

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 Healthcare, Inc.		05/28/2010	CORPORATION: 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: 5			
Property Type	Number	Word Mark	
Registration Number:	3752296	MOLINA MEDICARE OPTIONS	
Registration Number:	3752295	MOLINA MEDICARE OPTIONS PLUS	
Registration Number:	3752294	MOLINA MEDICARE	
Registration Number:	3694941	MOLINA MEDICAL	
Registration Number:	3361353	BOOK BUDDIES	
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:	BOFA MOLINA		

OP \$140.00 3752296

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**TRADEMARK
 REEL: 004218 FRAME: 0371**

NAME OF SUBMITTER:	Jayne Conway Hunter
Signature:	/Jayne Conway Hunter/
Date:	06/04/2010
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GRANT OF SECURITY INTEREST
IN TRADEMARKS

WHEREAS, Molina Healthcare, Inc.(the "Pledgor") is the owner of the trademark applications and registrations in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (the trademark applications and registrations collectively "the Trademarks"); and

WHEREAS, the Pledgor has entered into a Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of March 9, 2005, 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 Security 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 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 Security Agreement, and the provisions of this Security Grant are without prejudice and in addition to the Security Agreement, which are incorporated herein by this reference.

MOLINA HEALTHCARE, INC.

By 

John C. Molina

Title: Chief Financial Officer

Date: May 28, 2010

SCHEDULE A

Trademarks

MOLINA MEDICARE OPTIONS – Serial No. 77800733, Registration No. 3752296

MOLINA MEDICARE OPTIONS PLUS – Serial No. 77800711, Registration No. 3752295

MOLINA MEDICARE – Serial No. 77800698, Registration No. 3752294

MOLINA MEDICAL – Serial No. 77577698, Registration No. 3694941

BOOK BUDDIES – Serial No. 77036255, Registration No. 3361353