

Airframe and Aircraft Engine Acquisitions and Retirements

Air Carrier : Continental Airlines
Quarter Ended: June 30, 2007

CONFIDENTIAL TREATMENT
REQUESTED UNDER
SECTION 302.12

L i n e	Year of First Delivery (Airframe)	Airframe Manufacturer Serial Number	Date Acquired or Retired	Tail Number	Acquisition or Retirement :A' or 'R'	Airframe License Number	Number of Engines Acquired/Retired	Type, Model Cabin Design	Maximum Seating Capacity	Cost	Amortized/Depreciated Cost (10)	Realization (11)	Acquired From/Disposition To (12)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)		
1	2007	31687	04/16/07	020	A	N69020	2 GE-90	B777-200	48,000/235	\$	\$		BOEING COMMERCIAL AIRPLANE GROUP
2	1993	23574	04/15/07	336	R	N14336	2 CFM56-3B1	B737-300	12,000/112	\$	\$		GOLDMAN SACHS MOUNTAIN CAPITAL
3	1993	23581	04/15/07	343	R	N39343	2 CFM56-3B1	B737-300	12,000/112	\$	\$		GOLDMAN SACHS MOUNTAIN CAPITAL
4	1988	23570	06/19/07	332	R	N47332	2 CFM56-3B1	B737-300	12,000/112	\$	\$		GOLDMAN SACHS MOUNTAIN CAPITAL
5	1997	23571	06/19/07	333	R	N69333	2 CFM56-3B1	B737-300	12,000/112	\$	\$		GOLDMAN SACHS MOUNTAIN CAPITAL
6	2007	23574	06/19/07	336	A	N14336	2 CFM56-3B1	B737-300	12,000/112	\$	\$		GOLDMAN SACHS MOUNTAIN CAPITAL
7	2007	23581	06/19/07	343	A	N39343	2 CFM56-3B1	B737-300	12,000/112	\$	\$		GOLDMAN SACHS MOUNTAIN CAPITAL
8	2001	31584	05/31/07	264	R	N33264	2 CFM-7B26	B737-800	14,000/141	\$	\$		
9	2001	32403	05/31/07	266	R	N36272	2 CFM-7B26	B737-800	14,000/141	\$	\$		
10	2001	31590	05/31/07	272	R	N36272	2 CFM-7B26	B737-800	14,000/141	\$	\$		
11	2002	31594	05/31/07	276	R	N73276	2 CFM-7B26	B737-800	14,000/141	\$	\$		
12	2002	31595	05/31/07	277	R	N73277	2 CFM-7B26	B737-800	14,000/141	\$	\$		
13	2003	31597	05/31/07	279	R	N79279	2 CFM-7B26	B737-800	14,000/141	\$	\$		
14	2003	31598	05/31/07	280	R	N36280	2 CFM-7B26	B737-800	14,000/141	\$	\$		
15	2003	31599	05/31/07	281	R	N37281	2 CFM-7B26	B737-800	14,000/141	\$	\$		
16	2001	31584	05/31/07	264	A	N33264	2 CFM-7B26	B737-800	16,000/141	\$	\$		
17	2001	32403	05/31/07	266	A	N62172	2 CFM-7B26	B737-800	16,000/141	\$	\$		
18	2001	31590	05/31/07	272	A	N36272	2 CFM-7B26	B737-800	16,000/141	\$	\$		
19	2002	31594	05/31/07	276	A	N73276	2 CFM-7B26	B737-800	16,000/141	\$	\$		
20	2002	31595	05/31/07	277	A	N73277	2 CFM-7B26	B737-800	16,000/141	\$	\$		
21	2003	31597	05/31/07	279	A	N79279	2 CFM-7B26	B737-800	16,000/141	\$	\$		
22	2003	31598	05/31/07	280	A	N36280	2 CFM-7B26	B737-800	16,000/141	\$	\$		
23	2003	31599	05/31/07	281	A	N37281	2 CFM-7B26	B737-800	16,000/141	\$	\$		
1	2000	30429	05/31/07	202	R	N24202	2 CFM-7B26	B737-800	14,000/141	\$	\$		
2	2000	30613	05/31/07	203	R	N33203	2 CFM-7B26	B737-800	14,000/141	\$	\$		
3	2001	30803	05/31/07	259	R	N73259	2 CFM-7B26	B737-800	14,000/141	\$	\$		
4	2001	30855	05/31/07	260	R	N35260	2 CFM-7B26	B737-800	14,000/141	\$	\$		
5	2001	31582	05/31/07	261	R	N77261	2 CFM-7B26	B737-800	14,000/141	\$	\$		
6	2001	34202	05/31/07	262	R	N33262	2 CFM-7B26	B737-800	14,000/141	\$	\$		
7	2001	31583	05/31/07	263	R	N37263	2 CFM-7B26	B737-800	14,000/141	\$	\$		
8	2001	31585	05/31/07	265	R	N76265	2 CFM-7B26	B737-800	14,000/141	\$	\$		
9	2001	31586	05/31/07	267	R	N37267	2 CFM-7B26	B737-800	14,000/141	\$	\$		
10	2001	31587	05/31/07	268	R	N38268	2 CFM-7B26	B737-800	14,000/141	\$	\$		
11	2001	31588	05/31/07	269	R	N76269	2 CFM-7B26	B737-800	14,000/141	\$	\$		
12	2001	31632	05/31/07	270	R	N73270	2 CFM-7B26	B737-800	14,000/141	\$	\$		
13	2001	31589	05/31/07	271	R	N35271	2 CFM-7B26	B737-800	14,000/141	\$	\$		
14	2001	31591	05/31/07	273	R	N37273	2 CFM-7B26	B737-800	14,000/141	\$	\$		
15	2002	31592	05/31/07	274	R	N37274	2 CFM-7B26	B737-800	14,000/141	\$	\$		
16	2002	31593	05/31/07	275	R	N73275	2 CFM-7B26	B737-800	14,000/141	\$	\$		
17	2004	31634	05/31/07	282	R	N34282	2 CFM-7B26	B737-800	14,000/141	\$	\$		
18	2004	31635	05/31/07	284	R	N73284	2 CFM-7B26	B737-800	14,000/141	\$	\$		
19	2004	31636	05/31/07	285	R	N32285	2 CFM-7B26	B737-800	14,000/141	\$	\$		
20	2004	31637	05/31/07	286	R	N33286	2 CFM-7B26	B737-800	14,000/141	\$	\$		
21	2004	31638	05/31/07	287	R	N37287	2 CFM-7B26	B737-800	14,000/141	\$	\$		
22	2004	31639	05/31/07	288	R	N33288	2 CFM-7B26	B737-800	14,000/141	\$	\$		
23	2004	31640	05/31/07	289	R	N76289	2 CFM-7B26	B737-800	14,000/141	\$	\$		
24	2004	31607	05/31/07	289	R	N33289	2 CFM-7B26	B737-800	14,000/141	\$	\$		
25	2004	31608	05/31/07	290	R	N37290	2 CFM-7B26	B737-800	14,000/141	\$	\$		
26	2004	31609	05/31/07	291	R	N7291	2 CFM-7B26	B737-800	14,000/141	\$	\$		
27	2004	33465	05/31/07	292	R	N33292	2 CFM-7B26	B737-800	14,000/141	\$	\$		
28	2004	33463	05/31/07	293	R	N37293	2 CFM-7B26	B737-800	14,000/141	\$	\$		

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	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	
29	2005	34000	05/31/07	294	R	N33294	2 CFM-7B26	B737-800	14000/141	\$	\$		
30	2005	34001	05/31/07	295	R	N77295	2 CFM-7B26	B737-800	14000/141	\$	\$		
31	2005	34002	05/31/07	296	R	N77296	2 CFM-7B26	B737-800	14000/141	\$	\$		
32	2005	34003	05/31/07	297	R	N39297	2 CFM-7B26	B737-800	14000/141	\$	\$		
33	2005	34004	05/31/07	298	R	N37298	2 CFM-7B26	B737-800	14000/141	\$	\$		
34	2005	34005	05/31/07	299	R	N37299	2 CFM-7B26	B737-800	14000/141	\$	\$		
35	2000	30419	05/31/07	202	A	N24202	2 CFM-7B26	B737-800	16000/141	\$	\$		
36	2000	30613	05/31/07	203	A	N33203	2 CFM-7B26	B737-800	16000/141	\$	\$		
37	2001	30803	05/31/07	204	A	N73259	2 CFM-7B26	B737-800	16000/141	\$	\$		
38	2001	30855	05/31/07	259	A	N35260	2 CFM-7B26	B737-800	16000/141	\$	\$		
39	2001	31582	05/31/07	260	A	N77261	2 CFM-7B26	B737-800	16000/141	\$	\$		
40	2001	34202	05/31/07	261	A	N33262	2 CFM-7B26	B737-800	16000/141	\$	\$		
41	2001	31583	05/31/07	262	A	N33263	2 CFM-7B26	B737-800	16000/141	\$	\$		
42	2001	31585	05/31/07	263	A	N77265	2 CFM-7B26	B737-800	16000/141	\$	\$		
43	2001	31586	05/31/07	265	A	N37263	2 CFM-7B26	B737-800	16000/141	\$	\$		
44	2001	31587	05/31/07	267	A	N77267	2 CFM-7B26	B737-800	16000/141	\$	\$		
45	2001	31588	05/31/07	268	A	N37267	2 CFM-7B26	B737-800	16000/141	\$	\$		
46	2001	31632	05/31/07	269	A	N37268	2 CFM-7B26	B737-800	16000/141	\$	\$		
47	2001	31589	05/31/07	270	A	N73270	2 CFM-7B26	B737-800	16000/141	\$	\$		
48	2001	31591	05/31/07	271	A	N35271	2 CFM-7B26	B737-800	16000/141	\$	\$		
49	2002	31592	05/31/07	273	A	N37273	2 CFM-7B26	B737-800	16000/141	\$	\$		
50	2002	31593	05/31/07	274	A	N37274	2 CFM-7B26	B737-800	16000/141	\$	\$		
51	2004	31634	05/31/07	275	A	N73275	2 CFM-7B26	B737-800	16000/141	\$	\$		
52	2004	31606	05/31/07	282	A	N34282	2 CFM-7B26	B737-800	16000/141	\$	\$		
53	2004	31635	05/31/07	283	A	N73283	2 CFM-7B26	B737-800	16000/141	\$	\$		
54	2004	33452	05/31/07	284	A	N33284	2 CFM-7B26	B737-800	16000/141	\$	\$		
55	2004	31600	05/31/07	285	A	N78285	2 CFM-7B26	B737-800	16000/141	\$	\$		
56	2004	31636	05/31/07	286	A	N33286	2 CFM-7B26	B737-800	16000/141	\$	\$		
57	2004	33451	05/31/07	287	A	N37287	2 CFM-7B26	B737-800	16000/141	\$	\$		
58	2004	31607	05/31/07	288	A	N76288	2 CFM-7B26	B737-800	16000/141	\$	\$		
59	2004	31601	05/31/07	289	A	N35289	2 CFM-7B26	B737-800	16000/141	\$	\$		
60	2004	33454	05/31/07	290	A	N37290	2 CFM-7B26	B737-800	16000/141	\$	\$		
61	2004	33455	05/31/07	291	A	N37291	2 CFM-7B26	B737-800	16000/141	\$	\$		
62	2004	33453	05/31/07	292	A	N33292	2 CFM-7B26	B737-800	16000/141	\$	\$		
63	2005	34000	05/31/07	293	A	N37293	2 CFM-7B26	B737-800	16000/141	\$	\$		
64	2005	34001	05/31/07	294	A	N33294	2 CFM-7B26	B737-800	16000/141	\$	\$		
65	2005	34002	05/31/07	295	A	N77295	2 CFM-7B26	B737-800	16000/141	\$	\$		
66	2005	34003	05/31/07	296	A	N77296	2 CFM-7B26	B737-800	16000/141	\$	\$		
67	2005	34004	05/31/07	297	A	N39297	2 CFM-7B26	B737-800	16000/141	\$	\$		
68	2005	34005	05/31/07	298	A	N37298	2 CFM-7B26	B737-800	16000/141	\$	\$		
69	1998	23570	06/18/07	299	A	N73299	2 CFM-7B26	B737-800	16000/141	\$	\$		
70	1997	23571	06/18/07	333	A	N47332	2 CFM56-3B1	B737-300	12000/112	\$	\$		
				333	A	N39343	2 CFM56-3B1	B737-300	12000/112	\$	\$		
Engines													
1	1988	721337	04/30/07		A		CFM56-3B1		\$	\$			U.S. BANK TRUST NATIONAL ASSOCIATION
2	2006	717364	04/18/07		R		JT8D-217		\$	\$			CONTINENTAL AIRLINES PURCHASING CO.

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