**Fluttershy’s Revenge: The Orthos Gambit**

-Chapter 1-

It had been a week since the crazy hustle and bustle of the last Rainbow Falls Traders Exchange, a week since Fluttershy and her newest pet, the big, scary, but loveable Orthros, a giant pup with two heads, had been staying with her. Fluttershy had tried her best to shake off her frustrations at nearly being traded away by one of her bestest friends for a comic book, trying to distract her hurt by dedicating herself to training and pampering her sweet Orthros, even buying it lovely collars with its new name of ‘Fluffy’ prominently displayed on the blue and pink tags underneath each head, but the typically meek pony could ignore her feelings no longer. She loved and trusted Rainbow Dash, and that loyalty had nearly been discarded for a few illustrated pages of Daring Do’s fictional adventures!!! “Oh Fluffy, I simply can’t let Rainbow get away with her betrayal unpunished!” The double heads of her faithful companion saddled up to her side, trying to calm his master with friendly rubs against her side. Sure, Rainbow had apologized and tried to make up for her transgression, but Fluttershy felt she was due more justice for Rainbow’s uncaring treachery. After all, her new precious Fluffy had been wronged just as much as she had, and Rainbow hadn’t expressed a word of remorse to her poor, innocent canine.

\***Gmrbrlmmbblrm\*** Fluttershy gasped, rubbing Fluffy’s tummy apologetically. “Oh gosh! I’m sorry Fluffy, I was so lost in thought I nearly forgot to feed…you…” An imaginary light bulb flashed with radiant light in Fluttershy’s mind, a mischievous scheme of revenge instantly forming in her thoughts. “Fluffy, do you want to work with your mommy to prank Rainbow Dash? Can we teach her a lesson for being a bad friend together?” The pair of dog heads panted excitedly, their massive tail thumping loudly behind it. “G-great! Thanks Fluffy! Okay, so, to *really* scare her, you are going to pretend she’s one of your afternoon snacks!” Fluttershy grabbed a framed picture of Rainbow from a nearby shelf, pointing at her, pointing at her mouth, her stomach, and then back at Fluffy rubbing her belly. Fluffy barked energetically, lowering to the ground in a playful and happy stance all too familiar to Fluttershy now. “You understand! Such a good boy!” She scratched behind Fluffy’s ears, enjoying the tender sounds of his foot thumping with satisfaction. “We’ll leave her in there for a little while and then I’ll help you get her back out! She’ll never see it coming. I’ll invite her over for a reading marathon tomorrow, oh I can’t wait to see the look on her face! It’s only fair she feels the same way I feel so we can really make up and move forward together!”Fluttershy just smiled smugly at her planned punishment for her childhood best friend letting out a joy filled little squee.

Fluffy just happily listened to his master, looking forward to getting a tasty treat of mewling mare meat.

-Chapter 2-

“Thanks for the invite, Fluttershy! I can’t wait to read all of my Daring Do stories with you! I’m glad you reached out, I was starting to get worried you were still upset with me or something.” Rainbow set the last of her vast comic collection down in Fluttershy’s living room, a giant pile now taking up the majority of her floor. “Oh! U-uhm, I-it’s no worries at all Rainbow, I figured it would be fun to finally get to see all t-these stories you love so much…” Fluttershy glanced back over her shoulder at Fluffy, sitting and scratching at its mutt head’s ears, the Saint Bernard head staring intently at Rainbow. Fluttershy had spent all night training Fluffy for her plan, and she knew he was poised and ready to play his part as soon as she gave the signal. “Looks like that Orthros is pretty well behaved! Thought he’d be a lot more to handle, not that I doubted you when it comes to animals.” Fluttershy fought to hide her snicker from Rainbow’s gaze. “Yeah, Fluffy is a *very* good boy!” Not used to playing the part of a sinister villain, Fluttershy found herself cartoonishly rubbing her hooves together like the cartoons she had watched as a young filly. “Why don’t you get comfortable and open up the first comic? I’ll go fetch us something to drink!” Rainbow agreed joyfully, moving to search through the stack of comics as Fluttershy snuck into her kitchen, closing the door just enough to be able to watch Rainbow dig through her collection.

“Found it! Oh man, Fluttershy has no idea what she’s been missing, Daring Do is the best! This is gonna be awesome!!” Fluttershy allowed Rainbow to enjoy a few moments of peaceful reading, letting her get fully engrossed in her fantasy world, letting her guard down for Fluffy to strike. Fluttershy gave the signal, a series of knocks on her kitchen door, and Fluffy pounced. Rainbow was quite confused; her view of Daring Do’s first jungle expedition was replaced with wet, hot darkness, a strong stench of puppy kibble assaulting her nostrils. Rainbow squirmed and struggled, her hooves failing to catch on anything as her torso and wings slipped up into Fluffy’s Saint Bernard head, his rough tongue lapping and exploring every inch of Rainbow’s flailing body. “F-fluffy! What are you doing, spit me out you maniac mutt! Bad dog!” As strong and quick as Rainbow was, she was no match for the giant pup, especially with the element of surprise in his favor. Hope swelled in her as she felt a pair of hooves hug her wiggling rump. “Fluttershy! Thank Celestia, call your dog off, he’s trying to eat me!!!” Rainbow relaxed slightly, glad that her friend had made it back in time to-

“Um, why would I do that, Rainbow?” Rainbow was stunned. Surely, this was some kind of mistake. Fluttershy pushed her hooves up into Rainbow’s rear, supporting her dangling from Fluffy’s maw and pushing her further into Fluffy’s throat. “Did you really think I had forgiven you for swapping me for a comic?” Fluttershy grinned with satisfaction as Fluffy took full advantage of his master’s aid. **\*Gulpp!\*** The hard swallow forced Rainbow’s upper down into Fluffy’s throat, the tight undulating tunnel muffling her cries of distress and snapping the collar of Fluffy’s Saint Bernard head in half to clatter to the floor. In a matter of moments, Rainbow was squeezed through Fluffy’s crushingly tight sphincter at the top of his stomach, landing with a wet squish into the rather large chamber in the giant pup’s middle. “F-Fluttershy, what are you doing?!? G-get me out of here!” Fluttershy giggled, pressing her hooves into Fluffy’s bloated gut, rubbing and crushing Rainbow inside and coating her with a healthy spray of sizzling gastric slime. “Oh, don't worry *friend.* When Fluffy is finished melting you into soup, you’ll come out of his backside! This is what you get for hurting our feelings, I can’t wait to see what you look like as puppy poo on these precious comics of yours that you loved more than us!” Fluttershy blushed, surprised at how much she was getting into her little prank, her gaze catching Fluffy’s red rocket extending thanks to the stimulation in and against his tummy making her squeak with embarrassment. “A-and Fluffy here can’t wait to squeeze you out either!” She giggled and rubbed his chin “Isn’t that right Fluffy! Who's a good boy!” Rainbow couldn’t believe she had pushed her most innocent and gentle friend to do something so mean. Tears formed in her eyes, stunned and sniffling all she could manage as she grappled with the gravity of what she had done.

Fluttershy could hear Rainbow’s ugly sobs even over the loud gurgles and glorps of Fluffy’s belly and found her confidence wavering. Rainbow had clearly learned her lesson and Fluttershy and Fluffy had certainly gotten their revenge. Her plan could not be going more perfectly. “Alright Rainbow, now-“ Fluttershy meeped as Fluffy’s mutt head suddenly dragged its tongue against her cheek, leaving a heavy dollop of drool to drip down her side. “O-okay Fluffy, calm down boy! We’ve got to get Rainbow out now, okay?” Fluffy’s mutt head had other plans. He was frustrated, why should his other head get a nice juicy mare and not him? He opened his maw wide, his tongue rolling out like a red carpet. “No, bad Fluffy, d-don’t-“ **\*Chompf\*** Fluttershy was hoisted up into the air, her hooves kicking in a panic as her faithful companion ignored his training and acted on his feral instincts. **\*Gulp, Glrrrk, Glrmrp\*** Fluttershy slithered like a noodle down into the Orthros’s active tummy, landing on top of a quite startled Rainbow, the two friends temporarily forced into an incredibly awkward position with their lips in each other’s rumps, as Fluffy’s second snapped collar clattered close to the first. \***Brrrurrprpppfrrrpp, Barrurrprrrpppf\*** The double belch rumbled through Fluffy’s two lips. Fluffy was thrilled with his lunch, and quickly rolled onto his back atop Rainbow’s comic collection, smashing and shredding pages as he stretched and enjoyed the delightful full feeling of the two ponies squirming and writhing inside him, watching his belly bounce and jiggle.

-Chapter 3-

By the time Rainbow and Fluttershy had managed to untangle from each other, Fluffy’s stomach had ramped up in its handling of the fresh meat filling it. A shallow pool of tingling and sizzling clear fluid had risen up to their thighs, the girls resting on their bent back hooves to try and keep themselves out of it as much as possible. Fluffy’s gut had widened since its last belch, the pup’s panting breaths helping to make their potentially final resting place quite spacious. Fluttershy glanced up at Rainbow, tears pouring like a stream from her eyes as the realization of her blunder’s fatal consequences and the guilt for her misplaced faith in her giant pup overwhelmed her. “R-Rainbow, I, um, I never meant for this to happen…I…um……I just was so upset, I thought this would be a clever way to trick you and make you feel bad, but I never meant for it to go this far, oh sweet Celestia what have I done…” Rainbow crawled forward, the stretchy pink walls contorting around her as she took Fluttershy’s hooves in hers. “Don’t be sorry, this is my fault too. I should never have hurt you and Fluffy the way I did…Fluttershy, you and our friends mean everything to me, I’m so sorry I got us in this mess in the first place…” The two ponies gazed into each other's eyes for a moment before launching into each other's embrace, the love shared between the two friends so warm it could melt ice.

**\*Blrrgblrb\*** The gut around them groaned, gushing a fresh batch of goop to raise the caustic pool beneath them even further. “R-Rainbow, what are we going to do? Rarity and I were supposed to go to the spa, but that’s tomorrow morning. I don’t know if we’ll last that long in Fluffy’s tummy…” Rainbow’s spirit was renewed by their reconciliation, the feisty pony ready to fight once more. “Don’t worry Fluttershy, we can get out of this together! Let’s go back to back, kick and push as hard and as strong as you can and I bet we can upset Fluffy’s gut enough he coughs us right back out!” Fluttershy smiled weakly, wiping some tears from her face. “Yeah, let’s do it! B-bad Fluffy, mommy is going to give you a time out when she gets out of here!” Rainbow rolled her eyes, the pair taking a moment before they began to fight with everything they had. Fluffy groaned and whined at the sudden discomfort in his middle, watching his meals bulges stretching and distending his gut. The pair of heads looked at each other with irritation, their middle grumbling to match their disdain for their mare meat that seemed to not understand what proper etiquette for meals was.

The dim pink chamber lurched as Fluffy rolled and got to his feet. “Rainbow, I think it’s working! We can do this, oh Fluffy you naughty boy, I’m going to give you a very stern talking to and you had better apologize to us!” Rainbow held up a hoof, a strange sound reaching her ears. “Is that…slurping?”

The ponies’ gazes slowly drifted up to look at the source of the commotion, just in time for a steady rain fall of water to pitter patter down on their heads. The stomach around them grumbled, responding positively to the soothing cold fluid, the rubbing and grinding of the flesh against their bodies intensifying. “W-what the hay? What’s happening?!?!” Rainbow shouted, losing her balance and landing with a splat. Fluttershy realized the futility of their fight, the pet mom all too familiar with the natural process ramping up around the struggling mares. “We gave F-Fluffy a tummy ache, and since he drank some water his body is r-reacting to deal with his discomfort, w-which means it’s going to…” Fluffy’s gut emitted a gurgling growl as the spacious chamber compacted in an instant, smashing the two ponies into a forced embrace.

Water continued to dribble down through their manes, the acidic pool they had been swimming in now much higher, having risen to rest just above their hips. “…w-work harder to relieve the irritation, work harder to digest us…” \***Barrurppmffrrp, UrrprpfRrRpp\*** The breathable air vanished with the bellowing belches, leaving the ponies dazed and on the brink of fainting until Fluffy’s casual slurps regulated the air in their chamber once more. “Damn it, Fluttershy, why didn’t you say something earlier?!?” Fluttershy began to sniffle, hiding her face. “I-I’m sorry, I know I should have thought of that sooner, we won’t make it till Rarity comes to check on me now…” Rainbow winced, hating hearing Fluttershy’s sobs. “No, no, I’m sorry Fluttershy, I should have taken more time to think. Don’t give up, don’t fret. We’ve been through worse than this big fluff balls’ belly, we can do this!” Fluttershy wrapped her hooves around Rainbow tighter, glad that they had each other to fight through Fluffy’s digestion. Fluffy licked his pair of lips clean, feeling refreshed and much better now that his meals had been put in check.

He looked around the living room, both heads yawning as the comfortable grip of a food coma began to settle in the pup’s thoughts. Following his master’s orders was hard work, and it wasn’t everyday he got to enjoy a double pony treat. He moved towards Fluttershy’s room, bouncing the pair inside him haphazardly, only to realize that his comfy bed was out of reach. Fluttershy had closed the door when Rainbow came over, so the poor pup was left with nowhere to rest! He whined with frustration, turning and trudging around the room looking for a cozy spot. His paws sank down into the soft padding of Rainbow’s comic collection, making Fluffy quickly realize the heap of books was a perfect makeshift bed! He circled, tearing and pushing the books around to make an even surface for himself before letting out a contented huff and dropping flat on his gut. The impact forced Rainbow and Fluttershy into a lovers embrace, their hooves wrapped around each other, their lips smooching one another, and with the full weight of Fluffy on top of them, they wouldn’t be moving anytime soon. “Hrmmmph!!! Dumb dog, that hurt!” Fluttershy pinched Rainbow’s side, making her fidget. “Be nice to Fluffy! He just did what I told him to do, it’s not his fault!”

Rainbow wanted to retort, but it was getting harder and harder for her to concentrate. Fluttershy’s slit was pressed tight against hers, their squirms rubbing the sensitive folds against each other. Her breathing grew ragged, her cheeks blushing. “F-Fluttershy, stop squirming already!” Fluttershy pushed a panting breath through her trembling lips. “Y-you stop! I-I’m just trying to get comfortable…” Neither ceased their wriggles, picking up the speed and intensity instead. “Fluttershy, w-we’ve got to stop or we’re going to speed things up in here…” Rainbow moved her hooves to tenderly rub Fluttershy’s side. “I c-can’t help it Rainbow! I-it feels too good…” The pair hugged each other tighter as their lips met in a passionate smooch, their moans and whines of corrupting pleasure driving them to make their situation even worse than it was, each wiggle and tensing of their entwined bodies pushing more caustic sludge into their chamber, but the pair were too horny to notice. Their lovemaking continued as Fluffy snored, rocked into a deep sleep by his warbling tummy.

-Chapter 4-

The sun had set outside by the time Fluffy had unconsciously relented the crushing pressure of his body weighing heavily on his mare passengers, rolling onto his back, his legs twitching as he dreamed of being out in the wild, chasing down mares and creatures to satisfy his hunger. The rolling motion allowed the exhausted friends to seperate, laying limp with laborious breathing. Their arousal had kept them blind to how far along the pair had come in their process as food, and as they came down from their multiple climactic highs, pain and numbness spread through their significantly debilitated forms. “R-Rainbow, I t-think we made a mistake…I c-can’t feel my wings, a-and I think I just felt a big clump of my main fall off…” Rainbow wanted to look at her impromptu romantic partner with a reassuring smile, but she lacked the strength to turn her head. “Heh…I can’t feel anything but a tingling on my neck…sorry I got us melted because I wanted to bang, b-but you made an awesome lover…” Fluttershy found the energy to blush, smiling weakly. “Y-you weren’t so bad yourself…I never thought it would feel so good to p-play with a mare like that…but I’m glad we did. Thanks for m-making our last moments special, Rainbow…” Rainbow grinned. “The least I could do for such an amazing friend, Fluttershy…”

Fluffy murmured, shifting to make himself more comfortable on his comic bed to roll back onto his stomach. Rainbow rolled on top of Fluttershy, feeling pieces of the pair fall off around them. “….I think this is it, it’s been fun…” Fluttershy chose not to speak, kissing Rainbow one last time before Fluffy’s weight came crashing down on the mares once more. Their softened bodies quickly gave way with wet squelches and crunches, the ponies reduced to a chunky soup of yellows, blues, pinks and rainbows.

Fluffy grumbled happily in his sleep, the slight discomfort in his tummy fading away with the dissolving of his two meaty mare meals as the night went on. Fluffy’s gut processed the two friends throughout Fluffy’s much more peaceful slumber, the multicolored goop and bones siphoning down into his intestines and stripped of all its nutrients as Fluffy’s guts gurgles echoed in the quiet living room. The orthos’s belly and rump expanded a few inches with pony provided chub as the rest of his double meal compiled and compacted into thick, heavy globs of poop, steadily clogging Fluffy’s rear and creating an ever increasing pressure on his quivering tail hole. Hours passed, until finally, as morning turned to afternoon, Fluffy awoke from his food coma.

The peppy pup stood slowly from his makeshift bed, pushing his paws out and relaxing his body with a well earned deep stretch, his tail flicking joyfully up in the air. \***Bllrrlmbgglrlrmg\*** Fluffy howled at the bubbling pressure in his rump, looking at the closed front door for the briefest of moments. The limited potty training he had received from Fluttershy failed, as Fluffy simply squatted over his comic bed and began to push. \***Pfpttt!!\*** A cloud of smog filled with crap smeared feathers of Fluttershy and Rainbow flowed into the air behind him, making way for the truck load of shit trapped in his ass to spool and coil down beneath him. The once pristine, mint condition collection of the exploits of the brilliant explorer Daring Do were forever soiled by the brown bone filled sludge crushing and crinkling muck staining its pages. Fluffy panted and whined with the incredible feeling of his pucker stretching around such a hefty load of doggie dung, his red rocket extending from its sheath and standing hard and firm against his pudgy belly as he continued to squeeze and push log after log of sludge. Fluffy had done just as he had been asked, faithfully following Fluttershy’s instructions to gobble up and let Rainbow out, albeit much stinkier and filthier than she had intended, and including his master a little more intimately in her plans than she had intended. His ears perked up, his gaze darting to a gentle knock from Fluttershy’s front door.

“Fluttershy darling, are you in there?” Fluffy’s lifted tail began to twitch with excitement at the arrival of someone new, the still shitting pup unable to move, still very engaged in the fat crap continuing to pile behind him. Rarity sighed with exasperation, guessing Fluttershy’s timidness was getting the better of her again, seeing herself in. Rarity’s nostrils flared as she stepped inside, gagging and putting a hoof to her snout to try and desperately keep the pungent, foul stink in Fluttershy’s living room from making her faint. It smelled like something had crawled up a pony’s rear and died, and then had been covered in a building's worth of rotting garbage. “Sweet Celestia!!! What in Equestria is that horrid smell?! I know you live with animals Fluttershy, but that doesn’t explain the…oh my goodness!!!” Fluffy’s two heads stared at her, barking and whimpering with anticipation as he shook and squeezed the last bits of his dinner clear from his ass. She couldn’t believe how rude Fluttershy’s pup was behaving, ruining Fluttershy’s living room likely for the rest of time with his Poo that now took up the same amount of space as a full grown pony, but the more she inspected the disgusting mess the more her incredulity was replaced with abject horror.

Two skulls laid cracked and partially buried near the middle of the muck heap, covered with melted bits of mane clinging to the abused bones. Feathers were glued to the wet manure, and other pony bones and even two melted and mangled wings poked out from the shit like the arms of a snowpony. The patterns and colors were terrifyingly familiar to the now trembling unicorn. “F-fluffy…is that who I think it is…?” As if to reply, Fluffy pushed one final dollop of fudge to land on top of the mud, a fat wet \***PlrrbrrlpTbrlotrrt\*** rained a swarm of Rainbow’s and Fluttershy’s feathers to sprinkle the doggie doo doo pile. “Oh my, y-you’ve been such a bad boy, haven’t you…” Rarity backed away slowly, bumping into the front door and knocking it closed, trapping her alone with the ferocious beast that had destroyed her friends. Fluffy wiggled his rear, lowering himself to the ground, before bounding and leaping at the now shrieking pony. Rarity closed her eyes, squealing out, “For the love of Celestia, p-please don’t hurt me!!!!!!!”

-Chapter 5-

Rarity waited and waited for the scary orthos’ jaws or paws to crash into her, but felt nothing. She hesitantly opened her eyes, mumbling a frightened meep realizing Fluffy was standing mere inches away from her, his tail wagging as his mouths drooled heavy gobs of spittle onto the floor between them. “W-what do you want from me?” Fluffy barked, lowering his heads to her hooves, bumping them with his snouts before looking back at her. “Y-you want….pets? I-is that it, boy?” Fluffy barked excitedly in reply. Rarity gulped nervously, reaching a hoof out to scratch at Fluffy’s two sets of ears, not daring to refuse the creature in any possible way. Fluffy was thrilled to have some attention, used to Fluttershy pampering and spoiling him first thing in the morning, not fully comprehending that he made sure she would never be able to pet him again. He barked with delight, making Rarity wince and whine with fright as he rolled onto his back, looking expectedly at his new friend.

Rarity’s mind was paralyzed with confused horror. She wanted to run, to flee out into the town to get help from her friends, but her body acted out of self preservation, moving and planting her hooves on Fluffy’s pot belly, rubbing and massaging back and forth. “G-good boy, n-nice doggy…” Out of the corner of her eye, Rarity could see Fluffy’s member at full mast, dripping with pre cum as she continued her affections. He had melted her friends and was aroused by it!?!? The pup’s evil seemed to have no end. Her hooves sank into Fluffy’s blubber, which the satisfied canine quickly rewarded her for. **\*Brrprprrrffffppr, Upprrfrrrprprpmmprp\*** The double burp made Rarity sway on her hind hooves. Rarity’s refined and delicate constitution was not engineered to handle the overwhelming aromas she was being assaulted with, and much to her chagrin, she could feel her consciousness beginning to flux and wane. “Hrrrg, p-poor girls…I c-can’t take much more of this, I have to get out of here…” When Rarity tried to remove her hooves, Fluffy would whine and wiggle closer to her, his filth smeared tail hole rubbing against her white fur staining it brown as she was trapped in a never ending cycle of pampering and spoiling Fluffy just like Fluttershy always did.

After an hour of rubbing and kneading Fluffy’s tummy, being forced to feel some bits of the former mares squishing and crunching deeper in his gut that Fluffy would fully finish relieving himself of later in the day, Fluffy rolled into his belly and crawled to a stretching standing position. Rarity was crassly given a full view of his absolutely wrecked backside, bits and pieces of Rainbow and Fluttershy still clinging to his furry posterior that now bounced and jiggled with their added fat. “P-poor things, I’ll do something about this, I swear it. I’ll find a way to save the two of-“ **\*PBBRRFFRPRPFRPPPRRTTTTPB\*** The wet toxic bomb wobbled Fluffy’s asscheeks, hurling a clumped together turd nugget of feathers and ruined mane hair rocketing through the air from his widened pucker to land squarely on Rarity’s chest. It proved to be the last straw against Rarity’s delicate endurance. The mare wailed in shock and disgust, teetering before completely losing consciousness and falling forward, her muzzle accidentally kissing Fluffy’s crap caked asshole before she fell limp against the floor, her eyes rolled back in her head as her body twitched and fidgeted sporadically.

Fluffy felt his cock twitch at such an odd sensation, but shrugged it off for the moment to go and get himself some drinks of water. All the shitting and petting had helped to work up quite the thirst in the massive mutt. He slurped away, water splashing everywhere without Fluttershy to correct his behavior, and returned to his sleeping new friend. He looked at her quizzically, poking and prodding her gently with a paw, Rarity not stirring except for a weak groan of anguish every now and then. Fluffy watched her for a bit, quickly growing bored without having anypony to play with him or take care of him. **\*Gmrblrmblrm\*** Fluffy looked at his gut curiously, realizing with a start that it was lunch time! He raced over to his food bowl, and was quickly disappointed to find it completely empty. He paced back and forth a bit, grappling with what to do, when his gaze settled on Rarity. The memories of the flavor of the two ponies he had eaten the night before flooded his mind, along with the pleasurable feeling of the two mares squirming in his gut and oozing on the way out. He trudged over to her quietly, giving her back a lick that sent a tingling exquisite taste down his tongue. His tail began to wag, taking in the sight of her plump rump and exposed folds.

A new instinct awoke in him at that moment. Maybe, ponies were meant to take care of him by being his food. He licked his lips, drool splashing down onto Rarity’s mane, as the happy pup deliberated on what he should do with the helpless pony before him.

## **To Be Continued…**