

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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:	3235-0104
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>SLT/TAG Inc.</u> (Last) (First) (Middle) <u>C/O MORRIS GALEN, TONKEN TORP L.L.P.</u> <u>1600 PIONEER TOWER, 888 SW FIFTH AVENUE</u> (Street) <u>PORTLAND OR 97204</u> (City) (State) (Zip)			2. Date of Event Requiring Statement (Month/Day/Year) <u>11/30/2004</u>	3. Issuer Name and Ticker or Trading Symbol <u>ASBURY AUTOMOTIVE GROUP INC [NYSE: 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		

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)
Common Stock, par value \$0.01 per share	1,110,819 ⁽¹⁾	D	

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				

Explanation of Responses:

1. SLT/TAG Inc. ("SLT/TAG") acquired these 1,110,819 shares of common stock of Asbury Automotive Group, Inc. (the "Company") from a distribution by its affiliate, Dealer Group, LLC ("Dealer Group"). Dealer Group dissolved and distributed its assets to its members on November 30, 2004. SLT/TAG 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 Company's outstanding common stock based on voting arrangements in a shareholders agreement, to which Dealer Group was a party and to which SLT/TAG is now a party. SLT/TAG expressly disclaims beneficial ownership of shares of the Company's common stock beneficially owned by all other parties to the shareholders agreement.

Remarks:

Lynne A. Burgess, Attorney-in-Fact

12/02/2004

** 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.

POWER OF ATTORNEY

I, Scott L. Thomason, as President of SLT/TAG Inc., hereby appoint Lynne A. Burgess and Philip R. Johnson of Asbury Automotive Group, Inc. (the "Company"), and each of them, as my attorneys-in-fact, to

1. execute on my behalf, Forms 3, 4 and 5 (the "Form" or "Forms") in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder, and
2. perform any and all acts on my behalf which may be necessary or desirable to complete and execute any Form and timely file such Form with the United States Securities and Exchange Commission;
3. take any other action in connection with the foregoing which, in the opinion of such attorneys-in-fact may be of benefit to, in the best interest of, or legally required for the Company.

I grant to the attorneys-in-fact full power and authority to do and perform any act necessary or proper to be done in the exercise of any of the rights and powers hereinabove granted to them. I acknowledge that the attorneys-in-fact, in serving in such capacity at my request, are not assuming, nor is the Company assuming, any of my responsibilities to comply with the provisions of the Securities Exchange Act of 1934. This Power of Attorney shall remain in full force and effect until I am no longer required to file the Forms with respect to my holding of and transactions in securities of the Company.

SLT/TAG INC.

By: /s/ Scott L. Thomason

Name: Scott L. Thomason

Title: President

Date: August 27, 2004

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