

SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

FORM 10-QSB

(X) Quarterly Report Under Section 13 or 15(d) of the Securities Exchange Act of 1934

For the Quarter Ended: September 30, 2003

{ } Transition Report Under Section 13 or 15(d) of the Securities Exchange Act of 1934

For the Transition Period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 0-26285  
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AGE RESEARCH, INC.

-----  
(Name of Small Business Issuer in its charter)

Delaware

87-0419387

-----  
(State or other jurisdiction of incorporation or organization)

-----  
(I.R.S. Employer I.D. No.)

31103 Rancho Viejo Road, #2102, San Juan Capistrano, CA 92675

-----  
(Address of principal executive offices and Zip Code)

(800) 597-1970

-----  
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

(1) Yes {X} No { } (2) Yes {X} No { }

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Common Stock, Par Value \$0.001	89,759,301
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Title of Class	Number of Shares Outstanding as of September 30, 2003

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EXHIBITS

PART I

ITEM 1. FINANCIAL STATEMENTS

To the Board of Directors and Stockholders  
 Age Research, Inc.  
 San Juan Capistrano, California

We have reviewed the accompanying balance sheet of Age Research, Inc. as of September 30, 2003, and the related statements of operations for three and nine months ended September 30, 2003 and 2002, and the related statements of cash flows for the nine months ended September 30, 2003 and 2002, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the representation of the management of Age Research, Inc.

A review consists principally of inquiries of Company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit, in accordance with generally accepted auditing standards, the objectives of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with accounting principles generally accepted in the United States.

As discussed in the Note 2 to the financial statements, certain conditions indicate the Company may be unable to continue as a going concern. The accompanying financial statements do not include any adjustments to the financial statements that might be necessary should the Company be unable to continue as a going concern.

/s/Spector & Wong, LLP  
 Spector & Wong, LLP  
 Pasadena, California  
 October 28, 2003

AGE RESEARCH, INC.  
 BALANCE SHEET (Unaudited)  
 September 30, 2003

ASSETS

<u>&lt;S&gt;</u>	<u>&lt;C&gt;</u>
Current Assets	
Cash and Cash Equivalents	\$ 85
Accounts Receivable	584
	-----
Total Current Assets	669
	-----
Property and Equipment	
Furniture and Fixtures	5,560
Machinery and Equipment	1,794
	-----
	7,354
Less: Accumulated Depreciation	(7,354)
	-----
Total Property and Equipment	-
	-----
TOTAL ASSETS	\$ 669
	=====

LIABILITIES AND STOCKHOLDERS' DEFICIT

Current Liabilities	
Accounts Payable and Accrued Expenses	\$ 8,768
Officers' Loan	13,700
	-----
Total Current Liabilities	22,468
	-----

Stockholders' Deficit	
Common Stock, \$0.001 par value; 100,000,000 shares authorized; 81,759,301 shares issued and outstanding	81,759
Paid-in Capital	853,264
Accumulated Deficit	(956,822)
	-----
Total Stockholders' Deficit	(21,799)
	-----
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ 669
	=====

</TABLE>

See notes to interim unaudited financial statements.

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AGE RESEARCH, INC.  
STATEMENTS OF OPERATIONS (Unaudited)

<TABLE>  
<CAPTION>

ended	For Three Months ended		For Nine Months
	September 30,		September
30,	2003	2002	2003
2002			
<S>	<C>	<C>	<C>
<C>			
Sales	\$1,020	\$1,670	\$4,932
\$6,632			
Cost and Expenses			
Cost of Goods Sold	99	249	631
973			
Selling, General and Administrative	58,672	3,012	138,999
12,078			
	58,771	3,261	139,630
13,051			
OPERATING (LOSS)	(57,751)	(1,591)	(134,698)
(6,419)			
Other Income (Expenses)			
Interest and Other Income	-	-	97
-			
Interest Expense	(207)	(128)	(532)
(330)			
	(207)	(128)	(435)
(330)			
NET (LOSS) BEFORE TAXES	(57,958)	(1,719)	(135,133)
(6,749)			
Provision for Income Taxes	-	-	800
800			
NET (LOSS)	\$ (57,958)	(1,719)	(135,933)
(7,549)			
Net (loss) per share-Basic and Diluted	\$ 0.00	\$ (0.00)	\$ (0.00)
\$ (0.00)			
Weighted Average Number of Shares	81,759,301	68,259,301	75,981,523
67,592,634			

</TABLE>

See notes to interim unaudited financial statements.

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AGE RESEARCH, INC.  
STATEMENTS OF CASH FLOWS (Unaudited)

<TABLE> <CAPTION> For Nine Months ended September 30,	2003	2002
----- <S>	<C>	<C>
Cash Flow From Operating Activities		
Net (loss)	\$ (135,933)	\$ (7,549)
Adjustments to reconcile net (loss) to net cash (used in) operating activities:		
Stock for services	130,000	-
(Increase) Decrease in:		
Accounts Receivable	169	(123)
Inventory	-	236
Increase (Decrease) in:		
Accounts Payable and Accrued Expenses	339	(2,286)
	-----	-----
CASH FLOWS (USED IN) OPERATING ACTIVITIES	(5,425)	(9,722)
Cash Flow From Investing Activities	-	-
	-----	-----
Cash Flow From Financing Activities		
Proceeds from Issuance of Common Stock		7,500
Proceeds from Officers' Loan	5,200	2,300
	-----	-----
CASH FLOWS PROVIDED BY FINANCING ACTIVITIES	5,200	9,800
	-----	-----
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(225)	78
Cash and cash equivalents, at beginning of period	310	1,970
	-----	-----
CASH AND CASH EQUIVALENTS, AT END OF PERIOD	\$ 85	\$ 2,048
	=====	=====
Supplemental Disclosure of Cash Flow Information:		
Income Taxes Paid	\$ -	\$ 800
	=====	=====

</TABLE>

See notes to interim unaudited financial statements.

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AGE RESEARCH, INC.  
NOTES TO UNAUDITED FINANCIAL STATEMENTS

NOTE 1 - NATURE OF BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Business Age Research, Inc. (the "Company") produces and sells a line of premium skin care products to physicians and mail order. The Company has developed its own line of dermatologist-formulated skin care products including moisturizers, cleaners, sunscreens, and anti-aging emollients with glycolic acid. The products are sold under the name of RejuvenAge, which is trademarked in United States and United Kingdom, and name of Bladium, which is trademarked in United States. The trademark in United Kingdom will be expired in September 2006.

Presentation of Interim Information: The financial information at September 30, 2003 and for the three and nine months ended September 30, 2003 and 2002 is unaudited but includes all adjustments (consisting only of normal recurring adjustments) that the Company considers necessary for a fair presentation of the financial information set forth herein, in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") for interim financial information, and with the instructions to Form 10-QSB. Accordingly, such information does not include all of the information and footnotes required

by U.S. GAAP for annual financial statements. For further information refer to the Financial Statements and footnotes thereto included in the Company's Annual Report on Form 10-KSB for the year ended December 31, 2002.

The results for the nine months ended September 30, 2003 may not be indicative of results for the year ending December 31, 2003 or any future periods.

Net Loss Per Share Basic net loss per share includes no dilution and is computed by dividing net loss available to common stockholders by the weighted average number of common stock outstanding for the period. Diluted net loss per share does not differ from basic net loss per share due to the lack of dilutive items in the Company.

NOTE 2 - GOING CONCERN

The Company's financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. In the near term, the Company expects operating costs to continue to exceed funds generated from operations. As a result, the Company expects to continue to incur operating losses and may not have enough money to grow its business in the future. The Company can give no assurance that it will achieve profitability or be capable of sustaining profitable operations. As a result, operations in the near future are expected to continue to use working capital.

Management is currently involved in active negotiations to obtain additional financing and actively increasing marketing efforts to increase revenues. The Company continued existence depends on its ability to meet its financing requirements and the success of its future operations. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 3 - PENDING BUSINESS COMBINATION

In May 2003, the Company announced to acquire all the issued and outstanding shares of common stock of The Varsity Group, Inc. ("VARS", a Missouri corporation) in exchange for 9,343,920 post split shares of the Company's common stock. This acquisition will be accounted for as a purchase.

NOTE 4 - PENDING REVERSE STOCK SPLIT

In connection with the acquisition, the Board of Directors authorized a reverse split of 1 for 35 shares of stock prior to the closing date of acquisition and

increase the capitalization to 750,000,000 shares.

NOTE 5 - NONCASH EXPENSES

On May 22, 2003, the Company issued 13,000,000 shares of the Company's common stock for services rendered by nonemployees. The stocks are fully vested and nonforfeitable. The Company recorded the stock transactions at their fair market value, capitalized the costs of transactions, and amortized them over the length of the services. As of September 30, 2003, the total cost of \$130,000 was fully charged to operations.

NOTE 6 - NET LOSS PER SHARE

The following table sets forth the computation of basic and diluted net loss per share for the periods:

<TABLE>  
<CAPTION>

	Three Months ended September 30,		Nine Months ended September 30,	
	2003	2002	2003	2002
<S>	<C>	<C>	<C>	<C>
Numerator:				
Net (Loss)	\$ (57,958)	\$ (1,719)	\$ (135,933)	\$ (7,549)
Denominator:				
Weighted Average Number of Shares	81,759,3301	68,259,301	75,981,523	67,592,634
Loss per share-Basic and Diluted	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)

</TABLE>

NOTE 7 - SEGMENT INFORMATION

The Company is currently managed and operated as one business. The entire business is managed by a single management team that reports to the Company's President. The Company does not operate separate lines of business or separate business entities with respect to any of its product candidates. Accordingly, the Company does not prepare discrete financial information with respect to separate product areas or by location and does not have separately reportable segments as defined by Statement of Financial Accounting Standards ("SFAS") No. 131 "Disclosures about Segments of an Enterprise and Related Information".

#### NOTE 8 - RELATED PARTY TRANSACTIONS

An officer is currently making payments to purchase inventory on behalf of the Company. As of September 30, 2003, the balance due to the officer related to the purchases was \$1,912. The Company also has notes payable to the officer in the amount of \$13,700, accruing interest at 6% per annum. Accrued interest to the officer as of September 30, 2003 is \$1,193.

#### NOTE 9 - GUARANTEES

The Company from time to time enters into certain types of contracts that contingently require the Company to indemnify parties against third-party claims. These contracts primarily relate to: (i) divestiture agreements, under which the Company may provide customary indemnifications to purchasers of the Company's businesses or assets; and (ii) certain agreements with the Company's officers, directors and employees, under which the Company may be required to indemnify such persons for liabilities arising out of their employment relationship.

The terms of such obligations vary. Generally, a maximum obligation is not explicitly stated. Because the obligated amounts of these types of agreements often are not explicitly stated, the overall maximum amount of the obligation cannot be reasonably estimated. Historically, the Company has not been obligated to make significant payments for these obligations, and no liabilities have been recorded for these obligations on its balance sheet as of September 30, 2003.

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## ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATIONS

### Cautionary Statement Regarding Forward-looking Statements

This report may contain "forward-looking" statements. Examples of forward-looking statements include, but are not limited to: (a) projections of revenues, capital expenditures, growth, prospects, dividends, capital structure and other financial matters; (b) statements of plans and objectives of the Company or its management or Board of Directors; (c) statements of future economic performance; (d) statements of assumptions underlying other statements and statements about the Company and its business relating to the future; and (e) any statements using the words "anticipate," "expect," "may," "project," "intend" or similar expressions.

### Results of Operations

Three and Nine Months Ended September 30, 2003 compared to September 30, 2002

Revenues and Costs of Sales. For the three and nine month periods ended September 30, 2003, our revenues were \$1,020 and \$4,932, respectively, with cost of goods sold of \$99 and \$631, for a gross profit of \$921 and \$4,301, respectively. For the three and nine month periods ended September 30, 2002, our revenues were \$1,670 and \$6,632, respectively, with cost of goods sold of \$249 and \$973, for a gross profit of \$1,421 and \$5,659, respectively.

Operating Expenses. Total operating expenses for three and nine month period ended September 30, 2003 were \$58,672 and \$138,999, respectively compared to \$3,012 and \$12,078 for 2002. The net losses for the three and nine months ended September 30, 2003 were \$57,958 and \$135,133, compared to the net losses for the three and nine months ended September 30, 2002 were \$1,719 and \$6,749.

### Liquidity and Capital Resources

Historically, we have financed our operations through a combination of cash flow derived from operations and debt and equity financing. At September 30, 2003, we had a working capital deficit of \$21,799 based on current assets of \$669 and current liabilities of \$22,468.

Based on our current marketing program and sales, it is clear that we will have to increase our sales volume significantly in order to have profitable operations. At this time, however, we do not have any working capital to expand our marketing efforts.

We propose to finance our needs for additional working capital through some combination of debt and equity financing. Given our current financial condition, it is unlikely that we could make a public sale of securities or be able to borrow any significant sum from either a commercial or private lender. The most likely method available to us would be the private sale of our securities. There can be no assurance that we will be able to obtain such additional funding as needed, or that such funding, if available, can be obtained on terms acceptable to us.

#### ITEM 3. CONTROLS AND PROCEDURES

(a) Evaluation of disclosure controls and procedures. We believe our disclosure controls and procedures (as defined in Sections 13a-14(c) and 15d-14(c) of the Securities Exchange Act of 1934, as amended) are adequate, based on our evaluation of such disclosure controls and procedures as of September 30, 2003.

(b) Changes in internal controls. There were no significant changes in our internal controls or in other factors that could significantly affect these controls subsequent to the date of their evaluation.

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#### PART II - OTHER INFORMATION

##### ITEM 1. LEGAL PROCEEDINGS

None.

##### ITEM 2. CHANGES IN SECURITIES

None.

##### ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

##### ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

On July 28th we filed a preliminary proxy and on October 10, 2003 we filed an amendment to the proxy in which notice was given that the following actions will be taken pursuant to the written consent of a majority of our shareholders, dated May 28, 2003, in lieu of a special meeting of the shareholders. The SEC has some additional comments which we will respond to shortly. Once effective, the following actions will be taken:

1. To approve the acquisition of The Varsity Group, Inc., a Missouri corporation, where the total consideration paid is 9,343,920 authorized and unissued post reverse split common shares, where that number of shares is to equal 80% of the total outstanding after the acquisition.
2. Amend our certificate of incorporation to change the Company name from AGE Research, Inc. to Enstruxis, Inc., and concurrently to change the Company's OTCBB trading symbol.
3. Amend our certificate of incorporation to provide for a stock combination (reverse split) of the Common Stock in an exchange ratio to be approved by the Board, ranging from one newly issued share for each two outstanding shares of Common Stock to one newly issued share for each thirty outstanding shares of Common Stock.
4. Amend our Certificate of Incorporation to increase the authorized number of shares of our common stock from 100,000,000 to 750,000,000.

##### ITEM 5. OTHER INFORMATION

None.

##### ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits.

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- |      |   |
|------|---|
| 31.1 | Certification of the Chief Executive Officer and Chief Financial Officer pursuant to Rule 13a-14(a) ( Section 302 of the Sarbanes-Oxley Act of 2002)  |
| 32.1 | Certification of the Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C.ss.1350 (Section 906 of the Sarbanes-Oxley Act of 2002) |

(b) Reports on Form 8-K.  
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May 22, 2003           Item 2: Acquisition of The Varsity Group, Inc  
                          by Age Research Inc. on May 22, 2003

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Age Research, Inc.

Dated: November 14, 2003

By: /s/ Richard F. Holt, President  
-----  
(Chief Executive and Financial Officer)

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## CERTIFICATIONS

I, Richard F. Holt, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of Age Research Inc. (the "Company");

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report; and

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the Company as of, and for, the periods presented in this quarterly report.

4. The Company's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the Company and have:

a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the Company, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

b) evaluated the effectiveness of the Company's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

c) disclosed in this report any change in the Company's internal control over financial reporting that occurred during the Company's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting;

5. The Company's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the Company's auditors and the audit committee of Company's board of directors (or persons performing the equivalent functions);

a) all significant deficiencies in the design or operation of internal controls which could adversely affect the Company's ability to record, process, summarize and report financial data and have identified for the Company's auditors any material weaknesses in internal controls; and

b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal controls over financial reporting.

Date: November 14, 2003

/S/Richard F. Holt

-----  
Principal Executive Officer  
Principal Financial Officer

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO SECTION 906 OF  
THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Age Research, Inc. (the "Company") on Form 10QSB for the period ending September 30, 2003 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Richard F. Holt, Chief Executive Officer and Chief financial Officer of the Company, certify, pursuant to 18 U.S.C. Sec. 1350, as adopted pursuant to Sec. 906 of the Sarbanes-Oxley Act of 2002, that, to the best of the undersigned's knowledge and belief:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/S/ Richard F. Holt

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Richard F. Holt  
Chief Executive Officer and Chief Financial Officer  
November 14, 2003