Doug White - Bass $(8,13)$, Guitar $(5,12)$, Vocals $(4,12)$ Luis Garcia - Drums $(4,6,13)$, Vocals $(4,16)$

Chris Gajewski - Drums (3, 5, 9, 15) Jeff Thomas - Guitar (14), Vocals (11)

Tracks 1, 4-9, 12, 13, 15, 16 recorded at Watchmen Studios (Lockport, NY) and mixed by Doug White.

Tracks 11, 14 recorded at Jeff Thomas' home studio (Philadelphia, PA) and mixed by Jeff Thomas.

Tracks 3, 10 recorded at Sessions Recording Studio (Buffalo, NY) and mixed by Dave LaVine.

Tracks 2, 17-19 recorded by Paul Kwinn.
Mastered by Doug White at Watchmen Studios.
Photos by Dave Huth and Thomas James Woods.
Extra Special Super Duper Thanks to Kelly O'Donnell, who still talks to us - and, more importantly, still helps every live show run smoothly - even though we forgot to thank her on our last album. She's also the only person on earth who could get us to put Stranger in the Mirror on an Ookla CD.

This CD was almost called: Filking the Cow, The James Bond Record, Officially Out of Ideas, Give the People What We Want, Knee Deep in the Ookla, Mok the Shunkey, Disc Four: Never Released Before (and you can tell why)

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ritos - Put Reuben Kincaid in Your But ives Sweatshirt e What's His Point: Yo hief of Fate All your Ookla the Mok ou Remind Me of - Emilio Estevez - I H essor Feather - It's Gonna Take ts Couch Flipping Dave Lennon Song - Tell Your Dad I Said Hi - Big s Holy Flaming Bananas I've Only Sale Party • Eat Doritos • Put Reubs ny - College Objectives Sweatshirt e ird's Tale Three: The Thief of Fate Us - I Know Who You Remind Me of vez - Dr. Tar and Professor Feather hopping Your Busts © Couch Flipping He's in This Song Tell Your Dad I S Elektra's Ass Holy Flaming Bananas †l Bake Sale Party - Eat Doritos bby Bunny - College Objectives ur Point? - Bard's Tale Three: The Th Are Belong to Us - I Know Who You Hate Emilio Estevez e Dr. Tar and ke Plenniamoney - Chopping Your Bust etter Be Happy That He's in This Song apan - Go-to-Bed Elektra's Ass Got Half A Cheek

1. Talkin' Bout Fillmore (1:34) - Written as a gift for Scott Gimple, creator of

Disney's Fillmore. This track was recorded using only our voices. That's Adam on Drums, Bass, Trombone, Mary, and Flo, and Rand on Strings, Trumpet, Wah wah guitar, and Isaac Hayes. Fall 2001.
2. Making a Movie (:24) - Taken from our Guest of Honor appearance at the Ohio Valley Filk Festival in Columbus, Ohio. October 30, 2004.
3. Theme from Bite Me, Fanboy (:54) - Commissioned by writer/director Mat Nastos as the theme for a feature film that never came out. If anyone has any information on the whereabouts of Mat Nastos, please write us. Winter 2002.
4. Rand's New Song (1:32) - An outtake from Super Secret. Written in the car, and you can tell. For reasons no one can recall, we got cold feet about it at the eleventh hour. At the last possible second, we replaced it with "My Secret Origin," which was written and recorded while mixing the rest of the album. Fall 1997.
5. Rats Live On nO eviL staR [reverse remix] (3:32) - The original Surf Guitar version. This also features the guide vocal, where you can hear Rand talking Chris through the drum track. Fall 1999.
6. Sneaky Spy Music (1:12) - Our friend Michael Ilasi shot a 16 MM film/video for Das Uber Tuber and needed a minute of extra music for the beginning. This was what we gave him. The film won top prize at the Ithaca College Student Film Festival, and we're pretty sure it's because of this piece of music. Fall 1998.
7. Spot the Cat (2:42) - This was originally going to go on Smell No Evil, but after we put down the guitars, we decided not to include it. Earlier this year, we added the vocals. Fall 1999/February 15, 2005.
8. Meet Dr. MacHaggis (:13) - The Smell No Evil track "Meet Dr. Klein" was written to be sung by Dr. MacHaggis. We thought it was too out there for such an early track on the CD, so we added the chorus of doctors to Adam's solo Dr. MacHaggis track. Eventually, we removed all trace of Dr. MacHaggis from the track. Here's the mix we almost used. Spring 2000.
9. Bull (1:39) - Another Smell No Evil outtake. We abandoned it mid-recording, so all we have is Chris' final drum track with Adam's scratch guitar and Rand's guide vocal. The planned arrangement was for it to have accordion and horns. The final vocal arrangement is anyone's guess. Fall 1999.
10. Biff! Bam! Pow! (1:32) - A clip of us trying to put down some sound effects for the Bite Me, Fanboy theme. Winter 2002.
11. A.M. Suicide [solo vocals] (4:02) - An alternate lead vocal take, rejected as too over the top, now isolated for your listening pleasure. Spring 2003.
12. License to Ilk ( $1: 26$ ) - Written for a birthday conspiracy tape organized by Debbie Ohi for her Urban Tapestry band mates Allison Durno and Jodi Krangle. September 1997.
13. Doug's New Song (1:22) - Efforts to add a bass guitar track to "Rand's New Song" led to this very silly track. Winter 1998.
14. Unfinished TV Song (1:00) -- A fragment we demoed for Oh Okay LA. Perhaps one day we'll finish it. October 2002.
15. Me and My Monkey [guide vocal] (3:16) - A peek behind the curtain at the Ookla recording process. On this track, Chris is recording his final drum track, while Adam is playing scratch guitar and singing guide vocals, and Rand is engineering, talking Chris through the song changes, and goading Chris into playing "more nuts." Winter 2000.
16. Nobody's Home (:22) - When Luis was putting his vocals down for Home, Doug noticed that he had his eyes closed. Being the mature sorts we are, we quickly decided to hide beneath the mixing board. When he finished the track, Luis opened his eyes and saw an empty recording studio. His reaction made it to the final master. Fall 1996.
17. Theme from The Jeffersons (:58) - We were on a media panel with Urban Tapestry and Paul Kwinn at Toronto Trek 10. Out of the blue, Adam started singing the theme to The Jeffersons. Not to be outdone, Rand added the horns parts and vocal harmonies. Bafflingly, they both knew all the words. August 3, 1996.
18. Ookla in a Cup (:10) - Recorded during our children's concert at OVFF. October 31, 2004.
19. Stranger in the Mirror [live] (7:18) - Your guess is as good as ours. Our guess: We think this was recorded in Toronto sometime in 1998.

1. Talkin' Bout Fillmore
2. Making a Movie
3. Theme from Bite Me, Fanboy
4. Rand's New Song
5. Rats Live On nO eviL staR (reverse remix)
6. Sneaky Spy Music
7. Spot the Cat
8. Meet Dr. MacHaggis
9. Bull
10. Biff! Bam! Pow!
11. A.M. Suicide (solo vocals)

12. License to Ilk
13. Doug's New Song
14. Unfinished TV Song
15. Me and My Monkey (guide vocal)
16. Nobody's Home
17. Theme from The Jeffersons
18. Ookla in a Cup
19. Stranger in the Mirror (live)
