

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB Number:	3235-0104
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Romo Tammy</u> (Last) (First) (Middle) <u>SOUTHWEST AIRLINES CO.</u> <u>2702 LOVE FIELD DRIVE</u> (Street) <u>DALLAS TX 75235</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>09/20/2012</u>	3. Issuer Name and Ticker or Trading Symbol <u>SOUTHWEST AIRLINES CO [LUV]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner ☒ Officer (give title below) Other (specify below) <u>SR VP Finance & CFO</u>	5. If Amendment, Date of 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	63,777 ⁽¹⁾	D	
Common Stock	3,310 ⁽²⁾	I	By ProfitSharing Plan

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	(3)	10/08/2012	Common Stock	1,300	12.12	D	
Employee Stock Option (Right to Buy)	(3)	01/02/2013	Common Stock	543	14.03	D	
Employee Stock Option (Right to Buy)	(3)	01/23/2013	Common Stock	1,913	13.19	D	
Employee Stock Option (Right to Buy)	(3)	01/05/2014	Common Stock	574	15.91	D	
Employee Stock Option (Right to Buy)	(3)	01/23/2014	Common Stock	1,913	15.51	D	
Employee Stock Option (Right to Buy)	(4)	09/01/2014	Common Stock	26,000	14.75	D	
Employee Stock Option (Right to Buy)	(3)	01/20/2015	Common Stock	3,574	14.25	D	
Employee Stock Option (Right to Buy)	(3)	12/31/2015	Common Stock	11,037	16.43	D	
Employee Stock Option (Right to Buy)	(3)	03/17/2016	Common Stock	10,000	17.53	D	
Employee Stock Option (Right to Buy)	(3)	01/31/2018	Common Stock	25,000	12.18	D	
Employee Stock Option (Right to Buy)	(3)	02/01/2019	Common Stock	33,000	6.75	D	

Explanation of Responses:

1. Holdings include 50,310 restricted stock units previously granted pursuant to the Southwest Airlines Co. Amended and Restated 2007 Equity Incentive Plan, which will entitle the reporting person to one share of common stock for each restricted stock unit that vests. The restricted stock units will vest as follows: 12,993 on May 16, 2013; 4,000 on May 18, 2013; 3,333 on May 19, 2013; 12,992 on May 16, 2014; 4,000 on May 18, 2014; and 12,992 on May 16, 2015.
2. Holdings reflect exempt transactions under the Issuer's ProfitSharing Plan.
3. The option is currently fully exercisable.
4. The option is currently exercisable with respect to 21,600 shares and will become exercisable with respect to the remaining 4,400 shares on September 1, 2013.

Remarks:

Marilyn R. Post, on behalf of and
as attorney-in-fact for Tammy 09/28/2012
Romo

** Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

Know all by these present that the undersigned hereby constitutes and appoints each of Madeleine Johnson, Marilyn Post, and Mark Shaw, signing singly, the undersigned's true and lawful (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an Officer and/or Director of Southwest Airlines Co. (the "Company"), Forms 3, 4, and 5 in accordance (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legal. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 28th day of September, 2012.

Signature /s/ Tammy Romo

Print Name Tammy Romo