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ASBURY AUTOMOTIVE GROUP INC

Form 4

August 10, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number:

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

obligations

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

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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

Issuer

below)

SLT/TAG Inc.

(Last)

per share

Common

stock, par

Symbol

(Check all applicable)

5. Relationship of Reporting Person(s) to

ASBURY AUTOMOTIVE GROUP

INC [NYSE: ABG]

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

08/08/2005

Director X 10% Owner _ Other (specify Officer (give title

OMB APPROVAL

Estimated average

burden hours per

Expires:

response...

3235-0287

January 31,

2005

0.5

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

(Street)

08/08/2005

(First)

(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

PORTLAND, OR 97204

(City)	(State) (Zip) Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	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. Transactio Code (Instr. 8)	(Instr. 3,	spose	d of (D) 5)	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	08/08/2005		Code V	Amount 100	D D	Price \$ 17.6	82,000	D	
Common stock, par value \$0.01	08/08/2005		S	200	D	\$ 17.61	81,800	D	

200

D

\$

17.67

81,600

D

S

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value \$0.01 per share							
Common stock, par value \$0.01 per share	08/08/2005	S	500	D	\$ 17.71	81,100	D
Common stock, par value \$0.01 per share	08/08/2005	S	2,800	D	\$ 17.72	78,300	D
Common stock, par value \$0.01 per share	08/08/2005	S	1,100	D	\$ 17.73	77,200	D
Common stock, par value \$0.01 per share	08/08/2005	S	700	D	\$ 17.74	76,500	D
Common stock, par value \$0.01 per share	08/08/2005	S	100	D	\$ 17.75	76,400	D
Common stock, par value \$0.01 per share	08/08/2005	S	400	D	\$ 17.76	76,000	D
Common stock, par value \$0.01 per share	08/08/2005	S	1,000	D	\$ 17.77	75,000	D
Common stock, par value \$0.01 per share	08/08/2005	S	100	D	\$ 17.79	74,900	D
Common stock, par value \$0.01 per share	08/08/2005	S	1,000	D	\$ 17.8	73,900	D
Common stock, par value \$0.01 per share	08/08/2005	S	1,300	D	\$ 17.86	72,600	D
Common stock, par value \$0.01	08/08/2005	S	500	D	\$ 17.87	72,100	D

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per share

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

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SEC 1474

(9-02)

9. Nu Deriv

Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)
	Derivative				Securities	S		(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable Date	•	Title	Number	
							Dute		of	
				Code V	(A) (D)				Shares	

Reporting Owners

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

X

Signatures

Philip R. Johnson, Attorney-in-Fact 08/10/2005

**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.

Reporting Owners 3