

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20594

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1 )\*

Continental Airlines, Inc.

(Name of Issuer)

Class B Common Stock

(Title of Class of Securities)

210795308

(CUSIP Number)

Check the following box if a fee is being paid with this statement [ ].  
(A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1: and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
The Capital Group Companies, Inc.  
86-0206507

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a)  
(b)

SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

5 SOLE VOTING POWER

190,000

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER

NONE

7 SOLE DISPOSITIVE POWER

252,050

8 SHARED DISPOSITIVE POWER

NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

252,050 Beneficial ownership disclaimed pursuant to Rule 13d-4

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

10

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.5%

TYPE OF REPORTING PERSON\*

12

HC

\* SEE INSTRUCTION BEFORE FILLING OUT!

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

Schedule 13G  
Under the Securities Exchange Act of 1934

Amendment No. 1

Item 1(a) Name of Issuer:  
Continental Airlines, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:  
2929 Allen Parkway, Suite 2010  
Houston, TX 77019

Item 2(a) Name of Person(s) Filing:  
The Capital Group Companies, Inc.

Item 2(b) Address of Principal Business Office:  
333 South Hope Street  
Los Angeles, CA 90071

Item 2(c) Citizenship: N/A

Item 2(d) Title of Class of Securities:  
Class B Common Stock

Item 2(e) CUSIP Number:  
210795308

Item 3 The person(s) filing is(are):

(g)  Parent Holding Company in accordance with Section  
240.13d-1(b)(1)(ii)(G).

Item 4 Ownership

The Capital Group Companies, Inc., is the parent holding company of a group of investment management companies that hold investment power and, in some cases, voting power over the securities reported in this Schedule 13G. The investment management companies, which include a "bank" as defined in Section 3(a)6 of the Securities Exchange Act of 1934 (the "Act") and several investment advisers registered under Section 203 of the Investment Advisers Act of 1940, provide investment advisory and management services for their respective clients which include registered investment companies and institutional accounts. The Capital Group Companies, Inc. does not have investment power or voting power over any of the securities reported herein; however, The Capital Group Companies, Inc., may be deemed to "beneficially own" such securities by virtue of Rule 13d-3 under the Act.

Shares reported by The Capital Group Companies, Inc. includes 62,050 shares resulting from the assumed conversion of 30,000 shares of the \$4.25 144A convertible TOPRS, due 2020.

Item 5 Ownership of 5% or Less of a Class:

Item 6 Ownership of More than 5% on Behalf of Another Person: N/A

Item 7 Identification and Classification of the Subsidiary Which  
Acquired the Security Being Reported on By the Parent Holding  
Company

1. Capital Guardian Trust Company is a bank as defined in Section  
3(a)(6) of the Act and a wholly owned subsidiary of The  
Capital Group Companies, Inc.

Item 8 Identification and Classification of Members of the Group: N/A

Item 9 Notice of Dissolution of the Group: N/A

Item 10 Certification

By signing below, I certify that, to the best of my knowledge and  
belief, the securities referred to above were acquired in the  
ordinary course of business and were not acquired for the purpose  
of and do not have the effect of changing or influencing the  
control of the issuer of such securities and were not acquired in  
connection with or as a participant in any transaction having  
such purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and  
belief, I certify that the information set forth in this  
statement is true, complete and correct.

Date: June 10, 1997

Signature: \*Larry P. Clemmensen

Name/Title: Larry P. Clemmensen, President  
The Capital Group Companies, Inc.

\*By

James P. Ryan  
Attorney-in-fact

Signed pursuant to a Power of Attorney dated February 11, 1997 included  
as an Exhibit to Schedule 13G filed with the Securities and Exchange  
Commission by The Capital Group Companies, Inc. on February 12, 1997  
with respect to AAR Corporation.