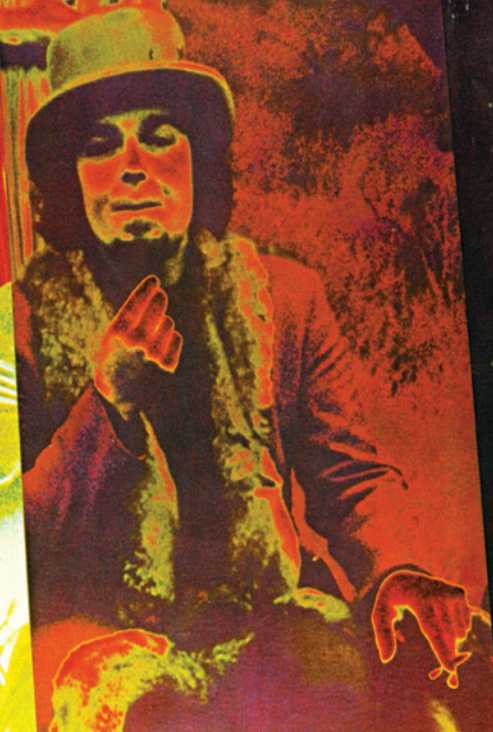


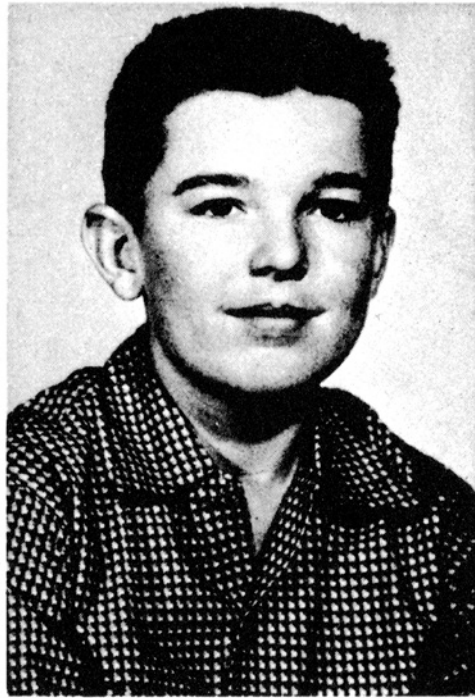
A person is shown from the chest up, wearing a dark green suit jacket with a thick, light brown fur collar. They are also wearing a dark blue patterned scarf. On their head is a tall, black top hat with a small tassel on top. The person's face is covered by a realistic trout mask, which has large, blue, wide-open eyes and a slightly open mouth showing small teeth. The person's right hand is raised to their face, with fingers spread, as if they are about to perform a magic trick or are in a state of surprise. The background is a solid, vibrant red color.

TROUT MASK REPLICA

CAPTAIN BEEFHEART
& HIS MAGIC BAND







TROUT MASK REPLICA
CAPTAIN BEEFHEART

1. FROWNLAND 1:40
2. THE DUST BLOWS FORWARD 'N THE DUST BLOWS BACK 1:53
3. DACHAU BLUES 2:22
4. ELLA GURU 2:26
5. HAIR PIE: BAKE 1 4:58
6. MOONLIGHT ON VERMONT 3:59
7. PACHUCO CADAVER 4:39
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12. MY HUMAN GETS ME BLUES 2:46
13. DALI'S CAR 1:26
14. HAIR PIE: BAKE 2 2:23
15. PENA 2:34
16. WELL 2:07
17. WHEN BIG JOAN SETS UP 5:18
18. FALLIN' DITCH 2:08
19. SUGAR'N SPIKES 2:30
20. ANT MAN BEE 3:57
21. ORANGE CLAW HAMMER 3:34
22. WILD LIFE 3:09
23. SHE'S TOO MUCH FOR MY MIRROR 1:40
24. HOBO CHANG BA 2:02
25. THE BLIMP (mousetrapreplica) 2:04
26. STEAL SOFTLY THRU SNOW 2:18
27. OLD FART AT PLAY 1:51
28. VETERAN'S DAY POPPY 4:30

Produced by FRANK ZAPPA
Arranged by DON VAN VLIET

Manta Ray A Black and white
hand groped in blue light
under the Moon Scratched
A Fingernail
tipped off Full man to one side
of HEAVENS Black top hat
God smiled, his Black and white wings
WET with TEARS OF PEACE PERFUMED
with life's PERFECTION.

Don +m Hiet

FROWNLAND

My smile is stuck
I cannot go back t' yer Frownland
My spirit's made up of the ocean
And the sky 'n the sun 'n the moon
'n all my eye can see
I cannot go back to yer land of gloom
Where black jagged shadows
Remind me of the comin' of yer doom
I want my own land
Take my hand 'n come with me
It's not too late for you
It's not too late for me
To find my homeland
Where uh man can stand by another man
Without an ego flyin'
With no man lyin'
'n no one dyin' by an earthly hand
Let the devils burn 'n the beggar learn
'n the little girls that live in those old worlds
Take my kind hand
My smile is stuck
I cannot go back t' yer Frownland
I cannot go back t' yer Frownland

THE DUST BLOWS FORWARD 'N THE DUST BLOWS BACK

There's ole Gray with 'er dovewinged hat
There's ole Green with her sewing machine
Where's the bobbin at?
Tote'n old grain in uh printed sack
The dust blows forward 'n dust blows back
And the wind blows black thru the sky
And the smokestack blows up in suns eye
What am I gonna die?
Uh white flake riverboat just flew by
Bubbles popped big
'n uh lipstick Kleenex hug on uh pointed forked twig
Reminds me of the bobby girls
Never was my hobby girls
Hand full uh worms and uh pole fishin'
Cork bobbin' like uh hot red bulb
'n uh bluejay squeaks
His beak open an inch above uh creek
Gone fishin' for uh week
Well I put down my bush
'n I took off my pants 'n felt free
The breeze blowin' up me 'n up the canyon
Far as I could see
It's night now and the moon looks like uh dandelion
It's black now 'n the blackbirds feedin' on rice
'n his red wings look like diamonds 'n lice
I could hear the mice toes scamperin'
Gophers rumblin' in pile crater rock hole
One red bean stuck in the bottom of uh tin bowl
Hot coffee from uh krimp up can
Me 'n my girl named Bimbo Limbo Spam

DACHAU BLUES

Dachau blues those poor jews
Dachau blues those poor jews
Down in Dachau blues, down in Dachau blues
Still cryin' 'bout the burnin' back in world war two's
One mad man six million lose
Down in Dachau blues down in Dachau blues
Dachau blues, Dachau blues those poor jews
The world can't forget that misery
'n the young ones now beggin' the old ones please
t' stop bein' madmen
'fore they have t' tell their children
'bout the burnin' back in World War Three's

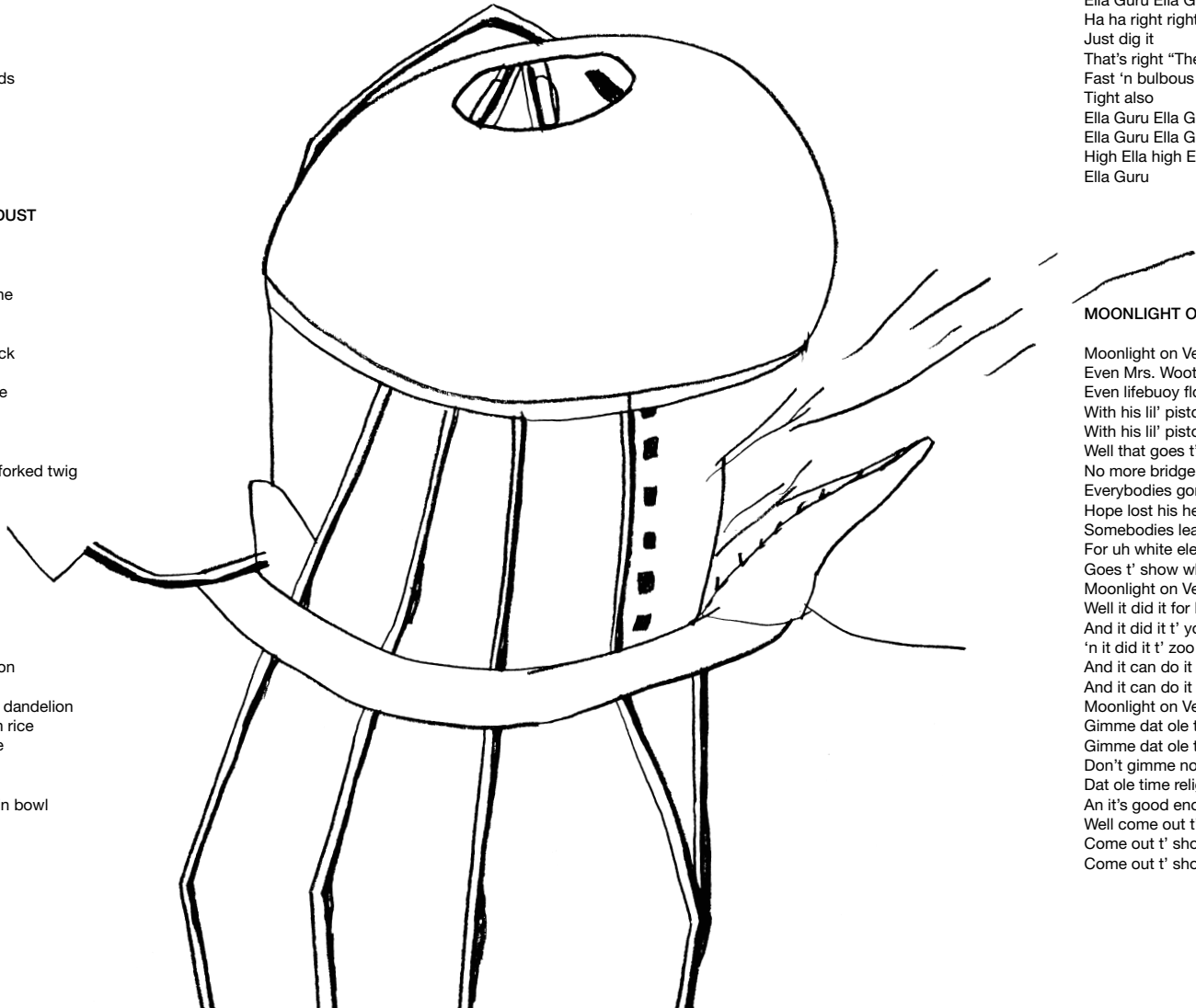
War One was balls 'n powder 'n blood 'n snow
War Two rained death 'n showers 'n skeletons
Danced 'n screamin' 'n dyin' in the ovens
Cough 'n smoke 'n dyin' by the dozens
Down in Dachau blues
Down in Dachau blues
Three little children with doves on their shoulders
Their eyes rolled back in ecstasy cryin'
Please old man stop this misery
They're countin' out the devil
With two fingers on their hands
Beggin' the Lord don't let the third one land
On World War Three
On World War Three

ELLA GURU

Here she comes walkin'
Lookin' like uh zoo
Hello Moon Hello Moon
Hi Ella high Ella Guru
She knows all the colors that nature do
High Ella high Ella Guru
High yella high red high blue she blew
High Ella high Ella Guru
She do what she mean
She do what she do
Got sumptin' fo' me sumptin' fo' you
She sho' sumptin'
She's young too
Ella Guru Ella Guru
Ella Guru Ella Guru
Ha ha right right
Just dig it
That's right "The Mascara Snake"
Fast 'n bulbous
Tight also
Ella Guru Ella Guru
Ella Guru Ella Guru
High Ella high Ella Guru
Ella Guru

MOONLIGHT ON VERMONT

Moonlight on Vermont affected everybody
Even Mrs. Wooten well as little Nitty
Even lifebuoy floatin'
With his lil' pistol showin'
With his lil' pistol Totin'
Well that goes t' show you what uh moon can do
No more bridge from Tuesday t' Friday
Everybody's gone high society
Hope lost his head 'n got off on alligators
Somebodies leavin' peanuts on the curbins
For uh white elephant escaped from zoo with love
Goes t' show what uh moon can do
Moonlight on Vermont
Well it did it for Lifebuoy
And it did it t' you
'n it did it t' zoo
And it can do it for me
And it can do it for you
Moonlight on Vermont
Gimme dat ole time religion
Gimme dat ole time religion
Don't gimme no affliction
Dat ole time religion is good enough for me
An it's good enough for you
Well come out t' show dem
Come out t' show dem
Come out t' show dem



Come out t' show dem
Come out t' show dem
Come out t' show dem
Come out t' show dem
Gimme dat ole time religion
Gimme dat ole time religion
Gimme dat ole time religion
It's good enough for me
Without yer new affliction
Don't need yer new restrictions
Gimme dat ole time religion
It's good enough for me
Moonlight on Vermont

PACHUCO CADAVER

When she wears her bolero then she begin t' dance
All the pachucos start withhold'n hands
When she dirves her Chevy Sissy's don't dare t' glance
Yellow jackets n red debbles buzzin' round 'er hair hive no
She wears her past like uh present
Take her fancy in the past
Her sedan skims along the floorboard
Her two pipes pied hummin' carbon cum
Got her wheel out of uh B-29 Bomber brodey knob amber
Spanish fringe 'n talcum tazzles FOREVER AMBER
She looks like an old squaw indian
she's 99 she won't go down
Avocado green 'n alfalfa yellow adorn her t' the ground
Tatooes 'n tarnished utenzles uh snow white bag full o' tunes
Drives uh cartune around broma' seltzer blue umbrella
Keeps her up off the ground
Round red sombreros rap 'er high tap horsey shoes
When she unfolds her umbrella pachucos got the blues
Her lovin' makes me so happy
If I smiled I'd crack m' chin
Her eyes so peaceful thinks it's heaven she been
Her skin is smooth as the daisies
In the center where the sun shines in
Smiles as sweet as honey
Her teeth clean as the combs where bees go in
When she walks flowers surround her
Let their nectar come in to the air around her
She loves her love sticks out like stars
Her lovin' sticks out like stars

BILLS CORPSE

Quietly the rain played down on last of the ashes
Quietly the light played down on her lashes
She smiled 'n twisted she smiled 'n twisted
Hideously looking back at what once was beautiful
Playing naturally magically
O' her ragged hair was shinin' red white 'n blue
All 'n all the children screamin'
Why surely madam you must be dreamin'
You couldn't have done this if you knew what you were doin'
Well the gold fish 'n the bowl lay upside down bloatin'
Full in the sky 'n the plains were bleached white with skeletons
Various species grouped together according

To their past beliefs
The only way they ever all got together was
Not in love but shameful grief
It's not the way I'd like it t' get together
That's not the kind uh thoughts I'd like t' keep
The rain played lightly down down on the formaheap
O' lady look up in time o' lady look out of love
'n you should have us all
O' you should have us fall

SWEET SWEET BULBS

Sweet sweet sweet sweet bulbs grow in m' latest garden
Warm warm warm warm warm sun fingers wave
In m' latest garden
Flowers dance their faces brave
Come talk freely in the garden of m' lady
Her hominy smile her hominy snatch
Only uh crow would peck
'n uh chicken would scratch
Her lips turned up t' kiss
I see yuh Phoebe baby in yer bonnet
With the sunset written on it
'n the shadow of uh tree
Curled around her knee in color
'n just behind yuh was the sea of negativity
Tinklin' like mercury in the wind
Her feet kept by the ground her toes bare brown
Her carriage she'd abandoned like uh hand-me-down
She walked back into nature uh queen uncrowned
She had just recognized herself
To be an heir t' the throne
Her garden gate swings lightly without weight
Open t' most anyone that needs uh little freedom
For God's sake
O' come as many as you can
In dark or light you're free t' grow as flowers
Share her throne 'n use her toothbrush
'n spend some interesting hours

NEON MEATE DREAM OF A OCTAFISH

Lucid tenacles test 'n sleeved
'n joined 'n jointed jade pointed
Diamond back patterns
Neon meate dream of a octafish
Artifact on rose petals
'n flesh petals 'n pots
Fack 'n feast 'n tubes tubs bulbs
In jest incest injust incest
'n specks 'n speckled speckled
Speckled speculation
Fedlocks waddlin' feast
Archaic faces frenzy
Ceramic fists artificial deceased
'n cists rancid buds burst
Dank drum 'n dung dust
Meate rose 'n hairs
meaty dream wet meate

Limp damp rows
Peeled 'n felt fields 'n belts
Impaled on 'n daeman
Mucus mules
Twat trot tra la tra la
Tra la tra la tra la
Whale bone fields 'n belts
Whale bone farmhouse
Cavorts girdled 'n latters uh lite
Cavorts girdled 'n latters uh lite
Uh dipped amidst
Squirmin' serum 'n semen 'n syrup 'n semen
'n serum
Stirrupped in syrup
Neon meate dream of a octafish

CHINA PIG

I don't wanna kill my china pig
No I don't
Uh man's gotta live
Uh man's gotta eat
Uh man's gotta have shoes t' walk out on the street
I don't wanna kill my china pig
Eil he was uh baby I want yuh t' see
I don't wanna kill my china pig
Well I used t' go t' school
With uh' little red box
'n I used to have m' pig go with me
We walked for blocks
I don't wanna kill my china pig
His tail curled five times in uh circle round
It's glazed
He's got uh slot in his back flowers grow
My china pig be uh quite uh show
I don't wanna kill m' china pig
Woe no
My china pig
I got him by the snout
'n I takes him by the cuff
'n I whipped out m' fork
'n I poked at urn
Three hairs laid out on m' floor
I remember my china pig
I fed the neighborhood
It was uh big neighborhood
Uh lot uh people liked my pig
One little girl used t' put her fingers in his snout
I put uh fork in his back
I didn't wanna kill my china pig

MY HUMAN GETS ME BLUES

I saw yuh baby dancin' in yer x'ray gingham dress
I knew you under yer dress
I knew you under yer dress
Just keep comin' Jesus
Yer the best dressed
You look dandy in the sky but you don't scare me
Cause I got you here in my eye

In this lifetime you got 'mhumangetsmeblues
With yer jaw hangin' slack 'n yer hair's curlin'
Like an ole navy fork stickin' in the sunset
The way you were dancin' I knew you'd never come back
You were strainin' t' keep yer'
Old black cracked patent shoes
In this lifetime you got m'humangetsmeblues
Well the way you'd been ole lady
I could see the fear in yer windows
Under yer furry crawlin' brow
Uh silver bow rings up in inches
You were afraid you'd be the devils red wife
But it's alright God dug yer dance
'n would have you young 'n in his harum
Dress you the way he wants cause he never had uh doll
Cause everybody made him uh boy
'n God didn't think t' ask his preference
You can bring yer dress 'n yer favorite dog
'n yer husbands cane
'n yer old spotted hog
Cause in this lifetime
You've got m'humangetsmeblues

PENA

Pena
Her little head clinking
Like uh barrel of red velvet balls
Full past noise
Treats filled 'er eyes
Turning them yellow like enamel coated tacks
Soft like butter hard not t' pour
Out enjoying the sun while sitting on
Uh turned on waffle iron
Smoke billowing up from between her legs
Made me vomit beautifully
'n crush uh chandelier
Fall on my stomach 'n view her
From uh thousand happened facets
Liquid red salt ran over crystals
I later band-aided the area
Sighed
Oh well it was worth it
Pena pleased but sore from sitting
Chose t' stub 'er toe
'n view the white pulps horribly large
In their red pockets
"I'm tired of playing baby," she explained
'n out of uh blue felt box let escape
One yellow butterfly the same size
Its droppings were tiny green phosphorus worms
That moved in tuck 'n rolls that clacked
'n whispered in their confinement
Three little burnt scotch taped windows
Several yards away
Mouths open t' tongues that vibrated
'n lost saliva
Pena exclaimed, "That's the raspberries."

WELL

Light floats down day river on uh red raft o' blood
Night blocks out d' heavens like uh big black shiny bug
Its hard soft shell shinin' white in one spot well
It's uh hard place dat I'm livin' but I'm doin' well well
The white ice horse melted like uh spot uh silver well
Its mane went last then disappeared the tail
My life ran thru my veins
Whistlin' hollow well
I froze in solid motion well well
I heard the ocean swarmin' body well well
I heard the beetle clickin' well
I sensed the thickest silence scream
Then I begin t' dream
My mind cracked like custard
Ran red until it sealed
Turn t' wooden 'n rolled like uh wheel well well
Thick black felt birds uh flyin'
With capes of solid chrome
With feathers of solid chrome
'n beaks of solid bone
'n bleach the air around them
White 'n cold well well
Till it's shown in pain
The hollow cane clicked like ever after
Its shadow vanished shinin' silence
well well

WHEN BIG JOAN SETS UP

Hoy hoy
When Big Joan comes out
Her arms are too small
Her head like uh ball
She tied off her horse
'n galloped off into the moonbeams
She pulled up her blouse
n' compared her navel to the moon
I dig my life for uh while
Whin Big Joan sets up
Her hands are too small
She's too fat t' go out in the daylight
So she rolls around allnight
I'm just sorta thread
With uh drooped body
I'll set up with uh Big Joan
I'm too fat t' go out
In the daylight
I'll stay up all night
I won't droop if you
Won't talk about your
Hands bein' too small
You know something's happenin'
Or you wouldn't of come out like yuh did
She ain't built for goin' naked
So she can't wear any new clothes
Or go t' the beach
They laugh at her body
Cause her hands are too small
When Big Joan sits up her hands are too small

She's outa reach
Uh turquoise scarf 'n uh sleeve
Rolled up over uh Merc Montclair
I'll sit up with yuh Big Joan
I'm too fat to go out in the daytime
I'll stay up all night
If yuh promise not t' talk
About yer hands bein' too small
Hoy hoy is she uh boy?

FALLIN' DITCH

When I get lonesome the wind begin t' moan
When I trip fallin' ditch
Somebody wanna' throw the dirt right down
When I feel like dyin' the sun come out
'n stole m' fear 'n gone
Who's afraid of the spirit with the bluesferbones
Who's afraid of that fallin' ditch
Fallin' ditch ain't gonna get my bones
How's that for the spirit
How's that for the things
Ain't my fault the thing's gone wrong
When I'm smilin' my face wrinkles up real warm
When um frownin' things just turn t' stone
Fallin' ditch ain't gonna get my bones
When I get lonesome the wind begin t' moan
Fallin' ditch ain't gonna get my bones

SUGAR N SPIKES

'n sugar 'n spikes 'n neon nights
Walk 'n lights 'i chains coughin' smoke whoopin' hope
Cardinal sky rush by falls bark in dark
Fall back in dark
Pies steam stale shoes move broom 'n pale
Moon in uh dime store sale
Sugar 'n spikes 'n everything nice 'n everything nice 'n crazy
That's what little worlds are made of lady
I'm paid up in home in m' new Friday's house
There's no H on my faucet there's no bed for m' mouse
My punch 'n grow mind in diamond back time
Now it's king for uh day with my lady look fine
Got m' peak up hat 'n my caramel mask
Tremelo car speidel wrist round m' honey
Goin' t' see the navy blue Vicar
Paul Peter 'n misses wray flicker

ANT MAN BEE

White ants runnin'
Black ants crawlin'
Yella ants dreamin'
Brown ants longin'
All those people longin' to be free
Uhuru ant man bee uhuru ant man bee
All the ants in God's garden they can't get along
War still runnin' on
It's that one lump uh sugar

That they won't leave each other 'lone
Why do yuh have t' do this
You've got t' let us free
I'll sit up with yuh have t' do this
You've got t' set us free
Why do yuh have t' do this
You've got t'set us free
Why do yuh have t' do this
You've got t' set us free
Uhuru ant man bee uhuru ant man bee
Now the bee takes his honey Then he sets the flower free
But in God's garden only
Man 'n the ants
They won't set each other bee

ORANGE CLAW HAMMER

Uh thick cloud caught uh piper cubs tail
The match struck blue on uh railroad rail
The old puff horse was just pullin' thru
'n uh' man wore uh peg leg forever
I'm on the bum where the hoboos run
The air breaks with filthy chatter
Oh I don't care there's no place there
I don't think it matters
My skin's blazin' thru
'n my clothes in tatters
'n the railroad looks
Like uh "Y" up the hill of ladders
One shoe fell on the gravel
One stick poked down
Gray of age fell down on uh pair of ears
An eagle shined thru my hole watch pocket
Uh gingham girl baby girl
Passed me by in tears
Uh jack rabbit raised his folded ears
Uh beautiful sagebrush jack rabbit
'n an oriole sang like an orange
His sugar full uh worms
'n his tail clawed the evenin' like uh hammer
His wings took t' air like uh bomber
'n my rain can caught me uh cup uh water
When I got into town
Odd jobs mam ah' yer horse I'll fodder
I'm the round house man
I once was yer father
Uh little up the road uh wooden
Candy stripe barber pole
'n above it read uh sign "painless parker"
Licorice twisted around under uh fly
'n uh youngster cocked 'er eye
God before me if I'm not crazy
Is my daughter
Come little one with yer little
ole dimpled fingers
Gimme one 'n I'll buy you u cherry phosphate
Take you down t' the foamn' brine 'n water
'n shuru ant the wooden tits
On the Goddess with the pole out full sail
That tempted away yer peg legged father
I was shanghied by uh high hat beaver mustache man

'n his pirate friend
I woke up in vomit 'n beer in uh banana bin
'n uh soft lass with brown skin
Bore me seven babies with snappin black eyes
'n beautiful ebony skin
'n here it is I'm with you my daughter
Thirty years away can make uh seaman's eyes
Uh round house man's eyes flow out water
Salt water

WILD LIFE

Wild life along with my wife
I'm goin' up on the mountain fo' the rest uh m' life
'fore they take m' life
'fore they take m' wild life
'fore they take m' wife
They got m' mother's father
'n run down all my kin
Folks I know I'm next
Wild life along with m' wife
I'm goin' up on the mountain fo' the rest uh m' life
'fore they take m' wild life
'fore they take m' wife wife
'fore they take m' wife
Wild life wild life wild life
Wild life wild life wild life
I'm goin' up on the mountain along with m' wife
Find me uh cave 'n talk them bears
In t' takin' me in
Wild life along with m' wife
Wild life
It's uh man's best friend
Wild life along with m' wife
I'm goin' up on the mountain fo' the rest uh m' life
'fore they take m' life 'fore they take m' wild life
'fore they take m' wife
'fore they take m' wife
Wild life wild life
Wild life wild life
I'm goin' up on uh mountain
Find me uh cave 'n talk the bears
In tun' takin' me in
Wild life is ah mans best friend
Wild life
Wild life

SHE'S TOO MUCH FOR MY MIRROR

She's too much for my mirror
She almost make me lose it
The way she abused it make me never wanna use it
Well mend yer heart 'n mind yer soul

Ole Chicago she's uh woman thata
Make uh young man uh bum
She howls like the wind
Make m' heart grow cold
Make me long for that little red fum!

She make things fly 'n she makes things roll
She got me way over here Yi l'm hungry 'n cold
I remember m' mother told me I oughta be choosey
That was way back when I thought she mas m' friend
Now I find out she's uh floosey

I remember the butterflies 'n the sweet smell uh' corn
'n the bubblin' fish in that lil' pond
Oooh! Lousey!
How I long for you she's too much for my mirror
That little floosey oh how I fear her
Oooh! Lousey.

HOBO CHANG BA

Strawwood claw rattlin' m' jaw
I can't call it usin'
It's just sumptin soothin'
Feather times uh feather
Mornin' time t' thaw
Hobo chang ba
Hobo chang ba
Standin' still is losin'
Feather times a feather
Mornin' time t' thaw
Strawwood claw rattlin' m' jaw
Hobo chang ba
Hobo chang ba
Hobo chang ba 'o
Hobo chang ba 'o
Stand t' gain m' ground
Lay t' rest the law
The ocean is m' mother
'n the freight train is m' paw
Hobo chang ba, hobo chang ba, hobo chang ba 'o
The rails I ride 'r rustin'
The new sunrise m' trustin'
The rails I ride 'r rustin'
The new sunrise m' trustin'
Strawwood claw rattlin' m' jaw
Hobo chang ba ooh, Hobo chang ba, Hobo

THE BLIMP (mousetrapreplica)

Master master
This is recorded thru uh flies ear
'n you have t' have uh flies eye t' see it
It's the thing that's gonna make Captain Beefheart
And his magic band fat
Frank it's the big hit
It's the blimp
It's the blimp Frank
It's the blimp

When I see you floatin' down the gutter
I'll give you uh bottle uh wine
Put me on the white hook
Back in the fat rack
Shad rack ee shack
The sumptin' hoop the sumptin' hoop

The blimp the blimp
The drazy hoops the drazy hoops
They're camp they're camp
Tits tits the blimp the blimp
The mother ship the mother ship
The brothers hid under their hood
From the blimp the blimp
Children stop yer nursin' unless yer renderin' fun
The mother ship the mother ship
The mother ship's the one
The blimp the blimp
The tapes uh trip it's uh trailin' tail
It's traipse'n along behind the blimp the blimp
The nose has uh crimp
The nose is limp the blimp
It blows the air the snoot isn't fair
Look up in the sky there's uh dirigible there
The drazy hoops whir
You can see them just as they were
All the people stir
'n the girls knees trembles
'n run 'n wave their hands
'n run their hands over the blimp the blimp
Daughter don't yuh dare
Oh momma who cares
It's the blimp it's the blimp

STEAL SOFTLY THRU SNOW

The black paper between a mirror breaks my heart
The moon frayed thru dark velvet lightly apart
Steal softly thru sunshine
Steal softly thru snow
The wild goose flies from winter
Breaks my heart that I can't go
Energy flies thru a field
'n the sun softly melts a nothing wheel
Steal softly thru sunshine
Steal softly thru snow
The black paper between a mirror breaks my heart that I
can't go
The swan their feathers don't grow
They're spun
They live two hundred years of love
They're one
Breaks my heart to see them cross the sun
Grain grows rainbows up straw hill
Breaks my heart to see the highway cross the hills
Man's lived a million years 'n still he kills
The black paper between a mirror
Breaks my heart that I can't go
Steal softly thru sunshine
Steal softly thru snow

OLD FART AT PLAY

Pappy with the Khaki sweatband
Bowed goat potbellied barnyard
The old fart was smart
The old fart was smart

The old gold cloth madonna
Dancin' t' the fiddle 'n saw
He ran down behind the knoll
'n slipped on his wooden fishhead
The mouth worked 'n snapped all the bees

Back t' the bungalow
Momma was flatten'n lard
With her red enamel rollin' pen
When the fishhead broke the window
Rubber eye erect 'n precisely detailed
Airholes from which breath should come
Is now closely fit
With the chatter of the old fart inside

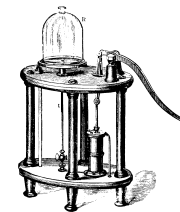
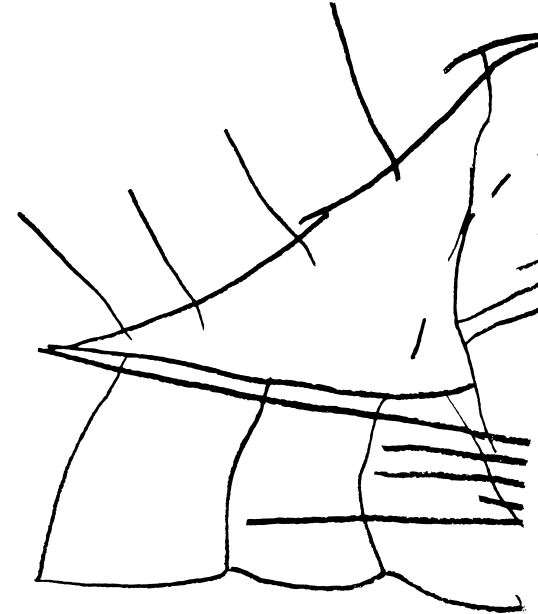
An assortment of observations took place
Mommas licked 'er lips like uh cat
Pecked the ground like uh rooster
Pivoted like uh duck
Her stockings down caught dust 'n doughballs
She cracked er mouth glaze caught one eyelash
Rubbed 'er hands on 'er gorgeous gingham
Her hand grasped sticky metal intricate latchwork
Open t' the room uh smell cold mixed with bologna
Rubber bands crumpled wax paper bonnets
Fat goose legs 'n special jellies
Ignited by the warmth of the room
The old fart smelled this thru his important breather holes
Cleverly he dialed from within from the outside we observed
That the nose of the wooden mask
Where the holes had just been uh moment ago
Was now smooth amazingly blended camouflaged in
With the very intricate rainbow trout replica

The old fart inside was now breathin' freely
from his perfume bottle atomizer air bulb invention
His excited eyes from within the dark interior glazed
Watered in appreciation of his thoughtful preparation

VETERAN'S DAY POPPY

I cry but I can't buy
Your Veteran's Day poppy
It don't get me high
It can only make me cry
It can never grow another
Son like the one who warmed me my days
After rain and warmed my breath
My life's blood
Screamin' empty she crys
It don't get me high
It can only make me cry
Your Veteran's Day poppy.

Owing to the condition of the players
and the environment of the recording,
certain portions are inaudible, thus
we can only guess at the real meaning



BIZARRE
industries

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CAPTAIN BEEFHEART: bass clarinet, tenor sax, soprano sax, vocal
ZOOT HORN ROLLO: glass finger guitar, flute
ANTENNAE JIMMY SEMENS: steel-appendage guitar
THE MASCARA SNAKE: bass clarinet & vocal
ROCKETTE MORTON: bass & narration
DRUMBO: drums

CAPTAIN BEEFHEART plays tenor & soprano sax simultaneously on Ant Man Bee, simran horn & musette on Neon Meate Dream; ANTENNAE JIMMY SEMENS sings lead vocal on Pena & plays flesh horn on Ella Guru; special guest artist DOUG MOON plays guitar on China Pig.

Produced by FRANK ZAPPA
Written & Arranged by DON VAN VLIET

Engineered by Dick Kunc
Album design: Cal Schenkel
Drawings by The Mascara Snake
Photography: Ed Caraeff/Cal Schenkel
Special electronic modifications on Captain Beefheart's band equipment by Dick Kunc
Most recent in a long series of contract negotiations leading to an actual signing: Neil C. Reshen

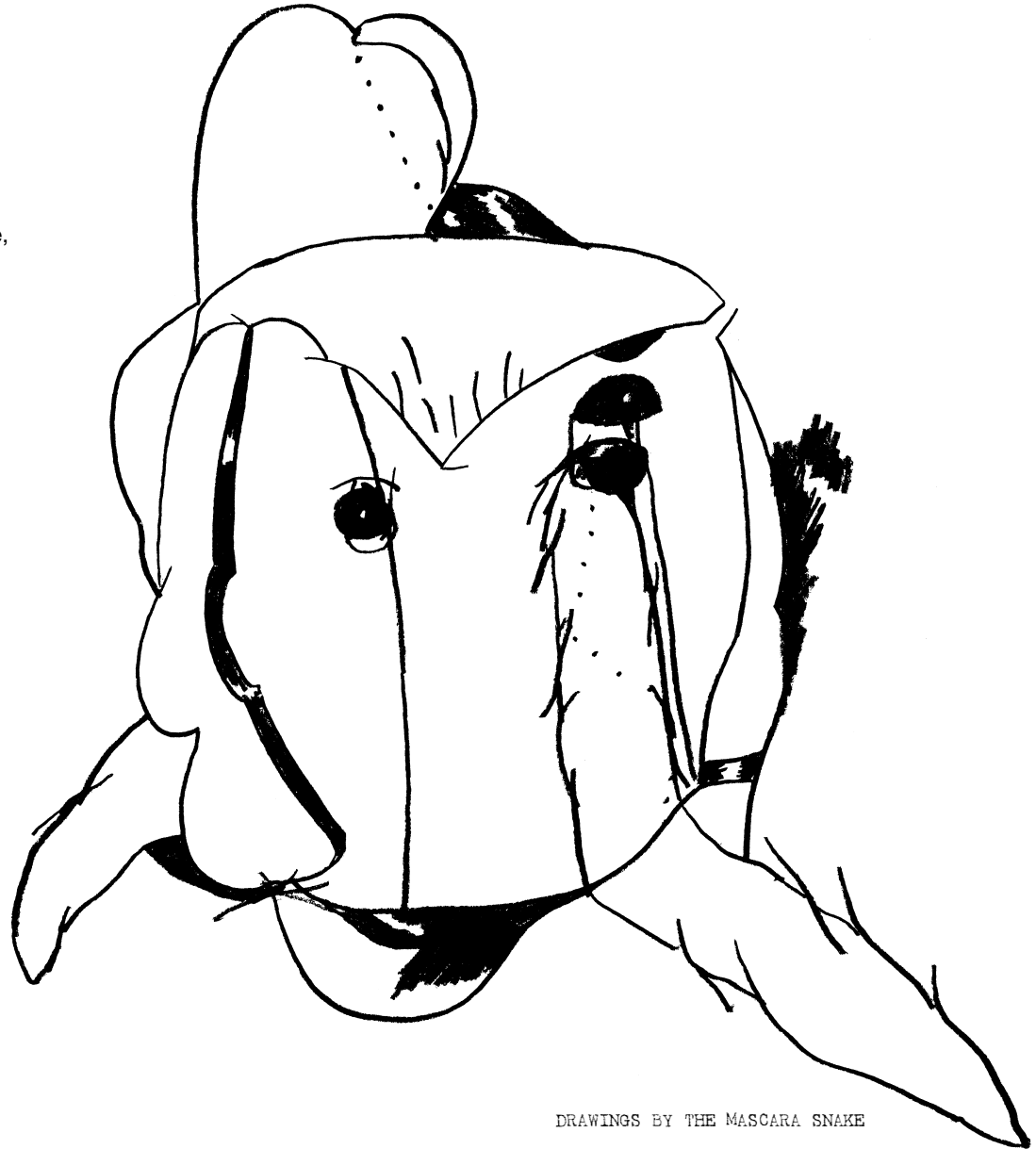
2018 design layout & art restoration: Michael Mesker
Special thanks to Paul R. Dickinson Jr. for providing us with the original *Trout Mask Replica* cover photograph which we thought had been lost to time.
Production Manager: Melanie Starks

2012 return by W.B. Note: The years in storage in Warners were not kind to *Trout Mask Replica*. The masters seriously suffer from oxide loss, primarily at the head of each of the four master reels. Fortunately, FZ had Dick Kunc make "safeties." These actually sound better than the Originals and are in excellent condition but alas, incomplete. This edition of *Trout Mask Replica* is from the ZFT Vault protection copies, transferred at 96K 24B, except for **Frownland** and **Hair Pie: Bake 2** which are from the original damaged master tapes transferred to direct stream digital at UMRK. DSD workstation provided by Gus Skinas, Super Audio Center. Vaultmeisterment & Transfers by Joe Travers, UMRK, 2012.

Mastered by Bob Ludwig, Gateway Mastering, December 2012.

All songs written by Captain Beefheart & published by Beefheart Music Company, BMI.
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www.captainbeefheart.com



DRAWINGS BY THE MASCARA SNAKE