SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

FORM 10-OSB/A

	PART	
Title of Class		Number of Shares Outstanding as of June 30, 2003
Indicate the number of shares outsta Common Stock, Par Value \$0.001	nding of each of the issuer's classes of co	ommon stock, as of the latest practicable date. 81,759,301
(1) Yes [X] No []	(2) Yes [X] No []	
	nths (or for such shorter period that the re	d to be filed by Section 13 or 15(d) of the Securities Exchange Act egistrant was required to file such reports), and (2) has been
	(800) 597-19 (Registrant's telephone number,	
	31103 Rancho Viejo Roa Juan Capistrano, C (Address of principal executive	A 92675 offices and Zip Code)
(State or other jurisdiction of i	ncorporation or organization)	(I.R.S. Employer I.D. No.)
Dela	*	87-0419387
	AGE RESEARCI (Name of Small Business Is	
	Commission File Numb	ber: <u>0-26285</u>
[] Tran	sition Report Under Section 13 or 15(d) of For the Transition Period from	
[X] Qua	rterly Report Under Section 13 or 15(d) For the Quarter Ended:	

II - - OTHER INFORMATION

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

On July 28, 2003, we filed a preliminary information statement in which notice was given that certain actions will be taken pursuant to the written consent of a majority of our stockholders, dated May 28, 2003, in lieu of a special meeting of the stockholders to approve the acquisition of The Varsity Group, Inc. and amend our certificate of incorporation to change our corporate name, increase the authorized number of shares of common stock, and effectuate a reverse stock split. On February 25, 2004, we filed a Form 8-K with the Securities and Exchange Commission announcing that, in a letter dated February 20, 2004, we formally notified The Varsity Group that we have withdrawn our offer set forth in the Agreement of May 22, 2003 to acquire The Varsity Group due to the extraordinary time required to complete the transaction as well as the most current financial condition of The Varsity Group. Subsequently, we have filed amendments to the preliminary information statement on April 2 and April $\frac{1}{24}$, 2004, which provide notice that certain actions will be taken pursuant to the written consent of a majority of our stockholders, dated March $\frac{1}{24}$, 2004, in lieu of a special meeting of the stockholders, to approve an increase in the authorized number of shares of our common stock and to effectual a reverse stock split.

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)

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.

Dated: April 21, 2004 Age Research, Inc.

/s/ Richard F. Holt By: Richard F. Holt

President, Chief Executive Officer &

Chief Financial Officer

CERTIFICATIONS

I, Richard F. Holt, certify that:

The undersigned certifies that:

- 1. I have reviewed the amended quarterly report on Form 10-QSB/A of Age Research, Inc. (the "Company"), filed with the Securities and Exchange Commission on January 12, 2004;
- 2. Based on my knowledge, the 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 the quarterly report; and
- 3. Based on my knowledge, the financial statements, and other financial information included in the 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 the quarterly report.
- 4. I am 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 my supervision, to ensure that material information relating to the Company, including its consolidated subsidiaries, is made known to me by others within those entities, particularly during the period in which the quarterly report is being prepared;
 - b. evaluated the effectiveness of the Company's disclosure controls and procedures and presented in the quarterly report my conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by the quarterly report based on such evaluation; and
 - c. disclosed in the quarterly 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. I have disclosed, based on my 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: April 21, 2004	/s/Richard F. Holt
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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 Amended Quarterly Report of Age Research, Inc. (the "Company") on Form 10-QSB/A for the period ending June 30, 2003 as filed with the Securities and Exchange Commission on January 12, 2004 (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 &
Chief Financial Officer