CONSTITUTION
OF
FAMILY CENTERS INC.

PREFACE: The corporation known as Family Centers Inc. (the "Agency") believes that the family, more than any other single institution, shapes the personality and the character of each of its members, and that the nature of life in society depends upon the quality of family life.

Article I. The objectives and purposes of the Agency shall be:

1. To strengthen families and individuals in the community, which is defined as including the people, businesses, organizations and communities located within or having connection to Fairfield County, Connecticut and its environs.

2. To help families and individuals by providing human service programs responsive to their needs.

3. To educate the community in matters relating to the causes of individual and family well-being and the causes of family dysfunction and the attempts of this Agency to alleviate them.

4. To provide leadership in the community in order to improve conditions conducive to the well-being of families and individuals.

5. To act as an advocate for families and individuals on issues relating to the Agency's goals.

6. To cooperate on the local, state and national levels with organizations and individuals similarly engaged in the area of human services and health services where required or appropriate.

7. To promote education and training for staff members and other human service providers.

Article II. The services of the Agency shall be available to all who live or work in the community regardless of race, color, national origin, ancestry, age, sex, marital status, religion, physical or mental disability.

Article III. The Agency is and shall be a non-profit organization and no officer, member or employee of the Agency shall now or at any future time

receive pecuniary profit from the operation of the Agency, except reasonable compensation for services affecting one or more of such purposes or as a proper beneficiary of its strictly charitable objectives, or shall engage in activities which shall be prohibited under the provisions of the Internal Revenue Code, as amended, for tax exempt organizations. All profits shall be devoted to the purposes of the Agency.

Upon dissolution of the Agency no member thereof shall receive any profit from or share in any of the Agency's property, but all of the property, assets or surplus of the Agency shall be divested, in the reasonable judgment of the Board of Directors, to one or more Connecticut corporations organized with a similar purpose and objective as is articulated in Articles I, II and III hereof. All assets received by such corporation or corporations, other than those used or expended in the ordinary operation thereof or for its or their charitable objectives, shall be held in perpetuity under the terms hereof.

Article IV. The Agency may acquire and receive by purchase, exchange, donation or otherwise, and may use or dispose of upon reasonably commercial terms, any real or personal property; may make contracts, execute instruments, create obligations and do such other matters in connection with achieving the objectives of the Agency as may be desirable, necessary or proper.

Article V. Membership in the Agency, number of officers, their terms of office, mode of election, respective duties, and all other things appertaining to the operation and purposes of the Agency shall be defined and established in the by-laws. The Agency shall have the power to adopt such by-laws as it may deem necessary or advisable, and shall have the right to alter, amend or repeal any portion of this Constitution or the by-laws in accordance with the terms stated therein.

Article VI. All gifts, bequests and devises, in trust or otherwise, which have been made or shall be made to or for the use of Family and Children's Center of Stamford, Connecticut or The Family Center Incorporated shall become payable to and the property of this Agency.