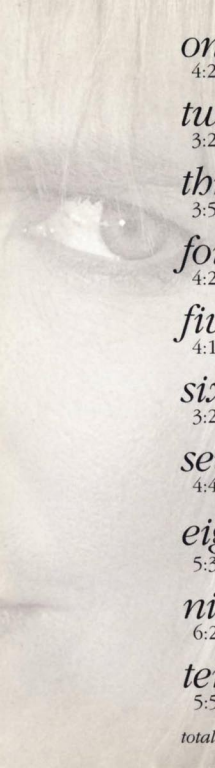




S A R A K .

P L A Y O N W O R D S



one.....HORSE I USED TO RIDE
4:23

two.....STOP THOSE BELLS
3:24

three.....IF I COULD SING YOUR BLUES
3:53

four.....TURNED MY UPSIDE DOWN
4:25

five.....MARITIME
4:10

six.....WOULDN'T IT BE LOVERLY
3:27

seven....MAN-CHILD
4:49

eight.....BURNIN' BOTH ENDS
5:33

nine.....SECOND WIND
6:24

ten.....HISTORY REPEATS ITSELF
5:51

total time 46:36

Horse I Used To Ride

Words and Music by Sara K.

Some say I ain't got it as I
cross this Great Divide
Say I made a mess of everything
but I tried to organize
And I guess they've all got
something to my left and to my right.
Goin' back up on the mesa
Gonna listen to my guides,
It seems all I can remember
Is the horse I used to,
I used to,
I used to,
I used to ride.
They tell me that I need things
I don't have and I never did,
Part of me is hiding out now
and part of me is it,
Part of me is no stranger
to the places I don't fit,
If it's all the same to you, sir,
I'll just cross this Great Divide,
If I can't take your wishes with me
There's the horse I used to,
I used to,
I used to,
I used to ride.
I was somewhere by the ocean
on a pier outside L.A.,
I think I had a vision that I'll

probably never paint,
Not with you to criticize it,
to perfect it, to explain,
Who could see it?
Let me go now, let me cross
this Great Divide,
While I still got something with me
And this horse I used to,
I used to,
I used to,
I used to ride.

Stop Those Bells

Words and Music by Sara K.

I didn't kiss you, no,
down by the river, no,
Much as I wanted to and I do still,
I couldn't handle any resemblance
Last time I kissed you
was against your will,
against your will,
against your will,
Got someone else, why don't you
Stop those bells.
I didn't hold you long
out in the desert, no,
Late moon rising then
the sun came up,
I lay there beside you,
snakes all around us,
Last time I saw you,

you were deep in love.
Deep in love, deep in love,
Got someone else, why don't you
Stop those bells.

Chorus

Stop those bells,
block those tracks,
And hold my ticket 'til
the line's gone past,
If you look at me one more
time like that
Gonna hurt yourself, why don't you
stop those bells,
Gonna hurt me, too, why don't you
stop those bells,
Got someone else,
Stop those bells right now, baby.
I didn't tell you what I been
thinkin' 'bout,
What I been dreamin' bout
since that day
I just layed there beside you,
If I'd of told you
Would've made you run.

Chorus

If I Could Sing Your Blues

Words and Music by Sara K.

If I could sing your blues,
You absolutely mesmerize me,

And if I had to look away
Could it be like angels
and good things?
Now who'll sing your blues?
I'd get you when you
weren't looking,
And if I had to let you go,
Could it be like angels and Coltrane?
And starlight and red, red wine
Make you whole lotta woozy
Starlight, starbright
And I would sing your blues.
I would sing your blues.
There'd be no wake-up call
On any given morning,
There'd be no dream come true
You ain't lookin' anymore,
There'd be no losing someone,
refusing someone
After choosing someone,
You'd never have to try
that hard,
You'd never have to try
that hard
For starlight
And red, red wine
And a whole mess of roses,
you'd be Starbright, babe,
And I will sing your blues.
I will sing your blues.

Turned My Upside Down

Words and Music by Sara K.

Said you really wanna love me
But you can't right now
Said you really wanna touch me
Can't do it right now.
I can't hear you, no
I don't dare to get near you,
You take my upside
And you turn it down.
Standin' in the wings
All by myself
I'm gun shy about everything,
I get it by myself,
I can't hear you, no,
I don't dare to get near you, baby
You take my upside
And you turn it down
I can't hear you,
I don't dare to get near you
I was thinkin' 'bout love,
I was thinkin' 'bout happiness,
But you take it all off just to
put it back on, I guess,
Might sell it up cheap,
Might lose it in town,
The whole boat might sink on you
And you just might go down
with it, but you may not drown.

I can't hear you, standin' way
in the back
I can't see you,
but I know just where you're at,
I cried babe, I ain't gonna
try no more,
You took my upside and
you turned it down.
I can't hear you no more,
I don't dare to get near you,
You take my upside and
you turn it down.
It's when you first wake up
and you're back into that real world,
And you're thinking that you've
had enough,
bein' somebody's little girl,
Dreamin' I was a woman
holdin' somebody's hand,
Slippin' and slidin' world's
collidin',
S'just a woman and a man
testin' the fryin' pan.
I can't hear you, comin'
on so strong,
I can't sing that way,
you been playin' too long,
I cried,
I ain't gonna try anymore,
You take my upside and

you turn it down.
I can't hear you, babe,
ain't nothin' there to hear,
You take my upside and
you turn it down.
You take my upside and
you turn it down

Maritime

Words and Music by Sara K.

Lay down your heart to the sea,
All the places you go in your mind,
Set them free to the sea,
I will meet you maritime.
Whatever it is, gotta keep
my eyes open.
I don't need a curtain makin' shade,
I don't need a flag, you've got
my allegiance,
You've got permission to
get in my way,
And change my mind,
get my attention,
Get me to thinkin' things
I'm scared to say,
I left a long time ago, how's
it you did not blow away,
You ain't gotta tell me, just
Lay down your heart to the sea,
All the places you go in your mind...

When you take from me, you
give me freedom,
You're wakin' me up from a
long, lost sleep,
I was dreamin', do nothin' dreamin',
Walkin' the wrong way down
a one way street,
With promises made and
promises broken,
Wishin' and hopin', you know
what I mean,
Was runnin' it in the ground,
runnin' soon as I found
The green, lovin' was a leaving thing.
Lay down your heart to the sea
All the places you go in your mind,
Set them free, to the sea,
I will meet you maritime.
I will meet you maritime.
I will meet you maritime.

Wouldn't It Be Loverly

Words and Music by Lerner and Lowe

All I want is a room somewhere,
Far away from the cold night air,
With one enormous chair;
Oh, wouldn't it be Loverly?
Lots of choc'late for me to eat;
Lots of coal makin' lots of heat
Warm face, warm hands, warm feet,

Oh, wouldn't it be Lovely?
Oh, so lovely sittin'
also-bloomin'-lutely still!
I would never budge 'til spring
crept over the window sill.
Someone's head restin' on my knee;
Warm and tender as can be;
Who takes good care of me.
Oh, wouldn't it be Lovely?

Man-Child

Words and Music by Sara K.

A Southern man met a Sunset woman
With broken love lines
on both her hands,
Long shot call, the doors blew open,
Solid love-makin' ever since,
Love her, man-child,
Walk that extra mile,
keep your motor runnin'
It's a jungle out there
W' lots of windows and lots
of room for the walls to cave in,
Kiss her moonbeam,
touch her rainbow.
Take her someplace
she ain't never been.
Love her, man-child,
walk that extra mile
You might get used to

her lovin' touch
And want a ride on the
riverboat queen,
Look around, don't you think
that you've seen enough,
Love her, man-child, could
you be so mean?
Don't give her any rules she'd
have to bend,
Loosen up the reins and keep
that motor runnin',
Love her like a man-child and
keep that motor runnin'.
Swim that river, sail that ocean,
Save that world 'bout to burst
at the seams,
Love her man-child, sweet devotion,
Show her somethin' she ain't
never seen.
Love her, man-child,
Walk that extra mile and
she'll keep the motor runnin',
Love her man-child,
Walk the extra mile,
She'll keep that motor runnin'.

Burnin' Both Ends

Words and Music by Sara K.

I met you out at the crossroad,
You were no average man,

Hawaiian shirt and a heavy coat,
Needin' somethin' to do
with your hands,
Feet in hard leather soft sole,
Feet in solid uptown,
A hollow body on a lonesome road.
Searchin' to find common ground.

Chorus

All you knew was us and them
Skatin' where the ice was thin,
Heavy winters in July
Places too hot to survive,
Burnin' both ends.
You nursed that dream like
a hangnail
'Til the lines tied up in your veins,
Was it knowin' things that
you can't feel
Was it feeling things
you couldn't name,
You believed in angels
And the trouble, it turned
your heart blue,
Though you would not deal
with the devil.

It was always messin' with you.

Chorus

"Yessir, yessir, it's hard to be humble,
No, sir, ain't no gun in my hand,
It's a bottle neck slide guitar,

It's a woman makes me feel
like a man."

Chorus

Second Wind

Words and Music by Sara K.

Maybe I'll sleep tonight
Maybe you won't disappear
if I close my eyes,
Can I see you later
I can't say goodbye anymore.
Maybe it's all written in a
book somewhere
It's in the stars and on the
deck of that ship out there,
And it's inside of you
It has no other side.
You could build me a house
that could stand these winds
'Til the storm has blown over
and you're free to sail again,
I could let you in
Chorus
It could take forever to
find you here again,
If it takes forever, I'll catch you,
second wind.
Maybe love lies deep inside
a wishin' well
And our soul is in our eyes

and only time will tell
And the sun could blind me
The moon can't shine without its sun.
You could say that you will
I could promise I won't
There's no other way around it
And there's only one way in.

Chorus

It could take forever to find
you here again,
If it takes forever, I'll catch you,
second wind.
Take my hand
There's so much I haven't done
Take my hand
I don't trust anyone
Nothing lasts that long,
and love songs end.
Take my hand
Too much of a price to pay
Take my hand
But don't take my strength away
Nothing lasts that long...

Chorus

History Repeats Itself

Words and Music by Sara K.

You're tellin' stories, Bebe,
they're ain't nobody out there,
Been comin' here for several

years, you know,
I got me a cabin down by the river
Coz history repeats itself.
I go to the city if I got some
work to do
I grab a window seat and
look outside
Down on the streetlife where
all of the action is
And history repeats itself.
I open the window so I can't
see my reflection
I don't need somebody to
show me directions
How to be a hero.
History repeats itself.
History repeats itself.
History repeats itself.
You're such an angry one
I get my foot stuck
You look so mean I just say
"Never mind,"
Never mind my girly way
I talk like a sailor
Coz history repeats itself.
When you've got nobody
You've got the right of way
Got the mainstream to everything
On how to be a hero.
History repeats itself.

I tried to walk the straight
and narrow
Tried to change my ways
and let you in
B' every step I took cast
a shadow on your walls,
Gotta tear them down,
really tear them down
Or history repeats itself.
History repeats itself.
All that thinkin' is useless
If you're lost in the crowd
If you think you can do it, just do it,
you can do it, you're doin' it now.
History repeats itself.
History repeats itself.
History repeats itself.



SARA K.: vocals and four string guitar

JOEL DIAMOND: piano and
musical director

GEORGE NAHA: guitar
(tracks 1,4,5,7,9 & 10)

BRUCE DUNLAP: 6 & 10 nylon string
guitars (tracks 3,5,6,9 & 10)

LARRY CAMPBELL: slide guitar
(tracks 2,4,7 & 8)

DAVE FINCK: bass

JAY ANDERSON: bass (tracks 3 & 9)

JOHN GOLDSBY: bass (track 10)

GARY BURKE: drums

JAMEY HADDAD: percussion
(tracks 1,4,5 & 7)

LOU SOLOFF: trumpet (track 10)

BILL MOBLEY: trumpet (track 3)

JULIET HAFFNER: viola (track 9)

ERIK FRIEDLANDER: cello (track 9)

"MOCO": koto (track 9)

CHORUS ON "BURNIN BOTH ENDS":
George Naha, Steve Kaiser,
Joel Diamond & Sal Cappi

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MasterSound Engineer: David Merrill
Project Director: Roy Spangenthal
Technical Consultant: George Kaye
Assistant Producer: Steve Guttenberg
Assistant Engineer: Jeremy R. Kipnis
A&R Director: Steve Kaiser
Production Manager: Brad Kimmelman
Studio Manager: Peter Cho
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Yamaha CFIII Concert Grand Piano provided by
Yamaha Corp. of America. Piano tuned by David
D'Arcy. Jamey Haddad plays Hadgini Drums.
Recorded using the 128x oversampling A to D
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and vacuum tube equipment built by
George Kaye.

*Thanks to my family- Many thanks to
Chesky Records for giving me a place to do
my thing once again. A special thanks to
Lisa at Chesky. And to everyone who helps
put it all together there. Also, a special
thanks to all the players for the extra effort
it takes to do an album in three days,
give or take an hour.*

*Thanks, Joel. Thanks also to Norman and
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and my buddies there, who stay in my
heart always. And Bebe dog. Thank you,
Timothy O'Leary. This album is dedicated
to the second wind.*

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