

CONTINENTAL AIRLINES INC /DE/
 Form 4
 May 16, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WILLIAMS KAREN HASTIE

2. Issuer Name and Ticker or Trading Symbol
CONTINENTAL AIRLINES INC /DE/ [CAL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/16/2007

Director 10% Owner
 Officer (give title below) Other (specify below)

**1001 PENNSYLVANIA AVE
 NW, SUITE 1100**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

WASHINGTON, D.C. 20004

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/16/2007		M	5,000	A \$ 34.75	6,000	D
Common Stock	05/16/2007		S	200	D \$ 37.44	5,800	D
Common Stock	05/16/2007		S	100	D \$ 37.37	5,700	D
Common Stock	05/16/2007		S	200	D \$ 37.38	5,500	D
Common Stock	05/16/2007		S	100	D \$ 37.5	5,400	D

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Common Stock	05/16/2007	S	100	D	\$ 37.38	5,300	D
Common Stock	05/16/2007	S	100	D	\$ 37.39	5,200	D
Common Stock	05/16/2007	S	300	D	\$ 37.4	4,900	D
Common Stock	05/16/2007	S	300	D	\$ 37.4	4,600	D
Common Stock	05/16/2007	S	100	D	\$ 37.42	4,500	D
Common Stock	05/16/2007	S	900	D	\$ 37.43	3,600	D
Common Stock	05/16/2007	S	400	D	\$ 37.44	3,200	D
Common Stock	05/16/2007	S	300	D	\$ 37.45	2,900	D
Common Stock	05/16/2007	S	300	D	\$ 37.46	2,600	D
Common Stock	05/16/2007	S	100	D	\$ 37.48	2,500	D
Common Stock	05/16/2007	S	1,500	D	\$ 37.49	1,000	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
	\$ 34.75	05/16/2007		M	5,000	05/16/1997 05/16/2007		5,000

Outside
 Director
 Stock
 Option
 (Right to
 Buy)

Common
 Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILLIAMS KAREN HASTIE 1001 PENNSYLVANIA AVE NW SUITE 1100 WASHINGTON, D.C. 20004	X			

Signatures

by Sarah E. Hagy on behalf of Karen Hastie Williams
 05/16/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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