

B-Level
by Pan
Chapter 4

We started things pretty slow.

I mean, I think. It's hard to say exactly what's slow and what's not on B-level. Compared to Libby, I mean.

Looking back, I sort of did the opposite of your normal progression with Libby. Like, making out was one of the *last* things we'd done. And never jerked me off, not even once.

That's where I started with Kat though. Making out and jerking off. Like I said, I wanted to do things a bit slower with her - when Libby and I started, we were just roommates. Me and Kat were friends. It was different.

Don't get me wrong - it still wasn't a romantic thing.

It was just B-level.

And so (in a weird reversal of the first time I'd met Kat), when Libby came back from class, she found Kat and me making out on her bed, Kat's hand wrapped around my cock.

God my life was good.

I didn't have a like, crush on Kat or anything. I knew we weren't going to end up married or anything like that. For one she was a lesbian, and secondly she was religious. No flame, I'm just not into the whole God thing.

Plus, she was dating my roommate. And...look, there were a *lot* of reasons I knew we weren't going to end up together.

But that didn't mean I wasn't going to enjoy the privileges offered by B-Level.

Unlike Libby, Kat had made out with a guy before. She wasn't bi - she'd just wanted to see if there was any chance she was straight. Turns out, nope; she'd gotten absolutely nothing out of it. You'd think that would make me self-conscious about locking lips with her, but I didn't.

It was B-Level.

Like Libby, she'd never gone any further with a dude, but she wasn't nervous. So after like twenty minutes of making out, when I'd told her to pull out my cock, she hadn't hesitated. I don't know if she'd seen porn or practiced on a dildo or what, but god damn. The feeling of her soft hand running up and down my cock felt almost as good as my own.

I was right on the verge of cumming when Libby walked in. She didn't say anything; she just smiled at the sight of me and her topless girlfriend (I'd had Kat take her top off) making out as she stroked me.

"Harder," I moaned, and she obeyed. "Faster!"

"He's gonna cum," Libby whispered, watching us from my bed. I guess after however many weeks, she'd really learned the signs.

"Uh huh," I said. "Gonna...cum..."

Kat didn't slow down for a second, and soon I was shooting my stuff all over Libby's bed. She wasn't annoyed, of course - she actually looked really excited to see Kat's first time making me cum.

"How was that?" Kat asked, after she could tell that I'd come down from cumming.

"Amazing," I beamed. I wasn't lying, either - despite all that I'd done with Libby, that was my first hand-job. And while in a vacuum, I'd probably take a blowjob over a handjob, just the fact that it was my first time made it super hot.

Libby watching probably helped, too.

I zipped my pants back up, and asked the girls if they wanted to play card games. Libby

shook her head; not taking her eyes off Kat for even a moment.

Like I said, I *think* I've seen Libby cum before. But I can definitely recognize what it looks like when she's turned on, and so just like she knew what it looked like when I was close, I could spot the signs of her arousal.

Maybe the polite thing to do would have been to leave the room, let them have it for a while. After all, I'd just used Libby's girlfriend to cum - on her bed, nonetheless - but I was excited to explore the possibilities of B-level.

Besides, it only worked on partners. Maybe they were about to break up, and this would be my last chance until Libby got a new girlfriend.

I rolled over, and sat up on my elbows. "You two should make out," I said.

"Uh huh," Libby smiled. Kat grinned back at her.

They weren't getting it.

"For me," I said.

There was a pause, then Kat's eyes widened. "Oh!"

"Yeah," I grinned. "I wanna see you two make out."

"Of course," Libby replied, her response firm. "Whatever you want."

"It's B-Level," Kat said softly, as though in a trance.

To my disappointment, Kat got up and joined Libby on the other bed. I could have told them to come and make out right next to me, but something stopped me. Not nervousness, or shyness - I'd just cum, so I was basically feeling on top of the world.

No, it occurred to me that now I'd be spending the rest of the semester sleeping on a bed where two lesbians had made out for my enjoyment.

The show was great. It was interesting - I'd only seen a few seconds of them making out 'for real', but I could immediately tell the difference. The way they angled themselves to face me, the volume of their moans...it was obvious that they were performing.

It was almost hotter, if I'm being honest. Like, these were two actual lesbians - a real-life couple - making out, like I'm sure they did a lot, *but* at the same time it was a performance for me, for my pleasure.

To top it off, sometimes they'd sort of, like, 'lose themselves' in what they were doing. It was a subtle difference, but every now and again they'd basically forget I was there, and make out like it was just for their pleasure. Then one of them would realize, and they'd go back to displaying their female form for my male gaze.

Before long, I was rock-hard again. A part of me wanted to just jerk off while I watched them, spray my cum all over them (I knew they wouldn't mind), but I hadn't had to get myself off in so long; why start again now?

And so when I was ready, I just got up and stood next to them.

"Suck me off," I said, enjoying the lustful look the two girls shot me.

"Who?" Libby asked, biting her lip. Her hands were on Kat's boobs, and even as we talked, she was still playing with them, kneading the flesh and pinching her nipples.

"Both of you," I instructed.

"Mmmm," the two girls replied in unison. Again, I *knew* it was fake as hell - they were both lesbians, after all - but I think the B-Level stuff had mixed a little with their arousal from making out, maybe confused things a little for them.

I loved it.

Kat had never sucked a cock before, of course, but Libby was a great teacher. To this day, I still have no idea if it was natural talent or if she'd, like, done some reading online once she'd

learned about B-level.

To be honest, even if they'd both been *terrible*, just the sight of the two girls alternating between sharing my cock and making out would have been enough to make me shoot off in record time - I did the porn thing where you alternate between the girls as you're cumming. It kind of worked - Libby got most of it on her face, with Kat just getting whatever was left. I'd been hoping to cover Kat's face as well and watch it drip down onto her boobs (it's just not as effective with smaller boobs) but believe me, I wasn't complaining.

I had the girls make out a little more, enjoying the sight of them sharing my cum, before letting them clean up and leaving them to have the room to themselves.

Like I said, it's hard to tell what's 'starting slow' when it comes to B-level. Getting a handjob followed by a double blowjob - was that going faster or slower than I had with Libby?

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To my relief, Libby and Kat didn't break up. To my even greater relief, the sex stuff didn't ruin the friendship. I had friends outside of those two, of course, but...well, not many, if I'm being honest. B-level meant that I didn't have as much incentive to leave my dorm as most college students had, I'm not great at parties (probably because I don't drink), and I really was trying to focus on my studies.

Fortunately, the girls started spending more time in the dorm. We kept on playing weird card games (my favourite was this game about a fox in a forest - it was only two-player, so we had to rotate whenever we played) and hanging out... and of course they were happy to get me off whenever I wanted.

Maybe 'happy' wasn't the right word for it, but they certainly weren't complaining. It was B-Level, y'know?

It was about another week before I first fucked Kat. She spent a bunch of time in our dorm, even when Libby wasn't around (she didn't really get on with her own roommates), but our first time was when Libby was there as well.

Over the past few days, Kat had watched me fuck Libby a few times. She'd then...I dunno, sort of gone out of her way to let me know that she'd be fine if I wanted to do that to her.

I guess she wanted to make sure I knew that she'd be accommodating. Like, it was important to her that I knew that she *got* it.

"Thanks," I'd replied, not sure if I should be weirded out by the way she'd put it. 'Doing that to her'.

I mean, I guess that was what was really happening. She wouldn't be fucking me for her own pleasure (see: lesbian), so it really was something I'd be 'doing to' her.

Maybe that was why I waited until Libby was there before doing it for the first time. I really liked Kat's boobs (they were big, I was a guy...you know how it goes) and so I pretty much got her topless whenever she came around, even if we were only playing cards. I was pretty sure Libby liked it as well - I was starting to think my roommate must have had a voyeuristic streak, or maybe she was some kind of...proxy-exhibitionist?

I'd started to have Kat blow me whenever we were alone. Maybe it was a little weird, but I'd often fantasize about fucking her while I came in her mouth.

Of course, my sense of what was 'weird' was now just all over the place. B-Level can really do that to you.

I couldn't wait to fuck her. Don't get me wrong - Libby was great, but Kat had the kind of body that I'd lusted after since I'd hit puberty. She was curvy - but not fat - and she was so *soft*. Every part of her...her hands, her mouth, her tits.

I couldn't even imagine what it would feel like to fuck her. Well, I could, but I didn't want to. And I didn't even have to, not really, but...I dunno, the anticipation was kind of hot.

A part of me wondered if it was shallow, to want Kat so bad, to want her body so much. Again, there was nothing wrong with Libby - *I* certainly wasn't complaining - but Kat was like a fantasy come true.

Is it wrong to objectify someone in a purely sexual relationship? I figure if it's ever okay to be shallow, that's probably when it's most okay. Girls were probably okay being sexualized during sex, right?

Not that it really mattered if they weren't. It was B-Level.

Anyway, Libby and I had been playing the fox game (like I said, we'd started to actually become friends) when Kat had come over. As she watched, I told her to take off her shirt. She'd pretty much stopped wearing a bra when she came over, because she knew I'd just have her take it off, but she must have come from class or something, because instead of her beautiful bare tits coming into view, her shirt slipped off to reveal one of her (sadly plain) bras.

"Take that off as well," I instructed.

"Your turn," Libby said. "And you can't claim I won because you were distracted by Kat's boobs."

"Yeah yeah yeah," I laughed.

Kat threw her bra onto Libby's bed, and watched as we finished the game. Sure enough, Libby won, and sure enough, I claimed it was because Kat's boobs distracted me.

"What do you want to do next?" Libby asked, and I couldn't help but wonder if I'd sensed a hopeful note in her voice.

"I think I want to cum," I said, very matter-of-factly. That might have been my favourite thing about B-level; sex wasn't this mystical, mysterious thing. We could talk about it like we would about food - "I think I want to get something to eat" - or sleep, or any other basic biological function.

"Me or her?" Kat asked, and again, I felt like there was a hint in her voice, like she *wanted* me to choose her. I knew she could be competitive - maybe her competitive nature was greater than her lesbian-ness, y'know?

"Why not both?" I said with a shrug, imitating the taco commercial.

The girls laughed, and I quickly shucked my pants. They dropped to their knees, and I couldn't help but marvel at the wonder that was my life. Two months ago, I never would have believed that I could have taken off my pants almost any time of the night or day and gotten a double blowjob...but, well, here we were.

As always, Libby's hands moved straight to Kat's tits. If I were a betting man, I would have guessed that like thirty percent of it was to turn me on, and the rest was just because she liked Kat's tits. Not that I could blame her - since that first bee-jay, I'd probably spent hours watching my cum drip from Kat's face onto her ample tits.

"Take your top off, Libby," I instructed. Kat was more shy about Libby's tits, but I could tell that she liked them. She wouldn't touch them without my direct instruction, but she couldn't tear her eyes away from my roommates long, rubbery nipples.

After Kat had stopped wearing a bra to our dorm room, Libby had pretty much foregone them entirely. I'd heard someone say that was a pretty typical college thing - it was pretty hot, seeing her nipples through whatever shirt or sweater she was wearing, like a little signal as to when she was turned on.

Or cold. That had been pretty confusing for a while, until I'd worked out nipples hardened

when they got cold.

“Take your pants off, too, Kat.”

She didn’t hesitate, although I saw a strange expression cross Libby’s face. I’d never stripped Kat down this much before - I’d thought about it, but just seeing her tits was such a treat. I didn’t really feel the need to push much past that, y’know?

As Kat pulled her jeans down, I saw that she was wearing a black pair of panties that matched the bra on Kat’s bed.

And they were soaked.

For the first time since I’d met Kat, I was speechless. She was so *wet*. Was she always this wet?

Don’t get me wrong, I definitely wasn’t complaining about Libby’s...I dunno, ‘fluid levels’. Ever since she’d started dating Kat, she was pretty much always wet enough for me to enter without issue. After making out with Kat, or playing with her boobs for a while, I could tell the difference - she’d get pretty wet.

But even without seeing Kat’s pussy, I could tell that she was juicier than Libby *ever* got.

Libby’s mouth fell open too, which surprised me. Was Kat *more* wet with me than when they were alone?

“God,” I said, awestruck. “Come here, I want to touch your pussy.”

“I want to taste it,” Libby muttered. I don’t think she even realized what she was saying.

Kat, uncharacteristically shy, didn’t say anything - she just nodded, and sat down next to me on the bed. She spread her legs, and I gently stroked the outside of her panties.

“Fuck,” I whispered. “Kat, you’re soaked...”

“Am I?” she asked, a strange quaver in her voice.

“Uh huh,” I nodded. “I...god, I really want to fuck you.”

“Well,” she said, before swallowing loudly. “If you want to, go ahead.”

“I mean...it’s B-level.”

B-Level

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Chapter 5

I glanced at Libby. She met my gaze and nodded.

“Do it,” she said, in hushed tones. “I want you to.”

Somehow, I knew that she meant it. More than just like, ‘it’s B-level’.

Libby wanted me to fuck her girlfriend. And I sure as hell wanted to. And that just left...

“Are you sure?” I asked Kat, and she shot me a smile.

“I’m sure,” she said gently.

I looked at my roommate once more. She was staring at Kat’s soaked gusset, her tongue running around her lips.

“I’m going to fuck you,” I said, my confidence rising.

“Good,” Kat said, her voice no louder than a whisper.

“And while I do, Libby’s going to lick you out.”

Kat swallowed. “Okay,” she said, a strange note in her voice. We’d never done this before - sometimes while I was fucking Libby, I’d make out with Kat, or suck on her tits, but I’d never had her go down on her girlfriend while I fucked her.

“I’m going to cum inside you,” I continued, and Kat relaxed once more.

“Mmmmm...”

It was a performative ‘mmm’, but I pressed on.

“And then...Libby’s going to lick it out of you.”

Two sets of eyebrows went up, but neither girl hesitated.

“Uh huh,” Kat said, wiggling her hips slightly. In excitement, or nervousness? I couldn’t tell.

“Can’t wait,” Libby said. She licked her lips once more - for my benefit, I could tell.

“Okay,” I said. “Let’s do this.”

I’d never gone through a play-by-play of what we were going to do before, but this felt different. There was a weird energy in the room, and I couldn’t quite work out what it was.

Maybe there’d been the same energy the first time I’d fucked Libby, and I just hadn’t been able to recognize it.

“Take off your panties,” I instructed. My hesitation began to disappear as Kat obeyed.

Libby’s a blonde, and her pubic hair was very light. Kat, meanwhile, had a thick patch of hair between her legs - most girls in porn are shaved, so there was something super hot about seeing this big hairy thatch. I let out a groan, and was surprised to hear Libby do the same.

“Go down on her,” I instructed, and Libby didn’t hesitate.

At this point, I’d gotten pretty good at telling when the girls were faking. Like, they never faked an orgasm with me or anything like that - I’d never ordered them to cum - but sometimes when I told them to make out or play with each other’s boobs, I could tell that they were doing it for me.

More Kat than Libby, I guess. Libby was *super* into Kat’s boobs. But even then, sometimes I’d spot her like, sticking out her tongue and pointing Kat’s nipple at me.

I’d sucked on Kat’s boobs, more times than I could count. Firstly, from what I could tell, that wasn’t how she liked it, and secondly...it wasn’t even particularly *fun*. I tried it once - it felt more like you’re trying to give your tongue muscles a workout than anything. It’s not sexy to do...but, I have to admit, it’s pretty hot to watch.

This wasn’t like that. When Libby dove between Kat’s legs, I could immediately tell that I was an afterthought. I may have been the instigator, but I wasn’t why she was doing this. Libby was going down on her girlfriend because *she* wanted to, and with the possible exception of the way she wiggled her butt, I could tell that she had all but forgotten I was there.

Kat was even worse. Or better, depending on your point of view. As soon as Libby started going down on her, she closed her eyes - when the girls are ‘performing’ for me, they always have one eye on me, making sure I’m enjoying what they’re doing.

Not this time. Kat was in this for herself.

And she was *loving* it.

I’m pretty sure Libby has cum before, while I’ve been fucking her. Kat? I *knew* Kat was cumming, because within just a few minutes of Libby’s tongue exploring her folds, her hips started bucking. She grabbed Libby’s hair with both hands, and started to moan.

For a moment, I was even worried for Libby - it almost looked like she was trying to get away, but I think she was just excited. When Libby reemerged from between Kat’s legs, she had a sheepish look on her face and her face was dripping wet.

“Wow,” I said. “I want you two to make out for me.”

There was no hesitation - the two of them started making out as soon as the words were out of my mouth. This time, it was more of a mix - sometimes a minute would go past where they were just completely lost in the moment, but then they’d remember I was there, and turn their bodies to face me.

Normally when they made out, Libby's hands never left Kat's tits. This time, it was her pussy - the entire time they made out, Libby had one hand in her girlfriend's snatch. The other hand alternated between roaming across Kat's olive skin and her own, groping tits, or spending some time between her legs. Libby still slept in that set of pink cat pajamas; I guess the bottoms were thin enough for her to get some pleasure from touching herself, because she'd twitch with arousal every time she rubbed her pussy through them.

After five minutes of this, I felt like I was going to burst.

"Lay down," I said to Kat. "I'm going to fuck you now."

"Okay," she said, the nervousness in her voice completely gone. I guess an orgasm had been what she needed to calm her down. I was glad I could help, even if it was through Libby.

Positioning myself above my roommate's girlfriend, I slowly entered her.

I hadn't been wrong; her entrance was much, much slicker than Libby's had been. It was so warm, so *soft*.

Despite the fact that I was her first, it only took a few moments before I was completely buried inside her, and from what I could tell, she didn't even seem to feel any pain.

"Are you okay?" I panted, and Kat nodded, her eyes fluttering.

Without another word, I slowly began to fuck her. Despite what I'd told Libby earlier, she didn't dive in and tongue her girlfriend while I did - I guess she felt like she'd already played her part by getting Kat off. Instead, she just sat back and watched as my cock dipped in and out of Kat's pussy. I glanced down to see what she could see - despite the fact that we'd just started, my cock was already covered in Kat's white juices. Sometimes it would look like that after I fucked Libby, but only when she was *really* turned on.

After I was done, I'd get one - or both - of the girls to lick Kat's juices off me.

I shuddered with pleasure at the thought, and was surprised by how close I was to cumming. I'd been deliberately trying to slow myself down the last few times I'd fucked Libby - partially just to enjoy the experience, but also because I'd heard how embarrassing it was to be too fast with a girl.

Maybe it was because of how insanely wet Kat was, or maybe it was just because it was with a new girl, but I could tell that I was going to get off any second.

"Gonna cum," I panted. I rarely warned Libby, so I wasn't sure why I felt the need to do so with Kat. Again, maybe just because we'd been friends first? I didn't think too hard about it.

"Okay," she panted, and for some reason, *that* was what got me off. She sounded pleased for me, like I'd told her I found twenty bucks, but she wasn't *excited*. She wasn't even pretending to be. She was acknowledging the information, not celebrating, or reacting emotionally in any way.

The sound of a pleasant (but nonchalant) 'okay' was, in that moment, the hottest thing I'd ever heard. Within moments, I began twitching with pleasure as I pumped my second load of the day (Libby had sucked my cock before Kat came over) into the hot, naked, Latina girl beneath me.

When I was done, I rolled over and shot a grin at Libby and Kat. They grinned back.

"Libby," I said, licking my lips. "I want you to lick my cum out of Kat."

"Uh huh," she said, her smile growing even more.

"While she does that, Kat - I want you to clean me up."

"Sure thing," she said.

It was a strange feeling - I softened in Kat's mouth, then hardened again as Libby gave her another orgasm. After she was done, I fucked her for a second time - doggy-style this time. I had

her eat Libby out as she did.

###

“That was your first time??”

Three weeks passed, and I had to admit - I was totally addicted to Kat’s pussy. To her body. She was so warm, and wet...I’d learned that she was a ‘squirter’, which was why Libby’s face had been so wet after she went down on her.

That was an educational afternoon of googling, I’ll tell you that.

The feeling of Kat’s warm pussy around my cock, or the way her boobs bounced as she rode me. Again, I don’t want to sound like I didn’t enjoy fucking Libby - I definitely did - but Kat was the woman of my dreams.

Physically, that is.

In the past twenty-one days, I’d fucked Kat probably more than fifty times. She’d even cum, once - admittedly, it was while Libby’s hand was also between her legs, fingering her as they made out - but since I was the recipient of the pussy-squeezings that resulted, I wasn’t annoyed.

It wasn’t like I was in any position to be jealous. She was Libby’s girlfriend, *and* she was a lesbian.

Plus, it was B-level.

And I very much doubt that Libby had even been remotely upset that I was spending less time in her mouth and pussy. She had checked in a few times to see if I wanted her to make me cum, but she’d been, like, zero percent bothered when I’d said no.

If I’d ever had any doubts that she really was a lesbian, that had dispelled it.

At one point, Kat had been away for a weekend, so I’d fucked Libby (and had her go down on me twice). And again, I really don’t want to sound like I didn’t really like it; it was great.

It just didn’t even *compare* to fucking Kat.

So you know how, like, your family has some dish that they make? For us, it was apricot chicken. I have no idea why, but Mom would always make apricot chicken, and it was always really good. And I have such fond memories of it - I grew up eating it like, twice a week. I probably complained about it as a kid, but even now it’s something that I’ll happily eat any time.

I really do like it, and it’s so *reliable*. You know what you’re getting, and what you’re getting is always good.

But no matter how good it is, if I have the option of apricot chicken or, like, a steak from a fancy restaurant...I mean, there’s just no competition.

I love apricot chicken. I love my Mom’s cooking. I’m always happy to have it.

But no matter how much I love it, it’s just *nothing* compared to a meal prepared by a top-tier chef.

That’s what fucking Kat was like, y’know?

Anyway - three weeks after I fucked Kat for the first time, we were talking about it - again, just casually. In our dorm, sex was a topic as taboo as...well, as apricot chicken.

So that was when I learned: it hadn’t just been my first time with Kat.

It had been Libby’s first time, too.

And it had been Kat’s first time with *anyone*.

Remember how I said Kat was religious? Well, it turned out she was, like, ‘saving herself until marriage’. I didn’t even know lesbians did that! We knocked out a lot of firsts that day - Kat’s first time going down on someone, the first time someone went down on *her*...

The first time she came.

Yeah, that’s right. Kat was a lesbian - a *college* lesbian - who didn’t masturbate. She had no

issue with making out (as I'd discovered the first time I'd met her), but anything beyond that was not, according to her beliefs, okay with Jesus.

With the obvious exception of B-level.

That was why Libby had been so excited. She wasn't going to be the type to pressure her girlfriend into anything, of course, but that didn't mean she didn't *want* to fuck her. To finger her. To taste her. To feel her tongue between her legs.

And so having a dorm on B-level suddenly had a *very* big upside. It meant that - if I told her to - she got to be with her girlfriend.

But do you want to hear the weird thing?

When I wasn't around, they *still* didn't do anything. The only time they ever made each other cum was with me, when I told them to. I honestly would have guessed that once you did it once, under any circumstances, it was open game...but nope! Just like Vegas, what happened on B-level didn't count. Not even in the eyes of the Lord.

No wonder Libby was so obsessed with Kat's boobs, with her pussy. When I wasn't around, she never got to see them.

I did the math. I'd fucked Libby's girlfriend more than she had. Like, an order of magnitude more.

A part of me was tempted to give an order like "hey, it'd turn me on if you two fucked even when I wasn't around." To throw Libby a bone, y'know? And it wasn't like that would be lying - the idea of them hooking up without me *was* kind of hot.

Although to be fair, the knowledge that they *only* hooked up when I was there...that was pretty hot too.

I seriously considered it, but in the end I figured it wasn't right. I might not have agreed with Kat's religious beliefs, but that didn't mean that it was my role to make her break them. If she wanted to abstain from sex - and masturbation (!?) - until she was married, that was her choice to make, and I wasn't going to interfere.

Except when I wanted to fuck her, of course.

That was B-level. It was different.