

WATERSIDE CAPITAL CORP  
Form 8-K  
October 14, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**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): October 7, 2011**

**WATERSIDE CAPITAL CORPORATION**

(Exact name of registrant as specified in its charter)

**Virginia**  
(State or Other Jurisdiction  
  
of Incorporation)

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

**54-1694665**  
(IRS Employer  
  
Identification No.)

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**2505 Cheyne Walk, Virginia Beach, Virginia**

**(Address of principal executive offices)**

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

**23454**  
**(Zip Code)**

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 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.**

On October 7, 2011, the Board of Directors of Waterside Capital Corporation (the Company ) accepted the resignation of Director James E. Andrews. Mr. Andrews tendered his resignation on October 7, 2011. The Director s resignation did not result from any disagreement with the Company, as such term is defined in 17 CFR 240.3b-7, relating to the Company s operations, policies or practices.

**SIGNATURES**

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  
**President and Chief Executive Officer**

Dated: October 14, 2011