



1. **CANDY SHOP** 4:16
2. **4 MINUTES** 4:04  
FEATURING JUSTIN TIMBERLAKE AND TIMBALAND
3. **GIVE IT 2 ME** 4:48
4. **HEARTBEAT** 4:04
5. **MILES AWAY** 4:49
6. **SHE'S NOT ME** 6:05
7. **INCREDIBLE** 6:20
8. **BEAT GOES ON** 4:27  
FEATURING KANYE WEST
9. **DANCE 2NIGHT** 5:03
10. **SPANISH LESSON** 3:38
11. **DEVIL WOULDN'T RECOGNIZE YOU** 5:09
12. **VOICES** 3:39
13. **4 MINUTES (PETER SAVES NEW YORK EDIT)** 4:56  
FEATURING JUSTIN TIMBERLAKE AND TIMBALAND
14. **4 MINUTES (JUNKIE XL REMIX EDIT)** 4:39  
FEATURING JUSTIN TIMBERLAKE AND TIMBALAND
15. **GIVE IT 2 ME (PAUL OAKENFOLD EDIT)** 4:59
16. **RING MY BELL** 3:53

LOLLIPOP





**TURKISH DELIGHT**

MY SUGAR IS RAW





**STICKY & SWEET**

**CANDY GALORE**





**PLENTY TO EAT**

1. CANDY SHOP (4:16)  
(P. WILLIAMS, MADONNA)  
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ASSISTED BY GRAHAM ARCHER, AND THE RECORD  
PLANT, CA, ASSISTED BY NATE HERTWICK  
MIXED BY SPIKE STENT AT THE RECORD PLANT, CA  
ENGINEERED BY ANDREW COLEMAN

2. 4 MINUTES (4:04)  
FEATURING JUSTIN TIMBERLAKE AND TIMBALAND  
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PRODUCED BY TIMBALAND FOR TIMBALAND  
PRODUCTIONS, JUSTIN TIMBERLAKE FOR TENNMAN  
PRODUCTIONS AND DANJA FOR DANJAHANDZ  
PRODUCTIONS  
RECORDED BY MARCELLA "MS. LAGO" ARAICA AND  
DEMACIO "DEMO" CASTELLON FOR STORM-CIRCLE  
ENT.  
PROGRAMMED AND MIXED BY DEMACIO "DEMO"  
CASTELLON FOR STORM-CIRCLE ENT.  
PROTOOLS EDITING BY RON TAYLOR  
ASSISTANT ENGINEERS: JULIAN VASQUEZ, VADIM  
CHISLOV, GRAHAM ARCHER, FAREED SALAMAH  
SCE ASST.: JOSE AND JOSEPH CASTELLON  
STUDIOS: SARM STUDIOS UK AND THE HIT FACTORY  
CRITERIA MIAMI  
DRUMS BY TIMBALAND  
KEYBOARDS BY DANJA  
SCRATCHING BY DJ DEMO  
TIMBALAND APPEARS COURTESY OF BACKGROUND  
RECORDS  
JUSTIN TIMBERLAKE APPEARS COURTESY OF JIVE  
RECORDS

3. GIVE IT 2 ME (4:48)  
(P. WILLIAMS, MADONNA)  
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ASSISTED BY GRAHAM ARCHER, AND THE RECORD  
PLANT, CA, ASSISTED BY NATE HERTWICK  
MIXED BY SPIKE STENT AND ANDREW COLEMAN AT  
THE RECORD PLANT, CA

4. HEARTBEAT (4:04)  
(P. WILLIAMS, MADONNA)  
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ASSISTED BY GRAHAM ARCHER, AND THE RECORD  
PLANT, CA, ASSISTED BY NATE HERTWICK  
MIXED BY SPIKE STENT AT THE RECORD PLANT CA  
ENGINEERED BY ANDREW COLEMAN

5. MILES AWAY (4:49)  
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PRODUCTIONS, JUSTIN TIMBERLAKE FOR TENNMAN  
PRODUCTIONS AND DANJA FOR DANJAHANDZ  
PRODUCTIONS  
RECORDED BY MARCELLA "MS. LAGO" ARAICA AND  
DEMACIO "DEMO" CASTELLON FOR STORM-CIRCLE  
ENT.  
PROGRAMMED AND MIXED BY DEMACIO "DEMO"

CASTELLON FOR STORM-CIRCLE ENT.  
PROTOOLS EDITING BY RON TAYLOR  
ASSISTANT ENGINEERS: JULIAN VASQUEZ, VADIM  
CHISLOV, GRAHAM ARCHER, FAREED SALAMAH  
SCE ASST.: JOSE AND JOSEPH CASTELLON  
STUDIOS: SARM STUDIOS UK AND THE HIT  
FACTORY CRITERIA MIAMI  
BG VOCALS BY JUSTIN TIMBERLAKE  
GUITARS BY DAN WARNER AND JUSTIN  
TIMBERLAKE  
ADDITIONAL KEYBOARDS BY HANNON LANE  
TIMBALAND APPEARS COURTESY OF  
BACKGROUND RECORDS  
JUSTIN TIMBERLAKE APPEARS COURTESY OF  
JIVE RECORDS

6. SHE'S NOT ME (6:05)  
(P. WILLIAMS, MADONNA)  
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AND ALEX DROMGOOLE AT SARM STUDIOS,  
LONDON, ASSISTED BY GRAHAM ARCHER, AND  
THE RECORD PLANT, CA, ASSISTED BY NATE  
HERTWICK  
GUITAR BY WENDY MELVOIN  
MIXED BY SPIKE STENT AND ANDREW COLEMAN  
AT THE RECORD PLANT, CA

7. INCREDIBLE (6:20)  
(P. WILLIAMS, MADONNA)  
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AND ALEX DROMGOOLE AT SARM STUDIOS,  
LONDON, ASSISTED BY GRAHAM ARCHER, AND  
THE RECORD PLANT, CA, ASSISTED BY NATE  
HERTWICK  
GUITAR BY ANDREW COLEMAN  
MIXED BY SPIKE STENT AND ANDREW COLEMAN  
AT THE RECORD PLANT, CA



8. BEAT GOES ON (4:27)  
FEATURING KANYE WEST  
(P. WILLIAMS, MADONNA, K. WEST)  
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AND ALEX DROMGOOLE AT SARM STUDIOS, LONDON,  
ASSISTED BY GRAHAM ARCHER, AND THE RECORD  
PLANT, CA, ASSISTED BY NATE HERTWICK  
MIXED BY SPIKE STENT AND ANDREW COLEMAN AT  
THE RECORD PLANT, CA  
KANYE WEST APPEARS COURTESY OF ROC-A-FELLA  
RECORDS

9. DANCE 2NIGHT (5:03)  
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TIMBALAND PRODUCTIONS  
ADDITIONAL PRODUCTION BY DEMACIO "DEMO"  
CASTELLON FOR STORM-CIRCLE ENT.  
RECORDED, PROGRAMMED, AND MIXED BY DEMACIO  
"DEMO" CASTELLON FOR STORM-CIRCLE ENT.  
PROTOOLS EDITING BY RON TAYLOR  
ASSISTANT ENGINEERS: JULIAN VASQUEZ, VADIM  
CHISLOV, GRAHAM ARCHER, FAREED SALAMAH  
SCE ASST.: JOSE AND JOSEPH CASTELLON  
STUDIOS: SARM STUDIOS UK AND THE HIT FACTORY  
CRITERIA MIAMI  
BG VOCALS BY JUSTIN TIMBERLAKE  
DRUMS BY TIMBALAND  
GUITARS BY DAN WARNER AND DARRELL PEARSON  
BASS BY DARRELL PEARSON  
KEYBOARDS BY HANNON LANE

TIMBALAND APPEARS COURTESY OF BLACKGROUND  
RECORDS  
JUSTIN TIMBERLAKE APPEARS COURTESY OF JIVE  
RECORDS

10. SPANISH LESSON (3:38)  
(P. WILLIAMS, MADONNA)  
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ASSISTED BY GRAHAM ARCHER, AND THE RECORD  
PLANT, CA, ASSISTED BY NATE HERTWICK  
GUITAR BY MONTE PITTMAN  
MIXED BY SPIKE STENT AND ANDREW COLEMAN AT  
THE RECORD PLANT, CA

11. DEVIL WOULDN'T RECOGNIZE YOU (5:09)  
(MADONNA, T. MOSLEY, J. TIMBERLAKE, N. HILLS,  
J. HENRY)  
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PRODUCTIONS AND DANJA FOR DANJAHANDZ  
PRODUCTIONS  
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DEMACIO "DEMO" CASTELLON FOR STORM-CIRCLE  
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CASTELLON FOR STORM-CIRCLE ENT  
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SCE ASST.: JOSE AND JOSEPH CASTELLON  
STUDIOS: SARM STUDIOS UK AND THE HIT FACTORY  
CRITERIA MIAMI  
BG VOCALS BY JUSTIN TIMBERLAKE  
DRUMS BY TIMBALAND  
KEYBOARDS BY DANJA

GUITARS BY DAN WARNER  
ADDITIONAL KEYBOARDS BY HANNON LANE  
SCRATCHING BY DJ DEMO  
TIMBALAND APPEARS COURTESY OF BLACKGROUND  
RECORDS  
JUSTIN TIMBERLAKE APPEARS COURTESY OF JIVE  
RECORDS

12. VOICES (3:39)  
(MADONNA, T. MOSLEY, J. TIMBERLAKE, N. HILLS, H.  
LANE)  
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PRODUCTIONS AND DANJA FOR DANJAHANDZ  
PRODUCTIONS  
CO-PRODUCED BY HANNON LANE FOR M.S.I. AND  
TIMBALAND PRODUCTIONS  
RECORDED BY DEMACIO "DEMO" CASTELLON FOR  
STORM-CIRCLE ENT. AND MARCELLA "MS. LAGO"  
ARAICA  
PROGRAMMED AND MIXED BY DEMACIO "DEMO"  
CASTELLON FOR STORM-CIRCLE ENT  
PROTOOLS EDITING BY RON TAYLOR  
ASSISTANT ENGINEERS: JULIAN VASQUEZ, VADIM  
CHISLOV, GRAHAM ARCHER, FAREED SALAMAH  
SCE ASST.: JOSE AND JOSEPH CASTELLON  
STUDIOS: SARM STUDIOS UK AND THE HIT FACTORY  
CRITERIA MIAMI  
BG VOCALS BY JUSTIN TIMBERLAKE  
ALL INSTRUMENTS BY DANJA  
ADDITIONAL KEYBOARDS BY HANNON LANE  
GUITARS BY DAN WARNER  
STRINGS BY STEVIE BLACKE  
TIMBALAND APPEARS COURTESY OF BLACKGROUND  
RECORDS  
JUSTIN TIMBERLAKE APPEARS COURTESY OF JIVE  
RECORDS

13. 4 MINUTES (PETER SAVES NEW YORK EDIT) (4:56)

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REMIX BY PETER RAUHOFFER FOR UNIQUE PRODUCTIONS

ADDITIONAL PRODUCTION BY ERIC KUPPER  
TIMBALAND APPEARS COURTESY OF BLACKGROUND RECORDS

JUSTIN TIMBERLAKE APPEARS COURTESY OF JIVE RECORDS

14. 4 MINUTES (JUNKIE XL REMIX EDIT) (4:39)

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PRODUCED, MIXED AND MASTERED BY JUNKIE XL IN THE COMPUTER HELL CABIN

ADDITIONAL SOUND DESIGN BY ANDRE ETTEMA AND SAM ESTES

TIMBALAND APPEARS COURTESY OF BLACKGROUND RECORDS

JUSTIN TIMBERLAKE APPEARS COURTESY OF JIVE RECORDS

15. GIVE IT 2 ME (PAUL OAKENFOLD EDIT) (4:59)

(P. WILLIAMS, MADONNA)  
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REMIX BY PAUL OAKENFOLD  
ADDITIONAL PRODUCTION BY IAN GREEN  
MIXED AT STAMFORD BRIDGE STUDIOS

16. RING MY BELL (3:53)

(P. WILLIAMS, MADONNA)

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RECORDED BY SPIKE STENT, ANDREW COLEMAN AND ALEX DROMGOOLE AT SARM STUDIOS, LONDON, ASSISTED BY GRAHAM ARCHER, AND THE RECORD PLANT, CA, ASSISTED BY NATE HERTWICK

GUITAR BY MONTE PITTMAN

MIXED BY SPIKE STENT AND ANDREW COLEMAN AT THE RECORD PLANT, CA



**Executive Producer:** Madonna  
**Mastered by** Chris Gehringer at Sterling Sound  
**Photography by** Steven Klein  
**Art Direction by** Giovanni Bianco  
**Legal:** Grubman Indursky & Shire, P.C.; David R. Toraya, Esq., Michael K. Goldsmith, Esq., and Sonya W. Guardo, Esq.  
**Management:** Guy Oseary

**Special Thanks to:** Justin Timberlake, Timbaland, Pharrell, Danja, Demo, Spike Stent, Alex Dromgoolle, Monte Pittman, Joe Henry, Liz Rosenberg, Shari Goldschmidt, David Toraya, Michael Goldsmith. Xtra Special Thanks to Guy O-Be careful what you wish for.

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