

BANKAMERICA INVESTMENT CORP  
 Form 4  
 November 02, 2004

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
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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 OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 BANK OF AMERICA CORP /DE/

(Last) (First) (Middle)

BANK OF AMERICA  
 CORPORATE CENTER, 100 N  
 TRYON ST

(Street)

CHARLOTTE, NC 28255

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 CMGI INC [CMGI]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 10/29/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_ Form filed by One Reporting Person  
 \_X\_ Form filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |           |   |                  |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------|---|------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |           |   |                  |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |           |   |                  |
| Common Stock                    | 10/29/2004                           |  | S                              |   | 100,000   | D  | \$ 1.41   | 3,358,917 | I | see footnote (1) |
| Common Stock                    |                                      |  |                                |   |   |  |   | 15,717    | I | see footnote (2) |
| Common Stock                    |                                      |  |                                |   |   |  |   | 0         | I | see footnote (3) |
| Common                          |                                      |  |                                |   |   |  |   | 68,074    | I | see              |

|                 |  |  |  |        |  |   |  |                        |
|-----------------|--|--|--|--------|--|---|--|------------------------|
| Stock           |  |  |  |        |  |   |  | footnote<br>(4)        |
| Common<br>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.

**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 control number.** 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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (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 Exercisable 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 Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | 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).
  - (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.
 

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 disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.
  - (2) Fleet National Bank, as trustee of both the Abigail 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 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.
  - (3) 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.

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.