

Taken Over

Part 1

MtF Body Theft and Mind Control

by M. Wills

© 2024 M. Wills

Cover photo: © Depositphotos.com /

Cover Design: Evie Foy

Visit 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](#)

[Thank you](#)

[Also by](#)

Taken Over

Greg

I leaned my head on my hand and gazed morosely out through the car window as the streets rolled past. Each second took me closer to school where I would spend another awful day being bullied and nearly friend-less. It was difficult transferring in to a school mid-year. Even harder when your role model was physicist Richard Feynman. Few people wanted to make new friends at this point in the year and even fewer wanted to make new nerd friends. I realized long ago that was what I was so I tried to embrace it, like mom suggested.

“If you just be yourself you’ll find other people just like you who will like you,” she told me on that first day of high school.

I came to learn very quickly that wasn’t true but I couldn’t convince my mom of that until senior year when everything came to a head and I was shoved into a dumpster behind the cafeteria. That prompted us to move. Unfortunately, the new school wasn’t much better.

I was only a month in and I’d already managed to rouse the ire of this new school’s bully. I don’t know why he singled me out. Maybe that special radar bullies have for picking out the weakest member of the herd.

The only thing that made this school different from my old school was Avery. She was nice to me. Treated me like a person. Laughed at my jokes. I think that it’s because, despite her girl-next-door looks and affability, deep down she was a nerd like me. Though with a shinier veneer. And more social graces. And friends. I met her in the after school astronomy club and fell in love with her immediately, even though I knew it was hopeless.

My mom must have heard me sigh because she turned down the Christian pop music blaring from the car speakers and focused her baby blue eyes on me as we waited for a light to change. “You okay, sweetheart?”

“Fine,” I mumbled.

“Oh.” She pursed her lips. “Something’s wrong. Mommy knows it. Now what is it?”

“Same thing that’s always wrong, mom.”

“Oh. That young man, what’s-his-name?”

“Seth. Yes. The guy who keeps picking on me.”

“I’ll have a talk with the principal and we’ll work with your teachers to develop a plan—”

Oh god. That would just make a bad situation worse. I couldn’t imagine what Seth would do if he discovered my mom was trying to stick up for me. I’d probably end up in another dumpster.

“No, no. It’s okay. It’s not that bad. It just *feels* bad.” I said, quickly trying to backpedal. “But it’s just normal.”

I turned and tried to give her a comforting smile even though I felt sick to my stomach.

“Okay. Well, if someone is being mean it probably means they have troubles at home. Have you tried befriending him? That’s what Jesus would do.”

It took an effort to not roll my eyes. My mom was an old school southern belle stuck in the fifties where every problem could be solved by a little talk and a lot of Jesus. Heck, her only jobs were to take care of the house and look pretty while dad went to work. Every Sunday she would go to bible study with her friends, all of them equally put-together and in long, conservative dresses. I couldn’t expect her to understand my problems.

“I’m trying, mom,” I lied. “But it’s hard work.”

She patted my knee. “Just have faith.”

Right.

About a block away from school I turned to her. “Can you drop me off right here?”

“Here? Why?”

Thinking quickly I said, “I just want to get some exercise before I sit in class all day.”

“Of course, sweetie.”

She pulled into a side street and I hauled my backpack out of the backseat. She kissed me on the cheek and as I walked away she gave a little honk of the horn.

“I love you!” She sang out.

That was why I didn’t want her to drop me off with all the other students.

“Love you, too.” I said as quietly as I could manage and still have her hear.

I walked slowly towards the school, giving mom plenty of time to drive away. When I turned the corner there was the campus. Edward Carville High School. A sprawling red brick building with a big parking lot out front and a bigger football field out back. The parking lot was nearly full and a constant stream of cars and school buses were pulling up around the front drive and discharging students into the school like chum being fed to sharks.

I hiked my heavy backpack further up my shoulders and kept a wary lookout for my tormentor as I slipped between the rows of parked cars and up to the front entrance. I melded into the groups of students walking up the wide front steps and into the maw of the school building. My locker was along the next hall and as I turned the corner I paused briefly. My heart leapt into my throat, as it always did when I saw Avery.

She was talking to a friend and didn’t see me at first, which gave me a moment to admire her from afar. Her face was in profile and I drank in the delicate slip of her nose and that adorable face. She had deep auburn hair—for which she was sometimes nicknamed ‘Red’—that was tied back with a pretty pink ribbon. Today, a simple T-shirt clung lightly to her supple body. Her jeans were tight, forming her wonderful rear and long, enchanting legs into perfection.

By some miracle, Avery and I had been assigned lockers right next to each other. It was both a dream and a torment. My palms were already sweaty as I approached my locker, rehearsing what I’d been planning to say to her this morning. I *had* to rehearse it because when she gazed at me I forgot everything I ever knew.

Avery sensed me approaching and as I reached for my lock she turned to me. Her green eyes were kind and inviting, and the light spray of freckles across her tiny nose made her look so cute as she beamed at me.

“Morning, Greg.”

She had the voice of an angel. How could I be so blessed as to have her like me? Her smile made my heart sing and I could barely speak. Fortunately, I’d figured out exactly what to say to sound suave.

“Good. I’ve got the... stars from the pictures... yesterday... on the internet.”

Jesus Christ, I sucked at talking.

Avery cocked her head and furrowed her brows. God, I wanted to just kiss her little forehead. Behind her, Avery’s blonde friend laughed at me.

I blushed beet red, gulped, and tried again. “That supernova we were talking about. Yesterday at astronomy club. I found some of NASA’s pictures.”

“Oh!” Avery’s eyes lit up. “Show me.”

I sensed her friend rolling her eyes but, at the same time, accommodating Avery’s geekiness. Why couldn’t she do the same for me? Maybe I was just a purer geek than Avery.

I flipped through my phone, pulled up the picture and handed my phone over to Avery. For a brief instant our fingers touched and it was magical. Did she do that on purpose? Was she looking for an excuse to touch me? No. Come on. Get real, Greg.

It was like that a lot with Avery. My brain was constantly looking for signs that she liked me as more than just a friend and then just inventing them when it came up empty.

“That’s so cool,” she said, as she gazed at the picture on my phone while I stood there with a grin on my face watching her watching it.

After a few seconds she handed it back. I was about to say something so totally cool she would fall for me right then and there when I was interrupted by Seth’s gruff voice.

“Hey, share it with the rest of us.”

Seth snatched the phone out of my hand and flipped through it with a frown. He was a beefy kid with a wide face, a scraggly mustache, and mouth set in a perpetual sneer. His dark hair was gelled into spikes to try to make him look like a badass.

“Give it back,” I demanded.

I reached for it and he held it away while he pushed me back with his other hand. The more I struggled to get it the more fun he had keeping it from me.

“What else you got on here? Oh, look here’s a picture of you and your mom. Shit, she’s hot.”

I grabbed for the phone but he moved his hand out of the way and shoved me back against my locker with his other arm.

“That’s *my* phone,” I tried again, despite him being nearly twice my size.

He just laughed as he held the phone out of reach and batted my hands away.

“Stop it, Seth,” Avery sighed.

“Why, Red? You in love with this loser?”

“You’re such an asshole,” she retorted.

“You know you like it, Avery. Give me a chance. Once you try Seth you’ll be hooked like meth.”

“You’re disgusting.”

Seth’s jaw tensed and I saw my opportunity. I managed to grab the phone. Seth held on to it and I put more of my weight into pulling until he suddenly released it and my momentum sent me thudding into the wall of lockers behind me. He laughed but Avery bent and took my hand to help me up. Despite my humiliation all I could think was that *Avery and I were holding hands!*

“You okay?” She asked, releasing my hand.

“I’m fine. This asshole can’t hurt me.”

Seth jacked me up against the locker, his face right in mine so his smelly breath hit my nose. “Oh, really?” He hissed.

“Seth Keller!” A woman’s voice cut through.

Seth released me and turned around. It was only then I noticed that a circle of students had gathered around us and were looking on in amusement. My social studies teacher, Mrs. Wright, strode through the gathered students. Her brown eyes flashed beneath her dark rimmed glasses.

“What is going on?” She demanded to Seth.

“Greg had a little fall. I was just helping him up.”

“Uh huh,” she said. “And did you also help him have that little fall?”

Avery broke in. “Seth stole Greg’s phone.”

I was glad she said it because no way in hell would I have the guts to tell on him. But then Mrs. Wright looked at me.

“Is that true, Greg?” She turned to me.

“Y-yes.”

Mrs. Wright turned to Seth. “Seth. Come with me to the office.”

She turned on her heel and strode off. Seth glared at me and then followed behind her. I could hear him already starting up with his lies. “Here’s what happened, Mrs. Wright...”

“What an asshole,” Avery repeated.

The bell rang, signaling the start of first period. Avery and I went our separate ways, though we would catch up for science class later that morning. In the meantime, I kept bringing my hand to my nose, sniffing Avery’s deliciously fruity scent that lingered on my fingers.

Seth

I managed to get away without punishment after taking that Greg dipshit's phone this morning. Mrs. Wright didn't actually see anything so she just gave me a verbal warning. But, like my dad said, those aren't worth the paper they're written on. Also, I got to follow Mrs. Wright's little wiggling butt down the hallway that morning so it was a net positive. Who knew a teacher could have such a grabbable ass? I imagined the rush I would get from seeing the look on her face if I just reached out and pinched that little peach of an ass.

Sometimes in social studies class I would sit in the back and imagine that stuck up bitch dropping to her knees while I dug my hand into the tight bun on her head and just fucked her face. Take my revenge for all the detention she gave me. She always wore these ugly floral tops that did nothing to show off her figure. But I glanced down the neck of her shirt enough while she sat at her desk collecting homework to see she had some pretty big tit-tays. Man, what I wouldn't give to see them flopping around as she choked on my dick.

The morning was salvaged but the rest of the day went downhill. My English teacher was all up my ass for not speaking right or whatever. My lab partner in science screamed like a girl when I threw acid on his shirt. And then when I was in Mrs. Wright's social studies class I couldn't resist tripping that nerd, Greg, and watching him stumble into Avery's desk. God, he had such a hard-on for Avery. I don't even know why she was nice to him and hated me so much. I had the muscle and the good looks. All the guys on the internet chat boards agreed that chicks loved bad guys. But the meaner I got the less Avery seemed to like me. I couldn't figure her out. She was probably a lezzie.

Hell, if I had just one night with Avery I could probably fuck the gay out of her. Lay her down on my bed and spread those pretty little legs. Listen to her howl my name in that mesmerizing voice of hers as I thrust my schlong into her deep red bush. Once she had Seth she'd be hooked like meth. Shit, I was getting a chub just thinking about it.

Anyway, Mrs. Wright said tripping Greg was the last straw and gave me detention. I laughed and shrugged my shoulders as she handed me the detention slip. Detention was nothing new to me.

"Whatever," I said, slouching back to my seat.

After the last bell of the day rang I met up with my other buddies and we all filed into the detention room together. Mrs. Wright was in charge that afternoon so at least I had some eye candy. She had a real sexy-nerd thing going on with those glasses and that hair. Too bad she looked so sour all the fucking time. She was one of the only nerds I wanted to bang instead of punch.

Our phones were supposed to be put away but I'd long ago figured out a way to sneak mine in. I hid it in the sleeve of my shirt and then let it slip out into the book I pretended to be reading for homework. Pro tip: make sure the book is facing the right way up. Brett got done for that last detention trying to hide a porno mag and got an extra day as punishment. I just had to be careful to keep an eye on Mrs. Wright because every now and then she would walk around the room to make sure we were doing our bullshit work. The rest of the time she was grading papers or something.

With my phone hidden in the book, I flipped through the app market looking for a new game to kill some time. I found a weird looking app called CLN. It was pronounced “clone” and it claimed to let a user possess someone else’s body. I didn’t understand how that was a game or what it would look like. There were no screenshots and only a handful of enigmatic reviews that said it was awesome. Shit. I didn’t have anything better to do.

Once the app was downloaded it asked me to rest my finger on the screen while it read my biometrics. It took a few seconds and I had to keep my hand out of sight, but eventually the thing buzzed to let me know it was ready, followed by a popup message that said I’d been loaded in. Now all I had to do was point the camera at my target.

I lifted my book with one hand and carefully slid the phone up just over the edge of the page until the camera lens was uncovered. I kept an eye on Mrs. Wright but she was grading some papers and not looking at me. As I rotated the phone around the classroom, the names of the other students popped up onscreen. This was some serious AI shit. I moved it back the other way across the classroom. Yep, this thing knew who everyone was. My phone was pointed right at Mrs. Wright when she suddenly glanced up right at me. She pushed her chair back and stood.

“Seth—” She began.

Mrs. Wright’s name flashed onscreen. I fumbled with my phone and accidentally mashed the text displaying her name.

Suddenly, I was standing in front of a room full of students, all of them looking at me. My body felt...I don’t know...smaller and lighter somehow. But the thing that really took my breath away was when I looked over the sea of faces staring back at me I saw *myself*. My body was looking at me, the camera still peeking over the edge of the book.

I gasped and took a step back. My plumper rear bounced against the chalkboard and I whipped around. Things jiggled that shouldn’t have and I stared down at my body. I was wearing a stupid floral blouse and gazing straight down into some jiggy cleavage. Raising my hands to my face I found my acne-scarred skin and hints of mustache were gone. In their place was smooth, warm skin and softer features. I grabbed at my tits, felt how real they were, how *big* they were. But the hands weren’t mine. They were feminine with gently curved nails. Like my new body, they belonged to a woman. They belonged to my teacher, Mrs. Wright. The fucking app had worked!

I turned around slowly, still in shock. My hands were still on my new breasts and all the students were staring at me like I’d gone crazy. Some of them started to smirk when they saw what I was doing. I slowly dropped my hands to my sides and stared back at everyone. My eyes kept returning to my former body. It – he – was looking back at me, just as curious as everyone else in the class.

“Okay, everyone,” I began, weirded out at the sound of my hot-as-hell teacher’s voice coming from my own lips. I touched them, felt the unfamiliar soft plumpness, then tried again: “Detention over. Get out of here.” They stared at me. “I said *go*. Except for you, Seth. You stay.”

The others hurriedly packed up their bags and nearly ran out of the class. I followed them to the door. My hips swayed and my tits bounced, highlighting the strangeness of the new chick bod I found myself in. As I stood by the door waiting for everyone to leave I half-turned to stare at that plump, grabbable ass. I wiggled it, laughing as I made Mrs. Wright shake her thang. Some of the students gave me strange glances but I didn’t care. When they were all gone I locked the classroom door and turned to my body. Original Seth had hidden his phone and was staring at me dourly.

“What did *I* do?” He asked.

I snorted at hearing my former voice through my teacher’s ears. It didn’t sound as deep as it did from inside. I ignored him for the moment and reached up to feel Mrs. Wright’s face. My hands drifted over my soft skin, my smooth cheeks, my rounded nose, my plump lips. The contours were

all off. I opened my mouth and ran my new tongue around my teeth while original me stared at the new me.

“Everything okay, Mrs. Wright?” He asked.

I stood over his desk. “Who are you?”

“Uh...Seth Keller.”

“Really?” I bent down, letting my shirt drop down and giving him a wonderful view of my teacher’s cleavage. I saw him glance down and then back up with a smirk. I peered into the old me’s eyes, searching for some hint of who was inside.

“Yeah,” he said slowly, drawing back from me slightly. Now he seemed more confused than turned on.

“Because *I’m* Seth Keller, too.”

He furrowed his brow. “What are you talking about?”

“That app worked, man. I’m you in Mrs. Wright’s body.”

Wonder appeared on his face. “I didn’t think it did anything.”

“Well it sure as fuck did. It put our mind in this banging body.”

“You’re me?”

“That’s what I’m saying.”

“If you’re me tell me something only I would know.”

“All right,” I thought for a moment as old me sat back and folded his arms. “I know you’ve got a thing for Red and you hate that nerdy fucker, Greg, that’s always hanging on her.”

“Not that much of a secret.” He shrugged.

I leaned closer. “I also know you took a picture of her in class while she wasn’t looking and you masturbated to it.” His face went white and I laughed. “I’m not gonna fucking tell anyone. I’m *you*.”

“Holy shit,” he peered at me with wide eyes. “Holy shit.” His eyes roamed up and down my body and I let him look. “What’s it like?”

“Fucking weird and cool and...look at these tits.” I grabbed the bottom of my shirt and hiked it up to reveal Mrs. Wright’s big white bra covering her big luscious tits.

Original Seth reached up and squeezed my tits while I watched. His face lit up in a smile. “This is awesome.”

“Fuck yeah, it is. But I don’t want to be stuck in here. Let me see that app.”

Ur-Seth slipped his phone out of his sleeve and opened up the app. There was a new button on the screen: “Exit Body”.

“You want to come out?” His finger hovered over the exit button but I put my hand on his.

“Not yet. Let’s have some fun first. Unclip me.”

I peeled my shirt off and tossed it on to the floor then turned around. Old me fumbled with my bra and then suddenly the tension across my chest was released. I pulled the bra off my shoulders and

Mrs. Wright's tits bounced free. I turned to face Seth and wiggled my chest, sending Mrs. Wright's big tits jiggling. His eyes were as big as saucers and he grabbed my tits again.

"Fuuuck," he whispered as his hands investigated my chest, squeezing my big boobies.

My tits swayed down from my chest. The areolae were pale pink silver dollars capping the end of each. Seth's fingers grabbed as much as he could and he squeezed until I yelped, "Too hard."

His grip softened but he didn't release me. His hands continued to play across my tits as we both watched. I could see an erection forming beneath his pants and watching him touch our teacher's body was making me feel horny as hell. It wasn't the hard urgency of an erection but a softer sort of loosening combined with that inner tension of horniness.

"Get some pictures of this," I said.

He fumbled with his phone before snapping a few pictures as I posed. I hefted each of my breasts and ran my tongue around my lips. I squeezed my breasts into huge mounds and then released them to let them bounce down my chest. I wrapped my fingers around each tit and pinched my tiny nipples as bright pleasure shot through me. All the while Seth clicked the photos.

"Now get some videos of *this*," I said, dropping to my knees in front of him.

I unzipped his pants and helped shimmy them down his legs. I slipped his boxers off and his manhood sprang up to meet me. I wrapped Mrs. Wright's hand around the shaft. It was warm and firm beneath my nimble fingers. Holding my own dick was a feeling I was well used to but from the other side. My grip was all wrong and it felt much bigger beneath my thinner fingers.

I stroked his length slowly, gently stretching the skin as the bulbous head grew red and excited. Seth sighed and kept his camera trained on me. This was just like masturbating but with extra steps. But I could do something now I never could before.

I dipped my head lower and kissed the head of my cock. I copied the pornos I'd watched, gripping the shaft with one hand and kissing my way lovingly up and down the length. The sharp tang of my dick hit my tongue as I lightly licked my own cock from base to tip. Then I opened my lips and wrapped them around my own erection. I slowly drove my lips down the shaft until my mouth was full of my own dick. It was strange holding my own dick in my mouth, feeling the warm girth stretch my lips apart as it glided against the top of mouth and pressed my tongue down. I slipped my teacher's mouth down as far as I could.

I came up gasping and used my hand to stroke my saliva up and down my length. Then I drove my pretty lips back down the shaft, gorging myself on my own dick. The old me groaned delightedly above me as I sucked his cock, my lips sliding up and down each veiny inch. I came up with a wet pop, looked up into the camera and grinned.

"God, I love sucking your dick."

Then I lowered my lips and swallowed him again, acting out my fantasies of making Mrs. Wright my cocksucking slut with her own body. I moved faster and felt Seth pumping up to meet me, the head of his cock sliding across my tongue and tickling the back of my throat until I came up spluttering and gagging again. When I recovered I resumed sucking him off, letting the saliva slip down the shaft and coat my hand. His hand gripped the tight bun on my head and he began guiding me up and down. Now each downstroke was accompanied by the buck of his hips coming up to meet me. He fucked my mouth while I milked my old dick, gliding my tongue beneath the shaft, driving up and down. Each motion made my tits bounce on my chest. He moved me faster and faster, gripping my hair, using me as his blowjob toy until he tensed and moaned.

"Oh fuuuck," he sighed.

I felt him throb between my lips and he forced my mouth down farther. His cock pulsed and flooded my mouth with hot bursts of cum. With his hand gripping my hair I was forced to swallow or gag. I gulped down as much as I could, feeling the hot seed slide down my throat and fill my belly. He kept his hand on my head, forcing me to suck my own dick while he emptied himself into my mouth and whispered my name.

“Fuck, Mrs. Wright you’re such a good cocksucker.”

He finally released me and I rose off my dick. I felt cum dripping down my lips and my chin and I looked up into the camera.

“You’re welcome for more any time you want it.” He turned off the camera and I stood. A few drops of cum had landed on my tits. “This is gonna be great. We can do whatever we want. Torment the shit out of that little nerd.”

“Make Red our bitch,” he smiled.

“Fuck yeah. Take this body and fuck the teacher all the time.”

“What do you want to do now?”

“Get me out of here. Let Mrs. Wright deal with all this,” I gestured to my topless body, still flecked with cum. “Though I am gonna miss playing with these titties. I fucking love having tits. I could do this all day.”

I groped myself again as Old Seth flicked to the app on his phone and pushed “Exit”.

Instantly I was back in my original body, my thumb resting on the “Exit” button on the app. I had dual memories of the last few minutes. I remembered sucking my own dick as Mrs. Wright and also getting my dick sucked as me. I remembered how incredible it was to have tits and to feel them up. I looked up at the still-topless Mrs. Wright, unsure of how she would react. She seemed to roll with it.

She smiled down at me as she dabbed a drop of cum on her finger and sucked on it, eyes closed with desire. “Mmm, you tasted so good, Seth. You sure you don’t want more?” She giggled.

“Maybe later. Did you...did you like it?”

Mrs. Wright leaned close to me and whispered into my ear, “You know I love sucking your dick.” Her big tits wobbled in front of my face and I reached out to grab them. She laughed and ushered my hand away. “I thought you were finished.”

I shrugged. She seemed to have taken it all in stride. Even better, it seemed everything I’d said and done had been incorporated into her personality. The new Mrs. Wright was my own personal sex kitten.

She slipped on her bra and her shirt and adjusted her hair. “Let’s keep this between us, okay?”

I nodded as Mrs. Wright reached up and squeezed her breasts. “Mmm,” she moaned. “I fucking love having tits.”

Avery

I was so caught up with talking to Becky as we walked into class the next day that I didn't notice Mrs. Wright acting unusual at first. I glanced up as I took my seat and saw her looking at me in, like, a weird almost hungry way.

"Morning, Red," Mrs. Wright said, which was weird because she never used my nickname.

"Morning," I replied, nodding my head.

Becky leaned over from her desk and whispered, "*What* is she wearing? Is she trying to distract all the guys?"

Instead of one of her usual blouses with the floral pattern, she wore a bright pink tee shirt that stretched tight across her chest and was cut low enough to show off an amount of cleavage that couldn't possibly comply with school dress codes. I'd never noticed how big her breasts were before but in that outfit I couldn't *not* notice. They strained against her top and I thought it might split apart at any moment.

"Maybe she's going clubbing after school," I suggested, and we both snickered.

Greg slipped through the door just as the tardy bell rang and Mrs. Wright shouted, "Greg, you're late!"

"I was just—" he began, but Mrs. Wright interrupted him in a nasally, high-pitched imitation of his voice.

"I was just—" She stopped and waited as the class snickered. Greg was dumbfounded. As was I. When she had his attention she went on: "I don't care what you were just doing. The bell means you're late."

As the class watched silently she wrote out a yellow tardy slip and handed it to him with two fingers, as if she was touching something disgusting.

"Okay," he said sadly.

"Sit down," she waved her hand at him.

Greg slunk to his seat. I'd never seen Mrs. Wright behave like that, especially to Greg. I thought Greg was one of her favorite students. Maybe he'd done something to piss her off? Though I couldn't imagine Greg doing anything to piss off anyone.

Her weird attitude continued all through class. She called on Greg relentlessly, rolling her eyes whenever he got an answer wrong.

"Guess you're not *that* clever," she mumbled when he failed to regurgitate the names of some Civil War battles.

When she passed out papers it looked like she deliberately let Greg's slip to the floor. As he scrambled for it she cajoled him, "Come on, butterfingers."

Seth snickered loudest from the back and I shot him a look. He grinned at me and shrugged. God, he was such a jerk. And not in the sexy bad boy way that Becky teased me about. Seth was just mean. He was always picking on Greg and now, for some reason, it seemed that Mrs. Wright was joining in. Becky had put it well one time when she explained that Greg was one of those little boys in kindergarten who always teased girls they liked but never matured enough to change their ways. A loser with an attitude problem. I had a pretty good feeling that he liked me but...eww. The thought of him kissing me turned my stomach.

It was almost as eww as Greg, but in a different way. At least Greg was sweet, though he was absolutely not my type. He was the stereotypical nerd: big glasses, goofy grin, awkward but intelligent. He was nice to talk to but I would never in a million years kiss him.

It was Becky who'd first pointed out that Greg had a thing for me.

"It's sort of cute how Greg likes you. Like a puppy dog that wants to pee on your leg," Becky had said one afternoon as we ate lunch.

"Eww, shut up!" I laughed, ripping some grass up and tossing it at her.

Becky laughed and picked the grass out of her curly blonde hair. We were sitting cross-legged on the grass in the shade of the trees. I was finishing up a slice of pizza while Becky demurely nibbled on the remains of her sandwich.

"You really think he likes me?" I asked.

"Oh my god, Avery, yes. It's so obvious. How many babies are you planning to have with him?"

"None! Oh my god," I screeched laughter and disgust and threw some more grass at Becky. "Do I tell him I don't like him like that?"

"Uh, yeah, if you want to make things *super* awkward. Just ignore it. He'll never get the nerve to ask you out anyway."

And he hadn't. Though ever since Becky mentioned it I saw the little signs. The way he clung to my every word. The way he always managed to sit beside me in class or just happened to pass by the bleachers whenever I hung out there during lunch.

Greg's torment continued all through class with Mrs. Wright making little comments under her breath. She also kept glancing at Seth and smiling like they were conspirators. At one point Mrs. Wright bent over Seth's desk, ostensibly to point to something on the paper in front of him and I saw Seth eyeing her cleavage. What's more, *she* saw Seth eyeing her cleavage and even shook her chest for him. And, I swear, at several points I think I caught Mrs. Wright touching her own chest. Seductively and on purpose. Weird and gross.

After the bell rang I gathered my books and waited for Becky. I sensed someone behind me and turned to find Seth grinning down at me.

"Hey, Red," he said.

"What?"

"Just saying 'hi'," he laughed in a weirdly menacing way.

He stared at me as Becky and I fled out the door. I risked a quick glance back but he was distracted by Mrs. Wright, who was standing next to him and...touching his crotch? I did a double take but by the time I looked back her hand was back at her side and they were both staring at me. I hurried out the door and down the hall.

It was a sunny day so Becky and I took our lunch on the bleachers. I knew that would mean that Greg would probably try to join us but I didn't mind. I kind of wanted to talk to him about class. When he finally did come outside he took a seat at the bottom of the bleachers.

"Greg!" I waved to him. "Come here."

He scampered up as Becky gave me a look which I ignored.

"Hey, Avery," he grinned.

"What was going on in class today? Why was Mrs. Wright on your case?"

"I don't know." He pushed his glasses up his greasy nose. "It was mean, right? It wasn't just me?"

"No," Becky agreed. "She was being a super bitch to you."

"Should I tell the principal?"

"Maybe," I replied. "If she keeps it up."

Someone called my name: "Hey, Red!"

Seth was standing at the bottom of the bleachers grinning up at me. Gawd, what did that creep want?

"Go away, I don't want to talk to you."

"Oh, yeah?" He held up his phone and pointed it at me.

Oh my god, if he was going to take my picture for some sort of wank material I was seriously going to report him. He tapped the screen of his phone. I glanced down at my outfit. Shorts, tee shirt, sandals. Nothing unusual. My eyes fixated on my breasts and I laughed in delight. Maybe it *was* a pretty perfect outfit I'd chosen.

I turned to Becky. "I'm going to go," I said, suddenly making up my mind I needed to leave. Then I turned to Greg. "Greg, you have something right there."

I pointed to his shirt and when he looked down I smacked him in the face, sending his glasses flying off. He looked so hilariously shocked I just had to laugh again. Hell, if Mrs. Wright was being mean to him she probably knew what she was doing and I was just following her example.

I bounced down the bleachers towards Seth. I intended to give him a piece of my mind but I changed my mind at the last minute to try to throw him off by slipping my arm around his waist and kissing him on the lips. His tongue snaked into my mouth and I sucked on it. I had meant to tease him but, judging from the way I pressed my body against his, I guess I really liked it. I found myself leaning into the kiss and liking it more the closer I got to him. He was an okay kisser but I guess there was something really attractive about him that I couldn't quite put my finger on. Maybe he really *was* the sexy bad guy girls fell for? In which case I'm glad I noticed it before anyone else. Why else would I decide to just kiss him?

He pulled away and grabbed my ass. "Come on, Red, let's go have some fun."

Up until a few seconds ago I didn't think I would have wanted anything to do with him ever. I especially didn't think I liked to be groped in front of everyone but I found myself smiling and agreeing, so I guess a part of me *did* like being so show-offy. I was learning all sorts of things about myself today.

Seth and I walked off towards the edge of campus together. I glanced back at Greg and saw him and Becky staring at me, mouths agape. I stuck out my tongue and then turned away. They were clearly jealous that I—apparently—had realized how attractive Seth was before they did.

We headed to the woods at the outskirts of campus. Seth kept his arm around my waist as he whispered sweet nothings into my ear.

“I am going to fuck that tight, little pussy raw,” his hot breath across my cheek made me shiver.

“Yeah, you will,” I agreed, my brain struggling to keep up with my mouth. “I can’t wait for you to fuck me like a dirty whore.”

Oh my god, how had I not noticed how extremely horny I was for Seth? I’d gone from hating him to offering him my virginity in the space of seconds. It was a true love story.

When we were secreted in the woods, away from prying eyes, he spun me around and pulled me close to him again. Our lips met and his tongue slid into my mouth. His hot breath filled me and I melted in his arms. I could feel his hands sliding around my back, down to squeeze my ass and then back up. My hands...well...my hands were on me. It felt *soooo* good touching my breasts. I couldn’t keep my hands off them. I never knew how hard I liked to squeeze my tits until that day in the woods with Seth. I pinched my sensitive nipples, stroking all around my breasts and enjoying them immensely.

I gasped into Seth’s mouth, my body warming for the both of us. His hands were rough, squeezing me like he owned me as I snuggled closer to him. His hidden manhood pressed out from beneath his pants and I reached down to tease it, smiling against his lips as I stroked his shaft. I used to think that only girls with low self-esteem would sneak off and have sex with Seth, but feeling him so horny for me actually made me feel good about myself. He wanted me so much. It was a really powerful feeling.

He scrambled for my top and I raised my arms to let him yank it off me. Then we both fiddled with the clasp on my bra. I guess I was so into him I couldn’t concentrate on unclasping my bra because it took me a while but I sighed with relief when I finally got it. I let the bra slip down to the forest floor and my breasts bounced free. Seth and I both gazed at them.

“Fuck, these are some nice tits,” I laughed, speaking like him as I reached up to stroke one. I really hoped Seth agreed with me. Oh my gawd, what if he didn’t like my tits?

They were firm but yielded gently to my touch. The way they hung from chest was so hypnotic. I don’t know why I was so obsessed with my own tits all of a sudden but I couldn’t take my eyes off them. They filled my hands, the skin smooth and warm and wonderful.

“Yeah, they are,” he agreed. His agreement filled me with relief. “Better than Mrs. Wright’s?” He asked.

“Much better,” I said, cupping each breast and squeezing it. Of course Mrs. Wright would have a thing for Seth; he was so perfect! I was determined to make him forget her. “Oh, god, feel that.”

I grabbed his hand and put it on one of my breasts. It was like a dam broke inside him and suddenly he was on my chest, kissing and sucking one of my pink nipples until it spiked out in his mouth while he kneaded my other tit. He kissed his way back and forth across my chest while I watched, enjoying his eagerness for my body, the way he worshipped me.

As Seth caressed my tits I slid my hands down beneath my jeans and squeezed my ass. Seth groped me while I groped myself. My body lit up at the attention. God, it was so incredible feeling myself up while my lover feasted on my body and my own hands played across my skin. I must have enjoyed it because I moaned and sighed and grew ever wetter.

“Oh, god, fuck me, Seth,” I demanded, the desire overwhelming me as, once again, my mouth moved faster than my brain. Only after I said it did I realize it was what I wanted.

I lay down on the ground and he helped me shimmy out of my pants and my panties before he tossed off his own. He stood over me, gazing down with a gorgeous shark-like grin. His erection stood tall and proud above me as I spread my legs and held out my arms, welcoming him to me. I mentally castigated myself for not doing this sooner as I clearly wanted him more than anything.

He knelt between my legs and guided his cock against my pussy. The warm cockhead met my entrance and he slid it up and down my slit, lubricating himself on my juices. I shivered as my lips parted gently for his warmth. My hands came up to my tits again, squeezing and groping.

“You want this?” He teased, hand on his dick, slowly teasing up and down my slit.

“Fuck, yes,” I moaned, biting my lip.

“Beg me for it.”

“Please. Please, Seth,” I whined. “I need your cock inside me so badly.”

I was restless, legs quivering, body so empty and *needing* to be filled. By Seth. He was all I wanted.

His scraggly mustache twisted up in a grin and then he rolled his hips and slid inside me. I gasped as he took my virginity, his cock quickly gliding up through my canal. He was so incredibly warm, his heat blending with mine.

“Oh, Seth!” I gasped as our groins met and I held him fully inside me.

I felt stretched around him. A pleasure bordering on pain. My pussy clutched him tight as he sheathed himself inside me.

“Goddamn, you’ve got a tight pussy,” he whispered in my ear, the compliment making my ears burn.

“Fuck, yeah,” I agreed. It *was* tight. And I was glad he could feel that. “And it’s all for you.”

He withdrew slightly, replacing the tension with an ache of longing. And then he thrust in again, jolting my body, sending my tits bouncing. He moaned hot breath into my ear as he clutched me. My body was on fire with desire as he started pumping into me, filling me with his length again and again.

“Oh, god, Seth,” I cried breathlessly, “Your dick feels so good in my tight cunt.”

He built into a steady rhythm, our moans growing together. The weight of his body on mine felt so wonderful and he ground my ass into the dirt as he continued thrusting into me. The slap of his balls on my groin grew loud in the forest. He grunted into my ear, calling me all sorts of degrading names that I never knew I loved.

“You’re my little slut aren’t you? My little fuck bucket.”

“Yes, Seth. Yes, I’m your whore. My pussy is yours. All I want is your dick.”

I’d never given myself to anyone so completely. I’d never known I wanted to before but a second after the words left my lips I knew they were true. They must have been or I wouldn’t have said them. I wouldn’t have begged for all this if it wasn’t truly my desire.

I was so wet. The slippery sound of my sex hit my ears at each thrust. He fucked me harder, cock thrusting deep into my cunt as I wrapped my legs around him and urged him deeper, harder, faster, until with a long groan he came. My hips thrust up against him, driving him as far into me as I could while he throbbed. Each burst of hot seed inside me brought sparks to my eyes. I cried out, my voice high pitched and needy as I shook, orgasming around his delightful cock.

Seth filled me and filled me, pumping inside me for a blessed eternity as my body shook with need and desire. He soon slowed and then stopped, gasping for breath as he lay on top of me and grew softer inside me. After a minute he pulled off, leaving me aching empty even as his cum dripped out of me. I lay on the ground while he stood and dressed himself, then pulled out his camera.

“Just a few photos for later,” he grinned.

I posed for him as he snapped my picture, splayed out on the ground, naked and still dripping. I touched myself, stroking my tits, slipping my fingers into my warm, wet pussy and then sucking on my finger so I could taste our mingled juices, playing out everything I thought he might desire as he took picture after picture. I never thought it would thrill me but it obviously did. I just hoped those pictures would stay private in Seth’s phone.

“Show those photos to all your friends,” I said. “See if they like my body as much as you do.”

I just hoped those pictures would get good reviews. Why the heck did I ever want them to stay private when I could have Seth’s friends ogling me, jealous for something they couldn’t have?

“Now to get you of there,” he said.

He fiddled with his phone, pushed a button and then closed his eyes. He inhaled sharply, as if remembering something beautiful. Then he opened his eyes and helped me to my feet.

I brushed myself off and got dressed. We returned to campus, giggling like lovers.

Seth

The teachers of my afternoon classes were probably completely flummoxed at how well I behaved for the rest of the day. Truthfully, I was in a daze, trying to wrap my head around all the power that I had in this little app. Both Avery and Mrs. Wright acted sort of like me even after I got out of them. Even better, they were both still attracted to me. Studious, prissy little Avery was *desperate* for my dick, as she'd made clear in the hallway that afternoon when I stopped by her locker to see if my control still held.

With her books held to her chest she pressed her lithe body against me and put her lips close to my ears. The tantalizing sweet scent of her perfume filled my nose. "My pussy is so wet for you," she whispered, her hot breath tickling my ear. "Do you think you can find time for your little slut tonight?"

"I think so," I replied, awed by her total change in attitude.

It was she who stood on tiptoe and kissed me, slipping her tongue against mine and sighing softly. I was already growing hard again just remembering how her body felt from the inside. It was much better being a guy and ramming my cock into her wet cunt, but being on the receiving end was pretty good.

"Avery?" A timid voice spoke up from behind her.

She pulled away from me and spun around. Fucking Greg was standing there looking like a wide-eyed asshole, as usual. There was something about his face that was so punchable.

"What's up, Greg?" She asked amicably.

"You and Seth...? But..."

She shrugged. "He's hunky, isn't he? But that doesn't mean *we* can't still be friends."

A thought hit me and I pulled out my phone. I pointed it at Avery and loaded her up. As soon as I pushed "enter" the world shifted a few inches to my right. I was tiny again, clinging to my larger body. And my pussy was, indeed, still wet. Avery wasn't kidding.

"Actually," I said in Avery's voice. "Scratch that. I don't want any of your dork to rub off on me."

I flipped him off and walked away with my original self. My former body pulled out his phone and popped me out of Avery.

As I sat in the back of my last class of the day, I was getting flirty texts from Avery. I'd made her fall for me. Hard. It was delicious seeing her aching for me. Almost as good as watching Greg's face fall when I made Avery flip him off.

When the bell rang I gathered my backpack and filed out the door with the others. My locker was right past Mrs. Wright's room and she called out to me from the open door.

"Seth!"

I stepped just inside the classroom. “Yeah?”

She came up to me, that beautiful swagger in her hips and those amazing boobies right in my face. “Do you think you can stay after school? I’ve got some...” She dragged her finger down to her cleavage and my gaze followed. “*Things* for you to take a look at.”

“I would love to,” I grinned.

But before I could do anything someone else called my name from the hallway.

“Seth!” Avery jumped in and wrapped her arms around me.

Mrs. Wright took a step back and her gaze cooled. “Oh. You have a girlfriend.” Then she mumbled: “Lucky girl.”

“Hey,” I suggested, willing to see how far I could push it. “Maybe she could join us.”

Mrs. Wright folded her arms. “Hmmm. I wouldn’t be comfortable with that.”

“What are you talking about, Seth? Join what?” Avery asked.

Instead of answering I pulled out my phone and aimed it at Mrs. Wright, loading myself into her. The world flipped and I was now looking back at my old body with Avery clinging to it. Mrs. Wright’s tits hung just below my vision, so heavy on my chest I could never forget they were there.

“Mmm,” I licked my lips and gazed at Avery. “I *have* always wanted to try eating your pussy.”

I leaned close to kiss Avery but she backed away. “What the heck? Eww.”

My former body aimed the phone at Avery and pushed the button. My perspective switched again. Now I was looking out from behind Avery’s eyes. Mrs. Wright hovered in front of me as I clung to my former self.

“Actually, I’ve always wanted to taste *your* pussy,” I whispered in Avery’s voice.

I slid my arms around Mrs. Wright’s waste and kissed her. She tasted sweet, like chocolate. Her lips were warm and soft and as our bodies met her breasts pressed against my own. A beautiful spark flared to life between my legs.

And then I was back in my original body, my thumb planted on the “exit” button on my phone as I watched my sexy teacher kiss my cute crush. Fuck, that was hot. My memories of being in the two of them were linear and without overlapping. I’d apparently been switched from Mrs. Wright’s body into Avery’s body rather than being duplicated into two bodies. Guess the app could only work on one body at a time. It didn’t matter. I achieved my aim.

“Let’s go back to your place so I can fuck both your brains out,” I suggested to Mrs. Wright.

The two women laughed like it was the wittiest thing they’d ever heard. Then they each slipped an arm through mine and we walked out past Greg who, at some point, had appeared in the doorway. I was so excited about the pending threesome I couldn’t even bother to tease him.

The other students that were still milling around after school paused and stared at us as we went down the hall. I grinned back, surrounded by two women who couldn’t keep their hands off me and who kept gazing at me lovingly.

Mrs. Wright drove us back to her house. It was a modest two story out in the suburbs.

“My husband’s away until tomorrow so there’s no need to sneak around,” she explained, as we parked in the garage.

Mrs. Wright's place was what you'd expect from a teacher's house. Small. Clean. Simply furnished.

"Something to drink?" Mrs. Wright offered.

"You got a beer?" I asked.

She shook her head. "You're a little too young for that."

I pulled out my phone and changed her mind.

"But I think I can bend the rules this time," I said in Mrs. Wright's voice before turning her sexy body to the fridge and grabbing two bottles to crack open.

Then I was back in my own body again being handed one of the bottles. I took a swig and sat back on the couch. I flipped into Avery's body and grabbed Mrs. Wright's face, pulling her in for a kiss. Then I was in Mrs. Wright's body, kissing back just as eagerly. Then I flipped back into my body and watched the older teacher make out with the young student.

They kissed like lovers, slowly and passionately as they ran their hands across each other. Mrs. Wright's hand slid down Avery's ass and gripped it tight, pulling her closer. She set her beer on the coffee table and then stroked Avery's cheeks. Avery moaned, starting to undulate her body against the older teacher. I was getting so hard watching these two hotties make out.

Mrs. Wright grabbed the hem of Avery's shirt and slowly peeled it off her. Their lips broke away from each other long enough for Avery to raise her arms and Mrs. Wright to slip the shirt off her. Then they were kissing again while Mrs. Wright's hands wandered around Avery's back to unclasp her bra. Avery let it slide to the floor then returned the favor, peeling off Mrs. Wright's tight top and then her bra.

Their glorious tits pressed together as they wrapped their arms around each other once again, stroking softly as they sighed into each other's silky mouths. The two women moved faster and I sensed the urgency in their bodies. Their gasps grew airy, more insistent. And then, as if on cue, they each helped the other disrobe.

Avery seemed a little shy at first as she got naked in front of her teacher. But Mrs. Wright coaxed her to the floor and then knelt between her legs. My teacher's tits dangled down enticingly beneath her chest. As she kissed her way around Avery's delicate slit, Avery gasped, her legs nervously twitching up to clasp Mrs. Wright's head. Mrs. Wright just smiled and gently pushed Avery's thighs back apart to reveal her glorious wet pussy surrounded by the thatch of red pubic hair.

God, it was so hot watching my teacher lick Avery's pussy. Her eyes were closed in delight as her tongue drew tiny patterns up and down Avery's entrance. Avery soon got into it, calming down enough to enjoy her teacher's tongue. She cooed softly and closed her eyes, hands coming up to her breasts to play with herself.

Fuck it. I *had* to join in now. I stripped off my clothes and knelt behind Mrs. Wright's wiggling ass. She turned to me, her lips and chin glazed with Avery's juices, and gave me a knowing smile. Then she returned her mouth to her student's pussy. Her wide butt wiggled in front of me. I was rock hard now and I grabbed her beautiful ass and spread her apart. The lips of her pussy were pink and glistening. I dipped the head of my cock against her opening and then slid in to the hilt, too eager for teasing, just needing to be inside her.

She was hot and wet and everything I needed. Her pussy clutched my girth as I slid into her, all the while staring down at her beautiful rotund butt. I gave her ass a light smack and watched it wobble. Then I gripped her hips and thrust into her, hard and fast. I just needed to fuck this smarmy old bitch who'd given me such a hard time but was now my personal whore. The sound of my groin

slamming into her ass quickly filled the room, along with the sloppy sounds of her licking Avery's delicious cunt.

"Is that good?" I grunted, thrusting in and out of her. "Better than your husband?"

She gave Avery a long, luxurious lick that left her wriggling and brought a light cry to her lips.

"Not better. Just different," She said, returning her tongue to Avery's slit.

Not good enough. I reluctantly pulled out of her, my cock slick with her juices. I grabbed my phone, aimed it at Mrs. Wright and clicked the button.

The delicious musky scent of Avery's cunt hit me, accompanied by the heavy sway of my tits hanging from my chest, and the cool air of the room caressing my wet pussy. My tongue was pulsing against Avery's clit, moving to the rhythm of her body as her hips thrust up to meet me and she moaned. I raised my head and turned to face my old body, who was now kneeling beside me.

"You're *sooo* much better than my husband," I moaned in her silky voice. "You're the only dick I want."

"That's what I like to hear," I grinned.

My former body waddled on its knees up to Avery's head and grabbed her silky red hair. She opened her eyes and blinked slowly up at it. Original me guided her towards his shaft and she hesitated, looking at the cock, still covered with her teacher's juices. She pulled back slightly, unsure.

With another push of the button my perspective switched from staring at Avery's beautiful pussy to staring at my own dick. I opened my lips and swallowed the head of the cock, moaning as the taste of me combined with the musk of Mrs. Wright's pussy flooded my mouth.

Then I was back in my own body being felled by my crush as her teacher continued licking her pussy. Avery's tongue was magical on my cock, her mouth was wonderful, sucking and licking and swirling her head, doing her best to pleasure me.

We moved around, swapping positions as I fucked each of them in turn and then had the other lick my cock clean. They were docile and willing and wet. They moaned as I slipped into them, crying out desperately for more when I moved on. With a few more uses of the app I soon had Avery just as willing to lick Mrs. Wright's pussy as Mrs. Wright had been to lick hers. We traded positions again and again: Both of them on their backs beneath me as I slid into one then the other. Avery straddling Mrs. Wright's head while I pumped into Mrs. Wright's tight hole. Avery straddling my face while Mrs. Wright rode my cock and the two kissed.

They enjoyed so many orgasms it made me jealous. I had to switch into their bodies to enjoy them. God, it was delightful feeling Avery's young cunt quivering around my powerful cock. Then feeling Mrs. Wright's bouncy chest from inside her body as I rode Avery's face, making her lips and cheeks and tongue slick with my juices, cumming around that pretty little face.

At last I couldn't hold it anymore. With Avery on all fours and arching her back while she ate out Mrs. Wright, I slammed inside her tight pussy, faster and faster, driving as deep as I could until I groaned and came. I pumped into her, felt her thrusting back, heard her moan as she took all my cum while Mrs. Wright quivered around her beautiful face.

When I finished they took turns licking me clean and we all lay in a naked pile on the floor. I was in the middle, my arms around the both of them as they snuggled against me, warm hands wandering up and down my body and over each other. I stared up at the ceiling and considered my future. What would I do with all this power?

To be continued...

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 or visit my website for more info and pricing, plus weekly body swapping and transformation captions at <https://www.bodyswapfiction.com>

Thanks!

M

Also by M. Wills

Visit www.bodyswapfiction.com for weekly captions and the latest stories or to hire me to write a story for you.

If you enjoyed this book, you may also enjoy my other erotic stories, available through my [author page on Smashwords](#):



Payback (Chapter 3)

A continuing serial about an arrogant womanizer who is magically transformed into a woman and the only way back to his old life is to have sex with 100 men and blow 100 more in one year.



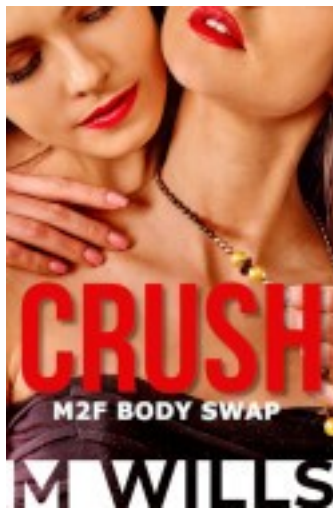
Standout

In this standalone sequel to Stand-In, Adam brings a friend in on the secret of the bodysuit, and they have some fun as they live the wild lives of the two sexiest women on campus for a semester.



[Payback \(Chapter 2\)](#)

Peyton starts to come to terms with his transformation into a sexy woman, and has his first encounter with a man in order to try to break his curse.



[Crush](#)

A poorly worded wish sees two college guys switched into their female crushes and having to live their lives.

[And many more!](#)