

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

**Current Report
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): December 24, 2007**

MOLINA HEALTHCARE, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State of incorporation)

1-31719
(Commission File Number)

13-4204626
(I.R.S. Employer Identification Number)

200 Oceangate, Suite 100, Long Beach, California 90802
(Address of principal executive offices)

Registrant's telephone number, including area code: (562) 435-3666

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01. Entry into a Material Definitive Agreement.

Effective as of January 1, 2008, Molina Healthcare of Utah, Inc., a health plan subsidiary of the Company, has entered into a further six-month contract extension with the Utah Department of Health with respect to the health plan's Medicaid members. The contract extends through June 30, 2008 the same terms and conditions of the parties' existing cost-plus contract. The parties have agreed to negotiate a new savings sharing incentive provision which shall be retroactive to the commencement of the Utah state fiscal year 2008 (July 1, 2007 through June 30, 2008). As of September 30, 2007, there were approximately 50,000 Medicaid members covered under the contract, and revenues under the contract represented approximately 3.6% of the Company's total revenues through the first nine months of the Company's 2007 fiscal year. A copy of the contract amendment is attached hereto as Exhibit 10.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

<u>Exhibit No.</u>	<u>Description</u>
10.1	Contract Amendment Number 4 with Utah Department of Health.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MOLINA HEALTHCARE, INC.

Date: December 28, 2007

By: /s/ Mark L. Andrews

Mark L. Andrews
Chief Legal Officer, General Counsel, and Corporate
Secretary

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
10.1	Contract Amendment Number 4 with Utah Department of Health.

UTAH DEPARTMENT OF HEALTH
Box 143104
288 North 1460 West, Salt Lake City, Utah 84114-3104
CONTRACT AMENDMENT

H0535503

066222

Department Log Number

State Contract Number

Amendment Number 04

1. CONTRACT NAME:

The name of this Contract is Health Plan - Molina.

2. CONTRACTING PARTIES:

This Contract Amendment is between the Utah Department of Health (DEPARTMENT), and Molina Healthcare of Utah (CONTRACTOR).

3. PURPOSE OF CONTRACT AMENDMENT:

To extend the Contract period to June 30, 2008 and to increase the Contract amount by \$72,000,000.00 to cover the additional six months. The DEPARTMENT and the CONTRACTOR will negotiate a new savings sharing provision for State Fiscal Year 2008.

4. CHANGES TO CONTRACT:

A. On Page 1, paragraph 3, CONTRACT PERIOD, is changed to read as follows:

“The service period of this Contract will be January 1, 2006 through June 30, 2008, unless terminated or extended by agreement and in accordance with the terms and conditions of this Contract. This Contract may be extended 1 time, at the option of the DEPARTMENT, by means of an amendment to this Contract. Such extension must be in writing.”

B. On Page 1, paragraph 4, CONTRACT AMOUNT, is changed to read as follows:

“The CONTRACTOR will be paid up to a maximum amount of \$357,250,000.00 in accordance with the provisions in this Contract. This Contract is funded with 71.26% Federal funds and with 28.74% State funds. The CFDA# is 93.778 and relates to the Federal funds provided.

C. All other provisions of the Agreement remain unchanged.

5. EFFECTIVE DATE OF AMENDMENT: This amendment is effective January 1, 2008.

6. If the Contractor is not a local public procurement unit as defined by the Utah Procurement Code (UCA § 63-56-5), this Contract Amendment must be signed by a representative of the State Division of Finance and the State Division of Purchasing to bind the State and the Department to this Contract Amendment.

7. This Contract, its attachments, and all documents incorporated by reference constitute the entire agreement between the parties and supercede all prior negotiations, representations, or agreements, either written or oral between the parties relating to the subject matter of this Contract.

IN WITNESS WHEREOF, the parties sign this Contract Amendment.

CONTRACTOR: Molina Healthcare of Utah

UTAH DEPARTMENT OF HEALTH

By: /s/ Paul Muench 11/27/07
Signature of Authorized Individual Date

By: /s/ Shari A. Watkins, C.P.A. 12/4/07
Shari A. Watkins, C.P.A. Date
Director
Office of Fiscal Operations

Print Name: Paul Muench

Title: Executive Director

CONTRACT RECEIVED AND PROCESSED BY
DIVISION OF FINANCE DEC 17, 2007
State Finance: Date
/s/ Apichino DEC 14, 2007
State Purchasing: Date