

DEC-05-2001 15:55

C T CORPORATION

P.02/03

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

LIMITED PARTNERSHIP REINSTATEMENT		FLORIDA DEPARTMENT OF STATE Bureau of Corporations and Securities DIVISION OF CORPORATIONS	
DOCUMENT # A21159			
1. Name of Limited Partnership Rayonier Timberlands Operating Company, L.P. 9/28/01			
2. Principal Office Address 50 N. Laura St., 19th Fl. Suite, Apt. #, etc.		3. Mailing Office Address Same Suite, Apt. #, etc.	
City & State Jacksonville, FL		City & State Same	
Zip 32202	Country	Zip	Country
8. Name and Address of Current Registered Agent			
Name CT Corporation System			
Street Address (P.O. Box Number is Not Acceptable) 1200 S. Pine Island Road			
Suite, Apt. #, Etc.			
City Plantation	State FL	Zip Code 33324	
4. Date Formed or Registered To Do Business in Florida 11/04/85			
5. FEI Number 06-1159803		Applied For Not Applicable	
6. CERTIFICATE OF STATUS DESIRED <input type="checkbox"/> \$8.75 Additional Fee required for a Certificate of Status			
7a. Capital Contributions as shown on Record: \$59,012,000.00			
7b. Amount of Capital Contributions in FLORIDA to date: \$59,012,000.00			
FEES: 1) Filing Fee(s): Computed at a rate of \$7 per \$1,000 on amount entered in 7b, with a minimum filing fee of \$52.50 and a maximum of \$437.50, for each year due this office. 2) Supplemental Fee(s): \$88.75 for each year due this office, beginning with 1992 calendar year. 3) Penalty Fee(s): \$500 penalty fee for each year report form is delinquent. Note: If the amount entered in 7b is greater than amount entered in 7a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.			
9. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.			
SIGNATURE (Registered Agent Accepting Appointment) <u>Connie Bryan, Special Auth.</u> DATE <u>12-11-01</u>			
A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.			
10. Name(s) of General Partner(s)	Address of Each General Partner (Do NOT Use Post Office Box Numbers)	City, State and Zip Code	10a. Registration Document Number
Rayonier Forest Resources	50 N. Laura St.	Jacksonville, FL	P07967
Rayonier Inc.	50 N. Laura St.	Jacksonville, FL	F 94000000123
Adm - 500.00 AR 437.50 AR 88.75 \$1,026.25		200004735342-13 -12/2/01--01007--018 ***1026.25 ***1026.25 REINSTATEMENT 2001 (OK)	
Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.			
11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(i) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.			
SIGNATURE <u>W. Edwin Frazier, III</u>		DATE <u>12/07/01</u>	
Typed or Printed Name of General Partner Signing Form		Telephone Number	

CR2ED039 (11/99)