

Enthralled part 3

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And so it was that I found my lower body covered in plush white fur, with eight legs spread out below me rather than the usual two, and a big fat and fuzzy spider's butt sticking out behind me. I was filled with such a potent and pure lust for Angel as she moved around my side that I felt shaken, her blue eyes drinking in my body hungrily just as I drank in hers.

Oh, her smell! That lovely white fur! Those strong legs and perfectly formed ass. She looked regal as her eyes remained locked on me like a predator who had finally found its prey.

I could see that her womanhood, hidden just below the junction of her human torso and spider's legs, was quite ready for me. Her heart-shaped little mound of fur that marked where *it* lay discretely hidden was no longer at all discrete, having raised and puffed out quite a bit, giving away the game. There was even a small furlough marking where her slit lied precisely, and her wetness was beginning to seep through even that thickest and most insulating patch of her fur, marking her like a bull's-eye.

I wasn't in much better condition. My dick was no longer human in shape nor sensation. My testicles had disappeared into my body, and I was now a proud owner of a foot-long spike of tender pink flesh. I was so desperate to begin copulation right away that it was like a physical pain, and as I watched Angelina pre began to leak steadily from its tip, my body having already transcended beyond eagerness.

My heart was racing and my breathing shallow. My vision, clear as it was, felt fogged... and my thoughts unclear. All that I really knew was that I absolutely needed to have sex right then or I felt as though the anticipation and build-up would kill me.

But human curiosity is a powerful thing. The student in me, and the scientist who I was hoping to become, forced its way back to the forefront of my consciousness and over-rode what my out-of-control body was doing to me for a moment.

I was able to stop and blink clear my thoughts through great effort, and when I came back to myself I found that I was faced with an Angelina unlike the one I had been talking to all last night and the morning after.

She was losing herself to the insane biological drive to mate that untold millennia had slowly honed into this perfected lust that even a sentient being could not withstand without it destroying them in the process.

“Um, Angel?” I asked tentatively.

“Yes?” her voice was the same, but her eyes had gone feral.

“You’re okay, right?”

“Jared,” she said with surprising frankness. “What you’re feeling right now I’ve been repressing for a week now. You might have the constitution to resist it right now, but my own limit was reached when I took you home last night. I can’t thank you enough for how much you’ve already helped me... but now that I *finally* have a suitable male in front of me *do not test me.*”

“But-” I began to argue, but was cut off.

Now, I’ve seen plenty of scary things in my life... but I’ve never seen anything quite as terrifying as how fast she moved in that split moment.

Light as Angel was she crashed into me with the force of a cannonball, slamming into my shoulders and tackling me to the ground in one violent trajectory. I wound up trapped on my back, pinned to the soft-web flooring by Angel’s eight legs and the startlingly firm grip of her hands on my arms.

My newly redesigned dick stuck up into the air between us, and did *not* go unnoticed by Angel. She wasted zero time in penetrating herself on it.

The tip went in easily... but that was a short-lived feat as she quickly began to stretch herself wider and wider over me.

My mind reeled as I disappeared inch by inch into that soft, warm, and now *much* too tight pussy, her comparably small mound of fur appearing to swallow my shaft like a tent-pole being swallowed by the earth, her flesh stretching wider and wider to accommodate.

Her need, however, wouldn’t allow her to take things slow... and she forced herself harder and harder down upon my shaft, taking ever more of it into her body. I quickly became much too big, but that didn’t stop her as she even resorted to twisting her body back and forth to work herself down lower and lower, her breathing ragged and harsh as she moved desperately on top of me.

Thoughts of why I had wanted to slow things down, and the questions I wanted and needed answers to, were obliterated from my head the second she had tackled me. My equipment was alien and strange to me now, and what little I had learned about sex was blown away as I experienced it all anew. The odd curved shape of my dick, the thinness and length of its *very* sensitive head, and the sensation of feeling the small ridges on the underside of my dick and ribs near its insanely thick base felt beyond amazing as they pulled against Angel’s velvety soft flesh, popping in and out of her tightly spread mound as she used a rocking motion to work herself further and further down my seemingly endless shaft, her body

somehow managing to accommodate me even as I could have sworn that at any moment she would reach her limit.

She was beyond pleasure, and cried out with every single sensation that my new sex gave her. The ridges on the underside rubbed and pulled gently against several special spots inside of her as she ground ever lower on top of me, her rapid breaths halted every few seconds by a pause as her voice caught in her throat, her body convulsing. The ribs along the outer edges of the base of my dick pulled at her labia every time she had to move even slightly back, and the questing tip of my dick was nearly prehensile in the way it moved inside of her, venturing ever deeper and deeper into her deepest and darkest corners.

My hands, pinned to my side like they were, could only pet her hip-fur encouragingly, letting her know how much I cared for her and lending her what strength of will that I could. My own fur was already beginning to brush against and mix with hers, and the electric sensation of feeling such an intimate thing while both of us were in that insane state of heightened arousal went beyond my wildest dreams.

I must have been hitting all the right spots for her too because she was becoming erratic and fevered, crooning and panting and squeezing my arms so tightly that it felt as though she would break them both off.

This was a good thing, because I wasn't in much better shape myself, and I didn't know how much longer I could last even though I was being held immobile. Her movements on top of me were driving me mad, and if I had thought that sex had felt good before I must have been mistaken, because the muscle-jerking sensations stemming from my dick now were putting my puny human brain through its paces.

Fresh from the transformation into this half-spider from that Angel had forced upon me I had felt as though I could have reached climax from even the slightest touch... but I was dead wrong. The level of arousal I had been feeling was indeed potent, but the amount of stimulation I now needed to achieve orgasm was far and beyond where it had been when I still had a human body.

I was enduring it, but only barely. Angel, however, appeared to not be fairing quite so well, but with determination driven by a biological heritage beyond her control she finally pushed herself down that last inch onto my sex and our bodies hit flush with each other's, our pelvises and fur meeting and mashing together powerfully.

The sensation of feeling her soft and delicate mound stretched wide around the base of my dick and held tightly against my pelvis nearly made me cry, both out of joy and admiration as well as from consideration of how overwhelmed I knew her to be feeling, spread so very wide over such a monstrous organ like she was. She shuddered and trembled on top of me, but before I could say anything to console her she raised herself up off me half an inch before dropping back down to hilt me again with a crash.

We both cried out together at the sheer level of stimulation that even such a simple movement brought us. I twisted in agony underneath her as she prepared to do it again, and already I could feel myself about to climax when she lifted herself even further up my shaft, her poor pussy spread so tightly over me and pulling so very sensationally on those insanely sensitive ridges of mine... and then she brought herself slamming back into me...

And we both came. We both came harder than either of us ever had before, neither one of us, it seemed, ready for the intensity.

Teeth grit together and our breath choked in our throats we held onto one another as I erupted like a geyser deep within her and she came on top of me like an avalanche.

"Ohhhhh!" she moaned, her belly flexing over and over as I pumped her full, coming over and over in explosive gushes.

"Ahhhhh!!" I wailed simultaneously. My newly internalized balls felt like enormous reservoirs that had received the order to purge. I had never in my life even considered that such volumes were even possible, but it wasn't about to stop. Buried deep within her pussy, with the head of my dick lodged tightly into a small but rapidly swelling pouch somewhere hidden away within her gut, I was filling her like no human ever could, my monstrous cock even now stretching and filling and stimulating her in unique and special ways. It was euphoric... but it scared me a little bit too. What was happening to me?

It lasted for minutes on end, with both of us only slowing down gradually. I was still climaxing in little spurts every dozen seconds or so when we were both able to recover enough to open our eyes and look at each other... and there she was: a white furry angel sitting on my comparably demonic cock, her entire body heaving from exertion and her flesh trembling from the adrenaline. Her milky-white breasts hung before my eyes, her flesh tight and her nipples hard and straining. I lifted my hand to gently caress her and ease both her tension and mine. It sort of worked, relaxing both of us just a little as we eased our way off that mountainous high. I somehow knew that while my own was quite incredible, hers had been way too long in coming and likely many times more potent, so I waited as my balls occasionally twitched and eventually came to a rest within me as Angelina recovered and collected herself.

It took some time, but eventually she began moving and slowly, gingerly stood up. Sticky, wet noises accompanied the careful separation of our sexes, the intensity of our climaxes having left us both extraordinarily sensitive and tender, but after a few tense moments it was done.

Some fluids spilled from her... but not nearly as much as what had been driven up inside her. I imagined that the great majority of it remained trapped within that odd pouch so very deep within her sex that I had somehow penetrated. Indeed, her belly did look rather full and swollen now that I paid special attention to it.

“Are you okay?” I asked as she backed off me before bracing herself against the wall, as if it were all she could do to remain standing. I could definitely sympathize; I couldn’t even get up off my back, and was content to remain on the floor just a little while longer while I recuperated.

“Yes...” she sighed with the most joy and satisfaction I have ever seen anyone express. The relief on her face was so powerful it felt like looking at the sun. “*THANK YOU.*”

“No, no need for that. That was incredible... *You* were incredible.”

Silence filled the room, allowing us both to enjoy the moment, but I couldn’t just leave it at that and lay there forever. With a groan I tried to sit up and found that my lower half’s anatomy fought against such a thing as rolling to a sitting position. Amazingly, my dick was still somewhat firm and standing straight up into the air, a proud and musky soldier holding a stiff salute for a job well done. No doubt it would soon relax, but for the moment the hormones rushing through me as well as flooding the air wouldn’t allow it just yet.

After a bit of a struggle I fell back wearily onto the floor, not quite able to flip myself either. I simply didn’t have the energy.

“What now?” I asked, falling limp.

“What do you mean?” she asked back.

I responded by raising my head up and arching an eyebrow, non-verbally saying ‘what do you think I mean’.

She sighed with a smile, the sight of me helpless on the floor with a rapidly cooling boner no doubt worthy of a giggle or two, and as she came over to reach down to me with her hand I couldn’t help but allow myself that giggle.

I had seemingly lost a fair amount of weight with the transformation, as I felt as light as a feather when Angel lifted me up with her unearthly strength, but now that I shared that strength it no longer felt scary. Once I had my feet (all eight of them!) back underneath me I drew her into a soft and loving kiss, and she eagerly returned it.

“I think I love you,” I said by way of admission, as if it were something to be guilty of. Her hair was so soft, and as I brushed it back I noticed that her ears were pointed like an elf’s.

She smiled back at me and kissed me again.

"I'm glad I'm not the only one, then," she said with a loving squeeze... and no amount of intimate physical contact could have prepared me for how wonderful those words were on my ears. I found myself touching the side of my head subconsciously, but they were still human in shape.

Angel noticed what I was thinking, and quickly moved to relieve me of my fears.

"You're still human," she said. I looked down at her curiously, and she laughed. "You only look like an Arachne, but you're not *actually* one... and because you're still a different species under the skin we won't need to worry about you getting me knocked up. Still, for all intents and purposes, nobody would ever be able to any real difference, and my own biology is *thoroughly* fooled into thinking that you're a proper mate, so we all win."

"But... what about..."

"Your body? Look down."

I did as she asked, and saw my enormous member slowly deflating. As it did so it was withdrawing itself into the fur of my groin... but other things were happening as well. I could feel my spider's abdomen steadily shrinking, my intestines and organs pulling back up into my gut to once again find themselves in their proper places, and I could feel my eight legs beginning to fuse back together, starting at my hips, to form human legs. Even my brand-new white coat of fur was receding, and I found myself almost saddened as I realized I was becoming human again. I hadn't even had a chance to really test out my new body! I had really wanted to try making a web or something...

"It's a semi-temporary inconvenience," she explained. "Unfortunately we're sort of 'bonded' to each other now, but that doesn't mean it has to be a major interruption to your life. You'll become an Arachne again when you become aroused... and when that happens I'm afraid the only way to return you to 'normal' is for us to have sex again. If we *don't*, not only will you be stuck in the body of an Arachne, but we'll both eventually be driven to exhaustion, and eventually death, by the heat... and trust me when I say there isn't any way around that. I've tried a few things before resorting to this..."

"So you need me... and now I need you?" I asked, growing back to my regular height once again as my legs coalesced back into a pair of thick and tall human legs. I still had the dwindling vestiges of a few spider parts, including spinnerets as my butt was still shrinking back up to rejoin with the rest of me, and my fur was slowly receding from my legs and ass towards my crotch, but neither my dick nor my balls had yet to reemerge.

"Well... that's not so bad is it?" she asked tentatively, on the edge of her figurative seat.

I hardly even had to consider.

"I guess that means we'll be getting to know each other pretty well then, huh?" I laughed. Her smile of relief was like a cool breeze on my face, and I felt myself fill with relief as well. Since when did anything like this ever happen? I couldn't seem to figure out how I truly felt about everything that was happening to me, but I did know that I wanted Angel to be happy, and looking at her she was definitely happy.

She wrapped me in her crushing embrace once again, her fuzzy fur so soft and wonderful. I held her tightly back, enveloping myself in the feel of her body against mine, so alien and strange yet so very comforting, gentle, and *right*. Her breasts... her fur... her still-wet groin and poufed up patch of pelvic fur, her fluffy and flexible legs, her weightless and shapely body, both her human half and her spider half... all of it was beautiful beyond compare to me now. I no longer saw a monster, but a beautiful girl.

I looked down at my junk though, and although the rest of the changes to my body seemed to have stopped I still had a very thick patch of white fur at my groin, and my dick and balls had yet to re-emerge. My junk had internalized itself, with my balls permanently tucked away and my penis, now that it was flaccid, had retreated up and into my pelvis. I could feel the head of my dick poke slightly out of a discreet genital slit when I purposefully flexed my pelvic muscles, and it nestled back into place when I relaxed them.

"Um..." I began to ask, but she was once again ahead of me.

"I'm so sorry, but *that's* pretty permanent... though to be honest it does look a lot nicer, doesn't it? It's one of the things I absolutely don't understand about human men. How in the world has your species survived with such delicate things hanging on your outside?"

I barked with laughter as the absurdity of everything that was happening to me hit me full force. There I was, standing buck naked in front of a spider-girl, and what was it that she thought was weird? Human genitalia!

"You didn't seem to mind it earlier," I pouted.

"Well of course not, you were wonderful and so was your body. I'm not saying I didn't like them, because I liked it all *very* much, but you must admit that they make no sense. You don't miss them, do you?"

I thought about it for a second, her sudden concern for what I thought making me contemplative.

"If I missed anything," I said slowly, "then it would mean regretting, even just a little, having run into you in the woods last night. I think that as of right now I'm a different person from who I was two days ago, and I don't mind or miss that at all. I'm yours, and I don't think any of the rest of it matters."

"Then I'm yours too," she said happily back.

And then she jumped back briskly away from me, a smile covering her beautiful face and new pep in her step.

“You feel hungry?” she asked, though she must have already known the answer.

“I’m *starving!*” I moaned louder than I meant to. “Do you have food here?”

“Nope! I need to go shopping, actually. Do you want to come with me?”

“What? Of course I do!”

“Then get dressed! We’re hitting the town!”

I quickly got my clothes back on, not a difficult feat, but I must admit my underwear had never felt stranger. It was a strangely good feeling at first, but as I started to move around I realized that it quickly became annoying as my thick fur down there quickly became messed up by the movement of my, perhaps, too loose boxers. I hazarded a guess that briefs wouldn’t have this problem, as they didn’t move around quite as much and would help keep the fur down their flat and orderly.

Angel, however, took just a little bit longer. She had a very long and airy white dress-skirt that appeared to be custom made, and a frilly blouse to go with it. She didn’t bother with anything under either, but both proved troublesome enough anyway.

“Can you help button this up?” she asked after successfully putting on her top and pulling her long, flowing hair up over her shoulder and out of the way. There were buttons up the length of the back of the blouse. I quickly moved to help her, and began deftly buttoning her up.

“Thanks, it’s usually a bit of a pain to do that myself, but I love the way it fits once I get it on, and it’s quiet pretty isn’t it?”

“It’s stunning,” I said with a smile as I finished the last button. She tossed her hair back over her shoulder and it flowed down her back, and the effect was quite powerful on me. I had to purposefully calm my heart-rate. If what Angel had said was true, I would likely end up accidentally bursting out of my only pair of pants... and our shopping trip would be both delayed and ruined. I didn’t want that.

She then did something very odd. She lifted her body up as high as she was able with her front four legs, and tucked her rear four legs up. Her abdomen then swung forwards until she was standing nearly upright, and was also suddenly as tall as I was. She then proceeded to pull her billowy-white skirt over her head and then let it fall down around her spider-half, completely covering her all the way to the ground. She then began adjusting it, and once she was happy with her concealment she tightened down

the waist under her loose blouse and secured it, fully covering her belly up to her naval and therefore hiding all of her fur.

I could only stare.

“How do I look? Human?” she asked.

“You look like you fell from heaven...”

“Really? I was going more for a flower maiden. You can’t see my legs or anything though, right?”

She did a little twirl, and I was taken aback by how smoothly and gracefully she still moved.

“Nope,” I said taken aback, though she might be mistaken for a professional dancer.

“Then let’s go!”

And with no further ado, she leapt through the air, seeming to float, before disappearing suddenly through the hole in the floor.

“Wait for me!” I shouted, quickly climbing down the ladder after her.

I rode my bike through the woods rather quickly, but Angel was able to keep up no problem, although for the hike back to town she had bunched her skirt back up around her waist to free her lower spider-half to move freely through the forest.

Once we reached the dirt bike-paths though she resumed her disguise, and our pace slowed down considerably as we both ended up walking, enjoying the sights and sounds of the woods. A couple fellow bike enthusiasts passed us by, but nobody seemed to pay us any more attention than a passing glance before they blew past.

We stopped on the bridge and watched the river flow past below, sharing stories of our experiences in college so far. She was, oddly, trying to become a graphics designer, and seemed to be amazed by my recollection of the advanced classes that I had to take for my bio-chem major.

It was late in the morning, but as we passed the theater I could smell that breakfast was still cooking up ahead. Syrup, bacon, and eggs wafted down the hill and tantalized our senses. Angel must have been as hungry as I was, because she picked up the pace and we practically jogged up to the first place that we came across. Triple-XXX bar and grill. They had amazing biscuits and gravy.

We sat in a booth, quickly ordered our food, and chowed down. Several plates later apiece, and we were both stuffed.

“Whew! Good food... I don’t think I’ve ever eaten that much.”

“Arachne have a much more powerful metabolism than humans,” Angel said by way of explanation.

“But I thought you said I wasn’t really an Arachne?” I laughed.

“Nope, I said under the skin you’re still human. I meant that your nature can’t be changed... but obviously you no longer have a human body.”

“But I feel pretty human right now!”

“Do you really?”

“What do you mean...” but even as I asked my question answered itself. I was suddenly acutely aware of how Angelina smelled, and as she stared at me with those deep blue eyes I felt my cock stiffen and my legs begin to bulge in preparation for splitting. Then, just as quickly as it came, she strange and powerful smell disappeared and I found myself breathless as I forced myself to slowly relax.

And now I knew what she meant. I may look human, a gift of convenience from Angel I’m sure, but at a moment’s notice my tainted blood could reassume control and explode out from within my body, returning me to a monster form. My human legs and ass were only a thin veil covering a much more insidious nature just below the surface.

I was thoroughly shaken.

“I’m so sorry, but you need to understand what it was that I did to you...” she said, her apology sincere and her voice filled with pain. “It’s not exactly something that can just be brushed off and forgiven...”

“What, are you kidding?” I laughed, after I had caught my breath. “I might not understand *any* of this, but one thing I do know is that you have no need to feel bad about me. Humans like to think of ourselves as the great survivors: adapt and overcome. My personal situation doesn’t really matter, and it matters far less your own unwilling involvement in whatever you say you’ve done to me. What does matter is that I’m here now, and that we will find a way to not only make this a fun adventure, but also turn it to both our advantage. Don’t worry so much about the negatives. If I cared about every single tiny thing I’ve lost over the years I’d never be happy. Why not focus on what we’ve both gained?”

“That... that’s beautiful!”

“Thank you. My philosophy teacher says I have a way with words. You ready to hit the town?”

“Yup!” she said, and so I immediately reached for my wallet. The bill was quite high considering how much we ate, but it wasn’t anything I wasn’t used to. I’ve always had a bad habit of ordering, and eating, lots of food.

“Don’t worry about that,” Angel said, stopping me as she pulled out her own purse from out of nowhere. It was small, white (of course) and as she opened it... filled to bursting with 100 dollar bills. She took one out and sat it on the table.

“Oh shit!” I said, accidentally letting my tongue slip.

“Where I come from,” she explained, “my family is considered royalty. Unless you’re a secret millionaire you can let me pay for things we do together. No need to feel obligated as a male to be chivalrous... and in the Arachne species the female is supposed to take all initiative anyway. Is that okay?”

“Uh, sure...” I stammered, putting my own pitifully thin wallet away. I had money saved up from working all summer, but not even nearly that much... and I somehow knew that was just pocket money to her. Just who in the hell was she!?

She smiled happily, hooked her arm around mine, and together we walked out of the restaurant, leaving me feeling confused and in awe of my own situation.

And picking up my bike we resumed our hike back to campus, ready to seize the day and have ourselves an adventure.