

# Unmasking the Lion

By: Firingwall

“Wait, you’re serious about this?” Henry asked the witch behind the counter, “This thing can turn me into a tough lion?” Halloween was coming next month and Henry was the kind of guy who liked to be ahead of the curve when it came to getting his costume for the holiday.

Instead of going to the usual costume shop that opened every year, he decided to go to a more... interesting source for his attire. It may be a bit out of the ordinary, but it would certainly provide him exactly with what he “needed”. It was a fly-by-night store run by a witch.

After all, what better place to get a costume than from a witch? The green woman, named Traci, was setup in a small shack right outside a park near the heart of the city. She smiled happily as she showed off an item to him, “That’s right! This mask here can turn you into a powerful lion by simply wearing it! The effects wear off the next day, so no worrying about permanent changes or anything like that.”

“Sounds very nice, but almost too good to be true!” Said Henry, looking over the fuzzy mask itself. It was a lion face with a wig fur going all around the sides of it. The face was made of plastic and there appeared to be no string to hold it on his head.

“Why not give it a shot and see if you say that afterwards?” Traci cooed with a simple, devious-looking grin, “It’s only twenty. Money back guaranteed if it doesn’t work sir.”

“Well if you say so.” Henry handed over a twenty to the girl, who exchanged it happily for the mask. He looked the item over again now that it was in his grasp, studying its face and texture for any tricks or possible surprises.

After satisfied with his looking, he carefully placed the mask over his face. The second it touched his skin, it sucked and stuck to his mug like a strong suction cup. He tried to speak, but only unintelligible mumbles emerged from behind the mask as his face tingled and grew warmer.

“Mmmrrmmm! Mmmmggrhh!! Mmmrrgghhhhaahhh, why can’t I... Oh! What the...” Henry’s voice finally came through, but not for the reason he expected. His mouth of the lion mask has finally opened, moving and acting as if it were his own. In fact, the nose twitched like it was his and his eyes were now a fierce yellow with cat slits to them, the mask blinking along to his own blinks.

He brought his hands to the mask and felt it. It was no longer plastic, but real skin covered in thick, brownish fur. His face had stretched out into the muzzle and the “lion mane” around the mask was now real fur, growing out of his own skin.

Traci, grinning away, asked, “So... IS it too good to be true now?”

The lavish mane spread out from around the sides of his face to the back of his head. His soft blond hair turned darker brown, growing longer and wilder. The mane grew out everywhere,

covering his neck and most of his collarbone, tufts of fur pushing out of his shirt's collar. His own ears grew larger and rounder, moving to the top of his head and poking out of his luscious coat.

"I guess not," Henry mumbled, rubbing his face and trying to scratch at his neck, "But... I am a little bit itchy now..."

He grabbed his shirt and without a second thought, yanked it up and over his head. The shirt nearly got caught on his muzzle, but it came off smoothly otherwise. He now stood topless before the witch, who was happily sizing him up and observing his developing pelt. His own torso was quickly being run by the same fur as his own face.

"That's better," Henry sighed blissfully, stretching his arms out. Cracking his knuckles and shoulders, fur erupted over his two limbs, reaching all the way to his fingertips. His fingernails sharpened into black claws, moving to his fingertips as dark pads popped up all over them. Wrapping it all together, his arms ballooned up a bit to where they were as dense as a football player's.

"Holy crap!" He hollered, flexing his arm and grinning, "I'm getting all thick here!" He was not wrong about that at all. Just as the fur finished covering his torso, it began to swell itself. His shoulders broadened greatly and his pecs expanded like mad, giving him Dorito-like proportions. His stomach toned and his abs expanded, pressing against his skin and somehow giving him a visible eight-pack.

"You certainly are becoming quite the beefcake there," Traci teased, reaching over the counter and rubbing his chest. Henry blushed and stepped back, a large, thick tail popped out above his jeans. It was covered in brown fur as well, with a large, thick dark-brown tuft at the very end of it.

His new lion tail happily swished about as a soft, happy purr emanated from his mouth as he flexed his arms. His legs began growing as well, first pushing him up an extra foot before bulking up themselves. His pants legs stretched to contain his lower limbs, almost acting as if it was made from spandex. His shoes tightened and eventually ripped apart as thick, four-toed paws popped out of it. They were covered in fine brown fur with strong, feline claws at the tips of them.

"Well I'm completely a believer now!" Henry chuckled, wiggling his toes and flexing a bit more, "This is... this is just amazing! This is going to be the best costume I ever had."

"Glad to be of service to... hmm?" The witch's voice dropped and her head tilted, an eyebrow raising ever so slightly as she looked at the guy before her.

"Is something wrong? Did *something* go... eep! My voice!" Henry cried out, grasping his lion paws over his muzzle. His voice had suddenly gone up in pitch and turned far sweeter than before. It was rather... feminine to him now.

His long, thick mane started shrinking back into his head just as suddenly as his voice changed. It all shrunk away, leaving his neck, shoulders, and collarbone mane-free in less than a minute. Eventually, the mane retracted all the way back into him, leaving him "hairless" to an extent.

“My mane!” Henry cried out, rubbing his less-furry scalp. His body suddenly shrank, dropping half a foot and losing a quarter of his muscle mass. His abs faded, leaving him with only six visible and a waist that was pushed in further than usual.

“COOL!” Traci applauded, “You not only got a great mask, but one of the super special ones that come with an unexpected, hidden change! You lucky dog, that means you get half off the price! I’ll just give you a ten back and…”

“But I wanted to be a buff lion!” He stated firmly, letting out a rather womanly growl. His own thighs thickened some more as his hips grew wider and rounder. His rear inflated shortly after, growing into a rather plump and perky bubble butt, the top of his ass cheeks visible in his jeans.

“Well technically you are my dear,” Traci explained, “You’re a buff lion, but a female one at that. In fact... you are a rather tough, cute one I gotta say!” With light fast reflexes, her hand shot out from behind the counter and reached at his head, scratching behind his ear.

His eyes widened and his body shivered, melting into her hand and purring loudly. That scratching felt absolutely wonderful, just amazing! His large pecs melted away before inflating again, but this time... into something much more perky and protruding. It was a set of firm, but fit C-cup size breasts that worked perfectly with his own athletic, feminine body quite well.

“Thatttt’s goooooood,” Henry sighed happily, his fears and worries melting away.

“I know it does,” Traci teased, rubbing at the spot, “Now... are we satisfied with the mask and the discount you just won now?”

“Mmmmmaayyybbbeeee,” He chuckled. Traci smirked and started scratching harder, the lion releasing a louder and happier purr. At that moment, the bulge in his crotch finally shrunk away, leaving the area flat and vacant. A lioness has been born.

“Well that’s good enough for me,” the witch replied, handing the new anthro a ten, “Thanks for buying! Tell all your friends!”

“Will do!” The Lioness declared happily, flexing her arms again, “Oh yeah, still got some of that bulge!” With that, she raced off into the distance.

With her customer gone, Traci turned to the crowd that had formed since the person put the mask on. She smiled and held up two more masks, saying, “So, who wants to be a bear or a gorilla? I have tons of options here.”

**THE END**