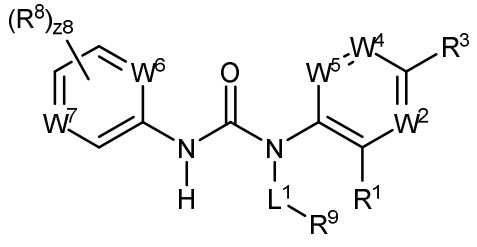
WHAT IS CLAIMED IS:

1. A compound, or a pharmaceutically acceptable salt or solvate thereof, having the formula:



(I);

wherein

L^1 is a bond or substituted or unsubstituted C_1-C_5 alkylene;

R^1 is unsubstituted C_2-C_5 alkyl;

W^2 is N or $C(R^2)$;

R^2 is hydrogen, halogen, $-CX^2_3$, $-CHX^2_2$, $-CH_2X^2$, $-OCX^2_3$, $-OCH_2X^2$, $-OCHX^2_2$, -CN, $-SO_{n2}R^{2D}$, $-SO_{v2}NR^{2A}R^{2B}$, $–NR^{2C}NR^{2A}R^{2B}$, $–ONR^{2A}R^{2B}$, $–NHC(O)NR^{2C}NR^{2A}R^{2B}$, $-NHC(O)NR^{2A}R^{2B}$, $-N(O)_{m2}$, $-NR^{2A}R^{2B}$, $-C(O)R^{2C}$, $-C(O)OR^{2C}$, $-C(O)NR^{2A}R^{2B}$, $-OR^{2D}$, $-SR^{2D}$,$-NR^{2A}SO_2R^{2D}$, $-NR^{2A}C(O)R^{2C}$, $-NR^{2A}C(O)OR^{2C}$, $-NR^{2A}OR^{2C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^3 is hydrogen, halogen, $-CX^3_3$, $-CHX^3_2$, $-CH_2X^3$, $-OCX^3_3$, $-OCH_2X^3$, $-OCHX^3_2$, -CN, $-SO_{n3}R^{3D}$, $-SO_{v3}NR^{3A}R^{3B}$, $–NR^{3C}NR^{3A}R^{3B}$, $–ONR^{3A}R^{3B}$, $–NHC(O)NR^{3C}NR^{3A}R^{3B}$, $-NHC(O)NR^{3A}R^{3B}$, $-N(O)_{m3}$, $-NR^{3A}R^{3B}$, $-C(O)R^{3C}$, $-C(O)OR^{3C}$, $-C(O)NR^{3A}R^{3B}$, $-OR^{3D}$, $-SR^{3D}$,$-NR^{3A}SO_2R^{3D}$, $-NR^{3A}C(O)R^{3C}$, $-NR^{3A}C(O)OR^{3C}$, $-NR^{3A}OR^{3C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

W^4 is N or $C(R^4)$;

R^4 is hydrogen, halogen, $-CX^4_3$, $-CHX^4_2$, $-CH_2X^4$, $-OCX^4_3$, $-OCH_2X^4$, $-OCHX^4_2$, -CN, $-SO_{n4}R^{4D}$, $-SO_{v4}NR^{4A}R^{4B}$, $–NR^{4C}NR^{4A}R^{4B}$, $–ONR^{4A}R^{4B}$, $–NHC(O)NR^{4C}NR^{4A}R^{4B}$, $-NHC(O)NR^{4A}R^{4B}$, $-N(O)_{m4}$, $-NR^{4A}R^{4B}$, $-C(O)R^{4C}$, $-C(O)OR^{4C}$, $-C(O)NR^{4A}R^{4B}$, $-OR^{4D}$, $-SR^{4D}$, $-NR^{4A}SO_2R^{4D}$, $-NR^{4A}C(O)R^{4C}$, $-NR^{4A}C(O)OR^{4C}$, $-NR^{4A}OR^{4C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl,

substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

W^5 is N or $C(R^5)$;

R^5 is hydrogen, halogen, $-CX^5_3$, $-CHX^5_2$, $-CH_2X^5$, $-OCX^5_3$, $-OCH_2X^5$, $-OCHX^5_2$, -CN, $-SO_{n5}R^{5D}$, $-SO_{v5}NR^{5A}R^{5B}$, $-NR^{5C}NR^{5A}R^{5B}$, $-ONR^{5A}R^{5B}$, $-NHC(O)NR^{5C}NR^{5A}R^{5B}$, $-NHC(O)NR^{5A}R^{5B}$, $-N(O)_{m5}$, $-NR^{5A}R^{5B}$, $-C(O)R^{5C}$, $-C(O)OR^{5C}$, $-C(O)NR^{5A}R^{5B}$, $-OR^{5D}$, $-SR^{5D}$, $-NR^{5A}SO_2R^{5D}$, $-NR^{5A}C(O)R^{5C}$, $-NR^{5A}C(O)OR^{5C}$, $-NR^{5A}OR^{5C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^2 and R^3 substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^3 and R^4 substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^4 and R^5 substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

W^6 is N or $C(R^6)$;

R^6 is hydrogen, halogen, $-CX^6_3$, $-CHX^6_2$, $-CH_2X^6$, $-OCX^6_3$, $-OCH_2X^6$, $-OCHX^6_2$, -CN, $-SO_{n6}R^{6D}$, $-SO_{v6}NR^{6A}R^{6B}$, $-NR^{6C}NR^{6A}R^{6B}$, $-ONR^{6A}R^{6B}$, $-NHC(O)NR^{6C}NR^{6A}R^{6B}$, $-NHC(O)NR^{6A}R^{6B}$, $-N(O)_{m6}$, $-NR^{6A}R^{6B}$, $-C(O)R^{6C}$, $-C(O)OR^{6C}$, $-C(O)NR^{6A}R^{6B}$, $-OR^{6D}$, $-SR^{6D}$, $-NR^{6A}SO_2R^{6D}$, $-NR^{6A}C(O)R^{6C}$, $-NR^{6A}C(O)OR^{6C}$, $-NR^{6A}OR^{6C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

W^7 is N, N^+-O^-, or $C(R^7)$;

R^7 is hydrogen, halogen, $-CX^7_3$, $-CHX^7_2$, $-CH_2X^7$, $-OCX^7_3$, $-OCH_2X^7$, $-OCHX^7_2$, -CN, $-SO_{n7}R^{7D}$, $-SO_{v7}NR^{7A}R^{7B}$, $-NR^{7C}NR^{7A}R^{7B}$, $-ONR^{7A}R^{7B}$, $-NHC(O)NR^{7C}NR^{7A}R^{7B}$, $-NHC(O)NR^{7A}R^{7B}$, $-N(O)_{m7}$, $-NR^{7A}R^{7B}$, $-C(O)R^{7C}$, $-C(O)OR^{7C}$, $-C(O)NR^{7A}R^{7B}$, $-OR^{7D}$, $-SR^{7D}$, $-NR^{7A}SO_2R^{7D}$, $-NR^{7A}C(O)R^{7C}$, $-NR^{7A}C(O)OR^{7C}$, $-NR^{7A}OR^{7C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl,

substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^8 is independently halogen, $-CX^8_3$, $-CHX^8_2$, $-CH_2X^8$, $-OCX^8_3$, $-OCH_2X^8$, $-OCHX^8_2$, -CN, $-SO_{n8}R^{8D}$, $-SO_{v8}NR^{8A}R^{8B}$, $-NR^{8C}NR^{8A}R^{8B}$, $-ONR^{8A}R^{8B}$, $-NHC(O)NR^{8C}NR^{8A}R^{8B}$, $-NHC(O)NR^{8A}R^{8B}$, $-N(O)_{m8}$, $-NR^{8A}R^{8B}$, $-C(O)R^{8C}$, $-C(O)OR^{8C}$, $-C(O)NR^{8A}R^{8B}$, $-OR^{8D}$, $-SR^{8D}$, $-NR^{8A}SO_2R^{8D}$, $-NR^{8A}C(O)R^{8C}$, $-NR^{8A}C(O)OR^{8C}$, $-NR^{8A}OR^{8C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl; two R^8 substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^9 is substituted or unsubstituted cycloalkyl or substituted or unsubstituted heterocycloalkyl;

R^{2A}, R^{2B}, R^{2C}, R^{2D}, R^{3A}, R^{3B}, R^{3C}, R^{3D}, R^{4A}, R^{4B}, R^{4C}, R^{4D}, R^{5A}, R^{5B}, R^{5C}, R^{5D}, R^{6A}, R^{6B}, R^{6C}, R^{6D}, R^{7A}, R^{7B}, R^{7C}, R^{7D}, R^{8A}, R^{8B}, R^{8C}, and R^{8D} are independently hydrogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, $-CH_2Cl$, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-OCCl_3$, $-OCF_3$, $-OCBr_3$, $-OCI_3$, $-OCHCl_2$, $-OCHBr_2$, $-OCHI_2$, $-OCHF_2$, $-OCH_2Cl$, $-OCH_2Br$, $-OCH_2I$, $-OCH_2F$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl; R^{2A} and R^{2B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{3A} and R^{3B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{4A} and R^{4B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{5A} and R^{5B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{6A} and R^{6B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{7A} and R^{7B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or

unsubstituted heteroaryl; R^{8A} and R^{8B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl;

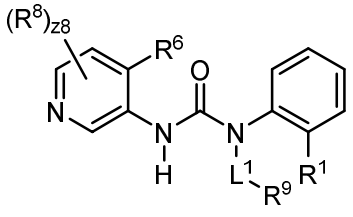
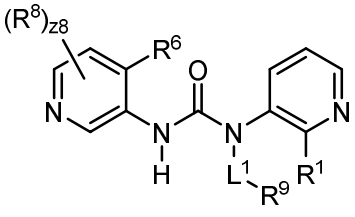
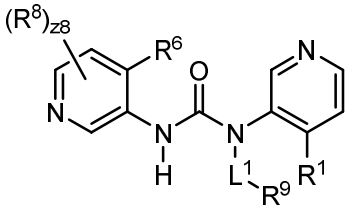
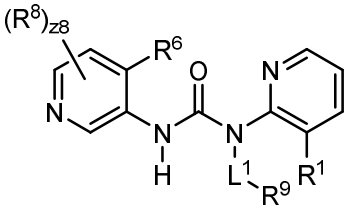
X^2, X^3, X^4, X^5, X^6, X^7, and X^8 are independently –F, -Cl, -Br, or –I;

n2, n3, n4, n5, n6, n7, and n8 are independently an integer from 0 to 4;

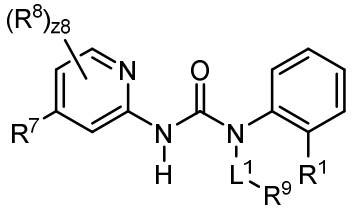
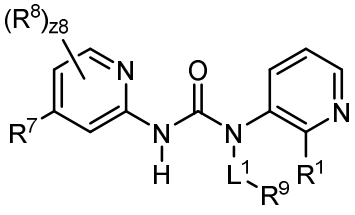
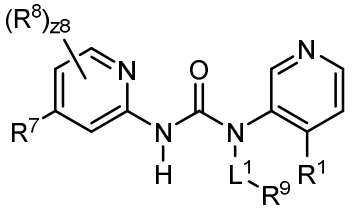
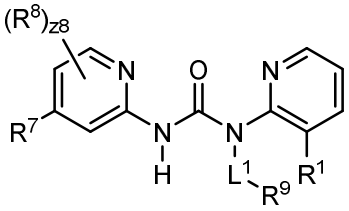
m2, m3, m4, m5, m6, m7, m8, v2, v3, v4, v5, v6, v7, and v8 are independently 1 or 2; and

z8 is an integer from 0 to 3.

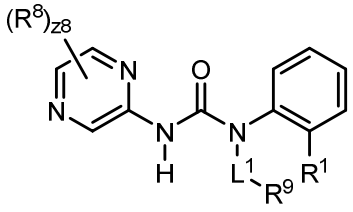
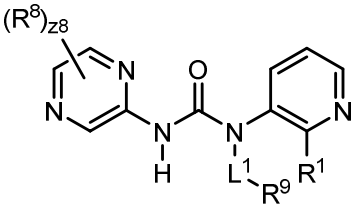
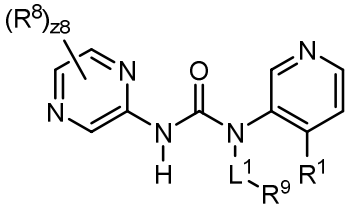
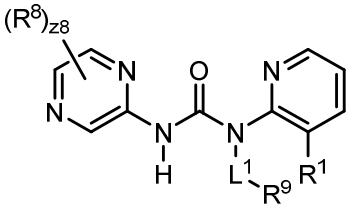
2. The compound of claim 1, having the formula:


(I-1a),

(I-1b),

(I-1c), or

(I-1d).

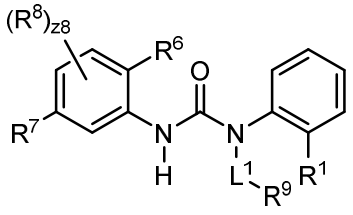
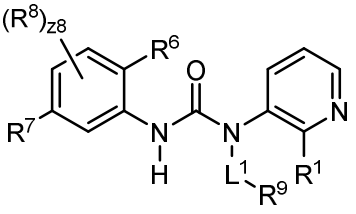
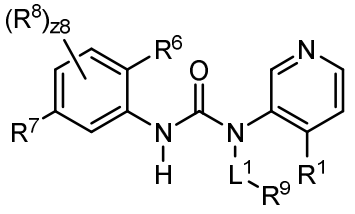
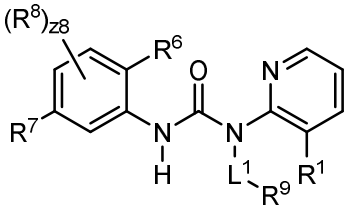
3. The compound of claim 1, having the formula:


(I-2a),

(I-2b),

(I-2c), or

(I-2d).

4. The compound of claim 1, having the formula:


(I-3a),

(I-3b),

(I-3c), or

(I-3d).

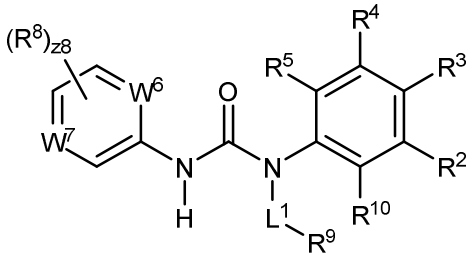
5. The compound of claim 1, having the formula:


(I-4a),

(I-4b),

(I-4c), or

(I-4d).

6. The compound of claim 1, wherein R^1 is unsubstituted C_3 alkyl.

7. The compound of claim 1, wherein R^1 is isopropyl.

8. A compound, or a pharmaceutically acceptable salt or solvate thereof, having the formula:


(II);

wherein

L^1 is a bond or substituted or unsubstituted C_1-C_5 alkylene;

R^2 is hydrogen, halogen, $-CX^2_3$, $-CHX^2_2$, $-CH_2X^2$, $-OCX^2_3$, $-OCH_2X^2$, $-OCHX^2_2$, -CN, $-SO_{n2}R^{2D}$, $-SO_{v2}NR^{2A}R^{2B}$, $-NR^{2C}NR^{2A}R^{2B}$, $-ONR^{2A}R^{2B}$, $-NHC(O)NR^{2C}NR^{2A}R^{2B}$, $-NHC(O)NR^{2A}R^{2B}$, $-N(O)_{m2}$, $-NR^{2A}R^{2B}$, $-C(O)R^{2C}$, $-C(O)OR^{2C}$, $-C(O)NR^{2A}R^{2B}$, $-OR^{2D}$, $-SR^{2D}$,$-NR^{2A}SO_2R^{2D}$, $-NR^{2A}C(O)R^{2C}$, $-NR^{2A}C(O)OR^{2C}$, $-NR^{2A}OR^{2C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^3 is hydrogen, halogen, $-CX^3_3$, $-CHX^3_2$, $-CH_2X^3$, $-OCX^3_3$, $-OCH_2X^3$, $-OCHX^3_2$, -CN, $-SO_{n3}R^{3D}$, $-SO_{v3}NR^{3A}R^{3B}$, $-NR^{3C}NR^{3A}R^{3B}$, $-ONR^{3A}R^{3B}$, $-NHC(O)NR^{3C}NR^{3A}R^{3B}$, $-NHC(O)NR^{3A}R^{3B}$, $-N(O)_{m3}$, $-NR^{3A}R^{3B}$, $-C(O)R^{3C}$, $-C(O)OR^{3C}$, $-C(O)NR^{3A}R^{3B}$, $-OR^{3D}$, $-SR^{3D}$,$-NR^{3A}SO_2R^{3D}$, $-NR^{3A}C(O)R^{3C}$, $-NR^{3A}C(O)OR^{3C}$, $-NR^{3A}OR^{3C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^4 is hydrogen, halogen, $-CX^4_3$, $-CHX^4_2$, $-CH_2X^4$, $-OCX^4_3$, $-OCH_2X^4$, $-OCHX^4_2$, -CN, $-SO_{n4}R^{4D}$, $-SO_{v4}NR^{4A}R^{4B}$, $-NR^{4C}NR^{4A}R^{4B}$, $-ONR^{4A}R^{4B}$, $-NHC(O)NR^{4C}NR^{4A}R^{4B}$, $-NHC(O)NR^{4A}R^{4B}$, $-N(O)_{m4}$, $-NR^{4A}R^{4B}$, $-C(O)R^{4C}$, $-C(O)OR^{4C}$, $-C(O)NR^{4A}R^{4B}$, $-OR^{4D}$, $-SR^{4D}$, $-NR^{4A}SO_2R^{4D}$, $-NR^{4A}C(O)R^{4C}$, $-NR^{4A}C(O)OR^{4C}$, $-NR^{4A}OR^{4C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^5 is hydrogen, halogen, $-CX^5_3$, $-CHX^5_2$, $-CH_2X^5$, $-OCX^5_3$, $-OCH_2X^5$, $-OCHX^5_2$, -CN, $-SO_{n5}R^{5D}$, $-SO_{v5}NR^{5A}R^{5B}$, $-NR^{5C}NR^{5A}R^{5B}$, $-ONR^{5A}R^{5B}$, $-NHC(O)NR^{5C}NR^{5A}R^{5B}$, $-NHC(O)NR^{5A}R^{5B}$, $-N(O)_{m5}$, $-NR^{5A}R^{5B}$, $-C(O)R^{5C}$, $-C(O)OR^{5C}$, $-C(O)NR^{5A}R^{5B}$, $-OR^{5D}$, $-SR^{5D}$, $-NR^{5A}SO_2R^{5D}$, $-NR^{5A}C(O)R^{5C}$, $-NR^{5A}C(O)OR^{5C}$, $-NR^{5A}OR^{5C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^2 and R^3 substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^3 and R^4 substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^4 and R^5 substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

W^6 is N or $C(R^6)$;

R^6 is hydrogen, halogen, $-CX^6_3$, $-CHX^6_2$, $-CH_2X^6$, $-OCX^6_3$, $-OCH_2X^6$, $-OCHX^6_2$, -CN, $-SO_{n6}R^{6D}$, $-SO_{v6}NR^{6A}R^{6B}$, $-NR^{6C}NR^{6A}R^{6B}$, $-ONR^{6A}R^{6B}$, $-NHC(O)NR^{6C}NR^{6A}R^{6B}$, $-NHC(O)NR^{6A}R^{6B}$, $-N(O)_{m6}$, $-NR^{6A}R^{6B}$, $-C(O)R^{6C}$, $-C(O)OR^{6C}$, $-C(O)NR^{6A}R^{6B}$, $-OR^{6D}$, $-SR^{6D}$, $-NR^{6A}SO_2R^{6D}$, $-NR^{6A}C(O)R^{6C}$, $-NR^{6A}C(O)OR^{6C}$, $-NR^{6A}OR^{6C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

W^7 is N, N^+-O^-, or $C(R^7)$;

R^7 is hydrogen, halogen, $-CX^7_3$, $-CHX^7_2$, $-CH_2X^7$, $-OCX^7_3$, $-OCH_2X^7$, $-OCHX^7_2$, -CN, $-SO_{n7}R^{7D}$, $-SO_{v7}NR^{7A}R^{7B}$, $-NR^{7C}NR^{7A}R^{7B}$, $-ONR^{7A}R^{7B}$, $-NHC(O)NR^{7C}NR^{7A}R^{7B}$, $-NHC(O)NR^{7A}R^{7B}$, $-N(O)_{m7}$, $-NR^{7A}R^{7B}$, $-C(O)R^{7C}$, $-C(O)OR^{7C}$, $-C(O)NR^{7A}R^{7B}$, $-OR^{7D}$, $-SR^{7D}$, $-NR^{7A}SO_2R^{7D}$, $-NR^{7A}C(O)R^{7C}$, $-NR^{7A}C(O)OR^{7C}$, $-NR^{7A}OR^{7C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^8 is independently halogen, $-CX^8_3$, $-CHX^8_2$, $-CH_2X^8$, $-OCX^8_3$, $-OCH_2X^8$, $-OCHX^8_2$, -CN, $-SO_{n8}R^{8D}$, $-SO_{v8}NR^{8A}R^{8B}$, $-NR^{8C}NR^{8A}R^{8B}$, $-ONR^{8A}R^{8B}$, $-NHC(O)NR^{8C}NR^{8A}R^{8B}$, $-NHC(O)NR^{8A}R^{8B}$, $-N(O)_{m8}$, $-NR^{8A}R^{8B}$, $-C(O)R^{8C}$, $-C(O)OR^{8C}$, $-C(O)NR^{8A}R^{8B}$, $-OR^{8D}$, $-SR^{8D}$, $-NR^{8A}SO_2R^{8D}$, $-NR^{8A}C(O)R^{8C}$, $-NR^{8A}C(O)OR^{8C}$, $-NR^{8A}OR^{8C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl; two R^8 substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^9 is substituted or unsubstituted cycloalkyl or substituted or unsubstituted heterocycloalkyl;

R^{10} is hydrogen, halogen, $-CX^{10}_3$, $-CHX^{10}_2$, $-CH_2X^{10}$, $-OCX^{10}_3$, $-OCH_2X^{10}$, $-OCHX^{10}_2$, -CN, $-SO_{n10}R^{10D}$, $-SO_{v10}NR^{10A}R^{10B}$, $–NR^{10C}NR^{10A}R^{10B}$, $–ONR^{10A}R^{10B}$, $–NHC(O)NR^{10C}NR^{10A}R^{10B}$, $-NHC(O)NR^{10A}R^{10B}$, $-N(O)_{m10}$, $-NR^{10A}R^{10B}$, $-C(O)R^{10C}$, $-C(O)OR^{10C}$, $-C(O)NR^{10A}R^{10B}$, $-SR^{10D}$, $-NR^{10A}SO_2R^{10D}$, $-NR^{10A}C(O)R^{10C}$, $-NR^{10A}C(O)OR^{10C}$, $-NR^{10A}OR^{10C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^{10} and R^2 substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^{2A}, R^{2B}, R^{2C}, R^{2D}, R^{3A}, R^{3B}, R^{3C}, R^{3D}, R^{4A}, R^{4B}, R^{4C}, R^{4D}, R^{5A}, R^{5B}, R^{5C}, R^{5D}, R^{6A}, R^{6B}, R^{6C}, R^{6D}, R^{7A}, R^{7B}, R^{7C}, R^{7D}, R^{8A}, R^{8B}, R^{8C}, R^{8D}, R^{10A}, R^{10B}, R^{10C}, and R^{10D} are independently hydrogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, $-CH_2Cl$, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-OCCl_3$, $-OCF_3$, $-OCBr_3$, $-OCI_3$, $-OCHCl_2$, $-OCHBr_2$, $-OCHI_2$, $-OCHF_2$, $-OCH_2Cl$, $-OCH_2Br$, $-OCH_2I$, $-OCH_2F$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl; R^{2A} and R^{2B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{3A} and R^{3B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{4A} and R^{4B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{5A} and R^{5B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{6A} and R^{6B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{7A} and R^{7B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl; R^{8A} and R^{8B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or

substituted or unsubstituted heteroaryl; R^{10A} and R^{10B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl;

X^2, X^3, X^4, X^5, X^6, X^7, X^8, and X^{10} are independently –F, -Cl, -Br, or –I;

n2, n3, n4, n5, n6, n7, n8, and n10 are independently an integer from 0 to 4;

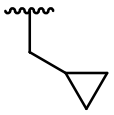
m2, m3, m4, m5, m6, m7, m8, m10, v2, v3, v4, v5, v6, v7, v8, and v10 are independently 1 or 2; and

z8 is an integer from 0 to 3;

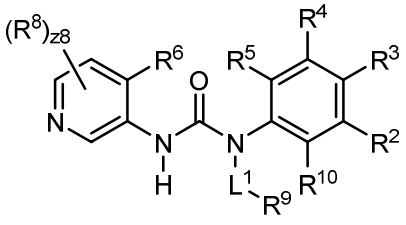
wherein at least one of W^6 or W^7 is N;

wherein if W^6 is $C(R^6)$ or W^7 is $C(R^7)$, then R^{10} is not hydrogen;

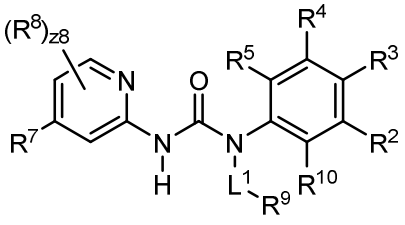
wherein if W^6 and W^7 are both N, then R^3 is not $–S(O)_2CH_3$; and

wherein if W^6 is CH and W^7 is N, then $-L^1-R^9$ is not  .

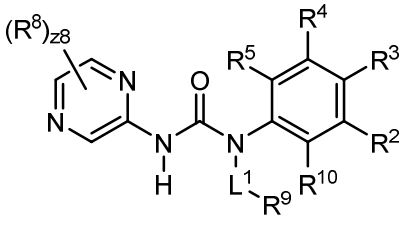
9. The compound of claim 8, having the formula:



(II-1a),

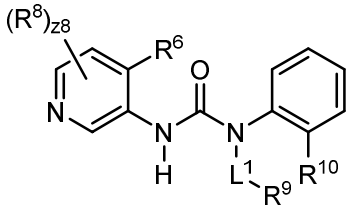
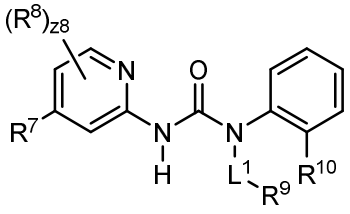
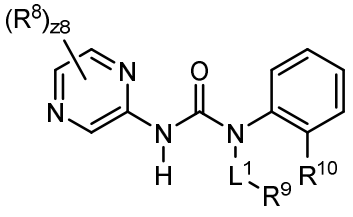


(II-2a), or



(II-3a).

10. The compound of claim 8, having the formula:


(II-1b),

(II-2b), or

(II-3b).

11. The compound of claim 8, wherein R^{10} is hydrogen or unsubstituted C_1-C_6 alkyl.

12. The compound of claim 8, wherein R^{10} is isopropyl.

13. The compound of claim 1, wherein R^6 is hydrogen, -$OCHF_2$, unsubstituted C_1-C_6 alkyl, or unsubstituted 2 to 6 membered heteroalkyl.

14. The compound of claim 1, wherein R^6 is hydrogen, -$OCHF_2$, unsubstituted methoxy, or unsubstituted isopropoxy.

15. The compound of claim 1, wherein R^7 is hydrogen, –F, –Cl, -Br, or -$OCHF_2$.

16. The compound of claim 1, wherein R^8 is independently halogen, -CCl_3, -CBr_3, -CF_3, -CI_3, -$CHCl_2$, -$CHBr_2$, -CHF_2, -CHI_2, -CH_2Cl, -CH_2Br, -CH_2F, -CH_2I, -$OCCl_3$, -OCF_3, -$OCBr_3$, -OCI_3, -$OCHCl_2$, -$OCHBr_2$, -$OCHI_2$, -$OCHF_2$, -OCH_2Cl, -OCH_2Br, -OCH_2I, -OCH_2F, -CN, -SO_3H, -OSO_3H, -SO_2NH_2, –$NHNH_2$, –ONH_2, –NHC(O)$NHNH_2$, –NHC(O)NH_2, -NO_2, -NH_2, -C(O)H, -C(O)OH, -$CONH_2$, -OH, -SH, -$NHSO_2H$, -NHC(O)H, -NHC(O)OH, -NHOH, -SF_5, -N_3, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl.

17. The compound of claim 1, wherein R^8 is independently halogen, -CF_3, -CHF_2, -CN, -$OCHF_2$, -C(O)R^{8C}, -C(O)OR^{8C}, -OR^{8D}, unsubstituted C_1-C_6 alkyl, unsubstituted 2 to 8 membered heteroalkyl, unsubstituted C_3-C_8 cycloalkyl, or unsubstituted phenyl.

18. The compound of claim 17, wherein R^{8C} is independently hydrogen or unsubstituted C_1-C_6 alkyl.

19. The compound of claim 17, wherein R^{8D} is independently unsubstituted C_1-C_6 alkyl.

20. The compound of claim 1, wherein R^8 is independently –F, –Cl, -Br, $-CF_3$, $-CHF_2$, -CN, -C(O)H, $-C(O)OCH_3$, $-OCHF_2$, $-OCH_3$, $-OCH_2CH_3$, $-OCH_2CF_3$, $-OCH(CH_3)CH_2OCH_3$, $-OCH_2CHF_2$, unsubstituted methyl, unsubstituted cyclopropyl, or unsubstituted phenyl.

21. The compound of claim 1, wherein two R^8 substituents are joined to form an unsubstituted C_5 cycloalkyl.

22. The compound of claim 1, wherein L^1 is a bond or unsubstituted C_1-C_5 alkylene.

23. The compound of claim 1, wherein L^1 is a bond.

24. The compound of claim 1, wherein L^1 is unsubstituted methylene.

25. The compound of claim 1, wherein R^9 is an R^{11}-substituted or unsubstituted cycloalkyl or R^{11}-substituted or unsubstituted heterocycloalkyl;

R^{11} is independently oxo, halogen, $-CX^{11}_3$, $-CHX^{11}_2$, $-CH_2X^{11}$, $-OCX^{11}_3$, $-OCH_2X^{11}$, $-OCHX^{11}_2$, -CN, $-SO_{n11}R^{11D}$, $-SO_{v11}NR^{11A}R^{11B}$, $–NR^{11C}NR^{11A}R^{11B}$, $–ONR^{11A}R^{11B}$, $–NHC(O)NR^{11C}NR^{11A}R^{11B}$, $-NHC(O)NR^{11A}R^{11B}$, $-N(O)_{m11}$, $-NR^{11A}R^{11B}$, $-C(O)R^{11C}$, $-C(O)OR^{11C}$, $-C(O)NR^{11A}R^{11B}$, $-OR^{11D}$, $-SR^{11D}$, $-NR^{11A}SO_2R^{11D}$, $-NR^{11A}C(O)R^{11C}$, $-NR^{11A}C(O)OR^{11C}$, $-NR^{11A}OR^{11C}$, $-SF_5$, $-N_3$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl; two R^{11} substituents may optionally be joined to form a substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

R^{11A}, R^{11B}, R^{11C}, and R^{11D} are independently hydrogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, $-CH_2Cl$, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-OCCl_3$, $-OCF_3$, $-OCBr_3$, $-OCI_3$, $-OCHCl_2$, $-OCHBr_2$, $-OCHI_2$, $-OCHF_2$,

-OCH_2Cl, -OCH_2Br, -OCH_2I, -OCH_2F, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl; R^{11A} and R^{11B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl;

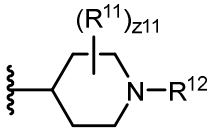
X^{11} is independently –F, -Cl, -Br, or –I;

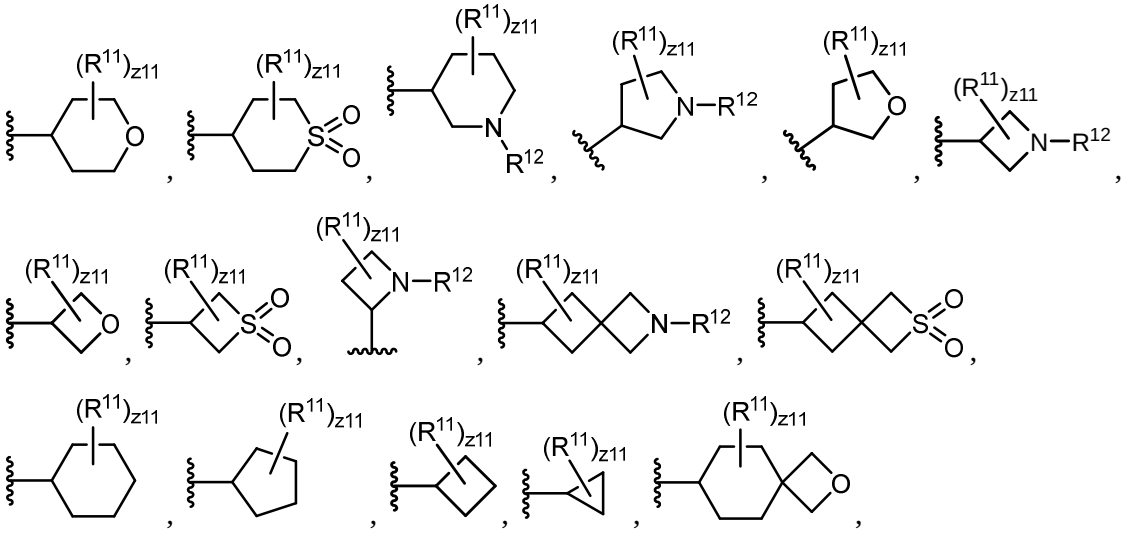
n11 is independently an integer from 0 to 4; and

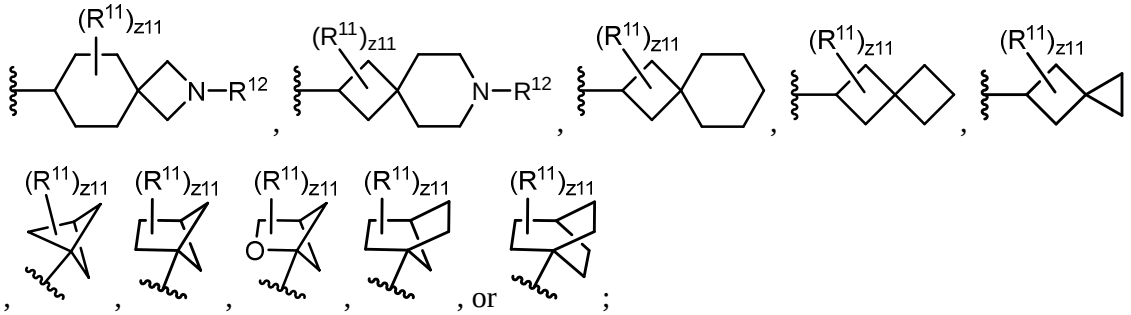
m11 and v11 are independently 1 or 2.

26. The compound of claim 25, wherein R^9 is an R^{11}-substituted or unsubstituted C_3-C_8 cycloalkyl or R^{11}-substituted or unsubstituted 3 to 8 membered heterocycloalkyl.

27. The compound of claim 25, wherein R^9 is an R^{11}-substituted or unsubstituted spirocyclic cycloalkyl or R^{11}-substituted or unsubstituted spirocyclic heterocycloalkyl.

28. The compound of claim 25, wherein R^9 is  ,





R^{12} is hydrogen, halogen, $-CX^{12}_3$, $-CHX^{12}_2$, $-CH_2X^{12}$, $-OCX^{12}_3$, $-OCH_2X^{12}$, $-OCHX^{12}_2$, $-SO_{n12}R^{12D}$, $-SO_{v12}NR^{12A}R^{12B}$, $-C(O)R^{12C}$, $-C(O)OR^{12C}$, $-C(O)NR^{12A}R^{12B}$, $-OR^{12D}$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl;

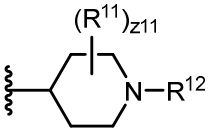
R^{12A}, R^{12B}, R^{12C}, and R^{12D} are independently hydrogen, $-CCl_3$, $-CBr_3$, $-CF_3$, $-CI_3$, $-CHCl_2$, $-CHBr_2$, $-CHF_2$, $-CHI_2$, $-CH_2Cl$, $-CH_2Br$, $-CH_2F$, $-CH_2I$, -CN, -OH, $-NH_2$, -COOH, $-CONH_2$, $-OCCl_3$, $-OCF_3$, $-OCBr_3$, $-OCI_3$, $-OCHCl_2$, $-OCHBr_2$, $-OCHI_2$, $-OCHF_2$, $-OCH_2Cl$, $-OCH_2Br$, $-OCH_2I$, $-OCH_2F$, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aryl, or substituted or unsubstituted heteroaryl; R^{12A} and R^{12B} substituents bonded to the same nitrogen atom may optionally be joined to form a substituted or unsubstituted heterocycloalkyl or substituted or unsubstituted heteroaryl;

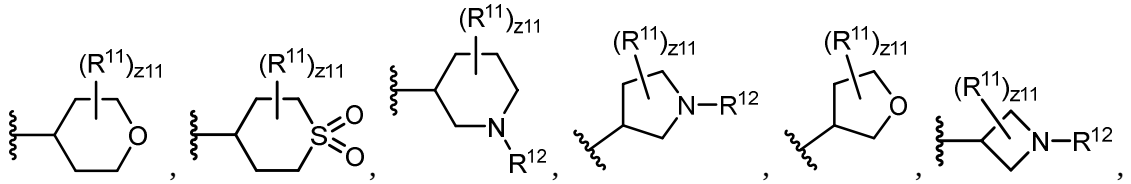
X^{12} is independently –F, -Cl, -Br, or –I;

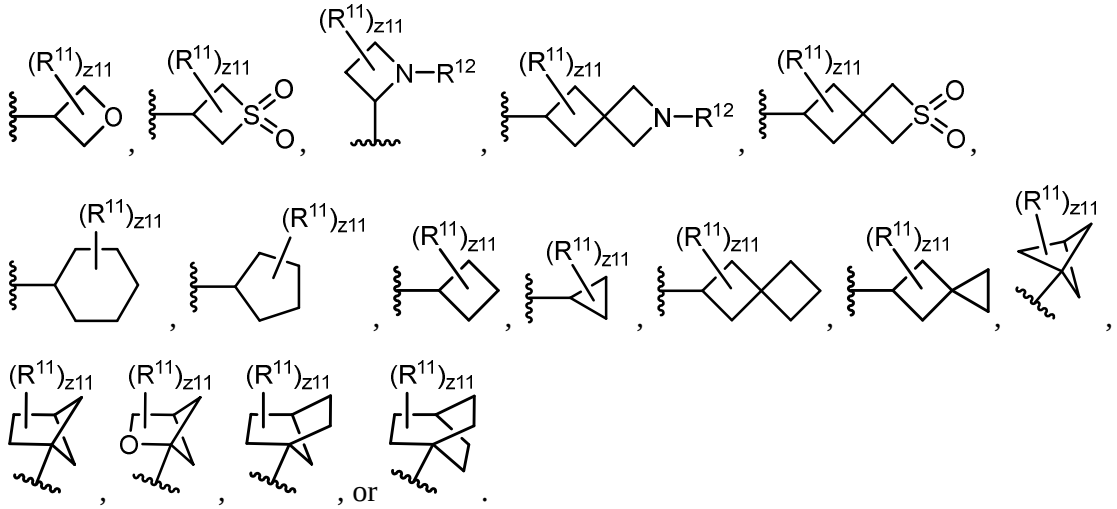
n12 is independently an integer from 0 to 4;

v12 is independently 1 or 2; and

z11 is an integer from 0 to 13.

29. The compound of claim 28, wherein R^9 is  ,





30. The compound of claim 25, wherein R^{11} is independently oxo, halogen, $-CX^{11}_3$, $-CHX^{11}_2$, -CN, $-SO_{n11}R^{11D}$, $-C(O)R^{11C}$, $-C(O)OR^{11C}$, $-C(O)NR^{11A}R^{11B}$, $-C(O)R^{11C}$, $-OR^{11D}$, $-NR^{11A}SO_2R^{11D}$, $-NR^{11A}C(O)R^{11C}$, $-NR^{11A}C(O)OR^{11C}$, substituted or unsubstituted C_1-C_6 alkyl, substituted or unsubstituted 2 to 5 membered heteroalkyl, or substituted or unsubstituted 5 to 10 membered heteroaryl.

31. The compound of claim 30, wherein R^{11A} is independently hydrogen or unsubstituted C_1-C_6 alkyl; and R^{11B} is independently hydrogen.

32. The compound of claim 30, wherein R^{11C} is independently hydrogen or unsubstituted C_1-C_6 alkyl.

33. The compound of claim 30, wherein R^{11D} is independently hydrogen or unsubstituted C_1-C_6 alkyl.

34. The compound of claim 25, wherein two R^{11} substituents are joined to form a substituted or unsubstituted cycloalkyl.

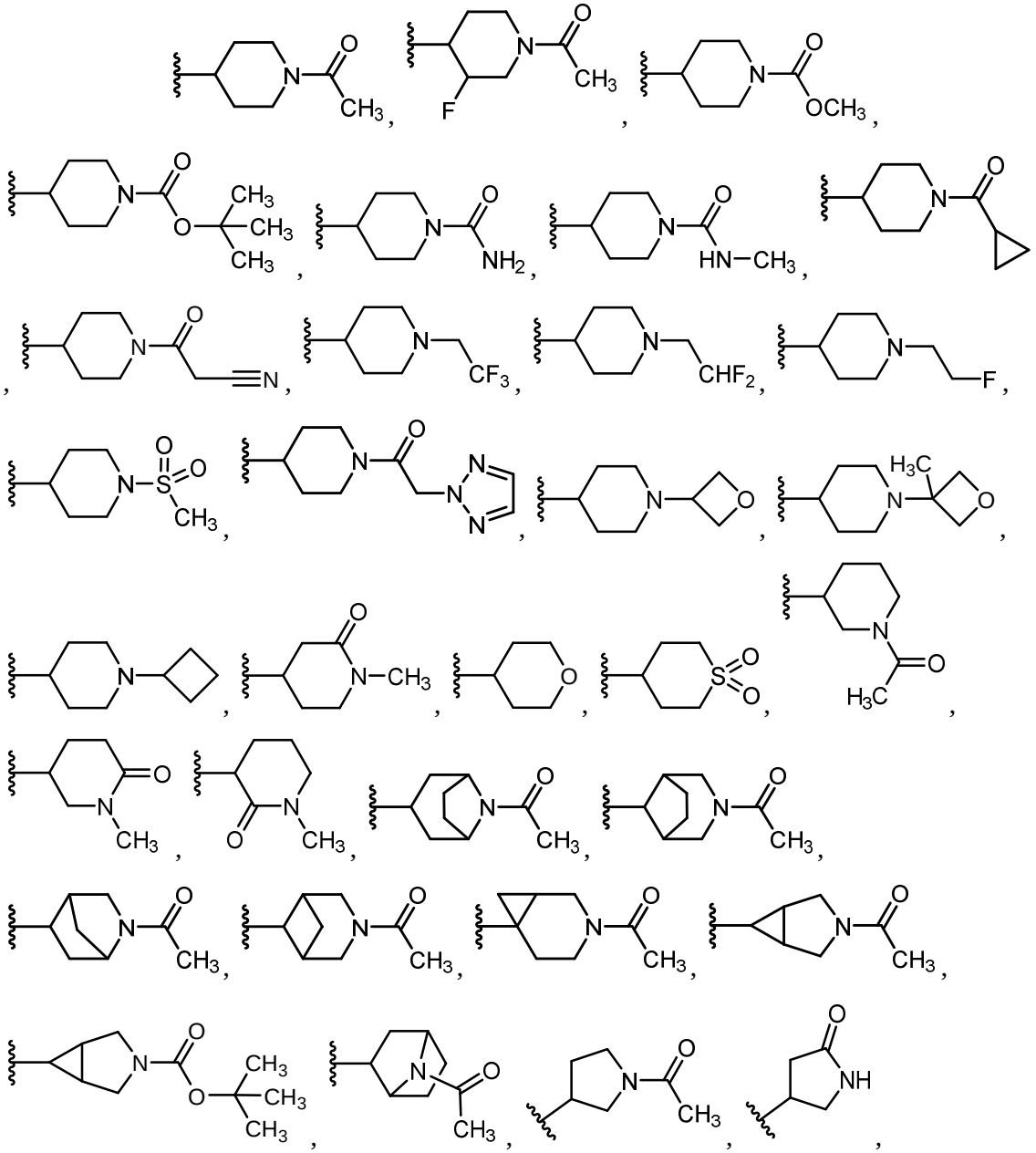
35. The compound of claim 28, wherein R^{12} is hydrogen, $-C(O)R^{12C}$, $-SO_{n12}R^{12D}$, $-SO_{v12}NR^{12A}R^{12B}$, $-C(O)OR^{12C}$, $-C(O)NR^{12A}R^{12B}$, unsubstituted C_1-C_6 alkyl, unsubstituted C_3-C_8 cycloalkyl, or unsubstituted 3 to 8 membered heterocycloalkyl.

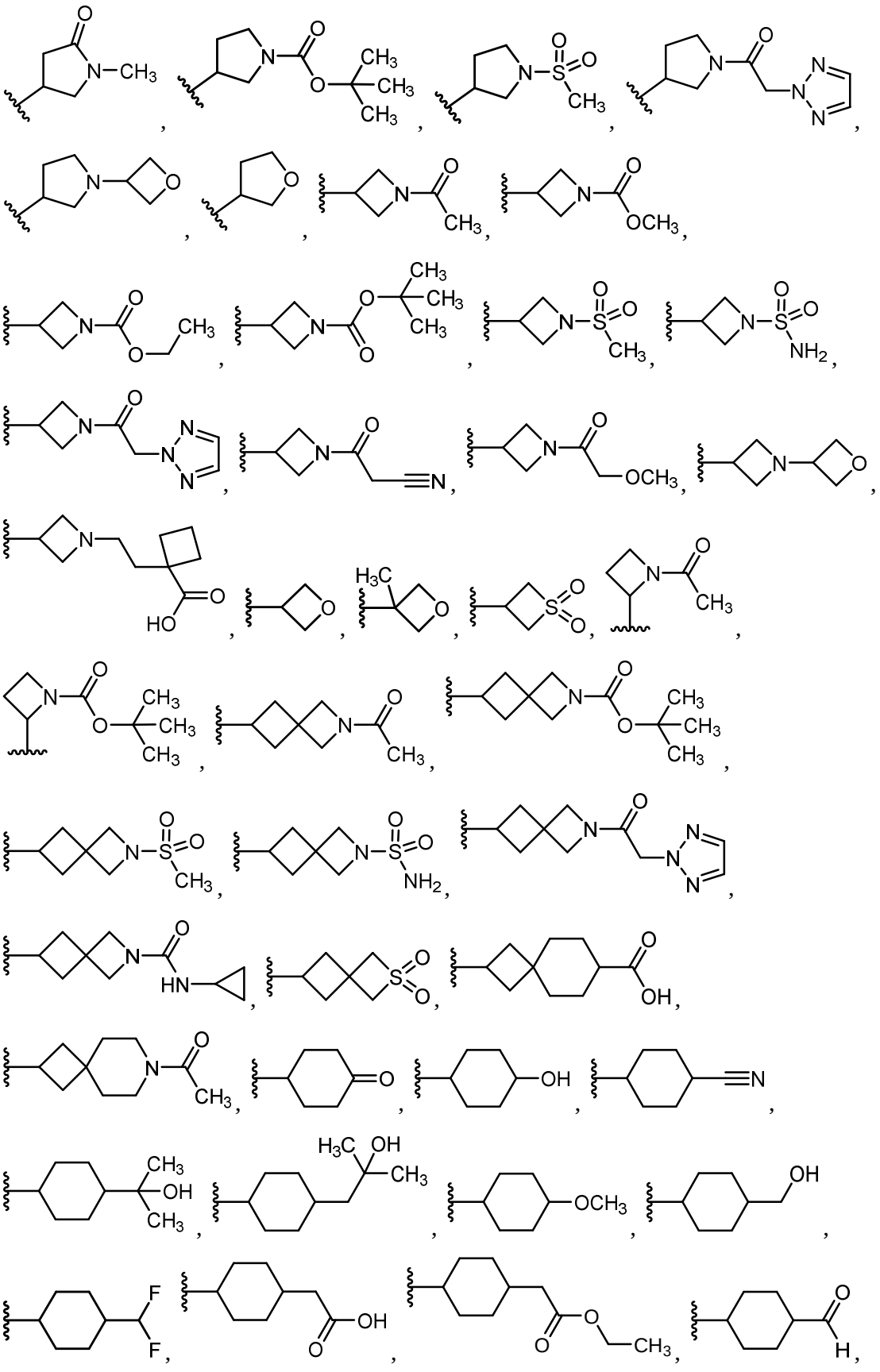
36. The compound of claim 35, wherein R^{12A} is hydrogen, unsubstituted C_1-C_6 alkyl, or unsubstituted C_3-C_8 cycloalkyl; and R^{12B} is hydrogen.

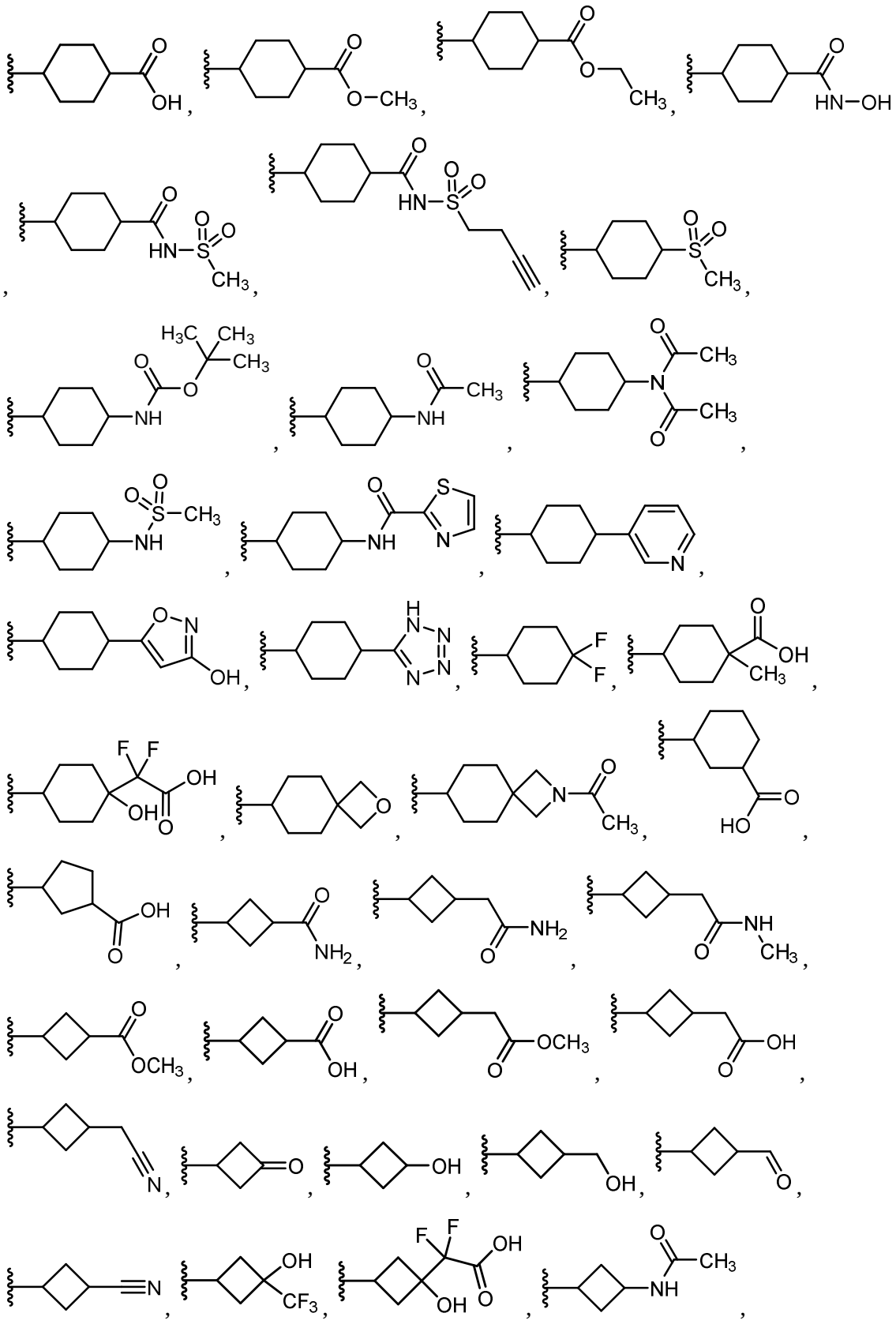
37. The compound of claim 35, wherein R^{12C} is substituted or unsubstituted C_1-C_6 alkyl, substituted or unsubstituted 2 to 6 membered heteroalkyl, or substituted or unsubstituted C_3-C_8 cycloalkyl.

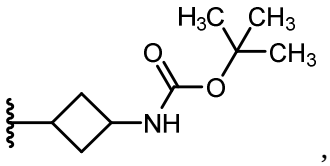
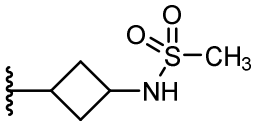
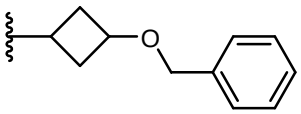
38. The compound of claim 35, wherein R^{12D} is unsubstituted C_1-C_6 alkyl.

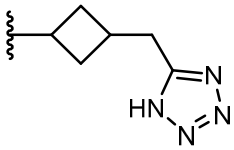
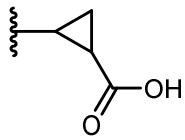
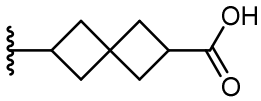
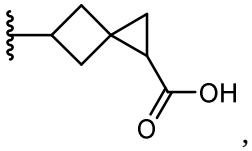
39. The compound of claim 1, wherein R^9 is

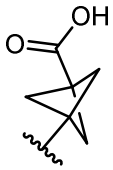
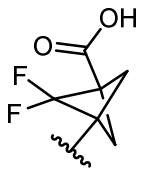
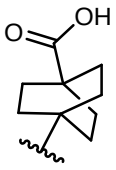
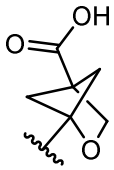




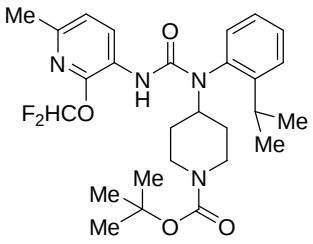
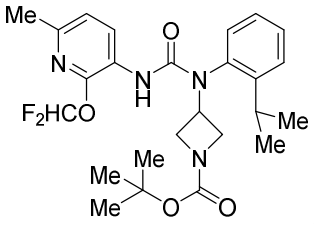


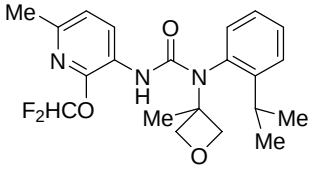
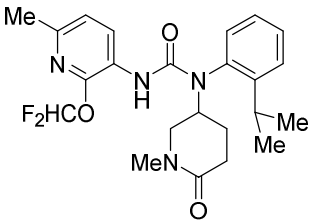
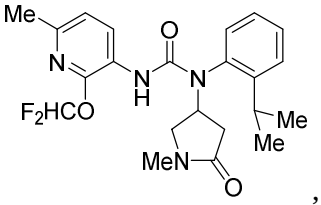
 ,  ,  ,

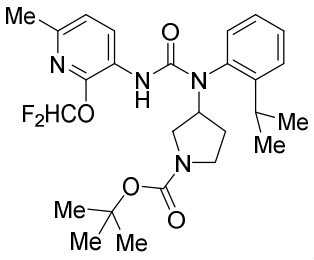
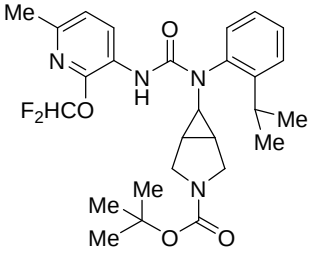
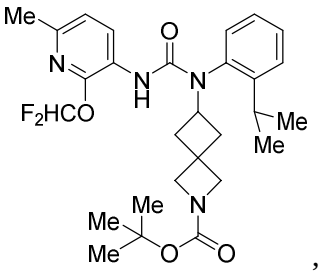
 ,  ,  ,  ,  ,

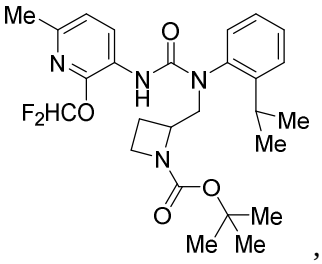
 ,  ,  , or  .

40. A compound, or a pharmaceutically acceptable salt or solvate thereof, having the formula:

 ,  ,

 ,  ,  ,

 ,  ,  ,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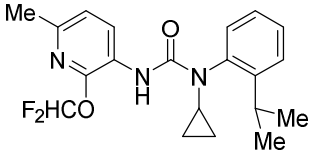
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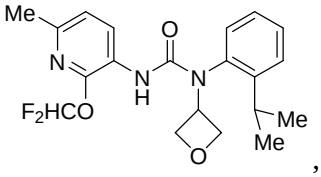
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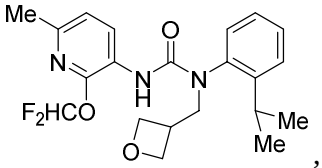
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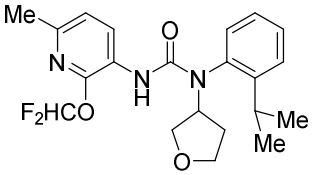
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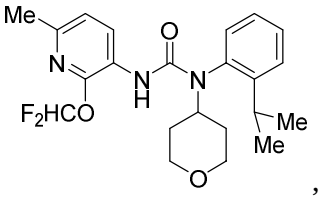
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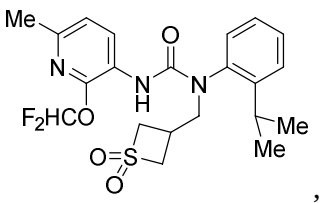
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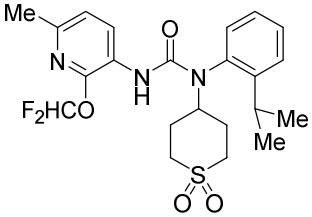
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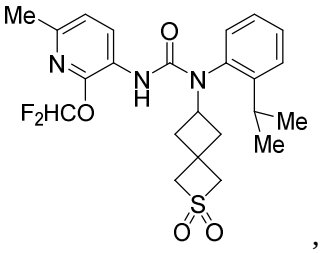
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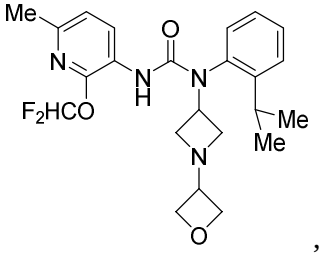
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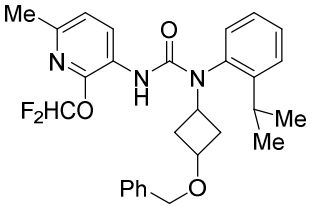
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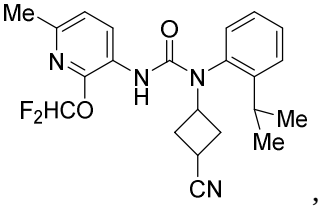
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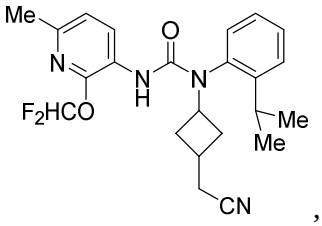
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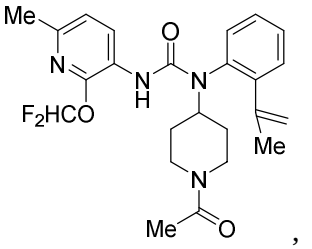
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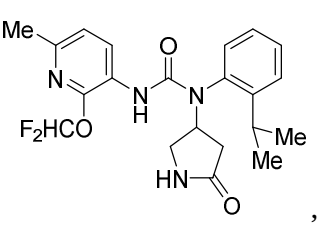
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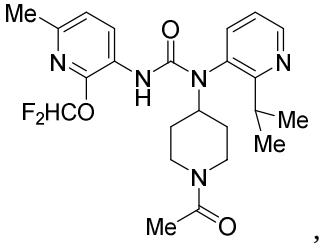
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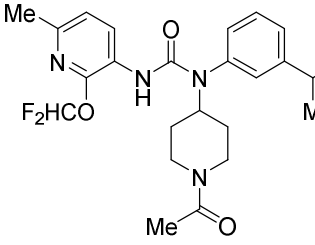
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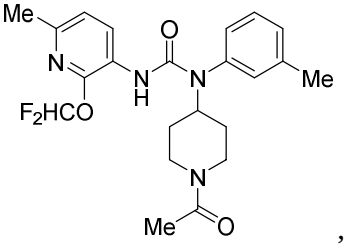
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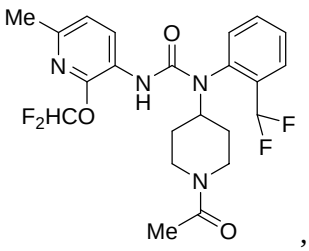
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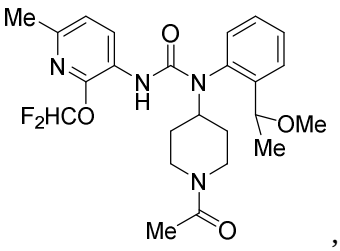
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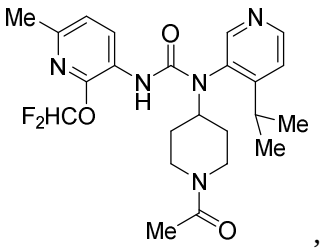
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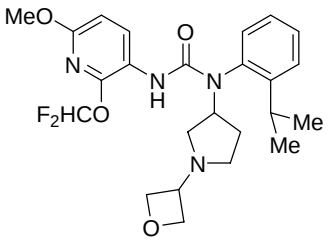
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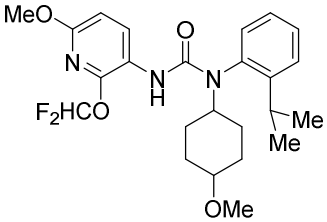
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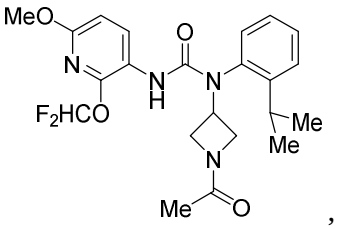
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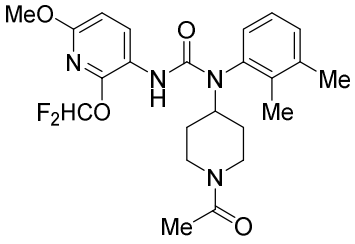
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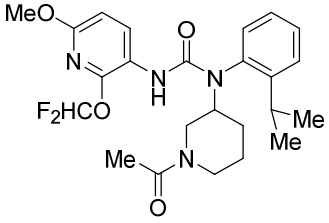
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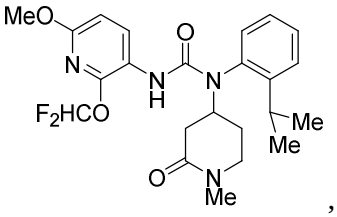
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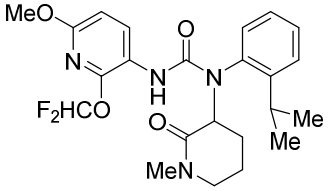
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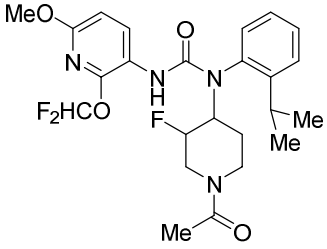
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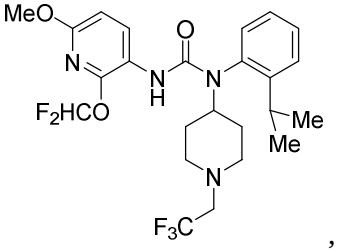
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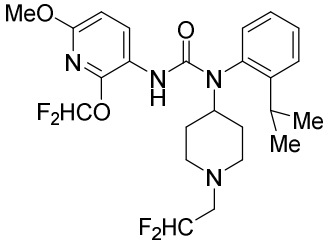
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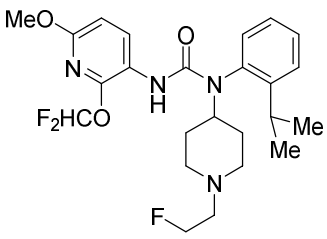
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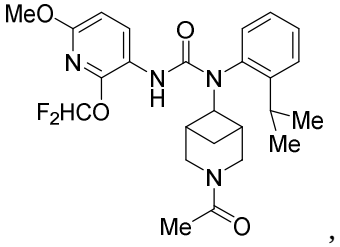
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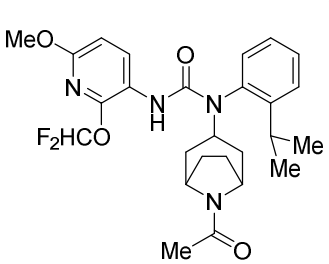
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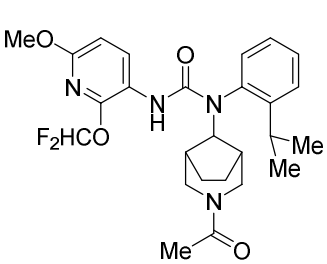
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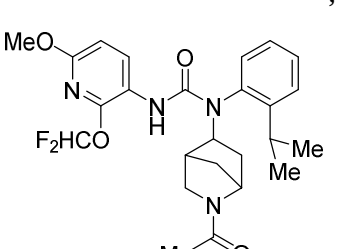
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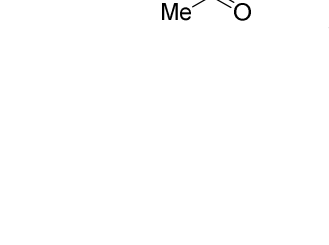
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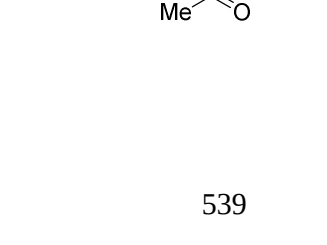
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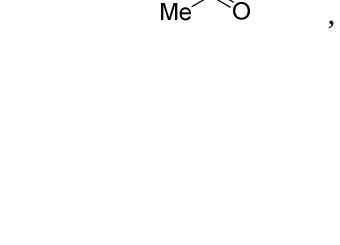
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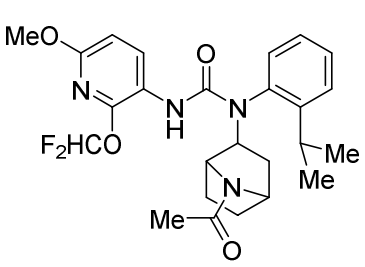
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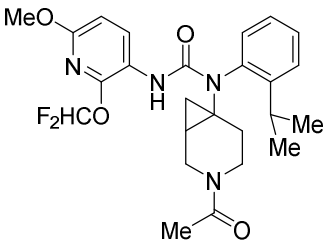
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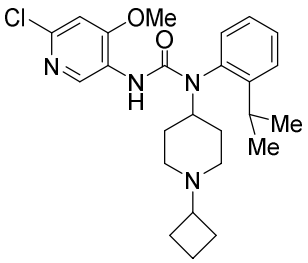
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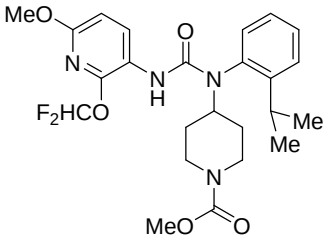
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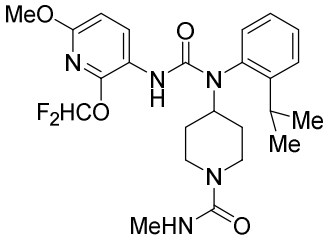
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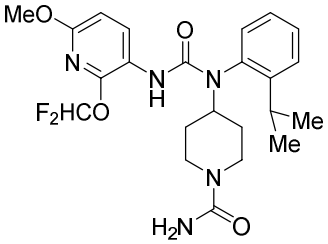
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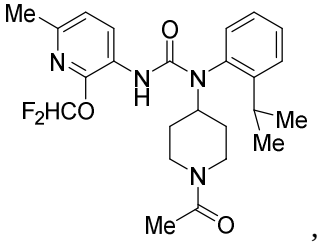
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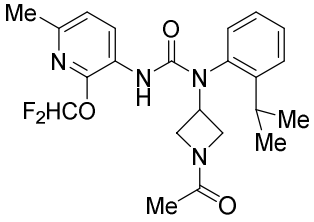
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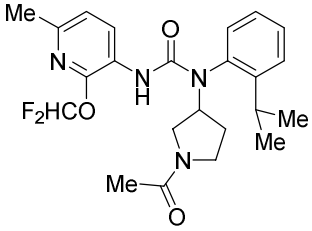
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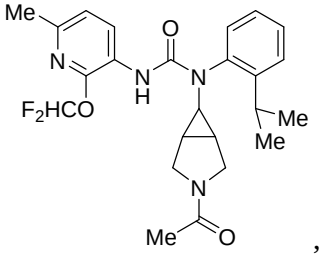
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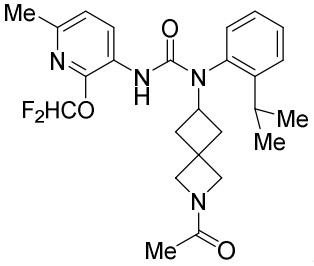
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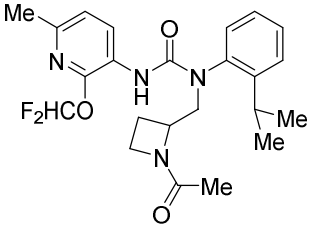
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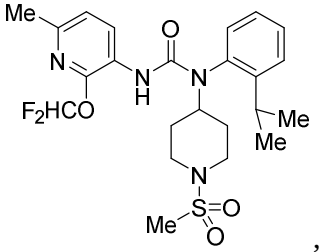
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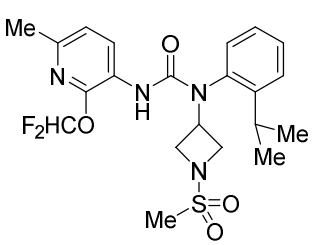
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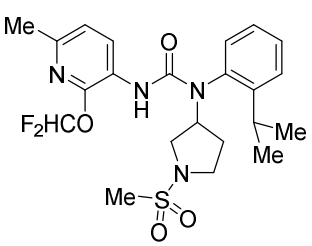
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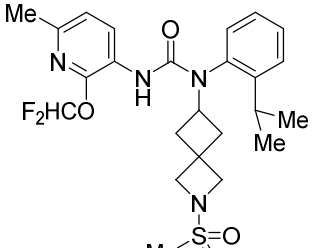
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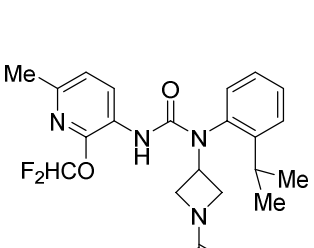
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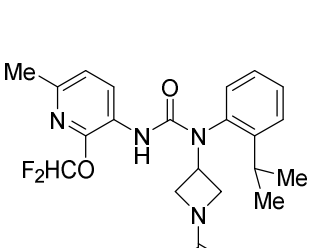
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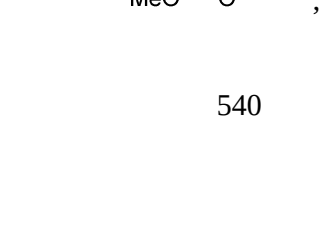
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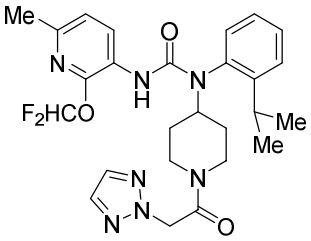
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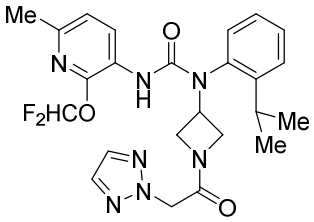
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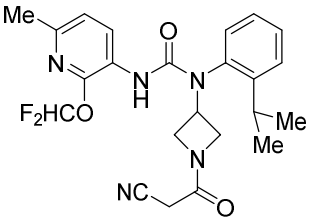
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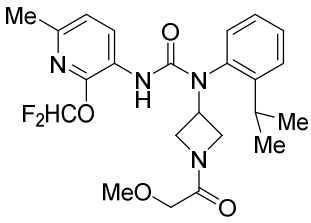
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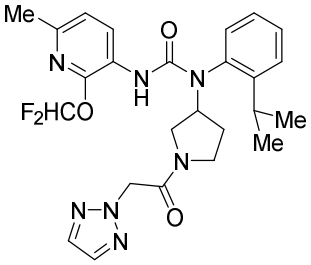
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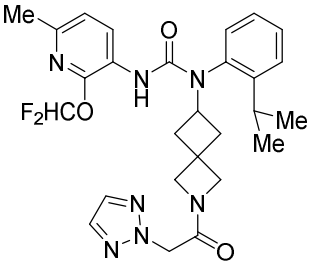
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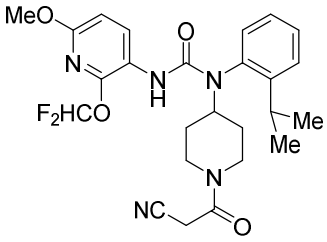
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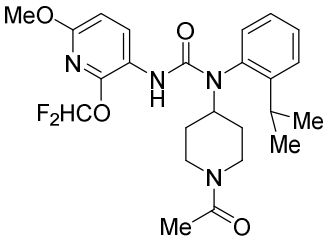
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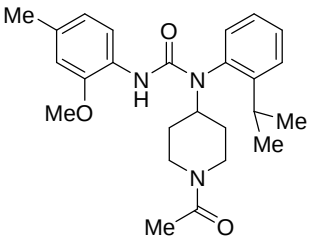
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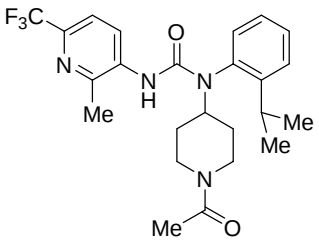
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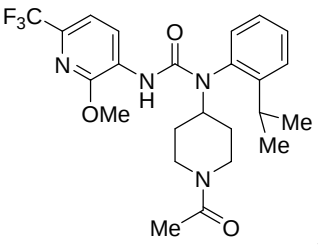
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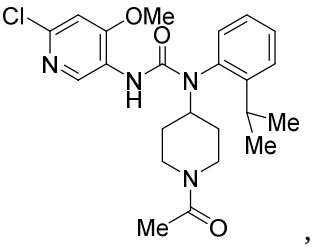
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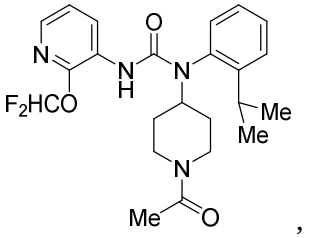
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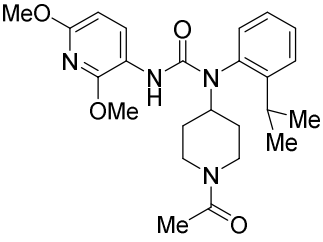
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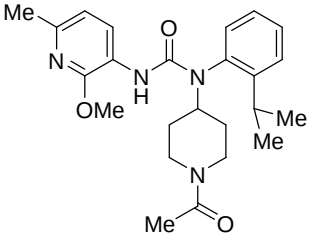
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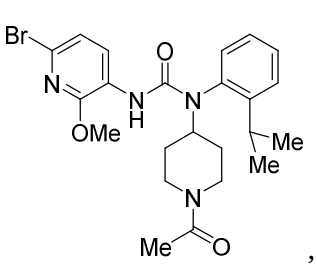
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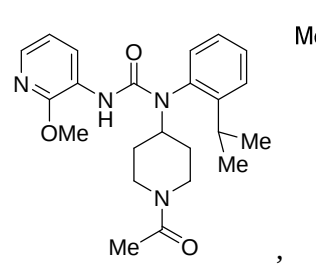
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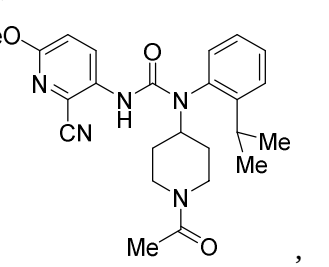
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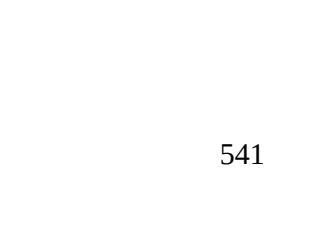
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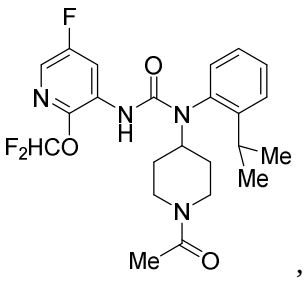
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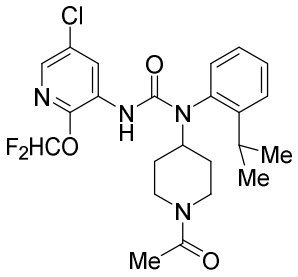
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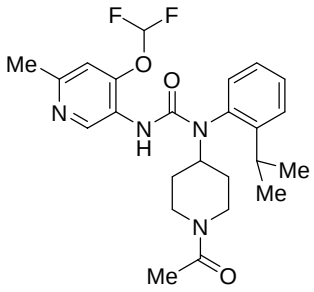
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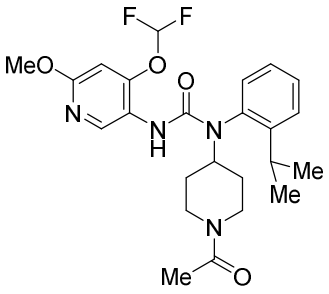
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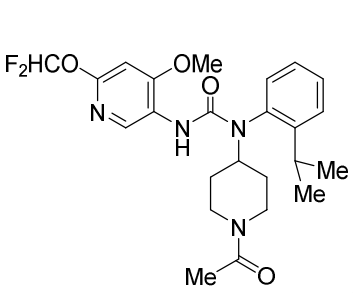
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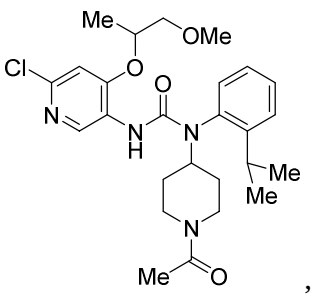
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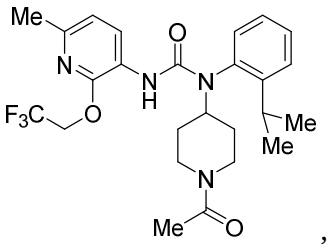
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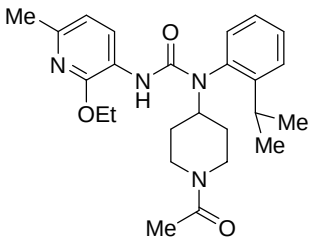
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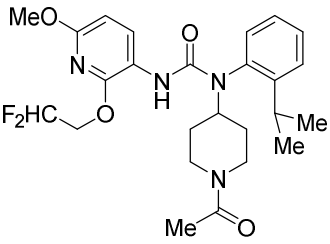
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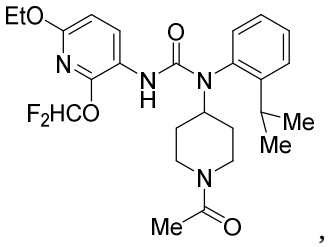
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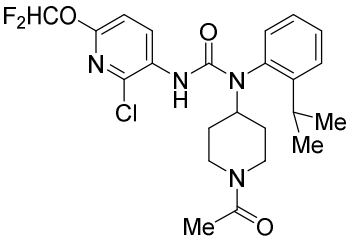
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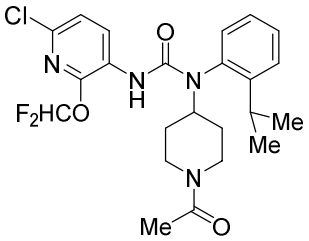
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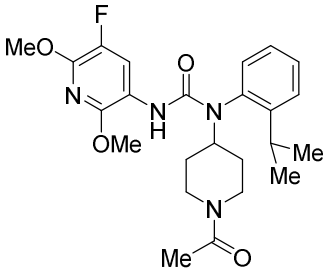
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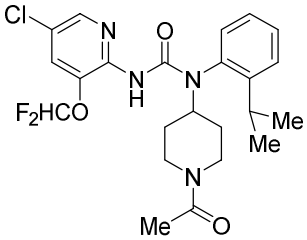
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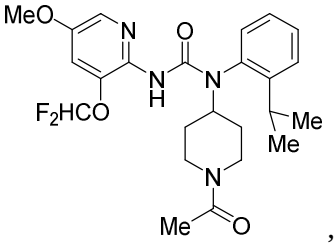
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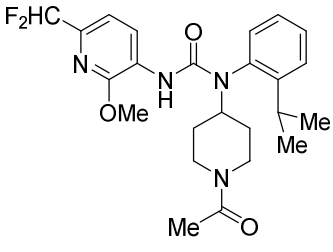
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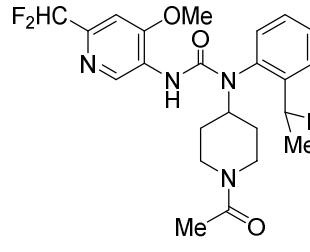
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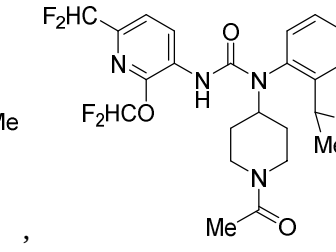
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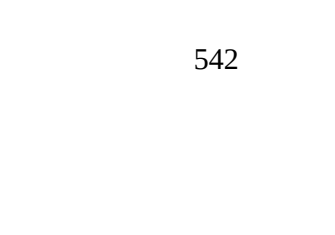
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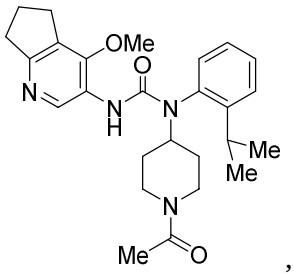
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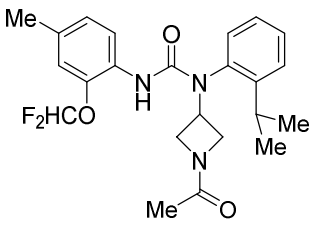
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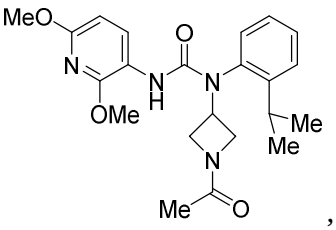
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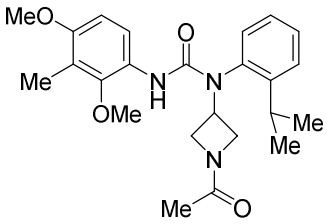
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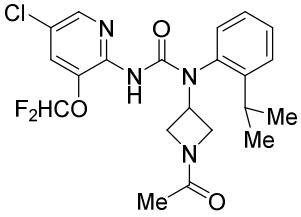
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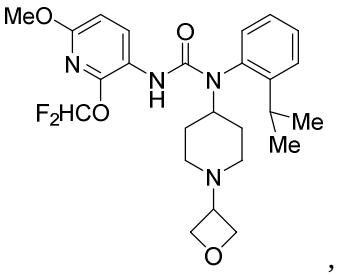
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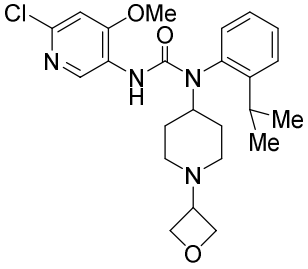
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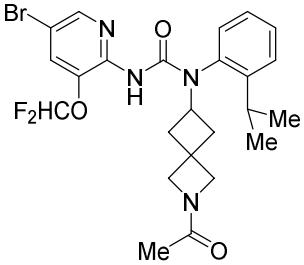
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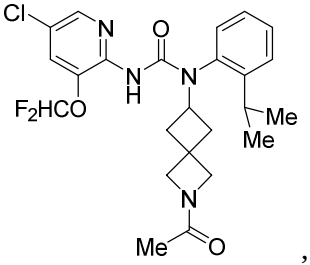
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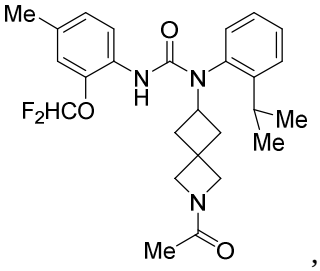
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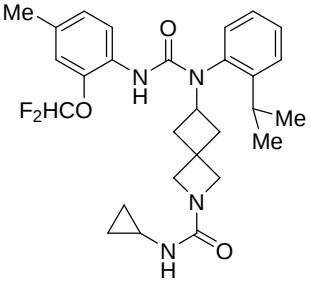
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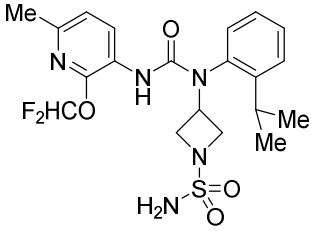
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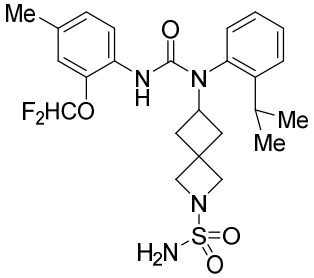
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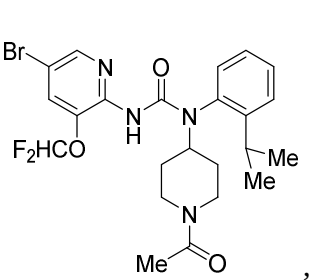
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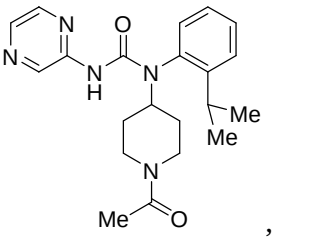
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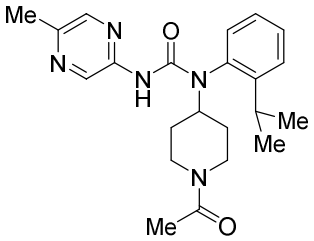
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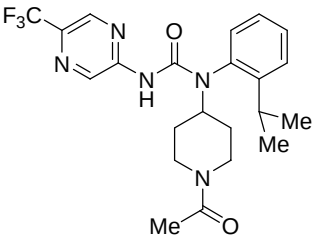
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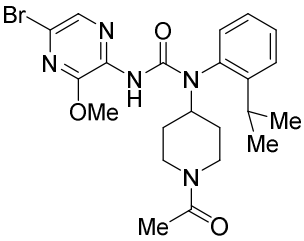
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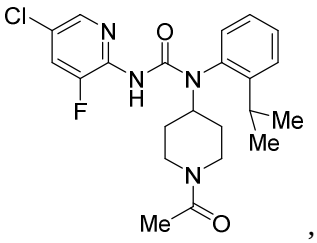
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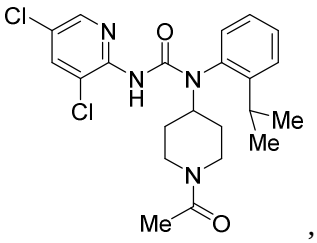
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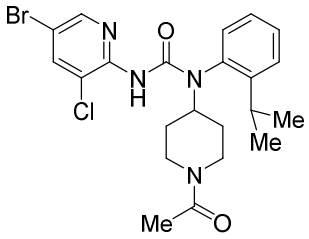
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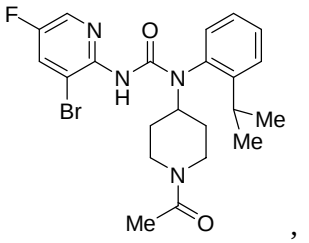
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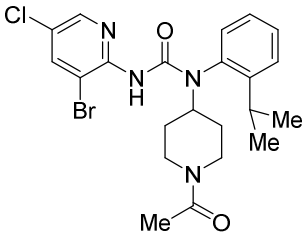
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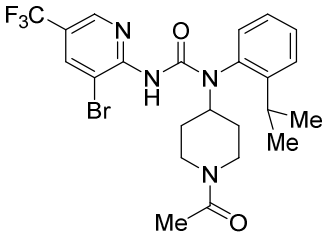
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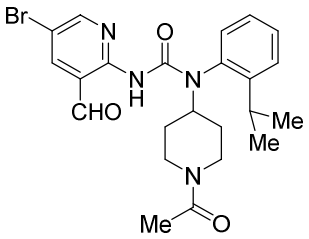
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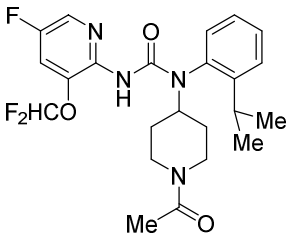
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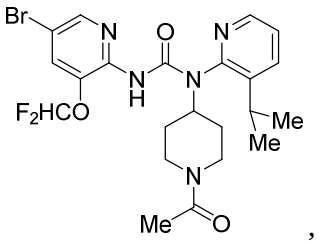
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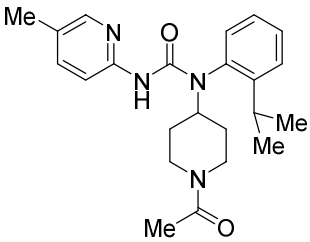
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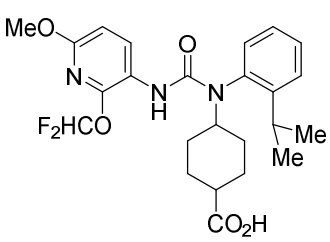
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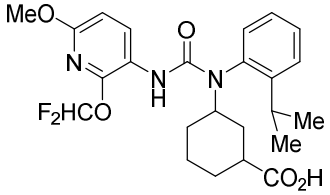
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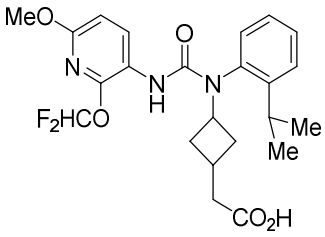
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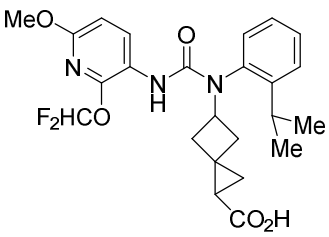
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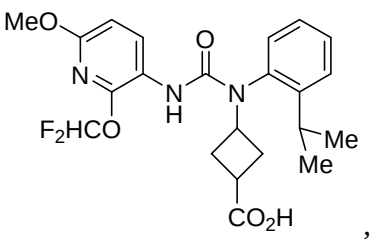
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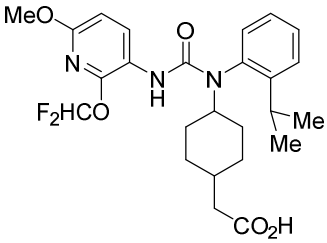
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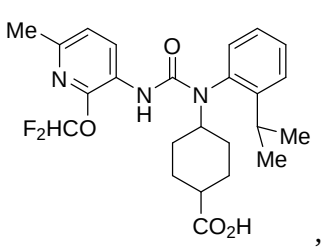
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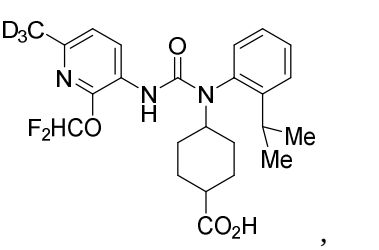
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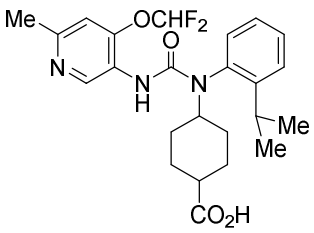
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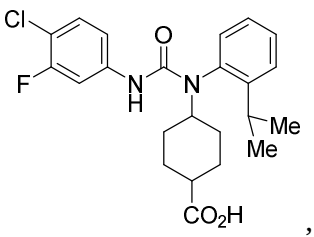
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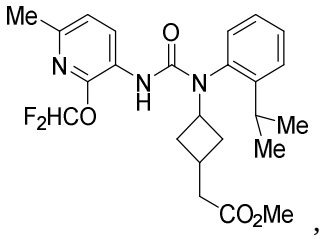
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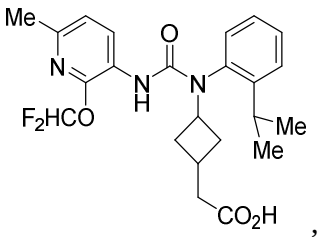
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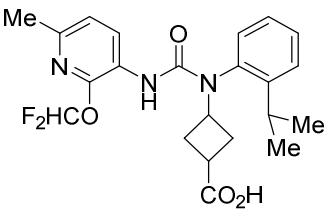
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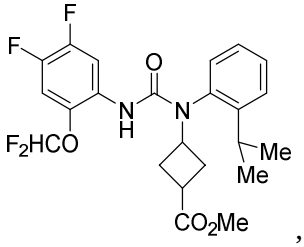
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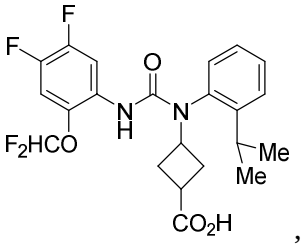
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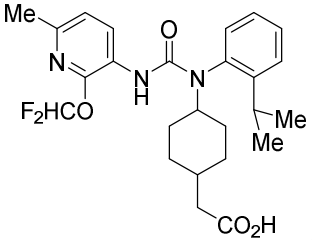
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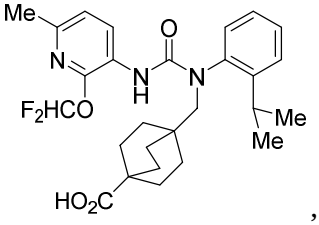
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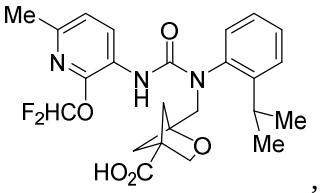
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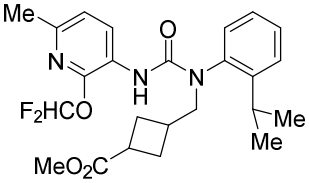
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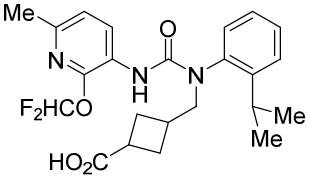
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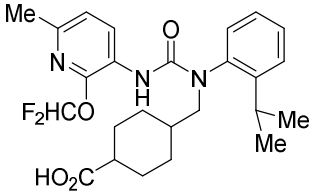
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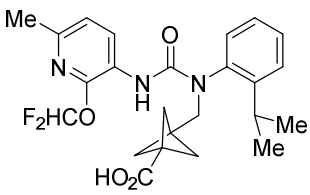
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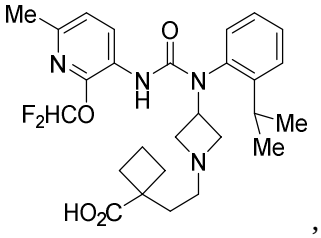
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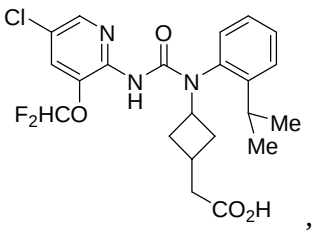
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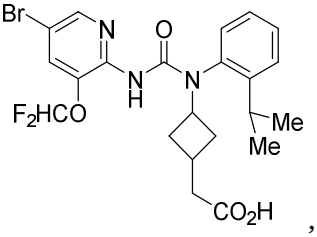
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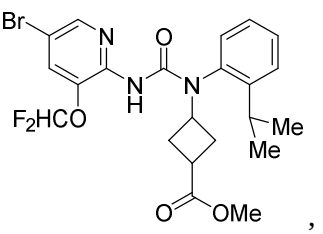
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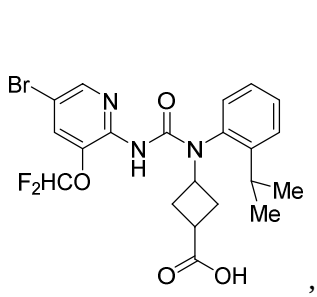
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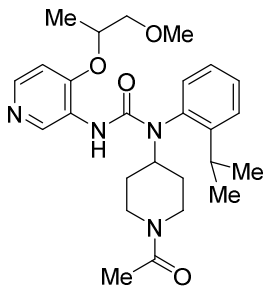
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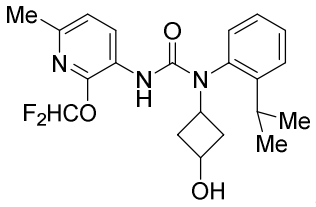
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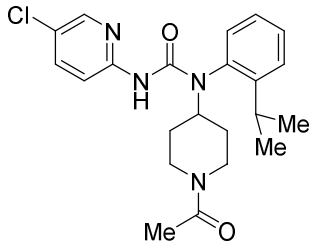
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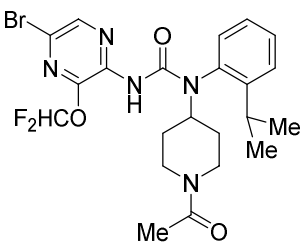
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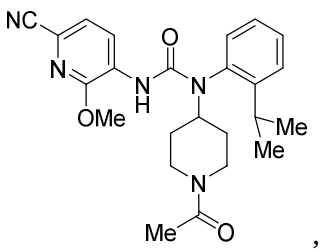
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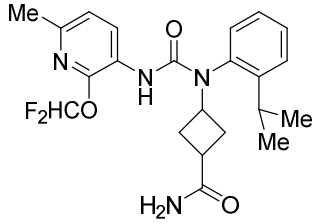
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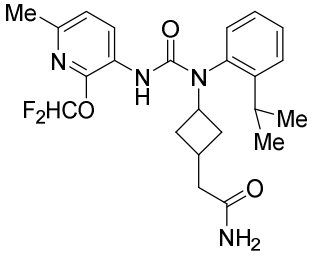
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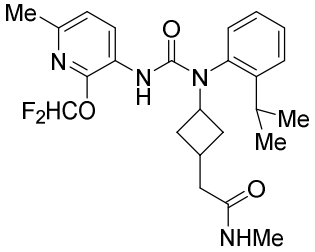
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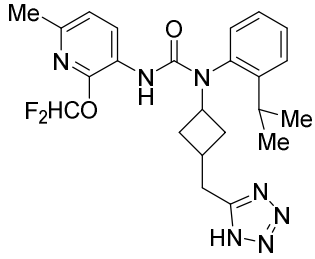
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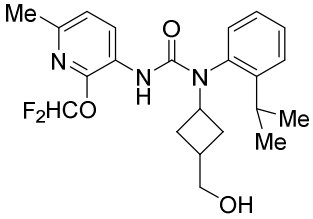
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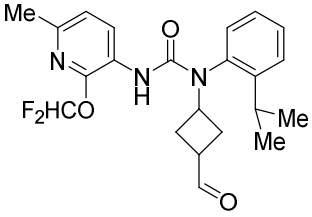
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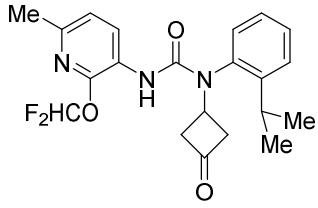
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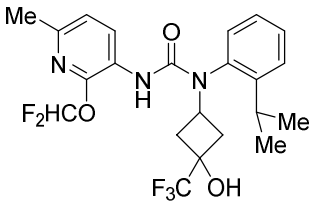
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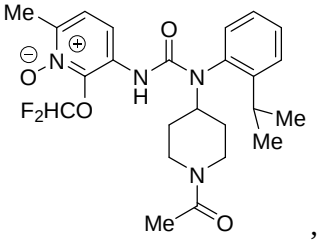
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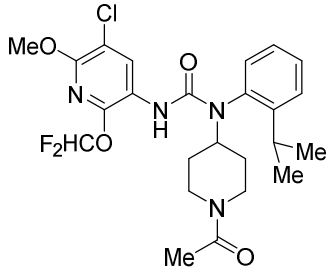
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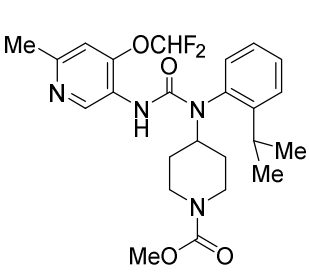
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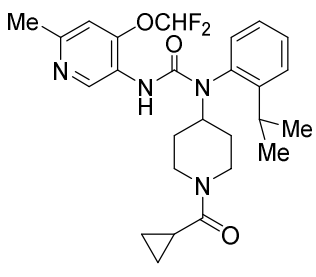
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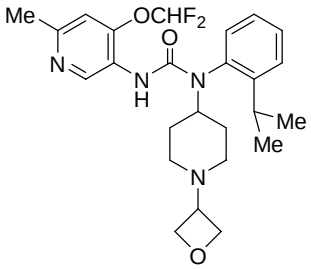
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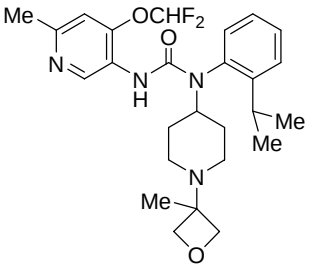
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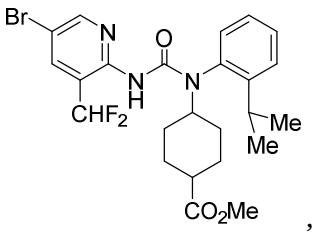
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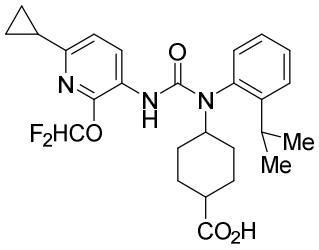
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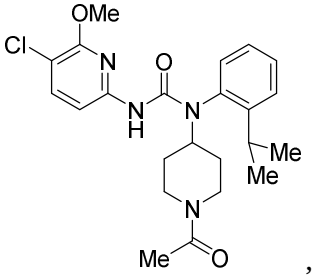
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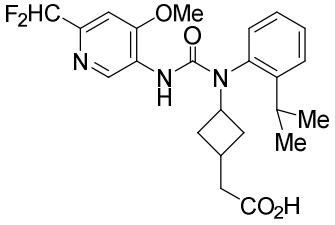
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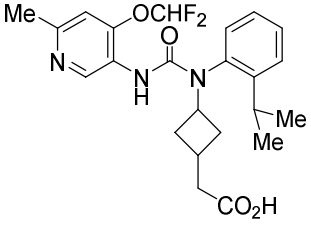
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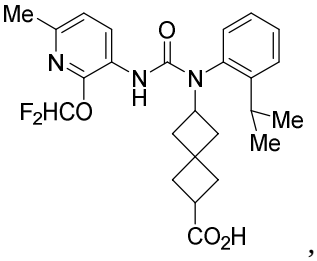
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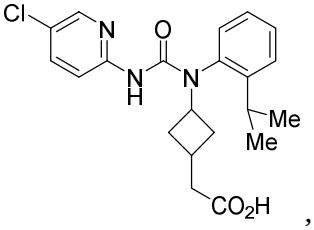
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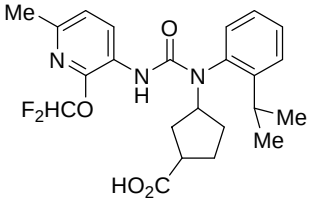
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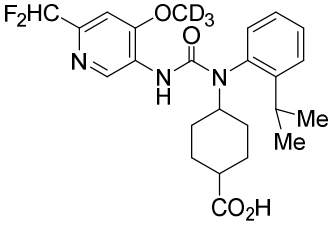
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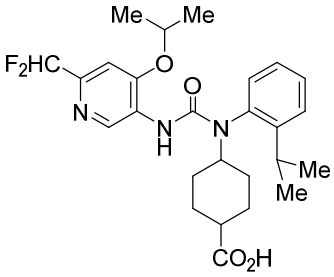
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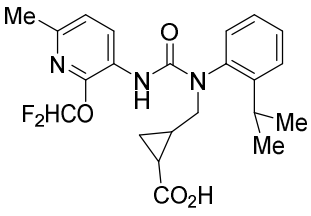
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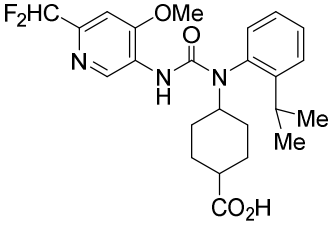
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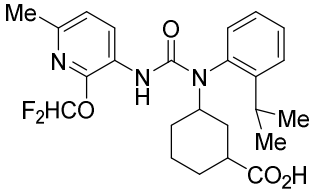
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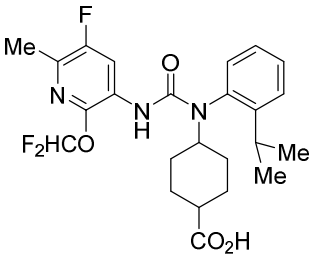
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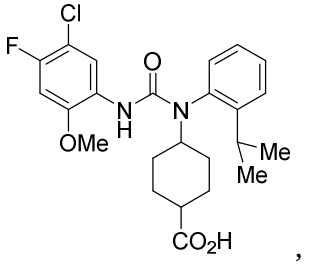
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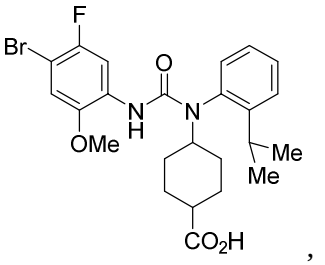
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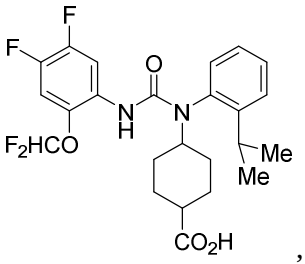
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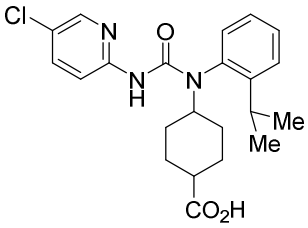
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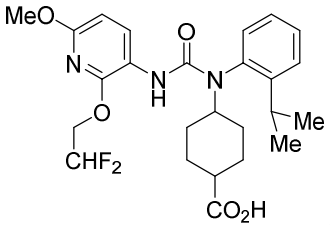
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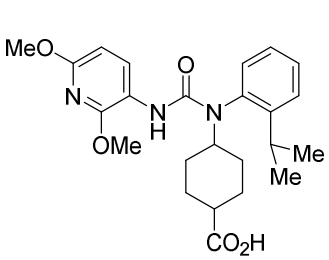
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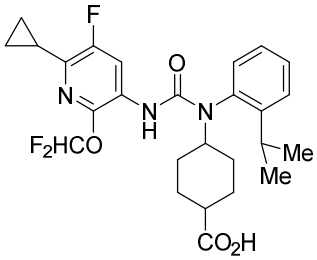
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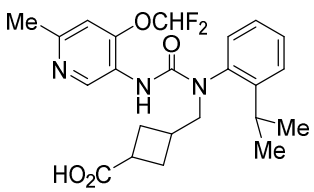
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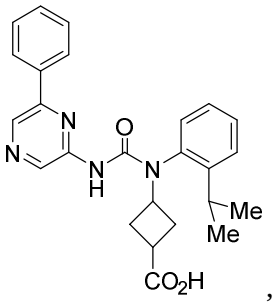
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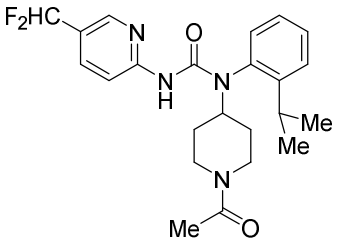
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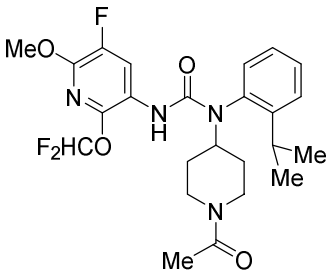
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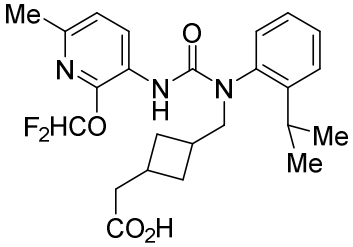
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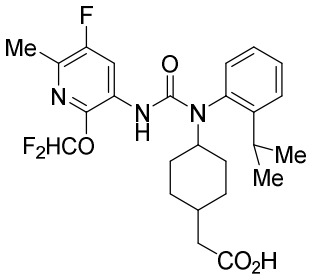
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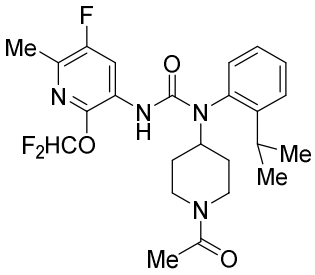
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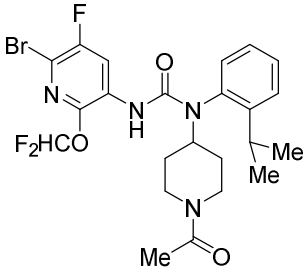
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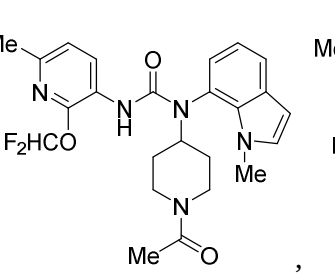
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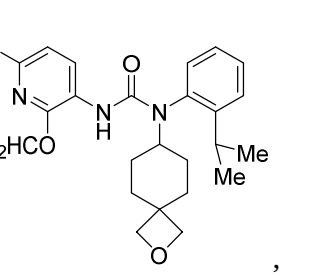
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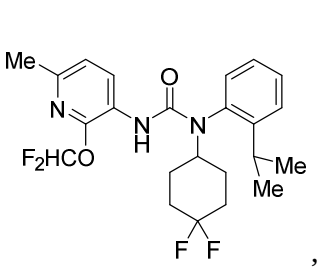
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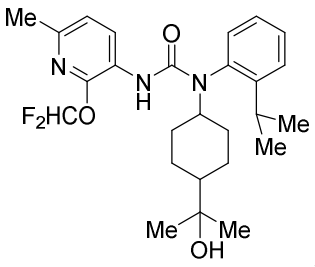
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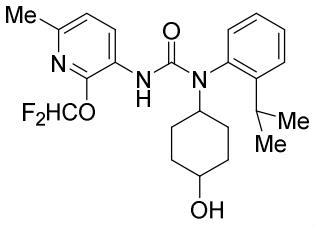
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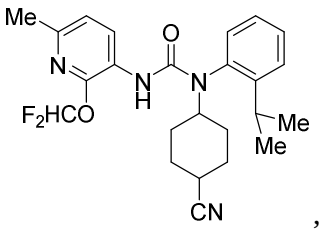
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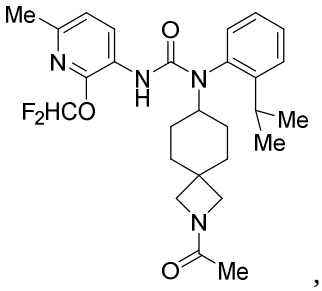
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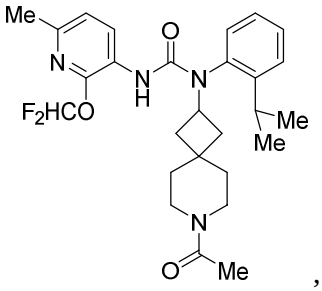
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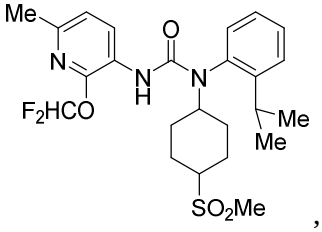
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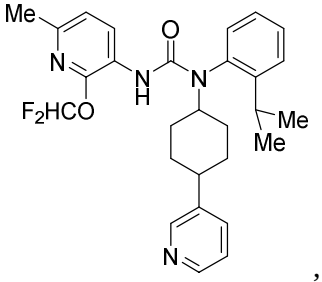
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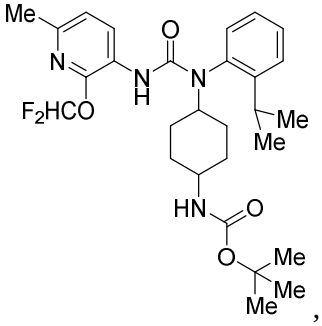
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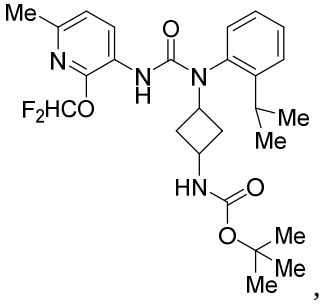
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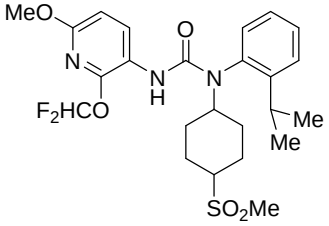
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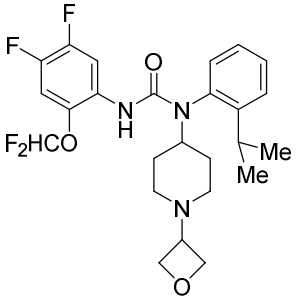
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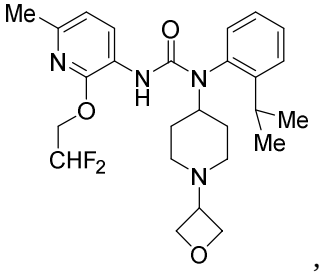
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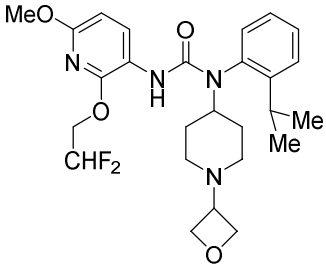
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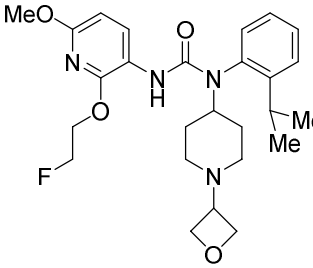
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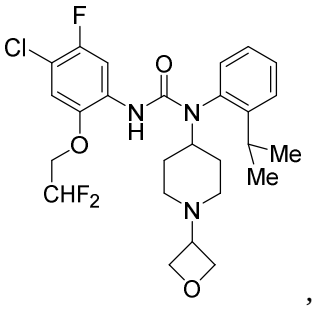
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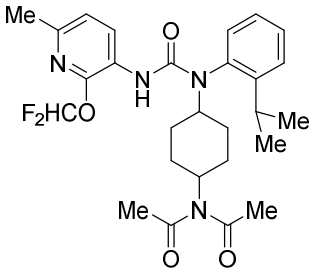
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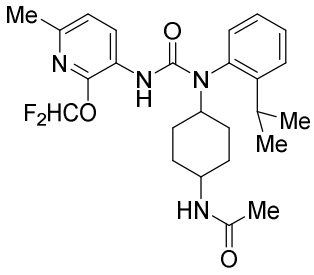
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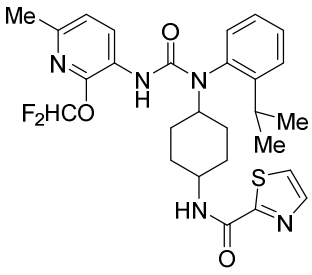
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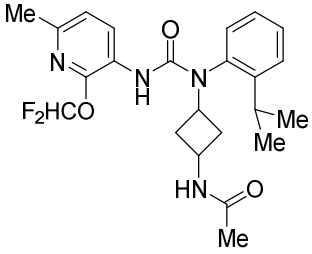
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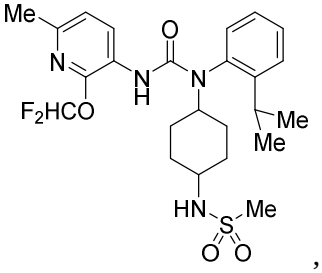
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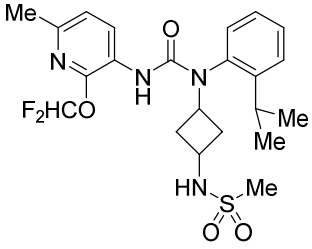
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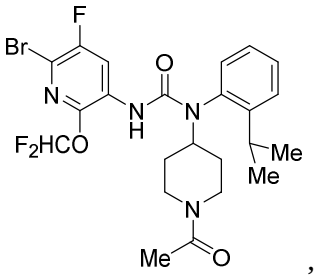
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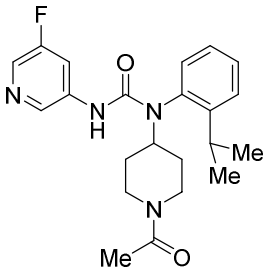
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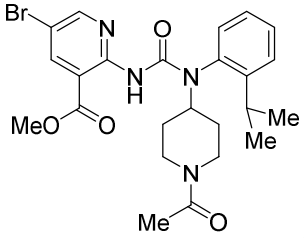
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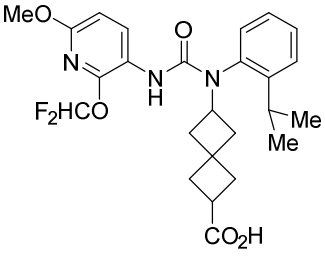
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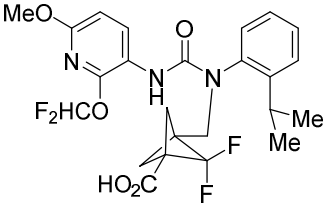
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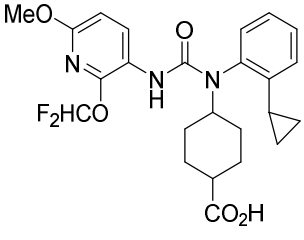
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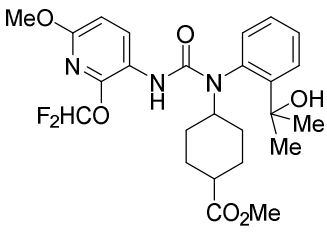
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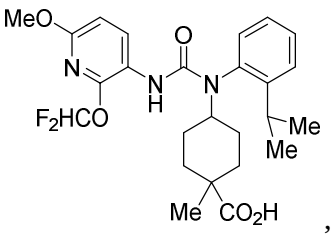
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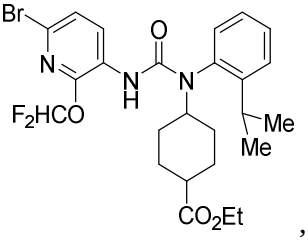
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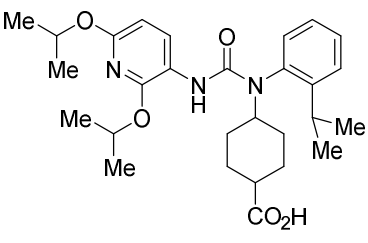
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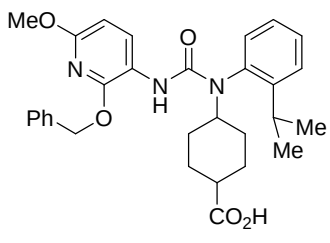
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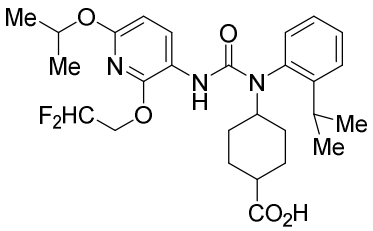
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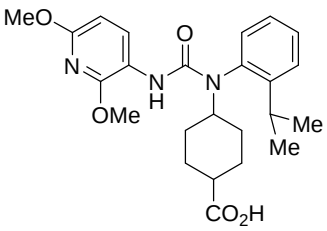
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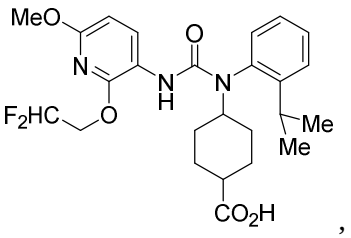
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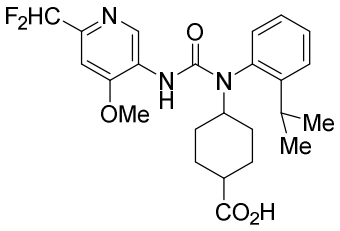
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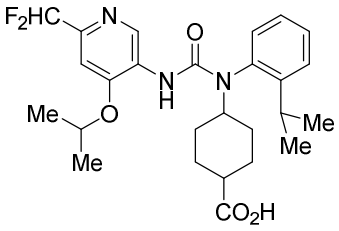
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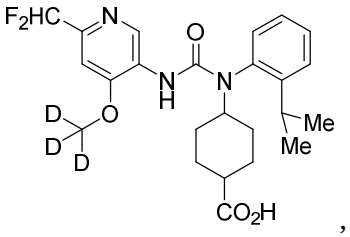
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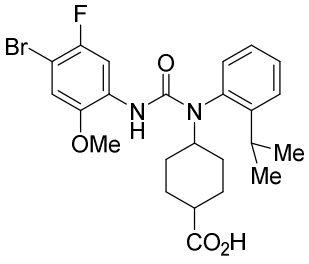
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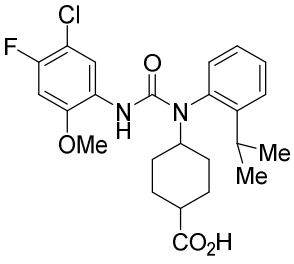
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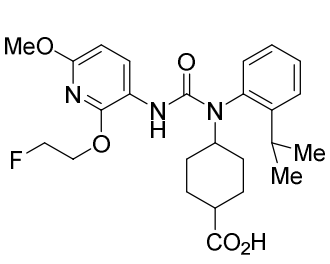
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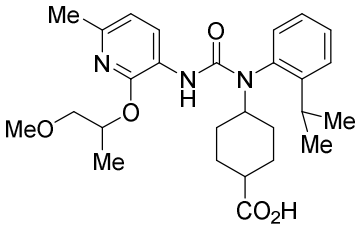
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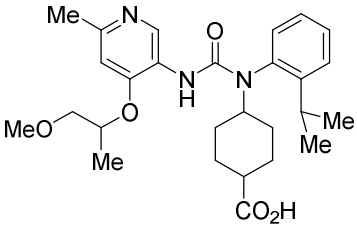
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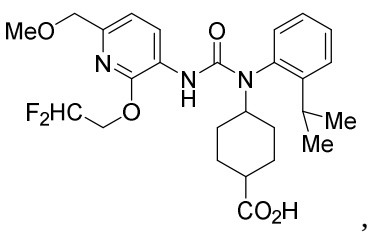
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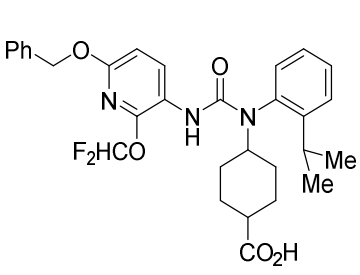
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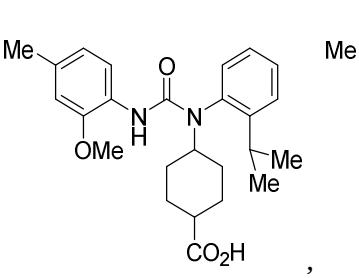
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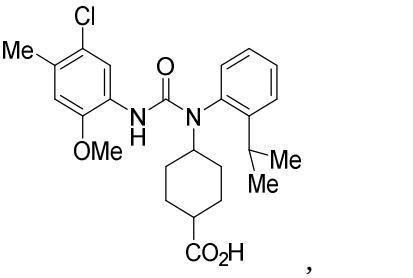
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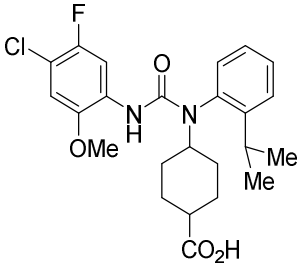
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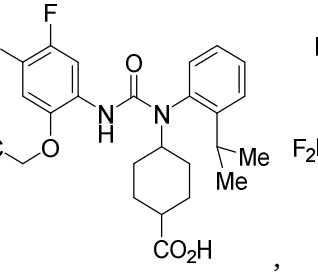
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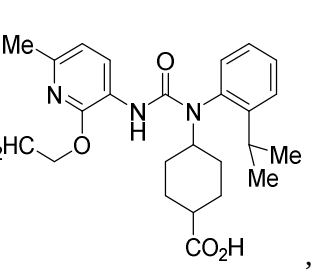
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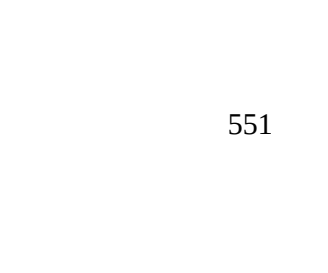
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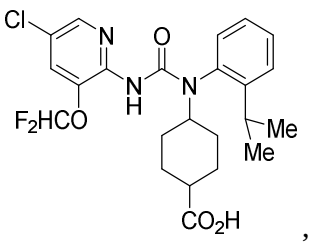
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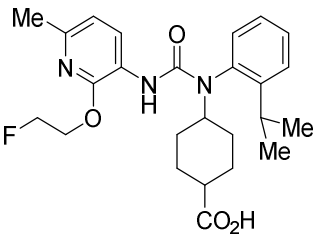
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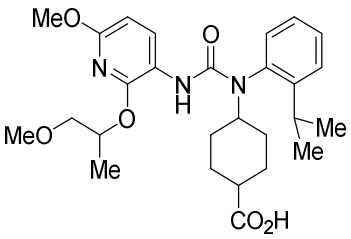
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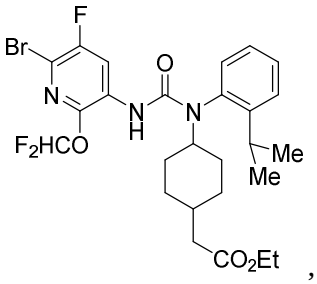
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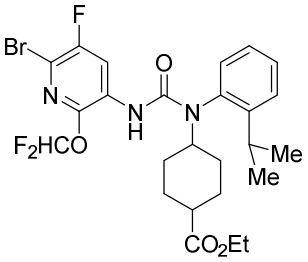
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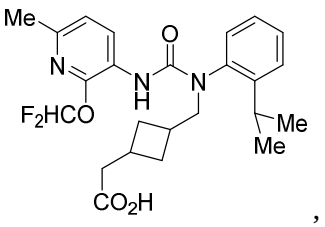
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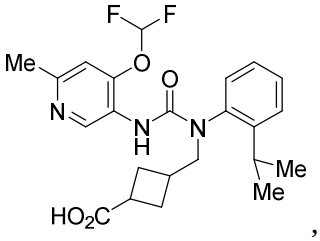
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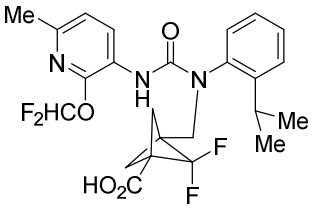
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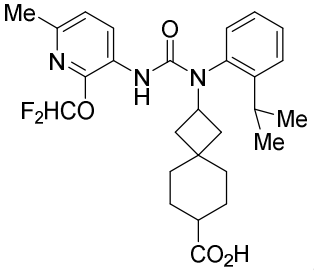
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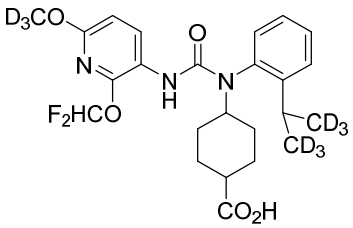
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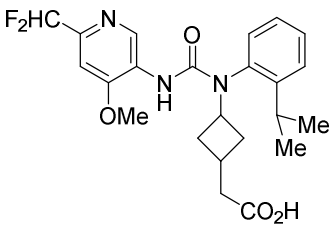
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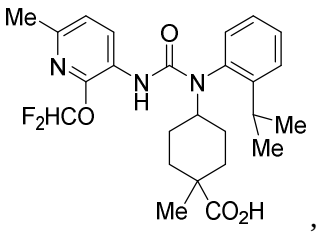
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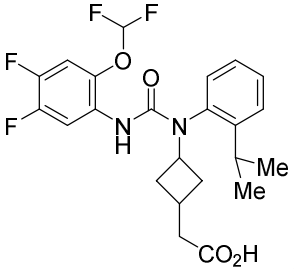
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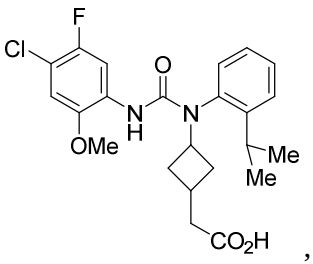
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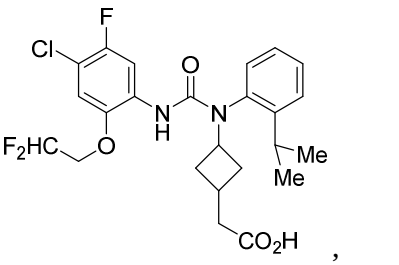
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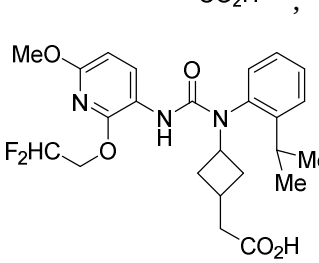
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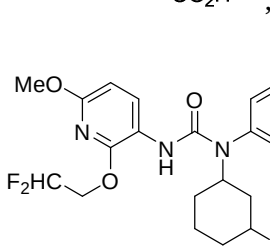
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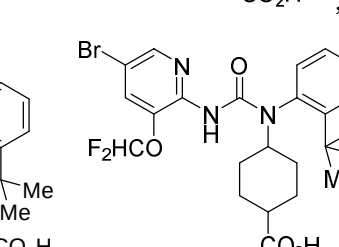
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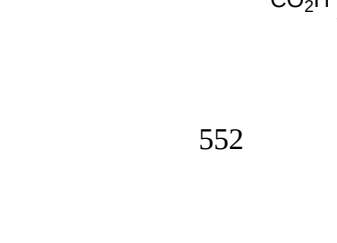
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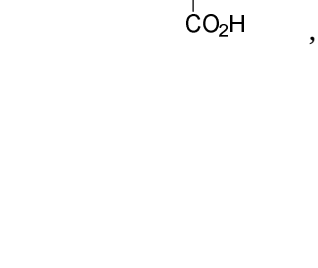
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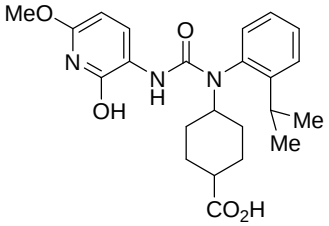
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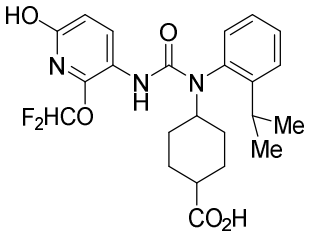
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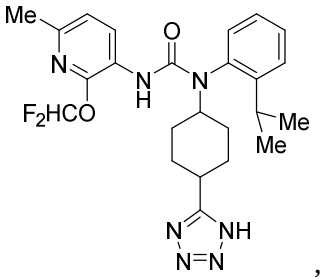
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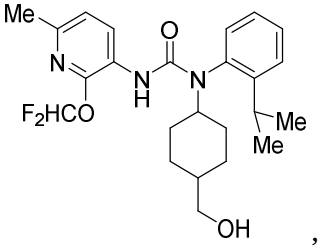
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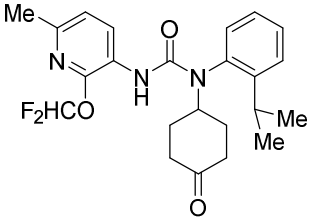
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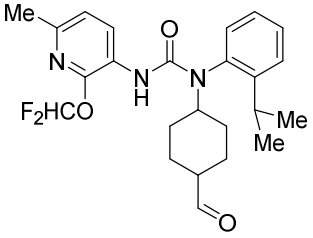
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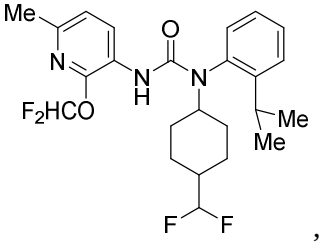
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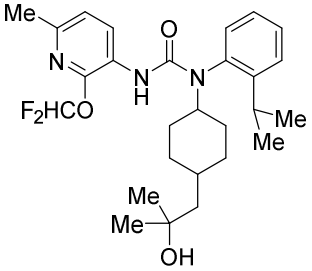
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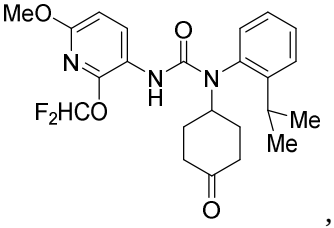
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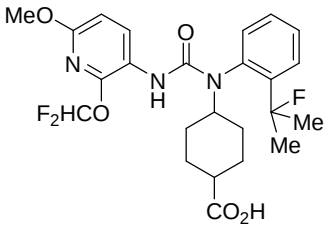
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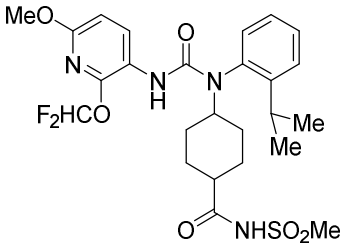
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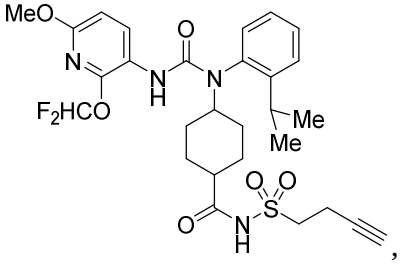
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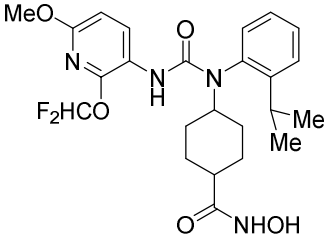
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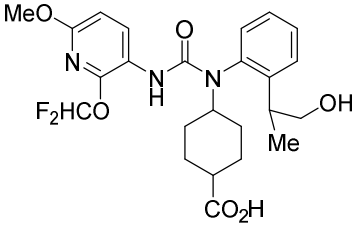
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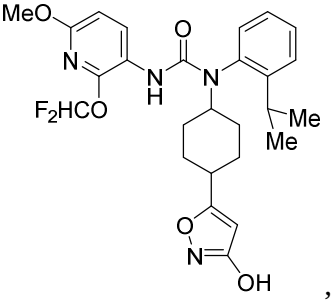
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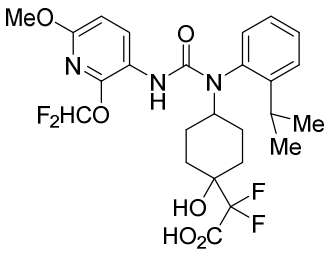
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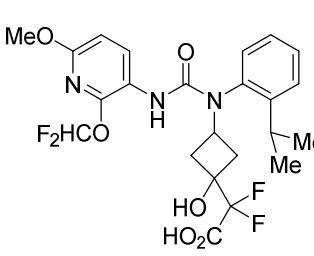
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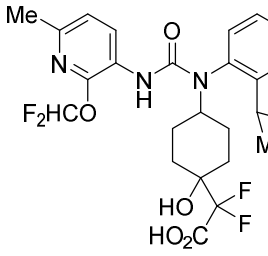
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41. A pharmaceutical composition comprising the compound of any one of claims 1 to 40, or a pharmaceutically acceptable salt or solvate thereof, and a pharmaceutically acceptable excipient.

42. The compound of any one of claims 1 to 40, or a pharmaceutically acceptable salt or solvate thereof, for use in therapy.

43. Use of the compound of any one of claims 1 to 40, or a pharmaceutically acceptable salt or solvate thereof, in the manufacture of a medicament for the treatment of a neurodegenerative disorder in a subject in need thereof, wherein a therapeutically effective amount of the compound, or the pharmaceutically acceptable salt or solvate thereof, is to be administered to the subject in need thereof.

44. Use of the compound of any one of claims 1 to 40, or a pharmaceutically acceptable salt or solvate thereof, in the manufacture of a medicament for the treatment of an inflammatory disease in a subject in need thereof, wherein a therapeutically effective amount of the compound, or the pharmaceutically acceptable salt or solvate thereof, is to be administered to the subject in need thereof.

45. The use of claim 44, wherein the inflammatory disease is encephalitis.

46. The use of claim 45, wherein the encephalitis is post-hemorrhagic encephalitis.

47. Use of the compound of any one of claims 1 to 40, or a pharmaceutically acceptable salt or solvate thereof, in the manufacture of a medicament for the treatment of a demyelinating disease in a subject in need thereof, wherein a therapeutically effective amount of the compound, or the pharmaceutically acceptable salt or solvate thereof, is to be administered to the subject in need thereof.

48. The use of claim 47, wherein the demyelinating disease is a demyelinating disease of the central nervous system.

49. The use of claim 48, wherein the demyelinating disease is multiple sclerosis.

50. The use of claim 47, wherein the demyelinating disease is a demyelinating disease of the peripheral nervous system.

51. Use of the compound of any one of claims 1 to 40, or a pharmaceutically acceptable salt or solvate thereof, in the manufacture of a medicament for the treatment of a fibrotic disease in a subject in need thereof, wherein a therapeutically effective amount of the compound, or the pharmaceutically acceptable salt or solvate thereof, is to be administered to the subject in need thereof.

52. The use of claim 51, wherein the fibrotic disease is pulmonary fibrosis, skin fibrosis, liver fibrosis, or ocular fibrosis.

53. The use of claim 51, wherein the fibrotic disease is idiopathic pulmonary fibrosis, scleroderma, nonalcoholic steatohepatitis, or ocular fibrosis.

54. Use of the compound of any one of claims 1 to 40, or a pharmaceutically acceptable salt or solvate thereof, in the manufacture of a medicament for the treatment of cancer in a subject in need thereof, wherein a therapeutically effective amount of the compound, or the pharmaceutically acceptable salt or solvate thereof, is to be administered to the subject in need thereof.

55. The use of claim 54, wherein the cancer is brain cancer.

56. The use of claim 55, wherein the cancer is glioblastoma.