

Ravage

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Contains: *Growth, Breast Expansion, Penis Growth, Macro transformations, Transformation, Eroticism, Violence, Sensuality and Vore.*

Rated: *R-Restricted*

Chapter One: Accidental Accident

Jennifer Cole was a weakling in her own mind.

I've always been a weakling, she considered as she walked home from work, crying softly to herself because of her weakness.

As a child in the orphanage, she was made fun of, as a teenager in a school run by nuns she was shunned and punished by the teachers in their white havocs, and abused mentally that she was an abomination of God and a bastard. As a young adult she was often times the target of even physical abuse from stones being thrown at her, food and drinks tossed on her from complete strangers, and through it all, she'd just sit there and take it.

Now as an adult, she was the office stooge.

She knew not how she got herself into such situations all the time. She'd moved four times in the past year, always finding herself in some abusive situation, and this time it was from work.

She'd only stayed with it this long because she didn't have the funds to run away again. She was tired of running away.

She'd wanted to be an artist, a graphic designer, she'd studied at school to be as such, and yet, the only type of work she could find for herself was secretarial, and this time, in this small city out in the middle of nowhere, she found herself in a doozey.

Her boss was a male chauvinist pig in such a big way. He considered all women to be weaker and less than him, simply because they didn't have a penis and a set of balls hanging between their legs. He considered them to be cheap labor, being that a man doing the same work as her in that office place was making half again what she was making, and she was doing twice as much as he was.

Anything with tits was a point of ridicule in that office. She'd heard so many blond jokes on a daily basis - which was even more of an insult being that she *was* blond - and she got slapped and pinched on the butt so much that she went home every day with a sore behind.

Today... was particularly trying.

Not only did she have her usual overloaded work load, but she also got gum in her hair from the office prankster, who was perhaps as much of a pig as the boss was, glue in her purse and water on the seat of her chair; all, she supposed, from the same prankster.

She spent fifteen minutes in the bathroom just crying.

And none of the other women cared. They even laughed that she was such a target and joined in on the fun.

Such was the whole of her life.

She'd cut the gum from her hair, and had retrieved the necessary things from her purse before throwing the biggest wad of useless crap in there away, and she had to sit on a folder all day, because her boss wouldn't let her go get a new chair.

"I don't pay you to spill all over your chair all the time, Jennifer. Just put in another maxipad and go back to work!" He'd said.

As Jennifer walked home that day, wiping her eyes, she wished that she were stronger. She wished that she had the power to stand up for herself.

She decided to walk through the great park in the center of the city to calm herself. She always felt calm here, and she took some time to sit down on a park bench to calm herself. She was beginning to wonder about her existence... as to whether or not she should continue in it.

"You seem upset, my lady." A voice said, and she turned quickly to see a man sitting next to her.

She blinked, amazed that someone had snuck up to her and sat down next to her without her knowing.

He was... rather handsome, wearing stylish garb that looked as if he were straight out of a Japanese rave party. Black pants, white silk shirt that was opened to show off a portion of his hairless chest, a long, thigh-long overcoat that hung on him loosely, with the double-breasted sides crossing over one another at odd angles.

His dark green eyes regarded her from over a pair of stylish glasses, and around his neck was a loosely hanging leather collar with a golden medallion hanging from it.

White hair was pushed backward against his head, hanging loosely over his back, and he sat with legs crossed, and one arm resting on the back of the bench behind her, but other than that arm, he kept his distance from her.

"I... I... who are you?" she asked instead, trying to change the subject.

"My friends call me Drake. Forgive me, but I saw that you were greatly distraught, miss. I was wondering if I might be able to help..."

"There's nothing you can do." She said immediately, and then bowed her head, wringing her hands into her skirts, the garment that was the symbol of womanhood everywhere. "Nothing for a weakling like me."

"I don't know." He responded, rubbing his mouth and chin with his free hand. "I look at you, and I see a woman with an insurmountable innate inner strength. What if I told you that I could make you strong? Strong enough to do anything you want? Strong and powerful beyond your wildest dreams."

Jen looked at him, a half smile on her face.

"If you could, I'd take you up on your offer, but if you need money for your help sir, I don't believe I can afford some self-help doctor, a therapist or some killer martial artist. I just..."

And she stopped, noticing the man smiling at her.

"What I offer you requires no payment other than a brief amount of patience, and just a little faith and courage. If you are willing to sacrifice these things, then I can give you all the power you'll ever want or need." He stood, and held out his hand to her. "If you are willing... take my hand, and let me guide you."

Jennifer followed the strange man known as Drake to only a short ways away... to the stand of trees nearby her park bench. The stand of trees was the centermost portion of the park, and they all decorated a sloping mound that peaked high above the park. There were paths up there, but Drake took her into the forest, to a small side of the hill where a collection of heavy shrubs were.

It may have been a trick of the failing light, or her fatigue and sadness getting at her, but she swore that as they neared those shrubs that they ever so slowly parted. And when they were close to the shrubs, slightly off to one side of them, half hidden by all the bushes, she found herself facing a square doorway with no door.

On either side of the door and at the header were stone blocks, and she fingered them, feeling hand-carved grooves, and as she did, Drake pulled away some of the shrubs to reveal Gaelic scroll work.

"What is this place?"

"An old home." Drake answered her. "And this is where your old life ends, and your new life begins."

He then handed her a flashlight that he pulled out of as if from nothingness.

"W-what am I supposed to do?" Jen asked.

"Simply walk down this corridor. At the end is a chamber. You will know what to do when you get there."

Jen turned on the flashlight and shined it down the hall, noting that it was steadily going downhill.

"But... what do I..." she began, turning toward Drake, and finding that he was now gone. "...Do?"

She looked around her, backing up a bit to see where he had gone, but she couldn't seem him anywhere. The trees weren't thick enough to hide a man, and he *couldn't've* moved that fast so quietly?

She then looked back at the hole.

"Curiouser and curiouser." She said aloud, and steeling herself, and shouldering her purse, she took a step forward, and then her other foot followed, and then she was walking.

Jen had continued to travel down the long corridor for what felt like ever. She ran into some tangling roots that were hanging from the ceiling, and she was forced to crawl over, under and through them all, but all in all not too horrible. She did get a few cuts on her face and hands while she climbed over them, and she'd lost her purse somewhere, but since there wasn't anything important in there anymore, it wasn't too much of an issue so she just left it.

Her blouse and her skirts got a few gnarls in them and her hair was a bit messed up, but all in all, all was ok.

And then she saw the light up ahead, and for a moment, her rational mind prompted her to turn around. But her heart was pulling her forward, as assuredly as if there were a rope tied around it and hooked up to a winch that was reeling her in.

Jen took a step forward, and continued cautiously forward, edging closer to the light, and finally hugged one of the walls to edge her way into the end of her journey.

She found herself in a chamber, and to her left and right were two more passages leading down, and before her was another passage leading up. The chamber was like small replica of Stonehenge, with great towering pillars supporting a huge ring of stone, which then supported the chamber. All of the stones were hand carved, having more of that ornate Gaelic scroll work carved into all the support stones.

The stone walls were hand scrubbed, the scrollwork was painted an emerald green, and the floor was made up of intricately placed rounded cobblestones, and there were more painted scrollwork there.

In the center of the chamber was a short pillar, and on the pillar was an ornate stone bowl, in the bowl was fresh crystal water, and floating in it was a red stone.

Jen approached this pillar and the bowl with its contents, drawn to it as she looked down at the waters, looking at her reflection in the water as the red jewel floated about in it. She became hypnotized by her own image, especially her eyes, and reaching down, she placed her hands to either side of the bowl, and lifted it, staring at the reflection of her eyes as if something looking back at her through the waters was urging her to do what she was doing.

She lifted the bowl to her lips and closed her eyes, tipping the waters back as she began to drink, not letting a drop go to waste, guzzling the water, till at long last the red stone in the water fell into her mouth and automatically slid down her throat.

It was at that moment that she blacked out.

Chapter Two: Rebirth

Jennifer woke up with a start, her eyes opening wide as her body trembled, sweat drenching her from head to toe. Her chest heaved as she gasped for air, rising up in bed as remnants of images, of her body expanding like it was about to explode, the sexual might raging between her thighs and in her chest, the change, the physical power, sex, more sex, growth and power surging through her slowly fading away.

She ran a hand through her hair, already sticky with sweat and grime. It was then that she realized that she was lying naked on top of the covers of her bed.

"A dream." She said to herself. "It was only a dream."

She noted that she sounded sad as she said that. She wanted those images to be true.

She rose to a kneeling position, her body still slick with sweat. She could still remember the feeling of power in her body from her dream, despite that she couldn't remember how she lost her clothes. Perhaps she came home so distraught she didn't know what she was doing till she was completely undressed and just flopped down onto the bed and went to sleep.

But then she looked down at her bodice, still feeling aroused, she saw her nipples erect, felt her vaginal mound tense as she looked upon her slender bodice, at her small pert breasts and bony body. She slid her hands over her chest and belly, and sighed, half smiling.

It was good while it lasted, she thought, and then turned, slid out of bed before standing up.

And yet, despite that she wasn't like she was in her dream, she felt... something new and different inside her.

She stepped forward to her bathroom to clean and shower, washing her hair and body, and then exiting and drying herself off before wrapping her body up within the towel, she shaved her legs and arm pits, brushed her teeth and applied her deodorant and other daily things, before removing her towel and looking down at her body at her frail feminine form.

Small pert tits, a body so thin one could see her ribs, a rounded belly and coltish legs with slender arms with small hands and feet.

She was as far from being from strong and powerful, even beyond her wildest dreams like Drake had promised her, as she was now. But nonetheless, she felt proud of her own body. Proud. That was perhaps the first time she ever took pride in the fact that she was a woman.

She caressed her tits, smiling that she did indeed have power... she just never realized it before.

She sighed then, and began to dress.

A pair of simple white cotton panties, her bra and undershirt, a pair of thigh stockings, a white blouse and brown double-breasted vest, and then she paused as she held up the next garment. It was a soft yellow pleated skirt, and though she knew it was a symbol of her ridicule, the symbol of womanhood, but she felt good enough today where she didn't care, and so she stepped into it, zipped, buttoned and belted it up, and then leaving the bathroom, picked up some spare cash and then left her apartment.

Her life was mundane, but for the first time in a really long time... she felt rather happy.

She even had a smile on her face.

The smile on her face was gone within an hour of arriving at work.

Everyone was being particularly nasty to her. When she arrived, she already found a dozen projects on her desk, and a half dozen more were slapped onto her by everyone who wanted to just lay about today. At first, she felt the sadness and depression returning, but somewhere, deep inside her chest, something was seething.

Anger.

She sat herself down and began her work for a short while, and then her boss was walking by, and she stood up and hurried up to him and asked if some of the projects might be able to be shifted to other people.

"I'm tired of all you women always making excuses to skive off work." He said, turning on her then. He was a small man, but that didn't keep him from pushing himself on all women.

Whenever one pointed out that many women were taller than he was, his response was usually something akin to "Well it's all a lie! They're all wearing high heels after all. I'd be tall too if I was constantly walking on my toes like a fairy."

Jennifer never wore high heels.

But then her boss was continuing. "I'm tired of you and all the other women pawning off menstrual cramps, or headaches, or some other stupid thing like vertigo to rob my pocket. Those projects are yours, Jennifer, and you will finish them all before you leave along with all your normal work load, or you are fired!"

Jennifer was stricken with fear for her future, and she turned around, tail tucked between her legs, and began working. She began working through her break, and then as she wasn't making any headway, she began to work through her lunch as well. As people were beginning to leave for the day, she'd only gotten half way, and as the lights were being shut off, there were still four projects left to be done.

She was beginning to panic, she was feeling desperation rising up on her. It was nearing midnight, she had no idea how she was going to pull this off without pulling an all-nighter.

And then she heard the sounds of something hitting her boss's wall, and looking up, she saw a naked woman's body press against the window of her boss's office. She knew that bitch, she grit her teeth at the office whore. No wonder she got a better position than Jennifer. It made her angry. Jennifer looked down at her work, her fingers sliding along the papers there, her fingernails lengthening slightly as she cut holes into the papers of her project, and looking down paused, her teeth grinding as her heart pounded in her chest.

She looked about her, half panic and half hatred of her life burning, seething inside her as she then leveled her eyes on the papers of her project, and in one motion she crumbled all the papers in her hands and then tore them apart.

She began to tear apart all the papers. Screw him! Screw him and the bitch he's riding!

Jennifer proceeded to tear through all her projects, even the ones she completed, upturning her waste paper basket, tipping her monitor over onto the floor and it snapped and sizzled before she threw everything onto the floor.

She stood there, huffing, fuming, feeling the burning rising up in her chest as if something hot and heavy were searing through her skin, felt a pinpoint just over her heart burning her, searing her flesh open from the inside, but the pain is absolutely nothing in comparison to the anger. She fed off the anger, she felt the throbbing in her throat, and then just like that...

Jennifer Cole died.

Jen opened her eyes, feeling a click in her mind, as all her repressed emotions of being picked on all her life, suddenly flooded her. A sort of... madness overcame her, and she liked it.

She balled her fists at her sides, feeling emotion, pent up emotion flowing into her from all directions, inside and out. She fed off it, feeling twenty seven years of pent up emotions, and looking down at her body as this emotion flooded into her, she began to experience another emotion.

Arousal.

Her nipples began to swell and swell, much further than they ever have or should've been able to do, the areola swelling as her breasts pushed forward, her nipples forming hardened lumps against her chest, and she pressed her thighs together as her labia just engorged and her clitoris erected.

Within moments, a subtle trickle of cum slid from within her into her panties.

Jen looked about her, taking satisfaction at the destruction of her cubicle, and she unhinged a couple of the hangings to destroy it a little more before she stepped away.

She was sweating, and her bra and undershirt were beginning to stick to her bodice.

Her pussy vibrated as her heart began to pulsate in her chest, and with sweat sliding out onto her skin everywhere, it was beginning to trickle into her face. Stepping forward, she veered for the women's bathroom, pushed the door open into the blinding bathroom lights, she stepped up to the sink, turned on some water and splashed her self in the face.

When she looked at her face, she paused, admiring her features as she wiped some of the sweat and water away, leaning forward, smiling, and then noting that her eyes seemed to have changed color. They were blue... now they were hazel; almost a yellow-gold in color. And her pupils... well, they just didn't look as rounded as she thought they should be.

She stared at those eyes, smiling in wonder as she touched her face around her eyes with one hand, feeling her nipples hardening and her clitoris thickening till they both ached. She was, and felt... beautiful, and taking a paper towel she wiped her lips off, and found that their reddened color was more beautiful naturally than the lipstick gave.

She felt as if she were changing subtly... feeling her hips rounding, felt her body readjusting, as if her skeletal structure was realigning. She felt as if a decade of puberty that was fifteen years past due, was changing her within a matter of minutes. Her boobs looked bigger, and she felt... sensual.

She reached up and rubbed her tit, feeling its warmth as she blushed, the blood in her body throbbing in her veins, arousing her more, throbbing about her breasts like massaging hands, pulsating straight into the ends of her clitoris and nipples, erecting them fractions of a millimeter per heart beat, and she pressed a hand into her skirts, rubbing the mound of womanflesh that was even now still swelling between her legs.

She felt the rounded chords of her labia swell so much that they were pressing against her inner thighs, folding her panties around it.

At that moment... the only thing she knew that she wanted now... was to lose her virginity. She'd give anything to lose it right now, screw nearly anyone - there were still exceptions, like her boss - in order to lose it.

How serendipitous, then, would it be for an individual to present himself to her at that very moment.

The door to the women's bathroom opened, and the night janitor, a young man about twenty-one years old, a nice kid, as far as she remembered, and she smiled over her shoulder at him as she rose up on her toes, fingering the counter with her fingertips as her buttocks clenched and her thighs pressed together.

"Oh, I'm sorry... I didn't know anyone was here. I... um... forgot to knock."

She smiled at him as he eyed her chest, and then averted his eyes. She knew that young men were always horny at that age, and the closer they got to thirty, the more intense it got. Though he'd only just started his journey toward that sexual high for men, he was still a viable candidate.

"It's quite all right, I don't mind. I was just splashing some water on my face and taking a break." She said, and turned, leaning with her bottom on the counter, and lifting her hands to the back of her head, she undid her pony tail and the bun up there, placing the chopsticks on the counter. But this action displayed her rounding, developing tits, which were beginning to feel tight in her bra, but it also showed off the thick lumps of her nipples.

"How old are you?" she asked suddenly as he took to moping.

"Excuse me?" he paused.

"How old are you?" she repeated, making a sound in her throat with pleasure as she focused unblinkingly, hungrily upon him. Her nipples hardened more.

"T-twenty one, miss." He said, tipping his cap.

"What's your name?" she asked then, unbuttoning the two sides of her double-breasted vest.

"Jimmy, ma'am." He answered, looking nervous now. Something inside his brain was warning him of what was about to happen.

It was an instinctual thing in males to recognize when a female desires copulation... so as to assure reproduction. Though Jen wasn't ovulating at the moment, she was, nonetheless, very horny.

"Have you ever made love to a woman before?" she asked the question then, un-tucking one corner of her blouse.

"W-what?!" he exclaimed.

"Have you... ever... made love... to a *woman* before, Jimmy?"

"I... I've had sex if that's what you mean, I... I..." and his brain went numb as she slid a hand up her shirt and fondled her tit. It *was* larger.

"To a girl though. I'm asking if you've loved a *woman* Jimmy."

"N-no... No I haven't then."

And Jen smiled, lowering both hands to her sides onto the counter, she lifted herself up to sit on it, and leaning forward, she unbuttoned the top buttons of her blouse, smiling at him.

"Would you like to?"

Jimmy's brain went dumb, and Jen smiled at the bulge of his groin, and he looked around as if checking for cameras.

"You kidding me?"

"Nope. If you're willing to explore something new, Jimmy... you may have me. But think quickly... I'm not going to wait forever."

Jimmy placed his mop back in its bucket, looking around him again, he then stepped forward, and right into a rising cloud of Jen's pheromones.

"Whoa." He said, his erection raging between his legs, the aerial body chemicals exuding from Jen's sweat acting like an aphrodisiac. "W-what's going on?"

"Your body is working naturally," Jen said, strange new understandings on how to do things, even how to entice a male into sex, running its way into her mind. And why was it that she was calling men males, and women females now? "Give into it... go ahead... touch me wherever you'd like."

She spread her legs open and leaned back against the mirror, feeling her clitoris rising harder than ever before between her legs, and her insides were growing wet from her sexual fluids. She needed to be pierced before she exploded.

Jimmy looked around again, lifting his hands, and then he settled them on her pert breasts, testing their firmness, feeling them pulsating with her heart beat as she arched her back, and with one hand pushed up her shirt to reveal her navel.

Jimmy checked for cameras again, and then slid his hands about her bodice, feeling her rounded navel, down over her thighs, even as Jen began to pull her skirts up, revealing her panties and the visible camel toe pressing its way from between her thighs.

She felt remarkably excited as she spread her legs, the thick love mound of her sex pushing out the sides of the crotch of her panties, as a greater wet spot formed there from the trickling fluids inside her. Jimmy slid his hands down her thighs, thumbing the insides of her thighs on the way up, sliding his touch along her navel and her ribs and finally fondling her breasts again with only her bra covering them. As he caressed her, she began to bite on her lower lip, her canines elongating slightly as she bit into her lip, and quickly unbuckling her belt, unbuttoning and unzipping her skirt, she tucked her legs in close and slid both off her body onto the floor, revealing her cunt, moist and delicate, decorated by her light blond and downy pubic hairs.

She let her skirts and panties fall off to the floor beneath her before she crossed her arms in the next action and pulled her vest, blouse and undershirt up off over her head, showing only her bra protecting her now. With a simple movement with her hands behind her back, she unhooked her bra and pulled it off her.

"Hurry... give it to me!" she groaned, rolling her hips, spreading her legs wider, her pussy very wet now.

Jimmy had no choice but to obey her voice, which was hypnotic now as he unzipped his pants, pushed it and his underwear down to his ankles, and he handled his prick with one hand, maneuvering it so that his circumcised head pressed against her cunt, and with a rolling of his hips he slid himself home into her body.

Something new transformed in Jennifer as she became a woman, she felt herself orgasm immediately, lubricating his erection inside her as he grabbed her hips to pump into her, and she gasped and moaned, guiding his hands onto her breasts so that he'd massage her there. She felt her femininity growing in power, she felt an energy flow inside her as if a damn were breaking. The energy was being processed now as he humped her.

She got down off the counter, turned and pulled her butt cheeks apart, giggling, and Jimmy, seeing the opportunity that presented itself to him, began to hump her from the rear, pushing himself into her ripened cunt and throttling it with his manhood.

Jennifer's breasts pressed against the counter as she felt that young man's cock in her body, felt it pressing deeper and deeper inside her, while something in her chest continued to grow... continued to push against her rib cage as Jennifer's unused sexuality was finally pierced, finally excited.

She needed something, and she arched her back, groaning, knowing that this was the way to receive it.

Jimmy's hands cupped her breasts, fondling her tits from behind as his penis began to throb in her body.

She reached down between her legs, fondled her cunt, spreading the lips further open to allow more of him into her as she orgasmed again, spilling a rush of cum from her insides down along his cock to drip off his sack. And then her hand lowered as she found his groin and began to massage it, reaching between his legs with her fingernails and the tips of his fingers to massage the bulge beneath his sack and between his legs, and Jimmy arched backward himself, groaning himself as his penis erected deeper... and deeper.

And then Jimmy spasmed, and Jennifer gasped, feeling him climax.

Being so young, he wasn't used to making love with a woman... and so could not hold himself. And so with several tremendous pumps into her body, he offloaded his spray of goop into her body.

That was it! That was the thing she needed! There was a click inside her, and suddenly... she was a woman instead of a maiden.

Jimmy slid out of her, his prick deflating as he held onto it with one hand. Jennifer turned to him, fondling her cunt as his jizz inside her body began to transform her. It was an alchemical solution... and the more she thought about it, the more she realized that that dream... the dream that she had last night, indeed was not a farce. It indeed did happen!

The water already in her body that she'd drunk from the stone bowl was the base, the natural chemicals in her body were the reagents, and the catalysts were an awakened spirit, an aware mind, and an adult

body. Even now... she could feel tremendous power welling out from inside her. She was expectant, excited as she palmed her naked breasts and fondled them.

She then eyes Jimmy, and then moving forward, knelt down before him, and taking his penis from his hands, he managed to erect slightly again as she pulled his cock into her mouth and began to suck on it like it was a straw, sucking the remnants of his seed from his sack as his penis managed one more spasm to erupt the last little bit of his jizz down her throat, and she swallowed the last of it as she continued to suck on him till he was fully deflated.

She pulled away, licking her teeth and lips clean and rubbed her breasts against his shaft, and he gurgled deep in his throat to the sexual overload that he was feeling before she kissed his navel and rubbed his groin.

"Jimmy... I want you to listen to me very carefully." She said, and looked up at him, and he suddenly shuffled backward - his hands and underwear still wrapped about his ankles - at the look of her eyes. "Some bad things will happen. I want you to go home to your mother and stay safe there... all right?"

"But what about my job? This was cool and all, but I really need the money miss."

Jennifer bent down and reached into the pocket of her skirts and pulled out a small collection of twenties. She stood and fondled her cunt again, feeling it trembling, feeling the alchemical solution spreading inside her as she held the twenties in her free hand.

It was well more than he would've made during a night of being a janitor.

She handed him the twenties, and kneeling, cleaned off his penis with her mouth, tasting the last of their shared love juices before she stood, drawing his underwear and pants up around his waist before zipping him up, belting him and fondling his groin one last time. She then looked him intently in the eyes, and said one more time. "Go home."

Jimmy left his mop where it was, looked at the money once, and then quickly left.

Jennifer then turned, and looking at her image in the mirror, saw that her eyes had changed coloring into the inhuman color of sparkling gold.

She looked like an immortal goddess of love just then, and for a minute or so before dressing, she could actually watch and see her breasts expanding.

Chapter Three: Growth

Jennifer had washed off her pussy and taking her clothes, stepped into the nearest stall and locked the door behind her and began to dress. She felt the change inside her, and occasionally sighed as her heart began to pump inside her body. She was transforming, she could feel the change as her heart began to pump harder and harder.

She covered her sternum, feeling herself growing in power, just like Drake had promised her she would in her dream. She made a noise in her throat as her heart began to pound in her chest, and she felt the stone, the stone she ate last night, growing inside her... right over her heart.

Just then the door to the ladies room opened, and 'Kathryn,' the office whore, as it were, who got all the best jobs because she was sleeping with the boss, was banging him just a short while ago even, walked in.

Jennifer smiled as she listened to her high heels click-click against the bathroom tile.

"Ah! Damn Janitors! Always leaving their crap all over the place.

Jennifer turned and sat on one of the toilets, fondling her sternum and the growing power there as it infused her, and she watched through the crack in the stall door and the toilet wall at Kathryn as she opened up her dress, a two-fold thing that was secured by draw strings along the insides of the dress, and running some water on a paper towel, she began to clean her pussy of the boss's spooge.

And then Jennifer swallowed, feeling the power in her chest and loins rise to a climax, and all at once, heart mind and soul linked on to the other, and she began to change.

"Ohhh..." she breathed, her heart quickening, throbbing in her neck and pounding in her ears, and she rapidly became aroused yet again.

Her nipples stood on end, her clitoris erected between her swelling labia, pitching a tent with her panty fabric, and she began to strain as she felt a tingling in her body.

A lancelet of power slid into her loins, aching as it released a brief jet of hot sticky vaginal fluids, and she arched her back, groaning deep in her throat as the power began to flood through all her veins, pushing into her muscles, into her bones, and clenching her jaw, she felt her nipples and her clit draw outward till they all ached.

And then, they began to erect further than ever before. Centimeter by centimeter, they pushed outward, bulging while she felt the suffusing power, the sheer unmitigated power flowing into her, begin to feed her body, began to help her to change, and with a minute spasm all over her body, she began to grow.

She gasped while Kathryn slipped into a stall a few lanes down to clean herself out, and Jen rolled her hips, thrusting her chest outward as she felt her waist, arms, neck and legs lengthening, the rest of her body filling out minutely.

She quietly growled with vigor, her body lengthening, her blouse untucking from her skirts as her body rounded out, her hips widening, her skeletal structure realigning, becoming more feminine first, and then thickening to support her growing body. She curved over herself, fondling her belly, groaning again as she felt another quick jet of cum erupt from within her into her panties; the syrupy ejaculate forcing the fabric to stick about the long chords of her labia.

Jen's body lengthened, her form growing, rising from a subtle five-foot-six to six feet, then six-one, six-two, six-three; every heart beat brought forth an increase to her height.

She coiled over herself further, her legs spreading before she lurched backward, all still quietly enough where the office whore couldn't hear her motions.

Jen began to thrust her pelvis forward till she came again, the front of her panties growing wet with her moisture, her body perspiring and glistening with sweat, she closed her eyes tightly and grit her teeth as she grew taller still, and reaching the height of seven feet, she began to feel a new change begin, and her tits began to fill outward.

She began to gasp now, and as she rocked her hips, Kathryn slowly looked up in her direction, and tilting her head to the side, she pressed her ear to the wall, listening to the sounds of pleasure just a couple stalls away.

Not only was she the office whore, but she was also the office gossipmonger. And being the boss's doll, she was also always on the look for information to discredit her co-workers to make herself look better...

Jen continued to rock as her tits filled, And she groaned, looking down at her chest as she saw two rock hard mounds that were her nipples and areola forming atop her chest, and she made little whimpering noises as she felt those nipples throbbing. The mounds of her breasts pushed outward, filling with thickening glands.

The twin mounds pushed forward, stretching the straps of her bra as her tits filled in her undershirt and lifted her blouse and vest upward, And she clawed at her chest, trying to free it, but her slender yet lengthening arms were not yet strong enough to rip open the fabric.

The cups of her bra were pushed downward, and her erect nipples flipped upward from underneath the cups to slide teasingly against her silken undershirt, tantalizing her even further, and in short order, she was cumming again, dribbling into her panties as her swelling labia spread wider to swallow the front of her panties in a vaginal wedgie.

She continued to watch her breasts swell and bulge as she felt her pussy, felt it bulging beneath her fingers as she caressed it, felt her cunt ripening, felt the bulge broadening to the size of the cock and balls of a man her same size.

Inside her, her clitoris throbbed and pulsed, pushing forward as the crotch of her panties rounded downward, and her bulging breasts began to compress against one another, began to swell forward, cutting off her air supply briefly, till finally, when she couldn't get a single breath of air edgewise, the front of her bra snapped, popping both of her tits outward, and they swelled like airbags being inflated.

Twin great mounds filled her undershirt completely, the undershirt becoming her new bra as she continued to grow; the cups of her bra sliding beneath her under arms.

Her tits filled out more, and she felt the power, the deft feminine power throb between her thighs, felt herself engorge in it, and the more she absorbed, the more powerful she got.

Kathryn continued to listen as she sat on her toilet, hearing the gasps and sighs now, and smiling impishly, she reveled in the opportunity to get someone in trouble.

The walls were shuddering at Jen's clawing hands, and she orgasmed powerfully then, powerful enough to tear a cry of pleasure from her throat.

"Ahhhhh!!" she screamed, her voice sounding lower than before, her body throbbing with pleasure and growing power.

Her expanding breasts began to press against one another, her undershirt compressing them together, her nipples engorging larger, the areola spreading, and she arched her back feeling those mounds expand, and she massaged them, caressed her nipples through the fabric, and in so arching her body, the three buttons of her blouse popped off one after the next.

Kathryn heard the buttons scattering on the bathroom tile floor, and in curiosity, pressed her ear against the wall harder, just in time to hear five more buttons from Jennifer's vest popping open.

Her breasts were massive now, her breasts heaved and undulated, and she felt sweat slide down between the pair.

Something monstrous was growing inside her, something that was a goddess of sexual power, and coiling over herself, her breasts pressing against her knees and thighs, feeling her breasts' weight growing heavier and heavier, increasing with water weight as well, she looked down at her arms, even as her hair began to grow longer and fuller about her face.

Her arms were thickening, and she chuckled, feeling the laces of her shoes on her feet snap open over the tops of her feet, she saw the cuffs of her sleeves pull up tight against her elbows, just before one and then the other popped their buttons.

Strength... She was growing in strength now!

She laughed, and lifted one of her arms, watching it thicken, and she spread her fingers, turning her arm as she watched the flesh of her forearms creasing, while her triceps and biceps bulged and thickened. A webbing of her veins began to push outward, thickening here and there and throb enticingly as if it were caressing her body.

And then she felt more power, more strength, and it began to flood in on her, her body continually growing, her breasts continually thickening, and now... Her body was thickening!

"Bigger." she groaned, flexing her arms, feeling them growing. "Bigger!" she said, spreading her thighs open. "Ngh... **Bigger!!**"

Her thigh socks slid down her calves to her knees, her skirts sliding over her knees up her calves, and at eight feet, Jennifer gasped, and got her desire.

She snarled deep in her throat, and hit the wall of her stall, her fist creating a dent in the metal walls, and she laughed, looking down at her arm, she watched it expanding, felt her arms thickening larger and larger, felt her thighs bulging, her calves and forearms spreading, and most of all... Her bodice bulging.

Her shirt tightened about her, her breasts filling larger and larger, her chest muscles thickening while her ribs barreled over her belly; her belly sinking beneath all her ribs as they flared wider.

The back of her bra strained with the shoulders still caught about her arms, and lifting her arms above her head as she rolled backward, the toilet groaning as she pushed back against it, the seams of her underarms began to pop, and reaching up, she slid her fingers against the ceiling.

She looked up, amazed at that. The ceiling in the bathroom was ten feet high!!

She was powerful, and she was growing larger still!

"Bigger!!" she cried, feeling all her clothing tighten against her body, her skirts now mini skirts, her panties sliding down to barely cover her crotch, creating a deep V-shape with the straps, while the seat slid in deep between the cheeks of her rear.

"Bigger." she chanted, watching her chest engorging larger, her shirt tearing over her shoulders, her sleeves detaching from the shoulders.

Blood pumping through her veins throbbed through her underarms as her neck swelled and lengthened, her back spreading and tearing a hole open in her back, her belly and waist narrowing while her hips broadened.

Her biceps flared and separated, her triceps thickening and forming deep horse shoe shapes with her elbows, her elbows chiseling themselves from within her arms, her forearms flaring, and flexing her arms both at the same time, she grinned as her swelling arms easily tore open her sleeves to sheer shreds, before the strands of those threads popped open in succession and popped off her arms.

They were bare now, and beautiful, the muscle strands rippling beneath her stretching and thickening flesh, and she flexed them, the narrowness of the bathroom stall growing narrower with her broadening body.

Her shirt was brought up tight about her chest and back as her thickening arms now forced the seams of her sides apart, the seams popping and snapping, creating holes along her sides, while her broadening neck began to broaden along with her back, her throat thickening to force her collar further open, and then pop the seams over her shoulders.

Her bottom thickened, swallowing her panties all the more, her pussy lips so thick and full that the wedge of the front of her panties slid fully between them.

Thick muscle striations began to form from her crotch along her inner thighs, radiating from her sopping sex while her hips pushed further apart, deepening the bowl of her pelvis as her abdominals sunk further between her hips.

Her belly was compressed so tightly now that it literally folded in half, and a long sinuous line slid from the base of her sternum straight into her navel; bisecting her sunken belly button.

Her thighs thickened steadily now, creasing just like her arms had, her quadriceps pushing outward while her inner thighs sank beneath them, her buttocks flaring while the backs of her thighs creased and folded in half.

Jennifer growled, hammering at the wall of the stall again, and this time the whole series of stalls shuddered with the blow, knocking Kathryn in the head, and she grit her teeth and rubbed the bump on her forehead.

This was getting good! She thought, and more carefully pushed against the wall, feeling her breasts mash against the wall, while two stalls down, Jennifer grew to nine feet.

Jennifer's growing tits began to push apart, her bones thickening while her flesh grew firmer and firmer, the top edges of her tits filling in the space between her collar, while her spreading back and broadening and barreling ribcage pushed forward, shredding the shoulders of her blouse open.

Moment's later, her undershirt began to tear open along the front.

Jennifer couldn't stand it any longer! She flexed her body, felt the burning, the total burning power in her body warm her as if it were a raging fire, and she felt her clothing tearing about her. The remaining seams about her arms popped and snapped, first the shoulder snapping open, and then her bra snapped across her back, moments before the straps snapped about her thickening arms.

She found that as she flexed, she grew faster! So she flexed again.

Her arms thickened massively, bubbling with striations and thickening brachials, her mamaries swelling beneath them to shred open the base of her blouse, creating a long rending tear, just before her undershirt snapped open along the front.

She bowed over herself as her skirts pulled up so tight about her body and narrow waist, that they revealed the lumps of her womanflesh between her legs, the long strands of her labia and super-engorged clitoris - like a concealed penis - poking out along the peak of those twin folds and forcing the fabric of her panties which *barely* covered her sopping wet sex, peaked out from underneath the base of her pleated skirts.

Pleated skirts... Once pleated, she noticed now as she looked down over her swelling breasts, that the pleats had been stretched fully open, and bands of fabric folds across her hips and upper thighs were all that remained of her once anklelength dress.

She licked her lips, smiling warmly to herself, and fondled her cunt, getting a jet of sopping wet vaginal fluids to the touch that squeezed through her white cotton panties and dribbled from between her legs.

Her growing feet tore open the front of her shoes, ripped open the tops, while her stockings began to tear open about her calves and feet. First her bare toes appeared, then her heels, then her once thigh socks erupted about her forelegs as if they never were, leaving her legs totally bare.

She murred deep in her throat, feeling her smooth, hairless thighs, pushing them out to her sides as she watched them thicken and grow, felt the muscles increasing in size, felt the ebb and flow of power pulsating through her veins and arteries with each pulsating beat of her heart.

A subtle grunt escaped her, her shirt tearing open further to disgorge her breasts, the twin pairs filling outward thicker and thicker, already larger than her own head.

She was growing tightly packed within the small stall, and as she hugged herself, cradling her tits and hunched her shoulders, she continually heard more tearings as her skirts began tear open along the side of her thickening thigh.

Kathryn heard the tearing sounds too, heard the orgasmic groans of pleasure, and drawing backward, her brows beetled in wonderment about what she was hearing.

She heard the seams beneath Jen's arms popping, just before she reached up and tore open her shirt, heard the sigh of pleasure as Jen disgorged her titanic breasts out into the open.

Kathryn, began to think of strange sexual pleasures being undertaken, and in spite of her desire to report this, and a nagging interest to run as quickly a way as possible, she nonetheless stayed.

Jennifer pulled the remains of her blouse from her body, even as her broadening body, literally unfolding apart as it broadened and pushed forward and backward, held the garment in her hands, and then easily tore it as if she were shredding tissue paper.

She giggled, dropping the cloth as her thickening arms snapped her vest arms, and then the remains of her undershirt, and she looked down at her breasts as she breathed freely now; watching her tits heave, feeling them undulate, and she rubbed them, watching them expanding freely now.

"Ngh... Bigger!" she urged, twisting her body in the ever confining space as she reached ten feet now.

She was massive! Truly massive, and as she moved, she felt her skirts shred off her legs, a sheer tear snapping off her side as her body thickened, pushing her shoulders against the stall walls.

Her panties were all that remained, and even those were barely a patch of fabric hiding her sex; and even then, she was so aroused, and her feminine power so immense, that that patch of fabric hid nothing of what her body looked like.

She groaned again, orgasming with a tantric lurch of muscles as all her secondary muscle masses tightened until they ached.

And then there was a click inside her body, a crunching of bones, and suddenly she felt a burning, even as a small red stone spread open the flesh of her sternum, and pushed out into existence.

That stone felt like a hardening nipple! Jennifer felt it, and touching it made her cream again, made her nipples harden more, and she felt that stone hardening and swelling like any of her other muscles.

What was more, that stone reinforced her body, and with its arrival... She began to grow more...

Jennifer closed her eyes as she heard the groaning, felt her veins thickening all along her flesh, and like fingers sliding along her body, huge arteries swelled about her body.

They pumped, and they throbbed, aching through her form, and she cried aloud then, and her secondary muscle masses began to segment into tertiary ones.

Muscle bubbled, it rippled, it slid this way and that, forcing her flesh outward, striations sliding all about her body, and her recently rounded body now began to become chisled.

Her clit erected further outward, and she groaned as, with a snap, her pantied broke over one hip, fell down about her thigh, and with her thickening thigh snapped the other strap.

She came at that moment, and several heavy quarts of cum slid down the insides of her thighs, and dripped off the end of her clit onto the floor.

She flexed, and felt her body grow even more, her neck thrusting straight from her neck directly to her shoulders, her shoulder cleaving into multiple overlapping chords, those chords leading to biceps that were larger than her head, which led to a pair of flaring forearms and strong, feminine hands.

She arched her back suddenly, her tits bouncing, thrusting upward and slapping heavily back down again. She barely even felt their weight, despite that either must've weighed several hundred pounds apiece by now.

She gasped, pushing her long mane of hair backward against her head, combing it back with her lengthening fingernails, and she purred, actually purred loudly deep in her throat as her nipples erected further outward.

Her tits began to bounce as her pectorals began to crease into radial chords as thick as suspension bridge cables, the thickening mass thrusting her breasts upward and further outward, which separated the pair briefly before either began to swell again.

But as they swelled, they swelled with more water weight, and it took her a moment or two to figure out why, her understanding coming only after two thick beads of milk slid from her tits.

She sat down while her ribcage flared, her back spread and segmented into thirds, and she massaged one of her tits with both hands just before turning one and thrusting its nipple into her mouth.

As she began to suck, she tasted a new fuel for her growing energy, and she sucked, and sucked... Tasting her creamy milk, which was rich and slid down her throat instead of flowed down it.

It was sweet, it was warm, and as it hit her belly, it was instantly transformed into a new power, and she felt her cunt spread further, thickening till its edges pressed against her sunken thighs, and she rubbed her belly even as it began to crease beneath her fingers.

With a sudden collapsing, the whole of her belly lowered ever more between her ribs, with the sides lowering even further than that, framing an elongated hour-glass shape. Then she felt the tightening of her abdominals as they folded horizontally into quarters, the quarters into eighths, the eights into twenty fours. Folding along her abs, her obliques then halved, and halved again, flaring from her abs to compress her belly, even as they all led straight into her blossoming vaginal mound.

Her calves and thighs thickened, growing huge, her still dainty looking feet arching before her as she dropped the one tit and picked up the other; the first leaking her milk onto her thighs.

Her back creased and bulged, with sections rising rapidly above the other, unfolding like an accordion, with massive plates of flesh and bone forming and reforming about her body.

Her thighs creased and segmented, her arteries throbbing, her muscles so tight they ached, her tendons as firm as piano wire, and as she sat there, she began to feel the build up of ejaculate, felt it dribble between her thighs just before she orgasmed.

Jennifer cried outward as her body flared suddenly, growing to twelve feet or more now, her breasts pressing against her arms, her arms pressing against the walls of the stall.

Her pussy began to vibrate, heaving gallons of cum from inside her body, quarts at a time, as her thighs pressed together to crush the porcelain of the toilet bowl, just before her arms opened, and she pushed the walls of the stalls apart like samson pushing the supports of the great temple apart.

Kathryn gasped as the whole of the stall array began to collapse, and hurrying from her stall, she escaped just in time to watch it all fall down about her like collapsing dominos.

And then she turned, and saw a giant rise from one of the ruined stalls, rising so large, so massive, that her head rolled downward against the ceiling.

The woman, this creature had more muscle than a hundred men, and tits larger than a hundred women combined! Turned her head toward Kathryn.

And she was looking hungrily at her.

Chapter Four: Recompense

Kathryn tried not to wet herself, as the giant looked at her and smiled, still growing subtly.

Muscles tensed but remained tensed, and then tensed again a short while later. Tits swelled all the more, and truly, this was a giant of power.

And this giant, looking at Kathryn, suddenly smiled.

"Hello Kathryn, you little brown noser, you little stooge, you little whore." Jen said, and Kathryn stepped back.

"W-who are you?" she managed meekly.

"The woman you picked on for the entire time I came here. I'm the woman you stole all the best positions from, because you were screwing the boss. The woman you shamed and humiliated every chance you got, just because I was there..."

"J-jennifer?!"

"Yes." Jen said, and took a step forward, a little forcibly perhaps as several of the tiles on the floor suddenly shattered and broke.

Kathryn whimpered.

"I never meant... I never thought..."

"Oh yes you did mean it. Every last hateful thing you've ever done, you meant all of it. And no you didn't think, you didn't think or feel, you just did, just to make yourself feel better."

And Jen reached down and tore all the clothes off of Kathryn, and she cried out in terror as she was violated, just before a pair of great hands fondled her tits and body, crushing the air out of her.

"Is this how you like it? Is this what you like?"

"N-no!" she cried, and then stifled a scream as a pair of Jen's fingers forced their way between her cunt, wriggling and writhing inside her body between her furred labia, just before Jen kissed her full on the mouth.

And then Kathryn felt something horrible, felt that giant sucking on her lips suck something right through her mouth, and looking down past the massive face, saw her tits shrinking, saw her muscles narrowing, saw her body thinning, just before Jen reeled backward, pulled her fingers from inside her, and Kathryn watched as Jen's body in turn grew, her sexuality intensifying, her muscles growing noticeably, and her breasts growing larger.

"Ah... Such sexual magic you possess... It's intense! But they're mine now."

Kathryn looked down at her body, and began to sob, seeing her beautiful tits gone, everything that made her beautiful missing, and looking up at Jennifer, saw her licking the sexual juices off the fingers that had probed her, while she licked a sort of clear jelly off her lips from kissing her.

Kathryn rose to her feet and ran, bursting out of the women's bathroom, while Jen called after her, "That's right! Run! Run you little whore!"

And she did.

Jennifer groaned, rumbling inside her chest as she felt her titanic form growing more and more, felt her body tensing.

But then, she remembered another tormentor of hers, and as something... Bestial, began inside her chest, her heart stone growing larger beneath the guard of her breasts, she pushed forward, tore the door to the bathroom right off its hinges, pushed the door frame apart and the door jam upward to allow her to pass, she squeezed through, walking hunched over in order to move through the office.

She had to hunch over to walk, her body and head continually growing larger as she walked over to her boss's door, and smiling, seeing his shadow inside the darkened room as he awaited Kathryn's return, she opened the door and carefully squeezed inside.

It happened faster than she thought it would, despite that she had to move first one breast, and then the other, and then slide sideways through it while ducking beneath the door jam, not widening the door so as not to allow him notice, she entered, and walked to the center of his shag carpeted floor, still fresh with love juices, and stood there, waiting to be acknowledged.

"Is that you sugar lips?" her boss asked, and then turned, stopping in mid-shake at making martini's

"Hello... *Sir!*" she smiled, saying his title in the looses sence of the word. "Sugar lips? Even to your lover... You're insulting to women." Jennifer said, staring at him.

"Who are you? What are you doing here?"

"Why don't be so coy, sir." she said, leaning over his desk, the thing creaking while her massive tits hung from her chest to cover the whole of the surface area of his desk, the pair swelling steadily larger as she stared at him in the face, and she soon felt the heavily laden mamaries begin to press against his desk as they and she grew steadily larger.

She was still growing!

"I'm here to..." she licked her lips. "Ravage you."

"What?!" he cried, and reached for the alarm button beneath his desk, but Jennifer's muscles tensed suddenly on the edges of the massive desk, and it folded downward, snapped in half, before she threw the two halves to either side of her to break holes in the walls.

She stepped forward, standing over him, arching her back to push her pelvis forward, her swollen labia throbbing between her legs, her hairless loins displaying the smooth folds of her sex for him, as he got full wind of her super-charged phermones right in the face.

"You want me." Jen said, tensing her body, feeling her muscles thickening with even more power, her veins hardening as her skin began to darken to a bronze color, her nipples and clitoris turning beet red while her golden eyes seemed to shine.

The red gem between her breasts began to throb and pulsate happily.

"You need to have me, because I am the fulfillment of all your dreams, *sir*, I am the woman you've been seeking all your life. I know it..."

And she did. She could... *Hear* words in his head. She knew what he was thinking, and as she knelt down before him, she licked his crotch and felt it harden and bulge beneath her tongue.

"I'm finally the woman you sought. I'm strong! Stronger than you, with the breasts," and she pushed against him, her tits so massive that they hugged the whole of his body. "Breasts... Of a truly massive size!"

"You..." her boss managed, and swallowed as he subtly pushed his pelvis upward further between her tits, and she smiled as she slid her hands beneath his shirt and turtle neck sweater, pawing at his abs. "You know nothing of me."

"Quite the contrary!" she smiled, and sliding her arms up his body, the sheer thickness of her arms pushing up inside the confined space between his body and clothes tore them open ever so slowly. "I know precisely what you're thinking. I know that your first thought is to hump my tits and screw my mouth."

"Well... Why *don't* you?!" she smiled, reaching down to his belt and pants and tearing it open, leaving the whole front of his body in ribbons, and revealing his fully erect shaft projecting from his pelvis.

"That *is* what you want... Isn't it?"

"Yeah!" he groaned, as his dick did indeed slip between those growing tits as she grew steadily larger.

She felt her arteries pumping life-giving blood through her body, felt every throbbing beat of her heart force her muscles to thicken and clench harder, feeling like steel cables beneath her skin, felt her muscles growing larger, felt her breasts growing heavier, filling up with milk again, and she bent forward, kissed her boss on the chest, pushing his clothes off, and then licked him, tasting him, rubbing her tits all along his body.

She sat back and spread her legs, mountains of flesh roiling with every little movement, and she hefted and breasts her tits together, leaning forward, displaying her sopping wet pussy, arching her back, and took pleasure as he erected harder than ever, his phallus riddled with hard and heavy veins that throbbed ready to pierce her.

Then she smiled at him, her tits growing larger and heavier than his whole body, her arm, her hand yet, holding more strength than his whole body.

She settled backward, tearing the remains of his pants off, snapping his belt, peeling his shoes and socks off with one deft swoop, leaving him naked, and then she leaned in close, taking one of his feet, and licked his toes.

His taste was good, though his feet stank, and she sucked on each toe, dribbled on them, pulling one between her breasts as she righted herself, and taking his other foot, she began doing the same thing.

She knew... Somehow she knew these secrets, that he had a thing for feet. She never could understand such things, but as she grew, she lowered herself to practically laying down, opened her mouth, and inserted first one of his feet to suck on it, and then the other.

She came to rest on her chest, her massive mamaries flattening along the ground while her hair grew longer, her muscles thickened, her back spread and her chest thrust forward, and she could feel the beast inside her growing in power, and as it spread inside her, she felt her muscles changing, transforming, realigning... Mutating... and her bodice changed slightly in accordance to that.

Her feet lengthened, her body became more sinuous, and a massive muscle hump rose over her shoulders. Her head pushed forward, and the sheer act of growth, allowed her to swallow both his feet to the ankles.

Her boss made sounds of pleasure as she licked his feet with her tongue, and pushing herself forward, her mouth widening as she grew to thirteen feet now, she moved further forward onto his legs, coming to his calves.

Her spine turned outward, crunching and groaning as her hips broadened, her thighs bulging into massive things thicker than her middle, her back flaring about her feathering sides as her bones continued to thicken, her muscles continually realigning... Mutating.

Her mouth opened wider, her teeth hooking now as the tips of her ears began to extend, and she made sounds of pleasure, her stomach growling now as she pushed forward, crawling on her hands and knees to push his legs up to the knee inside her.

"W-wow!" he said, his greatest fantasies being realized, and reaching up, Jennifer began giving him a hand job, fixing him with her golden eyes that were growing slanted and wide against her face, her mouth and nose merging into a small muzzle, her tongue lengthening.

Her hand gently kneaded his penis, keeping it hard, coaxing it harder, her cheeks bulging, her jaw unhinging it felt, and her neck bulging as she pulled him in past his knees up to his thighs.

She was growing more, the muscle... The sheer muscle growing thicker and heavier and she swallowed, locking his feet inside her as she breathed through her nose, her eyes smiling, and opening her mouth more as her head grew larger, she swallowed him up to his waist, feeling his thick cock throbbing inside her mouth, just before he climaxed and evacuated several ounces of lubricant that slid down her throat to make the taste of his body more tart.

"Oh my... You... this is wonderful!" he groaned, holding her face, but then he saw the look in her eyes, the smiling, vengeful look, a look he's seen in women before, just before she moved further up his body to swallow his waist.

"Hey... That's enough now. You can... You can... Ngh... Stop now. Stop!"

He tried stopping his decent by placing his hands on her head and pulling out, but she simply took his hands, inserted both into her mouth, and swallowed, and he was pulled in up to his chest.

"Stop it!" he cried as she rose with him, tilting her head back, swallowing again and he descended, his body writhing effortlessly inside her, and he kicked, his toes entering her stomach.

"Ow! It burns! It burns!" he cried as she lifted her head, opening her mouth a little wider, and reaching up with one hand atop his head, she pushed him inside and closed her mouth and swallowed again.

"Get in there you evil fuck." she groaned, and swallowed, and he panicked inside her, wriggling and writhing, trying to escape, scraping at her insides as she continued to grow.

"Ow!" she hissed, hearing him screaming muffled cries from within her, and though her muscles outside were impossibly powerful, his body was nonetheless stronger than the muscles trying to push him down.

"Oh no you don't" She said and hugged herself.

Taking a deep breath, she tightened her body, she clenched her arms about her, sucked in a breath of air and held it, and then compressed in on herself.

She felt her muscles tightening, took pleasure in her body enlarging slowly with the increased strain, felt her form compressing, tightening, and then...

There was a dull thud, and then a wet crunch inside her.

She tightened her body and heard the muffled screams lessen and then die down as her powerful body crushed him inside her. She compressed tighter and tighter, her muscles flexing to impossible heights as she wrung him inside her... Still alive.

And then she relaxed, slowly, feeling the struggling lessen and then go away, and then she swallowed.

She felt him sliding down her insides, felt the huge mass of his body slide inside her, and she swallowed again, rubbing her stomach with one hand as it began to bulge, and taking pleasure that one of the evils in her life had been dealt with... That she'd **Ate** him... she fondled her sex, and murred as she creamed into her hand.

He slid in a crushed mess the rest of the way down her throat, pushing into her belly, which pushed out further, her stomach distending, being wrapped by all her taut abdominal muscles, and continuing in fondling herself, Jen then pushed her tit up and inserting her nipple into her mouth, began to suck on her huge erect nipple to swallow some milk down to wash her boss down.

Once in her belly, the mass quickly gassed up, swelling her belly further outward, and for a moment, with a whole man inside her, she looked as if she were pregnant. But then the remains digested, her belly rapidly compressing again, all that mass feeding straight into her blood, and she grew, and despite that she was on her hands and knees, she bumped her head against the ceiling again.

"Oh!" She said, and rubbed her head, feeling her boss's writhings in her body slow and then cease, but she was enjoying the growth in her body as her muscles swelled, her back turning outward, her breasts growing larger and thicker.

She grinned, looking down at her hands as they lengthened and thickened, her fingernails pushing outward, her biceps bulging, and then she felt something tantalizing between her legs, and her hands slapped to her crotch as she began to orgasm, and she gasped as an eruption of seminal fluids erupted from her cunt.

She gasped and moaned, orgasming again, feeling her muscles tense, feeling her arteries all swelling, forming a web all across her body.

Her clitoris and nipples swelled, and she felt the stone in her chest swelling, pressing into the undersides of her breasts.

Her back swelled, she could feel the chords of muscles there detaching and realigning, she felt her spine turning outward, her back thickening with her neck broadening, and she cried out in pleasure, fingering herself as she orgasmed again.

She held her hand open as she penetrated herself with her lengthening fingers, her seminal fluids pooling into her cupped hand while the muscles of her legs swelled and flared, her rear swelling.

She gnashed her teeth, crying outward as her body lengthened, her mouth and nose pushing forward slightly, her teeth all sharpening as they lengthened in her mouth.

"Oh Goodness." she groaned, rubbing her juices onto her sex and pelvis. "Oh... The power." she groaned, and rose to her feet, slamming her back against the ceiling... Eight feet was so much smaller than ten, and she must be nearing fifteen feet by now...

Ceiling tiles broke all around her body, and flexing, feeling all her muscles swelling... Swelling twice as large, three times as large, and she groaned, her body swelling rapidly as she flexed, with her biceps increasing to sizes many times larger than before, either equalling the sizes of her breasts!

Her growing mass pushed more and more of the ceiling out of the way, her muscles tensing her body growing, and she orgasmed again, feeling another burst of several quarts of cum erupting from between her thighs in a spray as her form flared.

More framework broke above her head and she laughed, feeling her body swell and swell, and then she relaxed, collapsing to her hands and knees, gasping and groaning. Her flexing muscles settled down a bit, compressing, but she'd definitely grown more.

Lifting her eyes, she saw the solid concrete wall behind her boss's - former boss's - desk.

She set herself and charged forward, ploughing straight through the wall with a cry of glee, feeling all the concrete shatter about her charging body as she leapt out into the air, and fell four stories to the ground without so much as even a strain.

She landed with a lunge, her heavy breasts heaving upward and then cascading downward to slam against her body with all their weight, and the double pounding force of her lunge and her breasts threw a massive impact crater followed by a second even larger crater in the ground.

She stood up, rising to her full height, breathing heavily as she continued to feel her body swelling imperceptibly every heartbeat that passed.

She stood naked, in all her feminine glory, a giantess, fifteen feet tall now, still growing, with muscles and muscles and muscles... Muscles everywhere!

And she was feeling her power growing steadily.

She was quite the picture, it seemed... And stood there, out in the open in the dusk, in full view of all the cameras, and all the police with guns.

All as one they took aim on her, and she heard a hundred guns and rifles and shotguns being cocked and loaded and aimed at her.

"Freeze!!!" someone called.

But Jennifer merely smiled at them.

Chapter Five: Transformation

Jennifer was smiling at them, breathing heavily as she felt her body continually swelling and expanding. Her breasts began to distend from off her chest, her areola and nipples swelling thicker and thicker, growing harder, while milk continued to fill behind her breasts, the glands filling and swelling.

The feeling was so grand that she began to caress her nipples, massaging them, helping them to lactate till dribblets of cream began to drip from her mamaries to the ground.

Her mane of hair continued to trail down her back, growing thicker and bushier in its frost white color, the strands of hair becoming firmer and sticking spikey-like swept backward off her head.

Her body was growing harder, her flesh rippling occasionally as her muscles began to segment, and as she stood there, her chest slowly began to push forward, separating her breasts from one another as they continued to fill, her chest muscles thickening, her body growing subtly taller, while her body creaked and groaned.

"Stop where you are!" Someone called out into a loudspeaker. "You are under arrest!"

Jennifer looked up and grinned, her teeth thickening and lengthening, hooking subtly inward before she took a step forward.

"Stop!" the person yelled, and she took another step, running her hands from her throat, pleasingly over her massive breasts, down along her thickening abs, over her crotch and across her thighs, then around her hips to her rear.

She took another step. "Puny humans..." she purred.

"I said stop! Stop or we'll open fire!"

Her skin stretched, and she felt a churning in her bowels, a prickling on her body as her clitoris rose and thickened, dripping seminal fluids that slid down her inner thigh and splattered to the ground.

She took another step forward, and massaging her nipples, getting them to erect another inch maybe, she got herself to cream and spew out twin jets of cream that splattered along the ground. "Oh!" she mused, and actually began to purr, a rumbling in her belly, and she felt her ears growing hot as their edges began to extend, growing boxy, then pointed.

And then there was an explosion, a loud bang and she felt something hit her, make a deep impression in her body and then bounce off. It felt as if someone had just poked her in the chest, and looking down, she felt the spot where she was hit.

There are sometimes mental states that people enter into, even regular hard working people like Jen, when they are given great power. It is a sort of madness, an egomania, that grows with their power, and as she realized that someone had just shot her, her smile broadened more, and as she looked up at the officers and the cameras from the news people, she realized that she was no longer harmed by bullets!

She was invulnerable.

Jennifer Cole suddenly felt her ego swell as her head bulged subtly, the muscles in her face strengthening now as she grit her teeth.

She laughed at them, and raising her arms, screamed out in her elation, and began walking instead of just stepping toward them.

Another fire came from another gun, and then another, and then heavier fire from different weapons. Police issue revolvers, police issues forty-five caliber pistols, police issue shot guns, and even automatic weapons from swat began to pelt her constantly along the front with a shower of pokes and prods that felt like a million kisses on her skin, and hundreds of hands caressing her.

She closed her eyes, arching her back and lifting both her breasts as her body became riddled with all those bullets and pellets of varying size.

And as she was receiving harm, her body counteracted the damage, and she was only made bigger, stronger, tougher.

Her bones stretched, flared and thickened, her body growing taller and taller, fifteen feet, sixteen feet, seventeen feet and her form flared, her flesh growing tighter and tighter.

It was as if every last possible square nanometer of her body had become as sensitive as her clit, as sensitive as her nipples, and she groaned with the ache as her arms lengthened and her legs lengthened, both swelling impossibly larger still, till at last, they couldn't take it, and inside her, she felt another click...

Her nipples began to enlarge and extend, sticking out several long inches from her body, her labia swelled and stretched, her clitoris swelling thicker and thicker as she grew; a decided hard on as it projected from within her, telescoping from her labia as it stretched her flesh forward with it.

And then she felt her flesh stretching, felt it tighten until...

A tear formed in her flesh between her breasts, and she looked down at it, gasping, while all the cop's began to slow in their firing, running out of bullets.

And as they slowed, she continued to grow, more tears forming over her breasts, and as she flexed her arms, she watched more tears appear over her biceps.

She was shedding her skin! How erotic!

She slid a hand beneath her skin and pushed her whole hand inside, pulling several layers of dead skin off her body, before she reached with both hands into the hole, and pulled the hole further open.

It didn't even hurt... It was like shedding a silken blouse that was sticking to her body because she'd been sweating too much.

With a single movement, she pulled the twin sides of her flesh down her front apart, disgorging soft and beautiful skin that was a little darker than her once porcelain color, definitely having a sort of tan now. The rending tear of her flesh slid down her abdominals, peeling away from her cunt, unhinging from within her as she held the two sides like the halves of an opened bodysuit.

She began to tearing her flesh off in earnest now by rending and tearing it, by flexing and watching it shred off her body, all the while the cops and the press were just staring at her.

"Are you getting this?! Tell me you're getting this!!" One of the reporters called to his camera man.

"I'm getting it! Wow that makes me so hot!" he said, and with one hand adjusted his groin.

Jennifer even peeled the flesh from her face, and she gasped as if coming up for air from practically drowning, her chest filling and pushing forward.

She peeled flesh from her thighs and calves, from off her back, leaving her with a tanned complexion that was moist and slick and sparkling.

She stood there as segments of her flesh continued to flay off, dripping off her body onto the ground, the remains of her body immediately disintegrating into piles of flakes that blew away in the wind, and she stood there, flexing her body, continuing to grow ever so subtly.

"My God..." The person on the loudspeaker gasped as they watched Jennifer's body spasming all over, her flesh bubbling here and there with growing strength, her chest barrelling, her body growing, her breasts enlarging, her back flaring and her legs and arms thickening.

She rose up onto her toes as the tendons between heel and toes grew taut, her breasts jiggling as she flexed her muscles, groaning in pleasure as an eruption of cum escaped from between her thighs, dribbling down her inner thighs and over her toes to puddle onto the ground, her breasts jiggling again, her nipples hardening, enlarging, her spine pushing outward as her head pushed forward.

And then she felt... A prickling... On her body, and like goosebumps rising, she felt an electric feeling as portions of her flesh dried, and a realm of scales slid this way and that, turning outward from her tanned and hairless flesh, while suddenly, her body from head to toe mutated.

Primary muscle masses clenched and folded, sliding this way and that, the transformation making her bulk body leaner at the gain of increasing her in height by at least a foot.

She laughed, arching her back and flexing her muscles and her arms above her head, and the cameras got a wonderful view of her abs popping outward thicker one set at a time, the rippling forming along her lats as her ribs flared wider and her tits thrust further upward and outward.

But then Jennifer felt something hardening all along her belly, and looking down, pulling her tits apart, she gasped and grinned as nipples, a pair for nearly every abdominal formed, the redened disks pushing outward and then immediately hardening right after the next.

Her clitoris hardened all the more, her sex pushing outward.

The trembling and tingling in her body slowed, and she cried out in elation, cumming again as milk slid from her top two pair of nipples, and she looked hungrily at all those before her.

And then far off, she saw someone she recognized, a half naked woman in a blanket, and she recieved a flash of images straight from Kathryn's mind.

She'd run naked, straight from the bathroom, down the stairs and past the security man at the front desk. She ran accross the road to the pay phone and called the police using the nine-one-one emergency number.

It was because of her that they and the cameras were here.

Jnnifer stepped forward and picked up speed.

"Shit! Reload! Reload!!" and she heard clickings and mechanical things as all the cops began to reload their weapons. She ran up and kicked a squad car and it bent in half from off her leg and was sent spinning up over the police heads.

She punched a S.W.A.T. Transport and its side caved in and tumbled over and over away from her straight into a building, cameras rolling on her as she then lurched forward onto her hands and toes and ran on all fours, her massive breasts thrusting before her as she ran, and with simple head jerks she knocked innocents out of the way even as her back was riddled with pokes from bullet, slug and pellet strikes.

Her gaze was focused on Kathryn, her teeth bared in anger, and then punching two more squad cars out of her way, she leapt and snatched Kathryn away with both hands, and threw her blanket away, holding her aloft like a trophy.

"You bitch! I let you go with your life and this is how you repay me? You are no innocent! Join your lover!"

Kathryn struggled in Jennifer's one hand closing about her middle, with Jennifer's fingernails growing into long claws as she held her aloft.

Jennifer growled, turned her back on everyone, her body being forced larger and larger from all the pellet strikes, her odd nipple, the red gem in her sternum, swelling larger and larger, all her new nipples hardening as she grew.

Jennifer lowered Kathryn and held her with both hands, grinning at her, Jen's eyes widening maddeningly, the muscles in her face tightening as her brow ridges and cheek bones pushed forward, forcing her eyes to sink below the rest of her face, her long hair forming into the consistency of bristles.

Jen then opened her mouth, her tongue lolling out and lifting Kathryn, who screamed even as her head passed inside Jen's mouth and was soon muffled, was pushed head first down Jennifer's throat.

She heard screams from women who were watching this sight as the bullets continued to riddle her body, forcing her to grow, feeding her their anger, their hate, and she fed off it as Kathryn's body was pushed down her gullet toward her stomach.

Jen could feel her hands trying to stop her decent, Jen's tongue licking her breasts, licking her belly, probing her crotch to violate her on the way down, her throat constantly swallowing, her body clenching to crush her on the way down, and into her belly she finally plunged, and writhed against all the burning acids before Jennifer swallowed her knees, then her feet, rubbing her throat and then her chest as she tumbled into her belly.

Jennifer arched her body, looked down between her breasts at her belly as it distended with the body of another person inside her, though the bulge, in comparison, was no where near as massive as before.

She purred as people watched this display, her belly tightening slowly as Kathryn was rapidly digested, Jen's body growing larger than before, the muscles thickening, and... She found... Jennifer gained the whole of Kathryn's prowess... And then some.

Her breasts heaved and swelled, and she felt... Strangely, a swelling, a firmness beneath those breasts, and fondling her ribs, sliding her hands upward along them, she felt as her chest muscles bisected, becoming double layering and swelling separately now, till she felt a pair of the nipples that had grown earlier along her ribs beginning to swell and engorge, and she massaged them, feeling a pair of new breasts that swelled into hand sized gropeable things.

She turned to the officers and the S.W.A.T. and the cameras and smiled at their stunned looks as her body broadened and swelled, her muscles becoming tighter, and more impressive than ever before, her eyes beginning to glow golden.

She roared at them teasingly, and laughed, and then turning, she began to run, skipping forward, and then tilting forward, running several city blocks in seconds before she gave a hop, a skip and a jump, and when she jumped she lurched upward into the sky, her body literally flying hundreds of feet up into the air as she cried out an echoing scream that carried over the whole of the city like the cry of some fem-

beast in heat; her bound peaking high above all the towering buildings before she descended toward a city park. Landing with a short bounce as she settled, her chest bouncing upward and downward again as she stood there.

She continued to pur, her body growing taller and more powerful by the instant. She settled to her knees, rubbing her engorging tits as they continued to flare and bulge.

Kneeling there, far away from any trouble, she pushed her tit into her mouth and began to suck, washing down the taste of Kathryn from her mouth as she continued to grow, and with her own milk, she began to grow faster...

Jennifer had grown massive, the scales thickening and spreading all over her body, her brow ridges and skeletal system changing as she reached eighteen feet.

She'd grown more than three times her previous height and hundreds of times in mass.

Her body wasn't the only thing that was growing... Her intellect, too, was growing.

Amidst all her remarkable pleasure that she was constantly feeling - the breath of wind blowing against her sweat-covered body, the feeling of all the milk sloshing inside her breasts, her clitoris standing on end and dripping hot steamy cum onto the ground between her legs, she considered things.

Such... Strange realizations were coming to her, and lifting a hand toward a rock, she flexed hidden muscles that had nothing to do with her body, and by sheer will alone she lifted a boulder weighing several hundred pounds straight into her hand, which clenched tightly to crush it with all her strength.

She was... Learning magic! She was learning psychic powers. They were rushing in on her as her head filled, her brain's developing steadily.

Inside her she mutated now, feeling wave upon wave of power radiating inside her with each thudding beat of her heart, which likewise had swollen in her chest.

Every last possible muscle in her body, no matter how small, was strengthening.

She smiled as she absentmindedly caressed her firm tit, her second pairs swelling heavier and heavier, while a third pair now began to swell.

She had twenty tits now... Four on her chest and sixteen lining her abdominals. Her sexual powers were rising, and her cunt was continually pushing forward, the twin folds a pair of massive chords of steel like consistency with a hard rod of throbbing red between them; tucked at the very peak of her vaginal mound and so erect that it was pushing more of her vaginal flesh upward and forward.

Despite how strong it was, despite having been able to rip a lamp post off and use it as a dildo, and subsequently have it twisted with her vaginal muscles clenching on it, she could still finger herself. Sliding a pair of now clawed fingers between her thighs and coax herself to erupt multiple loads of seminal fluids down over her rounded rear and onto the ground.

But while she laid in the park, gasping and moaning to her fingers probing her, feeling her blood pumping through her vaginal walls as well as over her thickening biceps, chorded inner thighs and most of all through all her breasts, she heard a scream.

Jennifer's eyes opened as she heard it echoing in her high tapering ears, and though her intense sensuality was paramount in her brain, something switched in her way of thinking... It was an imperative... Something deep in her core being, and amidst the trees and bushes she'd laid down in, she rose, still stroking herself as she listened, getting herself to cum again and again as she looked about her.

"No! Stop!" a woman was crying. "Tony... I don't want this."

"Yes you do!" someone jeered. "You've always wanted it... The way you tease me with that ass. Come here!" there was a slap. "Ow! Bitch!!" and an even louder slap, as the woman cried out.

Jennifer rolled to her feet, pulling her fingers from her throbbing cunt as she stepped forward, and lifting her hand licked her fingers clean. She paused as she felt a trembling allong her abs as they all thickened and creased more, their number subsequently increasing to thirty six abs, and her nipples increasing to twenty four and her lats to eighths.

She felt her strength rising during those brief moments as her sides flared, her chest pushing forward and flaring wider, separating her breasts all so that they could swell even larger, and all this change, this increase of growth, distracting her... Especially when her cunt swelled larger, flaring to press against her inner thighs.

Till she heard the scream again.

"No! Stay off me!" the woman cried, and Jen shook herself back to reality, and then moved, settling forward on her hands and feet and crawling forward.

At the end of the bushes and tree line, she poked her head forward, crouching low to the ground so that her primaries and secondaries and swollen tertiaries all flattened against the ground about her body. She spied a man forcing a young woman to the ground, forcing her skirts up and kneeling between her thighs. Jennifer watched as he tore open her blouse, revealing her breasts ensnared by a bra, just before he began to struggle to undo his belt and pants.

"Oh yeah... Oh yeah... I got a monster for you!" he said licking his teeth.

"No! Help me! Help..." and she was slapped again, and she stayed quiet and whimpered.

"I'm going to give you this... And you're going to take it." he said, pointing a finger in her face. The young woman whimpered again and stopped struggling. "And shut up... Bitch!"

He reached forward and began to massage her breasts, their small, petite measure moving easily in his hands.

"Oh yeah... Yeah..." he said. "Now for the good part!"

Jennifer watched as he began to pull open his pants, began to unzip his zipper pulling his cock out. He had his back ot her, so as she rose, he did not see her standing at her full height, a monstrous eighteen feet, bulging with muscle and feminine goodness.

The woman he was violating saw him, her mouth opening as she gasped at the sight of her.

"Oh... Yeah that's right! Open that mouth... I'll put it right in there and..." Jennifer reached down and took him by the head. She could've crushed his head, but she just gave a little squeeze, the tension forcing his whole body to pause enough for her to lift him free from the girl.

Jennifer then turned him, feeling the monster in her body swell with the indignity of this man's cowardice toward women... To just absentmindedly slap them and force them to do their will.

Jennifer was now a woman who would no longer do anyone's will but her own.

"So you rape innocent women to satisfy your own - ever so brief - sexual desires." she said, facing him with her golden eyes focusing on him.

The thick chords of her chest muscles suddenly spasmed and thickened, a radiating force of power fed by the dark emotions inside her radiated down her arms, into her biceps and making them swell with grinding and groaning sounds, swelling into her forearms and forcing them to flare, and into her fingers, making them tense and she heard a crack in his fragile skull.

"Ah... Ah... Ah..." he was gasping staring at her.

"You are a weak coward, unable to stand up for yourself so you have to degrade someone else to the lowest possible level in order to make yourself feel superior to them."

The man was sobbing, and as she lifted her other hand, it suddenly transformed. The man watched as her fingernails pinched and curved, darkening into ebon. The fingertips bulged, making the nails into retractable claws, her hand suddenly shredding off a thin layer of flesh, showing off sweet coppery scales that merged with the scales of the rest of her arm.

As she held him, her body began to tear through an entire layer of flesh, a whole realm and layer peeling off her as she grit her teeth at him. And as she shed her skin, the man began to whimper as those claws lengthened, coiling out toward his face.

"You're a bully... A weak bully... And I don't *like* weak bullies." she said. Her claws then reached forward, and he whimpered.

But her claws instead hooked into his clothing, stripping him bare without so much as harming his skin, leaving him and his underdeveloped penis hanging out bare as the day he was born.

The hand holding his head also began to transform, and she felt the fearful beast inside her as she breathed in and out quickly, feeling the power in her body swelling, her energy great.

"Bullies... Don't deserve to live." she said, and opening her lips, snarled at him, and then she opened her mouth and growled, and shifting both hands to tightly hold him, she pushed him head first into her mouth.

She gasped and heaved, pushing him in, finding this effort far easier than it was for her boss and for Kathryn. Her throat bulged and swelled as he was pushed in, her throat working to swallow repeatedly. She felt his prick draw in, and she teased it with her tongue on the way down, and forced herself not to gag on his greasy, oily and dirty body as he went in deeper and deeper. Thighs, knees, legs and then feet, and she swallowed one last time and he tumbled straight into her gullet.

She felt him slide into her belly, and she flexed, her muscles crunching him solidly and her belly bulged only a little before he was digested rapidly.

Jennifer groaned, feeling the moisture between her legs growing, and with a crunching her hips broadened, her body swelling, her thighs bulging as her neck and middle lengthened.

Jennifer's chest thrust forward, her back backward, her spine turning outward and extending over her rump, her tailbone turning outward to form the stub of a tail, while the vertebrae of her back all thickened into a layer of spines all down the length of her back.

With a throbbing series of swells, her tits enlarged, all twenty four of them, filling with milk, with her body growing more feminine, more powerful through every second.

There was a series of crunches as her scales thickened, turning outward, the copery flesh covering her body lightening a few shades, and as her belly compressed again, and she looked down at the woman who'd nearly been raped, she smiled at her.

"N-no" she said, and backed away.

"You don't need to fear me." Jennifer said, looking down at her, and slowly kneeling down before her. "I won't harm you."

"But you just ate him!" she said. "You just ate him!"

"He tried to rape you..." Jennifer said.

There just was something about a constantly growing fem with multiple tits who had more muscle than a legion of soldiers that demanded you to agree and understand everything that she said.

"I removed him." she finished, and lifted her hand, retracted her claws and held them out to the woman.

The woman lifted her hand and felt the back of Jen's hand, felt all the warm scales, felt the velvety flesh of her palm.

"You're so strong!" She said."

"What's your name?" Jen asked...

"E-Elizabeth." she said meekly, trying to close her torn blouse.

Jennifer felt a... Memory... That was the only way she could describe what was running through her head. A memory of how to do something, a power from deep inside her that, before she ate that red stone and it began to grow in her chest, she had no idea that she could do.

But the stronger she was becoming, the more powerful she advanced, the more knowleges of the bizarre that assaulted her.

"Do you want to be strong, Elizabeth? Do you want to have the strength and beauty, that no other woman on this world possesses? Do you want to be strong enough so that no other man could ever do to you what this... This Tony had just tried to do to you?"

Jennifer rubbed her belly as Tony finished digesting and being absorbed by her body. Jennifer felt the power flowing in her, the strength of this man being assailed a hundred fold through her flesh, and adding his measure of strength and power a hundred times over to her own body.

Elizabeth stopped, not moving any further, staring up at her.

"I-I..." she began, looking Jennifer from head to toe. "I don't know."

Jennifer could hear Elizabeth's thoughts. She knew what she was thinking somehow. As a bulge in the center of her forehead grew larger, these strange abilities grew stronger.

"You don't know if you want to look like me." Jennifer smiled, and Elizabeth nodded. "I promise... You'll not look anything like me when I'm done with you."

"I... I would... Yes! Make me strong so that no one can do this to me again." she got to her feet and poked Jennifer's belly. "And I hope you like being transformed into Shit, Tony... Cause that's all you are! A piece of Shit!"

"Very good!" Jennifer said, and she subtly grew several inches in every direction, and Elizabeth backed away from her as she watched Jen's pussy swell, heard the grinding of muscles as her labia tensed and her clitoris erected. She stepped back as Jennifer reached down and took her body with both of her massive clawed hands, and laying her down, leaning massively over her to the point of looming, Jennifer unsheathed her claws and began to shred Elizabeth of all her clothing.

Elizabeth began to whimper, and then cry as her blouse was torn from her, her skirts shredded open, her panties pulled off her body before her shoes and socks were removed.

"N-no!" she cried as Jennifer held her with one hand, and lifting a claw, slid her hair out of the way of her eyes as she tossed her head.

"What's wrong?" Jennifer smiled down at her, her massive breasts hanging from her chest, swelling thicker till they were firm orbs against her body.

"Y-you're going to EAT ME!" she cried as Jennifer picked her up and cradled her.

"I only eat evil people." Jennifer said. "I will warn you... What I am about to do will be a little unpleasant, but you will be reborn with your own new power.

"Do you want me to stop?"

Elizabeth thought hard, and Jennifer knelt there, listening to the thoughts whirr in her mind.

"No! I mean YES! I want to be strong. I don't ever... Ever want any man to be able to do to me what this bastard almost did."

"Good." Jennifer said, and cradling Elizabeth, held her up before her, looking her in the eyes while spreading her legs. "But first... I need your mind in the proper state... In order to receive this power."

"What state is that?" Elizabeth asked, but then found herself being lifted slowly, till Jennifer pushed her large head between Elizabeth's legs, and kissed the furry muff of her vaginal mound.

Jennifer licked the smaller woman's pussy, and Elizabeth gasped, her clitoris erecting, her nipples hardening, and then Jennifer licked her again, and Elizabeth's back arched as she felt the strange feeling of arousal from another female.

And then Jennifer sucked on her crotch, and as Jennifer kissed Elizabeth's love mound, she extended her tongue.

The broad, flat tongue extended, lengthening into Elizabeth's cunt, probing her deeply, and Elizabeth gasped, screaming inwardly as her vaginal mound moistened, juicing upward and Jennifer enjoyed the taste of another woman's vaginal juices.

Elizabeth cried outward, then, orgasming hard as she cupped her smallish breasts, feeling her nipples harden till they ached.

Jennifer then pulled her long tongue back, Elizabeth gasping, moaning in pleasure.

"That was the pleasant part." Jennifer said, kissing the insides of Elizabeth's thighs. "Now comes the unpleasant part."

Elizabeth gasped and groaned, but nodded, laying within Jennifer's cupped hands and closed her eyes, arching her back.

"Hold your breath... After a minute or so... You won't need to breathe."

And Jennifer turned Elizabeth in her hands, spreading her thick, mountainous legs wider, and forced her massive vaginal crevice to relax.

Jennifer then sat on Elizabeth's head, some of her own vaginal juices running from her shorn pussy over Elizabeth's head, giving her a subtle baptism of sexual juices. And then Jen rolled her hips, and pushed her vaginal mound over Elizabeth's head.

Elizabeth was remarkably calm as Jen massaged her body, thumbing her breasts with her velvety palms, her body relaxing as Jennifer pushed herself forward, her vaginal lips spreading open to fold over Elizabeth's narrow shoulders.

Jennifer's thick bulging clitoris slid over Elizabeth's body, slurping her up as her juices created a slick over her whole body.

Jennifer moaned as her hands fed Elizabeth's body into hers, and she looked down, bending over her new friend's form as she pierced higher and deeper, pushing into the space all females have... Connected to the ovaries, the place called the womb.

Strange hidden muscles began to suck Elizabeth deeper as Jennifer pushed her in with her hands, the meaty wall of Jennifer's womb thickening with a flood of blood, which extended outward, creating a tendril which attached to Elizabeth's navel via her belly button.

Elizabeth curled, moving in a curve inside Jennifer's navel, pushing Jennifer's belly upward much unlike her having just consumed someone. But this was different as Jennifer stuffed Elizabeth's legs into her love mound, pushed her feet in with her fingers, and while her fingers were inside she began to finger herself, groaning as her womb enveloped Elizabeth, sealing her inside her body.

Jen felt her kick inside her as she wrapped her arms about the small bulge in her belly, massaging her there, feeling her now out-turned belly button.

"Just rest Elizabeth... Rest and grow... Soon you will be reborn."

Jennifer then slowly stood, continually massaging her insides with two fingers, and as her body grew... So too did Elizabeth's.

Chapter Six: Mother and Child

Jennifer purred and hummed, feeling her body growing, and feeling Elizabeth inside her body absorbing more and more power. The bulge in her belly did not grow larger, but Elizabeth was receiving all the power that she ever wanted.

Jennifer walked, now over twenty feet, she herself growing steadily stronger by the moment. After only twelve hours... With Jennifer's body mutating even further with her power, she felt Elizabeth ready to be reborn.

Jennifer smiled, massaging her cunt gently as her labia began to thicken with her pleasure, and crawling along, she found herself a quiet place in the middle of the city park, surrounded on all sides by high trees that would seclude her, make her private in this act.

Jen knelt, massaging her belly lovingly, feeling Elizabeth moving lightly inside her, testing her growing power, and then... Jen felt an eruption inside her, and a gush of water flowed from her cunt all over the ground.

Jen moaned, and began to massage her navel better, coaxing Elizabeth's body downward. With apparent ease, Elizabeth slid from inside Jen's body, and Jennifer, looking down the length of her body, she watched her pussy swelling, spreading open, and saw Elizabeth's head pushing outward. Elizabeth's hair had changed from blond to white-blond.

Jennifer smiled down at Elizabeth as she slid out, apparently unchanged, her body covered with sticky slime that strung off her body. She opened her mouth and coughed up a double-lungfull of fluids, sliding her arms out as her pert breasts appeared and bounced a little.

Elizabeth slid outward, pulling an umbilical chord out along her navel as she fell to the ground with a secondary eruption of fluids, with her legs and finally her feet pulling out of Jennifer's cunt. Jennifer smiled down at Elizabeth, and rolling her belly expelled her afterbirth in one lurch.

Jennifer then settled backward, rubbing her belly again as she bent over her reborn child, picking up the afterbirth and consuming it, slurping up the umbilical chord and biting its end off from Elizabeth's navel.

Jennifer then rubbed Elizabeth as she shivered, lowering her head over to her new child and licked her body of all the juices, and opening her eyes, laying nude, and apparently hairless below the neck, Elizabeth looked up at Jennifer and then sat up, rubbing her head.

"Oh..." Elizabeth groaned, and she looked down at her body, viewed her hand, and looked disappointed.

"What's wrong?" Jen asked.

"I... I thought I was going to be strong!"

Jen smiled knowingly. "Patience." she purred and bent her head to lick more of the fluids off Liz's body.

Elizabeth wondered for a moment, and then felt dizzy. "Oh!" she gasped. "Something's... Happening."

Elizabeth groaned, and caught herself on the ground as she turned, moaning as she felt her cunt tightening, Jen licking her cunt, her bottom and back as Liz felt a lancelet of power drive home straight into her heart.

Elizabeth bent her head, opening her mouth and moaning low as her navel lurched, and she spread her legs, feeling her loins tightening, her labia thickening, her clit hardening along with her nipples, and with

a hard and heavily lurching orgasm, Elizabeth began to transform, the storehouse of all the power she'd absorbed while being apart of Elizabeth's body now enforcing itself on her.

Elizabeth began to grow, her back arching, her legs and arms thickening as she came, a splatter of cum erupting all over her inner thighs as she rose onto her knees, cupping her hands to her crotch, feeling it throbbing as she creamed again, and yet again; her hands being filled with her vaginal fluids erupting repeatedly into her palms.

Elizabeth felt herself growing, inch by inch, her body growing larger and larger.

"Ngh... Ngh... Ah!" she groaned, her back arching as she pushed her pelvis into the ground, her bottom bunching as her thighs pressed together. She felt the solid power sliding through her body as her heart began to pound in her chest, the thing swelling rapidly inside her as her whole body throbbed with each orgasmic pulse.

Her love mound throbbed with each beat of her heart, steadily ejecting a jet of cum as her hair began to grow about her head, her body passing from five foot six, to five foot seven, five foot eight, nine, ten... Her body burned as her porcelain flesh darkened a little into a subtle flesh color as her skin softened.

Power was rushing through her, strengthening her, thickening her bones, spreading her chest, her bones realigning themselves into a more supple body. Her hips widened, her middle compressed, her pelvis sunk between her legs as her legs and arms grew long and slender.

At six feet she felt her breasts growing warm, felt them throb with her beating heart, and looking down, she saw her nipples hardening, extending further than they'd ever extended before, watched the disks of her areola swell and puff out, and, incredulously, watched her breasts spasm and begin to fill.

She looked down at her chest, cupping one of her tits feeling it firming up, growing more rounded as she caressed her nipple, her areola spreading, puffing outward, her nipples thickening, pushing further outward. A vein stood on end leading up to that nipple, and she groaned as she felt the blood rushing along the bases of her tits straight into those hardening nipples, and with a crunch, she lowered her head and felt her body begin to grow in a different way.

Without even thinking, her body arched elegantly, her hips broadening as she felt her sexual femininity swelling, and between her legs, her pussy began to strengthen, the lips of her vaginal mound swelling, pressing together, while her clitoris swelled, thickened and extended hard and throbbing, turning beet red just like her lips and nipples.

"Ah!" she groaned, tried to rise and collapsed forward onto her elbows, feeling her chest throbbing along with her cunt, both growing hot as her skin began to glisten from sweat.

The curving lines down her back along her spine and down her belly and chest between her compressing abdomen became sinuous and lovely, and lifting her hand again, she felt her tit, rubbing it, feeling how sensitive her skin there had become, and she came again, forming a puddle of sticky juices that strung between the grass and her flesh.

Her arms and legs began to thicken, her shoulders broadening along with her hips inch per inch, her body rounding out in every direction... And then... She felt her tit in her massaging hand begin to expand.

At six-one, six-two, six-three... Her body growing taller than most men, she felt her breasts swelling, engorging, filling up, and she laughed laying on her side, she watched her tit closer to the ground press against the maiden earth, while her tit above the grew heavier and heavier in her hand.

She had B-cup breasts before, but now she watched as her tits rapidly grew larger and larger, swelling into firm rounded orbs, distending from her chest before pressing against one another, and then the lower of the two that was against the ground grew so that it began pushing the upper of the two upward as they grew larger.

Elizabeth sat up and knelt, her legs spreading wide a moment before another jet of cum lanced from her and she orgasmed while she played with her rapidly engorging tits; pushing them together, hefting them, feeling their weight, and then lowering her arms, feeling her breasts bouncing as they continued to swell through the alphabet, their cups growing beyond DD's, beyond G's and P's, climbing as her body swelled and thickened, growing firmer and firmer till they were like massive medicine balls as she herself grew.

Elizabeth's body was at six-nine now, six-ten, six-eleven... And as her body began to slow in its growth, she began to thicken, feeling her muscles swelling now, her body firming up, her flesh glistening beautifully.

Her hips widened more, her pussy swelling impossibly thick, distending forward as her clitoris thickened and enlarged, throbbing and extending from her body, growing larger than even a normal man's non-erect penis would be, she gasped, and orgasmed around it; her labia clenching about it as yet another explosion happened in her bowels, and she dropped a quart of her heavy water onto the ground.

Her bottom began to round outward, thickening and swelling, her thighs bulging as her inner thighs sank below them, her calves flaring.

Her long legs grew sinuous, and she gasped as she viewed the thickening muscles there grow mountainous while she knelt in a pleasing, feminine position. Between her thighs as she sat on her growing feet, her shorn pussy was drawn deeper between her legs, her pelvis sinking as her abdominals sank beneath her ribs, her ribs sinking below her chest muscles, and her tits swelling supremely to form a shelf to shadow over all.

She palmed her chest as it thickened and separated, gasping as she felt the thick bundles of chords supporting her massive tits, even as they grew beyond Z-cup's. She gasped and moaned, ejecting another stream of sticky fluids that, with her legs spread open like they were, a juicy mixture of cum that strung between her cunt and her inner thighs and the grasses formed a frothy mixture.

She cupped her crotch with both hands, fingering herself as her upper body swelled wider and wider, her back flaring about her ribs, her ribs feathering about the beaks of her abdominals, even as her rounded belly creased in half, and then creased into quarters, then eighths, then sixteenths. All along her back, her spine pushed outward, with half her back rising above the lower, and half that again forming a thick hump that merged with her broadening neck. The three segments of her back then began to crease outward, flaring, thickening, sinking, bulging, transforming... Mutating!

Elizabeth was growing muscles in places few humans in the history of the world ever had... As a matter of fact... A few seconds later, she became the strongest human in history...

She grew to a lofty height of seven feet and one inch, she began to flex, feeling her existing muscles flaring, felt her biceps bulging as big as her tits, her nipples standing on end a full three inches along with her clitoris. And she moaned and sighed, biting her lower lip as her nipples leaked milk of her own.

A mane of brilliant frost white hair flowed about her face and tumbled down her back to brush tantalizingly against her smooth bottom as she grew so firm in muscle mass that she became nigh invulnerable. She became strong enough to bench press a bulldozer, she became as beautiful as a goddess...

"Ngh! Ah! Ha! Ha! Ha!" she gasped and moaned, and then fell forward, flattening herself onto her chest, with her truly massive tits pillowing beneath her body.

She clawed at the ground with her long fingernails, she now a reborn goddess.

Jennifer bent over her, her own body suddenly thickening along its back, her spine pushing further outward and the stub of a tail at its end lengthening several inches.

Jennifer opened her mouth, and extending her long tongue, began to lick her new daughter's back again, and turn her over, licked her crotch, licked the milk off her breasts, cleaning her while Elizabeth moaned and hissed through her teeth in pleasure.

Jen then knelt forward, and picking Elizabeth in her new body, truly a magnificent feminine specimen of her entire race, she was lifted off the ground like a newborn babe, and cradled in Jen's arms as Jen massaged and fondled the tit directly before Elizabeth, coaxing her nipple to erect, and tickling Elizabeth's mouth open, pushed the nipple inside her mouth, and rubbing Elizabeth's strong, chorded belly, with its four laterals, Elizabeth began to suckle.

In her arms, Elizabeth drew more from the super nutrient fluid of Jen's tit, and in Jen's arms Elizabeth swelled all the more... Her sixteen abs increasing to twenty four, her lats increasing to eight, and every muscle in her body from head to nipple to heart to clit to toe, swelled and thickened with supreme muscle.

Elizabeth didn't stop until she had all her new found strength, and holding onto Jen's tit, she slid backward and looked up into the luminescent golden glow of Jennifer's eyes.

"How's that for strong?" Jennifer asked, and Elizabeth nodded. "If only you can see how beautiful you are, my sweet Elizabeth..." again Elizabeth nodded. "I'm going to take you home Elizabeth... You have a long time to live with your new body... Centuries, millennia possibly." and Jennifer fondled Elizabeth's breasts with the backs of a couple fingers as Jen rose to her feet, walking on her toes now as the scales on her body flared out of her thighs and forearms now, and now were trailing across her collarbones.

Then Jennifer crouched and then leapt, and in an instant, they were hundreds of feet up in the air...

Jen had left Elizabeth at the emergency escape of her own apartment, where the new young titaness waved goodbye to the kind fem who'd just become her new mother.

Jennifer, however, was feeling something tingling in her bowels... Perhaps it was some new power, perhaps it was something left over from birthing Elizabeth, but Jen fell from one leaping bound and landed on a massive building, her claws breaking through the windows as she climbed up its side... her pussy erupting with another explosion of cum that threw a gallon of her seminal fluids straight at the building walls as she slowly climbed to the top of the building.

Here Jennifer rested, cumming again all over the peak of the building as she clung to the narrow roof and the radio tower, her breasts swelling thicker now, and Jennifer gasped, lowering a hand to her cunt and began to caress herself, coaxing her clit into a burning effigee of orgasmic pleasure, and Jen finally coaxed herself into a series of repeating orgasms.

Suddenly, Jen's back separated in half, and pushed apart, her spine disgorging outward as each and every last spine thickened and the spine itself pushed outward one spine after the next. Her flesh was cut open down her spine, with each spine extending several inches to over a foot long from her back.

Several of her scales along her back swelled, pushing the others apart, compressing others, and those scales spread open as more of her flesh tore open as she grew subtly by several inches.

Jennifer continued to cajole her femininity, continued to feel herself growing in power, her face pushing forward, and then her mouth and nose pushing even further than that, all her teeth lengthening as her tongue extended over a foot from her opening mouth as she screamed out in the pain of her pleasure.

Jennifer's repeating orgasms seemed to overlap one another as each ended with a quick jet of steaming cum that lanced from her cunt, her clitoris standing on end and quivering like a tuning fork.

Her back began to bubble outward, more spines tearing out of her sides, flaring wide as her back began to bubble immensely, a mound of scale and plate and flesh. It bubbled outward, with massive bulbous mounds behind her shoulders, her back flaring wider as the tendons and muscle realigned themselves every which way...

But her back wasn't all that grew. Jennifer too began to swell, her bottom flaring and rounding outward, her tail extending several feet and thickening wider, her thighs bulging larger and larger, her arms lengthening and filling fuller and fuller.

Her chest pushed forward all the more, the now two layers of overlapping chest muscles that supported two bulges of overlapping tit, lead into her tightening abs covered with twenty swelling breasts.

More spines grew from her elbows and knees, more muscle chorded itself through her body, insane amounts of muscular power. She was growing... growing larger, growing fuller.

But as she grew, she began to hear the sounds of something in her lengthening ears, and she turned, and saw helicopters approaching.

She turned, repositioning herself to face them, spreading her legs open and arching her back to show off all her tits and bulging cunt, as if they were to pierce her.

She looked first to one - a police helicopter - and then she looked to the other - a news chopper - and she hissed at them, opening a mouth with elongated canines to ward them away.

"This is the police!" the police helicopter chimed from an officer on a loudspeaker. "We have you in our sights!" and she saw a machine gun and a couple of snipers aiming at her. "You are to surrender at once or be killed."

"Go away!" Jennifer cried back, her voice shouting louder than it should, and she surged forward, and following directly behind her a heavy gust of wind blasted at the helicopters, and the pilots had to bring their vehicles under control again.

She knew that she summoned the wind... Though she didn't know how to repeat it, she knew that she had called it forth nonetheless...

And then she heard a bang, and she felt something sting her body, and looking down, she saw that she'd been wounded! She gave off a yelp of pain as she fingered the wound, but then watched as her muscles there tensed, watched as the wound began to close, and laughed then as she saw an armor piercing bullet push out of the wound and fall out. Then she felt her muscles tightening all over her body, her

heart, now a pair of hearts, beating faster; pumping her blood through her veins and arteries, forcing their pathways to bulge from the damage, harding her flesh and her natural armor through tense muscle to protect her from further damage.

She screamed at them as she thrust herself forward, her body flexing, her muscles tightening, her body growing stronger, and stronger, and stronger, and vapor was blasted from her mouth from her hot breath, which apparently had become even hotter.

Her eyes were wide, and her skull realigned as little spikes pushed out of her cheeks and her brow, her mouth opening wide upon deepening hinges.

And as she changed, another layer of flesh began to tear open across her back, thighs and breasts, and as she flexed they tore open across her arms too.

She felt another bee-sting strike her body, followed by another. The first did create a cut that healed itself fully, while the second didn't even puncture her skin.

"Go away!" she screamed at them again, but in response, the machine gun opened up, and she braced herself, flexing her flesh as it tightened harder and firmer, and she laughed as the heavy fifty caliber shells merely tapped at her flesh and body armor before falling off.

Gritting her teeth as several of the annoying pokes pelted her face and neck, she shook off the shells and leapt at the copper, right past the news chopper and landed on the police helicopter.

"I said... STOP!" she roared at the gunner, ripping the weapon straight off its moorings while the pilot tried to control the chopper, tried to keep it aloft with the sudden increase of weight that nearly made the helicopter too heavy for its rotor.

But then Jennifer reached up and caught the propeller blade, breaking it off before she left off, soaring far and wide, turning acrobatically in a complex series of twists and turns before landing upon another far away building while the pilot and gunmen in the police chopper bailed out; the chopper screaming to the ground to explode far, far below.

She screamed at the news chopper now, and scampering around the building crawled rapidly down its opposite face and disappeared.

By the time the news chopper had swung around with its cameras, Jennifer had long since disappeared on the street level, knocking several cars out of the way and disturbing traffic before pounding through the street and into the subways below.

And then she was gone.

Nicholas walked home from the library. He was a simple college student plagued with a hypermetabolism, which has assailed him his entire life and cursed him with a frail, miniscule body that has earned him the dubious opportunity of being the target of bullies.

He thought that once he was out of high school that bullies would leave him alone, but he found that not only did they not leave him alone... They got worse.

He developed his brain, he was quite smart, an A-student, but sadly... He was still a virgin. Nearly thirty years old now, he had a horrid libido, and the desire to make love with a woman with such intent that his desire was nearing needs.

He was too proud - at least in his mind - to invest in some time with a hooker. He believed in nearly dead romantic assumptions... Such as you should love a woman in whom you sleep with... Possibly even marry them first...

Such thoughts were in his mind even as he headed home to his tiny little apartment, and such thoughts distracted him from the two bullies who were walking fast behind him to catch up with him.

Two jocks, either of which outweighed him by at least twice, and when they caught up with him, they first spun him around and the second grabbed him fiercely by the shirt front as he dropped all his books.

"Hey there, nicky-poo." the one who'd turned him around at him, and his friend reached into Nick's pocket, took out his wallet and began riffling through it for money.

"Five dollars? That's all you got is *five dollars?!'*" the first said and flung Nick's wallet right in his face so that it bounced off his nose.

"Please... That's all I have for the rest of the week." Nick pleaded as he watched the second pocket it.

"Correction," the first said. "It's all you *had* for the rest of the week. I mean... What are we supposed to do? We can barely buy icecream off this."

Nicholas said nothing.

"I think we should teach him a lesson! Teach him that he needs to carry more money." the first said, and holding his frail body aloft with one hand, he upped and punched Nicholas in the gut, and he gasped and was dropped on the ground, and began rolling as he tried to fill his lungs.

He then felt a boot to the head, and he closed his eyes tightly, gasping for air still as he now tried to protect his head.

"Look at him! He's gonna cry!" one of the two said, and they both laughed.

Nicholas had long ago resolved to never cry, not even the first time this had ever happened to him did he ever allow himself to cry. He would not cry. He simply stared at his enemies, and glared at them.

He couldn't fight back, he couldn't do anything to save himself. So he decided to glare defiantly at them.

And then he opened his eyes, and felt them widen in wonder as he saw something monstrous land quietly behind his tormentors.

It was female, with more tits than he'd ever seen in his life, some of them large enough and heavy enough to equal his own weight.

He gasped up at her, eyeing her massive cunt with the truly incredible labia as she squated down, and leaned in close to the two bullies.

"What are you staring at you little freak?" the first said.

Nicholas just continued to stare up at her.

"Hey!" the second said. "He asked you a question... What are you looking at?!"

"Me." the creature said right behind them, and they both turned and gasped, forgetting Nicholas immediately as they practically tripped over him to get away from her.

Before they could, she simply reached out and took hold of both of them.

"I don't like bullies." she said simply. "Bullies... Are weak. They are so weak that they must harm others and reduce them in order to make your own lives seem better. Your prey may seem weak, but no matter how far you reduce them, they still, always, and will forever remain greater than you."

"Ah!"

"Let us go!"

"Let you go? Like you let this young man go? Like you let him go, beaten, robbed, week after week?" she grit her teeth and closed her hands tightly around their bodies till they gasped for air. "I'll let you go." she said and rose to her full height, lifting them off the ground as she rose to her full height of over two stories. "I'll let you go all right....."

She took the first of the two and opened her mouth, licking his face, just before she lowered her head and ripped his shirt off with her sharp teeth, bearing his chest.

She then lifted her head again and inserted his head first into her mouth, her hand tearing off his shirt, his pants and belt right off his body as she slurped him down, then his shoes and socks, and tilting her head upward he descended into her throat. She swallowed, swallowed again, massaged her throat to help him down, and swallowed again, and the other bully heard him screaming inside her body as he descended.

Jennifer then turned to the other bully, and the bully began to struggle and try to free himself, but Jennifer crushed the air out of him so that he was near fainting, and then she peeled him like a banana, and mauling his feet first, he went in naked, dreading every last sick moment as Jennifer pulled him inside, teasing his groin with her tongue, sucking on his body, and then opening her mouth, she swallowed his head, swallowed, swallowed and swallowed again, and this time, Nicholas gasped as he heard the screams descending her throat.

Jennifer then lowered her head and smiled at Nicholas.

Nicholas became very afraid, and he scrambled to his feet and ran away, gasping, breathing hard as he ran across the street and into the park. When he looked back, the monster wasn't there, but when he looked back after crashing through some trees, he bumped face first into something fleshy and bounced back onto his back, a bit dizzy, and looking up, he scrambled backward, gasping, seeing that the monster had somehow moved before him.

He watched her descend, her breasts pressing against her thighs, her head lowering, her lips opening, and Nicholas raised his hand, preparing himself to die, to be consumed just like those other two, but then he felt a massive hand move his hand away, just before he felt a pair of lips against his forehead.

He blinked, and then with a gasp looked up at her as she withdrew, smiling kindly at him.

"Do not worry," she said softly. "You have no need to fear me. You are not evil."

"I...I... Who are you?" he asked at last.

"My name is unimportant, Nicholas," she said, and he managed:

"Hey, how did you...?" he began, wanting to know how she knew his name, but felt a long, thick finger against his lips.

"Shh..." she said. How I know is unimportant." she said, and she laid down, folding her many breasts over his body as she began to cress the whole of his chest with one of her hands.

Her body was supreme, muscular, feminine; ultimate in every shape and form, with a massive, swelling carapase on her back.

He looked at her cunt, he looked at her breasts, and licked his lips, and now that he realized that he was not in danger, he now began to enjoy the feeling of his groin swelling with the flow of blood building up his penis into a firm erection.

"I was very impressed with you, Nicholas. You were very strong to not run away from those bullies. Running away from me is understandable... Many people run away from me now." she said sadly. "But you stood up to those bullies.

"You are very strong, Nicholas. How would you like to have a body to match that strength? So that your inside and your outside are equal?"

Nicholas looked at her as she continued to paw at his chest. Maybe it was because all the blood in his brain was flowing to his groin, maybe it was because she smelled so nice, maybe it was because one of his many dreams was being pleased by a giantess with massive tits, but regardless, despite that a part of his brain said *'no,*' his mouth said:

"Yes."

Jennifer's clawed hand, which had thickened recently and was now sheathed on the end of each finger by a massive claw that closed about the whole of her finger tip, closed about his shirt; the sharp tips shredding open his shirt before she tore it off him.

Nicholas gasped as she leaned over and kissd his chest, and fingering the insides of his pants with two fingers of other hand, his groin lining allong those fingers, he felt his erection stiffen until it sucked the last of his brain power out, and Jennifer pulled back from kissing his chest and snapped both belt and zipper open by opening her hands.

Her claws shreddd his pants without harming his flesh, shredded his socks and shoes, and he lay there, quite naked as she licked his chest, smelled his face and hair, kissed his chest, kissed his slender and narrow belly, and then she opened her mouth, extended her tongue, and wrapped it about his dick.

Nicholas began breathing quickly as her tongue retracted, pulling his groin back in his mouth, and she sucked on his erection using only her lips, descended slightly and then sucked on both cock and balls.

He groaned, feeling his groin being cajoled and stiffened. He tried to hold back, thinking that releasing his batch inside her mouth would've been the type of bad form that would've gotten him eaten, and he held it back as long as he could... Till he could hold no more, and spasming, he growled out in his effort to hold back, before he ejected all of his stored and backed up jizz into her mouth.

To his surprise, Jen rose licking her lips and teeth, swallowing his genetic material, and he watched her as she rose up before her, spreading her legs, massaging her breasts, and watched as her back swelled and flared wider, hugging about her neck and sides as her neck and body lengthened, her clitoris swelling and pushing outward, throbbing juicily there for a few moments...

Her breasts swelled, the throbbing veins feeding her nipples pumping hard as her nipples swelled, and lowering her hands, she picked Nicholas up and began to turn him.

Nicholas saw himself being maneuvered toward her vivacious cunt, and as she pulled him inward, he holding onto his groin, he opened his mouth and returned her earlier favor and sucked on her clitoris, his mouth and chin being covered by her vaginal juices.

Jennifer sighed and groaned, and then purred before she pulled him off.

"Not right now." she smiled, and then pushed him forward again.

His head pressed against her thick vaginal mound, and he felt the velvety flesh of her womanhood as the lips spread about his head, and he held his breath as she pushed him inside.

Jen gasped and groaned, ejecting a wash over his body as she fingered his pelvis, felt his still stiff groin as she held him between the legs and pushed him further in.

Her vaginal lips spread open to swallow his neck, then to swallow his shoulders. She pushed him further in, and he didn't fight her as he was massaged on all sides by her vaginal muscles, pulled steadily inside her, probing deeper and deeper, till a lip in her bowels pushed over his chin, and with his feet still sticking out, he began to be sucked inside her womb.

Nicholas was already swallowing her water into his lungs to breathe, an umbilical chord forming and snaking to his middle as he entered her womb, turning, and she pushed his feet in and began to finger herself like she had with Elizabeth.

The feeling of another child in her womb made her feel ecstatic! She felt Nicholas pulled further and further inside, the walls of her womb thickening with blood, and Nicholas tucked in on himself inside her belly, a small lump that signified his form before her belly formed from his body.

Behind him, in her belly, the last of the remains of his bullies flooded into her.

Together... They began to grow...

Jennifer fondled her belly, feeling her newest child there.

Just like Elizabeth, she felt him absorbing power, felt him moving subtly inside her body as she crawled about on all fours, uprooting a tree and slowly eating it.

She needed some roughage.

There was a monster inside her, a beast, a feral beast that fed off the evils of mankind, to remove them forcibly from the world, their punishment to be eaten and digested, and their strength strained out of their bodies, the evil expunged, and the pure unmitigated power that existed in every living thing transformed into greater and greater power for Jennifer.

Horns were beginning to grow out of her head, with her ears grew long and tapering, hooded slightly as they projected directly backward from the back of her head.

Her throbbing veins continued to feed her body and her muscles, and occasionally, like a sudden upheaval of mountain building, her body would grow some, with her sex, her mamaries, her chest and back being predominant in her changes now.

Jennifer nibbled off all the leaves of a small oak, chewing on the bark like one would chew all the peanuts on the outside of a nut bar, before she ate the insides of the tree, bark and all.

The one tree was a natural ballance of all the evil she'd absorbed and yet expelled, and she was feeling it all building up inside her heart.

She had to rid herself of it somehow... But at present, she knew not how.

At the moment, she was peaceful, peacefully eating and consuming this wonderful tree that had given its life for her, she holding onto it with both hands while her pussy steadily swelled and thickened, pushing outward with her clitoris erecting and standing on end.

Her nipples bulged, her breasts heaved, and arching her back, the four primary orbs all parted from one another, revealing an enlarged red gem over her sternum before she hunched her shoulders again and continued eating.

Her tail had grown long enough to curve and wag, and it waved back and forth now as she squated on the ground. Her hands and feet had become covered with plates and scale, and she had long claws on all her digits.

Her back swelled suddenly, mutating and forming new creases as some of her scaled flesh suddenly began to tear open this way and that, and as she focused on the trunk of the tree, she began to tear out of her flesh.

Swallowing the last bite and belching lightly, she looked down at the tearing flesh over her tit, and like opening a robe, she knotted her hands inside the widening holes and began to strip.

It was a tantalizing thing to see this gracefull creature, so full in all her muscular glory and feminine perfection, to tear a thin layer of flesh off her body.

Her spikey hair, now like little quills, danced at the back of her head, making minute klacking sounds as it bounced and danced with her, and she took utmost effort to peel off all her flesh, revealing a brand new edge of scales that had moved furthur accross all her flesh.

Her muscles were hardening, her velvety flesh was as taught as soft leather, and she felt herself strong and beautiful.

So strange that that dream that had started all this was true...

Then if the dream was true, then that individual known as Drake was real.

As she thought this, the center of her chest pushed furthur outward as her now double-layered chest flared, rounded outward and then firmed up, tightening her tits at the same time.

But also as she considered this, she felt a subtle queezing between her legs, and rolling her back, her tail projecting between her legs, she fondled her sex as it clenched.

She smiled, recognizing the start of labor, and she rose to her feet, pawing at her breasts as she looked for a new place to go to give birth to her new child.

But no sooner had she risen than she felt something strike her shoulder, a solid explosion of force just before something detonated, and the power of that thrust her to the ground.

She gasped and gave out a yelp of fear and agony as she felt the burning on her shoulder, several scales blasted away, and her shoulder now a barbecued ruin.

She caught herself, looked over her shoulder at the wound, and heard a series of sounds that was like a spit ball being shot, only larger.

She looked up, saw the tiny dots, and lurched forward, her shoulder rapidly healing, but there were more explosions, the forces of which tore at her armored back, just before another stabbing explosion caught her at the small of her back.

She fell, holding her belly to protect it with her one good arm, and opening her golden eyes, gasped as she saw what was mistakenly the national guard... Armed with rockets and mortars and guns.

She growled at them, and rose to her feet, her body flexing, her muscles tightening, and opening her mouth, she roared at them, and heat poured from her mouth as if it were the exhaust of a blast furnace.

Her breasts tightened, her body swelled and the wounds on her back slowly healed. She drew back, and setting herself on all fours, she launched herself forward, charging at these new pests, even as they began to open fire with all sorts of heavy weaponry.

More mortar fire erupted all around her, peppering the area with explosions as she tried to dodge them, a rocket missed, but the second rocket hit her square in the chest, forcing her off balance and forcibly jiggling her primary and secondary tits about to where she skid to a halt.

She rocked and groaned, and then clenched her cunt tightly as a trickle of fluid slid from it... Nicholas was trying to be born!

She rose to her feet, shuddered and fell to her hands and knees, and then tensed again, and as her wounds continued to heal, heavier plates grew over her body. Her muscles thickened, her body grew long, her shoulders flaring and thickening, her neck growing longer, her head larger, and the bony plates everywhere grew.

She shook her head, shuddered as her whole body grew in every direction by several inches, and opening her eyes, she screamed at them, her eyes dilating wide, a blast of hot air burning over her teeth, and she charged again, this time being peppered by heavy machine guns.

They shot at her, their blasts becoming ineffectual as she strode up and with one sweeping back hand, threw half a dozen soldiers away.

Turning, she swung her leg forward in an expert socker kick, and she sent a whole transport truck hurtling away to explode dozens of yards away against a towering skyscraper, and turning, she screamed again, and the ends of the rifles and the machine guns firing at her melted shut before a misfiring bullet exploded each gun.

Then there was another explosion, and this time her water broke as the blast of a grenade struck her in the side.

She screamed again in pain, and flexed, her muscles bubbling thicker, her armor and scales broadening, her body tearing through her flesh again; all damage healing itself instantly now before she turned, holding a hand over her cunt to keep from giving birth.

She turned, saw another grenade being lobbed at her, and snatching it, she ate it, and swallowed it whole.

The soldiers cheered, thinking that would finish her off, and when the grenade went off, Jennifer screamed, the explosion ricocheting about inside her. She teetered, trying to hold her balance, reset her stance as she drew limp. Then she coughed, coughed a puff of smoke, and then she belched, and she belched a puff of fire.

She shook her head, swallowed, and opening her mouth she exhaled another scream, but this time instead of hot air, a stream of fire escaped her mouth, searing at the ground, melting asphalt, setting some of the soldiers on fire.

These were the ones who, thanks to their training, dropped to the ground and began to put themselves out, their squad mates helping them with jackets to smoulder the fires, but Jennifer then turned and began to breathe fire on all their equipment, consuming more grenades, rockets, bullets, melting weapons and vehicles, turning the street into a conflagration.

She then righted herself, standing amidst the fires, a hand still over her cunt as she looked about her, and doing a threatening thrust of her body toward the soldiers to make them all flinch, her breasts wobbling and jostling fiercely with the motion, she turned, kicked a fire hydrant open to send water showering over everything, and then she leapt away.

Jennifer knelt, rubbing her cunt, coaxing it now, her labia swelling, and with a moan she arched her body and pushed.

More of her water spilled out from her, and she felt the form slide from of Nicholas within her, pushed forward, and Nicholas was pushed into view, gasping for air. He was pushed again, Jennifer groaning in pleasure of his body moving from inside her body.

She had to find a quiet alleyway to give birth in, and had found a mattress that someone was throwing out, and bracing her weight against the walls and squatting over the mattress, she pushed again, and expelled Nicholas onto the mattress. Another push and she expelled the afterbirth.

Jennifer setteled backward, sniffing Nicholas's naked body before finding the afterbirth, and opening her mouth, she consumed that and bit it off at her child's body once again. Swallowing the afterbirth, she moved forward and began licking his body, licking his groin, and Nicholas, coughing up water, opened his eyes wide and then squeezed them shut, just before his cluster began to swell.

Nicholas groaned as he felt that prick extend, and Jen moved backward, giving it one final lick as the power she gave him began to flood into his muscles and bones.

His hands began to curl into the mattress, all the blood in his body flowing toward his phallus, his body warming up from head to toe as his arousal became final. That penis lengthened and hardened, steeling itself as the individual muscles thickened into ribs, the head flaring.

Nicholas grit his teeth as his penis hardened into a steely mass, with massive chords of his veins standing on end, throbbing and beating as his nads began to swell with backing up seed.

Jennifer pawed at him, feeling his heart pounding beneath her clawed finger tips, felt his body swelling, and she took immense pleasure at watching her baby growing right before her eyes.

His chest began to broaden, his shoulders flaring, his belly sinking beneath his ribs. Her thighs swelled, his arms thickening.

"Ah!" he groaned, and a hand of his slid to his phallus as it began to broaden, swelling thicker and thicker, pressing against the insides of his thighs as it extended.

He pushed his chest forward, his middle compressing, folding in two, then quarters, then eights, then sixteenths then twenty-fourths, the lats halving and then quartering, then into eighths and he groaned as his neck swelled, his adam's apple bobbing as it pushed outward, and his throat thickening.

Six feet-six, six feet-seven he grew, his muscles lancing beneath his flesh in every direction, bubbling outward, his form swelling, and that incredible hard on.

"AH! Ha-ha-ha-ha..." he groaned, pressing his legs together as they flared and creased, his body swelling bigger and bigger, and lowering herself, Jen kissed his phallus, sucking on its end as it flared wider, thickened, and lengthened.

Not even in a porn star's wildest dreams did anyone ever possess such a phallic wonder.

Nichols began stroking himself with his biceps enlarging and his triceps and forearms flaring. The wonderment his body was becoming was that of an olympian god!

His chest swallowed his collarbone, puffing outward before it immediately creased with definition, his nipples hardening subtly, and Jennifer oohed as she watched his twenty four abdominals puff outward one pair at a time. His muscular development was phenomenal, his ribs feathering one layer into the next, his back flaring wide to hug them, his back muscles bulging into impossible heights.

He became a machine, growing larger, his height surpassing seven feet, growing past seven and a half feet. He groaned as his body flared wider, his penis thickening larger than ever, and with a gasp, he felt the push of his seed thrusting into his cock, pushing rapidly up his shaft as his nads exhaled all his seed, thrusting it up his prick, and like a howitzer expelling its load, a stream of hard cum erupted from his erect cock, thrown up over his head, splattering against the alleyway a dozen feet over his body.

He gasped and moaned, some of his jizz splattering onto his chest. Jen bent downward and licked it off, massaging his body with her tongue, but he was gearing up for another spasm as his prick began to throb and pulsate, spasming up and down, repeatedly, and Jen lowered her head and opened her mouth, accepting another eruption of his creamy jizz as he erupted again with tremendous force.

He cried out again, and ejected again, and Jen lowered herself onto his massive cock and began to suck on it, tasting the fluids of her own insides on his cock as he kept releasing his spasmodic climaxes.

She had to swallow repeatedly as the muscle tensions slowed, and the cream that he erupted lessened, till finally she withdrew, and Nicholas groaned, holding his cock as it spasmed one last time against her face and she laughed for a moment, extending her tongue to lick her face off with one fell swoop while Nicholas's cock continued to drain over his wrist and abdomen.

"Oh... Oh... Oh..." he groaned, holding his still throbbing and mildly erect cock before Jen lowered her head and began to clean it off with her tongue.

When his cock stopped spasming, he began to droop, and he pushed himself upward, looking phenominally powerful, the tendons in his body loose as he moved far more gracefully than his masculine body should've allowed. And then he rose to his feet, and began to touch his body, feel the tight muscles and powerful form he'd become, the barrel of a chest the tight firm buttocks. He was a god!

And then he looked down, and cradled his penis that hung over his testies with both hands, and his features fell.

"Nicholas... What is it?" Jennifer asked, bending down to kiss his chest.

"I am... Quite pleased, at what you've done for me, but I am... It is my dream to find a woman to love, my lady... But this... This *thing...*" he said brandishing his penis which stiffened a little as he hefted its thick weight...

Even flacid, it was like a lieter bottle in thickness and in length.

"I am a virgin because of my desire to love a woman first before I sex her... But this... This will scare them away instead of them simply ignoring me.

"Forgive me... But at least before... I had a chance.

"What sort of woman has bowels large enough to hold this inside her... Especially when erect?"

Jennifer cradled her head on the backs of her hands while her weight was supported by her full and rounded tits.

She smiled at him.

Jennifer landed on an apartment building later in the evening... When no one would be around to see her.

She paused and shivered, and all her scales turned outward, grew several centimeters, glittered and then flattened again. Her body began to throb larger again, and she felt a layer of flesh tear open between her many boobs.

Nichols was cradled in one of her arms, nursing, his body growing steadily larger from her milk, before she pulled him off her tit and crawled down the side of a building along all the fire escapes. At one particular fire escape, she held onto the building with one hand and both feet, took a bedsheet off a clothes hanger between the buildings and handed it to Nicholas.

He wrapped his middle up to it, and, lifting a finger, she rapped on the window at the fire escape with one tallon encased fingertip.

Nicholas paused in wonder at how gentle a touch this creature must have to be able to rap on a window like that with such a large finger without breaking it, but before he could think any further on the idea, the window opened, and he saw... A goddss.

"Mother!" Elizabeth said, and quickly climbed out onto the fire escape.

Nicholas looked at her. He felt his heart pause a beat as he looked upon this white-maned goddess of strength and beauty. Her tits were enormous!

He felt that liter of a cock begin to stiffen beneath the blanket wrapped around his waist, and he backed away from her, not believing something so beautiful existed.

"Mother!" she greted again and hurried forward, her tits bouncing and wobbling beneath what looked like a doubled over and tied blanket.

Nicholas licked his lips as he saw the warm succulent mamary peaking out from underneath the blanket, and she was wearing white cotton panties that seemed to be a few sizes too small for her. The straps had been stretched high over her hips, with the front barely covering her powerful vaginal mound, which was already displaying a supple camel toe. The back flossed heavily into her muscular and rounded bottom, and he imagined, for a moment, laying against her, imagined sucking from those great rounded tits, leaning into her, and his phallus began to unsheathe and distend.

Jen moved to cling at the wall before her, and Nicholas watched this towering maiden move forward to hug her tit and kiss it, her breasts spreading against that one massive tit of Jen's.

"I had... I had thought..." The maiden began settling backward, arching her back so that her twin mamaries spread wide to stretch her blanket wrapped about her bust and underneath her arms.

"That you would never see me again?" Jen finished for her, and she trembled, her body thickening slightly, and lifting a massive hand, caressed the woman's face even she grew larger. "I would never leave you behind. You are my child now."

The woman hugged the monstrous woman again, and then Nicholas saw Jen move her eyes and then turned her head toward him.

The woman turned to see him, standing there bare chested and naked save for the blanket, with hard muscles and exotic features, with a long mid-back white hair.

Her lips pursed, and with a glance, Nicholas saw the camel toe enhancing, with her clitoris pushing outard to accent the double lipped expression of her womanhood.

I... Arroused her? Nicholas thought incredulously, and averted his eyes from her sex, finding himself now looking at her massive chest, and he averted his eyes again, forcing himself to look into her eyes and grinning sheepishly.

"Who... Who are you?" she asked.

Her voice... So beautiful! He thought.

"Elizabeth... This is Nicholas. Nicholas, this is my daughter... Elizabeth." Jen introduced them.

"I... I am honored." Nicholas managed, trying to bring himself up.

"I-is he like me, Mother?" Elizabeth asked.

"He is." Jennifer said, and she climbed upward a little, paused and looked down between her breasts at her two children as they saw the expanse of her womanhood in which they've both arrived and been reborn through. "Elizabeth... He is very unsure of himself. Pleae take care of him.

And then she climbed the rest of the way to the top of the building and disappeared.

It was an awkward moment for him.

"Do I call you brother?" she asked.

"I don't think so." Nicholas said. "We share one mother, but we still have the original mother and father who birthed us."

"Sounds like a good idea." she said and stepped forward, lifted a hand haltingly, paused, and then moved her hand further forward, and touched his tight abdominals.

"Ooo..." she breathed, and then smiled at him. "Why don't you come inside? I'm sure you're feeling cold out here in the night air."

Nicholas nodded as she took his hand and led him in through the window on the fire escape.

Rising, he looked around him, at the feminine apartment that Elizabeth had made to comfort herself.

"Are you hungry?" Elizabeth asked, looking back over her shoulder at him.

Nicholas looked toward her and paused. Her muscular back and broad shoulders were framed on either side by the swells of her tits. Her wide and rounded naked bottom, hidden only by a strip of white cotton, shown itself in all its beautiful glory. Her arms were thick and strong, toned and muscular, and aside from lack of a manhood and the addition of breasts, she must've been just as strong as he was!

Or close enough to it...

"I said are you hungry?" she smiled, and he shook his head, still hypnotized by her body.

"Hungry?" he repeated. "N-no... No... Not hungry."

"Would you like some tea then?"

"Sure..."

"Why don't you have a seat?" she said, and mesmerized by her, he sat down on her couch, listening to it creak beneath his weight as he watched her moving.

He was sure that she bent way over for the kettle, showing off the tilt and wobble of her breasts, and the swollen muff of her pussy between her thickened thighs.

It took all his self control to keep himself from popping a hard on in enjoying the sight of her.

She returned eventually after he enjoyed a good fifteen minutes of her walking about in the kitchen. She was so beautiful, so graceful, her form so perfect. He watched her removing a cup and a plate, boiling the water on a kettle, applying the tea packet before she returned, and sitting down beside him, she handed him the cup of tea with its plate.

"How does it feel for you?" she asked, sitting close by to where he could feel the press of her body against his. Despite that there was a layer of cloth between his thigh and hers, he felt an energetic warmth between he and her.

He looked down at her muscular thighs, the pair pressed together, with her chiseled abdominals leading into her crotch, and despite that she was wearing her panties, at that moment, he thought that she was naked save for the twin straps over either of her thighs.

"Very good." he said, and then blinked, looking up at her. "I've... Never felt this good before."

"Me too." she stirred a little coffee creamer into her tea, making a show of trying not to be interested, but her nipples - and what massive things - were standing on end at the ends of the great mounds of her tits. They were erect so much that the cloth of her hastily made shirt hung off of them instead of her breasts; creating a noticeable crease across both her breasts.

Then she looked at him and then leaned over to place her tea on the table, her breasts actually pressing against her knees as she did, before she turned slightly to face him, laying one arm against the back of the couch.

"So... What was your life before... Before you..."

"Were reborn?" he helped her. "Nothing interesting... A geek probably would be the best word for it. Bully fodder all my life. Mother Jen saved me... Saved me from being a grease stain for the upteenth time in my life. How 'bout you."

Elizabeth straightened suddenly, and Nicholas smiled at the look of her breasts wobbling, but then frowned at the look on her face.

"What's wrong?"

"I was just a weak girl." she said, folding her hands together in her lap, her breasts rising up over her bulging biceps. "I was a weak girl who just looked to be abused. Every guy that I ever met tried to take advantage of me. Finally, I met a guy who, since I didn't have anything else left, decided to take the last thing I thought no one was ever able to take."

Nicholas was silent for a moment, and then said: "He tried to rape you." He stated.

Elizabeth's eyes sparkled momentarily before tears finally fell from her eyes.

"He almost succeeded, and I would've been reduced to nothing more than a statistic."

Nicholas then covered her hand where it rested on the back of the couch and gave it a squeeze.

"And that was when Jen took you." he said, and she nodded.

"I think you look very beautiful." he said, and then blinked, not believing he'd just blurted that out, and Elizabeth blushed, smiling at him.

She did take her hand from underneath his but it was to pick up her cooling tea.

"Thank you." she said and took a sip, turning to him.

She smiled at him, he smiled at her, and then they began to lean toward one another. Nicholas felt her tit press against his massively thick arm, felt his body tense, felt his heart beating faster and faster, and he began to move his head as she did, his lips puckering... And then he felt hot tea spill all down his chest.

"Yeeowch!" he gasped, hissing as all that hot liquid poured down his body and over his blankets.

"Oh I'm sorry! I'm sorry! I'm sorry!" she said, and rushed off, putting down her tea and picking up a towel, she rushed back over to him as he brushed some of the hot liquids off.

"It's all right, really it is." he said as she began to dab at his chest, pawing at him.

"Oh I'm so sorry. I'm such a klutz!" she cooed as she bent against him, but he felt this... Rather pleasing.

Her massive mamaries pressed against his body, as she pawed at him, wiping the fluids off his body, and he felt the blood in his body rushing, felt his nads swelling, felt his shaft growing warm, and then hot. And then she looked up at him, and he felt the throbbing of her breasts with her heartbeat as her nipples hardened like rocks against his shoulders, and then forgetting wiping him off, she straddled him, and finally they did kiss.

It was the most passionate moment he'd ever yet had in his life, having this beautiful woman against him, feeling all her strength, feeling her throbbing heart as she pressed even closer... And closer still!!

She opened her mouth, breathing his same air as he caressed her throat, and leaving her mouth open, she extended her tongue, and slipped it into his mouth, kissing him again, twisting her tongue to lick his.

When she withdrew, feeling his hand about her waist, she was breathing harder and harder, and then she gave a gasp and a cry of alarm, and settled backward, and she stood up for a moment, half crouched, as the tent he was pitching caught on the mound of her sex.

"H-holy!" she gasped, and standing up the rest of the way, she saw it flip to his abdomen, the thing continuing to grow.

Nicholas was mortified as he watched it contig to swell and grow, the bulge growing and growing, curving outward.

"I am... Truly sorry." he said as it moved passed his navel and continued to climb. "It has a mind of its own."

Elizabeth knelt slowly before him, and she reached out and touched it, and Nicholas's hands gripped the back of the couch as his shaft stiffened with that touch.

It was the first time that someone other than himself had ever touched his cock, and this... Was a beautiful goddess of a woman. His erection immediately stiffened as hard as it could possibly go, swelling so hard against his inner thighs that it pressed his legs open.

"M-may I see?" she asked.

Nicholas had never been asked such a thing, but he found himself nodding.

Elizabeth reached and untied the hastily made knot at his waist. Pushing open the sides of the blanket, she gasped at the size of his growing phallus, as wide as his pelvis, over a foot long, it was a monstrous thing.

"Yeah... What a horrible thing." he said quietly as he laid there naked before her.

"Horrid?" she asked.

Nicholas sighed in humor. "I have all this strength and handsome demeanor, but what woman could ever take such a thing and not be split in half?"

Elizabeth felt it again, her hand sliding up toward the scar of his circumcision, and he involuntarily stiffened again. Then she looked up at him, and slowly rose to her feet. She moved his legs and had him lay down, and reaching over, pushed the back of the couch back, and immediately it became a bed.

"Elizabeth... What..." Nicholas began, but Elizabeth climbed up onto the bed with him, and straddled both his legs.

She didn't utter a single word but merely lifted her hands to her wrap about her breasts, and opened it up for him.

He stared up at her as she dropped the folded cloth onto the floor before she moved over him, pressing against him, and taking his hand and placed it on her tit and gave it a squeeze.

"Mother must've made you like you are for reason. I'd been feeling sad, lately, that despite how beautiful I'd become I... Well... like you, all my muscles had increased several hundred fold.

"And... I found, as I pleased myself, that my... Feminine hygiene products... Couldn't manage a single pass between my thighs. My vibrator shattered - I had a time pulling the pieces of plastic out, I took too much pleasure in the matter - and my stainless steel dildo twisted up into a heap."

She reached beneath the couch/bed and pulled up a metal shaft that'd been twisted and bent in alarming ways.

"I didn't even orgasm..." she said and then pressed her head against his.

"And so... We were literally built for one another." Nicholas added, feeling his penis stiffen solidly along all her abdominals.

"I'm... Willing to think so... If you are." she said, and she bent downward and kissed him.

Nicholas cupped her face as they kissed, and she settled forward, hugging his sides with her legs as they did, heaving forward so that her massive mamaries pressed against the top of his chest, her long nipples, three inches apiece, extended into nibs at the ends. She sat on his groin, and he felt her panties rapidly growing moist, dribbling a sticky slick over his cock as she began to rub her sex against it; her hard nib of a clitoris rubbing along his epididimus.

He stiffened harder still, his penis pushing against the base of one of her breasts as she curled over him.

And then she groaned, and rising, she arched her back, pawing and clawing at her chest with her fingers and fingernails.

"My god... You're beautiful." Nicholas said.

"Thank you." she smiled back at him, and she arched her body in the other direction, hunching her shoulders, and allowing her massive tits to hang heavily against her chest.

Reaching down, she took her panties and feathered her fingers to either side of the triangular wedge covering her sex. She pulled on it upward till the cloth wedged in between the thick lips of her vaginal mound, and then she pulled it up hard with a jerk and it snapped three times in rapid succession as first the crotch and then both straps snapped open.

She was naked now, as he was, and she settled backward, rubbing her breasts against his phallus, pulling it in between her breasts, and Nicholas realized that though he was a virgin, she was not. She had experience, and she was using it now for him.

She opened up her mouth as she drew his phallus between her breasts, her mouth opening and she began to suck on him.

Nicholas groaned, his fingers gripping the bed fiercely as she sucked and sucked, pushing her tongue against his P-hole, pushing it inside a little, just before she drew out a priming charge of his hot seed.

He felt his nads against her body, felt them swelling, felt his penis extending, and she drew back with it, her body sweating now and creating a slick movement for his penis as she sucked on his end, drawing it upward, giving him a hand job, drinking more of his cum, and lifting her head as a dribble of his seed spilled over from him against her breasts, she swallowed heavily, her muscles straining.

"Now... Let's find out if we really were made for one another." she mused, and she drew his penis backward, straining it, and he arched his back against the mild discomfort of it all.

But she angled her body, spread her legs further open, and Nicholas lifted his head, and watched as she pressed his phallus against her sopping wet pussy. And then she pushed forward, her vaginal lips spreading about the head of his prick her vaginal lips pinching about the head of his phallus, and then she crawled forward, and he ascended into her, her muscles tightening about him, clamping him hard every few inches, and she gasped, throwing her head back as she slid down onto him.

Her juices dribbled from her cunt down the length of his shaft, sliding over his abdominals, over his nads, and she rubbed her belly, cumming more in a slosh that spilled from her, making the moisture in her body slick.

She massaged her belly as it pushed outward, and she gasped, grinding his hips with her cunt, the twin lips of her womanhood spread open into a wide O-shape, and Nicholas groaned as he involuntarily thrust into her. The muscles of his penis had hardened so much, that they were keeping the cum from escaping, and despite that he was already orgasming, it wasn't stopping.

"Oh God!" she groaned, her body rising and lowering on Nicholas as he flexed and rocked with her.

He rose up to her, kissing the insides of her breasts, taking hold of both her erect nipples in both hands, fondling them both, feeling and carousing them, and taking hold of one of her nipples, he inserted it into his mouth, losing control of himself as he made love for the first time in his life.

And then she massaged her tit, and she creamed into his mouth, her milk sliding from her other breast to drip onto his back and shoulder and down his chest, creating a slick creamy moisture between them both while his free hand milked her other nipple in his mouth and caused it to eject her milk onto his body.

"Oh! Oh! Oh!" she gasped, throwing her head backward, her abdominal muscles clenching tightly about his manhood. "The penetration! The thickness!" she cried out as he gyrated into her, and pulling his head off her tit as she began to leak milk with her every heart beat against him, his hands rubbing the cream into the flesh of her breasts and front, he groaned as she orgasmed.

"The muscles, the... Ugh! The power!" He groaned and pushed deeper into her, his prick swelling thicker and thicker, growing larger as she arched her back and flexed her body, feeling all her burning power amidst the feel of her new body orgasming repeatedly.

"Ah!" they both cried, and Elizabeth slowly rose, gritting her teeth as she did, feeling her cunt burning as it stretched about his cock, and once she'd pushed off him, she settled backward, rubbing her pussy as her breasts continued to leak their milk.

"I-I can't believe we just did that," she moaned, and then her eyes widened, seeing that his erection was still angled toward her. "A-and you're still hard?! I... I thought I felt you orgasm earlier!"

"I d-did." he admitted, groaning, leaning forward and holding onto his erect cock. "But nothing came out. I don't think I'm finished..."

"Y-you're not finished?!" Elizabeth gasped, and then her smile returned and then broadened impishly. "You still need to be satisfied? You *were* made for me... Most men I date don't last past five minutes. We've been going for fifteen!!"

"So what do we do?" Nicholas groaned, feeling his prick throbbing heavily now with its exertion to erupt his juices, and Elizabeth crawled over him, his tip sliding along her abdominals as she pressed her crotch against his groin.

He felt some of her juices leaking from her cunt onto his cluster.

"Then we keep loving... We need to get you to cum, my dearest heart... Elsewise you'll suffer from perpetual blue balls." she bent down to kiss him, and then crawled backward and kissed his throat, holding her breasts to spray her milk over his body, and she kissed and licked that milk free, covering his penis with more of it before bouncing, and her breasts hefted wobbled, rebounded against each other and then her chest and then settled, spraying milk all over the place.

She then began to lick his prick clean of all her juices mixed with her milk, getting to the top and sucking on the head of his cock again, and getting another mouthful of his seed which she swallowed.

"Still no go?" she asked, and he shook his head vigorously.

His prick had become beet red with all the blood swelling into it, and it was a foot and a half long, eight inches wide, and hardening still!

Elizabeth sucked hard one last time, swallowing one final minute slick before she rose, licked her teeth clean and then kissed him again, turned so that she was laying against him and pulled his shaft between her legs, feeling him throbbing harder as his hands reached beneath her to hold her.

"No... Not there." she said alluringly, and took his hands from around her waist and placed them upon her tits. "Here."

She then squeezed her legs about his thick phallus and taking both hands she began to caress him up and down, and Nicholas became her slave at that moment... Anything to relieve the strain. But her cajoling hands did little more than to get him to grow larger still.

Elizabeth tried her hardest, and after a few minutes of still no climax, she slid backward, arched her hips as she positioned his head to insert itself inside her pussy again, and as she rocked on his groin she took hold of his swollen nads and began to massage them, rolling her hips as his cock slid into her reverse style, her rounded behind facing him with her massive back. She felt him massaging her back, and

unlike Kyle, one of her old boyfriends, who wanted to screw her in the ass so much that she thought she'd never sit right, Nicholas made no move to stick things up in her rear.

She smiled, and made cooing sounds as she pushed herself and worked his shaft, trying to get him to climax into her. In her hands and in her womanhood his manhood only continued to mature, growing heavier and harder, pushing deeper into her body, deeper than she thought was possible, but apparently her body was simply moving around that thrusting erection.

His power throbbed up inside her, and she felt as if he orgasmed at last inside her as it gave several rapid dry heaves like a howitzer going off, and she turned to him and he shook his head again, still gritting her teeth.

She coaxed him to rise with her as she knelt on hands and knees, and he began to pound her.

She heard him grunting as she laid against her massive mamaries, her eyes rolling up inside her head as she orgasmed again, not remembering ever having orgasmed so many times in a single hour, let alone a single night.

She groaned, feeling her cum dripping off her clit while that hard and heavy shaft of his pushed in and out.

She reached between her spread open legs, playing with his sack as he thrust into her, cooing and sighing with the feelings he was wringing from her pussy as he churned her, thrust in and out, in and out, over and over.

"It's no use." he groaned... "I'm just too tense." and he pulled out of her with a wetslurp, and she leaked a few cups of cum onto her couch/bed with a gsp before her cunt tightened shut.

Nicholas flopped onto his back, and held his prick in wonder. It was throbbing repeatedly, trying to climax, and it was truly, truly maddening for him to feel a repeating orgasm like that. His cheeks were flushed, his chest was flushed, his nipples were hard and his erection was the largest she'd ever seen.

"Too tense? Perhaps it's because you are too tense that you can't." she practically purred and then moved to lay against his side, playing with it as she hugged his side and wrapped one of her thick powerful legs over it.

"Maybe you're too nervous... Is this your first time."

He stared at her, wanting to lie, but finally he nodded.

"That's why I felt you begin this throbbing thing so early... It's like a cock ring... The muscles are so big and so tight that they're pinching the tube closed."

Nicholas smiled at her, and then looked down at her chest and groaned as his prick rehardened again.

"Oh... I can't believe it! You're so beautiful I can't think of anything else."

"Then perhaps... You need something more gentle." she suggested, and again she moved against him, and pulled his shaft against her pussy, and she slid down onto him again.

"Now... just try to relax." she said, and began to simply slid up and down on him, trying to not to squeeze him. Reaching between their legs, she helped rub him, sliding her fingers and fingernails allong it.

She turned her head, rubbing her hair against his body, sliding her breasts against his chest, feeling him swell as he loosened.

And then Nicholas gasped, and she felt him begin to throb again, and with success, she rocked backward, pushing one last time down on him, and at long last, he orgasmed!

"Now that wasn't... Wasn't... Was... Ah... Ah! AHHHHH!!!" she cried as his penis suddenly swelled and loosened, filling her up with a soft mass, hardening, erecting, bulging harder and harder.

It pushed up right against her vaginal walls, throbbing, throbbing harder and harder, enticing her far better than intercourse ever did, and then she felt a dull thud inside her body, and a syrupy white liquid flooded from inside her. There was another thud, and another thud, and every time he climaxed, he thrust deep into her, and she orgasmed herself, her vaginal muscles clenching tightly, wringing all that heavy cum from his body as it pooled over his abdominals, over his thighs, exploding repeatedly inside her body.

"Ahhhhhhhhhhhhhhhhhhhhhhhhhh-Haaaaaaaaaaaaaaaaaaaaaaaaaaaaa!" she cried out, her breasts suddenly swelling, ejecting cream all over him, and he grasped one of her tits, holding the enlarging nipple, and opened his mouth, guzzling her cream as they both became very, very sticky.

"It's not stopping!" he groaned, pausing amidst uzzling her milk, exploding inside her over and over, and a low explosion of force echoed inside her bowels each time his cock slammed backward like a howitzer.

Elizabeth was orgasming about his cock, and she swooned, spreading her legs wide as the explosions continued. Nicholas moved and leaned into her, humping that pussy, thrusting, heaving, becoming like an animal as he gasped and growled, feeling his penis doing things inside her cunt that defied logic. He lost his identity to the pleasure, and became like an animal. Elizabeth lost herself in the pleasure soon after, moaning like a beast in heat as her tits were grasped, her milk ejecting into Nicholas's palms.

His vigorous thrustings became to enthusiastic as he slid out of her, and suddenly his dick was erupting his spoooge all over her body, over her pussy, over her anus, over her thighs... All over her abs, ribs and tits, and sliding forward with a slick sound, he thrust his cock between her breasts, continually erupting his cum between her breasts as he grasped her head and bent downward to kiss her gaspingly.

His firm, hard gnads began to deflate, his cum pushing out between the cracks of her breasts, pouring over her neck and ejecting occasionally against the base of her throat, and once they were done kissing, she bent her head and found his cock, pressed her breasts together and began to suck and swallow, suck and swallow repeatedly, and continued to down his viscous cum till he finally began to deflate.

Even when he'd fully deflated, she was still sucking on it, allowing her breasts to flop open, her nipples still hard as Nicholas began to reclaim his identity.

"Not... Even in my wildest dreams, did I ever think that my first time would feel like that." he gasped, and with a dry lurch, one final expulsion of cum splattered against her face.

"I never thought..." she gasped, kissing his still thick phallic head. "It could *ever* be like that."

Nicholas slid onto her body, embracing her. "Oh..." Nichols said. "Just let me rest here... Jsut for a little bit."

"Rest as long as you want." Elizabeth cooed, feeling the thickness of his manhood over her womanhood. They *were* made for each other. "Rest as long as you want..."

Chapter Seven: Power Overwhelming

Jennifer strode purposefully across the park. She was a thing that should be hard to miss, but nonetheless, she managed to hide from everyone while she changed.

She smiled, feeling her pussy thickening and hardening as she felt her children experiencing their first super powered climax with one another.

Jennifer began to feel herself changing again, and she slid her hands along her abdominals, which had become thick and heavy with muscle.

She stood there, feeling the thickened pad of muscle between her thighs bulge and jut out even more.

Her back tensed, her back having changed and mutated multiple times from a series of overlapping mounds to twin masses of folded muscle and bone, forming a great N and a reverse N on the other side, with a thick spinal mound sliding down her back. The muscles here tensed, and there were multiple layers of power and force there.

She felt her muscles there thickening, segmenting, detaching and realigning.

Jen murred, feeling more fluids sliding from inside her down along the insides of her thighs as she looked about her.

Her humanity was rapidly slipping from her, there was so little of it left.

Her tail now nearly touched the ground, she could walk on all fours if necessary. Her chest and back thrust further and further outward, her muscle systems were imperiously and impossibly massive. Her spines were beginning to grow out of her flesh and sharpening as they followed her back, tail and body joints, and her buttocks was swollen to support a pair of thighs that were swollen bulges of sheer power. Now at eighteen feet, Jennifer had no physical peer.

She felt as if there was no possible match for her strength in either beast or machine.

She felt... Positively powerful.

Lifting her hands to the great orbs of her breasts, she began to carouse and play with her tits, feeling her vaginal muscles clenching, and she coaxed her nipples to extend, tried to flex herself into a new transformation, tightening her body, feeling her power grow. She flexed her arms, brought them both up to either side of her head, her body flexing her chest swelling her thighs flaring, her calves and forearms bulging, her tits inflating till they pressed up beneath her chin.

She felt her milk sloshing inside her breasts, felt her power swelling felt her veins and arteries throbbing, pleasing her, enticing her, pulsating beneath her hard armor, and she began to gain a hard on from her womanly clitoris, which at present, was larger than most men's penises if a man was as tall as her.

She wasn't becoming a hermaphrodite... That part of her body was remaining unchanged, but her womanly whiles and abilities were growing and growing faster than her body was it felt. The sheer, unmitigated sexual power was intense... And, as she felt her physical power mounting, climbing to new heights, her back swelling, hardening, filling, thickening... She felt her belly gurgle.

Her back was nearly about to segment, she felt it close to erupting, but... She needed to feed.

She stepped closer to a stand of trees and ran her fingers along it, but that wasn't what she was hungry for. She looked to the rocks, she looked at an automobile, she looked at a couple people who were in the park who were oblivious to her, but she wasn't hungry for them either.

Or perhaps they just weren't evil people...

She needed something else, and with a tremendous leap, she rocketed upward and landed on a building, leapt again and landed on a higher building, leapt again and landed on the highest point in the city, her breasts all jiggling as they settled as her tail lashed briefly and then hekd onto the spire she was hanging from.

She began looking around for some kind of food, knowing that she was in full sight of everyone, and there were people pointing at her.

Way up high, her body swelling and thickening briefly, she finally spied her meal, and licking her lips, she leapt again, sailing over a series of buildings, landing on a smaller one, her weight collapsing the roof before she leapt again, and she sailed out of the city, twisting and flipping in an acrobatic dream and landed miles away in the suburbs.

There she shook her head, her bristly mane shaking about her head, and she began to walk, stepping around houses and cars, walking slowly up the street to the power plant.

Jennifer roared at a group of police who'd barred the way to the power station.

They were shooting at her, they were scared and confused, they posed her no harm, and none of them were evil. But they were hurting her.

Grenades and fully automatic weaponry with armor piercing rounds, and a couple of snipers who were pelting her face with fifty callibur rounds. The pain was like being punched in the head.

"Stop it!!!" she screamed, and opening her mouth she blew a blast of fire at them that exploded two cars.

She ran at them through her fire, the flames cooking off the sweat off her body, but doing nothing to harm her. She found the snipers, took both their guns and snapped them in half, throwing them away before screaming at them. Then she felt an explosion on her back, and as her anger flared, she felt her face change, her horns lengthening, the bulge in the center of her forehead swelling till it began to break through her skin. Then she turned, even as a new gem broke open out of her skull, a great red thing that, she felt herself blinking through, just before an eye opened behind the crystal as it opened.

She felt new, stranger muscles forming all about her body as that eye opened, and she felt her power increasing exponentially.

She felt another explosion blast against her body, and she used these new muscles to disperse the energy of the blast so that it hurt less... Like a shivering motion to deflect it all.

She lifted her hand and flexed her new muscles again and all their weapons flew out of their hands and landed in a pile before her.

She stood over them, her tail lashing, her body swelling as she grew taller, her rage feeding more and more of her power, her muscles growing steadily as she grew noticeably taller and more massive.

She opened her mouth and flames flared through her teeth as she growled at the police... They all began to run.

She then bent downward, and opening her hands, began to remove all the explosives, and began to consume them.

Bullets, grenades and mortar rounds... Even a bazooka round or two. She swallowed them all, feeling them explode minutely inside her bowels, and she absorbed the fire. And once she was done consuming the fire... She stood, sucked in a deep breath of air, her lungs swelling, her chest flaring, and when she exhaled, her breath erupted from her in a scream that expelled a pillar of flame into the air a hundred feet high, burning with the hot, fierce intensity of white phosphorus in the center, igniting the air around it into red and yellow flames.

She continued to roar as the flames lessened, and then she tensed, feeling her power grow even more.

And then she snarled, turning toward the power plant, and with nothing to stop her now, she continued on her way.

Elizabeth and Nicholas stood in Elizabeth's cramped shower with one another. It was the longest that either of them have remained naked consecutively for so long. They'd washed one another clean of last night's torrid sexual explorations, and now the pair of them were codling underneath the spray of the hot waters.

Nicholas embraced his new lover, feeling the press of her arms as he kissed her, feeling her massive breasts against his bulging biceps, felt her firm body against his, and as he dipped his head to kiss her tit, he began to unsheath. Elizabeth held his head, combing his hair backward, but then she gasped as she felt the head of his cock pressing against her pussy, and she smiled at him as the head of his cock thickened and her pussy swelled around its head, pushing the lips of her cunt apart, and began to extend into her.

Lifting her leg she wrapped it about his and pushed forward, her bowels taking more and more of him inside her, and she bit her lower lip as he extended deeper, deeper, and with a thrust he pushed himself to the hilt, lifting her up onto her toes as he grasped her rear, spreading her butt cheeks apart and pushing even deeper.

Elizabeth began to cream, cumming hard as she orgasmed and clenched tightly about his phallus with her vaginal muscles, and she felt him spasming inside her, the throbbing thickening fully against her vaginal walls, pushing her insides apart, his veins throbbing, his steely erection hardening as he cradled the whole of her body by holding onto her bottom.

He thrust, and plunged, and then he erupted into her. With a dull explosion inside her body as they turned and wrestled with one another, she felt a load of his cum thrust into her so heavily that it began to slosh inside her bowels and drip out the sides of her pussy, which was even now swelling further and further open.

"I love you..." he said, nuzzling her chest, burrying his face into her bosom, and she hugged his head to her.

"I-I love you too." she managed at last, and then moaned heartily as he plunged deeper into her, thickening, pushing her pussy lips apart.

Elizabeth flattened herself against the two walls of the shower, her chest heaving as the muscles in her chest tensed, compressing the glands of her breasts, erupting twin gouts of milk all over his chest, and he pulled out of her, fastening himself upon one of those breasts, his cock erecting harder as he held it, masturbated with one hand and sucked on her tit with the other.

Then with a titanic eruption, he exploded again, and a steady stream of cum lanced from his cock, splattering all over her body, over the bases of her breasts, spraying about her as he re-aimed it toward her cunt.

It sprayed all over her thickened labia, all over her thighs, a steady constant stream as he orgasmed and engorged on her milk.

Elizabeth moaned and took hold of his cock and pulled it inside her, and the jet of milky cum poured inside her, filling her up, splattering from within her, and they traded sides, she mashing her sticky breasts up against his chest and humping him, trying to get as much as his milky cream as possible into her.

And then they both pulled back, all so long as to look at one another while Nicholas continued to explode repeatedly inside Elizabeth's cunt.

They looked at one another, they fell in love... And then they kissed.

Jennifer reached a pressure door, and lifting one hand, she tore the hinge off, then the lock, and bending down tore the other hinge off. She slid her hands in along the edges of the door as if she were crinkling tin foil, folding the metal walls open further to allow her access.

She pulled it right out of a concrete wall and scrunched the door tight, tossing it aside to reveal the turbines that were creating the power for a good portion of the city, and she felt her body tense, her labia clenching as she stepped lithely forward, her hands paying at her belly as her breasts bounced with each step.

There were workers everywhere running away from her as she approached two of the turbines. Her hands lifted to the crackling towers of a pair of tesla pillars, and gasping as an orgasm hit her, she reached out and took hold of them, her body becoming bathed in electrical charge from head to toe, and she screamed!

But her scream wasn't a scream of agony or pain, but a scream of pleasure!

Cum came dripping out of her vaginal mound as she held onto the towers, electrical lightning cascading across her nipples as they erected, becoming tesla towers themselves, and she found that her hunger was being sated!

She bent forward, and put her mouth over the top of one of the towers as if she were drinking the electricity, and she felt every neuron, every cell, every fiber of her being strengthening.

Her heart throbbed and pumped, spreading throughout her body, and a layer of flesh began to burn off her bodice as she began to grow, shredding out of her flesh and swelling, her power growing, and the excss... She absorbed into herself.

She screamed her pleasure again and pulled one of the towers downward and slid it into her cunt, and she felt the powerful electrical charge sparking about her cunt, and deep inside her, she began to feel the

monster that was pushing its way outward grow, stretching her once human flesh, another layer of her flesh peeling away to reveal more of that monster as her flesh was stretched, ripped, opened and torn, and she screamed and orgasmed about the power being sucked in by her pussy.

And she liked it.

More cum lanced from her in jets that spilled over the electrical towers, and she began to hump the one as she bent her head to drink from the other.

She flexed, felt the burning of her muscles growing, and she continued to grow, her spine turning outward, her bones thickening, forming plates as they overlapped, her insides rearranging, writhing, churning as she grew thicker and larger, her might increasing exponentially it felt.

She was a goddess of power.

All around her as she fed and drew her pleasure, the whole of the city began to loose power... With lights flickering, brown outs happening everywhere.

This city was dying, only to give birth and empower their new goddess.

Elizabeth lit another of her candles to cover the darkness from the brownout as she walked naked about her apartment, and had finished lighting the last of them when she was embraced from behind.

Nicholas was doing a very dangerous thing in her mind, and that was fall in love with the first woman he banged. But... She and he were two of a kind.

She had a pussy so tight that not even a solid rod of steel could pierce it and survive, and he had a cock that was so thick and powerful it would split a normal woman in half. Even now it was thickening against the crack between the rounded cheeks of her rear. As he bent down to kiss her thick neck, one of his hands lowered to cup her crotch and the other lifted to brace her tit and heft it upward.

He did have a touch upon her womanhood that no other man has ever had, and when she turned to face him, and she saw him smile at her, and went to cup her face.

He was also naked, and as she pressed up against him, she felt her nipples hardening, felt her clitoris lifting a flap of flesh between the lips of her labia to spread the opening of her vaginal mound.

She pushed him backward until his legs bumped against the bed and he fell backward, and she immediately slid forward to sit on his lap.

Reaching down between her muscular legs, she began to massage his phallus, stroking it forward and backward, getting it to thicken.

He puffed out his chest and traced the lines of her thick forearms and muscles, and when he was ready, she pulled back his erection, got it to stiffen harder as she slid backward and pressed it against her abs, bent then and kissed the top and sucked on the end to moisten the tip, then rising, she sat upon his erection, and let it slide inside her.

She began to make love with him, and thought, mentally, *finally, a good man.*

Chapter Eight: Vengeance

Jennifer bent over herself, squatting as sparks of electricity cut at her body.

"Hur... Hur... Hur..." she panted, and spread her legs wide to press her sex firmly against the ground as she began to hump the floor with her impressively massive vaginal mound.

Her clitoris erected, standing on end as she began to cum a surupy cum, her pussy throbbing as it swelled, her thick bulging clit reddening as she opened her mouth and static electricity snapped and hissed across all her teeth.

She was having difficulty absorbing all that energy, and it snapped and hissed against her, her breasts swelling, engorging, her nipples erecting into massive six inch things that ended in thick nibs at the end, the areola swelling.

She moaned low in her throat, cumming hard again, a five second jet of her cream erupting between her legs as she grew larger yet, nearing thirty feet now as her tail thickened and lengthened. Her thighs were positively bulging to monstrous proportions, as were her shoulders, and arching her back, she groaned as her pectorals and back bulged, barrelling her whole body, with a section along her ribs bulging outward to support all her breasts, with her belly growing heavy laden with large bulging tits.

Twenty four mamaries swelled with a straining of flesh, her skin tearing open yet again, her forearms bulging larger, and as she opened her mouth, her nose and jaw pushed outward, her teeth growing in number, a second row forming, and she licked her teeth as a cascade of energy slid up and down her body, erupting between her vaginal mound and her nipples.

Her back began to bulge in odd places, and she flexed it, and it writhed and jumbled this way and that, spines tearing out of her shoulders and the sides of her body. She strained her back, and she felt... Things... Stretching the flesh there, but they were hewed in.

She breathed inward, sucking in air, smoke billowing between her teeth and out of her nostrils as her horns and body scales thickened, moving deeper toward her belly and covering the whole of her back, she reached between her thighs and began to fondle herself, dipped a pair of fingers in between her labia, moaning again as she came all over her fingers, and crying outward, a static charge erupted in her mouth and a billowing of fire erupted from it that lanced straight up into the air, struck the ceiling and melted it. The fire was so hot, comingled with sparkling electricity, that as she screamed, she cut a huge swath in the ceiling and nearest wall, collapsing it.

She groaned and came hard, her body transforming, her scales growing into plates, her plates growing into sheathes, and her sheathes into carapase.

She rose to her feet, feeling her body changing as she continued to finger herself, continued to cum, feeling her needs growing for sexual release.

She stumbled forward, groaning, and lifting a hand, she flexed her unseen muscles, and the wall before her collapsed inward, and as she stepped outward, twitching, growing thicker and taller, more flecks of her flesh tearing off her and fluttering away.

Her mane of frost white bristles decorated her head as her chest heaved, and then as she stood in the growing light of dawn, she found herself growing heavy with goosebumps, her clitoris throbbing, thumping, pulsating, and she creamed, and the cum slipped from her down her inner thigh while she stood on her toes.

And then there was a flash of lights beamed on her, and she looked before her at all the military units arrayed before her. Missiles and heavy machines, massive cannons, tanks, helicopters, and with a roar, she looked up and saw jets.

"Freeze!" a man's voice came from over a loudspeaker. "You will have no more warnings! You have destroyed and pillaged this city. You will surrender, or you will be terminated.

"Now lie down and we shall take you into custody!"

Jennifer licked her lips, looking about her, and immediately, her eyes fell upon several individuals in the ranks. She knew not why, but seeing them angered her. All the others missed her attentions, but she grew angry at them.

She bent over, ballancing upon her toes with her tail lashing behind her while her breasts heaved and wobbled; her massive back writhing as she opened her hands and spread her arms to either side of her. She hissed an inhale and exhaled a scream that spewed out a jet of hot air that rose steam and vapor from her mouth, and when she stopped, her saliva dripped to the ground like acid.

She charged forward then as she heard a voice say "OPEN FIRE!!"

Heavy rounds pelted her body, poking at her, angering her as she grew thicker and larger because of it, and reaching out, she picked up the first of the men in whom she'd seen earlier. She shook him, feeling the evil, and she leapt, landing next to another, a colonel, and she picked him up and brought him into her other hand.

A cannon erupted and struck her in the chest, and her breasts wobbled and the explosion burned away a layer of flesh. She screamed at the weapon on top of a humvee that had shot at her, and with one hand she ripped the flesh from her chest and screamed at them, revealing harder and larger ribs of muscle that had been developing beneath the skin that immediately coalesced and tensed with her movements, and her breasts firmed up, enlarging themselves.

She ran at the vehicle, and with a football kick launched it up into the air, her body swelling with muscle as she leapt about, picking up more of the men and one woman.

Her breath melted the machinery, her body harmlessly deflected the bullets, and she shivered her invisible muscles and a shield arose harmlessly deflecting all the shots.

She then held her prize aloft and leapt, soaring high into the air, forcing helicopters to veer out of the way before they tried to shoot at her.

She landed and collapsed straight through the asphalt of a street in the center of the city, and growling back at her pursuers, she disappeared into the subways...

Jennifer sat with her feet hanging in a cistern as she stripped one of the men she'd taken. There was something dark and sinister in these men, something evil, and as she held one of them, stripping him of his clothing with her claws, she felt the evil in him, saw images of him raping young female cadets at the academy, and threatening their lives if they ever said anything.

She licked her teeth and her lips as she opened her mouth and pushed him head first into her mouth and swallowed once, and felt his body slide into her to be digested... His life forces merging with hers as she consumed his evil, his strength being amplified a hundred times over and added to her strength.

He would make her stronger, and his evil would be removed from this world. Being digested was his punishment.

She picked up the next man and shredded him while the other soldiers tried to escape, but she swat them back into place with the tip of her tail.

This one maliciously beat on others simply because they were not white. An elitest arian who visiously punished anyone who didn't befit his ideal of a perfect individual. In other words, anyone who was not him.

He went in teeth first.

The next was guilty of murdering his rival.

The fourth viciously beat a child to death with a night stick.

The last... The woman... Was the most disgusting of all. She mad love to a man, and flayed him alive while she screwed his body as he was tied to a pole.

Jennifer wept as she saw her bathing in the man's blood, slaping his flayed body to make it sting harder and riding his erection that remained steely due to drugs she slipped him. He died of shock weeks later in intensive care, after she'd drunk her fill on his blood.

Jennifer closed her hands about the woman, listening to her beg, and gritting her teeth, Jen crushed the woman in both hands, crushed all her bones, heard her lungs pop before Jen inserted the woman into her mouth... And chewed.

That man, that kind and gentle man... Had been her adoptive father. The only person in this cold world who'd ever truly been kind to her.

Jen didn't even bother swallowing. She spit the whore out and incinerated her remains with her breath, spitting her blood out, washing her mouth out as she wept.

She'd loved her adoptive father, and having had to identify her father's body as a child had shattered her. She had suffered because of what that woman had done, and she wasn't even worth becomming shit.

But as Jennifer sobbed, lementing over the uselessness that her life had been before then, she suddenly felt her navel clench, and she gasped, her claws slapping to the ground, digging in deeply as she panted heavily. She felt the change sliding into her.

She was letting out another of the negative emotins she'd felt but never expressed, she let it out, and as it was let out, her body transformed because of it. With tears still in her eyes, she began to feel her pussy throbbing, pulsating between her thighs as she lifted her tail, and then she moaned, the energies of the bad men in her bowels feeding her as her muscles expanded, the muscles thickening and engorging, spreading all over her form, creasing the tertiary muscles tightly, the muscles hardening, the flesh creasing, and her flesh segmenting.

Another layer of her flesh began to tear open, with more beautiful scales appearing as her breasts expanded more, her nipples hardening, her areola pushing outward, her chest a realm of long chorded plates that led to the great red gem in the center of her chest. Lines began cutting into her flesh, spreading her body open, cutting this way and that way over her form, pushing major muscle masses apart so that they could grow more. Bulges formed on the backs of her wrists before they rent open,

showing a pair of new red gems, another bulge pushing out of her pelvis before it rent open in another gem, and the muscles of her back flared into a massive series of three mounds; one for her spine and tail, and the other two creasing deeper and deeper, with muscles and bones mutating and spreading.

Cream slid from between the lips of her pussy before she ejaculated hard, and a jet of cum lanced from her bowels as her head transformed, her horns all flaring as her mouth and nose pushed further forward.

Her ears lengthened, her claws extended, and she screamed, rolling her hips to eject another jet of her seminal cream into the cistern. The fluids rapidly distilled with the city's water supply, spreading to every last pipe everywhere.

Jennifer thrashed, gripping at her flesh and tearing it off her body, breathing fire out of the corners of her mouth and teeth, out of her nostrils as her eyes broadened.

Plates unfolded, swelled and spread, her shoulders flaring, becoming massive chords of steely muscle, her biceps flaring along with her forearms, and her back began to heave outward, lifting, rising, with its sides growing bulbous and longer, hanging over her bottom like the tails of a tuxedo. The muscles of her back were all thickening as her head was pushed forward, her neck muscles flaring till they strung straight to her shoulders, her shoulders broadening as her breasts jiggled.

She screamed, letting out all the cries and sobs she never managed to do, tears falling from her eyes before she covered her face.

She was being healed as she grew, and as she grew, her power enhanced, but she had to get some air, she needed to breathe! And leaping across the cistern, weeping now, she came to a section of a tunnel and thrust her arm upward. A section of track from a subway collapsed inward as she began to climb out, a subway train crashing against her side, and she growled at it, shoving it away like it was a toy, the train crumpling backward as she climbed into the subway. And with another strike at the ceiling, she created another hole out into free air.

She climbed upward into the streets of the city and broad daylight, cars crashing about her in awe, and coiling, she leapt, leapt to the top of the highest building, and she began to weep.

She knew not... The affect of her sexual juices in the city's water supply...

An upright woman walked down the hall of her office place, wearing a crisp business suit, and paused at the drinking fountain, and took a few gulps of the water. It tasted sweeter than normal, and she took a couple more swallows from the fountain to quench her thirst, but as she continued on, she began to feel a warmth slide down her throat, into her belly, and slid right into her loins. She gasped, feeling the warmth also slide into her chest, and she hugged herself, feeling her labia swell and clench, and she creamed into her panties as she began to grow.

She bent over herself as her back spread and her body enlarged, her weight soon snapping the heels of her high heels her feet rapidly growing to burst them open as her panty hose began to shred. She veered backward, arching her back as her breasts swelled, and a snap to everyone's ears who'd stopped to watch this spectacle arrived as her bra snapped open between her breasts, just before all the buttons on her suit coat popped open... before her blouse stretched across her chest and snapped all those buttons as well.

Her arms swelled as her legs did, her shoulders and hips flaring, her belly growing more slender as it compressed, her skirt shredding across her rounding buttocks and burgeoning thighs, her panties snapping open while her arms bulged and strengthened to shred open her suitcoat and blouse.

She grew taller, more beautiful, her tits heaving outward and bouncing as they sloshed with milk, and all her clothing shredded from her body as she came heavily, milk leaking from her breasts, and the air around her grew heavy with her pheromones.

She cried out in her pleasure as she stepped forward, eyeing a young man who took a breath of her pheromones in the air, and immediately gained a hard on.

She leapt at him, growling animal like as she shredded open his shirt in the middle of an office floor, her cum sliding from her thickening pleasure mound to slide up her pelvis and drip from her body as she tore him from all his clothing, inserted his cock into her ripening pussy, and shoved her tit end in his mouth and began to rape him.

Soon the raping became consensual as he too began to grow, drinking from her breasts as others began to become aroused.

Others began to tear from their clothing, growing and transforming into masses of men, and then another man joined the pair on the ground, and another, the first pushing into her anus, the other into her mouth.

Another woman tore open her shirt and disgorged her breasts, and a chain reaction continued into a blind orgy.

A gym full of basket ball players as a pair of cheerleaders bent to get a drink, rose, and then stopped.

Their muscles began to expand as they grew along with one another, their bodies busting out of their clothing, their tight skirts and shirts, their tits distending with milk as they began to kiss one another, their pheromones in the air attracting others who supped from their tits, supped from the fluid from their cunts, and they too began to grow.

More joined, and more began to grow into powerful humans of olympian height and prowess, all of them beautiful examples of the human race.

More and more orgies began to be reported to the police, who had to rush to confront them in hazzard gear, and found themselves overpowered briefly by the strong men and women who wished for them to join in the pleasure before the growing number of sex zombies were gassed.

Jennifer sat poised atop the highest building, her growing mental powers feeling every thrust and every jerking motion that those people felt down there. Her sexuality was developing, and she felt herself growing in power and energy from the transformations, and her body writhed and tensed as she felt the power flow into her as if projected by radio.

She felt her body continuing to swell, her back muscles flaring wider as her arms grew thicker and more massive. She groaned flexing one arm, feeling its biceps and triceps flare to immediately double the thickness of her arm as she flexed, while her free hand slid between the thick labia of her womanhood to

coax herself to cum repeatedly; her clitoris standing on end and throbbing heavily as it darkened and redened.

Her multi-layered chest thrust forward, her breasts swelling into firm and heady orbs capped with their engorged nipples, and she groaned again as she climaxed and creamed a wash of cum all over her hand.

Her body tensed and grew, her muscles thickening so much that it began to ultimately become difficult to move, where despite all her strength she was getting stuck in positions... Till there was a heave, her body segmented on grooves and spread open to relieve the tension, with muscle masses sliding away from one another this way and that till she was able to move again.

Jennifer groaned again, licking her teeth as she warbled her pleasure, and pulling her hand from her cunt, she flexed her body, watching her tits bounce as her muscles spasmed in their growth, and she closed her eyes tightly, feeling her form spreading upward and outward.

The strength was intense, and most of all, she was now able to move!

And she absorbed still more of the pleasure.

Then her ears twitched to the sound of a scream that reached her from her lofty height, and she opened her eyes, still flexing, still feeling her pleasure, still feeling the muscle growth, and looking down, her eyes dilated and she focused her vision on a woman running through the streets, running away from a mob of naked men and women who wanted to rape her.

Jen's cum in the water supply lost its potency only after a few blocks from the cistern, and though the chaos was feeding her, this woman obviously didn't want to join, and leaping forward, she hurtled through the air, falling to the ground, and landed with a lunge into the ground, her tits bouncing heavily as she landed, and she scooped up the woman while all the naked men and women, all hyper endowed and strong, moved right up to her... Humping her legs and trying to pierce her crotch to pleasure her.

She took the girl and leapt away even as police in riot gear arrived, and she landed in the park, her new home it felt like, and placed the young woman on the ground.

Jennifer looked down at her, a comely creature who reminded her so much of herself only a few days ago.

"It's you! You're the... You're the monster they're showing on tv!" the young woman gasped, and in her attempt to run away she tripped over her own feet and fell to the ground.

"I am only a monster to evil people." Jennifer quaked, her voice rumbling inside her massive body as she reached down and picked the girl up.

She gasped as Jen picked her up, fearing wholeheartedly that she was about to be eaten, like all those other people reported killed. But she was merely placed back on her feet before Jen laid down, resting on her massive breasts and leaned her head in close. With her changing features, from nose to the back of her head, her head was as long as this girl was tall.

"Y-you're not going to eat me?" the woman asked.

"No..." Jen smiled, and reached out to caress the woman's face with a large thumb. "I only eat bad people."

There was a commotion, and the girl turned to see a load of people... All naked, all very strong individuals at the edge of the park battling police and military forces wearing chemical suits to protect them.

"What's happening to this city?" the girl asked. "Everything is going mad!"

"Are you afraid as to what is happening?" Jen asked, and the girl nodded.

"What's your name?" Jen asked, and slid onto her side, her beautiful, sexy, twenty-four breasted body swelling larger and larger second by second.

"Maria..." she managed.

And Maria watched as that sexy creature swelled, growing larger, her muscles flaring, her body enlarging, her breasts growing, her tail lengthening, and while she laid there before her, Maria herself was beginning to feel... Sexual... In front of her.

Her own nipples were swelling, hardening, aching along with her clitoris.

She was aroused by this feminine creature.

"Would you like to not fear what is happening? Would you like to be strong? Stronger than them?"

Maria looked at them as several strong women took one of the soldiers, and stripped him bare.

One sat on his face, cumming into his face, the other pushed herself onto his erecting penis as two more tore his clothes from him as if they were simple tissue paper. Another woman licked his nads beneath the bottom of the woman on his lap, and all of them cumming and creaming milk all over his body, his form growing larger and stronger as he reveled in the sexual powers of these people.

"Who are they? What's happening?"

"The city is dying. The true evils are being released in order to be consumed. I can make it possible that you will not be affected by the cleansing. I can give you reason why not to be afraid anymore. I can make you strong."

Maria jumped, seeing the orgy spreading, and gave a low scream as the soldiers and police began opening fire into the sex zombies. Blood was flying everywhere, and it took some time to fell the zombies.

"Do you want to be strong? Do you want to no longer be afraid?"

Maria snapped her head back to Jennifer again, and pressing her lips tightly, nodded fiercely.

Jennifer elbowed her way up, and then reaching out, sitting on her rear, this naked goddess cradled Maria in her large capable hands.

"Be brave for just a short while longer." Jennifer said. "I shall make you strong, and I shall make you brave, and beautiful."

Jennifer began to massage Maria, caressing her breasts and belly with the bases of her palms and with her thumbs, untucking her shirt with her thumbs as Jennifer's body swelled, her flesh shredding open again, revealing newer, thicker scales and hardenin plates, the flesh bursting open over each of her breasts, her head growing larger and longer, and her vaginal lips pushing further outward, the chords of her labia swelling open, her clitoris rising and standing on end and quivering wetly.

Jennifer then slid her thumbs beneath Maria's blouse and shirt, parting her thumbs easily to shred open her clothing. Maria gasped, looking about her as a hooking claw snapped off her bra, and another hooking bra tore off the girl's pants and panties.

Her long claws then removed her shoes and her socks, and Maria suddenly found herself laying naked in Jen's hands.

And then the great head descended to Maria, and she whimpered as Jen opened her mouth, showing off two rows of sharp teeth and extended her long tongue and licked Maria's body. Jen licked her again, but this time she licked Maria's fur laden pussy, and the third time, her long narrow tongue slid inside Maria's crotch, pushing in deeply and quivering, kissing her womahood as Maria immediately went into a fit of orgasmic lust from the chemicals on Jen's tongue.

Immediately, Maria forgot all about her fear as she was lost to the lust in her body, and then she was pulled off that long tongue, Jen's body continually swelling, shredding further and further out of her most recent layer of flesh, her back swelling even larger about her body to fold about her sides, over her shoulders, against her thick spine and tail.

Jen then leaned back and spread her legs, still cradling Maria as she turned her. Jen began to purr, a deep rumbling, cackling purr as she slipped juices from her cunt all over Maria's body. Maria had time to gasp for air just before her head was inserted into the rounded folds of Jen's cunt. Maria closed her eyes as she was pushed inside.

Jen bit her lower lip, closing her eyes tightly as, like a giant cock, Maria's stiff and hard body pushed up deeper and deeper into her body.

Serving as an erect phallus, Maria ascended into Jen's body, the girl's aroused adult body curving upward as her head pressed passed a pair of lips deep inside Jen's body, and Maria entered into a space just below Jen's heart, coiling upward, pressing deeper. The space inside began to fill with water, making the tight confines more comfortable for Maria. And surprisingly, she opened her eyes, seeing the warm interior and the light shining through a layer of flesh. And then before her a piece of the inner wall of Jen's womb coiled and twisted, and began to push outward, coiling like a tendril to connect to Maria's navel. And with a gasp, she felt herself connected to the raw power of Jen.

And Jen began to massage her pot belly with her new child, feeling Maria calm and settle as she was infused with the same power that was helping Jen to grow.

It was a wonderful feeling for both.

Jen rose to her feet, still massaging her belly, and she squatted slightly and leapt away high into the sky, disappearing almost instantly behind the clouds. Wherever she came back down... No one knew.

Daniel had never considered himself to have ever led a charmed life. He wasn't really strong, ever, but he was at least smart. He was a gentleman, but he never really had much of a girlfriend. Well... For that matter, he really never had a girlfriend at all.

He craved feminine companionship, he wanted to have a woman beside him who'd love him, but he was losing hope that that would ever happen.

So... It was odd that as he was going for some small things for lunch, that he was assaulted by half a dozen naked women, all tall and full bodied, with everything about them sexual. They ripped his clothes off, physically forced him to the ground and began sexing him.

He cried out for help, not liking the dark things creeping into his navel as they tried to kiss him, suck him, ride his bone, and his penis, which was always with him, began to betray him as it slowly erected to the young woman giving him a hand job while simultaneously grinding his erecting cock.

"Stop it! Please help!" he cried, staring at them. This is not how it was supposed to be... His first time was supposed to be gentle... With the woman he loved. "Please help me!" he cried as one of them sucked his penis like it was a popsicle.

And then the ground shook, and there was a scream, and two of the women assaulting him cried out in fear, and looking up, he saw a mountain of muscle, a powerhouse of physical might, and holding one of the hyper endowed women, this creature opened her mouth and shoved the person right into her mouth and right down her throat. She paused only long enough to swallow once before doing the same with the other woman.

She reached down and picked up two more who ignored this sight to sex him, and consumed them too before picking him up, cradling him against her massive breasts and hopped away.

One would say hop because of how little effort was exerted in the task. She however launched herself half way across the city to land in the center of a small industrial park.

"You okay? The female creature rumbled, and Daniel watched as her nipples slowly erected to either side of his head.

His erection, in spite of himself, hardened more. This creature was the epitome of all his many secret desires.

"I... I..." he managed, looking first from her face to her breasts, and gasped as a heavy bead of milk, at least a cup of it, suddenly pushed out of the end of her hardened nipple and dripped onto his body, splashing himself with warm silken cream.

She rubbed the cream into his body, and another bead slipped out.

"Less for the worse for wear." She smiled, and then maneuvered him, cradling him like a baby as she sat down. "That was a very grand thing you did, resisting those whores of the Earth."

"But I..." he managed, swallowing as he got a milk bath and this great creature massaging it into his body.

"It was a wonderful thing." she repeated. "And I want to reward you."

"Reward me? But how... What would you do."

"I want to make you strong, beautiful, and... I can make it so that you can find the woman of your dreams and find love like you've waited so long for. Would you like that?"

"I would be a fool to say no." Daniel said, leaning back in her great muscular arms as he felt her tit growing about him, and that milk on his body, being absorbed by his skin, was forcing his penis to erect harder than it'd ever been. He felt it growing steadily, growing larger and thicker than it'd ever been in his life.

"So be it." she smiled.

Jennifer lowered herself, and kissed him, her great lips kissing his before she licked his mouth, and then she lifted herself, lifting him higher so that she could suck on his phallus, driving his sexual high higher than ever.

And while he was sexually aroused, he felt weightless as she lowered him, and spreading her legs, Daniel watched her cunt approach his head, and he lifted his chin and licked her cunt, began to suck on her massive clit, holding onto it with one hand, and Jennifer gasped, pulled him back, and tried again, and Daniel again found himself sucking on her.

"Stop it." she said with a giggle, and a third time she pulled him off, and then pushed his head against her labia, and pushed him steadily inside.

Daniel felt his erection ache now as he was pushed into her, pushed in from under his arms, then in at the waist, then in by her great hand cupping his crotch, then by the legs, and finally wedged in by her pushing him in by the soles of his feet.

Daniel was shoved up into Jennifer's womb, and soon lost consciousness due to lack of air, and when he began to breathe, it was from breathing water, and then he passed out.

Jennifer paused with two fingers pressed inside her cunt, tilting her head backward and groaning as her labia tightened about her fingers. She began to stroke herself, feeling herself growing again as she felt the familiar feeling of an orgasm approaching. The sheer power inside her body was heightening as her neck and body lengthened, and with one hand she fingered herself, caressed herself as cum began to dribble from inside her, while her other hand cradled the two precious lives that were changing inside her.

They were precious because of their innocence. The concentrated power had leaked from her into the water supply changed these people of this city into who they really were. Whores and rapists.

Each passed her curse from body to the next body, judging each other, and those who resisted were pure, those who did not, changed into the sex zombies now spreading through the city.

But these two... Resisted.

Jen looked down between her breasts at her rounded belly as she continued to caress herself, coaxing her clitoris to rise, feeling the sexual tension inside her growing, feeling the cum welling as her nipples erected and began to leak milk. Twenty four nipples all hardened, twenty four breasts swelled with growing cream as her legs spread open wider.

She then slid her other hand down her navel and into her sex again as she began caressing herself with both hands, and immediately a jet of creamy ejaculate lanced from inside her, her spine turning outward, and she breathed heavily, smoke escaping from her nostrils as she exhaled.

Above her, clouds began to gather, collecting rapidly, merging and swelling, growing thick and puffy white, then darkening, and darkening more, to the point where much of the sun was blacked out. A flash of lightning marked yet another orgasm in her as yet another jet of cum lanced from her, and the heavens broke suddenly with rain, which poured on her, cooling her body as she began to burn from the inside.

She came, and came, and leaked milk, her breasts enlarging, swelling, filling into heavy mounds that undulated against her body. Her muscles swelled as her body tore from within, her flesh tearing open about her once, twice, three times, unfolding from her body as she suddenly grew so incredibly rapidly.

Her arms bulged, her back swelled into half her body weight, growing truly, remarkably immense with a great spine cutting the ever enlarging bulge and muscle humps of her back upward, her tail enlarging, her leg muscles thickening even wider, her flesh falling about her as her armor grew heavier and heavier.

And as her body grew, her muscles expanding, her body growing beyond four stories tall now, she fell forward onto her hands and knees and came, and came and came.

Daniel opened his eyes, and was greeted with a blur, he was cramped, tightly packed, feeling himself pressed on all sides.

Then he blinked, shook his head, and opened his eyes again, and paused, and gasping, he felt a rush of water slide into his mouth, and he gasped, and bubbles erupted from his mouth. But then he exhaled, and inhaled, and after the minute interest of breathing water passed, he again looked into the face of what had made him gasp.

He was looking at a woman.

She was... Very pretty... Her long hair waving freely about her head in the amniotic fluids, and like himself, she had an umbilical coming from her navel.

Daniel reached out, feeling a rush of nourishment feeding into his belly, and despite that he was feeling himself growing stronger, felt himself changing, all the wonderment from that was lost at the sight of this... Beautiful woman.

They were entwined with one another, his arms and her arms closed about themselves, he mostly cradling her as he rested in the bowl of the giant woman's hips, and she against him, both of them in a fetal position.

He smiled at her, and then suddenly realized that he was cupping her tit, and gasping, he tried to move his hand from her breast, and as he jostled, as he tried to move himself, he jostled her, and she suddenly opened her eyes, blinked, and Daniel watched her eyes focus on him.

There was a long, very uncomfortable few minutes as she and he stared at one another, and she opened her mouth to speak, but the best she managed was a strange garbling, and she covered her throat with her nearest hand and looked pained at him.

Daniel... Tried to comfort her by saying some choice words, but whatever his mind decided to say was lost as he also spoke in a garbled sound due to the viscous fluids surrounding him and her.

It was the most pained moment in his life. He so dearly wanted to learn her name, and he couldn't even speak to do so.

She seemed to understand, and moving her hand, she took his and held it.

And so they began their life together ensconced inside the womb of a giant female terrorizing the city of sin.

Jennifer was feeling the change again as she sat atop a building, sucking from one of her tits, her body growing minutely moment by moment as her arms and legs lengthened, her body growing thicker in every proportion, her muscles mutating, her form changing in ways that detracted from the last vestiges that made her a human.

The only thing that would've linked her now with her former self was the fact that she was still a female - at the most base of definitions of the word - and her eye color. The next closest thing was her hair, which had formed into a mane of hard bristles like the quills of a porcupine, but still nonetheless remains shock white.

She flexed one arm, taking pleasure in watching its bicep swell and swell, the muscles boubling outward, separating into thick chords that pressed against her tits, and as she flexed, they grew larger.

The change was a beautiful thing, and it always meant a serious change to her body. She wondered immediately as to what else could happen to her.

Jennifer cooed and sang, high up around all the thunder and lightning, occasionally being struck by a bolt of lightning, and her body swelled in every direction because of it. Her fleshy-hide glowed softly, and she awaited the transformation.

And then she began to hear something that didn't quite sound like thunder.

Her eyes opened as she came in a jet of cum that lanced from her body, and she rose from where she squatted atop a building, and looked at the largest and most menacing thing that these people had yet thrown at her.

A multitude of attack helicopters were rising about her, and she stared at them, feeling her body throbbing, feeling herself nearing the change, nearing something beautiful, and before she knew it, her eyes grew red, she breathed in and screamed at them, and a blaze of fire billowed from her mouth at the helicopters, and they veered out of the way, just before they opened fire.

Jennifer turned and screamed as their bullets cut into her flesh, and she flexed, tightening her muscles against the stinging bullet fire as they tore into her back flesh, disrupting the change, but it was more important to protect the two pure souls in her womb than to fend off her attackers.

She leapt, sailing away, landing on a building a short ways away - she couldn't move too well with her two babies inside her - and she was blasted off ballacne by missiles.

She screamed a baleful scream and leapt again as she was falling, soaring outward while helicopters shot at her with their cannons, launching rockets and missiles at her.

Some hit her, blasting at her back, and her body changed, growing thicker there, heavier in armor to be able to compensate for the damage, wounds rapidly sealing themselves, the metal becomming absorbed, and she felt herself growing more and more powerful even as she paid for the power in blood now.

She landed on a building and scrambled as her hands and feet crashed through the windows to clutch desparately at the innards accross four stories of space.

Desks and chairs were crushed as her claws held tightly onto the floor, and she turned and blew another gout of fire at her nearest attacker, and it veered off out of the way and blasted at her breasts and her belly stingly, and she turned quickly to protect her little ones.

And then she tried to climb away from her attackers.

Blood from their mother was pumping harder around them, and Daniel, who never tired of looking at the woman he shared this womb with, caressed her face as he heard their new mother's heart beating quicker, their umbilicals swelling as blood rushed into them.

He was feeling himself growing stronger, more confident... And he felt himself falling in love.

He... Was stricken by this beauty as she relaxed against him, and then he blinked, and looked down, and though he couldn't see it, he realized that he was getting an erection.

He grit his teeth as it distended from his pelvis and then began to stiffen, and it rose, brushing against the twin cheeks of this woman's rear, and he fought its rising power, fought until he felt it pressing against her genitalia, and he groaned as he felt himself press the lips of her cunt apart with his erection, and felt himself slide into her.

No! He thought. *We're not even married! It's not supposed to be like this.*

But he extended, and despite his revulsion, he was still entering a woman at long last, and as his erection lanced further and deeper inside her, she stirred and awoke.

His look of horror was apparent as he continued to rise, and he wanted to show her his agony of the action, and he actually cried, but such a sight was lost because of all the fluids surrounding them.

She looked at him, and turned, and like him, she did not see, but she nonetheless felt, and understood.

And she looked to him, and covering his eyes with one hand, the only thing that he could do, he looked away from her.

But then he felt a touch on his mouth, and opened his eyes as she kissed him.

When she withdrew, she settled against him and slid onto his unit, and he rolled his head back till it pressed against the fleshy wall of their mother's womb. He stiffened harder as somehow, magically, they became untangled as she descended upon him, and sliding his arms about her, she began to rock on his phallus, rolling her hips as he extended thicker, deeper, the head of his cock spreading open as she moaned, and he could hear the sound reverberating within all the amniotic fluids.

She pushed back, pushing the wall of the belly outward, sliding her umbilical out of the way till she pushed her breasts up higher atop her chest, pushed them against the top of his chest, and she began to gyrate into him.

His legs spread further open to cradle her, squeezing his sides more, and feeling his hard, steely erection digging deep inside her body, she moaned again and came, and her new lover began to caress her back, her nipples and clitoris hardening. Her heavy juices floated slowly about their waists as she came again, a jet of hot fluid about his pelvis as his nads swelled.

His hands moved and their bodies moved within the womb, the pair of them writhing as he straddled her, and began to push repeatedly into her, taking both her breasts within his hands, massaging them and her belly, and bending his head, he began to suck on her nipples.

Jen groaned and stumbled as she held her belly, the great rounded bulge with the growing bodies of her newest pair of children gyrating inside her, and she gasped as she realized that they were making love inside her.

Oh my children, she thought, please stop.

She felt her powers drain slightly as they became sexually active inside her, their heart beats quickening, the blood rushing in them drawing from her, and as she began to feel the elation flooding back to her through her shared physical bond with them, and her psychic rapport, she began to become aroused.

That was until a mass of rockets peppered her back with explosions and knocked her forward onto her hands and knees.

Daniel and Maria were jostled and wobled inside the flesh sack, and both orgasmed at once as the motion thrust Maria onto her. Daniel felt confused as, when he lanced several tablespoons of ejaculate into her body, over and over, that he did not begin to deflate, but rather began to grow thicker and larger, pushing the labia of Maria's sex further apart. She orgasmed and her pussy quivered about his erect shaft piercing her, squeezing it repeatedly as he began to back-build again for another climax. He wasn't as steely as he was before, but as time progressed, the hardness slowly returned, and he, taking her buttocks in both hands, spreading them open, began to pound into her.

Jennifer screamed as she was assaulted with more gatling gun shells, her body rivuleted with holes that bled openly, her body finding it difficult to close the wounds as she finally climbed to the tallest of the great sky scrapers and squatted.

Moving a hand, she actually began to finger herself as the torrid of helicopters rose about her.

They surrounded her as she cradled her untouched belly with one hand, fingered herself with the other. She was nearly out of her fire, but she was smiling at her attackers, focusing on them.

Her sweet babies growing inside her, writhing in her stomach with torrid love making, was sending a wash of sexual power through her, and as she fingered herself, her body still growing miniscully, she began to feel the change returning to her.

It was growing, growing in her navel and in her chest like a rising orgasm, the tension drawing the heart strings inside her chest taut, her clitoris extending, unsheathing a little as her labia swelled open, her monstrous body cracking open here and there, and over a loud speaker, she heard someone call out to her.

"You are surrounded! You are to be taken into custody! Raise your hands and surrender!"

Jen grinned a toothy grin, and she raised her hands, alright, and flipped them off with both fingers.

And then she groaned and fell forward, and the helicopters backed off as her body began to mutate. Deep gouges cut their way through her body, and her body suddenly grew outward in every direction, till like a telescope, her neck pushed forward, her middle lengthened, her legs and arms bulged, and her back began to billow outward about her.

She gnashed her teeth, opening her jaw as her muzzle pushed outward, and sharp teeth pushed out of her gums, her tongue lengthening as she licked her lips and teeth, and she screamed as her tail lifted and began to turn outward with her spine before it thickened, pushed her body apart, and lengthened twice its previous size.

The end of her tail grew bulbous, her hide thickening by centimeters a second, and then her swelling back suddenly broke apart, and overlapping folds of flesh, plate, scale and bone slid away from one another.

Muscles over her shoulder blades bulged, her chest muscles cleaved and thickened with a dual pair of chest muscles as her chest lengthened and broadened, allowing her two sets of tits to separate and then engorge more and more with milk.

Her spine elongated from her back, and her mane of white bristles flowed about her head all about her, and she screamed again, and another jet of cum erupted from her.

The orgasm she began to feel was a multitude as her babies orgasmed and grew inside her, and Jennifer's cleaving back began to unfold, tearing through her back flesh, her back hunching upward, and a pair of multi-layered wings unfolded, just before they began to swell and thicken; the transparent leathery wings riddled with veins thickening to translucent, and thickening again to solid leather. The leathery flesh was supported by two great hands with five fingers and two thumbs, each finger and thumb ending with a sharp ebon claw that lengthened and unsheathed as her body grew by feet at a time now.

The great hands were held by long spindly arms that thickened and swelled, muscles boiling outward, swelling, drawing taught as they cleaved and separated into primary muscles, then secondary, then tertiary muscles, and on her back where the wings had covered were soft, shiny flesh that glistened for a moment before the muscles pushed and bubbled outward and suddenly hardened into a golden carapace armor.

Jennifer roared as she reared, her tits jiggling and wobbling as she rose, and with one sweep of her wings, she blew heavy wind at all the helicopters while her armor thickened everywhere, the helicopters desperately trying to regain control while likewise avoiding hitting one another.

Jennifer leapt from where she stood and disappeared within the heavy clouds for a moment, and when she fell, dragging wisps of cloud with her, she turned and banked and rose away from her fall.

She was flying.

Opening her mouth, she blew a gout of heavy flame at the nearest helicopter and it exploded in a fireball.

Maria and Daniel screwed inside Jennifer's womb for what felt like hours. The pleasure was enormous, and Daniel could feel himself growing stronger, and Maria only grew more and more lovely right before his eyes.

He swooned at the size of her breasts, he loved the feel of her inner muscles clenching about his cock, and he orgasmed for the third time, and a blast of cum lanced into her body.

But at that moment, something happened that he was unaware of... But Jennifer knew.

Jennifer soared through the air as the lovers in her womb calmed, and she held onto the burden in her navel, feeling something spectacular happen.

She felt the lancelets of cum from Daniel thrust into Maria... Plunging deep inside her placenta, finding the egg inside her that was released due to her sexual intensity, and was fertilized.

Maria huddled against Daniel as she conceived... And Jennifer cooed as burning buildings blazed around her, and her attackers were driven away once again.

Jennifer was pregnant with a woman who was pregnant.

She began to purr, and then flew off. It was nearly time for them to be born soon.

Jennifer had to find a new place of privacy. As fate would have it, a new place was conveniently found in a great crater in the center of the park. She recognized this place, it *had* been the place where she'd consumed the red gem that was now bulging against her flesh between all her breasts.

She crawled down into a hole at the bottom, and entered inside a great temple that must've been below the chamber that had been where her power had resided.

There she knelt in the center of the vast chamber, rubbing her belly as she reveled in the feeling of her two new children turning inside her.

Daniel awoke and found himself looking into the slit of Maria's sex, and looking down, he found her fondling his sack and sucking on his dick. He gasped the liquid air as he came into her mouth just then, and she swallowed repeatedly and continued sucking while energetically stroking him.

Daniel leaned forward and kissed her sex between her thighs and licked it, and began to suck on it as well. He probed her cunt with his tongue as she came into his mouth, and the pair churned, the pair caressed and cajoled one another. He thrust into her mouth, and he turned, feeling the muscles of the mother help move him, and he slid into her body again as they seemed to hang, and he embraced her, he loved her, and then he felt the flesh surround them both suddenly clench, just before the water around them rushed out. And then the muscles began to squeeze around them, began to push them, and both of them, suddenly fearful but still connected from penis in vagina, began to descend.

Jen rolled her abdominals as she leaned backward, she pushed and rolled her abdominals, rolled them and pushed, and she groaned with the pleasure of it. The two perfect souls exiting her, empowered now against the evils of the world, gave her pleasure, and aside from the wash of her water breaking, she also began to cum and ejaculate about them, making the motion of their bodies traveling down her birth canal easier.

She pushed and the lips of her thickened vaginal lips spread open, and Daniel and Maria pushed outward.

She gasped and pushed again, the opening broadening, their bodies sliding outward and drooping to the floor, before first one and then the other pulled their feet from inside her. Jen concentrated a few moments longer and pushed the afterbirth out, and moments later, she consumed it, and stretching, moving her arms behind her head, her breasts began to swell and wobble with milk.

Daniel and Jennifer threw up two lungs full of amniotic fluids, and Daniel rose, pulling his still erect penis a few inches out of Maria but then spasmed, gasping and he thrust into her stoidly, and Maria orgasmed, her cunt erupting with combined juices from both, and she arched her back, thrusting up into him as he thrust down into her. Inside her body, Daniel's cock was swelling, pushing vaginal walls apart, probing her deeper, and both of them began to grow.

Muscles swelled, and Maria's tits engorged, swelling, thickening, enlarging into great DD-cups while her body became tall and sensual. Daniel's body became tall, broad and powerful, and ignoring having just been born again, the two began to hump one another while Jennifer wateched for a moment, before she bent forward and began cleaning their bodies with her great tongue.

She licked their bottoms, their heads, kissing them now and again, even as Daniel climaxed one final time, filling Maria's bowls to overflowing before he pulled out and sat back.

Only then did he look up at Jennifer and stared at him, his erection falling but not deflating.

Then he looked down at himself, at all the lean muscle mass and chorded form of his body, with his hair now a shock white hanging down to his shoulders. He had a cock that must've taken both hands to circumference, and balls that were nearly the size of his fist.

And then he looked at his new lover, seeing her tall, athletic body, stacked with lean mass just like him, and possessing a vuluminous cunt and truly massive breasts. She was still moaning and groaning in the aftershock of her pleasure.

Like him, her hair was white, and unbeknownst to them, so was the hair of Jennifer's first two children.

"You two are so beautiful." she said, and laid down on her side, leaking spare juices and blood from her cunt, and moving, Daniel pushed against her tit, held one of her large nipples in the whole of one hand and began to suck and suck, his body growing subtly stronger.

Maria laid down beside him, and holding onto his dick with one hand and caressing him, laying on her voluminous chest, she found Jenniver's other primary tit and sucked, her body growing stronger as well.

When they both got their fill, Daniel and Maria settled backward and held one another.

Jennifer was forty feet long from crown to toe, so much larger than these two children as she palmed first Daniel's face, and then Maria's

"So beautiful." she said fingering Maria's chest with a finger, and then her belly. "Beautiful child. Beautiful child bearing child."

"Child bearing?!" she said suddenly.

"But..." Daniel said and they both looked at one another.

Understanding dawned on them.

"It is time for you to find yourselves. Leave this city." Jenifer said. "If you stay here... You'll have no future."

Chapter Nine: Ravage

Daniel and Maria left, walking naked, hand in hand while their new mother rested beneath the earth. The two of them had nursed from her, and then sat back, still holding hands while they watched her body slowly growing, watching her transform.

Jennifer was a beautiful creature of frost and gold, and the more they watched, the more scintillating and beautiful she became, but they both saw that she was also growing more and more dangerous.

Her muscles were growing, and her body was engorging, and they looked at one another, and without voicing a single word to one another, they both rose at that time to leave.

Daniel moved close to Maria and palmed her belly, and she looked down between her breasts at the hard hour-glass shaped belly wedged between her ripened and bulging hairless cunt and her ribcage.

They didn't speak as they found their way to the surface and walked away from their growing mother.

The pair walked along, Maria following Daniel's lead as they walked among the orgy of people all around them. They left them alone, the two most beautiful individuals there and they were left alone. It was as if they were invisible to them.

Daniel took Maria to his home, to where he picked her up, cradling her, and she rested soothingly in his strong arms as he walked her across the threshold, laid her on his bed, and she gave a small laugh as she spread her legs open, accepting her lover as he moved in over her.

The next moment his penis was piercing her crevice and he began to move in and out of her loins, and they kissed.

For a good hour, they made love. Then they dressed in whatever scraps would fit them, packed what little they could, and then went to her house near the suburbs. Withdrawing all their monies, they then rented a car, while another pair of muscular and tall and beautifully white-haired couple met them, and as if they'd always known one another, moved off to their rented car and left the city.

Elizabeth and Nicholas in the back seat, they left the city and never looked back... As if it were a modern day sodom and gemorah.

Once they were past the city limits and out of town, Daniel looked at Maria...

"What's your name?" he asked, saying the very first thing to her ever.

"Maria. What's yours?"

"Daniel."

They didn't ask a single thing more, but nonetheless held hands while Daniel drove.

They didn't stop again till they were miles and miles away.

Jennifer arose, breaking slowly through the ground, heaving it away as she reared her head and roared. Climbing out of the ground, her eyes blood red, she stretched and looked about her. She was growing rapidly now, her flesh breaking open here and there, and with each successful layer, her scale and hardened bony plates grew thicker and thicker, and she was growing as fast as several centimeters a second. One could watch her grow as she breathed in and out, her breasts undulating before she pulled herself fully from the earth and began to stalk down the roads.

There were still people in the city, those who refused to leave. They were stubborn.

There were those in the streets having a magnificent orgy, some in whom she stepped upon, squishing the life out of them. Her hands rose as she clawed at buildings, rending open great gouges into the buildings as she looked about her, and then rearing her head, she opened it and began to breath fire.

Tonight, this city would burn!

Jenifer picked up the evil people by the hand full to consume them. All of them somehow having found some way to have hurt her in the past, it felt to her. She wanted her revenge on all of them. People who stole from her, cheated her, and she swallowd them whole, her belly distending from the consumption of it all. She was growing faster now, nearly an inch a second, mutating, her wings growing longer as she cleared a block of all the evil people and then set herself against the buildings near her, knocking them down, and then pausing as she orgasmed.

Her cunt quivered as she ejaculated, and lifting her hands, she tore away layer after layer of her flesh, screaming her furuy at this city that mistreated her so much, her horns and her outward appearance growing more and more beautiful and menacing the more of this city she consumed.

Soldiers and police fired at her, but their bullets did no harm, tanks fired at her, but a single stomp from her burried the machines into the asphalt. A kick sent one sailing through three buildings, knocking the first down, as the tank hurtled miles away to land and crush its occupants inside. Her power grew as she raised a hand and cast a magic spell, and in a booming shock, the windows in all the buildings around shattered.

Raising a hand, she shook it, and then felt the change again as she squatted down in the middle of her destruction, cumming a solid jet of cum all over the ground that pooled about her feet. She grew even more rapidly, every breath filling her out and every exhale doing nothing to shrink her back down. Her wings flared wider, her tail thicker, her legs and arms, her waist and neck lengthened, and she belched a breath of fire the set a small building afire.

Her breasts swelled, her tail lengthened, her claws sharpening as her armor thickened, blades tearing out of her flesh and interlocking bones supporting her body like an exoskeleton. Her horns lengthened, her maw broadened, and her clitoris hardened and extended from her like a spike.

And then she reared, arching her back powerfully as she ballanced on her spreading toes and her tail, and she gasped as the flesh beneath her primary and secondary breasts began to swell, the bone and muscle bubling beneath it before her flesh began to tear open.

Two spindly arms - in comparison to the rest of her body - unfolded and migrated to her sides, slowly rising in line with her first two as they began to thicken and grow more and more muscular.

Layer upon layer of flesh tore from her arms as they grew larger, and she orgasmed repeatedly, the orgasmic lancelets from her pussy not stopping as her growth quickened even more.

Electricity snapped over her body, and spines rose up down the length of her back and tail, and hooking blades tore outward from her back, and it became hard to tell at that moment if she were a monster or an angel.

And the transformation continued to advance.

Jennifer rose to her feet as her transformations neared to an end, her pussy throbbing as she flexed her body, her form still thickening, though the changes from human to what she was now was now over. The only thing that was left to do was to grow, and grow she did!

Her muscles continued to flare, her body continued to increase in size, and the objects of her femininity continued to grow larger and larger, till she was a goddess of ultimate strength, ultimate power and ultimate femininity.

She came, ejaculating a gush of cum that slid down her legs and dozens of gallons of ejaculate poured to the ground as she rose to her full height.

Military units who saw her, standing as tall as the tallest of skyscrapers, and growing a foot a second now, cowered as they saw the feat that they had to attack.

Jennifer looked to the nearest building, and biting her lower lip as the last of her wings - she had ten now, two gossamer leathery ones, and eight angelic ones that looked like a dragon wing version of a dragon fly's wing - slid from her back and spread open.

Jennifer opened her mouth, and fire blazed in her nostrils for a moment before she exhaled through her mouth, and she blew fire all over the building, just before she struck it with her four fists, tearing large chunks out of it, and sliding her body forward, she began to hump it.

The humping toppled the city's tallest skyscraper straight to the ground.

"Fire!" an army colonel bellowed miles away, and Jennifer turned to the sound of his voice even as a double row of howitzers began to unload one right after the other.

Jennifer screamed as her tits were pelted with blows that felt like punches, singing her flesh as she fell backward collapsing several city blocks with her weight, crushing buildings beneath her body.

She remained immobile for a moment, but then her flesh began to tear open again as she grew larger, her hide thickening, her scales growing greater in number, her armor growing heavier.

She rose, her primary set of arms tearing her flesh open at her chest, her secondary pair tearing open her flesh over her thighs and cunt, and she shed again, growing larger and larger as she rose to her feet, palming her vibrating cunt as she screamed at the soldiers.

Then she heard just before she saw a wing of fighter planes rising over the horizon, screaming in at mach speed, and forming up, they launched all their weapons at her, and she turned immediately, her wings folding upward into her back and closing just as a pair of heavy wing sheathes folded over her back and she bowed her head forward. She screamed in pain as a plethora of missiles and rockets, hellfire rockets and fifty caliber depleted uranium autogun shells pelted her back, and she trembled,

gasping as her back began to swell from the damage, shattering the plates as her back suddenly grew, and her body grew larger and her armor heavier.

In pain she kicked a pair of buildings and surged around, knocking down several more buildings with her tail as she grew over a hundred stories and roared, still growing, her breasts engorging and shuddering with her motions.

She began to advance, roaring and destroying as she went, stomping on the sinners, those who'd grown powerful in their sins and did little more than screw one another, grinding them into fine mist beneath her feet.

Jen screamed and advanced, even as another volley of howitzers, and now tank fire pelted at her body, and her body merely thickened and she grew larger, stronger, more powerful in relation to their hits.

Evil begets evil, and Jennifer was transforming anger and hatred into physical power. The more evil done to her, the stronger she became.

And this world... Had great evil in it.

Jennifer advanced, helicopters and jets blasting at her as she did, stepping over houses as she breeched one hundred and twenty stories by the time she reached the suburbs, her muscles training, her cunt engorging as she came again, dropping a hundred gallons down her thighs to cave in a roof of a house, and she screamed at them again, still growing, but then she paused, hearing the sound of something... Buzzing.

And then she turned, and saw a prop driven plane approaching her, the back lowered as it swooped, and she lifted her hands to take hold of it, but it lanced upward and dropped something toward her. A parachute deployed, and she remembered something from a movie as she watched it fall, and she immediately reached out and took hold of it with both hands.

The massive drum with a plunger on the bottom rested there, and then without thinking, she inserted it into her mouth, and swallowed.

The military soldiers and agents all about her felt their hearts sink as the fuel-oil bomb was dropped, and then began to cheer as they watched her swallow it.

Jennifer, however, knew precisely what she'd done, and closing her eyes as it settled in her stomach, she felt it gurgle and she closed her eyes, rubbing her tit, getting it to cream and lactate, and then... Slowly... The chain reaction began. There was a dull thud and her chest, her belly, and her pelvis, as well as her back, all suddenly bulged outward. The explosion continued to diffuse, her breasts engorging, her neck broadening, her back swelling, her tail and her bottom, her thighs and calves, her biceps, everything.

She held her breath as the terrible fire flooded through her, her body absorbing it, and the lancelets of power flooding through her and infusing her cells with fire, turning her blood hot, she bent her head, and came.

The soldiers thought they'd won, but then portions of Jennifer's body that wasn't bulging began to bulge as well, and she grew larger, her body normalizing, ballancing itself out, and when she opened her mouth, her body looming forward, she hopped forward, landed on her hands and feet, and exhaled the power of a fuel-oil bomb in her breath. An entire neighborhood exploded as the breath landed, flames rising about her like the conflagration of a hundred napalms.

The soldiers discovered that the explosion was the heat of plasma.

The colonel ordered a retreat, and they began to move away, abandoning tanks and howitzers as Jennifer exhaled another breath, turning her head slowly, and igniting several neighborhoods in jets of flame that gouted for a mile in every direction about her.

She screamed her rage, growing still, now standing at a hundred and fifty stories as she dug into her pussy to orgasm again and again, and she walked within the flames, experiencing her power as she came in an explosion about her fingers that instantly put out several houses in the torrent of heavy waters.

Jennifer was growing, her body changing minutely, becoming more lithe in some places as she reared her head and roared, flexing her four arms, feeling her muscles bunching and bulging, and taking in a deep breath, she breathed on all the abandoned trucks and tanks, tank armor melting, trucks catching on fire, and ammo and fuel exploding.

She massaged her front, massaged all her tits and began to suck from her favorite tit, her right one, drinking her milk and continually growing, swelling outward, growing upward, growing stronger and stronger, as tall as a building as she continued to grow past two hundred stories, her great gossamer wings spreading as she came again and again, her tits swelling, her muscles bulging, her body growing, her power growing.

And then she heard one final sound, and blinking, opened her eyes as her tit fell from her mouth, bounced and she turned around listening to the low rumbling. She looked around her, and then she looked up, and saw a V-shaped plane flying high overhead, just before a dart of sorts detached and began to fall point down, and the jet immediately began to rise upward, climbing as fast as it could.

Jennifer's eyes widened as she realized what was happening, and she felt the horrible destructive force of the dart that was rapidly falling toward her. He hurtled downward as she crouched and leapt upward, her mouth opening, and she swallowed the nuclear bomb in one gulp, and when she landed, an earthquake that toppled multiple buildings as a force nine-point-seven-five quake shook the world around her, and she squatted amidst the flames, and felt the thing suddenly explode inside her.

The fiery wrath of the explosion suddenly filled her, pushing her body outward in every direction, dislocating every last bone in her body as she expanded, growing larger and larger, her flesh bubbling red hot from the burning fire, and she cried out, squealing with pain as her neck swallowed her head, her chest and breasts swallowing her neck, and she pulled an absolute Akira maneuver as her body inflated steadily in every direction about her, and she grew, feeling her body absorbing all that fire, feeling her form growing and growing, and the initial pain of all her bones dislocating abating as she simply stretched outward.

Jennifer found it difficult to absorb all that fire as her swelling weight pushed untouched homes, crushed them, leveled buildings as she clenched her eyes tightly shut, gasped, trying to breathe, while the fire seared at her many cells.

For a moment, maybe two, it was unknown as to whether or not Jennifer would contain it, and her flesh began to tear open, with fiery gouts bursting from within, but then those holes closed, and Jennifer began to compress, absorbing the fire, shrinking, electrical sparks spilling about her as she compressed in on herself, and she was laughing... Laughing at the power of a nuclear bomb being absorbed by her body.

Crunches and clicks marked the sound of her bones realigning, reattaching and then thickening, her muscles reforming and bulging, and this dragoness grew and grew, tightening about her body as she rose three hundred stories!

Her eyes blazed with fire as she tensed and compressed into a monstrous dragoness, and with a twitch of her body that shook the air, she reset her feet and crushed several homes all in a row.

Her mane of bristles were now as thick as steel poles and waved about her head and neck and back like loose bridge cables.

She tensed one last time, experiencing infinite strength now as she flexed her talons, spreading lengthened claws as she looked around her, turning toward the city. It took her only three steps to stand at the edge of the taller buildings and skyscrapers, and breathing in deeply, her chest and massive breasts all swelling, her nipples engorging as she felt her tits filling with milk, she lowered her head and exhaled, and a blazing and billowing jet of fire erupted from her mouth, billowing all around her, and spreading like a flood of water about her thighs and her legs, an atomic fire that spread in every direction about her, consuming the city.

The city burned, skyscrapers collapsing, all living things that remained incinerating instantly, and Jennifer looked up, feeling the heat of all the anger abating, all the fiery death having exited her, but the power of it all still empowering her.

And looking at what she'd become, and at what she'd done, instantly she felt revolted, and with a sob, stared all around her as the city slowly burned and flooded into the earth.

Her wings spread and she flapped once and soared straight up into the upper stratosphere and flew away.

Chapter Ten: Aftermath

Jennifer had found a place in where she thought must've been the Himalayas, far away from society where she'd caused so much death and destruction.

She sobbed amidst the blazing ice and snow, and despite that she was nude and naked in the whipping snow, she was perfectly warm, and the snow had actually melted all around her.

She was sobbing for all the people that she'd killed or... *urp*... Eaten. She'd thrown up multiple times when she realized that she'd actually consumed multiple people. The only thing that made her feel better was the knowledge - somehow she knew this - that each and every last person she'd consumed were truly bad and evil people.

Their worthless lives had given her power, immense power, and despite her sadness, there was still something between her thighs that was exciting her to remarkable levels.

She felt remarkably aroused despite her mental condition.

"Hello Jennifer." A voice said, echoing off the mountains, and Jennifer turned immediately, and screamed as she slapped herself backward against the mountains, seeing a massive black and white dragon - a *male* dragon - with a massive, bulging satchel at the base of his pelvis looking kindly down on her.

"W-who are you?" she gasped, crawling backward along the icy slopes, taller than a two hundred story building, with her muscles bulging and her milk laden breasts - all twenty four of them - undulating about her chest and belly as she did.

"Search your heart, Jennifer. You know who I am." the other three-hundred story dragon said to her as he stood in the crook between the mountains she'd retreated to.

She stared at him, her heart - hearts it felt like now as they both pattered in her chest, and she laid back, two hands holding her where she was, the other two rising above her head placatingly.

"I-I..." she began, staring at this monstrous creature, as he took a step forward, and her mind was rushing.

She had magical and psychic abilities, an atomic breath weapon, and now... Memories... Memories in which she never earned began to rush in on her brain.

"Drake." and then she put two and two together. "Y-you... You were the one who gave me that red gem I swallowd! You turned me into this!"

"You turned yourself into this, Jennifer." Drake said, and took another small step to stand over her. "This is your true form. The one you've only forgotten."

"I'm a human!" she said, and immediately a flood of memories rushed in on her that said differently.

"You were a little girl found naked on the streets." Drake said, stating exactly what her life had been. "The police found you and you had no name, no family, no identification. After the state tried for a month to find your real parrents, they finally turned you over to an orphanage. They named you Jennifer, but simply because they could think of nothing else. That was your own doing of course... Subconciuous powers forcing the weaker humans to name you your true name... Or the best they could mannage to your true name..."

"But the question is... What were you before then?"

Memories continued to flood in on her, and as she began to feel them, Drake continued to speak them as they arrived, and as she looked on this massive black and white dragon, she felt the minute feeling of her body gowing... Breasts swelling fuller and firmer till milk leaked from her nipples and froze in rivulets down her body, her pussy swelling and her clitoris extending.

"You are an ancient entity that watches over humanity. You destroy whole cities when they become too evil, saving those who can be saved, consuming those who cannot. It was a long time since you've fed, and so you were degenerating. I finally had to abandon you, and place you in a place where you can be safe till you were needed. But that place, as it seemed, was a den of evil. You were picked on since they found you, and because of your special nature, the humans singled you out, both male and female, to belittle you and punish you instinctively, because if you gained power, you would destroy them.

"Deep inside themselves, they knew this, and sought to destroy you.

"And then I found you. It took me some time to be sure, but I knew it was you. I knew that it could only be you., and so I approached you, sent you to the shrine I built with the catalyst of your form: Your discardd soul gem, when you grew too weak to carry it."

Jnnifer's body began to orgasm, and heavy liquid began to pour from her cunt in rivulets, pouring over her anus and tail, and she arched her body instinctively, needing something primal as she grew furthur and furthur aroused.

"I-I don't believe you! You... You're decieving me!"

"If I am decieving you, Jennifer... Then turn me away."

She opened her eyes and her lips parted to do just that, but she couldn't do it. She couldn't say it! And looking upon him, simply made her more aroused, and as she sat up, her breasts distending with milk, the primal desire only grew deeper. Steadily, her eyes moved from his face, and slowly lowered to the thick cluster between his legs, and she leaned forward, lifted one of her four hands, and rubbed one of the thick, firm, distended nads, fondling him and watched as the rounded bulge set in its pocket began to slide out.

He lowered his lower pair of hands and held her face, and all her horns and her ears flattened against her head.

Jennifer began to lick his groin, began to suck on the end as it swelled and unsheathed, growing steadily, thickening, throbbing in tune with her vivacious cunt.

"Why are you doing that?" Drake asked as his back arched, his chest puffing outward, and Jennifer opened her mouth, his penis flopping out of her mouth as it continued to unsheathe and steadily thicken. Drool escaped from one corner of her mouth as she looked up at him, and realizing what she was doing, she pulled backward from him, her hands came to sit atop the mountains, panting heavily as she looked down at the cluster between his legs, the nads swelling and the penis extending down to his knees.

"I... I..." she stammered, her chests heaving seadily as her nipples hardened, and watching it hang there, she looked hungrily at it, desiring it, wishing for it to pierce her, and steadily, her legs slowly parted. "Ngh!" she groaned and closed her eyes.

He stepped forward, planting a pair of hands on her knees, and a pair of hands on her face, coaxing her long neck, massaging her armored cheeks, arching his back and puffing out his chest as the thickening mass of his phallus began to swell and stiffen.

"Why are you doing that?" he asked regarding her body motions, as more and more memories continued to press themselves in on her.

A repeating mass of torrid acts all over the world assailed her, and she found a pair of her hands raising to hold onto his prick as it swelled so thick, it took both her hands to hold onto it.

"I... Remember... You... And me... Fucking... And fucking..." she moaned, and arched her own back, spreading her four primaries apart from one another, her womanhood lancing with feminine power. "Because... I wanted a baby!"

"And you developed a wholly new and wonderful power."

"To birth humans into pure beings." she said, remembering the four individuals, two male, two female, who were reborn as pinnacles of humanity through her.

Drake lowered his hands on her face to the tops of her face, and together they slid downward, she laying against the slope of the mountain, holding onto it with her massive arms, using her wings like a blanket beneath her, still holding onto his thickening prick as it grew larger and thicker.

"Wh-what am I?" she gasped, feeling dizzy with her euphoria, dizzy with her arousal, dizzy with the onrush of memories as she arched her back deeper, her legs spreading fully open, her cunt widening with her spreading legs, and Drake moved forward and knelt between those legs, and she subconsciously tried to maneuver his swelling tip into her, but missed, and it pressed against the wedge of her butt cheeks, and lengthened upward, catching the pocket of her womanflesh and pressing hard against her womanhood.

"You... Are the primal element of justice." he said, and slid into her, and she screamed as all those massive yards of cock pushed into her body, spasmed, swelled thicker, before he pushed himself even deeper.

"And I... Am the primal element of ballance."

He rose up onto his tip toes, thrusting into her so hard that an avalanche fell off the top of the mountain and cascaded downward on the opposite side, and Jennifer orgasmed in a rush of sticky juices that splattered all about her thighs and all over his swollen nads even as he began to thrust rythmically into her.

"And we..." he continued, his tongue sliding outward, dozens of yards to lick her breasts, her throat and face, her muszle before it retracted and he kissed her. "Are the guardians of ballance on Earth."

"Ah! Ah! AH! AHHHHHHHHHHHHH!!!" she cried aloud, orgasming repeatedly, arching her back so deeply that she rose into a bridge-like position, and came harder than ever before, and an eruption of cum blasted from within her.

Drake took hold of the cheeks of her rear as her tail wrapped about his legs, humping her, sucking from her tit, palming several of the other, his erection bulging, probing her deeper as he gyrated, the muscles forming ribs, the veins popping out, the head flaring, and he thrust and thrust, his sack swelling with his seed.

Swallowing hard, he thrust again, pushing deeper, and their combined weight pushing the mountains apart.

Jennifer thrust herself forward suddenly, and they slammed against the opposite valley wall, thrusting the mountains up higher behind Drake, and she reached down to hold his cock, massaging it, her clit sticking out while she pounded and pile-drove him, thumping her body against his, mashing her breasts against his chests with echoing cracks of their bodies repeatedly striking each other.

Drake rolled over her, and the walls of the valley grew deeper and furthur apart, rising higher and higher, the valley deeper, and whene Jennifer rose, throwing her mane of bristles back to send them clacking against one another, she began to hump him, hooking her feet onto his legs, trying to get him to cum hard into her.

The throbbing in her bussy from their combined hearts pulsating through their conjoined sexes was enormous, and she groaned as his cock continued to grow inside her, continued to swell, engorging thicker and thicker moment by moment, and the ribs of his muscles on her cunt rubbed her every meter of passing into her vivacious and voluminous cunt, vibrating her from the inside.

She came and a wash spilled from inside her, Drake grabbing her breasts and massaging them, moving from one to the other with three of his hands while his free hand held onto her hip, and with ever increasing girtation they drove themselves deeper and deeper into the earth, the heat from their bodies melting the snow, their cum seeping into the earth, his cum and her cum, seeding long since dormant seeds, and as the molten blood of the earth was brought closer to the surface, and the mountain walls climbed higher to push the cold winds over the mountain, the valley began to warm.

For three solid days she was made love to, with brief pauses of calm repose between the two of them.

She rubbed her sopping cunt against his leg, sucked on his phallus which had grown as thick and as long as his thigh, pushed it between her breasts, creaming all over him as their valley home grew about them.

She came... She came hard, sloshing hundreds of gallons while he came repeatedly inside her, and on the third day, with her embracing him, girating only her hips as she did, she felt his release filling her. He puffed his chest outward, her breasts cleaving to his body or pressing between them, peaking out beneath her arms. As he pushed his chest out, he suddenly tenesed, driving his cock into her deeper.

And then he embraced her tightly, wrapping a pair of arms about her back, lacing his claws into the edges of her arms, grabbing her bottom and spreading it open with the other pair of his hands, and she lifted her tail, moaning as he began to spasm into her, and she felt a series of explosions occuring inside her, over and over again, repeating as he unloaded an inordinate level of seed into her so that it overflowed.

She moaned, moaned again, moaned deeper into her throat, and then she screamed and began to orgasm about his climax.

It lasted for an hour, and deep inside her... Way deep inside her body... She absorbed his seed... And concieved.

Jennifer walked nude as a human again through the trees of the mountain valley... Her new home.

With her returning memories of a life prior to her former life, also came knowlege of whshe could do with her new powers. One such ability was to become like a human again.

Her nude body was firm with voluptuous breasts, P-cups at the least, with a tall, firm body that was at least seven feet tall, with firm biceps, strong shoulders, a well rounded ass, and no body hair below her scalp.

She rubbed her breast in rememberence of the pleasure she'd felt over a week ago, and she still experienced microorgasms because of it that moisened her cunt repeatedly.

Animals were showing up magicyly, and she lowered her hand and rubbed the back of a passing deer, feeling the tilt and wobble of her breasts as her nipples remained hard and throbbing.

She walked up allong an uncut path and returned to her home, or at least the one that was being built, and saw her mate working hard to build a new home for them.

He was dressed in only a pair of pants about his waist, and was cutting pannels of wood and nailing in nails with only his bare hands.

She walked up behind him, pressing against his back, with one hand sliding down his pants to grope his groin while the other lifted to palm his chest.

"You're naked again." he said as she rubbed her cunt against his behind, stroking him till he was erect. "It's not good for the baby. The air is still cool here."

"I love the freedom." she said. "And our kitling feels better in the cool."

She undid the ties about his waist and contineud to stroke him fully erect, and he turned around as his pants fell to his feet, and he leaned back as she bent his erection down, and for a man, it was nearly as well built as it was as a dragon. A tip that came down to his knees, stepping forward, he inserted his cock into her body, and rolling her hips, she slid onto him and felt it pierce her.

He grasped her by her behind and pulled her cheeks open, smiling at her as he gave her the love she so wanted while sitting against a makeshift workbench.

"Hmmm... What will become of us?" she asked, pressing sleepily against him as he continued to gyrate into her.

"We quietly live here... Stay out of the world's way... Raise our child." He answered calmly, and they kissed.

"What about... What about the city that was destroyed?" she asked, still feeling a bit sick at what she'd done.

"Humans cannot openly admit to the world that dragons exist. We are magical creatures. They cannot actually state that they were destroyed by a ravenous beast. They will pawn the whole thing off as a cataclysm, terrorism or the detonation of a nuclear reactor, and then go on with their lives.

"Tabloids will somehow get a copy of the tape that recorded it all, they will show it off to the world, and strangely enough, no one but the gullible will believe it, and those who actually know the truth will be scorned.

"The city is burned and destroyed because it was evil. It attracted you, you came, it's hatred fueled you, and you destroyed it for its sins.

"It has happened before, it will happen again. Saddam and Gamorah was the first destroyed by us for its sins."

Jennifer sighed, and rubbed her belly, half to feel his cock penetrating her and pushing her belly forward, half to feel the life force that was growing within her.

"I think... I think I will like it here." she whispered. "But what should we call our new home?"

"I was thinking... Perhaps... Shang-ri-la..."

<Fin>