

SHAMELESS MOTHERS

No. 1
Classic Reprint



Adults Only

Sissies dream about being naughty little boys forced to wear panties and other girls' clothes to cure them of their nasty ways and they'll get lost in this story about the boys of a small rural school who had organized into gangs, terrorized the teachers and abused the girls until their parents brought them under control with panty training and feminization forcing the boys to adore all females and everything feminine.

A PRINCESS PRODUCTIONS PUBLICATION

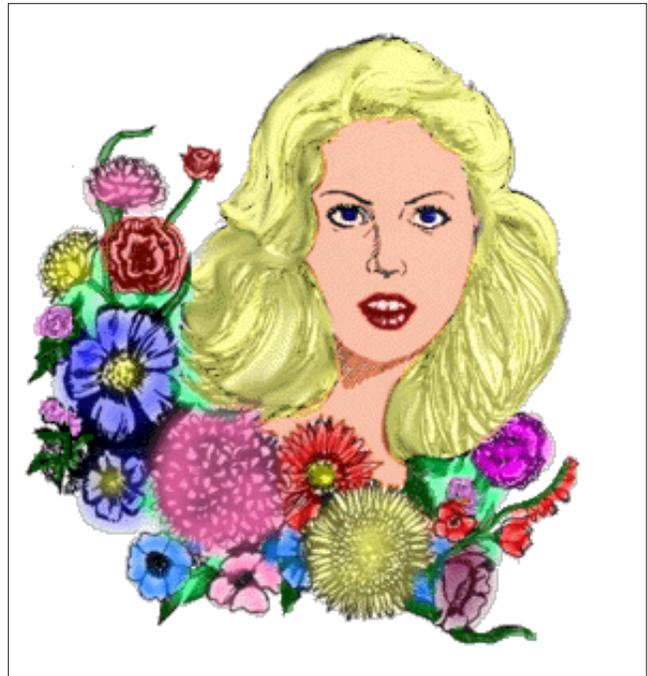
A Message from Princess Lacey

Dear Sissies,

A mother and her son differ from each other on almost every level including age and gender, yet they always share a very special relationship. Typically, a boy's mother is his first love, and it is a love that is never really replaced with anything else, including the love of a wife. Most any woman can't control her husband half as well as his mother.

Most mothers are aware of the special power they have over their sons, and most mothers exploit that power to a great degree. For example, when a mother doesn't like how her son is developing, she usually has carte blanche to do whatever is necessary to get him to bend to her ways. Even when a mother oversteps her bounds and takes complete control of her son for her own selfish purposes or disciplines him in a way that borders on abuse, she usually can do it with impunity.

The old adage 'truth is stranger than fiction' fits here. Based upon incidents rumored to have happened in a small Ohio town in the late 1970s, Shameless Mothers illustrates how easy it is for a mother to transform the 'normal' family relationship she has with her son into something quite perverse and bizarre and then rationalize her actions. In this story, a mother uses petticoat punishment as well as her boy's emerging sexuality to tame and train him. Thrilled with her success, she shares her secret with a longtime friend, who becomes an instant convert and is influenced to do the same with her own boy. Excited by the unexpected sexual benefits as well as the almost instant success of this discipline method, she wastes no time in promoting others to follow suit. Soon, even the local grade school adopts petticoating and feminization of boys as school policy. They see it as a panacea for handling their own problem boys, a crowd mentality follows, and people who



would never have done such things on their own, not only go along with it, they quickly refine these training methods to amazing new levels.

Shameless Mothers illustrates what can happen when a group of likeminded mothers decide to take charge. Since their long-established ways of doing things in a proper way are being challenged by their destructive and abusive sons, these mothers believe they have every right to throw off old traditions and try anything that might give them control of their offspring. They organize teachers, friends and families and meet little resistance on their downward spiral into debauchery. And just when you think they have achieved the zenith of outrageousness, they come up with new ways to enhance and expand their control over their increasingly defenseless boys.

Love,

Princess Lacey

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SHAMELESS MOTHERS

PART I

By Princess Lacey

Chapter 1

Handling Problem Boys

"Hi, Barb! Great news! You know how Lenny has never been able to sit still, not even for a moment ..."

"And he's so destructive ..."

"Yes, you're right -- destructive. Well, not any more. I have to tell you I've cured him of all of that."

"No kidding? That's hard to believe. I mean, the last time he was over here playing with Timmy, he left a path of destruction ... I'm still trying to get the jelly stains out of my living room drapes ..."

"Well, he's not like that anymore."

"Marion, I'd have to see it to believe it. I mean, my Timmy's no angel, but I think he's a saint compared to Lenny."

"Oh, I know it, especially ever since I broke up with Max. I can't say much for the old bastard, but at least when he was around, Lenny toed the line. Anyway, that's why I had to do something, anything!"

"Well, don't keep me in suspense. Tell me. Tell me! Can I use it on Timmy too? He's been acting up pretty badly lately. Hey, you're not talking about that petticoat nonsense that you had been reading about. Petticoat, petticoat training ... petticoat what? What did you call it?"

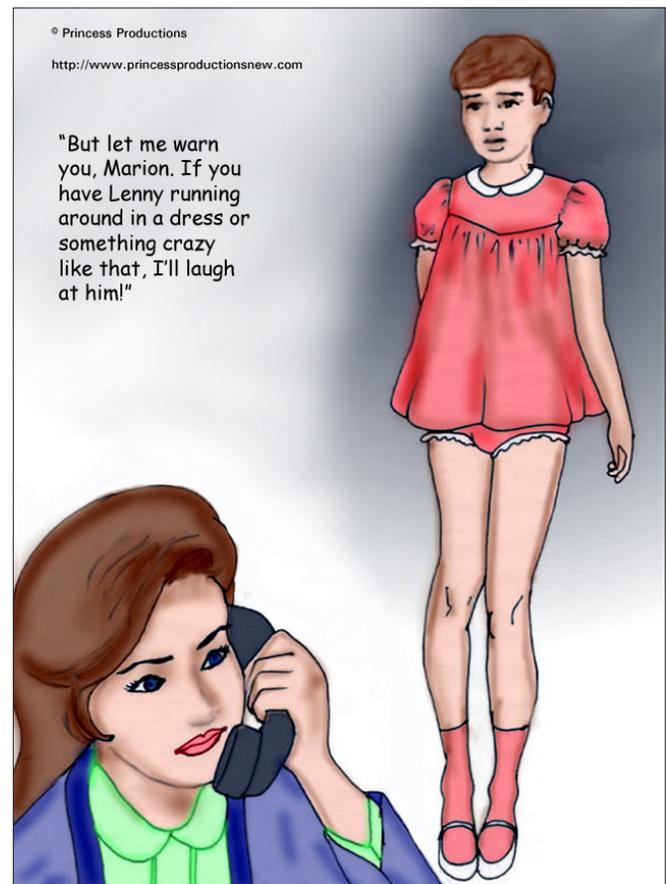
"Petticoat punishment ... yes, something along those lines, but I'm not going to tell you anymore. Why don't you take a few minutes this afternoon and come over here and see for yourself," Marion said.

"Well, your timing couldn't be better. Timmy's been getting into his own share of trouble lately ... constantly arguing and talking back, not to mention the bad reports I've been getting from school. What's been getting into our kids? What's with this generation? But I know we're not alone. There's been nothing but problems over at the school. I'm sure you've heard. The teachers don't know what to do. As a matter of fact, tonight I'm hosting a PTA committee meeting to discuss this very subject. I, I mean we, we all need some answers."

"Well, Barb, would you believe that right at this moment my sweet, yes I did say 'sweet,' little Lenny is quietly sitting next to me on the couch doing his homework? He's been sitting here nice and peaceful for almost two hours."

"I'd have to see that to believe it," Barb replied. "What did you do, Marion? Glue his mouth shut and strap him down?"

"No. What I did is even more effective. But I don't think you'd believe me unless you saw it for yourself, so instead of trying to explain it, it would be easier if you could find some time this afternoon to come over and take a look for yourself. You know I don't keep secrets from you, but I've been holding off on telling you because it's been a battle here with Lenny ... and I didn't want to say anything until I



had results. But now that I do, I'm anxious to tell you about it. It's so exciting, and I want you to be the first to know."

"You've got my curiosity really going. I can be over in a few minutes. But let me warn you, Marion, if you got Lenny running around in a dress or something crazy like that, I'll laugh at him."

"Well, you'll see, Barb, just be braced for a shock. Some people might call my methods a bit eccentric."

"Knowing you, I wouldn't expect anything less. You've never been one to take the conservative approach. "Should I bring Timmy along?"

"OK by me, but warn him that Lenny's not the little brat he used to be. In fact, yes, do bring Timmy along. It's a great idea. I'll even get a few things together just in case you like what I'm doing and want to try it out on him too."

"Timmy tells me Lenny has been acting funny lately in school, maybe you are doing something. Complains he won't play with him anymore or something like that. Try out? Marion, I'm ready to try most anything. Timmy's been a little son of a bitch lately. See ya shortly."

Barb then grabbed her son, dragged him into their car and sped off to Marion's house. Timmy objected to being pulled away from the TV, but since he was already in the dog house for failing his first six weeks math test, he thought better than to complain. A few minutes later, they arrived.

Chapter 2 Sissy Simple Solutions

Marion was surprised they had gotten there so quickly, but Barb explained she was dying to see the 'new' Lenny. In the living room, Lenny was sitting quietly on the couch, just as Marion had said. Other than remaining uncharacteristically quiet and repeatedly casting nervous sidelong glances at all of them, he appeared to be quite normal. Timmy, sensing something strange was going on, clung to his mother's skirt, something he hadn't done in years.

"Well, I'm glad you didn't put him in a dress, anyway. Like I said, I would have had a good laugh over that. OK, so what are you doing to him?"

Marion directed Timmy to join Lenny on the couch then instructed the boys to sit quietly while she and Barbara went to the kitchen for a cup of coffee.

Once in the kitchen, Barb sat down at the table and said with a laugh in her voice, "Well, you've got me. Congratulations.

So what gives? What did you do to him? I've never seen Lenny sit still for more than two seconds in his entire life."

Marion took a final look at the boys on the living room couch before moving back into the kitchen and out of their view. She walked up to Barb and said, "Watch closely," as she took off her peach chiffon blouse, unzipped her pleated mini skirt and stepped out of it to reveal a full-length pink slip, elaborately decorated with lace and a wide band of ruffles around the bodice and hem.

"That's what you want to show me? Your, your slip? Yeah, it's nice, kind of ..."

"Filly? Gaudy? Tacky? Yeah, I know. Real old-fashioned and feminine, Lenny likes it that way. But there's more," she said as she pulled up the slinky slip to reveal her legs encased in old-time seamed silk stockings. Pink beribboned garters held her stockings tight and disappeared beneath her panties. Marion's pink panties matched the slip with the same type of pink ruffles and lace encircling each leg opening. Barb stared for a moment. Then, somewhat confused, asked, "Well, they're pretty, cute, but what do they have to do with training Lenny?"

Marion smiled and took a step closer to her friend. "Very simply, I've literally driven him crazy with my panties!"

"You're joking. What does he want with your panties?"

"No joke, Barb. I've literally brainwashed him. I've got him addicted to panties like a cat goes crazy for catnip!"

"So you drove him crazy with your lingerie. What does that mean? Where does that get you?"

"What if I told you that at the sight of a pair of my panties, he'll do anything I tell him to do. And I mean anything!"

"Mow the lawn?"

"Yes."

"Do the dishes?"

"Sure."

"Sit still and do his homework?"

"Of course! You saw that for yourself when you came in."

"I don't get it. What else will he do?"

"I haven't found anything that he won't do yet!"

"Marion, start at the beginning. I don't understand what this is all about."

"Oh, Marion, I can't believe it. Lenny -- in panties! But why? I mean, I remember when Dotty's boy got caught stealing panties off clotheslines a year or two ago? Remember? He had something like over a hundred pairs when they caught him."

"Sure, I remember," Marion laughed.

"But I don't think he ever wore them. I can't imagine a boy ... Can I see Lenny wearing them? I mean, this is weird. I'd die to see a tough little boy wearing panties, especially a little wise guy like Lenny. I can't really believe ..."

"Of course, you can see him in his panties," Marion replied as she hoisted her slip up a little further and started rubbing her hips against Barb's shoulder, only inches from Barb's face. Marion's pantied hips were so close to Barb's face she could feel the heat from her friend's steamy pussy, and Marion could feel her friend's warm breath wafting over her thighs and through the thin fabric of her silky panties. The tempo of Barb's breathing was steadily increasing. Marion was excited and knew her friend was getting worked up too. Giving into her impulses, Barb playfully wrapped her arms around Marion's pantied hips and planted sensuous kisses on her pretty panties. Then she slid off her chair and squatted down before her to inhale the funky, womanly odors emanating from her friend's pantied cunt.

Both women momentarily forgot where they were -- whimpering, cooing and breathing deeply, they floated back in time to their high school days when, on more than one occasion, they experimented with girlie sex, touching each other, kissing and fingering each other to multiple girl-on-girl climaxes.

Marion came to her senses first. She heard a little noise and looked up to see Timmy peeking at them from the doorway. He jumped back out of view but knew she had seen him staring at their little love fest. Marion gently pushed Barb away with a little laugh and said, "Well, well, you're acting just like my little sissy son. He can't get enough of my sexy panties either." Barb blushed a bit as she said, "Oh, I just got carried away. I remember we ..."

"Yeah, I know. I remember too. Those were fun days."

"Well, with your body so close and ..."

"Don't apologize. Don't spoil it. I loved it! Oh, yes, those were great days! Also that other time, during Christmas break, you know in the sauna ..."

"Oh, yeah, I think about that often."

"Well, maybe we should ... you know ... I've been longing for some good loving. Men just piss me off these days. Every time I go out with a guy, I get more and more turned



"In short, he's crazy about panties, especially my panties, and especially panties I have just worn and filled with my motherly aromas. It's almost funny, but the scent from a pair of my dirty panties has a hypnotic effect on him. I'd swear he'd kill for me if I asked him to!"

"Tell me more."

"Well, you're going to love this! I've even bought him some girls' panties in his own size so the panties can control him day and night, even when he's out of my sight."

"For him to wear?"

"Yes! In fact, he's wearing a pretty pair of bright yellow panties right now!"

off by the whole bunch of them. I work my ass off at the deli ... thank goodness the money is decent, but the creeps I have to put up with that come into that joint.

"Oh, well, enough of my complaining. Besides, I've been doing some things with Lenny. He has some real potential. I know I can train him to be a first class cuntlapper!"

"What?" Barb said in shock. "You're kidding of course."

"No, I'm not!" Marion said as she playfully rubbed her satin panty crotch and moaned in mock excitement.

"I'll tell you more about that later," she said as she dropped her slip back into position. "Right now we have two little boys out in the living room in need of serious training. At least Lenny is one part of my life that's starting to go right. Do I have your permission to work on Timmy too if it looks like I can hook him on lingerie?"

"I can hook him on lingerie and then you can see how it's done and take over from there. You can do it. I'll bet you we can get him into a pair of panties before you leave here. If I might say so, and I mean no disrespect, but Timmy's a bit of a wimp. You've even admitted as much to me in the past. Right?"

"Well, yes, but lately, he's been trying to be strong, like a little man or something ... to tell you the truth, he's been downright horrible, trying to do all the bad things men do. I love him dearly, but he needs to be knocked down a peg."

"So, take a good look at what I'm doing with Lenny. If it's for you, just give me a wink, and we'll take charge to Timmy too. And I'll bet we can do it in no time flat! By the way," she laughed as she held out the hem of her frilly slip to do a comic little curtsey, "this is my working uniform!"

"My Timmy in panties!" Barb laughed at the thought.

"And don't stop there. Slips, training bras, dresses."

"Now, you're going a bit fast here. How do I know what you are doing is ..."

"Just watch as I go to work on the boys. You can join in at any time. You're going to love this!"

"Well, OK. I'm ready to do most anything to get Timmy to settle down so I don't have to worry about what he's going to do next. He'd in desperate need of a personality makeover."

Chapter 3 Getting into His Panties

As they entered the living room, the boys were sitting quietly on the couch. Marion walked right up to them and did a slow pirouette to show herself off as the frilled hem of her slip twirling up. Lenny sat up straight and stared with open mouth. His breathing became audible.

Timmy looked at her then looked away. Her state of partial undress definitely unnerved him. He began fidgeting with a magazine, screwing up his face and biting his lip. He got off the couch, ran to his mother and tugged on her skirt.

"What is it, honey?"

He just motioned for her to bend down so he could whisper something in her ear. Barbara stooped over to her son as he said, "Mommy, can I tell you something, please?"

"What in the world do you want to tell me? Anything you want to say to me, you can say in front of all of us," she said as she straightened up from her bent over position.

"No, Mom. I can't."

"Come on, Timmy. What do you want? Just tell me."

"It-it's Lenny."

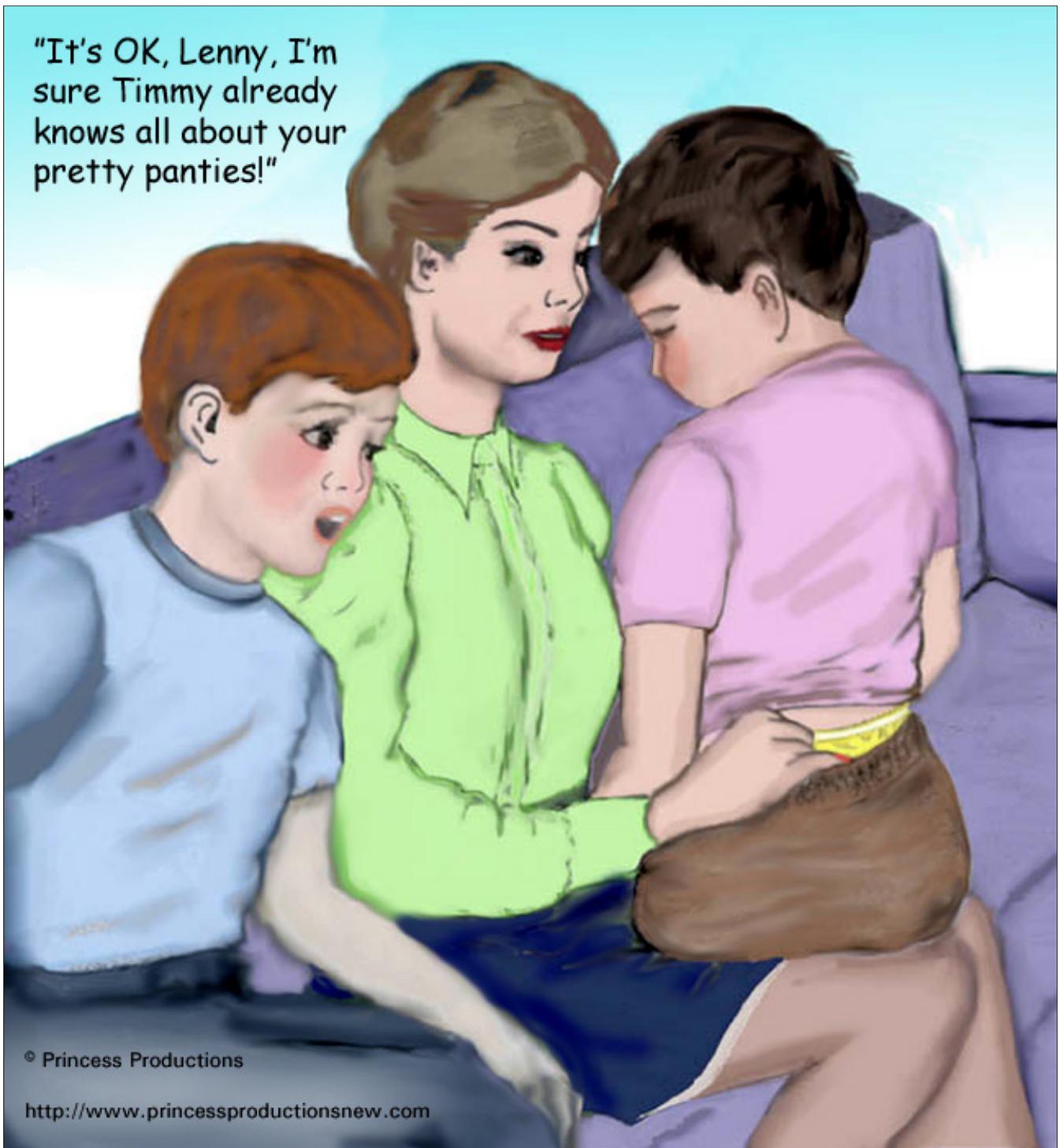
"Well, what about him?"

"He's so quiet, and ... and every time I try to talk to him, he just moans and turns away from me. He's like in outer space or something."

Barb kissed her son on the cheek and explained, "Well, Timmy, you see, Lenny is a new little boy these days. He's no longer the wild little brat he used to be. He's changed into a quiet, sweet, well-behaved child."

She led her son back over to the couch, sat him down and then sat between him and Lenny. Then Barb grabbed hold of Lenny and pulled him up onto her lap. He started to resist, but stopped when his mother motioned for him to do it. Red-faced little Lenny was at least glad he was sitting on her lap with his back to his friend. He sat perfectly still. Barb talked sweetly to Lenny, hugging him as she expressed her surprise and happiness that he was acting like a proper little gentleman and not like a little hooligan. Lenny jerked a bit and started to squirm when he felt Barb's hand slide down from his shoulder to rest on his bare back, peeking out between the bottom edge of his T-shirt and the top of his trousers. He stiffened as Barb's teasing fingers stroked his soft skin. Marion stood before them, staring and smiling. To provide a diversion and to demonstrate her control over her son, she slinkily pulled up her slip and took it off over her

"It's OK, Lenny, I'm sure Timmy already knows all about your pretty panties!"



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head. There were tears in Lenny's eyes as he stared at his mother in adoration. Timmy blushed, shyly staring as much as he dared.

"Timmy, do you like my pretty lingerie?"

He balked at that and turned away in embarrassment, eyes wide open, half smiling and half in shock, but he still did look at her with sidelong glances at every opportunity. Then, all of a sudden, Lenny jumped like he had been bitten by a

snake when he felt Barb's hand wander all the way down his back and begin probing inside the top of his trousers. Pleadingly, he looked up at her with an embarrassed expression that said, "Please, don't!" But she just stared right into his glistening eyes and continued to explore, her fingers inched further and further down into the back of his pants. With a pained expression distorting his innocent face, desperately he looked toward his mother as Barb's fingers found what they were searching for -- the delicate elastic edge and silky nylon of his panties. Without warning she

firmly gripped the panty's waist elastic and gave it a hard tug, yanking the soft panties up until they stuck out above the back of the waistband of his pants. Lenny was in agony as Barb continued to toy with the snappy elastic. Shivers traveled up and down his spine as she stroked the small of his back through the silky nylon. Barb couldn't resist. She had to have a look so she casually leaned a bit to the side so she could peek down Lenny's back. Sure enough, he was wearing panties, real girls' panties -- pretty bright yellow ones just like Barb had said. All during this exploratory maneuvering, Barb kept talking as if nothing unusual was going on. Marion smiled brightly, enjoying Barb's and her son's reactions as Barb investigated the pretty panties he was wearing. But Timmy was oblivious to anything but Marion's semi-nudity. She was down to just her pink bra and panties and Timmy was all eyes. He had no idea what was happening to Lenny so close to him, and he didn't care. He had never seen a woman just in bra and panties before and so close to him. Barb told Marion to join the three of them on the couch, like "one big happy family."

Timmy was disappointed because Marion took a seat on the far end of the couch away from him. He leaned forward and tried to see some more of her, but his mother and Lenny now blocked his view since Lenny was still sitting on his mother's lap, his back only inches from Timmy's face. It took a few moments for Timmy to notice the bright elastic and silky yellow nylon sticking out of the back of Lenny's trousers, and he only did notice them after his mother started snapping the thin white elastic against Lenny's bare back.

Timmy rubbed his eyes and took a good look at the panties as if he was trying to figure out exactly what he was looking at. Yellow underwear wasn't something most boys would wear. He wondered what kind of strange underwear his friend had on. As he was trying to figure out what he was looking at, he didn't even notice Marion and his mother as they unzipped the front of Lenny's trousers. Lenny tried to twist away from their grip, but Barb held him securely as his mother completely undid the front of his pants and spread them wide open. Since Lenny was squirming around so much, it finally dawned on Timmy that something strange was going on. He continued to stare at the silky nylon panties peeking above his friend's trouser tops. He watched the shiny nylon pucker and strain, as tension lines wiggled back and forth. The more Lenny squirmed, the more the stretchy panties were being pulled to and fro against the tight elastic waistband. Both women grinned as they yanked Lenny's trousers open in front. In a whisper, he pleaded with his mother and tried to pull his pants closed, but Marion smacked his hands away.

"It's, OK, Lenny," she said. "Just be calm, Barb already knows you wear girls' panties."

Timmy overheard that comment. "Did I hear right?" he thought to himself. One more look at the peeking panty

elastic confirmed he had indeed heard right. His little friend was wearing GIRLS' PANTIES! "Oh, god," he thought as he sat back and looked away in shock. He was extremely embarrassed for his friend. How could he wear anything that girls wear? But panties! Panties were about the most girly thing in the whole world. He couldn't believe what was going on here. While Timmy was consumed in thought, he didn't notice what the women were doing to Lenny. Barb held open the boy's trousers as Marion showed her how she dealt with her son. Demonstrating her take-charge technique, she roughly grabbed hold of his penis right through the silky yellow panties and aggressively stroked it against the nylon.

"Oh, Mom, p-p-p-p-please! D-don't-don't let Tommy see!" he pleaded in a whisper.

"Now, Lenny, stop fidgeting around. It's OK. Besides, I'm sure by now Timmy knows all about your panties, too!"

Lenny cried, moaned and giggled with both shame and excitement as his mother tickled his panty clad balls, while aggressively whacking off his pantied dick. Eventually, Marion decided he had been teased enough and stopped toying with her son's pantied prick. She made him stand up to face the three of them. Then with a quick tug, she downed his trousers so Barb and Timmy could get a good look at his thin boyish body in sweet little girl panties.

"Da-da!" Marion dramatically trumpeted. "See, everybody. Doesn't my Lenny look sweet wearing pretty panties?"

Timmy looked with scorn and embarrassment at his young friend standing before him wearing girls' panties. Frilly panties. They were very pretty panties -- bright yellow, soft silky nylon with white elastic waist and leg bands and a wide band of delicate white lace running across each hip. The white lace was threaded with a shiny bright yellow satin ribbon which ended on each side in a large bow by the leg elastic. They were very pretty panties for a girl, but a real boy would never wear anything like them! Lenny had tears in his eyes, but he seemed to have slipped into a trancelike state. He shuffled his feet on the floor as he idly toyed with the lace trim on his panties. He was ashamed to be displaying his panties in front of his friend, but he had no control over the situation. His little boy penis pushing out the front of his girlish panties showed them he was very excited. Timmy was shocked to see Lenny's mother grab hold of her son's erection and start stroking it through the soft nylon panties as she said, "Lenny, tell your good friend Timmy how much you love your pretty new panties."

Timmy was surprised to hear Lenny moan and cry out, "Yes. Yes! Mommy! I love them."

"Love what you little, sissy? You know how you're supposed to say it!"

He hesitated and then lisped in baby talk between his panting cries and the increased cadence of his breathing, "I wuv ... my ... my sith-thee pan-teez, mommy."

As Marion kept stroking, she looked right at Timmy and told him, "You see, my little Lenny loves his nice little panties. They're real pretty, huh? And, do you know what? He asked me to get him a pretty party dress too. Isn't that sweet?" Timmy didn't answer any of her questions, he just stared. "So, I bought him one. And, you are in for a treat because he's going to model it for you right now!"

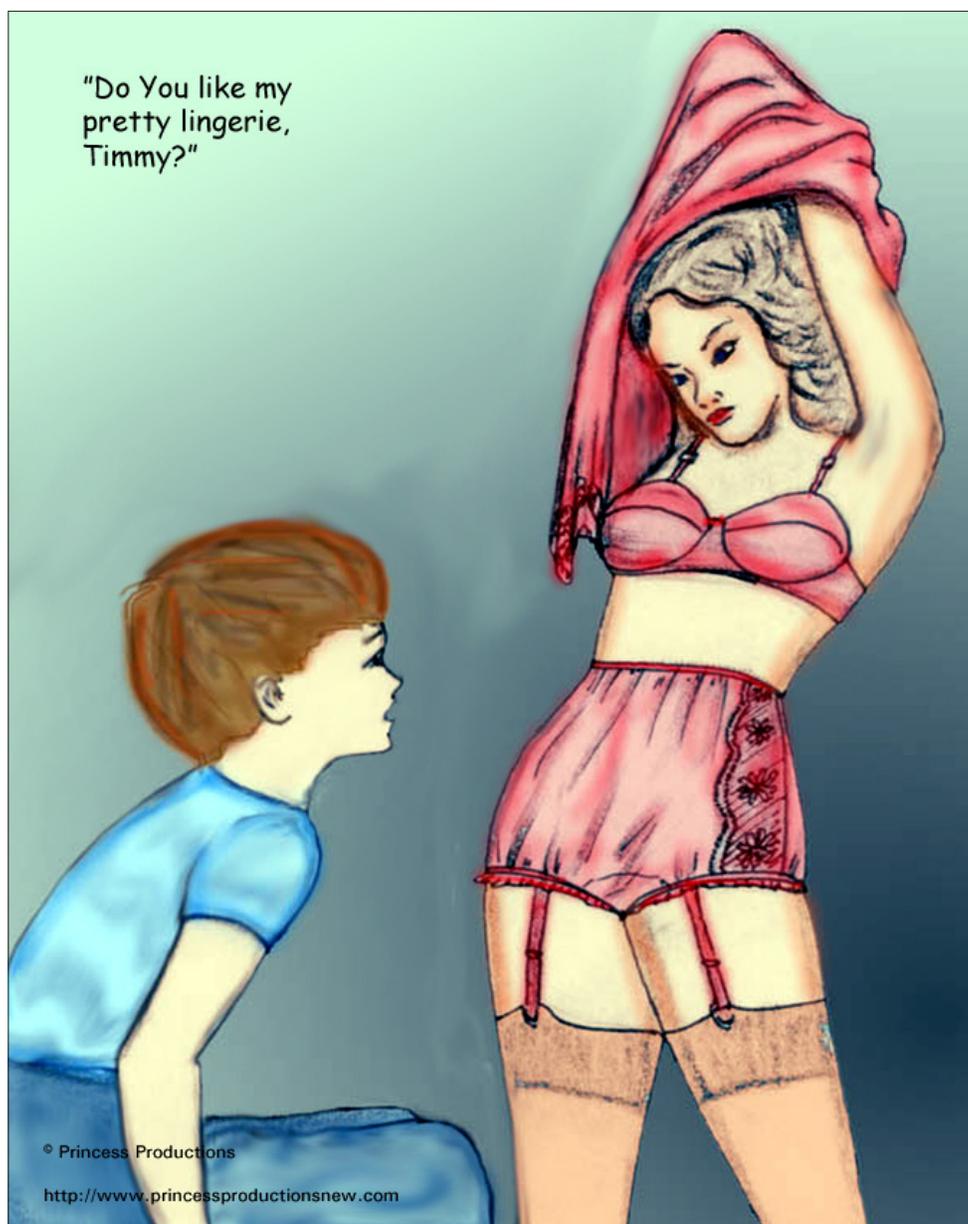
Timmy had a difficult time believing his eyes and his ears. He wondered if he was dreaming. He wanted to get up and run out of the house, but his mother had her arm around him and was holding him securely in place. Timmy was mesmerized as he continued to watch the humiliating scene before him. His mind was in a whirl as he wondered how Lenny could have let his mother do this to him. Just then, he felt something tugging on his zipper. Looking down, he saw his mother had pulled down his zipper and was undoing his trousers.

"What's going on here?" he thought to himself. But before he could do anything, his mother had his pants yanked down and was holding him down securely against the couch. Marion stopped stroking her sissy son momentarily and came over to help Barb. The two women lifted Timmy up and stripped him of his trousers and underpants in a matter of seconds.

Chapter 4 Panty Wasted

Timmy was humiliated to be naked from the waist down in front of his feminized friend and the two women. Then while his mother held him down, Marion picked up something from a nearby table. Unfolding it before Timmy's eyes, he saw it was a shiny pair of little girls' panties -- a soft pair of white satin panties with pink lace ruffles trimming the leg openings and several additional rows of pink lace running across the back in classic little girl rhumba style. A band of bright pink waist elastic and pink satin bows on each hip completed the degrading sissyish decoration.

Since he was being held down by his mother, he couldn't see what was happening next as Marion disappeared out of his range of sight, but the worst was about to happen. He felt something silky being placed over his feet, and then being tugged up along his legs. He felt a soft silky sensation as his mother lifted him half way off the couch and the cool panty fabric was pulled over his hips. He felt a sharp snap of elastic around his waist.



"Don't put those fucking things on ME!" he protested as he started swinging his fists at Marion and his mother.

"Stop it! Stop it!" he screamed.

But the women were ready for him. Seemingly out of nowhere, Marion produced a wooden yardstick.

"Care to use the 'enforcer!'" Marion managed to say to Barb while they were fending off Timmy's blows and trying to wrestle him down.

Barb took the stick and immediately began swatting Timmy all across his backside and legs. Moments later, he was screaming from the stinging blows and started to cry.

"Ow! Ow! O-o-ow!" Mom! Stop, Mom! Ple-e-e-e-se!"

After a few more hits for good measure, Barb stopped and made him promise to cooperate before the women let go of him. To seal the bargain, Barb made him get on his knees, while still clad only in his sissy panties, and kiss her feet and thighs as well as the yardstick that had spanked him into submission. He had never been so embarrassed in his life.

Timmy had always thought of himself as a little man, a real man, or at least a very masculine boy. He wasn't a sissy. He wasn't a girl. Yet, at this very moment he was wearing a frilly pair of sissy girls' panties. He cried and cried. He was shaken out of his self-pity by tingling sensations in his loins. He could feel his mother's hands and Marion's hands stroking his pantied hips. It was very unnerving. He could hear the women cooing and speaking to him softly. They chatted on and on as Marion taught his giddy mother the fine points of masturbating a boy. The women laughed and talked sweetly to him as they all became more and more turned on.

"Oh-h-h-h. Isn't Timmy pret-t-ty in his swee-ee-eet, sweet little pan-ties."

"I bet he can't wait to show his little girlfriends that he wears pretty panties just like they do."

"I'll bet you've always loved silky little panties. Haven't you, sissy boy? Well, now you have your own panties to wear."

The women's skilled hands showed no respect for his burgeoning boyhood, pinching his balls and teasing his penis to full erection through the humiliating veil of silken panties. They even gave him a few intentional pokes at his tender asshole. That made him jump, but he did not run. At that moment, he realized they were no longer holding him down. He wondered if he could just get up and run away from them, but he had no strength. It felt good being stroked in girls' panties, his panties! He started to cry again as he thought of the words -- 'HIS PANTIES!'

The women stroked Timmy's penis for a long time. Repeatedly, they got it so hard that it throbbed on its own. Lenny just stood and stared at his newly pantied friend. Timmy's penis began to get sore from the women's aggressive manipulations, and his balls started to ache from being repeatedly teased only to be denied release.

"Oh, Mom! Pl-l-l-ease! No more! N-n-no more!"

"Come on, baby. I know you wanna cum."

"Oh, yeah, Mom! But, uh, uh, please!"

"OK! If you promise not to put up a fuss and wear all the pretty panties I'm going to buy you."

"Oh, no. Mom, I can't. I'm, I'm a ... a boy. I can't!"

"Of course you can, Timmy. You love these silky panties, don't you? They feel really nice on your tiny penis, huh?"

"Yeah, yeh ... yes! But, but I don't wanna be a, uh, sissy. If I wear them, I, but, Mom, but ... everybody will laugh at me."

"Now, Timmy. It's OK to be a sissy. I don't mind. It will be fun to buy you lots of fancy panties and other girlie things. Now, I'll let you shoot your cum into your pretty panties, but you must promise to do whatever I tell you to do." She slowed her stroking. "You must promise me to wear panties ALL THE TIME. Now promise me you'll do whatever I say -- even if I tell you to wear a dress. Promise me you'll do it!"

"A-a-a dr-dr-dress? Oh, Ma! That feels so-o-oo good."

"Come on, now, promise to do what I say, including wearing panties ... all the time ... and a dress whenever I tell you to?"

Timmy, half moaning with pleasure and half crying in shame, groaned, "Oh-oh, ye-yes. I love you, Mommy. Oh! Wear p-pa-panties? OK. OK! OK!!! I promise! Oh, oh, Mom -- oh-oh-ohhh-h-hhh-h!"

Both women laughed as they drained the boyhood from Timmy. They let go of him. Depleted and straining to catch his breath, he fell backward against the couch. His defiance had been yanked out the end of his dick with a dizzying intensity. No one was holding him down, but he didn't even have the energy to get up, cover himself and hide his shame. Totally embarrassed, his frilly feminine panties felt like they were closing in on him as his slime rapidly cooled with a horrid, clammy, icky sensation. The spermy stickiness spread across his stomach and made his panties cling to his loins with an emasculating grip.

He was helpless to resist as the women stripped him of his shameful panties. In their wake, as the panties traveled

down his thin legs, the wet nylon left a trail of ticklish cold cum. Marion, the typical well-prepared mother, shared a box of tissues with Barb as they wiped up the jism from each boy's hips and each boy's still throbbing penis. Timmy was in a fog, but he noticed Marion had handed something to his mother. She held it up to show him it was another pair of panties, pale green silky panties with pastel-colored butterflies on each hip, contrasting pink waist elastic and pink lace decorating the leg openings. Barb made Timmy stand up then handed him the soft panties. He gingerly touched them as if they were electrified. He paused and just stared down at the soft frilly nylon panties in his hands.

"Go ahead, Timmy. Put on YOUR panties. You promised me you'd wear them always, so put them on!"

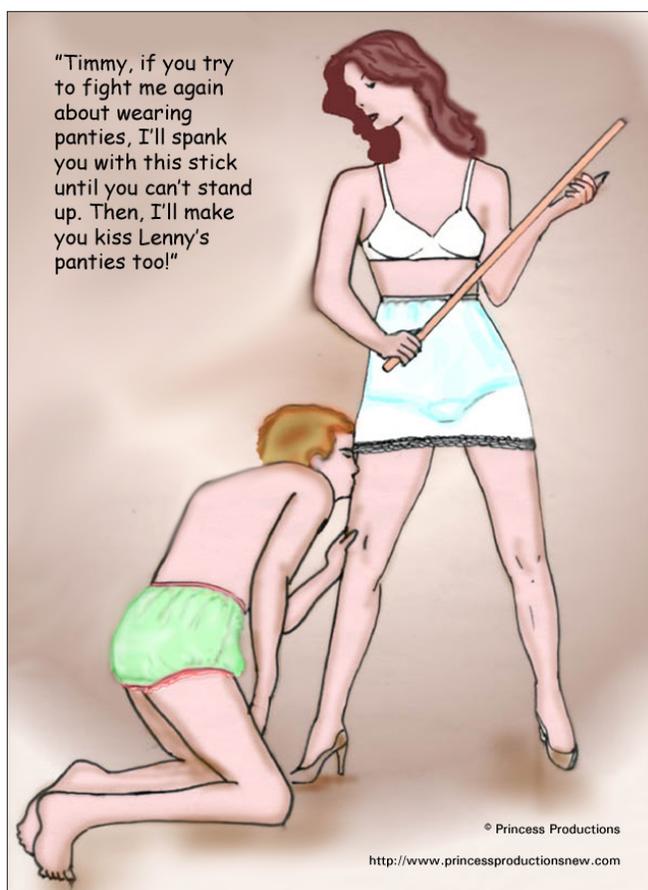
Chapter 5 Panty Teasing Cums Naturally

Broken and in despair Timmy struggled to his feet. He hung his head and teetered forward as he bent to step into the silky leg openings of the brand new panties. He slowly pulled the tingling fabric up his legs until they covered his spent little penis and tender ass. He wanted to resist, fight off this humiliation, but how? He wanted to look at Lenny. He wondered what he was doing, but he couldn't force himself to even look at his friend.

Thoroughly defeated, he could only do as he was told. He snugged the panties high up around his waist. Reacting to the slithering fabric, he unwittingly wriggled his body in a decidedly girlish fashion until he was fully encased in the dangerous nylon and the elastic waistband snapped closed high around his lithe little body. Embarrassment overcame him again as he realized everyone was enjoying watching him pull on this new pair of panties. He finally got the nerve to look up at Lenny, who was still wearing his panties and now grinning wildly at him.

"Oh, god," he thought so ashamed to be on display in front of Lenny in nothing but a pair of frilly girls' panties. But some of his shame passed as he realized Lenny was in the exact same situation, and Lenny no longer seemed to mind in the least.

However, strange feelings and overpowering embarrassment still plagued Timmy's mind. He was very self-conscious as he stood before them in those wispy pink and green panties. He sat down on the edge of the couch and crouched over in a futile attempt to at least partially hide the shame of his pantied hips. He realized then that the silk panties felt cool and comfortable, but he was in no mood to even think anything pleasant could be associated with wearing girls' panties. He wasn't used to the feeling, such a strange feeling, a very unnerving sensation!



The women had Lenny join Timmy on the couch. New panties contain sizing, a starch-like substance that gives them body and a fresh crispness to the touch. The boys' panties were new and fully sized and as the two sat side-by-side with their pantied hips touching, their every movement caused the glazed nylon to whimper and whisper with sexy little sounds.

Both women stood in front of the two boys. Marion commanded their attention, "OK boys, both of you grab hold of your dicks and jackoff in your panties while you watch us. Now, start wanking!" Lenny immediately started touching himself.

Timmy hesitated, "No! Oh, I-I can't do that!"

"Of course you can! It'll feel real nice," Marion said.

"Oh, Mrs. Parker, please. I just can't. I'm so sore and ... I feel so funny."

"Timmy start pumping on that cock of yours, right now!" his mother commanded. "You heard Marion. We want you to jack off without delay. If you don't start pulling on your penis, I'll do it, and I won't be gentle either!" Timmy reluctantly started touching himself. He decided it would be better to touch himself than to have his mother do it, because

it hurt when she did it and his penis was very sensitive.

"That's right, boys. Take it nice and easy. Just keep jacking on your dicks, keep rubbing your tiny penises in those soft, smooth panties and don't stop. I want you both to keep on touching yourselves while I explain to you what's going to happen from now on."

Obediently, but hesitantly, the boys teased their cocks through the silky folds of their pretty new panties. Since, they had just shot their cum, their pricks were quite sensitive, but the sexy panties felt so good they probably would have been playing with themselves even if they weren't being forced to do so. Barb winked at Marion, signaling she was now jumping fully into the orgy. She drew the boys' interest by unbuttoning the front of her blue and white jersey blouse. As they watched, Marion spoke. "Lenny, I'm so proud of you. Within the last two weeks your behavior has improved 1000%, and, Timmy, you are such a delightful surprise. Within less than an hour you've fallen perfectly into line. You're a natural. Of course, both of you still need a lot of training, but soon you'll surely end up being our pride and joy."

The boys moaned in unison as Barb pulled off her blouse and stepped out of her navy blue skirt. Underneath, she wore a pointy old-fashioned white bra and a simple white satin mini slip with a thin lacy hem. "Are you ready to cum again, boys?" Barb purred in a sexy voice.

Knowing they had no choice in the matter, they let out grunts and moans, nodded their heads and forced out a "yes." Lenny, emboldened and desperate to see more, asked, "Ca-can we see your uh-pa-panties, Mrs. Winters?"

The confident and aggressive women smiled at one another. They teased the boys some more by prolonging the situation, repeatedly making the boys tell them how much they wanted to see Barb's panties and how much they wanted to cum. When Barb was convinced both boys were not only ready but almost insane with anticipation, she quickly pulled her slip all the way up above her waist. She gasped at her own boldness, but quickly overcame any inhibitions and wallowed in the excitement of being a sexy goddess for these impressionable little boys. She stepped up close to the sitting boys, filling their view with her undulating, pantied hips. Barb's silky panties were pale blue satin with a little triangular inset of lace on each side. The sudden exposure of her panties caused the boys to gasp and groan with pleasure as they erupted into their own silky panties. Then totally exhausted, they both fell back against the couch. As their eruptions subsided, the pleasurable sensations were immediately replaced with pain since their overworked penises had been rubbed raw.

Then, with a mother's deft efficiency, each woman removed her own boy's cum-saturated panties and used them to dry off his thoroughly tormented, dribbling dick. With a

mock show of motherly concern, the women continued to thoroughly humiliate the boys by doing a close-up examination of their penises. They giggled and hissed as they compared and contrasted the boys' shrinking organs all the while exchanging comments about how red and irritated the boys' cocks appeared to be. Testing the water so to speak, they couldn't resist tweaking and pulling on the rubbery meat, causing both boys to moan in pain. Timmy cried, saying his penis was on fire. Both boys were stunned when in unison, each of the mothers bent down and momentarily sucked on her son's cock. The boys moaned in pain and pleasure with this sample of extreme mother love. Then the mothers backed off.

Marion momentarily stepped out of the room and returned carrying two identical pairs of brand new panties. Barb cooed with delight when she saw them. The boys were going to be wearing matching panties! Each woman took a pair of the panties and approached the boys. Lenny's eyes lit up. He seemed to be actually looking forward to putting them on. The panties were a delicate shade of sissy pink with an intricate pattern of lace around the legs. A pink satin ribbon and lace fringe ran diagonally across each hip. They were beautiful. Lenny willingly held out his feet so his mother could slip the dainty panties up his slim legs. Timmy was much more reluctant. He sat in a daze. With his eyes wide open and staring, he covered as his mother approached with this pair of pink panties. A tear came to his eye, and with a pleading expression he mumbled, "Pl-please, no. No, Mommy. I can't, Mommy. I'm so sore. Please, don't make me!"

"Now, Timmy," Barb said in a commanding voice, "you can't go around without clothes on, so come on, be a good boy and put your panties on. You know how nice and soft and silky they are. They'll make your sore little penis feel really good. Besides, remember? You promised to wear panties for me!" Then Barb lifted each of Timmy's feet and inserted them into the leg openings of the pink panties. He put up token resistance; however, Barb wasn't about to put up with any foolishness. She simply tugged the panties up his legs, pulled Timmy up to a standing position and then continued to slide the panties up his thighs and over his hips, being careful to ease the teasing nylon over his burning hot penis. Timmy blinked a few more tears free from his eyes as he tried to tolerate the pain caused by the intimate contact as the silky panty fabric encased his tormented dick.

Chapter 6 Dressing Up the Problem

Both boys were still stretched out on the couch and trying to recover as Marion calmly informed them they were going to become slaves to panties and to all women. She saw Timmy screw up his face as if he was trying to fathom what

she meant, so she continued. "You better get used to wearing silk panties because you're going to be wearing them for a long, long time. In fact, you'll both be wearing panties for the rest of your life! You see, since you shot off your cum with just a few panty strokes, it's obvious, you'll never be a normal little boys again. "Now, you're both sissies. Yes, I said sissies! And the sooner you get used to it, the sooner you'll have at least a little bit of relief. I can tell you all kinds of stories, anyone can tell you. After spurting into girlie nylon panties, you boys might as well have the word 'sissy' tattooed on your foreheads; anybody will be able to tell just by looking at you!" Marion was really bullshitting them now, but she knew they were ripe to believe just about anything she told them. She continued, "You see, once a boy shoots off in panties, he's a goner. He's a sissy for life. Well, boys, no sense being afraid of your little panties because you're going to wearing panties every day from now on -- loving it!"

"No. No. NO!" Timmy was now crying. "I'm not a sissy. I'm not!" he was now shouting as he grabbed at the panties and tried to rip them off. Marion and Barb were ready for just such a show of defiance and grabbed and held him tightly until he relented, stopped fighting them, slumped back onto the couch and cried.

Marion's face lit up. "Oh dear, I almost forgot. It's time for Lenny to model his new dress," she sang out as she went to the hall closet and took out a hanger holding the dress in a clear plastic garment bag. Timmy stared at the fancy, old-fashioned party dress. Lenny registered a little embarrassment at the sight of this elaborately frilly garment. And, Barb went wild with excitement when she saw it. "Oh, Marion! It's gorgeous. It reminds me of my favorite dress when I was a little girl. I can't wait to see Lenny in it."

Barb helped Marion take the dress out of the bag and off the hanger. They approached Lenny, and he stood up without being told. The taffeta, lace and silk dress was pulled over his head and onto his arms and body. His mother zipped up the back, snapped the snaps and tied the huge satin sash into a big floppy bow in back. Then she told him to walk up and down so they could see it all the way around. He then strutted like a fashion model to show it off. Lenny had a rather sheepish expression on his face because of all the attention being focused on him and his new dress. But no one was looking at his little baby face. Everyone was examining the sissy party dress. Made of deep pink taffeta, it had a frilly gathered bodice and little puffy sleeves. As he walked and spun around, the full skirt of sexy taffeta made loud whispering and swishy sounds that screamed the word 'SISSY!' Barb couldn't resist peeking under his skirt to see his pretty pink panties. She loved the sight, especially since his little penis was hard again! It was poking out the panty front in a distinctly unfeminine manner. He really was trained to panties! She let out a girlish giggle as she immediately made up her mind to get Timmy some pretty dresses too.

Timmy gazed in shock at this entire scene. Things were really moving too fast for him. He couldn't believe it. Lenny actually looked like he was enjoying parading around in the dress. Timmy was hoping he wouldn't be expected to put on any more girls' clothes. Just the pink panties he had on made him very nervous.

"Oh, Lenny, you lucky boy! It's gorgeous! It reminds me of one of my favorite dresses when I was a little girl."



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He couldn't wait to take them off. He was scared to death. He hoped this was all just some passing thing for his mother and Lenny's mother. He hoped they really wouldn't expect him to wear girls' panties all the time. He hoped this was all a bad dream, but he knew it wasn't. He brightened up when his mother said they had to leave for home since they had company coming over that night, and they still had to do some things to get ready.

Barb got dressed and then told Timmy to stand up. As she started to help him on with his trousers, he

realized she was putting them on over the panties. He asked her quietly if he was supposed to keep the panties on. An icy stare was the answer to his question. He then stared in horror as his mother picked up his Jockey shorts from on the floor, handed them to Marion and told her to throw them in the wastebasket! With his trousers and shirt back on, Timmy felt a little better. But he didn't forget for a moment he was wearing lacy panties under his boys' clothes.

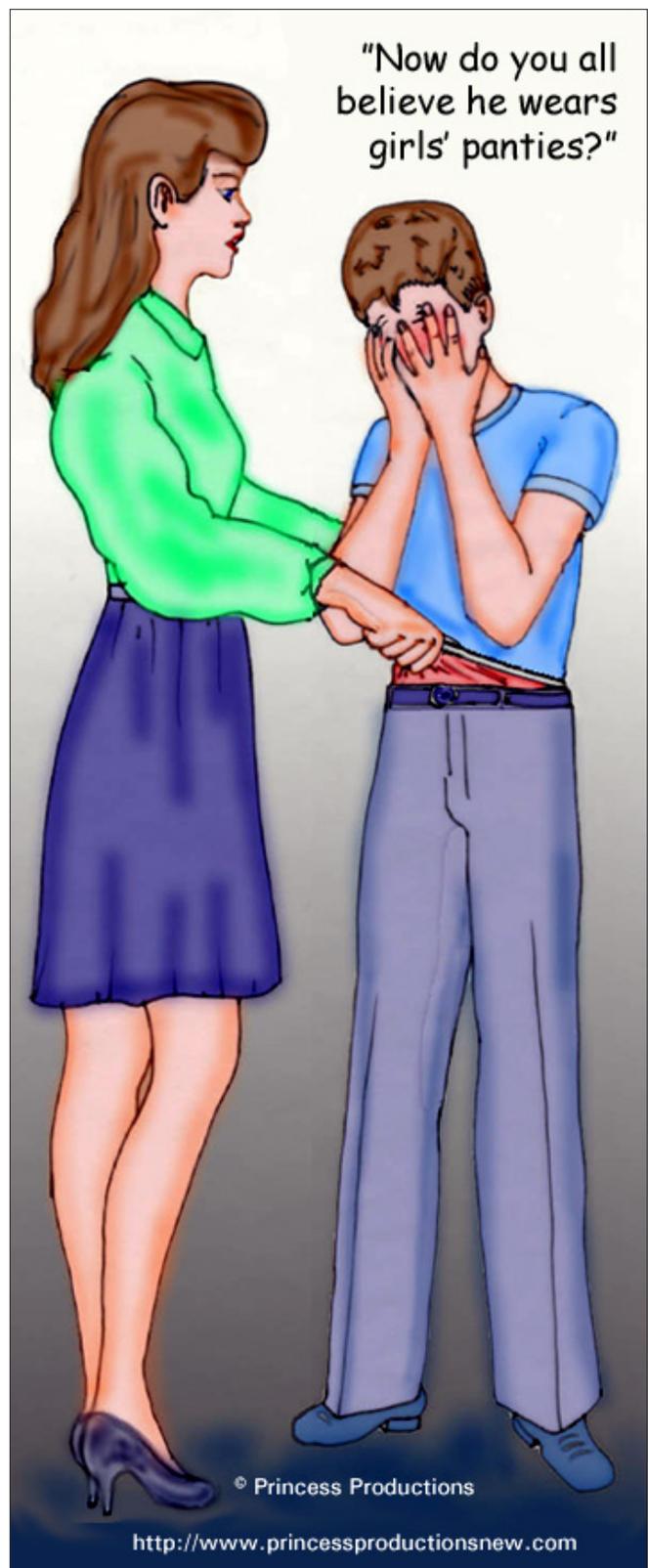
Timmy was glad to say goodbye to Lenny, but he did linger for a moment to take another look at Marion who was still in just her pink bra and panties. He loved looking at his best friend's mother in her sexy lingerie. In the background, Timmy could see Lenny, who was now twirling around in his new party dress in front of a full-length mirror, making the skirt fly up to show off his panties like a dumb, prissy girl. But before they left, Marion took Barb aside. The boys couldn't hear what they were saying as they spoke quietly, but they did see Marion get a big box out of the closet and give it to Barb. When they were finally ready to leave, Barb made Timmy carry the box to their car.

Chapter 7 The Panty Way of Life

On their way home, Barb made a detour. She stopped at the Diamond Creek Shopping Center and parked directly in front of Graybell's, a fashionable store for girls. Timmy noticed the store and dreaded the worst. A moment later he was being dragged through the main entrance and directly to the lingerie section where his mother approached a frumpy, fiftyish saleslady. "I want to buy some girls' panties for my boy here," she asked in a loud voice.

As the stunned clerk fought to maintain her composure, not knowing whether to laugh or scream, she led them to a long display table neatly stacked with stacks pretty panties, all neatly arranged by style and size. Finally, she cleared her throat and said, "Wha-what size does um, she, uh, he, I mean, he wear?"

"I'm not sure," Barb answered as she picked up a pretty pair of blue panties with white lace across the front. "These might be about right. Stand here, Timmy. Hold still. Let me see." She held the panties up against the hips of her red-faced little boy. A tear rolled down his cheek as she stretched out the waist elastic and pressed the feminine bit of fluff across his loins. Timmy closed his eyes and shuttered. The saleswoman's eyes went wild in amazement. She had to look away, fearing she would burst out into an extreme fit of laughter, and as a professional clerk, something she had been trained not to do at all costs. Two of the other clerks saw their coworker's pained expression and knew something unusual was going on. They moved closer to see more just



as Barb said loudly, "This size is just fine. He needs at least a dozen pairs. I'll let him pick them out himself."

Sensing he'd be there all day if he didn't cooperate, he started pointing to the plainest pairs he could see on display. But his mother rejected anything that didn't have a generous

amount of lace or other decoration. In desperation, Timmy randomly pointed to pair after pair, hoping to get out of the store as fast as possible. Word of what was happening in the lingerie section spread amongst the staff and other shoppers. As Barb paid for their purchases at the checkout counter, she noticed about a half dozen people watching them. One, a young woman about twenty-five with a wide-eyed preschool girl in tow, was bold enough to speak up. "Hey, lady, is this some kind of joke or something? Are you really going to make him wear panties?" In response to the woman's question, Barb turned to Timmy and undid his belt and zipper. "Hold still for a moment, darling," she demanded as she tugged open his pants. Reaching into the V opening as his trouser tops parted, she grasped Timmy's pink panties and snapped them triumphantly against his tummy. "Believe it, dearie!" A brief silence was followed by a few groans and whispers as Barb refastened his pants, grabbed their purchases and started out of the store. On the way out, they overheard a variety of comments. "Oh, god! She's making that kid into a real sissy." Another lady said, "What do ya mean? That kid is already a sissy. Did ya see the pink panties he's wearing?" Giggles followed. A teen girl commented, "I'll bet he wanted to wear them! What a fag. Hey kid, want a date? There's a nice little queer boy in my neighborhood. I could fix you up." Many of the women laughed at that.

Just as Timmy and his mother were leaving the store one woman said, "Hey, when are you going to get that little sissyboy a dress? Sissies look pretty funny wearing boys' clothes like jeans and T-shirts." Barb turned to the woman and said, "If I had more time today, I'd buy him a dress right now. I'll have more time tomorrow, I'll bring him back and buy him one then." That silenced the group of onlookers. Barb and Timmy didn't hang around to listen to anymore comments and insults. Instead, she pushed him into the car, and they drove off. Timmy unleashed a flood of tears as the humiliation took its toll and only slowed his crying to ask, "Mom, I don't want a dress. Please, don't buy me a dress! Everyone would laugh at me just like they did at the store."

Instead of a direct answer, Barb pulled off to the side of the road near a deserted fruit stand. She turned toward Timmy, put her right leg up on the edge of the seat and tugged her skirt up. From the passenger side, Timmy had a perfect view up her navy blue skirt. Barb teasingly moved her leg back and forth, causing tension lines to dance across the pale blue panty fabric stretched over her hungry cunt. The delicate lace around the leg openings of her panties strained as they highlighted the sexy motion between her thighs. Timmy couldn't take his eyes off her unveiled beauty. He noticed a sizable wet stain in the crotch of her quivering panties. Even Barb couldn't believe how bold she was acting, but her sex-starved pussy had been craving contact ever since she first went over to Marion's house and Marion had told her how she was training Lenny to be her personal cuntlapper. Barb couldn't get that image out of

her head. At first the thought disgusted her. Just the idea of having her own son eat out her drooling pussy was weird. Perverse! But the more she thought about it, the more she knew she wanted it. She couldn't wait any longer. First humiliating her boy, then spanking him and then rubbing him off in his lace panties had given her a great feeling of power, an erotic high that continued to build within her to an incredible peak. She knew it wasn't right, but -- fuck it! It was something she never thought she would do, but her wanton desires now governed her soul. With one hand, she unceremoniously grabbed Timmy by his hair and forced his face deep in between her open thighs. Flying at a high level of excitement, she had to see them -- had to see his panties! With her other hand she reached down his back and into his trousers, took hold of his pink panties and gave them a firm yank, pulling the panties out of the back of his pants so she could look at them. Pulling on the panties also crushed his tiny prick and balls in the nylon crotch. Timmy was noticeably scared. He winced. His breathing became very audible. She instructed him in the fine art of eating pussy. "Timmy, do you like my silky lingerie ... my sexy panties and everything?" "Oh, Mommy! ... Uh, I guess, ... well, yeah," he mumbled in absolute terror between his sucking and licking as he tried to do exactly what she wanted with his face buried deep in her panty crotch. "Do you like the pretty panties I bought you, honey?" "Ya-yes, Mommy?"

Since the day he was born, Timmy had never been in such close contact with his mother's cunt. He was afraid. The strong scent from her wet panty crotch attacked his nostrils. He didn't know what he was afraid of. Maybe his mother was mad enough to smother him, right there under her skirt. Maybe she was going to piss right in his face. He couldn't think straight. He became very scared. Barb yanked up even tighter on his strained panties, wrenching them against his highly sensitized penis. With her other hand still holding him firmly by the hair, she pulled his face even deeper between her legs and all the way up into the crotch of her fragrant panties. He was surrounded in the wonder world of his mother's body and lingerie. She was turned-on, desperately in need of some loving and crazy with power over her subdued son. She continued, "Timmy, if I buy you a dress and tell you to wear it, you'll do just that. Won't you?"

Confused and starting to cry once again, Timmy answered, "Ya-yes, Mommy." Barb rubbed her wet panty crotch across his startled face, then released the grip on his panties and pushed him away. She wanted to go over the edge, but they were out in public, anyone could come along and see them. She wanted to disregard any such logical thoughts, but her better sense finally prevailed. As she modestly pulled down her skirt, she felt the cool teardrops he had shed on her inner thighs and panties. During the drive back home, Timmy sniffled and sobbed a bit more, but was otherwise quiet. Hundreds of thoughts were flying around in his head. He was confused and upset. Just as he was wondering what was going to happen next, his mother said, "I want you to be

on your best behavior tonight when I have the PTA ladies over. We are going to be talking about what we can do with all those nasty gang boys in your school so I want you to be a prime example of a well-mannered little boy."

After they arrived home Timmy helped his mother tidy up the house, prepare the snacks and polish the furniture. Barb made him keep the pink panties on. In fact, she tucked his shirttails into the panties and pulled the panty waistband out above his trouser tops. She also undid his zipper, stroked his pantied penis to a full rousing erection once again and let his pantied prick stick out of the unzipped opening, making him do the household chores with his pantied condition fully exposed. She explained to him she couldn't get enough of seeing his panties and his stiff penis. Besides, with his pantied tail sticking out of his trousers, she said that it would be a good reminder to him to be always conscious of his new panties.

When everything was ready, Barb had her son join her in her bedroom. She removed his trousers and periodically teased his tormented penis to keep up his interest while she made him watch her get ready for the evening. Barb removed her short print dress and strutted around in her pointy, snow-cone bra and shimmering white mini slip. Timmy's interest was aroused; in fact, it had never waned even though he had seen under his mom's slip several times that day. The slip was simple white nylon with a thin line of delicate lace trimming the hem. Timmy looked closely. He could see the outline and bluish shade of her full-cut panties shining through the thin white nylon slip. After staring closely he could trace the panty's lace-trimmed leg openings. It was very stimulating to see her sexy bra and the blue panties through her flirting slip. Barb knew the havoc she was causing her young son as he watched her set out her clothes and prepare herself for her guests, and she didn't miss an opportunity to taunt him with her body in the slinky slip. Repeatedly, she bent over and gave him a peek at her panties beneath her short slip as she pretended to reach for this or that. Constantly, with flirting fingers, she stroked the sensuous nylon and traced her panty leg elastics through her slip. She grasped the panty elastic through her slip and snapped it teasingly against her body. Snap, snap, snap. The sexy noise was maddening. During one of her periodic snapping episodes, Barb's silky slip got caught under the lacy elastic of her panties. She didn't even know it, but Timmy couldn't take his eyes of that bit of slip, tucked under her panty legband. It drove him crazy to see the slip captured at her side, all pinched and puckered up in a soft little fold. Barb kept the teasing up. Timmy wanted her to raise the

slip so he could see her pretty baby blue panties once again. She knew he wanted something. When she asked him what he wanted, he bashfully admitted he wanted her to take off her slip again. Barb shocked him when she took off not only the slip but her brassiere as well. She played some more with his overworked little dickie as she let him touch her full tits, then embraced him and gave him an intense french kiss that sucked the life right out of him. Just as he was on the verge of cumming again, she stopped. She took her boy by the hand and led him into his bedroom and opened the top drawer of his dresser. She made an elaborate show of gathering up his entire stack of boys' underpants. She threw them right into the waste basket. In their place, she placed the shameful panties they had just purchased. "Oh no!" he thought. "Is she really going to make me wear girls' panties, all the time?"

Barb carefully unfurled, inspected and refolded each pair of panties and then placed them in his drawer where only moments before his boys' underpants had been. Then she brought in the package she had gotten from Marion and set it on his dresser. He had no idea what was inside, but he wasn't anxious to find out because he was sure he wouldn't like it.

Chapter 8

Mother Uses Her Panties

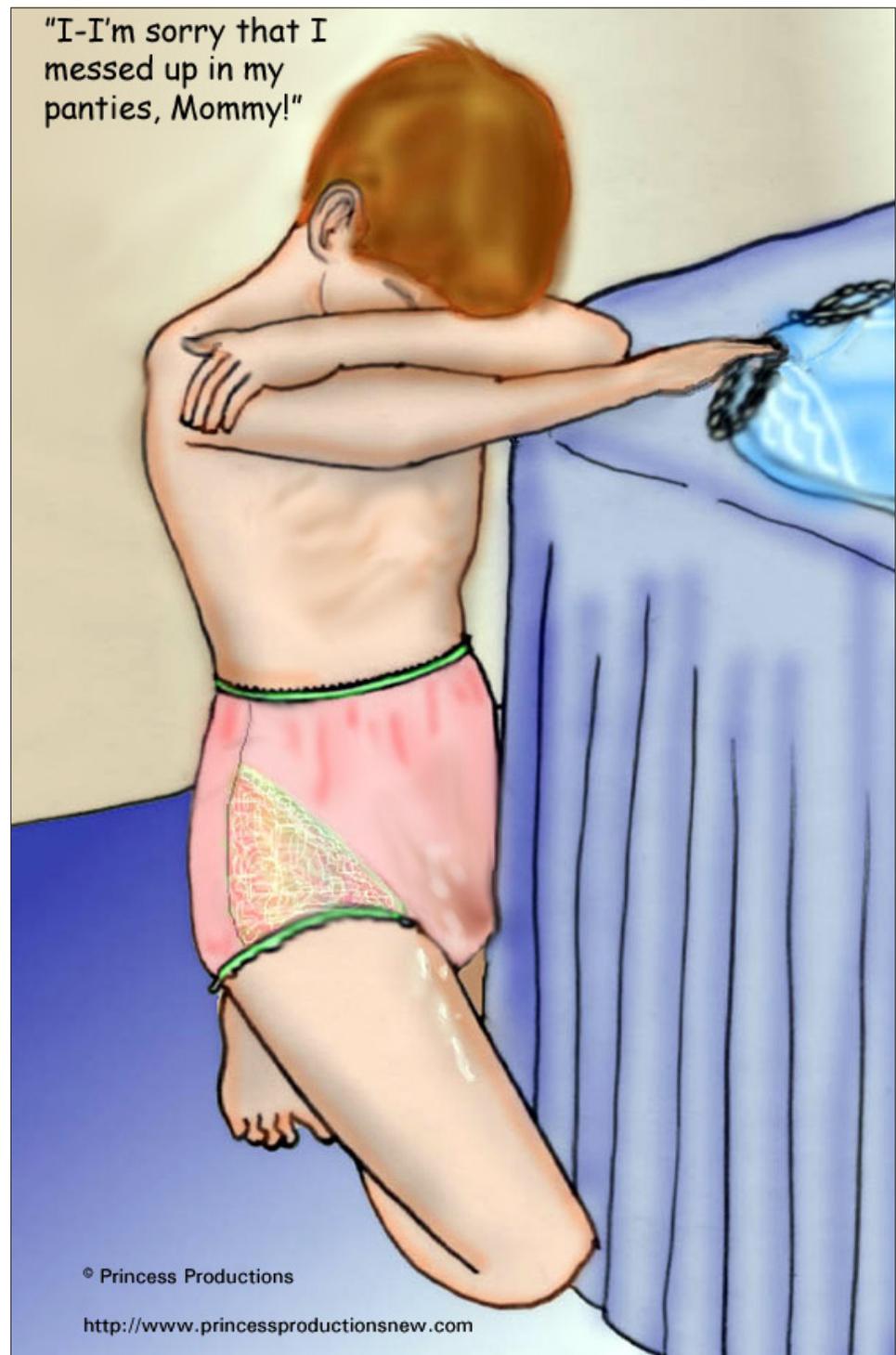
Barb approached Timmy and, without a word, removed his trousers and T-shirt and told him to kneel down by the side of his bed. Wearing only his pretty pink panties, he became a little self-conscious again even though his mother was the only one who could see him. Barb teased her boy's pantied penis a little more. "You've been very good today, Timmy. But you need a lot more training. So, I'll show you something new, right now." She let him kiss each of her huge bottle-top nipples then pulled down her soft blue panties. "I have to change my panties anyway. So now is a good time to introduce you to panty worship. Marion told me how beneficial it is so I can't wait for you to do it. She said it will make you develop proper respect for me, my panties and all women and their pretty things. Besides, it will help get you in the proper frame of mind for the meeting tonight. I think I might need your help with a little experiment." All the while she had been talking, Barb had been shoving the panties up into her cunt to soak up her juices. Then she worked them way up into her asshole, poking her pantied finger inside hoping to pick up some tasty little remnants left over from her last visit to the bathroom. Now fully prepared for fucking up her boy's head, she took the panties and dangled them by the waist elastic, fluttering the now very fragrant soft nylon through the air, waving them to and fro. Timmy couldn't take his eyes off them. Finally she brought them to within inches of his upturned face and let them brush against his cheek. From the front and back, he could smell the strong odors emanating from the panties. Then she spread them out neatly on the bed just in front of his hungry eyes. "Timmy, I know you love my panties and are even beginning to love your own panties, and I love you for it. However, we have to reinforce the power of my panties in your mind. So, we are going to have a ritual that you must perform at least once each day," Barb

explained as she had her son kneel at the end of his bed. Next she placed her freshly dirtied panties on the bed just inches from his face. "While I finish getting ready, I want you to stay right here. You are not to move from this spot. I want you to place your right hand on your pantied penis. Play with yourself through the nylon. I want you to place your left hand on your pantied ass cheeks. Now, touch and rub your little panties from behind. That's right. You're doing just fine. Keep it up. Now, stare at my panties. Don't take your eyes off of them. Study every inch of my pretty blue panties. Examine every detail, the snappy elastics, the dainty lace trim and the silky blue nylon that is stained with your sissyboy tears as well as my hot cunt juice and bottom stains. Smell me on the panties. Smell my special womanly fragrance. Now, I want you to pray to the panties. Speak loudly enough so I can hear you in the next room while I'm getting ready. Tease yourself as much as you want, but whatever you do, I don't want you to move from this spot. You are not to take your hands off of your pantied penis and ass. You are not allowed to touch my panties while you are praying to them. And, most of all, you are not allowed to cum. It's all right to drip a little pre-cum into your panties. When you are excited, I know you can't help it. But, shooting off is forbidden. These frilly pink panties you are wearing are already stained all over with your pre-cum juice -- a little more won't matter. Now, start praying. Talk to my panties, and remember I want to be able to hear you."

"Pray, Mommy? Like saying my good night prayers?"

"That's right, baby. You are really good at making up all kinds of things to say in your good night prayers, so I'm sure you will be able to think of a lot of things you can say to my panties. Talk to them. Tell them you love them -- and fear them. They are your world. You need panties more than you need food or water. Now, start praying like you do in church and start feeling yourself up like I told you to do or you'll be sorry tonight. I'll tell all these women at the meeting you wear panties if you don't act like a perfect little angel. Understand? Good. Now start humping yourself, pray and let me hear you!"

Barb smiled to herself as Timmy hesitantly began. "Oh, dearest panties. Thank you for my wonderful mommy. Ah-uh, I like to look at you, dear panties. You-uh are so very



pretty and feel so soft. I wish I could take you to bed with me so you could be close to me at night. I promise to be a very good boy for you, dear panties, because you belong to my mommy and that's what she wants me to be -- very good. I will try to do everything Mommy wants me to do -- even-uh-uh wear my new pa-panties, if she wants me to. Please, pretty Mommy's panties, be nice to me. I'll try to be good, but I want to be a boy. I don't want to turn into a girl. I know you and Mommy can make me into a girl. But, I'm afraid. My new panties feel nice, uh-but, I gotta be a boy. I hope Mommy doesn't make me show my panties to anybody else. Because it's so embarrassing. They feel nice and soft and kind of squishy, but ... I get so hard in them, it hurts, ah, b-but do I have to cum into my panties so much? So much rubbing hurts my dickie so bad. Please let me keep on being a boy, and don't let my mommy put me into dr-dr-dresses too! I would look very funny in a dress. Girls' dresses and things would make me look so silly. Why does Mommy want me to look like a silly sissy girl? Please, let me be a boy. I know I can grow up to be a big man. Nobody would want me if I turned into a girl. Panties are very, very soft, silky and pretty, but I gotta think about boy things like basketball and football and stuff. But, I can't think about good things like that when I see panties. I'm afraid of wearing panties, and now my whole drawer is full of them. Can ya please help me, uh-uh, help me get away from all these panties. I can't help it. I love Mommy, b-but please help me-be a boy. Is being a good boy good enough? I-uh, love you pretty blue panties. Your lace is so-o pret-ty and you smell so good ..." Barb quietly exited and went to her own bedroom to get ready for her guests. She was thrilled to hear her pleading little sissyboy as he prayed to the panties spread out before his eyes on his bed. Success was coming quickly. Barb couldn't believe how fast this was working. The conquering power and sexual thrills were intoxicating. Twenty-four hours ago, in her wildest imagination, she never could have guessed this would be happening. Barb remembered Marion had warned her to beware of setbacks and periodic resistance, but Barb told herself she would be ready if she noticed the slightest sign of defiance. She was convinced panty training was going to be instantly successful on her boy because all of his aggressiveness had always been just a big bluff anyway. He might have wanted to be manly, but especially without a father figure, he had no idea how to go about it. Besides, she knew he held her in awe. He wasn't going to be any problem, and she knew it.

Once Barb was dressed and everything was in order, she reentered Timmy's bedroom. He was still kneeling on the floor, still stroking his panty-clad little body though he was no longer kneeling upright. He had sunk down and was sitting on his heels with his head now resting on the edge of the bed near the crotch of her fragrant blue panties. He was crying gently, just mumbling his prayers. She loved every minute of it. When she announced her presence and gave him permission to end his prayer, he stopped, but remained kneeling with his head bowed. Barb told him to get up and

come to her. When he turned she saw the tears running down his face. Looking down at his silky panties, she understood. He had disobeyed her and shot a load of hot little boy cum into his swishy girlie panties. It was dripping down his thighs. Barbara's first reaction was to punish him for not doing as she had so explicitly instructed, but after thinking for a moment, she decided not to be too hard on him. He had gone along pretty well with everything that had gone on that day. She was very pleased with his progress. "I-I'm sorry, Mommy," he cried. "I-uh just couldn't help it. I'm sorry I messed up." "Well Timmy. You disobeyed me, and I'm upset about that, but I know how much you already love panties. I'm not surprised it happened, but you have to learn how to control yourself. This time I'll forgive you, but from now on, when I tell you something -- anything -- I expect you to obey. Now, go to the bathroom, wash your panties out, hang them on the towel rack to dry and take a bath to get rid of all the cum you shot all over yourself today. While you're doing that, I'll get the outfit ready that you'll be wearing tonight." As Timmy left the bedroom to get cleaned up, he saw his mother open the package she had gotten from Marion. He didn't stick around to see the contents. He figured he would see it was soon enough. He only hoped it wasn't something that would make him look like a sissy.

Chapter 9

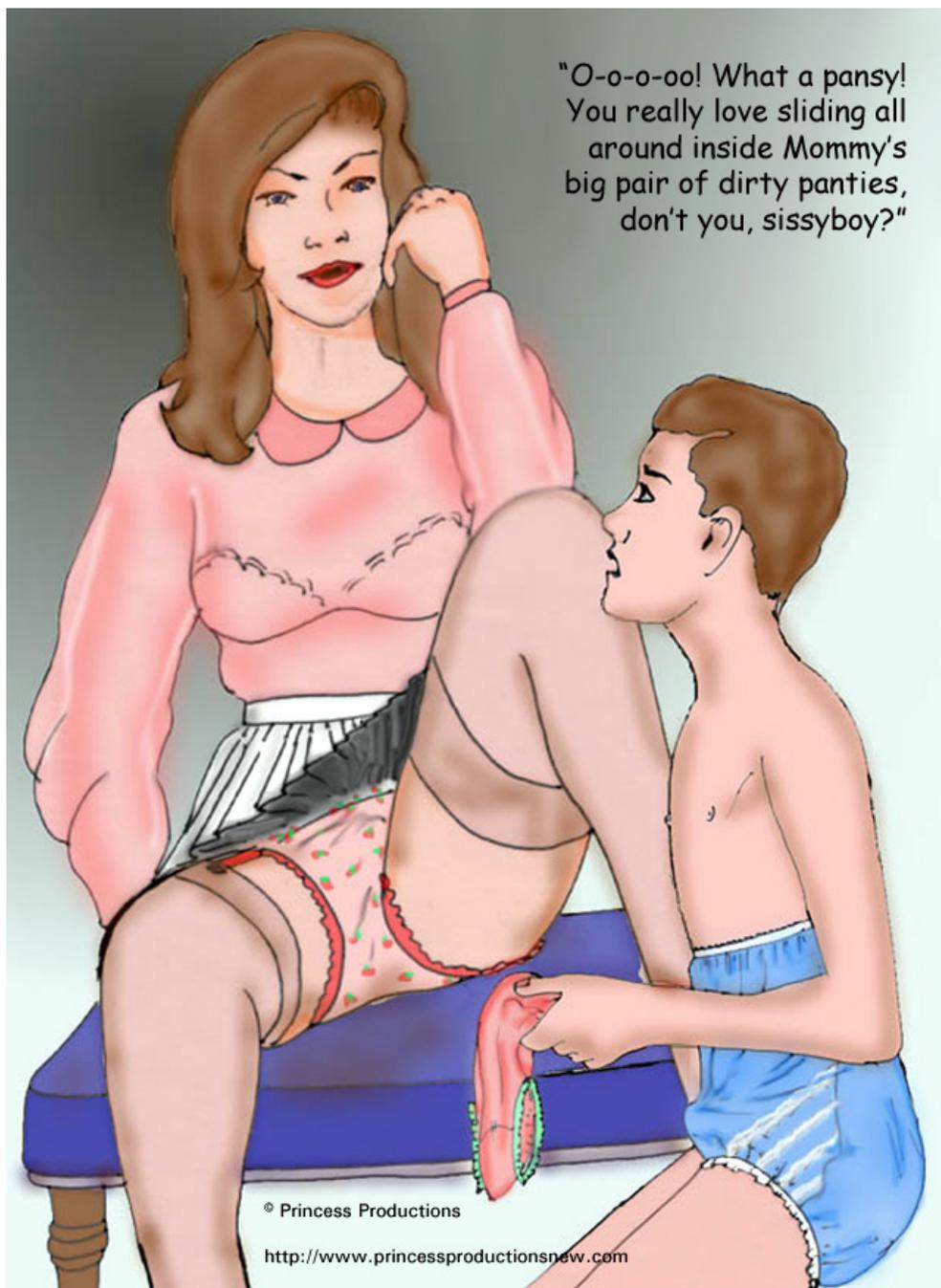
Boys Don't Wear Clothes Like This!

After his bath, Timmy reentered his bedroom. He saw the outfit on the bed: A white shirt, a pair of blue shorts and a matching blue vest. As he moved closer to the bed, he got a better view of the clothes and he became increasingly upset because they looked like something a sissy would wear. 'Were these boys' clothes or girls?' he asked himself. Barb was sitting on a straight-backed chair next to his toy chest. Noticing his questioning expression, she cheerfully said, "Isn't this outfit beautiful? Marion was so nice to pass it on to me for you to wear. It was Lenny's first training outfit, but he doesn't need it anymore since he's graduating into dresses. It's practically brand new." Timmy had been modestly holding a small towel in front of himself. Without a moment's hesitation, Barb pulled the towel away from his body and told him it was time to get dressed. Timmy's attention had been focused upon the sissy outfit spread out on his bed, but when his mother stripped him of his towel, he quickly looked in her direction. She had her right foot up on the edge of the seat striking an erotic pose. Her sexy, thin pink chiffon blouse didn't conceal the bright pink bra she had on underneath. Her long legs were highlighted by dark nylons, classic nylon stockings with a wide ring of darker nylon at the top of her lush thighs where they were secured with pink elastic garter straps. With a slight movement of her leg, she gave her boy a clear view beneath her pure white pleated mini skirt, a silky, fluttery tennis skirt that moved with her every motion. Even though his prick was

still very red and sensitive, it erected once again as he looked up her skirt. Barb knew she had him. Pointing to her blue panties on the bed, the dirty panties he had been praying to, Barb snapped her fingers and told him to put them on. In his trancelike state he followed her instructions. She laughed because her panties were quite big on him. She helped Timmy pull them up into position, yanking them up high on his chest. The panties bloused out around his loins. At the sight of his little knob of an erect penis pushing outward against the drooping nylon and lace, she couldn't resist giving it a few aggressive strokes and a firm pinch. The intimate contact with the slithery panties made him squirm and groan because he was still so sore. As she smiled confidently and snapped her garter straps several times to tantalize her sissified boy even more, she couldn't help teasing him. "You're all fresh and clean from your bath, and now, by wearing my dirty panties, I'm 'marking my territory' like a powerful loin -- or more precisely powerful pussy, so to speak. Doesn't your penis get all excited resting in all the piss and shit and pussy juices I left for you in those panties? O-o-o-oo! What a pansy! You really love sliding around inside Mommy's big pair of dirty panties. Don't you, sissyboy!" Embarrassment colored his face at her words, but still he kept his attention focused on the pretty pink panties his mother was wearing. They were delicately embroidered with little rosebuds. The crotch quivered as she waved her raised leg back and forth.

Barb put her arms around her pantied son, gave him a bear hug and then pushed him down to his knees before her. Using a handful of his hair as a handle, she pulled his face into her crotch and told him to kiss Mommy "there."

"But, Mommy! That's naughty!" Timmy tried to object. With that, Barb yanked on his hair and pushed his face deep between her legs as she yelled, "Start kissing and licking my cunt, boy! Or I'll bring in a bunch of men, tie you down, and make you suck cock until you get a stomach ache from all the cum you've swallowed! Now, get licking!" New fears overtook him. Timmy cried but obeyed. Barb laughed to herself. Marion's parting suggestion to threaten him with sucking cock at the first sign of resistance, really worked. Barb repositioned Timmy so his mouth was in the right place over her slit and instructed him in what to do. "Move your tongue up a bit higher. Th-that's it! Flick it in and out. Faster! Faster! Oh, yeah!" Tears came to his eyes as he complied. It was mysterious. It was exciting. It was frightening. Barb had bent forward and was teasing him through her big,



smelly blue panties. She touched her boy's penis within the soft nylon. His tears streamed down his cheeks and mixed with the juices that were leaking from her as he tongued her hot pussy through a throbbing explosion. Barb wanted to keep him there until she hit more than one orgasm but knew there wasn't enough time, so she reluctantly pushed him away. He would need a lot more training to thoroughly please her orally, to do the things the way she liked, but she was confident he'd learn to be an expert cuntlapper just like Marion was training Lenny. Since Timmy had never eaten pussy before, he wasn't very good at it, but Barb would teach him. Just the same, his innocence and his inexperience were all very exciting to her too. Just those qualities shoved her right over the edge of pleasure.

"Oh, that was beautiful sweetie," she said. "We'll do more of that later." She kissed him tenderly on the cheek. Barb had Timmy stand up. She noticed he was using his fingers to wipe her sticky pussy juice off his cheeks. She commanded him to suck on his fingers and swallow her juices. She loved the fact that he didn't hesitate to do it. Then she stripped him of her dirty blue panties and shoved them into his mouth. Tears ran down his cheeks and she commanded him to suck on them until the women arrived. She opened his dresser drawer containing his new panties and selected a vivid rose-colored pair with pale pink elastics around the waist and legs. Each hip sported a white chiffon panel, decorated with little pastel pink, yellow and green flowers. A delicate white frill of lace traced each leg opening. They were beautiful, but Timmy was not yet able to appreciate how lovely they were. Instead, Timmy wondered what was happening to him. He felt very uneasy eyeing the panties, but before he had a chance to really sort out his feelings, his mother was hurrying him to step into the fresh pair of rose-pink panties as she stretched elastic waistband and held them open for him. Almost mechanically, he inserted one foot, then the other. And once again, his legs were being tickled as girlish panties were being pulled upward until they covered his boyish body. A sharp snap of the waist elastic announced their arrival. His little boy parts were once again hidden within the humiliating covering of girls' silk panties.

He felt emasculated, like his boyhood had just melted away. The panties felt strangely comfortable, but he got angry with himself for even allowing such a thought into his head. Fear dominated his thoughts; he really feared wearing panties under his boys' clothes before the women who would be arriving soon. Those women were mothers of kids he knew in school. He feared they would find out about his panties and tell their children, who in turn would make life hell for him. 'Boy clothes?' he mumbled to himself. He just remembered, as he took another look at the outfit waiting for him laid out on the bed. The vest and shorts weren't too bad, made of dark blue velvet, rather simple in design, not too girlish. But the shirt! He did say 'shirt' to himself even though he suspected it was nothing but a girls' blouse. It was white and tailored but made of a shiny, silky material

with a strip of white lace edging the shirt cuffs and collar as well as trailing down the front. Just then he noticed the worst feature of the blouse. It buttoned up the back! Now, he knew for sure, it was a girls' blouse. As if all of those details weren't enough, the lacy collar sported a large puffy red scarf tied into a bow. He hoped the vest would conceal the girlish blouse, but when he noticed the blouse's full puffy sleeves combined with the other feminine details, he knew the vest couldn't hide the fact that it was not made for a boy. Timmy idly fingered the scratchy new lace that trimmed his rose-colored panties. He quickly stopped toying with the lacy decoration when he realized what he was doing and he saw his mother looking at him with a mocking grin. "It's OK, honey," she said. "I know you really enjoy your new panties, and besides, with all the sizing in the lace on new panties, the lacy trim probably itches your thighs a lot."

Her comment confused as much as consoled him, but, he was not ready for the next addition to his costume. He looked at what his mother was holding up. It was a rose-colored training bra that closely matched his new panties. It had lacy cups and a satin bow between them. She showed him how it was lightly padded and lined with soft nylon satin. Barb explained it was a present from Lenny's mother. She said Lenny had already outgrown it. He had graduated to the next size. Timmy thought, "What in the hell is she talking about? Lenny outgrew it!" Just at that instant, he remembered earlier in the afternoon, when they were with Lenny and he was bare chested. Timmy thought his best friend seemed to have little mounds on his chest, just like titties. 'How did that happen?' Timmy wanted to know. He became really frightened now. He wanted to ask his mother about it, but he couldn't. Was Mrs. Parker changing Lenny into a real girl? Was his mother going to change him into a girl too? Timmy became scared. He had to rebel. He was not going to grow up to be a girl!

While Timmy was deep in thought, his mother slid the training bra up his arms and over his shoulders. The pink bra gripped his chest as she fastened it in back. Its tightness awoke Timmy from his daydream. He found himself wearing the degrading little bra. He stared down at the flat pink cups and cried. He fought against his mother as he tried to pull it off; Barb just hugged her son tightly and held a Ping Pong paddle up in front of his face. "Stop resisting right now! Or I'll give you one paddling now and another one across your pretty panties after all the ladies arrive so they can see!" He gave up the struggle, collapsed in her arms, crying. She kissed him on the forehead and told him he had to get ready. Timmy was determined not to give into all this girlie stuff! He had to come up with some kind of a plan to stop it all!

Continued In Shameless Mothers #2