



MEN Proud and Pretty

Men. Pretty and Proud.

by Cooper Kadee



Another shell. This one closer. The shock wave knocked all four of them off their feet, and they threw their arms over their heads as dirt and stone rained down on them. "Move," Captain Stone Port shouted, though he couldn't even hear his own voice over the screeching of the drones that circled overhead.

Holstering his blaster, he bear crawled to a low stone structure built into the side of a nearby cliff face. He didn't need to glance backward to know his men followed. They were well trained.

Clambering through a narrow opening in the concrete wall, Stone found himself in a small, damp space with a dirt floor, and he immediately popped to his feet and began to help his men pile in through the opening even while activating his wrist communicator and shouting, "Stone to Isis. Stone to Isis. Request immediate evacuation!"

The men tumbled in--one, two. Three. Heavy gunner Killick F'ar, a huge Neolite from the heavy gravity planet of Supratine arrived and tried, getting only an arm in before he and the captain could plainly see there was no way he could fit into the space.

"Evasive protocols, Killick. Stay strong."

"Yes, Captain," Killick said impassively, blinking once and then rushing off into the desert and out of view.

"Stone to Isis. Stone to Isis," The captain repeated into his communicator while scanning the scene. "Where is the rest of the team?"

"Dead," Doc Dander said bitterly. "All dead."

"Dead? No. We must have been separated. They're probably..."

"Dead," Doc repeated. "I saw them get taken out."

"I'll confirm that," Britain Carrier said. "One of those flame snares. All burned to death."

"Stone to Isis. Stone to Isis."

"It's no use," Garret Braidlew said a slight quaver in his voice. "They're jamming everything. One of these shells will find us soon. We're doomed."

"Lieutenant, I am going to forget you just said that because I respect you as a soldier and a man, and I know as such you do not recognize despair or defeat as even possible."

The room was silent. "Thank you, Captain," Garret said quietly, regaining his composure.

"Police the area," Stone said, then continued trying to reach the ship.

"You're bleeding," Doc said. "Your leg caught some shrapnel."

"I'm fine."

"You won't be if that gets infected."

"Take care of it, then."

"I'll do what I can."

"Stone to Isis. Stone to Isis."

Britain and Garret made a careful search of the small space in which the men found themselves. On one wall was a small, dry basin and a chute of some sort. The back wall was plain stone but lined with narrow bars made of some sort of alien alloy.

"Hmmmnnn," Britain said. "It almost looks like..."

"What?" Captain Stone said looking out through the slit in the wall.

"A cage."

"Well, it can't be that because..." But then he noticed--the shelling had stopped. The screeching of the drones that had been circling over their heads since they'd been ambushed had ceased. In fact, it was all very quiet. He glanced back. Saw the bars and the basin and chute, and he knew without a doubt that Britain was right. They had been pushed right into a cage. "Let's vamoose," Stone said, but even as the words left his lips the narrow slit, they entered through slide closed, and the wall behind the bars dropped even as they all heard a soft hissing as the air filled with gas.

Stone held his breath and pulled out his blaster, his eyes stinging. He fired at the bars, but it seemed to have no effect.

Behind the wall he saw what looked like a laboratory and three tall, gorgeous women who stood holding clipboards and watching curiously as he and his men fired at the bars. The women wore lab coats--one red, one green, one blue.

"They are very aggressive creatures," Blue said.

"Yes," Red answered.

"They should prove interesting," Green said.

"Yes. Most interesting," Blue said.

"We have had these creatures for the circus before?" Red said.

"Yes," Blue answered. "But long ago. I believe the ratings will be excellent."

Stone turned and fired at the small stone slit they had crawled through. His vision was getting darker as he struggled to stay calm and keep from breathing. Nothing. The impact of his blaster seemed to be absorbed and dissipated by the strange stone.

He turned and looked to see his men had all collapsed. He looked at the women, his eyes burning with defiance and determination, carefully taking in every detail he could gather about them and the lab behind them.

"He seems the strongest of them," Red said.

"Yes. Probably their leader. They are a defeminated species," Green said. "Devolved to a state of male dominance built on perceptions of physical prowess."

Stone, his lungs burning, feeling he had gathered all of the information he could about their captors, opened his mouth and shouted, "I am Captain Stone Port of the Starship Isis, and I demand the immediate release of" He stumbled and fell to his knees, "I demand..." and then his vision blurred, and he fainted.

"Oh my! He's so cute," Red said.

"I demand you release me," Green said lowering her voice and imitating Stone's flat tones.

The three women laughed and then went to work.

Porter woke to the throbbing pain in his left calf. He moaned and sat up only to immediately feel his head spin and then lay back down. "Oh hell."

"He's waking up," he heard someone--Doc?--say, and then he was sure it was Doc putting a hand on his shoulder and pushing him back as he tried to sit up.

"Just rest. You lost a fair amount of blood."

"Situation?"

Britain, second in command, crawled over and said, "Still being held in the cell. No word from our captors."

"What about?" He reached over and felt his bare wrist---

"They took all of our belongings while we were unconscious."

"Thirsty," Porter said.

"There's water," Britain said. "In the basin, but nothing to carry it in."

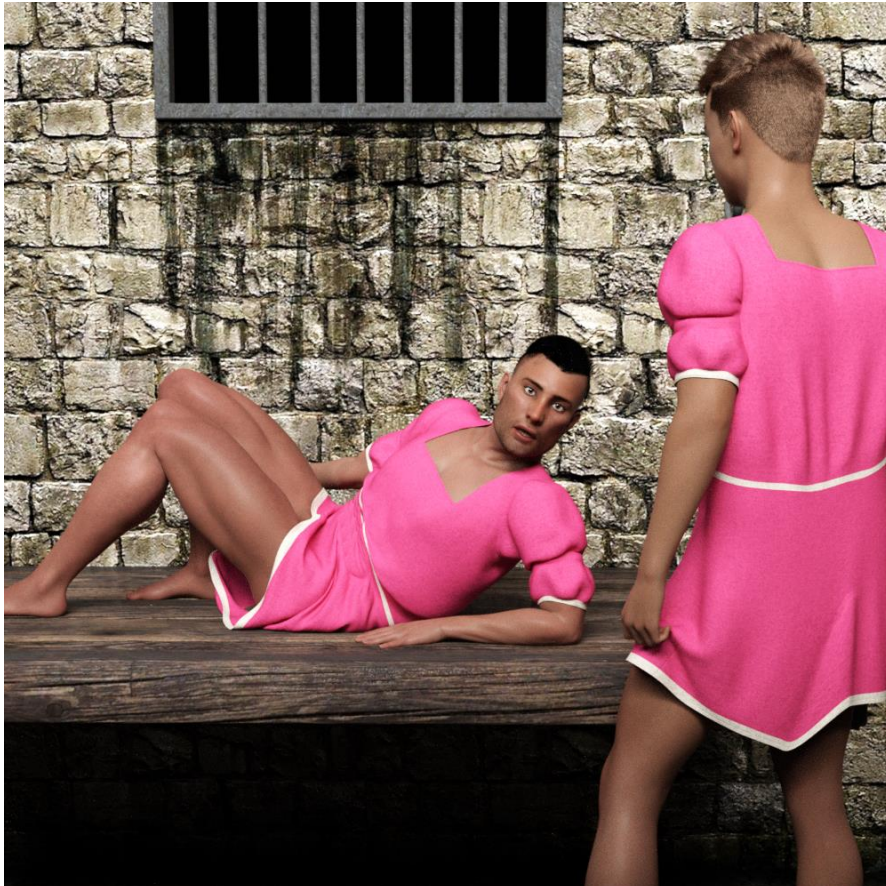
"Help me over there."

"Yes," Doc said. "He needs hydration."

Doc and Britain each took an arm, helped Porter to his feet and then half carried him over to the basin, where he cupped his hands and sipped, then gulped the water. It was cold and clean, and he felt it dribble down his chin, and once he felt satisfied, he cupped some more water and splashed it into his face and then said, "lean me up against the wall."

"Sure."

They did, and when Porter looked at his men, his eyes went wide and he said, "What the hell?"



They all wore what looked like dresses-- short little mini-dresses with puffy sleeves and white trim. Glancing down at himself, he realized he was wearing the same thing. He'd been so dazed he hadn't even noticed.

"This is how they dressed us," Britain said, keeping his face blank, almost managing to hide his embarrassment.

Porter felt ridiculous looking at the men--the hems of their skirts coming down to just above mid-thigh, the puffy sleeves ridiculously feminine. He had an impulse to reach down and tug at his skirt to try and cover up his bare legs, but he resisted. "Any good news?"

"We have food."

Garret waved his hand beneath the chute and a pellet popped out, which he caught and tossed to Porter, who caught it in his own hand. "Any good?"

"What do you think?"

Porter popped the pellet in his mouth and chewed--it had the taste and texture of gravel. "Better than service rations."

Laughs.

Time passed. No one could tell how long. The cell was lit. All the time. They examined the bars and the wall, tried to find a weakness, a way to escape, found nothing. Porter, finding it hard to stand for long on his gimpy leg, found a sharp stone and started digging at the base of one of the bars, trying to find a way to dig deep enough to loosen it.

They ate. Drank. Relieved themselves in a hole in the ground in the corner, squatting over the hole, hiking up the skirts of their dresses while they did their business. Porter had wiggled out of his at one point, but the cell was cold--very cold--and he soon realized that the tight little dress had some sort of high tech warming system, and that without it he would freeze to death, so he ruefully slipped his dress back on and resigned himself to wearing it for the time being.

His leg was infected. Doc said if it wasn't treated soon, he would probably lose it.

Finally, the lab door slid open and the three women they'd seen when they'd first been captured appeared, still in red, green and blue.

"I am Captain Stone Porter of the starship Isis, and I demand you release us in accordance with the terms established in the international treaty of.."

"We cannot hear you," Red said, calmly.

"You are in a soundproof cage," Green affirmed.

"Our voices are carried to you using electronic means." Blue added.

Porter stopped talking. He stood there in his little dress, keeping his mind calm as he had been trained to do, looking at their enemy, calculating.

"Your species interests us," Red said. "We have decided to breed you."

"Since," Blue continued, "none of you is the child-bearing member of your species, we will turn two of you into females."

The men looked at each other, suddenly feeling more self-conscious about the dresses they wore, but dubious at the same time.

"Because your species is built on defeminized physical competition between males, we will allow you to fight each other for the opportunity to remain male."

"You will be paired off, and you will fight. The males who dominate and successfully inject this into their counter parts' bellies, will remain males. The losers will become the female mates of the males who conquered them." She held up a large, metallic syringe with a thick, glistening needle.

"The females will be optimized for fertility as well as to please their mates. These are the parameters of the females." A panel in the wall slid down and two curvy rotating figures appeared-- bodies like girly magazine models with large breasts, small waists, wide hips and long legs.

The four men immediately started yelling questions, pounding on the bars, the glass behind the bars that separated them from the women, but the three turned and walked calmly from the room, leaving them to look each other curiously.

"What the fuck was that about?" Garret said.

"It sounds insane," Britain said.

"Is it possible, Doc?" Porter asked.

"Not by our science, but you know we've seen some advanced civilizations over the years. It seems feasible to me that a species could have developed such technology."

"But why?"

"There's not enough information for us to speculate in a meaningful way as to their motives," Porter said. "But if we assume that, in fact, everything Red said is true, then the good news is we will have a chance to escape when they remove us from this cage."

The three men listened.

"Let's remember that the Isis, as far as we know, is still in orbit around the planet. They will be looking to find and extricate any survivors."

"Unless they've been captured, too."

"I don't think they have. There are women on the Isis, and had they captured any of them this little breeding experiment of theirs wouldn't require a sex change on any of our parts."

"Yes," Doc said. "Yes. That's true."

"Or at least likely," Britain said, always careful to choose words with precision.

"I just can't imagine myself as a woman," Garret murmured.

"None of us is going to be turned into a woman," Porter said. "We're going to escape from this crackpot planet, and then we'll come back with some heavy cruisers and bomb these nutty dames back to wherever the hell they came from."

"I wonder who they are going pair against who?" Garret murmured, sizing the other men up.

All three found themselves looking at Porter, at the purple, infected wound on his bare calf. Porter realized what they were all thinking and smiled. "Even hurt, I can take any of you, and don't you forget it."

"Of course, Captain," Garret said with a little smile. "I wouldn't want to fight you, hurt or not. Now Doc is another story."

"Yeah?" Doc said.

"Yeah." Garret walked over and glared down at Doc. Taller, bigger, Garret looked like he was much stronger, more powerful. Doc stared right back, though, unintimidated. He'd spent years studying advanced martial arts and had taken down many slow moving lunks.



"I think you'd make a real nice little wife for me," Garret said, his voice a growl. "I can see you in the kitchen baking up a batch of cookies."

"Keep dreaming," Doc said. "If we end up fighting, you're the one whose gonna be sporting a pair of tits as big as Planerian melons."

Britain shook his head and got some water, some food. He sat in the corner and closed his eyes. He'd let them screw around, talking trash. He wanted to rest and build his strength

because one thing he was sure of was that if they didn't escape, and they did end up having to fight to save their balls, when the dust settled, he would be one of the men. He was damn sure of that much--no matter who they paired him against. Britain had a fiancé waiting for him. Cassie. She was gorgeous, sweet, the love of his life. There was no way he was going back to her as a girl. None.

On the bridge of the Isis, the crew watched the whole scene play out. The aliens had been able to hack into the Isis tech, and all the screens on the ship had shown the capture of the men, their waking up, and then the three women, announcing the battle for manhood. When the women walked out, the feed continued for a time as the four men argued, and then a strong, female voice had said, "We will now return to our regularly scheduled programming."

"Are they serious?" First lieutenant Jason Judge said, sitting in the captain's chair, running through the scene.

"The women believe every word they are saying," Isla Down said, watching the screen as some sort of show played. Isla was a Nune, a race of people known for their extraordinary sensitivity to others physical, mental and spiritual energies.

Judge glanced over at her and let his eyes just briefly caress her full breasts and firm, round ass, all squeezed into a tiny little red dress--- official uniform of the Planetary Alliance. "So, they really intend to have this contest?"

"And turn two of our crewmen into women. Yes."

The bridge was silent, though Judge could feel the tension. Everyone wanted to talk about what was happening, what they were seeing, their captain and fellow crewmen captured,

put into dresses, and now this... but they were disciplined, kept focused on their tasks, and kept the chatter for the canteen.

"We have to secure our vessel. First priority remains reclaiming control of our systems. I want tactical to continue working on rescue scenarios, and let's drill for possible boarding attempts on the part of the enemy."

No one responded. "You have orders!" Judge bellowed.

The crew snapped out of their glassy-eyed state as they all shouted, "Yes, Lieutenant."

Back on the planet, the lights in the cell went out. A voice sounded over the loudspeaker. "Sleep. In eight hours, you fight."

The four settled onto the floor. The screen that had appeared stayed lit, filling the room with soft cathode rays as the twin images of females spun, their wide hips and full breasts, narrow waists, like cartoon women. Each of the four men found himself looking at the images, closing their eyes, wondering what it would be like to find himself with a body like that--those big, heavy breasts, long legs, an empty space between his legs.

Captain Port thought about it, and the thought terrified him. He saw himself in one of those tight, little female uniforms, his breasts straining against the thin fabric. The Planetary Alliance had no female captains, no females at the top of any chain of command. Some of the members of the alliance were more ancient and tribal, by Earth standards backward and tradition bound. Despite angry protests from women on Earth, Betafine, Quailine and other progressive planets, it was finally decided that in the interest of the greater good, all the planets would abide by the male only dictums, a decision made necessary by the appearance of the aggressive Cyber-mites and the threat they'd posed to all the humanoid planets in the known galaxy.

Had Captain Port cared? Not much. But now? Loss of manhood would mean not just loss of his sex, his physical identity, but in all likelihood loss of his position as captain of the Isis, a position he'd dedicated his entire life to securing.

He couldn't let that happen. Wouldn't. He had no doubt he could beat any of the three in the room in hand-to-hand combat--healthy. But his leg throbbed, and he was feeling chilled and getting sweats. And anyway, what would it do to the perceptions of him if he turned one of his own men into a woman? It was a lose-lose proposition for all of them. There had to be a way out.

Garret looked at the spinning images, and he felt sick. Memories ...memories... shit he had done to women and laughed about... cumming in their faces... pinching their nipples and twisting them until they screamed... in high school he'd slipped a girl some Tyli and taken her while she slept, then posted pictures of her naked on the Cloudnet. He'd spit on, abused, humiliated them. And as far as he was concerned, they'd all had it coming.

But now? What if? What if this nightmare was real and he found himself one of the them? He looked at the images, the huge tits, the fuck me asses, and he felt sick. No. Never. He could never become one of them--so stupid and weak and so easy to shit on. Whoever he was paired against was in BIG trouble because he would go all out to beat the other man down and jam that needle right into his gut. Turn Britain or Doc into his bitch.

That thought made him smile. He imagined Doc on his back, huge tits, eyes wide with fear, begging in a soft slutty voice--don't, don't don't... and Garret would thrust right into the dumb little bitch and fuck her silly while she cried for her lost manhood. He laughed out loud.

"What's so funny?" Britain said from across the room.

"I was just thinking about you as a hot little bitch," Garret answered.

"Maybe I should come over there and kick your ass right now," Britain said.

"Knock it off," Porter said. "Everybody get to sleep. We need to be ready to make a break for it tomorrow."

The room went silent. Captain Porter closed his eyes, and the image of himself as a woman on all fours while Garret took him flittered through his mind. He pushed it away, disgusted and annoyed. His leg kept throbbing. He didn't sleep for what seemed like hours, then he heard a hissing noise as the chamber again filled with gas, and he breathed it in, grateful for the rest it would bring him.

II

Captain Stone Port looked at his men. They were all wearing what looked like bikinis--they were made of some kind of shiny, metallic substance, and each of them had a different bright, flowery color-- Garret in rose red, Doc in yellow, Britain in purple, and the captain himself in electric pink. He was sweating, cold-- feverish, and he could barely put any weight on his wounded leg. They were gathered in a small holding cell, and he could hear the roar of what sounded like a large crowd outside the door.

This was it. They'd been brought here to fight. It was happening. "Maybe we don't have to play this game by their rules."

"Captain?"

"We refuse to fight. Simple as that. Face whatever consequences they may impose."

The three men looked at him, sweating, flush. "Is that an order?"

"Yes," he said. "An order. We do not fight each other for their sport. Their amusement. Agreed?"

"Agreed."

The door slid open. Two huge, burly women grabbed Britain and Port, and they were led out into the middle of an immense arena. Looking up, Porter could barely see the top rows, and the people up there looked like tiny specks. A mass of faces looked down at the two of them, tiny in the huge space as the woman walked away. He saw racks of weapons, and there in an elaborate marble stand shaped like a butterfly, was the SYRINGE.

"And now, you will battle for your manhood."

The crowd roared, but the two men just stood there and gradually the cheers and clapping died away and the arena grew silent.

"I am Captain Stone Port of the Starship Isis," Port yelled, "and we refuse to fight for your amusement. We will not raise arms against each other." The crowd erupted in boos and catcalls.

"Just like a man," someone yelled.

"Fight or we will destroy your vessel and everyone on board."

"If you could, you would have already."

There was a crackling noise, and then the voice of Judge filled the stadium. "Captain. This is Lieutenant Judge acting captain of the starship Isis. The enemy has taken control of all our computer systems, and they have supercharged the engines, raising them to dangerous levels of production while closing all exhaust ports. "

"The engines will explode," Captain Port said.

"Yes."

"Now fight," the MC called. "Fight to save your ship."

Port looked at Britain. "We have to do this."

"Yes, Captain."

Port stepped forward and reached out. Britain met his grip. As they stood close together, shaking hands, Port leaned in and said, "It pains me to do this, Britain, but in the best interest of the ship and our crew's best chance to survival, I am ordering you to stand down."

"Captain?"

"Let me win."

"Sir, I..."

"It's asking a lot. I know. But when you joined the PA, you vowed to make any sacrifice, even your life."

"So did you."

"It's an order."

Britain took a breath. Nodded. "Yes, captain."

"Good man," Port said, immediately regretting his choice of words.

"Not for long," Britain said.

"Let's give them a show."

Each of the men went and got weapons. They were all manner of tools to capture or ensnare an enemy--nets, bolos, ropes and whips. The two put on a pretty good show, striking, throwing, occasionally landing body blows. Even the limited sparring taxed the feverish, wounded Port, and he was soon having trouble standing, his hard, muscular body glistening with sweat. "Now," he hissed, throwing the bolo at Britain's legs.

Britain let the throw take him down, pretended to be dazed and stunned. Captain Port stumbled over to the marble status, grabbed the huge, glistening syringe. As he lifted it into the air the crowd cheered, and he stumbled over to Britain, dropping to his knees next to the other man. He raised the syringe and prepared to plunge it into Britain's belly as the crowd reached a frenzy. "I'm sorry," he said to Britain.

"Me, too," Britain answered, slamming his fist into the side of Port's head and sending him crashing to the sand.

Port found himself on his back, stunned and delirious, and as he struggled to get to his feet, Britain leapt onto him and knocked him back down, straddling the other man and pounding his fists into Port's belly, knocking the wind out of him and leaving him helpless. "Stand down," Port hissed.

Britain raised the syringe in the air, the needle catching a ray of light from the stadium roof and flaring. "Sorry, Captain, but I'm not going to be your woman."

"I order you..."

Britain hesitated, the weight of what he was about to do sinking in for a second. "Pen-e-trate... pen-e-trate... penetrate..." the crowd chanted. "Penetrate."

"You'll be court marshaled," Port gasped. "Prison."

Britain held the syringe up, wavering. "But... I don't..."

"Give it to me," Port said, reaching toward the syringe. "Give it to me."

"Okay," Britain said, and then plunged the syringe right into Port's belly button.

"No!" Port screamed as the pain shot through his body. "No!"

Britain pushed down on the syringe, pumping the fluid into Port's belly. The captain bucked as the fluid filled him, burning like fire, and he found himself thrusting his hips up into the air, screaming, "Oh God... Oh God... Oh God.... No....no... no!"

Britain kept pushing down the huge syringe, pumping the captain full, shoving it into the other man with all his strength.

Captain Port squeezed his eyes shut against the pain, tears flowing down his cheeks, and screamed in agony as the pain shot through every cell in his body, burning pain worse than anything he'd ever felt before, and then he gasped again as Britain finally finished, and he felt the long, hot needle being pulled out of him, leaving him with a sudden sense of emptiness and longing for the return of the pain. His mind swam with pain and confusion, and he was barely aware of what was happening around him as he curled into a ball and hugged his knees to his chest while the crowd roared.

A group of the tall, lanky women walked out onto the arena floor, followed by a group of the smaller, prettier women with flowers in their hair. One of the tall, Amazonian women took Britain's wrist and raised his hand above his head, and the crowd cheered.

"In accordance with the customs of your civilization, you have established yourself as the dominant male," the announcer intoned. "Now claim your female."



Britain looked down on the form of Captain Port, curled into a ball on the floor of the arena, hugging himself, trembling in pain. "Help her up," one of the women whispered.

Britain almost said, "You mean him?" But he there didn't seem any sense in fighting them over their strange - game? He walked over to where the captain lay, feeling sick to his stomach, disgusted at himself for what he'd done. He knelt down next to the broken form of his leader. "Captain? Captain?"

"Pain," Captain Port gasped through gritted teeth.

"Let me help you up." Britain took the captain's forearm and started to pull him to his feet. The captain gasped in pain, got uncertainly to his feet, stumbled and found himself clinging to Britain, leaning on the other man for strength. The smell of the other man swirled around Port, and he half-consciously put a hand to Britain's cheek. Britain looked at him curiously, and the captain found himself getting lost in the other man's pale green eyes. His cheekbones, the cleft in his strong chin.



"Captain?" Britain said.

"I hate you," Captain Port whispered, and then, unable to control himself, he put his arms around Britain's neck and pulled him in for a kiss. Britain, shocked, pushed the captain away, and the captain stumbled and fell, burying his face in his hands, shocked and confused about what he'd done, how much he'd needed and wanted to kiss Britain, how much he hated him and needed him and how ashamed and alone he felt now after having been pushed away from his.... Man?

The crowd sighed. "Awwwwwwwww."

"Help her," the women around Britain urged, and he went over and once again helped his confused and frightened captain to his feet, once again found the captain clinging weakly to him, trembling. The little women rushed forward then, draping a silken sash over the captain's shoulder and shoving a bouquet of bright, red flowers into his arms. A glittering tiara was placed on his head, and the two were led to a podium in the middle of the arena, where they stood while the crowd cheered. Captain Port, flushing with shame but too weak to fight, looked down at his sash, which read simply, "Miss Galaxy." He felt like he'd been trapped in some kind of weird, alien sitcom. Why the hell were they doing all this?

"Thank God the crew isn't here to see this," Port said, a comment which was picked up by the mics, and which every member of the crew of the Isis heard as they stared in shock and fascination at what had just happened, at the sight of their captain impulsively kissing Britain, of him clutching roses, wearing a bikini and a tiara, crying... crying... and crying... and then clinging to Britain as they were led from the arena.

Doc and Garret watched as well. They both felt sick at what they were seeing and determined not to be the one who ended up with a needle jammed into his belly.

"Don't expect any pity," Garret said. "I'm not going to be your bitch."

Doc didn't answer. He focused on his breathing. Taking deep, controlled breaths, centering himself.

"I'm going to beat you down and jam that needle right into you. Jamming it in good and hard."

Doc didn't respond, and Garret felt himself getting more and more angry. "Say something, you asshole. Fucking say something."

The door slid open. The two were led into the arena. Garret rushed to arm himself, while Doc stood calmly and watched.

"Go ahead and play your fucking games," Garret said. "You think you're getting in my head? You think you're fucking with me? Is that what you think?"

"I don't think. I know: You're already my bitch," Doc answered calmly. Garret bellowed and charged right into Doc's trap.

On the bridge of the Isis, Judge felt himself seething with anger. The engines had powered down as soon as the fight had begun, and the techies were working furiously to regain control of the ship's computers, but the humiliation of the captain and now Garret played out on every screen on board. "Can't we find a way to turn this crap off?" He barked.

"Working on it!" Tech Lina said, though she'd been transfixed with what she was seeing on the screen and had stopped working, watching as Garret now too had a tiara placed on his head and a sash proclaiming him "Miss Universe." He was known as a womanizer, a predatory prick who'd used more than a few of the women on the Isis, and part of Lina loved seeing him now looking so shaken and humiliated, reduced at least for the moment to the role he'd so often forced onto women.

Judge watched, and he started to wonder if he should take official action to remove the captain from command. Seeing him throw himself at Britain, kiss him, it was clear the aliens had already altered his mind.

Captain Port woke in pain. It was the kind of full body, aching pain that usually came from a serious fever, or you might feel after a tough mission where you're whole body took blows and stresses. He opened his eyes and looked up at an egg-white ceiling, felt confused. Realized he had hair in his mouth, and blew at it, feeling it tickling his cheek, a strange, unexpected and inexplicable sensation, one he'd only felt when he'd slept with a woman who had long hair and... woman. The events of the last few days came back to him, and he sat up, a veil of hair swirling all around him, draping over his shoulders, down his back--he grabbed a handful of the thin, watery strands and looked in shock at the fine, white gold color of his now blonde hair. A quick check found a hard, masculine chest, and he was still a man between his legs. Feeling his member in his hands gave him a sense of relief, comfort... but also unease.



Rolling out of bed, he stood unsteadily, realized they'd dressed him in some kind of semi-transparent silk nightie, and immediately grabbed the hem and pulled it up and over his head-- it got caught in his hair, and he struggled for a moment twisting and turning, trying to the nightie through his impossibly long, thick hair, until he finally sat down on the bed and

untangled it. Tossing his hair back over his shoulders, he strode over to what looked like a dresser and pulled open the drawers--all empty. The flash of a mirror caught his eye, and he had no choice but to walk pensively over and look. He stood to one side, nervously, then finally hopped in front of the glass. What he saw was--pretty much him. From his feet to his forehead, he saw-- himself. Mostly himself. The most obvious difference was that he now had blonde hair, long, glossy blonde hair that hung all the way down to the small of his back. It had fallen across his face, so he slipped one hand into the silky mass and pushed it back over his shoulder.

There was something else. A couple things. It took a minute, but he realized his skin looked different. It had that kind of dewy glow only women had. That, and his eyebrows looked different. More—feminine, he supposed. His skin was also now smooth. There wasn't a single hair on his chest.

He was wearing a ridiculously looking pair of lacy, powder blue panties with a little pink bow. He shoved his thumbs into his panty line and started to pull them down, determined to go naked before he let them dress him as a woman, but then he thought of Britain, and a new series of confusing needs and fears washed over him. He remembered the smell--that incredibly musky smell he'd noticed after the injection, his desperate need to kiss him, the pain he'd felt as Britain had jammed the needle into him, the pain he'd... liked?

No. Alien mind games of some kind. But he kept his panties on. He didn't want Britain to see him totally naked, to see his penis... in fact... he found himself crossing his arms across his bare chest, feeling his skin tingle at the thought of Britain seeing this much of his skin, his body... Maybe I should cover up?

I am a soldier and a man. I've had to shower with a bunch of naked meat heads and never thought twice, so whatever they'd done to me, I am not going to start acting like a bashful little schoolgirl. As he hugged himself, he realized his chest was smooth, hairless. Then, a quick survey told him his whole body was hairless now--accept for his head. Was his skin lighter now? He took another look in the mirror, but it all looked the same to him. While examining himself he saw the angry red wound where the needle had stabbed into him, touched it with his fingertips and felt a mixture of pleasure and pain in his belly, a sense of regret and... anger.

He turned from the mirror, his long blonde hair swirling around him, and he examined the room. Neutral colors. Bed. Dressers. Light streaming in from large windows, diffused by thin, white curtains. It looked like any generic hotel room near any number of UP spaceports. Even down to the landscape painting above the bed--a generic beach scene.

There were three doors. Two were partially open, and he could see they led to bathrooms. Two? Then, he noticed the signs on the doors--one with a triangular skirt, the other straight legs. Men's and women's rooms. He chuckled. The aliens had done a pretty good job creating a familiar world for them, but clearly screwed up when it came to the idea of separate bathrooms in the home.

That left only the third door as any kind of mystery. He walked over and partially opened it, peeking into the room beyond, and saw a large living room with a sunken center area, couches, chair--a bar and a pool table. On the couch, he saw Britain sleeping in only a pair of boxer shorts. Port felt his cheeks flush at the sight of the other man's rigid six-pack, his big shoulders and hard, flat chest. The strong thighs...

Port closed his eyes and took a deep breath. Control yourself. Control yourself. So, they'd clearly somehow changed his orientation. Made him feel attracted to men, or at least Britain. He would deal with this situation just like any other situation. The first thing he needed to do was re-establish his authority. Tossing his blonde hair back, he marched into the room and taking a deep breath, bellowed, "On your feet, seaman."

Years of training took hold. Britain went from deeply asleep to standing at attention in an instant. Port let him stand that way for a moment, getting his bearing, and then said, "Lieutenant Britain."

"Yes, sir, Captain Port, Sir." He saluted.

Captain Port nodded. "At ease."

"Yes, sir, Captain, sir."

"Report."

"We are currently being held in these rooms. All the windows are locked and resisted standard attempts to breaching, as did what looks like the single exit. Walls solid. No contact from our captors. We have water and booze, but no food."

"Is that all?"

"Your hair looks pretty, sir."

Port smirked. "Don't push your luck, Britain. I have this hair because you disobeyed a direct order."

"Yes, sir. Sorry, sir."

"We'll deal with that later. Right now, our priority is our mutual survival and return to Isis. Let's police the area again. Make sure we know our terrain as well as possible."

"Yes, sir." Britain pointed to his eyes. Ears.

Port nodded. They were being watched.

"Hopefully, I can find something to cut this damn hair off," Port said, brushing it back from his face in what was already becoming a habitual motion.

"I wasn't able to find anything, sir."

"You looked?" Port said.

"Yes. I would have trimmed it while you slept, but I couldn't find any sharp objects."

Port smiled. He was thinking about me. The thought warmed him. He went over to the bar, grabbed one of the bottles thinking to smash it and use the glass shard--but as he picked it up, he realized the jar was made of plastic. "Damn." And much heavier than he expected. He clunked it down. "These bottles are heavy as hell."

Britain looked over. Saw the Captain straining to a second bottles, his long golden hair swaying and shimmering as he moved, and he felt an urge to walk over and help but resisted that urge--as well as the urge to mention that he hadn't found the bottles unusually heavy at all. The captain looked like the same man - other than for his hair--but could he be weaker already? It was strange and disturbing seeing the captain with his long blonde hair, wearing nothing but a pair of panties. He was still a very fit, muscular man with a big, hard chest and shoulders laced with rock hard tendons, but Britain felt his own confused emotions, remembering the captain impulsively kissing him, then clinging to him and crying... remembering himself, straddling the captain, plunging the needle into the other man's belly, pumping him full of fluid as he writhed and moaned. He could feel the tension between them now, the captain was giving off a very nervous vibe, and he found himself needing to calm himself, shift his focus, because watching the captain toss his long blonde hair, struggle to lift the bottles, it was making Britain a little hard. With an effort of will, he turned his attention to meticulously searching the area around the pool table. "The sticks and pool balls could be used as weapons," he said, hefting one of them.

"Good," Port said. "All of these bottles seem to be some sort of very heavy plastic." He unscrewed one of the bottle caps and sniffed, the strong, deep rich smell of the alcohol filling his lungs and making his head swim slightly. It smelled like rum--dark rum, and he shook his head, screwing the cap back on. "Smells like rum."

"I think all of the bottles are filled with legit alcohol," Britain said. "I took a risk and tried some bourbon last night. It certainly gave me a buzz just like booze."

"You had--last night? How long have I been out?"

"Using the cycle of night and a day observable from the windows, I have been awake a cycle and a half now."

"You should have woken me up."

"I tried, Captain. But you did not respond, so I allowed you to sleep, assuming your body needed time to purge whatever that chemical was that you were exposed to."

Exposed to? Port thought. You mean that you injected into me. But he kept his mouth shut. It was better to leave all that for later. For now, they needed to--

A bell chimed three times, and the screen on the wall lit up with the faces of the three women they'd first seen back in their cell. "Britain. It is time for you and your girl to work."

"I'm Captain Port," Port said. "You will address me as such."

No response. The women just stared stonily out of the screen as if they had heard nothing.

Britain looked at the captain, who shook his blonde head and said, "I am the commanding officer here, and you will address me as such."

"If you do not cooperate, you do not eat."

With that the screen went black.

Hours passed. They searched. Searched some more. Tried to force the windows and the door. Nothing. Got on chairs and probed every inch of the ceiling looking for any way in or out. Marked the locations of anything that looked like it could be a camera or a microphone. They both found themselves getting increasingly hungry. They each caught the other casting them glances, and they each tried to ignore the attraction they now felt for one another. Neither really wanted to admit to it or talk about it.

The screen lit up. The aliens addressed Britain. Captain Port responded. "If you want to eat, you will cooperate," the women said, and the screen went blank.

"Maybe I should talk to them."

"No," Captain Port said. "If we give in now, we're doomed. We stand our ground."

"Yes, Captain."

They were both bored. They shot some pool, but each found himself getting aroused being near the other, so Captain Port said, "I'm going to go in the bedroom for a while. Rest." Come to think of it, he was feeling tired.

Britain nodded with relief, watched the captain walk away, his long hair swaying prettily. Later he peeked into the room to see Captain Port had fallen asleep on the bed. He was curled up in a ball, hugging his knees to his chest much as he had done back in the arena, and his golden hair was spread over him almost like a blanket. He looked so peaceful. So calm. Britain thought about going in and lying down next to him. Not trying anything. Of course not. He just wanted to be close to....

"Britain. It is time for you to work," he heard the voices say from the screen.

He walked back into the living room. "Just me?" He said, quietly, eager not to wake Port.

"Yes. Your female is undergoing her next chrysalis. She will sleep for approximately two days."

Britain thought about it. Nodded. Said, "what do you want me to do?"

They had him outside doing hard labor. Building a stone wall. He liked it. It felt good to lift the stones, fit them together like a puzzle. It burned off a lot of energy and distracted his thoughts from... him. He couldn't tell how long he was outside that first day. He just got in the groove of finding a stone, carrying it over to the wall, finding a place for it or else, if it just wouldn't fit, setting it aside and waiting for an opportunity to use it. Working hard, focused on his task, his mind was clear and free. He watched the sun set over the mountains, sending rays up into the clear, purpling sky, and he looked at the wall he'd build and felt good.

Back in the apartment, he found food--not a lot, but enough. He ate voraciously but set some aside for the captain. It was good, healthy food--vegetables and meats and fruit-- a little surprising that the aliens had food that was digestible, but as advanced as they seemed he found it likely they could convert matter and energy into different forms as needed.

He looked in on the captain. He'd rolled onto his back and had the sheets twisted around his legs and arms as if he were struggling in his sleep, flailing. If he had been, he was breathing peacefully now, his chest rising and falling gently, his face calm and... beautiful. The sight and thought made a pit in Britain's stomach, and he walked over and could see some changes in the captain's body--he was losing muscle, his body becoming thin and slender.

Britain went into the men's room and took a long cold shower, and then collapsed on the couch and fell into a deep, restful sleep. If he dreamt, he didn't remember the details, and

in the morning the aliens came and got him before sunup. They gave him some food, which he ate on the way to the worksite, and when he arrived, he was surprised and pleased to see Doc there, looking off into the distance and sipping from a steaming cup of coffee.

"Doc!" Britain said.

"Brit," Doc answered, and the men exchanged a handshake and then a manly hug.

"So, you won the fight, eh?"

"Yeah. And am I ever glad."



"How's Garret taking it?"

"Not well. Not well at all. He woke up yesterday with red hair down to his ass and came after me with a bottle trying to smash me in the head."

"What the fuck?"

"Yeah. The aliens came and sedated him. He freaked.

And now...? I looked in on him this morning and he has little tits. He's gonna shit when he wakes up."

"Tits?"

"Yeah. Small ones, but tits. Poor fucker."

"The captain took it better. He made some noise about there being repercussions later, but we focused on trying to find a way out."

"Repercussions?"

"He ordered me to let him win."

"Oh yeah. Shit. I forgot about that."

"You saw it?"

"Yeah. The whole thing was on a screen in the holding room. Disturbing, really, but when I saw how they... what they did... I knew damn well I wasn't going to let Garret beat me."

"So, Garret has tits?" Britain found himself picturing Port with small breasts, the image amused him. Garret had thought he was such a badass.

"Yeah. The captain?"

"No. Not yet at least. He's a blonde now and getting really skinny."

"Yeah. Garret, too. Losing all his muscle."

"Poor fuckers."

"Yeah, well better them than us. You been out here working already?"

"Yes, indeed, Doc. Let me show you the ropes."



Captain Port felt his tummy rumble, and he sat up, his long blonde hair falling into his face and bringing it all back to him. He pulled it back and threw it back over his shoulders, and looking down saw they'd dressed him in a sheer pink nightie thing of some kind. His chest was still flat, and he still had his junk, both things

filling him with a great sense of relief. Getting groggily out of bed, he walked over to the mirror and looked to see himself--as a child. He gasped. Where am I? He thought. He'd lost

the bulk from his upper body. Gone were his bulging biceps and slab-like pecs. Instead, had long, lithe arms and a flat, bony chest, round narrow shoulders. His thighs were still thick but had taken on a smooth, rounded shape, and he had girlishly rounded hips. He turned and looked at his profile and saw that he now had curve at his lower back swerving to a plump, round ass that lifted like a colt's--or a teen-age girl's.

He pulled his nightie off and looked in the mirror in horror. His face was still his face, but he looked like he'd looked when he was 14, so young and so... vulnerable. Even though it was the face he'd had as a boy, framed by his bright, shimmering blonde hair he looked like a pre-teen girl. Seeing himself look so... small... so—he had to admit he was pretty—shook him to his core.

"Britain?" He called, relieved and a little surprised that his voice hadn't changed. "Britain?" He started to hurry to the living room wearing just the panties that now hugged a pretty little behind, and feeling ashamed of his body and a little scared how Britain might react, he grabbed the nightie and stepped into it, pulling the slender straps over his shoulders and tossing his hair as he rushed around, his bare thighs flashing as he called, "Britain? Britain?"

No answer, and no sign of him. Port's heart started racing. Where had Britain gone? What was happening? He pounded on the front door in a panic. "Help. Someone? My crewman is missing!"

Okay. Okay, he thought to himself. Calm down. Calm down. His tummy rumbled again, and he remembered he was famished, and he knew that he would think clearer with food in him, but, "there is no food!" He said out loud as he flung the refrigerator open and saw--
FOOD!

Port stood looking at the clear plastic containers filled with what looked like meat and veggies. Ha! I knew those dumb sluts would give in. He grabbed the containers and sat down at the table, pulling the lids off and picking up a piece of some kind of meat he bit into it and savored the taste of texture of the sweet, red meat.

The door clicked, and Britain stepped in, his arms full of even more food. Their eyes met, and Port felt Britain's eyes take in his face, fall to his small shoulders and tiny arms, and he felt himself flush. "Britain," he said. Meanwhile, Port noticed that Britain had put on even more muscle-- his shoulders, arms and chest were noticeably more ripped, and the sight of all that hard masculine muscle sent a thrill through Port's slender little body.

"Captain?" Britain came in and dropped the food on the table. "Wow. Sir, the change."

"I know," Port said, wiping his fingers on a napkin. "Is that cheese?"

"It looks like it."

"Pass it here."

Britain tossed the container to the captain, who caught it and popped the lid. He nibbled and smiled. "Taste like asiago. Good."

The captain's obsession with cheese was well-known throughout the ship and the UP. Britain sat down. "Mind if I join you?"

"At ease," Port said. "But how about catching me up while you eat?"

"With pleasure, sir."

Sir. It felt wrong now. Port didn't feel comfortable being addressed like he was some sort of superior. "Drop the sir for now."

Port threw some cutlets on top of a bed of veggies and lettuce and veggies and started eating.

"Whew!" Port said getting whiff of Britain. "You stink. What have you been doing?"

"Well," Britain said, pretending he was chewing, "just a minute."

Captain Port stood up and went to the sink to get some more water, and as he walked his long hair swishing behind him, Britain saw that Captain's now sweetly heart shaped ass, and he felt himself immediately getting a little aroused. From behind the captain looked like a young female—and a very pleasing one at that.

Shit. Don't think that way, Britain thought, making a grunting noise.

At the sink filling his glass, Captain Port flipped his hair and looked back over his shoulder, caught an unfamiliar look in the other man's eyes that sent a chill down his spine and said, "what?"

"Captain. Do you, um, know... well, in terms of your body. You're..."

"Skinny?"

"Yeah. But also. I don't know how to say this... well, you're um..." His eyes dropped to the captain's cute little butt.

"My...? Oh!" The captain blushed and nervously tugged at the hem of his nightie, remembering the sight of his tight, girlish behind in the mirror. "Shit. Yeah. I'm sorry... I mean... I know." "This is all I have to wear."

Both men felt awkward, and neither could think of a thing to say, so Port walked back to the table, avoiding eye contact, and they ate in silence for a while, each one processing the strange dynamic between them. They each decided to ignore it all and pretend like what was happening wasn't happening. But the sexual tension between them was there just as much in their efforts to avoid looking at each other as it would be if they stared into one another's eyes.

"So," Port finally said when they were both nearly done eating. "Report."

"You've been out for two days. During that interval, the aliens repeatedly offered to allow me to earn food via labor, and finally, starving and fearing that you would also be starving, I decided to go and work for them."

The captain felt his anger rising. He'd given an order. Britain had disobeyed him--again. He brushed his long blonde hair back, and the presence of the goddamned hair just made him all the angrier. "You seem to be getting into a regular habit of disregarding my orders," he said between clenched teeth.

"You were unconscious, sir, and according to UP protocol..."

"Don't lecture me about UP protocol, Lieutenant. I have a law degree among other things, and trust me you do not want to piss me off any more than I already am."

Britain looked at the captain. The blonde bangs almost in his eyes, the simmering golden hair cascading over his slender shoulders, the delicate pink straps of his baby doll nightgown. That's what this is really all about, he thought. The captain is pissed about being turned into a woman. And who could blame him? His eyes were hot and hard, and Britain found himself thinking the captain was really hot when he was angry, but he knew that thought needed to be left unexpressed. So, Britain kept his mouth shut, and simply sat there at attention.

"I need you to understand that however I look, however much my body and even my mind changes, I am still the captain of the Isis and your commanding officer."

"Yes, Captain."

"I hope there is conviction behind those words."

"Yes, Captain. Absolutely."

"Absolutely, sir."

"You said..."

"I know what I said. Can you just listen to me?"

"Yes, sir." Just like a woman, Britain thought, keeping his face blank. "Permission to clean up, sir."

"Granted."

Britain stood and collected the containers that both he and the captain had been using. He dumped them into the dishwasher and then headed toward the bathroom to take a shower.

Port, meanwhile, found his anger growing stronger and stronger, his resentment at this male. He couldn't hold it in. "Britain?"

"Yes."

"You are a goddamned disgrace to the service. I am extremely disappointed in you, and I need you to understand that you are one more act of defiance from being court marshaled."

Britain clenched his jaw and stood stock still. He wanted to say, what about all the food you just ate, you little blonde asshole? The sentence had been written in fire on his brain, and it wanted to be said, to be spoken. He counted backwards from ten.



"Did you hear me?" Captain Port said.

"Yes, sir." Britain, meanwhile, found himself struggling with another unexpected feeling: the captain was cute when he was angry.

"Good. Now go clean yourself up. You smell like a pig." Britain left, Captain Porter got up and paced, frustrated, angry. That damned shrapnel. If it hadn't clipped his leg, he would have

won the battle, and Britain would be the one now losing himself under a curtain of blonde hair, Britain would be the one in the nightie, the one with the small arms and the shrinking waist and...

I gave him an order. A direct order. And he disobeyed and now I am going to lose everything. Everything. Even if they did escape, get back to the ship--what would he do now? How would the crew react to the changes? Britain. That asshole! It was all his fault. Fucking asshole. Porter punched a pillow from the couch with his small fist. Punched it again. And again. And again, and suddenly he found himself crying, hugging the pillow to his chest and curling up, scared and confused.

Britain came out of the bedroom, his damp hair tussled, wearing a pair of loose-fitting cotton pajamas. Captain Porter was sitting on the couch, hugging a pillow to his chest, staring at the screen. On it, a woman was braiding her hair.

Britain met the captain's eyes, and he saw the other "man" had calmed down. "What's this?"

"An educational video on hair management," the captain answered sheepishly. "I happened to say, I wish there was something I could do with this hair," and it came on." He smiled. "You better not tell anyone about this."

"My lips are sealed," Britain said.

"Pause." The image froze.

"Brit," Port said taking a deep breath. "I was a little harsh earlier, and I am sorry."

"Understood."

"I am going through a lot right now, and I just, well, I could really use your support."

Britain sat down on the other end of the couch and said, "You have my support, captain, my absolute loyalty and you can count on me to be with you right to the end." Port was whipsawing from emotion to emotion, just like a girl. Britain decided to just go with it.

"Thanks," Port said, and again found himself surprised by the sting of tears in his eyes, but he took a deep breath and stood up, tugging at the hem of his nightie and going over to the bar. "Let's try some of this booze."

"Is that an order?"

"Yes, it is."

"Oh. I can't believe I forgot. I made contact with Doc."

"What? Doc? Is he? Did he win the battle or.."

"He won. Garret is changing."

"Garret. I'm guessing he is not handling it well."

"No."

Port poured a couple of stiff drinks and handed one to Britain. "Details," he said.
"Everything you know."

They drank. Talked. One drink was enough. They were looking deeply into each other's eyes, longing, needing to be together, to know each other as intimately as a man could know a woman, and they both flushed and broke off the connection. "I better get some sleep," Port said. "Goodnight."

"I'm exhausted. Goodnight Captain."

Port had a strong urge to reach out and put a hand on Britain's arm, but he held back, afraid of where it might lead, how much he might like it. Instead, he went into the bathroom, found a long toothed comb and sat cross-legged on his bed, running the comb through his

long golden hair and humming softly to himself, thinking about everything and nothing, and what life was and might be in the future.



In the morning, Port heard Britain creeping into the bathroom, pulling the door shut as quietly as he could. Port rolled from his side onto his back and pulled the hair out of his face and mouth in what had already become a normal gesture for him. He listened the sound the shower, the image of Britain's naked body covered in soap, the steam from the shower... no longer shocked at his new urges, but still disturbed by them, the captain sat up and in an effort to give himself something else to think about, he took inventory of his body.

It seemed the same as the day before, and a look in the mirror seemed to confirm that he hadn't changed in the night. The changes were coming in spurts during the long sleeps that had twice overtaken him, and he felt relieved that he hadn't changed anymore in the night.

While he was standing looking in the mirror, the shower stopped, and a minute later Britain came out wearing only a towel wrapped around his waist. Captain Port saw him in the mirror and felt a thrill at the sight of him still dripping wet, and hoping to hide his excitement he kept looking in the mirror, pretending not to notice.

"Good morning," Britain said.

"Good morning," Captain Port answered, trying not to look directly at Britain.

"The aliens are calling for another work detail. Sounds like Doc and Garret will be there."

"Let's do it," Port answered. "It'll be good for all four of us to connect." He also felt it would be good to be busy. He didn't like the thought of spending the whole day cooped up in their prison with Britain.

As soon as Britain left, Port went into the Men's room--it was still steamy and damp, and the musky smell of Britain hung in the air. Port breathed it in, feeling weak in the knees as the fierce animal smell of it filled his lungs. He wanted to just stand there and wrap himself in the sheer thrilling masculinity of it, and he leaned on the counter, closed his eyes and made a soft humming noise, his knees together, his skin tingling and suddenly hypersensitive, the feeling of his soft hair brushing against his bare shoulders and down his back making him curl his toes as the pleasure threatened to consume--

"Captain?"

He jumped and shrieked, spinning to face Britain.

"Whoa. Didn't mean to scare you."

"Oh. Wow. You--- I mean----" Port's face was flush, the tip of his nose bright pink, and his eyes wet and hot with desire, he felt ashamed and scared of what he was feeling, had been feeling, the fact that Britain had caught him... getting aroused like a... woman. "I just... well..." He put a hand on his hip and ran the other through his hair. Britain was standing in the doorway, blocking his exit. "It's HOT in here?"

Britain saw the captain's flushed face, his wet eyes, and felt himself getting hard. "I need to..." he nodded toward the toilet.

"Oh! Well..."

"I can use the other one," Britain said.

"No! I will," Captain Port said, lurching forward and squeezing past Britain. As Britain turned to let Port squeeze by, his partial boner brushed against the captain's soft behind, and they both jumped away from each other like they'd been hit by lightning.

"It's steamy in there!" He said, ducking into the Women's Room and slamming the door.

Britain felt light-headed, confused and scared himself. He wanted so badly to take Port in his arms, hold him, kiss him. Seeing the captain all aroused had given him a boner, and now he could barely think of anything else but the feeling of his penis brushing against the captain's cute little butt. With a sigh, he took a towel from the towel rack. He needed to do something to ease this desperate need growing in him to fuck his captain, and like a good soldier, he got to work.

Captain Port stood in his panties and nightie, shaken. He needed a shower badly, and he figured he needed it cold. He slipped out of his panties and pulled his nightgown over his head, turned on the water and, relenting, made the shower hot and stepped in, letting the water pour down over his smooth, hairless body. His skin was still extra-sensitive, and he threw his head back and closing his eyes let the water wash over his face, and he reached down and cupped his penis, realizing for the first time that as horny as he'd been, it had remained flaccid the whole time.

He turned and let the shower splash against his back, pulling his heavy wet hair around to hang over the front of his shoulder. It felt good to feel the hot water against his back, dripping down his thighs. But the realization that he hadn't gotten hard--maybe could never get hard again-- managed to kill all of the unwelcome sexual feelings he'd been having and fill him instead with a feeling of both loss and being lost.

Focus. Focus. He covered himself in body wash, got all sudsy. As he rubbed the foaming soap across his chest, he noticed it was tender, sensitive. In fact, he'd tuned it out, but his chest had been aching slightly since he'd woken up. Gently touching his nipple, he noticed what felt like a hard little lump under each one, a lump that ached a little at his touch, but also juiced him with a surge of pleasure. Shit. Am I about to pop out my own pair of breasts? The image of himself walking down the halls of the Isis with his own tits, the crewwomen he'd once slept with snickering at the sight of him fitted with his very own tits, rose up in his mind. He pushed it away even as he found himself pinching his nipples, his knees weak as his body thrummed with a new and alien pleasure.

Okay. Enough of that. He rinsed himself off, and turning off the water he stepped out bathroom and found a towel. His hair was soaked. It had felt like it weighed ten pounds before--now it felt like it weighed fifty. He was trying to dry it with the towel, starting the ends, when he spotted the hair dryer on the wall, and sitting down on the little stool at the dressing table, he picked up a brush and the hair dryer and started to work. "You'd think these aliens could come up with a faster way to dry hair," he thought. God! Well, I guess I just have to get used to it.

When he'd finally gotten his hair dry enough that it at least didn't seem to weigh ten million pounds, he stepped into the bedroom to find clothes laid out on his bed. Panties. A pair of very short hot pink shorts and a bright white tank top with a pink butterfly on the chest. A

pair of sandals. He checked the dressers. There was nothing more. It was either that outfit, his nightie or nothing.

He slipped into his panties. Wiggled his way into the shorts, which turned out to be not just really short but about two sizes too small, but they were made of some sort of stretchy material that hugged his round bottom and made it look even more girly. Meanwhile, they crushed what was left of his junk, giving him a smooth front, making it look like he was actually a girl downstairs. Feeling exposed and vulnerable and ridiculous, he went over to the mirror with a sigh and looked at what the aliens had made of him. He was not happy. He saw a girl looking back at him. With his long, slender legs and blonde hair, his slender arms and small, round shoulders, there was little or nothing about him that read male, and



turning to look at his profile he confirmed his feeling that the shorts had added to the girlish rounding of his behind. Worst of all was that face. That young, pretty, female face. It was not the face of a captain, a leader of men. He didn't know if he could even look his crew in the eye knowing he looked like a girl now.

And then, of course, there was Britain. The awkwardness of things between he and Britain was about to get worse. That much was certain. He opened the door slightly and peeked out. Britain was sitting at the table, having set out food for the two of them. Once more, Brit

wore a pair of boxer shorts, and Port's skin tingled at the sight of the man's hard body. On top of that, Brit was man spreading, his legs wide, and just a glance at the bulge in his boxers made Port thirsty. "You hungry?" Britain asked.

"Yeah, and so thirsty. Before I come out, let me just warn you in advance that the clothes that were left for me are ridiculous."

"How?"

"Just know that I am ordering you not to laugh. Let's be adult about this."

"Yes, captain."

Feeling so vulnerable, so diminished and so impressed with Brit's lumpy manliness, Captain Porter's walk became smaller and more dainty without him even realizing it. He kept his arms close to his body, a soft, defensive gesture, all of which made Brit have to focus very intensely on keeping himself from getting a boner. Port tried to project as much dignity as he could muster despite the fact he felt like he was dressed as a teen-age girl and had the skinny little body to match. Britain raised his eyebrows as he took in the little shorts, the pink butterfly on Port's tank top.

"Not so much as a snicker," Port said, sitting. Once more, without even realizing it he sat in a more submissive, feminine manner with his legs together. Brit couldn't help but find this feminine, submissive seeming little creature arousing. Somehow, knowing she was the captain made him all the more horny. He pictured himself grabbing Port's little arms, holding him against the wall... No.

"Of course not, Captain."

"Good. Let's eat."

"Yes. That red fruit is really good, by the way."

"Thanks. I'll try it."

Britain put a spoonful of the fruit into his own mouth, snickered, and then exploded in laughter, half-chewn food flying everywhere. He couldn't keep it in anymore, and it seemed a good way to hide the erotic feelings he was suffering.

Captain Port threw a roll at him, feeling both outraged and amused. "Stop!" He said, tossing his hair.



"I'm sorry. I'm really sorry. I just--- " and then he was laughing again, and then Port began to giggle, and his giggles turned to laughs, and they were both laughing and throwing food at each other. "A pink butterfly? What the hell is the deal with these freaking aliens?"

"I do look ridiculous," Port said when they had started to calm down.

"You do," Britain said. "But also, pretty cute."

Cute. The word hung in the air, and Port blushed. Thankfully, just at that point the door slid open, and it was time for them to go to work.

The sun was just rising as they arrived on the cold desert floor. While it would set some hours later behind a line of jagged young mountains, it rose among a scattering of widely spaced mesa that stretched off into the distance, and as the sun rose among them its warm buttery morning rays were cut into thrilling avenues of radiance.

"Wow," Port said, looking at the rising sun, even as the cool air brought goose bumps to his bare legs and arms. He hugged himself and shivered.

"You cold?" Britain said. "I could give you my shirt?"

"No!" Port said, and then softer, "no." It was too much... too much of a male gesture to a female, and he needed to fight again allowing that dynamic to take hold. He was captain, still, and there could be no manly offerings of comfort and protection from his crew, or he knew he would lose whatever chance he had to lead.

Britain understood, and he turned away. It seemed to him he was in a perpetual state of confusion and ill-ease when it came to the captain now. He knew how to treat the captain. And he knew how to treat a woman. And right now, his mind told him he was failing to do

either right, but it was a matter of a life-time of training crashing into a lifetime of instinct and attitudes.

"So, what's the job?"

As Britain was explaining the building of the wall-- taking rocks from the rock pile and piecing them together with some sort of grout, another transport arrived, and the door slid open. They heard Garret before they saw him. "You're such an asshole! God! I told you I wanted that last applething."

Garret climbed out of the transport and Port's mouth fell open in shock. He was seeing a transformation in the other man that mirrored his own in many ways. Seeing it in another brought home to him how radically they had both been feminized already.

Garret was super cute. Impossibly cute. Disgustingly cute. He had long, wavy red hair now, thicker than Port's, tied back-and his mini-skirt and halter top showed off a LOT of his radiant, peach colored skin. The skirt was pleated, and the halter top read Drama Queen. He had coltish legs like Port, and he also had a pair of small, perky breasts pushing out the front of his little top. His face was familiar--a younger version of the face that Port remembered, but he looked much more like his own younger sister now, with wider eyes and fuller lips than Port remembered. God. He's so small, Port thought, looking at his own slender arms. Garret had been a workout warrior, an iron head who'd been physically huge and pound for pound one of the strangest men on the Isis. But now? His little arms and slender legs looked like they belonged on a teen model.

As Garret got out of the transport, Doc appeared behind him, grinning, and slapped him on the ass. "You don't need any more apple things. Your butt is getting huge!"

Garret jumped and shrieked, punching Doc on the soldier, but Port could see the other man was fighting to hide a smile.

"Good morning," Captain Port said, slipping into his authoritative, officer's voice.

The two looked at the slender blonde girl who's just yelled at them with the captain's voice, registered the same shock he'd just been feeling looking at Garret--then snapped to attention, saluting and making their faces blank. "Good morning, sir."

"I'll be debriefing you two as the day progresses, but for now let's get to work. It'll do us all good, and we need to earn some food for tonight."

"Yes, sir."

With that Captain Port turned and marched over to the rock pile, selecting one of the smaller rocks he could see, he put hands around the cold, hard stone and... nothing. It barely moved. Am I that weak? Moving to a small stone, he squatted and gripped it hard, intending to use his legs, and holding the stone firmly, he was able to stand up, but the stone slipped from his grip and dropped onto the pile with a thunk. He looked down at his hands, turning red.

"These rocks are pretty heavy," Garret said quietly. "Maybe..."

"Garret?" Port said, turning and looking at the other man.

"Sorry, Captain."

Port's bangs had fallen into his eyes, but he didn't dare brush them away now, making that feminine gesture right after showing them all how weak he'd become... he felt sure it would do irreparable damage. So instead, he stood there with his blonde bangs in his eyes, his long ponytail whipping in the desert wind, and said, "Doc and Britain, get working. I am going to debrief Garret."

"Yes, sir."

Free of the eyes of the men—the other men—Port brushed his hair back, then tossed his head, his long hair shimmering and flowing. He was finding it stayed out of his face better when he kept his chin up. Looking at Garret and that practical pony tail, he resolved to put his up in the future—or maybe braid it. Or both.



He and Garret walked off a ways where Port was sure the men... the other men... wouldn't hear them. Port now had a chance to look Garret over more carefully, and he couldn't help but notice that in addition to his face looking more pretty and young, he also had freckles that made him seem even more feminine. As with his initial assessment, he thought it had

to be terrible—more terrible—for a man like Garret to find himself a skinny little thing in a skirt.

Garret couldn't help but notice Port was staring at him. "I know," he said. "I look like a freaking girl."

"Yeah, and the freckles."

Garret glowered. "It seems Doc has a thing for redheads with freckles, so now I get to be one."

"Is this one hell of a cluster fuck or what?" Port said.

"You got that right."

Both men were trying to make sure they were standing in as manly a stance as possible without going too overboard. They didn't have much more to hold on to in terms of any kind of masculine identity.

"Well, at least they didn't make us dress up in ridiculous clothes or anything."

"Sure. Nothing is more practical than a skirt and a... whatever the hell this thing is..." he said, plucking at his halter top. "...when you're going to be working in the desert."

"Living situation? Contact with the aliens? Anything you have."

Garret had very little. The other two were in a set of rooms that sounded identical to the ones Port and Britain were sharing... etc.... As they talked, Port noticed that Britain kept glancing over his shoulder, and Port started to look but Garret whispered, "don't look."

"What?"

"The guys have been steadily checking out your ass for the past ten minutes."

Port felt his skin tingle. He wanted to turn and tell them to stop, he wanted them to stop, he didn't want them to know he knew... what were protocols? How did a ship captain tell his crew to stop ogling his ass without sounding ridiculous?

"If you look, it's just going to be weird," Garret said, taking the captain by the wrist and leading him away, turning them subtly so the other two were now getting a view of Garret's mini-skirted behind. "I'll take a bullet for you."

"Thanks," Port said. "It is so... unnerving. I'm having... I mean... the aliens did something to me beside, well, the obvious... and I keep... well, are you?"

"Getting the hots for Doc?" Garret said bluntly.

"Yes," Port said with relief.

"From the moment he injected me with that girlshit. God. I couldn't wait to get my hands all over that hard ass body of his. It's like they changed my brain in an instant, and I started to want what a woman wants."

"But it's weird, right?"

"Yeah, it's weird. And they changed the guys, too."

"We're all guys," Port said.

Garret cupped his breasts. "Guys don't have boobs, Captain."

"Well, anyway. I'm pretty sure Britain wants to nail me. He tries to hide it, but sometimes he looks at me and his eyes get hard."

"That's not the only thing getting hard. Doc's the same way. My God. I actually feel sorry for him. You should see him when I'm walking around the apartment with my boobs hanging out... poor boy."

"You mean ...?"

"Hell, yes. I'm not wearing a bra around the prison cell. I let these puppies bounce, and every time they bounce, he has to cover his eyes. The pervy prick."

"But don't you feel... I mean... isn't it?"

"That asshole did this to me. It's his fault I have tits now and hair down to my fat ass. Well, guess what? He can suffer, too, right along with me."

"Garret. I don't know if this makes sense of not, but you are really taking this like a man."

"Yeah, well. What else is a girl supposed to do?"

Meanwhile, Britain and Doc had already managed to work up a sweat, and not just by lifting stone. As the captain had stood off a ways, the rising sunlight catching in his golden hair, their eyes had been drawn to his long, tanned legs and perfect, round little behind, and despite using every trick they'd learned over the years, as the captain talked with Garret, unconsciously shifting his weight from one hip to another, giving that cute little butt a shake, they looked, and they broke the three second rule... and did they ever break it.

"This needs to be said," Doc finally said, leaning over and pretending he was looking for a stone in the pile while taking a good long look. "Captain Port has an amazing ass."

"Tell me about it."

"Brightens up the cell a bit, right?"

"It's driving me crazy. You know what I mean, right? I see that shape, that hair, and..."

"Mr. Boner says hello?"

"Yes."

"So what?"

"So that's our captain."

"Yeah. I guess that does complicate things."

"It has to be the same for you with Garret, right?"

"Garret was never my supervising officer."

"But he was a dude."

"He was an asshole, and I am loving watching him change into a chick. I talk to him and treat him just like a woman now, and if it creeps me out that I want to bone that shithead, it creeps him out even more. " He snickered. "He thinks he's driving me crazy walking around with his tits hanging out all over the place."

"He goes around topless?"

"All the time since he popped out those little titties of his."

"That's..."

"That's just an asshole using what he has to be an asshole."

"Sounds like you two are really battling it out."

"Yeah. But no matter what he says or does, he can't erase the fact that I kicked his ass, and he has tits now. I love it."

"Bet you'd be glad to get away from him, though."

"Yes. Getting the hell away from him is my number one priority. I didn't want him to come out here today, but it wasn't up to me. Well, let him keep being an asshole. Let's see how much he runs his mouth when the aliens make him want me to bang him."

The comment disturbed Britain. He didn't like the sound of it, didn't like this side of Doc.

"They spotted us," Britain said, eager to change the conversation.

Doc looked and saw them talking, close, and then doing a kind of little rotation as they switched positions, giving them a view of Garret's backside now, wrapped tightly in his mini skirt. They were trying hard to act like they hadn't noticed the guys checking them out.

"Why do you think they're doing this to them?" Britain asked.

"I don't know. They said it was a breeding experiment, but, it doesn't really add up."

"Yeah. From what they've shown, I have to feel there's something more to it."

Without any talk or fanfare, Port and Garret stationed themselves at the wall and worked the grout, sealing together the stones as Doc and Britain brought them over. When Doc came over, he put a rock right on the wall in front of Garret and said, "There you go, slut."

"Enough of that," Port said.

"Yes, sir."

Garret stuck his tongue out at Doc.

The sun rose, and the heat rose with it. Soon, Doc and Britain stripped their sweat soaked shirts off. Port shared a glance and a chagrined smile with Garret as they both felt a thrill at the sight of the sweat slick chests, the rippling muscles as the men picked up the stones and lifted them, their thighs bulging as they carried the stones over and placed them carefully into position in the wall.

The sun reached its apex. "Break time," Port said, decisively. "Let's gather under the tree."

There was in fact only one tree, a twisty tree with a wide top made of thick fronds, looking something like a big green umbrella growing out of the desert floor. The four trudged wearily over to the patch of shade beneath the tree and lay down on the hard ground, sighing with relief. The aliens had left them a supply of water, and Britain opened one of the bottles and poured it over his own head. "That feels good," he said.

Garret and Port lay down next to each other. They'd gotten sweaty as well, and Garret's halter top now clung to his firm little breasts, his dark nipples showing clearly through the fabric. Doc couldn't resist. "Hey, Garret," he said. "Nice peaks..." and then he pointed to the mountains in the distance.

"Doc, I told you," Captain Port said tiredly.

"Someone getting horny?" Garret said, giving his breasts a little shake.

"You mean other than you?"

"Enough!" Captain Port shouted. "Cut the crap. We are still officers in the UP Navy, and we'll damn well act it until we get ourselves back to the Isis. Understood?"

"Yes, sir."

"Doc. Report. Anything and everything."

Doc ran through his report. As with Garret's it was full of detail, but nothing revelatory.

"Charge for ALL of us tonight. When you get back to quarters, eat, clean up, do what you need to do, and then I want everyone to go through every inch of the place again looking for anything we could use to escape or communicate with the Isis. "

"Yes, sir."

"I don't know if or when I might go into another deep sleep. But if I do, understand that all of us have priority to get back to the Isis, and I want you to keep working on that every spare moment you get."

"Maybe we could leave some kind of sign out here," Garret said idly, toying with his braid.

All three looked at him. Garret stopped playing with his hair and said, "what?"

"That's brilliant," Captain Port said. "Let's leave a sign. I can't believe I--well, let's go to it."

"The aliens will see it," Doc said.

"Yup," Captain Port said. "So, let's make it something they might not recognize as a sign."

"Like what?" Britain said.

"Well, the wall is a straight line."

"So... the UP cross?" Britain said.

"Exactly what I was thinking." Captain Port smiled. Would it work? Would it matter? It was impossible to know, but they were making an effort, and it gave them all a sense of hope that they could escape these aliens and the strange gender trap they'd been tossed into before they all lost their minds.

They worked the rest of the day, continuing to build the wall but also laying out stones in lines dissecting the wall and creating an image of the UP Service Cross. It was small, but the sensors on the Isis had incredible sensitivity and could spot a fly on an elephant's back from 10,000 miles away, so they had some hope.

The sun sank into the distance, flaring against the mountain peaks. All four stopped as the desert world deepened in shadow and a cool breeze blew in, chilling their sweaty bodies. Garret was fixing Captain Port's ponytail, and as the sunset it flooded the sky and the scattered clouds with vivid reds and purples. "The sunsets here are amazing," Britain said.

"Wow," Port said. It was one of the most amazing things he'd ever seen.

They all stood silently watching the molten sky. Port desperately wanted to put his arms around Britain, to snuggle against his chest, but he focused on the sky and they all four stood there soaking in the beauty, lost to time, until they heard the rumble of the transport engines.

"Time to go," Garret said in a hoarse whisper.

"Yeah." Port put a hand on Garret's forearm. "Thanks for helping me with my hair."

"Of course."

"I hope to see you tomorrow."

"Yeah. If not, in a couple days, and we'll probably both wake up too cute to stand."

Garret and Doc walked to the first transport. They immediately started talking, laughing, and Garret punched Doc again, who laughed and pinched Garret's ass, causing the other man to scream as the doors to the transport closed.

"They're already acting like a couple," Port said, shaking his head.

"If they start wearing matching outfits, I'm going to puke."

"Me, too."

The second transport arrived. They climbed in, sitting across from each other. Port had gotten a bit of sun, and his long legs were now darker, his cheeks and nose pink. Britain let his eyes run down the length of those long, slender, hairless legs, and then his eyes rose to look right into Captain Port's, who'd sat still and watched as the other man took in his tan legs.

"This is so hard," Britain said.

Port frowned. "I know. It is for me, too. But we have to be strong."

Back at their suite of cells, they each took a shower and cleaned up. Port put his hair up and did his best not to let it get wet--it was way too much trouble drying it to make a habit of getting it wet. When he came out of the shower, he found a fresh nightie waiting for him. It was a soft yellow with white lace trim, and it would not do much to help Britain cool his jets--but it was better than putting back on his sweaty, smelly clothes, so he slipped into it and hurried out to the kitchen, where Britain was actually cooking.

"That smells amazing," Port said.

"Thanks."

"What is it?"

"Well, I don't really know what any of this alien food really is anyway, so I'm just calling it Stir-fried Whatever."

"I can't wait to try your whatever," Port said. "You wanna drink?"

"Yeah. Some of the stuff that looks like bourbon."

"I'll make it two."

They ate. Drank. Fortunately, they were both too tired to really be very horny, so they actually were able to talk and laugh a little more freely without the constant sexual tension. When they were done, they started searching their space again, meticulously going over every inch of the place, looking for something, anything. They didn't even know what they were looking for, and they didn't find it, either. Finally, struggling to keep their eyes open, they decided to turn in. "I hope I'll wake up tomorrow," Port said.

"Me, too."

"But if I don't, promise me you'll keep working on finding a way out of here."

"I will, captain."

Port sat crossed legged on his bed and brushed his hair. He knew from the hair care video that he needed to, and he found it relaxing and conducive to thought. Even tonight, tired

and aching, he needed that calm time just running the brush through his glittering hair. He wondered if he would slip into one of those long sleeps again, wake up changed. He would probably have breasts after his next cycle, and he thought about Garret and his small breasts, his wet halter top clinging to them.

What would it be like to have breasts of his own? Bouncy, swaying, soft little boobs--like a girl. He touched his flat, body chest, tried to imagine if instead his hands were touching soft mounds, or big, cantaloupe sized boobs like a full-grown woman. He imagined them swaying with each movement of the brush, he imagined what it would be like to have Britain look at his breasts the way he'd caught Doc checking out Garret.

It would be... so different. Too different. Men don't have boobs, Garret had said. And Captain Port of the Starship Isis didn't have boobs, either. When he got his breasts would be still be him?

He sighed and setting his brush down, he lay back and stared at the ceiling. The truth was, he didn't know, and he sure as hell didn't want to find out. But more and more, the certainty was growing in his mind that sooner rather than later he would be sporting a nice pair of tits all his own.

He woke, not sure if it had been a night or a couple days, but a quick inspection of his body made it obvious that nothing had changed, and so thrilled to not be any more of a woman at least for one more day. He heard a strange noise coming from Britain's bathroom, and he walked up to the door, intending to know and ask if everything was okay. It sounded like Britain was in pain, making strained grunting noises almost like--and then Captain Port recognized the sound, a sound he'd made in the past whenever he, um, took care of himself--and he crinkled his nose, disgusted and a little amused as he realized what Britain was doing. "Gross!" He whispered, going into his own bathroom, and as he closed the door he thought, "Boys!"

When he came out of the bathroom, his new outfit was waiting for him-- A white sundress with pink flowers. A floppy straw hat. Where are they getting these ridiculous ideas? Having seen how much easier it was for Garret to manage his hair with it tied back in a ponytail,

Port gathered his up and after a few false tries managed to get it tied off. Then, he stepped into his dress. He put the hat on his head, looked in the mirror, tilted and adjusted it, then put a big, bright smile on his face and struck a pose. I wonder if Brit will like me in this outfit? Port wondered, though he was pretty sure the other man would. After all, it seemed even his clothes were part of turning him into Brit's dream girl. Port then used a few pins to fix the hat to his hair so it wouldn't blow off in the wind. It was a trick he'd learned while watching his hairstyling videos.



Done, he studied himself, checking out how he looked from the left, the right. He was not surprised to see what looked like a cute, gangly teenage girl looking back at him. Adjusting his hat again—he teased the strands hanging down beside his face, wanting them to be bent just so. Finally, as satisfied, he supposed, as he would ever get, he walked out to find Britain sitting on the couch watching the big screen, a pillow in his lap. Port felt awkward, having just overheard the man pleasuring himself, and Britain looked right at him, let his eyes caress the long, brown legs, and then said, "I was thinking about you this morning."

"I bet you were," Port said walking briskly past the other man, feeling his skin tingle. "Let's eat," he said, eager to change the subject, trying not to let on he'd heard Britain slapping his shit, suddenly wondering if--had Britain been thinking of me while he did it?

"What's that supposed to mean?"

"Nothing," Port said, opening the refrigerator and pulling out a carton of some kind of egg. "Let's try these weird alien eggs."

"Okay," Britain said, sensing something odd in the captain's manner but not understanding it. What's going on with him? Britain thought, trying to figure out why he would be in a weird mood, but then he dismissed the change and decided to ignore it, using the same tactic men had used for tens of thousands of years--women!

He'd woken to find the same outfit as always--durable work pants and a shirt, thick boots, but once again the aliens seemed to be having fun dressing up the captain, who looked like a teenage girl in his short little sundress. I have to give the captain credit for having the balls to show his face dressed like that, Britain thought, even as he admired the other man's smooth, round legs. I'd probably just drown myself in the bathtub before I faced the world in a dress- even if I looked that good. Especially if I looked that good.

They got to the sight to find Garret and Doc already there, working, not talking. Doc was wearing the same utilitarian uniform as Britain. Garret, however, was pushing the limits. He had on a pair of cut off jean shorts like a girl set in some old time movie might wear. That

wasn't his choice, Port knew, but taking his top off and working in his bra most certainly was. It was a lacy sort of pretty bra, a push up type that enhanced his cleavage. Or, were his breasts a little bigger today? Port wasn't sure, but as a sort of former man, he was sure what the sight of Garret in that bra was doing to the guys. The tension between Doc and Garret was palpable, even from 10 feet away.

Garret, seeing he now had an audience of two men, arched his back, thrusting his breasts forward as he wiped the perspiration from his brow. "I'm so hot," he said, putting on a falsetto, adding a feminine moan for good measure. He gave Port a wink and then walked back to the worksite, hips swaying.



Port went over to join Garret at the wall, ready to work with the grout while the other two men did the heavy work. "What's up?" He asked softly as Britain and Doc walked over the rock pile, whispering and glancing back.

"I've had it with that asshole, that's what's up."

"What happened?" Seeing one of Garret's bra straps was slipping off his shoulder, Port slipped a finger under it and pulled it back into place. He was a little fascinated at the sight of Garret in his bra, the soft swelling of his chest. Port knew he would have his own soon, would be wearing a bra. He wondered how big his breasts were going to get? The schematic the aliens had shown them of the "fertile females" they would become had large breasts. "Did Doc try something—um, gross?"

"Captain, if it's okay, I just really don't feel up to any girl talk right now. Can we just work for a while?"

"Sure. But I'm here-- and it wouldn't be girl talk."

"I know. Thanks."

They worked. Port noticed both men casting furtive, longing glances at Garret's breasts. Seeing Britain look, the hard eyes, made sent a sting of jealous anger through Port, and he narrowed his eyes and started to say something, but he knew he was reacting as a woman, and it galled him, and he was determined not to play the aliens' game.

I am a man, he thought to himself. I don't care if Britain looks at another man's boobs because it's weird and gross, and I am a man and I am in charge, not this body.

But as the day went on, he felt himself getting more and more tense, more and more angry at Garret for waving his tits around. He found himself standing, turning, giving Britain a look

at his ass, leaning on one hip, knowing what he was doing and flushing with shame, but needing to do it, to make sure his man... Britain... a man... whatever... remembered him.

Late morning, a little before lunch, Garret stood and stretched as the two men approached with boulders in their hands, raising his arms and lifting his breasts. "It's so hot," he said, and then he reached back and started to unclasp his bra.

"Enough," Port said.

"What?" Garret said, as if surprised.

"Put on your shirt and stop with the games."

"But Captain, they took off their shirts...."

"Put on your shirt, Garret."

"But how come they can...?"

"It's different for us, and you know it."

"Yes, sir."

They broke for lunch. Garret ate fast, and as soon as he was done, he said, "Captain-- permission to scout the area behind that mesa? I'd like to get a lay of the land."

"Okay," Port said, glad to be free of Garret.

Garret stood and then reaching toward Britain said, "Wanna come with me? I'm a little scared to go alone with these weak little arms of mine."

"Captain?" Britain said.

Port looked at them, feeling his face get hot. He did not want them alone together, not after the way Britain had been looking at Garret all day, but again he felt a need to lead as a man and not as a jealous female, so he swallowed and said, "sure."

The two walked off, Garret giving Britain a little punch on the shoulder and the two laughing over something, then glancing back.

"You sure this is a good idea?" Doc said, watching them as well.

"No, but I couldn't stand having Garret around any longer. Maybe some kind of desert beast will eat him."

"We can only hope."

"What happened between you two last night?"

"I'd rather not talk about, Cap."

"He said the same thing."

"Yeah, well, it's nothing. Just two shitheads making each other's lives difficult."

Captain Port leaned against the tree, feeling the breeze rustle his dress, waft across his bare legs. His eyes drifted closed, and he fell into a light, peaceful sleep. Doc looked at the captain there with his long blonde hair, his dress, his gorgeous legs, and he wanted to kiss him so badly. He looked so pretty and peaceful. But kissing the captain was generally discouraged in UP conduct codes, so instead he sat down on the ground and kept watch over the sleeping beauty-- only to drift off himself.

"Captain. Captain."

Port sat up, shaking away the sleep as he'd trained himself to do, disorientated for a moment, having dreamt he was back on the Isis a normal man, and not a girlman sitting in the desert in a sundress. "What is it?"

"I fell asleep, too. Apologies. I don't know for how long, but I woke up when I heard a scream."

"A scream?"

"It came from behind the mesa."

Doc helped the captain to his feet, and they started to jog toward the mesa, Captain Port lifting the hem of his dress with one hand and holding his big straw hat on his head with the other. Doc kept a slow pace so as not to leave his captain, who was running like an awkward girl, behind.

"Go! Port said. "I'll catch up."

"There's safety in numbers, Captain," Doc answered, not wanting to leave his pretty, vulnerable captain behind.

"Okay," Captain Port answered.

As they neared the mesa, they slowed and controlled their breathing. Doc took the lead as they now crept forward, not wanting to alert any potential enemies to their presence. Captain Port followed, still holding up the hem of his dress, peeking around Doc's shoulder pensively. They circled, and circled, and then they turned and came upon a little cubby hole in the face of the mesa.

Britain was on top of Garret, one hand shoved under the other man's shirt, squeezing his breasts, and Garret had one leg lifted, his foot curling around Britain's bare back possessively. They were locked in a deep, passionate kiss, making small, intimate noises, their bodies writhing rhythmically.

"You asshole!" Port screamed and rushing forward he slapped Britain on the back, on the head, his small hands flying as his eyes filled with tears.

"What the hell?" Britain yelled, rolling off Garret and away from the furious storm of slaps his captain was raining down on him.

Port turned to Garret now, laying on his back, his eyes wide with feigned innocence, his long red hair spread out around him, some strange pouring over his slender shoulders and tickling the tops of his breasts, his nipples hard and tiny. "You bitch!" Port yelled and lunged at Garret, intending to scratch his face, but Doc threw an arm around Port's waist and lifted the slender little man off his feet.

"Put me down!" Port shrieked as Doc carried him away from Garret, then plopped him down and pinned him against the hard stone wall of the mesa. "Let me go!" Port shrieked.

"Calm down, sir," Doc said sternly.



"I'm going to kill that bitch!"

Doc slapped Port across the face. It was gentleman's slap, but it stung nonetheless, and Port saw stars, pulling back in shock at what Doc had done even as it brought him to his senses, and he realized how irrational he'd been acting.

"Breath," Doc said. "Just breath."

Port, realizing he had stopped breathing, nodded and took deep breaths, calming himself, coming back to himself, reasserting his masculine identity, his training as a captain. "You can let go now," he said when he felt calm.

Doc nodded.

"Thank you."

Port stepped away from the wall and brushed back his bangs. His training told him how to get control of himself, to regain control when he'd allowed anxiety to get the best of him. But this situation was totally new-- what was protocol when you caught two members of your crew kissing? It wasn't against the rules for men to have relationships in the corps, and Port knew that he was at fault as much as anyone else because he'd reacted to his programming and gone apeshit over the fact that his mate was kissing a rival, and so he decided to own up. Straightening his dress, throwing back his shoulders, he marched back to where a stunned and ashamed Britain was standing, and a slightly smirky Garret was still lying on his back with his boobs swaying in the wind, and he said, "attention."

Britain and Doc snapped to it. Garret got to his feet a little slowly and then saluted, his boobs swaying as he raised his slender arm.

"I did not react well, and I apologize. There is no excuse for my conduct just now. An officer does not allow his emotions to get the best of him. Let's go back to the worksite and complete our day's work. I request that we all put this little incident behind us. Agreed?"

"Yes, sir," they all chimed, pleased to see their captain regain control and handle the situation so well.

"And, Garret?"

"Yes, Captain?"

"I do have to commend you on an awesome rack."

"Thank you, sir."

"Now cover yourself up and have some self-respect."

"Yes, sir."

"Captain?" Britain said.

"Yes."

"Your hat." Britain held out Captain Port's straw hat, and he reached out and took it. He hadn't even realized it had come off at some point. "Thank you."

"Can we talk?"

"Tonight," Port said. "Because right now I am so mad at you I'll probably say something I'll regret."

"Understood. Thank you, captain."

And with that, Captain Port pulled his straw hat down over his long, golden hair, turned and walked away, his hips swaying defiantly and giving Britain a nice long look at his sassy little behind.

Later.

They sat on the couch facing each other. They'd each showered and put on their night clothes. Britain wore dark green silk pajamas with pinstripes, the top open showing off his hard, bronzed chest. Captain Port wore a transparent baby doll in a soft pink with lace trim that celebrated his slender arms and legs. He'd let his hair down. It hung in waves around his face, his bangs coming just to the tops of his slender eyebrows.

"This all seems so awkward and... wrong... and I feel like I am being... like an alien puppet or something," Britain looked away and took a deep breath. Port just smiled, letting him search for words, finding it sweet how hard the other man was trying to say the right thing, to make it better.

"Well, the reality is--whether it's the aliens or not I don't even care--because the reality is that I have feelings for you, Port. I care about you, and I never want to hurt you, and I should never, you know, have---"

Captain Port smiled, put a slender finger to the other man's lips, and said, "It's okay."

"It... is?"

"Yes."

"I'm so sorry."

"I know. And, I want to say to you, I have feelings for you, Britain, and they do seem wrong, and I so badly want to give into them, but then what?"

"What do you mean?"

"I mean suppose we have a dance, then what? Will you still want to be with me? Tomorrow, I mean?"

"Yes."

"And what about back on the ship? How will you feel when the crew, when your buddies find out you made it with another man?"

"I don't think of you as.... I mean... I don't care. I don't care."

"You don't think of me as a man?"

"No," Britain said. "When I look at you, I see a woman."

"But I'm not. Not really. And I'm not a woman. I'm... both."

"I don't care. I love you"

Love. The word rang out, and it seemed to float in the air and then pass right through Port's body and into his heart, making him feel all warm and tingly, and he stared into Britain's eyes and sighed, "I love you, too."

Britain reached over and brushed Port's bangs gently from his eyes, then let his hand slide down the captain's smooth, soft cheek. He held the captain's face, staring into his wide, pretty blue eyes, and the stared back, his mouth falling open. Kiss me, Captain Port thought, Kiss me!

Unsure, Britain hesitated. He wanted to kiss those lips so badly, yet she was still the captain, was she not? It would be... Port was desperate for his first kiss, but it had to be the man who kissed him. He reached out and covered the other man's big, rough hand, holding it there against his cheek, his whole body aching with the desire to be in this big, strong man's arms, and then Britain leaned in and they kissed, a tender, searching kiss, a kiss full of curiosity and mystery, and Port felt his toes curl, and when they separated he put his arms around Britain's neck and said, "Omigod, that was incredible."

They kissed again, Britain pushing the captain onto his back, straddling him, letting his hand stroke Port's smooth, soft belly as they made out, and Port dug his nails into Britain's muscular back, gasping with pleasure. Britain laughed and Port cupped the other man's face with his soft hands, and they kissed, and kissed, little puppy kisses, and then Britain grabbed Port's wrists and forced his arms over his head, giving him a long, hard, insistent kiss. Port strained against Britain and found that he couldn't even move the big man, couldn't move his arms or budge him in the slightest.

He'd never felt so helpless and so safe, so vulnerable and so protected, so weak and yet so powerful. When the kiss ended, he gasped, "you're so strong," and Britain smiled and kissed him again. Port felt the other man getting hard, his sex pressing against the side of Port's thigh, and the feeling sent a shock of excitement--and terror--through him. He tried to push the other man away, scared at what he was feeling, at his sudden need to have the other man inside him, thrusting into a body part he didn't even have yet, and Britain sensing the other man's panic let him up.

"You okay?"

Port pulled away. "Um, yeah, it's just, well... I felt you getting... hard."

"That tends to happen."

"I know. It scared me. Because I liked it, and I wanted it, but it scared me more."

Britain stood, took a deep breath. "I understand," he said, getting himself under control.

"I'm sorry..." Port said, and he found himself crying as the crazy emotions he was feeling, the lust and fear, desire and shame, overcame him.

"It's okay," Britain said, sitting back down and taking the slender man in his arms. "I'm here for you no matter what."

Port put his head against Britain's shoulder and cried, again feeling so safe and protected. Britain kissed him on the head and said, "We'll get through this together. You and me."

Port couldn't speak, didn't need to speak. It was enough for him to be held, and so he cried until he drifted off to sleep in Britain's arms. Britain sat there holding the captain's warm, soft body, feeling the other man's heartbeat against his body, smelling the strawberry shampoo in his hair. And then he heard an electronic click, and a voice said, "Your girl has entered chrysalis. She will sleep for the next two days."

They watched the scene on the bridge of the Isis and all over the ship. The crew was fascinated by the events on the planet, the transformations of their captain and Garret, the blossoming romance.

"It's so sweet," Isla Down watching the pretty little thing Captain Port had become clinging to his man. "She is so adorable."

"Sweet? Judge said. "It makes me sick."

Isla shared a glance with Tech Lina-- some of the crew found the whole thing terrifying and disturbing, men more than women, but others couldn't help but feel a kind of happiness for them, watching love take hold. "She is falling in love," Lina said. "I'm happy for her."

"That's still a man," Judge said.

Isla shook her head. "No. Whatever state her body is in, Captain Port is a female now, experiencing all the confusion every young girl feels when she comes of age."

Judge frowned. "So, it is your opinion that Captain Judge is now classifiable as a woman?"

Isla paused. She knew the implications. But she would have to testify honestly if it came to that, and so she nodded. "Yes. I would classify Captain Port as a female, but not a woman."

"What does that mean? Female but not a woman?"

"Right now, he is a girl."

"Oh, yes," Lina said. "Very much a girl."

On the screen, Britain picked the captain up and carried him to the bedroom, laying him gently down and then pulling the covers up over his small body. Then, with a grunt, he went into the bathroom and did what he needed to do to relieve the tension.

IV

In the morning, the first thing Britain did was check in on the captain. He seemed to have tossed and turned in his sleep--the quilt had been thrown off the bed, and the sheet was twisted around his arms and legs. Britain's eyes were drawn to the sight of the captain's gently rising and falling breasts--they were small, though maybe a little larger than Garret's had been--but the sight of them sent a thrill right to Britain's groin. He grabbed the quilt and lay it over the captain's sleeping form, and then went off to do his day's work.

He was there first, and when Doc arrived, he wasn't surprised to find the other man alone. He felt a little embarrassed about his make-out session with the captain and didn't much feel like talking, but Doc was pretty tight lipped as well, so it didn't really matter. They built the wall, as they had been doing. At the end of the day, watching another gorgeous sunset, Doc said, "I miss having them here."

"Me, too."

Back at the cell, Britain checked in on the captain. His breasts had grown larger, his waist smaller. His face, too, had changed—younger and more feminine. It was the face of Brit's ideal woman. Port had full lips and high cheeks, a tiny little button nose and long, curly eyelashes. His lips had gotten more plump, and his skin glowed. In his tossing and turning, one of his nightie straps had come down and one of his blossoming breasts was almost fully exposed, so Britain pulled the strap up and got the other man dressed right, then tucked him back in, laying on the couch and trying hard not to think of the gorgeous blonde in the other room, the gorgeous blonde who just a few days ago had been a man and a leader of men.

Britain tossed and turned, turned and tossed, haunted by the sight of the beautiful blonde woman in the room next door, of her soft, golden hair, her full breasts. He forced himself not to get up and look at her again, resisted the urge he felt to crawl into the bed next to her. Finally, the alarms sounded, and he blearily stumbled into the next room, intent on plunging into the shower and getting out the door as soon as he could.

But, as he started into the bathroom he saw Port move, moan, and then he sat up, felt the new weight and looked down to see his newly grown breasts straining against the top of his nightie, the wide, soft nipples clearly visible through the thin silk, the delicate little shoulder straps tight against his shoulders, straining as if they might snap.



Port looked a little surprised to find he's gotten his breasts, but also a little relieved. His mouth fell open in a pretty little "O" and he said, "They're heavier than I expected." But the voice he spoke in was no longer his, but a high, scratchy alto. His eyes went wide at the sound of his woman's voice, and he said, "I sound like a girl."

"You've changed a lot," Britain said, fascinated by the beautiful blonde creature sitting in her bed, so surprised and so cute. "Your face, too."

Port got up and, as he'd done before, walked over to the mirror. A stunningly beautiful young woman looked back at him, her eyes wide with surprise and dismay. The first thing he noticed was his radiant skin--it was so even, so soft, so glowing, every exposed inch shone with feminine promise. He had big, innocent eyes, a small nose, a full, fleshy mouth, and a long, swan's neck leading down to smooth, narrow shoulders, rounded and small than they'd been before. His waist was now tiny, and his hips round and generous. His breasts--my God--what breasts. They were big as cantaloupes, heavy and round, perky and with perfectly spaced nipples pointing out and slightly up, like the perfectly sculpted breasts on a statue of a roman goddess. He turned to look at his profile and saw the sway in the small of his back leading to his soft, toned, lifted rear that stuck out in counterpoint to his heavy breasts, giving him a curvy S shape. Britain walked up behind him and put his hands on Port's shoulders.

"You're gorgeous," Britain said, lifting the captain's long blonde hair back and giving him a kiss on the shoulder. "Stunning."

"I don't know what to.... Oh my God. I'm not... there's nothing left of me. Who am I?" He needed a hug, so turned and put his arms around Britain, feeling his soft breasts press against the other man's hard, angular body, a strange new pleasure surging through him, a pleasure that scared him just as much as the feeling he'd had before had scared him, but this time he clung to his man, desperately needing to feel those strong arms around him, that strong body against his own small, soft shape.

"You're Captain Port of the Starship Isis," Britain said. "And no one can ever take that away from you."

"I don't feel like me anymore. I don't see me anymore. I can't face the crew looking like this."

"I love what I see."

Port gave Britain's thick bicep a squeeze, ran his fingers over the other man's rock-hard chest. "I need you," he whispered.

"And I need you."

They kissed, held each other, and then Port said, "We better get ready."

"Sure thing," Britain said, and as Captain Port turned, he couldn't resist, giving the other man a slap on his round ass.

"Watch yourself, sailor," Port said with a giggle.

"I'd rather watch you," Britain said, and Port hurried into his bathroom, all smiles and giggles and happy confusion, his new breasts swaying and bouncing with every step.

Port closed the bathroom door, leaned on the sink and looked at himself again-- this time and for the first time in private, without Britain watching him watch himself. Everything was-- wrong. This face, the hair, the small arms and those big, bouncy breasts. He'd wondered sometimes what it was like for women, especially women with big breasts, and at the same time he'd always been glad he didn't have them because they always struck him as largely impractical.

His feelings were not changed now that he had a pair of his own, with full, sensitive nipples... he cupped his breasts, lifted them-- gasped as he felt his breasts from the outside and the inside, and his body reflected his mind's confusion as his nipples started getting hard, and he felt himself getting weak in the knees as both male and female pleasures rolled through him like waves.

All his life, Port had believed that you made the best of any situation. Life, his father had always told him, was 10% what happens to you and 90% how you respond to it. And so, everything he'd faced.... he thought of his father, teaching him to tie a tie, watching him shave as a little boy, and his dad putting shaving cream on his face and letting him pretend to shave just like a... man.

He touched his now soft, hairless cheek. My father. What will he think of me now? What will he think of a son with bigger breasts than his mother, a son who throws himself in another man's arms, kisses him?

Well, he wouldn't want me feeling sorry for myself, Port decided, slipping his nightie over his head, stepping out of his panties. He turned on the shower, tied his hair back, and got ready to face the world in his new shape. His chest moved and kept moving, his heavy breasts swaying, rising and falling each time he moved or raised an arm. When he reached across his body he felt the soft flesh press against his arm. It was odd to have a chest that moved, but he supposed he would get used to it. The thought of getting them reduced when they got off this place crossed his mind for a flickering instant, but then he thought of Brit and that hungry look in his man's eyes as he'd checked out Port's new body.

When he came out of the shower he found his outfit—if you could even call it that. Tiny little scraps of fabric connected by slender strings. It was a bikini. With this body? Port thought. Then, avoiding facing his own shame and confusion about wearing a bikini for the first time, he turned his thoughts to what it was doing to do to his man. He held the bikini top up to his breasts and grinned. Maybe I should feel sorry for Brit. It looked like the aliens wanted him to show off his bouncy new curves. Holding up the bikini bottoms, Port couldn't decide if he was more embarrassed at the thought of wearing something that was so female or the way they would show off his junk. He was becoming increasingly ashamed of the bulge he had left, which was just another yeah the aliens are messing with my mind thing. The bikini bottoms had to be tied on with string, so after a brief struggle he got them on, and then he heard the panties hum. They grew warm and cupped and squeezed his groin. When he looked in the mirror, he didn't need to worry about a bulge anymore.

Next, he got the top tied and lifted his breasts, getting them firmly settled into the cups. The bra lifted them, mashed them together, enhancing his cleavage. He looked at himself again, posed, and once more could only think of poor Brit and how hard it was going to be for him to control himself.

There was a knock on the door. “You just about ready?” Brit asked.

Port huffed. “I just have to do my hair.”

“Fine,” Brit said, his tone hard, annoyed.

Port shook his head. Men. Then, he laughed at himself for having the thought. How could a guy not understand that it took longer for a girl to get ready? He knew, but now that he was on the other side, he didn’t know.

At the work site, they landed to find Doc and Garret arguing about something, Garret had both hands planted on the small of his back, his red hair flowing in the wind. Britain and



Port both stared, stunned at what had become of Garret, who, noticing them staring, stopped yelling at Doc for a minute and turned on them. "Look what this pervy asshole has done to me." He now had a squeaky, breathy soprano, higher and more girlish than Port's voice. "Obvious Mommy issues." Garret gestured toward his huge breasts.

Doc shrugged. "Excuse the Mrs. She gets like this when she's having her period."

Brit chuckled. Port hit him on the arm. Ugh. Men.

Port, seeing how self-conscious and insecure Garret was about his body, smiled. "You're gorgeous," he said. "You look amazing."

Garret had squeezed himself into an outfit identical to Port's, and in his bikini it was very clear his figure had become all woman. **All woman.** Port was gorgeous and very curvy, but there was something lithe and athletic in his frame. Garret looked almost like some kind of ancient fertility sculpture with wide, round fleshy hips and huge breasts far bigger than Port's-- it was the kind of body that looked like it was made for motherhood and not much else, all soft curves and signs of fertility.

"I'm a cow," Garret responded. "A cow."

"Listen to the Captain," Doc said, putting a hand on Garret's shoulder and hoping to make up for his insensitive comment. "You're beautiful, babe."

Garret slapped his hand away. "Don't touch me!"

"We need to talk," Port said, giving the men a glance.

"Yeah, let's talk, since we're girls and that's what ladies do," Garret said angrily, turning away, but Port grabbed his arm.

"We are going to talk, whether you like it or not."

"Fine!"

Port took Garret's hand. "Let's go under the tree."

"You're joking," Garret said as Port held his hand.

"Come along," Port said. The two men walked toward the tree, holding hands.

Garret leaned over and whispered. "The guys are checking us out."



"I know. I can't believe we're the ones the guys are checking out now. It just doesn't feel right, and yet..."

"You like it, too, don't you?" Garret said.

Port nodded. "I love it."

"Holy shit," Britain said taking in the sight of what read as two gorgeous girls in bikinis holding hands as they walked toward the tree. Both of them had gorgeous asses, long legs that just didn't quit.

"I can't believe how.... hot... they are now."

"Yeah. The captain is, I mean, just beautiful. I can't take my eyes off him."

"Well, Garret is a bombshell. I really can't blame him for freaking out. I mean, if I had that body? I'd go crazy, too."

"Tell me about it. I feel sorry for him, but mostly I just want to fuck him."

Garret was in tears as the two of them sat down beneath the tree, and Port held the other man's hand. "I'm nothing now," Garret said. "Just a stupid... woman..."

"That's not true, you..."

"Look at me," he said, brushing his hair back. "Look at these tits. My God. I can barely walk with these things."

"I know. I have breasts now, too. Do you think I like it?"

"Oh, please. You've got..." Garret looked at the other man's breasts, really looked at Port for the first time. "Well, yeah, those are some pretty big knockers, Captain."

"Yes, they are," Port said, glad Garret was finding his sense of humor. "This sucks. It sucks for both of us, but guess what? It's reality."

"I'm scared," Garret admitted, wiping his tears. "I'm... I sound like a bimbo; I look like a bimbo... I know how men treat girls like me, how I treated girls like me."

"It doesn't have to be that way."

"Yes, it does."

"Garret, you were an asshole as a man. And yes, there are lots of guys out there-- I won't lie to you-- who would see that body and hear that voice and think they could disrespect you. But they can only do that if you let them."

"And maybe I won't be able to help myself. Maybe I'll want it."

"Maybe you will, but if you do there will only be one person to blame. And guess who that is?"

"Oh, I don't know... me?"

"You need to let go of all that shit you used to think about women, Garret. Let go of it, because, honey, I got news for you-- you're a woman now, and the first thing you need to work on is respecting yourself."

"My God, are you about to say, girl power?"

"Girl Power," Port said, making a small fist.

Garret made a fist as well, and they bumped. Then, each man found himself staring into the other's eyes, searching his face. They felt the magnetism, the attraction. Port leaned closer and caressed Garret's arm. "Your skin is so soft."

Garret tugged on his ear. "Is it weird I totally want to kiss you right now, Captain?"

"If it is we're both weird." They leaned closer, then Port pulled back, thinking, Brit might be upset if he finds out. "Well, maybe we should get to work."

Garret nodded. "One more thing," Garret said. "Please."

"What?"

Garret took the captain's small, soft hand in his own and said, "I just need to tell someone this, someone who will understand."

"Okay."

"The night before I went to the sleep, I let Doc... take me."

"You mean as in... woo woo?"

"Yes. We were kissing, he was playing with my breasts, and something came over me. I just got on my hands and knees, and he pulled down my panties and then... he did it to me. And I think maybe that's why I am turning into such a bimbo, because I wasn't strong enough, I couldn't be... a man."

"No, Garret," Port said, giving the other man a hug, feeling their soft breasts press together. "No. They made us this way, programmed us to want Britain and Doc. It's not your fault, not my fault."

"I just... it makes me feel dirty."

"It shouldn't, though. It shouldn't. Because you-- we-- are so vulnerable now, facing all these changes and needs, we just--- I cried on Britain's shoulder, cried and begged him to hold me-- because I needed to. And this morning I started thinking about what my father would think of me if he saw that, saw me with this body... and I felt sick and ashamed, but I didn't ask for any of this, and it's hard... so hard... and I am not going to apologize for letting someone love me."

"You should have your own talk show," Garret said, but he smiled. It was what he needed to hear.

"Captain! Captain!" Britain yelled. "Everyone!"

Port and Garret got to their feet.

"Hurry!"

And the two men ran, awkwardly, their breasts bouncing, round hips swiveling, their long hair trailing behind them, and they ran over to the wall, they found footprints. Not animals prints, but definite boot prints.

"Someone has been out here."

"Killick," Port said.

"Could it have been one of the aliens?"

"It looks like a UP boot mark to me," Port said. He squatted down, looked up at the others and smiled. "I'm sure it was him."

Then, he stood up and straightening his back against the weight of his breasts, he said, "He's going to save us."

They worked as they had always worked, trying to make sure they didn't do anything that would tip off the aliens. Mid-morning, while the men weren't watching, Port pulled up the bottom of his bra and let his breasts air out. "I am sweating under my boobs like a pig!" He said to Garret.

"Tell me about," the other man said.

At the end of the day, they left some food and water for Killick, and Port waited for the next sign from the very resourceful marine.

Back at the cell that night, Port and Britain kissed, made out. Port let the other man touch his breasts, then squeeze and play with them. He loved the feeling of Britain's coarse, calloused hands on his soft breasts, the feeling he got when the other man kneaded his nipples. And as before he found himself with an urgent need to have Britain inside him, penetrating him in a vagina he didn't have yet.

He thought about Garret, what he and Doc had done, but no. No. That wasn't what he wanted. So once again, he and his mate had to make the best of some serious cuddling. When it came time for bed, he went into the bedroom while Britain made himself comfortable on the couch. Britain was muddle-headed, delirious with pleasure. He'd wanted to get his hands on Captain's Ports boobs since he'd first seen them, and now he'd had hours to play with them, and he'd found the captain a really fun and adventurous playmate. He was shaping up to be a really fun girl, and one that would make, if it came to it, a great little wife as well.

Just as he was drifting off to sleep, Port tip-toed out to the living room, knelt down next to the couch and whispered, "do you want to sleep in the bed with me?"

Britain opened his eyes and looked into the captain's big, innocent blue eyes. "It's okay," he said, taking a strand of hair off the captain's shoulder and putting it behind his ear, then letting his hand fall on the man's soft arm. "I'm fine here."

Captain Port bit his lip and took Britain's hand. "I want you to sleep with me," he said. "I'm... scared."

"Oh," Britain said. "Okay."

He let Port lead him by the hand to the bed, and they climbed under the covers together. Port put his small, soft hand on Britain's chest and snuggled up to him. "That's better," he said softly.

Britain kissed his girl on the head, and they drifted off to sleep together.

The next day, they found that Killick had scraped a message into the stones of the wall they'd been building. He indicated he had a plan to seize a transport vessel and help them escape, and he asked the captain to confirm whether he should make the move or not.

Port, standing on one foot, nervously adjusted the straps of his bikini top. "I'm not sure about this..."

"If Killick thinks it has a chance to work..." Britain said.

"I know. There's a good chance it will work. But what about the Isis? Even if we escape, the last contact we had, she was still under alien control. Killick probably doesn't know that."

"We'd have no place to go. At best, we'd have to spend the rest of our lives hiding in the wilderness on this god-awful planet," Garret said.

"Would you rather spend the rest of it living in a prison?"

"I will be trapped in a prison the rest of my life no matter what," Garret said, gesturing down at his breasts, his hips. "So, I'd rather be in a comfortable space than stuck in the woods."

"Even if it's with me?" Doc said.

"Ha. I'm planning on killing you in your sleep."

"Oh, you say the sweetest things honey bunny."

"Okay, you two are making me sick," Britain said.

"Okay. Okay. I'm leaving a message for Killick. I want to meet and talk before we make any drastic moves. Now, let's build some wall."

Shortly before the sun reached its apex, the four of them looked off at the horizon in surprise as the noise of a transport echoed across the desert floor, and they saw the tell-tale cloud of smoke each transport created as it streaked along the sandy ground. "Oh no," Captain Port said softly, crouching behind the wall.

"You think he jumped the gun?" Doc said.

"Not sure, but something's up."

Britain instinctively came to Port's side and put an arm protectively over the captain's soft shoulder, and the four of them watched as the transport raced toward them, hovered for a moment and then gently landed. The side door slid open and... no one stepped out.

"Please board," a woman's voice called out.

"Why the change in schedule?" Port said, but there was no response. He glanced ruefully at Britain and nodded toward the shuttle. "Can you?"

"Why the change in schedule?" Britain asked.

"In recognition of your hard work, you are being rewarded with recreational time as is customary among your species, Britain. Please bring your girl and board the transport."

"Me, too?" Doc said.

"Yes, Doc. You bring your girl as well."

"Come on, girl," Doc said, grabbing Garret's hand and pulling him to his feet.

"I'll hit you," Garret said.

"Promise?"

And then Garret did.

The four got into the cool, dimly lit transport, and inside on a small table was a large silver platter heaped with shellfish and in the center an ice bucket with a bottle of champagne. The cold air immediately caused Port and Garret's nipples to get hard, and the men self-consciously crossed their arms over their chests.

"Shall we?" Britain said looking eagerly at the food and booze.

"Oh," Port said softly, "why the hell not?"

"I hope there's more champagne where this came from."

There was, and by the time the transport settled down again, the four of them were laughing and talking in loud, slightly slurred voices. Grabbing more of the booze, they stumbled out of the transport and into what seemed like a tropical paradise-- a large, sunken spring with sparkling blue water, fed by a narrow waterfall that dropped gently from a 20 foot cliff-- swaying palm trees and flowering bushes that filled the whole grotto with a sweet, pungent odor so thick you could taste it.

"Holy crap," Britain said, running toward the water, throwing off his shirt and jumping into the sparkling water, followed immediately by a shrieking Doc. Garret and Port hurried along in their wake, breasts bouncing as they ran, and the two hesitated at the edge of the drop off into the spring as the man came bobbing back to the surface.

"Whew-we!" Britain said.

"Man, this is awesome!" Doc said.

Port was undoing his sarong, setting it carefully away from the edge, and then he checked his bikini straps to make sure they were secure. "Is it cold?" He asked.

"Not at all! It's like a bathtub!"

"It looks cold," Garret said.

"Not at all, now stop being a couple of girls and get in here!" Doc yelled.

Standing there in their bikinis, their soft, curvy bodies almost fully exposed, they did not like being called girls, so Garret and Port exchanged a glance and then, each of them shrieked and leapt into the water.

It was freezing cold!

Paddling to the surface, Port screamed, "You LIAR!" He paddled toward Britain planning to smack him, but Britain paddled backward laughing.

"Omigod," Garret said, pulling his bikini strap back up on his shoulder and adjusting his boobs in their cups. "It's like ice water."

They swam. Laughed. Splashed each other. Lay on the sand in the sun and drank champagne. Britain looked over at Port in his little blue and white polka dot bikini, laying there in the sun-- his flat, soft belly... those immaculate breasts... his perfect skin.... his long, wet hair spread out in the sand.

"Let's go check out the waterfall," Britain said.

Port gave the other man a naughty smile and said, "Okay."

Garret was curled up, leaning against the trunk of a pine tree, a bottle of champagne in his hands, and Doc was laying at his feet, gently running his hand along the other man's smooth calf. Port smiled to himself, knowing what all four of them had on their minds.

Britain took Port's hand and led him along a pathway of slick, flat stones that led halfway up the cliff and under the waterfall. At one point, Britain hopped over a stone and slipped a little, and Port said, "Careful!" In a small voice full of feminine concern.

"I'm fine, babe," Britain said back, his eyes hazy with booze and lust.

Once they reached the top of the path, they saw there was a small cave behind the waterfall, and Britain said, "Let's go in," pulling Port along before he could even answer.

As soon as they were in the dark, cool cave, away from prying eyes, Britain put an arm around Port's waist and pulled him in for a long, passionate kiss. Port gasped, and Britain pushed him back against the cold, damp wall of the cave, letting a hand slide up under Port's top and squeezing his breast, bringing a soft moan from his captain that gave Britain instant wood. Port dug his hands into Britain's hair, pulling him in for another desperate kiss, feeling his breasts press sweetly against Britain hard, flat chest, and they kissed and kissed, and Port felt his mouth get dry and he ached with the need to have Britain inside him... oh God, he wanted it so badly.

Finally, he dropped to his knees and yanked Britain's shorts down, freeing his manhood, which popped out thick and hard. Port's eyes went wide, and he didn't even think about what he was doing, but grabbed the other man's thing and squeezed, loving the feeling of it in his small, soft hand.

Britain groaned. "Oh, wow," he said. He put his hands on Port's head and gently massaged his scalp, and Port knelt there with Britain's penis in his hands, and he licked his lips.

"I have a special present for you," he said softly.



Britain looked down, saw those wide, pretty eyes of the captain looking up at him, eyes wet and hot with desire, and he knew what the other man was thinking, and he said, "you sure you want to do this?"

"More than anything," Port said, and then he took the other man into his mouth and started to bob, and Britain closed his eyes and let it happen.

After, Britain held his girl. She was on her side, curled up, and he put his arms around her and spooned her from behind. He wasn't surprised when Port started crying, and he just held her and kissed her, and let her cry.

When they came down from the cave, they found Garret lying topless in the sun. Doc was next to him, eyes closed. The four of them looked at each other, and their mutual sheepish glances told them all what they all kind knew and suspected. The voice called from the ship. It was time to go, and so they stumbled, still drunk and delirious back to the transport, and made their way back to their prison cells.

As soon as he lay down, Port fell asleep, and Britain heard the alien call out, "Your girl has entered her final chrysalis. She will sleep for two days." He looked at Port, sleeping so peacefully, his breasts rising and falling gently with every breath. He brushed the pretty man's hair back from his face, put a protective arm across his belly, and slept.

Porter woke, brushed the long blonde hair from his face, looked down and saw his breasts-- it all still surprised and disoriented him, as if in his dreams he was still a man, still himself, but as he saw up it all came back to him--the fight with Britain, the gradual changes in his body and mind--- the kissing, the sex. He needed to pee, really badly, so he got up and hurried to the bathroom, his breasts swaying against the thin silk fabric of his nightie, his arms out to his sides balancing against the swiveling his hips.

When he reached the bathroom and pulled down his panties, he realized he'd slept again-- the deep, changing sleep. His penis had been getting smaller and smaller and his body had grown soft and round, but now it was gone. Just to make sure, he reached down with both hands, pressing his breasts together, and touched the lips of his vagina.

He sat, his panties at his knees, and let the pee flow, the tinkling sound, the sensation, all wrong. He'd known this day was coming-- but some part of him had hoped it wouldn't, that he'd keep his manhood and somehow get his body turned back to normal-- but now there was no more hope because the last change had come, and he was now fully a woman.

Should I be crying? He wondered. He'd been much more emotional since the changes had begun, and yet he didn't feel like crying. Didn't feel anything, really, except a strong need to see Britain, to give him a hug and a kiss and to be with his man now, for the first time, as a woman.



After he showered, he came out of the bathroom to find his outfit for the day--a white dress, white patent leather shoes, white stockings and lace gloves. There was even a necklace of white pearls. Why white? He wondered, looking at all the pretty white things, and then it came to him--- I'm a virgin now.

He slipped on the lacy white bra, and

matching panties. Stepped into his dress, slid the white stockings up his smooth, slender legs and even clasped the pearls around his neck. There was also a hair scarf of a thin, transparent white color, and he thought it was cute, so he pinned his hair back and tried the scarf over the top of his head. As he was fussing with his hair, teasing the little golden curls that came down over his ears, Britain walked in, froze, and whistled.

"Woe," he said.

"Thanks," Captain Port answered, smiling at Britain and doing a little knee bend. "Do you like me in white?"

"I like you in anything," Britain answered, wrapping his arms around Captain Port from behind and kissing him on the shoulder. Britain was wearing an old-fashioned suit--a stiff white shirt, black jacket and pants--he looked amazing, and Port's girlish eyes lit up with pleasure at the sight of his man all cleaned up and looking sharp.

"You look so handsome." Port gushed.

"Thanks, babe."

"We look good together," Port said, glad they were turning out to be such an attractive couple. He put a hand on Britain's forearm. He loved it when Britain held him from behind like this and felt the time was right to tell the other man his bi news. "I changed again."

"I know," Britain said. "I slept with you the last two nights."

"So, you know?"

"Yes, and I... I am so happy. I wanted this." It was silent for a time, the two just looking into each other's eyes, something complicated and deep and beyond words passing between them. "How do you feel?"

Port turned in the other man's arms, looked up into his eyes. "I don't know."

"I'll make you happy," Britain said. "You'll see. We'll be so happy together. I'll take care of you."

"I... hope so," Port said. "But I'm not used to needing someone to take care of me." He put his head on Britain's chest.

Britain let him rest there for a moment, then he put his hand under Port small, smooth chin and tilted his head back, giving him a long, lingering kiss. When it ended, Port clung weakly to Britain, and Britain said, "You'll get used to it."

"Prepare to disembark in thirty of your minutes," the alien voice said.

"That's different," Port said as the two of them made their way to the kitchen.

"Oh yeah. Well, no work detail today."

"Thank god," Port said plucking at the hem of his dress. "I wouldn't be much use dressed like this."

"Instead, they are sending us on what they are calling a traditional courtship ritual."

"What does that mean?"

"I guess we'll find out in about 29 of our minutes."

"What if we don't? What if we just refuse to go?" Port said.

"Then I'll go crazy thinking about what's under that little dress of yours."

Port blushed and rolled his eyes. "Nothing you haven't seen before, you perve."

"Captain. I did not look into your panties while you slept."

"I meant some other... girl's... not.... " all the talk about his new addition made Port flustered and tongue tied, so he just groaned. "If you followed orders, you'd be the one in the dress right now."

"Mutiny never looked so good," Britain said, looking the captain up and down.

"I should have you court marshalled."

"But who'd be there to love you in the morning?"

"Any news from our friend?" Port asked, trying to seem casual, hoping he wouldn't give anything away that might alert the aliens to Killick's activities.

Britain nodded in the affirmative, but said, "Garret has undergone the change, too. So, you'll have someone to gossip and talk fashion with."

"Screw you."

"Promise?"

They found themselves in a large, plain concrete room. It was cold and dark. Port raised a slender eyebrow and said, "I think the aliens got it wrong for once."

But then some kind of holographic machine hummed to life and the room was suddenly transformed into what looked like a ballroom from an old movie--there were couples dress

in old earth formal wear, an orchestra on the bandstand playing some sort of catchy instrumental, waiters with silvers trays scurrying around the room.

Garret wore an outfit identical to Port's--all white, virginal. He'd been very quiet. He and Port had exchanged a hug and squeezed hands, a silent, sisterly pledge of unity, but it was clear he was deeply ashamed of what he'd become, and everyone, even Doc, was giving the poor man space.

"Tradition holds that you will now dance with your mates," the alien voice said. "Males please take the lead."

Britain held out his hand and did a small bow. "Miss Port, may I have this dance?"

"It would be my pleasure, good sir," Captain Port responded with a giggle.

"Fuck off," Garret said, and he stomped off to a corner and sank to the ground.

Doc started to do a kind of weaving dance with some of the holographic dancers, pretending he was cutting in and out of the various couples, "so sorry old man," he'd say, or, "you can do so much better."

Port and Britain laughed, smiling into each other's faces, giddy as kids on their first date. "I bet you never thought the day would ever come when you would be asking your captain to dance."

"I never thought the day would come when I wanted to ask the captain to dance," Britain said.

"Are we supposed to just keep dancing like this?" Port said, looking around at the fantasy the aliens had conjured.

"I think at some point you're probably supposed to show me your boobs," Britain answered, giving the captain a little pinch on his bottom.

Port squeaked and said, "In your dreams."

"In my dreams you already showed me more than that," Britain said.

"So sorry old man," Doc said, cutting in, and Britain let the other man take his girl for a little while.

He walked over and leaned against the wall next to Garret.

"Come to cheer me up?" Garret said.

"Yeah," Britain said. "That and look down the top of your dress."

"Asshole."

"Yeah."

"It sucks," Garret said. "It sucks being on this side now. I don't want to be a girl."

"Don't care for Doc?"

"Oh, god, no--I mean that's not the problem. I'm crazy for him. Crazy. And that's part of what I hate about being a girl. The things I want him to do to me, the things I want to do to him. It makes me sick."

"Maybe you should just roll with it?"

"Easy for you to say. You still have your dick."

"Yeah, and if I were in your place I probably wouldn't want to hear it either."

"Britain!" Port cried out, laughing. "Save me from this wretch!"

"Yes, darling," Port said, and running out onto the dance floor he cut in grabbing Doc's hand and spinning him. "At last, I have you!"

"Oh, you cad!" Doc said in falsetto. Then, the two men started running around pretending to grab the asses of the phantom dancers.

Port wandered over to Garret, figuring it was his turn now. "Dance with me?" He said, reaching down.

To his surprise, a smile spread across Garret's gloomy face, and he giggled and took Port's hand. "Yes!"

They stood about a foot apart and started dancing, a little awkwardly, the two former men in their pretty white dresses. "You look ridiculous," Garret said.

"I don't care," Port said, and then yelled out, "Could we get some real champagne?"

A silver robot with the upper torso of a man and a large wheel as a base rolled out immediately with a tray of sparkling booze and said, "as you wish, milady."

Port looked at Garret and they laughed, grabbing glasses of the champagne and raising them. "Milady," Port said in his pretty voice. "Milady!" Garret answered in his own soft, musical voice.

The men raced over and grabbed some booze, and all four drank, laughing and smiling. Garret put a hand on Doc' forearm, and he smiled and gave the other man a hug. The lights dimmed, and the band began to play a slow number, and each of the couples drifted away towards a corner, dancing slowly in each other's arms, staring into each other's eyes, excited and afraid of what their futures held.

That night Britain and Captain Port kissed and played, wrestled and laughed and kissed some more. But when Britain climbed on top of Port and got ready to make love to his woman, Port felt a surge of terror. He was so hot, so wet, and a terrible new need filled him, a need to have Britain inside him, to feel him inside his vagina, deep between his legs, a need to have this man take him. He'd felt it before--before he even had the body needed to be taken like that--but not the urge came over him so strong, so foreign, so dry mouthed and desperate--his nipples were so tight they hurt, his skin so sensitive the slightest touch gave him a sweet, feminine gasp of pleasure, he needed and wanted as only a woman could need and want, and the need and feeling was so strong it terrified him that once he spread his legs and let Britain inside him he would be changed forever, and it terrified him, and so he put a hand on Britain's chest and whispered, "No."

"What?" Britain said.

"I'm not ready," Port said, tears starting to pour from his eyes, struggling to get out from under Britain before he gave in to his female needs. "It's too soon."

"I know you're scared," Britain said. "But I promise I'll be gentle. It'll be wonderful and..."

"No," Port, weeping openly said. "Not yet. I'm not... ready... to let you make love to me, to be your woman."

"But..."

"NO!" He shrieked. "Get off me!"

"Okay," Britain said, aggravated, rolling off of Port and onto his side.

"Thanks for understanding," Port said in a small voice, feeling a rush of both relief and regret at the passing of the danger, or promise, of his being fulfilled as a woman for the first time.

Britain didn't answer.

Port lay on his back, sweaty and wet and hot, his mouth dry, nipples poking out like soldiers at attention. He clenched his jaw and clawed at the bed because the orgasm came anyway, and it was an explosion of pleasure that made him buck his hips and press his knees together. He cried silently as the pleasure spread through his from his tingling fingers to his curled toes, and he felt what only a woman could feel, and the man in him withered in shame and at the same time he felt so alone and scared and EMPTY because the man he needed and loved was right there next to him and he'd pushed him away right when they were about to become so much closer, so much more a perfect couple. Why am I so stupid? Port thought. Oh God, what did I do to deserve this? Why am I cursed to be a woman?

The next day Port again found himself dressed in white. This time he wore a flouncy white skirt and a little white bra that made his boobs look like the Hills of the Goddess on Ventulia. They'd also left some white, plastic bracelets and another necklace of pearls, and almost without thinking Port had just slipped on all the jewelry and joined a brooding Britain for breakfast.

The silence bothered Port. Really bothered him, and finally he felt he had to say something to his mate, so he said, "Thanks again for last night."

Britain slipped a note across the table, and said, "We'll just have to make due for now."

The words meant nothing to Port, made no sense, and he felt a growing, feminine concern rising in him, but then he glanced down at the note and saw what it read: Killick will try to free us today.

Port looked up, his mouth dropping open.

"There won't be much for you and Garret to do today," Britain said. "It'll probably be best if you just watch."

Port folded his slender arms under his breasts and gave Britain a look. "I'm not helpless."

"No one is saying you're helpless, Captain."

"Well, just because I'm a woman, that doesn't mean..."

Britain reached over and put a hand on Port's arm. "Trust me," Britain said. "Okay?"

Port didn't answer. He felt himself getting angry and took a deep breath, started to clean up the plates, and Britain stood to help, coming around the table. He put his arms around the captain, wrapping them around his midsection, underneath his breasts, lifting them slight as he squeezed. "Okay?"

"Okay," Port said, giving in, unable to resist Britain or stay angry at him when he held him like this.

"Thanks, doll face," Britain said, giving the captain a slap on the ass and hurrying away as the pretty little man screeched and tried to slap him.

When they arrived at the worksite, Port walked over to join Garret, who was sitting in the shade of the tree. Garret looked Port up and down and smiled. "Still a virgin?"

Port felt himself blush, suddenly self-conscious of both his virginity and the white clothes that advertised it to the world. Garret was wearing a denim skirt and a little red blouse that matched his hair. "You guys did it?"

"God, yes. Three times. I was so horny... I practically tackled Doc the minute we got back to our cell and ripped his pants off."

"What's it like?"

"It's like... I don't know how to explain it," Garret said, his eyes getting a hazy, dream-like quality as his hand started to caress his long slender neck. "It's like the best worst feeling in the world... like you're being attacked but you want it and need it... it was like... like I was missing something, something I needed and had to have, and that was Doc, and when he was inside me, I felt so perfect and complete, and it was like my whole body was one soft, weightless ray of light..."

"Wow," Port said hoarsely. He hadn't heard a word Garret had said, but had only been captivated by the look on the other man's pretty face, the way his voice had gotten both soft and hoarse at the same time, the look in his eyes as he remembered making love to his man... He felt his nipples getting hard as he listened and crossed his arms over his breasts. "Did it... change you?"

Garret smiled. "I had a man stick his thing in my vagina, Captain. Of course it changed me."

"I hate this," Port said. "I hate it so much."

"Yeah, well, this is going to seem like paradise if we get back to the ship."

"I've been trying not to think about that. I'd almost rather just stay here."

"An animal in a cage?"

"At least I don't have to face the world, the people I know, like this."

"It's ninety percent how you deal with it, right?" Garret said, giving the other man's hand a squeeze.

Nothing happened all day. The two girls watched their men work. They broke for lunch. No one talked about the escape attempt, so as not to tip off the aliens if they were watching. And then they watched the sun set, and the transport appeared and came gliding across the horizon. As it settled in its usual place, Port pulled back his hair and started toward it, but Britain put a hand on his shoulder and held him back. He looked up at the man, puzzled, and Britain nodded toward the transport.

Killick emerged from out of the desert floor, sand streaming from his body, there was a flash and the pilot's door popped open. One of the aliens was inside, a tall, slender female much like the other's they had seen, and Killick fired his rifle directly into her head, grabbing her body and tossing it to the desert floor as he slipped into the pilot's chair and waved as the passenger doors opened.

Britain grabbed Port's hand and ran toward the transport, Port hurrying behind. Garret and Doc ran ahead. Just as they reached the transport, Port stumbled and fell, and he felt Britain slide his arms under his knees and back, lift him effortlessly and carry him into the transport.

The doors slammed shut and the transport shook as Killick fired all the thrusters, and they shut straight up, the force of their acceleration pressing them all down into their seats. Port yelled, "can he fly this thing?" But nothing could be heard over the rumbling of the over-charged engines, and then there was a concussive explosion and the ship lurched to one side. Port threw his arms around his man and buried his head in Britain's chest, and Britain threw his arms around the soft little man and then there was another explosion and another, and the transport began to make a high-pitched howl, as an alarm began to sound and smoke filled the cabin. Another explosion, and the transport started to roll, to spin, and over all that crazy noise and madness Port heard Doc yell, "We're gonna die!"

But a strange sense of peace came over Port. He could feel Britain's heart beating beneath his hard, muscular chest, feel his hands against Britain's ribs, feel the warmth of the other man's body, and the smell of him, and Port knew they would be okay, that as long as they had each other, held each other, loved each other, they would okay.

Killick regained control of the ship, and at the same time Port heard a new sound, a howling noise like a Bollinstar Eagle--it was the distinctive sound of the strike missiles carried by the fighter ships of the Isis. Outside the window, he saw an Isis Striker settle into flight alongside the transport and his heart rose. They were safe! At long last, the Isis had found them, and they would all be soon back on board his ship.

Part V

One of the Isis' recovery ships picked up the transport and then carried it up into orbit, where they docked. As they waited for the transport to open, Port gave Britain's arm a squeeze and said, "Guess it's time to find out if this girl can still lead a ship."

Britain just nodded.

Outside the ship, he saw Lieutenant Sparker and some medics gathered to greet them. Sparker was third in command, and Port nodded, glad that Judge had stayed on the bridge to get the ship away from this crazy alien planet.

They disembarked. Sparker saluted and said, "Captain Port. Welcome back."

Port saluted, conscious of the way his big breasts rose, of the cool air swirling around his bare legs. He resisted the urge to tug on the hem of his little skirt. "Thank you, Sparker. I'll need a uniform, and I want to head right to the bridge and..."

"Captain Port," Sparker interrupted. "With all due respect, my orders are to see that you and the rest of the away team report to sick bay for examinations."

"I countermand that order," Port answered. "As I said..."

"Captain Port, I am sorry, but..."

"That's the second time you have interrupted a senior officer, Sparker," Port said.

"I'm sorry, Miss... or sir?"

"Captain."

"I'm sorry, captain."

"As I was saying, a uniform. And I want a full report."

"Captain Port, it is my duty to inform you that you have been relieved of duty in absentia and are no longer commander of this vessel."

"What? By who?"

"Captain Judge. As you are well aware, regulations do not permit a woman to be the commanding officer of any UP vessel. Now, will you willingly report to sick bay, or should I call the MPs?"

"Better do as he says, Captain," Britain said, putting a hand on Port's shoulder.

Captain Port tossed his long blonde hair. "Very well. Thank you, Sparker. And let me just say for the record that although I may have been given a woman's body by my captors, inside I am still the same man I have always been."

"It didn't look that way when he was giving Britain a blow job," one of the nurses whispered, just a little too loud.

"What?" Port said, his cheeks turning bright red. His mind reeling. Did they know? How?
"What did you say?" His small voice sounded extra shrill, extra female.

The nurses all looked away.

"Captain, the aliens were recording everything," Sparker said, softening his voice with compassion. "And they broadcast it all throughout the ship. We, the whole crew, saw it all."

"Oh my God," Port said, thinking back through all the things he'd done with Britain, the things he'd said. "Oh my God." He felt faint and fell against Britain, who held him up, kissing him on the head. The room seemed to spin as Port played back the events on the planet, the things he did, the things he'd taken comfort in believing no one would ever know about.

They were all four placed in wheelchairs, and Captain Port sat, stunned, as they wheeled him to the sick bay. Along the way, crew members whispered and pointed, maybe even spoke out loud, but he was too deeply lost in his own shame to really notice. Whatever the crew might think of him now, he thought even less. They'd seen it all--him kissing Britain that first moment after he'd been injected, the tiara and sash, the kissing, the sex, the times he'd cried. I'm destroyed, he thought. No one will ever respect me again.

In Sick Bay, he was placed in a private examination room. Nurse Jane, a pretty young woman with hair almost as blonde as his, smiled as he climbed onto the examination table. "It's good to see you, Captain."

"Thank you, Nurse Jane," he responded blankly. He had a brighter, more feminine voice.

She took some blood and checked his vitals, then placed a little paper gown on the examination table and said, "please remove your clothes and put this on. The doctor will be in shortly."

"Yes," he said. "Of course."

"Captain, if I may say so, you are very pretty."

He felt himself curdle, but looking at nurse Jane's eyes he saw nothing but concern and realized she was trying in her way to be nice. The fact that he looked like a woman, was a woman, made her think she should be nice to him as a woman, so he swallowed his annoyance, smiled and said, "Thanks."

When Nurse Jane left, he slipped out of his skirt and bra, his panties. He slid the bracelets from his wrists and threw them in the garbage. The pearls as well. They were all badges of his shame, or the fact he'd given in to this stupid new body and all its humiliating desires. His breasts swung free, so full and heavy, and he cupped them and felt their soft weight. Of course, no one would respect him with these--he didn't even respect himself.

He put on the little paper robe, lay back on the table, and stared at the ceiling. What to do now? What would become of him? He had to leave the UP. That was for sure. But then what next? What could a little blonde man with huge boobs do for a living?

The door slid open. Doctor Carol Williams came walking in as he sat up, his blonde hair spilling over his shoulder. "Captain Port," she said, looking him over.

"Doctor," he answered, his voice higher and softer than hers now.

"Good lord," she said. "You sound even sexier than you look."

Port laughed, in spite of himself. There had always been something about the doctor he liked. "You going to start flirting with me now?" He said. The doctor was known to like other women.

"Yes," she said. "Hell yes. But only off duty, because right now things are going to get a little awkward between us. Put your feet in the stirrups."

Port raised an eyebrow.

"I'm serious, captain. I need to take a look at your vagina."

"I guess I can add that to my list of things I never expected anyone to say to me," Port said, putting his feet into the cold metal stirrups and leaning back.

The doctor began to poke around in a clinical, detached manner. Port stared at the ceiling, trying and failing to ignore all the strange new feelings coming from down there. After, he sat on the edge of the examination table, knees together, hands in his lap. The doctor had come back after leaving to check on results of the blood work and other tests.

"Well, captain, good and bad news. The good news is that based on my examination, you are a perfectly healthy young female, approximate physical age 21 years with no evident traces of any sort of alien technology in your body."

"The bad news?"

"The bad news is that you're a female, and that means these assholes are taking your command away."

"Yes," Port said. "I know."

"What are you going to do about it?"

"What can I do?"

"Fight it, captain."

"After what they saw me do? I'll be lucky if they don't force me out of the service with a dishonorable discharge."

"Do you think Doc and Britain are worried about that right now?"

"No. Of course not. They're still men."

"Exactly. Captain, I'm sorry this happened to you. I really am, and I know I don't have any right to ask you to do this for me, and for all the other women out there, but you're one of us now. And you might just want to fight these assholes and all their double standards for yourself."

They gave him a robe to wear and took him back to his quarters. Judge hadn't stolen his rooms from him yet. But when he got there and looked in his drawers, he found that all his clothes had been removed and replaced with standard issue female garments. He looked at the tiny little mini dresses, lined up in his closet. The knee length high-heeled boots. It was an insult what he--and the women--had to wear. It looked they were dressed to be waitresses at a go-go bar. And as he looked at that tiny little dress, and everything it represented about how he would be seen and treated now, he resolved that yes--he would fight. He would fight for his ship, his command, and he would fight to be given the same chance to earn respect through his conduct and his actions now that he was female as he'd been able to do when he was male.

He sat down at his computer, and he went to the information center for UP, and he found the forms to appeal a decision to remove a commanding officer from command, and he started to work filing out all the forms and not even pausing for a second before he clicked send.

He was tired, and it was time for bed. He wanted to see Britain, to talk to him, and he sat there at the computer twisting his hair around his finger, thinking... thinking... If he was going to make the case that he could still lead, could still be commander of the ship, he could not allow himself to fraternize with the crew. Of course, they'd already done plenty of

that, and everyone knew, but it had to stop. Now. He would argue that the stress of the situation as well as unknown stimulus from the aliens had made them both incapable of controlling their actions, but if he kept in touch with Britain now, it would not help his case.

And so, he sent a quick message to Garret instead. Said, hope you're well. Be strong. And then he went to sleep in his old bed, which seemed strange and big and smelled like he used to smell when he was a man.

The next morning, Captain Port slipped into his panties, and then put on his bra. He wiggled into his tiny little uniform, slid his pantyhose up his legs, and then put on his high-heeled boots and practiced walking. The uniform hugged his every curve, seemed to make his breasts bigger and his hips wider, showed off his long, slender legs. He felt his body wiggle, a wiggle forced as much by his heels and his tight dress as by his new anatomy, and he sighed and listed it in his mind as one more reason to fight. Today, he would walk, pretty and proud, around the ship. He would greet the crew, and he would show them all that he wasn't ashamed of who he was now, or what he'd done.

He wasn't done getting ready, though. Not as a woman. Arranged on his dressing table were now neatly lined up rows of jars and tubes and powders. Cosmetics. UP regulations required he wear light makeup when on duty now that he was one of the girls. He picked up a tube of lipstick. Might as well get it over with. When he was finished, Port took a little extra solace in the fact that his makeup gave his face a slightly more adult and sophisticated look. Plus, well, his eyes were really popping.



There was just one more thing he needed to do before he went out and faced the crew to show them he was still the same man he'd always been. Sitting down at his dressing table, he picked up a booby pin and a brush and started to do his hair.

Before heading out, he checked his messages-- there were over a hundred from people all over the ship with titles like "So Glad You're Okay" and "Here for You" and "If you need anything." Nothing from Britain. And even though he'd made the decision himself to cut Britain off for now, it made him feel a little scared and lonely. He wanted to hurry right over to Britain's quarters, throw himself in the man's arms... but he couldn't. Not anymore.

He checked the Daily Briefings. It seemed they had left orbit and entered Quantum Space. The aliens had not pursued, and for the time being the solar system was off-limits to all UP ships. So, the ship was safe at least. And though the landing team had suffered casualties, the briefings noted, the rescue team had managed to bring back their captured men and women.

Standing at the door to his quarters, Port tugged at the hem of his ridiculously short skirt, which came down only to the tops of his thighs, adjusted his boobs, and strode out into the halls of the ship, his ship, but a ship that now seemed as foreign as his bouncy, swaying body.

People tried not to stare, failed. Men let their eyes caress his curves, turned as he passed to check out his ass. Captain Port pretended not to notice, greeting everyone by name just as he had always done. They responded, some as if nothing had changed, others very awkwardly, struggling to decide if they should say something about his new sex, or whether it was better to pretend nothing had happened. All of them decided to pretend.

Most awkward of all was when he passed women he'd slept with as a man. He became hyper-aware of his body when he saw them—the weight and heft of his new breasts, straining against his uniform. The sway of his wide, soft hips. He couldn't help but blush with shame to be just like them now, wearing nylons, heeled boots, that ridiculous little dress. They tried to pretend as well, but he saw, or thought he saw, something extra in their eyes, a combination of pity and bemusement. He could swear there was a little smirk, and he was sure it was because they'd all seen him give Brit a BJ. He didn't like that look. Didn't like this new reality, but he would face it like a man.



As the doors slid open to the bridge, he stepped nervously forward, and said, "Permission to Enter."

Captain Judge turned, met Captain Port's eyes, and he said, "Granted," in his flat, voice of command. He stood and walked over to meet the captain, saluting and then offering his hand. "This is a pleasant surprise, Captain."

"Just thought I would stop by and wish you well with your command," Port said. Judge took Port's small, soft hand in his own and gave in an excessively strong squeeze.

"Well, thank you Captain. Much appreciated."

"Permission to address the Bridge Crew?"

"Granted."

The crew turned to face their former captain. Seeing him live for the first time, a gorgeous little woman with golden hair, his full figure squeezed into the tiny little uniform, they all marveled at how pretty and how brave he was to come up now, and they waited curiously for what he had to say.

"I just want to thank you all and tell you what an honor it was for me to serve as captain with such dedicated and excellent crew. You always made me proud, and I am sure you will continue to accomplish great things under the leadership of Captain Judge, who I count as a friend and consider a great leader."

"Thank you, captain," the crew responded, standing and saluting.

"Thank you," Captain Judge said.

They saluted. Judge walked Port to the elevator, unable to keep himself from letting his eyes drop down to Port's incredibly sexy ass.

When he got back to his quarters, Port found a priority message from Admiral Fosters. He responded and immediately found himself linked up with one of his oldest mentors in the UP.

"Admiral Fosters, sir," Port said, saluting.

"At ease, Port. My God, is that really you in there?"

"Yes, Admiral. This is me. "

"Helluva a thing, Stone. Helluva thing. You look younger than my daughter."

"It's the hand I've been dealt, sir."

"Well, Stone, let me get right to business then. I understand you have decided to appeal the decision to remove you from command."

"Yes, Admiral. I have."

"I'm going to ask you as a friend to withdraw that appeal, Stone."

"Why?"

"For your own good and the good of others. There has always been a lot of tension from the more liberal UP planets and the service women and men from those planets about the rules, and this kind of thing can only make those tensions worse at a time when we need to be united against the threat of the Cyber-mites. Your command of the Isis would have ended soon, anyway. You know as well as I do that in this service you either move up or you move out. We'll just move you up a little sooner."

"I understand, Admiral. But this goes beyond the issue of command. Look how I am dressed, sir." He gestured toward his tiny, skin-tight dress. "The way women are made to dress..."

"Stop right, there, Stone. Because there is nothing you can say that I haven't heard before. But let me ask you to look at something for a moment." The image of the admiral vanished, and instead there were images of service men and women with amputated legs and arms, burned faces and missing eyes. "All of these people have sacrificed, and many others, including members of your own away team, have made sacrifices for the common good. I am asking you to do far less."

"Yes, sir," Port said.

"You are in a position to be of great service, Captain. If a man of your stature and accomplishments accepts these new challenges with a smile, goes out and shows that same gung-ho attitude as a female as he showed as a male, deals with the situation as it is and makes the most of it, well, that will do a lot to get other girls who are maybe a bit rebellious to do the same. You can be a great leader for the women. Wouldn't you agree?"

Port felt sick, but also compelled. Hadn't he always preached that you followed orders and did what needed to be done? Wouldn't that include putting on his uniform and being a good soldier now, just as it had before? And if it was unfair that he would be denied opportunities now because he was a pretty little female, hadn't it always been true that life was unfair?

"Oh, and Captain. With your permission, I'd like to quash any talk of court-martial charges against Britain. There are some people who feel he should go to prison for what he did to you, but I just don't think that would be right, especially given the special relationship you two formed. How would you feel if we put that whole thing in a file cabinet somewhere and forgot about it?"

Port hooked his hair back behind his ear and took a breath. Of course they would dangle that carrot in front of him. He'd been in the UP long enough to know how it worked, and they would expect him to be a good little girl now, follow orders and not stir up any trouble, and they would reward him for being a sweet little thing and making the men stayed happy.

"Admiral, you are a great friend and mentor to me, and I trust that you know what's best. So, of course, I appreciate your asking, but you just do what you think is best and know that I support whatever decision you make."

"Good girl," Admiral Fosters said with a smile. "So, we'll just forget you ever filed that appeal, and I'll make sure Britain is taken care of. You've made me proud today, Port. You always were a smart little cookie."

"Thank you, sir." Smart little cookie? No one had ever called him that before. He took a deep breath, felt the weight of his breasts rise and fall, felt the constraining straps of his bra and realized: I better get used to it.

"And may I say that you are an absolutely stunning young lady."

"Thank you, sir," Port said, feeling a sinking feeling, and bittersweet recognition of his new reality, a reality where the men would always feel free to treat him like a pretty little thing, and not an equal. Where his most valuable attribute would be his looks, and his second most valuable attribute his agreeability. No one liked an aggressive woman.

The call ended. Post pulled the pins out of his hair and let it fall down over his shoulders. He sat twisting it around his fingers as one powerful thought lodged itself in his brain: "I'm just a woman now." No more ambition. No more striving. Not in the UP. Not for a girl like him. The Admiral had been clear. His role now was to be a supportive little female, to help the men achieve their glory.

He felt scared and lonely. Unanchored. He was no longer in charge of anything or anyone. For the first time in his life, he felt useless. No one needed him. No one except... maybe...

Britain.

Captain Stone Port felt a desperate, soulful longing to be in Britain's arms, to look deeply into those pretty green eyes, to offer himself, at long last to his man, to know that Britain needed him and loved him just as much, and that whatever else happened to Port they would always be together.

He brushed his hair, and hurried out the door, arms waving as he ran in his high heels, and puzzled crew members looked on at the pretty little blonde girl who used to be their captain running down the hall, his breasts swaying and long blonde hair trailing along behind him, his heels clicking as furiously as his heart pounded.

He ran up to Britain's door and began pounding, ignoring the bell. The door slid open, and a surprised Britain looked down at Port. The captain's cheeks were flush, the tip of his nose pink, his pupils dilated and his eyes wet. He looked like a woman in heat, and it threw Port. "Captain?"

"Shut up and kiss me." Port leapt onto Britain, wrapping his thighs against the man's midsection and his arms around his neck, kissing him furiously. Britain got over his shock and responded, grabbing Port by the hips and carrying him over to the bed, where he lay Port on his back and climbed on top of him, kissing him and reaching down, sliding his hand under Port's skirt and up his inner thigh.



Port moaned. Britain was already hard, and as he felt the man's erection press into his soft thigh, he felt himself ache with need. Again, he felt himself getting wetter, hotter, his nipples harder, and again he felt afraid, but this time he whispered, "Take me."

Britain reached down and grabbed the top of Port's dress and ripped it open. That drove Port wild and consumed him with a feminine fever. Brit slid a hand under Port's bra and caressed his breast. Port gasped and dug his nails into Britain's back, then pulled him down for another kiss, and another. Britain yanked Port's panties down his thighs to around his knees, and while he did Port slipped out of his bra, letting his full, firm breasts sway free,

his nipples tiny and hard. Port heard himself making soft little panting noises, and the sound of himself as an aroused woman turned him on even more. He needed Brit inside him and that thought dominated his mind as his body grew hot and wet.

Britain slipped his shirt off and looking down at Port, his golden hair spread out around him, his full breasts and long, soft neck, and he gasped, "My God you are such a beautiful girl."

"Thank you," Port said in a small voice, slipping one finger between his lips.

Britain leaned down and took one of Port's nipples into his mouth, sucking as he played with the other, and Port began to make small, soft moaning noises. He was getting so wet, and his whole body was tingling and alive. Britain caressed his belly, his thighs, and Port finally cried out-- "Now! Do it! Please! Please! Please!"

Hearing his pretty little captain begging for it drove Britain into an animal frenzy. He climbed on top of Port and they stared into each other's eyes. Port felt a sweet, glorious pain as Britain slipped into him, breaking his maidenhead, and then Britain began to thrust into his woman, and Port saw stars as they two of them orgasmed, and the man that had been Stone Port died.

She was Britain's girl now and forever.

The End

Bonus Pics



Since the action focused primarily on Captain Port, there weren't very many scenes of Doc and Garret to illustrate. So, this is a scene that occurred "off camera."



I thought people might enjoy seeing a shot of Garret in his uniform. He and Doc still fight constantly, but it's mostly because the makeup sex is so good.



I had thought to add a scene where Britain carries Port through the halls of the ship as a way to publicly claim his mate and also to protect his partner by making it clear that “this is my woman, and she needs to be treated with respect.”



An alternate shot of the breakfast scene where Britain can't help but laugh.