

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

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR
15d-16 OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of June, 2009
COMMISSION FILE NUMBER 001-33373**

CAPITAL PRODUCT PARTNERS L.P.

(Translation of registrant's name into English)

**3 IASSONOS STREET
PIRAEUS, 18537 GREECE
(address of principal executive offices)**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes No

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "yes" is marked, indicate below this file number assigned to the registrant in connection with Rule 12g3-2(b): N/A

CAPITAL PRODUCT PARTNERS L.P.

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▼ FOLD AND DETACH HERE ▼

This proxy when properly executed will be voted in the manner directed herein. If no instructions are given, this proxy will be voted FOR Items 1 and 2. To vote in accordance with the Board's recommendations, just sign and date below; no boxes need to be checked.

Please mark your votes as indicated in this example



The Board of Directors recommends a vote "FOR" the nominee for Director in Item 1 and "FOR" Item 2

	FOR	WITHHOLD		FOR	AGAINST	ABSTAIN
1. Election of Class II Director until the 2012 Annual Meeting	<input type="checkbox"/>	<input type="checkbox"/>	2. Proposal to approve the amendment to the Company's First Amended and Restated Agreement of Limited Partnership establishing that, in the case of any meeting of Limited Partners of the Company which has been adjourned for a second time due to absence of a quorum during the first two meetings, the holders of any Outstanding Units of the class or classes for which such meeting has been called represented either in person or by proxy shall constitute a quorum for the purposes of such meeting, provided that such votes present at the third convened meeting represent at least 25% of the outstanding units of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Nominees: 1. Abel Rasterhoff						



Mark Here for
Address Change
or Comments
SEE REVERSE



Signature _____ Signature _____ Date _____

Please sign as name appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such.

You can now access your Capital Product Partners, L.P. account online.

Access your Capital Product Partners, L.P. account online via Investor ServiceDirect® (ISD).

BNY Mellon Shareowner Services, the transfer agent for Capital Product Partners, L.P., now makes it easy and convenient to get current information on your shareholder account.

- View account status
- View certificate history
- View book-entry information
- View payment history for dividends
- Make address changes
- Obtain a duplicate 1099 tax form

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▼ FOLD AND DETACH HERE ▼

CAPITAL PRODUCT PARTNERS L.P.

**2009 ANNUAL GENERAL MEETING OF LIMITED PARTNERS
JULY 23, 2009**

The undersigned being a limited partner of Capital Product Partners L.P. (the "Company") HEREBY APPOINTS the Secretary of the Board of Directors, Mr. Evangelos G. Bairactaris, or, if Mr. Bairactaris is not present, any director of the Company, with full power of substitution, for and in the name of the undersigned, to vote all Common Units of the Company that the undersigned would be entitled to vote if personally present at the 2009 Annual General Meeting of Limited Partners of the Company, to be held at 3 Iasonos Street, 18 537 Piræus, Greece on July 23, 2009 at 10:00 a.m. and at any adjournment or postponement thereof, and, in their discretion, on all other matters that may properly come before such meeting, hereby revoking any proxy heretofore executed by the undersigned to vote at said meeting.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" THE NOMINEE FOR DIRECTOR IN ITEM 1 AND "FOR" ITEM 2. IF THIS PROXY IS EXECUTED BUT NO INSTRUCTIONS ARE GIVEN AS TO ANY ITEMS SET FORTH HEREIN, THE PROXY WILL BE VOTED "FOR" THE NOMINEE FOR DIRECTOR IN ITEM 1 AND "FOR" ITEM 2.

YOUR VOTE IS VERY IMPORTANT – PLEASE VOTE TODAY.

Address Change/Comments (Mark the corresponding box on the reverse side)

BNY MELLON SHAREOWNER SERVICES
P.O. BOX 3650
SOUTH HACKENSACK, NJ 07606-9250

(PLEASE MARK, SIGN AND DATE THIS PROXY CARD ON THE REVERSE SIDE AND RETURN IT IN THE ENVELOPE PROVIDED)

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CAPITAL PRODUCT PARTNERS, L.P.,

By: Capital GP L.L.C., its general partner

/s/ Ioannis E. Lazaridis

Name: Ioannis E. Lazaridis

Title: Chief Executive Officer and
Chief Financial Officer of Capital GP L.L.C.

Dated: June 30, 2009

