

“Come on Mercie! Hurry, hurry!”

The petite ginger-haired Annette pulled her bestest friend Mercedes along through the halls of Garreg Mach Monastery. Her excitement was palpable, her step peppy and joyful. Every inch of Annette’s body rocked with absolute energy. There was not a moment to wait, not a second to spare. Because today was the day she was giving her best friend the most unforgettable gift.

“I’m coming, I’m coming!”

The blonde beauty panted behind her. Bearing the same gentle smile she always wore, Mercedes sprinted behind Annette as graceful as ever, though she was having some trouble keeping up with her excited best friend. Mercedes’ feet skimmed on the ground, as the taller girl was effortlessly whisked away at Annette’s whims. But that was to be expected really, Annette’s energy was often unmatched by all around her.

Soon, the two found themselves arriving at the dormitories. More specifically, they both dove right into Annette’s room. With books piled up in the back wall, the bed nicely made, and a completely spotless floor, the cozy dormitory was prim and kept, an obvious sign of a straight A student. Though strangely enough, her desk was made a total mess, with flasks and vases scattered all about. All in all, it looked like a fairly average student room, though a strange scent permeated within it that created an oddly eerie vibe.

Once Mercedes was fully inside, the girl instantly collapsed bent down onto her knees, desperately catching her breath as her body was fully unaccustomed to running. Meanwhile, the spry Annette shuffled over to her desk and began to fumble through the mess laying atop it. Annette was so ecstatic about this moment her body was literally shivering. She could not hold still for a second. The only reason the grin on her face didn’t grow wider was because it was physically impossible for it to do so. And finally, after a bit of searching, the ginger girl finally found what she was looking for: A clear vial with some pink fluid. There was not a second of doubt inside of Annette’s mind. The instant this vial was in her hand, Annette popped upon the vulnerary and downed the thing in one gulp, gasping happily as the soft liquid coursed down her throat.

“So...” Mercedes gasped. “What was it that was so important you just had to drag me all the way from the cathedral?”

“Ah, I’m glad you asked!” Annette joyfully turned towards Mercedes, eyes as bright as the sun. “So Mercie, as you know... The Winter Festival is coming up soon. And I’ve finally found the perfect gift for you! I know it’s still a way off, but... I just couldn’t wait to give it to you!”

“Oh Annie!” Mercedes exclaimed happily, though there was an ounce of pain behind her soft smile. “That’s so sweet of you! I’m sorry, I don’t have anything to give back... I’ve just been so out of it as of late...”

“Its ok Mercie!” Annette stepped closer to Mercedes, holding her friends hand in support. “I know things have been rough for you ever since the professor rejected your advances. Actually, this gift is so amazing, the professor won’t be able to reject you anymore!”

“Alright Annie...” Mercedes giggled lightly, happy to see her friend’s concern. “Show me this super amazing gift then!”

“Hehehe...” Annette giggled knowingly. “Ok! But first-! Go ahead and close your eyes.”

Mercedes didn't need to think twice about such a request. Annette was her best friend after all, she had absolutely no reason to question or doubt her motives. Annette rubbed her fingers with anticipation, her fingertips already tingling as the potion she ingested coursed through her system. With Mercedes in a prime position, Annette knelt down right in front of her friend, her face a few inches away from Mercedes' crotch. Her hands slowly rose onto Mercedes' thighs, gripping the blonde's hair with firmness. Again, Mercedes thought nothing strange of it. The touching was a bit out of the ordinary, but this was Annette, so everything was fine. Though unfortunately for her, this lack of doubt which would soon see the two girl's lives changed forever.

With a sharp downward motion, Annette quickly pulled Mercedes' tights down. Mercedes gasped loudly, the cold mountain air crashing against her meaty thighs. Her eyes bolted open, surprise and shock spreading rapidly throughout her system. But Annette wasn't about to give up her advantage. Before Mercedes could further react, the ginger plunged her head right into Mercedes pussy, her tongue parting through her vaginal flaps and invading Mercedes' virgin vagina.

“Annie?!?” Hands darting onto Annette's head, Mercedes tried instinctively to push her friend off. “Annie, what are dooooouuuuuu~” But her body arched forward, her eyes unwittingly rolling back as bolts of pleasures spread out from her pussy.

“Mmmphhh mmpphhh!” Annette tried to justify herself, but her words were utterly unintelligible given that her mouth was firmly planted within Mercedes' tight hole.

Head bobbing up and down, Annette devoured Mercedes' pussy with force. Her tongue darted in and out of Mercedes' entrance rapidly, her lips gently smooching against Mercedes' vaginal lips. Liquid blasted unimpeded from Mercedes' womanhood into Annette's mouth. Though the ginger had never given oral stimulation to anyone before, she slurped Mercedes' pussy expertly. Knowing what would come next, she was completely and fully determined to accomplish her mission.

“Annieeeee~ T-This is uncouth!” Mercedes cried out, mind inundating with pleasure. “Stttopppp~~~”

The pure Mercedes had never experienced such amazing pleasures before. Though she knew it was wrong for two friends to commit such an act together, her body had fallen prey to Annette's energetic assault. Her hips buck forward, pussy quivering in delight. The way Annette's tiny tongue pierced her mound was absolutely delightful, spreading out Mercedes' tight virginal inner walls with ease. For someone as unexperienced with sex as Mercedes, such an experience felt absolutely ethereal. She couldn't help but get whisked away by her own desires.

As Annette's proficient fellatio continued, the potion inside her body was finally starting to take its effect. Soon, Annette felt her lips difficult to move, as if they were no longer responding to her body. With each bob of her head, they grew closer and more attached to Mercedes' body, until they had completely merged with Mercedes' crotch. Annette gave a little whimper as she noticed losing all control and sensation of her lips. She pulled her head back instinctively, yet her mouth remained firmly attached to Mercedes' body. The two were now one and the same, conjoined together as a single entity. Annette's body fluttered with excitement. Her lips were gone, completely covering up Mercedes' entrance. And though she could still feel Mercedes' pussy and her mouth as two different holes at the moment, she knew that her plan was proceeding with success.

Filled with energy from the transformation, Annette dove back in and started jabbing at Mercedes' pussy with her tongue. The blond beauty moaned out happily, entirely unaware of the events that had transpired. Instead of trying to fight back, Mercedes motioned Annette to continue, as if she desired nothing more but sexual satisfaction. And it was this acceptance of lust that led Annette's body to further develop. The tiny girl's body gurgled, innards turning and skin shifting in preparation of her change. Before long, the girl would no longer remain just a girl.

It started with her chest. The painfully flat bust of a growing girl slowly began to expand outwards, as two large bulges formed on her chest. The round protrusions slowly bloated larger and larger, pushing past her bra and straining against her uniform. It looked like Annette's breasts were growing huge, but in reality, something much different was going on. Within Annette's expanding chest, the soft malleable tissue grew harder and stiffer, as if it was coagulating into a solid form. And outside, the pristinely smooth white skin of her chest became rougher and saggier, as her entire chest area was embroiled in wrinkles and veins. Her pink and puffy nipples began to wilt away from her chest, being washed over by this new wave of wrinkly skin until not a trace of them remained. Soon, Annette's huge breasts had taken a bizarre shape, much more ovally and sagged than those on any other girl. And they didn't stop growing and expanding, until her uniform was unable to hold them any longer, and the new sack spilled out into the room unimpeded.

A wave of dizziness then washed over the young Annette's body. She felt every inch of her self pulsating lightly, as if the heat of arousal was freely circulating through her veins. Annette took a deep breath, but she felt nothing in response, almost like her lungs had stopped working. Annette's hand wavered towards her heart. Again, she could not feel it beating. Yet she could clearly feel a heartbeat coursing through her body... Her eyes lit up, shooting up towards her best friend. Mercedes had a look of pure arousal, mind lost in a fog of lust. It was happening! Annette was already a part of her~!

In response, the rest of Annette's body began to contract lightly. Her torso began to become more compact, limbs retreating into her body and head becoming smaller. Second by second, her clothes were becoming looser as her body was slowly slipped out of them. Even her mighty freshly grown 'breasts' were losing their magnificent size, growing ever closer to Annette's body. The ginger couldn't believe what was happening. She was shrinking! Looking around the room, Annette could see how much bigger everything else was becoming. It filled her with a warm feeling of joy. Before long, she was so small that her body was lifted up into the air. No longer could Annette support herself, now her entire figure was hanging from Mercedes' crotch alone. Her body had become so tiny! Annette's face had become about as big as the top part of Mercedes' index finger! With her body only about three times as long as Mercedes' thumb.

With her body shrunken down to the size of a sword mast, its features began to shift and change as well. Her arms and legs slowly retreated into her torso, sinking through her body as if they were made of clay. The torso itself fattened and bulged too. Her back, stomach and waist bloated outwards, joining together to form a simple conical shape. Her belly button along with any sort of defining features disappeared from her body, as her skin grew rougher and veinier. With her limbs contracting and body shifting, Annette looked a lot less human. Her face was firmly attached to Mercedes' crotch, two large 'breasts' hanging down from her body, with her torso turned into a tube-like shaft and her ass pointing out into the room. Yes, now she looked just like a big fat cock, throbbing and boiling with arousal.

This surge of lust was not lost on Mercedes either. Eyes closed and moans endlessly escaping her mouth, the blonde was truly immersed in a world of pleasure. Her hands continued to shudder spastically in the air, an instinctive movement of a time when Annette and Mercedes had been two different beings. But now it no longer brought the same pleasure it did before. Mercedes could feel a burning desire course through her crotch, an infernal need she had to satisfy.

Unable to hold herself back any longer, her hand darted downwards to the source of this need. The instant her soft fingertips met Annette's shaft-body, a moan of exuberant pleasure shot out of Mercedes' mouth. There was not an inkling of doubt in Mercedes' mind. No question about what this pleasure was or where it came from. All she knew was that she'd found an amazing avenue of pleasure, and that she was going to exploit the hell out of it.

Gripping the Annette tightly, Mercedes began to pump the dick back and forth with vigor and excitement. Any unfinished transformation on Annette's torso was quickly filled up as Mercedes molded Annette's body to her will. The poor girl-dick shuddered, her eyes wavering in the presence of such amazing pleasure. Mercedes' stimulation was further developing Annette's transformation, and now the change was traveling all the way up her body.

Her neck was the first to change, bloating up to match the thickness and girth of the shaft before it. Annette sputtered and coughed, feeling liquid course down her mouth as her throat plumped up and thickened. Next came her lips. The stuck protrusions began to grow larger and rounder, stretching out Annette's face past what was imaginable. They grew until they had the circumference of the rest of Annette's body, taking her face along with it.

Now Annette's head no longer resembled that of any regular human. Instead, her features had been spread out all over the conical shaft, as if they'd been painted on a flat surface. Her hair and nose resided on the top part of the dick, while she had one eye and ear on the left and right side of the shaft. Though even these would not remain this way, for a dick had no need for such things. Annette blinked wildly a few times, except each time she found it harder and harder to open her eyelids. She did her best to remain conscious, to keep the open. But eventually, her nose, ears and eyes were covered up by a sea of saggy skin that covered her face, rendering her forever blind, though she could still hear and smell things somehow. As for her hair, the small bush of orange fluff traveled from the top of her shaft down to Mercedes' crotch, where it grew to a full and wild bush of pubic hair. Such orange locks would remain the only remainder of Annette's old identity as a person.

Meanwhile, on the other side of Annette's body, her ass shook up and down along with Mercedes' motion. A copious amount of clear fluid dripped down from her vagina, a mixture of vaginal fluid and precum as the sperm from Annette's breast began to overtake Annette's own womanhood. With each pump of Mercedes' hand, a little blanket of foreskin began to grow, pushing further and further onto Annette's ass. Slowly but surely, the foreskin covered more and more of Annette's ass, transforming all s affected areas into a more conical reddish penis-shaped form instantly as it did.

The two little buttocks on Annette's ass morphed into two lumpy ridges, whilst her pussy pushed out into the forefront of the whole thing. In a few seconds, Annette's pussy formed the tip of the entire shaft, with her asshole nuzzled snugly below it. The remainder of her ass skin turned into a bright shining red, gaining a courser texture as well. Her slit began to extend, consuming her ass and merging them into one hole as it grew wider, with its complicated features like labia and multiple holes merging

into one single vertical mouth. As her ass took a complete conical mushroom-like shape, Annette's transformation into a penis was complete. From looks, to feel, to even smell, Annette was fully and truly a dick.

By this point, Mercedes was jacking her new appendage completely unimpeded. Her hand moved up and down the pole faster than she had ever moved before, and even that wasn't enough, for the girl felt the need to supplement her pumping with her free hand. Moans freely escaped Mercedes' mouth, pre constantly dripping from Annette's tip. There were no such thoughts about Mercedes and her dick feeling amazing. All this pleasure was entirely Mercedes'. Whatever organ was giving her this pleasure was merely a tool, an extension of her. She was the complete and total owner of this, and she would jack it as much pleasure as she so desired.

These powerful sensations of dominion quickly spread through Annette's mind. She understood her new role quickly. No longer was she Annette, she was simply nothing more than Mercedes' cock. Whatever Mercedes willed, Annette was to follow. There was no sort of question as to who the most important one here was. And it made Annette feel extremely good. The girl shuddered within Mercedes' vicious yet light grasp. The way her master pumped with such need and desperation filled her with glee. Annette just wanted to send more and more pleasure to her dear master. Her breast-balls shuddered, filling up with fresh warm sperm. Her pussy-slit twitched, urethra opening in preparation Yes, that was the perfect idea! She would give her master the greatest orgasm of her life~~~

“GYUHNNNN~~~”

With a loud whimpering yelp, Mercedes cocked her hips forward, letting a flurry of sperm escape from her throbbing cock. Annette twitched up and down spastically, body enveloped in pleasure as her tip sputtered out its white juice. A wave of pure pleasure embroiled Mercedes whole. Her legs wobbled, eyes becoming watery. The bliss that enraptured her mind was so magnificent the girl couldn't help but convulse there on the spot until the last drop of sperm had been expelled from her balls.

Finally, after what seemed like an eternity of pure intoxicating joy, the stream of cum from her cock died down to a drizzle, as the rest of Mercedes' sperm rested atop the wooden tiles of Annette's room. Mercedes panted heavily, her face stuck in an expression of drunken bliss. Once the magnitude of her orgasm finally began to die down, she could feel her body grow weak with relaxation and exhaustion. Unable to stay still any longer, the girl stumbled back, until she fell atop of Annette's bed with a loud plop.

Head twirling around in circles, body fully embroiled in heat, Mercedes tried to process everything that had just happened, her mind slowly regaining its mental faculties. It felt like she was floating on a cloud. Mercedes could barely tell whether this was some sort of strange dream or if the pleasure she had experienced had really occurred. All because her friend Annette had performed such a naughty act with her...

Speaking of which, where *was* she? Mercedes looked around the room with her glazed eyes, though she was unable to find a single clue about the whereabouts of her red-headed friend.

“Annie?” Mercedes asked softly. “Where are you?”

'Down here!' Annette's voice responded. Though strangely enough, it felt as if Mercedes had heard it inside her head rather than nearby her...

Nevertheless, Mercedes looked downwards in search of her friend. Only to find no signs of the cute Annette. Instead, all that Mercedes saw were some strange white blotches on the floor.

'On your crotch silly!' Annette giggled.

Mercedes' eyes darted down to her crotch, where she found an incredibly bizarre sight. Where one would have expected to see her prim pussy, Mercedes now found a softening limp dick, with a little orange bush. Mercedes' pupils widened in shock. How could such an organ suddenly manifest on her body?!? And those hairs, they looked just like the ones on-

"Annie?!?!?" Mercedes asked with bewilderment.

'Yup! That's me!' Annette answered proudly. 'I'm your dick now!'

Absolute disbelief filled Mercedes whole, her jaw dropping to the floor in surprise. It was an unthinkable idea, yet the proof was right before her. Annette had somehow transformed into her cock.

"Annie what happened to you?!?" Mercedes yelled with palpable worry.

'Remember when I told you I had a very special gift for you? Well, this is what I meant!' Annette exclaimed joyfully. 'I've decided to bring you lots of pleasure by becoming your penis!'

"I appreciate the sentiment Annie, but..." Mercedes sighed. "You have your own life! I can't take that from you!"

'I-Its ok Mercie. You see, the truth is I- ...' Annette stuttered. 'I was the one who wanted this. Ever since we met, the two of us have always been together. And I thought that would be the case for the rest of our lives, but when I saw you pining over the professor, I... I realized that I could lose you someday. And I didn't want that. I grew jealous, Mercie. I knew it was wrong, but I couldn't help it. When I heard that the professor had turned you down, it made me happy. And that broke my heart, because I want you to be happy but I also want you for myself...'

'So then I found that potion recipe.' Annette continued. 'One that could attach me to you as your dick. And this was the perfect solution! This way, I'll get to be with you forever, and you'll also get to be with the professor as well. It's a win-win for the both of us, so... I have no regrets in doing it.

"I'm not sure about this Annie..." Mercedes clasped her heart with doubt. She could feel Annette's love emanating through her words, which made her very happy. But to have Annette be just another part of her body...

'Its too late to do anything about it now anyways!' Annette explained. 'The spell is permanent. Plus! Just think about all the fun stuff we could do with the professor! We could have the professor's hot mouth wrapping all around me, her hands gripping my shaft tightly. We could nestle my body between the professor's huge round breasts, and have me sputter all over her cleavage. We could even penetrate her tight warm pussy, and give her a few children with our virile sperm~'

Mercedes bit her lips, her mind growing alight with all sorts of lewd images and dreams. Slowly but surely, arousal began to pump into Annette once more, as her shaft body began to grow stiffer and longer.

*'BLUPK!* You really like those ideas, don't ya Mercie~?' Annette commented coyly.

A light blush came upon Mercedes' cheek. "Yes Annie, that simply sounds wonderful." Mercedes responded honestly. "Thinking about how good you felt and what we could do with the professor, I- I just couldn't help myself..."

Before long, Annette had reached full mast, throbbing wildly on Mercedes' lap. 'That's ok Mercie~ I'm happy to see I'm making you feel good.' Annette responded. 'So, what do you say? Shall we go seduce our wonderful professor?'

"Yes!" Mercedes exclaimed with a jovial face. "Though maybe we could rub one out first~"

Annette shuddered with bliss. As long as she was with Mercedes, it didn't matter to her.