FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person *
FRANCIS CHERYL A
C/O MORNINGSTAR, INC., 225 WEST WACKER DRIVE
CHICAGO, IL 60606

2. Issuer Name and Ticker or Trading Symbol
Morningstar, Inc. [ MORN ]

3. Date of Earliest Transaction (MM/DD/YYYY)
5/6/2008

4. If Amendment, Date Original Filed

5. Relationship of Reporting Person(s) to Issuer
____ X Director  _____ 10% Owner
_____ Officer (give title below)  _____ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
____ X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Trans. Date</th>
<th>2A. Deemed Execution Date, if any</th>
<th>3. Trans. Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>5/6/2008</td>
<td>M</td>
<td>500</td>
<td>A</td>
<td>$8.57</td>
<td>5199</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>5/7/2008</td>
<td>M</td>
<td>500</td>
<td>A</td>
<td>$8.57</td>
<td>5699</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>5/6/2008</td>
<td>S</td>
<td>(2)</td>
<td>500 D</td>
<td>$73.09</td>
<td>5199</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>5/7/2008</td>
<td>S</td>
<td>(2)</td>
<td>500 D</td>
<td>$74.68</td>
<td>4699</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
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<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Stock Option</td>
<td>$8.57</td>
<td>M</td>
<td>500</td>
<td>(1)</td>
<td>7/19/2012 Common Stock</td>
<td>500</td>
<td>$0</td>
<td>17000</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Employee Stock Option</td>
<td>$8.57</td>
<td>M</td>
<td>500</td>
<td>(1)</td>
<td>7/19/2012 Common Stock</td>
<td>500</td>
<td>$0</td>
<td>16500</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(2) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 12, 2007.
Reporting Owner Name / Address

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>FRANCIS CHERYL A C/O MORNINGSTAR, INC. 225 WEST WACKER DRIVE CHICAGO, IL 60606</td>
<td>Director 10% Owner Officer Other</td>
</tr>
<tr>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

Signatures

/s/ Heidi Miller, by power of attorney  5/7/2008

** 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).


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 control number.