

I'VE BEEN PLAYED

ALYSHA
UMPHRESS
SWINGS
JEFF
BLUMENKRANTZ

STEREO



1. **TWO CENTS**
2. **WHY CAN'T I KISS YOU?**
3. **I DON'T NEED ANYTHING BUT YOU**
4. **I'VE BEEN PLAYED**
5. **MAYDAY! M'AIDER!**
6. **TIME DOES NOT BRING RELIEF**
7. **CELEBRATE**
8. **STEAL AWAY**
9. **SPRING IS HERE/
SPRING CAN REALLY HANG YOU UP THE MOST**
10. **MAN IN THE MOON**
11. **YOU ARE NEVER AWAY/TEN MINUTES AGO**
12. **GIVING THANKS**
13. **YOU SMELL SO GOOD**



TWO CENTS

Music and Lyrics by JEFF BLUMENKRANTZ

Who's got an opinion?
Why, everyone in town.
Just offer a penny for their thoughts,
And they always double down.

So put your two cents in,
Be my guest.
Let 'er rip,
Do your best.
Put your two cents in,
That's okay by me.

Put your two cents in,
Have your say.
Take a shot,
Make my day.
Put your two cents in,
I won't disagree.

My skin is tough enough
To take your two-bit attack,
'Cause when I see those copper kids comin',
I spin around and let 'em roll right off my back.

So put your two cents in,
Clank and clink.
Tell the world
What you think.
Put your two cents in,
Mister, have a ball,
'Cause I'm bettin' your two cents make
No sense at all.

My skin is tough enough
To take your two-bit attack,
'Cause when I see those copper kids comin',
I spin around and let 'em roll right off-a my
back.
Watch 'em go strollin' right off-a my back,

And put your two cents in,
Clink and clank.
Add 'em to the others in my
Piggy bank.
Put your two cents in,
Mister, I don't care,
'Cause with his two cents
And her two cents
And their two cents
And your two cents,
I'm about to be
A penny millionaire!

Put your two cents right in
And knock yourself out!



WHY CAN'T I KISS YOU?

Music and Lyrics by JEFF BLUMENKRANTZ

You and I keep sitting in a tree
Without K-I-S-S-I-N-G.
Who's that sneaking out on a limb?
Oh my gosh,
It's me....

Why can't I kiss you
When I want to so badly?
Want to since the first time we met.

Why can't I kiss you
When I've had a dozen chances?
Every wasted chance, a new regret.

It's not as if I've never kissed before.
I've seen the room,
I just can't seem to find the door.

Why can't I kiss you
When you're standing right beside me?
Every time I try, my courage goes.
Why can't I kiss you?
Who knows?

It's not like we don't have the time and place.
The only thing we're missing
Is the face to face.

What if I kissed you?
Would you shy away completely
Or meet me out here on my shaky limb?
Sink or swim?
Rain or drought?

Why can't I kiss you?
What if I kissed you?
I'll have to kiss you and find out.



I DON'T NEED ANYTHING BUT YOU

Music by CHARLES STROUSE

Lyrics by MARTIN CHARNIN

Together at last,
Together forever.
We're tying a knot
They never can sever.
I don't need sunshine now
To turn my skies to blue.
I don't need anything but you.

You've wrapped me around
That cute little finger.
You've made life a song.
You've made me the singer.
And what's that bathtub tune
You always buh buh boo?
I don't need anything buh buh but you.

Yesterday was plain awful.
You can say that again.
Yesterday was plain awful.
But that's not now,
That is then!

I'm poor as a mouse.
I'm richer than Midas.
But nothing on earth
Could ever divide us.
And if tomorrow I'm an apple seller too,
I don't need anything but you!

Cole Porter needs praise
In order to write more.
Lugosi needs teeth,
The better to bite more.
And Charlie Chan, to get his man,
He needs a clue.
I don't need anything but you!

Santa Claus needs a reindeer.
Big Babe Ruth needs a ball.
Howard Hughes needs a plane, dear.
But with you I've got it all.
But with you I've got it all!

We're two of a kind!
The happiest pair now!
Like Fred and Adele,
We're floating on air now!
And what's the title of the dream that's just
come true?

I don't need anything,
I don't need anything,
I don't need anything but you!
I don't need anything but you!

I'VE BEEN PLAYED

Music and Lyrics by JEFF BLUMENKRANTZ

I've been played
Like a symphony
In a minor key.
I've been played.

I've been played
Like an old trombone.
You slid away and left me all alone.
I've been played.

I put my faith in you
And your melody,
But then the music stopped,
The bubble popped,
And now it's so easy to see...

I've been played
Like a losing hand.
I bought your bluff but now I understand,
It was just a charade.
You may find some other dame
To fall for your game,
But brother, please have no doubt
That as far as you're concerned,
This girl is all played out.

I put my faith in you
And your melody,
But then the music stopped,
The bubble popped,
And now it's so easy to see...

I've been played
Like a losing hand.
I bought your bluff but now I understand,
It was just a charade.
You may find some other dame
To fall for your game,
But lover, please have no doubt
That as far as you're concerned,
As far as I'm concerned,
As for as you're concerned,
This girl is all played out.



MAYDAY! M'AIDER!

Music and Lyrics by JEFF BLUMENKRANTZ

Days get longer,
Nights get warmer,
Clothes get shorter,
May.

Buds reappearing,
Blood reactivating,
Bodies revealing,
May.

Oh Mother May,
May I stray?
Would you look the other way
While I discreetly disobey?

Mayday, mayday!
Who's gonna save me?
Who's gonna save me from myself?

Mayday, mayday!
Who's gonna save me?
Who's gonna save me from myself?

Eyes exploring,
Eyes connecting,
I surrender to
May.

Who can resist her?
Who could deny her?
No one's immune to the power of
May.

Ô Notre Dame de Mai,
Et si je trichais?
Est-ce que vous me pardonneriez?
Ce serait notre secret.

Oh, veuillez m'aider?
Qui va me sauver?
Qui va me sauver de moi-même?

M'aider, m'aider!
Qui va me sauver?
Qui va me sauver de moi-même?

All winter long,
Captive in layers of ice and snow,
There I stay.
But come the thaw,
And the river resumes its flow,
Then I'm caught in the undertow of
May.

Oh mayday, mayday!
Who's gonna save me?
Who's gonna save me from myself?

Ve-u-ve-u-ve-u-ve-u-ve-u-ve-u
Veuillez m'aider?
Qui va me sauver?
Qui va me sauver?
Who's gonna save me
From myself,
From myself?

C'est mai, c'est mai,
Le joli moi de mai...

TIME DOES NOT BRING RELIEF

Music by JEFF BLUMENKRANTZ

Poem by EDNA ST. VINCENT MILLAY

Time does not bring relief; you all have lied
Who told me time would ease me of my pain!
I miss him in the weeping of the rain;
I want him at the shrinking of the tide;
The old snows melt from every mountain-side,
And last year's leaves are smoke in every lane;
But last year's bitter loving must remain
Heaped on my heart, and my old thoughts abide.
There are a hundred places where I fear
To go, — so with his memory they brim.
And entering with relief some quiet place
Where never fell his foot or shone his face
I say, "There is no memory of him here!"
And so stand stricken, so remembering him.



CELEBRATE

Music and Lyrics by JEFF BLUMENKRANTZ

You've got your interpretation,
And I've got my own.
Who's to say which one of them is right?
But if mine makes me feel cheery,
And yours make you feel dreary,
Wouldn't you rather try mine on for the night?

You celebrate me,
I'll celebrate you.
We'll make our own party, just us two.
Who needs champagne and confetti to have some fun?
All it takes is a wink and a smile from a special someone.

I'll celebrate you,
You celebrate me,
And when the evening is over you'll see
That it really doesn't matter if our plans get changed
Or our expectations get rearranged.

What matters is perpetuatin'
The atmosphere of spirit-elevatin',
And all you gotta do is start celebratin' with me.

We've got this whole roof as our dance floor,
The moon and the stars for our light.
What better way to spend a night?
Two steps and I know you'll start feelin'
Like a regular Fred Astaire,
So take a leap,
I'll meet you in mid-air,
In mid-air!

Who needs champagne and confetti to have some fun?
All it takes is a wink and a smile
From a special someone.

I'll celebrate you,
You celebrate me,
And when the evening is over you'll see
That it really doesn't matter if our plans get changed
Or our expectations get rearranged.

What matters is perpetuatin'
The atmosphere of spirit-elevatin',
And all you gotta do is start celebratin',
Celebratin' with me!
Celebrate celebratin' with me!



STEAL AWAY

Music and Lyrics by JEFF BLUMENKRANTZ

Why don't we steal away,
Away from the noise,
Out of the fray,
Off to a cottage remote,
And a lake with a boat
Which I would row devotedly for you?

Let's up and leave this melee,
Beat a hasty retreat while we may,
To a place where the land meets the sky.
Why, oh, why don't we steal away?



You're gonna love to hear that jazz band playin'
When we go out to dance.
My idea of romance
Is swingin' in the middle of a crowded floor.

There's so much for two to do in New York City!
What a pity
That we have to sleep.
I'd rather keep on

Going to parties 'til the sun comes up,
Then brunch, then a matinee,
Then straight to the Empire State
To catch the sunset view!

There's nothing grander
Than to meander
Past the shops on Fifth Avenue,
But only if I'm doing it all with you.

SPRING IS HERE

Music by RICHARD RODGERS
Lyrics by LORENZ HART

Spring is here,
Why doesn't my heart go dancing?
Spring is here,
Why isn't the waltz entrancing?
No desire, no ambition leads me.
Maybe it's because nobody needs me.

Spring is here,
Why doesn't the breeze delight me?
Stars appear,
Why doesn't the night invite me?
Maybe it's because nobody loves me.
Spring is here, I hear.

SPRING CAN REALLY HANG YOU UP THE MOST

Music by TOMMY WOLF
Lyrics by FRAN LANDESMAN

Spring this year has got me feeling
Like a horse that never left the post.
I lie in my room staring up at the ceiling,
Spring can really hang you up the most.

Morning's kiss wakes trees and flowers,
And to them I'd like to drink a toast.
I walk in the park just to kill the lonely hours,
Spring can really hang you up the most.

All afternoon the birds twitter twit.
I know their tune, "This is love, this is it!"
Heard it before, and don't I know the score,
And I've decided that spring is a bore.

Love seemed sure around the New Year.
Now it's April, love is just a ghost.
Spring arrived on time, only what became of you, dear?
Spring can really hang you up the most.

Spring is here, there's no mistaking,
Robins building nests from coast to coast.
My heart tries to sing so they won't hear it breaking,
Spring can really hang you up the most.

College boys are writing sonnets,
In the tender passion they're engrossed.
But I'm on the shelf with last year's Easter bonnets,
Spring can really hang you up the most.

Love came my way, I hoped it would last.
We had our day, now it's all in the past.
Spring came along, a season of song,
Full of sweet promise, but something went wrong.

Doctors once prescribed a tonic:
Sulphur and molasses was the dose.
They didn't help a bit, my condition must be chronic.
Spring can really hang you up the most.

All alone, the party's over.
Old Man Winter was a gracious host.
But when you keep praying for snow to hide the clover,
Spring can really hang you up the most.

MAN IN THE MOON

Music and Lyrics by JEFF BLUMENKRANTZ

Man in the Moon,
Why is the world so blue?
Man in the Moon,
What are we gonna do?

Some ain't got no place to go home to,
Some have nothin' to eat,
Some have no one sweet to call their own.

Man in the Moon,
You always wear a smile.
Man in the Moon,
Couldn't you stay a while?

Just when it seems your cheddar face
Might make the world a better place,
You're gone with the dawn too soon,
Man in the Moon.

Oh, Man in the Moon,
I know what I have to do:
Spread the same joy I see
Shinin' down from you.

Just when I found a brand new friend,
Night has to go and end.
You're duckin' behind the trees,
Thanks for the bag of cheese.
And please, Man in the Moon,
Come back soon,
Come back soon,
Come back soon.



YOU ARE NEVER AWAY/ TEN MINUTES AGO

Music by RICHARD RODGERS
Lyrics by OSCAR HAMMERSTEIN II

You are never away
From your home in my heart.
There is never a day
When you don't play a part
In a word that I say,
Or a sight that I see.
You are never away,
And I'll never be free.

You're the smile on my face,
You're a song that I sing.
You're a rainbow I chase on a morning in spring;
You're the star in the lace of a wild willow tree,
In the green leafy lace of a wild willow tree.

But tonight, you're no star,
Nor a song that I sing.
In my arms where you are,
You are sweeter than spring.
In my arms, where you are
Clinging, clinging closely to me,
You are lovelier by far
Than I dreamed you could be.

Ten minutes ago, I saw you,
I looked up when you came through the door.
My head started reeling,
You gave me the feeling
The room had no ceiling or floor.

Ten minutes ago, I met you,
And we murmured our "how do you do"s.
I wanted to ring out the bells
And fling out my arms
And to sing out the news.

I have found him, he's an angel,
With the dust of the stars in his eyes.
We are dancing, we are flying,
And he's taking me back to the skies!

In the arms of my love, I'm flying,
Over mountain and meadow and glen.
And I like it so well that for all I can tell,
I may never come down again.
I may never come down to earth again.

GIVING THANKS

Music and Lyrics by JEFF BLUMENKRANTZ

Giving thanks,
That's a grace that doesn't happen much
On Thanksgiving Day.
What with all the family and all that food,
Who has any room for gratitude?
It's a yearly obligation,
And no appreciation.

Being born,
That's a thought that doesn't pop up much
On birthdays.
You get a corny card or a singsong call
And a cake with candles wall-to-wall
To mark another year upon the earth,
While we disregard the miracle of birth.

Every year, we go through the motions,
Eat the turkey, watch TV.
Every year, we sing the birthday song,
And life goes on.

Well, not this year,
Not this year,
There's something I cannot forget to do.

Thank God for turkey,
Thank God for birthdays,
And most of all, thank God for you.

Thank God for fathers
Who love their children.
And most of all,
Thank God for you.



7. Celebrate (Blumenkrantz)
8. Steal Away (Blumenkrantz)
9. Spring Is Here/Spring Can Really Hang You
Up the Most (Rodgers/Hart and
Wolf/Landesman, arr. Blumenkrantz)
10. Man in the Moon (Blumenkrantz)
11. You Are Never Away/Ten Minutes Ago
(Rodgers/Hammerstein, arr. Blumenkrantz)
12. Giving Thanks (Blumenkrantz)

YOU SMELL SO GOOD

Music by TOMMY WOLF

Lyrics by HARRY STONE

You smell so good,
Like the scent of sweet spring flowers
Kissed by April's tender showers,
And I'd do the same for hours.

You smell so good,
You're as fresh as ocean spray, dear,
Or a spicy autumn day, dear,
And I'd love you just that way, dear.

Sweetheart,
You smell so good you leave me weak.
I'm so breathless, I can't speak,
Every time we're snuggled cheek to cheek.

You smell so good,
Like a ball of circus candy,
Or the fine bouquet of brandy or tea.
Oh, baby, you smell so good to me.

You smell so good,
What's that aftershave you're wearing?
Don't you think it's kind of daring?
But it's really got me caring.

You smell so good,
What the name of that cologne, dear?
Why, it's meant for you alone, dear.
Wanna disconnect the phone, dear?

Sweetheart, darling, baby,
Scary, Prizey, what?
You smell so good that when I get a whiff of thee,
I declare a state of emergency.

You smell so good,
You're the essence that I go for,
And the greatest cure I know for ennui.
Oh, baby, you smell so good to me.

It's because of your new powder
That my heart is beating louder
And my chest is acting prouder.

How I love that aphrodisia,
Makes me wanna hug and squeeze ya
Or do anything to please ya.

Ooh, you smell so good you make me flip.
Let's arrange that wedding trip.
When the preacher says "Dig?"
I'll say "I'm hip."

You smell so good,
Like a garden full of roses,
And to think this treat for noses is free,
Oh, baby,
You smell so good to me!



I will always be grateful for the Raw Impressions Musical Theatre Festival that introduced me to the force that is Alysha Umphress back in 2006. Although she was fresh out of college and new to New York at the time, her talent was fully formed, glorious, and undeniable. She quickly became, and continues to be, one of my muses, not to mention a dear, dear friend.

These tracks were recorded while Alysha was in rehearsals to play the coveted role of “Hildy” in the highly acclaimed 2014 Broadway revival of *On the Town*. I love that *The New York Times* critic Ben Brantley used the words “bebop gusto” to praise her incredible performance, as that is precisely what inspired me to assemble all my jazziest songs and arrangements for this CD.

Most of the songs were written by me: two for a musical (“**Celebrate**” and “**Man in the Moon**”), two more for the wonderful web series *Submissions Only* (“**Two Cents**” and “**Steal Away**”). “**Mayday! M’Aider!**” is from my song cycle *Month Upon a Time*, “**Time Does Not Bring Relief**” is one of a handful of Edna St. Vincent Millay poems I’ve set to music, and “**Giving Thanks**” is a song I wrote in honor of my father’s 60th birthday, which coincided with Thanksgiving that year. “**Why Can’t I Kiss You?**” is simply a self-contained song, and the title song, “**I’ve Been Played,**” was written especially for the gal on the swing.

As for the arrangements, the “**Spring**” medley was written for Alysha to perform in a 2008 concert, and “**I Don’t Need Anything But You**” was created just for this CD. And although I wrote the “**You Are Never Away/ Ten Minutes Ago**” medley back in the 90s, Alysha’s stamp on it is so complete that it’s impossible to think it could have been imagined without her.

The bonus track, “**You Smell So Good,**” is our tribute to the great Jackie and Roy, who epitomized that specific sound/style that we love so much.

Extra special thanks to Mike Croiter, without whose partnership this CD wouldn’t have been possible. And to Maria Delton, whose design captured and surpassed my wildest dreams.

Finally, I must acknowledge the amazing contribution of pianist Tedd Firth, whose creativity literally knows no bounds. His outtakes are worth a recording of their own. Ditto to all the musicians: Pete, Ray, Dan, and Peter. Between their playing and Alysha’s singing, this composer/arranger couldn’t be happier!

I’ve been played!

— JEFF BLUMENKRANTZ





Alysha Umphress Vocals
Jeff Blumenkrantz Vocals
Tedd Firth Piano
Pete Donovan Bass
Ray Marchica Drums
Dan Willis Tenor Sax, Flute
Peter Sachon Cello

Produced by **Jeff Blumenkrantz** and **Michael Croiter** Recorded by **Michael Croiter** and **Matthias Winter** Mixed by **Chris Allen** Mastered by **Randy Merrill** Recorded at **Yellow Sound Lab, NYC**
Design **Maria Delton** Cover Photography **David Perlman** Session Photography **Jeff Blumenkrantz, Kat Hennessey** and **Ron Lipson**

Special Thanks to **Claire Charland, Tracy Christensen, Deborah Grausman, Kat Hennessey, David Perlman, Matt Pierson** and **Sue Sena**



©2015 Yellow Sound Label
All Rights Reserved. YSL567433