

ASBURY AUTOMOTIVE GROUP INC

Form 4/A

June 08, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
CAPPS JOHN R

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)

(Last) (First) (Middle)

11830 OLIVE BOULEVARD

(Street)

CREVE COEUR, MO 63171

(City) (State) (Zip)

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/25/2005

____ Director ____X____ 10% Owner
 ____ Officer (give title below) ____ Other (specify below)

4. If Amendment, Date Original
 Filed(Month/Day/Year)
 05/26/2005

6. 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 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common stock, par value \$0.01 per share	05/25/2005		S		2,000	D	\$ 14.61	332,300 ⁽¹⁾	D
Common stock, par value \$0.01 per share	05/26/2005		S		4,600	D	\$ 14.8	327,700	D
Common stock, par value \$0.01 per share	05/27/2005		S		1,200	D	\$ 14.8	326,500	D

Common stock, par value \$0.01 per share	05/31/2005	S	2,500	D	\$ 14.8	324,000	D
Common stock, par value \$0.01 per share	05/31/2005	S	3,500	D	\$ 14.8	320,500	D
Common stock, par value \$0.01 per share	06/02/2005	S	2,200	D	\$ 14.85	318,300	D
Common stock, par value \$0.01 per share	06/03/2005	S	300	D	\$ 14.85	318,000	D

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

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 control number.

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(9-02)

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. 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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAPPS JOHN R 11830 OLIVE BOULEVARD			X	

CREVE COEUR, MO 63171

Signatures

Lynne A. Burgess,
Attorney-in-Fact

06/08/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

This Form 4/A is being filed in order to correct a mathematical error in Item 5 of Table I in the Form 4 dated May 26, 2005 reporting
(1) trades made by John Capps. The trades made by Mr. Capps reported on Forms 4 subsequent to the Form 4 filed on May 26, 2005 are also reflected in this Form 4/A as the numbers in Item 5 therein were also reported incorrectly due to the prior mathematical error.

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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