SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPR	OVAL
OMB Number:	3235-0287
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hours per response:	0.5

1. Name and Addre	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>MOLINA HEALTHCARE INC</u> [MOH]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title v Other (specify
(Last) 3300 DOUGLA	(First) S BLVD., SU	(Middle) ITE 430	3. Date of Earliest Transaction (Month/Day/Year) 07/14/2010	below) Trustee of trust owners
(Street) ROSEVILLE	CA (State)	95661 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person

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)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Instr	1 (A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or Price		Transaction(s) (Instr. 3 and 4)		
Common Stock	07/14/2010		S ⁽¹⁾		30,000	D	\$29.6316 ⁽²⁾	1,783,957	D ⁽³⁾	
Common Stock								2,791,907	D ⁽⁴⁾	
Common Stock								200	D ⁽⁵⁾	
Common Stock								180,432	D ⁽⁶⁾	
Common Stock								1,000	D ⁽⁷⁾	
Common Stock								131,256	I	Trustee ⁽⁸⁾
Common Stock								131,256	I	Trustee ⁽⁹⁾
Common Stock								43,594	I	Trustee ⁽¹⁰⁾
Common Stock								8,768	I	Trustee ⁽¹¹⁾
Common Stock								128,149	I	Trustee ⁽¹²⁾
Common Stock								134,488	I	Trustee ⁽¹³⁾
Common Stock								178,767	I	Trustee ⁽¹⁴⁾
Common Stock								239,027	I	Trustee ⁽¹⁵⁾
Common Stock								331,866	I	Trustee ⁽¹⁶⁾
Common Stock								277,587	I	Trustee ⁽¹⁷⁾
Common Stock								300,000	I	Trustee ⁽¹⁸⁾
Common Stock								300,000	I	Trustee ⁽¹⁹⁾
Common Stock								300,000	I	Trustee ⁽²⁰⁾
Common Stock								400,000	I	Trustee ⁽²¹⁾
Common Stock								300,000	I	Trustee ⁽²²⁾
Common Stock								300,000	I	Trustee ⁽²³⁾
Common Stock								118,652	I	Trustee ⁽²⁴⁾
Common Stock								41,956	I	Trustee ⁽²⁵⁾

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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	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)

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		Та	ble II - Deriva	tive S	ecu	ritie	s Acq	uired, Dis , options,	posed of,	or Be	hêficiaii	y Owned			
				<u> </u>	—			Date	Expiration		of				
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date,	Code Trans	lction	⊢ of	Num (151) r	Expiration E		Amou		8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature of Indirect
Security (instr.3) ^e a <u>DENT</u>	or Exercise nophicipas of INPETIVATIVEL Security	(Month/Day/Year)* Reporting Person LIAM	if any (Month/Day/Year)	Code 8)	(Instr	Se Ac (A)	rivative curities quired or posed	(Month/Day/	'Year)	Secur Under Deriva Secur and 4)	lying itive ity (Instr. 3	Security (Instr. 5)	Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
(Last) 3300 DC	UGLAS BI	(First) LVD., SUITE 43	(Middle) 0			of (D) (Instr. 3, 4 and 5)		nstr. 3, 4			_	Transaction(s) (Instr. 4)			
(Street)					_										
(Street)		СА	95661					Date	Expiration		Amount or Number of				
(City)		(State)	(Zip)	Code	V	(A)	(D)	Exercisable	Date	Title	Shares				
	nd Address of RSEN CU	Reporting Person [*]													
(Last) 6218 EA	AST 6TH ST	(First) TREET	(Middle)												
(Street) LONG I	BEACH	CA	90803												
(City)		(State)	(Zip)												
		Reporting Person [*] NA LIVING	<u>TRUST</u>												
(Last) 3300 DC		(First) LVD., SUITE 43	(Middle) 0												
(Street) ROSEV	ILLE	CA	95661												
(City)		(State)	(Zip)												
		Reporting Person [*] ITAL TRUST													
(Last) 3300 DC		(First) LVD., SUITE 43	(Middle) 0												
(Street) ROSEV	ILLE	СА	95661		_										
(City)		(State)	(Zip)												

Explanation of Responses:

1. Sale pursuant to the Rule 10b5-1 Trading Plan of the Mary R Molina Living Trust.

2. Represents the weighted average sale price of all sales on the Transaction Date. The range of prices for the transactions was \$28.74 to \$30.30. The seller undertakes to provide full information about the transactions to the Commission upon request.

3. The shares are owned by the Mary R. Molina Living Trust, of which Mr. Dentino and Mr. Pedersen are co-trustees.

4. The shares are owned by the Molina Marital Trust, of which Mr. Dentino and Mr. Pedersen are co-trustees.

5. The shares are owned by Mr. Pedersen.

6. The shares are owned by the MRM GRAT 508/3, of which Mr. Dentino and Mr. Pedersen are co-trustees.

7. The shares are owned by Mr. Dentino.

8. The shares are owned by the MRM GRAT 905/7A, of which Mr. Dentino and Mr. Pedersen are co-trustees.

9. The shares are owned by the MRM GRAT 905/7B, of which Mr. Dentino and Mr. Pedersen are co-trustees.

10. The shares are owned by the MRM GRAT 1206/4, of which Mr. Dentino and Mr. Pedersen are co-trustees.

11. The shares are owned by the MRM GRAT 507/4, of which Mr. Dentino and Mr. Pedersen are co-trustees.

- 12. The shares are owned by the MRM GRAT 308/3, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 13. The shares are owned by the MRM GRAT 1108-2, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 14. The shares are owned by the MRM GRAT 1108-3, of which Mr. Dentino and Mr. Pedersen are co-trustees. 15. The shares are owned by the MRM GRAT 609-2, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 16. The shares are owned by the MRM GRAT 609-4, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 17. The shares are owned by the MRM GRAT 609-7, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 18. The shares are owned by the MRM GRAT 1209/2, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 19. The shares are owned by the MRM GRAT 1209/3, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 20. The shares are owned by the MRM GRAT 1209/4, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 21. The shares are owned by MRM GRAT 610/2, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 22. The shares are owned by MRM GRAT 610/4, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- 23. The shares are owned by MRM GRAT 610/5, of which Mr. Dentino and Mr. Pedersen are co-trustees.

24. The shares are owned by the Josephine M. Molina Trust (1995), of which Mr. Molina and Josephine M. Molina (formerly Battiste) are co-trustees.

25. The shares are owned by the Molina Children's Trust for Josephine M. Molina (1997), of which Mr. Dentino and Josephine M. Molina (formerly Battiste) are co-trustees.

Remarks:

Mr. Dentino, Mr. Pedersen, the Mary R. Molina Living Trust and the Molina Marital Trust previously reported individually.

<u>William Dentino, by Karen</u> <u>Calhoun, Attorney-In-Fact</u>	07/16/2010
<u>Curtis Pedersen, by Karen</u> <u>Calhoun, Attorney-In-Fact</u>	07/16/2010
William Dentino and Curtis Pedersen, Co-Trustees of the Mary R Molina Living Trust, by Karen Calhoun, Attorney- In-Fact	<u>07/16/2010</u>
<u>William Dentino and Curtis</u> <u>Pedersen, Co-Trustees of the</u> <u>Molina Marital Trust, by Karen</u> <u>Calhoun, Attorney-In-Fact</u>	<u>07/16/2010</u>
** 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.

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