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PRICE COMMUNICATIONS CORP  
Form 8-K  
May 12, 2004

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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

(c) Exhibit 99.1-- Press Release, dated May 10, 2004. See Item 12 below.

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On May 10, 2004, Price Communications Corporation announced its earnings for the quarter ended March 31, 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.

Date: May 11, 2004

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PRICE COMMUNICATIONS CORPORATION

By: /s/ Kim Pressman

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Kim Pressman

Executive Vice President and Chief Financial Officer