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CITIZENS COMMUNICATIONS CO Form 8-K November 01, 2004

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 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): November 1, 2004

CITIZENS COMMUNICATIONS COMPANY (Exact name of registrant as specified in its charter)

Delaware 001-11001 (State or other jurisdiction
of incorporation)(Commission
File Number)(I.R.S. Employer
Identification No.)

06-0619596

3 High Ridge Park Stamford, Connecticut 06905 (Address of Principal Executive Offices)

(203) 614-5600 (Registrant's Telephone Number, Including Area Code)

No Change Since Last Report _____

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

[] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 8.01 Other events of importance to security holders _____

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On November 1, 2004, Citizens Communications Company issued a press release. A copy of the press release is attached hereto as Exhibit 99.1.

SIGNATURE

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 thereunto duly authorized.

CITIZENS COMMUNICATIONS COMPANY (Registrant)

By: /s/ Robert J. Larson

Robert J. Larson Senior Vice President and Chief Accounting Officer

Date: November 1, 2004

Exhibit 99.1

Citizens Communications 3 High Ridge Park Stamford, CT 06905 203.614.5600 Web site: www.czn.net

FOR IMMEDIATE RELEASE

Contacts: Brigid Smith Assistant Vice President Corporate Communications 203.614.5042 bsmith@czn.com

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Citizens Communications Declares Regular Quarterly Cash Dividend

Stamford, Conn., Nov. 1, 2004 - Citizens Communications Company (NYSE: CZN) today announced that the Board of Directors voted to declare its regular quarterly cash dividend of \$0.25 per share, payable on Dec. 31, 2004, to holders

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of record on Dec. 10, 2004.

More information on Citizens can be found at www.czn.net.

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