

O N Ν "W-Where am I?" Alicia only heard the zipping of a rope while her body was lifted. With her eyelids still too heavy to open, her head dangled from left to right as she felt her feet leaving the cold ground.

She tried to remember what had happened: There was a Halloween-party at Holly's house... a lot of her new friends came there in witchescostumes and started to act weird... Something about a test of courage and cool stuff they wanted to show them in that spooky ruins.... and a lot of alcohol.

Alicia moaned, as she tried to remember how much she had last night. Her head was feeling weirdly light – no signs of the usual, pounding headache of a hangover...

"Looks like our little volunteer is slowly waking up?" Alicia recognized Samatha's voice – one of Holly's friends she met in that weird, new school her parents had send her last summer. Alicia slowly opened her eyes. "You sick fucks! Where are my clothes?!" She looked down to Samantha, who still was in her witch-costume.

With a broad grin, the young woman pulled on the rope with an almost unnatural strength. "Don't worry – won't need them for tonight anymore"

Alicia let out a surprised screech, as something wet touched and grabbed her feet from below. As she looked down, she found herself hanging over a weird, orange plant with a gaping opening on its top. Slimy, green tentacles blindly twitched through the air, mindlessly grabbing everything they could get a hold of.



"What is this thing?!" Alicia screamed and looked to her right. She saw Holly, moving like she was in a trance in front of a pile of dirty barrels. "HOLLY! Let me down, that bitch is nuts!"

"TZ TZ, Thats really not nice of you!" Samantha slowly let go of the rope that hold Alicia, causing the young girl to slowly slip deeper into the weird plant. "Holly helped me collect all the stuff we needed for this ritual. Once we are done, I will reward her with the same procedure you are going through soon."

With a growing desperation, Alicia noticed that the grasp of the tentacles was getting tighter and pulling her into the plant mercilessly. "It took us months to collect all the semen to feed the Fexa-pod." Samantha started, while Alicia felt the tentacles slowly slithering up her tights, reaching her hips eventually, as she got sucked into the soft fruit.

"The plant feeds on male seed ... We collected barrels of the stuff from brothels, sperm-banks, heck, I even let Holly sit in a public toilet for weeks to milk it via glory-holes – think she had more dicks in her hands now than an urologist ... "Samantha threw a mean gaze over to Holly" However... all this spunk made the plant growing splendid... The only thing we need now is a female reproduction-system it can absorb."

Alicia screamed, as her body was sucked deeper into the giant fruit, but it was no use: With her lower body covered in thick slime, it was impossible to pull herself back out.



"Don't try to fight it dear, the Fexa is trying to connect" Samantha laughed maniacly, as she stepped out of the pit of wet, sticky earth the plant has dug it's roots into." It has grown strong, and hungry! It now needs a working uterus to produce more pods from all the seed...."

Alicia gasped, as she felt the strong tentacles greedily pushing agains her pelvis from below. The pants she had worn seconds ago had been completely dissolved by the plant's fluids. In horror, the young girl tried to stretch the opening she was sucked into in a last attempt to escape the Fexa's strong grip, but her legs felt like they were stuck in a giant blob of jelly.

She looked over to Holly, who was now carrying a rusty bucked to a small column. With dazed-out eyes, she poured a thick, milky fluid into the basin on top, causing a flood of milky seed spilling from a funnel into the Fexa's bed.

"Stupid girl!" Samantha hissed while taking up her own bucket to pour it down another column. "Havn't I told you to try if it's good?!" Holly looked over to the witch with completely empty eyes "Yees mistress" she answered slowly while taking up the bucket to her face.

Alicia looked away, as her friend put the rusty rim of the bucket to her lips and took a deep sip from the disgusting mix. Long strands still connected Holly's lips with the bucket, as she lowered it down. "It's good!" she answered in a monotone voice.

Alicia felt her nethers becoming numb, as the Fexa-pod started to connect with her. A shiver of unbearable lust rushed through her body, as she felt something slipping inside her pussy. She moaned out loud, unable to control her own, animalistic lust that suddenly had taken hold of her. Frantically, she pressed herself up and down, growing more and more addicted to the feeling of the thick, slimy thing pushing inside her.



The pod itself started to suck around Alicias waist tightly now, it's tentacles wrapped around her pelvis while eagerly giving pleasure to the trapped woman.

"See, you seem to enjoy it!" Samantha smirked, as Alicia panted – her whole body was glistening in sweat of arousal, while she mindlessly forced herself down on the fat tentacle over and over again. "That Fexa-Serum is one of the strongest aphrodisiacs... it must feel like heaven to be pleasured like that, right?"

Alicia, only able to give off grunting, moaning noises only nodded her head and continued to pleasure herself with the giant plant. After a few minutes, the pod itself started to deform and move, as it sucked around Alicia more and more, slowly fusing her with itself while still spending pleasure.

"Yes.... it MERGES!... Oh damn, this is awesome, look at that greedy Vulva that is forming!" Samantha pointed to the lower front of the pod, where a giant bulge had pushed out from the flesh of the plant.

Still mindless from the amount of sex, Alicia looked down and saw the bulge slowly opening, deforming.. and shifting into a disgusting, giant version of her own cunt, now sitting at the lower part of the pod, drooling thick, milky juice.

"I need a cup... this Aphrodisiac from your new, greedy cunt will sell like hot cake on the blackmarket!"

Suddenly, the waves of pleasure that rushed through Alicia's body ebbed away. Instead, she started to slowly feel the meaty, large lips that slowly pushed out of the fruit-body in front of her. It felt like a weight, dropping down from her body and into the pod below and Alicia realized, that she was unable to move or feel her legs anymore!

"What has this THING done to me?!!" Alicia screamed and tried to move, as Samantha laughed out loud, but instead of moving her own legs, only the roots of the giant pod started to slip through the semen-loaded mud below her. "Nooo!" With a loud smack, a fat, disgusting root slipped out of the earth, its tiny ends moving to Alicias command.

Samantha laughed like crazy and took up another rusty bucket that was standing to her left. "Look at these nice new cum-sucking root-feet of yours, my fat, smelly plant-girl.... time to give you some nutrition to grow even more useful!" She poured another load of the disgusting mix of human seed down the drain and into the mud below Alicia, who now felt her roots desperately sucking in the lewd nutrition.

"You Sick bitch!" Alicia cussed and tried to turn around... she needed something to get out of this disgusting pit, before this witch poured another bucket of cum down that drain for her to feed on.

"Dont be silly" Samantha grinned "You are already getting used to it! ... Look how excited your little member down there has become!"

Like in Slow-motion, Alicia turned back to her front. Her screams halled from the wet walls of the ruins, as she saw a wet, thick, flaccid penis hanging in front of her. Alicia felt miserable. Thick veins slowly formed on the disgusting organ, as it started to twitch. Viscous, milky liquids poured from the loose foreskin at the top. "OH MY GAWD!"



Again, Samantha laughed like crazy. "Shh... don't scare it... its a part of you now... grown from the seed you sucked up so eagerly!" She clonked the bucket against the stone. "There will be a lot of more dicks, now that the pod doesn't need your female form anymore!" She clonked the bucket again, to make sure it was empty. "We want you to spread as much seed as possible, right?!"

Alicia felt her stomach turning, as a sickening, salty taste suddenly filled her mouth. "What... do you mean?!" She looked down to the disgusting cock, which had doubled in size already, slowly pushing its glans out of the foreskin as it grew more and more stiff and ready to ejaculate. A heavy set of balls had developed below it in the meantime and to Alicia, it felt like it was almost bursting with need.

"Im sure you can feel it already.... Numb fingers... salty taste... you know where this is going. Have you never heard of these beautiful penile Fexa-Stems?! The ones that are able to suck all virility out of a man, while stealing their cocks to produce nectar? You will be one of them soon... and you will produce the best nectar and seed for me!"

Alicia looked at her hands and screamed as loud as she could. Her forearms looked swollen and like they were covered in a slimy, loose skin... Her fingertips felt numb and as she lifted her arm, it felt like the bones inside were made out of rubber.



"Gnoohw!" A thick, salty mess spluttered from Alicia's lips and soaked her cleavage in white goo. "Muh hands... they look like Puhnisses!" Her voice sounded deep and primitive out of a sudden... like someone had slowed time for a second.

"Exactly" Samantha stated and picked up a page of old parchment. "All the Seed you sucked up so eagerly, will cause a nice, virile cock to grow on you! Heh, I even recognize the one that grows on your arm there. Telling from the birthmarks on its foreskin, It must be Holly's boyfriends junk!"

Alicia waved back and forth, trapped in an immovable body "Greeeg!?" She slowly pressed out of her swollen lips, as she saw the foreskin on her arm slowly growing over her wrist and engulfing her hands.

"Greg, yeah, that was his name, right... you got Greg's cock now for an arm!" Samantha cracked up and pointed at the Diagram that was painted on the parchment. "You see? Your plant-body will suck any male seed out of the ground below for nutrition. Your fruit down there is the female part of your body, while the useless rest that sticks out of it on top is now... well one giant male part." She moved her fingers over the diagram while Alicia looked at her transforming hands in disbelief.

"For every kind of seed, you will grow a penis that tries to mimic its former owner – a diverse cast of different cocks, that will produce seed for me, isn't that ni-"

Another flood of milky substance flooding Alicia's chest disrupted her speech, the mutating girl saw both of her hands slowly turning into the sensitive vascular apex of a penis.



"How rude!" Samantha teased as she continued: "- Nice. Well, what could I expect from a bunch of giant cocks like you." She shrugged her shoulders and put the parchment back on the desk behind her.

Alicia still looked in disbelief on the pulsing, moist cocks her forearms had turned into. She felt blood pumping through them, as thick veins bulged out, and the cockheads pushed out of the loose foreskin. "Gnoooooohw!"

She moaned and took another pleading look to Holly, who was still filling the basin with more cum for her roots to feed on. Her erected cocks twitched and shivered, as the pressure in them became too much to bear: thick strands of cum squirted from their tips and soaked the ground in front of Alicia with her first own seed.

"Marvelous" Samantha applauded. "Seems like you are finally turning into something useful!"

Exhausted from her first multiple climax, Alicia tried to move, but was only able to helplessly squirm her roots deeper into the mud below her. A strong reflex forced her to suck the disgusting nutrition from the soil and she felt too weak to resist it anymore.

"Hnoo...Hmooore Puhisses..." her face felt numb as another salty load escaped her lips. Alicia felt the nutrition she was sucking from the ground quickly traveling through her body, causing her to feel incredibly good despite the horrible situation. She was up to turn into a bunch of mindless cocks soon... anonymous cocks of random men that simply gave their seed to feed her new, disgusting form.

She sobbed and lifted her flaccid, veiny arms. The lumpy foreskin had slipped back over the massive cockheads that had replaced her hands, until it looked like she was wearing a saggy, flashy sweater that was multiple numbers too big to suit her.



Her face started to stretch, as her nose disappeared and formed into one giant bulge, while her lips felt so bloated, it was impossible to keep her mouth closed. Drooling uncontrollable, Alicia's breasts now started to wiggle and twitch, as her nipples seemed to swell up and move on their own!

"Look at your Tits" Samantha joked and grabbed her own pair to humiliate Alicia "You won't need tits as a cock-plant, would you?! Let the Fexa turn them into cum-dispensers to spread more seed for me!"

Alicia touched her tits with her lewd, penile forearms. The areola of her nipples grew, as her teats started to open up like mounds, slowly pushing out a thick, milky substance.

The young girl leaned back in disbelief, unable to stop both of her nipples to slowly give birth to another veiny cock that slowly pushed out, causing massive pleasure to her. "UGGHH... GNOOOHW!!" Alicia felt her arm-cocks slowly growing hard again, as her newest set of penises fully slipped free from her breasts.

Tears of lust and disgust ran down Alicias face, as she looked at the throbbing, stiff and veiny dicks that had replaced her once delicate nipples. Eager to squirt another load, she felt them twitching and moving... pleading to be touched or rubbed to get off their load faster.

"Yes, you look wonderful dear! Once you have fully turned I will have Holly take care of all of your junks before I turn her into a Fexa too. Let's hope she remembers enough after shes done, and you two can both rub your filthy cocks together to make a profit!"



The thought of rubbing her dicks against anything alone made Alicias mind go numb. Her thoughts started to revolve solely around the urge to rub... push and give off her seed. Her human mind was still fighting, as she screamed and opened her mouth over and over again, but instead of her voice, she only let out deep feminine moans.

Her vision started to grow blurry, as a very strong reflex to suck suddenly grew in her mouth and throat. Alicia opened and closed her obscene lips while aimlessly sucking in the air around her, making it impossible to form words anymore. Every cock on her body stood stiff and twitched while Alicia's body was flowing over with feelings of lust. Seed splattered the ground around her, as she bended back in a lustful explosion.

Samantha had stopped to pour more cum down the drain in the meantime. With her back turned towards what was left of Alicia, she flipped through her notes on the desk.

"Ah, right, these Fexas always keep the head to suck virility out of men and turn them into Fexa Spawns, that take care of their dicks... well" She closed the book and looked a bit disappointed "I thought your dumb visage would turn into a cock as well... It seems this only happens to older Fexas, so I will need to wait until your cute face will resemble your lumpy arms and spend some value."



After her massive climax, Alicias mind calmed down a bit as she regained at least some kind of conscience again. The endorphins in her body made all of this feel so good... so right... and without a nose, she wasn't even able to smell anything that happened around her. All these sweaty, lumpy cocks hanging from her body sure looked gross and disgusting... but it somehow felt just good to touch them, to give off seed and take a deep sip of the juicy soil below her roots.

She looked at her half-erect hands, as the foreskin started to cover her glanses again. Her numb face was feeling like it was slowly pushing forwards... her lips growing bigger, as her eyesight slowly faded.



"GWWWD!... SHOO GWWWD!!" She rubbed the lumpy foreskin over her transforming face, as her jaw turned into a giant bulge, pressing her still growing, sucking lips further away from her skull. The salty taste inside her mouth was wonderful and she wanted to suckle on the lumpy skin. Alicia's tongue touched the tip of her cock-tip and gently licked over it, enjoying the lust it was causing her.



Turned on again, Alicia now started to lick the glans more greedily. The foreskin on her arm slowly peeled back, as the giant cock grew hard again. Alicia felt her hairs falling out and landing on her chest, but she couldn't care less... she wanted to suck... eagerly lick all of her hard, twitching cocks...



Her lips engulfed the glans and sucked tightly around it... A primitive, almost feral mindset grasped control of her: She wanted more cocks... collect them... make them a part of her... Her eyesight blurred until she was unable to see anything anymore... Her hairs were gone... her eyes were gone... Alicia was gone.. only to suck and give off seed mattered.



