

SOUTHWEST AIRLINES CO  
Form 8-K  
February 14, 2005

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

February 9, 2005

Southwest Airlines Co.

(Exact name of registrant as specified in its charter)

Texas

1-7259

74-1563240

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

P. O. Box 36611, Dallas, Texas

75235-1611

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(214) 792-4000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01. Other Events.**

On February 9, 2005, Southwest Airlines Co. entered into an underwriting agreement for the public offering of \$300 million of its 5 1/8% Notes Due 2017. Closing of the transaction occurred on February 14, 2005. The purpose of this report is to permit the registrant to file herewith those exhibits listed in Item 9.01 below.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits.

1.1 Underwriting Agreement dated February 9, 2005 among Southwest Airlines Co., J.P. Morgan Securities Inc., Morgan Stanley & Co. Incorporated and the other underwriters named in Schedule II thereto.

4.1 Form of Global Security representing all 5 1/8% Notes due 2017.

4.2 Indenture dated as of February 14, 2005, between Southwest Airlines Co. and The Bank of New York Trust Company, N.A., Trustee

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**SIGNATURES**

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

Southwest Airlines Co.

*February 14, 2005*

By: *Laura Wright*

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*Name: Laura Wright  
Title: Senior Vice President - Finance and Chief Financial  
Officer*

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Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
1.1	Underwriting Agreement dated February 9, 2005 among Southwest Airlines Co., J.P. Morgan Securities Inc., Morgan Stanley & Co. Incorporated and the other underwriters named in Schedule II thereto
4.1	Form of Global Security representing all 5 1/8% Notes due 2017
4.2	Indenture dated as of February 14, 2005, between Southwest Airlines Co. and The Bank of New York Trust Company, N.A., Trustee