MIDDLEBY CORP Form 8-K May 16, 2006

> 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): May 15, 2006

THE MIDDLEBY CORPORATION (Exact Name of Registrant as Specified in its Charter)

Delaware	1-9973	36-3352497
(State or Other Jurisdiction	(Commission File Number)	(IRS Employer
	of Incorporation)	Identification No.)

1400 Toastmaster Drive, Elgin, Illinois60120(Address of Principal Executive Offices)(Zip Code)

(847) 741-3300 (Registrant's telephone number, including area code)

N/A

(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))

Item 7.01 Regulation FD Disclosure.

On May 15, 2006, The Middleby Corporation issued a press release, attached hereto as Exhibit 99.1 and hereby incorporated by reference.

Item 9.01. Financial Statements and Exhibits.

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(c) Exhibits. Exhibit No. Description

Exhibit 99.1 The Middleby Corporation press release dated May 15, 2006

SIGNATURES

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

THE MIDDLEBY CORPORATION

Dated: May 15, 2006

By: /s/ Timothy J. FitzGerald Timothy J. FitzGerald Vice President and Chief Financial Officer

Exhibit Index

Exhibit No. Description

Exhibit 99.1 The Middleby Corporation press release dated May 15, 2006