

1. GOODBYE DARLIN' 4:52 • KELLY LANG • MY FINGERS RUN ACROSS A COLD LONLEY STONE • DATED JUNE 5TH, '93 • I THOUGHT I HEARD HIS VOICE, AS I TURNED TO GO • BUT IT'S ONLY MAKE BELIEVE • AS I PLACED A ROSE • I WIPED A TEAR • I NEVER KNEW I WOULD FEEL SO SAD AS I CAME TO HONOR • THE MAN WITH A GROWL • THE BEST FRIEND A SONG EVER HAD • GOODBYE DARLIN' • THOUGH IT'S BEEN A LONG TIME • YOUR STILL IN OUR HEARTS • AND YOUR STILL ON OUR MINDS • THANKS FOR THE MEMORIES • YOU SANG FROM YOUR SOUL • THOUGH IT'S GOODBYE DARLIN' WISH I COULD HEAR YOU SAY • HELLO DARLIN' • A SOFT CARING SOUL • BUT A MAN OF FEW WORDS • AND THE SONGS HE WROTE TORE OUT YOUR HEART OH HE NEVER KNEW JUST HOW GREAT HE WAS • WHEN HE LEFT THIS WORLD HE TORE US APART • GOODBYE DARLIN' • THOUGH IT'S BEEN A LONG TIME • YOUR STILL IN OUR HEARTS • AND YOUR STILL ON OUR MINDS • THANKS FOR THE MEMORIES • YOU SANG FROM YOUR SOUL • THOUGH IT'S GOODBYE DARLIN' • WISH I COULD HEAR YOU SAY HELLO DARLIN' • YOU KNOW • YOU WERE A LEDGEND • AHH YOU WERE ONE OF A KIND • AND YOU LEFT A VOID IN OUR LIVES • WHEN IT WAS GOODBYE TIME • GOODBYE DARLIN' THOUGH IT'S BEEN A LONG TIME • YOUR STILL IN OUR HEARTS • AND YOUR STILL ON OUR MINDS • THANKS FOR THE MEMORIES • YOU SANG FROM YOUR SOUL • AND THOUGH IT'S GOODBYE DARLIN' • WISH I COULD HEAR YOU SAY HELLO DARLIN' • NOW I'M LYING HERE WITH CONWAY ON MY MIND (HELLO DARLIN') © 2004 ROWDY HOUSE PUB • BMI • KELLY LANG PUB • BMI • PIANO • KEYBOARD • STRINGS • TIM ATWOOD • STRINGS ARRANGED BY TIM ATWOOD • ELECTRIC GUITAR • LEAD GUITAR • RHYTHM GUITAR • MIKE BAKER • BASS GUITAR • MATT MCGEE • STEEL GUITAR • JOHN HUGHEY • FIDDLE • MANDOLIN • CHARLIE VAUGHN • DRUMS • PERCUSSION • MARK BECKETT • BACKGROUND VOCALS • KATHY JARRELL • KELLY LANG • PRODUCED BY GENE HIGGINS • RECORDED BY BUCK JARRELL AT BUCK'S PLACE NASHVILLE, TN • MIX ENGINEER • BUCK JARRELL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

2. SOMETHING 'BOUT YA 4:13 • KELLY LANG • RICK SCOTT • I'VE BEEN AROUND YOU A THOUSAND TIMES • AND I'VE NEVER HAD THESE THOUGHTS BEFORE • I DON'T KNOW WHAT'S COME OVER ME BABY • BUT I'M UNDER A SPELL I CAN'T IGNORE • SOMETHIN BOUT YA• OOH, SOMTHIN BOUT YA• IF I COULD PUT MY FINGER ON IT • AH YOU KNOW I WOULD • SOMETHIN BOUT YA • AND IT'S GOOD • SOMETHIN DIFFERENT HERE IN THIS ROOM • AND IT'S TAKEN MY BREATH AWAY • IT'S NOT ME SO IT MUST BE YOU • THAT'S MAKIN ME SAY • SOMETHIN BOUT YA• OOH, SOMTHIN BOUT YA• IF I COULD PUT MY FINGER ON IT • OH YOU KNOW I WOULD • SOMETHIN BOUT YA • AND IT'S GOOD • SOMETHIN BOUT YA • BLOWIN MY MIND • MAYBE IT'S THE WAY THAT YA DIDN'T KEEP WALKIN WHEN YOU COULD HAVE WALKED ON BY SOMETHIN BOUT YA YOU'RE LOOKIN SO FINE • MAYBE IT'S THE WAY YOU COMBED YOUR HAIR • OR THE WAY YOU LOOKED ME RIGHT IN THE EYE OOH BABY WHATEVER IT IS • SOMETHIN BOUT YA • OOH SOMETHIN BOUT YA IF I COULD PUT MY FINGER ON IT • OH YOU KNOW I WOULD • SOMETHIN BOUT YA • AND IT'S GOOD © 2004 ROWDY HOUSE PUB • BMI • KELLY LANG PUB • BMI • PERCUSSION • TOM ROADY • BASS • DUNCAN MULLINS • ACOUSTIC, SYNTH, AND STRINGS • LARRY BYROM • LEAD • JERRY KIMBRO • MANDOLIN • FIDDLE • WANDA VICK • B-3 • TONY HARRELL • BACKGROUND VOCALS - KELLY LANG • PRODUCED BY • STUART HARRIS • RECORDED BY • ERIC PAUL • AT CREATIVE RECORDING, INC NASHVILLE, TN • MIX ENGINEER • ERIC PAUL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

3. YOU COMPLETE ME 4:55 • KELLY LANG • I WAS SCARED • AND ALL ALONE TILL YOU CAME IN MY LIFE • AND STARTED PATCHING UP THE HOLES • YOU PICKED ME UP • WHEN I WOULD FALL • YOU WOULD ALWAYS LEAD ME • DOWN LIFE'S WINDING HALLS • I'M THANKFUL CAN'T YOU SEE FALLING HOPELESSLY • YOU COMPLETE ME EVERYTHING THAT I AM NOT YOU ARE • YOU COMPLETE ME • YOU TOOK A BROKEN HEART AND MENDED ALL THE SCARS • YOU ARE SO STRONG • WHEN I AM WEAK • OH I NEED YOU DESPERATELY • THIS LOVE WILL LAST • ETERNALLY • CAUSE YOU COMPLETE ME • I THANK GOD • EVERYDAY • FOR YOU DRYIN ALL MY TEARS • AND PUTTING SMILES UPON MY FACE • I'M HALF A GIRL • WITHOUT YOU • I WONDER BEFORE ME • WAS PART OF YOU MISSING TOO • I NEED YOU CAN'T YOU SEE • WITH ME ENDLESSLY • YOU COMPLETE ME • EVERYTHING THAT I AM NOT YOU ARE • YOU COMPLETE ME • YOU TOOK A BROKEN HEART AND MENDED ALL THE SCARS • YOU ARE SO STRONG • WHEN I AM WEAK • OH I NEED YOU DESPERATELY • THIS LOVE WILL LAST • ETERNALLY • CAUSE YOU COMPLETE ME • EVEN WHEN I'M ALONE YOU'RE STILL IN MY HEART • I CAN FEEL YOU WITH ME EVEN WHEN WE'RE APART • YOU COMPLETE ME EVERYTHING THAT I AM NOT YOU ARE • YOU COMPLETE ME • YOU TOOK A BROKEN HEART AND MENDED ALL THE SCARS • YOU ARE SO STRONG • WHEN I AM WEAK • OH I NEED YOU DESPERATELY • THIS LOVE WILL LAST • ETERNALLY • CAUSE YOU COMPLETE ME • THIS LOVE WILL LAST • ETERNALLY • CAUSE YOU COMPLETE ME © 2004 ROWDY HOUSE PUB • BMI • KELLY LANG PUB • BMI • PERCUSSION • TOM ROADY • BASS • DUNCAN MULLINS • ACOUSTIC, SYNTH, AND STRINGS • LARRY BYROM • LEAD • JERRY KIMBRO • MANDOLIN • FIDDLE • WANDA VICK • B-3 • TONY HARRELL • BACKGROUND VOCALS - KELLY LANG • PRODUCED BY • STUART HARRIS • RECORDED BY • ERIC PAUL • AT CREATIVE RECORDING, INC NASHVILLE, TN • MIX ENGINEER • ERIC PAUL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

4. DOWN IN DESTIN 4:24 • KELLY LANG • STEWART HARRIS • COPPERTONE • AND MY BIKINI PACKED • RADIO UP DOWN 65 AND I AIN'T LOOKING BACK • I'M SURE HE'S CALLED • BUT I'LL KEEP HIM GUESSIN • I GONNA HEAL MY HEART DOWN IN DESTIN • SIPPIN MARGARITAS • IN THE BACK PORCH LOUNGE • SEA GULLS SOARING WAVES ROARING • AND SUDDENLY I DON'T FEEL DOWN • HE CAN'T HURT ME HERE • YEA I'VE LEARNED MY LESSON • I'VE GOTTA GET ON WITH MY LIFE HERE DOWN IN DESTIN DESTIN • WALKIN WHITE SANDY BEACH • I LEFT MY BROKEN HEART BACK IN TENNESSEE • I'VE COME DOWN HERE TO FIND MY DESTINY • TO THE PLACE THAT I BELIEVE'S CLOSEST TO HEAVEN • DOWN IN DESTIN • I SEE LOVERS STROLL • HAND IN HAND • MOONLIGHT KISSIN WRITING THEIR NAMES IN THE SAND • AS I LOOK AT THEM • I KNOW WHAT I'M MISSIN • I'VE GOTTA FIND A NEW LOVE DOWN IN DESTIN • DESTIN • WALKIN WHITE SANDY BEACH • I LEFT MY BROKEN HEART BACK IN TENNESSEE • I'VE COME DOWN HERE TO FIND MY DESTINY • TO THE PLACE THAT I BELIEVE'S CLOSEST TO HEAVEN • DOWN IN DESTIN • AS I LIE HERE IN THE SUNNY BREEZE • HIS MEMORY'S FADING AWAY • OH I KNOW I'M GONNA BE ALRIGHT • AS LONG AS I CAN STAY • DOWN IN DESTIN • DOWN IN DESTIN • WALKIN WHITE SANDY BEACH • I LEFT MY BROKEN HEART BACK IN TENNESSEE • LOOKS LIKE I'VE FOUND MY DESTINY • IN THE PLACE THAT I BELIEVE'S CLOSEST TO HEAVEN • DOWN IN DESTIN • DOWN IN DESTIN • DOWN IN DESTIN • © 2004 ROWDY HOUSE PUB • BMI • KELLY LANG PUB • BMI • PEER MUSIC GROUP • BMI • PERCUSSION • TOM ROADY • BASS • DUNCAN MULLINS • ACOUSTIC, SYNTH, AND STRINGS • LARRY BYROM • LEAD • JERRY KIMBRO • MANDOLIN • FIDDLE • WANDA VICK • B-3 • TONY HARRELL • BACKGROUND VOCALS - KELLY LANG • PRODUCED BY • STUART HARRIS • RECORDED BY • ERIC PAUL • AT CREATIVE RECORDING, INC NASHVILLE, TN • MIX ENGINEER • ERIC PAUL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

5. PARTY TIME 4:03 • BRUCE CHANNEL • OH OH IT'S PARTY TIME • TIME TO GET YOU OFF MY MIND • FORGET THE LIFE I LEFT BEHIND • AND ALL OF THOSE DERAMS THAT WON'T COME TRUE • OH OH IT'S PARTY TIME • LET'S HAVE A LAUGH AND PASS THE WINE • IT'S EARLY AND I'M FEELIN' FINE I'LL SOON BE OVER YOU • DARLIN' EVER SINCE THE DAY • YOU SAID IT'S TIME TO GO OUR SEPARATE WAYS • I'VE BEEN SEARCHIN FOR A WAY TO PAY • OH FOR DOING YOU SO WRONG • NOW IT'S TIME TO CALL A HALT • YOU KNOW IT WASN'T ALL MY FAULT • YOU CHEATED TOO BUT YOU WERE NEVER CAUGHT • OH YOUR FRIENDS LIED ALL ALONG • OH OH IT'S PARTY TIME • TIME TO GET YOU OFF MY MIND • IT'S EARLY AND I'M FEELIN' FINE • I'LL SOON BE OVER YOU • IT SHOULDN'T TAKE US VERY LONG • ANOTHER SIP OR TWO AND YOU'LL BE GONE • ANOTHER CHORUS OF SHE DONE HIM WRONG • AND I'LL BE OVER YOU OH OH IT'S PARTY TIME • TIME TO GET YOU OFF MY MIND • FORGET THE LIFE I LEFT BEHIND • AND ALL OF THOSE DERAMS THAT WON'T COME TRUE • OH OH IT'S PARTY TIME • LET'S HAVE A LAUGH AND PASS THE WINE • IT'S EARLY AND I'M FEELIN' FINE • I'LL SOON BE OVER YOU • OH OH IT'S PARTY TIME • TIME TO GET YOU OFF MY MIND • IT'S EARLY AND I'M FEELIN' FINE • I'LL SOON BE OVER YOU • IT SHOULDN'T TAKE US VERY LONG • ANOTHER SIP OR TWO AND YOU'LL BE GONE • ANOTHER CHORUS OF SHE DONE HIM WRONG • AND I'LL BE OVER YOU • OH OH IT'S PARTY TIME • TIME TO GET YOU OFF MY MIND • IT'S EARLY AND I'M FEELIN' FINE I'LL SOON BE OVER YOU • OH OH IT'S PARTY TIME • LET'S HAVE A LAUGH AND PASS THE WINE • SONY ATV TREE • BMI • PIANO • TIM ATWOOD • LEAD GUITAR • RHYTHM GUITAR • MIKE BAKER • BASS GUITAR • MATT MCGEE • FIDDLE • CHARLIE VAUGHN • DRUMS • PERCUSSION • MARK BECKETT • HARMONICA • DANNY DUNN • BACKGROUND VOCALS • KATHY JARRELL, KELLY LANG, NANCY LANG, T.G. SHEPPARD, GENE HIGGINS, DARLENE FOWLER, SMOKE CROSSETT • PRODUCED BY GENE HIGGINS • RECORDED BY BUCK JARRELL AT BUCK'S PLACE NASHVILLE, TN • MIX ENGINEER • BUCK JARRELL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

6. HE'S TOO GOOD TO BE BLUE 3:48 • KELLY LANG • RICK SCOTT • IT'S NONE OF MY BUSINESS • YOU COULD TELL ME TO LEAVE • BUT HOW COULD YOU HURT HIM WHEN HE'S ALREADY ON HIS KNEES • SO JUST LET HIM GO • SET HIS POOR HEART FREE • CAUSE WE BOTH KNOW • THAT YOU'RE NOT WHAT HE NEEDS • HE'S TO GOOD TO BE BLUE • NO ONE LIKE HIM SHOULD BE HURTING IF ANGELS REALLY DO EXIST • HOW COULD YOU DO THIS • TO SOMEONE WHO LOVES YOU • YOU'RE BREAKING HIS HEART • I'VE SEEN HIM CRY A RIVER • I JUST WANTED YOU TO KNOW • IF YOU LET HIM GO I'LL BE THERE WHEN YOU DO • CAUSE HE'S TOO GOOD TO BE BLUE • OH I TRIED TO WARN HIM • SO MANY TIMES BEFORE • BUT WHEN IT COMES TO YOU • HE WONT LISTEN ANYMORE SO THAT'S WHY I'M HERE • HOPING YOU'LL SEE• THE DAMAGE YOU'VE DONE WHEN THERE'S REALLY NO NEED • HE'S TO GOOD TO BE BLUE • NO ONE LIKE HIM SHOULD BE HURTING • IF ANGELS REALLY DO EXIST • HOW COULD YOU DO THIS • TO SOMEONE WHO LOVES YOU • YOU'RE BREAKING HIS HEART • I'VE SEEN HIM CRY A RIVER • I JUST WANTED YOU TO KNOW • IF YOU LET HIM GO • I'LL BE THERE WHEN YOU DO • CAUSE HE'S TOO GOOD TO BE BLUE • I JUST WANTED YOU TO KNOW • IF YOU LET HIM GO • I'LL BE THERE WHEN YOU DO • CAUSE HE'S TOO GOOD TO BE BLUE • © 2004 ROWDY DOG HOUSE • BMI • KELLY LANG PUB • BMI • PIANO • KEYBOARD • STRINGS • TIM ATWOOD • STRINGS ARRANGED BY TIM ATWOOD • ELECTRIC GUITAR • LEAD GUITAR • RHYTHM GUITAR • MIKE BAKER • BASS GUITAR • MATT MCGEE • FIDDLE • MANDOLIN • CHARLIE VAUGHN • DRUMS • PERCUSSION • MARK BECKETT • BACKGROUND VOCALS • KATHY JARRELL • KELLY LANG • PRODUCED BY GENE HIGGINS • RECORDED BY BUCK JARRELL AT BUCK'S PLACE NASHVILLE, TN • MIX ENGINEER • BUCK JARRELL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

7. SINGLE MOTHER 3:49 • KELLY LANG • BRUCE BURCH • ANTHONY L. SMITH • UP IN THE MORNING BEFORE THE CLOCK GOES OFF • THE KIDS ARE PILED UP IN BED WITH HER SHE GETS THEM DRESSED STICKS POPTARTS IN THEIR HANDS • RUSHES THEM TO SCHOOL AND HERSELF TO WORK • LORD HAVE MERCY WHAT A SINGLE MOTHER MUST DO • SHE PUTS HER MAKEUP ON IN A TRAFFIC JAM • IT'S FIVE TILL EIGHT AND SHE'S ALMOST LATE • SHE CAN'T AFFORD TO LOOSE THIS JOB THAT PAYS JUST A LITTLE MORE THAN MINIMUM WAGE • LORD HAVE MERCY WHAT A SINGLE MOTHER MUST DO • SHE DON'T GET A WHOLE LOT OF HELP • SHE DON'T HAVE MUCH TIME FOR HERSELF • BUT SHE WOULDN'T TAKE ANYTHING • FOR EITHER ONE OF THEM • A GUY AT THE OFFICE INVITES HER FOR A DRINK • SHE'D LOVE TO GO, BUT SHE, SHE'S GOTTA RUN • CAUSE ONE'S AT BROWNIES AND ONE'S IN LITTLE LEAGUE • AND IN BETWEEN SHE'S GOT ERRANDS TO GET DONE • LORD HAVE MERCY WHAT A SINGLE MOTHER MUST DO • EMILY BROKE HER GLASSES TODAY • LITTLE BILLY'S BRACES CAN'T WAIT • AND THEIR DADDY CALLED JUST TO SAY • THE CHECK IS IN THE MAIL • THEY SAY THEIR PRAYERS AND SHE LAYS THEM DOWN TO SLEEP • THEN SHE SAYS ONE OF HER OWN • GIVE ME STRENGTH TO GIVE THEM ALL THEY NEED • WITH YOUR HELP I KNOW I'M NOT ALONE • LORD HAVE MERCY WHAT A SINGLE MOTHER MUST DO • LORD HAVE MERCY WHAT A SINGLE MOTHER MUST DO • HAPPY MEALS SAD FACE WHEN IT COMES TIME TO BATHE • LORD HAVE MERCY WHAT A SINGLE MOTHER MUST DO • CARPOOLS • SCHOOL PLAYS • SCRAPED KNEES AND BANDAIDS • LORD HAVE MERCY WHAT A SINGLE MOTHER MUST DO • © 2004 ROWDY HOUSE PUB • BMI • KELLY LANG PUB • BMI • NOTEWRITE MUSIC PUB / WORDS2 MUSIC/ ASCAP • BRUCE BURCH MUSIC • SESAC • PIANO • KEYBOARD • TIM ATWOOD • ELECTRIC GUITAR • LEAD GUITAR • RHYTHM GUITAR • MIKE BAKER • BASS GUITAR • MATT MCGEE • FIDDLE • CHARLIE VAUGHN • DRUMS • PERCUSSION • MARK BECKETT • BACKGROUND VOCALS • KATHY JARRELL • KELLY LANG • PRODUCED BY GENE HIGGINS • RECORDED BY BUCK JARRELL AT BUCK'S PLACE NASHVILLE, TN • MIX ENGINEER • BUCK JARRELL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

8. FEELS LIKE HOME 4:39 • RANDY NEWMAN • SOMETHIN' IN YOUR EYES MAKES ME WANNA LOSE MYSELF • MAKES ME WANNA LOSE MYSELF • IN YOUR ARMS • THERE'S SOMETHIN' IN YOUR VOICE • MAKES MY HEART BEAT FAST • HOPE THIS FEELING LASTS FOR THE REST OF MY LIFE • IF YOU KNEW HOW LONELY MY LIFE HAS BEEN • AND HOW LONG I'VE FELT SO ALONE • IF YOU KNEW HOW I WANTED SOMEONE TO COME ALONG • AND CHANGE • MY LIFE THE WAY YOU'VE DONE • IT FEELS LIKE HOME TO ME • IT FEELS LIKE HOME TO ME • IT FEELS LIKE I'M ALL THE WAY BACK WHERE I COME FROM • IT FEELS LIKE HOME TO ME • IT FEELS LIKE HOME TO ME • IT FEELS LIKE I'M ALL THE WAY BACK WHERE I BELONG • A WINDOW BREAKS • DOWN THE LONG DARK STREET AND A SIREN WAILS • IN THE NIGHT • BUT I'M ALRIGHT • 'CAUSE I HAVE YOU HERE WITH ME • AND I CAN ALMOST SEE • THROUGH THE DARK THERE IS LIGHT • IF YOU KNEW HOW MUCH THIS MOMENT MEANS TO ME • AND HOW LONG I'VE WAITED FOR YOUR TOUCH • IF YOU KNEW HOW HAPPY YOU ARE MAKING ME • I NEVER THOUGHT I'D LOVE ANYONE SO MUCH • IT FEELS LIKE HOME TO ME • IT FEELS LIKE HOME TO ME • IT FEELS LIKE I'M ALL THE WAY THE BACK WHERE I COME FROM • IT FEELS LIKE HOME TO ME • IT FEELS LIKE HOME TO ME • IT FEELS LIKE I'M ALL THE WAY BACK WHERE I BELONG • IT FEELS LIKE I'M ALL THE WAY BACK WHERE I BELONG • DAWSON'S CREEK MUSIC • BMI • PIANO • KEYBOARD • STRINGS • TIM ATWOOD • STRINGS ARRANGED BY TIM ATWOOD • ELECTRIC GUITAR • LEAD GUITAR • RHYTHM GUITAR • MIKE BAKER • BASS GUITAR • MATT MCGEE • FIDDLE • MANDOLIN • CHARLIE VAUGHN • DRUMS • PERCUSSION • MARK BECKETT • BACKGROUND VOCALS • KATHY JARRELL • KELLY LANG • PRODUCED BY GENE HIGGINS • RECORDED BY BUCK JARRELL AT BUCK'S PLACE NASHVILLE, TN • MIX ENGINEER • BUCK JARRELL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

9. THESE ARE THEM 3:17 • JIM COLLINS • SANDY RAMOS • IF YOU WANT TWO ARMS TO HOLD YOU TIGHT THESE ARE THEM • TO SQUEEZE YOU • PLEASE YOU • DAY OR NIGHT • THESE ARE THEM • IF YOU WANT TWO ARMS TO HOLD YOU • NEVER EVER LET YOU GO • TO WRAP AROUND YOU BABY • I THINK YOU NEED TO KNOW • LOOK HERE FIRST YOU CAN CALL OFF THE SEARCH • THESE ARE THEM • IF YOU WANT TWO EYES TO GAZE INTO • THESE ARE THEM • NOT BLUE BUT TRUE STUCK LIKE GLUE ON YOU THESE ARE THEM • IF YOU'RE WANTING ONES THAT REALLY WANT TO SEE ONLY YOU • SLIDE ON OVER THIS IS WHAT YOU DO LOOK REAL CLOSE • CUZ YOU GOTTA KNOW THESE ARE THEM • THERE ARE THOSE I SUPPOSE THAT WOULD TELL YOU OTHERWISE • THEN THERE'S ME • THAT BELIEVES • I GOT EVERYTHING YOU NEED IF YOU'LL BE MINE, ALL MINE • IF YOU WANT TWO LIPS THAT KNOW HOW TO KISS, THESE ARE THEM • SOFT AND OFTEN JUST LIKE THIS • THESE ARE THEM • IF YOU'RE WANTING ONE'S TO WHISPER SWEET NOTHING'S IN YOUR EAR • THEN LET ME TELL YOU SOMETHING, I THINK YOU NEED TO HEAR LOOK NO MORE CUZ BABY I'M SURE, THESE ARE THEM • LOOK NO MORE BABY I'M SURE, THESE ARE THEM • THESE ARE THEM • EMI BLACKWOOD MUSIC INC./ JELINDA MUSIC/ LAWYERS WIFE MUSIC/ REYNSONG PUBLISHING CORP. / BMI • PERCUSSION • TOM ROADY • BASS • DUNCAN MULLINS • ACOUSTIC, SYNTH, AND STRINGS • LARRY BYROM • LEAD • JERRY KIMBRO • MANDOLIN • FIDDLE • WANDA VICK • B-3 • TONY HARRELL • BACKGROUND VOCALS - KELLY LANG • PRODUCED BY • STUART HARRIS • RECORDED BY • ERIC PAUL • AT CREATIVE RECORDING, INC NASHVILLE, TN • MIX ENGINEER • ERIC PAUL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

10. LOOKING DOWN 3:47 • KELLY LANG • FRANK SOLESBEE • SHE SITS AT THE TABLE • WITH HER CRAYONS AND PAPER • DRAWING A PICTURE OF HER FAMILY SHE PUTS THEM ON THE FRIDGE DOOR WITH MAGNETS FROM THE HARDWARE STORE • AND SAYS MAMA COME AND SEE THERE YOU ARE HOLDING MY HAND AND THERE'S OUR PUPPY PLAYING IN THE SAND • AND THAT'S OUR HOUSE • AND MY SWING IN THE TREE AND IF YOU LOOK REAL CLOSE YOU CAN SEE DADDY LOOKING DOWN FROM THAT BIG BLUE SKY • HE'S LOOKING DOWN • WATCHING OVER YOU AND I • MAMMA DON'T YOU CRY • CAUSE DADDY STILL AROUND • HE'S JUST UP THEIR LOOKING DOWN • SHE KNEELS BY HER BED • AND BOWS HER LITTLE HEAD • AND SAYS KNOW I LAY ME DOWN TO SLEEP • GOD IF YOU DON'T MIND COULD YOU DRY MY MAMAS EYES • AND SHOW DADDY THE PICTURE FOR ME OF MAMA HOLDING MY HAND • AND THERE'S OUR PUPPY PLAYING IN THE SAND • LET HIM SEE OUR HOUSE • AND MY SWING IN THE TREE • GOD I HOPE MY DADDY'S LOOKING DOWN • FROM THAT BIG BLUE SKY • HE'S LOOKING DOWN • WATCHING • OVER MOM AND I • DON'T LET HIM SEE ME CRY • I KNOW HE'S STILL AROUND HE'S JUST UP THERE LOOKING DOWN • HE'S UP THERE LOOKING DOWN • SHE SITS AT THE TABLE • WITH HER CRAYONS AND PAPER • DRAWING A PICTURE OF HER FAMILY • © 2004 ROWDY HOUSE PUB • BMI • KELLY LANG PUB • BMI • BILL BUTLER MUSIC BMI • PIANO • KEYBOARD • STRINGS • TIM ATWOOD • STRINGS ARRANGED BY TIM ATWOOD • ELECTRIC GUITAR • LEAD GUITAR • RHYTHM GUITAR • MIKE BAKER • BASS GUITAR • MATT MCGEE • FIDDLE • CHARLIE VAUGHN • DRUMS • PERCUSSION • MARK BECKETT • BACKGROUND VOCALS • KATHY JARRELL • KELLY LANG • PRODUCED BY GENE HIGGINS • RECORDED BY BUCK JARRELL AT BUCK'S PLACE NASHVILLE, TN • MIX ENGINEER • BUCK JARRELL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

11. WHEN WE LOVED HERE 5:05 • KELLY LANG • T.G. SHEPPARD • WE LEFT ONE AT GRACELAND RIGHT THERE ON THE WALL • AND IN NORTH CAROLINA IN THE BILTMORE HALL • WE LEFT A COIN WHEREVER WE'D BEEN • CAUSE ONE DAY WE'D GO GET THEM • AND REMEMBER WHEN • WE LOVED HERE SO DEEP AND PASSIONATELY WE HAD TO LEAVE SOMETHING • TO SEAL THE MEMORY • CAUSE ONE DAY WE'D COME BACK AND REACH FOR OUR COIN • AND JUST FOR THIS MOMENT OUR MEMORY WILL JOIN TO A TIME THAT WE HOLD SO DEAR • WHEN WE LOVED HERE • WHEN WE LOVED HERE • THERE'S ONE DOWN IN NASHVILLE • UNDER A STADIUM SEAT • AND ALL OF THE PLACES THAT WE LOVED TO MEET • IN A CRACK OF A SIDEWALK • WHERE WE HAD OUR FIRST KISS • YEA WE LEFT A COIN TO REMEMBER ALL THIS • WHEN WE LOVED HERE • SO DEEP AND PASSIONATELY • WE HAD TO LEAVE SOMETHING TO SEAL IN THE MEMORY • CAUSE ONE DAY WE'D COME BACK AND REACH FOR OUR COIN • AND JUST FOR THIS MOMENT OUR MEMORY WILL JOIN • TO A TIME THAT WE HOLD SO DEAR WHEN WE LOVED HERE • WHEN WE LOVED HERE • PENNIES NICKELS • QUARTERS AND DIMES • WE LEFT THEM ALL • TO REMEMBER THE TIMES • NOW I'M STANDING IN MEMPHIS ALONE • TO LOOK FOR OUR COIN AND BRING IT ON HOME • MY HEART IS BROKEN • I CAN BARELY STAND • JUST KNOWING YOU ONCE HELD THIS COIN IN YOUR HAND • WHEN WE LOVED HERE • SO DEEP AND PASSIONATELY • WE HAD TO LEAVE SOMETHING TO SEAL THE MEMORY • AND I WILL GO BACK AND REACH FOR OUR COIN • AND JUST FOR A MOMENT OUR MEMORY WILL JOIN • TO A TIME THAT WE HOLD SO DEAR • WHEN WE LOVED HERE • WHEN WE LOVED HERE • © 2004 ROWDY HOUSE PUB • BMI • KELLY LANG PUB • BMI • PIANO • KEYBOARD • STRINGS • TIM ATWOOD STRINGS ARRANGED BY TIM ATWOOD • ELECTRIC GUITAR • LEAD GUITAR • RHYTHM GUITAR • MIKE BAKER • BASS GUITAR • MATT MCGEE • FIDDLE • MANDOLIN • CHARLIE VAUGHN • DRUMS • PERCUSSION • MARK BECKETT • BACKGROUND VOCALS • KATHY JARRELL • KELLY LANG • PRODUCED BY GENE HIGGINS • RECORDED BY BUCK JARRELL AT BUCK'S PLACE NASHVILLE, TN • MIX ENGINEER – BUCK JARRELL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON

12. DOWN ON MY KNEES 3:30 • KELLY LANG • I AM A GIRL • A SIMPLE GIRL LIVING MY LIFE FOR THIS OLD WORLD • I THOUGHT THAT I WAS FREE AS A DOVE • BUT NOW I NEED HELP FROM ABOVE • I GOT A LITTLE LOWER • EVERYDAY • MY SKYS OF BLUE DONE TURNED TO GREY • WELL LIFE HAD BEAT ME PLUMB IN THE GROUND • I COULDN'T GET UP • SO I HAD TO GO DOWN • DOWN ON MY KNEES • DOWN ON MY KNEES • BEGGING YOU PLEASE • DEAR GOD FOR MERCY • I'VE ALWAYS BEEN • THE FIRST TO SIN • SO PLEASE BE MY FRIEND OH LORD FORGIVE ME • YOU ARE MY MAKER • I AM YOUR CLAY • I'LL DO WHAT EVER LORD YOU SAY • I'VE EVER BEEN SO BROKEN DOWN • I AM SO LOST • BUT I CAN BE FOUND DOWN ON MY KNEES • DOWN ON MY KNEES • BEGGING YOU PLEASE • DEAR GOD FOR MERCY • I'VE ALWAYS BEEN • THE FIRST TO SIN • SO PLEASE BE MY FRIEND • OH LORD FORGIVE ME • THANK YOU GOD FOR CARPET ON THE FLOOR • CAUSE YOU KNOW THAT I'LL BE KNEELING HERE SOME MORE DOWN ON MY KNEES • DOWN ON MY KNEES • BEGGING YOU PLEASE DEAR GOD FOR MERCY • I'VE ALWAYS BEEN • THE FIRST TO SIN • SO PLEASE BE MY FRIEND • OH LORD FORGIVE ME • DOWN ON MY KNEES • DOWN ON MY KNEES • BEGGING YOU PLEASE DEAR GOD FOR MERCY • I'VE ALWAYS BEEN • THE FIRST TO SIN • SO PLEASE BE MY FRIEND • OH LORD FORGIVE ME DOWN ON MY KNEES • DOWN ON MY KNEES • BEGGING YOU PLEASE DEAR GOD FOR MERCY • I'VE ALWAYS BEEN • THE FIRST TO SIN • SO PLEASE BE MY FRIEND • OH LORD FORGIVE ME • PLEASE BE MY FRIEND OH LORD FORGIVE ME • © 2004 ROWDY HOUSE PUB • BMI • KELLY LANG PUB • BMI • PIANO • TIM ATWOOD • LEAD GUITAR • RHYTHM GUITAR • MIKE BAKER • BASS GUITAR • MATT MCGEE • FIDDLE • MANDOLIN • CHARLIE VAUGHN • DOBRO • RANDY KOURS • DRUMS • PERCUSSION • MARK BECKETT • HARMONICA • DANNY DUNN • BACKGROUND VOCALS • KATHY JARRELL, KELLY LANG • PRODUCED BY GENE HIGGINS • RECORDED BY BUCK JARRELL AT BUCK'S PLACE NASHVILLE, TN • MIX ENGINEER – BUCK JARRELL • MASTERED AT GEORGETOWN MASTERS NASHVILLE, TN • MASTERING ENGINEER • ANDREW MENDELSON