

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|--------------------------------------------------------------------------------------|---------------------------------------------|-----------------------|---------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Molina Information Systems, LLC | | 05/28/2010 | LIMITED LIABILITY COMPANY: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | Bank of America | | |
| Street Address: | 1455 Market Street | | |
| City: | San Francisco | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94103 | | |
| Entity Type: | National Banking Association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 77848449 | HEALTH PAS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (704)805-5069 | | |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | | |
| Phone: | 7043432042 | | |
| Email: | jhunter@mcguirewoods.com | | |
| Correspondent Name: | Jayne Conway Hunter | | |
| Address Line 1: | 201 North Tryon Street | | |
| Address Line 4: | Charlotte, NORTH CAROLINA 28202 | | |
| ATTORNEY DOCKET NUMBER: | BOFAMOLINA | | |
| NAME OF SUBMITTER: | Jayne Conway Hunter | | |
| Signature: | /Jayne Conway Hunter/ | | |
| Date: | 06/04/2010 | | |

OP \$40.00 77848449

Total Attachments: 3

source=SI OF MIS TM AND PAT#page1.tif

source=SI OF MIS TM AND PAT#page2.tif

source=SI OF MIS TM AND PAT#page3.tif


**GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS**

WHEREAS, Molina Information Systems, LLC (the "Pledgor") is the owner of the trademark application in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (the trademark application hereinafter the Trademarks) and is the owner of the patent application in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (the "Patent"); and

WHEREAS, the Pledgor has entered into a Joinder Agreement (as amended, modified, restated or supplemented from time to time, the "Joinder Agreement"), dated as of May 28, 2010, in which the Pledgor has agreed with Bank of America, a National Banking Association, with offices at 1455 Market Street, San Francisco, California, 94103 (the "Secured Party"), to execute this Grant of Security Interest;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Joinder Agreement), the Pledgor does hereby grant to the Secured Party a security interest in all its right, title and interest in and to the Trademarks and the Patent, and the use thereof, together with all proceeds and products thereof and the goodwill of the business symbolized by the Trademarks. This Security Grant has been given in conjunction with the interest granted to the Secured Party under the Joinder Agreement, and the provisions of this Security Grant are without prejudice and in addition to the Joinder Agreement, which are incorporated herein by this reference.

MOLINA INFORMATION SYSTEMS, LLC

By: 
John C. Molina
Title: Chief Financial Officer

Date: May 28, 2010

SCHEDULE A

Trademark

HEALTH PAS – Serial No. 77/848449

SCHEDULE B

Patent

Industry Standards Modeling System – Application No. 61/232950