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PRICE COMMUNICATIONS CORP  
Form 8-K  
August 16, 2002

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): August 16, 2002

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 9. REGULATION FD DISCLOSURE.

On August 16, 2002, Price Communications Corporation (the "Registrant") filed with the Securities and Exchange Commission its Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2002. The certification by each of the Chief Executive Officer and Chief Financial Officer required pursuant to Section 906 of the Sarbanes-Oxley Act accompanied such Quarterly Report. A copy of this certification is attached hereto as Exhibit 99.1.

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: August 16, 2002

PRICE COMMUNICATIONS CORPORATION

By: /s/ Kim Pressman

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Kim Pressman  
Executive Vice President and

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Chief Financial Officer

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EXHIBIT INDEX

Exhibit 99.1 Certification of the Registrant's Chief Executive Officer  
and Chief Financial Officer pursuant to Section 906 of the  
Sarbanes-Oxley Act.

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