FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

wasnington,	D.C.	20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHI

ı	OMB APPROVAL										
	OMB Number:	3235-0287									
	Estimated average burden										
	hours per response:	0.5									
ш											

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

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

1. Name and Address of Reporting Person* MOLINA JOHN C					2. Issuer Name and Ticker or Trading Symbol MOLINA HEALTHCARE INC [MOH]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner						
A HEALTH	CARE, INC.	(Middle)	40		3. Date of Earliest Transaction (Month/Day/Year) 03/16/2009								X Officer (give title X Other (specify below) CFO/Trustee / Settlor-Molina Siblings Trustee						
(Street) SACRAMENTO CA 95825-0001				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting						
(St	tate)	(Zip)											Person						
		ole I - N			_			· ·	d, Di				ally (
1. Title of Security (Instr. 3)			Date		Exe	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 a		(A) or 3, 4 and !	5)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct I ndirect E r. 4) (7. Nature of ndirect Beneficial Ownership Instr. 4)		
								Code	v	Amount	(A) or (D)	Price		Transact (Instr. 3 a	ion(s) ınd 4)				
Jommon Stock 03/16/20		2009	009		S ⁽¹⁾		2,761	D	\$20.43	35 ⁽²⁾	2,468,835]		Trustee of Family Trust ⁽³⁾				
Stock														38,6	36 ⁽⁴⁾	D	(5)		
Stock														635	,508	I			
Common Stock												16,489		I		Trustee of Famioly Trust ⁽⁶⁾			
Common Stock													13,808]		Trustee of Family Trust ⁽⁷⁾		
Stock														38,806		1		Trustee of Family Trust ⁽⁸⁾	
Common Stock													50,394]	i d	Trustee of Family Trust ⁽⁹⁾		
		Table II												wned		,	<u> </u>		
L. Title of 2. 3. Transaction Security or Exercise (Month/Day/Year) if any		med 4	4. Transactior Code (Instr		5. Number on of					7. Title and Amount of Securities Underlying		8. Price of Derivative Security	derivative Securities Beneficial Owned Following Reported	e C S Illy D O (I	wnership orm: irect (D) r Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	(A)			ble	Expiration Date	Title	or Numbe of	er						
	(Fi A HEALTH IR OAKS E MENTO CA (SI Security (Inst Stock Stock Stock Stock Stock Stock Stock Stock Stock	(First) A HEALTHCARE, INC. IR OAKS BOULEVARD, S MENTO CA (State) Tal Security (Instr. 3) Stock Stock Stock Stock Stock Stock Stock One or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUITE 4 MENTO CA 95825-0 (State) (Zip) Table I - N Security (Instr. 3) Stock Stock Stock Stock Stock Table II 2. Conversion or Exercise Price of Derivative Pric	(First) (Middle) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUITE 440 MENTO CA 95825-0001 (State) (Zip) Table I - Non-Deriv Date (Month/Da) Stock 03/16/2 Stock St	Majohn C Middle	MOLI (First)	MOLINA (First) (Middle) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUITE 440 Table I - Non-Derivative Securiti (Month/Day/Year) Security (Instr. 3) Table I - Derivative Securiti (Month/Day/Year) Stock Stock Table II - Derivative Securiti (e.g., puts, calls, wa 2 Conversion or Exercise Price of Derivative Securiti (Month/Day/Year) Table II - Derivative Securiti (e.g., puts, calls, wa Application Date (Month/Day/Year) Application Date (Month/Day/Year) Stock Table II - Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise Price of Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise (Month/Day/Year) Security Table II - Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise (Month/Day/Year) Table II - Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise (Month/Day/Year) Table II - Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise (Month/Day/Year) Table II - Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise (Month/Day/Year) Table II - Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise (Month/Day/Year) Table II - Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise (Month/Day/Year) Table II - Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise (Month/Day/Year) Table II - Derivative Securitie (e.g., puts, calls, wa 2 Conversion or Exercise (Month/Day/Year)	(First) (Middle) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUITE 440 Table I - Non-Derivative Securities Accurring (Month/Day/Year) Stock Table II - Derivative Securities Accurring (Stock Stock Table II - Derivative Securities Accurring (Stock) Table II - Derivative Securities Accurring (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3	MOLINA HEALTHC (First) (Middle) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUITE 440 MENTO CA 95825-0001 (State) (Zip) Table I - Non-Derivative Securities Acquired Execution Date, Individual Properties of Exercise Price of Security Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opti fany) A. If Amendment, Date of Origin 3. Date of Earliest Transaction (03/16/2009) 4. If Amendment, Date of Origin Transaction Date (Month/Day/Year) (Month/Day/Year) (Stock 3. Transaction Date (e.g., puts, calls, warrants, opti fany) Conversion Date (e.g., puts, calls, warrants, opti fany) (Month/Day/Year) A. Deemed Executive Securities Acquired, (e.g., puts, calls, warrants, opti fany) (Graph Price of Date of Exercise Price of Security) Date Of Conversion Date (or Exercise Price of Security) Date Of Conversion Date (or Exercise Price of Date of Origin Date (or Exercise Price of Date	MOLINA HEALTHCARI (First) (Middle) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUITE 440 MENTO CA 95825-0001 (State) (Zip) Table I - Non-Derivative Securities Acquired, Distension Date, If any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock 3. Date of Earliest Transaction (Month O3/16/2009) 4. If Amendment, Date of Original File Paramaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired, Distension Date, If any (Month/Day/Year) (e.g., puts, calls, warrants, options, Code (Instr. (Month/Day/Year)) 2. Transaction Code (Instr. (Month/Day/Year)) Stock Stock Stock January (Month/Day/Year) Stock January (Month/Day/Year) Stock January (Month/Day/Year) January (Month/Day/	MOLINA HEALTHCARE INC [N (First) (Middle) (First) (Middle) (Midd	MENTO CA Security (Instr. 3) Table I - Non-Derivative Securities Acquired, Disposed of, or Bengland Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Bengland Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Bengland Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Bengland Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Bengland Stock Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Bengland Stock Stock Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Bengland Stock Stock Stock Code (e.g., puts, calls, warrants, options, convertible Security (Instr. 3.4 and 5) Stock Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Bengland Stock Stock Stock Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Bengland Stock Stock	MOLINA HEALTHCARE INC [MOH] (First) (Middle) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUTTE 440 MENTO CA 95825-0001 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) Date (Month/Day/Year) A H. Amendment, Date of Original Filed (Month/Day/Year) Security (Instr. 3) Date (Month/Day/Year) A Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) Code V Amount (A) or Price of Original Filed (Month/Day/Year) Stock Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) Code V Amount (A) or Price of Original Filed (Month/Day/Year) Stock Stock Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities) A Date Exercisable and Original Filed (Month/Day/Year) A Date (e.g., puts, calls, warrants, options, convertible securities) Code (Instr. 3) A Date (e.g., puts, calls, warrants, options, convertible securities) Code (Instr. 3) A Date Exercisable and Original Filed (Month/Day/Year) A Date (e.g., puts, calls, warrants, options, convertible Securities) Code (Instr. 3) A Date Exercisable and Original Filed (Month/Day/Year) A D	MOLINA HEALTHCARE INC [MoH] (First) (Middle) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUITE 440 MENTO CA 95825-0001 (Siste) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially of Security (Instr. 3) 2. Transaction Date Date Date Date Date Date Date Date	MOLINA HEALTHCARE INC Mol Choket all application Convertible Con	MOLINA HEALTHCARE, INC. (First) (Middle) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUITE 440 MENTO CA 95825-0001 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) Z. Tarnasction (Month/Day/vear) (Month/Day/vear) (Month/Day/vear) Z. Tarnasction (Month/Day/vear) (MENTO CA 95825-0001 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Tennection (Month/Day/Year) (Month/	MOLINA HEALTHCARE INC [MOH] (First) (Modile) A HEALTHCARE, INC. IR OAKS BOULEVARD, SUITE 440 MENTO CA 95825-0001 (State) (Zep) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Person Read by None Reposing Person Form Read by None Reposing P	

- 1. Sale pursuant to the Rule 10b5-1 Trading Plan of the Reporting Person.
- 2. Represents the weighted average sale price of all sales on the Transaction Date. The range of prices for the transaction was \$20.33 to \$20.79. The Reporting Person undertakes to provide full information about the transaction to the Commissioner upon request.
- 3. The shares are owned by the Molina Siblings Trust, of which Mr. Molina is the trustee and certain immediate family members of Mr. Molina are the beneficiaries.
- 4. 15,600 of the shares were granted under the Issuer's 2002 Equity Incentive Plan on 3/1/2008. 3,900 of such shares vested on 3/1/2009, and the balance vest in one-third increments on 3/1/2011 and

3/1/2012. 15,600 of the shares were granted under the Issuer's 2002 Equity Incentive Plan on 3/1/2009 and vest in one-quarter increments on 3/1/2010, 3/1/2011, 3/1/2012 and 3/1/2013.

- 5. The shares are owned by Mr. Molina and his spouse as community property.
- 6. The shares are owned by the JCM GRAT 607/5, of which Mr. Molina is a beneficiary.
- 7. The shares are owned by the JCM GRAT 607/2, of which Mr. Molina is a beneficiary.
- 8. The shares are owned by the John C. Molina Remainder Trust I, of which Mr. Molina is the trustee and beneficiary.
- 9. The shares are owned by the M/T Molina Children's Education Trust, of which Mr. Molina is the trustee and certain immediate family members of Mr. Molina are the beneficiaries. 10. The options vest in one-fourth increments on each of 3/1/2008, 3/1/2009, 3/1/2010 and 3/1/2011.

Remarks:

/s/ John C. Molina, by Karen Calhoun, Attorney-in-Fact 03/16/2009

** Signature of Reporting Person Date

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 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.