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Van Nuys, CA 91406  
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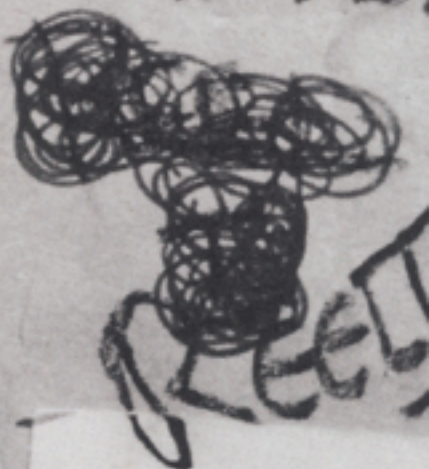
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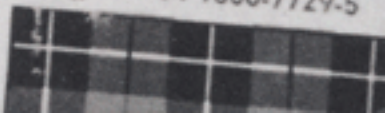
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**“PLAYBACK”**  
**1973-93**

**When the first album by Tom Petty and the Heartbreakers appeared in 1976,** it seemed to have come out of nowhere. Literally nowhere. Listening to that record - which sounded shockingly alive and immediate in a time full of disco and Kiss and mellow Californians remaking oldies - it was very hard to figure out where this band came from. The airy vocal harmonies and bright guitars suggested the west coast, but the gutsiness edging into nastiness seemed like what was happening in New York. The songs had an economy that was right out of England, but the voice in the lyrics was unmistakably American. When articles about Tom Petty and the Heartbreakers started appearing in the rock press, it made perfect sense that the band was from Florida - the closest thing America's east coast has to a California environment, though considerably grittier than 1970's L.A.

If you want to understand the contradictions that make up Tom Petty and the Heartbreakers, the first thing you must get straight is that their hometown of Gainesville is in northern Florida, up near Georgia, and is very much part of Dixie. It is nothing like southern Florida, down near Miami, which is culturally Caribbean. Surrounded by farm country and southern accents, Tom Petty might as well have grown up in Alabama.

When Petty was becoming a musician, in the late 1960's and early 1970's, redneck ways were battling hippie culture for the soul of southern youth. For all the obvious contempt between Ku Kluxers and draft dodgers, there was in the middle a vast population who might not agree on the relative merits of Merle Haggard and the Rolling Stones, but who could share a common sympathy for gettin' wrecked, skip-pin' school, and chasin' girls. Eventually that common ground spawned Southern Rock up in Georgia and Country Rock out in Hollywood. Teenage Tom Petty got in fights for having long hair, played Beatles songs in Gainesville cover bands and studied the whole social/musical evolution going on around him with considerably more interest than he spent on his high school work.

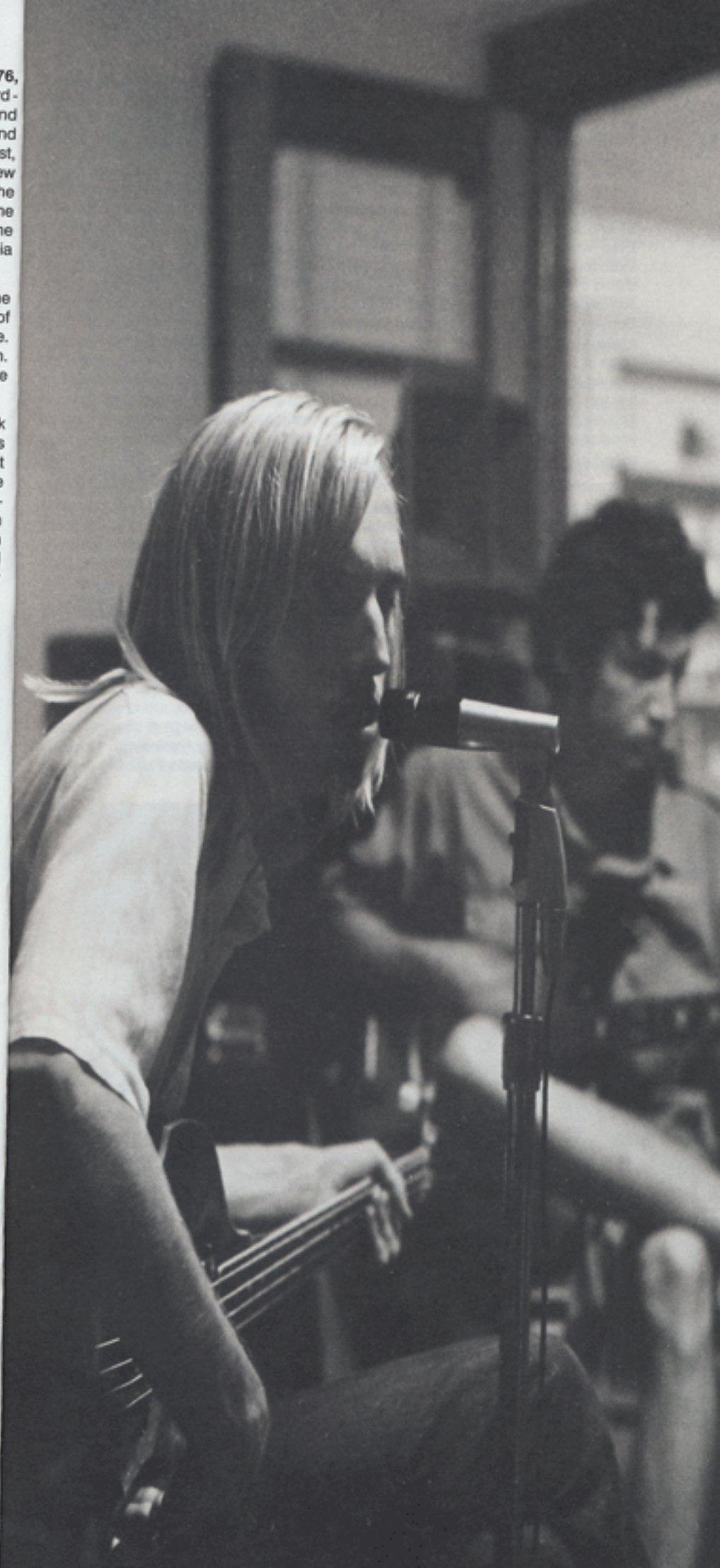
Stan Lynch, the Heartbreakers drummer from 1976 until 1994, once said that Petty was in many respects a redneck "in a real good way." Lynch meant that Petty is tenacious, straight-ahead, impatient with fools, and able to fight to the death for a cause he believes in. Petty also has in him a whole lot of hippie, not just in his green politics or relaxed attitude toward convention, but in his taste for musical experimentation. Most people think of Petty as a mainstream American rock and roller in the Dylan tradition. And he sure is that. But he has also made forays into psychedelia (for example, "Don't Come Around Here No More"), hard rock ("Let Me Up, I've Had Enough"), big ballads with horns ("Best of Everything"), tons of short, melodic British Invasion-style numbers ("Breakdown" could be the Animals, "Listen to Her Heart" the Searchers), side trips into country ("Trailer") and R&B ("Cry to Me") and some tracks that are just so nutty that they sound like he made them up in his sleep ("Wasted Life").

Once, talking about being lumped in with Springsteen, Mellencamp, and Seger in rock critic shorthand, Petty said, "I think that I'm a little more - dare I say - **eccentric** than those guys. I know all those people quite well and I think that they're terrific.... I was into that straight rock thing for a long time. However **I don't think that's the whole ball of wax.** I think there's more to it than that."

The Heartbreakers' meat-and-potatoes approach and Petty's own distinctive lazy phrasing spreads an illusion of consistency over all his stylistic variations, but that's part of his art, too. The Heartbreakers mix all sorts of ideas into their music and make it come out sounding not just logical, but perfectly accessible. Petty maintains that he just does not understand why anyone who would play rock and roll would not want to have big top 40 hits. Big top 40 hits, after all, is what rock and roll has always been about.

It is sure what rock was about when Petty was a teenager, bringing home so many rotten report cards that his angry father finally smashed all his records to get him to pay attention in class. It was too late. When Petty was 10, in the summer of 1961, his uncle had brought him to get a look at Elvis Presley, who had come to Florida to shoot the movie "Follow That Dream." The King came over to say hi to the locals who were hanging around the set, met young Tom, and infected him with the rock and roll bug. Tom told a friend about meeting this cool famous guy and the friend gave Tom a box of Elvis 45s that his older sister had left behind when she got married. Petty played those Presley records over and over. When Tom was 13, the Beatles arrived in America and it occurred to him that he could get together a band and do this himself. By the time his poor father realized that rock and roll had captured his son's faith, there was no knocking it out of him. "I remember seeing 'A Hard Day's Night' and thinking, 'That's obviously the way to go'," Petty said. "You know, you've got farming over here and on this side - the Beatles."

It might not have been obvious at the time, but Gainesville was a good place for a kid infected with rock and roll to grow up. Because the University of Florida has a large campus in Gainesville, there were lots of pubs and dances and fraternities that brought in live music. The first band young Tom Petty saw in person was the Continentals, a surf group led by local guitar player Don Felder who impressed Tom by having both a blond pompadour and a Fender Stratocaster. Tom even got a job



in Lipham Music, the instrument store where Felder worked, and during down time the older boy taught him to play piano. After a while, Felder hooked up with another hot Gainesville guitarist, Bernie Leadon, to form the Maundy Quintet. What's a "Maundy"? Petty never did find out. Some parts of rock and roll were meant to stay mysterious.

Petty snuck into college frat parties to see big stars such as Del Shannon and the Shadows of Knight. He went to rec center dances to study the local groups, the best of whom was the Escorts, a Beatles cover band led by Duane and Gregg Allman. Even when Petty and his first group started playing out, they never considered themselves equal to the Escorts and the Continentals. Tom's schoolboy band was called the Sundowners, later changed to the (more sophisticated sounding) Epics. Tom's partner in that group was Tom Leadon, a school pal and younger brother of Bernie Leadon, who had outgrown the Maundy Quintet and headed west to try to make it in California. Such ambition was in those days almost beyond the imaginations of the two Toms - they just wanted to be able to play in a group and hang around the music store with the big shots. After a few years, the Epics were one of the top bands in town and Petty was starting to look like a local big shot himself. The slightly younger Benmont Tench recalls going into Lipham Music and being impressed by Petty, the blond guitar player with the Brian Jones haircut.

Petty graduated from high school in 1968 and tried college for a year. It has been written that he told his father that if he'd just leave him alone and let him play music instead of going to school, he'd be a millionaire by the time he was 35. "I may have said that, yeah," Petty smiles. "I certainly thought that way, that I could pull that off. I had no doubt about it, I was sure I could do it. And I didn't really care, honestly. If I could just play and be left alone and make a living at it, I would have been really happy."

By 1970, the Epics had evolved into Mudcrutch, a name chosen (Tom Leadon told *Goldmine* magazine) "because it just sounded sort of dirty and decrepit." Petty (now playing bass) and Leadon (guitar) were looking for a new drummer and drove to a shack outside of town to audition a fellow named Randall Marsh. They jammed for a while and decided that Marsh was real good. They mentioned that the jam would be more fun if they had a second guitarist. Marsh said his roommate played some guitar, and went off to wake him up. He came back with a thin, quiet kid named Mike Campbell. Petty asked Mike if he could play "Johnny B. Goode." Campbell mumbled, "I think I can handle it," and then proceeded to burn the two

Toms' ears off with his picking. Petty and Leadon looked at each other, looked at Campbell and said, "You're in our band!"

Campbell wasn't so sure; a Jacksonville native, he was in Gainesville to go to college. But he had no choice, he was drafted. For a while, Mudcrutch had a lead singer named Jim Lenahan, but he left to go to school in another town. (He wasn't gone forever, though - Lenahan would come back to be lighting designer for Tom Petty and the Heartbreakers.) Petty and Leadon shared the singing.

Mudcrutch built a big local name in the early 70s, playing covers at Gainesville bars and their originals at campus pubs and at concerts in the parks and college green and even at the drive-in theatre. Sometimes they split the bill with another up and coming local band, Lynyrd Skynyrd. Sometimes those two bands together couldn't fill the tap room.

They called Mike and Randall's shack in the woods the Mudcrutch Farm, and took advantage of the fields around it to stage the first Mudcrutch Farm Festival in 1971. They got other bands to come down and play, put up posters around town, and pretty soon so many thousands of hippies showed up that the highway closed down. Mudcrutch caught all kinds of hell for it, but after that they were real famous in Gainesville. So they did it again in 1972 and that got them evicted from the farm. Well, since they were evicted anyway, they did it a third time and by then the bands and the fans were coming in from Alabama, Georgia, and all over Florida.

Mudcrutch were flying high. They went up to Capricorn Records in Macon, where the Allman Brothers Band were kings of the world, and auditioned. They were told they sounded too English and their songs were too short. Which was actually a backhanded compliment. Unlike every other southern band at the time, Mudcrutch saw no sense in getting two drummers, learning some guitar harmonies, and doing a half-assed version of the Allmans. "That was really prevalent at the time," Petty says. "Everybody was turning into slide guitar jam bands and though we really loved the Allmans, we thought it was really boring that everybody else was trying to do the same thing not nearly as well."

Mudcrutch had their own music and it combined the influence of the British invasion bands and the 50s rockers then out of fashion with the California country rock of the Byrds, Buffalo Springfield, and their biggest influence - the Flying Burrito Brothers. Tom Leadon's older brother Bernie had found the big time in California, playing with ex-Byrds Gram Parsons and Chris Hillman in the Burritos. To say that



Petty was impressed would be an understatement. It was as if he'd been wandering in the desert for years and someone had just handed him a map.

Benmont Tench recalls being home in Florida from prep school and his friend Sandy inviting him down to hear Mudcrutch, for whom he was roadying. Benmont says, "The first night I saw them at this little club in Lake City they played the shit out of 'Dizzy, Miss Lizzy' That night I thought they were a really good band, but was Randall the drummer that completely knocked me out." Benmont was impressed that this local group did Gram Parsons songs. As big as the Burritos were to the two Toms, they were pretty obscure in Florida. Benmont then heard song called "Unheard of Kind of Hero" and when he asked where it came from he heard to exclaim, "Petty wrote that?"

Mudcrutch decided that it was time for them to start making records, whether anybody else thought so or not. They went to Criteria studios in Miami because that was where Eric Clapton had made *Layla*. They had borrowed enough money from a friend who owned a pepper farm to record two songs twice each. Bernie Leadon (who had now graduated from the Burritos to a new group called the Eagles) had given his younger brother a lecture about how to record, which was a lucky thing because no one in Mudcrutch had ever seen the inside of a studio before. For their money they got to record two tracks, "Up in Mississippi" and "Cause is Understood," they got to press up several boxes of 45s, they got their own label stuck on, and they got the producing and engineering services of Criteria's Ron Albert - who had cut *Layla* and lots of other big records. That was a lucky break for Mudcrutch, who didn't know that getting a big name producer was not par for the course when you bought studio time.

The prestige of having any sort of record out landed Mudcrutch at the pinnacle of the north Florida club circuit. In fact, they were playing all over the region. But when Petty got to what he had thought was the top, he discovered he was not satisfied. That would become a lifelong character trait. Benmont Tench had finished high school in June of 1971 and started college in New Orleans that fall. When he was home in Gainesville, he sat in with Mudcrutch quite a bit. The first time it was because the band was bored playing five sets a night, six nights a week at a topless bar called Dub's, their main Gainesville gig, and bringing in a piano player shook things up a bit. By the second time Ben sat in, Mudcrutch was down to three members: Petty on bass and vocals, Campbell on guitar, and Marsh on drums. Tom Leadon had been kicked out of the band for starting an argument that got them fired from Dub's. (Leadon followed his brother Bernie to California, where he found work in Linda Ronstadt's band. Tom noticed how well things seemed to go for Gainesville musicians who headed west.)

"Mudcrutch was a real interesting band," Benmont recalls. "There was a good deal of Burritos in it, a good deal of country. It was a rock and roll band but there were also these beautiful pieces of instrumental music that would go maybe ten minutes that were orchestrated and largely worked out that were pretty wild. My friend Sandy would call me and say, 'Come down, Mudcrutch is playing this fraternity party tonight.' and I'd go down and they would play something just out of this world that sounded very strange - not an instrumental along the lines of (the Allmans) 'Memory of Elizabeth Reed', but somewhere between the Beatles' 'And Your Bird Can Sing' and the Grateful Dead. There was one long piece that was absolutely gorgeous - and when I joined the band it was a bitch for me to learn how to play Tom Leadon's part on the piano and work out the harmonies with Mike. Mike was pretty impressive. Mike was pretty scary."

As impressive as Mike Campbell's guitar playing was, it was equally unusual that - contrary to the trends of the early 70s - he was not concerned with showing off his chops. Campbell aspired to the taste, melody, and economy of the soloists of southern soul music. He liked the sound of Otis Redding and Wilson Pickett records, where all the players worked together to support the singer and the song.

"It was very strange," Benmont says. "Mike would just stand there and play beautifully and he wouldn't show off and he wouldn't try to sound like Duane Allman. You could hear some Garcia in him, you could hear some country in him. He was really, really good and he wasn't flash. Even on the long instrumental pieces, it was never about flash. It might be about excitement but it certainly wasn't about *Look how fast I can play*. It was just about fun."

Benmont would sit in with the band, then join the band, then leave the band to go back to school. He was in his finals in his second year before Petty hit him at a particularly vulnerable moment - cramming for an economics exam - with a speech about how he was wasting his musical talent in college. Ben saw the light, but before he could quit school Petty had to convince Ben's father, Circuit Court Judge Benmont Tench, that young Ben had a promising future in music. Petty successfully argued his case before the judge, who granted Ben permission to drop out.

By this time, Mudcrutch had also added a guitarist named Danny Roberts who had graduated from a local power trio called Power. Danny wrote songs and sang, as did Ben. Danny's songs were not terribly compatible with Petty's. Danny was com-

ing out of the Johnny Winter tradition. Still, having swelled from a trio to a quintet, Mudcrutch was at full power in 1974 when Petty loaded up Danny's Volkswagen van and headed across the USA on a scouting expedition to the promised land. Clearly California was the place to be; Bernie Leadon's band the Eagles were having national hits and Bernie had gotten his Gainesville partner Don Felder into that group. The Maundys were now Eagles! Even Tom Leadon was making records out there! Petty didn't need to have a cinder block dropped on his head to see that his old running partners were getting rich in California doing the same thing that earned a band starvation wages in Florida. "We had really hit the pinnacle of success in Gainesville," Petty says now, "and we were kind of going around for the fifth time."

Mudcrutch made a demo tape of their best material on a borrowed tape recorder in Judge Tench's living room. Armed with proof of their ability, Tom, Danny Roberts, and roadie Keith McAllister pooled a few hundred bucks and drove west to find their fortune. Mike was left in Gainesville to protect the homestead and look after the womenfolk.

Petty has often said that what stunned Mudcrutch most about Los Angeles was that it was just what they had imagined. He told Dave Marsh in 1981, "I remember the first time, going through Hollywood, driving down the street. We were goin', 'There's one! Goddamn! There's another. Another! Look, a record company! Look! We thought, well, hell if we go in all these places, a few of 'em have gotta go for it. Cause there must be a hundred. And it was true, a few of 'em went for it. It was great." Within a week of arriving in California and knocking on record company doors, Mudcrutch had several offers of record deals. They decided the best bet was with London Records. They couldn't get over how easy it was!

Petty says, "I remember calling Mike the first day that we'd been out looking and saying, 'Hey, I think this is going to work out. I got us a record deal!' Mike said, 'Jeez, that was quick.' He sounded a little skeptical."

Petty, Roberts, and McAllister broke the land speed record driving back to Gainesville (with a pitstop in New Orleans to pick up Benmont) and then set up a garage sale to unload all of the belongings they could not carry. It is an indication of how significant the moment was for Petty that it was in the days between coming back from Hollywood and returning there that he and his girlfriend Jane Benyo were married. Then the whole extended family formed a wagon train - Randall's car, Danny's van, Benmont's station wagon, and the Mudcrutch equipment truck - and lit out for the territories.

Except.... there was a phone call as they were heading out the door. It was from an English entrepreneur named Denny Cordell who had listened to the tape Tom dropped off at his label, Shelter Records, in Hollywood. Cordell thought Mudcrutch was good and wanted to talk to them about recording. Sorry, Tom said, we're going with London. Cordell asked if they'd signed anything yet and was told no. Well, he said, listen. I have a studio in Tulsa, Oklahoma - half way between Florida and L.A. Why don't you stop there along the way, we'll meet and hang out, put you up, do a little recording, see if we like each other and take it from there. That made sense to Mudcrutch. Hollywood, California and London Records would still be waiting - and the offer of a free place to stay along the highway had a certain economic weight behind it. The caravan departed on April 1, 1974 and didn't slow down till they hit Tulsa.

It turned out to be a significant sleep-over. Mudcrutch and Cordell's Shelter crew hit it off like old pals. They recorded in Shelter's studio in a converted church and luckily for the broke band, were offered some cash to complete their trip. By the time the caravan got to L.A., Mudcrutch had thrown over London Records and were Shelter artists. That was a pretty hip thing to be in 1974. Shelter had been built by Cordell around Leon Russell, the pianist/singer/guitarist/producer who had worked with Delaney and Bonnie and Eric Clapton, stolen the show on Joe Cocker's Mad Dogs & Englishmen tour, and who by the time of 1971's Concert For Bangladesh was keeping on-stage company with George Harrison, Bob Dylan, and Ringo Starr. Russell was the hottest thing going, and Shelter had used his cache to build an impressive roster - including J.J. Cale, Phoebe Snow, and Freddie King.

Petty loved going over to the Shelter office and listening to Denny Cordell's records and his big plans. "He was my guru," Petty says of Cordell, who died in 1995. "I would go to his house in Malibu every Sunday, and every day when the end of the work day came I would sit in his office and out would come the records. The office was closed and we'd sit there until eight or nine o'clock and he'd play me everything in the world. Just everything. Lloyd Price, reggae stuff, Rolling Stones, everything that had ever turned him on, or me. We'd bring them in. I'm forever indebted to Denny Cordell. Because we couldn't afford that many records. We were so hungry to hear anything. In Gainesville you could only hear what you owned and we didn't have enough money to have stacks of albums. So running into somebody who had just unlimited access to records was incredible, it was just a bonanza of information."





For all that Petty was picking up from Cordell and Russell, Mudcrutch's progress in the studio was painfully slow. The band was having a tough time figuring out why their approach that served them so well in bars did not seem to communicate on tape. Those great records in Cordell's office did. "We were all over the map," Petty recalls. "One weakness Mudcrutch had was that they didn't know what the hell they were doing. There were three people writing between Ben, Danny and me, and we were so vastly different and we didn't work together at all. It was really weird."

A single called "Depot Street" was culled from the sessions and released, Benmont Tench's production, on the same day as Elton John's "Philadelphia Freedom." One of those two songs zoomed to the top of the charts. It wasn't "Depot Street."

The efforts to finish the Mudcrutch album dragged along. "The sessions went on and on for a long time," Petty says. "We couldn't make the transition from live group to studio. It was really hard. We were always shocked. We'd play and then go to the control room and it didn't sound anything like we thought it was going to sound. And Cordell had to slowly teach us that it didn't really have anything to do with the way you did your gigs. It's another art and you have to learn how to make the microphone receive the sound you want it to."

The tracks Cordell picked to focus on were songs written and sung by Tom Petty. The producer of the project Cordell wanted Mudcrutch to devote itself to Petty's work, not Ben's and not Danny's. Benmont Tench could live with that. Danny Roberts could not.

"Danny didn't dig that at all," Petty says. "Danny was very upset about that and immediately left the group. He was gonna do it on his own." Mudcrutch sent back to Gainesville for a bassist named Charlie Sousa and Petty moved over to rhythm guitar. Cordell decided the band needed to be submerged in the studio without distractions if they were ever going to get past their blocks. "Danny sent us back to Sousa and left us there for six weeks without anybody, just an engineer," Petty recalls. "He said, 'I'll see you in six weeks.' He just left us there and let us fuck up and get bored and get inspired again. And then when he came back he listened to everything we had done and said, 'Okay, these are the best things,' and we focused on those."

The Oklahoma sessions produced some pretty good work, including "I Can't Fight It" (later recorded by the Textones), but it still wasn't close to what Petty heard in his head. Back in Hollywood, the band plodded along for about another month, still advancing by painful inches. Then Charlie Sousa started lobbying to record some of his songs. That was it for Petty. When the new bassist came in and announced that Mudcrutch should record a song he had written about a spaceship called "Brother in the Sky," Tom Petty quit the band. He invited Mike Campbell to join him in making a solo album and Mike said okay. So ended Mudcrutch.

"Mike and Tom," Benmont says, "you can't split that up."

At about the same time Petty left Mudcrutch, he began to be invited into ritzier circles. Leon Russell heard a song Petty wrote and said he wanted to record it. "I was living in Hollywood at the Winona Hotel, kind of a hooker's place," Petty told writer Mark Rowland. "The phone rings and it's Leon. He said, 'Do you feel like writing?' And I said, 'Yeah, Buddy, I'm ready right now!' He came over to the Winona in a Rolls Royce. I got in the car thinking, 'Whoa, shit!' as we were driving through town."

Russell was impressed enough with this bright-eyed kid to let him move into his mansion and write with him. Petty jumped at the chance, and spent a considerable amount of time hanging in the back ground, studying how Russell made records in his home studio and observing how he worked with famous friends such as George Harrison and Brian Wilson. Tom was getting out of a bar band mentality, he was learning how the big boys did it.

Denny Cordell was probably relieved when Mudcrutch died. He had Petty signed to a songwriting contract and held him to it as the peg upon which to hang a solo recording deal. Now he was free to bring in session players and make a Tom Petty album in no time. It is one example of Cordell's insight that even while he was pushing everyone to focus on Petty, he encouraged Petty to co-write with Campbell, in whom Cordell sensed untapped creativity. Mike and Tom began collaborating on songs, cementing the creative partnership that would sustain them for the next twenty years.

"Denny always had this incredible overview of what was right and what was wrong," Mike Campbell says. "We'd bring a song in and he'd go, 'That song is bullshit! Look at this one, this one is what you should be doing. This song is real. I believe this, I don't believe that.' And at the time he was pointing that out to us we didn't know, we were trying to find it. And he found it for us. When I first got my four-track I was making demos, just fooling around, and he came over to me and said, 'This is really good. If you keep doing this you'll have a million dollars some day.' I said, 'Wow, I wasn't taking it that seriously.' He gave us a lot of confidence."

Recording began on Tom Petty's solo album, with Mike on guitar and an all-star