SEC Form 4	
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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed purcuant to Section 16(a) of the Securities Exchange Act of 1024

OMB APPROVAL									
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Instruction 1	(b).		The pursuant to Section 10(a) of the Securities Exchange Act of 13	34		
			or Section 30(h) of the Investment Company Act of 1940			
	ldress of Reporting <u>N TIMOTH</u>		2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>RAYONIER INC</u> [ RYN ]		ationship of Reporting Po k all applicable) Director Officer (give title	erson(s) to Issuer 10% Owner Other (specify
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)
50 N. LAUR	( )	(	12/31/2009		SVP, Special	Special Projects
SUITE 1900						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ing (Check Applicable
(Street)		22202		X	Form filed by One Re	eporting Person
JACKSONV	ILLE FL	32202			Form filed by More th Person	an One Reporting
(City)	(State)	(Zip)				

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		3. Transaction Code (Instr.		4. Securities Acquired bisposed Of (D) (Instr.		str. 3, 4 and 5) Securities Forr Beneficially (D) of Owned Following (I) (II		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Shares	12/31/2009		I		9,016.7352	D	\$42.16	8,651.2313	I	In Trust <sup>(1)</sup>		
Common Shares								200,023	D			

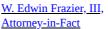
#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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)		ansaction de (Instr. (A) or Disposed of (D) ((Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year) ed		Expiration Date		nd 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					

**Explanation of Responses:** 

1. Shares are held in the Rayonier Investment and Savings Plan, a 401(k) plan, for this person's account.

### **Remarks:**



01/05/2010

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\ast$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.