

Celanese CORP
Form 10-Q/A
November 03, 2006

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

Form 10-Q/A

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934**
For the quarterly period ended September 30, 2006
or
 **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934**

001-32410
(Commission File Number)

CELANESE CORPORATION
(Exact Name of Registrant as Specified in its Charter)

Delaware
*(State or Other Jurisdiction of
Incorporation or Organization)*

98-0420726
*(I.R.S. Employer
Identification No.)*

1601 West LBJ Freeway, Dallas, TX
(Address of Principal Executive Offices)

75234-6034
(Zip Code)

(972) 443-4000
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer Accelerated Filer Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

The number of outstanding shares of the registrant's Series A common stock, \$0.0001 par value, as of October 21, 2006 was 158,628,846.

EXPLANATORY NOTE

This Form 10-Q/A (Amendment No. 1) is being filed solely for the purpose of adding the exhibit containing the certification of our chief financial officer required by Section 906 of the Sarbanes-Oxley Act of 2002 (Exhibit 32.2) that was inadvertently omitted by our EDGAR filing agent from our quarterly report on Form 10-Q for the quarter ended September 30, 2006, filed with the Securities and Exchange Commission on November 1, 2006 (the Quarterly Report). The omission occurred due to the technical errors by the EDGAR filing agent.

This Form 10-Q/A corrects the error stated above and does not modify any other information previously filed in the Quarterly Report or update any disclosure appearing therein or events occurring after the date of filing of that Quarterly Report.

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 thereunto duly authorized.

CELANESE CORPORATION

Name: David N. Weidman
President and Director

By: /s/ David N. Weidman

Title: Chief Executive Officer,

Date: November 3, 2006

Name: John J. Gallagher III
Chief Financial Officer
(Principal Financial Officer)

By: /s/ John J. Gallagher III

Title: Executive Vice President and

Date: November 3, 2006

Item 6 Exhibits

- 31.1 Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
- 31.2 Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
- 32.2 Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

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