

Registration No. 333-85047

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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-3
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

CMGI, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction
of incorporation or organization)

04-2921333

(I.R.S. Employer
Identification Number)

100 BRICKSTONE SQUARE, ANDOVER, MASSACHUSETTS 01810 (978) 684-3600
(Address, including zip code, and telephone number, including area code, of
registrant's principal executive offices)

WILLIAM WILLIAMS II, ESQ.

Vice President and General Counsel
CMGI, Inc.

100 Brickstone Square
Andover, Massachusetts 01810
(813) 228-4111

(Name, address, including zip code, and telephone number, including area code,
of agent for service)

with copies to:

MARC RUBENSTEIN, ESQ.

Palmer & Dodge LLP
One Beacon Street
Boston, Massachusetts 02108
(617) 573-0100

The Registration Statement on Form S-3 (Registration No. 333-85047) registered 721,064 shares (as adjusted for the 2-for-1 stock split on January 11, 2000, the "Stock Split") (the "Shares") of Common Stock, \$.01 par value per share, of CMGI, Inc. held by certain stockholders (the "Selling Stockholders") named in the Registration Statement. Of the 721,064 Shares, the Selling Stockholders or their donees have sold 330,589 shares (as adjusted for the Stock Split). The offering pursuant to the Prospectus which forms a part of the Registration Statement has been terminated. This Post-Effective Amendment No. 1 is filed to deregister the 390,475 unsold Shares.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Andover, State of Massachusetts, on July 27, 2000.

CMGI, INC.

By: /s/ William Williams II

William Williams II
Vice President and General Counsel