

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Capital Product Partners L.P.

(Name of Issuer)

Common Units, representing limited partner interests

(Title of Class of Securities)

Y11082107

(CUSIP Number)

December 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).

CUSIP No. Y11082107

1. Names of Reporting Persons
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 (See Instructions)

- (a)
- (b)

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware

Number of Shares Beneficially Owned by Each Reporting Person With

5. Sole Voting Power
978,500

6. Shared Voting Power
-0-

7.	Sole Dispositive Power 978,500
8.	Shared Dispositive Power -0-
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 978,500
10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="checkbox"/>
11.	Percent of Class Represented by Amount in Row (9) 7.2% (1)
12.	Type of Reporting Person (See Instructions) HC/CO

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

CUSIP No. Y11082107

1.	Names of Reporting Persons 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 (See Instructions)
(a)	<input type="checkbox"/>
(b)	<input type="checkbox"/>
3.	SEC Use Only
4.	Citizenship or Place of Organization Delaware
5.	Sole Voting Power 612,000
6.	Shared Voting Power -0-
7.	Sole Dispositive Power 612,000
8.	Shared Dispositive Power -0-
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 612,000

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
-
11. Percent of Class Represented by Amount in Row (9)
4.5% (1)
-
12. Type of Reporting Person (See Instructions)
BD/CO
-

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

CUSIP No. Y11082107

1. Names of Reporting Persons
Lehman Brothers MLP Opportunity Associates LLC
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S.S. or I.R.S. Identification No. of Above Person
20-8727524

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only
-

4. Citizenship or Place of Organization
Delaware
-

5. Sole Voting Power
366,500

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. Shared Voting Power
-0-

7. Sole Dispositive Power
366,500

8. Shared Dispositive Power
-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person
366,500
-

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
-

11. Percent of Class Represented by Amount in Row (9)
2.7% (1)
-

12. Type of Reporting Person (See Instructions)
OO
-

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

CUSIP No. Y11082107

1. Names of Reporting Persons
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 (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware

5. Sole Voting Power
366,500

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. Shared Voting Power
-0-

7. Sole Dispositive Power
366,500

8. Shared Dispositive Power
-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person
366,500

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
2.7% (1)

12. Type of Reporting Person (See Instructions)
PN

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

CUSIP No. Y11082107

1. Names of Reporting Persons
Lehman Brothers MLP Opportunity Fund LP

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power
366,500

6. Shared Voting Power
-0-

7. Sole Dispositive Power
366,500

8. Shared Dispositive Power
-0-

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

9. Aggregate Amount Beneficially Owned by Each Reporting Person
366,500

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
2.7% (2)

12. Type of Reporting Person (See Instructions)
PN

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

Item 1.

(a) Name of Issuer
Capital Product Partners LP

(b) Address of Issuer's Principal Executive Offices
3 Iassonos Street
Piraeus, 18537 Greece

Item 2.

(a) Name of Person Filing
Lehman Brothers Holdings Inc.
Lehman Brothers Inc.
Lehman Brothers MLP Opportunity Associates LLC
Lehman Brothers MLP Opportunity Associates LP
Lehman Brothers MLP Opportunity Fund LP

(b) Address of Principal Business Office or, if none, Residence
Lehman Brothers Holdings Inc.
745 Seventh Avenue
New York, New York 10019

Lehman Brothers Inc.
745 Seventh Avenue
New York, New York 10019

Lehman Brothers MLP Opportunity Associates LLC
399 Park Avenue
New York, New York 10022

Lehman Brothers MLP Opportunity Associates LP
399 Park Avenue
New York, New York 10022

Lehman Brothers MLP Opportunity Fund LP
399 Park Avenue
New York, New York 10022

7

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- (c) Citizenship or Place of Organization:
Lehman Brothers Holdings Inc. (“Holdings”) is a corporation organized under the laws of the State of Delaware.

Lehman Brothers Inc. (“LBI”) is a corporation organized under the laws of the State of Delaware.

Lehman Brothers MLP Opportunity Associates LLC (“MLP Opport. Assoc LLC”) is a limited liability company formed under the laws of the State of Delaware.

Lehman Brothers MLP Opportunity Associates LP (“MLP Opport. Assoc LP”) is a limited partnership formed under the laws of the State of Delaware.

Lehman Brothers MLP Opportunity Fund LP
 (“MLP Opport. Fund”) is a limited partnership formed under the laws of the State of Delaware.

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- (d) Title of Class of Securities:
Common Units

-
- (e) CUSIP Number:
Y11082107
-

8

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:
See Item 9 of cover pages.

-
- (b) Percent of class:

See Item 11 of cover pages.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

(ii) Shared power to vote or to direct the vote

(iii) Sole power to dispose or to direct the disposition of

(iv) Shared power to dispose or to direct the disposition of

See Items 5-8 of cover pages.

9

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

LBI is the actual owner of 612,000 Common Units reported herein. LBI, a broker-dealer registered under Section 15 of the Act, is a wholly-owned subsidiary of Holdings.

Under the rules and regulations of the Securities and Exchange Commission, Holdings may be deemed to be the beneficial owner of the Common Units owned by LBI.

MLP Opport. Fund is the actual owner of 366,500 Common Units reported herein. MLP Opport. Assoc LP is the general partner of MLP Opport. Fund. MLP Opport. Assoc LLC is the general partner of MLP Opport. Assoc LP and is wholly-owned by Holdings.

Under the rules and regulations of the Securities and Exchange Commission, MLP Opport. Assoc LP, MLP Opport. Assoc LLC and Holdings may be deemed to be the beneficial owners of the Common Units owned by MLP Opport. Fund.

10

Item 8. Identification and Classification of Members of the Group

Not Applicable

Item 9. Notice of Dissolution of Group

Not Applicable

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

By signing below I hereby certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 13, 2008

Date

LEHMAN BROTHERS HOLDINGS INC.

/s/ Barrett S. DiPaolo

Signature

Barrett S. DiPaolo
Vice President

Name/Title

LEHMAN BROTHERS INC.

/s/ Barrett S. DiPaolo

Signature

Barrett S. DiPaolo
Senior Vice President

Name/Title

LEHMAN BROTHERS MLP
OPPORTUNITY ASSOCIATES LLC

/s/ Barrett S. DiPaolo

Signature

Barrett S. DiPaolo
Authorized Signatory

Name/Title

11

LEHMAN BROTHERS MLP
OPPORTUNITY ASSOCIATES LP

/s/ Barrett S. DiPaolo

Signature

Barrett S. DiPaolo
Authorized Signatory

Name/Title

LEHMAN BROTHERS MLP
OPPORTUNITY FUND LP

/s/ Barrett S. DiPaolo

Signature

Barrett S. DiPaolo
Authorized Signatory

Name/Title

12

EXHIBIT A - JOINT FILING AGREEMENT

The undersigned hereby agree that the Statement on Schedule 13G filed herewith (and any amendments thereto), is being filed jointly with the Securities and Exchange Commission pursuant to Rule 13d-1(k) (1) under the Securities Exchange Act of 1934, as amended, on behalf of each such person.

February 13, 2008

Date

LEHMAN BROTHERS HOLDINGS INC.

/s/ Barrett S. DiPaolo

Signature

Barrett S. DiPaolo
Vice President

Name/Title

LEHMAN BROTHERS INC.

/s/ Barrett S. DiPaolo
Signature

Barrett S. DiPaolo
Senior Vice President
Name/Title

LEHMAN BROTHERS MLP
OPPURTUNITY ASSOCIATES LLC

/s/ Barrett S. DiPaolo
Signature

Barrett S. DiPaolo
Authorized Signatory
Name/Title

LEHMAN BROTHERS MLP
OPPURTUNITY ASSOCIATES LLC

/s/ Barrett S. DiPaolo
Signature

Barrett S. DiPaolo
Authorized Signatory
Name/Title

LEHMAN BROTHERS MLP
OPPORTUNITY FUND LP

/s/ Barrett S. DiPaolo
Signature

Barrett S. DiPaolo
Authorized Signatory
Name/Title