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PRICE COMMUNICATIONS CORP

Form 8-K

August 11, 2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): August 9, 2004

Price Communications Corporation
(Exact Name of Registrant as Specified in Charter)

New York	1-8309	13-2991700
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

45 Rockefeller Plaza
New York, New York 10020
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (212) 757-5600

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION
AND EXHIBITS.

(c) Exhibit 99.1 -- Press Release, dated August 9, 2004. See
Item 12 below.

Item 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On August 9, 2004, Price Communications Corporation announced
its earnings for the quarter and six months ended June 30, 2004. Attached hereto
and incorporated by reference as Exhibit 99.1 is the Press Release announcing
such results.

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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.

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Date: August 11, 2004

PRICE COMMUNICATIONS CORPORATION

By: /s/ Kim Pressman

Kim Pressman

Executive Vice President and Chief Financial Officer