FORM 3

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL							
OMB Number: 3235-0104							
Estimated average burden							
hours per response:	0.5						

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Ibrohim Nozih		<ol> <li>Date of Even Requiring State (Month/Day/Yea</li> </ol>	ment	3. Issuer Name and Ticker or Trading Symbol  MIDDLEBY CORP [ MIDD ]					
(Last)	(First)	(Middle)	07/06/2005		Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner		(1)	5. If Amendment, Date of Original Filed (Month/Day/Year) 04/11/2005	
1100 OLD HONEYCUTT RD  (Street) FUQUAY VARINA  Control of the cont				X Officer (give title Other below) below  Division President		, 10	Individual or Joint/Group Filing (Check Applicable Line)     Form filed by One Reporting Person     Form filed by More than One Reporting Person		
(City)	(State)	(Zip)							
		-	Γable I - No	n-Derivat	ive Securities Beneficial	ly Owned			
1. Title of Security (Instr. 4)				t. Amount of Securities Beneficially Owned (Instr. 4)	1		4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock					250(1)	D			
		(e.			e Securities Beneficially ints, options, convertible		s)		
1. Title of Derivative Security (Instr. 4)		2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities     Underlying Derivative Security (Instr. 4)		4. Conversion	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
		Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Option to Bu	ıy		10/23/2003	10/23/2013	Common Stock	5,000	18.47	D	

## Explanation of Responses:

1. original Form 3 filed on April 11, 2005 reflected incorrect direct shareholdings figure

Nazih Ibrahim 07/06/2005

\*\* Signature of Reporting Person Date

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

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 Number.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).