FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

vvasiiiių	Jion, D.C	. 20049

STATEMENT	OF CI	ANICES	IN RENE	ELCIAI	OWNERS	CHI
	OI CI	IANOLS	IIA DEIAL		CANIATIO	,, ,,,

- 1		
	OMB Number:	3235-0287
	Estimated average bure	den
	hours per response:	0.5

OMB APPROVAL

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

Name and Address of Reporting Person* MOLINA JOHN C					2. Issuer Name and Ticker or Trading Symbol MOLINA HEALTHCARE INC [MOH]								(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (size title Check (specify)					
A HEALTH	CARE, INC.	. ,)		3. Date of Earliest Transaction (Month/Day/Year)									-	X r-Mol	below)			
(Street) SACRAMENTO CA 95825-0001				4. II	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting					
(St	•																		
1. Title of Security (Instr. 3) 2. Tran		2. Transa Date	action 2A. Deemed Execution Date if any		med on Date,	3. Transaction Code (Instr.		4. Securities Acquired (A)			A) or	or 5. Amount of Securities Beneficially Owned Followi		Form: Dire (D) or Indi	: Direct Indirect str. 4)	. Nature f Indirect eneficial Ownership			
								Code	v	Amount (A) or (D)		() or ()	Price				ľ	Instr. 4)	
Stock			05/27	/200	8			J ⁽¹⁾		375,00	00	D	\$0	2,95	1,136		I	Trustee of Family Trust ⁽²⁾	
Stock			05/27	/200	8			J ⁽¹⁾		125,0	00	A	\$0	696	,413		D		
Stock														38,	806		I	Frustee of Family Frust ⁽³⁾	
Stock														23,	036]	D ⁽⁴⁾		
Stock														20,	000		I	Trustee of Family Trust ⁽⁵⁾	
Stock														30,	000		I	Trustee of Family Trust ⁽⁶⁾	
Stock														50,	394		I	Trustee of Family Trust ⁽⁷⁾	
	7													Owned					
L. Title of 2. Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any		ransa ode (I	ansaction of ode (Instr. Derivative		rative (final control	Expiration Date (Month/Day/Year)		of Securi Underlyi Derivativ		urities ying tive Sec	curity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	is Silly	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
			c	ode	v	(A)					Title	or Nu of	mber						
\$31.32							C	3/01/2008	(8) 0	3/01/2017			5,000		36,000	0	D		
	(Fi A HEALTH IR OAKS E MENTO CA (SI Security (Inst Stock	(First) A HEALTHCARE, INC. TR OAKS BOULEVARD, S MENTO CA (State) Tab Security (Instr. 3) Stock Stock	(First) (Middle) A HEALTHCARE, INC. AR OAKS BOULEVARD, SUITE 440 MENTO CA 95825-000 (State) (Zip) Table I - Nor Security (Instr. 3) Stock \$31.32	A HEALTHCARE, INC. ROAKS BOULEVARD, SUITE 440 MENTO CA Security (Instr. 3) Table I - Non-Derivate (Month/D) Stock Stock Stock Table II - Derivate (e.g., price of Derivative Security) MENTO CA Stock Sto	Majohn C (First) (Middle) 3. t (Middle) (Mi	MOLJ	(First) (Middle) A HEALTHCARE, INC. R OAKS BOULEVARD, SUITE 440 Table I - Non-Derivative Securitie (Month/Day/Year) Stock Stock Table II - Derivative Securitie (e.g., puts, calls, was price of Exercise (Month/Day/Year) Price of Exercise Price of Perivative Security Stock Table II - Derivative Securitie (e.g., puts, calls, was price of Exercise (Month/Day/Year) A HEALTHCARE, INC. Table II - Derivative Securitie (e.g., puts, calls, was price of Exercise (Month/Day/Year) A HEALTHCARE, INC. Table II - Derivative Securitie (e.g., puts, calls, was price of Exercise Price of Exercise (Month/Day/Year) Stock Table II - Derivative Securitie (e.g., puts, calls, was price of Exercise (Month/Day/Year) Conversion Date (month/Day/Year) MOLINA 3 3. Date of Earlie 05/27/2008 4. If Amendment Execution Securities (Month/Day/Year) A Derivative Securities (e.g., puts, calls, was price of Exercise of Exercise (e.g., puts, calls, was price of Office (Instr. (A) Office (Ins	(First) (Middle) A HEALTHCARE, INC. A ROAKS BOULEVARD, SUITE 440 Table I - Non-Derivative Securities Act (Month/Day/Year) Stock Table II - Derivative Securities Acquered (e.g., puts, calls, warrants, or Exercise Price of Derivative Security (Month/Day/Year) Table II - Derivative Securities Acquered (e.g., puts, calls, warrants, or Exercise Month/Day/Year) A J. Transaction Date (e.g., puts, calls, warrants, or Exercise Month/Day/Year) A J. Transaction Date (e.g., puts, calls, warrants, or Exercise Month/Day/Year) A J. Transaction Date (e.g., puts, calls, warrants, or Exercise Month/Day/Year) A J. Transaction Date (e.g., puts, calls, warrants, or Exercise Month/Day/Year) A J. Transaction Date (e.g., puts, calls, warrants, or Exercise Month/Day/Year) A J. Transaction Date (e.g., puts, calls, warrants, or Date (e	MENTO CA Security (Instr. 3) Table I - Non-Derivative Securities Acquired, Execution Date (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Stock Table II - Derivative Securities Acquired, Execution Date (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Execution Date (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Execution Date (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Execution Date (e.g., puts, calls, warrants, option Code (Instr. 3, 4) Table II - Derivative Securities Acquired, Execution Date (e.g., puts, calls, warrants, option Code (Instr. 3, 4) Code V (A) (D) Date Exercisable States (Code (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Code V (A) (D) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Instr. 3, 4) Stock (Instr. 3, 4) Date Exercisable States (Ins	MOLINA HEALTHCARE (First) (Middle) (First) (Middle) (Mid	MOLINA HEALTHCARE INC. (First) (Middle) MEATTHCARE, INC. ROAKS BOULEVARD, SUITE 440 MENTO CA 95825-0001 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock 05/27/2008 J(1) 125,0(Stock Table II - Derivative Securities Acquired, Disposed of Execution Date, Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of Code (nstr. 8) Stock Stock Table II - Derivative Securities Acquired, Disposed of Code (nstr. 9) Stock Stock Table II - Derivative Securities Acquired, Disposed of Code (nstr. 9) Stock Stock Stock Table II - Derivative Securities Acquired, Disposed of Code (nstr. 9) Gode v Amount Code v Amount Amount Stock Stock Stock Stock Table II - Derivative Securities Acquired, Disposed of Code (nstr. 9) Gode v Amount Code v Amount Cod	MOLINA HEALTHCARE INC [Moldle] A HEALTHCARE, INC. R OAKS BOULEVARD, SUITE 440 MENTO CA 95825-0001 Security (Instr. 3) Date of Earliest Transaction (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Instruction Date (Month/Day/Year) Stock 05/27/2008 Table II - Derivative Securities Acquired, Disposed of, or Instruction Date (Month/Day/Year) Stock 05/27/2008 Table II - Derivative Securities Acquired, Disposed of, or Instruction Date (Month/Day/Year) A find mendment, Date of Ortiginal Filled (Month/Day/Year) 2	MOLINA HEALTHCARE INC [MoH] NEALTHCARE, INC. ROAKS BOULEVARD, SUITE 440 MENTO CA 95825-0001 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic (Month/Day/Year) Part (Month/Day/Year) Stock 05/27/2008	MOLINA HEALTHCARE INC [MoH] (Che Che C	MOLINA HEALTHCARE INC Month/Day/Year Substitution Date of Original Filed (Month/Day/Year) CFO/Trustee Date of Original Filed (Mont	MOLINA HEALTHCARE INC MOH	MOLINA HEALTHCARE INC MOH Models Models	MOLINA HEALTHCARE INC. Molina Check all applicables Detector X 10% ox Check all applicables X Detector X 00% ox Check all applicables X Detector X Detecto	

- 1. Transfer without consideration from Molina Siblings Trust to J. Mario Molina, M.D., M. Martha Bernadett, M.D. and John C. Molina.
- 2. 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.
- 3. The shares are owned by the John C. Molina Remainder Trust I, of which Mr. Molina is the trustee and beneficiary.
- 4. The shares are owned by Mr. Molina and his spouse as community property. 15,600 of the shares were granted under the issuer's 2002 Equity Incentive Plan. The shares vest in one-quarter increments on 3/1/2009, 3/1/2011, and 3/1/2012.

- 5. The shares are owned by the JCM GRAT 607/5, of which Mr. Molina is a beneficiary.
- 6. The shares are owned by the JCM GRAT 607/2, of which Mr. Molina is a beneficiary.
- 7. 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.
- 8. 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

05/29/2008

** 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.