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Evercore Partners Inc.  
Form FWP  
May 15, 2007

Filed Pursuant to Rule 433

Issuer Free Writing Prospectus dated May 15, 2007

Relating to Preliminary Prospectus dated May 15, 2007

Registration No. 333-142274

**EVERCORE PARTNERS INC.**

**FREE WRITING PROSPECTUS**

*This Free Writing Prospectus is being filed solely to advise you of the availability of a revised preliminary prospectus, dated May 15, 2007 (the Updated Preliminary Prospectus ) and to provide you with a hyperlink to the current version of the Registration Statement on Form S-1 (File No. 333-142274), which includes the Updated Preliminary Prospectus.*

The Updated Preliminary Prospectus updates, among other things, our financial results for the three months ended March 31, 2007 and incorporates by reference our Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2007. The Updated Preliminary Prospectus forms a part of our Registration Statement on Form S-1 (Registration No. 333-142274) to which this Free Writing Prospectus relates.

You should read carefully the Updated Preliminary Prospectus before deciding to invest in our Class A common stock.

To review a filed copy of our current registration statement and the Updated Preliminary Prospectus, click the following link on the SEC Web site at [www.sec.gov](http://www.sec.gov) as follows (or if such address has changed, by reviewing our filings for the relevant date on the SEC Web site):

<http://www.sec.gov/Archives/edgar/data/1360901/000119312507114814/ds1a.htm>

Our Central Index Key, or CIK, on the SEC Web site is 0001360901.

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THE ISSUER HAS FILED A REGISTRATION STATEMENT (INCLUDING A PROSPECTUS) WITH THE SEC FOR THE OFFERING TO WHICH THIS COMMUNICATION RELATES. BEFORE YOU INVEST, YOU SHOULD READ THE PROSPECTUS IN THAT REGISTRATION STATEMENT AND OTHER DOCUMENTS THE ISSUER HAS FILED WITH THE SEC FOR MORE COMPLETE INFORMATION ABOUT THE ISSUER AND THIS OFFERING. YOU MAY OBTAIN THESE DOCUMENTS FOR FREE BY VISITING EDGAR ON THE SEC WEB SITE AT [WWW.SEC.GOV](http://WWW.SEC.GOV) OR BY CLICKING ON THE LINK ABOVE. ALTERNATIVELY, THE ISSUER, ANY UNDERWRITER OR ANY DEALER PARTICIPATING IN THE OFFERING WILL ARRANGE TO SEND TO YOU THE PROSPECTUS IF YOU REQUEST IT BY CALLING GOLDMAN, SACHS & CO. TOLL-FREE 1-866-471-2526 OR LEHMAN BROTHERS TOLL FREE 1-888-603-5847.

ANY DISCLAIMERS OR OTHER NOTICES THAT MAY APPEAR BELOW OR ELSEWHERE WITHIN THIS EMAIL ARE NOT APPLICABLE TO THIS COMMUNICATION AND SHOULD BE DISREGARDED. SUCH DISCLAIMERS OR OTHER NOTICES WERE AUTOMATICALLY GENERATED AS A RESULT OF THIS COMMUNICATION BEING SENT VIA BLOOMBERG OR ANOTHER EMAIL SYSTEM.