

Van de Ven Michael G
 Form 3/A
 November 22, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Van de Ven Michael G (Last) (First) (Middle) 2702 LOVE FIELD DRIVE (Street) DALLAS, TX 75235 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/17/2005	3. Issuer Name and Ticker or Trading Symbol SOUTHWEST AIRLINES CO [LUV]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP- Aircraft Operations	5. If Amendment, Date Original Filed(Month/Day/Year) 11/21/2005	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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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	1,469,5679	I	Profit Sharing ⁽¹⁾
Common Stock	15,008	D	^

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Transaction	01/23/1998	01/23/2008	Common Stock	5,918 <u>(2)</u>	\$ 7.87	D	Â
Transaction	01/22/1999	01/22/2009	Common Stock	3,945 <u>(2)</u>	\$ 11.72	D	Â
Transaction	01/19/2000	01/19/2010	Common Stock	2,630 <u>(2)</u>	\$ 10.35	D	Â
Transaction	Â <u>(3)</u>	01/19/2010	Common Stock	29,625 <u>(2)</u>	\$ 10.35	D	Â
Transaction	01/19/2000	01/19/2010	Common Stock	1,515 <u>(4)</u>	\$ 10.35	D	Â
Transaction	12/31/2000	12/31/2010	Common Stock	75 <u>(4)</u>	\$ 22.8	D	Â
Transaction	02/15/2001	02/15/2011	Common Stock	4,000 <u>(4)</u>	\$ 21.3	D	Â
Transaction	Â <u>(5)</u>	06/19/2011	Common Stock	5,600 <u>(2)</u>	\$ 17.11	D	Â
Transaction	06/19/2001	06/19/2011	Common Stock	900 <u>(4)</u>	\$ 17.11	D	Â
Transaction	01/01/2002	01/01/2012	Common Stock	1,942 <u>(4)</u>	\$ 18.73	D	Â
Transaction	01/18/2002	01/18/2012	Common Stock	2,933 <u>(4)</u>	\$ 17.78	D	Â
Transaction	01/18/2004	01/18/2012	Common Stock	1,467 <u>(2)</u>	\$ 17.78	D	Â
Transaction	01/02/2003	01/02/2013	Common Stock	75 <u>(4)</u>	\$ 14.03	D	Â
Transaction	01/23/2003	01/23/2013	Common Stock	1,914 <u>(4)</u>	\$ 13.19	D	Â
Transaction	01/23/2004	01/23/2013	Common Stock	3,286 <u>(2)</u>	\$ 13.19	D	Â
Transaction	01/05/2004	01/05/2014	Common Stock	750 <u>(4)</u>	\$ 15.91	D	Â
Transaction	01/23/2004	01/23/2014	Common Stock	3,400 <u>(4)</u>	\$ 15.51	D	Â
Transaction	Â <u>(6)</u>	01/23/2014	Common Stock	3,200 <u>(2)</u>	\$ 15.51	D	Â
Transaction	09/01/2004	09/01/2014	Common Stock	233 <u>(4)</u>	\$ 14.75	D	Â

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Transaction	Â (7)	09/01/2014	Common Stock	2,807 (2)	\$ 14.75	D	Â
Transaction	Â (8)	01/20/2015	Common Stock	3,335 (2)	\$ 14.25	D	Â
Transaction	Â (9)	01/20/2015	Common Stock	4,255 (4)	\$ 14.25	D	Â
Transaction		01/20/2005 01/20/2015	Common Stock	750 (4)	\$ 14.25	D	Â
Transaction	Â (10)	11/17/2015	Common Stock	349 (4)	\$ 16.18	D	Â
Transaction	Â (11)	11/17/2015	Common Stock	3,151 (2)	\$ 16.18	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Van de Ven Michael G 2702 LOVE FIELD DRIVE DALLAS, TX 75235	Â	Â	Â EVP- Aircraft Operations	Â

Signatures

/s/ Deborah Ackerman on behalf of
and attorney-in-fact for Michael G. 11/21/2005
Van De Ven

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) These shares were acquired pursuant to Southwest Airlines Co. ProfitSharing Plan in a transaction exempt from Rule 16(a)-3(f)(1)(B). The information reported herein is based on a plan statement dated as of 11/13/2004.
- (2) Options granted from 1996 ISO Plan.
- (3) Options are exercisable as follows: 11,420 are currently exercisable; 3,832 on 1/19/2006; 4,311 on 1/19/2007; 4,791 on 1/19/2008; and 5,271 on 1/19/2009.
- (4) Options granted from 1996 NQ Plan.
- (5) Options are exercisable as follows: 1,100 are currently exercisable; 700 on 6/19/2006; 800 on 6/19/2007; 900 on 6/19/2008; 1,000 on 6/19/2009; and 1,100 on 6/19/2010.
- (6) Options are exercisable as follows: 1,000 are currently exercisable; and 2,200 exercisable on 1/23/2006.
- (7) Options are exercisable as follows: 187 on 9/1/2006; 234 on 9/1/2007; 281 on 9/1/2008; 327 on 9/1/2009; 374 on 9/1/2010; 421 on 9/1/2011; 468 on 9/1/2012; and 515 on 9/1/2013.
- (8) Options are exercisable as follows: 805 on 1/20/2006 and 2,530 on 1/20/2007.
- (9) Options are exercisable as follows: 2,530 are currently exercisable and 1,725 on 1/20/2006.
- (10) Options are exercisable as follows: 107 on 11/17/2005; 162 on 11/17/2006; and 80 on 11/17/2007.

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- (11) Options are exercisable as follows: 135 on 11/17/2007; 269 on 11/17/2008; 323 on 11/17/2009; 377 on 11/17/2010; 431 on 11/17/2011; 485 on 11/17/2012; 538 on 11/17/2013; and 593 on 11/17/2014.

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Remarks:

ThisÂ AmendmentÂ forÂ FormÂ 3Â isÂ filedÂ toÂ correctÂ typographicalÂ errorsÂ onÂ theÂ originalÂ FormÂ 3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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