

“Hey, man, look at that spread!” your friend, George, exclaims at the sight of the buffet before you both.

You whistle audibly at the lavish display of food. You are both at your town’s annual early fall harvest fair, a paid dinner for attendees. You and your friend George have been waiting for the event all year and were first in line for tickets. All of the food is prepared locally, with many dishes specifically for the event. Each year it seems to be enough to feed an army!

The proceeds are all for charity, but that is of little concern to the two of you. A banquet of home-cooked food is worth twice the amount of admission!

It is a little shocking that you are the only ones here. You had both headed over early, skipping breakfast to save more room for the feast. You are certain that you’d see some of the caterers setting up, buzzing about to make sure everything was set out. The fair itself is not set to start for another few hours; though someone was present at the gates to take your tickets, there is no one else in the entire space. It feels to you like a ghost town!

“Maybe they’re all waiting to yell, ‘surprise?’” you question, making George chuckle. He always seems to appreciate your wit.

“But, no, seriously. Where is everyone? I wanna eat!” you moan with a slight whine to your voice. You always get a little hangry from lack of food.

An audible rumble omits from George’s belly, and he pats his rather extensive gut in anticipation. Both of you are bigger guys, a little overweight from your usual indulgence in fast fried food. It is part of the reason you love coming here, to indulge your piggish nature at an all-you-can-eat buffet. You have each dressed for the occasion, XL shirts and loose pants that will stretch to allow you to enjoy your meals without pain.

George checks his phone with a puzzled expression on his face. “It’s set to start in, like, 15 minutes? Where the hell is everyone?” he asks, his tone sharing your own sentiment. As hungry as you are, you don’t want to wait any longer than necessary!

Cautiously, you walk around the tables, salivating at the succulent scents wafting off the buffet. Before your eyes are various cooked meats, roasted chicken, sauced ribs, glazed hams, and turkey. Massive bowls of salad sit on one table, as well as dishes of casseroles, potato salad, pasta, and soups. Home-baked bread, rolls, croissants, and trays of butter and other condiments line each table for the ease of the consumers. But, most exciting to you are trays upon trays of home-made desserts! Cookies, cakes, buns, squares, and other sweets make your mouth water.

Both of you circle the tables a few times, daring not to touch anything lest you are kicked out for breaking any of the rules. But after ten minutes of seeing no one else, your stomach starts to get the better of you. There is still no one in sight, and you had paid your ticket admission, right? You both carry the ticket stubs, just in case!

You see George checking his phone once more before looking at you with a pleading glance. You don't need him to remind you that it's past time for the buffet to start. It seems almost as though he is asking permission to start. You look around for someone to give you confirmation. But no one is in sight.

"What the hell. We aren't breaking any rules," you say, and with that, you are both moving quickly towards the plates, gathering the necessary utensils, before making your way to the food. Though you are tempted to go straight for the desserts, you decide the chicken looks amazing to start. You pile your plate with several large chunks, all coated in gravy. George does the same, and you both lick your lips as you find the closest table and plop yourselves down and begin to feast.

No words are exchanged as you gorge yourself on savory meats, not even taking time to observe proper manners. As best as you can tell, no one is present to see your piggish behaviors, anyway.

Soon the first plate is done, and you allow yourself the relief of a hearty belch, much to the amusement of George. "Hot," he chuckles, and you both get up to make your way for seconds.

This trip, you balance your plates with a mix of meat, potato, and even some salad. You feel you should let your stomach settle a moment, but as you glance at the food, your stomach rumbles, and you salivate from excitement. Your hunger seems only to be growing, and you dive into your plate with gusto, almost forgetting you have a fork and knife.

Just as the first plate, this one is devoured in five minutes. Looking up, George is licking his lips as well, but you can see stains of sauces and other things on his face. You go to tell him to use a napkin, but you belch hard once again, and the two of you laugh. In your amusement, you forget what it was you were going to say.

The scents of food hang in your noses, and you get up, knowing you are still hungry and can eat more. As you do, you realize your waistband is starting to get tight, your bulging belly pressing against it. You find it a little odd; it usually takes the entire meal for you to need to

notch your belt. You've eaten quite a bit, so far, but not quite your usual quantity. Have you put on that much weight since last year?

Worse than that, however, is that you are still hungry. You can't recall ever needing to eat so much so fast. Normally, at this point, you'd be slowing down, but from the growling of your belly, you'd swear you hadn't eaten all day. The food is still mouth-watering, and you have no reservations about piling your plate with a little bit of everything as you desperately desire to devour everything in sight!

Yet as you do, the irritation of your tightening clothes gets the better of you, and you growl a little, struggling to move. Your shirt has ridden up your hairy belly, exposing it to the cool autumn air, but it is more than that. Your sleeves are pulled taut across your flabby arms, and even rotating your shoulders does little to alleviate the irritation. Your pants are uncomfortable all over, not just against your waist. Your swelling hips and calves have pulled your pant legs tight, the cuffs exposing the flesh of your lower legs, and you stumble forward in the confining clothes.

Yet, it is hard to focus on such things when the emptiness in your belly demands such sustenance. You are barely able to keep your third course from falling off your plate as you set it down, licking your lips. Something seems to obscure your vision, something black that you can focus on if you cross your eyes.

But your attention is still primarily focused on your meal, and you dive in head first, not bothering to use your utensils. Eating that way is far too slow and would hinder you from satisfying your extensive appetite!

You use your hands to shovel as much food into your mouth as possible, barely taking the time to chew as you try to fill the void in the pit of your stomach. There is some urgency in the act, a need to fill your belly before... what?

Regardless of the reason, it's hard to deny the urge to consume as much as possible. You feel no pain, no discomfort as you keep eating, seemingly able to polish off far more food than humanly possible.

Your hands only stop shoveling food into your maw long enough to tend to an intense itching running from your belly up to your chest shirt and down to your groin. You scratch desperately with your one hand, but the itching only appears to grow worse. You detect a coarse sensation brushing against your flesh as you do, seeming to get thicker the more you rub. It feels

like a shaggy carpet, but you're too engrossed in your meal to pay it much mind beyond the slight discomfort.

The more you eat, the faster you can feel your shirt rising, growing closer to your fattening pecs, which themselves can nearly be called moobs at this point. You are putting on so much weight in such a short time, but you don't seem to care. Your need to eat overrides all reason. You wish you could pull off your shirt, but your hands are both occupied. And even if they weren't, your shirt is far too tight for that!

You shuffle in your seat a little from strange pain, as though your spine is distended and pressing into the chair, crushed by your wide ass. You squirm and writhe in your seat, but you can't find a position that makes your twitching tail comfortable. Wait, tail? You want to ponder it further, but as you get up, your expanding ass knocks the chair over and relieves the pressure in the process.

Your plate is empty once more, yet you're still hungering for more. There is persistent pain in your jaw, likely from all the consumption. That black patch in front of your eyes is now much thicker and makes it hard to see your empty plate. Its presence impeding your vision is only compounded by how dim the fading light has made things. Wait, fading light? Isn't it still in the afternoon? Then why is it so hard for you to see beyond a few feet in front of your face?

Poor sight means little with how wonderful the food before you smells! The perfumes of the park are amplified beyond your recollections, and you are aware that you can even smell the fragrances of people who were here days ago. George is giving off a thick, sweaty odor as well, overheated from digesting his meal.

Yet nothing compares to the smell of food that is dominating your senses. The buffet smelled amazing before, but now it is like experiencing things all over again! The food elicits a primal need in your mind, one that beckons to your senses and overrides all concerns. You need to eat, the itching and tightness and aches in your frame be damned.

George is rising to get another plate, and you follow suit, finding it a little difficult to stand. It's not just your tightening clothes that have you restrained. There is an ache in your back, and as you try to reach around to rub it, you realize your arms are having difficulty moving in your tightening sleeves. You pitch forward, your massive hips and jiggling ass affecting your posture, but you manage to stumble towards the tables. In your struggle, you forget your plate, but that seems a low priority at the moment.

The wafting smells of food draw you in, and you eye the food with desire before dropping onto the table, making it shudder from the force of your girth. Why waste time with a plate when your meal is right here? Besides, there is no one else but George here, and you have no qualms about sharing this feast with your good buddy!

Giving no consideration to manners, you shove your face into the plate of ham, biting and chewing off bits of meat and sinew as you swallow it greedily. Your hands are reaching into bowls of potato salads and chips, shoving them into your mouth in between bites of the meat.

Snout covered in grease and sauce, you continue to chow down, still feeling the void in your belly urging you on. Your body swells with girth the more you eat, making you hungrier and hungrier. It seems as though the food is directly influencing your growth, but you don't mind. The food simply tastes too good!

Suddenly, the table is jerked forward, and with a crash, the food is thrown to the ground as the table falls. Looking up, you realize that George has tipped over the table with his weight, having leaned on it too hard. There seems to be something off about his visage, but it's hard to make it out as he lowers himself with a grunt, the audible sounds of his shirt tearing preceding the sounds of chewing and swallowing. He seems not to care that his meal is on the ground, continuing to shovel the food into his snout.

You don't find it too odd a prospect as you lower yourself down to eat off the ground as well, not wanting it to go to waste. As you do, you can feel the back of your pants rip, spreading from the center and running down your ass crack. Your fattening hips seem to crack, the bones underneath throbbing from the sensations. You could swear they were rearranging, but in your frenzy to eat, you aren't bothered.

Once more, you start shoveling food into your mouth, barely taking time to savor the flavor in your attempt to quell the cries from your guts. As you do, the now-familiar aches and pains seem to wrack your hands, and it is getting harder to grip things as you end up dropping some of the rolls and cakes you have been grasping. You try to flex your fingers, but the joints don't seem to move the way they should.

Bringing them close to your face due to your dull eyesight, you can see why. The tips are pointed, your nails stretched and thick and still-growing. The fingers themselves are much shorter, cracking and writhing as they lose their flexibility. You watch in stunned silence as your thumbs are reduced to stubs, and the remaining skin grows rough. Their backs are covered with dark hair, which almost appears to be fur.

A deep grunt catches you off guard, and you look up to see George still gorging himself. Like you, he seems unable to use his hands, and you assume he has a pair of paws much like your own. But it is his face that catches you off guard. His nose is long and black, hanging from a snout dripping sauces and leftover food. It looks more at home on an animal than a human. His eyes have a dull, glazed look, not paying attention to your stares as he goes about his meal. His ears seem small and rounded, flicking above his head as buzzing insects light upon them.

The memory of your own face causes you to cross your eyes, looking down at a thick, fur-covered muzzle and a bulbous black nose. You can feel the intense itching upon your face, far more insistent than any beard as it spreads all the way to your human hair. The tingling in your ears as they grow rounded is enough to know your own visage is on its way to matching George's. Both of your faces bear striking resemblances to... well, bears!

It is nearly impossible to keep your thoughts on that worry with the hunger still plaguing you. Why be concerned when food is abundant? Besides, can't you smell it better now? Can't your larger maw consume it even faster? You lower your head, grunting in an ursine baritone as you crunch into your meal, barely aware of the itching and growth as you eat your fill.

Your shirt is becoming impossibly tight over your frame as your growing gut threatens to rip out of it. Your chest is barreling outward, your shoulders flattening and tugging at the seams as the frail material is pulled to the breaking point. Irritated by the fabric on your fur, you grunt and force your shoulders forward. With an audible tear, your shirt pops off. You finally feel some comfort, becoming easily able to amble from one pile of food to another as the remnants fall off your fattening frame.

Your tight pants aren't able to last much longer either. Your belt is pulled impossibly tight, stretching to the point of snapping. Your thickening gut and tightening waist pop off the button and zipper of your pants until the rip runs all the way to the band, and you can struggle out of them. Your fat ass wiggles as you try and get out of your undergarments, the tight fabric pressing irritatingly against your exposed anus. You breathe in deeply, pushing your gut out until the elastic pops, and your backside is laid bare.

All that remains of your clothing is your shoes, but those, too, are fleeting as they are assaulted by widening heels from one end and sharp ursine claws on the other. The shoes are ripped apart at the soles, popping audibly as your furry feet are finally allowed to breathe. You rear your back legs up, your hindquarters off balance as your fat thighs meld into your bulging belly, and your rotating pelvis sinks into ursine proportions.

You no longer care as your body bulks up with thick fat, though hard muscle does exist underneath. You know you are getting heavier the more you consume. Your face is getting larger, obscuring your vision even more. Your nose makes up in spades for your lack of eyesight. The odors wafting from the cooling food beckon you to feast, even as your changes complete.

You eat and eat, your sharper teeth able to chew up your meal as you lumber around the various piles on the ground, savoring the range of flavors and textures. Eventually, you make your way over to George, who is eating away at the remnants of dishes as your tongues lap in tandem. You accidentally lick his lips, and the flavor causes you to lap at his snout, cleaning him up and making him snort in delight. You feel a deep sense of comfort being close to this man, who has turned into a black bear with you.

At that, you feel your cock begin to harden, thickening at the base as the shaft starts to leak. You've never been aroused by a male, but George's scent is so comforting. You let your cock hang low as the tip grows pointed, the base thickening while a warmth encroaches over it and fills with thick black fur. An enticing scent wafts from your fellow bear, and you take a deep whiff, savoring the male musk.

A fading part of you knows there is something wrong, that you have not always been a bear. But it's hard to focus on such things. Thoughts of terror of transformation are much less favorable to the desire to stuff your belly. Feeding has a purpose, filling you with contentment that washes away trivial human concerns. You are a bear, a massive beast, and you have another male with you to comfort you. What other worries could you possibly have?

Finally, you are full, despite the feast that is still before you. The scents of humans in the area mildly concern you, so you decide it is best to retreat. George is already leaving, trying foolishly to stumble on his hind legs. He is only able to make it a few feet before falling to all fours. You follow suit, lumbering as a quadruped and finding it much more comfortable than you might have expected. You briefly wonder why you have memories of walking on two legs, but it fades into your mind as you find a tree line and stumble towards it, George in tow.

The scents of the woods light up in your nose, and you breathe deeply, inhaling all that it has to offer. There are few human scents in here, and less the further you go. Though the path is rough, your massive bodies and thick skin are unbothered by stray branches and twigs as you lumber into your new domain. You are made to be here, and your mind starts to relax the further you go into the woods.

Yet the most alluring perfume in your nose is that of your fellow. You can smell his heady musky, the scents of food still on his muzzle and breath. You recall the sumptuous meal you have just eaten and experience a sense of relief, knowing that you have packed on the necessary weight for this day as you convert more of your meal to fat.

Your bulbous gut sways as the two of you walk at a much more reasonable pace. You feel a sense of power here, knowing that in the absence of humans, there is no one to challenge the two of you. You don't feel any sort of rivalry with the other male, far from it. In fact, his presence fills you with a sense of both comfort and purpose. You can't imagine wanting to leave his side.

You can't help but notice a certain sexiness to George's backside as he lumbers before you. You've never seen your friend that way, but his swinging belly and thick thighs are mesmerizing. He looks... full, healthy, fat with a bulbous stomach that will last him through the winter. A perfect mate, you find yourself thinking, despite yourself.

With your diminished ursine sensibilities, you don't question the formerly intrusive thoughts. Your cock starts sliding out of your sheath, nearly touching the ground as you make your way towards George's backside. Powerful scent glands line his tight pucker and give you the assurance that he is indeed a virile, healthy male, worthy to be your mate.

Sensing your presence, George stops, bellowing in his ursine baritone to signal his own lust. You can't see it with your poor vision and your buddy's girth in the way, but you can scent the fluids leaking from his cock and are craving a taste. His swaying sweaty balls beckon your attention as your friend pauses, flagging his tail to show his interest in intimacy.

You sniff his backside with fervor, lapping at the fluids and flesh that your buddy has to offer. He grunts from the attention, seeming to rotate his hips into the ministrations of your thick ursine tongue. You work your way over his furry balls and asshole, savoring the flavors that accompany his musky, ursine odor.

Your dexterous tongue snakes down under his legs, towards his turgid cock. You reach the contours of his fuzzy black bear sheath, licking inside and teasing up the length of his shaft. His salty fluids excite you, the flavor even better than some of the food you've eaten earlier today. You lick with insistence, forcing more of that flavor into your maw and making your mate shiver with delight. You would have never found such sexual acts appealing, but your enhanced sense of smell is sufficient to spur on your advance. You've never been so horny in all your life!



You pull away, not wanting to bring his end so quickly. Your tongue moves up to his plump rump once more, slobbering over his tight pucker to prepare it for your intrusion. He grunts as your curled tongue works its way into his asshole, salivating over the inside as you push it in and out, preparing him for anal penetration. He seems to lean into it, excited by the prospect of easing the tension in his own cock.

At last, the needs in your own cock take precedence, and you back up slightly, looking for the right angle to mount your mate. Careful of your top-heavy body, you crawl up his backside, gaining purchase with your claws. As soon as you feel your thick cock head touch his rump, you start humping, desperate to find the hole you so lovingly prepared. Yet while lost in your instincts, you have difficulty aiming as high as you need to, and your cock careens off his expansive rear, even as George lowers himself to allow you better vantage.

Finally, you perceive your cock catching on the underside of his tail, and you know your target is close. With a little bit of angling, you feel your moist penis teasing his opening, and you thrust forward, your member encompassed by a hot, damp tunnel. You start humping frantically, a bestial need to spill your seed as you take your pleasure from your friend's ursine body.

Your grunts of pleasure are echoed by a bear's baritone as you feel him eagerly clenching on your rod. In the back of your mind, you are sure you have hurt him slightly from the forceful intrusion, but you don't seem to care.

Lost in an ursine rut, neither of you last long. You had brought George so close with your tongue that he quickly spills his cum on the forest floor. His clenching rectal clamps take you with him, and your roars echo him as your thick balls shoot a modest load of bear cum into his abused anus. Your entire body rocks in release, needing to empty every ounce of jism into your mate, to claim him properly as your own.

You both lie there and grunt, your thick cock still lodged in your bear as the last human thoughts leak from your mate's asshole. You are both tired and content to lie in the woods as the fat beasts you are. Yet soon, a chill wind washes over you, and even the warmth of your plump bodies is insufficient to fully shield yourself from it.

George rises up, your seed leaking from his asshole a pleasant scent of your nose. Tentatively as so as not to startle him, you reach out with your tongue, cleaning him off as he rumbles in contentment.

Both of you are driven with the same urge to find a place to stay for the night. But it's more than that. The chill in the air signals that winter is coming. Though you have both feasted

well, you know that you still have pounds to pack on to make it through the barren winter months. There is still time, and the woods are ripe with the scents of food, enough to sate even your combined appetites once you've slept off this meal.

Thankfully, there is a den not too far from you, one left abandoned by others of your kind and ripe for you both to claim. You allow George to stumble in, following behind as you enjoy the stink of your cum on his rump. Within is a chamber large enough to comfortably hold your fat furry bodies. You curl up with your mate, lying together before preparing for winter's rest and your new lives together as black bears.