

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

EVERCORE PARTNERS INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State of Incorporation or Organization)

20-4748747
(I.R.S. Employer
Identification No.)

55 East 52nd Street, 43rd Floor, New York, New York
(Address of Principal Executive Offices)

10055
(Zip Code)

Securities Act registration statement file number to which this form relates:

333-134087
(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

<u>Title of Each Class to be so Registered</u>	<u>Name of Each Exchange on Which Each Class is to be Registered</u>
Class A common stock, par value \$.01 per share	New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities to be registered pursuant to Section 12(g) of the Act:

None
(Title of Class)

Item 1: Description of Registrant's Securities to be Registered.

A description of the Class A common stock, par value \$.01 per share (the "Class A Common Stock"), of Evercore Partners Inc. (the "Registrant") will be contained in a prospectus relating to the Registrant's Registration Statement on Form S-1 (File No. 333-134087) to be filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended (such prospectus as filed pursuant to 424(b), the "Prospectus"). The description of the Class A Common Stock contained in the Prospectus under the heading "Description of Capital Stock" is hereby incorporated by reference into this Form 8-A.

Item 2: Exhibits.

None.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

EVERCORE PARTNERS INC.

Date: August 7, 2006

By: /s/ David E. Wezdenko
Name: David E. Wezdenko
Title: Chief Financial Officer