

WATERSIDE CAPITAL CORP  
Form 8-K  
May 01, 2007

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES AND EXCHANGE ACT OF 1934**

**Date of report (date of earliest event reported): May 1, 2007**

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**WATERSIDE CAPITAL CORPORATION**

(Exact name of registrant as specified in its charter)

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**Virginia**  
(State or Other Jurisdiction

**811-08387**  
(Commission File Number)

**54-1694665**  
(IRS Employer

of Incorporation)

Identification No.)

**500 East Main Street, Suite 800, Norfolk, Virginia**  
(Address of principal executive offices)

**23510**  
(Zip Code)

**Registrant's telephone number, including area code (757) 626-1111**

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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)

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- .. 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))
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ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

On May 1, 2007, the Board of Directors of the Registrant accepted the resignations of Director Marvin S. Friedberg. Mr. Friedberg tendered his resignation on April 19, 2007. The Director's resignation did not result from any disagreement with the Company, as such term is defined in 17 CFR 240.36-7, relating to the Company's operations, policies or practices. A Copy of Mr. Friedberg's resignation letter is attached as an exhibit hereto.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(a) Financial statements of businesses acquired.

Not Applicable.

(b) Pro forma financial information.

Not Applicable.

(c) Exhibits.

99.3 Letter of Resignation for Marvin S. Friedberg, dated April 19, 2007.

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Pursuant to the requirement of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Waterside Capital Corporation

By: */s/ Franklin P. Earley*  
**Chief Executive Officer**

Dated: May 1, 2007

**EXHIBIT INDEX**

| <b>Number</b> | <b>Description of Exhibit</b>  |
|---------------|--|
| 99.3          | Letter of Resignation for Marvin S. Friedberg, dated April 19, 2007. |

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