
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

POST EFFECTIVE AMENDMENT NO. 1
FORM S-3
Registration Statement
Under
The Securities Act Of 1933

SOUTHWEST AIRLINES CO.
(Exact name of registrant as specified in its charter)

TEXAS 741563240
(State or other Jurisdiction of (I.R.S. Employer
Incorporation or Organization) Identification Number)

2702 Love Field Drive, Dallas, TX 75235
214/792-4000
(Address, Including Zip Code, and Telephone Number,
Including Area Code, of Registrant's Principal Executive Offices)

LAURA WRIGHT
Senior Vice President - Chief Financial Officer
Southwest Airlines Co.
2702 Love Field Drive, Dallas, TX 75235
214/792-4459
(Name, address, including zip code, and telephone
number, including area code, of agent for service)

COPIES OF CORRESPONDENCE TO:

DEBORAH ACKERMAN
Vice President - General Counsel
Southwest Airlines Co.
2702 Love Field Drive, Dallas, TX 75235
214/792-4665

Approximate date of commencement of proposed sale to the public: This
Post-Effective Amendment No. 1 deregisters those debt securities and/or pass-
through certificates that remain unsold hereunder as of the effective date
hereof.

If the only securities being registered on this Form are being offered
pursuant to dividend or interest reinvestment plans, check the following box.
[]

If any of the securities being registered on this Form are to be
offered on a delayed or continuous basis pursuant to Rule 415 under the
Securities Act of 1933, other than securities offered only in connection with
dividend or interest reinvestment plans, check the following box. []

If this Form is filed to register additional securities for an offering
pursuant to Rule 462(b) under the Securities Act, check the following box and
list the Securities Act registration statement number of the earlier

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effective registration statement for the same offering. []

If this Form is a post-effective amendment filed pursuant to Rule
462(c) under the Securities Act, check the following box and list the
Securities Act registration statement number of the earlier effective
registration statement for the same offering. []

If delivery of the prospectus is expected to be made pursuant to Rule
434, check the following box. []

DEREGISTRATION OF SECURITIES

The Registration Statement on Form S-3 (Registration No. 333-71392) (the
"Registration Statement") of Southwest Airlines Co. (the "Company"),
pertaining to the registration of \$1,000,000,000 of debt securities and pass-
through certificates (the "Securities") to which this Post-Effective
Amendment No. 1 relates, was filed with the Securities and Exchange
Commission on October 11, 2001. The Company hereby removes from registration
all Securities registered under the Registration Statement which remain
unsold as of the date of this Post-Effective Amendment No. 1.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned thereunto duly authorized in the City of Dallas, State of Texas on November 17, 2005.

SOUTHWEST AIRLINES CO.

By /s/ Laura Wright
Laura Wright
Senior Vice President
and Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities indicated on November 17, 2005.

Signature	Capacity
/s/ Herbert D. Kelleher Herbert D. Kelleher	Chairman of the Board of Directors
/s/ Gary C. Kelly Gary C. Kelly	Chief Executive Officer and Director
/s/ Colleen C. Barrett Colleen C. Barrett	President and Director
/s/ Laura Wright Laura Wright	Senior Vice President and Chief Financial Officer (principal financial and accounting officer)
/s/ C. Webb Crockett C. Webb Crockett	Director
/s/ William H. Cunningham William H. Cunningham, Ph.D.	Director
/s/ William P. Hobby William P. Hobby	Director
/s/ Travis C. Johnson Travis C. Johnson	Director
/s/ R. W. King R. W. King	Director
/s/ June M. Morris June M. Morris	Director

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/s/ John T. Montford	Director
John T. Montford	
/s/ Louis Caldera	Director
Louis Caldera	
/s/ Nancy Loeffler	Director
Nancy Loeffler	
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