The Craftsman
A Patreon Exclusive

THE CRAFTSMAN PRESENTS

THE SPECTACULAR SUIT

Spider Man is about to answer a call from college student Paul to deal with a new villain in his midst, The Mechanic. However, things go wrong when The Mechanic reveals their powers are too much for Peter.

What will be the fate of the spectacular hero and what are The Mechanic's plans with college student Paul?

Featuring — *male transformation || inanimate transformation || superhero transformation || costume transformation || forced transformation || muscle growth || reality change*

Enjoy. . .



“I didn’t think you’d actually come.”

Spider Man had only just landed on the rainy rooftop of an apartment building in New York City. The rain and thunder with the rare crackle of lightning set a noir scene over the city that night. Peter thought that perhaps it’d draw out more criminals on his patrol. But he barely even heard or saw a robbery. Instead, here he was, answering a call from someone who managed to contact him, a college student who sounded desperate for his help.

As they stepped out of the shadows of the rooftop, Peter could see their worried face, a tall and thin boy that reminded them of himself. Except instead of glasses or a mess of brown hair, Paul had short strawberry blonde hair and deep blue eyes. Somehow Peter knew they looked better than this, their fair skin threatened to go pale and their blue eyes lost some of their beauty with the heavy eye bags underneath. Some would say it was college life, but Peter knew from this call, the true reasons for Paul’s tiredness.

“It’s just, I wasn’t sure if I was being set up.” Paul admitted, his voice barely breaking through the sound of the heavy rain. Peter stepped closer, his arms in an open gesture, as if to say well here I am.

“Well here I am.” Peter smiled beneath his mask, a habit he gave up breaking after his first year of Spider Man. “You sounded desperate, uhh not in a bad way I just mean-”

“I *am* desperate Spider Man.” The crack of thunder roared across the sky. Paul stepped forward, revealing more and more of his face in the city glow and the hint of moonlight that

peeked between dark clouds. “You know why I’m here, or I mean why you’re here or…” Paul sighed and massaged his brow. “I’m sorry, I’ve just-”

“Never done this before?” Peter’s smile turned into a smirk. “Don’t worry about it. Just tell me what you know.” Paul began to pace on the rooftop, walking as if it would kill the stress that he was feeling. “Do you want to maybe go insi-”

“No.” Paul stopped and his head snapped to look towards Peter. His voice grew somewhat more solemn. “No I...I don’t. There’s a party going on and I just can't think with all the noise. All the partying, it’s like they don’t even notice he’s gone.” Peter crossed his arms, the rain and chill winds had fast faded into the background of their conversation, becoming nothing more noticeable than a building a block away.

“Your friend, Rick right?” questioned Peter. “You said that he went missing? Why haven’t you reported it to the police?” Paul suddenly looked away, as if the rooftop had suddenly become mesmerising enough to forget their conversation. “Paul?”

“I have but-” Paul sighed, tapping his foot. “If I tell you, can you promise not to freak out? I’m just...I’m scared once you’ll hear you’ll...I don’t know.” He almost looked shameful but Peter knew what he was saying. If he knew the full story then perhaps he’d reconsider helping him. Peter reached for the nape of his neck and began to pull up the mask. “Spider Man?!” Peter stopped when the mask reached just below his nose, a smile spread across his face.

“Hey Paul, look at me. Do I look worried?” Paul paused for a moment and then shook his head. “You can tell me anything, so tell me, what happened to your friend?” Paul smiled, a weak nervous smile but a smile nonetheless. Peter’s smile only widened.

“Okay, okay sorry it’s just...So my friend Rick is my roommate and we’ve known each other since kids. He’s my best friend and I know him almost better than anybody,” Paul’s eyes glazed over, as if he was lost in some dream that were the memories of his missing friend. “He would never just run off or anything like this, even if he was in trouble. He’d tell me anything. He just got this new car and was going out, I think it was to do some errands?” Peter nodded. Paul continued. “But ever since then he’s not been heard from. I’ve called, I’ve asked the police and they...They told me that Rick is just one of the latest of guys going missing around here, it’s like six guys at this point.”

“Eight.” Peter frowned, now he truly understood what made Paul so hesitant to tell him everything. Peter had heard of something like this, numerous missing men of all sorts that seemed to have just disappeared, fading like a speck of dust in a storm. The only correlation is that they were all men and all disappeared in Brooklyn. “I’ve heard of something like this, been trying to track down what happened but I just can’t figure it out.”

“I have.” Peter looked up at Paul at once. Thunder cracked and lightning flashed, casting a shadow on Paul’s face that disappeared as quickly as it came. “See, one of the errands Rick was doing was to visit the mechanics and I figured out that was the last confirmed place he was seen, just driving over there. After that, he’s gone. And I know where the mechanic is. I told the police and they said they’d send some guys over there but then…nothing.” Peter had never felt so glad that he decided to take up this call tonight, as he studied Paul’s face, he could see that the man was thinking of going there himself.

“Are you sure?” Paul nodded and without another word Peter pulled down his mask and began heading to the edge of the rooftop. “Send me the details, I’ll head there right away and see what’s going on.”

“Be careful.” Paul stood in the rain, looking again like the desperate college student that Peter saw when he first embarked on the rooftop. He stopped at the edge of the rooftop and turned to glance at Paul over his shoulder.

“I’ve fought supervillains, mutants and alien symbiotes. What’s the worst one mechanic could do?” Peter chuckled and leapt off the rooftop, letting Paul witness him begin to swing between the high rises of downtown New York. Paul just stared.

“That’s what I’m worried about.” He muttered before resigning himself to the confines of his apartment, phone in hand, hoping he wasn’t about to resign Spider Man to the same shady fate of all the other men that came before him. Hope was all he had.

* * *



The mechanics garage didn't look like anything special, in fact it melted in with the dreary grey that was offered on the fringes of downtown New York. To all the buildings of hopeful businesses that hoped the scraps of Times Square would be enough to suffice. They usually were, but even then, it still never seemed to be enough. The only "remarkable" part of The Mechanic's as it was simply titled was that it was smack dab in the centre of the street, its side seemed almost entirely reserved for the business. Two large garage doors that belonged to the building, with an area of light grey concrete for outside parking and a stack of tires between an ordinary door and one of the garage doors.

The weather had made New York's night darker still and so even at a time reserved for twilight's end, a couple stark lights at the front had been switched on. The garage doors were currently open, giving Peter a good view of the interior and it appeared to be as normal as a mechanic's garage could be. No shady equipment, no drugs or guns being secretly packed into cars, no odd barrels, no criminal activity whatsoever. Or so it appeared.

"Hey boss! Where do you want me to put Rick?" called out one of the mechanics. Peter looked to see who was speaking. At first he saw just an average man dressed in blue coveralls, stained with oil and sweat marks. But then Peter stared a little longer. The man looked more like a model than a mechanic, a mid-thirties man of muscle with a sharp jawline, blonde hair and eyes so piercing that even Peter was mesmerised for a second from afar. In that moment he delayed, instead of swinging in he remained perched on the side of a building, looking down.

They had Rick, he knew that now as he saw the mechanic push a motorcycle out in view of the open garage door.

But then ‘the boss’ appeared and if Peter had been mesmerised for a moment by the first mechanic, then he was mesmerised for what felt like an eternity by The Mechanic. A tall and muscular figure with sun tanned skin, short blonde hair and the ghost of a beard in the form of light stubble that perfectly accentuated his jawline. His full lips and broad nose seemed to be made of marble from how well crafted he looked in every moment, every pose, every movement as the man walked over to the worker that called him.



His skin glowed in the light, no angle seemed to worsen his experience, if anything it only left one with a craving to stare even longer at his visage, to see what different features the light could accentuate, what new aspects of the man’s perfect face could be viewed and appreciated in all their glory.

And then there was his body, and if his nose alone was carved out of marble, then his body seemed to have come from the toughest rock known to man. Even with his overalls, it was clear that they were slightly too tight, leaving The Mechanic slightly uncomfortable. As he conversed, Peter could see the man take a deep breath in and swore for a moment that he could see the hint of a six pack set of abs at his stomach.

His eyes raked over the man's body as if they were the tongue to a delectable meal, savouring the sights to behold from his succulent plump ass to his broad biceps. The man's hands were even attractive, adorned in tight leather gloves whose creaks and movements played with Peter's senses like a siren's song.

Peter had gotten this hard from a man before. But he was throbbing now. It was only by the fifth or sixth or however many throbs and the disappearance of The Mechanic behind one of the cars that Peter realised his erection created a lump in his suit. He was embarrassed and fiddled with it, trying to find some way to angle it and hide it. But as he did, he couldn't help but let out a steamy breath and realised that he was this close to playing with himself. He shook his head. What the hell is wrong with me?

He had someone to save and he would...deal with such feelings later.

Peter gulped, managing to calm his cock down enough that the lump wasn't visible. He had just been stressed after all, this was just…a side effect of it, that's all. He assured himself as best he could when he heard Rick's name mentioned again.

"You think Rick will sell well boss?" came the first mechanic and Peter was glad that The Mechanic was distracted with the open bonnet of a car, lest he get distracted by the man again (though he told himself that wasn't going to happen). Fear bested arousal in this battle and Peter gulped as he stared and listened closely.

"Of course he'll sell, they all do. He's the best one we've managed to get yet," The Mechanic's voice was a smooth Cajun accent, his words sounding so soft yet so strong, so sensual and yet so innocent. Peter listened to his every word as if it was his favourite song, but instead of a need to dance, it was a need to just be entranced and listen. He shook his head again as the crack of thunder made him come back to his senses. What is going on with me tonight? He wondered. He'd just found out these men were selling people and he was distracted by The Mechanic's voice?

Enough of this, it was time for action. So Peter waited, he could see there were two mechanics in there along with their (*handsome...hot...sexy...**No, no no**! We're not doing this again Peter, come on man, focus…*) boss.

He watched as the two mechanics finally managed to get into view. He cursed under his breath hoping that whatever The Mechanic was doing with that open bonnet would end

quickly. Damn it, Peter thought to himself. Now's a better chance than any. He quickly swung down and as he did he shot two beams of his spider web, each at the two workers, instantly pinning them to the wall. Another set of webs, this time green, quickly closed over both their mouths and with it as they took in the small puff of smoke that came from the webs, they were knocked out.

"Rick! I'm here to help!" As Peter landed and skidded to a stop near the motorbike. As he was about to rise and shoot a web at The Mechanic, he did a double take as his eyes caught something sinister, the licence plate of the motorbike. "What the-" Peter read the licence plate:

21RICK

"Aw howdy there Spider Man! I was jus' wonderin' when you'd be joinin' us," Peter looked up to The Mechanic and suddenly couldn't stop his cock from rising. No, no no, come on… Peter thought to himself, trying to distract himself with the licence plate.



"Wha...Where's Rick? What have you done with them?" Peter rose up. If the man tried anything then his spidey senses would warn him, he reminded himself. "Where is he?!" The Mechanic laughed, and Peter's throat immediately went dry. Usually he was thankful for his mask so his identity couldn't be revealed and that his enemies wouldn't see how scared he was sometimes. But now, he was thankful it was hiding his flushed face and just how hungry his gaze was, not satisfied with every moment he could stare at this angel on earth that was posing as a mechanic.

“Oh Spidey, spidey, spidey…” Something about his name being drawn out in that southern drawl made Peter throb. “Oh? You look like you got a problem Spidey.” The Mechanic looked down and nodded at Peter’s boner as it throbbed against his spandex suit. Now, Peter was extremely glad his mask was hiding his face.

“J-Just tell me where Rick is!” Peter demanded. He would’ve almost sounded intimidating if his voice didn’t crack as if he was a teenager again and not an experienced superhero well into his twenties.

“Why, Spidey, I heard you were smart,” teased The Mechanic as they took a step forward. They held their hands up as Peter aimed a web shooter at them. “He’s right here in this room. You see I showed him my...special gift…” The Mechanic smiled and as Peter looked into those blue green eyes, trying not to drown in them, he felt his own eyes widen as the truth gnawed at him like a deep hunger. “Figured it out yet?” Peter gulped.

“Y-You mean he’s…” Peter glanced towards the motorbike and read the licence plate again. 21RICK, twenty-one years old Rick. “N-No…” Peter’s jaw tightened as The Mechanic took another step.

“Oh *yes*,” said The Mechanic. The smile on his face was so devious and yet it highlighted a hunger in his eyes, a sort of look a predator gave. “But don’t worry Spidey, you won’t be joining ‘im. You don’t need to worry your little head ‘bout a thing, though if we’re bein’ honest, I wouldn’t call your head so little…” The Mechanic now nodded down to Peter’s crotch and he glanced down.

His cock was in full force, throbbing and beginning to leave a damp mark of pre-cum at the front, already soaking through his underwear.

It was beginning to get so wet that his suit had no choice but to stick to him, now giving the appearance of vacuum sealing his cock and revealing the indents of his throbbing cock head.

As Peter looked distractedly at his boner, embarrassed and aroused, The Mechanic managed to further close the gap between them, now only a good couple feet away. Peter managed to come back to his senses when he heard the scrape of a boot, the beginning of a third footstep and looked up, ready to shoot his web slinger instantly. He couldn’t. He held

his hand up, his fingers in the signature pose, ready to press down and shoot. But Peter's eyes met The Mechanic's and suddenly there was something else he was missing, another sense that saved him from being completely mesmerised, until now.

Even through his mask the stench of The Mechanics had hit him, all that strong scent of oil and gasoline and musk, but never before had it smelled so sweet. They had combined together, a concoction of smells that overtook the senses, as sweet as honey, as strong as stone and as sensual as touch. Peter could feel all of this and he let out a confused moan. Peter broke out of the spell but only for a moment as he never looked so embarrassed or aroused than when he just moaned.

But his break from the spell barely lasted a moment before he felt The Mechanic grab at his hand and begin to bring it closer and closer, forcing Peter to take a step forward. All he had to do was push his fingers down and the web would do its work, such a simple gesture. But he couldn't and by the time the hand was splayed over the man's face, he was defeated. Peter's throat had never felt so dry, so thirsty for one thing and one thing only as he glanced down at the man's boner. He yelped when a strong hand reached around his back and pulled him closer, his cock rubbed against the bulge of The Mechanic and caused him to moan and spurt more pre-cum.

"Ya see Spidey…" ***Throb.*** "It ain't a bad thing I got goin' on…" The Mechanic's other hand reached down to Peter's mask causing him to moan. "Shh shh shh…" The Mechanic ushered and as Peter wriggled in his grasp, he pulled up the mask to reveal Peter's neck and then kissed it. "It's okay Spidey…" ***Another throb.*** "You seen my face, I just wanna see yours…" Another kiss and another ***throb.*** To Peter, the kisses felt perfect, soft lips with the hint of roughness in the man's stubble, and the pure stench of musk, the scent of a manly man. The mask slipped off. "Damn you're a looker." Peter never felt so elated for a compliment, his heart felt as if it would rise out of his chest. "Tell me what you want…"

"I...I…" Peter tried to look at the motorbike but it blurred out of reality. He could faintly hear the sounds of the garage door closing. But then he saw The Mechanic bend down, the imposing man looked more protective than intimidating at his height, at this distance. His lips were so close to his that he could almost feel them.

"What do you want?"

Peter wanted to help Rick, he reminded himself. I want to free Rick from you. He tried to say it. But he couldn't. I want to free Rick from you. Nothing. Again. I want to free Rick from you. No. I want to free Rick from you. Fuck. I want to free Rick from you. He couldn't. I want to free Rick from you. Oh god. I want to free Rick from you. But he could. I want to free Rick from you. He did.

"I want you…" Peter whispered and The Mechanic kissed him instantly. To say that the two were making out would be a lie of elephantine proportion. Peter wasn't making out with anybody. He was being made out with. If the sights, sounds and smell of The Mechanic were enough to woo a man, then his touch, his very kiss, was enough to make Peter forget everything and anything tonight, this week, this month, his entire life. He wasn't Spider Man, he was The Mechanic's man, ready to submit to every whim and desire as he felt himself slowly placed down onto the floor. The Mechanic's muscular body over him as he unzipped the back of the spandex suit and slowly dragged it down.

As he did, he peppered kisses, almost as a reward for seeing more and more of Peter's skin. The kisses were quick but promising, as they began at Peter's chest, right between his pecs and slowly made their way down as The Mechanic pulled at the suit. But as the man kissed lower, each kiss was a little longer, using more tongue, until he kissed above Peter's abs, down to his stomach and then a long kiss above his crotch. And then another. And another, only ever moving an inch lower but all above his crotch. "Oh god please...I...I want…"

"I know boy, I know, don't worry..." The Mechanic kissed right above Peter's cock. "I got you." His voice was low, even deeper, his syllables stretched longer and the Cajun accent thicker as he pulled at the suit and managed to get it above Peter's tent of a cock. "There we go...Oh look at that boy…" He kissed the tip of the head causing Peter to thrust and moan.

"Ohhh please…" Peter cried out and The Mechanic smiled in the crook of the man's cock, right at the base as he kissed the balls and then stopped the kisses as he lowered the sit off Peter's legs. The lack of kisses made Peter whine, only for him to then moan as he heard the gentle shushes of The Mechanic, promising his boy there was more to come. The suit soon came completely off, leaving Peter Parker naked on the floor. As cold as the concrete was, his body was so warm with flush and arousal that he barely felt it.

"Now's the fun part." Peter's heart raced with excitement until he saw The Mechanic go over to a table quickly and grab a bottle. Lube? He thought, But then The Mechanic rubbed it on both their hands and began to gently massage it onto Peter's chest. "Aw now this is what I'm

talkin' about...Oh Spidey... " *Throb*, so strong that it sent a spurt of pre-cum to his stomach. "Ya don't know just how good ya gonna feel, do ya?" Peter moaned, both in confusion and arousal as the massage oil was rubbed over him. He blinked, looking down in confusion when his arms were next. This wasn't lube, so what was it?



"W-What is this?" Peter wondered just as The Mechanic reached down to his feet, rubbing his left foot in his hands, kneading it like dough. "Wha…" Peter suddenly felt a numbness in his left foot and then The Mechanic let go of the foot, letting the superhero see just what was happening to it. Peter was stunned, his heart already beat in his chest, so loud it could almost rival the thunder that boomed overhead. But now it felt as if it was even louder when he saw what was happening to his feet.

"Wha...No! No this can't-" Peter writhed on the ground as he began to see his toes start to merge together, melting into a deep blue. He could feel the same numbing feeling at the soles of both feet, and he didn't need to be a genius to conclude they were both turning to a deep blue also.

"W-What's happening?" Peter's voice came out as a strangled moan, almost as if he was trying to push down the sounds of his pleasure. But his wet throbbing cock betrayed him. He watched in awe and anguish as his feet began to completely flatten, the toes having merged together and the tops of his feet devoid of any hair or skin. They weren't even human, even worse than that, they never looked human to begin with. It was only after Peter blinked and tried his best to ignore how horny he was that he realised just what was happening. He looked up to The Mechanic, mouth open.

“That’s right Spidey…” The Mechanic purred as Peter tried to protest but a moan escaped his wet lips instead. “I think ya gonna like ya new life as a Spidey suit.” Peter managed to let out another strangled moan, this time sounding more like a whine before his fingers dug into the concrete floor when the numbing sensation stopped. “Aw I think ya got to the next stage right…”

“Ohhhh fuuuuuuuccccck!” Peter could count the number of times he’d cursed in his life on his fingers. “Fuck fuck fuck fuck fuuuuuuuuuck!” It was perhaps a good thing he was losing his fingers now as he felt those too begin to disappear, shrinking down to his hands as they too began to grow flat. And with these changes, the numbing sensation had completely ceased, instead replaced by a different feeling, a better feeling, so better in fact that Peter could feel the warm cum that ebbed and flowed through his cock. He now felt a feeling of pure sensitivity, everywhere the oil touched now felt as sensitive as the head of his cock, and tingled, as if a hundred soft fingers began to gently tease and massage his skin, and with it massage his pink cock.

Peter writhed and bucked at nothing, fucking the air almost as part of him moved to resist, and the other moved because to sit still whilst experiencing such pleasure made him feel like he was going to explode. His legs and arms were next, the both of them beginning to grow flat and hollow. He had a million questions but they faded fast like swept at steam, in fact all his thoughts did as his lean legs turned to a stark blue.

All the while his arms began to get stained with blue, black and crimson, forming all the signature colours of his Spider Man suit. The oil from the parts of his body that were still human began to drip onto his transformed skin and it only heightened the pleasure, making him start to see white spots. Peter’s eyes watered as he gave up trying to speak, there was nothing he could possibly say to put such pleasure into words, instead he let his heart race, his breath be taken and his body be consumed by his libido.

“Aw Spidey ya ain’t even putting up a fight? I musta got you good.” Peter couldn’t tell if The Mechanic was speaking out loud or in his head, or both. There was a spark at the back of his mind and he barely managed to lift his head to look down, seeing his crotch now starting to flatten like the rest of his body. He could see the spider webbings of his iconic costume begin to be stitched in and he wondered for a moment, letting himself hope.

*Yes. Yes! Gotta...Gotta let dick transform then...Then think...*Peter barely managed to string the words together in his mind. But then his hopes were dashed as Peter saw the blue, red

and blue texture encircle around his cock but leave it alone. Even his upper legs around the crotch didn't seem to hollow out but instead continue having some form.

No! No this can't be- No! The Mechanic chuckled knowingly. Maybe he was inside of his head? Peter wouldn't know because then he saw The Mechanic crouch down, and without hesitation, take a long lick at Peter's cock.

The cock spurted more pre-cum and Peter's entire set of six pack abs were consumed by the texture as his arms completely flattened out. He could feel the zip at his back start to merge with his body as his entire stomach deflated too, more and more of the black and red texture formed on his flat body.

"Oh come on Spidey, let me just...help you out," The Mechanic whispered and Peter didn't have the breath to waste on moaning as the handsome man licked his cock, again and again and again. With each lick, part of Peter's body raced to flatten itself. "Aw careful there, keep doin' that and ya just might cum and well...I bet ya know what happens then, dontcha?" Peter's look alone, the hungry teary gaze of his brown irises told The Mechanic that he knew very much what would happen. And yet that hunger persisted and grew, causing The Mechanic to smirk. Peter let his head fall back, or rather he thought he did, before he realised that his shoulder blades had all but sunk to the floor, making it near impossible to support his head. All there was left was his upper torso and head. But how long would that last?

"*Puh-puh-puhleaaaasee…*" Peter crooned as he could feel the pre-cum drooling out of his cock head. The Mechanic began to lightly tease him again, softly drumming his fingers up to his cock. He couldn't tell if he was begging for release or begging for this all to stop. Either way, he'd get both of those wishes as soon as he could feel the man's hand grow dangerously close to his cock head, and the warm husky breath and hint of his beard hovering close to Peter's dick.

"Aw please? Well…" The fingers drummed up, now just below the head. "How could I possibly…" The voice grew lower, dangerous. The fingers were just above the head. "Deny that?" An index finger tapped the slit of his cock head and then began to rub circles on it and around it, and three circles later, Peter came undone.

He yelled so loudly that even with the closed garage doors he was sure everybody on the block and perhaps beyond would hear the echoes of his raw unadulterated pleasure. The

hand quickly let go of his cock and cum sprayed all over The Mechanic, the room, and the quickly hollowing chest that was his suit, or rather him. Peter couldn't tell if his cock was cumming multiple times or one long orgasm, his cock simply throbbed and another spurt of cum, and more of him flattened.

Throb. Cum. Flat. Throb. Cum. Flat.

Peter felt his neck soften and then his face as the white spots of his eyes took over and he could no longer see, all the while his eyes were the large white of his suit. His hair had fallen away, letting his bare head become rounder as it started to form the iconic black webbing of his suit and then all the changes reached down to his lower face, his jaw and his mouth.

"Fuck m-mmee-mmrrrpph mo-moouth--*mmmrpmh! MMMMRPH*!" Peter moaned as if his mouth was full of spandex. But no, his mouth was spandex as he bucked and felt his face flatten, the final piece of his Spidey suit, wet with his own cum as his cock had shrunk after every load, and after the tenth had flattened away into a bulge. Peter Parker was no longer around, all that was left was the Spidey suit. As the calloused hands of The Mechanic picked him up, Peter could feel everything and moaned in his mind. Fuck I...I can't believe...Won't get away with this. The Mechanic smirked, he could hear it.

"Well I'll be, looks like ya really made a mess. I oughta to clean up and then clean you up," The Mechanic muttered as he licked some of the cum from his lips, savouring the salty taste. "And if you think that felt good…" Peter moaned when The Mechanic rubbed a finger over the costume. He was still just as sensitive as ever. "Just wait until what I got in store for you." If Peter could gulp, he would. What did The Mechanic have in store for him? What was going to happen? He had no idea and soon it wouldn't matter, as his fate was quite literally, in someone else's hands. And he couldn't help but think they were the best hands to be in.



* * *

There were two times Paul had felt such uncontrollable anticipation and they were both during the same night. First, on the rainy rooftop waiting to see if Spider Man answered his call. And now as he sat alone in his apartment, and suddenly heard a rapid set of knocks at his door. He leapt up from the couch immediately, long having given up on paying attention to whatever was on TV. The keys were already in his hands and he rushed towards the front door and opened them wide.

At first, he was disappointed, seeing nobody there. But then, Paul glanced down and saw a red box, gift wrapped with black ribbon and a blue bow at the very top. He picked it up. Maybe one of the jocks was nice enough to leave me an apology gift for all the noise. He doubted it but he shut the door behind him and began unwrapping it on the way to the kitchen counter.

It was only when he set it down did he notice the card underneath the large bow. The card read:

Hey! Your buddy Rick is all safe and sound.

He'll be with you soon. Just thought I'd leave you a little keepsake.
I'll always be with you.
Spidey

Paul felt himself washed over with relief, and oddly, excitement for whatever "keepsake" Spider Man had left him in the box. He could've waited to celebrate with Rick, once he got home, or just opened it now. Excitement had him do the latter, opening up the box to reveal…

"A Spider Man suit?" He couldn't help but chuckle to himself as he held up the mask. "Why would I need a Spider M-mmmrph!" The mask launched out of Paul's hand and to his face, suddenly stuck as Paul tried to grab at it, trying to get some sort of solid grip. But whenever he managed to just barely grab at a part of the mask, it flattened out, as if fighting back with a mind of its own. "Mmmrrrrph! Getmmmmoffrrrphhhh!" Paul pulled at the mask and fell over, tripping over the couch and falling on the rug of the main room. As he laid there, he finally got two hands to pull at the mask before he suddenly felt something tug at his leg. He wrought the mask off and looked to see that the rest of the Spidey suit had made its way over to him and was beginning to crawl up his body.

"Wha...What the fuck is happemmmrrrrphhh!" The mask launched at him at full force and as Paul fell back, that's when the rest of the suit launched for him too. Like two predators that had coordinated their attacks, Paul could feel his body panic as he tried to fight against both the mask and the Spidey suit, and failed all the way. He felt the mask, with surprising strength, pull on his head and make him slump forward against the couch, kneeling against it. It just enabled the suit to have an easier time climbing his body as he could begin to feel it crawling up his legs. "Stommmmrrrpppphhh!"

He cried out, hoping to get some help, but he was blinded and muted, the loud sounds of the party a couple doors down were still masking most of his muffled moans for help. The suit was starting to put him inside of it, managing to get his legs in as beyond anger and fear, Paul began to feel...arousal.

The spandex felt...so good and it almost made Paul hesitant when his cock throbbed and he could feel his skinny legs fit in the spacious Spidey Suit. That was until his legs had begin to almost get vacuum packed into the suit, except...it wasn't that the suit was shrinking. Rather, Paul's cock hardened when he realised that he was growing. It began with ass, as he

continued to fight back against the suit, he tried a new method, wriggling. Since the suit was still so spacious and hadn't zipped itself up yet, if he could just wriggle free he could maybe get it tangled at his feet. Except, that wasn't happening, for the moment the suit climbed up above his posterior, his ass began to stretch in his shorts.

"Ohhhmmmrrphhhh!" Paul groaned in pleasure as he could feel his once flat ass was now beginning to thicken with fat and almost...jiggle. He wriggled more but he couldn't tell if he was trying to get free or to feel the pleasurable sensation of his thick ass cheeks jiggling in the Spider Man suit. They inflated and grew so round that soon Paul realised his mistake, now with his ass so big, the suit wouldn't be able to be wriggled free. His ass had made the suit be pulled taut and the only space that remained was in the front. "Fuckkmmmmrrrphhh!"

Paul cried out with a face full of spandex as he could still feel his cheeks jiggle, now realising that with every wriggle a wave of pleasure would be sent from his grown ass straight to his cock and down to his legs, the next to grow.

If his shorts had only just barely survived the growth of his ass, they would be massacred by the thickening of his thighs. He could feel his skinny "chicken legs" had now filled up the blue Spidey suit and with it had made the suit become so tight that they highlighted every indent and crevice of his muscular thighs. Paul should've been confused, he should have been fighting back. But he couldn't. It was as if with each throb of the cock, each droplet of pre-cum that leaked out of his wet head was another piece of himself, the old Paul, the college student with a crush on his childhood best friend.

But if that were to drip out, then what would replace it? The suit did. As his legs thickened with muscle, Paul got random flashes, random memories of working out at the gym and...running on rooftops? He never did that stuff! He was too scared to even watch parkour videos on YouTube and yet...It felt just so right? His feet burst out of his socks, toe by toe, they destroyed it and even the clothing on him was almost a representation of his mind, his memories, all breaking apart and feeling so disconnected, merely a shell for his sexy body as musky size twelve feet filled out more of the suit.

Paul felt his legs take control and make him stand, puppeteering him as his chest was next. The suit zipped up and with each inch, more and more of Paul's skinniness disappeared, instead being traded for a more lean figure. His stomach expanded and abs began to carve their way into him like a statue as two decently sized pecs pushed forward. The surge of muscle made more memories of gym and city activity fill Paul's mind, being traded out for his

days on a farm back south or studying in class. He was too busy being a superhero after all to do that?

Superhero? What...Me? No! No this isn't right! Paul wished that he could speak it out loud, give his protests some meaning but he knew that he was more than losing his battle with the mask. He was giving in. As his arms were taken one by one, put into the suit, he enjoyed the sensation of his fingers stretching out to fill the gloves one by one.

Even the sensation of his hands growing calloused from all the time he spent landing on the windows of skyscrapers and fighting villains. Yeah...That...That sounds awesome but it isn't me… Even if it was a losing battle Paul's mind was going down fighting.

But that fight was certainly going to be lost as the Spider Man suit had brought in reinforcements, in the form of his hands. Now able to control them, as his skinny arms thickened into biceps that flexed and tensed in the suit, his hands let go of the mask. Oh fuck no, it's gonna make me- Paul stopped thinking altogether when one of his hands reached down to begin stroking his cock through the spandex. With each stroke, more and more pre-cum drooled out, more of his being lost and becoming nothing more than stains on...on his suit, yeah his Spidey suit.

The pleasure built up as another hand reached up and pulled the mask down fully onto his face, letting it morph together with the neckline. His face began to change, his eyes expanded, irises darkening to a deep brown. His nose grew softer and rounder, as his lips became slightly fuller. His short brown hair grew just a little bit longer, a little bit more shaggy and his back tensed as it stretched, making Paul Peter feel all the more powerful, all the more strong. Then he could feel it, the climax was coming. And as his cock throbbed in time to his heartbeat, the powers were beginning to settle in.

He was Spider Man. He was the protector of the city. His muscles tensed, super strength and spider senses settled in and web shooters miraculously appeared on his wrists, and with one last throb, cum sprayed all inside of his spandex.

Peter groaned in pure bliss as he let his eyes closed and all the memories of being some college student faded away, just ejecting out of his thick cock. He wasn't the same Peter Parker, no he was new and improved, one with a thicker ass, fuller lips and a much better libido as his brown hair lightened to a blonde. The only aspect of Peter that never came

through was his intellect, instead he'd be a nice himbo for The Mechanic, helping him snag some bad guys and giving them a "unique" punishment for their wrongdoing.

"God that felt so good. Ugh but I'm gonna be late," moaned Peter as his new suit sucked up all the cum quickly, never leaving a stain as he opened up the window and swung down to the front of the apartment building. He glanced around to see his motorbike, Ricky as his master, The Mechanic, called it. "Such a good name. Alright come on Rick, we've got work to do."

The motorbike roared to life after Spidey put on his new red and black helmet and turned the key to the ignition. He pushed down on the pedal and began to speed off into the night, ready to enjoy his new gift from The Mechanic.

