

SECURITIES AND EXCHANGE COMMISSION

FORM N-PX/A

Annual report of proxy voting record of registered management investment companies filed on Form N-PX [amend]

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FILER

Thirty Eight Hundred Fund LLC

CIK: 1422064 | IRS No.: 000000000 | State of Incorp.: DE
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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

FORM N-PX

**ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED
MANAGEMENT
INVESTMENT COMPANY**

Investment Company Act file number 811-22158

The Thirty-Eight Hundred Fund, LLC

(Exact name of registrant as specified in charter)

3800 Howard Hughes Parkway, Suite 900

Las Vegas, Nevada

89169-0925

(Address of principal executive offices)

(Zip code)

Joseph R. York

The Thirty-Eight Hundred Fund, LLC

3800 Howard Hughes Parkway

Suite 900

Las Vegas, NV 89169-0925

(Name and address of agent for service)

Registrant's telephone number, including area code: **702-791-6346**

Date of fiscal year end: **November 30**

Date of reporting period: **June 30, 2008**

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (§§ 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. § 3507.

Item 1. Proxy Voting Record.

There were no proxies that the Thirty-Eight Hundred Fund, LLC were eligible to vote during the period, therefore, there is no attachment to this filing.

SIGNATURES

Signature page for the filing of the annual report of the proxy voting record of registered management investment company (Form N-PX).

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) The Thirty-Eight Hundred Fund, LLC

By: /s/ Joseph R. York

Name: Joseph R. York

Title: Chief Executive Officer

Date: August 29, 2008
