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

**POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-3**

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

**Asbury Automotive Group, Inc.**  
*(Exact name of registrant issuer as specified in its charter)*

See Table of Registrant Guarantors for information regarding additional Registrants

Delaware  
*(State or other jurisdiction of  
incorporation or organization)*

01-0609375  
*(I.R.S. Employer  
Identification Number)*

622 Third Avenue, 37th Floor  
New York, New York 10017  
(212) 885-2500

*(Address, including zip code, and telephone number, including area code, of registrants' principal executive offices)*

Charles R. Oglesby  
Chief Executive Officer  
Asbury Automotive Group, Inc.  
622 Third Avenue, 37th Floor  
New York, New York 10017  
(212) 885-2500

*(Name, address, including zip code, and telephone number, including area code, of agent for service)*

*With a copy to:*

Thomas E. Dunn, Esq.  
Andrew J. Pitts, Esq.  
Cravath, Swaine & Moore LLP  
Worldwide Plaza  
825 Eighth Avenue  
New York, New York 10019  
(212) 474-1000

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**Approximate date of commencement of proposed sale to the public:** Not applicable.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box: ☐

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box: ☐

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box. ☐

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box. ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act. (Check one):

Large Accelerated Filer ☒

Accelerated filer ☐

Non-Accelerated Filer ☐

Smaller reporting company ☐

(Do not check if a smaller reporting company)

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**Table of Registrant Guarantors**

<b>Exact Name of Registrant Guarantor as Specified in its Charter(1)</b>	<b>State of Incorporation or Organization</b>	<b>I.R.S. Employer Identification Number</b>
AF Motors L.L.C.	Delaware	59-3604214
ALM Motors L.L.C.	Delaware	59-3604216
ANL L.P.	Delaware	59-3503188
Asbury AR Niss L.L.C.	Delaware	84-1666361
Asbury Arkansas Hund L.L.C.	Delaware	56-2411899
Asbury Atlanta AC L.L.C.	Delaware	58-2241119
Asbury Atlanta AU L.L.C.	Delaware	58-2241119
Asbury Atlanta BM L.L.C.	Delaware	58-2241119
Asbury Atlanta Chevrolet L.L.C.	Delaware	58-2241119
Asbury Atlanta Hon L.L.C.	Delaware	58-2241119
Asbury Atlanta Inf L.L.C.	Delaware	58-2241119
Asbury Atlanta Infiniti L.L.C.	Delaware	58-2241119
Asbury Atlanta Jaguar L.L.C.	Delaware	58-2241119
Asbury Atlanta Lex L.L.C.	Delaware	58-2241119
Asbury Atlanta Nis L.L.C.	Delaware	58-2241119
Asbury Atlanta VL L.L.C.	Delaware	58-2241119
Asbury Automotive Arkansas Dealership Holdings L.L.C.	Delaware	71-0817515
Asbury Automotive Arkansas L.L.C.	Delaware	71-0817514
Asbury Automotive Atlanta L.L.C.	Delaware	58-2241119
Asbury Automotive Brandon, L.P.	Delaware	59-3584655
Asbury Automotive Central Florida, L.L.C.	Delaware	59-3580818
Asbury Automotive Deland, L.L.C.	Delaware	59-3604210
Asbury Automotive Financial Services, Inc.(2)	Delaware	75-3061039
Asbury Automotive Florida, L.L.C.	Delaware	37-1514249
Asbury Automotive Fresno L.L.C.	Delaware	03-0508496
Asbury Automotive Group Holdings, Inc.	Delaware	04-3622391
Asbury Automotive Group L.L.C.	Delaware	52-2106837
Asbury Automotive Jacksonville GP L.L.C.	Delaware	59-3512660
Asbury Automotive Jacksonville, L.P.	Delaware	59-3512662
Asbury Automotive Management L.L.C.	Delaware	23-2790555
Asbury Automotive Mississippi L.L.C.	Delaware	64-0924573
Asbury Automotive North Carolina Dealership Holdings L.L.C.	Delaware	56-2106587
Asbury Automotive North Carolina L.L.C.	Delaware	52-2106838
Asbury Automotive North Carolina Management L.L.C.	Delaware	52-2106838
Asbury Automotive North Carolina Real Estate Holdings L.L.C.	Delaware	23-2983952
Asbury Automotive Oregon L.L.C.	Delaware	52-2106837
Asbury Automotive Oregon Management L.L.C.	Delaware	93-1255888
Asbury Automotive South, L.L.C.	Delaware	37-1514247
Asbury Automotive Southern California L.L.C.	Delaware	16-1676796
Asbury Automotive St. Louis, L.L.C.	Delaware	43-1767192
Asbury Automotive Tampa GP L.L.C.	Delaware	13-3990508
Asbury Automotive Tampa, L.P.	Delaware	13-3990509
Asbury Automotive Texas L.L.C.	Delaware	13-3997031
Asbury Automotive Texas Real Estate Holdings L.L.C.	Delaware	75-2760935

<b>Exact Name of Registrant Guarantor as Specified in its Charter(1)</b>	<b>State of Incorporation or Organization</b>	<b>I.R.S. Employer Identification Number</b>
Asbury Deland Imports 2, L.L.C.	Delaware	59-3629420
Asbury Fresno Imports L.L.C.	Delaware	03-0508500
Asbury Jax AC, L.L.C.	Delaware	45-0551011
Asbury Jax Holdings, L.P.	Delaware	59-3516633
Asbury Jax K, L.L.C.	Delaware	36-4572826
Asbury Jax Management L.L.C.	Delaware	59-3503187
Asbury Jax PB Chev, L.L.C.	Delaware	37-1504393
Asbury MS Chev, L.L.C.	Delaware	06-1749057
Asbury MS Gray-Daniels L.L.C	Delaware	64-0939974
Asbury MS Metro L.L.C.	Delaware	91-2121547
Asbury MS Yazoo L.L.C.	Delaware	06-1698084
Asbury No Cal Niss L.L.C.	Delaware	05-0605055
Asbury Sacramento Imports L.L.C.	Delaware	33-1080505
Asbury So Cal DC L.L.C.	Delaware	33-1080498
Asbury So Cal Hon L.L.C.	Delaware	33-1080502
Asbury So Cal Niss L.L.C.	Delaware	59-3781893
Asbury St. Louis Cadillac L.L.C.	Delaware	43-1767192
Asbury St. Louis Gen L.L.C.	Delaware	43-1826171
Asbury St. Louis Lex L.L.C.	Delaware	43-1767192
Asbury Tampa Management L.L.C.	Delaware	59-2512657
Asbury-Deland Imports L.L.C.	Delaware	59-3604213
Atlanta Real Estate Holdings L.L.C.	Delaware	58-2241119
Avenues Motors, Ltd.	Florida	59-3381433
Bayway Financial Services, L.P.	Delaware	59-3503190
BFP Motors L.L.C.	Delaware	30-0217335
C&O Properties, Ltd.	Florida	59-2495022
Camco Finance II L.L.C.	Delaware	52-2106838
CFP Motors, Ltd.	Florida	65-0414571
CH Motors, Ltd.	Florida	59-3185442
CHO Partnership, Ltd.	Florida	59-3041549
CK Chevrolet LLC	Delaware	59-3580820
CK Motors LLC	Delaware	59-3580825
CN Motors, Ltd.	Florida	59-3185448
Coggin Automotive Corp.	Florida	59-1285803
Coggin Cars L.L.C.	Delaware	59-3624906
Coggin Chevrolet L.L.C.	Delaware	59-3624905
Coggin Management, L.P.	Delaware	59-3503191
CP-GMC Motors, Ltd.	Florida	59-3185453
Crown Acura/Nissan, LLC	North Carolina	56-1975265
Crown CHH L.L.C.	Delaware	52-2106838
Crown CHO L.L.C.	Delaware	84-1617218
Crown CHV L.L.C.	Delaware	52-2106838
Crown FDO L.L.C.	Delaware	04-3623132
Crown FFO Holdings L.L.C.	Delaware	56-2182741
Crown FFO L.L.C.	Delaware	56-2165412
Crown GAC L.L.C.	Delaware	52-2106838

<b>Exact Name of Registrant Guarantor as Specified in its Charter(1)</b>	<b>State of Incorporation or Organization</b>	<b>I.R.S. Employer Identification Number</b>
Crown GBM L.L.C.	Delaware	52-2106838
Crown GCA L.L.C.	Delaware	14-1854150
Crown GDO L.L.C.	Delaware	52-2106838
Crown GH0 L.L.C.	Delaware	52-2106838
Crown GNI L.L.C.	Delaware	52-2106838
Crown GPG L.L.C.	Delaware	52-2106838
Crown GVO L.L.C.	Delaware	52-2106838
Crown Honda, LLC	North Carolina	56-1975264
Crown Motorcar Company L.L.C.	Delaware	62-1860414
Crown RIA L.L.C.	Delaware	52-2106838
Crown RIB L.L.C.	Delaware	56-2125835
Crown SJC L.L.C.	Delaware	81-0630983
Crown SNI L.L.C.	Delaware	30-0199361
CSA Imports L.L.C.	Delaware	59-3631079
JC Dealer Systems L.L.C.	Delaware	58-2628641
Escude-M L.L.C.	Delaware	64-0922813
Escude-MO L.L.C.	Delaware	64-0924573
Escude-NN L.L.C.	Delaware	64-0922808
Escude-NS L.L.C.	Delaware	64-0922811
Escude-T L.L.C.	Delaware	64-0922812
HFP Motors L.L.C.	Delaware	06-1631102
KP Motors L.L.C.	Delaware	06-1629064
McDavid Austin-Acra, L.L.C.	Delaware	74-2873754
McDavid Frisco-Hon, L.L.C.	Delaware	26-0014143
McDavid Grande, L.L.C.	Delaware	75-2755482
McDavid Houston-Hon, L.L.C.	Delaware	76-0566178
McDavid Houston-Niss, L.L.C.	Delaware	76-0566166
McDavid Irving-Hon, L.L.C.	Delaware	75-2755477
McDavid Outfitters, L.L.C.	Delaware	76-0566177
McDavid Plano-Acra, L.L.C.	Delaware	75-2755359
NP FLM L.L.C.	Delaware	71-0819724
NP MZD L.L.C.	Delaware	71-0819723
NP VKW L.L.C.	Delaware	71-0819721
Plano Lincoln-Mercury, Inc.	Delaware	75-2430953
Precision Computer Services, Inc.	Florida	59-2867725
Precision Enterprises Tampa, Inc.	Florida	59-2148481
Precision Infiniti, Inc.	Florida	59-2958651
Precision Motorcars, Inc.	Florida	59-1197700
Precision Nissan, Inc.	Florida	59-2734672
Premier NSN L.L.C.	Delaware	71-0819715
Premier Pon L.L.C.	Delaware	71-0819714
Prestige Bay L.L.C.	Delaware	71-0819719
Prestige Toy L.L.C.	Delaware	71-0819720
Spectrum Insurance Services L.L.C.	Delaware	58-2241119
Tampa Hund, L.P.	Delaware	59-3512664
Tampa Kia, L.P.	Delaware	59-3512666

<b>Exact Name of Registrant Guarantor as Specified in its Charter(1)</b>	<b>State of Incorporation or Organization</b>	<b>I.R.S. Employer Identification Number</b>
Tampa LM, L.P.	Delaware	52-2124362
Tampa Mit, L.P.	Delaware	59-3512667
Tampa Suzu, L.P.	Delaware	59-3512668
Thomason Auto Credit Northwest, Inc.	Oregon	93-1119211
Thomason Dam L.L.C.	Delaware	93-1266231
Thomason Frd L.L.C.	Delaware	93-1254703
Thomason Hon L.L.C.	Delaware	93-1254717
Thomason Hund L.L.C.	Delaware	93-1254690
Thomason Maz L.L.C.	Delaware	93-1254723
Thomason Niss L.L.C.	Delaware	93-1254721
Thomason Outfitters L.L.C.	Delaware	68-0492340
Thomason Pontiac-GMC L.L.C.	Delaware	43-1976952
Thomason Suzu L.L.C.	Delaware	93-1256214
Thomason TY L.L.C.	Delaware	93-1254719
Thomason Zuk L.L.C.	Delaware	93-1254806
WMZ Brandon Motors, L.P.	Delaware	59-3512670
WMZ Motors, L.P.	Delaware	59-3512663
WTY Motors, L.P.	Delaware	59-3512669

(1) Unless otherwise indicated, the address and phone number of each Registrant Guarantor is c/o Asbury Automotive Group, Inc., 622 Third Avenue, 37th Floor,  
New York, New York 10017, (212) 885-2500.

(2) The address for Asbury Automotive Financial Services, Inc. is 1 Landmark Square, Suite 620, Stamford, Connecticut 06901.

## DEREGISTRATION OF SECURITIES

On September 6, 2007, the Securities and Exchange Commission (the “Commission”) declared effective a Registration Statement on Form S-3 (File No. 333-144342) (the “Registration Statement”) of Asbury Automotive Group, Inc. (the “Company”) and its subsidiary guarantors (collectively, the “Registrants”) relating to the offer for resale by certain securityholders of up to \$115,000,000 aggregate principal amount of 3.00% Senior Subordinated Convertible Notes due 2012 issued by the Company (the “Notes”), the related Note guarantees and the shares of the Company’s common stock issuable upon conversion of the Notes (together with the Notes and the Note guarantees, the “Securities”). The Registrants have supplemented the prospectus included in the Registration Statement with the information set forth in a Prospectus Supplement No. 1 dated October 22, 2007, and a Prospectus Supplement No. 2 dated February 22, 2008, filed with the Commission.

The Registrants entered into a registration rights agreement (the “Registration Rights Agreement”) with the initial purchasers of the Notes for the benefit of the holders of the Notes. A copy of the Registration Rights Agreement was filed with the Commission as Exhibit 10.1 to the Company’s Quarterly Report on Form 10-Q on May 9, 2007.

Each of the Registrants has determined that it is no longer obligated to maintain the effectiveness of the Registration Statement pursuant to the Registration Rights Agreement in light of the Commission’s recent amendments to Rule 144 under the Securities Act of 1933, as amended. In accordance with the Registration Rights Agreement and the Registrants’ undertaking under Regulation S-K Item 512(a)(3), this Post-Effective Amendment No. 1 to the Registration Statement is being filed to deregister, as of the effective date of this Post-Effective Amendment No. 1, all of the Securities that remain unsold under the Registration Statement. The Registration Statement is hereby amended, as appropriate, to reflect the deregistration of all such Securities.

### Item 16. Exhibits.

The following exhibit is filed herewith.

Exhibit Number	Description of Document
24.1	Power of Attorney of Craig T. Monaghan

## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE GROUP, INC.

By: \_\_\_\_\_  
Name: Charles R. Oglesby  
Title: President, Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ Charles R. Oglesby	President, Chief Executive Officer and Director	July 3, 2008
_____ Craig T. Monaghan	Senior Vice President and Chief Financial Officer	July 3, 2008
_____ Brett Hutchinson	Vice President, Controller and Chief Accounting Officer	July 3, 2008
_____ Michael J. Durham	Chairman of the Board	July 3, 2008
_____ Janet M. Clarke	Director	July 3, 2008
_____ Dennis E. Clements	Director	July 3, 2008
_____ Thomas C. DeLoach, Jr.	Director	July 3, 2008
_____ /s/ JUANITA T. JAMES Juanita T. James	Director	July 3, 2008
_____ Vernon E. Jordan, Jr.	Director	July 3, 2008

<div><div>*</div><div>Eugene S. Katz</div></div>	Director	July 3, 2008
<div><div>*</div><div>Philip F. Maritz</div></div>	Director	July 3, 2008
<div><div>*</div><div>John M. Roth</div></div>	Director	July 3, 2008
<div><div>*</div><div>Jeffrey I. Wooley</div></div>	Director	July 3, 2008
<div><div>*By: <u>/s/ LYNNE A. BURGESS</u></div><div>Lynne A. Burgess</div><div><i>Attorney-in-Fact</i></div></div>		July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE GROUP HOLDINGS INC.

By: \_\_\_\_\_  
Name: Charles R. Oglesby  
Title: President, Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ * Charles R. Oglesby	President, Chief Executive Officer and Director	July 3, 2008
_____ * John M. Roth	Director	July 3, 2008
_____ * Craig T. Monaghan	Senior Vice President, Chief Financial Officer and Assistant Secretary	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE GROUP L.L.C.

By: \_\_\_\_\_  
Name: Charles R. Oglesby  
Title: President, Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ Charles R. Oglesby	President, Chief Executive Officer and Director	July 3, 2008
_____ Craig T. Monaghan	Senior Vice President and Chief Financial Officer	July 3, 2008
_____ John M. Roth	Director	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE MANAGEMENT L.L.C.

By: \_\_\_\_\_  
Name: Charles R. Oglesby  
Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\*

President and Director

July 3, 2008

\_\_\_\_\_  
Charles R. Oglesby

\*

Vice President, Treasurer and Director

July 3, 2008

\_\_\_\_\_  
Craig T. Monaghan

\*By: /s/ LYNNE A. BURGESS  
Lynne A. Burgess  
*Attorney-in-Fact*

July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE FINANCIAL SERVICES, INC.

By: \_\_\_\_\_  
Name: Hunter Johnson  
Title: President and Treasurer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ * Hunter Johnson	President and Treasurer	July 3, 2008
_____ * Charles R. Oglesby	Director	July 3, 2008
_____ * Craig T. Monaghan	Vice President and Director	July 3, 2008
_____ /s/ LYNNE A. BURGESS Lynne A. Burgess	Vice President, Assistant Secretary and Director	July 3, 2008
*By: /s/ <u>LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE SOUTH LLC

By: \_\_\_\_\_ \*

Name: Henry A. Day  
Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ * Henry A. Day	President and Director	July 3, 2008
_____ * Charles R. Oglesby	Director	July 3, 2008
_____ * Joseph E. Shine	Chief Financial Officer and Secretary	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE FLORIDA LLC

By: \_\_\_\_\_ \*

Name: Charlie Tomm

Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\_\_\_\_\_ \*

Charlie Tomm

President and Director

July 3, 2008

\_\_\_\_\_ \*

Charles R. Oglesby

Director

July 3, 2008

\_\_\_\_\_ \*

Nancy D. Noble

Vice President and Chief Financial Officer

July 3, 2008

\*By: /s/ LYNNE A. BURGESS

Lynne A. Burgess

*Attorney-in-Fact*

July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, each of the Registrants listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE ARKANSAS L.L.C.  
ASBURY AUTOMOTIVE ARKANSAS  
DEALERSHIP HOLDINGS L.L.C.  
PREMIER PON L.L.C.  
PRESTIGE TOY L.L.C.  
PRESTIGE BAY L.L.C.  
NP MZD L.L.C.  
NP FLM L.L.C.  
NP VKW L.L.C.  
PREMIER NSN L.L.C.  
ASBURY ARKANSAS HUND L.L.C.  
ASBURY AR NISS L.L.C.

By: \_\_\_\_\_  
Name: Thomas G. McCollum  
Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<b><u>Signature</u></b>	<b><u>Title</u></b>	<b><u>Date</u></b>
_____ Thomas G. McCollum	President and Director	July 3, 2008
_____ Charles R. Oglesby	Director	July 3, 2008
_____ Jay Torda	Chief Financial Officer and Secretary	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, each of the Registrants listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ATLANTA REAL ESTATE HOLDINGS L.L.C.  
ASBURY AUTOMOTIVE ATLANTA L.L.C.  
ASBURY ATLANTA JAGUAR L.L.C.  
ASBURY ATLANTA LEX L.L.C.  
ASBURY ATLANTA CHEVROLET L.L.C.  
ASBURY ATLANTA HON L.L.C.  
ASBURY ATLANTA AC L.L.C.  
SPECTRUM INSURANCE SERVICES L.L.C.  
ASBURY ATLANTA INFINITI L.L.C.  
ASBURY ATLANTA AU L.L.C.  
ASBURY ATLANTA VL L.L.C.  
ASBURY ATLANTA BM L.L.C.  
ASBURY ATLANTA INF L.L.C.  
ASBURY ATLANTA NIS L.L.C.

By: \_\_\_\_\_ \*

Name: Henry A. Day

Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<div><div>*</div><div>Henry A. Day</div></div>	President and Director	July 3, 2008
<div><div>*</div><div>Charles R. Oglesby</div></div>	Director	July 3, 2008
<div><div>*</div><div>Joseph E. Shine</div></div>	Secretary and Chief Financial Officer	July 3, 2008
<div><div>*By: <u>/s/ LYNNE A. BURGESS</u></div><div>Lynne A. Burgess</div><div>Attorney-in-Fact</div></div>		July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, each of the Registrants listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE FRESNO L.L.C.  
ASBURY FRESNO IMPORTS L.L.C.  
ASBURY SACRAMENTO IMPORTS L.L.C.  
ASBURY NO CAL NISS L.L.C.

By: \_\_\_\_\_  
Name: Thomas G. McCollum  
Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ Thomas G. McCollum	President and Director	July 3, 2008
_____ Charles R. Oglesby	Director	July 3, 2008
_____ Jay Torda	Chief Financial Officer and Secretary	July 3, 2008
 *By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## SIGNATURES

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ASBURY JAX MANAGEMENT L.L.C.  
ASBURY AUTOMOTIVE JACKSONVILLE GP,  
L.L.C.  
COGGIN AUTOMOTIVE CORP.  
CK CHEVROLET L.L.C.  
ASBURY AUTOMOTIVE CENTRAL FLORIDA  
L.L.C.  
CK MOTORS LLC  
COGGIN CARS L.L.C.  
CSA IMPORTS L.L.C.  
COGGIN CHEVROLET L.L.C.  
ASBURY DELAND IMPORTS 2, L.L.C.  
ASBURY AUTOMOTIVE DELAND, L.L.C.  
ASBURY-DELAND IMPORTS, L.L.C.  
AF MOTORS, L.L.C.  
ALM MOTORS, L.L.C.  
KP MOTORS L.L.C.  
HFP MOTORS L.L.C.  
BFP MOTORS L.L.C.  
ASBURY JAX PB CHEV L.L.C.

By: \_\_\_\_\_  
Name: Charlie Tomm  
Title: President, Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ Charlie Tomm	President, Chief Executive Officer and Director	July 3, 2008
_____ Charles R. Oglesby	Director	July 3, 2008
_____ Nancy D. Noble	Vice President and Chief Financial Officer	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## SIGNATURES

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ASBURY AUTOMOTIVE JACKSONVILLE, L.P.

By: ASBURY AUTOMOTIVE JACKSONVILLE GP,  
L.L.C., its general partner

By: \_\_\_\_\_  
Name: Charlie Tomm  
Title: President, Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
_____ Charlie Tomm	President, Chief Executive Officer and Director	July 3, 2008
_____ Charles R. Oglesby	Director	July 3, 2008
_____ Nancy D. Noble	Vice President and Chief Financial Officer	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## SIGNATURES

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ANL L.P.  
ASBURY JAX HOLDINGS, L.P.  
AVENUES MOTORS, LTD.  
BAYWAY FINANCIAL SERVICES, L.P.  
C&O PROPERTIES, LTD.  
CFP MOTORS, LTD.  
CH MOTORS, LTD.  
CHO PARTNERSHIP, LTD.  
COGGIN MANAGEMENT, L.P.  
CN MOTORS, LTD.  
CP-GMC MOTORS, LTD.

By: ASBURY JAX MANAGEMENT L.L.C., their general partner

By: \_\_\_\_\_  
Name: Charlie Tomm  
Title: President, Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ Charlie Tomm	President, Chief Executive Officer and Director	July 3, 2008
_____ Charles R. Oglesby	Director	July 3, 2008
_____ Nancy D. Noble	Vice President and Chief Financial Officer	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## SIGNATURES

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ASBURY JAX AC L.L.C.  
ASBURY JAX K L.L.C.

By: \_\_\_\_\_  
Name: Charlie Tomm  
Title: President, Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<b><u>Signature</u></b>	<b><u>Title</u></b>	<b><u>Date</u></b>
_____ Charlie Tomm	President, Chief Executive Officer and Director	July 3, 2008
_____ Charles R. Oglesby	Director	July 3, 2008
_____ Nancy D. Noble	Vice President and Chief Financial Officer	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

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ASBURY AUTOMOTIVE MISSISSIPPI L.L.C.  
ASBURY MS CHEV L.L.C.  
ASBURY MS METRO L.L.C.  
ASBURY MS YAZOO L.L.C.  
ESCUDE-M L.L.C.  
ESCUDE-MO L.L.C.  
ESCUDE-NN L.L.C.  
ESCUDE-NS L.L.C.  
ESCUDE-T L.L.C.

By: \_\_\_\_\_ \*

Name: Robert E. Gray

Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\_\_\_\_\_ \*

President and Director

July 3, 2008

Robert E. Gray

\_\_\_\_\_ \*

Director

July 3, 2008

Charles R. Oglesby

\_\_\_\_\_ \*

Chief Financial Officer and Secretary

July 3, 2008

Joseph E. Shine

\*By: /s/ LYNNE A. BURGESS

Lynne A. Burgess

Attorney-in-Fact

July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY MS GRAY-DANIELS L.L.C.

By: \_\_\_\_\_ \*

Name: Robert E. Gray

Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\_\_\_\_\_ \*

President and Director

July 3, 2008

Robert E. Gray

\_\_\_\_\_ \*

Director

July 3, 2008

Charles R. Oglesby

\_\_\_\_\_ \*

Chief Financial Officer and Secretary

July 3, 2008

Joseph E. Shine

\*By: /s/ LYNNE A. BURGESS

Lynne A. Burgess

*Attorney-in-Fact*

July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, each of the Registrants listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE NORTH CAROLINA  
REAL ESTATE HOLDINGS L.L.C.  
ASBURY AUTOMOTIVE NORTH CAROLINA  
DEALERSHIP HOLDINGS L.L.C.  
ASBURY AUTOMOTIVE NORTH CAROLINA  
L.L.C.  
ASBURY AUTOMOTIVE NORTH CAROLINA  
MANAGEMENT L.L.C.  
CAMCO FINANCE II L.L.C.  
CROWN ACURA/NISSAN, L.L.C.  
CROWN CHH L.L.C.  
CROWN CHO L.L.C.  
CROWN CHV L.L.C.  
CROWN FDO L.L.C.  
CROWN FFO L.L.C.  
CROWN FFO HOLDINGS L.L.C.  
CROWN GAC L.L.C.  
CROWN GMB L.L.C.  
CROWN GCA L.L.C.  
CROWN GDO L.L.C.  
CROWN GH0 L.L.C.  
CROWN GNI L.L.C.  
CROWN GPG L.L.C.  
CROWN GVO L.L.C.  
CROWN HONDA, LLC  
CROWN MOTORCAR COMPANY L.L.C.  
CROWN RIA L.L.C.  
CROWN RIB L.L.C.  
CROWN SNI L.L.C.  
CROWN SJC L.L.C.

By:

\*

Name: Michael S. Kearney

Title: President, Chief Operating Officer and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\*

\_\_\_\_\_  
Michael S. Kearney

President, Chief Operating Officer and Director

July 3, 2008

\*

\_\_\_\_\_  
Charles R. Oglesby

Director

July 3, 2008

\*

\_\_\_\_\_  
J. L. Dagenhart

Chief Financial Officer

July 3, 2008

\*By: /s/ LYNNE A. BURGESS

Lynne A. Burgess

*Attorney-in-Fact*

July 3, 2008

## SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant listed above the signature line below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on July 3, 2008.

ASBURY AUTOMOTIVE OREGON L.L.C.  
ASBURY AUTOMOTIVE OREGON MANAGEMENT L.L.C.  
THOMASON AUTO CREDIT NORTHWEST, INC.  
THOMASON DAM L.L.C.  
THOMASON FRD L.L.C.  
THOMASON HON L.L.C.  
THOMASON HUND L.L.C.  
THOMASON MAZ L.L.C.  
THOMASON NISS L.L.C.  
THOMASON OUTFITTERS L.L.C.  
THOMASON PONTIAC-GMC L.L.C.  
THOMASON SUZU L.L.C.  
THOMASON TY L.L.C.  
THOMASON ZUK L.L.C.

By: \_\_\_\_\_ \*

Name: John C. Stamm

Title: Vice President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\_\_\_\_\_ \*

John C. Stamm

Vice President and Director

July 3, 2008

\_\_\_\_\_ \*

Charles R. Oglesby

Director

July 3, 2008

\_\_\_\_\_ \*

Craig T. Monaghan

Vice President

July 3, 2008

\*By: /s/ LYNNE A. BURGESS

Lynne A. Burgess

Attorney-in-Fact

July 3, 2008

## SIGNATURES

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ASBURY AUTOMOTIVE SOUTHERN CALIFORNIA L.L.C.  
ASBURY SO CAL DC L.L.C.  
ASBURY SO CAL HON L.L.C.  
ASBURY SO CAL NISS L.L.C.

By: \_\_\_\_\_ \*

Name: Thomas G. McCollum

Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\_\_\_\_\_ \*

Thomas G. McCollum

President and Director

July 3, 2008

\_\_\_\_\_ \*

Charles R. Oglesby

Director

July 3, 2008

\_\_\_\_\_ \*

Jay Torda

Chief Financial Officer and Secretary

July 3, 2008

\*By: /s/ LYNNE A. BURGESS  
Lynne A. Burgess  
*Attorney-in-Fact*

July 3, 2008

## SIGNATURES

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ASBURY AUTOMOTIVE ST. LOUIS, L.L.C.  
ASBURY ST. LOUIS CADILLAC L.L.C.  
ASBURY ST. LOUIS GEN L.L.C.  
ASBURY ST. LOUIS LEX L.L.C.

By: \_\_\_\_\_ \*

Name: John R. Capps

Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\_\_\_\_\_ \*

John R. Capps

President and Director

July 3, 2008

\_\_\_\_\_ \*

Charles R. Oglesby

Director

July 3, 2008

\_\_\_\_\_ \*

Gary Schulz

Chief Financial Officer and Secretary

July 3, 2008

\*By: /s/ LYNNE A. BURGESS

Lynne A. Burgess

*Attorney-in-Fact*

July 3, 2008

## SIGNATURES

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ASBURY AUTOMOTIVE TAMPA GP L.L.C.  
ASBURY TAMPA MANAGEMENT L.L.C.  
PRECISION NISSAN, INC.  
PRECISION INFINITI, INC.  
PRECISION MOTORCARS, INC.  
PRECISION COMPUTER SERVICES, INC.  
PRECISION ENTERPRISES TAMPA, INC.  
JC DEALER SYSTEMS, LLC

By: \_\_\_\_\_ \*

Name: Charlie Tomm

Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\_\_\_\_\_ \*

President and Director

July 3, 2008

Charlie Tomm

\_\_\_\_\_ \*

Director

July 3, 2008

Charles R. Oglesby

\_\_\_\_\_ \*

Vice President and Chief Financial Officer

July 3, 2008

Nancy D. Noble

\*By: /s/ LYNNE A. BURGESS

Lynne A. Burgess

Attorney-in-Fact

July 3, 2008

## SIGNATURES

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ASBURY AUTOMOTIVE TAMPA, L.P.

By: ASBURY AUTOMOTIVE TAMPA GP L.L.C.,  
its general partner

By: \_\_\_\_\_ \*

Name: Charlie Tomm

Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\_\_\_\_\_ \*

Charlie Tomm

President and Director

July 3, 2008

\_\_\_\_\_ \*

Charles R. Oglesby

Director

July 3, 2008

\_\_\_\_\_ \*

Nancy D. Noble

Vice President and Chief Financial Officer

July 3, 2008

\*By: /s/ LYNNE A. BURGESS

Lynne A. Burgess

*Attorney-in-Fact*

July 3, 2008

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ASBURY AUTOMOTIVE BRANDON, L.P.  
TAMPA HUND, L.P.  
TAMPA KIA, L.P.  
TAMPA LM, L.P.  
TAMPA MIT, L.P.  
TAMPA SUZU, L.P.  
WMZ BRANDON MOTORS, L.P.  
WMZ MOTORS, L.P.  
WTY MOTORS, L.P.

By: ASBURY TAMPA MANAGEMENT L.L.C.,  
their general partner

By: \_\_\_\_\_ \*

Name: Charlie Tomm

Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

**Signature**

**Title**

**Date**

\_\_\_\_\_ \*

Charlie Tomm

President and Director

July 3, 2008

\_\_\_\_\_ \*

Charles R. Oglesby

Director

July 3, 2008

\_\_\_\_\_ \*

Nancy D. Noble

Vice President and Chief Financial Officer

July 3, 2008

\*By: /s/ LYNNE A. BURGESS

Lynne A. Burgess

Attorney-in-Fact

July 3, 2008

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ASBURY AUTOMOTIVE TEXAS L.L.C.  
PLANO LINCOLN-MERCURY, INC.

By: \_\_\_\_\_ \*

Name: Thomas G. McCollum  
Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ * Thomas G. McCollum	President and Director	July 3, 2008
_____ * Charles R. Oglesby	Director	July 3, 2008
_____ * Jay Torda	Chief Financial Officer and Secretary	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

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ASBURY AUTOMOTIVE TEXAS REAL  
ESTATE HOLDINGS L.L.C.  
MCDAVID AUSTIN-ACRA, L.L.C.  
MCDAVID FRISCO-HON, L.L.C.  
MCDAVID GRANDE, L.L.C.  
MCDAVID HOUSTON-HON, L.L.C.  
MCDAVID HOUSTON-NISS, L.L.C.  
MCDAVID IRVING-HON, L.L.C.  
MCDAVID OUTFITTERS, L.L.C.  
MCDAVID PLANO-ACRA, L.L.C.

By: ASBURY AUTOMOTIVE TEXAS L.L.C.,  
their sole member

By: \_\_\_\_\_ \*

Name: Thomas G. McCollum  
Title: President and Director

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
_____ * Thomas G. McCollum	President and Director	July 3, 2008
_____ * Charles R. Oglesby	Director	July 3, 2008
_____ * Jay Torda	Chief Financial Officer and Secretary	July 3, 2008
*By: <u>/s/ LYNNE A. BURGESS</u> Lynne A. Burgess <i>Attorney-in-Fact</i>		July 3, 2008

## EXHIBIT INDEX

Exhibit Number	Description of Document
24.1	Power of Attorney of Craig T. Monaghan

## POWER OF ATTORNEY

1. BY THIS POWER OF ATTORNEY, the undersigned, in his capacity as director, manager, member or general partner, as applicable, of the entities listed on Schedule I hereto, or as a director, manager or member of any such general partner of any of the entities listed on Schedule I hereto, and in his capacity as president, vice president, secretary, assistant secretary, treasurer, assistant treasurer, principal executive officer, principal financial officer or controller or principal accounting officer, as applicable, of the entities listed on Schedule I hereto, hereby appoints Charles R. Oglesby and Lynne A. Burgess or any duly authorized designee of Asbury Automotive Group, Inc. (the "Company"), acting jointly or singly, to be his attorneys-in-fact (each, an "Attorney") to do and execute any and all acts and things relating to the offer and sale of \$115,000,000 aggregate principal amount of the Company's 3.00% Senior Subordinated Convertible Notes due 2012 and any common stock issuable upon the conversion thereof by the Holders from time to time, including, without limitation, to:
    - (i) sign any Shelf Registration Statement or registration statement on Form 8-A (together, the "Registration Statements") to be filed (or, in the case of a previously effective Shelf Registration Statement, designated) with the Commission in connection with the Shelf Registration, and to sign any or all amendments to such Registration Statements, including pre-effective and post-effective amendments, and to file the same, with all exhibits thereto and other documents in connection therewith, including any registration statement filed pursuant to Rule 462(b) under the Securities Act, with the Commission and other appropriate governmental agencies;
    - (ii) approve, complete, execute and deliver the Registrable Securities on his behalf; and
    - (iii) approve, complete, execute and deliver on his behalf any other document the Attorney shall think necessary, desirable or convenient for the purposes of implementing the transactions contemplated by the Shelf Registration;
-

and generally to act in relation to the foregoing matters with full power to appoint a further attorney or attorneys (each a "Substitute") to act in addition to or in substitution for the Attorney.

2. The entities listed on Schedule I hereto hereby undertake to ratify everything which the Attorney and any Substitute shall do or purport to do on behalf of such entity by virtue of these presents and will fully indemnify the Attorney and any Substitute against all losses, liabilities, costs, claims, actions, demands or expenses which he may incur or which may be made against him as a result of or in connection with anything lawfully done by virtue of these presents.
3. Capitalized terms used but not defined herein which are defined in the Registration Rights Agreement dated as of March 16, 2007, among Asbury Automotive Group, Inc., the Subsidiary Guarantors named therein and Goldman, Sachs & Co. and Deutsche Bank Securities Inc. (the "Registration Rights Agreement"), shall have the meanings given to them in the Registration Rights Agreement.
4. THIS POWER OF ATTORNEY shall be governed by and construed in accordance with New York law.

IN WITNESS whereof the undersigned has duly signed this Power of Attorney this 20th day of June, 2008.

/s/ CRAIG T. MONAGHAN

Craig T. Monaghan

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## SCHEDULE I

Asbury Automotive Group, Inc.  
AF Motors L.L.C.  
ALM Motors L.L.C.  
ANL L.P.  
Asbury AR Niss L.L.C.  
Asbury Arkansas Hund L.L.C.  
Asbury Atlanta AC L.L.C.  
Asbury Atlanta AU L.L.C.  
Asbury Atlanta BM L.L.C.  
Asbury Atlanta Chevrolet L.L.C.  
Asbury Atlanta Hon L.L.C.  
Asbury Atlanta Inf L.L.C.  
Asbury Atlanta Infiniti L.L.C.  
Asbury Atlanta Jaguar L.L.C.  
Asbury Atlanta Lex L.L.C.  
Asbury Atlanta Nis L.L.C.  
Asbury Atlanta VL L.L.C.  
Asbury Automotive Arkansas Dealership Holdings L.L.C.  
Asbury Automotive Arkansas L.L.C.  
Asbury Automotive Atlanta L.L.C.  
Asbury Automotive Brandon, L.P.  
Asbury Automotive Central Florida, L.L.C.  
Asbury Automotive Deland, L.L.C.  
Asbury Automotive Financial Services, Inc.  
Asbury Automotive Florida, L.L.C.  
Asbury Automotive Fresno L.L.C.  
Asbury Automotive Group Holdings, Inc.  
Asbury Automotive Group L.L.C.  
Asbury Automotive Jacksonville GP L.L.C.  
Asbury Automotive Jacksonville, L.P.  
Asbury Automotive Management L.L.C.  
Asbury Automotive Mississippi L.L.C.  
Asbury Automotive North Carolina Dealership Holdings L.L.C.  
Asbury Automotive North Carolina L.L.C.  
Asbury Automotive North Carolina Management L.L.C.  
Asbury Automotive North Carolina Real Estate Holdings L.L.C.  
Asbury Automotive Oregon L.L.C.  
Asbury Automotive Oregon Management L.L.C.  
Asbury Automotive South, L.L.C.  
Asbury Automotive Southern California L.L.C.  
Asbury Automotive St. Louis, L.L.C.  
Asbury Automotive Tampa GP L.L.C.  
Asbury Automotive Tampa, L.P.  
Asbury Automotive Texas L.L.C.  
Asbury Automotive Texas Real Estate Holdings L.L.C.

Asbury Deland Imports 2, L.L.C.  
Asbury Fresno Imports L.L.C.  
Asbury Jax AC L.L.C.  
Asbury Jax Holdings, L.P.  
Asbury Jax K L.L.C.  
Asbury Jax Management L.L.C.  
Asbury Jax PB Chev L.L.C.  
Asbury MS Chev, L.L.C.  
Asbury MS Gray-Daniels L.L.C.  
Asbury MS Metro L.L.C.  
Asbury MS Yazoo L.L.C.  
Asbury No Cal Niss L.L.C.  
Asbury Sacramento Imports L.L.C.  
Asbury So Cal DC L.L.C.  
Asbury So Cal Hon L.L.C.  
Asbury So Cal Niss L.L.C.  
Asbury St. Louis Cadillac L.L.C.  
Asbury St. Louis Gen L.L.C.  
Asbury St. Louis Lex L.L.C.  
Asbury Tampa Management L.L.C.  
Asbury-Deland Imports L.L.C.  
Atlanta Real Estate Holdings L.L.C.  
Avenues Motors, Ltd.  
Bayway Financial Services, L.P.  
BFP Motors L.L.C.  
C&O Properties, Ltd.  
Camco Finance II L.L.C.  
CFP Motors, Ltd.  
CH Motors, Ltd.  
CHO Partnership, Ltd.  
CK Chevrolet LLC  
CK Motors LLC  
CN Motors, Ltd.  
Coggin Automotive Corp.  
Coggin Cars L.L.C.  
Coggin Chevrolet L.L.C.  
Coggin Management, L.P.  
CP-GMC Motors, Ltd.  
Crown Acura/Nissan, LLC  
Crown CHH L.L.C.  
Crown CHO L.L.C.  
Crown CHV L.L.C.  
Crown FDO L.L.C.  
Crown FFO Holdings L.L.C.  
Crown FFO L.L.C.  
Crown GAC L.L.C.

Crown GBM L.L.C.  
Crown GCA L.L.C.  
Crown GDO L.L.C.  
Crown GH0 L.L.C.  
Crown GNI L.L.C.  
Crown GPG L.L.C.  
Crown GVO L.L.C.  
Crown Honda, LLC  
Crown Motorcar Company L.L.C.  
Crown RIA L.L.C.  
Crown RIB L.L.C.  
Crown SJC L.L.C.  
Crown SNI L.L.C.  
CSA Imports L.L.C.  
JC Dealer Systems L.L.C.  
Escude-M L.L.C.  
Escude-MO L.L.C.  
Escude-NN L.L.C.  
Escude-NS L.L.C.  
Escude-T L.L.C.  
HFP Motors L.L.C.  
KP Motors L.L.C.  
McDavid Austin-Acra, L.L.C.  
McDavid Frisco-Hon, L.L.C.  
McDavid Grande, L.L.C.  
McDavid Houston-Hon, L.L.C.  
McDavid Houston-Niss, L.L.C.  
McDavid Irving-Hon, L.L.C.  
McDavid Outfitters, L.L.C.  
McDavid Plano-Acra, L.L.C.  
NP FLM L.L.C.  
NP MZD L.L.C.  
NP VKW L.L.C.  
Plano Lincoln-Mercury, Inc.  
Precision Computer Services, Inc.  
Precision Enterprises Tampa, Inc.  
Precision Infiniti, Inc.  
Precision Motorcars, Inc.  
Precision Nissan, Inc.  
Premier NSN L.L.C.  
Premier Pon L.L.C.  
Prestige Bay L.L.C.  
Prestige Toy L.L.C.  
Spectrum Insurance Services L.L.C.  
Tampa Hund, L.P.  
Tampa Kia, L.P.

Tampa LM, L.P.  
Tampa Mit, L.P.  
Tampa Suzu, L.P.  
Thomason Auto Credit Northwest, Inc.  
Thomason Dam L.L.C.  
Thomason Frd L.L.C.  
Thomason Hon L.L.C.  
Thomason Hund L.L.C.  
Thomason Maz L.L.C.  
Thomason Niss L.L.C.  
Thomason Outfitters L.L.C.  
Thomason Pontiac-GMC L.L.C.  
Thomason Suzu L.L.C.  
Thomason TY L.L.C.  
Thomason Zuk L.L.C.  
WMZ Brandon Motors, L.P.  
WMZ Motors, L.P.  
WTY Motors L.P.