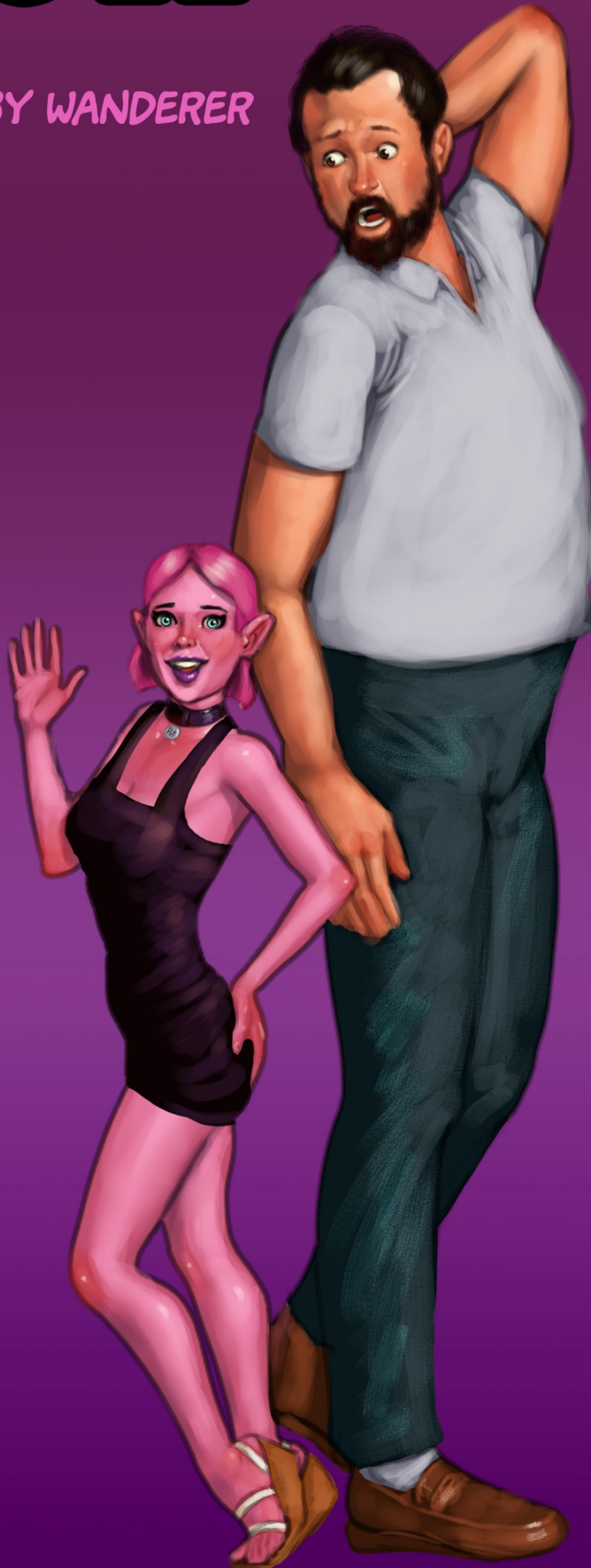


Roll Played

STORY BY WANDERER

ART BY UMBRAFOX



ROLL

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STORY BY WANDERER

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"Hey guys - sorry I'm late."

A chorus of grunts and waves met Mark as he walked into the small apartment shared by Chad and Ken, two of his friends from college. Both of them, along with their other friend Jason and Chad's girlfriend Lori (who at least favored Mark with a brief flashed grin beneath her big brown eyes) were sitting around on the couches and floor, books and paper spread out while they all peered down at them thoughtfully.

He chuckled at the lack of response.

Yep, it was game night alright.

The start of a new campaign in fact, so everyone was focused on designing their character.

Mark glanced at himself in the mirror on Chad and Ken's closet as he shrugged out of his leather jacket and hung it up. He glowered slightly at the paunch under his t-shirt - he was getting a little flabby - though his height and generally solid build hid it reasonably well. He scratched at his beard and ran a hand through his hair - annoyingly starting to thin - and then turned back to the group.

"Well, look who finally made it!"

Mark nodded with a slightly sheepish grin, and then reached out to catch the beer tossed to him by the second largest guy in the room after Mark himself - Zach, Mark's best and oldest friend - as Zach walked into the living room from the connected kitchen.

"What took you so long, anyway?" Zach asked as Mark opened his bottle and clinked it on his friend's in passing before they both took a swig.

"Well," Mark responded with a shrug, "It's a new campaign, so I needed to get new dice..."

This was answered with a round of groans and ribbing and hands thrown up in the air, while Mark just laughed, nodding at the expected abuse from his friends. Of his many particular habits when they played together, Mark's always requiring new dice for a new character was a longtime joke amongst the group.

"Yeah, yeah," Mark said with a smile at his friends, "OK, but I'm here now. And check out this cool one that I got for this character!"

He reached into his pocket to pull out the typical rectangular cube of polyhedral dice with the set he'd bought for his new character - whatever they might be - and then fished out the special die he'd purchased alongside the rest. With a flick of his wrist he tossed it to Zach who snatched it out of the air. His friend held it up and looked at it with fascination as it glittered in the light.

"Whoa - that's...that's cool!" Zach said, blinking, and with a fascinated expression on his face. The six sided die that Zach was looking at was seemingly of some multi-faceted crystal, with the numbers etched into the faces. The way it caught the light made it seem to shift colors in an



unearthly fashion, the numbers each sparkling with a different color as the die turned in Zach's large fingers. It was truly remarkable.

Everyone was so entranced by the sparkling die that no one caught the flicker of multicolored light that quickly sparkled in Zach's eyes and then faded. Zach shifted in his seat, tugging at his jeans for a moment.

"Oooo, let me see," Lori trilled excitedly, and reached out for the die.

"Where did you get that? At the hobby shop?" Zach asked, dropping the die into Lori's hand. Once again no one was watching as she shivered slightly when she touched it, color flashing in her eyes briefly as well.

"Yeah - well, sort of," Mark said, grabbing a character sheet while the new die made its way around the room, "It was weird - there was this funny little guy out in front of the shop selling little miniatures and trinkets and stuff. I guess maybe they're trying to show some of the stuff they sell to get more people in."

"Huh."

"Yeah - his sign called them 'fetishes'," this elicited a set of snickers from the room and rolled eyes from Mark, "Uh-huh. Anyway, most of them were...pretty weird. But this little one - it was just so cool, and the only die he had on the tray. So I picked it up."

While Mark and Zach spoke, Lori continued staring at the die in fascination, breathing slightly more heavily. Slowly, through her bra and t-shirt, Lori's nipples atop her heavy breasts became more and more obviously visible as she turned it in her fingers.

"Let me see," the diminutive Jason chimed in, and reached out to let Lori - reluctantly - drop the die in his hand. She shivered again after letting go - and suddenly seemed to realize what was showing through her shirt. With a stammered excusing of herself she stumbled off into the bathroom - if anyone else noticed they kept it to themselves.

While the die made its rounds for a few more moments Mark looked down at his sheet - missing the telltale shiver and flicker with each pass of the die - and tapped his pen against his cheek.

"So - what are you going to play?" Zach asked, leaning back. As Gamemaster, he had less work to do than the rest of them tonight - which was unusual for him when he ran their sessions, so he was taking it easy.

"Not sure," Mark muttered, "Was thinking of trying something new."

"Mmmm," Mark murmured, taking a sip of his beer.

"Hey," he said, looking up, "Can I have the die? Time to roll stats."

He looked up in time to catch the toss from Ken, and then grabbed two other six sideds, shaking them in his hand. Zach was a bit of a traditionalist, insisting on stats rolled up on just three dice. Mark leaned over the counter, preferring to stand rather than stake out a spot on the messy floor, and began to roll the dice, recording the results on the top of the sheet. When he was done he stared at them - his expression enough to draw a chuckle from Zach.

"C'mon, they can't be *that* bad!"

"Not bad, exactly," Mark said with another face, "Just really...weird."

"Lemme see."

Mark turned around his sheet and held it out so the others could see the numbers he'd written across the top. There were some whistles and laughs, and even Lori, walking back from the bathroom with a blush on her face, made a little "ohh" of commiseration.

The numbers read, in order, 6, 17, 18, 14, 9, 4. A mix of crazy good rolls and crazy terrible ones. Mark looked at Zach with a pleading expression, and his friend just grinned back.

"Why don't you figure out what you're going to play, and we can talk about it. Maybe I'll let you tweak them a bit."

Mark sighed - he knew Zach would probably make him stick with them unless he had a really good argument otherwise - and began to tap his pencil on the counter. What should he play? With those stats, he needed to pick a class that didn't require a lot of balance so something like a Bard or a Paladin was pretty much out. He always played the fighter type

though, and he really wanted to try something different. A spellcaster, ideally. Maybe a Druid? Though those stats didn't work very well for that either. Still - something new...

"Are we starting at first?"

"Nah - fifth, I think."

Sweet! He could change shape at fourth! That could be cool. He wrote "5" in the "Level" square and then swore as his pencil snapped. With a sigh, he lazily set the pencil down and grabbed his pen - he could always just transfer everything to a new sheet later if he needed to change things.

So...Druid? Well - he'd stat up the Druid and see what he looked like at least. Hmm...he? Mark had always played a male character in the past - he tended to play characters a little like himself, big and burly. If he was going to do something different, why not go all the way?

He stopped tapping the pen, and under "Class" scribbled "Druid" and next to "Gender" he scrawled an "F". Then went back to tapping his pen on the counter.

Suddenly he shivered and let out a soft grunt. His body had suddenly started tingling - not unpleasantly, but certainly a weird sensation. He pulled himself up, scowling as the sensation intensified, spreading out and up from his toes to his scalp - then drew a shuddering breath at a strange knot in his stomach that clenched painfully like a cramp before loosening.

Then Mark stood up straight and let out a very loud, shocked gasp at an extremely strange feeling...coming from between his legs! It was...really weird, a strange tightening and shifting followed by - if he'd been asked to describe it, it was almost like something being sucked inside him with a slow pressure.

It was a disturbingly pleasant sensation, and he only belatedly realized he was grunting softly, and blushed furiously. Though after it was finished he was left with a strange ache, as he stood there gasping and blinking, a little dizzy.

"M-Mark," said Lori in a small, odd voice, "Are - are you OK?"

Mark stood and pulled his hands off of the counter - where he'd been gripping the edge with white knuckles - and turned towards the group, swaying slightly as the room was still spinning. There was a strange sensation as he turned, of something sliding down his legs.

"Y-Yeah," he murmured, "I felt...still feel a little weird, but I-"

He paused as he realized the whole group was staring at him with variants on an open-mouthed expression of shock. Mark blinked. His voice also sounded weird - but the way they were staring indicated something else was going on. He turned to look at the mirror.

And stood, blinking for a moment, trying to process what he was seeing. There was a person he didn't immediately recognize looking back at him. As he realized the person in the mirror was blinking back in the same pattern he was, panic started to creep over him, slowly at first, but with increasing intensity the longer he stared.

The person in the mirror was him - but...not. For one thing, his face was much more slender, and his goatee had disappeared - fallen off, actually, based on the pile of hair spread across his t-shirt. And his t-shirt hung over a significantly more slender body, looking huge and baggy.

None of that was what was the source of the utter screaming panic running through his head - or at least it was a relatively minor part of it.



No, the real thing that was making him start to hyperventilate was that his pants had fallen around his ankles - his waist too narrow to hold them up - revealing slender, shockingly hairless legs.

But that wasn't what made Mark make a choking sob - no, that was what else was missing from between his slender legs. Mark tried to take a step backward - and stumbled in the jeans around his ankles, falling backwards onto his ass on the carpet, his legs splayed wide.

To display crotch of brown curls beneath which nestled a pink, puffy slit that was quite clearly, definitively and without a doubt...female.

Mark stared at the image in the mirror, making small panicked whimpers. He...was a she! He sort of looked like himself, but...softer and more slender all around. What -

"What - what the fuck is going on?!"

Mark looked over at Chad, who was staring at she-Mark in the mirror. Chad, though a good guy, had a well-deserved reputation for crudeness, so it was perhaps not surprising that while everyone else was blushing and trying to look away, Chad was clearly staring at Mark's...

Mark couldn't even bring himself to think what Chad was staring at.

Still, he'd said exactly what was going through Mark's head.

"I - I don't know," Mark whimpered, realizing that his voice was distinctly feminine as well, though low and still vaguely his, "I - I..."

Mark blinked again. What he was thinking was...insane.

"I - I wrote 'Female' on my sheet...and then - this."

There was a long, pause - as all of them looked down at their own largely filled out sheets with something like horror. But clearly whatever was happening had only affected Mark. So far, anyway.

"Let me see that sheet," Zach said, and reached up to grab it from the counter. He looked at it and then grabbed a pencil and scribbled something on the sheet. His eyes widened after a moment.

"What the hell?" he said in a shocked voice, "When I cross it out it just comes back!"

He glared at it for a moment, and then - with a furtive look up at Mark and a slight blush as he looked away from the dazed Mark's still-spread legs, he scribbled something with the pencil, then crossed something else out. He looked at it with a surprised expression, then looked up to meet Mark's eyes in the mirror.

"W-What? What did you-"

Mark gasped as he started to tingle again - and then groaned as the tingle intensified, again disturbingly pleasant, though different from last time. Involuntarily his body arched on the ground as he leaned back on his hands - and he was too distracted to notice the others all staring at him with embarrassment and also obvious interest (including Lori, despite her furious blushing). The tingling moved around, but seemed particularly focused on his chest and head - and he felt a tickling on the back of his neck that increased as he writhed, moaning.

Finally it stopped and he collapsed back down onto his elbows, gasping for breath. He looked over at his friends - to find them staring back at him with an even more shocked expression.

"Wh-what?" he said, and then started at the voice that came out. A throaty, husky voice. Very, very female. And very...very...

He turned to look at himself in the mirror.

The creature that looked back at him might once have been Mark...but she definitely wasn't any more. She was very, very female.

And very, very sexy.

Mark was still tall, though several inches shorter than his usual height - but what had simply been slender legs before were now gorgeously perfect limbs, rising up from beautiful feet to join at perfect hips. Moving up the body, under the ratty t-shirt was an obviously flat belly, but the shirt now lifted up to the perfect C-cups rising and falling on Mark's chest, her largish



nipples clearly visible. Her shapely neck flowed into a face that was something out of Mark's dreams - pretty, high cheekbones and a lovely aquiline nose giving her an exotic look. Completing the image was her hair - darker than Mark's normal brown, and tumbling over her shoulders in a thick, wavy mane.

He - she? - was the most gorgeous woman Mark had ever seen. Certainly in person, and maybe period.

He dragged his eyes away from the female vision in the mirror with some difficulty, and then looked into Zach's stunned - and equally staring - eyes.

"What...what did you do?" Mark asked, plaintively, though in his new husky voice it still came out sounding like an invitation.

"I - I was curious so I put the 19 into your charisma score."

"19," said Jason in a shaky voice, "His highest was an 18..."

"Well, yeah," Zach said distractedly, "But she's - *he's* fifth level..."

Mark blinked at the revelation of what Zach had done and then looked back at himself - his eyes confirming that the rest of the group was staring at him in fascination as well. He couldn't help it as he looked into the mirror, trying to pretend that he wasn't looking at himself. He felt a warmth and a tingle wash over him as he licked his lips (giving himself a shiver at the expression on the beautiful woman's face), and felt the tingle spread to several distinct locations - his visibly hardening nipples, and his-

Mark blushed furiously as he saw that his quite female and quite gorgeous...lower region, had grown darker - and parted slightly...and was visibly glistening with wetness as the tingling increased. Mark quickly pulled his legs together and under him, sitting up. His eyes happened to catch Lori's and his blush deepened. Her expression was one of multiple emotions - though she was scowling at him in what looked like jealousy as Carl seemed unable to take his eyes off of his new body. Lori hated Carl's wandering eyes - apparently even when they were wandering to Mark.

Shakily, Mark pulled himself to his feet and tugged his t-shirt down to try to cover his body at least a little - though his new breasts shifted distractingly beneath the shirt as he did so. And however he stood, his legs and pert ass seemed to lean in inviting directions, drawing the attention of all of the males in the room.

Carl let out a soft groan.

Lori rolled her eyes and plucked the sheet from Zach's hands.

"Why don't we try something else?" she said, with a forced smile. She reached down with her pencil and scribbled something.

"Wait, maybe we shouldn't-" Zach started, but was cut off as Mark let out another grunt of surprise at the feeling of changes beginning again.

All eyes in the room focused in on him - and widened.

Mark grunted and groaned as the room shifted around him, seeming to slide downward. He shook as new sensations rippled through him - and then started at a ripping sound. He let out a yelp as a sudden sharp pain on his chest, and reached one hand up - to find it cupping a large, soft

mass on his chest. Finally he stopped, and pulled himself up again, gasping. Then looked around in confusion.

"What the-"

He stopped as the voice that came out was several octaves lower than his previous one - though still surprisingly sexy sounding. Weirder was the fact that he now seemed to be towering over the room, all of his friends staring up at him in shock.

"Lori, what did you-"

Mark trailed off as he turned to look at himself in the mirror.

Mark was normally pretty big at a little over six feet. His new body dwarfed that. She had to be at least six and a half feet tall, her head nearly reaching the lights hanging from the ceiling. The ripping sound was explained by the fact that Mark's t-shirt had torn in multiple places as it was filled with the very feminine but very large and muscled body inside - and the enormous basketball-sized breasts straining at the fabric now. Her skin was a pale olive green, and dark green hair tumbled over her shoulders, matched by the dark green fur at her crotch - again completely exposed since the torn t-shirt barely came to her midriff. Her face was vaguely bestial - still gorgeous, but also quite clearly non-human, with small tusks poking up from her lower teeth through her lips.

Lori had clearly assigned her race to "Half-Orc" - of which Mark was now a shockingly attractive representative.

And seemingly not just on the outside. Mark let out a soft growl as his mind filled with the faintly animalistic and aggressive nature of his new species. He couldn't suppress a feral grin - half-orcs *liked* being half-orcs...

"Lori, what did you do?" Zach barked, snatching the pencil from her hand, but missing the character sheet as she yanked it away.

"I thought maybe something a little weirder would keep you pervs from staring at her so we could figure this out. Clearly I was wrong."

Indeed she was. If anything, the guys were more enraptured by the exotic, inhuman, but still savagely beautiful creature Mark had turned into. He swallowed, discomfort and...other feelings at the eyes on his mostly naked body warring within him. He felt a strange tightening sensation in his nipples, and had to force down the almost animal and inviting grin his half-orc nature wanted to display at the attention.

"Oh my god," Carl groaned, staring in obvious arousal towards Mark's new form.

Mark opened his mouth to tell Carl to shut up - they needed to calm Lori down...but the damage was done. Anger flickered across Lori's face (and Mark thought he caught an odd flicker of green in her eyes) and grabbed a nearby pen and quickly scribbled something in the bottom of the sheet, under the "personality" section.

"Really? Is this what you want?"

Before Mark could ask what she wrote, he drew a shuddering breath. All eyes were on him as he began to gasp and shudder, eyes wide. He



squirmed, trying to fight the sensations roaring through him...

...and then with a growl he lifted one large - but pretty - claw-toed green foot up to the stool next to him, and heard the gasps from around the room as they saw his...his...

Oh god.

His sopping wet pussy, his aching cunt. There was no doubt what it was now, and that it was his. A glance at his gorgeous and strong new body in the mirror showed him a flower that had unfurled wetly, olive-green lips spread and literally dripping with wetness.

His new body burned with lust - and increasing need.

Arousal burned through him as he growled in his throat and reached a large hand down toward his crotch. Somewhere in the back of his head the part of him that had once been Mark yelled in horror and dismay and his hand stopped briefly.

Then the lust-filled half-orc woman surged forward again, and with another throaty growl, he shoved his clawed hand up against his pussy.

The throaty howling moan that came from his lips made everyone jump, even as they stared rapt at the scene in front of them. Mark ran his fingers between the folds of his new pussy, feeling his hand rapidly grow slick and slippery from his copious juices. And the feeling - the feeling was incredible and utterly different than anything he'd ever felt before. His thumb brushed his swollen, huge clit and his back arched as he let out a loud animal yelp of pleasure. Every stroke seemed to increase the ache between his legs, while sending arcs of pleasure through his massive body.

As the arcs coalesced in his large, aching nipples, he groaned and reached a hand up to paw at them through the ruined t-shirt, then with another growl ripped the fabric open and tossed it aside. Huge, heavy breasts bounced free, with large, thick green nipples that were rock-hard in arousal - one sporting a large gold ring dangling from it. He began to thumb his nipples and groan in pleasure as he roughly pulled and clawed at his enormous - E or F cup at least - new breasts.

For many long moments the only sound was the huge green woman playing with herself in the center of the room - wet noises of her hands moving between her legs, and grunts and moans of increasing pleasure as she figured out her new body and what felt good to it. Like everyone else in the room, she stared at herself in the mirror, growing more and more aroused at the vision, even if Mark was trapped inside her.

"What," Zach finally managed to choke out in a strangled voice, "What the hell did you do to him, Lori?"

Lori - as rapt and shocked at what was happening - was staring open-mouthed at the thing that used to be Mark playing with herself in front of them, the sheet dangling in her hand, forgotten.

Her own nipples had grown visibly hard again.

Ken tore his eyes away from Mark's display, and yanked the sheet from Lori's hands. The woman started and then looked over at Ken to glower at him, sticking out her tongue. Ken looked down at what she'd



inked on the sheet and then looked back up at her with a horrified expression.

"'Horny slut'?! Seriously?! Lori - that's *MARK*!"

A flicker of uncertainty washed over Lori's face - and then she shifted into a petulant pout, and then crossed her arms and stared back at him with a defiantly smug expression.

"Well, that's what you guys were all looking at her like! I just thought she should act the part. I-"

She stopped and looked over to where Mark had suddenly let out a loud growl, and found that he - she - was staring at Lori with terrifying intensity. Her huge chest and breasts heaved with each deep breath and she whuffed low in her throat like an animal, fingers still working between her legs.

The look on Mark's face as he stared at Lori was something not entirely unlike hunger.

To any rational human, it was terrifying.

"M-Mark?" Lori said in a small voice, as she cringed under that gaze. Yellow light sparkled brightly in her eyes, overtaking the green, though no one but Mark could see it - and he was very much too focused on other concerns to care.

Lori's smug self-satisfied expression melted away to one of fear as the huge half-orc woman that was Mark lurched towards her with a deep growl in her chest. She squawked and tried to back away across the floor - but the huge half-orc was upon her almost instantly. Eyes wild, Mark grabbed Lori's sandy brown pony tail in one large clawed hand, eliciting a terrified squeal from the girl as her head was roughly yanked back. She opened her mouth, clearly to try to sob out an apology - but that wasn't what Mark had in mind. The half-orc woman squatted slightly spreading her legs.

"Lick!" she rumbled in her throaty, low voice, and before Lori could even register with horror what the huge woman was ordering her to do, Mark - fingers wrapped tightly in Lori's hair, yanked the smaller woman's head forward and shoved her face into Mark's dripping wet pussy.

Lori let out a disgusted, muffled wail, thrashing beneath the huge woman - with about as much effect as she'd have had pounding on a brick wall. Muffled sobs came from between Mark's thighs, and moans that were clearly begging for release. But Mark's animal lust was utterly unmerciful, and he simply tightened his grip on her hair and pressed her face harder against his pussy.

"LICK!"

Lori kicked and sobbed - and was clearly going to start suffocating soon. Mark could feel her face moving against his pussy - sliding slimily around in his juices - and finally with a pathetic wail, he felt Lori's tongue tentatively slide out and slip along his new, wet pussy lips.

Mark shuddered in delight at the glorious sensation, eyes rolling back slightly in their sockets.

As Lori began to lick with more enthusiasm, Mark began to make low growls and whuffs of pleasure. He loosened his grip on her hair and Lori pulled her mouth away for a sobbing gasp of air - but at a tightened



warning on her pony tail, she dove her face back into Mark's wet cunt and continued licking of her own volition, or at least more under her own control. Mark sat there and whuffed over her face for a few long moments.

And then he turned his head and sniffed the air.

In a smooth motion, Mark pulled her face away from his pussy. Lori dangled there, dazed, and blinked in confusion, gasping for breath. Her face was completely coated with Mark's pussy juices glistening and wet. Her eyes sparkled with colored lights - red and yellow and purple, and particularly blue. As she caught her breath with a small sob, she again seemed to prepare to say something...

...only to have Mark drop her head roughly to the floor and spin above her to squat down onto her face once more, this time facing down Lori's body.

With a little jiggle from Mark on her mouth, Lori sobbed and resumed her licking.

Whuffing softly with pleasure again, Mark - eyes utterly wild - looked down at Lori's heaving breasts, hanging down to either side of her chest where she lay on the floor. He stared at them for a moment, sniffing some more.

And then almost casually reached down and ripped her shirt and bra open with large clawed hands.

Mark felt Lori squeal in dismay as her jiggling breasts were exposed to everyone in the room, and he vaguely heard a couple of moans and gasps from the others - but he was in some kind of heat, and focused on what was beneath him. Lori's body was soft and slightly pudgy, but in a way that mostly made her curvy and sexy. Mark had always found her attractive, and now even more so. He reached down and pawed at her largish breasts (though much smaller than his own, now) roughly for a moment - eliciting more sobs from Lori, but a small yelp as he played with her small nipples was not entirely of protest.

Then he sniffed again - the smell was getting stronger.

Mark reached down and tore open Lori's skirt and panties, peeling her like a ripe fruit.

Lori sobbed as her own body was fully exposed to the group.

Mark growled in pleasure as Lori moaned and sucked Mark's oversized clit between her lips - clearly hoping to distract him and end this as quickly as possible. The rush of electric pleasure was shocking - but had probably the opposite effect she'd intended. The smell was making Mark wild now, and he grabbed her slender ankles in his large clawed hands, pulling her legs apart to expose her lewdly.

The smell slammed into Mark like a drug.

Lori's thighs glistened. She may have been humiliated and disgusted by what she was being forced to do - but she also was quite wet. For a human.

Snuffling and grunting with excitement, Mark lowered his pretty bestial head to Lori's delicious-smelling pussy - and drew his rough, thick tongue through her wet lips.

Lori bucked and squealed beneath him.

Overwhelmed, Mark began to lick and slurp at her wetness with animal excitement, his rough tongue sliding everywhere, and pressing hard down onto her clit. Lori jerked and moaned - and then began a set of high, chirping noises as she rhythmically humped against his face. Lori was cumming, hard. She chirped and whimpered with Mark's large clit sucked between her own lips, sending delightful sensations through his new female form...

Mark suddenly pulled his mouth from between her legs, threw his head back and howled.

The explosive orgasm was like nothing he'd ever felt before as it ripped through him. He felt heat and wetness erupt between his legs while

Lori choked and sobbed - but continued to suck his clit. Overwhelming pleasure coursed through him, and a sudden lust for blood and for fucking and for being fucked and for biting and clawing and...

Finally with choked huffs and barking noises, Mark's orgasm began to wind down. Vaguely he realized Lori had gone limp beneath him - her faint whimpers and the rise and fall of her exposed breasts said she was simply exhausted.

Mark was just warmed up.

Lust-mad, he looked around the room to find the other guys staring at him with stunned expressions, frozen in place.

Their eyes all glowed bright red as they stared at the two women entwined on the floor. Mark's wild eyes scanned them - and fell on Carl, sitting a few feet away. Carl's eyes flickered with red and orange as he stared in obvious excitement at what the female half-orc was doing to his girlfriend.

Mark's eyes drifted downward.

Carl was quite excited, in fact.

Somewhere in the distance, Mark's real mind screamed in horror - but without moving from her position atop Lori's face (with Lori's tongue still weakly licking her and sending little shocks of pleasure up Mark's body), the half-orc woman leaned over with a low, almost purring sound.

And drew her tongue slowly up the large bulge in Carl's pants. Carl groaned in pleasure.

Suddenly, Mark's body was tingling and shuddering again. The feel of another change was enough to force his mind back up once more and he pulled away with a sob of disgust and humiliation he slid off of poor Lori, crawling across the room with a choked sob as he felt his voice and body changing again, shifting and shrinking.

Finally, gasping for breath, he rolled over and looked back.

Poor Lori lay on the ground, blinking dazedly. Her face, chest and hair were soaked with wetness, and she lay in a large wet stain around her head on the carpet. Clearly when he'd cum, Mark had drenched her in pussy juice. She moaned softly, her naked body surrounded by the remnants of her clothes, but was clearly too exhausted to move.

Her eyes flickered with bright blue and violet, and the occasional flash of red.

Mark's eyes flashed past the heavily breathing Carl, who looked disappointed and confused, over to where Zach was holding Mark's sheet and a pencil. His eyes still glowed bright red, as he stared at Mark.

"Wait, how did that work? None of the rest of them did." Ken breathed from behind his own glowing red eyes, which turned to stare at Mark once more, with obvious interest for whatever he'd turned into.

"I - I don't know...I just erased it and changed it," Zach stammered out.

Mark, head spinning, choked out a small sob.

"Oh god...what did I do? Lori, Carl - I'm sorry...I..."

Mark trailed off at the sound of his voice, and then looked over into the mirror. And gasped at what he saw.



Where before he was massive, he was now tiny - under five feet tall, certainly. Where before he had been burly and green and bestial - he was now pale and slender, almost fragile looking. But still slightly alien...inhuman.

Elfin.

Small, apple sized, perfectly perky breasts rose and fell with his breath, small pink nipples still hard. His pale skin was perfect and smooth - completely hairless in fact, other than the long, lustrous blonde mane that he felt tumbling down his back and resting against his ass, pooling on the floor behind him. That hairlessness was complete - his crotch was utterly



bare, the pink mounds between his legs making him look almost like a little girl.

But as his mind adjusted to its new form, he knew he was anything but a girl - he was something ancient, and...practiced.

Mark blinked his oddly shaped eyes in his beautiful but narrow face at himself in the mirror, his long, pointed ears thrusting up from his beautiful hair.

He was absurdly beautiful.

He turned at a groan from behind him, and found Zach's eyes tracing up his pert little ass to the vision in the mirror. Their eyes met, and in them Mark could see the red glow he'd seen in the others, flaring intensely.

He made a small whimper, but then the ancient elfin part of his brain pushed him aside, relegating his dismay at what was happening to him to a small, wailing corner of his mind.

She smiled at Zach.

Mark knew - and thus she knew - that Zach had always had a particular thing for elves, from when he'd been young. A surge of lust and excitement went through her as she turned to let him see her body more fully.

For of course, her single defining personality trait remained unchanged.

"You like what you see?" Mark said, even as he tried desperately to regain control. Her voice was as gorgeous as she was, silky and husky, and somehow musical.

Zach could only groan.

The gorgeous elf-woman drew herself up, her hair brushing against the back of her knees, and began to walk towards Zach, ignoring the gasps and soft moans from the others. Zach stared as the vision slowly walked towards him, slender girlish hips swaying with each step.

When she lowered herself in front of Zach, feeling tiny compared to the much larger man, Mark desperately tried to regain control, sobbing inside his own mind, begging himself not to do what he was doing - but the ancient creature he'd become ignored it, her own aching desire filling her. She lifted slender hands to Zach's pants and began to slowly unfasten them, while Zach stared down at her, eyes blazing with lust of his own. Still, he managed to choke out:

"Please...what about Annie?"

Mark - or the new creature Mark had become - looked up at him with those gorgeous eyes, and smiled a devilishly angelic smile. Annie, Zach's wife, had been Mark's friend since they were kids - and Mark had ultimately introduced her to Zach in high school. Mark knew she was the only girl he'd ever slept with, and vice versa.

"She'd never believe this anyway, would she?" elf-Mark said, slowly sliding down Zach's zipper.

Zach groaned - but managed to whimper out one last protest.

"Please...Mark - don't..."

Zach's protest was given the lie as the elf woman tugged on his jeans, and he lifted his hips to slide his jeans down around his ankles, leaving him only in his boxers - from which his rock-hard cock popped, eliciting a delighted sigh from elf-Mark.

"Or perhaps we'll have her join us? Would you like that?"

Zach moaned, as elf-Mark slid her slender fingers around his cock, inches from her face, and sighed again in delight, even as inside Mark gibbered in horrified disgust. Zach's cock was not huge - about average - but Mark felt his beautiful elfin mouth start to water at the sight of it, and the feel of it throbbing in her hand. Mark sobbed and wailed inside, pleading to

stop - but the elf woman just sighed and leaned forward...and slid her lips over Zach's warm cock, shuddering with delight as it slipped past her lips.

Zach let out something between a groan and a sob.

Her tongue brushed the tip, and she tasted his salty pre-cum, and shivered again and delight. Then she started to slowly work up and down his shaft, tongue flicking in just the right places, going lower and lower, feeling his warmth fill her mouth. She moaned softly. Her body loved this. And she was an absolute expert at it - in her long life, her long, slutty elf life, she'd sucked dozens...hundreds of cocks. And though she couldn't remember any of them before now, she knew exactly what to do, exactly where to lick and suck and tease and stroke with her tongue to draw out Zach's pleasure, as she knelt before him and he moaned above her...

Zach let out a yell, and suddenly his hot, salty cum was pouring into Mark's mouth as she sucked and began to gulp it down. She shuddered - and with small soft whimpers had a tiny little orgasm herself as the hot, slimy liquid slid down her throat.

Mark screamed in horror inside.

Zach collapsed back onto the couch, gasping, as the elf woman between his legs continued to make small whimpering sounds around his cock, sucking every last drop of cum from inside him. The crushing guilt at what he'd done - both to his friend and to his wife - forced a sob from his throat.

"Oh god...Mark...what did we...how can I ever...ohhh...what - what are you doing?"

The elf woman had not even paused her mouth's movements on Zach's cock, and instead had shifted them to touch different spots now that she'd emptied it of cum - for now. Zach groaned, staring with something between amazement and horror as her head bobbed in his lap.

By the time she finished a few moments later, sliding her perfect mouth off of his cock with a soft slurp, he was as hard as he'd been when they started.

Shuddering with lust, the small woman clambered up onto the couch onto Zach's lap. His eyes still blazed with red, even though guilt was painted on his face as well. Showing incredible restraint he reached up and caught her by the hips as she swung her leg over him and started to lower herself onto his twitching cock.

She sighed in delight at the feeling of his strong hands around her tiny waist. And then shivered as she felt his cock brush against her glistening, hairless pussy lips.

"Please," Zach groaned, "We can't..."

Mark - or not Mark, as Mark had been reduced to a sobbing wreck inside somewhere - leaned forward and breathed in a voice filled with lust:

"Pleeeeeease," she begged, "I need it...I want you to be my first..."

Again, she had the vague sense that he was anything but her first, or even her hundredth, but it had the desired effects as she wriggled her hips - and he let go with a sob at his own weakness. To distract him, she lifted

his hands to her pert little breasts, with a soft moan as they disappeared beneath his huge human palms, and then lowered herself onto his cock.

She groaned in shock as she felt the tip enter her.



She knew he wasn't huge - for a human - but to her, he felt massive. Zach sobbed out a moan of his own as she forced her tight little pussy down his shaft, feeling himself stretch her even as she gasped and moaned.

Mark came back to life slightly in their head with an internal sob at his first feeling of being penetrated as a woman. He moaned inside at the

utterly alien feeling of being *full* down there - and was horrified at how much he liked it.

For the first time, the elf woman and the man she'd been were at least slightly aligned in their lust.

Trembling and whimpering softly, she slid down Zach's cock, feeling it twitch inside her incredibly tight pussy. Her elfin pussy seemed impossibly sensitive, and she could feel every bump, every vein of Zach's cock, could feel the ridge of the head tracing its way on her wet, soft inner flesh, until finally, shaking with pleasure, her ass settled onto his warm lap.

She leaned her soft body into Zach, feeling his strong arms wrap around her, and shuddered for a few moments at the feeling of being filled by her friend. Mark whimpered inside - but his own feeling towards his longtime friend mingled with hers and with the overwhelming arousal and attraction to blend into an emotion that Mark tried to recoil from, to suppress, but...

"Oh god, I love you," breathed the tiny elf woman, kissing Zach's neck.

Zach stiffened against her in shock - as well as inside her, eliciting a soft moan. Before he could respond, could remember that he had a wife, could remember that the gorgeous creature on top of him had until recently been his quite male best friend, elf-Mark began to slide her small body up and down on his cock, reducing Zach to moans of ecstasy.

The feelings of pleasure for Mark were mind-melting.

Where as the half-orc, pleasure and fury had intermingled for a heady mix of bestial lust, the elf's body was so sensitive that every motion sent waves and ripples of aching delight through her. It was as though every patch inside her pussy was a clitoris unto itself, and her nipples and actual clit throbbed with each motion of Zach's cock inside her, sending a burst that felt like a tiny orgasm through her each time.

Mark moaned in mindless pleasure - and it was very much his moan. The human mind was not built to experience pleasure like this, and his slowly fractured under the onslaught. His male mind disappeared into the female body he inhabited, becoming an aching creature of pleasure and lust.

The words that tumbled from his mouth in melodic gasps and moans into Zach's ear were just as much his as hers.

"Oh god I love you...I belong to you...I am your toy, your plaything...I'll do anything you want...anything at all...I'll be your slave...your wife's slave...you can fuck me and share me with your friends but I'll always be yours...forever young and perfect...your little elf slut...cum inside your little elf slut cum inside meeeeeeeeeEEEEEEEEEEEEEEEEEEEE!!!!!"

Zach's cock swelled, stretching her wider and wider - and then suddenly there was a warm liquid rush spraying into her belly as Zach yelled out, grabbing her hips and pinning her little body helplessly against him. Her own voice rose to a squeal and then a shriek as what was already impossibly intense pleasure rose into something just shy of pain as

Zach's cum poured into her belly, pleasure no human was ever meant to feel.

"Mark" shattered.

By the time she stopped screaming in pleasure, her voice was hoarse and almost just air escaping, and she collapsed against Zach, who held her tiny body close to his, stroking her long hair, while she moaned wordlessly, unable to speak. Eventually, when it became clear she wasn't going to move on her own, Zach lifted her in his strong hands - eliciting shuddering whimpers as his softening cock slid out of her hairless pussy - and then lay her limply on the couch next to him. She just lay there and shuddered, staring mindlessly at the ceiling, one small foot dangling to the floor as Zach's cum dribbled out of her.

"Jesus," someone said. Someone who Mark would once have recognized as "Jason".

Zach looked up, as though only now remembering that his friends were still in the room. Again they all looked back at him with glowing red eyes - except for Lori who had managed to pull herself up into a naked little ball against the couch, her tattered clothes strewn about the floor. She trembled with wide eyes that flickered with bright blue, red, and violet.

"What - what's going on with everyone's eyes?" Zach muttered, looking around - and then his eyes fell on Ken. Who was holding Mark's sheet.

"OK, give that to me."

Ken looked up at Zach and scowled. His eyes flickered between red and green, particularly striking against Ken's dark brown skin.

"Shouldn't the rest of us get a turn?"

"What?! What do you mean, 'turn'?"

Ken shook the sheet, as though to indicate exactly what he meant.

"Everyone here knows your elf fetish - and you got exactly what you wanted."

"What the fuck are you talking about?" Zach growled, "I was trying to help Lori! And Mark! I certainly didn't plan on fucking my best friend after he turned himself into a girl-"

"But you did, didn't you?" Ken snarled, "Just like Lori obviously got what she wanted, being dominated like a slut..."

Lori choked out a sob - and shuddered in something that was not entirely disgust. The sparkling lights in her eyes intensified, with a distinct shift towards more blue and violet. Carl glanced down at her and his own eyes flickered red and orange as he stared at her thoughtfully. Jason's red eyes wandered from the naked Lori to Mark's semi-conscious, well-used elf form on the couch - then drifted back to Lori, and he nodded vaguely in agreement with what Ken was saying.

"And now it's my turn!" Ken continued, eyes wild as he scribbled on the sheet with his pencil, making marks in several places on the sheet.

"Wait - Jason, don't," Zach choked out - though whether it was in protest in having his perfect elf lover taken away, or in actual protest of turning their friend into their sexual plaything, even he couldn't have said.

But of course it was too late.

Mark moaned as his exhausted body began to tingle once more, and lifted his head in confusion, his mind still fragmented and confused.

"Wh-what...?"

He groaned as he half slid, half fell of the couch. With the changes he was undergoing, unfortunately the aged mind of the elf slid away - leaving him with a cacophony of horror at what he'd done. He'd sucked a guy's cock! He'd sucked *Zach's* cock! He'd tasted his best friends cum, and felt his cock inside his...his pussy.

And oh god, it had all felt so good.

Mark pulled himself to his feet, stumbling away, sobbing...

And then pulled up in shock at the sight of his new body in the mirror.

He was even shorter than before - now at most four feet tall. But now he was anything but tiny.

His body was wide and squat, with round, thick-nippled breasts almost as large as the ones he'd sported as the huge Half-Orc girl. Thickly muscled arms dangled down almost to his knees along his thick legs. He was, of course, still gorgeous - a wide, pretty, square-jawed face framed by lustrous, curly red hair - but in a completely different way once more.

"K-Ken...why did you...what...?" Mark stammered out, then paused at the stereotypical faintly Scottish-sounding brogue that rolled from his tongue, identifying his new race as if the image in the mirror wasn't enough.

He'd become a Dwarf.

He turned to look at Ken, to beg him to stop - but once again the simmering arousal started in and Mark let out a small sobbing gasp. In this body, it turned into a throbbing ache almost immediately - but there was something else twisting in his brain...Ken had changed something...

Ken stared at him with a grin, eyes flickering with red and orange light, similar to his roommates.

"Come here," Ken growled hoarsely, staring at the thick dwarven woman with obvious lust.

Mark felt a sudden *need* to approach Ken, and stumbled towards him as commanded - and in obeying the heat in his loins seemed to flare further. He choked out a sob of arousal as he moved over towards Ken, pulling up in front of his friend and looked at him - almost eye to eye, though Ken was still sitting down.

"K-Ken, please," Mark sobbed in his accented voice, and then stopped. When he'd said Ken he felt...wrong. He couldn't figure out why but that wasn't right. Ken grinned at him, seeing his confusion.

"I think you used the wrong word there," Ken said, "Didn't you?"

Mark trembled, confused - and then with a rush of horror it clicked somehow in his mind.

"Yes," Mark choked out in a sob, "M-Master."

Ken let out a soft groan - as did Carl, next to him.

"What did you do, man?" Carl breathed, staring at Mark's dwarven form. He reached over and grabbed the sheet, and looked at the additional words written into Mark's new personality. Then sighed in excitement.

It now read "Horny slut" in pen, and in pencil beneath it: "sex slave."

"Ohh, man," Carl groaned, looking up, "Will that work?"

"Let's find out. Mark - ugh, can we change that? That's just weird."

"Sure," Carl said with a grin, grabbing a pencil, "Let's make it easy..."

He showed it to Ken, who chuckled.

"Good enough for now, I guess. Markie, on your knees."

Markie blinked - and realized with horror that she couldn't remember what her name had been before! She knew she had been a guy and her name had been...what? Was it something like Markie? She choked out a sob, trying to remember.

And then she felt the pressure building in her head. Markie let out a moan and fell forward onto her thick knees on the couch in front of Ken. She couldn't even stop the words from coming out of her mouth.

"Yes, Master," she moaned, and then shivered at the rush of arousal that went through her at that.

"Ohhh, yeah," Carl groaned again, "That is hot."

His eyes flicked towards the balled up Lori, who stared at Markie on her knees with a horrified and fascinated expression on her face. Her eyes continued their flickering through blues and reds and purples.

Ken grinned at the kneeling Markie, who looked up at him with trepidation.

"I want you to beg to suck my cock."

Markie choked out a sob. But-

"Please," she whimpered, utterly unconvincingly, "Please let me suck your cock."

Ken rolled his eyes, his lips thinning.

"Not like that! You **need** to suck my cock! I want you to mean it!"

Markie whimpered - and then gasped. Her mouth started to tingle...and then ache...and then...

"Oh god," Markie sobbed, "Oh god Master, please let me suck your cock! Please...I need it in my mouth...please I'll suck it so good...you can cum in my mouth, Master please!"

Markie's voice rose to a plaintive wail, as she shook with desperate urgency. She didn't **want** to suck Ken's cock - but she **needed** to, desperately. She thought she might be sick if he didn't let her have it in his mouth soon...

Ken grinned at her desperation, then nodded.

"OK."

Markie sobbed loudly, and lurched her thick body forward, fumbling desperately at his jeans with thick fingers.

"Thank you master," she sobbed as she worked, "Thank you master, thank you thank you..."

Ken's pants came down and his cock popped free - black and much larger than Zach's. With another choked sob, Markie leaned forward and plunged her mouth down onto it, filling it slip to the back of her throat.



The feeling was totally different than before. This was need, not want - and though the thick cock filling her lips sated her urgent need, and she worked desperately to please her master, she was filled with disgust and humiliation at what she was doing, her male brain trying desperately to reject the cock in his mouth once more.

And once again the needs of his female body completely overrode him.

"Slower, slut," Ken growled, "And deeper...but don't make me cum yet."

She shuddered at the epithet - which only made her hotter - and then felt his hand on the back of her head, pushing her down. With horror, she realized what he meant by 'deeper' - as she felt his large cock pressing against the back of her throat. She whimpered, gagging and struggling...

"I have an idea, man," Carl groaned, still staring with red-gold eyes, "Give me her sheet."

Ken looked at him suspiciously.

"Don't worry, man, - I know it's your turn. Trust me."

Ken let out a soft groan as Markie gagged in his lap, and then handed the sheet over to Carl. Carl grinned, and grabbed his pen and scribbled something on the sheet.

Suddenly, like a door unlocking in her head, Markie began to do something differently with the cock in her mouth, eliciting a surprised moan from Ken. With a whimper, she started to slide her mouth down his shaft, feeling the tip bump against the back of her throat - and then start to slide inside it. She swallowed slightly, but without gagging, her mouth filled with the salty taste of his pre-cum.

"Sh-shit! What did you do?" Ken groaned in obvious delight.

Carl grinned.

"I gave her five ranks in 'Perform (Sexual Techniques)'"

Ken stared, and then barked out a laugh - and then groaned again as his cock was three quarters of the way inside Markie's mouth now. Carl watched for a moment - and then turned his burning eyes towards his girlfriend. They were blazing orange.

"I want you to be like that," he growled.

Lori looked up at him, her own eyes flickering yellow and blue.

"Wh-what?" she said in a pathetic voice.

"I want you to be a slutty sex slave just like that."

"Carl," Lori choked out in a sob, "That's disgusting! I'm not - I wouldn't-"

"Yes, you will," growled Carl, "You want it...don't you...that's what you want...to be used and told what to do...who to fuck...who to suck..."

Lori sobbed, trying to protest, but shrinking in on herself as Carl spoke. She had always been the tough girl, the girl in charge, with most of their group wrapped around her finger. She'd known almost all of them since college, and had fought dating any of them for years while they gamed together and hung out together, until she'd finally been woo'ed by

Carl after they'd all graduated. Even then, she'd always been the more dominant one in their relationship - even though she sometimes let him take charge in bed.

She didn't...she couldn't...

"Say it," growled Carl, "You know what you are! Don't you?!"

Lori sobbed, her eyes flaring blue.

"Y-Yes," she whimpered.

"Yes what?"

"I...I," Lori sobbed, and then choked out, "I'm...I'm your little slave slut..."

"Show me," Carl breathed.

Lori choked out another shuddering sob - and then slowly unrolled herself, letting her big breasts fall free for everyone to see once more. (Neither she nor Carl seemed to notice Jason's soft groan as he stared at her naked body.) Her eyes flickered violet and blue as she crawled to her knees and reached with trembling hands towards Carl's pants...

"Uh-uh. You need to prove what a good slave you are..."

Lori looked up at him with a horrified expression, trying to figure out what he meant, blue and purple glowing eyes blinking away tears, belied by her rock hard nipples. Carl grinned and then jerked his head towards Zach, still standing, fascinated and horrified by the dwarf girl deep-throating Ken.

"Your job is to clean up after everyone's messes from now on..."

Lori shook her head with a small sob - and then turned away from Carl. So rapt was Zach on the scene in front of him, that he didn't even realize what was happening until Lori was kneeling in front of him, blinking eyes swirling with blue and purple.

"Lori, what - ohhhh!!!"

Lori leaned in - and sucked his half hard cock into her mouth, still slimy with his cum and elf pussy juice from earlier. Lori's eyes widened - and then rolled back with a moan as she started to slurp and suck on Zach's cock with whimpers of delight.

Elf pussy juice was the most wonderful flavor she'd ever tasted.

"S-stop, L-Lori...d-don't," Zach moaned - though not very believably as he sat there staring down at her without even trying to pull away, and stiffening for a third time in Lori's moaning, slurping mouth. Lori's tongue quested over his cock, seeking out every last drop of that delicious elf nectar. As disgusted as she had always been by the thought of licking another girl's pussy (a good catholic girl...) - from this moment forth she would crave them even as she was disgusted by herself. She would be unable to help herself from going down on any girl who would let her, in the desperate quest to find even the hint of that delicious flavor in any of the hundreds of pussies she would eventually lick.

For now though, she would simply moan and slurp desperately at Zach's cock while he groaned above her. Carl looked at her and sneered with a cruel expression he'd never shown before. Unaware of the effect of

the elf pussy juice on her, her immediate shift into moaning cocksucker just cemented his new image of his girlfriend.



"I knew you were nothing more than a little communal whore - a nasty little slut who doesn't even care who she is sucking or fucking. From now on that's all you are - a little cheap whore to be shared as I see fit...go ahead and finger your slutty pussy like I'm sure you want to - like you always do when you are using your mouth and don't have your pussy filled..."

Lori choked out a sob of protest - but she couldn't bring herself to pull her mouth away from that delicious flavor. Blue and purple light flickered behind her eyelids as she kept them closed, trying to pretend that she wasn't sucking Zach's cock, that she wasn't enjoying it, that she wasn't desperately licking up the flavor of another girl's pussy - the second one she'd ever tasted, neither of them human.

Regardless of what she was pretending, as she'd been commanded - and as she would also do from now on - she slid a trembling hand down her belly, over the brown curls between her legs - and moaned as her fingers slid between her sopping wet pussy lips. Whimpering pitifully with her mind soaked in a dizzying mixture arousal, humiliation, and self-loathing, she slid first her middle finger inside herself, and then her ring finger as well, and began to finger-fuck herself, the heel of her palm mashed against her clit.

Zach groaned as she began to moan louder around his cock.

Meanwhile, Carl's eyes had shifted back over to where Markie was still on her knees deep throating his roommate (though Jason's eyes remained pinned to Lori's humiliated sucking and self-pleasure). Ken was groaning, fingers wrapped in Marie's red curls - and then suddenly gripped them hard and pulled her head up. His cock slid out of her throat and mouth with a slurp and she gasped for breath and blinked in confusion. Trying to fulfill the commands in her brain, she struggled to move her lips and tongue back down to Ken's thick black cock, but he held her in place a few inches away while she whined painfully, grinning a feral grin as he watched her desperation.

"Enough, slave," Ken finally growled, "turn around and get on all fours."

Markie choked out a sob, and whether it was at the humiliation of what she'd just been told to do, what she knew was coming, or whether it was the surge of lust at her master's command, and the anticipation of being used by him, she couldn't have said. Instead, she only said:

"Yes, Master," with another soft sob around the rolling R, and turned her wide muscled body around, and tilted her pussy up towards its owner in an invitation, her round breasts dangling beneath her. Her red curls were damp and her pussy - oddly dark and swollen - spread open slightly in wet anticipation.

Ken wasted little time, handing her sheet to Jason, and sliding off of the couch and grabbing her wide, muscled hips - and then thrusting his large cock deep into her willing, waiting pussy.

Markie let out a shocked, throaty grunt at the feeling of being penetrated and stretched. She'd fucked Zach - but the elf had been mostly in charge, both of her mind and of what was happening. Now, as Ken began to fuck her roughly from behind, much of her mind was still the remnant of the man she'd been, and she was very much not in control. She was nothing but a wet, willing receptacle for Ken's cock - and hopefully soon his cum.

It felt so. Fucking. Good.

She didn't even realize she was speaking, but in between her throaty, low grunts of pleasure, she was breathing out:

"Yess Master...fuck me master...fill my slave pussy with your cock master..."

All with a wide-eyed look of surprise and lust on her face, as though she couldn't quite believe what was happening - and how much she liked it.

Zach, staring down at Ken fucking Markie, at his former friend Mark turned into Ken's slutty dwarf slave, and suddenly let out a groan and began to cum yet again. Lori's eyes snapped open and she pulled her mouth off his cock - she was utterly grossed out by the idea of cum in her mouth (and had certainly never swallowed)...which turned out to be a horrible mistake. Her hand was still wrapped around his cock, stroking it - and she was hit with a blast of thick, hot cum directly in her face. Her eyes flared with the purple of humiliation...



...and she exploded in orgasm.

Lori squealed and sobbed as she came, trying to direct Zach's cock somewhere else - and only managed to aim him down so he started cumming on her big heavy breasts. That was somehow even worse - something Carl had asked her to do and she'd told him no in no uncertain terms, she wasn't some kind of porn star. Now, as Zach's shocking amount of cum (as his wife would discover, a strange and permanent change from the elf pussy he'd fucked) splattered across her tits, the humiliation only wound itself deeper into her orgasm, till she was screaming in pleasure.

Finally, she fell away, gasping and sobbing - and covered in the cum of what looked like half a dozen guys or so. It dripped from her face and tits like a girl in a bukkake video (not that she'd ever even heard of such a thing...but Carl certainly had). She sobbed in disgust, blinking away cum...

"Holy shit," groaned Carl.

"Oh god...Lori," moaned Zach, backing away, "I'm - I'm sorry..."

"Shut up, Zach," barked Carl, "She loves it...it's what she's for after all."

Lori choked out another sob, shaking her head, trying to fight it...this wasn't her! Why couldn't she stop...

"Carl, want to have my slave clean her off?" Ken said, grinning with orange eyes, as he slowly fucked in and out of the moaning Markie. Markie choked out a horrified sob - and then squealed in surprised pleasure as Ken slapped her ass.

"Oh yeah," groaned Carl, looking at his humiliated, cum-covered girlfriend, "Lori, crawl over and get your bath..."

Lori choked out a sob - and then slowly crawled over in front of the grunting Markie, who looked up at her with pleading eyes. But neither of them had any chance of stopping what was coming. Lori scooted forward, kneeling in front of the thick redheaded dwarf girl, and dangled her breasts in front of her, cum dripping down between her large tits.

Markie moaned in disgust - and then lifted her mouth to Lori's thick, cum-dripping nipple, and began to suck.

Lori moaned loudly in pleasure.

Markie sucked on her teat like a calf on its cow for a long minute before finally pulling off, and started to draw her warm tongue over Lori's cum-covered skin. Lori gasped at the oddly pleasant sensation of being licked clean, even through the intense humiliation of being watched by all her friends. She felt the softly grunting and whimpering Markie lap the cum from between her large breasts, tongue sliding up her chest, up her neck (eliciting a moan and shiver from Lori), then her face...then draw softly across her lips...

Lori's eyes sprang open - she hadn't realized she'd closed them - and she recoiled with a soft sound of disgust. She couldn't kiss another girl - even with what she'd done today, that was somehow worse - more intimate. Even if the girl had until recently been her friend Mark, even if she was an impossible incarnation of a Dwarf from fantasy...she couldn't-

"Kiss her."

Lori looked over at Carl, blinking away tears, and shaking her head, her face and chest still covered with streaks of cum and Markie's saliva.

"Please, Carl," she sobbed, "Don't make me..."

Carl's eyes flared with orange.

"You will kiss or suck or fuck anyone or anything that wants you, however they want you," Carl growled, the blaze in his eyes intensifying, "You are a worthless slut, a public fuck toy - however much it disgusts you, you always want it...don't you, Lori?"

Lori recoiled in horror, with a low wail. Carl's burning eyes stared at her and inside her mind she struggled, fighting against it - she wasn't...she wasn't...that - please, she-

Something in her head snapped.

The sound that came from Lori was a pathetic moaning sob, as the blue glow flaring from her eyes suddenly burst - and flowed out into her brown irises as her mind rearranged itself, just enough...

She sobbed, and blinked her bright blue eyes, whimpering softly.

Then turned on all fours with a moan, and leaned in to begin kissing Markie. Her stomach knotted in disgust, even as her pussy and nipples began to ache with arousal, the purple glow flickering brightly in her newly blue eyes.

She and Markie moaned and made out on all fours, their tongues questing in each other's mouths, filled with the taste of Zach's cum, simultaneously both oblivious and painfully aware of their audience.

"Jason."

Jason jumped and looked over guiltily at Carl, who looked back at him with a grin.

"If I can have your turn, you can fuck her whenever you want."

Jason blinked in confusion, his own eyes flickering red in answer to Carl's orange.

"Markie?" Jason asked.

"No," chuckled Carl, "The one you really want..."

Jason's face flushed, and his eyes flicked back to where they'd been plastered the whole night.

To Lori's naked body, her face a mix of disgust and lust as she made out with the redheaded dwarf girl. Jason had always lusted after Lori, though he'd been too shy to ever say anything. But Carl and Lori knew - she'd always thought it was sweet, and Carl knew his friend would never do anything untoward.

Jason looked back over at Carl, trying to confirm what Carl was saying. Carl nodded with a grin.

"Any time you want."

With a groan and eyes flashing red, Jason levered himself off the couch, practically throwing the sheet at Carl. As he stumbled across the room, he shoved his pants down, revealing a shockingly large cock for his small, skinny body - even larger than Ken's - which was rock hard.



He knelt behind Lori and thrust.

Her eyes shot open with a squeal of shock, and pain at being stretched by Jason's huge cock. Still desperately making out with Markie, she could only figure out who was fucking her by process of elimination. Tears of humiliation sprang into her eyes - which only served to drive her lust higher as Jason plowed into her sopping, aching pussy.

She began to cum again, sobbing, tongue entwined with Markie's.

Carl grinned watching his friend fuck his girlfriend. And shook out Markie's sheet.

Ken was still slowly working his thick cock in and out of the moaning Markie's sodden pussy. Though she'd taken much longer to grow really wet than the Half-Orc or Elf bodies, she was now visibly dripping, and her

dwarf pussy would remain like that for hours or longer - ready for use by any number of partners. Markie choked out a sob as somewhere in her head, she knew that Dwarven women were bred by their entire clan, to ensure that the strongest seed impregnated each one.

Slut slaves like her might be used for days before she was done.

She sobbed as she felt her body starting to crave Ken's cum inside her - so that the next person could use her...and the next.

"Hey man," growled Ken at Carl, unaware of Markie's aching need, "It's still my turn..."

"Well hurry up and finish. You've been taking fucking forever with her...forever fucking her," Carl growled back, the orange glow in their eyes flashing at each other, and chuckled darkly at his words, "Fill that Dwarf slut with your cum so someone else can have a turn."

Markie moaned loudly at the thought, even as Lori finally finished squealing out her orgasm in front of her. Lori sobbed in pleasure and humiliation as Jason continued to fuck her from behind.

Ken grinned, and then slid his cock out of Markie, pussy juice dripping from his cock and her twitching hole.

Markie sobbed in frustration and disappointment.

"Please, master!" she sobbed, "Please put it back in and fuck me! Cum in me!"

And then let out a horrified squeal as she felt the wet tip of Ken's cock slide up - and begin to press at a very different hole.

"NOO!! OH GOD NO!" Markie squealed, as what was left of Mark surged forward in disgust, "PLEASE!"

"No?!" snarled Ken, slapping her ass again and eliciting a yelp, "You don't say no! You crave and beg for whatever your master wants to do to you...and you love it no matter what! You *beg* for it..."

Markie shuddered and sobbed as what little was left of her male will struggled mightily against the forces in her brain.

And failed.

She felt her ass and pussy twitch with a sudden aching need, layered on top of her disgust. Her dangling nipples started to throb even harder. She choked out a humiliated, lust filled sob - and then moaned.

"Oh god...please Master," she sobbed and moaned, pitching forward to pull her muscled ass-cheeks apart while Lori's heavy tits bounced and swayed above her, "Fuck my ass...I'm not good enough to have your cum in my pussy but I *need* it. Oh god take my asshole, use it I nnnngggggggggg!!!"

Markie was cut off in a gurgle of shocked pain and humiliation as Ken growled and began to press the tip of his large cock into the tight ring of her asshole. Thankfully it was slick and extremely slippery from her copious dwarven pussy juice - though that also meant it started to slide into her much more quickly than it should have, her tight asshole stretching painfully to accommodate it. She felt herself twitching back there and some distant knowledge caused her to let out a low grunt and bear down...

Suddenly the tip of Ken's cock slid all the way inside her ass.



Markie's eyes went wide - both with shock and pain...and then with a rippling, trembling orgasm. She began to make long braying sounds, almost like a donkey as she shook and came as Ken began to work his

cock painfully in and out of her ass, sliding deeper in with each thrust. Some deep base layer of what used to be Mark shrieked in humiliation and disgust at the realization he was being fucked in the ass by his friend, his mind fraying and tattering even more.

But Markie, the slutty dwarf sex slave, just came and came and came, as her master fucked her in the ass with increasing speed and enthusiasm.

Once again, her new body's reaction was unique. Her orgasm went on forever - several minutes in rippling waves of pleasure through her thick body while she brayed out her lust. And worse, while the pleasure was immense, unlike with other orgasms - both male and female - that were a release, even if sometimes too intense, her dwarf body's orgasm served the purpose of ratcheting up her aching need several notches, her brays rising into whining sobs as her pussy ached for more use. Made even worse by the fact that it was her ass and not her pussy that was currently being fucked.

Her head was filled with the horrifying knowledge that when she was like this, she would quite literally fuck anyone or anything. Had someone put her in a room with one of the donkeys she currently sounded like, she would quite happily have let it mount her if it was the only cock available. Distantly she knew that sort of thing was not uncommon for dwarf women once they started into heat like she was...

While all of this rushed through her brain, Ken groaned behind her and she felt his warm cum spraying into her ass. Unlike in her other forms, her pleasure ticked up only slightly, even with the deep emotional satisfaction that her master had been satisfied by butt-fucking her like he wanted (and the wailing emotional horror beneath that).

Markie continued to bray in orgasm for another minute at least while Ken caught his breath, feeling her ass milk his cock, until the tight squeezing became too much and he pulled out of her with a loud slurp. Her ass started to burp out cum bubbles as Markie's orgasm continued, winding down ever so slowly, her aching pussy twitching and waiting for the next person to enter her - which she now would wind her orgasm back up again almost immediately.

Many dwarf women were broken by their first breeding as they came of age, unable to deal with orgasms that sometimes went on for hours - or in extreme cases, days - as they were used by dozens of clan members or more. Those women were hidden away and used almost as breeding mares, as being fucked again was all they could really think about - leading to the legendary rarity of dwarf women in the outside world.

The most horny and broken of these women often became slut slaves, like Markie - sold to brothels or to other races as sex toys.

Markie sobbed and shook in her horrifyingly ongoing orgasm as her brain filled in her backstory, of exactly how pathetic a thing she had become.

"Holy shit," muttered Carl, as Ken collapsed exhaustedly onto the couch, the two of them watching Markie shudder and sob. Then they looked up as Lori started to squeal as Jason grunted loudly, cumming in her squelching pussy while thrusting his large cock deep inside her.

That seemed to shake Markie from her own orgasmic reverie slightly. Blinking in an almost cow-like manner, she turned to look over her shoulder at Carl with dazed, dull eyes. Then she shuffled her wide form sideways, and turned to tilt her ass up towards him, cum dribbling from her asshole over her continuously dripping pussy down her thick thighs and onto the floor. Her dark, thick pussy lips twitched in her still-continuing orgasm.

"Fuck me...fuck me...fuck my slutty pussy," groaned Markie, offering herself to Carl.

He chuckled nastily.

"Sorry, dwarves aren't my thing, honey," he said, shaking his head.

Markie moaned and turned to look around the room. Zach was backed into the corner staring at her in horror, Jason's cock was still inside the moaning Lori so of no use to her yet. Her eyes drifted over to Ken's softening cock, and she choked out a sob, starting to turn towards him. Her stomach turned over in disgust at the thought, but her body needed it to badly to resist - perhaps she could suck her master's cock back to hardness even though he'd been fucking in her the ass. With a cow-like moan, she started to turn towards him, opening her mouth.

"I sort of want to make Lori try to satisfy you - but let's try something else for a bit," Carl said with a grin. She blinked, and realized he was scribbling something on the paper with his pencil.

Markie drew a shuddering gasp, and fell onto her side as the ongoing orgasm stopped with shocking abruptness, leaving her with an aching ass and a crushing humiliation and disgust at what she'd done, what she'd been about to do. Once again, in this transitional state, Mark's broken mind made another desperate attempt to put itself back together - though she couldn't even think of herself as a guy any more. Sobbing she started to half crawl, half drag herself back across the room, before collapsing in a gasping heap as the tingling started to fade, leaving her in whatever new form Carl had shifted her into. Finally, she pulled herself into a sitting position.

And let out a terrified squeak.

Everything was gigantic!

Or rather - she was tiny. And not just short, like the elf or the dwarf...

She looked at herself in the mirror. As with her previous transitions, she was once again clean of her uses in her previous form - other than a lingering aching in her ass. She was an adorable little short haired woman with almost normal human proportions - skinny, with small pert breasts with little hard pink nipples. Her brown hair tumbled over her eyes, and she absently blew it away, eyes flicking down to see the patch of brown curls between her latte-colored thighs. She was an utterly adorable little woman, the type Mark himself would have instantly gone for.

If it weren't for the fact that she was perhaps two and a half feet tall.

She looked around with wide eyes, taking in the room that towered above her, the men on whom she would only come to their thighs - and let out a choked sob of pure existential terror. She'd gone from Mark who was used to being the biggest amongst most of his friends - to a tiny little doll-like-



She let out a terrified squeal as hands wrapped around her little chest, and lifted her off the ground almost effortlessly. She tried to suppress a shiver as the rough thumbs of the man picking her up pressed into the bottoms of her tiny little breasts, but clearly was unsuccessful as he let out a small chuckle as he turned her in the air and looked at her with a grin above flickering orange eyes.

She dangled from Carl's hands like a little obscenely sexy doll, blinking her eyes as the huge man - her friend who recently had been almost half a foot shorter than Mark.

Who, by the twisted rules of whatever was happening to her...was now the owner of the adorable little halfling slave.

She shivered again in delight at the touch of his hands.

"Oh my god, you are just adorable," Carl breathed in obvious arousal.

Markie shuddered in unwanted delight and grinned at him.

He grinned and turned her small naked body to tuck it against him, almost like carrying a small pet. She squirmed as his hand slid beneath her pert little ass, and then whimpered as his hand wrapped between her legs, over her crotch.

Then she moaned loudly as he slid his finger between her tiny pussy lips and began to stroke between them, feeling her start to get wet.

He turned to survey the room a little while she lay tucked in his arm, feet dangling and twitching beneath his hand as he absently stroked her. She simply groaned and humped her little pussy gently against his finger. He grinned down thoughtfully at Lori who was gasping on all fours, heavy tits swaying beneath her as Jason still knelt behind her, softening inside her but unwilling to pull out after finally fucking the girl of his dreams.

Markie let out a squeal as Carl curled his middle finger - and started to press it into her pussy.

It felt HUGE!

She thrashed against him, grunting in a tiny, cartoonish voice as he worked his finger inside her. He felt much bigger than Ken had inside her Dwarf pussy - and this was just his finger.

Her master's finger.

Oh god, so good.

She reached down with small hands and began to pull his finger in and out of her, fucking herself with it and groaning with pleasure. Carl looked down at her with amusement, and then scowled, seeing how even just his finger was stretching her.

"Hmm...that could be a problem. Still, for now..."

He walked over to Lori and Jason and knelt down, lowering Markie onto the floor to stand shakily next to them...and pulled his finger out of her. Markie choked out a sob of disappointment.

"Please, Master," she begged lustfully up at him in her cartoonishly cute little voice.

Carl shivered, orange flaring in his eyes at the title, but just grinned lopsidedly at her.

"In a minute, maybe," he said, "But first - you need to clean Lori while she gets Jason ready to fuck her again."

Lori lifted her head exhaustedly, looking up at Carl and blinking away tears in her blue eyes. A look of horror flashed through her eyes as he realized what he meant, and they flickered purple.

"Please, Carl," she whimpered, "I - I can't..."

Anger flashed in Carl's eyes at the resistance.

"Oh, you can and you will. Or maybe I'll let Jason use your ass next."

Lori choked out a horrified sob, eyes widening as bright yellow flared in them.

"You wouldn't," she sobbed, "Carl-"

"And another thing," Carl growled, "From now on you call me by the correct title."

Lori cringed away from those burning eyes, and sobbed. Then whimpered:

"Y-Yes Master."

Carl let out a soft sigh of pleasure at the sound.

With another small sob, Lori crawled forward, letting Jason's softening cock slide out of her with a slurp and a poorly suppressed groan of disappointment. It was still surprisingly large even in its partly flaccid state, glistening with their combined juices. Lori turned, shaking, and pause, then lowered her head. A bright purple glow came from her eyes.

Then the girl who has once told Carl in no uncertain terms that she would go down on another girl before he let him make her taste her own pussy - a concept she found truly and almost pathologically repugnant - lowered her mouth to the dangling cock covered with cum and her own pussy juices and slowly sucked it into her mouth, moaning in disgust. As she closed her eyes, the purple glow increased - and then flared as the blue glow had done earlier.

Lori whimpered and drew her tongue around Jason's cock as he moaned, shuddering as her own taste filled her mouth and imprinted itself on her brain.

And whined softly in horrified pleasure as she realized that her own taste helped sate her newfound but not yet wholly understood craving after tasting the elf pussy juice.

Carl, cock twitching in his pants at the sight of his broken girlfriend's utter degradation, looked down at the tiny Markie.

"Your turn."

Markie shivered with a mix of arousal and disgust of her own, but was much too far gone to say anything other than:

"Yes, Master."

She turned to face Lori - or rather Lori's upturned ass, a few inches away from her. Faint panic sounded in her mind as she realized she was only barely taller than the other woman's ass - when standing at her full height. She was almost eye level with Lori's twitching anus, and the smell of Lori's wet pussy washed over her from just inches away as Lori's seemingly enormous ass shifted in front of her.

Another choked sob of existential terror slid from Markie's lips - and then Mark melted away again to let the slutty slave take over.

With a sigh, Markie fell to her knees between Lori's giant spread legs, and looked up at Lori's twitching, stretched pussy above her. The scent of her pussy was overwhelming to her small and seemingly much more

developed sense of smell - as the half-orc, she'd been in to much of a bestial heat to really be conscious of what she had been doing. Markie shuddered as arousal filled her tiny body.

Mark had, of course, always had a bit of a thing for Lori like the rest of them.

And Mark had always liked licking pussy.

Then Lori's pussy twitched - and a long dribble of Jason's cum rolled out of her, stretching out before snapping and plopping to the floor between her legs.

Markie's eyes widened as the tiny little bit of Mark left recoiled once more in disgust and horror, a whimper escaping her lips. Even as broken and tattered as that part of her was, her stomach still knotted up in disgust.

But the little slave burned with even more urgency to do as her master bid her. Markie reached up with tiny hands and pulled Lori's ass cheeks apart with a little effort (eliciting a small uncontrolled moan of anticipation from Lori around Jason's cock), levered herself up a little higher...

...and shoved her face into Lori's sopping cunt.



Lori shuddered and moaned, and Markie wrapped her small arms around Lori's thighs to hold on as the feeling traveled through her entire tiny body. She started to lick - and her whole face was almost enveloped by Lori's wet pussy lips, her world overwhelmed by the musky smell of Lori's cunt. Markie lifted her tiny tongue to slide over the Lori's twitching entrance...

...and then let out a shocked, muffled squeal as warm, salty liquid began to run out of Lori into Markie's small mouth.

Markie shook in disgust as far more of Jason's cum, mixed with Lori's pussy juice, than she could reasonably have imagined was still inside the other girl began to pour out of Lori's pussy. She sobbed and gulped frantically - some small part of her screamed to pull away, but her master had told her to clean Lori out - but it was hardly enough. The cum began to run down her chin, dripping down between her tiny breasts and running down the front of her little body in a warm, slimy stream.

She shivered at the surprisingly pleasurable sensation as it ran down over her curls, and began to drip from her own tiny pussy onto the floor.

Despite herself she giggled.

It tickled.

Finally the rush of cum slowed, and with small whimpers, Markie licked her tiny tongue around the edges of Lori's twitching hole, as Lori moaned loudly at the unfamiliar sensation of being licked inside without really being penetrated. Lori, despite herself, was quite clearly enjoying this as she moaned continuously now, sending delightful vibrations through Markie's small body. Markie pulled her face back and began to clean of Lori's lips in long drags of her small tongue, drawing more moans from the other girl.

"Markie."

At the sound of her master's voice, Markie pulled her face away from Lori's pussy to turn to look at him. Her whole little body was smeared with cum and pussy juice, from her face to her crotch to the little puddle between her tiny legs. She blinked, her eyes sticky with the leavings of Lori's pussy, and looked at Carl.

Arousal slammed into her like a freight train.

Carl sat there, absently stroking his cock while watching the scene. Markie couldn't take her eyes off it. Though a sidelong glance at Ken to compare it confirmed it was only average sized to a human - it looked GIGANTIC to her...and so so delicious. She only realized she'd whimpered with need when Carl's grin broadened between his flickering orange eyes.

"You want this, don't you?" Carl breathed. He playfully tilted his cock back and forth, watching her eyes follow it, hypnotized.

"Please, Master," Markie whimpered desperately in her cartoonish little voice.

"Tell you what, make Lori cum and you can have it."

Markie choked out a sob at a rush of arousal and love for her wonderful, generous master.

"Oh thank you Master," she moaned, "Thank you master!"

She turned back to Lori's cunt and reached up with her small hands to pull Lori's pussy lips apart. Lori moaned softly in pleased surprise - she was too distracted by her own task to have been really listening to Carl, her mouth slowly working Jason to hardness again now that she'd cleaned his cock and balls off with her tongue, disgusted nausea wrestling with her growling stomach at tasting herself the whole time. And then moaned louder as Markie drew her small tongue over the bright pink flesh of Lori's inner pussy.

Then squealed as Markie lowered her small mouth to Lori's engorged clit, and wrapped her lips around it and began to suck.

Lori's unhooded clit slid between Markie's wet lips. It felt huge - probably much like Mark's half-orc clit had felt to Lori, earlier. Markie shivered at the sensation - like having a very small cock in her mouth which she so didn't want to enjoy and yet so clearly did. She ran her small tongue around the slick, warm little nubbin of flesh, drawing even louder squeals from Lori - which in turn drew a moan from Jason, who was now almost fully hard in her mouth and quite obviously enjoying being there, though Lori struggled to keep even half of his huge cock inside.

As Lori bucked and shuddered, little Markie held onto her leg desperately, and then reached up for a handhold - eliciting yet another squeal as she slid three tiny fingers into Lori's twitching pussy entrance. Markie had only been trying to gain some stability - though the slippery flesh was hard to hold onto - but the way Lori's pussy twitched around her fingers as though trying to pull them inside, and the sudden rush of more of Lori's pussy juice that dripped down onto Markie's face showing Lori's increased excitement, gave Markie a sudden idea. She hadn't been told to do it by her master, but she thought that he would probably like it - and it might help Lori cum quicker so Markie could play with her master's cock.

She giggled.

And it would be fun.

Markie looked up as she sucked on Lori's clit, and curled her tiny hand into a pointed little fist.

And began to shove it into Lori's wet hole.

Markie shivered with delight as she heard Carl's surprised and quite appreciative moan.

Lori squealed in shock - but Markie's fist slid inside her almost immediately and Markie felt the warm flesh inside Lori's pussy twitching and slurping at her hand delightfully. Truthfully, Markie's tiny arm was not much bigger than Jason's cock - though the bones in her wrist were much more unyielding than the soft flesh of a cock, as Lori found when her pussy tried to tighten Markie's arm. Markie shivered in delight as she felt Lori's cunt trying to suck at her arm.

Then she opened her hand inside Lori and began to stroke the flesh in there with tiny fingers as she started to slid her arm wetly in and out of the much huger girl.

Lori exploded in orgasm.

She screamed around Jason's cock, sliding her head up and down it as her body shook and thrashed, yanking tiny Markie around, though Markie somehow managed to keep her lips wrapped around Lori's clit the whole time, even as her arm slid inside the screaming Lori's pussy up to the elbow. The walls of Lori's pussy pulsed and slid against her little hand like an animal unto itself, warm and slippery and seemingly trying to suck the tiny woman inside forever.

Jason grunted and began to cum in Lori's mouth, causing Lori's eyes to spring open for the first time since she'd taken him inside. She blinked in shock and jerked her head back to pull him out of her mouth with a brief choked sob of disgust before once again screaming in pleasure. Jason groaned in disappointment, but she absently continued to jerk him off onto her dangling tits, more to aim his cock away from her face at this point than any real thought of pleasuring Jason. Her dangling tits were rapidly covered with dripping cum as she wailed and bucked in pleasure.

Her eyes were no longer just blue - they were now an impossible swirl of bluish purple. And glowing red.

Finally, her orgasm started to wind down as she gulped the last of the groaning Jason's cum down her throat, and she started to whimper and shake in aftershocks.

Markie, gasping for breath and exhausted from her wild ride, lifted her lips from Lori's clit and tugged on her arm to try to pull it from where Lori's twitching, exhausted pussy was still almost painfully trying to pull it further inside. Then with quite surprising suddenness it slid out of Lori's stretched cunt with a slurping pop, eliciting a loud, shuddering gasp from Lori, and a yelp of surprise from Markie as she fell back onto her ass, legs splayed wide.

And then a louder tiny squeal of shock as Markie was suddenly drenched, Flashdance style - with a shocking rush of warm pussy juice freed by the plug of her arm being removed. Markie blinked in adorable surprise as she sat there, coated and dripping, legs spread in the widening puddle on the carpet.

With an exhausted sob, Lori slowly pitched to starboard like a ship capsizing, Jason's cock sliding from her lips. She fell bonelessly onto her side and shuddered on the ground, gasping and whimpering softly, as her violet-blue eyes stared into space blankly and a small trickle of Jason's come dribbled out of the side of her mouth.

She looked up to find Carl standing over her, looking down with a wide grin and glowing orange eyes. She smiled up at him with wide eyes from her glistening face.

"Did I do good, master?"

"Oh yes," moaned Carl, "You were a *very* good little slave."

Markie shuddered and moaned softly in delight at the praise and then licked her lips hungrily, looking up at her master's throbbing cock, hungrily. Though all she could smell was Lori's pussy.

As though reading her mind, Carl looked at the collapsed Lori and scowled darkly.

"This one, though was a very naughty slave."

Lori blinked and moaned softly and twitched her eyes up towards Carl, trying to lift her head.

"What? Car - Master," she sobbed softly, "I did what you said!"

"I told you to make Jason hard, not to make him cum in your mouth!"

Jason, sitting heavily on a chair, tried to murmur that he really didn't mind, but was ignored both by Carl and Lori, as she sobbed softly, shaking with humiliation and submissiveness.

"I'm sorry, Master...I'm sorry..."

"Well, why don't you get Markie clean so I can play with her while I think decide on your punishment."

Lori looked up at him and then over at Markie and tried to stifle a choked gag with only marginal success. If she'd been disgusted by cleaning Jason's cock from inside her, licking Markie clean was utterly horrifying. The tiny woman was literally drenched with Lori's pussy juice - over a layer of Jason's cum that was still coating parts of her middle as well. Lori choked out a sob, clearly trying to work up a protest, to beg for something else...

But Lori was no longer capable of such things.

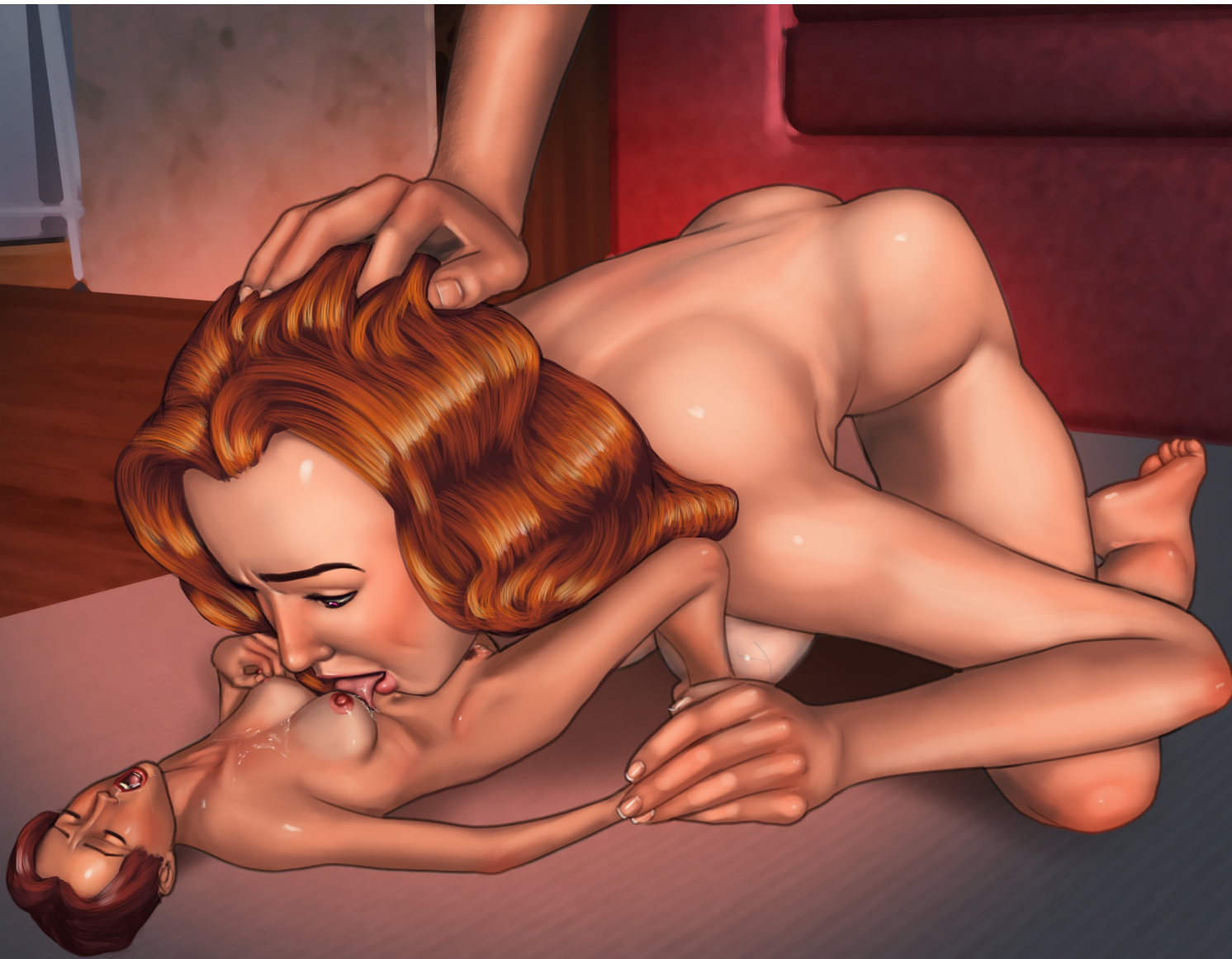
Exhaustedly, she levered herself back up onto all fours and turned to crawl towards Markie, who tingled with anticipation as she leaned back on her little hands, frozen like a small animal. She stared up at the broken girl who loomed monstrously over her, huge tits dangling down, as big as Markie's entire torso. Lori choked out a disgusted sob but lowered her huge head down to Markie's trembling body. Markie shivered as she felt Lori's soft tits settle onto her little wet thighs - and then moaned a loud, adorable little moan as Lori's tongue drew a long warm path over Markie's belly.

She sat there moaning softly and shivering as Lori licked her, the huge woman's nose wrinkling in disgust as she made soft little gagging sounds that only Markie could hear. Markie's moan turned to a loud squeal of pleasure as Lori's huge tongue curled over one of Markie's pert little breasts, sliding forever over her aching little nipple. Lori seemed to linger there, intentionally or not, Markie moaning as her breasts disappeared beneath Lori's tongue, the tip sliding along the marvelously sensitive flesh at the base of her small breasts.

As Lori finally moved upwards, licking Markie's neck and eliciting soft sobs of tingling arousal, Markie shivered at the feeling of Lori's own hard nipples tracing their way up Markie's thighs to settle against Markie's belly, sliding heavily to either side, slick with Lori's sweat. Some part of her wanted Lori to pull her small body between those lovely soft, warm pillows, and play with Markie like a little doll.

But Markie was too distracted by Lori starting to lick her face clean, and Markie turned with a small sob and tried to kiss the huge lips of the

beautiful giant girl, filled with a sudden rush of love and lust for her pathetically broken former friend, and her current fellow slut slave.



But Lori was still disgusted by the idea of kissing a girl, and with a sob jerked away, leaving Markie to whimper softly in disappointment. Carl scowled and might have ordered something else had Lori not immediately slid downward and started licking Markie's spread thighs, eliciting a moan of delight from Markie.

Lori sniffed and made a sound between a moan and a gag as her face moved upwards.

Then her trembling tongue drew hesitatingly over Markie's thrice-wet pussy lips - dripping with Jason's cum, Lori's pussy juice, and her own wetness.

Markie let out a loud, cute squeal of delight, lifting her hips to push herself towards Lori's mouth.

Lori's eyes widened and then narrowed in horror as her stomach knotted - not only with disgust but with a sudden desperate craving. She moaned with confusion, trying to pull away, not yet realizing that this was the first time she had really fully felt the effect of the elf pussy juice on her

body - for this was a quite physical need, not a mental compulsion like whatever else had happened to her.

Lori moaned in disgust, trying to fight it...

And then suddenly Markie let out another squeal - of shock this time, as Lori slid her hands under Markie's tiny body and lifted her helplessly off the ground. Lori fell back onto her heels, lifting tiny Markie up to her face - and began to lick desperately at the sweet wet hole between Markie's legs.

Markie's tiny squeals of pleasure tumbled from her mouth uncontrollably as Lori's warm, slick tongue wrapped her entire crotch. Markie managed to plant her small feet onto Lori's either side of Lori's neck, her tiny toes wriggling against the giant woman's skin - a sensation that sent a huge shudder through Lori. Markie wriggled in Lori's hands and reached out to wrap her own tiny hands in the other woman's hair, shaking with the unbelievable pleasure that Lori's tongue was sending through her.

For her part, Lori was completely out of control, moaning and trying to get more of that taste from between Markie's legs, punctuated by the occasional confused sob of disgust. But her tongue worked desperately against Markie's tiny slit - sliding back and forth...until finally, not realizing just how outsized her tongue was, Lori accidentally slide her tongue too far back, sliding between Markie's ass cheeks and stroking over her little anus.

Markie exploded into a cartoonishly high-pitched, squealing orgasm, eyes wide in shock as she bucked against Lori's face. Lori choked out a moaning sob of delight, for apparently halfling girls squirted when they came - a lot. Lori gulped at the sudden rush of delicious pussy juice on her tongue like a desperately parched woman drinking from a water-skin, though much of it drooled off of the side to drip onto the floor beneath them.

Markie's adorable little orgasm was much shorter than the others she'd had so far - a bubbly, intense, effervescent burst of explosive pleasure that left her tiny body tingling end to end, and exhausted. She gasped and twitched in Lori's hands, softly trying to beg her to stop as the ache between Markie's legs had turned to overstimulation. But Lori continued to desperately suck at Markie's hole trying to get the few remaining dribbles of her pussy juice.

Suddenly Markie was plucked from Lori's hands and lifted higher in the air. She collapsed limply in exhaustion, her body continuing to twitch and shudder involuntarily.

Lori let out a soft wail as her drug was pulled from her - and then blinked in slowly dawning horror at what she'd just been doing, at what she'd just been feeling.

"Tsk ts - naughty slave!" Markie heard her master's voice from above her, and shivered in anticipation, "That's twice you made someone else cum without permission!"

Lori choked out a confused, disgusted sob.

"I - I couldn't help myself," Lori moaned with horror, "Oh god - I - I had to have...that."

"What? Say it, slave."

"I had...I had to taste her," Lori choked out another sob, "Her pussy. Ohhhh god...what's happening to me?"

Lori wrapped her arms around herself, shaking in confused disgust.

Carl showed no mercy.

"You're just finding out what you really are - a pussy licking, cock sucking slave slut who can't control herself. Just a useless little fuck toy."

"No," Lori sobbed in a small voice, with a tone that said even she no longer believed her protest.

"Now then, for at least part of your punishment - there is more cleanup to do while you wait for Jason to get hard again."

Lori looked up with tear filled eyes and then looked over to where Carl had tilted his head. Her eyes widened with horror. She could never have believed she could have been asked to do something that disgusted her more than what she'd done already - but she let out a low gagging moan and looked up at Carl with pleading eyes.

"Please," Lori sobbed, eyes flickering yellow, "Please M...M - Carl! I'm - I'm your girlfriend! You were g-going to p-propose soon! D-Don't m-make me...!"

Lori stammered as she struggled to beg like a woman and not like Carl's slave. And for a moment, Carl's own brow creased with confusion and sudden pain as he actually saw the woman he loved reduced to...this, on her knees in front of him, face glistening with tears and Markie's pussy juice.

But then his features turned cruel once more. Carl's eyes flared - and then a similar burst of light to what had happened earlier to Lori flared from them, and he stood there blinking, his brown eyes now a deep golden orange.

"Girlfriend?" he sneered, "You're barely a human to me. You're just a fuck-thing - *my* fuck-thing. Now go clean up before I send you outside naked like you are. How long do you think you'll last before finding the first person that wants you and fucking them senseless?"

Lori choked out a sob, and shrank in on herself pitifully. Then with a low soft whimper, she turned and crawled to the other end of the couch.

Where she lifted her mouth, placed her hands on his knees, and started to suck Ken's half-hard cock, covered with dwarven pussy juice and having spent many minutes deep inside the dwarven Markie's ass, into her mouth to do the only thing it was good for. Ken moaned in aroused delight, his own eyes flickering red and orange as she began to slurp and suck, feeling him harden him inside her. To her horror, her mouth started to tingle pleurably around his cock, even as her mouth was filled with disgusting (and delicious) flavors she tried desperately not to think about.

It would be another minute or two before she felt the full effects that Dwarven pussy juice had on human women. It was sometimes secretly milked from the most broken of the Dwarven breeders by the most shady Dwarves, and sold as an aphrodisiac - illegal in most well-thinking places,

and most Dwarves if they found out about it would kill anyone who possessed it. A surprisingly tiny amount drugged human (as well as half-elf or halfling) women into docile, horny things for hours. Though that effect was, thankfully, temporary, it was the secondary effect that made it particularly insidious, as it would leave them with a lifelong craving for whatever they'd done while on it. Not quite as desperate as the craving left by elf-pussy, but similar and much more varied. The more of the juice, the more urgent a craving the girl was left with.

It was often used in brothels for training whores, or for punishment by giving them an addiction to particularly vile and disgusting things - for again it mostly affected the body, not the mind, leaving the mind to recoil in horror as the body sated its need.

Or as a particularly nasty poison to turn the wives of enemies - most often noblewomen, given its expense - into shockingly base and disgusting creatures. Stories abounded of men coming home to find their dwarf-pussy drugged wives sobbing as they fucked every servant who would have them, or locked in a 69 with a scullery maid while the others looked on exhaustedly, waiting their next turn with the mistress.

Or in the kennels.

Or the stables.

Lori was blissfully unaware of any of that, though, as she slurped on Ken's cock.

Carl, meanwhile, settled onto the couch, turning the adorable, dangling Markie in his hands, ignoring the confused and increasingly aroused moans from his other slave while she sucked his roommate.

"Now then," Carl said with a grin, golden eyes glittering, "shall we give you your reward?"

Markie shivered with delight, her tiny body rapidly recovering from its exhaustion and starting to tingle again with anticipation.

"Oh yes, Master," she squeaked excitedly in her high voice, "Please, Master!"

Carl, grinning, set her down on the floor between her legs, his hard cock jutting up in front of her. His grin widened as she did what he'd clearly wanted to watch - clambering up his legs was like climbing a jungle gym for her tiny body.

Gasping with arousal and anticipation she crawled forward and squatted on top of his cock, groaning cutely as she felt the throbbing tip press against her own wet pussy lips. She rubbed herself on it for a moment, moaning softly in pleasure while Carl groaned in response, and smearing it with her pussy juice and Carl's pre-cum.

Then she started to press downward.

Almost immediately she began to grunt and gasp with effort as she felt the slowly start to slide inside her, forcing her wider...wider...wider. Markie's eyes bugged out as her grunts increased. It felt like she was being split in half - but she would get her master's cock inside her! She rocked back and forth, pleasure mixing with ripping pain as she felt him

slide deeper and deeper as she let out long, high-pitched grunts like she was giving birth.

Finally, gasping and exhausted, she stopped, impaled on Carl's cock, feeling it deep inside her little wet pussy, and almost dislocating her little hips it was so massive in her little body. She looked up at Carl and smiled proudly at him as she blinked away tears of pain, only to find his massive face looking down on her with an eyebrow raised in smirking amusement. Gasping shallow breaths, she lowered her eyes to look down in confusion. And then let out a little squeak of shock and dismay.

She'd barely managed to get the tip of Carl's cock inside herself, and sat astride it like a tiny female merry-go-round animal on a pole.

She looked up at him with wide, terrified eyes - but like a good little slave, started to work herself up for another thrust - maybe she could get a little more inside her...



"Yeah, that's not gonna work," Carl chuckled, "Maybe just a little bigger."

She looked down as Carl grabbed a piece of paper and slid it over to himself.

Markie blinked in shock.

It was her character sheet.

Mark's character sheet.

Carl hummed to himself (sending shocking vibrations from his cock into her body that made her gasp) and grabbed a pencil. She watched, trembling as he scratched out "Halfling" and wrote a new word above it.

And then she gasped as the penciled-in word slid impossibly downwards to displace the fading "Halfling".

And then let out a moan as the tingling started again.

Markie blinked - and then choked out a sob of horror at where she was, and what she was feeling.

As before, the transition caused "Mark" to surface - even though at this point she could barely remember that probably only a few hours ago she had been a man on his way to roll dice with his friends. And though she couldn't remember what her male name had been, the emotions and feeling of disgust at what she'd done, what she was doing, surged forward.

With a wail, she tried to lever her pussy off of Carl's cock lodged inside her - and then looked up with a terrified squeak as his strong hands pinned hers to her side and held her in place as she changed.

"Carl," Markie sobbed, "Please - remember, I'm...I'm...you know who I am! I was - I was a guy! Your friend! Carl, please!"

Carl's grin just widened at her increasingly strident begging.

"Yep. But not any more. Now you're my little toy."

Markie moaned as the transformative tingle increased throughout her tiny body, and struggled against Carl's hands - but to little effect other than working herself painfully down a little more onto his cock. Gasping for breath, she stopped and closed her eyes, shuddering as she changed.

Then they shot open and she let out a squeaking grunt, as she realized she was sliding slowly down Carl's cock.

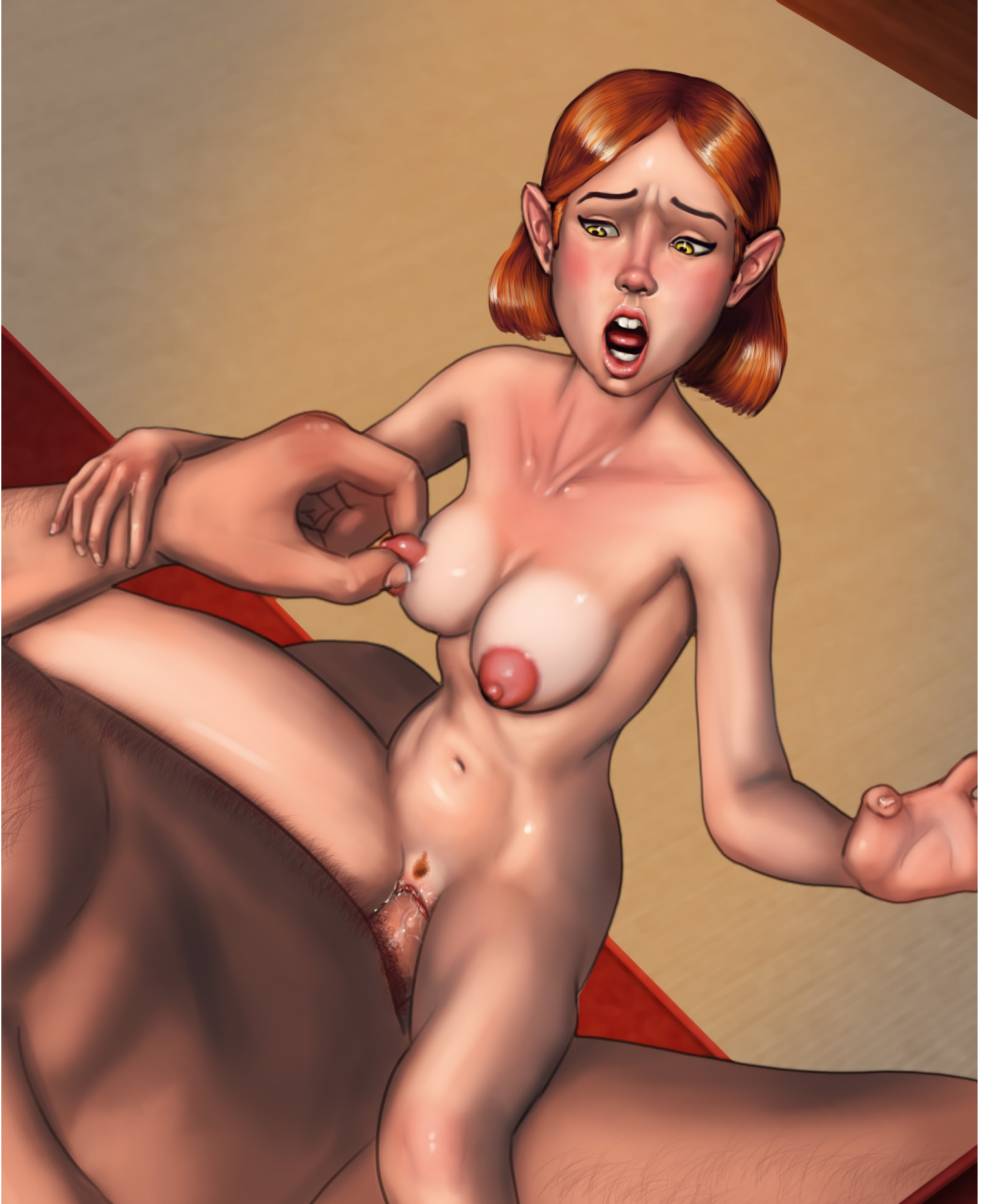
As she slid, the pain started to lessen - though she still felt incredibly stretched and FULL. And - somehow more horribly while she was in this transitional mental state as well - it felt *so* good. She sobbed as her wet and slightly larger pussy twitched desperately around Carl's humungous cock.

Finally, as the tingle faded, she settled onto Carl's lap. The girth of his cock still felt huge inside her - her strained hole twitching and squeezing his cock. It hurt - but felt so incredibly wonderful as well. She made a small whimper and tried to hold herself still, trying not to do what her body was starting to beg her for, which was to slide up and down on the wonderful intruder.

She looked down with a shuddering breath - and whimpered at what she saw.

Her new body was bigger than the halfling - but not by much. It was hard to tell from her position but she'd guess she might be as much as three and a half feet tall, but no more certainly. She was noticeably...curvier, though with a very flat belly showing she was quite slender. Still, her breasts while strictly tiny were relatively larger than her halfling breasts had been, and had just a slight sag to them - along with big, round pink puffy nipples. Her hips flared out wide, then curved back down

into slightly thicker muscular legs. Markie shivered as she realized the body type was one she loved in a normal human - petite upper body with slightly overlarge hips and ass but still gorgeous legs and slender little feet.



She was going to like looking at herself in the mirror a little too much.

Her hair was obviously a fiery red against her pale skin - or so she deduced from the small patch of red curls between her legs above an otherwise smooth little pussy, as she felt her hair brushing against the back of her neck, still short but longer than that of the halfling. She shivered as she stared down at those - and in disgusted fascination at her pink pussy lips spread around the cock she could feel twitching hugely inside her.

She glanced over at the sheet where Carl was tapping the pencil, and read "Gnome" for her new race.

"Hmmm...maybe something a little more...fun," Carl murmured, and Markie looked up to see him staring down at the sheet thoughtfully. At a scratching sound she looked down and saw him writing something - in the physical description section. She tried to lean to see but his hand blocked it.

And then she gasped at a sudden and very brief tingle of transformation - and looked down again and let out a squeak of shock.

Her skin was now a pale pink - not a human pink, but almost a cotton candy pink. Her cute puffy nipples had darkened to a purplish red.

And the curls between her legs were now a shocking, neon, hot pink.

"Oh my god, you're perfect."

Markie shuddered at the praise and looked up into Carl's golden eyes to find him drinking in the sight of her. She wondered what color she was blushing as she felt her face flush at his attention, and looked away shyly, brushing her presumably bright pink hair back over one ear - which she now realized was pointed, albeit smaller than the elf's.

She whimpered as she realized her mind was once again reconfiguring itself based on what was still on her sheet. In a few more moments, her male mind - what was left of it - would fade once more and she'd be Carl's little slut slave again. She whimpered and looked down to see that Carl had dropped his pencil and was now holding a pen as he reached up to mark her sheet - starting to ink over the "Gnome" portion.

She frowned.

Pen.

Pencil.

Crystal die with strange colors in it.

Her eyes widened in shock.

"Carl," she sobbed, in a high voice that wasn't quite as cartoonish as the halfling's, but instead had an adorable little lisp to it, "Stop! The - the crystal die is causing this! And - and...it's - it's the pen versus pencil! The stuff in pen is permanent, but the stuff in pencil-"

She was cut off by Carl's huge finger on her tiny lips.

"Shhhhhh."

She looked up at him with dawning horror, that his nasty grin confirmed.

"Don't say anything. This'll be our little secret."



Carl knew. Of course he knew. Carl had always been one of the smartest of their very smart group. He'd already figured out that anything he wrote in pen would become permanent, unchangeable. And that it was the pretty new die Markie had picked up when she'd been a man that had started everything.

He just didn't care.

Or rather - the new Carl only cared about making Markie his permanent little toy.

Markie choked out a sob as he continued to ink over her race, mind racing. She was already too far gone into her new enslaved personality to argue with him. She struggled mightily in her head, and managed to choke out.

"Please - guys! Master - C-Carl is going to make me be stuck like this! P-Please, help me! Something is really wrong with all of you, especially Carl, don't you see?"

She looked around to see if anyone was coming to help her.

And choked out a sob.

Ken was groaning as Lori continued to suck his cock, now fully hard in her mouth. Lori blinked and moaned, cow-like, completely drugged by the dwarf pussy juice as she licked what was left of it off of Carl's cock, as well as the last leavings from Markie's dwarven ass. Behind her Jason was working his mostly hard cock in and out of Lori's wet pussy once more, moaning softly to himself.

They couldn't care less what Carl was doing.

Markie choked out a sob, trying to look over her shoulder for Zach - he'd help her! She tried to say his name, but all that came out was a terrified sob, then she drew another breath...

And let out a squeal of pain as something pinched hard on one of her puffy little nipples.

Her head snapped around, tears welling in her eyes, to find Carl grinning darkly down at her as he pinched her nipple painfully. She shrank back in fear - though not far since she was still impaled on Carl's cock.

"Naughty, naughty, naughty," Carl said, shaking his head, and Markie felt nausea twist her stomach at the horror of disobeying her master. But then she lifted her chin defiantly with great effort. Before she could say anything though, Carl continued.

"It wouldn't matter anyway. It was too much for poor Zach to take and he stumbled out a few minutes ago - I heard him in the bathroom being ill.

"Still, disobedience like that deserves a pretty serious punishment. Maybe I should take away your speech? Make you a mute? Then all you could do is moan - which you'll be doing a lot anyway."

The bottom dropped out of Markie's stomach.

"Please, no Ma-Ma-C-Carl," she sobbed, "I'm sorry...please - please don't! Please!"

He glanced down at her sheet.

"No, I suppose not...besides I can see something much better right here on the sheet."

Her pink skin crawling with terror, she looked down to see him make a flick with the pen and then slide it down to draw a quick swirl. No - not a swirl.

Markie made a strangled sound and tried to lunge for the pen, but her tiny arms couldn't reach, and Carl held her in place, trembling and sobbing and shaking her head.

"Oh god, please no, Ma-Carl! Please - oh my god, you can't you can't..."

Of course, it was far too late.

"Shhh, little Markie - in a few moments I don't think you're going to care any more anyway."

Markie stared at what he'd written in horror, shaking her head and sobbing.

Next to "Int", he'd assigned her next attribute, other than her 18 Charisma.

A 6.

In pen.

She sobbed as her head started to tingle on the inside - a strange and horrible sensation. Markie let out a long, low wail of horror, then broke down sobbing.

Then slowly stopped.

She looked up, blinking.

Somewhere, deep, deep down, she screamed.

But she couldn't remember why.

"Markie?"

At the sound of her name, she looked up - and found herself looking at her most favoritest face ever. Her face split into a bright, adorable, grin, her eyes utterly empty. The wonderful man smiled down at her.

She loved him soooooooooo much.

"Do you know my name?"

She frowned a little, and then looked up shyly.

"Ma-ster?" she struggled a little with the big word, but then looked up at him expectantly.

"Very good," he said with a grin, and she moaned in pleasure at the praise, "Do you remember your name?"

She smiled brightly and poked herself in the chest.

"Markie!"

She knew that one. Then she looked down at herself. And giggled delightedly as she cupped her soft jiggly breasts in her tiny hands.

"Markie has boobies!"

She played with them for a few moments, giggling at the sensation, and then looked up at Master with a slightly confused expression.

"Markie din't always have boobies?"

It was a question, like something she was trying to figure out if she remembered.

"No, not always - but you will from now on."

Markie squealed with delight and went back to jiggling them.

"But I don't think I like that name, Markie."

Markie looked up at him with big eyes and began to cry, crestfallen.

"Markie, what's wrong?"

"Ma-ster doesn't like Markie!" she sobbed, and dropped her face into her hands.

"Oh, I adore you Markie, I'm going to keep you forever. I just don't like your *name*. But don't worry, I can change it."

Markie looked up again, blinking away tears adorably with wide, awed, loving eyes.

"Y-You can?"

"Yep. Would you like that?"

"Oh yes, please Ma-ster! Markie wants to be perfect for her Ma-ster!"

She looked down as Master scribbled something on the paper he had sitting next to him. Her cute brow furrowed as she tried to remember something that was important about it, and then had a vague sense of gibbering panic start to rise somewhere deep down as she realized she couldn't read in the slightest. A soft whimper of horror escaped her pink lips as she desperately grasped at the thread of remembering that she used to be...something different?

Then Master lifted the pen, and she felt a tickle in her brain, and she burst into a fit of giggles at the sensation, and everything else evaporated.

"Well?" Master said, looking down at her. She shivered delightedly under his gaze, feeling her nipples tingle.

"Well...what, Ma-ster? Is Ma-ster going to change Pet's name?"

Master made a soft groan - and Pet shuddered and moaned in sudden pleasure as something twitched inside her. She looked down - and realized that buried deep in the wet slit between her legs, under her pink curls was Master's cock. She moaned again - she had forgotten he was in her, forgotten that this wonderful feeling of fullness wasn't the way she always felt. She shifted slightly - and almost sobbed with delight at the feeling of his cock moving hugely inside her tiny, stretched pussy.

"Tell me your name again?"

It took a moment for Pet to understand the question, so utterly focused was she on what was going on between her thighs, but then she looked up at Master, gasping for breath.

"Pet's name is Pet, Ma-ster? Do you still want to change Pet's name?"

Master drew a shuddering breath.

"No, Pet - I think you are perfect exactly like you are."

Pet let out a chirping moan, her whole body tingling with pleasure at the words of her Master. She leaned forward and threw her arms around him, shuddering as his cock shifted inside her delightfully. She felt her tiny

breasts rubbing against him, the fabric of his shirt delightfully rough against her hard nipples.

"Pet loves Ma-ster," she sobbed softly, overwhelmed with emotion, "Pet loves Ma-ster so much..."

She felt Master stiffen - both outside and inside her, and let out a small gasp of pleasure. He was so big inside her that she could feel every throb of his cock like a delicious heartbeat in her pussy, and that sort of surge stretched her delightfully. Then he relaxed as the tiny woman cuddled against him, trembling, and she felt one of his huge hands settle onto her back and stroke her.

"Master loves you too, Pet."

She made a small moaning sob of delight, her eyes half open as she felt him breathe. She heard the other girl over there (who Pet knew she liked, but whose name Pet couldn't remember - she really couldn't remember much right now) choke out a sob at his comment, but from the dull cow-like look in her eyes she wasn't going to stop doing what she was doing, which was sucking the big black cock of the guy sitting on the couch, while the other guy - the smaller one but look how big his cock was! - was working in and out of her pussy. He slid out, his cock glistening wetly - and then lifted it a little higher and began to rub it between the girl's ass cheeks.



The girl's cow-like expression flickered with sudden shock and horror as she realized what the man behind her was doing, and she let out a soft squeal of protest, shaking her head and trying to pull away - though it was muffled since she wouldn't take her mouth off of the black guy's cock. The guy behind her hesitated and looked over at Master.

"Whatever you want," Master said, and Pet could hear his grin, "She's all yours. Let him do what he wants, slut."

The girl choked out a muffled sob and settled back, visibly trembling. And then started to make long muffled, "mmmmmmmm"ing wails around the cock in her mouth which grew more and more pained and throaty as the guy worked his large cock into the girl's ass. Her face became more and more pained and horrified, and her squeals more strident, as the guy grunted and got the huge tip inside her, lubricated by her pussy juice. Her eyes were welling with tears that were streaming down her face and dripping from her chin.

And she still didn't take her mouth off of the black cock.

Pet stared at Slut (as she assumed was her name since Master had called her that) and shivered in arousal. Watching the other girl humiliated and fucked at Master's instruction was turning Pet on. She swallowed and, still watching the other scene enraptured, pulled her little feet up under her on the couch and worked into a squat on her little toes. With a grunt of effort, she levered herself up - and let out a long, squeaking groan as she felt Master's cock slowly and a little painfully drag itself out of her aching, straining pussy. And then she settled back down with a small sob of pleasure as she felt him sliding back in. She squeaked and moaned as she slid up and down, watching Slut and her long pained groans - even as the other girl's eyes glazed over again and a look of confusion spread across her face as the groans started to take on a slightly different tenor.

"Pet."

She froze, perched halfway up Master's penetrating cock, her little pink ass tilted up in the air. She swallowed, hearing both the amusement and the admonishment in his voice.

"Y-Yes Ma-ster," she squeaked in a small voice.

"Did I give you permission to start doing that?"

She started to tremble, her bottom lip quivering and on the verge of tears at the thought of having disappointed Master.

"N-No Ma-ster," she whimpered, "It's just...Pet got all excited watching Slut get fucked and *she* wanted to get fucked and Ma-ster's cock was already inside her and she thought he might like it and didn't it feel good Ma-ster and Pet is sorry but Pet wants to make Ma-ster feel good and..."

She trailed off with a gasp and soft whimper as she felt Master shaking beneath her, which in the position she was in had the effect of making his cock slide in and out of her just a little bit in the most distracting way. She forced her flighty mind to try to ignore it, though, and looked up at Master with wide tear-filled eyes.

And realized he was laughing.

She smiled brightly, blinking away tears again, as it was clear from his expression and the dark mirth in his gorgeous golden eyes that he wasn't mad at her, or at least not very much. She felt his hands wrap around and grab and stroke her little ass and she moaned with delight at his touch and the way it shifted her pussy around his cock.

"It's OK, Pet," he chuckled, "I think the new you is going to have some difficulty resisting your urges, especially once I finish up with your sheet here. You can do that for a little while - but very slowly and you have to stop when I tell you. I don't want to cum just yet, which means you don't get to cum yet either. But go ahead."

Pet let out a sob of pure joy.

"Oh thank you Ma-ster! I'll be good Ma-ster! Watch how slow I go!"

Pet bit her bottom lip and her brow furrowed in concentration as she slowwwwwly started to slide herself down Master's cock, and then slowwwwwly back up again - making small whimpering moans the whole time. And then down...and then up. Her little legs trembled with the effort and she had her tiny hands placed on his belly for stability, her fingers and toes curling with pleasure.

It felt soooooooo good.

As she whimpered and moaned, she watched as Master filled in more and more of the paper he called her 'sheet'. She had no idea what he was writing of course - though with effort she managed to figure out a few things about it. She had a huge burst of pride when she figured out that he'd written some numbers down, by some sets of three letters that had some vague sense of importance about them to her. Three letters was way too many to figure out, but she did manage to figure out that the "S", "I" and "W" ones had single numbers after them, while the "D" and two "C"s both had double numbers after them, which she thought meant those were bigger.

By then, he'd completely covered the sheet with writing, muttering to himself and grunting softly every once in a while as she continued her slow slide up and down. He'd made her stop twice for long agonizing periods, clearly closer to cumming than he'd like, and she'd perched there, legs aching with effort as she held her self up on her little toes, waiting for permission to continue.

Poor Pet was shaking with exertion and almost mind-melting, aching arousal and a need to cum. But still she obeyed her Master, and bit her lip to keep from crying in her overwhelming need.

While he wrote, Pet periodically felt that weird tickling in her head that sometimes made her giggle, and sometimes made her feel a surge of sadness and sometimes made something deep inside her wrench with misery, though most of the time she'd forget again almost immediately - she seemed to have more and more trouble keeping thoughts in her head for very long.

Finally he let the pen roll to the side and sat back, gasping.

Pet paused, and glanced over at Slut. Slut's eyes were vacant again as her tears dried on her cheeks, and she grunted out long low grunts of what were now mostly pleasure as the guy behind her worked his huge cock in and out of her ass in long, deep thrusts. She suddenly started making a gulping noise and it was clear the black guy was cumming in her mouth - a lot. She blinked stupidly in surprise and a flicker of horror passed over her face - but the black guy held her head in place, preventing her from jerking back, and though she gagged and struggled briefly it was clear she was swallowing most of his cum.

She felt it before she heard it - a low growling noise that sent shocking tingles through her tiny body. She blinked in confusion, and lifted her small head to look up at Master - and found him staring back at her eyes wild. For a brief panicked moment she tried to figure out what she had done wrong.

And then he reached down and grabbed her by her tiny waist above her flaring hips and she realized for the briefest moment that he wasn't mad at all - that look was hunger.

And then he lifted her up in his huge, strong hands, and she felt his cock sliding out of her wetly till just the tip remained, ripping a shocked squeal from her tiny chest. Her little legs kicked out reflexively, as she hung there helplessly (the utter lack of control inflaming her already almost impossibly intense arousal) and she choked out a small sob, trying to focus enough to keep herself from cumming until Master did...

And then he roughly slammed her down, shoving his huge cock all the way into her little pink pussy to the hilt.

Pet shrieked in orgasm.

She had a vague feeling of recently feeling pleasure like this (and little else afterwards) but right now she was pushed to the edge of what her little mind and body could take. The world exploded in color and lights and every nerve ending seemed attached to her pussy and nipples and sent rockets of pleasure through her body. She could no more have kept herself from cumming like this than she could have stood on her tiptoes and touched the moon.

Her little legs kicked and thrashed, her heels bouncing on the couch while Carl watched the almost painfully adorable creature that was once Mark and was now Pet scream and shudder in what was obviously an almost painfully explosive orgasm, her little tits jiggling adorably. The intensity of it shocked even him and for a moment he paused to watch it.

Then with another growl he began to slide her up and down on his cock.

Pet exploded into another orgasm, and another, and another, as Master slid her up and down on his cock like a wet, tight little cocksleeve. Which was really all she was. Her brain had shut down completely and she simply jerked and bounced and squealed while he slid her up and down with wet squelching noises coming from her tight little pussy.



Finally, after uncountable orgasms (not that Pet would ever be able to count particularly high anyway), Carl groaned and began dumping his cum inside the gorgeous little creature. This seemed to send Pet into some sort of overload, and her little voice rose to a breathy screech as she went rigid, spread-eagled on his tool inside her. Her little pussy sucked at his cock, drawing out every last little drop of cum, in a way that drove Carl's own orgasm higher and longer than he would have thought possible, as he yelled in pleasure.

Finally, he fell back against the couch, gasping for air and exhausted. Pet jerked and squeaked for a few more moments - and then fell completely limp. Her eyes were half open, but it was quite clear she was nothing resembling conscious. After a few moments she made a long whimper and began to drool.

Carl coughed out a laugh and pulled her against him to let the tiny pink girl lay limply against his body.

He turned to look at Lori, who was moaning loudly as Jason continued to fuck her ass. Her mouth was working hard to nurse Ken back to hardness, but he was quite soft, and probably done for a while as he was starting to softly snore with his head back on the couch. Lori sobbed in frustration in between moans - and then her moans rose in pitch as Jason grunted loudly until they were a strident wail...not of orgasm but of obviously almost painful frustration.

Jason was cumming hard in her ass, which she both clearly liked and was horrified by - but she wasn't cumming.

After some time, Jason finally stopped his groaning, and she let out a little sob. She slowly slid her mouth off of Ken's cock and turned her head towards Carl. Her eyes were dull though pained, and Carl realized that somehow she was clearly drugged. She choked out a sob.

"P-Please Ca-M-Master," she caught herself, her words slurring drunkenly as she sobbed, "Please I'm s-so horny...I n-need to cum. Please fuck me..."

Carl smiled nastily at her. Lori - for whom Carl was her first lover - had never actually brought herself to orgasm by masturbating, she'd once revealed to Carl. With her strict catholic upbringing the guilt had kept her from cumming the few times she'd tried it, and she'd never done it since.

He saw no need to point out that she could probably take care of herself that way, given that she was likely to go off from the slightest touch between her legs, as wound up as she was.

"Hmmm...I guess I could help. But I want you to prove to me how badly you want it."

Lori choked out a soft sob.

"Anything M-Master," she moaned, "Anything...tell me what you want..."

"Oh no - I want you to come up with something nice and nasty all on your own to show me how badly you want it."

Lori whimpered, and her eyes drifted down to the little pink woman passed out on Carl's lap, his softening cock still lodged in her tight little pussy. Lori was too broken for anything other than a brief flicker of green to manifest in her eyes - and then she began to cry softly.

Lori cried pitifully for a few moments, and lurched to the side and crawled forward a few inches. Jason's huge but softening cock slowly slid out of her ass, finally coming out with a pop, as he fell backwards with a grunt. Lori crawled towards Carl and Pet, her big tits swaying beneath her,



until her head was between his legs, just a few inches from Pet's ass. Her nose wrinkled at the smell of their sex, and then she shuddered slightly.

Then she leaned in and began to lick his balls - slick with Pet's pussy juice - thoroughly clean.

Carl groaned - he'd tried to get Lori to do this once while she was drunk, but she'd been disgusted by the idea. It was hard enough to get her to suck his cock occasionally. Now she sucked and licked with soft moans, sucking them into her mouth and slurping at them until they were completely cleaned of Pet's pussy.

Carl's cock twitched slightly, stopping its slow deflation, its interest piqued.

She wasn't done.

Lori licked her way back up - and then turned her head sideways and began to lap at the base of Carl's cock...and Pet's pussy lips that were gripping it so tightly. Pet made a soft whimper of obvious enjoyment, and twitched against him. Carl moaned louder as his cock twitched inside her.

Lori lifted her hands under Pet's ass, and started to slowly lift her up. Lori's tongue followed along, cleaning after Pet's pussy, and getting a little of Carl's cum smeared along with it (though most remained plugged inside Pet). Pet began to tremble and whimper, blinking her eyes dazedly, even as Carl groaned in delight.

By the time Lori had levered Pet's little ass up to the point where just the tip of Carl's cock was still inside her, Carl was not only clean, but he was once again quite hard.



Then Lori, with only the faintest of gagging sounds, pressed her tongue against the very base of Pet's pussy...and then lifted her off Carl with a slurping pop and shoved her face into Pet's pussy covering the gaping hole and starting to lick and slurp. Pet moaned loudly, confused but clearly somewhat awake again and enjoying herself.

It was only when Lori started gulping that Carl moaned softly, realizing what she was doing.

She was drinking Carl's cum out of Pet's pussy.

Lori slid her hands under Pet's little body, and then lifted her off Carl. Pet moaned, a stupidly dazed grin on her face as she shuddered delightedly at the tongue working between her legs, with obviously little understanding of what was happening. Lori, still gulping and slurping, slid backwards carrying Pet. And then slowly lay back onto the floor, with Pet straddling her face, grinning vapidly.



When Lori spread her glistening thighs, revealing her sopping wet pussy as well as her spasming, ruined asshole, still bubbling cum and trying to twitch closed with obvious difficulty, Carl took pity on his poor girlfriend and slid off the couch between her legs. He grabbed her ankles and lifted them into the air - and shoved his once again hard cock deep into her wet pussy.

Lori squealed into Pet's pussy as she came almost immediately, her pussy - once considered fairly tight by Carl but now seemingly gaping loose in comparison to Pet - twitching exhaustedly around his cock. Pet's eyes went wide with delighted surprise - and she let out a high pitched squeal of her own as she started to cum again.

Unfortunately for Lori, it turned out that gnomes often squirted too.

Carl blinked his eyes open, sensing something was odd. He'd fucked Lori for quite some time while she slowly got drenched by Pet's pussy on her face as both Lori and Pet came repeatedly. Finally he'd grunted loudly and cum inside his poor girlfriend, once again firing off one last explosive orgasm, before she'd collapsed, moaning. Pet collapsed forward on top of her, laying across Lori's big soft tits like two warm pillows - which Pet had cuddled up with happily before falling asleep. Lori had also passed out, fortunately with Pet's still-dripping pussy a few inches from her mouth and nose rather than on them. Carl glancing around and seeing Ken snoring away, and Jason starting to drift off, had succumbed to his own exhaustion and lain his head back on the couch behind him.

Apparently he'd fallen asleep as well.

He blinked glancing around quickly, verifying that everyone was still snoozing or snoring away. Pet was draped over Lori's tits, a silly grin on her face while she slept, and the others were in similarly unconscious states.

Then Carl looked up and realized Zach had come out of wherever he'd moved to hide and was standing in the middle of the room.

Holding the character sheet.

He looked up at Carl with an expression of horror.

"What did you do?" Zach asked in a hoarse, accusing voice, glaring at Carl.

Carl just laughed.

"I just filled out her sheet, man. Gave her the perfect character."

Zach looked back at the sheet briefly then at Carl again.

"This - this is sick! How can you...that's Mark in that creature you've created!"

"Was Mark," muttered Carl, "Now she's just Pet. And she looks pretty happy to me. You should have heard her screaming earlier. I thought she was going to explode she was cumming so hard. And she never has to think about anything other than that, ever again."

Zach made a choked sound, and glared at Carl with a fury so intense that Carl tensed up - he wondered if Zach was about to deck him.

But instead Zach just growled.

"Well we'll just see about that, won't we."

Carl frowned as he tried to figure out what Zach meant - and then his eyes widened as Zach held the character sheet out in front of himself, large hands on either side.

"Wait - Zach, let's talk about this! I don't think you want to - no, don't!"

Carl reached out his hand as Zach grinned triumphantly at him and tore the Matt's character sheet in half.

Eight Months Later



"Hey guys - sorry I'm late."

A chorus of grunts and waves met Carl as he walked into Zach's house. Zach's head was bent over his notes, preparing for tonight's session. Jason and Ken had arrived earlier, and were busily updating their sheets from the previous adventure where they'd all leveled up.

"Hihihi!" chirped Pet, eyes wide and excited as she followed Carl in, the small tag on her ever-present little collar jingling faintly as she walked. In addition to fitting into Carl's many recently-discovered fetishes, the collar had a practical use, as poor Pet had no chance of remembering Carl's address or phone number when she got lost. She was rarely out on her own, but it had come in handy a couple of times in the last few months. People were usually *quite* eager to help the adorable little creature - and were usually appropriately rewarded.

Pet's entrance was greeted with a more attentive set of greetings from the group, even though Ken and Jason saw her all the time - particularly since today she had picked out her own outfit, and was dressed only in a slightly too-tight leotard, whose gripping fabric left little to the imagination, looking almost painted on her little body. Zach's greeting was, as usual, more shaky than the others, his eyes briefly looking far away as though he was trying to remember something. After a moment he shook his head, smiled at the vapidly beaming Pet, and lowered his head back to what he'd been working on while Carl settled onto the open end of the couch, while Pet sat down at his feet, legs spread and wiggling her tiny toes as she leaned back on her hands.

Usually they would have played at Carl and Ken's - but since they were in the process of moving to their new apartment, they did their periodic rotation to Zach's suburban house a little sooner than usual.

Plus, Carl liked playing at Zach's these days, for reasons which would become apparent in a few minutes.

Things had definitely changed since that night.

Zach had torn the sheet in half - and nothing had happened. Except that a few moments later, he'd started blinking confusedly and then said:

"I - I have to go."

Carl had watched him drop the torn character sheet to the floor, then dazedly gather up his things and walk out without saying another word.

One by one, the others had also dazedly gotten up and gone about their business. Jason left and went home. Ken, when he awoke, went back into his own room and passed out again. Lori seemed broken and confused - stumbling out of his apartment, blinking her now purplish-blue eyes, to head home after taking one of his t-shirts and pulling it over her naked body, still messy with fluids. Distantly Carl knew he should have been worried about her going out like that, but he too was somewhat dazed - though seemingly much more aware of things than anyone else. He'd picked up Pet, laying her gently on the end of his bed, and then collapsed face down and gone into a deep sleep.

By the next day, it was very clear that everyone else had very different memories of that night other than Carl.

The first indicator was the message from Zach, left while Carl was waking up.

"Hey man - sorry if I seemed grumpy when I left last night. I guess...well, I know Lori gets off that sort of thing, but for some reason I was feeling a little guilty about it all. Plus, I was worried about Mark - have you heard from him? I was surprised he didn't show. I think he'd be really into Pet. Anyway - see you next week, man."

Carl stared at the phone and shook his head. He'd glanced down at Pet - at least in part to verify that she was still real. She was adorably curled into a little ball at the end of his bed like...well, like a pet, snoring softly and oddly adorably.

When Ken had stumbled out of his room while Carl finishing a bowl of cereal, he grinned muzzily, his big cock visible in his underwear.

"Man - I had the weirdest dream last night. Great dream - fucking some hot dwarf chick in the ass. Too bad we never got around to making characters - but Lori was sure hot last night. Glad we finally all got around to fucking her like that..."

Carl nodded, vaguely, and headed back to his room - catching his golden eyes briefly in the mirror and pausing to stare at them. When he got back to his room, he found that Pet had woken up - and was sitting with her legs pulled up to her chin in a little ball, sobbing. She looked up at Carl with big, wet eyes and blinked.

"Ma-ster?" Pet said, in a confused voice, eyes wide with panic, "Pet...Pet isn't...Pet can't...re-mem-ber...Please...Pet doesn't want to be...Pet..."

She was clearly struggling, and she at least seemed to clearly remember that she was once Mark - or at least as clearly as she was capable of with her simple little brain. Carl knew vaguely that a day ago he would have been horrified by what had happened, would have done anything to fix it. That he should feel bad about this, about what he'd done this to his friend and his girlfriend.

He didn't.

He liked Pet, though, and though his newly remodeled mind was already starting to come up with lots of ideas for her, he didn't like seeing her sad. He reached down and tousled her pink hair.

"But you're my good little Pet...don't you want to be my good little Pet?"

The change was immediate - Pet's brain wasn't really capable of holding multiple thoughts in it at once any more. A bright smile spread over her blindingly cute face as she blinked away forgotten tears.

"Oh yes, Ma-ster! Pet is your best Pet ever!"

"Good girl. Why don't you play with yourself for a while, it'll make you feel better."

"Oh, thank you Ma-ster!" she squealed, "Oh goodie!"

Pet unfurled and began to finger herself, her hairless pussy other than the little thatch of curls above it immediately growing slick and shiny,

and began to grope her little tits, thumbing her nipples. The tiny little moans she made were captivating, and Carl stared at her for a few moments, his cock rapidly stiffening in his shorts.

Then he noticed the message light blinking on his cell phone.

He sat down and listened to it, watching Pet mindlessly and happily masturbate at the end of his bed.

"C-Carl," Lori sobbed into the phone, "I - I don't know what happened last night, but...I'm not c-coming back. I c-can't remember...I know this isn't me...that I wasn't this...person yesterday, that I never would have done those things..."

She trailed off with a faint moan. Carl wondered idly if she was playing with herself while leaving the message.

"I - I don't know what happened...but...I can't s-see you again. Or the b-boys. Don't c-call me..."

There was a louder moan just before the phone hung up.

Yep, definitely playing with herself. He wondered if she'd be able to make herself cum this time.

He chuckled and set down the phone. He knew he should feel bad, should call her in spite of what she'd said.

He didn't.

He had a pretty strong feeling that she would come crawling back to him soon enough - he hadn't put everything together yet (and probably never would figure it all out), but he was starting to get an inkling that there were a lot more changes going on than the obvious ones.

Instead he'd shoved his shorts down to let his hard cock spring free.

"Here, Pet."

Pet let out a squeal of delight and crawled up the bed - never stopping fingering her little pussy - and plunged her little mouth over Carl's cock with a moan of ecstasy. Carl leaned back and groaned as she started to cum as she tasted his pre-cum, gleefully sucking his cock.

Carl's mind was pulled back to the present, away from that first day and the many, many other things that had happened in the intervening eight months, by the voice of Annie, Zach's wife, from the other entrance to the living room.

"H-Hi Carl. ...h-hi Pet."

Carl looked up and grinned at the dark-haired woman standing in the entryway, eyes wide and slightly panicked as her voice cracked slightly on mentioning Pet's name. She shifted nervously from foot to foot, eyes riveted to the tiny gnome girl who grinned up at her brightly. Annie had always been pretty in a nerdy way, a very light-skinned Latina with rosy cheeks and dark brown hair, as well as thick glasses. That hadn't changed over the years, and she was still quite cute.

She was also massively pregnant.

Almost exactly eight months pregnant, in fact.



Which was particularly ironic since the one thing all of them had known quite clearly long before Annie and Zach started dating was her utter certainty she would never have kids - and had in fact gotten her tubes tied in her late twenties shortly after they'd married.

Which apparently was utterly ineffective against whatever strange effects the magic of fucking elf-Mark had on Zach, even though he still only remembered it as a very vivid dream.

When she'd first found out she was pregnant - a few weeks after Zach had come home the night of the character sheet and had fucked Annie nearly raw (cumming in his shocked and exhausted six times before

the elf-viagra effect finally wore off, though Zach would forever be able to go much longer than a normal man) - Annie had freaked out. They'd been having sex protection-free for several years, so it was truly a shock when the doctors identified her strange symptoms and multiple pregnancy tests confirmed it. Annie had spent almost a week in tears - but though she'd overcome her catholic upbringing enough for aggressive birth control, she couldn't bring herself to do anything more about it, and finally accepted that she'd be having children.

Of course, that had been far from the end of the strangeness that would come - and was still yet to come for poor Annie.

The first major strange effect Zach had revealed to Carl a couple of months ago at one of their periodic lunches. It had slipped out while Zach was admitting guiltily that he'd discovered he had quite a pregnancy fetish.

Which was good, because his wife was developing an increasingly insatiable craving for sex.

It turned out that Annie - always only mildly interested in sex (and very conservative about it) - had, a couple of months in, started to become desperately horny. (It had actually started sooner than Zach realized, Carl would ferret out - it turned out that Annie, embarrassed, confused, and horrified by the increasingly perpetual heat her body was in, had started masturbating regularly in addition to her increased sex with Zach. First daily. Then several times a day. Then hourly, in the bathroom at work...) And Zach, while he could go several times a day, was having more and more trouble keeping her satisfied - particularly while holding down a job of his own. It was pretty distracting when his wife called him, sobbing, while she fingered herself in her office and begged him to meet her at their small apartment downtown they'd started renting for mid-day fuck sessions. Masturbation was no longer enough to sate her for very long.

And Zach had to go away on a business trip for a few days while Annie had a deadline at work that prevented her from traveling.

To his credit, in spite of his newfound almost lack of conscience, Carl had somewhat restrained himself from seeing if he could take advantage of Annie's new state for himself.

But Carl *had* offered to let Pet help out, if Zach could convince Annie to let a girl take care of her.

It was a sign of how far gone Annie already was that after exploding at Zach and telling him how disgusting he was for even thinking of such a thing...she'd agreed to try it after only a day of attempting to go without sex.

According to Pet, she'd never opened her eyes once the entire time - though she'd opened her mouth. Loudly. Repeatedly.

Of course, Carl had neglected to mention to Zach that he'd let Pet use one of the abilities Carl had found his little pet had on poor Annie.

And it had taken several weeks before Annie admitted to Zach that she'd been...reciprocating with Pet. And that she'd *really* like it if he could invite her over. Soon. Really soon. Like...maybe that day?

He could even watch.



Or...join in.

Carl had let Zach and Annie "borrow" pet several times over the last month or two (he had plenty to keep him entertained by that point) - though sadly Pet had been too busy for the last couple of weeks to visit.

Which was why Annie had a borderline insane look in her eyes as she stared at Pet right now, hands shaking. Carl had come to recognize that look in women Pet had..."acquired" quite distinctly by now.

"P-Pet? Do you w-want...to - to, um...maybe go in the the other room and...um...talk?"

Annie trailed off, eyes flickering to the other guys with obvious embarrassment, her voice quaking with barely suppressed need, which Carl and Zach both noticed though Ken and Jason had not. Carl caught Zach's slight smirk while he continued to look down at his notes - Zach had become increasingly...depraved and domineering with Annie, according to Pet. Including forcing a clearly resistant Annie to let him film her with Pet while he watched. It turned out that Zach was quite the voyeur - and had a bit of a thing for watching his wife be humiliated. Whether some lingering effect of that night, or a slow exposure of Zach's darker side, Carl wasn't sure. But he was **very** curious to see how things would play out tonight.

Pet smiled up at Annie with those big innocent eyes.

"No thanks! Pet wants to stay with Ma-ster tonight!"

Carl had to fight down a grin at Annie's soft, choked whimper as Pet clung to his leg lovingly, her eyes growing even wider and more desperate. Her hand slid down shakily for a moment before she caught herself, clearly unconsciously about to slide under the loose yellow dress she wore over her swollen body. She swallowed.

"But...um...please? I'd really like to...um," Annie cut off with a soft, suppressed sob, clearly desperately trying to avoid saying what exactly it was that she wanted to do with Pet even as she started to squirm more obviously.

Of course, Carl had told Pet to stay with him today, but if Annie wanted to "play" they could do it there. Which is why Pet's next response was what it was as her eyes widened in sudden realization.

"Oh! You want to play!"

Carl had never seen Annie turn exactly that shade of scarlet before, her eyes huge behind her glasses. She looked like a frozen animal as she stared at Pet, while Ken's and Jason's heads lifted with sudden surprised interest.

"Pet is happy to play here! You want to start? You like to start!"

And with that Pet reached down and pulled her leotard to the side, revealing her pink, already (pretty much constantly) damp pussy lips as she spread her legs invitingly. Ken and Jason barely even glanced over - the two of them were pretty used to seeing Pet naked by this point. But had most definitely never seen or imagined this side of conservative little Annie.

Annie made a strangled sound, eyes flicking around the room in horror as she realized everyone was watching her - and what Pet had unwittingly revealed to Jason and Ken.

"N-No," she managed to groan out, and Carl was sort of amazed by her willpower, clearly born of extreme embarrassment.

"OK," Pet said brightly, blissfully unaware of the strain she'd just introduced into Annie, "Pet can just play with herself then!"

Pet slid her fingers down between her wet lips, parting them slightly and sighing.

Annie let out a groaning sob.

"Oh go on, Annie - you know you want to."

Annie turned to look at her smirking husband with a horrified expression - and then turned and stumbled towards Pet, moaning. The internal struggle was still there in her eyes - but her body clearly had come down on the side of her need.

For her part, Pet just looked excitedly up as the taller pregnant woman drew to a halt in front of Pet, nostrils flaring at the scent of the tiny woman's pussy, and the pretty little gnome smiled even brighter.

"Oh goodie - we can play here! Take your dress off!"

This caused Annie to pause again, and make another strangled moan, shaking her head as her eyes flicked up to Carl.

"N-No...I-"

"Just do what she says, Annie," growled Zach. Carl glanced over and saw Zach's pupils glowing with that faint red glow that the other three would periodically get, even after all these months. He was staring over at his wife and Pet hungrily.

Annie looked at him with a look of betrayal and horror.

Then reached down with a sob and pulled her dress over her head - which was the extent of her clothing. She had clearly been prepared to move quickly with Pet when she arrived - not thinking it would make it that much easier for her to quickly expose her body to Zach's friends as well.

Carl let out a soft shuddering breath of delight at the sight of Annie nude for the first time, and heard similar sounds from Ken and Jason, even while Annie's eyes welled with tears.

The cute girl was huge, her belly stretched out before her. Her belly button had popped out, a little nubbin on her huge, round tummy.

But what was more shocking was her breasts.

Annie had always been so skinny (though pregnant Zach had joked she looked a little like a grape on a toothpick...while obviously quite enthused about that look), and just had small bumps for breasts that were fitting for her petite body. She had perky little B-cups at best, with tiny nipples that only occasionally were visible beneath her clothes.

Not any more.

Dangling down onto her belly were what were clearly large, heavy C or probably D-cups. She'd been trying to hide them under loose clothing, clearly, as even though Carl had seen her several times over the last couple of months, he hadn't realized exactly how big they'd gotten. Given that Carl had seen her bra-less under a t-shirt once or twice when he'd slept at Zach's, he could also guess that her large pink nipples were also a new feature - as almost certainly were the large, perfectly round and just slightly puffy areolae surrounding them. Her breasts were still shockingly perky even as they jiggled, impossibly large on her tiny body.

And they were, of course, already dribbling with milk.

Perhaps even more surprising was the fact that Annie's pussy was completely hairless.

Not shaved - completely and utterly bare and smooth. The puffy lips were currently swollen and red with her very visible arousal.

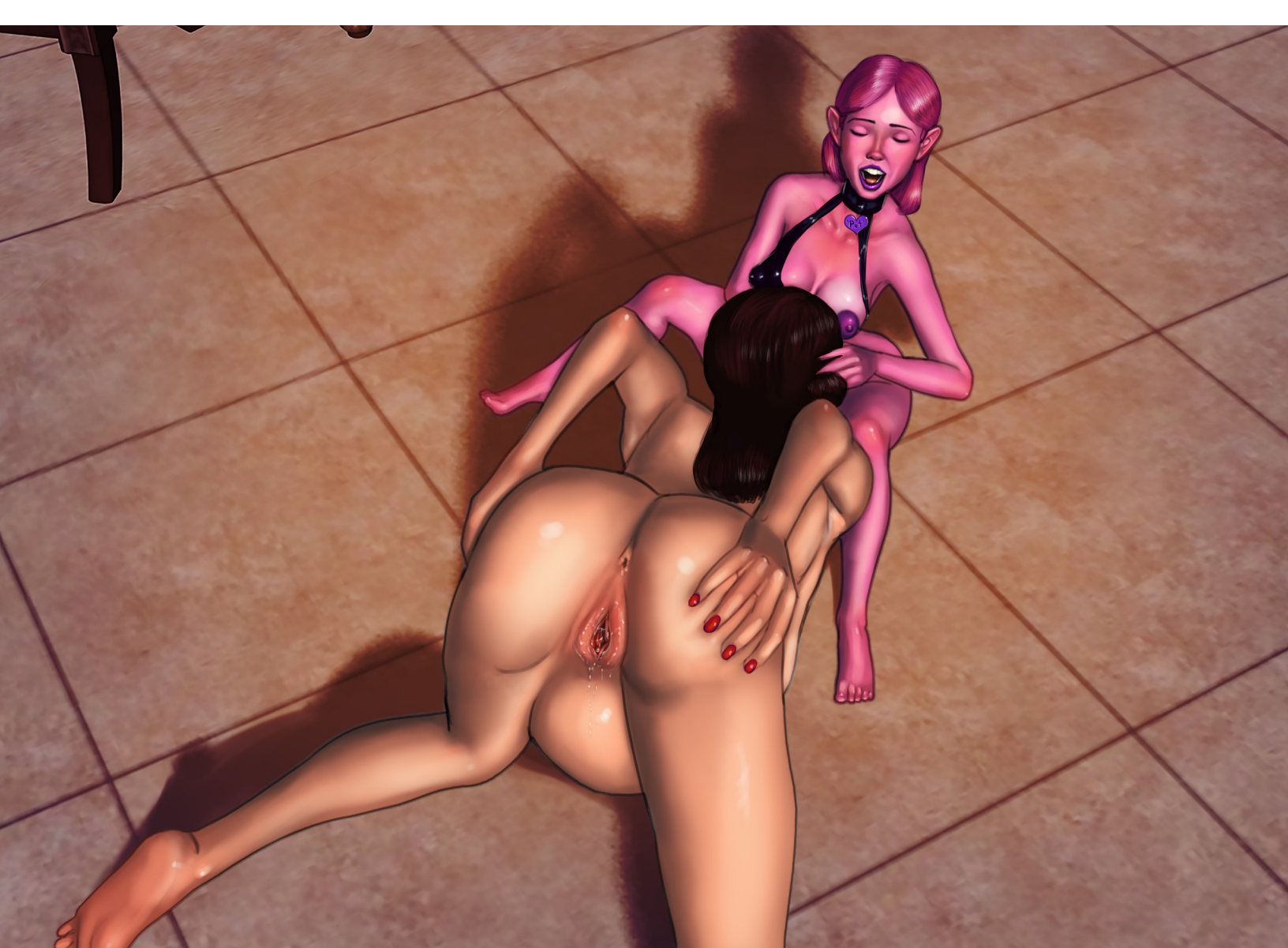
(Carl would find out later from Zach that Annie's pubic hair had all fallen out over the course of a few days about three months in - and according to the doctor didn't look like it would ever grow back. Annie had been almost as horrified by that as having found out she was pregnant in the first place. And worse, the bare skin was apparently *incredibly* sensitive, and had been one of the factors that had accelerated her uncontrollable arousal - just the sensation of panties rubbing against her bare skin left her gasping and wet after a disturbingly short period of time. One more little elfin gift...)

Annie - naked, humiliated, and filled with need - let out a soft moaning wail, and then fell to her knees before Pet. Then with a sob, she lowered



her heavy body down, breasts dangling and then laying heavily on the floor, and shoved her face into Pet's sopping pussy and began to lick, moaning and sobbing softly.

Pet just let out a soft "ohhhh" of delight and lay her head back against Carl's leg to grunt and gasp while the other woman licked her little pink



pussy (Pet said Annie wasn't very good at it yet, but Pet was teaching her...).

Annie, seemingly unconsciously, tilted her ass up towards her husband and spread her legs, displaying her hairless but very wet pussy in an obvious invitation. She had clearly forgotten - or no longer had the capacity to care - that the mirror behind Zach meant that the other three guys were treated to just as nice a view of her ass and wet cunt as her husband was. After another few moments, she made another small, soft sob into Pet's pussy - and then began to finger her obviously desperately aching pussy as it started to drip onto the carpet.

Of course, not even Carl knew it yet - but this was just the beginning of things for poor Annie. In a couple of months, she would waddle out of her visit to the doctor, still "eight months pregnant", sobbing as what they'd told her started to sink in.

Her baby was completely healthy. As was she.

It had just...stopped growing. And didn't appear to be in any hurry to leave her body.

They could do a c-section, but for some reason she had a sudden panic attack at the thought and refused - which she would continue to do,

unable to overcome the blind, unreasoning panic that came over her each time it was discussed.

Even as she remained "eight months pregnant" for almost three years.

Unfortunately for Annie, while she wouldn't give birth to her first child till almost thirty-five months pregnant - her body continued down the path it had started.

Which first and foremost meant that she continued to get hornier and hornier, to her ongoing horror.

Up until tonight, Annie had been seen naked by slept with exactly one man.

By the end of this night's session, she will have been fucked by four, starting with Carl, as Zach let each of his friends take his sobbing, horny wife from behind towards the end of the session while she continued to lick Pet, cumming and humiliated while Zach looked on with glowing red pupils and a hungry expression.

By the end of her first year of pregnancy, Annie had quit her job, needing to masturbate almost constantly, in between having sex as often as she could.

She had also fucked nearly two dozen men, including her first several double-teams, and had Carl had filmed all of them (including Annie swallowing cum for the first time, on camera), displaying an intense voyeuristic streak and getting off on watching his incredibly reluctant yet insanely horny wife getting off uncontrollably with guy after guy.

By the end of year two, Annie started her porn career as Ample Annie, managed by Carl. She'd sobbed when he suggested starting to post her videos publicly - but the promise of more guys to fuck finally made her give in and agree to it.

Zach had quit his job as well, as Annie's increasingly prolific porn career as the shockingly continuously pregnant porn star was bringing in far more than they'd both made in their previous careers. She'd also fucked over ten times as many men as the previous year - she fucked as many men in each of her gang bang videos toward the end of the year as she had in the entire first year of pregnancy.

Her breasts also finally stopped swelling at the end of year two, ending up as very large E-cups. Unfortunately their huge size on her tiny frame had taken a toll on them, and they had dropped significantly - though still remaining remarkably perky even as they hung lower.

Her new hugely heavy boobs on her tiny body made the girl even more popular online.

Of course, she needed to be milked several times a day. Other than Pet, this was the only girl-girl activity Annie would allow - but the videos of two girls nursing on her large tits did sell quite well.

By the end of year three, Ample Annie had doubled her number of partners again from the previous year, and filmed almost every day. She still looked just like the pregnant, sweet, nerdy girl she had at eight months



- seemingly not having aged at all. Her videos - particularly her repeated breaking of the largest gang bang records - were hugely popular.

And finally, three years later, after having a beautiful, healthy little boy, Annie was no longer pregnant. She had her tubes re-tied the same week she gave birth. Somehow she and Zach had grown even closer over the three years, in spite of (or perhaps because of) her constantly being fucked by other men, often dozens at once. The overwhelming arousal faded almost immediately - though not completely, instead leaving her just constantly horny, but not completely out of control. She and Zach were having sex again a couple of weeks after the baby was born, in familial bliss.

Which of course meant that Annie was pregnant again just a scant month after giving birth.

By the end of her second pregnancy - another three years on - Annie was quite different. Sometime shortly after realizing she was pregnant again - and that the arousal was already coming back even more quickly than before, Annie...broke. And Ample Annie was what was left.

Ample Annie filmed a masturbation video for her website every day, so that her fans could watch as her body transformed from slender and cute (she had returned to her normal form unreasonably fast after the birth) to pregnant like they liked her at eight months once more. The time-lapse

video of her cumming over and over while her body grew more and more pregnant quickly became one of her biggest sellers.

Ample Annie started slow again, being fucked by an actual guy on camera only once a day at first, before building back up to her frenzy in the second and third years like before. Once a month, a lucky fan from her website got to be the guy to fuck her on camera. In month six, Ample Annie was shocked to find that the winning fan was a girl in college - but finally gave in to her husband and her manager, and did her first girl-girl scene on camera, blinking away tears even as she came loudly, ass to ass on a double dildo with the skinny girl, who was much more openly enthusiastic about the scene than Annie.

She would actually finally lick the girl on camera a month later. And a week after that, filmed her first three girl scene with the girl's twin sister sitting on Annie's face while the first girl licked Annie to a squealing orgasm. And though 69s were difficult for Annie given her perpetual bulging belly - it turned out that a three girl daisy chain worked just fine.

(Though that video was only in Zach and Carl's private collection - a little incident with Pet getting the much more conservative twin involved in the previous shoot having left the poor girl unable to resist licking her sister...or Annie..or really any other pussy that came near her. The twins would become regular guests with Annie - initially the only girls she would shoot with - though over time, they began to look less and less alike, as the dominant twin slowly made her submissive, prudish sister allow her body to be modified in more and more humiliating ways, usually on camera.)

And a year later Ample Annie would shoot a video where, bound to a table with her ass in the air, she would service two dozen couples - licking the wives and girlfriends to screaming orgasms while their husbands and boyfriends fucked her from behind.

In year three, she started a contest where her fans could continue her transformation, once a month, since her body had stopped changing with her breasts now topping out as huge H-cups. Which was why by the end of year three, Annie had short pink-fringed hair, piercings in her nose, bellybutton, tongue, nipples, and clit, as well as several tattoos.

And yet beneath all that, she still looked like she had when she had first gotten pregnant...

Ultimately, Annie and Zach would have five kids.

Annie spent almost fifteen years constantly pregnant. And horny. And being one of the most popular porn stars in the world.

And by the end, she barely looked a year older than when she'd started. (Except for the tattoos and piercings and constantly changing hair color and J-cup breasts, of course.)

Zach became the good house husband while his wife was working. And, somehow in spite of their strange life, they raised a surprisingly healthy and happy family. The five kids would all be bright, energetic - and even more uncannily youthful and long-lived than their mother.

There were some upsides to being turned into a pregnant slut by elf magic, as it turned out...

But that was all in the future. For tonight, Zach just grinned down at his wife's wriggling ass and wet pussy while she whimpered and licked the moaning Pet, and then looked up at his three friends - Carl smirking back at him, Jason and Ken staring in shock and increasing excitement at Annie's naked, pregnant form on her knees on the floor.

"OK then, while they get warmed up, you guys ready to get started on tonight's session?"

Jason and Ken swallowed - but had both seen enough in the last few months to be able to pull their attention away from the scene to look at their GM. They nodded, grabbing their sheets, eyes only periodically flicking to the mirror behind them.

"OK then, when we left off last time..."

The End?

Roll

Played

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