

## ***Pandora's Bottle, Chapter 2: Barbie Doll***

Barbie woke to the sound of her husband's cock slamming deep into her anus.

It was a soft sound, rhythmic and insistent. A quiet *thwap--thwap--thwap*, like two big slices of meat being slammed into one another. Accompanying this erotic beat, there came a series of little moans: *her* moans, as she squealed in delight.

"Ah, ah, ah! Oh, Luthor, oh... Oh my god, harder, harder! Ah!" The *thwap*ing became louder, as did the moans.

Beneath the luxurious sheets of his exquisitely expensive bed, Luthor raised his hips before bringing them back down again, thrusting his twelve-inch cock into the waiting anus of his girlfriend. As his shaft crashed into her, Barbie screamed in utter ecstasy. The impact made the cheeks of her ass, each large as a melon, ripple satisfyingly.

For ten or more minutes, the occupants of the bedroom went on like this. Luthor thrust, Barbie moaned, and the smell of sex filled the air, overwhelming the scented candles Barbie had bought to improve the atmosphere. Outside the window of the penthouse suite, it was a perfect day, the sky blue and rich with the pleasant sound of birdsong.

Finally, Luthor gave a last emphatic pump, and with a shudder, he emptied his balls in his girlfriend's pliant anus. She came in the same instant, exactly as a perfect girlfriend should, shuddering and moaning as he extracted himself from her.

Panting for breath, the two rolled over. For several minutes, they simply lay there on their respective halves of their gigantic king-size bed, breathing heavily, too overcome by the experience to talk. It was Barbie who recovered her breath first. "Oh my god, honey," she said, pursing her swollen lips, "I think that was the best fucking you've ever given me."

Luthor smirked. "You know, Barbie doll, I think you might just be right. It's like the more I fuck you, the tighter your asshole gets."

Barbie giggled in pride and he leaned in to kiss her, holding her perfect chin tight as he thrust his tongue between her lips. Absently, he wondered if she'd washed her mouth since their blowjob last night--he had to remind her or she wouldn't even bother. She told him she liked the taste too much.

At last, Luthor pulled away with a sound like rubber seals parting, and the two lay back to rest. Barbie picked up the book she'd been reading (*The Velveteen Rabbit*, one of the more complex ones in her collection), while Luthor grabbed his phone and started scrolling through his emails--his new business associates always had good news for him.

Just as they were getting into a rhythm, someone knocked at the door.

Luthor frowned. He hadn't called a maid up or anything... Was it someone from the apartment's management? God, he hoped they weren't here to moan about the rent

again--Lisa had left him with a fat stack of cash, and like hell was he going to waste it on *rent*.

Before he could shout to tell them to go away, the door opened, and someone familiar slipped in.

"Oh, it's just you," said Luthor.

Stroking a hand through her luscious red hair, Lisa gave him a sardonic smile. "The one and only."

Beside Luthor, Barbie blinked as her brain caught up to what was happening. "H-huh? L-Luthor, honey? Who is this? What's she doing in our room?"

Luthor sighed. "No one important, Barbie doll. Don't worry about it." He flicked a glance at Lisa and mouthed. 'Hey, can you do something about her?'

"Sure," replied Lisa. "Actually, that's why I'm here." Approaching the bed, she raised a hand to a bewildered Barbie's temple and said "Time to wake up, James."

She snapped her fingers.

Barbie jumped back as if startled, and the blank, misty look in her eyes intensified for a second, as if she were peeking into another world. She gasped. Her breathing quickened.

Then, all of a sudden, she snapped back into focus. More focus than she'd had at any point in the last six months.

Breathing heavily, she looked around. At Lisa, at the luxurious bed she was lying in, at the candles burning on the bedside cabinet, and at the man lying beneath the covers beside her. At the sight of him, her eyes opened wide. They opened even wider as they caught sight of the bulge by his crotch.

"Oh my god," she said, "oh my god."

Luthor chuckled. "Yeah, I've heard you say that phrase a lot."

Barbie looked as if she might throw up. "Oh my *god*."

Lisa suppressed a smirk. "Hey, James," she said, snapping to draw her attention back. "How are you feeling?"

James looked at her blankly for a second. "How am I *feeling*?" she asked. "I *feel* like a puffed-up, slutty bimbo. Where the hell have you been? How long have I been out of it? Why the hell does my ass hurt so bad?!"

Luthor chuckled.

“Oh, er, about six months,” said Lisa, somewhat sheepishly.

James grabbed the busty genie by her skimpy red bra. “Six months?! You left me like this and let him fuck me every day for *six months*.”

Lisa swallowed. “I didn’t want to!” she insisted. “I told you last time, I had something really important to deal with!”

James let her go. She remembered the last time Lisa had met her: down in a café in town. She remembered Lisa’s explanation as well, all of her promises and excuses. She didn’t find any of them especially convincing. “Why did you have to leave me like *this?*!” she demanded, cupping her bowling ball tits and jiggling them. “Holy fuck, *look* at me!”

“Oh, don’t worry, I am,” said Luthor, wiggling his eyebrows. “Keep jiggling those melons, you dirty slut.”

James hit him with a pillow.

“Look,” said Lisa, “in my defense, I’ve *really* had to stay on the down-low. There was this weird magic society on my trail, and every spell I cast could have clued them in to where I was. Even restoring your memories for a chat was a risk.”

James stopped smothering Luthor to look at her and huff. “Oh *really*,” she said. “So, what’s changed now then?”

“Oh I dealt with them,” said Lisa, waving the matter aside casually.

“Really?”

“Oh yeah. I resolved the issue 100% completely. We won’t be hearing from those weirdos again.”

James frowned. For some reason, that didn’t sound convincing. “So…” she said, “does that mean we can go back to normal? Can you turn me back?”

“Of course!” replied Lisa, raising a hand, ready to snap.

“Woah, woah, woah, hang on,” said Luthor, sitting up in bed. “Hang on, what about my wish for a perfect girlfriend?”

“Who gives a damn about your wish?” said James.

“*I* do!”

James hit him with the pillow again.

“Hey, come on!” wailed Luthor, raising his hands to shield his face. “Come on, Barbie doll, you can’t tell me you didn’t enjoy all those good fuckings I gave you. You told me you *loved*

my cock--don't you want to have it inside you again?" He leaned over to James and wrapped an arm around her shoulders, taking one of her nipples between his fingers and squeezing. "Come on, you know you want to..."

James went red with two different kinds of emotion. "Lisa," she said, struggling to sound calm. "Kindly turn my hunky boyfriend into a woman."

With a smirk, Lisa snapped.

Before Luthor had a chance to protest, his muscular body lost all its definition and swelled with new fat. His biceps faded, his chiseled chin lost its edge and all its sexy stubble. His hair doubled in length in a matter of instants, spilling over his shoulders as it turned blonde and curled.

Luthor squealed as the bulge near his crotch deflated, sticking her hands beneath the cover to confirm it was gone and moaning as his fingers caught its replacement. As she gasped, a pair of new bulges appeared on her chest: pumped up like balloons, her tight pecs expanded into a pair of swollen tits, firm, round, and jiggling. She cupped them and squealed at the feeling.

"Oooh," she moaned, pinching a nipple with one hand as she fingered herself with the other. "You're such a, like, *bitch*." As she spoke, a lock of curly blonde hair fell beside her pumped-up lips.

"That'll do," James said with a smirk. "And now, if you'd like to get her the hell out of my apartment."

"As you wish, mistress," said Lisa. She snapped again, and with a final moan, Luthor vanished.

"Much better," said James, shuffling into the middle of the bed. For several seconds, she simply lay there, eyes closed, breathing in relief. It felt nice to have the whole bed to herself for a change.

At last, she opened her eyes and turned to face Lisa. "Don't think I've forgotten about you," she said. "You're at fault here as well, you know."

A puff of smoke consumed Lisa's form. When it cleared, her genie outfit was gone--in its place was a sexy maid's uniform, complete with short skirt and low cut top. "I'm so sorry, mistress," she said, curtsying dramatically, "I'll accept any punishment you think is appropriate." She turned around and wiggled her ass, clearly inviting James to spank her.

"Like hell you will," said James. "I bet there's nothing I could do to you you wouldn't enjoy on some sick level."

Lisa turned back to him with a smirk. "You won't know until you try," she said, winking.

“Actually, no,” replied James, stroking her chin. “No, I can think of *one* thing... How about you spend a whole month without any sex whatsoever?. That sounds pretty punishing for a succubus like you.”

Lisa gasped as her short skirt vanished, replaced in an instant by an impressively bulky chastity belt. Squealing, she grabbed it and tried to tear it away, all the while panting, red-faced. “Oh... oh god... Oh, mistress, how could you ever do this to me?” She collapsed to her knees, still panting and flushed. Juices ran down the inside of her thighs. “Oh my god... And I was already so pent-up! Noooo!”

James scowled. “I guess I should have seen that one coming,” she said with a sigh. “Get that stupid thing off of you.”

In another little poof, the chastity belt vanished. Lisa squealed and stuck her fingers straight into her pussy. “Ah! Ah! Oh my god... Thank you, mistress! Thank you!”

James huffed and lay back in bed.

Looking up, Lisa stopped fingering herself and teleported onto the bed beside her. “What’s wrong?” she asked. “Are you really that upset with me?”

“You left me as a slutty bimbo for over six months,” said James. “And not just *any* slutty bimbo, but Luthor’s *perfect*, slutty bimbo *girlfriend*. Do you know how many times I’ve had his cock inside me in the last six months?”

Lisa pouted like a naughty child. “I’m *sorry*, mistress. I would have come and saved you, but that weirdo society was right on my tail. I don’t know what I’d have done if they caught up to me. You know what men like them do to innocent virgins like me.” She leaned in close and breathed an airy breath in James’ ear.

James blushed. “You,” she said, pinching herself, “are the *least* virginal person in the entire world. And stop calling me ‘mistress’! You know I’m a guy! In fact, turn me back! Right now!”

The genie stroked one of James’ breasts playfully. “Aww, don’t you want some hot, lesbian sex first?”

“No!”

Lisa sighed. “Okay, okay. As you wish, *master*.” She snapped again.

James’ transformation was much the reverse of Luthor’s. Swollen curves straightened out, breasts vanishing into hard, well-toned pecs, while muscles buffed up slender limbs. Her lips lost their plumpness; her hair lost its length, and a big bulge appeared in the sheets around her crotch.

“Finally,” said James, sticking his hand beneath the cover to confirm it. “God, I’ll finally be able to use a urinal again...”

“Wouldn’t you rather use your cock for something else?” said Lisa, crawling atop him. Smirking, she dangled her boobs in his face even as her crotch caught his penis. “Come on, you know you want to punish me. I’ve been such a naughty girl, haven’t I, master?”

When James simply looked away, Lisa sighed and snapped her fingers. With an audible *boing!*, her boobs doubled in size, spilling out of her flimsy top and jiggling in James’ face. “Ooops,” she said, “I’m *such* a clumsy, big-titted *slut!*”

Looking back at her, James reddened. “Well... maybe I can punish you a little.”

“That’s the spirit~,” said Lisa, leaning in to kiss him.

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“James? James! You better let me back in, you big slut!”

At the base of the apartment tower, Luthor stood, naked and red-faced with rage. “Take me back, you big bitch!” She yelled, stamping her foot on the pavement. “James! ...James! That’s *my* penthouse suite, you whore!”

“Excuse me?” said someone behind her.

Luthor whirled, tits wobbling, and found herself face to face with a woman around her and James’ age.

“Are you okay?” the woman asked.

Luthor sniffed. “Of course I’m not okay! Look at me!” She swept a hand over her naked, curvaceous body.

The other woman reddened. “Here, let me help you with that,” she said, taking off her jacket and wrapping it around Luthor’s shoulders.

“No,” said Luthor weakly, “I don’t mean the nakedness, I mean...” She sighed. “Nevermind. Thank you.”

“That name you were calling,” asked the woman, “who does it belong to?”

Luthor thought about it for a second. What was the best way to explain her current situation?

In the end, she huffed. “Only my stupid boyfriend,” she said, trying to make it sound as if she might burst into tears at any moment. “I just found out he’s been sleeping with another woman... And now he’s kicked me out of my own apartment.” Screwing up her eyes, she threw herself into the woman’s arms, making herself shudder as if she were sobbing.

“Oh... I’m so sorry,” said the woman, clearly overwhelmed. “Er, look, I don’t mean to pry, but... I’ve been looking for a friend of mine called James. Half a year or so, he got involved

with this woman named Lisa, and then he went missing. I've spent months trying to track him now, and I finally traced him to this building, but..."

Luthor pulled out of her grip. "Wait a second," she said, "you know Lisa?"

The woman gulped. "You could say that..."

Luthor stared into her eyes. "*How* much do you know about her?" she asked.

"Well I couldn't tell you her birth date, but--"

"No, no, I mean, are you aware she's...?" Luthor mimed rubbing a lamp.

The woman's eyes widened. "A genie?"

"Hey, you said it, not me," replied Luthor, holding up her hands defensively.

"I-I-I know what she is," said the woman. "She did... *things* to me that made it pretty apparent." She looked away sheepishly.

Luthor tilted her head in thought. "Then, if I told you that five minutes ago I was the hottest guy in this city, would you believe me?"

The woman's eyes opened wide. She looked Luthor up and down and blushed. "I-I-I mean I guess that's no crazier than what she did to me."

Luthor smiled. "The name's Luthor," she said, holding out a hand.

"Sam," replied the woman, taking and shaking it.

"Sam," said Luthor. "That's a nice name. Say, do you happen to live nearby? It'd be really nice if we could get inside, you know? Don't want any guys to see me like this, haha."

"Sure," replied Sam. "I've rented a hotel room nearby. We can talk more there." She looked about as if afraid they were being spied on, before leaning in close to Luthor's ear. "Look, I think I might have a way to defeat Lisa."

She raised an eyebrow. "Oh?"

"Well, more 'take control of' than defeat," Sam added sheepishly.

"Even better," said Luthor, putting an arm around Sam's shoulder. "By all means, lead the way."

As the two set off, Luthor smiled. "Say, Sam, I don't suppose you're the kind to enjoy hot, lesbian sex?"

"N-no! Why would you ask that?"

Luthor sighed. "Nevermind," she replied. "Nevermind."

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"Good morning, master~. I've made a special breakfast for you~."

James woke to the smell of fresh eggs and toast--and the feeling of Lisa's thighs wrapped tight around his cock. Opening his eyes, he found her kneeling on top of him, a big plate of food squished against her over-swollen breasts. She was still wearing her maid uniform, of course. Well, the top half of it, anyway.

Seeing him awake, she giggled coquettishly. "Wakey-wakey, master! It's a beautiful day, perfect for lots of fun and fantasies and sex." Chuckling, she placed her platter on the bedside cabinet. "Why don't we start by dealing with *this*?" she asked, rubbing her thighs against his cock.

James' squirmed. "Th-thank you, Lisa, but--"

Too late, she was already under the covers. A second later, James found his boxers pulled down and her luscious lips wrapped tight around his cock. He shuddered.

*So much for avoiding temptation*, he thought as she sucked. Sighing, he bit his lip and reached for some toast.

For the next few minutes, he ate as Lisa slurped, struggling not to drop his morning coffee every time her tongue made him spasm. The feeling of it coiling around his shaft was exactly as amazing as he remembered. Fuck Luthor and his cock--Lisa's tongue was a thousand times better!

With every second that passed, the fire started in his groin grew hotter and hotter. He tensed up and found himself panting. Finally, the pleasure building inside him grew too great to bear, and he came with a grunt. It felt so good that he almost choked on his toast.

A few seconds later, Lisa emerged from the cover, grinning widely, semen--*his* semen, he was proud to note--dripping from her mouth.

"Mmm~, " she said, licking her lips. "I hope you're enjoying *your* breakfast as much as I'm enjoying *mine*, Master."

He swallowed. "Y-yeah," he said. God, he'd forgotten how sexy she was.

As James finished his toast, Lisa slipped out of the bedroom. Throwing on a dressing gown, he went in search of her.

He found her in Luthor's expansive living room with its widescreen TV and its glamorous furniture. He wondered if it was officially his now--not that the apartment staff would



recognize either him or Luthor anymore. Either way, he was sure Lisa could sort something out for him.

She was lying on the long, leather couch, dressed in a tight, black, latex catsuit that was struggling to contain her enhanced curves. A cat's ear headband and a fake tail completed the costume. (At least, he assumed they were fake. The way they twitched when she moved was surprisingly convincing.)

"Hello, master," she said, "looking for your little pussy? Come on, come closer~. I promise I won't scratch you. Don't you want to hear your pussy purr?" She beckoned at him, like a cat.

James swallowed. He'd told himself that he was going to restrain himself--that he wasn't going to lose himself in lust like he had the first time around. The sight of her lying there though, engorged tits spilling out of her catsuit, made him fully erect in an instant. With a long sigh, he threw off his dressing gown.

"Mmm~, that's right, master," purred Lisa, licking her lips at the sight of the bulge in his underwear, "come closer. Come give your pussy a treat. I'm sooo hungry." She giggled.

Reaching the couch, James dropped his underwear. As his cock hit the air, rigid already, Lisa released an impressed moan and opened her eyes wide. "Oooh, it's so *big*," she said, giving him a cheeky wink. "I don't know if my little lips can take it..."

Sitting up, she stroked his shaft with a single, slender finger. James shivered at the feeling--impossibly, he could feel himself growing even harder. His cock felt so rigid, so tense, as if all the muscles inside it had turned into stone.

With a grin, Lisa leaned forward and opened wide as if to stuff it down her throat. Just as his tip was about to touch her lips, however, she paused and grinned. Giggling, she kissed his glans and backed away. "Mmm~, on second thought, this kitty's already had enough to eat this morning... Why don't you play with a different part of me?"

James raised an eyebrow. Before he could ask what she meant, however, Lisa snapped her fingers and her dark catsuit vanished, baring her naked chest and torso. As her boobs, big as basketballs, dropped and bounced, James had to bite his lip to keep himself from moaning. He realized what she was planning.

Licking her lips, Lisa cupped her breasts and squeezed them tight together, deforming their shape and forming a line of cleavage you could have lost an army in. Still grinning, she leaned forward.

As her tits touched his cock, James failed to keep himself from moaning. An airy gasp escaped his lips the instant her flesh touched his rod. As she pulled them apart and wrapped them around him, smothering his shaft in their overflowing fat, he moaned again and struggled to stay standing. All of a sudden, his legs felt really weak.

Grinning and giggling, Lisa started pumping, pushing her breasts--so tight, so tight against his cock--down the length of his shaft, before pulling them back up again. It only took her a

couple of goes before he was red-faced and gasping. Pre-cum spurted from his tip, lacquering her cleavage and lubricating her motions. Soon, she was pumping fast, up and down, up and down, two or three times each second. James almost fell to his knees at the feeling.

Putting a hand on the arm of the chair to steady himself, he stood there panting as she pumped faster with the second. Soon her tits were moving so fast they blurred--they *sloshed* as well, like two big tankards of milk.

In his groin, a tension was forming. Like a knot, tied once, then tightened, again and again. The sense of it surged through him, making him want to gasp. He felt so hard, so pent-up. His cock felt so good it *hurt*--his balls ached to release their contents.

At last, he could no longer hold it in.

James gasped as his cock twitched and a tidal stream of semen shot out of its tip. Lisa smiled and pulled back, letting it shower her. It took only a handful of seconds for him to coat her chest, her face, and most of the couch behind her.

Falling back with a moan, he hit the floor and lay there panting, semen still dribbling from the tip of his still-erect penis. On the couch, Lisa smiled and slurped up some of his semen. "Mmm~, never mind," she said, swallowing loudly, "I guess Pussy was hungry after all." She giggled.

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James had to take a break after that. Cleaning himself in the bathroom, he put his dressing gown back on and returned to the living room to find Lisa had cleaned the couch. Sensing his mood, she'd switched back to one of her less titillating outfit choices: an oversized hoodie... and nothing else.

James sighed and settled down beside her. He supposed it would be too much to ask her to put on some pants.

"So, master," she said, wrapping an arm around his own, "what would you like to do today?"

James frowned and picked up the TV remote, flicking on Luthor's 56-inch widescreen. "How about we just have a nice day in?" he asked.

Lisa smirked. "I see," she said, "a nice day inside. Just a genie and her master and his big fat cock, with no one to interrupt them." She licked her lips.

James sighed. "No, Lisa, I mean a *normal* day in."

Lisa frowned. "Who *doesn't* spend their days in fucking?"

He sighed again. "You're missing the point. I've just spent six-plus months fucking Luthor every waking hour. I'd like a *break!*" Turning away from her, he flicked the TV to the weather channel. It was going to be sunny. Joy.

Frowning, Lisa traced a hand up his leg towards his cock. "A break?" she asked, all false-innocently, "you seemed pretty happy to have me suck you off in bed. And to tiffuck you just now."

"Only because you're so--" He looked at her, caught her smirk, blushed, and turned away. "Look, can't we just take things easy?"

With a sigh, Lisa turned her own gaze to the weather. "Looks like it's going to be sunny today," she said, sounding suspiciously non-sexual for a second. "Ooh, that gives me an idea!" She turned back to him, a big grin on her face. "Why don't we go to the beach?"

James' eye twitched. He remembered the *last* trip they'd made to the beach. He'd enjoyed it at the time, but in retrospect, he couldn't help but feel guilty about it. He'd had Lisa turn so many guys into chicks. He still wasn't sure what had happened to them since.

"No, no, definitely not," he said, raising his hands defensively. "I'm not having a repeat of what happened last time."

"Aww, come on, master." She pulled herself onto him, smushing her big breasts into his chest. "I promise I won't go as wild as I did last time. We can just lay down a towel, lie down, and spend a nice day relaxing. How does that sound?"

James frowned. It *did* sound pretty nice. Much better than doing the same thing here--as nice as Luthor's penthouse was, he couldn't enter the bedroom without remembering the taste of his own best friend's cock.

At last, James sighed. "Promise?"

Lisa nodded eagerly. "I promise, master." She smiled mischievously.

James sighed again. He hoped he wasn't making the same mistakes as last time...

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James hissed as his sole touched hot sand, making him snatch his foot away in pain. "God, it's so hot. Lisa, can you snap up some sandals for me?"

"As you wish, Master," replied the genie, kissing him on the cheek. With a snap of her fingers, a pair of simple sandals appeared by James' feet. He slipped them on, adjusted his swim trunks, and stepped onto the beach.

People thronged about it in their hundreds, lying and sunbathing, standing and playing volleyball. It was so packed that James and Lisa struggled to find a place to lay their towel.

In the end, they picked a little patch halfway to the shore, squeezed between a group of vacationing sorority girls and a couple on their honeymoon.

Snapping open his deckchair, James dropped into it and sighed. "Much better," he said, lying back.

Lisa, on the other hand, rolled open a towel in the sun. "Don't fall asleep just yet, Master. I need you to help me put on some suntan lotion."

James frowned at her. "Why do you need suntan lotion?" he asked.

"Why to sunbathe, of course." She rolled her eyes. "Everyone knows you need suntan lotion to sunbathe, master."

"You're an immortal, shapeshifting genie. Can't you just snap your fingers and tan yourself magically?"

Lisa looked at him as if he were an idiot. "If I tan myself, then no lucky guy will get to rub my sunscreen on."

James thought about this for a second. "Good point," he replied. "Throw me the bottle."

As Lisa pulled off her bikini top and lay flat on the towel, squishing her breasts in a way that made James' cock twitch, he popped the cap off her bottle of lotion and poured some onto his hands.

He started with her shoulders, rubbing his hands in wide circles. Lisa shivered at his touch, squirming and giggling. "Go on~," she said.

Slowly, James worked his way down her body, refreshing the lotion on his hands as necessary. As he worked the stuff into her back, Lisa cooed and gasped delightedly. As he moved on past, she started giggling.

As he approached her ass, James paused. Her fat cheeks, like a pair of well-risen loaves stuffed into a single baking pan, lay before him, tempting him. He swallowed--his cock twitched in his pants. For a moment, he wanted nothing more than to reach out and squeeze them, squeeze them tight.

"Go on~," said Lisa, looking over her shoulder. When she caught his eye, she gave him a cheeky wink. "You know you want to~."

James gulped.

Refreshing the lotion on his hands, James took a deep breath and went to work. As his palms settled on the curves of Lisa's ass, she squirmed and gasped. As he started to rub, she audibly moaned.

James stopped, red-faced, to look around, but neither of their neighbors seemed to have heard her. Satisfied, he took a deep breath and started again.

As his hands moved in circles, leaving a layer of lotion in their wake, Lisa's ass cheeks rippled beneath them as if they were made of gelatin, fat wobbling with each motion. When he paused, it took them several seconds to stop jiggling.

Resuming his work, he imagined himself as a baker stirring a big bowl of dough, squeezing it in his hands, rubbing it, kneading it into shape.

Slowly, his hand movements started to change.

Before James even realized, he'd stopped circling and started squeezing, grabbing two thick clumps of Lisa's ass and pinching them tight so that the fat spilled out of his fingers. Lisa moaned, loud and sexually. "Harder!" she cried. "Harder!"

The sound snapped James out of his reverie. Looking around he was glad to find that their neighbors still hadn't noticed. (Either that or they were deliberately ignoring him.) Sighing in relief, he moved onto her thighs, ignoring Lisa's protests and trying not to cum in his swim pants.

Soon enough, he was finished. Plopping the cap back on the bottle, he dropped into his deckchair and lay back to relax.

"Hey, what gives?" asked Lisa. "Why aren't you fucking me? You were supposed to fuck me in the ass!"

James sighed, popped open a can of beer, and took a deep chug of it.

"Come on," said Lisa, wiggling her butt. "Don't you wanna stick your shaft deep into my asshole?"

"Not today," said James, taking another swig.

Lisa smiled. "What if I do *this*?" She snapped.

James felt his body tingling, as if with pins and needles. All of a sudden, a wave of energy went coursing through his form, making him drop his beer and gasp at the strength of it.

As he struggled to recover, James found his body growing. Muscles were appearing on his arms and pumping up his legs: biceps, triceps, quads, and others he couldn't name. Even as he watched, his depressingly shapeless stomach hardened into a six-pack. The world around him dropped away as he gained a foot of height.

Something else was growing as well. James watched, eyes wide, as his swim trunks started rising, pushed up by the bulk of his titanic new cock. The feeling of it straining against them made him bite his lip and shudder--it felt so good, so good. So hard, so erect. As if he'd

spent an evening edging with the help of the world's sexiest woman. He wanted desperately to fuck someone.

"What about now, big boy?" Lisa giggled and wiggled her butt again, making his swollen cock spasm with desire. "Wanna fuck me now?"

James wanted to say 'yes'. Wanted to leap out of his chair, tear off her bikini bottoms, and slam his gigantic new shaft straight into her asshole. Wanted it so bad, he found himself standing.

"N-no," he said, forcing himself back down. Sweat dripped from his brow as he grabbed the sides of the chair, gripping so tight his new strength threatened to break them. "No..."

"Aww, come on," said Lisa, "not even a *little*?"

James shook his head.

Lisa sighed. "Okay," she said, standing, "I guess it was worth a shot at least. If you need me, I'm going for a swim."

And with that, Lisa turned and headed for the ocean.

Watching her go, James struggled to breathe. The rippling and quaking of her ass made him want to moan.

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Strolling down the beach, Lisa couldn't keep herself from sighing. Her reunion with her master wasn't going as well as expected. She'd thought he would be happy to be back in a male body. Happy and, more importantly, horny enough to fuck her like a rabbit. She guessed she'd misjudged things though.

Still, she was happy to be back with him. Even teasing him was fun, and the odd fuck was much better than none. (Not that she'd gone without while away from him. A genie has her needs, after all.)

Reaching the sea, Lisa dipped her toes into the water and smiled. She'd always loved water, whether it was the sea or an oasis in the desert. She just loved getting wet.

Striding in, she released a little moan. The water was delightfully warm today. It felt so nice she was tempted to go back and fetch her master to join her, but she figured that wasn't likely to work. Whatever, she'd get him eventually.

As the seafloor fell away from her feet, she kicked and rolled onto her back, paddling languidly away from the beach. The waves caressed her like a lascivious master, falling on her chest and pooling in her cleavage. She laughed.

Around her, a group of women was treading water and talking. There were four of them in total, two brunettes, a blonde, and a redhead like herself, all about her own apparent age. Scanning their minds, Lisa found they were students--*good* students, all highly intelligent--on break from college.

Turning to face them, Lisa smiled mischievously. Beneath the water, her fingers snapped.

At once, the blonde's bikini top began to stretch as the boobs inside it bloated. Slowly at first, then quicker, gaining a cup size with the second till they were each as big as beach balls and her top couldn't contain them. With a snap, it broke and fell limp into the water. Neither the blonde nor her friends seemed to notice, neither that nor her new source of buoyancy.

As her new boobs bobbed atop the water, the rest of the blonde's body changed to match them. Her lips pumped up; her hair grew twice as long and puffy. A big pair of earrings appeared in her ears.

Behind the water, her ass and thighs were swelling to match her other assets. Her bikini bottoms slipped between them and vanished, making the blonde squirm and moan loudly. Her voice sounded different: higher, squeakier. When she spoke, she paused a lot more often and stuck in random 'like's as if they were punctuation.

Watching her, Lisa giggled.

The blonde went on talking as if nothing had happened, her swollen lips flapping like balloons in the wind. Her fellow students, if they noticed any change in their friend's condition, didn't say anything. Perhaps they couldn't tell the difference--perhaps they simply thought she'd always been this vapid. Lisa knew intellectuals; they could be spiteful bitches.

In the interests of fairness, she snapped her fingers again, forcing the three remaining women through a similar transformation. As their figures inflated like the pool toys on the shore, their hair lightened till they were as blonde as their classmate's, and their contributions to the conversation became as shallow as hers as well. By the time Lisa lost interest and started paddling away, they were debating whether bigger cocks were always the yummiest. Smirking, Lisa left them to it.

Swimming slowly in the direction of the beach, she wondered how her master was getting on...

\*

James was struggling, struggling *hard*. In his pants, his cock was long as a baguette and probably as wide as one as well.

And it was *hard*, so hard. It felt like Lisa had given him a cock made of stone.

Staring at the bulge in his pants, he watched as it pulsed, the member beneath it thrumming with barely-contained virility. It felt like an engine, running hard, just ready to be unleashed. He didn't really want to imagine what *that* would involve.

Breathing hard, he lay back and tried not to think of anything sexy. It was hard--*real* hard--no, not *that* kind of hard. Difficult. *Difficult!*

If he'd been alone, he might have been fine, but there were so many women about, so many hot, curvy, sexy--

*Oh god.*

Screwing up his eyes, he tried not to moan. He needed to do something quickly. If he'd been alone he would have stuck his hands down his pants and solved the issue himself, but he was surrounded on all sides, and he no longer knew if Lisa's perception filter was working. He didn't want to solve the problem himself if it meant getting arrested for public indecency.

Swallowing hard, he forced himself to stand (his cock was so rigid that this was actually difficult). Perhaps if he went for a walk, that would help? Maybe a nice stroll along the beach would help him to take his mind off his titanic, hard as iron erection...?

With a final deep breath to make sure he was ready, he set off, sandals clapping against the sand as he walked.

Marching through the valley of parasols and windshields, he realized for the first time how absurdly big his new body was. He was only a foot taller, but he felt like a giant. Everything just felt so much smaller than it had been.

He had no doubt that his muscles were adding to the impression. He felt so *strong*, as if he could pick up a car and crush it in his hands. ...He probably wasn't *quite* that strong, but still, he felt powerful. If not for the state of his cock, he might be tempted to go for a run and test out his powerful new leg muscles.

As it was, he had a *bigger* thing on his mind.

Passing a group of young women, curves packed into bikinis, James tensed and forced himself to look away. As he passed their spot, he heard them chattering and giggling. They were looking at *him*, he realized, and for a moment, he flushed red with embarrassment.

It took him a second to realize this was the wrong response. They weren't laughing to mock him, they were laughing because he impressed them. How many guys on the beach had a body built like his? Let alone such a transparently titanic package? He bet every one of those women wanted to get her lips around--

He had to stop and breathe deeply, earning an odd glance from a middle-aged couple. He really needed to find Lisa... Where had she said she was going?

\*

Back in the sea, Lisa was getting sick of paddling. There was only so long you could spend floating on your back, kicking around aimlessly, before you got bored of it.



Sitting up in the water, Lisa looked about. There weren't that many people around this far out, but surely there was *somebody*.

At last, her eyes settled on a mousy brunette in a frilly one-piece swimsuit. She was wearing a pair of sunglasses so large they were comical and looked as if she'd come to the beach to take a break from solving mysteries.

Licking her lips, Lisa snapped her fingers.

At once, the brunette gasped as if someone had punched her in the stomach. Beneath the waves, she clasped her belly... and found it several times larger than she was expecting. Plump and round, it looked as if she were ten months pregnant.

And yet she kept growing.

Lisa smirked as the brunette, squealing and flailing and batting her bloating tummy, expanded like a balloon stuck on a gas pipe, going from beach ball-sized to twice that in less than half a minute. As she grew, her newfound buoyancy lifted her up atop the water so that she lay thrashing, unable to right herself, like a beached turtle.

Slowly, second by second, the woman continued to expand. As her stomach reached the size of a small car, all the air filling it suddenly spilled into the rest of her body, blowing up her head and limbs and boobs and ass all in a single comical instant. She moaned like a whale, struggling to move.

Now her body began to reshape, arms arcing forward and straight while her hands puffed up like cartoony mittens. Her legs folded up against her flattened belly, while her boobs and ass continued to grow, keeping her floating atop the water. Her head snapped forward, and a smile graced her face, just in time for a wave of glossiness to pass over her body, freezing her where she was and making her look polished. Beaming, she stared ahead, unable to look aside.

As the rest of her body stopped changing, a little groove appeared in the base of the woman's back as a portion of her plasticized flesh stretched into a backrest. To her this was an alien, incomprehensible experience, but to Lisa what was happening was obvious. The brunette had grown a seat: two seats, perfect for two people to sit in.

And with that, the brunette stopped changing.

Grinning wildly, Lisa paddled over to her, grasped her side and--kicking wildly--pulled herself up out of the water. Settling her ass into one of the freshly-grown seats, she lay back, sighed in delight, and closed her eyes.

The pool toy bobbed atop the water, expression fixed in a false mask of happiness.

James shivered as his feet touched the water. It felt so warm, but going swimming in the ocean was always a strange experience. Taking a deep breath, he forced himself on. He was doing fine until the water reached his swimming trunks.

“Ah!” James gasped as the sea touched his tip, sending a new wave of pleasure shivering through his rod. Even the slightest sensation was enough to set him off. Where was Lisa? She’d said she was going swimming, so where was she? He needed her to fix him *now*.

He opened his mouth to cry out her name and stopped as he realized how much attention it would draw to him. He already had a pair of pretty blondes ogling his beefcake of a body. The last thing he wanted was them approaching and touching him.

Biting his lip, he scanned the horizon. At last, his eyes settled on an unusual object: it looked a little like a dinghy, if dinghies came sculpted in the shape of naked, curvy women.

He sighed. *Lisa...*

Gritting his teeth, he set off.

\*

Lisa smiled as she heard the sound of splashing. *Right on cue*. As it grew closer, making her strange raft bob atop the water, she opened one eye and smirked. “Hello, master. Is something wrong?”

Grasping the side of the raft, James panted for breath. “Lisa,” he said, “Lisa you need to do something. I need to cum so bad...”

Lisa suppressed a chuckle. “Oh no,” she said, clapping her cheeks, “how did that happen?”

James groaned. “Lisa, will you help me or not?”

She laughed. “Okay, okay, here...” She snapped her fingers, levitating him up out of the water and dropping him into place beside her on the pool toy. “Now, let’s see what the problem is...”

With another snap, she vaporized his swim trunks, freeing his swollen cock to *sproing* into the air. Lisa gasped, a little taken back. Even *she* hadn’t been expecting it to be *this* big.

Feeling sweat form on her brow, she licked her lips.

Slowly, raising a hand, she tapped it at the base and traced a finger up its length to its pre-cum dribbling tip. Catching some on the end of her finger, she plopped it into her mouth and savored the salty taste. “Mmm~, delicious.” James shuddered, biting his tongue to keep himself from groaning.

She turned on him with a ridiculous grin. “Well, what do you think, big boy? Wanna make love on the world’s weirdest pool toy?”

When he paused, she grasped his cock and squeezed. He moaned and nodded vigorously.

“Oh, I’m so glad to hear that,” she replied, clambering on top of him. The pool toy rocked beneath them as she made herself comfy.

Satisfied, she grabbed her bikini bottoms and tore them away in a single sharp motion, tossing them aside like the worthless trash they were.

Smiling, she lifted herself up.

Hovering over James’ swollen cock, she lowered herself delicately onto his tip. She wanted to take this carefully. His cock was big even for *her*, and she didn’t want to put it all inside her straight away--

Her foot slipped on the wet surface of the raft, and Lisa dropped, slamming James’ massive cock all the way into her. “Aiii!” Her scream could be heard all the way back on the beach.

James himself threw back his head and moaned in sudden relief. Finally, after all this time. Oh god, it felt so good to finally have his cock inside someone. Groaning, he grabbed Lisa’s arms and held her in place even as she struggled to pull herself off of him.

Red-faced and sweaty, she gasped for breath. “Ahhh! Oh my god, oh my god, oh my god, James, let go! Lemme offa--AH!”

A spasm of utter ecstasy rocketed through James’ form, and his grip faltered, just for a second. Lisa shot upward, panting for breath.

Just for a second. Then James regained his grip and pulled her back down again, slamming his cock into her pussy once more. “AH!”

As Lisa’s screams of ecstasy and panic filled the air, James--eyes rolled back in their sockets--started bucking mindlessly beneath her. So large was his body that even this unconscious motion was enough to bounce the genie up into the air... from where she promptly fell right back onto his cock again. “AH! AH! AH!”

For several long minutes--surprisingly long, given how pent-up James was--a thick *thwack-thwack* sound rolled across the ocean. It sounded a lot like someone pummeling a big shank of meat with a boxing glove, though the screams of pleasure that underlay this rhythm suggested a different interpretation.

With every crash of Lisa’s ass into his thighs, with every tight pumping of his cock by her pussy, the tenseness in James’ cock and the rest of his body grew a little bit stronger. Like a fire started on a ground floor, it crept its way all the top of his body, to his brain, where it melted thoughts and set alight desires, making him moan in mindless ecstasy.

Lisa had gone limp now, eyes rolled back in her head, jaw gaping, tongue lolling out of her mouth. James didn’t even notice. He simply carried on pumping.

Until at last...

With a final, sharp thrust, James hit his limit. The fire in his groin spread to his powder magazine, and his cock exploded into orgasm. He released a scream so loud it scared away seagulls, and his penis unleashed a torrent of semen so strong and so heavy it was a wonder Lisa didn't shoot off of him like a rocket.

What she actually did was orgasm as well, before falling back and popping off his cock like a cap off a bottle. As she landed against the head of the pool toy, James' cock continued to shoot semen, spraying her from head to toe. She could only whimper as it lathered her quaking body.

At last, the torrent of cum slowed to a halt, and James gave a final gasp before falling and instantly to sleep.

Lisa, meanwhile, lay there for several further minutes before the fire raging in her own crotch finally died down enough to make her sensible. Licking up some of the semen dribbling down her face, she sat up and drew in a deep breath.

Looking at James, lying there snoring, cock still half-erect, she sighed. "I guess I should know to be careful what you wish for," she muttered beneath her breath.

With another sigh, she conjured a paddle and started to row them back to shore.

\*\*\*

In a hotel room near his own former apartment, Luthor sat on a bed, dressed in Sam's spare clothes, smirking.

She'd really hit the jackpot this time.

"Well, what do you think?" asked Sam. "Does it make sense?"

"Run it by me one last time," asked Luthor, adjusting her bra. Sam's were a few sizes too small for her.

Sam sighed. "Again? I've already explained it twice already..."

"I know, I know. Just run it by me one more time. I wanna be sure I understand."

"Urgh, just let me grab a coffee."

A few minutes later, Sam returned, seated herself in a chair facing Luthor, and took a deep swig of coffee. "Okay," she said, "okay, well, according to my research, it's a question of ownership. Not of the genie herself, but of the bottle."

"The bottle she came in?"

“Which other? The genie's sworn to obey whoever rubs the bottle. Get your hands on it, and you control her. That's the only way. Well, unless you can get her current master to grant you control, but why would they ever do that?”

“Okay, hmmm.” Luthor leaned forward, resting her chin in her arms, feeling mildly annoyed at the way this squished her breasts. God, she felt so horny. At this rate, she was going to jump the next man she saw. “So we need to get our hands on the bottle somehow.”

“Exactly.”

“...But where is the bottle?”

Sam looked at her blankly. “You don't know? I thought you'd been hanging out with James and Lisa.”

Luthor gave her an awkward grin. Explaining her relationship with Lisa and James to Sam *without* making herself look like the bad guy (girl) had proved difficult. She'd had to switch their roles around a bit, cast herself as the guy-turned-perfect girlfriend. Which was a little bit embarrassing, though it also turned her on.

“I mean, I was with them,” she said, “but I was under Lisa's spell. The only thing I could think about was James' cock--” Sam went red. “--I wasn't exactly in the state of mind to be asking about *bottles*.”

“Okay, okay, I get it,” said Sam. “That just means we need to do some more detective work, right?”

Luthor groaned internally. God, she was so wet. She flicked a glance at the bathroom, wondering if the door was soundproof. Five minutes alone in there would be amazing right now.

“Luthor? Hello?” said Sam.

“Hmm?”

“I said, ‘where do you think we should start?’”

Luthor sighed. “Well,” she said, pinching the bridge of her nose, “if I were a man with a crazy powerful genie at my beck and call, and anyone who nabbed her bottle could steal her from me... I'd probably keep it buried in the desert or something.”

“...You think we should search the *desert*?”

“No, no, I'm just saying. That's impossible, so let's rule that out. Where's the second most logical location for James to keep the bottle?”

For several seconds, the two sat in silence. At last, Sam's eyes widened. "On Lisa's person..." she said. "I'd give the bottle to the genie with instructions not to lose it."

"Oho," said James, clapping her on the shoulder. "Nice deducting. I don't know if it helps us though."

"Of course it does!" said Sam, almost leaping out of her chair. "If the bottle is on Lisa, all we've gotta do is trick her somehow. Distract her so we can nab it off her."

Luthor frowned. "And how the hell are we supposed to do that?"

Sam went to speak and failed to find words.

Before she could find any, there was a knock at the door, and a handsome young bellboy poked his head in. "Excuse me, room service?"

"Hold that thought," said Luthor to Sam, running to the door with a big grin on her face. "I'll be back in *five* minutes."

Grabbing the bellboy by the shirt, she dragged him into the corridor.

\*\*\*

James woke to the feeling of a fat cock in her cunt. A big, thick cock, hard and veiny, stretching her pussy wide and making her want to moan. "Harder..." she mumbled, clutching her pillow, still half-asleep, "harder..."

The cock, ever polite, obliged.

Moaning and shuddering, James lay in this delightful reverie, enjoying the sound of the cock as it slammed into her pussy and the waves of utter ecstasy accompanied it.

It was several minutes before she realized she wasn't supposed to *have* a pussy anymore.

Squealing, she snapped up in bed, eyes wide open. Her giant tits jiggled on her chest--the fact this wasn't an alien sensation was annoying.

The man to whom the fat cock belonged stopped pumping in order to give her a cheeky smile. Running a hand through his luscious red hair, he gave her a wink. "Good morning, master."

"*Lisa?!*"

"That's right," said the genie, flexing his muscled arms. "Do you like what I've done with us?"

James took in the sight of Lisa's well-toned form, his bulging biceps and impressive six-pack. She blushed. Swallowing hard, she tried to remember what she'd been thinking. "Why am I a chick again?"

“That’s a very good question,” replied Lisa, “and I’ll answer it in a second. But first, if you’ll allow me to finish...”

“Finish wh--?”

Pulling back his hips, Lisa gave a gigantic thrust, driving his massive cock deep into James’ waiting folds. The new woman gasped and threw back her head. She could feel its entire length, from its tip to the veins along its shaft. It felt so good--she came with a squeal.

Her moan of ecstasy set Lisa off as well. He gave a grunt, and his cock trembled, before pumping half a liter or more of semen into James’ dripping pussy. Fortunately, she was too deep in her afterglow to notice.

“Aaah,” said Lisa, extracting herself from a blissfully-dazed James and falling into place beside her on the bed. “Wasn’t that fun, master?”

For almost a full minute, James could only respond in burbles. Finally, she found her voice again. “Oooh, you *came* in me,” she moaned. “I thought I’d gotten away from that.” She covered her face and groaned.

“What’s wrong, master?” said Lisa, all innocently. Leaning in close, he wrapped an arm around her shoulders. “Didn’t you like the feeling of my fat cock in your pussy?”

James peeked through her fingers at the giant, vein-riddled member, and her face turned red yet again. “I-I-I--” She swallowed. “I was hoping to have a break from being someone’s cum dump,” she said finally.

Lisa gave her a little peck on the cheek. “I’m sorry, master, I didn’t mean to upset you. Don’t worry though, I promise I won’t treat you as poorly as mean ol’ Luthor did.”

“Well thank you,” said James, watching the cum dribbling from her pussy. “But you’re a little late.”

Lisa gave her nipples a playful flick. “Don’t worry, master, I wasn’t planning just to fuck you. In fact, I have a whole day of fun events planned out for the two of us.”

James frowned. “Fun events?” she asked.

“That’s right, Master.” He giggled, somehow managing to sound coquettish and masculine simultaneously. “Including...” He grabbed something off the bedside cabinet. “...Tickets to a movie.”

James blinked. “Really?” she asked.

Lisa nodded eagerly. “Really!”

“What’s the movie?”

Lisa looked at the tickets. "It's called *The Real Doll*," he said. "I thought it sounded cute."

"I bet you did," replied James. She sighed and slipped out of bed. "Well, if we're going out I guess I better get cleaned up and ready. Cleaning cum out of her holes was a familiar morning routine at this point.

Once James had showered and had breakfast, she made her way to her closet to pick something out to wear.

It was a little weird, she thought, rummaging through row after row of dresses, to think of it as *her* closet. It was Barbie's really, Luthor's perfect girlfriend. He was the one who'd paid for all these clothes. After regaining his sex, James had tried to forget about it, but now, back in female form, she supposed she might as well make use of it.

She was depressed to learn that she'd retained some of Barbie's instinct for fashion. "What about this?" she asked, holding out a sleek cerulean dress.

Lisa, reclined on the bed, smirked at her. "I think you'd look great in it, babe," he said with a grin.

James huffed. "Don't you 'babe' me," she snapped, "you're not so much of a guy that you can't help me pick out a dress!"

Lisa slid off the bed and made his way over to her. "Pick the tightest one," he whispered in her ear, before slapping James on the ass, hard.

Ignoring the heat in her pussy, James pushed her away. "Urgh, maybe you *are* that much of a guy."

Lisa chuckled at the idea of it.

In the end, James threw up her hands and decided the cerulean dress was good enough. The fact its low cut back showed off more than a hint of her ass played no part in her decision whatsoever.

\*

"The Bimbeau Château?" asked James as they stepped out of the taxi. "...What the hell is the Bimbeau Château?"

The first item on their list of very special things to do today, insisted Lisa, was a visit to a very special locale. James had tried to ask what *kind* of locale, but Lisa had refused to give an answer. "A very special one," he'd proclaimed, several times, despite James' repeated attempts to find out. After the third try, she'd given up on asking.



What she had been able to weasel out of Lisa on the taxi ride over here was that it was some kind of salon. Whether that meant beauty salon or hair salon, James had no idea. It certainly wasn't one of the salons she'd visited during her time as Barbie.

Now they were here, James was even more confused. She had absolutely no idea whatsoever where they were. She'd been trying to trace their course as they were traveling, but her phone wouldn't work in the car and besides the driver seemed to be driving in loops. By the time they finally stopped, she was certain they couldn't have driven more than a kilometer, yet the skyline of the city around her was utterly different. She had a sneaking suspicion they weren't even in America anymore.

"Well," replied Lisa, "the Bimbeau Château is... well, it's a little hard to explain. It's kind of like a salon..."

"I gathered that," said James. It certainly *looked* like a salon: she could see the chairs through its fancy glass front, and she could practically smell the shampoo and conditioner bleeding out from inside. "Can't you give me more detail?"

"It'd be easier just to show you," said Lisa, taking her by the hand. "Come on, follow me." And taking James by the hand, he led her up the Château's curving marble steps to the door cut into its great glass front, where he tapped the doorbell.

*Ding-a-ling!* "Oooh~!"

James blinked.

"Oooh~!" repeated the voice, as if to be absolutely certain they'd heard it. "We've got, like, some customers, everybody!"

A woman appeared in the doorway.

'A woman' didn't do her credit. She was 'a woman' in the same way James currently was. Not in the sense that she was secretly a man, but in the sense that she was... well, more 'woman' than the average woman.

There was at least another woman's mass in her chest alone, to put it another way.

"Oooh~, Lisa, baby, it's so good to, like, see you!" Spreading her arms, she pulled Lisa into a hug, struggling to wrap her arms around the bulky man's body. "Mmm~, your tits are so perky today."

James let the fact that Lisa didn't currently *have* tits pass unnoted.

"And *who*," continued the woman, "is this delicious piece of ass you have with you, like, today?"

"Barbara, this is James," said Lisa, putting an arm around James' shoulder. "I've brought her here to try the Treatment."

'Barbara' grinned a broad grin and clapped her hands together. "Why, aren't you, like, lucky?" she said, crouching down so she was level with James. "There aren't many women who get to try our fine, like, establishment's Treatment." She giggled. "Of course, you already look like you've undergone it once. Are those tits natural?"

James blushed. "Er, yes," she said. That was technically a lie, but not one she figured was worth explaining.

"Mm-mmm~, " said Barbara. "I bet the guys just love to get a piece of you, you lovely slut." She laughed. "Well, don't just stand there! Come inside! We've gotta lotta, like, work to do."

Taking James' by the hand, Barbara tugged her into the Château, where the smell of shampoo and conditioner assaulted her at an even stronger concentration. Accompanying it was... *something* else, something that made James think of chewing gum and bubble baths.

She was about to ask what it was when Barbara took her by the shoulders and forced her into a chair. "Now, you sit here," she said, spinning her round to face a mirror. "Since you're Lisa's little friend, I'll do your Treatment, like, myself. Just give me a moment to get ready." And with that, she scurried through a door and out of sight.

James turned to Lisa, who took a seat in one of the chairs by the entrance, next to the receptionist's desk and a coat stand covered in handbags. "So," said James, "is this *really* just a beauty salon?"

"Of course it's not *just* a beauty salon," said Lisa, rolling his big, dreamy eyes. "Pay attention, look." He pointed--James followed his finger.

On the other side of the room, there was a line of chairs like James' own. Only one was occupied: in it sat a woman, a woman much like Barbara, which was to say a woman who looked like she'd eaten another woman and assimilated her curves.

Sitting there, reading a magazine, she flipped the pages and giggled to herself happily. She had a big, dome-like drying hood down over her head. It was humming and shuddering as if it might explode any second, but the woman beneath it didn't seem to notice.

"What am I looking for?" asked James.

Lisa chuckled. "That woman there is called Stacy," he said. "Don't her boobs look perky? She used to be a teacher, you know."

"No kidding?" said James. ...Were they gossiping? Was that what was happening? She'd enjoyed gossiping during her time as Barbie, but she couldn't say she enjoyed it now.

"She had the Treatment a few weeks ago," Lisa continued. "She makes a lot more money now, in her new job. Her customers are *very* generous."

James frowned at her.

“The Treatment is *very* effective,” said Lisa, winking.

“Why do you keep saying ‘treatment’ as if it has a capital-T? What kind of treatment *is* it?”

Lisa smiled. “Just wait and see.”

A minute or so later, Barbara returned from backstage. “Alrighty,” she said, “let’s, like, get started on you, my curvy, little slut muffin. Oooh, you’re going to be a challenge, that’s for sure!”

Whipping a large, black apron out of thin air, she draped it over James’ chest (which left a noticeable lump) and pinned it behind her next. “Now,” said Barbara, “let’s start with your hair. It’s already nice and blonde and curly, but we want it to be even nicer and blonder and, like, curlier.”

“We do?” asked James.

“Mmm-hmm.”

Lowering the back of James’ chair, Barbara fitted a bowl to its backrest and filled it with water, before encouraging her to lower her head into it. As the warm water rolled over her, stopping just short of her face, James found herself sighing in relief. She’d expected something *weird*, but this was actually quite nice.

“Now,” said Barbara, “let’s get you all, like, shampooed.” She giggled. Snatching a bottle off the shelf beneath the mirror, she spurted a glob of the thick, pink substance into her hand, laughing at the sound it made. Lifting James’ head out of the water, she rubbed her hands together, turning the pink stuff into a bubbly froth, before running it through James’ hair.

James found herself shivering in delight, the sliding of Barbara’s fingers through her locks, the slight tugging of her hairs against her scalp... it all felt amazing. She held herself sliding down in her chair, as if into a well-worn couch.

Out of the corner of her eye, she saw Lisa smirk.

“There,” said Barbara at last, pulling her fingers free and dunking them in the water to clean them. “Now, we just need to let my magic shampoo do its stuff. It shouldn’t take more than a minute or two.

As they waited, Barbara and Lisa gossiped while James, squirming in her chair, struggled to work up the courage to ask Barbara a question. Finally, she managed it:

“So,” she said, “what exactly does the Treatment do?”

Barbara giggled. “Like, didn’t Lisa tell you?” She laughed and slapped the genie playfully on the shoulder. “Lisa, you awful slut. You’re supposed to, like, warn people before you bring them here.”

Lisa smirked.

Barbara turned back to James. “The Treatment’s a, er, a beauty treatment. A real beauty treatment, one that really gets to the, like, core of it.”

“The core of it?”

“Think about it,” said Barbara, “why do people *want* to be beautiful? Because they want to have sex!”

“Er,” said James, looking around. “Well, I guess that’s a part of it.”

“It’s, like, the all of it!” said Barbara. “No one would care how pretty they were if they didn’t get more, like, sex. That’s why, here at the Bimbeau Château, we do everything we can to make you as fucktastic as possible!” She clapped her hands and giggled.

James felt a bead of sweat forming on her forehead. “W-wait, what exactly does that--?”

“Ooh, looks like you’re ready for a rinse! Hold tight!”

And before James could finish her question Barbara grabbed her head and dunked it back into the water. Despite herself, James released a moan of pleasure as the water threaded through her hair to balm her scalp. It felt so good.

Running her hands through James’ hair, Barbara washed away all the soap and left James’ long blonde locks looking even blonder and silkier than before. “There we go!” she said happily. “Now, let’s get you wrapped in a towel and under the dryer, okay?”

Before James could open her mouth to respond, Barbara had her hair wrapped in a towel and had taken away the bowl of water to replace it with a large, domed drying hood like the one Stacy was wearing nearby. Wheeling it into place behind James’ chair, she lowered it onto her head and flicked a switch. At once, an intense humming filled the air, as if the hood were a hive full of hundreds of angry bees.

“Great!” said Barbara, grinning disturbingly wide. “This special doohickey is gonna rezzzy-nate with all the molly-cules I’ve just rubbed into your hair and catty-lise their chemmy-cal effect on your brain. Doesn’t that sound fun?”

“W-w-w-wuh?” said James. Speaking was difficult--with the drying hood shaking around her head, she felt as if her brain were a big bowl of soup being vibrated to a hot, steamy temperature. She wanted to yell for it to stop, but it was just so hard to think.

As she struggled to form words, a little drool slipped out of her lips and landed on her apron.

Barbara giggled. “Oooh, it looks like it’s working! Twenty minutes under that, and you’ll be exactly the kind of brainless, horny slut that every guy wants to fuck!”

Nearby, Lisa giggled.

“Now,” continued Barbara, “since you’re such a hot slut already, I’m gonna pull out all the stops for you, my little fuckdoll.” Retreating backstage, she returned moments later with a trolley full of insidious pink instruments.

Through the haze of her own shaking mind, James found her marveling at just how phallic so many of them were. It made her pussy ache just looking at them.

“Let’s start with the cups,” said Barbara, tearing away James’ apron. “Your boobs are nice and big and, like, perky already, but it can’t hurt to try and improve them more, right?” Turning back to her trolley she retrieved a pair of plastic cups attached via hose to something like a vacuum. Pulling down James’ neckline and letting her boobs pop out into the air, Barbara giggled and attached the cups to them. James could only moan at the feeling of her boobs being squished inside them.

Satisfied, Barbara flicked the device’s switch, and another hive’s worth of bees joined the humming.

James squealed as the cups sucked her breasts, pulling them tight to fill their confines. Her nipples in particular went straight into the cups’ nozzles, where the suction tugged on them like a pair of hungry infants.

Between the cups and the drying hood, James was beginning to feel as if she were lying in a hot tub. Her whole body was shivering, sweating. She felt as if she might burn up.

“Now that your boobs are sorted, let’s deal with the most important part of your body,” said Barbara, retrieving a long, phallic device from the trolley. “This special cell-*u*-lar vibrator will stimulate the muscles of your pussy and make it all nice and tight for your future partners’ cocks.”

James released a wordless burbling sound in response.

Barbara giggled. “Now, open wide,” she said, stretching James’ legs apart.

James squealed as Barbara spread her legs, lifting up the skirt of her dress and reaching inside to remove the obstacle of her panties. Giving James’ clit a flick, Barbara giggled, flicked her vibrator on with a *click!*, and stuffed the giant, shaking rod inside her customer.

James screamed. It felt as if someone had taken a jackhammer to her pussy, sending an earthquake’s worth of pleasurable vibrations shaking out of her sex and rolling through the rest of her body. She raised her head and squealed, shaking in her chair.

“Wuh oh,” said Barbara. “Looks like she’s enjoying this part a little too much. Lisa, baby, can you help me hold her down?”

Lisa chuckled.

As James shivered in her chair, feeling like a jet engine being overspun to destruction, she smelled the unmistakable smell of man-musk and felt Lisa's big, strong hands settle on her arms. "Hold still, babe," said her hunky, red-haired genie. "Just a little longer~." His voice was like honey in her ears--she almost came just at the sound of it.

For the next ten or so minutes, Lisa held her in place, whispering sweet promises in her ear, as the Bimbeau Château's machines did their work and shook James' brain to pieces. As she sat there, quivering in their grasp, her pussy exploded with pleasure, one big bang after another, leaving her writhing in ecstasy. After the first few minutes, Barbara had to fetch a bowl to place between her legs--the flow from her pussy was simply overwhelming.

Like a house on the epicenter of an earthquake, James' brain fell to pieces, shaking apart, till nothing was left of it save dust and rubble. Her jaw dropped, and drool dripped from her mouth. She released a wordless moan and giggled at the sound.

"There, that should be sufficient," said Barbara, glancing at the Bimbeau Château's clock. "Let's get her unplugged." With Lisa's help, she popped the cups off James' boobs and extracted the special vibrator from her cunt. Finally, she lifted the drying hood off of James' head. Her hair spilled out of it, a brilliant platinum blonde and as curly as an overgrown sheep.

"Well?" said Barbara, directing James' eyes to the mirror ahead of her. "What do you think?"

James stared. Ahead of her was the silliest, sluttiest woman she'd ever seen. A big, busty blonde with big boobs and big lips and a big nest of curly blonde hair. Her skin was tanned, her face was caked in make-up, and she looked like she'd suck a man's cock sooner than talk to him.

James giggled. She looked *fun*. Still laughing, she raised a hand to wave at her. She wondered if the other woman wanted to be friends?

"Oh dear," said Barbara, "I think we might have gone, like, *too far* this time. It's not often we get one who fails the mirror test."

Lisa only laughed. "Don't worry," she said, helping James out of her chair. "You did great." She gave Barbara a big kiss on the cheek. "Thanks again!"

"It's always, like, a pleasure, Lisa!"

Pushing James towards the door, Lisa waved goodbye to Barbara. "Now, come along, mistress. We've got a long, hard day of fun things ahead of us."

"Hehe," said James as they descended the Château's steps. "*Hard*." Her hands crept towards her crotch.

"Oh dear," said Lisa with a frown. "Maybe Barbara *did* go too far." She smirked and gave a shrug. "Oh well! I'm sure it'll wear off in a couple of hours. In the meantime..." Giggling, she dragged James towards their car.

\*

The rest of the pair's morning was spent on a long, extended shopping trip. James, reduced to a level of intelligence only marginally above a sea slug, clung to Lisa's arm throughout the whole thing, accepting each and every suggestion with idiotic enthusiasm.

"Hey, mistress! How about we buy you some sexy lingerie? Would you like that?"

"Yes, please, Lisa!"

"Hey, mistress! How would you like to go for a walk through the park and look for some hunky guys and sexy women?"

"Yes, please, Lisa!"

"Hey, mistress, want me to turn all those tennis players into a bunch of big-titted sluts?"

"Yes, please, Lisa!"

The longer the day wore on, however, the more cracks started to show in James' imbecility. As they sat on a bench in the park, looking down on the tennis courts and the jiggly, moaning women playing, Lisa brought up the idea of zapping the rest of the people in the park into equally massive sluts and having a gigantic orgy.

"What do you think?" he asked, expecting another gormless nod.

Instead, James stopped drinking to look up. "An orgy?" she asked. "You mean, like, with everybody fucking one another?"

"Yeeeah?" said Lisa, raising an eyebrow. "That's pretty much the definition of an orgy."

James shifted uncomfortably in her seat. "I don't know, Lisa, I don't really wanna... I mean, it's okay if it's *you*, but I don't wanna fuck just anybody..." She looked away shyly.

Lisa frowned. Well, there went half of his plans. "Nevermind," he said. "Forget about it. I've still got tickets to the movies, remember? How do you feel about *that*?"

James nodded in excitement.

\*

The tires of the limousine screeched as they rolled up outside the cinema. Fending off Lisa's amorous embraces with a giggle, James pushed open her door and slipped out of the car.

The Grand Ocean Theater stood before her like an Asian palace, complete with golden dragons that wove around the pillars and a red carpet lolling like a tongue. James' eyes went

wide--she audibly gasped. Lisa, to his credit, has picked one of the classier venues in the city.

Hooking his arm around James' own, the well-chiseled redhead led the way into the theater. As they passed through the foyer, Lisa paused to point out some of the more interesting pieces of artwork, as well as the theater's famous restaurant, which he promised to take her to once the movie was over.

James, however, barely heard him. She was too busy clutching her handbag and trying to ignore all the glances the ushers were giving her. Urgh, why were guys all such massive pervs?

At last, they moved on into the theater proper. Their seats were at the very back of the grand, luxurious chamber, almost underneath the projectionist's booth. As they climbed the stairs, James wondered about that: why had Lisa bought tickets at the rear of the room? Wouldn't being closer to the screen be better?

Settling into their red leather seats, they sat in silence as the rest of the crowd filtered in. Even Lisa, normally so chatty, seemed content to sit quietly as they waited for the movie to begin.

Finally, the room darkened, and the film began to play.

*The Real Doll*, as it turned out, was a dramatic arthouse take on the classic children's story of a toy brought to life. The titular doll, a tragic heroine, soon had half the crowd in tears as she sought out the love of the child who'd abandoned her.

As the poor little doll marched through a storm, James' eyes opened wide in concern. She gasped as a bolt of lightning struck, sending the doll fleeing into a bush. And she nodded along in sympathy as the doll fled from the grabby hands of a lecherous teenage boy. *What a big bully!*

Halfway through the film, Lisa stretched his jaw and yawned loudly. James was about to tell him to shush when an arm landed on her shoulder and pulled them together snugly.

James' eye twitched. "You walking cliché," she hissed at him.

Lisa looked at her, his smile bright even in the darkness. "Peeking through the cracks, are you?"

James frowned and turned her attention back to the film. She didn't know what Lisa meant, but--

Fingers pinched her chin, turning her to face her boyfriend. He was puckering his lips, making loud, comedic smooching sounds.



For an instant, James stared in confusion, considering pulling away from him. Then she caught a whiff of musk and cologne, and her brains dribbled down from her skull and out of her burning pussy. With a little whimper, she kissed him.

A second later, Lisa's arms were round her back, pulling her in closer. Sex blazing, James coiled her tongue around his own, grabbed his back and held him tight, and struggled not to moan.

They held each other like this for several long seconds, until at last the fire in James' pussy grew too hot to ignore. Pulling out of his grasp, she slipped out of her own seat and planted herself astride him, hiking up her dress to expose her tight black panties. She could feel his bulge, big and hard, through the fabric of his suit pants.

Taking a deep breath, she looked into his eyes. Lisa was smiling still, smiling wider than ever.

Face flush, she realized why he'd picked seats near the rear.

With a sigh, she gave in to her lust. "Do it," she whispered, pulling aside her panties, freeing her dripping pussy to dribble on his crotch. "Do it!"

"As you wish, master~." With a grin, Lisa unzipped his pants.

Slipping a hand into his fly, he guided his cock out and into the open air. It already looked erect, but James could see it was still growing. As Lisa guided it towards her snatch, it doubled in size, veiny and rigid.

Breathing heavily, she lowered herself onto it, barely restraining a gasp as its tip met her labia. As it entered her properly, she failed to contain herself, opening her mouth to release a wild scream of ecstasy. Fortunately for her, Lisa put a hand over her mouth.

Red-faced, panting quietly, James let Lisa stroke her as she bucked atop his lap. She tried to do it quietly, keeping the sound of her ass impacting his thighs to a minimum; she didn't want the whole crowd of moviegoers to turn around and see them going at it.

Another part of her, however, didn't care at all. This part of her--this wild, slutty part which she wondered whether she'd picked up from Barbie or whether she'd had inside her all along--wanted nothing more than to throw back her head and scream as loudly as possible, to buck harder and faster atop her man and let the sounds of their sex ring out through the theater. *Why should we be ashamed?* this part of her wanted to ask.

Lisa, for his part, saw the expression on her face and smiled mischievously, bucking his own hips even harder so that James bounced atop him like a cowgirl on a bronco. "Come on," he whispered in her ear. "Why don't you let it out? Tell everyone here how much you love to have a fat cock inside you..."

"F-fuck you," James whispered, biting her lip to restrain herself.

Fortunately, the prospect of being caught in the act made James' face redder than the cock in her snatch was. Biting her lip, she clamped down on herself and let Lisa fuck her with nothing more than a few stifled moans.

Her attempts to keep herself from screaming also served to slow her progress to orgasm. Lisa, ever the perfect fuck, kept pace with her, with the net result that they must have been locked together for over an hour.

The film was nearing its end, the titular doll having firmly failed to reunite with its owner, by the time Lisa and James finished. As the doll burst into waterless tears, Lisa grunted and let loose his load.

Feeling Lisa's warm issue pouring into her pussy, James came herself in an inferno of pleasure. As it roared through her form, she lost her battle of wills and released a little whimper. Someone in the row below made a shushing sound--fortunately, that was all that happened.

Forcing herself to breathe deep and slowly so as to avoid attracting any more attention, James extracted herself from Lisa's cock, feeling for all the world like a cheap, used condom.

\*

"Urgh," she groaned, ten minutes later, as they made their way out of the theater. "I can't believe you made me do that!" Lisa had magicked away all evidence of their little escapade, but James still felt a little soiled.

"I made you do that?" asked Lisa, smirking widely. He seemed to have adapted to his new form, shifting from coquettish to downlike roguish in an instant. "All I did was put my arm around you."

"Yes, but you *knew* how horny I was!" she hissed. A couple of other moviegoers, passing nearby, gave them a strange glance, and James went bright red. "...That bimbo barber of yours scrambled my brains!"

Lisa chuckled like the handsome rogue she'd become. "Oh, don't be mad," he said, stroking James' chin. He leaned in close and whispered in her ear. "You know if we went back you'd be happy to do it again."

James huffed and marched ahead stolidly.

\*

Dinner, at the very least, turned out to be exquisite. Lisa, whose bank account happened to be bottomless, started the whole thing off by ordering the most expensive things on the menu.

Pouring her a glass of champagne so pricey James was almost afraid to drink it, Lisa winked. "Here, take a sip, mistress."

Scowling, James took the glass of bubbling champagne and raised it to her lips.

To her surprise, she actually liked it. More than liked it--it was one of the most delicious drinks she'd ever drunk.

"Is--is this *supposed* to taste so good?" she asked. "I thought the point of these kinds of drinks was to show you can buy them. I didn't realize they actually tasted nice."

Lisa chuckled. "No, no, you're right," he said, giving her that smug grin that told her he was playing some kind of joke on her. "This stuff doesn't normally taste so good. But when I gave you your current body, I made sure you'd appreciate the finer things in life."

James blinked. "You mean you changed my tastes?"

"Exactly~." Lisa raised his glass. Instinctively, James toasted it. *Clink!*

Bringing it back to her mouth, she took another long sip. "So my current body's favorite drink is the world's most expensive bubbly, huh? Does this apply to other things as well? Do I have a taste for, say, caviar?"

Lisa, smirking, nodded. "As I said, all the finest things in life. Caviar, champagne, the cocks of rich men. All the most expensive things."

Sipping her drink, James thought about this. "I'm sorry, what was the last item in that list?"

Before Lisa could reply, their waiter stepped forward. (If he'd heard their conversation, he didn't show any sign of it.) "Would madam like a refill?" he asked.

"Please," said James, holding out her glass. Obliging, the waiter refilled it.

As the man stepped back, James took another sip. 'Sip' was too weak a word for it really--it was actually just short of a 'chug'. As the bubbling liquid poured down her throat, a strange feeling overcame James' body. It wasn't entirely unlike the feeling of having Lisa's cock inside her. Or Luthor's, come to think of it. It melted her thoughts and made her face flush.

Slamming her empty glass onto the table, she summoned the waiter to pour more.

"As madam wishes," he said, raising an eyebrow. Soon, she was downing another glass.

"Wow," said James, swaying a little in her seat. "This stuff tastes so good."

Lisa chuckled deeply. "Drink up, mistress," she said with a smirk.

By the time they'd eaten their meals (with James in particular swallowing more caviar than she'd ever imagined existed before), James was practically as insensate as she had been all morning. Hooking his arm around her own, Lisa guided her out of the restaurant and through the theater's foyer, holding her tight to keep her from tripping over her own feet.

As they walked towards the exit, James giggled uncontrollably. Her brain felt like a big glass of bubbly itself, all sparkling and effervescent. God, she felt so hot, as if someone had started a fire in her groin.

Still smiling like some kind of dashing villain, Lisa led her outside and snapped his fingers to summon their limousine. It rolled up to the red carpet with a screeching of tires, and the genie opened the door and helped her inside.

Slipping into the seat beside her, Lisa gave their chauffeur the order to drive and turned to James with a very broad grin. "So, mistress, how did you feel about our little date?"

James blushed like a schoolgirl with a crush. "D-date?" she asked. "Is--is that what that was?" She hiccuped. "Oh my god, are we dating now?" She stared at Lisa for a moment, looking horrified, then burst into peals of loud laughter.

"If you want to phrase it that way," said Lisa, brushing a lock of James' hair out of her eyes. "Of course, the relationship between genie and master is far closer than boyfriend and girlfriend, or even man and wife." He leaned in close, so close that his musk lit up James' nostrils. She could practically *smell* the bulge in his pants. "I prefer to think of myself as something more like a concubine. You can use me whenever you want, *mistress*."

James' heart was pounding in her chest. She thought back to what they'd done in the theater, how Lisa's thick cock had felt inside her pussy. God, it had been so big. Just the thought of it was making her sex water. She wanted it inside her again so bad.

"Go on," said Lisa, leaning back and spreading her legs.

James took a deep breath and bit her lip. Her nails, so exquisitely done, dug into the leather of her seat. "I-I--" She swallowed, took another breath. Some of her clarity came back to her. "I said I didn't want to keep doing this." She rubbed her temple. All of a sudden, her bubbling thoughts were starting to feel real stormy.

Lisa pulled herself closer to her. "Let me tell you a little secret, mistress." She leaned in close, so close James thought he was about to kiss her. "When I turned you into Luthor's perfect girlfriend, I didn't have to change much about your preferences. Sure I made away with *some* of your barriers, like, say, your sex, but I think deep down, you've always liked the idea of having a cock inside you."

James went a deep red. "I-I--"

"Now come on," said Lisa, "if it had to be anyone's, wouldn't you prefer it to be mine?" He leaned back and unzipped his fly.

Listening to the sound of the zipper unzipping, staring at the giant bulge the lump of fabric concealed, James felt a sudden wetness on her thighs. She looked down with a gasp, thinking, in her drunkenness, that she'd wet herself.

But the substance pouring out from under her dress and pooling on her chair was too thick--and when she touched it, too sticky--to be urine.

James swallowed deeply. *Oh god*, she thought, *my pussy's literally flooding*.

Turning back to Lisa, she sat there for a moment in a state of (sodden) indecision.

Finally, taking a deep breath, she made up her mind.

Without another word, she dove forward, sticking her hands through Lisa's fly and grabbing his cock so hard the genie laughed. Wrestling it out of his pants and into the open air of the limousine, she gaped at the sight of the thick rod in her hands. Had--had it always been this big? Back in the apartment, in bed? Or in the darkness of the theater? It couldn't have surely--surely she would have noticed.

Even as she held it, stunned by sheer wonderment, the genie's rod throbbed and grew a little larger. She could feel its veins against her palms, smell the pre-cum dripping from its tip. It was so hot, so hot. A rival fire to match the one in her pussy. She wanted it inside her. No, *needed* it. She couldn't wait any longer.

With a groan of delight, she opened wide and wrapped her fat lips around her genie's bulging cock.

As James' lips dropped the length of his shaft, Lisa half-gasped, half-chuckled, eyes wide in surprise. He looked as if he couldn't quite believe his gambit had worked.

Feeling the taste of pre-cum fill her mouth, alongside the inevitable accompanying taste of sweaty cock, James released a muffled moan of delight. Lisa's rod was so big it was a struggle to contain it. Her mouth was straining just to fit its girth, and when she moved to suck, its tip slammed hard against the roof of her mouth. Breathing deep, she reoriented herself, aligning it with her throat.

Moaning, she thrust her head forward, lips gliding down Lisa's shaft and leaving a trail of saliva in their wake. As she struck its base, its tip slammed into the throat. She almost gagged, but her time with Luthor had trained her to control herself. With a lewd moan, she pulled back, tight and slowly, leaving Lisa's cock lacquered in her spit.

The genie himself was starting to moan too. Like a child who torments a cat and gets mauled, he seemed a little overwhelmed by the results of his decision.

*Oh god*, he thought, digging his nails into the leather of his chair for support, *oh god, I forgot how much experience she has giving blowjobs*. His cock felt so tight, so pent-up--he enhanced it to better tease James, but no the extra sensitivity was beginning to backfire. Panting for breath, he released a moan of ecstasy.

Like a hungry animal, James slurped and sucked and coiled her tongue around his manhood, licking its tip and leaving no inch of its shaft untouched by her lips. With every motion, every pump of his cock into her mouth, its feeling of hardness, of tightness, grew that little bit stronger. Soon it took all Lisa had not to throw her head back and scream.

Just as Lisa found herself on the very verge of orgasm, James slowed. For a moment, the genie thought her mistress had had a change of mind. Only as she took a deep breath did he realize what was actually about to happen.

Moaning loudly, James resumed with speed. Sucking and slurping at Lisa's cock like a beast. As her mouth worked his shaft, one of her hands went to his balls. She grabbed them and squeezed, making him squeal like a pig. The feeling was enough to shoot him straight over the edge.

With a scream, he came, cock erupting with a thick tide of semen. It shot into James' mouth and filled it in an instant, spurting back out of her lips and leaving her looking like a cat who'd found some cream. As she pulled back, the hose continued to fire, spraying an endless torrent of cum all over her face and chest. She lay back, shuddering in orgasm, and let it rain it all over her. Soon, she was so well-coated you could barely recognize her.

At last, Lisa's endless torrent slowed. As the last few drops dribbled from his cock, he collapsed into his seat, panting for breath. "M-mistress," he said, voice quaking, "you give the best blowjobs."

James wasn't listening. Licking the cum from her lips, she sat up straight and fixed Lisa's cock with an avaricious gulp.

The genie gulped as James pulled down her dress, freeing her giant breasts to pop out and jiggle. Cupping them, she squeezed them tight, and leaned down towards his cock--it was already hard again.

Tires screeched. The limo lurched. "We have arrived," said their chauffeur, over the limousine's speakers.

Panting for breath, Lisa pushed the button to speak. "Hold on," he said, gulping loudly. "I think we're going to be here for a while."

It was almost morning before they left the vehicle.

\*\*\*

"Where have you *been?*?" asked Sam, as Luthor waltzed into the hotel room. "We're supposed to be planning a heist!"

Luthor frowned. *Urgh*, she thought. Not only was Sam not the hot lesbian roommate she'd been hoping for, but she was starting to get catty as well. How was Luthor supposed to help it if her body had *needs?*

"I'm, like, so sorry," she said, picking on her best baby doll voice, "it's just this body Lisa gave me... it gets sooo horny. You don't know what it's like." Dropping onto the bed, she screwed up her eyes and covered her face with her palm. "I'm so sorry," she said, melodramatically, "I know I must look like a slut. But I just can't help it." She drew in a deep breath, as if she were about to cry.

Sam looked aghast. "Sorry," she said, taking a seat beside her on the bed, "I--I didn't realize you had it that bad."

Luthor gave an exaggerated snuffle. Two, actually, since she didn't find the first one sufficiently pitiable. "I-I-I just can't help it," she wailed, "every time a guy walks past, I just want to jump him." *Boohoo, poor me.*

Sam put a comforting arm around her shoulder. "Hey, hey, it's okay," she said. "Look, I have a plan. We can get that bottle, and then you'll be right back to normal, okay?"

Luthor looked up, eyes wet with crocodile tears. "You mean it?" she asked.

"Of course," said Sam, pulling her into a hug, "I have a great plan."

To this, Luthor said nothing. *I'll believe it when I hear it*, she thought. *...If it's as dumb as the rest of this bitch's ideas, I might be better staying as a slut.*

Wiping away her tears, she gave Sam a smile. "What's your plan?" she asked, trying to sound hopeful.

The other woman grinned. "Well, it's simple enough," she said. "We're assuming the bottle is on Lisa's person, right?"

"Uh-huh."

"So, if we want to nab it from her, we'll have to take it when she's... indisposed."

"Hmm," said Luthor. "Doesn't killing the genie defeat the point?"

"...Huh?"

"Huh?"

"I meant when she's *sleeping*."

"Oooh. I get you." Waving her hand, Luthor encouraged Sam to continue.

"Now, here's the real meat of the idea." Grinning wildly, Sam rubbed her palms together. "Where, exactly, do you think a genie sleeps?"

Luthor thought about this for a second. "In her master's bed?" she ventured.

“No, no, in her *bottle*.”

Luthor grinned as she pondered the implications of this. “Holy crap,” she said, rubbing her chin. “That would make things so simple. All we’d have to do is wait for her to get tired and pop inside it and to rest and--” She snapped. “--we have genie and bottle both.”

“I’m glad you like it,” said Sam, smiling widely. “...Because that’s the easy part. We still have to reach it when she’s sleeping, remember. Which might be a little difficult when they’re staying in--”

“--my penthouse apartment,” said Luthor with a groan.

“*Your* penthouse apartment?”

“Sorry, James’ I mean.”

Sam sighed. “You’re sure the apartment staff won’t let you in...”

“No,” said Luthor with a sigh of her own. “Not after that tantrum I threw outside. Maybe if I still had my keycard.” *Also, they wouldn’t recognize me, seeing as I was slightly less of a slut the last time I checked in.*

Sam groaned. “Then I guess we’re going to have to find a way to *sneak* in,” she said.

Luthor stood. “Okay,” she said, stretching her arms, “well, you have fun planning our little Mission Impossible, Tom Cruise. In the meantime, I need to find another bellboy.”

\*\*\*

*Please... Please... Use me... Use me. I’m a good toy. I’m a good toy...*

Barbie didn’t know what was happening. When she’d gone to bed, she’d been in her little doll bed, lying beside her little doll husband in their little dollhouse.

Now she was out on the street, all alone.

What had happened? Had her owner abandoned her? Was she no longer fun to play with?

Wandering alone on her little doll legs, battered by the wind and the rain, she thought she’d give anything to be back in her little doll bed.

The dark streets faded. She tumbled towards the light. Her thoughts drifted like leaves on the wind...

...and landed on something comfy and white.



James woke to the feeling of Lisa's body against his own. "Good morning, *master*," she said, kissing him on the cheek.

Yawning loudly, James stretched and sat up. "Good morning, Lisa," he said, surprised at the deepness of his voice. "You turned us back?" When he'd gone to bed, he'd still been sporting a more-than-enviable rack.

Lisa smiled. "That's right," she said, giving him a thin smile. "It was supposed to be a special, one-day-only thing, you know." She leaned in closer. "Of course, if you ever wanted to try my cock again..."

James blushed. "Th-thanks," he said. "Maybe in the future."

Lisa giggled.

As she pulled away from him, James frowned. "I'm surprised you didn't wake me with a blowjob," he said, a little suspiciously.

"I thought you might want a little break from sex," said Lisa. "You know, after last night." She winked.

James blushed again. *God, how many times had they done it?* It all blurred into a mess of pumping cocks and dripping lips. He found himself growing hard under the bedsheets.

If Lisa noticed, she chose, uncharacteristically, to ignore it.

\*

For breakfast, Lisa made omelets. Together, in hoodie and dressing gown, they sat in front of the TV and ate and watched the news.

As the local blonde mouthpiece went through the motions, James found himself reflecting on his dreams. He didn't think he'd paid much attention to the film they'd watched yesterday, but he must have because its motif had been tormenting him all night.

In his dreams, he'd been a living doll, styled like Barbie (Luthor's girlfriend, not the *actual* doll). She'd lived in a little dollhouse, sat on little doll furniture, and eaten with little doll cutlery.

And every night she'd gone to sleep in a little doll bed, next to a hunky male doll that he assumed was named 'Ken'.

Ken was... Well... James didn't imagine that real Ken dolls were as anatomically accurate as this one had been. He certainly hoped they weren't--no child should ever have to tear off a doll's pants and see the *thing* Ken had had inside *his*. Even now, he blushed at the thought of it.

“What’s the matter, master?” asked Lisa, resting her head on his shoulder and studying his expression.

“Nothing,” he replied, “I’m just thinking of the dream I had last night.”

Lisa cocked an eyebrow. “Oh?” she said, a grin splitting her face. “Was it a naughty dream?” James’ blush gave her her answer. She giggled. “Was it a *fun* dream, master? Have you come up with a new fantasy you’d like me to fulfill?” She pulled herself onto him, straddling his crotch.

“N-no,” said James, “I--” He paused, frowned. “Actually...” Now that he thought about it, maybe he *did* have a new fantasy. “Lisa...” he asked, “can you turn someone into an object?”

“An object?” she asked, frowning. “You mean, like, a really puffed-up slut of a bimbo. Of course, don’t you remember what I did to you yesterday?”

“No, I mean a *real* object. An inanimate one.”

“Ooooh. Of course. Yeah. Sure.”

“R-really?” he asked, gulping loudly. His cock twitched in his pants.

“Sure,” she said with a laugh. “Just tell me who you want me to zap and what you want me to make ‘em into. Maybe you’d like that hot cleaning lady to become your new fleshlight?” She wiggled her eyebrows at him.

“No, thank you,” replied James. “Actually, I was thinking... Maybe you could turn *me* into an object.”

Lisa paused, and for a moment James thought she might refuse. Then the biggest grin he’d seen her make so far lit up her face. “Ohoho,” she said, giving his ear a tweak, “what’s gotten into you today, master? Has all of that rough fucking turned you into a subby freak?”

James went deep red. “N-no, it’s not like that. I just thought of something I’d like to experiment with, that’s all...”

Lisa laughed, long and harshly. “Okay, okay, okay, I understand.” She smirked. “What exactly are you thinking, my oh so subby master?”

James swallowed. “Can... can you make me into a sex doll?”

Lisa’s grin stretched so wide James thought the top half of her head might pop off. “A sex doll?”

If James hadn’t already been bright red, he would have certainly turned it. “Don’t say it like *that*,” he said, looking away in embarrassment. “I just want to try it, that’s all.”

“No, no, I’m not judging you,” said Lisa, holding up her hands defensively. “God knows I’ve done far weirder shit in my time.” She smirked in remembrance. “Anyway, to answer your question. Yes, yes, I *can* turn you into a sex doll. Easy as anything, actually. Any conditions you’d like to add?”

James gulped. Things were progressing quicker than he’d anticipated. “Well, er, obviously, I don’t just want to be a sex doll *here*. I’d like to be somewhere somebody will use me.”

“I can use--”

“A stranger, I mean,” he added before Lisa could get any ideas. If he spent another day being pumped by *her* cock, he might never be able to get over it. “Somewhere where I’ll get a lot of use, preferably,” he added. “Like, I don’t just want to be sitting around all day collecting dust, you know?”

Lisa nodded. “Hmmm, I think I know just the place. You’d have to be a female sex doll, of course.”

“I was assuming that,” replied James. “...Are male sex dolls even a thing?”

“Sure,” said Lisa. “Big, inflatable cocks and all.”

James gulped. That might be fun as well. But not today. He was committed.

“Okay then,” he said, “I guess I want you to make me into a sex doll.” *Oh god, what am I doing?* Swallowing his fear, he started to strip off.

Lisa giggled. “As you wish, master.”

She snapped her fingers.

A wave of pink sparkles washed over James’ form, and he found himself changing in a very familiar way. His hair grew, his muscles faded, the harsh end of his chin curved into a point. His arms and legs lost all their hair, while his thighs thickened with a new layer of fat. The pressure on his groin made him squirm for an instant, before his cock deflated like a punctured balloon, shrinking into a tiny, wet slit. She had to resist the urge to finger it.

Higher up, his nipples began to rise, pushed outward by his rapidly growing tits. In a matter of seconds, he had a pair of veritable bazongas, big as melons and as jiggly as you could want.

Finally, to complete the change, his lengthened hair started to curl and lose its color, growing from a brown to a bright, bleached blonde, while his lips puffed up till they were nice and big and fuckable. Pursing them, she giggled at the sound.

“Okay,” said Lisa, “that’s the female part of the wish sorted. Now to deal with the sex doll part.” Tightening her eyes in concentration, she snapped her fingers again.

The second wave of sparkles to wash over James' form was a thousand times more intense than the first. She threw back her head and gasped in utter ecstasy as her whole body, from her pussy to her nipples, started tingling madly. Juices spurted out of her sex, while drool began to seep from her lips.

Under the wave of pink sparkles, she found her skin changing, turning bright and smooth and glossy and shining: plastic, in other words. Moaning, she leaned back on the couch... and found her legs raised, splayed, to better show off her pussy. Her arms snapped out as well, held up as if to give someone a hug.

She tried to move and found that she couldn't. For a moment, she tried to scream in panic, but her jaw refused to budge, and this enforced silence calmed her. *It's okay*, she reassured herself, *nothing bad's happening. It's just what you've wished for*. She tried to gulp, but she didn't seem able to do that anymore either.

All of a sudden, her stomach felt empty. Looking down, she found that her belly button was gone, and in its place was a simple plastic cap. Like the kind you might see on a pool toy.

Slowly, inch by inch, the feeling of emptiness, hollowness, spread out from her core and all the way through her limbs. As it reached her chest, her breasts popped out, going from natural, curving boobs to a big, fat pair of inflatable balloons. Her nipples stuck out, puffed up comedically.

As the feeling reached her pussy and mouth, she felt her lips--upper *and* lower--puffing up as well. With a pair of comical pops, they each bloated into a thick, round 'O', like something you might throw to a drowning person.

Atop her head, her hair fused into a single thick mass of plastic. Finally, lines appeared all over her form as seams appeared in her new plastic skin. They spread down her limbs and crisscrossed her breasts. Looking down at them, James was surprised at how cheap she looked. *Jeez, Lisa. You might have at least made me a decent sex doll.*

As she grumbled internally, the pink sparkles faded, and Lisa stepped forward, a grin on her face. "Aaaand, there we go," she said, "one big, inflatable sex doll. Perfect for some horny loser to get his rocks off with."

Leaning forward, she grabbed James by the wrist and lifted her casually into the air, as if she weighed nothing.

*Oh my god*, thought James. *I really am just a sex doll now*. She wished she still had a throat to gulp with.

Lisa giggled. "Just look at you, mistress. So sexy, so *inanimate*. I know you said not to use you, but if I wanted to, how would you stop me?" She smirked.

James felt a sudden rush of heat in her plasticized groin. *You better not!*

Lisa laughed. "Don't worry," she said, "I'm not *that* naughty." Putting James back on the couch, Lisa patted her on the head. "Now," she said, "let's see, how should I handle the rest of your request? I don't want to leave you alone, but if I can't use you..." For a moment, she stood in thought. Then she slapped herself on the head. "Duh, I guess I should go as a sex doll as well." She giggled. "We can go as a pair: two hot twin sisters. Yeah, I like the sound of that!"

With a snap of her fingers, Lisa became James' (human) doppelganger, and a box appeared on the coffee table labeled, with great subtlety, 'Twin Fuck Sluts'.

Lisa giggled. "Here I go." She snapped again.

With a comical 'pop', her humanity simply exploded--she went through the same transformation as James in a single sharp instant. Her lips puffed up, her boobs became balloons, and her hair transformed into a thick layer of plastic. Assuming the same pose as well, she fell to the floor, and for a moment the two sex dolls simply sat there, staring at one another.

*You better be able to turn us back*, thought James. She thought she heard Lisa giggling at that.

Just as it seemed they might be sitting there for a while, the remnant sparks of Lisa's magic washed over them, opening their caps with a pair of loud *pop*'s.

James gasped as her stomach emptied itself, spilling its airy contents out into the room. Of all the sensations she'd experienced since meeting Lisa, this was by far the strangest, most alien of them, like breathing out and out and out and just not stopping.

Slowly, the loss of fullness spread from her core outward, and she found her vision tipping as her head inclined forward. Her arms drooped, and her legs fell flat sadly. Slowly, second by second, she deflated.

Nearby, Lisa was losing air as well. James watched curiously as the other doll's head leaned forward and her arms fell to her side. It was a little bit like looking into a mirror. A strange, fucked up mirror where you saw yourself as a sex doll, apparently.

Finally, James' torso lost all of its strength, she toppled forward, off the couch, and onto the floor before Lisa. As her face flew towards the plywood panels of the suite's floor, she released a silent gasp of panic. The impact itself was shockingly soft, of course. Sex dolls don't really have much mass.

Lying there, unable to right herself, James could only stare at the floor as her body lost the last of its remaining air, leaving her as flat and empty as the average packet of chips.

Just as she thought she'd be lying there forever, she felt the touch of Lisa's magic again and found herself hauled into the air and held there facing her new 'sister'.

She watched her genie-turned-mirror as the magic folded their deflated bodies like the sex dolls they were, compacting their entire forms into foot-wide squares with their faces on the top.

Then, the magic put them in the box.

Lisa went in first--James followed a second after. This meant, of course, that Lisa was stuck in the back, flattened face pressed into James' equally-flattened feet. The thought made her chuckle. She wondered if Lisa had planned that.

As James settled into place, the box closed and sealed itself. For a moment they sat there, unmoving, concerned...

...Then, just like that, the penthouse suite vanished.

\*

James blinked. Or tried to blink, at any rate. *Where are we?* she thought. She looked around through the plastic window of their box, wondering absently as she did so how she could see when her eyes were made of plastic.

It looked as if they were in some kind of common room. There were stylish leather couches and chairs... A pool table in the back. A darkwood trophy cabinet. And a number of flags, covered with Greek letters. James could only stare at them in confusion.

And there was a strange smell in the air. A smell of alcohol mingling with the musk of many men living together.

*Jeez, she thought, this place smells just like the frat house me and Luthor used to live at.*

Her thoughts stopped.

*Oh.*

She wished she still had lungs left to sigh with. *Somewhere where I'll get lots of use...* Of course Lisa would pick a frat house.

She supposed it could have been worse. Lisa *could* have put them in the room of some overweight shut-in...

*Now what?* thought James, looking to and fro. *Do we just wait here until somebody finds us?* As if on cue, someone entered the room.

He looked as if he played football. This was something of an assumption to make about someone who wasn't, say, currently wearing their team's uniform, but this guy was exactly what a footballer looked like. Take every football player in the country and average them out, and *this* guy was pretty much what the result would look like. Even out of uniform, he looked like he was wearing one: his shoulders were twice as wide as the rest of his body, while his

brow was as big as a pachycephalosaurus's. He looked like he could ram his way through a solid sheet of steel.

As he entered the room, he looked about and sniffed, like a bull about to charge. In her box, James flinched, despite herself.

*God, I bet he has a massive cock,* thought James, feeling her pussy start to burn.

The footballer's gaze settled on them, and his eyes tightened. He snorted and blustered across the room. James wanted instinctively to jump out of his path.

"What's this?" asked Dave Football, picking up their box and holding them close, so that he and James were only a few inches from kissing. "Twin... Fuck... Sisters..." He scowled and spun them around, as if expecting some kind of trick. "Who left this here?" he asked the empty room.

No one, of course, responded.

Placing them back on the table, Dave frowned at them. "Is this some kind of prank?" he asked suspiciously. "This better not be some kind of prank, guys." He looked about, perhaps expecting some of his frat brothers to jump out of the trophy case. When this didn't happen, he smiled in relief.

"I've always wondered what a fuck doll would feel like..."

Snatching them up, he looked around furtively, and when his frat brothers--who apparently trained as ninjas--still failed to jump out and laugh at him, scurried out of the common room like some kind of giant rat.

Kicking open the door of his room, he blustered inside, shattering his roommate's pottery class homework and plopping them on the desk in its place.

"Hmm," he said, looking around. After a few seconds, he spun them around, and James heard him mumbling as he read through their instructions. *Come on!* she thought. *Hurry up and get us inflated!*

Finally, after an interminable minute of shuffling and mumbling, Dave spun their box around and wrenched open its top, reaching inside like a child into a cookie jar.

As his fingers brushed her deflated skin, James gasped. God, they just felt so *big*, so *strong*. She could wait for what was to come.

Snatching them out, he tossed them on his bed and left them to lie there as he rummaged in their box for the pump. At last, he retrieved it as well. Tossing aside the empty box, he turned to face them, licking his lips in obvious lust. The bulge in his pants was like a little mountain. The sight of it alone made James want to squeal.

Threading the pump's pipe through his fingers, he pinched the nozzle between forefinger and thumb and aimed it towards James with a glint in his eyes, aligning it with her plasticized pussy. "In you go," he said, giggling childishly.

If James could still move her brow, she would have frowned. *Wait, that's not the hole it's supposed to--*

*Schlup!*

*Aii!* As the nozzle bounced around the inside of her sex, James found herself gasping in ecstasy. It was barely even filling her, yet it still made her want to scream.

Finally, his childish impulses sated, Dave extracted the nozzle and inserted it into the proper hole. There was a click as he twitched on the pump.

Being re-inflated was almost as strange a sensation as being deflated in the first place, though it reminded James of the now familiar experience of having a man fill her womb with cum. Instead of stopping there, however, the feeling spread onward and out through the rest of her body, making her flesh tingle with fresh fullness.

Slowly, she began to rise, sitting up on the bed, raising her arms and sticking her legs out. Her mouth and pussy went from a pair of big '\_\_\_'s to a pair of equally big 'O's. Soon enough she was full.

Dave Football kept the nozzle inside her for almost half a minute more, and for a moment she thought the idiot was going to blow her up so big she popped. Finally, however, he extracted it. He almost forgot to cap her, but she could forgive that.

Slipping the nozzle into Lisa's, the footballer turned his attention back to James, picking her up and shaking her about as if he expected some money to fall out. At last, he stopped and held her close to his face, grinning like a maniac. The bulge in his pants was almost twice as large now, and the sight of it made James want to gasp in anticipation. *Come on!* she thought. *Come on! Enough foreplay already.*

Putting her back on the bed, the man slipped off his pants.

As his tighy-whities fell to the floor of the bedroom, the sex doll on his bed tried and failed to gasp.

*Oh my god,* thought James. *Oh my god.* Dave's cock looked like it had once encircled Midgard.

As it loomed over her, casting her body in its shadow, James experienced an overwhelming sense of fear. *Oh god,* she thought, as the vein-riddled shaft grew closer. *Oh god, just look at the size of it! Oh god, this was a mistake. This was a mistake, this was a mistake, this was a--!*

**SCHLUP!**



The entrance of the titanic cock into her pussy was almost enough to tear James's poor mind in half. She felt like a castle subjected to the world's largest (...*hardest*) battering ram. In the face of it, the gate to her thoughts simply caved inward, smashed into a thousand tiny splinters. She didn't think she could take much more of it.

Belatedly, she realized he was only halfway into her. *Oh god!*

Licking his lips and smirking like an idiot, Dave Football grabbed her by the hips and slammed his cock all the way inside her. As his tip struck the back of her pussy, James cried out in silent shock. *Oh god!* For a moment, she thought he was going to rupture her.

With a grunt, the footballer pulled back, and the sense of overwhelming fullness afflicting James' mind faded. She had a few moments to rest and catch her figurative breath. Her sex was on *fire*, as if someone had put a torch to it.

A few seconds later, Dave came back for round 2.

*Aiii!*

His second impact was no less impressive than the first. As his cock crashed into James' inanimate cunt, the impact slammed into the splintered fragments of her mind, sending their disjoined shards reeling into space. For a moment, she had an out-of-body experience, looking down on the doll that she'd become as the bulky football player slammed his rod into its sex.

She blinked, too stunned, to process it.

Then she was back inside her body, and Dave's cock was crashing into her again, smashing through her mental defenses as if they were made of candy floss. The inferno in her groin blazed out of control, searing a path up her spine and setting every little inch of her aflame. She wanted to scream.

*Oh god, I'm melting*, thought James, as Dave McFootball came back for his fourth thrust. *I can't sweat like this, so I'm melting instead. Oh my god, is this how it ends?*

She didn't melt, fortunately, though her body did ripple and buck as Dave started to pump, thrusting his shaft into her cunt with all the force he normally reserved for touchdowns or whatever.

With every thrust of Dave's cock, James' body released a little squeaking sound. Like a chew toy in the mouth of a dog. In the midst of her ecstasy, she barely even noticed it.

For the next ten minutes or more, Dave thrust and thrust and thrust, crashing his cock into her cunt so hard that James was certain she would rip or tear or failing that, *pop*.

Until, at last...

With a final, triumphant pump, he grunted and came, blasting an impressive rope of semen out of his cock and into the hole of James' cunt. This little push over the edge was all that she needed. With a wild--if silent--scream, she orgasmed as well, and for a minute every non-existent nerve in her body felt as if it were blazing with the heat of her ecstasy.

Panting for breath, Dave Football tugged his cock out of her, still dripping semen from its fat mushroom tip. Grinning like an imbecile, he stared at James' pussy and the cum leaking out of it, before finally losing interest and turning his gaze to Lisa.

Lisa, as it happened, was on the very verge of bursting. Dave had plugged her into the pump before sticking his cock in James and entranced with one sex toy had promptly forgotten the other.

As Dave fucked James with all the strength of his masculine body, Lisa had sat there on the other end of the bed, growing tighter and tighter with the second as the pump dutifully filled her full of air.

Having pumped her to her recommended fullness before Dave was going in for his fifth thrust, the pump had proceeded to pump on without stopping. It had felt good at first, watching her boobs and thighs expand, pushed to their limits by the constant influx of air. Then she realized it wasn't going to stop, and for a few minutes she'd panicked. *Hey! You big klutz! Turn off the pump!* He hadn't heard, of course.

Finally, the air had gone to her head and she'd started to feel a little dizzy. *Haha*, she thought, *I'm going to, like, pop. Hehe, it's going to happen, like, any second now. Teehee.*

This was the state she was in when Dave finally turned back to her.

Seeing his sex doll's body bloated far beyond what it should be, the football player's eyes widened in shock. For several seconds, he stood rooted to the spot, clearly processing the complex philosophical implications of this course of events, or perhaps the aerodynamics involved in inflating a sex doll.

Finally, he remembered to turn the pump off.

Too late.

With a pop, the pump's nozzle shot out of Lisa's belly and flicked to and fro like an angry snake. Dave gasped and ducked to avoid it, while Lisa, hissing, started to deflate. It felt a lot like a good piss after hours and hours of drinking.

Finally, she fell flat on the bed, sighing in relief.

James, watching on, chuckled in silent amusement.

After that, the footballer used them at every chance he got. Within a day, there wasn't a hole in their bodies that hadn't seen his cock. Pussies, mouths, even their special, hidden assholes. Dave Football used all of them, sometimes in sequence.

Whenever they weren't on Football Man's cock, the pair were deflated, boxed up, and stuffed in the guy's closet. Dave was careful to keep them hidden--whether out of shame or fear someone would steal them. Unfortunately for him, he forgot he shared his closet with his roommate, who was more than happy (after a good rinsing) to make use of his friend's new toys.

Though bulky as his roommate, Dave's friend preferred a slow, meandering approach to lovemaking, with lots of emphasis on grabbing and squeezing before the actual penetration. Under normal circumstances, James might have enjoyed it. As it was, however, she just found herself wanting more cock.

After a week or so in this state, James was woken from the not-quite slumber of being deflated in a box in a closet by the sound of someone rapping on Dave's door, rapping sharply. "Room inspection," said a deep voice.

If James could have moved, she would have sat up, eyes wide. Room inspection? What exactly did *that* imply?

She heard some mumbled protests from Dave, but he'd never been much of a speaker, and their new guest soon pushed him aside and entered.

Lying there in their box, James listened to the sound of drawers being opened and bags being rummaged through and bedsheets being picked up and thrown aside.

At last, the closet door creaked open, and a new face loomed over her. It belonged to a man who looked, for all the world, like Dave Football's older, slightly bulkier brother. Wherever Dave had been made, they'd clearly kept the blueprint.

At the sight of James in his box, the new Dave's mouth split into a grin. "Well, well, well," he said, sounding as if he thought the expression referred to the water source, "what have we got here?"

Clammy hands grabbed James' box, hauling him and Lisa out of the closet. "Wow," said Dave 2. "Look at these beauties."

"They--they--they're not mine," spluttered Original Dave.

"Oh yeah? Then how'd they get in your closet?"

Dave stared, blank-faced, looking as if he hadn't even thought of the question.

"What, don't you know?" asked Nu Dave. "What, did the tooth fairy bring 'em for you?" He laughed, loud and deeply. "Sorry, but dolls like these are a contra-*band* item, you know? 'Fraid I'm gonna have to take 'em off ya." He smirked.

Dave Classic's face fell, crestfallen. "Y-you won't tell anyone I had 'em will you?"

"Course not. I ain't *that* mean."

\*

"Hey! Hey guys! Look what Thick Andy had in his closet!" As Dave Senior held James and Lisa high up in the air, the assembled members of the fraternity burst into laughter.

With a laugh of his own, Bigger Dave tore open their box and tossed them into the crowd. James gasped as she landed with her pussy on the face of a muscular frat bro. Chuckling darkly, he pulled her off of him, held her up, and swung her about like a stolen piece of lingerie. The tension sent a wave of pleasure through James' body.

Finally, Generic Frat Bro #1 tossed her into the arms of his brother, who unfolded her and laughed at what he saw. "Holy crap, look at this cheap shit," he said. "Who buys this crap?"

"Of course they look like shit," said a third Generic Frat Bro. "You need to pump them up before you can use them."

Some of the frat bros in the back nodded sagely at this wisdom.

"I knew that!" snapped Frat Bro #2, spinning James around and grabbing her nozzle in order to prove his point. "Hey, somebody toss me the pump."

Rummaging in their box, Dave the Elder finally found it. He tossed it to Frat Bro #2, who set about stuffing its nozzle into James.

With a click, he activated the pump.

As James slowly inflated, shuddering at the rush of air through her form, Mr. Dave and the rest of his family took turns talking about Football Dave/Thick Andy and what a loser he was. James wanted to intervene and tell them how great his cock was, but she imagined that wouldn't accomplish much.

Finally, James was inflated. Bopping her on his lap like an *especially* precocious child, Bro #2 looked at the others and grinned.

"Say," he said, "imagine if this were Mindy Chalmers..." Holding James by the hips, he picked her up and mimed thrusting inside her.

The entire hall of frat bros burst into uproarious laughter. James felt a brief flash of sympathy for Mindy Chalmers, whoever she was.

"God," continued Frat Bro #2, "just imagine grabbing her tits--" He squeezed James' making her squeak. "--and bouncing her on your lap like this. Imagine what kinda sounds she'd make, lol."

Half the frat bros laughed at this. The other half were looking a little glazed, as if #2's scenario were more than a little appealing to them. James counted a number of bulges rising within pants.

The laughter died down, and for a moment the whole house of bros was staring at James hungrily.

"H-Hey, Gary," called one of the bulging frat bros. "I bet you fifty bucks you won't stick your cock in it!"

"Oh yeah?!" said #2, leaping to his feet in anger. "You wanna bet on that, you jerk?!"

"...Yeah, that's why I offered fifty--"

But Gary/#2 wasn't listening. He'd seen the chance to stick his cock in James' tight snatch, and he was taking it, hypocrisy be damned.

Throwing aside his belt, he unzipped his pants and dropped them and his boxers both in a single swift motion. His cock popped into the air, comically erect. James practically heard the *boing!*

Seeing it, she wished she still had a throat to gulp with. Forget her defense of Football Andy--if they all had cocks like *this*, no wonder they thought he was a loser.

At the sight of Gary's giant cock, the fraternity burst into a fresh round of laughter. "Go on, Gary!" cried another in the back. "Pretend you're fucking Mindy!"

*Just who the hell is Mindy?* thought James.

Pinching James' waist tight, Gary held her in place. "...Which hole should I use?" he asked suddenly.

"Mouth!"

"No, pussy!"

"Fuck that, use her asshole!" This last comment led to a brawl in the back row.

"Alright, alright," said Dave II, stepping forward to calm things. "Let's have a vote."

The frat bros proceeded to have a rather orderly vote, complete with a ballot box, on which of her holes Gary should fuck.

"And the winning hole..." said Dave Dos, sorting out the voting slips, "...is 'Asshole' with 13 votes!"

A cheer went up from just over a third of the crowd.

“Fuck her!” they started to chant. “Fuck her! Fuck her! Fuck her!”

“Okay, okay,” snapped Gary. “Here goes nothing.” Gritting his teeth, he squeezed her tight...

...And thrust his cock into her tight anus.

If James still had lungs, she would have gasped, loud and in shock. As it was, she simply squeaked.

*Oh god*, she thought, wanting to cry out in shock. Gary’s cock felt even more filling than she’d expected. As he slammed into the depths of her anus, jabbing a sharp spike of pleasure straight into the core of her being, she was certain the force of it would tear her apart.

“Fuck her! Fuck her! Fuck her!” continued the crowd. Grunting, Gary obliged them.

Once, twice, then a third time in swift order, he lifted James up and slammed her back down again, slamming his gigantic cock into the tiny hole of her anus, simultaneously nailing a spike of utter ecstasy into her non-existent brain. She wanted to cry, to scream, to throw back her head and moan for release.

But, of course, the only sound she could make was *squeak!*.

After a few more thrusts, Gary’s grunting changed in pitch. She felt his cock throb, and she knew what was coming.

With a final half-moan half-grunt, Gary orgasmed, filling her rear hole with delicious, creamy semen. Its warmth sent a final wave of pleasure rolling over her form. She wanted to sigh in ecstasy.

Seeing Gary’s expression, the crowd burst into laughter.

Cum dripping onto his pants, Gary laughed along with them. “Which hole should I use next?” he asked.

“Pussy!”

“Mouth!”

“Hang on!” cried another generic frat bro. “You’ve had your turn. Why don’t you let someone else have a try?” This earned a chorus of cheers.

“If you want her, come and take her!” said Gary, raising a fist.

Generic Frat Bro #4 stood and held up his own. “Maybe I will!”

“Ooo!” went the remaining crowd. “Fight! Fight! Fight! Fight!” Elsewhere, the frat bro holding Lisa looked about sheepishly and tried to melt into the wall.

A second later, James was on the floor as Frat Bro #4 and Gary literally fought over her.

In the middle of the fisticuffs, someone grabbed her by the ankle. Before she knew it, she had a cock in her plastic ‘O’ of a mouth.

“Hey!” cried someone else. “Wait your turn!”

James flew away from one cock and onto the shaft of another. As it slammed into her mouth, another one’s tip nuzzled her pussy. She wanted to moan.

Now hands were grappling her all over, grasping her, pinching her, trying to pull her away from one cock and onto another. For a brief instant, James felt a flash of fear, which overwhelmed her pleasure. Oh god, they were going to pop her, weren’t they?

Another penis slammed into her asshole, its entrance lubricated by the cum still sliding around inside her. A moment later, this new cock pulled away and was instantly replaced by a second, which pumped her so forcefully that she was certain she would burst.

For several seconds, James lay pinned between three cocks--three fat, virile cocks. They thrust and thrust with a single shred of mercy, pumping her holes till they burned. Her whole body felt hot, hot and *incredible*. She flew to the precipice of orgasm as if mounted on a rocket and floated there in an instant of perfect ecstasy. If she still had lungs, her scream would have been heard all over the campus.

Then she was crashing back to Earth, and the fear returned to her. *Oh god*, she thought. *They’re not stopping! They’re not stopping! They’re going to pop me! They’re not--!*

As one, the men stopped.

For a moment, James didn’t realize what had happened. If she still had eyes, she would have blinked in shock.

Then, in unison, the three men pulled out of her and stood back, giving her space to stand. And she *did* stand, despite her body--her legs stretched and her arms fell to her sides, she felt herself filling out again as all the air inside her was replaced by bones and muscle and organs. As her skin lost its plasticky sheen, she flexed her lips experimentally.

“Mwah?” she said. “Mmmwah?” Talking was a little harder than she’d remembered.

Finally, her lips changed back to their normal--well, Barbie’s normal--shape, and she found she could talk again. “...Lisa?” she asked.

Lisa was standing nearby, restored to her own brand of normality. “Sorry about that,” she said. “I figured I should intervene before things got out of hand.”

James looked about. Around her, the frat bros stood as if frozen in ice, trapped mid-fight and in one case, mid-masturbation. Only their eyes could move--they glared at her, seeming more shocked than anything.

"Honestly," said Lisa, "what a big bunch of brutes. I figured they'd at least be able to play nice, but I guess I overestimated them."

Absently, James realized she was still naked. She should probably be embarrassed by that, but in context it seemed a little silly. "Why did you pick a *frat* house?" she asked.

"Where else was I supposed to put us? In the cave of some tubby turbo-virgin?"

James frowned. "Okay, whatever," she said, waving the issue aside. "Can we move on? I've had enough of being ogled by frat bros."

"Sure, sure," said Lisa, raising her fingers to snap. Before she could, however, she paused and smiled mischievously. "...Before we do though, how about we give these guys a good lesson in humility?"

James raised an eyebrow. "What kind of lesson?"

Lisa's smirk lit up the room. "Allow me to demonstrate..." She snapped.

At once, a wave of pink sparkles washed over the bodies of the frat bros, from Dave II to Gary to Generic Frat Bro #4.

And slowly, so slow it was almost imperceptible, they started to shrink.

James watched, eyes wide in shock, as the men around her lost all the muscle that defined them, as they dropped from six and seven feet tall to four and five, as all the harsh angles of their bodies smoothed into curves. James watched, wanting to gasp, as hair grew long atop heads and faded entirely on chins and arms and legs; as thighs plumped up, straining against shorts; as chests swelled, straining against shirts; as clothes vanished entirely, exposing growing nipples and shrinking cocks, exposing newly-formed pussies, already slick and hungry.

The frat bros' eyes shook in their sockets as they saw what was happening to them. In a matter of minutes, they'd gone from the biggest hunks at college to a bunch of curvy bimbos, destined to spend just as much time playing with balls, if not the kind they were used to.

Unfortunately, Lisa wasn't finished with them.

With another snap of her fingers, the wave of sparkles intensified again, and the gathered women's bodies gained a nice new sheen. Plugs appeared on their stomachs, seams ran across their limbs, and the hair atop their heads melded into single layers of thick plastic, while their frozen expression turned to cartoonish facsimiles. Lips, lower and upper, pumped into cock-sucking life rings... as did the third hole hidden between all of their swollen butt cheeks.



For a moment, the small army of sex dolls hovered in the air as their limbs contorted into the proper placement. A moment later, their plugs popped off, and they started to deflate, losing even more of their much-vaunted solidity. Within a minute, they were all flat and flimsy and pathetic. A third snap folded them up and conjured boxes around them--boxes labeled with things like 'Slutty Cheerleader' and so on. A fourth sealed them shut, and a fifth snap vanished them entirely.

"Wh-where did you send them?" asked James.

Lisa smirked. "You know," she said, as if ignoring James' question, "there's a lot of guys who can't get into a fraternity like this. Lot of guys who aren't athletic, or who struggle to get with women, you know?" She chuckled. "Lot of guys who'd appreciate a nice sex doll to spice up their masturbation sessions."

"...Lisa, you can't--"

"Oh, relax, I'm not going to leave them like that *forever*. You can wish them back whenever you like, mistress. But I recommend leaving them for a week. That should be a more than sufficient lesson." She giggled.

\*\*\*

"They're back," said Sam.

Luthor looked up from her newspaper. "Wait, really?"

Sam, peering out of their hotel window through a comically large pair of binoculars, nodded. "Yep, I just saw them in their living room. Looks like they teleported in."

"*Finally*," said Luthor, leaping to her feet. "Where the hell have they *been*?!" Striding over to the window, she struggled to peek over Sam's shoulder. "Where are they now? Can you see?"

"No," said Sam, dropping her binoculars, "they're out of sight. But now we know they're in there..."

The two looked at one another.

"We should do it *tonight*," said Sam, flicking a glance back at the window. "...Before they have a chance to zip away again."

Luthor stroked her non-existent beard. "You want to leave it late though. Unless you want to walk in while they're in the middle of some passionate lovemaking." She wiggled her eyebrows suggestively.

Sam went red. "R-right, right. But we'll want to leave some time to get in and... Wait, did you say 'you'?"

"Hmm? Oh. Yeah."

"Don't you mean 'we'? Do you think I'm going up there on my own?"

"Of course," said Luthor, as if it were obvious. "Do you really think I can go up there like *this*?" She swept a hand over the curves of her body. "I might look good in a catsuit, but that doesn't mean I'd actually be stealthy."

"I can't do this alone!" said Sam.

Luthor sighed and pinched her brow. "Look," she said, leaning on the table, "if I go up there, it's only going to take one look at James' *delicious, hunky body*--" She shuddered. "--and I'm going to be on my knees *begging* for his cock. Do you really think I'll be able to *steal* from him?"

"Oh," said Sam, flushing a deep red. "I hadn't thought of that..."

"Sorry, Sam," said Luthor, "but you're on your own."

Sam swallowed. "R-right..."

\*\*\*

The vent was cramped. From the movies, Sam had expected something bigger. Something more conveniently sized for a human being to crawl through. She hadn't expected this tiny, claustrophobic metal tunnel, which clanged every time she barely scraped it with an elbow.

Worse, her catsuit was chafing her. It was so tight, especially round the groin, that she wondered if she'd picked a size too small by accident. It wasn't *supposed* to feel like a thong, was it? Surely that was a bit of an impediment?

These weren't her only complaints. Her arms and legs were sore from all the crawling she'd been doing, her face was covered in sweat beneath her night vision goggles, and her heart was beating so fast in her chest that she was seriously worried she was going to have an attack of some kind.

Taking a deep breath, she bit her lip and crawled on. *Come on, Sam*, she thought, *you can do this. For James' sake*. Suppressing a groan, she forced herself forward.

Several slits of light appeared in the floor of the vent ahead. Sam practically moaned in satisfaction. It was here--the grate on the map that she'd studied.

Sidling up to it, she struggled to grab the little tool pouch on her utility belt.

Selecting the appropriately-headed magnetic screwdriver, she started to unscrew the grate, making sure not to let the screws fall. She also held the grate itself to prevent it from

dropping into the apartment below as she removed the final screw. Hoisting it carefully out of its slot, she put it aside, taking care not to clang it against the walls of the tunnel.

Pushing herself forward, she peered through the hole. Through the green haze of her goggles, she saw the living room of James' penthouse suite, with its big sofa and widescreen TV and ornate, glass coffee table. She felt a flush of envy at how luxurious it was, but she soon stifled the thought and reached for her suction cup.

Clamping the plunger-like device to the roof of the vent, she checked the rope to ensure it was securely fastened at both ends. Then, taking a deep breath, she pushed herself into the hole.

Winching herself down slowly, she touched the plywood floor of the apartment with barely a sound.

Breathing deep, she looked around. To her disappointment but not surprise, there was no genie bottle in sight. *Shit*, she thought. *He must have it in his bedroom...*

Swallowing, she turned to its door.

Fortunately, James or Lisa had left it open a little. Peeking through the gap, Sam spied her target: there was the bottle, resting on the bedside cabinet. And there, beside it in the bed proper, James, snoring lightly. At the sight of him, Sam felt a pang of heartache. *Don't worry, James*, she thought. *I'll free you from her soon enough!*

Not daring to touch the door lest it creak, she turned sideways and sidled into the room. It only took a handful of steps to reach the cabinet. The bottle, red and gold and jeweled, stood before her, feeling for all the world like a statue in an abandoned temple. As she reached out to pick it up, she was certain she heard the rumble of a boulder descending to crush her.

Fortunately, nothing happened. With a silent sigh of relief, she turned and fled.

Back in the living room, she reattached her harness, gave it a tug to make sure it was good, and started to climb, Lisa's bottle fastened securely to her belt.

*I did it!* she thought, heart pounding as she ascended. *Oh god, I actually did it! I can't believe my plan worked--*

With a scream of rending metal, the vent gave way. Sam squealed as she dropped. She fell a full meter before the vent caught itself and she came to a stop in mid-air with a jolt. Lisa's bottle flew free of her belt...

...and straight into the hands of one waiting Lisa. "Thank *you*," she said, "but I'll be keeping this."

Sam's heart sank. "N-no..."

The vent lurched again, and her suction cup came loose. She dropped another foot... and stopped floating in mid-air, body surrounded by a cloud of pink sparkles. Gasping, she flailed. "H-hey! Let me go!"

Lisa shrugged. "Sure." *Snap!*

Sam fell and hit the floor with an 'oof'. Sitting up, groaning, she found Lisa loomed over her.

"Wow, you really are a giant idiot, aren't you?" said the genie, tossing her bottle into the air and catching it again. "I didn't think you'd be dumb enough to try and steal from me."

Sam wanted to throw up. "W-wait, I didn't *try*, I *succeeded*. That bottle's mine, by right of theft. You're *my* genie now." She grinned triumphantly.

Lisa looked at her as if she were dog poop. "Er, no, sorry, but that's not how that works. I don't know what kind of wacky instruction manual you read, but you have to actually *rub* the bottle to claim ownership. And I have to actually be inside it to respond, otherwise it's just a fancy trinket." She gave the bottle a final toss and placed it on the table. "Unfortunately for you, I was warming my master's bed tonight." She smirked.

"What?! N-no, no!" Tears spilled from Sam's eyes. "How? I would have seen you!"

Lisa shrugged. "You probably weren't looking in the right place. I was a little lower down than normal." She winked.

Sam shuddered.

"Now," continued the genie. "Just what should I do with you...? I seem to remember threatening to rain hell if you ever interfered again, so I think it's about time for some really *Biblical* punishment." She grinned. "How'd you like to be a toilet...? That'd suit your personality."

Sam's eyes widened in fear. "N-no," she said, pushing herself away. "You can't--"

"No, you're right, not a toilet. How about a big, fat fucking sow for some horny boar to have his way with? *That* sounds like a fun idea." She licked her lips.

"No!" Sam threw herself forward, ready to beg. "Please, not--"

"No, you're right," said Lisa, "that wouldn't work either. Hmm..." She tapped her chin in thought. "What was it you called me the first time we met? Hmm... Ah! I remember: a 'big, blown-up bitch', that's what you said, wasn't it?" She chuckled. "I *loved* the alliteration."

Sam quivered.

"And," continued Lisa, "that gives me a *great* idea. Hold on tight." She licked her lips and snapped.

The living room of the apartment vanished. Sam found herself naked, utterly, naked in the darkness. Squealing, she tried and failed to cover herself.

Slowly, one by one, a set of large lights snapped on. Looking around, eyes wide in fear, Sam found herself in an enormous chamber with a large, arched roof. As she glanced around, shaking in trepidation, she realized she knew what it was.

*A hangar...?*

Instead of airplanes, however, the hangar's grand space was filled with *balloons*. *Giant* balloons styled like Spider-Man and Pikachu and other famous characters. One was a giant Bugs Bunny, another was Mickey Mouse. There were a number of strange vehicles on the floor as well, all richly decorated. It took her a moment to realize they were parade floats.

"I don't know if you're aware," said Lisa, congealing out of a cloud of pink gas behind her, but the city is hosting a big parade in a couple of days. There's going to be lots of parade floats, lots of people dressed up and dancing, lots of music... oh and of course, lots of balloons."

Her smirk was like the blade of Death's scythe.

As Sam quaked in fear, Lisa looked to the ceiling. "I think they'd appreciate another one, don't you? Look, *there's* a nice gap for you, between Pikachu and the Monopoly Man."

Sam felt as if her heart had been frozen. She struggled to work her jaw and respond. "Wh-what are you saying?"

Lisa frowned. "Jeez, I thought you were only *acting* like a bimbo. I'm saying I'm going to make you into a balloon, you stupid slut."

The reality of Sam's situation crashed down on her like a hundred-ton weight. Tears dripping from her eyes, she threw herself to the ground. "No, please!" she cried, arms out like a beggar. "You can't do that to me!"

"Watch me, bitch." Without a pause, Lisa snapped her fingers. At her command, a tank of gas flew from out of a crate by the side of the hangar, its nozzle coiling and uncoiling like a scorpion's tail.

Before Sam had a chance to scream, she shot into the air and spun around. Her legs snapped apart, exposing her pussy. "No!" she cried as the nozzle flew towards them.

*Schlup!*

"Aiii!" At once, a strange feeling of fullness welled in Sam's groin. She could feel the hard tip of the gas tank's nozzle wedged inside her pussy, hear the hiss of gas escaping from its tip. The stuff shot up into her innards, making her feel light-headed and bloated. As she groaned, her stomach started to swell.

Floating there in the air, her belly growing with the second, Sam rubbed herself and released a little whimper. "Please," she managed, "please, Lisa. Don't do this to me!" Tears fell from her eyes, splattering the floor below. "Lisa!"

Lisa picked her teeth and snapped her fingers for a second time.

At once, a second gas tank shot out of a crate and sailed across the room towards Sam. It slammed to a stop just beside her head, and its nozzle, uncoiled, slipped straight into her mouth. "Mmmphf!"

"Much better," said Lisa. "God, your voice is so annoying."

The tank's nozzle twirled, and a second flow of gas shot down Sam's throat. She squealed and flailed as her stomach grew even faster. She tried to pull the nozzle free of her mouth, but Lisa's magic held it firmly in place. Soon, her belly was the size of a beachball and still growing.

"Ugh," said Lisa, looking at a non-existent watch. "This is taking too long. ...Let's go for the trifacta." She snapped again.

Sam's eyes widened as a third tank of gas flew across the room towards them. It came to a stop beneath her, out of sight.

A moment later, something slipped into her anus. "Mmmphf!" she squealed, shaking and struggling.

As Sam flailed in the air, Lisa laughed. "Hold tight," she said, "it shouldn't take long for you to grow, not with three of those things in you." She smirked.

"Mmmphf!" Nozzles wedged in all three of her holes, Sam squirmed against the influx of gas pouring into her body. She could feel it passing through her, settling in her stomach, making her belly bulge larger with the second. By now she was twice the size of a beachball, big and round. She couldn't see her legs over the curve of her torso.

As her stomach reached the size of a van, she heard it creaking as it strained to grow further. Its growth slowed, but the influx of gas didn't. Now, she felt it pooling in her upper limbs and breasts instead.

She could only stare past the black tube of the nozzle in her mouth as her chest, her perfect, flat chest, swelled like a pair of bubbles, nipples rising atop boobs that had suddenly become mountains. It took only a matter of seconds for them to reach beachball size as well, obscuring her sight of everything below her.

Meanwhile, her upper arms and thighs were swelling into giant orbs themselves. As they started to strain and creak, the gas spread down to her lower limbs, puffing up her forearms and lower legs into massive fleshy orbs. At the end of her limbs, her hands and feet swelled in unison, before her fingers and toes popped into roundness one by one. *Pop! Pop! Pop!*

Now she felt the gas reach her head, where it scattered Sam's thoughts like a breeze scatters leaves. She gasped, inhaling a big breath of gas, and her vision went woozy, as if she'd drunken herself silly. *Oooh*, she thought, mind slipping and sliding and struggling to start, *oooh, what's happening to me? Why does it feel so good?* Her holes blazed as the nozzles inside them worked.

Slowly, her head expanded, doubling its size in an instant, though it remained small relative to the rest of her swollen body. Her lips received most of the benefit, puffing up into a fat pair of kissers, like a filler-pumped hooker's.

Seeing them, Lisa laughed.

By now, Sam was almost as big as the balloons on the ceiling, her skin creaking as it struggled to contain its contents. Unlike most of the other balloons, however, she was round instead of humanoid in shape. Indeed, unless you knew what you were looking at, it was hard to tell she was meant to be a human.

*Well, that's easily fixed*, thought Lisa. She snapped again.

With a trio of plops, all three nozzles extracted themselves from Sam. Before any gas could escape her, however, her holes promptly sealed themselves shut: in unison, plastic caps appeared in all of them, stopping the gas and shutting her up in the process.

Not that Sam could really think to complain at this point. Her mind was like a big, pink cloud, airy and soft. She wanted to giggle at how silly she felt.

As the flow of gas into her stopped, she felt a new pressure affecting her. Unlike the previous, this one came from the outside, forcing her inward. She creaked and squeaked as it reshaped her body, molding her in its invisible hands like a big piece of clay. First it squeezed her stomach, pressing some of its air into her limbs. Then it took them and stretched, restoring some of their former shape. Her legs, it left pointed backward, but her arms it held out sideways so that she looked as if she were flying.

Feeling herself stretched, Sam wanted to giggle. *Look at me, ma*, she thought deliriously. *I'm an airplane! Haha! Vroom!*

Finally, a wave of tension passed over her form, starting with her feet and spreading upward. Where it passed, Sam felt a tingly kind of pleasure as she turned sheeny and plastic. *Ooh*, she moaned, *sooo good!*

As it reached her head, her bloated lips stretched into a smile with her cap hidden inside them, while her eyes froze fixed ahead in an expression of big, dumb happiness.

And with that, it was over.

*Wowee*, thought Sam, mind reduced to a bunch of ribbons on the wind, *I feel so big and floaty. Hehe. Look at me, I'm Sam the Blimp! Wee!*

On the ground, Lisa smirked. "Have fun on the parade!" she yelled.

And with a final snap, she vanished, leaving Sam to float blissfully among her fellow parade balloons.

With a series of snaps, the hangar's lights shut off.

\*\*\*

"Come on, come on, where is she?" said Luthor, pacing around the little hotel room. Sam had been gone for almost six hours, and there was no sign she was going to reappear any time soon.

With a groan, Luthor collapsed into bed, rubbing her temples. And to think things had been going so well. They'd come up with a plan, and she'd convinced the stupid slut to take all the risk and carry it out alone.

But, of course, like the idiot Sam was, she must have gone and fluffed the execution. Luthor didn't want to imagine what had happened--Lisa had probably flushed her down the toilet.

As the sun rose, Luthor's hopes set. She stood and made her way to the coffee table, where a newspaper lay open on an advertisement. 'FANTASMO THE MAGNIFICO' it read. 'IN TOWN ALL WEEK'.

Luthor frowned.

If Sam wasn't coming back, she guessed it was time for Plan B...

\*

James woke to the sound of Lisa giggling.

"Good morning, master," said the genie. "Did you sleep well? Are you hungry? I made breakfast! Perhaps you'd like a blowjob?"

He sat up, suppressing a laugh. "You sound like you're in good spirits this morning."

Lisa smiled. "Oh, I'm just happy to sleep in a bed after all those nights folded up in a box, master."

James chuckled. "Yeah, it is an improvement, isn't it?" It felt nice to be able to move his body again.

"Sooo," said Lisa, "about that blowjob?"

"Maybe after breakfast," he said, slipping out of bed. "I mean, I haven't eaten in almost a week!" *Well, apart from semen, anyway.*



Soon enough, they were cuddling on the couch, watching the news. “Say,” he said, “did you hear something in the night? Like a big, clanging kinda sound?”

“Hmmm...” said Lisa, flicking a furtive glance at the ceiling. “I did get up for a snack. Maybe you heard me closing the fridge?”

“Maybe...” said James, unconvinced. He took a sip of his coffee. “Did you turn those frat bros back yet?”

“What? No way,” replied Lisa. “It hasn’t even been a day yet!”

“I feel kinda bad for them,” said James.

“Oh, don’t,” said Lisa, waving the issue aside. “Don’t you remember what they were like? Remind me in a week, and then I’ll turn them back.” She giggled. *Not that I’ll be turning them back to guys. The world needs fewer frat bros and more hot chicks!*

“So, master,” she said as they watched the weather. “Is there anything you’d like to do today? If not, I have a *great* idea. Why don’t we go and watch the parade!?” She held up a newspaper article.

“A parade?” said James, suspiciously. “That seems... *tame* for you. It’s not like some weird kind of fetish parade with loads of people in bondage, is it?”

“Of course not!” replied Lisa, looking as if she quite liked the idea. “Just a normal parade with floats and balloons and stuff!” She giggled like a little girl.

“No giant, like, dildo balloons or anything?”

“Not that I’m aware of...?”

“And you’re not just going to go around zapping people into bimbos?”

“Only if you want me to~.”

James frowned. “Well, okay then,” he said at last. “I guess there’s no harm in watching a parade...”

“Yay!” replied Lisa, clapping like a child.

\*

Despite Lisa’s assurances, James was shocked to find that it *was* just a normal parade. Sure enough, there were balloons--normal balloons, not highly sexual ones--and floats--normal floats, not incredibly lewd ones--and dancers--*normal* dancers, who, for the most part, were clothed.

Standing at the front of the crowd, the pair watched the parade pass them. As a giant balloon of Spider-Man floated past them, attached to a float styled like a cityscape by strings styled like webbing, James found himself feeling a little guilty for now taking Lisa seriously. "You weren't lying, were you?" he said. "This really is just a normal parade."

"Of course it is!" said Lisa, frowning. "Would I go against your will, master?"

"...You turned me into a slutty bimbo for over six months."

"Look, I *said* I was sorry."

As Spider-Man moved on, the two turned back to the parade. Lisa wrapped an arm around James' and rested her head on his shoulder.

"So," he said, feeling obliged to play the boyfriend, "was there a particular balloon you wanted to see or something?"

Lisa smirked. "Oh, there's one," she said, giving a quick giggle. "It should be coming up soon enough," she added, peeking past him down the length of the parade.

"Which balloon is it?" he asked, following her gaze.

She giggled again. "Oh, you'll know it when you see it, master." And with that, she lay her head on his shoulder again.

James watched, a strange expression on his face, as a carnival-themed float passed in front of them, accompanied by an entourage of dancers in more-than-revealing outfits. Watching their boobs jiggle in their bras, he found himself feeling pent-up, ironically. He supposed he'd been expecting a trick of Lisa's so badly that not finding one had given him blue balls.

On his shoulder, Lisa stirred as if sensing his sexual frustration. "Mmm~, look at all those sexy dancers," she whispered in his ear. "Wouldn't it be funny if I made their boobs even bigger?" She gave him a playful wink.

James swallowed. "Lisa, you said you weren't going to do anything like that..."

"Of course," said Lisa, "because you told me to, master. But if you change your mind and decide you like the idea..." She kissed him on the cheek, just a playful little nip." It made him instantly hard.

"We don't have to get carried away," Lisa continued, crooning like a femme fatale in a 1920's noir flick. "Just one little spell to make things more amusing for us."

James took a deep breath. Another dancer passed him, tits bouncing in her leafy bra as she spun. He swallowed.

"Just one?"

Lisa gave him a little smile. "Just one."

He sighed. "Go on then..."

Lisa beamed. "Thank you, master." She gave him another kiss on the cheek, a proper one this time.

Turning back to the parade, she snapped.

James watched, cock twitching in his pants, as the tits of the dancer nearest to him quivered like pudding before doubling instantly in size. Her bra stretched to contain them, but not to cover them entirely, with the result that it ended up looking more like an elastic band than lingerie.

With every step the dancer took, her boobs wobbled up and down so badly that James was certain they'd leap out of her bra and send the flimsy thing flying. To his surprise, it didn't happen, however. The dancer--along with all of her friends--carried dancing as if nothing had happened. He watched, half in lust and half in bemusement as the group of them spun on and away.

Lisa giggled. "Did you enjoy that, master? You look like you did..." He followed her gaze to his crotch and blushed at how big his bulge was.

"It was fun," he admitted, rubbing the back of his head.

Lisa smiled. "Oooh, master, look!" she said all of a sudden. "Here comes *my* balloon!" Bouncing on the spot like an over-eager dog, Lisa pointed to the blimp that was approaching them.

It looked like... like a woman. A *ginormous* woman, big in more ways than one. She was utterly naked, arms outstretched, looking down on them. Her boobs and labia were the size of small cars.

James boggled at the sight of it for several long seconds, before glancing around, expecting to see shocked faces and hear horrified gasps from the crowd. To his surprise, however, no one seemed to think it was at all out of the ordinary. Instead of screaming in shock, they were pointing and laughing at it, as if it were nothing more than another funny balloon. For a moment, even he thought it might be a normal part of the parade.

Then he whirled on Lisa with a frown. "Lisa," he stage-whispered, "I thought you said this wasn't going to be sexual!"

Lisa had the good grace to look ashamed. "I'm sorry, master. But I put this together before you made me promise... and I wanted it to be a surprise, sooo..."

James sighed and pinched the bridge of his nose. "Well, I suppose it could be worse."

*Weeeee, look at me!* thought Sam as she floated down the street. *Haha, look at me! Aren't I big and pretty!* Sailing high above the crowd, she looked down at them with a painted-on grin, wishing she could tell them all how happy she felt. Unfortunately, her lips refused to budge.

*Look at me!* she thought, mind spiraling. *Aren't I such a good balloon?!* She loved being one--in fact, it was the best thing to happen to her in... *forever*, she guessed. Being big and fat and floaty was just so much fun. She loved looking down at all the little people pointing and laughing at her.

Well, most of her did.

In the back of her big, blown-up mind, a little part of her was whimpering and begging, screaming at the rest of her: *This isn't right! This isn't right!* Unfortunately, it was only one tiny, little part of her. The rest of her was like a patient on laughing gas, in love with the fun that being a big balloon entailed.

*Look at me!* thought Sam, floating down the street. *Look at me, aren't I silly? Haha. Oh, look! There's James! Hey James, don't I look like a big, stupid balloon? Haha. ...Oh, he didn't recognize me. Aww, what a shame.*

Giggling in her big, empty head, Sam floated on. She'd heard the parade was going all over the country, and she couldn't wait!

*Wee, look at me, everyone! Teehee!*

\*\*\*

James woke to the sound of someone buzzing his door. "Urgh," he said, sitting up in bed. "Who the hell is that? It's like three in the morning!" He turned to his clock, which said '09:00 AM' and pushed it with a frown off his cabinet.

As the buzzer went again, Lisa sat up beside him. "Urgh," she groaned, "who *is* that? Master, can't I just turn them into a fly or something? It'd be so much easier than getting up and answering it."

"No..." said James, slipping out of bed with a sigh. "...That would be wrong."

"Would it?" snarked Lisa.

Ignoring her, James put on his dressing-gown and slippers and made his way to the door. Unlocking it, he had no idea *who* to expect. Probably Maintenance, if he thought about it. That seemed like the most logical explanation.

Instead, he opened it to Luthor.

"Oh," said, "it's you. ...*Oh.*"

Luthor looked at him sheepishly. "H-hey, James."

"Luthor," said James, flatly.

She flinched.

She was dressed in a way James never would have expected, with a flimsy top that barely contained her boobs, a skimpy skirt that barely concealed her ass, and a pair of fishnet stockings that ran all the way down her long legs to a pair of tall, high-heeled boots. She looked, for lack of a better description, like a stripper.

For a moment, he wondered why, before remembering that they'd kicked her out naked. He felt a small pang of guilt at that, in retrospect.

"H-hey, James," she repeated. "C-can I come in? It's a little cold out here." She hugged herself and shivered.

James sighed. "What do you want, Luthor?"

"C-can we just talk? I want to apologize."

James raised an eyebrow. "Really?"

She gave a meek little nod and looked bashfully at the floor.

For a moment, James simply stared at her. At last, he gave another sigh and stepped back, opening the door. "Come on," he said, ushering her in.

"Th-thank you," Luthor replied, scurrying past him like a little deer.

As she passed him, James sniffed. God, she smelled like sex. Sex and cigarettes and alcohol.

Hurrying into the living room, she approached the couch and hovered near it, as if too afraid to take a seat.

"You can sit," said James, shutting the door behind her.

Obediently, Luthor sat.

"Why are you dressed like that?" James added, making his way over to her.

Luthor blushed. "W-well, well... after you kicked me out, I--I didn't have any clothes or anywhere to go... I ended up with this woman who runs a--" She swallowed. "--r-runs an escort service. She--she gave me clothes and--and--and food, but in return she--she..." A shudder passed through her body, and she threw up her hands to hide her face. "--She forced me to work as one of her *whooores*."

James could only watch, eyes wide in horror, as Luthor started to sob, body shaking with the force of her wailing. "Oh my god, Luthor, I didn't realize--"

"I had to go out and suck *coooock!*" the former man cried. "If I didn't suck, I didn't get to *eeeeeat!*"

Lisa poked her head out of the bedroom. "Did someone mention cock?" she asked.

James ignored her. "Oh my god, Luthor," he said, taking a seat beside her. "I'm so sorry. I was so angry I just didn't think--"

With a big, wet moan, she threw herself at him, wrapping her arms around his shoulders and burying her face in his chest.

Face red, James rather tentatively returned her hug. "Er, there there?" he said.

"Who's the blonde?" asked Lisa, padding over to them.

"It's Luthor," said James.

"Who?"

"...The guy whose girlfriend you turned me into," James hissed.

Lisa nodded sagely. "Oh, *that* Luthor." She frowned. "Why's she so upset?"

"She's been living as a prostitute," James whispered.

The genie tilted her head. "Oh, is that all? You know, I've always kinda thought I'd make a good pros--"

James tuned her out.

"Luthor," he said, pushing the weeping woman away from him, "Luthor, look, I'm sorry for kicking you out. I was mad and I overreacted and I'm sorry. Will you forgive me? You--you can live with us, if you want."

Luthor looked at him with big wet eyes. "You--you mean it?" she asked, sniffing loudly.

"Sure," replied James, giving her a big smile.

With a final giant wail, she threw herself at him again, burying her face in her chest and wiping her tears and snot all down his shirt. "There there," said James, with slightly more spirit. For several minutes, he simply sat and held her.

Finally, seeing Lisa start to get antsy, he peeled Luthor's sodden, sticky form off of him. "Feeling better?" he asked.

She sniffled and nodded.

“Look, Luthor,” said James, holding her at arm’s length. “Do you want Lisa to turn you back? I’m sure that’d be easy enough for her, right?” He flicked the genie a glance--she stuck her tongue out at him.

Luthor looked at him imploringly. “You mean it?” she asked, looking like a lost doe.

“Of course,” said James with a smile.

Luthor looked away from him, as if afraid to meet his gaze. “I--I don’t know if I deserve it. I think I’d prefer to stay like this for now.”

James frowned. “Are you sure?”

The woman nodded. “It’s only fair, right? I forced you to stay as one, so...”

“Well, if you’re sure,” said James. “If at any point, you change your mind though...”

“Thank you,” said Luthor, standing suddenly. “Um, do you mind if I use your shower?” She hugged herself and shuddered. “I still feel really icky...”

“Er, sure,” said James. “You know where it is.”

With a hurried ‘thank you’, Luthor scurried out of sight.

For several moments, James remained on the couch, staring after her. Until he caught Lisa staring at *him*, face twisted in consternation. “What?” he asked.

She huffed and slipped back into the bedroom.

\*

It was almost half an hour before Luthor emerged. James was on the couch, watching a documentary on WW2 espionage, when the bathroom door creaked open. Instinctively, he turned to look...

...and felt his jaw drop.

She wasn’t wearing her hooker outfit, of course--in retrospect, he didn’t know why he’d expected it. Instead, she was wrapped in a soft beige towel, draped around her body to conceal everything sensitive. Of course, Luthor’s body had a lot of sensitive stuff, and there was only so much towel to go around. The net result was that, more than concealing, the towel *accentuated*, turning a body that would have been sexy either way to one that would give most old men a heart attack. James felt his cock hardening in his pants.

As she caught him staring, she blushed and pulled her towel up higher, failing to cover up a small canyon's worth of cleavage. "D-do you have anything I can wear?" she asked. "I'd rather not put my old clothes back on."

James swallowed. "S-sure," he replied. "You can borrow some of mine."

As Luthor vanished into the bedroom, James stood and slipped into the bath. And for several minutes, a sound echoed from inside, rhythmic as a drumbeat, followed by a stifled moan of pleasure.

\*

So, thought James, *I guess I'm back to being Luthor's roommate again...*

They were sitting on the couch, watching a late-night comedy special. Luthor sat at one end, looking like a frightened mouse, while James sat at the other. They *had* been sitting together, till Lisa barged in and slipped between them like a crowbar, wrapping her arms around him and begging him to take her where she sat.

"Not in the middle of Conan O'Brien," he'd said firmly. And that was that.

As the night rolled on and the light flicked off in the buildings around them, their programme finally came to an end and James found himself exhausted.

"Well, I'm heading to bed," he said.

Lisa leapt to her feet. "Coming, master. Let me lull you to sleep with the *perfect* blowjob~."

Back on the couch, Luthor whimpered.

As one, Lisa and James turned to face her. Their expressions couldn't have been more different. "What's wrong?" said James, politely.

Luthor looked down shyly. "Oh, it's just... where should I sleep?"

"On the couch, like the freeloader you are," snapped Lisa.

"Lisa..." said James, giving her a glare. With a sigh, he turned back to Luthor. "Look, are you okay sleeping on the couch? You know we only have one bed..."

"I know..." said Luthor, looking away from him. "It's okay, I can sleep here."

James found himself sighing. She just sounded so defeated.

"Um, James," Luthor continued. "If you hear me crying in the night... It's okay... Sometimes I get nightmares when I sleep on my own. You don't need to worry though. I'll be okay in the morning."



James sighed in exasperation. "Lisa," he said, "I don't suppose you could sleep in your bottle tonight?"

She looked at him in shock. "Master?"

"It's just, I think Luthor needs to share my bed a little more than--"

Lisa screwed up her eyes and pouted.

"Sorry..."

With an over-dramatic huff, Lisa dissipated into a cloud of pink smoke, which flew into her bottle as if vacuumed.

James sighed. "Come on," he said to Luthor.

She smiled at him, which was nice, though it was a little too wide for his comfort.

\*

Lying in bed with Luthor less than a meter away from him, James felt a strange sense of unreality. How long ago had it been that they were in these same positions, only their roles reversed, with him as the girl and Luthor as the boyfriend? Lying there, remembering this, he felt a strange sense of nostalgia. God, Luthor's cock really had been the best. As much as he'd hated to admit it before, after the events of the last week it felt petty not to.

As for Luthor's *current* body... Rolling over, James opened an eye to peek at her. Between the darkness and the covers, he couldn't actually see much of her, but what he could see was... He gulped and crossed his legs.

He wondered if, when Lisa had granted his rather spiteful wish to turn Luthor into a woman, she'd decided to be ironic and make Luthor *his* perfect girlfriend as well. He hadn't noticed at the time, but *god* she was so hot. Just looking at her *hair* was enough to make him hard.

As his cock lifted up the cover like a tentpole, James realized things were getting out of hand. *There's no way I'm going to get to sleep like this*, he thought, feeling his cock twitch. *Maybe if I just...* He flicked a glance at Luthor, breathing softly. *Should I sneak to the bathroom? She's sleeping so soundly... I don't want to disturb her. Maybe I can do it here, without her noticing. It shouldn't be too hard, right?*

As surreptitiously as he could, he slipped a hand inside his boxers.

Tightening his hands around his shaft, feeling its rigid girth and bulging veins and the hint of pre-cum wetting his tip, he flicked another glance at Luthor--only partly to make sure she was still asleep--and started pumping as subtly as he could. Soon his face was wet with sweat, and his breathing was heavy.

Luthor turned beside him in the bed.

James froze, staring at her. That proved to be a mistake. Opening her own eyes, she caught him looking at her and flinched, before tracing her gaze down the length of his body to the unseemly bulge in the sheets around his crotch.

“L-Luthor!” said James, sweat dripping from his brow. “I’m so sorry--”

Before he could finish, she slipped under the covers.

James could only stare as the lump of her body moved.

The next thing he knew, she was tugging on his boxers... and something thick and wet and tight was sliding down his cock.

“*Luthor!*” he squealed as her tongue coiled round his penis. “What are you--Ah!--what are you doing?!”

Luthor’s only answer was to give him a harder suck.

For the next few minutes, James could only lie there in shock, breathing deep, as Luthor fellated him like an expert. She did things with her tongue that he never would have thought possible--not even after six months of experience herself--and all the while she slurped, she squeezed his balls with her hands, working him into an even greater state of ecstasy.

“Luthor!” He whimpered.

With lip and tongue, Luthor worked him, up and down, around and around, until at last James’ poor, pent-up penis could bear it no more. With a stifled gasp, he shuddered and came.

Beneath the covers, Luthor pulled away.

James swallowed. “Luthor,” he whispered, “Luthor, I’m so sorry, I--”

As he spoke, she popped out of the covers beside him, cheeks full, and swallowed loudly.

And then, before James could speak, she nuzzled up close to him, wrapping an arm around his chest and cuddling him tight.

“*Why?!*” James managed at last.

Luthor looked at him with her big, beautiful eyes. “Why not?” she said coyly. “Don’t you think I owe you? A little blowjob is the least I can do.”

James could only stare at her. “You--you’re serious?” he asked.

She nodded softly.

“B-but--”

Before he could finish, she placed a finger on his lips. “Go back to sleep,” she said.

Swallowing, James nodded and lay back.

Lying there in the darkness, feeling Luthor’s arm across his chest, James felt strangely satisfied.

\*

James woke to a crash and the sound of Lisa shrieking.

“Master!”

Groaning, he sat up.

“Master! Master, how could you?!”

Blearily, James opened his eyes. “What?” he said, staring at Lisa. She was standing at the end of the bed in her maid’s outfit, an empty platter in her hand, raised as if to hit him. Shards of bowl and egg and toast littered the floor. He sighed--that explained the crash.

...And beside him, opening her eyes in fearful surprise, was...

“Oh,” said James. And *that* explained the shrieking.

“Master, how *could* you?” repeated Lisa. “*I’m* supposed to be your personal bedwarmer.”

“Lisa,” he said, pinching his brow, “it’s not what it--”

“Yes it is!” the genie wailed. “Don’t lie to me--I know what a pair of post-coital fuckbuddies look like!” She scowled. “I know how to deal with interfering doxies as well!”

As Lisa advanced, platter raised to strike, Luthor gave a little whimper and huddled up close to James.

“Lisa!” snapped James. “Stop!”

She stopped, frozen mid-strike, and glared at him.

“Lisa...” said James, massaging his temples. “You’re supposed to be my servant, not my wife... you don’t get to complain if I fuck somebody else!”

He sighed. “Go... go back into your bottle for a while. I’ll rub it when I need you.”

Lisa unfroze. For a moment, she fixed him with a glare, and he was certain she would yell at him.

Then she huffed and spun and marched away. The bedroom door slammed, and a few seconds later he heard the distinctive sound of her dissipating.

James sighed again. "What a mess."

Beside him, Luthor shuddered. "I'm sorry," she said, "I should never have come here. I--"

He pulled her into a hug and held her tight. "It's not your fault. Lisa's just a little..." *Crazy? Jealous? Crazy jealous?* "...temperamental." He sighed for a third time. "Come on, let's go have breakfast."

\*

"So," said James, eating toast on the couch, "is there anything you'd like to do?"

"Anything I'd like to do?" asked Luthor, nibbling on a piece herself.

"Yeah, like see a movie or watch a game or..." He shrugged. "I dunno, anyway. I mean, without Lisa we don't have *quite* as many options, but we've still got all that cash you asked her for, so we might as well blow it."

Luthor smiled, making James flush. God, even her smile was enough to give him an erection.

"Er, I don't know," she said, "maybe there's something in the newspaper?"

At her suggestion, James picked it up and rifled through it. Soon enough, his eyes settled on an advertisement ringed in red, with several large arrows pointing at it.

"Hey, did you know there's a carnival in town?" he asked.

"No way!" said Luthor, sounding utterly unsurprised. "I've always wanted to visit the carnival."

"...Was that sarcasm?"

At *that*, Luthor actually did seem a little surprised. "No, no," she said, rather quickly, "I'm serious. I've always wanted to see the, um..."

"Clowns?" suggested James.

"Sure."

"Well, it's not far from here," said James, folding up the newspaper and tossing it aside. "Wanna head there after lunch?"

Luthor smiled. "It's a date," she said, kissing him on the cheek.

James blushed.

\*

"This doesn't look quite as promising as I was hoping," said James as they made their way through the carnival's worn, white picket fence. A big, illuminated sign shone above the gate. Well, most of it--at least half of the bulbs were gone.

Inside, the carnival wasn't much better. The big tents were patchy, the rides needed fresh paint, and the cotton candy looked distressingly pubic.

"Hmm," said James, scratching his head. "Maybe this was a mistake..."

"No, no, this looks great," insisted Luthor. "Mmm~, just look how tasty that cotton candy looks. Mmm~."

James went to disagree, but the sight of her stopped his tongue in his tracks. Luthor was wearing a light blue sundress that she'd bought for him as Barbie, and its bodice cupped her chest tightly, giving her the perfect, most enticing cleavage. Just a glimpse of it was enough to make his cock hard.

"What should we do first?" she said, nuzzling up close to him. "What about the House of Mirrors? Oooh, or the Helter Skelter." She giggled. "You could hold me as we slide~."

James blushed. "What about the bumper cars? Or the Carousel? Or..."

"The Tunnel of Love?" Luthor suggested dreamily.

James gulped. "M-maybe later," he said. "First I wanna ride the, uh--" He picked the first thing that came into sight. "--the kiddie coaster?"

Luthor looked at it and back to him, a quizzical frown on her face. "Er, sure," she said with a shrug.

They set off, with James wiping his brow. God, she was such a temptation.

"By the way," said Luthor, as they walked. "You brought Lisa's bottle with you, right?"

"Of course," said James, patting his rucksack.

Luthor nodded, and he was sure he saw her smirk.

\*

Having dared the exciting ups and downs of the kiddie coaster, the two bounced from attraction to attraction. Starting with the House of Mirrors, which stretched Luthor's curves so far that James kept having to pinch himself, they moved to the bumper cars and from there

to the helter-skelter and the carousel and then onto the Ferris Wheel. As their carriage rose out of the view of the ground, she slipped a hand into his pants and gave his cock a quick squeeze.

“Just a teaser,” she said, giggling as he stammered, red-faced.

From there, they pinged from minor amusement to minor amusement, from the shooting gallery to the hook-a-duck to a comically over-the-top fortune teller...

...Until, at long last, they came to the Tunnel of Love.

“Er, you know,” said James, “I’m starting to think this might not be the best choice for us.”

“Nonsense,” said Luthor, pulling him closer. “Why wouldn’t you wanna ride the Tunnel of Love with your girlfriend?” She chuckled.

James blushed as red as a clown’s nose.

Taking their seats in one of the ride’s little boats, they held tight to one another as it set off, carrying them through the curtain and into the darkness beyond.

“Mmm~, this is *perfect*,” said Luthor. And without waiting for him to reply, she set about unzipping his fly.

“L-Luthor!” James gasped.

She giggled. “What’s wrong? Don’t you know what the Tunnel of Love is for? Come on, get into the spirit!” And grabbing the neckline of her dress, she popped her breasts out of it. They looked pale in the dim light of the tunnel.

As James stared in shock, Luthor chuckled. “Go on,” she said, “get a handful. I know it’s not the first time you’ve touched a woman’s tits.”

Swallowing his trepidation, James raised his hands.

Luthor’s breasts felt smooth and soft and firm, yet pliant, as if they were full of sand. He squeezed them hard, letting the fat spill through his fingers, pressing them together to emphasize her cleavage. God, he loved the feeling of playing them. Even playing with his own boobs hadn’t been this fun. He wished he could fit them in his hands properly, but they were simply too big. She was his *perfect* girlfriend, after all.

As James worked Luthor’s tits, she finished opening his fly and slipped her hands inside to extract his cock from the fabric folds of his pants. Guiding it out, she stroked its length, giggling at the pre-cum dripping from its tip.

“Want me to give you a titjob?” she asked, giving him a wink.

The prospect crashed into James' psyche like a meteor, making him quiver with the impact. Cock twitching, he could only nod feebly.

Licking her lips, Luthor took her boobs in her hand and leaned in close, parting them to let his cock slide between them--her touch, her touch alone was enough to make him shiver--before pressing them together and trapping his manhood in a wonderful vice of titfat.

"Ready?" she asked, giving him a cheeky smile.

James could only whimper.

Taking a deep breath, Luthor started pumping him, beginning slow, but rapidly picking up speed, till the slick sound of her breasts rubbing against his pre-cum lubed cock sounded up and down the tunnel, reverberating off the walls.

As she picked up speed, an electrical surge passed down James' rod and out into the rest of his body, making it feel as if his every nerve were coursing with ecstatic lightning. His breathing picked up pace to match her boobs.

Panting, he grabbed the sides of the boat to support himself.

Sensing his struggle, Luthor pumped harder and harder, faster and faster, till at last James's whole world was consumed by the pleasure of his breasts around his cock. He lay, moaning and gaping, drool practically seeping from his mouth, and allowed her to work him until at last--

--with a groan, he couldn't hold himself any longer.

Luthor sailed as semen spurted from his cock, spraying her cleavage, her neck, even a good portion of her face. She licked up everything in range and chuckled at him as he struggled to catch his breath.

"Oh god," said James, once he'd finally stopped panting. "How are we going to clean off? Normally Lisa handles that!"

"Don't worry," said Luthor, reaching into her handbag. "I brought wipes!"

For a second, James stared at her. Then as one, they burst into laughter.

"Hey!" shouted someone on the boat behind them. "Keep it down over there! Can't you see I'm trying to fellate my woman here?!"

\*

After they exited the Tunnel of Love, arm in arm, a big grin on each of their faces, their next destination was the Big Top, where they watched a man being savaged by a lion, a trapeze artist break both of her legs, and a clown who looked like he lived in a sewer and murdered children between shows. All in all, it was an entertaining experience.

Sauntering from the tent, still arm in arm, the pair walked on aimlessly. "Where next?" asked James. "I think we've already seen everything."

"Hmm," said Luthor, tapping her chin. "Well, I know there's at least one thing we haven't seen." She pointed to another tent, only slightly smaller than the Big Top. 'FANTASMO THE MAGNIFICO,' said the sign above its entrance.

"A magician?" said James with a laugh. After the previous performance, he half expected to see a woman sawn to death.

"He was advertised in the newspaper," said Luthor. "I hear he's the best part of the whole fair."

"No kidding," said James. "Well, I guess it can't hurt to try, right?"

"That's right!" said Luthor, tugging him towards the tent. And though he couldn't see it with her standing beside him, she smirked.

\*

Unlike the Big Top, where the seating ran in a ring around the tent, the stands of Magnifico's grand domicile were all aimed at a little stage, complete with curtains. To James's annoyance, Luthor dragged him all the way to the front and plopped them into some seats in the center.

"Oh!" said Luthor, standing straight back up, "I need to run to the toilet. Be back in a second!" Giving James a peck on the cheek, she scurried off.

James lay back in his chair, listening to the corny music playing and reflecting on the events of the trip so far. All in all, it had gone much better than he'd expected. He'd only hoped to cheer Luthor up a little, but instead they seemed to have progressed to full, official couple status, and he certainly couldn't complain about *that*.

He wondered if, when they got home, she'd let him sleep with her properly. Not just give him a blowjob or a titjob, but actually let him stick his cock inside her--

"I'm back!" said Luthor, slipping into the seat beside him.

"All sorted?" asked James.

"All sorted," replied Luthor, giving him a peck on the cheek.

Soon enough, the corny music stopped, and a loud drum roll began to play in its place. With a flash of light, a burst of smoke, and a crash of cymbals, a man in a top hat burst out of the curtains.

"Behold!" he yelled, sweeping his arms wide. "FANTASMO THE MAGNIFICO!"



James found himself shuffling uncomfortably in his seat. This was going to be a *looong* show.

Fantasma started with the amusing if rather trite act of pulling things out of his hat. Snatching it off his head, he reached inside and extracted... doves, ribbons, rabbits, his assistant's panties, and other things commonly found in hats. James found himself chuckling along in vague amusement.

Next, Fantasma demonstrated his incredible ability to levitate, making a lot of noise and wild hand motions to distract them all from the strings very clearly attached to his costume. James chuckled as one split and the magician went swinging. In retrospect, this show might be fun, if not for the right reasons.

After being helped out of his harness, Fantasma went straight into his next trick, the one James had been dreading. As the magician pushed his assistant into the box and drew out his big saw, James visibly cringed in his seat, tempted to look away from it.

Fortunately for him (and Fantasma's assistant), the process was more comical than bloody. The second the magician started sawing, the two boxes popped apart and the curtains beneath them fell away, revealing how both of the assistants taking part were positioned. James burst into laughter.

Passing off the failed trick as a feat of duplication, Fantasma pushed the box offstage and pulled a chair from out behind the curtain. "Now," he said, pulling a pocket watch out of his jacket, "I will demonstrate the incredible art of hypnotism!"

The crowd produced an unenthusiastic 'ooo'. Only Luthor seemed even vaguely excited.

"But first," continued Fantasma, "I shall need a volunteer or two. Do I have any takers? Anyone?"

"Oooh! Oooh!" said Luthor, leaping to her feet. "Pick us! Pick us!" Grabbing James' arm, she hauled him to his feet.

"W-wait," said James, as she dragged him onto the stage. "Wait, I get really bad stage fright!"

Giving Luthor a familiar glance, Fantasma sized up James and smiled knowingly. "Now, now, young gentleman, simply take a seat in this chair right here. I promise you Fantasma the Magnifico will bring no harm to your person." He handed James a waiver and pen. "...But in the event you do come to any hurt, you hereby waive all right to sue."

Grumbling, James signed, and Fantasma snatched the sheet from his hand. "Now," he said, stuffing it into his jacket, "how shall we begin?"

"Make 'er take 'er clothes off!" yelled a man in the back row.

Fantasma laughed. "Perhaps in a moment, my good man. First, a fitting act for her boyfriend, perhaps?"

James blushed.

"Make him cluck like a chicken," yelled someone else.

"Ah! An excellent choice," said Fantasma. He turned back to James. "Hold still, my good man. This shall not take more than a moment."

Unspooling the chain of his pocket watch, Fantasma held it before James' face and started to swing it back-and-forth, very slowly. "You are beginning to feel very sleepy."

James was beginning to feel sleepy. He wasn't sure it was the hypnosis though.

With a sigh, he closed his eyes and slowed his breathing.

"Good, good," said Fantasma, sounding more than a little surprised. "Now, you are a big, clucking chicken. A friendly farmyard fowl. You want nothing more than to strut and peck and open your beak and say 'cluck'. Are you listening?"

James grunted.

"When I snap my fingers," continued Fantasma, "you shall open your eyes and cluck like a chicken. ...Three. ...Two. ...One. And--" He snapped.

After a second to wonder where his day had gone wrong, James opened his eyes and looked around. Seeing Fantasma staring at him, a pained expression on his face, he gave a sigh and said 'cluck'.

"Incredible!" said Fantasma, throwing up his hands as if he'd made the dead walk. "Can you believe it, my faithful crowd?"

Someone threw a soda bottle at him.

"Now, what shall we do next?" continued the magician, undaunted if somewhat wet.

"Make 'er take 'er tits out!" yelled the man on the back row.

"In time, in time," said Fantasma, with a frown. "But perhaps something a little more family-friendly first, no?"

"Make him oink like a pig!" cried someone else.

James audibly groaned.

"Incredible!" said Fantasma the Magnifico. "What original ideas you all have! Very well! Without further ado, I shall make our young gentleman... oink like a pig!"

No one applauded, of course, but Fantamo seemed used to that. Turning back to James, he held out his pocket watch. "You are feeling very--"

"I get the idea," said James, snapping his eyes shut.

In the dark, he heard the magician continue. "You are a pig," said Fantamo, "a big, fat hungry pig. You want nothing more than to stuff your snout in a trough and eat and to 'oink' all the while. When I snap my fingers, you will open your eyes and go... 'Oink!'"

He snapped. James opened his eyes. The crowd was staring, as was Fantamo.

With a sigh, James said 'oink!'

"Marvelous!" cried Fantamo. "What a marvel!"

A tomato bounced off his jacket.

"Now," continued the magician, "does anyone else have a suggestion?"

Behind James, Luthor coughed.

"Ah!" cried the magician. "I retract my question. I think I already have an idea of how to finish this performance!"

"Does it involve 'er gettin' 'er tits out?" asked the man in the back row.

"Not quite," snapped Fantamo. "No," he said, glancing at James and Luthor and giving the latter a little wink. "Instead, we're going to help this young woman's relationship by making her boyfriend just a little more obedient."

James raised an eyebrow. *That* wasn't a cliché. Had they switched magicians without him noticing?

"Close your eyes, my good man," said Fantamo, holding his pocket watch up to James' face. With a sigh, James obliged. "Good," continued the magician. "Now, you are feeling very sleepy, very sleepy indeed. ...Excellent," he added, as James faked snoring. "Now, you are an obedient boyfriend. You want nothing more than to be your young woman's servant. To obey her in every manner of request. To serve her graciously as a slave serving the pharaoh. ...Did you get all that?"

James mumbled an affirmative. As he waited, he heard what sounded like Luthor running off the stage and rummaging through his backpack. A second later, she was back behind him again.

"Excellent," said Fantamo. "Now, when I snap my fingers, you will wake and be your girlfriend's perfect man in every way and manner. ...Three. ...Two. ...One." *Snap!*

James opened his eyes. The crowd looked at him expectantly. "...Do I have to say anything for this one?" he asked, glancing at Fantasma.

"Say, 'Luthor is my perfect girlfriend'," said Luthor, putting her hands on his shoulders.

James chuckled. "Luthor is my perfect girlfriend," he said.

"Say 'Luthor is my perfect girlfriend, and I will obey her every command'." Luthor laughed even louder.

"Luthor is my perfect girlfriend, and I will obey her every command."

Luthor's laughter was practically maniacal. "Okay, okay, now say: 'Luthor is my perfect girlfriend, I will obey her every command, and I hereby transfer my ownership of the genie Lisa to her in perpetuity, starting now.'"

"Luthor is my perfect girlfriend, I will obey her every command, and I hereby transfer my ownership of the genie Lisa to her in...Wait..." James frowned. "What did you say?"

Luthor's grin split her face. She threw back her head and laughed wildly, like a mad scientist with her hands on a switch. "You utter moron!"

And as James watched, she held up Lisa's bottle.

"Hey! Hey!" said Luthor, shaking it violently. "Get out here, you stupid slut! Didn't you hear what he said?"

A cloud of smoke seeped from the bottle cap and congealed in the center of the stage as Lisa, to the shock of Fantasma and his crowd. "Oh, master," she said, giving James a sad look.

He could only stare at her. "Wh-what's going on?" he said, turning to Luthor. His gaze flicked between them, uncomprehending, ending on Lisa.

"Master--" she began.

"Ah! Ah! Ah!" said Luthor, wagging her fingers wildly. "Didn't you hear? I'm your master now, you dumb cunt!"

Lisa scowled. "Yes, *mistress*."

"Oh no," said Luthor, "we're not doing that. You can turn me back right now, for a start."

Sighing, Lisa snapped.

In a blast of pink sparkles, James' perfect girlfriend vanished, replaced by Luthor's muscular, suited form and chiseled features. "Much better," he growled, stroking his old beard. "Oh, and turn that perv in the back row into a hooker!"

“As you wish, master...” She snapped, and the man in the back row cried out as her sparkles assaulted him. His hair grew, his chest bloated, his hips widened, and the bulge in his pants vanished, while her clothes shriveled into a far skimpier outfit. In a handful of moments, he was gone, replaced by an otherwise unnoteworthy hooker, complete with cigarette and fishnet stockings and a handbag full of rubbers.

Screaming, the crowd fled the tent, along with Fantasma and his assistants. The sound of stamping feet echoed for several long seconds.

In the meanwhile, James turned his attention to Luthor. “L-Luthor?” he said. “I-I don’t understand...?”

“Oh come on, James,” said his once best friend, “I haven’t exactly been subtle.”

“You’re stealing Lisa from me?!”

“*Stole*, past tense, actually,” replied Luthor. “If you haven’t noticed, I’ve already succeeded.” He smirked.

Nearby, Lisa huffed. “I knew you were up to something,” she said. “No whore like you would ever be that affected by a few days as a hooker.” She frowned. “The only thing I *don’t* understand is why you didn’t just grab my bottle while you were staying with us.”

Luthor opened his mouth to respond and promptly closed it. For several seconds, he stood in silence. “I like the long con,” he said at last.

“I think you like the long cock--”

“We’re getting off track,” said Luthor, holding up a hand. “The point is: I won. I’m your master now, aren’t I, Lisa?”

She sighed. “Yes, master.”

Luthor clapped his hands together. “Good,” he said, “so, if you’d like to turn James here back into my perfect girlfriend, Barbie, that would be excellent, thank you.”

James’ eyes went wide. “Wh-what?! Luthor, you can’t be serious! You can’t turn me back into Barbie, not again!”

Luthor shrugged. “Eh, you were happy enough to have *me* suck your cock. I don’t see why I shouldn’t return the favor. Lisa? Lisa! Hurry up, please. I’m a very busy man, if you remember.”

James turned to Lisa, who was grimacing as if in pain. “Lisa, please--”

She shook her head sadly. “I’m sorry, James, I can’t *not* obey my master.” She sighed. “Don’t worry, I’ll make it so you enjoy it at least.”

And before James could say another word, Lisa snapped.

As the sound hit his ears, James recoiled with a gasp, feeling as though someone had punched him in the gut. Panting for breath, he clutched his stomach and moaned, grumbling as the strange sensation flowed up from his belly and out into his limbs.

Standing there, desperate for breath, James saw a lock of hair fall before his eyes, lightening and curling even as it fell. He gasped in and pinched it, running it between his fingers. To his horror, he found they were changing as well.

As he watched, eyes quaking in their sockets, his fingernails stretched and Lisa's magic applied pink polish. The hair by his knuckles faded as if strimmed, and his coarse skin lost all of its roughness, becoming soft and smooth and perfect for giving handjobs. He squealed as this change spread down his arm, stripping all its hair and leaving the skin beneath it pale.

Reaching his torso, the magic seized him and squeezed him. He squealed like a child as it compacted his shoulders and ribs, tightening them to a size more befitting a slender woman. The next thing he knew, he was over a foot shorter. The magic had simply knocked it off his height, as if striking him with a hammer.

Bent double, panting for relief, James watched as her feet received the same fate as his hands, toes shrinking, becoming daintier and softer, while his nails received a magical manicure. Spreading up his legs, the magic melted away the muscle, up until it reached his thighs, where it brought back all the mass it had taken and then some. James squealed as his pants suddenly became tight, straining to contain his swollen hips and ass.

The puffing up of his hips put pressure on his cock. He could feel his fat new thighs on either side of it, squeezing it tight, painfully tight. Struggling at his fly, he tried to help it escape, but too late--Lisa's magic had its own way of solving the problem.

As he scrambled at his zip, the bulge beneath it simply faded, flattened out like a lump in a carpet. He moaned at the feeling of his cock and balls inverting--he could feel them sinking inside him, his new pussy deepening. It might not have been the first time he'd experienced it, but that didn't make it any less of an overwhelming experience. By the time it was done, and his newly-budded clit was rubbing against his underwear, he looked like he'd been caught in the middle of passionate sex. Sweat fell from his brow, dripping down onto the stage.

"Puh-puh-please," he managed, even as his lips puffed up with filler, "puh-please, stop!"

Lisa looked away and said nothing. Luthor simply laughed. "Look at those cocksuckers," he said. "Man, I can't wait to get inside you."

James groaned. Her face was tingling, tingling and pulsing, as if an army of ants were building a nest beneath the skin. As she stared, she paled out, and a fresh layer of make-up appeared to cake her features. Her cheeks reddened, her eyebrows stretched, and a layer of

thick pink gloss appeared on her puffed-up lips. She smooched them instinctively, making Luthor chuckle.

Now, as more and more locks of hair fell in front of her face, she found her chest pulsing beneath her shirt, pounding, *hard*, as if someone inside her were beating it with a drumstick. As she stared, knowing what had to be coming, two little points appeared in her shirt. Two little points that rapidly become small lumps, then big lumps, then little mountains as they rose as the peaks of two fat and rapidly growing orbs: two big, fat breasts, perfect for squeezing.

Finally, her shirt could take it no more. With a series of pings, its buttons flew free, and her new chest burst into the air of the tent. Its swollen boobs, each as big if not bigger than her head, jiggled as if they were full of jelly. Cupping them, she squeezed them and moaned at the feeling.

As she squished them between her hands, a strange feeling spread through James' body. A feeling of heat, of lightness, that made her open her mouth and croon. She fell to her knees, gasping in ecstasy, feeling sweat form all over her skin as the heat inside her grew.

In a matter of seconds, it reached her brain, and James' mind melted like butter under a blowtorch. Her ego simply came apart in drips and drops and dribbles, pouring out of her ears like some much cum from a pussy. The thought made her giggle, made her horny. Licking her lips, she flailed a hand and tried to stick it inside her cunt.

As she knelt there, giggling and moaning, what remained of her clothes started wavering. Her straining pants and split shirt turned white and fused together, forming a tight, form-hugging sundress that emphasized her cleavage, while her shoes and socks melded and stretched into a tall pair of heels. Underneath, her underwear simply vanished--Luthor's perfect girlfriend was the type to go without.

Pulling up her dress, she stuck her fingers straight into her pussy. Soon, liquid was pooling on the stage.

Finally, like flakes of gold leaf sprinkled on a richly decorated cake, golden earrings appeared in her ears and jeweled rings around her fingers and bracelets around her wrists. When she moved, she jangled in an opulent display of wealth. The sound made Barbie giggle. "Look, honey, I sound like a cat." She shook her arms and tittered at the sound.

Luthor laughed. "Is that so, Barbie doll? Well, why don't I make my little kitty purr?"

Barbie giggled as he scooped her up, taking his chance to explore the contours of her body, squeezing breasts and ass alike.

"Oh, honey," she said, "your hands are so strong." She rubbed his arm. "And your muscles are, like, so hard."

He laughed. "That's not the only hard part of me."

Lisa rolled her eyes.

Barbie gulped; her face flushed. Her eyes slid slowly down her boyfriend's massive body to the *gigantic* bulge sitting in his crotch. Her jaw dropped; her eyes widened. Her pussy twitched and ignited, setting fire to her nerves.

"Ooh," she said, moaning like the slut she was, "ooh, it's so big, so *hard*." She pursed her lips, and a little drop of drool dripped from them to join the growing puddle pouring from her pussy. "Oooh, honey, please..."

"What is it?" asked Luthor. "What is it you want from me?" He chuckled. Nearby, Lisa turned away in disgust.

"Oooh, I want it in me, honey, I want it in me!"

"What do you want in you, Barbie doll? Come on, you have to tell me before I can give it to you."

Barbie whimpered like a dog denied a treat. "Please," she said, her whole body shivering, "please, honey... Please put your cock in me!"

"There we go," said Luthor, plopping her on the floor again. "Now go on, open wide..."

Panting, eyes wild in delight, Barbie opened her big, fat lips wide. Before her, her wonderful husband unzipped his fly and pulled out the greatest cock in the entire universe. The sight of it alone was almost enough to make her orgasm. She thought back to the time she'd had its wonderful girth inside her: all the amazing nights she'd spent in bed with Luthor thrusting his heavenly shaft into her cunt.

"Oooh," she moaned, crawling forward like a zombie. "Oooh, honey..."

Taking his rod in her hands, Barbie shivered. God, it was just so *big*. She could barely fit her fingers around it. Quaking in delight, she stroked the whole length of its shaft, feeling the veins throbbing beneath her fingers.

At last, she could stand to wait no more. Her pussy was aflame with pleasure, and if she didn't act soon, she was certain it would kill her.

"Honey," she said, leaning in to suck it.

"Ah, ah! Hang on," said Luthor.

Barbie shook as if she'd touched a live cable. "N-no," she moaned, "please..." She could practically see her hubby's yummy cock disappearing from view. "Puh-puh-please, honey..."

Luthor chuckled darkly. "Not with your mouth, Barbie. Get up on this chair and spread your legs. I wanna take you in the pussy."



For a moment, Barbie almost didn't comprehend. Then the reality of her situation split her brain in a single rapturous instant. "Oooh, thank you, honey!" she cried, tears streaming from her eyes. "Thank you! Thank you! Thank you!" Throwing herself into the chair, she spread her legs as wide as they could go, pulling up her dress to expose her sex in full. A *waterfall* of fluid was pouring from its labia--if it wasn't filled soon, she was liable to flood the whole stage.

Stroking his cock, Luthor guided it to her snatch, lined it up like a carpenter angling a piece of wood before he nailed it.

Placing his wood in the perfect place, nestling its mushroom tip right in the grip of her labia, Luthor took in a deep breath--

Barbie drew in one of her own. A bead of sweat dripped from her brow. She shivered.

--then Luthor thrust forward and *nailed* her with it.

Barbie screamed as if she'd been stabbed. Pleasure, hot as lava, roared out of her pussy and through all the tunnels of her body, filling her every empty space and making her feel she would burst.

As Luthor drew back--slowly, so slowly--she shivered and whimpered, shaking on the spot. "Again..." she said, voice barely audible. "...Again... Harder!"

Obligingly, Luthor thrust.

"Aii!" Barbie screamed as if she'd caught some kind of madness. In the face of Luthor's cock, her pussy felt so tight, so cramped, so small. It simply being inside her was worth a thousand lesser cocks penetrating her. The girth of its shaft, the throbbing of its veins, the knowledge that he had chosen *her* to be the sheath for such a magnificent sword--all of it, it was almost too much to bear. So Barbie threw her head back and screamed once again.

Again he pulled out. Again he thrust into her. Again Barbie squealed and moaned 'Harder! Harder!' His every thrust sent a ripple through her body, making her fat tits jiggle like the puddings they resembled. As he picked up speed, this wobbling intensified till her boobs were shaking up and down, up and down wildly, and the feeling of it alone made her want to squeal in ecstasy.

"Harder! Harder!" She cried out, wanting more. "Fuck me, honey. Oh god, fuck me, honey! Fuck me!"

Luthor laughed and fucked her harder.

As his cock slammed into her for the tenth? eleventh? twelve-hundredth? time, Barbie found her perception compacted into a single, burning instant. The world faded--time contracted. For that single perfect movement, it was simply her and Luthor--her and her perfect husband, he and his perfect girlfriend--fucking, *fucking* harder and better than anyone ever had before.

It was everything she'd ever wished for. She never wanted it to end.

But, of course, it did. As her wonderful husband thrust for one last, emphatic time, his cock twitched, his body shuddered, and with a grunt, he poured her pussy full of semen. The feeling--the fullness, the wetness, the warmth--was all the catalyst Barbie needed. Her volatile mix of pent-up lust and love for her husband reacted and exploded. She threw back her head in a scream that could probably be heard all the way over in the Big Top, and her pussy let loose a *deluge* of nectar.

Then she collapsed, barely conscious. Her whole world was flashing pink. Her pussy burned. She couldn't form words.

Through the haze, she heard her husband talking. The other one, the other woman, she was talking as well, and for a moment she felt a pang of envy. Only she couldn't understand what they were saying, and besides, she was so tired all of a sudden. Perhaps things would make more sense after a nap.

Mind melted, she blissed out.

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Barbie woke to the sound of her husband's cock slamming into her pussy.

"Oooh," she moaned, shuddering beneath the covers. "Oooh, honey. Harder..." She grabbed the cover and held it as her whole body blazed with pleasurable fire.

For several long minutes, they lay entwined in this coital embrace, Luthor thrusting, Barbie bucking, sweat pouring from both of their bodies. The sound of meeting crotches filled the air, as did the sweet, tangy scent of sex.

Finally, Luthor grunted and came, filling Barbie's snatch with the latest in a long line of loads. She'd taken so many in recent weeks that she'd almost lost count. In fact, it was a miracle she wasn't pregnant.

With a gasp, Barbie fell back panting, while her husband chuckled and extracted himself from her sex. Falling into place beside her on the bed, he clapped a hand around one of her breasts and squeezed imperiously. Barbie moaned, hoping he was ready for more.

Just as it seemed he might be, there came a knock at the door.

"Come on in," said Luthor, while Barbie sighed in disappointment.

The door creaked open.

"Good morning, sir," said a woman, stepping into the room. Dressed like the world's sexiest secretary, she wore a tight-fitting uniform and skirt, with her hair tied into a bun. Before her

bountiful chest, she carried a clipboard and pen. A pair of glasses gave her a mature, intellectual look.

“Good morning, Lisa,” replied Luthor, slipping out of bed. “You’re looking lovely this morning.”

Lisa frowned. Barbie giggled--she might have been jealous, but she knew her hubby was just teasing.

“Thank you, sir,” said Lisa, flatly. “I want to remind you about your appointment... You’re due at Town Hall at 10 o’clock sharp to receive the mayorship, key to the city, and...” She looked down at her clipboard. “...The award for the world’s yummiest cock.” She sighed.

“Excellent,” said Luthor, standing and clapping. “I’m going to shower. Lisa, if you’d kindly clean my bedroom. And get our car ready. Oh, and prepare Barbie here--I want her on my arm when I accept my trophy.”

Lisa sighed, long and loudly. “As you wish, master.”

“Oh, and would it kill you to smile?” Luthor asked. “I know you’re doing the stern secretary schtick, but you’d be a lot more fuckable if you did something with your lips.” And with that, he went to leave, slapping her on the ass as he passed.

Lisa stood motionless for several seconds, looking as if she might snap her pen. Then she sighed and turned to face Barbie. “Come on,” she said, “let’s get you dressed.”

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Luthor’s limousine had eighteen wheels and a built-in bar, complete with a buxom mixologist. Oh, and a jacuzzi. He was sitting in the latter, sipping a margarita, as they rolled to a stop outside Town Hall.

“We’re here, sir,” announced Lisa.

“Excellent,” said Luthor, downing his drink and tossing aside the empty glass. “Is the red carpet ready?”

“To your specifications, sir. Will you be changing?”

Luthor looked down at his swim trunks. “No,” he said. “No, I think these suit me fine. They emphasize my cock, quite nicely, don’t you think?”

“Yes, sir,” said Lisa flatly.

Barbie watched, a smile on her face, as Luthor climbed out of the tub and slid towards the door. It snapped open, and a bombshell of a chauffeur held out her hand to help Luthor out.

As Barbie and Lisa followed him, Luthor stretched and looked around casually. “So, this is Town Hall,” he said, eyes settling on the building. “Pretty nice. Kinda old-lookin’ though,

right? I've never been a fan of pillars and gargoyles. Oh, and who the hell are these statues supposed to be off? No, no, my first order of business is going to be replacing them. What do you think, Barbie doll? Would a big statue of me look better on that plinth?"

"Of course it would, honey." She giggled.

Lisa groaned.

Luthor, meanwhile, laughed. "Glad to hear it! Now, let's get a move on, I'm scheduled for a mayorship, remember?" And with another big laugh, he led the way down the carpet, leaving a trail of sodden footsteps in his wake.

They found the current mayoress waiting for them at the top of the town hall's steps, along with the rest of the city's executives. Statuesque beauties down to a woman, they greeted Luthor's arrival with a series of gasps and moans, practically fighting among themselves for the chance to be the first to touch him.

Pinching a breast and slapping an ass, Luthor greeted each of them in turn with a groping, before finally facing the mayoress herself in her gaudy chain and little else. "Well, what are we waiting for?" he asked. "Let's get this show on the road."

With a big laugh, he marched to the pre-prepared podium. The mayoress and her colleagues bobbed along after him like a group of busty ducklings.

Approaching the stand, Luthor looked down on the plaza below and frowned at how empty it was.

"Where's the crowd?" he asked Lisa.

She tightened her eyes. "You didn't say you wanted one, sir."

"Don't give me that shit. What's the point of a ceremony if there's no one to see it? Get me a crowd, stat!"

Lisa sighed. "As you wish, sir." She snapped her fingers.

At once, the plaza bustled with people, most of whom looked as if they'd been mid-shift at the office when Lisa's spell had caught them. A handful were clearly in the middle of changing clothes, and a smaller number were naked entirely. A man even appeared with his hand around his cock and carried on pumping it for several seconds before realizing what was happening.

"There," said Lisa, lowering her hand. "Your crowd. ...Sir."

Luthor huffed. "If you remember," he said, snapping his fingers to remind her, "I think you'll find I said I never wanted to look at anyone who isn't a beautiful babe again. Kindly fix things."

Lisa sighed. "As you wish." She snapped again.

A wave of pink sparkles burst from her hand and flowed down the steps of Town Hall to wash over the crowd like a tsunami of confetti. Where it passed, the gathered people gasped as bodies warped and clothes changed, as muscles faded, curves expanded, and shirts and pants shrank into skimpy tops and skirts respectively.

Finally, a pair of puffy pom-poms appeared in every attendee's hands, and with that, Lisa's spell was complete. Where moments ago had been a crowd of random people, snatched out of work or from home, there now stood an army of busty, jiggling cheerleaders, Luthor's face imprinted on their undersized sports bras.

"Luthor!" they cried. "Luthor! Luthor!"

"Much better," said Luthor, adjusting his swim trunks. "Well, let's get started. Lady Mayoress?"

The mayoress scurried over to the podium, enduring another slap from Luthor on the way.

Taking a stand beside her husband, letting him wrap an arm around her shoulders and grope her aching breasts, Barbie stood and listened as the mayoress spoke. Standing high and jiggling her tits, she announced how they were all gathered here to celebrate a great man, a man far cleverer, far more handsome, and with a far bigger cock than any of his rivals.

At the mention of Luthor's cock, Barbie found her pussy twitching. Down below, the crowd swooned, and several of its members started an impromptu routine to tell Luthor how much they loved it.

"We're here today," the mayoress continued, "to grant this man the highest honors this city can grant: the title of mayor, the key to the city, and the award for having the yummiest cock in the world!"

Barbie drooled. Several other women, including one of the mayor's retinue, outright fainted.

"And now, I'd like to welcome the man himself to the podium... Let's have a big cheer for... Luthor, everyone!"

"That's our cue," said Luthor, dragging Barbie forward.

As he approached the stand, the crowd below went wild. "Luthor!" they cheered. "Luthor, Luthor, he's our man! His cock is bigger than any in the, like, land!"

Luthor laughed and stepped onto the podium. "Well, folks, it's good to hear your cheering. It makes me glad to look down and see how many of you decided to attend this ceremony."

Nearby, Lisa rolled her eyes.

"I'm highly proud to accept these prestigious honors." He bowed, letting the mayor slip her chain over his head, before snatching key and trophy both out of her assistants' hands. "I tell you, folks, they couldn't have gone to a better man." He chuckled.

"Now, I'd like to thank my secretary, Lisa, for arranging this event."

There was a smattering of applause from the crowd, but most were focused on the main course.

"Oh, and my beautiful wife, Barbie, for keeping my balls empty during this difficult time."

Barbie blushed and looked away. Many women in the crowd moaned in jealousy.

"And finally," continued Luthor, "I'd like to thank, well, myself, for being the amazing person standing here before you today." He laughed, loud and deeply. "How about all you lovely ladies show how much you love me by taking off those tops and giving me a nice view of all your pretty titties?"

The assorted women below squealed and struggled to tear their tops off. Soon the plaza was full of jiggling tits, shaking in the midst of a hundred unplanned cheer routines.

"Perfection," said Luthor, licking his lips. "Anyway," he continued, stretching and showing off his muscles, earning another round of moans from the jiggling crowd below, "let's get down to business. My first order, as your new mayor, is to replace every statue in the city with one of me. How do you lovely ladies like that?"

"We love you, Luthor!" cried the crowd.

Smirking, Luthor looked to Lisa. "If you would?"

With a sigh, Lisa snapped, and in a flurry of pink sparkles, every statue in the plaza became a statue of Luthor, naked or near-naked, with his muscles and cock on prominent display. Several women in the crowd gasped at the sudden influx of Luthors, while those closest to the new statues started openly to masturbate.

Looking down on them all, Luthor laughed. "Second of all," he continued, visibly stroking his shaft through his swim trunks, "I'm sick of looking at ugly-looking bastards like most of you all used to be, so I've come up with a new policy to 'beautify' this city, so to speak." He snapped, and one of the mayor's retinue stepped forward.

A stunningly curvy blonde, she wore a Halloween parody of a police officer's outfit, complete with hat and low-cut top.

"This is my new chief of police," said Luthor, giving her chest a squeeze. "You wanna explain what my new policy is, Miss Piggy?"

The chief of police giggled. "Sure thing, Mr. Mayor." She took the mic from his hands. "Okay, everybody, listen, like, up, because I don't wanna have to explain this twice." She paused, frowned, and looked to Luthor. "What am I, like, explainin' again, Mr. Mayor?"

"The new penal code," he stage-whispered.

"Oh right!" She spun back to the crowd with a grin on her face. "From now on, Mr. Mayor has ordered that all crimes be punished with, like, immediate slutty-fication. Without trial, so you better not be, like, naughty! My officers are all equipped to zap you into prime sluts right on the spot! Ain't that, like, right, Mr. Mayor?"

"That's right, sweet tits," he replied, snatching the mic from her hand and sending her packing with a well-aimed slap of the tushie.

"You hear that?" he said. "That goes for every crime, down to jaywalking and littering. So if any of you ugly fuckers listenin' want to stay as ugly as you are, you better stay out of my new force's way. You got that? Good."

He stepped back, adjusting his swim trunk. His cock was rock hard, threatening to tear through them--the sight of it made Barbie want to moan.

"Now," continued Luthor, stepping forward again. "Final point of order, I think we're gonna have a nice, big parade in my honor, to celebrate my election. Don't you think that sounds fun, girls?"

The crowd burst into a fresh round of cheering. "We love you, Luthor!"

Luthor laughed. "I'll take that as a yes!" And with that, he turned and went to leave.

A few steps from the podium, however, a thought seemed to occur to him. He doubled back and snatched up the mic again. "Say," he said, "how many of you lovely ladies would like the chance to fuck me?"

For a moment, the crowd was silent, perhaps in disbelief. A second later, it roared louder than anything Barbie had ever heard in her life. A thousand 'yes!'s and 'please!'s rang out from the plaza, accompanied by the sounds of scuffling bodies as every woman gathered struggled to get closer.

Luthor stroked his beard and smirked in amusement. "Wow, that's a lot of 'yes's," he said. "But hey, what the hell? I've got all the time in the world."

Stripping off his shorts, he dived into the ocean of jiggling flesh.

\*

"Ah, isn't it a beautiful day?" asked Luthor, wrapping a hand around Barbie's shoulder.

"It, like, so totally is!" said Barbie, laughing at the idea. She'd barely even noticed how beautiful it was until her wonderful hubby pointed it out.

"That *is* what you wished for," said Lisa, sullenly.

Luthor turned in his chair and gave her a glare. "'That is what you wished for...?'"

"...Sir."

"Good," said Luthor, turning back. "Forget that again, and you can spend your free time as a toilet."

Lisa glowered and looked away.

Down below, around the base of the parade float, Luthor's army of cheerleaders danced on, tits jiggling with the motion. Watching their big boobs slosh up and down, up and down, Barbie giggled at the sound. It was so funny.

Standing on both sides of the street to the parade were twin crowds of beautiful women in all manner of skimpy outfits. Some were slutty office ladies, while some were sexy construction workers. Others were lewd baristas, others slutty chefs, and so on. They stretched all the way into the distance to just beyond Luthor's vision, where his advance guard of policewomen was carrying out its new task of keeping the ugly out of his sight.

The float they were sitting on was styled like a palace, complete with a pair of thrones--one big, one smaller--for Luthor and his perfect girlfriend to sit on. A harem's worth of sexy women, all dressed like Slave Leia (Luthor had been specific on that point) sat around their feet, touching themselves and moaning. One pair of girls were licking Luthor's feet, much to his amusement.

Before and after their own floats stretched a long line of others, one for each fetish Luthor had plucked from his deranged imagination. One was styled like a fire truck, with a crew of sexy female firefighters spraying water into the crowd. Another was styled like a school bus, with a class of Catholic schoolwomen and their horny teacher poking their heads out of the windows to tell the world how naughty they'd been.

Above each float there was a giant, appropriately sexy balloon. A blown-up firewoman, for the firetruck. An inflatable teacher, for the school bus, and so on. Lisa had made them all out of women--Luthor had put out a request and got a hundred volunteers. Barbie's favorite was the bloated doll-woman floating above the inflatable dollhouse. It reminded her a lot of *her*, for some reason.

As the parade rolled on, Barbie turned to her husband and smiled the stupid smile that the sight of him elicited.

Someone, seeing it, had said she must love him with all her heart. "Oh no," she'd replied. "I love him with my pussy. Oh, and sometimes, like, my mouth. Or my tits."



Seeing him sitting there now, cock erect in the midst of his triumph, Barbie felt a sudden flash of heat in her groin. For a moment, she suppressed it. Then she thought 'hell, like, why not?'

Leaping to her feet, she hiked up her dress and dropped onto his crotch. Luthor laughed, clasping her ass, as she bucked and moaned atop him. She laughed too, as happy as she'd ever been.

Barbie loved being Luthor's perfect girlfriend.

\*

High above the parade, Sam floated in a state of giggling bliss. *Hello, everybody!* She thought, in her rare moments of clarity. They didn't come very often now. Most of the time, her mind was as empty as the rest of her big, blown-up body.

*Look at me!* she thought, looking down on the crowd of people teeming beneath her. They all looked so pretty, so sexy, so fun to play with. She almost wished she could be down there with them.

After her first parade, Sam had been dragged back to the hangar and deflated for transport to the next one. As the caps in her mouth and pussy and anus were popped, she oooo'd and giggled, losing herself in pleasure at the feeling of gas rushing out of her.

As it had emptied, however, she started to feel strange. As her buoyancy faded and she dropped towards the ground, she started to feel heavy, empty, somehow *wrong*. As they'd folded her flimsy form up and packed her into the darkness of her crate, these awful thoughts had only intensified. *Oh god, she'd thought. What happened to me? Where am I? Lisa? Lisa! Please come turn me back! Please, I'm so sorry, I'm so sorry, I'm--*

She'd spent a long time in the darkness, thinking dark thoughts like that.

Then this morning, her crate had finally creaked open, and they dragged her out and stuck pipes in all her holes, making her gasp in silent ecstasy as they pumped her back to full size. With fresh buoyancy came a better mood. *Wow, she'd thought, I don't know what I was complaining about! Being a big balloon is sooo much fun! Teehee!*

As she floated there, waiting for the parade, she spotted someone familiar approaching. She didn't know where she knew them from, but their distinctive red hair triggered something in her memory. *Hello!* she'd thought. *Don't I look silly?*

The redhead had stared at her and shook her head and raised her hand and snapped her fingers. A wave of pink sparkles, like Christmas lights, had washed over Sam's big form, making her feel all silly and tingling. *Oooh, I feel so strange!*

Under the wave of sparkles, her bloated form had changed, gaining a set of painted-on clothes in the style of a sexy gardener wearing a pair of loose dungarees with nothing else beneath them and a big, blown-up straw hat resting atop her head.

At the redhead's direction, she'd been tied to a parade float styled like a suburban house, complete with picket fence and garden and a bunch of real women dressed like herself. She could only giggle at the sight of them. *Look at us! Aren't we silly?*

And so, that was how Sam had joined the parade. Now, floating high above the street, she looked down and reveled in how happy everyone seemed. She almost wished she could open her mouth and shout 'Hello, everyone! Are you all having fun?'

But her mouth was merely painted-on, and besides, she was just a big, dumb balloon--big, dumb balloons don't talk, do they? Of course not!

That would just be silly.