RAYONIER INC

Form 5

February 11, 2003

SEC Form 5

FORM 5		UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL		
[X] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).		Washington, D.C. 20549								
			TEMENT OF CH		OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden hours per response 0.5					
[]Form 3 Holdings Reported []Form 4 Transactions		•	nt to Section 16(a) of mpany Act of 1935 of		nours per resp	ponse 0.3				
Name and Address of Reporting Person* Berry, William S.				Issuer Name and Ticker or Trading Symbol Rayonier Inc. RYN			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle 50 North Laura Street 19th Floor			Number of Re	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			Director 10% Owner X Officer			
(Street) Jacksonville, FL 32202-664 (City) (State) (Zip) U.S.		-		5. If Amendment, Date of Original (Month/Day/Year)	Officer Descrip Presid e	Officer/Other Description Executive Vice President, Forest Resources and Wood Products (Retired)				
						Filin <u>X</u> Ind	7. Individual or Joint/Group Filing (Check Applicable Line) X Individual Filing Joint/Group Filing			
Table I - Non-Deriv	vative Secur	ities Acquire	d, Disposed of, or B	eneficially Ow	ned			_		
1. Title of Security (Instr. 3)	2. Transactic (Month/D		A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	A. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 3 and 4)	6. Owner- ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Amount A/D Price 4,799.00 D					
Common Shares	03/12/2002			I	4,799.00 D \$52.2700	0.00	I	In Trust (1)		
If the form is filed by r	more than or	ne reporting pe	erson, see Person	s who respond	to the collection of info	rmation contained	in this			

form are not required to

respond unless the form displays a currently valid OMB control number.

Berry, William S. - December 31, 2002

Form 5 (continued)

instruction 4(b)(v).

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(over) SEC 2270 (7-02)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	Transaction Code	of Derivative	Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	Amount of Underlying Securities	of	Derivative Securities Beneficially Owned at End of Year (Instr.4)	10. Owner-ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr.4)	11. Nature of Indirect Beneficial Ownership (Instr.4)
						(DE) (ED)					

Explanation of Responses:

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

By: W. Edwin Frazier, III, Attorney-in-Fact

** Signature of Reporting Person Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

see Instruction 6 for procedure.

Power of Attorney

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Potential persons who are to respond to the collection of information contained in this form are

required to respond unless the form displays a currently valid OMB number.

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Form 5 (continued)

FOOTNOTE Descriptions for Rayonier Inc. RYN

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William S. Berry 50 North Laura Street 19th Floor Jacksonville, FL 32202-664

Explanation of responses:

(1) Shares were held in the Rayonier Investment and Savings Plan for this person's account.

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