It was a few days later when I started to get annoyed with the toons again. True to his word, Leo began bringing in more of his kind into the gym next door. Big hulking critters like him, though never as big as he was. They came in all shapes and sizes. I saw a bear, a mouse, a snow leopard, and even a skunk that seemed vaguely familiar for some reason.

It wasn't so bad at first. They just went in and out of the gym and didn't really bother the shop much. Then a couple of them started to hang out in front of the gym, posing and flexing at passersby, sometimes encouraging them to come in and 'get big' like them. Then they started to stand outside my shop. Once in a while they'd even come inside. Now, they would order something politely and gulp it down like someone would take a shot of something. But then two of them, the leopard and the german shepherd, started to argue about who was bigger and started a flexing content right there in the middle of the shop! The other patrons thought it was pretty funny but it reminded me why I didn't like toons to begin with. I mean, for one the Snow Leopard was totally hotter, er, bigger. It wasn't even a contest and yet they were arguing right there in front of me. So frivolous.

They eventually gave it up after no one could decide who it was, but that was the last straw. Toons were just trouble. So, later that day, I closed the shop up a little early and went next door. The gym seemed to be open just about 24/7; there were muscle toons hanging around morning, noon, and night. This time there was just an otter outside. Honestly, he seemed a little out of place. He carried a surfboard under one arm and kept spouting out stereotypical surfer jargon. He was nowhere near the size of the others though; I noticed as I got closer, his sleek frame was much more defined than I'd seen at first glance.

He wiggled his big whiskers at me and flashed some kind of sign with his free hand. "Sup gnarly dude?" he said as he grinned at me.

"Uh, hey, 'dude'," I managed back and gave a half hearted wave. "Is uh, your.. boss in?"

His blunt muzzle lit up with a big grin, whiskers twitching, and I swear his pecs flexed once as he said "Leo? Oh ya braw, totally! He's in back 'n stuff. Go on in, s'all good!"

I gave a thanks and started to walk in, when something hard smacked my ass! I immediately turned on the otter and started to say something but he cut me off with a "AH! So sorry brah! Tails, y'know?" he grinned sheepishly, the big rudder tail of his swaying back and forth behind him.

"Oh ah... no problem," I said, giving a half chuckle. Silly toon, I thought to myself as I turned and walked inside. The inside of the gym was what I had seen the couple times I'd peeked my head in before, from when it was managed by Mr. Groves. The entire right wall was nothing but windows looking out onto the street, the left wall was lined with mirrors. In between was filled with all sorts of work out equipment I couldn't begin to name. I mean, I knew what a lot of it was for, like machines for legs, and arms, and barbells and the like but I never really bothered

to get into working out. I'd always been something of a book worm in college. And besides, the gym showers always made me nervous.

Now there were muscle toons all over. Big hulking critters pumping themselves this way and that. The big brown bear I'd seen outside from time to time wore a big leather brace around his waist as he heaved a barbell over his head, his muscles bulging and veins visible. The big german shepherd that'd been arguing in my shop was pumping his legs on one of the machines while the snow leopard he'd been arguing with was squatting in front of one of the mirrors with a weight held behind his head. They were all just massive and it was clear they were trying to get even bigger. That's what Leo had said the day he'd shown up right? Everyone wants to get bigger. I had to admit it wasn't a bad idea.

I started to make my way down the middle and caught a few humans here and there too. They weren't anywhere as big as the toons but they were trying at least. Several times they would pause and glance at one of the critters then begin going again. I passed a number of racks and benches fitted with weights, nearly to the door at the end, when a skunk working himself in front of one of the mirrors rounded on me.

"KEN! How the *BLEEP* are ya?" he practically barked and smiled down at me.

"I.. uh.. did you just bleep..?" I asked.

"Oh, *BEEP* sorry. Mister Leo has said I need to tone down the language! We're *BLEEP* PG toons at best! I'm *BLEEP*in' tryin!" he said then let out a laugh. "But how're ya doin buddy? Haven't seen you in a *BLEEP*'in ages!"

"Do.. do I know you?" I asked and looked him over. He was tall, like all of them were, and had a good foot on me. Wide too, he could probably hug three of me if he'd tried. He was black from his head to his toes with the usual skunk stripes on his muzzle and head going down his back. He wore an orange pair of speedos with a smooth front and back. Not that I really paid attention. I'd seen him outside the place before and he had seemed familiar then but I couldn't place it.

Then I saw the tattoo on his arm. Besides wondering how you tattoo'ed fur (then remembering it was a toon so that didn't matter) I stared at it. One his right bicep was a big red heart with an arrow through it reading 'MOTHER'.

"Course ya do Ken! It's *BLEEP*'in me," he started to say before I cut him off with my own "...Mr. Groves??"

He grinned widely and nodded rapidly. "Yup! So how the *BLEEP* ya been?"

I stared at him, jaw agape. I remembered him as a tall... tall.. skunk. No no. Not skunk. He'd been human! This had been a human gym! But here he was. And that tattoo of his had said Mother*bleep*. No. No it'd always said Mother now that I thought about it.

"I've been.. good? And.. you?" I managed to ask eventually. I couldn't help but stare over him. I'd only just seen him a few weeks ago. He certainly hadn't been so... big. Every inked muscle was perfectly sculpted now. His nipples topped his pecs and jutted out perkily. Wait? Nipples? I blinked. No, no just smooth. Toons didn't have nipples, that was too 'adult' for them except when it would be funny. But, yeah, I'd only seen Groves when he was still... not as big.

"Oh *BLEEP*'in great! Master Leo has done a great job of turning this place around! And lookit me! So much bigger now!" he flexed one arm and it just swelled up so rigid and firm. He was a lot bigger now! Before I could stop myself I reached out and rubbed a hand over it. Yeah, he was so much bigger now, I thought as I squeezed at it. It had barely any give and radiated heat.

"Is.. Leo in?" I managed to pull myself away and ask. Groves just chuckled lightly, his big bushy tail swishing, and motioned toward the double doors nearby.

"Ya he's in there. Was *BLEEP*'in good to see ya Ken! You should stop by more often, we could get you big in no time," he offered and winked once.

"Uh, s-sure Mr. Groves. Thanks," I said. I did kind of want to stay and watch him get bigger. Maybe I could work out alongside him. But I needed to see Leo first. I turned away from Mr. Groves and he went back to the mirror, a couple of weights already in each hand. I glanced at him before I stepped into the back. Every pump of his arms made them swell, his whole body twitching and starting to sweat. Those orange speedos just hugged that perfectly round muscle rump so tightly.

I stepped into the cool hall and realized just how warm it had been in there. Was I sweating a little? I wiped my brought and thought how was nice to see Mr. Groves was still around anyway. The small hall stretched on a few yards, a solid wall on the right covered with a few bulletins and posters while the left was similar save a single set of double doors with "LOCKERROOM AND SHOWERS" written in big letters overhead. At the end of the hall was a small simple door with a frosted glass window. Small black letters adorned it that I couldn't quite see from that end of the hall.

I started forward. Why were my pants so tight? No matter. I had to see Leo. I passed the double doors but then paused. Did toons use a shower? Did they sweat? Mr. Groves big muscles had started to show some sparkling drops. I took a step back and casually opened one door with a gentle push. Steam immediately billowed out and I could hear a few people talking.

"Biggest? Pfff. Leo, no contest. And then me," one said. This was followed up by a few laughs. Another challenged him about being bigger and it began to devolve into something similar to what happened in the shop. I suspect it was a constant debate around the gym. I did kind of want to see who was bigger though. Then again, Leo was the biggest and I was here to see him, right? I let the door go and it quietly swung back into place.

As I got closer to the door I could make out the letters. "Leo's Office" was stenciled neatly onto the frosted glass. Now I could settle this matter. Leo really needed to.. to.. I paused with my hand on the door knob and tried to think about exactly what had been so important to come in here and see the lion about. Something about all the muscle toons. This was so silly. I just felt downright silly but I couldn't really remember for the life of me. But I still needed to see him. Needed to see that big cat and all those nice firm yellow muscles. Was it to get bigger maybe? That's what everyone else was there for.

I turned the knob and slowly pushed the door open. The office was simple and sparsely decorated. The carpet was a soft blue. A few posters, all muscle toons, lined the walls with a window, also frosted glass, on the streetside wall. A tall potted plant sat in the corner and overhead hummed a couple fluorescent lights. The center of the room held a desk with a couple cushioned office chairs in front of it and behind it sat the big lion himself. He wore a tiny set of spectacles and hunched forward as he delicately wrote with a pencil on some form. Both the glasses and pencils looked entirely out of place on the big lion, a single twitch of his nose or thumb would break either. Maybe that was the point? Was it a gag? Toons were always doing ridiculous things afterall.

"Well hello," he purred softly and looked up at me. He set the pencil down and took off his glasses, a slight grin started to tug at the edge of his muzzle. "Can Ah help ya?"

Those bright golden eyes fixed on me and my spine just completely melted.

"Uh Mi-mi-Master Leo," I stuttered. His grin widened softly and the big cat slowly leaned back in his chair; his big arms went up behind his head and his pecs twitched lightly at me.

"Yyyyeeeeeeees?" he said with a long droll. He took a long, deep breath and his chest just inflated before me. I watched as the smooth, round muscles turned hard as a rock. His light pink circles for nipples perked up into rigid little mounds and his abs tightened up. Without thinking I shut the door behind me and I stepped closer.

"Uh S-Sir I w-wanted to t-talk to you," I managed to get out. This all felt familiar. My mind was getting fuzzy again. Fuzzy. Yeah like his soft fur, covering all those big hunky muscles. Er, no. That wasn't right.

"Mmm well Ah'm all ears," he said softly. That was when I heard something. No, not my own heartbeat, though that was doing a steady thump-thump in my ears. This was more... wet. Like a soft schluck. Schluck. Schluck. I couldn't take my eyes off of Leo but then the noise was coming from him. Or... under him? I stepped a little closer and for a moment realized how tight my pants were again. Then I saw the slight bumps rising up and down from the side of the desk Leo sat on. Two grey curves, again and again, peaked up over the edge.

The big cat noticed my curiousity and grinned even wider. He leaned back further in the chair until his big arms were touching the wall and scooted his chair back slightly. The two bumps came into view and there was a third in between them. They were ears. And a head. The

lion's eyes drew down, glancing down to encourage me. I stepped closer still and looked over the desk.

It was a mouse! A grey toon mouse kneeled under the desk and had his head bobbing up and down between the lion's muscular legs. Those bumps were his ears. Big floppy things that stood out round and wide as dinner plates.

"Ah think that's enough for yah breathing excahcises Squeakah," he rumbled lowly. There was a long wet SCHLLUUUUUUURP followed by a cork pop and the mouse stood up from under the desk. He just grinned at me before he wiped his mouth off on his arm. He was a little shorter than I was but DAMN if he wasn't big. I think he was about 5 feet even but every inked line of him was big and burly. No speedo adorned his crotch either; a long pink dick wobbled in the air before him and drooled a thick string of pre-cum.

"Why don'tcha hit tha showahs Squeakah. We'll work on your glutes latah," Leo purred and casually gave the buff rodent a slap on the ass. 'Squeaker' moaned and jumped, giving the cat an obedient nod.

"Sure thing boss! Can probably get some AWESOME shots in there!" he said bouncily and pulled a camera from the nothing behind his back. Cock bobbing and dribbling all the way, the mouse stepped out of the office. I couldn't help but stare the whole way, the door slamming as I watched his pert butt go. I turned back to Leo, who still sat casually behind his desk, and tried to think of something to say.

"Boy is a photo enthusiast. He maintains a few photography blogs showing off just how... big we get," he explained. I gave a light nod but my attention was drawn down again. I could still see the big pink base of his cock just beneath his firm abs and smooth crotch. "So ya'll wanted tah see me?"

I snapped my head up, blushing hard at trying to peek at the lion's dick. "Uh," was all I could say, repeatedly.

"Oh," the lion perked up, a light bulb flashing over his head. "Ah know what you came here for. Ah invahted ya'll over for a protein drink, didn't ah?"

Leo had. I remembered that distinctly the day I'd met him. Mouth still fumbling, I just nodded rapidly. The big cat's lips peeled back in a wide grin to show perfectly straight, pearly white teeth. His big arms came down to his sides and he stood up out of his chair. The cat calmly brushed the desk clean with one wave of his paw, sending the pencil and a small stack of papers tumbling over the side, before he rolled his hips once and his big pink dick slapped down across the top of it. Again, I gaped.

"Gaht a nance big tap rahght heah," he said as he puts his hands to his hips. It reached nearly all the way across the desk and was easily as thick as my wrist if not bigger. It was ridiculous! I could see why the toons all said he was the biggest. I mean, his muscles were the

biggest. But his.. yeah. Was pretty big too. My face was red hot as I blushed and just squirmed staring over the big cat's prick.

"Would ya'll lahke a drink then?" Leo purred lowly, as if he was actually giving me some kind of choice. I just nodded dumbly and he took one big step to the side, his dick dragging across the smooth wood top of the desk before it flopped into space and hung down slightly. "Well, heah you go, boy."

I was on my knees pretty much without realizing it. I think it even hurt a little bit from how fast I dropped to them but that was inconsequential. I stared at the long thick tool hanging before me. Two balls that might as well have been beach balls hung below. I don't think they were really that big but my perspective was pretty skewed. All I could see, or even think about, was that big perfect groin. Toons were just so well equipped. Those big buff bodies and hard cocks. Real guys just couldn't measure up.

With shaking hands, I reached up and squeezed over his length. It was hot to the touch and throbbed immediately at the feel of my small hands. It felt big and spongy but solid as a rock like the rest of him. I wondered if I could even fit him in my mouth or... anywhere, really. He was huge! The big blunt head pulsed a bit and a big round drop of pre-cum drooled out from between its 'lips'. My tongue was already out so I just leaned in closely and let it drool right on. I could see the tightly inked lines on the edge and something inside me just quivered as it touched my taste buds. It was kind of salty and slick, pretty much like my own, not that I ever tried my own or anything, but the only difference was that it was drawn. Well, and there was a LOT more of it. The big tip pulsed again and this time the clear pre didn't so much drool as it did squirt. Right in my face.

I yelped a lil bit and winced but more out of surprise than anything. I'm sure I looked hilarious, there on my knees, toon pre-spunk covering my face. You'd think I'd been hit with a pie. Well, if it were clear and gooey and hot and.. yeah. I leaned in again and started to lick over it, much to Leo's approval whom began to purr low and deep. I expected to feel or taste some difference, like, paint, y'know? They were drawn, right? But it felt warm and spongy to the touch so I didn't hesitate to swab my tongue up and down it. My hands squeezed their way up and down his shaft. It was just so big! I couldn't stop thinking about it.

"Open wahde," he purred. There wasn't a moment's pause. My mouth opened wide and suddenly that big warm tube was pushing over my tongue toward my tonsils. Er, where I would have tonsils if I hadn't had them removed when I was 6. Throat. It was going toward my throat. In fact, it was somehow fitting! My eyes went wide as the big cat gingerly reached over to pinch my nose and use it like a handle as he pulled and pushed my head over his cock. It pressed down my throat and I just swallowed it. Not that I had much choice but still I couldn't believe it fit! He squeezed down me and rocked his hips to saw that big thing back and forth again and again, all the while that purr growing into a heady rumble that I could feel every time he slid into me.

"Heah it cums!" Leo purred with his trademark grin before he closed his eyes and leaned back. His hand went off of my nose and instead slid over my head and through my hair, taking a firm hold as his hips pumped that ridiculous shaft in and out of my mouth. His thrusts became

more and more frantic before he growled, every muscle on him twitching, and did one last, hard thrust that pushed me into his pubes with his balls tapping my chin. I couldn't tell you where his cock went except 'in me', the feeling was just indescribable, when it all JUMPED once and a geyser went off in my belly. It was only for a moment because the big cat pulled back, every wet inch of his cock slid free with another SCHLURP, and a thick stream of it splashed over my face.

Leo's hand tightened in my hair, making sure I didn't move a single inch, and let the last few spurts of his orgasm splash over my face and down my front. My shirt, my pants, the carpet were just drenched in hot white lion spunk. Something in the back of my mind told me I needed air at some point and I sputtered and coughed a bit, taking in a few deep breaths. As I did Leo pulled me forward again and wiped his cock off on me, sliding his big limping cock over one side of my face and then the other. Another moan passed my lips and my hands gripped at his rigid thighs, holding on tight. I just wanted to bury my face into that warm lap and keep servicing that big cock.

But his big paw let me go and he quietly thumped back into his chair. His arms went up behind his head again and he leaned back, this time with his dick flopped back onto his hard abs. He smiled and looked me square in the eye.

"Didja enjoy yer protein shake?" he asked. I stood there on my knees, completely dripping in his seed, and nodded. "Ah thought' cha mahght. Why don'tchya'll go git in the showah. Ah'm sure Squeakah would like to give ya a hand."

That sounded perfect. I wiped some of the goo from my face and stood up slowly, more and more of the goo just dripping off of me and splatting into the carpet.

"Thanks boss," I smiled at him.

"More than welcome. What's a good neighbor fah?" he grinned, giving me a wink. My heart just melted. I was so glad Leo had taken over Mr. Groves gym. Mr. Groves was sexy too, of course. I wouldn't mind doing things with that big hunk of skunk. But Leo was really turning this place around. All those big toons just wanting to be bigger. Maybe I could get big too, I thought as I peeled my cum wet shirt off. My pants came next, much to Leo's approval, and I already wasn't wearing underwear. I was hard as a rock too but it honestly was kind of embarrassing, I wasn't even close to Leo. But I guess that was the point, right? Leo was the biggest. He was -always- the biggest.

I stepped into the cold hall still holding my clothes and just pushed my way into the locker room. There were still a bunch of guys in it, mostly toons but one or two humans. They were just so much smaller! All of them grinned and waved at me, but it was Mr. Groves who let out a "HEY KEN! GET THE *BLEEP* IN HERE!" and then wrapped one hunky skunky arm around me to drag me in.

(And that's the end of this one, for now:) Teehee. Enjoy!)