

## Paul's Problems 7

### Memories, Recruitment, and Genuine Drama

“Oh no! Paul! I think someone got here before us and trashed your room. All of your clothes are on the floor!”

“Ha ha ha,” Paul deadpanned as he slid past Allison into his bedroom. “Don't act like your room is any more clean.”

“My room has been the sight of constant orgies for the past week with a dozen... wait.” She started counting on her fingers for a second, “Fourteen girls. Fifteen including me. What's your excuse?”

“I... just... I've been busy. I haven't even slept here most of the past week.”

“Meaning that most of this mess predates when your life got 'busy'.” Allison started picking through the mess on the floor. “Don't let Olivia see this. I can just picture her sitting there with smoke coming out of her ears...” She grinned and picked up a pair of jeans, folding them and tossing them to Paul. “Did I tell you that she organised my spice rack? I didn't even know I *had* a spice rack. She does that and she hasn't even really 'gotten to know me' yet.”

“Sounds like her.” Paul was fishing something out from behind his bed. “We need something to put all this in...”

“Where's your luggage?”

“The closet.” His eyes went a bit wide and he started trying to pull himself out from behind the bed. “But don't go in there!” Thanks to Samantha's magic he had a pretty impressive physique but he'd managed to wedge himself in behind the bed pretty good.

“Well,” said Samantha as she crossed over to the closet. “Now I *have* to see what's in there.” She was expecting it to either be full of comic books, which wouldn't surprise Allison, or porn which

she doubted would offend her. So she was somewhat disappointment to see that it was a regular closet with regular clothes. Then she spotted it. “Aww... Paul...” she pulled a t-shirt off of a hanger that was clearly kept separate from the others. It was a concert t-shirt, with the band's logo nearly unreadable because of being stretched out. “It's the shirt I wore the day I became... me. You kept it?”

“Well... it *was* only like a week ago,” Paul said. His face had turned beet red as he pulled himself out from behind the bed. “A week...ish.”

Allison barely heard him, instead lifting the shirt up in front of her and smiling. She was surprised to see that she was beginning to become a bit misty eyed, her thoughts going back to a week ago...

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### A Week Ago (ish)

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Allison would be the first to admit several of her shortcomings. She was spoiled, having a billionaire father tended to lead to that. She'd never wanted much, but whatever she wanted she'd had. Including having the fencing team installed at this nowhere university.

That was one of the other things she was willing to admit to herself. She really had never applied herself to her studies. She was actually a few years older than when most people started going to university and her father had practically bribed her to go to this one. Her childhood had welcomed in a slew of psychologists and specialists trying to get her diagnosed with some sort of learning disorder, more for her father's benefit than hers, and even the most determined of them came away with the impression that she was just sort of lazy.

Her singing frightened cats, she didn't keep in contact with her mother or half sister nearly as much as she should have, and her one attempt at cooking had nearly killed a man. All of this and more Allison was willing to admit about herself. But there were two areas where she'd always felt that she'd excelled.

First, she was attractive. How much tended to vary depending on how much work she was willing to put in. With no effort she usually fell somewhere between cute and pretty. If she really put in the time to get herself decked out and made up she could manage hot, or even gorgeous. While this made her happy in its own way and definitely helped her self confidence, she really didn't feel any sense of accomplishment from it. Sure, her half Japanese features and sparkling green eyes could probably have earned her a free ticket through life if she wanted. However this would probably mean giving up the other thing she was good at.

While a artfully applied layer of makeup or a tailored designer dress might make her feel hot, her fencing whites made her feel like goddess. For Allison's money there was no time when she looked more beautiful than when she's just taken her mask off after a victorious bout.

Except now she did, after grabbing a completely random stranger from the hall outside the gym and taking him into the locker room. Said stranger turned out to be named Paul and he currently had his penis buried deep inside of her. His t-shirt was bundled up in her mouth to muffle any screams (she learned from her experience), she had her legs wrapped around his waist, and was running her hands over his body. She had to admit that he was a little more pudgy than what she normally went for, and part of her was confused as to why she'd been so overcome by a need to have sex with someone she'd never met before, but he felt *so* good and she'd never been one to deny her libido what it wanted.

A renewed vigor in his thrusts into her had Allison reeling. Her whole body quivering at the feelings overwhelming her, she pulled one hand away from Paul's body to cup one of her breasts. She wanted to pause there, because under no circumstances had she ever had this much breast to cup. Genetics may have blessed her with striking half asian features and with exercise she had achieved a toned physique, but all of this was usually balanced out by what she believed the technical term for was 'tiny asian titties'. Now her hand was pleasantly filled and there was a definite bounce to her as Paul pumped his phallus in and out of her.

The shock on his face told her that this was as new for him as it was for her, and for a second a

note of panic jumped through her. Then she reached up towards him and spotted a bicep that certainly hadn't been there before, a glance down showed her the hint of a six pack showing on her abdomen, and she was aware that the legs that she'd wrapped around Paul were wrapping much further around him than they had been a second ago, and suddenly the part of her that was whispering '*what?*' was drowned out by the part of her screaming '*yes!*'

In fact it wasn't just in her head that she was shouting, she realised that she was shouting into Paul's wrapped up t-shirt in her mouth. Not in orgasm, though that was on its way, but sheer excitement. It felt like she'd been holding herself back all of her life, and now she could finally let loose. She spat the t-shirt out of her mouth and grinned, placing her hands under Paul's ass. "Come here you," her voice hovered somewhere between a purr and a growl as she unwrapped her legs from around him and stood, lifting him up to keep him inside of her. It was *so* easy to lift him, and he had to weigh at least 200 pounds. The strength felt good, felt natural. For a second she could appreciate that she and Paul were of the same height, but only for a second as she kept growing. When she lowered him to the bench and straddled him she could tell that she was now the taller of the two.

She rode him, the propriety of having something to bite down on completely forgotten as she screamed her way up to and through an orgasm. Then, because her body still seemed to be craving release and Paul was feeling likewise, they kept going.

Eventually though, she did feel at least temporarily sated. Lifting herself off of Paul, who looked both extremely happy and confused, she took stock of her changes. She looked down at herself, or tried to at least. Standing, she could tell that she had to be around six foot six and as she felt her abdomen she could definitely feel a six pack. However, this was mostly obscured by the change that had taken place in her breasts. She had a pair of firm, round, and amazing looking basketballs hanging off of her chest. They should have looked ridiculous, but all Allison could think of when looking at them was that they were hot and just looking at them was making *her* hot.

Paul however, was looking at her like she'd just sprouted a second head. "Uh... you... uh..." He

was propped up on the bench and held out both of his hands, one on top of the other, and then slowly moved his hands apart. He raised one eyebrow.

“Well yeah, obviously.” She placed a hand on her own shoulder and then ran it down the side of her body. She caught Paul looking at her and gave him a smile as she cupped one of her new boobs. It had a real weight to it but something told her that weight wasn't really a problem for her anymore. She was surprised to see that Paul, after taking in this sight, looked like he might be ready for another go around. It also surprised her that, so was she. Fortunately (or unfortunately) her more practical side chimed in. “We should... have a shower and get dressed.”

“Seriously? We're not even going to ask why you-?”

“Later, just the girls in my fencing club will be out in a minute. So you know...” She started backing towards the shower and Paul got up to follow her. She held out a hand- “Separate showers. Don't want to start something we can't finish.”

“Uh right. I'll just wait here?”

“Yeah, quick shower, just get it so I don't smell like sex.”

She grinned at Paul and slipped into the shower area of the locker room, turned on the hot water in one of the only stalls that she knew worked, and sighed as it steamed against her skin. She started scrubbing herself as much as she could without any soap. This quickly became rubbing herself down. As she rubbed down her nipples she realised that she was purring at the back of her throat. Her nipples, indeed her whole body, just felt more... erotic than they had. Allison tilted her head back and groaned, “Something I can't finish...”

She shut off the water, rationalizing that she could get Paul to take care of her as soon as they were out of the locker room. Also, there was a mirror in the locker room and she really needed to check herself out in it. So she wrapped a towel around herself and strode back into the locker room. Paul was still laying on his bench. His flaccid dick lay against his thigh, his head tilted back at the ceiling. Allison reflected that while she was bigger than Paul now in a lot of ways, he was still plenty big where

it counted. A part of her imagined what he would look like even bigger, if some version of what had happened to her could happen to him, and she shivered just a bit. “Ok... stud?” She frowned at that and tired again. “Sexy? ...Dear?”

Paul frowned, “How about you never call me any of those, and I never call you dame, toots, or sweet cheeks.”

Allison giggled, turned around and let her towel drop. “But have you seen my cheeks?” She slapped her own ass. “They're so *sweet!*”

“Can we just stick with Paul and Allison?”

“Sure Paul. Your turn to shower.”

“You don't want to talk about-”

She rolled her eyes. “Oh my God, *later*. Get showered and get some clothes on before practice is over.”

Looking a bit sheepish, Paul agreed and got up to go to the showers. As Allison watched him go she had to admit that while he may not have had the most impressive physique on earth, he had a really cute butt. Speaking of...

Some considerate soul had installed a mirror in the girls' locker room and she practically skipped over to it she was so excited. “Ooh-la-la...”

For a second she thought that maybe her breasts weren't as big as she'd expected. Then she realised that she was looking at it as if she'd been her old height. If anything, her new boobs were probably a bit bigger than her initial estimation. *All* of her was a bit bigger than she'd thought. She's stood in front of this mirror before and knew where the top of her head should have been. She was more than two feet taller, combined with wider shoulders and hips. Then there were the muscles, good God were there muscles.

Running her left hand across her right bicep felt like grabbing a steel cable through a thin layer silk. Her stomach had, if not quite a body builder's bulging six pack, at least the impression of one

underneath the surface. She ran her hand over its ridges and marveled at the how amazing her skin felt. Leaning in close to the mirror she confirmed that a trio of acne scars that had marred her lower jaw were now gone, along with any other scar or blemish that she could think of. Apparently all of that was behind her.

Speaking of...

Spinning around, she glanced over her shoulder to get a good look at her behind. The sight of it was enough for her to jump up and down in excitement, gripping both of her cheeks in her hands and giving them a good squeeze. There was a *lot* of muscle down there, but a thick enough layer of fat that she could jump up and down and get it to bounce a little. She wondered if Paul could do this to other women as well. Images of the other members of her fencing team involuntarily sprang to mind and Allison was surprised to find herself intrigued by the thought.

Still, she had to admit that she could look at her new body all day.

Then Paul showed up and they agreed that while she liked looking at her naked body, she should find something to wear. Eventually after sneaking back to Paul's house in nothing but a very overstuffed sports bra and bike shorts combo she'd borrowed some clothes from him. Including one concert t-shirt that was *very* stretched out by the time that she was done with it.

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Now

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Just a day ago, Hitomi would have been aghast at the idea of walking down one of the university's halls, hand around the hips of the beautiful girl beside her while leaning her head into that same girl's shoulder. In return, Olivia had her arm around Hitomi's shoulders and was squeezing the other girl close. They attracted a few stares from passersby. Some of lust, or envy, even a few of disgust, and Hitomi realised that she didn't care about any of them. If there was anything she could change, she'd want the two of them to be able to walk down the hall with their angelic wings out. "So," she said to

Olivia in her slightly Japanese accent, “what did the letter say?”

“Hmm? Letter?” Olivia's eyes looked far away. “What letter would that be?” she said in her very British accent.

“The letter the dean gave you! Don't pretend that you've forgotten.”

“Oh, I just have to help with making a few more angels.”

“Making more...” Hitomi's eyes widened just a fraction. “So that means...”

“Yes, it appears that I'll be presiding over an orgy later. Don't tell the others though. I feel this should be personal and I don't want them gate crashing.” Olivia looked at her and casually reached over to grab a stray strand of Hitomi's hair and tucked it behind her ear. Hitomi didn't feel like this was worth commenting on. It was the kind of thing Olivia did.

“Can I help?”

“With what? The orgy?”

“Well yes. I also want to make other girls into angels. Like us.” She stepped ahead of Olivia, placing both of her hands on the British girl's hips and stopping her in her tracks with a long kiss that pressed Hitomi's larger breasts into Olivia's. She felt the stiffness of Olivia's nipples poking into her own and caught herself making an involuntary noise at the back of her throat as the kiss became a bit more intense, just before Olivia pulled away.

“Oh, sweet. I'd love your help. Only the thing is that you can't make other girls into angels like I can. Apparently you can only do it if your mother was also...”

“Oh. So that's why Allison can...”

“Yeah.”

Hitomi rolled her eyes. “She's always had to have everything I don't.”

“I'm sorry, sweet. But...” Olivia smiled and pulled Hitomi a bit closer. “In order to transform a girl she needs to be brought to orgasm. So if you wanted to help with that...”

“Do you even have to ask?”



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Faster than Paul might have thought possible, Allison had her plain white t-shirt off and was slipping the concert t-shirt over her head. Paul was standing beside his bed so he got a good view as she crawled up from the foot of his bed and lay on her side. “Ok Paul, this deserves something.” She drew one of her fingers along one of her leather encased thighs, then up her taught abs to finally to cup one of her breasts through the t-shirt. “Seriously, what do you want? A blow-job? Wanna stick it between my boobs? It'll be a bit difficult because I don't intend to take this shirt off for the foreseeable future but we can make it work.”

“Allison...”

“Or just vaginal stuff? We've done a lot of it but I'd be lying if I said I didn't enjoy it. Hell,” she looked down at the shirt and smiled, “get me some lube and I'll let you put it in my butt again. Of course for either of those you'll have to help me out of these.” She fingered her leather pants.

“Allison, can we be serious?”

“I am being serious. Have you seen how tight these things are? Even with super strength it's not easy getting out of them.”

“We don't have time. I need to get back to Samantha soon.”

Allison put the back of her hand to her forehead and fell backwards in a melodramatic wounded pose. “Oh Paul, leaving me for another woman. How shall I ever go on?”

Paul shuffled a bit awkwardly. “Well, you could come to that too. It's not like we haven't shared before.”

A smile appeared on Allison's face and she was suddenly on all fours, crawling towards edge of the bed and towards Paul. Part of him wanted to run, however the part of him that was currently straining at his pants was urging movement in a different direction. “Maybe,” as Allison got close to Paul she went up onto her knees so that with the height of the bed her eye level was just a bit above his, “I'm not in the mood for sharing.”

“Allison...”

She slumped down and rolled onto her back. “When did you get so boring Paul?”

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“Oh my *God* where the *fuck* are they?” Samantha was pacing back and forth. The room that Samantha's mother had set her and Paul up with was one that the university set up for guest lecturers who had trouble finding local accommodations. So while it was a decent size it really only had a queen sized bed, a bathroom, a small fridge, and a writing desk.

“They'll be back.” Riya was lounging on the bed after helping Samantha mover her stuff up there from the dorms. She had her lower half in its snake form and was lying on her own curls, her large breasts encased in an old t-shirt. “Besides they have time. The first of us that's going to do their 'recruiting' is Iris and she's not due to start for another few hours.”

Samantha continued pacing back and forth. Since her transformation she'd perfected a sexy walk that made use of all the right parts of her anatomy. However she was so flustered that all she was capable of right now was stomping back and forth across the room. “They shouldn't fucking be out there this long, it's dangerous.”

“They'll be fine, Allison's there remember? She's bulletproof and stuff.” Riya slithered off of the bed and across the ground. When she got next to Samantha she started wrapping herself around the sorceress, ignoring the surprised yelp Samantha made as she pinned Samantha's legs together and coiling her body up Samantha's. Recently Samantha had taken to casting the illusion of clothes over herself as opposed to actually getting dressed, and Riya could tell. As she wound her tail around Samantha she felt a weird tactile double image of her tail rubbing up against the denim of the tight jeans that Samantha appeared to be wearing, and the smooth and bare skin that was really there.

She stopped when she was eye level with Samantha. “I'll bet,” said Riya, “that the two of them are just passing the time.” She slid out her forked reptilian tongue, an involuntary hiss coming from her as she teased it between Samantha's lips for just a second before retracting it. “Maybe we should too?”

Too her surprise, Samantha held up her hand between their faces and pushed Riya away. “No. Sorry, not in the mood.”

*“What!?”*

Samantha pulled away from her, untangling herself from Riya's tail. Riya was more than strong enough to stop Samantha, but let her go, watching as the sorceress sat on the bed with her knees against her chest. “I just... I'm not in the fucking mood alright? I'm just thinking about Paul and he's out there with Allison and she's the only one stopping a group of weird pseudo-religious shit heads from killing him and I really wish that I was there...” She stopped talking and looked at Riya. “What?”

Riya realised she'd been giving Samantha a look of wide eyed shock. She relaxed her expression and then smiled as she slid onto the bed next to Samantha. “Does Paul know that you feel that way?”

It was Samantha's turn to go wide eyed, she quickly turned away from Riya and said: “No idea what you're talking about.”

“Sure.”

“Seriously. Not a fucking clue.”

“We don't have to have sex, but I am going to stick around ok?”

“Do what you like.”

“I'm going to use your shower though. I haven't showered yet today.”

“Yeah ok.” Samantha sat quiet for a moment as Riya started towards the bathroom, shifting her tail back to a pair of legs as she went. “Hey Riya?”

“Huh?”

“This whole plan of my mother's? The whole recruitment on a schedule? None of the other transformations have happened on any sort of schedule. What's stopping any of you just running into these girls you're supposed to change?”

“I don't know. The odds of that are probably low though. Don't ya think?”

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Over the past week, Linda had tried to put the idea that she may or may not have had sex with three of the customers at her job at the lingerie store out of her head. At times this was easy, such as in introductory calculus. Other times this was more difficult, like when she'd just gotten out of her Saturday ballet practice and was leaving the gym with three nubile young girls wearing skin tight black leotards. She, of course, had to be walking behind the group and they all had really nice asses.

Of course, Linda could tell that they all had different *kinds* of nice asses. Stephanie, a dark haired girl with a deep tan, had a nice plump ass, it even jiggled just a little bit when she walked. On either side of Stephanie was Yolanda who was a latina with a really nice toned ass, and Marja who was a tall blonde from Finland and had a tight bubble butt that complimented the rest of her unfairly hot body and a beautiful face that only seemed more attractive because of the glasses that she wore.

Not that Linda was looking at their asses or anything.

In fact she was so busy not looking at their asses that she almost ran into them when they all stopped dead at the door out of the gym. “Uh, ladies? Any particular... oh.”

A pair of girls crafted out of raw uncut *sex* were standing in the hall opposite them. They were both busty and had amazing toned bodies and while she was a bit far away she couldn't see a single blemish on either of them. The one on the left was the shorter of the two, but also the bustier. She looked asian and her straight dark hair went down to between her shoulder blades. She looked intrigued, the other one looked down right determined. Her brunette mane fell to her mid back and swayed in a counter point to her hips as she walked while her low cut shirt and the nipples poking though it made it clear that she wasn't wearing a bra. “Hitomi, sweet?” said the brunette.

“Yes Olivia?” said the asian girl.

“I think some of our schedule-” she pronounced it like 'shedule' “-just cleared up.”

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Allison lay on her back on Paul's bed, a bit disheartened that Paul had turned down sex with her. Had

she already reached her peak? Was he getting serious with Samantha and not going to sleep with anyone else anymore? Was that what was going to happen to their little group? They were all going to pair off and not-?

All of these thoughts were driven out of her head as Paul jumped on top of her, straddled her, and started trying to force her leather pants off. "Where's the fly on these?" His voice was a bit strangled, the raging erection that went most of the way down one of his pant legs was pressed into her thigh and she could already feel herself beginning to get a bit wet with anticipation.

"They don't have one. Was it the boring comment?" She grabbed the collar of his shirt and pulled him down to her for a brief kiss, "Is that what gets you going? I mean, I was going to dress up like a super heroine for you..."

"No, somebody moved up the schedule. A whole bunch of people are changing right now." He kept trying to pull at her pants. "Do you glue these on or something?"

"Here." Allison grabbed him by the hips and rolled him over so that she was on top. "Let me."

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If there was anything that Riya liked more than anything else in the world, it was a steaming hot shower.

Ok, obviously that wasn't true. There was obviously one thing, or two things, or if you wanted to get specific and count sub-categories... eight things, that Riya liked better. Still, a really hot shower definitely broke the top ten... maybe top twenty.

At any rate, even after the initial cleaning part of the shower was done, with all of the soap and shampoo washed away, Riya was content to stand under the stream of hot water and just bask in the sensation. She would occasionally rub a hand along her curves, or across one of her massive breasts to pinch one of her nipples, or along one of her long shapely legs. She sighed a bit at that last one. Her tail felt so much more natural to her now. The legs felt like a disguise, and one that was beginning to chafe. However there wasn't a shower in the world large enough to contain her tail. Maybe if she went to a

place with multiple shower stalls like a change room and got them all going. She could get twelve people to each scrub down a part of her tail...

The sound of the bathroom door clicking shut brought her attention back to the present.

“Samantha? Is that-”

The sorceress burst through the shower curtain and grabbed Riya from behind, one of Samantha's hands grabbing her left breast while Samantha's other hand found its way down to Riya's folds, assaulting Riya's clit while Samantha pinched her nipple and placed a long line of half kisses half bites down the side of her neck.

Riya bit her lip and arched her back into Samantha, taking in the feelings the same way she'd been taking in the shower. “Ooooh... What happened to you not being in the mood?”

“Fuck it,” Samantha said in between kisses, “changed my mind.”

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Olivia put on one of her best sexy walks. She figured with the way that the ballerinas were looking at her she probably didn't need it. But, the way that their looks changed when she started rolling her hips as she approached them told her it definitely wasn't hurting either.

“And you are?” she asked as she took the hand of a dark haired girl with a light tan.

“S-Stephanie...” The girl swallowed and looked to the tall blonde girl next to her. Olivia took her hand as well.

“Marja,” she said without prompting. “You're called Olivia?”

“Yes.” Olivia smiled at her. “Your accent... Finnish?”

“Yes, you recognize it?”

“I've been a few times. I especially enjoyed Pihlajasaari beach. Now, I'm going to show you girls something.” She looked over to where Hitomi was wrapping her arms around the latina girl, a shorter blonde standing back and clutching her hands to her chest. “Hitomi? You should show them too.”

Hitomi smiled and took a step back, Olivia doing likewise. With a slight effort, Olivia brought her wings out, their ivory white feathers springing out from between her shoulder blades. She spread out her wings as wide as they could go, and a glance to the side showed that Hitomi had done likewise. Olivia sighed. Letting her wings out always felt like relaxing a muscle that she hadn't even known she was tensing. A glance in front of her showed that Stephanie and Marja were both staring with wide eyes and open mouths. Stephanie took a hesitant step forwards, one hand outstretched.

“They're very sensitive,” Olivia said.

Stephanie stopped reaching forwards.

From across the gym Hitomi shouted: “That doesn't mean she doesn't want you to touch them!”

Olivia confirmed Hitomi's words with a smile and Stephanie stepped forwards a bit more confidently. As the ballerina's hand started stroking her wing, Olivia shivered and arched her back a bit involuntarily. But only slightly involuntarily, she made sure to thrust her breasts in the direction of Marja. Olivia had made note of where the Finnish girl's eyes were pointing since she'd entered the gym and Olivia was fairly certain that it wasn't her wings that Marja was interested in stroking. Through a few subtle glances, and the fact that she pulled her shirt down to give Marja a better look at her breasts, she managed to communicate just how she'd feel about such attention.

As Marja cupped Olivia's breasts and started rubbing her nipples through her shirt, Olivia began to feel a bit weak in the knees. However she didn't let it show. She didn't even allow there to be a quiver in her voice as she said. “Do you like them?”

“I...” Marja blushed, “another girl... this is my first-”

“Yes, yes, yes. I'm opening up all new doors for you. But that's not what I asked. I asked... do you like them?”

“They're amazing...” She gave them a bit of a squeeze and her eyes went wide. “They're real? I always thought that I was big but...” She looked down at her own firm tits. The blush on her face deepened and she looked back at Olivia. “What are you?”

Olivia decided to avoid all of her questions. Instead she asked: “Would you like a pair like mine?”

Marja looked confused for half a second but then nodded.

“And you, Stephanie,” Olivia turned to look at the girl stroking her wings, and now herself, “would you like a pair of wings to match mine?”

“I... of course. I would love...” She seemed almost unable to tear herself away from Olivia's wings long enough to answer so Olivia quickly folded them in, simultaneously taking a step away from Marja and giving both girls a steady look.

“Then, I'm going to need both of you to strip naked and place your hands against the wall.”

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Paul watched as Allison leaned back, sticking her legs in the air and giving Paul an ass-and-pussy-first view as she peeled her leather pants off. “Samantha enchanted these pants so they'd be a perfect fit,” she said in a very casual tone. “But she might have done a bit too good of a job. There's basically a vacuum seal around my ass.” She'd gotten them to around her ankles when she lowered her legs back down. “Here, you can get them the rest of the way- oh!” She gave an exclamation, and then laughed as Paul ignored the rest of her pants and jumped on top of her, almost tearing his own pants in his hurry to get them off.

She had a pair of thong panties on, but even though they had largely disappeared up Allison's ass they were still much easier to get off than her pants had been. He felt her kicking off her own pants as he started positioning himself to enter her.

“Wait,” she said.

“What?” He was a bit concerned as he looked up from his positioning, but the coy smile on Allison's face made any worry Paul had evaporate.

“Could you... take your shirt off first?” Allison batted her eyes as she said it.

Paul smiled at her and started to strip his shirt off. “Any chance of you taking *my* shirt off?”



She smiled and fingered the material, her breasts were stretching out the shirt so much all he could make out was *Ir-den* as the rest of the logo was banished to between her breast. Her coy smile returned to her face. “Maybe, some day. Oooh...” She made this last noise as he finished taking his shirt off. Allison leaned forwards a bit and ran one of her hands across his firm pecs.

“I swear you appreciate Samantha's work more than she does.” Deciding he was in a bit of a perverse mood, he plunged into Allison to the hilt without warning. She immediately leaned back with eyes wide.

“F-Fuck Paul! A bit- Oh yeah- a bit offfff...” She stopped complaining and started fucking him back as he pumped into her. He started out a bit slow, but the unnatural lust that had seized him demanded more and he picked up the pace immensely. Allison for her part seemed to be enjoying herself, her eyes rolling up into the back of her head as she bucked against him.

Trying not to break his rhythm, he reached under her shirt and grabbed hold of one of her basketball sized breasts. He meant to just play with one of her nipples, but instead ended up grabbing a handful of it and squeezing. Judging by the way that she squealed and then started fucking him even more rapidly, Allison didn't seem to mind. Paul's other hand found it's way under her ass and lifted her just a bit so that he could get a better angle to grind against her clit on the way in.

But Allison was skilled, knowing how to get Paul to back off as he neared orgasm, how to keep him going longer than he normally would have. Admittedly, it wasn't necessary. Paul had enough sexual stamina, and Allison had enough regular stamina, that the two of them could have kept going for a few hours if they felt like it. But Paul enjoyed the sensation of just being on the cusp for a while. At least until Allison started moaning and increasing her pace.

“Oh God. Oh God oh God oh GOOOOOD!” She shook in orgasm and the sound of her getting off combined with the feel of her pussy clamping down on his cock was enough to set Paul off as well. Gritting his teeth as the orgasm overtook him, they both collapsed to the sheets in a sweating pile. Or at least, they did until Paul felt a strangely familiar sensation. It was like when he had sex with Molly the

nymph, or her mother Siobhan. It was similar to how it had felt when Siobhan had pumped him full of all of her accumulated knowledge, with the express instructions that he give it to Molly.

These pieces fell together and he looked at Allison's wide eyed gaze with worry. "Uh, Allison...?"

She blinked. Then she blinked again. "Ok," she said, "I know that you're going to laugh. But I know kung fu."

"Huh?"

She sat up and gave him a look. "Actually, if I'm gonna be specific. I think I just learned everything from Akido to Yaw-Yan. I think that was supposed to go to Molly."

"So wait," Paul looked at her. "You just learned every martial art on the planet?"

"I could show you."

"Yeah... But *you*, out of every girl I could have fucked after fucking Siobhan, *you* are the one that ended up with the martial arts knowledge?"

"Oh..." Allison chewed this over for a second. "Your penis might be racist."

"I'll be sure to pass it on."

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In a giggling, jiggling, and (eventually) slithering huddle, Samantha and Riya made their way to the bed. Riya let herself fall backwards onto the plain beige comforter, she marveled at the way her giant boobs flattened against her chest. While part of her felt like she'd secretly had this form her entire life, another much larger part of her knew that she'd really only been like this for about twenty-four hours. Lifting up one hand to play with a boob and running another along her tail, she just spent a moment reveling in how incredibly sexy she felt.

The revelation that it was something she shared with her mother had only been a minor speed bump. All of this business with destiny and battle for the fate of the world was just getting in the way of Riya's true desire to explore her own sexuality.

This was why she was somewhat annoyed that Samantha was just standing over her and not doing anything. “Uh... hello? These aren't going to lick themselves.” She hefted her breasts up to illustrate this point. As if to shoot down her own point, she stuck her long forked tongue out and ran it up one of her nipples. “Ok, one of them will, but I *need* someone to take care of the other one.”

“Hang on. I've got a...” Samantha stood naked with both of her legs close together, her hands clasped together above her head. Her tattoos were starting to glow, the blue-white light spreading up them from the small of her back all the way to her wrists. “This will either be really hot or land me in the hospital.” As she said this last part the glow started to come from her eyes as well.

“Uh...” Riya propped herself up on her elbows and squinted at Samantha. “Is this a good-?”

Samantha suddenly gasped very loudly, a long breath that filled her lungs completely. She arched her back and began to float off of the ground. Now instead of her holding her hands up they looked like they were holding her up, as if there was an invisible rope tied around them and connecting them to the ceiling as her legs dangled underneath her. “Oh fffuuuuuck!” Samantha sagged a bit and sighed as a few sparkles started drifting from her fingertips to glide down her body. Riya watched in fascination as Samantha rode out the apparent orgasm that had seized her body. “Is...” Samantha licked her lips. “Is it working?”

“Not exactly sure what you- oh!” Riya got off the bed and slithered over to Samantha, standing on her tail to get a closer look. “Wow... you're getting bigger.” Specifically, her boobs were.

Riya reached up and cupped both of the swelling orbs as much as she was able. Samantha made a bit of a whining noise and bit her lip but that was hardly a protest so Riya kept at it. Despite Samantha's protests to the contrary, her cantaloupe sized breasts were never what any sane person would consider small. Well, maybe they were more like *small* cantaloupes, but still.

Now they were nothing like cantaloupes of any size. They were probably now approaching a pair of watermelons, and they didn't show any sign of stopping. Riya was busy cupping them, squeezing them, and just generally playing with Samantha's breasts while she marveled in the feeling

of them growing. It was like Samantha's skin was stretching under her hands and in addition there was this sort of warmth... almost as if Samantha had a bit of a fever or had been exercising. In fact she looked like she had been too. Her stomach had been trim before but now there was a bit of definition there and Samantha's arms looked to have gotten a bit of definition too.

“Hang on,” Samantha's voice sounded like she was still on the cusp of an orgasm, “the show's only just starting...” As she said this, Riya noticed that Samantha's hair had started to grow. It normally fell to somewhere near the nape of her neck when she wasn't wearing it up in pigtails. Now it was practically pouring down her body in a midnight black wave. Riya watched as it rolled down Samantha's back and over her front, a black waterfall flowing over and around her newly expanded breasts. Riya grabbed a bit of it and looked at the line where the hair that was still wet from the shower met the new and dry hair.

“Oh... shit.” Samantha said. Riya looked up from the hair to Samantha's face. Samantha blew a few strands of her new hair out of her face and frowned. “That wasn't supposed to happen. Ok, hang on, grand finale.” She screwed her eyes up in concentration for a second. Her breasts, which had still been slowly swelling this whole time, suddenly surged forwards and finished up the rest of their growth in just a few seconds.

“Ooh, hang on.” Riya slid herself in next to Samantha, balancing on her tail and hefting one of her own breasts and one of Samantha's side by side. She let out a low whistle. “Damn, you're bigger than me, maybe even bigger than Iris...” She bent down and let her forked tongue drift out from between her lips, flicking one of Samantha's fat black nipples.

Samantha's mouth opened in silent appreciation but her eyes didn't. Instead she screwed them shut even tighter and her forehead wrinkled in concentration. “Just a bit more...” Suddenly her eyes snapped open and again she arched her back. Another wave of sparkling magical energy poured down her.

Riya looked at Samantha's face. “Hey, you ok? Nothing...” She trailed off as her eyes went wide

as she looked into Samantha's mouth. That lovely pink tongue of hers... was forked.

Quickly backing off, Riya looked down at Samantha's legs. Sure enough there was a patch of rough skin on Samantha's pale thigh. Though it wasn't staying pale as the rough patch was getting darker and darker, going from white to grey to finally black. The roughness was now a patch of shiny black scales. "You didn't..." Riya was grinning broadly. If Samantha could hear her she wasn't responding, instead she seemed to be riding another wave of orgasms as her legs looked to be stretching out. The flesh between them merging together while the glossy black of her scales was spreading across her legs. Across the front of her tail the scales were taking on a white colour and forming into ridges, just like a snake's tail. Just like Riya's green tail. "You totally did!" Riya squealed and lunged forwards, embracing Samantha and mashing their breasts together.

The feeling of Samantha's legs stretching while rubbing against Riya's scales was indescribable. And when Riya kissed Samantha and felt their long tongues intertwine it felt equally amazing. They kept the kiss going for a long time, the occasional moan coming from their mouths, and a gasp as Riya reached down and grabbed hold of Samantha's ass with both of her hands. Last night, when Riya had introduced herself to the amazons and nymphs of the group they'd confided in her that while none of them could be considered plain, they'd all agreed that Samantha was probably one of the most beautiful of all of them. They also agreed that, with her ego, she didn't need to know this.

After what seemed like hours, Samantha broke the kiss, leaning back and bit and sighing. Then, with a less than dignified "Ah! Jesus!" She fell to the side and hit the ground with a solid "Oof."

"You ok?" Riya asked.

"How the fuck do you balance with this thing?" She gestured down at the long and glossy black snake tail that had taken the place of her legs. "It's impossible."

"It *so* isn't." Riya brought her hands above her head and cocked her hips from one side to the other, making a sort of ripple in her tail that she let flow down its length. With a sigh she looked at Samantha's tail and knelt down close to her to feel it. "You make a really sexy snake girl."

“I don't have the muscle memory.” Samantha pouted a bit. “You got a download of muscle memory that let you go around like that and I'm stuck- hey!” Riya had bend down and was lapping at Samantha's still very black pussy lips. “Oh...” Samantha sighed and lay back on the ground, her curtain of silky black hair falling around her as she luxuriated in the feelings Riya was giving her.

Riya smiled up at Samantha, “Feeling better?”

“Guess I'm lucky I didn't find that out with wings instead of a tail. Bit of a longer fall.”

“Yup,” she bent back down and started to lick again.

“Hang on, think you can get me up on the bed? I think I've got enough control over this thing that we can... intertwine.”

Riya's eyebrows shot up. “I'm not getting a better offer than that.”

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Linda whimpered a bit as she stood naked with her legs spread and her hands against the gym wall. She had her eyes screwed shut and she could feel the deep flush in her face, she must be beet red by now. She couldn't bare to look, but she'd heard as Olivia and Hitomi had moved along the line of other girls.

It had started with moans she recognized as coming from Stephanie Miller. This was the accompanied by the hissing of skin against skin and the quiet smacks of kisses and... other things. She could tell that they started with Stephanie. She'd known Steph longer than any of the other girls and could recognise her voice even when it was overwhelmed with pleasure and saying: “*Oh fuck yes! Oh don't stop... oh God please!*”

Biting her lip and starting to shake a bit, Linda listened as they moved on to Yolanda. Apparently the Spanish girl had a tendency to revert to her native language in moments of passion. Then Marja was next, she wasn't quite as eloquent in sex as the others, instead Linda heard inarticulate moans from the tall girl. She thought she heard the clatter of Marja's glasses falling to the ground at one point but she wasn't really sure.

She knew she was next. Her breath was coming in quick short gasps and her whole body felt

like some heat from her core was pouring out her. Her knees were weak and she felt herself having trouble standing. When would they start? When was that first touch against her bare skin going to set her off?

“Linda?” The English accent made it clear that Olivia was speaking. “Linda could you please open your eyes?”

Shakily, Linda slowly forced her eyes open, looking at the wall in front of her. Her fingernail's had actually made tiny gouge marks in the paint. She shuddered a bit from the chill in the room as the air conditioning reacted with the sheen of sweat coming from her body. “What are-?” Linda stopped and swallowed nervously, “What are you going to do to me?”

“Linda, would would please look at me?”

Holding her breath, Linda turned her head slowly to face the source of the voice. Olivia stood behind her, hands at her sides, and to Linda's shock the British girl was totally dressed. “Uh...” Linda licked her lips before continuing, “where are the others?”

“I asked them to leave. Look, Linda? I'm sorry.”

Linda moved away from the wall, moving her hands to cover her nudity. “What for?”

Olivia frowned a bit. “Linda, you're shaking, you're clearly terrified. You don't have to go through with any of this. We don't need six angels *that* badly.”

Linda realised what was happening and before she realised what she was doing a panicked part of her brain took over. “Are you sure?”

“Anything that you're not comfortable with-”

“I mean, you have me here all alone!” She purposely spoke over Olivia just a bit. “I'm naked and you're such a *strong* and *willful* woman.” She was speaking a bit too quickly as she pressed her back against the wall, holding her arms up above her head and shutting her eyes. Her breath was coming in shaky nervous gasps again. “I mean, you could just do anything you wanted to me!”

“Linda, you don't have to worry. I'm not going to-”

“If you were to just take me right here!” Linda was practically yelling it now. “If you were to just ravish me right now, just take those amazingly manicured fingers of yours and *ravish me* how could I stop you?” She opened one eye a bit to see if Olivia was getting the message. “*Please don't force me to my knees and make me pleasure you! Being forced to strip and press myself against a wall while a beautiful woman explores and exploits every inch of my body is in no way one of my private fantasies!*”

Just for a second, Olivia's eyes widened and a little “Oh!” escaped her lips. This was quickly followed by an “*Oh...*” Her wings came back out, and with them Olivia's entire manner changed. She stepped forwards, hips swaying seductively as she ran one hand up her own glorious body. It went over one luscious thigh, up a rolling hip, over a toned stomach, and finally up to cup one of her round and firm breasts. Her other hand reached out, one finger extended, to touch Linda in the small patch of pubic hair just above her slit.

Linda gasped and bucked a bit, trying to bring the finger to her lower lips, but instead Olivia started gliding it upwards. She traced over Linda's stomach and around the edge of her ribs before drawing a line up between Linda's modest bust. Linda squirmed, her breath starting to come quicker and quicker as Olivia traced a fingernail up her throat and guided her chin up. Olivia moved close to Linda, close enough that she could feel the angel's breath warm on her throat as Olivia leaned in to plant kisses on her neck. “Keep a secret?” Olivia murmured into her ear.

“Oh...” the moan was all that Linda could manage for a response.

The kisses trailed down her neck, following the same path that Olivia's fingernails had just followed. Linda's breath came in long sighs tinged with moans as she felt the angel's soft lips glide over her body, Olivia's warm tongue occasionally darting out to graze one of Linda's modest breasts or probe at her navel. Gradually, Olivia found her way back to where she started, hovering just above Linda's clit. She smiled up at Linda. “This is one of my fantasies too.”

Olivia dove in, tongue darting around Linda's folds and over her clit. Linda immediately took in



a shuddering breath as she reached down to grab at Olivia's shoulders. The warmth of the other girl, the smoothness of her skin and the way she could feel Olivia's muscles moving underneath spoke directly to the most primal parts of her soul.

“Oh...” Linda gasped as she started to sink to the floor, her legs feeling like they were melting as wonderful new sensations crept over her. “Oh... It's never felt like this before...” Waves of warmth and absolute pleasure were washing out from her pussy. She felt like her entire body was being filled with feelings of pure bliss. She looked at one of the hands that she'd placed on Olivia's shoulders and watched wide eyed a small blemish, just a tiny scar on the back of her wrist that she was sure that nobody but her noticed, faded before her eyes. “O...Olivia I think I'm-” Her orgasm felt like she was being mugged by a goddess. Body shaking with pleasure, the warm and wonderful feeling that filled her body intensified to the point that she was worried she might catch fire from the sheer intensity.

Muscles meant for the trim form of a ballerina didn't change too much, but she noticed them becoming slightly more defined. Odd sensations from Linda's ass caught her attention. She was sitting down with her back to the wall so she couldn't get a good look at it but it felt like sitting down was becoming more... comfortable? Then she felt the same sensations moving down to her breasts and she couldn't think of much of anything.

“Oh God, it's happening again!” she squealed. Olivia pulled away from her pussy to perk up one questioning eyebrow, but Linda was too far gone to elaborate. Moving her hands to grip at her breasts, Linda was shocked by how fast they were able to completely fill up her hands. She soon had two comfortable handfuls protruding from her chest. There was no time to appreciate this though as her hands were soon far below what was required to hold all of her breasts. It looked like she was watching a time lapse video of bread rising in an oven. Only... y'know... erotic.

Her trained lingerie store sales girl eye had been tracking her progress down the alphabet, but somewhere around G she had to admit that she was soon going to have to leave Victoria's Secret and travel to the produce section instead. As her growth stopped with one final burst of pleasure she spent a

moment wondering whether she had cantaloupe's or coconuts. *Big* cantaloupes or *big* coconuts. She bit her lip as she felt them up. "Oh! Sensitive!" She took a few happy panting breaths. "I'm bigger than the pale girl from the weird sex dream I had."

"Right," said Olivia. "Not having any context for that but knowing a particular pale girl, I will guess that that wasn't a dream."

"How do you- Ah!" She screamed as a sharp pain stabbed her between the shoulder blades.

"Ow! Jesus Christ ow!"

"Oh... blast! Lean forwards!"

"What?"

Without bothering to explain again, Olivia grabbed Linda by the shoulders and yanked her forwards. As soon as she did the pain in Linda's back vanished, replaced with a feeling almost like relaxation, like there had been a breath that she'd been holding for her entire life without knowing it. She could feel her wings springing out of her before she could see them. A sigh came out of her involuntarily as she stretched them out to get a better look. They were a slightly different colour than Olivia's, with a slightly pink tinge to them that grew more pronounced towards their tips. "Oh wow..."

She looked over to Olivia, who had produced a moist towelette from somewhere and was dabbing at the corners of her mouth. "Nothing against you, just like to keep tidy," she said before Linda could ask.

Linda just smiled and shook her head, standing up. Then she found herself blushing beet red as she found that five girls were standing there watching. They were all tall, muscular, and amazingly busty. One at the front with brunette bobbed hair started doing a slow clap.

Olivia sighed and stood up. "Really Alice, she's self conscious as it is."

"What?" said the clapping girl. "I can't show my appreciation?"

Linda gave a little start as she realised that she knew these girls. They were the fencing club that used the gym after her ballet group. But they were all too tall, and muscular, and sumptuous... "S-

sorry..." she stammered.

"Not necessary," said Olivia. "I'll fill you in on the specifics later but suffice to say that they're... like us in a way."

"Only more awesome," said Alice.

"Oh, hush."

"How long have they been standing there?" said Linda.

"About since I started going down on you? Honestly if it had been anyone else I would have stopped but once someone has fingered you I find that there's no reason to be bashful front of them."

"Fingered you?"

"Time for that later, love. Best get your clothes on, it'll be bit of a squeeze but they *are* spandex. You've got an appointment with a sorceress."

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Body glistening with sweat, Allison moved through several martial arts stances in Paul's bedroom, iron chord muscles rippling under silky smooth skin. "Oh wow, this is incredible." A broad smile lit up her gorgeous features as she threw a series of rapid punches. Paul couldn't help noticing that the movement set off a little jiggle in her braless breasts that were still encased in his hopelessly stretched t-shirt . Like the rest of the girls, she didn't need too much support, but her basketball boobs did concede *some* things to gravity.

"God..." She tried out a high kick. Considering how long her legs were, it went very high indeed. "I feel so fucking sexy right now. I mean," she flashed Paul a grin, "I've felt sexy ever since you had your way with me but..." She caught sight of her self in the mirror and her face lit up. "God *damn*..."

Looking at her, with her erect nipples poking through his t-shirt, looking at her amazing muscular ass that said t-shirt had bunched up over and highlighted like some master craftsman had positioned it just so, and those long lithe legs of corded steel encased in creamy smooth flesh... Paul

had never seen her looking more beautiful. Part of him thought he should say that, but instead he said: “You've been hanging out with Samantha too much. You're getting a dirty mouth.”

“Shut up, you know that you like it.” She slinked over to him, purposely pulling her stretched t-shirt down to partly cover an ass that he couldn't see anymore thanks to her now facing him, but mostly to increase his view of her wonderful pale canyon of cleavage. She managed to get the shirt low enough that he could see the edges of her nipples peeking out over the top of the fabric. “You know exactly what I can do with it...” She knelt down at the foot of the bed, letting her body drape across the end of the mattress and pressing those amazing breasts of hers into his thighs as her last words came out as hot breath against the tip of his cock. Paul was already erect again, already ready to go again, when another wave of arousal hit him like lightning running straight up his spine.

“Oh fuck!” Paul's back arched and his breath started coming in gasps.

Allison had started running her tongue up his shaft, but paused halfway up to ask, “What is it?”

“O-Olivia... she's transforming someone else.” Paul thrust his hips up involuntarily, but stopped when Allison grabbed a hold of his cock and slowly working her hand up and down it.

“How do you know it's Olivia?” Allison was smiling as she said it, letting her hand continue to move at a steady and slow pace.

“I...” Paul's breath hissed as arousal jumped through him. The fact that Allison seemed more interested in teasing him than relieving him certainly wasn't helping. “I just kind of know. I guess it feels a bit more like how I'm aroused by Olivia than by how I'm aroused by you.”

One of Allison's eyebrows slowly raised up. She was wearing the kind of expression that Paul wasn't sure he liked being inches away from his penis.

“That is to say-”

“Shhh...” Her expression immediately softened and Paul relaxed.

“You're *too* good at that.”

“It's a gift. Now...” She positioned herself so that her mouth was less than an inch away from his

cock head. "You're going to describe to me how Olivia makes you feel horny, and then how I make you horny. If I like your answer, you're going to like what I do..."

"And uh... If you don't like what I have to say?"

"Well..." for a second there was a spark in her eyes, "remember that first expression that I was making?"

"Uh..."

She started laughing again. "Oh my God Paul! You're too easy!"

"I thought that's what you liked about me."

Allison grinned, "Shut up and tell me how Olivia gets you hot." She started running her hand up and down his shaft slowly.

"Ok..." Paul leaned back and took a second to just enjoy the slow ebb of pleasure coming from Allison's attention. "With Olivia, it sort of aches. It's this sort of slow burning longing that... ah!"

Allison was licking the tip of his cock. She gave him a look that said: "Go on."

"It makes me want to... to... just want to be near her and hold her." He took a few deep breaths as Allison took the tip of his cock into her mouth. Her lips wrapped around it and her tongue started working in small circles. She kept her eyes locked with him, their dark green shining.

"With you it's this more... white hot thing. It's a... a... fuck..." He bent his head back and had to blink a few times to keep his mind focused enough. "I... guess it's like... when I'm around Olivia I can't think... but if I... if I'm around you I can't think about anything else." Suddenly Allison stopped and looked at him. Paul wondered if he had said something wrong, then she leaned forwards and through some miracle managed to fit all sixteen inches of Paul down her throat.

Paul didn't scream out, or grunt, or even breathe for a little while. His mouth went wide and his hands grabbed first his sheets and then the sides of Allison's head as she bobbed up and down on his cock. When Paul finally came it was hard enough that spots were dancing in front of his vision. "Ah... Allison..."

She pulled her head back and he slid out of her mouth. Her eyes were wide but she was also smiling. “Ok, didn't expect to be able to get it all down... Must be whatever magic you use that let's it fit in me so well...”

“That felt... wow...”

“Glad you liked it.” She stood up and adjusted her t-shirt a bit, looking around for her discarded leather pants. “But I think we should be getting back now. You've got a date with Samantha.”

Paul grinned and started looking for his own clothing. As the majority of Paul's wardrobe usually spent it's time on his bedroom floor, remembering what he'd been wearing today was a bit of a challenge. “I'm not sure that locking ourselves in a bedroom and having sex whenever massive horniness comes over us counts as a date, even if I am her 'consort', whatever *that* means. I still need to ask her about that, and have sex with Molly to get all this crap out of my head, ... I'm also going to have to meet what I assume are a few new angels. Maybe I'll have dinner at some point.”

“Oh Paul, your life is nothing but hardship.” Allison looked under Paul's bed and came up frowning. “Ok, how could my pants disappear?”

“Not to judge you... but in my experience very easily.”

“Ha! But seriously, we gotta get going. I mean, having you all to myself does-” Allison stopped and went still.

“What?” said Paul.

“Shh!” Allison held up a hand and listened for a moment. Paul didn't hear anything but Allison's eyes went wide. “Someone's here.”

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“Oh fuck!” Samantha moaned as with one hand she grabbed at one of her expanded breasts and with the other she felt the scales of her tail. Or Riya's tail, they were so intertwined that it was hard to tell. They lay on opposite sides of the bed, tails wrapped around each other in between them as they each used the end of their own tail to probe the other girl's folds. She didn't know how well she was doing

with Riya, though she could hear appreciative noises from that side of the bed, but Riya was blowing Samantha's mind. "Oh fuckfuckfuckfuckfuck*fuuuuuuuuuuuu*-" She felt her pussy clamp down on the end of Riya's tail. Having one of her own now, Samantha could confirm that Riya's tail wasn't really all that erogenous. But the sensation was apparently enough to have Riya screaming through her own orgasm. If Samantha had to guess, she'd say that nothing really got Riya off like getting other people off.

Samantha lay back, letting herself take a moment to feel the after glow. “Shit,” she said, “I think you cum harder than I do.”

Riya giggled and slithered up the bed to lay next to Samantha. “Always gotta find something to complain about.”

Samantha sat up and looked down at Riya. “Excuse me?”

Putting her lower lip out in an exaggerated pout, “Oh, my giant boobs aren't as big as everyone else's giant boobs, my orgasms aren't as good as your orgasms, I don't know how to move around as a snake girl.”

“Well... that last one is kind of...”

“Listen Samantha. You are a bad ass, cool, smart, and totally sexy babe. You don't have anything to be ashamed about, ever.”

“I... thanks...?”

“Also you need to ask Paul out on a proper date because if you do it before Olivia does, Iris and I get fifty bucks from Allison.”

“Wait you're... wait that bitch bet against me?”

“She thinks that Olivia is more assertive.”

Samantha had a few choice words for that, and she was going to share them, when the door to the room burst open and Hitomi came in with her hands in the air, proclaiming: “What is up, gangsters?” Her slight Japanese accent made the statement even more ridiculous. Both Samantha and

Riya spent a moment looking at her then Hitomi pointed at them. “Samantha, you're part snake.”

“No shit. It's not as cool as it looks.”

She felt Riya reach around her to cup one of her big new boobs. “I think you look sexy.”

“Yeah... no.” Samantha sat up shook her breasts a bit mournfully. “Fun species to visit,” she extended a glowing index finger, “but I wouldn't want to live there.”

When she touched that finger to her tail she felt a strange feeling come over her. It was pleasurable but at the same time not exactly pleasant. It was a sort of rushing in feeling that Samantha thought felt a bit like an orgasm, but backwards. She shuddered as she felt her tail split apart, scales retreating back into her as it reformed into a pair of legs. The small amount of muscle she'd gained returned to Samantha's usual feminine slimness and she sighed as she watched her breasts shrink back to their regular size.

“Well,” said Riya, “at least you can keep one souvenir.”

“What are you-?” Samantha looked down and saw that she still had hair running down past her ass. “Ah... what the shit?”

“This is really fun,” said Hitomi. “But there are some girls here that-”

“Oh! Right! Angels right? New Angels? I felt them getting me wet earlier!”

“That's right. We were wondering if you could...”

“No problem, I like meeting new people.”

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Just walking in her new body was enough to get Linda turned on. It was getting late so there weren't too many people left around the school, but she and Olivia turned the heads of the ones that were. “This is amazing! Also, have guys always looked that cute?” Linda said as she winked at one scrawny looking boy, blinking at her as he emerged from the library. “I can't believe how awesome it is just walking around and *being* sexy you know? ”

“Well... not to brag, but I've never really known anything else.” She gave Linda a sly smile.



“Were you...” Linda gave a quick glance around to see if anyone was looking. “Were you born an angel?”

“No, or not exactly. Technically I was born an angel the same way that you were. You've always had the potential to become one if you're... intimate with the right person. I just wasn't exactly... plain before I became an angel.” She smiled and placed a finger on Linda's lips before she could ask another question. “We're going to see someone who can answer any questions that you might have, as well as solve your... wardrobe issues.”

Linda glanced down to where her breasts were bulging out over the top of her leotard. “Can't argue there. I think this is the stretchiest thing that I own and it's only *kind* of fitting.”

“She'll be able to solve that. Like I said, you might have met her before.”

Olivia led her to the dorm rooms and then up to the top floor. Linda didn't mind the walk, as they took the stairs and Olivia walked up them first which gave Linda an opportunity to stare at Olivia ass. “Olivia?” she asked when they got to the top floor. She was surprised that she wasn't feeling any exertion from climbing the stairs. Linda was in pretty good shape but this was the sixth floor, she'd expected to at least be breathing a bit heavily. “Olivia, when we go in there can you do me a favour?”

Olivia put a key into the lock on the stairwell and opened the door into a hallway that reminded Linda of a middle of the road hotel. “What would that be, love?”

“If I get aroused I might start acting like... like I'm not that into it? But I will be. Basically, don't stop unless I ask you to, alright?”

Olivia smiled as she walked towards the end of the hallway. “I think that your safe-word is going to be...” She paused and thought for a moment. “Starlight.”

They got to the door at the end of the hall and Olivia raised her hand to gently knock.

“It's open!” called a voice from inside. Linda watched as Olivia pushed open the door then felt herself blushing deeply.

“Uh...” Linda said, “*should* it be open?”

The scene beyond her was a bit hard to interpret at first. The first thing that caught her attention were her fellow ballerinas. They all stood in a row, angelic wings spread out and naked from the waist up as their leotards were hanging loose around their hips as they seemed to be doing some sort of impromptu fashion show, and as Linda took in their physical changes she felt her whole body starting to heat up.

Stephanie was sporting a pair of breasts that were even bigger than the ones that Linda had sprouted. Round and firm, they rode up high on her chest and were capped by a pair of lovely darkly coloured nipples. In addition her wonderfully cushioned ass looked like it had received a serious upgrade. Just enough muscle had been added to get it a better shape, but not enough to get rid of the wonderful soft look that it had. Her skin had taken on a glow as well, her tan becoming darker and Linda was willing to bet that Stephanie had lost any blemishes in the same way that Linda had. She also had her wings out, but unlike any of the others that she'd seen, these ones had a slight blue tinge to their feathers that became darker towards Stephanie's shoulder blades.

Yolanda's wings were also a non standard colour. A dark and mottled grey, she had them pulled in close to frame her athletic body. It only appeared to have gotten more athletic, there didn't seem to be a trace of fat on her body save for in the places where it might make her look better. Her dark hair looked like it had stepped out of a shampoo commercial and ran down past a muscular ass that Linda found herself actually licking her lips while looking at. This was all capped off by a pair of breasts that were a good matching set for Linda's own cantaloupes.

This was in contrast to Marja's, who looked as big as Linda and Yolanda combined. The way they stood out without sag would have had Linda jealous, if she didn't have a suspicion that she'd have access to them whenever she wanted. Her wings were a bit more traditional than any of the other new angels, a nice and bright white, though maybe a slightly different, more eggshell shade of white than Olivia and Hitomi's. In fact, Marja in general looked more like a traditional angel than the rest of them, save for the giant knockers. Her long blonde hair looked like pure sunlight and rolled over her body in

full bodied waves. The Finnish girl was still wearing her glasses, though a more accurate way to put it would be that she was *rocking* her glasses as they only seemed to add to a face that looked like it either belonged in movies or the paintings of Botticelli.

Of course the next thing that caught Linda's attention was the east-Indian girl with absolutely massive boobs and a snake's tail where her legs should have been. Under normal circumstances this would have been more than enough to hold Linda's attention, especially after the girl flicked out a *very* long reptilian tongue. However it was the pale girl with the dark hair and tattoos lying next to the snake girl that really caught Linda's attention.

Samantha perked up the moment that they made eye contact, sitting up straight and smiling wide. "Well if it isn't leggy Linda the luscious lesbian!"

"Oh my God that actually happened..." Linda covered her mouth with one hand. Then she thought better of it and smiled. "So I guess that Olivia really *was* my second lesbian experience... wanna make it three?"

Samantha winced, "Tempting, but I'm gonna have to take a rain check." She stood up from the bed and bright blue light started to shine from her tattoos. "Now, I'm going to hook you bitches up with a little enchantment." She extended a glowing finger towards Linda, who took a step back.

"Uh, I'm actually cool with how big these girls are right now," she cupped her breasts, "thanks."

Samantha rolled her eyes. "It's not going to make your fucking boobs bigger! Also you need to relax because angels have this resistance to magic and you could fuck up this spell if you resist."

Linda swallowed, "Olivia?"

Olivia smiled. "Calm down, love. She's not going to hurt you."

"Ok..." she took a hesitant step towards Samantha. The sorceress smiled and reached out with one finger, then at the last moment reached out and grabbed hold of both of Linda's breasts. "Ah!"

Linda jumped back as a warm tingle spread through her body. "Bitch!"

Samantha doubled over laughing. "Sorry, sorry, couldn't resist."

Olivia made a disgusted noise. “Did you even bother to enchant her?”

“Oh of course I fucking did, take a look.” She managed to restrain herself to a few giggles.

“What?” said Linda, “what did she- ooooh!” She looked down at herself and smiled. Her leotard and tights, previously stretched to their limits, not looked like they were tailored to her new body.

“I’ve enchanted you so that any clothes you wear in the next hour will adjust to fit you.” She looked over at the other angels expectantly and raised a glowing finger.

Five minutes and a lot of giggling later, all of the new angels were admiring their new form fitting outfits in the room’s mirror. “Ok,” said Samantha as she created the illusion of new clothes around her naked body, a long black robe with a sort of silver embroidery on it. She looked like she was going for a glamorous witch look. Her long dark hair seemed to have tied itself into a braid as well. “Remember that you only have three hours to re-size your entire wardrobe so don’t fuck around for too long.” As she said this she was headed for the door to the room.

“Hey,” said Olivia, “where do you think you’re going?”

“To get Paul. He’s been gone a while.”

“He has Allison with him.”

“Yeah, and she’s been gone a while too.” She looked around the room, “Am I seriously the only one that’s worried about this?”

“Y’know,” said the snake girl that was still lounging on the bed, “most guys aren’t into the desperate thing.”

“Yeah, I’ll keep that the fuck in mind.”

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Watching Allison head for the door, t-shirt bunched up over the curve of her ass, would normally be one of the highlights of Paul’s day. However the look of concern on her face coupled with her motioning for him to stay where he was ruined most of the scene’s erotic potential. She looked back at Paul and held a finger to her lips as she slowly crept forwards.

Just as she was about to reach the door it burst open to reveal a young man wearing black fatigues, a baseball cap, and wielding what looked like a cattle prod. Allison froze and in that moment the young man jabbed out with the cattle prod. It stuck into Allison's chest, just above her breasts, and produced a snapping and buzzing noise.

Allison gritted her teeth in pain, but otherwise seemed fine as the young man pulled the cattle prod away and looked at her with wide and frightened eyes. Allison looked back with very *very* angry eyes. "Ow," she said before lashing out with a fist so fast that Paul swore that he heard a whip cracking noise. That may also have been her assailant's jaw as he flew back into the wall of the hallway and fell to the ground to stay there. "Ha!" Allison shouted as she stepped into the hallway. Suddenly there was the sharp crack of a gunshot and her head jerked to the side.

"Allison!" Paul jumped out of the bed and started running for the door. Until Allison straightened, held out a hand for him to stop, and then spat something onto the floor. Paul stared at it in wide eyed shock. It was a partially flattened bullet.

She looked down the hall in the direction that the bullet had come from. Paul guessed that whoever this was had come in the back door. "Ow," Allison took her time with the word, enunciating it slowly. Then Allison *moved*.

Paul had never seen anyone run so fast. Paul almost expected her to leave a *Loony Tunes* dust cloud as she rushed down the hall towards where the gunshot had come from. Paul's blood ran cold as he heard several more gunshots followed by a feminine scream. He rushed out of the room, only belatedly realizing that he was still naked, and saw what was happening. Allison had run out his back door into the small space that passed for his back yard. There were three young people (two guys and a girl) surrounding Allison with cattle prods drawn. A young woman wearing a similar uniform to the other three and the man in Paul's hallway was lying on his back step, apparently unconscious, with a silver handgun lying next to her.

One of the guys surrounding Allison tried to jab her, tried being the key word. She flowed

around his attack while at the same time sticking out one of her feet to catch the girl in her stomach, sending her flying. Her third attacker tried to stab Allison with the cattle prod but she did some sort of spinning move that Paul couldn't follow and hit her attacker with an uppercut so hard that he ended up flying up off of his feet.

Standing there, legs shoulder length apart and fists up, breathing heavily as she took in the carnage she'd created, Allison looked strangely turned on to Paul's eyes. Seeing as he was something of an expert in Allison being turned on at this point, he was pretty sure that it wasn't his imagination. Then suddenly her stance relaxed and her expression became distinctly sour as she reached up to rub her left breast. "Ow," she said in much less intimidating tones than she'd just used, "bitch shot me right in the nipple."

"Are you ok?" Paul lowered a hand to cover himself. With his length, one hand was clearly not enough but he needed the other hand to grip the door frame so he didn't fall over. He guessed he wasn't that good with life and death situations.

"I'm fine just... yeesh that smarts." She gave Paul a flat look. "Paul?"

"Yeah?"

"Put some pants on."

"Oh... right." Paul gave a sheepish grin. "You should too," he said just before turning around and seeing his front door explode open.

Apparently the ones that Allison had taken out had just been the warm-up act as Paul was now staring down the barrels of four shotguns. Before Paul could react he felt a pair of muscular arms wrapping around him, hugging him close, turning him around, and forcing him to the ground before the shotguns went off. Paul felt Allison flinch in pain as the shotgun blasts meant for him hit her.

"When you land," she said in a strained voice, "run."

"What do you mean when I laaaAAAHHH!" Paul said as Allison picked him up and threw him out his door and over the wooden fence of his small backyard to land in the gravel of the alley behind

his house. “Oof!” he was winded as he hit the ground and had to take a moment or two before he could stand up. Fortunately the repeated shotgun blasts from inside served as a great incentive to get up and get moving... back into the house.

Paul didn't care how tough Allison was, he couldn't just abandon her there.

He'd just gotten to his feet and was trying to reach over his gate to get it unlocked when he heard a loud crunch on the gravel behind him. He spun and let out a sigh when he saw Olivia there with her wings outstretched. “Quick, we need too...” several incongruities struck Paul. Olivia had brunette, not black hair, and while this person in a white shirt with a black tie and trousers and wielding a spear looked a lot like Olivia there was something a bit off... Paul realised who he was looking at. “Oh... fuck.”

Claudia Bradshaw, Olivia's mother, brandished a large spear. “I am very sorry, but this has to be done.”

“Wait!” Paul held up his hands, “I'm not hurting anyone!”

“I know. But for humanity's sake, you have to die.” She stepped towards Paul.

A rapid series of shotgun blasts on the other side of the fence had Paul flinching before something came barreling through Paul's fence and into the alley. Both Paul and Claudia looked down to see one of the shotgunners lying on the ground in between them.

They both turned to see Allison, shirt torn to the point that one of her breasts was hanging out and half her face covered in blood from a cut to her scalp, step through the hole in the fence. She stood in between Paul and Claudia. “I'm gonna pluck you like a Christmas goose,” she said to Claudia. Allison fell into a fighting stance.

Claudia cocked her head to the side. “Oh, you've been taking lessons, have you?”

Allison rushed forwards, lashing out in sharp and precise blows. She was a blur of movement, a deadly force, and Paul felt ice water run down his spine when he realised that she was also completely outclassed.

“Training and knowledge is all well and good,” Claudia said as she dodged past a powerful kick from Allison. “But I find that nothing makes up for experience.” Her spear moved faster than Paul could follow and exploded out of Allison's back. Bright red and making an awful wet tearing sound as Claudia yanked it out of her. Blood flecked the gravel as Allison, wide eyed and pale, fell to her knees.

For a moment, everything was quiet.

Paul blinked. Before he realised what he was doing he screamed at the top of his lungs and charged at Claudia. The angel just gave him a sad look and readied her spear. Paul realised that he was going too fast, that nothing was going to stop him from just impaling himself on the spear. Until something grabbed him around the waist and yanked him off his feet and through the air.

Landing on his back, he looked up to see a scowling Samantha, arms crossed and wearing full on black sorceress robes with much longer braided hair than her remembered. Energy crackled in the air around her with a tangible ozone smell. Her eyes glowed with power and her voice faintly echoed with it as she said: “Hey cunt-face! Step away from the hot piece of ass!”

Claudia looked at Samantha for a bit, smiled and then started walking towards them at a lazy pace.

“Hey!” Samantha held up a hand that held a sphere of magical energy. “One step closer and I will turn you into a fucking slug and drop you in a bag of salt!”

Undeterred, Claudia kept walking.

“Ok. Fine. See if I care.” Samantha grimaced and closed her hand, sending the sphere of light shooting across the alley towards the angel. Halfway there it sputtered and died in midair. “Weeeeeelll... shit.”

“Angelic magic resistance,” Paul said flatly.

“Yeah, her's looks like it's a bit stronger than Olivia's.”

“Didn't you know she could do that?”

“Well I was coming up with a clever plan but you went charging at her like a fuck-tard.”



The expression that Claudia wore as she kept walking could have been pity. As she stepped forwards the illusory robe that Samantha was wearing flickered and disappeared, leaving her naked.

Samantha just seemed to deflate, “This fucking day...”

Claudia was within spearing distance again. “Samantha Thorenson, here to put up the useless display of resistance.”

“Fuck you!” said Samantha. “You killed my friend!”

Claudia's eyebrow raised. “I should be so lucky. She's an amazon. Her mother was once shot in the face by a tank. As long as she stays still I at most gave young Allison some gastrointestinal difficulties for the next few days.” She turned her gaze to Paul and sneered. “This one however, I shall be glad to kill.”

Samantha jumped between her and Paul, hands spread wide. Paul couldn't see the expression on her face but the slight quiver when she said: “Please,” made his heart skip a beat. But Claudia just rolled her eyes.

“You really are your mother's daughter.”

There was a sound like Armageddon. Lightning hit the ground directly behind Claudia and Paul had to cover his eyes because it was so bright. When the spots dancing in front of Paul's eyes disappeared, he was left looking at a pale woman in a cream white business suit. “She should take that as a compliment,” said dean Thorenson.

Claudia turned lazily around. “So, the sorceress comes down from her tow-”

Bright pink bands of energy shot out of the dean's hands, hitting Claudia and wrapping around her. Notably, they started with her mouth. More and more of them shot out, enveloping the struggling angel.

“Alright mom!” Samantha said as she helped Paul to his feet. To be honest he wasn't sure if he could keep standing for much longer anyways.

“Samantha,” said the dean as sweat started to break out on her brow, “take Paul and run away

from here.”

“What?”

“Take... Paul... and run back to the university. I can't hold her for long.”

“Well let me help!” Samantha started to channel glowing energy up her tattoos from the small of her back.

“You won't be able to hold her at all. Take Paul and run.”

Paul stepped forwards, “I'll grab Allison.”

“No!” The dean shook her head with what, on another person, would have been a panicked expression. “She'll recover from that wound but only if we don't move her. If she runs right now it *will* kill her.”

Samantha licked her lips. “Mom, I'm not going to leave you-”

“SAMANTHA!” The dean locked stares with her daughter. “FUCKING TAKE PAUL AND FUCKING RUN!”

“Mom?” Paul wordlessly took Samantha's hand and started dragging her away. “Mom!” Paul ignored the pain of the alley's gravel on his bare feet as he yanked on Samantha's wrist until she started running along side him. Under her breath he heard her say, “Mom...”