

**Continental  
Airlines**

0480



Scott R. Peterson  
Managing Attorney,  
Assistant Secretary

Continental Airlines, Inc.  
41st floor HQSIC  
1600 Smith Street  
Houston TX 77002

Tel 713 324 5000  
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August 9, 2002

***By Courier***

Mr. Jonathan G. Katz  
Secretary  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, DC 20549

*Re: Certifications Pursuant to SEC Order No. 4-460*

Dear Mr. Katz:

Enclosed please find the statements required under the referenced Order on behalf of the principal executive officer and principal financial officer of Continental Airlines, Inc.

Yours very truly,

A handwritten signature in black ink, appearing to be 'M. E.' or similar, written in a cursive style.

Enclosures

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**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER  
REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS**

I, Jeffrey J. Misner, state and attest that:

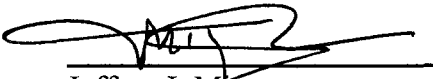
(1) To the best of my knowledge, based upon a review of the covered reports of Continental Airlines, Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for the year ended December 31, 2001 of Continental Airlines, Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Continental Airlines, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

  
Jeffrey J. Misner  
Senior Vice President and  
Chief Financial Officer  
August 9, 2002

Subscribed and sworn to  
before me this 9<sup>th</sup> day of  
August, 2002.

  
Notary Public

My Commission Expires: May 11, 2004

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