SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

MARGIOTTA CHARLES	2. Date of Event Requiring Statement (Month/Day/Year) 05/20/2005		3. Issuer Name and Ticker or Trading Symbol <u>RAYONIER INC</u> [RYN]				
(Last) (First) (Middle) 50 NORTH LAURA STREET			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner		er (Mo	5. If Amendment, Date of Original Filed (Month/Day/Year)	
19TH FLOOR			X Officer (give title below)	Other (spe below)	· [0.11	idividual or Joint licable Line)	/Group Filing (Check
(Street)			SR VP, Business Dev	velopment	2		y One Reporting Person
JACKSONVILLE FL 32202						Form filed b Reporting P	y More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect (Instr. 5)	ct (D) (Insti		Beneficial Ownership
Common Shares			20,450	D			
Common Shares			9,716	I	In Trust ⁽¹⁾		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
01/02/01 Employee Stock Option	01/02/2004	01/04/2011	Common Shares	17,805	21.52	D	
01/03/00 Employee Stock Options	01/03/2005	01/05/2010	Common Shares	26,708	26.26	D	
01/04/99 Employee Stock Option	01/04/2002	01/06/2009	Common Shares	11,354	25.59	D	
Employee Stock Option	01/02/2005	01/04/2012	Common Shares	17,805	27.88	D	
Employee Stock Option	(2)	01/01/2014	Common Shares	10,000	41.2	D	
Employee Stock Options	(3)	01/04/2013	Common Shares	17,805	25.84	D	
Employee Stock Options	(4)	01/03/2015	Common Shares	10,000	48.4	D	

Explanation of Responses:

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

2. Vests in one-third installments annually commencing 12/30/04.

3. Vest in one-third installments annually commencing 01/02/2004.

4. Vests in one-third installments annually commencing 1/3/06.

Remarks:

By: Charles Margiotta

05/23/2005

Date

** Signature of Reporting Person

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.