U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 3

INITIAL STATEMENT OF 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

Roth	John	M.
(Last)	(First)	(Middle)

c/o Freeman Spogli & Co. Inc, 11100 Santa Monica Blvd., Suite 1900
(Street)

Los Angeles	CA	90025
(City)	(State)	(Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

3/13/02

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

Asbury Automotive Group, Inc. (NYSE: ABG)

5. Relationship of Reporting Person to Issuer
(Check all applicable)

[x] Director [X] 10% Owner (1)
[ ] Officer (give title below) [ ] Other (specify below)

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check applicable line)

[X] Form Filed by One Reporting Person

[ ] Form Filed by More than One Reporting Person

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. 4)
Common Stock, par value $0.01 per share	0	N/A	

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).

FORM 3 (continued)

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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

(1) Asbury Automotive Holdings L.L.C., an entity in which FS Equity Partners III, L.P., FS Equity Partners International L.P. and FS Equity Partners IV, L.P. (collectively, the "Investment Funds"), investment funds affiliated with Freeman Spogli & Co. Inc., hold approximately a 49% ownership interest, holds of record 17,550,743 shares of common stock, par value $0.01 per share, of Asbury Automotive Group, Inc. Mr. Roth is a director, member, partner or executive officer of the general partners of each of the Investment Funds. Mr. Roth expressly disclaims such Investment Funds except to the extent of his pecuniary interest in them.

/s/ John Roth — March 13, 2002

**Signature of Reporting Person — Date

** 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 provided 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.