

THE PURPOSE OF THIS AMENDMENT IS TO ATTACH THE FINANCIAL DATA SCHEDULE.

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

FORM 10-Q/A

AMENDMENT 1

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 or 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED MARCH 31, 1995

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF
SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM _____ TO _____

Commission File Number 0-9781

CONTINENTAL AIRLINES, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

74-2099724
(I.R.S. Employer
Identification No.)

2929 Allen Parkway
Houston, Texas 77019
(Address of principal executive office)
(Zip Code)

713-834-5000
(Registrant's telephone number including area code)

Indicate by check mark whether 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

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. Yes No

As of April 30, 1995, 6,301,056 shares of Class A common stock and 20,636,065 shares of Class B common stock were outstanding.

Part II. Item 6. (a) Exhibits is amended and restated in its entirety as follows:

(a) Exhibits:

3 By-laws of Continental, as amended to date -- filed herewith.

27.1 Financial Data Schedule -- filed herewith.

SIGNATURES

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.

CONTINENTAL AIRLINES, INC.

(Registrant)

Date: May 18, 1995

by: /s/ Michael P. Bonds

Michael P. Bonds
Staff Vice President
and Controller
(On behalf of Registrant)

INDEX TO EXHIBITS
OF
CONTINENTAL AIRLINES, INC.

3 By-laws of Continental, as amended to date -- filed herewith.

27.1 Financial Data Schedule -- filed herewith.

SIGNATURES

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.

CONTINENTAL AIRLINES, INC.

(Registrant)

Date: May 18, 1995

by:

Michael P. Bonds
Staff Vice President
and Controller
(On behalf of Registrant)

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE CONSOLIDATED BALANCE SHEET AND STATEMENT OF OPERATIONS AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS. AMOUNTS SHOWN IN THOUSAND OF DOLLARS, EXCEPT FOR SHARE DATA.

3-MOS			
	DEC-31-1995		
	MAR-31-1995		
		416,767	
		0	
		446,110	
		0	
		140,988	
		1,078,929	
		1,524,843	
		0	
		4,605,220	
	2,538,666		
		0	
		268	
	54,120		
		0	
		75,953	
4,605,220			
		0	
	1,408,343		0
		0	
	1,380,829		
	27,514		
	(53,367)		
	(28,402)		
		0	
(30,156)			
		0	
		0	
		0	
	(30,156)		
	(1.21)		
	(1.21)		