SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

			or Secti	011 30(N) 0	f the Investment Company Act of	1940			
1. Name and Address of BANK OF AMI	1 0	CORP /DE/	Date of Event equiring Staten Month/Day/Year 8/02/2004		3. Issuer Name <b>and</b> Ticker or T <u>CMGI INC</u> [ CMGI ]	rading Symbol			
(Last) (First) (Middle) BANK OF AMERICA CORPORATE				4. Relationship of Reporting Pe (Check all applicable)			5. If Amendment, D (Month/Day/Year)	ate of Original Filed	
CENTER					Officer (give title	X 10% Owne Other (spe		6 Individual or Join	t/Group Filing (Check
100 N TRYON ST					below)	below)		Applicable Line)	by One Reporting Person
(Street) CHARLOTTE NC		28255							by More than One
(City) (State	e)	(Zip)							
		Ta	able I - Nor	-Deriva	tive Securities Beneficia	ally Owned			
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)	Form: Dire	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) 4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock					4,018,257	I	s	see note <sup>(1)</sup>	
Common Stock					238,900 <sup>(2)</sup>	D			
Common Stock					238,905 <sup>(3)</sup>	D			
Common Stock					148,275	I	s	see note <sup>(4)</sup>	
Common Stock					0	I	S	ee note <sup>(5)</sup>	
Common Stock					68,074	Ι	s	ee note <sup>(6)</sup>	
Common Stock					26,440	I	s	ee note <sup>(7)</sup>	
1. Title of Derivative Se	ecurity (Inst			ls, warra	ve Securities Beneficiall ants, options, convertib d 3. Title and Amount of Sec	le securitie	s)	5.	6. Nature of Indirect
			Expiration Date (Month/Day/Year)		Underlying Derivative Sect		Convers or Exerce Price of	ion Ownership ise Form:	Beneficial Ownership (Instr. 5)
						Amount or	Derivati Security	ve or Indirect	
			Date Exercisable	Expiratio Date	n Title	Number of Shares			
1. Name and Address of BANK OF AMI									
	( <b>-</b> )								
(Last) BANK OF AMERI	(First) CA CORP	(Middle) ORATE CENTER							
100 N TRYON ST									
(Street) CHARLOTTE	NC	28255							
(City)	(State)	(Zip)							
1. Name and Address of BANKAMERIC			RP						
(Last) 231 SOUTH LASA	(First)	(Middle) EET							
(Street) CHICAGO	IL	60697							
(City)	(State)	(Zip)							
1. Name and Address of	f Poporting I	Porcon*		1					

<u>Abegail L. Mo</u>	<u>oore Trust</u>	
(Last)	(First)	(Middle)
C/O KEVIN C O	'SHEA, FLEE	T NATIONAL BANK
100 FEDERAL S	TREET	
(Street)		
BOSTON	MA	02110
(City)	(State)	(Zip)
1. Name and Address Alexander S M		prson*
(Last)	(First)	(Middle)
C/O KEVIN O'S	HEA, FLEET	NATIONAL BANK
100 FEDERAL S	TREET	
(Street)		
BOSTON	MA	02110
(City)	(State)	(Zip)
1. Name and Address Fleet National		prson*
(Last)	(First)	(Middle)
100 FEDERAL S	TREET	
(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 solely by the Abegail L. Moore Trust dated June 5, 1996, 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.

3. These securities are owned solely by the Alexander S. Moore Trust dated June 5, 1996, 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.

4. 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 dislcaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

5. Fleet National Bank, as trustee of both the Abegail 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.

6. 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.

7. 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.

<u>By: Charles F. Bowman,</u> <u>Senior Vice President</u>	<u>08/04/2004</u>
<u>By: Julie Kunetka, Senior Vice</u> <u>President, Legal</u>	<u>08/04/2004</u>
<u>By: Fleet National Bank, as</u> <u>Trustee, By: Kevin O'Shea,</u> <u>Vice President</u>	<u>08/04/2004</u>
<u>By: Fleet National Bank, as</u> <u>Trustee, By: Kevin O'Shea,</u> <u>Vice President</u>	<u>08/04/2004</u>
<u>By: Kevin O'Shea, Vice</u> <u>President</u>	<u>08/04/2004</u>
** 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 5 (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: August 2, 2004
	Signature: BANKAMERICA INVESTMENT CORPORATION
	By: <u>/s/ Julie Kunetka</u>
	Julie Kunetka
	Senior Vice President - Legal
	Name: Abegail L. Moore Trust dated June 5, 1996
	c/o Fleet National Bank
175 Federal Street, 10 <sup>th</sup> Floor	
	Boston, MA 02110
	<b>Designated Filer:</b> Bank of America Corporation
	Designated Filer: Bank of America Corporation Issuer and
	Issuer and
	Issuer and Ticker Symbol: CMGI, Inc. (CMGI)
	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event
	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004
	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004 Signature: Abegail L. Moore Trust dated June 5, 1996
	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004 Signature: Abegail L. Moore Trust dated June 5, 1996 By:_Fleet National Bank, as Trustee
	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004 Signature: Abegail L. Moore Trust dated June 5, 1996 By:_Fleet National Bank, as Trustee By: <u>/s/ Kevin O'Shea</u>
	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004 Signature: Abegail L. Moore Trust dated June 5, 1996 By:_Fleet National Bank, as Trustee By: <u>/s/ Kevin O'Shea</u> Kevin O'Shea
	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004 Signature: Abegail L. Moore Trust dated June 5, 1996 By:_Fleet National Bank, as Trustee By: <u>/s/ Kevin O'Shea</u> Kevin O'Shea Vice President
175 Federal Street, 10 <sup>th</sup> Floor	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004 Signature: Abegail L. Moore Trust dated June 5, 1996 By: Fleet National Bank, as Trustee By: <u>/s/ Kevin O'Shea</u> Kevin O'Shea Vice President Name: Alexander S. Moore Trust dated June 5, 1996
175 Federal Street, 10 <sup>th</sup> Floor	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004 Signature: Abegail L. Moore Trust dated June 5, 1996 By: Fleet National Bank, as Trustee By: <u>/s/ Kevin O'Shea</u> Kevin O'Shea Vice President Name: Alexander S. Moore Trust dated June 5, 1996
175 Federal Street, 10 <sup>th</sup> Floor	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004 Signature: Abegail L. Moore Trust dated June 5, 1996 By: Fleet National Bank, as Trustee By: <u>/s/ Kevin O'Shea</u> Kevin O'Shea Vice President Name: Alexander S. Moore Trust dated June 5, 1996 c/o Fleet National Bank
175 Federal Street, 10 <sup>th</sup> Floor	Issuer and Ticker Symbol: CMGI, Inc. (CMGI) Date of Event Requiring Statement: August 2, 2004 Signature: Abegail L. Moore Trust dated June 5, 1996 By:_Fleet National Bank, as Trustee By: <u>/s/ Kevin O'Shea</u> Kevin O'Shea Vice President Name: Alexander S. Moore Trust dated June 5, 1996 c/o Fleet National Bank

## **Date of Event**

Requiring Statement: August 2, 2004

Signature: alexander s.. Moore Trust dated June 5, 1996

By: Fleet National Bank, as Trustee

By: <u>/s/ Kevin O'Shea</u>

Kevin O'Shea

Vice President

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: August 2, 2004 Signature: fleet national bank By: <u>/s/ Kevin O'Shea</u> Kevin O'Shea Vice President