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ASBURY AUTOMOTIVE GROUP INC

Form 4 June 21, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Check this box

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

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

1(b).

(Last)

Common

06/17/2005

(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

Symbol

ASBURY AUTOMOTIVE GROUP

(Check all applicable)

INC [NYSE: ABG]

3. Date of Earliest Transaction

(Month/Day/Year) 06/17/2005

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

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

(First)

(Street)

(Middle)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

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

Person

Issuer

below)

PORTLAND, OR 97204

(City)	(State) (Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	ispose	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	06/17/2005		S	600	D	\$ 15.25	266,000	D	

400

\$

264,700

D

Common						
stock, par value \$0.01 per share	06/17/2005	S	900	D	\$ 15.3 265,100	D

stock, par 15.34

1

Number: January 31, Expires:

3235-0287

2005 Estimated average

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value \$0.01 per share							
Common stock, par value \$0.01 per share	06/17/2005	S	1,000	D	\$ 15.35	263,700	D
Common stock, par value \$0.01 per share	06/17/2005	S	600	D	\$ 15.37	263,100	D
Common stock, par value \$0.01 per share	06/17/2005	S	200	D	\$ 15.39	262,900	D
Common stock, par value \$0.01 per share	06/17/2005	S	300	D	\$ 15.41	262,600	D
Common stock, par value \$0.01 per share	06/17/2005	S	1,000	D	\$ 15.43	261,600	D
Common stock, par value \$0.01 per share	06/17/2005	S	900	D	\$ 15.45	260,700	D
Common stock, par value \$0.01 per share	06/17/2005	S	700	D	\$ 15.46	260,000	D
Common stock, par value \$0.01 per share	06/17/2005	S	1,000	D	\$ 15.5	259,000	D
Common stock, par value \$0.01 per share	06/17/2005	S	300	D	\$ 15.51	258,700	D
Common stock, par value \$0.01 per share	06/17/2005	S	100	D	\$ 15.52	258,600	D
Common stock, par value \$0.01	06/17/2005	S	200	D	\$ 15.53	258,400	D

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per share							
Common stock, par value \$0.01 per share	06/17/2005	S	1,000	D	\$ 15.54	257,400	D
Common stock, par value \$0.01 per share	06/17/2005	S	300	D	\$ 15.56	257,100	D
Common stock, par value \$0.01 per share	06/17/2005	S	1,000	D	\$ 15.57	256,100	D
Common stock, par value \$0.01 per share	06/17/2005	S	900	D	\$ 15.63	255,200	D
Common stock, par value \$0.01 per share	06/17/2005	S	100	D	\$ 15.65	255,100	D
Common stock, par value \$0.01 per share	06/17/2005	S	1,000	D	\$ 15.67	254,100	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) (Instr. 3, 4, and 5)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4	8. Price of Derivative Security (Instr. 5)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amour or Numbe		

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

of Shares

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address

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

Date

Signatures

Lynne A. Burgess, Attorney-in-Fact 06/21/2005

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.

Reporting Owners