ASBURY AUTOMOTIVE GROUP INC

Form 4

August 08, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * SLT/TAG Inc.

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

ASBURY AUTOMOTIVE GROUP

(Check all applicable)

INC [NYSE: ABG]

Director Officer (give title

_X__ 10% Owner

3. Date of Earliest Transaction (Month/Day/Year)

08/04/2005

below)

__ Other (specify

C/O MORRIS GALEN, TONKEN TORP L.L.P., 1600 PIONEER TOWER, 888 SW FIFTH AVENUE

(First)

(Street)

(Middle)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

PORTLAND, OR 97204

(City)	(State) (Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common stock, par value \$0.01 per share	08/04/2005		S		` ′		96,700	D	
Common stock, par value \$0.01 per share	08/04/2005		S	800	D	\$ 17.55	95,900	D	
Common stock, par	08/04/2005		S	700	D	\$ 17.59	95,200	D	

value \$0.01 per share								
Common stock, par value \$0.01 per share	08/04/2005		S	100	D	\$ 17.6	95,100	D
Common stock, par value \$0.01 per share	08/04/2005		S	100	D	\$ 17.61	95,000	D
Common stock, par value \$0.01 per share	08/04/2005		S	200	D	\$ 17.62	94,800	D
Common stock, par value \$0.01 per share	08/04/2005		S	300	D	\$ 17.63	94,500	D
Common stock, par value \$0.01 per share	08/04/2005		S	400	D	\$ 17.64	94,100	D
Common stock, par value \$0.01 per share	08/04/2005		S	100	D	\$ 17.65	94,000	D
Common stock, par value \$0.01 per share	08/04/2005		S	1,000	D	\$ 17.67	93,000	D
Common stock, par value \$0.01 per share	08/04/2005		S	1,000	D	\$ 17.68	92,000	D
Common stock, par value \$0.01 per share	08/04/2005		S	1,800	D	\$ 17.69	90,200	D
Common stock, par value \$0.01 per share	08/04/2005		S	300	D	\$ 17.7	89,900	D
Common stock, par value \$0.01	08/04/2005		S	500	D	\$ 17.71	89,400	D

per share							
Common stock, par value \$0.01 per share	08/04/2005	S	500	D	\$ 17.72	88,900	D
Common stock, par value \$0.01 per share	08/04/2005	S	500	D	\$ 17.73	88,400	D
Common stock, par value \$0.01 per share	08/04/2005	S	2,300	D	\$ 17.75	86,100	D
Common stock, par value \$0.01 per share	08/04/2005	S	100	D	\$ 17.76	86,000	D
Common stock, par value \$0.01 per share	08/04/2005	S	400	D	\$ 17.78	85,600	D
Common stock, par value \$0.01 per share	08/04/2005	S	100	D	\$ 17.81	85,500	D
Common stock, par value \$0.01 per share	08/04/2005	S	300	D	\$ 17.82	85,200	D
Common stock, par value \$0.01 per share	08/04/2005	S	100	D	\$ 17.83	85,100	D
Common stock, par value \$0.01 per share	08/04/2005	S	1,000	D	\$ 17.84	84,100	D

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title a Amount of Underlying Securities (Instr. 3 a	of ng s	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Marces	Director	10% Owner	Officer	Other			
SLT/TAG Inc. C/O MORRIS GALEN, TONKEN TORP L.L.P. 1600 PIONEER TOWER, 888 SW FIFTH AVENUE PORTLAND, OR 97204		X					

Signatures

Philip R. Johnson, Attorney-in-Fact 08/08/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * 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. 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.

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