

Warning: This chapter features especially jiggly tits, Basketball, Homework, Cute waiters, Red Lipstick, Evening dresses, Boob pride, Body language, Not-body language, Dick swaps, Guy-on-girl blowjobs, Facials, Talent swaps, Height Swaps, Toxic masculinity, Simmering Rage, Boring lectures, Sissy Professors, Fancy restaurants, and an assortment of climaxes, most of which are sexual but some of which are also dramatic.

Girlfriend with Testing Device

- A Smutty Fanfiction, of Sorts -

= Part 19 – Revenge is a Dish Breast Served Cold! =

By Razmagurk

I was so mad I could hardly focus.

Jack slammed into me as he rushed in and grabbed the ball, the momentum of his pendulous breasts almost knocking me over as he ran past, his body swaying back and forth with each measured step of his sky-high stiletto runners.

He minced down the court and made for our net. I rushed in to stay on him. Jack was good. If you didn't keep on top of him there was no telling what he'd end up doing. I sighed. How had I let that happen?

Gary got to him first though and had him under pressure. Jack tossed it to Mike, who stumbled back from the impact. He jumped to shoot, hopping as high as his 4-inch black leather thigh-highs would let him. I jumped to block, but it was no good. I came up short, the ball just barely grazing the tips of my well-manicured fingers. I kicked in frustration.

Damnit. I shook my head. I just couldn't keep focused. I kept drifting back to yesterday, back to that trip to the mall with Elizabeth. Back to when she changed me.

I remembered screaming. Hell, I wanted to scream now just thinking about it. My heart was full of frustration and confusion and betrayal and I had no way to let it all out. But I was so tired of it. I was so sick of being angry about it. And yet I kept drifting back to it, kept circling that drain. Fuck, my emotions were such a mess.

I looked up in the stands. There was Elizabeth. Ostensibly cheering me on, but with the way she kept staring so intently at passers by, I couldn't help but worry she was up to no good. I could feel a growing pit of anxiety welling up in my gut. I gritted my teeth in frustration. I hated being mad at her. I hated feeling this way.

I remembered standing there in the mall, looking down at my body. There's a sort of unique sensation when you're aware of a body-part swap - it's like you're suddenly acutely cognizant of how different all those unfamiliar nerves feel, like a cool rush of awareness. It's like pins and needles, but that doesn't really do it justice. That was the feeling I had yesterday, but it wasn't in my body. No, it was in my mind, in my heart. What I felt was the pins and needles of the soul, the profound sudden realization that who I was was suddenly very different.

But of course, your brain isn't your arm is it? You can just look down to see who's hands you've ended up with. The brain is a little more subtle. I didn't know where I ended and where someone else began. Everything was so weirdly different now. In so many different ways.

I was a *man*.

Not physically - though yes, boobs and face aside, I suppose I was a pretty impressive in that regard too - but emotionally, psychologically, spiritually.

Gary passed me the ball. Fuck, I had let myself get distracted again. I almost missed it.

I dribbled my way down the court, my tits bouncing and heaving with each step I took.

Jack got up in front of me, looming over me and blocking my path. Even without the boost his footwear gave him, he had a definite height advantage over even my jock body. I tried to deek away, but I couldn't get outside of his wingspan in time.

Zzzzt

He pounced in as he tried to snatch the ball away, but he just couldn't reach. Even with the boost his footwear gave him, he was only about eye level with my boobs, and his every attempt at getting in closer was foiled by his fear of getting his eyes poked out by my perky nipples.

I spun out around him and continued down the court. Mike was heading my way now. I tried to pass the ball back down to Gary and managed to get it away just in time for Mike to come trampling down on me, his massive melons smashing into me and sending me teetering over.

I sighed again as I climbed to my feet. My whole life I'd always felt deep down that being a guy - being manly - just wasn't what I was all about. I was always so envious of my sister, hell, I was envious of all the other girls. Even if I never really acted on it. Even if I'd lied to the whole world about it. Even if I'd crafted this illusion that I was normal and happy, I wasn't. I was a girl, deep down where it counted. That had always been an important part of me.

And now it wasn't a part of me at all.

Sure, I could call forth the memory of feeling that way, I still remember wanting to be sexy and flirtatious and feminine and vulnerable. I can still remember wanting to be soft and small. But that's all those feelings were now - memories.

I know logically that there were things I wanted before, when I was a girl, things I wanted more than anything else. I'd have killed for a hot body, I'd have killed for these boobs, I'd have killed to be able to just be sexy and flirty and cute and girly in public. And now? God, I was ashamed, disgusted even, that I had ever felt that way, that I had ever wanted those things. It all just seemed so vulnerable, so *weak*.

But it didn't end there, no. Feeling that way just made me all the angrier. After all, who the hell was I to look down on me for wanting those things, huh? Was the way I was not who I was? Was I not happy

about who I was? Proud of who I was? So where did this disgust come from? What right did I have to tell myself what I could and could not be?

I sighed again in frustration. I felt like I was going crazy. I felt like all the wiring in my brain was all wrong. What the hell had I become?

"Oh my god, what's wrong?" She had asked, struggling to be heard over my screaming, scrambling to reset the device. She was terrified that she had broken me. In a way, she had.

"What's wrong?" I screamed, hot and angry and not caring one bit about all the people watching. "What's wrong!? Elizabeth, I have tits, for shit's sake!" I hunched over, trying to bury my ridiculous fleshy hooters beneath my arms like an embarrassed preteen, suddenly and painfully aware of how exposed I was.

Elizabeth just laughed.

"Elizabeth!" I cried. "What - what have you done to me?"

"Done to you?" She put an indignant hand on one hip. "I fixed you! Your whole gender thing! You should be happy!"

"Happy!? I'd have been happy if you'd --" I clutched my head. I couldn't believe this. "Elizabeth," I hissed, "you made me think I'm a guy."

"You are a guy, Evan. You're my guy. I'm just making things right."

"You can't just change that big a part of me and act like it's no big deal!"

"Fine, look, whatever. I'll change you back, okay? I was just trying to help."

"No!" I yelled. God help me, I balked at the suggestion. As much as I hated it, I was a guy now, and as a guy I didn't want to turn back. I... Intellectually I knew better, I knew this wasn't who I was, but the me that I was now was horrified of the prospect of being a girl again. "I... I don't know."

I looked around, there was a girl in the front of the crowd pretending not to film all this on her phone. She was cute, I think. Honestly, I was having a hard time telling. There was no pain there, no jealousy, no envy. I didn't begrudge her because she was lucky enough to be born that way and I wasn't. Why would I even want that? All I felt was embarrassment over the way she kept glaring lustily at my tits.

Maybe... maybe this wasn't so bad? This was normal right? How most people felt all the time? Sure, it wasn't me, but did I really want to be me? Hadn't it been so hard? Hadn't I wished at times for it to stop?

But... no. Not like this. I had never dreamed of it ending like this. My body had been what was wrong, not my mind. Elizabeth had 'fixed' the wrong thing.

Oh my god, my body. My face. I had these enormous stripper tits and - oh my god, I had willingly swapped away my perfectly manly pussy for this horribly girly dick. I could feel the blood draining from my face. This was so absolutely fucked up.

"Baby, I..." I wanted to tell her how I felt, I wanted to share with her all the pain I was going through, the roiling emotional storm at the center of my psyche... but I couldn't. I didn't want to burden her with that, I didn't want her to feel that I was weak for not being able to handle it on my own. I drew in a sharp breath. "No, baby. It's fine. I just... can you just do something about my boobs?"

"Aw, what's wrong with your boobs?" she frowned. "I just got them the way I like them."

"Elizabeth, I'm a guy! I don't want these ridiculous hunks of fat hanging off my chest!" I looked around at everyone watching. God, this was all so embarrassing.

"Okay, okay, fine." She grinned "Here, I have a compromise."

She pressed the device against my skin and fired.

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There how's that?

I looked down. My boobs were still there. But they seemed... better? Suddenly I wasn't so embarrassed about them. In fact, the more I looked at them the more I realized just how great they were. Amazing even. Wow, I can't believe I didn't see it before. I let them jiggle out as I lowered my arms, squaring out my shoulders and jutting out my chest. Fuck, I may have been a dude, but these were basically the best tits ever and I wanted the whole damn world to know.

Somewhere in the distance a woman let out an embarrassed yelp as she hunched over, suddenly, urgently trying to cover up the cleavage of what - if I'd have been interested in girls - I'd have called a truly magnificent rack.

"How's that?" Elizabeth grinned.

"Not really what I had in mind." I jiggled.

"Hey, it worked, didn't it?" she laughed. I glowered.

Sure, yeah, it had worked. But at what cost? Another part of me gone? She had just fucked with my brain.

I reached up to adjust my top, hoping to show off maybe a bit more flesh. The pride I felt was like Novocain in my mind, freezing out and distracting from that part of me that had been so upset a moment ago. It was still there, but it was like it wasn't in focus. I couldn't even begin to figure out how I was supposed to feel about what she had just done. I felt like I'd been emotionally compromised, like I couldn't even trust my own thoughts or feelings. How was I supposed to act? How was I supposed to feel? I clenched my fist in frustration and sighed.

"Come on," I said, gripping Elizabeth's hand. "Let's just... let's get out of here." I silently added "before you try to fix anything else."

I spent the whole rest of the day stewing. I was hurt, I think I knew that much. Was this betrayal? Manipulation? I'd had one form of emotional turmoil replaced by another one. I didn't know how to act, how to react. I just... I was angry. I wanted to smash something. It was anger from pain, sharp, keening, desperate. But how could I trust it? How could I trust these emotions? That was the worst part about all this... every bit of me still felt like me. The me that wouldn't be feeling this? That person felt strange and foreign. I couldn't understand them. Why wouldn't they be mad?

I wanted to talk to Elizabeth about this, but I just couldn't. So I did what all guys do and I swallowed my feelings. I took it on the cheek, shaking my head and pretending that everything was alright, even as my heart bled all over the floor. I didn't know how else to behave. I pretended that everything was fine, hating her for not being able to read my mind, hating her for not being so in tuned with my soul that she could see the pain I was holding inside.

That night we had sex, because, well, despite everything we were both still so damn horny. But as she pounded into me that's all it was – sex. It was animal and raw and without romance. I missed how things used to be. It wasn't even all Elizabeth's fault. I was being distant and all the while hating myself for being so, even when times like this were when intimacy was the most important.

And now here I was the next day, still angry, still confused. Taking my frustrations out on my friends on the court. I won't say that sports feel any better as a guy than as a girl, but being able to move confidently and powerfully, well, it helped me get my mind of things at least.

I caught the ball. I was completely open, but there was a long way between me and the net and the other team was repositioning. For once in my career, the score was surprisingly even - we were only down by one point. I had something of a losing streak going on. I had always enjoyed basketball, but not enough that I was ever actually any good at it, and I was the only one here who hadn't played in high school. I was more often than not a burden to whoever's team I ended up on. We had fun, but we still tended to lose.

Today though, things were looking different. The score was low and everyone seemed to be having a hard time moving about. I didn't know what it was, but I guess I wasn't the only one distracted. Today, I could see my chance, if I could get one more basket we'd win.

Of course, that was easier said than done. I dribbled my way down towards the net, my friends rushing to get in front of me. Normally I'd hang back, try to get the ball to someone else. Today, I pushed forward.

Zzzzt
Zzzzt

Jack had gotten in front of me, trying to block me long enough to stall out the clock, but my long years of experience gave me the edge I needed to take him apart - I faked him out, making him think I was going

left then spinning right. It was a stupid trick, but anyone with any real experience would have seen it coming a mile away.

Mike pushed up into my grill as I closed in, the last thing standing between me and the net. He grinned, but he seemed unsure about what he should be doing. I took advantage of his confusion to push past him and to make my run for the net.

I leapt, ball in hand, ready to drive the thing into the net and close the game out with style.

I sighed. I didn't like feeling this way. I loved Elizabeth more than anything, I hated being mad at her, but ever since she got the device, she's been... I don't know, distant? Uncaring? I haven't felt very loved, you know?

"I'm sorry, Evan." She said, giving me a sympathetic frown as she handed me a bottle of water.

"Huh?"

"That you lost. I tried to, err, even things out, if you catch my drift." She gestured to her creamy white tits; it was warm enough out that she had them tantalizingly displayed through a thin little white summer dress. "But I don't think it did much good. Still, it made me real glad you guys played shirts versus skins." She smiled.

"It's fine." I said, shaking my head. Something told me I didn't really want to know what she was talking about. The game was nothing personal, even if I'd come up painfully short on that last jump. Still, she was right that it stung a little more than I'd like - I'm not normally so competitive.

"Are you sure? You looked like you were not having a good time out there."

I frowned. I hadn't intended to be so obvious.

"You seemed like you were enjoying yourself at least." I forced a grin and giggled, trying to change the subject.

"Oh my god you have no idea." She laughed. "Don't worry though, I put everyone back the way I found them, just the way you like." She gave me a sly wink.

I smiled at her despite myself. Even as upset with her as I was, she could still be so impossibly cute.

"Baby..." I took a deep breath. "We need to talk."

"Talk?"

"About all this." I gestured down at my body. "And that," I gestured to the device. "About us. We need to talk about us"

"Oh my god, Evan." Elizabeth's smile fell. "Sometimes I feel like that's all you ever want to do. I've been good!"

"It's important!"

"Fine, fine. We'll talk, but we don't have time right now. We've got to get to class."

"Class? All my classes were in the morning."

"My classes, obviously."

"Baby," I raised my eyebrow, "you don't have any classes."

"What?"

"You're not even a student here. You're just taking a week off from running the club. Remember?"

"Oh. Oh right, fuck. God damnit. Okay, see, clearly that's something that we need to get sorted out before class starts. Come on, just... follow me."

We started walking, I was now also upset that - once again - I had no idea what was going on.

At least it was a nice day out. I undid the top button of my blouse as we went. It was warm and it felt good to get some air down my cleavage, especially after working up a good sweat like that. Plus, it meant I could show off my tits a bit, which was always a plus.

"Oh my god." said Elizabeth as we rounded the philosophy building and got a good look at the central quad.

Evidently, I wasn't the only one taking advantage of the good weather to show off. The rolling lawn which formed the core of the campus was overrun with a cavalcade of juicy shirtless boys hanging out, playing pickup sports, and just generally trying to get away from their studies. Appreciative looking girls were gathering along the sidelines, enjoying the show. And who could blame them? Some of the abs on display were entirely too hypnotic.

I was so distracted in fact that I completely failed to notice the girl walking straight into me, her eyes also glued on the deliciously firm ass of one of the school's rugby players. I tried to keep my balance but the skirt I was wearing just didn't have enough give. We went down hard, our tits smashing together as we crashed to the ground, my muscular butt pillowing my fall as I hit the ground hard.

"Oh my god," said the girl, her sultry voice feminine and familiar, "I'm so sorry. I was - Evan?"

"Oh my god," laughed Elizabeth "Ell- Slut?"

"Elizabeth!" Slut cried, looking up at her friend while trying and failing to look cool as untangled herself from me and rose to her feet. She adjusted her collar then held out a hand to help me up. From the angle I was at I could see just the hint of her plug poking out from her ass, but I was too polite to comment.

"Oh my god, are you okay?" asked the girl Slut had been walking with. She was wearing a plaid men's collared shirt which hung loose on her, draping around her hips in such a way as to almost hiding the fact that somewhere above her sky-high legs was an ass-accentuating pair of denim booty shorts.

The girl was holding hands with what looked to be one of the school's football players, who's 5'6" of solid curves would be intimidating if not for her friendly smile. Her white t-shirt hung tight at her incredible chest but dangling down loose around the hips, drawing focus to a pair of jeans which accentuated her muscular bubble butt.

"Wait, hold on," said Elizabeth, "Sam?"

The football player blinked her eyes in surprise then nodded.

"Oh!" said Slut, surprised. "I didn't know you knew each other."

"Uh..." said Sam, her brow furrowing, "I'm sorry -- I don't quite remember..."

"No," said Elizabeth, making a clicking sound with her tongue "I suppose you wouldn't, would you?"

"Evan, Elizabeth," said Slut, gesturing to the other couple, "this is Sam and Emma. I met Emma at cheer practice yesterday and we really hit it off." The two of them laughed. "Sam is her boyfriend. She's on the football team, so Emma was in the stands cheering her on."

Elizabeth put on one of her fake smiles.

"Sam, Emma," Slut continued, almost giddy, "these are Elizabeth and Evan. Elizabeth's been my best friend since like, forever. I don't know where I'd be right now if it wasn't for her. Evan's her boyfriend and is also totally amazing and like, the nicest guy I know. Remember, I was telling you about them earlier?"

"Ooh," Emma purred, "you were right, they are super hot."

"Emma!" Slut squealed, her face going luminously red. I didn't even know she had the capacity for that level of embarrassment. Elizabeth just smiled smugly.

Sam cleared her throat.

"Not as hot as you of course, Sam." Emma laughed, giving her a hug. Now it was her turn to blush.

I wasn't so sure about that, I thought, my tits are way hotter.

Emma leaned up and gave Sam a kiss, which, after a small bit of reluctance on his part, turned into something deep and passionate.

Elizabeth clutched her hands into fists.

"Wait, hold on," said Elizabeth, squinting at Emma. "Don't I know you from somewhere?"

Emma broke the kiss and turned to give Elizabeth a once over. She bit her lip as she let her eyes linger on every handsome curve of my girlfriend's amazing body.

"Um, maybe?" she concluded. "You look familiar but I can't quite place you. I go to a lot of parties? Maybe we've just seen each other around?"

"Oh!" realization crept over Elizabeth's face. "Oh my god, you're right. I remember you now!"

Elizabeth looked back and forth between Emma and Sam, a plan percolating in her mind.

"You know what?" Elizabeth gave a bright ominous grin. "Any friends of Slut's are friends of ours. We should all get together sometime, get to know each other a little better. Like a double date or something."

Slut squirmed a little, but I wasn't sure if it was because she had been left out or because of her plug.

"Double and a half," Elizabeth corrected herself, taking sluts discomfort as the former. "After all you're the social lynchpin here."

"Oh cool, yeah. That could be fun." Emma laughed. "And if everything goes well, we can make it an orgy."

Sam blushed. Shit, she had a cute blush.

"Great," grinned Elizabeth. "Dinner tonight at Albert's? 7:30?"

"Wait what?" I turned to look at Elizabeth. It's not like we had plans or anything for tonight, but still, that was a little soon.

"Uh." Emma and Sam looked at each other. Sam shrugged.

"Sure? It's after practice, I'll be hungry."

"Slut?"

"Of course!" she beamed. "I might have to shuffle a few guys around, but I wouldn't miss it for the world. I feel like its been forever since we hung out. I was kind of starting to worry you were still mad at me or something."

"Great! Then it's a date. We'll see you all there. Now if you'll excuse us, we have class to get to."

"We do?"

"Come on!" Elizabeth grabbed my arm and started dragging me off. Slut was waving goodbye as we turned the corner.

"You know what?" I said, "a date tonight actually sounds really nice, baby. There's been so much crazy going on lately that maybe just getting away and enjoying ourselves for a bit is exactly what we need. I'd kind of prefer it if it were just the two of us, but they seem nice. I'm sure it'll be fun.

"Evan do you have any idea who that was?" Elizabeth was half whispering even though we were well out of earshot.

"Some girl you met at a party once?"

"No, Sam!"

"She's on the football team, isn't she?"

"Evan, Sam is like number one on my list of guys who got away."

"Wait you used to date?" I giggled, "She was acting like she'd never met you. Why haven't I heard this story?"

"Well, okay so date is maybe a strong term. We never dated or anything. Or even really got the chance to know each other, I would always chicken out, oh my god. But Sam's like... every girl on campus has been drooling over Sam ever since she joined the team.

I bit my lip as I thought back to her juicy ass. I could sure see why.

She's hot, she's athletic, she's nice, she's charming, funny, and she knows how to treat a girl right. Plus I heard she's really got something special going on downstairs if you catch my drift.

I giggled again.

"And I mean, I'm not the only girl who feels that way. At every party there's always a ton of girls trying to hook up with her. She probably doesn't even remember my face from the crowd, but I swear I must have tried to pick her up like half a dozen times. I used my best moves! And every time she just politely - gentlemanly - turns me down. Do you have any idea how infuriating that is?"

"I can imagine."

"So I always figured she's just not interested. She's turned down her fair share of guys too, so it's not like she's gay or anything either. I thought, okay, maybe she's just asexual or whatever, but then - oh my god - we round the corner and there she is holding hands and making out with some random-ass party slut? I'm so angry right now. What does that skank have that I don't, huh?"

"Well," I raised an eyebrow, "she was single for starters."

"Oh my god, Evan, I'm sorry, I didn't mean it like that. Don't worry." she waved a hand at me dismissively. "This is all such ancient history. This was a whole other lifetime ago."

"Was that why you invited them out? To let bygones be bygones?"

"Oh hell no. That son of a bitch just ended up top of my list. This evening the only thing she'll be dining on is a dish served cold -- revenge!"

"Really?" I stopped dead in my tracks, hand on hip. "Elizabeth, you can't go around saying stuff like that."

"Oh, come on," she said, slowing down but not stopping, "that was a good line."

"It was a villain line." I took a few quick steps to catch up. "You are literally being villainous right now."

"It was a joke!"

"So your not going to swap Sam around tonight?"

"Oh, no, no, I totally am."

"Baby--"

"Look, we'll talk about it after class okay? Look, we're here."

We stood outside the old English building. It was one of the few original buildings still standing from the university's original campus. The ivy grew up to choke the walls so thickly that you couldn't even see the old architecture in places. Originally it had served as a house for the entire arts and humanities umbrella, but as the school developed, all of the various faculties thereunder found homes on campus elsewhere, leaving the faculty of English as the sole occupant. That was my understanding at least -- I hadn't been inside there since freshmen year.

"I still don't understand why we're here." I said as we stepped into the lounge outside the main theater. A handful of girls were hanging around all desperately reading the Iliad. While the exterior was so old it was practically a selling point, they had renovated the interior not too long ago to convert the old library space into additional various lecture halls, taking the opportunity to modernize the rest of the space as well.

"We've got class, remember?" Elizabeth stuck out her tongue as she swung around with the device.

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Zzzzttttt

"Baby, that's what I've been trying to tell you." I said, "Come on, I want to get a good seat!"

"Calm down," Elizabeth laughed, "we still have like ten minutes."

"Yeah, but I like to get there early and settle in."

I grabbed Elizabeth's hand and poked my head in through the door - the class was about half full and people were piling in through the other doors. It was a pretty straight forward lecture-theatre style set up, with space for the presenter down front and rising platforms featuring desks for the students.

"Come on," I said, making my way for the front of the class.

"No, no, hold on, we're sitting in the back."

"What? Why?"

"You're going to want a good view of what's about to happen. Trust me." My heart dropped as she said those words.

We took our spots at the back of the class. Sure enough, we had a perfect - if distant - view of not only the podium but all the other students as well.

"Alright baby, what are you up to?"

"Up to? Me?" she said, feigning innocence. "Why would you assume I'm up to something?"

I raised an eyebrow at her.

"Okay, okay," She pulled out the device and put it on the desk in front of her. "Evan, the prof who teaches this class is like, super high priority on my revenge list."

"Oh my god. Baby, I thought we talked about this?"

"We did!" she sighed. "And you were right. At the mall, there were... casualties, and that wasn't my intention. I'm not cruel, Evan. This time it'll be cleaner, tighter. I won't ruin his life or anything, and I won't hurt anyone else, I'm just going to humiliate him. And yes, I know that wanting this is bad, but you know what? I'm honestly not angry at those girls from yesterday anymore. I really do feel better having gotten my revenge. So this'll be the same. I'll get payback on this asshole of a prof and then I'll be free to move on with my life, even if he never realizes it. Besides," she pulled a USB key and her laptop out of her bag. "I've got a plan for this one and everything. It's going to be great."

"Baby..." I said, my stomach lurching. "I don't know if I can be a part of this."

"Evan... please?" She gripped my hand. "This is important to me. I need this."

"Look, honestly, baby, after everything that's happened..." I glanced down at my tits, "I don't know if I'm super comfortable with this sort of thing any more. Even if you're swapping them back afterwards... I've just lost my appetite for it all."

"Look, Evan, the truth is that I'm going to do this with or without you. I want to do it with you - I like you, Evan - but if you say no its not going to stop me. Don't you at least want to be aware of it? Instead of sitting there going mad trying to figure out what it is I'm giggling to myself about?"

"I mean" I looked into her eyes, "I was kinda hoping you would just have a change of heart."

"I'm sorry," she glanced down, "but this is something I have to do."

I couldn't help but feel scorned. Once again, everything was starting to feel completely out of control. I gripped my fist tight.

"Fine." I sighed. "But only because I know deep down that you'll do the right thing, that you want to do the right thing. I - I love you, Elizabeth. I trust you."

"Thank you." She smiled. A small genuine smile. She wrapped her arms around me. "You have no idea how much that means to me." We shared a small moment, then she sat back up and steeled herself as she gazed down upon the classroom.

"Let's get warmed up, shall we?"

I looked around the now mostly full room. It was weird. I'd been in this class all year but I couldn't for the life of me remember anything about it. None of the other students even looked familiar. Well, a few did, I guess -- there were a few people here from that party this past weekend that I recognized. A pair of the guys from the make out competition were sitting in the front, one wearing a flirty little top and filing his sparkling nails, the other flirting demurely with the muscular girl next to him.

"Warmed up?"

"Yeah, got to get the creative juices flowing, you know? Here, keep your hand on the device. Look."

I followed her gaze to a radiant blonde wiggling her way into the room. She must have been planning on partying later because she had this elastic skirt on and those long elegant legs of hers were wrapped in thigh-high fishnet stockings. Topping it off was a tight little blouse with the buttons down low enough to give everyone an ample view of her cleavage. Her makeup was also on point, but was obviously something that was going to be done up further when the time was right. She must have been hot because every gynophilic eye in the house seemed drawn to her.

She sat down in the front row and pulled out some books, seemingly reveling in all the attention the nearby guys were giving her. One guy in particular, a shy looking nerd seated in the row behind her, had a perfect vantage point to look right down her shirt. He had his phone out and was trying to discretely take photos. He probably thought no one would notice.

Zzzztttt

In less than a blink, the woman's body was gone, replaced with the pudgy frame of the nearby nerd. The blonde didn't even miss a beat as she crossed her legs and brushed back a long blonde lock of hair, gently adjusting her shirt to try to show off her chest better, but to no avail.

The nerd, oblivious to the fact that the body he had just been lusting over was now right under his nose, kept filming, sneaking peaks down the blondes now non-existent cleavage.

A jock nearby was so distracted staring at the girl that he almost tripped over the lectern platform as he made his way across the floor. "Oh," Elizabeth pointed the device at him. "Let's teach him some grace, huh?"

Zzzztttt

The jock's foot fell almost midstep as his clunking heavy tread turned to a dainty feminine stride. He practically glided across the room, his hips and ass swaying sexily with each tiny step, his hands held out to his sides just so, his wrists bent elegantly.

I scanned around to find out who had been on the other end of this one. The girl with the nerd's body had spread her legs and had her shoulders out, sprawling over her seat in what appeared to be an attempt to take up as much room as possible

"Ooh, ooh, and see that couple over there?" She gestured to a pair down in the far corner. A girl was snuggling over into the seat of the cute looking boy next to her. He had his arm wrapped around her and was gently, almost idly rubbing her back.

Zzzztttt

Suddenly the boy seemed to squirm a bit and then the two of them sat up and smiled at each other awkwardly. The girl reclined back into her seat invitingly and the boy leaned forward and snuggled over onto her. She put her arms around him protectively.

"What did you do?" I asked. Elizabeth was shaking her hand like the device had just burned her.

"I swapped their roles. Now he's the girlfriend in the relationship." She laughed. "It's actually kind of cute, but, oh my god, I'm mostly just curious how that plays out during sex, you know?"

That's about when the professor walked in. I was honestly shocked. I don't know how I'd been in this class all term and I've never noticed, but he was gorgeous. He was an older guy, sure, but he was well built and muscular, clearly one of those men who really took care of themselves. He was dressed either ironically or old fashioned in a tweed sweater, slacks and brown shoes, but he really made it work.

Let me tell you, I don't normally go for older guys, but he was definitely doing it for me. It was like he had this elegant charm around him that spoke of wealth and intelligence and good breeding. It probably didn't hurt that he greeted the class with this rich masculine voice and spoke in a perfectly pronounced British accent. Oooh, I could see why there were so many girls in this class.

I shifted around in my seat as my dick stirred to half mast. I did my best to will it away, but there was just no helping it. I shuddered. God, what a profoundly uncomfortable sensation. I don't know how girls lived with these damn things.

"Good morning everyone." He said. There was a splattering of mumbled response. Mostly from the girls in the front few rows. He fiddled around with his computer at the lectern while the projector hummed to life, displaying on the screen behind him the subject of today's lecture.

I had a sudden moment of panic as I realized I couldn't remember a damn thing we've covered in the class so far. I turned to Elizabeth in alarm but she was too busy adjusting the device and bringing it to bear.

"Okay," Elizabeth whispered, barely containing a giggle. "Watch this."

Zzzzttttt
Zzzzttttt
Zzzzttttt

"I hope you've all done your reading," the professor began, "Because today we're going to dive right in and talk about how I'm an enormous little dick'd baby." I did a spit take.

He clicked to the next slide which showed simply a picture of a man's naked crotch with a very small dick. "We're also going to be covering," he continued, not missing a beat "why pathetic little bitches like me are such sissy boy-sluts, and, of course, into how this ties into the rest of the curriculum, specifically in regards to how horny masochistic bottom bitches can't live without cock and need smart strong women to tell them what to do. Now pay attention because there's a lot to cover today."

I tried to disguise my giggling as a coughing fit but it was no use. Elizabeth just couldn't hold it in either. Our snickering broke into laughing so hard that the whole class turned to glare at us. Elizabeth covered her mouth with one hand as she ran for the back door, clearly not trusting her ability to hold it in. I followed.

We had barely cleared the door when she let it all out, her laugh became a howl echoing through the hallway.

"See? See?" she managed to gasp out between fits of laughter. Did I not tell you that this would be hilarious? She laughed some more, leaning into me for support as her hysterics made her dizzy. "Holy shit, holy shit, I cannot believe that worked!"

"What did this guy do to you again?" I wanted to argue with her or chastise her, but the whole thing had been so unexpected I couldn't help but grin.

"Uhg, oh my god," she groaned, rolling her eyes. "What didn't he do? For one - and I hate using this word - he's a misogynistic piece of shit."

"Wait, what? How so?"

"Alright, so, we had this big essay last semester, right? Worth a ton. I went totally ham on it. Slaved over it. Didn't leave the library for a week. Did a ton of original research. This paper, Evan, I was so proud of this fucking paper. And what does that asshole do? He gives me a D. A D! He claimed that by focusing so much effort on the historical and feminist perspective I had drifted too far away from the central objective of the assignment. He said I'd gone wildly off topic. He didn't fail me over it but it tanked my final marks so hard it dragged my whole average down. I had to work my fucking ass off sucking up to his stupid essay metrics just to stay afloat."

"What!? I... I'm sorry baby, I don't remember any of this."

"That's not even the worst part though. He said that a feminist perspective is all well and good, but I should let the material inform my perspective instead of trying to force things that didn't fit. Can you believe this guy? Well, I'll show him forcing things in that don't fit." She laughed. "He does, like, study groups with a bunch of the front row bimbos too, at his house of all places. He said I had potential and that I could probably improve my mark if I joined. The perv. He treats all the girls in his classes that way. Like, at first, I thought he was kind of hot, you know?"

I nodded. I couldn't really blame her.

"But then you see what a shitty person he is and it just... It makes me so mad."

"I'm sorry, baby." I put my arms around her and pulled her in tight. "I wish you'd told me. I could have been there for you, I could have helped somehow."

"Well now's my chance to get some revenge. Let's see how all those bimbos like him when I'm done with him!"

"Baby," I sighed as I pulled back, "you've got to stop talking like that."

"Huh?"

"You're talking like a fucking cartoon villain."

"What?" she pouted. "I am not."

"Baby, come on you could totally say he'd rue the day he met you and it wouldn't at all sound out of character right now."

"But, but... I'm not the bad guy here. You know I'm the good guy in all is right?"

"Of course." I hesitated for a moment before saying it. "Even if you can make it hard sometimes, you'll always be a good person to me, you know that." I sighed as I glanced back to the class door. "Do you really have to ruin him though? What's your plan here?"

"Oh, you'll see. You'll see."

"Ah! You're doing it again!"

"I was not!" she laughed. "Come on. Let's get back in. I don't want to miss one bit of this."

We were glared at once again as we stepped back into the classroom and retook our seats. The professor, ever the professional, continued to lecture enthusiastically. He was going over - in graphic detail - how he had wet the bed until he was sixteen. The slides he was displaying looked like they had been sourced from the Wikipedia article on micropenises.

For the next several minutes I sat in surreal fascination as this handsome, well put-together man, charmingly and professionally waving around a copy of the Iliad, spoke on and on about how he was such a pathetic excuse for a man that the merest touch of a woman caused him to cum uncontrollably, and how he had to wear a big baby diaper around at all times just to soak up all his miserable cum. It was an incredibly surreal experience.

No one in the class even had any sort of objection to what was going on. In fact, most of them looked almost bored with the way the professor was enthusiastically debasing himself. They were taking notes.

"Wait, hold on," I whispered, "I don't get it. How did you change all this about him?"

"I didn't." She laughed.

"Huh?"

"I mean, I wish I did. God, I wish I could just reach into someone's mind and do that. But no, this is just all in the lesson plan."

"Lesson plan?"

Elizabeth gestured to her laptop. She had a file called lessonplan1.doc open. It seemed to be a detailed analysis of the significance of various symbols in the Iliad. Minimized down on the task bar she also had classslides1.ppt and curriculum.doc open. I imagined it would be more of the same.

"I may not have total control over what he is, but I'm the one who wrote this lesson plan he's following. He may not actually believe any of this stuff, but it's in his own curriculum to teach it."

"So, he's what? Making all this up?"

"I guess? I didn't really know what would happen. I figured worst case scenario he would have funny slides. I had kind of hoped it would actually make it so that all this stuff was true retroactively, but this, this is good too. His entire class seems to be just him teaching people how pathetic he is and how to be a good sissy boy-slut.

"Sissy boy-slut?" I shuttered. My masculinity was terrified.

"It's..." she blushed "it's a fetish thing I found on the internet. I wanted to emasculate him, but turning him into a woman is too good for him, you know?"

I frowned a little. I thought I knew everything about her, but I had no idea she was interested in this sort of thing. A part of me was upset she hadn't thought she could be open with me about it, but another part of me was glad she hadn't tried to subject me to this.

"Wouldn't it have made more sense" I chimed in "to like, swap his place in the social hierarchy with a girl? Ideally while making him aware that something has happened? That way if he really looks down on women, it would put him in a position he'd hate, socially, while teaching him about all the challenges woman face, all while being subtle enough that necessarily be able to figure out what's going on."

“Yeah...” Elizabeth blinked “but that’s boring. I want to see him debased and brought low. To have him confess to what a piece of shit he is. Not that that idea doesn’t have some merits. Tell you what? We should hold onto that one for next time.”

I sighed.

“Oh my god, I bet now all those bimbo meet ups of his where they discuss his class are going to be them all gathered around in a circle discussing how much of a limp dicked bitch he is instead. Oh my god, I’d love to be there for that.”

“But that’s not going to happen, right?” I whispered. “Because, having seen your rival brought low, you now don’t feel the need to exact any additional revenge and will change him back at the end of class?”

“I guess?” She sighed. “He really would be better off if he knew his fucking place, even just for a bit. I’ll turn him back, but I’m maybe thinking I might leave him like this for a few weeks first maybe?”

“Baby...”

“Fine, fine. Well, if it’s only for this one class then, I sure as shit am going to take full advantage of it.”

She pointed the device down at the professor and gestured for me to touch it.

Zzzzttttt

When the professor spoke next, something very different came out of his mouth.

“And that, like, is why it’s soooo totally important for, like, sissy bitches like me to know our place and to just constantly beg to get totally pounded in our tight slutty little bitch holes by real men and women.” I bit my tongue trying not to laugh. His voice was the same but gone was his accent, replaced by high and bubbly bimbo speak. “Are there, like, any questions before we move on?”

The girl down in front - the one who had entered in fishnets but now had the nerd’s body - raised her hand. “Is this going to be on the test?” she asked, her voice now flecked with the professor’s old accent.

“Oh my god, totally!” the professor replied. “Now, like, let’s move on to my favorite part of the lesson - cocksucking!”

Zzzzttttt

The book the professor had been holding a moment ago was gone. In its place stood an enormous flopping dildo. Jesus, that thing had to be like, 12 inches.

“Now, pay attention boys. Good submissive boy-sluts need to totally know how to suck a good cock!”

I turned to Elizabeth in surprise. She had one hand discretely shoved in her bag and had pressed the button on the device with the other.

“Baby? What exactly did you put in this lesson plan?”

She shrugged. “I told you I was going to show him shoving things in that don’t belong.”

“You don’t say.”

“You know what though? I think we can probably do a little bit better than that.”

Zzzzttttt

Zzzzttttt

The professor was now standing there in a tight little blouse, its top few buttons popped open to show off the deep cleft of his manly chest as it strained against his musculature. Long blonde hair spilled down his back, stopping just above his bulging miniskirt and the fishnet stockings that ran between his thigh and his high heels.

Down near the front, the nerd squirmed, his tits now struggling to pop out of clothes that were still too small for his chest, but now far too big for the rest of him.

Getting a good look at the professor’s body it really was what an impressive specimen of a man he was, even if it was strange to see him dressed in slutty women’s clothing. I looked down at my cleavage and adjusted the neckline of my own shirt. I wondered where that girl had gotten that blouse to begin with - I’ll bet my tits would look great in it.

Mounting the dildo’s suction cup to the lectern, the professor sunk to his knees and began to demonstrate proper blowjob protocol, stopping from his lavish display only occasionally to explain to the class what he was doing at any given moment.

I don’t want to say that I probably learned a lot, but it was a very thorough lesson.

“Now then,” he said, coming up for air after having forced himself to choke the entire length of the thing down his throat. “I, like, totally want you guys to try!”

“Oh my god,” Elizabeth grabbed my arm, “you know what would make this part so much better?”

Zzzzttttt

“What was that?” Everyone seemed to be squirming a little in their seats, but I couldn’t make out what had happened.

“Okay everybody,” the professor said, rising to his feet. “We’re all going to, like, totally do an exercise together as a class, okay? I want all of the boys to find a girl, and I want you to totally explain to her what an absolute slutty bitch you are and how much you need to worship her wonderful cock with your needy little throat.”

There was a collective groan from the guys in the class.

"I know, I know," the professor added "there's not enough dicks to go around. Some of you will have to double up. Ladies, when you feel they've demonstrated, like, sufficient reverence, I want you to just totally pull out your dicks and let the boys go to town practicing their cocksucking on you. Don't forget to like, give them lots of feedback on what feels good and to punish them however you want if it doesn't. We should, like, have just enough time that this should take us right about to the end of class, then I'm going to assign homework."

Elizabeth grinned ear to ear as across the whole classroom people began to pair up.

"Oh my god," exclaimed Elizabeth, I can't believe this is actually happening.

"This wasn't a part of your plan?"

"I expected him to try to assign it and then for everyone to laugh at him, not for them to play along!"

What followed was probably the least enthusiastic orgy ever. The guys got up and started debasing themselves in front of the women, following the professors influence, more embarrassed to have to actually talk to strangers than about any of the things they were saying. Not that no one was enjoying it. Some of the keeners seemed to be getting really into it, but most were just going through the motions. Heck, some groups weren't even trying to pretend they were doing the assigned work.

"Uh, baby? I thought you said no casualties this time."

"No no, this is just a bit of fun. I'll get them all back before the end of class. Besides, how are the guys supposed to put what they've learned to good use if they don't have any dicks to suck? They can't pair up or anything, that'd leave the girls completely left out."

"I'm starting to think you just like giving girls dicks."

"It's fun!" she laughed. "Oh, you know there's something else I should probably swap here too."

"What's that?"

"Libido."

Zzzztttt

Suddenly, class-wide, the girls, many of whom had seemed almost reticent about responding to the boys advances, all seemed to be participating with a greater enthusiasm. Some of them had already decided to let the boys start, while others had decided they were going to flirt and tease their boys first.

Soon, the guys began dropping to their knees and crawling under the desks. Skirts were flipped up, panties were dropped, and all over the classroom dicks were hanging out. The odor of sweaty girl cock was heavy in the air. The boys began to hesitantly lick at their meaty assignments, taking to the dicks like they would a particularly long math problem.

It wasn't long after that that the moans began. Even with everything as business like as it was, it seemed some girls just couldn't hold back, and then the rest soon started to join in. A chorus of building and budding passions rose.

The professor flitted around from group to group, offering advice and correcting poor form.

Some of the girls were really making their boys work for it. I looked over at that couple from earlier, the ones who had been snuggling before class. The girl had her shoe off and was making the guy lick along her foot before working his way higher. It was hard to feel bad for him though, he seemed to really be enjoying it.

The nerdy boy seemed to also have lucked out. He was on his knees in front of the girl he'd been snapping pics of earlier. He was enthusiastically sucking on what had been, an hour ago, his own dick, and was apparently doing a pretty good job at it too. She was grabbing his hair and thrusting his head down into her pelvis again and again. His tits were bouncing so hard that you could see them even in his loose sweater.

Without even stopping to take her dick out of his mouth, he raised a hand. The professor came over to him and when next he came up for air - pumping her slobbery dick with his hand in the meantime - he asked, with a slurp, "professor, what do we do with the cum once it comes to that?"

"Like, that's totally up to the girl. Good boy-sluts take their cum wherever it's put."

"Oh okay." He turned back to her, "so how do you want to -" before he could finish his question, the girl's hips began to buck in his hand. She cried out as load after thick load of hot sticky cum shot out over the nerd's surprised face, dribbling down his chin and dripping down onto his sweater-encased tits.

"Wait, was that the first girl to cum?" asked Elizabeth. "This is perfect. I'm going to swap her sexual stamina onto the prof."

Zzzztttt
Zzzztttt

"Like, great job, you two!" the professor said. The load of hot cum that the girl had deposited onto the nerd's face a moment ago was now across the professors instead, dribbling down his chin as it dripped onto his exposed chest.

"Was that really necessary?"

Elizabeth giggled and nodded.

"You know what though?" Elizabeth bit her lip. "This is getting me all kinds of worked up."

I glanced down at the barely contained bulge in Elizabeth's dress then raised my eyebrow at her.

"How about it Evan?" she asked, trying to sound coy and flirtatious. "You don't want to skip out on the in-class assignment, do you?"

I wanted to say no. This was hardly the time or the place. Where was the romance? Besides, I was still kind of mad at her. I felt bad for these people.

And yet, there was something about the sight of her that I just couldn't resist. I certainly couldn't deny that I was turned on. I don't know if it was the fact that this was an opportunity to share a tender moment with the woman I loved, who was, incidentally, impossibly hot, or if it had been all those hunky guys on their knees giving blow jobs that had gotten my motor running, or hell, maybe the sight of Elizabeth's dick just set off something pavlovian in me.

Her dick pulsed. I licked my lips. I'm sure I was going to regret this later, but what was the harm in it, really?

"You know baby," I gestured around, "if you wanted a blowjob, you just had to ask, right? You didn't have to go to all this trouble."

"Come on," she laughed, hiking up her skirt. The delicate pink lace of her panties did very little to restrain her enormous womanhood.

"Okay, but I'm not going to beg." I stuck out my tongue in defiance. The man inside me was far too proud for that.

"Spoilsport." she whispered, running her hands through my hair as she put her hands on my head.

I delicately pulled down her panties with my teeth, her dick slapping up against my face as I did so, it went from half hard and barely restrained to rock hard and ready in three beats of her heart. Fuck she had such a handsome dick.

I cupped Elizabeth's balls in one hand as I gently began to lick about the base of her thick head. I glanced up at her for approval and she nodded enthusiastically, the look of pleasure on her face already apparent.

I gave sloppy kisses along the shaft as I worked my way down, being sure to leave plenty of spit to help lubricate. I was trying very hard to not imitate what the professor had been doing because, well, that would be weird, right? But I couldn't help but maybe take a few pointers.

Before long I was savoring the musky girly flavor of Elizabeth's dick in my mouth. I massaged the underside with my tongue as I bobbed my head gently, romantically, on what length of it I could fit in my mouth without it ending up down my throat, and pumped with my hand on those several inches that remained. I made sure to twist and flick and suck to keep things interesting.

I looked up at her. She was trying her best to stay composed, but her eyes were starting to roll back in pleasure. Fuck, she always did make the cutest faces when I was sucking her dick. I redoubled my efforts, I wanted to make her sing.

She started to thrust her dick further into my mouth, I responded by pulling off, with a loud slurping pop, then pressing the head to my lips as I sucked in completely and slid her wonderful dick as far down

my throat as possible, taking, with great practice, her entire length into my mouth and throat. There I let it pulse while I swallowed, letting my throat muscles massage her cock with each of her thrusts.

I redoubled my efforts with her balls, squeezing them as I slid back up the length of her shaft for air, then loosening them as I plummeted back down.

Her moans were music to my ears.

With my spare hand, I started to squeeze at one of my tits, trying to pinch at my sensitive and achingly horny nipples, while being careful to not have the damn things pop out of my blouse.

She began to thrust harder, her dick surging. I doubled my tempo, slamming her cock as deep into me as I could get it. Rope after rope of cum pulsed through her dick, I could feel it traveling through her shaft with my tongue then exploding deeply into my throat.

I smiled up at my girlfriend, her softening dick still in my mouth. A look of profound satisfaction on her face. I wiped the drool from my chin and tits as I gently put her cock away and slid back up. A small burp bringing the flavor of Elizabeth's seed to my tongue.

"Thank you." I said, with a wink. Her heart fluttered and her dick stirred again.

I looked around. It looked like most of the other pairs in the class had finished up too. The nerd and that girl were apparently finishing round two.

"Like, okay class," the professor said, his enormous jiggling ass swaying back and forth with each step as he minced towards the podium. "We'll call it there for today. "

"Baby?"

"Okay, okay, turning them back."

Zzzzttttt

The last boy still giving a blowjob had been that boyfriend. He gave a sudden cry as he ejaculated into his boxers, his face pressed hard into his girlfriend's pussy.

"Your homework for this week," continued the professor "is, guys - I want you to all to go out and totally suck as many big juicy cocks as you can. Like, really debase yourselves for them. And like, totally keep track? We'll see who got the most next class. Girls, I want you to start, like, researching strap ons. I'll post some relevant links and recommendations to the class forum. I expect you all to show up wearing them next class when we start the unit on anal sex. Class dismissed!"

Zzzzttttt

The girlfriend blushed as the guy raised himself up off of her pussy. She was grinning. He put his arms around her and held her tight. Aw, that was sweet. She gave him a small kiss.

“Wait, shit,” Elizabeth cried, “where did that guy go?”

“What?”

“The guy with the clothes and the boobs!”

I looked down. The nerd had apparently bolted.

“Its fine, hold on,” she said “I can find someone else to- “

“Baby!” I cautioned, “he’s getting away.”

“What?”

The professor, still with drying cum all over his face, had already gathered up all his notes, his laptop and the big floppy dildo and was mincing towards the exit.

Elizabeth set to the device’s dials, frantically attempting to readjust it in time. She took aim, but before she could fire, the person in the row in front of us stood up, completely blocking her shot.

“Damnit!” She said, trying to duck around him, but it was too late. The professor was gone.

“What are we gonna do?” I asked.

“Well, I mean, what can we do?” she shrugged “We'll have to get him next time.”

“Just leave him like that?”

“Until next week’s class? Sure. He deserves longer. Honestly, I was sort of planning on it being that way anyway.”

I frowned and then sighed. I looked around to see if everything else was back to normal, but in all the commotion I honestly couldn't tell.

“Look, Elizabeth...” I sighed again. “We really need to have that talk.” I looked down at the device. Somehow in that moment it seemed so ominous. “Somewhere private.”

We followed the flow of the students as they departed. I tried not to laugh at some of the discussion I heard. One guy - jizz splayed in his hair - was talking about how utterly boring the class had been and how he wished the professor would move on to more advanced material. One of the girls, conversely, was complaining about how a strap on was going to be another one of those stupid things that she buys for a class that she only ever cracks open once. I frowned. So much for no collateral damage.

“I can't believe that just happened.” I said, flopping down into one of the little couches in the shared spaces outside of the classroom. It wasn't exactly the most private of locations, but with everyone clearing out it would be empty soon enough.

"I know right?" Elizabeth bounced. "I had no idea I could do that sort of thing! Oh my god this opens up so many possibilities. Isn't this great?"

"Great!? Baby that's horrifying."

She gave me a dirty look. I hated that expression.

"Baby, look, I'm sorry, but I've been stewing on this stuff all day." I put my foot down. "I'm mad at you."

"Look," she raised an eyebrow "if you want to track down the professor so badly, I'm sure it won't be that hard."

"No, it's not about that. Okay, well, it's a little about that. It's just, you keep swapping me around."

"Wh-what do you mean?" She seemed surprised. Had she not seen this coming?

"Like, yesterday, at the mall. You swapped my gender around. You tried to... fix me. But I wasn't - I'm not *broken*, Elizabeth." I glanced down. "I thought you of all people knew that."

"Oh my god, is that what this is all about? If you want me to swap you back you know you just have to ask, right?"

"No! Maybe. Look, I don't know - that's part of the problem. That's the worst part of the problem. These changes you've made... they're changing if I want these things or not. The guy I am now hates the idea of being feminine, but that's who I was, baby, and that's... that's eating me up inside. I'm disgusted with myself at how much I hate the idea of going back. This isn't how I'm supposed to feel. I mean, for gods sake, Elizabeth, I'm a man with tits," I grabbed my jiggling boobs for emphasis, "and you've made me love that. I wouldn't trade these for the world."

Elizabeth grinned a bit as she stared at my heaving melons.

"I just..." I sighed "I just want to go back to the way things were before that stupid device. We were happy then, weren't we?"

"I..." she took a step back, her hands grabbing the bag with the device in it and clutching it defensively to her chest. "No Evan, no we weren't. Things were awful before. For once in my life I'm in control, do you understand? For once in my life I don't have to worry about doing something stupid or fucking everything up. I can do anything I want, and anything that goes wrong I can fix."

"What about all the people who get hurt along the way?"

"No one is going to get hurt, Evan."

"I'm hurt!" I hadn't meant to say it so loudly.

"Then tell me how and I'll fix it." She put a tender hand on my shoulder. "I'll swap away your pain. I'll make everything better."

"That's just it, I don't want you to fix it. I don't... I don't want you swapping away my heart." I blinked back a tear and looked away. This was so embarrassing. I hated feeling this vulnerable.

"Then what do you want Evan?"

"Right now?" I looked into her eyes. She seemed so far away. "A hug? I want the girl I love to tell me that it's okay to be upset and that it's okay to be me, and that it's okay to feel however I feel and that you'll love and support me no matter what and that we'll get through this. What I want, Elizabeth, is you.

Elizabeth blushed.

"Evan, That's..."

"I know, I know, it's corny."

"That's the sweetest thing a guy has ever told me"

"I tell you this kind of stuff all the time."

"Uhg," she frowned "yeah, you would, wouldn't you?"

"Huh?"

"Look... I don't want to have to choose between you and the device."

"I didn't want to have to make you!"

"But I'm not done with it yet. I have plans I need to put in motion, things I still need to do."

"Is this about your stupid revenge list?"

"It's not stupid! And no, there's other things too. I want to be beautiful and rich and famous and popular. I want everything the world can offer."

"But what good is all that stuff if you haven't earned any of it?"

"Oh, right," she rolled her eyes, "because the people who have those things totally earned them. I just want nice things in life, Evan."

My words caught in my throat. Who was I to deny her that want?

"Then, look," she said, "then I'll be happy. Once we have that, we'll both be happy, you'll see. We can do whatever we want for the rest of our lives, and we won't even need the device ever again - though we'll

keep it around for emergencies of course - but come on, doesn't that sound heavenly? Doesn't that sound perfect? Us on some beach somewhere, young and hot and rich forever?"

"Baby we could live in a shack and it would sound perfect as long as I'm with you."

"Evan, that's so sweet, but I - I need more than that."

I frowned.

"Look, once this revenge thing tonight is over, we'll get started on the real plans, okay? We'll make life perfect. And then no more device - just me and my perfect boyfriend. I'll even start cutting back okay? I'm still going through with my revenge, but I won't ruin anyone's life, and I won't swap you without talking to you about it first."

"Promise?"

"Huh?"

"Promise me."

"Evan," she raised a hand "I promise."

"I love you, Elizabeth."

"I-" She blushed, then laughed. "I know you do."

God help me, I just couldn't stay mad at her. I was beating myself up internally. I knew it was stupid. I felt like I was getting dragged along, like I was having my chain yanked. If this was anyone else, I'd have done something, I wouldn't have let this happen. But it was Elizabeth. It was my baby. We'd been together for years. She made my life better, didn't she? I... I didn't want to admit that the device was changing her. I didn't want to admit that I was worried. I wanted to trust her, like I knew that I always could. I wanted to let myself believe in that happier future. So I closed my eyes to evil.

That future just sounded so nice.

We were getting ready for our date that evening, this weird sudden double date with these people we had only just met. It was exactly the sort of impulsive thing she'd do. I was determined to make this a good time, but I was still anxious about the fact that she had set the whole thing up just to get even with Sam. I couldn't seem to talk her out of it, but she had promised she wouldn't ruin the guys life or anything.

I was wearing this sexy little red mini-dress with a low-cut neck that really just made my tits pop. I spun around a little as I glanced in the mirror. I just loved the way it and my stiletto heels showed off my long athletic legs and my juicy muscular butt. Honestly, I'd probably have worn something a little shorter or maybe a little tighter, but I was scared that people were going to notice my dick. I know logically that they'd not find anything unusual about it, but I still didn't exactly want to show it off. I mean, what guy wouldn't be embarrassed by having a huge girly thing like that hanging between his legs?

"Are you ready yet?" came Elizabeth's voice from behind as she walked into the bathroom where I was applying my makeup. She looked stunningly handsome in her little black dress. I don't know why that surprised me, she always looked so amazing. She was dressed a little bit more conservatively than me, and yet she had somehow managed to pull off a look of absolute elegance without downplaying a single one of her features. Her petite chest was especially prominent - I don't know how she managed to make it all fit.

"Almost." I replied, deciding on a whim to maybe go for a darker shade of lipstick. Something red and sultry. I blew myself a little kiss as I finished applying it. I looked good. Confident. Manly.

"Oh my god, you look great." she said, evidently agreeing with my assessment. She pressed herself into me as she wrapped me in a hug. Her hot tits were poking into my back as one of her hands drifted up to fondle one of my boobs while the other pushed and played along the hem of my dress. A part of me just wanted to melt into her, but I managed to keep my composure.

"Elizabeth!" I let out a hot gasp. "We're late enough as is."

"I know." she whispered in my ear "Why you gotta be so sexy, huh?" I could feel her hard dick pressing against the crack of my ass. "One more round?"

We got to the restaurant a little later than planned.

The restaurant, Albert's, was a pretty nice place, all things considered. It was actually in spitting distance from the club where Elizabeth worked, putting it sort of towards the far end of what was considered walkable from campus. It was a little pricey, but it was fancy enough to warrant it, especially compared to all the other places in the area. A good date spot, all things considered.

We were the last ones to arrive. The hostess took us through the restaurant to a quiet little booth near the back where Sam and Emma were both laughing while Slut was apparently seducing the waiter.

I did my best not to check out Sam, but it was tough. She was wearing this white button up dress-shirt that hung loosely off her muscular frame in such a way as to emphasize the manly delicacy of her shoulders while drawing focus to - and barely restraining - the bulging mass of her quivering chest. I was surprised the buttons didn't pop off hulk-style at the slightest provocation. It was kind of hard to see, hidden as it was behind her collar, but she had a hickey on her neck that was not there when we'd met earlier.

Emma, who was cuddled up beside her, was wearing a tight little black skirt and a top that brought to mind a delicate corset. With the amount of skin she was showing off it was probably safe to say that it was club-wear, but she'd added a diaphanous little scarf/shawl thing that hung from her shoulders and really added a touch of class.

I noticed Elizabeth looking over at Emma, then down at her self, evidently feeling competitive. She grinned. I don't know what she had been comparing, but she seemed happy she had come out on top.

Slut, for her part had simply tied a cutesy little bow into her collar. She winked and licked her lips at the waiter as he turned to depart, a very distinct tenting in his pants. I could see why she was into him, he was pretty cute, and if that bulge was any indication, he was packing.

"Sorry we're late." I chimed as we sat down.

"Its okay, we just got here ourselves." Sam said.

"These two," Slut laughed, "were so busy making out they completely missed their bus stop."

"Sam had never had a bus blowjob before," Emma shrugged "I had to fix that."

Sam blushed.

I looked over at Elizabeth. She smiled back at me knowingly, glad we hadn't been the only ones.

"I just feel bad that we had to make you wait." said Sam.

"Oh, it's fine." Slut waved a hand dismissively. "Let's just say it gave me ample time to sample the house special." She blew a kiss to the cute waiter boy, who was helping out the family two tables down.

Emma reached over and gave her a little high five. Sam laughed.

I looked around the restaurant, it was nice. Good ambience. We were sort of out of the way in the back here. The only other table that was busy looked like it was some kind of family gathering - grandparents, parents, a few kids, even a surprisingly well-behaved baby.

"Have you ordered?" I asked.

"Just some drinks." Sam said, "I'm normally not a big drinker, but there's some cocktails Emma says I've got to try."

"Really?" I asked. "I wouldn't have expected a place like this to do drinks like that."

"They've got a full bar!" Emma grinned.

"It's the price of doing business so close to campus," said Elizabeth, an authority on the subject. "If you're not willing to serve cocktails to drunken frat girls at two in the morning you're basically just throwing away money."

"Hey, remember that time we gave Evan those slutty cocktails?" Slut laughed.

"Oh my god, yes." Elizabeth smiled at the memory, then she remembered how the rest of that night had gone and frowned. I guess she was sort of still hurting from the argument. I put my hand on her back supportively.

Slut picked up at her discomfort and glanced down at her glass, embarrassed.

“So hey, you two are a cute couple,” I said, changing the subject as I smiled up at Sam and Emma.

They looked at each other as though surprised by this news, then Sam gave a dopey grin as she realized I was correct. Elizabeth frowned.

We got to talking while looking over the menus. Small talk, mostly, just sort of getting to know everybody. It was nice. For a little while I managed to forget all about the device and just relax a little.

Elizabeth seemed especially interested in Sam. She kept asking probing questions about her history. I should have known she was up to something, but, well, I just assumed it had something to do with the fact that she was hot.

Eventually we had all had a few drinks and the food arrived. I made the mistake of once again ordering way too much. I’d sort of gotten used to the way this body reacted around food - that I’d get absolutely famished, but then hardly be able to eat anything at all - but I kept forgetting that fact when it came time to order. Still, it was good stuff, salmon with a miso honey glaze.

Sometime after Elizabeth’s third glass of wine, Sam, who must have been in a similar predicament to my own, was feeding Emma some of her steak. Elizabeth, who had been getting more and more antsy with each display of affection the couple gave, finally reached down to the bag she had kept sitting at her feet and pulled out the device, discretely holding it just below the table.

I gave her a pleading look - one last request to please be careful with the thing. She set it down between us so that it was resting on one of my legs and on one of hers. I had sort of hoped that she had forgotten about it, or, even better, that now that she had gotten to know Sam and Emma a little, she’d decided that she didn’t want to go through with it. This had been me ignoring, of course, all the signs to the contrary.

“So Sam,” she said, “you’re on the football team?”

“Yeah!” Sam perked up. “I’m actually really lucky to be here on a football scholarship. I had to work my ass off for it, but it’s great to be a part of something like that. My dad was a linebacker when he was younger but he got injured and never made it to the pro level, so I’m trying to do him proud, you know? He taught me everything I know.”

“Oh, thats amazing,” Elizabeth said with a cold grin. “I don’t actually know all that much about football - tell me, what position do you play?”

Zzzzttttt

“Oh, gosh uh,” Sam fumbled for a moment as though she’d lost her train of thought. “Catcher? I think it’s called? I don’t really know much about the game either, to be honest. I’ve never even really handled a football before.”

“Really?” said Elizabeth, sounding for all the world like a cat playing with a mouse. “And that hasn’t been a problem, you being on the football team?”

"I don't see why it would." Sam shrugged and flashed a smile.

I glared over at Elizabeth. She gave me a look that said "Just trust me."

"Well still," Elizabeth continued, "being on the team, you must be really strong."

"Well," Sam laughed "I don't mean to brag, but I can bench press like-

Zzzzttttt

"-80 pounds. I'm in the gym like five times a week, so I'm hoping to get to 84 soon."

"Oh! That's impressive. We should arm wrestle sometime! I'd love to see that in action." Elizabeth gave my hand a gentle squeeze, demonstrating immediately where all of Sam's strength had gone to.

"Mm, isn't she great?" asked Emma, rubbing one of Sam's shoulders. Sam blushed a little at the attention.

"Baby," I whispered, "please..."

"So you say you're on a scholarship? That's super cool. What are you here studying?"

"Oh, that's actually a good question. You remember how I said that my dad was a, uh, football guy, right? Well he got injured playing and couldn't continue. So, Growing up what I've always wanted to do was become a physiotherapist. That way I could help people like my dad continue their dreams even after suffering through debilitating injuries. Honestly, as great as being on the football team is, that's my real goal here - to study physio and to be able to just, really help people, you know?"

"Aw, Sam" cooed Emma. "You never told me that. That's so noble of you."

"Well," he laughed, "it was either that or massage therapy."

"Oh my god." Elizabeth sighed in annoyance. "So what exactly does studying that actually involve? What are some things you've learned in your classes?"

Zzzzttttt

"Uh." sam sat there blankly for a few seconds, his brain digging deep for something he couldn't find.

"Well, I don't really know, but it's all super cool and really important."

"Elizabeth," I whispered, "what are you doing?"

"Relax," she said, "I'm just taking him down a few pegs."

"You promised you weren't going to ruin this guys life."

"I'm not!"

"You're stripping away all his accomplishments. Who are you even swapping him with?"

She glanced over at the family at the table a few booths down.

"Is everything okay?" asked Slut, giving us a concerned look.

"Everything's fine," said Elizabeth, turning back to the table sweetly.

Slut furrowed her brow in concern. I gave her an apologetic smile.

"You know Emma," said Elizabeth, drawing my focus back to that side of the table. "You're really very lucky. Sam seems like quite the catch. I'm sure lots of other girls would do anything to be where you are right now."

"Aw, isn't he? I'm still not 100% sold on him to be honest though," she said, half joking. "I still don't know if I'm ready to settle down, but we'll see how things go. Actually being in a relationship is a little strange."

"You know what?" Sam laughed. "It's been really nice. I've been avoiding a relationship for a while. Most of the girls who try to hook up with me just want sex, sex, sex, when this whole time all I've ever really wanted to do is find someone to settle down and be romantic with. Emma's been showing me that you can find a balance between the two extremes."

They looked at each other and smiled, then kissed.

"Honestly?" Sam laughed again, "I just wish someone had asked me out like this sooner, you know? God, all those wasted opportunities."

Elizabeth's grip tightened. "Okay," she leaned in to my ear and whispered. "Now I'm going to fuck him up."

"Hey wait," I said, but there was no stopping her. She was already resetting the device. I glanced over to the other booth to see who she was going to swap him with, but all I saw was the baby being fussy with its mother.

Zzzzttttt

Sam suddenly sat bolt upright, a look of total embarrassment spreading across his face.

"Not that the sex isn't great, of course," Emma added, mostly to Slut. "Sam's got the juiciest - "

Her sentence petered out when she turned to look at the expression on Sam's face.

"Oh no," she said. "Now?"

He nodded in embarrassment.

"We didn't bring any of your diapers, baby."

Elizabeth let out a shrill laugh. Sam just blushed all the harder.

"Okay, okay, its fine," Emma said, standing up. "Let's go get you cleaned up, okay?"

"Do you need a hand?" asked Slut.

"No thanks, I think we got it."

The two held hands as they made their way to the washrooms. Sam's awkward steps a stark contrast to Emma's happy go lucky stride. She must practice that, I thought. No one moves that suggestively naturally.

Zzzzttttt

I coughed. Elizabeth must have been thinking the same thing because now Sam, while still walking awkwardly, had a decidedly feminine and seductive flare in her step while Emma was standing up straighter and walking with a sort of manly confidence.

"Aw, they really are really cute," said Slut. "I'm so totally jealous. I wish I could meet someone who treats me right like that."

"Elizabeth," I hissed, trying to keep my volume down, "what the hell?"

"Well, it was either that or I swapped his age with the grandpa over there. I was holding back!"

"I can't believe this."

"Come on Evan! Just let me give that son of a bitch what she deserves. Those two have been rubbing their stupid little happy relationship in my face this whole damn dinner!"

"Where does it end, Elizabeth?"

"If this is going to be the last person I'm going to go after, I want to go out with a bang."

"Will it be though?" I cocked an eyebrow.

"What's that supposed to mean?" she held one hand on her chest defensively.

"I mean this whole thing is just... you're, what? Mad at Sam because she didn't date you? You're jealous of Emma because she's dating her? That's no reason to be mad at people. And you think they deserve it because they're rubbing it in when they're just trying to be happy. There's nothing to be jealous of! They don't have any sort of happiness that we don't have. Baby, how long until you see someone else who you think deserves it? How long before you can't resist not using that thing any more?"

"I would never!"

"Elizabeth, you've got to learn to let things go."

"Is- is everything okay?" asked Slut. We weren't exactly being subtle. "It's really not like you two to be arguing like this. Normally you guys are all super lovey dovey."

I sighed. Elizabeth scowled at Slut.

"It's nothing." Elizabeth said, coldly, "Sometimes couples argue. You wouldn't understand, having never had a real boyfriend."

"Oh," she said, her voice cracking in pain.

"Hey now," I said. "Come on, that was hardly called for."

"Evan, I swear..." Elizabeth sighed "Fine, you know what? Lets just go, okay? Because what are we even here for if not to get revenge on them?"

"I... I thought we were having a date, Elizabeth. I thought we were having a good time enjoying each other's company, but I guess I see now where your priorities lie."

"Oh my god, Evan, yes. I want things for myself, is that so much to ask for? And sometimes I care more about that than about being a good person, but, but that doesn't make me a bad person and I'm so sick of you making me feel like the villain all the time!" she was starting to get choked up.

"Whoa, hey, stop." Slut reached out and put a reassuring hand on Elizabeth's shoulder. "Guys, this isn't like you two at all. What is going on?"

"Stay out of this, Elles." Elizabeth warned.

"Huh?"

"stay out of this!" she slapped Slut's hand away. She was shaking.

"Elizabeth?" Slut shrunk away.

"I said stay out of it." Elizabeth's voice was colder and darker now. She grabbed the device and rose to her feet.

"Hey, no! Come on! Baby, you promised!"

"No! I'm sick of feeling this way! I'm sick of holding back. You want to treat me like a villain? Fine, I'll be a villain!"

She swung the device towards Slut, who stood there like a deer in headlights.

“Elizabeth, baby, I’m sorry I made you feel that way - you have to understand that it wasn’t my intent - but come on, you don’t mean that. You don’t want to be a bad person.”

“Maybe I fucking do!” She swung the device towards me.

Her hand shook as she looked down at me.

I’d forgotten how much I loved her eyes.

“Damnit, Evan.” she said, slowly she lowered the trembling device. “You’re right...”

I breathed a sigh of relief.

“But I’ve made such a mess of things here,” She looked back and forth between me and Slut and down the way that Emma and Sam had left. “and I don’t know if I can bear living under your constant moral scrutiny.”

“I-I’m sorry,” I said, earnestly, “I never meant to judge.”

“Of course not. You were just trying to help.” she sighed. “That’s all you ever want to do. I’m sorry too, I never meant for it to end this way.”

“What do you mean?”

“What the hell is going on?” cried Slut.

“I need to fix things. I just... I need to erase all of this, this whole week, maybe. Make our relationship happen again, make it happen better this time. I’m sorry, Evan. I’ll make it right.”

She aimed the device at Slut. I don’t know what she was talking about or what she had planned but I couldn’t let her go through with it.

I lunged at her, grabbing her arm and pulling her away, getting my hand on the device just in time to see - zzzztttt - the cute waiter’s head sitting on top of the mother’s body at the table nearby.

Elizabeth tried to stand up, tried to throw me off. She was strong - she had all the strength of a football player, but so did I.

“I can’t believe you!” she yelled, desperately trying to wrest my hand free with one hand as we grappled for leverage.

“Baby, I’m sorry about this!” I grunted, all my strength pouring into ensuring the device wasn’t pointing at anyone as it fired off again and again, and yet before my eyes - zzzztttt - the granpa and the baby had swapped heads now, and then - zzzztttt - the mother and the toddler as well.

Digging down to a reserve of strength I didn't know I had I jumped forward, turning the grapple into a tackle and spilling us both to the ground.

The device sailed out of our hands, spinning in the air.

Elizabeth made a grab for it as we fell, but it was just out of her reach.

Slut dove forward and snatched it out of the air, fumbling it to her chest as she tried to avoid tripping over the two of us.

"What the hell!?" she yelled, pointing the thing at us without even knowing what it was. "Stop! Stop! Stop fighting!"

Elizabeth looked up at me, a look of deep betrayal in her eyes. I offered her my hand to help her up, but she chose to stand on her own.

"What the hell is this all about? Evan, can't you see that Elizabeth needs your trust. Elizabeth, can't you see that Evan is just worried about you? What are you fighting over? What - what is this thing?"

"Be very careful with it." I said, looking at Elizabeth, unsure how much to say. She met my gaze sternly. "It's... it's very fragile."

"Slut," Elizabeth said, slowly and carefully, like she was talking to a toddler with a bomb. "it's very important you give that thing it back to me."

"Slut, don't." I said. "Don't do it."

"Evan!"

"Look, I'm sorry, but that things has been nothing but trouble for us. Maybe - maybe we just need to get rid of it for a while."

"Evan, that hurts." her voice was like shattering glass.

"I'm sorry, baby, I know. But this is how I feel."

"Slut, please," Elizabeth held out her hand, her voice quavering, "you're my best friend, you know that? You know I'd do anything for you, right? and I know you'd do anything for me. I need you to do that right now. I need you to be that for me. Please, just... please give that back. All will be forgiven. I can fix all this."

"What even is this thing?"

"It's a long story, I'll... I'll explain everything, just give it here."

Slut looked down at the device, then back up at Elizabeth. Elizabeth held out her hand.

"N-no." Slut took a step back, clutching the thing to her chest. "Look, I don't know what this thing is, but whatever it is, it's driven you two apart. I don't think - I'm sorry Elizabeth, but I don't think you guys should have it."

I exhaled. I didn't even realize I'd been holding my breath.

"You too, huh?" Elizabeth let out a morose chuckle. "Why doesn't anyone trust me? I'm just trying to make things right."

And then before I knew it Elizabeth had leapt at Slut, pouncing on her and grabbing at the device. Slut, surprised, was easily overpowered, but she refused to let go. Even as they wrestled, Elizabeth started to spin the dials.

"What are you doing?" Slut cried "Stop!"

Zzzztttt

Slut stumbled back, the device slipping from her fingers. She clutched her head and reached out one arm for balance.

"What- what just happened? Why- why can't I think good?"

"I should have done this at the party. You don't think I should have the device? That always was one of your problems, Elles, you think too much."

"I - I don't know what's going on." panicked tears welled up in her eyes. "You- you big meany!" she stomped one foot.

"Don't worry," Elizabeth said, adjusting the dials again. "You won't remember any of this."

Terror flashed across Slut's face. She trembled for an instant, then ran, darting past Elizabeth as she made for the exit.

"Damnit!" Elizabeth yelled, swinging the device around and aiming it at the fleeing girl.

"Don't!" I grabbed her arm, pulling her off her mark.

"Evan!"

"Leave her," I said, quietly. "Please."

Elizabeth's eyes were dark and cold and full of tears as she turned to look at me.

"How - How could you?" Tears began to flow as she started to break down. I couldn't tell if it was in rage or in grief. "I... I actually thought I was falling in love with you, you know that? I actually thought maybe I could be a good person and be worthy of someone who cares about me. We were going to be happy together, Evan. Happy! How could you do all this?"

"I'm sorry, Elizabeth, but the device, it brings out the worst in you. I love you, but... but I don't know if I can handle this any longer. I'm scared of the decisions you're making and I don't know if I can deal with it any more."

She sobbed.

"We can still have that happy future, Elizabeth," I said. "we can earn it, together. Wasn't that always the plan? Please, just... give up the device. For me?"

An eternity seemed to pass as she stood there, anguishing over my question, an emotional maelstrom thrumming through both our heads.

"Baby?" I pushed "what's it going to be?"

"I'm sorry..." her voice was soft. "I didn't want it to end this way. I just wanted to be happy with you, Evan, that's all. But you need to understand that this is who I am. I'm tired - so tired - of trying to become someone better. I thought that if I had you I could be better. I thought we'd be perfect together."

"We can be Elizabeth. We can be."

She pointed the device at me. Tears were rolling freely down her face.

"I know we can, Evan. That's why I have to fix this. I can fix all of this. I'm going to make this all right. You'll see. No matter what it takes."

Zzzzttttt

To be continued in chapter 20: Dumb blondes.