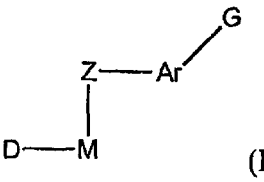
Table 7

Cpd.No. (EX.No.)	Inhibition of CNV progression
315(202)	A
323(203)	A
324(204)	B
331(205)	B
333(207)	A
335(209)	B
341(212)	A
348(215)	B
349(215)	A
351(216)	B
387(235)	B
391(238)	B
392(240)	B
397(245)	B
403(251)	A
413(261)	A
414(262)	B
419(267)	B
434(282)	A

CLAIMS

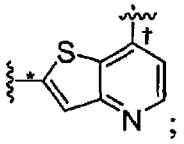
1. A compound of Formula (I):



(I)

or pharmaceutically acceptable salts, racemic and scalemic mixtures, diastereomers and enantiomers thereof, wherein,

D is selected from the group consisting of an aromatic, heteroaromatic, cycloalkyl or heterocyclic ring system, each of which is substituted with 1 to 5 R^{38};

M is ;

wherein

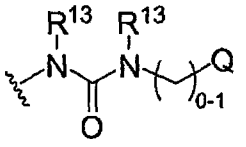
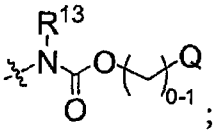
* represents the point of attachment to D; and

† represents the point of attachment to Z;

Z is -O-;

Ar is selected from the group consisting of phenyl, pyrazine, pyridazine, pyrimidine and pyridine, wherein each of said phenyl, pyrazine, pyridazine, pyrimidine and pyridine is optionally substituted with 0 to 4 R^2 groups; and

G is selected from the group consisting of

 and ;

wherein

each R^{38} is -C_0-C_6alkyl-(optionally substituted heterocycle);

R^2 at each occurrence is independently selected from -H and halogen;

each R^{13} is independently selected from the group consisting of -H, -C(O)NR^3R^3 and C_1-C_6 alkyl;

each R^3 is independently selected from the group consisting of -H and R^4;

R^4 is (C_1-C_6)alkyl;

Q is a three- to ten-membered ring system, optionally substituted with between zero and four of R^{20};

each R^{20} is independently selected from the group consisting of -H, halogen, trihalomethyl, $-OR^3$, $-S(O)_{0-2}R^3$, $-S(O)_2NR^3R^3$, $-C(O)OR^3$, $-C(O)NR^3R^3$, $-(CH_2)_{0-5}$(heteroaryl), C_1-C_6 alkyl, $-(CH_2)_nP(=O)(C_1$-C_6alkyl$)_2$, wherein n is an integer ranging from 0 to 6, and the heteroaryl and C_1-C_6 alkyl are optionally substituted.

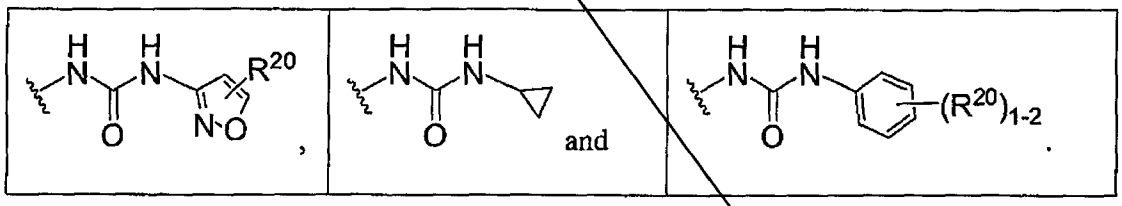
2. The compound according to claim 1, wherein D is an aromatic or heteroaromatic ring system, each of which is substituted with 1 or 2 R^{38} groups.

3. The compound according to claim 1, wherein D is a 6-membered aromatic ring system, substituted with 1 or 2 R^{38} groups.

4. The compound according to claim 1, wherein D is a 6-membered heteroaromatic ring system, substituted with 1 or 2 R^{38} groups.

5. The compound according to claim 1, wherein D is a 5-membered heteroaromatic ring system, substituted with 1 or 2 R^{38} groups.

6. The compound according to claim 1, wherein G is selected from the group consisting of



7. The compound according to claim 1, wherein Q is selected from the group consisting of phenyl, cyclopropyl, isoxazolyl, cyclohexyl, thiazolyl, tetrahydrofuran, pyrazolyl, cyclobutyl and cyclopentyl, optionally substituted with between zero and two R^{20}.

8. The compound according to claim 1, wherein each R^{20} is independently selected from the group consisting of $-P(=O)(Me)_2$, methyl, halo, trihalomethyl, methoxy, $-C(O)NH_2$, heteroaryl, -COOH, $-SO_2HN_2$, -COOMe, -C(O)N(H)(Me), $-C(O)N(Me)_2$ and $-SO_2Me$.

9. The compound according to claim 1, wherein

D is phenyl, pyridyl, imidazolyl or tetrahydropyridyl, each of which is substituted with 1 or 2 R^{38} groups; and

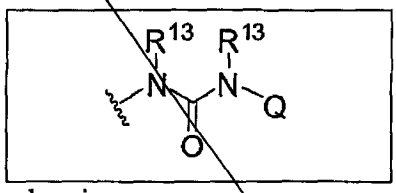
Ar is phenyl optionally substituted with 0 to 4 halo.

10. The compound according to claim 1, wherein

D is pyridyl substituted with -C_0-C_6alkyl-(optionally substituted heterocycle);

Ar is phenyl substituted with one F; and

G is



wherein

R^{13} is H; and

Q is cyclopropyl.

11. The compound according to claim 1, which is selected from the group consisting of 1-Cyclopropyl-3-(3-fluoro-4-(2-(5-(morpholinomethyl)pyridin-2-yl)thieno[3,2-b]pyridin-7-yloxy)phenyl)urea,

1-(4-(2-(5-(1,3-dioxan-2-yl)pyridin-2-yl)thieno[3,2-b]pyridin-7-yloxy)-3-fluorophenyl)-3-cyclopropylurea, and

1-cyclopropyl-3-(3-fluoro-4-(2-(5-((2-oxo-1,3-oxazinan-3-yl)methyl)pyridin-2-yl)thieno[3,2-b]pyridin-7-yloxy)phenyl)urea,

or pharmaceutically acceptable salts, racemic and scalemic mixtures, diastereomers and enantiomers thereof.

12. A composition comprising a compound according to any of claims 1 to 11.

13. An *in vitro* method of inhibiting kinase activity, the method comprising contacting the kinase with a compound according to any of claims 1 to 11 or a composition thereof.

14. A compound according to any of claims 1 to 11 or a composition thereof for use in (i) inhibiting angiogenesis or (ii) the treatment of a cell proliferative disease.

15. A compound according to any of claims 1 to 11 or a composition thereof for use in the treatment of an ophthalmic disease, condition or disorder.