

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
February 24, 2012**

**ORDER GRANTING CONFIDENTIAL TREATMENT
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

Continental Airlines, Inc.

File No. 001-10323- CF# 27700

United Continental Holdings, Inc. and Continental Airlines, Inc. submitted an application under Rule 24b-2 requesting an extension of a prior grant of confidential treatment for information Continental Airlines, Inc. excluded from the Exhibits to Forms 10-K, 10-Q, and 8-K filed from August 16, 1993 to October 21, 2010.

Based on representations by United Continental Holdings, Inc. and Continental Airlines, Inc. that this information qualifies as confidential commercial or financial information under the Freedom of Information Act, 5 U.S.C. 552(b)(4), the Division of Corporation Finance has determined not to publicly disclose it. Accordingly, excluded information from the following exhibit(s) will not be released to the public for the time period(s) specified:

Exhibit	to Form	Filed on	Confidential Treatment Granted
10.1	10-Q	August 16, 1993	through June 30, 2016
10.2	10-Q	August 16, 1993	through June 30, 2016
10.3	10-Q	August 16, 1993	through June 30, 2016
10.4	10-Q	August 16, 1993	through June 30, 2016
10.11(a)	10-K	April 13, 1995	through June 30, 2016
10.12(a)	10-K	April 13, 1995	through June 30, 2016
10.13(a)	10-K	April 13, 1995	through June 30, 2016
10.14(a)	10-K	April 13, 1995	through June 30, 2016
10.6	10-Q	August 1, 1996	through June 30, 2016
10.6(a)	10-Q	August 1, 1996	through June 30, 2016
10.7	10-Q	August 1, 1996	through June 30, 2016
10.8	10-Q	August 1, 1996	through June 30, 2016
10.11(d)	10-K	February 24, 1997	through June 30, 2016
10.14(a)	10-K	February 24, 1997	through June 30, 2016
10.3	10-Q	April 28, 1997	through June 30, 2016
10.4	10-Q	April 28, 1997	through June 30, 2016
10.1	10-Q	October 21, 1997	through June 30, 2016
10.13(g)	10-K	March 20, 1998	through June 30, 2016
10.14(c)	10-K	March 20, 1998	through June 30, 2016
10.14(d)	10-K	March 20, 1998	through June 30, 2016
10.15	10-K	March 20, 1998	through June 30, 2016
10.15(a)	10-K	March 20, 1998	through June 30, 2016
10.16	10-K	March 20, 1998	through June 30, 2016
10.16(a)	10-K	March 20, 1998	through June 30, 2016

Exhibit	to Form	Filed on	Confidential Treatment Granted
10.17	10-K	March 20, 1998	through June 30, 2016
10.17(a)	10-K	March 20, 1998	through June 30, 2016
10.23	10-K	March 20, 1998	through June 30, 2016
10.1	10-Q	May 7, 1998	through June 30, 2016
10.1	10-Q	October 26, 1998	through June 30, 2016
10.2	10-Q	October 26, 1998	through June 30, 2016
10.1	10-Q	August 14, 1998	through June 30, 2016
10.23(i)	10-K	February 25, 1999	through June 30, 2016
10.23(j)	10-K	February 25, 1999	through June 30, 2016
10.23(k)	10-K	February 25, 1999	through June 30, 2016
10.24(g)	10-K	February 25, 1999	through June 30, 2016
10.24(h)	10-K	February 25, 1999	through June 30, 2016
10.27(b)	10-K	February 25, 1999	through June 30, 2016
10.27(c)	10-K	February 25, 1999	through June 30, 2016
10.28	10-K	February 25, 1999	through June 30, 2016
10.3	10-Q	April 23, 1999	through June 30, 2016
10.4	10-Q	April 23, 1999	through June 30, 2016
10.4(a)	10-Q	April 23, 1999	through June 30, 2016
10.5	10-Q	April 23, 1999	through June 30, 2016
10.5(a)	10-Q	April 23, 1999	through June 30, 2016
10.7	10-Q	July 26, 1999	through June 30, 2016
10.8	10-Q	July 26, 1999	through June 30, 2016
10.9	10-Q	July 26, 1999	through June 30, 2016
10.7	10-Q	October 25, 1999	through June 30, 2016
10.8	10-Q	October 25, 1999	through June 30, 2016
10.9	10-Q	October 25, 1999	through June 30, 2016
10.25(n)	10-K	February 11, 2000	through June 30, 2016
10.25(o)	10-K	February 11, 2000	through June 30, 2016
10.1	10-Q	April 20, 2000	through June 30, 2016
10.2	10-Q	April 20, 2000	through June 30, 2016
10.2	10-Q	July 18, 2000	through June 30, 2016
10.6	10-Q	October 17, 2000	through June 30, 2016
10.33	10-K	February 6, 2001	through June 30, 2016
10.33(c)	10-K	February 6, 2001	through June 30, 2016
10.33(d)	10-K	February 6, 2001	through June 30, 2016
10.33(e)	10-K	February 6, 2001	through June 30, 2016
10.33(f)	10-K	February 6, 2001	through June 30, 2016
10.33(g)	10-K	February 6, 2001	through June 30, 2016
10.33(h)	10-K	February 6, 2001	through June 30, 2016
10.33(i)	10-K	February 6, 2001	through June 30, 2016
10.33(j)	10-K	February 6, 2001	through June 30, 2016
10.33(k)	10-K	February 6, 2001	through June 30, 2016
10.33(l)	10-K	February 6, 2001	through June 30, 2016
10.33(m)	10-K	February 6, 2001	through June 30, 2016
10.33(n)	10-K	February 6, 2001	through June 30, 2016
10.34	10-K	February 6, 2001	through June 30, 2016
10.35	10-K	February 6, 2001	through June 30, 2016
10.37	10-K	February 6, 2001	through June 30, 2016

Exhibit	to Form	Filed on	Confidential Treatment Granted
10.37(a)	10-K	February 6, 2001	through June 30, 2016
10.37(b)	10-K	February 6, 2001	through June 30, 2016
10.37(c)	10-K	February 6, 2001	through June 30, 2016
10.37(e)	10-K	February 6, 2001	through June 30, 2016
10.37(f)	10-K	February 6, 2001	through June 30, 2016
10.20(t)	10-K	February 6, 2001	through June 30, 2016
10.20(u)	10-K	February 6, 2001	through June 30, 2016
10.22(c)	10-K	February 6, 2001	through June 30, 2016
10.22(d)	10-K	February 6, 2001	through June 30, 2016
10.23(g)	10-K	February 6, 2001	through June 30, 2016
10.24(b)	10-K	February 6, 2001	through June 30, 2016
10.25	10-K	February 6, 2001	through June 30, 2016
10.33(o)	10-K	February 6, 2001	through June 30, 2016
10.33(p)	10-K	February 6, 2001	through June 30, 2016
10.33(q)	10-K	February 6, 2001	through June 30, 2016
10.33(r)	10-K	February 6, 2001	through June 30, 2016
10.34(b)	10-K	February 6, 2001	through June 30, 2016
10.36	10-K	February 6, 2001	through June 30, 2016
10.37(g)	10-K	February 6, 2001	through June 30, 2016
10.37(h)	10-K	February 6, 2001	through June 30, 2016
10.37(i)	10-K	February 6, 2001	through June 30, 2016
10.37(j)	10-K	February 6, 2001	through June 30, 2016
10.38	10-K	February 6, 2001	through June 30, 2016
10.38(a)	10-K	February 6, 2001	through June 30, 2016
10.39	10-K	February 6, 2001	through June 30, 2016
10.39(a)	10-K	February 6, 2001	through June 30, 2016
10.39(b)	10-K	February 6, 2001	through June 30, 2016
10.39(c)	10-K	February 6, 2001	through June 30, 2016
10.40	10-K	February 6, 2001	through June 30, 2016
10.1	10-Q	April 16, 2001	through June 30, 2016
10.2	10-Q	April 16, 2001	through June 30, 2016
10.3	10-Q	April 16, 2001	through June 30, 2016
10.3	10-Q	July 16, 2001	through June 30, 2016
10.4	10-Q	July 16, 2001	through June 30, 2016
10.5	10-Q	July 16, 2001	through June 30, 2016
10.6	10-Q	July 16, 2001	through June 30, 2016
10.11	10-Q	November 14, 2001	through June 30, 2016
10.12	10-Q	November 14, 2001	through June 30, 2016
10.13	10-Q	November 14, 2001	through June 30, 2016
10.14	10-Q	November 14, 2001	through June 30, 2016
10.22(z)	10-K	February 21, 2002	through June 30, 2016
10.24(h)	10-K	February 21, 2002	through June 30, 2016
10.35(s)	10-K	February 21, 2002	through June 30, 2016
10.35(t)	10-K	February 21, 2002	through June 30, 2016
10.35(u)	10-K	February 21, 2002	through June 30, 2016
10.35(v)	10-K	February 21, 2002	through June 30, 2016
10.36(c)	10-K	February 21, 2002	through June 30, 2016
10.39(k)	10-K	February 21, 2002	through June 30, 2016
10.39(l)	10-K	February 21, 2002	through June 30, 2016

Exhibit	to Form	Filed on	Confidential Treatment Granted
10.39(m)	10-K	February 21, 2002	through June 30, 2016
10.44	10-K	February 21, 2002	through June 30, 2016
10.4	10-Q	April 16, 2002	through June 30, 2016
10.5	10-Q	April 16, 2002	through June 30, 2016
10.6	10-Q	April 16, 2002	through June 30, 2016
10.7	10-Q	April 16, 2002	through June 30, 2016
10.12	10-Q	July 18, 2002	through June 30, 2016
10.1	10-Q	October 17, 2002	through June 30, 2016
10.2	10-Q	October 17, 2002	through June 30, 2016
10.3	10-Q	October 17, 2002	through June 30, 2016
10.4	10-Q	October 17, 2002	through June 30, 2016
10.22(ab)	10-K	February 13, 2003	through June 30, 2016
10.32(aa)	10-K	February 13, 2003	through June 30, 2016
10.6	10-Q	April 17, 2003	through June 30, 2016
10.7	10-Q	April 17, 2003	through June 30, 2016
10.8	10-Q	April 17, 2003	through June 30, 2016
99.1	8-K	November 10, 2003	through June 30, 2016
99.2	8-K	November 10, 2003	through June 30, 2016
99.3	8-K	November 10, 2003	through June 30, 2016
10.2	10-Q	October 16, 2003	through June 30, 2016
10.23(ae)	10-K	February 3, 2004	through June 30, 2016
10.26(j)	10-K	February 3, 2004	through June 30, 2016
10.27(g)	10-K	February 3, 2004	through June 30, 2016
10.28(b)	10-K	February 3, 2004	through June 30, 2016
10.2	10-Q	April 15, 2004	through June 30, 2016
10.3	10-Q	April 15, 2004	through June 30, 2016
10.4	10-Q	April 15, 2004	through June 30, 2016
10.4	10-Q	October 19, 2004	through June 30, 2016
10.21(ag)	10-K	March 15, 2005	through June 30, 2016
10.21(ah)	10-K	March 15, 2005	through June 30, 2016
10.27	10-K	March 15, 2005	through June 30, 2016
10.28	10-K	March 15, 2005	through June 30, 2016
10.11	10-Q	April 20, 2005	through June 30, 2016
10.13	10-Q	April 20, 2005	through June 30, 2016
10.3	10-Q	July 21, 2005	through June 30, 2016
10.4	10-Q	July 21, 2005	through June 30, 2016
10.5	10-Q	July 21, 2005	through June 30, 2016
10.6	10-Q	July 21, 2005	through June 30, 2016
10.1	10-Q	October 18, 2005	through June 30, 2016
10.2	10-Q	October 18, 2005	through June 30, 2016
10.3	10-Q	October 18, 2005	through June 30, 2016
10.27(b)	10-K	February 28, 2006	through June 30, 2016
10.33(ag)	10-K	February 28, 2006	through June 30, 2016
10.2	10-Q	April 20, 2006	through June 30, 2016
10.3	10-Q	April 20, 2006	through June 30, 2016
10.3	10-Q	July 21, 2006	through June 30, 2016
10.4	10-Q	July 21, 2006	through June 30, 2016
10.4	10-Q	October 19, 2006	through June 30, 2016
10.5	10-Q	October 19, 2006	through June 30, 2016

Exhibit	to Form	Filed on	Confidential Treatment Granted
10.23(ao)	10-K	February 23, 2007	through June 30, 2016
10.1	10-Q	April 19, 2007	through June 30, 2016
10.1	10-Q	July 19, 2007	through June 30, 2016
10.2	10-Q	July 19, 2007	through June 30, 2016
10.1	10-Q	October 18, 2007	through June 30, 2016
10.21(as)	10-K	February 21, 2008	through June 30, 2016
10.23(m)	10-K	February 21, 2008	through June 30, 2016
10.2	10-Q	April 29, 2008	through June 30, 2016
10.3	10-Q	April 29, 2008	through June 30, 2016
10.4	10-Q	July 18, 2008	through June 30, 2016
10.5	10-Q	July 18, 2008	through June 30, 2016
10.1	10-Q	October 21, 2008	through June 30, 2016
10.21(av)	10-K	February 19, 2009	through June 30, 2016
10.25(f)	10-K	February 19, 2009	through June 30, 2016
10.28(b)	10-K	February 19, 2009	through June 30, 2016
10.3	10-Q	July 21, 2009	through June 30, 2016
10.4	10-Q	July 21, 2009	through June 30, 2016
10.5	10-Q	July 21, 2009	through June 30, 2016
10.6	10-Q	July 21, 2009	through June 30, 2016
10.2	10-Q	October 21, 2009	through June 30, 2016
10.3	10-Q	October 21, 2009	through June 30, 2016
10.4	10-Q	October 21, 2009	through June 30, 2016
10.5	10-Q	October 21, 2009	through June 30, 2016
10.22(bb)	10-K	February 17, 2010	through June 30, 2016
10.24(r)	10-K	February 17, 2010	through June 30, 2016
10.29(c)	10-K	February 17, 2010	through June 30, 2016
10.2	10-Q	April 22, 2010	through June 30, 2016
10.3	10-Q	April 22, 2010	through June 30, 2016
10.4	10-Q	April 22, 2010	through June 30, 2016
10.4	10-Q	October 21, 2010	through June 30, 2016
10.5	10-Q	October 21, 2010	through June 30, 2016

For the Commission, by the Division of Corporation Finance, pursuant to delegated authority:

Loan Lauren P. Nguyen
Special Counsel