

Capital Product Partners L.P.
Form SC 13G
November 28, 2007

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934

Capital Product Partners L.P.

(Name of Issuer)

Common Units, representing limited partner interests
(Title of Class of Securities)

Y11082107
(CUSIP Number)

July 31, 2007
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No.	Y11082107	
1) Name of Reporting Person	Lehman Brothers Holdings Inc.	
S.S. or I.R.S. Identification No. of Above Person	13-3216325	
2) Check the Appropriate Box if a Member of a Group	(a) <input type="radio"/> (b) <input type="radio"/>	
3) SEC Use Only		
4) Citizenship or Place of Organization	Delaware	
Number of	5) Sole Voting Power	959,800 ⁽¹⁾
Shares	6) Shared Voting Power	-0-
Beneficially	7) Sole Dispositive Power	959,800 ⁽¹⁾
Owned by	8) Shared Dispositive Power	-0-
Each		
Reporting		
Person		
With:		
9) Aggregate Amount Beneficially Owned by Each Reporting Person		959,800 ⁽¹⁾
10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares	<input type="radio"/>	
11) Percent of Class Represented by Amount in Row 9		7.1% ⁽²⁾
12) Type of Reporting Person		HC/CO

⁽¹⁾ As of November 27, 2007. Beneficial ownership as of July 31, 2007 was 979,800 common units, or 7.3% of the Issuer's outstanding common units.

⁽²⁾ Based on 13,512,500 common units outstanding as of April 2, 2007, as reported on Form 6-K filed on April 2, 2007.

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CUSIP No.		Y11082107
1) Name of Reporting Person		Lehman Brothers Inc.
S.S. or I.R.S. Identification No. of Above Person		13-2518466
2) Check the Appropriate Box if a Member of a Group		(a) <input type="radio"/> (b) <input type="radio"/>
3) SEC Use Only		
4) Citizenship or Place of Organization		Delaware
Number of	5) Sole Voting Power	612,000 ⁽¹⁾
Shares	6) Shared Voting Power	-0-
Beneficially	7) Sole Dispositive Power	612,000 ⁽¹⁾
Owned by	8) Shared Dispositive Power	-0-
Each		
Reporting		
Person		
With:		
9) Aggregate Amount Beneficially Owned by Each Reporting Person		612,000 ⁽¹⁾
10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares		<input type="radio"/>
11) Percent of Class Represented by Amount in Row 9		4.5% ⁽²⁾
12) Type of Reporting Person		BD/CO

⁽¹⁾ As of November 27, 2007. Beneficial ownership as of July 31, 2007 was 979,800 common units, or 7.3% of the Issuer's outstanding common units.

⁽²⁾ Based on 13,512,500 common units outstanding as of April 2, 2007, as reported on Form 6-K filed on April 2, 2007.

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CUSIP No.	Y11082107	
1) Name of Reporting Person	Lehman Brothers MLP Opportunity Associates LLC	
S.S. or I.R.S. Identification No. of Above Person	20-8727524	
2) Check the Appropriate Box if a Member of a Group	(a) <input type="radio"/> (b) <input type="radio"/>	
3) SEC Use Only		
4) Citizenship or Place of Organization	Delaware	
Number of	5) Sole Voting Power	347,800 ⁽¹⁾
Shares	6) Shared Voting Power	-0-
Beneficially	7) Sole Dispositive Power	347,800 ⁽¹⁾
Owned by	8) Shared Dispositive Power	-0-
Each		
Reporting		
Person		
With:		
9) Aggregate Amount Beneficially Owned by Each Reporting Person		347,800 ⁽¹⁾
10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares		<input type="radio"/>
11) Percent of Class Represented by Amount in Row 9		2.6% ⁽²⁾
12) Type of Reporting Person		OO

⁽¹⁾ As of November 27, 2007. Beneficial ownership as of July 31, 2007 was 250,000 common units, or 1.9% of the Issuer's outstanding common units.

⁽²⁾ Based on 13,512,500 common units outstanding as of April 2, 2007, as reported on Form 6-K filed on April 2, 2007.

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CUSIP No.	Y11082107	
1) Name of Reporting Person	Lehman Brothers MLP Opportunity Associates LP	
S.S. or I.R.S. Identification No. of Above Person	20-8727697	
2) Check the Appropriate Box if a Member of a Group	(a) <input type="radio"/> (b) <input type="radio"/>	
3) SEC Use Only		
4) Citizenship or Place of Organization	Delaware	
Number of	5) Sole Voting Power	347,800 ⁽¹⁾
Shares	6) Shared Voting Power	-0-
Beneficially	7) Sole Dispositive Power	347,800 ⁽¹⁾
Owned by	8) Shared Dispositive Power	-0-
Each		
Reporting		
Person		
With:		
9) Aggregate Amount Beneficially Owned by Each Reporting Person		347,800 ⁽¹⁾
10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares		<input type="radio"/>
11) Percent of Class Represented by Amount in Row 9		2.6% ⁽²⁾
12) Type of Reporting Person		PN

⁽¹⁾ As of November 27, 2007. Beneficial ownership as of July 31, 2007 was 250,000 common units, or 1.9% of the Issuer's outstanding common units.

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CUSIP No.	Y11082107	
1) Name of Reporting Person	Lehman Brothers MLP Opportunity Fund LP	
S.S. or I.R.S. Identification No. of Above Person	20-8727922	
2) Check the Appropriate Box if a Member of a Group	(a) <input type="radio"/> (b) <input type="radio"/>	
3) SEC Use Only		
4) Citizenship or Place of Organization	Delaware	
Number of	5) Sole Voting Power	347,800 ⁽¹⁾
Shares	6) Shared Voting Power	-0-
Beneficially	7) Sole Dispositive Power	347,800 ⁽¹⁾
Owned by	8) Shared Dispositive Power	-0-
Each		
Reporting		
Person		
With:		
9) Aggregate Amount Beneficially Owned by Each Reporting Person		347,800 ⁽¹⁾
10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares		<input type="radio"/>
11) Percent of Class Represented by Amount in Row 9		2.6% ⁽²⁾
12) Type of Reporting Person		PN

⁽¹⁾ As of November 27, 2007. Beneficial ownership as of July 31, 2007 was 250,000 common units, or 1.9% of the Issuer's outstanding common units.

⁽²⁾ Based on 13,512,500 common units outstanding as of April 2, 2007, as reported on Form 6-K filed on April 2, 2007.

