May 24, 1998----

The backyard of Brian Wilson's spacious estate in west suburban St. Charles overlooks a calm pond. A playground set stands near the water. Wilson slowly walks out of the basement studio in the home he shares with wife Melinda and daughters Daria, 2, and Delanie, 6 months old.

Wilson squints into the midday sun.

He looks at a playground slide. Then he looks at a swing set.

Wilson elects to sit down on the saddle swing.

In a life of storied ups and downs, Wilson's career is on the

upswing. The June release of ``Imagination" (Giant Records) is a

return to 1966's ``Pet Sounds" in terms of orchestration and

instrumentation, with its the ambitious patterns of tympanies and

snare drums. But equally important are Wilson's vocals, which are the

smoothest and most soulful since 1970's ``Sunflower."

Wilson, 55, has suddenly defied age.

Mick Jagger and Pete Townshend are brittle rock 'n' roll

barnacles. Ray Davies and Paul McCartney have matured gracefully. Yet

here's Wilson singing with effervescent hope on ``Dream Angel,"

which he co-wrote with his co-producer Joe Thomas and Jim Peterik of Survivor and Ides of March fame.

The song was inspired by Wilson's new daughters. They make him happy. He says that is why he is writing happy music.

On ``Dream Angel," Wilson even returned to the tight, late '50s harmonies of the Dell Vikings (``Come Go With Me") and the Four Freshmen happy-go-lucky voices that influenced the Beach Boys when they were

young.

"Sometimes I go back and think about those old singing groups when I approach a song," Wilson says during a conversation in his studio. Wilson's voice is as clear as his thoughts. Wilson quit smoking in 1994. Cigarettes had ravaged his angelic falsetto. "I blew my voice out from smoking," Wilson says. "I went on the patch. Now my voice is back."

Wilson is slowly emerging from his well-documented dark period.

Wilson's 1991 autobiography, Wouldn't It Be Nice (Harper Collins),

painted a bizarre picture of an abused child who grew up to become a

paranoid and reclusive drug addict.

Wilson can hear the music again.

Technically on piano, he still has one of the best left hands in the business,

floating across the keyboard like the cardinals that fly over his front yard. He uses his signature style on ``Imagination" to update ``Keep an Eye on Summer," an underrated 1964 Beach Boys ballad, and ``Let Him Run Wild," a 1965 Beach Boys jazz-rocker on which Wilson's pristine vocal is in a lower key than the original. Wilson previewed some of the new songs and sang classics like ``In My Room" earlier this month in a private recital for 1,200 friends and fans at the Norris Cultural Arts Center at St. Charles High School. The 90-minute concert was taped for home video release and a VH1 documentary.

Wilson's recital featured Thomas on keyboards; Poi Dog Pondering horn player Paul Mertens, who led a four-piece brass section and a 12-piece string section (Mertens also appears on ``Imagination'') and backing vocalists Timothy B. Schmit, formerly of the Eagles (who sang ``Caroline, No'' on the Beach Boys country tribute), Beach Boy Bruce Johnston, and Christopher Cross, a close friend of Wilson's late brother Carl.

"When I walked out there, the people immediately stood up and started clapping," he says. "That made feel part of it. It was a shock to walk out there. I had never done it before. It was my first actual solo concert, which is amazing. It was a scary experience. I was very nervous. Bruce Johnston gave me the emotional security I needed. So did Joe (Thomas)."

The crowd pleaser was ``South American," which Wilson recorded with Jimmy Buffett a couple of months ago on his first visit to Key West, Fla. Wilson spent a couple of days in the southernmost city in the continental United States, and Buffett took Wilson and Thomas to his old haunts.

Giant Records owner Irving Azoff (former manager of the Eagles and Steely Dan) asked Buffett if he'd be interested in writing for the record.

"On the musical hero worship department, Brian Wilson is right there on top of my list," Buffett says in a phone interview from Key West. "They sent me the track. I wrote around with it for a while. Then I flew out to Los Angeles to meet Brian for the first time. He has a home there across the street from Shaquille O'Neal (and two doors down from John Fogerty). I guess Shaquille collects cars. That's how I found the house. So I met Brian and he goes, "You got the song?' I laughed and said, "I don't work that way.' " Buffett told Wilson he did have the adventurous story line about a cousin longing for ``a little piece of heaven in the Argentine." It took Buffett a month to put his lyrics to Wilson's music.

``South American" blends a distant Beach Boys ``Do It Again" riff into Buffett's calypso rock landscape. The kicker is when Wilson sings, ``You can only get to heaven if you chase your dreams/Let the paparazzi flash, let the tabloid scream/l've been around too long to care what anyone says/l'm hungry and I'm doing lunch with Cameron Diaz."

"Barenaked Ladies have that song out about Brian Wilson being in bed," Buffett says. "There's this misconception of him sitting in a sandbox all the time. This is is my interpretation of saying Brian's OK."

"The song wound up being kind of a duet. It's amazing. It's a `Pet Sounds'-sounding record. He's going, `How's it sounding, Jimmy?' That made me feel weird. Brian Wilson asking me? But the coolest thing of the whole session was when Brian leaned over, looked back at the tracks and said, `Man, that sounds young.' " Buffett pauses. Then, quoting Wilson, he says, ``You know, that's my thing - sounding young."

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THE CIRCLE of friends around Brian Wilson maintains that he has experienced a creative rebirth since moving to the Fox Valley. Wilson is in the studio between noon and 8 p.m. every day except Saturday, when he goes to the movies. He returns to his California home every six weeks or so.

Wilson is not planning to tour, but he would like to do a couple of showcase concerts in downtown Chicago and in the heart of Los Angeles. And under the guidance of Azoff and Thomas, Wilson is distanced from strange projects like the new Tejano single ``Acapulco Girls," a remake of ``California Girls" with Sol De Mexico y the Beach Boys.

Suddenly Wilson says, ``Now I'd like to try a rock 'n' roll album. We're going to Los Angeles for three weeks and then I want to start on that. Eddie (Bayers, his drummer who has been a Country Music Association nominee for musician of the year) and Mike (Rhodes, also Shawn Colvin's bassist) like to rock. With `Imagination,' I thought, `What's missing here?' A good rock 'n' roll song! I don't listen to current music. But I listen to oldies a lot. "Not long ago Peter Buck (of R.E.M.) came to my house in Los Angeles. He interviewed me. He was nervous. So was I. Sean Lennon was here last week. Very nice man, very smart. We hit it off. His album is a little jazzy; there are some great major chords. His backup vocals sound pretty cool.

"A couple things remind me of his dad (John), especially when he talks about universal love. We sang and played the piano for about an hour and then I took him out for whitefish. Everybody freaks when I turn them on to it; it's a fat, long piece of fish." Wilson is swimming in modesty.

``I'm not real optimistic about how my albums sell," Wilson says. ``I'd say we could sell between 150,000 and 200,000 copies of this album - maybe if we get lucky. (Actually Giant has already shipped about three times that number.) My first solo album (1988's `Brian Wilson' on Sire) didn't sell at all. But this one is a bigger step forward. I feel much much better." Wilson is sitting at the console of his studio, which is the

most ambitious recording studio he has ever used. Through speaker phone sessions, Wilson wrote ``She Says That She Needs Me" with Carole Bayer Sager, who wrote the Carly Simon hit ``Nobody Does It Better." The majestic ballad features 85 vocal tracks - with every part on its own track. Thomas grins and says, ``We just kept dubbing and dubbing and dubbing." Dwarfed by the sound board, Wilson looks like a young air traffic controller.

There are several rooms in the mazelike studio, trimmed in clear white Mt. St. Helen's hemlock (pine). A front lobby features 10 framed BMI publishing broadcast performance certificates for Wilson's hits, such as ``California Girls," ``Wouldn't It Be Nice" and ``Good Vibrations." For example, ``Good Vibrations" has 3 million broadcast performances.

One day chief studio engineer Frank Pappalardo calculated the actual length of each song and figured out how much time it would take if the broadcast performances were played consecutively. That's 103 years of Brian Wilson.

The basement studio includes a lounge area with a non-alcoholic bar and a small gym with a sauna and treadmill. While working in the studio, Wilson takes a break every hour to run five minutes at a 13-degree angle on the treadmill.

The walls of a small ``guitar room" are filled with nearly 100

reel-to-reel tapes consisting of songs recorded for ``Imagination." Eleven of the songs made it on the record. Many many others didn't. ``Imagination" began a little over a year ago at the now-defunct River North studios above the since-shuttered Chez Paree nightclub in Streeterville. Along with Wilson and Beach Boys Johnston and Mike Love, Thomas had co-produced 1996's ``Stars and Stripes, Vol. 1," on which country stars sang Beach Boys tunes with the group's backing.

Last spring Thomas and Wilson took the country thing to heart and moved to rural St. Charles. Thomas says, ``We came home from a session one night and our wives bought these two homes next to each other. I mean, bought them. Deposit. Checks written. The homes were half built. We had no choice."

Wilson says, ``My wife even had the studio built. I owe a lot to her for that. It's peaceful here. It's conducive to writing and recording music. Sometimes it reminds me of California in the early 1960s."

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INDEED, there is something Capraesque about downtown St. Charles. The rolling Fox River cuts through town, not far from Burger Drugs, a vintage five-and-dimer. The 71-year-old Arcada Theater has just one screen. Every Tuesday is ``Balcony Night'' at the old vaudeville house.

The feature attraction is ``As Good as It Gets."

Maybe that's why area relators say former Beatle George Harrison has been scouting for a home in the Fox Valley, which would be at least a temporary headquarters for future collaborations with Wilson. The Traveling Wilsonburys?

As a visitor travels north out of town, they can see the four-county area headquarters for the Boy Scouts of America. In St. Charles, it's still cool to be true to your school. The title track for ``Imagination," co-written by Thomas and Chicago radio personality Steve Dahl, celebrates a more innocent time. Laced with inspiring bells and assorted timpani, the uptempo

"Your Imagination" is the debut single and it will be Wilson's first hit since 1988's "Love and Mercy." Wilson sings:

``. . Another bucket of sand/Another wave at the pier I miss the way that I used/To call the shots around here You know it would've been nice/If I had something to do I took a trip through the past/And got to spend it with you." ``Sometimes your imagination runs away with you," Wilson says. The song was written syllabically, rather than from a lyrical

standpoint, by layering consonants.

Thomas explains, ``Brian has so many parts stacked on there that it's impossible to do some of them by saying certain words. Dahl and Peterik helped with the lyrics, and they were masterpieces. But Brian started crossing off things and just singing words that fit. They still made sense, but syllabically it's impossible to sing trio harmonies. You have to build a harmony on words like you or do. You can't do it on personnn."

Wilson smiles and says, ``It took five or 10 minutes to come up with those parts. No two tracks on this album are alike. Some of the tracks took longer. Sometimes it takes a long time to get a rhythm down. It's so easy for me to sing along or play along on a track if the rhythm is right."

Compelling rhythms with a dash of classical influences are what made ``Pet Sounds" a legendary record. Paul McCartney once bought each of his children a copy of ``Pet Sounds," explaining, ``No one is educated musically 'til they've heard that album."

In October, 1996, I was hanging around the studio at River North as the work on ``Imagination'' began. River North's roots went back to the late 1970s when Thomas, a former professional wrestler who performed under the name Buddy Love, began to check out area recording studios. Thomas, a native Chicagoan, studied from the layered production styles of Peterik and Patrick Leonard, who went on to produce Madonna.

Some of the first ``Imagination" tracks included a classically melodic ballad, ``This Isn't Love," co-written by Wilson and original ``Pet Sounds" lyricist Tony Asher. Wilson describes the song as ``semi-Gershwin." Wilson had played the tracks from ``Sweetie," an upbeat '50s doo-wop tune featuring his daughters Carnie and Wendy. Wilson even recruited me for a staccato, under-the-streetlight hand-clapping session with Rhodes and Bayers for ``Rock 'n' Roll Express."

None of the tracks made the cut.

``We used one drum track from River North - the one on (the dissonant album closer) `Happy Days,' " Thomas says. ``That song was

recut seven times. That happened a lot. We got a good feel for what Brian must have been like during `Pet Sounds.' He was always changing stuff. But it all turned out wonderfully." The most wonderful new cut is ``Lay Down Burden," which was inspired by Carl Wilson, who died of cancer in February. The ballad is about coming to grips with redemption and then gaining the strength to move on. Wilson and Thomas wrote the song in California the day they found out Carl had cancer. At the Norris Center recital, Wilson's performance was framed by family scrapbook snapshots of Brian, Carl and Dennis Wilson (who drowned in 1983), culled and assembled by Chicago video producer John Anderson, also a member of the Cleaning Ladys pop band. ``I last saw Carl on Super Bowl Sunday," Wilson says with a forgiving twinkle in his eye. ``Somebody at the party told me it looked pretty grim. It didn't sink in. I went to his funeral and people went to pieces. It is a spiritual song. 'Lay Down Burden' helped me get through it. ``Once you let go of your burdens, you can do anything you want."

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