

A Midnight Feeding - A Boy's Tale

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Billy took a deep breath as he stared up at his mom. Although she was only wearing a simple white bra, it was breathtakingly beautiful to him. The cups were adorned, along with the twin straps, with a stunning lace floral design he found captivating. Somehow, although she still had on her tan dress pants, she looked simply spectacular to him, half dressed as she was.

Maybe it was because Billy possessed a bit of a bra fetish so seeing his mom like this caused his cock to go on full alert status.

She smiled at him. "I hope you are not grossed out too much by seeing your mom without her shirt on."

"Oh, stop it and sit down, Mom. You look fabulous."

"Thank you, sweetie," she replied.

She perched herself on the edge of the loveseat, allowing him to have enough room to squeeze in behind her.

He started to knead her shoulders again, his hands gliding back and forth, her sigh was one of contentment as she leaned her head back, resting it against him.

After roughly five minutes or so he moved his mouth to her ear, "There all done, Mom. Was it nice and relaxing... your shoulder rub?"

"It was wonderful, Billy and I am hoping, as a reward of sorts, you would let me cuddle you ever so fiercely."

"Cuddle me fiercely? I think I am going to like this," he said while wondering if she was going to put her blouse back on. He hoped not. Roughly ten minutes earlier, she took off the blouse after suggesting it was in the way when he initially started rubbing her shoulders.

"OK, grab the blanket over there off the sofa so we have something to cuddle under."

But before he could even stand up, she stopped him. "Wait, I have a question. Do I need to put my blouse back on, Billy?"

After getting over the initial shock of his mom practically reading his mind, he tried to act casual. Shrugging his shoulders, he replied, "I mean if you want."

"I think I would be more comfortable with it off... I mean... if that is OK with you, honey since we are going to be snuggled with each other under a warm blanket anyways."

"You are probably right, maybe you should leave it off."

After smiling at his answer, she dropped her voice to a low, sultry whisper. "Now I think it's only fair sweetie if your mother is going to be half dressed while we cuddle you should be too."

Not waiting for him to answer she started to unbutton his nice dress shirt, showing the patience of a saint, while noting how his eyes kept flickering down to her chest. "You don't mind do you Billy... letting you mother undress you... for this one last time I would think."

"No," he replied as she continued to unbutton his shirt ever so slowly.

He knew how emotional she got when drinking, but more importantly, how it brought out a need in her to basically "baby" him which, truth be told, was something he didn't mind much at all.

Stripping off his shirt, she tossed it casually to the side before dropping her hands to his belt.

She just started to undo it when he was struck with a slight panic attack. "Mom, maybe we could just leave my pants on,"

he suggested. His panic was prompted by the fact he was not exactly soft... down there.

"Honey, can't you just let me be in charge and undress my baby boy... all the way. It will be just this one last time, I promise, and also this will be the last night you will ever have to suffer me babying you to the extreme like this. After all, you just turned eighteen today and are no longer a child but a man... even if in my mind... you are still my sweet little Billy boy."

To add some further emphasis to her words, she reached out and pinched him on the cheek, like she used to when he so much younger before she whispered, "Eighteen and just as cute as ever... but despite your advanced age I just want to enjoy babying you one last time... OK? Please tell me you are fine with it... your Mommy babying you this one last time."

He caved. How could he not? "Sure, Mom," he answered as he dropped any further thoughts of protest. After his belt came undone, she unsnapped his khakis before ever so slowly

pulling the zipper down. A minute later his nice dress pants sat on the floor, happily discarded next to her blouse.

Despite his best efforts, he could not control the semi erection he was sporting under his briefs and could only hope she would not notice. Of course, she had noticed--mom's notice everything-- and it, surprisingly, caused her no small amount of excitement seeing her son was half erect--because of her.

They cuddled for a few minutes, in silence, under the blanket, her arms wrapped tightly around him while she ran her fingers in the most tantalizing way through his long, dark hair.

"Did you have a nice birthday, Son?"

"Wonderful," he said simply before turning to look at her. She looked almost hurt by such a simple answer. Knowing he needed to say something further he added, "But it's even more wonderful now since I am now being cuddled by the world's sweetest mom."

"Oh really... I have been downgraded then huh?" The hurt expression on her pretty face told him she was wholly serious.

Kate, pushing forty, was suffering from a bit of insecurity regarding her looks although Billy thought she was beautiful beyond compare. She had dark brown hair, medium length falling to just above her shoulders and had it fashionably styled in soft waves of lovely teased curls. Her face was one of perfect mature beauty, featuring a pair of dark, smoldering eyes that never failed to undo Billy in the most delicious of ways when she turned them on him.

Her smile, all at once, managed to be both coy and mischievous, while also being heartwarming and genuine, while never failing to charm whenever she unleashed it on him.

All this, combined with her unblemished skin with a peaches and cream complexion, made his mother infinitely attractive to Billy, as did her slender, five five, hundred and twenty eight pound, svelte figure.

He found himself often staring languidly, especially at her nice, 34 C breasts whenever she wore any type of outfit that showed them off in the least. Of course, her perfectly sculptured ass never failed to garner his attention either as she often made it a point, especially when they were alone, to wear the tightest of jeans.

In short, to Billy, his mother was nothing short of a perfect angel in both the looks and personality department with the innocent love he felt for her tainted with smoldering urges of a forbidden nature.

He pulled back from her giving her a look of astonishment. "What do you mean downgraded. What is wrong with being called the world's sweetest mom?"

"Nothing I suppose except in years past I remember you calling me the world's prettiest mom, but..." She sighed looking away momentarily. "But that was year's ago I suppose

when I was younger and prettier and not almost forty years old."

"Jeez Mom, you still look fantastic."

"I think fantastic is a gross overstatement of the facts and something you are saying without really meaning it."

"Stop it Mom!" he nearly shouted at her. "You are still beautiful, regardless if you are almost forty or whatever, it don't matter and I still really, truthfully, honestly think you are the world's prettiest mom."

"Then why don't you say it anymore."

"I just did."

Katie got slowly to her feet. She stood for a moment staring at him as she twisted her nearly empty wine glass around in her hand. "Oh, yeah, maybe you did. I need some more wine."

As she crossed the room to the small bar stuck in the corner of the living room, she made her final decision: morals be damned, she was going to do it; she was going to see how far she could push the envelope with him tonight.

Determining the matter was finally resolved, left Kate feeling light and free and wanting very much to celebrate her new found freedom by getting happily intoxicated... even more so than she already was.

Billy couldn't help it. His eyes tracked his mother as she moved across the room. His heart sighed when she turned around to face him, a fresh glass of wine in hand. Leaning back, she pushed one of the two bar stools aside making room so she could recline back against the bar as she sipped her wine.

"Hey, aren't you going to come sit back down next to me, Mom?" he asked after about ten seconds of her just standing there, sipping her wine nonchalantly.

"Come sit at the bar if you want to be close to me, Billy. I need to stand for a minute and stretch my legs. If you don't want to be close to me you could always just leave me alone and go off to bed."

He got up, moving swiftly across the room. Pulling back the bar stool, next to her, he plopped down on it while trying to keep his eyes off her chest and focused on her face. "See... I wanna be close to you, Mother."

"So you do?" she said with a coy smile. "How close I wonder though?"

"What do you mean?"

"Close enough to share a secret or two with your mother."

"I think so," he said nervously. When she got like this, emotional and drunk, anything less than total capitulation in giving in to whatever she wanted often led to disaster.

"Then tell me... truthfully Billy, are you absolutely sure your mom isn't embarrassing herself tonight running around without her goddamn shirt on."

Billy took a deep breath. She only swore when she was really intoxicated which meant she would be really emotional and now he knew, more so than ever, he needed to be very careful moving forward with both his words and his actions.

He would have to tell her the truth. "Mom, you look terrific. You aren't embarrassing yourself at all, and the truth is I think you look real sexy... you know... just the way you are now."

Reaching over, she stroked his bare chest, sending shivers up and down his spine. "Really honey you think I look sexy even though... I mean, what I'm wearing is just a simple white bra and my dress pants. It's nothing special really."

"You look classy, Mom. I mean, I guess the dress pants with no shirt on is a fashion statement you make work... spectacularly I might add."

She moved in closer, maybe for the kill if she didn't push things too far and too fast and scare him off.

"I'm sorry you have to listen to me like this and reassure me but it's just my self-esteem has really been suffering the closer I get to turning forty and... well, it's only getting worse after I found out your father is cheating on me with a younger woman."

"Jesus, really, Mom?"

"Yes, I found out about four, five months ago but before you ask... no we are not getting a divorce, not yet anyways, not until you graduate high school for sure."

This confession of hers was a bit of a white lie. While suspecting Edgar was cheating on her, she had no solid proof--yet. But regardless, one way or the other, their marriage, after twenty two years, was far from satisfying.

"Well fucking Dad is crazy for cheating on you, Mom. Just crazy and stupid I mean really... I would never--" He cut himself off purposefully, refusing to finish his thought as he simply was worried she might find it creepy.

"What was you going to say honey? Go on finish your thought."

"Mom I can't. Its... I mean I shouldn't."

"But you have to. I feel in my heart what you were about to say is very important... so say it. Please sweetie. Share your secret with me and I will share a big dark secret of my own with you in return."

She reached out, twirling her fingers in his hair. "You know secrets tend to bring people closer together, honey."

He sighed knowing he would give in sooner or later so why not just get it over with--especially if she was going to share a secret with him.

"OK. I was just going to say... I would never even think of cheating on you if... you know... you were my wife."

"Oh Billy that is so sweet of you to say. You know they say, psychologists and people like that, that all little boys wanna marry their mothers."

"Yeah, I think I heard that, but don't they also say the little boys, grow out of it eventually."

Turning to him, she slowly gathered both of his hands in hers. She took a step closer to him causing him to squirm as once

more as his eyes involuntarily flickered down to her chest and her pretty bra.

"Yes they do. That is the general rule, but you know what you won't ever grow out of?"

"No, tell me."

"The answer is my secret and should be told in a more comfortable setting. Like maybe in front of the fireplace over there... after you get a nice romantic fire started... while your mother sits here and has just one more glass of wine."

Less than five minutes later they were cuddled under the blanket while resting on the comfortable plush rug in front of a blazing fire.

"Are you ready to hear my secret hon?" she asked as she stroked his bare chest with a pair of playful fingers.

"Yes, tell me," he replied eagerly.

"Well as I was saying the one thing you will never grow out of, no matter how old you get is you will forever, be Mommy's Little Boy... so cute, so adorable, and so cuddly."

To stress her point, she pinched him on the cheek once, before kissing him lightly on the lips. It was a kiss that truly set his world on fire as did her words. "I love you so much, Billy and... and I wish you would really let me baby you this one last time for the entire night... while promising me you will let me take things..."

She paused, staring at him seriously while her eyes were blinking rapidly which was usually a prelude of her crying. He certainly did not want that so he reached out and using one finger, stroked the side of her face as he whispered, "Mommy I will let you take things as far as you want in babying me."

"Well calling me Mommy, instead of Mother or Mom, is a good start but are you totally serious, Billy. Will you really let me take things in babying you as far as my heart desires?"

"I promise... Mommy."

"Good then..." Wrapping her arms around him, she pressed his body close to hers while running her fingers through his hair.

"Would you mind very much if Mommy started the babying process by showering you with dozens of light delicate kisses..." She gave him a sly smile before dropping her voice to a sultry whisper, "All over. Hmm, would you mind that very much?"

"No," he said in a voice barely rising to a whisper.

Lowering her mouth she started with his face, spraying both of his cheeks, his forehead, and finally his nose with one delicate kiss after another.

Moving down, she next showered the entirety of his bare chest and tummy with dozens of light, airy kisses, making him squirm and sigh with soft delight.

Raising up from the last of her kisses, just below his belly button, she gave him a warm smile as their eyes met. "You like mommy's kisses, hon?"

"Yes... except you forgot one place to kiss me, Mommy," he said quietly while desperately trying to control the erection threatening to explode under his tight briefs.

He knew if she was to kiss him in the one place she "forgot", more than likely, any chance of keeping in check the growing hardness her kisses caused him to feel down there would be lost. He didn't care though; he wanted more of her kisses.

"And where did Mommy forget to kiss her sweet little boy," she whispered as she raised up over him. Leaning down on one arm, she carefully stroked his face with one finger before adding, "Maybe here, hmm."

Using that same finger, she carefully dragged it across his lips.

"Yes, you forgot there I think, Mommy," he said trying to make his voice as sweet and as innocent as possible... just for her.

"Or maybe I didn't forget but was just..." She slowly started to drop down, moving her lips closer to his. "Saving my best kisses for last."

Her lips brushed his, but unlike their last kisses, this time, she let her lips linger on his.

The one delicate kiss turned into two, and then three, before she pulled back. Her pullback didn't take though as before she could chicken out, she decided to go for broke as she pressed her lips firmly against his, giving him a much more serious kiss this time.

He responded just as she prayed he would by kissing her back. They exchanged several breathless kisses before she finally managed to draw back just enough to break contact.

"You still liking your mommy's kisses, sweetie?" she cooed to him.

"Yes, a whole lot," he responded eagerly.

"Me too. In fact, sweetheart, I am liking them so much that I could, if you want, give you another whole round of kisses, just like the ones I just gave you."

"I would be OK with that."

"I'm sure you would," she told him with a knowing smile. "But I wonder if maybe, so you don't get bored receiving the same old kisses like last time, would you mind if Mommy mixed in some of her special kisses during this next round."

"What are your special kisses?" he asked in all innocence.

"I could tell you baby, but that would ruin the surprise. Don't you like surprises?"

"I like surprises," he said quietly.

"Good, then no more questions, just lay your head back against the pillow and let mommy shower her baby with more loving kisses."

Just like before she started off with a soft trio of kisses, one each on both cheeks, and then one on his forehead. Moving

her mouth down, she gave him a delicate kiss on the nose before flickering her tongue out to tickle it.

"Hey that tickles, Mommy," he cried out innocently. "Was that one of your special kisses... what you did at the end there?"

"Yes it was. Did you like it?"

Yes," he answered her softly.

Wanting to spoil him with more of her special kisses, Kate showered his chest with a good four or five normal kisses before moving her mouth over to one of his nipples. She gave it a light kiss before flickering her tongue out and tracing a delicate outline around his areola.

She felt him squirm a little, than a lot, as her tongue continued to work its magic on first one nipple and then the other. After a long series of kisses, intermingled in with her tongue play, Kate finally moved down as she kissed her way south.

This time she used her tongue generously as she flipped between kisses and licks in a hap hazard, zig zag pattern until she reached his belly button.

She swirled her tongue expertly inside his belly button making him squirm all the more for a few glorious seconds before raising back up.

"Still enjoying your mommy's special kisses, baby?"

Of course, he answered, "Yes."

"Maybe you would like some here," she whispered as she slowly reached out with one finger. After letting her finger drag lightly across his lips, she lowered her mouth to his.

She gave him several innocent kisses before slipping her tongue out and flickering it across his lips. He responded by opening his mouth, allowing her experienced tongue to do

some exploring. She could tell by the way he was squirming all over the rug, her kisses were having the desired effect upon him.

At this point, Kate had no game plan in mind, acting instead on total drunken impulse. Then something happened to change everything. Something it would seem, on the surface anyways, to be totally innocent but, in reality, contained deep seeded implications... especially for Kate.

Just as she was finishing up swirling her tongue around and around in his mouth, and was pulling away the old grandfather clock in the far corner of the den began to chime.

Kate broke off their kiss, looking across the room to the tall grandfather clock. From the light of the fire, she could just make out the time: midnight.

The tolling of the old clock brought a flood of unbidden memories to hit the drunken Kate. Hard.

She pulled back, blinking her eyes rapidly as tears threatened to spill out of them.

Billy immediately sensed something was wrong, especially when she turned her back on him and started to get up.

"Hey, don't go," he cried. "What is wrong?" Not wanting her to leave, Billy reached out with one hand and yanked her gently back down into a sitting position.

"Tell me what is wrong," he hissed desperately at her.

"Nothing is wrong... everything is wrong," she said her voice hitching.

Raising up on his knees, he slung an arm around her shoulder as he wrapped the blanket around her.

The clock continued to toll, with each lonely chime causing new waves of angst to course through the emotional Kate.

"Hey, hey, hey, shhh, it's OK, Mommy," he whispered to her softly.

After a long pause where she debated if she should even try and explain what was wrong to him she decided he was owed some kind of explanation.

"It's just the grandfather clock... chiming like that." She dabbed at her eyes with the back of her hand. "It... it brings back so many memories for me and it makes me sad, I guess. Well happy and sad all at once is more like it."

"Can you tell me about it... and then maybe I can help in some way."

"I'm thinking it's just me wanting to baby you for this one last time that is causing the intense bittersweet memories I am feeling. Honestly, the feelings are really more bitter than sweet."

"What memories, Mom. You have to tell me."

She sighed before answering. "OK I will tell you but you have to promise me something."

"Anything, Mom."

"The telling will cause the memories to become only the more bitter and even more painful so you must promise to do whatever it takes to wash those bitter memories away, sweetie... for your mommy."

"I promise."

"Don't make this promise lightly, Billy. This is serious business what I am about to tell you."

"I know. I can tell. I am not taking it lightly. I promise to do whatever it takes to make it better for you."

"Including letting me baby you some more after I am done spilling my secret honey and I mean really, really babying you to the ultimate degree. Don't ask what that means because at this point I don't even know what it means... just say yes or no."

He said yes, of course, sealing their forbidden fate.

She had them both lay back down and get comfortable while she wrapped her arms around him in a tight embrace before she started her whispered confession.

"A long time ago, when you were really a baby, sweetie you used to, hmm... like clockwork, right before midnight wake up. You would be hungry. It was winter when this happened and the house would be cold. Your father, money was tight then for us, forbade me to run the heater except for real short periods as it was old and not very efficient anyways and

running it would make the gas bill go sky high. Anyways, so it would be midnight and cold and you would wake up hungry, wanting to be fed."

Needing to collect her thoughts, Kate paused for a long moment as she traced small circles on his bare chest with her fingers.

Finally, after what seemed an eternity to the anxious and very curious Billy, his mother continued with her confession.

"It was down here, right here in this exact spot, in front of the fire, where I would feed you, where I would nurse you with my breasts, honey. And just like tonight, at some point during your feeding the old grandfather clock there in the corner would begin to chime. Hearing the chimes tonight brought back those memories of nursing you, Billy. Those midnight feeding of ours, honestly, might have been the happiest moments of my life with me feeding you so sweetly, in front of the warm, blazing fire... just you and me. Your Dad was

away then... I think he was stationed in Germany at the time as I recall."

"Mom what did --" He wanted to ask why the memories were bittersweet instead of just sweet but before he could get it out, she brought one finger up to his lips. "You can't ask any questions, Billy. It will ruin things... if you truly wanna to make me feel better... just listen and then... act."

There was another long pause now. She stopped tracing her fingers along his chest and was sniffing. He hoped she was not about to cry but this proved to be a forlorn hope when she whispered. "Thinking of the love me and you shared then... and how it can never be, you know, shared again makes me sad as does you turning eighteen today and becoming a man."

Pulling herself out of his embrace, she raised up now, twisting around, she grabbed the large pillow chair sitting there on the edge of the rug, positioning so she could lean back against it.

"And now your mother is sad because she can never truly revisit being a good loving mommy to you... like she used to... like she was during our midnight feedings. I mean, the sadness, my sadness, it comes from knowing I will never experience love like that again."

Hanging her head, she turned away from him, burying her face against the pillow chair.

He watched, his heart breaking as she began to cry with her tears touching his very soul. He ached to make things better. After pulling the blanket up and around them, he reached out, cupping her face with both hands, he gently turned it around to face him.

"Don't cry, Mommy," he whispered, "Don't cry."

He began to kiss her tears away as their hands found each other's under the blanket.

He softly kissed the tears off of one cheek before moving to the other. After giving her several light kisses on this tear stained cheek, he started to pull back.

"More... please," she whispered.

This time she twisted her face so his next kiss landed on her lips, along with the one after that. They exchanged several light kisses with the soft sound of the smacking of their lips, parting and then coming together, again and again, filling the silent living room.

Both of their tongues slipped out as she softly guided his hands up to the gentle rise of her medium sized breasts. As his tongue flickered inside her mouth, his curious hands started to fondle his mommy's breasts through the protective covering her pretty white lace bra.

After a flurry of fiery kisses, she tilted her head back, breaking contact finally as their lips parted. Still, she wanted more.

Twisting her fingers in his hair, she gently pushed his head down. His kisses fell softly on her vulnerable neck before slipping down further.

He sprayed her bare chest above the bra with a plethora of tender kisses as he continued to softly knead her nice firm boobs through her bra.

Moving extra slow, and oh so carefully, as if she was in a dream and was afraid to waken, Kate leaned forward slightly before slipping one hand behind her back while using her other hand to guide his head so it was cradled gently in the crook of her arm.

"Close your eyes, baby," she whispered tenderly to him as she unhooked her bra.

Billy obeyed, closing her eyes as he allowed his mommy to cradle his face in her arm. Although he suspected what might

be coming next, yet as he felt his mom's soft bra slide across his cheek before being tossed aside, it came as a wholly pleasant surprise.

"Now open your mouth, baby... and show Mommy how hungry you are for her love."

He felt the heavenly sensation of his mother's taunt nipple bump against his lips before he opened his mouth. Latching onto it with a pair of hungry lips, Billy began to suckle on his mommy's nipple with infinite tenderness making her squirm with illicit delight.

Pulling back his mouth -- just enough to break contact-- he allowed his tongue to slither out and around his mommy's fully erect nipple several times causing a soft moan to escape from her.

He lathered first her nipple, and then the entirety of her boob with his tongue before once more, latching his lips on the

fullness of her tit. This time the ensuing suckling session was a bit more serious as they were both beginning to lose control.

She arched her back, wanting more of her breast inside his warm, tender mouth as his hand, with her help, slipped down.

Between the two of them, they fairly ripped her pants down and off of her body. He took a quiet moment to raise up so he could get a good look at his mom's nearly naked body as she reclined against the pillow chair.

Her teardrop shaped breasts were an utter delight to behold as was her flat, well-toned tummy and her firm muscled thighs.

"God, you are so beautiful, Mommy," he whispered as Kate's heart leaped with joy at the way her son was so obviously enamored with her nearly forty year old body.

"Are you still hungry baby?" she asked in a quiet voice that barely rose enough to be called a whisper.

He nodded his head yes as his eyes became stuck on those beautiful tits of his mom's. Her nipples were fully erect and just begging for more attention.

"Show me then... don't hold back," she demanded as she snaked one arm around the back of his neck drawing him down to her chest once more.

This time he assaulted her breasts with the pent up sexual fury reserved for only eighteen year old boys who are experiencing the wonders of a woman's body for the first time.

He mouth flew from one ripe breast to the other as he made small grunting noises. Kate's pussy was on fire from the passionate way he was attacking her breasts leading her to boldly grab his hand and shove it between her legs.

Slipping one hand inside her panties, Billy explored the wonderfully warm feeling of his mom's moist cunt as he continued to feast greedily on her tits.

He just finished slowly pushing his index finger up and inside of her for about the fourth or fifth time, loving the way it made her writhe all against the large round pillow chair, when she suddenly flipped the script on him.

Grabbing him with both hands, her adrenaline was flowing now something fierce, she flipped him off of her and onto his back.

Stretched out on the plush rug, flat on his back, he looked up at her as she whispered sweetly, "Lay still and watch me, honey."

Moving ever so patiently, she hooked a pair of fingers around the waistband of his briefs before slowly pulling them off.

Released from its cage, his six inch cock jutted upwards begging for attention. Kate took a long second or two to gaze wistfully at his hard penis. It had been too long since she had a man's cock inside of her.

Tearing her eyes off of his cock, she looked up at him. Their eyes met as she whispered, "I want you to make love to your mom, honey."

"I... I have never been... I mean... I'm a virgin, Mom."

Reaching up, she stroked the side of his face before giving him a soft kiss on the lips. Pulling back, she whispered, "That's alright. Just close your eyes baby and let your mom do all the work."

Moving slow and deliberate, Kate slung one leg over him as Billy took one last look at his mother before closing his eyes. She settled down on his mid-section before raising up.

Reaching behind her, she found his erection, letting out a loud hiss as she guided it up and inside of her.

Showing the patience of a saint, Kate bounced slowly up and down on her son, riding his cock at a leisurely pace she hoped would keep him from coming too soon.

She was in luck as Billy, although inexperienced in having actual sex with a woman, was a smart boy, having done a bit of research on the subject of sex and how to last longer in bed with a woman.

Trying a rather simple method he read about on the internet, as soon as he entered his mother he concentrated on counting slowly backwards from three hundred with his initial goal being to reach two hundred and seventy five.

Kate also had a simple goal: make love to him for as long as possible until one, or if they were lucky, both of them came.

Using her hands to help bounce herself up and down like a coiled spring, Kate was soon moaning with pent up passion from the slow, deliberate way they were making love.

Around two hundred and eighty, Billy's eye's flickered open and he was greeted with the awesome sight of his mother riding his cock with those delicious tits of hers bouncing up and down with every downward thrust.

The sight send him careening to the edge as he lost track of his count. Gripping her hips, he started to match her thrusts, wanting to make her moan all the louder.

The orgasm, putting it off much longer was proving to be hopeless, was near. Sensing as much, Kate pulled off of him. Quickly, she twisted herself around before settling back down in the reverse cow girl position. Once more, she grabbed his cock, guiding it back inside of her.

The short break was just enough for Billy to reset things. Thrusting downward--hard--his mother rode his cock for all its worth.

Propelling his hips upwards, he slammed his cock into her repeatedly, making her moan with every hard thrust.

"Oh God baby... you are going to make Mommy come... don't stop!"

In an effort to stop his oncoming orgasm, Billy bit his lip while starting to count again. He simply wanted to hold off long enough until he received some sign his mother had come.

He need not have worried. Kate, already warmed up from the prior naughty events, was near.

Falling into a nice rhythm, they started to fuck each other at a frenetic pace with Billy propelling his hips upward, hard and

fast, leaving Kate tittering on the brink of a tremendous orgasm just as he squirted a huge load of cum deep inside of her.

Kate, hearing his sharp cry and feeling the way his whole body tensed and then relaxed, knew he came. Redoubling her efforts to come herself, she bounced up and down, harder and faster, while he was still, at least, a bit hard and was rewarded with a mind blowing orgasm of her own seconds later.

Turning back around, she snuggled herself into his arms. "I hope that satisfied your hunger baby," she whispered.

"For now... but what if I get hungry later, Mommy... can you fed me later, like this?" Just so she knew what he was talking about exactly, he used his hands to cup her tits.

"Oh sweetheart, you never ever have to ask your mommy to be fed... as long as we are alone. You are a big boy... if you are hungry just... satisfy your hunger with me, anytime or

anyplace as you see fit. Oh and just so you know, tonight was sweet but I have a sort of fetish you know."

"What kind of fetish?" he asked eagerly.

"Well sometimes... I like it kind of rough. Your dad he... well let's just say he was pretty conservative in bed so he never really gave me any of the rough stuff I like. Now it's your turn. Do you have any, you know, fetishes."

Billy hesitated slightly before making his confession. "I guess I have a bit of a bra fetish. I mean I like seeing pretty, mature women in their bras."

"Pretty mature women... like your mom maybe?"

"Yes," he said quietly, while praying she didn't think that was too weird.

"Well I will keep your fetish in mind and maybe even try to indulge it one day soon... if you promise to do the same for your mother."

He quietly nodded his assent before they both slipped off into a quiet slumber.

The next day, a school day, Billy arrived home around the usual time, three in the afternoon, to find his mother puttering around in the kitchen.

"How was school, hon," she called out to him brightly as he dropped his backpack on the kitchen table.

He gave her a warm smile before answering casually, "It was fine, but I'm... hungry."

By his easy demeanor, Kate could see what happened the night before was not going to make things "weird" between them.

Eying his mom's slim figure, accented by the way she was only half dressed-- casual button up flannel shirt and no pants with, most deliciously, the shirt coming down just barely enough to cover her nice ass-- only caused his hunger to grow.

Stopping before him, she reached out running her fingers lightly through his shaggy main of light brown hair. Whispering she asked him, "How hungry are you honey. Just so you know your dad has already informed me he will be working late all week and not to wait up for him so I guess we are on our own all week."

"Well in that case..." Billy paused. Something snapped inside of him as he recalled what she told him about her fetish; about how she liked things a little rough.

Reaching out, without warning, he grabbed her roughly. Picking her up around the waist, he propelled her backwards

before setting her deftly up on the edge of the island counter in the middle of the kitchen.

Kate let out a small gasp as Billy tore her flannel shirt open with the buttons flying off every which way. He was rewarded by the sight of his mother's pert breasts, she was braless, heaving up and down with pent up excitement.

Dropping his mouth to them, he began sucking on them with animalistic fury as she arched her back. Splaying her legs out, she used them like a pair of pincers, wrapping them around his back.

"Oh God, Billy," she gasped as his mouth furiously flew from one to the other of her sassy little breasts.

Reaching up, he fairly ripped her panties off of her while pushing her further back on the large island counter. Burying his face between her legs, Billy lapped voraciously as his mom's pussy with a wild, flickering tongue making her moan with untold delight.

Her legs locked around him harder as his mouth rained dozens of sloppy kisses in between her quivering thighs. What Billy lacked in experience he more than made up for in sheer boyish enthusiasm, leaving Kate begging for more.

"I need you inside of me," she whimpered as his chaotic storm of kisses between her legs left her more than a little warmed up and wanting more.

Grabbing her hands, he yanked her off the counter before turning her around. Reaching back, she clawed at his jeans, desperate to release the hard monster inside.

Kate let out a pronounced gasp when Billy drove his hard, throbbing cock deep inside of her as she leaned forward over the counter, legs spread, presenting her backside for him to plunder while literally begging for it.

"Oh God honey fuck your mother... hard... do it," she demanded her voice hoarse with forbidden desire.

He obliged, fucking her hard and fast; their lovemaking was not a marathon but instead a full out sprint as both of their pending orgasms came rushing home nearly hand in hand.

Like a jackhammer, Billy slammed his cock over and over into her, making her moan ever louder with every successive thrust. Gripping her around the waist, he did not let up one bit while fucking his mother like she was the cheapest of whores.

The lust spilled out of him quickly though as he came first, spurting a load of cum deep inside of her just a few bare seconds before Kate's own orgasm left her a quivering against the counter, bent over and gasping.

Gathering her into his arms, he brought his mouth to her ear, "I told you I was hungry."

"So you did," she whispered back.

"Too rough?"

"No honey, it was... almost, well, perfect." She tussled his hair before adding, "It was just rough enough without being violent, but you know..." She paused before giving him a fetching smile. "I have always dreamed about being dragged off to the bedroom and being fucked silly by some handsome young man."

She turned, departing the kitchen, sure of having planted a seed inside his brain which would bear fruit -- maybe even the next day.

The next day, Billy arrived home from school to find his mom puttering around the kitchen sipping on a glass of wine.

He smiled for two obvious reasons. One being the way she was dressed and the second being she was drinking. After taking one look at the ruched black leather mini skirt, featuring a high-rise waist, slit accent, and bodycon fit with a mini-length hem, his cock stiffened inside his jeans. She accented her sexy skirt with an equally fetching top: an off white, cardigan sweater with a V neck. The long sleeved top, hemmed a bit short to show off her flat tummy, was equally snug allowing her nice tits to be fully accented.

Completing her sexy ensemble were a pair of black suede, pointed toe, ankle boots with four and half inch heels.

Leaning back against the island counter, in just about the exact same spot as yesterday when fucked her hard and fast, Kate gave her son a warm smile before asking, "How was school? Nice?"

"Hmm, nice, yeah." Dropping his book bag on the kitchen table, he approached her slowly, like a predator approached its prey maybe. "But not as nice as the way you look, Mom. Going out?"

"I'm supposed to be meeting Francine and Liz for drinks in a bit but I have time to make you something to eat... if you are hungry."

"Oh I am definitely hungry," he said with a near growl as he drew up near. Billy was anything but stupid, knowing the way she was dressed was tantamount to an express invitation.

The implied invitation was made more explicit when he easily remembered what she told him just the day before-- I have always dreamed about being dragged off to the bedroom and being fucked silly by some handsome young man-- and was the rocket fuel for what happened next.

Reaching out for her, he snatched her by the wrist. She let out a little yelp as he propelled her out of the kitchen, down the foyer and to the foot of the stairs.

Turning her around, he assaulted first her lips, and then her vulnerable neck, with a series of wild, passionate kisses.

Reaching up, he took hold of either side of her pretty cardigan sweater and yanked. Just like the day before, buttons went flying everywhere, revealing the spicy, white racerback lace bralette underneath. Just as his kisses fell to her neck, his hands attacked her breasts through the pretty bra.

The bra's soft, brushed fabric felt delightful as his hands fondled her tits wildly.

Kate said nothing, did nothing in her defense. This was exactly why she picked out the outfit she was wearing now, for him, and why she confessed yesterday her secret fantasy of being man handled into the bedroom by a handsome young man.

Picking her up, he carried her up the stairs and into her bedroom. He was making for the bed, when a suddenly thought hit him. The bed was for making love, she wanted to

be fucked. Veering to his right, he crossed the room to her vanity table. Roughly, he dropped her on her butt on the table in front of him.

His bra fetish caused his engine to run hot as he prepared to attack again. First, he would ramp up his desire by simply staring at his mother's delicious tits with only the scant bralette to protect them. Her look was that of a fawn--wide eyed and innocent- which only served to increase his lustful urges.

His heart, filled with raging ardor, commanded his actions. Taking a long moment, he savored the sight of her heaving chest; those pert tits of her, falling up and down with every desperate heave of her chest, was an invitation he would not be able to resist for long.

An untamed yearning took hold of him as his hands came up. Hooking a pair of fingers under the thin straps of her bra, he savagely yanked them both down, allowing her nice, firm tits to come spilling out.

Immediately, he pounced on them with a barely contained brutal passion taking Kate's breath away.

Letting out a surprised yelp, Kate was treated to a wild storm of adoring passion as his ferocious kisses, rained down upon her tits by the dozens, soon turned into a wild, desperate suckling fest.

Kate was thrilled at her son's all-consuming desire to suck on her tits, especially since Billy's father never once displayed such passion as her son was now showing her.

Looking down at him, his mouth flying from one heaving mound to the other, Kate noted how her son was imbibing on her bare boobs as if his very life depended on it.

Leaning her head back, she shut her eyes while thrusting her chest out, allowing him total access to her tits. Billy brought his hands up into the fray, pawing at her tits like some kind of

wild animal as he slurped on them with an urgent need bordering on insanity.

Kate finally spoke now for the first time since he grabbed her in the kitchen, with his words only adding fuel to his growing desire.

"That's it, baby. Lose control. Let yourself go," she urgently whispered to him as she wrapped a hand around the back of his head shoving his face deeper into her bosom.

As the desperate wrestling match between her tits and his mouth continued, Kate dropped a hand down to his jeans, clawing them undone before yanking down the zipper.

Her hand found his growing manhood and she let out a small gasp. He was rock hard.

"Oh God honey, you are so big and hard. Your mother needs you inside of her... now!"

Much to her utter delight, Kate's impatient plea sent Billy over the edge.

Leaning back, he grabbed her roughly before yanking her down off the table and onto her feet.

Using simple crude force, he twisted her around, before barking at her, "Spread your legs."

When she didn't respond fast enough for his liking, he kicked at her ankles while pushing her forward so she was leaning on the vanity table. His voice was husky with desire as she leaned on the table, arching her butt out while spreading her legs a bit wider for him.

Billy now paused to admire the scene. His mother, in her slutty high heeled boots, leaning forward on the table, her equally slutty tight little leather mini skirt showing off her nice legs and butt, looked to be ripe for the plucking. He

stared, hard, wanting to ensure this vision would be seared into his brain for the remainder of his fucking life.

Moving slowly now, he carefully reached up and under her tight little skirt only to find, much to his utter joy, she was sans panties.

She let out a soft moan as she felt him slip a finger inside of her before wriggling it around to full effect.

Her soft fingering only lasted for a bare few seconds though before she felt her skirt being viciously yanked up just enough for him to be able, when the time came, to ram his cock up and under her skirt.

He paused once again to admire the scene. Kate turned around, wondering what Billy was waiting for. She caught one final glimpse, seeing his hard cock for one brief second at her doorstep before her world was turned upside down when he drove his hips forward, ramming his full six and one half inches into her in one swift motion.

Kate closed her eyes, letting out a loud yelp as her son's cock drove deep inside of her. Billy was out of control from the very beginning. Encouraged by her loud yelps, he pounded his thick member into her- thrusting faster and harder- with each successive jolt.

Showing no regard for delicacy, he pounded his mother like she was the cheapest of harlots. The little vanity table filled with small bottles of perfume and makeup began to shake, rattle, and roll as if it was the epoch center of a small earthquake.

"Oh God baby that's it. Fuck me, harder sweetie, harder," Kate cried out in anguished passion, urging her son to greater heights of debauchery.

Happily complying, Billy rammed his hard penis into her, over and over again, with such fierce determination, he was almost- quite literally- lifting his smallish sized mother off of her feet.

"Oh God honey, Mommy is going to come... yeah fuck me harder son. Harder... make me come."

She spread her hands on the table, parting her legs even more, encouraging him to give it his all, as her cries of pleasure filled the bedroom.

Finally, Kate let out a loud wail, filling the bedroom, announcing to the world she was coming. Like a runaway freight train, her orgasm came rushing home.

"Oh God I... am... coming. Don't stop... Please, that's it... ahhhhhh."

It only took three more hard thrusts before Billy was coming himself deep inside his mother.

Their passion spent, they fell limp into each other's arms.

Billy held on to his mother tight, mouthing a silent prayer this was only the beginning. Kate for her part, needed no prayers as she knew, one hundred and ten percent, this was truly only the beginning. Things would only get hotter between them from this moment forward--of this she would make sure.

THE END