**Lessons Learned**

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**Lessons Learned Ch. 01: The Class**

It was my last semester at college in 1999; my last term until I completed my bachelor's degree and moved on to grad school in another state. I was getting a bit of a late start, being twenty-eight now and having finally returned to college earlier in the year so I could finish my senior year. I'd been delayed when I rashly married at twenty-one, then ended up divorced at twenty-six.

Luckily, I only had two serious classes left, along with a few weekend workshops made up of electives to push me to full time level. I had a little work study job a few hours a week, and worked part time on top of that while living at home, all so I could save money for my move in January.

My Tuesday-Thursday classes were Cultural Diversity and Psychology of Human Sexuality. It was in Human Sexuality that I first met Zach, and became involved in a little research experiment of my own design that came to be one of the most memorable events of my life.

I arrived in class with a couple of minutes to spare and scouted out the remaining seats. To one side, it seemed most of the girls in class had ended up flocking together, either giggling, checking their makeup, or ignoring the rest of us as much as possible. The middle section seemed to be more where the middle aged 'return to college' folks ended up, and the other side had a good grouping of empty seats. A lone guy sat in the seat I would have chosen for myself, back row, farthest right hand seat. I determined that I would sit in the seat next to him, and hope that next class I could arrive early and steal it from him. I was a bit mercenary that way.

As I sat, the guy flicked an alarmed look at me, and I almost felt sympathy for him. I often chose the same seat he was in to avoid having to deal with too many people around me. I gave him a friendly smile, which he returned before his cheeks flushed pink and he returned to looking down at whatever he was writing in his notebook. Interesting.

There was a commotion at the front of the classroom, and three young men entered noisily, shoving each other a bit, one laughing. They stopped short and took in the seats as well. They definitely had an interest in the flock of chattery birds on the other side of the room, until their eyes lit on my new seat neighbor, and the biggest of them nudged the other two, said something in a low voice and they came clambering toward us.

My new neighbor looked both alarmed and somehow resigned to their oncoming presence. I felt more than heard him sigh deeply. He gave me an apologetic look as they flopped into chairs, surrounding us like a pack of hunting dogs, one in front of each of us, and the other to my left.

"Hey, brainiac," the largest of them said to my neighbor and reached over to rub his hand hard over the kid's head, mussing his hair.

"Hey, Reggie," he answered neutrally, as he smoothed out his hair.

"Think you're gonna learn anything in this class? Like, maybe how to have a better relationship with your right hand?" He made a gesture, clearly indicating he was referring to jacking off. The other two snorted in amusement.

My neighbor blushed a deeper red than he had earlier.

"Excuse me, gentleman," I said smoothly, "but I'm going to have to ask the two of you who just came in and sat next to me to move at least one seat away. At least one seat. You might even want to move two. See, I have this medical condition, and well, it could be bad news for anyone sitting too close." I looked to my neighbor, who was looking at me incredulously. "You should be okay. You're not so close you might trigger it. And you're not covered in obnoxious cologne, which is really helpful, so thank you."

The two I had just requested they relocate looked at me like I had sprouted a second head.

"I'd really hate to have to ask the professor to get involved. It might even require going to the Dean of Student Affairs, since I have a written accommodation on file specifically allowing me to arrange my classroom seating for my, uh, maximum health benefit. I just thought it would be better to ask you nicely to help me out by moving without going through all that stupid red tape, you know?" I gave them my most innocent smile. "You look like such sweet boys, I don't want to cause you any trouble. And I would hate it if you were, well, inconvenienced by my sometimes spontaneous vomiting."

I was bluffing my ass off. I don't know what made me do it; I really didn't care where these asshats sat, but something about them just made me think of a pack of jackals, and I wanted them away. I had no authority to make it happen. I've often found that just using a friendly, assertive tone was enough to convince people I knew exactly what I was doing, and I really just had their best interests at heart.

"Yeah, okay," muttered the one next to me, and slid over two seats. The one in front of me was more reluctant but the big kid, obviously the ringleader, punched his arm, muttering to him that they'd get there earlier next class and sit where they damn well pleased. Both of them ended up moving a couple seats up to be near the third jackal, leaving me and my new neighbor pretty much isolated.

"Wow," the kid next to me muttered, and gave me a look that seemed to contain more than a share of respect. "That was like the best line of bullshit I've ever heard anyone run on those guys and have it work."

He glanced at the three, who were speaking to each other in a low tone, with an occasional look back at the two of us.

"Those guys are clearly dicks. Are they friends of yours? Do you want to go sit with them?" I tried not to sound hopeful I was about to gain my favorite seat.

"No," he snorted. "The blonde guy is my roommate though. I wouldn't exactly call him my friend. They're his friends, that's how I know them." He lowered his voice. "And they are dicks."

Our discussion was interrupted by the arrival of Dr. B, one of the professors who typically taught the graduate level psych students, except for this one undergraduate course. Because of that, I'd not had any previous contact with him and had no idea what to expect aside from rumors that he was a bit of an ass, with a dash of burnt out and bitter.

Oh yeah, it was shaping up to be a great class. I nearly rolled my eyes.

Dr. B immediately started the class with a disclaimer that we were to act like adults in his class, because the content was adult oriented material, a serious branch of the field of psychology, and he wouldn't put up with any nonsense from us. He also warned that anyone overly sensitive or unwilling to participate fully in the class, including graphic discussions and watching of graphic videos should take themselves immediately to get their schedule changed while other classes were still open and available.

And to prove his point, he turned on the TV and VCR and turned off the lights.

We sat in wide eyed silence, watching a clinical video about the research of Masters and Johnson, which included excerpts of archived films showing their tests subjects both masturbating and having intercourse. Naked, everyday people, calmly discussing their sex lives, or lack thereof, with people in lab coats holding clipboards. Volunteering to tell the most intimate details of their lives to the researchers. And not just tell, but demonstrate.

Maybe it's wrong, but there was something a bit sexy about sitting there in the dark with total strangers and watching people fuck each other in the name of science.

After forty-five minutes of the visual and aural assault of this, the lights were abruptly turned on and we sat blinking in the sudden brightness.

I'm pretty sure by the reactions of the people I checked out from the corner of my eyes that I wasn't the only one who found the film...interesting. Some appeared horrified, some sat ramrod straight in their chairs, staring straight ahead, while a few appeared studiously interested in the top of their desk. Not a few of them were shifting in their seats, just a bit. Making adjustments to remarkably too tight clothing, perhaps. I was trying hard not to shift in my chair. I was afraid my jeans were pressing most uncomfortably against my damp nether regions.

My neighbor was leaning forward, eyes halfway between the TV and his desk, arms crossed in a way that rather effectively was hiding what I suspected was an erection. I wanted to look closer. Instead, I tipped my head back a tad and stared at the ceiling. Must.not.look.

Dr. B gave us no time for recovery. He launched into a description of the rest of the semester, reviewing the textbook (which contained very real photos and blunt discussions on a variety of sexual topics), the syllabus (to include more videos, pretty much every class session), and a research paper. To be completed with a partner.

"We will wait to discuss more about the research paper on Thursday, after those faint of heart have had time to find a new course," Dr. B sneered. "Now, take one of these and pass them around." He thrust a thin stack of paper at the first student he could reach without having to take too many steps.

"Everyone has one?" he continued. "Good. Now partner up with someone and spend the next 20 minutes getting to know them. You will ask each other the questions on this paper. You will not take notes. You will listen to their responses. Ask the question, respond, move on to the next one. This isn't Penthouse Forum!"

I glanced at the first few questions and swallowed, nearly choking in shock. Partner up and ask someone about their first sexual experience, whether it involved penetration or not? Ask them at what age they lost their virginity? I could hear the others in class whispering and rattling their papers.

When I looked up, I saw the lead jackal's eyes light on my young neighbor and immediately understood he was intent on needling this shy boy for his own amusement.

"I hope you don't mind," I said smoothly, turning to my perpetually blushing neighbor. "I thought we could partner up, then we don't even have to move our seats." I smiled winningly, noting the alarm flashing across his features.

"Uhhh, yeah, uh, sure. Yeah." His eyes flicked to the guy who had managed to approach silently for such a bull sized human. "Uh, hi Reg. Did you, uh, need something?"

"Hey, chick," he said, addressing me instead. "Are you sure you wouldn't rather be partnered with a man who actually has something to talk about besides some porno induced fantasy life?"

I ignored him and kept my eyes on my neighbor.

"Maybe we should turn our chairs to face each other? Or would you prefer to sit side by side? I can scoot over." I didn't wait for him. I turned my chair so that my back was to interloper. My new buddy turned his chair to face me.

The hulking mass behind me muttered something under his breath and shuffled away.

"Um, well, I guess if we're going to do this, maybe we should start by introducing ourselves?" I put out my hand. "I'm Brinna."

"Zach," he replied, looking a bit like a deer in headlights as he gripped my hand. His hand was a little damp with nervous perspiration, and I felt another pang of sympathy. He seemed like a nice, if very shy, guy.

"It's nice to meet you, Zach." I leaned forward just a little and spoke quietly to him. "Listen, Zach, I hope you won't be too uncomfortable being partnered with me for this. I'm really hard to embarrass, so there's not much you could say that's going to throw off my groove, okay? And I hope you don't mind. I mean, maybe you would rather be partnered with..." I waved my hand vaguely toward the boys who sat near us.

"No," he said in a rush. "I mean, I don't mind being, uh, partnered," he stammered over the word a bit, "um, with you, and I don't want to be partnered with any of them." He glanced at his paper. "But I-I can't promise not to be, well, embarrassed. I, uh, is this normally how these psych classes go? Cuz this isn't exactly in my wheelhouse, ya know?"

"And what is?" I asked, propping my chin on my hand and leaning forward on my elbow.

"I'm an engineering and math major. We don't, uh, really have psych classes in my major. And we sure don't have this kind of class."

"Engineering math?"

"No, engineering, and math. I'm a double major."

"So you're like, super smart?"

"Um, I guess."

"And how'd you end up in a sex class?" I smiled internally as the flush returned to his cheeks.

"I had to have an upper level elective outside of my majors. And I guess my advisor thought this worked best with my schedule, because this is what he wanted me to sign up for." He fidgeted with his pen, clicking it nervously. "What about you?"

"I'm a psych major, it's required. And what about your non-friends over there? What are their majors?"

"They're all Health and Human Performance majors. This is required for them, they said." Ah, the HHS degrees. Future PE teachers and football coaches of the world, right here in our class, nudging each other and making low voiced comments that made their friends snicker as Dr. B glared at them from his chair at the front of the room.

"Oh. Jocks." I let my tone show what I thought of that. Zach's eyes flashed and I took a moment to exam him from under my lashes.

He was neither slim nor heavy, caught somewhere in the range of average, in direct contrast to the buff hyenas that had encircled us earlier. He had pale blue eyes and dirty blonde hair. He wore a button down Oxford type shirt open at the neck, showing a plain white t-shirt beneath. He wore Dockers with black athletic shoes, and I was pretty sure he was wearing contacts, which made me wonder just how he could look in a nice nerdy pair of glasses. He was neither handsome nor overly plain. He had full lips, and I glanced down at his hands as they continued to toy with his pen. They were large, though the fingers were slender and oddly delicate. From his seated height, I guessed he couldn't be much taller than me when standing.

"Ten minutes!" Dr. B bellowed. "Switch partners and allow the other person to question you now."

I hadn't really asked Zach anything. I'd been stalling a bit to try and spare him.

"How old are you, Zach?" I asked curiously. He seemed so young.

"Twenty." He saw my raised eyebrow. "I finished high school early and started college at sixteen. I'm a senior." He appeared embarrassed by this confession.

"That's so cool," I told him, meaning it. I enjoyed smart people. Even the awkward ones. Okay, especially the awkward ones. They appealed to me.

I glanced at my paper.

"I guess I should probably get these questions answered, huh? Go ahead and ask me the first one."

Zach was unable to look at me as he mumbled the first question.

"I'm sorry, I couldn't hear you," I said innocently.

Maybe it was cruel forcing him to repeat the question instead of reading the question and just providing the answer to him. He turned so red so easily, and I was starting to find it endearing. I'd never met anyone who blushed at the drop of a hat before.

"My first sexual experience? Hmmmm." I concentrated. "Well, I guess that would have been when I gave my first real boyfriend a handjob in the back row of the movie theatre. I didn't really know what I was doing, but I guess it worked, beacuse he came. I was a little annoyed with it because he ruined my popcorn. He was annoyed because I wouldn't, oh, how should I say it, clean up the mess I'd made of him. We didn't stay together long after that." Zach choked a bit more, still refusing to look up at me. He was flushed beet red, from his neck to his hairline. He shifted in his seat, and I wondered if he were getting aroused by my recitation. "But as far as, well, penetration, you know, intercourse," I savored the word as I continued, "that came later, and with a different guy." I glanced at the questionnaire. What kind of weirdly perverted dude was Dr. B, exactly? "Anyway, it didn't really hurt and I didn't bleed or anything, not like you hear people say or see in movies. A couple of years before that, a doctor broke my hymen in an exam, so I didn't have that to deal with. Only my boyfriend then couldn't understand it and thought after we were done that I had lied about being a virgin. He was a little experienced but he still came after just a couple of minutes, and he shot it all over my thigh."

I wondered if Zach might die of a stroke right in front of my eyes. Since he wouldn't look at me, I was free to examine him all I wanted. He was definitely aroused, though I couldn't get a good look at his package with his position and the edge of his shirt hanging over his crotch. I found myself both amused and somewhat aroused by him. I admit I was trying to give the impression I was being suitably clinical about my anecdote, while at the same time seeing if I could provoke him in some way.

"I only really had one other serious boyfriend before I got married when I was twenty-one. Then it was just my husband for the next five years until we got divorced. I've dated a bit since, had a few little harmless flings, I guess, and here I am at twenty-eight, confessing my sex life to a twenty year old genius."

"Time's up!" Dr. B snapped, and there was both a giant group exhale of relief, along with a burst of excited chatter as people shifted and moved back to their original chairs.

"Um, excuse me, Dr. B?" one of the chatty blondes raised her hand. "We aren't going to have to, like, stand up and tell this stuff to everyone are we? You know, like those stupid 'get to know you' intros some teachers make us do?"
"Christ, no!" Dr. B blurted. "This is simply an exercise. Now, when you survivors return on Thursday, I expect you to take the same seats you are in now and stay in them for the remainder of the semester." A few small groans at that; students always hate assigned seating. "Now get out of here."

With that, class was dismissed.

My new young friend didn't move, and I suspected I knew the source of his problem. He gathered his things slowly as I stood.

"I'll see you Thursday, Zach," I said in a low voice, facing him as I passed in front of his chair to exit the row. I touched his shoulder very lightly and his eyes jerked up to my face. "It was nice to meet you."

"Yeah," he said, a little breathlessly, and I felt him watching as I spun and exited the class.

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On Thursday, the class had shrunk, as Dr. B had predicted. He started off the class by announcing we would need to partner up with another student for a research paper, on a class textbook topic to be mutually decided between partners. I saw two of the jocks swing their heads toward Zach, and I thought to myself that their master plan was likely to get Zach, the brainiac as they called him, to do most of the work.

"Would you like to maybe be my research partner?" I asked Zach, who looked at me in shock. "I mean, unless you'd rather team up with your roommate, just because it'd be easier. What with living with him and all. Or maybe someone else in the class? You won't hurt my feelings," I assured him.

"No. I mean, yeah, sure, I meant no, I don't want to pair up with Tyler. Or any of them. They won't want to do any of the work." He gave me a slightly suspicious look. "I mean, you do want to team up, right? You don't think I'm just going to do the paper on my own because I'm smart and you're pretty?"

I liked the way he just plainly asked me my intentions. I liked it more than a bit that he found me pretty.

"I'll do my share," I promised. "I'm going to grad school after this semester. I carry my own load."

"I didn't mean, I mean sure you do. Sorry." He practically tripped over his own tongue.

"Zach," I said firmly. "If we're going to be partners, the first thing you need to know about me is that I appreciate candor. And I like people who lay it out there up front and don't have to be carried, like those toddlers you have to deal with." I jerked my head toward the hyena pack.

After taking down the names of the each partner group, Dr. B asked if we had any questions over the first two chapters, which we should have read on our own, he reminded us. People sat frozen, afraid to speak up. Rolling his eyes, he started today's video.

More sex. More talk about sex. Close ups of people's privates. Again, a clinical tape presented in a straightforward way, and yet, there was a certain tension that brewed in the room. An energy you could almost taste. People cleared their throats, found ways to avert their eyes while appearing to stare at the screen, or flat out stared hard, while again shifting in their seats.

At the end of class, I touched Zach's forearm and he turned to me reluctantly.

"Do you have another class after this?"

"No," he said hesitantly.

"I have a work study office in the library basement, if you want to come with me and talk about our research topic. Or if you don't want to do it today, maybe next week after class?"

"No! I mean, today is good, we don't have to wait until next week."

I led Zach, who spent the first part of the walk holding his backpack in front of him rather than wearing it on his back, to my little converted storage closet-slash-office space in the far recesses of the library basement. Seriously, it was like Phantom of the Opera down there.

I had been given an extremely neglected and out of the way little office for my digital archiving project. I picked up books or other papers the librarian or professors selected and brought them down to my little windowless space to scan into the computer before returning them to be shelved. Mostly I worked undisturbed and utterly forgotten down here. Even the janitor only came by once a month at most. I chose my own hours and had my own key. There was a small nearby bathroom, but the vending machines I lived out of were far on the other side of the basement. I had to make my way down a dank, poorly lit hallway to get to my corner of the world. I explained it all to Zach as we walked.

"Wow," he said, when I let him into my glorious former storage room. It was now furnished with an old heavy wooden desk, a computer and scanner set up in the corner, a crappy office chair that should have seen the landfill ages ago, and two plain wooden student chairs that were filled with work to scan. I'd brought a lamp from home to try and add some extra light to my windowless world.

"Yeah. It's actually kind of nice. It's quiet, no one ever comes down here and bugs me. I like that. I have introvert issues." I grinned as I cleared off a chair for him.

I got Zach seated next to me at the desk with our textbooks open before us, perusing the table of contents to try and find a subject of interest to us both. That was too general, so we began to flip through the pages, each lost to our own search. I could sense him slowly tensing beside me, and I saw from the corner of my eye he had to adjust his clothing, but again he had whatever he was packing well hidden. He seemed to be very experienced at that, anyway.

"Hey, Zach?" I said quietly, not looking at him.

"Hmmm?"

"I'd really like for us to be friends. And one thing I like in my friends is being open and honest with them. But also, you know, being able to count on their confidentiality. I'm a pretty private person in general. Except with my good friends. And I choose them carefully." At this, I looked up to meet his eyes. "I feel like maybe you could be trustworthy. Like maybe we could talk plainly together. Especially since we seem to be faced with rather sensitive material." I gave him a slightly crooked grin. "Could we do that, Zach? Could we be friends like that?"

"Yeah," he whispered.

"Could you try not to feel embarrassed with me? And just talk to me about anything you want? Ask me anything you want? I'd like it if you would."

"Yeah," he whispered again, and licked his lips nervously.

"Zach," I paused and set my hand on the top of his thigh, which twitched slightly under my hand. "Are you aroused right now?"

His eyes jerked away from mine, and he stared sightlessly at the textbook before him. He licked his lips again, and I could see him struggling with how to answer. A slow flush crept up his neck.

"Yeah," he said finally, and although he wouldn't look at me, he didn't pull away from my hand.

"Could I see it?" I asked quietly, and this time his eyes flew to mine, open in shock. He opened his mouth, but no words came out. "I know you're shy. I just don't want you to feel embarrassed with me. We're going to have to work together this semester. We're going to be sitting next to each other in class. I don't know about you, but I find class...very, uh, difficult in some ways. I know it's supposed be a serious field, but it's so fucking hot." His lips parted slightly as he continued to stare at me. "I'm an adult woman, Zach. I've been married, divorced. I've had men, and even one woman, but it turns out that's not my thing." I watched him swallow hard. "I'm not ashamed of any of it. And I think maybe you aren't as experienced as you might like to be. So I wondered if maybe you'd like to have someone you could, ummm, talk to about it. Sex. Women. Relationships." I squeezed his thigh lightly. "Erections. Fantasies. Desire. Whatever."

He swallowed again and closed his eyes, shutting me out for a moment.

"Are you...are you making fun of me?"

"What? No! Why would you think that?"

"Girls, uh, women, don't talk to me. They...they aren't interested in me. I'm not cute, or hot, or whatever it is they like. I'm not buff, and I'm, I'm... a geek. Girls don't like nerds."

"I happen to like nerds." I kept my hand on his thigh. "I'm not making fun of you. I don't have any shady motives. I just thought you might like the chance to, well, benefit from my experience. But if you want to say no, it's okay. We'll just do our research paper and forget this conversation if that's what you want. I promise I will never bring it up again. I'll never tell anyone, and I'll just act like it never happened."

"I, uh, I, yes, I would like that."

Hiding a puzzling disappointment, I started to withdraw my hand.

"No!" he blurted, "I meant, I would like to be friends. Ones who, who talk and stuff, like you said."

I settled my hand on him again.

"I think I have an idea about our research paper, too. I'll tell you and you can think about it and let me know next week, maybe come back with a couple of topic ideas of your own to discuss. But I think we should focus on Chapter Ten, "Techniques of Arousal and Communication", and maybe find a focus like how studies on open communication about sex can positively impact relationships. You want to think about it?"

"I like it," he said, eyes darting around my office space, looking for something else to stare at while he talked. Unfortunately for him, there was nothing but bare walls. "I think it sounds like a really, uhhh, good topic."

We talked a bit more then, with me reading the chapter subtopics to him, and feeling the tension in him increase as I did.

"Zach?"

"Yeah?" His voice was badly strained by now.

"Will you show me your erection? Or would you rather keep this to just a research paper with a friend you can sometimes talk openly to and stuff?"

There was a silence as he considered this. I watched his index finger absenting tracing random designs on his textbook.
"You really want that?"

"Yes."

He pushed his chair back a bit, and my hand fell away from his thigh as he did. He reached with both hands toward his crotch, until I brought him up short.

"Stand up," I said softly. "It'll be more comfortable."

He stood, and as he did, his clothes were no longer able to hide the bulge in his pants. The very impressive bulge in his pants. My mouth suddenly went dry. What was this kid packing?

I considered offering to help him as he used shaking fingers to begin unbuttoning his pants, but I wanted him to do this. We had turned so that we faced each other rather than the desk.

"Should I, do you want me to take my pants all the way off?"

"Just pull them down a bit. And try not to hide it in your shirt, okay?" He gave a short bark of nervous laughter.

His pants came down to his the middle of his thighs. His boxers tented out in front of him and he tucked his shirt against his stomach and clumsily tugged down his boxers.

His huge erection sprang out, almost seeming to be relieved to have been freed from its confines.

"Oh my god," I breathed, a surge of desire beginning in my core. I'd already been a bit damp nonstop since class ended and I'd sat here discussing all this with Zach. His eyes found mine, a look I couldn't quite interpret on his face. He watched me looking at him, and I hoped he couldn't see the hunger he had sparked inside of me. "You have a beautiful penis, Zach." I realized that might sound a bit stupid, but I was really impressed. And honestly, it was the most beautiful cock I'd ever seen.

The engorged head was smooth and a thick drop of precum danced on the tip as it oozed from his slit. Everything about it was so perfectly shaped and proportioned. The shaft was veined, but not so heavily that it looked like it needed to be ironed, the way some some did. He had to be at least 10" erect. Not only was it long, it was thick, with a wide head. His balls were large, and hung heavily below his rod, only a light smattering of pubic hair visible on them.

"Can I touch it?" I asked, a bit breathlessly to tell the truth.

"Y-yes," he stammered, and I saw it twitch in response to my request.

Moving slowly, I ran my fingertips over the head lightly, drawing a choked moan from Zach as I did. More precum pumped out, and I smeared it over the glans and around the crown. I wasn't lying to Zach; it was beautiful, and I was reveling in it. I grasped the upper shaft firmly, my fingertips barely able to meet around the girth of it. I gave him a light squeeze, and he began to breathe more heavily. I stroked him very slowly, down to the base and up again.

"Brinna, I-," he began, and I knew what was about to happen. I saw his balls contract and I felt his cock twitch in my hand. His hips jerked and he gave a low cry as he came abruptly. A thick ropey jet of cum shot out of the tip as I watched, fascinated. It actually shot all the way over my shoulder to splatter on the floor behind my chair as a second pulsing jet landed on my thigh, a third, not going as high, splashed onto Zach's shirt, the fourth drooled over the tip and ran over my closed fist. Zach groaned at the strength of his release, and I looked up, finding his hands fisted at his side, his eyes closed tightly. His lips were parted, his breathing still heavy. I stroked his rigid shaft gently, the cum offering a slippery ride for my hand as I moved it.

He opened his eyes and I saw the humiliation spread over his face. He jerked away from me, turning to try and stuff himself back into his clothing, clumsy and ashamed.

"I-I'm sorry, I'm so sorry, I'll go, I'll just go," he said in a rush, and I heard tears in his voice.

"Zach," I soothed, standing and reaching my dry hand for his shoulder. "Stop. Stop for a minute."

"I'll go," he repeated, and I heard the touch of anger in his voice. "I didn't mean-I'll clean it up, just don't. Don't look at me."

"Zach," I said, gently pleading, "please just sit down. It's okay, it's all okay. It's my fault, I shouldn't have pushed you that far. Please don't go." I grasped his upper arm and he stilled suddenly, though he kept his head turned away from me. "I wanted—I liked it," I said lamely. "I don't mind. I liked it. I like you. We said we'd be honest friends, remember?"

I got him to lean back against the desk, reassuring him over and over that it was all right.

"Let me go get some towels from the bathroom and we'll clean up. But please stay. Wait for me to get back, and we'll talk, promise?"

I saw his jaw clench stubbornly for a minute.

"Yeah, okay, fine," he ground out, and reminding him I'd be right back, I skipped out to go to the small bathroom so I could get some paper towels.

I worried he would slip out while I was gone, but he kept his word and waited for me to return with a pile of damp and dry paper towels. He was still not willing to meet my eyes, so I let him clean himself up while I took care of the floor. I'd cleaned my own mess while in the bathroom.

He finally stopped fussing with his clothing, tossing the paper towels in my small trash can. I took his hand and tugged him back to his chair, albeit with some resistance.

He put his head in his arms as he leaned face down on my desk. I rubbed his shoulders gently without speaking for a few moments, until I felt some of the tension drain from his back. I stilled my hand.

"Zach," I said gently, "I know you didn't want that to happen like that, but I promised to be honest with you. That was one of the sexiest things to ever happen to me. Thank you."

He took a deep breath, then another.

"Have you ever had sex?"

"Kinda." He cleared his throat. "There was a girl my sophomore year here. I was at a party. I didn't even really want to be there, but my advisor said I should try to be more social. She took me to her dorm room. We didn't really make out much, just kissed a little. She had me put on a condom. It was uncomfortable."

"It was probably too small. I mean, you really need to get the ones made for men like you."

"Like me?"

"Big. Big like you are." I paused. "You do know you have a really big, um, penis, right?"

"I guess?" he said uncertainly. "That's what the girl told me. We started to, you know, do it, but I could only get it about halfway inside and she started saying I didn't know what I was doing. I got nervous. More nervous, I guess. She grabbed me, you know, by the part still outside, and she started to squeeze, and I came."

"I've been thinking about something since we met," I said, and started to slowly rub his shoulders again. "Do you know what women like best about men?"

"No," he replied, slightly petulant.

"Confidence. Confident men are sexy. They carry themselves differently. Confidence, but not arrogance. You're a smart guy, Zach. Smart is sexy, too. And whether you know it or not, you have what we women like to call a hell of a package on you. What you don't have is confidence."

"I'm not good looking."

"Well, I mean you aren't Brad Pitt, sure, but you aren't ugly. I actually think you're cute. But you're also nice. And nice guys don't have to finish last."

He finally looked up, distrust still evident in his face.

"I have a proposal for you. A research proposal. Our own private research." I leaned toward him. "I want to help you gain some confidence. I want to turn you into the sexiest damn nerd on campus." I smiled into his eyes. "I want to teach you how to make yourself last, until you're ready. I want to teach you what pleases women and how to turn us into jelly. I want to see if helping you be better at sex makes you more confident in other things. You're shy, I know. You blush so easily." As if to prove my point, he went light pink. "But you can still attract women. In fact, I think they might even flock to you." He snorted in disbelief. "I want you to be my sexual research partner, Zach. I want to experiment with you, if you'll let me."

Another pause as he mulled over what must have been a pretty shocking proposal from his end. But really, a cock that beautiful should not be hidden away from the world, I reasoned with myself, justifying my unusual suggestion. I really didn't spend my life making lewd proposals to near strangers.

"What do you get out of it?"

"I'm too busy to date much," I said bluntly. "I need someone I can be with here on campus, without complications. It'll just be a project, between friends. Fuck buddies, if you will. But nothing more. We won't call each other, or go out, or see each other outside of class, nothing outside this room. It'll be good for me too. I have needs, Zach. Sometimes masturbating just doesn't do enough, you know?"
He flushed, and I smiled at him.

"Are you interested?"

**Lessons Learned, Ch 2: The Plan**

"Y-yeah," he said finally, and with that, the plan I'd been mulling over all weekend dropped into place.

Just so there were no misunderstandings, I explained to my furiously blushing new friend that I intended to take his sexual confidence to a high he couldn't imagine at this moment. I laid out my ground rules and asked him to think about it over the weekend. He could let me know after class on Tuesday. If he decided he didn't want to do this, we would just resume our regular classroom association and move on, no awkwardness. I assured him I would survive the rejection. If he decided to proceed, we would agree not tell anyone associated with the college about our project -- trust was paramount. We wouldn't see each other socially. This was stricyly to be an experiment to see if I could improve Zach's sexual skills, and by extension, his confidence. We would both independently go to the student health center and be tested for STDs, and bring the report back to share next week. If we were both clear, we would proceed with our experiment. We were allowed to see other people socially, even sleep with them, but we had to use condoms with them. I was on the pill because of my periods anyway, and for other reasons, pregnancy was unlikely. We would discuss things openly, in detail, using any words we chose. We could ask any questions. Everything had to be consensual. We would not hold back. I told him where my sexual boundaries were, and asked him to think about his own. At the end of the semester, we would go our separate ways, me to my school out of state, and him to finish his degree here in spring.

I was more anxious during the days between our next class than I would have expected. Now normally, I'm a pretty practical person, able to roll with unusual situations without getting hung up on things, but I would catch myself wondering how I would really react if Zach turned down my proposal.

And as much as I felt there was something about Zach that I could trust, I also knew that young men liked to brag. Especially if they lived with a dickhead, who had dickhead friends over a lot. Faced with some of the low level bullying I saw from them just in class, I wondered if Zach would spill his guts about what had happened between us after class, even after I had specifically told him that telling his roommate was off limits. If I found out, the whole partnership was off.

I did get to the health center the next day, and was able to pick up my results on Tuesday morning. I wondered if Zach had followed through, or if he had allowed embarrassment to keep him from going there at all. I wondered if he even really wanted to do this with me.

When I got to class, I didn't see Zach. I fretted internally that he had ended up disgusted by me, and had fled the class, or maybe even talked the instructor into giving him a new seat and partner to get him away from the sex-crazed woman next to him.

His Neanderthal acquaintances were already in class. I expected if Zach had spilled his guts to them, they'd be giving me looks. Right now, they were ignoring me.

As I was running multiple scenarios through my head, Zach rushed in, head ducked down, breathless, and seated himself without looking at me.

"Hi, Brinna," he said shyly, after a significant pause.

"Hi, Zach." I smiled. "Would you like to go work on our paper after class today? In my office?"

"Yeah," he answered promptly. "Yeah, I really would."

We sat through another excruciatingly erotic video session, this time somewhat less clinical in nature. We watched a real couple's homemade 'sex lessons' tape, where they talked about what they liked to do together, and how to do it. They used words like "stimulation", "vagina", "orgasm", as well as many others, trying to be 'professional amateurs', but really, we just watched them suck and fuck each other in a series of vignettes for over half an hour.

My pussy was dripping, and my nipples felt tight and hard. I hoped no one else knew. Then I did decide that I wished Zach knew, but we had our rules about what we could discuss in the classroom. I wondered if he noticed I'd worn a low cut blouse and knee length skirt, just for him. Of course he wouldn't know that. He thought himself utterly unattractive, a failure with women in all ways.

Oh, but I throbbed with the desire prove him wrong.

After class, we headed straight to my office, without talking. Zach immediately began to root around in his backpack, set out his textbook, pen, and paper. Then he pulled out a white envelope I recognized. I had one, too.

"Here," he said, and I knew he was trying hard not to show me his embarrassment. I opened it and scanned the results. All negative.

I silently gave him my envelope, and he read it closely. I noticed a slightly shaking in his fingers and he fumbled the paper back to me.

"So," I said finally. "Are you willing to be my test subject this semester?"

"If you still want me to, yes." He took a breath. "I hope I don't disappoint you, Brinna. I'm not experienced." He blushed so hard to tips of his ears were red, and he seemed to find the floor tiles fascinating. "My only real experience is jacking off, usually in the shower in the morning."

His words planted the image in my head, and I felt myself grow warm.

"Do you enjoy it?"

"Yeah."

"Do you fantasize while you do it, or do you just stroke yourself while you think about, I dunno, math?"

He gave a little snort of laughter then, and it made me happy to hear it.

"Mostly fantasize."

"Did you fantasize about me any this weekend?" I held my breath.

"Yeah." He cleared his throat. "Yeah, I did." His eyes flickered around the room momentarily as he struggled to control his shyness. "Are you grossed out?"

"No," I said softly. "It's actually turning me on." He sucked his bottom lip at that, biting it gently. "Do you get hard in class?"

"Yeah. Too much. It's embarrassing. I feel like everyone knows."

"Everyone else is getting horny, too. Don't worry about it."

"Do you? Get horny in class?" Now his eyes flickered between me, and the corner of the room.

"Yes. And thinking about you sitting next to me, feeling the same."

"Brinna?"

"Hmm?"

"What do I do now?" He glanced at me, all nervousness and puppy eyes.

I smiled at him, and led him to sit next to me. Looking in his eyes, I gave him my advice. I told him I thought he should go to the bathroom here before each visit, and jack off so he could get rid of the pent up energy from class. I thought it would help him last longer during our experiments if he came first. I thought he should do it alone for now. I suggested he might even want a change of clothes, maybe some shorts or sweatpants and a t-shirt. He could leave them here to change if he wanted, or even go home first before coming to the office here.

Then I handed him a book I had purchased over the weekend, just for him. It was an illustrated sex manual, with real photos of real couples engaged in real sex. There were some drawn diagrams, but for the most part, it was full color, full on up close and personal pictures. He hastily stuck it in his backpack without even cracking it open. Really, it was kind of sweet how shy he could be.

I told him to take it home this week and pick three things he wanted to master, with two alternatives, just in case he chose something we couldn't work out. I had already selected mine, but wouldn't tell him until he was ready with his.

Then I gave him the second part of his homework. While he masturbated this week, he was to deliberately stop himself and wait five minutes before starting again. He would do this three times each time. If he failed a time or two, he wasn't to get upset or worried, just try again to meet his goal the next time, and enjoy his orgasm even if he hadn't completed the homework.

After that, I made him turn to the glossary in the back of our book, and asked him to start reading 'technical' terms for some of the things we were studying together out loud to me. He blushed furiously and mumbled through the first three words, until I touched him lightly on the knee.

"I can't hear you, Zach."

"What if I can't do this?" he asked in a strained voice, "I-I want to, Brinna. But I can't say these things to you."

"Yes you can." I thought over the problem for a moment. "Let's turn our chairs back to back."

Rearranged, I told him to start again. He started quietly, with a lot of throat clearing and a bit of stuttering. By the time he had reached the letter D, his voice had smoothed out a bit.

"I like your voice, Zach," I said, and leaned my head back so that it rested against the back of his shoulder. "Keep going."

After he completed all the M words, I let him stop and offered to read the rest to him if he would turn around and face me while I did it. After a hesitation, he agreed, and we made it through the entire glossary, with him flushed and me keeping my eyes on the open book in my lap, with an occasional glance up at him from under my lashes.

"See, Zach? You said all those words with me here in the room, and neither of us died from shame." I smiled. "Now the harder part. Can I have your hand?"

He offered it to me with a hesitant expression. I rested it palm up in one hand, and delicately traced around his palm with my index finger.

"Tell me some alternate words. Slang now, no more proper or clinical names. Tell me another word for breasts."

"Wh-what?"

"Breasts," I said patiently. "What's your favorite slang term?" I watched his Adam's apple bob while he swallowed. I continued slowly stroking his palm with my finger and saw that his eyes had locked onto our hands. "Just say a word."

"Tits," he whispered at last.

"Good. Another."

"Boobs."

"Which word do you like best?" My finger lightly stroked his wrist.

"Tits."

"Do you want to see mine?"

He gulped, and nodded.

"For now on, every word you give me, I'll undo a button. Give me another word for penis."

"Dick," he whispered, and I withdrew my hands from his to undo the bottom button of my shirt as he watched.

"Another."
"Cock." Another button undone.

"That one's my favorite. Good choice. One more."

"Prick."

"Sounds more like another word for your roommate," I said slyly, and worked another button. Three down, three to go. "Another word for fellatio."

His eyes starting roving again as he struggled to give me what I asked for. He might have been uncomfortable speaking, but his body was responding to our little discussion if the bulge in his pants was any indication.

"Fellatio, Zach."

His hands gripped his knees.

"Blowjob," he mumbled, and his eyes darted to watch my hands undo another button.

"More."

"Head." He might as well have had a sunburn, he was that red. I was about to prompt him again for another word to undo my last button when he came out with it on his own. "Hummer."

"Zach, if you can give me another word for cunnilingus, I'll teach you how to take off a woman's bra. It's a skill all men should have." The bulge was growing as I watched.

"Eat out," he said finally, and I shrugged my blouse off, casting it aside. Pushing my chair back, I stood in front of him, putting him eye level with my breasts, encased in a silky black bra that just covered my taut nipples.

"This one actually closes in the front, here," I touched my finger to the clasp between my cleavage and watched the way his eyes followed my finger. "You sort of snap it in two, gently, then the two pieces lift apart in opposite directions. Unsnap it and take it off of me. Take all the time you want."

He reached for me with fingers that shook, and a cock that was making its presence known. Although he worked carefully, his fingers brushed the exposed skin of my breasts, and I broke out in goosebumps. When he undid the clasp and pulled the cups away from my chest, he paused, staring. I felt his eyes taking every inch of me in as I shrugged the bra off.

"Are they okay?" I asked, wondering if he was more of a large boob man. "I think they're too small."

"No," he said absently. "They're perfect. Better than I imagined." His hands had a death grip on his knees now.

"If you look at my face, and tell me another word for vagina, you can touch them if you want."

He sucked in a breath and held it. I waited patiently until his eyes finally lifted to mine. He licked his lips nervously, his gaze bouncing a couple of times between my chest and face before settling again.

"Pussy," he said hoarsely, and I felt a shiver up my back at his heated tone. I leaned forward enough to pry his hands off his knees and placed his palms on my breasts, covering his hands with my own.

"Gently," I prompted, when he got a little rough, squeezing too hard. "Some women like rough play on their breasts, but I like it soft." I sighed as he adjusted his grip. "Like that," I encouraged and pressed myself against his hands.

His palms were calloused at the point where his palm met the base of his fingers. I enjoyed the feel of them on my skin. With my encouragement, he would cup my breasts, then knead them gently, push them together, then pull them apart.

"You have a nice touch, Zach. I want to show you something else. Lift your hands." He did, reluctantly. I brought my fingers up and pinched my nipples lightly. "Not too hard," I instructed. "This feels good. I feel it in my pussy."

"Brinna," he said with a small groan, closing his eyes.

"Are you getting too worked up? Should we stop?"

"Keep going." He took a deep breath and opened his eyes again.

"And I like this." I rolled my nipples between my finger and thumb. The pleasure was a lightning bolt between my legs. I flicked them twice, just to show him there was more that could be done. His eyes never left my fingers. "This is just what you can do with your hands. Tongues are a different element."

"God, Brinna," he breathed.

"Go to the bathroom and jack off for me. Do it and come back and I'll let you touch me some more. Would you like it?"

"Fuck yeah," he said with unguarded enthusiasm.

"And Zach? I want you to try and stop before you cum, and wait a few minutes before you stroke it again. Don't rush just to get back. I'll still be waiting. Will you try, for me?"

"I'll try, but it's going to be hard. I'm, I've never, this is..." He gave up and shook his head.

"This is just the start of our research," I reminded him. "You're going to need some stamina." I reassured him again that I would be waiting, and sent him on his way.

I briefly considered getting myself off as well, knowing it was too soon to count on Zach to be able to do much for me. I did allow myself to put my hand up my skirt and run a finger lightly over my damp panties, up and down my slit as I thought about Zach, stroking his big cock just down the hall, all because I got him hard.

Reluctantly, I pulled my hand away from teasing myself, and tried to focus on something else until Zach returned.

He came back, flushed, his hairline slightly damp with sweat. The tent in his pants was mostly gone, though it seemed he hadn't gone completely limp. I couldn't stop looking at him.

"Zach, do you stay kind of hard for a while, even after you cum?"

"Uh, yeah, a lot of times. I know the book said it wasn't, like, normal, to get hard again fast, but I do."

Be still, my pulsing pussy.

"I don't think the book covers a lot of things well, from what I've read so far."

"According to the book, I'm not normal. It kind of made me feel like a freak."

"Zach, I don't think there's really a normal. Researchers are just always trying to measure things, to quantify. You know, nerds love numbers and such." I grinned and he smiled back shyly.

"Can I touch you again?"

"Please." I think I may have sounded a bit like I was begging. He resumed stroking my breasts and teasing my nipples. "Zach, would you like to learn to use your mouth on me?"

"What do I do?"

"Take off your shirt. No, wait, let me." He dropped his hands, and I took my time unbuttoning his shirt. I worked slowly, but soon I had his white t-shirt pulled off over his head. I found that I liked undressing him. I liked his pale skin, and I skimmed my fingers over one of his shoulders. "This next bit of instruction might seem a little unusual to you. But you know, women aren't the only one with nipples. They can be sensitive in men, too. So I'm going to touch you, and then I'm going to use my mouth. Sit on the edge of your chair."

Zach's skeptical look soon turned to shocked surprise as I ran my hands gently over his chest, teasing him as I'd taught him to do to me. Kneeling, I smiled up at him before I leaned in to kiss the nipple closest to his heart. He gave a small gasp, and I began to tease him with my tongue and lips, showing him what I liked using his body. I stroked the other with my fingers, and both hardened under my touch.

"How was that?" I asked him, drawing back, looking up at him from under half lowered lashes.

"Surprisingly sexy," he confessed.

"Would you like to try it on me?" He nodded. I stood again, and watched as he leaned in to take a nipple into his mouth. I shivered when I felt him give a soft moan. It vibrated tantalizingly on my nipple as he sucked and teased me. "That's good, Zach," I breathed, cupping the back of his neck lightly. "Really good."

His response was lick, suck, and kiss each breast enthusiastically in turn while my fingers massaged the back of his head. He used a hand on one breast, and his mouth on the other, swapping after a couple of minutes.

Soon, he had me pretty breathless with my own need, and he was hard again. He was proving to be a marvelous student, attentive, willing, and not offended by small corrections to his technique.

"Brinna," he groaned, stopping his ministrations, and pressing his forehead to my chest, tucking his face neatly between my breasts. His arms encircled my waist, and he sat breathing heavily against my skin. I stroked his bare shoulders and upper back, rubbing his neck and playing my fingers through his hair.

"I want to watch you, Zach," I purred to him. "I want to watch you jerk off for me." He shuddered as I raked my nails lightly down his neck and spine as far as I could reach. "Will you?"

"If you want me to."

"Do you want to?"

"Yeah," he whispered against my skin. "I want you to watch."

I disengaged from him and took a step back. There was a large wet patch of precum on the front of his pants. My mouth watered knowing how excited he had become.

"I'll just stand here. You can just pull your pants down, or take them off, sit or stand, whatever you want. You can touch me again if you want, or not." I cupped his chin in my hand. "But I don't want you to cum until I tell you that you can. Agreed?"

"Yeah, a-agreed." He stood and shoved his pants down past his knees before he sat back down hastily, never making true eye contact with me. He parted his legs as much as his trapped legs would allow and grasped his impressive erection in his right hand.

"I brought you something to make this easier," I said, and dug a fresh tube of lubricant from my backpack. When he placed his trembling hand out to me, I squirted some of the lube into his palm, then set the tube aside.

Zack ran his hand up and down his hard shaft, liberally coating it with the lube I'd brought him. He switched back to his right hand, and massaged my breast with the lubed hand. My pussy contracted in anticipation, and not a little torment. I pressed my breast into his palm and covered his hand with my own.

"I'm wet, Zach," I whispered silkily, and he started fisting his cock with firm, steady strokes and a small moan. "Don't forget to stop yourself before you get too close. Does it feel good?"

"Yeah," he responded, eyes locked on my chest as he worked his cock.

"What are you thinking about?"

"Cumming on your tits," he answered, eyes glazed with lust. I liked that look on him.

"You keep it up, and you might get your wish one of these days soon." He made a noise deep in his throat and worked his hand faster. When he began to work just the top of his shaft and the engorged head, I reached down and grabbed his wrist. "Slow down, baby. Are you getting close?"

"Yeah," he ground out, and released his cock to let it spring free of his grip. I longed to take it in my own hands, but I already knew how that would end. Instead, I held both of his wrists. "Sorry." He was breathing hard.

"Look at me, Zach."

His eyes came up although he didn't lift his head. I leaned down and gave him a soft, almost platonic kiss on the lips.

"Which word do you prefer, penis or cock?" He blinked, seemingly confused by the question. "I'm finding I like saying words considered vulgar to you, Zach. But if it makes you uncomfortable, I'll stop. Which word do you want to hear?"

"Cock," he said clearly. His fists clenched and released, then again.

"You have a nice, big cock, Zach. I like watching you stroke it." His eyes fluttered closed, and his fists kept clenching and releasing. "What are you thinking about?"

"Prime numbers," he said in a choked voice. That was a new one.

"Why?"

"So I won't cum yet. You said not yet."

"I'll stop talking for a minute then. Because all I want to talk about right now is your cock and what I'd like to do with it." I grinned, but he didn't see me. "Grab your knees, and I'll stop touching you. Let's say for two minutes." I released him and took a step back, fighting my own temptation to continue touching him in some way or another. He wasn't the only one struggling with the need to get off. I let him think about his prime numbers while I counted the passage of time.

We proceeded that way for another twenty minutes. He'd get going, and start to get close to his orgasm, and I'd make him stop to wait for two minutes. Most of the time he couldn't look at me during his 'rest periods', and I left him in peace, though I took advantage of the time to look and enjoy the sight of him.

When I finally decided it was time to let him finish, it wasn't because I thought he'd had all he could take for the day, it was because I had.

"Go and ahead and finish this time, if you want, Zach," I whispered in his ear.

I thought he would immediately start to work on himself again, but he surprised me by spending a few moments giving my breasts more attention with his mouth and hands. The feel of his tongue circling my nipple caused a small moan to escape my lips. I felt him smile against my skin.

"You like that, don't you, Brinna?"

"I like it a lot," I confessed, and he gave the same treatment to my other side. "You learn fast."

"I like it a lot, too," he said simply, and with that, he released me and resumed stroking his cock at a steadily increasing pace. He seemed to be giving himself over to the task completely, and for once was managing without blushing or darting about with his eyes. "Touch yourself for me?" His breathing became ragged when I complied for him, cupping my breasts in my hands. "I love the color of your nipples," he confessed, as I pinched them between my fingers. He began to concentrate on working the head and first few inches of his rigid shaft and I knew it would be soon.

"Tell me," I prompted, watching his hand work over his knob. "I need to hear you say it, Zach."

"Ahhh, god, fuck, okay, I-I'm cumming, Brinna. I can't stop now."

"You don't have to stop." I pulled at my nipples and wondered how I would ever managed to get home before I had to relieve myself of the enormous tension in my body.

"It feels too good to stop, fuck yes, this—ah god, I'm cumming," he moaned and before I could stop him, grabbed his t-shirt from the desk and covered himself with it. He gave a low, hoarse cry and continued to pump his fist over his cock, beneath the shirt. He held it and squirted into it, squinting his eyes shut as he shuddered.

When his hand stilled, he was panting and his head hung down over his lap.

"Zach," I stroked his hair and he grabbed at me, drawing an arm around my back and pressing his damp forehead into my belly. I felt his lips press a kiss above my belly button, and his fingers stroked clumsily at my back. "Zach, why didn't you let me see?"

"I-I was afraid I'd get it on you again. I didn't want to gross you out."

"It's not gross, Zach." I continued stroking his hair. "I like it. Next time I want to see you finish."

"Don't girls think cum is gross?" he asked curiously, his lips brushing my skin lightly as he spoke into my belly.

"I don't. I love it. I love the way it feels inside me, or the way it looks on my skin. It's like the culmination of everything, the end product of desire. Mine, and yours. Does every woman like it that way? No. Some are grossed out. I'm not. Next time I want to see."

"Oh, Brinna," he whispered, "you're not like anybody I ever knew." The t-shirt was discarded with a toss and the other arm circled me.

"Is that good or bad?" I asked uncertainly. He laughed against my skin. He really did have a nice laugh.

"Good. Very good, I think."

We stood that way a couple of minutes more, until he took a deep breath and released me. Now he was back to avoiding my eyes as he pulled up his pants and threw on his button down shirt. Back to buttoned up Zach, I thought. That wasn't good, so I made him help me dress, having him snap my bra closed on the reasoning he would get better and better at removal if he understood the whole process.

"Tell me another word for sexual intercourse and you can go for today," I teased, cupping his chin in my hand so he was forced to look at me.

"Fuck," he said, and went a nice shade of pink.

"Someday," I smiled, and sent him on his way with the promise of seeing him Thursday.

\* \* \* \* \*

Thursday saw us grumbling together over a pop quiz from Dr. B, and reviewing our private lesson plan from Tuesday.

This time when Zach came, he didn't hide it, and he watched my face carefully as I cleaned off his belly and thigh with some wet wipes and paper towels I'd stashed in the desk. He stood to retrieve the sweatpants he'd discarded.

"Brinna, are you--," he paused and swallowed, "I mean, do you get...get anything out of it?"

"You mean, am I wet and does this get me off?"

"Yeah." Here came the blushes.

"Zach, unzip my skirt." I turned and let him undo the zipper, then dropped the skirt around my ankles before kicking it out of the way. I stood before him wearing only a purple pair of silky panties. "Give me your hand."

He did, turning his head away from me and inhaling sharply when I placed it between my legs. I nearly grinned. I pressed my near naked body against his.

"Can you feel how damp I am?" He nodded. "Don't get quiet on me, Zach. Can you?"

"Yeah." He cleared his throat softly.

"Put your hand directly on me." I guided his hand between my skin and the soft material, until he was cupping my dripping sex in his hand. Since it was offered up to me, I took his earlobe between my lips and nipped it gently. I felt him suck in a quick breath. "That's what you do to me, Zach," I whispered, and traced the rim of his ear with the tip of my tongue before nibbling the lobe again. "Feel how wet I am for you."

"Can I see?" he asked breathlessly, and I felt his fingers stir restlessly against my lips.

"Next week. Just feel. I'm soaked, Zach." I was still whispering in his ear. "Today I'll go home, and I'll work my fingers inside my wet pussy until I cum."

"Oh god," he moaned softly, and his fingers began timidly stroking my flesh.

"Maybe I'll even call your name when I do." I kiss behind his ear, just below the lobe, and he shuddered. "Would you like that, Zach?"

"Fuck yeah," he growled, and groped for my free hand. Once found, he guided it to his stiffening cock.

"Jesus, Zach, you just came for the second time like five minutes ago. How can you be getting hard again already?" I tried for a lightly teasing tone, though really it came out as a bit cockstruck. The tips of my fingers teased his balls, and he growled deep in his throat. "You want to fuck me, don't you?"

"Yeah." He buried his face in my neck. "But I can't yet." He sounded pained. I squeezed his tool gently, and he strained against my hand. He was hard, right? I was ready for him, right? What did he mean?

"Can't?" I said dumbly.

"I can't do it right yet, and I want it to be right with you. I want it to be good. And even if I want to bury my cock inside of you right now, it wouldn't be good. I'd finish too fast and it'd be over. I want you to teach me, Brinna. Like you said you would. I want to fuck you right."

I don't think I'd been more turned on in years. It was all I could do not to grind myself against him and beg him to do it anyway. Jesus, if I was going to be the teacher here, I'd better get a grip on myself. The last thing I needed was to push Zach too far, too fast. I was pretty sure I would lose him to our little experiment if he suffered another humiliating premature ejaculation, like he had the first time I'd touched him. I didn't want that for him.

"All right, Zach," I conceded with grudging admiration. "You're right." I kissed his cheek, not willing to touch his lips in the event I drove myself too far again. "I'm sorry, I shouldn't have even said that to you." I left 'and that was such a sexy thing to say to me' off of my apology.

"I liked it," he said, his face still tucked into my neck. "I love it when you talk dirty to me, Brinna. But I just don't want to fuck this up. Please?" He closed his hand over the one I had wrapped around his throbbing prick. "But no one said you couldn't have anything else you want from me." He made a sound then, and I'm sure he was trying not to laugh.

"Are you teasing me now?" I asked, giving him a squeeze.

"Mmmm," he agreed, and I felt one of his fingertips probing my inner lips.

"But you're going to have to take your hand off my pussy now," I whispered, "or I might lose control and take you by force." He did laugh then, and slowly withdrew his hand. "Be a good boy now, and you can take these panties with you when you go home."

He nipped my neck gently, and I ran my thumb across his slit, causing him to gasp as I rubbed a large dollop of precum across the head.

"Hmm, Zach? We didn't get around to talking about the book I gave you. Did you start looking at it?"

"I read it."

"The whole thing? In two days?" I teased the crown of his glans.

"Mmmm, yeah. Lots of pictures." He began to kiss me across the top of my collar bone.

"Let's talk about it next week," I breathed, and forced myself to release him and step away. "We have to stop now."

I caught a brief flash of hurt in his expression, and felt bad for causing it.

"It's me, Zach, I'm the one who needs to stop. I'm sorry. I shouldn't—"

"You don't have to apologize to me, Brinna," he interrupted brusquely, and turned his back to find his clothes. I watched him take an extraordinary amount of time to put on his three pieces of loose clothing before he turned back to find me still mostly naked.

"Will you help me get dressed?"

He regarded me silently, his expression unreadable, then finally gave a brief nod.

I didn't really feel forgiven until he was latching my bra behind my back, and I felt the backs of his fingers stroke my shoulder blades next to the straps. He planted a little kiss at the juncture of my neck and shoulder and I shivered a bit at the delicacy and care that went into it.

"Are you going to wear these little skirts when the weather gets cold?" he asked curiously as he buttoned up my skirt.

"Probably not, unless I want to freeze to death."

"I'd keep you warm," and with that, his cheeks pinked up and my shy, sweet research partner returned full force.

"See you Tuesday, Zach." I winked and pressed the panties I'd slipped off into his hand as we parted.

**Lessons Learned Ch. 03: Field Trip**

Dr. B liked to take the chapters out of order, so the following week we skipped right to Chapter Eight, The Physiology of Sexual Response. That was the chapter Zach had read that made him feel like he wasn't normal. I watched him from the corner of my eye during the videos, catching the hint of red on his cheeks in the faint light of the room. At least some of the information in the videos contradicted the book as people reported their real experiences to the researchers.

Once class was over, I turned to Zach after most of the other students had escaped the room.

"Zach, there's something I need to-," I began.

"Hey, Zach," Reggie interrupted, turning toward us. "I hope you're paying attention, because this is probably the only place you're ever going to get the chance to see so much vagina in your entire life." Tyler and Lee snickered as they glanced back at us.

"OUT!" Dr. B shouted at the three of them. Zach focused on stuffing his things into his backpack, face flaming.

"Zach-," I tried again.

"Can we just get out of here now? Please, Brinna? We can talk on the way to the library, okay?"

We were halfway across campus when I stopped and turned to him. There was something I had forgotten to consider when we'd made our arrangement together last week.

"You've changed your mind," he said anxiously, looking closely at my face. "It's okay. I-I understand."

"Huh? No. No, that's not it."

The look of relief on his face would have been comical, if he weren't also so damned adorable in his eagerness.

"It's my period," I blurted, and watched with interest as the blush swept up from the base of his neck. Regardless, he didn't drop his gaze this time.

"We don't have to do anything," he said hastily. "I, uh, could I come down to your office anyway? I can just study. I'll be quiet, I promise."

"Zach," I laughed, "you don't have to hide in the corner. I just wanted to let you know, because I just, you know, I don't like to be messed with below the waist when-"

"It's okay!" he interrupted, and I wondered if anyone was going to let me get through a complete sentence today. "I just - I just want to hang out with you. You said we were friends. Right, Brinna? Friends hang out." He bit his bottom lip. "Are you okay, though? Do you want me to carry your backpack?"

"My period didn't start right this minute, Zach," I said with a smile. "I'm fine today. It was a couple of days ago. We just didn't talk about what would happen when I'm on my period."

"We can just work on our paper," he said, now looking at anything but me.

"You are awfully cute when you blush like that," I said with a smile. I resumed walking and he fell in beside me. We walked in silence to the library.

Once in the office, Zach's eyes roamed around the room. His gaze flickered over the rolled-up yoga mats and pillow I had stuck in the corner earlier that day. I saw him swallow hard as he figured out why I'd brought them in. My desk was on one side of the room, with a computer and scanner set up on the opposite side.

"Can I check out your computer?" he asked abruptly. "I've been wanting to get my hands on it since I first came down here."

"Should I feel slighted by that?" I teased. "The two of us in this room, and that's what you want to get your hands on?" He grinned shyly in response. "Go on, then."

Zach played around with the computer system for a while, insisting on running some of my scanning work through, so he could see everything in action. It was fascinating to watch the intensity on his face as he got lost in his explorations. He was so focused on the equipment in front of him, I could almost be jealous. I wondered if he focused on the homework I gave him with the same intensity.

After about half an hour, he snapped out of it and turned to me, blinking.

"Sorry," he muttered, looking embarrassed.

I didn't say anything. I brushed the backs of two fingers across his cheek, and his breathing caught just a bit.

"You wanted to study?"

"Oh, uh, yeah. Yeah, study."

"You can use my desk if you want. I'll work on the scanner for a while."

When he stood up to move to my desk, I brushed against him as I went to sit down. Flirting with him was turning out to be as much fun as my usual, more direct, approach.

We worked in silence for about twenty minutes, facing away from each other, before Zach spoke up.

"Brinna? What's it like, having a period?"

"Are you sure you want to know?" I smiled, though he couldn't see it with my back to him.

"Yes. And no." He paused. "Mostly yes."

I was certain that, even though I couldn't see him, he would be blushing as I described in excruciating detail what it was like to have a period every single month. He didn't say anything beyond a soft 'oh' when I finished, and we worked quietly for a while longer.

"Brinna?"

"Yeah?"

"Um, you know last week you said-, last time w-we were here together, you..." He trailed off, and I waited patiently. "Do you have any, uh," he cleared his throat, "you know, sex toys? At home?"

My eyebrows went up. I turned to look at him. He had his nose buried in a textbook.

"If you want to talk to me about sex, I'm going to need you to look at me." I stood up. "Or maybe I should just come sit by you."

I grabbed one of the wooden chairs and sat next to him at the desk. He was still fiddling nervously with his pencil, eyes bouncing between his textbook and notebook. The tops of his ears were red.

I looked at the mathematics textbook he was studying. Everything appeared as incomprehensive squiggles to me. I took a moment to admire his ability to make sense of them.

"Zach, why aren't you enrolled at a better school?" I asked suddenly. "Not that this school is bad, but what are you doing at a little regional university? Why aren't you at some Ivy League college?"

"I could have graduated at fourteen, and I might have gone to one then. My grandpa wanted me to wait. My parents didn't care whether I waited or not. They just kept pushing me to go somewhere I didn't want to go. Maybe to get me far away from home," he said softly. "So I decided to come here. It's far enough from home, but also not too far, you know? My grandpa comes to see me every semester, and I hang out with him between semesters. My parents didn't want to help me go here, so grandpa helps with my housing and I have a scholarship for the rest. I'll—well, you didn't want to know all that." He shrugged and began tapping his pencil rapidly against his paper.

"What about brothers and sisters?" I placed my hand on his to stop the nervous tapping.

"Two brothers, one sister. My sister's twelve years older than me, and my brothers are fourteen and sixteen years older. My parents had a timetable, spaced all their kids perfectly. Except me. I was the mistake."

"Zach-," I began, only to be interrupted for what seemed like the twentieth time that day.

"Sex toys, Brinna?" Zach said, giving me a challenging stare. I smiled into his eyes.

"None currently." I dropped a hand to his knee and stroked his leg.

"Would you ever get one?" His hands tightened into fists where they rested on the desk. Clench, release, clench, release. I rested my head on his shoulder, my face turned into his neck.

"Would you like me to?" I whispered and kissed him under the jaw.

"Y-yeah. If you wanted to, I mean."

"Mmmm," I answered, noncommittally, and trailed a few kisses down his neck until I reached the collar of his shirt. He sighed unevenly and I felt his hand hesitantly touching my hair.

I felt an idea tickling the edge of my mind. "We could go shopping for one. Together."

"Do you think they sell them in the Student Union?" Zach asked, sounding completely shocked.

I couldn't help it. I laughed.

"Oh, Zach. How did you stay so sweet and innocent for so long?" I lifted my head and captured his face between my hands. "You really are adorable." He rolled his eyes and snorted softly. "I like it," I said as I kissed his lips softly, quickly, and drew back. "There's an adult toy store on the edge of town. What do you say to a field trip?"

Zach didn't drive, so I offered to drive us. He accepted my offer and spent the whole car ride nervously running his hands back and forth over the tops of his thighs and looking out the window.

"Have you ever been to one?" I asked.

"No." He drummed his long fingers on his knees. "What's it like?"

"You're going to find out soon." I took some pity on his nerves. "Mostly it's videos, magazines, toys for women. Toys for men."

"What if someone we know sees us together there?"

"So what? What are they doing there anyway?" I laughed.

"Wouldn't it, uh, bother you if they see you with me? In a store like that?"

"Do you think the whole class has met up there and is waiting for us?" I reached over and set my hand on his thigh. "I don't care who sees me anywhere I want to go, and I really don't care if they see me with you."

We pulled into the parking lot of the craptacular little adult store, with its faded paint job and overall seedy look. There was only one other car in the lot, and I guessed it probably belonged to the employee inside. You'd think they'd try to brighten the place up a bit, get a paint job. Anything to make it look a bit less shady, I thought.

I grinned at Zach as I shut off the car.

"Are you ready for your first trip to an adult toy store?" I asked cheerfully. "Because you're going to walk in first. And you're not allowed to slink in there either. I want to see your head up and eyes out front."

"What?" he asked, wide-eyed.

"You. Walk in. Go start looking around. I'll be a minute or two behind you."

He stared at me, uncertainly. I think he was waiting to see if I was joking.

"You can do this. Confidence, remember?"

He looked a bit betrayed as he got out of the car and slowly made his way to the door. He looked back once, and I nodded encouragingly to him. As he disappeared through the door, I started counting slowly to one hundred.

When I walked in, the store clerk was busy reading a magazine while Zach wandered around in wide-eyed wonder. As the door shut behind me, I squinted, adjusting to the contrast between dim lighting inside and the bright sunshine outside. The clerk glanced up, then did a double-take and stared at me. Great. Creepy clerk alert.

"Hey, baby," I said to Zach as I approached. I linked my arm through his and leaned in to kiss his cheek. The clerk kept his eyes on us. I tugged Zach's arm gently. "Found anything interesting?"

"Brinna," he mumbled, "I don't even know what half of this stuff is for."

"Didn't you read the book I gave you?" I asked, wondering if he had done his homework. It seemed very unlike Zach to skip homework of any kind.

"Yeah, but not the chapter on, uh, sex toys. Yet. Or the chapter on, you know, men. You said to pick out what I wanted to master." He looked at the ceiling momentarily. "I spent most of my time reading about positions and, uh, how to, you know, how to please a woman. I didn't know we were doing the toy chapter!"

I laughed at his expression and squeezed his arm fondly.

As we walked down the first row, I explained in quiet undertones the purpose for various items, and Zach tried not to let his eyes settle too long on any one object. He really was trying hard not to fail this assignment. I decided to let him off the hook about not reading all the chapters.

"See? That guy doesn't even care that we're in here."

"He doesn't care I'm in here. He sure cares a little too much that you are," he said, sounding a little grumpy. Zach took a half-step and effectively blocked me from the clerk's view. He dropped his arm around my waist, resting his hand on my hip.

"Men are so possessive," I teased.

"Do you mind?" he asked anxiously, and I sensed he was about to step away from me any second.

"No. Not today, anyway." I nipped his earlobe lightly before turning my attention back to the shelves. "Here's what I believe you were interested in." I waved a hand at the rows of various dildos and vibrators.

"They're all different? Why are there so many kinds?"

"Big, regular, thick, slender, multiple colors, vibration, no vibrations. Oh, and don't forget the ones that rotate."

"What do you even need me for?" he blurted, then flushed.

"Oh, Zach," I laughed. "There's quite a difference between the real thing and a hunk of battery powered plastic."

"Silicone, mostly," he said absently, still taking in the array of goods.

"Toys are fun, but they're just a substitute. For me anyway. Some women prefer them over the hassle of men," I winked at him, "and some women use them with each other. Sometimes couples enjoy playing with them together. I mean, you saw the video last week, right?"

"Which one are you going to get?" he whispered.

I gave him a smile and selected an average sized vibrator in a nice purple color. I never was much of a hot pink kind of girl.

"Brinna?"

"Mmm?" I asked, still browsing the shelves.

"Let me buy it for you."

"You don't need to spend money on me, Zach. That was never part of the deal."

Zach glanced back at the clerk, who had returned to reading a magazine. He turned, so that his back was to the clerk, and leaned in to whisper in my ear.

"Let me buy it for you," he repeated.

"Why?"

"I want to be able to think about you using something I bought you on yourself. To get off."

"All right, Zach," I whispered back, enjoying the pleasant tingling his words had stirred in my body, and the sensation of his breath across my ear. "Since you asked so nicely, I promise to think about you when I put this between my legs. I'll think about you when I cum."

He groaned deep in his throat a low, soft, sound that only I heard.

"What's the first stage of erotic arousal?" I asked with a chuckle, referring to our class lesson earlier in the day.

"Excitement," he murmured, and surprised me by taking my hand and pressing it between his legs. He wasn't hard yet, but his cock twitched under my hand and I could feel it beginning to swell.

"Why, Zach, is that for me?" I fluttered my eyelashes at him playfully, and the corner of his mouth flickered in a smile. "So naughty, and in public, too." I gave him a light squeeze and felt his cock jump. "Maybe we should pay and get out of here so we can take this somewhere private?"

"Um, yeah. Let's, uh, I thought you didn't want, I mean, you said not today?"

"No, I said I didn't like being messed with below the waist while I'm on my period. I never said I didn't want to mess with you below the waist." I gave him another squeeze. "I never said you couldn't touch me above the waist, either. As I recall, I was interrupted before I could finish talking."

"Oh, fuck, yeah, sorry. I'll, um, ok, let's pay and get out of here. I'll give you some money and wait by the door."

"Oh no you won't," I insisted. "If you need to, we'll walk around a few minutes, but you're going with me to the register. And you're going to look that guy straight in the eye. Hell, wink at him if you want to, I don't care. You get the whole experience, baby." I removed my hand. "Why don't you think about prime numbers for a while?" I smiled and slipped away from him.

We browsed for a few more minutes, until Zach's excitement had settled down, then went to check out. Zach did great, right up until the time I asked the clerk where I could find an extra-large cock ring. Zach desperately looked like he wished the ground would open and swallow him whole. The clerk raised his eyebrow at me, tossing a skeptical look at Zach.

"If you don't carry them that big, I'm sure I can find them somewhere else," I said firmly. "Do you have what we need, or not?"

"Oh my god," Zach breathed, turning his body sideways to the counter and looking up over my head, cheeks flaming.

The clerk gestured and directed me to the selection. I deliberately brushed my hand across Zach's crotch as I sweetly asked him to wait for me. I know the clerk saw it happen.

The moment we had paid at the register, Zach quickly turned from the counter. It seemed that he might race me to the car, so I took his hand and made him stroll casually out of the store together. I released him once outside the door. He trailed me to the driver's side and insisted on opening the door for me.

"Just get in, Brinna," he ordered, then slammed the door shut before racing around to the passenger side, as I started the car.

Once in the car, he leaned forward and dropped his head in his hands. I was worried I might have pushed him too far at the end. He groaned pitifully.

"You're the worst friend I've ever had," he said from behind his hands, and then burst out laughing. Granted, it was tinged with a bit of hysteria, but it was still laughter. I took it as a good sign. When he finally did look up, he was smiling.

"Yeah," I agreed, grinning like an idiot, as I steered us back toward the campus. "And I don't know how to break this to you, but we have one more stop."

He groaned dramatically and flopped back in his seat.

"God, what torture have you thought up now?"

The torture I'd thought up was taking Zach to the drugstore to buy some condoms and lube. He really did need to have his own supply, and not rely on any girls he might encounter, to have something more suitable to his, uh, assets. Plus, I suspected he didn't have much in the way personal items like lube at his apartment. Somehow, I just couldn't see Zach buying it on his own.

"Why couldn't we just have bought it at the other store? I mean, we were just there. They had stuff." I think he was feeling a bit sorry for himself, as a few stray shoppers observed our perusal of the condom aisle with either a smirk or look of disapproval. One was old enough to be his grandmother.

"Because you need to be able to walk into any place, and get what you need, without being embarrassed. You could go to the Student Health Center, but they pretty much have the one-size-fits-all general condom thing going. Here you've got variety."

Zach blew air out from between his lips, taking the box of condoms I suggested for him, and rolling his eyes up as he grabbed a tube of 'personal lubricant' off the shelf nearby.

"Oh my god," Zach said, sounding desperate as we neared the register. "Stop. Stop, stop, stop. C'mere!" He pulled me into the greeting card aisle. I thought he was trying to chicken out completely. Or maybe he just needed some time since I had been lightly brushing up against him, with either my hand or my boobs, rather frequently ever since we entered the store. "That girl at the checkout is one of Lee's roommates!" he hissed.

"So? A guy can't buy condoms and lube without some random guy's random roommate judging him?"

"It's not that," Zach insisted. "You can't come up there with me. She might mention seeing us to Lee, and he'll know it's you if she describes you at all. Go to the car." I opened my mouth to object. "Brinna, go to the car! Please! I'll buy the stuff, I will. Just go. Let me do it."

"You're so forceful," I said lightly, and kissed his cheek before slipping out to wait in the car.

It took the rest of the drive to the campus for Zach's cheeks to stop burning red. He shoved the drug store sack, and the cock ring I'd insisted on, deep inside his backpack before we got out and headed back to our hideaway.

I caught his arm as he started to break away, and head toward the restroom, to relieve some tension.

"No."

I stopped him outside the door of the office.

"Do you trust me?" I asked, with a slight grin.

"Yeah, Brinna." He looked slightly puzzled, likely trying to figure out where things were going today. I'd upset the routine of the previous two weeks quite a bit today.

"Wait out here for me for a couple of minutes." I smiled and took his backpack from him. Once I brought him into the room, I would have to move fast for what I had in mind. It would be a bit of an ambush.

Having arranged the office space the way I wanted, I opened the door and pulled Zach inside.

"Take your clothes off, Zach," I ordered briskly, as I tugged his t-shirt up and over his head, urging him to get his shoes and pants off quickly. "Lay down on the mat, close your eyes, and relax. Count prime numbers if you want."

He'd had very little time to react, other than to follow my instructions, and now he was stretched out on his back on the two layers of yoga mats I'd spread on the floor, pillow under his head, eyes closed, fingers twitching nervously.

"Brinna?"

"Hush, Zach. I just want to look at you for a minute." I enjoyed the sight of him, spread out, still flaccid, trusting, waiting, wondering what was coming. When placed next to his roommate, most females would have gone for the tall, athletic Tyler, which was a shame, really. Zach had qualities that could be easily overlooked, quiet or hidden as they were, especially with the way he carried himself. He made a very attractive package overall, if someone would just look past the shell. That's where we needed to get him.

I knelt and straddled his lower legs, holding my weight off them.

"I'm going to touch you, Zach," I warned, not wanting him to be startled. I ran my hands up the inside of his thighs, and smiled to myself when he sucked in a deep breath. "Remind me again which phase is the beginning of erotic arousal?" I teased, watching the subtle swelling beginning between his legs.

"Excitement," he said shakily. "C-can I open my eyes, Brinna?"

"I guess you might want to see this," I answered, distracted, as I took his cock in my hand and it twitched in response to my touch. Leaning forward, just as Zach was propping himself up on his elbows to look down his body at me, I took him in my mouth.

"Oh my god," he groaned heavily. His eyes rolled back in his head as I applied gentle suction to his rapidly growing cock. I took him deep into my mouth while I could still manage the entire shaft. I gave a small moan of satisfaction as I felt him swell and pulse against my tongue.

His eyes briefly found mine, then focused solidly on my mouth. He was growing hard so quickly, that I had to back off and concentrate on the top half. I lifted my mouth off his cock and grinned mischievously at the disappointment that flashed across his face.

"Have you been doing your homework, Zach? All of it? Have you been holding yourself back from cumming too fast while you jerk off?"

"Yeah," he panted, then growled low in his throat when I swirled my tongue around the head of his cock. "But I can't, uh, I can't promise I'll last long with you doing that."

"I've been wanting to get you hard with my mouth since we were shopping earlier," I confessed. I grasped the base of his shaft firmly in my hand and ran my tongue up the exposed underside. "What do you think, Zach? Would the clerk have cared if I dropped to my knees and sucked your cock in the middle of his store?"

"Oh, fuck," he moaned, cock rock-hard and straining now.

"I'm going to stop for a minute now, Zach. And you're going to tell me what interests you most from the book I gave you. First thing that comes to mind. What do you want to learn?"

"Uh, the, uh, I want you from behind."

"Doggie style?" I asked, squeezing his cock lightly.

"Yeah. Yeah, that."

"Why that?"

"It's hot," he answered simply.

"I think it is, too," I said with a smile. I licked the drop of pre-cum from his slit with the tip of my tongue, causing him to suck air between his clenched teeth. "I like how deep a man can get inside me from that position. How he, how you can touch my breasts or clit with your hands, how the head of your cock feels when you push inside of me."

I saw his jaw clench, and I knew he was struggling to control himself.

"What else?"

"I want to make you cum. With my hands. And my mouth."

"So, that's three things."

"Two things in total," he insisted. I raised an eyebrow at him. "Making you cum only counts as one. I'm the Math major, Brinna, and it's my formula." He gave me a half-smile, uncertain if I would accept his reasoning.

"Third thing?" I asked, conceding. Just to remind him who was in charge of this research project, I leaned in and teased the crown of his cock with my tongue. His fingers curled into fists and I saw something shift in his eyes as he watched my tongue work.

"I want to watch you ride my cock," he said with heat, no hint of shyness in his expression.

"Zach," I said intently, "I think you're going to make a very considerate lover one day."

I took a moment to squirt some lube into my free hand.

"Brinna?" He licked his lips. "Are you gonna use your mouth on me again?"

"You mean, am I going to suck your cock for you?" His cock gave a little twitch in my hand.

"Yeah."

I smiled seductively at him.

"No, Zach. Not today I'm not. I'm saving the full experience for the next time we meet." He didn't bother to hide his disappointment. My smile turned a bit sly. "I am going to use my hand though. I want to see how long you can last like this." I slathered the lube up and down his rigid shaft. "How long can you take it when I'm the one doing the stroking, Zach?"

"I don't know," he said hesitantly.

"Have you been doing your homework, baby?"

"Yeah. Like you told me." He gasped a bit when I began to stroke him slowly, from the base to the tip and back.

"How long could you go by yourself, breaks and all?"

"I went an hour last night," he whispered, watching my hand.

"You won't last like that today," I said confidently. "But that's okay. I just felt like having you hard and fast right now. Was last night the last time you jerked off?"

"Yeah," he sighed. "I wanted to this morning but..."

"But what?"

"I don't know. I just like to-," he paused with a small groan as I increased my speed and gripped him a bit firmer, "I like to save it for you, Brinna. I should have gotten off first by myself in the other room. I can't-I can't last long like this."

"Do you like this?" I brought my other hand into the mix, and instead of stroking up and down, I used one hand to squeeze him at the base, then stroke up, over and off the head, then start the second hand at the base and repeat.

"Yeah," he breathed.

"Tell me what you want. What do you want me to do with my hands? What feels good to you?"

"More pressure," he sighed. "You can squeeze me harder. Like- like you did in the store earlier."

"You liked it?"

"I wish-" He lost the ability to speak for a moment, as I followed his instructions and tightened my hand on his straining cock. "I wish you could have done what you said earlier."

"Sucked you off in the store?" His hips lifted a bit, pushing his slickened shaft through my hand. "Did you want him to see me with your cock between my lips?"

"Yeah," Zach whispered. "I did. Faster, Brinna. Your hand. I need it faster."

"First, you tell me how you wanted that to end. Me, on my knees in the store, sucking you where anyone could walk in and see? Where the guy there could see it? What did you want?"

"I wanted to cum in your mouth," he groaned. "I want to fuck your pretty mouth and cum down your throat."

"I love the way you talk to me when you get heated up, Zach. When you forget how shy you are. I'm going to give you what you want." I grinned. "On Thursday. So you can think about it until we meet again." His breathing went ragged, and I delivered on my promise to stroke him faster.

"The top," he grated out, "work the top. Oh fuck me, that's it, like that!"

I milked the top third of his shaft, and gently cupped his balls in my free hand.

"Oh god," he moaned, and they contracted, drawing up against his body. "Brinna!"

The first thick jet of semen shot across his stomach, a powerful stream that landed neatly along the center of his chest. I watched as the second jet went nearly as far, falling just short by a couple of inches, then a third. He grabbed my wrist to slow my hand. I watched closely until the last pulse simply dribbled out over his cockhead, still held in my fist, and a small dab oozed onto the backs of my top two fingers. I was tempted to lean down and lick it off him, just to feel the silky liquid on my tongue.

"I'm impressed, Zach," I said quietly. "You lasted so much longer than the first time I touched you. You clearly have been, hmm, let's say, diligent about your homework." I gave his softening cock a squeeze. "I want you to do something for me."

"Anything," he breathed, and I wondered if he would be sorry he said that.

"Open your mouth a little." He complied. "I want you to taste yourself, and clean off my fingers." I slowly inserted the first two fingers of my hand between his lips, and felt his tongue probe them cautiously while we looked at each other. He closed his lips around my fingers and sucked them gently, still watching my eyes. I shivered when he ran his tongue around my fingertips. He smiled slightly when he noticed, taking that wrist in his hand and drawing my fingers out of his mouth slowly, placing a little kiss on the tips before releasing me.

"Salty. Like you." He gave a short laugh and smiled warmly at me.

"Stop that. You're going to give a girl wet panties with that look," I chided. "Let me clean you up." He watched me work, lightly stroking my wrist and arm with the fingers of one hand.

"I like touching your skin," he said finally. "Brinna? Will you take off your shirt and lay with me? I just want to feel your skin against mine." He rolled onto his side and watched me remove my shirt and bra. "With your back to me?"

I laid down and he spooned against me, his chest pressed against my back, arm thrown over me, hand resting on my stomach. His fingers moved a little restlessly, so I laid my hand lightly over the top of his.

"Go ahead," I told him. "I know you want to touch me."

"Mmmm," he agreed wordlessly. He slid his hand out from under mine, up over my stomach, to cup my breast. I sighed as his fingers toyed lightly with my nipple.

"If I do this too long, I'll end up hard again," he said.

"Good. Then you can tell me how you want me to use my hand again." He pinched my nipple and rolled it between his fingers. "Damn period," I grumbled, aroused and unsatisfied, a heaviness between my legs.

"Let me cum on your tits this time," he whispered into my hair. "Let me, Brinna, please?"

"Zach," I whispered back, pressing my ass against him while I arched my back to press my breast into his hand. "Next week, you're going to learn to use your hands and mouth on my pussy. But this week is all for you."

His hand squeezed me firmly, then he moved away from me a bit, pulling me onto my back. He slid down and took one hard nipple between his lips, using his hand to toy with the other. By the time he had spent a few minutes lavishing attention on each of them, I was breathing hard and he was pushing his erection against the side of my thigh.

I gave him the handjob as he directed, also trying out a few different moves of my own, for him to decide what felt best. His eyes smoldered, and he became more confident as we talked and stroked each other. He had lasted at least half an hour, with only two short breaks to catch our breath, when he rolled me onto my back. He rose to his knees and straddled me, pushing my hands away. He took his erection in one hand and braced himself above me with the other.

"My week," he mumbled, and began to pump his fist rapidly up and down his hard prick. "Cumming for you, Brinna." He sucked his bottom lip as I listened to the wet sound of his hand working over his well-lubed cock.

"Come on then, Zach. Cum for me. Cum on my tits. You said you wanted it." I laid my hands on his thighs while he hovered over me.

He uttered a harsh grunt as he released his second load of the day. I watched as the hot liquid splashed across my chest, while Zach's eyes locked on my cum-covered nipples. He made soft, wordless, sounds in the back of his throat as he finished his task. Then, still holding his cock, he collapsed beside me in a heap.

"You have me so worked up, I may die of lust before my period ends," I told him.

"Please don't die before Thursday," he said, and we giggled and snorted like idiots.

Later, Zach and I parted with the promise to see each other again Thursday, and I smiled a little at his reluctance to go. His eagerness was ultimately going to do a lot to overcome his shyness.

**Lessons Learned Ch. 04: Oral Exams**

Zach was a bundle of nervous energy in class Thursday, and I had to stop him from rapidly tapping his pencil about ten different times during the class and pop quiz. When I touched the back of his hand, he would jump a bit and cast apologetic looks my way. I tried not to grin, guessing the source of his restlessness had a lot to do with anticipation of our 'study time' later.

As we reached the sidewalk outside and headed toward the library, we heard footsteps come pounding up behind us.

"Zach!"

We turned to find Zach's roommate Tyler approaching us. Zach tensed, an uneasy look in his eyes.

"I need you to let me in the apartment. I forgot my keys and my practice gear is at home."

"You can just take my key," Zach offered, swinging his backpack off his shoulder.

"C'mon, man, you know if I do that, then you won't have your key later and I don't know when I'll be home tonight. I'm not gonna leave a key sitting around under a rock or something either. You have to come with me and let me in." He glanced at me. "Sorry, Brinna," he added insincerely.

I could see Zach didn't really like the idea, but he didn't seem to have much choice in the face of Tyler's logic. I think he was also tempted to tell Tyler too bad, and leave him hanging. What a shame he just wasn't the type of guy.

"It's all right, I'll catch up with you later," I said, and gave him a wink that Tyler didn't see. Zach gave me one last glance over his shoulder as he moved off with Tyler. I smiled, amused at how forlorn he looked at having been diverted away from the session he had been so eager for all afternoon.

I worked with the scanner in my office to pass time while I waited for Zach to walk to his off campus apartment and back.

Close to an hour later, Zach came bursting through the door. He'd changed into sweatpants and slip-off shoes. His cheeks were flushed, though I didn't believe shyness was the cause this time.

"That son of a bitch," Zach said, unusually agitated. "He did that deliberately, I know he did." He blew a frustrated breath between his lips.

"Something bothering you besides the key?"

I knew I'd hit on something as Zach's eyes darted to me, then away.

"Zach? Are they bothering you more than usual?"

"He kept asking me about you. And I think he's been trying to figure out where we go to study. He-," Zach cut off abruptly and turned to lock the door. He didn't turn back around and was holding himself very still. I approached him and wrapped my arms around his waist, laying my cheek against his shoulder.

"Tell me."

"He wants to ask you out. He wants me to find out if you might be interested in him." He fell silent momentarily. "And last week they were over at the apartment, talking and laughing and trying to get me to ask you—" he cut off.

"Ask me what?" More silence. I nudged him. "Ask me what?"

"They wanted to know if you're a real redhead. You know, down there."

"Down where?" I asked, torn between the ick factor of the goon squad thinking about me intimately and wanting to smile at Zach's use of the words 'down there.' He'd had his hand 'down there' just last week.

"Do you want to, Brinna?"

"Want to what?" I asked, distracted by the sudden desire to have my hands on Zach's skin. I ran my hands up inside his t-shirt and rested my palms against his ribs.

"Go out with Tyler."

I did laugh then, the idea striking me as utterly ridiculous.

"No, I do not want to go out with Tyler."

"Really, Brinna?" he asked uncertainly.

"Really," I said firmly. "Tyler is not my type. I date men who can ask me out directly, and don't treat their roommates like shit." He exhaled loudly, as if he'd been holding his breath this whole time rather than talking. "Hey, Zach?" I stroked one hand over his abdomen in a slow path.

"Uh, yeah?"

"They're so interested in my hair color. What do you think they'd say if they knew you'd had your hand on my pussy just last week?" I kissed the back of his neck. "Or that next week you're going to find out for sure if I'm a real redhead?"

"They wouldn't believe me," he said softly, "but I'm not going to tell them. I promised, remember? We aren't telling anyone at school."

"Zach?" I slipped my other hand into the waistband of his sweats and held my palm firmly against his skin, above the pubic bone.

"Yeah?" His breath seemed to catch in his throat.

"Will you take off your shirt?"

He fumbled the shirt off and tossed it aside, still facing the door. He braced one hand against the door, almost as if he were afraid to lose his balance. I ran my other hand over his back and shoulders, up and down his spine.

"You jerked off before you came here, didn't you?"

"Yeah. I, uh, I didn't take a lot of time. Not like you wanted."

"Good. It's okay this time." I dragged my mouth across his shoulders, delivering small kisses and lightly licking his skin. "Zach, tell me what you did with the panties I gave you last week. Did you like them?"

"Yeah." He shivered a little and shifted his weight so that he pressed closer to me. "They smelled like you. And they're soft like your skin." He shivered again. "They remind me of being in here with you."

I dropped my hand just a couple of inches lower and my fingertips brushed against the top of his pubic hair. He groaned quietly.

"I think you did something with them. Am I right?" I whispered against his ear. I took the opportunity to run the tip of my tongue over the edge of his earlobe, hearing him gasp.

"Yeah" he admitted, and his free hand covered the top of the hand I had in his pants. "I-I used them to stroke my cock. You knew I would."

"I hoped you would. What did you think about?"

"Being here with you. When you watched me last week. When you watched me cum." His voice broke a little at the last.

"What else?"

"I thought about what it'd be like, being inside you." He pressed my hand, indicating he wanted me to move it lower.

"Not yet," I chided him. "Getting hard, baby?"

"Yeah. Brinna? Take off your shirt?"

"Soon. Did you jack off last night?" He nodded. I pressed a kiss under his jaw and he tilted his head to give me better access. "I really like that you're not much taller than me, Zach. It makes this so much easier." I continued letting my lips play across the rapidly beating pulse in his neck.

Zack made a small noise of frustration when I snaked my hand out from beneath his and out of his sweatpants. I smiled against his neck, and dipped both hands into the waistband of his sweats, catching the edges with my thumbs. I dug my fingers lightly into his hipbones and worked his sweats down just a couple of inches.

"I can't believe you aren't wearing anything under these sweats, Zach. Going commando doesn't seem like something a shy young man does." I grinned. "It's pretty hot." I stroked my hands around his waist until my fingers rested lightly on the top of his ass cheeks. Zach let out a slow, uneven breath as I inched my fingers down and gently massaged the flesh beneath my fingers. He pushed back against my hands just enough for me to know he was enjoying what I was doing.

"Brinna," he said in a tight voice, "please."

"Please what? Tell me what you want, Zach." I kissed the back of his neck, like I had done earlier. "If you tell me, I'll give it to you."

"Put your hand on my cock."

I sent my right hand questing around his waist until I found the base of his throbbing hardon, and wrapped my hand around it. He shuffled his feet a bit restlessly as I held him.

"Is that all you want?" I asked, prodding him further. I knew what he wanted, and I wasn't planning to relent until he told me out loud.

"No." He swallowed. "Y-You said you'd use your mouth today."

"To do what?" Before he was able to answer, I danced my fingers down further, and lightly caressed his balls. "Do you like that?"

"Yeah," he answered, sounding out of breath.

"You'll tell me if I do something you don't like today?"

"Yeah." He strained against my hand. "But you never do anything I don't like."

"There's always a first time. Tell me what I'm supposed to do with my mouth today, Zach."

"Give me a blowjob?" He sounded uncertain, as if this were a test he had not prepared himself to take.

"And I will." I smiled against his neck when he made a helpless little noise. "Is that what had you so anxious in class all afternoon? The thought of me with your cock in my mouth?"

"Yeah, and it had me worked up since leaving here Tuesday," he choked out, in what I thought was nearly a laugh.

"You're very hard right now, Zach." He made a noise of agreement. "I like your, hmm, enthusiasm." I rubbed my thumb on the underside of his shaft. "I'm going to help you out of these sweats, and ask you to sit in the chair at the end of the mats."

"Can I help you? With your clothes? Your shirt and bra," he quickly clarified.

"If that's what you want, yes." I wondered if he had the slightest clue how turned on I was by this time. It was all I could do not to rip all my own clothes off, and throw myself on him, regardless of what we'd discussed Tuesday. Another day with Zach, another day of learning that controlling myself with him was a lot harder than I originally imagined when I had proposed this idea to him. Teaching him to help a woman out of her clothes, and knowing he enjoyed doing it, was somehow a bigger turn on than I imagined it would be.

I shimmied Zach's sweatpants down, and kneeling, helped him free his feet one at a time before tossing them onto the desk. He turned toward me, and I drank in the sight of him standing naked before me, erection jutting prominently before him. Zach fidgeted a little, shifting his weight from one foot to the other, hands twitching a bit as he stood facing me.

"I like looking at you, Zach," I offered reassuringly, and he look both pleased and self-conscious to have my attention focused on him so intently. "Now I believe you were going to help me out of this?" I stretched my arms up over my head, and he stepped close to tug my shirt up and off, tossing it onto the desk to join his sweatpants.

I thought he would rush through getting me out of my bra. Instead, he set his fingertips on the tops of each of my shoulders, and ran them over my upper arms to my elbows and up again. His eyes followed his fingers as they traveled alongside the strap of my bra to the swell of my breasts. His eyes flickered up to mine and I held my breath, waiting to see what he was going to do. It wasn't often he made eye contact without prompting. He gave me a small crooked smile, and let his fingers walk back up the same path to my shoulders again. One hand continued down my back, and with a smooth movement, undid the clasp of my bra. His hands slid the bra straps down over my arms, freeing me completely from its confines, and tossing it aside as well. I thought he would look down then, but he didn't. He kept his eyes on mine and let his hands trail down to cup my breasts. He rolled his thumbs over my nipples almost roughly, causing me to gasp at the small jolt it created inside me. The jolt caused my stomach to clench momentarily, and my eyes widened. Zach leaned in and gave me a small peck on the lips, drawing back quickly. As he drew back, he finally dropped his eyes to where his hands continued to play with my sensitive flesh.

As much as I enjoyed the way his long, slender fingers played over my hardened nipples, I drew back slowly from his hands, drawing his attention to my face again.

"What do I do next?" he asked in a voice that trembled just a touch.

"Have a seat." I indicated the chair I'd told him I wanted him to sit in, and he obediently went to it and sat, looking at me expectantly. His hands squeezed his knees nervously.

I stepped onto the stacked mats and stood in front of him. I took his chin firmly in my hand and tilted his head up a bit so I could look him in the eyes.

"Listen to me, Zach. I don't have a lot of expectations that you'll last long this first time. We're doing something a little new, so that's okay. I'm going to kneel and, when we're both ready, I'll start. You can touch me, you can put your hands on me, but don't try to grab me too hard, don't try to force me further down on you, don't try to push your hips up. You're big, and you're already really hard, so I'm not going to be able to take a lot of you." I gave him a sly smile. "What I want by the end of our time together is to try and deep throat you," I paused as he gave a loud groan, then continued. "That's what I had picked out from the book I gave you. Maybe I'll manage, maybe I won't, but at least it'll be fun to try it. But it's not going to happen today, so try and be careful with me, Zach. Agreed?"

"Yeah, agreed. I'll try, Brinna, really." He swallowed. "I wouldn't want to do something to hurt or upset you, not on purpose."

"I know," I reassured him. "I just want to be clear up front about what I expect, and what you can expect from me. Part of the goal in communication, right?" He gave a small sound of agreement. "Now the other thing. Did you only cum once today? Before you came here?"

"Yeah." His forehead creased in a slight frown, not sure where I was going with the question, uncertain if he had done something wrong.

"You're not going to cum in my mouth this time." I tried not to smile at the slight disappointment I saw in his face. "Zach, you're like a damn fire hose. I don't mean that as a negative, I personally find it sexy as hell. If you feel like trying this a second time today, I'll let you, but this first time, I want to make sure I don't drown." I grinned and he relaxed a fraction, I suspect in response to being told there could be a second time. I kissed the tip of his nose and his hands rose to my hips. He slid his arms loosely around my waist and leaned in, taking one of my nipples between his lips and flicking it with the tip of his tongue. I gave a murmur of approval and slid my free hand to cup the back of his neck.

"You are getting good at that," I sighed, as he lifted his head and moved to take my other nipple into his mouth. I closed my eyes and enjoyed the feel of his warm mouth on me.

"I wish I could do more for you, Brinna," he said, leaning back and releasing me.

"Mmm-hmm," I agreed, wishing again to be able to relieve my own needs right that minute. Still, patience was required, so patience it would be.

I dropped carefully to my knees, without sitting back. That allowed me to return the favor and use my lips and tongue to tease Zach's nipples for a couple of minutes. I felt his hand caress the back of my head, though he followed my instructions and kept his touch light.

Sliding myself down, and leaning back just a bit, I brought myself to a comfortable level, finding myself face to face with Zach's now raging erection. I glanced up at him and licked my lips in anticipation. He was intently focused on my mouth, and I saw his eyes start to glaze over, as my tongue wet my lips.

"Are you ready?" I asked in a husky voice.

"God, yes," he replied, and I felt his fingers tighten just a fraction before going loose again. He worked his hand gently into my hair, careful not to pull, as he settled his fingers into my locks.

As I leaned toward his cock, intent on catching the drop of precum that was glistening and ready to fall from the ridge of his cockhead, he took a deep breath and held it. His anticipation caused me to smile, as my tongue caught the clear liquid and continued across his slit. He jerked just the merest fraction at the contact.

With one hand, I grasped him firmly at the base of his erection. I used the first two fingertips of my free hand to trace light circles around the slit at the tip.

"I really love how soft the skin is here," I observed, just before I took the entire head of his shaft in my mouth and applied a gentle suction. I used my tongue against the underside, and the resulting growl Zach made in response was electrifying. I glanced up at him from beneath my lashes, to find a look of such naked desire on his face that it sent a river of intense shockwaves all the way down to my toes. In response, I increased the strength of the suction I was applying and slid him further into my mouth.

"Oh god, Brinna," he whispered hoarsely, and his hips gave a small jerk. I backed off a fraction, though his position in the chair kept him from driving himself too far into my mouth. "Sorry, sorry," he apologized, and his head tipped back, taking his gaze away from the sight of my mouth on his cock. His eyelids slipped closed and the look on his face changed to a different kind of concentration.

I lifted my mouth off him slowly, until I held just the soft head between my lips. I kept my lips firm around it, raised my head, and let it pop out of my mouth. Zach groaned again, torn between heat and frustration.

"Prime numbers, Zach?" I asked in a teasing tone.

"Formulas," he muttered. "Need a bigger distraction." He took a deep breath and looked down at me, watching my hand stroking his wet member. "Please don't stop, Brinna. Please?"

"Just a brief intermission," I promised. "Next time, I want you to lie down, so I have better access to your balls." He whimpered, and I smiled at him. "Warn me before you cum, Zach." He gave a quick nod. "Do I even need to ask if you're enjoying this?"

"It's fucking amazing," he declared.

"I love how soft and hard you are at the same time," I told him, kissing his cockhead. His cock gave a small twitch. "Silk covered steel." I released my grip on his cock and placed my palms on the tops of his thighs. Turning my head, I placed several hot, wet kisses along the inside of his thigh. "Tell me what you want."

"I want you to suck my cock 'til I cum," he replied, without hesitation or a hint of reluctant shyness. He wrapped one hand around the base of his rod and, with the other, applied gentle pressure to the back of my neck, guiding my mouth back to the broad head.

I tapped Zach's wrist, and he released the hold on his shaft. I dipped my head, and extended my tongue, running it up the underside of his cock, then flicking the tip along the little valley on the crown of it. He eyes stayed locked on my mouth, and the glazed look was returning to them.

"Tell me what to do." I offered him control, for the moment.

"Suck my cock, Brinna. Take it in your mouth and don't stop 'til I cum." He pressed more urgently on the back of my neck. I opened my mouth, allowing him to guide me, as his insistent cock slipped between my lips.

As soon as I settled my mouth over the head, he eased off the pressure on my neck, but his fingers maintained contact, rubbing gently. The way he was massaging my flesh felt good, and I sighed around his cock. As I leaned over him, some of my hair fell across my face, obscuring his view. Zach's free hand gathered it, holding it back from my face.

"I need to see you," he said simply. "I've thought of your mouth for a lot longer than just this week. This is what I thought about when I jerked off earlier. I thought about how your mouth felt on me Tuesday. The way you sucked all of me 'til I was hard, and I got too big for your mouth, just like now." He licked his lips. "Take as much as you can, Brinna."

His words renewed the flames inside me, and I went down on him greedily, feeling his response in the tension of his fingers at my neck. He stilled his fingers, unable to keep rubbing my neck, while I was bobbing up and down on his cock. I continued to squeeze and then release the base repeatedly with my hand as I took him as far into my mouth as I could comfortably manage.

I glanced up at him occasionally as I mouth fucked him, and noticed that his lips parted and his breathing became heavier. He made the loudest sounds when I reached the head of his cock, taking a moment to tease him with my tongue and a harder suction, before dipping my head down again. I varied the pace as I went. When my lips touched the top of the fingers I had wrapped around him, I would pause, with him as deep in my mouth as I could hold him, before rising again.

"Brinna, I'm nearly there," he said suddenly. I lifted my head until only the tip and first couple of inches remained in my mouth. I used my hand to stroke him as I increased the suction and worked my tongue over the spongy head of his cock. I moaned, and that vibration pushed him the rest of the way. "I'm gonna fucking explode," he warned. I felt his cock jerk in my mouth. "Ahhhhh, fuck!"

I lifted my mouth from him just as a powerful jet of cum shot from the tip of his cock. I continued using my hand to jerk him, and the hot, thick liquid fell across my wrist. I glanced up, and saw Zach's eyes scrunched closed, an almost pained look on his face as he came.

He managed to coat most of my hand, and his lower belly, by the time his prick had finished jerking and pulsing. He was breathing hard. Without me even noticing, his hands had become buried in my hair, while I was distracted with watching him.

While still on my knees, I pushed myself up as tall as possible, and he slumped forward in his chair to rest his forehead gently against mine.

"I'll never forget that, Brinna," he whispered. He gave me a clumsy but heartfelt kiss. "It was amazing."

"You did good, Zach. You lasted longer than I expected."

"Not long enough," he answered.

"Shhh," I ordered. "You did fine."

"It'd have been over faster if you hadn't stopped earlier," he admitted. "And formulas helped more than prime numbers this time." He gave a brief laugh.

"Let me clean you up," I said, giving him a little kiss before I stood.

After using a few wet wipes and some paper towels, we again cuddled on the yoga mats, nestled like spoons.

"I still wish I could do more for you," he said, stroking my stomach with his hand.

"Next week you start to learn how." I rested my hand lightly on his as it moved.

"I like talking dirty to you, Brinna," he admitted quietly. "I know it turns you on."

"It does."

"Did, um, did your ex do that? Talk to you that way?"

I laughed a little.

"No. No, he was really conservative in the bedroom. I knew it when we got married, but I kind of hoped things would get better over time. Like he might learn to loosen up. I'm not even sure he enjoyed sex that much, really, or maybe it was just sex with me."

"He must have been crazy," Zach marveled.

"I come from a long line of sexually repressed women, Zach. And I promised myself after I got married, and especially after I got divorced, that I wasn't going to be that way. I was going to enjoy every bit of sex, and do what I wanted."

"Good news for me," he said, and kissed and nibbled my neck. "Does it bother you if I ask about him? Your ex?"

"No. That's all over and done anyway. Moved on."

"Why did you split up?"

"A lot of different little things that started to add up to something bigger. We just weren't going to be compatible long term. I wanted more than he could offer me, and he didn't want to grow as a person. He was perfectly happy being in a little box, with all his uptight ways." I sighed. "It just wasn't going to work out after all."

"I probably shouldn't say it, but I'm glad. If it had worked out, we wouldn't have ever met. And we sure never would have been together like this." He slipped his hand up to cup my breast. "Have you ever done something like this before?"

"Are you asking if I'm a slut?"

"Brinna, no!" he said in shock. "I didn't mean that." He raised himself up and hovered over me. "I'd never say that about you, or even think it. I don't really know why I asked. Well, I mean, I guess I wanted to know if I was, well, the first?" he finished lamely.

I rolled onto my back so I could look up at him.

"If you're special?" I asked. I saw something I couldn't identify cloud his face. "You are special, Zach. I saw it the first day of class. I don't know what it is, but it's there." I reached up and stroked his cheek. "You can be more, too. You just need to learn that, and to stop thinking you're somebody's mistake."

"Now you sound like my grandpa," he said, and I laughed at the comparison. After a moment, his lips twitched with humor, he said, "Okay, maybe that sounded wrong."

"Because you seem to like him so much, I'll take it as flattery."

"I meant it that way," he assured me, smiling at last. "Do you really like me, Brinna? I mean, you know, as a friend?"

"I do." I grinned at him suddenly. "Now kiss my tits and show me the other thing I really like about you." His eyebrows rose, questioning. "You're a fast learner, Zach. Show me your skills."

Still wearing a smile, he moved to comply. I sighed in satisfaction as he kissed and licked the exposed skin of my breast. He teased me by playing his tongue over the swell of the breast, around the areola, refusing give any attention to my hard, straining nipple. He did all this while cupping the other breast, and kneading it lightly.

"I'm starting to get hard again, Brinna," he whispered against my skin.

"Then ask me."

"Will you suck my cock now? Will you get me hard with your mouth?"

"Lie back," I demanded, already turned on by the teasing of his mouth, inflamed further by his request.

He settled on his back quickly, and I wasted no time moving between his legs. His cock was alive with small twitches and jerks, a subtle swelling taking place. I looked at him, head propped up on the pillow, watching me down the length of his body, and smiled my want at him.

I took him in my mouth as he was growing, taking him to the root, my nose bumping gently against his pubic bone. He gave a deep moan, feeling his cock entirely encased by my warm mouth.

As I had before, I held him like that, feeling his cock swelling on my tongue, and easing myself slowly back as he continued to rise and grow. It wasn't long until I could no longer keep his entire shaft in my mouth, and I lifted my mouth completely off him momentarily.

I crawled back up his body until we were face to face as I hovered over him. His eyes were hot and he raked me with a long slow look from my face to my breasts.

"Look how excited you are," he breathed. He reached up to tweak my hard nipples between his thumb and forefinger. I couldn't stop the soft moan that escaped my lips.

"I want you to cum for me again," I demanded. "I want you to cum in my mouth this time." I was rewarded by a catch in his breathing, his whole body pausing, as he absorbed my words. Smiling in satisfaction, I leaned down to kiss him, and ran the tip of my tongue along his bottom lip lightly.

"Wait," he said, surprising me. I sat up, and waited as he snagged his backpack, putting it behind him and slapping the pillow over it. With this arrangement, he was able to prop his shoulders higher. "I can see you better like this."

"Then watch, because I'm going to swallow the whole load for you," I promised, as I slid my way back down his body.

Zach didn't hold back, and gave a deep growl when I began teasing him with my mouth again. I alternated with flattening my tongue while running it over the top of his cock, and using the tip to flick the slit, as precum drooled from it, swirling it around the crown.

I wet my lips excessively, then placed my softly closed lips at the tip of his cock. I glanced up at him, making eye contact. As he watched, I grasped his cock mid-shaft, forcing it between my lips, using it to pry my mouth open, and sliding it into my waiting mouth. His hands tightened into fists at his sides as he watched me go down on him.

I played with him further, working my mouth slowly over him, down, down, as far as I could go, before I had to stop or gag. I hummed softly, knowing the vibrations would excite him even more, and I was not disappointed. I spent several minutes slowly increasing the pace of it all, occasionally looking up to gauge his reaction.

With him lying prone, I was able to use one hand to gently cup his balls, and my additional touch caused him to make a small noise of surprise. Inspired by that, I lifted my head from his cock, continuing to stroke him with the other hand, and dipped my head to lick them lightly. He groaned heavily when I took one into my mouth and worked it over gently.

"Damn," he whispered. I switched my mouth to the other ball to give it the same treatment. "If you keep that up, I'll cum for sure," he warned me. "I'm getting close, Brinna."

Satisfied, I used my tongue to wet his swollen flesh, before taking his cock between my lips again. Knowing he was close, I began to work my hand faster at the bottom half of his shaft, while I sucked and licked the top half with vigor.

"I'm gonna cum, Brinna," he panted. "I'm gonna cum for you, like you wanted. Right down your throat." His hips jerked upward, not enough to concern me, as I continued riding his cock with my mouth. "Fuck!" he grunted, and I felt his cock twitch.

The first spurt of warm liquid hit the back of my throat, and I swallowed convulsively, applying more suction as the second jet landed across the back of my tongue. I moaned in ecstasy, causing Zach to cry out again, as his cock convulsed a third and fourth time. I swallowed every drop of him.

A minute later, I lifted my mouth from his softening cock. He was looking at me, blissed out. He reached for me, pulling me up towards him. He kissed me, open-mouthed, sloppy, but with passion. I felt one of hands stroking my hair, the other stroking my back.

"Brinna," he whispered after releasing the kiss. "That was one of the hottest things I've ever seen." He closed his eyes and released a deep breath. "Thank you. I know that sounds stupid—."

"Stop," I demanded. "Nothing we say in here together is stupid, so stop." I kissed the tip of his nose. "You're welcome."

He reached up and shoved the backpack away, his head now resting only on the pillow. He pulled me down on top of him, and I nestled my head into his shoulder and neck, while he held me tightly against him.

"Next week," he promised, "I'm going to learn to make you cum." He paused. "And I'll find out if you're a real redhead, too." I could hear the smile in his voice. He kissed the top of my head and sighed in satisfaction.

"And will you be disappointed if I'm not?" I asked playfully, feeling extremely satisfied with myself, while at the same time regretting the unbanked fire I still felt deep inside my core.

"Never. But I'll know, and other guys will just have to keep guessing."

Maybe it was the way he said it, but both of us started laughing. It didn't last long, but it felt good. Sometimes laughter can get you almost (almost!) as high as sex.

We cuddled together another ten minutes, not talking, each of us lost in our own thoughts. Zach would stroke his fingers over my back, dancing those long fingers up and down my spine delicately. I was content to be still and let him touch me, and he seemed content to do it without the need to speak further.

"I should get dressed," I said at last, regretfully. "I still have work to get done, and I need to do some stuff for my diversity class."

"Why don't you work on that, and I'll do some of the scanning?" he offered.

"It's boring, you don't have to stay and do that."

"I like computers, I don't mind. It's not boring if I'm helping you. You would have it done already if you weren't busy, uh, helping me."

After a bit more wheedling on his part, I agreed to let him stay and help while I studied. I wasn't sure if he would be able to resist interrupting me as I did my homework for my other class, but he worked quietly and quickly while I studied.

"Next week, Red?" he asked jokingly as I was locking up the office.

"Wouldn't miss it," I answered, and we headed down the dark hallway toward the exit together.

**Lessons Learned Ch. 05: Study Buddy**

The doors to the classroom were locked when I arrived. A small group of students milled around each of the doors, talking in low voices. Zach was leaning against the wall, head down, as he read a novel. Reggie and Tyler stood a short distance away.

As I approached, Reggie nudged Tyler, and they both watched me come to a stop next to Zach.

"Hey, geek, you know what chapter we're supposed to be studying this week?" Reggie asked. I didn't like the predatory gleam in his eyes.

"Sexual Health and Dysfunction," Zach replied absently, then jerked his head up to meet my eyes, as he realized I was standing beside him. He started to smile.

"Maybe you can explain premature ejaculation to your research partner." Reggie and Tyler snickered. "What was that girl's name again? The one you screwed for, like, thirty seconds?"

If I could have shot flames from my eyes, and melted the two of them on the spot, I would have done it. Zach's smile dropped and he flushed a deep red. Even though he had told me about the experience, I knew he was feeling deeply embarrassed to be publicly reminded of something he considered a failure.

"Why don't you go screw yourself and leave him alone?" I asked angrily, glaring at the two of them.

"Ooooo, Zach, I made your mommy mad." Reggie raked me up and down with his eyes, smirking.

I was prevented from responding by the appearance of Dr. B and the custodian. It seems the classroom doors had been locked and Dr. B had gone to search for someone with a key.

I stayed, locked in a glaring contest with Reggie, until Zach nudged my elbow and nodded toward the open classroom door. Reggie mouthed the word 'bitch' at me before he turned to push his way through the door, ahead of the others waiting to get inside.

"Don't worry about it, Brinna," Zach whispered after we'd found our seats. I continued staring holes through the back of Reggie's skull as the third member of their merry band of assholes, Lee, came through the door and took his seat next to Tyler.

To make things worse, the videos we had to watch consisted of a variety of sexually transmitted diseases. There were no concerns about getting hot and bothered based on the content of these particular videos. Zach looked distinctly pale under the low lighting in the classroom. I was a little nauseous myself by the end.

Dr. B handed out a one page quiz for us based on the content of the video. Once done, I insisted Zach let me turn them in. Normally, Zach assumed the duty of taking our papers to Dr. B at the front desk. He had told me Tyler and Reggie would stare at my ass whenever I went up to the front desk, and he didn't like it.

I smiled politely at Dr. B as I handed him the papers, then turned to make my way back to my desk. The path back to my chair took me past Reggie's seat. He looked up from his paper as I approached, and I raised my right eyebrow at him. He rolled his eyes and looked back down. Just then, I tripped over something in the aisle, reaching out to break my fall. My hand landed on Reggie's desk, knocking over his open can of soda. The sticky liquid cascaded out, flowed over his paper, and splashed primarily into his lap.

"Oh!" I said, apparently horrified that I had been so clumsy. "I am so sorry, Reggie. My foot got caught on something." I gave him the most innocent look I could muster. "Are you all right?"

"God dammit," he hissed, belatedly reaching to right the nearly empty can. "You are such a bitch."

"Go get some paper towels from the restroom and clean that mess up, Butler," Dr. B demanded. I sashayed back to my seat as Reggie stood to comply.

Zach was looking at me, wide-eyed and speechless. He realized that I had engineered the 'accident' at Reggie's desk. I grinned at him, causing Zach, causing him to duck his head to avoid anyone seeing his answering smile.

"Thursday we'll be covering the section on sexual dysfunction. Now get out of here and make sure you do the reading," Dr. B warned, dismissing the class.

"Reggie looks like he could have been the victim of premature ejaculation himself, with that big wet spot on his pants," I observed to Zach, pitching my voice low. Not so low that it wasn't heard by the three guys sitting closest to us. I could have sworn I saw Lee cover a smile.

"That fucking bitch," I heard Reggie tell Tyler as Zach and I slipped past them.

"You didn't have to do that, Brinna," Zach told me, once we were outside the classroom.

"I didn't have to," I laughed. "But it sure was fun. Who knew revenge could be as sweet as a Coke?" Then I shrugged. "He really can't prove it was anything except an accident. And I did apologize, after all."

"Oh yeah," Zach said sardonically, "that was some sincere apology." Laughing, he opened the library door for me.

"We have to go to the Reference Desk and check on some journals I ordered for our paper and I think we both need some time to get the images from Dr. B's horror movies out of our heads."

"It was smart, what you did. I mean, when you had us both go to Student Health and get checked." He cleared his throat. "I mean, I know I wasn't, you know, active, but it was a good idea. You know?" He caught my look. "Not that you needed to be checked, or um, ah hell," he said in frustration, "I'm not saying this right."

"It's okay, Zach. I get it." He gave me a relieved smile.

I sent Zach to the Reference Desk to retrieve my journal order, while I headed for the nearby copy machine. I suggested he introduce himself to Jen, the girl at the counter.

Jen worked the Reference Desk a few hours a week. I knew Jen from work study staff meetings, and I had used her help before when doing research for papers before. She was a cute girl; I knew she had recently broken up with a boyfriend and had been lamenting the lack of 'decent men' in her life.

I leaned against the copy machine and watched Zach approach the desk. I could tell by his hesitant step he was feeling uncertain. He knew I was watching him closely, although a casual observer would not notice my interest.

He spoke to Jen, at one point indicating me over by the copy machine. I waved when her head turned to find me, and she nodded back. She responded to Zach, then disappeared into the stacks to retrieve my order.

He brought the small pile of journals to me at the copier, looking for all the world like he'd love to be anywhere else right now.

"You could have told me you ordered a bunch of journals about sex studies," he accused. I simply grinned at him.

"I told you they were for our paper."

"Yeah, well." He cleared his throat. "What now?"

"Let's make copies of the cover and articles, then we can return the journals."

I made Zach go back to the desk a second time, to ask Jen for a stapler, then a third time to return to the journals. As we made our way down to the basement, I told him I thought he should ask Jen out.

"What?" he asked incredulously.

"She's a pretty nice girl. She's cute. You just need to make some small talk, then ask her out. You know, it doesn't even matter what her answer is, it'd be good practice for you."

"But—I don't know her at all. Why would she want to go out with me?" he considered. "I don't even have a car, where would I even take a date?"

"Zach, it's a college campus. There are activities on campus all the time. Sports, movies, bowling nights, festivals, workshops, speakers, all kinds of things." I nudged his arm. "And you can get to know her on the date." I gave a contented sigh. "Yup, that's your new homework. You need to start asking girls out. Check the calendar in the Student Activity Center, see what's happening on campus, and start asking some girls if they'd like to go with you to something. You don't have to ask Jen if you don't think you'd like taking her out. But you should be asking at least two or three girls a week."

"Couldn't you just stick to finding ways to torture Reggie, and not me?" He gave me a half-smile, sounding hopeful.

"Confidence is sexy, Zach, remember?" I shut the door to the office, flipping the lock and turning to him. "I want you to feel confident anywhere you go. Walk into a room like you know exactly who you are, what you want, and where you're going. Don't be afraid of rejection, because there's always someone else out there who will see your confidence and respond to it. Get immune to rejection; it can happen to anyone. Some people let it diminish them, and some people shrug it off as just one of those things you can't control, so you shouldn't worry about it. Stop looking at your flaws because you're missing all the good stuff about yourself." I paused to catch my breath. "Lecture over."

Zach looked thoughtful as he set his backpack down by the door.

"I can't ask a girl out this week. My best friend is coming to visit this weekend, so I'll be busy." I gave him a skeptical look. "Really, Brinna! You can meet him Friday if you want." He grinned, pleased to have found a way out of his assignment for this week.

I playfully rolled my eyes as I dug the copied articles out of my backpack.

"So, tell me about this best friend," I said, setting the papers on the desk and sitting down behind it. I patted the chair next to me and Zach sat down, turning toward me.

I learned his best friend's name was Matthew. They'd gone to school together since Zach, as a twelve year old kid, moved into Matthew's freshman English class. He and Zach took turns visiting each other at their different colleges; this semester was Matthew's turn to visit. It was easy to see that Zach looked forward to seeing his friend. By his own account, Zach was so shy that it had been difficult for him to make many friends at this campus.

"So when is your grandpa coming to visit?"

"A week or two after midterms." He smiled happily, excitement shining on his face. There was something infectious about it and I found myself smiling back. "You're really pretty when you smile like that, Brinna." Almost as soon as the words were out of his mouth, his eyes widened slightly and he appeared anxious.

"Thank you, Zach," I said neutrally, trying to help him past his sudden discomfort. He turned his attention to the papers on the desk, cheeks slightly flushed. Impulsively, I brushed back a lock of hair that had fallen across his brow. He let out an almost imperceptible sigh as I touched him. "Want to look through these articles and see if there's anything we can use for our paper?"

"Sure," he said, sounding relieved to have a distraction.

We worked together in a comfortable silence, underlining information we thought might be usable for our research paper, making notes. As in the past, I admired the intensity that Zach brought to the work. Oddly, I was having difficulty concentrating on reading with his quiet presence at my side.

I pushed through the remainder of the last article, then shuffled it to the side of the desk. Shortly after, Zach also finished his work, too.

"What did you think?"

"I think the research on partners discussing, their, uh, sexual fantasies is, um, really interesting," he said hesitantly.

"So do I," I answered, standing up and stretching my arms up over my head to work the kinks out of my back. I dropped a hand onto Zach's shoulder, causing him to turn his head toward me. "Do you have a fantasy you'd like to tell me about, Zach?" I asked in a low voice. He swallowed convulsively.

"I had a dream about you this weekend. Us, I mean. I don't know if I, uh, can tell you about it. It was, it's, uh. It was intense."

"Now I have to hear it," I said teasingly. "You can't say something like that and then not tell me." I rubbed his shoulder gently. "Push your chair back from the desk a bit." He complied, glancing up at me. I gave him a smile before I threw one leg over him, straddling his legs as I sat down on his lap. We were now face to face, separated by several inches. I felt Zach's hands come up and settle on my hips. "Is this all right?" I asked, cupping his face in my hands.

"Yeah," he breathed.

"Tell me about your dream and I'll tell you what I did this weekend," I cajoled.

"D-do you want me to go down the hall first?"

"To jerk off?" He nodded. "No. If you take your dick out to stroke it today, I want you to do it for me." Zach took a sharp breath and his fingers tightened on my hips briefly. "Touch me if you want to, Zach." I leaned forward and gave him a little kiss. "Anywhere. I want you to," I said softly against his mouth before nibbling lightly on his bottom lip.

Zach ran a palm slowly up my spine, his fingers stopping to explore my bra strap.

"Anywhere I want?" he inquired.

"Mmm-hmm." I murmured, kissing the corner of his mouth. I dropped a hand back to rest on the back of his neck, rubbing gently as I kissed along his jawline. "Tell me about your dream. Your dream about us."

Zach's hands trailed along the seam of my bra, coming around front to cup my breasts through the layers of fabric. He dropped his hands and began to unbutton my blouse from the bottom up. He worked carefully, pausing to exhale shakily when I took his earlobe between my teeth and nibbled it lightly. I paused myself when the backs of his fingers deliberately brushed over the flesh of my breasts not covered by the bra. Zach snapped the clasp open and quickly pushed my blouse and bra off my shoulders. I shook my arms free and he tossed my clothing onto the desk behind me.

Zach covered my breasts with his hands, massaging gently. I pressed myself against his palms, kissing and nipping at his neck.

"I dreamed we were in class," Zach began hesitantly. "It was just a regular class day. Dr. B was lecturing. Then he said we didn't have any videos to watch because we were going to see a live demonstration." His fingers began working on my hard nipples. I felt the flare of heat between my legs.

"Go on," I urged, prompting him to both keep talking and keep touching me.

"Dr. B looked at us, then told us to come up front so we could demonstrate." Zach gulped. I dug my fingers into his hair as he dropped a hand down to stroke my inner thigh.

"Demonstrate what?" I placed a hand over the top of the one he was using on my breast.

"How to fuck." His hand slid to the juncture of my thighs. "Anywhere?" he asked again.

"Are you teasing me?" I asked with sudden insight, intrigued.

"A little?" He sounded uncertain, causing me to smile against his neck.

"Anywhere." A wordless murmur escaped me when he pressed his hand between my legs.

"Are you, um, aroused?" He slid his hand back and forth in short strokes.

"I'm wet," I whispered to him, smiling wider as his hand pressed harder. "Tell me the rest."

"He made us come up to the front of the class. Only, when we got there, we were naked and-and they were all looking at us."

"How did that feel? Being naked with me in front of the class?" I wished my layers of clothing weren't separating me from his touch.

"I-I was embarrassed. But I was also rock hard." I felt his lips suck gently at the flesh where my shoulder and neck met. "They were all so quiet, just staring. I didn't know what to do. And then you, um, you bent over the desk." His hands moved on me restlessly, grasping, losing the smooth movements he had been using.

"Then what?" I asked breathlessly, an image having formed in my head at his words. I found his mouth and opened his lips carefully with my tongue. He gave a soft moan, his hands tightening on me. I lifted my mouth from his. "You know Dr. B's desk is really similar to this one." I paused to let that idea take root in his mind. "Tell me what happened next."

"You looked at me over your shoulder," Zach answered, and I saw his lips quirk into a smile. "You said, 'Come on, Zach, it's for a grade.'"

I laughed, my body warming from head to toe. Zach chuckled, setting his forehead against my shoulder. The laughter did nothing to diminish how turned on I was by his recollection. If anything, it increased it.

"What did you do?" I prompted, snaking a hand down to feel the hard bulge between his legs. The back of my hand brushed the back of his, the one he was using to rub my pussy.

"I fucked you," he said with heat. I caught my breath. I needed the rest of my clothing off. I needed Zach's hands on my bare flesh. "I fucked you from behind while everyone watched."

"Oh, Zach," I moaned softly.

"I woke up with my cock in my hand, stroking hard," he whispered. "I came, wishing I was inside you." He turned his head, burying his face in my neck. "I want to see your pussy, Brinna. Show me. Please show me. I'm so hard for you right now. I just want see and touch all of you."

I disengaged from him and stood, reaching for the button of my slacks. Zach gently pushed my hands away.

"Let me." He reached for the fastening with hands that shook slightly. He fumbled a bit with the button, then pulled the zipper down. I slipped my shoes off, and kicked them out of the way, as he tugged the slacks down over my hips and let them puddle at my feet. His eyes locked on the lacy black panties covering my dripping pussy and licked his lips. His eyes rose and found mine.

"Go on, Zach. Time to find out." I smiled warmly at him. He took a deep breath and hooked his fingers into the waistband, pulling the lightweight material down over my thighs. He released his grip as he reached my knees, letting my panties fall to join my slacks on the floor.

"Real," he muttered, his fingertips coming to rest at the top of the triangle of red, tight curls between my legs. He let his fingers trail lightly through the curls as they sought out his ultimate destination.

His fingers brushed lightly over my outer lips and I shifted, spreading my legs a little wider to give him better access.

"Zach?"

He tore his eyes away from my snatch and looked up at me.

"Would you like me to lay on the desk so you can get a better look?" He nodded. "And Zach? I need you to keep your clothes on. I'm incredibly turned on and I might go further than we should right now."

"Maybe you should go down the hall and get yourself off," he said finally, giving me a smile.

"Maybe," I said with a light laugh. "Let me clear the desk."

I turned to move the papers, my blouse, and bra from the desk top. Zach's hands found my bare ass and stroked it. I put my hands flat on the desk and pressed back into his palms. My nipples were rock hard, my pussy felt drenched, and I wanted to beg him to put his cock inside me. I settled for letting him knead my ass cheeks with firm fingers, as I tossed everything across the desk into the chair on the other side.

I moved away from Zach's questing fingers, to the end of the desk. I hopped up onto the edge and slid back just a bit. The movements made me aware of the slickness between my legs. I leaned back, lowering myself carefully onto the hard surface. Zach moved away, puzzling me, until I saw he had gone to get the pillow from atop the yoga mats. He placed it behind my head, then stood beside the desk, trailing his fingers lightly over my skin. I looked at the cock bulging in his pants and licked my lips. In response, he tweaked my nipples, then leaned over to take the one closest to him into his mouth. I moaned as he used his tongue to toy with the hard nub, while his fingers continued to explore across my belly. When they reached my mound, they hesitated. He straightened and looked into my eyes.

"Can I look at you, Brinna? I really want to see you." He swallowed hard. "And touch you."

"Get your chair," I told him, placing my ass near the edge of the desk and spreading my legs wider. I bent my knees and put my feet on the top edge of the desk. "Oh god, I feel like I'm at the gynecologist," I said with a small laugh.

"I hope this isn't like that," Zach said sincerely, then gave a responding chuckle.

I closed my eyes as Zach rubbed his hands along my inner thighs, slowly, kneading in soft circles, almost as if he were handling my breasts again. I sighed contentedly when I felt him brush his palm across the top of my triangle of curly red hair.

"I can see how wet you are," he said softly, as I felt the first brush of his fingers on my outer lips. "Should I, I mean, I don't really know what to do. I don't want to hurt you." He sighed heavily. "I'm so fucking hard, Brinna."

"Try this," I answered in a husky voice. I ran my hand over my stomach and stopped with my palm resting on my mound. I extended a finger, and lightly traced over my outer lips. I heard Zach shift in the chair. I felt him lean forward, his breath touching my inner thigh. I dipped my finger into the hot liquid oozing from my depths, then smeared it around my swollen lips. Using my fingers, I spread my pussy wide for his view.

"Oh, god," he muttered.

"Go on," I urged, deeply aroused despite the nature of my position on the desk.

I twitched slightly when his finger first touched me. He began repeating my movements, from scooping up some of my juices to smearing it around my hot sex. My breathing became heavier when Zach hesitated at the entrance of my pussy.

"It's like a rose," he said finally. "Like petals on a rose."

"Zach, that's strangely romantic," I responded. "And very sweet." I shifted restlessly, my body craving more. "Put your finger inside of me," I urged. Without further prompting, he slowly pushed his finger forward, slipping easily inside of my wet hole. I moaned, unexpectedly loud, causing Zach to freeze.

"Am I hurting you?" he asked anxiously.

"God, no. It feels good. This is so...I don't know. I've never done anything like this, it's so..." I trailed off, not even sure of the words I needed.

"It's hot, Brinna. So fucking hot. I'm still not sure I'm not having the best dream ever." He resumed slowly moving his finger in and out of my pussy. "Will you show me what you like? I want to know what you like."

"All right." I gently pushed his hand away, scooting myself back on the desk, moving into a more comfortable position. What I really wanted was to bury my fingers in my sopping hole and get off. "Stand up and move in closer," I said, "then let me have your hand."

Guiding him with my hand spread over the top of his own, I pressed both our index fingers into my slick hole. He made an ecstatic little sound, and I worked our fingers around gently inside me.

His finger began to move a little faster and more firmly inside of me, so I removed my own hand. He didn't really know what he was doing yet, moving his finger with no specific rhythm. He was nowhere near my clit, but it still felt good.

"Two fingers now, Zach. Not too fast. Feel your way around."

He explored while I lay under his hand. He seemed to finally catch a rhythm, working two fingers inside of me until I was on edge. Unconsciously, my hips found the rhythm of his hand and I began to move slowly against his fingers.

"Fuck," he moaned. "My cock is going to explode in my pants, Brinna. I need to cum soon. I'm sorry."

"Shut up, Zach," I said kindly. "I don't want apologies. I need to cum too, and I'm the one trying to teach you self-control."

"I want to see you cum. Please?" he asked eagerly.

I was breathing hard now, excited beyond measure at the research partner I had found for myself. He was so much more than I had originally hoped for: eager, willing, and intrigued by it all. Inside our little room, he was slowly growing beyond his shyness.

I gently pushed his hand aside and two of my fingers dove in to replace his. With my thumb, I rubbed my clit, as I stroked fingers in and out of my drenched slit.

"Zach," I breathed, "you get me so wet, I never expected it to be like this." With my free hand, I toyed with one breast, pinching and pulling my nipple, teasing myself. "Oh god," I whimpered, my hand moving faster as my hips flexed just enough to push against my fingers. "Look what you do to me."

"Brinna, I'm sorry, I need to—I need to jack off. I might cum first," he warned.

"It's okay," I moaned, aware he was taking his cock out of his pants while he watched me get myself off. "Do it. Do it, Zach. Stroke your cock for me."

His hip pressed against my leg, and his free hand dropped to my inner thigh, though he didn't crowd me as I continued to work my pussy with my hand. I could feel the strokes he made through his connection with me. It took me to a new height of arousal to know he was pumping his cock in his fist, so very close to me.

"Brinna," he moaned, stroking himself hard and fast, "fuck, here it comes." I heard Zach cry out softly as something warm and wet hit the back of the hand. Oh god, he'd come on the hand I was using to get off!

Then it was my turn to moan as his second spurt hit my hand and wrist, and, with that, I came hard. The moan became a harsh shout as I envisioned the erotic scene we had created. My pussy spasmed relentlessly against my rocking fingers. I lost track of Zach as I rode the high on my orgasm.

Finally my hand slowed, then stopped. I opened my eyes to look for Zach. He stood in the same spot, dick in hand, watching me.

"That was amazing," he gushed. Then he blushed and became shy with me again. "I'll go get you something to clean up. Sorry."

"Stop," I said, freezing him in his tracks. I carefully removed my drenched hand and sat up. His hand had never left my thigh. He slid it up my leg and touched my damp curls with the tips of two fingers. "Go on," I said, "but gently. I'm still sensitive." I grabbed his wrist, ready to restrain him if he became too eager too fast.

His fingers slowly invaded my depths. I closed my eyes briefly, small electric currents of pleasure throbbing inside of me, connecting my pussy and nipples together on one circuit.

"You could cum again, couldn't you, Brinna? I mean, if I knew how to make you, you wouldn't have to wait like a man, you could cum for me now."

"Yes," I said with a low throaty growl.

"Would you? Make yourself cum again for me?"

"You do it," I said, opening my eyes. "Give me your hand again."

Zach removed his fingers from my drenched pussy. Instead of giving me his hand immediately, he brought the fingers to his nose and inhaled deeply while he watched me.

"You smell good, Brinna. How do you taste?" He didn't wait for an answer. He sucked his fingers into his mouth, then pulled them out slowly. "God, Brinna. You're fucking delicious."

My pussy throbbed in response to his words. I moved to reinsert my fingers inside my waiting pussy, but Zach shook his head.

He hastily tucked his half limp prick in his pants and zipped up.

"Let me clean you up a little. Do you want to use the mats? It might be more comfortable." He dug the wipes and paper towels out of the desk drawer and cleaned his cum from my body and the desk. "I'm sorry I couldn't hold back and wait for you," he said softly. "I got overexcited watching you. Come on." He helped me off the desk, spread the yoga mats and retrieved the pillow. I lay back and let him fuss over me.

Once I was settled, he hovered over me on his hands and knees. I continued to watch him quietly, enjoying his solicitous attitude. He leaned down and pressed a kiss to my lips.

"I need you to teach me how to kiss you. I'm no good at it, I know. You can show me how. And I want to learn what you like, so I can get you as hot as you get me." His eagerness was sweet and heart wrenching at the same time. It did more to me than I liked to admit. "You'll show me, won't you?"

"Yes."

"Can I still touch you anywhere?"

"Yes."

He smiled suddenly, sliding down my body until his mouth was near my aching pussy. He glanced at me, anxiously seeking permission.

"Go on," I whispered and watched as he bent his head to run his tongue over my slit. "Oh god, Zach," I moaned. He was inexperienced, yes, but made up for that with his obvious desire to please me.

"Delicious," he muttered. I felt his tongue probing delicately between my sopping lips. His mouth pressed against my opening and I set one hand lightly on his head to encourage him. He moaned against me, sending small vibrations into my flesh.

I placed my feet flat on the mat, knees bent and open wide to allow him full access to me. He licked me, inadvertently running the tip of his tongue over my clit, causing me to groan and writhe beneath him. I fought the urge to grind myself against his mouth. Being a fast learner, he repeated the motion of his tongue and found my sweet spot again.

"Is that your clit, Brinna? Should I keep going?" He shifted slightly, reaching down to adjust himself. "I'm hard again, but I'll do better this time, okay?" He smiled bashfully. "Tell me what you did this weekend."

"Zach!" I protested.

"Please?" He slipped a finger inside of me. "I'll do anything you want. I'll ask that girl out, if that's what you really want. You said you'd tell me what you did if I told you about my dream." He added a second finger. "I told you, now you tell me."

Appreciating his turnabout of my teasing earlier, I exhaled heavily, pushing my frustration away. Smiling at him, I reached up and began to toy with my nipples while he watched me, eyes hot with desire.

"I never dreamed I'd be between your thighs, watching you play with your tits and tasting your beautiful pussy," he said. "It's better than any fantasy I ever had. Now tell me."

"I used the vibrator you bought for me, Zach," I said in a sultry voice. "I thought about having your cock in my mouth and how you came down my throat. I fucked myself with it, just like you wanted. I came so hard remembering being with you last week. I called out your name when I came. And I came more than once. I got off at least four times this weekend, just thinking about you and your big cock."

I pulled at my nipples while Zach rocked his fingers in and out of me.

"I want to suck your cock again, Zach, but first I need to cum. I'm going to play with my clit now. Watch closely because, next time, you're going to be the one who gets me off."

I used two fingertips to rub and grind my clit, while Zach continued to work inside me with his fingers. The closer I got to my second orgasm, the more noise I began to make. I was full of small sighs, soft moans, and wordless murmurs as I rubbed my fingers in a tight circle on my clit. I fucked Zach's fingers with abandon when I felt myself on the verge of orgasm.

"Ooooohhhh, I'm cumming, Zach," I ground out. "I'm cumming." My hips bucked and I felt my pussy spasm on his fingers, drenching them in my juices.

"Fuck that's hot," he said. I grabbed his wrist to stop his hand moving, as the throbbing inside of me slowed and I fought to catch my breath. His free hand stroked up and down my thighs.

I sat up, and Zach leaned in to kiss me, as he slipped his hand from my damp folds.

"I can taste myself on your lips," I whispered to him. "You did great, baby." I kissed him again. "Now trade me places with me and let me taste you again."

Zach's cock stood out proudly, as I knelt between his legs. Taking his cockhead in my mouth and teasing it with my tongue, while applying steady suction, I had him ready to come within minutes. He cried out sharply as he began to spurt into my mouth. I swallowed rapidly, taking everything I could from him as I squeezed his shaft, gently milking every drop from his spent cock.

"I'm going to make you cum next time," he promised me. I smiled at his assurance. "Do you have any idea how hard it is to sit next to you in class, watching sex videos, and not being able to touch you?"

"I think I can relate to how that feels," I laughed. He gathered my clothes and insisted on helping me dress. "It's so sexy to sit next to you and know that, not long after class, we'll be together in here." I straightened my blouse with a short tug.

"Will you kiss me before I go?" he asked hopefully.

I smiled softly and threw my arms around his neck, pressing myself against him.

"Is this what you want?" I asked, and slanted my mouth over his. I kept it simple, showing him with my actions what I liked. His arms came around my waist, holding me tight against him, as he slowly began to respond to my lead.

"Yeah, that," he answered breathlessly when I drew back. "Brinna? Thanks for today," he said shyly.

I almost rejected his thanks as unnecessary, but his sincerity stopped me. Instead, I gave him a quick peck on the cheek and stepped back.

"Try not to smirk at Reggie and Tyler when they talk about my hair color next time," I teased with a smile as he was leaving. Zach gave me an answering grin over his shoulder. He walked out the door with a slight bounce in his step. I wondered if he was aware of it.

"See you Thursday," he said happily, before adding, "Red."

**Lessons Learned Ch. 06: Study Skills**

Zach was already seated and watching for me as I entered the classroom. He smiled as I slid into the desk next to his. Casually, I moved my chair a bit closer before returning the smile.

"You look excessively cheerful today," I teased. "Are you up to something I should know about?"

He was saved from replying by the entrance of Dr. B, who quickly shut the doors and began his lecture. Once he'd started the video and lowered most of the lights, I moved my desk even closer to Zach.

"Brinna?" he whispered, raising an inquiring eyebrow.

"Shhh."

The video we were watching on sexual dysfunction was an improvement over what we'd seen in the last class, but still contained much drier material than our usual fare. The class was rather bare; several people seemed to be absent, including the trio of Reggie, Lee, and Tyler. I leaned forward, propping my left elbow on the desk and resting my chin in my hand, feigning interest in the film. Casually, I dropped my right hand over the side of my chair and laid it on the inside of Zach's thigh. He jerked in surprise, knocking his notebook to the floor. I retreated as he retrieved it.

Once he was settled, I repeated the maneuver. He didn't react as strongly this time, though I could feel the muscle of his leg tensing beneath my hand.

"Brinna?" he whispered again.

"Watch the video, Zach. Unless you object?" I asked in a low voice.

"No," he breathed. "No objections."

We sat in silence, eyes on the screen. I let my fingers draw tight little circles on the inside of his thigh, keeping my motions small so as not to attract any attention. Playing in class was not something we had really discussed, having kept up the appearance that our only real connection was being partners on our class research paper. An unexpectedly playful feeling had come over me when he had smiled at me earlier, and this was the result.

My fingers stilled after a few minutes, resting against Zach's thigh. I gave his leg a light squeeze, mildly surprised when his hand settled over my own. My surprise increased when he shifted my hand, bringing it to rest between his legs, directly on his twitching cock. I repressed a pleased smile.

We didn't dare look at each other, to avoid drawing any attention to our back row game.

Zach shifted in his chair as I continued to carefully rub his growing prick through the fabric of his pants. He managed to spread his legs a fraction wider, allowing me better access. His breathing was deliberately slow and deep. I was certain I heard a small, strangled sound emerge from his lips when I stopped rubbing and squeezed him lightly through his layers of clothing.

Dr. B rose abruptly from his desk, startling us both. I carefully withdrew my hand from Zach as Dr. B inserted the second film into the player and pressed play. With that slight break, I stepped out of the class, diverting to the nearby women's room.

Returning a short time later, I slipped back into my desk quietly. I looked around carefully; no one was paying us the slightest attention. Dr. B was using a small light to read a book while the rest of us sat in the near dark, watching a second film on types of sexual dysfunction and treatments. I turned and pressed my lips lightly against Zach's ear.

"I'm getting wet, Zach. I wish you could touch me right now and feel it for yourself."

He drew a sharp breath, nervously licking his lips.

"Keep these for me," I whispered, transferring the panties I'd removed in the restroom from my pocket into his hand. "I'll want them back later." I licked his earlobe and withdrew, facing forward, eyes focused on the screen again. I considered continuing to toy with him as long as the lights were dim. In the end, I decided I should stop, as I'd already gotten both of us worked up enough.

It didn't stop me from occasionally brushing the inside of his thigh with my hand through the rest of the class period. Zach made no attempts to take my hand again.

"I'll meet you there," he whispered to me as we prepared to leave class. I nodded, and left the room while Zach was still gathering his things.

I passed time working on my repetitious scanning task, distracting myself from thinking about Zach or about the effects of teasing him during class. I would need to get myself well under control if we were going to continue the explorations we had begun in our last meeting.

Zach knocked twice, then let himself in before I could cross to the door. He hastily locked the door behind him, kicking off his shoes and shedding his backpack. He'd changed into his sweats and t-shirt. His casual clothes belied the eager expression on his face.

"Hi, Brinna," he said quietly, fidgeting and shifting from foot to foot nervously. With a half-smile, he pulled my panties from his pocket and held the blue silken material out to me. "You wanted these back, I think?"

I reached for them but, drawing his hand closer to his body, he pulled them just slightly out of my reach. I raised a quizzical eyebrow, stepping closer. It seemed Zach had his own game he wanted to play this afternoon. I repressed a smile, intrigued to see how much teasing Zach would do.

"Maybe I'll keep these for later." He put his hand behind his back. I took another step, our bodies separated by a fraction of an inch. He wrapped one arm loosely around my waist, hand coming to rest against my ass. He pulled me against him, his mouth next to my ear. "You liked teasing me in class today, didn't you, Brinna? And giving me your wet panties?" Zach whispered, his breath against my ear causing the skin of my scalp to tighten and tingle, sending goosebumps down my neck.

"Yes. And you liked it, too." I grabbed him by the hips, pulling them firmly against my own.

"I'm not hard again. Yet. I stopped down the hall first. Your scent on these is what made me cum." He licked my earlobe. "I was starting to worry you'd take my cock out and start stroking it in class. I worried because I don't think I would have stopped you if you had."

The tingling sensation spread to my nipples, which began to harden in response to the words he spoke. He was learning. I grabbed the edge of his shirt, ready to pull it off of him.

"No," he said gently, so I let my hands fall back to his hips. "You said you'd teach me to kiss. I want that first. Then you can have these back if you want them." He paused, before adding, "Please."

"Sit down, Zach," I said, smiling. I was pleased with his assertiveness in stating what he wanted, and the sweetly added 'please' at the end.

He sat in the same spot he'd taken Tuesday. I straddled his lap again, just as I had done then.

I looked him in the eyes, ran one hand over his chest and settled it on his heart. His heartbeat increased, even as his hands hung by his sides, and he sat almost rigidly in the chair. "Are you getting shy on me again, Zach?"

He set one arm loosely around my waist and laid his hand on the small of my back before he ran it lower, letting it rest on the curve of my ass.

"You said you'd teach me to kiss," he reminded me, only the slightest hint of hesitation in his voice.

"All right." I smiled at him. I leaned back a bit, and he lifted his other arm to help support my back. "Just remember, everything you're learning is just the way I prefer to do it." His eyes widened a bit and I chuckled. "You're a fast learner, Zach. It won't take you much time to adapt to whoever you're with. You'll figure out what they like." I kissed his lips lightly. "Just pay attention to how they react, and you'll know if they like it. Listen to their breathing. Feel how their body responds. Listen for their sounds. Do they lean into you? Do they touch you?" I kissed his lips again and pulled back, my hand still resting over his heart. "Does their heart race?" I smiled slyly. "Your heart is."

"It does that a lot around you," he admitted. His fingers moved restlessly against me where his hands rested. He was beginning to relax, slowly.

"Are you ready to start?" He nodded, and I felt him tensing up again. "The first thing is, you need to relax." I cupped his chin in my hand. "Relax your mouth."

I waited patiently while Zach mastered himself enough to let his mouth loosen up. I studied his full, pink lips as I waited. We never spent much time kissing. Most of it was instigated by me when we did. I realized now he must have not felt certain enough

"I want you to just sit relaxed like this, while I kiss you. Just feel how I'm using my mouth on you. Then you'll try it on me, okay?" He nodded again, eagerness returning to his expression. I grinned briefly. God, he really was so sweet and endearing. "First, we'll just start casual. Let's say you want to give a kiss to greet someone on friendly terms. Not someone you've been dating, nothing sexual."

"Okay. Is it the way you would kiss me if we met in public? As friends?"

"Yeah, sure." I smiled cheerfully. "Hey Zach, how are you?" I leaned in to give him a quick buss on the cheek. "See, friendly. The kind of kiss you'd give your own relative. You don't really need me to show you that, but it's just a place to start." It never hurt to start from scratch anyway.

"Would you ever kiss me like that in public, Brinna?"

"Do I need to start greeting you with a kiss on the cheek?" I teased.

"If we weren't in class. If we just met walking across campus someday. Like next semester, even."

"I won't be here next semester," I reminded him. "Ready to move to the next step?"

"Sure, Brinna." He went still again.

"So let's say you're picking up a date, or dropping off a date. You feel a little past the friendly cheek kiss, but aren't close enough for too much more. You might say something like you're looking forward to tonight, or you had a nice time out with them." I leaned in and gave him a light kiss on the lips. "You can let it last a little longer." I gave him a kiss that lingered a few seconds longer than the one before.

"Did anyone ever give you kissing lessons?" he asked curiously, always the scholar.

"No. I just know what I like. I learned over time."

"Do you like to be kissed? If a guy knows how to do it the way you like?"

"Yes, Zach, I like it. A lot." I looked at him through half-lidded eyes, starting to become surprisingly aroused by his questions, feeling myself growing warmer. "That leads us to the next kind of kissing, the kind that leads up to the making out kissing. Relax your mouth for me." I took his face in my hands and tilted my head just a bit. I pressed my lips softly against his, kissing my way to the corner of his mouth, then across to the other corner. I hardened my kisses, moving my lips more insistently against his mouth. Zach's arm tightened around my waist. I trailed my kisses across his jawline, tilting his head so I could continue down his neck. Carefully, I nibbled at his neck until he drew in a noisy breath.

His hand came to rest on the back of my neck as I took his earlobe between my lips.

"I-is it normal to get, uh, aroused, just from being kissed?" he asked in a tight voice. I smiled against his skin.

"What's normal, anyway?" I asked softly, before finding his lips again. His hand tightened on my neck as I played my lips across his once more. I lifted my mouth from his and regarded him. The look on his face had changed; there was hunger in it. "Kiss me, Zach. Show me what you learned." I dropped my hands to his shoulders.

He took my face in his hands, as I had done him, and cautiously pressed his lips against mine. I took a moment to enjoy the warm softness of them before I returned his kiss. I let him take the lead, and his hesitancy slowly fell away as he repeated my actions. I encouraged him with soft murmurs as he sucked gently at my neck. He had already improved over the clumsy kisses he had given me in our past meetings.

"I'm getting hard, Brinna," he whispered in my ear. "You always get me so hard." He dropped his hand back to my ass, pressing me forward as he shifted his hips to press his stiff cock against me. "Show me what's next."

"Open your mouth," I prompted, feeling my nipples tingling again, as the heat continued to build between my legs. "And Zach? I'll try not to slobber all over you," I said playfully, needing to lighten the intensity for a moment.

I kissed him, openmouthed. I didn't use my tongue. Instead, I showed him how to use his lips to give a deep kiss without it. I didn't have to show him for long; he began to respond with cautious enthusiasm. I ran my hand up under his shirt, touching his chest and shoulders.

"Take this off," I demanded, breaking away briefly.

"I will if you will," he teased. I reached for the edge of my shirt. "Wait. Let me." He pulled my shirt off over my head and tossed it aside. I did the same for him. "Brinna," he said with intensity, "I didn't think kissing would be like this. I mean, hot like this." He slid his hand behind my back and unhooked my bra. I shrugged it off my shoulders and tossed it onto the pile of discarded clothing. "More please," he said with false meekness, offering me his mouth.

With deliberate slowness, I probed his open mouth with my tongue, gently touching the tip to his own gently. He groaned into my mouth, arms tightening around me, pressing me against his bare skin. My breasts flattened against his chest and I wrapped my arms around his neck.

Without a doubt, he needed more practice, but Zach proved himself my ever-willing student once more. His slight clumsiness would smooth out further over time. We kissed and stroked our hands over each other for another ten minutes before breaking apart. I rested my forehead against his shoulder, trying to compose myself. I felt drenched between my legs, though I had not been touched there even once, yet.

"I want to kiss you," he whispered in my ear. "I want to kiss your pussy, Brinna. Like last time. Please say yes."

"Yes," I moaned softly, "Yes, Zach, yes."

"Take your pants off, and I'll spread the mats."

We untangled from each other and set about our tasks quickly. Zach hesitated when it came to removing his own pants. I shook my head at him. He dropped his hands away, leaving his sweatpants on for the time being. His cock tented out the front of them, with a damp spot showing evidence of precum.

"Brinna?" Zach put his hand out and I took it. He drew me toward the mats and waited as I made myself comfortable. I watched as he knelt between my feet. His gaze roamed up and over my spread legs, coming to rest on the juncture between them. He lowered himself and kissed the inside of my left knee. He slid his mouth in a slow, hot trail up my inner thigh, much as I had taught him to lick and nibble at my neck and breasts. I found myself smiling slightly, anticipation settling over me.

His hand was slowly stroking the inside of my other leg. I shifted, impatient suddenly to have him touching me between my legs. I was careful not to urge him on yet, willing myself to let him explore and tease at his own pace.

His hand reached my swollen lips, and his fingers separated them gently.

"Your nipples are the color of peaches," he said suddenly, "but your pussy is so pink." He flicked his tongue out, lapping at me once before continuing. "You have these light-colored freckles across your shoulders and chest, lighter peach than your nipples. I think I'll use my tongue to play connect the dots later. They all lead to your nipples."

I laughed, enjoying his playfulness. He looked at me, gauging the laughter. I stroked my hand over his hair and he smiled in relief. He'd been worried I was laughing at him. His look changed, growing more heated. Eyes on mine, he lowered his mouth to me again, running his tongue from the bottom of my slit to the top. My hand tightened in his hair. He smiled again, briefly, before repeating the movement.

"Your breathing just got shallow," he reported. "I think you like this." He proceeded to run his tongue up and down, slowly, eyes still on me. When my fingers started to relax in his hair again, he increased the pressure, his tongue sliding deeper into my folds. A small noise escaped my lips, causing Zach to smile slightly. His hand left my leg as he reached down to adjust his cock inside his sweatpants. I smiled in return, knowing he was hard for me.

"So wet," he commented, then plunged his tongue inside of me.

"Yes," I moaned quietly, as he began to work his tongue rapidly in and out of my slick tunnel. He drew back slightly, and I could see my juices glistening on his chin.

"Touch your tits for me, Brinna. Play with them while I tongue-fuck you," he said, no hint of the shy nerd in his expression.

I exhaled shakily, with a sudden explosion of breath. He watched as I lifted my hands and squeezed the fleshy globes in my hands.

He returned to his task, eating me with increased vigor, alternating between lapping and thrusting his tongue in and out of my drenched pussy. His technique was by no means perfect, not yet, but he had me so turned on I was squirming beneath him. I closed my eyes and simply rode the sensation. Just as I controlled the urge to grind my pussy into his mouth, he flicked his tongue over my clit causing me to cry out in surprise. My fingers clenched on the back of his neck. He knew he'd stumbled onto something, and began probing carefully to see what more he could draw out of me.

"Did I find your clit, Brinna? I think I did, but I want to hear it from you. Am I doing it right, or should I stop?"

"Yes, yes, and no."

"Yes what?" he asked, grinning when I looked at him.

"Yes, you found my clit. Yes, you're doing it right, and no, don't stop. Don't stop," I repeated, pinching my nipples, feeling a shockwave of pleasure shoot straight to my pussy.

He went back to his previous actions, now adding a strong flick of his tongue across my clit. I lost myself to the feeling of his tongue in my pussy, stroking across my lips, and feasting on my clit. My breath coming faster, small sighs escaping my lips, I began to roll my hips in the rhythm he'd established. I became aware that his own hips were thrusting, rubbing his erection against the mat through his sweats.

"Zach," I moaned, feeling a jolt from my pussy to my nipples as I realized what he was doing. "I'm getting close." He moaned against my arousal, creating a small vibration. "Use your fingers," I begged, rolling my nipples between my own fingers.

Zach easily slipped two fingers inside of me, moving his lips to focus on licking and sucking at my clit. It took him a minute to establish a rhythm, plunging his fingers inside of me carefully and deeply.

"More, Zach," I begged, grinding my hips against his hand.

"Oh, shit, Brinna," he moaned, withdrawing from me completely, sitting up on his knees. He fumbled his sweats down around his thighs before leaning over me, kissing me, driving his tongue into my mouth. I sucked on it gently and he moaned against my mouth. I felt his cock slide along my dripping snatch, as he thrust his hips up.

Thinking he was going to try and enter me, I did nothing to stop him, wrapping my arms around his neck. I felt his cockhead on my lower belly, his shaft pressed against me, his balls resting on my mound of pubic hair. He leaned on his right arm, shifting his weight slightly. His fingers slipped between us, driving inside of me, his thumb pressing against my clit.

"Brinna," he whispered, sounding desperate, his mouth coming down on mine again. The mingling of our tongues carried the taste of my own pussy into my mouth. He moaned helplessly against my lips.

I felt it then, the twitch of his cock against my body, a splash of wet warmth as his cum splashed across my belly. His fingers continued to thrust and retreat between my legs as he pumped his cock against me. I threw my right leg over his, riding his fingers with abandon.

I tugged his hair, and he lifted his mouth from mine. He was opening it to speak when my orgasm hit me.

"Oh, fuck, Zach," I cried out, closing my eyes as my pussy clenched on his fingers as I peaked. "Ahhhh!" I pulled my arm off his neck and reached for his hand, stilling it, unable to take any more for the moment.

His mouth found my earlobe, and he sucked it gently into his mouth. I panted, my orgasmic rush settling into several small aftershocks.

"Did it-was it okay?" he asked hesitantly.

"Oh, Zach," I said, half-laughing. "You know you got me off, why even ask that?"

"Is it okay, what I did? I wasn't trying to fuck you, Brinna, I promise. I just knew I was going to cum and-," he broke off. "I'm sorry," he murmured.

"I might cut you off if you don't stop apologizing for cumming. Especially for cumming on me. Jesus, Zach, you sent me over the edge with that. Again." I didn't mention I would have let him fuck me if he had tried. He was right not to try, though. It wouldn't have been a good first time for us with his orgasm already approaching. I lifted his hand from between my legs and interlaced my fingers with his, our palms pressed together. "It was good, Zach. Better than good. You turned me on, you got off, and you got me off. What's wrong with how it went? Please don't be sorry anymore." I kissed him softly, lingering on his lips. He responded, our kisses quickly turning heated.

"No more apologies for cumming," he said finally. He smiled, looking pleased. "I made you cum this time." He kissed my neck, nipping lightly. "I re-read the oral sex chapter in the book you gave me last night. Good tips." I laughed, my arm still around his neck, his cock still semi-hard across my lower belly, his sticky cum gluing our bodies together at the waist as he pressed lightly against me.

"Clean me up," I directed, after giving and receiving a few more kisses.

We spooned together on the mats, something that was becoming a habit. I prompted Zach to talk more about his upcoming visit with his friend Matthew, who would be arriving tomorrow.

"Why don't you try to talk to girls while your friend is there to play wingman?" I asked, nudging him lightly with my elbow.

"Brin-naaaa," he said, exasperated, attempting to dodge the question.

"It might help you feel more secure."

"Yeah, nothing like going down in flames in front of your best guy friend."

"Zach, you're smart, funny, cute, sweet, and you know how to make a woman cum using just your mouth and your hands. You just happen to be extremely shy. Overcome that, and you'll slay."

He blew air out through his lips, tightening his arm around my waist.

"Yeah, okay, whatever. I'll think about it. But usually we just hang out, talk geek stuff and play games. It's kind of our thing." He nuzzled the back of my neck. "Brinna?" He hesitated. "Can I talk to Matthew about you? I won't tell him everything. And he doesn't go here. He won't tell anyone, if I ask him not to."

"If you want," I said finally, thinking it couldn't hurt anything. "For a price."

"What?" Zach asked curiously.

"I want you to write out a sexual fantasy for me. I'll give you all next week, since your friend will be here this weekend and you'll be busy. Write it for me, and I'll do one for you later."

"All right," he agreed, then let his lips trail over my shoulder. "I don't promise it'll be any good."

"It doesn't have to be good, it just has to be your fantasy. It doesn't even have to mean you really want to try it, just that you've thought about it, or thought it might be hot. I won't even make you tell me if it's a true desire you have, or just something you thought up for me."

We talked a while longer, parting with our usual promise to see each other next week.

While I continued my scanning efforts, I put some thought into how to help Zach break out of his shell with other people, especially those of the female variety. I gave it a lot of thought before I came up with an idea I didn't think he could refuse.

I wrapped up my work, and went to see which of my campus friends were around.

\* \* \* \* \* \* \* \* \*

After class Tuesday, I slipped a sealed envelope to Zach.

"I'll be in the office for about an hour, but that's not where you're going to come find me. If you show up before an hour is out, without the items you'll need, I'll know you didn't do what I'm asking."

"What?" Zach asked, confused.

"Read the note," I answered, winking.

I'd given Zach a sort of scavenger hunt. The note he was holding directed him to go to a specific station in the campus food court and talk to one of the girls working there. She was a friend from one of my classes last semester. After he had made the required amount of small talk, she would give him the next envelope. He had a list of questions to ask her, plus he was to come up with two of his own, and write the answers to all of them on the note I'd given him in class.

After that, he had to go to the Student Union and get a copy of the activities calendar from a girl in the office, who would also require some small amount of chatting up. When he completed that task, she would give him his next envelope. Again he would have to take notes on her answers.

That particular envelope he would be instructed to open while he was alone. It contained a Polaroid, the picture being one of a more personal nature that I didn't care to have printed at the one-hour photo shop.

After that, he would be off to the library to visit Jen. Another list of questions, another envelope to obtain and open, this one slightly larger than the others. It would be the final one, containing one final instruction, my panties, and a clue to where I would be waiting for him in the library.

After I had decided enough time had passed that Zach should be getting closer to looking for me, I headed up to a deserted corner of the third floor in the library. There was a small set of three little soundproof study rooms, with a long, cushioned bench outside of them. You could sit, or even lie, comfortably, with a view of the campus out one window. For some reason, very few, if any, students ever came up here to use the space. There was a small plaque over the bench, dedicating the area to the memory of some former professor who had taught here for decades.

Anticipating Zach's arrival, I wondered what prize he would claim for completing his tasks. I knew he would have felt reluctant to complete the challenges, but he would have gone along with me anyway. I just wasn't sure if he could bring himself to talk to all the girls. If he didn't complete them, he wouldn't know where to find me. I decided to give him another thirty minutes before I returned to the office in the basement.

Lost in memories of our last time together, I closed my eyes and sighed quietly. Thinking of Zach and his burgeoning sexual talents, I found myself becoming aroused and hoped he would find me soon. It was tempting to go into one of the little study cubbies and do something about my pulsing pussy. It was more enticing to wait for Zach.

"Was this some kind of punishment for not asking a girl out for the weekend?" Zach groused with a half-smile when he found me twenty minutes later.

I smirked at him.

"I was starting to wonder if you had bailed." I sat up and patted the cushion next to me. Zach sat, careful to keep a little distance between us. I'm sure he was thinking that someone might approach and see us together. I slid over, my leg bumping against his. He held the manilla envelope, the last in his quest, in his lap.

"You did tell me to take my time with the last step, before coming to find you." His eyes flickered around, searching the area. "But thanks for the picture and the panties," he whispered. "They made things less lonely while jerking off."

"Show me your notes."

Zach flushed slightly as he dug out the four papers inside.

"You're so adorable when you turn red," I teased. "Here I thought you were starting to lose that habit."

"Just with you. In our space. I think I've been red all afternoon, thanks to this." He shoved the notes into my hands. I handed the calendar back to him and scanned over the notes he'd taken after leaving each girl.

"You asked them what operating system they use on their personal computers?" I asked incredulously.

"Well, yeah," he said defensively. "I like to know."

I laughed, brushing a lock of hair off his forehead.

"Fair enough."

"Speaking of that, what operating system do you use?" he asked in a low voice, wiggling his eyebrows at me.

"Windows?"

"Ugh! You're killing me, Brinna." He smiled, ducking his head. "You're still sexy as hell, though."

"So, you did everything I asked," I said, settling my hand on his knee. I saw him looking around again, searching for anyone nearby. "Zach, no one comes up here. It's like they don't even know it exists."

"I didn't even know, and I'm in the library a lot," he confessed. "But usually on the second floor, by the computer banks or the-," he stopped suddenly. "Never mind. Yeah, I did everything you asked. I brought your proof." He leaned over and spoke in my ear. "And I came on your panties, so no, you can't have this pair back. They're in my backpack. I'll wash them and give them back if you want."

"Keep them with the other pair. You're getting quite a collection of women's underwear, Zach." I felt him smile against my skin. "So now, as promised, you can claim any prize you want from me. Anything," I added in a soft, promising voice. "Except that there's one final twist on it, after you tell me."

Zach drew back and we looked at each other. I waited, holding my breath, to hear what he wanted. He licked his lips, nervously I thought, making me wonder just what he had come up with.

"Anything, okay, anything." He cleared his throat. "My grandpa wants you to have dinner with us when he comes to visit after midterms," he said in a rush. "So that's what I want."

I sat, blinking at him, trying to process what he was saying.

"I know we said nothing social between us outside of our, uh, class stuff. This isn't a date or anything," he hastened to reassure me. "My grandpa just wants to meet you." He began to blush. "I didn't tell him anything about, you know, our, uh, sexual stuff, but I guess I talked about you a lot, and now he wants to meet you when he comes to town." He swallowed. "That's what I want. I want you to have dinner with us one night. If you can. I know you commute and you work part time, but if you can. When he's here. Please."

"All right, Zach," I answered, "if that's what you want." I had to admit to some disappointment that he hadn't asked for a sexual prize. I shrugged that aside because, when I considered it, we could be together any time after our Tuesday or Thursday class. I was simply thrown off guard by his request. I had told him to ask for anything, and hadn't put any stipulations on it. I didn't think it would do any harm if there were a third party with us. It could hardly be considered a date with his grandpa being present.

"Thanks, Brinna," he said, smiling broadly. "I'll tell him when he calls this weekend." He leaned forward and gave me a fast kiss.

"Come with me into one of the rooms," I said, handing him back the papers and watching him stuff them into the envelope. I stood and led him into the center room. "Did you know they're soundproof?"

"No. What are we doing?" he asked nervously, peering out the narrow window that ran alongside the door frame.

"I'm going to suck your cock," I informed him, watching his eyes widen in shock. I sat in the office chair and hit the lever, dropping it into the lowest position. I turned Zach so that his back was to the window.

"Oh my god, Brinna," he whispered, as if he were afraid someone were standing right behind him. "Someone could see!"

"Does it turn you on?" I asked with a sly smile, reaching for his pants and undoing the fly.

"Oh my god," he repeated, as I pulled his cock free of its confines. Much as he might be shocked, there was a subtle swelling taking place in my hand.

"I'll stop if you really want me to," I offered. I met his eyes, watching as the heat of what we were doing flared in his eyes. "But you should know, I was going to suck you off out there on the bench. We can still go back out there if you don't like the room."

"No," he said hoarsely, wrapping his long fingers around the back of my neck. "I want-I want you to suck me. In here. Now." His cock jumped at his words.

I leaned forward and took him deep into my mouth. He groaned, his fingers shifting up and digging into my hair at the back of my neck.

"Your mouth feels so good," he said, eyes slipping closed. He was growing rapidly, forcing me to back off a bit. "This is crazy, you know? But I don't fucking care."

Stroking him, I lifted my mouth and began to talk to him.

"Tell me when you're ready to cum, Zach. We don't want to leave a mess behind here, do we?" I continued to stroke his hard shaft, watching his lips part. "You know, I think it's kind of hot to do this fully dressed. Well, except for my panties. You have those." I licked his slit and he groaned again. "What do you think, Zach?"

"Fucking hot," he muttered.

"I got worked up waiting for you, thinking about us together last week," I confided, squeezing his rock-hard prick. "I thought about coming in here, and getting off by myself, while I waited." I stroked him faster. "I wanted to wait for you. I wanted to see what you would ask me for. You surprised me, Zach." I licked a fresh drop of precum from his tip. "Then I decided there was no reason we couldn't still come in here and fool around." Stroking him faster, I saw him open his eyes and look down at me. "What would you do if someone opened the door, Zach? Would you want me to stop? Would you be able to stop? Or should I just keep on and let them watch you cum?"

"Oh, fuck, Brinna," he growled, "as much as I get off hearing your dirty mouth, I want you to put it back on my cock now."

"Will you cum soon for me? I want it, Zach." I gave him a sultry smile.

"Yeah," he agreed, placing his hands on the side of my head. "Your mouth?"

"Is that a question, or a request?" I teased, squeezing the base of his shaft.

"Request," he grunted.

"Cum for me," I whispered huskily, lowering my mouth again. I transferred my hands to his hips as I raised and lowered my mouth over the top half of his cock.

"Brinna," he said, a warning note in his voice, "I'm close." I increased the suction, thrilled at hearing his corresponding response. "Oh god," he moaned, fingers tightening in my hair, "that's it, like that. Oh fuck, baby, I'm gonna cum for you. Gonna give you what you want." His hips pressed against my hands insistently. I knew he wanted to thrust his cock deeper down my throat, but he let me hold him steady. I reveled in his desire for it, regardless. "Ah, Brinna, fuck, I'm cumming," he ground out, and with a hard twitch of his cock, the first of his load hit the back of my tongue.

After I had taken every last drop of him, I let his cock slip from between my lips, looking up to find him watching me. I couldn't read his expression and felt a momentary stab of concern. I thought that he might be upset about us being in a room where, yes, if someone had come into this area, they might have looked in and seen something.

"Are you okay?" I asked.

"More than okay," he answered, and I smiled, relieved. "Stand up, Brinna."

I stood, curious. Zach leaned in and kissed me, prodding gently with his tongue so that I opened my mouth. His tongue danced briefly with mine before he pulled back.

"I like kissing you, knowing you've had my cock in your mouth. Is that gross?"

"Not to me," I answered, and returned his kiss.

While we kissed, I tucked his softening member back in his pants.

"I'm going home, Zach," I said quietly, "but I'm going to think about you tonight." I kissed his cheek. "Maybe I'll tell you about it when I see you Thursday."

I left as he was fastening his pants. I smiled inwardly, knowing he had turned, feeling his eyes following me. I could have had more from him, maybe in that room, maybe down in our special space. Instead, I wanted to savor this one act with him for today, and hopefully leave us both wanting more the next time we met.

I let my mind turn to Thursday, and wondered what it might bring.