

Exploring the Underside

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Tali's tail twitched as she puzzled over the bit of magic she'd found on her most recent delve into the Underside. Delving the Underside wasn't precisely a safe occupation, even for a veteran adventurer such as herself. But, for the curious, there was no better occupation. The Underside was, for lack of a better word, a remnant. The logical result of an ecumenopolis in a star-spanning Republic, built on the back of magical advancement. Predictably, no one in said Republic had ever been inclined to look past the needs of their own election cycles, in order to fix infrastructure problems. So, when things had gotten bad in lower levels, the rich simply went *up*. Now, roughly the lowest 500 floors of Illumantra, the Capital planet of The Illuminated Republic of Free Planets, was colloquially known as simply 'The Underside.'

It was *not* a safe place. Oh, the top few negative floors, the entry levels of the Underside, were suitable to newbie adventurers. In truth, delving those floors was one of the few ways to get into the adventuring profession at all, on an otherwise civilized world like Illumantra. But the deeper you delved into Underside, the more likely you were to run into escaped monsters, corrupted magic, alchemically polluted wild magic zones, or the half-feral descendants of the poor and criminal who'd been so desperate that they'd tried to eke out an existence within the Underside itself.

So far as Tali knew, no one had seen the actual surface of Illumantra in generations. *Elven* generations. Occasional deep delves by high-level adventuring groups did check on the stability of key foundation stone. But the deepest of those were all sitting atop the squished ruins of older civilizations. The foundation stones were little more than magical anchors, driven down through the last fifty floors or so with a lot of effort, they used mass and gravity magic to disperse the load of the upper levels into the bedrock of the planet. As always, a brute force magical solution that had just papered over yet another infrastructure problem with yet more magic.

Of course, while it might be nothing more than a symptom of numerous problems with the system to other people, to Tali it was a treasure trove. Tali, like most of those capable of navigating to the mid-levels of the Underside, were more archeologists than they were scavengers. Oh, sometimes you did come across a fascinating gem of left behind magic. Ancient golems that beat anything on the market today, left behind because the elven archmage that had made them found them too cumbersome to bring along when the city had grown upward. Lost tomes of magic whose copies had all be wiped out by some movement or other, resulting in the recovery of useful spells long desired now that said movement was over. Relics of magic whose crafting had been lost to time or shifts in the flow of magic over eons. You *could* occasionally stumble upon things like that in the Underside.

But that wasn't what most people made their money on.

No, what Tali and others like her made the bulk of their profits off of was far more mundane. Even the 'youngest' levels of the underside were, on average, somewhere around three millenia old. The mid-levels, where Tali's expectations normally took her, ranged anywhere from four to nine millenia old. This made delving them, much to a young Tali's bemusement when she'd first realized it, *archeology*. While Tali herself was no archeologist, the people who bought her ancient gizmos, archaic magical

formulas, and early-imperial-period magical batteries, most certainly were. The more complex and fragile the things she brought back, the less likely it was working samples had been brought back in any numbers, and the more the archaeologists would pay her for them. A bizarre way to make a living, Tali thought. But, as there was never any end to the *oddties* she found in the underside, she enjoyed the work despite how bizarre it sometimes seemed.

It *probably* helped that Tali was an Eldritch Tiefling, and seriously resistant to unfriendly magic. Somehow, she suspected she'd have been attracted to the profession anyway.

That suspicion was only reinforced by the fact that she was currently puzzling over a *scroll* that she'd pulled out of the mid-levels. She should have sold it to the archaeologists. An intact magical scroll from what had to be the Warring Republics era? She'd have made enough selling it to live off of for *years*. Which...really wasn't anything new, honestly. Tali's innate resistance to unfriendly magic, and ability to eventually shrug off even what she didn't initially resist, meant she was one of the only solo delvers who regularly ventured into the deeper mid-levels. It was still risky, as her resistance didn't protect her from physically being attacked. But Tali was a high enough level adventurer that she could either fight or run from almost anything in the mid-levels. The latter being the really important bit. Most delvers had to stand their ground and fight, rather than risk running smack into a wild magic zone or dangerous magical field that they hadn't mapped yet. Tali could just gamble, if she had too, by fleeing through an unmapped area and usually come out mostly unscathed.

Frankly, she was already rich.

Which is why her condo, fairly large for Illumantra and located in the mid-levels, was filled to overflowing with random bits and bobs she'd found too interesting to sell. Admittedly, her newest acquisition was a bit odd even by the standards of her collection of bric-a-brac. Mostly because she wasn't typically foolish enough to mess with *active magic* from the underside, whatever her level of resistance. After all, casting something on or around herself would innately bypass a lot of that resistance, though she could still shrug most effects off over time, even if she was the intentional activator.

There was a reason she was poking at this scroll despite the risk, though.

Probably not a *good* reason, by most people's standards. But a reason!

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She'd found the scroll in a sex dungeon, okay? Like, an honest-to-goodness hidden room in some obviously used-to-be-rich housing! Bondage furniture, sex toys, ancient condoms! Honestly, the adorably blushy look on the archeology intern's face as she'd had to process it all had pretty much made Tali's week. And the finds had been *unusual* enough to get her a premium even without the scroll. So, she'd kept it...and was now trying to puzzle out at least a *little bit* about what it did before she tried it. She might be confident in her ability to recover from even some pretty messed up magic, but she wasn't

completely reckless. Best make sure it wasn't some sort of horrific enslavement or demon summoning spell or something.

Thankfully, so far as she could make out. That didn't seem to be the case. She was far from fully conversant in Proto-High-Imperial. But the nature of her work meant that being able to puzzle out at least a little bit of the language had been a must. So far as she could make out, this scroll *was* a summoning spell of sorts, but it was focused on material creation rather than trans-dimensional portals. The bloody thing was *complicated* as heck, to the point that she was only able to get a few high points. It seemed focused on summoning some sort of enchanted suit. If there hadn't been plenty of more mundane bondage suits among the collection, she might have thought it summoned a gimp suit or something. Instead, she suspected this was for a dominant's use. But that didn't mean she actually knew what it *did*.

Well, she was fairly certain it wouldn't be anything disastrous, at least. Possibly embarrassing if she was wrong and she ended up trussed up in bondage gear. Still, she would set a timer to send a message to a friend if that happened. Trisha would demand *compensation* of the sexy sort for helping her out of such a situation. But that was hardly a downside, really. Making her decision, Tali set about taking appropriate precautions. The message and its timer was a start, circles of protection just in case she'd gotten something very wrong were obvious. Finally, given the likely focus on this spell, she stripped down entirely.

Honestly, the nudity felt good, and she took a moment to pose for her stand mirror with a mischievous smirk on her face. Her sexy blue body was the same as always, hourglass figure, prehensile spade tail, and slit-pupil eyes the primary evidence that whatever Eldrich Outsider her ancestor had fucked at least had good taste. Seriously, she was a sexy beast. Maybe the Eldrich Outsider had been too? That would explain why her ancestor had fucked it. Assuming it had been willing, she supposed. Not like they'd been around for a few centuries now, so she couldn't exactly ask for story-time. Done with her moment of narcissism, she double checked all the protective enchantments, triple checked them just to be *sure*, then walked into the circle and pumped magic into the scroll...

Scrolls like this one were wonderful, because you didn't have to know fuck all about how the spell actually worked. That was all baked into the scroll, you just needed to add the magic for activation. Since this was a reusable version, Tali did have to provide it quite a bit of mana to power the entire spell matrix. But she had plenty to burn, so that was perfectly fine. About halfway through her reserves, the entire scroll was lit up like a lower city casino, and there was a near-audible snap as the mana condensed and spun out of Tali's control. The complex spell matrix lifted up off the page, swirling and spinning in a hover as it ran through its magical programming...and then it darted toward Tali's stomach and she had to brace herself to keep from flinching.

Interestingly, the moment it made contact with her navel, the spell matrix spread out in a rapid-motion scrawl. Red and black lines rapidly wove their way around her body from toenails to fingertips, only her head from mid-neck up being spared coverage. She waited with a bit of trepidation as the magic paused for a moment, then pulsed a dozen rapid strobes of light that forced her to close her eyes. For a few disoriented moments her entire body felt cold and wet...and then the magic died down. She could feel that it had left a full body covering of some sort behind, but it took another minute of rapid blinking to clear her vision enough to examine the result.

When her vision finally cleared and she saw said result, she was intrigued. Her entire body was covered in the shiny surface of black latex, shot through with red lines. Or, well, some magical fuckery that *looked* like the result of being dipped in liquid latex, at least. It couldn't actually *be* latex, since she could still feel the air in the room moving against her skin. Not to mention that, while there was a very slight resistance when she moved, it wasn't nearly as great as it would have been with a true latex material. Instead, the material seemed to *flow* with her, even with her twitching tail, which had gotten coated just like every other centimeter of skin below the neck.

After a quick set of double checks to make sure none of her warnings about sketchy magic had tripped, Tali was quick to deactivate the safety measures and move over to the full-length stand mirror she'd been looking into earlier. What she saw staring back at her was...fucking hot, honestly. The pseudo-latex of the suit wasn't just skintight, it was essentially painted on with lewd precision. Her nipples, hard from the cool air of her condo, were visible in explicit detail. As was every crease and fold of her pussy. In fact, given what she was feeling from said bits...

Her hand dipped down in curiosity, driven by the feel that her *insides* had been coated in a similar way to her outsides. She moaned as she first tried to test the theory, her very first touch causing her to realize that the suit was *amplifying* sensations from already sensitive bits. Biting her lip, she pressed on through the sea of amplified sensation to sink a finger in her sex. The material gave way with a sensation that *proved* it wasn't any sort of actual latex, as it was somehow just a little wet and gooey, without leaving any residue. Even the sensation of that single finger penetrating her pussy was incredible, her ability to focus not at all helped by the extremely arousing realization that she'd been right. Somehow, the magical suit had flooded *inside* her sex at the moment of activation. The internals of her pussy had been just as coated as everything else, with only the weird pseudo-wetness of the material preventing that from being *extremely* uncomfortable.

Shuddering as she forced herself to pull back after only a couple of exploratory finger pumps, Tali quickly checked her other entrance, discovering the same truth there. Well, she could worry about what that meant later. For now, there was still one thing left to check. Specifically, the mental set of controls she had been feeling the presence of since the magic finished its work. It was a pretty standard magical interface, albeit a very old version that had no visual component. That lack meant she had no idea what any of the mental 'buttons' did, and could only prod them blindly, hoping for the best.

The result of the first one was simultaneously interesting and disappointing. The suit *flowed* when she activated it, and within just a few seconds her nipples and pussy had been smoothed away by an additional layer of material. The result was an attractive, but not fully lewd, catsuit. Tali wasn't quite sure if it was hot or disappointing that a quick investigation determined that she couldn't feel anything at all through the heavier covering. Situational, she supposed. Thankfully, using the same mental trigger again reverted the change, so it at least it hadn't been intended as some sort of timed chastity system or something. Or, well, at least not on its own. There were still other controls.

Speaking of, she felt out the second and was startled to discover it was a sort of slider. Giving it a mental tug resulted in the catsuit splitting from just below her neckline, slowly revealing more and more cleavage as she moved the slider. At its maximum, it only revealed to just above her public mound, so no flashing her naked pussy. But it was still an interesting feature. Quickly reversing it, she moved onto the third control.

The moment she activated control three, her eyes bulged and she gasped. On activation it had caused a 3-inch phallus to erupt from just above her pussy and she *felt* each inch emerge from the suit, as if a cock she certainly didn't have was pulling out from a virgin-tight pussy. She shuddered and gaped at the new addition, reaching for it...before frowning at the realization that the control she was still mentally touching was *also* a slider. Carefully easing it forward, she shuddered again, panting as the fake-phallus slowly grew from 3-inches to 12! It took her long moments to clear the fog of pleasure, only to find that at some point she'd grabbed hold of the oversized cock with both hands. She could *feel* those hands around her...magical cock?

Slowly, carefully, she began to play with the *incredibly* sensitive prick. Slow and careful rapidly shifted to frantic and panting as the sensations overwhelmed her, her hips thrusting in an instinct she didn't know she *had*. She practically whited out when she crested over a peak far more *focused* than anything she'd felt from a female orgasm, intense pulses of pleasure radiating from just her cock. To her brain's numb shock, some sort of discharge fired from the tip of the cock, though it was black like the suit instead of properly white like cum. It, she vaguely realized as she leaned against the mirror, must have been conjured via mana. It was slowly vanishing, even as she watched, and a sluggish mental check showed she'd lost a bit more magic. Okay. That...that had been *something*. And she was only halfway through the controls so far. When the very next option startled her by popping out prehensile tendrils under her control, she smiled.

"Oh yes, I can work with this..."

Tali had been tempted to target Trisha for some fun with her new suit. Unfortunately, she still technically didn't know how to get the suit *off*, and she might just need Trisha's help for that. Considering her complicated relationship with her fellow switch, Tali had decided there were better targets. One of which she knew where to find today, at it happened. Vivi was technically a delver, but she was of the more academic sort, and was actively pursuing an archaeology degree to go along with her delving. Which meant, conveniently enough, that Tali knew she'd be returning from the university campus where she studied...and Tali had a key to her apartment.

Vivi might not be interested in a serious relationship while she was already splitting her time between studies and delving, but the waifish half-elf had a strong enough sex drive to match any three average people. Suffice it to say, she was cheerfully willing to sleep around, and had given a few of the more trustworthy members of her booty call list keys. In part, it had to be said, that was because the adorable blonde was a hard sub, who enjoyed the occasional friendly ambush. So long as the people involved respected safe words. Which was something Vivi assessed before ever giving out one of her keys.

In short, she was the perfect target for Tali to play evil ambush villainess with.

She'd taken the time to set the scene a bit, using a few simple illusions to make the interior of Vivi's condo look more like a slice of the Underside. It wasn't perfect by any means, but with a few tweaks to the lighting to cover up the discrepancies a bit, it was good enough set dressing. Waiting in ambush behind the door had been a bit annoying, since she couldn't be sure *exactly* when Vivi would return, but Tali had used the time well to keep familiarizing herself with controlling the suit's tendrils.

She suspected, if not for being so used to controlling her tail, that it would have taken a lot more metal adjustment. As it was, it was merely a matter of how *many* she could control, rather than the level of fine control she could manage. She'd managed to get the number up to half a dozen by the time the door opened and Vivi waltzed in, only to stop and blink in surprise at the scene Tali had set.

“Wha-?”

That was as much as the half-elf got out before Tali pounced. She sent two tendrils darting for Vivi's wrists, wrapping around them and dragging them above her head. Ignoring the half-elf's startled yelp, Tali sent a third to curl *gently* around Vivi's neck, then stepped up behind her and whispered in her ear.

“Hello, play toy, I've got something fun for you today. Whether you like it or not...”

The last bit was a lie, of course. Calling Vivi a 'play toy' was a safety check. One that let her know who was behind her and gave her a chance to 'nope' out via a safe word. Thankfully for Tali's fun, Vivi's tension completely evaporated at the identification of her 'attacker.' Instead of using her safe word, she played along. Tugging at the tendrils with half-hearted strength, the blonde managed to put a decent quaver in her voice as she spoke.

“W-what are you going to do with me! H-how did you get me down into the *Underside!*”

Tali grinned, but hid it in her voice by injecting it with an ominous purr.

“Oh, sweetie. You never left. You've been trapped in her so, so long. Just a little plaything I let believe managed to escape me. Until I decide to play again, and again, and again. What's a little memory wipe, between a toy and her mistress~?”

Vivi, much to Tali's excitement and amusement, shuddered in a way that most *definitely* wasn't fear. She somehow managed to turn her giggle at Vivi practically panting for it already into a dark chuckle, and shifted the tendrils she was using. The pair holding the blonde's hands above her head merged into a single thicker tendril, easier to control but just as strong as the pair had been separately. The one around her neck tightened into a leash, then sort of quasi-locked itself into that form, a trick she'd figured out while exploring the rest of the suit's controls.

With her focus mostly freed up, two new tendrils split from the suit, creeping around the half-elf's shuddering sides, zeroing in on her pert breasts. The waifish elf wasn't all that big up top, a smaller B cup at best. But they made up for any lack of heft by being *extremely* sensitive, and Vivi moaned as the tendrils spiraled around them and tightened down. Now lightly compressed by the tendrils, Tali focused on using them to push and pull, compressed farther and then releasing, effectively groping and molding the sensitive flesh. The tips of the tendrils teased the girl's nipples, even as Tali activated her mage-sight for brief moments and double-checked the half-elf's clothing. Non-magical. Or, well, nothing more than easily replaced self-cleaning charms, at least.

Satisfied she wasn't doing something that couldn't be fixed with a basic mending spell and reapplication of standard comfort charms, Tali sent a third tendril crawling over the shuddering blonde's shoulder. This one was thicker, stronger, with just a little bit of an edge to it. She sent it slithering down into Vivi's cleavage...then used it to abruptly *rip* the half-elf's shirt in two. The action got a throaty cry of surprise, mixed with delight at the roughness Tali was amused to note, from her 'victim.' Smirking, she

withdrew that tendril and replaced it with two more, both given the simple task to snake down Vivi's body and roughly pull the legs apart.

Enjoying the aroused whimper she got in response, Tali focused on a far more familiar action, sending her tail snaking forward to use its suit-covered tip to dig into the crotch of Vivi's pants. The rather *wet* crotch, she noticed with pleasure. This was working out nicely! Tali's tail was far stronger than most people realized, and she used it ruthlessly now to firmly rub Vivi's dripping pussy through the layers of cloth. There was no hiding the fact that the half-elf was blatantly moaning now, and Tali decided it was past time for a more personal touch. Shifting the tendrils around Vivi's tits to slither lower down, working their way under jeans and panties, she stepped forward and replaced them with her own hands. Those hands were still covered in the suit, of course, but she could feel perfectly fine through it as she pinched and rolled her victim's nipples.

A minute later, the tendrils had squirmed their way fully under Vivi's remaining clothing, and there was another *rip* sound as Tali used them to violently strip her victim. Now naked and helpless, Tali used her tendrils to lift the squirming, moaning girl and carry her into her bedroom. Throwing her on her bed face-down and ass up, using one tendril to bind her arms behind her back and two others to hold her legs open, Tali smirked. The half-elf wasn't just *dripping*, she was *flooding*, the entire scenario obviously pushing all of the submissive girl's buttons. Well, it had been pushing Tali's too, and she wanted some of her own back. As well as a chance to test a certain feature of the suit. First, though...better get Vivi off once or twice. She suspected, given how potent the sensory amplification of the suit was, that she would come a bit unglued once she summoned up its cock-feature and put it to use.

With that in mind, Tali summoned up two more tendrils and carefully focused. Shaping them was something she could do, as evidenced by the leash-tendril still around Vivi's neck. But it still took her a bit of mental effort. Still, they seem predisposed toward the phallic shapes she wanted, and she grinned as she soon had tentacles shaped into 6-inch dildos at the ends. She hit one of them with a quick lube spell and sent it snaking to prod at Vivi's backdoor, getting a moan-whimper as it began to carefully nudge. She leaned over the girl and whispered into her ear.

"I think I'll take this first. Fill it to the brim...then fill each of your other holes. Then the fun will *really* start and isn't going to stop until you pass out~. Possibly more than once..."

Any attempt by Vivi to speak was cut off, shifting to a wanton moan as the prodding tentacle abruptly turned aggressive, spearing into the helpless half-elf's ass. Once fully embedded, Tali gave the girl only moments to adjust before changing the shape of that tentacle again, this time thickening it slowly until there was a tiny whimper of discomfort from the blonde. Backing off just slightly from that size, Tali slowly started it thrusting, even as she reached down with suit-covered fingers to gently caress puffy, swollen lower lips that were practically begging to be *violated*. Timing the action to match one in-thrust from the tentacle, Tali buried two fingers roughly in that sodden sex. The reaction was instant, Vivi arching and writhing uselessly against her bonds as she peaked *hard*.

Smirking, Tali didn't let up, thrusting brutally with her fingers and tentacle both to extend that climax for a good thirty seconds before she paused. Even then, the pause lasted for barely 10 seconds more as the second phallus lined up...and plunged home in the still-spasming pussy her fingers had just left. Vivi howled, a second climax rapidly chasing the first, even as Tali focused inward and summoned

up the control to grow her suit-cock. It activated and she moaned quietly as it grew, the sensation extending as she pushed the slider out until she had 10 inch shaft thicker than either of those plundering her friend already.

Vivi got a small break a moment later, as Tali withdrew the pussy-spearing tentacle. But that break lasted only long enough for Tali to mentally pull back on the leash-tendrils that were still wrapped around Vivi's neck. Two more shot out to grab the blonde's shoulders, helping support her as she was lifted up off the bed, forced to look straight forward...just in time for the phallic tentacle covered in her own cum to press against her lips. Surprised out of her daze, Vivi parted her lips on instinct, and Tali took full advantage to shove that phallus into her mouth. Vivi gagged, but swallowed like a champ a moment later, ending up with several inches of cock down her throat.

A moment's thought shifted that tentacle, giving it airways so it could throat-fuck her properly without Tali having to worry about the blonde passing out. Well, not for lack of air, anyway. She solidified and 'locked' the construct that way, pretty sure she'd soon be too delirious herself to safely maintain it otherwise. Setting it into motion, she lined up her cock on Vivi's pussy, pulling the girl toward the edge of the bed to get it just right. She stilled the anal toy, just so that Vivi would properly process the much larger cock about to stuff her, bring the whole length to rest against the waifish elf's outer lips with a grin. A grin that only grew wider as the girl whimpered and tried to hump it. Clearly, Vivi approved. Of course, even that small contact was threatening to embarrass Tali by making *her* moan like a whore. Better give herself an excuse...

With that thought in mind she drew back, lined up properly, and began to slowly press her suit-cock into the delightfully-tight pussy in front of her. Without having been pre-fucked by the tentacle, she thought it might actually have been *too* tight to fit her new cock, as it stretched to accommodate her girth. Doubly so given how she could feel the currently-still tentacle buried in her friend's ass. Tali managed, somehow to hold in her moans down, despite the intense sensations as she buried herself fully to the hilt, the last two inches requiring her to shimmy and shift to work them slowly into the whimpering, squirming half-elf. Despite her size, Vivi liked them big, but *because* of her size, 10-inches was something of a monster. Slowly, with only a few slips and half moans, Tali managed to get it all in. She rested for long moments, trying to get herself under control just as much as giving Vivi a chance to adjust.

Then she began to thrust.

She started slow, leaving the anal tentacle alone for now but resuming the throat fucking with the other, which had also stilled at some point in her attempt to get her cock fully in her helpless friend. After a half dozen agonizingly slow thrusts that had her and Vivi both desperate for more, she started the motion of the anal tentacle up again, working it in counter rhythm to her thrusts into the blonde's pussy. Out as she went in and in as she went out. Vivi began to thrash and moan, almost there already, even as Tali panted from the overload of sensations as the new moving anal tentacle pressed on her *inside* Vivi, through stretched-thin inner walls. Raggedly, she increased her pace, no longer able to perfectly control all the thrusting. The careful patterned dissolved into a chaotic stream of discordant but powerful thrusts, building, building...building...

Then *crashing* through Tali as Vivi came, the feel of that tight pussy clenching down was too much, far too much. Tali wasn't so much nudged over the edge as she was sent howling over it at

lightspeed, vision filling with spots as she struggled not to pass out from the pleasure as her hips bucked, suit-cock cumming in powerful bursts. Each burst sent a new ripple of potent mind-bending pleasure through both of them, Vivi cumming a second time nearly undoing them both as Tali came within a hairsbreadth of passing out. Holding onto consciousness by a thread, she released all the tendrils but the leash, and collapsed forward onto Vivi. Cock still buried in that tight pussy, it took her several long minutes to regain her focus...only to discover that Vivi had passed out completely.

Well. That wouldn't do. After all, she still needed to know what Vivi's mouth and ass felt like. And it would be so much more fun to face-fuck her with her suit-cock still fresh with Vivi's cum. In a moment or two Tali was sure she could muster a rejuvenation spell to give them both a stamina boost. Then she could start again. For now, she'd just enjoy the feel of that pussy, still fluttering with little aftershocks, wrapped around her cock...

She was *never* giving this suit up. Even if that meant she had to learn High Imperial properly to recreate the scroll when it began to degrade!

<<The End>>