

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

OMB APPROVAL
OMB Number 3235-0287
Expires: December 31, 2001
Estimated average burden
hours per response.....0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

(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 June 2000	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	06/09/00	J(1)		42,230	A (1)	20,846,250	D	
Common Stock	06/09/00	J(2)		61,234	A (2)	20,907,484	I(3)	(3)

Reminder: Report on a separate line for each class securities owned directly or indirectly. (Over)
*If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 1474 (3-99)
**The reporting person disclaims beneficial ownership of the reported securities.

(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	Title	Amount or Number of Shares				

Explanation of Responses:

- As part of a Securityholders Agreement dated June 9, 2000 Compaq Computer Corporation purchased the Common Stock as referred to in this report for an aggregate sum of \$3,000,000.
- As part of a Securityholders Agreement dated June 9, 2000 CPG Holdings, Inc. (a wholly owned subsidiary of Compaq Computer Corporation) and CMGI, Inc. exchanged shares as follows: 4,350,000 Units in Freeup LLC (a Delaware Limited Liability Company) in exchange for 61,234 shares of CMGI, Inc. Common Stock.
- CPG Holdings, Inc. owns 61,234 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 CPG Holdings, Inc.

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

COMPAQ COMPUTER CORPORATION
/s/ Linda S. Auwers 7/10/00
By:-----
Linda S. Auwers, Vice President Date
Associate General Counsel and

Secretary
***Signature of Reporting Person

JOINT FILER INFORMATION

Name: CPCG Holdings, Inc.
I.R.S. Identification Number: 76-0647487
Address: 20555 State Highway 249
Houston, TX 77070
Designated Filer: Compaq Computer Corporation
Issuer and Ticker Symbol: CMGI, Inc. ("CMGI")
Statement for Month/Year: June, 2000

CPCG HOLDINGS, INC.

By: /s/ C. Alexis Keene 7/10/2000

C. Alexis Keene Date
Secretary