
!!!WARNING!!!!

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Subject: Naughty Babysitter
Story Codes: Fg Fb bg inc oral inc brother sister
Updated: July 19, 2013
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Summary

During all the time I worked as a babysitter, I never did anything inappropriate with any of the kids under my care. That's not to say my mind didn't wander at times, I just never acted on those fantasies - which is exactly why they are called "fantasies". What might have happened had I done something with a couple of kids while I was left alone in their home while their parents were out for the evening?

Note: I first wrote this way back when I was a sophomore in college so some of the references and relationships may seem out of date. Rather than try to completely overhaul it, I decided to fix a few grammar and spelling mistakes and post it "as is" in memory of how I was feeling back then.

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Chapter 1 - Dreaming of Sex With the Kids

I use to baby-sit a lot but now that I am nineteen and a college sophomore with tons of schoolwork, I don't do it nearly as much as I use to. Although many of the kids I sat for were at an age when sex was beginning to creep into their minds, I never even considered doing anything with the kids I was entrusted with - that is until recently. One of the main reasons I have this profile is to chat with different people to learn about their fantasies and sexual lifestyles. Lately I've been chatting with a number of guys who are interested in having sex with their sons and daughter as well as other underage kids. There was one guy who wanted me to have sex with his twelve year-old daughter in hopes it would eventually lead to him having sex with both of us. Another guys wanted me to help his eleven year-old son learn about sex - using the hands-on method of teaching! He wasn't interested in joining us but he clearly wanted to have me after his son finished his lessons.

Although at first this line of talk totally turned me off, the more I discussed it the more it has caused me to started thinking about the possibilities. At first I just wrote some fantasies for a couple of guys which were inspired by their desires and cravings for their kids. In the process I found myself getting turned on by the scenarios I was writing about. Before I was finished with them they were not just fantasies written for some guys, they had become my fantasies as well. In the past couple of months I've found myself becoming more and more obsessed with these thoughts. The question for me was whether I would just fantasize or actually do something about it?

I guess I should clarify something before I go any further. While I waited to have sex for the first time until I was fourteen, I had been thinking seriously about it since I was twelve. I love to fantasize about the possibility of me having sex with someone that age who is wanting what I did then. However, I would never force anyone to do anything, no matter what age they were but especially when it came to someone younger. If anything ever did happen between me and someone I was babysitting it would be because they wanted it, not because I started it. Of course, that doesn't rule out making myself available.

Shortly after I got home for Christmas vacation I was contacted by a nice couple whose kids I have baby-sat dozens of times over the years. The kids are now a thirteen year-old boy and his twelve year old sister. I quickly agreed and it wasn't until after I hung up the phone that I caught myself wondering just how much little Billy and cute Jenny had grown since I last saw them. Hmmmmmm, especially little Billy. Even last summer I noticed he was developing at an early age and his attention seemed to be more and more directed below my neck when I was near him. Back then I wasn't thinking about anyone his age but now some very naughty thoughts were developing as I dreamed about the two of them.

For the first time I looked in my bedroom mirror before babysitting and wondered what the kids I was going to be watching would think of me - not just in terms of how they liked their babysitter but in a sexual way. I had picked out a tight pair of jeans, the type that warned me when I gained a pound. They were cut pretty low and showed off my ass nicely. On top I had on a tight tank top cut short enough to show most of my midriff. The fact I wasn't wearing a bra was obvious from the way my nipples poked through the thin material. It clung to my boobs like it had been painted on them and was sheer white which showed off the dark outline of my nipples. Over the tank top I wore an oversized flannel shirt, unbuttoned about half way down such that you could see I was wearing the tank top underneath, but enough to cover up what it revealed. I left it hanging out and it hung just below my ass. I shook my head and let my hair fall to my shoulders. I debated whether to tie it back in a ponytail or leave it loose and decided that the ponytail looked just a bit too high-schoolish.

My hands cupped my breasts and lifted them as I smiled to myself. They may be barely a B cup but they were firm and perky. Instinctively I squeezed them and felt a surge of pleasure. They were soooooo sensitive and I loved playing with them. I closed my eyes and rubbed them, pressing my nipples between the fingers of my hands. Just then my mom called from downstairs, warning me it was time for me to get going. Reluctantly I took my hands off of me - a few more minutes and who knows where I would have been touching!

It was long before I was in a whole different world - getting last minute instructions from the parents. Dutifully I listened as their mom explained where they would be, the phone numbers for everyone, and when they would be home. They kissed their kids goodbye and suddenly there I was, alone with Billy and Jenny. This scenario had played out dozens of times in the past for me but never had I felt the way I did now. In reality, I wasn't sure what it was I really was feeling right then. While on the one hand I was excited over the possibilities and the resulting lust that was rising in me. On the other hand was the self-doubt and worry about doing something I might regret for the rest of my life.

As soon as their parents were gone, Billy went back to playing his video games and Jenny wasted no time in chatting with some friends on the computer in the family room. I could tell this was not going to be a very challenging babysitting assignment. Actually, I didn't understand why they needed me to be here in the first place as they seemed old enough to be home alone. Oh well, it was better than a pair of screaming babies wanting their diaper changed or spoiled kids crying

for mommy and daddy to come home! I settled down in the family room and watched TV. Now and then I would check up on them but they were rooted in position. After about an hour of this I went to Billy's room where he was playing some silly game. I asked him how it was going and he just grunted, not even turning around to look at me.

At nine o'clock I told Jenny that it was time for her to get ready for bed. I offered to help her get ready and the two of us went to her room. She had a pretty bed with frills and a pink comforter with lots of dolls arranged carefully along the edge next to the wall. Judging from the posters on her walls she was well into her boy-crazy stage and based on my own experience I imagined she was masturbating on a regular basis dreaming of being with them. Jenny undressed down to her panties which allowed me to see her cute naked figure. Jenny was certainly going to be a babe when she grew up! Already she had a nice little body which was beginning to more than hint at the foxy girl she would soon be. Her legs were long and still a bit on the coltish side but you could see already how they were destined to look great in a miniskirt. She wore her auburn hair long, about half-way down her back. Her green eyes were beautiful and she had a smile that made you melt. Her breasts were starting to bud and I thought of how nice it would be to suck on those nipples and feel them harden.

Still topless yet completely unashamed of her nudity, Jenny walked over to her dresser and reached into a drawer for a cute nightshirt with a picture of a kitten on it. I commented to her that she should change her panties before going to bed. She shrugged and without another word she lowered her white cotton panties, giving me a nice view of her tiny pussy which was just starting to show the growth of her future bush. She has a perky little ass which she instinctively wiggled as she walked - god she was going to kill the boys! She leaned over to pull on a clean pair of panties and it was all I could do to keep from holding her butt and reaching between her legs for that virgin pussy. Soon her panties and nightshirt were on so I tucked her into bed and kissed her on the cheek, thinking all the time about what would happen if I kissed her somewhere else, somewhere a bit more private. I wondered what she would do if I were to undress and get under the covers with her, pressing my naked body against her as I pulled her tightly to me. I wanted to teach her how to lick another girl's pussy, to know the wonderful sensation of being in a 69 with another woman. Oh well, for now it was all just a fantasy for me.

By now it was getting close to 9:30, a half hour from Billy's bed time. I took off my flannel shirt leaving just my tight tank top on and went to the family room where Billy was studying at the game table. I went to the opposite side of the table and sat down across from him. He looked up at me briefly and then his eyes went straight to my chest. I tried to hide my smile as I saw them widen as he took in the image of my breasts which were clearly outlined in the tight sheer fabric. After spending time with Jenny my nipples were hard and pointed and were plainly visible for him to see. The tank top was cut low so my cleavage was plainly visible and in fact it barely covered my nipples.

"Hi Billy," I started out with a sly smile, "How is the homework coming?"

Billy just shrugged and frowned. He was clearly more interested in watching my boobs than talking to me. I stood up and leaned over the small table so I could supposedly see what he was doing. What I was really doing was giving him a clear view of my boobs down my tank top as I leaned forward. Leaning forward like that didn't hurt either when it came to showing them off!

"Hmmmmmm, looks pretty hard. Can I help?" I asked him.

"Noooooooo," he said softly, "I can do it."

I slowly moved back and off the table. I walked around behind him and leaned over him. I put one hand on each shoulder and then in the sexiest, most sluttiest voice I could muster, I whispered in his ear, "Well you know Billy, if there us ever anything I can do for you, anything at all, all you have to do is ask."

With that I went back to the couch and watched TV. As I walked over to the couch I did not look back at him but I could literally feel his eyes staring at my ass. Finally ten o'clock arrived and I called over to Billy, telling him it was time for him to get to bed. As he got up from the table I asked him if he needed any help and he wasn't afraid to answer this time, an emphatic "NO!" I turned to watch him leave and it was all I could do to keep from smiling when I saw the bulge sticking out from the front of his pants. Somehow I don't think he had gotten a lot of homework done for the past half- hour!

The entry to the family room was off to the side and behind me so anyone coming in could see me before I saw them. After he had been gone for a bit I heard some soft footsteps and a slight rustling sound from that direction. Just as I had hoped, little Billy had sneaked back to get another look at his babysitter! Well, my plans were to put on a show he wouldn't soon forget so I shifted my weight in the couch, spreading my legs just a little bit more. My stocking feet were flat with my knees up in the air about a foot apart. I put on hand on each of my boobs over my top and started to slowly fondle them.

I alternated between squeezing them and lightly running my fingers around them. I love to brush against my hard nipples, tracing my finger around them feeling a tingle in my breasts as I did.

I closed my eyes and laid my head back against the pillow, enjoying myself. I pulled up my tank top until it was barely covering my boobs. With my low-cut jeans most of my belly and torso was visible. With one hand still on my boob, I took my other and dragged the backs of my fingers across my bare skin, letting my fingernails drag across my smooth skin. Then I slipped my hand under my top until I held my bare breast in it. Mmmmmmm, it felt so firm and warm! My other hand slipped underneath also and I let out a series of low moans as I squeezed them harder, pushing them together and rubbing them against each other.

Knowing that Billy was watching was making me even hornier than usual. No matter how quiet he was trying to be, every now and then I would hear slight sound as he shifted his weight or otherwise moved. He was probably playing with himself by now so it was time to up the ante! I unsnapped my jeans and slowly unzipped them all the way down. I opened them up but you couldn't see anything since I was shaved. I slipped my right hand down inside until I was fingering my clit. My left hand went back under my tank top again to pay attention to my boob again. I slid my right hand finger down my pussy slit and into my hole to wet it and then returned to my clit which was getting nice and hard, making it even more sensitive to my touch. I couldn't help but jump as I put a finger on each side of it and rubbed it up and down. God I love to masturbate! It is even better when I have somebody watch me and right now I had a feeling Billy was doing himself as well. I tried to imagine him peeking around the corner, watching me laying on the couch with my jeans unzipped and my hand inside; watching me fondle my breasts and seeing the look of joy and pleasure on my face. I hoped he could hear my moans as I brought myself to my first climax, my back arching and then my hips raising as I came thinking of how my dad had fucking me earlier in the morning.

I wondered if Billy had ever seen a girl orgasm before - I doubt he had. He had to be horny as hell right now! I thought of him reaching inside his loose pajama pants, touching his still small but rock hard penis, rubbing it against his crotch and then jerking off with his hand as he watched his babysitter doing things he and his friends had whispered about when they looked at their dad's porn magazines. After my first orgasm I was so horny I could hardly stand it. God I wanted to be fucked soooooo badly!

I knew it might be going too far but I had to masturbate harder and I couldn't do it with my jeans on so I grabbed them by the waistband and pulled them down to my ankles. As was the usual case for me, I wasn't wearing any panties so that left me bare-ass on the couch. I spread my legs wide and went to work on my soaking wet pussy, inserting first two then three and finally four fingers into me. I wasn't dreaming of my dad fucking me anymore - now I was imagining Billy had come from his hiding place and was kneeling naked between my knees, his hard little cock pointing up straight as a rocket ready to blast off. Well, it was a rocket I wanted to blast off inside of me!

It was all I could do to keep from turning around and calling for him to come in and fuck me. Instead I just imagined him entering me as he fucked a girl for the very first time, feeling a warm wet pussy gripping him in a way his fist never had or even could.

"Oh god Billy," I moaned as loud as I dared, "That's it, fuck me... fuck me harder Billy!"

Billy must have heard me! I hoped he realized that I was masturbating while I thought of him fucking me. I bet he was cumming all over himself by now as he listened to me begging him to fuck me more, asking him to cum inside of me, to let me feel him in me. I bet he had never heard a girl say that to him before. After tonight I wondered how many times he would masturbate while reliving this moment, hearing me crying out as I came again and again, each time calling out his name and telling him how much I loved to be fucked by him.

After my third orgasm I was sweating and totally exhausted. I laid on the couch with my finger still inside of me, slowly moving it in and out as my body tingled. I had not yet lifted my tank top up to show him my breasts so for a few minutes I lifted it up and over them while I used both hands to touch them softly. I wet my fingers from my naughty pussy and then traced them around my nipples. I felt flushed and warm all over my body. I would have given anything right then to have him come to me on the couch and let me teach him how to fuck me.

That was not going to happen, at least not tonight so I eventually stopped playing with myself and pulled my top down. I grabbed my jeans to pull them back on as well. I lifted my hips to work them on - they were pretty tight and not all that easy to get back on again! I slowly stood up and straightened out my appearance. Turning towards the doorway, I thought I saw a quick flash of movement but had I not been expecting it I probably would not have noticed anything. I gave Billy a few minutes to get settled in and then I went to his room to check up on him. Pushing his door open, I saw he was in bed under covers. I could tell he was awake - nothing more obvious than a kid trying to pretend he was asleep! His

face looked flushed and I smiled as I imagined the thoughts that must have been running through his head at that moment.

It was so tempting to walk in and have more fun with him, I didn't doubt for a moment he was praying that I would. But I figured tonight had already gone far enough and before I did anything else I had better see what the results of tonight were. So far the worst I could be accused of was being indiscreet. What I really wanted to do with Billy was far more than that! Well, I would have to wait and if everything went well, then my next babysitting assignment here could prove to be pretty interesting!

The parents came home a couple of hours later. They asked how things had gone and I told them everything went well. I wondered what they would say if they had any idea of just how well it had actually gone! Being it was so late the father drove me home even though it wasn't that far away. While in the car I noticed him glancing my way more than a few times and for a moment I thought about teasing him a bit. By then we were already at my house and I was saying goodbye. Oh well, you never know what opportunities may come up in the future! He mentioned as I was getting out that they might need someone again next week and he was wondering if I was available. I smiled at him and coyly told him I was always available, all he had to do was ask. We laughed at my "joke" although I think we both realized that I was talking about more than just babysitting. I walked to my home, thinking that maybe seducing the father after I had fucked his son wasn't such a bad idea!

My parents were asleep so I undressed and got in bed. There would be plenty of time tomorrow to tell them about my evening. I couldn't wait to tell my mom as I knew she would be thrilled to hear how naughty I had been! Laying in my bed I ran my hands all over my naked body as I relived those moments on the couch. I could hardly believe how hot it was to play with myself while a thirteen year old boy watched me! Before long I was at it again - no such thing as too much masturbation so far as I was concerned! All I could think about was what I wanted to do the next time I babysat for Billy and Jenny. Next time I knew I would do more than just play for him to watch! I orgasmed thinking of his little hard cock pumping cum into a pussy for the first time as he came inside of me, Mmmmmmm, next time I was going to REALLY be a naughty babysitter!

Chapter 2 - Fucked By Billy for the First Time

When I was in high school I use to baby-sit a lot and have continued to whenever I am home from college. I set my own hours and the pay is better than a mall or restaurant job. Besides, there are other "benefits" as well. Many of the kids I care for were are an age when sex is beginning to creep into their minds and I had more than one boy "secretly" masturbate while I was there and the girls start asking a lot of questions they don't feel comfortable asking their mom. Even so, I never even considered doing anything sexual with any of the kids I was entrusted with - that is until recently. The main reason I created this profile was to chat with different people to discuss fantasies and sexual lifestyles. Some of the things I like to chat about I can't discuss with anyone who really knows me such as incest. This story is about another area of my sexual life that I would never dare tell even my closest friend. It's too hard keeping all this inside me so I created the an on-line profile where I could talk about anything I want and not worry about it becoming public knowledge.

Lately I have been chatting with a number of guys who are interested in having sex with their sons and daughters. One guy who lives in the same town I go to school in wanted me to have sex with his twelve year-old daughter in hopes it would eventually lead to him having sex with both of us. Another guy, only blocks away from my school, wanted me to teach his eleven year-old son about sex - using the hands-on method! He wasn't interested in joining in with his son but he wanted me after his son finished his lessons. At first this line of talk totally turned me off but the more I discussed it the more I considered the possibilities. At first I just wrote some fantasies for these two guys which were inspired by their desires and cravings. In the process I found myself getting turned on by the scenarios I was writing about. Before I was finished with them they were not just stories written for strangers, they had become my fantasies. In the past couple of months I have found myself becoming more and more obsessed with these thoughts. The question for me was whether I would continue to just fantasize or actually do something about it.

I guess I should clarify something before I go any further. While I waited to have sex for the first time until I was fourteen, I had been thinking seriously about it since I was twelve. I love to fantasize about the possibility of me having sex with someone that age who is wanting what I did then. However, I would never force anyone to do anything, no matter what age they were but especially when it came to someone younger. If anything ever did happen between me and someone I was babysitting it would be because they wanted it, not because I started it. Of course, that doesn't rule out making myself available.

Shortly after I got home for Christmas vacation I was contacted by a nice couple whose kids I have baby-sat dozens of times over the years. The "kids" are now a thirteen year-old boy and his twelve year-old sister although each was within a

couple of months of their next birthdays. I quickly agreed and it wasn't until after I hung up the phone that I caught myself wondering just how much little Billy and cute Jenny had grown since I last saw them. Hmmmmmm, especially little Billy. Even last summer I noticed he was developing at an early age and his attention seemed to be more and more directed below my neck when I was near him. Back then I wasn't thinking about doing anyone his age but now some very naughty thoughts were developing as I dreamed about the two of them.

That night I helped Jenny get ready for bed and in the process was able to get a good long look at her budding nude body. She was going to be such a babe and already was sexy as hell! I dreamed afterwards of helping her to learn about the joys of being with another girl and even at times about being there when she lost her virginity - either by her brother or her father. Later that night I masturbated on the family room couch while Billy watched me from the doorway to the family room. I am sure he did not realize that I knew he was watching and I put on quite a show for him! Even the ride home was interesting as I flirted with their father a bit. He definitely seemed interested, leaving me wondering what possibilities there were for something with him in the future. I was so turned on by the entire experience I couldn't go to sleep when I got home. As I laid in bed masturbating yet again, I dreamed of sucking Billy's cock and of Billy fucking me.

The father had mentioned the previous time I babysat that they might need me later and sure enough, a little more than week later they called and asked if I was available that night. Even with the short notice I was - I would have cancelled just about anything for this opportunity!

I'd told my mom about my last experience with Jenny and Billy the day after and she was really turned on as she listened to every detail. When I told her I was babysitting for them again, she looked at me with an inquisitive smile.

"So tell me dear," she asked, "Just how far do you plan to do with them tonight? I know that you realize that there is a big difference between letting him watch you masturbate and him actually fucking you."

"Oh I know Mom," I replied, "But I've thought this through and I know he's ready. He IS thirteen after all and almost fourteen. I know he wants me and I'd love to be the one to make his wet dreams come true."

My mom laughed at that. "Oh yea girl, you certainly would. You realize that if you do this that he'll remember you for the rest of his life. Just ask your dad, he remembers his first girl like it happened yesterday."

I closed my eyes and pictured Billy standing by me nude, his little cock hard and begging for my attention. A soft moan escaped from me and my mom laughed again.

"C'mon girl, don't get too carried away now. Just be sure to wake me when you get back because I want to hear everything. I doubt I'll be sleeping anyway; thinking of you with that cute boy will be making me too wet to sleep!"

A car honked and I knew it was their father coming to pick me up. The weather was pretty cold and although in the summer I would've walked, in this kind of weather even a few blocks was too far. I kissed my mom goodbye and went out to get in the car. Their dad smiled when I got in.

"Thanks Kelly for being available tonight. We had a last minute party to go to and I don't know what we would have done otherwise. Billy and Jenny both just adore you and they begged us to have you sit them again. I don't know what you did the last time but they've never been so adamant about having a specific person to sit for them."

I smiled at him in a foxy sort of way. "Well, like I said last time, I'm always available for you. I was hoping you would call me again!"

I was sure I could've flirted more with him but we were already at their house so we went inside. His wife had the usual contact list and reminded me of their bed times. They were running late so they left quickly and it was just me with the two kids. There hadn't even been time to take off my coat so I did so now and hung it up in the closet. I'd chosen to wear the same pair of tight jeans, tank top and loose flannel shirt. Billy looked at me and I saw him lick his lips subconsciously as undoubtedly he remembered what had happened the time he saw me in this outfit - or should I saw me OUT of this outfit!

Like the last time I was with them, they kept themselves occupied. Billy loved his X-box and Jenny was either on her cell phone or chatting on the family room computer with her friends. It was a tough assignment - NOT! I just watched some TV and once in a while walked by them just to make sure everything was OK. I noticed that every time I was near Billy that his game would suffer - most likely due to the time he spent trying to sneak a peek at me whenever he thought I didn't notice!

Jenny's bedtime was 9:00 so when that time came I went to her room to tell her to get off the phone and into bed. I asked her if she needed help dressing again and like last time she said she did. Seeing her strip naked - she didn't need me to remind her to change panties this time, about made me want to strip down myself and join her in bed. I asked her if she had a boyfriend and she said no but that she had her eye on a cute guy at school. She got into bed and as I turned out the lights I once again wondered what it would be like to teach her more about sex, both with girls and guys, especially Billy and maybe even her own father!

With Jenny in bed was just Billy and me. He was playing a computer game in the family room so I went back there to see what I could make happen. On the way there I removed my flannel shirt which had been hiding most of my figure. I got behind him and leaned over his shoulder to watch. He looked up and instantly got a great close-up view of my boobs. Without a bra he was able to into my tank top without any obstructions. I watched his crotch as I leaned over him and I could see he had instantly become hard. In fact, he had to squirm a bit to get it arranged properly. He kept playing the game, trying not to let me know he was really more interested in looking down my tank top.

This went on for ten to fifteen minutes as I would change positions periodically to give him different views of me. I was certain he smelled my perfume and could feel my breath on the side of his face and neck. He was doing terrible at his game so I asked him if I was bothering him but he quickly said I wasn't!

"Well Billy," I whispered in his ear, "If you paid more attention to your game and less to what was inside my shirt, you would have won by now."

Billy's face reddened and he looked so embarrassed but it was a cute look for him. He also didn't stop looking! Well, I decided to go for it then, it was either stop now or make the plunge. He was so horny he was practically drooling!

"So tell me Billy, have you ever seen a girl's breasts before?" I asked. "I mean for real, not just pictures."

Billy hesitated at first, as if he was unsure if I was serious or teasing him. Then he answered, "Only in my dad's magazines. He hides them in his closet but I know where they are."

Well, the opening was there so I stepped through it. "Well then Billy, would you like to see mine? I mean without having to secretly look down my top."

Billy couldn't say yes fast enough! By now his face was totally flushed - red as a beet in fact. I grabbed his chair and turned him away from the table. Then I stood between his legs, running my hands through his short blonde hair. I then held my boobs in my hands and played with them through thin material while he watched. My god my nipples were so hard and sensitive already! Inwardly I was still debating about what I was doing and even more so about what I planned to do next. On the one hand I was feeling so incredibly horny and hot from teasing this thirteen year old boy but on the other hand I was wondering what the hell I thought I was doing!

Needless to say my horniness won out easily. I had been masturbating every day since the last time I was here dreaming about this moment and what was to come. Now that it was here there was no turning back! Billy just sat in his chair, staring at me as I continued to rub my boobs through my tank top. I noticed though that he had one hand on his crotch, rubbing himself through his pants. I was not even sure he was even aware he was doing it! I slowly raised my tank top over my boobs, exposing them to Billy.

"Look Billy," I said as I traced my finger around my nipples, "see how my nipples are sticking out and how hard they are? You know they are like that because of you. They get this way when someone turns me on, when someone makes me horny. Tonight that someone is you Billy."

Billy was speechless at the moment so I continued on. "You can touch them Billy but first you have to promise me that anything we do has to be our secret, that you can't tell anyone - not even your best friend!"

"I swear I won't tell anyone," Billy promised. Actually, I think he would have promised anything at that point. Hell, I think he would have robbed a bank if I asked him to at this moment! He was licking his lips and his breathing was quickening as his eyes never left my boobs for an instant.

I took his hand, leaving the one on his crotch alone, and held it to my bare boob. At first he didn't move, like he was afraid to touch it. His hand was actually shaking a bit he was so nervous.

"It's OK Billy," I encouraged him, "It likes to be touched by a boy. Squeeze it softly, feel how firm it is."

He squeezed my breast as I instructed him to. I couldn't believe how it turned me on it made me! Damn, just a simple squeeze of his hand and I was ready to cum. My boobs had been fondled by dozens of men and women but never by a boy as young as Billy. This was something totally new for me. In addition, I think the naughtiness of what I was doing helped make it even more erotic for me. God, here I was letting a thirteen year old boy fondle me just as I had been dreaming about! Billy was getting over his shyness slowly. As time went on he eventually started using both hands. I instructed him how to caress my boobs, how to fondle them and make me quiver with pleasure. Billy was an excellent student, so eager to please me and willing to do whatever I asked him.

"Do you want to kiss them?" I asked him softly.

Billy just nodded, he wasn't saying much at this point, leaving me to do all the talking. He probably didn't want to say anything wrong and blow his golden opportunity!

I moved closer to him and put my nipple to his lips. He took it in his mouth ever so softly, like he was afraid to hurt it. The soft touch of his lips drove me over the edge as I came right then and there! It was a small orgasm but I gasped as my body tingled from head to toe. I was shaking with pleasure and Billy took his mouth off of me, a look of concern on his face.

"Don't worry Billy," I reassured him, "That just means I was loving what you were you were doing. Please don't stop. I love your mouth on me like that."

He resumed his tender kisses on my boob and my orgasm surged again. It wasn't the last one I would have that night! Looking back, I can definitely say this was the this point where I stopped thinking about anything but sex with Billy. Any inhibitions I had until then simply disappeared as my mind filled with carnal thoughts of him and an overwhelming feeling of sexual lust enveloped me. Oh yes, Billy was going to fuck me tonight - all doubt of that was now gone and it was just a question of when and how! I can only recall a couple of times in my life where I lost control like this. My sexual cravings and animal lust were so strong that they inundated me such that I was consumed with a yearning for sex, more like a NEED for sex. My pussy was crying for a cock to fill it. My pussy felt so empty and I wanted Billy in me so badly at that moment. If I wasn't fucked and fucked soon, I knew I would be screaming and begging for it, like a heroin addict pleading for a fix.

Not a day goes by that I don't feel like I need sex but this was at lower level, a more basic emotion, one borne of instinct and survival, the elemental need for sexual fulfillment hard-wired into each and every one of us. It was like I was in a dream from this point onward, hardly even realizing what I was doing. I put my hand on his lap and felt his hard erection beneath the material. Billy wasn't protesting, that's for sure. If anything he was staring at me, undoubtedly wondering what had come over me, maybe even a little bit frightened at the panting sexual animal I was quickly becoming.

"Mmmmmmm Billy," I purred, "I bet you have a wonderful cock hiding in here. Tell me, do you play with it a lot?"

Billy started to say no but I cut him off before he could. "Oh come on now, everyone does it including me, your parents and even Jenny. It's OK to do it. Why do you think your dad buys those magazines he hides in the closet - for the articles? He does just what you do when you look at them - he jerks himself off."

A smile slowly came to his face. I would have bet that he had never thought of his dad like that before, sitting on the toilet with his cock in his hand, dreaming of fucking some silicone whore in a magazine.

"Now Billy," I warned him, "Remember what you promised. You can never say anything to your dad about this. Not to anybody."

Billy nodded but I knew the knowledge he now had about his dad was making him feel better about the situation. Having got past that point, I undid his belt and unzipped his jeans. He just sat there and watched, probably wondering what I was going to do next. I wasn't going to keep him guessing for long. I pulled his jeans off of him completely so he was sitting there in his jockey shorts. I could see his bulge in his underwear, so tempting. I wanted what was in there soooooo badly!

I reached my hand under the elastic waist band and placed the palm of my hand on him underneath. God I almost came again when I touched him. I was actually holding Billy's cock!!!! Lord knows how many cocks I have fondled, let alone sucked and fucked. There was just something about this time that was special, more erotic than usual. I knew what it was of course. I was holding the cock of a virgin thirteen year old boy! I knew that I was the first one to ever hold it this way other than himself, the first person to ever touch it with lust in their heart. I felt like a virgin again myself, remembering the time I held my first cock in that dark movie theater, feeling it growing in my hand as I wondering what it would feel like in my mouth.

Actually I was a bit surprised he didn't cum right then and there. As much as that would have been fun, I had more ambitious plans for him. I stroked it gently and I could hear him gasp just a bit. He was looking down at his crotch, seeing my hand moving underneath his underwear, feeling it wrapped around his stiff little cock. I just had to see it, enough with this under the underwear crap I told him to stand up and take off his clothes for me.

I was still basically dressed, just my tank top was pulled up over my breasts. I decided to stay that way, it felt sexy to have my clothes on while this young sexy boy was stripping in front of me. Indeed, watching him undress was probably the sexiest strip show I have ever seen. My eyes were glued to him as he lowered his underwear past his knees and finally dropping into the pile of clothes next to him. Finally released, his cock it stuck straight up into the air. It was so hard it almost quivered.

As he stood there nude, unsure of what to do next, I went behind him and started to run my hands all over him, feeling every inch of his cute little body. God he felt so good! His firm ass was small enough that I could cup it with my one hand as I reached around and held his cock with the other. Then I moved back in front and kneeled down such that his beautiful cock was just inches from my face. I wanted it soooooo badly!

"Ok Billy," I said holding his cock just in front of my mouth, "I am going to do something to make you feel really good so don't worry, just stand there and enjoy it."

With that I took him in my mouth. Finally! After so many dreams and masturbations, I was actually sucking his cock. Usually I prefer like to lick a guy first, tease him a bit, and play with him before taking him completely in my mouth. In this case I doubted whether he could take it without cumming first so I swallowed his cock whole, putting him completely in my mouth until my face was pressed into his crotch, his coarse pubic hair brushing sensuously against my face. He smelled so good, not nearly as strong as an older man but still an incredibly sexy odor. No sooner did I get him completely in my mouth than I came again, almost unable to breath between my orgasm and his cock stuffed in my mouth.

Billy moaned just a little bit and I looked up at him as I gently sucked him and ran my tongue around his head. His eyes started to roll back and I knew he was ready to cum. He instinctively started to pull from my mouth but there was no way I was going to let him loose now! I wanted his first orgasm to be in my mouth, swallowing every drop he could provide! Billy sighed deeply and then his load burst into my mouth. It was not the huge load like I get from my dad but hard little bursts, like a machine gun compared to a bazooka. His sperm tasted differently too - hard to explain but I liked the flavor of him. I reveled in his cum shooting in my mouth, trying to sink it into my memory, wanting this moment to last forever as yet another orgasm ran through me when his cock twitched against my tongue. After he stopped ejaculating I stood up and showed him the cum that was still on my tongue, something that apparently surprised him.

"Mmmmmmm, see your cum on my tongue Billy," I said to him, "Now watch this." I swallowed his cum down and showed him my empty mouth, "There now Billy, I swallowed it all down. You taste wonderful you know."

Billy looked a little bit shocked. "Wow Kelly," he whispered, "I never knew a girl could do that, I mean suck me and then eat my sperm. Will you get pregnant now?"

"Oh Billy!" I said as I stroked his cock. The horny little bastard hadn't softened one bit! "Your parents really need to talk to you more. No, I can't get pregnant from swallowing your cum - or sperm, you have to do it down here, in my pussy. I take a special pill though so even if you do I won't get pregnant."

Billy looked relieved and at the same time I could tell he was enjoying my hand sliding around his wet cock. He was still so hard and ready to go again. Mmmmmmm, I knew some men that I wish had that sort of staying power!

"Do you like me stroking your cock like this Billy?" I asked him.

Billy just nodded emphatically. It was time though, I couldn't wait any longer. It was time for him to fuck me, time for me to feel his virgin cock entering my wet and warm pussy. I was ready just to jump him and stuff him into me! I led him to the couch and had him lay against one arm so he was facing the center. As I watched him lay there, his horny cock hard and pointing straight at his face, I quickly stripped off my clothes in front of him until I stood naked in front of him. I let him have a good long look at my nude body, giving him enough time so he would always remember me, the first girl to show herself to him like this, the first to allow him to see every inch of her, the first to let him feel every inch of her. I was going to be the first girl to couple her body with his in a physical union, actually joined together in away only a man and a woman can be. I am not sure who was more turned on - him or me! I loved the way he stared at me, a look of total fascination, of rapture.

I laid back against the opposite side of the couch and spread my legs for him to see my pussy. I gave him a brief sex-ed lesson, showing him my clit and labia, explaining about my vagina and how I peed. I was incredibly wet with the anticipation of him fucking me. Then I showed him how to touch me. I did it myself at first, basically I masturbated for him. I came again in minutes which helped him to understand what happened, how a woman orgasmed and why my pussy was so wet. Billy listened to every word, his cock getting harder if anything, if that were even possible. I have had guys tell me it can even hurt sometimes when they get too hard. I was willing to bet Billy was at that point!

"You know Billy, my pussy was really made for something besides my fingers, something only boys have." I stroked my pussy lips as I spoke, inserting a finger inside and shoving it deep into me. Billy's tongue was running almost non-stop across his dry lips. "Your cock was intended to fit here, into my pussy. You will feel better than you ever have when it is inside of a girl because that is how you were created, to feel wonderful when you have sex. Sex is a gift from God, it is the most pleasurable feeling anyone can have. Do you want to put yourself in me and find out for yourself?"

I'm sure I don't have to repeat what he said! I got up off my knees and straddled him as he laid on the couch. I held his hard cock in my hand, for a brief moment I considered what I was about to do. He was just thirteen, well almost fourteen, and I was his babysitter. His parents trusted me to take care of him and protect him. Should I continue and have him fuck me - hell yes, I was so horny I knew I could never turn back now. The point of no return had long since passed and I knew I wanted just one thing at moment - to feel him entering me!

"OK Billy," I said, "Watch now as I put you inside of me. Watch as you fuck a girl for the first time. I want you to always remember this moment, to always remember me, to always picture yourself coming into my pussy for the first time."

With my left hand between my legs, spreading my pussy open, I used my right hand to guide him to my wet hole. I took a deep breath and lowered myself slowly down on him. Oh god it felt so wonderful to feel his cock head splitting me open and penetrating me! When his head was just inside me, I paused, savoring the moment as I stripped his virginity from him. Oh my god - I was being fucked by this boy and I was loving it! I instantly came again, flooding his cock with my cum. Billy was watching intently, staring as I guided his cock into my pussy. I circled my hips slightly to rub his head just inside of my pussy. I couldn't believe how good it felt. Billy gasped as my pussy toyed with his cock head.

"Mmmmmmm, feel good so far Billy?" I asked, "Girls were very sensitive just inside so by letting your head touch me there I feel soooooo wonderful. Get ready now, I'm going to take you all the way in now."

I took his hands and placed them on my ass. Mmmmmmm it felt good for him to grip my firm bare cheeks. Slowly I lowered myself down on him. I could feel him entering me, my pussy filling with his manhood. Finally our crotches met and I could feel his coarse pubic hair tickling my bald pussy. I looked down and I know I will always remember the sight. The base of his cock was pressed into my pussy and the rest of his cock was nowhere in sight. Knowing it was up inside me, feeling it throbbing in me, seeing us physically joined together, made me feel so complete and feminine. I've been fucked by a lot of guys but this was by far one of the most erotic moments I've ever experienced. At that point I just instinctively fucked him, rising up and down to let his cock slide in and out me. He held on a little longer but it was only a few minutes before he was ready to cum again. I could feel him throbbing in me as Billy moaned and gasp.

"Oh Kelly," he said in a husky voice, "That feels good... I'm going to cum again!"

Suddenly his hips thrust upwards as he did what came naturally to him. He was driven by an inborn sexual need to pump his seed as deep into me as possible, to mate with me. Nobody needed to tell him what to do at this moment, it was all Mother nature taking over at this point. Suddenly he pushed even harder up into me and I could feel his cock spasm and then a burst of heat bloomed inside of me. I could feel a flash of warmth deep inside of me as his cum pumped into me.

"That's it Billy," I moaned as I came yet again along with him, "You know what to do, you know what every man wants and needs. Give me your cum, shoot it inside of me. Fuck me Billy, oh god fuck me fuck me fuck me!"

After he had finished I can remember vividly sitting on him, just taking in the feel of his cock in me. I think I could've sat there all night, he certainly was getting any softer!! Damn he was a natural fucking machine! I eventually dismounted and sucked him so I could taste my cum on his cock. I love to suck a cock just after being fucked. The mixture of my pussy juices with his cum served on his glistening cock always tastes wonderful to me. Of course, the best part of the recipe is preparing it!

Billy sat up and we hugged. I realized then that I had not kissed him and I smiled as I thought about it. Billy had done something not many boys can claim - he had fucked his first girl before getting his first kiss! In a way though it seemed right to me to leave it that way. This was what I had wanted, just to be fucked by him, not to be his girlfriend. Someday he would meet a girl and kiss her. Maybe he will fuck her or maybe not but their kiss will be a special thing for him. His

virginity was mine though, and nobody else would ever be able to say that! I knew no matter what girl he met or married, he would always remember this night and me. Billy laid his head on my shoulder. I loved the warmth of his naked body against mine. I thought about how many times I had masturbated while dreaming of being in this position. Sitting next to Billy, both of us nude, his cum dripping from my pussy, my hand holding his cock - still hard even after cumming twice!

"So Billy," I said as I held him tightly to me, "How do you feel?"

"Oh man Kelly," Billy said in a soft voice I barely recognized, "I can't describe it. You're incredible! I never dreamed it could feel this good. Can I fuck you again!"

Well, I was not about to turn down such a request. Billy's cock was as hard as when we started so he was obviously ready to go. I was still horny as ever so I decided to let him do the work this time. I motioned for him to stand up and this time I laid back on the couch. I spread my legs apart and rubbed my sopping wet pussy. God it was so sensitive now! I touched my clit and felt a wave of pleasure burst from it. I knew what it needed - his tongue!

"Now Billy," I instructed him, "It's time for you to try something new. Get down between my legs and lick my pussy."

Billy looked at me with a question in his eyes, I could tell he wasn't sure what I meant.

"It's OK Billy," I assured him, "If you learn to do this well you will be able to make any girl do whatever you want, trust me!"

Billy did as I told him and before long I watched as his head went between my thighs and he licked my bare pussy. At first it was more like a puppy licking my face so I spread myself open and explained to him where to lick.

"Here Billy," I said pointing to my clit, "This is my clitoris but I call it my clit. See how hard it gets - like a little penis only MUCH more sensitive than yours. Run your tongue around it and suck on it. You can even bite it gently but not too hard!"

Billy was a great student and a natural at oral sex. I quickly came as his tongue moved around me, exploring a pussy for the first time. I pushed his head down and he licked my pussy, taking my labia in his mouth and sucking softly on it. God it felt so good! I loved watching him too, seeing his young body between my legs, his cute little face smashed against my pussy as his tongue reached into me and explored the interior of my pussy.

"That's it Billy, did you feel me cum?" I asked, "Did you feel my pussy pour into your mouth?"

Billy looked up briefly, his face covered with my wetness, and smiled, "Gosh, I never knew girls liked this! I love the taste and smell!"

He quickly went back to my pussy. He certainly learned fast! I had a feeling I knew what he was going to be trying to do to the girls he went out with in the future. Well, they would've to be frigid prudes not to let him! Yet as much as I loved what he was doing, there was more I wanted from him. I took his head in my hands and pulled him gently up to me.

"It's your turn to fuck me Billy," I said to him, "Just do what comes natural, your body knows what to do, just let it go. Fuck me Billy, take me like you've dreamed when you rub your cock at night."

Billy pushed his hips forward and his cock pressed against my pussy but not quite in the right place to enter me. He wiggled his hips around and I could tell he wasn't sure how to get it into me. I reached down and guided his cock into me. I was so wet it went in easily once it was where it belonged. Quickly he pushed himself all the way into me. I didn't say anything, I wanted to see what he would do by himself. I wasn't disappointed, fucking was a natural function and Billy's body knew what to do. He started thrusting in and out of me, slowly at first and then faster as he realized what he was doing and how good it felt.

"That's it Billy," I moaned as my pussy gripped his wonderful cock, "Fuck me... Fuck me harder."

Billy quickened the pace and was soon ramming himself into me, making me quiver each time he banged his body into mine. Each time our crotches met I felt him push me back into the couch as he tried to stuff his swollen cock ever farther into me.

"Cum Billy," I whispered to him, "Cum in me again... Fuck me with your hard cock... Let me feel you shooting your hot cum into me again."

Billy was experiencing this all for the first time and had no idea of how to control himself so it wasn't long before his cock was on the threshold for yet a 3rd time. He was already getting more confident though and understood what was happening.

"Oh Kelly," he panted between his exertions, "I love fucking you, I wanted to do this soooooo badly ever since you teased me the last time."

Suddenly he stopped and a loud moan erupted. I was worried for a minute that he was going to wake up Jenny but then I felt him thrust extra hard and hold himself deep inside of me. For the second time that night I felt a bloom of heat deep inside of me as his load burst from his hard cock. Billy stayed deep in me, pushing a bit harder each time he shot his cum into me.

When he had finally released his last load, he laid on top of me. I pulled his ass tight against me, keeping his cock in me. It felt so wonderful at that moment to be laying on the couch with him, feeling his naked skin against mine, his head against my boobs and his cock inside of my pussy. I wanted this moment to last forever. He seemed so innocent as he closed his eyes and finally rested, his sexual lust finally satisfied. I smiled as I thought to myself that this was what being a good babysitter was all about - how could I have taken any better care of Billy than what I had just done with him?

I heard a clock chime and I realized it was less than a half hour before his parents were due home! As much as it seemed so natural and right to fuck him, I had a feeling his parents were not expecting to walk in and see their little boy laying on his nude babysitter with his cock buried deep in her! Reluctantly I woke him and he got off of me. His cock had finally softened but I still couldn't resist holding it one last time. I took it my mouth to suck off my pussy cum from it and then stood up next to him.

"Time for you to get to bed Billy," I said. "Remember, this has to be our secret and you can't tell your friends or your sister about what we did tonight. If you're a good boy then next time I baby-sit you can fuck me again. Would you like to do that?"

Billy nodded his head firmly. "Oh yes Kelly, I can't wait to fuck you again. I've never felt so good."

A naughty thought came into my head then and I figured after everything else, what could it hurt.

"You know Billy," I said in a conspiratorial voice, "There is a way you could fuck a girl more often."

Billy looked at me with a smile to his face, intent on hearing my suggestion.

"Jenny is getting to be pretty hot herself these days. I bet if you asked her she might be interested in having fun with you."

"You mean fuck my sister?" Billy said with a look of distaste. "No way!"

"Well you think about it some more Billy and the next time you are really horny and you wish you had me to fuck, you might just think about her a bit differently. Just imagine being able to fuck her every day! Just remember not to cum in her - you wouldn't want her to get pregnant!"

The more I thought about him fucking Jenny the more excited about it I became. As Billy went to his room I watched his naked ass and wondered what Jenny would say if he approached her. He was hooked on sex now and I knew he would want to fuck again. His drive would get stronger and stronger until finally he would overcome his doubts and fears and go to his sister for relief. I would love to see them their first time, see Billy and Jenny together as lovers instead of brother and sister. God that would be so incredibly hot!

With Billy in bed I went to dress and I saw that the crotch of my jeans was still soaked. I also noticed coming back into the family room that the air had a strong smell of sex and the couch had a large wet spot from my pussy overflowing while he fucked me. Fortunately my winter coat would cover my jeans so his parents wouldn't think I had wet my pants or maybe even suspected something more. I sprayed some room freshener in the family room and flipped the couch cushion over. I went to the bathroom and straightened out my hair. My face was still a bit flushed but there wasn't much I could do about it.

I finished everything just in time as when I left the bathroom the parents were walking in the front door. The father laughed when he saw my coat on.

"Well, looks like Kelly is anxious to get home. Were the kids that bad tonight?"

I could tell he was just teasing so I just smiled and said, "Oh no! They were great! We had a good time together and I hope to be able to help out again sometime if you need someone."

Mom quickly checked on the kids and after she paid me he drove me home. About half-way back he looked over at me with a smile. "Gee Kelly, that is an interesting perfume you have on tonight. I'm trying to figure out just what it is, can you tell me?"

Oh god, he could smell the sex on me! I didn't have a chance to shower before they got home and I had hoped they wouldn't notice. Well if he did then I am certain his wife had also. Women just seem to be able to smell the scent of sex better than men, especially the smell of another woman's wet pussy. My mom was always able to tell when I'd just masturbated or had sex, just by the smell of me walking by afterwards. I decided to make the best of it.

"Well, it's a special perfume my dad got me," I said, "You know, if you wanted you could get it for me also some time."

I licked my lips a bit sensuously as I said it and I was pretty sure he understood what I meant by it. My hopes were he was thinking I had been masturbating and that he would pass on this new information to his wife before they got any ideas about how else I might have ended up smelling that way.

He just smiled at me and as we arrived at my house he said goodbye and then, "Thanks again Kelly. Maybe some time we will have to see about getting you that perfume. I think I know where it comes from."

With that I just smiled and left the car. I had a feeling I may have started something that could be very interesting someday!

When I got home I quickly undressed and jumped in bed where I immediately started I masturbating as I replayed the night's events in my head. God it was so incredible. I had never imagined that fucking a young boy could be so sensual. I remembered the feel of his cock the first time it entered me. Within minutes I was cumming and I gasped as a huge orgasm swamped me with wave after wave of sheer emotional bliss. Suddenly I was startled by a familiar voice.

"Damn Kelly, it must have worked out pretty well tonight! You certainly aren't wasting any time, you didn't even come to the family room to tell us you were home. Spill it girl, I want details."

Seeing my mom's nude body outlined in the doorway by the soft glow of the hall nightlight, I realized how selfish I had been. I had been so horny coming in the house that I couldn't wait to masturbate and relieve some of the tension, but in the process I had not lived up to my promise to my mom before I had left. She sat down next to me and started to run her hands over me, lingering on my pussy before moving to my breasts. Finally she took me in her arms and just ran her fingers through my hair.

"Tell me what happened darling, tell your mom all about it. So did Billy fuck you?"

I sighed and proceeded to tell my mom everything about the night. She gasped when I described how he had come in my mouth the first time and then again as I described the feeling of him entering my pussy for the very first time as well. God she was so turned on she started to masturbate right there next to me! By the time I got to the last time Billy came in me she was cumming herself, gasping for air as I described him laying on me with his cock limp inside of me. I loved to watch my mom touch herself, especially when I was telling her about my experiences. I think she lived vicariously through me, reliving her own teenager days through me. When we were both done my mom took a deep breath and smiled at me. Then she looked a bit more serious. "God Kelly, that must have been incredible. I only hope he understands how important it is for him not to tell anyone. I would hate to see you get into any trouble over this."

That's when I told my mom my master plan - my plan to seduce the dad so he would not do anything if he found out about me fucking his son. Who knows, maybe I could even get the wife involved? My mom thought it was a great idea, even if it did involve a married couple which she normally was against me having sex with.

She left and I was alone again in my room. I drifted off to sleep with memories of my Billy, memories of the taste of his cock and cum, memories of his cock pounding into me. I also went to sleep with the anticipation of what may lay ahead with his parents. I knew the dad was interested, he had taken the bait and now it was just a case of setting the hook and reeling him in! I couldn't wait until they needed another babysitter!

Chapter 3 - Sex With Billy and His Sister Jenny

Up until the last day of the year I was still debating what to do on New Year's eve. There were lots of options but very few with any real potential...

My parents were just going to stay home but I knew what they had planned and sometimes it's best just to let them have a night like this together. Besides, I prefer to say family three-somes for something special like Father's Day.

A few friends of mine were planning to go downtown and celebrate the new year with some of the city-wide activities. I hate getting cold and spending a winter night roaming the streets just isn't my cup of tea.

My cousin was planning on having her boyfriend over and I knew she would've been more than happy to share him with me if I asked. Still, it was her boyfriend and I'd already had him once before so it wasn't like it would be anything new.

Beth, my best friend, was of course planning an all-night, take-no-prisoners sex party. Although I always found her parties to be stimulating to say the least, I was looking for something more intimate and personal. Granted, having a dozen guys available to do my bidding was not exactly a bad way to spend an evening, but it was the sort of I had to be really in the right mood for and tonight I wanted to at least know the name of whoever I was with.

It's times like this when a boyfriend can come in handy, someone you can depend on to be there for you. Ever since my last one dumped me over a year ago, not three weeks after I left for my first year of college, I've been unwilling to get back into that sort of relationship again unless I know there is some possibility for a long term relationship.

So far such an opportunity has not arisen so my sex life at school this year has been 99% self-inflicted if you know what I mean. I was able to get together with Brenda, my roomie from last year, and her brother once which was nice and even went to a frat party in Columbus for the first time where things got a bit carried away. Other than that my dad has been my only reliable source of sex and I only see him every month or two when I am at most when at school. Hopefully you understand why I love coming home for the holidays!

It was noon and I was about to call my friends and somehow keep warm downtown when the phone rang. I picked it up expecting it to be my mom calling for me, as she usually did at least once a day. To my surprise it was the wife of the family I'd been babysitting for a couple of times this past week – the family with the thirteen year old boy I'd fucked just two nights ago!

For a brief yet eternal moment my heart leapt to my throat as I imagined that he'd for some reason told his parents what had happened! I was desperately searching for something to say when she asked me if I was available to sit tonight! She apologized profusely and said their babysitter had just called claiming she was sick and they had a big corporate party to go to with no one to look after Billy or Jenny.

As she spoke I wondered for the umpteenth time why they needed a babysitter in the first place (Billy would be fourteen in a month and Jenny would be thirteen in two months) but who was I to argue? Heck, I started babysitting for other kids when I was fourteen!

My mind immediately thought of Billy – actually I envisioned Billy nude and fucking me. I felt a twinge in my pussy as I remembered how he felt in me, how hot I was when this thirteen year old boy had fucked me for the first time. This all went through my head in about two seconds after which I quickly told her I could do it. She sounded so relieved – I smiled to myself as I wondered if she would've been so happy if she had any idea why I was so willing to accept such a job on New Year's Eve on such short notice!

I was a bit surprised when her husband picked me up fifteen minutes early. I was barely finished getting dressed after taking a shower and I just had enough time to kiss my mom goodbye as I ran out to his car. As I got in he apologized for being early, saying said he had been out so rather than sitting at home for ten minutes he took a chance that I would be ready.

As he started the car, I noticed him looking at me again. It wasn't just a glance but something more. Now I've had enough boys and men look at me that way over the years that I knew what was going on – he was undressing me in his mind, wanting to touch me and have sex with me, wishing I was available for him. Oh yes, I knew THAT look - that lustful, animal look that men get when they see a girl with their minds clouded by sex. I wasn't Kelly to him, not a real girl with feelings and emotions. No, I was now one of those girls in his porn magazine, the one he masturbated over, just a sex toy he wanted to play with.

At this point I knew I had two options. I know that when men looked at me that way I was actually the one with the power, the one who called the shots. I knew that if I really wanted I could get him to do almost anything so long as he thought it gave him a chance to have sex with me. All it would take was the slightest a hint from me that I was available and almost could happen then!

I could also ignore him or even tease him a bit but not let him have me but where was the fun in that? All these thoughts ran quickly through my mind and we weren't even out of my driveway before I made up my mind. Actually it wasn't a tough decision under the circumstances!

"You know," I said with my sexiest voice, "When a man looks at me that way he usually isn't thinking about me babysitting his kids."

His face flushed as he knew he had caught him. "Sorry Kelly," he stammered, "You have been awfully suggestive lately so I just thought..."

"That's OK," I interrupted him, "I was worried that maybe you weren't interested. Hmmmmmm, I guess you are."

Without saying another word I moved over on the seat to be next to him and put my hand on his crotch. I could feel that he was rock hard underneath as I rubbed him. He started to say something but I just ignored him and quickly undid his pants and reached in to grab his hardening cock. I was moving so fast he didn't have time to react or do anything but drive down the street. Before we reached the end of my street his cock was free and I had started sucking him.

"Oh my God Kelly," he finally said as he braked for the stop sign. "What are you doing?"

I released his thick cock and looked up at him. "Hmmm, now don't even try to tell me that you don't want this."

He smiled down at me and put one hand on my head, pushing me back to his cock. "No, I can't say that. I just can't believe you're actually doing it!"

Well I certainly was. This was no time to be coy, I knew I only had a short time to make him cum and so I used every trick I knew to give him the fastest and most intense blow job he had ever had. Hmmm, not to say I wish I had all day. He had an average length cock but it was thicker than most – my favorite size. I could take him all in my mouth and feel stuffed without having to worry about gagging. He was unshaven, not even trimmed which meant his crotch was a thick forest of coarse pubic hair. I loved the feel of it against my cheeks as I buried my face into his groin when I sucked his cock hard. He smelled incredibly strong, a heavy musky scent and I had a feeling he had skipped his shower this morning from the sweaty odor that was mixed in with his natural aroma. I loved the feel of him growing in my mouth, quickly hardening and getting longer. Few things turned me on more than feeling a cock growing in my hand or mouth, knowing it was reacting to me, that I was the reason for him getting so horny. I felt sexy, even a bit slutty, that men wanted my body. I knew it wasn't me they wanted but who cared so long as I got fucked in the process.

It was only three blocks to their house and even I wasn't going to get him off in that short time so I was pleased when he pulled over to the curb just before we got to their house. He leaned his seat back and just groaned as I stroked his cock in and out of my mouth, rolling my tongue around his shaft, using my lips to caress the head when it was barely in my mouth. I never let it escape though, always keeping it in my mouth as I fondled his balls gently with my hand. God I wanted him to cum, to fill my mouth with his seed.

"Damn Kelly, you sure know how to suck a cock!" he said between moans. "Oh god! I have NEVER had my cock sucked like this before!"

His hands were holding my head, my hair between his fingers. I could have almost just relaxed and let him do the work the way he was pumping my head up and down on him. He was virtually masturbating using my mouth instead of his hand except I was sure my mouth felt a hell of a lot better than his hand ever would!

If he had hung on much longer I would have actually been disappointed. I can give a damn good blow job and when I want a man to cum I have not found one yet who could resist my efforts. Sure enough, I felt his balls tightening in my hand and his hips lifted up from the seat.

"Fuck yea, suck it girl!" he gasped, "Here it comes... take it bitch, all of it!"

He didn't have to say anything since I had no intention of letting one drop escape. I sealed my lips around his hard shaft as he convulsed and I felt the first shot of cum strike the back of my mouth, followed by another and yet another. He kept

cumming, the later loads more a jerking of his cock as his balls emptied but I hung on to him the whole time, feeling my mouth filling with his salty cum. I couldn't swallow while he was cumming and don't think I could have held any more without letting some leak out past my lips so he finished just at the perfect moment. I let his cock slide from my mouth and then looked up at him, opening my mouth to show him his load.

"Shit, that is so hot!," he exclaimed as he looked at my, running my tongue through his cum in my mouth. "Damn, you really like that stuff don't you. What a fucking slut!"

My response was to swallow it all down. It took a few swallows to clear it out of my mouth and I had a strong aftertaste of his cum in my mouth. I opened my mouth again and showed him to prove it was all gone.

"I love cum," I told him matter-of-factly. "I also LOVE what I have to do to get it."

"Well it's obvious you do Kelly," he said with a grin. "That was the most incredible blow job I have EVER experienced in my entire life!"

He fixed his pants and straightened up his seat. He reached for the keys to start the car again but then sat back and turned to look at me. He was shaking his head slowly with a hint of a smile on his face.

"You know Kelly, most folks around here believe you to be a nasty slut. I always figured it was just rumor since anytime I've seen you around you were always looking like miss perfect and all. Hell, you led the church youth group and we've had you as our babysitter for years!"

I just gave him a coy smile and said nothing. Instead I ran my tongue over my lips. I could still taste his cum and memories of his cock in my mouth were still running through my head. He wasn't finished though and what he said next took me a bit by surprise.

"So tell me Kelly, how long have you been fucking my son?"

It was a question that was so unexpected I couldn't help but react before I regained my composure. "What do you mean?" I said with a voice that sounded unconvincing, even to me.

He surprised me again as he laughed at my reaction. "I only had a feeling but I wasn't sure until I saw that look on your face there for a second. Ever since you babysat him last time he has spent every spare minute locked in the bathroom. I was wondering why in the world he was masturbating non-stop but once I knew for sure you were a fucking whore I had my answer."

I was speechless. My worst fears were being realized. As much as I loved fucking Billy, I always had this nagging feeling that his parents would find out and I would be in deep shit. Well, I was surprised for yet another time.

"Don't look so scared Kelly." He said in a reassuring voice. "When I was his age I would have given anything to fuck my babysitter. Unfortunately, mine wasn't a slut like you and she wouldn't do anything although she teased the hell out of me. Honestly I don't mind if he fucks you, I was doing my neighbor when I was his age. His mother would freak though so whatever you do, don't get pregnant."

I didn't know what to say. This was NOT what I was expecting. Here I thought he would be turning me in to the police and instead he was actually encouraging me to fuck his son! Well, what could I say – cool!

"Don't worry, I'm on the pill," I told him.

"Someone that doesn't surprise me in the least," he replied. He didn't say it but I knew what he was thinking, it didn't surprise him that a slut like me would be on the pill.

In any case, we were at their house a few seconds later. We walked up to the front door but just before opening it for me he looked at me with this grin that seemed anything but nice.

"Let's make this simple... You suck my cock from now on every time we're in the car together and I don't turn you in to my wife for statutory rape. Deal?"

What choice did I have? Really, what choice was there? I mean, it was a win-win for me - an adulterous husband and his teenage son, all in one package deal. If he thought he was somehow pulling one over me then he as grossly misunderstanding just what a slut I really was!

The door opened before I could do more than nod. His wife invited me in, looking relieved at the sight of me.

"Oh Kelly," she said as she hugged me, "Thanks for giving up your New Year's Eve for us. I don't know what we would have done if you hadn't been available! How can we ever repay you?"

Oh I had a few idea of how I was going to be repaid but I doubted that any of them were under her consideration!

I smiled and wondered if she would have been so happy if she had any idea what I had been doing to her husband not ten minutes earlier. Hmm, or what I had planned for her kids tonight after she was gone! I almost felt guilty given how much she trusted me and the way I betrayed that trust with Billy and even now was planning to betray it even further with Jenny. Almost.

Yep, the guilt was easy to live with as somehow I doubted that I was the first girl to suck her husband's dick. Hell, if we had more time I'm sure it wouldn't have stopped with just a BJ. I'd have been quite surprised if I was the first girl he fucked besides his wife since they were married. Our little session in the car went too fast and smooth for it to be his first time cheating on her. This guy was experienced!

With that they hurried out the door and then it was just me with Billy and Jenny. Let the games begin!

Now that it was just the three of us Billy was looking at me like I was the biggest piece of candy in the store. Jenny scurried off to her room to do whatever she was doing. No sooner than she had left the room than Billy was practically drooling in front of me.

"C'mon Kelly, can we fuck again tonight?" he asked, not wasting a moment.

It's not like I'd never heard a guy ask me something like this before but it WAS the first time I'd heard it from a kid who stood barely as high as my boobs! I glanced down and it was easy to see his little cock was trying it's best to burst through his pajama pants. Yep, this was one horny little kid! It was like I had to literally hold him off. No doubt he would've been happy to just have me strip my clothes off right there in the hallway and let him fuck me!

"Hang on my little tiger!" I scolded him gently, "We have to wait until your sister goes to bed. That is, of course, unless you did what I told you to do last time I was here."

Billy looked down, a guilty look on his face. "No Kelly, I was afraid to ask her to do anything. All I could think about is you and how good it felt when we fucked."

Damn he looked so cute! He was short for his age but was already growing out of that little boy look. God I wanted to fuck just as bad as he wanted it! It was over an hour before Jenny was due to go to bed and my pussy ached for this boy's cock more than it had ached for anyone's in quite a while.

I decided to hell with it, I wanted it and I wanted it NOW.

Taking Billy by the hand I motioned for him to be quiet and follow me. We snuck by Jenny's room and I peeked through the crack in the door and saw her reading in her bed. She looked totally absorbed which was exactly what I was hoping for. We continued on to Billy's room and when we entered I closed the door softly behind us.

I turned back to him and before he knew what hit him, I said, "Well Billy, if you're so anxious to fuck me then what are you still doing in those pajamas?"

I knew that being direct would turn him on even more and I was correct. He practically tore off his pajamas and before I knew it there he was in front of me, stark naked with an erection so hard I thought it might burst any second. It was practically quivering! I kept my clothes on for the moment; it felt more erotic having him nude while I was dressed. Kneeling in front of him, I held his cock in my hand and marveled once again - god he was hard!

"So Billy, did you dream of me doing this to you again?"

He moaned as I took him in my mouth while I waited for the answer. "Oh yes Kelly! LOTS!"

Well, he was even hornier than I'd given him credit. No sooner did I get him all in my mouth than he thrust his hips into my face and started to cum. I still had the taste of his dad in my mouth but that was quickly overwhelmed by the flavor of his son's cum. Billy was less bitter than his dad but he didn't have near the volume his dad produced. Of course, masturbating several times a day was probably keeping his payload minimized.

I took his cum in my mouth without spilling any and quickly swallowed it. Once it was down I got up and hugged him, still holding his cock with one hand, gently stroking it as I consoled him. He looked like a puppy that had been scolded, "I'm sorry Kelly, I just couldn't hold it back."

"That's OK Billy, I understand. Actually I take it as a compliment." Rubbing his still solid cock, I said, "Besides, at your age it doesn't matter, look how hard you still are! Now you can undress me."

I stood back from me and he looked uncertain at first but I was dressed in clothes that were easy to lose – jeans and a shirt. With no bra or panties, he had it pretty easy! As he removed my clothes his cock rubbed up against me a few times and I shivered at the feel of him. I wondered if he had any idea how badly I wanted him, how much I craved his thirteen year-old cock.

If there is one disadvantage of having sex with a thirteen year-old boy it's there's not much in the way of foreplay. At his age he could only think of one thing – fucking me. Oh well, who was I to argue? I went over to his bed and leaned over it, spreading my legs apart for him to have nice view of my bald pussy.

"Ok Billy, tonight we are going to do it a bit different than last time. This is called 'doggie style' and I think you can see why."

I motioned for him to come up to me. "Ok now, you can see my pussy and how wet it is, just grab your cock and put it in me."

Billy was more than ready! He moved in close and I could feel the smooth head of his cock pressing against my asshole.

"No Billy – not in my ass. Some girls like their asshole fucked but not me."

Billy looked a bit flustered but he recovered quickly. This time I could feel his cock head pushing where it belonged - against my pussy. I reached underneath and spread my lips apart for him and his head slipped into me. He started to push forward but I reached in and held his cock to keep it from going in further. Time to teach him a little patience and technique!

"Don't rush it Billy. A girl is very sensitive just inside her pussy. Your head is nice and big so it can really feel good if you hold it like this, just inside of me. Now move it in and out just a little bit, just enough to stimulate me."

Billy was an excellent student! He moved in and out just a few fractions of an inch, his cock head with its lip rubbing just inside of my pussy. God it felt good! Now THIS is what I wanted, what I'd dreamed about all afternoon. Now I wanted more, I wanted to feel all of him in me.

"OK Billy, now move it in me all the way – slowly though. Take your time, let me feel every inch of you as it passes into my pussy."

My student was getting an A+! He grabbed my hips and I could feel the pressure as he pushed himself into me. I always love it when a cock moves into me this way, feeling it fill me, violating me, fucking me. He was soon all the way into me. I felt his groin pressing against my ass, his light pubic hair tickling my bare skin just a bit.

Poor Billy was too horny to stay that way for long. The sexual instincts engrained in his DNA took over and he began fucking me, driving himself in to the hilt and then pulling out, sometimes all the way out before ramming it back in me again. He was getting more used to fucking me now, more willing to let himself go with less hesitation.

"That's it Billy, fuck me!" I moved my ass in rhythm with his strokes, helping him to drive himself in as deep as he could into me.

His small hands gripped my hips, pulling me into him. Then suddenly he slammed into me and held himself there as I felt the heat of his cum blooming inside of me.

"Cum Billy," I cried softly to him, "cum in me more. Fuck me Billy! Oh god fuck me!"

Billy spent his load in me and then collapsed on the bed. His cock was sticking up, still hard and glistening with the wetness of my pussy and his cum. I sucked on it softly, making him jump as I took it in my mouth as he was still sensitive after cumming in me. Oh did it taste good! I love sucking cock and having it covered with my pussy juices plus his cum was the perfect meal.

Suddenly I heard a gasp and I looked to the door. It was open just a bit and I caught a glimpse of Jenny, wide eyed as a deer in the headlights, staring at us. Her hand was over her mouth trying not to make another sound. When our eyes met she quickly darted away and I heard her footsteps as she ran back to her room.

Billy looked at me with an expression of total fear, unable to even speak. I told him to just stay in his room and let me take care of everything. I grabbed my shirt and threw it on as I went down the hall to Jenny's room. Her door was locked and I called in to her to open it up. At first she refused but finally I heard a click and the door knob turned in my hand, I went in her room to see her on her bed, looking at me like I was some alien from outer space.

"OK, we need to talk Jenny." I said to her as I went to her bed and sat down beside her.

Jenny wouldn't even look at me. "I saw what you guys were doing. I saw everything. My brother was screwing you."

I figured there was no sense in denying anything. "Yes, we were. What do you think about that?"

She just shrugged her shoulders. "I don't care about him. I was just surprised I guess. Can't you get in trouble for doing that?"

I purposely ignored her last question. No sense in opening THAT can of worms by giving her any ideas. It was best to take control of this conversation by twisting it to her actions.

"So have you ever done anything with a boy Jenny?"

"Well, Tommy tried to touch me once. We were kissing and he put his hand on my boob."

I smiled, not the least because there wasn't much there to call a boob yet but I would never embarrass her by saying anything. As for who "Tommy" was, I had no idea but I assumed it was some kid in her class. "Did you like it when he touch you?"

"Not really. He was rough and he squeezed too hard."

I took a deep breath. Something told me that there was more to this than Jenny wanted to say. Who the heck was this Timmy character that he would be rough with her? Most boys I knew when I was that age were too scared to hardly even touch me, let alone get aggressive. I practically had to pull their hands to my chest to get them to touch me.

Jenny looked so cute in her long nightshirt. She may have been a year younger than her brother per the calendar but in terms of maturity she was miles ahead. The comment about this Tommy character being rough with her boobs gave me an idea - an very naughty idea. I figured she'd already see enough tonight to seal my fate so what did I have to lose? This would either resolve any issues with her seeing me and her brother or seal my fate completely.

Taking a deep breath I hugged her and as I did I put my hand on her chest. It was hard to see anything with the loose nightshirt but it was thin and with my hand on her it was like I was touching her almost with nothing on. Her breasts were just beginning to develop, more like small mounds on her chest than anything else yet. Her nipples were another thing though. Almost instantly when I touched hers they hardened and I could feel them poking out with my fingers.

At this point I wouldn't have been surprised had she tried to push me away but instead she really didn't do anything. My courage building, I began to slowly massage her budding boobs.

"Is this the way you like it Jenny? Is this the way you do it when you are alone?"

I noticed she had closed her eyes. In a soft voice she responded to me, "Mmmmmmm, yes that feels good."

I reached under her nightshirt, noticing she had on white cotton panties as I felt her bare breasts in my hands. They were still small but her nipples were now so hard it was incredible. Other than my own I'd never felt another girl's breasts that were so small, so young. I remembered touching myself at her age, how good it felt, how amazing it was to see and feel myself changing, becoming more sexual. I also liked the way boys (and men) started looking at me, the way their eyes would drift down to my chest.

Carefully I lowered Jenny until she was laying on her back with her arms were to her side and her eyes were still closed. Softly I spoke to her... "That's it Jenny, just keep your eyes closed and pretend that Tommy is here, that he is the one doing this to you. Let me show you how he should make you feel."

Her silence and heavy breathing told me all I needed to know. I dropped my shirt and laid next to her, letting my nude body rub against her as close as possible. I caressed her long dark hair, running my hands through it, gently tracing my fingers against her neck and shoulders as I did.

Pushing her hair to the side, I softly kissed her neck, letting my tongue run around her ear and to her cheek. Then I gently kissed her. She responded, reluctantly at first and then with more passion. I felt her arms around me as she pulled me tighter to her. Her eyes were still tightly shut and I wondered who she was kissing – me or Tommy?

I touched her lips with my tongues and hers parted. When I slipped my tongue into her mouth her tongue came to touch mine. Something told me she wasn't new to this sort of thing. The longer we kissed, the more passionate it became.

Keeping my lips on her, I reached down and pulled her night shirt up to her neck and then we broke apart for just a moment as I slipped her over her arms and head, leaving her in just her panties. Then I shifted to be more on top of her, my larger breasts rubbed against her sensitive nipples and I think we both felt a shiver run through us.

I glanced to the side and saw that Billy had caved in to his voyeuristic desires and was watching us from the door. I didn't mind myself, I was actually glad he was watching and hopefully getting hornier by the minute! I had plans for him and Jenny and the hornier he was the better the odds they would come to fruition.

Turning my attention back to Jenny, I slowly allowed my hand to drift down her stomach and then down and one leg to her knee. I reached inside more and traced my fingers back up the inner part of her thigh. Her legs were so soft and smooth! As I neared her crotch and gently allowed the backs of my fingers to pass over her pussy over her panties, she moaned softly as we continued to kiss.

I felt her hips rise up slightly, pressing up against my hand. It was time for the panties to go so I slipped them off her narrow hips and down her thin legs until she was as naked as I was. Laying back alongside her again, I slipped one finger in between her pussy lips and slid it down to her little hole and then back up to touch her clit. When I did she jumped and kissed me even harder. I toyed with her and moved back to her pussy hole and slowly slid one finger into her. She pulled back from me then and gasped, and then finally opened her eyes to look at me. "What are you doing to me?" she panted, "Feels so good..."

"Just enjoy it Jenny," I told her as I marveled at how tight she was. "Let yourself go. Don't fight it, just let it happen."

I kissed her nipples, taking them in my mouth and running my tongue around each one. Her boobs may not have developed much yet but her nipples were certainly sensitive! I was just holding my finger in her while I used my thumb to rub her clit. She was moaning almost continuously now, getting louder as she became more and more worked up. I was pretty sure she had never even gotten herself this hot yet even when she masturbated so I could only imagine the whirlwind of emotions and hormones that were raging through her little body. Well, if there was ever going to be the right time, this was it....

I turned to the door and locked eyes with Billy. I mouthed, "Come here!" to him and he didn't hesitate. As horny as he was he would have done anything I asked then, even if it was with his sister. With my eyes I pointed to her pussy and then I showed him my tongue. Good boy! He took the hint immediately and got between her legs and put his mouth on her pussy. As he started licking her I felt her tense and she raised her head to see what was happening. Her eyes widened like saucers!

"Billy!" she gasped, "What are you doing here?"

For a moment I thought maybe I had rushed things. Fortunately Billy had listened well to my lessons the other night and was eating her pussy like a pro. Jenny shuddered as his mouth covered her clit and his tongue toyed with her super-sensitive clit. She put her head back and just moaned even louder than before.

"Oh god Billy that feels good! Don't stop!"

I looked down and watched as Billy ate his sister's pussy. Damn it looked so hot! He was on his knees and I could see his hard cock dangling down, undoubtedly dying to make its acquaintance with her pussy. Well, I saw no reason it shouldn't but first I wanted her to be as hot as possible. I licked her chest and neck, running my hands over her and feeling her shaking with the pleasures that were running through her.

"Let it go Jenny," I whispered, "Don't hold back, you're almost there."

That seemed to do it as her back arched as she cried out. Her hips bounced against poor Billy who was trying to keep a lip lock on her clit. I kept encouraging her. "That's it girl, you're cumming now, let it take control, give yourself up to it."

It was fascinating to watch. Jenny was no longer a little 12 year old with straight hips and an almost flat chest. Suddenly she was a little tramp, a sexual creature writhing on the bed while she cried out with lust as her body awoke the awesome passions it had hidden inside. She shivered as if a cold blast of air had struck her and then she grabbed her crotch with both hands, moving Billy's face back as she grabbed herself and just held her pussy tight. I knew what she must have been feeling. There is nothing like an orgasm and I would do almost anything at times to have one.

Jenny was really cumming hard for her first one and I had a feeling this girl was going to be wanting to do this a lot in the future. It was sort of like opening Pandora's box – the sexual lock had been opened and there was no going back to the innocent little girl she had been not 30 minutes ago. Billy and I looked at each other and smiled, then turned our attention back to his sister as she rode out the last surges of pleasure and finally collapsed on her bed, her arms to her side, a low moan escaping from her mouth.

"So Jenny," I whispered seductively in her ear, "are you ready for the next step? Tell your brother what I know you want right now. Ask him to do what you know you need him to."

Jenny looked at me, looking for just a moment like the 12 year old she was – so young and naive. Then a sly grin came to her face and she was back to her new self, the eager sexy girl ready to be fucked for the first time. Well, who better to take her virginity than her own brother? They would always have this between them for the rest of their lives. No matter who they dated later, no matter who they married, whenever they were together they would always remember this day, the day they were in bed together totally naked. They would always remember her voice as she begged him to fuck her – and he did.

"Oh Billy," she trembled as the words finally came from her, "I want you to fuck me. Fuck me like you fucked Kelly... Just fuck me dammit!"

Despite everything so far, I don't think Billy actually expected to ever really fuck his sister. He was undoubtedly sure that something would come up to stop it from happening, that there was no way his sister would ever actually say those words to him. He was biting his lip, involuntarily stroking himself as he stared at Jenny, gazing up and down her nude body. Hearing his sister begging him to fuck her had to be one of the most erotic moments he would ever experience.

Billy moved up on his sister, holding himself up over her as his cock hovered over her wet pussy. She was as ready as she ever would be and Billy was in position so I reached in and grabbed his cock with my hand. He lowered himself down to her and I guided him in to her pussy. He pushed his hips forward and pressed himself against her. She jumped just a little at the touch of his cock's head to her. I spoke to both of them, trying to help them along as best I could.

"That's it Billy, you're so hard you can push right into her but take your time, treat her gently like a lover. Now push again, it will be easier once you're in her. Lift your hips up Jenny, try to spread your legs apart and let him fuck you."

God I was so hot watching this! I could see his cock head pressing hard against her pussy, pushing it inward and then suddenly disappearing into her as her pussy lips spread apart and his cock nailed her hole. As he pushed into her suddenly he looked uncertain and then he looked at me.

"Don't worry Billy, unlike me your sister is a virgin so her hymen is still there. Push harder." Then to Jenny I softly said, "This will hurt but afterwards it will be ok. It will only be this one time so just be ready and you'll do fine."

Jenny looked a bit uncertain and then she gasped as her pussy was desecrated by her brother's cock. In that one instant he took something from her she could only offer one man in her life – her virginity. His cock ripped through her and a tear came to her eye as she bit her lip from the pain. Billy was too consumed by the feeling of her pussy wrapped tightly around his hard cock to care. He kept pushing, driving himself deeper into her tight pussy. Once he was completely in her he paused for a moment, grinding his groin into hers slowly.

I was still laying next to her head and whispered to her. "Look Jenny! Look at him between your legs. Look at him pressed against you with his cock buried deep in you. Is that feeling better now?"

Jenny nodded as she stared down her body to see her brother fucking her. Billy was slowly stroking himself in and out of her. He would only come out about half-way since she was so tight it was hard to get back in her again. As he continued I noted she began to move in sync with him, lifting her hips up as he shoved himself back into her, helping him to push even deeper into her. It was a natural instinct on her part to want him in her, to want to mate with him and take his seed.

Billy was pumping her now, his breathing was quickening and I knew he was getting close to coming. I also knew I had to do something because there was no way I wanted him to get his twelve year old sister preggo. At the same time I wanted them both to get more out of it than him just squirting on her stomach.

"OK Billy, come out of her now and put your cock in her mouth."

Billy knew what was going to happen after our last time together but Jenny was clueless. There wasn't time to explain or warn her – she would just have to learn the way I did. Billy withdrew from her and quickly kneeled next to her head. He leaned over – his hard cock wouldn't bend enough to get down to her mouth otherwise, and put his cock to her lips. Jenny looked a bit confused but at this point she wasn't going to argue so she opened her mouth and Billy quickly slipped his cock in.

Just in time! As his cock disappeared into her mouth he jerked and his first shot of cum was in her mouth. Jenny's eyes opened wide as she tasted a mouthful of salty and gooey cum in her mouth. Billy didn't have a big load in reserve after having just fucked me a little bit before so she was fortunate not to have to deal with an overflow of cum. She just held her mouth open, allowing him to squirt into her mouth onto her tongue. When he finished he pulled it back out and she shut her mouth. She didn't seem to know what to do at that point so she just swallowed his cum. I couldn't resist it anymore so I leaned over Jenny and started to suck his cock. I could taste Jenny on him still and together with his cum I loved the flavor. He was finally beginning to shrink and as he did a bit more cum would drip from his cock, letting me have a taste of it.

The three of us laid together on her bed after that. Billy was on one side of Jenny while I was on the other, each of had one leg over hers and an arm around her. My breasts were pressed against her and Billy had his cock laying on her leg. None of us said a word as we each tried to absorb what had just happened. I couldn't believe that Billy and his sister had just fucked each other, and I was there to help and watch! My god I never thought such a thing would ever happen to me for real and now here I was, laying naked in bed with two young teenagers (well, she would be shortly).

Billy must have been exhausted. It was late start with and he had fucked two girls in the past hour – not bad for a thirteen year old still in middle school! His head was leaning on Jenny's shoulder and his eyes were closed. He was sleeping!! Jenny noticed it also and she smiled at me. I laughed just a little.

"Get use to it girl, all they want is to fuck you and when it's over you would think someone turned them off. That's why girls can be so much fun. C'mon and let him rest. Let me show you how girls can have fun.

We slipped out and left him in his room. She led me to her room and I followed her, my eyes focused on her cute little bare ass as she unknowingly wiggled it as she walked. When we got in her room we sat on the bed and the two of us kissed, picking up where we left off earlier.

Mmmmmmm, I could taste Billy's cum in her mouth. She hadn't said anything about it so I figured she must have liked it. I gently pushed her onto her back and turned the opposite way. I put my head between her legs and started to lick her little pussy. God she tasted so sweet! I had never tasted a pussy this young before, the youngest being my cousin and she was seventeen at the time.

As I licked her I moved my leg over her and got into a 69 position with her except my pussy was higher than it needed to be. I lowered myself slowly down to her and I felt her hands on my ass, drawing me down to her. She'd never licked a girl before let alone where the pussy was dropping in on her. She was up to the task though. I have always contended that girls are natural pussy lickers. I mean, how can a guy have any idea how to lick a girl the way a girl know how? I can

understand why gays love their cocks being sucked by another guy since only guys know for sure how it feels to have their cock sucked.

Anyway, Jenny proved my theory and was doing a great job of licking my clit and sucking on my pussy. I couldn't believe it was her first time! It was only a few minutes later that I felt that surge in me, that twinge in my pussy as suddenly I felt like an electric shock was going through me. I was so worked up from watching the two of them that I was ready not just to cum but to cum HARD. I could feel my cum draining from my pussy onto her face as she lapped it up as best she should could. She wasn't doing so bad herself as it wasn't long before she came as well.

I reversed myself and kissed her. We both had the other's pussy cum on our faces and I think from the way she was licking my face that she enjoyed tasting herself as much as I did when I kissed her. We hugged for the longest time and then just laid together in her bed holding each other. She had her head on my breast an arm and leg over me, and I could feel her pussy rub against my hip as she subconsciously rubbed herself against me slowly. I played with her hair and ran my hand over her back, reaching down to hold her cute little ass now and then. We laid for over an hour that way, just enjoying being next to each other.

I looked over at her clock and saw it was almost midnight. I told Jenny to get Billy so we could watch the celebration on TV. The three of us gathered in the family room and sat on the couch together, one on each side of me. We were still nude and we put a blanket over us as we cuddled together and watched Regis do the countdown at Times Square. When the ball dropped we all kissed and hugged. I told them it was time for them to get to bed but Bill protested. "Oh come on Kelly, let me fuck you one more time!"

Jenny just smiled and shook her head. I figured she was probably a bit sore so there was no sense pushing her. "OK Billy, just once and quickly this time. Jenny, do you want to watch?"

Jenny nodded her head and sat cross-legged in a big stuffed chair across from the couch. Billy was ready to go, the horny little stud was fully erect once more. He was sitting on the couch, cock pointed straight up in the air, looking at me with unabashed lust.

"Ok Billy, looks like you're ready to go!" I turned around to face Jenny, my ass facing Billy. "Let me show you another way to fuck a girl."

I backed up to him and had him scoot forward on the couch. I held his dick between my legs and sat down on it. I was already pretty wet with anticipation so he slid easily into me. I just kept going until I was literally sitting on his lap, except that his cock was buried inside of me. Jenny watched it all as she rubbed herself with one hand.

"Mmmmmmm, see how easy that was Jenny once you get rid of that pesky hymen?"

I rocked on Billy's cock, changing pace at times, varying the stroke in and out of me. I took his hands and put them on my boobs and he played with them while I fucked him. He was getting better but he still could only last a few minutes. From his sudden movements and swelling in side of me I knew he was about to unload!

"Cum Billy!" I cried out, as much to Jenny as Billy. "See your brother fucking me Jenny? Oh god I can feel him cumming in me! Oh god it feels so good!"

Billy must have replenished his stock fast because he gave me a pretty good size load of cum, enough to drain out of my pussy and down onto his balls.

"Come here Jenny. See his cum dripping from me?" Jenny moved over and kneeled in front of me. I still had her brother's cock in me. "Lick it off of him Jenny, taste his cum."

Jenny quickly licked it off and then she started on the base of his cock as it stuck out from my pussy. Bill gasped at the touch as his cock was still throbbing from his orgasm. Then she moved up to my pussy, licking my clit and licking his cock and my pussy together. God it felt so wonderful!

Looking down at her I was overwhelmed at the site of this little girl licking her brother and me as we fucked. It was not something I will forget in a long time. Before long I was ready to cum myself.

"Oh my god that is so good Jenny!" I sighed. "Get ready now, I'm cumming!"

Indeed I was! My pussy gushed in her face around his cock as I orgasmed. My legs felt weak but I was able to stay in place as waves of pleasure passed through me. I don't think I could ever tire of cumming, it makes me feel like I was in another world for a few minutes. I would do almost anything for it, even fuck a boy and his sister! I lifted Jenny up and kissed her. She tasted and smelled so strongly of me! I just looked at her and marveled once again at the change in her. When I arrived she was a shy and innocent twelve year-old preteen. Now she was a sexy little girl, nude and unashamed, smelling of pussy, still tasting of her brother's cum.

When we were done I had them get dressed and I did the same. Before I put them to bed we had quite a discussion about sex. I discussed birth control and warned them not to fuck without it in the future, no matter how much they wanted to. I knew that Billy's dad was going to be sure he had condoms although he didn't know that Billy was going to be fucking his sister with them! We also discussed how important it was not to tell people what they did and how some people would get very upset if they found out.

They eventually went to bed and I fell asleep myself on the couch. I heard their car coming in though and I was awake when the parents returned. They were a bit loaded, well smashed would be the better word. He offered to drive me home but I said I would walk. It was only a few blocks and I felt safer walking than getting in the car with him driving in that condition. I was sure the next time they needed a babysitter he would make up for missing out on this chance to fuck me. Yeah, I know he said he wanted blowjobs but I wasn't going to settle for just that.

When I got home my parents had already gone to bed. I took off my clothes and fell into bed. I was now well into the new year and I lay there thinking of the past year. It had been quite a year for me!

I fell asleep wondering what lay ahead in 2005...

THE END