

Spooked – Part 2

By Paul Calhoun

Lakshmi woke up with his arms around Fennis, the blue haired buxom young lady's nose buried in his shoulder. He idly touched his growing erection, but was more curious about Fennis' girl suit than hungry for more male sensation. He'd thoroughly explored Fennis the night before, but now the woman inside the man wanted to see how real the woman outside the man next to her looked in the light of day. Careful not to disturb the girl whose face looked oddly sweet and innocent in sleep, he pulled the covers off and crawled down. Her olive skin was so inviting that Lakshmi almost didn't go any further. He could rest his hands on her belly or her thighs and feel the smoothness and the warmth all morning. Again curiosity won out over comfort and he carefully touched her labia, feeling her tense up as he spread the lips a tiny bit. Knowing she was going to wake up before he was done, he continued taking it slow. He knew that when he was a girl again, she'd have preferred having an exploration like this done with all possible consideration. He let his finger trail around the outer edge, seeing how it started to react even to that little, and hearing the change in his new girlfriend's breathing. She sighed quietly as Lakshmi explored deeper inside, finger and eye delving into Fennis' feminine secrets, his hot breath making her shiver. For herself, Fennis giggled and hummed in satisfaction until Lakshmi's curiosity drove him to add the tip of his tongue and his nose to the search and finally Fennis couldn't help herself. She sat up, looking down at the handsome man who looked bashfully back up at her. "Whatcha doin?" She asked playfully.

"Having a look." Lakshmi explained.

"I thought you'd gotten a pretty good one last night," Fennis crooned, pressing Lakshmi's face into her. Her fingers went deep into the thick surfer hair and massaged his scalp.

"I did." Lakshmi agreed, giving Fennis a long loving lick. "I was hoping for a *slow* look."

"Don't take it too slow or I won't be able to stand it." Fennis growled. She pet Lakshmi's head. "Do I check out, doctor?"

"I don't have too much experience." Lakshmi admitted.

"Oh, so it's just an excuse!"

“Well, what about mine?” Lakshmi rose and shuffled up until he was sitting with his legs around Fennis’ head, her long blue hair tickling his member to further life.

Fennis reached up and cupped his balls. “How does this feel?”

“Weird...” Lakshmi admitted as Fennis gently squeezed. His breath caught as she let one nail run up the crease of his shaft. “So much in one place.”

“It seems life like to me.” Fennis said. “A little skinny...”

“Why you! I’ll show you skinny.” The bed shook with Lakshmi’s violent movement down and soon she and Fennis were passionately kissing, their bodies moving as one.

“So much for getting up in the morning.” Fennis said around Lakshmi’s lips.

“We can get up later.”

They fell into a light sleep and Fennis was the first one to wake up. She knew she ought to put on underwear but her boy clothes felt strange as the large T-shirt fell over her body and she didn’t feel like wearing any more of her male body’s things. Padding out, she again felt strangely – and she acknowledged, very stereotypically – feminine and after a quick search online indulged her fantasy of herself as the girlfriend by making pancakes. She was mostly done when she felt Lakshmi’s arms encircle her, his hands creasing her loose T-shirt as they slipped under the hem to move up and cup her breasts. She reached back and giggled as she reached around to slide her own hands into his underwear to squeeze his butt and felt Lakshmi’s silk panties over the toned male buns. “You must be bulging in that thing.” She said.

“Turn around and see.” Lakshmi rumbled, pressing his face to her hair.

Fennis turned and for a moment their noses almost touched. “You should sit down. I’m almost done.”

“I didn’t know you could.” Lakshmi observed as he turned a chair around to straddle and watch his girlfriend.

“I’m learning today.” Fennis replied. “God, you look amazing like that.”

"Like what?" Lakshmi teased.

"Shirtless and with your everything bursting out of that thong." Fennis said.

"And you look very sexy in an oversized shirt and nothing else." Lakshmi grinned.
"With that sweet ass peeking out every time you turn. So what made you decide to do it?"

Fennis smiled shyly. "A little bit of fantasy and a little bit of realization. If I'm going to be such a terribly old fashioned man, I ought to get as good as I give if I'm going to be a girl."

"Have you learned anything?" Lakshmi asked.

"Yes. That I like doing this but it would get very tiring day after day." She set the plate down in front of Lakshmi and kissed his forehead. "I'm sure we'll both learn a lot today."

"I thought I'd have to make you." Lakshmi said.

"Ditto." Fennis replied.

"One problem. Well, several, but one bubbles up." Lakshmi said. "You're a good cook, by the way. I think I'm going to be a little more liberated about you making meals when we're done."

"The problem?" Fennis asked.

"Neither of us have clothes that fit, and we look way too good for going out in public. We'll draw attention, especially since even if we swapped wardrobes, neither of us own anything big enough for the other."

"I tried looking us up just to see. Apparently I'm a video game sex symbol." Fennis said proudly.

"What a surprise." Lakshmi deadpanned. "Me?"

"Nothing concrete. You do look a little like a comic book hero."

"Great. No, I think these are private time suits. I saw a place that might have something less conspicuous if you're still game."

"As long as I don't look like a drag queen." Fennis said.

"Vain."

"Hypocrite." Their lips met above the table and Fennis took the syrup while Lakshmi wasn't looking. They traded stories of the night before – with large helpings of praise from one to the other about their performances at the zoo – and shared a last kiss. Lakshmi squeezed Fennis' breast as he twisted and unlocked the suit while Fennis stroked her boyfriend's forehead and pulled his upper lip over his scalp. They were out of the suits a few minutes later, sharing blushes at what they'd experienced with and about each other.

Lakshmi held up the costume Fennis had discarded the night before. "So, Don," Lakshmi said, "do you think I'd look good in this fur bikini?"

"Well..." Fennis said.

"What, you think you look better in it?" Lakshmi replied, putting her hands on her hips. "I bet I could get it to fit me!"

"Do *you* think I'd look good in that mer-tail?" Fennis countered.

"No, but I would."

"Lakshmi, you look good in everything!" Fennis complained.

"Yes I do." She looked down and her voice lowered. "Actually, the tail kind of excites me. It never seemed like the right time to bring it up, but I've been getting curious about that sort of thing. Being bound and so on. Unable to move my legs or get away." She looked back up, eyes wide. "But since we're doing all this, it doesn't seem nearly as strange to ask you about it."

"I-I," Fennis stammered. He sighed. "Yes, I've thought about it too. I didn't think you'd enjoy it, though. I know I can be a little ... a little traditional."

"It's always a race to get out of the car before you try to open the door and help me, even when I'm driving." Lakshmi agreed.

"So you being helpless like that felt like I was surrendering to that side of me." Fennis continued. "I don't *want* to feed the dominating part."

"Don," Lakshmi said, resting her hand on his arm.

"Yes, Lakshmi?"

"The first thing we're buying with the treasure money is a set of fuzzy handcuffs. And Don?"

"Yeah?"

Lakshmi put her lips to his ear. "You're wearing them."

Despite himself, Fennis felt himself growing hot and he turned to brush his lips against hers. "Just as long as I don't have to wear the fur outfit without the girl suit."

Lakshmi squeezed his crotch. "I was so looking forward to seeing how good you looked in it."

"I'd offer to do it if you wore the tail to the pool, but I know you'd do it."

"Coward."

"Hoyden. We'd better get going."

Lakshmi squeezed. "Maybe we should put on clothes first."

Lakshmi sprinted for the car, getting behind the wheel before Fennis could try to open the door or take the driver's seat despite not knowing where they were going. "Soon enough!" Lakshmi said. "I am going to be wearing the pants in this relationship."

"You're already wearing pants." Fennis pointed out, resting his hand on her denim covered thigh.

"Yeah, but soon I'll be wearing pants that aren't made specifically to make my butt look good." She frowned. "Seriously, Don, wouldn't I look good in that cat costume? I don't like being the second banana sexually."

"Honey, you are very much the second banana in this relationship." He ducked as she blindly swatted at him, not taking her eyes from the road.

"You're just jealous because mine's bigger."

"Oh right, I'm supposed to be jealous of a suit." Fennis grumped. He smiled at

Lakshmi. "Just like I'm sure you're not jealous of the fact that the cat costume would have a lot of extra space up top."

Lakshmi frowned and then snorted and laughed. "Yeah, all right. It *does* look better on you, but only because you have unnatural measurements. You know what we're buying, right?"

"Yes, I am pondering what you're pondering." Fennis deadpanned. "It's cheaper and easier to get bodies to fit our clothes rather new clothes to fit new bodies. It's a little Freaky Friday, really. I feel like I'm supposed to be learning a very special lesson."

"Fennis," Lakshmi said, exasperation making her forget to use his first name. "Sometimes you take this self-improvement thing too far. Maybe *I* feel like I don't understand men just like you worry you're unfair on women."

"It still feels cheesy."

"It is a little." Lakshmi said. "Of course we might not get a heartwarming ending."

"Yeah, what if I decide I like being you?"

"I'm sure the world isn't ready for two Don Fenni." Lakshmi replied.

"I don't think you can do that with proper names."

"Probably not. I'm glad you're not thinking about it as punishment."

"Just as long as I don't have to go to work as you." Fennis said. "I'd be terrible at your job and you're so pretty that I'd end up not knowing how to get rid of all the old neckbeards who I'm sure flirt with you on a daily basis. By the way, if anyone's going to get punished it should be you for cheating on me. Maybe I ought to tie you up after all."

"I cheated on you *with* you, you little minx! Besides, you were totally coming on to me so I should be the one who does the punishing. I am going to get a whip and some leather and teach you not to go after every piece of tail that comes your way."

"And I ought to chain you to the bed for that pun!"

"Keep talking like that and we won't make it to the store." Lakshmi said, cheeks hot.

"Yeah, maybe we'd better save the argument for when we can do something about it."

Fennis agreed.

"It's a stupid argument." Lakshmi told him.

"Yeah, well, if we're cheating on each other we ought to have one. It's traditional."

"It's asinine; we were both doing it to each other. I felt *totally* guilty, too."

"I felt guiltier."

"Yeah, and the Pacific is a greater ocean than the Atlantic." Lakshmi pouted.

"Oh, now you're going places you shouldn't."

"We're almost to the store."

"Thank goodness!"

Lakshmi parked carefully and then pounced on Fennis, who had already started to recline his seat. After several minutes of panting release, they straightened each others' clothes and tried to look normal as they walked across the strip mall lot. They paused in front of the picture window, admiring the enormous man in dark gray power armor, a woman in a long red robe with a heavy shoulder collar that flared up behind her head, and a lifelike androgynous creature that looked like a centaur with a fox body.

"I've heard really good things about them." Lakshmi said.

"Maybe they made the costumes we already have."

"Probably." Lakshmi opened the door and with a tiny cry in the back of her throat almost knocked Fennis down trying to get away. He saw a big black furry thing behind the counter and as Lakshmi mastered her fear and walked in, he saw it was a bear. The animal was on its hind legs and was somewhere between eight and nine feet tall, its claws trailing at about Lakshmi's shoulder height and the white stripe on its chest on eye level.

"Welcome." The bear said in a deep voice. "How can I help you?" Its muzzle swung and its nostrils flared as they tentatively approached. "Are you scared?"

"A little." Fennis said. In truth he knew he and his girlfriend were both terrified, but it seemed impolite to say that to the shop bear.

"So I'm not cute and cuddly and put you at your ease?" The bear pressed.

"No." Lakshmi said. "I'm sorry, but you look like a bear. Bears can be cute, but not when they're right there in front of you."

The bear shrugged its shoulders and fell onto all fours, ducking through an opening under the counter. Lakshmi backed up as it shambled over to her, a little ashamed of cowering in Fennis' embrace, but willing to place feeling safe over her continued work on helping him overcome his sexism problems. "So I'm still scary?" It asked, nosing at the couple now pressed against the door.

"Yes." Fennis said. "Could you back up a little? I know you're not real, but you look like it."

The bear went back behind the counter and wiggled its shoulders. It grabbed the edge of the counter and stood up. Once on its hind legs again, the bear looked down at its chest. "I told you! It scares people." It grasped its head in its deceptively floppy paws and bent, the head dropping away, a young woman with feathery black hair smiling apologetically out of the wide neck. She put the bear head down on the counter and rolled her shoulders until her arms were out and she could brace her hands on the wide reinforced metal collar. The jump down fluffed out her alternating pale and dark pink knee length skirt and the quick jiggle of her chest helped reshape the darker pink bodice.

The bear body slumped and soon another young woman with white blonde hair down to mid back and a longer, flowing, midnight blue gown crawled out. "Excuse me for having an idea!" She replied, brushing herself off. "It was way better than the time you thought we could get in on that whole 'psychic octopus' thing. At least some people think bears are cuddly."

"I like bears." Lakshmi said meekly. "Just not really realistic ones standing up and looking like they're going to swat my head off."

"See?" Blue gown told her sister. "What did I tell you? You're the one who said that we needed to show off how good our costumes were by making the bear look real." She blew her bangs up and then seemed to realize that they had customers. She put both hands on the counter, eagerly bent towards them. "So, what can we do for you today?"

"Uh, it's..." Fennis said, squeezing Lakshmi's hand for support and trying not to look down the blue gown's low cut loose top.

"It's always the same." Pink said. "Each other, right?"

Lakshmi and Fennis nodded.

"That'll be eighty-seven fifty." Blue said.

"I'll take the overbearing foreigner, you take the misogynistic wimp." Pink said. She cut off their outrage by asking, "You'll have to be naked going both ways, so do you prefer having someone of your current sex helping you or the one you intend to become?" Lakshmi and Fennis both agreed they wanted someone of their 'current' sex and Blue lifted part of the counter up to let them in.

"This way." She said, following Pink and Lakshmi through a door marked 'NO ADMITTANCE' with Fennis in tow. The world spun around Fennis, who came to a complete stop rather than falling on his face. When his vision cleared, he was in a dim room that smelled of the copper alloy pipes and fittings that ran along the walls and into a column in the center of the room. They were on a platform suspended over a dark pit that Fennis couldn't see the bottom of.

"Where's Lakshmi?" He asked.

Fennis' guide turned around. His face had shifted, the bones rearranging into a sharp, masculine appearance and his hair was no shorter but was less fluffy. His gown had turned into a tunic and trousers of the same color. "She went to a different fitting room. Off with the clothes. It's not necessary but it makes this much quicker."

Rather than argue, Fennis disrobed. "You changed quickly." He commented.

"Practice." Blue said dismissively. When Fennis was naked, he pulled a long probe out of his pocket. The coppery end opened up and a green light played over Fennis' body as the thing whirred. Blue held it up as a tiny screen shot out and lit up. He shook it, banged it against the column, and then threw it off of the platform. "Finicky bugger." He grouched. "It got down to the skeletal structure and then conked out. Here, sit down and we'll do this the even easier way." He pushed Fennis onto a couch that extruded from the column. "Roll over." Fennis did so. "Read this." He gave Fennis a sheet of music.

"I can't read this." Fennis told him.

"Barbarian." Blue retorted. "Then sing something you know." Fennis sang something he'd heard on the radio.

"What was that for?"

"To distract you from the scanning process." Blue said.

Fennis looked down and involuntarily cried out. The black leathery surface had crept up and enveloped him.

"Don't struggle. The scanner's having enough trouble with getting good fidelity on your muscles. Or do you want your girlfriend to get all blurred when she dresses up as you?" Blue twisted a knob and pulled a lever and a loud screech, a high pinging and a thump followed. "Almost done." The couch was receding. Blue looked at a screen on the column. "Your girlfriend opted for the fast change, so I guess I'll have to give you the same or she'll probably get bored of waiting and get arrested as she starts playing with herself." Blue aimed a hose at Fennis and he didn't get a chance to take a breath before it made a raspberry sound and shot something at him which struck with a splat. The viscous fluid was warm and as he fell backwards, it spread across his body, smoothing, tucking, and compressing all at once. Suddenly everything around him was painfully bright and he found himself looking into his own eyes, blinking at the sudden daylight and stumbling in her low heeled shoes as she found herself standing.

"Where's Don-" Lakshmi looked around, her question dying on her lips as she adjusted to the door behind her being larger than the one she'd walked through and the fact that the room she was in should have been visible from the other side, but hadn't been. It was gray and well lit, with odd niches all along the walls. Some had potted plants, others ornaments and equipment that were tantalizingly familiar but in the end she couldn't quite place. The girl in the pink and pinker minidress was fiddling with some knobs on a plinth in the middle of the room and gestured for Lakshmi to follow her. "My brother's trying to use that old thing he found under the console." She sighed. "And it broke. Predictable." She looked up. "Sorry, you should be taking your clothes off now. I'll get the *good* scanner." She skipped out through a door that blended in perfectly with the walls, the gyroscopic looking steel instrument in one of the niches swinging as the door swung. Lakshmi removed her clothes slowly, beginning to lose her confidence in the idea.

The girl returned with something that looked like a lawn sprinkler mixed with a hand dryer. She aimed it at Lakshmi, who flinched as a spray of lasers played across her body, illuminating her skin in lurid colors. "You have a beautiful pancreas." The girl said. She frowned and grabbed Lakshmi's face, aiming the device at her eye. "You'll want to have something done about that cataract you're going to get in fifty years." She said as Lakshmi pushed her away. "And don't fidget."

"Don't grab *me* and stick a light in my eye." Lakshmi replied hotly.

"I'm just being thorough. You'd think people would be grateful to know they need corrective surgery well in advance." The girl let the scanner drop and kicked the plinth. A chair rose up out of the floor right behind Lakshmi, the seat tripping her and making her fall back into it. "Do you want me to use the button?" The girl asked brightly. "I never get to use the quick change button. Everyone wants to put their costume on themselves for some reason."

"Uh, the button's fine I guess." Lakshmi said.

The girl squee'd and hit a big red button on the console. "Thanks! I love the button."

The chair tipped back and dropped Lakshmi through a hole that irised open behind her. She slid down a chute, feeling something cover her body. Instinct made her raise her arms and something else slid over them. She rushed through several more tubes, spinning around and having what felt like a very tight pair of pants stretched over her legs, followed by a jarringly, painfully quick insertion of something that filled her vagina. She grit her teeth and almost fell when she was shot a foot in the air and landed on her feet. She was wearing sneakers and had just enough time to realize she was in a male suit when she saw herself stumble out of a hidden door. The other Lakshmi caught her balance before Lakshmi had to catch her and their eyes met for a breathless moment as they adjusted to what had happened to them.

"Well hello there." Fennis said, smiling weakly.

"Hi." Lakshmi replied. He touched Fennis' face, then noticed the slip of paper in his hand. "Mole under left arm." He said. "I guess that's where the zipper is." He hesitated, then grinned as he dug under his shirt. "I'm going to enjoy being able to take my shirt off without people staring at my boobs."

"Yeah," Fennis said, tapping her foot. "Too bad it makes you look like a hooligan."

Lakshmi felt under his arm and pressed the brown mole he found, one which Lakshmi had always wished the real Don would have removed. It resisted, then clicked and moved downward to reveal an opening. He pulled it back up and let his shirt fall down. "Where's yours?"

Fennis shifted her body to accommodate balancing in heels. She read the note and fumbled with Lakshmi's purse, hastily shoving the paper in when she figured out the clasp. "Nowhere I can look in public." She said, trying to look dignified as Lakshmi laughed. She frowned and hiked up her jeans with one hand, the other going between her legs for a moment to relieve an itch she didn't have any more.

The idea made her think about how it felt to be Lakshmi and a hot flush crept up until she felt like every inch of her skin was blushing. Her expression must have set off something in Lakshmi, because both of them went for each other at the same time, Lakshmi's male body pushing Fennis back against a wall. Their hands moved across each other, but after a few seconds of frustration they were feeling themselves up instead. They broke for a breath and Fennis said, "We shouldn't do this out where anyone can see us."

"True." Lakshmi said. "It's just so ... amazing. It's not just being male. I've done that now. But being you..." She looked into her own eyes and saw the confirmation in them.

Fennis cleared her throat. "I have an idea," she said, trying to change the subject and drive the thoughts of being the woman he loved away. "Be right back." She slipped from Lakshmi's embrace and went back into the costume store. "How much for the bear costume?"

Pink hefted it onto the counter, stumbling backward as the bulky suit overbalanced her. "It's not much use to us now. A dollar ninety-eight."

"Really?" Fennis asked eagerly. "All that for a dollar ninety-eight?"

Pink looked confused and put her lips to Blue's ear. After a whispered conversation, Blue said, "A dollar ninety-nine?"

"I feel like I ought to give you at least fifty for it."

"Oh, well in that case you can have this too." Pink laid a pink bottle and then a blue bottle on the thick fur. "One makes you smell like a man bear, the other like a lady bear."

"Okay." Fennis said, gingerly picking the bottles up. "Uh, Don?" She called. "Could you help?"

Lakshmi opened the door and helped Fennis carry their purchase to the car. "Why did you buy a bear suit?" He asked.

"It seemed like a good deal." Fennis shrugged.

Lakshmi eyed her. "Are you trying to act like your idea of a woman?"

"No, I really wanted it."

"All right." Lakshmi shifted uncomfortably.

"What's wrong?"

"I really need to scratch myself." Lakshmi said.

Fennis laughed. "So? Male privilege."

Lakshmi glared at her. "I'm not going to – oh, dammit!" He gave up. "Your underpants are too tight."

"So is your everything." Fennis replied, her hand ghosting down her tight shirt and tighter pants. "I can't complain. I love you – I look in this outfit." She slid behind the wheel. "Home?"

"Home." Lakshmi agreed.

"You forgot to try to open the door for me." Fennis teased.

Lakshmi frowned. "Is that really something I'm supposed to do?"

Fennis shook her head. "Only if you want to act like me."

He crossed his arms. "This is about self-improvement, D – Lakshmi." He reminded her. As the car pulled out he shifted his elbows. "It's so weird. Not just having your body but being so pale. If I had this skin tone normally I'd be really sick." He pressed his hands to his chest. "I can sort of feel them under here but they don't feel very sensitive." He touched his crotch and closed his eyes. "But this is so much easier."

"Don, honey."

"Yes, Lakshmi?"

"Can you wait until we get home? If you start, I'll think about it and right now I'm having trouble blocking out how good your body feels." Her voice was tight with concentration.

"Oh, sorry Lakshmi." Lakshmi smiled. "I guess now is a bad time to start feeling your thigh."

"Horn dog."

"Ice queen."

"Pull over."

"No!" Fennis kept her eyes on the road. "We're almost home."

"Here's a distraction, then." Lakshmi said. "What are you looking forward to more? Getting out and doing something with me or with yourself?"

"I hope you're not too disappointed, but myself." Fennis replied. "I love you," she said as she parked, "but I'm really not into myself like that."

"I'm relieved." Lakshmi said, getting out of the car and running around to open the door for Fennis, throwing in a bow and a sweep of the hand as he daintily took hers. "I don't think I could get around the idea of kissing my own face."

"It would look normal from the outside, though." Fennis suggested. "What if we made out in front of a mirror?"

"I have a better idea." Lakshmi said, their hands beginning to explore their bodies the moment the front door closed. "Neither of us are going to be dressed for much longer, so when we're done getting used to being each other I'll show you some of the basics of putting together and outfit and doing makeup. I don't feel comfortable going out like this today."

"Afraid we'll meet someone we know?" Fennis asked playfully. She put her hand on her hip. "I can totally handle it." She tossed her head. "That outfit looks great! Oh yes, I'm settling in well after *sixteen years* in this country. No, I think I'd better pass on the burger. I've been feeling a little big lately." She giggled as Lakshmi glared at her. "Oh, go ahead. You know you want to."

Lakshmi held the condemnatory expression for a moment longer and then smiled back. He flexed his arms and shouted. "Haaagh! What's taking them so long in there? I hate sitting outside dressing rooms! I know every single person in this whole town from high school! Watch me fit this whole box of fries in my mouth." He mimed stuffing his cheeks full.

They fell onto the sofa laughing and Fennis idly ran her finger over her chest. "Are you having sensory overload too? I felt it last night. It's like there's so much new about my body that I don't know where to start. I need five or six hands to touch everything that's calling out to me." She closed her eyes and worked her hand into the waistband of her pants as the other went over her chest, down her belly, and along her thighs.

"Same here," Lakshmi said, taking advantage of his looser pants to wrap his fingers

around his shaft without taking them off. "It feels all focused for a moment, then when I touch it, it's sort of like all the need intensifies but jolts around inside. I don't quite feel as much touching another part, but wanking makes everything else feel better."

"Do you ever get the feeling that we're too analytical? By the way, I really like your face better than that catgirl's. I prefer finer, sharper features to all that tiny nosed, big cheeked stuff." Fennis said between coos.

"Heck no!" Lakshmi gasped. "I love it when you talk clinical. And for the record, I think I'd hate cuddling with someone with such well defined muscles as that merman. You're soft without being big."

"Of course we're not making much progress this way." Fennis said. "Oh, and your curves are way better than hers. Not just practical, but believable."

"We need to work through the newness. Last night wasn't close to enough." Lakshmi said. He frowned and fidgeted, shedding his pants and underwear. "I'm not a fan of the refractory period. Oh, and your skin is nicer than his. That surfer tan stuff is overdone."

Fennis laughed as she continued massaging herself and working her finger inside. "I'm getting a little impatient, to be honest. I'm not used to it taking this long to get off. Can we stop the parenthetical compliments? They're starting to get a little backhanded."

"Let me help." Lakshmi said. He helped her out of her clothes and they went to the bedroom. She pushed Fennis down and straddled her. "Savoring a build up is nice, but if you want to have a quick one, my body has some great reaction like so," he placed Fennis' hands in two places and showed her how to touch herself in a way that had her over her need and relaxed in a couple minutes. "And now that you've messed up your makeup and hair," he said brightly. "Let me show you how to fix the damage. Oh, and I love how sensitive you are, though commenting on the size of my boobs is the sort of thing you don't do at all rather than circuitously apologizing about."

"You're getting better already." Lakshmi said, stepping back to admire the outfit Fennis had picked out. "That's your fifth try and you don't even look bored."

"It's more fun when I get to watch." Fennis said, blushing at his complimentary glance. She twirled, enjoying the play of the loose knee length skirt on her legs. "Good?"

"Yeah, but I know you copied this one from me."

"You know your fashion best." Fennis admitted. "I also like this one because it's easy to get under." She smiled, her fingers already under the waistband of her panties.

"I'm sure," Lakshmi said, crossing his arms.

"Don't pretend I couldn't hear you while I was putting this on." Fennis teased. "Before you start in on the wonderful feminine mysteries of cosmetics, why don't we try the mirror thing?"

"All right." They took the mirror down from the bathroom door and propped it up. Lakshmi put his hand on Fennis' butt and Fennis embraced him, pressing her lips to his. Their eyes didn't leave the mirror as they continued.

"Actually, I like it when you put your hands here." Lakshmi said, moving his down. "And I hate admitting it, but I like being picked up." He lifted Fennis up and she put her legs around his waist.

"I wasn't sure." Fennis said. "Thanks. Also, when you hug me, I love it when you rest your head on my chest." She demonstrated.

"Really? I like doing that too but I thought you liked it when I kept kissing you."

"Either works."

"That reminds me," Lakshmi said, carrying Fennis to his bedroom. He lay down with her on top of him and pulled her close. "You always treat me like I'm going to break if you squeeze too hard." He started hugging her tightly. "I actually like it when you do this."

Fennis wiggled against him and squeezed him back. "I can see why." She pulled her skirt off as Lakshmi removed his pants. "When we're getting started, I love how your nails feel right here." She lightly scratched along the line behind Lakshmi's balls."

"Oh, yeah." Lakshmi said. "You also aim too high when we get handsy. Go here."

"Wow! Yeah, and then if we're in the mood for it, licking is a good way to start. Don't just try to get it over with by putting me all the way in your mouth. Actually, I never really like that because teeth make me nervous."

"Interesting." Lakshmi said when he caught his breath. "Same here, actually. I like it when you go inside with your tongue, but don't be afraid to take a long time going around the outside to get me good and ready."

Fennis couldn't reply until Lakshmi was done. "That's ... understood. How do you feel about trying new positions? Like this one?" She lowered herself onto him while facing away, then bent backwards until her hands were between his shoulders and she could kiss him upside down.

"I'll try," He huffed, barely able to concentrate. "I'm not sure if I can do that for long."

Fennis smiled and flexed and Lakshmi yelped with a sudden climax. "You don't have to."

"But then I don't get as much out of it." Lakshmi pointed out.

Fennis frowned and nodded as Lakshmi shrank and pulled out. She turned back around. "Yeah. We can think about that."

"Look at your hair!" Lakshmi said. "I think it's time to learn about styling!"

Several hours later and after alternating between lessons on being each other and demonstrations of bedroom technique that they each enjoyed, they were in the living room getting ready to go out. In the end, they'd learned a lot about each other, especially the unfortunate truth that the effective body swap wasn't enough role play to overcome their native heterosexuality. Though they'd enjoyed the education on where they were lacking and how they could improve, most of the enjoyment came from being the subject rather than the teacher. They'd agreed that no matter how convincing they became, hearing the real Lakshmi or Don

profess their love, devotion, and desire was much better than doing it in the mirror. Lakshmi eventually admitted that he'd like to try hanging out with Fennis' friends, though, and Fennis had agreed that it would be a fun thing to try. When Lakshmi had shown no intention of taking off the Fennis suit before getting ready to go out, Fennis hadn't felt much desire to argue.

"I like the idea," Fennis said as she put on the lycra leotard. "But just to be contrary, why are we doing this dressed as each other?" Her motions were sure and though the clingy fabric made her feel hot and lubricated, she sublimated the desire into eagerness and energy. She continued to have no clue how she could feel so much of an organ which was really just a machine covering a tightly packed lunchbox. When he really concentrated, she could feel her penis in its confinement, but it was uncomfortable and her artificial vagina and the sensitive mammaries were much more pleasant to dwell on. Their time in front of the mirror had helped her focus away from the fact that she had the body of the woman she loved, though every step and whisper tried to remind her.

"It's the perfect alibi!" Lakshmi laughed as he put on a matching black bodysuit. If he thought about it, the crotch was uncomfortably tight, but he resisted touching the bulge, knowing where that could lead. He knew other men could adjust themselves without getting hard, but the newness of the disturbingly lifelike insert inside her seemed like it reacted to every touch and the most innocuous thought could turn to a tumescence if he wasn't careful. He took a deep breath and said, "If we get caught then we were with each other. Or are you tired of my body already?"

"You know I'm not." Fennis said, allowing herself a swift brush with her hand. "The problem with the alibi is that we'll both get caught and it doesn't really matter if we're each other at the time. Though I suppose there are worse places than women's prison." She leered.

"If you want real reassurance," Lakshmi said. "We're both having too much fun and there's almost no chance we'll get caught. It doesn't look like the zoo is heavily guarded. We were much more noticeable last night and the only people who caught me were that killer whale monster and you."

"Yeah, we're totally not going to draw attention in this." Fennis said, holding up the bear costume's head.

"So at worst we end up in an exhibit until we can escape." Lakshmi smiled. "It'll be romantic. Stuck in close contact while we have to pretend to be a zoo animal. Making our daring escape. Besides, it's my butt I have to have my face in. After all, I'm the man now. I have to support the derriere of my darling, dainty, demure girlfriend. It's only right that I as the strong masculine half be the one who has to lift you onto my shoulders."

Fennis put her hands on her hips and bent forward. "Are you calling me heavy?"

"Yes. Are we going to have a fight over me saying I have a big butt?"

"We surely are!" Fennis said. "It's just the right size, thank you."

Lakshmi kissed her. "Thank you. That's why I'm the one with pockets full of our gear, by the way. I - you look too good in a clingy stretchy costume to mar your perfection with bulgy bits." He winked and touched his growing erection. "Mine already bulges plenty. You're pretty svelte yourself - the you under the suit so that's me - or I wouldn't be offering to let you sit on my shoulders like this." He opened the door. "After you, my sweet desert rose."

"You'd clobber me if I said that." Fennis accused him. When Lakshmi closed the door, Fennis clung to her arm. "Oh, thank you kind sir. Truly you are a squire and a gentleman." She fluttered her eyelashes.

"Bimbo."

"Troglodyte."

"I love you."

"I love you too." Fennis said. She let Lakshmi open the passenger door for her and get into the driver's seat. "I promise that when we get out of these that I will try to do every single thing you taught me today."

"I don't think you'd look good in makeup." Lakshmi replied.

"You know what I mean."

"I do, and I'll try to do all the things you showed me too." He grimaced. "Though I still don't like doing blow jobs. Sorry."

"That's OK. I'm actually not very keen on oral either."

Lakshmi considered. "Oh well. We'll work something out. Maybe it won't be as bad when one of us is tied down. At least then your little man won't be jumping all over the place."

"Are you saying you're intimidated by my -" Fennis giggled as Lakshmi spared a quick swipe that missed her entirely.

They parked near a short wall by the zoo, the street deserted at that time of night. Fennis had collapsed the back seats, leaving plenty of room for the bear costume. Fennis waited by the open trunk door as Lakshmi crawled in, reversed himself, and held the metal ring of the collar. He waved at Fennis and pushed himself backward, the bear's wide belly and protruding rear wiggling with his progress down. When the legs were kicking, Fennis entered the same way, bracing herself as Lakshmi had on the collar. Her feet soon touched Lakshmi's shoulders and her boyfriend said, "Push down." His voice almost lost in the thick fur and copious padding. Fennis helped Lakshmi get the rest of the way into the legs, the bear's feet flexing when Lakshmi popped into them. Lakshmi grabbed Fennis' legs and pulled her in with him, the pale European man reaching with her dusky middle eastern girl hands for the bear head so she could secure it before she fumbled her arms into the bear's.

The head latched to the collar with a metallic scrape. The entire costume was snug inside despite the outer bulk, and the mask's insides pressed against Fennis' face. She felt around in the arms, finding individual places to put each finger so that when she raised one of the paws she could make each clawed digit move. She swung her bear head around to look at the wide rear end and then out of the car. "Can you get up?" She asked in the bear's deep growl, the mouth moving with hers and the nostrils flaring on their own.

"I think so." Lakshmi replied, audible only inside now that the costume was complete. The bear's hind legs scraped the carpeted trunk and its forelegs tried to get up at the same time. Fennis felt herself slide forward on a runner so that her arms went deeper into the bear's, making it easier to stand on all fours. The bear crawled with its back legs going a little slower than its front, sliding out of the car with a thump and landing on its belly. "Careful!" It growled, then stood up and shook itself, Fennis' laugh translated into an ursine snuffle. Its front half tried to turn around and ended up tripping on its back. "Let's try to stand up instead." It said.

Lakshmi held on to Fennis as he lifted them up and then the slide under Fennis moved again, shifting the balance so that she fell back onto Lakshmi's shoulders. The bear's forelegs pinwheeled and it took a step back. It stood in place for a moment, and then looked down at its chest. "Can you take a step back?" The bear almost fell down, but managed to get out of the way of the trunk door, which it closed, hanging on to the car to keep its balance. It rubbed its belly with its free paw. "So much for being better off standing." It snuffed.

"We'll be faster down on all fours." Lakshmi agreed.

The bear fell back onto its front paws, Fennis again being slid forward with the inner mask moving as well to keep from being detached. It provided sight through video goggles, as

well as a wide tube from the bear's nose to hers. "How do you see?" Fennis asked her rear end.

"The fur isn't as thick on the belly near my face." Lakshmi said. "There's some kind of mesh so I can get air, too."

"Good." The bear put its paw on its chest. "It must be this white stripe." The bear moved a front paw forward hesitantly. "Can you see my paw?"

"Yeah, if I crane my neck. Then I lose sight of my own, though."

"You can see what's coming by looking ahead at my paw, though."

"Yeah," Lakshmi said. He squeezed Fennis' thigh reassuringly. "We'll get better with practice."

The bear's shambling gait was clumsy, often resulting in it jumping a step forward or back when one of the humans inside saw something they needed to stop for. They made it to the wall and the reared up onto its hind legs. It grabbed on to the top of the wall and heaved, the back legs scrabbling and scratching to try to find a hold with its claws. The bear balanced itself on its front paws and looked back when it heard the ring of the hard plastic claws striking the metal fence. "Can you make it?"

"I don't know," Lakshmi said. He grabbed Fennis' butt and pushed. "Let me get you over and then we'll see." The bear heaved its bulk over the fence, now lying with its belly bisecting it, Fennis hanging with her arms stuck out in front and Lakshmi still trying to get a grip with his feet in behind her. The bear swung its muzzle around again and snuffed. "We must look very silly right now."

It heaved again and Fennis pushed with the bear's paws on the inner side of the fence, trying to take some of the weight away from Lakshmi, who moved up as Fennis slid down. The bear finally fell ass over shoulders to the cobbled path below, its rear end rolling entirely over its front to leave it on its back, legs paddling and head back. After failing to even touch the ground, it put its front paws on its belly and said, "Follow my lead." Its front half started rocking back and forth, followed by its rear and finally managed to get on its side and floundered to its feet, shaking itself and snuffing in embarrassment. "I'm glad nobody saw that." It lumbered off, making better progress on the clear pavement. They passed a window and the bear turned, its butt walking forward and falling down.

"What's going on?" Lakshmi asked.

"Look, he wants to make a friend." Fennis cooed. Lakshmi pulled on Fennis' leg and

Fennis obliged by climbing a stone to help Lakshmi get them to their hind legs so he could look.

"You're right." Lakshmi said when he saw the bear that had scared her the night before. It had stood up as well and they both put their paw to the glass at the same time. "You're so friendly. I wish we could have some time to play." Lakshmi said.

"If we get caught we might get that chance." Fennis said. "We'd better go." The costume bear waved at the real one and slumped back to all fours, padding off.

The monkey house was in view and Fennis was starting to realize that all they had to dig with were their bear hands when they heard the scream. The bear's muzzle swung back and forth, Fennis wishing she could smell like the bear could. Shambling down a fork away from the monkey house, Fennis saw the source of the screams. Marion was in a tree clinging to the branches as an enormous grey wolf paced around the tree trunk. Every so often it would jump and snap, and she'd scream and clutch the branch tighter. The wolf sat and looked up at her, then started pacing again, pausing to cock its leg in either annoyance or to further show that it owned the tree and the young woman in it.

"Do you see that?" Fennis whispered.

"No." Lakshmi said. He grasped his girlfriend's legs in what was becoming a familiar signal and she grabbed a nearby rock to balance on so the bear could stand up. "Oh. Poor Marion." He said, forgetting to try to sound male. "Let's get it!"

Fennis growled and then shouted. "Aaaaagghhhh!" The scream translating into a satisfying roar. The wolf turned just as Fennis thumped back onto her paws and the bear started running clumsily towards the wolf, limbs flailing and back end starting to overtake the front. The chaos only made the bear look angrier as it opened its mouth in another roar. The wolf held its ground and then slunk off, disappearing into the brush.

Marion looked owlshly down at the bear who was sitting down and looking up at her. "Uh, thanks?"

"No problem." Fennis said, giggling as Marion almost jumped out of her skin. She probed the collar and found the release, the disheveled middle eastern face beaming up at Marion as she removed the head. "Hi, Marion!"

"Lakshmi?" Marion asked. She slid down the tree, standing between the bear's hind legs to look up at her friend.

"Surprised?"

“Well, yeah!” She hugged the bear body. “Thanks for that. I don’t know what I would have done if you hadn’t come along. Is Fennis in there?”

Fennis nodded and hugged her back, amused but still too hyped on adrenaline to let herself laugh at the situation. The blonde woman was almost lost in the bear’s fur and bulk as she was enfolded in the paws. “I’m surprised too. You’d think they’d have caught that wolf by now if it’s just prowling around the zoo.” Fennis squirmed out of the bear costume and reached in to help Lakshmi out. Marion looked back and forth between them and shrugged. “So much for getting the treasure alone. Three way split?”

“Sure.” Lakshmi said. He froze. “That wolf didn’t go very far.” He said quietly. “You two go on ahead.”

Fennis hesitated, frozen by competing protests. On the one hand, Lakshmi was the man right now and it would be wrong for him to go into danger just because he was male and they were female. Then again, it was all right because it was really Lakshmi and she was female, so she was just being selfless to distract the wolf. Besides, with Fennis looking like Lakshmi, Marion would be more comfortable with her and Fennis was beginning to become very aware of the fact that for some reason Marion was wearing that really skimpy outfit from the previous Halloween. Then again, Fennis thought, she *was* the real man in the relationship and shouldn’t leave Lakshmi alone to deal with the problem. These thoughts started while she was standing still, but continued as the wolf growled, advancing on them. Marion was pulling on her arm, her hand warm and insistent through the light leotard sleeve. Fennis let herself be drawn into running away, leaving Lakshmi to distract the wolf somehow.

She ran back the way they’d come, both women thinking the same thing. The nearest safe place was the old stone monkey house. With the door barricaded, no wolf was going to get in. Lakshmi – Fennis to Marion – would have to fend for himself. Fennis felt terrible as she helped Marion lock the door and push some heavy wooden brochure racks in front of it. “I hope L – Don will be all right.” She whispered.

Marion put her hand on Fennis’ shoulder and pulled her into a hug. “I’m sure he will be.” She said quietly. Fennis couldn’t help glancing at her ample cleavage. Her her milky smooth skin flawless and smooth, and the breasts heaved with her frightened breathing. Marion was an attractive woman and would never have held Fennis so close or pressed herself so hard against her if she was in his usual skin. “Let’s go further in. The best way we can thank Fennis is to do all the work for him so he just has to find us once we get the gem.” Fennis didn’t have any supplies, but Marion had a flashlight in her purse. They moved further in, making small talk so Fennis could focus on their task rather than her boyfriend risking his life for them.

Fennis at first didn't mind Marion continuing to hold on to her as they went further in. The sleeping apes made her draw back every time she saw a silhouette move and the old stone building cast long shadows and the high vaulting sent echoes from Marion's ankle boots that made Fennis glad she was only in her socks. If anyone came chasing them, Marion would be the easy catch. Fennis felt guilty at that thought as well, guilty at trespassing, guilty about everything. She looked at Marion when another sudden movement from a display made her friend squeeze her tighter. "We must be close." She said, starting to pull away.

"I know." Marion didn't let go, instead turning to face Fennis. "Are you all right?"

Fennis nodded and gulped. "I – thank you for reassuring me."

"It's the least I could do." Marion looked down. "I owe you for saving me and ... Lakshmi?"

"What?"

Marion looked up and seemed to come to a decision. She stepped forward and kissed Fennis, who kissed her back unthinkingly, then came around. "Marion!" She said as the blonde's top hit the floor.

Marion cast Fennis a smoldering look, open to whatever Fennis wanted, then saw that Fennis wasn't playing. "I'm sorry. You seemed so scared, and I am a little too." Marion hung her head, her bright blonde hair falling over her exposed boobs. "I thought you wanted it. You were looking at me so hungrily, like you enjoyed seeing me dressed this way and I remembered some of the times before you met Fennis – Don."

Fennis had no idea what Marion was talking about, so she played along. "That was a long time ago, Marion." She touched her friend's arm. "I'm happy now." She swallowed hard, fighting back the urge to do more. Marion looked needy herself and Fennis was very curious about her mention of what had happened before he had met Lakshmi. Instead, she stepped back. "Sorry."

"Are you sure?" Marion asked, bending forward and crossing her arms under her breasts, looking playfully through her eyelashes up at Fennis. Her boobs were almost falling out of her lacey black bra and her nipples made points in the cups.

"One kiss." Fennis said firmly, her own nipples growing stiff and her loins hot. Fennis tried to block out Marion's smooth, unblemished skin and how vulnerable she looked. If she thought too much about it, she'd give in to the sexy young woman, succumb to the temptation to use Lakshmi's face to re-enact some bi-curious moment they'd had years ago. It felt so

wrong to abuse Marion's trust in Lakshmi's judgment, and Lakshmi's trust in Fennis, to just pretend she was Lakshmi and take advantage of Marion with Lakshmi's voice and body. She felt her will crumble at Marion's delighted acquiescence. After all, right now she *was* Lakshmi and she *was* scared and she needed reassurance. If she had Fennis' face, he'd get it a different way, but right now she was Lakshmi and this was how she and Marion knew each other. As long time friends who trusted each other so much that they'd felt they could reveal their need to know what it was like to be with another woman. And who had – deep down – enjoyed it and needed that hot passion to chase away the shadows.

She cupped Marion's chin and pressed her lips to Marion's, closing her eyes to savor the multiply forbidden softness, the invitingly red painted pair opening to take a little more from the darker natural colored ones. It was a very long 'one kiss' but Fennis felt Marion's need for that contact and her own rose up to meet it. Marion guided Fennis' hand into the delightfully tight confines of her short shorts, letting her feel her hot, smoothly shaved pubic area. Fennis let Marion steal that much more, but then her eyes flew open and looked cross-eyed down her nose as she felt something bristly and decidedly unfeminine pushing into her mouth.

Fennis tried to break away, but it was hard to get her hand out of Marion's pants and Marion held on tightly to the other wrist. The brown furred wolf muzzle that was growing out of her mouth blew hot breath into Fennis' face, white teeth bared in a triumphant snarl. Her lips were now pricked by white teeth which gleamed with saliva in the weak illumination of the flashlight. It reached back with one hand and at first looked like it was undoing its bra, but instead shrugged the skin completely off, brown fur sticking out of the slit. Her prey petrified in shock and horror, Marion risked letting go and bent double to pull the back of her head apart and stretch her face until it fell away. She raised her freed muzzle from the mask with a low howl of relief, her shoulders falling away to reveal stubby clawed paws. Werewolf Marion winked a yellow eye at Fennis as she gyrated, her clothing becoming loose enough to let Fennis' hand go before she finally kicked her human skin away with a demure half-curtsy, her clawed hands out to her sides. She growled at Fennis and barked, "Thanks for leading me to the treasure. Now I get dinner *and* enough money to buy a whole sheep farm." She leapt and Fennis sprang away with a squeak, nimble in her clingy bodysuit.

Marion's snarling muzzle and the clack of her claws on the tile floor were spurred Fennis to sprint to the doors, but the strength of panic wasn't enough to shift the heavy racks she and the werewolf masquerading as Marion had shoved in front of them. Dashing off – and starting to feel unfamiliar pangs of pain from her back as her unsupported breasts heaved and bounced with her frantic flight – Fennis thought about how she would escape. Simply running was pointless. The monkey house was a loop and a quick glance over her shoulder told her that the werewolf stooped with her dark front paws almost to the floor wasn't tiring. The loping predator was made for the chase and she couldn't outrun or outlast it. Fennis slid through a door and closed it behind her, her hands shaking so much that the werewolf's paw was on the

knob when she found the lock. She sank to the ground, back against the vibrating door as the werewolf beat on it trying to get in.

She'd entered a corridor that went around the monkey house, with offices and entries into the enclosures. After she caught her breath, she went into one of the offices and felt a rush of relief when she saw a phone on the desk. She picked it up and then put it back down. What was she supposed to do? "Hello," she said, imagining the conversation. "I just broke into the zoo and now I'm being chased by a werewolf." They'd throw her in jail and who knew what else? Her nipples were still a little hard from making out with Marion and there was a small dark spot between her legs. She touched her breast and the outline of her vulva. Her body sock clung in all the right ways with every curve and wrinkle it ought to have when covering a real woman, but even then she might end up under examination and she didn't know how deep the illusion went. She might get discovered and that was worse than jail. She left the office and went looking for a way out.

The dimly lit passage behind the ape enclosures was cold and Fennis was shivering so hard that she almost didn't hear the clicking ahead of her. Creeping forward, she looked around a corner and saw the werewolf coming from the other direction. Her blood ran even colder. Of course there would be other doors. The werewolf was staying low, trying to prowl but defeated by the rhythmic clicking of its claws against the floor. It caught sight of Fennis as she tried to fall back to find a safe place to hide and sprang forward, a howl of triumph coming out of that open, fanged maw. Fennis screamed again and ran, her lungs burning with the cold and repeated exertion. She knew she couldn't last long. The offices and enclosure doors would be a trap; the werewolf would have her cornered if she hid and it found her. She thought about running back into the main area, but that would just prolong the inevitable. She had to find a way out.

Fennis saw the window in one of the offices and ran for it, the feeling as if the werewolf's hot breath was right on her neck. She closed her eyes and flailed at the light switch, hoping to surprise and stun the monster long enough to squeeze through the window and be gone. The werewolf threw its paws up against the sudden light, but recovered while Fennis was figuring out the lock on the window. She screamed and fell forward when the werewolf caught up to her and grabbed her ankle, its teeth touching her thigh. She pushed with her last strength against the window frame, pulling her leg away from the werewolf and fell out, flailing to push off against the soft earth of the flower bed she'd landed in. In her fear filled mind the werewolf's paw was still wrapped around her leg and her mind was a blank when she saw that it really was.

"Need some help up? And can I have my paw back?" She turned over on her back and looked up. The werewolf was hanging out of the window with a pale human hand reaching down. Its pink nails stood out in the muted colors of the night around them. In the bright

office light, Fennis saw the fringe of fur where the creature's other paw met its wrist. Seeing Fennis was still in shock, the werewolf carefully climbed out after her and pulled her limply to her feet. With the light shed from the window, Fennis began to notice things about the werewolf. Its tail wasn't moving much, instead just bobbing when it bent to retrieve its paw. The fringes hid glimpses of skin at her wrists and ankles. The werewolf's body was wrinkled in places and loose in others, bunching up around its chest where a large pair of boobs were straining against the fuzzy fabric and when it shifted its balance, wide hips and a round rear made brief appearances under the loose bodysuit. In the half-light, Fennis thought it was actually kind of cute, though the expression on its static face was still terrifying. Its muzzle didn't move nor did its lips ever cover its teeth. It didn't blink as it reached up and pulled the muzzle, taking her mask off. "Are you OK?" Marion asked, shaking her blonde tresses out and looking at Fennis with a smile that looked like she was trying to smother under concern.

"Marion? What the hell-"

Marion started to giggle. "Oh, I'm so sorry! This werewolf getup was meant to get rid of someone I didn't want getting near the treasure while I was digging it up. When we kissed, the mask got out of control," she demonstrated how she could push the muzzle in and have it fold down until it was flat against the cheeks and held with a locking pin. "When it started to stick out I decided I'd have little fun chasing you around." She put a paw behind her head and smiled again, looking very embarrassed. "That got out of control too." She unzipped the front of the werewolf costume and seemed completely unashamed of the fact that she was naked under it as she pulled off the other paw and kicked her feet out of the paw boots. Her freckles were dark against her milky skin and the light colored fuzz between her legs contrasted strongly with the perfectly smooth flesh Fennis had in her palm of her hand as the short shorts had forced her fingers into her friend. Confused, she looked inside the costume as Marion set it aside and saw the hole that had made that possible.

"Marion!" Fennis finally croaked. "You are so - oh no..." The brush shook and parted as the enormous wolf emerged and padded towards them. "Please tell me that's part of your prank."

"No, you really did rescue me from that. It's the escaped wolf." She gulped and ran, the wolf snapping at her bare behind for a hundred yards before turning to Fennis.

Earlier:

"Come on!" Lakshmi called to the wolf, slapping his butt and thinking that he'd have gotten far more sound and movement out of it if it wasn't tightly bound in his Fennis suit.

"You know you want some of this." His ploy worked and the wolf cast a single look at the fleeing girls before growling at Lakshmi and chasing after him. It gained swiftly, but Lakshmi expected that and slipped through a narrow opening between two trees, forcing it to go around the whole hill he'd cut across. He didn't have a plan other than to keep up the chase long enough for the girls to get to safety.

The wolf's tongue hung out as it took long strides to make up lost ground. It jumped on a bench and launched itself from the back, snapping at Lakshmi just as he jumped to one side. Lakshmi passed through alternating pools of light and shadow, unable to turn aside or even open a door with the wolf so hot on his heels and not sure whether to be glad of the lamps that showed the way but outlined him with every fourth step. He wished he had shoes, though a detached part of his mind was also thinking that his balls itched and the lycra outfit held his penis is too tightly. He was lucky, he supposed, that it was in there so securely or it might flop around. That thought led to the decision he was becoming delirious from oxygen deprivation and needed to find some way to escape. The wolf's yowls and yips were still far too close for comfort, and Lakshmi decided to take a risk.

There was a tour train that went around the North American outdoor area, and after hitting the control to make it go, Lakshmi leapt on the moving train and swung into one of the open air carriages. She heard a howl and looked back to see the wolf loping behind the train. It was pulling away and Lakshmi held his breath, keeping a nervous laugh down until he was sure the wolf was gone. At the moment the train was turning a bend the wolf gathered its back legs and took a flying leap, hooking the rear most carriage with its front paws. Its back paws worked furiously to keep from being scraped along the ground and it moved up and down in its fight to make it all the way into the train, its tail brushing the tracks. With a crash of claw on metal, it fell into the carriage and quickly found its feet again in a clatter of mixed up legs. It started up the train and Lakshmi got up on a seat and climbed onto the top of the train. The wolf looked up and took another jump, landing one carriage away. It snarled at Lakshmi, its claws scraping and legs swaying as it fought to keep its balance. For a moment neither moved. The wolf was evidently thinking the same thing Lakshmi was. If it jumped, he'd dodge and it could end up falling off the train.

Lakshmi saw its hind legs tense and took the decision away from the wolf. He jumped first. The wolf leapt a half second later and clattered onto the roof Laskhmi had just vacated, turning and jumping again without looking where it was going, intent on catching its prey. Lakshmi landed on gravel and rolled, feeling something in his pocket crunch. He quickly felt around and was relieved to find his flashlight undamaged. He didn't want to lose that when he might have to find his way out of a closed exhibit. Whatever it was smelled earthy and had left a wet patch on his right hip. It didn't hurt, so he ignored it and looked around.

He'd hit one of the better places in the enclosure he'd thrown himself into. Most of it

was rock with a few softer patches and a pond encircling the half facing where people would pass and look at the animal. He wasn't able to figure out which animal since the wolf landed right next to him with a rattling, clanking crash that was at odds with its thick fur and fleshy body. It tried to get to its feet, but a spasm overtook its legs and it fell down again. Its growl was oddly repetitive, and its head jerked at random intervals. The wolf tried to snarl and then another spasm hit it, its back legs jerking in opposite directions every time it tried to put weight on them. Lakshmi was alarmed to see smoke coming from its nostrils, smoke which increased tenfold when its head flipped back and the cloud burst from its wide open shoulders.

Lakshmi jerked the flashlight out of his pocket and aimed it at the open wolf. The light reflected off of a polished skull whose baleful red eyes glared up at Lakshmi. "So much for tearing you apart the easy way." It said. Lakshmi was too tired to do more than step back and dart his eyes around for a hiding place as the skeleton emerged from the robotic wolf body. It curled its hands and Lakshmi realized the finger bones were sharpened to points. "I have you now, though. Since you lost me this skin, I'll have to make do with taking yours." The light went through its ribs and hit the rock behind it as Lakshmi looked for any evidence it was also a costume. "I'll make your girlfriend a happy woman, though I'm going to need a few more to spell her when she runs out of steam. Centuries in the dust gives you a powerful appetite for the fairer sex." It ran at Lakshmi, who pressed himself against the cement wall.

He had resigned himself to being flayed when a shadow rose behind the skeleton and swatted it against the stone with a clatter of bones. The skeleton was up again fast but was holding the side it didn't have and – oddly – appeared to be breathing hard. The bear that had woken up reared onto its hind paws and growled deep, the stone shaking under Lakshmi's feet. It swung again and the skeleton ducked and rolled before casting a final red glare at Lakshmi. It seemed about to say something, but the bear was down on all fours and running, so it contented itself with a screech of frustration and used its claw like fingers to climb the wall and get out of the enclosure.

Lakshmi cowered at the bear's approach, but it didn't try to hurt him. Instead, it stood up on its hind legs and waved. Lakshmi weakly waved back and the bear snuffed and nuzzled him. He pet it on the nose and it curled up and went to sleep. Lakshmi reached into his pocket and pulled out a piece of what had broken. The pink plastic shone dully. "Lady bear." He said. "That worked... wonderfully." Careful not to wake his new friend, he boosted the half broken wolf suit over the wall and jumped it himself. The skeleton seemed to have had enough punishment for one night and was nowhere to be seen.

Lakshmi poked at the wolf costume, waving away the last puffs of smoke coming from the inside. It looked higher tech than the bear suit he and Fennis had left near the monkey house. There was a hollow for a human head in the mask with contacts and exposed wires running between the costume's yellow lenses, the animatronic mouth, a voice box and several

other things. He touched a squishy part that would go between the teeth of the wearer and the costume's tongue stuck out. He felt around inside, probing at the wires and motors behind the soft liner that kept the components from poking the occupant, broken in places by other metal and plastic protrusions that pushed down under his fingers to make motors under the costume's skin shift to emulate the flex of muscles. The smoke was coming from a crack where the costume must have struck rock. Lakshmi rooted around in his pocket and found a rubber band he had in case so they could hang the flashlight from the ceiling. He wrapped it around a bolt on one side and a screw on the other, looping it several times until the crack – and the wires beneath – were forced back together. He tapped the affected area and the costume twitched but didn't spasm.

Very curious, he propped the costume up on a bench and stepped into it. The collar was hard like the one on the bear suit, giving him an extra hand hold. His feet settled over pedals with indentations for his toes and he had to laugh at how fluffy his butt looked especially with the tail that wagged when he flexed his glutes. He put his hands into the front legs, grabbed the ten rings on the stilt and settled down onto all fours, shaking his hindquarters again to settle in and pawing the ground to get his hands comfortable. He felt one rear leg shaking, likely a result of the hastily repaired damage. Lakshmi took a few hesitant steps, but the fix held and the error wasn't perceptible when he was walking.

One of the stilts felt loose and when he rotated it, the mask closed over his head and he blinked to focus on the image projected from the eyes. A soft bit covered his nose, wafting scents that he recognized as being intensified echoes of what he'd smelled before the mask was on. He moved his fingers to watch the paw flex, though when he curled his thumbs he instead felt motors on the top of his head whirr. There wasn't anything reflective nearby, but he reasoned it must be his ears cocking. He raised his leg and grinned as he scratched one ear. He opened his mouth and chomped down on the bit, his sigh turned into a wolfy whuff when he opened his mouth and air from outside flooded in. He lolled his tongue and let out a wordless call which translated into a howl. He shook himself out, feeling the haptic feedback from his tail telling him he was wagging it. He put his muzzle to the ground and sniffed the area until he found the rank smell of his own sweat from when he'd run away from the wolf as a human. Following the trail, he trotted back towards the monkey house, delighted and anticipating showing Fennis his find.

The wolf suit felt powerful on him, the mechanical muscles rippling under the thick fur, making his strides longer and lighter. At random intervals he'd push off with his strong back legs and let the wind stream over his fur, his tongue out to savor the night air. He wanted to run, to rush to the nearest field and just keep going across the grass. To chase something or be chased by a mate. He wished there were two so he could play with Fennis. The smells around him were so vivid and he felt so strong. He was sure that the skeleton could have borne him to

the ground and torn him apart if that bear hadn't saved him. He'd have to donate a sizable amount to a bear conservation when he got the jewel.

He arrived in time to hear the scream and see Fennis falling out the window. He was about to spring forward to help when he saw the werewolf. It didn't smell animal. It smelled like what he'd learned was human sweat even from that distance and he settled down under a bush to see what would happen. When the werewolf took off its mask, he almost gave himself away by yipping a laugh. When Marion was completely naked, he knew what he had to do. He growled, a little ashamed that his act spurred Fennis to fear first. It wasn't an expression he was used to seeing on that face, but then again Lakshmi had never been terrified near a mirror. He padded forward, still growling and curling a lip to make the wolf snarl. When Marion ran, he chased, and made sure she was far away and still going when he turned and trotted back to Fennis, who looked ill. He couldn't prolong things with his boyfriend looking like her and seeming absolutely paralyzed and exhausted with fear, so he turned the brace and let the mask whisk itself away from his face. "That'll teach her!" He said, shaking himself out and looking up with a satisfied smirk at Fennis.

Fennis recovered quickly and knelt to hug Lakshmi. "Oh, I'm so glad it's you!" She giggled and pressed her face into his furry shoulder. "You must have as much of a story to tell as I do. Come on; I'm exhausted. We can try again later. Maybe solve a different map." She picked up the bear suit. "I'm not sure I can carry this alone."

"My costume has a lot of power behind it." Lakshmi said. "Just sling it on me. You too." Fennis settled the bear lying over Lakshmi's broad back and settled herself between the wide shoulder blades, wrapping her arms around the wolf. "Is it secure?" He asked.

"I don't have anything to tie it down with. I've got a grip if it falls."

"Good enough. Let's go!" Lakshmi lowered the mask again and let loose a howl.

"One moment!" Fennis gathered up the werewolf suit and shoved it down inside the bear costume. She ran inside and was gone for long enough that Lakshmi had started to shift from foot to foot - having double the number of feet to shift to - and then came out with another bundle which she stowed in the same place. Climbing back on Lakshmi's back, she squeezed and told him she was ready.

He leapt forward and bore his lady love and their bear suit across the zoo, not breaking stride as he jumped the fence. Fennis hugged him all the tighter. "I wish I could ride you home." She said into the thick grey fur. "You're so warm and comfortable." She slid off and opened the trunk. "You lie down in there and I'll load the bear suit in front of you so you don't

hit the door."

"I have to get out eventually." Lakshmi said as he daintily hopped up into the car. The words came out as a series of growls and barks and he had to raise the mask to repeat himself.

"Maybe. Maybe not tonight." Fennis replied.

At home, Lakshmi jumped out of the car and frisked around Fennis' legs as she dragged everything inside. "Some help you are!" She said. Lakshmi lolled at her and kicked the door closed with a hind leg. "Good dog." She spilled everything out on the floor and as Lakshmi sniffed around at the interesting smells on each item, she took off her black lycra bodysuit and pulled on the werewolf suit. "This would make a comfy set of pajamas." She said. She twisted to look at her rear. "The tail would take some getting used to." Lakshmi watched with a tilted confused head as she put on the gloves and boots. Fennis picked up the mask and then put it back down. "So ugly." She climbed on Lakshmi's back. "There! A wolf on a wolf." Let's go take pictures!

Lakshmi carried Fennis to the mirror they'd set up and she took several photos before Lakshmi got bored and spilled her off his back. He opened the mask and climbed out. "I spy something hot and ready." He said, slipping out of his bodysuit. He cupped Fennis between the legs and then tasted his fingers. "Definitely ripe."

Later, they were cuddling on the bed as Lakshmi had told his story and Fennis was finishing hers. She'd taken the werewolf suit off as Lakshmi talked.

"You must have been very frightened." He said, holding her close. "I should chase you with a broom for getting involved with Marion that way."

"Hey, that's domestic abuse!" Fennis complained. She rooted around in a drawer and turned back around to face Lakshmi, Lakshmi's reading glasses perched on her nose. "You wouldn't hit a girl with glasses?"

Lakshmi encircled her waist with his arm. "No, but you're so adorable that I plan to do lots of other things with you. It's weird, though. I'm not into girls - usually," he amended as Fennis squeezed his erect penis. "I never did anything with Marion. She must have known it wasn't really me."

"Hmm." Fennis sighed, not really caring any more.

"I know what I can do to you." Lakshmi said. "You told me that the way out of your suit wasn't street appropriate." He slithered down and spread her labia with his finger. "Let's play a game. I'm going to look for that catch and I'm not going to stop until you have a

multiple orgasm or my lips are around your cock. Oh, and I have a new item for our shopping list. A collar, leash, and muzzle for that wolf. I'm going to enjoy giving you obedience lessons."

"I can think that collar would look good around your neck in the werewolf suit too." Fennis replied between squeals. "And I won't even have to take the costume off of you to give you your reward."