<table>
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<th>No.</th>
<th>Song Title</th>
<th>Performer</th>
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<tr>
<td>1</td>
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<td>The World Ain't Slowin' Down</td>
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<td>Any Major Dude Will Tell You</td>
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<td>Only A Fool Would Say That</td>
<td>Ivy</td>
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<tr>
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<td>Hootie &amp; The Blowfish</td>
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1 Breakout performed by Foo Fighters
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8 Can't Find The Time To Tell You performed by Hootie & The Blowfish
9 Bodhisattva performed by Brian Setzer Orchestra
10 Bad Sneakers performed by The Push Stars
11 Reelin' In The Years performed by Marvelous 3
12 Strange Condition performed by Pete Yorn
13 Barrytown performed by Ben Folds Five
14 Razor Boy performed by Billy Goodrum
15 Where He Can Hide performed by Tom Wolfe
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Special Thanks To:

Only A Fool Would Say That performed by
Ivy

Written by Walter Becker and Donald Fagen • Published by Universal-MCA Music Publishing, a division of Universal Studios, Inc./Red Giant, Inc., (ASCAP) • Performed and Mixed by Andy Chais and Adam Schlesinger • Recorded at Brickyard Sound, New York, N.Y. • Engineered by Chais • Mastered by Mert Miller at Sony Music Studios, New York, N.Y. • Ivy appears currently on Epic Records

Can't Find The Time To Tell You performed by
Hootie & The Blowfish

Written by Bruce Arnold • Published by Universal-MCA Music Publishing, a division of Universal Studios, Inc., (ASCAP) • Performed by Jerry Hanson • Recorded at Revolution Sound Studios, Charlotte, N.C. • Engineered by Eric Thommen • Mixed by Tom Lord-Alge • Hootie & The Blowfish appear currently on Atlantic Records

Bodhisattva performed by Brian Setzer Orchestra

Written by William L. Nelson • Published by Universal-MCA Music Publishing, a division of Universal Studios, Inc., (ASCAP) • Performed by Brian Setzer and Peter Collins • Recorded at Village Recorder, Los Angeles, CA • Mixed by Tom Lord-Alge • Additional Recording at Sound Tech Studios, New York, N.Y. • Drums: Dennis Davis, Bass: Brian Setzer, Saxophones: Don Johnson, Jeff Young, Ray Herman, Tinsley Ellis, Max Zeiler, Guitar: Brian Setzer, Brian Fair, Corky Woods, Trampus, Wil Murl, Kevin Natal, Kevin Richardson, Kye Palmer • Brian Setzer Orchestra appears currently on Epic Records

Bad Sneakers performed by The Push Stars

Written by Walter Becker and Donald Fagen • Published by Universal-MCA Music Publishing, a division of Universal Studios, Inc., (ASCAP) • Performed by Jim Finn and Butch Walker • Recorded at Castle Sound, Los Angeles, CA • Engineered by Jon Lajoie and Pete Yom • Pete Yom appears courtesy of Columbia Records • Mastered by Scott Hull at Classic Sound, Inc. • The Push Stars appears courtesy of Atlantic Records

Reelin' In The Years performed by Marvelous 3

Written by Walter Becker and Donald Fagen • Published by Universal-MCA Music Publishing, a division of Universal Studios, Inc., (ASCAP) • Performed by Jody Finn and Billy Goodrum • Recorded and Mixed by Adam Kasper and Jody Finn • Jody Finn appears courtesy of Atlantic Records • Mastered by Scott Hull at Classic Sound, Inc. • Marvelous 3 appears courtesy of Hi Fi Recordings lnc./Elektra Entertainment Group Inc.

Any Major Dude Will Tell You performed by Wilco

Written by Walter Becker and Donald Fagen • Published by Universal-MCA Music Publishing, a division of Universal Studios, Inc., (ASCAP) • Performed by Wilco • Recorded at Mahavishnu Studios, Chicago, Il. • Mixed at Engine Music, Chicago, Il. • Recorded and mixed by Matt Berninger and Chris Brooke • Wilco appears currently on Reprise Records

Special Thanks To:

Art Direction and Design: P. Hegarty

Strange Condition performed by Pete Yorn

Written by Pete Yorn • Published by Twoent Records (ASCAP) • Produced by Brad Wood • Co-produced by R. Walt Vaught and Pete Yorn • Pete Yorn appears courtesy of Columbia Records • By arrangement with Sony Music • © 2000 Sony Music Entertainment, Inc.

Barrytown performed by Ben Folds Five

Written by Walter Becker and Donald Fagen • Published by Universal-MCA Music Publishing, a division of Universal Studios, Inc./Red Giant, Inc., (ASCAP) • Performed by Caleb Saulnier • Recorded at Metalworks, Toronto, Canada • Engineered by Ed Krouse • Mixed by Tom Lord-Alge • Ben Folds Five appears currently on Epic Records/500 Music

Razor Boy performed by Billy Goodrum

Written by Walter Becker and Donald Fagen • Published by Universal-MCA Music Publishing, a division of Universal Studios, Inc./Red Giant, Inc., (ASCAP) • Performed by Charlie Campbell and Billy Goodrum • Engineered by Charlie Campbell

Where He Can Hide performed by Tom Wolfe

Written by Tom Wolfe • Published by Daltref/MusicFox/Music Corp. (BMI) • Performed by Tom Wolfe • Records by Sovereign, produced by Gary David Schwartz

Soundtrack Producers:
Peter Farrell, Bobby Farrell, Tom Wolfe and Manish Raval

Soundtrack Producers:
John Kirkpatrick

Soundtrack Coordinator for Elektra Records: Adam Ramin and Chris Walters
Music Supervised for Twentieth Century Fox by Robert Kraft and Laura Ziffren Music Consultants: Walter Becker and Donald Fagen
Business Affairs: Tom Cavanaugh and Charlie Lozewi