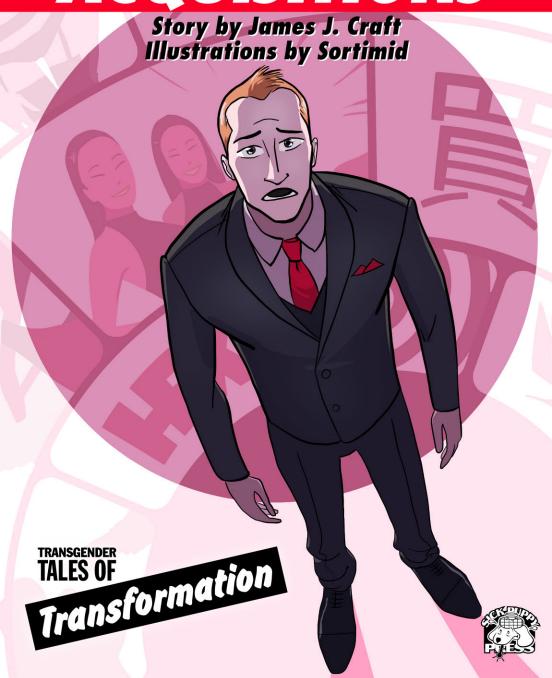




## MERGERS & ACQUISITIONS



### JAMES J. CRAFT

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A Tales of Transformation story



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#### MERGERS & ACQUISITIONS



Success would come easy.

All you needed to do was to work hard, stay focused, and you could accomplish anything. The world would be your oyster.

That had been Mark's outlook three years ago. He had just completed his MBA at a rather prestigious University — where, with hard work and determination, he had finished in the middle of his graduating class — and now he had his sights set on following in his father and grandfather's footsteps in becoming a successful financial professional. There was no reason to believe that he wouldn't follow in the family's footsteps. After all, all he needed was to stay focussed and work hard.

#### Right?

But success would not be as easy as he thought it should have been. In fact, it never really materialized for him in any way, shape or form, through no fault of his own. After being rejected by his top-rated prospective employer, and several others afterwards, he began to fear the reaction of his friends and family. There was, after all, an unwritten expectation that he should find instant success in the financial sector immediately after graduating. This unrealistic expectation caused Mark severe anxiety. He became extremely reclusive, cutting nearly all ties to his former life and lying about the reasons.

Finally, after months and months of searching, sending out resumés, doing interviews and beating the pavement in an almost literal sense, he got an offer. Rightworth & Co., the most prestigious of all retailers in the country, with a worldwide reach, had a position for him. In a sense at least. He was quick to let everyone know that he had landed a job at a high-profile business over a hundred years old, where he would undoubtedly be rising to the top. That would be enough to silence the doubters, he told himself.

However, he knew the truth of the matter. While it was true that he had been employed by Rightworth and Co., the city's oldest purveyor of fine clothes, he had neglected to fill in *all* of the details. He had been told that the company promised to promote deserving candidates quickly into management and executive roles — but they would start at the bottom. The very bottom.

What this meant in reality, was that Mark hadn't been hired for anything other than as a frontline salesman. So while his MBA buddies had all landed great jobs in their fields, Mark had been forced to take a rather menial job in retail.

He told himself that it was just a temporary setback — but after three years of working the floor, temporary was starting to feel rather permanent.

On the bright side, he had quickly become one of the most successful salesmen at the men's clothing store, but that wasn't really enough, for Mark to consider himself as 'success.' He was still far too embarrassed to tell anyone of his position in clothing sales — while his classmates were moving up the ladder at prestigious financial firms. Still, on the bright side, at least his job was at least working at the most exclusive store in the business, and he was making fairly decent money — for retail — and on some rare days he even found himself actually starting to enjoy the work. It certainly had a much easier schedule and lower stress environment as compared to his pals in high finance.

Still, he wondered just how long he would have to do this work before a promotion finally came his way. First to manager, he assumed, then to store manager, then to a regional position, and finally, into the executive ranks. He was becoming impatient though, and knew time was against him. He just needed that first promotion, he figured. Then it would be easy to rise through the ranks.

Because of Rightworth's notoriety of catering to higher-end clients, Mark would occasionally cross paths with his former classmates, which proved to be extremely uncomfortable for him — to say the least — but entirely expected. He would often lie about his current role... Especially when Greg Morrison, that asshole, came in.

"Hey Malone," the silver-spoon sucking well-to-do prick would taunt, "How's the retail sector doing?"

"We're having a banner year Greg," he would lie, "Q4 earnings are up, expenses are coming down and the long-term projections are all favorable."

"Sure," Greg would sneer, "Like they would tell a salesman all that."

Mark would sigh, "Greg, I told you," he would plead, "I'm just on the floor to check numbers, I don't actually *work* on the floor." He tried to make the most indignant facial expression possible. But Greg wasn't buying it.

"Yeah right," Morrison would retort, "Well it doesn't matter anyway. Rumor has it that this store is inches from bankruptcy. That's why I'm here Malone, to do my part to save it." He would then turn to the mirror to view whatever five-thousand-dollar suit he was trying on at the moment, "You know, for the little people."

Mark wanted to punch him, but he knew he would surely be fired if he did. Being fired from a retail job would be an even worse humiliation than actually working at this level, so he kept his fists hidden behind his back, even though he knew that Greg Morrison was right. As he watched his far more affluent and successful rival leave with several lavish new suits, costing him more than Mark made in three months, he reflected on the current situation at Rightworth & Co.

The clothing store where he was employed had been owned by the Rightworth family since the early 1900's. They had built a solid reputation of being the clothier for the most powerful men in the city. Since the early 2000's things had started to change, unfortunately. The market was different. Men were buying clothes online instead of in-store, and the family-run management team had refused to get with the times. This led to steady years of decline. So much so, that the elder Rightworth had ceded control of the store to Riley Rightworth, the youngest member of the family. They had finally acknowledged that without a fresh new face at the helm, the store would not survive in today's complex market.

Mark wondered if it was too little too late.

Riley was certainly a young go-getter, just a little younger than Mark in fact. There was no secret that he had wanted to follow in the footsteps of his father, grandfather, and great grandfather as the owner of the city's premiere men's store. However, soon after taking over, he had learned how the years of stagnation had crippled the business beyond repair. Even so, he tried his best, firing some of the company's oldest employees and replacing them with a younger (and cheaper) sales force, in order to attract a younger clientele.

Among the new hires, was Oliver, an ambitious college student that had been hired for the summer and stayed on for the fall and winter. Riley had tasked Mark with showing the newest staff member the 'ropes' as his direct supervisor, something the Mark wasn't particularly pleased with, as it did not include any additional compensation. It also didn't help that Oliver was as eager as a puppy, always optimistic and full of energy. These were not traits Mark valued in people.

As the months drew on, it became apparent that the urgent changes to the store were unfortunately not enough. So it came as no surprise to either Oliver or Mark, that they and the other salesmen were called into the center of the store's expansive sales floor one morning for a surprise announcement by Riley Rightworth.

"My friends," the young store owner began, "I have some important news."

Mark suspected that this was the end of his sad career in menswear. He could envision his next interaction with his friends, whereby he would be made the laughing stock of his former social circle once they learned he had been let go of his pathetic retail job. He figured that Riley was about to introduce the

Trustee of Bankruptcy who would supervise the liquidation of the store's assets. Although, when he looked off to the side of where Riley was standing, and saw a *very* attractive young asian woman standing nearby, he thought to himself, *That can't be a bankruptcy officer, can it?* 

"I know that there have been rumors about the situation here for a while," Riley continued, "It's time for me to tell you what is *actually* happening. Many of you have heard of HFX, right?" he asked, looking around the room for some feedback from the unmotivated group of clothing salesmen. He had just asked them of their awareness of HFX, the uber-stylish Asian-owned upstart fashion emporium for teens and twenty-somethings that was opening up locations across America as fast as blisters on a bad sunburn. They were the bane of the fashion retail world — selling over-the-top pop influenced hyper fashions to the masses at incredibly affordable prices.

"Well," he continued, "I am pleased to announce that HFX has recently agreed to invest quite heavily in our store's future. And while I know it might sound like something of a departure for them — and us — I have been assured that with their guidance, we will soon return Rightworth's to its preeminent role as our city's fashion destination." Riley took a pause as if expecting a round of applause, but none was forthcoming. In order to avoid an awkward pause, he instead continued to speak. "Now I know that some of you have been a part of our Rightworth family for some time," he looked over at the group of remaining veteran salesmen, some of whom looked about as old as the store itself, "and I know that you may have questions about what your role within our company might be as we rebrand our store as a leaner, meaner, more youthful enterprise. So I want to offer to those of you who are interested, a very attractive retirement package, as our way of saying thank you. Thank you for your loyalty, thank you for your dedication, and thank you for making our store the success that it is today."

"You mean thank you for driving this store into the ground," Mark muttered to himself, adding, "Dinosaurs."

"What was that?" a chipper Oliver asked. It was easy to see that he was soaking up Riley's message with much enthusiasm.

"Oh nothing," Mark replied, "Just wishing them luck."

The 'old timers' seemed relatively pleased with the announcement, with most of them nodding their heads approvingly. "But we do want to emphasize," Riley continued, "to our remaining staff members, that you are an important part of transforming our store into a vibrant new brand to move forward in our changing market. In short..." he paused for a moment as he looked to the side to the young beauty at his right. "In short, we need you guys to be completely com-



mitted to changing with us, as Rightworth's repositions itself in the fashion world."

The woman nodded and smiled, silently approving of what Riley had just said.

There was a murmur in the room as the salesmen digested all they had been told, then Riley continued, "So then, if everyone understands, I will read out the names of those who are being offered a package. If you would kindly come forward, one of my assistants will see you out."

Oliver looked to Mark with a worried expression, "So are we being let go?" he asked.

Mark looked down at his young 'apprentice,' "I don't think so," he replied, "I think we're going to be the changing face of the company."

Oliver seemed pleased, in a nervous sort of way.

"Now, for those of you who are staying on," Riley began again once the the older salesmen had been excused from the room," I would like to introduce you to Natsumi Anasako from the HFX head office. As part of our transformation, I will be handing over control of the day-to-day operations of the store to her."

Natsumi stepped forward with a click of her towering high heeled platform pumps in a bright medium blue color that matched her stretchy mini skirt. White nylons highlighted her lean legs.

"Wow," Mark muttered, "She sure is tall for an Asian."

Oliver shot him an incredulous glare, causing Mark to realize his comment could be misconstrued as extremely offensive.

"I'm just saying," Mark tried to fix his slip-up. Oliver just shook his head. Working with Mark had made him come to expect the occasional inappropriate outburst.

The 'tall Asian' glanced around the room, as if taking stock of her inventory of salesmen. She wore a crisp white blouse, unbuttoned at the top to give a glimpse of her ample cleavage, and well-tailored light blue blazer that hugged her feminine silhouette, but still portrayed a sense of 'business' and leadership status. She thanked Riley before turning back to the remaining salesmen to address them.

"Gentlemen," she began with a surprisingly husky and thoroughly un-accented voice, "I know you all have some reservations about the changes that are coming to our store, but I want to assure you that I am committed to working with each and every one of you to help you through this transition, so that we all emerge from this exciting metamorphosis as an amazing new team of dedicated

professionals..." She paused, then changed the pitch of her voice to sound more like a bubble headed valley-girl, "And we're like, totally going to have a blast along the way!" she shouted, "So who's with me?"

Oliver started clapping immediately along with one other young salesman — but otherwise the room was quiet.

Mark rolled his eyes.

Natsumi stepped aside again to allow Riley to continue, "So for those of you who are going to be staying with us, congratulations. You're going to see some exciting new changes here at Rightworth's," he paused as the group of roughly ten young salesmen looked at each other. "Some of you may have figured out already that one of the first changes here will be to having a smaller, younger sales team. And over time Natsumi will start to bring in some of her expertise from HFX, along with some new directions and product lines that I am certain will re-energize our brand, with an edgy new style that will put us back on top. I'm very excited about our future, and I can assure you that any changes will be minor and only help us restore the Rightworth's name in the retail fashion industry."

Mark rolled his eyes again. He wasn't buying it. From his financial viewpoint — which was still his primary way of looking at things — The Rightworth brand was dead. If it hadn't been, Riley wouldn't have had to seek a partner who was, at-best, a third-tier mass merchant of bubble-gum and glitter inspired fashions. If anything, he surmised, HFX would likely try to convert the Rightworth store into one of its own stores — due to its prime downtown setting.

But if that ever happened, he reasoned, everyone would be terminated. After all, young men in suits can't sell rhinestone encrusted miniskirts, right?



Very little changed at first.

The HFX influence began with a new computer inventory and training system, including an easy-to-use point of sale system which was installed to replace the store's aging cash registers. A huge, humming box appeared in the back, right next to the break room, which was apparently the 'brains' of the new system. It was enormous, and had a thousand wires coming out the back. To Mark's eyes, it looked rather sinister.

The new system featured touch screen inputs and bright and colorful images. It almost felt like it was designed for use by a child, rather than the adult pro-

fessional that Mark liked to think of himself as. He felt insulted, just looking at it.

The strangest aspect of the changes were the booths. Part of the unit that had been installed in the back were booths that accommodated three people in individual stalls, where they put on headphones and sat to watch training modules. These training modules would allow staff members to be trained in a modern and efficient way, Riley had said. Mark scoffed at first, until he was informed that staff training would be a mandatory condition of employment.

Of course when Riley or Natsumi spoke about it, they used a softer term, like 'empowering the human skillset,' or 'staff resource upgrades.' They were meant to give staff the tools that they would need to succeed.

Mark thought it was a bunch of boloney.

In addition to explaining how to use the new POS interfaces, the first training module extolled the virtues of 'the new Rightworths' and 'the HFX way,' and promoted the need to make service and loyalty the 'absolute' priority of all staff members. Mark found the terminology a little strange, but he figured the new corporate influence of HFX would be the norm moving forward.

Both he and Oliver spent several hours that week engaged with the touchscreen training modules. At times, they complained to each other that it felt like their heads were spinning when they were finished, but they agreed that it was most likely the system's highly graphic interface that was taking some getting used to.

A short time after that, some new clothing lines began to arrive. They were packaged in boxes labeled in some kind of oriental language. HFX was rumored to be Asian owned, and known to import their entire product line from overseas. Apparently they were all from the fashion districts of Tokyo, Hong Kong and Seoul. As they started to unpack and merchandise, Mark was not surprised with what he saw. It was pretty much as he expected, and he wasn't very impressed.

Oliver, however, couldn't stop talking about how stylish and edgy the new merchandise was.

In fact, he went so far as to ask Natsumi if he might get an employee discount to purchase some for himself. Mark had little respect for Oliver's taste in clothes, but was still surprised that anyone would willingly wear these things, let alone spend their hard-earned money on them. It was clear to Mark that he was brown-nosing the new ownership, because there was no other excuse for buying them. Maybe, he thought to himself, he had underestimated Oliver.

Later that same week, Natsumi surprised the entire sales staff when she announced that *everyone* would in fact receive a sample of the new clothing line at no charge. "However," she continued, "We do expect you to wear your new outfit while at work. We think it will give you a first hand opportunity to show our clients Rightworth's edgy new style in real-time."

Oliver and many of the other younger salesmen excitedly accepted. Mark was less eager. Especially after Oliver appeared at work the next morning with one of the new outfits on.

The skinny pants and well-tailored jacket was on-trend with what other retailers were offering, even if the button-down shirt underneath was a tad soft in both its texture and muted color. It wasn't anything terribly dramatic, however, but it was far more 'edgy' than the usual formal suit and tie ensembles that Rightworth's was known for.

Mark had initially refused to wear one of the new outfits, as he didn't want to look anything less than a high-class professional. Even though he hadn't landed a job in the financial sector like his classmates, he had refused to stop dressing as if he had. He had reasoned that in the event he inadvertently bumped into any of them, he could still play the part if he was thusly dressed.

Even if it wasn't true.

His resolve, however, was quickly eroded as within a week he found himself to be the only staff member remaining at Rightworth's who wasn't dressing in one of the new outfits. Some, like his young friend Oliver, were dressing in the new style even in their off time, as they accumulated entire wardrobes of the stylish new clothes.

Although Mark's resolve may have crumbled, his stubborn pride kept him coming in to work in a study 3-piece suit, complete with wingtips. If anything, he was getting even more traditional with his clothing choices, just to prove he was above the trends.

Eventually Natsumi pulled him into the back room and commented to Mark he really should 'get with the program.'

"Maybe you need to redo the training module Mark," she said as she tapped the interface of the touch screen with her long polished blue nails, "I can see that Oliver has already moved on the second module." She continued, as she gestured to Mark to enter one of the booths. "Talk about a real go-getter. I haven't even released the clothing line that corresponds with it, but I can tell that he's already ready." She kept tapping away on the screen. "You, however Mark, you are actually starting to fall way behind everyone else in terms of your training. I would really like to keep you around here. We've got some

great and exciting new things planned, and an experienced sales person like you will be a tremendous asset to us."

Natsumi paused and placed her hand on Mark's shoulders, he could feel her half-inch acrylic tips gently digging into the fabric of his clothes. "But if you aren't willing to participate fully like the rest of the group 'Mar,'" she said, using a very casual form of Mark's name, "Then you might get left behind. And I don't think that we want that, now do we?"

Mark sighed, "No Ma'am. We don't," he said, understanding that she was essentially threatening to let him go if he didn't take the training more seriously. "I don't," he corrected.

Natsumi smiled, then showed him to the terminal, where she had prepared the entire first module to review again. "Good," the new store manager said softly, "So go ahead of let yourself become part of the new team here at Rightworths. Let the old go, and embrace the new."

Begrudgingly, Mark did just that as he sat in the booth's high-back chair, put on the headphones and reviewed the entire first module all over again.



Several days later, Mark emerged from the back of the store to meet a smiling Oliver. The eager young college student was grinning ear to ear when he saw his older mentor dressed in a new pair of slim-fitting pants and tailored jacket. Mark had even gone so far as to get his barber to give him a bit of an edgy and hip new hairstyle, similar to the one that Oliver had gotten earlier.

Oliver seemed giddy with excitement as he saw Mark's stylish new look. Mark was certain that it would lead to being *severely* teased by his former classmates if and when they saw the new style of clothing he was wearing. But he knew he didn't really have a choice. If he didn't at least appear to be conforming, he would be unemployed. The silky lavender dress shirt that he was wearing today was of particular concern, but since he had completed his training module, Mark had to admit that he was far more willing to at least try the new styles. It felt like many of his old inhibitions had melted away.

Oliver wanted to give Mark some encouragement, so he gave him a high five as soon as he saw the new outfit: "Oh-my-gawd Mar — you look totally awe-some, bro! Turn around... Let me have a good look!"

Mark folded his arms and gave the younger man a glaring stare. Even though he had finally relented and started to wear the store's new style, there was no way he was going to start acting like the fruit-cakes that the other staff mem-



bers were slowly becoming.

Feeling slightly embarrassed by Mark's reaction, Oliver quickly changed the subject to something that he knew would interest Mark; sports, specifically fitness. It was his go-to topic as both he and Mark had once played football in high school.

"Are you going to take up the company on their offer?" Oliver asked.

"Offer?" Mark replied. He had been preoccupied with the training so much, he hadn't been checking in with what had been going on at the store.

"Natsumi announced a free fitness club membership at City Athletic," Oliver explained. "You know, as an incentive for all of those who complete the first and second training modules. There's a class in a half hour, and we get paid for going."

The City Athletic gym was considered one of the city's most exclusive health clubs, and the cynical side of Mark wondered how a company that was near insolvency could afford such a lavish gift — in addition to all of the new complementary clothes, touchscreen interfaces and training modules.

"Seems like a bit of a waste of money for a company that's almost bankrupt," Mark grumbled.

"Are you kidding?" Oliver retorted, "It will give all of us access to the business elite in one concentrated place," he said. "Not to mention they've definitely got some of the hottest women in the city working out there," he went on, "since it offers the best activities that the ladies like ...you know, like yoga, pilates, aerobics, stuff like that."

Oliver had been going to City Athletic since the day Natsumi unveiled the incentive to staff members. He recognized that it was highly unusual for a retailer to offer such a generous benefit, especially since they actually paid to be there, but he reasoned that if it was being offered — he would take it.

"I'm just saying," Mark lamented, "From a financial standpoint, paying your employees to be somewhere other than at work..."

"We only get paid if we are following an approved fitness program," Oliver chimed in.

"Regardless," Mark scoffed, irritated that he had been interrupted, "It just doesn't make that much sense is all I'm saying."

Oliver shrugged. "I guess," he said. "Maybe HFX wants us in shape for all the new styles we're getting? The new clothes are really made for in-shape guys, so maybe they are just trying to help us fit the image better?"

Mark sighed. "I suppose," was all he could muster in a response. He still wasn't convinced that the new investors had Rightworth's best interests at heart. He then looked down at his masculine large-faced watch. "We had better get going or we're going to be late too," he motioned towards the door.

Oliver's face lit up with excitement, like a dog who had heard the word "walkies," as he grabbed his things and joined his coworker on the drive to the gym.

When the pair arrived at the club, Mark was rather impressed, in spite of his initial reservations. As promised, the the gym was the finest facility in the city, and as promised, the clientele were completely upscale. These are the type of people that Rightworth's <u>should</u> be attracting, Mark thought to himself, not the trendy mid-market crowd that HFX was now steering them towards.

Oliver had received word that the pair would be working with a personal trainer named Jamie during their session. "I hope she's hot!" he exclaimed in the car ride over. Mark had silently agreed. He wasn't looking forward to being at the club — but a pretty personal trainer would certainly help improve his outlook.

Sadly, both of their hopes were quickly dashed when Jamie came out to greet them, and 'she' was not the hot chick they had hoped for. In fact 'he' was not a chick at all, but a rather effeminate-looking young man.

At first Mark was extremely uncomfortable having such an obvious swish as his trainer, but knowing of all the expense and trouble that Rightworths and HFX had gone to arrange this, he sighed and decided to go with the flow. Even when Jamie produced new yoga outfits for the pair of them — that were far *less* masculine than anything he had been forced to wear up to that point — Mark remained composed. He wasn't going to get rattled or flustered by anything today. The company was heading in a new direction, and he knew he had to go with it or be left behind.

But once he held the new stretchy outfit in his hands, Mark's determination began to falter as he grunted and looked at Oliver with a concerned expression. "I don't know man... Don't you think this is all a little too much?"

Oliver shared the concern, "Well ... yeah, dude. I know what you mean. But I don't think we have a choice. Natsumi said that we *have* to follow the program that they have laid out for us." He paused to collect his thoughts, then continued. "Hey man, it's not like we're queers or something. We can totally wear this stuff and no one will care. We're still studs," He slapped his co-worker's arm in a macho, supportive way. "Right bro?"

Mark shrugged. "Sure," he said, sounding unconvinced, "If you say so." He headed off towards the locker room to change. He was at least thankful that no one he knew was around. They would *never* let him hear the end of this.

As the two co-workers each opened the gym bags given to them by the company, a white nylon thong fell out of Mark's, along with the yoga pants, top, and sneakers.

Mark's eyes were wide as he picked up the thong. "Dude! There's no way I'm gonna wear that thing! I mean... How can that even be comfortable, with a string going up your butt like that?" He pointed at the string at the rear of the garment.

Oliver decided he needed to show his cohort that he was capable of being the more mature man in this situation, so without saying another word, he nonchalantly slipped out of his boxers and quietly pulled the thong up over his hips and into place. He struggled momentarily, having to tuck his package down to fit into the tight front pouch. He was momentarily satisfied that he was small enough to fit in the tiny pouch, then realized a manly man like him should never have such a thought.

He turned and goaded Mark. "It's seriously no big deal," he began. "Don't be such a sissy, it's just like a jock strap, except a *slightly* different design." He paused to see if Mark was listening. "Besides," he continued, "I remember an old girlfriend one time talking to her friends about yoga pants, and saying that if they didn't wear thongs their lines show through. Something about VPL, whatever that was. My point is, that we don't want to be out of place on our first day, now *do* we?" Oliver could hardly contain his laughter as he spoke, realizing how silly he sounded.

Mark rolled his eyes. He didn't want to look like an insecure little kid, so with his breath partially held, he followed Oliver's lead and put the thong on. He had noticed that his coworker's crotch had been kept well 'manscaped', with very little showing in the way of body hair. He wondered to himself if it were something he should consider. It wasn't like he was overly hairy or unkempt, but there was something relatively pleasing about a smooth and well maintained crotch.

He gave his head a shake. What the hell am I thinking? he wondered as he finished adjusting himself into his newly acquired underwear.

After the thong was in place, Mark slipped on the black yoga pants with lavender stripes down the side and a matching black tank top with corresponding lavender stripes. It was so short that it just barely covered the top half of his torso. He paused again, wondering if he should just pack it in and head back to the store, but he was very afraid of sounding like a whiner to Oliver, and even

more afraid of being warned by Natsumi. So instead, he continued dressing by putting the sneakers that were in the bag onto his feet. They were so thin and light they felt more like dance slippers than athletic gear. They, like the yoga gear, were black with lavender striping and white soles.

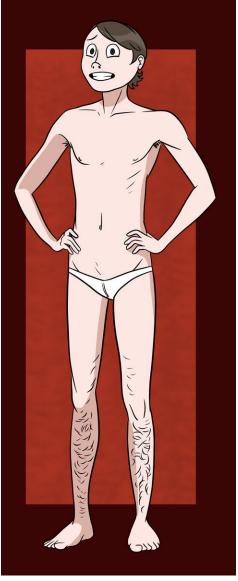
He stood up, looking in the mirror, wanting to put on a brave face for Oliver, though internally he was mortified at wearing something so decidedly un-masculine. Oliver saw Mark's confidence (at least the outward appearance), and decided he should 'man up' too, and just 'own' the new workout gear. He had donned his own version, nearly identical to Mark's but with a bright teal stripe instead of lavender. He trusted that since this was a super high end fitness club, that the outfits would be high end stylish too.

Oliver give his buddy a slap on the back. "Looking good Mark," he began, "Guys with toned bodies like ours should wear stuff that shows them off, right?" He didn't know what possessed him to say that, but was sure he had heard it recently somewhere.

Mark swelled up every ounce of masculine bravado in his body and replied with a deeply toned, "Hell-ya!"

With that, the two co-workers went out onto the floor to meet up with their trainer, who brought them into a larger yoga class he was instructing. It didn't take long for the two young men to realize that they were the only males in the room.

"Ha!" Oliver whispered to Mark as they took their first yoga position, "It's just like I said, Hot chicks everywhere!" Mark smiled and nodded, but didn't reply. He was strangely focussed on Jamie's instructions.



"Shhhhh!" One of the girls in the class hushed Oliver's whisper-toned outburst.

Oliver mouthed the word 'sorry' to the unhappy participant, then focused his attention, like Mark had, on Jamie. It didn't take long to fall into a trance-like state of follow the leader, and before either of them realized it, the class was nearing completion.

Afterwards, Jamie congratulated the both them and complimented them on 'picking it up so quickly.'

"But don't get too comfortable," he cautioned them, "there's a lot more for you to learn!"



It didn't take long for the two co-workers to get into a healthy routine of work-gym-work over the course of the days that followed.

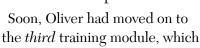
Mark felt more comfortable the less time he had to spend at work and watch the place fall apart. As long as he was getting paid, he'd take advantage of it, and the workouts were kind of addicting.

Both men were introduced to a new 'special' diet that was part of the fitness regime, which Jamie had promised them would get them a 'lean model's build.' Jamie had insisted that it would do wonders for both of them. The high protein and greens weren't so bad once they got used to them, but the portion sizes left Mark feeling famished most of the time. The addition of special high-protein shakes and strange new supplements was helpful, but still didn't fully compensate for the amount that Mark used to eat.

Surprisingly, the two kept on the new workout and diet plan despite their growling stomachs and sore muscles. Both felt 'different' but couldn't quite pin down it it was a good 'different' or bad 'different.' At least it felt like something was happening, and that was good enough to keep going.

At work, things were not going quite as smoothly. Mark was still having trouble fully wrapping his head around the new training module that accompanied the latest new product line, while Oliver continued to delve deeper into it. Not a day went by when Mark didn't see Oliver in one of the training booths, immersed in the new module. So far, of the two modules, Oliver was beating him soundly, making far more progress. As a result, Mark found himself having to hand over his customers to Oliver, because he simply didn't understand the new styles and the new merchandise. Mark was becoming concerned that he was somehow losing his connection with his young friend and protege.

It also seemed that the more Oliver finished of the training, the more his behavior and mannerisms seemed slightly 'off' to Mark. Even his speech patterns were slightly different, especially his insistence on calling him 'Mar' all the time. Mark was worried Oliver was buying into this new style a bit too much, and slowing becoming one of those dreadful hipsters.





signaled that yet another new product lineup was going to be arriving at Rightworths — and that's when things *really* began to change.

While the store had been closed, a crew of contractors had spent two full nights, renovating an entire section of the sales floor to mark the arrival of another 'New Hip Brand' from HFX's mainstream stores. At a staff meeting, Natsumi unveiled the new marketing push in a dizzying presentation. With new brightly lit hyper-colorful displays, the new lineup was an extreme departure from the very subdued and 'prim and proper' look that had been tradition in the store since Riley's Great Grandfather had started the business.

"I hope Riley knows what the hell he's doing," Mark lamented to Oliver when the store opened the new displays for the first time that morning. "Just because it's popular with teeny boppers in a suburban mall, doesn't mean it'll be big here," he complained as he looked over the racks of so-called 'super-trendy' new clothes.

'Super trendy' according to Natsumi anyway. She claimed that every young urbanite in the city would be banging down their doors to get their hands on the new selection of short pants, shorts, fitted tops, and cropped blazers that the store was now displaying. The new line even included underwear, which was a first for the store. Especially the 'designer' underwear, as Riley described it. There wasn't a single boxer or boxer brief in entire collection. Everything was skimpy bikini briefs or thongs. The fabrics felt thin and smooth, and it seemed awfully 'gay' to Mark. But at least the colors weren't too bad ... white, black, navy and red. Even a new display of thick-soled and ramped footwear was part of the odd mix.

At least that was Mark's assessment — a very odd mix of odd items.

According to Oliver, however, the new clothing line was incredibly fab!

"Omigosh Mar!" Oliver could barely contain his enthusiasm as he browsed the new selection, "I can't *wait* to try some of these things on!"

Mark raised an eyebrow, more than a little unsure. As he looked through the displays, he couldn't help thinking the new styles were sized for really skinny guys. *Rakishly* thin. Oliver was looking at the strange sizing, too. Mark picked up some size 9 jeans and turned to Oliver. "Ummm ... Oliver, this is the biggest size we carry, and I don't think even *you* could fit in these!" He was poking fun at how thin Oliver had gotten in recent days due to their strict diet and exercise regime. He had claimed to be down to a twenty-eight inch waist, and Mark himself was down to thirty inches — but he hated to admit it. He hadn't had a waist that small since junior high.

"Shut up!" Oliver whined in a high pitched tone, "I totally *could*." He pulled the jeans from Mark's hand and held them up against himself.

"Oh yeah?" Mark taunted his cohort, "Prove it! And since you're so sure of yourself, maybe you'd better take a size 7 too, just in case the 9's are too big for your skinny ass. Oh... and you'd better take some new undies, too. You don't want your VPL to show now do you?" Mark couldn't help sniggering about their joke from the gym.

Oliver's face scrunched up into an overly expressive scowl as he grabbed the size seven, *not* the size nine, and headed for the change room.

"You forgot the undies Ollie!" Mark called after him.

"I don't need any more thank-you-very-much," Oliver's voice called back from inside the changing room, "I'm already wearing them!"

Mark shook his head in disbelief and disgust as his friend disappeared into the back.

Some time later, Oliver reemerged from the changing room in the sleek black jeans. The stretchy denim fit him like a second skin, and the shiny finish gave them a very edgy look. Mark had never seen pants like these before, with no pockets or a belt. An exposed silver zipper in front that was only 3 inches long due to the low waist, and matching shiny zippers on the outside of the ankles, going up the skinny legs for six inches. Mark expected to feel uncomfortable seeing his best bud in something so... cutting-edge. But instead, he felt a strange feeling about the outfit that was causing an embarrassing swelling in his groin as he complimented Oliver. "Oh God, Ollie. I can't believe you fit in those! Those are the size seven's?"

Oliver stopped and posed for his friend. "They sure are! What do you think?"

Mark just looked stunned. He couldn't believe that his young friend had fit into pants that looked so small. It was a bit of a wake-up call, too, since Mark hadn't been ready to admit that he was also becoming just as thin. Just 3 months ago, both he and his young protege had been the epitome of a toned young athlete, with muscled chest, firm biceps, and sturdy thighs and calves. He was starting to realize that Jamie wasn't exaggerating. Maybe they really were starting to look like models. Especially Oliver!

Mark was awakened from his daydreaming as he watched Oliver take a pair of indigo blue denim jeans back to the change room, "Let's see what these look like" he remarked as the door shut behind him.

After a few minutes he emerged in the body-hugging pants and a snug-fitting unisex top. The top was a stretchy white v-neck with a lacy pattern and very short sleeves that barely covered his shoulders. Even worse than the material, the top was so short that it didn't even cover his stomach. The pants were so low cut that his tummy was exposed for about 8 inches up to the bottom of the skimpy top.

Oliver then wandered over to the new shoe display where he grabbed a pair of odd-looking ramp heeled wedge-style shoes.

"Oliver," Mark piped up, feeling concerned, "Are you sure about those? I mean, don't you think they look, like, kinda, ummm ... you know, a little bit, um, girlish?"

"It's not girlish to be in fashion," Oliver replied as he rubbed his back gently, "it's *stylish*, not girlish," Oliver argued. "Do you *really* think a store with our reputation would be selling sissy stuff?" he said as he posed in a mock-runway-model pose.

Mark sighed. He didn't feel like wasting his time arguing with his coworker any more. Instead he stood back and watched as Ollie gathered several boxes of footwear, and sat down in the sizing chair. "You really need the right shoes to go with this outfit," Oliver said. Not one of the boxes were a brand that Mark was familiar with. They were all adorned with Japanese graphics and text, which made it impossible for him to even guess at what his friend was going to try on.

Mark's eyes grew wide as his friend slid his slender-looking feet into a pair of satin wedge-heeled pumps with a slight platform sole underneath.

"You can't wear those!" he cried out, "You'll look like a fool!"

Ollie scoffed loudly, then reached out for Mark's assistance to help him stand up in the heeled shoes. It then took him a further few minutes to learn how to properly walk in them, but once he mastered the turning of his hips and the quick little shake of his bottom, he proclaimed, "You are missing out my friend. You should give them a try!"

Mark shot his friend a daggers. "You're kidding right? You look..." he was about to say 'foolish' when Natsumi came up behind him and interrupted.

"Amazing!" She exclaimed. "Oh yes, Ollie! That's a perfect outfit! You've really paid attention to the training! Mark could learn a lot from you!" the store manager said looking down at Mark, shaking her head, before turning back to Oliver. "I really don't see any other choice but to make you the lead sales rep now, so that you can help teach Mark the ropes at the new HFX Rightworths."

Mark looked at his boss with an outraged expression. "Oh don't fret Mar," she

said, "You'll just be Ollie's assistant until you learn how to become a fashion leader. You understand, don't you?"

Mark was shocked at being summarily demoted, without even a discussion. He was going to give Natsumi a piece of his mind! But when he turned around to confront her, he caught a look at all of his fellow salesmen. He realized that he was in fact the odd 'man' out, as the majority of the staff were dressed in nearly identical outfits consisting of snug fitting colored pants, a feminine top and short-cut bolero style jacket and ankle-breaking wedge pumps.

Just then he spotted Riley Rightworth, the store's rightful owner, making his way to the exit with a file box in hand.

"Ry!" Mark cried as he ran



after him, "Riley! Did you hear what she just did?" Not waiting for the visibly flustered man to reply, he filled in the blanks. "She demoted me Ry. She demoted me and promoted him," he pointed back at Ollie who was still where Mark had left him, looking entirely befuddled. "What's happening here?" he asked loudly, "What's happened to your store? Your Great Grandfather's Store?"

Riley looked somewhat taken aback, almost incensed at the comment. "Listen Mark," he began, "My great grandfather is dead, and so is his store — it just took me a while to realize it. And if it hadn't been for HFX, there wouldn't even be a store anymore," he exclaimed. "Their ideas and changes are the only thing that is going to make this store a success. In fact, I'm so sure of this new business plan that I've sold them the entire business."

Mark looked shocked, "You're selling your store?"

Riley looked a little bashful for a moment, as if he felt a tiny bit of remorse for his outburst. "Not selling," he said, "Sold." He turned away for a moment, then turned back again. "You have *no* idea how bad things were before HFX came along. We'd *all* be out of a job if it wasn't for them. We owe them all our loyalty and honor."

Even Ollie, who had wandered over to see what his friend was talking about, had to do a double take on Riley's last comment. *Loyalty and honor?* both he and Mark thought to themselves, who talks about an investor like that?



Riley could read their confused faces. "Never mind. You'll understand later on, I suppose." He looked past Mark to Ollie. "Congratulations Ollie!" he said before turning back to Mark. "I suggest that you get back to work Mark," he said, "Your boss doesn't look very happy." He pointed at a very disgruntled looking Natsumi.

Mark sighed. He knew he was already on Natsumi's radar, and he didn't want to make it any worse. Besides, the only thing Natsumi could do to him that was worse than demotion was outright termination — which Mark couldn't allow to happen. He had bills to pay and a reputation (of sorts) to maintain.

He and Ollie returned to where their store manager was standing. Natsumi glared at Mark then turned to Ollie with a smile. "Ollie," she gushed, "As a reward for your loyalty and obedience I have a special surprise for you!"

Ollie looked elated. "For moi?" he said in a giddy voice.

Mark walked a few steps away and tried to look busy as Ollie was led to the centre of the store. Natsumi had gathered a group of the store's youngest and most eager employees and were waiting patiently in a row. At the front of the line, a beautician had set up a salon chair on the sales floor. Mark simply couldn't believe what he was seeing. He knew that men who wore high fashion often used a little dab of cosmetics here and there to look perfect, but this was simply unbelievable. One by one, the employees were seated in the chair to

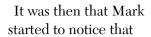
allow the beautician to carefully (and seemingly painfully) shape their eyebrows into thin arches, followed by getting their ears pierced and their hair styled in an androgynous fashion. The beautician finished the process by applying a moderate amount of mascara to their lashes.

When it came time for Ollie, he appeared to be intently focused on the beautician's work, as if he was trying to memorize what she was doing — even as she painfully plucked away at his eyebrows.

Mark sighed as the beautician packed up her gear and the store



returned to business as usual, unable and unwilling to believe what he had just seen. Worse yet, now his job was to trail behind an overlypeppy Oliver. He had to keep his mouth shut as he was being 'taught' how to do the job he'd already been doing for years. Regardless, despite his customer service proficiency and salesmanship, he had to defer to the younger, far less experienced trainee as he upsold the new HFX product line to the store's customers.





the demographic of shopper at Rightworth's had begun to change. Instead of stuffy, wealthy businessmen, there were a lot more casual urban shoppers. Of those new shoppers, a strong component appeared to be either women, or effeminate men.

I hope they know what they're doing, Mark mumbled under his breath as he loaded a new training module into a booth in the back and took a seat. The lesson for this session? "Be who the customer needs you to be, and be who HFX needs you to be," was the theme. Mark simmered in anger. He already was who the customer needed. A level-headed, sane man with a talent for telling his male customers what they'd look most professional in. Not some fatally hip simpering toady who fell for the first shiny, sparkly thing they saw and fooled customers into thinking it was in style.

As Mark was finishing the module a half-hour later, Ollie met him with an enthusiastic smile. "Hey Mar! It's time for the gym, remember? Jamie told us to come a few minutes early because he'd have a surprise for us! Isn't that, like, sooo exciting? I can't wait to see what it is!"

Mark wasn't so sure. The way things were going today, he had good reason to expect the worst, but since he had been demoted to being Ollie's underling, he

knew he was in no position to argue. The module he had just completed had stressed the importance of that. Compliance was the new corporate directive, presumably initiated by HFX's influence over the company, Mark surmised as his friend pleaded with him to hurry.

"Come *onnn*," Ollie whined. "Natsumi said we could go early. I don't want to miss out Mar. Quit daydreaming and let's get going."

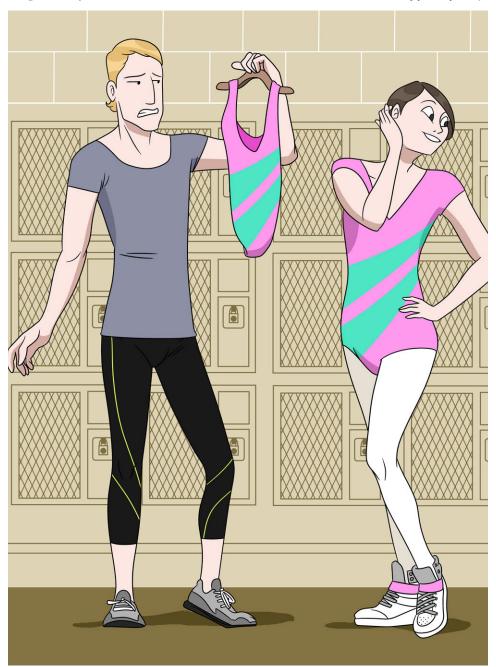
Mar and Ollie arrived at The City Athletic Club shortly thereafter and headed to the locker room to get changed into their workout wear. To their surprise, a new outfit was waiting for them in their lockers next to the old one. Ollie immediately donned the newer version before heading out to the gym. Mark, predictably, didn't. Instead he carried the new attire with him to the gym floor where Jamie was waiting impatiently for them. "Well? What do you think?" he asked, his face suddenly turning cross when he realized that Mark wasn't wearing his new gym clothes. "Mark?" he growled, "What is with you?"

"I can't wear this!" Mark complained, "It's too...." he paused. "It's barely..." he paused again. "It's so..." he glanced over at his friend who was happily posing in the new workout attire comprised of a pink lycra leotard with teal stripes down the sides. The leotard was square cut at the bottom to make them resemble shorts. They were basically a cap sleeve 'onesie' design with semi-opaque white tights over the legs. Mark could only imagine that there were matching pink thong panties underneath as well as the clearly visible coordinated sneakers with a 2 inch wedge heel built in. Ollie could hardly contain his glee as he modeled the shiny little leotard, knowing how sexy his body was starting to look in it.

Mark just rolled his eyes.

Jamie seemed impressed with Ollie's display, "I just love what is happening here!" he gushed pointing at the swishy salesman, "And I just *love* what you have done here," he said pointing at Ollie's newly sculpted eyebrows and mascaraed lashes, "That new line that Natsumi was talking about is going to be epic huh?" the personal trainer didn't wait for an answer before he continued, looking directly at Mark as he spoke, "Any-who... I don't care *what* you wear, but I'd imagine that if Natsumi found out how old and stodgy you were acting..." he let his voice trail off. "Whatever... just don't be late to class, or I'll put you both over my knee and give you a big ol'spankin." His serious tone melted into a giggle as he pointed towards the room where their class was being held.

Mark scoffed loudly he made his way to the class. As the two entered, he noticed the jaws dropping and eyes growing wider than usual as the other gym members watched them. Mark in particular was bothered by the other member's reactions, even though he knew that they were mostly reacting to Ollie's



new look. He did his best to avoid eye contact, as they shook their heads, mouthing "WTF" as they watched Oliver prance into the room, walking confidently on his new wedge heeled sneakers with Mark following close behind.

"Dude, I don't know about this," Mark whispered to Ollie in a nervous tone. "We're making a *lot* of changes *very* quickly. Don't you think this is all a little much?"

Ollie just looked at him blankly. "I'm not sure I know what you mean," he replied.

Mark shook his head, "Come on man," he decried, "look at what you're wearing! And look at what you were wearing before — don't you think it's a little..." His voice trailed off as he tried to find the words, but his vocabulary couldn't come up with anything, much to his concern. He wanted to say gay, or girly, or faggy or something of the like. But although the words began to form in his head, they would vanish well before he could make them come out.

Ollie smiled warmly as he gave Mark's arm a friendly little rub. "Look, Mar boy, you need to stop being so... ugh... like, traditional, silly! We're totally lucky to be working for the trendiest store in the City. We're gonna be *way* popular with the coolest people in town. Now... be a good boy and get with the program!"

Mark felt his face redden in humiliation as his younger, former protege took charge. He remembered that Riley had instructed him to 'learn' from Ollie and to listen to his directions. So with a defeated sigh, Mark followed Ollie through the workout area to the aerobics and dance studio, he couldn't help noticing Ollie's posture and walk seemed to have changed considerably. He figured it must have something to do with the elevated sneakers that he was wearing, and was hopeful that he wasn't giving off the same swishy vibe. Deep down, though, he knew that was probably wishful thinking. It was hard to miss the looks he was getting from all the guys on the weight machines. Some were sneering and shaking their heads in disgust. Others had a flirty smile on their face as they made eye contact to show their approval.

Mark didn't know whether to be relieved or even more embarrassed when they walked into the aerobics studio. The studio was packed with girls in their teens and 20's, and Mark was surprised to get friendly smiles and compliments as Jamie just had to make an announcement welcoming the two new 'hotties,' as he put it, to their class. There were only two other guys in the class, and they were wearing the typical guy's workout shorts and tank tops. Even though they looked like 'regular' athletic guys.

Mark took his position as the class began, but couldn't help but feel as if someone was watching him. He turned his head to scan the room, and found the eyes of one of the two other guys looking back at him. The young man quickly looked away in playful embarrassment, as did Mark. His focus was broken by Ollie, who jabbed him in the side with his elbow.

"Mar," he whispered, "I think that guy over there is flirting with me!"

Mark looked surprised, "With *you?*" He asked. He looked over at the two young men again, and saw this time, that *both* of them were looking their way. He looked over at his friend, and realized that Ollie was *engaging* the other two by smiling back in a flirtatious way.

"What are you *doing?*" he asked Ollie is stern voice. The others in class were unimpressed, and many replied with a pronounced 'shhhhh.'

The reaction made Mark feel even more self-conscious and embarrassed. The actual class wasn't any better for Mark. He never imagined it could be so hard just to do a dumb aerobics class, but he had a hard time following Jamie's moves. His inability to excel in the class was bruising his ego, as he'd always been a good athlete.

As the class was ending the two young men who were waving earlier came up to introduce themselves. They didn't *seem* gay, but they were clearly hitting on Mark and Ollie. One of the guys was chatting Ollie up as they walked back toward the locker room, and the other one was giving Mark all his attention. Mark was grateful that someone was being friendly toward him despite his queer-looking workout gear. The guy actually seemed kind of nice, and he had to admit he was good looking, like those kids that Abercrombie and Fitch hires to stand outside their stores shirtless. Mark was trying to sort all of this out. The young man was a couple inches taller than him, but he definitely seemed younger, even though he was completely confident and cocky, just way Mark had been back when he was in high school.

"So, um..." the young man said finally, "Do you and your friend want to um, you know... get a drink later on some time?"

Mark looked at him with a dumbfounded expression. *Did he just ask me out?* he wondered to himself. "Um," was the only response that he could seem to stammer out, "I um, well... I..."

"We'd love to!" Ollie piped up. "But we have a *ton* of shit to do back at work, boys."

Mark looked at his coworker with a confused expression, as if he never expected that Ollie — acting as *different* as he had been — would say yes, followed by an immediate excuse.

The other macho boy shrugged. "Oh," he said, "Okay. Well then maybe later sometime?"

Ollie smiled widely and winked. "We'll see." He grabbed Mark by the arm and pulled him back towards the lockers to get changed.