

"Mile High Mom"

By klrxo

"So, how big is it?" Carol's sister Angela asked as they spoke on the phone.

"How big is what?"

"Mitch's cock?"

"How would I know?" Carol giggled.

"Do you not remember the conversation we had a week ago?" Angela asked, "the one where you said he ALWAYS has boners in front of you and you think he's at least ten-inches fully erect?"

"Ok, yes, I remember that, but how would I just suddenly know my son's cock size?"

"You said you were gonna ask him."

"I said that?!" Carol said in shock.

"Yes!"

"Angela, I obviously had one too many glasses of wine that night," Carol said, "I don't remember saying anything about asking him that."

"Oh whatever, if you're scared to ask him, just admit it."

"I'm not scared to ask him, I just don't know why it's so important to know."

"Oh SHUT UP! You're just as curious as I am and you know it," Angela said.

Carol eyeballed her son, who was looking out at the plane they were about to board. Mitch was just a tad taller than her, a handsome dark-haired teen, who was well-toned and nicely dressed for the trip. She let her eyes drift to the sizable bulge in his pants. "Ok, maybe I am a little curious, but I'm not gonna come right out and say 'hi son, how's your day and oh, by the way, what size is your cock,' that's crazy."

"Well duh, I know that, but I'm sure you can think of a way to ask him tactfully."

A woman's voice suddenly came over the loudspeaker overhead. "Ladies and Gentlemen, we'll now begin boarding for flight three thirty-eight with service to Sydney, Australia. We do have a low number of people booked on this flight, so all passengers are welcome to board at this time."

"We're boarding, so I better go," she said to her sister. "See you in twenty-two hours."

"You better have an answer to my question by then."

"Byyye!" Carol sang, then hung up.

She stood from her seat. The beautiful thirty-eight year old had long dark tresses that fell below her shoulders. Her tits were so obscenely enormous that they wobbled heavily from side to side, even under the confines of her blouse and bra, as she picked up her carry-on bag. "You girls ready?" she asked her two young daughters.

"Don't forget your carry-on bags, girls," her husband Jon added.

The busty mother stepped over to her son, her shimmering legs moving smoothly beneath the hem of her mid-length skirt. The dainty four-inch heels of her black slip-on sandals CLICKED against the hard floor as she stepped over to her boy and took his hand. "Ready to do this, sweet-pea?"

"I guess so," the boy muttered reluctantly.

She gazed at him with her beautiful green eyes. "Stay close to me. Everything will be just fine, ok?"

He nodded and she led him arm in arm, following her husband and daughters down the jetway. Mitch loved that his mother doted on him, especially since she was so busty and beautiful. He could feel her mountainous breasts pressing against his arm as they walked.

"They feel so warm and squishy," the boy thought. Being such a 'momma's boy' definitely had its perks.

They arrived inside the plane and were greeted by three beautiful stewardesses. Two of them looked to be in their 20's, but the third was dirty-blond Carol's age. "Welcome aboard," she said with a pretty smile.

"Hi," Carol answered back, sharing her own white-toothed smile.

Carol's husband Jon made good money, allowing them to fly first-class whenever they traveled. They found the two rows that were reserved for them. "Hon, why don't you keep the girls in this row with you. I better sit in the next row back with Mitch. You know nervous flying makes him," Carol said.

"Good idea, hon."

She took a seat next to her handsome son, Mitch, who sat on the aisle. Their row was at the back of first class, with nothing but a wall behind them. The seats were large and Carol couldn't even see the heads of her husband and daughters, who were in the row in front of them. This, along with the fact that they were the only ones in first class, made Carol and her son Mitch's row the most private on the airplane. This satisfied the mother a great deal. She wanted nothing

more than to comfort her son privately.

The plane left the ground around midnight. Sitting in the middle seat next to her son, Carol held her sweet-pea's hand tightly and rubbed his shoulder as the jet rocketed into the air. Ever since she could remember, Mitch had been afraid of flying and like a good mother, she wanted to be there to comfort him.

"He needs me now more than ever," she thought to herself, squeezing his tense hand in hers tenderly.

When the plane reached flight altitude and the fasten seatbelt sign came off, Mitch felt a little more at ease. Carol looked her boy in the eyes and smiled warmly. "How are you doing, sweet-pea?" she asked.

"Okay, I guess."

"Why don't you undo your seatbelt and lay your head on my lap," she said lovingly, undoing her own belt and moving over to the window seat.

He happily complied, sprawling on his back across the seats and looking up into the loving, sparkling eyes of his mother. From this vantage point, he had a great view of his Mom's huge jutting tit-mounds. Carol's enormous melons stretched the fabric of her blouse, hovering like two water-balloons over her son's face. *"Dang! So big!"* the boy marveled.

Her pouty lips formed a satisfied smile as she peered down, watching her boy gawk at her big wobbling wonders. She ran her long nails through his hair. *"So adorable,"* she thought.

Mitch zero'd in on the lumps of her erect nipples protruding beneath the fabric. Of course, he was just like most teenage boys who dream of being smothered to death by such gargantuan titties.

The boy wasn't the only one with wandering eyes. Carol let her gaze wander to her son's crotch. Just as she expected, a large tubular lump had formed, tenting his pants obscenely. *"My God, it looks monstrous! Did I really tell Angela I was gonna ask him how big it is?"* she wondered.

As Carol stroked her baby's head, the beautiful stewardess, about Carol's same age, arrived at their row. "Everything okay here?" She asked, studying the boy laying on his mother's lap..

"Fine. My son just gets a little nervous whenever we fly," Carol answered.

The stewardess smiled, looking the young man in the eyes. "It's okay, sweetheart. I have a boy about your age who feels the same way about flying. Like you, he knows there's no safer place than his mother's arms," she said, winking at Carol.

The two mothers shared a meaningful smile. They both understood a mother's sacred duty to her son and that secret bond that only a mother and son can share. They looked at his jutting

erection, studying the shape and size. Mitch glanced at both women, seeing the lustful curiosity in their eyes as they stared a moment, mesmerized by his big cock.

Even though the stewardess's uniform was modest, Mitch could tell she had some enormous tits packed in there, ones that could possibly rival the size of his mother's cannons.

"I'm Amy," the Stewardess said, smiling as she noticed the boy staring.

"Mitch," the boy muttered timidly.

"Hi Mitch. The captain's gonna be turning off the cabin lights here in a few minutes. Would the two of you like to use the skycouch to sleep comfortably?"

"Skycouch?" Carol asked.

"Yes, the airline just introduced them. Your row of three seats folds out into a bed, just big enough for the two of you," she explained. "Let me show you."

Both mother and son got up and at the push of a button, their seat became the base of the couch. "Ok, now we'll just throw this thin top-matress on," Amy said. "I'll get you some pillows and a blanket and you'll be all set."

In a few minutes, the lights shut off, nearly darkening the first-class cabin. Carol and Mitch's row was now a dark private corner behind a sea of mostly empty seats. The stewardess returned with a blanket and a stack of pillows. "Here you are," she said.

"Thank you so much," Carol said kindly.

"Of course. I take it that's your husband and daughters in the next row up?" the stewardess asked.

"Yes."

"Looks like they're already starting to doze off. I'll get them set up with the skycouch as well."

"They'll love that, thank you," Carol said.

While the stewardess helped Jon and the girls, Carol slipped out of her sandals and spread the blanket out on the bed. "Why don't you take off your sneakers, sweet-pea. We'll get comfy," she said.

Mitch did so, while watching his Mom's huge knockers jostle beneath her top, as she fluffed a couple pillows by the window, then adjusted the air shooting down on them from the overhead console.

"Apparently we picked the right airline," Carol's husband Jon said, watching his wife and son get comfy while Amy set up him and his daughter's skycouch.

"I know right? I never even heard of these skycouches, but they're certainly gonna be more comfortable than trying to sleep on a seat."

"You got that right."

"You're all set," Amy said. "We'll just pull the curtains to give everyone their privacy."

"Wow, curtains too. I'm impressed," Jon said giving his wife and son a quick wave. "Love you guys."

"Love you too. Goodnight, hon," his wife said.

Amy pulled a privacy curtain, draping it across the opening above the seat-backs between their two rows. Then she slid one closed at the opening to Carol and Mitch's row, shrouding them in complete privacy. She remained inside and climbed onto the edge of the bed with them. "How's that?"

"Perfect," Carol said with a grateful smile. Their voices were somewhat muffled by the RUMBLE of the airplane engines, so nothing could be heard beyond their own little private area.

"I'm the stewardess assigned to what's been dubbed the 'Cuddle-Class' and you'll only see me if you need me. So don't be afraid to shed some clothes and get comfortable."

"Ugh, I would love to get out of this bra. Would that bother you, sweet-pea?" Carol asked, looking at her boy.

Mitch gulped excitedly. "No," he muttered, making the women look at each other and giggle.

Carol unfastened her skirt, unveiling her crotch, which was adorned in a skimpy pair of pale-pink panties. The V of her mons was clearly defined and the silky fabric fit snugly in the groove of her pudendal cleft..

Mitch continued to watch in awe as she slipped out of her blouse. Her beautifully embroidered bra could barely contain the enormity of her gigantic melons. Creamy tit-meat was spilling out all over the place, making the boy's eyes go wide with desire.

"Ohh, what a beautiful bra," the stewardess said.

Mitch couldn't agree more. When his mom reached back to unclasp it, he felt like his heart beat ten times harder. The straps sprung apart and Carol peeled the silky cups from her boobs, causing them to wobble free. They were even bigger than the teen imagined, capped with broad areola and fat protuberant nipples.

"Would you like us to help YOU get more comfortable, handsome?" the stewardess asked Mitch.

Mitch shrugged his shoulders timidly. "Sure, I guess."

Carol positioned herself with her back to the window, her luscious tan legs slightly spread open and fully exposed. "Scoot back and lean against me, darling," she said.

Mitch scooted back until his hips were lodged between Carol's thighs and her big round naked melons hugged his back. Amy pulled his legs open and crawled between them, resting her knees together on the mattress pad, close to his crotch. He now sat between two sexy Mommies and together, Amy and Carol peeled his shirt off.

"Ohhh," Amy sighed, hungrily looking over his well-toned chest. "You're so handsome. I bet your mother has to beat the girls off with a stick, doesn't she?"

"They're starting to swarm around," Carol said.

"I bet," Amy said, then began to gently scratch her long nails on his chest. "Do you mind if I feel?"

"No," Mitch muttered, staring at the swell of her massive tits, straining for release inside her uniform.

"He likes it when I scratch my nails on his bare chest, don't you, sweet-pea?" his mother asked, joining Amy with her own hands.

"Yeah," the boy timidly muttered.

"My son likes it too," Amy said. "He also likes it when I lick and bite on his nipples."

"We haven't tried that one yet," Carol said, looking at her son with a raised eyebrow.

"Do you want me to show you what it's like, handsome?" Amy said. "Then maybe your mom can do it some more while you're relaxing together."

"Sure."

Amy pushed him back so that he reclined against Carol's spongy tit-mounds. Then she brought her face down and flicked the tip of her thick tongue against one of the boy's nipples. She slipped it into her mouth, pulling at it with wet suction. While doing this, Mitch could feel her warm squishy boobs pressing down against his rock-hard boner.

Amy then moved to his other nipple, attacking it with lashing licks, then she clamped her perfect white teeth around it, sending a jolt of pleasure through his young body. "How was that?" she asked with a naughty smile.

"That was really cool," the boy panted, so turned on he could hardly stand it.

Amy looked at Carol. "Should we get his pants off next?"

"Absolutely!" Mitch's mom answered.

Amy unbuttoned the boy's pants and both ladies helped with peeling them off. The shape of his

enormous hardon was clearly evident, pushing up through his briefs.

"Ohh my!" Amy muttered delightfully. "You ARE a big boy, aren't you?"

"You think so?" he muttered.

"Ohh, I most certainly do," Amy answered, clawing her nails up his thighs.

Carol stroked his lower abdomen, her nails raking just beneath the waistband of his briefs. "It's ok to be BIG down there, sweet-pea. Girls love that."

"We most certainly do," Amy added, gazing down at his meat-bulge with desire.

Even Carol bit her bottom lip as she stared in wide-eyed lust. While they scratched their nails on his flesh, her son was slowly rocking his hips up and down on the mattress pad, as if there was an imaginary pussy he was humping up into.

"Ohh, sweetheart. It looks sooo hard," Amy said in awe.

"It looks like it might rip right through those briefs," Carol said, making her and Amy giggle.

"Do you see the way you're humping your hips like that, sweetheart?" Amy asked. "That's instinctual. That's your body showing sexual desire."

Mitch felt his mother's hot breath at his ear. "Your hips are going through the motion of sexual intercourse," she said, transfixed on the up and down motion of his erection.

"Mmm, which I could sit and watch all night, but I should get back to work," Amy said. "And leave you two to enjoy your snuggle time."

"Thanks so much for everything, Amy," Carol said in a grateful tone.

Amy pointed up toward the attendant button on the overhead console. That's why I'm here. Just push the button if you guys need anything at all," she said, then slipped out, securing the curtain.

"Come on, sweet-pea, let's get some rest," Carol said, her heavy boobies wobbling around as she guided him under the large white blanket.

Mitch didn't expect to be in bed with his mom on the plane and he especially never imagined that he'd be nearly naked with her as they rested face to face on the skycouch. "Not the most comfortable place I've ever rested, but I'm certainly not complaining," Carol said, then reached up and shut off the overhead light, shrouding them in almost complete darkness.

The boy sighed in delight as his mother took him in her arms, squashing her fleshy melons against his chest and sliding her leg around his hip. "Mmm, this is nice," she said softly, nuzzling her face into her teen's neck.

"Yeah, it is," Mitch sighed, his dick twitching with the thrill of having his mother's nude body

against his. .

"Amy's pretty, isn't she?" Carol asked.

"Yea, not as pretty as you though."

"Ohh, honey, that's so sweet," the mother said, kissing his neck. The light sensual peck made Mitch's body shudder with excitement. "Ohh, baby, I'm sorry. I should have kissed your cheek. I forgot that the neck is an erogenous zone," Carol said.

"Erogenous zone?"

"Yes, that means it's very sensitive to pleasure."

"Oh."

"I bet your body tingled like that when Amy licked and bit your nipples too, didn't it?" Carol asked.

"Yes, I never had that done before."

"Mmm, the nipples are a big erogenous zone. They're VERY sensitive," his mother explained.

"Would you like to take turns licking and sucking and biting on each other's nipples?"

Mitch's heart skipped a beat. "You mean...I could put YOUR nipples in my mouth too?"

"Of course you can, sweet-pea. A mother's nipples were made to be sucked," she said, sitting up so she rested on one elbow. "Roll onto your back. I'll go first."

Mitch did as she asked. He could only see his Mom's shadowy figure in the darkness as she got up on her hands and knees, with one arm propped across him. "You ready?"

"Yess," Mitch gulped excitedly.

Carol lowered her head and Mitch felt her silky hair spread out across his bare chest. He also felt her enormous spongy jugs hug his lower torso as she dropped her mouth to his chest..

"Mmmnn," she whimpered lustfully, lashing her long pink licker back and forth on his nipple.

"Ohh wow," Mitch sighed, then felt her luscious lips form a seal around his nipple, sucking and pulling at the tender pink ring of flesh.

After spending a moment sucking, the hot mother sunk her pretty white teeth around the nub, clamping down hard on it and making her boy writhe in delight.

Carol kissed her way across his chest, to his other nipple, then repeated the process of licking, sucking and biting erotically. Even though it hurt having his nipple clamped between her teeth, it was good kind of pain and Mitch found himself wanting more.

"Do mine now," his mom said softly, dragging her boobs up his chest.

Mitch had never sucked a girl's tits before, let alone mature ones that were monstrous in size like his mother's. Her heavy hanging jugs jostled softly against his face, before he felt her huge puffy nipple drag across his lips. He beat the tender pink nub with his tongue, until Carol lowered her mound onto him, smothering his entire face in a spongy tit-mask.

"Hhhnnfff," the boy groaned, muffled by the nipple and areola he had sucked inside his mouth. Mitch's sucks were more instinctive than Carol's were. He had spent a great deal of time nursing on these tits as an infant, so subconsciously, the ability to really latch on was all coming back to him.

"Yess, like that, baby. Suck my nipple," the mother squealed softly, feeling her cunt tingle inside her panties.

Carol let him take his time at her tit and the teen was swept away into boobie paradise. Her thick distended nipple was battered by her son's tirelessly tongue. He clamped his teeth down hard around the fleshy nub and pulled, stretching her pink flesh.

The mother let out an excited gasp. "Yess, I like that!"

He began to chew at her tit like a horny animal, realizing he could be as rough as he wanted. Mommies were made for boys to be rough with. "Mmnnfff," he whimpered lustfully gnawing at the mound of distended tit-meat he had shoved inside his mouth.

His actions were met by the excited panting of his nearly naked mother, hovering over him. *"Ohh this feels so fucking good!"* Carol inwardly moaned. *"Jon never sucks my tits this way!"*

Her slobbery papilla popped from her boy's mouth and he gasped for breath. "Suck the other one now," she whispered, dragging her tit-mounds across his face.

For a moment, Mitch's face got lodged in her gaping cleavage. He reached down and squeezed his hard prick through his briefs, basking in the sensation of having his face wedged between two mammoth tits.

"Sooo soft!" he delightfully thought, kissing his way around inside the squishy pocket of smothering tit-flesh.

Finally, he licked his way to her other nipple and latched on, giving it the same treatment he did the other one.

"Good boy," his mother sighed, feeling his tongue worm back and forth against her engorged teet. He sucked and chewed and licked and chewed some more, biting down hard on her thick nipple and pulling hard, as if trying to rip it from her boobs.

"Ohhhh!" Carol moaned, her eyes rolling back in their sockets. She could feel the hot juice of her

arousal lubricating her fuck-tube and smouldering out between her shaved cunt-lips. "Ohh, sweet-pea, you suck me so good!"

As Mitch squeezed his prick, he felt his mother's hand rest on top of his, so they were grasping his boner together. Her nipple popped from his mouth and she brought her face down, so her forehead rested against his. "Your dick is soo horny, isn't it?" she softly asked.

"Uh-huh," he muttered, thrilled by the feel of her bounteous breasts laid out against his upper chest.

"Like your nipples and your neck, your boner has erogenous zones also," she said. "Do you want me to put my hand in your underwear and show you?"

Mitch was breathing heavily with excitement. So much so that he couldn't speak, so he just nodded in response.

Carol slipped her hand beneath his briefs, onto his big hot cock. *"Dear God, it's fucking enormous!"* her mind exclaimed as she squeezed the hard fuck-muscle.

Mitch's body shuddered as her hand grasped his boner and gently stroked it up and down. "Ahhh!" he moaned, slowly humped his hips from the mattress-pad, fucking his cock through her loving grip.

Carol marveled at the sheer size and hardness of his erection. As it slid through her tight grip, she could feel the blood pumping through the big bulging veins along the shaft. Her son's fat knob slipped through her hand, coating it with slippery precum. "Mmm, that feels good, doesn't it, baby?"

"Yess!" Mitch whispered.

"Especially on that big juicy knob," she said seductively, focusing her strokes on just the slippery tip of his prick.

Mitch writhed beneath her, his entire body tingling exquisitely. "Hnnff!" he whimpered, feeling her milk his knob..

Carol kissed his neck, her hard rubbery nipples digging into his chest. She squeezed her thumb beneath his juice-slickened frenulum, pressing it up and down. "Ohh, yes, sweet-pea...there's those magic pleasure-spots. Mommy knows where they are."

"Ohh my God, that feels incredible!" Mitch's mind screamed. *"I can't believe Mom is actually squeezing my dick!"*

"Oh, Mitch, you're so horny, darling! Do you want me to beat your dick for you?" Carol asked lovingly.

"You mean jerk me, um, off? You would do that?" the teen panted.

"As long as you don't tell your father."

"Of course I won't. Will you say naughty things to me while you do it?"

"Naughty things?" Carol asked, rising up and kneeling beside her son, still with a firm grip on his manhood. "You like to hear Mom say naughty, dirty things?"

"Ohh, yess."

"Let me sit behind you. That way my lips can be really close to your ear while I jerk on your dick."

Carol slipped behind him and Mitch reclined back against her ballooning tits, crushing them against his back. He could feel his mother's hot breath at his ear as she started rhythmically beating his boner up and down.

"Ohh, honey, your hardon is so incredibly long and thick," she said, giving it full-length strokes. "I can only imagine how intensely girls are gonna cum on this thing."

"Ohhh!" Mitch sighed. There wasn't much light in their little first-class cocoon, but he could still see his Mom's hand traveling up and down the length of his erection tirelessly.

Carol was watching also, amazed at how stiff her son's prick was. Because she was a lefty, she could see the little glimmer of her diamond wedding ring rising and falling on her finger. *"I know this counts as some form of infidelity, but I don't care. It's not like I'm fucking him. It's not the same at all,"* she told herself.

Mitch was beginning to hump his hips and she brought her lips back to his ear. "Come on, sweet-pea, that's it...show me how you would fuck a girl," she said in a sexy tone.

"It's not a pussy, but it feels damn good!" Nick thought, spearing his hardon through his mother's precum-slickened grip.

The cock-stroking mother felt his dick flex in her hand, which made her cunt-tube clench in desire. She jerked his cock with perfect corkscrew strokes, squeezing his glans through her tight fist, making his cum-swollen balls clench and tingle.

Carol squeezed her fist even tighter. "Yess, fuck her pussy hard and make it tighten around you!" she moaned. "She's got cream for you, honey! Get it!....Get it, baby! Make her cream on you!"

"Ohh damn, Mom," the boy groaned, squirming in her arms as he felt his knob tingle with pre-orgasmic rapture.

"There it is!" Carol said, sliding her hand all the way to the base and holding it there. Mitch's hips were arched and suspended in mid-air, his jutting hardon sticking straight up like a rocket ship preparing to blast off. His fat knob twitched and throbbed, a gob of bubbling cum oozed from his piss-slit and ran down the underside of his cock, all the way to his nuts.

Then his mother resumed her vigorous cock-milking, this time beating his boner hard and fast, determined to make the cum spurt out. "Give it to her, baby! Fuck your spermies into her!" she hissed in his ear.

Mitch clenched his eyes closed, tossing his head to the side in ecstasy as he felt the torrent of cock-juice spurt from his prick, up into the air and all over his mother's milking hand.

"Ohhhggghh!" he softly grunted, trying his best not to be loud. He would have growled like the Hulk if he could have, it felt so fucking good.

He bucked and humped up into his Mom's cock-smothering grip, until every ounce of milky spunk had exuded from his pulsing penis.

It had been an hour since Amy had left the mother and son's row when they pushed her button on the overhead console, calling her back. "Hey guys," she said, peeking inside the curtain.

Carol was sprawled beside her son and they were snuggled together, her big naked boobies pressed against him. "Hi Amy. Could we get a towel and a washcloth please?" she asked.

Amy glanced at the tent in the blanket from Mitch's still-hard cock. "Of course. Be right back."

A few minutes later, she returned with two wet wash cloths and a towel. "Can I help you clean him up?" she asked Carol.

"Certainly," the mother said with a smile.

The busty stewardess joined them on the Skycouch and the women knelt on either side of the boy, each with a washcloth. Amy turned their overhead light on, then peeled the blanket back, uncovering his rock-hard erection and the huge splatters of spunk surrounding it.

Her eyes lit up as she took in the true enormity of his teenage cock-muscle. "Ohh my!" Amy muttered.

"Sorry about the mess," Mitch said.

"Yes, sorry," Carol added, "we should have asked you for a towel beforehand."

"It's ok. This is one of those messes that needs no apology."

Mitch watched the two mothers clean the pools of cum on his chest and around his cock, then they tenderly swabbed his dick and balls. "Oh there's just so much of it," Amy said with wide-eyed wonder. "You teenage boys can sure produce a lot of sperm."

"They sure can," Carol added, her eyes traveling up the length of her boy's erect dick. *"My God, his dick is still completely erect! How is that even possible after cumming so hard!"* she thought.

Mitch watched the two women squeeze the washcloths around his hard cylinder, while staring

lustfully at the fat barbed knob that pointed straight up. The washcloths were warm and felt amazing around the tender pink flesh of his peter. "And their big pricks stay so incredibly hard, even after ejaculating," Amy said, her big fleshy clitoris throbbing in her panties as she stared at the boy's cock-tip.

"Is that normal?" Mitch asked.

"For boys your age, yes," Carol said, staring intensely at his manhood, "and it's absolutely wonderful!"

"My friends say that most girls are afraid of big dicks."

"Well, that may be true for younger girls, but for women your mom and I's age, big dicks are divine," Amy said, giving his shaft a gentle squeeze. "Oh and you DO have a whopper, don't you? It must be at least ten inches long?"

"I think so," the boy said timidly.

"Very thick too," Carol added.

"So I'm curious, Mitch," Amy asked, gazing at him with her beautiful eyes, "has your boner ever been sheathed in a hot pussy?"

Mitch shook his head, her sexy words making his dick twitch excitedly.

"Ohh, we have a virgin on board," she said, sharing a smile with Carol. "Well, a boy as handsome as you won't stay a virgin very long."

"Sweet-pea, do you need to use the bathroom before we crawl back into bed?" his mom asked.

"Sure."

"Here, throw on your briefs and you can use the crew restroom up front," Amy said.

After Mitch left, the two Mothers smiled at one another. "I have some complementary condoms I could give you, but I honestly don't think they would fit him," Amy said, making them both giggle.

"It's fine. I'm not sure an airplane would be the best place for our first time anyway?"

"Why's that, hon?" Amy asked.

"To be honest, I'm not used to something that size. My husband is maybe six inches, at his hardest. I haven't had anything even close to Mitch's size since college...and I don't EVER think I've taken a cock nearly as thick. I mean, I can't even get my hand around it," Carol explained.

"It IS one of meatiest I've ever seen," Amy agreed. "So you have reservations about doing it here, because you think it'll have you screaming?"

"I KNOW it'll have me screaming, especially the first time," Carol said. "The plane engines are loud, but not loud enough to drown that out."

Amy giggled. "Well give me a little time, maybe I can come up with a solution. After all, it is my job to look after the needs of those flying with us," she said with a wink.

Carol gave her a friendly smile in return. "Thank you, you've done so much already."

"Well, we Moms have to look after each other, especially when we're trying to play with our husbands in such close proximity," Amy said, glanced at the backs of the seats in front of them.

"True. So I take it you have a son and the two of you are sexually active?"

"Ha! Sexually OVERACTIVE more like," Amy giggled. "I have free family flight benefits, so sometimes I'll have my son fly to a destination, meet me there and we'll fuck our brains out for twelve hours before I get on my next flight."

"Wow, seeing the world and having great sex. What a life!" Carol said.

Mitch returned and the women's eyes were drawn to the tent in his briefs. "Feel better?" Amy asked.

"Much."

"Ready for more snuggles?" his mom asked. He looked into their little cave and saw her sitting in a sexy manner. Resting upright, the beautiful, long haired brunette's legs were under the blanket, but her upper half was fully exposed and her huge stiff-nippled knockers dangled heavily on her chest.

"I'm ready," Mitch answered, crawling back onto the Skycouch with a fully hard erection..

"Let me know if there's anything else I can get you," Amy said with a smile, then closed the curtain.

Mitch joined his Mom under the blanket. She turned and faced away from him and he got a good look at the meaty mounds of her half panty-shrouded buttocks, before she reached up and clicked off the overhead light. "Spoon me and we'll get some rest," she said.

Mitch laid on his side and Carol snuggled back against him, pressing his boner into her butt-crack. She took his hand and guided it around her waist. "Goodnight, sweet-pea," she whispered.

"Goodnight," Mitch said back, more content than he'd ever been in his life. *"If I could only sleep with my dick inside her. That would be perfect!"* he thought.

Carol's mind was also swirling with possibilities. *"It's scary how much I love this. His hard dick feels soo good against my ass. It just feels so....natural. I'm so fucking horny right now I can hardly stand it!"*

Before long, the lustful mother was gently grinding her ass against her son's cock-muscle. Their breathing became heavier as Mitch's knob dug through her ass-crack, rubbing exquisitely back and forth across the crinkled ring of her asshole.

The boy felt his mother gently take his hands and guide them up to her bounteous breasts. Since Carol was resting on her side, one massive melon was stacked on top of the other. Mitch grasped her boobs and his fingers sunk into the spongy flesh as he squeezed and kneaded them, just the way she hoped he would.

"Yesss," he heard her softly whisper. "Take off your briefs."

Mitch didn't need to be asked twice. Even if his mom kept her panties on, the feel of his naked boner digging between those plump, silk encased buns would feel so incredible.

"I'll keep my panties on!" the mother thought. "With Jon and the girls so close, this isn't the time or place to be split in two by his massive cock. That doesn't mean we can't dry-fuck though, I just can't get carried away."

"Ahhh!" Mitch sighed as they went back to spooning and he felt his naked cock squeeze between her silky, meaty mounds.

Carol's asshole throbbed against her boy's stiff prick as he dry-humped his boner through the smothering cleft between her sexy mommy-buns. As good as it felt to her, what she really wanted was to feel his manhood pressed against her overly-horny cunt.

She brazenly reached down between them, grasped her son's cock and repositioned it between her legs. Now his muscled slab was pushing up against the moist folds of her vulva, carving a path between her puffy outer lips and scraping delightfully across her engorged clitoris.

"Yess! Ohh, baby!" she softly squealed, rocking her hips and meeting his steady dry-humps.

Even through his Mom's panties, Mitch could feel the heat radiating from her pussy-slit, warming the top of his boner as it dug against her juicy twat.

Over the next five minutes they humped together in the spooning position, with Mitch squeezing away at her enormous tit-orbs. Carol turned her head and somehow in the darkness she found his lips and began to plant soft sensual pecks.

"Mmmnnn," the mother moaned as the smooching became heavier and heavier. It was, however, a difficult position to kiss in, so she finally crawled up on her hands and knees, pushed him back on the mattress and straddled him..

Incredibly aroused, Carol went straight for her son's lips, fusing their mouths together in an open oval. Their tongues dueled and she humped her cunt up and back against the stiff length of his prick.

"You like it, baby?" she whispered, between kisses, "You like me to hump my pussy against your boner like this?"

"Yess!"

"I know you'd like me to take my panties off, wouldn't you?"

"Only if you would want to?"

"I would love to...more than anything, but I can't sweet-pea. Squeezing your big dick inside my cunt would make me lose my mind," she said, then planted a few more kisses. "If your father heard me squealing in pleasure, we'd both be in trouble."

"True."

"I'll take my panties off, but we can't let my naked pussy ANYWHERE near you monstrous boner," she said. "Even though you can't fuck me tonight, I would straddle your face and let you eat my pussy. How does that sound?" she asked.

It wasn't the hot fuck Mitch wanted, but the idea of devouring his Mom's lovely cunt was something he wasn't about to turn down. "Sounds really great!" he answered eagerly.

"Mm, sounds great to me too," Carol said, peeling off her crotch-soaked panties and straddling her boy's head without hesitation.

Suddenly, a wave of hot, tingling pleasure coursed through her pussy as her son's tongue swiped wetly up her cunt-slit. Her puffy nipples hardened even more on the mounds of her tits. Her freshly aroused clit protruded from its fleshy domed hood.

Mitch's moans were muffled, buried between his Mom's soft thighs and shaved cunt. He wantonly licked up the pungent juices oozing from the fragrant folds her fuck-slit.

"Yess, baby! Eat my pussy!" she softly cried out.

Her husband was only a few feet away, but Carol didn't give a fuck. She began to lustfully buck and gyrate her hot ass, fucking her pussy all over Mitch's face.

"Suck it," she whimpered shamefully. "Suck my fucking pussy and make me cum!"

Eagerly obedient, her boy's tongue lapped smoothly up her hot pink slit, darting into the inner sheath of her fuck tunnel and feeling her pussy-hole squeeze on his wiggling licker.

Carol gasped and threw her head back in pleasure, squeezing her fat jiggling tits and pinching her nipples, trying to draw out as much bodily pleasure as she could get.

Mitch sucked her marble-sized clitoris into his mouth, slurping and pulling on her tender love-button. "Ohh baby, you're soo good at this!" she whimpered.

"Holy shit, I love it!" the boy's mind screamed, as he devoured her creamy cunt, savoring the feel of her smooth, slippery folds smothering his face.

Showing absolutely no shame, Carol's ground her wet pussy frantically against her boy's tongue, climbing higher and higher towards a mind-blowing climax. "Yesss! Of fuck, Mitch, you're gonna make me cum all over you!" she softly cried.

"Mmmnnff!" the boy muttered, lashing his tongue all over the fleshy nub of her clitoris.

"Fuuuck!" the mother shrieked. "Fuuck yesss!"

Mitch's cunt-smothered face was suddenly soaked by a blast of hot girl cum that shot from Carol's urethra. He swallowed a big mouthful, savoring the taste and smell the hot orgasmic juice. For several minutes he licked and sucked like a starving dog as his mother used his face like a fuck stool, humping and grinding while her lovely body trembled with force of a powerful cum.

"Wow, Mom, you really soaked me!" he boy said as she finally let him come up for air.

"Would you like to soak ME now?" she whispered. "Squirt what's in those big beautiful balls right down Mommy's throat?"

"Sure, if you would want me to?"

"Yes I want you to," she giggled. "I wanna choke on that hunk of meat."

Carol knelt beside him, leaned over and slipped his cock inside her mouth. She forced her head down until she had nearly half of his gigantic cock between her stretched lips. The knob nearly blocked her throat passage, making her gag a little.

Slowly, she began to bob her head up and down on his rock-hard shaft. The slurping, gulping sounds of a good blow job burbled out of her mouth as she plunged Mitch's prick in and out like a skilled cocksucker.

"Ohhh, damn!" the boy muttered, feeling the hot wet oral sheath plunge up and down his boner.

"I may not be able to fuck him tonight, but I can give him the juiciest deep throat blowjob he'll get anywhere!" Carol thought, lashing her long wet lick all over the surface of his knob.

She plunged his oversized cock down her throat, fighting to control her gag reflex as her lips sunk lower and lower, finally resting against the root of his cock.

"Ohhshit," her son sighed in sheer delight.

She came up for air, then sloppily rolled her tongue all over the purple knob of his cock, darting it into the open cum-slit. Then she clamped her lips in a tight circle around the center of his rod and sucked voraciously, fucking his cock-tip deep into her throat.

"Ohh, mom!" the boy panted, overwhelmed by the pleasure of her vigorous cock-sucking.

"I want that hot fucking load!" Carol thought, closing her tight fist around the base of his cock shaft. Urgently, she began to jack him off, rhythmically milking his dick into the clinging warmth of her sucking mouth.

There was only so much of this type of skilled cock-sucking that an inexperienced boy could take. "Ahhh!...Oh yes, Mom! Ohh shit!" he whimpered as he felt his knob tingle and the impending surge of cum rocketing up his shaft.

Carol was rewarded with spurt after hot salty spurt of cum. The milky ropes skipped across her tongue and she lapped it all down, working her throat muscles to gulp down every last tasty drop.

Carol and her son woke to her husband's voice. "Honey, you guys awake?"

"Shit," the mother said with panic. She quickly covered her boobs up just as Jon peeked in their curtain.

"Good morning, sleepyheads! You guys must have been beat!" he said.

His wife was clearly laying half-way on top of their son, which struck Jon as a little weird, but he didn't say anything about it. If he knew there were two completely naked bodies under that blanket he probably would have been compelled to ask questions.

"What um...what time is it?" his wife asked.

"A little after eight. They're gonna be bringing out breakfast soon."

"Oh wow, ok, um...give us a few minutes and we'll be up," she said.

Her husband disappeared and they quickly got dressed, not feeling the least bit guilty from all the sexual play they'd engaged in.

After folding up the Skycouch, they sat side by side in their normal seats and Amy arrived with their breakfast.. "Did we get ANY sleep at all?" she asked with a mischievous smile.

Carol looked at Mitch playfully as he sat in the middle seat between her and Amy. "Some, yes."

Mitch noticed that both women had a hand resting on his thigh, very close to his crotch. This and the sight of their deeply exposed cleavages had his pecker erect in no time.

"So I think I came up with a solution to your problem," Amy said.

"Problem?" Mitch asked, chomping on a muffin..

"The one I was mentioning to you earlier this morning, sweet-pea," Carol said, "We both wanna fuck each other, but your dick is so big that I'm probably gonna be a little loud the first time I squeeze you inside me."

"Oh yeah, that problem."

Amy patted the boy's thigh. "I know the perfect spot,, but we only have one problem and that's getting there without your husband noticing," she explained.

"Where is this spot?" Carol asked with interest.

Amy pointed toward the ceiling "Right up there."

Mitch looked up at the overhead compartment. "In with the carry-on bags?"

Amy giggled. "No, further up. This section has a upper deck with some private crew bunks. It's where we take shifts sleeping on these longer flights."

"Wow, I had no idea crew bunks even existed on a plane," Carol said.

"Most people don't. It's through a secret hatch only accessed by the crew. The bunks are cozy, soundproof and my three hour sleep shift is coming up soon. If we can get there without anyone seeing us, it's the ideal spot for some VERY intense intercourse."

Carol got a big beaming smile, squeezing her son's thigh. "Oh my God, that would be prefect."

"Ok, here's my plan," Amy said, he face flush with excitement.

A short time later, after Amy had collected the breakfast trays, she gave the secret nod to Carol and Mitch. They got up from their seats and paused at Jon and the girl's row. "Guess what, honey?"

"What?" Jon said, taking out his headphones. The girls were busy watching their own shows on their devices.

"You know how Mitch has always had such an interest in airplanes?"

"I never knew that," Jon said, looking at his son.

"Yeah dad, um, since I was little," Mitch said, looking at his mom, who smiled back in agreement. "I've always been interested in them."

"No kidding?"

Carol chimed back in. "Anyway, we told the stewardess that and she said the Captain has agreed to let us sit in the cockpit for awhile."

"Wow, I didn't think they even allowed that type of thing on planes anymore."

"Well, apparently they think it's ok for Mitch and I."

"Well awesome," her hubby said, "take some pictures if they'll let you."

"Will do. See you guys in a bit." Carol said, guiding her son to the front of the cabin.

Amy was alone in the crew area. She picked up the phone to call the back of the plane. "Hey Joyce, everyone in first class is all set. I'm going up to rest."

"We got you covered, girl. Have a nice nap," Joyce said back.

"Thanks."

Amy hung up, then led the mother and son to an area by the plane's entry door. She pulled a level and a secret compartment popped open that led up a tiny stairway. "You guys go ahead up. I'll close and lock the hatch behind us," she said.

Carol led her boy up the peaked stairway to a landing at the foot of two big bunk compartments. They were cozy-looking and warmly lit. "I never would have guessed these were up here," Carol said.

Amy removed her scarf. "My son and I have used this area more than once, so I'm used to sneaking someone up here. Which reminds me. I do have an accommodation fee."

Carol looked at the st with a smile, having a pretty good idea what the fee was, but asked anyway. "Which is?"

Amy looked Mitch in the eyes with dreamy-eyed lust. "Of course your Mom will take your virginity, but then I want you to fuck ME, just as deep and hard."

"Ok," Mitch eagerly agreed, gulping nervously..

Amy turned a knob on the wall and a sexy R&B tune thumped from overhead speakers. "Shall we do a little strip-tease for him?" she asked Carol.

"Mmm, absolutely!"

Mitch watched in awe as the two mothers began seductively swinging their hips to the beat, while slowly unbuttoning their tops. By the time their bra-clad tits were exposed, his cock was painfully erect. Their enormously round jugs wobbled heavily in their sexy, silky bras as they circled around the gawking teen.

"Do you wanna take your dick out, sweet-pea?" Carol asked. "Do you wanna beat your boner while you watch us strip?"

Mitch nodded, then immediately removed his pants and briefs. His large, fully erect cock bobbed up and down a few times as it jutted out at a perfect thirty-degree angle from his crotch. He

wasted no time squeezing his fist around it, while watching the mother's skirts drop to the floor.

"Mmm, how lucky are you, Mitch," Amy asked, "to have two hot mature pussies to pound into this morning?"

"Very lucky," the boy answered, watching the big meaty mounds of Amy's thonged ass sway and gyrate seductively. She placed her thumbs under the tiny waistband and teasingly shimmied her little white panties down her smooth curvy legs.

Mitch's mother did the same, slowly inching her panties down her sexy mommy-legs, so the boy now had a clear view of the mons of their shaved pussies.

"Dang! That is soo sexy!" he thought. *"And I get to fuck both of them!"*

Both women paused in front of the teen, still rolling their hips provocatively, while reaching around and unclasping their bras. "Mmm, look at that huge hard cock," Amy said, gazing hungrily at it, while slipping her shoulder-straps off.

"Trust me, I have a hard time not looking at it," Carol giggled.

Both women peeled their bra-cups away at the same time and their mammoth, stiff-nippled melons came bobbling out onto their chests.

"Whoa!" Mitch muttered, jacking his dick even harder to the site of their ballooning breasts.

Together, the mothers peeled his shirt off, so that they were all now completely naked. "Go ahead, sweetie, you go in first," Amy said, nudging the boy towards one of the bed compartments.

Mitch crawled inside. With walls on three sides, it seemed roomy enough for three. The thick cushy pad beneath him was nearly as big as a full-sized bed mattress. He watched the two women crawl in after him, their big dangling knockers jostling around heavily as they crept around to either side of him like prowling cougars.

Carol locked lips with him for a fiery French kiss, while Amy leaned across the boy, licking and biting his nipples sensually.

"We mothers have a VERY naughty side," Amy said between licks.

"Yes we do," Carol agree, "planted more wet kisses.

"We become wild aggressive sluts around cocks like yours, sweetheart," Amy said. "Like ferocious slut animals desiring nothing more than to have our cunts fucked hard and deep."

Carol smacked her luscious lips off of her sons. "Can you do that for us, sweet-pea?" she asked, gazing into his eyes with deep-seated desire. "Can you pound our slutty cunt-holes and make us scream with passion?"

Mitch was so fucking turned on he could hardly stand it. "Yes," he sighed, looking back into her beautiful eyes.

Her pussy clasped and her body shuddered as she stroked his cheek, letting out a horny gasp. "Get me on my back!" she said with frantic desire.

Mitch rose to his knees and watched his beautiful mother drop down onto her back, her titties wobbling like big fleshy round pillows across her chest. She lifted her knees up nearly to her elbows and bowed her smooth shapely thighs open, creating a nice comfortable fuck-saddle for him to lower himself into.

He felt Amy's tits press softly against his back as she embraced him from behind. They both looked down as the moistened folds of Carol's shaved cunt. Between the pink slabs of labial meat was the creamy opening to her fuck-hole. Crowning her genitals, her thick clitty looked like a shiny pink pearl, protruding from its protective hood. "You're gonna fuck her, sweetheart," she exclaimed excitedly. "You're gonna fuck your mother!"

Carol fed him a dreamy smile, extending her arms, taking his hands and guiding her boy down in top of her. She reached down and lined his boner up for penetration, gazing at him anxiously the whole time. "Fuck me, sweet-pea!"

Mitch thrust his hips forward and watched the knob of his cock spit her twat and slowly squeeze inside.

"Ohhh!" Carol gasped, feeling his mighty spear stretch the delicate pink walls of her pussy right away. *"Ohh, Dear God, this is gonna hurt sooo fucking good!"* her mind screamed excitedly.

Amy knelt next to the boy, watching him enter his mother. "Slide it in slowly, Mitch. Let her adjust to your size," she coached.

The teen felt the rubbery-ribbed walls of her pussy-tube spread out over his hard cock as it sunk deeper and deeper inside her. "Wait," she gasped, pressing her hand against his crotch to stop him.

"Are you ok?" he asked.

"Ohh, God yes! I just...I just need you to ease it in slowly the rest of the way. I've never been taken any deeper than this."

Mitch looked down and noticed a good four-inches of cock-meat still left to push inside her. Amy noticed as well. "Oh baby, your boner is gonna be pounding parts of your mother's pussy that has never been touched before. Isn't that exciting?!" she asked.

"Yess."

"Go slowly at first. Once she's gotten used to all that wonderful dick, then you'll really be able to

pound her like an animal."

Mitch heeded their direction and slowly eased his rock-hard prick the rest of the way in.

"Ohhh, yesss!" Carol gasped, feeling his knob mash against the head of her cervix.

"Ohh, I think you've hit gold, handsome," Amy said. "Slowly start fucking her now."

Mitch started out with slow inching thrusts, deep inside her. He marveled at the way his Mom's eyes were closed and her mouth hung open, relishing every little move his cock made. She finally peeked down at him through long fluttering lashes. "All the way out, then all the way back in now, sweet-pea," she instructed.

The teen watched his boner slide out of her pussy. It was soaked with her secreting fuck-oil. When only his knob was still inside her, he pushed forward, sinking it all the way to his nutsack in one juicy swoop. "Ohhh my God!" Carol cried out. "Again!"

He repeated the thrust, delighted by the feel of her hot squeezing fuck-tunnel and the way it smothered every contour of his hard prick.

After a few ball-bumping ins and outs, he settled into a slow steady fuck-rhythm.

Amy kissed the boy sensually while he fucked and brought his hand to her fat tear-drop-shaped melons. He sunk his fingers into the squishy meat, loving the feel of her puffy, rubbery nipples against his palms.

"Mmmm," Amy murmured, lashing her thick strong tongue through his mouth, battering the boy's own licker from every direction. Like he was with his mom, Mitch was amazed at what an incredible kisser the sexy stewardess was.

When their kiss finally broke, he looked down to see his mom smiling lustful up at him. Her huge melons were spread out across her chest and rolled and rippled up and down from the motion of their fucking. "Are you ready to fuck me hard, baby!" she said candidly. "Come down on top if me."

Mitch lowered down on top of his Mom, trembling excitedly as she cradled him between her smooth thighs. He pushed his cock all the way in and held it there as he lowered his body flat on top of hers, crushing Carol's tits between them..

She lunged for his lips and they kissed passionately in full penetration. The boy felt her strong cuntal muscles squeezing around his cock. Her lovely legs suddenly hooked high up around his back. "Fuck meee!" she cried out, without the worry of being heard.

The teen set his hips in motion, spearing his boner through her birth canal. Carol's inner lining was dripping with hot secretions, which easily lubricated the meaty prick as it plugged through her.

"Ohhhyesss!" the horny mother screamed out, feeling the virgin areas, deep inside her pussy, finally stretched exquisitely by her son's hammering hardness.

Their bellies beat together in a wild uninhibited fuck. Mitch's big balls slapped lewdly against her ass as he humped his cock through her pussy with full-length thrusts.

"Ohh fuck, Mom!"

Carol would normally scold him for using the 'f' word, but not today. Today was all about the 'f' word. Today she was finally fucking her son's big cock, so he could do and say pretty much anything he wanted.

"Oh my God, it feel so fucking amaziing!!" her brain screamed. Now that she was over the pain she initially experienced from his thick meat stretching her inner-walls, she realized that he had exposed more nerve ended than she knew she had. Her fuck-sheath squeezed and quivered around him, already feeling like could explode in orgasm.

Amy squeezed her big nipple with one hand, while rubbing her clitoris with the other, while watching the mother and son fuck.

Mitch's young ass bobbed up and down between her thighs as he plunged his juicy pecker deep inside the pussy of his dreams. He loved the feel of being against her warm naked body, while she clutched him with her arms and legs and her stiff-nippled jugs sloshed around between them.

His mom suddenly threw her head back, craning her neck in pure ecstasy. "Eeeiiee, I love it!" she screamed out, her voice quivering in orgasm. She was thrilled with the fact that she could cum as hard and loud as she wanted and her husband couldn't hear her.

Mitch's cock flexed inside the hot, juice-spurting grip of her pussy-tube, his big purple knob carving the way through the squeezing, quivering cuntal tissue.

Carol was delighted by the way the tip of his boner would slam against her cervix on every downward thrust. The entrance to her womb was like a round set of puckered lips that kissed his knob, coating it with hot cervical mucus.

The sexy mother's expression contorted with the intense pleasure of their fucking. She could feel her juice-oozing cunt-hole sucking and contracting around her son's fat prick. She tightened her arms around his shoulders, clawing his back in a desperate attempt to make him shove his boner even harder and deeper inside her. "Fuck me haarder!" she cried out.

Mitch obliged and after a dozen cunt-hammering thrusts, he felt her entire curvy body writhe and tremble beneath him. "Cuuuming!" she gasped, then clutched him as hard as she could. "Ohhh God, baby, I'm cuuuminggggg!!"

Mitch's knob tingled in her juicy cunt-grip. "Ahhh!" he moaned, announcing his own impending

orgasm. "Ohhyeahh!"

He suddenly rammed his prick to the hilt in her cunt, shuddering as his balls vented a huge load of thick, hot cum. Feverishly, his mom wiggled and humped beneath him, flexing her fuck-muscles around his cum-squirting prick, helping him to drain out every droplet of cock-cream.

Downstairs, one of Jon's daughters looked over at him as they hit a patch of turbulence. "I hope they're not letting him fly the plane," she said.

Jon laughed. "You never know, honey."

"Is that what you think him and Mom are doing in there this whole time?"

"Could be," he joked. "Your brother could be sitting in the Captain's seat, with your mother as his copilot."

Little did Jon know, that directly above him, in a cozy little bunk, his wife and son were indeed flying high. Carol was straddling their teen, her sexy naked ass bouncing on his crotch as she plunged her pussy-tube up and down the length of his cock. Her hips worked tirelessly, propelling her juicy twat on the unyielding rock-hardness of her son's boner.

"Yesss!: she shouted, her long hair waving around as she fucked with youthful vigor.

Mitch's eyes were as big as saucers as he lay there watching his mom's gigantic tit-melons swing and dance right above his face. He wanted to just bury his face between them and never come up for air.

Carol shamelessly ground her shaved crotch into his, stirring her creamy pink pussy-tube with his massive erection, feeling it stretch her in every dreamy way possible. "Ohh, my God, sweet-pea, you fuck me so good!" she panted.

She clutched his chest with her nails and really laid into him, swiveling her hips up and back in a vigorous deep grind. Mitch watched her bite her bottom lip in ecstasy, her boobs were trapped between her forearms, ballooning outward. Her puffy pink nipples were so erect, they looked like they could pop right off the ends of her wobbling tits.

"Unngggh!" the mother cried out, her face grimaced in pleasure as she was struck with another intense climax. Her hips moved faster in faster in a frenzied, grinding fuck. The feel of her son's flexing cock stirring inside her juicy baby-chute was the most intense feeling she'd ever felt.

"Unngggh fuck yesss!!" he girlish mommy-voice quivered. If she had screamed like that down in the cabin, it would have alerted every passenger on the plane.

Mitch loved watching her cum. It was the most fascinating and erotic thing he'd ever seen. This was his Mom. The one who'd given birth to him and lovingly brought him up.. Now she was

naked, squirting her love juices all over his deeply embedded penis while crying out like a horny slut. He loved it!

Carol looked at Amy with smile and let out a big satisfied sigh. "Wanna turn?" she asked.

"Absolutely!" the busty stewardess answered.

Mitch watched his mother switch spots with Amy. The beautiful dirty-blond mounted his loins, her fat jutting breasts bobbling back and forth as she reached down and slipped his boner inside her aroused cunt.

"Ohhh, God, sooo fucking big!" she cried out as Mitch's stiff cock-meat sunk through her pussy-tube.

"How's her pussy feel, sweet-pea?" Carol asked her son, leaning over and planting tender kisses on his neck.

"Really good," he sighed, feeling his knob hit bottom.

Amy started fucking him, showing her true experience, as she bounced steadily, grinding and squeezing her strong pussy-muscles, making it an incredibly intense fuck for the boy. "Yess! Fuck my pussy!!" Amy cried out, humping up and down on his hardon.

Like his mom's tits, Amy's big mommy-knockers were amazing to watch in motion. They leapt heavily up and down, bouncing and rippling and beating together as she rode Mitch's cock like a skilled porn actress.

"Hump your hips!" Carol said to her boy. "Fuck her hard baby!"

Mitch bounced his ass from the mattress, spearing his boner as deep as would go. Amy fell forward from the power of his humps, rested on extended arms. Now her swinging, oversized titties were close enough for the teen to latch onto. He slurped in as much tit-meat as would fit in his mouth and sucked like a hungry infant.

The harder he slurped and chewed, the tighter her pussy got. "Ohhh! Oohhh!! "Uhhnngg!!" Amy grunted through gritted teeth, her face red and masked in pleasure.

Mitch felt her hot girl-cum spurt around his plunging boner and run down over his balls. His face was buried in boobie-meat, his teeth clamped around her rubbery nipple, tugging like a horny dog playing tug of war with it's owner.

"Ohhh fucking Christ!" Amy cried out as one juicy orgasm rolled into another. She swiveled her hips up and back in rapid humping motions, stirring her twat with a dick even bigger than her own son's.

Mitch let her gasp and grind and tremble until her cum finally subsided and she let out a deep sigh. "Holy fuck, that was good!" she panted, still trying to catch her breath.

Carol stroked his cheek, leaning over next to him with her enormous tits dangling down. "Wanna fuck us from behind now, sweet-pea?" she asked.

"Heck yeah," he answered eagerly.

The mothers crawled on their hands and knees, pointing their meaty ass-globes back at the boy. Their buns were slightly splayed and he could see the throbbing pink rings of their buttoles. Below their peach-shaped asses, their pussies glistened like wet meaty clamshells.

"Holy fuck, what a sight!" he excitedly thought, crawling up behind them.

He slipped his wet bobbing erection inside his mother's pussy first, then fucked her from behind, making her luscious naked ass beat against him. "Yesss, fuck me!" she gasped.

After a couple dozen crotch-slapping thrusts, he pulled out and moved over to Amy's rounded ass. He sunk his cock inside her pussy, feeling the spongy ribbed lining slip wetly along his tender pink hardon. "Ohh damn," the boy muttered, feeling her tighten her cunt-muscles, swathing his cock from knob to balls in a hot velvet vice.

He started fucking and the resistance felt absolutely incredible on his glans. Just as Carol's ass had, Amy's half-moons beat against Mitch's humping midsection, the fatty outer layer of flesh causing her buns to ripple just beneath the skin, turning the boy on even more.

For ten cunt-humping minutes he went back and forth between them, fucking their cunts and slapping their asses, bringing them both off at least twice.

"Ahhhh!" his voice trembled, feeling his own hot orgasm rise from the pit of his balls. "Ohhh shit!"

"Yess, cum inside us, baby!" Carol cried out.

"Give us both your hot cum!" Amy added.

"Uhhggh!! Ohh, shit! Uhhggh!!" the boy cried out as hot ball-juice pulsed from his piss-slit, hosing deep in his Mom's pussy.

Mid-orgasm, he slipped his twitching boner from Carol's cunt and buried it inside Amy. She thrust her ass back over and over, milking out the remaining cum with her smothering twat..

"Ohh man," the boy sighed, collapsing onto the mattress. The two mothers joined him, kissing and stroking his body, while rubbing their big soft boobies all over his chest.

"Mmm, you fucked us soo good," his mother said, then kissed him tenderly on the lips..

"I wish my sleep-break was longer than three hours, I'd say let's fuck some more," Amy said.

"Just being able to fuck hard and scream my ass off was exhilarating, thank you, Amy," Carol

said.

"Thank YOU!" Amy said with a smile.

"The flight crew has immerged!" Jon said, as his wife and son stepped back up the aisle. "How was it?"

Carol and her son smiled at each other. "It was...INCREDIBLE!" the mother said.

"Wow, so do tell. What did you guys do up there all that time?"

Carol got a beaming smile. "Oh God, what didn't we do? Well, technically, there were some things we DIDN'T do," she said, looking at her boy meaningfully. "but we're definitely gonna do those things too...VERY soon!"

"So did it make you wanna become a pilot?" Jon asked his son.

Mitch shrugged his shoulders and smiled at his Mom.

Carol answered for him. "I don't know about that, but on our return flight home, I'm sure he's gonna wanna spend as much time as possible in the COCK-pit, am I right, sweet-pea?"

"Uh-huh," Mitch answered with a giggle.

For the next couple of hours, Carol and her son snuggled in their row. They shared a lot of long lingering gazes, gentle stroking and squeezing and even some occasional kissing. After they ate lunch, Amy sat next to them. "You know Mitch, you're not a true Mile High Club member until you've fucked in the Lavatory."

"Lavatory?" Mitch asked.

"The bathroom, sweet-pea," Carol giggled.

"Oh. There's hardly room to stand in there," he said, "how the heck do two people go in there and have sex?" he asked.

A few minutes later, Mitch and his mother had locked themselves in the lavatory and were fucking like newlyweds. Mitch was standing with his pants and briefs at his ankles. Carol was clinging on to him, her arms wrapped over his shoulder and her sexy smooth legs around his waist.

"Fuck meee!" she cried out, even though it was her doing the fucking. Mitch held her legs while she pumped her hot cunt up and down his meaty hardon.

"Ohh wow," the boy's voice quivered excitedly, "so this is how you do it in here."

His mom had pulled her bra up over her tits and they bobbed around to the rhythm of their fucking. "Kiss me!" she gasped, then locked lips with him for some passionate smooching.

Carol cocked her thighs higher, scissoring her ankles together high across his back, while humping and wiggling in a frenzy of fuck-passion, tirelessly thrusting her juice-slickened pussy up and down the length of his cock.

Mitch's hardon thundered through her horny vagina, her vulva smacking wetly against the root of his cock on every downward plunge. "Ohh God!" she cried out, feeling her juicy cunt packed to the brim on every fuck-thrust. "Ohh God, baby, I'm gonna fucking cum!"

She fucked frantically, as a hot orgasm shot through her big titted body like an electric current. Her pussy erupted in a series of uncontrollable spasms, milking and nursing around his hard fucker, juicing all over it. Mitch's cock throbbed with intense pleasure, triggering his own mind blowing orgasm.

"Ohhhman, I'm cummming!" the boy grunted almost incoherently.

A load of cum gushed out of his stiff prick, spraying and spewing non-stop into the gooey depths of Carol's well-fucked cunt.

"Yess, cum with me! Spray your hot cum in this slut! Your slut!" she panted lustfully, flexing her fucking muscles around the long, fat, cum-squirting cock, helping to milk out every single drop.

An hour later the plane was landing in Australia. The Stewardesses stood by the door, saying farewell to the passengers as they filed out.

Amy shared a hug with Carol as the mother prepared to exit behind her husband and daughters. "Thanks for everything!" Carol said.

"It was my pleasure...LITERALLY!" Amy said with a meaningful wink.

Next, she hugged Mitch, making sure he had a moment to enjoy the feel of her big stiff-nippled jugs against his chest one last time.. "Welcome to the Mile High Club, Mitch," she said.

"Thanks," the boy responded, then walked arm in arm with his mother up the jetway.

When they arrived at the Gate, Jon and the girls were already sharing hugs with cousins who were there to greet them.

"There's the less attractive version of me!" Carol's sister Angela joked, greeting them with a beautiful smile. There was reason she said this. Carol and Angela were identical twins. Every little detail of their physical appearance was the same, right down to their huge jutting breasts.

Mitch took a second to look his Aunt up and down, amazed that she looked so much like his

mother. If they weren't dressed differently, he wasn't sure he could tell them apart.

"Fuck! She's just as stunning as Mom is!" he said, letting his eyes linger on her gaping cleavage. He suddenly became aware of the hard lump in his pants.

"Last time I saw you, you were a little boy, now look at you, not so little at all, right sis?" Angela said, flashing Carol an inquisitive look.

Carol smiled, recalling the conversation they were having before the flight. "No, far, far from little," she answered back.

Angela stepped up and gave her nephew a big tit-squashing hug. "Sounds like it's gonna be a great visit," she said with a mischievous smile.

Each mother took an arm and walked side by side with Mitch towards baggage claim. The boy's heart raced excitedly, wondering what the next two weeks had in store for him.

TO BE CONTINUED....