

Carmen was pissed, stomping through the fairgrounds with the fury of a woman scorned, she made her way around the food trucks, through the lines of the crooked carnival games, and past the flashing lights of a dozen hastily-assembled, questionably-safe thrill rides. She'd come to the county fair with her friends looking for fun and been made a fool of.

Storming her way down the rows of vendor tents, the angry young woman searched for her target, her cheeks still red with embarrassment and her shirt still wet from the over-priced hard cider that had been thrown in her face.

Eventually she spotted it, the shoddy, purple and white tent with frayed edges and a big sign proclaiming "Madame Credenza - Fortune Teller and Practitioner of the Dark Arts." It was hard to forget a tent like that, especially since she'd just left it only a few minutes ago.

Pushing her way inside Carmen cast an evil stare at the old woman seated behind the table, staring at the crystal ball that had been set on top. The tent was dimly lit by a set of candles strategically placed for the most gloomy of lighting and a sickly, sweet smell hung in the air.

"Welcome, dear traveller, to Madame Credenza's House of-" the woman rattled off her standard introduction, but soon stopped when she recognized Carmen standing in front of her, looking about ready through down. "Oh, it's you again. Back so soon?"

"You bitch!" Carmen snarled, marching up to the table and pointing an accusatory finger at the old woman. "You absolute bitch! You lied to me!"

"I tell no lies, child," the fortune teller calmly replied in a vaguely Eastern European accent that Carmen was almost certain was fake, "If you hear my words wrong, it was through no fault of mine."

"You told me that I had a chance with the cute bartender over in the beer tent," Carmen spat out through gritted teeth. "Turns out he has a wife who works here too! She saw me flirting and dumped her drink on me and called me a whore in front of everyone! I got slut shamed by the goddamn bearded lady because of your stupid fortune!"

The old woman flashed a giddy, little smile before answering, "If you'll recall dear, I merely predicted that there would be a handsome stud in your future, I never said if that future would be a happy one."

"That's fucking monkey's paw bullshit!" Carmen shouted, slamming both hands down on the table. "I want my money back!"

"I'm sorry, but all sales on predictions, palm readings, hexes, curses, seances, and love potions are final," Madame Credenza said.

Anger welled up in Carmen's shaking fists, how dare this old hag swindle her like this. Screaming like a banshee, she gripped the underside of the table and flipped it in one swift motion. The shiny glass sphere flew through the air and landed with a crash, shattering into a little puff of green smoke.

Now it was Credenza's turn to rage. The old woman leapt to her feet with surprising speed.

"That was an authentic magic crystal ball, you dumb thot" the fortune teller shouted, the fake accent dropping away in her anger. "Do you have any fucking idea how hard it is to find one?!? Especially in this economy!"

Carmen sneered at the woman with a look of contempt, crossing her arms and pointing her nose upwards. "Not my problem, serves you right you horse-faced old bitch!"

"Horse-faced what?!?" Credenza howled with a voice that seemed to shake the earth. In an instant, the flame of the candles snuffed out, plunging the tent into inky darkness.

A little voice in Carmen's head told her that now would be a very good time to run, it was just a pity that her legs weren't listening. As a matter of fact none of her body was listening, she tried to move, to flail her arms, or fight back, but her limbs were frozen, refusing to obey her orders. Was it fear that paralyzed her or something else entirely.

In the darkness, she could just make out the old woman's silhouette, rummaging around in the back of the tent, muttering to herself.

"Come into my tent! Insult me! Destroy my property!! How dare you, where did I put that damn b- aha! There you are!"

A terrified whimper escaped Carmen's frozen lips as she watched the old woman shuffle back towards her, wrinkled hands clasped tightly a particularly ancient looking leather bound book. A small, green flame appeared in the fortune tellers left hand as the right began thumbing through the yellowed pages of the old grimoire.

"Oooh I'm going to curse you so good for that one girly!" Credenza snarled, looking through the book, "Now what to use, what to use? I could turn your organs inside out, I could replace your blood with lighter fluid, I could make it so everything you eat tastes like cockroaches, I could-"

Madame Credenza stopped on one page, glowing green eyes looked it up and down as a nasty looking smile slowly spread across her face. "Oh yes," she beamed, "this one will do just fine. You want to see a real horse-face, dear? I'll show you."

With a snap of the old woman's fingers, the candles relit, now glowing with the same green fire. The fortune teller began to rock back and forth, rhythmically dancing around the girl as she read softly from the book.

"Turn hands to hooves and hair to a mane..."

Carmen whimpered, feeling a pained, burning sensation form in the pit as the green flame from the candles grew brighter

"Lest she thinks to bother me again..."

Hot beads of sweat trickled down Carmen's brow as panic began to set in.

"Give her fur so soft and a neigh so loud..."

Carmen screamed at herself internally, begging, pleading with her body to move, to escape, to do anything to get away from this madwoman, but nothing happened. She was trapped, forced to listen to the old hag read off the last words with villainous relish, one hand now stretched out towards.

"And a cock to make a stallion proud. Ita dicitur, ita tribuatur."

The old woman shoved her open palm against Carmen's chest as a great green flash of light burst into the room. In an instant, the candles snuffed themselves out and the young woman was knocked back by the sudden force. She fell backwards, landing roughly on her keister in the now pitch black.

In an instant Carmen found control of her limbs once more and scrambling to her feet she raced for the tent door. She didn't bother looking back, white hot terror was in full control, and escape was her only concern now.

Flinging the tent flaps open, Carmen rushed out into the cold, night air. The bright, dazzling lights of the carnival blinded her eyes, but her legs were focused on putting as much distance between her and the sound of the horrid witch's evil laughter behind her.

And so she ran, forcing her way through the crowd of fair-goers, arms flailing wildly as she fought her way through the sea of smiling, cheerful faces. No one seemed to pay much mind to the frightened woman who appeared to be running for her life.

Carmen for her part didn't seem very interested in the crowd either, more focused on escaping from the loud noises and bright lights, tripping and slipping across the soft, wet earth she pushed her way to the edge of the crowd and broke out into a full sprint.

Legs pumping, her heart racing, she tore through the open field. Spurred on by the fear and adrenaline, Carmen ran further and faster than she'd ever thought possible. Not content to stop even when the sounds of the fair faded away behind her, the panic stricken young woman continued her desperate sprint and in no time at all had reached all the way to the rickety, old

wooden fence that marked the boundary between the fairgrounds and the privately owned farms of the countryside.

Finding this a good place to stop as any other, Carmen skidded to a halt and caught herself on a wooden fence pole. Panting and heaving, she tried to catch her breath and calm down. Turning back around to face the direction she'd just fled, Carmen was surprised to see just how much distance she'd covered in such a short amount of time, the shining lights of the fair were practically a speck on the horizon now.

Wincing, Carmen rubbed at one of her sore legs. She'd never been much of an athlete, but that must have been some sort of cross-country record and to think that she'd done it while wearing boots. That must have been the power of fear, she thought, because there was no way in hell she'd be able to replicate it at the gym.

And really what had she been so afraid of, she mused, thinking back to the inciting incident. She'd been frozen with fear over some crazy old bag with a set of trick candles and a book of dirty poems? Ha! It had all seemed terrifying when she'd been in the middle of it, but looking back now it all seemed quite silly.

Carmen grinned thinking of how foolish she must have looked, both hands now massaging her tired legs. Hopefully none of her friends had spotted her hauling ass across the field or they'd never let her hear the end of it.

The adrenaline must have been wearing off now, rubbing her hands up and down her tired legs, she felt the pain intensify. Leaning on the fence, Carmen closed her eyes and gritted her teeth, hoping that the searing pain would pass or else she might not be able to walk back to the fair on her own.

But the ache only grew worse with each passing moment. Her sore legs throbbed with a burning hot pain and opening her eyes slightly, Carmen gasped in shock when she saw her once comfortably fitting jeans now pressed taut against swollen leg muscles.

"W-what the hell?" She cried, eyes fixed on the growing limbs. "My legs!"

Underneath the straining denim new muscle was rapidly forming, turning what had one been spindly limbs into massive tree-trunk sized thighs that would make even the most dedicated bodybuilder jealous. One by one the seams on her jeans began to split open, utterly failing to contain her expanding quads and calves.

"Shit!" Carmen cursed, frantic fingers struggling to open the latch on her belt. "Too tight!"

Thankfully her stiff hands found purchase and Carmen sighed with relief as she pulled the shredded denim down her gigantic thighs, exposing her tanned, sweat coated skin. The cool

night air felt good on her sore muscles, but did little to slow the burning heat that was creeping its way up her body.

Carmen moaned as she felt the fire spread itself up between her legs, blood rushed towards her loins as the poor young woman found herself becoming strangely aroused. Putting discretion aside in the face of aching need, Carmen pulled back her damp panties and slipped a pair of fingers in between her wet lips, hoping it could soothe the intense heat.

Her clit throbbed and swelled against her soft touch and the longer she touched it, the more it grew. As she pumped her fingers up and down, it wasn't long before the head of her clitoris poked its way out of her lips.

Groaning, the afflicted woman propped herself up on the fence. Caught up in the lust, Carmen scarcely noticed her hips and glutes begin to expand. New muscle and fat pushed her heavy ass out further and further.

Stroking at her now thumb sized clitoris, Carmen could smell her own sweat and arousal in the air, driving her on further in lusty desire. Her stomach groaned and distended as inside her abdomen a delicate dance of internal organs took place. Her ovaries swelled and shifted, dropping down from their usual position as a soft pouch of skin formed outside to catch them as one orb after the other slipped out from her.

The pair throbbed and churned with a new hormonal purpose, Carmen gasped as testosterone flooded into her bloodstream and drove the transformation into overdrive. Course black hairs sprouted forth across her sweat coated skin, bulky new muscles built over her growing frame, and each gasp and groan she made seemed to rumble a little deeper than before.

Carmen's eyes kept clamped shut as her thoughts turned more and more bestial. Hand clasped tightly around her thickening shaft, the poor woman ached for release, feeling a bit of precum trickle out from the small hole that formed at the tip.

Bucking her hips wildly, Carmen felt the straps of her panties burst, unable to stop the dual assault of her giant buttocks and growing pseudo-penis. She snorted, breathing in a wave of country air through widening nostrils. She could smell something, something animalistic, something needy, something besides her. Horses! Mares to be exact, several of them, not too far, and so, so needy.

"Gaaawwd," she groaned, her voice dropping another octave. "I want to fuck them so bad."

Panicked eyes snapped open as Carmen realized what she'd just said. Looking down, the poor creature screamed in terror at the anatomical horror show that she'd become. Springing upright, the rotten fence wood gave way under her heavy weight and Carmen soon found herself falling face first over the fence and into the mud.

Cursing and spitting out a mouthful of dirt Carmen rolled over onto her side and then onto her back. Gazing at the massive, twitching member between her legs, she choked as the shaft continued its growth unhindered by her concerns. The head pushed out further and further, first over her stomach, then up past her neck, and then finally a mere few inches from her face. The tip stretched and flattened, taking on a more equine appearance as the skin changed colors from bright red, to deep purple, to finally the darkest black. Her balls ached, filling with new seed, swelling up and sprouting new hairs, driving her sex drive wild.

"Hard..." Carmen drooled, hands wrapping back around her thick shaft once again, pumping them up and down in frustration, libido beating out disgust. "So hard to think."

Snaps and pops filled the air as the woman's frame enlarged, growing larger with each adjustment of her skeleton. Taking a deep breath, Carmen watched as her rib cage jutted outward, her lungs expanding naturally into the new space. Her still wet T-shirt tore itself apart against the force of her fur covered chest.

Bone scraped against bone as Carmen's feet began to contort. The middle toe on each foot stretched outward, bursting through the seams of her boots. Lifting a well muscled leg she watched the growing digit absorb the rest of her toes, coating itself in thickened black nail.

"Hooves," she shuddered, the words becoming difficult to form correctly. "I-I've got fucking hooves!"

Sickened, Carmen shoved the equine appendage back into the mud, not wanting to think about what she was becoming. Not wanting to think about anything except achieving orgasm.

But that sweet release would be deferred for now as her hands began to change to match their lower partners. Her hands twitched and jerked madly, unable to keep stroking her throbbing cock. Bones in her fingers snapped and remade themselves, the middle finger on each pressed out to form her front pair of hooves.

"Nnnnee-ooooo! Please!" She begged, desperate trying to rub the newly formed hooves against her penis, to little effect. "I was so close!!"

With a angry cry, Carmen rolled back over to her stomach, she tried her best to stand back up on hind limbs, but her body was too heavy now and time and again she fell back down onto her front hooves. Her shoulder blades rose up, shredding through the remains of her bra, lifting and separating to better support her quadrupedal stance. Her arms or rather front limbs grew too, bolstered with thick muscle to match her powerful hindquarters.

"Pleeeeeeasse!" She bellowed, her mind becoming cloudy, muddled with mixed thoughts of eating grass and mounting mares. "Sooooomeoone help!!"

The poor woman screamed in pain as her spine shattered, stretching out further. Craning her lengthening neck back Carmen watched as a tiny, hair covered nub popped out from just above her massive rear. Long hairs grew out of it, quickly forming the tell-tale tail of a typical horse.

"Pleeease gaawd!!!" Carmen pleaded, sensing more and more of herself slipping away. Her ears twitched and flickered, lengthening into pointed tips. Her long, black hair raced down her spine, forming a thick, luxurious mane.

"Help me! Help meeeeiigh!!!" Carmen's mouth and nose exploded outwards, teeth grew longer and flatter to fill her growing snout. Her eyes shrank and separated, tears dripping down her face as the pair were pulled apart by her shifting skull. The top of her head flattened downwards, crushing and eliminating any last remaining human thoughts in her mind.

The huge stallion reared back on it's hind legs, letting out a powerful cry as thick ropes of semen erupted from his massive horse cock proudly spilling his seed onto the damp earth. Settling back down onto all four hooves, the beast shook himself and sniffed the night air. The scent of mares flooded his nostrils and his member twitched and ached in response.

He had to find them, the stallion needed to find a mate. His green, glowing eyes searched the horizon, spotting an old barn off in the distance. There, he thought, galloping forward, blood already rushing back to his loins, he'd find them there. As the beast eagerly strolled off into the night, leaving behind only a broken fence, a pile of destroyed women's clothing, and a large puddle of cum, he could almost make out the faint sound of an old woman's laughter.