

Murray R Scott
Form SC 13G/A
December 15, 2004

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934

(Amendment No. 1)*

CMGI, INC.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

CUSIP No. 125750109

(CUSIP Number)

December 8, 2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

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Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Names of Reporting Persons R. Scott Murray

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
1,372,347

NUMBER OF

SHARES

6. Shared Voting Power
1,378,706 (1)

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
1,372,347

EACH

REPORTING

8. Shared Dispositive Power
1,378,706 (1)

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

2,751,053 (1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

0.6%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Includes 1,378,706 shares held in The Murray 2003 Qualified Annuity Trust for the benefit of Mr. Murray's designees. Mr. Murray disclaims beneficial ownership disclaims beneficial ownership in such shares except to the extent of his pecuniary interest therein.

1. Names of Reporting Persons Timothy M. Adams

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
447,367(1)

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
447,367(1)

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

447,367(1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Includes 22,336 shares issuable upon the exercise of options exercisable within 60 days of December 10, 2004.

1. Names of Reporting Persons Bank of America Corporation

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

NUMBER OF

SHARES

6. Shared Voting Power
2,097,192

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power

EACH

REPORTING

PERSON

8. Shared Dispositive Power
2,100,192

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

2,100,192

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

0.4%

12. Type of Reporting Person*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT

1. Names of Reporting Persons BankAmerica Investment Corporation

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power
1,563,578

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
1,563,578

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

1,563,578

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

0.3%

12. Type of Reporting Person*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT

1. Names of Reporting Persons Fleet National Bank

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

A Federally-chartered banking association

5. Sole Voting Power

NUMBER OF 4,834

SHARES

6. Shared Voting Power

BENEFICIALLY

417,549

OWNED BY

EACH

7. Sole Dispositive Power

REPORTING

PERSON

8. Shared Dispositive Power

WITH

425,383

9. Aggregate Amount Beneficially owned by Each Reporting Person

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425,383

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

BK

*SEE INSTRUCTIONS BEFORE FILLING OUT

1. Names of Reporting Persons Daniel F. Beck

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
624,685(1)

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
624,685(1)

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

624,685(1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

0.1%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Includes 310,400 of shares issuable upon the exercise of options exercisable within 60 days of December 10, 2004.

1. Names of Reporting Persons Canpartners Investments IV, LLC

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

California

5. Sole Voting Power

NUMBER OF
SHARES
BENEFICIALLY

6. Shared Voting Power
194,463

OWNED BY
EACH
REPORTING

8. Shared Dispositive Power
194,463

PERSON
WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

194,463

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT

1. Names of Reporting Persons Canyon Capital Advisors, LLC

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

NUMBER OF

SHARES

6. Shared Voting Power
194,463(1)

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power

EACH

REPORTING

PERSON

8. Shared Dispositive Power
194,463(1)

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

194,463(1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

IA

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) These shares are owned by Canpartners Investments IV, LLC (CI). Canyon Capital Advisors, LLC is the investment advisor to CI and has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of securities held by CI.

1. Names of Reporting Persons Rory J. Cowan

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power

NUMBER OF 1,019,499

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

EACH

7. Sole Dispositive Power

REPORTING

1,019,499

PERSON

8. Shared Dispositive Power

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

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1,019,499

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

0.2%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

1. Names of Reporting Persons Robert T. Dechant

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
522,634(1)

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
522,634(1)

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

522,634(1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

0.1%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Includes 22,336 shares issuable upon the exercise of options exercisable within 60 days of December 10, 2004.

1. Names of Reporting Persons Enterprise Associates, LLC

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power
209,578

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
209,578

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

209,578

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT

1. Names of Reporting Persons IMS Health, Inc.

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power
209,578(1)

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
209,578(1)

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

209,578(1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) These shares are held by Enterprise Associates, LLC, a subsidiary of IMS Health, Inc.

1. Names of Reporting Persons Vahram V. Erdekian

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
49,344

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
49,344

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

49,344

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

1. Names of Reporting Persons Sheila M. Flaherty

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
448,622 (1)

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
448,622 (1)

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

448,622 (1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Includes 111,180 shares issuable upon the exercise of options exercisable within 60 days of December 10, 2004.

1. Names of Reporting Persons Harding Holdings, Inc.

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Tennessee

5. Sole Voting Power
242,592

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

EACH

7. Sole Dispositive Power
242,592

REPORTING

PERSON

8. Shared Dispositive Power

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

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242,592

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT

1. Names of Reporting Persons Deborah A. Keeman

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
267,842(1)

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
267,842(1)

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

267,842(1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Includes 167,519 shares issuable upon the exercise of options exercisable within 60 days of December 10, 2004.

1. Names of Reporting Persons Jeremiah Kelly

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
348,358(1)

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
348,358(1)

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

348,358(1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Includes 223,358 shares issuable upon the exercise of options exercisable within 60 days of December 10, 2004.

1. Names of Reporting Persons Linwood A. Lacy

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
49,247

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power

EACH

49,247

REPORTING

PERSON

8. Shared Dispositive Power

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

49,247

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

Less than 0.1%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

1. Names of Reporting Persons Terence M. Leahy

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
1,690,297(1)

NUMBER OF

SHARES

6. Shared Voting Power

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
1,690,297(1)

EACH

REPORTING

8. Shared Dispositive Power

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

1,690,297(1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11. Percent of Class Represented by Amount in Row 9

0.4%

12. Type of Reporting Person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Includes 794,927 shares issuable upon the exercise of options exercisable within 60 days of December 10, 2004.

1. Names of Reporting Persons Stephen D.R. Moore

I.R.S. Identification No. of Above Persons (Entities Only)

2. Check the Appropriate Box if a Member of a Group*

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power
1,257,979

NUMBER OF

SHARES

6. Shared Voting Power
208,777(1)

BENEFICIALLY

OWNED BY

7. Sole Dispositive Power
1,257,979

EACH

REPORTING

8. Shared Dispositive Power
208,777(1)

PERSON

WITH

9. Aggregate Amount Beneficially owned by Each Reporting Person

1,466,756(1)

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10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11.