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Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

2009

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:  Initial return  Initial Return of a former public charity  Final return  
 Amended return  Address change  Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>DEUS SPES MEA FOUNDATION, INC.</b> Number and street (or P O box number if mail is not delivered to street address) <b>POST OFFICE BOX 15456</b>	Room/suite	A Employer identification number <b>65-0841971</b>
	City or town, state, and ZIP code <b>CLEARWATER, FL 33766-5456</b>		B Telephone number <b>727-791-0600</b>
H Check type of organization:	<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>			

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				<b>N/A</b>	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	<b>116,972.</b>	<b>116,972.</b>			<b>STATEMENT 1</b>
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10	<b>&lt;305,550.&gt;</b>				
b Gross sales price for all assets on line 6a	<b>936,676.</b>				
7 Capital gain net income (from Part IV, line 2)		<b>0.</b>			
8 Net short-term capital gain					
9 Income modifications					
Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	<b>&lt;188,578.&gt;</b>	<b>116,972</b>			<b>0.</b>
13 Compensation of officers, directors, trustees, etc	<b>0.</b>				
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	<b>STMT 2</b>	<b>1,875.</b>	<b>0.</b>		<b>1,875.</b>
c Other professional fees	<b>STMT 3</b>	<b>16,119.</b>	<b>16,119.</b>		<b>0.</b>
17 Interest					
18 Taxes	<b>STMT 4</b>	<b>643.</b>	<b>0.</b>		<b>0.</b>
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	<b>STMT 5</b>	<b>61.</b>	<b>0.</b>		<b>61.</b>
24 Total operating and administrative expenses. Add lines 13 through 23		<b>18,698.</b>	<b>16,119.</b>		<b>1,936.</b>
25 Contributions, gifts, grants paid		<b>152,000.</b>			<b>152,000.</b>
26 Total expenses and disbursements. Add lines 24 and 25		<b>170,698.</b>	<b>16,119.</b>		<b>153,936.</b>
27 Subtract line 26 from line 12:		<b>&lt;359,276.&gt;</b>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			<b>100,853.</b>		
c Adjusted net income (if negative, enter -0-)				<b>N/A</b>	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments		819,520.	115,609.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock	STMT 6	1,122,399.	1,628,700.
	c	Investments - corporate bonds	STMT 7	1,684,851.	1,523,185.
Liabilities	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)		3,626,770.	3,267,494.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		3,626,770.	3,267,494.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.
	30	Total net assets or fund balances		3,626,770.	3,267,494.
	31	Total liabilities and net assets/fund balances		3,626,770.	3,267,494.

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,626,770.
2	Enter amount from Part I, line 27a	2	<359,276. >
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	3,267,494.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,267,494.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	<b>SEE ATTACHED STATEMENT</b>				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	<b>936,676.</b>	<b>1,242,226.</b>	<b>&lt;305,550. &gt;</b>		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			<b>&lt;305,550. &gt;</b>		
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	<b>&lt;305,550. &gt;</b>	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	<b>N/A</b>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	<b>192,453.</b>	<b>3,104,515.</b>	<b>.061991</b>
2007	<b>193,607.</b>	<b>3,925,423.</b>	<b>.049321</b>
2006	<b>170,275.</b>	<b>3,967,783.</b>	<b>.042914</b>
2005	<b>153,208.</b>	<b>3,471,547.</b>	<b>.044132</b>
2004	<b>126,936.</b>	<b>3,111,503.</b>	<b>.040796</b>

2 Total of line 1, column (d). **2 .239154**

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years **3 .047831**

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 **4 2,741,178.**

5 Multiply line 4 by line 3 **5 131,113.**

6 Enter 1% of net investment income (1% of Part I, line 27b) **6 1,009.**

7 Add lines 5 and 6 **7 132,122.**

8 Enter qualifying distributions from Part XII, line 4 **8 153,936.**

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	1,009.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	1,009.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,009.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a		1,520.
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		1,520.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		511.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ►	11	Refunded	0.

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1a	X
1c	Did the foundation file Form 1120-POL for this year?	1b	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.	1c	X
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.	2	X
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	3	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	4a	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>FL</u>	8b	X
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	9	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	10	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

**Part VII-A Statements Regarding Activities (continued)**

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11  **X**

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12  **X**

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A 13  **X**

14 The books are in care of ► CHARLES I. BABCOCK, III Telephone no. ► 727-791-0600  
 Located at ► 2764 SUNSET POINT ROAD, SUITE 200, CLEARWATER, FL ZIP+4 ► 33759

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ►   
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

<b>1a</b> During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b> If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	<b>N/A</b>	
Organizations relying on a current notice regarding disaster assistance check here ►	<input type="checkbox"/>	
<b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		
<b>2</b> Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
<b>a</b> At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ►		
<b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	<b>N/A</b>	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b> If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	<b>N/A</b>	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	<b>X</b>	

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No  
 Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

► 

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A

 Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

 Yes  No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

►

0

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**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
<b>NONE</b>		

**Total number of others receiving over \$50,000 for professional services**

►

0

**Part IX-A** **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	<b>N/A</b>	
2		
3		
4		

**Part IX-B** **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	<b>N/A</b>	
2		

All other program-related investments. See instructions.

3		

**Total. Add lines 1 through 3**

►

0.

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,344,598.
b	Average of monthly cash balances	1b	438,324.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,782,922.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,782,922.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,744.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,741,178.
6	Minimum investment return. Enter 5% of line 5	6	137,059.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	137,059.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,009.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,009.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	136,050.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	136,050.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	136,050.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	153,936.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	153,936.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,009.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	152,927.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 .....				136,050.
2 Undistributed income, if any, as of the end of 2008				
a Enter amount for 2008 only .....			152,149.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e .....		0.		
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 153,936.				
a Applied to 2008, but not more than line 2a			152,149.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2009 distributable amount				1,787.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b .....			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed .....			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions .....			0.	
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 .....				134,263.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.		
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a .....		0.		
10 Analysis of line 9:				
a Excess from 2005 ..				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				



## Part XV Supplementary Information (continued)

## 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
<b>SEE STATEMENT 9</b>				
<b>Total</b>			► 3a	<b>152,000.</b>
<i>b Approved for future payment</i>				
<b>NONE</b>				
<b>Total</b>			► 3b	<b>0.</b>

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	116,972.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<305,550.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		<188,578.>	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		<188,578.>
(See worksheet in line 13 instructions to verify calculations.)					

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

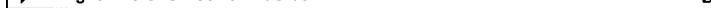
Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	<b>NOT APPLICABLE</b>

**Part XVII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?  Yes  No

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

		02-08-2010		
Signature of officer or trustee		Date	Title	
 Paid Preparer's Use Only	Preparer's signature		Date 2/4/10	Check if self- employed
	 MORGAN, JACOBY, THURN, BOYLE & ASSOC PA  700 20TH ST  VERO BEACH, FL 32960			 EIN
			 Phone no. (772) 562-4158	

## DEUS SPES MEA FOUNDATION, INC.

## Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	72,000 FNMA 5.080% DUE 6/24/18	P	01/01/04	04/27/09
b	275,000 GENERAL ELEC CAP 4.625% DUE 9/15/09	P	01/01/04	09/15/09
c	1,500 COLUMBIA FDS SER TR I VAL & RESTR FD	P	07/17/07	09/29/09
d	2,000 COLUMBIA FDS SER TR I VAL & RESTR FD	P	06/07/07	09/29/09
e	600 VANGUARD INDEX FDS SMALL CAP EFT	P	06/07/07	09/29/09
f	84 WELLS FARGO & CO NEW	P	01/01/04	09/29/09
g	500 WELLS FARGO & CO NEW	P	01/01/04	10/16/09
h	80,000 CWMBS INC 5.500% DUE 5/25/34	P	01/01/04	12/02/09
i	200,000 MASTR ASSET SEC TR 5.500% DUE 12/25/34	P	01/01/04	12/02/09
j	.6100 WELLS FARGO & CO NEW	P	01/01/04	01/13/09
k	275,000 GENL MTRS ACCEP 7.250% DUE 1/15/25	P	10/30/07	05/29/09
l	500 WELLS FARGO & CO NEW CALL	P	01/01/04	10/17/09
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 72,000.		72,000.	0.
b 275,000.		283,866.	<8,866. >
c 59,805.		92,310.	<32,505. >
d 79,740.		117,360.	<37,620. >
e 33,816.		44,430.	<10,614. >
f 2,409.		10,986.	<8,577. >
g 13,994.		65,394.	<51,400. >
h 76,050.		80,800.	<4,750. >
i 184,500.		200,000.	<15,500. >
j 17.		80.	<63. >
k 138,875.		275,000.	<136,125. >
l 470.			470.
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			<8,866. >
c			<32,505. >
d			<37,620. >
e			<10,614. >
f			<8,577. >
g			<51,400. >
h			<4,750. >
i			<15,500. >
j			<63. >
k			<136,125. >
l			470.
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<305,550. >
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NATIONAL CITY	116,972.	0.	116,972.
TOTAL TO FM 990-PF, PART I, LN 4	116,972.	0.	116,972.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	1,875.	0.		1,875.
TO FORM 990-PF, PG 1, LN 16B	1,875.	0.		1,875.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	16,119.	16,119.		0.
TO FORM 990-PF, PG 1, LN 16C	16,119.	16,119.		0.

FORM 990-PF

TAXES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX ON INVESTMENT INCOME	643.	0.		0.
TO FORM 990-PF, PG 1, LN 18	643.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT	61.	0.		61.
TO FORM 990-PF, PG 1, LN 23	61.	0.		61.

FORM 990-PF

CORPORATE STOCK

STATEMENT

6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
2200 SHARES WELLS FARGO & CO	287,735.	59,378.
950 SELECT SECTOR SPDR FUND	37,829.	31,341.
1,600 ISHARES TR	116,339.	70,256.
1,500 ISHARES TR RUSSELL	79,891.	55,425.
550 SECTOR SPDR TR	37,279.	31,356.
1,000 DODGE & COX INT'L	47,690.	31,850.
4,900 ARTIO INTERNATIONAL EQUITY	82,998.	57,722.
1,139.731 VANGUARD INT'L VALUE	50,000.	34,887.
600 CONOCOPHILLIPS	32,321.	30,642.
800 JPMORGAN CHASE & CO	30,537.	33,336.
900 MARATHON OIL CORP	32,018.	28,098.
600 PROCTOR & GAMBLE CO	36,177.	36,378.
300 ABBOTT LABS	15,293.	16,197.
800 AT&T INC	21,809.	22,424.
300 BP PLC SPONSORED ADR	17,621.	17,391.
700 BRISTOL MYERS SQUIBB CO	17,268.	17,675.
800 CELANESE CORP DEL	22,245.	25,680.
300 CHEVRON CORP	22,030.	23,097.
200 CSX CORP	9,703.	9,698.
400 DOMINION RES INC VA NEW	15,035.	15,568.
100 EXXON MOBIL CORP	7,554.	6,819.
500 FEDERATED INVS INC PA	13,045.	13,750.
100 FEDEX CORP	8,674.	8,345.
500 FPL GROUP INC	27,652.	26,410.
400 FREEPORT-MCMORAN COPPER & GOLD INC	28,438.	32,116.
600 HOME DEPOT INC	16,500.	17,358.
700 HONEYWELL INTL INC	25,933.	27,440.
1000 HUDSON CITY BANCORP	13,179.	13,730.
1300 INTEL CORP	25,401.	26,520.
400 JOHNSON & JOHNSON	24,651.	25,764.
600 LINEAR TECHNOLOGY CORP	16,668.	18,336.
500 MCDONALDS CORP	28,884.	31,220.
500 METLIFE INC	17,474.	17,675.
900 MICROSOFT CORP	22,848.	27,432.

DEUS SPES MEA FOUNDATION, INC.

65-0841971

500 NORFOLK SOUTN CORP	22,870.	26,210.
300 PEPSICO INC	18,062.	18,240.
600 PHILLIP MORRIS INTERNATIONAL INC	28,938.	28,914.
400 PRAXAIR INC	31,921.	32,124.
500 UNITED TECHNOLOGIES CORP	30,118.	34,705.
300 VERIZON COMMUNICATIONS	9,803.	9,939.
300 WAL MART STORES INC	16,377.	16,035.
200 WISCONSIN ENERGY CORP	9,180.	9,966.
2480 ISHARES TR RUSSELL 1000VAL	138,954.	142,352.
550 ISHARES TR RUSSELL 2000	33,758.	34,342.
 TOTAL TO FORM 990-PF, PART II, LINE 10B	 1,628,700.	 1,294,141.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
50,000 CWMBS INC	50,500.	43,508.	
MASTR ASSET SEC	100,000.	92,039.	
50,000 ABBOTT LABS	50,608.	53,032.	
50,000 GOLDMAN SACHS GROUP	49,507.	51,942.	
50,000 JP MORGAN CHASE & CO	50,066.	52,927.	
50,000 WAL-MART STORES	48,531.	50,983.	
50,000 WELLS FARGO & CO	48,973.	51,280.	
GENERAL MTRS ACCEP CORP	375,000.	374,843.	
74,257.425 VANGUARD SHORT TERM INV GD ADM FD	750,000.	786,386.	
 TOTAL TO FORM 990-PF, PART II, LINE 10C	 1,523,185.	 1,556,940.	

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT		
			BEN	PLAN	EXPENSE ACCOUNT
MARY H. BABCOCK POST OFFICE BOX 15456 CLEARWATER, FL 337665456	DIRECTOR 0.00	0.	0.	0.	
CHARLES I. BABCOCK, III POST OFFICE BOX 15456 CLEARWATER, FL 337665456	DIRECTOR 0.00	0.	0.	0.	
DR. EVELYN E. BABCOCK POST OFFICE BOX 15456 CLEARWATER, FL 337665456	DIRECTOR 0.00	0.	0.	0.	
CALVIN H. BABCOCK POST OFFICE BOX 15456 CLEARWATER, FL 337665456	DIRECTOR 0.00	0.	0.	0.	
MARY B. TAYLOR POST OFFICE BOX 15456 CLEARWATER, FL 337665456	DIRECTOR 0.00	0.	0.	0.	
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.	

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
C.S. LEWIS SOCIETY 2430 WELBILT BOULEVARD TRINITY, FL 34655	GENERAL USE	NONE	8,000.
CHRIST THE KING PRESBYTERIAN CHURCH P.O. BOX 643937 VERO BEACH, FL 32964	GENERAL USE	NONE	9,500.
CHRISTIAN MISSIONARY FELLOWSHIP P.O. BOX 501020 INDIANAPOLIS, IN 462506020	GENERAL USE	NONE	5,000.
CHURCH AT THE SPRINGS 3233 SE MARICAMP ROAD, MARICAMP SHOPPING CENTER OCALA, FL 34471	GENERAL USE	NONE	5,000.
EVANTELL, INC P.O. BOX 741417 DALLAS, TX 753741417	GENERAL USE	NONE	30,000.
LIVING HOPE HAITI CHRISTIAN MISSION 9200 S. DADELAND BLVD, STE 214 MIAMI, FL 33156	GENERAL USE	NONE	10,000.
MIAMI YOUTH FOR CHRIST 9350 SW 79TH AVENUE MIAMI, FL 33156	GENERAL USE	NONE	10,000.
THE SALVATION ARMY P.O. BOX 8070 CLEARWATER, FL 337588070	GENERAL USE	NONE	15,000.

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65-0841971

THE SALVATION ARMY  
2655 6TH STREET, SW VERO BEACH, FL 32962

NONE

9,500.

THE SALVATION ARMY  
DFW METROPLEX, P.O. BOX 36006  
DALLAS, TX 75235

GENERAL USE

NONE

8,000.

THE SOURCE  
P.O. BOX 2458 VERO BEACH, FL  
329612458

GENERAL USE

NONE

9,500.

YOUNG LIFE COLUMBIA  
P.O. BOX 5772 COLUMBIA, SC  
29250

GENERAL USE

NONE

7,000.

YOUTH FOR CHRIST  
913 7TH AVENUE VERO BEACH, FL  
32960

GENERAL USE

NONE

9,500.

WALK THRU THE BIBLE MINISTRIES  
4201 NORTH PEACHTREE ROAD  
ATLANTA, GA 30341

GENERAL USE

NONE

10,000.

LIFEBRIDGE CHURCH  
2405 E.F. GRIFFIN ROAD BARTOW,  
FL 33830

GENERAL USE

NONE

5,000.

PAL STUDENT GROUP C/O  
SOUTHEASTERN BAPTIST THEOLOGICAL  
SEMINARY - P.O. BOX 1889 WAKE  
FOREST, NC 27587

GENERAL USE

NONE

1,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

152,000.