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### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

# OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

Estimated average burden hours per response: 0.5

1. Name and Addro SLT/TAG In	ess of Reporting Pers <u>C.</u>	son*	2. Issuer Name and Ticker or Trading Symbol ASBURY AUTOMOTIVE GROUP INC NYSE: ABG ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner
(Last)	(First)	(Middle)		Officer (give title Other (specify below) below)
(Lust)	(11130)	(middle)	3. Date of Earliest Transaction (Month/Day/Year)	
C/O MORRIS	GALEN, TONKE	EN TORP L.L.P.	07/18/2006	
1600 PIONEER TOWER, 888 SW FIFTH AVENUE				
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable
(Street)				Line)
( )	0.0	0.500 (		X Form filed by One Reporting Person
PORTLAND	OR	97204		Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr.					5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			8) Code V		Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)		
Common stock, par value \$0.01 per share	07/18/2006		s		1,700	D	\$19.72	38,800	D	
Common stock, par value \$0.01 per share	07/18/2006		S		1,400	D	\$19.73	37,400	D	
Common stock, par value \$0.01 per share	07/18/2006		S		200	D	\$19.7	37,200	D	
Common stock, par value \$0.01 per share	07/18/2006		S		500	D	\$19.78	36,700	D	
Common stock, par value \$0.01 per share	07/18/2006		S		1,000	D	\$19.8	35,700	D	
Common stock, par value \$0.01 per share	07/18/2006		S		200	D	\$19.85	35,500	D	
Common stock, par value \$0.01 per share	07/18/2006		S		200	D	\$19.82	35,300	D	
Common stock, par value \$0.01 per share	07/18/2006		S		200	D	\$19.84	35,100	D	
Common stock, par value \$0.01 per share	07/18/2006		S		1,500	D	\$19.75	33,600	D	
Common stock, par value \$0.01 per share	07/18/2006		S		500	D	\$19.74	33,100	D	
Common stock, par value \$0.01 per share	07/18/2006		S		400	D	\$19.77	32,700	D	
Common stock, par value \$0.01 per share	07/18/2006		S		500	D	\$19.76	32,200	D	

 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. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	vative rities ired r osed ) . 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title Amour Securi Under Deriva Securi and 4)	nt of ties lying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Remarks:

Lynne A. Burgess, Attorney-in-Fact 07/19/2006

\*\* Signature of Reporting Person Date

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

 $\star$  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.

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.