FORM 3

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL							
OMB Number:	MB Number: 3235-0104						
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	0. 000.	011 00(11) 01 1	the investment company Act of 15						
1. Name and Address of Reporting Person*  Jacobson Charles M  2. Date of Event Requiring Statement (Month/Day/Year) 10/10/2008			3. Issuer Name <b>and</b> Ticker or Trading Symbol FS Investment CORP [ NONE ]						
(Last) (First) (Middle) C/O FS INVESTMENT CORPORATION			Relationship of Reporting Perso (Check all applicable)     Director	10% Owne	er (Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)			
CIRA CENTRE, 2929 ARCH STREET, SUITE 675			X Officer (give title below)  Chief Financial C	Other (spe below) Officer	6. In	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person			
(Street) PHILADELPHIA PA 19104-2867						Form filed by Reporting Po	y More than One erson		
(City) (State) (Zip)									
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)			. Amount of Securities eneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)			
No securities beneficially owned			0	D					
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securi Underlying Derivative Securi		4. Conversion or Exercise Price of	rcise Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
	Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)			

**Explanation of Responses:** 

<u>/s/ Charles M. Jacobson</u> <u>10/16/2008</u>

\*\* Signature of Reporting Person

Date

 $Reminder: \ Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$ 

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).