**Carol’s Fondue Mac N Cheese**

With Christmas just around the corner, everyone is always looking to rock the side dishes, and that just what we are going to do today! We’re making fondue mac n cheese, and it’s seriously the best thing I’ve ever had!

Maybe you grew up on that blue box Mac n cheese…today’s recipe is gonna make you want to never make that stuff again!

I know this may sound crazy, but I think the thing that really makes mac n cheese is the noodle, and I’m crazy over those beautiful medium shell noodles! Ellis makes fun of me, but there is nothing like taking a bite and the cheese just gushing out from the noodle. If we are ever on a trivia show together, you can bet that this would be the answer to my favorite noodle!

Mac n cheese is not done until you have this perfect crunchy topping. You know what I’m talking about…when you take your serving spoon to grab some from the dish and you hear that perfect crunch as you dig in. That’s why this recipe is heaven.

Let’s get started…

**Ingredients:**

* 1 Box of Medium Shell Noodles
* Olive Oil
* 2 Cups Milk, Plus 1/3 Cup of Milk Reserved
* 6 Tbsp Butter, Plus 3 Tbsp Butter Reserved
* 1/3 Cup of Flour
* Lots of Salt and Pepper
* 2 Bags of Shredded Cheese (Whatever Kind You Like…I Prefer Sharp Cheddar for the Top) Italian Seasoned Bread Crumbs
* Optional: Any Spice You’d Like to Add, like Cayenne Pepper, Salsa, and Jalapeños…The Sky is The Limit Here.

**How to Make:**

* Preheat oven to 350 Degrees Fahrenheit.
* In a large pot, cook your pasta according to the directions on the box. I add lots of salt and olive oil to my pot to help flavor the pasta and it’s also supposed to help the pasta from sticking to the pan.
* Drain pasta and set aside, reserving some of the pasta water.
* In that same empty pot, we’re now going to make fondue! Over medium-low heat, add in your 6 tbsps of butter and let melt.
* Slowly add 1/3 Cup of flour using a whisk or spatula to help mix into the butter. It will make a smooth, bubbly paste.
* Add milk in slowly constantly stirring.
* Move the heat to low, and this is where you add in your flavoring…I don’t think you can add in enough here. Lots of salt and pepper, like a tbsp of each. It’s like seasoning potatoes…you can never season enough because of the flour.
* You can also add in your really fun flavors here like salsa and jalapeños or whatever you can imagine.
* Keep stirring so it doesn’t stick to bottom until it thickens up. There’s this magical moment when it does. Congratulations, you just made rue!
* Add in 1 bag of shredded cheese (2 Cups) and stir together until it all melts.
* At this point you should have a really thick cheese sauce! That’s fondue! (Save this part of the recipe and make fondue for Valentine’s Day!) Remove from heat and add in your cooked noodles.
* It will be really thick, so this is where I add an extra 1/3 Cup of Milk and stir together slowly adding pasta water if needed to make a little creamier.
* I love the thickness of this sauce because it will hold up in the baking process, so don’t think it out too much.
* Move mac n cheese to an oven safe dish.
* Add cheese, bread crumbs and reserved butter to the top.
* Bake in oven for 20-30 minutes until your crust melts and starts to become golden brown.
* Turn on the broiler and keep watching it for about 5 minutes to let your topping crisp up.
* Serve and enjoy!

Ellis and Tyler would love to see your family’s mac n cheese night…just share your pics on the [Z88.3 Mornings Facebook Page](http://facebook.com/Z88.3Mornings)!

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Originally posted on [Carolbake.com](http://carolbake.com/)