Murray R Scott Form SC 13G August 06, 2004

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT

TO RULES 13d-1(b)(c), AND AMENDMENTS THERETO FILED

PURSUANT TO RULE 13d-2(b)

(Amendment No. ____)*

CMGI, INC.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

CUSIP No. 125750109

(CUSIP Number)

August 2, 2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is fried:
"Rule 13d-1(b)
x 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).

CUS	IP No. 12575010)9		13G	PAGE 2 of 42
1.	Names of Repo		g Persons R. Scott Murr No. of Above Persons (Entiti		
2.	Check the App	ropri	ate Box if a Member of a Gro	up*	
3.	(b) x SEC Use Only				
4.	Citizenship or	Place	e of Organization		
	United States of		nerica Sole Voting Power 2,509,994		
NU	JMBER OF		2,509,794		
;	SHARES	6.	Shared Voting Power 2,521,616 (1)		
BEN	IEFICIALLY		, , , , , ,		
O'	WNED BY	7.	Sole Dispositive Power 2,509,994		
	EACH				
RE	EPORTING	8.	Shared Dispositive Power 2,521,616 (1)		
j	PERSON				
	WITH				
9.	Aggregate Am	ount	Beneficially owned by Each F	Reporting Person	

10.	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amount in Row 9
12.	1.1% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) In	ncludes 2,521,616 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.

CUS	IP No. 12575010	9	:	13G	PAGE 3 of
1.	Names of Repo		Persons Timothy M. Adams No. of Above Persons (Entities Only)		
2.	Check the Approach (a) "	opri	te Box if a Member of a Group*		
3.	(b) x SEC Use Only				
4.	Citizenship or I	Place	of Organization		
	United States of	f Am 5.	erica Sole Voting Power 591,911(1)		
NU	JMBER OF				
;	SHARES	6.	Shared Voting Power		
BEN	EFICIALLY				
O	WNED BY	7.	Sole Dispositive Power		
	EACH		591,911(1)		
RE	EPORTING	8.	Shared Dispositive Power		
]	PERSON				
	WITH				
9.	Aggregate Amo	unt	Beneficially owned by Each Reporting Person		

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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	
12.	0.1% Type of Reporting Person*	
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT	
(1) Includes 424,389 shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.		

1.	Names of Repo	orting Persons Bank of America Corporation	
	I.R.S. Identific	eation No. of Above Persons (Entities Only)	
2.	Check the App	propriate Box if a Member of a Group*	
	(a) "		
3.	(b) x SEC Use Only		
4.	Citizenship or	Place of Organization	
	Delaware	5 Cala Vatina Davian	
NI	JMBER OF	5. Sole Voting Power	
	SHARES		
	NEFICIALLY	6. Shared Voting Power 4,743,585	
O,	WNED BY	7. Sole Dispositive Power	
	EACH		
RE	EPORTING	9 Chanad Diamonitiva Davian	
]	PERSON	8. Shared Dispositive Power 4,746,585	
	WITH		
9.	Aggregate Am	nount Beneficially owned by Each Reporting Person	

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10.	Check Box if the Aggregate Amour	nt in Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by An	mount in Row 9
12.	1.0% Type of Reporting Person*	
	СО	*SEE INSTRUCTIONS BEFORE FILLING OUT

1.	Names of Reporting Persons	BankAmerica Investment Corporation
	I.R.S. Identification No. of Above Pe	ersons (Entities Only)
2.	2. Check the Appropriate Box if a Men	nber of a Group*
	(a) "	
3.	(b) x 3. SEC Use Only	
4.	4. Citizenship or Place of Organization	
	Delaware	
	5. Sole Voting Por 4,018,257	wer
NU	NUMBER OF	
	SHARES 6. Shared Voting I	Power
BEN	BENEFICIALLY	
O	OWNED BY 7. Sole Dispositive	e Power
	EACH 4,018,257	
RI	REPORTING 8. Shared Disposit	tive Power
	PERSON	
	WITH	
9.	9. Aggregate Amount Beneficially own	ned by Each Reporting Person

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10.	Check Box if the Aggregate Amount in	n Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amou	unt in Row 9
12.	0.9% Type of Reporting Person*	
	СО	*SEE INSTRUCTIONS BEFORE FILLING OUT

CUSIP No. 125750109

13G

1.	Names of Rep		g Persons Fleet National Bank a No. of Above Persons (Entities Only)	
2.	Check the App	propr	iate Box if a Member of a Group*	
3.	(b) x SEC Use Only	I		
4.		hartei	e of Organization red banking association Sole Voting Power	
NU	JMBER OF		4,734	
	SHARES NEFICIALLY	6.	Shared Voting Power	
	WNED BY		477,805	
	EACH	7.	Sole Dispositive Power	
RE	EPORTING			
]	PERSON	8.	Shared Dispositive Power	
	WITH		485,539	
9.	Aggregate An	ount	Beneficially owned by Each Reporting Person	

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10.	485,539 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amount in Row 9
12.	0.1% Type of Reporting Person*
	BK *SEE INSTRUCTIONS BEFORE FILLING OUT

1.	Names of Repo	rting Persons Daniel F. Beck
	I.R.S. Identifica	tion No. of Above Persons (Entities Only)
2.	Check the Appr	opriate Box if a Member of a Group*
	(a) "	
3.	(b) x SEC Use Only	
4.	Citizenship or I	lace of Organization
	United States o	America
		5. Sole Voting Power 479,414(1)
	UMBER OF	C. Changly Valing Dance
	SHARES	6. Shared Voting Power
BEN	NEFICIALLY	
O'	WNED BY	7. Sole Dispositive Power
	EACH	479,414(1)
RI	EPORTING	8. Shared Dispositive Power
	PERSON	
	WITH	
9.	Aggregate Amo	unt Beneficially owned by Each Reporting Person

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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
12.	0.1% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) Ir	ocludes 370 414 of chares issuable upon the evergise of options evergisable within 60 days of August 2, 2004

1. Names of Reporting Pe			g Persons Canpartners Investments IV, LLC
	I.R.S. Identific	atior	No. of Above Persons (Entities Only)
2.	Check the App	ropr	ate Box if a Member of a Group*
	(a) "		
3.	(b) x SEC Use Only		
4.	Citizenship or	Place	e of Organization
	California		
	Cumomu	5.	Sole Voting Power
	JMBER OF		
	SHARES	6.	Shared Voting Power 1,834,552
BENEFICIALLY			1,654,332
O.	WNED BY	7.	Sole Dispositive Power
	EACH		
RE	EPORTING	0	Chand Diana thin Danie
]	PERSON	8.	Shared Dispositive Power 1,834,552
	WITH		
9.	Aggregate Am	ount	Beneficially owned by Each Reporting Person

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10.	Check Box if the Aggregate Amount in	n Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amou	unt in Row 9
12.	0.4% Type of Reporting Person*	
	СО	*SEE INSTRUCTIONS BEFORE FILLING OUT

1.	Names of Repo	Persons Canyon Capital Advisors, LLC				
	I.R.S. Identific	ation	No. of Above Persons (Entities Only)			
2.	Check the App	ropri	ate Box if a Member of a Group*			
	(a) "					
3.	(b) x SEC Use Only					
4.	Citizenship or	enship or Place of Organization				
	Delaware	5.	Sole Voting Power			
NU	UMBER OF					
,	SHARES	6.	Shared Voting Power			
BENEFICIALLY			1,834,552(1)			
O	WNED BY	7.	Sole Dispositive Power			
EACH						
RI	EPORTING	8.	Shared Dispositive Power			
	PERSON	٥.	1,834,552(1)			
	WITH					
9.	Aggregate Am	ount	Beneficially owned by Each Reporting Person			

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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
12.	0.4% Type of Reporting Person*
	IA *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) T	hese 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.

CUSIP No. 1257501	09	13G	PAGE 10 of 42			
Names of Rep	orting Persons Rory J. Cowan					
I.R.S. Identific	ation No. of Above Persons (Entities Only)					
2. Check the App	ropriate Box if a Member of a Group*					
(a) "						
(b) x 3. SEC Use Only						
220 000 000						
4. Citizenship or	Citizenship or Place of Organization					
•						
United States	of America 5. Sole Voting Power					
NUMBER OF	1,531,150					
SHARES	6. Shared Voting Power					
BENEFICIALLY	o. Shared voting rower					
OWNED BY						
EACH	7. Sole Dispositive Power					
REPORTING	1,531,150					
PERSON	8. Shared Dispositive Power					
WITH						
9. Aggregate Am	ount Beneficially owned by Each Reporting Pers	son				

10.	1,531,150 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amount in Row 9
12.	0.3% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT

CUSIP No. 125750109				13G		
1.	Names of Repo		Persons Robert T. Dechant No. of Above Persons (Entities Only)			
2.	Check the App.	ropri	te Box if a Member of a Group*			
3.	(b) x SEC Use Only					
4.	4. Citizenship or Place of Organization United States of America					
NU	JMBER OF	5.	Sole Voting Power 670,087(1)			
	SHARES	6.	Shared Voting Power			
BEN	IEFICIALLY					
O,	WNED BY EACH	7.	Sole Dispositive Power 670,087(1)			
RI	EPORTING	8.	Shared Dispositive Power			
	PERSON					
	WITH					
9.	Aggregate Amount Beneficially owned by Each Reporting Person					

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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		
12.	0.1% Type of Reporting Person*		
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT		
(1) In	acludes 223,360 shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.		

CUSIP No. 125750109				13G	PAGE 12 of	
1.	Names of Repo		Persons Enterprise Associates, LLC No. of Above Persons (Entities Only)			
2.	Check the App	oropri	ate Box if a Member of a Group*			
3.	(b) x SEC Use Only					
4.	Citizenship or	Place	of Organization			
NII	Delaware	5.	Sole Voting Power 1,977,149			
	JMBER OF SHARES	6.	Shared Voting Power			
	JEFICIALLY					
O	WNED BY	7.	Sole Dispositive Power			
	EACH		1,977,149			
RI	EPORTING	8.	Shared Dispositive Power			
	PERSON					
	WITH					
9.	Aggregate Am	ount	Beneficially owned by Each Reporting Person			

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10.	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*		
11.	Percent of Class Represented by A	amount in Row 9	
12.	0.4% Type of Reporting Person*		
	СО	*SEE INSTRUCTIONS BEFORE FILLING OUT	

CUSI	P No. 12575010)9		13G			
	I. Names of Reporting Persons IMS Health, Inc. I.R.S. Identification No. of Above Persons (Entities Only)						
	Check the App	ropri	ate Box if a Member of a Group*				
3.	(b) x SEC Use Only						
4.	Citizenship or	Place	of Organization				
	Delaware MBER OF	5.	Sole Voting Power 1,977,149(1)				
S	SHARES	6.	Shared Voting Power				
BEN	EFICIALLY						
	VNED BY	7.	Sole Dispositive Power 1,977,149(1)				
	EACH PORTING	8.					
P	PERSON						
	WITH						
9.	. Aggregate Amount Beneficially owned by Each Reporting Person						

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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			
12.	0.4% Type of Reporting Person*			
	CO *SEE INSTRUCTIONS BEFORE FILLING OUT			
(1) T	(1) These shares are held by Enterprise Associates, LLC, a subsidiary of IMS Health, Inc.			

CUSIP No. 1257	50109	13G	PAGE 14 of 42
	Reporting Persons Vahran	n V. Erdekian (Entities Only)	
2. Check the	Appropriate Box if a Member of	a Group*	
(a) "			
(b) x 3. SEC Use C	Only		
4. Citizenship	o or Place of Organization		
United Sta	tes of America		
	5. Sole Voting Power 178,966(1)		
NUMBER OF			
SHARES	6. Shared Voting Power		
BENEFICIALL	Y		
OWNED BY	7. Sole Dispositive Powe	er	
EACH	178,966(1)		
REPORTING	8. Shared Dispositive Po	wer	
PERSON			
WITH			
9. Aggregate	Amount Beneficially owned by	Each Reporting Person	

10.	Check Box if the Aggregate Amou	nt in Row (9) Excludes Certain Shares*		
11.	Percent of Class Represented by A	mount in Row 9		
12.	Less than 0.1% Type of Reporting Person*			
	IN	*SEE INSTRUCTIONS BEFORE FILLING OUT		
(1) C	(1) Consists of shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.			

1.	Names of Rep	orting	g Persons Sheila M. Flaherty
	I.R.S. Identific	ation	No. of Above Persons (Entities Only)
2.	Check the App	oropri	ate Box if a Member of a Group*
	(a) "	•	·
	(b) x		
3.	SEC Use Only	,	
4.	Citizenship or	Place	e of Organization
	United States of		
NII	IMPED OF	5.	Sole Voting Power 524,893 (1)
	JMBER OF	6	Shared Voting Power
	SHARES NEFICIALLY	0.	Shared Voting Fower
	WNED BY		
Ü	EACH	7.	Sole Dispositive Power 524,893 (1)
RI	EPORTING	8.	Shared Dispositive Power
	PERSON	ο.	Shared Dispositive Fower
	WITH		
9.	Aggregate Am	ount	Beneficially owned by Each Reporting Person

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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
12.	0.1% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) In	ncludes 410,978 shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.

CUS	IP No. 1257501	09		13G	PAGE 16 of 42
1.	Names of Reporting Persons Harding Holdings, Inc. I.R.S. Identification No. of Above Persons (Entities Only)				
2.	Check the App	oropr	iate Box if a Member of a Group*		
	(a) "				
3.	(b) x SEC Use Only	,			
4.	Citizenship or	Place	e of Organization		
	Tennessee	5.	Sole Voting Power 2,288,601		
NU	JMBER OF				
	SHARES	6.	Shared Voting Power		
BEN	IEFICIALLY				
O	WNED BY				
	EACH	7.	Sole Dispositive Power 2,288,601		
RI	EPORTING				
	PERSON	8.			
	WITH		Shared Dispositive Power		
9.	Aggregate Am	ount	Beneficially owned by Each Report	ing Person	

	2,288,601
10.	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amount in Row 9
	,
	0.5%
12.	Type of Reporting Person*
	CO
	*SEE INSTRUCTIONS BEFORE FILLING OUT

CUS	IP No. 12575010)9		13G	PAGE 17 of 42
1.	Names of Repo		Persons Deborah A. Keeman No. of Above Persons (Entities Only)		
2.	Check the App	ropri	ate Box if a Member of a Group*		
3.	(b) x SEC Use Only				
4.	Citizenship or l	Place	of Organization		
	United States o		Sole Voting Power 162,933(1)		
NU	JMBER OF		102,933(1)		
,	SHARES	6.	Shared Voting Power		
BEN	IEFICIALLY				
O'	WNED BY	7.	Sole Dispositive Power		
	EACH		162,933(1)		
RI	EPORTING	8.	Shared Dispositive Power		
]	PERSON				
	WITH				
9.	Aggregate Ame	ount	Beneficially owned by Each Reporting F	Person	

10.	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amount in Row 9
12.	Less than 0.1% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) In	ncludes 127,311 shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.

CUS	IP No. 12575010)9		13G	PAGE 18 of 42
1.	Names of Repo		Persons Jeremiah Kelly No. of Above Persons (Entities On	ly)	
2.	Check the App	ropri	ate Box if a Member of a Group*		
3.	(b) x SEC Use Only				
4.	Citizenship or	Place	of Organization		
	United States of		erica Sole Voting Power 137,727(1)		
NU	JMBER OF		137,727(1)		
	SHARES	6.	Shared Voting Power		
BEN	IEFICIALLY				
O	WNED BY	7.	Sole Dispositive Power		
	EACH		137,727(1)		
RI	EPORTING	8.	Shared Dispositive Power		
	PERSON				
	WITH				
9.	Aggregate Am	ount	Beneficially owned by Each Report	ting Person	

10.	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*		
11.	Percent of Class Represented by Amount in Row 9		
12.	Less than 0.1% Type of Reporting Person*		
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT		
(1) C	(1) Consists of shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.		

1.	Names of Rep	orting	g Persons Linwood A. Lacy	
	I.R.S. Identific	catior	No. of Above Persons (Entities Only)	
2.	Check the App	oropr	ate Box if a Member of a Group*	
	(a) "			
3.	(b) x SEC Use Only	7		
4.	Citizenship or	Place	e of Organization	
	United States	of Ar	gerica	
United States of America 5. Sole Voting Power 617,148(1)				
NU	JMBER OF			
	SHARES	6.	Shared Voting Power	
BENEFICIALLY				
O	WNED BY	7.	Sole Dispositive Power	
	EACH		617,148(1)	
RI	EPORTING			
	PERSON	8.	Shared Dispositive Power	
WITH				
9.	9. Aggregate Amount Beneficially owned by Each Reporting Person			

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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
12.	0.1% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) Ir	ncludes 152,554 shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.

CUSIP No. 125750109

3,894,763(1)

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) "			
3.	(b) x SEC Use Only			
4.	Citizenship or Place of Organization			
	United States of America 5. Sole Voting Power			
3,894,763(1) NUMBER OF				
	SHARES 6. Shared Voting Power			
BEN	BENEFICIALLY			
O	WNED BY 7. Sole Dispositive Power			
	EACH 3,894,763(1)			
RI	EPORTING 8. Shared Dispositive Power			
	PERSON			
	WITH			
9.	Aggregate Amount Beneficially owned by Each Reporting Person			

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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	
12.	0.8% Type of Reporting Person*	
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT	
(1) Includes 2,499,393 shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.		

CUSIP No. 125750	0109	13G	PAGE 21 of 42
1. Names of Ro	eporting Persons Stephen D.R. M	Moore	
I.R.S. Identi	fication No. of Above Persons (Entities	s Only)	
2. Check the A	appropriate Box if a Member of a Group	p*	
(a) "			
(b) x 3. SEC Use Or	nly		
4. Citizenship	or Place of Organization		
United State	es of America		
NUMBER OF	5. Sole Voting Power 1,257,979		
SHARES	6. Shared Voting Power 238,905(1)		
BENEFICIALLY			
OWNED BY	7. Sole Dispositive Power 1,257,979		
EACH			
REPORTING	8. Shared Dispositive Power 238,905(1)		
PERSON			
WITH			
9. Aggregate A	Amount Beneficially owned by Each Re	eporting Person	

	Edgar I milg. Marray 11 Cook. 1 om Co 10a	
10. Che	neck Box if the Aggregate Amount in Row (9) Excludes Certain Shares*	
11. Pero	rcent of Class Represented by Amount in Row 9	
12. Тур	0.3% Type of Reporting Person*	
	*SEE INSTRUCTIONS BEFORE FILLING OUT	
(1) Includes 238,905 shares held in trust for the benefit of Mr. Moore s minor child, Alexander Moore. Mr. Moore disclaims beneficial ownership in such shares except to the extent of his pecuniary interest therein.		

1.	Names of Repo	rting	Persons The Alexander S. Moore Trust Dtd. 6/5/96
	I.R.S. Identifica	ation	No. of Above Persons (Entities Only)
2.	Check the Appr	ropri	ate Box if a Member of a Group*
	(a) "		
3.	(b) x SEC Use Only		
4.	Citizenship or I	Place	of Organization
	Massachusetts	5.	Sole Voting Power
NU	UMBER OF		238,905
	SHARES	6.	Shared Voting Power
BENEFICIALLY			
O	WNED BY	7.	Sole Dispositive Power
	EACH		238,905
RI	EPORTING	8.	Shared Dispositive Power
	PERSON		
	WITH		
9.	9. Aggregate Amount Beneficially owned by Each Reporting Person		

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10.	Check Box if the Aggregate Amount in	n Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amou	unt in Row 9
12.	0.1% Type of Reporting Person*	
	00	*SEE INSTRUCTIONS BEFORE FILLING OUT

1.	Names of Reportin	ng Persons The Abegail L. Moore Trust Dtd. 6/5/96
	I.R.S. Identificatio	n No. of Above Persons (Entities Only)
2.	Check the Appropr	riate Box if a Member of a Group*
	(a) "	
3.	(b) x SEC Use Only	
4.	Citizenship or Plac	ce of Organization
	Massachusetts 5.	
238,900 NUMBER OF		
	SHARES 6.	Shared Voting Power
BENEFICIALLY		
O	OWNED BY 7.	
	EACH	238,900
RI	EPORTING 8.	Shared Dispositive Power
	PERSON	
	WITH	
9.	Aggregate Amoun	t Beneficially owned by Each Reporting Person

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10.	Check Box if the Aggregate Amount in	n Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amou	unt in Row 9
12.	0.1% Type of Reporting Person*	
	00	*SEE INSTRUCTIONS BEFORE FILLING OUT

1.	Names of Repo	orting Persons OCM Mezzanine Fund, L.P.				
	I.R.S. Identific	cation No. of Above Persons (Entities Only)				
2.	Check the App	propriate Box if a Member of a Group*				
	(a) "					
3.	(b) x SEC Use Only					
4.	Citizenship or	Citizenship or Place of Organization				
	Delaware	5. Sole Voting Power				
NU	UMBER OF					
	SHARES	6. Shared Voting Power				
BEN	NEFICIALLY	1,926,779				
O	WNED BY	7. Sole Dispositive Power				
	EACH					
RI	EPORTING	8. Shared Dispositive Power				
	PERSON	1,926,779				
	WITH					
9.	Aggregate Am	nount Beneficially owned by Each Reporting Person				

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10.	Check Box if the Aggregate Amount in	Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amou	nt in Row 9
12.	0.4% Type of Reporting Person*	
	PN	*SEE INSTRUCTIONS BEFORE FILLING OUT

CUSIP No. 125750109

1,926,779 (1)

13G

1.	Names of Repo	orting Persons Oaktree Capital Management, LLC	
	I.R.S. Identific	ation No. of Above Persons (Entities Only)	
2	Chack the Ann	propriate Box if a Member of a Group*	
2.		riopitate Box it a Methoef of a Group	
	(a) "		
3.	(b) x SEC Use Only		
4.	Citizenship or	Place of Organization	
	Delaware	5. Sole Voting Power	
NI	JMBER OF		
	SHARES		
		6. Shared Voting Power 1,926,779 (1)	
BENEFICIALLY		1,720,777 (1)	
OWNED BY EACH		7. Sole Dispositive Power	
RI	EPORTING		
	PERSON	8. Shared Dispositive Power 1,926,779 (1)	
	WITH		
9.	Aggregate Am	ount Beneficially owned by Each Reporting Person	

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10.	Check Box if the Aggregate Amount in	Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amou	nt in Row 9
12.	0.4% Type of Reporting Person*	
	IA	*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Oaktree Capital Management, LLC (Oaktree), is a registered investment adviser under the Investment Advisers Act of 1940, as amended, acting as the general partner of OCM Mezzanine Fund, L.P., a Delaware limited partnership (the Mezzanine Fund). The Mezzanine Fund is the direct beneficial owner of 1,926,779 shares of the issuer s common stock. Oaktree is a limited liability company managed by an executive committee, the members of which are Howard S. Marks, Bruce A. Karsh, David Kirchheimer, Sheldon M. Stone, D. Richard Masson, Larry W. Keele, Stephen A. Kaplan, Russel S. Bernard, John W. Moon, Kevin L. Clayton, and John B. Frank Each of such persons may be deemed a beneficial owner of the securities listed herein by virtue of such status as members of Oaktree. Except to the extent of their respective pecuniary interests therein, Oaktree and each such person disclaims beneficial ownership of the shares listed herein and the filing of this Schedule 13G shall not be construed as an admission that such person is the beneficial owner of any securities covered by this Schedule 13G.

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1.	Names of Repo		g Persons Morton H. Rosenthal No. of Above Persons (Entities Only)
2.	Check the App	oropri	ate Box if a Member of a Group*
3.	(b) x SEC Use Only		
4.	Citizenship or	Place	e of Organization
	United States of		nerica Sole Voting Power 6,212,930(1)
NU	JMBER OF		
	SHARES	6.	Shared Voting Power
BEN	VEFICIALLY		
0	WNED BY	_	
	EACH	7.	Sole Dispositive Power 6,212,930(1)
RI	EPORTING		
	PERSON WITH	8.	Shared Dispositive Power

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10.	6,212,930(1) Check Box if the Aggregate Amou	ant in Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by A	mount in Row 9
12.	1.3% Type of Reporting Person*	
	IN	*SEE INSTRUCTIONS BEFORE FILLING OUT

(1) Certain of these shares have been pledged to Corporate Software, Inc. (or its successor) as collateral for indebtedness incurred by Mr. Rosenthal.

1.	Names of Rep	porting Persons Samuel C. Sichko (as Trustee of the Murray 2003 Qualified Annuity Trust)
	I.R.S. Identifi	cation No. of Above Persons (Entities Only)
2.	Check the Ap	propriate Box if a Member of a Group*
	(a) "	
3.	(b) x SEC Use Only	y
4.	Citizenship or	Place of Organization
	United States	of America 5. Sole Voting Power
NU	JMBER OF	
;	SHARES	6. Shared Voting Power
BEN	NEFICIALLY	2,521,616(1)
O	WNED BY	7. Sole Dispositive Power
	EACH	
RE	EPORTING	8. Shared Dispositive Power
]	PERSON	2,521,616(1)
	WITH	
9.	Aggregate Ar	nount Beneficially owned by Each Reporting Person

CUSIP No. 125750109

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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
12.	0.5% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) T	This statement shall not be construed as an admission that the trustee is the beneficial owner of the shares held in the trust and the trustee

expressly disclaims beneficial ownership of the shares.

1.	Names of Rep	ortin	g Persons	Watson Kendale Sou	therland	
	I.R.S. Identific	cation	n No. of Above Po	ersons (Entities Only	7)	
2.	Check the App	oropr	iate Box if a Men	nber of a Group*		
	(a) "					
3.	(b) x SEC Use Only	ī				
٠.	220 000 omy					
4.	Citizenship or	Place	e of Organization			
	1		S			
	United States		nerica Sole Voting Po	wer		
NU	JMBER OF		510,493(1)			
;	SHARES	6.	Shared Voting	Power		
BEN	NEFICIALLY					
O	WNED BY	7.	Sole Dispositiv	e Power		
	EACH		510,493(1)	1		
RI	EPORTING	8.	Shared Disposit	tive Power		
]	PERSON					
	WITH					
9.	Aggregate Am	ount	Beneficially own	ned by Each Reportin	ng Person	

CUSIP No. 125750109

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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
12.	0.1% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) Ir	ncludes 297,812 shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.

1.	Names of Rep	ing Persons Randy S. Stone					
	I.R.S. Identific	on No. of Above Persons (Entities Only)					
2.	Check the App	priate Box if a Member of a Group*					
	(b) x						
3.	SEC Use Only						
4.	Citizenship or	Citizenship or Place of Organization					
	Cancerionip of						
	United States of	5. Sole Voting Power					
NU	JMBER OF	156,629(1)					
į	SHARES	5. Shared Voting Power					
BEN	NEFICIALLY						
O'	WNED BY	7. Sole Dispositive Power 156,629(1)					
	EACH	130,025(1)					
	EPORTING	3. Shared Dispositive Power					
]	PERSON						
	WITH						
9.	Aggregate Am	nt Beneficially owned by Each Reporting Person					

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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
12.	Less than 0.1% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) In	cludes 156,629 shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.

1.	Names of Repo				
	I.R.S. Identific	ation	No. of Above Persons (Entities Only	7)	
2.		propri	ate Box if a Member of a Group*		
	(a) "				
3.	(b) x SEC Use Only				
4.	Citizenship or	Place	e of Organization		
	United States of	of An	nerica		
NU	JMBER OF	5.	Sole Voting Power 352,634		
	SHARES	6.	Shared Voting Power		
BEN	IEFICIALLY				
O,	WNED BY	7.	Sole Dispositive Power 352,634		
	EACH		332,034		
	EPORTING	8.	Shared Dispositive Power		
	PERSON WITH				
9.	Aggregate Am	ount	Beneficially owned by Each Reporting	ng Person	

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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
12.	0.1% Type of Reporting Person*
	IN *SEE INSTRUCTIONS BEFORE FILLING OUT
(1) In	ncludes 167,521 shares issuable upon the exercise of options exercisable within 60 days of August 2, 2004.

1.	Names of Repo		Persons The Murray 2003 Qualified Annuity Trust No. of Above Persons (Entities Only)					
2. Check the Appropriate Box if a Member of a Group*								
	(a) "							
3.	(b) x SEC Use Only							
4.	 4. Citizenship or Place of Organization Massachusetts 5. Sole Voting Power 2,521,616 							
NU	JMBER OF		_,,					
į	SHARES	6.	Shared Voting Power					
BEN	NEFICIALLY							
O'	WNED BY EACH	7.	Sole Dispositive Power 2,521,616					
RE	EPORTING	8.	Shared Dispositive Power					
PERSON								
	WITH							
9.	Aggregate Amo	ount	Beneficially owned by Each Reporting Person					

CUSIP No. 125750109

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10.	Check Box if the Aggregate Amount in	n Row (9) Excludes Certain Shares*
11.	Percent of Class Represented by Amou	unt in Row 9
12.	0.5% Type of Reporting Person*	
	00	*SEE INSTRUCTIONS BEFORE FILLING OUT

CUSIP No. 125750109	13G	PAGE 32 of 42
Item 1(a). Name of Issuer:		
CMGI, Inc.		
Item 1(b). Address of Issuer s Principal Executive	Offices:	
1100 Winter Street		
Waltham, Massachusetts 02451		
Item 2(a). Name of Person Filing:		
This statement is being filed by R. Scott Murray, Time Fleet National Bank, Daniel F. Beck, Canpartners Investment Enterprise Associates, LLC, IMS Health, Inc., Vahram Kelly, Linwood A. Lacy, Terence M. Leahy, Stephen B. 6/5/96, OCM Mezzanine Fund, L.P., Oaktree Capital N. S. Stone, David A. Tanner and The Murray 2003 Qual The Reporting Persons are making this single, joint fil 13(d)(3) of the Securities Exchange Act of 1934, as an (the Joint Filing Agreement) is attached hereto as Exchange Act.	estments IV, LLC, Canyon Capital Advisors, LLC, N. Erdekian, Sheila M. Flaherty, Harding Hold: D.R. Moore, The Alexander S. Moore Trust Dtd. Management, LLC, Morton H. Rosenthal, Samue lified Annuity Trust (each a Reporting Person ling because they may be deemed to constitute a mended (the Exchange Act). The agreement are	C, Rory J. Cowan, Robert T. Dechant, ings, Inc., Deborah A. Keeman, Jeremiah . 6/5/96, The Abegail L. Moore Trust Dtd. el L. Sichko, W. Ken Southerland, Randy and collectively, the Reporting Persons). group within the meaning of Section
Item 2(b). Address of Principal Business Office or,	if None, Residence:	
R. Scott Murray		
1		