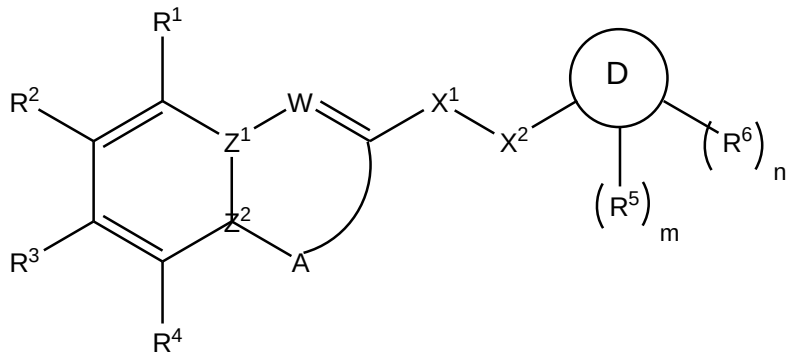
CLAIMS

1. A compound of Formula (I)



Formula (I)

or a pharmaceutically acceptable salt thereof, wherein:

- W is selected from the group consisting of: CR^7 and N;
- A is selected from the group consisting of: -CH-, $-CH_2-$, $-CH_2CH_2-$, -OC(O)-, -C(O)O-, $-SCH_2-$, -SC(O)-, $-S(O)_2-$, -C(O)S-, -C(O)NH-, -NH-, -NH(CO)-, -N-, and $-NHCH_2-$;
- Z^1-Z^2 is selected from the group consisting of N-C= and C=C;
- X^1 selected from the group consisting of: C=O and SO_2;
- X^2 is NR^{13};
- D is selected from the group consisting of: phenyl and C_2-C_5 heteroaryl;
- R^1, R^4, and R^7 are each independently selected from the group consisting of: H, halogen, OH, NO_2, CN, NH_2, optionally substituted C_1-C_{12} alkyl, optionally substituted C_2-C_{12} alkenyl, optionally substituted C_2-C_{12} alkynyl, optionally substituted C_1-C_{10} heteroalkyl, optionally substituted C_3-C_{12} cycloalkyl, optionally substituted C_3-C_{12} cycloalkenyl, optionally substituted C_2-C_{12} heterocycloalkyl, optionally substituted C_2-C_{12} heterocycloalkenyl, optionally substituted C_6-C_{18} aryl, optionally substituted C_1-C_{18} heteroaryl, optionally substituted C_1-C_{12} alkyloxy, optionally substituted C_2-C_{12} alkenyloxy, optionally substituted C_2-C_{12} alkynyloxy,

optionally substituted C_1-C_{10} heteroalkyloxy, optionally substituted C_3-C_{12} cycloalkyloxy, optionally substituted C_3-C_{12} cycloalkenyloxy, optionally substituted C_1-C_{12} heterocycloalkyloxy, optionally substituted C_1-C_{12} heterocycloalkenyloxy, optionally substituted C_6-C_{18} aryloxy, optionally substituted C_1-C_{18} heteroaryloxy, optionally substituted C_1-C_{12} alkylamino, SR^{14}, SO_3H, $SO_2NR^{15}R^{16}$, SO_2R^{14}, $SONR^{15}R^{16}$, SOR^{14}, COR^{14}, COOH, $COOR^{14}$, $CONR^{15}R^{16}$, $NR^{15}COR^{14}$, $NR^{15}COOR^{14}$, $NR^{15}SO_2R^{14}$, $NR^{15}CONR^{15}R^{16}$, $NR^{15}R^{16}$, and acyl;

- R^5 is selected from the group consisting of: COOH, $CONH_2$, $CONHCH_3$, CONHOH, SO_2CH_3, SO_2NH_2, $SONHCH_3$, and $SON(CH_3)_2$, wherein the R^5 substituent is ortho to X^2;
- each R^6 is H;
- R^2 and R^3 are each independently selected from the group consisting of: C_1-C_2 alkyloxy optionally substituted with fluorine; C_2-C_3 alkynyloxy; or R^2 and R^3 may be fused to form an optionally substituted 5 or 6 membered heterocycloalkyl ring containing two oxygen atoms directly bonded to the phenyl ring;
- R^{15} and R^{16} are each independently selected from the group consisting of: H, an N-protecting group, optionally substituted C_1-C_{12} alkyl, optionally substituted C_2-C_{12} alkenyl, optionally substituted C_2-C_{12} alkynyl, optionally substituted C_1-C_{10} heteroalkyl, optionally substituted C_3-C_{12} cycloalkyl, optionally substituted C_3-C_{12} cycloalkenyl, optionally substituted C_1-C_{12} heterocycloalkyl, optionally substituted C_1-C_{12} heterocycloalkenyl, optionally substituted C_6-C_{18} aryl, and optionally substituted C_1-C_{18} heteroaryl;
- R^{13} is H;
- R^{14} is selected from the group consisting of H, optionally substituted C_1-C_{12} alkyl, optionally substituted C_2-C_{12} alkenyl, optionally substituted C_2-C_{12} alkynyl, optionally substituted C_1-C_{10} heteroalkyl, optionally substituted C_3-C_{12} cycloalkyl, optionally substituted C_3-C_{12} cycloalkenyl, optionally substituted C_1-C_{12} heterocycloalkyl, optionally substituted C_1-C_{12} heterocycloalkenyl, optionally substituted C_6-C_{18} aryl, and optionally substituted C_1-C_{18} heteroaryl;
- m is 1;
- n is an integer selected from the group consisting of 1, 2, 3, and 4; and

- m + n is an integer selected from the group consisting of 2, 3, 4, and 5.

2. The compound of claim 1, wherein Z^1-Z^2 is C=C.

3. The compound of claim 1, wherein X^1 is C=O.

4. The compound of claim 1, wherein W is CR^7.

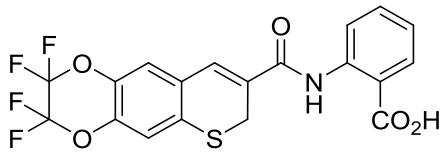
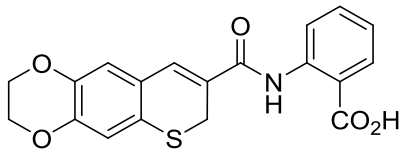
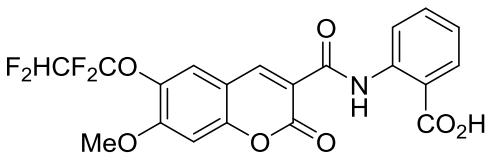
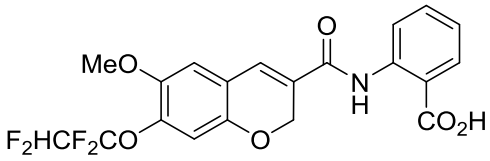
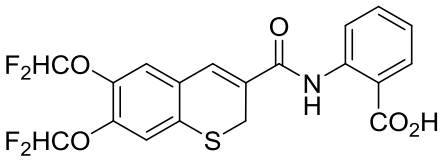
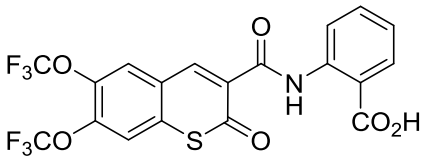
5. The compound of claim 4, wherein R^7 is H.

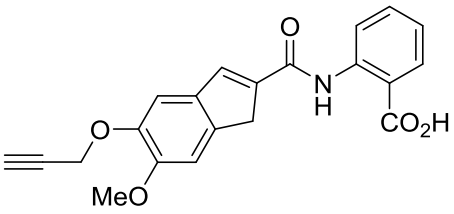
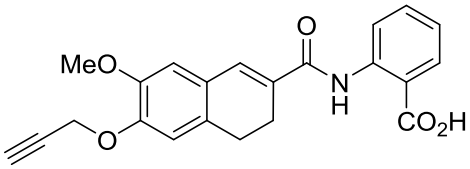
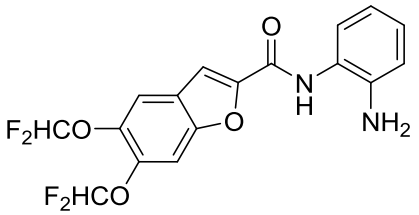
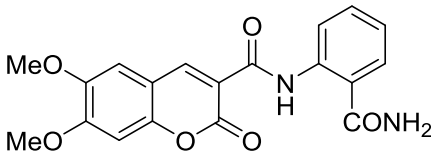
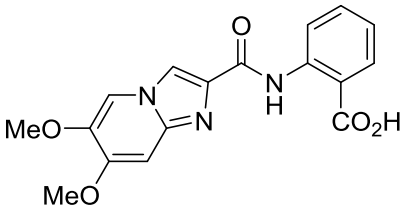
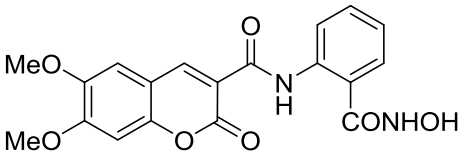
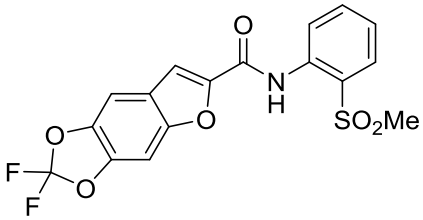
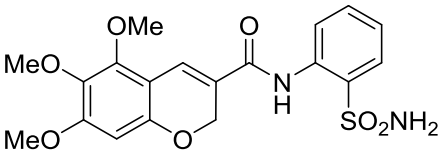
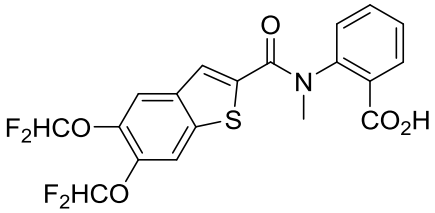
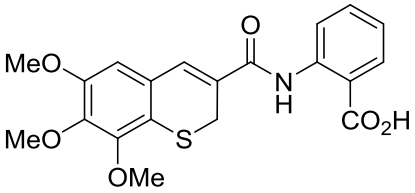
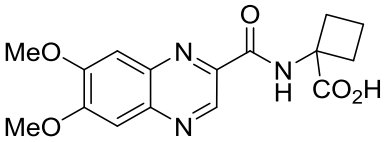
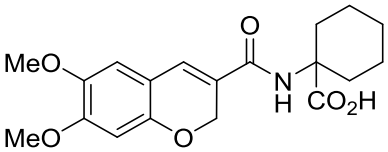
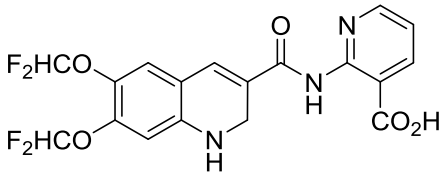
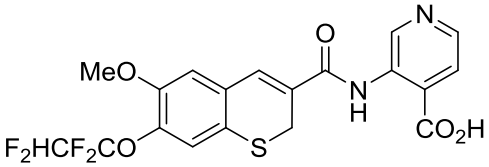
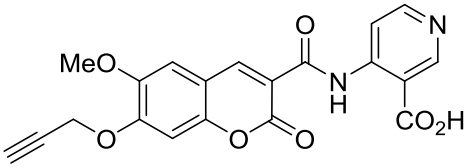
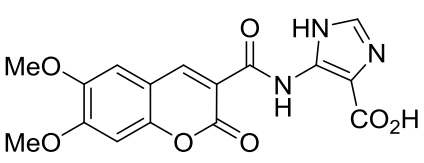
6. The compound of claim 1, wherein R^2 is selected from the group consisting of: H_3CO, F_2HCF_2CO, F_2HCO, F_3CO, and $CHCCH_2O$.

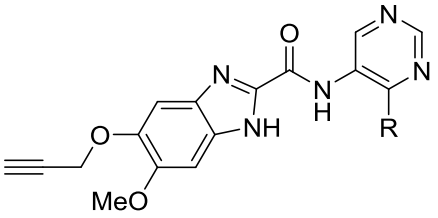
7. The compound of claim 1, wherein R^3 is selected from the group consisting of: H_3CO, F_2HCF_2CO, F_2HCO, F_3CO, and $CHCCH_2O$.

8. The compound of claim 1, wherein R^2 and R^3 together are selected from the group consisting of: OCF_2CF_2CO, OCH_2CH_2O, OCF_2O, and OCH_2O.

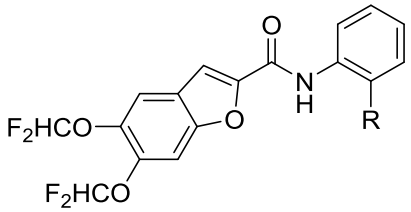
9. A compound selected from the group consisting of:

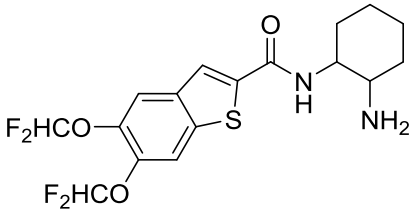

















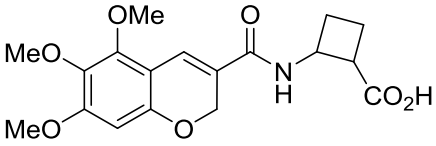


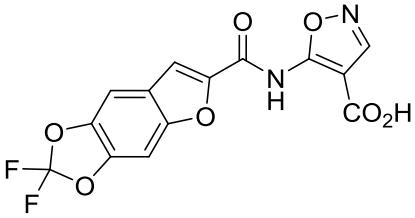
R = SO_2Me, SO_2NH_2, SONHMe, $SONMe_2$

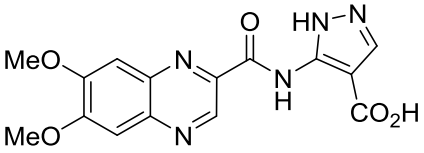


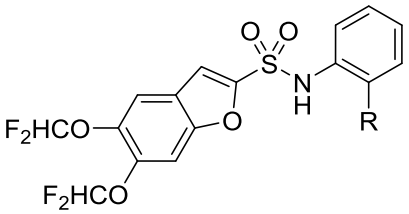
R = NH_2, $CONH_2$, CONHMe, CONHOH



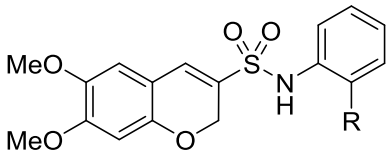




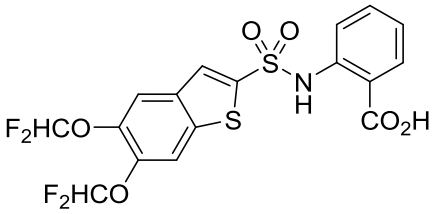


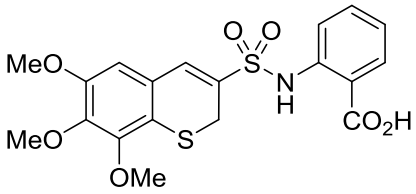


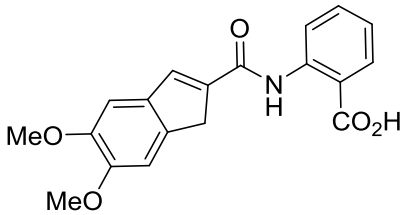
R = SO_2Me, SO_2NH_2, SONHMe, $SONMe_2$

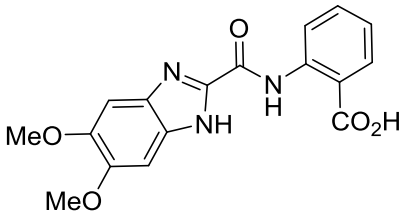


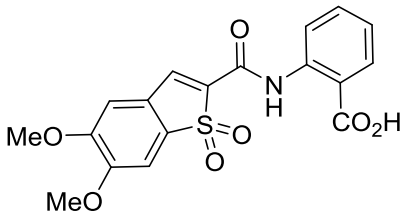
R = NH_2, $CONH_2$, CONHMe, CONHOH

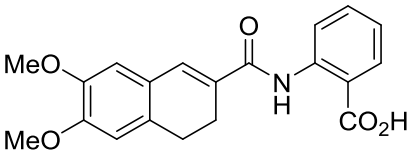


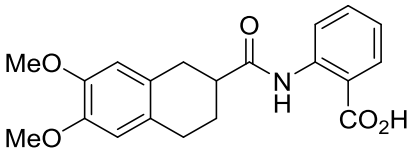










and 

;

or a pharmaceutically acceptable salt thereof.

10. The compound of claim 1, wherein R^4 is selected from the group consisting of: H and optionally substituted C_1-C_6 alkoxy.