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PRICE COMMUNICATIONS CORP

Form 8-K

August 16, 2002

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 15, 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 2. ACQUISITION OR DISPOSAL OF ASSETS.

The asset contribution transaction with Verizon Wireless, as contemplated by the Transaction Agreement dated as of December 18, 2001 (which was previously filed as Exhibit 10.1 to the Form 8-K of the Registrant filed on January 4, 2002, File No. 001-08309), as amended, was consummated on August 15, 2002.

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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

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undersigned hereunto duly authorized.

Date: August 15, 2002

PRICE COMMUNICATIONS CORPORATION

By: /s/ Kim Pressman

Kim Pressman
Executive Vice President and Chief
Financial Officer