SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Form 10-K/A
Amendment No. 1

AMENDMENT TO ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Fiscal Year Ended December 31, 1997

Commission File No. 1-7259

Southwest Airlines Co.
(Exact name of registrant as specified in its charter)

TEXAS	74-1563240
(State or other jurisdiction of incorporation or organization)	I.R.S. employer identification no.)
P.O. Box 36611 Dallas, Texas (Address of principal executive offices)	75235-1611 (Zip Code)

Registrant's telephone number, including area code: (214) 792-4000

The undersigned registrant hereby amends the following items, financial statements, exhibits, or other portions of its Annual Report for the year ended December 31, 1997 on Form 10-K as set forth in the pages attached hereto:

(List all such items, financial statements, exhibits or other portions amended)

ITEM 14. EXHIBITS, FINANCIAL STATEMENT SCHEDULES, AND REPORTS ON FORM 8-K

3. Exhibit:

27 Restated Financial Data Schedules

The remaining exhibits are not affected by this amendment.

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this amendment to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 3, 1998

SOUTHWEST AIRLINES CO.
Registrant

By /s/ Gary C. Kelly
Gary C. Kelly
Vice President - Finance, Chief Financial Officer

<TABLE> <S> <C>

<ARTICLE> 5
<RESTATED>
<CIK> 0000092380
<NAME> SOUTHWEST AIRLINES CO.
<MULTIPLIER> 1,000

<S>	<C>	<C>	<C>
<PERIOD-TYPE>	3-MOS	6-MOS	9-MOS
<FISCAL-YEAR-END>	DEC-31-1996	DEC-31-1996	DEC-31-1996
<PERIOD-START>	JAN-1-1996	JAN-1-1996	JAN-1-1996
<PERIOD-END>	MAR-31-1996	JUN-30-1996	SEP-30-1996
<CASH>	324,680	478,285	594,030
<SECURITIES>	0	0	0
<RECEIVABLES>	97,473	98,963	84,299
<ALLOWANCES>	0	0	0
<INVENTORY>	47,940	49,857	52,397
<CURRENT-ASSETS>	502,960	664,553	773,954
<PP&E>	3,916,963	4,006,272	3,995,105
<DEPRECIATION>	1,054,191	1,102,754	1,152,884
<TOTAL-ASSETS>	3,369,291	3,751,512	3,619,515
<CURRENT-LIABILITIES>	681,926	758,297	720,914
<BONDS>	0	0	0
<PREFERRED-MANDATORY>	0	0	0
<PREFERRED>	0	0	0
<COMMON>	144,574	144,790	144,985
<OTHER-SE>	1,321,698	1,409,121	1,470,046
<TOTAL-LIABILITY-AND-EQUITY>	3,369,291	3,571,512	3,619,515
<SALES>	0	0	0
<TOTAL-REVENUES>	772,529	1,682,837	2,574,329
<CGS>	0	0	0
<TOTAL-COSTS>	715,136	1,483,238	2,271,795
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<LOSS-PROVISION>	0	0	0
<INTEREST-EXPENSE>	14,902	29,924	44,642
<INCOME-PRETAX>	54,771	194,760	295,005
<INCOME-TAX>	21,771	76,443	115,828
<INCOME-CONTINUING>	33,000	118,317	179,177
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<EXTRAORDINARY>	0	0	0
<CHANGES>	0	0	0
<NET-INCOME>	33,000	118,317	179,177
<EPS-PRIMARY>	0.15	0.55	0.83
<EPS-DILUTED>	0.15	0.52	0.79

<FN>
On September 25, 1997, the Company's Board of Directors declared a three-for-two stock split on the Company's Common Stock, distributed on November 26, 1997. All per share data in this exhibit have been restated to give effect to the stock split.
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