IT seems a hazy memory, but Keith Wilson, a spiky-haired club promotor, can recall what it was like before MySpace -- about two years ago. Back then people had normal names like "Joe" or "Keith."

"People don't call me 'Keith.+'" he said, straining to be heard as cascades of power chords rumbled from the stage at Boardner's, a club just off Hollywood Boulevard, on a mid-August Wednesday night. "They call me 'Keith 2.0,' because that's my MySpace name. That guy over there, he's 'Joeymachine.' Everyone has a MySpace name now."

Dozens of extravagantly tattooed Hollywood urchins waited in a line down the sidewalk to join a sweaty throng inside the club, which that night was playing host to a weekly live rock series Mr. Wilson promotes called Club Moscow. The fans were there, he said, because they heard about the show on MySpace. The bands they were listening to were building a following by posting home pages on MySpace.

"I conduct my entire business through MySpace," said Mr. Wilson, 25, who relies on MySpace.com, a social-networking Web site, to orchestrate his professional and personal schedule and is no longer sure he needs an America Online account or even a telephone. "I haven't made a flier in years," he said.

Created in the fall of 2003 as a looser, music-driven version of www.friendster.com, MySpace quickly caught on with millions of teenagers and young adults as a place to maintain their home pages, which they often decorate with garish artwork, intimate snapshots and blogs filled with frank and often ribald commentary on their lives, all linked to the home pages of friends.
Even with many users in their 20's MySpace has the personality of an online version of a teenager's bedroom, a place where the walls are papered with posters and photographs, the music is loud, and grownups are an alien species.

Although many people over 30 have never heard of MySpace, it has about 27 million members, a nearly 400 percent growth since the start of the year. It passed Google in April in hits, the number of pages viewed monthly, according to comScore MediaMetrix, a company that tracks Web traffic. (MySpace members often cycle through dozens of pages each time they log on, checking up on friends' pages.) According to Nielsen/NetRatings, users spend an average of an hour and 43 minutes on the site each month, compared with 34 minutes for facebook.com and 25 minutes for Friendster.

"They've just come out of nowhere, and they're huge," David Card, a senior analyst with Jupiter Research, said of MySpace. "They've done a number of things that were really smart. One was blogging. People have been doing personal home pages for as long as the Internet's been around, but they were one of the first social networks to jump on that. They've also jumped on music, and there's a lot of traffic surrounding that."

"And," he added with delicacy, "I think a lot of their traffic comes from the pictures. I don't think there's anything X-rated, but there are lots of pictures of college students in various states of undress."

Even the founders seem taken aback. "I don't want to say it's overwhelming," said Tom Anderson, 29, who created MySpace with Chris DeWolfe, 39, "but I see these numbers coming out, I keep thinking, it must be a mistake. How can we pass Google? I mean, my mom knows Google, but she doesn't know MySpace."

One adult who has paid attention is Rupert Murdoch, the chief executive of the News Corporation, which agreed in July to pay $580 million to buy the site's parent company. At the time News Corporation executives explained the investment by citing MySpace's surging popularity among young people, who are often difficult to reach through newspapers and television.

The growth of MySpace -- which is free to users and derives revenue from banner ads appearing on top of each page -- is all the more striking because at its core it doesn't offer anything particularly new. Mr. Anderson, who has a master's in film studies from the University of California, Los Angeles, played guitar and sang in a band called Swank. He conceived the site while helping run an Internet marketing company he started with Mr. DeWolfe.

Internet commerce was then still recovering from the bursting of the bubble in 2000, although social networking sites like Friendster and Facebook were enjoying fad status with users who joined to track down old friends and troll for dates.

Mr. Anderson's idea was to expand the social-networking model into a one-stop Web spot, incorporating elements from other sites popular with the young: the instant-message capabilities of American Online, the classifieds of Craigslist.com, the invitation service of Evite.com and the come-hither dating profiles of match.com. The founders spread the word about MySpace
through friends and anyone they happened to meet in Los Angeles at bars, nightclubs or rock shows.

"Since we're telling people in clubs -- models -- suddenly everyone on MySpace looks really pretty," recalled Mr. Anderson, who with his trucker hat and sideburns looks as if he could be gigging in a club himself later on. "That wasn't really the plan. It just kind of happened."

The soft-spoken Mr. DeWolfe, wearing a custard-yellow embroidered shirt and jeans, added, "It's sort of synonymous to how you start a bar." He has a master's degree in business from the University of Southern California and oversees the money side of MySpace.

From the beginning, independent filmmakers, actors, aspiring comedians and, particularly, unsigned rock bands have used the site to promote themselves -- so many that MySpace became known, not quite accurately, as a music site (an impression reinforced now that acts like Weezer, Billy Corgan and Nine Inch Nails introduce albums there).

"I am Mr. Ben," one typical 19-year-old from Santee, Calif., writes on his home page. "I live in a suburb where a new shopping center makes everyone go loco it is so boring. I have got to find real people to talk to, thus I am on my space. I am here. Talk to me."

His is a plausible, if unwitting, manifesto for the countless users who chatter away on blogs into the wee hours, apparently needing to confirm that something is going on somewhere out there.

Members customize their home pages with zebra-stripe backgrounds and giant pictures of their favorite motocross riders, rock singers or bikini models. The site is also a testament to the exhibitionism spawned by cellphone cameras.

And a popular feature is the ability to assemble galleries of friends, with their photographs linking to their own pages. (As at many networking sites, MySpace members must receive permission from other members before adding them as friends, and sometimes "friendship" is no deeper than a brief e-mail exchange.)

Seabron Ward, 19, a student at the University of Colorado at Denver, said that many students consider it a status symbol to build a big friend list. "This one guy on my list has a thousand," she said, a bit enviously. "I only have 79."

The time-sucking potential of MySpace became an issue at the small record label where Ms. Ward works, Suburban Home Records, at least in the eyes of her boss, Virgil Dickerson. He said he started worrying when he noticed younger employees spending hours surfing through MySpace. "It was a drag on productivity, for sure," Mr. Dickerson, 30, said. "They were always goofing around, seeing if such-and-such added them as a friend or whatever."

In the winter three of his single employees got into relationships around the same time, meaning they could all graduate from the "single" designation on their MySpace pages. It was a big deal, and Mr. Dickerson gave an office party, complete with an ice cream cake with the message in frosting "Congrats Kyle, Joey, and Naomi on your MySpace Upgrade!"

As a man who makes his living from youth culture, he had to make peace with MySpace. His
company has responded to a slow period in the record business by selling T-shirts on eBay that read, "MySpace ruined my life." "They're doing pretty awesome actually," Mr. Dickerson said. "I'd say, as far as a cultural phenomenon, MySpace is as important, if not more important, than MTV."

Like MTV, it is starting to create stars that glow brightly within its own universe. The band Hollywood Undead, which did not exist three months ago, has achieved celebrity thanks to MySpace. "We were just a bunch of loser kids who sat around our friend's house all day, and we started making music and recording it on computer," one of its vocalists, Jeff Phillips, said.

About two months ago the group posted a page on MySpace decorated with pictures of all seven members disguised in hockey masks and other forms of concealment. They also included a few original songs, a fusion of heavy metal and hip-hop. "In a matter of weeks it got huge, and it kept on getting bigger and bigger," said Mr. Phillips, whose left earlobe was splayed open enough to accommodate a hollow ring the size of a wedding band.

"It's been maybe nine weeks, and we've had over a million plays. We have 60,000 people who listen to it every day. It's crazy. If you look at our page, it's like we're a huge band that's toured a hundred times."

Hollywood Undead, Mr. Phillips said, is negotiating with major labels for a recording contract.

The biggest MySpace celebrity, however, is Mr. Anderson. His is the first face that pops up in every new member's box and therefore a man whose list of "friends" is 26.646 million and counting.

"Tom is a god," Mr. Phillips said. "Literally, anywhere I've seen him, when we're out with him, people just stop on the street. They're like, 'Tom!' They want his autograph, pictures taken with him. It's like he's a rock star."

Recently the growth of MySpace has allowed the company to move into sleek new headquarters in Santa Monica with glassed-in offices. Mr. Anderson acknowledges that he runs into employees whose names he does not know. The MySpace founders said the company will be starting its own record label in partnership with a major label shortly.

At the time of the News Corporation's decision to buy the site, Mr. Murdoch was asked by reporters if he was nervous putting more than half a billion dollars on two little-known entrepreneurs. "You bet," he answered. But he said his fears were allayed once he met Mr. Anderson and Mr. DeWolfe.

The founders seem reluctant to discuss anything about their coming absorption into the world's largest media conglomerate. Their silence suggests they may be nervous about losing their credibility as alternative-culture figures with MySpace members. They insist nothing will change. They will keep the same job titles, they say, and the site will look and feel the same.

"We get to keep doing what we're doing, and have more money to do it," Mr. Anderson said. "We're not moving over there, they're not coming over here. We just kind of go talk to them once a month and let them know what's up."
He said that as he meets with bands to sign up for the new label, he keeps hearing the same question: "How are you going to get me on MTV?"

"They don't quite get it, and I'm only starting to get it myself," Mr. Anderson said. "We've got our 26 million, with a lot more people logging in each day."

He added, with a shrug, "It's kind of like, who cares about MTV anymore?"

**URL:** http://www.nytimes.com

**GRAPHIC:** Photos: HOW CAN WE PASS GOOGLE? -- Creators of a phenomenon, Chris DeWolfe, left, and Tom Anderson, with their MySpace pages. (Photo by Stephanie Diani for The New York Times)(pg. 1)
HOME PAGE -- Shawn Shahani's MySpace name is "born/again/peacoat." (pg. 10)

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