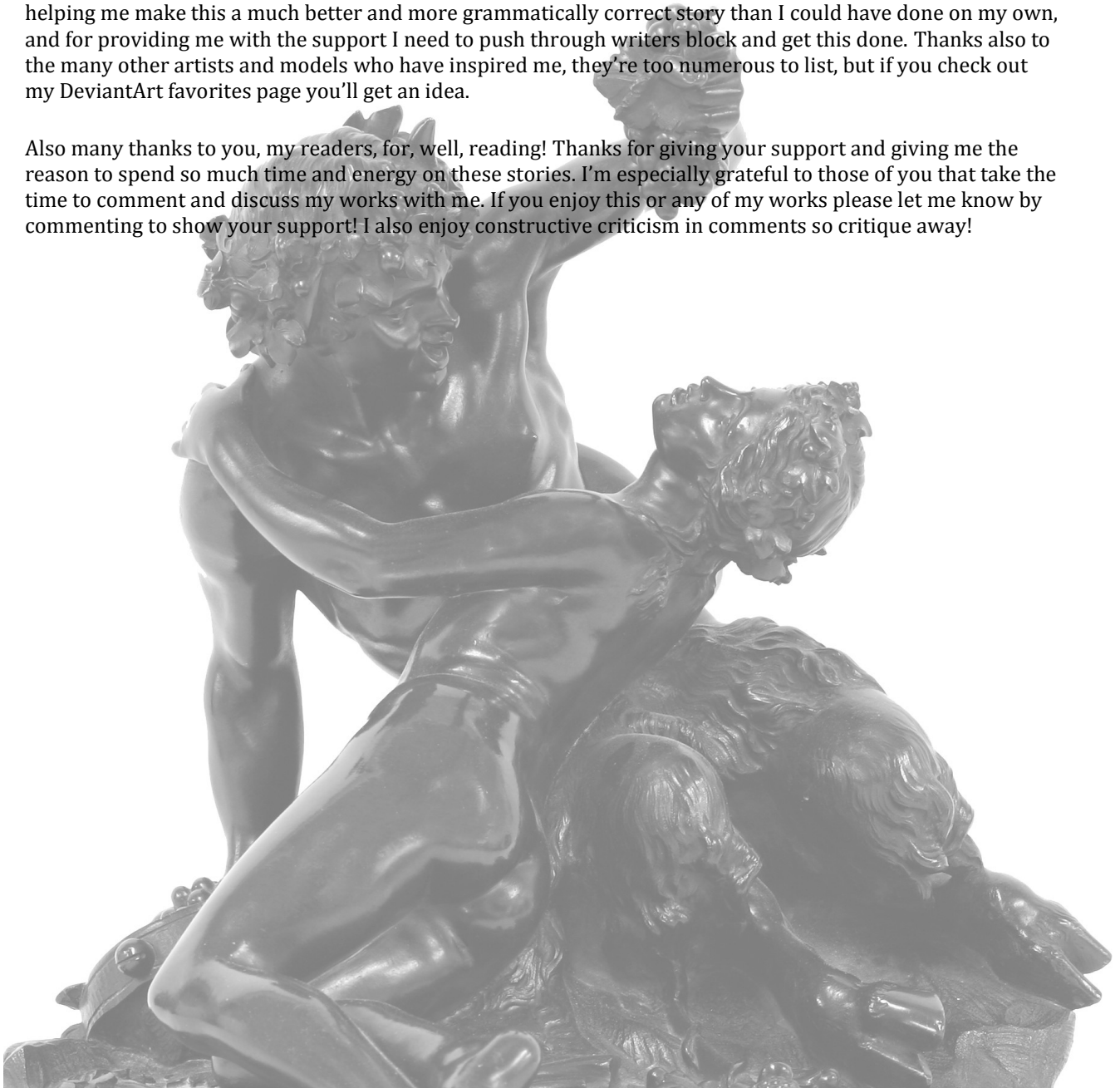


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Also many thanks to you, my readers, for, well, reading! Thanks for giving your support and giving me the reason to spend so much time and energy on these stories. I'm especially grateful to those of you that take the time to comment and discuss my works with me. If you enjoy this or any of my works please let me know by commenting to show your support! I also enjoy constructive criticism in comments so critique away!



Nymph & Satyr statue by Claude Michel, aka 'Clodion'

Fantastic Desire

a Ren-Faire side story, by Coffee Pilot

Chapter 4, part 1

“Ohhhh, ohhh shit yeah, fuck, that’s good, give it to me you randy satyr!” Kay screamed at the top of her lungs. They’d been going at it for over an hour now, rutting like the wild, lust crazed creatures they’d become. About every twenty minutes, after a particularly good set of orgasms, they’d break and feast on the wine, cheese, and fruit that Derrick had stocked the kitchen with.

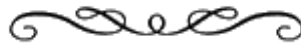
During one of their lulls, Derrick took the time to size himself up in the bathroom mirror. He’d been noticing that despite not wearing the ring, subtle changes continued as his humanity melded with the fae energy the ring had implanted in him and he truly became a satyr. He stroked his thickening goatee which he’d never had before, eyeing his altered face. His features looked harder, more angular and masculine. His cheekbones were more defined, his brow stronger. His nose was larger, its shape still the classic strong European that he’d always had, but it was definitely more striking now, and his nostrils were much larger and flared with a decidedly primitive touch, the animal in him trying to show through. He reached up and touched his horns that still continued to grow, both larger and longer. They filled him with a sense of pride and confidence in his virility. Around them his hair also continued its accelerated growth. He now had wild curling locks down to his shoulders. Then of course there was his facial hair, growing in thicker and faster than ever before, yet having a supple softness that it had never had. He envisioned he’d have a full silky beard in another few weeks if he didn’t shave it. All in all it was still his face, but a face now perfectly matching the hyper-masculine satyr body he’d been blessed with.

He had to take a leak. Moving to the toilet he came upon one of his greatest problems; peeing in a toilet with a fifteen inch penis. Even semi-erect it was too hard and long to comfortably bend down, so he had to arc his stream as best he could, inevitably leaving a mess to be cleaned later. His large nostrils dilated as he inhaled his own musky aroma. Damn he felt manly. Looking down at his shaft he noted his muscular and olive toned arms and

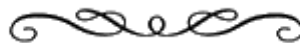
chest also had more hair on them than a few days ago. He was certainly no effeminate faun.

“Derrick... where’d you go?” Kay moaned needily from the living room. He felt the blood once more rush to his phallus, his long goat ears stretching out sideways in pleasure as he gave it a few strokes, thrumming it against his abs.

“Coming love,” he called, noting his voice had not just deepened but somehow become both gruffer and more musical at the same time. He pranced out of the bathroom, enjoying the feeling of his huge plum sized testicles bouncing against his thighs. He wasn’t sure but he swore it felt like they’d swollen slightly larger as well.



They continued their marathon of lovemaking long into the night, giggling and chuckling as they played with each other’s bodies, reveling in their enhanced sexual vigor and bountiful endowments. Now, as Derrick brought Kay closer to her seventh orgasm of the evening, he could tell her voice was becoming higher pitched, ever more cute and feminine. She was getting tighter too, ever so tight around his huge 15” prick. He realized sadly that she’d be rather difficult to fuck as a fairy; already he was no longer able to plunge the entirety of his length into her gradually shrinking honeypot. Nevertheless, he kept up his thoughts, vowing to follow through with fulfilling her desires. Kay meanwhile, noticed none of this, save the fact that she was being filled fuller and deeper than she ever had before, certain that Derrick’s shaft had stretched her vagina deep into space where it was never meant to go, feeling the throbbing of his dick above her navel. She didn’t care; it felt so good! “Ohhhhhhhh! Mmmmmm, yesss! Derrick yes!” Her shrieks of pleasure were music to Derrick’s long ears.



It was dark when Kay awoke. Slowly, as if called to waking by a voice she couldn’t hear she looked around. Her vision was surprisingly sharp in the dim bedroom. Only the pale glow of her alarm clock display and the glimmer of moonlight through the window lit the room.

She needed to be outside, out there in the moonlight, she just knew it somehow. She hopped out of bed, and was immediately thrown off balance by the massive imbalance of weight between her chest and the rest of her body. It didn't help that the drop seemed even greater than she remembered. Kay stumbled across the room, heavy boobs pulling her down and forward, having trouble just getting her torso up straight. Finally she reached the closed bedroom door, catching herself with flailing arms not a moment too soon, for she'd almost fallen completely over.

What the hell is wrong with me? I can hardly stand up straight! My boobs! Oh shit, they're so heavy! She cupped her massive rack, which now seemed to occupy her entire chest. They were massive! How much had they grown in just the night? These weren't handfuls anymore, they were armfuls! Cradling her heavy bosom she reached down for the doorknob, only to find no knob to grab.

She gasped, *Oh my God*, she thought as she looked around, finally spying the doorknob just below her shoulders. *I shrank even more! No wonder I'm having a hard time staying balanced, I think my boobs are the only part of me that stayed the same size!* Indeed, she had shrunk from her previously short 5'1", to a mere 4' in height. She ran, or tried to run, back to the bed, which now seemed quite imposing in height. Even more imposing was the sight of her comparatively massive boyfriend still asleep.

"Derrick!" she cried, trying to rouse him. The sound of her voice surprised her, being much higher than it should have been. Derrick merely mumbled something and rolled over, locked into a deep slumber from over a gallon of wine and two hours of wild sex. His eyelids twitched, eyes below them obviously fluttering madly in whatever dream he was enjoying.

"Oh!" Kay shrieked, as if she'd just been goosed. She was suddenly dizzy for a few seconds, a wave of vertigo washing over her. Collecting herself, she realized the bed was now even bigger than it had been, meaning she was now even smaller! Suddenly it struck her.

"Dammit Derrick, wake up! You're shrinking me with your dreams!" She shook his furry leg, to which the sleepy satyr kicked a few times in unconscious agitation, then rolled to the far side of the bed. Kay jumped away, knowing a blow from one of Derrick's powerful hooves could severely injure her. Unbalanced from her disproportionate bosom, she toppled over. She

found herself flat on her ass, breasts now so huge they rested in her lap. She picked out up with both arms, both amazed and horrified by how huge they now were. They were still perfect, having hardly changed since being 26K cups on a 5' frame. Now had she been measured for a bra they'd be an utterly ridiculous 18P. Groaning, she worked herself back upright, realizing she'd have to find another way to break him out of his comatose state.

Suddenly the call to leave the house again came over her. It was like she needed to be free of all these artificial surroundings. She shivered again as she lost another inch of height, the doorknob now at her eye level. Grabbing and turning the knob she was shocked at how tiny her hand was, like a child's but with adult proportions. Barely registering in her brain before being forgotten was that the ring on her finger was somehow shrinking along with her body, maintaining a perfect fit as it glowed with magical power.

She could feel her whole body lightening now; arms and legs became thinner, bones lighter. She could only imagine how much of her weight was now in her boobs as they continued to threaten to pull her over. Somehow her boobs refused to droop more than a little, becoming massive, pert, watermelon like jugs that protruded from her chest, now down past her navel.

She stumbled through the small house, making her way to the back door. She had to lean back and hold her boobs up with all her rapidly decreasing strength to keep from keeling over. Her breasts had, in fact, shrunk slightly since yesterday, but proportional to her shrunken body they were the size of large pumpkins. By now her arms had shrunk to just over an inch in diameter, her height a mere three feet.

"Oh God Derrick! What are you dreaming!?" What he was dreaming was quite obvious, as Kay struggled to stay standing. Now though a sharp pain hit her, centered on her shoulders. It immediately knocked her down to her knees, her insanely large breasts stopping her chest from going any lower than parallel to the floor. There was a pinching sensation, quite painful, making her wonder how she'd felt so little discomfort from all of her shrinking. She gritted her teeth as she could feel intense pressure under the skin of her back, like the world's worst muscle cramp combined with the world's worst pimple. Kay flexed her shoulders, trying to push through the pain. Reaching back with one hand she attempted to massage out whatever it was, for the moment not caring that her shrunken torso was resting on boobs each nearly the same size.

An excruciating ripping and tearing of skin was followed by the most serene and wonderful feeling of release as a pair of large fairy wings erupted from Kay's back.

She finally made it through the backdoor, stumbling into the moonlight. Just as she was set to face-plant into the grass, her proportionately gigantic breasts pulling her uncontrollably forward, her wings reflexively kicked into gear and began beating with dizzying speed. The sudden lift arrested her fall, stopping her just as her nipples were kissing the lawn. Kay let out a surprised squeak, then with a bit of thought, sped up her wings till they pulled her back upright.

"Holy shit!" she half-shouted, half-whispered to herself. "I'm a fucking fairy! With wings and everything! A fucking huge-boobed nympho-looking fairy!"

She closed her eyes, and gave her wings a bit of thought. It was strange having completely new appendages flapping madly behind her, and yet, after only a minute it felt like she'd always had them. She found she was having to beat them at a fairly consistent pace just to stay upright, but with a bit more effort, she soon found herself hovering about a foot off the ground, her massive jugs dangling before her down to her knees.

"I can fly! Wow! This is great!" She had to work hard to keep her voice down; it sure would be bad to have the neighbors peeking through the privacy fence right now. The weight of her boobs, though far greater than her torso itself, was shockingly not painful. It felt like the muscles and ligaments connecting her breasts to her body had also stayed nearly their original size, and her wing muscles seemed almost tied into picking up the weight of her bust. Still, it felt extremely strange, and she surely looked as silly as she felt.

Her first flight around the yard was anything but graceful. Her wings might have had the magical strength to lift her body, but her massive torso-sized jugs made her extremely unbalanced and unstable. An attempt at a high speed-turn resulted in the momentum of her boobs flipping her end-over-end and sending her careening into a shrub. She was definitely no nimble Tinkerbell with these giant pillows on her chest.

After a few more tries Kay finally gained a modicum of control over her new ability. She could hover, fly slowly, and generally end up where she wanted to go. The tricky thing was keeping her center of gravity right. As light

and delicate as most of her body had become, she swore her breasts now had to account for over half her body weight. Keeping that weight centered beneath the lifting power of her wings while flying was akin to learning to fly a helicopter with a car hanging below it. She discovered flying butterfly like at a 45 degree angle was far easier than anything remotely vertical. Tilting and twisting her relatively strong but light limbs let her counteract the pendulous deadweight of her tits as they swayed around. It made her feel quite silly though; having her boobs just hanging free. At least whatever magic was doing this kept them from hurting as the connective tissue of her chest was stretched to its limits.

After half an hour of experimentation and exploring the yard from her newly reduced perspective, Kay grew bolder. It was still dark, no one would see her, right? With a buzz of her powerful wings the fairy girl was off, flitting to explore the neighborhood like a big-boobed drone.

Eventually she tired, and settled down in the high branches of an oak tree. Wrapping her legs around a smaller limb she made a new discovery; her fairy nature made her almost immune to the normal discomforts that nature imposed on ordinary folk. She'd been flying around in the dark of night for the better part of an hour completely nude and had not felt one chill. Granted it was a mild summer night but still, she felt no irritation wrapping her naked legs and crotch around this oak branch. It felt nice actually; she felt in tune with nature, the scent of the tree's bark and leaves invigorated her.

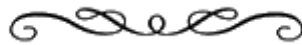
She noticed something else too though, and that was that sitting down brought her boobs back to the forefront of her attention. Granted, she'd been reminded of their mass while flying any time she made a maneuver, but had slowly grown accustomed to their presence as two heavy weights dangling from her chest. Now they were in her lap again, nipples brushing against her thighs. She sighed, realizing there was no pose she could take where her massive tits wouldn't make themselves known. And with her sensitive nipples she was again reminded that her body, while tiny, was hard-wired for sex. Kay's tiny hands descended to massage her mammoth endowments. Her cunt grew wet as she began grinding it into the tree.

Fuck, this gives new meaning to being a tree-hugger, she thought lustily as a moan slipped from her mouth. Soon her pert nipples were erect, their fairly normal quarter-inch lengths the equivalent of giant inch-long nubs which she struggled to reach. Her breasts were so massive and pendulous that it was

with great effort and much clawing of her pillowy flesh that she gripped her nipples within her tiny grasp. She bit her lip as she tugged them, her juicy lovebox splattering the oak tree with fluid as she came almost purely from breastplay. She sprawled forward, one tit wrapping around either side of the branch, hands still massaging their girth.

Damn that boyfriend of mine! I can imagine what he wants this rack for, she thought as images of the oak shaft beneath her being replaced by something much warmer filled her mind. Oh and dammit if that doesn't make me even hornier!

She lay for awhile like this, prone on the oak branch, unable to stop fondling her boobs as the pleasure was too great, despite worrying about her fate if this were to be her final form. Eventually though, her stomach began to grumble, her body hungry from all the flying. With a buzz of her wings she headed back home, leaving a proportionately large wet spot on the oak branch as the cool pre-dawn air tickled her still throbbingly erect nipples.



Derrick awoke in bed, the familiar sensation of morning wood emanating from his loins. Not surprisingly his right hand was already clenched around his lengthy shaft; his palm and the surrounding sheets moist from the copious amounts of pre-cum he'd released in his sleep.

Damn, even asleep I can't keep my hands off myself! An unsolicited throb from his member told him his body demanded proper release. Whether he wanted to or not it seemed he'd have to get himself off before he could do anything productive this morning. I'm beginning to see the drawbacks of being a satyr, he mused. This feels great but how am I gonna have a life outside sex with my body always wanting to bang?

He rolled around, surprised to find Kay not in bed with him. He chuckled to himself, thinking back to the wild dreams he'd had. "Hey Kay! Where are you sexy? You're horny goat of a boyfriend needs his morning release!" He clambered out of bed, cloven hooves clicking on the hardwood floor. He reached his arms behind his back and stretched, his member jutting out at attention straight as a flagpole.

He called out boisterously as he ambled out of the bedroom, making his way to the kitchen. "Hey babe, where you at? You wouldn't believe the crazy-ass dream I had last night!"

"Oh?! I bet I would!" Came a cute and very high-pitched voice that despite its inherent sweetness was laced with sarcasm. Sitting on the table was Kay, eating cheerios out of a bowl that seemed huge next to her. She was seated cross-legged with her massive breasts, each far larger than her torso, overflowing from her lap and onto the table. Her gorgeous butterfly wings spread out behind her.

"I'm guessing something about me becoming a huge-boobed fairy, right?"

Derrick stopped dead in his tracks, shocked at what had become of his girlfriend. He'd gone to bed regretting that she wasn't getting her wish to become a fairy, and yet, his over-riding lust for huge boobs and horny nymphs had combined in the strange anything-goes realm of dreams to yield some truly bizarre results.

"Uhhhhh..." he stammered, "yeah... wow."

"So tell me," she said smiling at him as she pushed the bowl away from her and crossed her arms over her bust as best she could, trying to look both cute and vexed. "Do I sound as silly as I think I do?"

The question surprised Derrick. Indeed, the shrinking of her larynx to smaller than a toddler's had given her an irrepressibly cute, chipmunk-esque voice.

They stared at each other in silence for a moment, the hyper-masculine, huge dicked satyr and the tiny but hyper-sexualized fairy. Then, again without provocation, Derrick's cock throbbed up and down like a bucking stallion signaling his need. The couple broke down into uncontrollable laughter.

"Tee-he-he-he-he! Good luck getting that beast in me now Derrick!" Her laughter was even more amusing to Derrick than her speaking voice.

"Ah-ha-ha-ha! Kay, you sound ridiculous! I mean cute, I mean, ha-ha, oh God," he stopped to compose himself. "Can you even stand up?"

"Ummmh, kinda?" answered Kay. She began beating her wings and simultaneously pushing up with her legs and hands.

“Urgggghhhh!” she strained, her tiny lithe form struggling to lift the massive breasts attached to it. Finally she got herself up to a standing position, wings gently buzzing as she precariously balanced on her feet, her preposterously massive orbs hanging down to her knees.

“Ah-ha-hah,” she panted. “Happy now lover?” She gave her chest a little shimmy, causing her rack to sway dramatically from side to side. She smiled, giggling, then giggled even more as she nearly lost control of the giant quaking pendulums of titflesh. Only with the strength of her wings did she barely recover from throwing herself down onto the table with her bosom’s momentum. It was all so comically ridiculous she couldn’t stop giggling the whole time.

Derrick’s eyes bugged out of his face while he uncontrollably squeezed his erect phallus several times as he watched the scene.

“Uhhh, so, what are we going to do about this?!”

“Well, hee-hee,” she said trying to calm her giggles. “First thing we need is to be clear headed and... ohhhh-shit, there it goes, mmmmmmmmm!” Kay bit her lip as the other part of Derrick’s dream came to fruition, the part about her giving him a massive boob-job with her giant breasts, and her boobs giving her the pleasure he could no longer give her pussy. “God Derrick these tits feel so good! My nipples are on fire! I need your cock between them!” She began groping and massaging her huge rack, hands sinking into the soft, yielding flesh.

Her wings began fluttering rapidly, and soon she was zipping straight at Derrick, her titanic tits dangling below her. She ran into his belly, arms extended in what was surely the most ludicrous looking superman pose ever. The surprise of her assault combined with the impact was enough to knock the satyr on his ass, letting Kay settle onto his penis as if she were mounting a horse. With a smile she pushed a tiny hand against his rock-hard abs, entreating him to recline, but his erection was so stiff between her thighs that he could lean back but a few degrees. Her own loins demanded relief as well, and so Kay began humping the end of Derrick’s cock; dragging her tiny but inflamed pussy over the comparatively gargantuan organ that to her was the size of a tree limb. Leaning forwards, she began stroking the lower portions of

his cock with her breasts, giving him the utterly fantastical boob-job he'd been dreaming of moments ago.

Her titanic breasts encircled his turgid rod, smothering it in with their warm softness. Back and forth, back and forth, she ran her little wet lovebox across the end of his rod, moistening it with her juices as she tried to get herself off. Her main efforts though were with her boobs. Up and down she stroked them, their mass so great compared to her own that it was a serious workout, but the fabulous sensations coursing through her body made the exertion more than worth it. Fully erect, her nipples were the size of her thumbs, her areola the size of her palms, and the ecstasy they gave her was truly magical.

Derrick groaned and grunted loudly and animalistically, taking in the many strange and wonderful sensations his tiny girlfriend was giving him. He felt the slick soft wetness of her groin as it slid against his cockhead, teasing him with the dream of penetrating her which he knew to be impossible. Runny precum oozed from his shaft, mixing with the flood leaking from her nethers. His lower shaft felt wrapped in a warm massaging blanket, the heat from her bosom quite pleasant against his member. There was also a pleasurable tickling sensation, as her nipples grazed across his sensitive flesh.

He gripped the rug behind him with both hands, letting Kay do the deed her mind had been turned to by his dreams. He enjoyed being milked like the huge stud he was. He could feel his orgasm nearing, feel the heavy load of spunk working its way from the giant gonads between his thighs and past his prostate.

"Oh hell yes babe, this is even better than I'd dreamed it would be!" He began to uncontrollably buck his cock, his super strong kegel muscles bouncing the lightweight Kay up and down. His cock head ground even harder now against her pussy, driving them both all the more wild. Kay began to lose her dedicated focus, beginning to moan and pant; to need release as much as she needed to give Derrick his. Derrick began thrusting his powerful hips, unable to hold back his instincts. Kay shrieked with giddy lust at the wild ride, the weight of her boobs the only thing keeping her from flying off.

Suddenly the combination of wild bucking and increasing lubrication caused the inevitable to happen, and Kay slipped off the end of Derricks cock. It sprang free, shooting up between them like a spring loaded trap, leaving a

trail of thickening precum along Kay's belly and chest. Kay fell, her legs fortunately catching on Derrick's thighs and preventing her rear from crushing down on to his balls. Now his cock was vertical between her breasts, its tip just a few inches above her head. The two continued, Kay improvising the best pleasures her sex-wired brain could as she gave worship to Derrick's organ. She ground her crotch into the base of his thick shaft, shivering as her orgasm hit, but continuing unabated in her task. Below her rump his huge lemon sized balls were larger than her buttocks, and she delicately gyrated her ass to massage them giving him the lap dance to end all lap dances. Her hands continued to go wild, pressing and caressing her tits around his cock, a series of several small boob and nipple orgasms driving her on. Her eyes were wide as the full moon, as she stared at the head of his massive member. With her mouth she now went to town, licking and kissing his cock tip, drinking up the river of precum that issued forth from it.

Derrick could take no more, and with a loud bellowing grunt more befitting a bull elk than a man he came. The fire-hose like spray knocked Kay's head back, sending her falling onto her ass and showering them both with a torrent of cum. Though dizzy from the blast Kay couldn't help herself; she recovered and began greedily lapping the salty mess off his chest, while magically the cum that landed on her was absorbed, leaving her fresh as a spring flower.

"God Kay, that was, insane," said Derrick between panting grunts. Kay could do nothing but give a "Mmmmm," in agreement as she finished her duty. Her nipples were still hard, her boobs still giving her impossible levels of pleasure. She wished for a moment that she could stay like this forever, but it was a fleeting wish that soon passed with the fading orgasmic glow.

As kinky as Kay's body was, a grossly huge-boobed fairy was not what either of them had envisioned for her true form. As the hormone induced lust-haze slowly cleared their brains, and rational thought returned, Kay felt her body shifting. Her breasts were shrinking, compressing, and tightening; reforming to a size more appropriate for a fairy.

"Woah! Now what? Derrick are you doing this?"

"Uhhh," stammered Derrick, a stupid grin on his face as he fully realized the power his thoughts had over Kay's body. "I guess I am. You *are* okay with more normally sized boobs right?"

"YES!" she affirmed, knowing she'd miss the ridiculous levels of pleasure her giant rack gave her, yet happy to again have a somewhat sanely proportioned body.

Yet, despite the loss of flesh, it felt surprisingly good, for all the pleasure receptors of her titanic bosom seemed to be getting concentrated into a denser and denser form. And she felt simply amazing, filled with more energy than she'd ever had before. Soon she was flitting about the room, her reduced form now the same proportions she'd had yesterday at 5'1" and much better suited to flight.

"Fuck Derrick, I feel ALIVE! Like, more alive than ever before in my life! This is amazing!" She was ecstatic, her voice filled with awestruck exuberance. "It's like I'm just filled with energy! Like I could fly forever!"

It was true; besides giving her incredibly dense, powerful muscles and super-firm breasts, the main way the ring had managed to do away with all the excess mass from her shrinking was to convert it into pure magical energy. It had taken some to power her drastic transformation, but there was still much more left over than the ring itself could store. Kay's body, and especially her breasts, were now packed to the brim with magic.

Derrick ogled his nude fairy girlfriend as she flew around the room, zipping with blinding speed from one corner to the other. She was now barely eighteen inches, her wings nearly as long as she was tall. Her flaming scarlet red hair was an exotic jumble of long curls wreathing her entire torso. Her full breasts would still be handfuls for a normal sized man, magnificently overfilling her tiny chest. Her limbs were thin, delicate things, though her legs extended from a still quite shapely and muscular set of thighs and buttocks. Overall she had the visage of a tiny, young, wild looking runway model, albeit with wings and an abnormally large bosom.

"So now what?" asked Derrick as Kay settled onto the top of her dresser, her form conspicuously similar to the ceramic figurine beside her. "You certainly can't go manage the store looking like that. This is a beautiful fantasy we have but not very practical. We can't even have sex like this, not properly, at least."

"I know, I know. But it just feels so amazing! I feel so free!"

"Yes, me too," agreed Derrick.

"God Derrick, you have no idea how much fun it was to just fly around the neighborhood. It'll be even better now without those ridiculous torpedos hanging off my chest! Come on, its still early, we can make the woods before the dawn. Lets experience the freedom these bodies were meant for!"

"What a wonderful idea babe, I'll race you there!"

Grabbing a fresh jug of wine for the road, they set out from the front door into the dim predawn light. There were both naked as jaybirds, their inhibitions crushed by their transformation into fae. They didn't even bother locking the door behind them. Only the hedonistic desires of fun, adventure, sex, and drink concerned them now. They streaked through their neighbors' front yards; the hard and unnatural concrete of the sidewalk unappealing to Derrick's cloven hooves. Kay flew a meandering, lackadaisical path, keeping just far enough ahead of Derrick to make it a fun chase. Derrick trotted at a speedy clip, a smile on his face, happy to finally get out and stretch his powerful legs. His pendulous scrotum bobbed back and forth between his hairy thighs. Its weight tugged at his groin with every stride, a satisfying reminder of how virile and masculine he was. His penis, still a hefty six inches long flaccid, also made its mass known. His loose, horse-like sheath did little to restrain the movement of his member, and it heaved pleasantly forwards and back in time with his steps.

"I wonder if there's anyone up who'd be agreeable to join us in our little romp," Derrick mused. "I'll be ready to go again soon and I could use a proper fuck."

"Hah! What, you want to go door to door looking for a pussy to fuck? I'm pretty sure that would get the cops called on us dear. Keep it together now, it's not like you can't jerk it if you have to."

They soon reached the small forest on the edge of their neighborhood. It was a plot of hills, creeks, ravines and unstable soil that had been wisely left as a green-space when the area was developed long ago. Now it was a popular area during the day with walkers and mountain bikers, and at night with errant teens and the occasional transient drifter.

"This is great!" Kay exclaimed as she wove her way through the trees. "It's so peaceful in here." Their pace slowed; both of them felt suddenly at ease as they ventured deeper into the woods. They could feel the stress of the modern

world being lifted from their being. Being surrounded by nature calmed them, though not their libidos.

They came upon a secluded glen, where a tiny brook made its way amongst mossy rocks and fallen trees. Any touch of modernity was behind them; the only sounds present being the constant babble of water over rocks and the chirping of birds welcoming the rising sun.

"I never noticed how beautiful the forest was before," commented Derrick. "I feel like I could stay here forever."

Kay giggled. "You do realize this forest is only a few square miles. Kinda hard to be wild creatures of the forest in an overgrown city park." She flew a lazy circle around Derrick, admiring his impressively sexy body as she enjoyed doing so much lately. She flitted closer to his sheath, her mischievous side deciding to have some fun at Derrick's expense. She hummed happily to herself, while tracing her fingers across Derrick's hidden organ with melodic grace. The dark skin of his pouch was warm to her touch, and she could feel his shaft throb inside from the attention.

"Mmmmm," he groaned, her delicate touch reigniting his briefly tempered lust. She circled his hips again, dragging her fingers through the curls of hair on his thighs, and continuing the caress across his firm muscular buttocks, humming sweetly all to while.

This is heavenly, thought Derrick, his pulse slowly quickening. *The beauty of nature, a lover's caress, and...* He grinned as he unscrewed the lid to jug of cheap port, *a good drink*.

Kay made another slow lap around Derrick. He threw back a hearty swig of wine, his mouth lolling open as the dual pleasures of the booze and Kay's touch stimulated his senses. Blood rushed to his groin, and soon his thick member eased its way out, aided by the rhythmic pumping of his crotch that he did almost subconsciously.

Kay giggled, as each lap around Derrick's hips rewarded her with another few inches of cock to stare at. She found herself completely enamored with it, more than ever. She wasn't sure if it was how big it was compared to her or what, but she loved it. She dragged her left hand down the massive tool, almost reverently. She marveled at how her hand was much narrower than this great totem pole at which she worshipped. She couldn't even wrap her

fingers completely around it! She caressed it, fondled it, and kissed it as it grew longer and longer.

Once more though, her increasingly mischievous fae nature struck. Just as Derrick's shaft reached its full potential, his eyes glazing over and his dry-humping intensifying, at that moment she abandoned her work. She flew, up into the nearest tree, and lay herself down, cradling her head in her hands.

"Unnnnggh! What did you that for?!" cried the frustrated satyr.

Kay laughed from her perch, her legs flailing in amusement. "I couldn't help myself," she said between giggles. "I just thought we should clarify who really has the power in this relationship. Well, that, and I wanted to see the look on your face when I left you hanging. It's priceless!" She continued laughing, her high pitched giggles drifting through the forest like some strange songbird.

"Be a good boy and finish yourself now, I'm dying to see the show from this angle."

Derrick grimaced, grabbing his engorged member with both hands and giving himself a few strong jerks. He stared up at Kay, lusting for what she could no longer give him.

"Oh!" Kay squealed as she felt herself suddenly growing, and fast. Her whole body expanding as Derrick's desire for a fuckable sized woman reversed her earlier shrinking. The energy compacted inside her breasts was transmuted back into flesh. Magically and painlessly, she grew to two feet, then three. The maple branch she'd perched on, perfectly capable of holding an eighteen inch tall fairy, was soon bowing and cracking under the increased weight.

"Oh, shit! Derrick!" Kay squealed, as she realized what was happening. She tried to beat her wings, to take back off for safety, but they'd disappeared back into her body.

Dread covered her face as she realized she was helpless. There was a loud snap and Kay found herself plummeting to the forest floor, passing four feet in height on the way down. But instead of slamming painfully into the ground she was relieved as Derrick's muscular arms broke her fall.

"Ha-ha-ha! Sorry about that, couldn't help myself and didn't quite think things through." It was the satyr's turn to be laughing like a fool, unable to help cracking up at what had happened, even though his girlfriend had been completely terrified.

"Be careful what you wish for Derrick!" she shrieked at him, no longer scared but still quite startled from the ordeal.

"Hah-hah-ha! Did you just say that?!" Derrick's laughter grew even louder, taking on a maniacal bent as Kay grew to five feet in his arms. Gently he put her down on her feet before clutching his belly in amusement. Kay rolled her eyes upon realizing the cliché she'd uttered.

"Yes..." she muttered sheepishly. "Okay I'll give you *that* was funny."

Kay felt behind her back, sighing as she confirmed her wings were in fact gone.

"What's wrong babe? I thought you'd be happy to be able to really have sex again."

"I am, I am. I mean, being a fairy was always a fun fantasy of mine but you're right, it's not very practical. I suppose if I had to choose now being a nymph is a lot better than being a fairy. Still, I'll miss it. It certainly didn't last long enough."

Derrick furrowed his brow. He was totally satisfied with his transformation. It was too bad Kay couldn't have her cake and it too, so to speak. *Wait, why the hell can't she?* Derrick's brow creased even more, his thoughts focusing on exactly what he wanted for Kay and her body. Her boobs had been filled with magic from all of her changes, now he imagined how to harness it.

The Ring of Desire flared a brilliant golden green upon Kay's finger. Its tiny gems glowed with an inner fire rarely revealed. "Ouch!" she cried out as a full-on jolt of magical energy zapped her. She looked down at her hand, acknowledging the ring's existence for the first time since she put it on. She had become fae enough now to also see the power it contained.

Kay's body once more began to shrink, but this time as her fingers slimmed the ring did not. For the Ring of Desire was not to be trifled with. It preferred to work its magic completely unnoticed, both by the instigator and recipient of

its changes. It would tolerate a person being aware of its powers, so long as that person did not don the ring themselves, and so long as the person controlling the changes did so in a way aligned with the Ring's aims. But it was a different story if the wearer of the ring became aware, and the last straw was two people working together to achieve specific changes. The Ring would *not* be directly controlled in such a way. Derrick's desires were no sooner implemented then the ring slipped off Kay's finger and onto the forest floor.

"Hey!" shouted a three foot tall half-fairy Kay, both angry and scared. "What did you do? I said I was fine being a nymph, why'd you shrink me again?"

"Sorry, I had a crazy idea, figured it was worth a shot."

Kay looked down at the ring, resting in a clump of moss. "That ring is what caused all of our changes wasn't it? It stayed on all this time, why'd it fall off now?" She looked back up at Derrick for confirmation but as expected only got a wistful grin from her soft-spoken lover. Frowning in annoyance, she reached down to pick the ring, only to hit some sort of invisible resistance. She tried again, pushing with all her might, but couldn't get within a foot of it. It wasn't a wall, per se, she just couldn't get her and any closer, as if her hand and the ring were both positive magnets, unable to touch.

"Okay, not cool Derrick, not cool. I don't want to be tiny, I want to be normal sized." There was true fear in her voice now, how would she get back her form which, while exotic, was passable as human. She wished she were 5'5" again. Suddenly, she felt herself growing, felt the magic stored inside her heavy bosom again spill out through her entire body.

"Oh God, Derrick! What did you do?"

Derrick just stared at her with a huge stupid grin on his face. He gave his erect cock a few strokes.

"Ohhhh, wow," Kay moaned, reveling in the magic shooting into every cell of her being. Soon she'd regained all of her lost height, and was indeed 5'5", but still with the perfect figure she'd gained over the past few days. Her breasts shrank slightly, their size somehow tied to the amount of magic compressed within them.

"Wow, I can't believe that actually worked," chuckled Derrick. "I knew the ring had already filled you with a bunch of excess magic, I just wished really hard that you'd be able to use that magic to change between forms at will. I thought to myself; I want Kay the nymph and Kay the fairy, I want her to have the power to transform on her own."

"This is great! Oh Derrick, maybe you could put the ring on and I could do the same for you!"

Derrick reached down himself to pick up the ring, only to hit the same magical barrier Kay had.

"What the hell?" He tried to grab it again, only to be repulsed once more. The ring was done with them.

"I think we made it mad" mused Kay. "Shit Derrick, I was supposed to take it back to the Ren-Faire. Shit, you're still a satyr!"

"Oh yeah," chuckled Derrick, knowing deep down that he should be much more distraught, especially now that they both had deduced the source of all their changes was the ring which now lay untouchable on the forest floor before them.

"What if I..." Derrick grabbed a long stick, planning to spear the ring with it, but he could get the stick no nearer the ring than his own hand. "Fuck!" he cursed, throwing the stick in frustration. Free of his grasp it landed right next to the troublesome ring.

"Looks like I'm not bringing it back to the Faire after all," sighed Kay.

"Maybe if I ran home and got a shovel..." Derrick mused.

"Try all you want love, I have a feeling that ring isn't letting us take it."

"Yeah, you're probably right," he said shrugging his shoulders in defeat.

"It'll be fine, I'm sure there is other magic at the Faire that can help us."

"Help me, you mean," chuckled Derrick. "You can totally pass as human with that smoking bod of yours. Not that I mind being a satyr."

"Hah, babe you forget that I can barely bring myself to wear so much as a nightgown in public. I'm pretty sure being decent in public is a condition for passing as a normal human."

As she spoke Derrick's ears perked up, swiveling around in search of something only he could hear, and his focus drifted elsewhere.

"Hey, I'm still talking here. Just 'cause I love you and am obsessed with your cock doesn't mean you can ignore me."

"Sorry," he replied, one ear turning back towards her, the other still cocked facing the direction he was now looking. "I hear something though; someone's coming."

"I don't hear..." she trailed off as she too picked up the sounds, her long ears not quite as sensitive as Derrick's but still far superior to normal human hearing.

"Sounds like a pair of joggers," said Derrick. "Two *women* joggers." His tone grew noticeably more excited upon determining their sex.

"Hey now," Kay said with a mischievous grin, "just what are you thinking of doing?"

"To be honest I'm planning on *doing* both those young ladies." His still erect cock throbbed at the thought of finally getting proper relief. The smile already present on his face widened, his strong brow bouncing up and down with humorous suggestion.

"Oh-ho! And just what did you think I'd have to say about that?" Kay's tone was not angry, but rather joking. The elimination of most of her inhibition had not only loosened her morals but made her immune to jealousy.

"I'd think my little fairy-nymph would be excited to join in the fun. You're the one who's gotten to enjoy an orgy, not me."

“Touché love, touché.” Kay said with a laugh, amused at Derrick’s sly retort. “Derrick, what if one of them put on the ring? We could use them to help us return it to the Faire!”

“Ahh, clever girl” Derrick chuckled, his seemingly omnipresent smile as wide as ever. “And while they wear it we can show them some of the fun it’s shown us, a marvelous idea. I’ll wait here, you go fetch our new... friends.”

Kay giggled devilishly and nodded in agreement. Closing her eyes, she willed herself to shrink back to her fairy form. She focused on converting her body’s mass back into magical energy, and funneling that energy into her bosom. There was a feeling of vertigo. She could feel a strange rush as her head dropped over four feet in height while simultaneously compressing, her body reducing to barely a fifth its normal size. Her educated mind railed against the logic of what was happening. How could her body grow and shrink like this? Were her individual cells shrinking or were they somehow reducing in number? What happened to her bones and her brain matter? And yet it just happened, like, well, like magic. She could feel the weight of her breasts become more noticeable, for while they shrank in size and mass, they grew as a percentage of her body. Then she focused some of the energy outward, and could feel her wings painlessly explode out of her back. It was an indescribable sensation, this magical transmutation she performed. And then it was done, and she opened her eyes.

“Holy shit Kay, that’s quite the trick you can do now. Umm, you do know you made yourself even smaller than before, right?”

Kay looked at her body, then over to Derrick. Indeed, the satyr towered over her even more so than before. She couldn’t be more than ten inches tall. Her boobs on the other hand, were even bigger, relatively speaking. They were like proportionally sized teardrop shaped basketballs that overflowed her skinny chest to the sides and hung just past her ribcage.

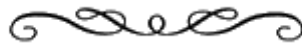
“Oh, shit, how did that happen? I must’ve focused a bit too hard or something.” Experimentally she hefted them with her hands. Despite their relative size they only weighed barely a pound each, the laws of physics making them much lighter and less susceptible to gravity than a comparatively sized pair would be on a normal sized woman. That didn’t make them feel any less amazing as she ran her hands over them; she could

literally feel the tightly compressed magical power within them, and it felt goooooood.

“This is weird, I feel so strong!” She said as she discovered the wonders of the cube-squared law. Her tiny arms felt so much stronger, and as she fluttered her wings she found flight immensely easier. “I wonder how small I could make myself...”

Derrick looked down at her, his raging hard on clenched tightly in his right hand. “Get a move on will you?” The humor in his voice had finally passed. Now he sounded more desperate. “Unless you want me to give you a cum-shower, I can’t hold it in much longer!”

She shot him a mischievous glare. He might be the dominant one in their relationship now, but it was she who truly held the power. The reigns of his libido were firmly hers to wield.



Susan and Wendy were out for their regular morning jog. They were both members of the college track and field team and had decided to do some relaxing cross-country running in the woods.

Susan was a highly athletic girl with a slender build befitting a track star. To stave off the morning chill she wore a tight runner’s tank-top exposing her slender but muscular arms, underneath which was a small black Triumph Triaction Ultimate sports bra that tightly held her petite B cup breasts. It was hardly necessary as even without a bra her small mounds barely bounced at all, but it looked badass and kept her decent if she decided to shed her tank-top. Her shorts were a form-fitting spandex compression shorts that only came down to her upper-thigh. Her dirty-blonde hair was loosely tied into a messy pony-tail that didn’t look great but kept her hair out of her face. She looked ready to run a sub-six minute mile and indeed she could.

Wendy on the other hand was just in this for fun and a relaxing workout; she’d only joined the track team to hang out with Susan. She was slightly taller than Susan and also much curvier, mildly athletic with a decent hourglass figure, though secretly she also ran because she knew college life would otherwise make her plump up quite a bit. She had on a bright pink

combination sports-bra top that restrained her sizeable D cup breasts and matching pink stretch sweat pants that showed off her cute round ass. Her long brown hair was pulled into a much more deliberate and attractive ponytail through the back of her likewise pink cap. If Susan's athleticism turned heads, Wendy's sex appeal turned even more.

Suddenly they were startled by a high-pitched whistle from ahead. Looking for its source, neither could believe what they saw; a tiny, naked girl grinning at them from atop a tree branch. Her legs dangled freely, her head resting in the crook of her crossed arms that partially concealed her chest. The two stopped dead, jaws agape in disbelief.

Kay giggled. "What," she laughed in a cute and high-pitched sing-song voice. "Haven't you ever seen a fairy before? Come on, let me show you something." And with that, she shot up into the air, wings buzzing, arms falling to her side and releasing huge breasts which seemed far quite large for her form. She sped away into the forest, giggling as she went.

"Did, did you see that?!" asked Wendy.

"Uh, yeah! Damn right I saw that!" replied Susan. "Holy crap a real fairy; let's follow her!" Susan took a step forward.

"No way!" Wendy shot back in a harsh whisper while grabbing her friend by the wrist. "Doesn't it seem like she's trying to lure us into the woods?"

"Wendy, that wasn't a mountain lion or a random hot dude; that was a *real* fairy! A, like, mythical creature! Something no one's ever gotten proof of before! I have my smarthphone, if we get a picture or video we could be famous or rich or something else awesome. You go home if you want but I'm not ignoring what I just saw." And with that, she yanked her arm free of Wendy's grasp, and took off into the trees.

"Shit! Fuck... Susan wait!" Wendy cursed as she chased after her friend. They trampled through the brush, leaving the path behind them. About twenty yards ahead, Kay darted from tree to tree, tittering laughter cascading behind her as she went. The two runners soon had the distinct feeling that she was going just fast enough to stay out of clear sight, yet not fast enough to lose them, which was indeed what Kay was doing. Occasionally she'd call back to

them while hiding behind a tree. "Come on slow-pokes!" she taunted them, "I thought you two were good runners!" Finally, after a very circuitous chase covering three times the distance it needed to, Susan found herself at the glen by the brook. Derrick was nowhere to be seen, and Kay hid in the upper branches of a tree overlooking the ring's resting place. Wendy meanwhile, had gotten tangled in a thorn bush that caught on her sweat pants and was struggling to catch up.

"Where did she go?" Susan said quietly to herself. She turned, eyes scanning the trees and rocks around her. She too was taken in by the glen's beauty. "I can't believe I've been running in these woods for three years and never found this place..." Then there was a soft *crack*, as a small rock thrown by Kay hit a stone near the ring. Kay grinned to herself as she saw her ploy succeed; Wendy spun round and looked down, hoping to spot Kay but instead laying eyes upon the ring. Immediately her eyes were locked on it, the dappled light of the glen cast beguiling shadows across its intricate golden tracery, the green gemstones glowing seductively in the soft light.

"What's this?" she asked aloud, drawn curiously towards the ring like a moth to a flame. On some level in her mind she knew this screamed wrong in so many ways. As she picked it up she knew she was acting the part of the stupid victim in a fantasy horror story. That she was now more interested in this ring held between her fingers than the fairy she had been chasing was further proof of something being amiss. Still, she couldn't help but put it on.

Immediately her body was consumed by the burning heat that signaled her to be the target of another's desire. She could feel the intense sensation that she was desperately wanted by others, and wanted in the worst of ways. Someone was watching her, lusting for her, desiring to have her body fulfill their deepest pleasures.

"Wendy!!!" she cried out in shock and terror even as she swooned. A soft groan escaping her lips as she collapsed to her knees, the burning heat overcoming her, fearing what was to come. Pressure began to build in her flesh. From the shadows of the forest Derrick watched. He'd gained a bit of mastery at focusing and channeling his thoughts to affect changes in the ring's wearer, and so Susan's changes came on swift. He'd been fully aroused for over thirty minutes now, and was hornier than he'd ever been in his life, further amplifying the power of his thoughts.

Susan's B-cup breasts, a product of both genetics and constant exercise, began to swell. She could feel the pressure increasing under her already snug bra that while stretchy was designed to cling skin-tight and resist movement, the tight elastic band doing its best to keep the bottoms of the cups flush with her chest. She moaned as her breasts expanded from small apples to large oranges, flesh beginning to spill out the top of the cups, pulling the shoulder straps tighter as they pushed out. Her tank-top pushed out, clearly displaying the growing lumps on her chest.

Sweat began drip from her skin as it turned flush in reaction to the intense magical heat. Her boobs were now more than handfuls, now approaching the size of ripe grapefruit as they continued to push out the tops of their prison-like bra, the strength of which kept them perfectly hemispherical and without a bit of sag. Susan reached up a hand and grabbed one, bewildered at its size and the fact that it was part of her.

"What the hell is happening to me?" she said in a terrified voice. Then something else happened. As she gently squeezed the mound of flesh that had sprung from her chest; a shock of pleasure lanced out from the nipple that was being crushed beneath her clothes. Almost without thinking she squeezed tighter, eliciting more pleasure from both the nipple and the tightly squeezed titflesh.

"Ohhhhhh," she moaned without meaning to. Suddenly the terror and worry fled as quickly as they'd come, being pushed out by new emotions; lust, horniness, and a desire to please. "Ohh... oh shit... what's *gulp* doing this?" she wondered, conscious of the fact that her very valid fears were slipping away and being replaced by a burning horniness. She shivered, not from cold, but from the jolt of pleasure that raced from her breasts down to her genitals. Like it or not she could feel her clit becoming erect and her pussy starting to moisten.

Growing breasts were far from the only change Susan was struck with, the warmth also focused on her lower body. Her firm but tiny muscular butt began to grow, swelling larger and rounder as the existing muscle thickened and additional muscle was magically added. Her narrow boyish hips flared out both to give her a sexier body shape and to give her growing muscles more room to attach. Her trim muscular thighs began to thicken; muscles growing

larger and stronger while simultaneously creating much more distinct curves that lent a powerful and aggressive femininity to her formerly twiggy frame. The nondescript muscles on her lean arms swelled, as did her chest and shoulder muscles. The distinct bulges of biceps and triceps formed where before there was just smooth skin. Her breasts were pulled slightly upwards while also being forced out as they rode up on her thickening pectorals, straining against her now ridiculously tight tank top/sports bra combo. She could feel the band becoming tighter and tighter as it fought against the increasing girth of her lats.

She rolled her head around from side to side, groaning in a litany of pops and cracks that sounded like the longest and loudest knuckle cracking as her deltoids expanded around her shoulders and neck. Susan's groans became louder, almost shrieking snarls as she felt her spine pop successively and her legs stretch, as a few but noticeable inches were added to her height; her stature growing to match the powerful look of her body. All this growth strained her tight compression shorts in ways they were never meant to withstand. The back side was pulled out and down, exposing the top of her growing butt cleavage, while the widening of her hips and thighs stretched the material to its limits, pulling the bottoms up even closer to her crotch where the tightening material gave her a highly visible camel toe.

"Mmmm, I feel so good, so hot," she whispered to herself. On instinct she stuck out her tongue to lick her lips, feeling them plump ever so slightly, just enough to go from plain and thin to sexy.. Now less overwhelmed by the magic assaulting her body, she recovered from her collapsed position to a squat, calves and quads bulging dramatically as her right hand joined her left in massaging her growing breasts. She grew frustrated with her tank-top, and tore it off, leaving her in just her badly stretched sports bra. By now her breasts had quadrupled in size and her nipples popped free from the bra's grasp. Susan sighed contentedly as her fingers gained access to the sensitive nubs. They were hot and erect pink nubs that seemed hardwired to her crotch and the pleasure center of her brain.

Derrick and Kay grinned as they watched Susan's transformation. They were both intrigued at the idea of doing it with a strong, athletic girl, and it showed as the ring warped Susan's body to their desires. The lean track star now looked like she spent just as much time pumping iron as running cross country. Her belly went from lean and trim but soft to having obvious muscle

tone, her linea alba becoming clearly visible as she gained a subtle but obvious six-pack.

I just hope she's flexible enough to take all I have to give her, thought Derrick.

I hope she'll enjoy playing with me and her friend, can't let Derrick get all the action, thought Kay.

Susan groaned as the desires hit her. She found images of Wendy slipping into the thoughts of sex that were swimming in her brain, which was odd as she'd never had any bisexual desires before. She imagined latching her full lips over Wendy's full breasts, while their legs intertwined and the ground into each other. *What the fuck is happening to me, she thought, and why does it feel so good?* She looked down at herself, noting barely a third of her breast flesh was covered by her bra anymore and that she had massive cleavage as a result of them being so tightly squeezed upwards. She also noted that she couldn't see her abs and barely her crotch past the obscuration of her swollen rack. What she could see and feel was a definite wet spot forming over her plainly obvious camel toe; her shorts looking like they were painted on over her muscular pelvis. She ran her hands over her changing form, taking in her enhanced musculature and sexuality. Yet despite these massive changes that she knew should be freaking her out, she couldn't stop masturbating!

Just then a spasm of pleasure hit her crotch. She let out a shrill shriek as she felt her hips widen again, combined with a series of uncontrollable spasms in deep her pelvis that sent her over the edge and into orgasm. She cried as she fell backwards onto the ground, her legs flailing, her shorts ripping out in the crotch and exposing her engorged and enlarged vulva, which was especially noticeable on her lean and tightly muscled groin. Juices dripped out of her slit as she dropped a hand down to help accentuate the pleasure. Her breasts, which had continued to grow ever larger, finally pulled the shoulder straps of her bra too far, however; being widely spaced and so well made they merely slid off her shoulders, letting the now melon sized orbs pop free of their cups.

She lay there, on the mossy ground, huffing and panting with one hand in her crotch and the other on her chest. Slowly she came down off her orgasmic high, continuing to endure the forced pleasure and pain as her changes

finished out. Her legs grew still a bit more, her thighs, quads and glutes swelling larger still. But then, she heard a sound.

“Susan! Are you over here?!” called Wendy in a loud and worried voice. She’d heard Susan’s cry earlier, but only now after having to detour around a ravine had she made it to the glen.

“Wendy?” Susan said between panted breaths. She tried to shake the memory of her earlier thoughts, but it wouldn’t go. “Wendy I’m here!” Susan slowly pulled herself to her feet. She winced as she felt her shorts give way even further, the sides of the stretchy material immediately being pulled out by her muscular thighs, making them effectively crotchless. For now though, her changes appeared to have stopped.

Susan attempted to pull the straps of her bra back over her shoulders. She’d gone from a 30B to a 34G and the tight band of the bra did not want to yield and be pulled out into a makeshift bikini. This left her trying to stuff a cantaloupe of boob into apple sized cups, it just wasn’t possible. Frustrated, she undid the bra’s rear clasp and freed herself from the useless garment.

“Su-Susan?” Wendy asked as she stumbled into the glen and saw her transformed friend.

“Uh, hehe, hey,” Susan waved nonchalantly. “I, uh, something strange happened to me.”

“No fucking shit!” Wendy exclaimed. “Susan, you... your boobs, your body... you grew!”

“Uhhh, yeah, I definitely grew. I guess you were right about chasing fairies into the woods. Damn, I thought you had big boobs, how the hell am I gonna run with these things?” Susan didn’t mention that in her mind right now finding someone to fuck was far more important than her ability to run.

While the two girls reunited and assessed the situation, Kay had discreetly flown from her original hiding spot to Derrick’s. The horny satyr was barely keeping it together. Every ounce of his willpower was being used to stave off orgasm in the anticipation of a good fuck. He had stubbornly refused his body’s wish to cum while watching Susan change, and even if he’d wanted to,

the nature of a satyr made orgasm by masturbation all but impossible if there were females present. His fifteen-inch penis was hard as a rock, the veins bulging from its side. His split hooves pawed the ground in anticipation, his manly hands clawing at the tree next to him like a bear marking its territory.

Kay clucked her tongue at his sorry state, but oh did it turn her on. She'd denied him release all morning, and now she took pity on him. Flying up beside his head, she whispered into his long ear.

"How 'bout the new girl gets a taste of the ring while I take care of your... problem."

Immediately Derrick's eyes lit up, an even more wild expression covering his face than before. Kay landed herself daintily at his feet, then concentrated and transformed herself back to normal size. Marveling at his cock as she grew, amused at how her perspective shifted. *It's like taking an elevator up to his shaft, hah!*

Delicately, she took his cock into her mouth, happy that she could once more deep-throat him like a champion sword swallower. Derrick smiled, ecstasy washing across his face. He closed his eyes for a moment, then opened them and focused back at the two young joggers.

Suddenly an urge struck Susan, a powerful urge that she couldn't resist. Her eyes fluttered as she was overtaken by her newfound desires. She bounded across the distance to Wendy, amazed at the distance of her stride, and before her friend could react she had her left arm around Wendy's head, pulling her into a kiss.

"Mmmmmfff!!" Wendy muttered in shock as she felt Susan's pert lips crush against her own. She was further shocked as Susan plunged her tongue in as well. She struggled, but Susan's grasp was startlingly powerful, and she didn't want to bite her friend. Meanwhile, Susan's right hand deftly pulled the ring from her left, and with a bit of fumbling slipped it onto Wendy. Objective complete, she broke off the surprise kiss and hopped back a few feet. She shook her head and blinked several times before the realization of what she'd just done struck her.

“Oh... what the? Shit! Sorry sorry sorry! I... uhhh... I don't know what just came over me,” apologized Susan confusedly.

“What the hell was that all about?!” yelled back Wendy. “You're sorry? You're trying to say you're tongue just leaped into my mouth on its own? What the hell is wrong with you!?”

“I, I don't know okay? All this just... happened. And now I feel...” she wanted to say that she felt really *really* horny, and that in her mind she was thinking of doing much more than just kissing Wendy. At the same time she *knew* she wasn't a lesbian, or even bisexual, or even bi-curious, but somehow in the last ten minutes apparently that had all changed. On Wendy's right hand, the ring glowed.

From their hiding spot Derrick chuckled aloud at the girls' confusion. This was all too much fun. Kay was going to town on his dick, he could feel her bobbing up and down along its length; his cockhead being fondled by her tongue one moment then sucked down her throat the next. He was going to come any moment and his thoughts were at the height of perversion. This new girl, Wendy, she had a much more classic figure than the first girl. That, he decided, called for a much more classical change. He let out a loud groan of pleasure before whispering to Kay, “how long you think they'll be able to keep their hands off each other?”

Susan and Wendy both heard Derrick's chuckling and groaning. They looked nervously to the woods, but couldn't see anything.

“What the hell was that? Is someone watching us?” asked Wendy.

“Yeah...” replied Susan, her voice trailing off as a shiver of pleasure hit her, “kinky, isn't it?”

Wendy looked at Susan as if her friend's hair were on fire. Her eyes had a glazed look to them, as if she were lost in thought. Indeed, Susan was thinking both how fun it would be for people to watch them having sex, and how abhorrent that very thought was.

“Wendy, let's make out. Right here, right now. Let 'em watch.”

Wendy's eyes nearly popped out of their sockets and her mouth fell open in shock at hearing Susan's suggestion. What she said next shocked her even more.

"...Okay..." she said in a breathy pant, the word anything but what she'd intended to say. She opened her mouth again to correct herself. "I'm so hot, I could use a good fuck right now." She clapped a hand over her mouth, her eyes going even wider than they had been.

"Mmmmm, see?" said Susan with a sexy giggle. "I knew you'd understand." Slowly she again closed the distance between them, and once more their mouths embraced, only this time Wendy fully reciprocated the kiss.

Now it was Wendy's turn to feel the fiery embrace of the ring; her whole body going flush just as Susan's had earlier. Like Susan the changes began with her breasts, which slowly but steadily grew within the confines of her sports bra. Unlike Susan though, Wendy already had nicely sized handfuls, and while her sports bra was much larger and covered more of her torso, it was also much more forgiving. Wendy moaned as she felt her boobs expanding; the wonderful heat filling them interspersed with shooting fires of electric pleasure. They pushed against Susan's freshly grown rack, their heights now equal from Susan's growth. Soon her deepening cleavage was being exposed on top, while below the hem of her bra pulled up ever higher to expose more of her abdomen. After a few minutes of passionate mouth-play she'd swelled from a 34D to a 34G

Lower down, her changes were every bit as dramatic. Derrick was a satyr of many tastes. He already had his perfect nymph and in Susan he had a beautiful girl at the peak of feminine physical fitness. For Wendy, he had something a bit more Rubinesuqe planned. On the verge of cumming, he stared transfixed at her nice round ass already pulling her sweat pants tight. As many a man's thoughts are want to do while on the edge of orgasm, his desires only grew larger, and more obscene.

Wendy could feel the warm caress of Derrick's desires upon her bottom. Her ass began to grow, not into a thick muscular borderline-cut rump with just a pinch of softness like Susan's, but plump and round; a well-shaped juicy core with a much more feminine padding overtop. Her thighs also thickened, increasing the curves of her already hourglass figure from reasonable to

bodacious. Her stretchy pink sweats followed her curves as they grew. Like Susan's, her waistband was pulled down and rearwards by her swelling butt, only her curves were becoming an order of magnitude greater than Susan's.

As the pressure of their breasts crushing into each other grew more and more intense, the two girls separated, forcing themselves apart with an almost exhausting use of willpower.

"Oh, my god," panted Wendy. "Look at me, look at my boobs! They're huge! Whatever happened to you is happening to me now. Oh shit why am I so horny?"

"I don't know Wendy. But it's fucking hot whatever it is. I feel amazing, don't you?"

"Yeah, well, you look like a million bucks, all buff and sexy. I..." her voice trailed off as she took in the full scope of her changes. Her breasts had swollen past Susan's large but semi-reasonable bosom, to the size of large cantaloupes, and she could feel them still growing. Her hands ran down her body, tracing her voluptuous curves and finishing on her ballooning ass. "Holy crap my ass is huge! I'm turning into some kinda fat pornstar!" She dreaded finding out how much she weighed. Her mother and grandmother had both seen their curves turn to fat with age, and she'd been hoping to buck the family trend. What she tried not to think of was how good her ass felt.

"Oh stop it Wendy," scolded Susan. "You're not fat. You don't even have a belly! You just have some sexy curves girl!"

Susan was right. While Wendy's belly was certainly not defined and athletic looking like Susan's, it was quite toned. And her ass, while huge, was distinct and well shaped.

"You know, I think your waist might even be getting thinner," Susan said eyeing her friend's midsection. She was only partly right; Wendy's waist did *appear* to narrow, but what she saw was really her proportions changing as her hips splayed out wider. Soon her torso did begin to thicken, her shoulders and chest widening, making her enormous breasts look slightly more at home. Now, just as she'd feared, her waistline grew a few inches, losing a slight bit of tone as her body changed to a more Rubinesque shape. Wendy's hands flew

from her butt to her ribs to her waist, then down to her hips, struggling to feel and make sense of the changes that were becoming very difficult to see due to her growing breasts.

“Oooohhhhh,” she moaned as her pelvis expanded, giving her a proper set of child-bearing hips. From above her dainty knees her muscular legs now flared broadly into thick, powerful thighs and wondrously rounded hips. The huge rounded hemispheres of her bubbly badonkadonk bulged out behind her, perfectly taut and shaped creating not just a massive cleft of butt cleavage but a very prominent butt-cuff above her beefy hamstrings. Only the great elasticity of her stretch pants saved them from tearing apart; the legs which previously came down to her ankles now pulled up to her knees, exposing her increasingly shapely calf muscles. The spandex was pulled thin over her expanded legs, displaying every line and curve of her flesh and becoming nigh translucent. It dug into her thickened waistline, giving her a slight muffin-top. Between her legs, her pubic mound was dramatically highlighted in a bright pink spandex camel toe, which soon took on a glossy sheen as the fabric became drenched in her leaked juices.

Wendy bit her lip pensively, noticing that it was much plumper than before. Curiously, she reached a hand down to explore the strange feelings in her crotch. A dreamy look came over her as her hand sunk deeply into the soft gash beneath the spandex, only to return to her face a moment later. She looked at her soaking hand, half in horror, half in excitement, aware that the pungent smell of her own juices was turning her on more. Uncontrollably, her hands dropped down to squeeze the burgeoning mounds bulging out behind her top.

“Oh god Susan, what the fuck is happening to me?” she whined. “My pussy feels like it’s on fire, and my boobs, oh fuck my boobs feel amazing! Fuck, I need you so bad right now. This is all so wrong what’s happening though, we need to leave this place! We need to get out of here before this gets worse!”

She was panting as she spoke, every few words interrupted by a breathy gasp, her expanding bosom heaving up and down within her tightening racer-back sports bra. The bottom of it had now been pulled off her chest by her swelling orbs, taut under-boob bulging out. Despite being designed to hide such displays, her erect nipples now showed clearly through the tightly strained spandex.

“Damn, this is too fucking tight!” Wendy cursed, her hands moving to remove the inadequate garment. The zipper front made it a simple matter though, the sides of the bra exploding apart as she pulled the fly downwards.

“Ohhhhhhhh, yeah...” she moaned in delight as the pressure was relieved, her growing breasts standing out huge and firm, the large erect nipples jutting out proudly. “Oh my god, they’re so big!” Quickly, she reached up and pulled the straps off her shoulders, her arms jostling her boobs as they moved. They jiggled and bumped into each other as she finished freeing herself from the top. Now past the size of basket balls, and still growing, their mass expanded both outwards and downwards in a pleasingly natural teardrop shape.

“Let me help you,” said Susan, moving to massage the growing udders, marveling as their bottoms slipped below Wendy’s ribcage and began obscuring her tender belly as well.

Derrick couldn’t help himself as he gleefully enjoyed the scene of the newly minted bisexual co-eds making out. He loved big breasts, and couldn’t resist wishing Wendy’s to just grow and grow. His original intent had been merely a very curvaceous and well-endowed girl, but the inhuman levels of hormones racking his brain as Kay brought his massive 15” satyr prick to a long overdue orgasm had him taking her far past that ideal. Finally he could take it no more, and with a loud series of grunts and bellows came harder than ever before in his life, filling Kay’s gullet with a belly-bursting volume of spray.

Kay couldn’t help but be amazed, both at the power of Derrick’s orgasm and her ability to contain it. She knew the tip of his dick was pounding deep somewhere that it had no right to be, and she could feel him filling her like she had her mouth around a fire hose, and yet it felt *sooo* good. She felt nothing but pleasure as she drank up his seed, even as his orgasm continued for an unnatural length of time, his hugely pendulous animal-like organs churning out ludicrous volumes of fluid. Even the disturbing sensation of her stomach bloating from her meal just soothed her with a pleasurable glow, as if she’d just downed a gallon of hot cocoa.

Meanwhile, Wendy also found herself in the throes of orgasm, her chest-hogging breasts now as erogenous as they were huge thanks to Derrick’s horny desires. The ring on her hand glowed bright enough to cast a green hue

across the girls' skin as it worked its magic faster and more dramatically than it had in centuries.

With one hand she helped Susan work her tits, the other gripping tightly into her friend's meaty buttocks, pulling her tight. Susan ground her melon sized hooters into the pumpkins that now occupied Wendy's chest. Both were moaning now like over-acting porn starlets as they lost themselves in the ecstasy. Neither cared about the deeply masculine cries of pleasure from the edge of the glen, in fact it only turned them on more as their exhibitionist natures grew ever stronger.

After studiously milking her lover's orgasm for a full thirty seconds, and gleefully taking far more pleasure from it than she knew she ought to, Kay pulled off of Derrick's rod. His massive endowment made a soft slurping sound as its head popped free of her distended jaw, her neck finally slimming back to its normally delicate shape. It was covered in a slimy mix of seminal fluids and saliva; a mix that likewise drooled from Kay's mouth which she was having a hard time closing. She fell onto her back, hands clutching a distended belly which had swollen to look slightly pregnant from the vast quantity of jism Derrick had pumped into her. She fondled it reverently, debating mentally whether or not she wanted him to actually make her pregnant. Below her hands, her arousal was evident in the engorged folds of her vulva. Her juices ran heavily as her body prepared itself to take Derrick's tool from the other end.

Derrick though, had other conquests in mind. He'd return to Kay after she recovered, or, more likely when she came begging for him. Now though, he wanted his new prizes. Gleefully but slowly, legs still a bit weak from his intense release, he trotted on his hooves over to Susan and Wendy. The pair was oblivious to his approach; his hooves were silent on the soft ground and their eyes were focused upon each other. He stopped next to a tree a few feet from them, his deep-thighed goat-like legs spread wide, one hand on the tree for extra support, the other stroking his still hard erection.

The two girls were a most enthralling spectacle; Susan's powerfully muscled yet feminine physique assaulting Wendy's exotically hourglass pulchritude. Susan had become positively aggressive in her lust. She practically snarled as she tore at Wendy's stretch pants, ripping apart the front waist of the strained garment, the torn edges pulling apart to reveal her

wet and wanting pussy. Like Susan's, it had swollen in anticipation of much larger penetrations that it had ever taken before. Her lower lips had plumped up even more than those on her face. But unlike Kay's pussy, whose increased capacity was belied by a still dainty exterior, or even Susan's moderately enlarged genitals, Wendy now had a cunt to match her broad hips and thick thighs. Her inner lips bulged out lewdly, like the fleshy petals of a giant orchid, with her clit as the pistil, her swollen outer lips curving around them like two plump sausages. Above her blossoming vaginal flower, the plush bulge of her venus mons seemed to push her vulva out, framing and further increasing its prominence; there'd certainly be no g-string bikinis in her future without revealing a great deal.

Susan licked her lips at the sight of her friend's enhanced genitals. Until now she'd never looked at another girl's crotch with more than a fleeting comparative glance in the locker room. Now she stared at it and the huge breasts above it, breasts that now splayed abeam her friend's belly button. She didn't understand why she wanted to ravish her best friend like this, but she loved it.

Suddenly a shadow loomed over them, as Derrick made his presence known. "Good morning," he said with a knowing smile. "My, my, my, aren't you two beauties a sight to behold. My name is Derrick. Welcome to the party."

Both girls looked up, shocked and amazed at the sight of the satyr lording over them. Both were instantly uncontrollably attracted to him, even though they were equally quite certain he had something to do with their transformations. He squatted, and his penis was suddenly barely a foot from their faces. It was wet, still glazed with a mix of his fluids and Kay's saliva. The giant shaft, mostly human yet tinged with some very horse-like qualities, throbbed with lust, which was reciprocated by the girls whose mouths lowed open in wonton desire.

"Unnngh, you, did you do this to us?" Susan said with a grunt, aware that he could easily plunge his giant inhuman cock through the hole in her shorts and into her steaming gash. A part of her mind railed against the idea of throwing herself so freely at this fantastical man-animal, or any man for that matter, and yet the idea thrilled her.

“Oh, holy shit Susan, look at the size of his cock! Oh god I need that inside me!” cried Wendy.

“To answer your question, yes,” replied Derrick calmly. “Now, please tell me I got this right. Are you both enjoying your new bodies?”

“This is amazing,” said Susan, “I feel so good, so strong, mmmmm, ohh shit, and so horny! I feel like I could run a marathon then fuck for a day!” At that thought she dropped one hand down to her crotch while the other attacked her breasts. Her focus was now laser-like on the nearly foot and a half of cock, Derrick’s manly hand lazily stroking up and down the pole adding a dramatic sense of scale.

“And you Wendy?” Derrick asked the girl who looked like a ‘40s pinup model taken to exaggerated proportions.

“Unnnngh, what did you do to me?” Wendy moaned. “I can’t stop playing with my boobs! They’re so huge, so heavy, and my butt feels like I’m sitting on a pillow!”

“Oh, yes, well I may have gotten a bit carried away there, sorry. We can work on that later. But tell me, honestly, how do you feel?”

“Ohhhhhhh,” Wendy moaned again, mashing her giant boobs into each other while her legs twisted and pressed and squeezed against each other in a vain attempt at releasing the pressure in her groin. “Soooooooooooo gooooooooood!”

“Excellent,” he said with a proud grin. “Now, Susan, you were first, so why don’t you continue what you had planned for Wendy’s cunny while I give you what I know you’re craving.”

Susan nodded excitedly, before pulling Wendy’s legs apart and burying her face between them. Wendy let out a loud shriek of delight as her friend’s tongue attacked her wanting folds. Now on her hands and knees, Susan’s engorged pussy was an easy target for Derrick’s shaft. Grabbing her muscular rear, he slowly but firmly pressed into her, happy to find that she had indeed grown to take his full manhood. Susan grunted loudly in satisfaction as she felt him fill her up, his cock impaling her to somewhere past her navel. She

clenched down tightly and before he'd even begun to thrust she was bouncing her hard muscular ass back and forth about his length. Derrick smiled. This was going to be fun.

