

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

|                                                                                |                                            |                                                             |                                                                                  |   |                                                                         |                                                                                                                                                                                                                                                                     |                                                                                                        |                                                                         |                                                                   |  |  |
|--------------------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------------------------|---|-------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|--|--|
| 1. Name and Address of Reporting Person *<br>BANK OF AMERICA CORP /DE/         |                                            |                                                             | 2. Issuer Name and Ticker or Trading Symbol<br>CMGI INC [CMGI]                   |   |                                                                         | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |                                                                                                        |                                                                         |                                                                   |  |  |
| (Last) (First) (Middle)<br>BANK OF AMERICA CORPORATE<br>CENTER, 100 N TRYON ST |                                            |                                                             | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/29/2004                   |   |                                                                         |                                                                                                                                                                                                                                                                     |                                                                                                        |                                                                         |                                                                   |  |  |
| (Street)<br>CHARLOTTE, NC 28255                                                |                                            |                                                             | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |   |                                                                         | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> 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<br>(Instr. 3)                                             | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8)                                             |   | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |                                                                                                                                                                                                                                                                     | 5. Amount of Securities<br>Beneficially Owned Following<br>Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|                                                                                |                                            |                                                             | Code                                                                             | V | Amount                                                                  | (A)<br>or<br>(D)                                                                                                                                                                                                                                                    | Price                                                                                                  |                                                                         |                                                                   |  |  |
| Common Stock                                                                   | 10/29/2004                                 |                                                             | S                                                                                |   | 100,000                                                                 | D                                                                                                                                                                                                                                                                   | \$ 1.41                                                                                                | 3,358,917                                                               | I see<br>footnote<br>(1)                                          |  |  |
| Common Stock                                                                   |                                            |                                                             |                                                                                  |   |                                                                         |                                                                                                                                                                                                                                                                     |                                                                                                        | 15,717                                                                  | I see<br>footnote<br>(2)                                          |  |  |
| Common Stock                                                                   |                                            |                                                             |                                                                                  |   |                                                                         |                                                                                                                                                                                                                                                                     |                                                                                                        | 0                                                                       | I see<br>footnote<br>(3)                                          |  |  |
| Common Stock                                                                   |                                            |                                                             |                                                                                  |   |                                                                         |                                                                                                                                                                                                                                                                     |                                                                                                        | 68,074                                                                  | I see<br>footnote<br>(4)                                          |  |  |
| Common Stock                                                                   |                                            |                                                             |                                                                                  |   |                                                                         |                                                                                                                                                                                                                                                                     |                                                                                                        | 26,440                                                                  | I see<br>footnote<br>(5)                                          |  |  |

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

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SEC 1474 (9-02)

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

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

Reporting Owners

|  |               |
|--|---------------|
|  | Relationships |
|  |               |

| Reporting Owner Name / Address                                                                         | Director | 10% Owner | Officer | Other |
|--------------------------------------------------------------------------------------------------------|----------|-----------|---------|-------|
| BANK OF AMERICA CORP /DE/<br>BANK OF AMERICA CORPORATE CENTER<br>100 N TRYON ST<br>CHARLOTTE, NC 28255 |          | X         |         |       |
| BANKAMERICA INVESTMENT CORP<br>231 SOUTH LASALLE STREET<br>CHICAGO, IL 60697                           |          | X         |         |       |
| Fleet National Bank<br>100 FEDERAL STREET<br>BOSTON, MA 02110                                          |          | X         |         |       |

Signatures

|                                                                                                                 |  |            |
|-----------------------------------------------------------------------------------------------------------------|--|------------|
| /s/ Debra M. Ingraham, Attorney-in-Fact, Bank of America Corporation                                            |  | 11/02/2004 |
|  Signature of Reporting Person |  | Date       |
| /s/ Debra M. Ingraham, Attorney-in-Fact, BankAmerica Investment Corp.                                           |  | 11/02/2004 |
|  Signature of Reporting Person |  | Date       |
| /s/ Debra M. Ingraham, Attorney-in-Fact, Fleet National Bank                                                    |  | 11/02/2004 |
|  Signature of Reporting Person |  | Date       |

Explanation of Responses:

- \*

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).

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

(1)

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.

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

(2)

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.

(3)

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.

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

(4)

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.

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 subsidary of Bank of America Corporation. NationsBank

(5)

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.
- Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
- Potential persons who are to 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:** October 29, 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:** October 29, 2004

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