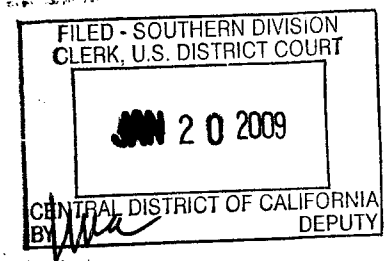


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UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA

WARNER-TAMERLANE PUBLISHING)
CORP. and WB MUSIC CORP.)

Plaintiffs,

vs.

LAURINDO "LARRY" SANTOS,
individually and doing business as
KARAOKE MONTHLY.COM, VALERIE
BERENS, individually and doing
business as KARAOKE
MONTHLY.COM, BAY STATE CD
ROM, INC.

Defendants.

Case Number CV 05-02574 AG (FMOx)

~~[Proposed]~~ PRELIMINARY INJUNCTION

[F.R.C.P. 65(b)]

[MOTION FOR PRELIMINARY INJUNCTION,
REQUEST FOR JUDICIAL NOTICE,
DECLARATION OF JACOB ROSNER,
DECLARATION OF ALAN S. GUTMAN AND
DECLARATION OF MATTHEW E. HESS, PROOF
OF SERVICE FILED CONCURRENTLY
HEREWITH]

DATE: AUGUST 28, 2006

TIME: 10:00 A.M.

CTRM: 10D [SANTA ANA]

JUDGE:
HON. ANDREW J. GUILFORD

1 The Motion for Preliminary Injunction of Plaintiffs Warner-Tamerlane Publishing
2 Corp. and WB Music Corp. came on for hearing on August 28, 2006. After considering the
3 motion, opposition, and reply and the oral argument of counsel, the Court hereby GRANTS
4 Plaintiff's motion for a preliminary injunction and makes the following findings of fact and
5 conclusions of law:

6 **FINDINGS OF FACT**

7 1. Plaintiffs Warner-Tamerlane Publishing Corp. and WB Music Corp. are,
8 respectively the BMI and ASCAP affiliates of Warner/Chappell Music, Inc. Declaration of
9 Jacob Rosner in Support of Plaintiffs' Motion for Preliminary Injunction, ¶ 2.

10 2. Plaintiffs are the legal or beneficial owners of an exclusive right to negotiate
11 and administer licenses, collect and distribute royalties, and, when necessary, bring
12 infringement actions on behalf of one or more of the identified writers to the 570 musical
13 compositions listed at Exhibit "A" to this Preliminary Injunction.

14 3. Defendants Bay State CD-ROM, Inc., Laurindo "Larry" Santos, individually
15 and doing business as Karaoke Monthly.com, and Valerie Berens, individually and doing
16 business as Karaoke Monthly.com, own and operate several related companies which
17 manufacture and distribute DVD's and CD+G's (CD-ROMS encoded with computer
18 graphics) for use in Karaoke machines. Deposition of Laurindo "Larry" Santos ("Santos
19 Dep.") at Exhibit "A" to the Declaration of Alan S. Gutman ("Gutman Decl.") in Support of
20 Plaintiffs' Motion for Preliminary Injunction, pp. 131:18-133:23; Deposition of Valerie
21 Berens ("Berens Dep.") at Exh. "B" to Gutman Decl., pp. 21:16-22:3.

22 4. Specifically, Bay State CD-Rom is the distributor of CD+G's produced by
23 Panorama Records, Inc., another company owned by Santos and Berens. Santos Dep.,
24 9:6-9, 37:7-13; Berens Dep., pp. 7:1-2, 16:18-20

25 5. Panorama Records is Bay State's sole supplier, and that 99% of the CD+G's
26 Bay State sells are manufactured by Panorama Records. Santos Dep., pp. 103:4-103:23;
27 Berens Dep., pp. 36:24-37:11

28 6. Bay State continues to sell Panorama's infringing material. Declaration of

1 Brian M. Pomerantz ("Pomerantz Decl.") at Exhibit "A" to Plaintiffs' Request for Judicial
2 Notice ("RJN"), ¶¶ 7-14. The distributor's purchasing manager verified that the store
3 purchased over 250 infringing CD's from Bay State in the months after this lawsuit was
4 filed. Defendants are continuing to sell their infringing products via the Internet.
5 Declaration of Matthew E. Hess in Support of Plaintiffs' Motion for Preliminary Injunction
6 ("Hess Decl."), ¶¶ 2-7.

7 7. The DVD's and CD+G's distributed by Defendants contain unlicensed copies
8 of copyrighted songs, including many owned by Plaintiffs. Defendants have admitted that
9 they never made any attempt to obtain licenses for this copyrighted material, and that their
10 decision to distribute the compositions without seeking a licenses was intentional. Santos
11 Santos Dep., pp. 34:22-35:1; 119:18-120:19.

12 8. Panorama Records was found liable for willful copyright infringement by the
13 United States District Court for the Middle District of Tennessee in the case entitled Zomba
14 Records, et al., vs. Panorama Records, et al., No. 3:03-0042 (M.D. Tenn. 2003). RJN,
15 Exh. C.

16 9. Because Defendants have admitted their copyright infringement, and have
17 been found liable for copyright infringement by the United States District Court for the
18 Middle District of Tennessee, there is scant likelihood that they will be injured by the
19 issuance of this injunction. Accordingly, Plaintiffs will not be required to post an injunction
20 bond.

21 **CONCLUSIONS OF LAW**

22 **Preliminary Injunction Standard**

23 10. For a preliminary injunction to issue, a movant must show: (1) a likelihood of
24 success on the merits and the possibility of irreparable injury; or (2) the existence of
25 serious questions going to the merits and the balance of hardships tipping in the movant's
26 favor. Gilder v. PGA Tour, Inc., 936 F.2d 417, 422 (9th Cir. 1991); see also Arcamuzi v.
27 Continental Air Lines, Inc., 819 F.2d 935, 937 (9th Cir. 1987).

28 11. An injunction is an equitable remedy. Stanley v. University of Southern

1 California, 13 F.3d 1313, 1320 (9th Cir. 1994). Accordingly, "In each case, a court must
2 balance the competing claims of injury and must consider the effect on each party of the
3 granting or withholding of the requested relief." Amoco Production Co. v. Village of
4 Gambell, Alaska, 480 U.S. 531, 439 (1987) The burden is always on the moving party to
5 establish that it is entitled to injunctive relief. CityFed Financial Corp. v. Office of Thrift
6 Supervision, 58 F.3d 738 (D.C. Cir.1995)

7 There Is A Likelihood of Success on the Merits

8 12. The Court finds that Plaintiffs have demonstrated that there is a likelihood of
9 success on the merits. Defendants have admitted that they are engaged in the unlicensed
10 sale of copyrighted materials. Accordingly, the Court finds that there is a strong likelihood
11 of success on the merits.

12 Defendants Have Admitted Their Infringement

13 13. To establish a case of copyright infringement, a plaintiff must prove (1)
14 ownership of a copyright; and (2) the copying of an expression protected by the copyright.
15 LGS Architects, Inc. v. Concordia Homes of Nevada, 434 F.3d 1150 (9th Cir. 2006);
16 Frybarger v. International Business Machines Corp., 812 F.2d 525, 529 (9th Cir.1987); Sid
17 & Mary Krofft Television Productions., Inc. v. McDonald's Corp., 562 F.2d 1157, 1162 (9th
18 Cir.1977)

19 14. As demonstrated by the Declaration of Jacob Rosner, Plaintiffs are the legal
20 and/or beneficial owners of an exclusive copyright interest in and to each of the 570
21 musical compositions identified in Exhibit A. They have therefore established the first
22 element of their claim for copyright infringement.

23 15. Defendant Laurindo "Larry" Santos, one of the officers of defendant Bay
24 State CD-Rom, Inc., admitted that none of the copyrighted recordings sold by Bay State
25 and Panorama are lawfully licensed. Santos Dep., pp. 34:22-35:1; 119:18-120:19.

26 16. Because Plaintiffs have established their ownership of the copyrighted
27 materials in their catalog, and because Defendants have admitted that they copied and
28 distributed them without obtaining a license, Plaintiffs have met their burden of showing

1 that there is a "likelihood of success on the merits" and an injunction is therefore
2 warranted.

3 There is A Substantial Threat of Irreparable Injury

4 19. In copyright cases, irreparable injury is presumed when a plaintiff can show
5 a likelihood of success on a copyright infringement claim. Triad Systems Corp. v.
6 Southeastern Express Co., 64 F3d 1330, 1335 (9th Cir. 1995) ("In a copyright infringement
7 action, however, the rules are somewhat different. A showing of a reasonable likelihood
8 of success on the merits raises a presumption of irreparable harm"); Johnson Controls,
9 Inc. v. Phoenix Control Systems, Inc., 886 F.2d 1173, 1174 (9th Cir. 1989) ("...in a copyright
10 infringement claim, a showing of a reasonable likelihood of success on the merits raises
11 a presumption of irreparable harm.") Accordingly, since plaintiffs have shown a likelihood
12 of success on the merits, the Court finds that an injunction should issue.

13 Legal Remedies are Inadequate

14 20. The next factor a movant must establish in order to show its entitlement to
15 injunctive relief is the inadequacy of legal remedies. In copyright cases, once the movant
16 shows a likelihood of success on the merits, the inadequacy of legal remedies is
17 presumed. Cadence Design Systems, Inc. v. Avant! Corp., 125 F.3d 824, 827-28 (9th Cir.
18 1997); 4 Melville B. Nimmer & David Nimmer, Nimmer on Copyright § 14.06[A], p. 14-105
19 (1997) (if a plaintiff establishes a likelihood of success on the merits of a copyright
20 infringement claim, "it would seem erroneous to deny a preliminary injunction simply
21 because actual damages can be precisely calculated....") Accordingly, since Plaintiffs
22 have shown a likelihood of success on the merits, the Court finds that an injunction should
23 issue.

24 No Injunction Bond Shall Be Required

25 In light of the fact that there is overwhelming evidence of Defendants' intentional
26 infringement of Plaintiffs' copyrighted compositions, the Court will not require Plaintiffs to
27 post security before this injunction shall issue. The Court finds that since Defendants'
28 business is based entirely on the sale of infringing products, there is no danger that the

1 injunction will be too broad and will impair any legitimate activity. Accordingly, no bond is
2 required. Jorgensen v. Cassidy, 320 F.3d 906, 919 (9th Cir. 2003).

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1 ORDER AND PRELIMINARY INJUNCTION

2 IT IS HEREBY ORDERED THAT:

3 1. Plaintiffs' Motion for Preliminary Injunction is GRANTED; WITH
A \$100,000 BOND;

4 2. Defendants Laurindo "Larry" Santos, individually and doing business as
5 karaokemonthly.com, Valerie Berens, individually and doing business as
6 karaokemonthly.com, and Bay State CD-Rom, Inc and their partners, subsidiaries,
7 affiliates, officers, agents, representatives, servants, employees, privies, and all persons
8 in active concert and participation with them who receive actual notice of this Preliminary
9 Injunction, are restrained and enjoined from reproducing, manufacturing, importing,
10 licensing, distributing, offering to the public, offering for sale, performing, or recording any
11 of the musical compositions in Exhibit "A" hereto.

12 3. Defendants are hereby ordered to deliver all recordings, including all CD+G's,
13 DVD's, CD's, tapes, DATS, and other recordings which contain any of the 570 musical
14 compositions identified in Exhibit A hereto in their possession, custody, or control to
15 counsel for Plaintiff within forty-eight (48) hours after they receive notice of this injunction.
16 Defendants are forbidden from destroying any of the infringing material.

17 4. Counsel for Plaintiffs is hereby directed to maintain custody of all materials
18 delivered to them by Defendants until the end of this action, at which time the Court may
19 order these materials destroyed or returned to Defendants.

20 IT IS SO ORDERED.

21 Dated: JAN 20, 2009


22 HON. ANDREW J. GUILDFORD
23 UNITED STATES DISTRICT JUDGE

24 Submitted by:

25 LAW OFFICES OF
26 ALAN S. GUTMAN

27 By: 
28 Alan S. Gutman
Attorneys for Plaintiffs
WARNER-TAMERLANE PUBLISHING CORP.
and WB MUSIC CORP.

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
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EXHIBIT "A"

1.	"How You Remind Me"	Nickelback	Chad Kroeger, Ryan Anthony Peake, Michael Kroeger and Ryan Vikedal
2.	"Never Again"	Nickelback	Chad Kroeger, Ryan Anthony Peake, Michael Kroeger and Ryan Vikedal
3.	"Breathe"	Nickelback	Chad Kroeger, Ryan Anthony Peake, Michael Kroeger and Ryan Vikedal
4.	"Too Bad"	Nickelback	Chad Kroeger, Ryan Anthony Peake, Michael Kroeger and Ryan Vikedal
5.	"Because of You"	Nickelback	Chad Kroeger, Ryan Anthony Peake, Michael Kroeger and Ryan Vikedal
6.	"Feelin' Way Too Damn Good"	Nickelback	Chad Kroeger, Ryan Anthony Peake, Michael Kroeger and Ryan Vikedal
7.	"Figured You Out"	Nickelback	Chad Kroeger, Ryan Anthony Peake, Michael Kroeger and Ryan Vikedal
8.	"Someday"	Nickelback	Chad Kroeger, Ryan Anthony Peake, Michael Kroeger and Ryan Vikedal
9.	"Save a Horse (Ride a Cowboy)"	Big & Rich	John Rich and Kenny Alphin
10.	"Wild West Show"	Big & Rich	John Rich, Kenny Alphin and Blair Daly
11.	"Holy Water"	Big & Rich	John Rich, Kenny Alphin and Vicky McGehee

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
12.	"When I Think About Cheatin"	Gretchen Wilson	John Rich, Vicky McGehee and Gretchen Wilson
13.	"Redneck Woman"	Gretchen Wilson	John Rich and Gretchen Wilson
14.	"Here for the Party"	Gretchen Wilson	John Rich, Gretchen Wilson and Kenny Alphin
15.	"Out of Control"	Hoobastank	Doug Robb, David Estrin, Chris Hesse and Markku Lappalainen
16.	"Remember Me"	Hoobastank	Doug Robb, David Estrin, Chris Hesse and Markku Lappalainen
17.	"Running Away"	Hoobastank	Doug Robb, David Estrin, Chris Hesse and Markku Lappalainen
18.	"Disappear"	Hoobastank	by Doug Robb, David Estrin, Chris Hesse and Markku Lappalainen
19.	"The Reason"	Hoobastank	Doug Robb, David Estrin, Chris Hesse and Markku Lappalainen
20.	"Crawling in the Dark"	Hoobastank	Doug Robb, David Estrin, Chris Hesse and Markku Lappalainen
21.	"Same Direction"	Hoobastank	Doug Robb, David Estrin, Chris Hesse and Markku Lappalainen
22.	"Come Clean"	Hilary Duff	John Shanks and Kara DioGuardi
23.	"Fly"	Hilary Duff	John Shanks and Kara DioGuardi

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
24.	"Autobiography"	Ashlee Simpson	John Shanks, Kara DioGuardi and Ashlee Simpson
25.	"La La "	Ashlee Simpson	John Shanks, Kara DioGuardi and Ashlee Simpson
26.	"Shadow"	Ashlee Simpson	John Shanks, Kara DioGuardi and Ashlee Simpson
27.	"Pieces of Me"	Ashlee Simpson	John Shanks, Kara DioGuardi and Ashlee Simpson
28.	"Sorry"	Madonna	Madonna and Stuart Price
29.	"Brighter Than Sunshine"	Aqualung	Matthew Hales & Kim Oliver
30.	"L.O.V.E"	Ashlee Simpson	John Shanks
31.	"We Belong Together"	Gavin DeGraw	Gavin DeGraw
32.	"I Live For The Day"	Lindsay Lohan	Andreas Carlsson
33.	"Have A Nice Day"	Bon Jovi	John Shanks
34.	"Because You Live"	Jesse McCartney	Andreas Carlson / Chris Braide
35.	"California 2005 (From The O.C. Mix 5)"	Phantom Planet	Al Jolson/ BG Desylva
36.	"I'm Feeling You"	Santana Feat. Michelle Branch & The Wreckers	John Shanks/ Michelle Branch
37.	"Hung Up"	Madonna	Madonna/ Stuart Price
38.	"Stickwitu"	The Pussycat Dolls	Franne Golde
39.	"Boyfriend"	Ashlee Simpson	John Shanks
40.	"Photograph (Pop Edit)"	Nickelback	Chad Kroeger/ Michael Kroeger /Ryan Peake/ Daniel Adair
41.	"Everything To Me"	Liz Phair	John Shanks

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
42.	"Forever"	Vertical Horizon	Matt Scannell
43.	"Lost Without You"	Delta Goodrem	Matthew Gerrard
44.	"Follow Through (Remix)"	Gavin DeGraw	Gavin DeGraw
45.	"Inside Your Heaven"	Bo Bice	Andreas Carlsson
46.	"Who We Are"	Hope Partlow	Kevin Kadish
47.	"Can't Behave"	Courtney Jaye	Gary Louris
48.	"First"	Lindsay Lohan	John Shanks
49.	"How Love Should Be"	Tyler Hilton	Tyler Hilton
50.	"Collide"	Howie Day	Kevin Griffin
51.	"When It Comes"	Tyler Hilton	Tyler Hilton
52.	"I Don't Want To Be"	Gavin DeGraw	Gavin DeGraw
53.	"Us"	Sixpence None The Richer	Matt Slocum
54.	"You And Me"	Lifeshouse	Jude Cole
55.	"Chariot"	Gavin DeGraw	Gavin DeGraw
56.	"Get Right"	Jennifer Lopez	James Brown
57.	"Over"	Lindsay Lohan	John Shanks
58.	"Emotional"	Diana DeGarmo	Andreas Carlson/ Desmond Child/ Chris Braide
59.	"A Lifetime"	Better Than Ezra	Kevin Griffin
60.	"Beautiful"	Moby	Moby
61.	"Seven Days Without You"	Avion	Stuart Brawley
62.	"Here With Me"	Mercy Me	Daniel MaCkala/ Peter Kipley
63.	"Light In Your Eyes"	Sheryl Crow	Sheryl Crow/ John Shanks
64.	"Don't Leave Home"	Dido	Dido Armstrong
65.	"Sand In My Shoes"	Dido	Dido Armstrong

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
66.	"Older Than My Years"	Cherie	Paul Moessl
67.	"Dreams"	Diana DeGarmo	Andreas Carlsson/ Chris Braide/ Desmond Child
68.	"Breakaway"	Kelly Clarkson	Matt Gerrard
69.	"First Of The Gang To Die"	Morrissey	Steven Morrissey
70.	"Hole In The Head"	Sugababes	Cooper/ Higgins/ Powell/ Coler/ Scarlett
71.	"Amazing"	George Michael	Jonathon Douglas/ George Michael
72.	"Take My Breath Away"	Jessica Simpson	Giorgio Moroder/ Tom Whitlock
73.	"Don't Wanna Think About You"	Simple Plan	Comeau/ Stinco/ Bouvier/ Levebre/ Desrosiers
74.	"Red Blooded Woman"	Kylie Minogue	Jonathan Douglas
75.	"Gabriel"	Suzy K	Joy Askew
76.	"Til I Get Over You"	Michelle Branch	Michelle Branch/ John Shanks
77.	"Closer To You"	Thalia	David Siegel
78.	"The Way"	Clay Aiken	Siegel/Morales
79.	"Extraordinary"	Liz Phair	Lauren Christy
80.	"Slow"	Kylie Minogue	Emiliana Torrini / Daniel Carey
81.	"Hand On"	Smash Mouth	Camp / Harwell / DeLisle
82.	"Stuck"	Stacie Orrico	Kevin Kadish
83.	"Hidden Agenda"	Craig David	Mark Hill
84.	"You're Still You"	Josh Groban	Linda Thompson
85.	"The Remedy (I Won't Worry)"	Jason Mraz	Lauren Christy

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
86.	"Me Against The Music"	Britney Spears feat. Madonna	Madonna
87.	"Nothing Fails"	Madonna	Madonna
88.	"Invisible"	Clay Aiken	Chris Braide/ Andreas Carlsson
89.	"Life For Rent"	Dido	Dido Armstrong
90.	"Breathe"	Michelle Branch	Michelle Branch/ John Shanks
91.	"Another Postcard (Chimps)"	Barenaked Ladies	Steven Page/ Ed Robertson
92.	"Memphis Soul Song"	Uncle Kracker	Matthew Shafer
93.	"Wanting Out"	Michelle Branch	Michelle Branch/ John Shanks
94.	"White Flag"	Dido	Dido Armstrong
95.	"(There's Gotta Be) More To Life"	Stacie Orrico	Kevin Kadish/ Lucy Woodward
96.	"Righteously"	Lucinda Williams	Lucinda Williams
97.	"This Is The Night"	Clay Aiken	Chris Braide
98.	"Hollywood"	Madonna	Madonna
99.	"Why Don't You & I"	Santana Feat. Alex Band	Chad Kroeger
100.	"Special"	Wilshire	Lori & Micah Wilshire
101.	"Mr. Bartender (It's So Easy)"	Sugar Ray	McGrath/ Frazier/ Sheppard/ Karbes/ Burock/ Scott/ Griffin
102.	"Are You Happy Now?"	Michelle Branch	Michelle Branch/ John Shanks
103.	"American Life"	Madonna	Madonna
104.	"It's About Time"	Lillix	Lauren Christy
105.	"What Do You Do"	The Troys	Lauren Christy
106.	"Freeze"	Pay The Girls	Phelps / Fox / Fisher / Pence
107.	"Dumb Grils"	Lucy Woodward	Kevin Kadish/ Lucy Woodward

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
108.	"Cry Me A River"	Justin Timberlake	Tim Mosley
109.	"Miss You"	Aaliyah	Ted Bishop
110.	"I'm With You"	Avril Lavigne	Lauren Christy/ Scott Spock/ Graham Edwards
111.	"Die Another Day"	Madonna	Madonna
112.	"The Game Of Love"	Santana Feat. Michelle Branch	Gregg Alexander
113.	"Breathe Your Name"	Sixpence None the Richer	Matt Slocum
114.	"Sk8er Boi"	Avril Lavigne	Lauren Christy/ Scott Spock
115.	"Dirty"	Christina Aguilera Feat. Redman	Dana Stinson / Reggie Noble
116.	"In A Little While"	Uncle Kracker	Matt Shafer
117.	"Extreme Ways"	Moby	Richard Hall
118.	"Goodbye To You"	Michelle Branch	Michelle Branch
119.	"Steve McQueen"	Sheryl Crow	Sheryl Crow/ John Shanks
120.	"Good Friend"	Nine Days	John Hampson
121.	"I Care 4 U"	Aaliyah	Tim Mosley/ Missy Elliott
122.	"That's What Girls Do"	No Secrets	Richie Supa
123.	"I'm Alive"	Celine Dion	Andreas Carlsson / Kristian Lundin
124.	"Don't Turn Off The Lights"	Enrique Iglesias	David Siegel
125.	"For All Time"	Soluna	David Siegel / Steve Morales
126.	"Walking Away"	Craig David	Mark Hill
127.	"I Can't Help You Now"	Bonnie Raitt	Wayne Kirkpatrick
128.	"Shine"	Meredith Brooks	David Darlings
129.	"Complicated"	Avril Lavigne	Christy / Spock / Edwards

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
130.	"Anything"	Jaheim Featuring Next	Keir Gist
131.	"Soak Up The Sun"	Sheryl Crow	Sheryl Crow
132.	"Escape"	Enrique Iglesias	David Siegel / Steve Morales
133.	"Insatiable"	Darren Hayes	Darren Hayes
134.	"Can't Get You Out Of My Head"	Kylie Minogue	Hook / Summer / Morris / Gilbert
135.	"I'm Not A Girl, Not Yet A Woman"	Britney Spears	Dido Armstrong
136.	"All You Wanted"	Michelle Branch	Michelle Branch
137.	"7 Days"	Craig David	Mark Hill / Darren Hill
138.	"U Got It Bad"	Usher	Bryan Michael Cox
139.	"We Fit Together"	O-Town	Joe Belmatti / Mich Harsen
140.	"Answer The Phone"	Sugar Ray	McGrath / Frazier / Sheppard / Bullock / Karge
141.	"You Rock My World"	Michael Jackson	Michael Jackson
142.	"Rock The Boat"	Aaliyah	Rapture Stewart / Eric Seats
143.	"Emotion"	Destiny's Child	Barry Gibb
144.	"Family Affair"	Mary J. Blige	Andre Young / Melvin Bradford
145.	"I'll Fly With You (L'Amour Toujours) - Duet"	Gigi D'Agostino	D'Agostino / Sandrini / Montagner / Leoni
146.	"Lovin' Each Day"	Ronan Keating	Gregg Alexander
147.	"She's All I Got"	Jimmy Cozier	Michael Flower
148.	"Everywhere"	Michelle Branch	Michelle Branch
149.	"Hunter"	Dido	Dido Armstrong
150.	"Fill Me In"	Craig David	Mark Hill
151.	"Someone To Call My Lover"	Janet	Bunnell

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
152.	"I Wanna Be Bad"	Willa Ford	Williforb
153.	"What It Feels Like For A Girl"	Madonna	Madonna
154.	"Imitation Of Life"	R.E.M.	Stipe / Milis / Buck
155.	"Video"	India.Arie	Simpson
156.	"All For You"	Janet	Romani / Malavasi / Garfield
157.	"Heard It All Before"	Sunshine Anderson	Flowers
158.	"Whole New You"	Shawn Colvin	Shawn Colvin
159.	"Crazy"	K-Ci & JoJo	Allamby
160.	"I Can't Deny It"	Rod Stewart	Alexander
161.	"Best I Ever Had"	Vertical Horizon	Scannell
162.	"Don't Tell Me"	Madonna	Madonna / Henry
163.	"Love By Grace"	Lara Fabian	Loggins
164.	"Thank You"	Dido	Dido Armstrong
165.	"She Bangs"	Ricky Martin	Rosa/ Child
166.	"911"	Wyclef Jean Feat. Mary J. Blige	Brown
167.	"Independent Women Part 1"	Destiny's Child	Steward / Seats
168.	"Music"	Madonna	Madonna
169.	"Pinch Me"	Barenaked Ladies	Page / Robertson
170.	"Just Be A Man About It"	Toni Braxton	Bishop/Cox
171.	"Try Again"	Aaliyah	Mosley
172.	"Graduation (Friends Forever)"	Vitamin C	Deutsch
173.	"Falls Apart"	Sugar Ray	McGrath / Frazier / Sheppard / Karges / Bullock / Nichol
174.	"Everything You Want"	Vertical Horizon	Scannell
175.	"Bring It All To Me"	Blaque Feat. N Sync	Lawrence

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
176.	"Great Beyond, The"	R.E.M.	Stipe/Buck/Mills
177.	"I Knew I Love You"	Savage Garden	Jones/Hayes
178.	"Then The Morning Comes"	Smash Mouth	Camp
179.	"Shake Your Bon Bon"	Ricky Martin	Rosa
180.	"Lost In You"	Garth Brooks (as Chris Gaines)	Kirkpatrick
181.	"Heartbreaker"	Mariah Carey/Feat Jay-Z	Walden
182.	"Smile"	Vitamin C Feat. Lady Saw	Deutsch
183.	"Smooth"	Santana Feat. Rob Thomas	Shur
184.	"She's All I Ever Had"	Ricky Martin	Rosa
185.	"I'll Be Your Everything"	Youngstown	James/ Levy/ Stevens/ Roundtree
186.	"Better Days"	Citizen King	Sims/ Cooley
187.	"Someday"	Sugar Ray	McGrath/ Frazier/ Sheppard/ Karges/ Bullock/ Nichol
188.	"Spend My Life With You"	Eric Benet Feat. Tamia	Posey
189.	"Tell Me It's Real"	K-Ci & Jo Jo	Bennett
190.	"All Star"	Smash Mouth	Camp
191.	"Beautiful Stranger"	Madonna	Madonna
192.	"Where My Girls At"	702	Elliott/Seats/Stewart
193.	"Livin' La Vida Loca"	Ricky Martin	Rosa
194.	"One More Try"	Divine	Michael
195.	"Anything But Down"	Sheryl Crow	Sheryl Crow
196.	"At The Stars"	Better Than Ezra	Griffin
197.	"Animal Song, The"	Savage Garden	Jones/ Hayes
198.	"I'm Not Ready"	Keith Sweat	Little/ Jones

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
199.	"Kiss Me" written by Slocum	Sixpence None The Richer	Slocum
200.	"Every Morning"	Sugar Ray	McGrath/ Frazier/ Sheppard/ Karges
201.	"Taking Everything"	Gerald Levert	Allamby/ Browder/ Robertson
202.	"I'm N Luv (Wit A Stripper)"	T-Pain Feat. Mike Jones	Jones
203.	"Grillz"	Nelly Feat. Paul Wall, Ali & Gipp	Slayton
204.	"I Am Not My Hair"	India.Arie	Simpson
205.	"Grown & Sexy"	Babyface	Simmons
206.	"Nasty Girl"	Notorious B.I.G. Feat. Diddy, Nelly & Jagged Edge	Jordan/Alexander
207.	"Laffy Taffy"	D4L	Williams
208.	"Be Without You"	Mary J. Blige	Cox
209.	"Gotta Go"	Trey Songz	Smith/Neveson
210.	"If I Was Your Woman"	Alicia Keys	Bacharach
211.	"It's You"	Urban Mystic	Bacharach
212.	"Here We Go"	Trina Feat. Kelly Rowland	Lucas
213.	"Trippin"	Toni Braxton	Cox
214.	"Your Body"	Pretty Ricky	Smith/ Smith/ Smith/ Cooper/ Mathis
215.	"Girl Tonite"	Twista Feat. Trey Songz	Jones
216.	"Badd"	Ying Yang Twins Feat. Mike Jones	Jones
217.	"Extravaganza"	Jamie Foxx Feat. Kanye West	Michael Flowers
218.	"Don't Forget About Us"	Mariah Carey	Cox
219.	"Gold Digger"	Kayne West Feat. Jamie Foxx	Charles/ Richard

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
220.	"I Wanna Be Loved"	Eric Benet	Posey
221.	"Shake It Off"	Mariah Carey	Cox
222.	"Like You"	Bow Wow Feat. Ciara	Cox
223.	"Back Then"	Mike Jones	Jones
224.	"Outta Control"	50 Cents	Young/ Pope
225.	"Pon De Replay"	Rihanna	Nobles/Brooks
226.	"Pinkin' All Over The World"	Ludacris Feat. Bobby Valentino	Scantlebury
227.	"Sorry For The Stupid Things"	Babyface	Simmons
228.	"Get It Poppin'"	Fat Joe Feat. Nelly	Cartagena
229.	"Go!"	Common	Lewis
230.	"How To Deal"	Frankie J	Cox
231.	"Ass Like That"	Eminem	Young/Pope
232.	"Sugar (Gimme Some)"	Trick Daddy Feat. Cee-Lo & Ludacris	Young
233.	"The Potion"	Ludacris	Mosley
234.	"Number One Spot"	Ludacris	Jones
235.	"Back Of Da Club"	Mashonda	Tifreere
236.	"Baby Mama"	Fantasia	Relord/ Aklin
237.	"How We Do"	The Game Feat. 50 Cent	Young
238.	"Disco Inferno"	50 Cent	Cox
239.	"Bring Em Out"	T.I.	Gamble / Bell / Chambers / Harris
240.	"Karma"	Lloyd Banks	Jackson/ Yancy
241.	"Just Lose It"	Eminem	Young/ Pope
242.	"Lean Back"	Terror Squad	Cartagena
243.	"Headsprung"	LL Cool J Feat. Timbaland	Mosley
244.	"If I Was Your Girlfriend"	Nicole Wray	Beck/ Williams/ Jones/ Bonner Pierce

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
245.	"My Place"	Nelly Feat. Jaheim	Gamble/ Huff
246.	"I Wanna Thank Ya"	Angie Stone Feat. Snoop Dogg	Alexander
247.	"99 Problems"	Jay-Z	Young/ Ross/ Seymour/ Evans
248.	"Free"	Lashell Griffin	Golde/ Livingston
249.	"Confessions Part II"	Usher	Cox
250.	"Make It Alright"	Carl Thomas	City
251.	"Burn"	Usher	Cox
252.	"Naughty Girl"	Beyonce	Moroder/ Belloitte
253.	"U Should've Known Better"	Monica	Cox
254.	"I'm Really Hot"	Missy Elliott	Elliott/ Mosley/ Aleem/ Aleem/ Toureau
255.	"I Want You"	Janet Jackson	Bacharach
256.	"Neva Eva"	Trillville	Glaze/ Edwards/ Prince
257.	"Dirt Off Your Shoulder"	Jay-Z	Mosley
258.	"Rubber Band Man"	T.I.	Harris
259.	"Indian Flute"	Timbaland & Magoo Feat. Sebastian & Rajeshwari	Mosley
260.	"U Got That Love (Call It A Night)"	Gerald Levert	Nichols
261.	"Pass That Dutch"	Missy Elliott	Elliott/ Mosley/ Jolicdeur/ Mason/ Mercer/ Huston
262.	"Walked Outta Heaven"	Jagged Edge	Cox
263.	"Backtight"	Jaheim	Williams/ Carstarphen/ McFadden/ Gamble / Whitehead
264.	"Read Your Mind"	Avant	Gamble/ Huff

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
265.	"Magic Stick"	Lil Kim Feat. 50 Cent	Jones
266.	"Roun' The Globe"	Nappy Roots	Flowers
267.	"The Jump Off"	Lil' Kim Feat. Mr. Cheeks	Jones/Mosley
268.	"Come Over"	Aaliyah	Cox/ Alexander/ Hicks
269.	"Put That Woman First"	Jaheim	Gist/ Lighty/ Brown
270.	"Try It On My Own"	Whitney Houston	Sager
271.	"The Truth"	India.Arie	Simpson
272.	"In Da Club"	50 Cent	Young
273.	"Mesmerize"	Ja Rule Feat. Ashanti	Creed/Bell
274.	"Gossip Folks"	Missy "Misdemeanor" Elliott Feat. Ludacris	Elliott / Mosley
275.	"Do That..."	Baby Feat. P. Diddy	Alexander
276.	"Imagine That"	Next	Gist/ Lighty
277.	"Work It"	Missy "Misdemeanor" Elliott	Elliott/ Simmons
278.	"Strength Of A Woman"	Shaggy	Burell/ Ducent/ Darson/ Fletcher/ Pizzonia/ Birch/ Browne
279.	"03 Bonnie & Clyde"	Jay-Z Feat. Beyonce Knowles	Wrice/ Harper
280.	"Smoking Cigarettes"	Tweet	Keys
281.	"Put Me Down"	Donell Jones	Lightly/ Lightly/ Gist
282.	"Little Things"	India.Arie	Simpson
283.	"Hey Sexy Lady"	Shaggy Feat. Brian & Tony Gold	Morrison/ Livingston/ Birch
284.	"Stingy"	Ginuwine	Cox
285.	"Don't You Forget it"	Glenn Lewis	Lewis
286.	"Oops (Oh My)"	Tweet	Elliott/ Mosley/ Keys

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
287.	"Don't Mess With My Man"	Nivea Feat. Brian & Brandon Casey	Cox
288.	"Blue Jeans"	Yasmeen Feat. Ghostface Killah	Alexander/ Hicks
289.	"Dilemma"	Nelly Feat. Kelly Rowland	Gamble/ Sigler
290.	"All Eyez On Me"	Monica	Jones
291.	"Sugarhigh"	Jade Anderson	Anderson/ White
292.	"U-Turn"	Usher	Cox
293.	"Nothin'"	N.O.R.E.	Camp/ Santiago
294.	"Just A Friend 2002"	Mario	Gamble/ Huff
295.	"I Got It"	Jagged Edge	Cox/ Scantlebury/ Taylor/ Smith
296.	"Wish I Didn't Miss You"	Angie Stone	Huff/ McFadden/ Whitehead
297.	"Where The Party At"	Jagged Edge	Cox
298.	"More Than A Woman"	Aalyiah	Mosley
299.	"No More Drama"	Mary J. Blige	Edwards
300.	"One Minute Man"	Missy "Misdemeanor" Elliott	Pomeranz/ Elliott/ Mosley
301.	"Let Me Blow Ya Mind"	Eve Feat. Gwen Stefani	Young
302.	"Area Codes"	Ludacris Feat. Nate Dogg	Alexander
303.	"Can't Believe"	Faith Evans Feat. Carl Thomas	Young/Taylor
304.	"Love Will Always Win"	Garth Brooks & Trisha Yearwood	Kukpahick/ Kennedy
305.	"Never Mind Me"	Big & Rich	Rich/ Alphin Clawson
306.	"Bring It On Home"	Little Big Town	Kukpahick/ Buck/ Hayes
307.	"Something's Gotta Give"	LeAnn Rimes	Wiseman/ Mulling

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
308.	"Corn Fed"	Shannon Brown	Rich/ McGehee/ Brown
309.	"I'm Taking The Wheel"	SheDaisy	Osborn/ Shanks
310.	"Why"	Jason Aldean	Rich/ Clawson/ McGehee
311.	"I'll Die Tryin'"	Lonestar	Bogard/ Shover
312.	"I Don't Feel Like Loving You Today"	Gretchen Wilson	Berg/ Collins
313.	"Kerosene"	Miranda Lambert	Earie/ Lambert
314.	"Comin' To Your City"	Big & Rich	Rich/ Alphin
315.	"Nobody Gonna Tell Me What To Do"	Van Zandt	Nichols/ Wiseman/ Mullins
316.	"All Jacked Up"	Gretchen Wilson	Rich/ Wilson/ McGehee
317.	"Like We Never Loved At All"	Faith Hill	Rich/ McGehee/ Sack
318.	"Dream Big"	Ryan Shupe & The Rubber Band	Shupe
319.	"Inside Your Heaven"	Carrie Underwood	Carlsson/ Nysten/ Kotecna
320.	"Mississippi Girl"	Faith Hill	Rich/ Schoenfeld
321.	"Boondocks"	Little Big Town	Kirkpatrick/ Roads/ Sweeteral
322.	"You're Like Coming Home"	Lonestar	Shover/ Kenney/ Maher
323.	"Fast Cars And Freedom"	Rascal Flatts	Moldey/ Lerox/ Trasher
324.	"Hicktown"	Jason Aldean	Rich/ Alphin/ McGehee
325.	"I Want A Cowboy"	Katrina Elam	Elan/ Kukpatrick/ Sloas
326.	"Don't Worry 'Bout A Thing"	SheDaisy	Deere/ Osborn
327.	"Big Time"	Big & Rich	Rich/ Alphin/ Aparo

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
328.	"Pickin Wildflowers"	Keith Anderson	Rich/ Anderson/ Williams
329.	"If She Were Any Other Woman"	Buddy Jewell	Harrington/ Lovelace/ Beaurrs
330.	"Picture"	Kid Rock Feat. Sheryl Crow	Crow/ Ritchie
331.	"On A Mission"	Trick Pony	Dean/ Tribble/ Murphy
332.	"At The End Of The Day"	Kellie Coffey	Coffey/ James
333.	"Modern Man"	Michael Peterson	Peterson/ Roberts/ Golde
334.	"Dream Your Way To Me"	Shannon Lawson	Lawson/ Nichols
335.	"Somebody Like You"	Keith Urban	Shanks/ Urban
336.	"Fall Into Me"	Emerson Drive	Stover/ Orlon
337.	"Cadillac Tears"	Kevin Denney	Varble/ Satcher
338.	"Unbroken"	Tim McGraw	Lamar/ Roboff
339.	"Have You Forgotten"	Darryl Worley	Varble/ Worley
340.	"Whatever It Takes"	Kellie Coffey	Coffey/ Obrien
341.	"99.9% Sure (I've Never Been Here Before)"	Brian McComas	Austin/ Barnhill
342.	"I Want My Money Back"	Sammy Kershaw	Berg/ Tate/ Tate
343.	"Rock-A-Bye Heart"	Steve Holy	Roman/ Matkosky
344.	"Love Won't Let Me"	Tammy Cochran	Derre/ Golde/ Livingston
345.	"The Love Song"	Jeff Bates	Bates/ Beathard/ Beard
346.	"There's More To Me Than You"	Jessica Andrews	Slater/ Chagnon
347.	"Was That My Life"	Jo Dee Messina	Green/ Luther
348.	"There's No Limit"	Deana Carter	Scriggs/ Carter

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
349.	"You're My Better Half"	Keith Urban	Shanks
350.	"The Chance"	Julie Roberts	Bryant/ Horgber
351.	"Long, Slow Kisses"	Jeff Bates	Bates/ Haysup/ Bradberry
352.	"Back When"	Tim McGraw	Stevens/ Smith/ Lynch
353.	"Come Home Soon"	SheDaisy	Shanks / Osborn
354.	"Nothing On But The Radio"	Gary Allan	Hill/ Blacknor/ Long
355.	"Live Like You Were Dying"	Tim McGraw	Nichols/ Wiseman
356.	"Hey Good Lookin'"	Jimmy Buffett	Hank Williams Sr.
357.	"I Meant To"	Brad Cotter	Bogard/ Cotter/ Giles
358.	"I Wanna Make You Cry"	Jeff Bates	Beard
359.	"Loco"	David Lee Murphy	Tribble
360.	"That's What She Gets For Loving Me"	Brooks & Dunn	McBride
361.	"Didn't I"	Rachel Proctor	Bergsnes/ Post/ Nash
362.	"Somebody"	Reba McEntire	Berg/ Tate/ Tate
363.	"This Love"	LeAnn Rimes	Beeson/Collins
364.	"Sweet Southern Comfort"	Buddy Jewell	Clawson/ Crissler
365.	"There Goes My Life"	Kenny Chesney	Thrasher/ Moble y
366.	"Texas Plates"	Kellie Coffey	James
367.	"I'm One Of You"	Hank Williams Jr.	Coty/ Melton
368.	"I Can't Be Your Friend"	Rushlow	Clawson/ Crisler
369.	"It's Five O'clock Somewhere"	Alan Jackson & Jimmy Buffett	Brown/ Rollings
370.	"I Melt"	Rascal Flatts	Mosley/ Thrasher/ Levox

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
371.	"What The World Needs"	Wynonna	Lamar/ James
372.	"Then They Do"	Trace Adkins	Rollins/ Russ
373.	"The Truth About Men"	Tracy Byrd	Johnson/ Lee/ Oversheet
374.	"A Boy Like You"	Trick Pony	Newfield/ Rutherford/ Shapiro
375.	"Don't Waste My Time"	Little Big Town	Childess/ Kelly/ Millgehal
376.	"Look At Me Now"	Sixwire	Mandile/ McClintock
377.	"Where Would You Be"	Martina McBride	Ferrell/ Proctor
378.	"Dare To Dream"	Jo Dee Messina	Bach/ Follese
379.	"The Good Stuff"	Kenny Chesney	Collings/ Wiseman
380.	"When You Lie Next To Me"	Kellie Coffey	Harman/ Martin
381.	"Just What I Do"	Trick Pony	Burns/ Dean
382.	"Goodbye On A Bad Day"	Shannon Lawson	Peters
383.	"Before I Knew Better"	Brad Martin	Simpson Lee
384.	"Karma"	Jessica Andrews	Green/ Mayo
385.	"I Should Be Sleeping"	Emerson Drive	Wright
386.	"She Doesn't Dance"	Mark McGuinn	Perimmer/ McGuinn/ Decker
387.	"Wrapped Up In You"	Garth Brooks	Kirkpatrick
388.	"I'm Movin' On"	Rascall Flatts	White/ Williams
389.	"Bring On the Rain"	Jo Dee Messina & Tim McGraw	Darling/ Montana
390.	"How Cool Is That"	Andy Griggs	Griggs/ Thrasher/ Mobley
391.	"Unusually Unusual"	Lonestar	Mark McGuinn
392.	"Angels In Waiting"	Tammy Cochran	Cochran/ McBride/ Harris

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
393.	"Where I Come From"	Alan Jackson	Alan Jackson
394.	"On A Night Like This"	Trick Pony	Kahan/ Staley
395.	"When I Think About Angels"	Jamie ONeal	Oneal/ Dean/ Tillis
396.	"Why They Call It Falling"	Lee Ann Womack	Dean/ Schutz
397.	"Mrs. Steven Rudy"	Mark McGuinn	McGuinn/ Decker
398.	"People Like Us"	Aaron Tippon	Tribble/ Murphy
399.	"When Someone Loves You"	Alan Jackson	Alan Jackson
400.	"A Rose Is A Rose"	Meredith written	Bryant/ Berg/ Russ
401.	"She Couldn't Change Me"	Montgomery Gentry	Knight/ Nicholson
402.	"Move On"	The Warren Brothers	Wilde/ Warren/ Warren
403.	"Pour Me"	Trick Pony	Newfield/ Wedlock/ Dean/ Burns/ Belfly
404.	"What Do You Know About Love"	Dwight Yoakam	Yoakam
405.	"Scream"	Mindy McCready	Darling/ Waggoner
406.	"Wild Horses"	Garth Brooks	Shore/ Wills
407.	"You Made Me That Way"	Andy Griggs	Malloy/ Burr
408.	"Things Change"	Tim McGraw	Green/ Lindsey/ Luther/ Mayo
409.	"Lucky 4 You"	Shedaisy	Deere/ McCabe/ Osborne
410.	"Www.Memory"	Alan Jackson	Jackson
411.	"Oklahoma"	Billy Gilman	Williams/ Allen
412.	"I Lost It"	Kenny Chesney	Olander/ Thrasher
413.	"Meanwhile Back At The Ranch"	The Clark Family Experience	Kirkpatrick/ Kennedy
414.	"One Voice"	Billy Gilman	Malloy/ Cook

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
415.	"When You Need My Love"	Darryl Worley	Worley/ Varble
416.	"Self Made Man"	Montgomery Gentry	Varble/ Knowles
417.	"Lonely"	Tracy Lawrence	Dean/ Bruce
418.	"That's The Way"	Jo Dee Messina	Lamar/ Roboff
419.	"More"	Trace Adkins	McHugh/ Gray
420.	"Prayin' For Daylight"	Rascal Flatts	Bogard/ Giles
421.	"It's Always Somethin'"	Joe Diffie	Green/ Mayo
422.	"What About Now"	Lonestar	Smith/ Baker/ Harbin
423.	"Forever Works For Me"	Neal McCoy	Bogard/ Giles
424.	"Unconditional"	Clay Davidson	Hengber/ Bryant/ Rutherford
425.	"Yes"	Chad Brock	Collins/ Smith/ Brock
426.	"Way You Love Me, The"	Faith Hill	Follese/ Dulaney
427.	"Jimmy's Got A Girlfriend"	The Wilkinsons	Smith/ McDonald/ Harbin
428.	"She's More"	Andy Griggs	Crosby/ Hengber
429.	"Unbreakable Heart"	Jessica Andrews	Tench
430.	"Me And Maxine"	Sammy Kershaw	Bradberry/ Lunn
431.	"Let Make Love"	Faith Hill & Tim McGraw	Green/ Lindsey/ Luther
432.	"Quittin' Kind, The"	Joe Diffie	Sanders/ Hogin/ Barnhar
433.	"Beer Thirty"	Brooks & Dunn	McBride
434.	"A Matter Of Time"	Jason Sellers	Roboff/ Wiseman/ Sellers
435.	"It Don't Matter To The Sun"	Garth Brooks (as Chris Gaines)	Kirkpatrick/ Kennedy
436.	"I Love You"	Martina McBride	Follese/ Follese/ Hyler

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
437.	"Missing You"	Brooks & Dunn	Sandford/ Leonard/ Waite
438.	"An Man Ain't Made Of Stone"	Randy Travis	Gerner/ Golde/ Burr
439.	"Little Man"	Alan Jackson	Alan Jackson
440.	"Trouble Is A Woman"	Julie Reeves	Johnson/ Malloy/ Williams
441.	"Something Like That"	Tim McGraw	Ferrell/ Follese
442.	"Lesson In Leavin'"	Joe Dee Messina	Goodrun/ Maher
443.	"South Of Santa Fe"	Brooks & Dunn	Nelson/ Boone/ Brooks
444.	"Angels Working Overtime"	Deana Carte	Lunn/ Dulaney
445.	"Amazed"	Lonestar	Green/ Lindsey/ Mayo
446.	"One Honest Heart"	Reba	Baker/ Myers/ Malloy
447.	"A Night To Remember"	Joe Diffie	Barnes/ Hale
448.	"Gone Crazy"	Alan Jackson	Alan Jackson
449.	"I Will Be There For You"	Jessica Andrews	Leo/ Shapiro/ Bowles
450.	"Everytime I Cry"	Terri Clark	Stanley/ Regan
451.	"No More Looking Over My Shoulder"	Travis Tritt	Wiseman/ Peterson
452.	"I Can't Get Over You"	Brooks & Dunn	McBride/ Dunn
453.	"Hands Of A Working Man"	Ty Herndon	Williams/ Collins
454.	"How Forever Feels"	Kenny Chesney	Mobley/ Mullins
455.	"Wrong Night"	Reba McEntire	Leo/ Bowles
456.	"Somedoby's Out There Watching"	The Kinleys	Lerner/ Golde/ Brooker
457.	"By The Book"	Michael Peterson	Peterson/ Orrall
458.	"Spirit Of A Boy"	Randy Travis	Bruce/ Burtnick

COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
459.	"Someone You Used To Know"	Collin Raye	Johnson/ Lee
460.	"Everything's Changed"	Lonestar	Nelson/ Boone/ McDonald
461.	"There You Have It"	Blackhawk	Bogard/ Giles
462.	"I Wanna Feel That Way Again"	Tracy Byrd	Bogard/ Stevens/ Leigh
463.	"Forever Love"	Reba McEntire	Bryant/ Hengber/ Russ
464.	"Nothing New Under The Moon"	LeAnn Rimes	Shapiro/ Bowles/ Leo
465.	"Surrender"	4Him	Bourgeois/ Harris
466.	"The Other Side Of The Radio"	Chris Rice	Rice
467.	"Redeemer"	Nicole Mullen	Nicole Mullen
468.	"Spoken For"	MercyMe	Kipley/ Millard/ Cochran/ Bryson/ Shaffer/ Scheuchzer
469.	"I'm All Yours"	Rachael Lampa	Lampa/ Lewis/ Laruiz/ Laruiz
470.	"You're The First, The Last, My Everything"	Barry White	White/ Radcliffe/ Sepe
471.	"Escape (The Pina Colada Song)"	Rupert Holmes	Rupert Holmes
472.	"Grease"	Frankie Valli	Gibb
473.	"Stayin' Alive"	Bee Gees	Gibb/ Gibb/ Gibb
474.	"Bad Bad Leroy Brown"	Jim Croce	Jim Croce
475.	"Hot Stuff"	Donna Summer	Bellotte/ Forsey/ Faltermeier
476.	"Celebration"	Kool And The Gang	Bell/ Smith/ Brown/ Taylor/ Mickens/ Toon/ Thomas/ Bell/ Deodato
477.	"Addicted To Love"	Robert Palmer	Robert Palmer
478.	"Everybody Have Fun"	Wang Chung	Hues/ Feldman/ Wolf

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
479.	"You Needed Me"	Anne Murray	Goodrum
480.	"Comedy Tonight"	A Funny Thing Happened On The Way To The Forum	Sondheim
481.	"Send In The Clowns"	A Little Night Music	Sondheim
482.	"Big Spender"	Sweet Charity	Coleman/ Fields
483.	"If My Friends Could See Me Now"	Sweet Charity	Coleman/ Fields
484.	"Look To The Rainbow"	Patti Labelle	Lane/ Harburg
485.	"Savin' Me"	Nickelback	Kroeger/ Kroeger/ Peake/ Adair
486.	"Animals"	Nickelback	Kroeger/ Kroeger/ Adair
487.	"Falling"	Staind	Lewis/ Mushok/ Wysocki/ April
488.	"Stricken"	Disturbed	Draiman/ Donegan/ Wengreen
489.	"Panic Prone"	Chevelle	Loeffler/ Loeffler/ Loeffler
490.	"Wake Me Up When September Ends"	Green Day	Armstrong/ Pritchard/ Wright
491.	"Guarded"	Disturbed	Draiman/ Donegan/ Wengreen
492.	"Right Here"	Staind	Lewis/ Mushok/ Wysocki/ April
493.	"Wordplay"	Jason Mraz	Mraz/ Kadish
494.	"She Says"	Unwritten Law	Russo/ Brewer/ Morris /Kim/ Allen/ Palermo/ Jamieson
495.	"Holiday"	Green Day	Armstrong/ Pritchard/ Wright
496.	"Shut Up"	Simple Plan	Bouvier/Comeau
497.	"If I Die Tomorrow"	Motley Crue	Sixx/ Comeav/ Bouvier

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
498.	"The Clincher"	Chevelle	Loeffler/ Loeffler/ Loeffler
499.	"Save Me"	Unwritten Law	Russo/ Allen/ Perry
500.	"Boulevard Of Broken Dreams"	Green Day	Armstrong/ Pritchard/ Wright
501.	"Welcome To My Life"	Simple Plan	Bouvier/Comeau
502.	"American Idiot"	Green Day	Armstrong/ Pritchard/ Wright
503.	"Triple Trouble"	Beastie Boys	Edwards/ Rodgers/ Diamonds/ Yauch/ Horowitz
504.	"Vitamin R (Leading Us Along)"	Chevelle	Loeffler/ Loeffler/ Loeffler
505.	"Spin You Around"	Puddle Of Mudd	Scantlin
506.	"Throw It All Away"	Default	Kroeger/ Benedict/ Craig/ Hora/ Smith
507.	"Zoe Jane"	Staind	Lewis/ Mushok/ Wysocki/ April
508.	"Jackson, Mississippi"	Kid Rock	Ritchie/ Trenibley
509.	"Heel Over Head"	Puddle Of Mudd	Scantlin
510.	"Away From Me"	Puddle Of Mudd	Scantlin
511.	"How About You"	Staind	Lewis/ Mushok/ Wysocki/ April
512.	"Go To Sleep"	Radiohead	Yorke/ Selway/ O'Brien/ Greenwood/ Greenwood
513.	"I'm Still Here"	Vertical Horizon	Scannell
514.	"Closure"	Chevelle	Loeffler/ Loeffler/ Loeffler
515.	"So Far Away"	Staind	Lewis/ Mushok/ Wysocki/ April
516.	"Price To Play"	Staind	Lewis/ Mushok/ Wysocki/ April
517.	"Minerva"	Deftones	Moreno/ Carpenter/ Cheng/ Cunningham/ Delgado

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
518.	"There There"	Radiohead	Yorke/ Selway/ O'Brien/ Greenwood/ Greenwood
519.	"Caught In The Rain" popularized by Revis	Revis	Davis/ Cox/ Holman/ Thiemann
520.	"Send The Pain Below"	Chevelle	Loeffler/ Loeffler/ Loeffler
521.	"Remember"	Disturbed	Drainen/ DonEgan/ Kmak/ Wengreen
522.	"She Hates Me"	Puddle Of Mudd	Scantlin/Allen
523.	"Up All Night"	Unwritten Law	Russo/ Brewer/ Youman/ Morris/ Kim
524.	"The Red"	Chevelle	Loeffler/ Loeffler
525.	"Hate To Say I Told You So"	The Hives	Fitzsimmons
526.	"Freaking Out"	Adema	Kohls/ Chavez/ Deroo/ Ransan/ Fluckey/ Appleberry
527.	"Hero"	Chad Kroeger Feat. Josey Scott	Kroeger
528.	"Epiphany"	Staind	Lewis
529.	"Drift & Die"	Puddle Of Mudd	Scantlin/ Allen
530.	"Deny"	Default	Kroeger/ Smith/ Hora/ Craig
531.	"Live Again"	Sevendust	Rose/ Hornsby/ Courry/ Witherspoon/ Connolly
532.	"Lonely Road Of Faith"	Kid Rock	Ritchie
533.	"Seein' Red"	Unwritten Law	Russo/ Brewer/ Morris/ Youman/ Kim
534.	"For You"	Staind	Mushok/ Lewis/ Wysocki/ April
535.	"The Way You Like It"	Adema	Kohl/ Chavez/ Dcرو/ Ranson/ Fluckey
536.	"Save Me"	Remy Zero	Tate/ Tate/ Williams/ Thompson/ Slay

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537.	"Blurry"	Puddle Of Mudd	Scantlin/ Ardito/ Allen
538.	"Forever"	Kid Rock	Ritchie/ Shaffer/ Beauregard
539.	"Steppin' Away"	Stereomud	Richardson/ Lowry/ Zampella/ Rogers/ Fattoruso
540.	"Fade"	Staind	Mushok/ Lewis/ Wysocki/ April
541.	"Control"	Puddle Of Mudd	Scantlin/ Stewart
542.	"Giving In"	Adema	Kohl/ Chavez/ Deroo/ Ranson/ Fluckry
543.	"Soul Singing"	The Black Crowes	Robinson/ Robinson
544.	"Days Of The Week"	Stone Temple Pilots	Deleo/ Deleo/ Kretz/ Weiland
545.	"Smooth Criminal"	Alien Ant Farm	Jackson
546.	"When It's Over"	Sugar Ray	McGrath/ Frazier/ Sheppard/ Bullock/ Karles
547.	"Pain"	Stereomud	Richardson/ Lowery/ Zampella/ Rogers/ Fattoruso
548.	"Outside"	Staind	Lewis
549.	"Rise"	The Cult	Astbury/ Duffy
550.	"It's Been Awhile"	Staind	Lewis/ Mushok/ Wysocki/ April
551.	"Lickin"	The Black Crowes	Robinson/ Robinson
552.	"Waiting"	Green Day	Armstrong/ Wright/ Pritchard/ Hatch
553.	"Follow Me" Uncle Kracker	Uncle Kracker	Shafer/ Bradford
554.	"Superman Inside"	Eric Clapton	Clapton/ Bramhall/ Melvoin
555.	"Opticon"	Orgy	Gordon/ Dirakh/ Hewitt/ Shuck/ Haley
556.	"Too Little Too Late"	Barenaked Ladies	Page/ Robertson

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COUNT	COMPOSITION	POPULARIZED BY	WRITTEN BY
557.	"Digital Bath"	Deftones	Moreno/ Cheng/ Cuningham/ Carpenter
558.	"Old Enough"	Nickelback	Kroeger/ Kroeger/ Peake/ Vikadel
559.	"Warning"	Green Day	Armstrong/ Wright/ Pritchard
560.	"Let Sally Drive"	Sammy Hagar	Sammy Hagar
561.	"South Side"	Moby	Hall
562.	"No Way Out"	Stone Temple Pilots	Deleo/ Deleo/ Kretz/ Weiland
563.	"Sleepwalker"	Wallflowers	Dylan
564.	"Optimistic"	Radiohead	York/ Selway/ O'Brien/ Greenwood/ Greenwood
565.	"Serious JuJu"	Sammy Hagar	Sammy Hagar
566.	"Fiction (Dreams In Digital)"	Orgy	Gordon/ Derakh/ Hewitt/ Shuck/ Abraham/ Haley
567.	"Question Everything"	8Stops7	Sula-Goff/ Powell/ Viveros/ Watson
568.	"You're A God"	Vertical Horizon	Scannell
569.	"Porcelain"	Moby	Hall
570.	"Sour Girl"	Stone Temple Pilots	Deleo/ Deleo/ Kretz/ Weiland