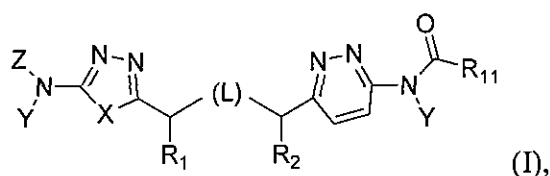


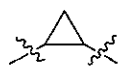
CLAIMS

1. Use of a compound of formula I, or a pharmaceutically acceptable salt thereof, in the manufacture of a medicament for treating cancer,



wherein:

L represents CH_2SCH_2 , CH_2CH_2 , $\text{CH}_2\text{CH}_2\text{CH}_2$, CH_2 , CH_2S , SCH_2 , CH_2NHCH_2 , $\text{CH}=\text{CH}$, or



, wherein any hydrogen atom of a CH or CH_2 unit may be replaced by alkyl or alkoxy, any hydrogen of an NH unit may be replaced by alkyl, and any hydrogen atom of a CH_2 unit of CH_2CH_2 , $\text{CH}_2\text{CH}_2\text{CH}_2$ or CH_2 may be replaced by hydroxy;

X represents S, O or $\text{CH}=\text{CH}$, wherein any hydrogen atom of a CH unit may be replaced by alkyl;

Y, independently for each occurrence, represents H or $\text{CH}_2\text{O}(\text{CO})\text{R}_7$;

R_7 , independently for each occurrence, represents H or substituted or unsubstituted alkyl, alkoxy, aminoalkyl, alkylaminoalkyl, heterocyclalkyl, arylalkyl, or heterocyclalkoxy;

Z represents H or $\text{R}_3(\text{CO})$;

R_1 and R_2 each independently represent H, alkyl, alkoxy or hydroxy;

R_3 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, heteroaryloxyalkyl or $\text{C}(\text{R}_8)(\text{R}_9)(\text{R}_{10})$, $\text{N}(\text{R}_4)(\text{R}_5)$ or OR_6 , wherein any free hydroxyl group may be acylated to form $\text{C}(\text{O})\text{R}_7$;

R_4 and R_5 each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxyalkyl, acyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $\text{C}(\text{O})\text{R}_7$;

R_7 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

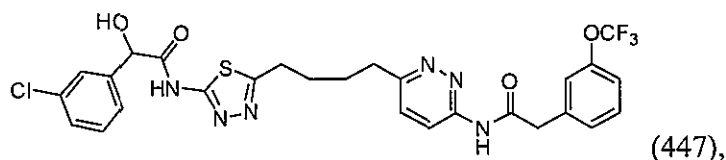
R_8 , R_9 and R_{10} each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxy, alkoxyalkyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, or R_8 and R_9 together with the carbon to which they are attached, form a carbocyclic or heterocyclic ring system, wherein any free hydroxyl group may be acylated to form $C(O)R_7$, and wherein at least two of R_8 , R_9 and R_{10} are not H;

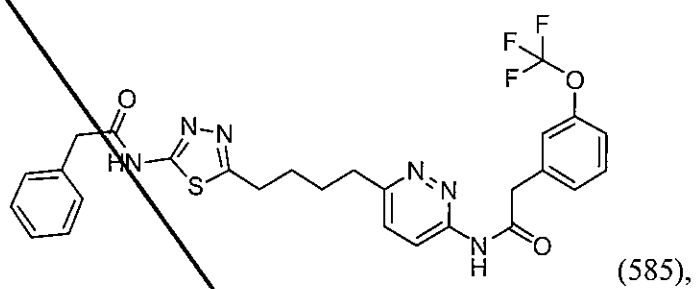
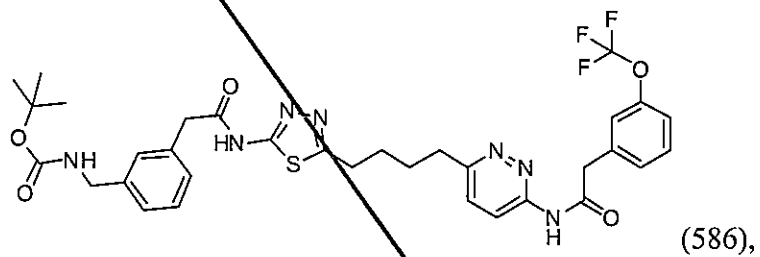
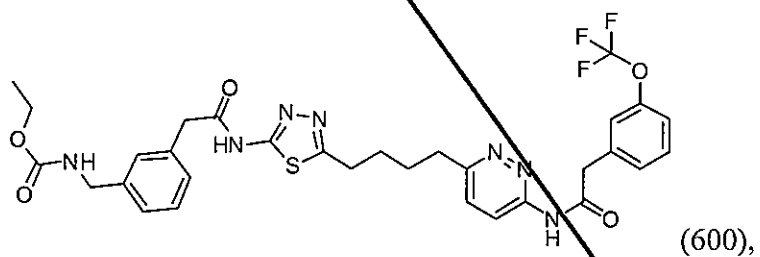
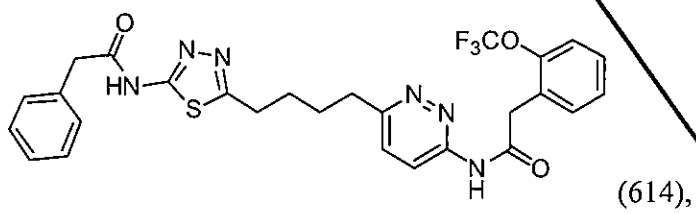
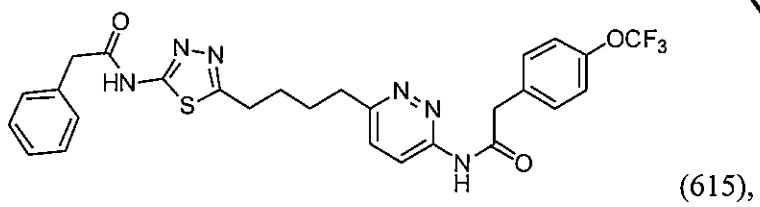
R_{11} represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either $-OCHF_2$ or $-OCF_3$ and is optionally further substituted, or R_{11} represents $C(R_{12})(R_{13})(R_{14})$, $N(R_4)(R_{14})$ or OR_{14} , wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

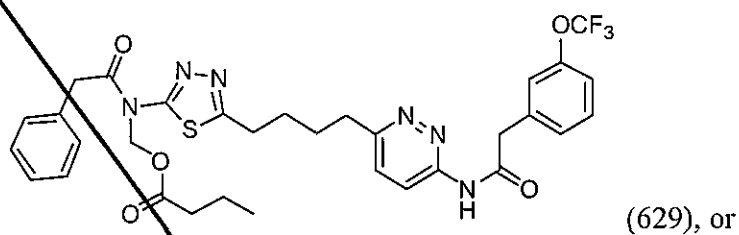
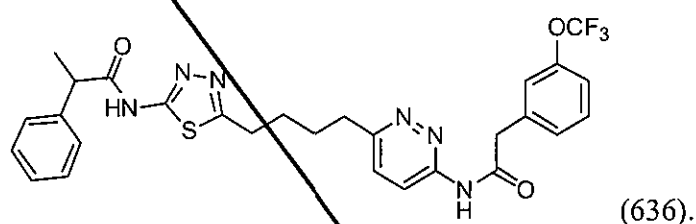
R_{12} and R_{13} each independently represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxy, alkoxyalkyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$, and wherein both of R_{12} and R_{13} are not H; and

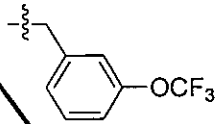
R_{14} represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either $-OCHF_2$ or $-OCF_3$ and is optionally further substituted; and

further wherein the compound is not one of the following:



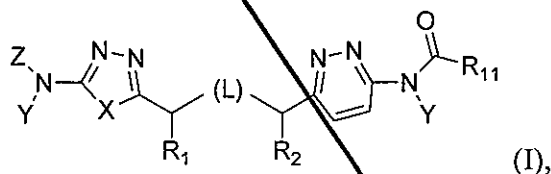




2. The use of claim 1, wherein R_{11} represents arylalkyl, wherein the aryl ring is substituted with $-OCF_3$.
3. The use of claim 2, wherein R_{11} represents trifluoromethoxybenzyl.
4. The use of claim 3, wherein R_{11} represents .
5. The use of any preceding claim, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 .
6. The use of any preceding claim, wherein L represents CH_2CH_2 .
7. The use of any preceding claim, wherein each Y represents H.
8. The use of any preceding claim, wherein X represents S or $CH=CH$, wherein any hydrogen atom of a CH unit may be replaced by alkyl.
9. The use of any preceding claim, wherein Z represents $R_3(CO)$.
10. The use of claim 9, wherein R_3 and R_{11} are not identical.

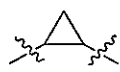
11. The use of any preceding claim, wherein R_1 and R_2 each represent H.
12. The use of any preceding claim, wherein Z represents $R_3(CO)$ and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
13. The use of claim 12, wherein Z represents $R_3(CO)$ and R_3 represents substituted or unsubstituted heteroarylalkyl.
14. The use of claim 13, wherein Z represents $R_3(CO)$ and R_3 represents substituted or unsubstituted pyridylalkyl.
15. The use of any of claims 1-11, wherein Z represents $R_3(CO)$ and R_3 represents $C(R_8)(R_9)(R_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
16. The use of claim 15, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, or heteroaryl.
17. The use of claim 15 or 16, wherein R_{10} represents hydroxy, hydroxyalkyl, or alkoxy.
18. The use of any of claims 1-4, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, X represents S, Z represents $R_3(CO)$, R_1 and R_2 each represent H, and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
19. The use of any of claims 1-4, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, X represents S, Z represents $R_3(CO)$, R_1 and R_2 each represent H, and R_3 represents $C(R_8)(R_9)(R_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
20. The use of claim 19, wherein L represents CH_2CH_2 .

21. The use of claim 19 or 20, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl or heteroaryl.
22. The use of claim 21, wherein R_8 represents substituted or unsubstituted aryl.
23. The use of any of claims 19-22, wherein R_{10} represents hydroxy, hydroxyalkyl or alkoxy.
24. The use of claim 23, wherein R_{10} represents hydroxyalkyl.
25. The use of any of claims 1-4, wherein L represents CH_2CH_2 , each Y represents H, X represents S, Z represents $R_3(CO)$, R_1 and R_2 each represent H, and R_3 represents arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
26. The use of claim 25, wherein R_3 represents heteroarylalkyl.
27. A pharmaceutical composition comprising one or more pharmaceutically acceptable excipients and a compound of formula I,



or a pharmaceutically acceptable salt thereof, wherein:

L represents CH_2SCH_2 , CH_2CH_2 , $CH_2CH_2CH_2$, CH_2 , CH_2S , SCH_2 , CH_2NHCH_2 , $CH=CH$, or



, wherein any hydrogen atom of a CH or CH_2 unit may be replaced by alkyl or alkoxy, any hydrogen of an NH unit may be replaced by alkyl, and any hydrogen atom of a CH_2 unit of CH_2CH_2 , $CH_2CH_2CH_2$ or CH_2 may be replaced by hydroxy;

X represents S, O or $CH=CH$, wherein any hydrogen atom of a CH unit may be replaced by alkyl;

Y, independently for each occurrence, represents H or $CH_2O(CO)R_7$;

R_7 , independently for each occurrence, represents H or substituted or unsubstituted alkyl, alkoxy, aminoalkyl, alkylaminoalkyl, heterocyclalkyl, arylalkyl, or heterocyclalkoxy;

Z represents H or $R_3(CO)$;

R_1 and R_2 each independently represent H, alkyl, alkoxy or hydroxy;

R_3 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, heteroaryloxyalkyl or $C(R_8)(R_9)(R_{10})$, $N(R_4)(R_5)$ or OR_6 , wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

R_4 and R_5 each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxyalkyl, acyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

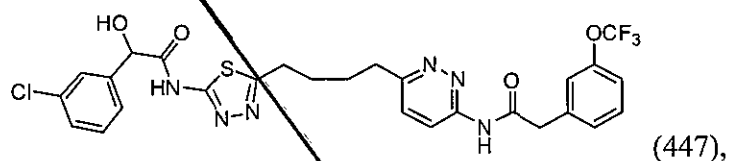
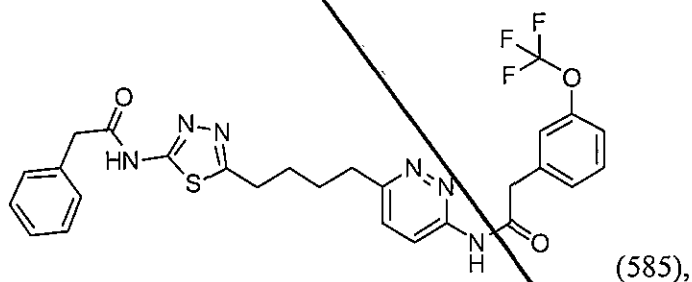
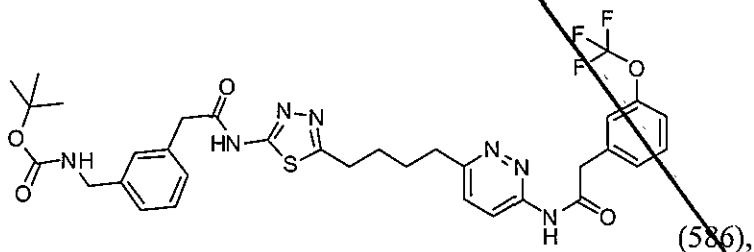
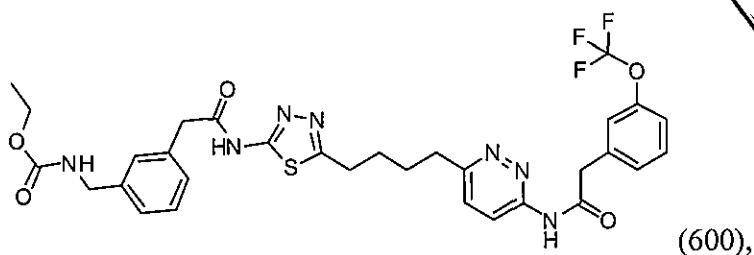
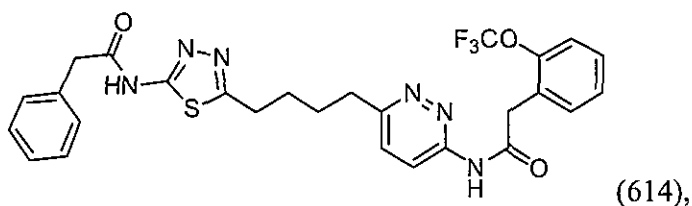
R_6 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

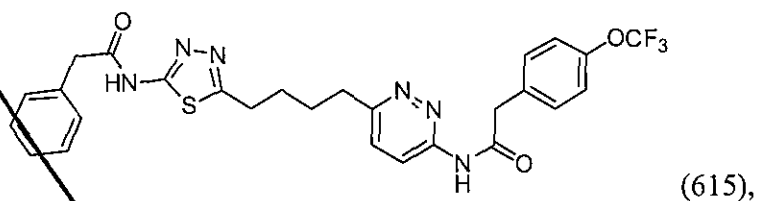
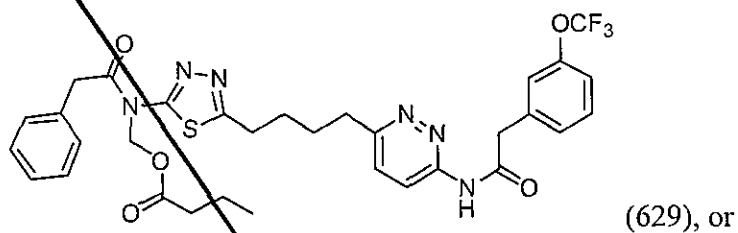
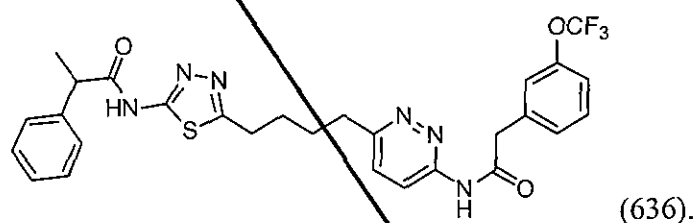
R_8 , R_9 and R_{10} each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxycarbonyl, alkoxycarbonylamino, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, or R_8 and R_9 together with the carbon to which they are attached, form a carbocyclic or heterocyclic ring system, wherein any free hydroxyl group may be acylated to form $C(O)R_7$, and wherein at least two of R_8 , R_9 and R_{10} are not H;

R_{11} represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either $-OCHF_2$ or $-OCF_3$ and is optionally further substituted, or R_{11} represents $C(R_{12})(R_{13})(R_{14})$, $N(R_4)(R_{14})$ or OR_{14} , wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

R_{12} and R_{13} each independently represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxycarbonyl, alkoxycarbonylamino, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy,

aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form C(O)R₇, and wherein both of R₁₂ and R₁₃ are not H; and R₁₄ represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either –OCHF₂ or –OCF₃ and is optionally further substituted; and further wherein the compound is not one of the following:

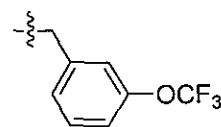




28. The pharmaceutical composition of claim 27, wherein R_{11} represents arylalkyl, wherein the aryl ring is substituted with $-OCF_3$.

29. The pharmaceutical composition of claim 28, wherein R_{11} represents trifluoromethoxybenzyl.

30. The pharmaceutical composition of claim 29, wherein R_{11} represents



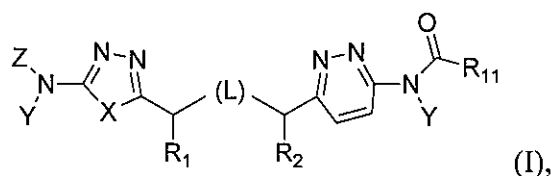
31. The pharmaceutical composition of any of claims 27-30, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 .

32. The pharmaceutical composition of any of claims 27-30, wherein L represents CH_2CH_2 .

33. The pharmaceutical composition of any of claims 27-32, wherein each Y represents H.

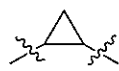
34. The pharmaceutical composition of any of claims 27-33, wherein X represents S or CH=CH, wherein any hydrogen atom of a CH unit may be replaced by alkyl.
35. The pharmaceutical composition of any of claims 27-34, wherein Z represents R₃(CO).
36. The pharmaceutical composition of claim 35, wherein R₃ and R₁₁ are not identical.
37. The pharmaceutical composition of any of claims 27-36, wherein R₁ and R₂ each represent H.
38. The pharmaceutical composition of any of claims 27-37, wherein Z represents R₃(CO) and R₃ represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
39. The pharmaceutical composition of claim 38, wherein Z represents R₃(CO) and R₃ represents substituted or unsubstituted heteroarylalkyl.
40. The pharmaceutical composition of claim 39, wherein Z represents R₃(CO) and R₃ represents substituted or unsubstituted pyridylalkyl.
41. The pharmaceutical composition of any of claims 27-37, wherein Z represents R₃(CO) and R₃ represents C(R₈)(R₉)(R₁₀), wherein R₈ represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroarylalkyl, R₉ represents H, and R₁₀ represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
42. The pharmaceutical composition of claim 41, wherein R₈ represents substituted or unsubstituted aryl, arylalkyl, or heteroaryl.
43. The pharmaceutical composition of 41 or 42, wherein R₁₀ represents hydroxy, hydroxyalkyl, or alkoxy.

44. The pharmaceutical composition of any of claims 27-30, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, X represents S, Z represents $\text{R}_3(\text{CO})$, R_1 and R_2 each represent H, and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
45. The pharmaceutical composition of any of claims 27-30, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, X represents S, Z represents $\text{R}_3(\text{CO})$, R_1 and R_2 each represent H, and R_3 represents $\text{C}(\text{R}_8)(\text{R}_9)(\text{R}_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
46. The pharmaceutical composition of claim 45, wherein L represents CH_2CH_2 .
47. The pharmaceutical composition of claim 45 or 46, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl or heteroaryl.
48. The pharmaceutical composition of claim 47, wherein R_8 represents substituted or unsubstituted aryl.
49. The pharmaceutical composition of any of claims 45-48, wherein R_{10} represents hydroxy, hydroxyalkyl or alkoxy.
50. The pharmaceutical composition of claim 49, wherein R_{10} represents hydroxyalkyl.
51. The pharmaceutical composition of any of claims 27-30, wherein L represents CH_2CH_2 , Y represents H, X represents S, Z represents $\text{R}_3(\text{CO})$, R_1 and R_2 each represent H, and each R_3 represents arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
52. The pharmaceutical composition of claim 51, wherein R_3 represents heteroarylalkyl.
53. A compound of formula I,



or a pharmaceutically acceptable salt thereof, wherein:

L represents CH_2SCH_2 , CH_2CH_2 , $\text{CH}_2\text{CH}_2\text{CH}_2$, CH_2 , CH_2S , SCH_2 , CH_2NHCH_2 , $\text{CH}=\text{CH}$, or



, wherein any hydrogen atom of a CH or CH_2 unit may be replaced by alkyl or alkoxy, any hydrogen of an NH unit may be replaced by alkyl, and any hydrogen atom of a CH_2 unit of CH_2CH_2 , $\text{CH}_2\text{CH}_2\text{CH}_2$ or CH_2 may be replaced by hydroxy;

X represents S, O or $\text{CH}=\text{CH}$, wherein any hydrogen atom of a CH unit may be replaced by alkyl;

Y, independently for each occurrence, represents H or $\text{CH}_2\text{O}(\text{CO})\text{R}_7$;

R_7 , independently for each occurrence, represents H or substituted or unsubstituted alkyl, alkoxy, aminoalkyl, alkylaminoalkyl, heterocyclalkyl, arylalkyl, or heterocyclalkoxy;

Z represents H or $\text{R}_3(\text{CO})$;

R_1 and R_2 each independently represent H, alkyl, alkoxy or hydroxy;

R_3 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, heteroaryloxyalkyl or $\text{C}(\text{R}_8)(\text{R}_9)(\text{R}_{10})$, $\text{N}(\text{R}_4)(\text{R}_5)$ or OR_6 , wherein any free hydroxyl group may be acylated to form $\text{C}(\text{O})\text{R}_7$;

R_4 and R_5 each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxyalkyl, acyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $\text{C}(\text{O})\text{R}_7$;

R_6 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $\text{C}(\text{O})\text{R}_7$;

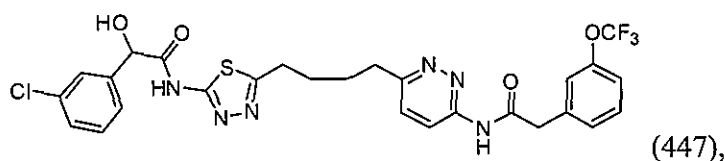
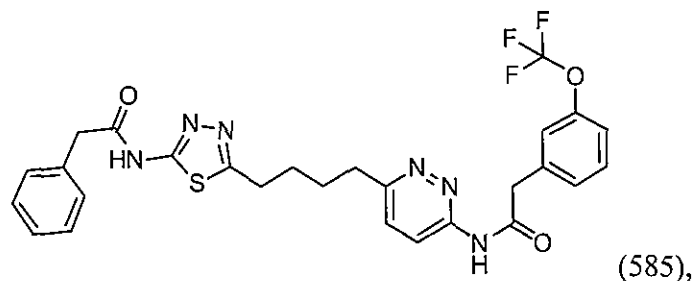
R₈, R₉ and R₁₀ each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxycarbonyl, alkoxycarbonylamino, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, or R₈ and R₉ together with the carbon to which they are attached, form a carbocyclic or heterocyclic ring system, wherein any free hydroxyl group may be acylated to form C(O)R₇, and wherein at least two of R₈, R₉ and R₁₀ are not H;

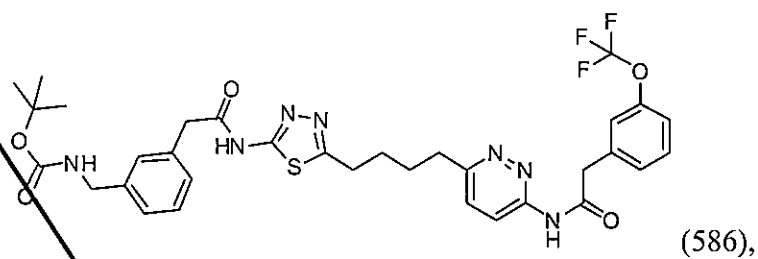
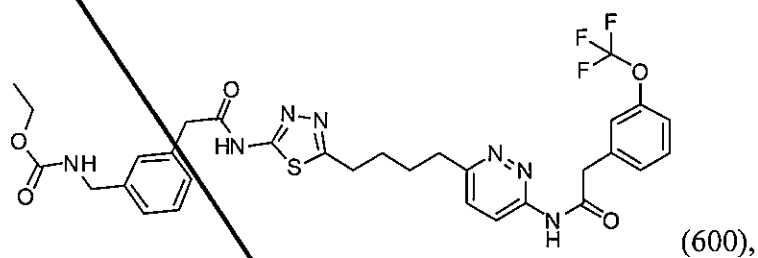
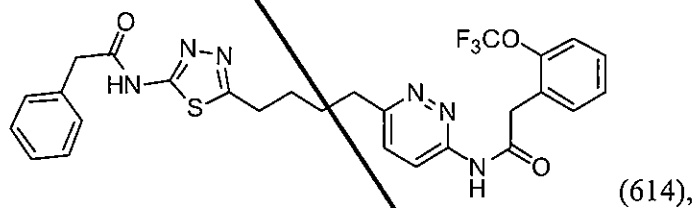
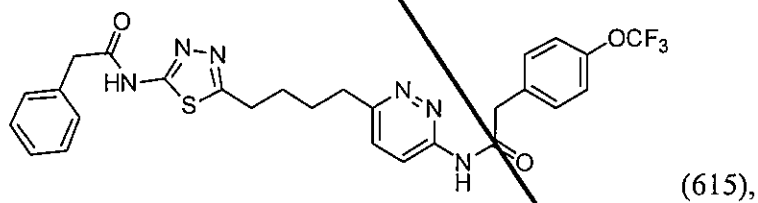
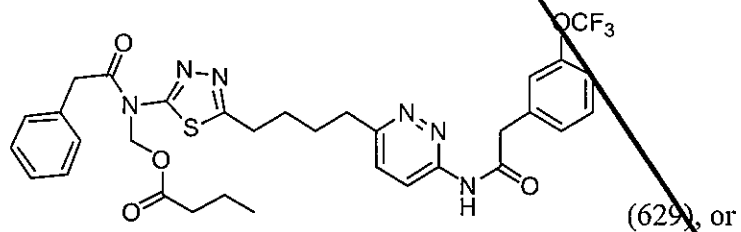
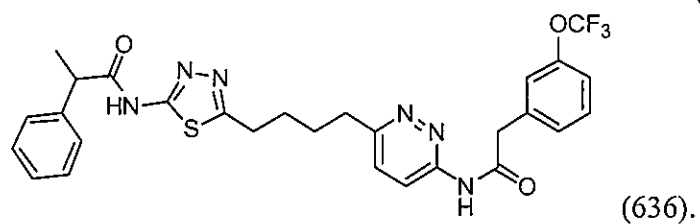
R₁₁ represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either –OCHF₂ or –OCF₃ and is optionally further substituted, or R₁₁ represents C(R₁₂)(R₁₃)(R₁₄), N(R₄)(R₁₄) or OR₁₄, wherein any free hydroxyl group may be acylated to form C(O)R₇;

R₁₂ and R₁₃ each independently represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxycarbonyl, alkoxycarbonylamino, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form C(O)R₇, and wherein both of R₁₂ and R₁₃ are not H; and

R₁₄ represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either –OCHF₂ or –OCF₃ and is optionally further substituted; and

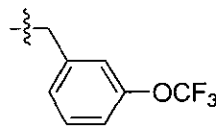
further wherein the compound is not one of the following:





54. The compound of claim 53, wherein R_{11} represents arylalkyl, wherein the aryl ring is substituted with $-OCF_3$.

55. The compound of claim 54, wherein R_{11} represents trifluoromethoxybenzyl.



56. The compound of claim 55, wherein R_{11} represents

57. The compound of any of claims 53-56, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 .

58. The compound of any of claims 53-57, wherein L represents CH_2CH_2 .

59. The compound of any of claims 53-58, wherein each Y represents H.

60. The compound of any of claims 53-59, wherein X represents S or $\text{CH}=\text{CH}$, wherein any hydrogen atom of a CH unit may be replaced by alkyl.

61. The compound of any of claims 53-60, wherein Z represents $\text{R}_3(\text{CO})$.

62. The compound of claim 61, wherein R_3 and R_{11} are not identical.

63. The compound of any of claims 53-62, wherein R_1 and R_2 each represent H.

64. The compound of any of claims 53-63, wherein Z represents $\text{R}_3(\text{CO})$ and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.

65. The compound of claim 64, wherein Z represents $\text{R}_3(\text{CO})$ and R_3 represents substituted or unsubstituted heteroarylalkyl.

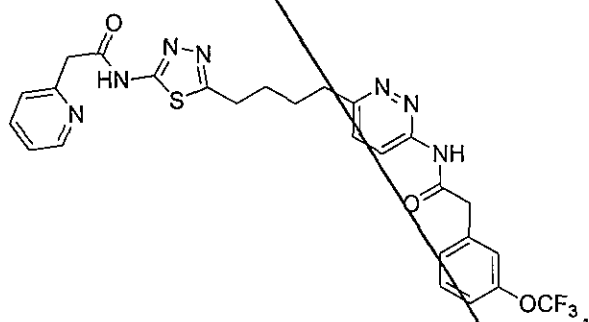
66. The compound of claim 65, wherein Z represents $\text{R}_3(\text{CO})$ and R_3 represents substituted or unsubstituted pyridylalkyl.

67. The compound of any of claims 53-63, wherein Z represents $R_3(CO)$ and R_3 represents $C(R_8)(R_9)(R_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
68. The compound of claim 67, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, or heteroaryl.
69. The compound of claim 67 or 68, wherein R_{10} represents hydroxy, hydroxyalkyl, or alkoxy.
70. The compound of any of claims 53-56, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, X represents S, Z represents $R_3(CO)$, R_1 and R_2 each represent H, and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
71. The compound of any of claims 53-56, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, X represents S, Z represents $R_3(CO)$, R_1 and R_2 each represent H, and R_3 represents $C(R_8)(R_9)(R_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
72. The compound of claim 71, wherein L represents CH_2CH_2 .
73. The compound of claim 71 or 72, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl or heteroaryl.
74. The compound of claim 73, wherein R_8 represents substituted or unsubstituted aryl.
75. The compound of any of claims 71-74, wherein R_{10} represents hydroxy, hydroxyalkyl or alkoxy.
76. The compound of claim 75, wherein R_{10} represents hydroxyalkyl.

77. The compound of any of claims 53-56, wherein L represents CH_2CH_2 , Y represents H, X represents S, Z represents $\text{R}_3(\text{CO})$, R_1 and R_2 each represent H, and R_3 represents arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.

78. The compound of claim 77, wherein R_3 represents heteroarylalkyl.

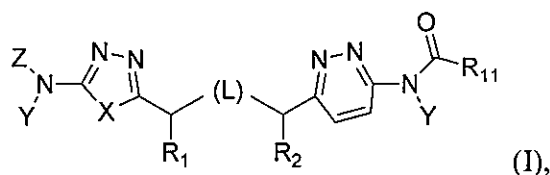
79. A compound having the structure



or a pharmaceutically acceptable salt thereof.

CLAIMS

1. Use of a compound of formula I, or a pharmaceutically acceptable salt thereof, in the manufacture of a medicament for treating cancer,



wherein:

L represents CH_2SCH_2 , CH_2CH_2 , $\text{CH}_2\text{CH}_2\text{CH}_2$, CH_2 , CH_2S , SCH_2 , CH_2NHCH_2 , $\text{CH}=\text{CH}$, or



, wherein any hydrogen atom of a CH or CH_2 unit may be replaced by alkyl or alkoxy, any hydrogen of an NH unit may be replaced by alkyl, and any hydrogen atom of a CH_2 unit of CH_2CH_2 , $\text{CH}_2\text{CH}_2\text{CH}_2$ or CH_2 may be replaced by hydroxy;

X represents S;

Y, independently for each occurrence, represents H or $\text{CH}_2\text{O}(\text{CO})\text{R}_7$;

R_7 , independently for each occurrence, represents H or substituted or unsubstituted alkyl, alkoxy, aminoalkyl, alkylaminoalkyl, heterocyclalkyl, arylalkyl, or heterocyclalkoxy;

Z represents H or $\text{R}_3(\text{CO})$;

R_1 and R_2 each independently represent H, alkyl, alkoxy or hydroxy;

R_3 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, heteroaryloxyalkyl or $\text{C}(\text{R}_8)(\text{R}_9)(\text{R}_{10})$, $\text{N}(\text{R}_4)(\text{R}_5)$ or OR_6 , wherein any free hydroxyl group may be acylated to form $\text{C}(\text{O})\text{R}_7$;

R_4 and R_5 each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxyalkyl, acyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $\text{C}(\text{O})\text{R}_7$;

R_6 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

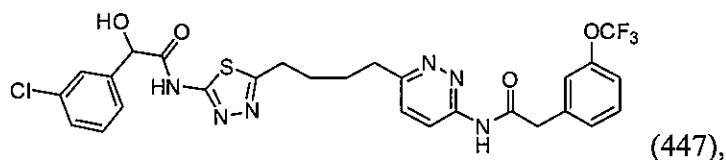
R_8 , R_9 and R_{10} each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, or R_8 and R_9 together with the carbon to which they are attached, form a carbocyclic or heterocyclic ring system, wherein any free hydroxyl group may be acylated to form $C(O)R_7$, and wherein at least two of R_8 , R_9 and R_{10} are not H;

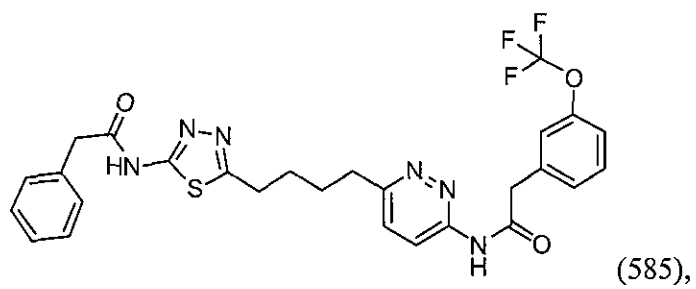
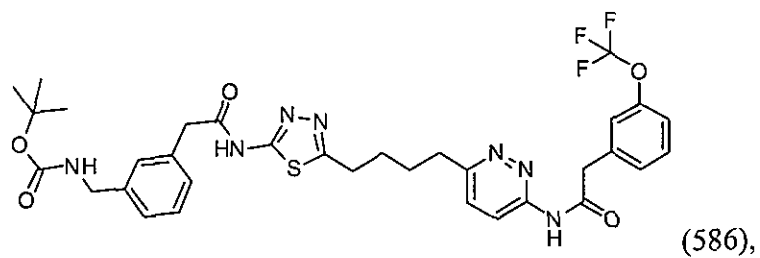
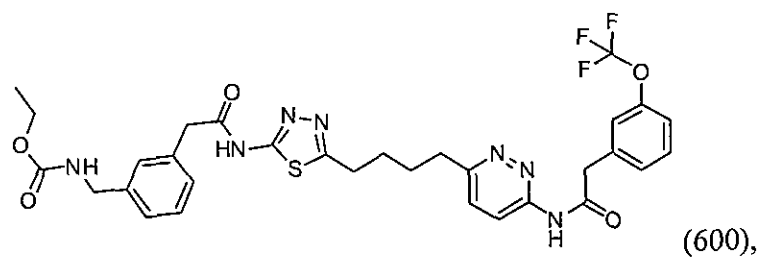
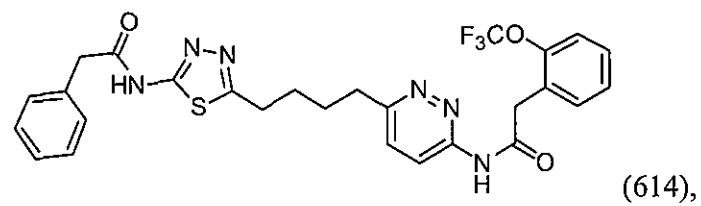
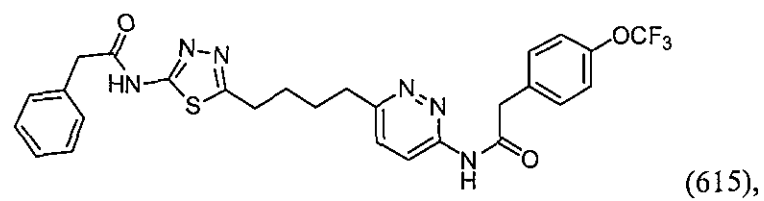
R_{11} represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either $-OCHF_2$ or $-OCF_3$ and is optionally further substituted, or R_{11} represents $C(R_{12})(R_{13})(R_{14})$, $N(R_4)(R_{14})$ or OR_{14} , wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

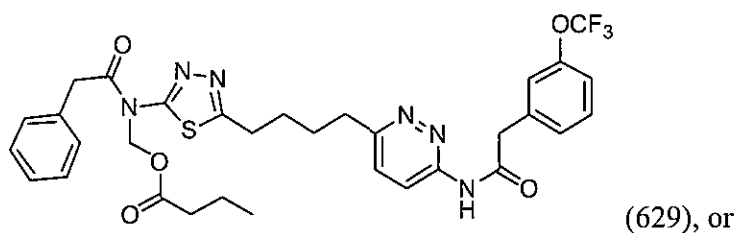
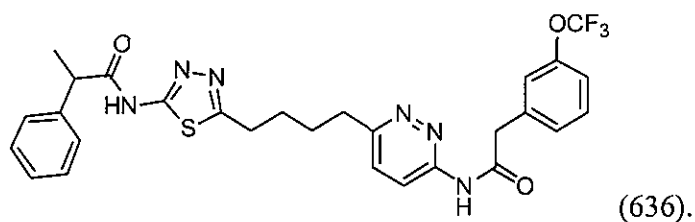
R_{12} and R_{13} each independently represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$, and wherein both of R_{12} and R_{13} are not H; and

R_{14} represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either $-OCHF_2$ or $-OCF_3$ and is optionally further substituted; and

further wherein the compound is not one of the following:

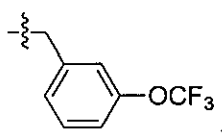






2. The use of claim 1, wherein R_{11} represents arylalkyl, wherein the aryl ring is substituted with $-OCF_3$.

3. The use of claim 2, wherein R_{11} represents trifluoromethoxybenzyl.

4. The use of claim 3, wherein R_{11} represents .

5. The use of any preceding claim, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 .

6. The use of any preceding claim, wherein L represents CH_2CH_2 .

7. The use of any preceding claim, wherein each Y represents H.

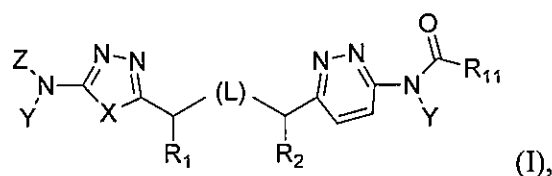
8. The use of any preceding claim, wherein Z represents $R_3(CO)$.

9. The use of claim 8, wherein R_3 and R_{11} are not identical.

10. The use of any preceding claim, wherein R_1 and R_2 each represent H.

11. The use of any preceding claim, wherein Z represents $R_3(CO)$ and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
12. The use of claim 11, wherein Z represents $R_3(CO)$ and R_3 represents substituted or unsubstituted heteroarylalkyl.
13. The use of claim 12, wherein Z represents $R_3(CO)$ and R_3 represents substituted or unsubstituted pyridylalkyl.
14. The use of any of claims 1-10, wherein Z represents $R_3(CO)$ and R_3 represents $C(R_8)(R_9)(R_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
15. The use of claim 14, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, or heteroaryl.
16. The use of claim 14 or 15, wherein R_{10} represents hydroxy, hydroxyalkyl, or alkoxy.
17. The use of any of claims 1-4, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, Z represents $R_3(CO)$, R_1 and R_2 each represent H, and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
18. The use of any of claims 1-4, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, Z represents $R_3(CO)$, R_1 and R_2 each represent H, and R_3 represents $C(R_8)(R_9)(R_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
19. The use of claim 18, wherein L represents CH_2CH_2 .
20. The use of claim 18 or 19, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl or heteroaryl.

21. The use of claim 20, wherein R_8 represents substituted or unsubstituted aryl.
22. The use of any of claims 18-21, wherein R_{10} represents hydroxy, hydroxyalkyl or alkoxy.
23. The use of claim 22, wherein R_{10} represents hydroxyalkyl.
24. The use of any of claims 1-4, wherein L represents CH_2CH_2 , each Y represents H, Z represents $R_3(\text{CO})$, R_1 and R_2 each represent H, and R_3 represents arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
25. The use of claim 24, wherein R_3 represents heteroarylalkyl.
26. A pharmaceutical composition comprising one or more pharmaceutically acceptable excipients and a compound of formula I,



or a pharmaceutically acceptable salt thereof, wherein:

L represents CH_2SCH_2 , CH_2CH_2 , $\text{CH}_2\text{CH}_2\text{CH}_2$, CH_2 , CH_2S , SCH_2 , CH_2NHCH_2 , $\text{CH}=\text{CH}$, or



, wherein any hydrogen atom of a CH or CH_2 unit may be replaced by alkyl or alkoxy, any hydrogen of an NH unit may be replaced by alkyl, and any hydrogen atom of a CH_2 unit of CH_2CH_2 , $\text{CH}_2\text{CH}_2\text{CH}_2$ or CH_2 may be replaced by hydroxy;

X represents S;

Y, independently for each occurrence, represents H or $\text{CH}_2\text{O}(\text{CO})R_7$;

R_7 , independently for each occurrence, represents H or substituted or unsubstituted alkyl, alkoxy, aminoalkyl, alkylaminoalkyl, heterocyclalkyl, arylalkyl, or heterocyclalkoxy;

Z represents H or $R_3(\text{CO})$;

R_1 and R_2 each independently represent H, alkyl, alkoxy or hydroxy;

R_3 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl,

cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, heteroaryloxyalkyl or $C(R_8)(R_9)(R_{10})$, $N(R_4)(R_5)$ or OR_6 , wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

R_4 and R_5 each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxyalkyl, acyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

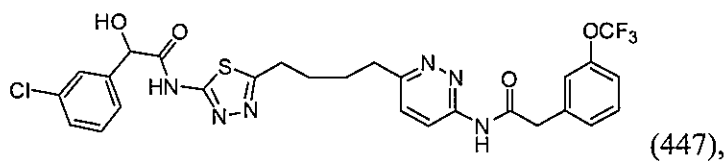
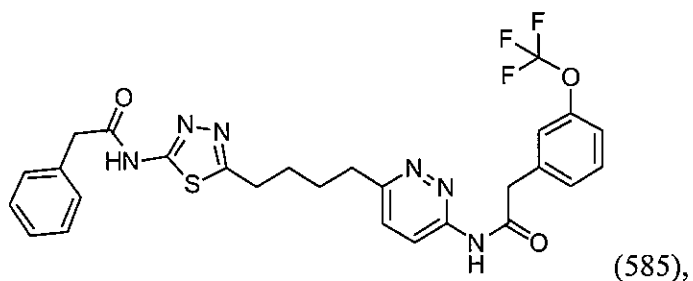
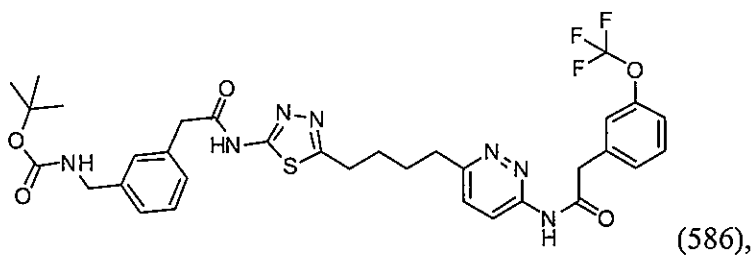
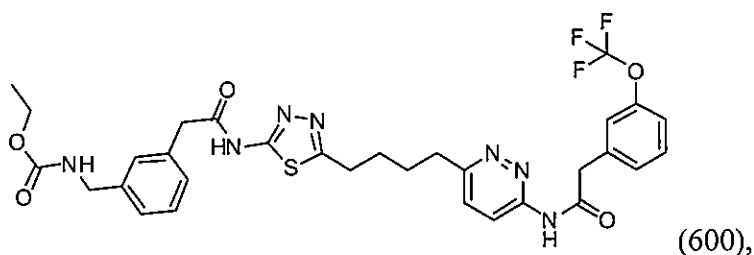
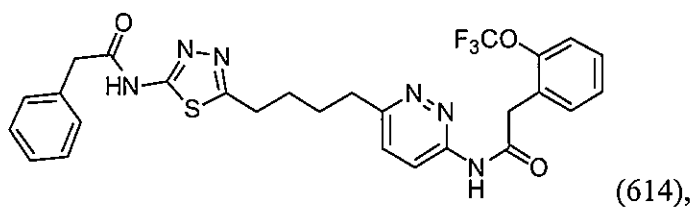
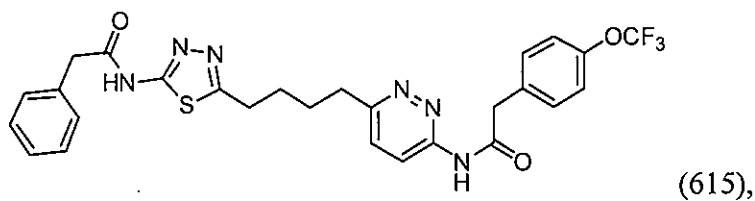
R_6 represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

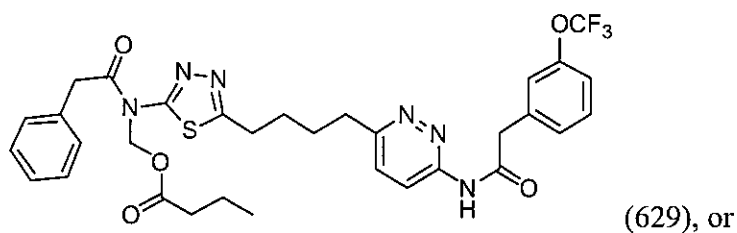
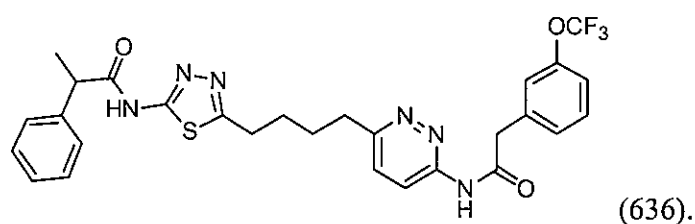
R_8 , R_9 and R_{10} each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxycarbonyl, alkoxycarbonylamino, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, or R_8 and R_9 together with the carbon to which they are attached, form a carbocyclic or heterocyclic ring system, wherein any free hydroxyl group may be acylated to form $C(O)R_7$, and wherein at least two of R_8 , R_9 and R_{10} are not H;

R_{11} represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either $-OCHF_2$ or $-OCF_3$ and is optionally further substituted, or R_{11} represents $C(R_{12})(R_{13})(R_{14})$, $N(R_4)(R_{14})$ or OR_{14} , wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

R_{12} and R_{13} each independently represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxycarbonyl, alkoxycarbonylamino, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$, and wherein both of R_{12} and R_{13} are not H; and

R₁₄ represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either –OCHF₂ or –OCF₃ and is optionally further substituted; and further wherein the compound is not one of the following:

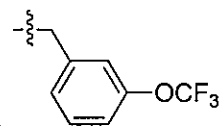




27. The pharmaceutical composition of claim 26, wherein R_{11} represents arylalkyl, wherein the aryl ring is substituted with $-OCF_3$.

28. The pharmaceutical composition of claim 27, wherein R_{11} represents trifluoromethoxybenzyl.

29. The pharmaceutical composition of claim 28, wherein R_{11} represents



30. The pharmaceutical composition of any of claims 26-29, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 .

31. The pharmaceutical composition of any of claims 26-29, wherein L represents CH_2CH_2 .

32. The pharmaceutical composition of any of claims 26-31, wherein each Y represents H.

33. The pharmaceutical composition of any of claims 26-32, wherein Z represents $R_3(CO)$.

34. The pharmaceutical composition of claim 33, wherein R_3 and R_{11} are not identical.

35. The pharmaceutical composition of any of claims 26-34, wherein R_1 and R_2 each represent H.
36. The pharmaceutical composition of any of claims 26-35, wherein Z represents $R_3(CO)$ and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
37. The pharmaceutical composition of claim 36, wherein Z represents $R_3(CO)$ and R_3 represents substituted or unsubstituted heteroarylalkyl.
38. The pharmaceutical composition of claim 37, wherein Z represents $R_3(CO)$ and R_3 represents substituted or unsubstituted pyridylalkyl.
39. The pharmaceutical composition of any of claims 26-35, wherein Z represents $R_3(CO)$ and R_3 represents $C(R_8)(R_9)(R_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroarylalkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
40. The pharmaceutical composition of claim 39, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, or heteroaryl.
41. The pharmaceutical composition of 39 or 40, wherein R_{10} represents hydroxy, hydroxyalkyl, or alkoxy.
42. The pharmaceutical composition of any of claims 26-29, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, Z represents $R_3(CO)$, R_1 and R_2 each represent H, and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
43. The pharmaceutical composition of any of claims 26-29, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, Z represents $R_3(CO)$, R_1 and R_2 each represent H,

and R_3 represents $C(R_8)(R_9)(R_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.

44. The pharmaceutical composition of claim 43, wherein L represents CH_2CH_2 .

45. The pharmaceutical composition of claim 43 or 44, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl or heteroaryl.

46. The pharmaceutical composition of claim 45, wherein R_8 represents substituted or unsubstituted aryl.

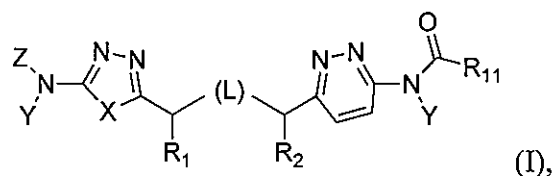
47. The pharmaceutical composition of any of claims 43-46, wherein R_{10} represents hydroxy, hydroxyalkyl or alkoxy.

48. The pharmaceutical composition of claim 47, wherein R_{10} represents hydroxyalkyl.

49. The pharmaceutical composition of any of claims 26-29, wherein L represents CH_2CH_2 , Y represents H, Z represents $R_3(CO)$, R_1 and R_2 each represent H, and each R_3 represents arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.

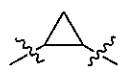
50. The pharmaceutical composition of claim 49, wherein R_3 represents heteroarylalkyl.

51. A compound of formula I,



or a pharmaceutically acceptable salt thereof, wherein:

L represents CH_2SCH_2 , CH_2CH_2 , $CH_2CH_2CH_2$, CH_2 , CH_2S , SCH_2 , CH_2NHCH_2 , $CH=CH$, or



, wherein any hydrogen atom of a CH or CH_2 unit may be replaced by alkyl or

alkoxy, any hydrogen of an NH unit may be replaced by alkyl, and any hydrogen atom of a CH₂ unit of CH₂CH₂, CH₂CH₂CH₂ or CH₂ may be replaced by hydroxy;

X represents S;

Y, independently for each occurrence, represents H or CH₂O(CO)R₇;

R₇, independently for each occurrence, represents H or substituted or unsubstituted alkyl, alkoxy, aminoalkyl, alkylaminoalkyl, heterocyclalkyl, arylalkyl, or heterocyclalkoxy;

Z represents H or R₃(CO);

R₁ and R₂ each independently represent H, alkyl, alkoxy or hydroxy;

R₃ represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, heteroaryloxyalkyl or C(R₈)(R₉)(R₁₀), N(R₄)(R₅) or OR₆, wherein any free hydroxyl group may be acylated to form C(O)R₇;

R₄ and R₅ each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxyalkyl, acyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form C(O)R₇;

R₆ represents substituted or unsubstituted alkyl, hydroxyalkyl, aminoalkyl, acylaminoalkyl, alkenyl, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form C(O)R₇;

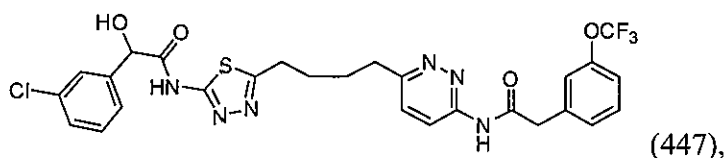
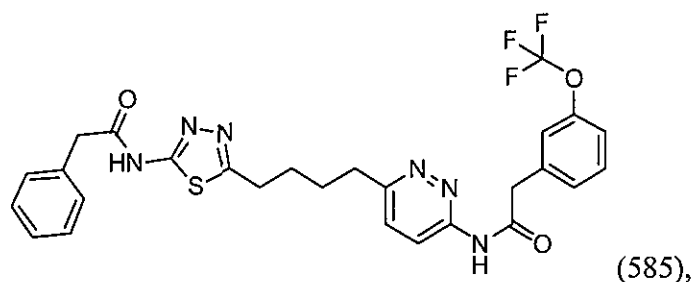
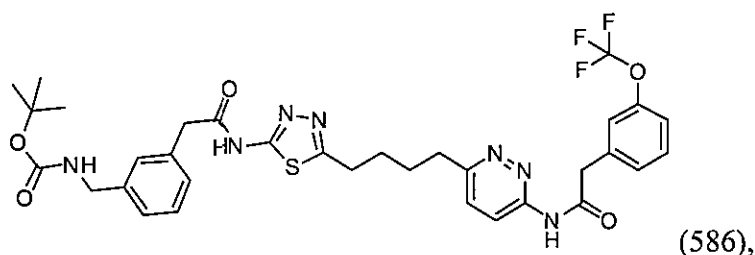
R₈, R₉ and R₁₀ each independently for each occurrence represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxycarbonyl, alkoxycarbonylamino, alkenyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocycl, heterocyclalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, or R₈ and R₉ together with the carbon to which they are attached, form a carbocyclic or heterocyclic ring system, wherein any free hydroxyl group may be acylated to form C(O)R₇, and wherein at least two of R₈, R₉ and R₁₀ are not H;

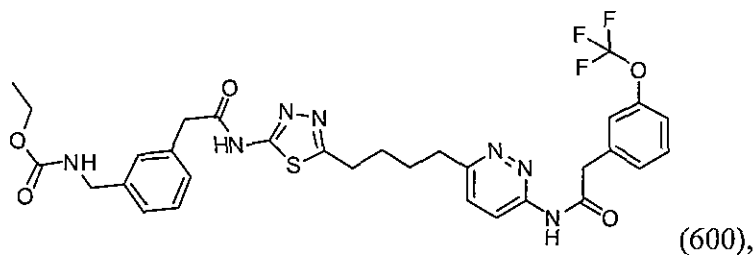
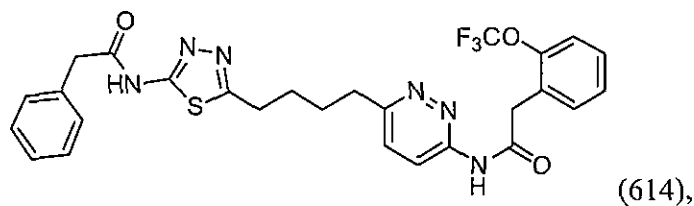
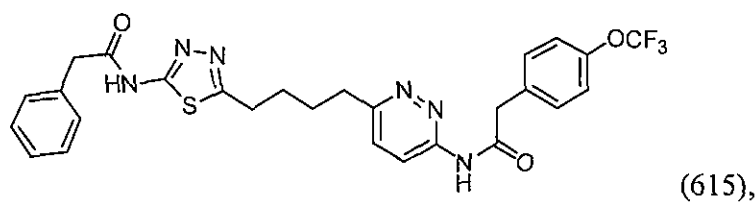
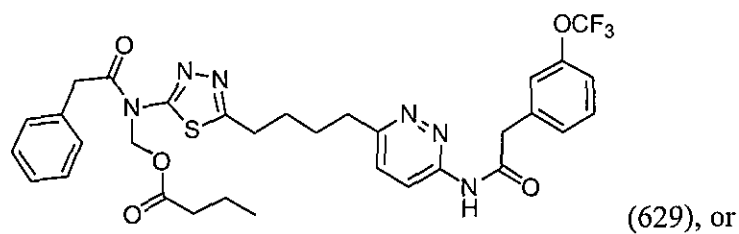
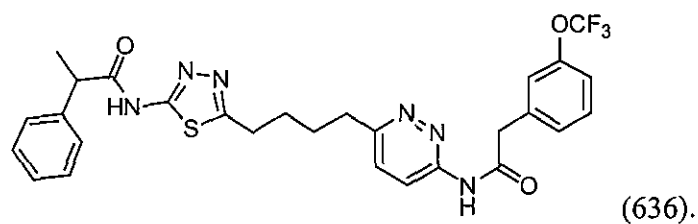
R_{11} represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either $-OCHF_2$ or $-OCF_3$ and is optionally further substituted, or R_{11} represents $C(R_{12})(R_{13})(R_{14})$, $N(R_4)(R_{14})$ or OR_{14} , wherein any free hydroxyl group may be acylated to form $C(O)R_7$;

R_{12} and R_{13} each independently represent H or substituted or unsubstituted alkyl, hydroxy, hydroxyalkyl, amino, acylamino, aminoalkyl, acylaminoalkyl, alkoxy, alkoxyalkyl, aryl, arylalkyl, aryloxy, aryloxyalkyl, cycloalkyl, cycloalkylalkyl, heterocyclyl, heterocyclylalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein any free hydroxyl group may be acylated to form $C(O)R_7$, and wherein both of R_{12} and R_{13} are not H; and

R_{14} represents aryl, arylalkyl, aryloxy, aryloxyalkyl, heteroaryl, heteroarylalkyl, heteroaryloxy, or heteroaryloxyalkyl, wherein the aryl or heteroaryl ring is substituted with either $-OCHF_2$ or $-OCF_3$ and is optionally further substituted; and

further wherein the compound is not one of the following:

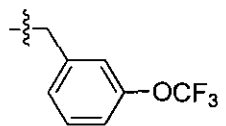




52. The compound of claim 51, wherein R_{11} represents arylalkyl, wherein the aryl ring is substituted with $-\text{OCF}_3$.

53. The compound of claim 52, wherein R_{11} represents trifluoromethoxybenzyl.

54. The compound of claim 53, wherein R_{11} represents



55. The compound of any of claims 51-54, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 .
56. The compound of any of claims 51-55, wherein L represents CH_2CH_2 .
57. The compound of any of claims 51-56, wherein each Y represents H.
58. The compound of any of claims 51-57, wherein Z represents $\text{R}_3(\text{CO})$.
59. The compound of claim 58, wherein R_3 and R_{11} are not identical.
60. The compound of any of claims 51-59, wherein R_1 and R_2 each represent H.
61. The compound of any of claims 51-60, wherein Z represents $\text{R}_3(\text{CO})$ and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.
62. The compound of claim 61, wherein Z represents $\text{R}_3(\text{CO})$ and R_3 represents substituted or unsubstituted heteroarylalkyl.
63. The compound of claim 62, wherein Z represents $\text{R}_3(\text{CO})$ and R_3 represents substituted or unsubstituted pyridylalkyl.
64. The compound of any of claims 51-60, wherein Z represents $\text{R}_3(\text{CO})$ and R_3 represents $\text{C}(\text{R}_8)(\text{R}_9)(\text{R}_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.
65. The compound of claim 64, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, or heteroaryl.
66. The compound of claim 64 or 65, wherein R_{10} represents hydroxy, hydroxyalkyl, or alkoxy.

67. The compound of any of claims 51-54, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, Z represents $\text{R}_3(\text{CO})$, R_1 and R_2 each represent H, and R_3 represents substituted or unsubstituted arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.

68. The compound of any of claims 51-54, wherein L represents CH_2SCH_2 , CH_2CH_2 , CH_2S or SCH_2 , each Y represents H, Z represents $\text{R}_3(\text{CO})$, R_1 and R_2 each represent H, and R_3 represents $\text{C}(\text{R}_8)(\text{R}_9)(\text{R}_{10})$, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl, heteroaryl or heteroaralkyl, R_9 represents H, and R_{10} represents hydroxy, hydroxyalkyl, alkoxy or alkoxyalkyl.

69. The compound of claim 68, wherein L represents CH_2CH_2 .

70. The compound of claim 68 or 69, wherein R_8 represents substituted or unsubstituted aryl, arylalkyl or heteroaryl.

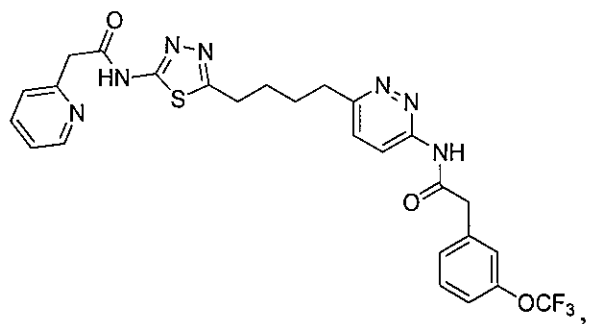
71. The compound of claim 70, wherein R_8 represents substituted or unsubstituted aryl.

72. The compound of any of claims 68-71, wherein R_{10} represents hydroxy, hydroxyalkyl or alkoxy.

73. The compound of claim 72, wherein R_{10} represents hydroxyalkyl.

74. The compound of any of claims 51-54, wherein L represents CH_2CH_2 , Y represents H, Z represents $\text{R}_3(\text{CO})$, R_1 and R_2 each represent H, and R_3 represents arylalkyl, heteroarylalkyl, cycloalkyl or heterocycloalkyl.

75. The compound of claim 74, wherein R_3 represents heteroarylalkyl.



76. A compound having the structure
or a pharmaceutically acceptable salt thereof.