2012 LIMITED LIABILITY COMPANY ANNUAL REPORT

FILED
Mar 23, 2012
Secretary of State

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Entity Name: RAYONIER TIMBERLANDS MANAGEMENT, LLC

Current Principal Place of Business:

1301 RIVERPLACE BLVD., SUITE 2300
JACKSONVILLE, FL 32207

New Principal Place of Business:

Current Mailing Address:

1301 RIVERPLACE BLVD., SUITE 2300
JACKSONVILLE, FL 32207

New Mailing Address:

FEI Number: 06-1148576 **FEI Number Applied For ( )** **FEI Number Not Applicable ( )** **Certificate of Status Desired ( )**

Name and Address of Current Registered Agent:

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM
Name: RAYONIER OPERATING COMPANY LLC
Address: 1301 RIVERPLACE BLVD., SUITE 2300
City-St-Zip: JACKSONVILLE, FL 32207

Title: PRES
Name: BOYNTON, PAUL G
Address: 1301 RIVERPLACE BLVD., SUITE 2300
City-St-Zip: JACKSONVILLE, FL 32207

Title: SRVP
Name: KRAUS, CARL E
Address: 1301 RIVERPLACE BLVD., SUITE 2300
City-St-Zip: JACKSONVILLE, FL 32207

Title: SEC
Name: FRAZIER, W. EDWIN III
Address: 1301 RIVERPLACE BLVD., SUITE 2300
City-St-Zip: JACKSONVILLE, FL 32202

Title: ASEC
Name: ARTHUR, TRACY K
Address: 1901 ISLAND WALKWAY
City-St-Zip: FERNANDINA BEACH, FL 32034

Title: TREA
Name: AUGUSTE, MACDONALD
Address: 1301 RIVERPLACE BLVD., SUITE 2300
City-St-Zip: JACKSONVILLE, FL 32207

I hereby certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statues.

SIGNATURE: W. E. FRAZIER, III SECR 03/23/2012

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date