#### 31. Role Reversal

BryanWildlough

It was hard to believe that things had gone this way, and hard to understand how they had in the first place. Not that Bryan was complaining, of course; he squirmed where he lay along the bed, paws tied in place over his chest but no other bonds keeping him down. He knew enough to behave, though, and he had been in the *other* position more than enough times.

So, a good portion of this was the otter going along with what he knew he should do. Dakota stood above him at the foot of the bed, naked head to toe as the sheep looked over her handiwork; she had crossed her arms over her chest – and specifically under her breasts, he had noticed, to lift and squeeze them – and eyed him up and down, weight resting on one leg, little paintbrush tail flicking behind her. She noticed him watching her, blushed a bit, and then quickly shoved that little show right back down. Bryan smirked.

## "Comfortable?"

The otter squirmed in place again. He folded one ankle over the other, turned his head to the side, and bit his lower lip — and intentionally gave himself a throb and twitch, still fully hard from the teasing leading up to this point. At first things had progressed as always, with him guiding the motions and action: he had brought her into the room, had felt up around her front and back and just beneath that plush tail; he had started in at her clothes and guided her to do the same... and then, suddenly, he found himself turned with his back to the bed and pushed down by a surprisingly strong arm, with a sharp glance and a "hold still" startling him into obeying. He couldn't say where this confidence had come from, but again, he wasn't complaining.

"I'd be a bit comfier," he said, "with you in my lap, but I'm not... going to..."

For a moment it looked as though Dakota actually was about to follow his lead. She smirked, warm orange eyes flashing, and moved to climb up the bed and over him. Bryan watched and got into an easier position, legs straight and slightly spread, paws still staying in place as they had nowhere to go, but then turned his head again when she kept on coming. He lifted his hips to try to brush against her, failed, thought about sitting up and nudging her back down — and then instead felt the weight of that rump and thighs pushing back down against his muzzle, squeezing his head between warm, humid fur and flesh and the pillow underneath him.

"All this *lip,"* the sheep purred. She gave a wiggle and ground herself more firmly into place atop his face, pushing Bryan's head back and down and squeezing his lips to hers. He swallowed, sighed, and drew in a breath, and smelled nothing but her. "Seems like you need something to keep that mouth of yours busy, huh?"

What a surprise. Again the otter twitched and throbbed, and this time he found himself obeying without a second thought. Quite a different path today had taken; "good girl," he was used to telling her, her little tail raised against his belly as he pounded her into bed. "Keep at it. That's right. Oh, is that all you've got? Come on, Dak, show me what you want..."

Feeling him stray in his attention, the sheep wiggled her hips around his head again and jiggled him back to attention.

"What's that?" she murmured, her normally soft, timid voice having taken on an interesting edge. Bryan shifted to get a breath of fresh air and then dove in again, fingers straining against one another atop his chest, arousal throbbing against his lower belly. Dakota shifted on top of him, brought herself forward, dragged herself along the otter's muzzle and nose and lips, and then leaned back against the headboard of the bed. "Is there something you want to say?"

Bryan couldn't help but chuckle. It was so strange hearing those words in *her* voice, but still... he wanted to disobey, wanted to lift up and toss her off him, yet at the same time he didn't. One hoofed foot rested along his inner thigh; the other traced up along the bedsheets. "No..." He tilted his muzzle back and pursed his lips against the base of her sex, then tilted a bit further and did the same for the pucker of warm flesh underneath her tailhole.

Above him the sheep scoffed – and then suddenly he jumped. Stiff, tight pressure sliding in along his hard shaft, lifting it up, squeezing it in between... he turned his head from beneath her and looked to see her take him tenderly between her hooves, one holding him up and the other drawing slowly, carefully back and forth, Dakota holding on to the back of the headboard for support as she did so. Then her head turned as well, and she tilted her hips and yet again pressed back against him, pushing her tailhole to his muzzle in a firm kiss.

"So then," she said, taking a page out of his book, "get to it, or we're gonna be here for a very long time."

"Hah." Bryan swallowed again, licked his lips as well as hers, and continued that lick up and over the wrinkles of soft skin. Dakota flexed and clenched in turn. "That doesn't sound like a bad thing."

Above him Dakota shrugged, and turned her hoof to an edge. Bryan squirmed. "Maybe not," she replied, pulling herself into a slow rhythm riding his muzzle. "But if you cum too quickly, well, we'll just keep going 'til I'm satisfied, too."

Certainly she expected a response to that, but the otter had none to give. He wished he had usage of his paws, so that he could bring his thumbs in, spread her atop his muzzle, and dig in deeper... but he just didn't want to tell her that he could feel his peak already start to approach at a distance, coaxed on and on from her words, her behavior, her treatment of him. Every time he tried to move for breath Dakota allowed him just that, before she settled back into place to use his muzzle as a seat and his hard, twitching cock as something to play between her hooves.

Maybe it wasn't going to be that long of a night. Bryan shivered again. Either way, he could already tell they were both going to love it.

# 32. Piercings

Ruari

Her fingers ran through short, soft fur, pressing gently in until she could feel the tension of taut, trained muscles beneath that flesh – and then abruptly spread out across the small stretch of open skin, freshly shaved, still somewhat wet from the treatment of alcohol. The ocelot in her grasp shivered and straightened up against her, his back to her chest, his head tilted to one side, a portion of the fur and skin between his neck and shoulder caught gently between her lips.

The hyena sucked there for a moment, then pulled back and let that skin pop free. "You've already had something like this done."

"Well, yeah..." Kekipi replied, voice warm and a bit tense. He grimaced as her fingerpads and painted claws traced over that section of bare skin right along his belly button, the surrounding fur still a bit damp from the application of the shaving gel. "But never right here."

Ruari turned her head, squeezed herself more firmly up against him – he was a bit smaller than her, and thus fit rather nicely in her embrace – and reached over with that free paw to pick up one of the tools for the process, a simple little clamp that she had already had in one of the drawers. "It's not so different. Hang on a sec. I just... gotta..."

She had only one paw free since, naturally, the other held the end of the little ocelot's leash. If Ruari extended that arm all the way to one side she could pull him partially over, the thick cord looped a good few times around his wrists to bind them together. One thing led to another, and out came his wrists, followed by his arms, followed by his chest and head, the leash clamped to a thin olive-green leather collar around his neck — and the change in angle allowed for the hyena to at once lean in, plant another gentle kiss to his revealed throat, and hook the loop of the leash around the corner of the nearby table. As she leaned back, and as Kekipi did as well, the slack in the leash tightened and pulled, and kept his arms out at an angle.

A shiver ran up the feline's back. Ruari smirked again and reached over for the needle as well, clamp held in place along the small section of soft, shaven skin just above his belly button. A small adjustment, a thrust forward of her hips against his rump, and he scooted forward and leaned back — and she tugged that little section of skin up and out a little but further, just far enough that she could line the hollow tip of the needle up with the underside. Immediately the ocelot tightened in her grasp, and he tilted his head up and away.

"I don't like needles," he rumbled, "you know..."

Ruari cooed in his ear, and spread her fingers to rub gently at his fur. "I know," she murmured back, and started to nose back down along his jaw and neck to his shoulder. "I know. Don't worry about that. Take a deep breath."

She felt him do as told, as always. Kekipi's fingers rolled and splayed out in the air before his chest, wrists taut together. Ruari continued down along his shoulder, found the thick cord of muscle stringing down from his neck, parted her lips and mouthed gently along that spot...

"Good kitten," she murmured, "hold still," and started to sink the needle into the bared skin and flesh.

Immediately the ocelot sucked in a gasp and tightened up — but in that moment it was unclear whether this was from the needle piercing through, or from the hyena's fangs settling firmly into the flesh of his shoulder there. Ruari kept both paws carefully in place, the one holding the clamp and the other guiding the tube of the needle in, through, and out until she could feel the sensation of it punching through the other side. Kekipi tightened in her grasp again and strained against his bonds, one of his footpaws kicking a bit and his tail lashing against the hyena's lower body — and in response she just sank her teeth

in further, sucking in around the already-damp fur, drawing the skin into her mouth and between her fangs as she did so.

She tasted the slight sting of the citrus soap he used in his daily showers, the deeper artificial touch of the perfume she had picked out for him, the higher, softer note of his natural scent, already worked into her nose and awareness from the nights spent together... and as Ruari clamped the skin of his shoulder between her teeth, hard enough to tug it up and away from the flesh underneath yet not enough to crunch through, she reached over with her paw originally on the clamp, fetched the open piercing, and slotted that into the needle still holding through his skin until it slid into place, warm olive-green stone shimmering under her fingers. Out came the needle, sliding and tugging along soft shaven flesh, until it came free and rolled down along the ocelot's tense thigh.

Ruari rumbled softly into the skin and fur caught between her teeth, her breath shivering out just as Kekipi's did as well. "There," she managed, and again tugged free from the little bite. He slumped and leaned back against her, then twitched again when she screwed the clasp of his fresh, new piercing into place. "That wasn't so bad, was it?"

In another second the hyena could feel most of that tension ripple out of Kekipi's body. Panting softly, he rested his head back atop her shoulder, eyes closed and lips parted with a faint smile on his lips — and, seeing her chance, she ran her paw carefully further up his belly, tugged him against her, and leaned in and around to press her mouth to hiss. Brief surprise jolted through him, and then his lips settled and tightened in against hers.

"Better with you here," he purred in a space between the kiss. Ruari chuckled against his muzzle, making his whiskers twitch and flick, and sank back in again. "But I'm glad now that it's over."

Her paws continued over his body, one climbing up along his bared chest and the other slipping down along his thigh. "Now that *this* one is over," she corrected him.

His eyes flashed open again, bright sapphire-blue ring faintly with the sting of tears inherent to the piercing. Then, though, his muzzle quirked in sly grin to match his partner's.

"Yeah," he echoed, and pursed his lips for another kiss. Ruari obliged. "This one."

### 33. Incest

Nathan

Castor sighed and lay back, legs spread lazily across the dense earth and leaf litter beneath him, back resting against this tail tree rising up and off into the canopy. His rudder gave a twitch, and for a moment he gritted his teeth and grunted, and then the relaxation and relief spread through him and he again settled back, tailtip dancing lightly across the ground of the campsite.

Up ahead of him flickered the dying campfire, kept alive from one last chunk of wood that the other two had tossed on before they had returned to their tent across the clearing. That left this otter-fox and his twin brother up and on their own, and seeing the opportunity the two had decided to take things one step further. This would be their third night of four here, and sure, they *had* messed around on every other night too – but this time, as Pollux grinned at him and then slid easily down between his brother's legs, there was something else on the line.

Every other time had been in their tent, either late at night keeping quiet so as not to wake Zara and her brother Nolan, or early in the morning, half-asleep, squirming and writhing and grinding leading to shivering, shaking, panting. Every time something out in the woods around their campsite made a sound, each little snap of a twig or crackle of leaves, made Pollux between his legs jump and briefly pause in his work, only to then find himself pushed back down by Castor's guiding paw.

There was just something about doing it out in the open like this that added another level of fun to everything. The constant nervousness, the risk, the reluctance... Castor bumped his head back against the tree again as his brother tightened his lips around his shaft, tongue cupping smoothly along the underside as he bobbed back and forth. One paw cupped and massaged at his sack, webbings between his fingers rubbing and pressing softly, while the other worked in a steady rhythm between his own legs, pants fly opened and his own arousal out in the cool evening air.

This wasn't a private campsite, of course. Perhaps fifty feet away past the border of trees stood another site, and then another past that, with the dirt road twisting and turning around the grounds for easy vehicle access. Castor thrust forward, felt the pressure of his brother's throat squeezing around his cock, and sighed again, eyes squinting against the darkness of night; between the trees off above Pollux's left shoulder he make out the telltale signs of another distant fire, with the occasional snatch of laughter of conversation floating through on the breeze.

He closed his eyes, swallowed, squeezed his legs more firmly around Pollux's shoulders, and sat back to let his twin continue at his own pace – he did love the way that he used his tongue, flicking and swirling every time he came up, with that slight gentle suckling along his tip to lap off the dripping pre. Once more Castor reached down and rubbed between Pollux's ears, a bit more pointed to show the vulpine in their heritage, and then again opened his eyes so that he could lean down and coo a few little words of encouragement to him – but then he froze, as a pair of rich mulberry eyes, tinted strawberry-pink under the light of the campfire, flashed across the two of them.

Zara was awake, and it looked like she had dragged her brother with her. Panic and shock jolted through Castor's body, and instead of offering Pollux encouragement he just squeezed tightly on his shoulder until the other otter grunted and straightened up, then looked over his shoulder as well. No explanation would work for this, both of them knew; Pollux looked up at his twin, still-hard cock resting against his muzzle, and half-opened his mouth to say something. Caster scrabbled around for a word, a reason, anything – and only then noticed that Zara tugged Nolan behind her by the waistband of his pants, two fingers curled underneath with the other thumb hooked into her pocket.

"Evening, boys," the arctic hyena purred, voice smooth and sweet. "Don't let us interrupt you. In fact – 'scuse me, Pollux... mind if I borrow your brother for a bit?"

Both twins frowned and looked at one another, and then without another word, Pollux shifted to the side. Zara grinned, winked, and then dropped down into his prior spot, gentle paws moving to spread Castor's legs further. His heart pounded in his throat, and nervousness jolted through him again and again, but still the hyena leaned in, sniffed at him, then dug her fingers against his thighs and scooped her nose beneath his gradually-softening shaft.

Those mulberry eyes flashed up at him. Nolan stood off to the side, the mountain leopard a bit awkward yet obviously *very* aroused: his pants fly was open, and his boxers beneath showed the telltale signs of a twitching erection.

"Is this alright?"

Castor looked down again, Zara's breath warm at the base of his shaft. She waited there with him draped across her muzzle, tongue just barely out and lapping there along his sack while Pollux looked on, nervousness mixed with embarrassment on his muzzle. The two brothers shared a glance, then looked up to Nolan waiting and watching, but he jumped and looked away when he noticed them looking at him.

"Uh." Castor swallowed and nodded. "Y-yeah. Sure. I was, just..."

Zara turned her head a bit. "Nolan."

"Huh?"

"Take a seat next to Castor here. Pollux, d'you wanna..." She drew back and nodded over at her brother, a smirk on her muzzle.

It took Pollux a moment to realize what she meant, but when it hit him his ears shot straight up again with surprise. He looked to Castor. "Oh... oh! Um – can I...?"

Castor swallowed again and reached up to wipe a paw across his forehead. "Yeah. Yeah, I mean... ah..."

He shivered and thumped his head back against the tree again when Zara wrapped her lips around him and dove down, as slowly and gently as his brother had. Nolan settled into place beside him, a nervous apology on his lips, and then shifted awkwardly as Pollux got into position as well. Through lidded eyes Castor looked over to the leopard beside him, curious about *his* equipment as well – and as Zara continued bobbing in his lap, he reached over, felt at those boxers, and fished him out of his pants for his brother.

The fire continued crackling, casting a dancing light across the four of them. This certainly wasn't how he had expected things to go when they got caught. Beside him Pollux squirmed as well, then also sat back and sighed as the leopard's head slid down in his lap.

# 34. Rimming

CJTheOtter

CJ could feel the marten above him sigh, kick a leg, and bump his head back against the side of the mattress, all the muscles in the lower portion of his body tensing up and then settling down again. For a moment he brought his muzzle down and away, having to tilt his head sideways to find the room to do so between the marten's rump and the floor, and took that chance to swallow, lick his lips, wipe at his mouth, and catch his breath, before inevitably diving right back in. Plump, plush balls draped across his nose, hanging down and shifting slightly with the easy, relaxed pleasure – and as he turned his head again and nuzzled beneath and behind them, the fur turned damp and slick, soaked through with stray saliva from his attention.

"I – oh..." Stano breathed, again shivering all over. His footpaws, each perched along the floor near CJ's shoulders, trembled and shifted – and the otter felt that tailhole press more fully down against his lips again, muscles relaxing, rim pushing and pressing against his lips and, a moment later, his tongue as well. "I thought... we were..."

CJ smirked where he was, muzzle buried against the marten's slim, sleek rump, lips pursed, sucking softly, jaw shifting just slightly with the gentle licking. He loved that he could feel each little twitch and tense, from when Stano reflexively tightened back around his tongue, to when he partially tugged himself up along the bed, to when he had to shift his footpaws again and ended up squeezing the otter's muzzle more firmly down against the ground, and everything in between.

"Mhmm," the otter replied. Stano shivered at that, too, the sensation of lips and voice vibrating in beneath the base of his tail, and of course CJ felt his response as well, in the form of another pucker, clench, and squeeze against his lips and tongue. He swallowed again and sighed underneath the marten, breath bearing the light touch of his pleasant scent swirling back down around him, and again sending a throb through his own arousal.

It hadn't quite started out that way, but this preparation for what would later become the main feature had certainly had its effect on the otter. One paw remained braced against the underside of Stano's thigh while the other reached up, felt at his half-hard shaft hanging down between his spread legs, and rubbed and squeezed at him, thumb hooking down beneath his balls so he could feel their weight against his palm. This left CJ largely unattended, but just the act and process of doing this was more than enough to get him well on his way, excitement and arousal reverberating and bouncing through him, hard shaft standing out from his sleek lower body and twitching, throbbing, dripping down his underside with slick, sticky pre.

While he continued lapping and licking along Stano's tailhole, tongue dragging its way from the base of his sack all the way down and across the underside of his tail. Each time he crossed that point, the marten's sleek, saliva-slickened ring of muscle shivered and tightened, again puckering against the broad surface of his tongue – but he had done enough so far that it took just a little bit of teasing and coaxing to work his way in past his rim, muscles squeezing tightly back yet still allowing him in.

"S-so... ah..." Stano squirmed. "When are we... going to..."

Through his paw lifting up along Stano's thigh, CJ could feel the tension and clenching *there* as well, the little jolts of pleasure arcing all the way down and through the rest of the marten's body. Sack and shaft both cupped comfortably within his fingers, he rubbed and squeezed while he worked – and again felt a thick, warm dribble ooze out against his chest fur from above, the motion and pressure emptying another glob of pre out and across him. Part of him felt as though he could feel *that* as it came, too, in a little pulse and squeeze down between the marten's tailhole and the underside of his sack, right where CJ could brush his lip and dig his chin if he turned his head just right.

Again the marten shivered atop him. He licked his lips, swallowed, and rested his head back again, this time letting his jaw hang open to let a breath out as a slow, shaky sigh. One of his footpaws kicked again, and CJ felt that same surge of pleasure stir through his half-hard shaft in his paw. It squeezed, throbbed, and grew against his fingers, foreskin rolling back a little bit further, dribble of pre again flowing out along his wrist – and of course all bridged by his tailhole making the same twitch and clench, puckered

flesh coming together around the otter's tongue. Again he slid it out, swallowed, and then swirled around, following those wrinkled ridges in towards the center and then poking, prodding there, wriggling in between the squeezing tightness... working himself past the point there where exterior skin became interior flesh.

Stano straightened up and squeezed around him yet again, though just as quickly that tension turned to relaxation, and CJ felt his rim loosen and relax against his lips. He worked his jaw forward and back, forward and back with his tongue, wet slurps dripping down along the sides of his muzzle. At one point he had to shift back again, back of his head against the floor of the room with his lips parted while he caught his breath, tongue hanging out across his chin, thick strands of saliva hanging between his lips and Stano's tailhole... and as they hung, dripped, and fell, CJ swirled his tongue and sucked them right back in, then leaned up again to continue where he had left off. One lick led to a second and a third, each one deeper, firmer, more focused than the last, until again he felt that rim squeeze around his tongue.

Stano shuddered yet again and throbbed in the otter's paw, his words from before completely forgotten. They *had* planned something else for today, but CJ himself was certainly satisfied to stay where he was.

#### 35. Incest

ADumbGrayFox

Still Clarence couldn't quite believe it whenever they did something like this. The fox rested out across the bed, muzzle atop his arms, chest pressed into the sheets, legs hanging off and tail raised – and draped over the other male's shoulder, one paw with fingers splayed running up and through the plush fur, the other out of his sight. His heart thumped in his chest, and there lurked that tingling awareness that this was something they really *shouldn't* be doing, but... then they touched, they came together, and they went for it, and all of that hesitation melted beneath the same anticipation and desire that had built up since their last visit.

It was something they didn't talk about, something that neither mentioned before nor afterwards, something that might as well have never happened between them. Yet here it was, undeniably: Clarence turned his head again and licked his lips, just as the other fox slid that paw down to his rump, squeezed his fingerpads and thumb in through plush fur and flesh beneath, and spread his cousin's rear for himself. His eyes lit up at the sight of that familiar pucker, already slickened with lube just as his own hard length was — and Clarence twitched when he angled himself in a moment later, other paw coming in from the other side.

In that moment their eyes met, the two cousins', and Clarence was the first to blush. Ramirez just grinned and winked as he circled his tapered tip around the other male's rim, teasing and touching at the puckered wrinkles before guiding himself in towards the center. Ramirez was straight – or, at least, "straight". His reasoning, Clarence recalled, was something along the lines of "ass is ass".

Remembering this, again, made him smirk and chuckle. That was how he *knew* Ramirez was straight; that was just such a 'straight boy' thing to say.

The other fox leaned in over him, gently grinding the underside of his shaft back and forth over Claire's tailhole. "What're you giggling about, huh?"

"Oh..." Clarence turned his head to the other side and reached back, just so he could spread himself wide for his cousin. Once there he rubbed himself up against the other fox's shaft again, already wanting and expecting that warmth and pressure inside of him; he continued speaking, then had to stop and catch his breath when Ramirez pointed himself in towards the center and started to push forward. "Just – thinking about..."

Ramirez used his own weight in pushing in beneath his cousin's tail to lean further forward. Clarence gripped at the pillow underneath his body and sighed softly, pleasure pushed out as a breathy little moan dribbling from his tongue. "Yeah?" the other fox went on. He kept one paw along his shaft as he continued to press in, while the other slid up and along Claire's back towards his shoulder. "About what?"

It was a close and intimate touch, one that still sent that same echo of nervousness and arousal through his body. Basically everything Ramirez did to him had that effect: when he ran his paws down his sides to his waist, when he undid his pants fly, stripped him nude, and pushed him over the bed; when he applied the lube to himself first and Clarence second... when he continued to lean in, sinking in to the hilt, balls resting forward *almost* against his cousin's underneath him, and then wrapped one arm around his belly so he could dig his chin in along his shoulder.

"Aaaah – about..."

He couldn't finish his thought. Ramirez started his rhythm in at him, slow and steady, grinding forward and back and pushing against his cousin's reflexive squeezing and clenching. His scent, roughly similar to Clarence's own beneath his love of shampoo and fragrances, trickled down and filled his nose. So familiar from so many times growing up, outings with the family, spending time with his aunt and uncle and other cousins, gradually gravitating Ramirez's way... which eventually, somehow, culminated in this.

"Yeah?"

Claire sucked in a gasp and gripped at the pillow again as Ramirez straightened up from around him, paws pressing down into his lower back to push the other male down into the bed. Using that point of contact as leverage he started to piston his hips forward and back, swinging them in place to drive deeper and deeper into him, sliding out a little further every time. Another thing about his carefully maintained "straight" identity was he also lived by the expected tenet, and as such deliberately, intentionally guided his thrusts, never quite allowing contact between his sack and his cousin's.

Yet again Claire scoffed, which quickly turned into another tight puff of breath as Ramirez hit a good spot deep inside of him. All of those silly preconceived ideas didn't stop him from doing so many other things, though: the last time they had gotten together, Clarence had rested along the bed on his back with his head hanging off the edge, Ramirez's paws on his shoulders and shaft thrusting into his muzzle and along his tongue – and giving him deep, thorough lungfuls of his musk and scent, strong enough to linger around even after he had departed. He had no qualms against Clarence lifting his hard cock beneath those balls, or digging his nose into them, or swirling them in along his tongue and between his lips... but he wasn't a fan of getting another guy's load on him, though.

Clarence didn't mind, however. He rather liked it when his cousin pulled out just in time to paint him, be his target his belly, his chest, his muzzle, the thick mane of fur around his neck and shoulders, or even

just across his tailhole, to be used again as lube for round two. With the way Ramirez pounded at him, hips slapping forward and down, bed lurching beneath them, it seemed like that might be the idea for tonight.

Their parents thought that they made these routine visits just to hang out and play video games together. That *was* part of it, but it was good to take a break every now and then; in fact, still their controllers rested where they had dropped at the other side of the room before the TV, when Clarence had leaned over and popped open his cousin's fly to try to distract him with a well-placed tongue.

Ramirez nipped at his neckfur again. "Well?"

Every time he tried to form a thought, Ramirez's thrusting drove it right back out of him. Clarence had completely forgotten what he was saying. He widened his stance, tilted his hips, and pushed back and up against his cousin's rhythm as his response, and earned a tight, shivering moan back.

That worked out. The music of the pause screen continued on in the background.