

Manspider 02

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Commissioned by anonymous patron

Chapter Three: New Experiences

Amanda sat on her bed for a while after William had left, her head spinning from the nights events. She wasn't quite sure what to make of it. For one thing, she knew even her thoughts were no longer entirely human anymore, and while she felt she ought to be angry or upset by her condition she wasn't. Not terribly. The crazy man-spider that transformed her was only doing what he knew he had to do. He was only satisfying the conditions to mature into an adult of his species, the same species she was now a part of, willingly or not, and now *she* had a job to do. The same biological obligation, if you will, that William had satisfied using her.

So with a sigh of resignation she lifted her bulky spider's butt off the bed, carefully balancing her weight on the tips of her transformed legs, and stood up. She was rather beautiful, as she had always been, but from her bellybutton down she was also a giant spider. Her gut was also supernaturally thin as it contained none of her digestive tract anymore, all of her intestines and most of her organs having relocated to her new abdomen during the transformation. The shift in weight down and to her rear did offset her balance by a bit though, and she found it rather similar to wearing a very low slung backpack. The relocation of nearly a third of her body mass away from her torso made her feel oddly light though, or was that just the spider strength? She couldn't exactly tell.

But by far the most astonishing change in her appearance for her was her womanhood. While her spider-legs and abdomen were covered in lush brown fur that slid through her fingers like heavy silk, the fur around her waist and covering her mound was stark white and much thicker. Her pussy sat exposed in the middle of the fur, having moved a bit lower so that it remained connected to her relocated gut, and it's shape had become smoother and egg-like, her still puffy and red labia displaying a little bit of pink towards its bottom where a little of William's black seed leaked from her.

Her pussy was as soft and delicate as a budding flower, it's lips like two rose petals coming together, and even Amanda herself had to admit it looked better than ever... but there was an immediately noticeable problem with her new self. Her pussy had literal fangs growing out of the top of it. Even as she stood and started walking towards her computer she absentmindedly took control of them to satisfy an itch, the tip of one sharp and wicked looking black fang reaching down to gently scratch her skin through her fur. She could also feel, and had full control of, the poison sacs residing above each of them.

But she put her strangely altered body out of her mind. She was only half developed, no longer a human but also lacking abilities she would so desperately need if she wanted to survive both personally and as a species. Abilities that would become hers once she claimed her first mate... and naturally another half spider would not be sufficient catalyst for the change. Theirs was a race whose greatest strength was in its ability to evolve, to take advantage of the strengths of other species and thus create as diverse a

population as possible. There was a definite mad genius vibe to it, and she entertained the thought that perhaps the origin of whatever she had become was from a test tube.

Amanda wasted no time in updating her profile on the very same site she met William on, a small wry smile adapting to her young and bashful face as she contemplated just how strange and incredibly advantageous their randomized mating practice was.

It didn't even take a full day before an interested party got in touch with her. She wasn't a dishonest person; she disclosed everything she thought she knew on her profile. Tom Brandy couldn't have cared less about the risks though after a video chat. He was a full blown monsterphile.

"So... here I am," said Amanda one week later, opening her extra-large overcoat and letting it fall from her shoulders. She was completely naked underneath it, and for a moment the only sound was the soft hiss of the overcoat as it slid slowly over the rounded top of her butt before falling in a heap on the floor. Her face was heavily flushed, but it wasn't just because she was nervous or shy. After a week had passed and she *still* had not mated, her biological imperative had started to become... overly aggressive.

Tom Brandy himself was a bit of a muscle-head, and stood in shock as he stared at the real thing in front of him, Amanda's full breasts offsetting her equally full ass. She fidgeted nervously as he gawked, but she needn't have worried. He might as well have had glitter thrown in his eyes for how much they sparkled, and his dick confirmed his continued interest in their bargain as it quickly started to form a bulge against his jeans.

"So... yea..." said Amanda to break the ice, nervously rubbing her arm.

"Holy *fuck*... you're real!"

"Uh huh, and- *oh fuck*- I NEED a mate. To finish changing."

"You-"

"Yes."

"And ME-"

"Yes."

"And you want-"

"Yes."

"Oh, fuckin-A! *Fuckin-A!!*" shouted Tom, jumping up and down a little.

"Yes."

“Will it take my dick off?” he asked tentatively, bending down a little to see better. Her fangs glistened dangerously.

“No,” she said, although a little hesitantly. Tom paid it no mind. He was already tearing his clothes off and throwing them in the corner of the hotel room. He had paid for a rather luxurious suite for his little encounter and now was extra glad he sprang for it. Tonight was going to be special. After five seconds, and a brief struggle with his shirt, he was completely naked as well.

“Just to be clear,” said Amanda as she took his hand, nervously trying her best to look friendly despite her rather daunting appearance. “The safety word is Wilbur.”

“I’ll do my best,” promised Tom in all seriousness, clasping her hand back. He was already deeply infatuated with her, and knew that tonight was going to be his best performance to date.

He was fully erect by then, and a *very* good size at that, and of course Amanda was ready as well. She had been for *days*, and eagerly leaned forward into him as he pulled her close.

“So how do we do this?”

“I was actually hoping *you’d* be the dom,” she said as his hands caressed her skin, then slid slowly down her waist to brush along her fur.

“You mean like this?” asked Tom, suddenly grabbing ahold of her breast and squeezing roughly. His other hand slid down her belly to where her pussy was practically dripping in anticipation, and he rubbed it up and down, careful to avoid her tucked fangs.

Amanda nodded her head in approval, but he quickly pushed her back until she slammed against the wall, causing her to cry out. He held her there.

“And how about this?” he laughed as he pinned her. She might have looked like a monster, but in her vulnerable half-state she was far weaker than Tom and he made a good show of letting her know that. She tried to push herself off the wall but he pushed her back against it.

“You know,” he said as he leaned close. “I could do just about anything I wanted to you right now.”

“What?!” stuttered Amanda. Tom lifted her up off the floor a little and her legs scrambled in the air for purchase until they found Tom’s muscled thighs. She tried to push him away but he was built like a linebacker.

Slowly, teasingly, he touched her pussy with the head of his dick and rubbed it around.

“I could tie you up. I could fuck you as much as I want. I could even kill you when I’m done, and you know what? Nobody will care. The cops would probably give me a medal for public service.”

“What are you saying?!”

“I’m saying I think I’ve got myself a pretty little sex slave, and there ain’t nothing you can do about it. I don’t care what you think either, monster. I’m gonna fuck you now and I’m gonna *keep* fucking ya for as long as I want... and I’m gonna keep you locked up with me forever.”

“Ow!” she cried out, tears welling to her eyes, as Tom roughly groped. “I don’t like this! Stop! Please stop!”

“Your mouth says no, but your body says yes!” laughed Tom, and with a forceful thrust he penetrated her balls deep in one thrust... only this time they both cried out. Amada gasped in shock from the violent penetration, and Tom...

“Fuck! You bit me! Your fucking pussy bit me!!”

“Mess with the spider...” grinned Amanda back as Tom slid down to his knees, buried deep in her furry orifice, as he sank down to sit on her soft and fluffy abdomen. Tom’s balls got the royal treatment as they slid along Amanda’s silken fur, and his dick?

“Ohhhh-ho-ho!” he whimpered as Amanda’s pussy did things to him that he’d never felt before. Her strong and agile legs quickly wrapped themselves around his hips and thighs, and with strength disproportionate to her weight she lifted him gently up and down while her vagina’s mandibles gently caressed and rubbed his cock with their furry base as it went in and out of her steamy and vibrantly horny honey pot.

Tom could barely contain himself, realizing not seconds into the act that he wouldn’t be able to hold himself back. He had forgotten about the stinging bite-marks on his abdomen almost the second Amanda had started to work on him, and as his cock strained mightily inside of her beautiful body he struggled to keep himself together. He had never been so hard before. He had never been felt so amazing while inside of a woman. He was in pure ecstasy, and in such a powerfully aroused state it was no wonder that he only lasted five minutes, and was in fact quite an impressive feat all things considered.

“Gah!” he choked as he climaxed within her, the strength of his orgasm shocking both him and Amanda as he strained inside of her for a quite a long time before falling backwards to the floor dizzily, his dick leaving behind quite the cream pie as he fell onto his ass while the room spun like a top.

He struggled to support himself as heat spread deep into his body from the twin bite marks on his belly and he felt all of his mighty strength slowly sap away until he couldn’t even hold himself up anymore, and felt limply to the ground.

Amanda herself was quite breathless, but still fully mobile, and quickly stood up to go and help her lover.

“Are you alright?” she asked worriedly.

“I think something’s happened to me,” he admitted with a chuckle, unable to even raise his head. Amanda reached down to lift up his arm and then let it flop back to the ground.

“You’re paralyzed aren’t you?” she said with a humorous smile.

“Very much so, yes.”

“Aw, even your little soldier here?” she asked cattishly, reaching to caress Tom’s dick.

“Ooo, that’s just a tad sensitive right now. I think he needs a smoke break.”

“Well then, it’s a good thing I came packing!” agreed Amanda, quickly getting her purse and pulling out a couple of hand rolled tickets to paradise.

“C’mon, just one more toke!” said Tom, fifteen minutes later. Amanda laughed.

“Still paralyzed then?”

“You know it!”

“Well could you give me one more look first?” asked Amanda, standing back up and turning around and around in front of Tom. “You’re sure nothing’s changed, after all that?”

“Nope, just as sexy as ever babe,” answered Tom. From his angle on the floor he got a great view of her spinnerets and the underbelly of her abdomen. She really was pretty hot for a monster, and such gorgeous fur too... plus she had some pretty nice tits and *definitely* wasn’t shy about displaying her body and...

“Tom!” said Amanda with a coy smile, looking down on his rapidly rising boner. “I thought you said you were still paralyzed...”

“Just watching you pose like that is antidote enough for my little mister,” laughed Tom back.

“Well then,” said Amanda as she got down on all fours and crawled over to Tom as he lay helpless. “You remember the safety word, right?”

Her hand gently reached down to stroke his already rigid shaft as her spinnerets anchored a line of silk webbing to his ankle with half a mind of their own.

“Wilbur!” answered Tom.

“That’s right,” said Amanda.

“No- I mean- Uh... Oh...”

His cheeks flushed with lust as Amanda continued to touch him.

“You did such a wonderful job being the Dom last time...” said Amanda as she stroked him gently, her fingertips lightly brushing against his dick. “A tough act to follow, but I’ll do my best...”

“Oh man!” cried Tom to himself as his ankles were wrapped in silk. Amanda then proceeded to drag him up onto the room’s queen sized bed before continuing to tie up his legs.

“Why you doin’ that?” he asked giddily as she carefully moved him around to fully immobilize his legs all the way to his hips. “I’m already paralyzed you know.”

“Instinct,” was all Amanda could think to say back as she kept on moving around on him, her breasts hanging spectacularly, before she began to lower her head down.

“Oh fucking-A!” shouted Tom as Amanda turned herself around and placed her lips on the top of Tom’s manhood before wetting the head with her tongue. As she did so she positioned her rear over Tom’s face, and suddenly her rather intimidating pussy began to lower towards him, glistening fangs and all.

“If you do a good job,” giggled Amanda, “I’ll only sting you *once*.”

“Ohhhhhh *fucking-a...*” Tom moaned as Amanda then took all of his dick into her mouth and began sucking him. Her pussy lowered to within inches of his face, and it’s fangs reached down delicately to caress his chin and then lift his head up to mean her wet and waiting folds of womanhood. Her tongue and lips danced magically up and down Tom’s aching dick, and he moved quickly to give back as good as he got, burying his face in her pussy and giving her the very best that he knew how to, his mouth just as quick and dexterous as hers. They both moaned in delight as they fought to outdo the other.

But Amanda moaned louder as she felt a familiar heat flood her veins... something powerful moving within her body. Her mouth salivated as she felt her skin pull tight as the spider within her had begun to grow once more and she felt the changes across her body resume where they had left off, the sensation of which nearly equaled the amazing pleasure that Tom continued to give to her below.

She felt things growing across her skin, over her head and face, and especially deep within her, as the line between human and monster moved... and spread... and *changed* until the distinction between one and the other became so indeterminate that she could never be separated from what she was becoming. She reveled in the finality of her transformation as it rolled over her body in pleasurable waves of change.

Two new pairs of legs sprouted from her sides, leaving her with eight limbs in total, and quickly grew in size to join in on pinning Tom down and holding on to him. Her entire body, not just her lower half, quickly became covered in downy soft fur, rushing to cover her face as a pair of mandibles sprouted from her mouth and her eyes transformed into jet black multi-lensed prisms, and numerous other pairs of smaller eyes joined them to form a much different view of the world and its many colors.

She blushed as the heat of the spider finally hit her full force, the instincts far more powerful than she could have prepared herself for as she stung Tom over and over in the heat of passion, despite her earlier promise, as her body grew beyond her control. Her hair shimmered as it changed color and texture to match her fur, her hands became clawed, and the last vestiges of her human flesh vanished in a rush of change until nothing was left of her previous humanity but memories. Tom cried out from underneath her as he was smothered by her pussy, but he continued to dutifully service her despite the repeated stings. He shot his load with incredible force down Amanda’s throat just as she too began to orgasm, leaving his little mister to valiantly continue its ejaculation as she herself cried out in pleasure and power, arcing her back and grabbing hold of her own breasts as Tom was bathed in her pussy.

She didn't leave him waiting for long though, and just as soon as she was finished she needed more. She fell down upon Tom's still hard dick and stuck it, this time with the fangs tipping the mandibles growing from her face, and resumed eating him out. Tom cried out in pleasure as he happily continued from his end, despite the repeated stings from his lust addled lover, and found to his great joy that he was entirely able to keep going despite having come just seconds earlier. He moaned excitedly, even as Amanda continued to tie him up even while they both went to town upon the other. It was hours before either of them stopped... and those hours were filled with quite the laundry list of incredible sexual positions, all of which kept Tom fully bound and immobilized as Amanda used him over and over. He decided that she was actually a much better Dom than he was.

"This is so awesome!" said Amanda once she had finally exhausted her sexual appetite. Tom hung limply from the ceiling as he struggled to recover from the marathon, taking deep breaths and trying not to think of how sore he was.

"I can't believe it worked! I feel so *powerful* now, and I think I finally understand how to do that whole pheromone-based disguise too! I can go out in public again, and I wouldn't even need to get dressed!! No more bulky clothes, no more hoodies, hell... I don't even need to wear a bra or panties anymore!! I can be naked 24/7, and people will just see what they want to see because of the pheromones! Isn't that great?"

"...gasp... wheeze... yea... whoo..." Tom managed to say. He was gonna need a *very* long vacation... but little did he know just how long a vacation he was going to need to end up taking. Neither of them knew it, but poor Tom left the hotel that day pregnant. He was in for a rough couple of months.

Chapter Four: Unplanned Motherhood

Tom sat alone in the hotel after Amanda went home feeling absolutely fine, save for a very sore and abused little mister, and gingerly got ready for bed. He was very glad he had gotten the week off as vacation time since he really didn't want to go back to work as tired he was, and he was extra glad he paid for the room through the day. He reeked of spider pheromones, bits of web still stuck to both the room and him (although they had tried to clean most of it up), and his legs still shook from the aggressive sex marathon. He had no idea that while they were doing the nasty Amanda had unwittingly implanted him with her eggs, which he had fertilized himself, and that they were already drawing nutrients from his bloodstream and starting to grow. He also had no idea that Amanda's venom had penetrated the tissue of his entire body, or that the poison responded to arousal and would transform the host's body in accordance to environmental and genetic cues. Environmental cues such as eggs.

What he did know though was that as he prepared to go to bed and get some rest, despite the early hour, he found that he couldn't help but think of her.

The beauty of her body, the shape of it, the *feel* of it. Tom's head swam pleasantly with recent memory and he quickly put a stop to it as he felt it start to affect him. He was definitely in no shape to be getting aroused just yet, even the *thought* of jerking it was painful. He just needed sleep, he could think of her tomorrow.

But even that slight hormonal change was enough to trigger a slight change, as the venom still in his system began to awake. Despite his desire to go to bed, Tom found himself with an uncooperative erection... and it wasn't sore!

Tom was non-plussed. Where did all his fatigue disappear to? He suddenly felt amazing! Maybe he *did* have time for a little wank...

The memories of her body were fresh in his mind and easy to recall. The feel of her soft breasts rubbing against his body, the touch of her many legs and her delicate hands, and the gentle kiss of her lips... oh she was a goddess! Tom didn't even notice as he took his rigid cock in his hand that her venom had started to awaken in his body, heat and numbness spreading from her bite marks, as he pleased himself. He dismissed the faint burning of his body as nothing but the memory of his night of passion with Amanda, the gentle stinging of her bites an echo from his fantasy as he called forth from memories. Oh, how he would gladly serve her for the rest of his life!

He grew frantic as his body became possessed by the venom, passion and heat coursing through his veins like it never had before as the venom stirred and awoke, finally mature. More powerful than his own miniscule desires it soon dwarfed his feeble will and built into a mountain within him... and yet it held itself back. That is, it held itself back until, with a final unrestrained yell, Tom came.

The venom broke loose in his body as he orgasmed, and as he sighed in relief he felt that something within him had changed... the poison had begun to transform him.

He stood there confused, alone in his bedroom, until he realized with a start what was happening. His beloved muscles were shrinking.

"What?" he asked himself. "What's going on?!"

He rushed to mirror and watched as his muscle tone and definition slowly melted away. All of his hard work and years of exercise were undone in seconds before his very eyes. He ripped his shirt off and starred in amazement as even his chest and shoulders shrank.

"No! Why am I turning all wimpy? What is going on-"

But Tom stopped mid-sentence as he realized that his hair was turning black and growing out from his head rapidly. He reached up and grabbed hold of it, and with a start realized it felt just as smooth and soft as Amanda's had the night before. Amanda had said that both she and the guy before her had been transformed into half-forms... and that they were both stuck like that until they mated with someone. That could only mean that he was...

"Crap!" said Tom as he watched all his muscles disappear and his hair lengthened until it fell down past his shoulders in lank locks of shimmering silk. It then seemed to stop, and for a moment he sighed with relief.

Well that was okay then. So he had become wimpy and had long hair. He could handle that much. His pants lay in a heap around his ankles as his waist had slimmed down too far to hold them up.

It must have just been a delayed effect of her venom. Why did it only just now trigger though? Was it because he was touching himself? If that was it, then all he had to do was refrain from...

Tom suddenly doubled over as his insides clenched. The poison had spread to them and suddenly they started to change as well. He slapped his hands over his sides as he felt hard bumps form through on his skin, and held on to them even as they started to push out. Tom blushed mightily as his dick rehardened in seconds. How was this so arousing?! Why did it feel so *good*?! He had to stop it!

But he couldn't, and he doubled over as the sensitive nubs pushed out of his sides to start becoming legs. They were so sensitive in fact that they felt like having two extra cocks. Even his lightest touch sent shivers up Tom's spine as he couldn't help but start rubbing them, the soft fur adding to the sensation of it all as his dick strained mightily, his balls tensing as he felt himself near release once more *just from touching his new legs*.

Suddenly his worry about fueling the changes with his arousal fell away in light of the new amazing feelings he could give himself. He jerked off his growing stubs, milking them together and nearly collapsing from ecstasy, and he totally gave up on self-restraint as he shot his second load up into the air with incredible force. His powerful lust gave him a dangerous amount of acceptance to what was happening to him, and the changes proceeded apace.

Fur spread up his buttocks and around his thighs as his ass widened and filled out and his legs gained new shape. He couldn't care less, and even after his colossal orgasm he continued to jerk off his new appendages as the changes rushed up his belly and to his chest.

His chest swelled, but not with muscle. Instead Tom rapidly grew a pair of wonderfully large and supple breasts, his nipples enlarging and becoming dangerously sensitive as his bust swelled forth and Tom remained blind to it all as he lost himself to the passion of the change.

An especially large orgasm swelled within him, timed with the arrival of his breasts, and he shouted out in delight as he orgasmed for the third time in less than ten minutes, something he could never have dreamed of doing before, as the changes inside of him slowed to a stop.

Incredibly satisfied, though somehow not entirely satiated, Tom relaxed in a slump and opened his eyes. He was still facing his mirror and blinked in disbelief as he stared at himself for a moment.

He looked nothing like he did before. Womanly curves shaped his body, all of his previously bulky muscle having given way to soft and smooth skin. His buttocks had grown round, his belly flat and skinny, and his breasts... he had fucking breasts!! With the long hair he looked like a fucking chick!

Tom's hands dug into his head as he screamed. What had happened to him?! How could he have *allowed* it to happen?! He had to fix it.

"I don't want to be a chick!!" he cried, his macho self-image unable to cope with having tits. Being a spider? He could totally rock that. He even half expected it... but a *chick*???. No fucking way!!

He grabbed hold of his breasts in horror as his two new legs touched and caressed his new hips, and he stood there in horror for quite some time before he realized one more thing. There was something on his belly.

It looked like a cut or a scar... but it definitely wasn't there before. Did he accidentally hurt himself?

It was right under his belly button and above his dick, right where most of Amanda's stings had landed as it happened, and tentatively he touched it. Shocks of extreme pleasure shot through his body, and in an instant he knew *exactly* what it was.

"No... NO! It can't be... a *vagina*?!?" he cried in horror. This was impossible! He was a guy! This couldn't be happening to him!!

He staggered away from the mirror, panicking.

"This can't be happening..." he said to himself. "Gotta call Amanda... she's gotta help me... I can't become a chick! I just can't!"

Tom found his pants and frantically dug his cell out of the pocket, dialing Amanda's number as fast as he could. It started ringing.

"C'mon! Pick up!" he cried to himself, dancing in place, but it just kept ringing. While it rang Tom felt his body flush with undeniable desire, and he felt the gash in his belly grow wet and powerfully hot. His dick shot up like a rod once again.

"C'mon Amanda... mmmm... Why am I still so horny? I just jerked off! Three time's! I can't do it again, who knows what'll happen if I do..."

But his body wasn't his to control anymore as hormones flooded his system and Tom felt himself grow beyond his meager self-control. His free hand fell down to his new bust and held one of his sizable tits in his hand, his fingers quickly locating the extra-sensitive nub of his nipple and nervously started twisting it. His new pair of spider-legs that had sprouted from his midriff also began to move of their own accord and gently rubbed against his belly and quickly located the wet vent in its center, aching with desperate need.

Tom shook as he idly played with his breast as the phone rang, his desperate need for Amanda to pick up blinding him to what his body was doing. All he knew, until it was far too late, was that squeezing his nipple felt amazing. In fact, it felt *too* amazing. He felt wonderful all over, and with a frightened glance he dropped the phone as it went to voicemail.

His legs, sensitive as two extra cocks, were playing with his astoundingly tight and sensitive pussy. His skin buzzed as he accidentally tweaked his nipple extra hard in shock, and then nearly fell to his knees as his pussy was spread open by the gently questing tips of his two spider-legs, both of which were operating beyond his willpower to control. Two more nubs were pushing out from his skin just above his legs, and Tom gasped as he felt a second pair of arms join his second pair of legs, clawed fingers opening up for the first time to immediately grasp ahold of a *second pair of breasts* that Tom had failed to notice were growing underneath his first pair.

Tom fell to his knees as his lower breasts were abused by his new unruly second pair of hands, and his body tensed up as suddenly his right leg started to force itself into his pussy. Tom screamed, and it was a mix of abject horror and ecstasy as his body took him to places no mortal man had ever gone before.

“AH! AHHH! AAAAAAGGGGGHH!!!” he wailed as he orgasmed. It was a full body event in every sense of the word, his cum spraying the walls as all of his limbs stiffened and his breasts ached and his pussy sprayed out onto the carpet.

“Oh god, Oh *god!*” Tom managed to say as he gasped for air before it hit him a second time... and a third time... and finally a fourth time before he was able to collapse to the ground. He suddenly felt disgusted with himself as he laid, finally exhausted, on the carpet. Four breasts, each so sensitive that it was nearly painful, were mashed into the carpet. His leg was still stuck inside his trembling pussy. His dick had never been so sore, nor his balls so empty. And here he had thought the night was over.

Tom rolled himself over with his secondary arms, neither of which looked human despite the correct number of digits and joints, and realized with a start that his cellphone was ringing. He had already missed three calls from Amanda, and he hastened to pick it up.

“Tom! Are you okay? Why weren’t you picking up? Did something happen?”

“Uh...uh... everything’s fine. My phone must have malfunctioned, but everything’s perfectly all right now. I’m fine. Everything’s fine here now, thank you. How are you?”

“I’m coming over...”

“No, no, that’s fine, it was just a misdial! I’m already halfway back to Boston, don’t worry yourself. I’ll talk to you later, okay?”

“Okay then, if you’re sure. Bye then.”

“Bye!”

And with a beep the line disconnected.

Tom sat there and stared at the phone. He didn’t have the guts to tell Amanda what had happened. He didn’t want *anyone* to see him in fact. His male pride couldn’t allow it. He had tits for heaven’s sake! Four of them!

Tom spent the next several days in the hotel room racking up an enormous food bill, for just as powerful as his lust was on the first day, on the days following his hunger was just as inhuman.

He tried several times to leave the hotel, but each time only got as far as the door. Luckily for him Amanda left all her clothes when she left, considering that none of them really fit her anymore and she didn’t need them due to her newly realized ability to trick humans into not seeing her for what she was,

granting her the freedom to not only travel around undisguised but also completely naked. Tom wasn't fully mature however, and couldn't hope to use such a trick to leave.

And so he sat on his computer day and night, wearing Amanda's bras and panties and eating tens of thousands of calories, while he researched a couple things. He learned all about spiders, from their mating habits to the way they caught prey. He found himself wondering what it would be like to see the world through a spider's eyes, and whether he would have them when he fully metamorphosized.

It took him quite some time before he was finally satisfied with a disguise that he had concocted out of towels and bed-sheets.... however, something knew had come up by the time he perfected it. Something that caught Tom completely by surprise. His belly had begun to swell with the fertilized eggs Amanda had given him.

He had taken to wearing his girlfriend's v-neck shirt and tight jeans around the hotel room when he noticed that his belly had started to round out and become swollen. He immediately tried to deny it to himself, but it was painfully obvious to him that he was pregnant. His thoughts quickly began to wander with horror stories of how spider young often ate their mother, and he prayed that wouldn't happen to *him* as his belly grew and grew. Tom could feel the mass of eggs grow larger by the day.

Tom knew all about how spiders laid their eggs though, how they were fertilized inside the female and left to develop before being laid in an egg sack to finish growing and hatch. Tom fought with himself as to whether he should call Amanda for help quite often, but never could work himself up to actually do it, just as he couldn't seem to muster up the courage to leave the hotel. As time pressed on he had good reason to stay in the room however, as he could feel the time drawing ever nearer and he couldn't bear the thought of being forced to lay his eggs in public.

After the first week was over he worked from home on his computer, and when he slept he dreamed of laying his eggs. He still had his male equipment, and entertained the thought that perhaps he would return to normal after he gave birth. Maybe he was just like the male seahorse, and was only playing the role of the midwife, but deep inside he knew better. The spider venom he had been poisoned with wasn't going to give him such a fairytale ending.

After nearly a month had passed, and after having become incredible swollen and large with his eggs, Tom found that he couldn't take the waiting any longer and decided to move things along. With his belly full of his own young he started to push, hoping to trigger the birthing process, and trigger it he did.

As he pushed he felt the venom awaken within him once more, and once again he felt his body begin to change.

With an incredible dropping sensation, Tom felt all of his insides start to slide through his pelvis and into his very own abdomen as it formed behind him, spinnerets and all. Tom could have weeped for joy had it not been for the fact that he was in a great deal of discomfort.

Other changes rapidly occurred as well. His feet and legs grew to match his other pair of spiders legs, his upper body blossomed with black fur to match his hair, and his face transformed as well. He grew several more pairs of eyes, all of them multi-lensed like a spiders, and fangs grew inside of his mouth. His hands became claws, his breasts bigger, fully, and softer, and all the while his abdomen swelled in size as it was rapidly filled to bursting.

“Auuugh!” he cried as he felt silk forced from his spinnerets for the first time as involuntary muscle contractions forced him to start spinning web, and his freshly transformed legs took hold of the web and wove it into a watertight basket in preparation for his egg laying. As his abdomen had dropped down from his body it had brought with it both his manhood and his out-of-place womanhood, and even as he rushed to finish his egg sack Tom felt himself unable to stop pushing now, and the eggs, now that they were in their proper place inside his abdomen, began their final descent.

Unable to hold back, and finished just in time, Tom squatted over his basket right as his body began the egg laying process. He couldn't back out now if he wanted to, and whimpered at the surprising size of the eggs as the first one slowly began to part his flesh and force its way out of his body. It seemed like to Tom that his poor ovipositor was too small for such eggs, and well he might have been right, seeing as they weren't his eggs to begin with but Amanda's... but he had no choice but to lay them as the first of hundreds of eggs slowly crowned, and then with agonizing slowness dropped from Tom's body and into the sack. Even though it was only the first he was already worn out from the ordeal and sweating and breathing heavily... but already his body was calling forth the next egg.

It took countless hours, but finally the last of the eggs were laid, each one as difficult as the last, and with weary happiness Tom collapsed onto his bed after closing up the top of his egg sack. He laid there in pure exhaustion, too tired to even sleep, as he contemplated what he had just done. Was he really ready for kids? How was he going to take care of *several hundred* spiderlings? Maybe now would be a good time to finally call Amanda and ask for advice? What exactly should he make for their first meal so that they didn't eat him instead when they all hatched? All very relevant questions, and Tom had quite the while to ponder them as he sat in his expensive hotel room while he ordered up a pizza.