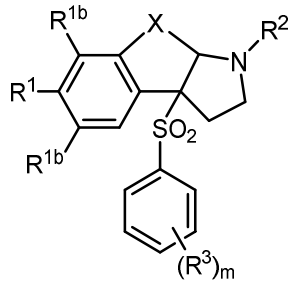
Claims

1. A compound of the formula



wherein

X is $-CR^4R^5-$, $-(CR^4R^5)_2$, $-OCR^6R^7-$, $-S(O)_pCR^6R^7-$ or $-NR^6CR^6R^7-$;

$R^1$ is halo, $C_{1-6}$ alkyl substituted with 0-3 $R^{1a}$, $-(CR^{2e}R^{2f})$r-3-14 membered carbocycle substituted with 0-3 $R^{1a}$ or $-(CR^{2e}R^{2f})$r-5-10 membered heterocycle comprising carbon atoms, and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ substituted with 0-3 $R^{1a}$**;**

$R^{1a}$ is, independently at each occurrence, hydrogen, =O, halo, $CF_3$, $OCF_3$, CN, $NO_2$, $-(CR^{2e}R^{2f})_r-OR^b$, $-(CR^{2e}R^{2f})_r-S(O)_pR^b$, $-(CR^{2e}R^{2f})_r-C(O)R^b$, $-(CR^{2e}R^{2f})_r-C(O)OR^b$, $-(CR^{2e}R^{2f})$r-$OC(O)R^b$, $-(CR^{2e}R^{2f})$r-$NR^{11}R^{11}$, $-(CR^{2e}R^{2f})$r-$C(O)NR^{11}R^{11}$, $-(CR^{2e}R^{2f})_r-NR^bC(O)R^c$, $-(CR^{2e}R^{2f})$r-$NR^bC(O)OR^c$, $-NR^bC(O)NR^{11}R^{11}$, $-S(O)_pNR^{11}R^{11}$, $-NR^bS(O)_pR^c$, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, $C_{1-6}$ haloalkyl, $C_{2-6}$ alkenyl substituted with 0-3 $R^a$, $C_{2-6}$ alkynyl substituted with 0-3 $R^a$, $-(CR^{2e}R^{2f})_r$-3-14 membered carbocycle substituted with 0-3 $R^a$, or $-(CR^{2e}R^{2f})$r-5-7 membered heterocycle comprising carbon atoms, and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ substituted with 0-3 $R^a$;

$R^{1b}$ is, independently at each occurrence, hydrogen, $CD_3$, halo, $CF_3$, and $C_1$-$C_4$ alkyl;

$R^2$ is hydrogen, $-(CR^{2e}R^{2f})$r-$C(O)R^{2d}$, $-(CR^{2e}R^{2f})$r-$C(O)OR^{2b}$, $-(CR^{2e}R^{2f})$r-$C(O)NR^{11}R^{11}$, $-(CR^{2e}R^{2f})$r-$S(O)_2R^{2c}$, $C_{1-6}$ alkyl substituted with 0-3 $R^{2a}$, $C_{2-6}$ alkenyl substituted with 0-3 $R^{2a}$, $-(CR^{2e}R^{2f})$r-3-10 membered carbocycle substituted with 0-3 $R^a$, or $-(CR^{2e}R^{2f})$r-4-7 membered heterocycle comprising carbon atoms, and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^a$;

$R^{2a}$ is, independently at each occurrence, hydrogen, =O, halo, $OCF_3$, CN, $NO_2$, $-(CR^{2e}R^{2f})$r-$OR^b$, $-(CR^{2e}R^{2f})$r-$S(O)_pR^b$, $-(CR^{2e}R^{2f})$r-$C(O)R^b$, $-(CR^{2e}R^{2f})$r-$C(O)OR^b$, $-(CR^{2e}R^{2f})$r-$OC(O)R^b$, $-(CR^{2e}R^{2f})$r-$OC(O)NR^{11}R^{11}$, $-(CR^{2e}R^{2f})$r-$OC(O)OR^c$, $-(CR^{2e}R^{2f})$r-$NR^{11}R^{11}$, $-(CR^{2e}R^{2f})$r-$C(O)NR^{11}R^{11}$, $-(CR^{2e}R^{2f})$r-$NR^bC(O)R^c$, $-(CR^{2e}R^{2f})$r-$NR^bC(O)OR^c$, $-NR^bC(O)NR^{11}R^{11}$, $-S(O)_pNR^{11}R^{11}$, $-NR^bS(O)_pR^c$, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, $C_{1-6}$

haloalkyl, $C_{2-6}$ alkenyl substituted with 0-3 $R^a$, $C_{2-6}$ alkynyl substituted with 0-3 $R^a$, -$(CR^{2e}R^{2f})$r-3-14 membered carbocycle substituted with 0-3 $R^a$, or -$(CR^{2e}R^{2f})$r-4-7 membered heterocycle comprising carbon atoms, and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^a$;

$R^{2b}$ is, independently at each occurrence, hydrogen, $CF_3$, -$(CR^{2e}R^{2f})_qOR^b$, -$(CR^{2e}R^{2f})_qS(O)pR^b$, -$(CR^{2e}R^{2f})$r-$C(O)R^{1d}$, -$(CR^{2e}R^{2f})$r-$C(O)OR^b$, -$(CR^{2e}R^{2f})_qOC(O)R^b$, -$(CR^{2e}R^{2f})_qNR^{11}R^{11}$, -$(CR^{2e}R^{2f})$r-$C(O)N\ R^{11}R^{11}$, -$(CR^{2e}R^{2f})_qNR^bC(O)R^{1c}$, -$(CR^{2e}R^{2f})_qNR^bC(O)OR^c$, -$(CR^{2e}R^{2f})_qNR^bC(O)N\ R^{11}R^{11}$, -$(CR^{2e}R^{2f})qS(O)_2N\ R^{11}R^{11}$, -$(CR^{2e}R^{2f})qNR^bS(O)_2R^c$, $C_{1-6}$ alkyl substituted with 0-2 $R^a$, $C_{1-6}$ haloalkyl, -$(CR^{2e}R^{2f})$r-3-14 membered carbocycle substituted with 0-3 $R^a$, or -$(CR^{2e}R^{2f})$r-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^a$;

$R^{2c}$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, $C_{2-6}$ alkenyl substituted with 0-3 $R^a$, $C_{3-10}$ cycloalkyl substituted with 0-3 $R^a$, $C_{6-10}$ aryl substituted with 0-3 $R^a$, or -$(CR^{2e}R^{2f})$r-5-10 membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$, substituted with 0-4 $R^a$;

$R^{2d}$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-2 $R^d$, $C_{1-6}$ haloalkyl, $C(O)NR^{11}R^{11}$, -$(CR^{2e}R^{2f})$r-$C_{3-10}$ cycloalkyl substituted with 0-3 $R^d$, where the cycloalkyl ring may be fused, bridged or spirocyclic, -$(CR^{2e}R^{2f})$r-phenyl substituted with 0-2 $R^a$, or a -$(CR^{2e}R^{2f})$r-4-10 membered heterocycle where the heterocycle may be fused, bridged or spirocyclic, containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$, substituted with 0-4 $R^a$;

$R^{2e}$ and $R^{2f}$ are, independently at each occurrence, hydrogen, halogen or $C_{1-6}$ alkyl;

$R^3$ is, independently at each occurrence, hydrogen, halo, $N_3$, CN, -$(CR^{2e}R^{2f})$r-$OR^{3b}$, -$(CR^{2e}R^{2f})$r-$NR^{11}R^{11}$, $C_{1-6}$ alkyl substituted with 0-3 $R^{3a}$, $C_{3-10}$ cycloalkyl substituted with 0-3 $R^{3a}$; and phenyl substituted with 0-3 $R^{3a}$, or 4-10 membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$, substituted with 0-3 $R^{3a}$, or two $R^3$ located on adjacent carbon atoms link to form a 5-7 membered carbocycle or a 5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatom selected from the group consisting of N, O and S(O)p, both optionally substituted with 0-3 $R^{3a}$;

$R^{3a}$ is, independently at each occurrence, hydrogen, =O, halo, $OCF_3$, $OCHF_2$, $CF_3$, $CHF_2$, CN, $NO_2$, $-(CR^{2e}R^{2f})r-OR^b$, $-(CR^{2e}R^{2f})r-S(O)pR^b$, $-(CR^{2e}R^{2f})r-C(O)R^b$, $-(CR^{2e}R^{2f})r-C(O)OR^b$, $-(CR^{2e}R^{2f})r-OC(O)R^b$, $-(CR^{2e}R^{2f})r-NR^{11}R^{11}$, $-(CR^{2e}R^{2f})r-C(O)NR^{11}R^{11}$, $-(CR^{2e}R^{2f})r-NR^bC(O)R^c$, $-(CR^{2e}R^{2f})r-NR^bC(O)OR^c$, $-NR^bC(O)NR^{11}R^{11}$, $-S(O)_pNR^{11}R^{11}$, $-NR^bS(O)_pR^c$, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, $C_{2-6}$ alkenyl substituted with 0-3 $R^a$, $C_{2-6}$ alkynyl substituted with 0-3 $R^a$, $C_{1-6}$ haloalkyl, $-(CR^{2e}R^{2f})r$-3-14 membered carbocycle substituted with 0-3 $R^a$, or $-(CR^{2e}R^{2f})r$-5-10 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ substituted with 0-3 $R^a$;

$R^{3b}$ is, independently at each occurrence, hydrogen, $CF_3$, $-(CR^{2e}R^{2f})qOR^b$, $-(CR^{2e}R^{2f})qS(O)pR^b$, $-(CR^{2e}R^{2f})r-C(O)R^{1d}$, $-(CR^{2e}R^{2f})r-C(O)OR^b$, $-(CR^{2e}R^{2f})qOC(O)R^b$, $-(CR^{2e}R^{2f})qNR^{11}R^{11}$, $-(CR^{2e}R^{2f})r-C(O)NR^{11}R^{11}$, $-(CR^{2e}R^{2f})qNR^bC(O)R^{1c}$, $-(CR^{2e}R^{2f})qNR^bC(O)OR^c$, $-(CR^{2e}R^{2f})qNR^bC(O)N\ R^{11}R^{11}$, $-(CR^{2e}R^{2f})qS(O)_2N\ R^{11}R^{11}$, $-(CR^{2e}R^{2f})qNR^bS(O)_2R^c$, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, $C_{1-6}$ haloalkyl, $-(CR^{2e}R^{2f})r$-3-14 membered carbocycle substituted with 0-3 $R^a$, or $-(CR^{2e}R^{2f})r$-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ substituted with 0-3 $R^a$;

$R^4$ and $R^5$ are independently hydrogen, halo, $C_{1-6}$ alkyl or $C_{1-6}$ haloalkyl, or

$R^4$ and $R^5$ together with the carbon atom to which they are attached form a 3- to 6-membered spirocarbocyclyl ring or a spiroheterocyclyl ring;

$R^6$ and $R^7$ are independently hydrogen, $C_{1-6}$ alkyl or $C_{1-6}$ haloalkyl;

$R^{11}$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-3 $R^f$, $CF_3$, $C_{3-10}$ cycloalkyl substituted with 0-3 $R^f$, $-(CR^{2e}R^{2f})r$-phenyl substituted with 0-3 $R^d$, or $-(CR^{2e}R^{2f})r$-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^d$;

or one $R^{11}$ and a second $R^{11}$, both attached to the same nitrogen atom, combine to form a heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^d$;

$R^a$ is, independently at each occurrence, hydrogen, =O, halo, $OCF_3$, $CF_3$, $CHF_2$, CN, $NO_2$, $-(CR^{2e}R^{2f})r-OR^b$, $-(CR^{2e}R^{2f})r-S(O)pR^b$, $-(CR^{2e}R^{2f})r-C(O)R^b$, $-(CR^{2e}R^{2f})r-C(O)OR^b$, $-(CR^{2e}R^{2f})r-OC(O)R^b$, $-(CR^{2e}R^{2f})r-NR^{11}R^{11}$, $-(CR^{2e}R^{2f})r-C(O)NR^{11}R^{11}$, $-(CR^{2e}R^{2f})r-NR^bC(O)R^c$, $-(CR^{2e}R^{2f})r-NR^bC(O)OR^c$, $-NR^bC(O)NR^{11}R^{11}$, $-S(O)_pNR^{11}R^{11}$, $-NR^bS(O)_pR^c$, $C_{1-6}$ alkyl substituted with 0-3 $R^f$, $C_{1-6}$ haloalkyl, $C_{2-6}$ alkenyl substituted with 0-3 $R^e$, $C_{2-6}$

alkynyl substituted with 0-3 $R^e$, -($CR^{2e}R^{2f}$)r-3-14 membered carbocycle, or -($CR^{2e}R^{2f}$)r-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^f$;

$R^b$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-3 $R^d$, $C_{1-6}$ haloalkyl, $C_{3-6}$ cycloalkyl substituted with 0-3 $R^d$, -($CR^{2e}R^{2f}$)r-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^f$ ,or -($CR^{2e}R^{2f}$)r-6-10 membered carbocycle substituted with 0-3 $R^d$;

$R^c$ is, independently at each occurrence, $C_{1-6}$ alkyl substituted with 0-3 $R^f$, -($CR^{2e}R^{2f}$)r-$C_{3-6}$ cycloalkyl substituted with 0-3 $R^f$, or -($CR^{2e}R^{2f}$)r-phenyl substituted with 0-3 $R^f$;

$R^d$ is, independently at each occurrence, hydrogen, =O, halo, $OCF_3$, $CF_3$, CN, $NO_2$, -$OR^e$, -($CR^{2e}R^{2f}$)r-$C(O)R^c$, -$NR^eR^e$, -$NR^eC(O)OR^c$,$C(O)NR^eR^e$, -$NR^eC(O)R^c$, $CO_2H$, $CO_2R^c$, -$NR^eSO_2R^c$, $SO_2R^c$, $C_{1-6}$ alkyl substituted with 0-3 $R^f$, $C_{3-6}$ cycloalkyl substituted with 0-3 $R^f$, -($CR^{2e}R^{2f}$)r-phenyl substituted with 0-3 $R^f$ or -($CR^{2e}R^{2f}$)r-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^f$;

$R^e$ is, independently at each occurrence, hydrogen, $C(O)NR^fR^f$, $C_{1-6}$ alkyl, $C_{3-6}$ cycloalkyl, -5-7 membered heterocycle or -($CR^{2e}R^{2f}$)r-phenyl substituted with 0-3 $R^f$;

$R^f$ is, independently at each occurrence, hydrogen, =O, halo, CN, $NH_2$, $NH(C_{1-6}$ alkyl), $N(C_{1-6}$ alkyl$)_2$, $SO_2(C_{1-6}$ alkyl), $CO_2H$, $CO_2(C_{1-6}$ alkyl), OH, $C_{3-6}$ cycloalkyl, $CF_3$, $O(C_{1-6}$ alkyl), or

an optionally substituted -($CR^{2e}R^{2f}$)r-5-10 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$, phenyl or $C_{3-6}$ cycloalkyl, each group optionally substituted with halo, CN, $CF_3$, $C_{1-6}$ alkyl or $O(C_{1-6}$ alkyl);

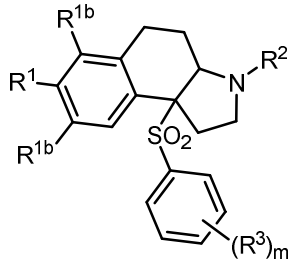
m is 0, 1, 2 or 3

p and q are, independently at each occurrence, 0, 1, or 2; and

r is 0, 1, 2, 3, or 4,

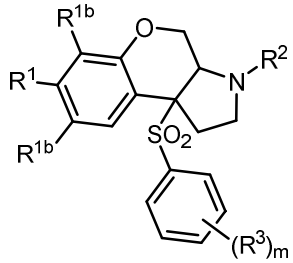
or a stereoisomer or pharmaceutically-acceptable salt thereof.

2. The compound according to claim 1 of the formula



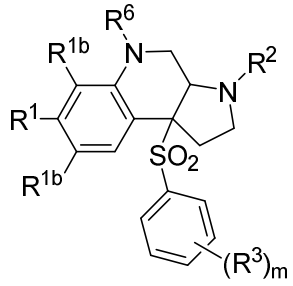
or a stereoisomer or pharmaceutically-acceptable salt thereof.

3. The compound according to claim 1 of the formula



or a stereoisomer or pharmaceutically-acceptable salt thereof.

4. The compound according to claim 1 of the formula



or a stereoisomer or pharmaceutically-acceptable salt thereof.

5. The compound according to claim 2 wherein

$R^1$ is halo, phenyl substituted with 0-3 $R^{1a}$, or $C_{1\text{-}6}$ alkyl substituted with 0-3 $R^{1a}$;

$R^{1a}$ is, independently at each occurrence, hydrogen, $CF_3$, halo, $C_{1\text{-}6}$ alkyl substituted with 0-3 $R^a$, -$(CR^{2e}R^{2f})$r-$OR^b$, and -$(CR^{2e}R^{2f})$r-phenyl substituted with 0-3 $R^a$,

$R^{1b}$ is, independently at each occurrence, hydrogen, $CD_3$, halo, $CF_3$, and $C_1$-$C_4$ alkyl;

$R^2$ is hydrogen, $SO_2R^{2c}$, $C_{1\text{-}6}$ alkyl substituted with 0-3 $R^{2a}$, $CO_2R^{2b}$, -$C(O)R^{2d}$, -$C(O)NR^{11}R^{11}$; or a 5-7 membered heterocycle comprising carbon atoms, and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^a$,

$R^{2a}$ is hydrogen or $C_{1-6}$ alkyl substituted with 0-3 $R^a$;

$R^{2b}$ is hydrogen, $C_{1-6}$ alkyl substituted with 0-2 $R^a$ , $C_{3-6}$ cycloalkyl substituted with 0-3 $R^a$, -$(CR^{2e}R^{2f})$r-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^a$, or -$(CR^{2e}R^{2f})$r-phenyl substituted with 0-3 $R^a$;

$R^{2c}$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, $C_{2-6}$ alkenyl substituted with 0-3 $R^a$, $C_{3-10}$ cycloalkyl substituted with 0-3 $R^a$, $C_{6-10}$ aryl substituted with 0-3 $R^a$, or -$(CR^{2e}R^{2f})$r- 5-10-membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$, substituted with 0-4 $R^a$;

$R^{2d}$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-3 $R^d$, $C_{1-6}$ haloalkyl, $C(O)NR^{11}R^{11}$, $C_{3-10}$ cycloalkyl substituted with 0-2 $R^d$, $(CR^{2e}R^{2f})_r$-phenyl substituted with 0-2 $R^a$, or a 4-10 membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$, substituted with 0-4 $R^a$ ;

$R^3$ is, independently at each occurrence, hydrogen, halo, $N_3$, CN, $OR^{3b}$, -$NH_2$, $NH(C_{1-6}$ alkyl), $N(C_{1-6}$ alkyl$)_2$, $C_{1-6}$ alkyl substituted with 0-3 $R^{3a}$ or $C_{3-10}$ cycloalkyl substituted with 0-3 $R^{3a}$;

$R^{3a}$ is, independently at each occurrence, hydrogen, =O, halo, $OCF_3$, $OCHF_2$, $CF_3$, $CHF_2$, CN, $NO_2$, -$(CR^{2e}R^{2f})$r-$OR^b$, -$(CR^{2e}R^{2f})$r-S(O)p$R^b$, -$(CR^{2e}R^{2f})$r-$C(O)R^b$, -$(CR^{2e}R^{2f})$r-$C(O)OR^b$, -$(CR^{2e}R^{2f})$r-$OC(O)R^b$, -$(CR^{2e}R^{2f})$r-$NR^{11}R^{11}$, -$(CR^{2e}R^{2f})$r-$C(O)NR^{11}R^{11}$, -$(CR^{2e}R^{2f})$r-$NR^bC(O)R^c$, -$(CR^{2e}R^{2f})$r-$NR^bC(O)OR^c$, -$NR^bC(O)NR^{11}R^{11}$, -$S(O)_pNR^{11}R^{11}$, -$NR^bS(O)_pR^c$, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, $C_{2-6}$ alkenyl substituted with 0-3 $R^a$, $C_{2-6}$ alkynyl substituted with 0-3 $R^a$, $C_{1-6}$ haloalkyl, -$(CR^{2e}R^{2f})$r-3-14 membered carbocycle substituted with 0-3 $R^a$, or -$(CR^{2e}R^{2f})$r-5-10 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ substituted with 0-3 $R^a$; and

$R^{3b}$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-3 $R^a$ or phenyl substituted with 0-3 $R^a$;

or a stereoisomer or pharmaceutically-acceptable salt thereof.

6. The compound according to claim 3 wherein

$R^1$ is halo, phenyl substituted with 0-3 $R^{1a}$, or $C_{1-6}$ alkyl substituted with 0-3 $R^{1a}$;

$R^{1a}$ is, independently at each occurrence, hydrogen, $CF_3$, halo, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, -$(CR^{2e}R^{2f})$r-$OR^b$, and -$(CR^{2e}R^{2f})$r-phenyl substituted with 0-3 $R^a$;

$R^{1b}$ is, independently at each occurrence, hydrogen, $CD_3$, halo, $CF_3$, and $C_1$-$C_4$ alkyl;

$R^2$ is hydrogen, $SO_2R^{2c}$, $C_{1-6}$ alkyl substituted with 0-3 $R^{2a}$, $CO_2R^{2b}$, -$C(O)R^{2d}$, -$C(O)NR^{11}R^{11}$; or a 5-7 membered heterocycle comprising carbon atoms, and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^a$;

$R^{2a}$ is hydrogen or $C_{1-6}$ alkyl substituted with 0-3 $R^a$;

$R^{2b}$ is hydrogen, $C_{1-6}$ alkyl substituted with 0-2 $R^a$ , $C_{3-6}$ cycloalkyl substituted with 0-3 $R^a$, -$(CR^{2e}R^{2f})$r-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^a$, or -$(CR^{2e}R^{2f})$r-phenyl substituted with 0-3 $R^a$;

$R^{2c}$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, $C_{2-6}$ alkenyl substituted with 0-3 $R^a$, $C_{3-10}$ cycloalkyl substituted with 0-3 $R^a$, $C_{6-10}$ aryl substituted with 0-3 $R^a$, or -$(CR^{2e}R^{2f})$r- 5-10-membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$, substituted with 0-4 $R^a$;

$R^{2d}$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-3 $R^d$, $C_{1-6}$ haloalkyl, $C(O)NR^{11}R^{11}$, $C_{3-10}$ cycloalkyl substituted with 0-2 $R^d$, $(CR^{2e}R^{2f})_r$-phenyl substituted with 0-2 $R^a$, or a 4-10 membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$, substituted with 0-4 $R^a$ ;

$R^3$ is, independently at each occurrence, hydrogen, halo, $N_3$, CN, $OR^{3b}$, -$NH_2$, $NH(C_{1-6}$ alkyl), $N(C_{1-6}$ alkyl$)_2$, $C_{1-6}$ alkyl substituted with 0-3 $R^{3a}$ or $C_{3-10}$ cycloalkyl substituted with 0-3 $R^{3a}$;

$R^{3a}$ is, independently at each occurrence, hydrogen, =O, halo, $OCF_3$, $OCHF_2$, $CF_3$, $CHF_2$, CN, $NO_2$, -$(CR^{2e}R^{2f})$r-$OR^b$, -$(CR^{2e}R^{2f})$r-$S(O)pR^b$, -$(CR^{2e}R^{2f})$r-$C(O)R^b$, -$(CR^{2e}R^{2f})$r-$C(O)OR^b$, -$(CR^{2e}R^{2f})$r-$OC(O)R^b$, -$(CR^{2e}R^{2f})$r-$NR^{11}R^{11}$, -$(CR^{2e}R^{2f})$r-$C(O)NR^{11}R^{11}$, -$(CR^{2e}R^{2f})$r-$NR^bC(O)R^c$, -$(CR^{2e}R^{2f})$r-$NR^bC(O)OR^c$, -$NR^bC(O)NR^{11}R^{11}$, -$S(O)_pNR^{11}R^{11}$, -$NR^bS(O)_pR^c$, $C_{1-6}$ alkyl substituted with 0-3 $R^a$, $C_{2-6}$ alkenyl substituted with 0-3 $R^a$, $C_{2-6}$ alkynyl substituted with 0-3 $R^a$, $C_{1-6}$ haloalkyl, -$(CR^{2e}R^{2f})$r-3-14 membered carbocycle substituted with 0-3 $R^a$, or -$(CR^{2e}R^{2f})$r-5-10 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ substituted with 0-3 $R^a$; and

$R^{3b}$ is, independently at each occurrence, hydrogen, $C_{1-6}$ alkyl substituted with 0-3 $R^a$ or phenyl substituted with 0-3 $R^a$;

or a stereoisomer or pharmaceutically-acceptable salt thereof.

7. The compound according to claim 5 wherein

$R^1$ is $C_{1-6}$ alkyl substituted with 0-3 $R^{1a}$;

$R^{1a}$ is, independently at each occurrence, hydrogen, $CF_3$, halo or $C_{1-6}$ alkyl substituted with 0-3 $R^a$;

$R^{1b}$ is, independently at each occurrence, hydrogen, $CD_3$, halo, $CF_3$, and $C_1$-$C_4$ alkyl;

$R^2$ is $C_{1-6}$ alkyl substituted with 0-3 $R^{2a}$, $CO_2R^{2b}$, -$C(O)R^{2d}$ or -$C(O)NR^{11}R^{11}$;

$R^{2a}$ is hydrogen or $C_{1-6}$ alkyl substituted with 0-3 $R^a$;

$R^{2b}$ is hydrogen, $C_{1-6}$ alkyl substituted with 0-2 $R^a$ , $C_{3-6}$ cycloalkyl substituted with 0-3 $R^a$, -$(CR^{2e}R^{2f})$r-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^a$, or -$(CR^{2e}R^{2f})$r-phenyl substituted with 0-3 $R^a$;

$R^{2d}$ is, independently at each occurrence, $C_{3-10}$ cycloalkyl substituted with 0-2 $R^d$, or a 4-10 membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_2$, substituted with 0-4 $R^a$ ;

$R^3$ is hydrogen, halo, cyclopropyl or $C_{1-6}$ alkyl;

or a stereoisomer or pharmaceutically-acceptable salt thereof.

8. The compound according to claim 6 wherein

$R^1$ is $C_{1-6}$ alkyl substituted with 0-3 $R^{1a}$;

$R^{1a}$ is, independently at each occurrence, hydrogen, $CF_3$, halo or $C_{1-6}$ alkyl substituted with 0-3 $R^a$;

$R^{1b}$ is, independently at each occurrence, hydrogen, $CD_3$, halo, $CF_3$, and $C_1$-$C_4$ alkyl;

$R^2$ is $C_{1-6}$ alkyl substituted with 0-3 $R^{2a}$, $CO_2R^{2b}$, -$C(O)R^{2d}$ or -$C(O)NR^{11}R^{11}$;

$R^{2a}$ is hydrogen or $C_{1-6}$ alkyl substituted with 0-3 $R^a$;

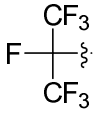
$R^{2b}$ is hydrogen, $C_{1-6}$ alkyl substituted with 0-2 $R^a$ , $C_{3-6}$ cycloalkyl substituted with 0-3 $R^a$, -$(CR^{2e}R^{2f})$r-5-7 membered heterocycle comprising carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_p$ substituted with 0-4 $R^a$, or -$(CR^{2e}R^{2f})$r-phenyl substituted with 0-3 $R^a$;

$R^{2d}$ is, independently at each occurrence, $C_{3-10}$ cycloalkyl substituted with 0-2 $R^d$, or a 4-10 membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_2$, substituted with 0-4 $R^a$ ;

$R^3$ is hydrogen, halo, cyclopropyl or $C_{1-6}$ alkyl;

or a stereoisomer or pharmaceutically-acceptable salt thereof.

9. The compound according to claim 7 wherein

$R^1$ is ;

$R^{1b}$ is, independently at each occurrence, hydrogen, $CD_3$, halo, $CF_3$, and $C_1$-$C_4$ alkyl;

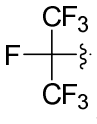
$R^2$ is -C(O)$R^{2d}$;

$R^{2d}$ is, independently at each occurrence, $C_{3\text{-}10}$ cycloalkyl substituted with 0-2 $R^d$, or a 4-10 membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_2$, substituted with 0-4 $R^a$;

$R^3$ is F, Cl, cyclopropyl or methyl;

or a stereoisomer or pharmaceutically-acceptable salt thereof.

10. The compound according to claim 8 wherein

$R^1$ is ;

$R^{1b}$ is, independently at each occurrence, hydrogen, $CD_3$, halo, $CF_3$, and $C_1$-$C_4$ alkyl;

$R^2$ is -C(O)$R^{2d}$;

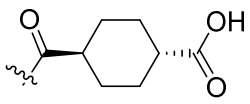
$R^{2d}$ is, independently at each occurrence, $C_{3\text{-}10}$ cycloalkyl substituted with 0-2 $R^d$, or a 4-10 membered heterocycle containing 1-4 heteroatoms selected from the group consisting of N, O, P(=O) and $S(O)_2$, substituted with 0-4 $R^a$;

$R^3$ is F, Cl, cyclopropyl or methyl;

or a stereoisomer or pharmaceutically-acceptable salt thereof.

11. The compound according to claim 9 wherein

$R^2$ is



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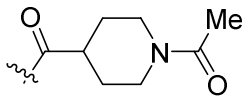

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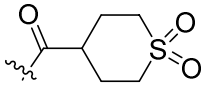

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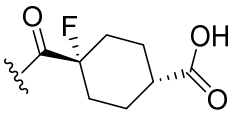

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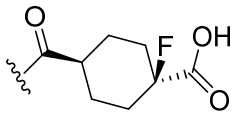

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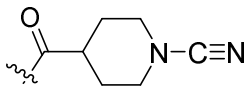

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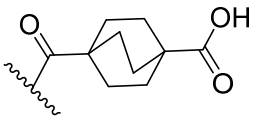

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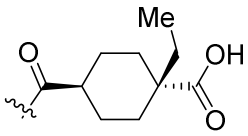

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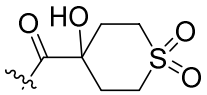

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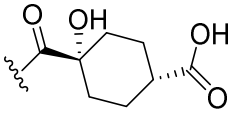

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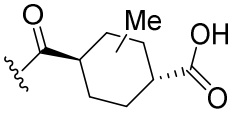

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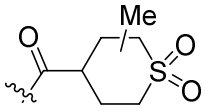

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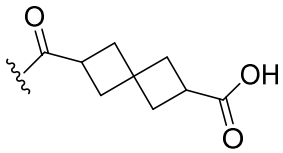

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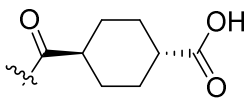
12. The compound according to claim 10 wherein

$R^2$ is



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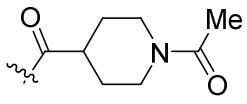

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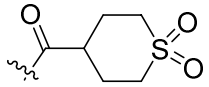

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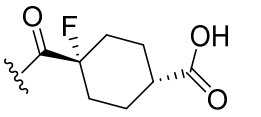

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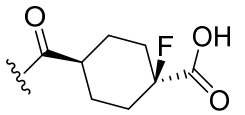

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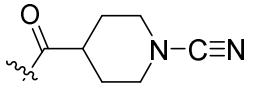

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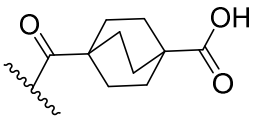

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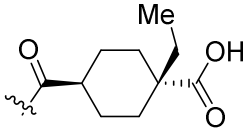

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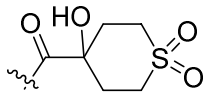

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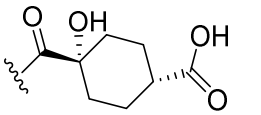

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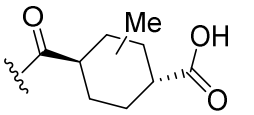

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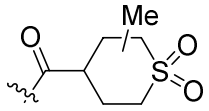

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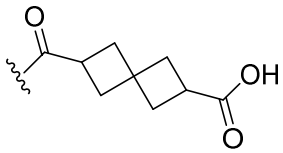

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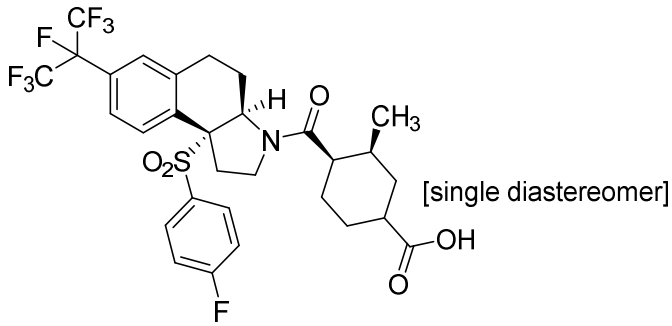
13. A pharmaceutical composition comprising one or more compounds according to claim 1 and a pharmaceutically acceptable carrier or diluent.

14. A compound having the formula




or a pharmaceutically acceptable salt, tautomer or stereoisomer thereof.

15. A pharmaceutical composition comprising the compound of claim 14 and a pharmaceutically acceptable carrier.