

= Upgrade U =

" Upgrade U " is a song by American singer and songwriter Beyoncé from her second studio album *B'Day* (2006) . The song features additional vocals from American rapper Jay Z . It was composed by Swizz Beatz , Cameron Wallace , Beyoncé , MK , Makeba , Sean Garrett , Angela Beyincé , Jay Z , Willie Clarke , Clarence Reid , and Beyoncé 's sister , Solange . Columbia Records released " Upgrade U " as a promotional single on November 27 , 2006 in the United States only . " Upgrade U " draws from the genres of hip hop and contemporary R & B. The concept of the song revolves around a woman offering luxuries to a man to upgrade his lifestyle .

" Upgrade U " was generally well received by music critics , some praising Knowles ' assertiveness while singing about her desire to give luxuries to her man . Many also praised the natural chemistry that Knowles and Jay Z have in the song . After the release of *B'Day* , " Upgrade U " started to gain popularity on R & B and hip hop radio stations in the United States . This prompted its pre-release debut on the US Hot R & B / Hip Hop Songs chart and later on the US Billboard Hot 100 chart ; after its promotional release , the song peaked at number 11 and at number 59 on the Hot R & B / Hip Hop Songs and the Hot 100 charts respectively .

The music video for the song was directed by Melina Matsoukas , and took one and a half days of shooting . Knowles did an impersonation of Jay Z in the clip and is also seen amidst gold watches and jewelry , continuing the motif of luxury that is alluded to in the song . It finally emerged as the forty-fifth best R & B / Hip Hop song of 2007 in the United States . Although Knowles did not perform " Upgrade U " in any televised appearances , the song was a part of her set list on The Beyoncé Experience tour (2007) , and I Am ... Tour (2009 ? 10) , as well as her and Jay Z 's joint On the Run Tour (2014) .

= = Background and release = =

" Upgrade U " was written by Knowles , MK , Makeba , Sean Garrett , Angela Beyincé , Jay Z , Willie Clarke , Blowfly and Solange Knowles ; with production from Swizz Beatz , Cameron Wallace , and Knowles . It was recorded at Sony Music Studios in New York City . T.I. was to be the original guest on the song ; however , he was not able to record his verse for the song due to business reasons . Ultimately , Jay Z was selected as the featuring artist ; " Upgrade U " becoming his second collaboration with Knowles on *B'Day* ? the first being " Déjà Vu " (2006) . The song was released as a twelve-inch promotional single on November 27 , 2006 , in the United States only .

= = Music structure , theme and lyrics = =

" Upgrade U " is a hip hop song , with influences of pop , soul , and modern R & B. According to the sheet music published at Musicnotes.com by EMI Music Publishing , the song is set in the key of D minor , with a moderate groove of 92 beats per minute in common time . Knowles ' vocals range from the note of G³ to E⁵ . The song features a synth-horn backdrop as well as a bounce-based hand clap beat . Like most of the tracks on the album , the beat is reinforced by the Roland TR-808 drum machine , while the song also features a heavy bass . " Upgrade U " samples Betty Wright 's 1968 song " Girls Can 't Do What the Guys Do " , composed by Willie Clarke and Clarence Reid . Sal Cinquemani of *Slant Magazine* noted that similarities between " Upgrade U " and songs from the Destiny 's Child era in the sense that it could make a " female self-empowerment " anthem . According to Mike Joseph of *PopMatters* , " Upgrade U " contains " the natural chemistry " that Knowles and Jay Z have in real life . The concept of the song revolves around a woman offering luxuries to a man , to upgrade the lifestyle and the reputation of the latter ; similar to the concept of " Suga Mama " , another track from *B'Day* . Similarly , Phil Harrison of *Timeout* commented that the song has " a strange business-like " quality , which seems to posit a love affair as a business arrangement .

Throughout the song , both Jay Z and Knowles name-check a list of goods from

prestige brands , companies , and personalities : " Audemars Piguet " , a Swiss watchmaker ; " Jacob the Jeweler " , a celebrity jeweler ; " Cartier " , a jeweler and watch manufacturer ; " Hermès " , a luxury goods company ; " Lorraine Schwartz " , a celebrity jeweler ; " Ralph Lauren Purple Label " , a higher @-@ end division of the famous designer 's clothing line ; " Natura Bisse Diamond Cream " , a diamond dust mixed with cream ; " 6 star pent suites " (penthouse) , of which only a handful exist in the world , such as at Crown Macau in China and Dreams Los Cabos near San Jose del Cabo in Mexico ; " The Amalfi Coast " , located in Southern Italy ; " Fendi " , a luxury goods company ; and " The Bloomberg Luxury Accommodation Group " , partly owned by the Calangian and Zobel families and located around the world catering to Hollywood @-@ millionaire types . According to Eb Haynes of AllHipHop , Knowles displays " a lot of strength and confidence " when she mentions the assets she will gift her man to upgrade his lifestyle .

The song opens with a dialogue between Knowles and Jay @-@ Z , with his verse rap sampling the lyrics , " How you gon ' upgrade me ? What 's higher than number one ? You know I used to beat that block . Now I be 's the block . " In the first verse , Knowles sings , " I hear you be the block but I 'm the lights that keep the streets on " . The chorus samples the lyrics : " You need a real woman in your life , that 's a good look [...] Take care of home and still fly , that 's a good look [...] Let me upgrade you , flip a new page " . In the second verse , according to Sarah Rodman of The Boston Globe , Knowles " disturbingly conflates transforming her man into a leader " by providing him with Veblen goods with " what Martin [Luther King , Jr .] did for the people " , and after declaring herself the equal of her man offers to " let [him] take the lead role " . Describing the lyrics of the second verse as Knowles ' " funnier and more idiosyncratic than ever " , Tim Finney of Pitchfork Media commented that she boasts of the song 's " extreme makeover hard @-@ sell " as she probably knows that she is " the only R & B singer " who could deliver those lines " with a straight face . " Before the song ends , Jay @-@ Z performs another verse @-@ rap where he compares " the rock on his lady ? s finger to a tumor " . In the third verse , Knowles declares to her love interest that his dynasty will ever remain incomplete without " a chief like [her] " . She then delivers the chorus again before switching to her fourth and last verse : " Hermes briefcase , Cartier top clips , silk @-@ lined blazers " and the song ends .

= = Critical reception = =

" Upgrade U " received positive reviews from music critics , including those who complimented the assertive way in which Knowles expresses her desire of upgrading her partner with valuable assets . Eb Haynes of AllHipHop called the track " the finest of the Bonnie and Clyde , Ride or Die series " . Sarah Rodman of The Boston Globe complimented the way that Knowles " declares herself an equal " and " disturbingly conflates transforming her man into a leader " . Chris Williams of The Washington Post described the track a reflection of " buy @-@ me @-@ love sentiments " . Andy Kellman of Allmusic considered " Upgrade U " the " most potent track on the album " , which he described as a " low @-@ slung Cameron Wallace production where Beyoncé wears and buys the pants while making her proposition sound more like empowerment than emasculation " . Tim Finney of Pitchfork Media called it a " stiffly blaring " track and praised its lyrics , describing them to paraphrase as eccentric in a pleasant manner . Sal Cinquemani of Slant Magazine found " Upgrade U " could very well be a Destiny 's Child track .

Bernard Zuel of The Sydney Morning Herald referred to it as a " mechanical " track . Phil Harrison of Timeout commented that " [' Upgrade U '] hints at ambivalence towards bling aspirations . " Mike Joseph of PopMatters wrote that the song survives not only due to Knowles ' confident vocals , but also due to the chemistry that she and Jay @-@ Z have both in the song and in real @-@ life . He also added that Jay @-@ Z ? s rhymes strongly suggest that " this rhyme animal is hungrier than ever " . Carolyn Davis of US Magazine described " Upgrade U " as a " catchy track " where Knowles and Jay @-@ Z address rumors concerning " a possible engagement " .

Joy Rosen of Entertainment Weekly 's listed " Upgrade U " at number five on his list of The 10 Best Songs of 2007 , complimenting the collaboration of Knowles and Jay @-@ Z in the song as " both halves of music 's power couple pay tribute to the virtues of materialism . " Shaheem Reid , Jayson

Rodriguez and Rahman Dukes of MTV News placed the song at number 11 on his year @-@ end list of 27 Essential R & B Songs of 2007 . " Upgrade U " was nominated in the category of Best Duet / Collaboration at the 2007 BET Awards , but lost to " Runaway Love " by Ludacris (featuring Mary J. Blige) .

= = Chart performance = =

After the release of B 'Day , and before " Upgrade U " ' s official release as a single , the song gained popularity on R & B and hip hop radio stations in the United States . Consequently , it entered the US Hot R & B / Hip @-@ Hop Songs chart , and later the US Billboard Hot 100 chart at number 92 in the issue dated November 18 , 2006 . After its release as a promotional single , it reached a peak at number fifty @-@ nine on the Hot 100 chart and a peak at number 11 on the R & B / Hip @-@ Hop Songs chart . The song re @-@ entered the " Hot 100 " chart on four occasions : it first fell out of the chart on January 13 , 2007 ; re @-@ entered on January 20 , 2007 , at number 94 and charted for two weeks only ; it re @-@ entered the chart on February 10 , 2007 , and was given the title of ' Best Comeback ' , though it fell off the chart the following week ; it re @-@ entered seven weeks later on March 24 , 2007 , at number 98 , and stayed there for two weeks ; The song made its last comeback on the Hot 100 chart on April 14 , 2007 , at number eighty , once again gaining the title of the ' Best Comeback ' . This time it remained in the chart for five weeks . Overall , it remained on the Hot 100 for eighteen non @-@ consecutive weeks . Although not officially released in the United Kingdom , " Upgrade U " charted for three weeks on the UK Singles Chart and peaked at number 176 on May 19 , 2007 .

= = Music video = =

The music video for " Upgrade U " was shot during the two @-@ week filming for the B 'Day Anthology Video Album . It was directed by Melina and Knowles herself . The video was shot between those of " Kitty Kat " and " Green Light " , and took about one and half days of filming . Jay @-@ Z performed his rap scenes first , afterwards Knowles studied his scene , and then did her impersonation of him . Melina said : " If anybody knows Jay @-@ Z , it would be Beyoncé " . Knowles commented on her impersonation of Jay @-@ Z on MTV , " I love what I did in [' Upgrade U '] because it 's completely out of my character , or at least the character that people think I am . I was pretending to be Jay [-Z] , and he was there , and I told him he had to leave , because I couldn 't do it with him in the room ? it was way too embarrassing . I think I did a pretty good job . I had the lip curl down ! " The video premiered on February 28 , 2007 , on BET 's 106 & Park , with the video for Knowles ' other single release , " Beautiful Liar " (2007) featuring Shakira , premiering the same day on Total Request Live (TRL) .

In the beginning of the video , Beyoncé is seen mouthing the words of Jay @-@ Z 's lyrics , dressed in masculine hip @-@ hop style clothing . She is later seen wearing vintage Cazal 907 sunglasses while singing in the backseat of a Rolls Royce Silver Cloud III . During the choruses she dances in a gold minidress , in front of a group of male back @-@ up dancers . She continues the Jay @-@ Z imitation through his rapped verse and , halfway through it , Jay @-@ Z appears to finish the rap himself with Beyoncé dancing around him , wearing a classic white dress @-@ shirt . Beyoncé is seen amidst gold watches and jewelry , continuing the motif of luxury that is alluded to in the song . The music video for " Upgrade U " peaked at number six on Black Entertainment Television 's 106 & Park while it peaked at number one in the United Kingdom on MTV Base 's Chart Show on May 16 , 2007 . The music video has been used as a commercial to advertise high definition satellite television from DirecTV ; though portions of the video were re @-@ shot for her announcement .

= = Live performances and covers = =

Although Knowles did not perform the song in any televised appearances , it was a part of her set list on The Beyoncé Experience with Jay @-@ Z in Los Angeles on September 2 , 2007 , and her

worldwide I Am ... Tour . When Knowles performed the song in Sunrise , Florida , on June 29 , 2009 , she was wearing a glittering gold leotard . As she sang , animated graphics of turntables , faders , and other nightclub equipment pulsed behind her , her dancers and the musicians . Knowles was accompanied by two drummers , two keyboardists , a percussionist , a horn section , three backup vocalists (collectively called Suga Mama) , and guitarist Bibi McGill . " Upgrade U " was included as the fourteenth and twenty @-@ second tracks on her live albums The Beyoncé Experience Live (2007) and I Am ... World Tour (2010) , respectively . " Upgrade U " was part of the set list of Beyoncé and Jay @-@ Z 's co @-@ headlining On the Run Tour (2014) .

2 Pistols ' debut single " She Got It " which features T @-@ Pain phrases " let me upgrade u " has been used on his 2008 debut album , Death Before Dishonor . Additionally , Fabolous ' " Make Me Better " featuring Ne @-@ Yo phrases " front page ya " has been used on From Nothin ' to Somethin ' . The phrase " let me upgrade U " from the song has also been used in Lil ' Mama 's " Lip Gloss " , Kanye West 's first verse in the freestyle of Rich Boy 's " Throw Some D 's " , and Bow Wow 's rap verse on the remix of Paula DeAnda 's " Easy " . Lil Wayne performed a freestyle over the beat of " Upgrade U " on his mixtape Da Drought 3 that was also included on Nicki Minaj 's mixtape " Playtime Is Over " .

= = Formats and track listings = =

12 " single

Side I

" Upgrade U " (album version) ? 4 : 32

" Upgrade U " (instrumental) ? 4 : 32

Side II

" Upgrade U " (album version) ? 4 : 32

" Upgrade U " (a cappella) ? 4 : 32

= = Credits and personnel = =

Credits are taken from B 'Day liner notes .

Beyoncé Knowles and Jay @-@ Z ? Vocals

Jason Goldstein ? Mixing

Steve Tolle ? Assistant Mixer

Sony Music Studios , New York City ? Recording Location

Rob Kinelski ? Recording Assistant

= = Charts = =