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ASBURY AUTOMOTIVE GROUP INC

Form 4 May 11, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB

Check this box

if no longer subject to Section 16. Washington, D.C. 20549

3235-0287 Number: January 31, Expires:

2005

OMB APPROVAL

Form 4 or

Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ASBURY AUTOMOTIVE GROUP **INC**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

ASBURY AUTOMOTIVE GROUP

(Check all applicable)

(Last) (First)

(Middle)

3. Date of Earliest Transaction

INC [NYSE: ABG]

(Month/Day/Year)

05/09/2005

_X__ Director 10% Owner Other (specify Officer (give title

C/O SNOW, PHIPPS & GUGGENHEIM, 135 EAST 57TH

(Street)

ST., 9TH FLOOR

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10022

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned