

Unintended Influence

Contains: wanted and unwanted growth and expansion of breast, butt, thigh, giantess, lactation, male growth, cum belly inflation, throat fucking, and bursting

An unopened package of pencils clattered to the tiles below.

“Dang it... Can you grab that for me?”

Randy stooped to the floor of the small supply closet and grasped the item, giving it to the female student.

“Thanks,” she smiled, setting it in its rightful place. “This closet is so dark I feel like I can barely see what my own hands are doing, even with the door open! Do they always make the students do this kind of stuff? Isn’t this like...a teacher’s job?”

Shelly was new in town and new to Fairmont High as well. She had only been attending classes for the better part of a month, and it had yet to cease feeling like a new experience.

“You would think so!” Randy chuckled and turned to his own box of supplies destined for a lower shelf. “Not here, though. Things are usually so quiet that we don’t mind helping out. Not like there’s much else to do after school.”

Shelly pulled her brown hair over her shoulder. “Seriously. I can barely get cell service at my parents’ new place. I don’t think I’ve ever read so much in my life.”

“Was city life that much different than the country?”

“*Way* different. There wasn’t enough time in the day to finish everything you wanted to do unless you were fine going to bed past midnight! Too much fun to be had!”

Images of sparkling lights, loud noises, and celebrities on every street corner flashed across Randy’s mind. He’d never been to the big city, but from what he had heard, it was a non-stop adrenaline rush.

“Sounds busy...” he confessed.

“It’s nothing like way out here, that’s for sure. Unless there’s something on TV, you might as well just go to bed by ten.”

Randy brightened at an idea. “In the summer they open up the drive-in movie theater!”

Shelly was a good-looking girl. Not as well-endowed as Randy’s tastes preferred, but her face and flowing brown curls made up for it. Spending more time with her didn’t sound so bad. He would hazard to say he had harbored a crush on the transfer student since she showed up in class. So did most of the other young men in his class, unfortunately.

Swallowing his nerves, he began to say, “Maybe...if you’re not too busy, we could go see one of the movies--”

SLAM!

“Oh, dammit! Bella, can you get that for me please??”

A loud noise cut Randy off. Outside the supply closet were two female students. One had dropped a book from a stack wrapped in her arms.

“Warn me before you drop a book like that!” Bella snapped, “I think I peed myself a little when I jumped!”

Randy and Shelly watched Bella bend forward to grab the book. A tank top filled to the brim with supple flesh stretched forward as if cradling two udders. Cleavage struck their gaze like the sun.

“Try and keep a hold of it this time, would ya?” Bella chided, setting the book back in her friend’s arms.

“You could carry some too!” She struggled against the wall of books. It pressed into her breasts like two firm airbags and forced their masses to her side where they bugled around the edges of the volumes. A teasing view of side boob overflowing her bra had developed. More than anything, Randy wanted to sink his fingers into the depths of those head-sized jugs.

The students resumed their walk and left the supply closet. Randy, happy with the visible treat he’d been given, returned to his work. Shelly wasn’t content to leave the matter, however.

“Ugh... God, are *all* the girls in this town part cow?”

Randy was taken aback. “W-What do you mean?”

She looked down at him with her head cocked to one side. Disbelief and annoyance filled her eyes. “Come on. You know what I’m talking about.”

“I...” Randy was fairly certain, but he didn’t want to say it for fear of being wrong.

“You’re going to make me say it out loud? *Their tits!*” Shelly groaned and sloppily stacked several boxes of pens. “All the girls in this town! *They’re all huge!* I don’t think I’ve seen a single one with reasonably-sized boobs! And it’s even worse for the girls at this school! It’s like they all have freaking melons stuffed down their fronts!”

Randy stared. Never had he expected such disdain for another girl’s chest to come out of Shelly’s mouth, much less for the entire town’s female population.

She took advantage of his shock. “Are you really telling me you haven’t noticed? *All the girls in this backwater town are BEYOND STACKED!*” Shelly huffed. “Is there something in the water? Something about the milk you all drink around here? Do all the girls sneak growth hormones from their farmer daddies? You can tell me! I just want to know why they’re all so big!”

She paused. Lowering her voice, she added, “It makes me feel inadequate. They’re all so big and round... Meanwhile, I’m over here struggling to fill out a B-cup. I’m pretty sure there was dust on the clothing rack when I went bra shopping last weekend. *Everyone* is big.”

Randy didn’t know how to respond. The least he figured he could do is listen and allow her to vent. Pressure seemed to be have been released from her demeanor, but Shelly remained frustrated.

Nothing she said was wrong. Randy knew very well how busty the women in his town were. It was impossible to miss. He could never admit he thought Shelly was a boy when he first saw her. Compared to the other girls around him his entire life, she might as well have been. He

turned to his supply work and mumbled, “I always thought city girls were supposed to be a lot bigger than country girls...”

“What was that?” Shelly asked. “Sorry, I was too caught up in my anger and wasn’t listening. Sorry for unloading on you, too... I hope I didn’t--*Nnngh...*”

“What’s wrong?”

Shelly took several steps back and put a hand to a woozy head. In her stumbling, her heel knocked the door jam away and the closet closed, leaving them in what little light could stream through the door’s narrow window. Shelly was too overcome by an intense sensitivity to notice, and Randy was too busy watching her nipples poke through her bra to care.

“N-Nothing... I think...” Shelly assured. “I just... Had a tickle in my throat is all.”

Randy watched closely. Even in the low light, any change to Shelly’s flat chest was obvious. There was something more under her shirt, and they were larger than B-cups. “Uhh...” Randy gawked, turning towards her, “Are you *sure* you’re ok?”

“Yes! I--*O-Oooohh!!*” Shelly’s hands flew to her breasts and groped herself with squeezing fingers. Randy was stunned at her boldness but refused to turn away. “*N-Nngh!!* My chest feels really tight! O-Or maybe it’s my bra...!”

“What do you mean?”

“I don’t know!!” Shelly was panting for breath. “Something just...*mmmnggh...* doesn’t feel...right!” Randy could see her blushing. “*My boobs...feel...really warm!!*”

Feet tangling together, Shelly tripped over herself and slammed her back into the wall. She fell into a cardboard box filled with toilet paper, the box splitting open as her legs completely gave out from under her.

“*M-My chest...*” she moaned loudly. “*Nnnghhh ooohhh my boobs!! They’re so...sensitive!! They almost feel like they’re--*” She froze.

Watching her pull her hands away in confusion, Randy stared with eyes as wide as her own.

Shelly’s polo shirt was bulging at the seams. The indent of a small bra was pushing into the fabric. Surrounding it on all sides was the smooth curvature of swollen skin. Firm and round, a pair of breasts the size of cantaloupes fought for space. Their growth was visible in real-time, the girl’s chest engorging with every breath.

“O-Oh my God!! *Oh my God!*” Shelly repeated, scared of touching her own breasts. “*Are they growing?! I’m huge!!*”

CRREEEAAA

The unique sound of bra spandex being tested filled the small closet. Shelly glanced up from her watermelon jugs with helpless eyes. “R-Randy, I think my bra is going to--”

SNAP!!!

“*Ahh!!*” She cried out in surprise when her brassier ricochet around her chest. Randy jumped as well when her polo jolted. Released from their cage, her growth accelerated. “*Mmmm what’s happening to me?*” Shelly moaned, arching her back. Flesh filled her shirt to the brim,

billowing it out wide and round as if she had a ridiculously-large pregnant belly. Exposing cleavage escaped from the bottom and bulged through her collar.

“Y-You’re growing!” Randy announced.

“*No duh!! I think I noticed that when my bra burst open!!*” Shelly was beside herself. Pinned inside the broken box by her own wobbling weight, she listened to the popping stitches of her shirt. Large nubs like strawberries quivered against her shirt.

“They’re...*nnngh*...They’re not stopping... *Ooohh they’re growing faster!*” Her legs squirmed as skin pressed into her thighs. There was no hope for her rising to her feet.

FWAP!!

“*Aaahhmm!!!*” The polo snapped over her chest suddenly, sending waves of friction and pleasure over her surface. Nipples too big for Randy’s mouth stood less than a foot away. Backing up against the opposite wall, he watched as her breasts crept closer and closer.

“*I-I’m getting so big!! Why is this happening to me?!*” Shelly moaned, rubbing her mammaries. Each over three feet across, they filled her lap and pressed into Randy’s feet.

“I don’t think this closet is going to be big enough...” Randy said softly, feeling hot skin engulf his legs.

“*N-Not...NNNGH!! Not at this rate!!*” Despite her best efforts, Shelly’s hands sank over a foot into her chest. Too soft and far too large, she had no hope to contain them. Various items and boxes were pushed aside and smashed against the walls and door. Feeling trapped in an oven, Randy held his breath when cleavage pressed into his chest.

“A-A-AAHHH!!!!”

“What’s wrong??”

Shelly bit her lip and pounded her head against the wall. “*Y-You’re...You’re squeezing my nipples!! You need to...NNNGHHMMMM...stop!!*”

“I can’t help it! There’s no room!”

Her chest was rising now. With no room left on the floor and both students pinned against the walls, there was nowhere left to grow.

“*I-I’m not stopping!! Randy help me!! I’m getting too big!! I need to--MMMM!!!! Ahhhh what are you doing?!*”

“Trying to get out!” Randy explained, sinking his hands into her chest.

“*A-AHHHH!!! Oooohhhhh please don’t!! P-Please don’t do that!! Mmmmm they’re too sensitive!!*” Shelly was sweating profusely and gasping for air. If Randy hadn’t known better, he would have thought she’d just orgasmed.

Skin rose over their faces. Had their heads not been aligned with her cleavage, they wouldn’t have been able to see each other. The view only lasted so long, however, before Shelly’s chest bloated larger.

“*I-I’m too squished!*” she whimpered. “*This room is too small for me!!*”

Desperate, they each brought their arms in front of their faces and fought for air. They were thrown into darkness, her tits blocking the light from the door.

“Mmmmm Randyyyyy!!” Shelly cried out among objects falling from the shelves. The ceiling tile was cold against her skin. “I don’t think I can get any biggeeeeerrr!!”

All at once, Shelly’s growth came to a halt. Her chest filled the supply closet from floor to ceiling and every corner in between. The heat was unbearable and each of them could feel their legs going to sleep under her weight. Though muffled, their words still managed to travel through her cleavage.

“Shelly?? Are you all right??” Randy called.

Her words came out in heaving breaths. “I’m...mmmm!!!...I-I’m...fine...”

She sounded more than fine. Randy gulped in the darkness. “I-I wanted to ask before... Would you want to see a drive-in movie with me this summer?” Now hardly seemed like the right time, but after the intimate experience they’d just shared, this seemed like nothing.

There was silence. Whether it was his own or Shelly’s heartbeat in his ears he didn’t know.

“I...I would like that!” Her chest jiggled as she nodded happily on the other side. “It’s a date!”

Randy was overjoyed, and Shelly’s skin tingled with the same excited warmth. Another thought came to his mind then. “Uhh... H-Hey, Shelly?”

“Mhm?”

“The door to this closet didn’t open *inward*, did it?”

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“S-Shelly? Are you all right?”

“Nngh...” She huffed several times before responding. “Yea... It’s just... Getting harder to breathe...”

Randy had to agree. His classmate’s bust was crushing the air from his lungs. He could only imagine what it must feel like for its owner.

They had been trapped in the supply closet for over ten minutes according to his watch. He’d hoped the freak surge of growth might have subsided or at least allowed for him to escape and find help, but Shelly’s breasts remained crammed into the small space. There was hardly any oxygen left, let alone any room for their lungs to fill and draw breath.

“Randy...” Shelly moaned through muffling flesh, “It’s getting...really hot...”

He knew he couldn’t waste time smashed between the wall and her chest any longer. Shelly was completely incapable of moving regardless of the lack of space. It was up to him. Sliding an arm into the packed wall of cleavage in the darkness, Randy wormed his way between Shelly’s mammaries.

“Ahh! W-What are you doing?!” she moaned. Dealing with their overgrown size was stressful enough for her body; feeling Randy squirm his way between them was a new flurry of sensations altogether. She felt the wall of flesh bulge against her face with the shifting pressures. “N-Nggh! Careful!”

Randy was never so grateful to be covered in sweat. Combined with Shelly's own perspiration in her cleavage, the path ahead was well lubed. It was a level of sexual excitement he'd never considered, nor would he ever forget. Slippery flesh swallowed him whole on all sides. It pressed on his small frame like a vacuum packer. If he stopped moving in the depths of her cleavage, it could spell doom. It reminded him of swimming.

"Just...hang on!" Jason huffed into the darkness. He knew as long as he followed her cleavage, he would reach Shelly. She was just on the other side of these monolithic breasts. The girl's labored gasps became clearer with every step. Sweat drenched his clothes and stung at his eyes. Given the surroundings, it was hard for Randy to keep his mind on the task at hand rather than the oversized nipples back where he came from.

"Oohhh... *What the hell happened to me?! What am I...nnngh...going to do?! I can't go out like--OW!!*"

A hand shot through the darkness and jabbed her in the forehead.

"Sorry! Sorry!" Gently, a second hand slid from Shelly's cleavage and spread an opening in front of her face. The faint glow of Randy's illuminated watch filling the cavity with an alien-green glow. As if he were being born, his head emerged from her chest second later. Color filled his cheeks and he gasped for a full breath.

"There," he said, grinning weakly, "That's a *little* better."

"Now we get to suffocate together," Shelly groaned. She was avoiding eye contact but the small space made it impossible. The air was an intoxicating mixture of her aroma and arousal. She blushed in the glow of his watch. "S-Sorry about...you know...trapping you in a closet with my boobs."

"What??" Randy blinked several times. "It's not like it was *your* fault! It was some kind of freak accident! These things happen!"

Shelly stared into his eyes. "Do you *really* think things like this *happen*? My tits turned into a couple of blimps. How does that just *happen*?"

"W-Well..." Randy was bashful at the absurdity of his response. "It's definitely crazy... I didn't listen very well in sex-ed, though."

A giggle made their prison jiggle. Shelly gave a faint smile. "As a woman, I can tell you that this does not just *happen*. Honestly I'm hoping to wake up from a nightmare any moment now. This is too insane to be reality."

She twitched when Randy's hand testingly squeezed a handful of flesh. "It feels pretty real to me."

"*Hey, don't think just cause we're stuck in here that gives you the right to cop a feel.*"

Randy's hand recoiled and he stammered, "I-I'm sorry! I didn't mean too--"

"I'm just fuckin' with you." Shelly stuck her tongue out. "Can't really avoid it."

Relief washed over Randy. Shelly was cute, kind, and funny; the last thing he wanted to do was get on her bad side.

Closing her eyes, Shelly groaned. "I think I really just need to calm down. A-All that sudden swelling just..." She swallowed in embarrassment. "It kind of got me *going*, if you know what I mean... I don't think it helped."

Randy knew what she meant. A bulge in his pants had been fighting his zipper since this ordeal began. He hoped Shelly hadn't noticed it pressing into her chest. Watching her try and compose herself in silence, Randy had a moment to contemplate their situation as well. Even for someone who didn't listen in sex-ed, this amount of flesh seemed far too much for any natural female body. Certainly girls from the city were supposed to be bigger than those from the country, but this was far too large.

The biggest of pictures he'd come across were nowhere near the size Shelly now rested at. City girls were big but manageable. They were supposed to have curves testing their seams, not bursting through them. His favorites were the women with breasts like watermelons and a butt to match. Especially when they wore a bikini. They were usually tall and liked to flaunt their bodies with pride. Sex was always on their minds and cleavage was always overflowing their shirts.

The image excited Randy. Picturing the same body type for Shelly, he reveled in the idea of such a figure on his new classmate. A mass of closet-filling tit was nice, but a pair of boobs he could wrap his arms around and enjoy was even more exciting. At least compared to their current situation.

"What are you...thinking about...?" Shelly moaned.

Randy froze. "Nothing! Just--"

"N-Nngh..." She gasped for breath. Randy's hands trembled to maintain the pocket of air. "*Ooohhh something is...happening again...*"

The air between them flourished with heat. Moisture covered her lips and the scent of birthday cake lip gloss met Randy's nostrils. He almost didn't care if her breasts were pressing tighter and tighter. "*You're getting bigger!*"

"*I-I don't know what's happening to me! I just...*" Shelly gasped, the space between them shrinking with swelling flesh. "*They won't stop! R-Randy they're closing in! I think my boobs are going to--*"

Suddenly her growth ceased with a final pulse. All stood still as the students held their breath. Without warning, the flesh around them started to recede.

"*O-Oh my God... Mmmmm!! Oooohh!!*" The sensation was heavenly. Shelly swooned as her chest shrank and the pressure left its surface. Relief covered her face, as did arousal.

"*Mmmmmmmmm...!!!*"

Randy couldn't help but notice her legs squirming somewhere below. Shelly's hands were nowhere to be seen, but based on the gasping expressions flitting across her face, he had a good idea of where they were.

"*Ahh!! Nnghh!! I-I...*" It was difficult to speak, much less speak clearly. "*Aaaahhh something is happening to my body!!! Everything is TINGLY!!*"

Flesh pulled away all around them. Light entered once more through cracks in the doorframe to illuminate Shelly's troubles of ecstasy. With her chest now filling less than half of the supply closet, they were able to breathe fresh air as their heads rose above the tops of her breasts. Something wasn't right, however.

Randy stared at the quaking girl against the wall. As her arms sank into her chest and shook their jiggly forms, her face was locked in an array of gasps. Ever so slowly, he could see the top of her head inching up the wall. A necklace draped over her collarbones drew upward before the chain pulled taut around her neck. Shelly's arms followed a similar pattern, each one elongating inches at a time. The sleeves on what remained of her shirt slid up her biceps before stretching over her shoulders.

"MmmmmMMM!!! O-Ooohhhh!!!" Shelly was completely oblivious. Among her shrinking chest, she was growing in height. Something pressed into Randy's foot and he realized in shock it was her leg. A light switch on the wall was much closer to the top of her head than it had been moments ago.

WHAM!

Randy fell backward. Being so focused on her growing body, he'd failed to notice how much her breasts had shrank. They were no longer wrapped around him, instead coming to resemble yoga balls and still shrinking fast. Shelly gathered them in her arms and sought out their puffy nipples as if they had been all she could think about for the last twenty minutes.

"MMMM!!! What's...What's happening to me?? Why do I feel so...different?!"

SHRRRIPPP!!

A tearing like canvas sounded from under her body. Breasts shrinking small enough to cradle, Randy's eyes widened at the sight of her rear. Flesh bulged around her hips from all sides to support her weight. Filled to the brim, Shelly's jeans had torn in multiple places to release soft, plump skin. Thighs like pillows swallowed one of her hands while an ass squished out to either side by a foot.

"AaaaaAAHHH!!!" Reaching a screaming crescendo, Shelly's body came to a halt. A pair of tits the size of basketballs bulged over her arm. They sported nipples like strawberries and stared eye level with Randy. Their owner, having gained over a foot in height, towered over him and leaned against the wall gasping for air. Hair fell around her elongated neck. Stretched shins turned her jeans into comical clothing reaching only to her knees. Matching her breasts was an ass of equal size. It sat full and plump under her new weight and supported Shelly with a heavenly cushion capable of crushing him. Over-stretched lace could be seen through her destroyed jeans. It dug into her curves like twine, fit to burst at any new pressure.

"R-Randy..." Shelly heaved.

Turning his gaze upward, Randy found his transformed classmate staring down at him over her cleavage. He felt as though he'd been cornered by a predator. Enlarged hands grabbed him by the collar and yanked him forward. Warm softness engulfed his body. Powerless against her strength and having no will to fight, Randy's lips met with Shelly's. Their hands exploded

into a flurry of bodily exploration. As Shelly slid onto her back and Randy laid between her engorged chest, the two found their lips locked together and themselves lost in a sea of sexual need. It was all Shelly could do to keep herself from screaming as Randy's hand latched onto a nipple and what remained of her jeans and panties were ripped to shreds.

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

Shelly's grown body seared against Randy's even through his clothes. Every inch of her skin sweltered with aroused heat and sweat. Its scent was addictive and intoxicating. He wanted to bury his face into every swollen curve and hug it into his body.

"Come back up here," Shelly cooed. Grabbing him by his shoulders, she pulled Randy from below her basketball mammaries and shoved his head through her cleavage. His face squished out the other side to meet hers. "I'm not done kissing you yet."

Lying on top of her felt closer to relaxing on a warm bed. There was too much to grab and not enough hands to grab with.

"How...How did you get like this?" Randy moaned between kisses. The pressure of her navel pressing into his crotch was driving him crazy. He sank a hand into a mammoth tit and felt skin engulf his palm. "You're *huge! Your entire body has grown!*"

"Who cares?" A tongue slipped around his before Shelly pulled back and smiled. "I like it. I hope I *never* go back to the way I was."

Randy was about to say something when her arms pulled him into her body. In a smooth motion, Shelly flipped the two of them over to leave Randy on his back. The concrete floor of the supply closet still burned with the radiating heat from Shelly's bare torso. Bearing over him was his schoolmate. Extended thighs thickened to plump trunks straddled his hips on either side. A pair of breasts bouncing against each other shielded part of her face from view.

Randy trembled when a hand ran along his crotch.

"I think *you* like me this way too..." Shelly whispered. "Or did you like it better when my boobs were filling this entire room?"

Enlarged hands fumbled through inexperience to undo his pants. Randy couldn't help but watch in aroused wonder at this giant girl fighting to get at his manhood. A grown, sopping pussy mashing into the front of his jeans had already managed to soak through the dense fabric and tease his cock with Shelly's fluids. Her biceps squeezed her giant breasts together as she worked and sent them wobbling with enhanced weight. It was mesmerizing watching their jiggles replicated on her bloated hips. The view alone was enough to make Randy wonder how he was supposed to last much longer, let alone last long enough to even get inside Shelly. It wasn't how he'd imagined himself losing his virginity, but he wasn't about to throw away the opportunity.

ZIIP!

“Mmmmm... There we go,” Shelly grinned, feeling Randy’s jeans spread open. A large hand slipped into his boxers to wrap around his shaft like a snake. “Let’s see what this body can do, shall we?”

Randy’s heart raced as she angled his dick into the air and lifted her hips. Watching her angle herself and maneuver such assets was a sight to behold. They were about to make contact when muffled voices came from outside the door.

“Hurry up! I still need to grab my bag before the next class starts!”

“You’re the one who took fifteen minutes to do her lip gloss!”

Randy flailed in panic. “W-Wait! Shelly, stop!”

“What?” She motioned to her exposed groin and winked. “Don’t worry about it being bigger than normal; I’m not expecting you to stretch me out like this.” Squeezing his cock, she added, “But from the looks of things, I might have needed this growth spurt!”

“Not that!” Though Randy had to admit the thought had crossed his mind. “We need to get you out of here!”

“Mmmm, I don’t see why...” Rubbing her palm over the top of his member, she used his own pre-cum as lubrication and stroked his shaft. She then bent forward and allowed his head to teasingly slip into the underside of her cleavage. “I have *everything* I need right here.”

“Except you’re at least seven-feet tall, naked with a giant pair of boobs and butt, and the halls are about to be filled with students! I’ve seen teachers come in here between classes to grab supplies!”

To his surprise, Shelly exhibited no signs of anxiety or worry. Instead she bit her bottom lip and leaned forward to the point her breasts billowed between them like airbags. Her erect nipples prodded his chest like angry fingers yet he could feel the plump puffiness of her areolas surrounding them. The lips of her pussy pressed into the base of his cock as she brought her face to his.

This girl was a completely different person. Whether or not this personality had simply laid hidden, or if her new assets had brought it about, Randy wasn’t sure. He never would have guessed such a sex-hungry demon resided in Shelly. A part of him loved her overbearing sexual energy.

Her breath was hot on her lips and washed over Randy’s face when she spoke. “If you’re so concerned about sharing me, where do you suggest we go, then?”

Randy thought fast. “My place! We can go to my place! My parents won’t be home until tomorrow morning!”

The sight of Shelly’s butt jiggling behind her like a tiny mountain range when she giggled made Randy hard as iron. “Oooh, good idea. *No one will bother us there. We can REALLY put this new body to the test.*”

He wasn’t certain they were on the same page. Randy was only trying to find her privacy until they could better handle her exploding growth spurts.

Shelly shrugged. "Suit yourself!" Grinning devilishly, she lifted a thick leg and removed herself from Randy's hips. "We can finish this later."

Rolling onto her hands and knees, Shelly crawled across the floor to the school's lost and found box. She seemed oblivious to the view left to Randy; a massive rear end with matching thighs framing the perfectly-presented view of her dripping crotch. It was like a giant, fleshy heart. It shook as she searched the box, wagging with a mind of its own to tempt Randy. Never before had he experienced such an uncontrollable urge to grab a woman from behind.

"*Ah ha!* Here we go!" Shelly announced.

Standing up, she presented several items: an old pair of women's volleyball spandex shorts, a tube top, and a lab coat left behind by an irresponsible student from science class.

"Uhhhh..." Randy gaped, uncertain of any of the garments' size.

Shelly paid no mind. "I still remember when Rachel got detention for wearing this top! Why did she think it was a good idea??" She began dressing. "Guess it's mine now...!"

A leg fell into the shorts before stopping abruptly halfway up her thigh. The other leg followed, leaving Shelly shackled in the stretching spandex. "*N-Nnngh... Come on...*" she grunted, pulling at the waistband. The shorts complained loudly with weakening stitches but eventually stretched over her thighs. Shelly hopped up and down in order to force her ass into the prison until the fabric snapped against her skin, shiny and taut. Randy didn't blink once through the entire scene.

"*Damn these are tight!*" she whined. "I'm going to need scissors to get them off!"

The tube top was next. It was easy enough to pull down her arms and over her chest, but it refused to do anything more than cradle her breasts. A significant amount of underboob was left exposed to the world, as well as a chasm of cleavage with more capacity than any pocket.

"Hmmm... More of a stripper's bandeau than a tube top at this point..." An uncaring shrug sent enough motion through her chest to nearly pop it free of the garment.

The lab coat came last and was easy to pull over her arms. The sleeves failed to reach halfway down her forearms and the bottom hem fluttered around her knees.

"I think a freshman might have lost that; it's a bit small even for me," Randy whispered in awe.

"Eh, I probably wear it better anyway."

Randy had to agree. When Shelly posed for him, she fulfilled more sexy scientist dreams than Randy knew he had.

"Ok, I'm ready to go!" she declared.

CRREEAAAAAK

The tube top and spandex shorts groaned with her movement.

She giggled in response. "And these clothes are ready to *blow!*"

"Let's just hope they hold until we can get you somewhere and figure this out."

Grabbing her hand, Randy cracked the supply closet's door and peered into the halls. They were empty for now, but at any moment the current period would end and students would flood the tiled floors.

"Ok, the coast is clear," he whispered, "Let's hurry and get out of here before a teacher comes by. If anyone sees us, just run."

"And give myself a black eye?? Not a chance!"

Ignoring the joke, he threw the door open and they rushed down the hall.

Randy took her around a corner. "Through the auditorium will be the safest!"

The relief he felt when they reached its doors was immense. Inside were a sea of empty seats and a stage hidden in darkness. A green exit sign to the stage's left was their way to secrecy. "Come on," he led, "My house is only a ten-minute walk."

It was the first time he'd ever ditched school. If there was ever a reason to, however, it was because a girl filled a closet with her chest then outgrew her clothes into a naked Amazonian goddess.

The outside sunlight hurt his eyes when they burst through the door. At the back of the school, chances were slim they would be seen. From there they would slip through a tree line until reaching the road.

HOOONK

HONK!! HONK HONK!!

Cars blared at the students while they rushed down a sidewalk. Most were excited men happy to see such a sight, their glee evident through the honks. Shelly was happy to wave to her new fans and throw her lab coat open.

"I think I could get used to this kind of attention!"

SCREEEECH!!!

A car slammed on its brakes to narrowly avoid crashing into a telephone pole.

"Whoops," Shelly squeaked, waving timidly at the distracted driver. "Sorry!"

Randy couldn't believe how unhelpful she was behaving. "We need to get you out of sight. This is getting dangerous."

They ducked into the next alley and soon the noise of the streets died away. It wouldn't be as fast getting to his house, but at least they wouldn't be on the evening news for causing a three-car pileup. To their luck, the alleys were mostly clear save for the occasional hobo sleeping in a corner. Most weren't able to process the scene before Randy and Shelly were too far gone.

After several minutes of running, the two were out of breath. It was a welcome relief when Randy paused at the end of an alley exiting to a busy street.

"Thank...God..." Shelly gasped, "It's hard running with this body!" An arm was wrapped across her front to help secure her chest. There was nothing to do to mitigate her swollen rear. "I thought...the longer legs would help me run faster! But everything just...*bounces!*"

"We have a minute to rest now." Randy leaned against the brick wall of a building and investigated. Across the street was a bus stop next to a large park. A couple of men and a woman

were waiting for the bus in boredom. She looked to be an office worker, dressed in a button-up blouse and a pencil skirt. With the lingering images of sex in his mind, he couldn't help but wonder what Shelly would look like in such an outfit, or even better, outgrowing it. The sight was one he wouldn't mind seeing.

He shook his head clear. "Ok, Shelly, my house is on the other side of this park. We'll wait for the bus to pick up those people then we'll make a break for it. The fewer people who see us, the better."

"Mmmhmmmm..."

An aroused hum drifted from behind Randy as a pair of arms twisted around his torso. He shuddered when two hands rubbed down his chest before slipping into the front of his pants.

"S-Shelly!" he stammered, "We can't do this right now! We need to focus on--"

He spun himself free of her grasp but was speechless after coming to face her. There was nothing to say when coming face-to-face with a pair of breasts larger than your head. Being so close to them, they almost seemed to breathe and expand with their own life from Shelly's deep inhales.

"What was that you were saying?" she cooed, thrusting herself into his face.

Randy gulped. "We need to...get you...somewhere..."

A quick hand reached for his pants. The button didn't stand a chance and he was hard enough his zipper opened on its own. Shelly licked her lips and peered at his dick from over her breasts.

"Looks to me like we're already *somewhere*..." She grabbed his shaft and squeezed, the hardness of his veins exciting her. "Wouldn't you agree?"

The group of people waiting for the bus were bound to notice them. "They'll see us!!" Randy argued, pushing himself against the wall. In their current position, they were in plain sight.

"They don't know us! Plus it's so dark in this alley they won't be sure what they're seeing... Who knows how long this bus will take to get here? We might as well have some fun while we wait... Don't you want to touch me again?"

Shelly didn't wait for him to argue, nor did Randy voice any complaint when she dropped to her knees. Licking his cock all over until pleased with its slick shine, she straightened her back and lifted her tits until they hung over his dick like a canopy. Hungry cleavage swallowed his member whole in a single motion.

"*Nngh!!!*" The heat swirling inside her body made Randy jump. He knew her breasts were firm, but feeling them wrapped around his manhood was a different story. The tightness of the borrowed tube top only helped squeeze them around his hard-on.

"You like that?" Shelly teased, massaging her chest around him, "I can feel it throbbing between my giant boobs... I can't believe how hard you are! *Mmmm*... Does it feel like you might *burst* it's so tight?"

Randy could only nod. At this rate an explosion of some kind was definitely imminent. Shelly's lips were moist and inviting.

"Ooohhhh... Why don't we raise the pressure a little bit and see what happens?"

The fleshy cushions began rising up and down Randy's manhood. The friction coupled with the intense forces pushing on all sides was immensely satisfying. He was positive this was the worst Shelly could do, but from a glimmer in her eye, he discovered how wrong he was. Taking a deep breath, Shelly plunged her face into her massive cleavage as if bobbing for apples.

"Shelly! S-Shelly! What are you--MM!"

A tongue found his pulsating head before a pair of lips. As he pumped in and out of her chest, he was treated to a blow job within her cleavage.

"Mmmm... Mmmph!" Shelly moaned. The amount of suction she was able to apply was incredible. Randy felt as though she were trying to suck the orgasm from his body.

"Nnngh, God!!" Randy grunted. His hands clawed at the brick wall behind him. This curvaceous woman was going to make his cock erupt at any minute. He could never hope to withstand an onslaught such as this.

"Mmmmmmm!!!"

Her tongue twisted and curled with expert precision. The smooth, rock-hard firmness of his branching veins were a sure sign to Shelly that her prey was nearly finished. Pressing her hands deep into the sides of her chest, she applied maximum pressure and produced extreme suction. The result was Randy hardening and thickening beyond what he thought possible. Shelly's cheeks puffed as his head engorged to carry a massive load.

"N-Nnghh!!!! Ahh!"

"M-MMPH!"

SPLLCH!

Randy's eyes shot open and he looked down in time to see a pool of cum gush around Shelly's face where it pressed into her cleavage. She came up for air seconds later and inhaled deeply. Semen dripped from her visage, her mouth unable to contain his full load. A thirsty tongue did what it could to clean up the mess.

"My my..." she moaned, removing her chest from Randy's hips and using a hand to wipe her face, "That's a first for me! Felt like I was trying to keep up with a garden hose! I might have to do that again later; your cum was about the best I've ever had. It made my whole body tingle when I tried to swallow all of it! Next time you'll have to be inside me so I'll *have* to take it all."

Randy was still recovering from the massive release. He was about to say something until Shelly stood up.

SHRRIIP!

A tear opened on the side of her shorts. It made her stare at her body in confusion. "Do these clothes...look a little...tighter, to you?"

Taking in her full figure, Randy had to agree. The shorts were near-transparent with tightness and a bulging camel's toe was on display more than ever. Her tube top looked more like

a belt from how tight it was drawn. It was far too small to small to cover the entirety of her nipples now. The lab coat refused to extend beyond her hips with its long sleeves acting closer to those of a t-shirt.

Shelly giggled, showing no concern. “That’s what I call a reward for a job well done! *Mmm!* I can still feel your cum warming me from the inside! Where can I get more??”

A hissing engine from the street stole Randy’s attention. The bus had arrived. His eyes fell upon the woman at the bus stop. She seemed flustered, as if unable to figure out how to sit comfortably. The men were staring intently as well.

Visible tightness was assaulting her firm skirt. It looked as though its side zipper had begun releasing itself down her left hip. He could see the paleness of her thigh and what must have been the lace of her underwear. On top, the blouse was a mess of stress lines running across her bust. The buttons had been pulled open to reveal teasing windows to the cleavage below.

Randy was positive her clothes hadn’t been so ill-fitting when he first saw her, but as the woman rose to climb on the bus, he decided to think nothing more. There were bigger things to worry about.

He pulled up his pants in haste. “Ok, Shelly. It’s time to go.” Turning to her, he stared at what was certainly an indecent exposure citation just waiting to happen. “My house is just across the park. Are you ready?”

“If the day stays as exciting as it has, I’m ready to follow you anywhere!” Cum still dripped from her cleavage as she bounced excitedly.

Randy gulped. “Good to know...” Taking her hand, they rushed across the street and entered the park.

(. Y .) (. Y .) (. Y .) (. Y .) (. Y .)

“We made it!”

Randy pulled Shelly along by the hand. Though he was out of breath from running, she was gasping for air with far more difficulty. The increased shifting weight of her curves as well as the cable-like tightness of her borrowed tube top was taking its toll on her stamina. Every heavy footfall sent her tits and ass heaving and forced her to secure them with straining arms.

“Thank...God,” Shelly panted. It was hard enough running with her body in such a state. Her extreme arousal only made it worse. They jogged across a final street before stepping onto Randy’s front lawn. “Now let’s get inside so I can finally rip those pants off you and get that cock inside of--”

“*Randy! Hellooo!*”

A sultry female voice caught his attention. It was his neighbor spying him through an open gate in the privacy fence. Not wanting to be seen, Shelly jumped against the fence while Randy approached his neighbor. Luckily she hadn’t seen Shelly; she prayed no cars would drive by the front of the house.

Rady gulped. “How are you, Ms. Roberts?”

She was a notorious cougar. Tall, blonde, and curvy, she’d had her eyes on Randy since he turned eighteen. This hot summer day had called for nothing more than a revealing bikini to cover her body while she tended to her plants. Reflective droplets covered her cleavage and toned abdomen. Randy wondered if they were sweat or from the hose.

The woman smiled when she noticed his distracted gaze. Her ample F-cups were like candy to his hungry eyes. “Oh I’m just peachy. Thought I would water some plants before taking a dip in the pool and getting a little tan!”

Randy clenched his hands nervously at his side. Bumps from Ms. Roberts’ erect nipples were protruding through her bikini. “I-It’s...a good day for it!”

A questioning look came over her face. “What are you doing home so early? Shouldn’t you be in school?”

“I just uh...forgot something!” Randy lied. “My parents are out of town and I had to run home and grab it!”

From her hiding spot, Shelly stared at her schoolmate. An obvious bulge was tenting the front of his pants. It was more than apparent where his eyes enjoyed spending their time. “*Randy*,” she whispered.

“Would you like to come over for some lemonade?” Ms. Roberts offered. “I like to make it fresh...” Leaning forward, she gently lifted her breasts between her arms. “You can help squeeze my lemons if you would like!”

“U-Uhhh...” Randy very much wanted to accept the invitation. He’d thought about sinking his hands into Ms. Roberts’ chest ever since he was old enough to recognize their beauty.

“*RANDY!*” Shelly hissed louder. Jealousy was boiling within her. When he didn’t immediately say goodbye, she reached out and grabbed his hand. With the strength of an eight-foot-tall girl, she delivered a strong yank.

He almost fell off his feet. “I-I should be going,” Randy stammered. He wasn’t used to being pulled in every direction by buxom women. Shelly pulled again, making Ms. Roberts raise an eyebrow. “I’ll talk to you later, Ms. Roberts!”

“Call me Maria,” she hummed, watching him almost fly out of sight.

The front door closed behind Randy after he’d allowed Shelly to enter his house. There was no time to react before he was thrown into the door and two face-sized hands slammed on either side of his head. Shelly’s body bore down on him. Mammoth breasts like beach balls mashed into his face and swallowed him into her cleavage. Looking up, he could see Shelly staring down at him like a trapped animal.

“You *like* her,” Shelly growled. “Is that cougar’s wet body more exciting than *mine*?” She pressed herself harder into his, making sure to make him sink especially deep.

“Mmmph!” Randy tried to respond but no words were audible by the time they made it through Shelly’s cleavage.

“Sorry, I can’t hear you... Maybe I should check to see if you still like what you see.” A hand slithered down Randy’s trapped body to find the front of his pants. With surprising dexterity for their size, Shelly managed to undo his button and zipper. They fell with his boxers around his ankles.

A large hand gripped his erect shaft. “*M-Mmmph...*” Randy moaned.

“You feel pretty happy with it to me!” Shelly giggled and rubbed herself in circles around Randy’s head. Below, she massaged the head of his cock against the bulging ridges of her pussy. The spandex volleyball shorts were more of a thin second skin at this point.

“You can’t *possibly* be thinking about your neighbor when I’m like *this...* I’m about to *burst* right out of these shorts!”

Randy nodded quickly in agreement. The motions sent her chest wobbling up and down.

“Good. *Now let’s see what this body can do.*”

Elongated arms wrapped around Randy as if he were a doll. The breath was knocked out of him when she lifted and squished him into her chest. Several wet kisses covered his face from heated desire before she turned to the stairs. The steps creaked under Shelly’s bounding weight. Carrying her prize, she was concerned only with finding a bed to deliver her pleasure. It didn’t matter which; the first she laid eyes on would be more than enough.

A room at the top of the stairs to the left delivered what she sought. Randy recognized it as the guestroom, but for the next while, it was going to be his and Shelly’s room. She placed him gingerly on the floor while crouching as to not hit her head against the ceiling.

CRREEEAAAAK

The bed complained when she fell on her back. Massaging hands dove into her chest to quell their restless motions.

Standing at the foot of the bed, Randy’s attention had drifted elsewhere. Outside the window was a clear view of the neighbor’s pool. Ms. Roberts had finished her watering and taken to sitting in a recliner by the pool. The bikini top once so tightly drawn across her bust was draped over the chair. Lotioned hands groped and squeezed her breasts to coat them in a reflective sheen. The bright pink of her nipples was visible even at this distance. Randy wondered if Ms. Roberts knew he was watching, or possibly if she hoped something might come of it.

SHRRRIIIPP!!!!

A startling tear of spandex snapped him back to the enlarged task at hand. His cock throbbed in the air with delight.

Shelly was far too large for the bed. Even with her head against the headboard, her feet hung off the end to the point of brushing against the floor. Her legs were spread with her fingers clawing at the spandex shorts. A large hole had been forced open over her crotch. It was a window to the largest pussy Randy had laid eyes on. It bulged from the hole with swollen arousal and glistened with Shelly’s readiness.

“You just going to stand there staring?” she whispered. From the tone in her voice, Randy could tell her desire was reaching its peak.

He couldn’t wait any longer either. His mental fortitude had had it. They were alone with no risk of being caught. It was time to give in to his primal urges and this overgrown girl testing the limits of the bed.

Devilish thoughts came to mind. She’d had her fun with him in the supply room and alley. It was time for him to have a little fun of his own.

Randy lunged onto the bed. Shelly’s thighs suddenly seemed much larger when he was between them. Crawling over her body, he grabbed her breasts with both hands and used them to pull himself into view.

FWAP!

“Mmmm!!!” Shelly moaned when the tube top flung off their curves and snapped against her collarbones. “*My nipples are so...sensitive!!*”

Randy squeezed each of them. It amazed him how they were large enough to fill his hands. Hugging a massive jug in one arm, he stretched his lips around a nipple and applied suction.

“Mmmmmaaahhhh!!” Shelly bucked like a bull at the blow of pleasure. “*F-Fuck me!! Please!! What are you...nnngh!!...waiting for?!*”

Randy was happy to take his time; her cries of anguish were music to his ears. Sliding a hand lower, he sank it between her thighs until he caressed soft pink flesh. It was searing hot to the touch and coated his hand in fluid.

“*Randy... R-Randy... I’m already so wet!!!*” Shelly begged.

He wouldn’t hear it. Plunging all four fingers into her crotch, he began fingering the giant girl’s pussy in deep, massaging motions. A flaring clit throbbed against his palm.

“*Aaaahhh!!! Randyyyy!!*” Shelly screamed and grabbed at the covers. Her body was far too sensitive for this. Coupled with his tongue assaulting her three-inch nipple, fireworks were starting to ignite in the back of her head.

“*Mmmm.... M-Mmmm!!!*” She squirmed and whimpered. “*Fuck...F-Fuck me already!!*”

Randy only doubled down on his foreplay. Pink flesh throbbed inside his mouth. Her pussy grew hotter in his grasp. It felt as though his entire hand could slide inside of her if he weren’t careful. The size of Shelly’s pussy made him wonder how he could possibly hope to fill her in any satisfying way with the average-sized cock he wielded. His manhood tingled at the challenge.

“*Nnngh!!! NNNNGHH!!! Oooohhhhhh, Randyyyyyy!!!*” Shelly bellowed. When she arched her back he knew it was time. Grabbing a slippery grape-sized clit, he massaged it to deliver a torrent of pleasure into the girl.

“*NNNGGAAAHHHH!!!*”

Shelly's body rocked with an uncontrollable orgasm. Randy's mouth was forcefully removed from her breast when her curves bloated several inches. Thickening thighs closed around his hand. Underneath him, he felt her body stretch as a whole with several inches of growth. An orgasm had been enough to push Shelly to new heights.

"Oooohhhh... O-Oooohhhhhh..." she groaned. *"G-Get inside of me...please!!"*

Randy appeared over her heavily-engorged chest with a playful smile. "Not yet!" Clambering down her elongated frame, he knelt on the floor between her legs and spread her thighs. The sight waiting made his mouth water. This would be his first time going down on a girl, but the hunger-inducing sight removed any reservations. Randy couldn't resist.

"W-What are you going to do to--AAHHH!!!"

Randy's tongue writhed across her overly-sensitive crotch. Still recovering from her orgasm, the sensations made spots appear in Shelly's vision.

"NNNGHH TOO MUCH TOO MUCH!!!"

Massive hands grabbed at the sides of the mattress. It almost folded in half around her like a taco from Shelly's strength. From below, Randy glanced over her quivering hips to gaze upon the mountain range that was her bust. Each three-foot breast heaved back and forth with Shelly's rocking pleasure. Ripples crossed her skin. Even with her extra height, they were gigantic of her frame. Randy felt tiny between her legs in the shadow of her looming tits.

"MMMNNNGHH!!!"

Thighs clamped around his head like a vice. Something told him she was nearing the edge once more. Wanting to push her beyond the limit, he turned her clit around in his mouth with a rapid spinning of his tongue. It throbbed and swelled in size.

"TOO SENSITIVE!! T-TOO...MMMNNNGHHHH!!!! RANDYYY!!! YOU'RE GOING TO...T-TO MAKE ME...AHHHHH SOMETHING IS GOING TO HAPPEN!!!! I CAN'T HOLD IT!!!"

SPLLCHHH!!!

Hot fluid gushed against Randy's chin in pulsating jets. He released her clit only to stare into her pussy in time to receive a second dousing. Shelly's squirting continued for another handful of seconds before dying off and leaving him dripping.

"MMMNNNGHH!!!"

SWEEEEELL

In each ear Randy heard Shelly's thighs stretch. The prison of flesh enclosed around him when the orgasm caused another round of growth. Each thigh plumped like a tree stump. A bloating ass lifted her hips higher into the air. Across her belly, Randy watched her knockers shake and rise another few inches. Her nipples could never fit in his mouth at this point. Her yawning cleavage could swallow his entire arm before his hand emerged from the other side.

"OOOHHHH GOD MY PUSSY!!!"

Looking down, Randy watched her groin tremble and leak. It swelled between her thighs and out of the rip in her shorts.

“*R-R-Randy...*” Shelly whimpered. Panting gasps filled the room. She couldn’t wait any longer. Randy had tortured her for far too long. These were the pleading moans of a girl far beyond the simple desire of penetration. “*Get inside me now.*”

He couldn’t agree with her more. Standing up with her thighs bulging around his hips, he grabbed his cock and placed his head against her crotch.

“*Nnngh...*” There was surprising resistance, enough to make Shelly moan. She hadn’t been expecting him to make much of an impact at this point, but this was too good to be true. Rising onto her elbows, she stared at the cock knocking on her front door. Slowly her eyes widened at the monster when it spread her lips apart. “*Y-Y-You’re HUGE!!*” she gasped.

Randy barely noticed his enhancement. Focused purely on pleasing his classmate, he grabbed her hips for leverage. A veiny shaft multiple sizes larger than Randy on a good day was plunged deep into Shelly’s abdomen. It sank over twelve inches.

“*AhhhHHH!!! Ohhh you’re STRETCHING ME!!!*” Shelly cried out. She fell onto her back and strained as his full girth stretched the walls of her body.

SMACK!!

“*M-MMM!!!! When did you get so BIG?!*”

SMACK!!

“*OOOHHH GOD!!!*”

Randy started ramming her in rhythmic motions. Every ridge from his veins was felt sliding in and out of her tight entrance. Staring down in amazement, he could see the bulge of his head traveling up and down her body with every stroke. It filled him with confidence to know he could induce such an effect in a girl Shelly’s size.

CREEAAAANK

“*Ooohh!!! Oohhhmmmmmm!!!*” Shelly gasped for air. Her breasts smacked into her chin with each of Randy’s powerful thrusts. Her arms weren’t enough to contain their bloated forms. Shadows cast over her face from their size. Grabbing each nipple, she pulled and massaged her breasts. When pulled with all her strength, her breasts reached over four feet from her body and cried in taut arousal. Wrapping her arms around their bottoms, she found bliss in hugging her chest into her face and burying herself under her own jiggling flesh.

“*MMPPHH!!!*” Shelly screamed.

“*You’re giant!!*” Randy exclaimed. Such a simple fact didn’t need to be said, but saying it aloud gave him extreme pleasure. “*You don’t even fit on this bed!!*”

Massive legs fought on either side of him for a grip on the carpet. Shelly couldn’t take much more. As Randy neared his climax, his cock had begun hardening into a thicker girth. She writhed as it stretched her to her fullest and grew inside of her in preparation for release.

“*Y-You’re so thick!! Randy I’m not going to be able to hold...mmmm...all your cum!! God you’re going to FILL ME UP LIKE A HUMAN BALLOON!!*”

Deep inside her body, Randy could feel himself stretching with orgasmic engorgement. Every inch of his cock sang as it stretched.

“AAahhhhHHHH!!! OOHhh HERE IT COOOMES!!!! I’M GONNA COME!!! I-I...I’M GOING TO COOOOOOME!!!! FILL ME WITH YOUR LOAD!!”

SHRIIIIPP!!!

Unbearable tightness drove Shelly mad. Grabbing the pillow under her head, she easily began tearing it in two.

Randy was focused on a different source for the rendering fabric. Holes were shooting down Shelly’s shorts. The spandex garment was at its end. As her body plumped in preparation for his release, Shelly had found the shorts’ limit. It was as if every pump of his massive cock was blowing Shelly’s body up from the inside out. Randy’s imagination ran wild. Bulges of flesh escaped elongating tears before her ass and thighs proved to be too big.

BOOM!!

The shorts exploded off in a rain of tattered clothing. Such a sight was too much for Randy to bear. Watching her butt bloat to its true size and shape, he sank his hands into its pale depths.

“NnnghhHHH!!!!” His body couldn’t hold back any longer.

“AAHHHHH RANDYYYY!!!! FILL ME UP!!!! FILL ME UP!!!” Shelly’s pleas made the windows rattle.

His cock began bucking and warmth spread within Shelly’s body. It quickly flooded every bit of space around Randy’s manhood before there was no room left. There was still plenty of cum to left to contain. Eyes popping open, Shelly’s hands flew to her navel when the throbbing continued.

“OOHHHH... OOHhhHHHHH IT’S STILL COMING...!!!! I’m STREEEEETCHING!!”

A rounding bulge formed under her palms. It rose and grew. With wide eyes, Randy watched Shelly’s navel inflate with his cum like a balloon. He could feel the pool of fluid swirling around his cock as it expanded in size. Her navel reached the size of half a watermelon with her fingertips tenderly massaging its surface as it jiggled and heaved with extreme tightness.

“NNNGH!!!” Shelly grimaced as Randy’s releasing pumps slowed down. *“I...I don’t think...I can...”* Her navel shook, stretching larger with one final pump of cum and becoming drum-tight. *“Aaaahhhh I can’t hold it!!!”*

FWOOSH!!!

Cum gushed from Shelly’s crotch in a massive wave. It flowed around Randy’s cock and struck him in the pelvis. The ballooning mass under her hands deflated in an instant to leave her as flat and toned as before. *“MMMMNNGHHHH!!!”* The sensations of such a release made Shelly squirm and bite her lips to stifle animalistic sounds.

Once empty, Randy slipped free of her body. Both of them dripped with his cum but neither cared.

“C-Come...here...” Shelly gasped. She was too worn out to move.

Crawling onto her body, Randy traveled to her chest. As he lay between her cleavage, her arms wrapped around him in an embrace. They could both feel her body growing several sizes

larger from the final orgasm. Her knees hung off the end of the bed while her breasts engulfed Randy like bean bags.

He listened sleepily to Shelly's recovering breath.

"I don't know...what's going on with me..." she sighed, hugging him deeper, "But...*I really like it.*"

Together, they fell asleep from sexual exhaustion.

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

Shelly awoke in confusion. The room around her was unfamiliar as were the sheets and comforter tangled around her naked body. She would have jolted to her feet in a flurry if Randy hadn't been snoozing in her arms.

"Oh, right," she hummed. It wasn't often she got to enjoy being the bigger spoon. Though after what had happened to her body, considering herself the small spoon would have been laughable.

Shelly turned her attention downward to her frame. Its bed-testing glory had diminished drastically during her rest. Her feet no longer reached the floor. They did however hang off the end of the bed. Compared to Randy's body curled against hers, Shelly's best guess put her between seven and eight feet tall. Her limbs felt stretched and lanky despite the pronounced girth of her thighs. Stacked on top of each other like mounds of dough were her breasts. Randy's face had gently nuzzled itself into the cleavage of her fleshy basketballs.

"*God they're still huge,*" she whispered.

As tenderly as she could, she removed her arm from Randy and rolled onto her back. Two heaps of flesh jostled on top of her torso motion before coming to rest in front of her face like a pillow. Shelly used an arm to keep them from swallowing her chin.

"What the hell is wrong with me today?" she thought aloud. The blank whiteness of the ceiling offered a meditative state. Too large for her entire wardrobe, Shelly stared ahead and pondered what may be her new life.

In only a few hours, her breasts had managed to not only outgrow one of her favorite tops but also fill a supply closet from floor to ceiling. This alone would have been enough to make her head spin. The ordeal continued, however. After shrinking to a manageable size for no apparent reason, her body saw fit to spring up like a weed. Not one inch of her had gone unchanged.

Shelly absentmindedly explored her new breasts with squeezing hands. "I thought I was done with puberty years ago..." Thinking about the way her legs had crept longer and her curves blossomed made her shiver. "*I-It sure felt good though...*"

Running near-naked through the school, as well as downtown, hadn't been near as traumatizing as past nightmares made it out to be. It was exhilarating if anything. Having to scrounge together enough clothing to cover her enlarged body was as much a thrill as the growth

itself. “I can’t believe I actually went out in public like that!” Shelly scoffed at what remained of the ruined tube top and volleyball shorts.

Randy mumbled in his sleep and her heart fluttered. A pang of arousal struck her core.

They’d had sex.

Her eyes bulged. Shelly’s mind couldn’t come to terms with how fast she’d moved with this student. It was only this morning she barely knew his name! She had always been a fairly liberal city girl when it came to putting out, but what she’d just done for Randy was beyond easy. Randy could have sat motionless and she would have been begging to get him into bed.

“The hell happened to me...?” Shelly pondered. There was being horny and then there was whatever she experienced with Randy. She couldn’t explain it but there was something about him that she couldn’t help herself around. It was as if her body *wanted* to burst out of her clothing for him. She would think herself crazy if he wasn’t as buried under a giant pair of tits at the same time.

Being inside her own head was making Shelly uncomfortable. There would be time to figure out the cause of her growth later. For now they needed to figure out the next step. School was going to end soon and she would be expected home. What were her parents going to think when she had to duck to walk through the front door?

“*Nnngh...*” A groan fled Shelly’s lips when she rolled to the side of the bed and sat up. The room’s atmosphere was hot and muggy; a remnant of their past deeds. Hoping to refresh the air, Shelly leaned towards the wall and opened a window. A light breeze tickled her nipples into thumb-sized nubs. “That’s better,” she smiled, not wanting to wake Randy just yet.

SPLASH SPLASH SPLASH

Movement caught her eye. Down below was the next door neighbor, Maria. Shelly could recognize her skimpy bikini anywhere after she’d flaunted it so blatantly for Randy. It looked like she’d finished tanning for the moment and decided to take a dip in her pool.

SPLASH SPLASH SPLASH

“N-Nngh...”

Shelly turned to the bed. Randy was groaning in his sleep.

SPLASH SPLASH SPLASH

“Nnngh...”

He turned onto his back and began breathing heavily. Shelly stared at the stiffness overcoming his manhood. A meaty serpent had taken up residency on his pelvis and sat on his sleeping form.

SPLASH SPLASH SPLASH

“Nnnmmghh!”

Shelly’s eyes flashed when she saw Randy’s cock throb in his sleep. “Oooohhh,” she cooed with a grin, “Looks like you recognize the sound of your neighbor’s splashing! You wouldn’t happen to *spy* on her, would you? This window is *perfect* for watching a woman like that enjoy the sun in a bikini.”

Randy's reaction to Maria's swimming was entertaining. She couldn't blame him for taking in the sights; he would be crazy not to take advantage of the view with a neighbor like Maria. Watching his cock harden as a result of the energetic splashes was mesmerizing. It wasn't as large as when they'd had sex but given her diminished size, it was still more than enough to fill her loins. One look at his swollen member told Shelly it was the perfect size to satisfy her every need.

One of her fingers twitched with temptation.

"L-Look at that thing..." she awed. It dominated Randy's pelvis. Feeling naughty, Shelly extended a hand towards his shaft. The tip of her finger lightly brushed against its tight skin.

"*Nngh!!*" Randy grunted at her touch and his cock flexed.

"*A-Ahh!*" A flash of heated pleasure gushed in her core. Its movement startled Shelly as well. She withdrew momentarily and stared with panting breaths. "What...What was that...?" she breathed. She held her hands against her abdomen in confusion. She'd never felt stimulation like this. It made her heart race and her crotch ache. Extreme hardness plagued her nipples.

Reaching out again, she touched Randy's cock. She did not retreat when it reacted to her touch.

"*M-Mmm!!*" Shelly moaned when arousal flared in her body once more. As Randy moved in his sleep, she started massaging his cock. More stimulation brought more pleasure to Shelly's being, as though the harder Randy grew the more her body wished to erupt with orgasm. Handjobs had never been particularly pleasurable for her, but playing with Randy's sleeping member was driving spikes of utter delight into her mind. It was intoxicating.

"*O-Ooohhhh God...*" Shelly gasped. Slipping her fingers around his shaft, she fully gripped his cock and began moving in long strokes.

"*Nnnnnghhh...!*" Randy squirmed from her touch. He was getting harder by the second. Every vein pulsed against Shelly's palm. It was clear she was edging him closer and closer to orgasm, but as he approached the cliff, so was something inside of her.

"*M-Mmmm!!*" Shelly whimpered suddenly and groped her chest. It seared with heat. "*T-They feel so full!!*" She could feel her nipples throbbing without touching them. A part of her hoped they would expand and grow like before. Such a skin-stretching experience was mind-rending.

SPLASH SPLASH--

"*Ahhh!!*"

A scream from outside broke Shelly from her trance. Looking through the window, she could see Maria floating in her pool. The woman was treading water in place. Drifting on the surface was her bikini top. For a moment Shelly assumed Maria had decided to go nude. Then she looked closer; Maria's arms were wrapped across her bust. An expression of sheer confusion filled the woman's face.

"Wait..." Shelly ogled. A closer look at the woman's breasts startled her. "Are they...*bigger?*"

Even at a distance an increase in mass was evident. Maria was having difficulty swimming as she fought what looked to be two basketballs swelling off her front. Every second Shelly watched was another several cups bloating the neighbor's bosom. She seemed desperate to escape the water but refused to release her hold on her breasts.

"What the..." Shelly continued to stare. Losing focus, her hand slowed to almost a stop. Randy breathing calmed. In the yard below, Maria's reaction changed. She looked nervously from one breast to another as if expecting them to do something.

Shelly raised an eyebrow. "They stopped?"

"Nngh..." A sleepy moan of desire came from Randy.

"Oh!! *Crap!*" Coming back to her task at hand, Shelly started stroking once more. Randy's hands clenched into fists as precum leaked from his tip.

"*A-Aaahhh!!!*" Maria cried out below. It was happening again. Panicking, the woman hugged her knockers as they expanded within her grasp and spread her arm.

Shelly was invested now. The woman was flailing in the water and lugging what had become a pair of beach balls. It had to have been more than a coincidence that her swelling resumed when Shelly's hand-based efforts did as well. She couldn't explain it but the reasons weren't her concern for the moment; it was the woman displacing more water by the second. Curiosity got the better of her.

Shelly bit her lip. "What happens if I do this...?"

Shelly's stroking increased in speed and firmness. She could feel Randy's veins running hard under her fingers.

"*M-MY BREASTS!!*" Maria exclaimed. Skin was overflowing her grasp in giant heaps. Her hands failed to meet at the front and she was forced to sink them into the bloating sides of two spherical masses.

"Holy shit..." Shelly gawked. She delivered a teasingly-hard squeeze to Randy's dick.

"*NNGH!!*"

"*AAHHH!!!! I'M FILLING UP!!*"

Randy and Maria reacted simultaneously. Two mammaries over five feet across were overpowering their owner. Maria had no hope of overcoming their floating heaviness. As they bobbed up and down in the restless water, she flailed her legs and arms hoping to escape the wall of flesh pushing her back.

"*Sombody!!! MY CHEST!!!*" Maria yelled.

"*Nnnngghhh!!!*"

"Look at her go!!" Shelly's mouth watered with excitement. It felt like she was working a pump connected to the woman's chest. The more she stroked, the bigger she grew. "*She's blowing up!!*"

"*Nnngh!!! Mmmmmmm someone please!!!*" Maria whimpered against her chest. They refused to move against her meager force. From the window, Shelly could hear a massive amount of sloshing as her limbs beat against the fleshy bergs.

SQUEEEAAAAAK!!

“*Oh!!*” Shelly clapped a hand over her mouth in awe when Maria’s tightening chest wedged itself between the pool walls with an echoing screech.

“*NNGH!!!*” Randy’s chest rose and fell with rapid breaths. He was getting close. Whatever was going on in his dreams, Shelly was sure it was magnificent.

Although her hand was furiously jacking him off, her mind was focused solely on Maria’s engorging udders. Nipples like trash cans pointed to the sky atop her mounds. Wedged between the pool ends, her flesh began to bloat and rise like dough stuffed into too small of a pan.

“*I’m getting too fuuuull!!*” Maria pleaded. “*Ooohh no moooore!! I-I can’t take it!!! GOD I WANT TO COME!!*”

A white substance leaked from Maria’s nipples. It ran down her ten-foot-tall breasts in thick rivers to saturate the water and surrounding concrete.

“She’s filling with milk!” Shelly’s mouth watered at the thought. The sweet scent reached her within seconds. In her hand, Randy’s cock was hard as a rock. He was as firm as Maria was full. Each of them looked ready to explode in their own rite.

“*Oohhhhh I’m so full!!! Is this MILK?!*” Maria cried out in orgasmic screams of confusion. A wall of flesh vibrated against her face with creamy heat. It pushed her back through the water until she met with the opposite end of the pool.

There was no more room. Smooth skin filled the pool’s walls. Waves of water rushed out onto the lawn as her bust swelled down and up.

“*MMMMMM!!!*” Maria hugged the milky masses.

“*A-Ahhh!! NNNGHH!!!*” Randy gasped for air. His cock felt like a stick of lit dynamite in Shelly’s hand. She couldn’t take her eyes off the titanic udders outgrowing the neighbor’s pool.

GUUURRRRGLE

“*Nnngh!!! NNNGHH!!!*” Maria heaved as her chest sloshed and groaned. Milk sprayed from her nipples in misty fountains.

A familiar throbbing was taking over Randy’s cock as he thickened in approaching release. Shelly knew the reaction well. “*Uh oh!!*” she gasped. Squeezing his head to prevent a mess, she brought him over the cliff.

“*NNNGHH!!!*” Randy and Maria cried out together.

FWOOOOOSH!!!

Milk erupted from Maria’s bloated nipples in every direction. A shadow was cast on the surrounding yards when the sun was blocked by a cloud of milk. Moments later, the pitter patter of rain could be heard on the roof. Shelly watched in awe as the creamy torrent doused the area and coated everything in white. Floating on her back in the pool was Maria, gasping for breath from the exhausting ordeal. Her breasts floated above the water at their original size, innocent as ever as if they could do no wrong. The water around her had turned a foggy white swirling with cream.

Randy's throbbing stopped. Releasing her grip, Shelly pulled her hand away to find it coated in his load. It dripped from a quantity possible only from his enlarged balls. She admired her handiwork before noticing an increased weight to her own body. Looking down, she saw her breasts had swelled to brush against her thighs. Likewise her ass had enough girth to make the mattress creak from her weight and gift her several extra inches in height when sitting. Shelly paused.

The connections were too obvious to ignore. It was obvious Maria's lactation was directly tied too the stimulation applied to Randy's manhood. Not only that, but the additional effects on Shelly's own body were more than evident. Only now after tearing her focus away from Maria did she realize her pussy was dripping from orgasm. She was sweating profusely and her curves sang with swollen tightness.

She stared from Maria, to her own body, to Randy. There was no denying it; somehow, he was the cause of her growth. He'd brought her tits to fill the closet. He'd turned her into a jiggling Amazon. He'd filled Maria's boobs with milk like a pair of giant balloons. Shelly couldn't begin to explain it, but Randy was the cause. There was no other explanation; this sleeping boy was somehow affecting the bodies of the women around him.

She considered what to do about it. Did he know what he was causing? Did he have some form of control? How far did this ability extend?

Shelly's curiosity was too great for her to be angry. On the contrary, she was giddy with excitement. Eyes shining, she climbed onto the bed and swung a heavy leg over Randy's hips to straddle his cock. He roused sleepily below her, much of his body hidden from view by her wobbling breasts.

"Wake up, Randy..." she cooed, rubbing her slick crotch up and down his shaft, "*I have some questions for you.*"

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

Meanwhile, as Shelly and Randy are meeting each other for the first time in the school supply closet, Shelly's parents are about to experience Randy's influence over reality as well.

An opening garage door startled Margaret. Watching through the kitchen window, she was surprised to see her husband's car gliding down the street before turning into their driveway. It was nice to see a smile on his face, something not usually present on Don's visage after their hectic move to the country.

The door opened to reveal the tired manager. He entered his house to find Margaret washing dishes in a sink piled high with suds. The scent of ingredients yet to be transformed into meatloaf sat on the air to tease his taste buds.

"Dan?" Margaret smiled over her shoulder to see him place a jacket over a kitchen chair. "You're home early! Is everything alright at work?"

Slight concern tinged her voice. They had only moved within the past month after Dan's quest for a higher-paying managerial position. His coming home early could only be good or bad news, and they don't usually give out promotions within the first month of hiring.

"Everything is fine!" Dan stretched his arms overhead and loosened a tie. "I've been working such long hours, I figured it was time to take a half-day and catch my breath."

Dan approached Margaret and embraced her from behind. Her outfit was a favorite of his: jeans with a long-sleeve v-neck. Several buttons clasped themselves across hidden C-cup cleavage. A wandering hand played with one, popping it open to brush against the warm mounds below.

"Are you sure you didn't just come home to cop a feel?" Margaret teased while wiggling her butt against her husband's groin.

Dan squeezed a breast before kissing her lovingly, first on the neck then on her waiting lips. "I'll admit it crossed my mind once or twice." He released his embrace. "I'm going to take a quick hour nap then I'll be down to help you with dinner. Maybe I'll surprise Shelly and pick her up from school."

"I think she would like that!" Dishes clanged in the sink as Margaret continued washing. "Have a nice nap, honey. I'll wake you up if you go too long."

Tired footsteps could be heard upstairs before the creaking of their bed. It wouldn't be long until Dan's snoring would vibrate the windows. After so many years of marriage, Margaret found the sound oddly comforting.

"That man..." she sighed, happy to see him settling into his new job.

Margaret continued washing dishes while staring out the kitchen window. It was a beautiful summer day brimming with sunshine. It was the time of year where the windows could be left open to leave the house at a comfortable temperature.

"Did you hear what Mike said to Carly the other day?"

Margaret turned her head towards a rhythmic slapping of shoes. Two women were jogging along the sidewalk past their house.

"Oh no, what did he say this time?" the other girl groaned.

"*Nice top. I would love to see what it looks like on my floor,*" the first girl quoted.

"*He didn't!*"

"Can you believe that?!"

"Well to be fair, she's been walking around with a couple of giant honeydews on her chest since her 'time off'. All the guys have been ogling her."

"I know! It's like suddenly there's a giant pair of new, fake boobs and their monkey brains just take over! They don't even look in my direction anymore, which is saying something."

Margaret found their conversation enthralling until the point their voices faded away. It was hard to believe any man could ignore the women bouncing by her window; each one had to

wear two sports bras to contain their assets. Yoga pants stretched taut over their lower halves revealed plump rears and thighs toned from strict workout schedules.

“How could anyone ignore women with bodies like those...?” Margaret whispered. “They look like goddesses...”

The images of their breasts remained in her mind. Estimating each of them to be at least F-cups, it was difficult not to feel a pang of envy when looking down at her own average-sized breasts. Margaret was no stranger to such feelings; she’s harbored them since puberty when her friends’ bodies filled out gloriously through high school and into college to leave her feeling inadequate. Dan never made her feel unattractive and she knew he adored her body, though she always had a feeling he wished there were more to squeeze. Even when breastfeeding Shelly, she was gifted only an extra cup.

As she pondered what life may be like to have to stretch her shirt over her chest every morning, Margaret felt a wave of warmth rising from her core. At first she thought it was only the sink water getting to her, but the warmth continued to intensify.

“*O-Ooohh...*” Moaning, Margaret tried to endure the bubbling heat. She put a soapy hand to her head and swooned. “*What’s...What is this...?*” It couldn’t have been menopause, there were still a dozen years until such a possibility. Fears of an approaching cold or flu seeded themselves in her mind.

She leaned on the edge of the sink and breathed deeply. “*God, I hope I’m not getting si--Mmmngh!!!*”

A stifled gasp of surprised delight shot through the kitchen when Margaret’s body ignited with pleasure. The heat inside her churned within her core like a swirling sun sending pulsing mountains of warmth across her frame.

“*Oooohhhhh... O-Ooohhhh my God...*”

Margaret had never felt herself become so aroused in such a short amount of time. The pressure of an angry volcano was mounting within her body.

“*What’s... Mmmngh!!! Why am I getting...so hot...?!*”

Panting and dripping with sweat, Margaret turned her attention downward. Intense breaths lifted her breasts up and down like a sexy carnival ride. The longer she stared at the cotton stretching over her bust, the tighter it seemed to pull and the higher her breasts seemed to rise.

“*M-Mmngh... Mmmngh!!! Aahhh!!*”

Every pulsating wave of heat enveloped her body. Coming in time with her rapid breaths, Margaret watched her breasts rise from her torso in quick surges. Each mound bloated in bursts as if an invisible force were swelling her frame with blasts of air. Flesh rose over her bra cups and pushed into the front of her shirt, outlining the shape of her undergarment.

“*O-Oh my!! Oh!! Ohhh i-it’s... They’re actually... Are my breasts actually grow--MMMM!!*”

The sensation of her underwire lifting away from her ribcage was orgasmic. As her bra tightened across a pair of melons and squished her flesh tight and round, Margaret struggled to control herself. The remaining buttons spread apart to show cleavage quickly rising to her face.

SSTTRRRRRRTCH

She expected to hear her bra struggling for life. What she did not expect was the sound of denim tightening across her ass and around her thighs. Having to crane her neck and look around her swelling bust, Margaret saw the sides of her hips turning into shelves of flesh arching from her waist. The lace of her panties rose atop her hips from her jeans, digging into her curves like floss to dough.

Wrinkles shivered and vanished from the fabric across her pelvis and thighs. Filling her jeans to the breaking point, she felt them constrict and draw firm as a drum. Still her engorgement continued unabated. Not even rock-hard denim could contain the pressures welling within her body for long.

“M-Mmnggh... They’re getting tighter!!” Margaret bit her lip and ran wet hands across her ass. It refused to indent. No space existed between her thighs. The front of her jeans felt ready to explode at the zipper from how packed it felt jammed against her throbbing crotch.

CCRREEAAAAAK

The sound of a tortured bra was music to her ears. Turning back to the heaving globes on her front, Margaret was shocked to find them blown to beach ball proportions. Massive heaps of flesh filled her shirt and overflowed its bounds. Nipples resembling fists jutted into her bra cups.

POP!!

POP!!!

Each button shot into the air. Stuffed and constrained, her cleavage bubbled against her chin. The strength of her bra was awe-inspiring as it stood against every surge of chest-swelling growth. Heat from the dishwasher below caused steam to accumulate on her exposed underboob. Rubbing their tightening bottoms and marveling at the firmness caused by her bra, Margaret thumped her skin and felt the force bounce around her tits.

“M-MMNGH!!! They feel so FULL!! How big are they going to--”

SNAP!!!!!!

SPLASH!!!!

At the death of her bra, water gushed from the sink when her chest landed within its depths. Big enough to fill each side, Margaret’s flesh bulged out of the steel frame and sang from the heat of the fluid.

“MMNGH!!!! Yes!! YES!!! KEEP GROWING!!! They feel so sensitive!!! I-I could come!!!”

A sliver of skin peeked between her socks and jeans. The room started to spin. Not understanding why she felt so dizzy, Margaret watched the sink and floor pull away. Her torso elongated until her chest lifted from the sink to hang as two massive, dripping knockers reaching two feet in front of her.

“I’m growing EVERYWHERE!!” she exclaimed with joy, realizing her height was increasing. Kitchen cabinets came below her eyes as the ceiling neared. The jeans stretched and pulled up to her knees. Bulges of skin oozed from over her waistband as her rear tried to escape from above. The denim turned a shade of white from the stresses applied to its strands and seams. Feeling her blossoming curves constrained to such a small space was heaven on earth.

“Why...Why is this happening to me...??” Margaret gulped against a dry throat. Gathering her bust in one arm and massaging a giant nipple with the other, she gazed at her continuing transformation. *“Why am I...blowing up?? My entire body...IS SWELLING!!! I-I FEEL LIKE SOME SORT OF HUMAN BALLOO--”*

POW!!!

POW POW POW!!!!

“MMNNGHAAAHHH!!!!!!”

Margaret’s jeans split open like ripe fruit. Bursting at the seams, they exploded on either side of her thighs to release pale masses of flesh bulging into the open. The sheer size of her tree-trunk legs was enough to rip her pants further until the thick design of her waistband stopped them in their tracks. Skin billowed from either side of the destroyed denim as if she were a butterfly ready to emerge. There was no sign of her lacey underwear as it had been swallowed into the depths of her curves, drawn thin and useless by the size of her growth.

THUMP!!

“OW!!”

The ceiling connected with her head. Leaning forward, Margaret felt her growth approach a climax. Nothing remained of her clothes to break. In a matter of minutes, her body had managed to grow into a towering mountain of feminine beauty dominating their kitchen. Her breasts alone could have crushed the kitchen table if it were tasked with their weight.

“B-Bigger... BIGGER!!” Margaret pleaded. Heat flourished within her body to make her scream with desire.

SHRRRIIPP!!!

“AAUGH!!!”

The crotch of her jeans shredded open against her pussy. Leaking and engorged with arousal, it squished into view from behind the remaining strands holding her modesty together. The soaking remains of her panties sat hidden between her lips and flossing against her clit.

“M-Mmmm... MMMNGH....!!”

The heat from her core was searing. Margaret whimpered against the end of her growth and the sexual needs it pounded into her brain. There was only one thing she wanted. Gasping for air, she stumbled away from the sink. Her balance had left her for the time being after having grown over nine feet tall, but the walls were sturdy and provided assistance.

CRAAAAAACK!!!

Door frames heaved upon meeting her curves. Breath almost steaming, she pushed herself out of the kitchen to leave the entrance in bowed shambles.

“D-Dan...!” Margaret moaned from the bottom of the stairs. “Dan! I-I...I NEED you! I need--”

THUD!!!!

The house shook when she fell. Flesh bulged under her weight and she hugged her chest under her like giant bean bags. What remained of her jeans exploded from her hips as the waistband snapped like a rubber band.

“MMMMNGH!!!!”

Uncontrollable desire fell over the woman. Scrambling up the stairs on all fours, the house creaked and shuddered.

WHAM!!!!

A doorknob embedded itself in a wall when the door to the master bedroom was thrown open with the force of a charging rhino. Dan jolted awake under the bed cover. “*What in the hell is hap--*”

He stared with wide eyes at the looming woman squishing herself through the door. With a pair of tits and ass capable of filling their bed, their owner had no hope of leaving the room intact.

“*M-Margaret...*” he whispered, staring at the dripping knockers heaving closer by the second. He didn’t have time to inquire about her growth before an enlarged hand was upon him.

Grinning from over the breasts pinning him to the mattress, Margaret growled, “I really hope you’re naked under those covers, Dan... *I don’t think I can wait another second.*”

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

Innocent moans of sleep and sexual satisfaction filled Randy’s guestroom. He’d never spooned anyone before, and certainly never been spooned, though as he roused from his orgasm-induced slumber, he found Shelly’s arms wrapped around him and her mammoth frame pushing against his back. The warmth of such a position brought sweat to his brow but he didn’t wish to leave. It was as safe and comfortable as he’d ever felt, especially with Shelly’s watermelon knockers engulfing his head and neck.

Randy took a moment to look around. The past several hours were a blur. It took several beats before he remembered they’d come back to his house, followed soon after by a flood of graphic images of the perverse sexual acts they performed in his guestroom. Thinking about what they did to each other made him blush.

The sun was low and within several hours of setting. School had ended long ago without their presence. Mystified by a strangely sweet milky scent wafting into the window from the neighbor’s yard, Randy wondered if any teachers had been confused to find Shelly’s destroyed clothing in the supply closet.

“*M-Mmnggh...*” Shelly roused from Randy’s motions. Wrapping her arms tighter around his body, she pulled him deep against her curves like a teddy bear. “Welcome back, sleepyhead,” she giggled.

Something hard and plump pressed against his shoulders. Randy was certain it was Shelly’s nipples. “Did we fall asleep? How long were we out??”

“*Mmm I don’t know!*” She chuckled once more. “Hey, did you know you talk in your sleep? You say *all kiiiiinds* of things. You’ve got a dirty mind, mister.”

“I-I can’t help what I say when I’m asleep! It’s probably just because we--” Randy stopped, unable to say it out loud. “It’s probably just because of what we...you know...what we did before we...took a nap.”

“You mean when I jerked you off?”

Randy grew hot and shrank into her boobs. The sensation of her giant hand still lingered on his shaft.

“So shy for such a big guy!” Shelly squeezed him, teasingly running a finger along his member. “You’re cute.”

The day felt like a dream. Between watching Shelly’s breasts fill a supply closet to the brim, watching her outgrow her clothes as she blossomed into a looming giantess, and finally receiving a hand job from what could only be considered a living goddess, he didn’t know what to think. At any moment he expected to awaken and find himself passed out on the bathroom floor from slipping in a puddle.

As impossible as it all seemed, the massive knockers against his neck and the thighs cradling his lower body were too soft and too warm to be an illusion. The scent of Shelly’s lust leaking from her crotch was too powerful to write off as mere hallucination.

“Shelly...?” he asked.

“*Mmmmmmm, yeeees?*” Her hand grabbed his balls. “*Full again? Need to be emptied?*”

He squirmed, having to tear himself out of her arms before the succubus could entice him any further. Finding freedom, much to Shelly’s disappointment, he rose from the bed and took in her naked figure posing before him. So much naked, womanly flesh had never graced his eyes. Her pussy appeared trapped between two thighs as big around as his waist. Two bloated tits sat stacked on top of each other, hugged under a loving arm.

“S-Shelly...” Randy started again. “What do we do now?”

“Hmm? About what?”

He gestured simply to her obscene size. At seven feet tall, she was a monster in the room. Shelly glanced down at her body. It couldn’t have been further from her original figure. “Oh... Right. I can’t exactly go outside like this... And my old panties wouldn’t get past my knees, much less hold my pussy. Not to mention my bra probably wouldn’t even cover one of my ni--”

She paused to see Randy’s face turning beet-red with embarrassment. Rising to her knees, she knelt in front of him on the bed.

“No need to be shy! Not after all the fun we had today... I don't mind what you see or do to me.”

Randy gulped. The situation would be quick to spiral if he didn't do something.

“I-I-I think some of my mom's old clothes might fit you! You could put some of those on so you can at least leave the house and buy something that fits. Maybe we could find a doctor?”

“Ha! And say what? *Hey, Doc, my boobs filled an entire room and then I turned into a giantess. Is this just late puberty?*”

“Well... This isn't exactly normal! You've doubled in size! More than doubled in some places!”

Shelly wasn't about to be swayed from enjoying her new body. Staring at Randy's hardened manhood, he licked her lips. “Trust me, there's a reason this is happening... And it's no second puberty. I *could* use some clothes though, if the offer is still open. Does your mom really have clothes that would fit *this*?”

Randy jumped at the opportunity to escape the tempting sex cloud. “Sure! She's pretty tall. Let's go check!”

She followed him out of the room. “Just something so I can get to the mall and buy some of my own. Who knows how long I'll be like this... You wanna come with?”

“To the mall?”

“Of course! A second pair of eyes is always good. You know...*in the fitting room.*”

Arms wrapped around Randy from behind.

“*What do you say? Help a girl find some cute new bras for her big new knockers?*”

It was surprising steam wasn't coming out of his ears. “S-Sure!”

“It's a date.”

Escaping her clutches once more, Randy led her into the hall.

“The attic should have a lot of old clothes my mom won't miss.” He pulled the ladder down and switched his gaze back and forth between the storage space and Shelly.

“You...uh...might want to stay down here. There isn't a lot of space in the attic. My mom doesn't even fit up here.”

“So rude!” Shelly gasped in feigned insult. “Acting as if I might fall through the floor!”

Grinning at each other, she watched him ascend the ladder and vanish into the darkness. Footsteps pounded overhead before boxes started shuffling around.

“Find anything?” Shelly called.

“Some old sweaters!”

“I'll give 'em some sweater meat!”

“Still looking for pants! And...uh...bras and underwear.”

Shelly's mind wandered as he continued his search. Inspecting her body, she thought it odd that she hadn't yet hit her head against any doorways or ceilings, nor did she remember having to duck.

“That's kind of weird...” she hummed, approaching a doorway.

Even at her gargantuan size, the frame hung overhead with plenty of clearance.

“There’s no way these are normal-sized doors...” Shelly reached her arms to the ceiling and found it impossible to touch. “It’s like this house was made for a giantess...”

A row of family photos hung on the wall. Shelly paid them little mind until something peculiar caught her eye. Following them through the years from Randy’s parents’ wedding to the present, she discovered a strange pattern.

Prior to Randy, his mother reached no higher than his father’s shoulder. However, around the time where Randy appeared to hit puberty, her height skyrocketed. Shelly would have thought she was standing on stilts in the photos if not for her skirts. Ample curves hung heavy on her frame, outclassing even Shelly’s.

“Holy tits...! His mom is freaking *stacked!*”

“You say something??” Randy called from the attic.

“N-Nothing!”

Shelly stared at the most recent picture. From the looks of it, Randy’s mother was likely the most well-endowed woman in town no matter which asset she ogled.

“She’s pretty tall, huh?” Randy said, coming down the stairs with a box in his arms.

“*Tall?? She’s HUGE!*”

“Yea... Dad thinks there’s something in the water that caused it. Good thing too; we wouldn’t have any clothes that could fit you, otherwise! I think I found something for you to wear!”

“Riiight, something in the water,” Shelly grinned, eyeing Randy curiously.

THUD

He dropped the box to the floor and dug into the contents.

“It’s a little warm out, but this sweater should fit fine, this skirt should go past your knees, and...” He stared at a pair of underwear and an old worn-out bra at the bottom of the box.

“Those will work!” Shelly grinned.

She accepted the garments. Randy tried to look away as she dressed, but found it impossible to ignore the sight of the girl’s enlarged body’s hypnotic movements.

SNAP!

Panties dug into her hips and butt, accentuating her girth. Taut lace cradled a swollen pussy between her thighs.

“Heh, your mom has good taste in panties,” Shelly teased, running a finger under the elastic.

When it came time to don the bra, Shelly was amazed to find extra space in the cups despite her swollen mammaries.

“Holy shit... Dude, your mom’s tits are *huge*. I don’t even fill this thing.”

“C-Can we not talk about it? She’s my mom...”

“Right, sorry... That’s gotta be awkward.”

Shelly finished dressed moments later. Clothed shoulder to knee, she was more than presentable for the public eye. Together they left for the mall, all the while Randy pondered what their next step would be.

They arrived within the hour, gracious to find few people in the department stores.

“Hello! Can I--” A clerk welcomed them before catching sight of Shelly. Her eyes came level to her nipples. “C-Can I help you find anything today?”

Shelly smiled warmly. The clerk was curvy for her size, though flat in comparison to Shelly’s girth. Seeing such a difference brought a strange sense of pride. “I was hoping you could help measure me for some new bras?”

“Uh...” She ogled Shelly’s massive bust and wondered if her measuring tape would be long enough. “C-Certainly! Follow me.”

Moments later, Randy sat outside the women’s fitting rooms while the clerk saw to Shelly’s needs.

“Ah! That’s cold!!”

“Sorry! It won’t take long!”

“Mmmngh...” a moan drifted free.

“M-Ma-am? Everything alright?”

“Sorry... They’re really...mmngh...sensitive...”

Randy’s face grew hot as he imagined a measuring tape sinking into Shelly’s breasts and the clerk struggling to get an accurate reading.

“Hmm. Looks like you have a bust circumference of...oh my...” The clerk gulped.
“E-Eighty fo--”

Randy’s cock throbbed in his pants.

“Mmmngh!!!!” Shelly groaned.

“Ninety! N-Ninety inches!”

“Mmmm they’re bigger than I thought...”

“I-I’ll need to find you a larger size. Hang on, I’ll check in the back.”

Randy was startled when the clerk rushed out of the fitting room. Flustered and blushing, she could be heard mumbling, “Ninety inches?? How does anyone have ninety-inch tits?!”

“Randyyyy!”

A voice called from the fitting room.

“Randyyyyyy! Can you come here??”

Trying to shrink down and out of sight from anyone who might be watching, he slipped into the changing area. Shelly could be seen at the back as her head brushed against the ceiling and her breasts stood exposed over the top of the swinging doors. She grinned when he approached.

“What color of lingerie do you like...?” she cooed.

“L-Lingerie?? Shelly, are you even old enough to buy something like--Whoa!”

A long arm reached through the doors and pulled him into the fitting room by the collar. She stood before him clad in a bra, leggings, and garter several sizes too small. Black lace decorated her plump figure and sank into her skin. The bra, a dozen sizes too small, caused her breasts to bulge in all directions.

THUD!

Randy fell against the mirror when her body pushed him back.

“S-Shelly!” Her chest felt warmer than ever and bulged against him as she breathed hot and heavy. *“The clerk is going to come back any--”*

“What do you think of black?” Shelly’s breath was laced with desire. Pinning him in place with her body, Randy thought he could feel her mass increasing. *“Do you like my giant, swollen curves wrapped in black lace?”*

STTRRRRTCH

“Mmmgh!!! Uh oh!! Looks like you might like it a little too much!”

SSTTRRRRTCH

Shelly’s body bloated and stretched. Adding several inches in all directions, she swelled into the tortured lingerie like a balloon. Massive tits swallowed Randy’s face in heat as he stared upward at her gasping face.

“Mmmgh!! Mmmnng!!!! Randy!! Y-You need to calm down! You’re making me--”

The clerk returned. *“Miss? I couldn’t find that particular set, but I did find--”*

CRREEEAAAAA--SNAP!!!

“WHOOPS!?”

Lace and elastic exploded from Shelly’s body. Rendered naked and eight feet tall, she pushed her leaking crotch against Randy’s chest. The clerk stood in horror at the scene of the girl ready to burst out of the fitting room and the distressed boy pinned between the wall and her stomach. Seeing the girl grown to such an impossible size almost made her own bra and underwear feel tighter.

“I can pay for that...” Shelly giggled. *“C-Could we maybe try something a few sizes bigger, please?”*

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

It was strange to act so normal after the eventful day Randy and Shelly had experienced. Having startled a fitting room clerk to the point of nearly fainting, Randy had rushed out of sight until Shelly’s fitting was completed. She found him sitting in front of the store watching people go by.

“You look like you cooled off!” Shelly giggled, approaching from behind. *“I didn’t make you *too* excited in there, did I?”*

Looking up, Randy was taken aback to see Shelly somewhat resembling her former self. Having some time away from her and taking time to relax had apparently done wonders for both of them. “You’re smaller!” he exclaimed.

“Right??” Looking herself over, Shelly posed in an enhanced wardrobe consisting of a tight low-cut t-shirt and a long skirt that hung half as low as designed on her enlarged frame. The cleavage on display was nothing short of mesmerizing. “I’m still more than a foot taller than normal, and my boobs feel ready to pop out of my new bra, but I fit in regular clothes again! That poor dressing room attendant... I don’t think I’ve ever seen anyone so confused!”

Randy nodded. “She probably thinks she’s dreaming.” He certainly felt as though the day had been a hallucination.

“Hungry?”

“Huh?”

“Are you hungry? We skipped lunch and dinner! You must be starving!”

An empty pit in Randy’s stomach immediately began nagging at him. With all the excitement, he never realized he’d forgotten to eat.

GRWWWLLL

A rumble drifted from his abdomen, making Shelly laugh. “Come on, let’s hit the food court before it closes!”

Finding several slices of pizza, the duo agreed it was best to sit on the second level overlooking the many food stands given Shelly’s enlarged appearance. Most people preferred to sit below, and as evening approached, Randy and Shelly found themselves the sole occupants of the upper seating area.

“This is kind of cool...” Shelly whispered between bites. “Like we’re watching a boring private play or something.”

Randy didn’t know what to say. Sitting next to her, he felt as though their ordeal had transformed into a date at some point. Given Shelly’s enhanced figure and striking clothes, it was difficult not to be smitten.

“Can you believe my chest was big enough to trap us in the supply closet a few hours ago...?? Doesn’t even feel real at this point!”

Randy choked on his pizza. It was an image he’d forgotten about after everything else they’d been through.

“I wonder if anyone saw us... I was *huuuuge* when we left school. The chances that *nobody* saw you running away with a half-naked giantess are pretty small.” Shelly nudged him with her elbow. “There might be some rumors going around about us!”

“I-I hope not...”

Shelly pursed her lips. Over the course of the day, she felt she’d gained a good idea of what was causing her transformations. Randy, however, remained oblivious to his influence on her and other women’s bodies.

“Hey,” she whispered, “why do you think I started growing like that?”

Randy turned deep red, averting his eyes from the cleavage she was teasing before him. “I-I thought you might have been allergic to something! Or maybe I’m in a weird dream and this isn’t even real?”

“Mmm, if this is a dream, your sheets are going to be a *mess* when you wake up, huh? Especially after everything I’ve done to you today!”

“*S-Shh!*!”

STRRTCH

Shelly trembled when her chest ached and swelled outward, testing her new bra. “*Mgh!*” As flustered as Randy was, his inner desires couldn’t be overridden. It was time for her to test her theories. Hiding her excess growth, she scanned the food court below.

“Oh!” she gasped, pointing to a group of girls drinking smoothies and eating mac and cheese at a table. “I think they’re from our class! Isn’t that Kate and Laura??”

Randy looked, happy to have the subject change. From their vantage, he had a generous view down their shirts. Neither girl was nearly as big as Shelly, but their breasts were large for their frames. Seeing his classmates in such a setting made his blood pump.

“Those are cute outfits they have on...” Shelly whispered. “I like Kate’s jeans! Awfully tight though... And Laura’s skirt is soooo cute! What color panties do you think she has on under there?”

“W-What??”

“Or better yet, what size bras do you think they wear?” Shelly moved her chair behind Randy’s and placed her hands on his chest. Whispering into his ear, she added, “I’ll bet they’re both *at least* DD cups. Looks like they’re wearing push-up bras too...”

Randy shifted in his seat. “M...Maybe... Should we really be talking about this??” He stared down, entranced by the girls’ enhanced cleavage. The more he looked, the plumper their curves seemed to be.

“Why not? They can’t hear us!”

ZIIP!

He didn’t notice when Shelly opened the front of his pants. A skilled hand slipped into his boxers to grasp a hardened cock. Teasing with her fingers, she egged him on.

“*They’re pretty cute... What do you think they would look like if their boobs were even bigger?*”

“I-I...”

“*Look at Kate... Her chest is smaller than Laura’s, but her ass is amazing!! I would wear skinny jeans too if mine looked like that! How long do you think that denim would last if she started growing?*”

“*Nngh...*”

Randy’s cock throbbed in her grasp. Below, Shelly saw Kate shift in her seat and tug at her pants.

“Can you imagine those seams blowing out? What if her thighs grew like mine did earlier?? Getting so thick that she couldn’t even walk properly! I’ll bet she’s wearing a thong, too. A big, swollen ass would swallow that thing up even more than it probably already does.”

“Mmgh... S-Shelly...”

Kate’s expression was changing by the second. Confused, she continuously glanced at her legs and tried to shift her position. A muffin top was bulging over her waistband. Even from their vantage point, Shelly could see she was struggling to stay contained within the constrictive garment.

“And we can’t forget Laura! In that skirt?? That thing wouldn’t have lasted five minutes on me!”

Laura jolted and looked around as if she’d heard her name. Subconsciously, she pulled her skirt down her legs and wondered why it wouldn’t drape over her knees like normal.

“What color panties do you think she has on under there? Blue...? Pink...? I can tell you they’re soft and lacey based on what I’ve seen in the girls’ locker room!”

“Mmgh...!” Randy groaned, swooning at her talk. He was mesmerized, unable to look away from the girls below. They looked more voluptuous every second, though he was certain it was just his mind playing tricks.

“Just imagine Laura’s ass swelling up... Her hips getting so wide that her skirt just can’t even cover her anymore! Her cheeks getting soooo big that you catch glimpses of those cute little panties hugging a sopping wet pussy.”

“K-Kate...?” Laura whispered below.

Breathing through her mouth as her jeans tightened around her body, Kate bit her lip.
“Nngh! Yea?”

Laura pulled at her skirt. It felt stuffed with her curves as it refused to reach beyond mid-thigh. *“Do you feel like it got really hot in here??”*

“I... I don’t know... I feel like I’m--”

POW!!!!

“EEK!”

A sound like a firecracker shot through the food court when a seam burst on Kate’s thigh. Both girls wobbled unsteadily in their chairs atop their swelling rears.

“W-What the?!”

“Kate! Your jeans!”

Shelly watched with glee. This was enough to prove her hypothesis, but she wanted to keep pushing Randy and his latent abilities.

“Wow... Is it just me, or do they look kind of bottom-heavy??” she whispered.

Randy gulped. *“T-They were...always that big...weren’t they?”*

“Hmmm, I don’t know... Kate’s jeans look ready to explode! Maybe She’s allergic to the same thing I am!” Chuckling and stroking his shaft, Shelly added, *“It’s a good thing their tits didn’t start blowing up too, huh?”*

CLATTER!!

The girls dropped their forks and hugged their torsos. Flustered and hot, they looked around in confusion.

“Just picture it... They’re already pretty big! If they started swelling up, there’s no telling what could happen.”

“M-Mmmgh!” Randy trembled. He hardened in her grasp. Veins pulsed over his manhood.

“L-Laura??”

“What’s happening to us?!”

Shelly grinned and began stroking faster. *“Is it just me, or are their shirts getting tighter? There’s a looooot more cleavage than there was a second ago! Uh oh, you don’t think their tits are growing, do you??”*

“They... They could be...”

Below, the girls’ busts were outgrowing their bras at a rapid rate. Cups poured into the straining garments as their curves engorged.

“Kate!! Y-Your boobs!!!”

“Mmmgh!!! I feel weird...!!!”

Nibbling Randy’s ear, Shelly was ready to push him to the limit. *“They already look like they’ve doubled in size! Poor girls have knockers bigger than their own heads! Mmmm, what if they don’t stop? You think they can get too big?”*

“N-Nngh...!”

“Those tits could just keep swelling...and sweeeelling...and sweeeeeeeelling... Like mine in the supply closet. Can you imagine?? Their entire bodies might start growing!”

SHRIIIP!!

“AH!! KATE!!”

Fabric burst open. Across the food court, eyes were being drawn to the girls and their distress. All watched as denim and cotton exploded at the seams and billowing flesh rushing into view.

CREEEEEAAAAA--CRASH!!!

“AHH!!!”

Laura’s chair broke under her weight. Fallen onto her back, her skirt flared around her massive hips and refused to provide any modesty no matter how hard she tugged it over her crotch. Massive thighs pushed her legs apart as she struggled on her back. Cleavage flowed into her face, muffling her confused cries.

“Uh oh!! I think they’re getting a little too big!” Shelly whispered. *“I sure hope their chests stop soon...! Their shirts look ready to explode! I can’t imagine how tight their bras must feel... How much bigger do you think they’ll go?”*

“I... I hope they keep going...”

STRRRRTCH!!!

“MMGH!!! LAURRAAAAA!!”

“They won’t stop!! They won’t stop!!!”

CREEEAAAAA--SNAP!!!

SNAP!!!

“MY BRA!!”

A symphony of distressed fabric sang from below. Like fireworks, the girls outgrew their clothes in a raining display of tattered stitches. Breasts the size of watermelons slammed onto the table in front of Kate and pinned Laura to the ground.

“S-SOMEBODY DO SOMETHING!!!”

“WE’RE BLOWING UP!!! MAKE IT STOP!!! I-I DON’T WANT TO BE ANY BIGGER!!!”

Their confusion rang around the mall. A crowd had gathered to watch the incredible spectacle. None knew how to help as they continued to grow.

SNAP!!!

“My underwear!!!”

Laura’s last bit of modesty burst open as Kate tried to stand from the table and flee to a bathroom.

Suddenly, Randy started trembling in his seat. *“S-Shelly!! SHELLY!! I--MNNGH!!!”*

SPLRRRTCH!

“Oh!! Whoops!!”

Warmth flooded Shelly’s hand as Randy writhed in her grip. She’d pushed him to his limit, as well as Laura and Kate. Her experiment had been a success. Without a doubt, Randy was the cause of her blossoming fantastical growth throughout the day.

“S-Sorry...” Randy whispered, averting his eyes as Shelly withdrew a dripping hand from his boxers.

Reaching for some napkins, she consoled, “Don’t be!! That was an exciting show! I would be surprised if you *didn’t* make a mess!”

Randy would need some time to recover. Perhaps she’d taken it a little too far, but she knew Laura and Kate would dwindle down to their usual size in due time, or at least something close. She didn’t know enough about Randy’s influence to say for sure.

Smiling slyly, she knew more experiments would have to be done. If she could figure out the intimate details of his ability, the possibilities would be endless. He could mold her into anything they wanted.

Scanning the crowd, she noticed another familiar face: their art teacher. Based on her hourglass figure, Shelly had a feeling she’d already fallen prey to Randy’s subconscious, possibly even a bit of a schoolboy crush. No doubt a semester of boring art classes had left her with swollen curves evident even through her baggy sweater and skirt.

“Hey...” Shelly whispered, *“Isn’t that Ms. Keithrow down there?”*

Randy perked up, blushing as his cock throbbed with new life. Below, the art teacher straightened her back and looked attentive as if something had startled her.

Shelly grinned, her fun just beginning.

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

Shelly was having too much fun to stop now. Randy's latent ability was incredible, even if its mechanics remained a mystery. She was determined to discover his limit. Seeing his cock-bristling reaction to their art teacher only fueled her curiosity.

Adjusting her position, she moved to lean behind Randy. Her hands ran over his body, caressing him tenderly as tempting whispers floated into his ears.

"Oh my... She's quite attractive for a teacher... Even under those baggy clothes, you can tell she's got some serious curves going on... Wouldn't you say?"

Randy gulped. He'd certainly caught glimpses of the art teacher's body on occasion: bending over to pick up a fallen pencil, leaning over his desk to inspect his work, leaning back while stretching her arms overhead. The art teacher appeared bigger every week. Some days he couldn't get enough of her. The baggy clothes only spurred his curiosity, as if they were hiding a treasure.

STRRTCH!

"Oh!" Shelly gasped. Looking down, she saw her breasts distending. They inched forward and soon proved to be a challenge for her new clothes. Within seconds they pressed into the back of Randy's head, acting as a heated cushion. "*I think someone's mind is running wild...*" she whispered.

STRRRRTCH!!

"Mgh!"

POP!!

A seam blew on her hips. Gentle growth was pouring over her body. As her curves grew plump and full, her height followed suit. Slivers of black lace peeked from her shrinking garments as her body tested their limits. She should have known they would never last around Randy.

"*Hey, I think you're focusing on the wrong girl...*" Shelly giggled under her breath. The heated haze of hormones swirling around Randy's head was plain as day. He was in a trance, engulfed in a waking dream of fantastical plump curves.

He was her puppet.

"*Randy...*" she cooed into his ear, pushing her chest against his neck. "*Do you have a crush on the art teacher...?*"

"I... I-I..." he stammered.

Shelly giggled, scratching lightly at his chest. *“I’ll take that as a yes. Now tell me, was she always so curvy? I seem to remember that she moved here from the big city a year or two ago.”*

“She... Uh...” The question flustered him. Of course she was always well-endowed, and yet, Randy was certain he could remember her as a slender, fit woman when he first joined her class.

“I took a peek at past yearbooks... Ms. Keithrow was pretty flat in her first year at the school! Hard to believe those A-cups could turn into those melons she’s hiding under that sweatshirt, don’t you think? Almost like something at the school is...making her grow?”

Randy shifted as her hands explored his abdomen. Below, he could see Ms. Keithrow growing hot and flustered. Her hand lightly grazed her chest as if sneakily inspecting a wave of tingling sensations. Her sweatshirt was tighter by the second as a flash of midriff greeted the world. The seams of her pants weren’t faring too well either as they stretched around her hips.

“Maybe she’s taking birth control...” Shelly teased.

“Ah!!” a shocked gasp came from the crowd below, loud enough to be heard over the confused moans of the two overgrown schoolgirls struggling on the floor. Ms. Keithrow had stumbled back and was hugging her body as if it had tried to escape herself.

“You don’t think THAT could be making her blow up, do you, Randy? I hear the hormones in those pills can do crazy things to a woman’s body... Their tits can quadruple in size sometimes, or more.”

SHRRRIIIIP!!

“Ahh!! Oh my God!!!”

“H-Hey!! She’s blowing up too!!!”

“Everyone back away!!!”

“Is it spreading?!”

Even Shelly was surprised by the rapid effect of her teasing. Looking down, her eyes widened upon seeing the art teacher’s body convulse and pulse as if a fire hydrant had been released within her body. Like heavy balloons, her breasts and ass filled her baggy clothes to the point of the cotton appearing like spandex. Flesh oozed from the seams, jiggling as she fought to stay on two feet.

“S-She’s growing...” Randy said in a daze.

Shelly grinned. *“Must be those wild birth control hormones! Look at her go...! Maybe she accidentally doubled her dosage this morning. She can barely keep up! How much bigger do you think she’ll get??”*

SHRRRIIIIP!!!!

Ms. Keithrow was beside herself when her clothes burst apart. Rendered naked within seconds of when the strange tingling began, she suddenly found herself bare in front of the food court. Breasts hung past her hips in massive wobbling teardrops. Matching their size, her butt cheeks and thighs had begun spreading her legs apart.

“W-What’s happening to me?! My body!!! I-It’s--Ah!!! I’M BLOWING UP!!”

Shelly nibbled on Randy’s ear. *“She’s like a balloon down there, isn’t she? Look at the size of her... She’s already bigger than our two lucky classmates!”*

STRRRRTCH!!!!

“Mmmmgh!!!!”

People fled from the expanding art teacher, fearful the swelling might be contagious.

“Give her room!!!”

“I-I think I’m starting to feel weird!!”

“M-My bra feels kind of tight!!”

It was music to Shelly’s ears. Eager for more, she massaged Randy’s thighs, taking care to lightly graze his erect manhood. Cum still coated his pelvis from his previous eruption.

BWOOOMPH!!!

“MMGH!!!”

She collapsed, landing in a jiggling mess of curves. Gasping and red-faced, the teacher panicked among her billowing flesh as extreme sensitivity rocked her sanity.

Seeing her prone, a devilish idea crossed Shelly’s mind upon seeing the teacher’s nipples puff and flare.

“You know what’s fun...?” Shelly pressed her engorged chest forward, engulfing the back half of Randy’s head. *“When I see a nice, big pair of boobs, I like to imagine what they would look like if the woman was full of milk... How much bigger can a pair of big tits get?”*

The veins on his cock throbbed and he trembled. Shelly knew she’d hit upon a precious gem.

GUUUUUUURGLE

A rumble came from below. All saw Ms. Keithrow’s bust tighten.

“W-What??” she yelled, sinking her arms into her firming chest. *“W-W-What is that?!”*

Shelly didn’t let up. *“Uh oh... I didn’t know birth control could make you lactate! Talk about milk balloons... But she’s already so big! With tits like those, she’s going to be in for a flood of milk. I sure hope she doesn’t pop...”*

GUUUUUUUUUURGLE!!!!

Ms. Keithrow bulged madly, doubling her breast size within seconds as her milk glands flared to life. Fluid stretched her skin taut and firm, bringing her assets to overwhelm her body and conquer her heaving backside. Tables collapsed at her encroaching mass as she grew without limit.

“I-I’M FILLING UP!!!”

“Get out of the way!!!”

“Holy shit I think she’s gonna blow!!!”

The teacher trembled with the stress of her lactation. *“Ahhhh!!! S-SOMETHING IS INSIDE OF MY--”*

SPLRRRRTTTTCH!!!!

Milk arrived in an eruption of cream, taking many by surprise and sweeping them off their feet. Looking more like an erotic inflatable ride at a carnival, Ms. Keithrow's body heaved and wobbled as milk gushed to flood the food court.

"Those are some insane hormones..." Shelly grinned. *"She's even bigger than I was when I filled the closet! If she gets much bigger, those curves might be too big for her own classroom."* Letting her words wander, Shelly suggested, *"Oooooor maybe it's not because of birth control! I think I heard a rumor at school that Ms. Keithrow is pregnant. All that milk... That baby is going to be well-fed! Makes you wonder if maybe she's having twi--"*

RMMMBLLLLL

"Ah! A-Ah!!! What is that?!"

A new sound came from below. Among her sloshing globes, Shelly could see Ms. Keithrow's hands grabbing desperately at her stomach.

"No way..." Shelly awed.

RRMMMBBBBBLLLL!!!

Her abdomen softened. It was slow at first as her skin fought the pressure, but as her belly domed to rival half a watermelon, her expansion gained speed.

"Randy... Y-You're making her--"

RRMMMBBBBBLLLL!!!

"MMGH!!! M-My belly!!! MY BELLY IS BLOWING UP!!!"

It ballooned, quickly spreading her hands apart. Within seconds she surpassed an overdue woman and leaped into unrivaled territory. Still her stomach bloated, rounding out the sides of her abdomen. It surpassed a yoga ball in size. Bloated curves came to fight for space beneath her squirming body. Drenched in milk, her skin slipped across itself as her belly forced its way between her tits and thighs. Heavy, skin-stretching fluid looked to be beating against her skin when it came to press against the floor. Shelly could see its surface rippling from an internal torrent.

GUUUUUUURGLE!!!

SPLRRRTCH!!!!

"MMMGGH!!! MMMMMGGH!!!"

She writhed in pleasure at her immense growth. Milk erupted without end from her belly pushing against the bottom of her chest. Several careless onlookers had been trapped into her crevices, causing her to wobble with their struggle.

"That's... T-That's a hell of a pregnant belly..." Shelly ogled. It didn't appear to be anything more than a reservoir of water, yet as it lifted Ms. Keithrow higher and pushed her breasts forward, she couldn't help but wonder how it felt to have one's stomach balloon in such a way. Shelly placed a hand on her own abdomen, curious.

"AAH!!! MMMMMGGH!!! MMMMMGGH!!!!!"

"She's turning into a blimp!!!"

"Take cover!!!"

Her growth was slowing as the food court turned into absolute chaos. Ms. Keithrow had taken to pleasuring herself amid shrieking gasps of ecstasy. Milk gushed from her coffee can nipples while water ran from her gaping pussy, her belly at its limit.

“Nngh... S-Shelly...”

Randy swooned in his seat. Sweaty and breathing heavy, she caught him before he fell over. She looked at the exhausted boy in her arms. Drifting asleep, it was hard to believe he could cause such a commotion.

“Uh oh, too far, huh? Too much fun?”

He didn’t respond, instead nuzzling against the warmth of Shelly’s bust. A hand slipped into her shirt as if he were hugging a pillow. For a brief moment, she had an overwhelming desire for milk to flourish in her chest so he could drink from the nipple hidden just below her bra.

She smiled. Taking him in her arms, she carried him away from the hectic scene below.

“I think we’ve caused enough mischief for one day... Let’s get you some rest. You’re going to need it when you find out you’re the cause of all this excitement.”

(. Y .) (. Y .) (. Y .) (. Y .) (. Y .)

“Nnngh... M-Mmgh...”

“Oh...! Finally awake, huh?”

The mall came back slowly to Randy. His head was resting on something soft and warm. Groggy, he rolled onto his back.

Shelly was looking down at him. Enlarged breasts hung off her torso, their soft underbellies pressing into Randy’s face. Realizing he’d had his nose buried in her thighs only moments ago made him blush.

“Ah! Sorry! Sorry!!”

Shelly giggled, playing with his hair. “Don’t be! You were out like a light. Plus, if I’ve got the pillows, I might as well use them, right?”

The thought made his ears steam. “Where are we...?” Randy asked, sitting up.

“Near the department stores. Seemed like the best place for you to take a nap.”

The night’s events were blurry. Sweat and moisture made the front of his pants humid. Randy felt he desperately needed a shower.

Images of his art teacher flashed through his mind. This was followed by two schoolgirls, each outgrowing their uniforms.

“The food court!!” he gasped. *“W-What happened?! Did--”* He paused, second guessing the incredible images in my mind. “D-Did that really happen?”

Shelly grinned. “Ooooooh yea. That was real. They really blimped up!”

Everything was spinning. Randy couldn’t think straight. There had always been voluptuous women in his life, but the things he’d seen over the past day were worrisome. Was

something happening in his town? Was a virus going around? Was something in the water? He felt as if he were going crazy. Women couldn't possibly grow so much nor so fast, and yet, he was certain of the things he'd seen. Even Shelly's initial closet-filling growth was far too real to dismiss as a fantasy.

"Shelly... What is going on?" he whispered. "Something is wrong in this town! T-The women are... They're just...*growing!*" Randy looked at her, worried. "Even you!! You keep changing!! W-What if it happens to my mom?? Something is wrong here!"

"Hey, hey...! It's alright!"

"Alright?? *Girls' chests are turning into jiggling mountains!! They can't even keep their clothes intact!*"

Shelly could see he was becoming hysterical. Perhaps it was finally time to clue him in. "Easy there... Take a breath..."

Still larger than him, she hugged Randy and pulled him onto her lap with relative ease. She clutched him to her chest. "Calm down... It's not as bad as you think." Shelly sighed. "I know why all these women's bodies keep changing."

Randy pulled away from her warm breasts. "W...What? Shelly!! You need to tell someone!! T-The police! Scientists!! Someone!! This can't--"

"It's nothing they can help with."

"Well we need to do something!! What if--"

"Just listen. This is going to be weird, but I promise it has a point."

Shelly looked around the mall. It wasn't very busy this late at night, but the arcade across the hall was still lively.

"Do you see that woman playing pinball?" she pointed.

Randy followed her finger and nodded. Tight yoga pants accentuated the curves of her legs. A wavy crop top hugged her modest chest gently, the absence of a bra obvious even from a distance.

"I see her..." Randy confirmed.

"Cool."

He watched as Shelly dug into her purse for her phone before snapping a picture of the woman and hiding the screen.

"Now..." Shelly said, putting a hand over Randy's eyes.

"Hey!!"

"Just go with it!"

Randy growled in frustration but let himself be blinded.

Shelly began again, "Now, I want you to picture that woman in your mind. As best you can. What she looked like, what she was wearing, her body type."

"O...Ok... I have it."

"Think you can tell me what her measurements are?"

Color blushed his cheeks. "I-I don't know!"

“Take a guess. Bust, waist, and hips.”

Heat poured from Randy’s collar. “Uhhh... 34...26...35?”

“Hmmm, really? Are you *suuuure* her chest was only 34? That’s pretty small...”

He gulped. “I-I guess they could have been bigger. Like...39? Maybe 42?”

“That sounds closer! Her leggings looked pretty tight to me, too...”

Randy shifted in Shelly’s lap. In his mind, he saw the woman’s hips jutting out, testing the limit of her spandex. “They were pretty tight, weren’t they...”

“*Ah!*”

A startled gasp came from the arcade. Shelly was watching with extreme interest. It had already begun; the woman’s curves were growing.

Randy breathed. “She was pretty curvy overall... With long hair...”

He was putting the woman’s body through its paces. Her yoga pants tightened to turn semi-transparent around the thickened portion of her thighs. Mass has flooded her butt to fill her cheeks out to wobbling shelves around her waist. They folded over the tops of her thighs with deep creases, slave to gravity as the spandex tried to contain them.

Her shirt was the real show. Once loose and flowing, her crop top had pulled tight. Shelly watched as the wavy wrinkles smoothed away against her bloating flesh. Thickening nipples tented the fabric until it couldn’t stretch anymore.

“I-I think her chest was bigger, actually,” Randy volunteered. “Like...50 inches? I’ve never been good at estimating. 55?”

Shelly’s eyes widened. The woman looked like she’d been hooked up to an air compressor as her breasts surged forth. Heaving underboob escaped her top where her hands rushed to cup her taut skin. The cleavage bulging against her neckline was immaculate and pale.

“*W-What’s... What’s happening to me?!*” the woman panicked. Her arms were full of her bust as she stumbled back in confusion.

Shelly’s heart raced. A hard-on was obvious under Randy’s pants.

“Yea, actually. She was huge! I remember her hips being like--”

STRRRRTCH

BOOM!!!

A sound like a firecracker shot through the mall. Randy jolted at the noise, pulling Shelly’s hand down in time to see the woman’s yoga pants split down the back. The seam had burst as she’d grown far wider than the pinball machine. Quaking cheek cleavage wobbled in full view, as did a pussy crammed between her thighs. A massive split had opened down the side of one thigh as well. The remaining stitches were ready to erupt.

“Hey! I was pretty spot on!” Randy cheered, seeing her struggling to stand.

“Randy...”

“Huh?”

Shelly held up her phone.

“What?” Randy looked between it and the woman. “What are you trying to--”

He saw it. His mind didn't want to process it, but the comparison was undeniable. He'd seen Shelly take the photo only seconds ago.

"She's... S-She's completely different..."

The woman couldn't have been bigger than a C-cup originally. Her yoga pants, while tight, didn't contain anything more than the average slim woman's posterior. Compared to the girl struggling to control her beach ball mammaries as her crop top seams split open, there was a universe of difference.

"What..." Randy looked between them several times. "How did you do that?? Do you have Photoshop on there??"

SHRRIIP!!

"A-AH!!"

"I didn't do anything, Randy..." Shelly pointed to the woman as her shirt exploded. "That was *you*. You've been the one causing all these women to grow. *You* have this power. I don't know how, but something you do just causes the women you think about to...*grow*. You made our art teacher grow... You made that woman in the arcade grow... And me... Well, you've done just about everything to me, including making my chest big enough to fill an entire closet."

"I..." Randy looked at his hands, then to the woman in the arcade when she fell backward. "I-I did all this??"

A smile crossed Shelly's lips when she saw the realization setting in. "You always did believe city girls were bigger than country girls, right?"

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

Heat and confusion rushed through Randy's head. There was no way Shelly's claim could have been true. It was impossible. His mind refused to believe such an outlandish thing.

"I... I-I can't do that...! Nobody can change another person's body...!" Randy whispered, looking around. His eyes refused to focus on the woman and her outlandish curves in the arcade. "There's--"

"It's true!! It's been happening all around you *all day!!*" Shelly pulled him close on her lap. "I think it's been happening around you since puberty, honestly! You've just never noticed! You never knew you were causing it!"

"No... That's..." Denial tugged at Randy's core. Even if what Shelly said was true, he didn't want such an ability. It was too much responsibility for one person. "N-Nobody should be able to do that! It doesn't even make sense!! How could I... How would I even..."

There was deep-seated concern in his voice. Shelly could see worry written all over his face. "Hey, hey! Don't panic! Listen to me..." She rubbed his back to help soothe his nerves. "This is a good thing! Think about everything you could do for the world! You could end plastic surgery! You could give any woman her dream body!!"

“Y-Yea...” Randy hadn’t heard a word she said.

“You could help new mothers having trouble producing milk! Or breast cancer survivors! And oh my gosh... Randy, think of what you could do for the porn industry. You could make people’s dreams come true!! Studios would pay out the nose for your ability!”

“Mhm...” Randy stared down at his lap as he clenched his hands open and closed against his knees. He didn’t feel like himself anymore. There was something alive in his body that he didn’t like. Something he couldn’t control. Something he’d been unable to control for an unknown number of years.

“Oh man, and Hollywood?? You would blow any special effects out of the water!!! Because yours are *real* effects!! You think any CGI or latex props would look *aaaaanywhere* near as good as you physically making my boobs literally fill a supply closet?? Not even close!!” Shelly’s pulse raced at their prospects. One of her legs bounced on her toes from excitement.

Randy, on the other hand, felt dizzy. His eyes were crossed and his tongue felt too big for his mouth. Worry stabbed at his heart like a dagger as he wondered just how many people he’d affected without knowing it. How many lives had he changed for the worse? Was this a recent occurrence or had it been happening for years?

Anxiety made his chest tight when he realized how voluptuous the majority of the women were around town, especially in his school. It did seem out of the ordinary, and he often heard male visitors comment on the various sights. Was he to blame? Was he at fault? Could he go to jail? He shivered at the thought and a mounting weight of guilt. Even if he hadn’t been aware, using his ability felt like some form of harassment. None of the women had given permission to be changed, nor had any asked for it.

“S-Shelly...”

“You have a bright future ahead of you with this!! You’ll never need to worry about money! You could open the first body modification clinic in the world!!” Shelly motioned to her body. “You gave me a dream body! *And* it felt amazing the entire time! This has been a dream come true!! And I have *you* to thank for it!”

“S-S-Shelly...!”

She couldn’t hear his timid voice. Panic was rising within him. He began wondering if there were any women in his life who still had their natural bodies.

A thought sprang to his mind then, draining the color from his face.

“I... *I-I’m the reason my mom is so huge...*”

Shelly paused her praise. “Huh?”

“*I caused my mom...to turn into something she wasn’t meant to be!! I-I changed her, Shelly!!! SHELLY!!!*” Randy’s breath became short and rapid. “*I-I-I didn’t mean to!!! I didn’t know!! I didn’t know with any of the girls!!!! I-I-I just thought--*”

“*Whoaaaaa whoa whoa! Hey! Calm down! Calm down! It’s--*”

SHRRRIIPP!!!

“*AAHHH!! W-What the hell?!*”

“Stacey!!! Y-Your chest!!”

“WHAT’S GOING ON?!”

BOOM!!!!

SHRRRIIIIP!!!!

“NNGH!! M-Mike!!! Mike, my belly!!!!”

Chaos was breaking out around them. Shelly’s head spun, unable to focus on any one frantic outburst.

SHRRRIIIIP!!!

“I can’t walk!!! I can’t walk!!”

“M-My body is blowing up!!!”

Women’s figures were going off like fireworks all around. Randy was trembling in her lap, panicking within.

“I-I’ve caused so much... What have I done to all those women??” he whispered.

BWOOOOMP!!!!

“MMMMGH!!!!”

“Make them stop!!! M-MAKE THEM STOP!!!”

Shelly’s eyes bulged when a woman’s breasts turned into truck-sized blimps within seconds, lifting her into the air.

FWOOOOMP!!!

“Ah!!!! MMMM THE PRESSURE!!!!”

Someone behind them ballooned out of her dress when her belly went on a rampage. Her abdomen inflated as if she’d been connected to an air compressor. Huge and spherical, she stumbled backward onto the ground where the yoga ball-sized blob trembled between her hands.

“Randy!! R-Randy! Get a hold of yourself!!”

“My poor mother!!! I’ve caused her so much back pain!! I’ve heard her complain about it every day!!!”

SHHRRRIIIIP!!!!

SPLRRRTCH!!!!

SPLRRRRRRRTCH!!!!

“WHAT’S GOING ON?!”

“I-I FEEL LIKE MY BOOBS ARE GOING TO EXPLODE!!!!”

Distress filled the air. Milk spattered over them as several women experienced a flood of dairy into their busts. Even from Shelly’s vantage point, it was obvious the sudden engorgement was on the border of what their bodies could handle as the fleshy milk tanks pulled them to the ground. Puddles spread beneath them from throbbing nipples unable to contain their loads.

Only Shelly remained untouched. Amongst the storm of out-of-control women, she suddenly felt out of place despite her size.

“WHAT HAVE I DONE?? WHAT HAVE I DONE, SHELLY?? I NEVER ASKED FOR THIS!!” Randy yelled, near tears. *“I DON’T WANT THIS POWER!!! I DON’T WANT IT!! I--”*

She took his head in her arms and pulled him against her chest. Warm, soothing cleavage engulfed Randy's face, sealing him away from the screams of growth-induced chaos around them.

"Shhhhh... Shh shh shh... It's alright..." Shelly hushed. *"It's alright..."*

The women stopped growing. Randy's trembling ebbed, his body growing still. Shelly could feel his tension leaving as she scratched the back of his neck.

"Calm down... Shh shh--"

STRRRRTCH

"Mgh!" She looked down when pressure struck her bust like a hammer. Skin bubbled, swelling around Randy's face. His attention was on her chest now, as well as his ability.

"U-Uhh... Randy...?"

STRRRRTCH!!

Her curves inched outward. Even in her new wardrobe, the fleshy pressures were beginning to test the limits of her seams.

"It's... Ah! I-It's alright...!" she stammered while trying to ignore the pleasure of growing. *"You didn't know! You don't have to feel bad!"*

STRRRRTCH!!!

Her breasts mounted high and full, nearly doubling in size. Randy's head was all but swallowed between them. His breath was hot in her cleavage, but Shelly could feel he was calming.

STRRRRTCH!!!

POP!!!

A stitch blew open under Shelly's arm. Her nipples ached in a bra far too small. Beneath her drum-tight jeans, her panties tortured her pussy with merciless tightness.

"N-Nngh!! You... You haven't done anything wrong!" She rubbed his back and pulled him deeper into her chest. *"You can't help it... B-But you know what? You know about it now, and I know you can control it. I'll even help."*

Her swelling stopped. Fearful of breathing, Shelly could feel her entire outfit on the verge of bursting open. Women moaned around her in a mob of jiggling, curve-blown victims.

"It's alright... You don't have to feel guilty... You can't be blamed for this any more than you can be blamed for something you dreamt."

It became easier to breathe. Sighing in relief, Shelly watched as her curves began to dwindle. Her breasts shrank as her thighs trimmed away. All around her, women returned to their natural figures.

"Shhh... I've got you..."

In less than a minute, Randy's victims returned to normal, minus the clothes on their backs. Confused and frightened, they all clutched their exposed bodies and raced away to find privacy. Seeing the naked women flee through the mall was a strange sight.

Shelly looked down at her chest then. Randy was there, staring up from her cleavage like a scared child.

She smiled and stroked his hair. “Feeling better...? Calmed down now...?”

A timid nod came in response. In a soft voice, Randy asked, “C-Can we leave? I don’t want to be here anymore...”

“Of course. Let’s go...”

Embracing him, Shelly helped Randy to his feet before they made their way out of the mall. She knew a quiet park where they could talk in private, and where no other women would run the risk of falling victim to Randy’s anxiety.

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

An approaching evening breeze blew through the park trees. Shelly and Randy had been enjoying the relative calmness as the sun set behind the city horizon. It wasn’t until the streetlights began turning on that Shelly realized just how late it had become.

“Wow... I can’t believe we spent the entire day together...” she sighed, leaning back against their chosen park bench. A laugh made her chest wobble. “Can you believe my boobs were big enough to overflow a closet this morning??”

No response came from Randy. He’d been quiet since leaving the mall, something that was becoming more and more concerning.

“Hey... Penny for your thoughts?”

He stayed silent with his eyes cast forward.

“You know...” Shelly began. “It’s not good to keep everything bottled up.”

Randy finally grumbled, “And letting things out is bad for other people, apparently.”

Taking a breath big enough to make her bra audibly strain, Shelly pushed for more. It was important to make Randy open up about his new ability. “You haven’t done anything wrong, you know. You didn’t even know you were doing it... How can you blame yourself for that? Might as well get upset for having a sexy dream.”

The irritation was obvious in Randy’s tone. “Even so... I’ve caused a lot of changes for a lot of women. Changes they might not have wanted. I could have affected the body of every girl around me...” His eyes watered. “How awful is that? A woman could be sitting next to me on the bus, not knowing she’s sitting next to a walking curve bomb ready to go off. How many times have I made someone blow out of their clothes in public?? Can you imagine how embarrassing that would be?!”

“...Y-Yea...”

Randy blushed. “Oh, right... S-Sorry... See what I mean? I’m a danger to society. I’m even having a difficult time believing it, but after everything that happened today...” His mind flurried with the dozens of fantastical images of Shelly outgrowing her clothes, as well as the

time in bed they spent together. “I can’t deny it... I really am causing all of this...” Randy put his head in his hands. “*I’m a monster.*”

“You are not a monster!! A monster would be using this power for evil! Making women grow just for the fun of it! Just to see how big they could get! To force them into nudity!”

Randy sniffled. “What if it’s worse than what we know? What if it’s not just their bodies.”

“How do you mean?”

“I mean...” Randy shivered. The idea had been nagging at him ever since the ability came to light. “What if I’m changing their minds too.”

“I’m not sure I understa--”

“All today... You’ve been so nice and loving toward me... You never were before what happened in the closet. You didn’t even know I existed. Then suddenly your body starts changing and all of a sudden we’re best friends? Y-You gave me a handjob! We had *sex!!* We slept in a bed together!”

“I-It was a nap, but--”

“*Still!!!*” Randy looked at her with tears running down his face. “Today has been one of the most incredible days of my life, and now I don’t even know if any of your decisions or thoughts were of your own free will!! *I don’t know if it was real!!*”

“Shut the fuck up.”

“H...Huh? I--*Mph!!*”

Shelly pulled Randy into her chest, squeezing the life from him in a spine-cracking hug. Just as he ran out of breath, she placed him back on the bench and stood over him, bearing down with an intense stare powerful enough to draw his focus away from her cleavage.

“I’ve loved every minute of today. Of my own free will. I could have run away from that supply closet. I didn’t have to come home with you. I didn’t have to jerk you off. I didn’t have to take that massive load. Everything I’ve done today has been ME and only ME. The choices were mine, and I made them because I truly wanted to. Got it?”

Randy couldn’t look away from her powerful gaze. “H-How do you know...?”

The smile crossing her face was reassuring. Shelly stood up and tidied her hair before crossing her arms. “Well, first off, I’ve always been kind of a pervert. Back in the city, I wasn’t easy, or a slut... But like... I was no prude, either. I knew my way around a dick long before this. So all of this stuff that’s happened to my body today? That’s been a whole *load* of fun I never *dreamed* I would get to experience. Like a crazy amusement park ride.”

Randy’s face turned redder. “You’ve really enjoyed it...?”

“One hundred percent. No guy has ever made me feel the things you’ve made me feel today.”

Randy squeaked, unsure of how to process the compliment.

“Secondly... And this is a little more embarrassing... But remember how you said I didn’t know you existed before today?”

“Yea...”

“Well that’s false. Ever since I transferred, I’ve always kind of had my eye on you... Like a crush...I guess...” Shelly glanced away at the confession.

“*You had a crush on me?!*”

“*If you tell anyone, I’ll kill you!*” Shelly stood tall. “But yes...”

“Why didn’t you do anything?! Or talk to me?!”

“Because you were always surrounded by all these curvy girls! I didn’t think I stood a chance with my old flat tits!! I saw the way you looked at their stuffed shirts... Sneaking peeks down their cleavage whenever they bent forward...”

“N-No I didn’t...”

“Don’t lie. It’s very obvious when guys do it. You think you’re sneaky, but you’re not. But then the closet happened and I finally had these... These...” Shelly grabbed her melon-sized breasts, hefting them proudly. “*These TITS!! Suddenly I had this incredible body that was everything I’d always wanted AND MORE! I could dwarf ANY of the girls hanging around you!!*” She laughed nervously. “I guess I went a little crazy when I realized that...”

The bench creaked when Shelly returned to her seat. A smile remained on her face. She whispered, “Today has been incredible for me too...”

Hope sparkled in Randy’s eyes. “It has??”

“I’ve loved every minute. I wouldn’t change any part of it, even when I was naked and trying to escape the school with my giant body... You’re not really responsible for today. Not entirely, at least. I’m the one that dragged you along with me, and kept egging you on and teasing your ability. I was having too much fun to stop... I wanted to see what you could do to me... Not to mention I wanted that dick.” She planted a kiss on his forehead. “So don’t feel too guilty.”

Silence enveloped them for another time as she held him to her chest in the darkening twilight.

“Thanks...” he said softly.

“Anytime... We’ll get a handle on this ability of yours. Together. And we’ll have fun doing it.”

“When did you figure it out...? That I can make women’s bodies...you know...”

“Oh, waaaay back at your house after we had sex. You were sleep-talking and I did a little experimentation with the neighbor woman.”

Randy’s eyes bulged in horror. “*MARIA?! What did you do to her?!*”

“I... Heh... S-She might have filled up with milk...until her pool couldn’t hold her anymore...”

“*Shelly!!!!*” Randy’s heart raced at the mental image. Countless times he’d watched his neighbor do laps in her pool, often wondering how big she would have to get for her swimsuit to burst.

“I’m sorry!!!! All I did was the stroking... Your dreams did the rest.” Shelly glanced away. “But as long as we’re being honest... I’ve done it a couple other times, too...”

“When?!”

“At the mall...while you were really zoned out... To a couple girls from school... A-And...uhm... Our art teacher?”

“*SHELLY!!!!*”

“I’m sorry I’m sorry!! I couldn’t help it!!” Feeling warm, she placed a hand on Randy’s thigh as her nipples hardened against her bra. “Seeing those women grow... And especially *myself* grow... It’s just so... *Hot*.” Her hand traveled higher. “I can’t get enough of it...”

Nervous as he felt himself growing hard, Randy trembled against rising excitement. With the knowledge of his newfound power, he wasn’t sure what might happen if his arousal were to get the best of his conscious mind.

“Uh oh... Someone’s excited...” A devious flash sparkled in Shelly’s eyes, seeing his bulge. She leaned in, squeezing her breasts between her arms to lift them toward Randy. “What do you say...? Now that you know what you can do, and we’re all alone in this big, dark park... *Want to make me a big girl?*”

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

A settling night’s chill pricked at the back of Shelly’s and Randy’s necks. Talking everything out had been helping him come to terms with his latent abilities, but Randy wasn’t certain he was ready to face the full reality.

The same couldn’t be said for Shelly. Although she’d been containing it for the last hour, her lust and desire had never ceased to be raging within her core. Her leg bounced with brimming energy and her eyes flashed more and more at Randy’s crotch. The urge for another dose of Randy’s power was growing. She wanted to experience the heart-pounding thrill of extreme growth. She wanted to feel the world spin around her as her body blossomed and stretched, drowning her in heat.

She wanted to be big.

A temptation-riddled hand inched itself across Randy’s thigh before grazing his hidden shaft. Substantial firmness met her fingertips, but he recoiled slightly.

“S-Shelly...! What are you doing??”

“Just wanting to have a little fuuuuun!” She tried again.

Randy looked around. “We’re in a park!! O-Out in the open!”

“Mhmmmm... *At night*... I haven’t seen anyone walk past for at least twenty minutes, have you...?”

“No... B-But I’m still not sure how I feel about everything... And didn’t you just buy new clothes??”

“I did! But I bought them *hoping* to rip them to shreds...”

Randy's cock throbbed in his pants. Shelly knew she was getting to him. He just needed to be pushed.

She continued, "Honestly I didn't think I would still be in these clothes at this point... I thought you would have blown me out of them a loooong time ago..." A pout made her squeeze her breasts between her arms. "My poor boobs have been trapped in this bra for way too long..." Motioning to a shopping bag at her side, she reminded, "Plus I bought several other outfits, remember? I'm set for *whatever you do to me*."

Staring at the ground, Randy fought with his internal temptations. All the mischief with Shelly's body had been exhilarating, but now that he knew he was the cause, he wasn't sure he wanted to see it happen again.

"*Want to hear a secret...?*" Shelly cooed.

"S-Sure..."

"*I think I LIKE destroying my clothes. I think I LIKE feeling myself outgrow them...blowing the stitches open...ripping the seams...overflowing every opening...*" A needy growl escaped her lips. "*There are some other things I've discovered about myself today, too...*"

"What's--*HEY!!*"

ZIIP!!

Randy was given no time to react when Shelly dove at his crotch. In a flash, her hands had the front open and his boxers pulled down. A mouth-watering cock rose before her eyes, larger than she recalled, and far larger than any other guy's she'd enjoyed.

"*I've discovered I have a massive desire for cock. More than I thought I did.*"

He was about to question her again until her hands and mouth attacked his manhood. At a stunning seven inches long, it towered over her face like a forearm. Her tongue traced the veins along his shaft, culminating in popping kisses at his throbbing head. All the while her hands gently teased his balls, withdrawing them from his boxers to bring them fully into the open.

"*S-Shelly!! SHELLY!! We're in a park!! SOMEONE MIGHT--Mmmm!!*"

"You like that...?" she laughed. "You're definitely hard like you're enjoying it..." A smile cracked her lust-filled face. "*I've been thinking about your balls hitting me in the face all day... As your cock rams itself down my throat...*" Licking her lips, she added, "*And your pre-cum tastes even better than I remember. What do you say? Should I have another go on your wand? Maybe that's where all your magic comes from.*"

STRRRRTCH

Shelly recognized the sound of growing flesh at this point, especially her own. Her curves and figure were swelling, although slowly. Far too slow for her liking. She enhanced her ministrations, feeling Randy hardening thicker in her hands. Weight almost seemed to increase in his balls as if his load was building.

"*Come on... You can do better than that...*" Shelly urged. "*I'm still fully clothed!*"

STRRRRRRTCH

Another inch or two was added to her height, but nowhere near the surging expansion she desired. It was clear Randy was holding back his sexual will. She was experiencing a trickle when she knew there was a gushing dam ready to break.

STRRRRTCH

“*N-Nngh...*” Randy tried to stifle a groan when her breasts filled out between his legs and rubbed against his balls. Combined with her mouth drowning his shaft in gleaming saliva, it was becoming more than he could take.

He stared at his member then, wondering why he’d never noticed it to be so girthy. Had it always been this big, he would have remembered fighting it in the bathroom or while getting dressed. Mornings in the locker room would have been very different. His morning wood would have made a tent from his sheets.

Then the realization struck him.

Slowly, he whispered, “*I can change myself too...*”

“*Phou gham pho amyshysk gyou deshyr...*” Shelly’s cock-garbled mouth couldn’t deliver an English sentence if her life depended on it.

Randy blushed. A woman had never struggled to speak while choking on him before. “W...What?”

A confused glance from Randy caused frustration to bubble within her. Refusing to release his dick, her eyes narrowed and her throat vibrated with a carnal growl.

“*Whoa!! H-HEY!! BE CAREFUL!! SHELLY!!!*”

She grabbed him like a sack of potatoes, lifting Randy from the park bench by his waist, before standing to her full height. Two soft cushions lifted him from below. Realizing they were her globe-like breasts being pushed up to her collarbones by a tightening shirt and bra, his face turned red-hot. He tried to maneuver away but his legs were clamped tight under her arms.

“*Mmmgh...*” she growled again, refusing to cease her sucking.

STRRRRTCH

Randy might not have noticed, but her growth was accelerating. Shelly could feel her clothes shifting and growing tighter. Not only her outfit, but her jaw as well; Randy’s manhood throbbed thicker and longer with every pulsing heartbeat.

“*Shelly! S-Shelly! Put me-- Mmgh!!! G...Gentle!*”

“*NO,*” she garbled, pre-cum running down her chin.

STRRRRTCH

The ground was beginning to noticeably pull away. Shelly’s breasts and ass were like two small bean bag chairs on her incredible body. Had Randy wished, he could have touched the tops of the street lights dotting the park path from atop her chest.

“*When did you get so big??*” he ogled, taking in her incredible figure.

She smiled with her lips around his head. More intense groping began exploring his balls as they rivaled apples pressing against Shelly’s neck.

STRRRRTCH

“*Shelly!! Y-You’re--Nngh!*” Randy trembled. He was losing his internal conflict as her tongue teased more feverishly. “*You’re... God, you’re beautiful.*”

STRRRRRRRRTCH

She grew several inches, her breasts bloating beneath Randy. The ground looked almost ten feet away, and Shelly’s clothes at their limits.

POP!!

“*NNGH!!*”

His manhood sprang free of her cherry lips, far larger than when it had initially entered. It cast a shadow over Shelly’s face as she stared at its owner with predator-like desire.

“*Randy...*” she whispered. “*You’re free to blow me up however you want.*”

A gulp bounced his throat. “*I-I can?*”

“*In fact...*” Shelly ran her tongue up his dick before planting several kisses on his balls. “*I WANT you to blow me up. Bigger than I was in the supply closet. WAY bigger than what you did to your neighbor and art teacher.*” Her eyes gleamed with greedy, lust-driven desire. “*I want you to make me MASSIVE. I don’t care how. Turn my tits into blimps. Turn my ass into a monument. Turn ME into a new wonder of the world.*”

He stared, speechless at her wish. It was clear he wanted to grant it, but his conscience still had a hold of him. “*Shelly... I-I don’t know if I--*”

“*Then I won’t stop until you do. If I have to torture you all night, then I will.*”

Determined to draw out Randy’s full power, Shelly returned to teasing his cock. There was no mercy in her actions as she stimulated his most erogenous areas. It was a flurry of licks and kisses, strokes and sucks. Randy’s eyes dilated as he watched her kisses leave light hickeys on his shaft. His balls felt bloated with pressure in her hand.

“*Nngh! S-Shelly...! Wait!! You-re--*”

STRRRRRRTCH

Randy tensed. Her tits burned under him. He could feel her cleavage tightening within her clothes. “*Shelly!!! Calm down!!*”

She refused, sucking harder to the point of Randy’s cock swelling from the suction. Her eyes narrowed and she sucked harder.

STRRRRRRRRTCH

Inches began pouring into her body.

POP!

POP POP!!

Stitches snapped. Her waistband creaked at her muffin-top hips.

“*Nnnngh SHELLY!!!*”

STRRRRRRTCH!!!!

The growth was coming faster. Stronger. Her body was becoming hot from the energy necessary for such development. Looking up, she could see Randy was starting to crack. He trembled atop her bust, fighting every urge to let go. His hands clenched and sank into her

mammaries, groping their firm pale surfaces. Pre-cum was flooding her mouth at a constant rate, no doubt coming from his balls as they overloaded with cum.

“S...S-Shelly! Please! I... Nnngh!!! I-I know you want me to...make you big!! But--AH!”
Randy gasped, feeling intense suction pull on every inch of his manhood. *“AHHH BUT WHAT IF I GO TOO FAR?!”*

His shout echoed through the park.

Smiling and locking eyes with him, Shelly allowed herself a pause to speak with his cock between her lips. *“Not possible. You can go as far as you--ACK!!!”*

His hands were at the back of her head in an instant. Pulling her forward, Randy shoved his cock down her throat until his balls rammed against her chin.

“M-MMPH!!” she gagged, eyes watering at the thickening cock stretching her throat.

STRRRRRRRRTCH!!!

STRRRRRRRRRRRRTCH!!!!

STRRRRRRRRRRRRRRRRTCH!!!!

Her body surged. Looking up, Shelly saw Randy’s eyes had glazed over into the sex-drowned desire she’d so feverishly pursued.

SHRRIIIP!!!!

POP POP POP!!!

STRRRRRRRRRRTCH!!!!

Her clothes started to fail. Eyes wide as she struggled to breathe, Shelly felt her body start to rumble. The intensity was enough to make even her nervous.

“You want me to make you massive? Fine.” Randy said in a low, uncontrolled voice. A devilish smile flashed in the moonlight.

STRRRRRRRRRRTCH!!!!

“M-Mmph!!!” Shelly whimpered, her chest churning with a rising unknown pressure as she stumbled back.

“I’ll make you so massive you won’t know what to do with yourself.”

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

STRRTCH!!!

STRRRRRRRRTCH!!

“MMPH!! R-RAMPHY!!!”

Shelly couldn’t speak or yell as stimulation ravaged her body on all fronts. She could barely manage to breathe given the monstrous cock ramming in and out of her throat.

“Nnnngh!!! This is it!! THIS IS WHAT I’M MEANT TO DO!!” Randy heaved. Every beat of his heart pulsed his shaft thick and dense within her mouth, visibly stretching her neck. If she weren’t standing over fifteen feet tall, such a massive member never would have made it past her lips. *“It feels... GOD IT FEELS SO GOOD TO LET GO!!!”*

STRRRRRRTCH!!!!

“MMPH?!”

Shelly wanted to look and inspect herself but couldn't turn away. Her head was locked in place.

SHRRRIIP!!!

BOOM!!!!

BOOM!!!!

Rupturing seams echoed through the park. She was far too big for her clothes. Their lasting strength was becoming hazardous as tight pants refused to let her legs fully extend to support her weight. Paired with the poor balance of a growing giantess, Shelly feared she may stumble.

“Take it!!! Nnngh take my massive cock, Shelly!!!!”

It was indeed massive. The largest Shelly had ever encountered, by far. And still getting bigger.

STRRRRTCH!!

“M-Mmmm!!!”

An orgasm shot through her body like lightning. The growth was too much. Too much and too fast. Her loins ached with building heat and pressure from coursing stimulation.

CREEEAAAAA--BOOM!!!!

“MGH!! MMM!!!!”

Randy smiled wide, taking in the jiggling sight all around him from atop Shelly's bust. Her breasts trembled in her arms begging for freedom from a shirt too stretchy for its own good. *“Finally outgrow your pants??”*

STRRRRTCH!!!

“Mmm!”

“That's what you wanted, right??”

STRRRRRRTCH!!!

“M-Mmm! ACK!!!”

Shelly gagged on his girth. Saliva poured out of her mouth before running over his balls and seeping into her cleavage below.

“You wanted to be bigger and bigger and bigger!! That was it!!”

The unbridled lust in Randy's eyes burned in the moonlight. Shelly had lost control of the situation. But, as her pussy coated her colliding inner thighs with every lumbering step searching for balance, she didn't want him to stop.

The growth was incredible. Wild. Untamed. Her body didn't know what to do with itself. Everything was changing too fast for her mind to keep up. Her arms would not have been able to contain her breasts if not for the steadfast shirt.

SHRRRIIPP!!!

“M-MMM!!!”

A tear opened down a seam. Pressure pushed her breasts into the hole, the ridges sinking and cutting into one of her areolas. Intense friction made her head swim in pleased agony.

STRRRRTCH!!!

“Mmmm!!! MMMMM!!!!!!”

SPLRRRRRTCH!!!!

“Huh?!”

Randy looked behind him when her breasts started to heave. The ground was far below, roughly twenty feet. Milk was showering the path from a pair of soda can-sized nipples.

“Are you spraying milk...?” he asked. His eyes brightened then and Shelly panicked, feeling pressure rise within her bosom. *“Ha... Ha!! Of course you are!!”* Park lights betrayed the madness on his face. *“Why wouldn’t such bloated tits be loaded with milk!!”*

GUUUUURGLE!!!

SPLRRRRRTCH!!

SPLRRRRRRRTCH!!!!

“MMMGGH!!!”

Shelly’s eyes watered at his neck-strength cock. The intensity of milk suddenly flooding her breasts made her want to collapse into a quivering heap of desperation.

STRRRRTCH!!!

“Nnnngh!!! Nnnnnnnggh!!! I just... Want to make you... HUGE...” Randy moaned, grabbing the sides of her head.

His rapid jackhammering was slowing down. Shelly had a chance to breathe as Randy began thrusting his cock in slower, more planned motions. She took the opportunity to peek to her sides. The sight of her body made her heart race.

SHRRRIIP!!!

The demise of her shirt sealed the deal. She was larger than life. Everything was monumental and gargantuan. Stumbling around at a ground-shaking twenty-five feet tall, Shelly’s body was an unrecognizable swaying collection of curves. Her ass could have crushed a large pickup truck with its girth. Although she stood tall, its weight sagged her engorged cheeks against quaking thighs until it nearly touched the ground. It would have pulled her backward immediately if her breasts hadn’t been there to equalize her body. Their sizes, having erupted from a shirt too stretchy for its own good, swung below her hips like fleshy wrecking balls.

“Nnngh... Nnnnnggh... God I just...want to fill you up...” Randy growled. He stood up, standing over Shelly’s face as her jaw ached with his shaft. *“Fill you up...until you can’t take anymore!!”*

STRRRRTCH!!

“M-Mmph??”

Her growth was accelerating. Randy’s lustful gift knew no limits. One of her hands flung to her rear when she felt it distend, stretching and wobbling until its bloated mass pressed into

the cold dewy grass below. Flesh mashed in all directions from the settling weight. Somewhere within its bulk and her thighs, her crotch was begging for a tree-sized dick to stretch her walls.

SPLRRRRRTCH!!!!

“MMMMMMMMPH!!!”

“What’s the matter, too much milk for you?” Randy’s manhood throbbed with delight between her cheeks. *“How about we push those tits even bigger??”*

STRRRRRRTCH!!!!

Shelly wanted to scream when milk surged, pushing her chest to gargantuan proportions. The park trembled when they struck the ground with dense, fluid-filled skin. Two competing walls of flesh pressed on her from each side then, sandwiching Shelly in place. Her feet tried to find purchase in the grass, but they only dug deep gouges. Even at a height tall enough to see over the park’s trees, her body was not big enough to handle the curves Randy was forcing onto her.

She’d never felt so incredible.

“MMMM!!! MMMMMMMM!!!”

Her eyes pleaded with him, begging for more. She wanted to be his puppet. His plaything. This human balloon. Her breasts ached with milk for him, pleading to be filled to their breaking point.

CRA-ACK!!!

Tree branches snapped when her curves ballooned into a nearby tree. She was less girl and more blob now, with even her arms coming to be trapped between her ass and tits. Her outline loomed over the darkened park. The strange sight was visible to anyone willing to look.

GUUUUUURGLE

A strange weight caused her stomach to do flips. Rubbing her waist, Shelly realized she’d been swallowing this entire time. Her mouth and throat were coated in Randy’s eager pre-cum. Every thrust filled her cheeks with more, forcing its way into her belly. After so long, it was beginning to take a toll. Anxious, she was beginning to wonder if Randy’s power had a limit to just how big it could let her body survive. Eventually, something had to give.

GUUUUUURGLE

“N-Nnngh...!”

“What’s the matter? Feeling a little bloated??”

GUUUUUURGLE

Shelly felt like she’d eaten three large dinners. Doming flesh tented her stomach against the backs of her breasts, enough to fill her hands like a beach ball.

“Nnnnngh!!! NNNNNGH!!!!”

Her eyes widened. Randy was thickening in her throat. Hardening. His balls engulfed her chin and neck like massive throbbing pillows. Anxiety gripped Shelly, her belly already full as it was.

“Mmph!!! M-MMPH!”

“NNNNGH SHELLY I THINK I’M GONNA--”

He thrust hard and deep, making Shelly gag.

SLLLLMMMCH!!!

GULP

GULP

GULP

Cum pumped into her like a fire hydrant. Every throb was an unholy amount of steaming, thick goo forcing its way into her belly.

STRRRRTCH!!!!

“Nnnngh!!! NNNNGH!!!! Pump you full!!! I want to...pump you full!!!!”

Her entire body was swelling. Reacting to his load. Shelly closed her eyes as she felt her breasts strain with milk and cum. Her rear tightened, squeezing against her back. But her belly was beginning to balloon. Cum stretched it larger with every pump. Her hands trembled at its size, feeling it bloat and tighten and widen into a creaking mound hidden under her breasts.

STRRRRTCH!!!!

Her body was getting tense. No longer were her curves soft, pliable mounds of jiggling sex. She was beginning to stretch.

“NNNNNGH!!!! A-AGAIN!!”

SLLLLMMMCH!!!

GULP

GULP

GULP

Shelly arched her back, trembling when Randy exploded in her mouth once more.

“NNNGH! MMMPH!!!”

STRRRRTCH!!!!

She was running out of room. Her body couldn’t take anymore. Milk and cum brought streaking stretch marks across her chest. Slowly it was beginning to rise up, lifted by an aching stomach ballooning with Randy’s cream. Shelly was forced to spread her legs as it bloated to the point of discomfort. She saw a shadow falling over Randy as he trembled, and quickly realized it was the curve of her ass blocking the moonlight behind her.

STRRRRTCH!!!!

“MMMPH!!! M-M-MMMPH!!!”

Shelly tried to get his attention as her body groaned. She looked like a human bouncy house as fluid sloshed within tight skin. Cum had clogged her nipples, refusing to allow any more pressure to escape.

“Nnngh... Nnnngh...” Randy paused to catch his breath. *“You’re... So big... I don’t even know...how big...”*

“Mmph!!”

“I want... You bigger... I can pump...you bigger!! Just like you wanted!!”

Shelly wanted to shake her head but he held her steady and started to thrust again. Her throat was sore and stretched from his size. Unable to sink her hands into her stomach, Shelly feared another eruption would be the end. She couldn't take any more. Her body would burst.

"Nnngh!!! Here...it comes!!!" Randy moaned while summoning another load.

"Mmph!!! M-Mmmmph!!!" Pussy gushing with anxious arousal, she whimpered when he thickened once again, his balls swelling into impossible load-bearing orbs.

"Nnnnnnngh!!!!!!!"

SLLLLMMMCH!!!

GULP

STRRTCH

GULP

STRRRRTCH

GULP

STRRRRRRRRRRRRTCH!!!

"MMMMPH!!!!!"

Shelly closed her eyes as cum launched down her throat. Trembling pressure assaulted her stomach. Her breasts looked twice as big because of the hidden ocean of cum filling her abdomen. They puffed and lifted in anger, resenting all the fluid building within.

RRRMMMMBBBBLLLL

Cum filled her mouth. Shelly was afraid to swallow as her cheeks stretched. Her stomach was at its limit. Her hands didn't dare apply any pressure to her creaking skin.

"Nnngh!?"

Whimpering, she forced the mouthful down her gullet.

G...G...Gulp

STRRR--THUMPH!!!!!!

"MMMMMMMM!!!!!!!"

Shelly's heart skipped a beat when her entire being jolted. Somewhere under her bulk, her belly button had just jutted outward into a massive protruding mound of pressure.

She was full.

"Mmmmph... M-mmmph..."

Wheezing around Randy's cock, Shelly settled into her quivering drum-tight mass. She'd made it. Under a storm of orgasms and body-stretching ultimate pleasure, she was dominating the park with her size. Her body stood over the trees in a creaking, gurgling hulk of fleshy expansion. The size of her stomach left her dizzy as cum swirled around the titanic sphere stretching her skin to the point of bursting.

"Hah... Hah..." Randy knelt before her head, gasping for air. *"That... That was... Ngh--"*

He throbbled in her throat. Shelly's eyes widened in fear. He was thickening. Rapidly.

"Nnggh!?" He grabbed the side of her head, trembling with a final release.

Shelly panicked, knowing she couldn't take any more cum. Her throat was ready to geyser. "*Mph!! MMMPH!!! M-M-MMPH!!!!!!*"

"NNNNNGH!!! LAST OOOONE!!!!"

"MMMMMM--"

SLLLLMMMCH!!!

GULP--KABLOOOOOOOSH!!!!!!!!!!

Milk and cum exploded at the park's center in a firework display of steaming white fluid. Shelly's body was blown to the limit, pushed to the breaking point by Randy's overwhelming lust.

The world turned white for the two of them as they were swept away in the creamy torrent. They only managed to stay together because Randy held Shelly so tightly in his arms. Sopping wet grass cradled them when the flood spread out into the park and surrounding streets.

Staring through milk-blurred eyes, Randy found a gasping Shelly hugged against his body. He took at her naked figure, relieved to find her back to her old, curveless self. She was as flat as the day they met in the supply closet.

Randy sat up, holding her in his arms as she was yet to wake up from orgasm-induced exhaustion. The last half hour was a blur. He felt sore and spent, struggling to recall how they'd ended up in this mess. For a moment he wondered what he was going to do with an unconscious naked girl in the middle of the park.

THUMP

Something struck a nearby tree in the flow of milk. Randy squinted, coming to realize it was the bag of spare clothes Shelly had bought from the mall.

They would be wet but had arrived just in time.

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

The night air was still and brisk as Randy walked Shelly up the steps to her house. It seemed fitting for the atmosphere to be so calm after the explosive climax they'd both reached in the park, like the world was finally taking a deep breath after a chaotic day. To think a scene of destruction was left behind on such a peaceful night was confounding.

"I *cannot* believe what you did to me...!" Shelly whispered. Excitement still laced her voice to the point of making her words tremble.

Randy on the other hand, having come down from his lust-fueled high, was close to breaking down at her feet. "*I'm sorry! I'm sorry! I said I was--*"

"*Shh.*" A finger was placed against his lips. "*Don't be sorry. It was the greatest experience of my life and I'll never forget it.*" They paused at her front door and turned to stare into each other's eyes. "There was never a doubt in my mind that you would do anything I couldn't handle." Light flashed in Shelly's eyes and she stared with deep-seated infatuation. "I

never thought you could actually make me...*burst*. God the thrill... The rush... The tightness... The... T-The...sheer *terror*."

Randy's heart was pounding just listening to her words. It was hard to believe everything had really happened, but there was still cum and milk drying in their hair. The clothes hanging on Shelly's frame were loose and comedic. There was no doubt in his mind the events really had transpired.

Still nervous, he asked, "A-Are you sure you're...*ok???*"

"Randy... Look at me."

Standing back, Shelly spread her arms and presented herself. Her body was back to its former self: thin, lanky, and lacking any distinctive curves.

"See? I'm ok!"

She spun around before stopping. In a smooth motion, she dropped her pants to her ankles and lifted her shirt to her chin. Every inch bore itself to Randy's blushing face. After seeing her so big and curvy throughout the day, it was surprisingly intimate to see Shelly so small and petite. He'd never actually seen her at her natural size, and he realized it was more attractive than any size he'd seen on her thus far.

"I'm back to little ol' me! Nothing to worry about!" Winking, she posed and teased her pert breasts. "Mmmm, unless you need more proof... Want me to bend over? You can inspect me until you're content there's no damage?"

Randy's face couldn't have been redder. A part of him considered taking her up on the offer. He wanted to see more of Shelly in her natural form. Every little inch and contour of her naked body.

But on the porch outside of her house wasn't the time to do it.

"N...N-Next time..." Randy whispered, unable to look away.

"*I'm going to hold you to that.*" Replacing her clothes was a scene Randy would forever cherish. "Probably for the best that I'm back to normal. I don't know how I would explain several feet of growth to my parents or friends..." She giggled. "Whether to my height, or...*something else.*" Righting her shirt, Shelly asked, "But... Can I tell you something?"

"Of course!"

"This whole time, you've been doing things to my body that *I* wanted to be done... But when you finally let loose at the park... *Mmmmm! Feeling you really do what you wanted to me, to the point of making me push beyond every limit... THAT was incredible.*" The arousal in her voice wasn't lost on Randy. "I hope you can let yourself enjoy it again sometime."

"I-I don't know if I should... I feel kind of bad for what I did to you and--"

A sudden embrace silenced his words and worry. There was warmth in Shelly's arms. Tender warmth and understanding.

"*There's nothing wrong with you...*" she whispered. A hand caressed up and down his back in soothing motions. "*What you're able to do is incredible, and I know you have a good enough conscience to never use it for wrong.*"

It was enough to make Randy's eyes sting. "You promise?"

"*I promise.*" Her embrace tightened. "*Today was the most fun I have ever had with a guy. I really, truly hope we can do it again.*"

He was about to respond, but two gentle lips pressed against his. Steam rose between their faces in the sudden liplock. Randy's vision blurred and doubled as he thought his heart might burst. Shelly's arms curled around the back of his neck, pulling him against her small breasts to feel her nipples through her shirt. The tip of her tongue teased his lips, though never entered, just leaving enough of her taste to dance on his mouth when she pulled away.

"Have a good night, Randy."

Her parting smile would live in his mind for the rest of the night and several weeks after. The shock didn't fully wear off even when her front door closed, leaving Randy alone on her porch.

Where there was once anxiety and apprehension was now ease. Shelly's words had seen to that and more. With a particular hop in his step and a lightness in his heart, Randy left her house and made his way home.

"*WHAT HAPPENED TO THE HOUSE?! MOM!!!! YOU'RE HUGE!! WHAT DID YOU DO?! D-DAD???*"

A shocked yell came from inside Shelly's abode. Thin curtains were drawn, but he could see Shelly's silhouette pushing against some huge, bulging mass. For a moment he wondered if it could have been somehow caused by him, but he forced it out of his mind. He didn't even know Shelly's parents.

(.Y.) (.Y.) (.Y.) (.Y.) (.Y.)

School was dreary and tiring the next morning. Randy could hardly keep his head up as his classmates poured into his morning class. He was yet to see his art teacher or the two girls from the food court, and anxiety was finding its way back into his core alongside a heap of guilt. Even if unintentional, he still felt he'd influenced their lives for the worse.

What if they didn't go back to normal like Shelly...

What if they're stuck that way??

What if somebody recorded the whole thing and it gets uploaded?! Their lives would be over! They would never live it down!! Everywhere they go, they'll be--

"Mooooorning!!!"

A giddy grab from behind made Randy jolt. Arms wrapped around his torso and a soft cushion pressed against the back of his neck. The embrace was aggressive and tight, squeezing the air from his lungs until he wheezed. The bad thoughts vanished upon hearing her voice. A giggle betrayed a joyful mood when Shelly loosened her grip.

"H-Hey, Shelly!" Randy greeted, growing nervous at her lasting hug as students started to stare. "How are--"

“I am having a *fantastic* morning! Thanks! I’m just *swelling* with energy!!” she said. Leaning forward, she applied more pressure from her breasts. They felt far too big against his back to be the small assets he’d seen the night before. These felt capable of overflowing his hands, as well as her bra, by the feel of it. “Also!!” She brought her lips to his ear, whispering, “*I can’t wait to see how big you make me throughout this school year... Try not to let your mind wander too much during class. Got it, mister?*”

A playful nibble on his ear served as her farewell before Shelly bounded to her desk. Heart fluttering, Randy felt the clouds lifting from his heart. He might not be comfortable with himself yet, but it was reassuring to have someone at his side so eager to take the brunt of his wandering subconscious desires.

With Shelly around, things just might work out for him and his strange new abilities.

The End