### Form 4

**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

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1. **Name and Address of Reporting Person**
   - **FRANCIS CHERYL A**
     - (Last) 
     - (First) 
     - (Middle) 
   - C/O MORNINGSTAR, INC., 22 WEST WASHINGTON STREET
     - (Street) 
     - CHICAGO, IL 60602
     - (City) 
     - (State) 
     - (Zip)

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

3. **Date of Earliest Transaction (MM/DD/YYYY)**
   - 12/3/2010

4. **If Amendment, Date Original Filed (MM/DD/YYYY)**
   - 

5. **Relationship of Reporting Person(s) to Issuer**
   - _X_ Director
   - ___ 10% Owner
   - ___ Officer (give title below)
   - ___ Other (specify below)

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Amount</th>
<th>Securities Acquired or Disposed of</th>
<th>Price</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>12/3/2010</td>
<td>M</td>
<td>500</td>
<td>A</td>
<td>$8.57</td>
<td>11854</td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/3/2010</td>
<td>S (1)</td>
<td>500</td>
<td>D</td>
<td>$50.66</td>
<td>11354</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Amount or Number of Shares</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount of Derivative Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Price of Derivative Security</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form of Derivative Security</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Stock Option (Right to Buy)</td>
<td>$8.57</td>
<td>12/3/2010</td>
<td>M</td>
<td>500</td>
<td>(2)</td>
<td>1/30/2013</td>
<td>Common Stock</td>
<td>500</td>
<td>$0</td>
<td>895</td>
<td>Direct (D)</td>
</tr>
</tbody>
</table>

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**Explanation of Responses:**

(1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 11, 2009.


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**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>FRANCIS CHERYL A</td>
<td></td>
</tr>
<tr>
<td>C/O MORNINGSTAR, INC.</td>
<td></td>
</tr>
<tr>
<td>22 WEST WASHINGTON STREET</td>
<td>X</td>
</tr>
<tr>
<td></td>
<td>Director</td>
</tr>
<tr>
<td></td>
<td>10% Owner</td>
</tr>
<tr>
<td></td>
<td>Officer</td>
</tr>
<tr>
<td></td>
<td>Other</td>
</tr>
</tbody>
</table>
Signatures

/s/ Heidi Miller, by power of attorney 12/3/2010

** 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.