



**TAKEN**  
*Over*  
**3**

A  
**BODY POSSESSION  
STORY**

**MWILLS**

**Taken Over 3**  
*MtF Body Possession*

by M. Wills

© 2024 M. Wills

Cover photo: © Depositphotos.com /

Cover Design: Evie Foy

Visit [bodyswapfiction.com](https://bodyswapfiction.com) for stories, captions and commissions

This is a work of fiction. All characters and events reside solely in the author's imagination, and any resemblance to actual people, alive or dead, is purely coincidental. All characters are eighteen years of age or older.

No portion of this work can be reproduced in any way without the prior written consent from the author with the exception for a fair use excerpt for review and editorial purposes.

This title is for adults only. It contains explicit sex acts, adult themes, and material that some might find offensive.

## Table of Contents

[Taken Over 3](#)

[Thank you](#)

[Also by](#)

## **Taken Over 3**

## Seth

Dumb Greggy boy stood frozen as I advanced on him in his mom's body. I was topless, the nipples on my itty-bitty-titties hard as diamonds from touching myself. Usually I went for chicks that had more of a rack but Greg's mom's plump ass was pretty fucking fun to smack around. What she lacked in the tit department she more than made up for in the ass department.

Greg stepped back and I laughed. "What? Don't you love your mom? Don't you want to make her feel good?"

"Please get out of her," he sniveled. "I'll do anything."

"I know you will," my former body spoke up from behind me as he came out from his hiding place in the kitchen.

He strode up and gave my ass a smack that sent it bouncing.

"Whap!" He laughed.

Greg gritted his teeth but didn't say anything. He had some self-control, I had to give him that.

"You're mom's such an easy lay now," Original Me said. "I can turn her into the world's biggest slut. I can make her get a face tattoo. I could make her take a shit on her boss's desk."

"Basically, we can ruin her life," I said, fluffing Greg's mom's hair out.

"I won't tell anyone," Greg sniffed, the little baby on the verge of tears.

I laughed. "I'm sure. Who would believe you? Your bully took over your mom's body and made her a slut? It's ridiculous."

"Now I could just take *you* over and *make* you not tell anyone," Old Me said. "But that wouldn't be as fun."

He looked at me and I moved towards Greg again in his mom's unwieldy body. He took another step back and was now against the bookshelf. I got to my knees in front of him and stroked his crotch as he whimpered.

"Mommy's so hungry for your dick," I said. Then I turned to my former self. "Get me out of here before I make contact."

"Fuck yeah," he said, aiming the phone at me. "I don't want to taste that little fucker's dick."

"Greg, I *need* to suck your cock," I said with his mom's voice. "I'm *sooo* horny. I think about how delicious your cock must taste all the time." And then, just for the hell of it, I added: "I want to take a bunch of naked photos and upload them to the web." Just to give Greg another little thing to think about.

I started to unbutton his pants and he grabbed my hands and stopped me.

"Let her," Original Me growled. "Or I'll make it much worse."

Greg paused, and then dropped his hands. I finished unbuttoning his pants and dropped them to his ankles, followed by his boxers. His flaccid cock drooped there, looking so sad nestled in his bushy pubes. I grabbed his dick with his mom's hand, suppressing a grimace. I leaned closer to it and opened my mouth.

I was suddenly back in my own body watching Greg's mom wrap her lips around her son's dick. She sucked slowly, taking him all in as I filmed it. I moved closer, pushing her hair out of the way so the camera could get video of his little wiener sliding into her mouth. Greg had his eyes closed and was looking away, his whole body tense. The guy was terrified and disgusted. We were never going to get a good video like that. It seemed I had to do the worse thing I'd ever done.

I flipped to the app and aimed it at Greg. With one push of the button I was in his horrendously awful body. His mom's warm lips were wrapped around his tiny dick. I opened my eyes and looked down past my blob of a stomach to watch Greg's mom work my new cock.

Fuck, she was good, using her tongue to lick me from base to tip while she stroked with her hand, spreading her saliva up and down the length. Every now and then she paused to kiss her way down and then back up, teasing me by dragging my cock around the outside of her lips, worshipping this nerd's dick. I was getting hard when she plunged her lips back down on my cock. I grew in her mouth as she worked me, driving down and up as my hardened girth pressed against her tongue and the roof of her mouth.

"Fuck, mom, that's so hot watching you suck my dick," I said, smoothing her hair aside so I could gaze at Greg's cock as it disappeared between his mom's pillowy lips. I didn't particularly like looking at this little nerd's cock but his mom gave amazing blowjobs. Her mouth was warm and wet and tight as she sucked me like a pro.

She pulled her lips off with a wet pop long enough to say, "Fuck, you're delicious," then swallowed me fast, urging a groan from lips.

She drove her lips down until her nose nestled in my pubic hair. I sighed happily and gave a thumbs up to Old Seth, who was recording everything with a huge grin on his face. I began wiggling, thrusting towards Greg's mom's warm wet mouth, filling her with my dick. Whatever she was doing with her tongue was magical, sending little shivers through me. Fuck, I was so horny, Greg's little cock at full mast.

"I've always wanted to cum on your face, mom," I moaned. "*Please* let me cum on your face."

She pulled her lips off with another wet pop and continued stroking as she gazed up at me with her big brown eyes. I was so fucking horny.

"Of course. Anything for my baby," she purred.

She wrapped those big fat lips around my dick and began working me faster, driving down and then up as the pressure built at the base of my cock. Her hot wet mouth was heaven as she sucked me off. The tension rose in me and when it was almost ready to break I moaned:

"Fuck, mom, I'm going to cum."

She pulled her lips off and aimed my dick at her face as she jerked me off. I grunted and came, jetting hot seed across her nose and lips and cheeks. She closed her eyes and stuck out her tongue, lapping me up as I coated her with her son's seed and it dripped down her face. I fucking drenched her. She kept my cock aimed at her until I finished throbbing.

I leaned against the bookshelf, relieved. Greg must have been horny as hell. Probably because no one had ever even dreamed of sucking him off before.

“You look so hot with my cum all over your face,” I said, driving home Greg’s new relationship with his mom while Old Me continued filming.

Suddenly I was back in my body, camera in hand, watching Greg’s mom look up at her son, coated in his seed. Now that it was no longer my body, my desire, it sickened me. I clicked off the camera.

“Perfect,” I said. “Your mom’s gonna be pretty horny tonight. I made sure of that. You might want to keep an eye on her. And remember, if you even think of telling anyone, I’ll upload this video and share it with the whole school.”

I left them there and walked out. Time to return to my harem to have my own fun in some bodies that were actually hot.

## Greg

I had no idea what happened. There was no hypnotism involved. It was just that one moment I was completely disgusted when my mom sucked my dick and the next I loved it. Somehow Seth's mere presence brought out that perverted part of me that was maybe always inside. Hell, I hadn't even known that I'd wanted to cum on mom's face until I opened my mouth and said it. After I said it, though, it seemed so obvious that that's what I wanted.

Should I thank Seth for helping discover that part of me?

So I guess he really didn't do anything to me. *I* wanted to do it and only found the courage to ask just then. Even five minutes earlier I would have thought it would be weird jacking off on mom's face in front of the school bully, but I completely forgot he was even there. Mom was such a good cocksucker I forgot about everything else except blowing my load on her face.

Even though Seth didn't do anything to me, I was sure he'd done something to my mom. She was more flirty than she'd been. Less uptight. She couldn't keep her hands off dad when he got home. It was like her horniness levels were through the roof.

While she was making dinner, I caught her a couple times yanking her top down and taking a picture of her boobs. When I nabbed her phone while she was distracted, I saw that she'd been uploading topless photos to some porno site. I deleted them all to save us both embarrassment. I had to keep on her all night, though. Whenever she got the chance she tried to upload naked photos. What had gotten into her? Wasn't I enough for her?

That night she and dad went to their bedroom early and I heard them having sex. Mom was louder than she'd ever been. Before, whenever I'd overheard them, I would turn up my music and jam a pillow over my head to drown it out. Tonight, though, I remained still in bed, listening to her cries of passion as I grew hard. Was I jealous of dad?

Mom didn't forget about me, though. An hour or two later, as I was drifting off to sleep, she crept into my room completely naked. She tossed the covers aside and a moment later her warm, wet mouth was once again wrapped around my cock as her plump rear wiggled in the air. When I was good and hard she popped her lips off and stroked me.

"Cum for mommy. Cum on mommy's face," she purred.

My orgasm was massive. My dick throbbed between her fingers and I spurted hot cum across her face as she sighed contentedly. My seed streaked down her chin and she dabbed at it with her fingers, licking herself clean. Then she kissed me good night and tiptoed back to bed.

Mom drove me to school again the next day, giving us time to talk alone.

"So, mom," I began. "That guy who came over last night. Seth. That was the guy who's been bullying me."

"Was it really?" Mom asked in astonishment. "He said he was one of your friends and asked to wait inside until you got home."

"Did you, um, do anything to him?"

“What do you mean?”

God, this was embarrassing but I needed to know. She’d been acting so odd that it wasn’t an impossibility. “Like...did you have sex with him?”

“Greg!” She squealed. “That’s disgusting! Why would you even ask that? I am a good Christian woman.” She was really upset. “The only person I would ever have...relations with is your dad.”

“What about what we did yesterday?” I asked, disappointment rising in me at the thought of never cumming on mom’s face again.

“That’s different. That’s mother-son bonding time.”

“Okay,” I said, relieved. “Oh. Just let me out here.”

She pulled over a few blocks from school and looked over at me. “Greg, I don’t know what’s going on at school but I want to help.”

“I know. But I think I have to figure it out on my own.”

She smiled sadly. “You also have Jesus helping you out.”

“Sure. I know, mom.”

“I love you.”

“Love you, too.”

She leaned towards me and kissed me on the lips. Her hand snaked down to my crotch and I stirred as she stroked my pants. “When you get home you can cum on my face again. Would that help you feel better?”

I nodded. It really would.

I gathered my backpack and walked the remaining blocks to school, arriving just as the warning bell rang which signaled I only had five minutes until class started. Becky and Avery were at Avery’s locker when I arrived. I hesitated. I was glad to see Avery back in school after three days away but I couldn’t forget how mean she’d been to me lately. But she didn’t even notice me. Her eyes were red from crying. I caught the last part of her conversation with Becky as I reached my locker.

“All of a sudden it’s like he doesn’t even care about me. I love Seth so much!” Avery sobbed.

Becky patted her shoulder and glanced at me. The only good thing out of all this was that Becky and I had become closer friends. Avery saw me and her sadness turned to disgust. She pretended to sniff the air.

“Eww, smells like stinky nerd,” she said, guffawing at her own joke.

I was grabbing my books from my locker when Seth passed. Avery forgot all about me and ran to him, leaving me and Becky alone.

“Seth, baby!” She clung to his arm and pulled him in for a kiss. “I’ve missed you so much!”

“It’s been, like, an hour. Fuck, you’re so clingy,” Seth grumbled, trying to dislodge himself from her grasp.

“But, Seth...” Avery’s lower lips trembled. “I thought you and me and Mrs. Wright were all we needed.”

God, I wanted to go hold her in my arms and comfort her. Tell her she deserved better than this asshole.

Seth rolled his eyes and mumbled to himself. “Fuck this.” He pulled his phone out and pointed it at Avery before tapping the screen. Avery blinked and wiped her eyes, a bright smile appearing on her face. “Of course, Seth, you can fuck anyone you want. I’ll still love you no matter what but I won’t be so goddamn clingy.”

Seth grinned and tapped his phone again. Avery kissed him on the cheek and bounded down the hall to her class as if she’d never been sobbing her heart out.

“Come on, Becky,” Avery called over her shoulder.

“Be there in a minute,” Becky called back.

Seth smiled a wicked grin at me. “Hey, Greg, say hi to your mom for me.”

He strolled off, laughing to himself.

“What was that about with Avery?” Becky asked me, twirling a lock of blonde hair around one finger.

“It was weird, right? Like, she just flipped emotions.”

“Yeah,” Becky agreed. “And why is Seth suddenly taking pictures of everyone on his phone? He did it to Avery. And Toni and Florence.”

And my mom and me.

“Maybe Seth’s sudden...power, or whatever, has something to do with his phone. You said he took a picture of you before you realized you wanted to...” I blushed. “Do what you did in the hallway yesterday?”

“Masturbate in front of everyone?” She grinned, her blue eyes sparkling as she relished the memory. “Yeah.”

“And he did the same when Avery first went with him from the bleachers a few days ago. Maybe he’s not taking pictures after the fact. Maybe he’s doing something to change how people act.”

“It’s like he’s making them realize their deepest forbidden fantasies,” Becky mused.

“Yeah.”

We were both lost in thought for a moment as we considered our own fantasies that we’d both recently discovered.

“We need to steal his phone,” I said.

“Even if we get it we don’t know the password to unlock it.” Becky said.

“I guess...we have to get it when it’s unlocked. There must be something on it.”

“What? Like a hypnosis app? That’s ridiculous.”

“I admit it sounds ridiculous but do you have a better explanation for everyone’s sudden behavioral changes?”

She didn’t. “How do we get it?”

“I don’t know yet. Let me think. In the meantime let’s keep tracking him.”

We traded phone numbers and agreed to text each other if we saw Seth again.

## Seth

I was sick of Avery's clinginess. Plus, I'd fucked both her and Mrs. Wright senseless these last few days and was looking for something new. Men are hardwired for variety and who was I to fight evolution?

When the bell rang signaling the start of class I remained in the hallway while everyone scattered. The classroom doors soon closed, leaving me alone and in silence. I roamed through the hallways like I was the king. I was fucking fearless. No one could stop me. I could have my pick of the school and that's exactly what I intended to do. This was the seniors wing. Everyone in here was at least eighteen. Nubile and fresh-faced with delightful young bodies.

I peeked in through the window set in the door of the nearest classroom, craning my head to see the rows of students and find my prizes. There were a bunch of dogs in here but there were three hot ones. They happened to be an Indian an Asian and a Black: Mindy, Anna and Kendra. It was going to be a real multicultural experience.

I aimed the phone at the teacher—crusty old Mrs. Kelly—and pressed the app button. Suddenly I was in her fat old body, pointing at some bullshit on the board with thirty pairs of eyes staring up at me from the class.

“Mindy, Anna and Kendra,” I said in my reedy old lady voice. “Go stand out in the hall.”

“What? Why?” Mindy furrowed her brow, indignant at the thought that she was in trouble.

“Just do it. It's for a class thing,” I said. “Go!”

The three of them gathered their belongings and went to stand out in the hallway. Before the door even closed behind Kendra the world flipped. Suddenly, I was out in the hallway looking at my original body, who was holding his phone up to me. In my peripheral vision below me I saw Kendra's smooth ebony skin clasping the strap of a backpack. The nails were a pretty pink. The fingers elegant and soft and perfect for stroking a dick. And, damn, this girl had some tits. They pushed out her tight shirt into twin mountainous bulges.

“Ooh, Seth!” I squealed. “I want you so badly. I'll do whatever you want me to. Please fuck me.”

I'd learned that subtlety wasn't required. The bodies I possessed believed wholeheartedly whatever I said when inside.

“The fuck?” Mindy said from behind me.

I glanced over at her. She was staring at me with wide eyes, about to laugh. The world flipped again and suddenly I was in Mindy's body looking back at Kendra. I turned to Original Me, who now had his phone pointed at me.

“Me too!” I gushed in Mindy's light voice. “Tell me what you want me to do and I'll do it. I'm your sex slave, Seth.”

Now it was Anna's turn to gasp. She brought her hands to her mouth, her brown eyes wide beneath her thick-rimmed glasses. She was so tiny. So delicate and quiet. I was going to delight in wrecking her tight Asian twat.

Then I was in her body, my hands still pressed to my mouth. I was smaller now. Shorter. Lighter.

"Please, Seth, I want to fuck you. I only want to please you. Tell me what to do."

With another push of the button I was back in my body, still with the memory of being in all of theirs. They gazed at me adoringly, waiting for my next command.

"You ladies ever have an orgy before?" I grinned.

I marched my small group down to the next classroom and picked out some more women, popping myself into the teacher and ordering them out into the hall. Then I jumped in one by one in quick succession and made them horny for me. My group grew at each classroom until my harem consisted of the twenty or so hottest eighteen-year-olds from the senior class.

They fawned on me as I led them through the hallways towards the locker rooms, competing for my attention.

"Seth, I love your eyes," one said.

"I never noticed how handsome you were," said a second.

We were almost to the gym locker rooms when the principal rounded the corner. His head was completely bald and the ceiling lights reflected on his dome. He was one of those guys who was big with either muscle or fat or some combination of both. It was hard to tell.

"What is going on?" He boomed. "What are you all doing out of class?"

"Shut the fuck up and get out of my way you piece of shit," I said, whipping out my phone and popping my mind into his body.

The world flipped and I was in his sturdy body looking down at myself and the gaggle of women. The women pressed closer to my original body for protection.

"I'm so sorry," I quivered, throwing my principal's body down onto my knees and bowing low.

"Please forgive me, Seth. You are the leader of this school. Anything you want is yours." I crawled forward and kissed Old Me's feet.

The world flipped again and I was looking down at my principal's fat pink dome as he kissed my dirty sneakers. I nudged him away and he scurried against the wall, looking up at me with fear in his eyes.

"Why don't you go round up the hottest teachers in the school and bring them to the teacher's lounge during lunch?" I ordered. "I'll plug their holes after I take care of these skanks," I motioned to my harem behind me.

"Yes, sir. Right away, sir," the principal said, scurrying away as quickly as he could.

I led my women into the locker room and they surrounded me, reaching for me.

"Whoa, hold on ladies. Here's how we're going to do this. You're all going to fuck each other and I'll walk around and fuck whoever I feel like it."

There was some moaning. Some expressions of disgust. One student protested that she wasn't a lesbian. An easy fix.

I pointed the phone at Mindy and clicked the button, popping my mind into her body. I turned to Kendra and mashed my lips against hers. She stepped back, completely not into it until the world flipped and suddenly I was big-breasted Kendra kissing Mindy. I returned the kiss, my hands roaming up and down her slender body as our tits pressed together.

Kendra had wider hips and a bigger butt than I'd ever had but they were fun to play with. We ran our hands over each other's bodies, groping and squeezing. I slid my tongue into Mindy's mouth and sighed as our tongues met, her warmth filling me from deep in my core.

All too soon I was out and in someone else. A pale-skinned blonde named Tricia. I turned to Anna and began making out with her before flipping into Anna's body and making sure she enjoyed it.

It took some time but soon all the women had paired up and were making out, running their hands over each other as they wiggled and moaned. I flipped into them several times, making them go further each time until they were all oozing with lust for each other and desperate to go all the way.

I flipped myself back into Anna's body and ran my slender hands through Tricia's fine blonde hair. Then I dragged my hands down her body and began helping her out of her clothes. She resisted at first. No surprise. Tricia was one of those girly girls. Into everything stereotypically female. Her big goal in life seemed to be to land a rich guy so she wouldn't have to work.

"No," she said, pulling away. "Let's just make out."

My old body must have heard because a split second later the world spun and I was looking out through Tricia's eyes at Anna's cute face.

"On second thought," I said in Tricia's silky voice. "Let's get naked and fuck each other. I want to taste your pussy."

As we began making out again, Anna reached down and grabbed my shirt. I lifted my arms and let her pull it off over my head. The world shifted and I spun through the rest of the women in the locker room, until they were all helping each other undress while my old body wandered through, flicking my consciousness into different women, kissing whoever I wanted, squeezing every pair of tits and letting different hands drag across different supple asses.

I landed back in Anna's body just as she kicked her panties off. I gazed down at Anna's tiny titties, the brown nipples erect and sensitive. Tricia was already naked and she lay me back on a nearby bench before gently spreading my legs. My hands came up to my tits and I fondled myself some more, enjoying squeezing this hot little nerd's tits.

Even better was gazing down from behind my thick-rimmed glasses and watching Tricia passionately lick my pussy. Her tongue stroked along my length, parting my pink pussy lips and dipping inside. I shivered once as she found my folds, burying her face into my dark mass of pubic hair. All around I heard the sounds of the other women sighing and moaning as they, too, caressed themselves or ate out their partner.

I fondled myself, the ache inside me yearning to burst free as Tricia's tongue made delightful patterns across my budded clit. Beside me, Original Seth had Kendra bent over a bench as she ate out another student. Her ripe black ass was waving invitingly in the air and Seth knelt behind her.

He was bottomless, his cock rock hard, his raging erection aimed right for Kendra's pink pussy. She felt him grip her hips and turned.

"Do you have a condom?" She asked.

Original Seth messed with his phone and suddenly I was in Kendra's body. The delightful scent of pussy was in my nostrils and my hands rested on someone's creamy thighs as I turned to look back down my gorgeous ebony body. Kendra was wound up tight with pleasure and I wanted to be inside when she burst.

"Fuck me bareback," I groaned. "Fill me with your cum."

Original me grinned and spread apart my ass. His cock pressed up against my warm hole and the pressure built. He slid in with a grunt, sheathing himself deep inside my velvety folds. Fuck, it felt so good to be filled, to watch this chick take all seven inches of my cock, to feel my canal spread apart by my own dick.

I lowered my face back down to the delicious pussy and began licking as Original Me fucked me from behind, his hands squeezing my ass almost painfully. The ache rose inside me with each thrust, the excitement coming as much from watching this hot body get fucked as it did to actually feel that warm hard dick inside me.

He pulled out and I moaned with disappointment. Then I was back on my back in Anna's Asian body as Tricia made me crest to an orgasm. I clenched my eyes tight and cried out in a strangled voice as pleasure burst through me. Tricia kept pulsing her tongue against me, using her fingers to glide up through my slick canal. As my mouth was opened, Original Me stuck his dick inside.

I sucked it, moaning in delight. Kendra's pussy juices still coated my former cock and her delicious musk filled my nose. I squeezed my own tits tight as Original Me grabbed my hair and fucked my face, dragging my tongue against my former cock as I drooled down my cheek. He fucked me while Tricia licked me and soon the delightful tension rose again. I crested and came hard, body quivering around Tricia's face as I enjoyed Anna's orgasm. Original Me throbbed in my mouth but pulled out before he came, managing to hold onto control.

The world flipped again and I was in someone else. Again, Original Me thrust his cock into my mouth and I sucked him as someone else ate me out. I flipped again and this time he took me from behind. Again. Again. Again. Each time I was a new woman and he approached me until every student in the room had shared my dick and I'd slid inside each of their warm wet holes. They craved me now, each clamoring for them to be the one deserving of my cum even as their orgasmic cries filled the room in a roaring crescendo. It was hot as hell fucking myself, watching my cock sheath each woman in turn, seeing all the different pussies parted by my dick.

I was back in Anna when Old Me pushed Tricia aside and shoved his cock deep into me, grabbing my legs and spreading me apart so he could gaze down at my pink pussy where we were both connected. We watched his cock disappear inside me, reappearing slick with my juices, now mingled with everyone in the room. I came again and he shoved himself deep, throbbing with me, jetting hot pulses of cum into Anna's tight pussy as my body shook around him. The glorious shaft was my everything, the pleasure lighting up the world and making me cry out in utter delight as the others looked on jealously.

I didn't know how many orgasms Anna had had, but I was certain it was more than she'd ever had before. Who knew this studious little nerd was so wonderfully horny? My hair was plastered to my forehead and my body was sheened with sweat.

Old Me pulled out and Mindy dropped to her knees to suck him clean, pushing the others away so she could have his cock to herself. Her other hand slid between her legs and she teased her dark pussy with her fingers, the lewd sounds of her sex so beautiful to hear.

Then I was back in my own body. Everyone was looking at me lovingly. Mindy was on her knees, eyes closed as she dragged my cock across her cheeks, cooing as she licked off the last of my cum.

“All right, everyone, into the showers.”

As they cleaned themselves I, of course, slipped into them so I could enjoy some more orgasms. Their slick wet bodies pressed against each other. Fingers sliding into warm holes, tongues tasting each other, lips kissing, tits being squeezed. I enjoyed multiple orgasms in multiple bodies as Original Me filmed everything.

These bitches fucking worshipped me and would do whatever I said. This whole fucking school was mine.

## Becky

I was in history class when I saw Seth walk past the classroom window, followed by a bunch of students. I knew something was up. I made an excuse to leave, grabbed a hall pass, and followed behind the group. I saw the principal stop them, and then suddenly start worshipping Seth after he pointed his phone at him. When they all filed into the locker room I snuck close and peeked out from behind the corner. No one noticed me because they were all fixated on Seth. And then they were fixated on each other.

I watched the women change in real time. Seth pointed his phone at them and then they said what they were going to do. Really dirty stuff. And then they did it!

Had Seth done that to me when I decided to touch myself in the school hallway? Surely not. That was my own sudden realization and even now the thought of doing it made my heart stir. But then why hadn't I done it before? It was all very confusing.

I slipped away before the orgy started in earnest, though I could see it coming. What Seth was doing was disgusting and had to be stopped.

I texted Greg: *Emergency! Meet me in the theater.*

I knew the theater would be empty at this time of day. I paced backstage in the shadows, my heart jumping at every little noise. I never skipped class so this was a big deal for me. When the door at the back of the auditorium banged open I nearly jumped out of my skin. I peeked out from behind the curtains and saw Greg coming down the aisle.

"Greg, up here," I hissed.

He jumped in fright and looked up at me. It seemed he was just as scared as I was. He hurried up onto the stage and we caught up in the wings.

"What's the emergency?" He puffed.

I explained everything I'd seen. When I finished, he nodded. "So he points the phone at them, they say what they're going to do, then they do it. If you can get me his phone when it's unlocked I'm sure I can figure out how it works."

"How do we do that?"

"He's not going to let me get anywhere close to him. You're going to have to do it."

"Like, what, seduce him? Eww." I wrinkled my nose.

"You don't have to seduce him. Just...trick him. Pretend you've been changed. Make up some reason to get him to open his phone. Then throw it to me and I'll try to figure it out."

It was our only plan, except there was a problem. "He's going to get suspicious when I'm suddenly attracted to him, isn't he?"

"Pretend that he changed you last time he pointed his phone at you. Gave you an unintentional command."

“But if he doesn’t believe me, he’ll just do the mind controlly thing on me right there.”

We both thought for a moment but had no better ideas. We needed to end this thing now, before Seth got even more people under his control.

Greg followed me back out into the hallway. We wound around back towards the locker rooms. When I got to the door I heard the showers still running. Greg paused at the entrance to the locker room.

“I can’t go in there.”

Great. I was probably with the one heterosexual guy in the entire school who didn’t want to go into the girls’ locker room.

“Wait here,” I said.

I peeked around the corner. Seth was leaning against the far locker, his back to me, staring at the showers. He had his phone pointed to the showers. Beyond him I saw a tangle of bodies. Students kissing each other, caressing each other.

I leaned back around the corner to whisper to Greg. “Seth has his phone out. Get ready.”

He nodded and I crept back around, slowly sneaking up on Seth from behind. He must have sensed me because he turned to face me. The instant he moved I straightened up and smiled my most seductive smile and pretended like I wasn’t creeping up on him. He looked at me warily, the phone in his hand.

“What are you doing here?” He sneered.

“I can’t get you out of my mind after masturbating in the hallway yesterday,” I said, slinking slowly towards him. “Why haven’t we ever kissed?”

He looked confused for an instant and then broke out in a grin. “Let’s change that.”

My stomach lurched as he kissed me on the lips. He was gross and sloppy and tried to thrust his tongue into my mouth. I had to let him. Even worse, I had to pretend I enjoyed the feel of his scraggly mustache and his sour breathe. I sighed and pressed myself closer to him, hands on his flabby chest as I tried to pretend he was someone I liked, like Eddie, the captain of the soccer team.

When he finally pulled away I resisted the urge to wipe my chin. He gazed down at me with utter lust. I giggled, pretending to be shy beneath his gaze and looked down though I just wanted to see whether his phone was unlocked. It was. I moved closer, until our bodies were pressing together. He leered down my shirt at my cleavage and I ran my hand down the arm holding the phone as I stared deep into his piggy eyes. My fingers reached his wrist, then found his fingers, which were lightly clutching the phone.

I ran my hands through his greasy hair and pulled our lips together again, barely hiding the grimace as I kissed him. With my other hand, I dragged my fingers down, tapping the phone screen to keep it open. I slid my tongue into his mouth and moaned as my fingers ran down his greasy face. I felt his grip on the phone relax as he basically tried to eat my face. It was gross. With a sudden twist I wrenched the phone from his hand and turned.

“What the fuck?” He yelled, before running after me.

I made it halfway down the aisle of lockers when he grabbed my free hand and yanked me back.

“Greg!” I yelled out.

Greg appeared at the far end of the room.

“Catch!” I cried, heaving the phone at him.

He fumbled it and then clutched it against his chest before turning to run. Seth threw me aside and I banged against a locker. He tried to run past me and I grabbed for his waist. I latched my arms around him weighing him down, just trying to give Greg a head start. He slapped me in the face and the world spun. I loosened my grip and he sped off around the corner and out to the hallway. I followed behind, still stunned from his blow.

Greg had made it halfway down the hall but he was slow while Seth was faster than he looked. He caught up with Greg and grabbed him as I hurried after them both. They grappled with the phone, Greg frantically jabbing at the screen as Seth elbowed him in the gut. They both had their hands on the phone. I was almost on them to help out when I saw the camera being pointed at me while Greg jabbed the screen.

In an instant I lost all coordination of my body. I fell to the floor, both hands miraculously coming out to cushion the fall. One of my legs kicked out while the other tried to kick around. At the same time, one of my hands came up to my face and I uttered a strangled cry.

“Rrr frgging brrrch,” I rumbled at myself, trying to speak out of half of my mouth.

My right hand reached towards the two grappling guys as my right leg pushed against the floor, inching closer to the phone. My left hand splayed out palm-first on the tiled floor to try to stop myself and then, when that didn't work, reached over and grabbed my right hand. My eyes were all over the place, each glancing around in different directions and making the world spin. It was like a seizure I was doing on purpose.

Greg grunted and wrapped his whole body around the phone, turning his back to try to jerk it out of Seth's hand. He twisted and wiggled, trying to run down the hall but Seth held him tight. I was laid out on the floor almost beneath them now.

My hands grappled with each other. I slapped myself and pushed myself away and then, with one huge heave, I flipped over, trapping my right arm beneath me. With my left hand, I reach up and gave Seth's leg a yank. He lost his balance just enough for Greg to wiggle out of his grasp. I held onto Seth's leg as he toppled over. Greg took a few steps down the hallway and turned to us. He pressed something on the phone and that's when I decided my body should work as one.

Seth aimed a kick at me but I rolled away. Seth advanced on Greg, howling at him. Greg had Seth's phone up and pointed at Seth. Seth was almost on him when Greg pressed something on the phone.

Seth stuttered to a stop, barely managing to stay upright. Greg reached out and lent him a hand. I couldn't believe it. I thought Seth would smash him for sure. But instead, Seth just shook his head as if to clear it and stood up. He looked down at himself, then to Greg, then to me as I pushed myself to my feet.

“Greg?” I asked, uncertainly.

“It's okay,” Seth replied. “I think I got it. Holy shit, this is even weirder than I thought.”

“What? Greg, what’s happening?” I was still on edge, waiting for Seth to lunge at the phone but it was like he suddenly didn’t care. He was more concerned with looking down at himself and flexing his muscles.

Greg turned to me. “It’s okay, Becky. I figured it out. Seth isn’t going to mess with us again. Isn’t that right, *Seth*?”

Seth snort-giggled in a way that was disturbingly like Greg, then said, “Yeah, that’s right. I’m going to be friendly to everyone and stop bullying people. I’m going to be especially nice to you, Greg. Umm...and I won’t use that app again to control people.”

“But you’ll let me use it whenever I want?” Prompted Greg. “Because I can’t find it on my app store.”

“Yes. That’s right,” Seth agreed. “You can use it whenever you want.”

I looked back and forth at the two of them. They had similar grins on their faces. “So...you figured it all out?” I asked. “You can change everything back?”

“Yeah, I can,” Greg and Seth responded in unison, then laugh-snorted at each other.

## Greg

There was a lot of work to do to set everything right. I started with Becky, pointing the app at her and jumping into her body for the second time in five minutes. Only this time, I had her all to myself.

I was suddenly staring at my former body and Seth. I had a slight headache and Becky's arms were sore where I'd been fighting Seth while we were combined in her body. I swept the blonde hair out of my eyes and looked at Seth. He had a friendly grin on his face and had approached my former body.

"Will you really be my friend, Greg?" Seth asked.

"Of course," former me replied magnanimously.

Seth looked relieved. It was so simple. All I had to do was make a statement and, when I left, the original owner of the body would incorporate it into their way of thinking without any idea they'd been controlled. There was so much potential for this to be abused. I had to be very careful I didn't just become as bad as Seth.

"I don't want to be naked in public anymore. It's no longer a turn on." I said as Becky. It was so weird hearing her voice from my lips. "And you're a good guy, Greg," I added.

I wasn't doing anything awful, exactly. Just making life a little easier for myself. And, yes, I couldn't help but look down at the tits pressing out from beneath Becky's shirt. But I didn't *do* anything, like Greg did.

I pulled myself out of Becky and felt the twin memories converge: one where I was watching Becky talking, the other where I *was* Becky doing the talking.

I set to work changing everyone back. I found the fawning flock of women that Seth had controlled and set them back as close to normal as I could. I didn't know them all so most of the time the best I could do was just have them say that they were back to not giving Seth much thought. It took almost the whole day to track them all down but with Seth's help I managed to do it. I also went into a ton of students who'd seen Becky masturbate in the hallway and got them to delete their pictures and forget about the whole incident. I fixed Mrs. Wright, turning her back into our normal nerdy teacher who actually liked me. The principal was changed back from a sniveling sycophant to his usual self.

When it was done it seemed like everything was back to normal. I hoped I'd undone all of Seth's changes but it was hard to know for sure. I got all the stuff I could find but it's possible there were changes I didn't know about.

And, I have to admit, I did a little something for myself. I think I deserved it.

## Avery

When Seth and Gregg first approached me in the hallway that afternoon I wanted to spit on Greg, shove his face in the dirt and call him a loser. I was stomping towards him when Seth handed Greg his phone and he pointed it at me. I stopped mid-stride and blurted out a realization that was so sudden I didn't even know what it was until I said it:

"I don't have any feelings for you, Seth. I'm not in love with you and I don't want to be with you. Just leave me alone. I'm not even going to dwell on anything we did together."

I couldn't believe I'd ever had feelings for Seth. He'd been such a brash, arrogant asshole the thought of what we did together made me shake my head. God, yesterday I was so much younger and more naive than I was now.

Seth took it okay, just nodding and saying, "Yep."

Apparently he *had* radically changed. Thank god. I moved closer to Greg.

"You've been so nice to me, Greg," I said. "You're such a sweet guy and we have so much in common. I think...I think I love you."

The feeling broke over me like a thunderstorm as I kissed him on the lips. He wrapped his arms around me and held me close as little tingles scattered across my skin. How did I not know I was in love with him? It seemed so obvious now. He was such a sweet guy and we had so much in common. I pulled away and stroked his cheek, gazing into his deep brown eyes.

"And you're so good looking. Just my type," I smiled. "I want you so much."

I did, too. There was something about that chubby chin on the nerdy-but-cute face that made my heart beat madly. He pointed his phone at me again and pushed a button, then handed it to Seth, who took it like a butler. Greg kissed me again, longer this time, his hands resting gently on my hips. His touch made my body burn with longing.

Some passing students called out, "Get a room!" which made me laugh and blush as Greg wrapped his arm protectively around me.

I was a little scared about bringing him home. I mean, I'd just told them I was madly in love with Seth and now here I was saying I'm madly in love with Greg. They'd chalk it up to teenage hormones, not suspecting that this time it was real. I wanted Greg like no one I'd ever wanted before.

I could tell Greg was startled when he first saw my mom naked but we all had a talk and Greg pulled out his phone and the next thing I know my mom said, "I think I'm going to start wearing clothes like normal again."

My dad, too, was initially pissed off at seeing Greg by my side instead of Seth. But Greg sat him down and soon my dad was agreeing with everything he said. My parents now adored Greg. It was all so perfect. Dinner was awesome. Greg had my parents laughing and at ease in no time. He had to go home but not before we enjoyed one last passionate kiss on the front porch. He was a much better kisser than Seth! I told him that myself.

That night, after I'd showered and slipped into the long baggy tee shirt I used as a nightie, my mom joined me in my room. I was typing away on my laptop, working on a homework assignment. I sat on the bed, legs crossed in front of me. Mom came in and sat on the edge of the bed beside me. She wore her sleeping tee shirt, the raggedy one with the holes and the low cut neck I always teased her about.

"Greg seems like a really nice young man, sweetie," mom said.

"Thanks, mom, glad you like him. I like him, too."

We laughed and mom put her hand on my bare thigh. Her fingers were warm and sent a little creep of anticipation through me.

"But you won't forget about your mom, will you?" She leaned closer.

"Of course not, mom."

I leaned forward and kissed her on the lips. She was warm and soft and tasted of her sweet mint toothpaste. Her tongue snaked into my mouth and I savored her, sighing softly as her scent filled my mouth and my nose. I caressed her face, following the soft contours of her cheeks and her chin that were so like mine.

Mom lay back on my bed and I knelt on the floor beside it. She wiggled down towards me until, as I gently spread her legs, her dark-red bush was positioned just in front of my face. I kissed my way up and down her thighs, and over and across her pussy. Her deliciously musky scent hit my nose and made me quiver. My hair tickled her thighs and she giggled even as she sighed, her hands coming up to caress her own tits.

I kissed my way between the lips of her pussy, then drew my tongue out and traced lovingly down and up her slit. She parted for me, growing wetter as my tongue slid inside. I pressed up against the folds of her clit, tongue dipping down to taste her salty essence. Her pussy was delicious and I moaned as I licked her, tracing the velvety lips of the entrance I'd come out of so long ago.

She began wiggling around my head and I heard her breath quicken. I matched the rhythm of my tongue to her body, tracing sharp shapes across her clit as it budded into my mouth. The wet sounds of her sex were music to my ears and I burrowed my face deeper into her pussy, luxuriating in her juices. Mom had the best pussy.

As I continued licking, I brought two fingers up and gently slid into her warm wet hole. I curved my fingers up her canal until I found the dimpled nub of her inner pleasure. Still pulsing my tongue against her clit, I gently fingered her. I felt her tense around me, her sighs growing to soft moans. Now she was bucking slowly. I feasted on her, luxuriating in her feminine scent, the wonderful feel of her surrounding my fingers, and the divine salty taste. Her breath quickened even more and then she tensed around my head as she came. She uttered a strangled gasp and I drove harder against her clit, licking her for all I was worth, drinking down her delicious juices as I gave my mom such a powerful orgasm.

Then it was her turn. We switched places and she lay on top of me, kissing me on the lips before kissing a trail down my neck, my breasts, my belly, to the sensual darkness between my thighs. I was already wet and willing from my time between her legs. I played with my tits as she licked my pussy. I stared at her in lust and awe as she worked my pussy so magically. Her eyes were closed in ecstasy as she inhaled me and then thrust two fingers into my tight cunt. Mom was incredible with my body, knowing exactly what I needed and in no time I climaxed around her head.

“Oh, fuck, mom!” I whispered in a strangled breath as my entire body flexed and buckled. Pleasure shot through me, the swift release making me giddy.

When she was done she lay beside me for a minute or two and then kissed me on my cheek. I snuggled up in bed and went to sleep, grateful that I had my mom to teach me such pleasure. My nightly sex with mom was something I kept from Greg. He didn't need to know and it never came up. It was our special mother-daughter bonding time.

## Greg

I was walking on air coming back from Avery's house. I mean, maybe it was a little wrong to change her so that she liked me but I felt like it would have happened anyway. Maybe.

Dad was working late again so mom was the only one home when I arrived. She had her feet up on the living room couch and was wearing a bath robe. As she shuffled up on one arm to look at me the neck of her robe slid down, revealing the hint of her delicate cleavage.

"Hi, mom," I said, bouncing over to her. "I've got a girlfriend now. Her name's Avery. I'll introduce you this weekend!"

"That's wonderful!" She beamed at me.

I bent to kiss mom on the lips, letting one of my hands slide beneath her robe to fondle her breast. She sighed into my mouth as my fingers found her warm skin. As her tongue slid into my mouth I tweaked her nipple, pinching it lightly between thumb and forefinger until it spiked out. She tasted like the sweet white wine she'd been drinking.

I shucked off my pants and slid my boxers off, kicking them aside before throwing my leg over mom's midsection and straddling her. My cock was rising to attention and I yanked the neck of her robe apart so I could nestle my dick between her breasts. I took her tits and pushed them together so I could drive my cock through her cleavage. She wriggled beneath me, horny and alive with delight.

She gazed down at my cock as it appeared beneath her lips. Lowering her head, she stuck out her tongue so that she could just lick the tip on each of my forward strokes. Her mouth watered for me and when she couldn't stand it anymore I shuffled forward and she gratefully accepted my cock. I slid it between her lips and she swallowed as much as she could, eyes blinking slowly up at me in absolute ecstasy.

"Fuck, mom, I love watching you suck my dick," I panted.

She smiled and drove her lips down my shaft, surrounding me with the wet warm heat of her mouth. She sucked firmly and undulated her tongue across the base of my cock. Christ, she felt amazing. I mean, if this was what she did to dad it was only fair that I got some, too.

I gazed down at her beautiful face, her lips wrapped around my dick as I sank down until my balls rested on her chin. I fondled her tits, practicing to see what made her feel good and planning to use whatever I learned on Avery whenever we had sex. I was sure she would be down for it soon. She was enamored with me.

As I rocked on my mom's body, filling her mouth with my dick, a little flicker of doubt nagged at me. As much as I loved this, as much as my mom loved this, had Seth done this to us? It seemed impossible. This was something mom and I had realized ourselves. Sure, Seth had been in the house, but we wouldn't have done this unless we really wanted to. On the other hand, that was exactly the power of the app.

It was hard to square that knowledge with my excitement at watching mom suck my dick, and at the intense thrill of my desire to paint her face white with my seed. Even if this *was* something Seth had done, I enjoyed it too much to let it go.

As the tension rose at the base of my cock I drove faster. Mom sucked harder, her lips concave with effort. I grunted and felt the pressure spill over. Yanking my cock out of her mouth I grabbed my saliva-slick dick and jerked it off all over mom's face. She groaned in delight, closing her eyes and thrusting her face up as my hot seed rained down on her cheeks and lips and chin and nose and eyes. I emptied myself on her, letting each drop rain down on her fair skin as she writhed below me.

When I was done she daintily wiped my cum off her eyes and stuck her finger in her mouth to suck on it.

"Mmm, that's yummy, honey," she moaned softly.

Fuck, seeing her coated with cum was almost enough to make me hard again. She ran her tongue along her lips, tasting as much as she could. When I recovered I got off her and she sat up on the couch.

"Now I need another shower," she laughed.

This was one thing my mom and I truly wanted and it had taken the power of the app to make us realize. Yes. That must be it. And that's why I didn't change us.

This was our normal.

## Mrs. Wright

It had been a wild week. I'd had a fling with one of my students—a threesome even!—and learned things about myself. Then in the space of the day it seemed I'd had enough. My obsession with Seth and Avery evaporated. He was just a student. Nice enough, now. No longer such a pain. In fact, it was a pleasure to teach him.

And I'd completely forgotten how great a student Greg was. I made a note to give him a bonus A on his next assignment.

When I arrived home that day my husband was in his dog cage waiting for me. He seemed disappointed that I was alone. I knelt down as he looked up at me with big eyes, his fingers hooked in the grate of the cage. I explained that my fling with Seth and Avery was over. He was disappointed but he obeyed me, as he always did now. I let him out of the cage to make me dinner and he dutifully got to work.

I let him eat at the table with me and when we were done he did the dishes and then massaged my feet while I watched television. His hands on my legs felt so wonderful that I pulled him in for a kiss, suddenly amorous. We made out for a little while and I grabbed his hand and pressed it against my breast. But when I reached into his pants he was still soft.

“What’s wrong?” I asked.

He sighed. “You know I can’t get hard unless I watch Seth fucking you.”

“Right.” I frowned. “Well, I can do something about that.”

I pulled out my phone and called Seth. When he picked up I told him, “Hey, Seth, can you come over and join us? My husband needs to watch you fuck me.”

He readily agreed, so eager to help. I hung up the phone and we waited for him to come over. I didn’t love Seth anymore, but that didn’t mean he couldn’t help fulfill my husband’s needs. After all, it was just our new normal relationship.

###

## **Thank you!**

I hope you enjoyed reading this twisted little tale as much as I enjoyed writing it. If you liked it, please leave a review. They really help. Also, be sure to check out some of my other stories below.

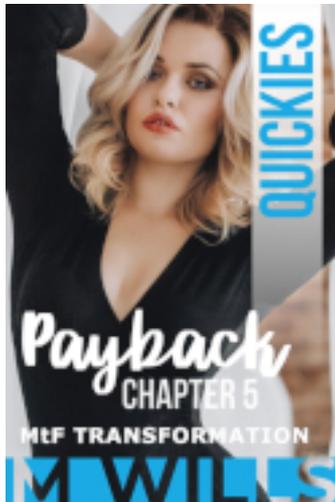
Yes, I do commissions! You can always email me at [bodyswapstories@gmail.com](mailto:bodyswapstories@gmail.com) or visit my [bodyswapstories.com](http://bodyswapstories.com) for more stories.

Thanks!

M

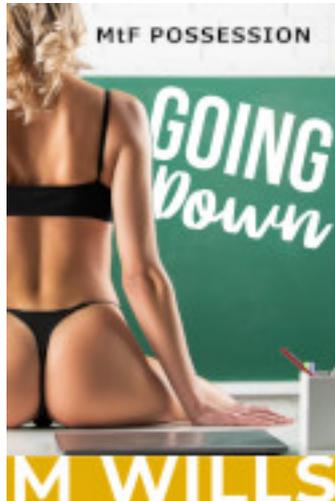
## Also by M. Wills

Visit [www.bodyswapstories.com](http://www.bodyswapstories.com) for all my latest stories, including:



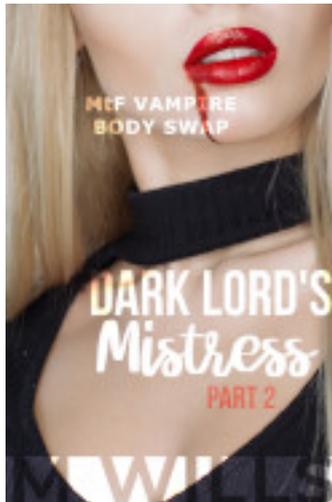
### [Payback \(Chapter 5\)](#)

In the latest chapter of this serial, Peyton is forced to come crawling back to his old job in his new body, but will have to perform some special favors before they'll hire him.



### [Going Down](#)

A young man finds a way to possess other people and concocts a plan to ruin his former teacher's life by becoming those around her and having some very sexy fun along the way.



### [Dark Lord's Mistress 2](#)

Layton is trapped in a beautiful body that is not his own, filled with strange new vampire powers as well as a lust for blood, and hated or feared by everyone in Lord Covaci's castle. Can he escape and return to his own life? Or will he be trapped forever as his dark lord's mistress? Part 2 of 4.



### [Taken Over 2](#)

Seth continues to abuse his new powers, bending Avery's family to his will and threatening to punish anyone who stands in his way.

[And many more stories of body thefts, swaps, possessions and transformations on my site](#)