Eaton Vance Form 3	Tax-Mana	aged Divers	ified Equity Inc	come Fun	d						
November 28											
FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION					SSION	OMB APPROVAL					
		Washington, D.C. 20549					OMB Number:	3235-010	4		
	INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF					OF	Expires:	January 31 200			
		on 17(a) of	<b>S</b> t to Section 16(a the Public Utili 0(h) of the Inve	ty Holdin	Securities E	Act of	1935 o		Estimated a burden hou response	average Irs per	
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> SARYAN JUDITH A		Statement (Month/Day/Year)		<sup>ng</sup> 3. Issuer Name <b>and</b> Ticker or Trading Syr Eaton Vance Tax-Managed Divers Fund [ETY]							
(Last)	(First)	(Middle)	11/28/2006		4. Relationship of Reporting Person(s) to Issuer		rting		Amendment, Date Original (Month/Day/Year)		
THE EATO BUILDING STREET	_					all applica				,	
	(Street)				Director X Officer (give title below Vic	(		6. Indi Filing(	vidual or Join Check Applica rm filed by On	ble Line)	
BOSTON,Â	MAÂ 021	109						Person For	rm filed by Mo ng Person		
(City)	(State)	(Zip)	Τa	able I - N	on-Derivat	ive Secu	rities ]	Beneficia	ally Owned	1	
1.Title of Secu (Instr. 4)	rity		Be	Amount of eneficially 1str. 4)	<sup>2</sup> Securities Owned	3. Ownersh Form: Direct (E or Indire (I) (Instr. 5)	ip Ov (Ir ))	Nature of I wnership 1str. 5)	ndirect Benef	ïcial	
Reminder: Rep owned directly	•		ch class of securiti	es benefici	ally S	EC 1473 (	7-02)				
	inforr requi	nation conta red to respo	pond to the colle ained in this forr and unless the fo MB control num	n are not orm displa	ays a						
ľ	Table II - De	rivative Secu	rities Beneficially	Owned (e.	g., puts, calls,	warrants	, option	s, converti	ble securities	5)	
1. Title of Deri (Instr. 4)	vative Securi	Expi	ate Exercisable and ration Date /Day/Year)	Securiti	and Amount of es Underlying ve Security )	Conv or Ex Price	vative	5. Ownershi Form of Derivative Security: Direct (D)	p Beneficia (Instr. 5)	e of Indirect al Ownership	

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Date	Expiration	Amount or	or Indirect
Exercisable	Date	Number of	(I)
		Shares	(Instr. 5)

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
Topology of the same state of	Director	10% Owner	Officer	Other		
SARYAN JUDITH A THE EATON VANCE BUILDING 255 STATE STREET BOSTON, MA 02109	Â	Â	Vice President	Â		
Signatures						
By: Paul M. O'Neil, Attorney in Fact	11/2	8/2006				
**Signature of Reporting Person	1	Date				
Explanation of Responses:						

## No securities are beneficially owned

- \* If the form is filed by more than one reporting person, see Instruction 5(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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.