Everybody's dying just to get the disease.

No Name #5

Got bitten fingernails and a head full of the past,  
And everybody's gone at last.  
A sweet sweet smile that's fading fast  
'Cause everybody's gone at last.  
Don't get upset about it--no, not anymore.  
There's nothing wrong that wasn't wrong before.

Had a second alone with a chance let pass,  
And everybody's gone at last.

Well, I hope you're not waiting, waiting around for me,  
'Cause I'm not going anywhere, obviously.

Got a broken heart and your name on my cast,  
And everybody's gone at last,  
Everybody's gone at last.

Rose Parade

They asked me to come down and watch the parade,  
To march down the street like the Duracell Bunny--  
With a wink and a wave from the cavalcade,  
Throwing out candy that looks like money  
To people passing by that all seem to be going the other way.  
Said, "Won't you follow me down to the Rose Parade?"

Tripped over a dog in a choke-chain collar--  
People were shouting and pushing and saying--  
And traded a smoke for a food stamp dollar.  
A ridiculous marching band started playing  
And got me singing along with some half-hearted victory song.  
Won't you follow me down to the Rose Parade?  
Won't you follow me down to the Rose Parade?  
Won't you follow me down to the Rose Parade?

The trumpet has obviously been drinking  
'Cause he's fucking up even the simplest lines.  
I'd say it's a sight that's quite worth seeing—  
It's just that everyone's interest is stronger than mine.  
And when they clean the street I'll be the only shit that's left behind.  
Won't you follow me down to the Rose Parade?  
Won't you follow me down to the Rose Parade?  
Won't you follow me down to the Rose Parade?

### Punch and Judy

A wallflower Punch talks to Judy  
In a crowded corner where anybody can listen in.  
But they don't read page-to-page or speak easy.  
Now they're gonna go say the words in the wrong order again.  
They walk in a circle through all the sidewalk scenes  
They used to be a part of one time—  
Now everybody just stares and whispers.  
Driving around, up and down Division Street—  
I used to like it here—it just bums me out to remember.

Can't you ever treat anyone nice?  
I think I'm gonna make the same mistake twice.

They draw the curtain, wait for a call—  
Pretty lucky if they get any kind of response at all.

Can't you ever treat anyone nice?  
I think I'm gonna make the same mistake twice,  
Gonna make the same mistake twice.



## Angeles

Someone's always coming around here trailing some new kill,  
Says, "I seen your picture on a hundred dollar bill."  
And what's a game of chance to you, to him is one of real skill.  
So glad to meet you, Angeles.

Picking up the ticket shows there's money to be made.  
Go on and lose the gamble—that's the history of the trade,  
That you add up all the cards left to play to zero  
And sign up with evil, Angeles.  
Don't start me trying now—uh-huh, uh-huh, uh-huh—  
'Cause I'm all over it, Angeles.

I could make you satisfied in everything you do—  
All your secret wishes could right now be coming true—  
And be forever with my poison arms around you.  
No one's gonna fool around with us.  
No one's gonna fool around with us.  
So glad to meet you, Angeles.

## Cupid's Trick

She's shaking down—I'm absent and numb from shock,  
Reaching around for the hands of the clock—sugarlight.  
Lip me up—it's my lie. Sugar, lip me up—it's my lie.  
Sugar, lip me up—it's my lie. Sugar, lip me up.

Cupid's trick comes down to shake and deal  
The stupid kick that makes me real—sugarlight.  
Lip me up—it's my lie. Sugar, lip me up—it's my lie.  
Sugar, lip me up—it's my lie. Sugar, lip me up.

She's shaking down—it's never over and done.  
So kick me, cave me in—I'm no one.

Lip me up—it's my lie. Sugar, lip me up—it's my lie.  
Sugar, lip me up—it's my lie. Sugar, lip me up.

2:45 am

I'm going out sleepwalking  
Where mute memories start talking:  
The boss that couldn't help but hurt you  
And the pretty thing he made desert you.

I'm going out like a baby,  
A naïve unsatisfiable baby,  
Grabbing onto whatever's around  
For the soaring high or the crushing down,  
With hidden cracks that don't show  
But that constantly just grow.

I'm looking for the man that attacked me  
While everybody was laughing at me.  
You beat it in me that part of you,  
But I'm gonna split us back in two.  
Tired of living in a cloud—  
If you're gonna say shit now you'll do it out loud.

It's 2:45 in the morning,  
And I'm putting myself on warning  
For waking up in an unknown place  
With a recollection you half erased,  
Looking for somebody's arms  
To wave away past harms.

Walking out on Center Circle—  
The both of you can just fade to black.  
I'm walking out on Center Circle—  
Been pushed away and I'll never go back.

## Say Yes

I'm in love with the world through the eyes of a girl  
Who's still around the morning after.  
We broke up a month ago and I grew up—  
I didn't know I'd be around the morning after.  
It's always been wait and see—a happy day and then you pay  
And feel like shit the morning after.  
But now I feel changed around, and instead of falling down,  
I'm standing up the morning after.  
Situations get fucked up and turned around sooner or later.  
I could be another fool or an exception to the rule—  
You tell me the morning after.  
Crooked spin can't come to rest—  
I'm damaged bad at best—she'll decide what she wants.  
I'll probably be the last to know—  
No one says until it shows—see how it is—  
They want you or they don't...say yes.  
I'm in love with the world through the eyes of a girl  
Who's still around the morning after.

All songs by Elliott Smith

Produced by Elliott Smith, Rob Schnapf, and Tom Rothrock

Engineered by Elliott Smith, Rob Schnapf, Tom Rothrock, Joanna Bolme, Larry Crane, and Greg DiGesù

All instruments performed by Elliott Smith

*Either/Or* was recorded at:

Elliott Smith's houses (initially SE 19th Ave. near Alder St., then NE 16th Ave. near Fremont St. in Portland, OR)

The Shop (an old barn on Tom Rothrock's family's property near Arcata, CA)

Undercover Inc. (an extra room at JJ Gonson's record label offices, in the Oak Street Building on SE Oak at 3rd Ave. in Portland, OR)

The Heatmiser House (a rented home used to record in on SE Ankeny at 20th Ave. in Portland, OR)

Joanna Bolme's apartment (on SE 34th Ave. at Hawthorne Blvd. in Portland, OR) - used by Elliott to track "Speed Trials"

Laundry Rules Recording (Larry Crane's home studio, SE 32nd Ave. at Yamhill St. in Portland, OR) - vocals on "Pictures of Me" were tracked by Larry Crane in July or August, 1996

Waterfront Studios (Hoboken, NJ) - part of the organ on "Angeles" was lifted from a version tracked by Greg DiGesú on April 7, 1996

Mixed at The Shop by Tom Rothrock and Rob Schnapf, exceptions below  
"No Name #5," "Rose Parade," and "2:45 AM" mixed by Elliott Smith at Undercover Inc.

"Alameda" mixed at Undercover Inc. by Joanna Bolme and Elliott Smith

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# live at yoyo a gogo

## My New Freedom (live)

You can go anytime you want—I won't watch if it hurts too much.  
But if you stay I promise you I'll be better to you, better to me.  
I been out to celebrate my new freedom  
With a drink to you 'cause you made it new.  
And I hate the people A through Z—  
Everything, everything.

I know how to celebrate my new freedom  
And forget other stuff if I drink enough  
To pretend that I got people too—  
People I know, who care what I do.

You, busy trying to be nice—I never asked your advice.  
I know how to handle a situation,  
How to be discreet and admit defeat.  
You can go and I'll say what I should—  
I'm doing okay, pretty good.

## Pictures of Me (live)

Start, stop, and start—stupid acting smart—  
Flirting with the flicks—you say it's just for kicks.  
You'll be the victim of your own dirty tricks—  
You got yourself to tease and displease.

Doors swinging wide—you walked in to hide—  
Looking at your feet, failure's complete.  
Saw you and me on the coin-op TV—  
Frozen in fear every time you appear.  
I'm not surprised at all and, really, why should I be?  
See nothing wrong, see nothing wrong.  
So sick and tired of all these pictures of me,  
Completely wrong, totally wrong.

Go walking by—come another guy,  
Jailer who sells personal hells,  
Who'd like to see me down on my fucking knees—  
Everybody's dying just to get the disease.

I'm not surprised at all and, really, why should I be?  
See nothing wrong, see nothing wrong.  
So sick and tired of all these pictures of me,  
Completely wrong, totally wrong.

I'm not surprised at all and, really, why should I be?  
See nothing wrong, see nothing wrong.  
So sick and tired of all these pictures of me—  
Oh, everybody's dying just to get the disease,  
Everybody's dying just to get the disease,  
Everybody's dying just to get the disease.

Angeles (live)

Someone's always coming around here trailing some new kill,  
Says, "I seen your picture on a hundred dollar bill."  
And what's a game of chance to you, to him is one of real skill.  
So glad to meet you, Angeles.

Picking up the ticket shows there's money to be made.  
Go on and lose the gamble—that's the history of the trade,  
That you add up all the cards left to play to zero  
And sign up with evil, Angeles.  
Well', don't start me trying now—uh-huh, uh-huh, uh-huh—  
'Cause I'm all over it, Angeles.

I could make you satisfied in everything you do—  
All your secret wishes could right now be coming true—  
And be forever with my broken arms around you.  
No one's gonna fool around with us.  
No one's gonna fool around with us.  
So glad to meet you, Angeles.

Some Song (live)

It's a junkie dream makes you so uptight-  
Yeah, it's Halloween tonight and every night.  
See you scratch your skin, your sandpaper throat-  
You're a symphony, man, with one fucking note.  
Joey beat you up week after week,  
And when you grow up you're gonna be a freak,  
Want a violent girl who's not scared of anything.

Help me kill my time 'cause I'll never be fine.  
Help me kill my time.

You went down to look at old Dallas town,  
Where you must be sick just to hang around.  
Seen it on TV, how to kill your man-  
Then like Gacy's scene, a canvas in your hand.  
Better call your mom, she's out looking for you  
In the jail and the army and the hospital, too.  
But those people there, they couldn't do anything for you.

Help me kill my time 'cause I'll never be fine.  
Help me kill my time.  
Help me kill my time.  
Help me kill my time 'cause I'll never be fine.  
Help me kill my time.

Rose Parade (live)

They asked me to come down and watch the parade,  
To march down the street like the Duracell Bunny-  
With a wink and a wave from the cavalcade,  
Throwing out candy that looks like money  
To people passing by that all seem to be going the other way.  
Said, "Won't you follow me down to the Rose Parade?"

Tripped over a dog in a choke-chain collar-  
People were shouting and pushing and saying-  
And traded a smoke for a food stamp dollar.  
A ridiculous marching band started playing  
And got me singing along with some half-hearted victory song.  
Won't you follow me down to the Rose Parade?  
Oh, won't you follow me down to the Rose Parade?  
Oh, won't you follow me down to the Rose Parade?

The trumpet has obviously been drinking  
'Cause he's fucking up even the simplest lines.  
I'd say it's a sight that's quite worth seeing-  
It's just that everyone's interest is stronger than mine.  
And when they clean the street I'll be the only shit that's left behind.  
Won't you follow me down to the Rose Parade?  
Won't you follow me down to the Rose Parade?  
Oh, won't you follow me down to the Rose Parade?

Songs 1-5 were recorded July 15, 1997, live at YoYo A Go Go, Capitol  
Theater, Olympia, Washington.  
Recorded by Pat Maley, Diana Arens, Aaron Cruz, Brooks Martin, and Aaron  
Gorseth.

Mixed by Larry Crane, May 2016, at Jackpot! Recording Studio.  
An earlier mix of "Rose Parade" was released in 1999 on *YoYo A Go Go -  
Another Live Compilation - July 15-20 1997*.

Also performed at this date was the first song of the set, "Division Day"  
(the recording equipment was started halfway through this song), and "Say  
Yes" was played after "Some Song" (it appears on the *Heaven Adores You  
Soundtrack*)

Thanks to Pat Maley and YoYo Recordings for the generous archival gift and  
use of these recordings.



## studio outtakes

### New Monkey (keys)

This is a tiny companion piece/alternate version to "New Monkey" from *New Moon*. Recorded and mixed by Elliott Smith at Elliott's house in either 1995 and 1996.

I Don't Think I'm Ever Gonna Figure It Out

I can wait. I can wait.

I can sit wondering what in the world you think about.

I don't think I'm ever gonna figure it out.

After all the alcohol, the pretty words

That devolve down to slurs and drunken shouts,

I don't think I'm ever gonna figure it out.

Like some wild last frontier,

You never know what kind of fight's gonna appear

That once begun can't be won—

Started out losing already and go all ten rounds.

I don't think I'm ever gonna figure it out.

I don't think I'm ever gonna figure it out.

The tired hits that fall below.

I can't connect—yeah, yeah, I know.

I can wait. I can wait.

I can sit wondering what in the world you think about.

I don't think I'm ever gonna figure it out.

I don't think I'm ever gonna figure it out.

I don't think I'm ever gonna figure it out.

This song was one of two B-Sides for the "Speed Trials" 7-inch (KRS-266), the other being a slightly different mix of "Angeles" (with no organ at the top of the song). Recorded by Elliott Smith at Elliott's house in either 1995 or 1996. New mix by Larry Crane, May 2016, at Jackpot! Recording Studio.

### I Figured You Out

I've seen you watching her every time she crosses the floor,  
So won't you just go and talk to the one you really adore.  
I'm getting pretty used to being the one that you always ignore  
When somebody wants you—I've seen it before.

You're every kind of caller—there ain't nothing that you won't claim—  
You're ambition and promise, you're addiction to fame.  
And everyone has a dollar sign after their name—  
And when somebody wants you, you treat 'em just the same.  
So go on and pick up—  
You don't care what poison you choose  
And what person you lose—it should have been me, yeah—  
Shouldn't it be?

Crushing quiet blows in through your window  
To someone who wants you that you'll never know.  
But I'll pick up around you and clear everything out,  
Leave you where I found you—I figured you out.  
Leave you where I found you—I figured you out.

This song was recorded as a demo for Mary Lou Lord, who later recorded a version (produced, performed, recorded, and mixed by Elliott Smith) for her *Martian Saints* EP (KRS-264). Neil Gust plays doubled drums. Recorded by Elliott Smith at Heatmiser House in 1995. Mixed by Larry Crane, May 2010, at Jackpot! Recording Studio.

Bottle Up and Explode! (alternate version)

The record that plays over and over—  
There's a kid in the story below,  
Trying to stay up and awake.  
It's burning lava—"Crimson and Clover"—  
And the needle's sure to have worn it away a long time ago.  
Everything around here happens so slow  
'Cause no one needs to know.

I'm looking out my window now,  
And the snow is falling deep around a man asleep.  
He doesn't know he's dying now from the cruelty and the cold—  
Any way that the damage doesn't show,  
So no one needs to know.

Everything around here happens so slow,  
No one needs to know—  
No, no one needs to know.

This is a complete departure from the later *XO* version of this song, and not to be confused with "Bottle Up & Explode! (Early Version)", a lo-fi keyboard version. Lyrics are completely unique (it was likely intended to be known as "No One Needs to Know"), the tempo is faster, and verse two reads more like a bridge, with an alternate melody. From the 8-track sessions for *Either/Or*. Recorded by Elliott Smith at Elliott's house, Undercover, Inc., and/or the Heatmiser House in 1995 or 1996. Mixed by Larry Crane, May 2016, at Jackpot! Recording Studio.

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