

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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>WOOLEY JEFF I</u> (Last) (First) (Middle) <u>4636 N. DALE MABRY HIGHWAY</u> (Street) <u>TAMPA FL 33614-7022</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ASBURY AUTOMOTIVE GROUP INC [</u> <u>NYSE: ABG]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/20/2007</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 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)
			Code	V	Amount	(A) or (D)	Price			
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		300	D	\$26.62	630,837	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		100	D	\$26.63	630,737	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		100	D	\$26.65	630,637	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		300	D	\$26.67	630,337	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		100	D	\$26.68	630,237	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		300	D	\$26.7	629,937	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		100	D	\$26.71	629,837	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		300	D	\$26.74	629,537	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		900	D	\$26.75	628,637	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		900	D	\$26.76	627,737	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		4,000	D	\$26.77	623,737	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		3,700	D	\$26.78	620,037	I	By JIW Enterprises, Inc. ⁽²⁾
Common stock, par value \$.01 per share	02/20/2007		S ⁽¹⁾		1,300	D	\$26.79	618,737	I	By JIW Enterprises, Inc. ⁽²⁾

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Table 1: Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)		4. Transaction Code (Instr. 8)	5. Number of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Underlying Derivative Security (Instr. 3 and 4)	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)
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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	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)	Amount or Number
Remarks:												
1. This sale was made pursuant to a 10b5-1 trading plan adopted by the reporting person on December 1, 2006.												
2. The reporting person is a director of the issuer and the President of JIW Enterprises, Inc.												
Lynne A. Burgess, Attorney-in-Fact												
02/22/2007												
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 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.

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