

ASBURY AUTOMOTIVE GROUP INC
 Form 5
 February 01, 2005

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
**CHARLES B & ANITA
 DESAUSSURE TOMM TENANTS
 BY THE ENTIRETIES**

(Last) (First) (Middle)

4306 PABLO OAKS COURT

(Street)

JACKSONVILLE, FL 32224

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**ASBURY AUTOMOTIVE GROUP
 INC [NYSE: ABG]**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common stock, par value \$0.01 per share	11/29/2004	Â	G	3,795 D \$ (1)	349,221	I	By Luther W. Coggin and Blanche B. Coggin 2003 Trust (2)
Common stock, par	11/30/2004	Â	G	26,300 D \$ (1)	322,921	I	By Luther W. Coggin

value \$0.01
per share

Common
stock, par
value \$0.01
per share

12/01/2004

Â

G

45,900 D

\$ (1) 227,021 I

Common
stock, par
value \$0.01
per share

12/02/2004

Â

G

27,265 D

\$ (1) 249,756 I

Common
stock, par
value \$0.01
per share

Â

Â

Â

Â

Â

125,100 (3) D

and
Blanche B.
Coggin
2003 Trust

By Luther
W. Coggin
and
Blanche B.
Coggin
2003 Trust
(2)

By Luther
W. Coggin
and
Blanche B.
Coggin
2003 Trust
(2)

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

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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. of Derivative Securities (Instr. 5)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CHARLES B & ANITA DESAUSSURE TOMM TENANTS BY THE
 ENTIRETIES
 4306 PABLO OAKS COURT
 JACKSONVILLE, FL 32224

Â Â X Â Â

COGGIN LUTHER
 4306 PABLO OAKS COURT
 JACKSONVILLE, FL 32224

Â Â X Â Â

Signatures

Lynne A. Burgess,
 Attorney-in-Fact

02/01/2005

__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).

(1) Bona fide gift.

(2) Charles B. Tomm is the trustee for the Luther W. Coggin and Blanche B. Coggin 2003 Trust U/A 12/18/03 (the "Trust"). Mr. Tomm expressly disclaims beneficial ownership of the shares of common stock of Asbury Automotive Group, Inc. held by the Trust.

(3) Charles B. Tomm and Anita DeSaussure Tomm own these shares directly as tenants by the entireties.

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.