

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CHARLES B & ANITA</u> <u>DESAUSSURE TOMM TENANTS</u> <u>BY THE ENTIRETIES</u> _____ (Last) (First) (Middle) <u>C/O 4306 PABLO OAKS COURT</u> _____ (Street) <u>JACKSONVILLE FL 32224</u> _____ (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/13/2002</u>	3. Issuer Name and Ticker or Trading Symbol <u>ASBURY AUTOMOTIVE GROUP INC [ABG]</u> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock, par value \$0.01 per share</u>	<u>139,020⁽¹⁾</u>	<u>D</u>	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Put and Call Option</u>	<u>03/19/2004</u>	<u>06/01/2005</u>	<u>Common Stock, par value \$0.01 per share</u>	<u>12.41⁽²⁾</u>	<u>D</u>	
<u>Options on Common Stock⁽³⁾</u>	<u>03/13/2003⁽⁴⁾</u>	<u>03/13/2012</u>	<u>Common Stock, par value \$0.01 per share</u>	<u>16.5</u>	<u>D</u>	

Explanation of Responses:

1. Charles B. and Anita DeSaussure Tomm, Tenants by the Entireties, could be deemed to be part of a group as defined in Section 13(d) of the Exchange Act that owns approximately 79% of the outstanding common stock of Asbury Automotive Group, Inc. based on voting arrangements in a shareholders agreement. Charles B. and Anita DeSaussure Tomm, Tenants by the Entireties, expressly disclaim beneficial ownership of the shares of Asbury Automotive Group, Inc. by all other parties to the shareholders agreement.
2. The exercise price of the options range from \$12.41 to \$15.00 per share pursuant to the terms of the Put Agreement dated June 2, 2000 and the Call Agreement dated June 2, 2000 between Charles B. Tomm and Luther Coggin dated June 2, 2000.
3. Granted to Charlie Tomm pursuant to the Asbury Automotive Group, Inc. Stock Option Plan.
4. Vesting 1/3, 1/3, 1/3 at each of the first three anniversaries of the grant date, starting on the date indicated.

Remarks:

Charles B. Tomm 02/12/2004

Anita DeSaussure Tomm 02/12/2004

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.