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Hyper-Active  
Imagination

By Ziel.

## Part 1

James didn't have much going for him. He wasn't large. He wasn't small. He wasn't even ugly. He was alright looking by most accounts; he just **didn't really stand out. It worked all right in high school** since he could slink into the crowd and avoid bullies, but back there he had had all his old friends. His relative anonymity was getting to be tiresome now that he was in a new city and a new school.

He had been so looking forward to college because he had heard about all the great parties that he could go to, but having gone to a few already, he **could safely say they weren't any better than the ones back in high school.** He spent the entire time with his back to the wall and a red solo cup in one hand.

James let out a sigh as he trudged into his **last class of the day. It wasn't even a real class; it was just a TA session.** Every Wednesday night, his physics class had an extra hour long session tacked

onto his already tedious schedule. The only plus side was that the nerdy grad student who instructed the class during this period was hella cute. The black haired guy was a little on the chubby side, but he carried his weight well. His small, round, thin, gold rimmed glasses gave him an endearingly goofy look like something out of **a children's fantasy novel.**

**Even the guy's name was cute. When James had seen the name "Mathis" on his syllable he had expected some dour old geezer or some Axe'd up dudebro.** He was very pleasantly surprised when the cuddly looking grad student had shown up and insisted they all refer to him by his first name, Donnel.

James threw his book bag under one of the desks and gave a nod of recognition to the dude seated two seats down. This was the closest thing he had to a friend this early into his new school life. With any luck, by midterms they would even know **each other's names.**

James whipped out his smart phone and began flipping through his various apps. An errant porn gif crossed his dash which caused him to hastily turn off the screen. The last thing he needed was one of the other students to catch him staring at big, floppy, donges in the middle of class. He took a quick glance around to be sure no one had seen him; he seemed to be in the clear. He let out a sigh, and waited for his dick to decide to forget what he had seen. His own respectable cock was refusing to obey and steadily chubbing in his loose cargo shorts. James could do nothing but slump back into his chair and wait. He might not have much going for him, but what he did have was an overactive imagination. His mind was still replaying that pixelized cock bobbing

and flopping in rhythm with the deep thrusts that the dude was receiving from behind.

James stared into the blank screen of his phone. He was too afraid to turn it back on for fear of someone catching sight of the gif that was most assuredly still playing on his dash. All he could do until the TA decided to show up was stare at his own reflection in the black screen.

The college student staring back at him looked just as skittish as he felt. The thin, face was covered in freckles, mostly clustered along his cheekbones. The tussled mop of light, reddish brown **hair looked like something from the Beatle's early career. He wasn't particularly fond of the Beatle's or their hairstyles, but he had been too broke to get a haircut and too lazy to touch a brush in months.**

The lean student absentmindedly twirled the phone in one hand as he watched the second hand tick away on the old and busted little wall clock that had probably been mounted on that same wall since the physics building had been christened in 1973. Eventually, the cute, chubby grad student staggered into the classroom, huffing slightly as he struggled for breath.

**"Alright class... Get your books out... we're going to review for your first exam."** Donnel rattled on between gasps for breath. It was obvious that he had been running to get there. A slight layer of sweat had soaked into his shirt causing it to cling to his skin. **It wasn't the first time Donnel had shown up to class slightly late and even more out of breath.** Apparently he had one of his graduate level classes all the way across campus that let out immediately before the class he was scheduled to teach. It was no doubt a serious inconvenience, but James

**couldn't help but wonder if the chubby guy had lost a few pounds over the last few weeks. James was sure he could see a little definition showing through the TA's clinging shirt.**

James never really had trouble in physics. He could memorize formulas and laws and theories really easily. At this rate this class was going to be ridiculously boring for him. Sure enough, his mind began to wander within the first five minutes of their review. His mind always wandered in this class, but he never got called out on it. His eyes were glued to the cute TA the whole time. He was sure that Donnel had lost a little weight in the past few weeks. James **couldn't help but think how much better the guy was looking now. James mind began to drift farther and farther. Donnel was cute now, sure, but he'd be frickin' hot with a bit of beef on him.**

**James's mind drifted to thoughts of the** chubby instructor filling out his green and white plaid button up shirt with brawn instead of pudge. James **could actually see that dude's shirt fit him snuggler as his flabby little moobs gave way to thick slabs of brawn. As the teacher's shirt got tighter and tighter,** the ripples of his toned, beefy abs began to show through the front of the fabric.

**The grad student's chest got wider and** thicker as his pecs and lats grew and spread. The **TA's now huge muscles pressed against his shirt on all sides causing the fabric to pull away down the center. Large gaps could be seen up and down the front of his shirt as the buttons struggled in vain to bring to two halves of clothing together, and still the TA kept swelling. The buttons eventually gave up the ghost and began to burst free at mach speeds. The miniature projectiles ricocheted off of desks and walls, but no one in the class seemed to notice.**

The TA's shirt sleeves ripped loudly as his huge, muscular arms got to be simply too much for them to handle. James was actually a little startled by the noise, but it alerted him to all the growth going on in other areas as well. He could see now that it was **not just the cute teacher's chest that had been beefing up, but the rest of him as well.** The seams of **the TA's tight jeans were already showing signs of popping and snapping.** It was obvious that his thick, brawny quads were going to overpower the tight **denim at any second.** **James's eyes focuses on the cute guy's pants as he waited with bated breath for those to follow his shirts example.**

**As James eyed the teacher's lower half** he became aware of the pronounced bulge in the front **of the guy's jeans.** **James had to silently give his subconscious a mental high five for thinking about that too.** It was only fitting that such a massive, burly stud of a man have a cock to match. **James couldn't wait for the beast to burst free of its cruel captivity.** Something that great deserved to be seen by all.

The lanky student bit his lower lip as he stared at the lewd sight before him. He wanted to rub one out so bad, but he dared not do so in the middle of class. There was no telling just how much of his actions would be visible in the real world. He might find that he would be beating off in the dream and also in front of the actual teacher.

With an audible shred, **the teacher's jeans** burst into ribbons, leaving him completely nude except for a skin tight pair of grey boxer briefs. The briefs did absolutely nothing to disguise the **magnitude of the TA's cock.** **It was thicker around than James' skinny arm and well over a foot long.** The thing had to be closing in on two feet. It was impossible to tell for sure due to the way it bunched

and folded in the confines of the teacher's way too tiny undies. James's jaw dropped. That thing was that huge and still soft! The massive dick was accompanied by two equally massive, cantaloupe sized nuts. It was a miracle that the immense package was still contained within the thin layer of fabric. **"Not for long."** James thought to himself with a smirk. This dream was too good to stop now. He was going to go for the Full Monty.

The TA had another surge of growth, but still no one except for James seemed to notice. The last vestiges of the guy's clothing broke away, leaving the now towering wall of toned beef completely nude. His huge, nude TA still paced and spoke confidently as he rattled on about gravity and inertia and friction and wind resistance, but James couldn't care less about that shit. The TA's cock was so huge that the head of it grazed the ground as he walked. The shaft was as thick around as James's lean waist. The two enormous nuts were now the size of jumbo beach party beach balls. His broad chest was almost three times as wide as James's shoulders. Either individual massive pec was easily the size of James's Torso. James could curl up like a cat and nap on that broad, burly chest of he wanted to, and he really wanted to.

James was so entranced by that fantastic brawn that he just had to get up and get close to that. He had to feel those glorious muscles against his flesh. He wanted to rub his tongue against that colossal dick. James smirked as he noticed the steady chubbing of the teacher's cock. The gigantic schlong steadily hardened and lifted itself up and up. James couldn't have peeled his eyes away if he wanted to. He couldn't be sure, but it was almost as if the giant dick was reacting to his thoughts.



James shrugged and rolled with it. This was his dream after all. He began imagining even more lurid acts he would do if he ever got the chance. He wanted to straddle that giant cock like a roadhouse mechanical bull and ride it as it bucked and lurched. He would latch his arms and legs across it and rub his tongue along every inch that was available to him.

**The TA's giant cock was** already oozing pre and shuddering in response to James's imagined touches. James wanted all the cum that was contained in those massive, heavy nuts all over him. He was just about to hop up from his seat and begin **attending to Donnel's amazing, growing, dream** cock, but the teacher seemed to be one step ahead of him.

Donnel set down his text book and went about pacing around the room while absentmindedly **stroking his colossal dong. James's eyes followed** him intently as did the eyes of most everyone in the **class. James couldn't help but wonder if anyone else** was part of his dream. All eyes seemed intently glued to the now beefy instructor and his massive, oozing cock. Quite a few students had a pink tinge of arousal visible on their faces. James could even catch sight of a few boners pressing against the **fronts of some of the guy's pants. One or two of the** braver ones even had a hand down the front of their pants shamelessly stroking their hard-on. He quickly dismissed the idea. If anyone else could see this, surely they would have freaked out by now.

James shoved his doubts and inhibitions aside and slowly walked up to the TA. No words were exchanged, but the look of sheer, **unadulterated lust in James's warm brown eyes** made it absolutely clear what he wanted. He stood in

front of the massive, muscular dude and began to stroke and lick the enormous cock. James dug his own respectable bulge against the soft underbelly of the massive cock and began to grind passionately. He was so overcome by the sheer magnitude of the cute young teacher that he forgot everything else. The thick, veiny cock pulsed and shuddered against his face and chest. James knew it was only a matter of moments before it blew.

Seconds later, James was knocked to his feet by a surge of jizz from the monstrous cock. The spooge was so warm and thick that it was like being bathed in tar, but it smelled and tasted so wonderful **that James didn't mind at all. The thick, goopy spunk** soaked his clothes and clung to his lightly tanned skin, and yet more and more kept flooding from the **TA's immense nuts.**

By the time the torrent of spooge had tapered off, James was so coated that his own load was completely lost in the giant tidal wave of spunk from the teacher. James could do nothing but lie in the giant puddle of spooge that now covered the entire front of the classroom.

**“Oh! I'm terribly sorry. I don't know what came over me!” Donnel sputtered in shock. James** chuckled silently to himself; he knew exactly what just came over him. The huge, brawny guy slowly reached a hand down to help up his jizz soaked student. James reached up and accepted the **teacher's help.**

James was feeling so great from the intensity of his own climax that he was only vaguely aware of how sticky his skin was now. His gut felt pretty heavy too. There was no telling how much of the salty **spooge he had guzzled in his erotic trance. James's**

eyes slowly scanned the classroom. All eyes were on him now. The other students looked at him with a look of awe, shock, and even some jealousy.

As the afterglow slowly began to fade, James was snapped out of his trance by a loud, rattling ring from the bell. He nearly jumped from the shock. He came crashing back to reality. He suddenly felt incredibly embarrassed. All the other students were gathering their books and packing their bags, barely paying attention to him, but one or two would occasionally glance his way. Something just seemed off. He was sure he had woken up from his dream, but he was still coated in spunk.

A firm hand on his shoulder brought his attention back to the cute guy. James looked up to see that same cute face looking down on him, although the face had noticeably trimmed down since the beginning of class. No surprise there, considering the TA no longer had an ounce of fat on his. He was now a huge, hulking muscle god with a four foot cock.

**“Again, terribly sorry about the mess... You know how it is with guys like me... Sometimes we just can’t help it.”** Donnel said apologetically. **“Although... Given the lengths you went to to get me off, I suppose I can’t really take all the blame.”** He added with a sly wink.

James was dumbfounded. He could no longer tell the difference between his dream and reality. Just how much of what he had dreamt had he really done? Had he really transformed the cute, portly grad student into that massive, nude wall of brawn and balls? The real question was could he do it again if he wanted to? A devious smile crept

across his jizz-coated lips. This was going to be an interesting semester after all.

## Part 2

It had been weeks since James had inadvertently hulked out his cute TA. James had not once managed to duplicate the results of that fateful evening. Not for lack of trying, though. He had tried focusing his hypothetical growth powers on friends back home, classmates, hot dudes he passed in the corridors, and even himself, especially himself, but nothing happened. He had all but given up on ever **repeating the event. He wasn't even sure he had the power.** For all he knew it could have been a random fluke. Something else could have caused the sudden growth. Maybe he was just being a little egocentric by trying to take credit for the whole thing. Maybe he had actually just imagined the whole scene. As far as everyone else was concerned, Donnel had been a giant, muscle-bound nudist for as long as anyone had known him.

Every time that James laid eyes on the hunky teacher he knew that he had not imagined it, though. His memories of Donnel as a slightly short,

fairly chubby guy were far too vivid to have been just a daydream. James could still recall in vivid detail the entire transformation the cute grad student had gone through. Sometimes James wondered if he had made a mistake in hulking out the TA, but whenever **he saw the dude's glorious, giant nude form, those** doubts immediately left him. Donnel always seemed to be enjoying himself, and James could not deny how absolutely smoking hot the grad student now was.

**"He's late again." Came a voice from off to James's side. The comment effectively snapped the** young man out of his reverie.

**"He's always late." James replied casually.** He shifted in his seat and maneuvered his backpack so that it was now over his crotch. He had spent a little too much time thinking about how ridiculously sexy the TA was, and it had caused him to bone up quite a bit.

**"Yeah. You'd think he'd just make the class start later or something." The lithe dude sitting** next to James commented. Lyon was the best, and only, friend that James had made during the few months he had been attending college. They had **started as casual acquaintances, but Donnel's** constant tardiness had given them plenty of time to chew the proverbial fat. Over the weeks they had come to realize that they had a lot of similar interests.

One thing lead to another, which lead to swapping Facebook contacts and cell numbers. The first text that James had received made his heart stop. James had completely forgotten that he had left his Facebook profile as Interested In: Men. Surprisingly enough, Lyon was totally cool with it,

although, Lyon had not missed a chance to give James some playful ribbing about it, especially in regards to the obvious boners that James tended to sprong when their hot, buff TA was even so much as mentioned.

**Their conversation didn't get much farther** than that because right as James was about to reply, the massive grad student ducked under the doorframe. Donnel was now so huge that he had to hunch over a bit when inside. His massive, semi-erect cock bobbed and swayed as he lumbered towards the podium on the other end of the room. **Donnel's dick never seemed to get fully soft, instead** it stayed at varying levels or erect. Not that James was complaining, nor did Donnel seem to particularly mind it. It did mean that the hulking grad student took up far more room than he would have otherwise, though. Every time the TA turned around, his massive, pendulous wang would swing around in front of him. It was so huge that it often knocked over books and pencils on the first row of desks as well as occasionally even bumped softly against the occupants of said desks. James would have loved to get into one of the seats in the splash zone, but they were always claimed long before he got there.

The smoking hot teacher was dripping sweat from his jog across campus. It had to be close to two miles across the sprawling campus from **Donnel's previous class to the one he was currently** teaching, and he crossed that distance in less than ten minutes. His skin gleamed from the slight moisture he had accrued. His massive, burly chest heaved up and down as he slowly brought his breathing back under control. Even his mammoth cock and ginormous balls bobbed along with his deep breaths.

James was instantly entranced. He watched a bead of sweat drip off of the bearded **hotty's black furred chin and slowly rolled down across the massive slabs of the teacher's pecs and** onto his abs where it made a slow, winding path back and forth through the dark trenches of the **dude's deep cut, eight pack abs before dripping onto Donnel's immense balls. The small bead of sweat traced a line along the outer edges of the teacher's** massive nut before coming to a rest on the cold, tile floor. There was no need for the water to drip. **Donnel's nuts were so huge that they grazed the** floor at their lowest point.

James was snapped out of his reverie by the sound of students shuffling papers and getting **up from their seats. James's already flushed face** turned a few shades redder when he remembered that they had to turn in their lab write up today. Fortunately, Lyon had been looking out for him. His slightly tanned, brown haired buddy placed a friendly **hand on James's shoulder and grinned. "Just hand me your papers. I'll turn them in for you." He said casually, but his eyes were firmly glued to James's** nether regions.

James was thankful for his friends help, but he was too embarrassed to vocalize it. He did manage a small nod of thanks, though. He fumbled awkwardly through his backpack while he tried to keep it safely positioned over his crotch, but his already frazzled nerves betrayed him. His fingers were shaky and unsteady, causing him to lose his grip on the bag. The sack fell to the floor noisily, revealing **the front of James's pre-soaked shorts** to everyone in class. Even without the wetness, his rock hard boner would have been hard to miss, but the dampness caused his shorts to cling to every



contour of his average sized dick. Under normal circumstances he would have been considered alright in that regards, but it was hard to feel hung when he shared a room with someone whose cock **was as big as James's whole body.**

James quickly scrambled to save what **decency he had, but he needn't have worried.** Lyon had pounced on the bag with catlike reflexes and **was already returning it to his buddy's lap.** Lyon flashed his pal a quick wink and waved the loose leaf **pages of James's report playfully before heading up** to the front of the class to hand them in. James let out a long, slow sigh of relief and slid down into his chair.

The rest of the class went by relatively **uneventfully. Though that's not to say it was easy for** James. James had to sit through over an hour of the hottest, buffest, beefiest babe ever flaunting his oversized goods. Donnel was prone to pacing as he lectured which just caused his semi-rigid cock to bob and bounce along with his heavy footfalls. Even the **grad student's gargantuan nutsack lolled back and forth** which each step. **James couldn't tell which view was better; watching the guy's beefy abs and pecs** along with his cock and balls rocking back and forth, **or staring at the teacher's amazingly thick, dense,** slabs of ass. However you looked at it, James was fully boned the entire class, but that was about par for the course nowadays.

By the time the bell finally chimed to release him from his torment, James had already found another form of release three or four times. Even as all of his classmates scrambled to leave, he continued to sit and wait. The front of his shorts were **so thoroughly saturated that he didn't dare stand up** or even move his backpack. This was beginning to

become a regular occurrence for him. It was so bad that he had even considered starting to wear diapers to class, but somehow that seemed even more embarrassing.

Lyon sidled up beside his bud and threw **an arm over James's shoulder. "Ready to hit the gym?" He asked pleasantly.**

James had completely forgotten that they had talked about going after class today. James had given up on trying to use the mysterious power on himself to bulk up so that meant he had to do it the **old fashioned way. He hadn't mentioned any of that** to Lyon though. He had casually mentioned that he wished he were a little buffer, though. Lyon was in really good shape and happily suggested that he teach his skinny pal a thing or two.

**"Come on. I even brought a spare pair of shorts. I figure you could use one right about now."** Lyon commented teasingly, giving a playful nod **towards his buddy's backpack which was still** covering up the mess James had made of his shorts.

**"Fine... I'll want to hose off before we get started, though." James said flatly. He was glad to** have a friend like Lyon, but he just knew that his lithe buddy would not let him live this down. There would be plenty of playful ribbing throughout the entirety of **tonight's workout. James just hoped that they didn't** run into anyone that was nearly as big and buff as **their teacher. If his stiff, canvas cargo shorts couldn't** cover his boner, there was no way in hell the loose, airy basketball shorts that Lyon was lending him would.

**Getting to the gym wasn't so bad. James** had ducked into a restroom down the hall from the

**classroom and swapped shorts so he didn't have to** worry about having a huge white splotch on his crotch. He did still have to worry about the crusty goopy feeling of dried jizz caking into his pubes, though. The first thing he did at the gym was duck into the locker room and wash the caked on crud out of his reddish brown fuzz.

**Much to James's chagrin, he found out** that the showers at the school gym were the large, **open air kind. There weren't too many people in** there at this time of night, but it was still pretty hard to cover the fact that he was giving his Netherlands plenty of attention during his extended shower. He hoped that no one thought that he was jacking off, **but he wasn't sure if that would be any more or** less embarrassing than if anyone had discovered the truth.

After an uneventful, albeit extended, shower, James rejoined his lithe buddy on the main floor of the gym. It was late and so the place was fairly sparsely populated, but there were still a fair number of night owls there to pump the midnight iron.

**"About time you got here. What were you doing, jacking off in there?"** Lyon teased with a bit of good natured sass. **"Hmm. Probably not. I'd be amazed if even you have any spunk left after Mr. Mathis's class."** He added with a wink.

**James went beet red, but it wasn't so much a matter of his buddy's teasing so much as it** was what Lyon was wearing. James knew that his pal was in pretty good shape, but he had never really noticed just how good looking the lean dude was. Lyon liked to dress nicely to class, often wearing nice jeans and a long sleeve, button up shirt. These

outfits looked great on him, but did nothing to show off his physique. Now that he was clad in just a pair of lightweight running shorts and an open sided muscle shirt, James could really get a look at just how fit his pal was. To make matters even worse, the sizeable VPL that Lyon was sporting made it painfully obvious that he was freeballing their little get together.

**“... You’re not gonna trance out again on me, are ya?” Lyon asked incredulously. He reached a hand into his big, shaggy mop of brown hair and let out an exasperated sigh as he noticed the glazed over look in his buddy’s eyes. James couldn’t even bring himself to really care about how cute the expression on the dude’s face was. His eyes were drawn to the sides of his pal’s torso. Lyon’s raised arm gave James’s eyes easy access to just about everything he had to offer from the waist up. Even with the shadows cast by Lyon’s baggy muscle shirt, James was able to see very defined musculature along the side of his pal’s torso. The ripples of Lyons lats and the sizeable bump of his obliques were the most easily seen, but James could also just barely catch fleeting glimpses of the dude’s pecs and abs.**

James forced his eyes away and tried to focus his mind on the task at hand. As much fun as it was to scope out hotties, things could get super awkward super fast if Lyon thought that James was falling for him. Things could get even more messed up if James actually did begin to fall for the hot, cut guy that was standing before him. James forced his mind to think about the exercises that he needed to do in hopes of stopping his own reasonably sized **dick from springing to attention. James’s cock was already stirring to life, which was the last thing he wanted to happen right now. James’s underoos had**

been far too drenched to be wearable, and so he was now stuck going commando. He was pretty sure that the outline of his dick was pretty obvious against the soft fabric of his borrowed shorts.

**“Nah, man. I’ll be fine. Just lead the way.”**  
James said as casually as he could muster.

Lyon rolled his eyes, but gave a short nod **of his head towards one of the benches.** **“We’ll start** with some presses. I want to get a feel for what you **can lift.” He said flatly.**

James watched his pal stroll off towards the weight benches on the opposite side of the gym floor. **His eyes kept drifting towards his pal’s tight, firm butt. Lyon’s running shorts were clinging to his ass perfectly,** and it was driving James wild. It was by no stretch of the imagination the biggest butt that James had ever seen, Donnel had that honor, but **Lyon’s butt was so cute and shapely and the gentle back and forth rocking was so hypnotic** that James felt like he could scream in sexual frustration. **The bounce and sway off that hot little booty couldn’t be accidental.** Lyon must know that he had the cakes.

**As if to answer James’s internal question, Lyon called back over his shoulder.** **“You coming?”** He had a sly smirk on his face that seemed to imply that he knew exactly what James had been up to.

**“Yeah. In a minute.”** James replied weakly.

**“As if you’d last that long.”** Lyon replied with a chuckle and then continued his little sashay across the gym.

**“Shit... he totally caught me staring...”**  
James muttered silently to himself. He lowered his

head and trudged after his friend with his tail between his legs.

He arrived at the bench to find that Lyon **had already set up station for him. "Alright. I only put forty pound on it. Even you should be able to lift this." Lyon sassed playfully. James narrowed his eyes and stuck his tongue out at his friend. Lyon took it in stride and laughed heartily. James soon found himself joining in. His pal had such a rich, full laughter that it was hard not to get caught up in it.**

James took his position on the bench and placed his hands along the markings. He began to **push up but was amazed by how heavy it was. "This is just forty pounds?" He asked.**

**"Plus twenty for the bar." Lyon replied matter-of-factly. "Still, sixty pounds is kid stuff."**

**"We aren't all as buff as you." James** replied with a mild tinge of irritation.

**"What? Little old me?" Lyon asked** jokingly. He lifted his right arm and flexed his bicep playfully to drive home the point.

**Lyon's muscles weren't particularly huge,** but he had very good definition. James found himself staring at the small, bulging bicep in admiration. He had always thought Lyon was kinda cute, but he had never dared dream that he would be so cut. James could feel his mind drifting as he undressed his buddy with his mind. He tried to visualize every ridge **and contour of his pal's densely packed body. James's mouth spread into a stupid grin as he scoped out the mental image's smokin' hot bod.** James had embellished a bit, but it was his imagination, he could have all the fun that he

wanted. The mental Lyon was still lean and cut, but his muscles were slightly bigger and more defined all over. James even gave his daydream dreamboat a little extra help downstairs.

**“Ground Control to Major Tom. Can you read me, Major Tom?”** Lyon droned playfully. The sound of his voice snapped James out of his reverie and back to the workout. What James saw made his heart skip a beat and butterflies erupt in his stomach. Lyon was standing over him, staring down just as before, but there was something different. James took a quick mental inventory of his surroundings. **Lyon was definitely taller... but not just that, he was bigger all over. The feline’s previously loose muscle shirt** was now stretched taut across his body. His cut abs and toned pecs pressed visibly against the fabric. The strip of fabric that covered his entire torso was now just a little too narrow. **Lyon’s defined lats** and the sides of his toned pecs spilled out the sides just a little bit.

**“Y... Yeah, I’m fine...”** James muttered quietly.

**“You don’t look it. Here. I’ll help you out. Don’t worry about the weight, if I see you start to crack, I’ll catch it for you.”** Lyon said noticeably worried. He took a step forward so that he was pressed up against the bench and placed a hand on either side of James’s chest.

**James’s breath caught in his throat. Lyon** was now so tall that his crotch was positioned just a little bit higher than James’s head. **James’s eyes drifted towards the outline of his pal’s dick, and what a dick it was!** It was easily over a foot long and still soft, and it was topped off with two large baseball sized nuts. As Lyon leaned in farther to help steady

the bar, his junk was practically resting on James's forehead.

**James's mind was swimming. He felt like** he was observing everything as if through an old television with really bad signal. Everything seemed so distant and hazy. One thing was for sure, though. **He had done it again. He hadn't meant to. Just like** before it was completely accidental. All that had happened was he started to drift off and let his imagination run wild.

James momentarily considered letting his mind run rampant some more, but he shook the notion from his head. After seeing what he had done to Donnel, there was no way he could unleash the **full force of his abilities upon his pal... although,** Lyon had often mentioned how he was jealous of the **huge, muscular TA... and his buddy would look** amazing with all that brawn stacked onto his already toned frame.

James was too far gone to try arguing with himself anymore. He was only vaguely aware of that **Lyon's package was swelling right before his very** eyes. James started to drift back to reality when he **felt the weight of Lyon's balls pressing against his** forehead, but that only served to make him slightly more lucid. He watched in bemused fascination as **his pal's already huge junk pressed against the light** fabric of his lightweight running shorts. The fabric was never meant to hold back such a beast, and already the front was showing signs of distress. James could actually see the individual strands popping and snapping in vivid high def as his **buddy's cock and balls quickly outgrew the front** pouch of the shorts that were obviously designed for someone much shorter, much slimmer, and far, far less hung.



James heard a loud rip and everything went black for him. He could feel the weight of his **buddy's hefty sack against his face. He was wearing his buddy's nutsack like some kind of erotic masquerade mask.** He could no longer see how big anything was, but he could certainly feel it. It **wasn't** just the weight of the two large orbs. James could **also feel the length and girth of his pal's cock. Lyon's dick was so huge now that it rested across James's face and continued past his chin before coming to a stop atop his chest.** The huge, fat cock had to be **bigger around than James's own throat, and James knew that it was nowhere near finished growing.**

**"Sorry about that."** Lyon chuckled. **"I guess the little guy likes you."** The cut guy said as he took a step back and let his junk slide **off of his pal's face.**

James wasted no time in sliding out from under the weighted bar and getting down on his **knees in front of his pal's now massive cock. The thick cock now dangled down past the his buddy's knees, and it was still soft.** James scooped it up with both hands and began to caress it and lick the tip.

**"Woah now. What are you doing?"** The huge guy yelped in surprise.

**"Just relax. No one's going to care."** James said calmly, almost serenely as he continued to **stroke Lyon's now chubbed up cock.**

**"No... I suppose everyone is used to it by now, but still. You know what happened last time."** Lyon muttered.

James wasn't sure what Lyon was **referring to, but it didn't matter.** Apparently this meant that he could alter things other than just

physical appearances in his trance state. Somewhere deep in the back of his mind came a dark whisper goading him on to try to make Lyon madly in love with him. James was so disgusted by the **thought of tampering with someone's mind that he felt himself fall from his heightened state.**

James came back down to reality hard. Next thing he knew he was kneeling before his pal **with his pal's massive semi in his hands. "Hey. Don't stop now, man. You got me this far. You might as well finish up, right?" Lyon said with a nervous smile.**

James struggled not to chuckle. He was so **disoriented he wasn't even sure what exactly Lyon** was talking about. Did the huge dude know that James was changing things? Or was he just referring to the aborted blowjob? James figured the second was more likely the case, but he wished he could get back to really hulking out his buddy. As it was, Lyon was about as buff as your average beginning level bodybuilder. He could pass as a **football star, but aside from his cock he wasn't all that out of the ordinary.** James wanted to make his best friend into the best man there ever was, even have him rival their amazingly huge, amazingly hot teacher. Just thinking about what Lyon would be like **at that size made James's cock stand at attention.**

**James was only vaguely aware of Lyon's** cock swelling in his hands. At first James had **thought it was just a function of his pal's dick getting even harder,** but he was only half right. It quickly became apparent that there was more to it than that when he **heard the snap from Lyon's waistband finally giving up the ghost.** What little remained of **Lyon's shorts was now falling away like a plastic bag caught in a gust.** That sound was enough to rouse James enough to scope out what he had done. Lyon

was now huge and completely nude from the chest down. The only article of clothing he was still wearing was his muscle shirt which was now far too small for his massive frame. The bottom hemline of his shirt barely reached the bottom of his thick, brawny pecs. The shirt was stretched so thin that it looked like he was wearing a sports bra on backwards. What was originally a strip of fabric that covered his entire chest was now a narrow strap that was quickly disappearing into the ever deepening trench between his two burly pecs.

Lyon was now fully boned, and his cock was standing at its full upright and locked position. At its new size, it reached all the way up to his chin. His nuts were now so huge that they dangled down past his knees. Either enlarged orb was closing in on the size of a yoga ball and still expanding.

**James stood up and nuzzled into his pal's** huge pectoral mass. They had originally been nearly the same height, but Lyon was now so tall that his nipples were about eye level with his skinny little pal. James saw the opportunity and he took it. He craned **his neck up and wrapped his mouth around his pal's** huge, exposed nipple. As he lightly sucked it, he **could hear Lyon softly goading him on. "Ah, yeah. That feels pretty good actually..." He softly cooed.**

James was mildly amused at how chill his friend was with all of this, but then he remembered the compulsion he had made earlier. Lyon would now be completely relaxed about anything that happened during the course of his transformation, and so would everyone else, apparently.

James took a step back for a moment and **tugged off his clothes as he stared at his friend's expanding form. A loud snap split the air as Lyon's**

far too tiny muscle shirt gave up the ghost and split open right down the middle. Lyon was now left completely nude in the middle of the gym. His tussled mop was already pressing up against the roof of the ceiling and his massive balls were beginning to touch the floor. Yet still he kept growing, and neither Lyon nor James seemed interested in stopping any time soon. The twenty or so odd people in the sprawling gym at this hour turned to look when they heard the loud snap, but no one seemed particularly surprised to see the huge, hulking, fully nude dude or his equally nude, tiny friend. A few gym-goers gave an appreciative whistle or a passing **“Nice, man.” and went back to their workouts.**

Lyon was now so huge that he had to sit down in order to still fit in the room. James wasted no time in hopping up in his lap and stroking his **friend’s massive dick. Lyon’s cock was bigger than James in every way.** It stood a good foot or two taller than him and was quickly approaching three times **as big around as James’s slim waist.** There was no way that James could get his arms all the way **around it, but that didn’t stop him from trying.** He leaned into the massive cock and began pumping it with both arms while grinding against it.

Try as he might, he could not provide the necessary stimulation at his small size. Lyon decided to quite literally take matters into his own hands. He reached forward and grabbed his massive tree trunk of a cock and began pumping it vigorously. In the process he ended up pulling his dick tight into his chest. His cock was now so tall that it towered above **even Lyon’s head and was quickly approaching hitting the ceiling of the gym.**

James was in ecstasy. He was pinned **between his buddy’s huge, brawny chest and**

amazingly massive cock. He reveled in how tiny he felt compared to his best friend and especially his **best friend's dick. Everything about Lyon was so huge that James's felt like his mind would explode** just from trying to comprehend the sheer magnitude of it.

Fortunately for both of them, James's cock exploded long before his mind did. He felt his own **thick wad crash against his buddy's giant cock and** soak into the soft trail of fuzz leading down to his own cock. The scent of sweat and jizz filled his nostrils and his mind. Soon after, James felt himself bathing in a steady stream of pre oozing out from **Lyon's mammoth cock. James could feel the** colossal dong shuddering and lurching. He could feel the very blood pumping through it as the beast came ever closer to unloading. Lyon let out a feral roar that reverberated through the entire gym as his jizz burst forth from his cock like jets from a geyser.

Lyon continued to moan as more and more jets of spunk erupted forth and coated the entire gym. James was quickly drenched in the **torrential downpour of thick jizz, but he didn't mind at** all. In fact he enjoyed every second of being **completely bathed in his buddy's spooge. He could** feel it soaking into his hair and permeating every inch of his body. The scent flooded his nostrils and the taste filled his mouth. James was exhausted, and yet, Lyon was still showing no signs of slowing. The gym floor was already coated in a standing pool of cum that was approaching a foot deep. The gigantic bog of jizz was seeping out of the main weight room and down the stairs into the lower levels where the treadmills and ellipticals were housed. James could hear a few mutters from the people downstairs. No one was particularly upset. Rather they all sounded

annoyed at most. Almost as if this was a common occurrence around here.

James chuckled softly to himself as he **nuzzled up against his pal's stomach. Lyon's torrent** of spunk had finally tapered off, and his titanic cock had finally begun to deflate. The giant, buff dude slumped backwards onto the gym floor and lied there, gasping for breath. James cuddled up against **his pal's thick abs, feeling the steady, rhythmic rocking of his pal's deep breaths. James could** barely comprehend how huge he had made Lyon. His pal was no so huge that James could lie across **his abs like a full sized bed. Even soft, Lyon's cock** looked like a redwood tree trunk, and his huge nuts **dwarfed even the nearby squat rack. Lyon's thick,** bulging pecs were as big across as a park bench and almost far across top to bottom. The gigantic slabs of pectoral muscle jutted out a few feet above **his deeply trenched eight pack abs. James's eyes** drifted to his pal's **colossal arms. The gigantic** muscles on his limbs were so huge that, even in their unflexed state, his bicep looked to be almost as big **as James's entire body.**

A giant hand reached over and gently **patted James. Even Lyon's palm was huge enough** to completely eclipse James's torso. **His deep** chuckle reverberated through his **tiny pal's entire** body. "Man. I'm gonna have to let you get me off more often." He said lazily. James couldn't see up **past the giant pectoral shelf to see his friend's face,** but he knew the giant dude was beaming happily. James was only all too happy to offer his services to get his pal off whenever and wherever Lyon wanted it.

### Part 3

James glanced nervously at the screen of **his phone. He didn't know why he was so nervous.** So it had been a few months since he had seen **Bryce in person, so what? It's** not like a semester apart would really change him that much, right?

James and Bryce had been best friends for years, and they had been practically inseparable growing up. Bryce had even been the first person that James had come out to. They had sworn that they would even keep in touch when they got to college, but attending schools in different time zones had made things difficult. They each had their own new groups of friends and new lives. They still kept in touch, but it was hard for them to really carry on long conversations via text. They no longer had the same experiences and the same frame of reference **to go off of, and it wasn't like James could really** explain everything that was happening to him either. For starters, how does one go about explaining that he sometimes accidentally caused people around

him to grow into gigantic, hulking muscle studs? James had hinted at his situation once or twice in a message, but there was a huge difference between **“Hey. My new friend on campus is even bigger than you are”** and **“Hey. My new friend on campus is a twenty foot tall wall of cock and muscle.”**

James was just about to send another message when he felt a pair of arms wrap around him and lift him off his feet. **“Hey there, buddy!”** came Bryce’s emphatic voice.

**“H-hey! Put me down!”** James shouted half-heartedly as he thrashed and squirmed in his **buddy’s arms. The two friends would have made** quite the scene in the crowded mall had they not both been laughing. As it was, it was plain to see that the two friends were just roughhousing and that there was nothing to worry about.

Bryce released his grip causing James to flop awkwardly to the ground and land flat on his **butt. “Owww…”** James grumbled as he got to his feet and rubbed his sore booty.

**“So, I see you’re still short.”** Bryce teased once James got back to his feet.

**“Oh shut up. You’re not even that tall.”** James sassied back.

**Bryce really wasn’t all that tall.** He was definitely taller than the short, slender James but not by much. The two of them had grown up together and had been so similar in height as kids that everyone had joked that they were actually twins, but once puberty hit and Bryce gained a few inches in height on his chronically tiny pal he never let James live it down. James always grumbled and groaned



and played his part perfectly, but he secretly loved the teasing. Something about the way Bryce lorded his size over him drove James wild.

James turned around and was about to let fly a few more choice bits of playful snark, but upon seeing his best friend for the first time in months his jaw dropped and his words failed to form. Bryce had always been hot, and James had had a bit of a crush on him since before James really understood what he was feeling, but the few months they had been **apart had done wonders for Bryce's physique. Bryce** had always been fit, but his once slim, sleek physique now had a few pounds of muscle packed **onto it. Bryce's lithe, athletic build was crammed into** a pair of running shorts and a skin-tight hoodie that left nothing to the imagination.

**"This might be a good time to mention that I got on the track team."** Bryce said. The smug satisfaction in his voice was painfully audible to James, but James **couldn't even bring himself to** muster a playfully snide retort. He was too busy **scoping out Bryce's thick quads which filled out** every inch of the short pant legs of his little running shorts.

James was glad that his blue jeans left a **lot more to the imagination than his pal's clothes did.** James swelling chubby was thankfully hidden behind the fly of his pants. Bryce had always been a blond haired, blue-eyed babe, and now that he had packed on some muscle he was undeniably one of the hottest guys that James had ever seen. James could feel the blood running to his face as he soaked up **every inch of his hot friend's muscles. He could feel** a familiar buzzing sensation slowly setting in on his brain. He knew he needed to focus on something **else, but at the same time, he couldn't bring himself**

to do it. The thought of his best friend getting even hotter got him so hot under the color that James felt like he could cream his jeans at any second.

**“Well look at you!” Bryce exclaimed** suddenly. The tone of his voice did a complete 180. The shift from smugly self-assured to impressedly gushing about his pal was so jarring that it even broke James out of his trance.

**“Huh? What?” James mumbled** awkwardly.

**“I’m not the only hitting the gym, am I?” Bryce gushed. He was staring straight at James’s chest. James’s unzipped jacket and plunging V-neck t-shirt had given Bryce a glimpse of his toned chest. James was nowhere near as fit as Bryce, but he did have the early onset of a nice set of pecs forming thanks to his constant gym visits.**

**“Yeah. My friend has been uh... coaching me.” James muttered nervously. He could feel the blood once more rushing to his face, but for different reasons than before.**

**“You told me about him. Lyon, right? You say he’s a pretty big guy, right?” Bryce asked.**

**“You have no idea...” James mumbled in reply. There were no words in James’s lexicon to accurately portray the enormity of his pal Lyon. Lyon had once been about James’s size, but James’s had lost control of his powers and transformed Lyon into the largest, muscular guy the world has ever seen. He was so huge that he couldn’t even get into most buildings. Hell, he stood taller than half the houses in James’s neighborhood.**

**“Is there something you’re not telling me?”**

Bryce asked slyly. He was giving James the devious side-eye which was more than a little unnerving. James was suddenly worried that Bryce might somehow know something. James had never been able to keep a secret from his best pal, but at the same time, how could anyone figure out his power?

**“What? No. It’s not like I somehow magically grew him. That’s insane!”** James squeaked awkwardly in reply.

**“What the actual fuck are you babbling about...? I was just asking if you were tapping that.”** Bryce replied.

**“What? Oh! No. He is tragically heterosexual.”** James murmured dejectedly in reply.

**“Aww. Don’t worry, little bro. We’ll get you a dude that loves to give as much as he gets.”** Bryce playfully replied. James’s face turned a few more shades redder upon hearing this so that his cheeks were now a darker shade of red than even his hair.

James had never had a boyfriend per se, but he was far from inexperienced. Once James had come out, Bryce was only all too happy to let James practice his technique on him. James had had his **buddy’s fat cock in his mouth more times than he could count**, and even just thinking about him got his dick chubbed up anew. He could vividly recall the warmth of it against his tongue and the taste of his **buddy’s dick and pre in his mouth**.

**Bryce once again derailed James’s** hormonally charged internal struggle by giving his shorter, slimmer buddy a clap on the shoulder. Once James seemed to be lucid once more, Bryce gave a

sharp nod towards the center of the mall to indicate that they should walk as they talked. The next hour was spent aimlessly strolling through the busy mall as they dodged and skirted throngs of panicked shoppers who had worked themselves up into a frenzy as they rushed hither and yon to find the last few perfect items for their loved ones in the last week before Christmas.

Bryce and James talked about anything and everything; what classes they liked and didn't like; their favorite professors, although James had casually forgotten to mention what about his favorite TA that he liked so much; their school sports teams; and even their sexual history since school started. Bryce had been a much better hit with the ladies than James had been with the dudes, but James had had his fair share of fun in the last few months.

Bryce suddenly came to a stop in front of the gaudiest and poorly designed Christmas decoration either of them had ever seen. The towering green figure was supposed to be some sort of avante garde Christmas tree, but looked more like something else which was far less family friendly. The green statue had a wide, rounded base, a short, narrow stem, and then had a rounded, conical structure on top. The net result was it looked like the largest butt plug the world had ever seen. In fact most of the locals had even taken to calling it The Christmas Plug.

**“Want to get your picture taken with the Butt Plug Gnome?” Bryce teased** as he pointed towards the mall Santa who was seated on a plush throne beneath the Christmas Plug.

**“I think I’ll pass.” James replied playfully.**

**“You sure? Maybe you can ask him to get you a boyfriend for Christmas.”** Bryce teased some more.

**“I don’t think he could fit something like that in his sack.”** James fired back.

**“You sure...? It’s a pretty big sack... but then again, you loooove them huge, don’t you?”** Bryce replied and gave James a playful nudge with his elbow.

**“Yeah. I guess I do.”** James chuckled nervously. Bryce had no idea just how huge James liked them. Even James himself was constantly surprised with his own obsession with size, but it was probably best that he not dwell on it too much.

**“Well if you’re not gonna ask him. I’m just gonna have to ask him for you.”** Bryce said matter-of-factly as he turned and started striding off towards the mall Santa.

**“What!? That’s really not necessary.”** James yelped in reply. He trudged after his pal and tried his best to shoot Bryce the biggest most pleading puppy dog eyes he could muster, but **James’s bigger, blond pal was not paying any attention.**

**“It’s not like he could do anything. Santa can’t make people, right?”** James sputtered in a half-ditch attempt to stop Bryce from actually going through with his hair-brained stunt.

**“Oh. Yeah. That’s right. Well, I guess we’ll just have to ask for something a little more tangible.”** Bryce mused out loud. He made a series of gestures

with his hands as if he was estimating a size and muttered a few “Hmm”s and “huh....”s.

“What... are you doing?” James asked uncertainly.

“Just trying to decide what size dildo to ask for for you.” Bryce stated. He then held up his hands about eight inches apart and asked, “How’s this look? Big enough for you?”

James was too mortified to even reply. His jaw dropped and his face burned redder than before. **Bryce’s hands were roughly eight inches apart, and James knew firsthand that that was how long his buddy’s fat cock was when fully boned. It couldn’t just be a coincidence.** Bryce had to be toying with him. He had to have known that James would make the connection.

“No? I’m not big enough for you?” Bryce asked with a playful pout. His pouty lips curled into a playful smirk and he steadily moved his hands further and further apart. “Hmm... just say when.”

James was still too shocked to reply, but it wasn’t just his shock that was keeping him from speaking up. As Bryce’s hands moved further apart, James’s mind was actively picturing a cock to match the distance between Bryce’s palms, and not just any cock. James’s mind had latched onto the image of Bryce’s thick, meaty eight inches and was envisioning the glorious tool swelling alongside the distance between Bryce’s palms. **James didn’t want to say so out loud, but He absolutely loved the idea of cock that large or even larger.**

Bryce’s playful whistle of mock surprise snapped James out of his trance. “Wow. You’re even

more of a size queen that I gave you credit for.” He teased. Bryce dropped his hands and gestured over towards the mall Santa and said, “How about we just ask him if he’ll let you take the Christmas Plug home once he’s done with it. I think that would be more your size.”

“I think that might be a little too big even for me...” James murmured awkwardly.

“You sure? It might take a little prep-work, but with a little hard work and determination, anything’s possible.” Bryce teased.

James had managed to shove the perverted thoughts that had been bubbling up to the forefront of his mind back to the depths where they belonged and was feeling more like his old self. He flashed his buddy a smug smirk and replied, “Well, if it’s so easy why don’t you do it?”

Bryce rubbed his chin and then shrugged. “Well, I suppose I made my bed, I might as well lay in it. You might not want it back after I’m done with it. Hell, I might not want to give it up after I’ve gone through all the work to make it fit.” Bryce said casually as he hooked his thumbs into the waistband of his pants. He was so nonplussed that for a second James believed that he actually intended to go through with it.

James gasped in shock, but it wasn’t just his buddy’s implied striptease that surprised him so. James’s eyes had drifted towards Bryce’s shorts, and the skintight running shorts did nothing to hide the sheer size of Bryce’s cock. The huge tool strained against the fabric of his little running shorts. The massive, thick tool had to be over a foot long, and it was still completely soft.

He had done it again. James had let his mind wander, and he had accidentally caused someone to grow. He tried to clear his head. He **couldn't afford to lose control of his powers**, especially not here in such a crowded location.

Bryce pulled his thumbs out of his shorts **and threw an arm over his stunned pal's shoulder**. "Haha. I don't think even I could take that thing." He said with a laugh.

"It's just simply too huge. I mean, look at it. **It's got to be over twenty feet tall**. Could you imagine how huge you'd have to make that fit?" Bryce asked.

James actually could imagine it which was the problem. He tried to clear his mind, but the image kept bubbling up to the forefront of his consciousness. If Bryce was big enough to ride that **toy he'd have to be massive, like the size of a skyscraper at least**. James could practically see Bryce towering over the city. The clouds in the sky bunched around his nipples, obscuring his head and shoulders from view.

"I mean, I'm not a short guy, unlike *some people* I know, but that's a little much." Bryce teased.

James could barely even hear his pal's words. He was too busy imagining Bryce as a **towering titan. In James's dreamscape, Bryce was looming over the city with the Christmas Plug in hand**. The thick base of the festive sex toy filled **Bryce's entire palm. It would be a bit of a stretch, but he believed that Bryce could do it**. James's heart pounded in his chest and his cock stood at attention as he imagined his titanic pal moaning as he slowly shoved the giant toy deep inside of him. The



massive Bryce glanced down at his miniature pal and flashed James a sly wink.

**“Are you alright?” The titan asked.**

The words made no sense. Why should this godly being care about how James felt? James was fine. He was better than fine in fact. He had front row seats to the hottest thing he had ever seen.

**“Are you alright?” Bryce repeated. James** felt a powerful hand jostling his shoulder, and the dream world crumbled around him soon after.

**“You kinda zoned out on me there...”** Bryce said. The worry in his voice was mirrored on his face.

**“Yeah. I’m fine... sorry.” James replied. He looked up into his friend’s eyes and tried to muster the most convincing grin that he could, but upon looking up into his friend’s face, James’s jaw dropped. Bryce was now a good foot or two taller than James. James was eye level with Bryce’s chest** which was currently straining audibly against a hoodie which was at least three sizes too small.

**James’s eyes traveled up and down the length of his pal’s massive, sculpted bod. Bryce hadn’t just gotten taller, but beefier as well. What had once been a lean, lithe runners build was now the a thick, muscular physique of a hardcore gym rat, but as much as James would have liked to soak up Bryce’s amazingly hot body, something else was demanding his full attention.**

**Bryce’s shorts had been** tight before his growth spurt, but now they looked practically painted on. The shiny fabric of his skimpy running shorts

gripped every curve and contour of his thick quads, and James could only imagine that it did the same **on Bryce's fantastic ass. More** importantly though, **Bryce's shorts left nothing to the imagination about what he had packed away down in front. Bryce's** thick, soft cock was easily as long as thick as **James's forearm and every bit as long.**

"God, you're huge..." James murmured under his breath.

"Haha. I know you love it and all, but seriously, are you ok?" Bryce asked.

"Yeah. I guess I just got a little overwhelmed. It's been so long since I've seen you up close like this." James hurriedly replied in an effort to pull the topic away from Bryce's size. James knew he couldn't undo what had been done so the best he could do now was minimize the damage.

"I know the feeling. I always teased you about being short, but I guess I forgot just how tiny you really are." Bryce gushed.

**James hadn't expected this turn of events.** It was true that Bryce had always teased him, but before it had been harmless ribbing. They were so close in size that it was more of an inside joke than anything else, but now Bryce completely dwarfed **James. It was no longer just playful banter. Bryce's** words carried with them the weight of an eight foot tall slab of beef.

Bryce stood up straight and tall and smirked down at his little buddy. James had underestimated just how tall the beefy blond really was. James was now just about eye level with **Bryce's upper row of abs. James didn't even need to**

estimate where Bryce's abs were; it was pretty obvious thanks to his undersized hoodie. The bottom hem of his jacket just barely reached his belly button leaving the bottom half of his abs as well as his **blond treasure trail openly exposed for James's** viewing pleasure.

"You know what? I'm gonna do it." Bryce said suddenly.

"Do what?" James sputtered in confusion.

"Talk to the butt plug gnome and see about using the Christmas Plug of course." Bryce replied playfully.

"I thought we just decided it was too big." James replied.

"Maybe for a little shrimp like you, but for a **big, huge dude like me, I'm sure it'll work.**" Bryce teased. He stepped forward as he spoke to really drive home just how much larger he was compared to his short, slim pal.

Bryce's sheer size sent James's brain reeling. Not only was James now face to face with **his pal's exposed midriff, but Bryce's huge package was pressing hard against James's gut. Jamie was so overwhelmed by his pal's size that he couldn't** even think about the fact that the gaudy Christmas decoration they were joking about was twenty feet tall making it still almost twice as tall as his buddy, **Bryce. As far as James was concerned it didn't seem** at all unfeasible for the giant dude before him to effortlessly use the giant avante garde Christmas tree like a dildo.

The sound of tearing fabric split the air. The noise snapped James from his reverie but not enough for him to consciously wrench control of his powers from his rampaging subconscious. All he could do was stare in awe as Bryce continued to swell and surge in size. What few bits of clothing that he had left soon fell from him like bits of confetti.

**“Oof. Oops. My bad.” Bryce said. He had just hit his head on the ceiling, but to him this seemed like a regular occurrence. It didn’t seem at all unusual that he was nearing twenty feet tall or that his massive, muscular body was now devoid of clothing. As far as he could recall, clothes were just unfeasible for a dude as massive as he. It’s not like clothing could mask his enormity. The massive overhang of his thick pectoral shelf would be painfully obvious no matter how many layers he crammed into, and his huge, thick cock which dangled past his knees would have been obvious no matter what kind of pants he wore, and that was saying nothing of his massive nuts which dangled almost as low as the tip of his dick.**

Bryce stepped out into the center plaza of the mall, and not a moment too soon. He had another surge of size which would have put him straight through the second floor of the mall. At least in the open middle area, he had a few more stories to rise.

James craned his head back so far in an **effort to watch his pal’s growth that he made himself dizzy. He stumbled backwards and fell over flat onto his ass, but he couldn’t be bothered to care about how silly he looked or any pain he might have felt. He wanted to just soak up as much of his buddy’s massive presence as he could, and from his vantage**

point on the floor Bryce looked even more massive than before.

James stared straight down the slit of his **pal's gigantic cock. The small hole at the tip of his buddy's dick looked almost large enough to swallow him whole, and there was no doubt in James's mind that it would soon be big enough to do just that. Bryce had already shattered Lyon's old growth record and was showing no signs of stopping.**

**The top of Bryce's head surged past the** third floor balcony. By this point the tip of the pornographic Christmas tree just barely reached his belly button. It was hard to believe that there was once a time where the two of them had been joking about how impossible huge the sex toy shaped decoration was.

**"See? It's not so big."** Bryce joked as he posed next to the tree. The tip of the twenty foot tall decoration was level with the base of his cock. **By this point Bryce's chubbed up cock dangled almost to his shins.** The massive schlong looked even larger than a double-decker bus.

**"Hah. Jamie, you still don't think I can do it, do you?"** Bryce asked playfully as he effortlessly stepped over the tree and lined the tip up with his **eager hole. James's mind was swimming. He didn't even know where to look.** His eyes darted every which way, and no matter where he looked he saw **more and more of his massive friend. Bryce's body filled up just about every last inch of the large, open central plaza of the mall.** Even now that he was hunched over atop the decorative Christmas statue, the back of his head pressed hard against the domed, glass ceiling four stories above.

Bryce gripped the opposite balconies of the third floor with both hands to steady himself as he began to lower himself down atop the indecent looking tree. The third floor balconies crumbled and cracked beneath his powerful fingers, but for the **most part held their shape. Bryce's loud, low moans** echoed through the entire shopping center as he slowly lowered himself down atop the erotically shaped decoration. The gigantic, fleshy 747 between his legs was now flying at half mast and steadily boning. Massive droplets of pre rained down upon the cold, tile floor of the base level. What were but tiny droplets of clear liquid to the towering Bryce exploded like liquid meteors upon hitting the floor. James was getting drenched in the downpour, but he was too transfixed by the erotic scenario playing out before him to even try to dodge.

**Bryce's massive nuts made landfall atop** the now evacuated Meet Santa display long before he managed to fully lower himself down onto the Christmas Plug. Even just one of his enormous balls would have been enough to fill the platform and the velvet-roped waiting area, but the combination of the two was enough to eclipse the entire Christmas wonderland display.

A loud breathy moan of pure, unadulterated bliss split the air. The moan and the **simultaneous, reverberating thud of Bryce's massive,** muscular ass making landfall with the tile floor worked in tandem to announce that he had successfully taken the entirety of the gaudy decoration inside of him.

**"Fuck... that felt good."** Bryce moaned orgasmically. He glanced down and shot his tiny pal **a saucy wink and added breathlessly, "See? I told ya I could do it."** He chuckled softly at his own remark,

but his chuckles slowly gave way to moans as he stroked his massive cock with both hands. His whole **body shuddered and his cock lurched. It wouldn't be long at all before he bathed the entire mall in his spunk, but he wasn't ready to blow just yet.**

**"Hey... come up here."** Bryce muttered between heavy gasps. He lowered a hand down for his little buddy to clamber up onto which James did without even an ounce of hesitation. Bryce raised his hand up and deposited his tiny friend atop the spongy head of his massive cock. The motion was so fast that James felt like his stomach was launched into his throat, but his dizziness soon passed.

His vertigo was soon replaced by pure awe as he stared at his surroundings. In every direction James could see shiny, pink, pre-coated cockflesh spreading out around him like an alien home world. The spongy ground beneath him pulsed and puffed as if breathing. The sheer size of just his **buddy's** cockhead blew his mind.

**"Well... what are you waiting for?"** Bryce asked salaciously. James stared up in awe at his **buddy's giant, handsome face. Bryce's grinning visage seemed to fill the entire skyline. James didn't** even wait for further instructions. He threw his whole being, body and soul, into pleasing his titanic buddy. He got down on his hands and knees and licked and kissed every inch of cock flesh he could reach while he ground his jean-clad crotch against the spongy ground beneath him.

**James didn't even care that he was still** fully clothed. By this point every stitch of fabric that clung to his lean frame was coated in slimy pre. It **wasn't like he was going to salvage them somehow,**

and the time he would spend disrobing would be better spent worshipping the godlike titan before him.

**“That all ya got? Don’t tell me you’ve gone soft on me. You used to get me off all the time in high school.” Bryce teased, but despite his playful banter it was clear that James was more than doing his job. Even without the violent shudders that arced through Bryce’s cock, the giant’s labored breathing would have given him away.**

**“Shit... that’s good.” Bryce moaned as James continued to rub his entire body against the sensitive tip of his colossal pal’s monolithic cock. James’s crotch was so warm and sticky by this point. He had long since blown his wad right into his jeans, but he didn’t let it stop him. Despite the warm muck that coated his dick, James was still rock hard and ready for action.**

**Bryce knew he wouldn’t last long. It took every ounce of resolve he had in him to utter a hurried, “Hold on tight!” and pluck James up off of his cockhead before the gushing began. James was relocated so quickly that he didn’t even have time to fully comprehend what was happening. All he knew was that one second he was face down atop his pal’s dick and the next second he was enveloped in darkness.**

As James slowly collected his thoughts, he finally began to realize what had happened. He could tell from the consistency of the surface he was pinned against that he was still mashed facedown **against his buddy’s cock, but the halogen lights of the mall were no longer shining down upon him. He was enveloped in darkness.**



James was pinned between another soft surface that was gently rubbing against his back. Whatever it was it was warm and comfortable, but it **didn't afford him any room to move, and it seemed to** be sliding up and down in a steady, rhythmic pattern.

James suddenly realized where he was, and the realization made him cream his jeans all **over again. He was pinned between his buddy's** spongy cockhead and foreskin. James was practically baking in the warm, erotic pocket, but he **couldn't imagine anything more wonderful. With each** breath he inhaled warm, humid air. The sheer **presence of Bryce's titanic cock coated James inside** and out. It coated his skin and clung to his lungs. James wished he meager balls had anything left inside of them to cum. He was so turned on that all he wanted to do was cream and cream again, but his painfully empty nuts refused to offer up even the weakest, watery spurts.

**Bryce's cock gave a hard shudder and a** lurch. There was no **stopping it now. "Oh, fuuuuunngggghhh..."** The giant moaned. Massive, heavy wads of jizz arced through the air. Some of the gigantic spurts launched through the now opened skylight, but most of the spooge hit the ceilings and rained back down upon the mall in massive, goopy globs.

**Bryce's cock continued to shoot jet after** massive jet of thick, sticky spunk across the mall. His mountainous nuts were showing no end of pent up jizz to pump out. By the time his torrent of spooge finally began to subside, the entire lower floor of the mall was covered in a standing pool of cum that was easily two feet deep. The other floors of the mall were not unscathed either. The deluge managed to

coat every square inch of floor space the retail palace had to offer.

**As Bryce's cock steadily deflated, James** found himself getting pulled deeper and deeper into the giant's foreskin, but he was in no hurry to leave anyway. In fact, when he finally felt Bryce's fingers sliding under the warm blanket of flesh to fish him out James let out a wistful sigh. He wasn't ready to leave just yet, but he didn't have much choice in the matter.

Bryce gently gripped his tiny buddy's coat and lifted the little guy up and out of his cock and placed James atop the massive expanse of his bare, cum-coated chest. **As James's eyes slowly adjusted** to the brightness of the mall lighting, he realized that Bryce was now splayed out flat on his back in the large, open plaza. The plaza was too small for the massive stud though, so Bryce's legs were awkwardly curled up against his torso.

"How was it?" Bryce asked.

James didn't say anything in reply, but he did raise both thumbs up high in an emphatic show of enthusiasm. Bryce's jovial laughter thundered through the air, and his shuddering chest buffeted James this way and that.

"Sorry about that." Bryce said with a soft chuckle upon seeing how badly James was being launched about by his laughter.

The two pals just laid back for a while as they waited for their afterglows to fade. James knew he had messed up big time, but Bryce didn't seem to mind. In fact, James doubted the now massive beefcake even remembered anything about being

average sized. The two of them would have to learn to deal with their new size disparity, but in the meantime there were more pressing matters to attend to.

Bryce moaned softly. His breathy voice was so hot that James could feel his own tired cock stirring back to life. James glanced behind him to **see Bryce's hand reaching around towards his exposed ass. James didn't even have to guess what Bryce was up to.**

**"Oh... That's nice."** Bryce cooed as he pressed the base of the erotically shaped, decorative Christmas tree harder against his ass.

**"Think they'll let me keep it?" Bryce asked.** Somehow the supermassive stud managed to look like a kid begging his mom to let him keep the lost puppy he found. James never would have imagined it possible for a titan to look so adorable, but Bryce somehow managed it.

**"Well. I really doubt they'll be wanting it back now."** James replied with a shrug.

#### Part 4

The grey clouds and the cold weather weren't doing James's already soured mood any favors. James sighed as he watched yet another happy couple go walking by hand in hand. He'd never been a fan of Valentine's day, but this year it seemed to make him more morose than usual. It seemed like no matter where he looked he would see cute couples enjoying each other's company. Even Lyon cut out on their training session to go see his girlfriend leaving James to fend for himself, but James just didn't have the drive or the energy to work out alone today. He instead traded in his jersey and jogging shorts for a pair of jeans and a hoodie and set out to find some other way to while away the afternoon.

James wandered the campus and took in the sights as best he could. He walked past all of his favorite haunts; the library, the arcade, and even the

movie theater, but none of them seemed to interest him. If anything, the movie theater with its huge posters featuring all the sappiest, lovey-dovey schlock that they could churn out for a low budget to cash in on the season of romance made his mood even worse. He was just about to resign himself to a fate of being miserable all day when something caught his eye – or rather his nose.

The warm, inviting scent of fresh roasted coffee beans filled his nostrils and beckoned him in from the cold. James was powerless the resist. James wasn't big on coffee, but just the scent of those fresh beans was enough for him to feel groggy and in need of a good caffeine buzz. He staggered like a zombie towards the door which led to the campus coffee house, a rather unassuming little storefront next to the student union known as The Mean Bean Machine.

James stepped through the doorway and was immediately greeted by a warm atmosphere and an even warmer aroma. The inside of the shop was much more spacious than the storefront had suggested. The little shop was designed more like an open parlor than what James had expected. He had just assumed there would be a bar where people ordered and an area where people stood around to wait for their orders. He figured there would be maybe a few stools for those who wanted to sit, but he hadn't expected to find plush couches and a few booths tucked away in the corner. One of the couches looked so inviting he was half tempted to skip the coffee and go straight to

napping, but he figured he should at least make an effort to be a paying customer.

It didn't take him long to get to the front of the line. There were only a handful of people in front of him, and the lady at the register seemed to have this down to a science. The regulars would spew forth their orders which sounded like some kind of gibberish language. In fact, he was sure the girl in line in front of him had ordered a "Prisencolinensinainciusol."

Whatever it was she ordered apparently required a special touch to it because the lady working the register stepped off to fix it herself leaving the new hire to take over writing down orders. No sooner had James stepped forward to place his order than he was face to face with the most beautiful boy he had ever seen. The dude at the desk looked like he had walked out from some renaissance painting. He had wavy brown hair, brilliant green eyes, and a smile that lit up the room. Whatever order James had prepared ahead of time immediately left him. All he could do was stand there and stare at the barista and stammer "I... I..."

The lady working behind the counter seemed to catch on to what was happening. Even though James had never once entered this particular establishment, she called out to him and asked, "The usual, hun?" It was all James could do to utter a soft, "uhn" In agreement. James had no idea what it was that he had ordered, but it didn't seem to matter. The coffee lady whispered something to her coworker who then began to write on the side of the cup.

“What name would you like on that?” The stunningly beautiful guy behind the counter asked.

James couldn't help himself. His eyes fell upon the nametag pinned to the guy's apron, and the word was out of his mouth before he even realized he was saying it. “Sebastian,” James said as if in a daze, but he quickly realized his mistake and snapped himself back to reality. “J-James! I mean James.” He sputtered.

Sebastian chuckled softly and flashed another winning smile. It was tough to say if he found James's antics endearing or just goofy, but at least he was being a good sport about it. James on the other hand was eager to find a hole somewhere that he could hide in and die. His face was even redder than normal. He was so mortified that it took him three tries to get his shaky hand to cooperate and slide his card into the chip reader in front of him after which he hastily scrambled to find a quiet chair to sit in and lament his own awkwardness.

Had James been thinking he would have taken a chair that wasn't facing the counter so he could hide his face in shame, but instead James found his gaze drawn to the smokin' hot beauty behind the bar. Watching Sebastian work was like watching poetry in motion. Sebastian didn't even have to be doing anything. He could have just been standing there staring at the ceiling and he would have still been the most beautiful thing James had ever seen. All James wanted to do was sit there and watch him forever. James couldn't help himself. He was entranced by the

sheer beauty of this guy. James's gaze fixated on the dude's brilliant green eyes and then steadily drifted lower, past his cute nose, past his pouty lips, down the nape of his neck, until his gaze reached the dude's chest. There was just a small bit of skin poking out behind the few buttons that were undone on the top of his shirt and above the upper edge of the guy's apron. James could barely see more than just the guy's collar bone, but it was enough to get James's mind whirring to life. Already images of how amazing the guy would look nude flooded James's mind which caused James's cock to stir to life in his jeans. James knew he was probably being creepy, but he couldn't take his eyes off the beauty behind the counter. There was just something about him that called to James like a siren.

It was tough to say when James first started to notice something was different. The changes were subtle at first. The V of the undone buttons at the top of the Sebastian's polo shirt slowly became wider as the body beneath started to put on some pounds. The short sleeves on the guy's shirt started to dig into his upper arms as his formerly slim arms started to bulge with biceps and triceps, but it wasn't until James caught a glimpse of the waistband of the guy's khaki slacks that he realized what was happening. At that point the realization of what he was doing hit James like a ton of bricks. There was no doubt about it, Sebastian was noticeably taller than he had been just moments before. The counter had previously stood about even with his midriff, but now it was even with



his hips. His coworker was once the same height as him, but now she only came up to his shoulders. James knew he needed to stop, but he just couldn't snap himself back to reality. The voice in his head telling him to stop was so faint that it was completely drowned out by his desire to see even more of Sebastian's beautiful body.

James knew what was coming. Already he could see the stitches in Sebastian's shirt begin to pop and fray. Sebastian was outgrowing his clothes! Even now there was a wide swath of midriff between his bottom hem of his shirt and the waistband of his slacks! Alas, the glorious abs were hidden behind the dude's apron, but James could still see the bulging mound of the dude's obliques jutting out the sides of his apron. As much as James knew he needed to stop, he was too excited and too far gone to heed his own warnings. His cock was in control right now. All James could do was sit back and enjoy the show.

It wasn't until Sebastian's knees were about even with the counter that his clothes started to give in. They made a valiant effort to keep the stunning beauty fully clothed, but eventually the sheer size of the beefy bod contained within became too much for his uniform to handle. The sleeves of his polo shirt shredded as his biceps became too huge to hold back. The V shape of his undone buttons became wider and wider until the bottom began to shred causing the V to plunge deeper and deeper into Sebastian's swelling pecs. James wished he could see those pecs firsthand, but the guy's apron had become so small on him that it

looked more like a bib than an apron. The apron blocked any view of the guy's chest that James may have been granted. Fortunately, the apron was now so small on the growing hunk that it no longer covered the bulging expanse of his now deeply defined valleys of his eight pack abs, but as much as James wanted to ogle those abs, there was something else that demanded his attention.

The popping and snapping sound of struggling fabric reverberated through the air. It was clear that the guy's formerly loose khakis were not long for this world. James's gaze dipped lower to check out the battle firsthand. Thankfully, Sebastian was now so tall that the counter didn't even reach his knees giving James a clear view of the guy's overstuffed crotch and struggling pant legs. The guy's quads were as thick as tree trunks! It was a miracle that his pants had held out this long, but it didn't look like that miracle was going to last. Already the seams on the sides of his pants were pulling apart exposing large swaths of bare flesh for James's viewing pleasure. James couldn't wait 'til he got to see even more. Just the outline of the dude's massive cock was enough to get James's own dick dribbling with pre. Sebastian's cock had to be around two feet long and it was still soft! Even just the outline of his tightly-packed package was as thick as Sebastian's beefy forearm and every bit as long, and his nuts were almost as big as his head.

Finally, Sebastian's slacks gave up the ghost. The sound of shredding fabric split the air. Large tears formed in his khaki fabric of his slacks exposing more

and more of the beefy bod that was hidden beneath. Soon all that was left of his slacks were tattered ribbons that clung to his waistband like grass on a shoddily made hula skirt, and even that didn't last long. A crack split the air and his waistband snapped like an overdrawn rubber band causing the tattered remnants of his slacks to fall from his body like confetti at a parade leaving Sebastian clad in nothing but his comically tiny apron and his overstuffed, heart print boxers. Had James not been so hot and bothered by the nearly nude beefcake that towered before him, he might have actually chuckled at the cute underoos the now titanic stud was wearing, but James's was still completely enthralled by the angelic giant that loomed before him. By this point Sebastian was so tall that he had to hunch over to fit inside the establishment. The back of his head pressed against the square panels of the ceiling, and at the rate he was going soon even his shoulders would be pressed against the ceiling.

Almost immediately after Sebastian's slacks gave in to the swelling brawn of the now hulking stud, what little was left of his shirt did the same. By this point there was barely anything left of his shirt to shred. His biceps and triceps had long since shredded his sleeves to ribbons. His growing delts had torn the shoulders of his shirt to shred. His lats had bulged out so far that they had shredded the sides of his shirt leaving him with a segment of fabric that was barely more than a bib, and even that didn't last long. As Sebastian's thick neck grew and grew, even the already shredded wide V of his button up front couldn't hold back the tide of brawn. His shirt split

right down the center. The fabric fluttered to the ground like plastic shopping bags caught in the wind leaving him with nothing but his too-tiny apron to cover his chest, and even that barely covered anything at all. By this point Sebastian was so massive that his apron couldn't even cover his pecs! The small square of fabric stretched across the deep valley of his massive, bulging pecs, but that was about it. Much of Sebastian's pecs were exposed for all to see including his nipples which remained surprisingly cute despite how massive his burly chest had become, but even his apron couldn't hold out forever. The straps that held the tiny garment to his swelling frame were stretched so taut that they were beginning to dig into the sides of his burly torso and his thick neck. In a matter of mere seconds, the straps of his apron gave in to the steadily swelling bulk of the hulking titan leaving his upper body completely nude, and soon the rest of him would be nude too.

Sebastian's boxers had long since been packed to capacity. The only thing that had saved them so far was how loose they had been to begin with, but now they were packed to the brim with not just his growing frame, his thick, sculpted butt cheeks, and his magnum dong. In fact, it would be a gross understatement to say that his over-stuffed skivvies were holding back his monstrously huge cock and balls at all. His bait and tackle had grown so massive that it was spilling out of his boxers on all sides. His cock was so massive that only just the head of it was still tucked away inside his underwear. His balls were so big that they had long

since burst through the legs of his boxers and now dangled exposed out the sides of his underwear. Only a small segment of the boxers still remained in the center which served to both hold back the head of his cock and to separate his two nuts.

James could hardly fathom how massive Sebastian's schlong had become. His cock was so huge that it ran the risk of dwarfing James's whole body! Sebastian's nuts were as big as exercise balls, and they were all still growing faster than the rest of Sebastian's titanic body. Finally, even Sebastian's heart print boxers could no longer hold back the swelling mass of schlong. The waistband snapped causing his cock to spill free. Sebastian's cock was now so massive that the head of it reached down lower than James could see even though the counter was barely up to Sebastian's shins. There was no doubt in James's mind that Sebastian's cock was now longer than his legs. Hell, the beast was now so thick that it was almost as wide as even Sebastian's brawny midriff, and it was still growing.

James was so close to creaming at this point. It had been a while since he had had a chance to rub one out, so he was extra horny today, but even with the added surge of hormones, just seeing the angelic beauty of the amazingly hot coffee jockey in all his nude glory would have been enough to get James to make a mess of himself, and as Sebastian – who was now so tall he had to squat down to navigate the cramped confines of the coffee shop – lumbered his way towards James's table with a tiny cup of coffee in

hand, James lost the battle with his own libido. James tried his hardest to be discrete with his moaning, but he never was the best at hiding his own voice.

Soon Sebastian was directly in front of James's table. His whole body filled James's entire field of view. All James could see was the gloriously hot stud's muscles and cock and Sebastian's beautiful face. James wanted to sit there and soak up the view forever, but no sooner had Sebastian arrived than he set the cup of coffee down on James's table and turned to leave. He did have one parting comment for James before he left though.

"There you go. Just like you asked," Sebastian said hurriedly. James couldn't be sure, but it seemed like Sebastian was actually blushing. Was he aware that he was fully naked in the middle of work? That seemed odd since usually James's subjects were completely unaware of any changes that had happened, but what else could explain Sebastian's furtive nature?

James soon realized exactly what it was that had Sebastian seeming so shy. Sure enough, just like James had asked, the name on the cup read, "Sebastian" but that wasn't all. Underneath the name was a very distinct ten-digit series of numbers. James glanced back up at the blushing giant who shot a quick glance his way and held his hand to the side of his head. His thumb and pinky were extended in the universal symbol for "call me." Suddenly James wasn't

feeling so bad about this Holiday. Maybe there was something to this whole season of love thing after all.