

Potion Spider

Volume 1

After Peter was bitten by a radioactive spider, it caused a drastic mutation. Science couldn't help him so he turned to magic. Using his knowledge of science and magic he becomes a potion witch. Thanks to the magic, he's able to live a fairly normal life while being a web slinging super hero. Using his potion knowledge, he makes special web fluid allowing him to do web spells.

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Characters

Peter Parker/Spiderman | 6 Arms – 11 Inches | Red Webs – Flame Webs, Orange Webs – Sleep Webs, Yellow Webs – Electro Webs, Green Webs – Acid Webs, Blue Webs – Ice Webs, Purple Webs – Sticky Webs – Has traveled the Witch's Road and became a Potion Witch.

Charles Xavier/Professor X – Recruited Peter to help assist mutants who desire to use their powers to become heroes.

Nick Fury – Recruiting special people to prepare the next Avengers and have heroes available to deal with more threats and problems.

Logan/Wolverine – 10 inch fat cock | Scott's first crush.

Scott Summers/Cyclops – 6 Incher | Lives at the Parker House, is in love with Spiderman/Peter, is happy to be able to use his powers for people. Peter used a potion to heal his eyes giving him proper control of his powers.

Todd Tolansky/Toad – 4 Incher Pearl Implant | Lives at the Xavier Institute, has special oils allowing him to bathe properly. He's figuring stuff out.

Kurt Wagner/Nightcrawler – 7 incher | Lives at the Parker House, wants to become a hero has a crush on Peter and Scott.

Flash Thompson - ? | 5 Inches | Was childhood friends with Peter but they drifted apart. Is a bully towards Peter but is a super fan of Spiderman.

Duncan Matthews | A bully towards Scott, is dating Jean Grey, but might have done stuff in the locker room with other guys. Heavily closeted stating things don't count.

Danny Rand/Iron Fist | 6 Incher |

Luke Cage/Powerman | 12 incher |

Sam Alaxander/Nova | 3 incher | Thinks he's the leader of the new recruits with SHIELD

Jean Grey – Working to control her powers at the Xavier Institute, is dating Duncan Matthews, she doesn't realize that he's a jerk and keeping secrets from her.

Chapter 1 Down Down the Witch's Road

Peter ended up on a very unique path, when he was younger Uncle Ben helped him have both a love and respect for magic. Eventually he turned to the arts of science. Then came a day he was bitten by a radio active spider and became mutated.

The mutation was powerful, effecting his cells, causing him to grow multiple arms. He can walk and stick to walls, gained enhanced strength, had a spider sense. Peter tried to hide it, looked for a science answer to try and fix the problem, but no luck.

He was hiding from his family making up an excuse that he was with friends working on a project for school. Since Peter wasn't exactly a social butterfly, and they trusted him they believed him and were happy he was making friends.

His Uncle Ben was attacked and killed by a Burglar, leaving Peter to have regrets, if he had been there he could have done something, if he wasn't hiding his powers he could have done something. Desperate for an answer Peter turned to magic, he had found a way to a mysterious place. He faced a strange trial, that weirdly enough his knowledge of Science helped him pass. This trial helped him become a Potion's witch. He was met with Uncle Ben's spirit, and the two had a heart to heart.

Peter was able to craft a potion that would return him to human form, it was pretty much a glamour spell than a power stripping potion. Uncle Ben believed that Peter had great power, and with that power came responsibility. It was a lot for a young man to bare, but he believed Peter could handle it. “Are you going back into magic, I always believed you’d be a heck of a magician.” Uncle Ben said.

Parker laughed. “Maybe, but I think I’m gonna do both. With both I think I can help more people.”

Ben patted his shoulder. “That’s my boy!”

The two had a heart to heart, all the things he wanted to say he got to, all the lessons Ben wanted to pass onto him he could. They got to say goodbye, and Peter returned to the world, time not having advanced while he was away. “What was that place?”

In his desperation, he had unknowingly called upon the road. The Witch’s Road! He was in need and the road answered his call. Peter didn’t know if he could go back there, or even if he should even try. His first attempt had granted him more power.

With these powers he could be a super hero, and with his magic he could keep his identity a secret. Using science he created the web fluid, but the cost of making it was a lot. So

he combined what he learned and made special web fluid using potions, which he could craft freely using his mana. Being a potions witch meant he could craft any potions at will, substituting any ingredient with his mana, or to save on energy he could do it by hand.

Thankfully his Aunt May was pretty exotic with the spice rack. They had rare ingredients from all over the world. Perfect for crafting potions in a pinch. Weirdly enough a lot of witch ingredients sounded crazy but you could find them on a buffet table or in a well stocked pantry.

When Peter had returned to the World he'd promised Uncle Ben not to keep secrets from Aunt May. So he told her the truth, about his mutation, about his magic, about what he wanted to do with his gifts. She was surprisingly open to it, even helped design his costume.

He had his new web fluids color coated, with six arms he had six web shooters, and he alternated them every couple of days just in case people took notice.

Red was heat, great for offense and disarming bad guys. Orange was laced with a sleeping potion. Those caught in his webs or hit with this stuff would be put to sleep. Yellow was a classic, electro webs, worked like a taser also very helpful. Lot of his rogues were superhuman or super villain level so he needed something with oomf to take them down. Green –

Acid Webs...okay okay, he's not psycho the webs had a corrosive effect but it only worked on non organic things, so clothing, armor, weapons, cars, robots, etc. Blue – Ice Potion, could really help chill out some robbers freezing them. Purple was Sticky Webs, stuff had the properties of gum and rubber, could be stickier than gorilla glue and be as near unbreakable as rubber.

He had some other mixes on standby, plus of course he could just conjure potions at will. With enough mana and concentration he could create a potion, bottle included and use it as a weapon. Some mixes could be rather volatile.

Thanks to his six arms as Spiderman, bad guys and the press were looking for some six armed mutant. “That’s what he is a six armed freak, hiding behind a mask. He might be pretending to be good now, but one day his true colors will be revealed.”

‘I’ve been a hero for two years cut me some slack.’ His “biggest fan” was J Jonah Jameson, this guy had it out for Peter whatever the reason. He constantly was calling Spiderman a menace, a threat, a freak, and other not so nice things. Even when he was forced to cover the good things Spiderman did, he always tried to put a negative spin on it.

“He’s like many of these other mutant monsters that have appeared, even if he might be trying to be a “hero” we have

heroes already, the Avengers! We don't need this whatever he is running around without a mask doing god knows what in our fair city."

-X-

"Is he one of us?"

A bald man crossed his fingers as he watched the latest news footage on Spiderman. "I'm not quite sure Scott, he is a mutant but he seems different."

"Professor he's using his powers to help people, just like you have been training us to do." Scott Summers said.

"Well yes, as a vigilante. I've often instructed you to keep your powers hidden, only engaging in events that involve other mutants like us. Such attention tracks all sorts of attention not all of it positive." As if on cue Jameson started going on a tirade about Spiderman and the freaks like him.

"Are you kidding me, we should be out there helping him, he's trying to do good."

"Easy Scott!" Jean Grey a woman with long red hair said. "It's not like we are saying what he's doing is wrong, right professor?"

“Well, whatever the case, perhaps we should invite him to have a chat. His abilities may be helpful.” Scott volunteered to be there in the meeting.

-X-

Spiderman came home from patrol, he changed and drank a potion allowing his arms to retract into his body. A few quick changes and he was in Parker mode. When he came down stairs there was Charles Xavier. “Peter this is Charles Xavier.”

“Oh I’ve heard of you, you founded the Xavier’s School for Gifted Youngsters.” He had looked into the school a long time ago, but ended up going to Midtown School of Science and Technology.

“Yes, we help those with special gifts to learn control and be able to use their gifts for the betterment of mankind.”

Peter looked to Scott. “And you’d be one of the gifted youngsters?”

“Hehe, yeah umm Scott Summers, it’s nice to meet you!” He offered his hand.

“Nice to meet you, Peter Parker!” He took his hand and shook it.

“I must say, you have very unique powers is your ability to hide your extra arms a part of your gift, Spiderman?” Using

his powers he knew Aunt May knew his secret, so he decided to cut to the chase.

Peter was shocked. “Professor!” Scott gasped.

“Who are you guys, really!?” He manifested his arms, and conjured potions in each of his hands. “Aunt May get behind me!” She does.

“Rest easy, I’m a telepath, my psychic ability allows me to read minds among other things. I came to speak to your Spiderman, from one mutant to another. My school exists to help young mutants discover and figure out their abilities.”

“I must say, I don’t approve of you looking into my private thoughts.” Aunt May said.

“I didn’t probe anything too personal. I just needed to make sure you’re knowledge about Peter’s gifts.”

“It was still rude, apologize, or leave!” She said. Xavier was taken aback. There was a handful of women that could stand up to Xavier, Aunt May was one of them.

“Don’t try anything funny either, if you try anything I’ll know.” Peter warned.

“I’m sorry.”

“Alright then...I’ll go make snacks and let you boys talk about magic stuff.” She said and briskly left.

“Magic?” Scott blinked.

“Yeah magic, my spider powers are mutant, but I learned to do magic to hide my stuff so I can live a normal life.” He made the potions vanish, but kept his arms out. “What’s your power?”

“I kinda am packing a bazooka behind each eye ball.” He tapped his glasses. “These help keep my powers in check, if I didn’t wear them or my special goggles I have to keep my eyes closed or...boom!” Scott took a seat. “I like your hero name by the way. I’m Cyclops.”

“So why are you here?”

“To talk. I was able to find you with our tech Cerebro. There are other young mutants out there that could use help. Your gifts, be they magic or otherwise, I think you could help them. How would you like to join the X-Men?”

“The who?”

“It’s my group, we work from the shadows to deal with other mutants and help keep the world safe.”

“So like SHIELD you are training the next generation of heroes.” SHIELD the Avengers and such was well known,

weirdly enough. Certain events had forced them to handle things publicly.

“I wish...” Scott muttered.

“Scott!” Charles snapped.

“What...is it so wrong I want to do more?”

“We’ve talked about this. Especially with your...condition...it can be dangerous.” His concussive blasts could be very destructive. Scott huffed. “You have to learn control!”

Peter stood up and approached Scott. “Umm...”

“I need to see your eyes, you can close them can’t you?” He nodded. “Do it.” Scott did and Peter removed his glasses.

Parker was able to analyze them, they were a special ruby-quartz, to help keep his powers in check. He touched Scott’s face. “You were in an accident weren’t you, before your powers manifested.”

“That’s...that’s right...”

Peter put his hands together, and magic surged between his hands. Xavier could feel the power in the air. What was happening was done on a whole other level as Spiderman mixed a potion with his mana. “Here drink this!”

Scott was hesitant but did as instructed. Energy surged through him. “Okay, open your eyes.”

“What?!” Xavier and Scott gasped.

“Just do it, it will be fine.” He was even more hesitant but he slowly opened his eyes and...nothing...he could see! Scott had warm chocolate brown eyes. “It wasn’t about control, Scott received an issue that while it didn’t effect him physically, once his mutant gene activated it caused this overflow. The dam was broken, the potion fixed the dam, so now you can use your powers freely.”

Scott closed his eyes and focused them, his eyes turning red for a moment. “Not in the house!” Peter quickly put his glasses back on.

“Oh right sorry!” Xavier was stunned. He never once considered Scott’s control issue was a physical issue not a mental one. (Of course he didn’t) Try harder wasn’t gonna cut it. Scott adjusted his glasses. “Thank you!” Summers hugged Peter and the embrace was returned.

Xavier wanted Peter’s help. His abilities would help mutants going forward. The timing couldn’t have been more perfect as Peter had been looking to build a team of his own, it’s something he’s been reading about...a coven.

With Xavier's help they'd get the permits to turn their house into a boarding house, with a couple of expansions with all the permits in place. The job was handled surprisingly quickly, almost like someone else was pushing the process. What would have taken months was done in a couple of weeks.

Peter was able to create their own danger room in the basement. Xavier and Scott came to a compromise, since Scott wanted to be more active, he'd join Peter's coven, move into the boarding house, he'd keep going to school, and Peter would train him to become an active hero, while the X-Men, would continue to work in the shadows as Xavier felt it was needed for now. In exchange Peter would provide his potions and assistance when needed.

To be continued

Chapter 2 Scott's Feelings And New Arrival

Since moving into the Parker Boarding House, Scott's been figuring himself out. He used to think he had a crush on Jean but those feelings had waned, some time before the move. She was pretty, but the two wanted very different things in life. Plus Jean was dating someone, Duncan Matthews a big time jock and a major jerk. Jean constantly made excuses for him and Scott grew tired of hearing it.

He had certainly found Spiderman interesting and heroic. Meeting Peter sparked something inside him. This spark grew into a roaring flame as he got to know Peter. He was smart, kind, caring, warm, and understanding. The fact he was practically Scott's savior was just a bonus.

Thanks to the potion he had full control of his eye powers, instead of working on "control" like he had been doing at the institute he could now work on evolving and enhancing his powers.

Spiderman also respected him as a hero, he brought Cyclops out on patrols, the two stopping bad guys and saving people. Not that JJ liked that, not one bit. "You see! Spiderman is corrupting the youth, he's got another mutant playing vigilante!" Because helping people is suddenly a bad thing(sarcasm).

They helped where they could, but didn't over step. Some on the police force were grateful to them, others agreed with JJ.

Peter often joined him in the communal shower, if Aunt May was using the bathroom in the main house. Scott got a good look at the six armed stud. Parker was handsome and fit, and he was packing! Soft the dick looked to be 11 inches, bigger than Scott's 6 incher.

Seeing Peter naked stirred Scott's fantasies awakening something deep inside him. He started having dreams.

(Scott's Fantasy)

I had gotten aroused seeing Peter, my cock stiffened and it ached. Nothing I thought of could wilt my arousal, so I decided to take care of it. I'd barely started touching myself when suddenly my hands are webbed and held above my head. "Well well well...what have we here?" It was Peter's voice.

He caught me jerking off. "Look how excited you are, even in this situation. You're a naughty boy aren't you Scott?"

"Yes...I mean no...I mean..." I didn't know what I meant, but Peter chuckled.

"Then are you a bad boy?" Fuck why did that sound just as hot.

“I...I...I...I...”

“Bad boys get punished, naughty boys get toyed with.” What happens next is always determined by my answer.

If I’m a “bad boy” I find myself bent over Peter’s lap, his left hands holding me in place. His right hands raised up and...

Slap, Slap, Smack!

“Ahhh!” One hand slapped my left cheek, the other hand slapped my right cheek, then the third smacked me across my full ass. The hit shook me to the core, I swear I could feel the vibrations right through my sweet spot.

He spans me, ignoring my leaking cock. My cheeks must have turned a lovely shade of red, they sting as the rain of swats continue. I can’t believe how turned on I am, I want to beg him, but not to stop. Each slap to my ass makes my heart race, makes me gasp and moan. It hurts...but it turns me on...

My hole is throbbing, my cock is aching, I feel like I could cum from being spanked but I never do. I always wake up, with a raging hard on. Sometimes if I’m lucky I get to beg for what I really want. “Fuck me...please...fuck me!”

Not that I get to hear his response or take his dick, I always wake up before that. If the dream is the former, I jerk off by playing with my dick, if the dream is the latter I play with my

ass, wishing desperately it was Peter's fingers or cock inside me.

Now if I'm a "naughty boy"...those dreams are way more intense. I'm pulled into Peter's embrace and he kisses me. His upper hands play with my chest, groping my pectorals and eventually teasing my nipples. His middle hands touch me...one hand caressing and rubbing my back while the other plays with my cock. The lower hands cup and toy with my balls and the other hand plays with my ass.

It feels so good, and it feels like I'm toyed with forever, until I finally release and wake up. I'm having wet dreams...and despite the mess I'm still unsatisfied because I know it's not real, no matter how much I want it to be. After these dreams I lose myself in lustful fantasies.

Jerking off while playing with my nipple, jerking off while playing with my balls, fingering my ass while playing with my balls. If I play with my cock and ass at the same time I cum too fast.

End Fantasy Theater

Scott's fantasies only increased with time, doing naughty stuff in the shower and while on patrol were big deals. He kept these thoughts to himself as he didn't want to ruin what he

had now. 'I have it bad...' This feelings weren't much of a distraction, if there was something Scott could do was focus.

He needed just a little push.

-X-

Scott drove to school and bumped into Todd Tolanski, as it turned out the boy was also a mutant. Summers didn't really hang out with him, but he'd stepped in when Duncan and his goons wanted to wail on him. "Hey Summers, wanted to thank you for before." He dropped some wallets. "All yours!"

"Todd, I don't need you to steal or want you to steal." The boy had skills. Superhuman Leaping, Superhuman Flexibility, Superhuman Agility, Prehensile Tongue, even an Adhesive Mucus. "With your gifts, you could be so much more!"

"What...like Spiderman or something?" He huffed and crossed his arms.

"Why not?" Scott touched his shoulder. "You have a gift, you just need to learn how to use it."

It was a new feeling having someone believe in him. "Do you really mean that?"

"I do, in fact, let me make a call and get you in touch with someone to help you hone your skills. Just give 'em a shot."

“Sure Summers, for you, I’ll give ‘em a shot.” He agreed to meet them at lunch.

Scott called Xavier. “Todd Tolansky he’s like us, but he’s going down a bad path, stealing and pick pocketing, he could do so much more.” The Xavier Institute is what Toad needs, he needs to believe in himself that he can be more.

Summers had training which let him be able to work alongside Peter in the field. Todd needed to gain experience and training. “I’ll have Jean speak to him, but could you and Mr. Parker handle a new arrival. He needs Peter’s help and I’m sure he’ll fit in at the Parker Estate.”

“Sure I’ll pick him up and we’ll go see him, just give me the arrival time.” He jotted it down, and gave Peter a call. ‘Man I really need a cell phone.’ He was using the school’s pay phone.

-X-

Scott pulled up to Peter’s school. The brunette was walking with a red head and a pretty boy who gave off an air of money. Spot on. The red head was Mary Jane Watson, MJ to her friends. As for the pretty boy, that was Harry Osborn. He’s been Peter’s friend since they were younger.

“Hey Scott!” Peter called waving at the young man in a car.

“Whoa nice car!”

“Who’s that Peter?” MJ asked.

“That’s Scott, he’s staying at our Boarding House.”

“Oh yeah, your Aunt May started a Boarding House, how’s that going?” His aunt was always doing different ventures so her starting a boarding house was barely a blip in the stuff she does.

“Slow, but we getting a new arrival soon.” Peter raced off.

“Later guys!”

He got into Scott’s car just as Flash Thompson, the Duncan Matthews of Peter’s school came out and saw them. “Hey Puny Parker, is that your boyfriend?” He laughed at his own taunt.

Scott blushed, and said blush was about to get bigger. Peter threw an arm around Scott and held him close. “Why Flash...jealous?” Summers felt his face burn hot.

Flash blushed and sputtered. “What...huh...no! Ha...ya right!” He stomped off.

“Sorry about him, he’s mostly harmless...” Flash has picked on Peter forever, but he seemed to be the only person he messed with.

“He reminds me of a jerk I know Duncan.”

Peter sighed. “There’s one in every school it seems.” To different levels.

They drove to the subway station and went down. People came out and wondered about. “So the guy we looking for is Kurt?” Scott nodded.

“I wonder if that’s him.” Peter shook his head. Once the area cleared out a figured cloaked up existed the train.

“No that’s him...” The two approached. “Kurt?” The figure nodded. The boy was hesitant.

“It’s okay...you are among friends...”

“I’m Scott, nice to meet you.” Scott offered his hand.

Kurt was still hesitant but he reached out for him, his hands were different only having three fingers. Scott was surprised but didn’t pull away. The two shook hands.

Peter shook his hand. They drove back to the boarding house, and Kurt kept the hood up the whole time. Once they arrived Peter showed off his arms. “Ohh, you are da Spidermans!” Kurt said excitedly. “You are da coolest!”

He pointed at Scott. “That would make you...Cyclops!”

Peter nudged him. “See you’re famous already.”

Kurt Wagner was blue and furry, and he had a tail. He had done some performing in a circus, but he wanted to do more, he wanted to help people. The poor boy believed he didn't have a chance at a normal life. "Kurt...this is for you..."

Parker presented him with a potion. "What is this?" He asked.

"It's a special blend, it'll effect your form allowing you to look human."

"I can be normal?" He reached out but Peter pulled the potion back.

"You are normal Kurt, this will let you look human, so you can go to school, get an education, but there is nothing wrong with you." His upper right hand cupped his cheek. Kurt shivered at the touch. "You are great as you are, you have the potential to be a hero, never forget that, consider this a civilian mode."

He blushed and nodded. Peter gave him the potion and Kurt drank it. "Nothing happened..."

"Just close your eyes and focus." He did as instructed. His two toed feet shifted and became human like, his three-fingered hands shifted. His athletic body lost the fur and the tail. His yellowish-white eyes transformed into a more human looking dark eyes. The boy's ears lost their point and he lost his fangs.

Kurt's "demonic" appearance faded to a more human one, though he was still devilishly handsome. "Dis is so cool!" He did a little happy dance and his excitement caused his tail to slip out.

"It's a work in progress, but with some practice you'll get the hang of it." Kurt bowed his head.

"Thank you! Thank you!"

"So what else can you do, besides be blue and furry?" Scott asked.

Kurt smirked. Poof! He teleported.

"Nice!"

"Let me show you to your room, Aunt May's off but she'll be back later." They showed Kurt around, and brought him to his room.

"This is really all mine!"

"Sorry it might not be much." Kurt jumped in his bed.

"No I love it!" He thanked Peter.

"Peter it's almost time for patrol."

"I'll handle it, stay here show Kurt around and help him get settled in."

“But...” Kurt poofed in.

“Can I go on patrol?!” He asked excitedly. “I even have my hero name picked out Nightcrawler!”

“Suits you, but we’ll need to test you to see if you’re ready for the field. I can teach you some things later.” Peter used magic and in a flash he was Spiderman.

“So cool!” Kurt’s eyes sparkled.

“I’ll be back, Scott see you later.”

“Later...” Scott blushed. Spiderman slipped from a window and began to thwip away.

-X-

Jean sat down with Todd, offering him a place at the Xavier Institute. He was given a chance at a better life, a future, so he grasped it.

Mystique would be pissed as she allowed a potential fighter to fall into Xavier’s hands.

To be continued...Training and Patrol

Chapter 3 Training and Patrol

The Parker Home consisted of an attic and basement, a master and guest bathroom, Peter's Room, Aunt May's room, a living room, a kitchen and dining room. He'd converted one of the closets into a special room. The Boarding House had three floors, a basement, the top two floors consisted of the rooms, six rooms on each floor, the bottom floor had the communal showers, a kitchen/mess hall, a free area. The room to the basement had a weird door at the end of the stairs, it had a round dial.

Peter had converted the basement into a training room, he had weaved a potion to make rooms bigger on the inside, and using a trick from Strange he had different settings, the Blue Room – had a pool, water park, and hot tubs, Red Room – was their Danger Room for hero training, Green Room – was for Magic Training, Yellow Room – was a Gym, with a weight room, a track area, and a court for various sports.

The Parker household had something similar. The closet he modified was for Aunt May, Green opened up a green house, where May could do her gardening, and even had farm areas where they could grow their own food. Pink opened up a craft workshop so May had a place to do her projects. Orange got her work out room, she had a rock climbing wall, a yoga area,

an exercise bike station, etc. White was a meditation room with a little alter dedicated to Uncle Ben.

Scott gave Kurt the tour. “Dis place is amazing!”

He suited up for training, bringing Kurt to the Danger Room. “Wow, you really are Cyclops!” Kurt said, admiring Scott in his hero suit.

Peter had crafted spider robots, though they were more like golems. At Level 1 they just produced webbing, at Level 2 they had taser fangs, at Level 3 they could shoot lasers, at level 4 and 5 they were equipped with prepared potions. These same golems/robots worked in the Parker farm, preparing and collecting crops for their family to use for cooking. They’d get released if the house was under attack for security.

Scott got into his Cyclops uniform with Kurt observing from the observation station. A new trick that Scott learned now that he had control of his powers is, seeking. His ocular blasts can actually adjust mid air, twisting and turning, lasting as long as his concentration allows. He called them his omega beams.

His beams surged through the spider bots, breaking them apart. “So cool!” Kurt said happily. “But um...how does he afford all this?”

“Oh fixing them is easy.” Scott went over to a wall panel and opened it with a touch, inside was some various potions. He pulled out an orange one. “One drop is all it takes.” He put drops on the machines and the magic took hold fixing them up good as new.

“Magic is so amazing.”

“It can be, but Peter taught me, magic can have a pretty costly price. He’s offered me magic lessons when I’m ready, I’m sure he’ll do the same for you.” Until then Peter’s handled the weight of the magic, by crafting the potions. He’s instructed Peter on the potions and their uses. “If he shows you the lab, don’t touch his experiments.”

“Noted!”

Kurt wanted to train, so Scott started him off on Level 1. With his powers he could dodge the webs, but getting overconfident left him getting webbed up. “Dang, dis is tougher than it looks.”

“Remember that if or when you go out into the field. The villains won’t be so nice, and they won’t be using Peter’s web fluid.”

“Noted...” Kurt was let out of the webbing. “You guys really fight villains?”

“Yeah, Spiderman has a few rogues, but we bust all kinds of bad guys from petty crooks to super villains, but Peter sometimes have to help with other threats.” He didn’t talk about it sometimes Doctor Strange showed up asking for assistance.

“This is so cool, you guys are like the next Avengers.” Kurt said, making Scott blush.

It was nice feeling like he was making a difference, even if in little waves.

They continued their training and hit the showers. Scott was feeling pretty good, then he saw Nightcrawler naked. ‘Holy!’ Not only was the boy huge, his penis was unique, some barbs around the head, and a thick knot at the base.

Kurt was washing himself, so he didn’t notice Scott yet, or where his gaze was. Scott got under the shower spray, but he kept stealing glances at Kurt, admiring his naked form. He couldn’t help but compare each other. ‘Kurt’s bigger than me, his cock is so unique to, and his ass is so perky.’

Little did he know, while he was checking out Kurt, the fuzzy boy was doing the same, in admiration. ‘Scott’s got a nice ass, look at those muscles, those abs, those pecs, he’s even got a nice piece, though I’m bigger!’ He thought with a grin, his tail swaying.

After their shower, they got dressed, and Kurt got to meet Aunt May. “Is Peter out on patrol?”

“He is, he promised he’d be back later.”

“Hello, ma’am!” Kurt met her in his human form but he couldn’t hold it for long. He flinched waiting for a negative reaction.

“Aren’t you cute!” May exclaimed. His pointy ears wiggled and his tail swayed happily. “What do you like to eat, I’ll fix you up something!” She rolled up her sleeves.

“She’s an amazing cook!” Scott complimented.

-X-

Spiderman crossed paths with Trapster, a weaponized paste/glue villain. He’s a member of the Frightful Four. It seemed like he was flying solo doing a robbery.

Using his Red Webs, he turned up the heat, melting Trapster’s paste, and disarming his weapons. He then trapped the Trapster in Green Webs, dissolving all of the man’s clothing, leaving him butt naked in the webs. “Damn you Spiderman!!!” He was without weapons or even clothes.

Trapster had made quite the mess. Spiderman used a solution to dissolve the mess. He made sure the civilians in the area

were okay before taking off. Little did he know Nick Fury was observing him.

What he did notice, was in the middle of the fight, Trapster had slipped a tracker on him, but Spidey's spider sense activated. Since gaining mystical arts, his Spider Sense had enhanced, even responding to disturbances in the forces of nature. So he was able to sense the tiny device. 'Is Trapster working for someone, why would he put a tracer on me?'

Using his electro web he destroyed the device. He kept up on his patrol.

-X-

"He found the tracer."

"Ugh, that idiot." Normon Osborn was furious.

"We knew it might not work, Spider-Man's abilities are still being studied." Doctor Octavius explained.

"No excuses. We'll need to come up with another plan."

"Sir, I did suggest sending the full Frightful Four, to capture him. We shouldn't underestimate him."

"We need to capture him alive, his secrets could advance Oscorp to levels beyond mere science can achieve." Octavius took offense to this, here he was slaving away for Oscorp.

Oscorp was always seeking the betterment of humanity, from robotics, to drugs, space travel, human enhancement. Osborn was trying to be a big man in super human world, rivaling those like Tony Stark and SHIELD. He saw Spiderman and saw all the advancements, super soldiers, body enhancement, technology enhancement, all increasing his fame, wealth, and power. 'With great power comes great reward!'

Octavius saw him as a threat. If he can't be controlled, he should be destroyed. "Maybe we should target the other one."

"The one called Cyclops, he hasn't been a hero as long, he could be Spiderman's weak spot." Norman wasn't happy when Spiderman gained an ally, but perhaps they could use this Cyclops to catch a Spider.

-X-

Spiderman returned home, and ate with his new family. Scott told Peter about Todd. "I'd like to meet him sometime, but Xavier's training might suit him better."

"Can we train today?" Kurt asked, eager to get started.

"You wanna be a hero Kurt?" May asked.

"I'd like to yes!" His tail wagged.

"Well I know Peter will keep you safe out there." She patted his shoulder.

“Thanks Aunt May!”

“But no hero training until your homework is done.”

“Yes...”

So while Scott and Peter did homework Peter had Kurt meditating to try and retain his human form.

After homework, it was time for training. Peter put on a martial arts gi, as did Scott and Kurt. Parker showed basic self defense.

Scott was showing off, easily tossing and flipping Kurt. Summers should have watched the tail, and he got flipped.

“Hey!”

“Well done Kurt!” Peter praised. “Your tail is a part of your body, as such you can hone it to be of use in combat.”

Scott didn’t like to lose. “That doesn’t seem fair.”

Parker bopped him on the head with his extra arms. ‘Oh yeah...’

“Your opponents won’t care about what’s fair, they’ll use weapons, powers, tech, mutations, enhancements, anything to take the advantage. We must learn to prepare for such things, but always remember as heroes we use our gifts to help people and protect those within our reach.”

Kurt's eyes sparkled and his tail wagged cutely.

Peter had them team up next and fight him.

With six arms he had an advantage, Kurt was out first, Scott did his best, but he was soon pinned. "Pinned ya!" Summers blushed. His heart raced.

'Don't get hard, don't get hard, don't get hard!' He hoped Peter couldn't hear his heart racing.

They worked out a bit before hitting the showers. Kurt wasn't ready to see Peter in all his naked glory, he kept stealing glances. 'He's so big!' The fuzzy dude blushed and squirmed.

Scott noticed, not that he could blame him. He focused on washing himself and not staring at the six armed stud standing not too far from him.

Kurt used his tail to hold down and hide his erection, playing innocent as he washed himself. "I'm all clean," he yawned. "I'm tired, I'm gonna poof back to my room, night all!" Poof! He was gone.

Summers knew exactly what he was gonna do and it wasn't sleep. He was right...

"My world...he's so sexy...so sexy..." Kurt played with his cock and ass. "So big...and sexy..." He moaned and panted, working his unique cock and fingering his hole. One digit was

the size of two and yet his ass swallowed him so quickly. His climax came, and he covered himself in cum.

“Whooo....damn...what a fap...” He was a mess but he couldn’t help but smile.

While Kurt didn’t like cum to dry on his fur, he was too tired to move or to teleport. ‘Oh well...I’ll grab an early shower before anyone wakes up.’

-X-

Scott yawned. “I should be turning in to, I got school and stuff.”

“Scott...” The boy tensed.

“I was thinking you’d like to join me for a late night patrol.”

“Really?!” He couldn’t hold back the excitement in his voice.

“But, it’s a school night...you...”

Peter presented a potion to him. “This is an energy elixir, a hero has many responsibilities and often not enough energy or time in the day to juggle all his responsibilities. I’ve tested this potion myself, it’ll help you break down all food and convert it to energy. You’ll only need two to four hours of sleep to be fully rested.”

‘No wonder he has so much energy.’

“Though I should tell you, if you drink it, there is a small side effect, your ass will exist purely for mating.” Scott blushed.

“Oh...I see...” He blinked. ‘Wait does that mean Peter’s ass...’ His cock throbbed. ‘Fuck.’

Scott whipped around and drank the potion. “Let’s go on patrol!”

Spiderman and Cyclops patrolled the streets. It mean more time with Peter so Scott was happy. The two came back home during the morning light. “I’m gonna grab a shower before school.”

“Sounds good, I’m gonna do some work in the lab.” The two parted, and when Scott went to the showers he found a cum covered furry elf. One big issue, Scott was looking to fap, so his erection was out, the two were caught in a very spicy situation.

To be continued...Kurt’s First Game

Chapter 4 Kurt's Big Game

Scott and Kurt froze, the fuzzy one was covered in cum, and Scott, well...he was rock hard after a lovely patrol with his idol. His dick stood proud and twitching, not losing a bit of heat being under Kurt's eye. Both were quiet, sizing the other up, the silent stretched.

Kurt wanted to poof out, but felt being saying nothing would make him look worse. 'He'll think I'm a dirty imp for sure!'

Scott was too horny to be thinking straight about all this. He was caught with his dick out, hard and throbbing. Summers didn't know what to say to make this better?! 'I don't want him to tell Peter about this...' Mutant he may be but human shame still dwelled as useless as it was.

"Listen!" Kurt broke the silence first. "Please don't tell!" He prostrated himself, bowing low and apologetic. "I'll do anything!"

"Anything huh?" Scott scratched at his pubes, thinking this over. Horny thoughts lead to trouble so they say, but in this case can lead to a solution. "Listen Kurt, we are both healthy young men, maybe we can help each other out, and we keep it between us. What happens in the showers stays in the showers, fair deal?" Kurt looked up and Scott offered him a hand.

“Deal!” He rose up but stayed on his knees. In a poof he was in front of Scott face to crotch. “You got a real nice piece, smells good!” He said the last bit after a couple of quick sniffs.

Scott blushed. “Hey don’t sniff me like that, I was out on patrol...”

“You were with Spiderman?” He looked up, studying Scott.

Summers had a terrible poker face. Blushing from ear to ear, he couldn’t meet the fuzzy one’s eyes. “Ohhh!”

“Shut it!” Scott hissed.

“No problem, what happens in the showers right?” Kurt grasped Scott’s cock and began pumping it. “We don’t need to talk about it outside of here.”

“Right!” Scott moaned. Wagner’s grip was different, way different than his own hand.

“But we can talk here though right?”

“Umm...I guess...” He shivered.

“So wicked!” His tail wagged. Kurt worked Scott’s cock faster and faster, spreading his pre-cum over his shaft. “So you like Peter right...like a man...”

“I mean...yeah!” Scott blushed harder.

“Have you two ever?” He squeezed his rod, and made a lewd gesture with his tail.

“No!”

“But you want to?”

“Y-Yes...” His voice cracked.

“Me too!” Kurt wiggled his butt. His free hand worked back and started playing with his ass. “His rod is like da biggest ever!” He started fingering himself faster. “Do you think about that?”

Scott gulped. “Yeah...” Thinking on it made his hole tingle. How many fantasies has he had about Peter fucking him stupid, too many to count.

“I had dreams about Spiderman, sometimes they’d start off as nightmares but den he swings and saves me and then...we...” Kurt bit his lip, pumping Scott faster. “Was it the same for you?”

“Well...I realized I was...that I liked guys...earlier...” Scott panted.

Logan, the guy was tall, a hunk of a man, worked with his hands, spent his days in the garage or fixing stuff around the manner. Did yard work without a shirt on. Man was a walking wet dream. Scott realized real quick he liked men. Logan

didn't stick around much, he was always traveling for various reasons. He did teach Scott how to drive and even helped him get his first car. "Look after her kid, she's yours now."

His admiration for Spiderman came later, and his feelings for Peter sparked when they met and spent time together. He did feel something for Jean, but that wasn't gonna happen and frankly he hadn't thought about her much since moving out.

"Does HE like guys?" Scott knew how flexible Peter was, he was likely bi.

"I think so, or at the very least he's open to it." He believed it, it wasn't just wishful thinking.

"Are you gonna make a move?" Kurt's tail came around and began jerking off his cock, matching the pace on Summer's rod.

"Me?!" Scott gasped. Kurt started rubbing his cock head with his thumb. "I don't...ohhh know if I can..."

"You think about it?"

"All the time." Scott moaned. "I want to be with him, but don't wanna lose him."

"I can understand that fear, I always worry that someone won't want me for me, that'd they'd be scared of my fuzz or my cock."

Scott looked at him. “You aren’t that scary.”

“I want to belong, and I don’t want to ruin anything, especially a good thing.” He got closer. “So I think the math works here.” Lick~!

“Oh my god!” Scott moaned.

Kurt just discovered a weak spot. He took full advantage of it, licking and lapping teasing Scott’s balls with his tongue.

“Kurt wait...fuck...I can’t...” His balls tightened and he came hard, showering the elf in his thick seed.

Nightcrawler came, adding more seed to the floor.

Both boys basked in the heat of their release. “You should talk to Peter, you never know maybe we both have a shot.” Poof!

Scott blushed. He tried to push away the idea, but the thought of Kurt and him with Peter...

Welp he was hard again.

-X-

A week passes and Scott and Kurt had kept their little secrets. Kurt had been focusing on practicing and preparing to enroll in school. He ends up going to school with Scott and Jean.

Summers checked in on Toad. “How are you doing?”

“Man, that Xavier Institute is swank. I got my own room and it’s bigger than the whole apartment I used to crash in.” He walked with Scott. “The Prof even hooked me up with this special bathing oil, it doesn’t irritate my skin or nothing.” Tolansky certainly smelled better. It wasn’t a matter of poor hygiene just the majority of soaps and bathing supplies irritated his skin. He had a good room, good food, he didn’t need to steal for food money anymore. “Thanks Summers you really hooked a brother up.” They shared a fist bump.

“I’m glad you are doing well.”

“I could use some help with the Danger Room stuff. It’s really tough.”

Scott chuckled. “It gets easier.” He introduced Todd with Kurt.

“You one of us?” Kurt nodded, not showing his fuzz but his teleport when they were alone. “Cool!”

They started on the right foot and began to hang out. “You gonna try to do the hero thing?”

“Da, I want to use my gift to help people.”

School began to buzz about a big game against Midtown. “No way...” Scott gasped. The two schools had a deep rivalry as sister schools. Students from Midtown would be coming to

have a showdown. Duncan was in his element promising to bring down the opposition. Jean was cheering him on. The jocks were positively drunk on the power of popularity. They pushed Todd and Kurt around. Duncan even got in Scott's face when he told Duncan to knock it off. "You got a problem Summers?"

"With jerks like you always!"

"What is going on here!?" Raven Darkholme the principal came out.

"Wasn't doing anything Principal Darkholme." Duncan lied.

She took a look at the scene, Todd and Kurt were disheveled from Duncan pushing them around. Kurt met her eyes, and something shifted, just slightly. "I hope you remember gentleman, that our school has probation periods for students who act out. On probation, there's no school dances, no clubs, no sports. It doesn't matter how good you are or if there's a championship on the line, poor character reflects badly on this school and me." She fixed Duncan with a look. "I trust as Captain, you understand this, and want your team to play. So reign in any...misplaced excitement..."

"Yes...yes of course..."

She looked at everyone. "Get to class!"

“Yes ma’am!” They scattered. The woman’s eyes lingered on Kurt with an instinct that went back to Eve. A mother knows.

“Man that woman is scary!” Todd said.

“She seems very intense.” Kurt said.

“She can be scary, best to stay off her bad side.” Scott said.

Duncan spread the word, and the raging jocks chilled out.

Scott talked to Peter about the game, at the breakfast table.

“Have you heard about the big game?”

“Midtown vs Bayville, yeah my school is all a buzz about it, why?”

“Oh, would you want to hang out...there...” Kurt looked between them.

“I wasn’t gonna go, but why not. If I have you there it might actually be fun.” Mary Jane was going as part of the newspaper club covering the game. Harry wanted nothing to do with it, so Peter wasn’t going initially.

“Do you mind if I hang with you guys?” Scott glared at Kurt.

“Sure, it’ll be fun with us together.”

“Great...”

Kurt honestly didn't think Scott was making a move, it was so clumsy and awkward he thought it was a hang out. Scott drove them to the game. "Puny Parker!" A familiar voice rang out.

"Who's that?" Kurt asked.

"That's Flash Thompson." The blonde jock walked over.

"What are you doing here nerd, this isn't exactly your scene?" He adjusted his jacket. "Did you maybe come here to cheer me on?"

"Not exactly, I came to hang with some friends, they go to school here."

"So you sleeping with the enemy?!"

Peter rolled his eyes, but he didn't miss a beat. He threw an arm around the two. "Well we are living together." The look on Thompson's face was priceless. "Let's go guys."

They hit the stands, and Todd was in the audience. "Peter this is Todd, Todd...Peter!"

"Hey!" They shook hands.

"You have quite the unique aura."

"You think?"

“Yeah, we can talk about it later.” Peter sat with Scott and Kurt. “You guys don’t mind right?”

“I don’t!” Kurt cuddled up to Peter. He gave Scott a look and the brunette cuddled into Peter as well, leaning against him.

“Yeah, I’m good!”

It was the Home Team vs the Visitors

Duncan saw the three and he got pissed. He got three of his boys together and they decided to mess with them.

To be continued...Trouble Times Three

Chapter 5 Trouble Times Three

The Wizard, Klaw, and Thundra were pissed. Doctor Octopus had hired the Frightful Four to help track down and capture Spiderman. Trapster's capture was supposed to be reasonable, his main goal was getting a tracker on Spiderman so they could track him down. The plan failed spectacularly. Now the focus was getting to him by those closest to him. Cyclops. With Spiderman there was a bit of wiggle room when it came to age, but Cyclops was a bit more clear cut, a young man. "What are we supposed to do just go around attacking random schools?" The Wizard asked.

"You'll do what we pay you to do." Doc Oc said.

"We lost a member because of your last plan."

"Then I'll split his pay between the three of you." He said dismissively. "We need to apply pressure, because right now he has plenty of places to crawl back to. We need to strip him of his support and get him vulnerable, so we can make our move."

They decided to keep working. There was a big game between two schools so the Four decided to attack it, two schools with one stone. Norman was consulted and since it was a sporting event, he knew his son was far away, so he signed off on the mission.

-X-

Harry was bored so bored. 'Maybe I should have gone to the game.' He decided to text Peter and Mary Jane. She was busy taking photos of the "event".

Peter felt his phone buzz and with a bit of slight of hand he was able to grab it while still keeping an arm around each boy.

H- How's the game going?

P- Not great, Flash is kinda getting his butt kicked out there.

Flash was a great athlete but their team had been lacking for awhile. He'd been carrying the team for awhile, but against a squad of actual team mates he was getting punked fast. Thompson was making it that it wasn't a total slaughter.

H- Must be fun to watch?

P- Kinda...

It was weird, when they were kids Flash and him actually had been friends but their paths diverted, Flash went into sports and became the popular jock jerk, Peter well...yeah. He could have checked Flash any number of times but there were times where it felt like an abuse of power. Even the janitor felt Peter should stand up for himself and kick Flash's ass. Bullies needed to know consequences.

Flash was a decent player, but his bully behavior had turned off a lot of guys from joining the team. The ones who stayed were ones who loved the game. They had enough players to play certainly but against larger teams they were worn down over prolonged games. They were playing offense and defense. Flash was trying to lead them, but he was split between leading and carrying. His next play got him jumped before he could do anything.

Their opponent had both offensive, defensive, first string, second string, and alternates keeping everyone from burning out.

P- You know you could always sign up for the team, they could use you.

H- I...I've thought about it, maybe my dad would be proud of me if I won a big game or something.

Peter sighed. Norman Osborn was many things, difficult to say the least. He had high expectations of Harry, and when the boy didn't meet them he was hit with high disappointment. Harry did work hard but when his hard work was treated as expected or not enough it breaks something in you. His father always told him with great power comes great reward.

He appreciated Harry and Peter's friendship hoping some of Peter's genius would rub off on Harry or motivate him to work harder. It wasn't just sciences that Osborn cared about it was status.

P- You can try I'll back you up always

H- Thanks Peter

Flash managed to get a pass out, but the guy he passed it to got slammed, but they made it enough to stay on the offensive. "Oh man this is making me hungry." Kurt said.

"Sure, why don't you guys grab snacks." Peter got his wallet and pulled out some money. "Grab enough for the four of us."

Todd was surprised but he wasn't gonna turn down food, especially if someone else was paying. They get up and head towards the snack shack, leaving Peter to watch the game and hold their seats. He caught sight of Mary Jane and waved, she took a picture.

Their coach called for a time out, things weren't looking good for Peter's home team. If things continued the writing would be on the wall. "It'll take a miracle for us to pull out a win now."

"Fresh out of those." Peter said jokingly. He could help obviously but again abuse of power.

“Maybe talk to Flash, give him some advice, couldn’t hurt.”

“You gotta be kidding.” She gave Peter the puppy eyes.

“Please, I don’t want this to be a sad piece on us getting smoked, it’s bad for the school’s morale.”

“Fine, I’ll talk to Flash, the guy who shoves me into lockers every chance he gets.”

“That’s the spirit!” She patted his back.

“Just save my seat for when my friends get back.” Peter said. There was a line at the snack shack so it’d be a bit.

Peter went over and Flash didn’t even have the energy to be a jerk. “What do you want Parker?” He took a drink of his water. “Come to kick me while I’m down?”

“To help if you’ll let me.” Peter called the guys over and gave them a run down, he’d been observing and could break down the game with math and science. He suggested a couple of plays and adjustments in their movements.

Even Flash was impressed. “You guys just need to play smarter, not harder, they might have the numbers but you got the grit.” They put Peter’s plans into motion and they caught the other team completely off guard.

As it happened Duncan and a few of his boys had been switched out. The coach had been fine with it, since they were in the lead.

-X-

Duncan had seen Todd, Scott, and Kurt leave the bleachers and decided to make a move. Once they had gotten their snacks and were making their way back to Peter Duncan and his boys got in their way. “Out of the way Duncan.”

“Make me!” Smack! He knocked the snacks out of Scott’s hands.

“Hey!”

“Easy fellas we don’t want any trouble.” Todd said, keeping his grip on the grub.

“Why are you doing this aren’t we on the same team?” Kurt asked.

“Says the newbie cozied up to the enemy.” Duncan said. “I saw you and Summers getting all cozy with that loser.”

“He’s not a loser!” Scott snapped.

Duncan smirked. “Did I touch a nerve. What, is he your boyfriend or something?” Scott blushed. “Oh shit, I always

thought you were a bit of a freak but I didn't know you were a sissy slut bitch.”

“Excuse me?!”

“You should have just told us, we could always use a cum dump in the showers, we might have even treat you real nice!”

“Aren't you dating Jean?” Scott asked.

Todd cut in. “Wait you're gay?”

Duncan whipped towards him with a glare. “No!” He crossed his arms. “What happens in the locker room stays in the locker room. Besides it doesn't count when you use sissy sluts like you.” He pointed at Scott.

“So Jean doesn't know?”

“I haven't done anything!” He said defensively. His tone and his blush said otherwise. Scott just shook his head. He tried to warn her about Duncan but she dated him anyway.

Kurt shook his head. “That is so wack.” He didn't get it, there was nothing wrong with being gay or bi, but cheating on one's partner wasn't cool regardless of sexuality or gender. It was clear there wasn't an open relationship going on here.

“Shut up!” He grabbed Summers. “Listen here Summers you little bitch!”

-X-

Peter felt his Spider sense kick in. ‘What is coming?’

Boom!

Klaw blasted a propane tank causing an explosion. Students and security scattered. The whole game ground to a halt.

Panic swept through the crowd like a wave, people raced to the exits only to have cars and buses get lifted up and made into a barricade. “No way, super villains!” Flash gasped as the “Four” made their appearance.

Kurt reacted fast having grabbed Scott and Toad and going poof. Duncan and his friends were knocked away, his friends came out better since they were still wearing their helmets.

“Nobody move, or face the wrath of the Frightful Four.” Thundra said.

“There’s only three of you.” Thundra growled at Mary Jane. She took a picture.

Security tried to charge the villains but were quickly grabbed by The Wizard and lifted into the air. He was a master of high tech gadgets. His special disks when attached to an object

gave him control over it like he was moving things with his mind.

Klaw was a villain made of living sound. Thundra ruthless warrior woman from an alternative time line. “We are looking for Spiderman and his amazing little friends. We believe either Spiderman or Cyclops is here, you’ll hand him over if you know his identity or suffer the consequences.” The Wizard demanded.

“Cram it loser!” Flash snapped.

Peter face palmed. ‘Flash what are you doing?’

“Spiderman and Cyclops are heroes, even if we knew who they were we wouldn’t hand them over to the likes of you, they protect our city!”

“So brave, so stupid!” Wizard fixed Flash with one of his and lifted him into the air. “Even if he’s not among you, as the heroes they are they’ll give themselves up to protect you or defend you from us. Until they do we’re gonna tear this place apart.” He spun Flash in the air. “You can’t escape, and you’ll suffer as the clock ticks by!”

“This is bad.” Kurt said.

“Todd, Kurt try to get people out of here.”

“What are you gonna do?” Toad asked.

“I’m gonna fight them, that’s what heroes do.” He activated a transformation potion, his street clothes did a magical boy transformation and he was suited up in an instant.

“That is so cool!”

Kurt activated his shift and became blue and fuzzy. “You don’t see that every day.” Toad said. He started using his slime to put out the fire.

“Now where could our little heroes be hiding?” The Wizard looked around the masses. “Are they a teacher, coaching sports teams before moonlighting as a hero. Could they be a jock, a cheerleader, maybe even a nosy reporter?”

He had Klaw attack but before he could fire he got hit with Scott’s optic blasts. “You looking for me uglies?” Their focus turned on Scott.

Peter slipped away and transformed, having his own magical boy transformation plus a shift.

Wizard chucked Flash towards the goal post and a web manifest and caught him. “Are you okay?”

“Oh man, Spiderman you came you saved me. You’re my hero!”

“You were really brave for what you said, but leave this to me.” He got Flash down, carrying him bridal style. Flash hugged Spiderman.

“This is the best day of my life, I’m such a huge fan.”

‘Really?!’ He couldn’t believe it.

Thundra attacked him but Spiderman was super strong and had more arms. He caught her attack and protected Flash.

“Get back, we got this!” Flash nodded and moved out of the danger zone.

“Here you are the spider and the cyclops. Our intel was right.”

“Are you stupid, you attack a school and think I won’t show up, duh?”

“Shut up!” Wizard tried to launch his disks at Peter but Cyclops shot them out of the sky.

“Watch closely!” Someone was observing and four heroes stood and watched the monitor observing how Spiderman and Cyclops operated.

Kurt and Toad worked through the crowd, moving them outside the barricade. “Who are you?” Mary Jane asked.

“The name’s Nightcrawler, I’m with them.” He gestured towards Scott and Peter. They poofed away. Toad moved the unconscious jocks and put them to safety.

Jean saw this and used her powers to help assist with the evacuation. She was able to provide back up, moving things with her mind hitting the villains with debris and distracting them and allowing Spiderman and Cyclops to do their thing.

Peter used Purple Webs to grab Thundra and use her to slam into The Wizard. The two got stuck together. “Ugh damn it!”

Klaw tried to attack him only to get blasted by Cyclops.

“Attack the hostages!” Wizard snapped. Klaw moved to do so only to get hit by Yellow Webs and another blast by Cyclops, he was electrocuted and hit hard.

The Wizard managed to grab three students and lift them high into the air. “Don’t move either of you or you’ll be facing reverse fire works.” He threatened.

Nightcrawler appeared making them go poof and he destroyed the disks. “Who...what...where...what?!” Kurt appeared with a smirk.

“The name’s Nightcrawler, I’m new!” He took a fighting stance.

The Wizard looked around and saw that most of the hostages had been moved to safety. “Damn...” He used a disk to grab Klaw and they took off. “We need to retreat for now.”

Peter tried to web them up, but Klaw blasted the webs with sound. He fired another attack and Peter prioritized protecting the remaining civilians/students. He put up a web barrier and blocked the attack.

“We’ve got a problem, he gained another one.” The Wizard reported back to Octavius.

“Fascinating, we’ll have to prepare for a proper plan of attack.”

-X-

Spiderman helped with clean up. Xavier came in and did some damage control. Super Villain attacks were common enough but he made sure no one knew any identities. Toad didn’t have a mask, they’d have to work on that.

The ambulance and police were called. Duncan was admitted, he had a mild concussion and potentially a few things broken. Spiderman gave the police a report and they talked to Mary Jane, who was happy to report everything. Trapster was in police custody until a transfer to a more villain prison.

Jean went full girlfriend mode, and Duncan ate it up.

-X-

“He let the bad guys get away.” Nova said. “He’s supposed to be training us?”

“But he protected the civilians, he distracted the villains long enough for the majority to get moved to safety. He’s quite wise.”

“He’s got six arms and still couldn’t get the win, I’d have whipped those guys with one arm behind his back.” Nova bragged.

“Yeah sure in your dreams.” Luke said.

“I’m impressed with his skill in the mystic arts, I’d like to learn from him.”

“What?!” Nova gasped. “You’re really leave the team?”

“We aren’t exactly a Team yet Nova, we are training to be the next Avengers.”

“Well as leader, I say we pass on the spider guy, we don’t need his help to be better heroes.”

“I’d like to meet with him.”

“Count me in!” Luke said and Danny high fived him.

“Hey you both are leaving!?”

“Yep!” They said in unison.

“Ugh fine, the Team doesn’t need guys who are gonna bail when things get hard.”

“We’ve hit a plateau with our SHIELD training, we could use some hands on experience.” Luke said.

“Also you are not the leader and you aren’t the boss of us.” Danny said.

“Fury said it was our choice.”

Nova crossed his arms. “Fine, we don’t need guys who are gonna ditch the squad when things get tough.” White Tiger smacked him upside the head.

“Nice one bucket brain.”

“Hey!”

Fury sighed heavily. This was exactly why they needed Peter’s help. They had the training and the tactics but making them weapons alone would ruin them, they needed to be able to think, act, and more. They needed to be able to work as a team, be individuals, and be able to come together as a team putting their SHIELD training to good use.

He called in a favor, Logan was coming back and pulling some strings he'd help with training not only at the Xavier Institute but also at SHIELD.

-X-

To be continued...A Call From SHIELD

Fury asks Spiderman a favor, allowing him to meet Iron Fist and Powerman. If things work out, they'd start attending school with Peter, live at the Parker House. Peter is a bit worried since he's being targeted but that's exactly why he's doing this, Iron Fist and Powerman double as extra security to support Peter. The Frightful Four break out Trapster and believe the recent transfers might be Spiderman Cyclops or Nightcrawler. They attack the school out of revenge pissing Osborn off. Nova and White Tiger meet Wolverine and he's there to take their SHIELD training to the next level.

End Volume 1...

To Be continued in Volume 2!