We're screwed... with grades like these, we'll never see the light of day again, my friend...

The teacher is also about to stop by to speak with a parent...

My parents are out of town... thank God, at least for a while I'm off the hook...

My parents might get called if they can't find anyone to talk to... We mentioned that there was a delegate...

Is there any we can convince to cover for us?

I can’t think of anyone—
can you?

Me niether...

Uffffffffffff...

Fuck...

Someone we can call who can come right away...

Fuck! I've got an idea... we might actually have a chance... she could act as our proxy.

She's a friend of my mother's and works nearby and will be finishing up soon... She's one of those eccentric mediums, into magic and all that bullshit... but she's got a soft spot for guys like us...

Who are you talking about...?

Hi Mary... yes, everything's good—how about you? ... how's your son doing? ... that's great... listen, I wanted to ask you a small favor...

... yes, exactly—you should just talk to the professor instead of my mother... can you really not make it here? ... Yes, he should be arriving soon...

Can you really help us from there? ... yes, anything is fine... i'm willing to do EVERYTHING... everything... I mean it... okay, fantastic... alright, we'll wait... thanks Mary, I owe you one...

So what's the situation... are we all set, is someone coming by?

It seems she won't be coming in person... she said she'd help us out with her witchcraft... by softening the professor's attitude toward me... I'm not sure what that's supposed to mean...

Witchcraft? What the hell, Cole... even you said it was all bullshit...

Yes, that’s true—I don’t really understand it myself... but I’ve seen some absurd things done... so I trust her...

Let's hope for the best...
I don't really believe in
those sorts of things...
they don't seem credible to
me...

APWEAR

I didn't believe it either, until I saw it with my own eyes... who knows what she has in mind...

Anyway, for now... MMNNGGG... all we can do is... wait... MMNNN... my face itches...

Perhaps the professor will simply believe that he had a conversation with someone...

ARRRGGHH... I don't think so... from what I recall, she can only influence those she has already seen... damn... the face...

SPROUT

Does this mean that, in practice, it can only influence you?

... Mmmnnnn... basically, I guess so... damn, my face... I feel strange...

MORPHING

MOOOOM

What the hell kind of noises are you making...


I don’t know... I feel strange... something is happening to me...

My hair... is it black? It's growing longer... oh... OH!

GROWING

this is how I'll soften up the professor... damn, it feels good... it feels really good...

EXTENDING

Man, these are really long... what on earth are they supposed to be for?

GROW

PUFF

FLOWING

... I can't figure out... the... reason... OH...

YOU HAVE A WOMAN'S FACE! AND A WOMAN'S VOICE!

NO... WAIT... IS IT TRUE?
Am I really becoming a woman...

MMMNGGGGG... MY BODY... I CAN FEEL IT... TIGHTENING... NO, FUCK...

SHIVERING

AH... WAAAAA... why is it so pleas- AHHHHH

* SHRINKING *

* SLIM *

* SLIM *

Oh my god... I've lost all my muscle... I can't believe it...

Cole... you look like a girl... you have the body of a girl...

WHAT?

I feel so delicate... and sensitive...

I didn't imagine she meant *this*, for fuck's sake...


This hair is so long...
and soft...

Do you have something to tie them back with? It bothers me having them loose all over my back...

There should be a hair tie on the... sideboard...

APWHUA

It belonged to... my ex... she... left it behind... WOW...

STARE

APWHUA



TIE

It feels so strange to tie my hair back... I feel like I'm acting just like a girl...


What the fuck are you looking at, with that moron face of yours...

Well, you know... you're quite different... you could use a few more curves... but you're cute just the way you are...

What the hell are you saying... you pervert...

Now, try calling Mary using my phone... the password is my birthday—you know that, come on...

PINCH

Why me...?

You don’t know when my birthday is, do you? Ugh... 251196—hurry up and call her... what the...

PINCH

Hmm... I actually knew the year... you weren’t born in ‘96, Cole... you’re 21...

...why did I say that year? I'm not that old...

In any case, she's not answering...

So go to her shop... it's the last shop on the block...

Okay, okay, I'm going... why don't you come along too?

I'm not going out like this... absolutely not...

Okay, bye... has he always been this willing?

So I'm heading out... I'll be right back with her...

Well, it must be the power of me being a woman... it has that effect on him...


I hope he doesn’t come back empty-handed, though... or without Mary... I...

PUMP

But those arms... those muscles... it has a strange effect on me... why i'm thinking about him now...

Mason... how sweet of him to help me... when is he coming back?

BULGE

Oh shit... am I getting bricked up for him?

GROW

What's happening to me... I'm going completely out of my mind...

GROWING

Something's not right... the feeling is strange... and it's never been-

BULGING


* SO BIG! *
THUD

My balls... they're huge... fuck, just touching them like this...

RUB

Oh God, yes, how wonderful... Mason... I shouldn't do this...


MOANS
RETRACT


It’s becoming more intense... and good... god it’s so good...

Just touching against it almost makes me cum... but it's even more intense than ever...

TOUCH

Damn, how... it's already small... but I'm still fully turned on...

SHRINK

But I'm almost cuming, how is it... possible... I'm there-

VANISHING

FUUUUUCK

MOANS

TWITCH

Oh no... I knew there was something... damn I have a vagina and-


GGHHAAAAA
TOUCH

It’s irresistible... I’m cuming again... and again... yes...

TWITCH

I'm burning hot... and soaking wet...

PEAK

I can't... contain...
my self...

CHANGING

I must stop... now

I need to pull myself together... before Mason and Mary comes back and catches me like this...

I still have to fully grasp the fact that I am a woman...

TWITCH

Okay, I've calmed down... I'm dry now...

I mustn't think about Mason... in fact, I shouldn't be thinking at all...

Ugh... my body... fuck...

TREMBLING

When the hell is he getting here? I told him it wasn't that far...

PUSHING

What's happening now... my trousers are starting to feel tight...

GROW

Oh, come on, seriously... this can't be happening... AAHHHHHH... my ass is growing too...

SWELLING

I'm getting excited again... I need to calm down and not think about-

GRAB

SMELL


Here I am, I'm back... I didn't find any Mary, the shop was already closed unfortunately... how do you...
302
RYNHARK

Oh shit Mason... I'm... fuck... don't....


Damn, you're... a bit more developed... let's say... why are you looking at me like that?

Sorry... I was kind of losing my mind here all by myself... so, if I'm understanding this right, Mary wasn't there?

JIGGLE

No... it was closed... at this point, let's stick to the plan... I'm sure Mary will have a way to get you back to how you were before...

Fuck... it's still growing... fuck me...

SWELLING

Don’t look… please…
I’m changing again…
MMNNNGGGG

GROWING

But what… Oh Jesus…

Don’t... look... at...
me... aaaahhhh...
yes... *gasp* .... yes...

GROWING

MOANING

AAAHHHHH

BURSTING

But what... Oh Jesus... are you moaning?

My God, you have an... huge... ass.

AYWHALE

gasp... fuck...
It's wonderful... I keep cuming...

JIGGLING


OOHHHH
BURST
RIPPING

Cole, is everything okay? You really sound like a woman moaning...

Yes... forgive me... I can't resist the feelings I'm experiencing... everything is so new...

POKE

JIGGLE

Fuck... look at those curves... all for some shitty grades...

I was hoping you'd come back with Mary and put a stop to everything... but at this point, let's do this for real...

Unfortunately, there's nothing we can do for now... let's hope she calls us back...

APWORDIA

I hope I don't change any further... I'm afraid of what might happen...

You're just missing two things... and then I think you'll floor the professor... or any man, for that matter...

APNWEAR

I really hope not... I've already got some crazy hips... hehehehe...

My lips... they feel swollen...

SWELLING


OOHHHH
BMPST

Oooohhh... these are for giving blowjobs... what a total slut I'm turning into... hahaha-

TOUCH

Wow... I just got... a shiver down my spine

Oh no... what... that is...
MY GOD! WHAT THE FUCK!

SWALLEN

Fuck... I'm turning into... a MILF...

SQUEEZE

I'm turning into a fucking middle-aged woman... no please... damn...

I can’t believe my eyes...
it makes perfect sense...
you should seduce the
professor... it’s fitting
that you’re a match for
his age...


I’m starting to warm up...
I swear, this body is just crazy...


No... please... I can feel them... my nipples... they’re getting bigger... I don’t want boobs...


They are growing... up...
becoming sensitive...
PINCH

Too sensitive...
MMMNNNGGGG...
gasp... again...

GROWING

Mason... *gasp*... if you look at me... I don't know if... I can...

Oh... what are you-... are you horny from seeing me?

Damn... what am I supposed to do about it... it's natural... don't look...

BULGING

Oh no, this is bad... no, fuck... you shouldn't be getting turned on too...

SQUEEZING

You mustn't... you have to hold on for me... I'm about to-... again...

DROLLING

SWELL

God, they're already big...

SQUEEZE

They are already tits bigger than my ex's...

YEEAAHH

SWELLING

You're moaning again... how am I supposed to stay... calm...

They're heavy... and they rub against the shirt...

HANGING

it’s so... erogenous... sensitive... *gasp*

JIGGLE

I need to get ready... the professor should be here any moment...

I'll go find you some clothes to wear...

AYWHALE

I'm a grown woman... I have to act like one and-

JIGGLE

WOOOOO... again?
STOP!

BURSTING


This shirt is so tight... it keeps rubbing against my nipples... i'm so horny right now...


Fuck yes... yeah... more... MMMNNNNNN... NNNGGGGGGG...
PULLIING
PULLIING
SWELL


What a shitty idea... that I had... I deserve this...
BURST
BURST

Come on, I've laid out some clothes for you upstairs... but are they bigger than before, or am I imagining things?


They've sort of burst out... I'm a baby factory now...

That fucking professor needs to fall at my feet... damn, they're huge...

GRAB

Then we'll go look for Mary to sort out this mess...

Alright, I'd better get ready... let's head upstairs...

So, these are my ex's clothes—she's supposed to come and pick them up... she was meant to stop by a month ago... they're the stretchy kind... maybe one of them will fit you...


I need to soften up the professor a bit... not bring him into my bed...

This is what I have... don't you have anything in your room, iven yours?

None of my clothes will fit, for sure... ugh... let me try them on...

Let me see how you look in the dress later...

He’s finally gone... I was just about to pounce on him...

DRIPPING

It feels like I haven't fucked in ages... just look at how incredibly wet I am...

SQUISH

Let's try on the worst dress... just out of curiosity...


Wow... that's not my size at all... but wow...

I'd say definitely not... this really isn't right at all... it's just too much...

Should I show this to Mason? Mnnn... MASON!... what am I doing-

What do you think... hahahaha... a bit much, right?...hehe... damn... *gulp*...


You are... beautiful... I've never seen a woman like you... may I?

What the fuck are you doing? MMMNNNGGG... you can’t... do that... I...

Please... let me touch it just once... I’ll never touch anything like this again in my life...

Are you finished already... try massaging a little... just to see...

W-what? ...O-Ok...

Keep going, Mason...
gasp keep going...
fuck... I'm about to...

RUBBING

MOANS

SQUEEZE

How about you come in for a moment?

I need more than a moment with you...

Why resist it... when it's obvious what we want...

You're right... as good as that dress looks on you... it's probably best to take it off...

Is this better? I think I'm a few years older... I hope you like me...

THUD

You are joking, right?

Do you like mature women, Mason?

Fuck, I'm so turned on...
gasp

TWITCH

You said it yourself... with a body like that, you could have anyone...


And look who's about to fuck me... I'm sliding it in— Ah... *moan*

It slides so smoothly... fuck yeah... I still can't believe it...

TWITCH

I'll go a bit faster... what do you think? Mmm-nnn...

JIGGLE

JIGGLE


* AAAAAAHHHH *
*MOANS

Yeah, fuck... don't stop...
Ahhh... incredible...
ahhhh

DRIP

You seem... experienced...

YEAAHH

Oh?... I'll clean it up, don't worry...

SPROUT

Fuck, no—I've made a mess of everything... it just keeps coming out...

W-What? Oh...

* AMMMMPPPF *

* JIGGLE *

You're... Ohhhh... fantastic at it...

MMMPPPPFFFFF... *gaggin* MMMMNNNNGGGG...

SUCKING

Um... do you want to try with the tit-job? Does it feels good?

I was already cuming... fuck.

SQUEEZE

Uh... it's coming right at my face like this...

SPROUTING

It's so warm... on my face... MMMLLLL... and delicious...

SPROUT


MOOOREEE
TWITCH

God, yes... suck on them... my nipples are so hard... *moan*

SUCK

POKE

moans... keep going, I'm still coming... yes... fuck... yes!

SQUEEZE


* MOANS*
FILLING

Fuck, I came inside... sorry... I can't stop myself... ugh...

moans... don't you dare... ahhhhh... to... ohhh.... stoooop...

JIGGLE

Best sex of my life...

I've cum these many times... I can't even count them...


DING
DONG

Shit, the actual professor... get dressed, fast... hurry...

JIGGLE


For fuck’s sake, go down right now... put on... um... damn it... the green sweater!
AYWEAR

God, the cleavage is huge... we don't have anything else...

Alright, I'm coming down, Mason... just make sure you're on the table... I'll be there with him...

Alright, I'm off... wait... at least cover your shoulders... you're a slut like that...

No need... you little shit... fuck... I just have to do my part, come on...

Oh... hey, sorry to bother you... I'm Mason and Cole's teacher. I had a visit scheduled... the boys told me there would be someone there representing their parents... are you that person?

Oh, of course... we were expecting you... please, do come in cutie... I'm Co—Courtney... the auntie...

Extra...

Few weeks later...















