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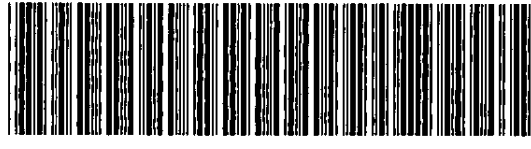
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LAW OFFICES
BLACKBURN & COMPANY, L.C.

5150 BELFORT ROAD, SOUTH
BUILDING 500
JACKSONVILLE, FLORIDA 32256

DENNIS L. BLACKBURN
dlb@blackburnco.com

ROBERT L. JONES, III
rjones@blackburnco.com

TELEPHONE: 904-296-7713
FACSIMILE: 904-296-7716
FACSIMILE: 904-493-0384

December 8, 2014

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: The Rayonier Advanced Materials Foundation of Florida Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referenced corporation. Please return a certified copy of the Articles of Incorporation to:

Dennis L. Blackburn
Blackburn & Company, L.C.
5150 Belfort Rd. South
Suite 500
Jacksonville, FL 32256

I have also enclosed a firm check in the amount of \$78.75 as payment for filing fees and the certified copy. If you have any questions, please contact me.

Very truly yours,



Dennis L. Blackburn

DLB:pb
Enclosures

Via Federal Express Delivery
Tracking No. 7721 3412 7443

ARTICLES OF INCORPORATION
OF
THE RAYONIER ADVANCED MATERIALS FOUNDATION OF FLORIDA INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I-NAME

The name of this Corporation is THE RAYONIER ADVANCED MATERIALS FOUNDATION OF FLORIDA INC.

ARTICLE II-PRINCIPAL OFFICE

The street and mailing address of the initial principal place of business of this Corporation shall be 1301 RIVERPLACE BLVD, SUITE 2300, JACKSONVILLE, FLORIDA 32207.

ARTICLE III-PURPOSES

The specific purposes for which the Corporation is organized are:

- (a) To exist and operate solely for educational, religious, literary, scientific and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"); provided that no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual;
- (b) To operate without regard to race, age, sex, religion or national origin;
- (c) To carry out its functions such that no substantial part of the Corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the

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publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office;

(d) To acquire or receive in any manner and to maintain and administer any property of whatsoever nature, real, personal or mixed, tangible or intangible; to have, hold, control, manage, sell and exchange same, to invest and reinvest the same and the proceeds thereof, and to collect and receive the income and profits thereof;

(e) To hold and use the said property and proceeds thereof, to distribute the whole or any part of such property and proceeds thereof in a manner that is consistent with the other purposes of this Corporation as set forth in this Article III including, without limitation: (i) granting free and voluntary aid and assistance to any one or more corporations, trust, community chests, funds or foundations that are organized and operated exclusively for charitable, religious, scientific, literary or educational purposes which organizations are described in Code Sections 170(c), 2055(a) and 2522(a), as amended; and/or (ii) by itself conducting, establishing or maintaining charitable, scientific, literary or educational activities consistent with the purposes set forth in this Article III;

(f) To do all things necessary and useful for the fulfillment and promotion of its purposes as set forth in this Article III; and

(g) To operate, participate in and/or manage any other programs or activities that are not prohibited by law and that do not conflict with the provisions of Section 501(c)(3) of the Code.

ARTICLE IV – POWERS

The Corporation shall have and exercise all powers of any corporation not for profit as the same now exist or may hereafter exist under the laws of the State of Florida. No part of the assets, income or profits of the Corporation shall be distributable to, or inure to the benefit of, its members, directors or officers or any private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation to its employees for services rendered and to make payments and distributions in the furtherance of the purposes set forth herein. Notwithstanding any other provision hereof, the Corporation shall not conduct or carry on any activities not permitted to be conducted

or carried on by an organization exempt under Section 501(c)(3) of the Code or by an organization, contributions to which are deductible under Section 170 of such Code.

ARTICLE V - DISSOLUTION ON LIQUIDATION

In the event of dissolution of the Corporation or the winding up of its affairs, or other liquidation of its assets, the Corporation's property shall not be conveyed to any organization created or operated for profit or to any individual, and all assets remaining after the payment of the Corporation's debts shall be conveyed or distributed at the direction of the then Directors of the Corporation to such other organization or organizations that are exempt from federal income tax under Section 501(c)(3) of the Code.

ARTICLE VI-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are BRENDA K. DAVIS, 1301 RIVERPLACE BLVD, SUITE 2300, JACKSONVILLE, FLORIDA 32207.

ARTICLE VII-INDEMNIFICATION

Directors and officers of this Corporation shall, and employees and agents may, be indemnified to the fullest extent permitted by Florida law.

ARTICLE VIII-INCORPORATOR

The name and street address of the incorporator is DENNIS L. BLACKBURN, 5150 Belfort Road South, Building 500, Jacksonville, Florida 32256.

ARTICLE IX - DIRECTORS AND THE MANNER OF THEIR ELECTION

The Board of Directors shall consist initially of eight (8) directors. The number of Directors may be increased or decreased (but not below four (4) Directors) as determined from time to time by the President of RAYONIER ADVANCED MATERIALS INC., a Delaware corporation qualified to do business in Florida. Directors must be qualified to serve as Directors under the Florida Not for Profit Corporation Act. The method of election

of the Board of Directors shall be as stated in the Bylaws of the Corporation. The initial Directors names and addresses are as follows:

Paul G. Boynton	1301 Riverplace Blvd., Ste. 2300 Jacksonville, FL 32207
William R. Manzer	1301 Riverplace Blvd., Ste. 2300 Jacksonville, FL 32207
Charles H. Hood	1301 Riverplace Blvd., Ste. 2300 Jacksonville, FL 32207
Clifton A. (C.A.) McDonald	1301 Riverplace Blvd., Ste. 2300 Jacksonville, FL 32207
F. Jack Perrett	1301 Riverplace Blvd., Ste. 2300 Jacksonville, FL 32207
Frank Ruperto	1301 Riverplace Blvd., Ste. 2300 Jacksonville, FL 32207
Stephen F. Worthington	1301 Riverplace Blvd., Ste. 2300 Jacksonville, FL 32207
Carla E. Yetter	1301 Riverplace Blvd., Ste. 2300 Jacksonville, FL 32207

ARTICLE X-PROPERTY HELD FOR CHARITABLE PURPOSES

The property of the Corporation is irrevocably dedicated for charitable purposes and no part of the net income or assets of the Corporation will ever inure to the benefit of any Director, officer or member of the Corporation, or to the benefit of any private individual.

ARTICLE XI-BYLAWS

The Directors of the Corporation shall adopt Bylaws for this Corporation and the Board of Directors from time to time may modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by unanimous written consent of all of the members of the Board of Directors.

ARTICLE XII-AMENDMENTS

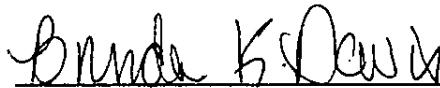
This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of December, 2014.


Dennis L. Blackburn, Incorporator

ACCEPTANCE OF DESIGNATION AS
REGISTERED AGENT OF
THE RAYONIER ADVANCED MATERIALS FOUNDATION OF FLORIDA INC.

Having been named as registered agent and to accept service of process for the THE RAYONIER ADVANCED MATERIALS FOUNDATION OF FLORIDA INC., at the place designated in the Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



By: BREND A K. DAVIS, Registered Agent

Date: December 5, 2014

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