

UPSCALE MAC AND CHEESE

1 pound orecchiette or other shaped pasta, uncooked
1 cup sour cream
1 tablespoon olive oil
6 tablespoons (3/4 stick) unsalted butter
1 onion, diced
1/3 cup all-purpose flour
3 cups low-fat milk (or any type except skim)
1 1/2 cups (about 7 ounces) grated sharp cheddar cheese
1/2 cup grated Parmesan cheese
1 (3 ounce) package cream cheese, cut into 1-inch pieces
8 Cups of baby spinach; stems removed (optional)
Juice of 1 lemon
2 teaspoons salt
1 teaspoon freshly ground black pepper
2 tablespoons fresh marjoram or 2 teaspoons dried marjoram



Preheat oven to 350 degrees F. Lightly grease a 9-by-13-inch baking dish.

Prepare the orecchiette according to package directions, until not quite al dente. Rinse and drain well. Transfer to a large bowl and toss with sour cream just until mixed. Set aside.

Meanwhile, in a large saucepan over medium heat, combine olive oil and butter. Add onion and saute for 3 to 4 minutes or until translucent.

Whisk in flour and cook, stirring constantly, for 3 minutes, or until the flour turns light brown.

Slowly whisk in milk and cook, stirring constantly, until mixture comes to a boil and thickens, 3 to 4 minutes.

Remove from heat and stir in cheddar, Parmesan, cream cheese, optional spinach leaves and lemon juice. Stir until the cheese has melted and spinach has wilted.

Add cheese mixture to pasta mixture. Add salt, pepper and marjoram and toss until well-blended. Transfer to baking dish.

Bake, uncovered, for 35 to 40 minutes or until bubbly around edges and slightly browned on top. Let cool at least 10 minutes before serving.

Servings: 12