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PRICE COMMUNICATIONS CORP

Form 8-K

May 07, 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): May 5, 2004

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

New York (State or Other Jurisdiction of Incorporation)	1-8309 (Commission File Number)	13-2991700 (IRS Employer Identification No.)
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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 5. OTHER EVENTS AND REGULATION FD DISCLOSURE.

On May 5, 2004, Price Communications Corporation announced that its Board of Directors has declared a 5% stock dividend payable on May 24, 2004, to stockholders of record on May 17, 2004. Attached hereto and incorporated by reference as Exhibit 99.1 is the Press Release announcing such stock dividend.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c)Exhibit 99.1 - Press Release dated May 5, 2004.

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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.

Date: May 7, 2004

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PRICE COMMUNICATIONS CORPORATION

By: /s/Kim Pressman

Kim Pressman
Executive Vice President and
Chief Financial Officer