

SECURITIES AND EXCHANGE COMMISSION
Washington D.C. 20549
FORM 10-QSB/A

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

For the Quarter Ended: June 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

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

(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

81,759,301

Title of Class

Number of Shares Outstanding as of June 30, 2003

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ITEM 1. FINANCIAL STATEMENTS
AGE RESEARCH, INC.
BALANCE SHEET
June 30, 2003 and December 31, 2002

ASSETS (unaudited)	June 30, 2003	December 31, 2002 (audited)
Current Assets		
Cash	\$ 455	\$ 310
Accounts Receivable	1,043	752
Total Current Assets	1,498	1,062
Property and Equipment, net of accumulated depreciated of \$7,354	-	-
TOTAL ASSETS	\$ 1,498	\$ 1,062
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts Payable and Accrued Expenses	\$ 8,401	\$ 8,429
Officer's loan	13,700	8,500
Total Current Liabilities	22,101	16,929
Stockholders' Deficit		
Common stock, \$.001 par value, 100,000,000 shares authorized, 81,759,301 shares and 68,759,301 issued and outstanding respectively	81,759	68,759
Paid-in Capital	853,264	736,264
Unamortized Expenses	(56,761)	-
Accumulated Deficit	(898,865)	(820,890)
Total Stockholders' Deficit	(20,603)	(15,866)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ 1,498	\$ 1,062

See notes to interim unaudited financial statements.

AGE RESEARCH, INC.
STATEMENTS OF OPERATIONS (Unaudited)

	Three Months ended June 30,		Six Months ended June 30,	
	2003	2002	2003	2002
SALES	\$ 1,731	\$ 1,888	\$ 3,913	\$ 4,961
COST OF GOODS SOLD	202	265	532	724
GROSS PROFIT	1,529	1,623	3,381	4,237
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	76,700	3,881	80,328	9,065
OPERATING (LOSS)	(75,171)	(2,258)	(76,947)	(4,828)
OTHER INCOME (EXPENSES)				
Interest and other income	97	-	97	-
Interest expense	(187)	(109)	(325)	(201)
	(90)	(109)	(228)	(201)
NET LOSS BEFORE TAXES	(75,261)	(2,367)	(77,175)	(5,029)
PROVISION FOR INCOME TAXES	-	-	800	800
NET LOSS	\$ (75,261)	(2,367)	(77,975)	(5,829)
LOSS PER SHARE - BASIC AND DILUTED	\$ (0.03)	\$ (0.00)	\$ (0.04)	\$ (0.00)
WEIGHTED AVERAGE NUMBER OF SHARES	77,425,968	67,259,301	73,092,634	67,259,301

See notes to interim unaudited financial statements.

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

	For the six months ended June 30,	
	2003	2002
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income (Loss)	\$ 77,975	\$ (5,829)
Adjustment to reconcile net (loss) to net cash (used in) operating activities:		
Stock for services	130,000	-
(Increase) Decrease in:		
Accounts Receivable	(291)	(341)
Inventory	-	158

Unamortized stock expenses	(56,761)	-
Increase (Decrease) in:		
Accounts Payable and Accrued Expenses	(28)	2,087
Net Cash Flows (Used in)		
Operating Activities	(5,055)	(3,925)
CASH FLOWS FROM INVESTING ACTIVITIES	-	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Officer's Loan	5,200	2,300
Net Cash Flows Provided by		
Financing Activities	5,200	2,300
NET INCREASE (DECREASE) IN CASH	145	(1,625)
CASH AT BEGINNING OF PERIOD	310	1,970
CASH AT END OF PERIOD	\$ 455	\$ 345

See notes to interim unaudited financial statements.

AGE RESEARCH, INC.
NOTES TO INTERIM 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-
Presentation of Interim Information: The financial information at June 30, 2003 and for the three and six months ended June 30, 2003 and 2002 is unaudited but includes all adjustments (consisting
The results for the six months ended June 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
New Accounting Standards: In April 2003, the Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standards ("SFAS") No. 149, "Amendment of Statement 133 on Derivatives"
In May 2003, the FASB issued SFAS No. 150, "Accounting for Certain Financial Instruments with Characteristics of Both Liabilities and Equity." This Statement requires that certain instruments that

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
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 it

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

NOTE 4 - PENDING REVERSE SPLIT

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

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

NOTE 6 - NET LOSS PER SHARE

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

	Three Months ended June 30,		Six Months ended June 30,	
	2003	2002	2003	2002
Numerator:				
Net (Loss)	\$ (75,261)	\$ (2,367)	\$ (77,975)	\$ (5,829)
Denominator:				
Weighted Average Number of Shares	77,425,968	67,259,301	73,092,634	67,259,301
Loss per share-Basic and Diluted	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)

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 sep

NOTE 8 - RELATED PARTY TRANSACTIONS

An officer is currently making payments to purchase inventory on behalf of the Company. As of June 30, 2003, the balance due to the officer related the purchases was \$1,813. The Company also has

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

Results of Operations

Three and Six Months Ended June 30, 2003 compared to June 30, 2002

For the three and six month period ended June 30, 2003, our revenues were approximately \$1,731 and \$3,913 respectively, for a decrease of \$157 and \$1,048 respectively from the same periods in 2002
Cost of goods sold for the three and six month period ended June 30, 2003, were \$202 and \$532 respectively, for a decrease of \$63 and of \$192 respectively from the same periods in 2002.
Gross profit for products and services was \$1,529 and \$3,381 for the three and six months ended June 30, 2003, a decrease of \$94 and \$856 the same periods prior year.
Selling General & Administrative expense for three and six month period ended June 30, 2003 were \$76,700 and \$80,328 respectively, for an increase of \$72,819 and \$71,263 from the same periods in
The net losses from operations for the three and six months ended June 30, 2003 were \$75,171 and \$76,947 respectively, for an increase of \$72,913 and \$72,119 from the same periods prior year.

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 June 30, 2003, we had a working capital deficit of \$20,60 \$1,498 and current liabilities of \$22,101.

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 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 pub 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

ITEM 3. CONTROLS AND PROCEDURES

- (a) Evaluation of Disclosure Controls and Procedures. Our Chief Executive Officer and Chief Financial Officer have evaluated the effectiveness of our disclosure controls and
- (b) Changes in Internal Controls over Financial Reporting. During the most recent fiscal quarter, there have not been any significant changes in our internal controls over

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 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,

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 (
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 fr
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.
- 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.
- May 22, 2003 Item 2: Acquisition of The Varsity Group, Inc by Age Research Inc. on May 22, 2003

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: January 12, 2004

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

CERTIFICATIONS

I, Richard F. Holt, certify that:

The undersigned certifies 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: August 19, 2003

/S/Richard F. Holt

Chief Executive Officer &
Chief 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 10-QSB for the period ending June 30, 2003 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 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

Richard F. Holt
Chief Executive Officer and Chief Financial Officer
August 19, 2003