

N140000011241

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

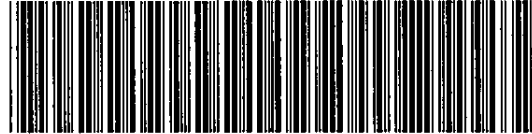
(Business Entity Name)

(Document Number)

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12/15/15--01021--003 **70.00

Merge

12-31-15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

15 DEC 15 PM 3:54

FILED

DEC 17 2015
A RAMSEY

*filed merged without
adding Inc to the N.Y.
Corp The Rayonier
Advanced Materials
Foundation. Since its
legal name in N.Y does
not include the Corp
Suffix A/R*

LAW OFFICES
BLACKBURN & COMPANY, L.C.
5150 BELFORT ROAD, SOUTH
BUILDING 500
JACKSONVILLE, FLORIDA 32256

DENNIS L. BLACKBURN

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December 14, 2015

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

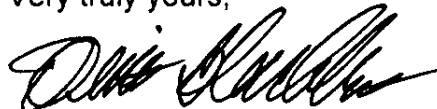
Re: THE RAYONIER ADVANCED MATERIALS FOUNDATION OF FLORIDA INC.

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Articles of Merger of The Rayonier Advanced Materials Foundation of Florida Inc. (the surviving corporation) and The Rayonier Advanced Materials Foundation (the merging corporation). Also enclosed is our check in the amount of \$70.00 in payment of the filing fee for this merger.

Please return a file stamped copy of the Articles of Merger to us at the address indicated above. If you have any questions concerning this filing, please contact me.

Very truly yours,



Dennis L. Blackburn

DLB:jh
Enclosures

VIA FEDERAL EXPRESS

12-31-15

FILED

**ARTICLES OF MERGER
OF
THE RAYONIER ADVANCED MATERIALS FOUNDATION OF FLORIDA INC.
AND
THE RAYONIER ADVANCED MATERIALS FOUNDATION**

15 DEC 15 PM 3:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to §617.1105, F.S.

ARTICLE I – SURVIVING CORPORATION

The name of the surviving corporation is THE RAYONIER ADVANCED MATERIALS FOUNDATION OF FLORIDA INC. (Document # N14000011241), which was formed under the laws of and is subject to the jurisdiction of the State of Florida.

ARTICLE II – MERGING CORPORATION

The name of the merging corporation is THE RAYONIER ADVANCED MATERIALS FOUNDATION (Document # F14000001977) which was formed under the laws of and is subject to the jurisdiction of the State of New York.

ARTICLE III – PLAN OF MERGER

The Plan of Merger is attached.

ARTICLE IV – EFFECTIVE DATE

The merger shall become effective as of midnight on December 31, 2015.

ARTICLE V- ADOPTION OF MERGER BY
SURVIVING CORPORATION

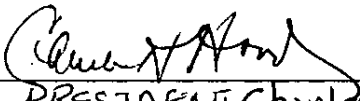
There are no members of the surviving corporation or members entitled to vote on the plan of merger. There are seven (7) members of the board of directors of the surviving corporation. The Plan of Merger was adopted by the directors of the surviving corporation by unanimous written consent signed by all of the directors of the surviving corporation on December 8, 2015.

ARTICLE VI – ADOPTION OF MERGER BY
MERGING CORPORATION

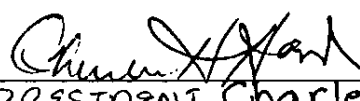
There are no members of the merging corporation or members entitled to vote on the plan of merger. There are seven (7) members of the board of directors of the merging corporation. The Plan of Merger was adopted by the directors of the merging corporation by unanimous written consent signed by all of the directors of the merging corporation on December 8, 2015.

Executed this 8 day of December, 2015.

THE RAYONIER ADVANCED
MATERIALS FOUNDATION,
a New York nonprofit corporation

By: 
Its: PRESIDENT Charles H. Hood

THE RAYONIER ADVANCED MATERIALS
FOUNDATION OF FLORIDA INC.,
a Florida not for profit corporation

By: 
Its: PRESIDENT Charles H. Hood

**PLAN OF MERGER FOR
THE RAYONIER ADVANCED MATERIALS FOUNDATION OF FLORIDA INC.
AND THE RAYONIER ADVANCED MATERIALS FOUNDATION**

The following plan of merger is submitted in compliance with §617.1101, F.S.

ARTICLE I – SURVIVING CORPORATION

The name of the surviving not-for-profit corporation is THE RAYONIER ADVANCED MATERIALS FOUNDATION OF FLORIDA INC., which is a not-for-profit corporation formed under the laws of the State of Florida (“Surviving Corporation”).

ARTICLE II – MERGING CORPORATION

The name of the merging corporation is THE RAYONIER ADVANCED MATERIALS FOUNDATION, which is a nonprofit corporation formed under the laws of the State of New York (“Merging Corporation”).

ARTICLE III – TERMS OF MERGER / EFFECTIVE TIME

The merger shall be effective as of midnight on December 31, 2015 (the “Effective Time”). At the Effective Time, the Merging Corporation shall be merged with and into the Surviving Corporation. The separate corporate existence of the Merging Corporation shall cease at the Effective Time, and all assets, liabilities, rights, privileges and franchises of the Merging Corporation shall inure to the Surviving Corporation. The Bylaws of Surviving Corporation in effect immediately prior to the merger shall remain the Bylaws of the Surviving Corporation following the merger.

**ARTICLE IV – AFFECT OF MERGER ON
SURVIVING CORPORATION’S ARTICLES OF INCORPORATION**

At the Effective Time, the Surviving Corporation’s articles of incorporation shall be amended to change the name of the Surviving Corporation to the following:

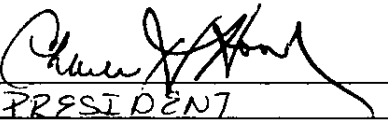
THE RAYONIER ADVANCED MATERIALS FOUNDATION INC.

ARTICLE V – AFFECT OF MERGER ON MEMBERS

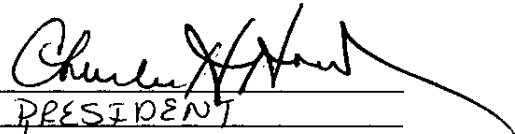
There are no members of the Merging Corporation or the Surviving Corporation.

Executed this 8th day of December, 2015.

THE RAYONIER ADVANCED
MATERIALS FOUNDATION
a New York nonprofit corporation

By: 
Its: PRESIDENT

THE RAYONIER ADVANCED MATERIALS
FOUNDATION OF FLORIDA INC.
a Florida not for profit corporation

By: 
Its: PRESIDENT