

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

OMB APPROVAL

FORM 4

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act 1940

OMB Number 3235-0287
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(Print or Type response)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person to Issuer (Check all Applicable)	
Compaq Computer Corporation			CMGI, INC ("CMGI")		Director X 10% Owner	
(Last)	(First)	(MI)	3. IRS or Soc. Sec. No. of Reporting Person (Voluntary)	4. Statement for Month/Year October 1999	Officer	Other
20555 State Highway 249					---(give title below) ---(Specify below)	
(Street)			5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable Line)		
Houston TX 77070				Form filed by One Reporting Person X Form filed by More than One Reporting Person		
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Security Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (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			
Common Stock	10/28/99	J(1)		1,809,045	A (1)	20,804,020	I(2)	(2)
Preferred Stock	10/28/99	J(1)		1,809.45	D (1)	0		

Reminder: Report on a separate line for each class securities owned directly or indirectly.
*If the form is filed by more than one reporting person, see Instruction 4(b)(v).
**The reporting person disclaims beneficial ownership of the reported securities.

(Over)
SEC 1474 (3-99)

(Print or type responses)

FORM 4 (continued)

TABLE II - Derivative Securities Acquired, Disposed of, Beneficially Owned (e.g., puts, calls, warrants, options, convertible security)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (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 and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A)	(D)	Date Exbl.	Exp. Date					

Explanation of Responses:

(1) Digital Equipment Corporation ("Digital") (a wholly-owned subsidiary of Compaq Computer Corporation) directly owns all of the CMGI Common and Preferred Stock referred to in this report. Following a duly convened CMGI special stockholder meeting on October 28, 1999, in which a majority of the votes cast were voted in favor of converting the CMGI Series D Preferred Stock into CMGI Common Stock, \$.01 par value per share, the 18,090.45 shares of CMGI Series D Preferred Stock owned by Digital were converted into 1,809,045 shares of CMGI Common Stock.

(2) Digital owns 20,804,020 shares of CMGI Common Stock directly. Compaq Computer Corporation owns those shares indirectly by virtue of the fact that it is the sole stockholder of Digital.

15 U.S.C. 78ff(a).

Vice President, Associate General Counsel
& Secretary

***Signature of Reporting Person

Date

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JOINT FILER INFORMATION

Name: Digital Equipment Corporation
I.R.S. Identification Number: 04-2226590
Address: 20555 State Highway 249
Houston, TX 77070
Designated Filer: Compaq Computer Corporation
Issuer and Ticker Symbol: CMGI, Inc. ("CMGI")
Statement for Month/Year: October 1999

DIGITAL EQUIPMENT CORPORATION

By: /s/ Linda S. Auwers 11/05/99

Linda S. Auwers Date
Vice President, Assistant
Secretary/Assistant Clerk