



HEALTH QUARTERLY STATEMENT

As of June 30, 2011
of the Condition and Affairs of the

Molina Healthcare of Ohio, Inc.

NAIC Group Code.....1531, 1531
(Current Period) (Prior Period)

NAIC Company Code..... 12334

Employer's ID Number..... 20-0750134

Organized under the Laws of OH

State of Domicile or Port of Entry OH

Country of Domicile US

Licensed as Business Type Health Maintenance Organization

Is HMO Federally Qualified? Yes [] No [X]

Incorporated/Organized..... November 19, 2003

Commenced Business..... October 24, 2005

Statutory Home Office

8101 North High Street, Suite 180..... Columbus OH 43235
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office

8101 North High Street, Suite 180..... Columbus OH 43235
(Street and Number) (City or Town, State and Zip Code)

614-781-4300
(Area Code) (Telephone Number)

Mail Address

8101 North High Street, Suite 180..... Columbus OH 43235
(Street and Number or P. O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records

8101 North High Street, Suite 180..... Columbus OH 43235
(Street and Number) (City or Town, State and Zip Code)

614-781-4300
(Area Code) (Telephone Number)

Internet Web Site Address

www.molinahealthcare.com

Statutory Statement Contact

Matthew Carter Schueren
(Name)
matthew.schueren@molinahealthcare.com
(E-Mail Address)

614-781-4300
(Area Code) (Telephone Number) (Extension)
614-781-1410
(Fax Number)

OFFICERS

Name	Title	Name	Title
1. Amy Schultz Clubbs #	President	2. Matthew Carter Schueren	Chief Financial Officer
3. Jeffrey Don Barlow	Secretary	4.	

OTHER

DIRECTORS OR TRUSTEES

Amy Schultz Clubbs #	Teri Daly Lauenstein #	James Dwight Forshee MD
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State of..... Ohio
County of..... Franklin

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

(Signature)	(Signature)	(Signature)
Amy Schultz Clubbs	Matthew Carter Schueren	Jeffrey Don Barlow
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
President	Chief Financial Officer	Secretary
(Title)	(Title)	(Title)

Subscribed and sworn to before me

a. Is this an original filing? Yes [X] No []

This day of

b. If no: 1. State the amendment number

2. Date filed

3. Number of pages attached

ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1. Bonds.....	61,188,274		61,188,274	64,410,108
2. Stocks:				
2.1 Preferred stocks.....			0	
2.2 Common stocks.....			0	
3. Mortgage loans on real estate:				
3.1 First liens.....			0	
3.2 Other than first liens.....			0	
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....			0	
4.2 Properties held for the production of income (less \$.....0 encumbrances).....			0	
4.3 Properties held for sale (less \$.....0 encumbrances).....			0	
5. Cash (\$.....(3,709,447)), cash equivalents (\$.....17,771,573) and short-term investments (\$.....63,392,376).....	77,454,502		77,454,502	104,543,746
6. Contract loans (including \$.....0 premium notes).....			0	
7. Derivatives.....			0	
8. Other invested assets.....			0	
9. Receivables for securities.....			0	
10. Securities lending reinvested collateral assets.....			0	
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	138,642,776	0	138,642,776	168,953,854
13. Title plants less \$.....0 charged off (for Title insurers only).....			0	
14. Investment income due and accrued.....	813,099		813,099	810,441
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	7,195,620		7,195,620	8,082,533
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....			0	
15.3 Accrued retrospective premiums.....	6,209		6,209	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	129,381		129,381	483,606
16.2 Funds held by or deposited with reinsured companies.....			0	
16.3 Other amounts receivable under reinsurance contracts.....			0	
17. Amounts receivable relating to uninsured plans.....	114,385		114,385	
18.1 Current federal and foreign income tax recoverable and interest thereon.....	5,402,381		5,402,381	
18.2 Net deferred tax asset.....	1,121,176	277,820	843,356	854,306
19. Guaranty funds receivable or on deposit.....			0	
20. Electronic data processing equipment and software.....	10,819		10,819	15,466
21. Furniture and equipment, including health care delivery assets (\$.....0).....	531,413	531,413	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates.....			0	
23. Receivables from parent, subsidiaries and affiliates.....			0	
24. Health care (\$.....11,946,461) and other amounts receivable.....	11,953,941	5,956	11,947,985	13,057,180
25. Aggregate write-ins for other than invested assets.....	35,094	35,094	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	165,956,294	850,283	165,106,011	192,257,386
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
28. Total (Lines 26 and 27).....	165,956,294	850,283	165,106,011	192,257,386

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0	0
2501. Prepaid Expenses.....	35,094	35,094	0	
2502.			0	
2503.			0	
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	35,094	35,094	0	0

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$.....0 reinsurance ceded).....	53,325,613		53,325,613	61,013,754
2. Accrued medical incentive pool and bonus amounts.....			0	
3. Unpaid claims adjustment expenses.....	880,634		880,634	1,006,487
4. Aggregate health policy reserves.....			0	
5. Aggregate life policy reserves.....			0	
6. Property/casualty unearned premium reserve.....			0	
7. Aggregate health claim reserves.....			0	
8. Premiums received in advance.....			0	
9. General expenses due or accrued.....	12,840,678		12,840,678	15,638,183
10.1 Current federal and foreign income tax payable and interest thereon (including \$.....0 on realized gains (losses)).....			0	5,444,742
10.2 Net deferred tax liability.....			0	
11. Ceded reinsurance premiums payable.....			0	
12. Amounts withheld or retained for the account of others.....			0	
13. Remittances and items not allocated.....			0	
14. Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current).....			0	
15. Amounts due to parent, subsidiaries and affiliates.....	332,189		332,189	205,167
16. Derivatives.....			0	
17. Payable for securities.....			0	
18. Payable for securities lending.....			0	
19. Funds held under reinsurance treaties with (\$.....0 authorized reinsurers and \$.....0 unauthorized reinsurers).....			0	
20. Reinsurance in unauthorized companies.....			0	
21. Net adjustments in assets and liabilities due to foreign exchange rates.....			0	
22. Liability for amounts held under uninsured plans.....			0	
23. Aggregate write-ins for other liabilities (including \$.....0 current).....	2,380,990	0	2,380,990	10,010,417
24. Total liabilities (Lines 1 to 23).....	69,760,104	0	69,760,104	93,318,750
25. Aggregate write-ins for special surplus funds.....	XXX	XXX	0	0
26. Common capital stock.....	XXX	XXX	1,500	1,500
27. Preferred capital stock.....	XXX	XXX		
28. Gross paid in and contributed surplus.....	XXX	XXX	53,888,500	82,888,500
29. Surplus notes.....	XXX	XXX		
30. Aggregate write-ins for other than special surplus funds.....	XXX	XXX	0	0
31. Unassigned funds (surplus).....	XXX	XXX	41,455,907	16,048,636
32. Less treasury stock, at cost:				
32.1 .....0.000 shares common (value included in Line 26 \$.....0).....	XXX	XXX		
32.2 .....0.000 shares preferred (value included in Line 27 \$.....0).....	XXX	XXX		
33. Total capital and surplus (Lines 25 to 31 minus Line 32).....	XXX	XXX	95,345,907	98,938,636
34. Total liabilities, capital and surplus (Lines 24 and 33).....	XXX	XXX	165,106,011	192,257,386

DETAILS OF WRITE-INS

2301. Amounts Due to State.....	2,380,990		2,380,990	10,010,417
2302.			0	
2303.			0	
2398. Summary of remaining write-ins for Line 23 from overflow page.....	0	0	0	0
2399. Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above).....	2,380,990	0	2,380,990	10,010,417
2501.				
2502.				
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page.....	XXX	XXX	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	XXX	XXX	0	0
3001.				
3002.				
3003.				
3098. Summary of remaining write-ins for Line 30 from overflow page.....	XXX	XXX	0	0
3099. Totals (Lines 3001 thru 3003 plus 3098) (Line 30 above).....	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member months.....	XXX.....	1,473,431	1,367,473	2,816,880
2. Net premium income (including \$.....0 non-health premium income).....	XXX.....	456,713,775	429,889,188	865,962,971
3. Change in unearned premium reserves and reserve for rate credits.....	XXX.....			
4. Fee-for-service (net of \$.....0 medical expenses).....	XXX.....			
5. Risk revenue.....	XXX.....			
6. Aggregate write-ins for other health care related revenues.....	XXX.....	2,621,518	0	(8,014,660)
7. Aggregate write-ins for other non-health revenues.....	XXX.....	0	0	0
8. Total revenues (Lines 2 to 7).....	XXX.....	459,335,293	429,889,188	857,948,311
Hospital and Medical:				
9. Hospital/medical benefits.....		257,101,372	250,864,054	500,214,369
10. Other professional services.....		42,215,525	42,098,783	83,307,527
11. Outside referrals.....				
12. Emergency room and out-of-area.....		40,538,406	33,381,163	67,759,027
13. Prescription drugs.....		1,422,189	11,921,116	13,079,801
14. Aggregate write-ins for other hospital and medical.....	0	1,790,045	1,388,812	3,163,173
15. Incentive pool, withhold adjustments and bonus amounts.....				
16. Subtotal (Lines 9 to 15).....	0	343,067,537	339,653,928	667,523,897
Less:				
17. Net reinsurance recoveries.....		727,613	885,734	3,092,464
18. Total hospital and medical (Lines 16 minus 17).....	0	342,339,924	338,768,194	664,431,433
19. Non-health claims (net).....				
20. Claims adjustment expenses, including \$.....9,361,830 cost containment expenses.....		11,437,367	11,422,215	21,588,156
21. General administrative expenses.....		67,620,956	60,218,612	121,828,258
22. Increase in reserves for life and accident and health contracts (including \$.....0 increase in reserves for life only).....				
23. Total underwriting deductions (Lines 18 through 22).....	0	421,398,247	410,409,021	807,847,847
24. Net underwriting gain or (loss) (Lines 8 minus 23).....	XXX.....	37,937,046	19,480,167	50,100,464
25. Net investment income earned.....		578,861	433,377	941,103
26. Net realized capital gains (losses) less capital gains tax of \$.....0.....			(1,954)	(2,162)
27. Net investment gains or (losses) (Lines 25 plus 26).....	0	578,861	431,423	938,941
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$.....0) (amount charged off \$.....0)].....				
29. Aggregate write-ins for other income or expenses.....	0	0	0	0
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29).....	XXX.....	38,515,907	19,911,590	51,039,405
31. Federal and foreign income taxes incurred.....	XXX.....	13,404,823	1,617,512	13,117,472
32. Net income (loss) (Lines 30 minus 31).....	XXX.....	25,111,084	18,294,078	37,921,933

DETAILS OF WRITE-INS

0601. Performance Revenue.....	XXX.....	2,621,518		(8,014,660)
0602.	XXX.....			
0603.	XXX.....			
0698. Summary of remaining write-ins for Line 6 from overflow page.....	XXX.....	0	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above).....	XXX.....	2,621,518	0	(8,014,660)
0701.	XXX.....			
0702.	XXX.....			
0703.	XXX.....			
0798. Summary of remaining write-ins for Line 7 from overflow page.....	XXX.....	0	0	0
0799. Totals (Lines 0701 thru 0703 plus 0798) (Line 7 above).....	XXX.....	0	0	0
1401. Transportation Costs.....		1,790,045	1,388,812	3,163,173
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page.....	0	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	0	1,790,045	1,388,812	3,163,173
2901. Regulatory Fees & Penalties.....				
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page.....	0	0	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	0	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

CAPITAL AND SURPLUS ACCOUNT	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
33. Capital and surplus prior reporting year.....	98,938,636	73,595,561	73,595,561
34. Net income or (loss) from Line 32.....	25,111,084	18,294,078	37,921,933
35. Change in valuation basis of aggregate policy and claim reserves.....			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$.0.....	110,412		(110,412)
37. Change in net unrealized foreign exchange capital gain or (loss).....			
38. Change in net deferred income tax.....	(153,550)	(5,325,573)	(5,127,924)
39. Change in nonadmitted assets.....	339,325	(114,915)	659,478
40. Change in unauthorized reinsurance.....			
41. Change in treasury stock.....			
42. Change in surplus notes.....			
43. Cumulative effect of changes in accounting principles.....			
44. Capital changes:			
44.1 Paid in.....			
44.2 Transferred from surplus (Stock Dividend).....			
44.3 Transferred to surplus.....			
45. Surplus adjustments:			
45.1 Paid in.....			(8,000,000)
45.2 Transferred to capital (Stock Dividend).....			
45.3 Transferred from capital.....			
46. Dividends to stockholders.....	(29,000,000)		
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0	0
48. Net change in capital and surplus (Lines 34 to 47).....	(3,592,729)	12,853,590	25,343,075
49. Capital and surplus end of reporting period (Line 33 plus 48).....	95,345,907	86,449,151	98,938,636

DETAILS OF WRITE-INS

4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0	0
4799. Totals (Lines 4701 thru 4703 plus 4798) (Line 47 above).....	0	0	0

CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance.....	457,594,479	348,123,934	784,260,335
2. Net investment income.....	1,260,987	547,271	974,380
3. Miscellaneous income.....	2,621,518		(8,014,660)
4. Total (Lines 1 through 3).....	461,476,984	348,671,205	777,220,055
5. Benefit and loss related payments.....	349,673,840	334,828,079	662,479,123
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
7. Commissions, expenses paid and aggregate write-ins for deductions.....	89,725,493	63,631,275	124,259,412
8. Dividends paid to policyholders.....			
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	24,251,946	4,380,000	5,824,782
10. Total (Lines 5 through 9).....	463,651,279	402,839,354	792,563,317
11. Net cash from operations (Line 4 minus Line 10).....	(2,174,295)	(54,168,149)	(15,343,262)
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	10,201,000	4,295,000	7,245,000
12.2 Stocks.....	5,096,530		
12.3 Mortgage loans.....			
12.4 Real estate.....			
12.5 Other invested assets.....			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....			(208)
12.7 Miscellaneous proceeds.....			
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	15,297,530	4,295,000	7,244,792
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	7,663,949	5,870,620	39,116,754
13.2 Stocks.....	5,096,530		
13.3 Mortgage loans.....			
13.4 Real estate.....			
13.5 Other invested assets.....			
13.6 Miscellaneous applications.....			
13.7 Total investments acquired (Lines 13.1 to 13.6).....	12,760,479	5,870,620	39,116,754
14. Net increase (decrease) in contract loans and premium notes.....			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	2,537,051	(1,575,620)	(31,871,962)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes.....			
16.2 Capital and paid in surplus, less treasury stock.....			(8,000,000)
16.3 Borrowed funds.....			
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....			
16.5 Dividends to stockholders.....	29,000,000		
16.6 Other cash provided (applied).....	1,548,000	9,522,941	11,708,826
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	(27,452,000)	9,522,941	3,708,826
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	(27,089,244)	(46,220,828)	(43,506,398)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	104,543,745	148,050,143	148,050,143
19.2 End of period (Line 18 plus Line 19.1).....	77,454,501	101,829,315	104,543,745

Note: Supplemental disclosures of cash flow information for non-cash transactions:

20.0001			
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EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at End of:										
1. Prior Year.....	244,942							54	244,888	
2. First Quarter.....	247,408							127	247,281	
3. Second Quarter.....	245,319							141	245,178	
4. Third Quarter.....	0									
5. Current Year.....	0									
6. Current Year Member Months.....	1,473,431							779	1,472,652	
Total Member Ambulatory Encounters for Period:										
7. Physician.....	640,393							516	639,877	
8. Non-Physician.....	671,364							471	670,893	
9. Total.....	1,311,757	0	0	0	0	0	0	987	1,310,770	0
10. Hospital Patient Days Incurred.....	53,452							50	53,402	
11. Number of Inpatient Admissions.....	12,069							7	12,062	
12. Health Premiums Written (a).....	461,213,445							896,050	460,317,395	
13. Life Premiums Direct.....	0									
14. Property/Casualty Premiums Written.....	0									
15. Health Premiums Earned.....	461,213,445							896,050	460,317,395	
16. Property/Casualty Premiums Earned.....	0									
17. Amount Paid for Provision of Health Care Services.....	349,673,840							651,703	349,022,137	
18. Amount Incurred for Provision of Health Care Services.....	343,067,537							805,181	342,262,356	

(a) For health premiums written: Amount of Medicare Title XVIII exempt from state taxes or fees \$.0.

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

Aging Analysis of Unpaid Claims

1	2	3	4	5	6	7
Account	1 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	Over 120 Days	Total
Claims Unpaid (Reported)						
0399999. Aggregate Accounts Not Individually Listed-Covered.....	13,889,027	15,820				13,904,847
0499999. Subtotals.....	13,889,027	15,820	0	0	0	13,904,847
0599999. Unreported Claims and Other Claim Reserves.....						31,246,794
0699999. Total Amounts Withheld.....						8,173,972
0799999. Total Claims Unpaid.....						53,325,613

UNDERWRITING AND INVESTMENT EXHIBIT

Analysis of Claims Unpaid - Prior Year - Net of Reinsurance

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid December 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical).....					0	
2. Medicare Supplement.....					0	
3. Dental only.....					0	
4. Vision only.....					0	
5. Federal Employees Health Benefits Plan.....					0	
6. Title XVIII - Medicare.....	51,016	421,867	6,336	257,633	57,352	113,597
7. Title XIX - Medicaid.....	52,656,201	309,568,158	(527,545)	53,589,188	52,128,656	60,900,156
8. Other health.....					0	
9. Health subtotal (Lines 1 to 8).....	52,707,217	309,990,025	(521,209)	53,846,821	52,186,008	61,013,753
10. Healthcare receivables (a).....	13,372,524	598,232		12,070,944	13,372,524	13,372,524
11. Other non-health.....					0	
12. Medical incentive pools and bonus amounts.....					0	
13. Totals (Lines 9-10+11+12).....	39,334,693	309,391,793	(521,209)	41,775,877	38,813,484	47,641,229

(a) Excludes \$.....0 loans or advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of Molina Healthcare of Ohio, Inc. (the “Company”) are presented on the basis of accounting practices prescribed or permitted by the state of Ohio Department of Insurance (“ODI”). The ODI recognizes only statutory accounting practices prescribed or permitted by the state of Ohio for determining and reporting the financial condition and results of operations of an insurance company, and for determining its solvency under the Ohio Insurance Law. The National Association of Insurance Commissioners’ (“NAIC”) Accounting Practices and Procedures manual, version effective January 1, 2001, (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the state of Ohio.

Note 2 - Accounting Changes and Corrections of Errors

No significant change.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

D. Loan-Backed Securities:
(1),(4),(5) As of June 30, 2011, \$7.9 million of the Company’s long-term investments consisted of auction rate securities. As of June 30, 2011, these securities had a fair value of \$6.8 million, for a total of \$1.1 million in unrealized losses. These securities have been in a continuous loss position for more than 12 months.
Due to events in the credit markets, these auction rate securities experienced failed auctions beginning in the first quarter of 2008. As such, quoted prices in active markets were not readily available during the majority of 2008, all of 2009 and 2010, and continued to be unavailable as of June 30, 2011. To estimate the fair value of these securities, the Company used pricing models that included factors such as the collateral underlying the securities, the creditworthiness of the counterparty, the timing of expected future cash flows, and the expectation of the next time the security would have a successful auction. The estimated values of these securities were also compared, when possible, to valuation data with respect to similar securities held by other parties. Prepayment assumptions using a prospective approach were obtained from broker-dealer survey values or internal estimates. The Company concluded that these estimates, given the lack of market available pricing, provided a reasonable basis for determining fair value of the auction rate securities as of June 30, 2011.
The Company attributes the decline in market value of these loan-backed securities to liquidity issues, as a result of the failed auction market, rather than to credit issues. Because the decline in market value is not due to the credit quality of the issuers, and because the Company does not intend to sell, nor is it more likely than not that the Company will be required to sell, these investments before recovery of their cost, the Company does not consider the auction rate securities that are designated as available-for-sale to be other-than-temporarily impaired at June 30, 2011.

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

A. (1) The Company’s net deferred tax asset (all ordinary) is reflected on the following schedule:

	<u>06/30/2011</u>	<u>12/31/2010</u>
Total of all deferred tax assets	1,350,523	1,654,993
Statutory valuation allowance	-	-
Adjusted gross deferred tax assets	1,350,523	1,654,993
Total of all deferred tax Liabilities	<u>(229,347)</u>	<u>(380,268)</u>
Net deferred tax assets/(liability) before admissibility test	<u>1,121,176</u>	<u>1,274,725</u>
Admitted Pursuant to par. 10.a.	843,356	854,306
Par. 10.b.i.	-	-
Par. 10.b.ii.	10,819,227	9,105,159
Admitted pursuant to par. 10.b. (lessor of i. or ii)	-	-
Admitted pursuant to Par. 10.c.	229,347	380,268
Additional admitted pursuant to par. 10.e.i.	<u>n/a</u>	<u>n/a</u>
Admitted deferred tax asset	1,072,703	1,234,574

NOTES TO FINANCIAL STATEMENTS

Deferred tax Liability	<u>(229,347)</u>	<u>(380,268)</u>
Net admitted DTA or DTL	<u>843,356</u>	<u>854,306</u>
Total deferred tax assets non-admitted	<u>277,820</u>	<u>420,419</u>

(2) The Company has not elected to admit DTAs pursuant to Paragraph 10.e.

(3) n/a

(4) n/a

B. All deferred federal tax liabilities were recognized as an offset to deferred tax assets.

C. Current Tax and Change in Deferred Tax

Current income taxes incurred consist of the following major components:

	<u>06/30/2011</u>	<u>12/31/2010</u>
Current income Tax Expense (Benefit)	13,404,876	13,106,570
Tax on Capital Gains	-	(757)
Prior year underaccrual (overaccrual)	-	11,659
Federal income Tax expense (Benefit)	<u>13,404,876</u>	<u>13,117,472</u>

The Tax effects of temporary differences that give rise to significant portions of the deferred tax asset and liabilities are as follows:

	<u>06/30/2011</u>	<u>12/31/2010</u>	<u>Change</u>	<u>Character</u>
Deferred tax assets:				
Discounting of unpaid losses	297,473	343,269	(45,796)	Ordinary
Unearned premium reserve	8,317	-	8,317	Ordinary
Fixed assets	197,309	215,158	(17,849)	Ordinary
Compensation and benefits accrual	127,176	107,397	19,779	Ordinary
Other	<u>720,248</u>	<u>989,169</u>	<u>(268,921)</u>	Ordinary
Total deferred tax assets	1,350,523	1,654,993	(304,470)	
Non-admitted deferred tax assets	<u>(277,820)</u>	<u>(420,419)</u>	<u>142,599</u>	
Admitted deferred tax assets	1,072,703	1,234,574	(161,871)	
Deferred tax liabilities:				
Other	<u>(229,347)</u>	<u>(380,268)</u>	<u>150,921</u>	Ordinary
Total deferred tax liabilities	<u>(229,347)</u>	<u>(380,268)</u>	<u>150,921</u>	
Non-admitted deferred tax liabilities	-	-	-	
Admitted deferred tax liabilities	<u>(229,347)</u>	<u>(380,268)</u>	<u>150,921</u>	
Net admitted deferred tax assets	<u>843,356</u>	<u>854,306</u>	<u>(10,950)</u>	

The change in net deferred income taxes is comprised of the following (this analysis is exclusive of nonadmitted assets as the Change in Nonadmitted Assets is reported separately from the Change in Deferred Income Taxes in the Surplus section of the Annual Statement):

	<u>06/30/2011</u>	<u>12/31/2010</u>	<u>Change</u>
Total deferred tax assets	1,350,523	1,654,993	(304,470)
Total deferred tax liabilities	<u>(229,347)</u>	<u>(380,268)</u>	<u>150,921</u>
Net deferred tax asset (liability)	<u>1,121,176</u>	<u>1,274,725</u>	<u>(153,549)</u>
Tax effect of unrealized (gains)/losses			-
Change in net deferred income tax assets - increase (decrease)			<u>.(153,549)</u>

The Company is subject to taxation in the United States. With few exceptions, the Company is no longer subject to U.S. federal tax examination for tax years on or before 2007.

NOTES TO FINANCIAL STATEMENTS

D. The provision for federal and foreign income taxes incurred is different from that which would be obtained by applying the statutory federal tax rate to income before taxes. The significant items causing this difference are as follows:

	Amount	Tax Effect	Effective Tax Rate
Taxes on income at federal statutory tax rate	38,515,907	13,480,567	35.00%
Changes in nonadmitted assets	196,723	68,974	0.18%
Meals and entertainment	16,053	5,619	0.01%
Tax-exempt interest income	0	0	0.00%
Other, including Prior Year True-up	9,674	3,386	0.01%
Reported tax expense	38,738,357	13,558,425	35.20%
Federal and foreign income taxes incurred		13,404,876	34.80%
Change in net deferred income taxes		153,549	0.40%
Total statutory income taxes		13,558,425	35.20%

Note 10 - Information Concerning Parent, Subsidiaries, and Affiliates

No significant change.

Note 11 - Debt

No significant change.

Note 12 - Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

No significant change.

Note 13 - Capital and Surplus, Shareholders’ Dividend Restrictions and Quasi-Reorganizations

(4) Dividends paid by the Company to Molina during 2011 were as follows:

\$29,000,000 ordinary dividend was paid June 30, 2011.

Note 14 - Contingencies

No significant change.

Note 15 - Leases

No significant change.

Note 16 - Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

No significant change.

Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

C. There were no wash sales during the period ended June 30, 2011.

Note 18 - Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

No significant change.

Note 19 - Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 20 - Fair Value Measurements

- A.
- (1) Assets Measured at Fair Value on a Recurring Basis: The Company's assets measured at fair value on a recurring basis include primarily short-term money market funds, which are classified as short-term investments. The Plan receives monthly statements from investment brokers that provide market pricing.

(1)	(2)	(3)	(4)	(5)
Description	(Level 1)	(Level 2)	(Level 3)	Total
a.Assets at fair value				
Short-term investments	\$ 63,392,376	\$ 0	\$ 0	\$ 63,392,376
Total assets at fair value	\$ 63,392,376	\$ 0	\$ 0	\$ 63,392,376
b.Liabilities at fair value				
None (see (3) below)	\$ 0	\$ 0	\$ 0	\$ 0

- (2) None
- (3) The Company's statutory-basis balance sheets include the following financial instruments: cash, cash equivalents, short-term investments, bonds (stated at amortized cost), investment income due and accrued, receivables, federal income taxes recoverable, claims liabilities, accounts payable, and other current liabilities. The Company believes the carrying amounts of current assets and current liabilities in the statutory-basis financial statements approximate the fair value of these financial instruments because of the relatively short period of time between the origination of the instruments and their expected realization or payment.

- B. None
- C. See A. (3) above
- D. Not applicable.

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

Note 25 - Change in Incurred Losses and Claim Adjustment Expenses

Unpaid claims and claims adjustment expenses activity as of June 30, 2011, and for the period then ended, is summarized as follows:

Claims unpaid and unpaid claims adjustment expenses, beginning of period	62,020,241
Add provision for claims:	
Current period	351,665,894
Prior periods	(9,325,970)
Net incurred claims during the current period	342,339,924
Deduct paid claims, net of reinsurance:	
Current period	290,053,880
Prior periods	59,619,960
Net paid claims during the current period	349,673,840
Current period change in amounts due from reinsurers	(354,225)
Current period change in health care receivables	
Current period change in claims adjustment expenses	(125,853)
Claims unpaid and unpaid claims adjustment expenses, end of period	54,206,247

NOTES TO FINANCIAL STATEMENTS

The change in prior periods estimated claims reserves represents favorable development in claims experience. Original estimates are increased or decreased as additional information becomes known regarding incurred claims.

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

Not applicable.

Note 28 - Health Care Receivables

No significant change.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - Anticipated Salvage and Subrogation

No significant change.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes [☐]

No [☒ X]

1.2

If yes, has the report been filed with the domiciliary state?

Yes [☐]

No [☐]

2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes [☐]

No [☒ X]

2.2

If yes, date of change:

.....

3.

Have there been any substantial changes in the organizational chart since the prior quarter end?
If yes, complete the Schedule Y-Part 1 - Organizational chart.

Yes [☒ X]

No [☐]

4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [☐]

No [☒ X]

4.2

If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1	2	3
Name of Entity	NAIC Company Code	State of Domicile

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?
If yes, attach an explanation.

Yes [☐]

No [☒ X]

N/A [☐]

6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2006.....

6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2006.....

6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

4/10/2008.....

6.4

By what department or departments?
Ohio Department of Insurance

6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes [☐]

No [☐]

N/A [☒ X]

6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes [☒ X]

No [☐]

N/A [☐]

7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes [☐]

No [☒ X]

7.2

If yes, give full information:

8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes [☐]

No [☒ X]

8.2

If response to 8.1 is yes, please identify the name of the bank holding company.

8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes [☐]

No [☒ X]

8.4

If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

1	2	3	4	5	6	7
Affiliate Name	Location (City, State)	FRB	OCC	OTS	FDIC	SEC

9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

Yes [☒ X]

No [☐]

9.11

If the response to 9.1 is No, please explain:

9.2

Has the code of ethics for senior managers been amended?

Yes [☐]

No [☒ X]

9.21

If the response to 9.2 is Yes, provide information related to amendment(s).

9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [☐]

No [☒ X]

GENERAL INTERROGATORIES
PART 1 - COMMON INTERROGATORIES
GENERAL

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [] No [X]

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [] No [X]

11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$.0

13. Amount of real estate and mortgages held in short-term investments: \$.0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [] No [X]

14.2 If yes, please complete the following:

	1	2
	Prior Year-End	Current Quarter
	Book/Adjusted Carrying Value	Book/Adjusted Carrying Value
14.21 Bonds.....	\$0	\$0
14.22 Preferred Stock.....	\$0	\$0
14.23 Common Stock.....	\$0	\$0
14.24 Short-Term Investments.....	\$0	\$0
14.25 Mortgage Loans on Real Estate.....	\$0	\$0
14.26 All Other.....	\$0	\$0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$0	\$0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above.....	\$0	\$0

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [] No [X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [] No []
If no, attach a description with this statement.

16. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III. Conducting Examinations, F-Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No []

16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1	2
Name of Custodian(s)	Custodian Address
US Bank	60 Livingston Ave, St Pual , MN 55107
Citi Group	333 W. 34th St., NY, NY 10001

16.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation.

1	2	3
Name(s)	Location(s)	Complete Explanation(s)

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes [X] No []

16.4 If yes, give full and complete information relating thereto:

1	2	3	4
Old Custodian	New Custodian	Date of Change	Reason
PFM	US Bank	04/01/11	US Bank is custodian for PFM Asset Management, LLC.

16.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1	2	3
Central Registration Depository	Name(s)	Address
149777	Morgan Stanley Smith Barney	555 California Str 35th Fl, San Francisco, CA 94104

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes [X] No []

17.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2 - HEALTH

1.	Operating Percentages:		
1.1	A&H loss percent		76.3 %
1.2	A&H cost containment percent		2.0 %
1.3	A&H expense percent excluding cost containment expenses		15.1 %
2.1	Do you act as a custodian for health savings accounts?	Yes [☐]	No [☒]
2.2	If yes, please provide the amount of custodial funds held as of the reporting date.		0
2.3	Do you act as an administrator for health savings accounts?	Yes [☐]	No [☒]
2.4	If yes, please provide the amount of funds administered as of the reporting date.		0

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (YES or NO)
A&H Non-Affiliates						
93572.....	43-1235868.....	01/01/2011	RGA Reinsurance Company.....	MO.....	SSL/I	YES.....

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

State, Etc.	1 Active Status	Direct Business Only							
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums and Other Considerations	7 Property/ Casualty Premiums	8 Total Columns 2 through 7	9 Deposit-Type Contracts
1. Alabama.....AL	...N...							0	
2. Alaska.....AK	...N...							0	
3. Arizona.....AZ	...N...							0	
4. Arkansas.....AR	...N...							0	
5. California.....CA	...N...							0	
6. Colorado.....CO	...N...							0	
7. Connecticut.....CT	...N...							0	
8. Delaware.....DE	...N...							0	
9. District of Columbia.....DC	...N...							0	
10. Florida.....FL	...N...							0	
11. Georgia.....GA	...N...							0	
12. Hawaii.....HI	...N...							0	
13. Idaho.....ID	...N...							0	
14. Illinois.....IL	...N...							0	
15. Indiana.....IN	...N...							0	
16. Iowa.....IA	...N...							0	
17. Kansas.....KS	...N...							0	
18. Kentucky.....KY	...N...							0	
19. Louisiana.....LA	...N...							0	
20. Maine.....ME	...N...							0	
21. Maryland.....MD	...N...							0	
22. Massachusetts.....MA	...N...							0	
23. Michigan.....MI	...N...							0	
24. Minnesota.....MN	...N...							0	
25. Mississippi.....MS	...N...							0	
26. Missouri.....MO	...N...							0	
27. Montana.....MT	...N...							0	
28. Nebraska.....NE	...N...							0	
29. Nevada.....NV	...N...							0	
30. New Hampshire.....NH	...N...							0	
31. New Jersey.....NJ	...N...							0	
32. New Mexico.....NM	...N...							0	
33. New York.....NY	...N...							0	
34. North Carolina.....NC	...N...							0	
35. North Dakota.....ND	...N...							0	
36. Ohio.....OH	...L...		896,050	...460,317,395				461,213,445	
37. Oklahoma.....OK	...N...							0	
38. Oregon.....OR	...N...							0	
39. Pennsylvania.....PA	...N...							0	
40. Rhode Island.....RI	...N...							0	
41. South Carolina.....SC	...N...							0	
42. South Dakota.....SD	...N...							0	
43. Tennessee.....TN	...N...							0	
44. Texas.....TX	...N...							0	
45. Utah.....UT	...N...							0	
46. Vermont.....VT	...N...							0	
47. Virginia.....VA	...N...							0	
48. Washington.....WA	...N...							0	
49. West Virginia.....WV	...N...							0	
50. Wisconsin.....WI	...N...							0	
51. Wyoming.....WY	...N...							0	
52. American Samoa.....AS	...N...							0	
53. Guam.....GU	...N...							0	
54. Puerto Rico.....PR	...N...							0	
55. U.S. Virgin Islands.....VI	...N...							0	
56. Northern Mariana Islands.....MP	...N...							0	
57. Canada.....CN	...N...							0	
58. Aggregate Other alien.....OT	...XXX...	0	0	0	0	0	0	0	0
59. Subtotal.....	...XXX...	0	896,050	...460,317,395	0	0	0	461,213,445	0
60. Reporting entity contributions for Employee Benefit Plans.....	...XXX...							0	
61. Total (Direct Business).....	(a).....1	0	896,050	...460,317,395	0	0	0	461,213,445	0

DETAILS OF WRITE-INS

5801.								0	
5802.								0	
5803.								0	
5898. Summary of remaining write-ins for line 58 from overflow page.....		0	0	0	0	0	0	0	0
5899. Total (Lines 5801 thru 5803 plus 5898) (Line 58 above).....		0	0	0	0	0	0	0	0

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer; (E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and Other Alien.

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

01531	DE	13-4204626	Molina Healthcare, Inc.
|-00000	CA	33-0342719	Molina Healthcare of California, Inc.
|-52630	MI	38-3341599	Molina Healthcare of Michigan, Inc.
|-95502	UT	33-0617992	Molina Healthcare of Utah, Inc.
|-96270	WA	91-1284790	Molina Healthcare of Washington, Inc.
|-95739	NM	85-0408506	Molina Healthcare of New Mexico, Inc.
|-10757	TX	20-1494502	Molina Healthcare of Texas, Inc.
|-13778	TX	27-0522725	Molina Healthcare of Texas Insurance Company
|-12334	OH	20-0750134	Molina Healthcare of Ohio, Inc.
|-00000	CA	20-2714545	Molina Healthcare of California Partner Plan, Inc.
|-69647	OH	31-0628424	Molina Healthcare Insurance Company
|-95609	MO	43-1743902	Alliance for Community Health, LLC (dba Molina Healthcare of Missouri)
|-13128	FL	26-0155137	Molina Healthcare of Florida, Inc.
|-00000	VA	26-1769086	Molina Healthcare of Virginia, Inc.
|-00000	CA	27-1510177	Molina Information Systems, LLC (dba Molina Medicaid Solutions)
|-12007	WI	20-0813104	Molina Healthcare of Wisconsin, Inc.
|-14104	IL	27-1823188	Molina Healthcare of Illinois, Inc.
|-00000	DE	45-2854547	Molina Pathways, Inc.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	<u>SEE EXPLANATION</u>

Explanation:
1. This line of business is not written by the company.

Bar Code:

* 1 2 3 3 4 2 0 1 1 3 6 5 0 0 0 0 2 *

Molina Healthcare of Ohio, Inc.
Overflow Page for Write-Ins

NONE

SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		
2.2 Additional investment made after acquisition.....		
3. Current year change in encumbrances.....		
4. Total gain (loss) on disposals.....		
5. Deduct amounts received on disposals.....		
6. Total foreign exchange change in book/adjusted carrying value.....		
7. Deduct current year's other than temporary impairment recognized.....		
8. Deduct current year's depreciation.....		
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....	0	0
10. Deduct total nonadmitted amounts.....		
11. Statement value at end of current period (Line 9 minus Line 10).....	0	0

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year to Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		
2.2 Additional investment made after acquisition.....		
3. Capitalized deferred interest and other.....		
4. Accrual of discount.....		
5. Unrealized valuation increase (decrease).....		
6. Total gain (loss) on disposals.....		
7. Deduct amounts received on disposals.....		
8. Deduct amortization of premium and mortgage interest points and commitment fees.....		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest.....		
10. Deduct current year's other than temporary impairment recognized.....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0	0
12. Total valuation allowance.....		
13. Subtotal (Line 11 plus Line 12).....	0	0
14. Deduct total nonadmitted amounts.....		
15. Statement value at end of current period (Line 13 minus Line 14).....	0	0

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		
2.2 Additional investment made after acquisition.....		
3. Capitalized deferred interest and other.....		
4. Accrual of discount.....		
5. Unrealized valuation increase (decrease).....		
6. Total gain (loss) on disposals.....		
7. Deduct amounts received on disposals.....		
8. Deduct amortization of premium and depreciation.....		
9. Total foreign exchange change in book/adjusted carrying value.....		
10. Deduct current year's other than temporary impairment recognized.....		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0	0
12. Deduct total nonadmitted amounts.....		
13. Statement value at end of current period (Line 11 minus Line 12).....	0	0

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....	64,410,109	33,251,742
2. Cost of bonds and stocks acquired.....	12,760,479	39,116,754
3. Accrual of discount.....	111,057	13,667
4. Unrealized valuation increase (decrease).....		(110,411)
5. Total gain (loss) on disposals.....		(1,954)
6. Deduct consideration for bonds and stocks disposed of.....	15,297,530	7,245,000
7. Deduct amortization of premium.....	795,841	614,689
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other than temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	61,188,274	64,410,109
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	61,188,274	64,410,109

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	177,859,986	247,660,936	302,271,190	(455,809)	177,859,986	122,793,924		168,617,990
2. Class 2 (a).....		29,562,985	10,000,000	1,718		19,564,703		
3. Class 3 (a).....	424,620		500,000	75,380	424,620			589,589
4. Class 4 (a).....								
5. Class 5 (a).....								
6. Class 6 (a).....								
7. Total Bonds.....	178,284,606	277,223,921	312,771,190	(378,711)	178,284,606	142,358,626	0	169,207,579
PREFERRED STOCK								
8. Class 1.....								
9. Class 2.....								
10. Class 3.....								
11. Class 4.....								
12. Class 5.....								
13. Class 6.....								
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock.....	178,284,606	277,223,921	312,771,190	(378,711)	178,284,606	142,358,626	0	169,207,579

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:
NAIC 1 \$.....0; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999. Totals.....	63,392,376	XXX.....	63,512,195	194,406	94,070

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	104,797,471	146,971,729
2. Cost of short-term investments acquired.....	422,172,984	1,001,195,252
3. Accrual of discount.....	6,605	11,749
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals.....		(207)
6. Deduct consideration received on disposals.....	463,431,049	1,043,276,077
7. Deduct amortization of premium.....	153,635	104,975
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other than temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	63,392,376	104,797,471
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	63,392,376	104,797,471

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	3,999,744
2. Cost of cash equivalents acquired.....	108,344,733	81,722,064
3. Accrual of discount.....	8,840	18,190
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals.....		(1)
6. Deduct consideration received on disposals.....	90,582,000	85,739,997
7. Deduct amortization of premium.....		
8. Total foreign exchange change in book/ adjusted carrying value.....		
9. Deduct current year's other than temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	17,771,573	0
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	17,771,573	0

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government									
313374 5K 2	FEDERAL HOME LOAN BANK.....		...06/14/2011	Unknown.....		2,000,400	2,000,000	.....	1.....
912828 MB 3	US TREASURY N/B.....		...05/25/2011	BANC OF AMERICA SECURITIES LLC.....		414,789	410,000	2,065	1.....
0599999.	Total - Bonds - U.S. Government.....					2,415,189	2,410,000	2,065	XXX.....
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
64966J AT 3	NYC-TXB-F2.....		...06/13/2011	Unknown.....		2,024,300	2,000,000	1,350	1FE.....
2499999.	Total - Bonds - U.S. Political Subdivision of States, Territories & Possessions.....					2,024,300	2,000,000	1,350	XXX.....
8399997.	Total - Bonds - Part 3.....					4,439,489	4,410,000	3,415	XXX.....
8399999.	Total - Bonds.....					4,439,489	4,410,000	3,415	XXX.....
Common Stocks - Money Market Mutual Funds									
616980 10 8	MORGAN STANLEY LIQUID ASSET.....		...06/20/2011	DIRECT.....	5,096,529.850	5,096,530	XXX.....	.....	L.....
9399999.	Total - Common Stocks - Money Market Mutual Funds.....					5,096,530	XXX.....	0	XXX.....
9799997.	Total - Common Stocks - Part 3.....					5,096,530	XXX.....	0	XXX.....
9799999.	Total - Common Stocks.....					5,096,530	XXX.....	0	XXX.....
9899999.	Total - Preferred and Common Stocks.....					5,096,530	XXX.....	0	XXX.....
9999999.	Total - Bonds, Preferred and Common Stocks.....					9,536,019	XXX.....	3,415	XXX.....

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....0.

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2		3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
											11	12	13	14	15							
CUSIP Identification	Description		F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Desig- nation or Market Indicator (a)

Bonds - U.S. Government

3133XF	JY	3	FEDERAL HOME LOAN BANK.....	06/10/2011	MATURITY.....		2,000,000	2,000,000	2,154,680	2,030,023		(30,023)		(30,023)		2,000,000			0	52,500	06/10/2011	1.....
3128X7	MN	1	FREDDIE MAC.....	05/05/2011	MATURITY.....		1,000,000	1,000,000	999,400	999,928		72		72		1,000,000			0	17,500	05/05/2011	1.....
912828	KU	3	US TREASURY N/B.....	05/31/2011	MATURITY.....		410,000	410,000	412,130	410,581		(581)		(581)		410,000			0	1,794	05/31/2011	1.....
0599999.	Total - Bonds - U.S. Government.....						3,410,000	3,410,000	3,566,210	3,440,532	0	(30,532)	0	(30,532)	0	3,410,000	0	0	0	71,794	XXX...	XXX...

Bonds - U.S. Special Revenue and Special Assessment

106238	FJ	2	BRAZOS HGR ED-ARS-A5.....	05/16/2011	Unknown.....		500,000	500,000	500,000	421,135		78,865		78,865		500,000			0	4,151	12/01/2033	3FE.....
709163	ER	6	PA HGR ED ARS-TXB-DD2.....	05/26/2011	Unknown.....		50,000	50,000	50,000	50,000				0		50,000			0	775	09/01/2045	1FE.....
759911	Q2	9	REGIONAL TRANSN AUTH.....	06/01/2011	MATURITY.....		2,000,000	2,000,000	2,033,080	2,007,657		(7,657)		(7,657)		2,000,000			0	29,790	06/01/2011	1FE.....
3199999.	Total - Bonds - U.S. Special Revenue & Assessment.....						2,550,000	2,550,000	2,583,080	2,478,792	0	71,208	0	71,208	0	2,550,000	0	0	0	34,715	XXX...	XXX...
8399997.	Total - Bonds - Part 4.....						5,960,000	5,960,000	6,149,290	5,919,324	0	40,676	0	40,676	0	5,960,000	0	0	0	106,509	XXX...	XXX...
8399999.	Total - Bonds.....						5,960,000	5,960,000	6,149,290	5,919,324	0	40,676	0	40,676	0	5,960,000	0	0	0	106,509	XXX...	XXX...

Common Stocks - Money Market Mutual Funds

616980	10	8	MORGAN STANLEY LIQUID ASSET.....	06/22/2011	DIRECT.....	5,096,529.850	5,096,530	XXX.....	5,096,530					0		5,096,530			0		XXX...	L.....
9399999.	Total - Common Stocks - Money Market Mutual Funds.....						5,096,530	XXX.....	5,096,530	0	0	0	0	0	0	5,096,530	0	0	0	0	XXX...	XXX...
9799997	Total - Common Stocks - Part 4.....						5,096,530	XXX.....	5,096,530	0	0	0	0	0	0	5,096,530	0	0	0	0	XXX...	XXX...
9799999.	Total - Common Stocks.....						5,096,530	XXX.....	5,096,530	0	0	0	0	0	0	5,096,530	0	0	0	0	XXX...	XXX...
9899999.	Total - Preferred and Common Stocks.....						5,096,530	XXX.....	5,096,530	0	0	0	0	0	0	5,096,530	0	0	0	0	XXX...	XXX...
9999999.	Total - Bonds, Preferred and Common Stocks.....						11,056,530	XXX.....	11,245,820	5,919,324	0	40,676	0	40,676	0	11,056,530	0	0	0	106,509	XXX...	XXX...

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....0.

QEO5

Sch. DB-Pt A-Sn 1
NONE

Sch. DB-Pt A-Sn 1-Footer
NONE

Sch. DB-Pt B-Sn 1
NONE

Sch. DB-Pt B-Sn 1-Footer
NONE

Sch. DB-Pt B-Sn 1B-Broker List
NONE

Sch. DB-Pt D
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	

Open Depositories

Huntington National BankMoney Market Account.....	Columbus, Ohio.....	.....	.....0.250	5,872	.....	.....8,659,933	8,660,663	8,661,369	XXX..
Salomon Smith Barney.....	NY, NY.....	.....	.....	.....	.....	.....365	.....	.....	XXX..
JP Morgan Chase.....	Columbus, Ohio.....	.....	.....	.....	.....	.....927,526	912,166	1,068,548	XXX..
JP Morgan Chase.....	Columbus, Ohio.....	.....	.....	.....	.....	.....146,758	26,758	30,580	XXX..
JP Morgan Chase.....	Columbus, Ohio.....	.....	.....	.....	.....	.....197,616	200,052	199,265	XXX..
US Bank.....	St. Paul, MN.....	.....	.....	.....	.....	.....(14,103,127)	(13,182,632)	(13,390,442)	XXX..
US Bank.....	St. Paul, MN.....	.....	.....	.....	.....	.....(29,631)	(22,230)	(104,406)	XXX..
US Bank.....	St. Paul, MN.....	.....	.....	.....	.....	.....(84,953)	(8,312,517)	(174,361)	XXX..
0199999. Total Open Depositories.....	...XXX.....	...XXX.....	5,872	0	.....	.....(4,285,513)	(11,717,740)	(3,709,447)	XXX..
0399999. Total Cash on Deposit.....	...XXX.....	...XXX.....	5,872	0	.....	.....(4,285,513)	(11,717,740)	(3,709,447)	XXX..
0599999. Total Cash.....	...XXX.....	...XXX.....	5,872	0	.....	.....(4,285,513)	(11,717,740)	(3,709,447)	XXX..

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Amount Received During Year
Industrial and Miscellaneous (Unaffiliated) Issuer Obligations							
Aetna Inc.....		06/16/2011	.....	.....07/06/2011	4,999,840	.....	.....
Enbridge Energy Partners, L.P.....		06/30/2011	.....	.....07/05/2011	2,771,920	.....	.....
Harsco Corporation.....		06/30/2011	.....	.....07/01/2011	5,000,000	.....	.....
The Detroit Edison Company.....		06/30/2011	.....	.....07/06/2011	4,999,813	.....	.....
3299999. Industrial and Miscellaneous (Unaffiliated) Issuer Obligations.....					17,771,573	0	0
3899999. Total - Industrial and Miscellaneous (Unaffiliated).....					17,771,573	0	0
Total							
7799999. Subtotals - Issuer Obligations.....					17,771,573	0	0
8399999. Subtotals - Bonds.....					17,771,573	0	0
8699999. Total - Cash Equivalents.....					17,771,573	0	0