SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-A

For Registration of Certain Classes of Securities
Pursuant to Section 12(b) or 12(g) of
the Securities Exchange Act of 1934

Continental Airlines, Inc.
(Exact Name of Registrant as Specified in Its Charter)

Delaware	74-2099724
(State of Incorporation or Organization)	(I.R.S. Employer Identification No.)

2929 Allen Parkway, Suite 2010 Houston, Texas	77019
(Address of Principal Executive offices for the registrants)	(Zip Code)

If this Form relates to the registration of a class of debt securities and is effective upon filing pursuant to General Instruction A(c)(1) please check the following box.[]

If this Form relates to the registration of a class of debt securities and is to become effective simultaneously with the effectiveness of a concurrent registration statement under the Securities Act of 1933 pursuant to General Instruction A(c)(2) please check the following box []

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class to be so Registered	Name of Each Exchange on Which Each Class is to be Registered
Warrants to Purchase Class A common stock, par value $.01 per share, of Continental Airlines, Inc.	New York Stock Exchange, Inc.
Warrants to Purchase Class B common stock, par value $.01 per share, of Continental Airlines, Inc.	New York Stock Exchange, Inc.

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of class)

Item 1. Description of Registrant's Securities to be Registered.

The warrants to purchase Class A common stock, par value $.01 per share, (the "Class A Warrants") of Continental Airlines, Inc. (the "Company") and the warrants to purchase Class B common stock, par value $.01 per share, (the "Class B Warrants," and together with the Class A Warrants, the "Warrants") of the Company were issued pursuant to a Warrant Agreement, dated April 27, 1993, between the Company and Continental Airlines, Inc., as warrant agent. The particular terms of the Warrants are described in the Prospectus included in the Registration Statement on Form S-3 (the "Registration Statement") of the Company (File No. 333-09739) filed with the Securities and Exchange Commission, and such descriptions are incorporated by reference herein.

Item 2. Exhibits.

2.1 Warrant Agreement dated April 27, 1993 between Continental

Airlines, Inc., as issuer, and Continental Airlines, Inc., as warrant agent (incorporated by reference to Exhibit 4.7 to the Company's Current Report on 8-K (File No. 0-09781) dated as of April 16, 1993)

2.2	Form of Class A Warrant (included in Exhibit 2.1)
2.3	Form of Class B Warrant (included in Exhibit 2.1)

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

CONTINENTAL AIRLINES, INC.

By: /s/ Jeffery A. Smisek

Senior Vice President

Date: August 8, 1996