



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

In re:

BLUEFLY HOLDINGS, INC.,
a Delaware corporation,

BLUEFLY, INC., a Delaware
corporation,

Assignors,

To:

DSI ASSIGNMENTS, LLC,
A Delaware LLC, acting solely in its
capacity as Assignee for the Benefit of
Creditors

Assignee.

C.A. No. 2017-0041-AGB

**ORDER (I) WAIVING APPRAISAL REQUIREMENTS
PURSUANT TO 10 DEL. C. § 7382 AND (II) WAIVING
THE BOND REQUIREMENT PURSUANT TO 10 DEL. C. § 7383**

The Motion of DSI Assignments, LLC (the “Assignee”), as the Assignee for the Benefit of Creditors of Bluefly, Inc. and Bluefly Holdings, Inc. for an Order Waiving Appraisal and Bond Requirements Set Forth in 10 *Del. C.* § 7382 and § 7383, the (“Motion”) was filed with the Court on February 3, 2017. Upon review of the Motion, any response thereto, and finding good cause therefor, IT IS HEREBY ORDERED as follows:

1. The Motion is APPROVED. All capitalized terms not otherwise defined herein shall have the respective meanings set forth in the Motion.

2. Any requirement that Assignee shall conduct or file an appraisal of the Assignors' assets pursuant to 10 *Del. C.* § 7382 is hereby waived.

3. Any requirement that Assignee shall post a bond pursuant to 10 *Del. C.* § 7383 is hereby waived.

Dated: _____, 2017

THE HONORABLE ANDRE G. BOUCHARD
CHANCELLOR