

CERTIFIED

Edwin Mecabe
Managing Director
Corporate Actions & Market Watch



**NYSE
EURONEXT**



October 29, 2012

Chief, Information Technology
Securities and Exchange Commission
Division of Corporation Finance
100 F Street, NE MS 3040
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, Fifth Street Finance Corp., 5.875% Senior Notes due 2024, and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on October 26, 2012. Tentative listing date – November 1, 2012.

Sincerely,

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