



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615
Telephone: (401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2008

1. Corporate ID No. 000035907

2. Name of Corporation CONTINENTAL AIRLINES, INC.

3. Street Address Principal Business Office:

No. and Street: 1600 SMITH STREET, HQSTX

City or Town: HOUSTON

State: TX

Zip: 77002

Country: USA

4. Business Phone No.

713-324-3817

5. State of Incorporation

State: DE

6. Brief Description of the Character of Business Conducted in Rhode Island

AIR TRANSPORTATION

7. Names and Addresses of the Officers and Directors:

| Title | Individual Name First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |
|--------------|-------------------------------------------------------|-------------------------------------------------------------------|
| TREASURER | GERALD LADERMAN | 1600 SMITH ST, HQSTX HOUSTON, TX 77002 USA |
| SECRETARY | JENNIFER L VOGEL | 1600 SMITH ST, HQSTX HOUSTON, TX 77002 USA |
| CEO | LAWRENCE W KELLNER | 1600 SMITH ST, HQSTX HOUSTON, TX 77002 USA |
| CFO | JEFFREY J MISNER | 1600 SMITH ST, HQSTX HOUSTON, TX 77002 USA |
| PRESIDENT | JEFFREY A SMISEK | 1600 SMITH STREET, HQSTX HOUSTON, TX 77002 USA |

8. Shares Authorized and Issued

| Class of Stock | Series of Stock | Par Value Per Share | Total Authorized Shares <i>Number of Shares</i> | Total Issued and Outstanding <i>Num of Shares</i> |
|----------------|-----------------|---------------------|----------------------------------------------------|------------------------------------------------------|
| CWP | A | \$0.01 | 50,000,000.00 | 0 |
| CWP | B | \$0.01 | 200,000,000.00 | 91816121 |
| CWP | D | \$0.01 | 50,000,000.00 | 0 |
| PWP | | \$0.01 | 10,000,000.00 | 1 |

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 15 Day of May, 2008 at 2:52:51 PM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By JEFFREY J. MISNER
Signature of Authorized Representative of the Corporation

EXECUTIVE VP AND CFO
Title

Form No. 630
Revised 09/07

