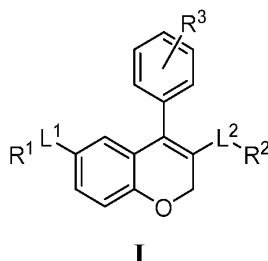


CLAIMS

We claim:

1. A compound of Formula I:



or a pharmaceutically acceptable salt thereof, wherein:

R¹ is R, halogen, -CN, -OR, -NHR, or -N(R)₂;

R² is R, halogen, -C(O)N(R)₂, or -N(R)₂;

R³ is hydrogen or an electron withdrawing group;

each R is independently hydrogen or an optionally substituted group selected from C₁₋₆ aliphatic, a 3-8 member saturated or partially unsaturated monocyclic carbocyclic ring, phenyl, a 4-8 membered saturated or partially unsaturated monocyclic heterocyclic ring having 1-2 heteroatoms independently selected from nitrogen, oxygen, or sulfur, a 5-6 membered monocyclic heteroaromatic ring having 1-4 heteroatoms independently selected from nitrogen, oxygen, or sulfur,

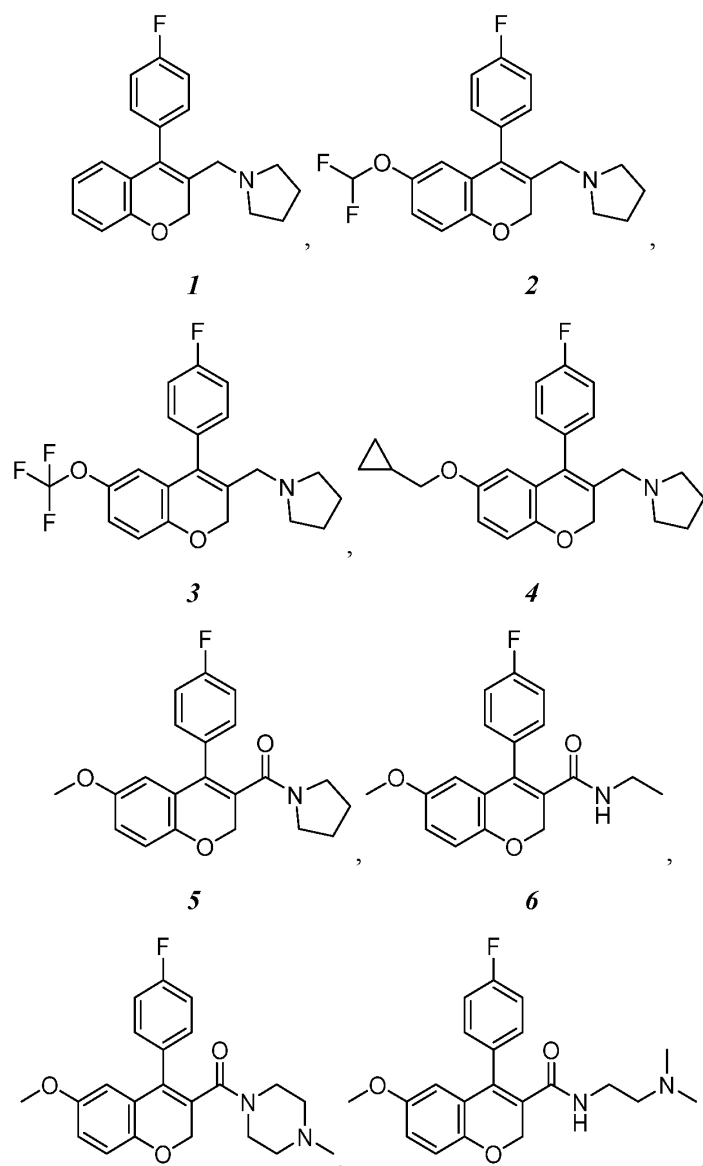
or two R on the same nitrogen are taken together with their intervening atoms to form an optionally substituted 5-6 membered heterocyclic ring having 0-1 heteroatoms in addition to the nitrogen attached thereto wherein such heteroatom is oxygen, nitrogen, or sulfur;

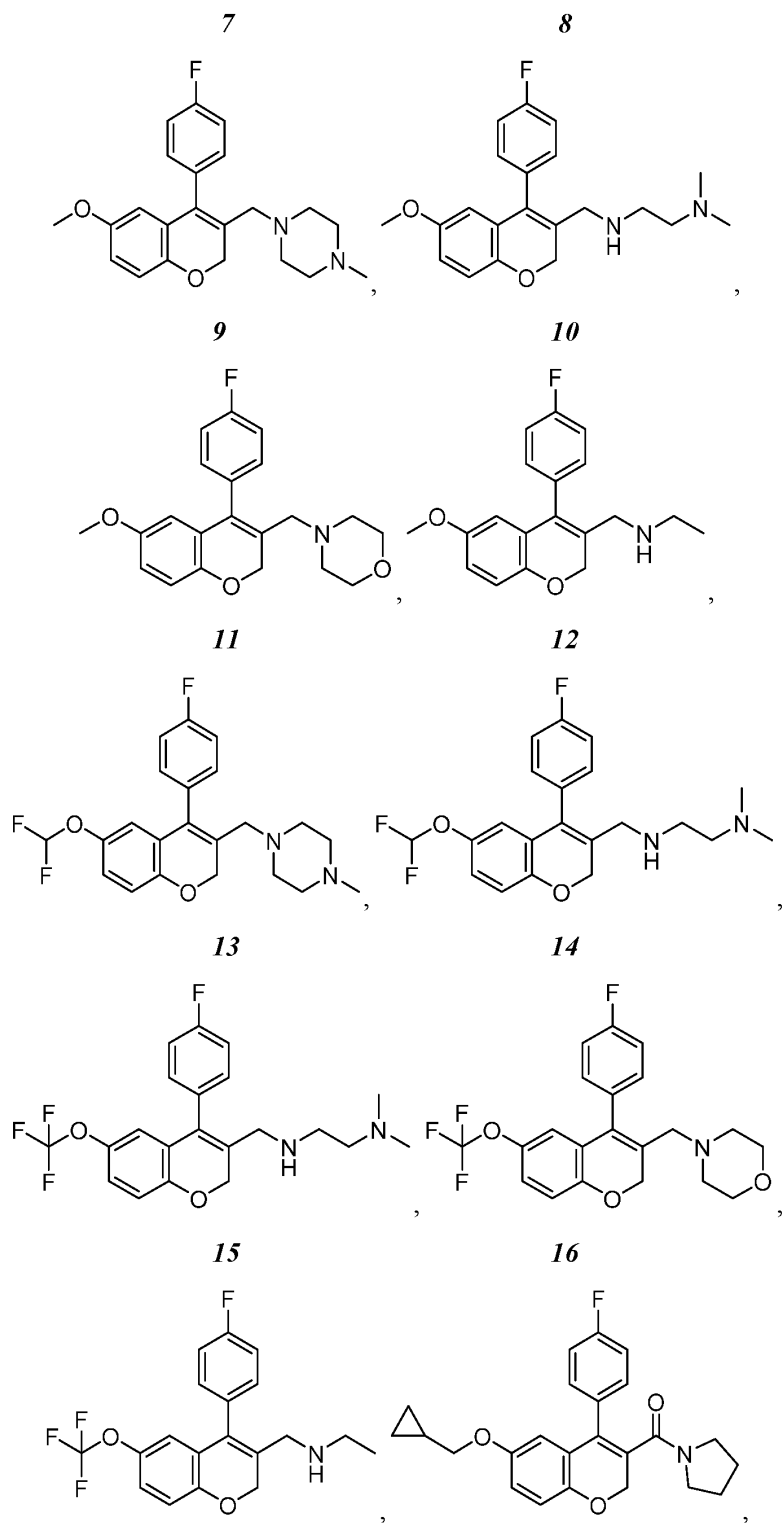
L¹ is a covalent bond or a C₁₋₄ bivalent straight or branched saturated or unsaturated hydrocarbon chain wherein 1-2 methylene units of the chain are independently and optionally replaced with -O-, -C(O)-, -C(O)O-, -OC(O)-, -C(S)-, -C(R)₂-, -CH(R)-, -C(F)₂-, -N(R)-, -C(O)N(R)-, -RNC(O)-, -OC(O)N(R)-, -N(R)C(O)N(R)-, or -Cy-;

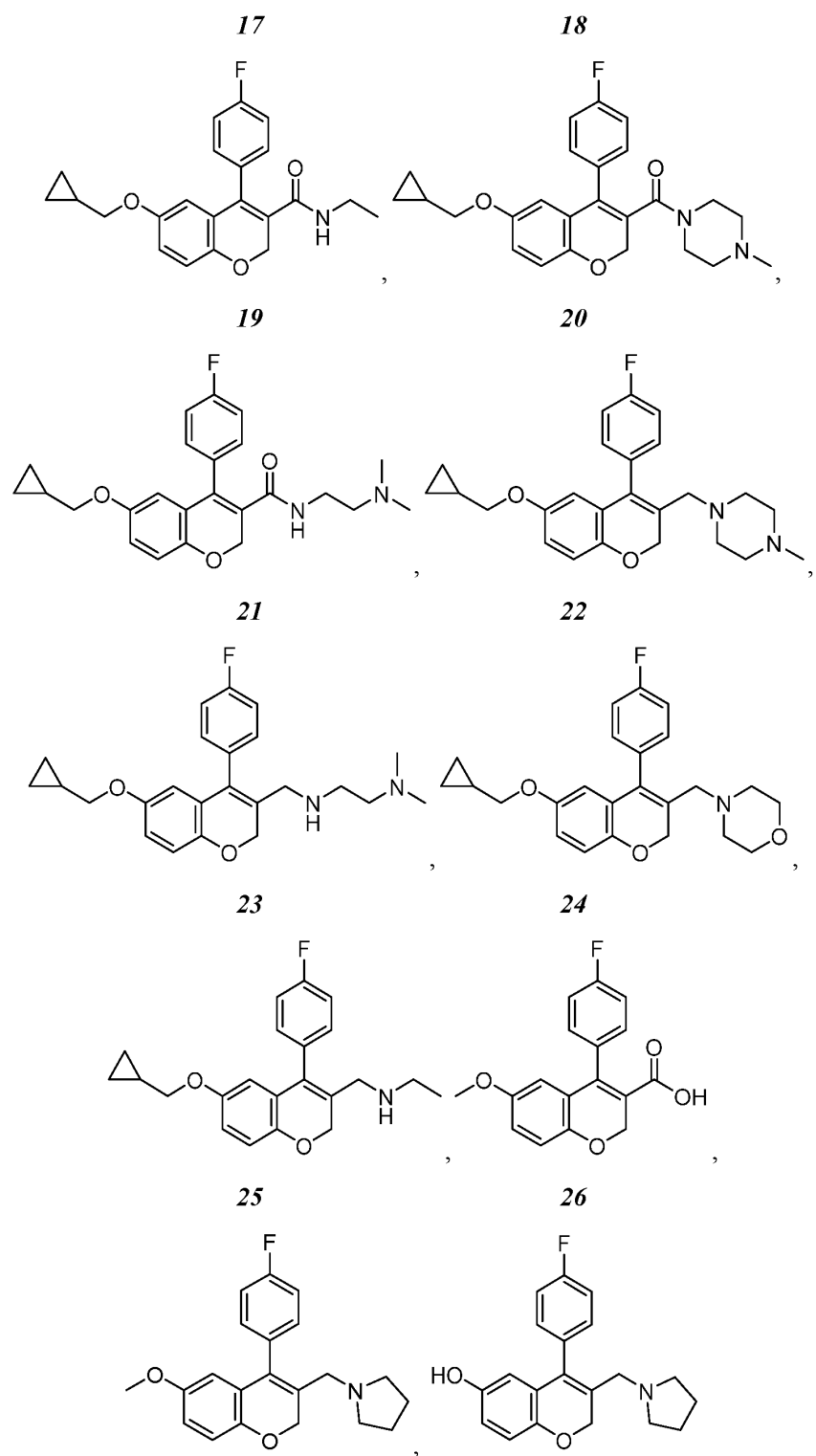
L² is a covalent bond or a C₁₋₄ bivalent straight or branched saturated or unsaturated hydrocarbon chain wherein 1-2 methylene units of the chain are independently and optionally replaced with -O-, -C(O)-, -C(O)O-, -OC(O)-, -C(S)-, -C(R)₂-, -CH(R)-, -C(F)₂-, -N(R)-, -C(O)N(R)-, -RNC(O)-, -OC(O)N(R)-, or -N(R)C(O)N(R)-; and

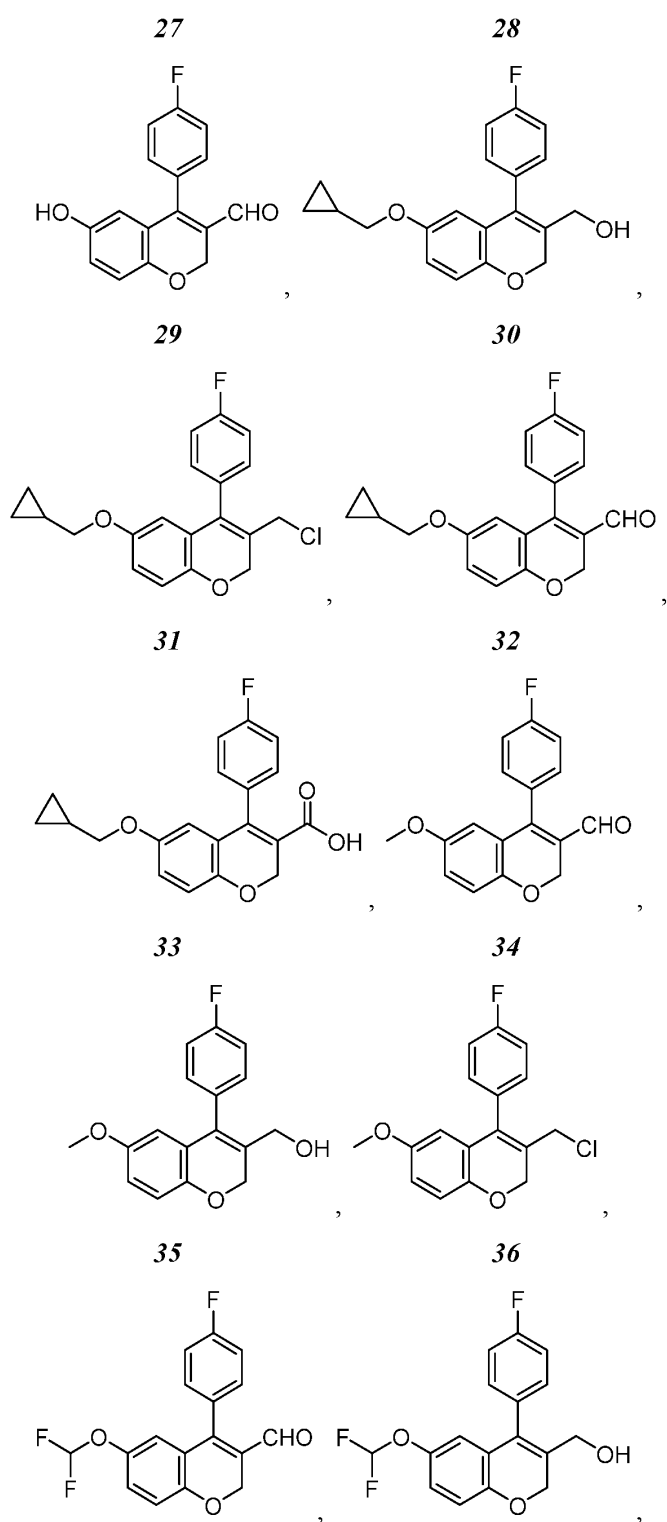
each Cy is independently a bivalent optionally substituted 3-8 membered saturated or partially unsaturated monocyclic carbocyclic ring, optionally substituted phenylene, an optionally substituted 4-8 membered saturated or partially unsaturated monocyclic heterocyclic ring having 1-3 heteroatoms independently selected from nitrogen, oxygen, or sulfur, an optionally substituted 5-6 membered monocyclic heteroaromatic ring having 1-4 heteroatoms independently selected from nitrogen, oxygen, or sulfur;

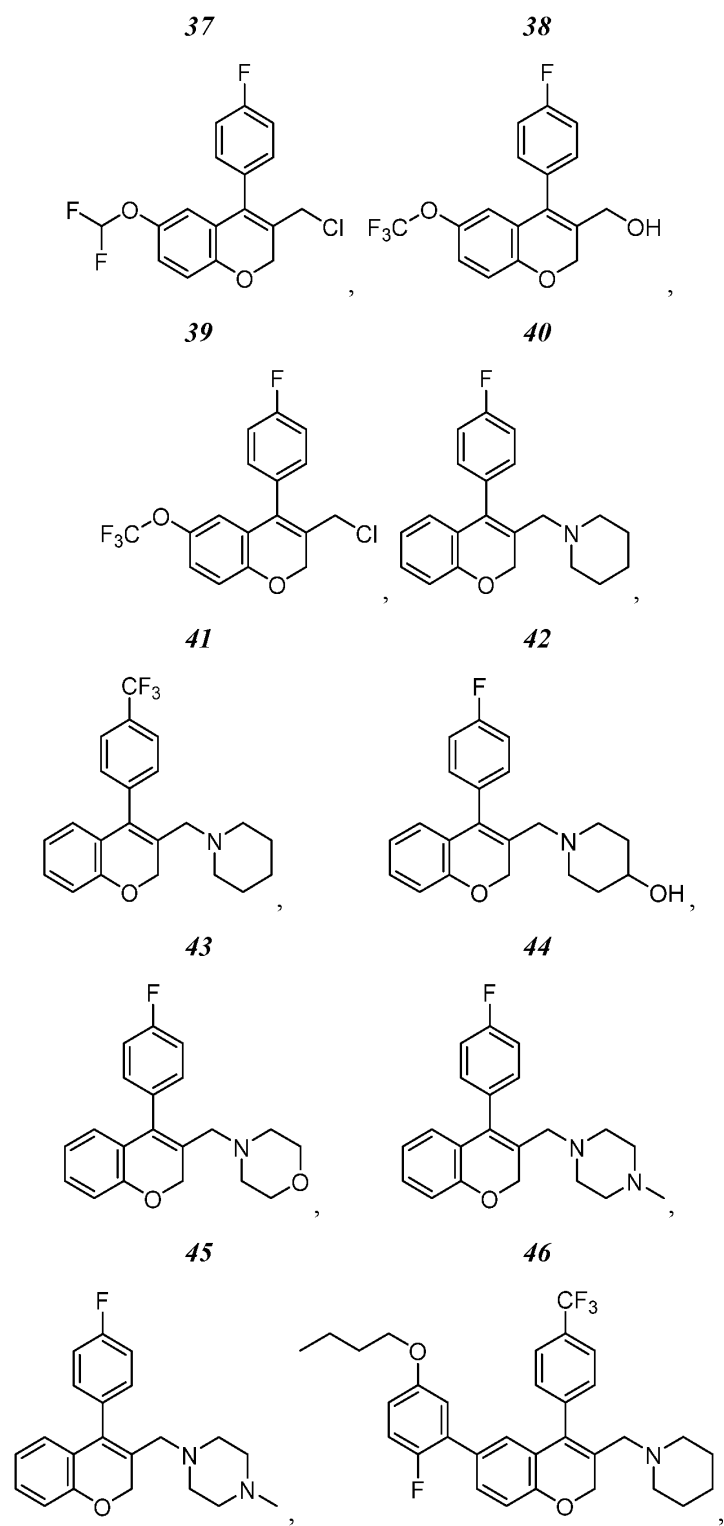
wherein said compound is other than a compound selected from:

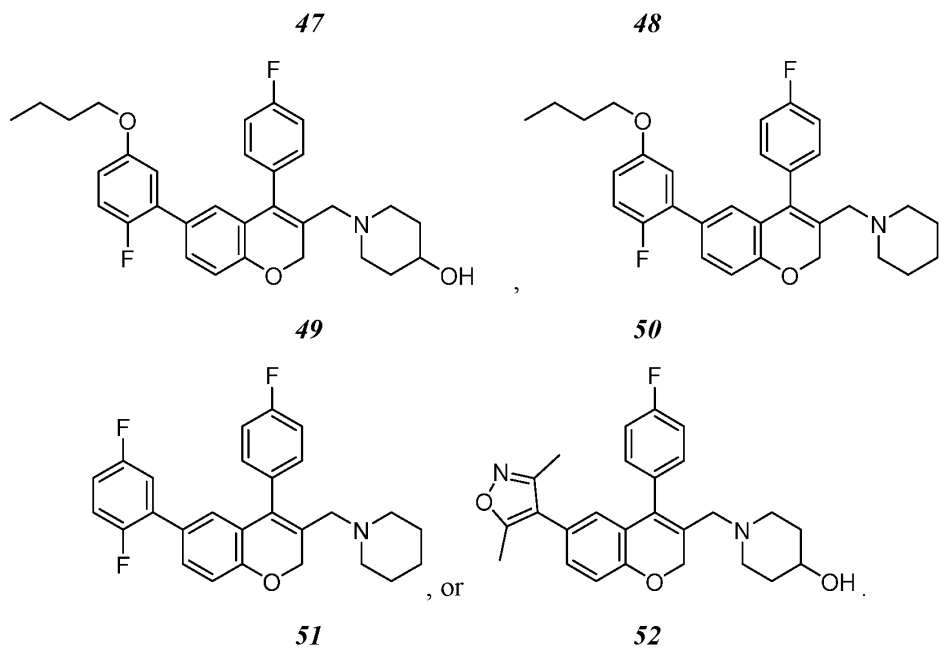




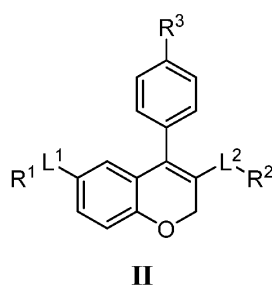








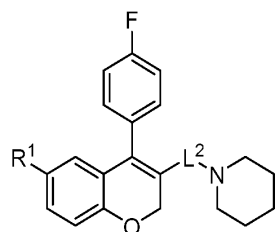
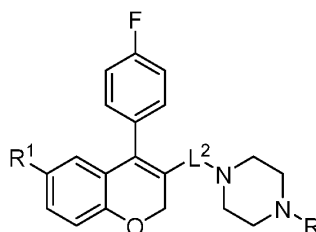
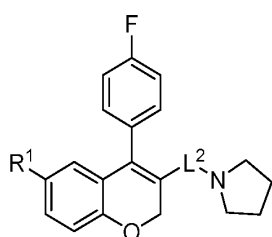
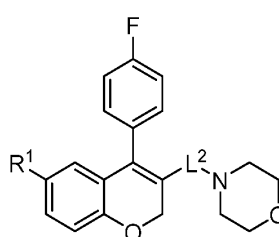
2. The compound of claim 1, wherein the compound formula is:



or a pharmaceutically acceptable salt thereof.

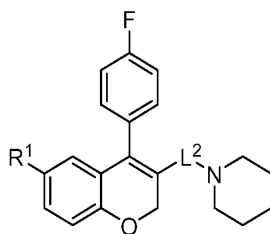
3. The compound according to claim 2, wherein R^3 is F, or a pharmaceutically acceptable salt thereof.
4. The compound according to claim 3, wherein L^1 is a covalent bond, or a pharmaceutically acceptable salt thereof.

5. The compound according to claim 4, wherein the compound is selected from any of formulae **IV-a**, **IV-b**, **IV-c**, or **IV-d**:

**IV-a****IV-b****IV-c****IV-d**

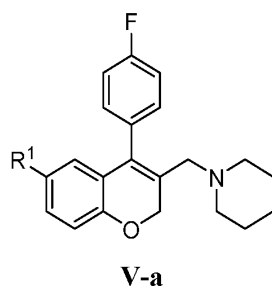
or a pharmaceutically acceptable salt thereof.

6. The compound according to claim 5, wherein the compound formula is:

**IV-a**

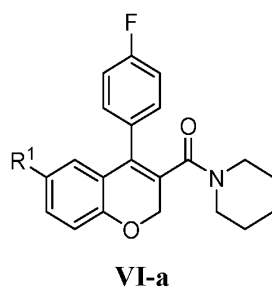
or a pharmaceutically acceptable salt thereof.

7. The compound according to claim 6, wherein the compound formula is:



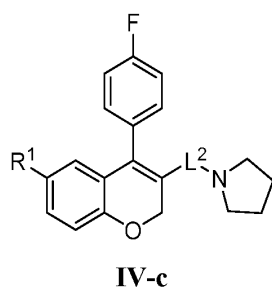
or a pharmaceutically acceptable salt thereof.

8. The compound according to claim 6, wherein the compound formula is:



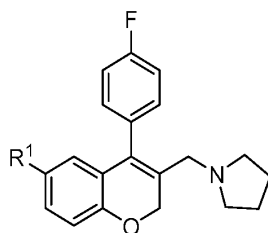
or a pharmaceutically acceptable salt thereof.

9. The compound according to claim 5, wherein the compound formula is:



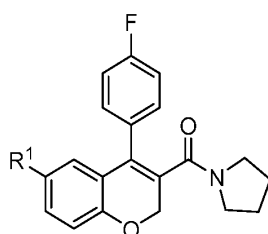
or a pharmaceutically acceptable salt thereof.

10. The compound according to claim 9, wherein the compound formula is:

**V-c**

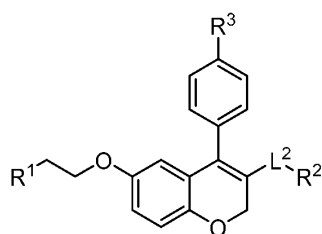
or a pharmaceutically acceptable salt thereof.

11. The compound according to claim 9, wherein the compound formula is:

**VI-c**

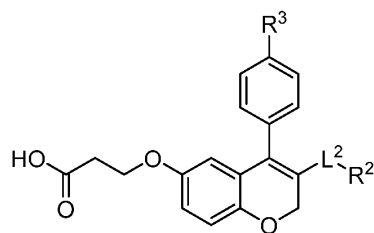
or a pharmaceutically acceptable salt thereof.

12. The compound of claim 2, wherein the compound formula is

**VII**

or a pharmaceutically acceptable salt thereof.

13. The compound of claim 12, wherein the compound formula is



IX

or a pharmaceutically acceptable salt thereof.

14. A pharmaceutically acceptable composition comprising a compound according to any one of claims 1 through 13, and a pharmaceutically acceptable excipient, adjuvant, or vehicle.

15. A method of modulating a protein-protein interaction in a cell comprising contacting the cell with a compound according to any one of claims 1 through 13.

16. The method of claim 15, wherein said cell is a T lymphocyte.

17. The method of claim 16, wherein said protein-protein interaction modulated comprises TCR and at least one additional protein.

18. The method of claim 16, wherein said protein-protein interaction modulated comprises Nck and at least one additional protein.

19. The method of claim 16, where said protein-protein interaction modulated comprises TCR and Nck.

20. A method of modulating the protein-protein interaction between TCR-Nck in a biological sample comprising contacting the biological sample with a compound according to any one of claims 1 through 13.

21. A method of modulating the protein-protein interaction between TCR-Nck in a patient comprising administering to the patient a compound according to any one of claims 1 through 13 or a pharmaceutically acceptable composition thereof.
22. A method of treating a TCR-Nck mediated disease, disorder, or condition in a patient in need thereof, comprising administering to the patient a compound according to any one of claims 1 through 13 or a pharmaceutically acceptable composition thereof.
23. A method of treating a disease, disorder, or condition in a patient in need thereof, comprising administering to the patient a compound according to any one of claims 1 through 13 or a pharmaceutically acceptable composition thereof, wherein the disease, disorder, or condition is selected from rheumatoid arthritis, psoriatic arthritis, psoriasis, type I diabetes, complications from diabetes, multiple sclerosis, systemic lupus erythematosus, cutaneous lupus erythematosus, atopic dermatitis, mast cell-mediated allergic reactions, autoimmune hepatitis, myasthenia gravis, ankylosing spondylitis, Crohn's disease, leukemias, lymphomas, and thromboembolic and allergic complications associated with leukemias and lymphomas.
24. The method according to claim 22, further comprising administering an additional therapeutic agent in combination with said compound.