## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

| Washington, | D.C. | 20549 |
|-------------|------|-------|
|             |      |       |

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5           |
| obligations may continue. See          |
| Instruction 1(b).                      |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* <u>HESSLER CURTIS A</u>   |   |         |      |                 | 2. Issuer Name <b>and</b> Ticker or Trading Symbol  Evercore Partners Inc. [ EVR ] |   |                                      |          |  |             |   |                   |   | heck all  | nship of Reportir<br>applicable)<br>pirector                                    | ng Person(s) to I   |  |               |
|--|---|---------|------|-----------------|--|---|--------------------------------------|----------|--|-------------|---|-------------------|---|---|---|---|--|---------------|
| (Last) (First) (Middle) C/O EVERCORE PARTNERS INC.   |   |         |      |                 |  | 3. Date of Earliest Transaction (Month/Day/Year) 08/16/2006 |                                      |          |  |             |   |                   |   |   |   | Officer (give title elow)   | Other<br>below   | (specify<br>) |
| 55 EAST 52ND STREET, 43RD FLOOR  |   |         |      | 4. If           | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           |   |                                      |          |  |             |   |                   |   | 6. Individual or Joint/Group Filing (Check Applicable Line)       |   |   |  |               |
| (Street) NEW YC  | ORK N   | Ý 1     | 0055 |                 |  |   |                                      |          |  |             |   |                   |   | X F   | Form filed by One Reporting Person Form filed by More than One Reporting Person |   |  |               |
| (City)   | (St   | ate) (2 | Zip) |                 |  |   |                                      |          |  |             |   |                   |   |   |   |   |  |               |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |   |         |      |                 |  |   |                                      |          |  |             |   |                   |   |   |   |   |  |               |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)  |   |         |      | Execution Date, |  | n Date,   | Transaction Disposed Code (Instr. 5) |          | ities Acquired (A<br>d Of (D) (Instr. 3,                       |             | (A) or<br>3, 4 aı   | nd Se<br>Be<br>Ov | Amount of<br>curities<br>neficially<br>vned Following<br>ported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)               |   |  |               |
|  |   |         |      |                 |  | Code  | v                                    | Amount ( |  | A) or<br>D) | Price   | Tra               | nnsaction(s)<br>str. 3 and 4)                                   |   | (111341.4)  |   |  |               |
| Class A common stock, par value \$.01 per share 08/16/   |   |         |      |                 | 6/2006   |   |                                      |          | A  |             | 2,381   | 2,381 A           |   | \$2   | 1   | 7,381   | D  |               |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |         |      |                 |  |   |                                      |          |  |             |   |                   |   |   |   |   |  |               |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | tive Conversion Date Execution Date, ty or Exercise (Month/Day/Year) if any |         |      | Date,           | 4.<br>Transaction<br>Code (Instr.<br>8)  |   | n of                                 |          | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |             | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |                   |   | 8. Price<br>Derivati<br>Security<br>(Instr. 5)                    | tive derivative<br>Securities   | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |               |
|  |   |         |      |                 | Code   | v   | (A)                                  | (D)      | Date<br>Exercisal  |             | Expiration<br>Date  | Title             | or<br>Num<br>of<br>Shai   | .   |   |   |  |               |

**Explanation of Responses:** 

/s/ Adam B. Frankel as Attorney-in-Fact

08/29/2006

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.