

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>DENTINO WILLIAM</u> (Last) (First) (Middle) 3300 DOUGLAS BLVD., SUITE 430 (Street) ROSEVILLE CA 95661 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MOLINA HEALTHCARE INC [MOH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Trustee of trust owners</u>
	3. Date of Earliest Transaction (Month/Day/Year) 12/29/2010	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/29/2010		G	V	7,020	D	\$0.00 ⁽¹⁾	1,770,434 ⁽²⁾	D ⁽³⁾	
Common Stock								2,726,907	D ⁽⁴⁾	
Common Stock								200	D ⁽⁵⁾	
Common Stock								180,432	D ⁽⁶⁾	
Common Stock								1,000	D ⁽⁷⁾	
Common Stock								75,302	I	Trustee ⁽⁸⁾
Common Stock								75,302	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								18,070	I	Trustee ⁽¹³⁾
Common Stock								107,060	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								180,682 ⁽¹⁸⁾	I	Trustee ⁽¹⁹⁾
Common Stock								226,582 ⁽²⁰⁾	I	Trustee ⁽²¹⁾
Common Stock								249,272 ⁽²²⁾	I	Trustee ⁽²³⁾
Common Stock								400,000	I	Trustee ⁽²⁴⁾
Common Stock								300,000	I	Trustee ⁽²⁵⁾
Common Stock								300,000	I	Trustee ⁽²⁶⁾
Common Stock								400,000	I	Trustee ⁽²⁷⁾
Common Stock								118,652	I	Trustee ⁽²⁸⁾
Common Stock								41,956	I	Trustee ⁽²⁹⁾

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)
--	--	--------------------------------------	--	--------------------------------	--	--	---	--	--	---	--

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative (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)	Code (Instr. 8)	V	6A. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6B. Date of Acquisition or Disposition (Month/Day/Year)	6C. Exercise or Conversion Date (Month/Day/Year)	6D. Expiration Date (Month/Day/Year)	7. Title of Underlying 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)
DENTINO WILLIAM														
(Last)		(First)												
3300 DOUGLAS BLVD., SUITE 430														
(Street)														
ROSEVILLE	CA		95661	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
(City)	(State)	(Zip)												

1. Name and Address of Reporting Person*

[PEDERSEN CURTIS](#)

(Last) (First) (Middle)

6218 EAST 6TH STREET

(Street)

LONG BEACH CA 90803

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[MARY R MOLINA LIVING TRUST](#)

(Last) (First) (Middle)

3300 DOUGLAS BLVD., SUITE 430

(Street)

ROSEVILLE CA 95661

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[MOLINA MARITAL TRUST](#)

(Last) (First) (Middle)

3300 DOUGLAS BLVD., SUITE 430

(Street)

ROSEVILLE CA 95661

(City) (State) (Zip)

Explanation of Responses:

- Price not applicable to a gift.
- Includes an aggregate of 243,464 shares previously transferred from MRM GRAT 1209/2, MRM GRAT 1209/3 and MRM GRAT 1209/4 in non-reportable transactions. Excludes an aggregate of 400,000 shares previously transferred to MRM GRAT 1210/4 in a non-reportable transaction.
- The shares are owned by the Mary R. Molina Living Trust, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the Molina Marital Trust, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by Mr. Pedersen.
- The shares are owned by the MRM GRAT 508/3, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by Mr. Dentino.
- The shares are owned by the MRM GRAT 905/7A, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the MRM GRAT 905/7B, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the MRM GRAT 1206/4, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the MRM GRAT 507/4, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the MRM GRAT 308/3, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the MRM GRAT 1108-2, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the MRM GRAT 1108-3, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the MRM GRAT 609-2, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the MRM GRAT 609-4, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- The shares are owned by the MRM GRAT 609-7, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- Excludes 119,318 shares previously transferred to the Mary R. Molina Living Trust in a non-reportable transaction.
- The shares are owned by the MRM GRAT 1209/2, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- Excludes 73,418 shares previously transferred to the Mary R. Molina Living Trust in a non-reportable transaction.
- The shares are owned by the MRM GRAT 1209/3, of which Mr. Dentino and Mr. Pedersen are co-trustees.
- Excludes 50,728 shares previously transferred to the Mary R. Molina Living Trust in a non-reportable transaction.
- The shares are owned by the MRM GRAT 1209/4, of which Mr. Dentino and Mr. Pedersen are co-trustees.

24. The shares are owned by MRM GRAT 610/2, of which Mr. Dentino and Mr. Pedersen are co-trustees.
25. The shares are owned by MRM GRAT 610/4, of which Mr. Dentino and Mr. Pedersen are co-trustees.
26. The shares are owned by MRM GRAT 610/5, of which Mr. Dentino and Mr. Pedersen are co-trustees.
27. The shares are owned by MRM GRAT 1210/4, of which Mr. Dentino and Mr. Pedersen are co-trustees.
28. The shares are owned by the Josephine M. Molina Trust (1995), of which Mr. Dentino and Josephine M. Molina (formerly Battiste) are co-trustees. The co-trustee with Ms. Molina was previously reported in error as Mr. Molina.
29. 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.

[William Dentino, by Karen Calhoun, Attorney-In-Fact](#) [12/30/2010](#)

[Curtis Pedersen, by Karen Calhoun, Attorney-In-Fact](#) [12/30/2010](#)

[William Dentino and Curtis Pedersen, Co-Trustees of the Mary R Molina Living Trust, by Karen Calhoun, Attorney-In-Fact](#) [12/30/2010](#)

[William Dentino and Curtis Pedersen, Co-Trustees of the Molina Marital Trust, by Karen Calhoun, Attorney-In-Fact](#) [12/30/2010](#)

** 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.