

SECURITIES AND EXCHANGE COMMISSION

FORM 10-D

Periodic distribution reports by Asset-Backed issuers pursuant to Rule 13a-17 or 15d-17

Filing Date: **2013-01-15** | Period of Report: **2012-12-31**
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FILER

Ally Auto Assets LLC

CIK:[1477336](#) | IRS No.: [270789648](#) | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **10-D** | Act: **34** | File No.: [333-163392](#) | Film No.: [13529621](#)
SIC: **6189** Asset-backed securities

Mailing Address	Business Address
<i>200 RENAISSANCE CENTER DETROIT MI 48265</i>	<i>1209 ORANGE STREET WILMINGTON DE 19801 313-656-5500</i>

Ally Auto Receivables Trust 2011-3

CIK:[1522559](#) | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **10-D** | Act: **34** | File No.: [333-163392-09](#) | Film No.: [13529620](#)
SIC: **6189** Asset-backed securities

Mailing Address	Business Address
<i>200 RENAISSANCE CENTER DETROIT MI 48265</i>	<i>1209 ORANGE STREET WILMINGTON DE 19801 313-656-5500</i>

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

FORM 10-D

ASSET-BACKED ISSUER
DISTRIBUTION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF
THE SECURITIES EXCHANGE ACT OF 1934

For the monthly distribution period from
December 1, 2012 to December 31, 2012

Commission File Number of issuing entity: 333-163392-09

Ally Auto Receivables Trust 2011-3
(Exact name of issuing entity as specified in its charter)

Commission File Number of depositor: 333-163392

Ally Auto Assets LLC
(Exact name of depositor as specified in its charter)

Ally Bank
(Exact name of sponsor as specified in its charter)

DELAWARE

(State or other jurisdiction of incorporation or organization of the
issuing entity)

45-6257574

(I.R.S. Employer Identification No.)

Ally Auto Assets LLC

200 Renaissance Center, Detroit, Michigan

(Address of principal executive offices of the issuing entity)

48265

(Zip Code)

(313) 656-5500

(Telephone number, including area code)

Registered / reporting pursuant to (Check One)

Title of Class	Section 12(b)	Section 12(g)	Section 15(d)	Name of Exchange (If Section 12(b))
Class A-1			X	
Class A-2			X	
Class A-3			X	
Class A-4			X	

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

PART I — DISTRIBUTION INFORMATION

Item 1. Distribution and Pool Performance Information

Distribution and pool performance information of the asset pool of the issuing entity is set forth in the attached monthly Statement to Securityholder.

Item 1121(c) of Regulation AB. Repurchases and Replacements

No activity to report for the Period from December 1, 2012 to December 31, 2012 as required by Item 1121(c) of Regulation AB.
Date of most recent Form ABS-15G: February 10, 2012
Central Index Key (CIK) of Securitizer: 0001477336

PART II — OTHER INFORMATION

Item 2. Legal Proceedings

None.

Item 3. Sales of Securities and Use of Proceeds

None.

Item 4. Defaults Upon Senior Securities

None.

Item 5. Submission of Matters to a Vote of Security Holders

None.

Item 6. Significant Obligor of Pool Assets

None.

Item 7. Significant Enhancement Provider Information

None.

Item 8. Other Information

None.

Item 9. Exhibits

EXHIBIT NO.	DESCRIPTION
99	Monthly Statement to Securityholder for the Period from December 1, 2012 to December 31, 2012

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Ally Auto Receivables Trust 2011-3

(Issuing Entity)

by: Ally Financial Inc.

(Servicer, not in its individual capacity but
solely as Servicer on behalf of the Issuing Entity)

/s/ David J DeBrunner

David J DeBrunner,
Vice President, Controller
and Chief Accounting Officer

Date: January 15, 2013

EXHIBIT INDEX

EXHIBIT NUMBER

DESCRIPTION

99

Monthly Statement to Securityholder for the Period from December 1, 2012 to December 31, 2012

Statement to Securityholder

Ally Auto Receivables Trust 2011-3

Distribution Information	Deal Information	
1. Distribution Summary	Deal:	Ally Auto Receivables Trust 2011-3
2. Factor Summary	Asset Type:	Consumer Retail
3. Interest Summary	Closing Date:	6/15/2011
4. Collections and Distributions	Bloomberg Ticker:	ALLYA 2011-3
5. Collateral Summary	Collection Period, Begin:	12/1/2012
	Collection Period, End:	12/31/2012
6. Charge-Off and Delinquency Rates	Determination Date:	1/10/2013
7. Credit Instruments	Distribution Date:	1/15/2013
	ABS Investor Relations - Ally Financial Inc. as Servicer:	
8. Performance Tests	Telephone:	(866) 710-4623
	E-Mail:	securitization@ally.com

The Class B Notes, the Class C Notes and the Class D Notes have not been registered under the United States Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any other jurisdiction. The Class B Notes, the Class C Notes and the Class D Notes are not transferable, other than to a qualified institutional buyer (as defined in Rule 144A) or pursuant to another exemption under the Securities Act, and subject to satisfaction of certain other provisions of the Indenture.

Statement to Securityholder

Ally Auto Receivables Trust 2011-3

1. Distribution Summary

Class	CUSIP	Initial Note Principal Balance	Beginning Note Principal Balance	Note Rate	Principal Distribution	Interest Distribution	Total Distribution (3) + (4) = (5)	Principal Carryover Shortfall (6)	Interest Carryover Shortfall (7)	Ending Note Principal Balance (1) - (3) - (6) = (8)
			(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
A-1	02005JAA7	223,000,000.00	0.00	0.22957	0.00	0.00	0.00	0.00	0.00	0.00
A-2	02005JAB5	306,000,000.00	0.00	0.32900	0.00	0.00	0.00	0.00	0.00	0.00
A-3	02005JAC3	332,000,000.00	297,981,377.36	0.97000	23,663,989.20	240,868.28	23,904,857.48	0.00	0.00	274,317,388.00
A-4	02005JAD1	140,040,000.00	140,040,000.00	1.61000	0.00	187,887.00	187,887.00	0.00	0.00	140,040,000.00
B	02005JAE9	29,050,000.00	29,050,000.00	2.09000	0.00	50,595.42	50,595.42	0.00	0.00	29,050,000.00
C	02005JAF6	30,120,000.00	30,120,000.00	2.39000	0.00	59,989.00	59,989.00	0.00	0.00	30,120,000.00
D	02005JAG4	13,440,000.00	13,440,000.00	2.79000	0.00	31,248.00	31,248.00	0.00	0.00	13,440,000.00
Deal Totals		1,073,650,000.00	510,631,377.36		23,663,989.20	570,587.70	24,234,576.90	0.00	0.00	486,967,388.00

2. Factor Summary

(Amount per \$1,000 of Original Principal)

Class	Beginning Note Pool Factor	Principal Distribution Factor	Interest Distribution Factor	Total Distribution Factor	Interest Carryover Shortfall Factor	Ending Note Pool Factor
A-1	0.00000000	0.00000000	0.00000000	0.00000000	0.00000000	0.00000000
A-2	0.00000000	0.00000000	0.00000000	0.00000000	0.00000000	0.00000000
A-3	897.53426916	71.27707590	0.72550687	72.00258277	0.00000000	826.25719325
A-4	1,000.00000000	0.00000000	1.34166667	1.34166667	0.00000000	1,000.00000000
B	1,000.00000000	0.00000000	1.74166678	1.74166678	0.00000000	1,000.00000000
C	1,000.00000000	0.00000000	1.99166667	1.99166667	0.00000000	1,000.00000000
D	1,000.00000000	0.00000000	2.32500000	2.32500000	0.00000000	1,000.00000000

Beginning Aggregate Note Pool Factor:	475.60320156
Ending Aggregate Note Pool Factor:	453.56250935

Beginning Reserve Account Balance Factor:	1,000.00000000
Reserve Account Draw, distributed to Noteholders, Factor:	0.00000000
Reserve Account Draw, distributed to Certificateholders, Factor:	0.00000000
Ending Reserve Account Balance Factor:	1,000.00000000

Statement to Securityholder

Ally Auto Receivables Trust 2011-3

3. Interest Summary

A. Target Interest Summary

Class	Beginning Note Principal Balance	Interest Accrual Period, Start	Interest Accrual Period, End	Accrual Methodology	Applicable Index	Margin	Fixed	Note Rate	Target Interest Distribution
A-1	0.00	12/17/2012	1/14/2013	Actual/360	N/A	N/A	0.22957000	0.22957000	0.00
A-2	0.00	12/17/2012	1/14/2013	Actual/360	0.20900000	0.12000000	N/A	0.32900000	0.00
A-3	297,981,377.36	12/17/2012	1/14/2013	30/360	N/A	N/A	0.97000000	0.97000000	240,868.28
A-4	140,040,000.00	12/17/2012	1/14/2013	30/360	N/A	N/A	1.61000000	1.61000000	187,887.00
B	29,050,000.00	12/17/2012	1/14/2013	30/360	N/A	N/A	2.09000000	2.09000000	50,595.42
C	30,120,000.00	12/17/2012	1/14/2013	30/360	N/A	N/A	2.39000000	2.39000000	59,989.00
D	13,440,000.00	12/17/2012	1/14/2013	30/360	N/A	N/A	2.79000000	2.79000000	31,248.00

B. Interest Payment Amount Summary

Class	Beginning Unpaid Interest Carryover Shortfall	Target Interest Distribution	Interest Shortfall Amount Allocated/ (Repaid)	Actual Interest Distribution (2) - (3) = (4)	Remaining Unpaid Interest Carryover Shortfall (1) - (3) = (5)
	(1)	(2)	(3)	(4)	(5)
A-1	0.00	0.00	0.00	0.00	0.00
A-2	0.00	0.00	0.00	0.00	0.00
A-3	0.00	240,868.28	0.00	240,868.28	0.00
A-4	0.00	187,887.00	0.00	187,887.00	0.00
B	0.00	50,595.42	0.00	50,595.42	0.00
C	0.00	59,989.00	0.00	59,989.00	0.00
D	0.00	31,248.00	0.00	31,248.00	0.00
Deal Totals	0.00	570,587.70	0.00	570,587.70	0.00

Statement to Securityholder

Ally Auto Receivables Trust 2011-3

4. Collections and Distributions

Collections	
Receipts During the Period	26,152,412.21
Administrative Purchase Payments	0.00
Warranty Payments	0.00
Liquidation Proceeds (Recoveries) Less Liquidation Expenses	216,518.67
Other Fees or Expenses Paid	0.00
Total Collections	26,368,930.88
Beginning Reserve Account Balance	5,379,041.57
Total Available Amount	31,747,972.45
Distributions	
Total Available Amount	31,747,972.45
Basic Servicing Fee	450,811.66
Aggregate Class A Interest Distributable Amount	428,755.28
First Priority Principal Distributable Amount	0.00
Aggregate Class B Interest Distributable Amount	50,595.42
Second Priority Principal Distributable Amount	0.00
Aggregate Class C Interest Distributable Amount	59,989.00
Third Priority Principal Distributable Amount	0.00
Aggregate Class D Interest Distributable Amount	31,248.00
Fourth Priority Principal Distributable Amount	12,905,906.07
Reserve Account Deposit	5,379,041.57
Noteholders' Regular Principal Distributable Amount	10,758,083.13
Indenture Trustee expenses	0.00
Excess Total Available Amount to the Certificateholders	1,683,542.32
Supplemental Servicing Fees	32,705.05
Other Fees or Expenses Accrued	0.00
Liquidation Expenses	3,657.42

Statement to Securityholder

Ally Auto Receivables Trust 2011-3

5. Collateral Summary

A. Balances

		Original Balance	Beginning Balance	Ending Balance
	Number of Receivables	45,965	32,456	31,793
Deal Totals	Aggregate Receivables Principal Balance	1,075,808,313.04	521,389,460.49	497,725,471.29
	Aggregate Amount Financed	1,131,002,551.01	540,973,993.57	515,990,124.42

There have been no receivables with respect to which material breaches of pool asset representations or warranties or transaction covenants have occurred.

B. Pool Composition - Weighted Averages

	Inception Weighted Average Coupon	Beginning Weighted Average Coupon	Ending Weighted Average Coupon	Inception Weighted Average Original Maturity	Beginning Weighted Average Original Maturity	Ending Weighted Average Original Maturity	Inception Weighted Average Remaining Maturity	Beginning Weighted Average Remaining Maturity
Deal Totals	3.84000000	3.76139402	3.76650994	63.26	63.02	63.01	57.07	39.00

C. Pool Composition - Prepayments

Month	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20
Monthly	1.70%	1.60%	1.39%	1.43%	1.28%	1.26%	1.21%	1.30%	1.34%	1.30%	1.44%	1.39%	1.37%	1.28%	1.35%	1.50%	1.13%	1.61%	1.28%	1.35%

Month	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40
Monthly																				

Month	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60
Monthly																				

Statement to Securityholder

Ally Auto Receivables Trust 2011-3

6. Charge-Off and Delinquency Rates

A. Current

	Charge-Off Rate			Delinquency Rate		
	Average Receivables	Credit Repurchases	Loss Rate	Total Accounts	Accounts over 60	Percent Delinquent
Current	528,482,059.00	141,683.77	0.3217%	31,793	52	0.1636%
Preceding	553,321,966.81	167,245.88	0.3627%	32,456	62	0.1910%
Next Preceding	580,439,587.27	133,932.23	0.2769%	33,051	47	0.1422%
Three Month Average			0.3204%			0.1656%

B. Cumulative

	Aggregate Amount Financed	Cumulative Net Charge-Offs	Cumulative Loss Rate
Totals	1,131,002,551.01	2,089,221.18	0.1847%

The information contained in this report is defined or determined in a manner consistent with the prospectus for Ally Auto Receivables Trust 2011-3 related to delinquencies, charge offs or uncollectible accounts.

There have been no material changes in determining delinquencies, charge-offs or uncollectible amounts

1. Prior Period Bankruptcies reflect currently active accounts.
2. Bankruptcy Inventory Charged Off includes both bankruptcies returned to active status and charge offs on prior period bankruptcies.

Delinquency Stratification	Total Accounts	Total Balance
31 - 60 days	231	4,705,983.77
61 - 90 days	43	881,990.88
> 90 days	9	153,960.18

Bankruptcies	Total Accounts	Total Balance
Prior Period ¹	176	3,068,202.10
Current Period	14	267,085.23
Inventory Charged Off ²	9	51,763.15
Ending Inventory	181	3,283,524.18

Statement to Securityholder

Ally Auto Receivables Trust 2011-3

7. Credit Instruments

A. Reserve Accounts

Account	Initial Balance	Beginning Balance	ADDITIONS	REDUCTIONS		Ending Balance	Required Cash Reserve Amount
				Draws	Releases		
Cash Reserve	5,379,041.57	5,379,041.57	0.00	0.00	0.00	5,379,041.57	5,379,041.57

8. Performance Tests

Event of Default	All Tests Passed
Servicer Default	All Tests Passed
Overcollateralization Target reached?	YES
Initial Overcollateralization	2,158,313.04
Current Overcollateralization	10,758,083.13
Overcollateralization Target	10,758,083.13

There have been no material modifications, extensions or waivers relating to the terms of or fees, penalties or payments on, pool assets during the distribution period or that, cumulatively, have become material over time.

This Servicer Certificate relates only to AART 2011-3. This Servicer Certificate should not be relied upon with respect to any other security. The information contained herein is only an indication of past performance and does not predict how AART 2011-3 will perform in the future.