Boudos Martha Dustin Form 4 June 13, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

Washington, D.C. 20549

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * **Boudos Martha Dustin**

> (First) (Middle)

C/O MORNINGSTAR, INC., 225 WEST WACKER DRIVE

(7:-

(Street)

(Ctota)

2. Issuer Name and Ticker or Trading Symbol

Morningstar, Inc. [MORN]

3. Date of Earliest Transaction (Month/Day/Year) 06/12/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

OMB

Number:

Expires:

response...

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner _X__ Officer (give title _ Other (specify below)

6. Individual or Joint/Group Filing(Check

Chief Financial Officer

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

CHICAGO, IL 60606

(City)	(State) (Tabl	e I - Non-I	Derivative	Secur	ities Acqu	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	06/12/2006		S <u>(1)</u>	50	D	\$ 41.48	13,843	D	
Common Stock	06/12/2006		S <u>(1)</u>	95	D	\$ 41.49	13,748	D	
Common Stock	06/12/2006		S <u>(1)</u>	213	D	\$ 41.5	13,535	D	
Common Stock	06/12/2006		S <u>(1)</u>	23	D	\$ 41.5	13,512	D	
Common Stock	06/12/2006		S <u>(1)</u>	183	D	\$ 41.51	13,329	D	

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Common Stock	06/12/2006	S <u>(1)</u>	26	D	\$ 41.52	13,303	D
Common Stock	06/12/2006	S <u>(1)</u>	71	D	\$ 41.55	13,232	D
Common Stock	06/12/2006	S <u>(1)</u>	48	D	\$ 41.57	13,184	D
Common Stock	06/12/2006	S <u>(1)</u>	24	D	\$ 41.58	13,160	D
Common Stock	06/12/2006	S <u>(1)</u>	166	D	\$ 41.66	12,994	D
Common Stock	06/12/2006	S <u>(1)</u>	48	D	\$ 41.67	12,946	D
Common Stock	06/12/2006	S <u>(1)</u>	365	D	\$ 41.9	12,581	D
Common Stock	06/12/2006	S <u>(1)</u>	274	D	\$ 41.91	12,307	D
Common Stock	06/12/2006	S <u>(1)</u>	284	D	\$ 41.95	12,023	D
Common Stock	06/12/2006	S <u>(1)</u>	23	D	\$ 41.96	12,000	D
Common Stock	06/12/2006	S <u>(1)</u>	48	D	\$ 42	11,952	D
Common Stock	06/12/2006	S <u>(1)</u>	23	D	\$ 42.01	11,929	D
Common Stock	06/12/2006	S <u>(1)</u>	23	D	\$ 42.02	11,906	D
Common Stock	06/12/2006	S <u>(1)</u>	48	D	\$ 42.05	11,858	D
Common Stock	06/12/2006	S <u>(1)</u>	48	D	\$ 42.08	11,810	D
Common Stock	06/12/2006	S <u>(1)</u>	23	D	\$ 42.1	11,787	D
Common Stock	06/12/2006	S <u>(1)</u>	213	D	\$ 42.14	11,574	D
Common Stock	06/12/2006	S <u>(1)</u>	51	D	\$ 42.2	11,523	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Δ	mount		
						Date	Expiration	Title N	ı Iumber		
						Exercisable	Date	01			
				Code V	(A) (D)				hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Boudos Martha Dustin C/O MORNINGSTAR, INC. 225 WEST WACKER DRIVE CHICAGO, IL 60606

Chief Financial Officer

Signatures

/s/ Rachel Felsenthal, by power of attorney

06/13/2006

**Signature of Reporting Person Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 9, 2006.

Remarks:

Form 2 of 2

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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