

MOLINA HEALTHCARE INC  
Form 8-K  
November 23, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) November 23, 2005

**Molina Healthcare, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-31719**  
(Commission File  
Number)

**13-4204626**  
(IRS Employer  
Identification No.)

**One Golden Shore Drive**  
**Long Beach, California 90802**

(Address of principal executive offices and (Zip Code)

Registrant's telephone number, including area code: (562) 435-3666

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**Not Applicable**

**(Former name or former address if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

On November 23, 2005, Molina Healthcare, Inc. issued a press release announcing that it filed a pre-effective amendment to its registration statement on Form S-3 originally filed in April 2005 to convert the registration statement into a shelf registration statement. A copy of the press release is attached as Exhibit 99.1 to this report.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits:

99.1 Press release dated November 23, 2005

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MOLINA HEALTHCARE, INC.

By: */s/ Mark L. Andrews*  
Mark L. Andrews

Executive Vice President, Legal Affairs,

General Counsel and Corporate Secretary

(Authorized Officer)

Date: November 23, 2005

**EXHIBIT INDEX**

99.1 Press release dated November 23, 2005

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