

SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

FORM 10-QSB

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

For the Quarter Ended: September 30, 2002

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  
-----

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  No  (2) Yes  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

68,759,301

-----  
Title of Class

-----  
Number of Shares Outstanding  
as of September 30, 2002

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, 2002, and the related statements of operations for three and nine months ended September 30, 2002 and 2001, and the related statements of cash flows for the nine months ended September 30, 2002 and 2001, 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, 2002

AGE RESEARCH, INC.  
BALANCE SHEET (Unaudited)  
September 30, 2002

ASSETS

	2002
Current Assets	
Cash	\$ 2,048
Accounts Receivable	1,052
Inventory	17
Total Current Assets	3,117
Property and Equipment	
Furniture and Fixtures	5,560
Machinery and Equipment	1,794
Less: Accumulated Depreciation	(7,354)
Total Property and Equipment	-
TOTAL ASSETS	\$ 3,117

LIABILITIES AND STOCKHOLDERS' EQUITY

Current Liabilities	
Accounts Payable and Accrued Expenses	\$ 6,399
Officers' Loan	8,500
Total Current Liabilities	14,899
Stockholders' Equity	
Common stock, \$.001 par value, 100,000,000 shares authorized, 68,759,301 shares issued and outstanding	68,759
Paid-in Capital	736,264
Accumulated Deficit	(816,805)
Total Stockholders' Deficit	(11,782)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 3,117

See notes to interim unaudited financial statements.

AGE RESEARCH, INC.  
STATEMENTS OF OPERATIONS (Unaudited)

<TABLE>  
<CAPTION>

	For Three Months Ended September 30, 2002		For Nine Months Ended September 30, 2002	
	2002	2001	2002	2001
<S>	<C>	<C>	<C>	<C>
SALES	\$ 1,670	\$ 820	\$ 6,632	\$ 5,150
COST OF SALES	249	96	973	788
GROSS PROFIT	1,421	724	5,659	4,362
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	3,012	1,485	12,078	10,395
OPERATING (LOSS)	(1,591)	(761)	(6,419)	(6,033)
OTHER INCOME (EXPENSE)	(128)	12	(330)	95

NET INCOME (LOSS) BEFORE TAXES	(1,719)	(749)	(6,749)	(5,938)
PROVISION FOR INCOME TAXES	-	-	800	800
NET INCOME (LOSS)	\$ (1,719)	(749)	(7,549)	(6,738)
INCOME (LOSS) PER SHARE - BASIC AND DILUTED	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)
WEIGHTED AVERAGE NUMBER OF SHARES	68,259,301	67,259,301	67,592,634	67,259,301

</TABLE>

See notes to interim unaudited financial statements.

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

	For the Nine Months Ended	
	2001	2000
CASH FLOWS FROM OPERATING ACTIVITIES		
Net (Loss)	\$ (7,549)	\$ (6,738)
Adjustment to reconcile net income to net cash provided by operating activities:		
Depreciation	-	49
(Increase) Decrease in:		
Accounts Receivable	(123)	1,051
Inventory	236	788
Increase (Decrease) in:		
Accounts Payable and Accrued Expenses	(2,286)	(1,764)
Net Cash provided by (used in) Operating Activities	(9,722)	(6,614)
CASH FLOWS FROM INVESTING ACTIVITIES	-	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuance of common stock	7,500	-
Proceeds from Officers' Loan	2,300	5,000
Net Cash Provided by Financing Activities	9,800	5,000
NET INCREASE (DECREASE) IN CASH	78	(1,614)
CASH AT BEGINNING OF PERIOD	1,970	1,823
CASH AT END OF PERIOD	\$ 2,048	\$ 209

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:

Income Taxes Paid	\$ 800	\$ 800
-------------------	--------	--------

See notes to interim unaudited financial statements.

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 In the Opinion of the management of the Company, the accompanying unaudited financial statements include all normal adjustments considered necessary to present fairly the financial position as of September 30, 2002, and the results of operations for the three and nine months ended September 30, 2002 and 2001 and cash flows for the nine months ended September 30, 2002 and 2001. Interim results are not necessarily indicative of results for a full year.

The financial statements and notes are presented as permitted by Form 10-QSB, and do not contain certain information included in the Company's audited financial statements and notes for the fiscal year ended December 31, 2001.

New Accounting Standards: In June 2002, the Financial Accounting Standards Board (FASB) issued Statement No. 146, "Accounting for Costs Associated with Exit or Disposal Activities." The standard requires companies to recognize costs associated with exit or disposal activities when they are incurred rather than at the date of a commitment to an exit or disposal plan. Examples of costs covered by the standard include lease termination costs and certain employee severance costs that are associated with a restructuring, discontinued operation, plant closing, or other exit or disposal activity. Previous accounting guidance provided by Emerging Issues Task Force (EITF) Issue No. 94-3, "Liability Recognition for Certain employee Termination Benefits and Other Costs to Exit an Activity (including Certain Costs Incurred in a Restructuring)" is replaced by this Statement. Statement 146 is to be applied prospectively to exit or disposal activities initiated after December 31, 2002. Management does not anticipate that the adoption of this Statement will have a significant effect on the Company's financial statements.

In April 2002, FASB issued SFAS No. 145, "Rescission of FASB Statements No. 4, 44, and 64, Amendment of FASB Statement No. 13, and Technical Corrections." This Statement updates, clarifies and simplifies existing accounting pronouncements. The provisions of this Statement related to the rescission of Statement No. 4 are to be applied for fiscal years beginning after May 15, 2002. Any gain or loss on extinguishment of debt that was classified as an extraordinary item in prior periods presented that does not meet the criteria in Opinion No. 30 for classification as an extraordinary item should be reclassified. Provisions of the Statement related to the amendment of Statement No. 13 should be applied for transactions occurring after May 15, 2002, and all other provisions should be applied for financial statements issued on or after May 15, 2002. Management does not anticipate that the adoption of this Statement will have a significant effect on the Company's financial statements.

AGE RESEARCH, INC.  
NOTES TO UNAUDITED INTERIM FINANCIAL STATEMENTS

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.

The Company has generated approximately \$7,500 in additional operating capital through sales of its common stock during August 2002.

Note 3 - Net Loss per Share

Net loss per share is computed based on the weighted average number of shares of common stock outstanding during the period. Basic net loss per share was \$0.00 for all periods for the three and nine months ended June 30, 2002 and 2001. Diluted net loss per share is the same as basic net loss per share due to the lack of dilutive items in the Company.

<TABLE>  
<CAPTION>

	Three Months ended September 30, 2002		Nine Months ended September 30, 2001	
	2002	2001	2002	2001
<S>	<C>	<C>	<C>	<C>
Numerator:				
Net (Loss)	\$ (1,719)	\$ (749)	\$ (7,549)	\$ (6,738)
Denominator:				
Weighted Average Number of Shares	68,259,301	67,259,301	67,592,634	67,259,301
Loss per share - Basic and Diluted	\$ (0.00)	\$ 0.00	\$ (0.00)	\$ (0.00)

</TABLE>

#### Note 4 - Segment Information

SFAS No. 131 "Disclosures about Segments of an Enterprise and Related Information" requires that a publicly traded company must disclose information about its operating segments when it presents a complete set of financial statements. Since the Company has only one segment; accordingly, detailed information of the reportable segment is not presented.

#### Note 5 - Related Party Transactions

An officer is currently making payments to purchase inventory on behalf of the Company. As of September 30, 2002, the balance due to the officer related the purchases was \$960. The Company also has notes payable to the officer in the amount of \$8,500, accruing interest at 6% per annum.

### 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, 2002 compared to September 30, 2001

Revenues and Costs of Sales. 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. For the three and nine month periods ended September 30, 2001, our revenues were \$820 and \$5,150 with cost of goods sold of \$96 and \$788, for a gross profit of \$724 and \$4,362, respectively.

Operating Expenses. Total operating expenses for three and nine month period ended September 30, 2002 were \$3,012 and \$12,078, respectively compared to \$1,485 and \$10,395 for 2001. The net losses for the three and nine months ended September 30, 2002 were \$1,719 and \$6,749, compared to net losses of \$749 and \$5,938 for the three and nine month periods ended September 30, 2001.

#### 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, 2002, we had a working capital deficit of \$11,782 based on current assets of \$3,117 and current liabilities of \$14,899.

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 on October 15, 2002.

(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.

## PART II - OTHER INFORMATION

### ITEM 1. LEGAL PROCEEDINGS

None.

ITEM 2. CHANGES IN SECURITIES

We sold a total of 1,500,000 shares of our restricted common stock in August 2002 to our president, Richard Holt (1,000,000 shares) and a shareholder (500,000) at a price of \$0.005 per share for aggregate proceeds of \$7,500. The shares issued in the foregoing transaction were issued in reliance on the exemption from registration and prospectus delivery requirements of the Act set forth in Section 3(b) and/or Section 4(2) of the Securities Act and the regulations promulgated thereunder.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

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

None.

ITEM 5. OTHER INFORMATION

None.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits.  
-----

Exhibit 99 - CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

(b) Reports on Form 8-K.  
-----

None.

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, 2002

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

CERTIFICATIONS

I, Richard F. Holt, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of Age Research, Inc.;
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 the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
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 registrant as of, and for, the periods presented in this quarterly report;
4. The registrant'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 registrant and we have:
  - a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, 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 registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and
  - c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function);

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

6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: November 14, 2002

/S/Richard F. Holt  
Principal Executive Officer  
Principal Financial Officer

Exhibit 99

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 10-QSB for the period ending September 30, 2002 as filed with the Securities and Exchange Commission on this date (the "Report"), I, Richard F. Holt, Chief Executive Officer and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge:

- (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

Richard F. Holt  
Chief Executive Officer and Chief Financial Officer  
November 14, 2002