

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>BANK OF AMERICA CORP /DE/</u>  (Last) (First) (Middle) <u>BANK OF AMERICA CORPORATE CENTER</u> <u>100 N TRYON ST</u>  (Street) <u>CHARLOTTE NC 28255</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CMGI INC [ CMGI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/01/2004</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/01/2004		S		200,000	D	\$1.41	3,697,335	I	see note <sup>(1)</sup>
Common Stock								15,717	I	see note <sup>(2)</sup>
Common Stock								0	I	see note <sup>(3)</sup>
Common Stock								68,074	I	see note <sup>(4)</sup>
Common Stock								26,440	I	see note <sup>(5)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
BANK OF AMERICA CORP /DE/  
 (Last) (First) (Middle)  
BANK OF AMERICA CORPORATE CENTER  
100 N TRYON ST  
 (Street)  
CHARLOTTE NC 28255  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
BANKAMERICA INVESTMENT CORP  
 (Last) (First) (Middle)  
231 SOUTH LASALLE STREET  
 (Street)

CHICAGO IL 60697

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Fleet National Bank](#)

(Last) (First) (Middle)

100 FEDERAL STREET

(Street) BOSTON MA 02110

(City) (State) (Zip)

**Explanation of Responses:**

1. These securities are owned by BankAmerica Investment Corporation, which is a member of a "group" with other stockholders of the Issuer for purposes of Section 13(d) of the Securities Exchange Act of 1934. These securities may be deemed to be indirectly owned by Bank of America Corporation by virtue of Bank of America Corporation's 100% ownership of BankAmerica Investment Corporation. Bank of America Corporation disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.
2. These securities are owned by FSC Corp. These securities may be deemed to be indirectly owned by Bank of America Corporation by virtue of Bank of America Corporation's 100% ownership of FSC Corp. Bank of America Corporation disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.
3. Fleet National Bank, as trustee of both the Abigail L. Moore Trust and the Alexander S. Moore Trust, is a member of the Section 13(d) "group" along with certain other stockholders of the Issuer. Fleet National Bank does not have a pecuniary interest in any shares of the Issuer.
4. These securities are beneficially owned by BAS Capital Funding Corporation. These securities may be deemed to be indirectly owned by Bank of America Corporation, by virtue of its 100% ownership of BAS Capital Funding Corporation. Bank of America Corporation disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.
5. These securities are owned by Banc of America Securities LLC. Banc of America Securities LLC is a wholly-owned subsidiary of NationsBank Montgomery Holdings Corporation, which is a wholly-owned subsidiary of NB Holdings Corporation, which is a wholly-owned subsidiary of Bank of America Corporation. NationsBank Montgomery Holdings Corporation, NB Holdings Corporation, and Bank of America Corporation disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

[Debra M. Ingraham, Attorney-in-Fact](#) [09/02/2004](#)

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\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**

JOINT FILER INFORMATION

**Name:** BankAmerica Investment Corporation  
231 So. LaSalle Street  
Chicago, IL 60679

**Designated Filer:** Bank of America Corporation

**Issuer and Ticker Symbol:** CMGI, Inc. (CMGI)

**Date of Event Requiring Statement:** September 2, 2004

**Signature:** BANKAMERICA INVESTMENT CORPORATION  
By: /s/ Debra M. Ingraham  
Debra M. Ingraham  
Attorney-in-Fact

**Name:** Fleet National Bank  
175 Federal Street, 10<sup>th</sup> Floor  
Boston, MA 02110

**Designated Filer:** Bank of America Corporation

**Issuer and Ticker Symbol:** CMGI, Inc. (CMGI)

**Date of Event Requiring Statement:** September 2, 2004

**Signature:** fleet national bank  
By: /s/ Debra M. Ingraham  
Debra M. Ingraham  
Attorney-in-Fact