

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104

Estimated average burden

hours per response: 0.5

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

1. Name and Address of Reporting Person* <u>Riley David</u> <hr/> (Last) (First) (Middle) <u>C/O CMGI, INC.</u> <u>1100 WINTER STREET, SUITE 4600</u> <hr/> (Street) <u>WALTHAM MA 02451</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>06/09/2006</u>	3. Issuer Name and Ticker or Trading Symbol <u>CMGI INC [CMGI]</u> <hr/> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <u>Interim CFO and Treasurer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
---	---	--	---

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>36,196⁽¹⁾</u>	<u>D</u>	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Stock Option (right to buy) granted on June 28, 2002</u>	<u>(2)</u>	<u>06/27/2009</u>	<u>Common Stock</u>	<u>2,376</u>	<u>0.48</u>	<u>D</u>	
<u>Stock Option (right to buy) granted on September 2, 2003</u>	<u>(3)</u>	<u>09/01/2010</u>	<u>Common Stock</u>	<u>57,500</u>	<u>1.59</u>	<u>D</u>	
<u>Stock Option (right to buy) granted on August 2, 2004</u>	<u>(4)</u>	<u>08/01/2011</u>	<u>Common Stock</u>	<u>70,000</u>	<u>1.39</u>	<u>D</u>	
<u>Stock Option (right to buy) granted on November 1, 2005</u>	<u>(5)</u>	<u>10/31/2012</u>	<u>Common Stock</u>	<u>70,000</u>	<u>1.57</u>	<u>D</u>	

Explanation of Responses:

1. 30,918 shares are restricted stock. Restrictions lapse as to 9,583 shares on 9/2/2006; restrictions lapse as to 10,669 shares on 8/2/2006; and restrictions lapse as to 10,666 shares on 8/2/07. There are no restrictions with respect to the remaining 5,278 shares.
2. The option is vested and exercisable with respect to 1,583 shares and the remaining shares vest and become exercisable on 6/28/2006.
3. The option is vested and exercisable with respect to 39,530 shares and the remaining shares vest and become exercisable in equal monthly installments until fully vested on the fourth anniversary of the grant date.
4. The option is vested and exercisable with respect to 32,083 shares and the remaining shares vest and become exercisable in equal monthly installments until fully vested on the fourth anniversary of the grant date.
5. The option vests and becomes exercisable as to 25% on the first anniversary of the date of grant and the remainder in 36 equal monthly installments thereafter.

/s/ Thomas B. Rosedale

(Pursuant to Power of Attorney)

06/14/2006

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

CMGI, INC.

LIMITED POWER OF ATTORNEY

This statement confirms that the undersigned has authorized and designated each of Peter L. Gray, Veronica Zorrilla and Thomas B. Rosedale his attorneys-in-fact to (i) prepare, execute and file on behalf of the undersigned Form ID or any other necessary documents or forms in order to obtain access codes (including, without limitation, CIK and CCC codes) for the undersigned to permit filing on EDGAR, and (ii) prepare, execute and file on behalf of the undersigned all Forms 3, 4 and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of CMGI, Inc. The authority of such attorneys under this Power of Attorney shall continue until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to the undersigned's ownership of or transactions in securities of CMGI, Inc., unless earlier revoked in writing. The undersigned acknowledges that such attorneys are not assuming any of the undersigned's responsibilities to comply with the requirements of Section 16 of the Securities Exchange Act of 1934, as amended, or any of the undersigned's liabilities for failure to comply with such requirements.

Date: May 25, 2006

/s/ David Riley

David Riley