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SUMMER 2006

SUCCESS

DO WHAT YOU LOVE

(AND GET PAID
FOR IT!) p103

**100 YEARS
OF SUCCESS
IN AMERICA** p73

**NO FEAR: MAKE RISK
WORK FOR YOU** p60

**SPECIAL SECTION
WORK/LIFE BALANCE**

Yes, you can do it. We can help. p46

**WHAT SUCCESS
MEANS NOW**

(OUR SURPRISING POLL RESULTS) p88

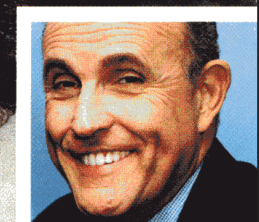
PLUS Can This Business Succeed? // The Real Office Linebackers // iPods at Work // A Family Deals with Success

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**WHAT
MOTIVATES
COACH
PAT
SUMMITT?**

p21



**OUR EXCLUSIVE
INTERVIEW**

**RUDY
GIULIANI**

**"You Must
Have
Courage."**

p38

« JOSH BERNSTEIN
From wilderness
entrepreneur
to media superstar
(p104)

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MEET THE NEW AMERICAN DREAMERS

The American dream is to have it all: A happy, healthy family, a successful business and a bright future. This young couple got there by hard work and sacrifice. A \$20 million business with revenues doubling every two years and three young sons. But it wasn't easy. BY JESS MCCUAN

ABE ANDRZEJEWSKI, 33, HAS ALWAYS BELIEVED in small towns. Perhaps because he had a great time growing up in one. As a boy in the tiny farming community of Herscher, Ill., he often fished all day in a creek near his house and was reminded to come home for dinner by the town's church bells. But not all his early experiences were so idyllic. At age 21, he was selling coupon books door to door for \$5 in the northern Illinois county of Kankakee, when he came to the home of a man who discovered that Abe had been accepted to Harvard Law School, and that the man's \$5 would go toward paying that august institution's sky-high tuition bills. "The world does not need any more lawyers," Abe recalls the man saying, somewhat angrily, as he snatched his \$5 bill back and slammed the door in his face.

Shaken though he was by the incident, Abe would actually decide, four years later, that the man was right. The world did not

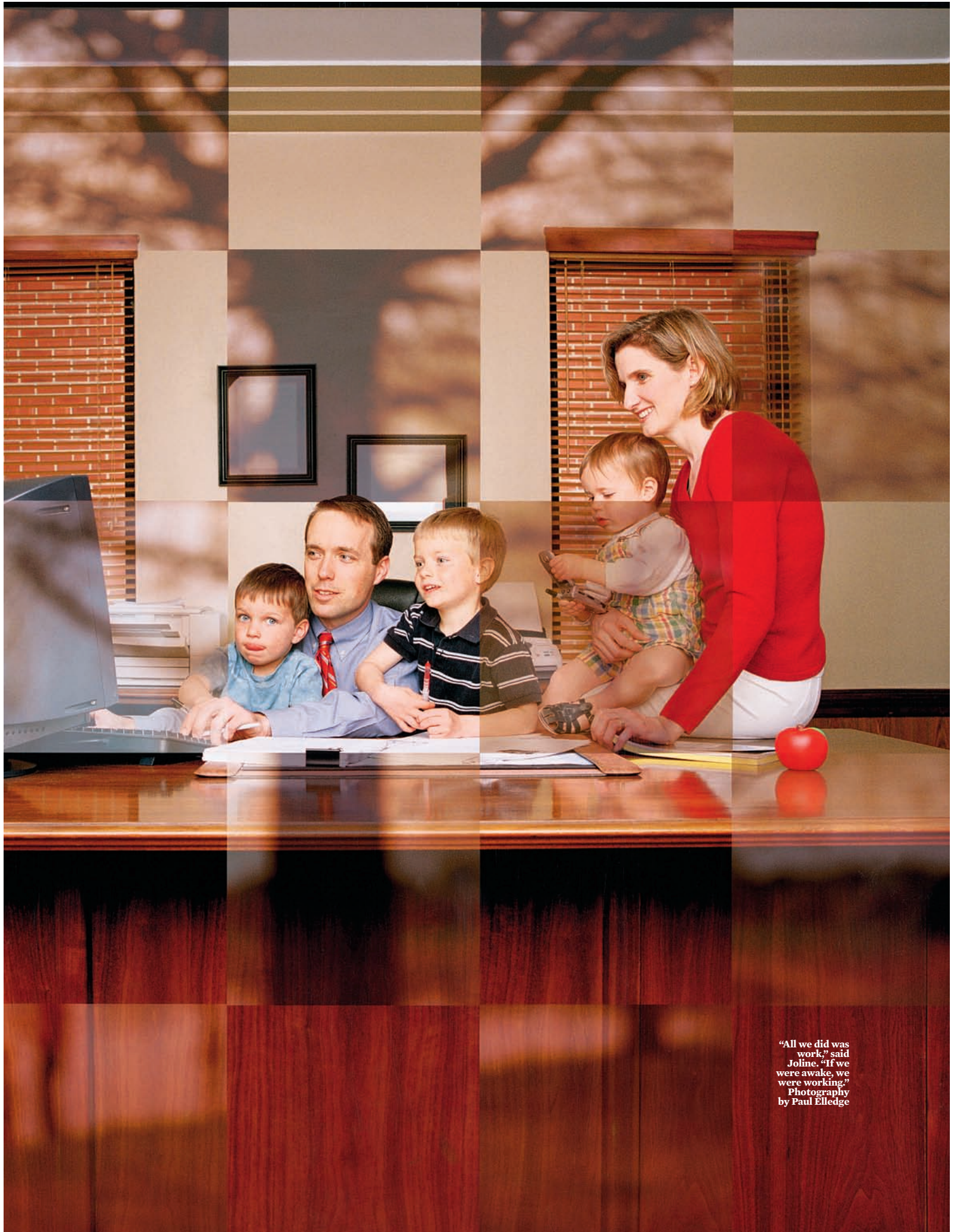
need any more lawyers. Or at least, it was not going to find one in Abe Andrzejewski. Though he passed his bar exam, he had long since gotten bored with law classes and was busy throwing himself into a project he had begun as a teenager: Giving every small town in America something that, even in the age of the Internet, he knew it desperately needed—a really good local telephone book.

Telephone directories used to come only from the companies that owned the telephone systems. The monopoly on service that the Bell System companies enjoyed made it easy for them to dominate the directory business as well. Although independent directory publishers had been around for a while, it was the 1984 breakup of the Bell System that enabled the independents to begin to compete in earnest. Their targets: The millions of merchants and businesses who advertise in the yellow pages, who were tired of paying the high ad rates the utilities charged and tired of being forced to pay for the area covered by the telephone system, which didn't necessarily coincide with their market area. By scoping their books to cover the natural markets of the advertisers, the independents showed they were sensitive and responsive to the needs of their customers. With lower overhead costs, the independents could price advertising space much more aggressively. Independents didn't have to replace the utility book to be successful, they just had to prove their value. Customers could increase their yellow page ad budget to include the independent, or take away some of what they had been spending with the utility to spend it with the independent. It didn't matter where the money came from as long as the independents were getting their share.

To make their products more valuable, independent publishers started waging legal battles against the giants to gain access to residential listings. While there was no real barrier to publishing yellow pages, a book is much more valuable if it is retained by the user and referred to frequently. Accurate and up-to-date residential listings, the white pages, ensure retention. When Congress passed the Telecommunications Act of 1996,

66
SUCCESS
SUMMER
2006





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Joline. "If we
were awake, we
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Photography
by Paul Elledge

MAKING MARRIAGE AND ENTREPRENEURSHIP WORK: TEN TIPS FROM ABE & JOLINE

1 Make critical business decisions based on what is most meaningful to you.

Identify what you want your life to look like in the long run. Be prepared to compromise your business ambitions for your ultimate objectives. Your chance to build a fortune or grow your business will never truly go away. But your kids' early years are finite.

2 Determine what is non-negotiable. For us, it's not putting our kids in day care, eating dinner together four times per week, and no work on Sundays.

3 Get your family to commit to your business success, and surround yourself with people who understand why you are an entrepreneur. Someone has probably told you:

requiring the Ma Bells of the world to provide white page listings to competitors for "reasonable" fees (currently, around 4 cents per number), it meant that the upstarts could now produce books as complete as the utilities and the independent directory industry began to take off.

New access to listings meant competition for yellow page advertisers became fiercer, with even the smallest regional publishers vying for ad dollars from businesses. In 1995, independent phone directory publishers generated \$400 million in yellow page advertising revenues, still only 3.9 percent of the total yellow page market, according to the Association of Directory Publishers, a trade group. But by 1999, independent companies generated \$1 billion in yellow-page ad business, a figure that doubled to \$2 billion by 2002. Today, about 21 percent of the \$15 billion yellow page market is controlled by independent companies, and David Goddard, a senior analyst at Stamford, Conn.-based Simba Information, which tracks the industry, expects that market share to grow at least another 10 percent by 2008.

Abe Andrzejewski may not have had all this in mind at age 19. During the summer, he was simply helping his mother publish a directory of frequently-called local numbers for their church, Saint Margaret Mary's, in Herscher. But he did know a business opportunity when he saw one. Outside of the church directory, the only telephone book available to Herscher residents at the time was a thick regional book that included 30 or 40 other small towns around Herscher. That meant ads and listings were for businesses up to 45 miles away, and since residents were unlikely to drive an hour to, say, pick up a pizza, Abe saw a need for a better local book. He sat down with a ruler, a red pencil, and the fat regional telephone book, and underlined all residential phone numbers with a Herscher exchange. After key punching them all by hand, he walked around town and sold ads in his directory to local businesses for a fraction of what the regional phone company charged.

The result—the Herscher Phone Directory of 1992—was, to say the least, incomplete (and to Abe's chagrin, riddled with errors; his parents, Janet and John Andrzejewski, fielded angry phone calls about incorrect numbers for a year afterwards). But it was the seed of

an idea he knew had promise. A few summers later, before he started Harvard Law School, Abe compiled another Herscher book and directories for the nearby towns of Buckingham and Manteno. At Harvard, he took business classes on the side and researched the telephone directory industry for a class paper. The year before he graduated, he enlisted his older brother, Adam, who was working at a financial services company in Evanston, Ill., to help him compile ads and listings for directories in 26 small northern Illinois towns. The next year, Abe moved from Boston back to Illinois, and with his brother, founded American Marketing and Publishing in the fall of 1997. Today their \$20 million company employs 165 people and distributes HomePages Directories to 240 small towns in three states.

But the steps between \$0 and \$20 million are always the most interesting. As with any entrepreneurial venture, the road to the company's relatively quick success has been paved with hard work, long hours, and personal sacrifice.

Abe and Adam Andrzejewski, who have five sisters, were always reminded by their father, a teacher who later started a real estate agency, that if they ever got paid by someone, they had better work twice as hard as that person. The boys always had neighborhood businesses going, from lawn mowing and tree planting to snow shoveling and hay baling. Later, Abe put himself through college at Northern Illinois with three jobs, as a coupon-seller (his own business), a pipe-layer, and a cook in a pizza kitchen.

In his final year at Harvard, Abe met Joline Staeheli, then a student at the Harvard Divinity School, who was just as diligent and hard working as him. She could also beat him in any foot race. She had been a state champion distance runner at her high school in Lakewood, Wash., and a nine-time All American track and field star as an undergrad at Georgetown. She was a straight-A student in high school and graduated magna cum laude from Georgetown with a dual degree in biology and theology. She was planning a career in medical ethics.

Abe was blown away. He had never had a serious girlfriend. "We talked for four hours that first night, and I couldn't think about anything else for the next few days," he says.



Abe's brother Adam, who, like Abe, poured his life savings into the business.

"When you're on your deathbed, you won't say, 'I wish I had spent more time at the office.'" But this is a debilitating attitude. There are many people who wish, long before their deathbeds, that they had done something significant and meaningful. If you're in business for yourself, it's probably because you are hell-bent on doing something great. In the end, the people you care about most are going to back you up if they understand the sentiment and emotion behind your dedication to your work.

"I knew I'd be lucky if I married her."

Joline, who is a year younger than Abe, was similarly struck. When Abe left Boston for Illinois in 1997, just a few months after they'd met, Joline had some inkling that she would someday be joining him in the middle of the country. But it was not an easy decision. She knew she was no longer interested in a theology Ph.D. But was she ready to move to Illinois, where she knew no one? "I'm not a person who follows anybody," she says.

Abe seemed to have his work cut out for him. And yet to say that he romanced Joline away from the East Coast to start a life on the Midwestern plains seems, to both of them, rather laughable. On her first trips to visit him in Chicago, Joline recalls, Abe was so tired from 100-hour weeks at his new company that he regularly nodded off on the drive back from the airport. Even worse, he lived at the office. Literally. For 11 months after American Marketing and Publishing officially incorporated, Abe slept on a lofted futon in a garage attached to the company office building in Wauconda, Ill. He hung his clothes on a ceiling pipe, drank bottled water, and showered at the gym. Often he was too tired in the evenings to stay awake on the phone. "It was dating, if you can call that dating," Joline says. Because Abe lived at the office and rarely

took breaks, they spent time on the weekends there, taking on mind-bogglingly tedious tasks—like labeling thousands of small phone books by hand. Amazingly, Joline stuck around, and began taking on larger tasks. She remembers one New Year's Eve when DeKalb was covered in six feet of snow. Since she and Abe were stuck at the office, they ordered a pizza. Then she spent 23 straight hours designing the company's payroll system.

"Abe works like a nut," says Joline, who agreed to marry him only if he promised to move out of the office and get a regular house. "He works harder than any person I have ever met, and I knew if we were going to make it work, one of us was going to have to give."

She moved to Chicago in 1998 after graduating from Harvard, and took a consulting job for a healthcare services firm, the Sachs Group. But she stayed for only one year, after it became clear that Abe needed her—in more ways than one. She had always been a keen analytical thinker, and though he hired her for a sales position at American Marketing and Publishing, she quickly moved into the role of Chief Of Operations, overseeing most day-to-day and administrative functions.

Abe's brother Adam, who, like Abe, had poured his life savings into the business, was now pouring his life into it, too. Adam recalls

4 Keep a diary or journal. It will help you regularly re-focus on your life and priorities, and it lends some perspective to the weekly ups and downs of running a fast-growing business.

5 Over-communicate with your spouse and your staff. Tell your staff what they can expect from you, and get their buy-in. When one of us only works a 40- or 45-hour week, it means a lot of our employees will put in longer hours

than either of us. Your employees need to feel comfortable with that and, as the boss, you can't be apologetic. If it benefits you to have a stable, strong family life, it will make you a better business leader.

6 Create a company culture that lets your employees have personal time. Recognize that your employees struggle to balance their personal and work lives, just as you do. If the two are in conflict, work always loses. After spending six months with us, if one of our sales reps needs to come in later because they're dropping their kids off at school, we're fine with that.

7 Go out of your way to let your employees know you care about them. We do our best to be the kind of employer that we'd appreciate if we were employees. We get a little better at it every year. We've added a special "pumping room" for nursing mothers, we have picnics, parties, and raffles to celebrate special company events and we recognize who-

working 12-hour days selling ads to area businesses, living out of his car six days a week (he still spends most days in the field). But in the early days, when the company was still small, he often went back to the office after a full day of selling. One Easter weekend, in 1999, when Abe and Joline were away visiting family in Herscher, the company was in a tizzy to get their Frankford, Ill. directory to the printer. Adam remembers he had already worked all Friday selling ads, but because the designers needed final text by Monday, he decided to start proofreading books until they were done. He sat in the office alone poring over stacks of books for more than 24 hours. Then he rolled up his coat for a pillow, slept for four hours on the concrete floor, and got up Sunday to proof the rest. "I bit the bullet," he says. "We did everything we could by ourselves to keep afloat."

It was three years before the Andrzejewski family turned a profit on their fledgling phone book business. In 2000, Abe and Adam split \$60,000 for their salaries (Joline was already taking one) and took a moment to celebrate. They had successfully produced a shelf full of distinctive blue HomePages Directories for towns like Downers Grove, Byron, and Buffalo Grove, Ill. They had come up with criteria for identifying communities that made profitable targets for new books: A distinct identity, a high school, a fast-growing residential area, and flourishing downtown businesses. (This took more than a few mistakes to figure out, and now, ironically, neither their hometown of Herscher, nor DeKalb, where their business is located, fit this criteria).

The HomePages Directories books themselves are small, only 6" x 11", and designed to be more handy, attractive, and readable than other books. Residential and business listings are in larger type than most phone books. Each book is covered with an attractive photo-montage of local landmarks. Every town's book contains a page of written local history and a fold-out map, as well as a list of churches, parks, schools, utilities, and city officials.

The Andrzejewski brothers are proud of their business model and product, though they guard some company secrets—like which towns they'll move into next—quite closely. Abe says they chose a bland company name on purpose, and keep an extremely low profile in their

industry (this article is the first they have ever agreed to participate in). Despite his attempts to stay out of the limelight, Abe is confident that small towns around the country will soon have a book like his, and that the company's possibilities for growth are limitless.

"Ten years from now, every nice small town in America will have a hometown phone book, and I'll be disappointed if our name isn't on the masthead," he says. "We ought to be the company that publishes those next 10,000 titles."

Abe and Joline were married in May 2000. In March 2001, they had a son, Michael, who was born a month premature. American Marketing and Publishing's longtime bookkeeper, Becky Petersen, says Michael (now 5 and perfectly healthy) learned to walk in a company break room. It was in AMP's first office building in downtown DeKalb, a cramped space where almost all 25 employees shared offices, including Abe. Petersen, then a multitasking secretary/bookkeeper/office manager, kept large postal crates around for stacking mail and telephone books. Michael spent many days in the office as a toddler and he learned to push up against the crates to stand and walk. If Michael was fussy and someone was trying to make a phone call, the place could feel fairly chaotic. "One customer asked me once if we ran a nursery out of our building because they heard Michael crying in the background," she says.

At some point, all the stories about Abe and Joline, the young, ambitious couple who would do anything for their business, started to seem unsettling—especially to Joline. "All we did was work. From 6 or 7 a.m. to 2 a.m. If we were awake, we were working," she says. At some point after Michael was born, she remembers saying to Abe, "There's no reason you can't get home by 9, or take a Sunday evening off." It was a small request, and a good first step. Two years later, after their son John was born, they laid down a few more rules: Joline would work at home more often, neither of them would work on Sundays, and Abe would try to make it home for more dinners.

Eventually, after their third son, Samuel, came along, they came up with a list of things they were not willing to compromise on, as a couple or a family. Sticking to that list, says



Abe, has been one of the keys to running a successful life. They decided their children would not be raised in daycare, even if it meant (as it still does) that a home-based or office-based sitter would work with them through their crazy daily routine. They also realized they needed some uninterrupted time to talk with each other, which has resulted in a Wednesday night “date night.” A sitter watches the kids at home while they go out to dinner and promise not to talk shop, especially at the table.

This past Christmas, Abe got even more ambitious. He started taking Thursday afternoons off to fish and take walks with his sons. He now leaves the house at 5 a.m. and tries to be back for dinner at 6 p.m. These days, Joline says she often feels spread thin, like she’s not doing any one thing particularly well. She wonders whether she measures up to her own mother, who always seemed to deal with domestic life so gracefully. “You get used to the stress of work, but the stress of home is a different kind of chaos,” she said, standing in the kitchen of their spacious four-bedroom home in St. Charles, Ill. As though on cue, one-year-old Samuel started to wail, as did Michael and John, who were fighting over pens and plates at the table.

“With three kids, you have to change your defense from man-to-man to a zone,” Abe says.

While it might seem like the Andrzejewskis are putting on the brakes, cutting back hours and heading towards a saner schedule, their goals for their company are as ambitious as ever. Abe anticipates that AMP will easily double its revenue in two years, making it a \$45 million company in 2008. And

what then? “When we’re a \$45 million company, my goal will be to be a \$90 million company,” he says.

RUNNING A \$90 MILLION ENTERPRISE SEEMS like it might require much more of the couple’s time. But the truth, says Abe, is that it probably won’t. “We can’t do the work of a \$90 million company ourselves,” he says. “We didn’t do all the work ourselves when it was a \$10 million company. Growing a business by 50 percent a year is actually a process of divesting our responsibilities.” As the company has grown, tasks that Abe, Adam, and Joline once did themselves have been handed over to someone else. Abe always tells new employees that whether the company succeeds or fails depends more on them than on him. “Our objective is to build an organization that’s capable of sustaining 50 percent growth year after year, and that will only happen if we continue to hire good people to work here,” he says.

Sometime after the \$90 million mark, Abe envisions a national rollout of the company. And that would undoubtedly require more of his time—possibly even three or four days a week of travel. Dauntless, Abe says if he needed to be on the road more, he’d simply work harder and be even more efficient with his downtime. As in, there would be none.

“When I’m in airports now, I see businessmen kicking back, having a drink at the bar or playing cards. I know that when I’m on the road, I will be working. Communication and technology make that possible now. If something is so important that it’s keeping me away from my kids, I will do it for 16 or 18 hours, and then make sure I’m home on the days that are left.”

But all of that is somewhat far in the future. For now, Abe says he couldn’t be prouder of what he and his wife have achieved—serving 30,000 customers and having a great marriage while raising three children. “There are people who work harder for less,” he says.

Jess McCuan has written about business, music, travel, and food for The Wall Street Journal, Inc., SmartMoney.com, The Milwaukee Journal-Sentinel, and The Palo Alto Weekly. This story took her back to the Midwest, where she was born and raised.

ever has done something really special.

3 Set aside special time for your spouse. We have Wednesday night “date nights” every week. It’s two hours to ourselves, and while we often talk about work, we also get to enjoy each other’s company outside the office and away from our kids. Even when you work with your spouse, you sometimes fail to communicate about all sorts of things if you don’t set aside time to be a regular, unhurried couple.

9 Don’t second-guess yourself. Don’t be uncomfortable being the hardest-working parent in the neighborhood. Setting an example of hard work in pursuit of a dream is probably one of the best gifts you can give to a kid.

10 Don’t expect everything to work perfectly. It can take years of trial and error, and long hours of talking and negotiating, to make your life feel balanced and harmonious. Don’t worry if things don’t all fall into place at once.