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ARTICLES OF AMENDMENT ARTICLES OF ORGANIZATION **OF** FS INVESTMENT OP LLC (a Florida limited liability company)

The Articles of Organization for this Limited Liability Company were filed on June 26th, 2011 and assigned Florida document number L11000086127.

This amendment is submitted to amend the following:

1.

2.

SECRETARY OF SECRE IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of the 29 day of July, 2011.

FS INVESTMENT GP LLC

vrence Steinberg Authorized Representative